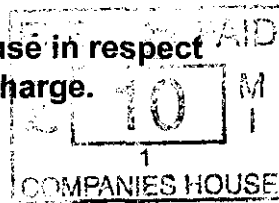


Particulars of a mortgage or charge

037601/80

395

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge.

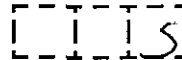


Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies
(Address overleaf - Note 6)

For official use

Company number



02944540

Name of company

* Circuit Launderette Services Limited ("the Company")

Date of creation of the charge

16 January 2004

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

Deed of Assignment of Supply Contracts ("the Deed") between (1) the Company and (2) Barclays Bank Plc ("the Bank").

Amount secured by the mortgage or charge

All monies and liabilities covenanted to be paid or discharged by the Company as set out in Clause 1 of the debenture between the Company(1) and the Bank(2) dated 10 September 1999, being all monies and liabilities which shall for the time being (and whether on or at any time after demand) be due owing or incurred to the Bank by the Company whether actually or contingently and whether solely or jointly with any other person and whether as principal or surety and including interest discount commission or other lawful charges and expenses which the Bank may in the course of its business charge in respect of any of the matters aforesaid or for keeping the Company's account and so that interest shall be computed and compounded according to the usual mode of the Bank as well after as before any demand made or judgment obtained under the Deed.

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

Barclays Bank PLC, PO Box 190, Barclays House, 6 East Parade, Leeds

Postcode LS1 2UX

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

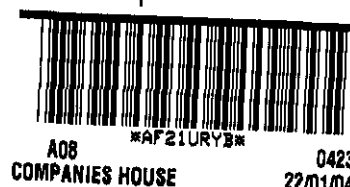
Hammonds
Trinity Court
16 John Dalton Street
Manchester
M60 8HS

CS/GRB/CRH/BAR.960-0007

Time critical reference

For official Use
Mortgage Section

Post room



Short particulars of all the property mortgaged or charged

By way of assignment the full benefit of all the Company's right, title and interest in and under each of the existing contracts, detailed in Schedule 1 of the Deed, and all future, new and substituted contracts and all other agreements between the Company and its customers in respect of the supply, installation and maintenance of coin operated commercial laundry machinery equipment ("the Supply Contracts"), including all rights of the Company to sue or take action in respect of any breach of the obligations of any of the customers contained in the Supply Contracts.

Note:

The Company covenants and acknowledges that the Company will not create or permit to come into being any encumbrance over the assets and rights assigned under the Deed nor will it assign or otherwise deal with any such assets or rights save in pursuance of its obligations under the Deed.

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 3)

NIL

Signed Hammonds Date 21 January 2004

On behalf of ~~[company]~~ [mortgagee/chargee]†

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 5)

†delete as appropriate

Notes

- 1 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.
- 2 A description of the instrument, eg "Trust Deed", "Debenture", "Mortgage" or "Legal charge", etc, as the case may be, should be given.
- 3 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.
- 4 If any of the spaces in this form provide insufficient space the particulars must be entered on the prescribed continuation sheet.
- 5 Cheques and Postal Orders are to be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is:-
Companies House, Crown Way, Cardiff CF14 3UZ

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02944540

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEED OF ASSIGNMENT OF SUPPLY CONTRACTS DATED THE 16th JANUARY 2004 AND CREATED BY CIRCUIT LAUNDERETTE SERVICES LTD. FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO BARCLAYS BANK PLC UNDER THE TERMS OF THE AFOREMENTIONED INSTRUMENT CREATING OR EVIDENCING THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 22nd JANUARY 2004.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 23rd JANUARY 2004.

Handwritten signature



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —