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COMPANIES FORM No. 395

Particulars of a charge

17264/9 APR/CF

395Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985

17347/8 APR/CF

Please complete
legibly, preferably
in black type, or
bold block lettering

To the Registrar of Companies

For official use

Company number

[C] [H] [I] [U]

2046356

Name of company

GIROSCOPE LIMITED

* insert full name
of company

Date of creation of the charge

20 March 1987

Description of the instrument (if any) creating or evidencing the charge (note 2)

LEGAL CHARGE

Amount secured by the charge

The payment or discharge of all monies and liabilities and the Company will pay or discharge to the Bank all monies and liabilities which shall for the time being (and whether on or at any time after such demand) be due owing or incurred to the Bank by the Company

Names and addresses of the chargees or persons entitled to the charge

CO-OPERATIVE BANK PLC

22 ALFRED GELDER STREET KINGSTON UPON HULL

Postcode HUL 2BS

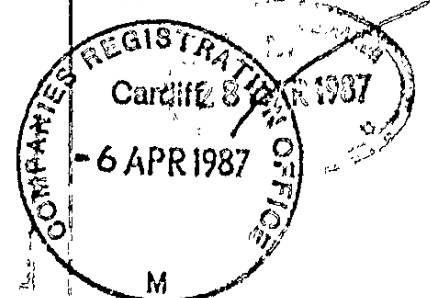
Presentor's name address and
reference (if any):

Barker Wilson
Quays Chambers
29 Scale Lane.
Hull
Hull 12 F

Time critical reference

For official Use
Mortgage Section

Post room



Short particulars of all the property charged

ALL THAT FREE HOLD tenement known as number 11 ONE STREET IN THE CITY OF
KINGSTON UPON HULL IN THE COUNTY OF HUMBERSIDE TOGETHER WITH A FLOATING
CHARGE OVER ALL MOVEABLE PLANT MACHINERY EQUIPMENT MATERIALS AND
ARTICLES.

Please do not
write in
this margin

Please complete
legibly, preferably
in black type, or
bold block lettering

Particulars as to commission allowance or discount (note 2)

Signed *R. Amosbury*

Date 20 March 1987

On behalf of (company) ~~(chargee)~~

1 delete as
appropriate

Notes

The original instrument (if any) creating or evidencing the charge, together with these prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of creation of the charge (section 395). If the property is situated and the charge was created outside the United Kingdom delivery to the Registrar must be effected within 21 days after the date on which the instrument could in due course of post, and if dispatched with due diligence, have been received in the United Kingdom (section 398). A copy of the instrument creating the charge will be accepted where the property charged is situated and the charge was created outside the United Kingdom (section 398) and in such cases the copy must be verified to be a correct copy either by the company or by the person who has delivered or sent the copy to the registrar. The verification must be signed by or on behalf of the person giving the verification and where this is given by a body corporate it must be signed by an officer of that body. A verified copy will also be accepted where section 398(4) applies (property situate in Scotland or Northern Ireland) and Form No. 398 is submitted.

A description of the instrument, eg "Trust Deed", "Debenture", "Mortgage" or "Legal charge", etc, as the case may be, should be given.

In this section there should be inserted the amount or rate per cent. of the commission, allowance or discount (if any) paid or made either directly or indirectly by the company to any person in consideration of his:

- (a) subscribing or agreeing to subscribe, whether absolutely or conditionally, or
 - (b) procuring or agreeing to procure subscriptions, whether absolute or conditional,
- for any of the debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered.

If any of the spaces in this form provide insufficient space the particulars must be entered on the prescribed continuation sheet.



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

Pursuant to section 401(2) of the Companies Act 1985

I hereby certify that a mortgage or charge dated the 20th March 1987
and created by GYROSCOPE LIMITED

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to Co-operative Bank PLC

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 6th April 1987

Given under my hand at the Companies Registration Office,
Cardiff the 16 APR 1987

No. 2046356

Certificate and instrument received by

Date

Per
22/4

G. Morgan

G. MORGAN

an authorised officer