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COMPANIES FORM No. 395

Particulars of a mortgage or charge

395Please do not
write in this
binding margin

Pursuant to section 395 Companies Act 1985

Please complete
legibly, preferably
in black type, or
bold block lettering* insert full name
of company

To the Registrar of Companies

For official use

Company Number

[] [] [] [] [] []
[] [] [2] [] [] []

2985176

Name of Company

* BLESSRUN LIMITED

Date of creation of the charge

30 March 1995

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

Chattel Mortgage

Amount secured by the mortgage or charge

All liabilities of the Company present and future actual and/or contingent to National Westminster Bank Plc

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

National Westminster Bank Plc

41 Lothbury

London

Postcode EC2P 2BP

Presentor's name address and
reference (if any):National Westminster Bank PLC
UKBB, CREDIT
MANAGEMENT DEPARTMENT
Litigation, Technical & Securities
King's Cross House
200 Pentonville Road
London N1 9HLPresentor's Reference
and/or telephone number
071-239 8205For official use
Mortgage Section

- 7 APR 1995

Post room

T.V.S.C.

Time critical reference



Short particulars of all the property mortgaged or charged

Please do not
write in this
margin

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

Assignment of the items listed on the attached schedule ("the Equipment") including any part or parts thereof and all additions alterations and accessories replacements and renewals of component parts thereto together with the benefit of all obligations and warranties given by any manufacturer or supplier of the Equipment and all other obligations and warranties given by any other party in respect of the Equipment to or in favour of the Company and without prejudice to the generality of the foregoing the benefit of all maintenance agreements entered into between the Company and any such third party.

Particulars as to commission allowance or discount

Nil

Per pro
National Westminster Bank PLC
UKBB, CREDIT MANAGEMENT DEPARTMENT
Litigation, Technical & Securities
King's Cross House
200 Pentonville Road, London N1 9HL

Please see notes below.

Signed _____

Date 27 APR 1995

On behalf of mortgagee *Authorized Signatory*

Notes

- (a) A description of the instrument, eg 'Trust Deed', 'Mortgage', 'Debenture', etc. as the case may be, should be given.
- (b) The rate of interest payable under the terms of the Debentures should not be entered.

Please do not
write in this
binding margin

THE SCHEDULE

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

OBSERVATION/BARCAR	(EXBR, E319)	NO.99965, REBUILT 1990
KITCHEN/DINER	(EXBR, E317)	NO.99967, REBUILT 1993
DINING CAR	(EXLNER, SC1999)	NO.99131, REBUILT 1990
STATE CAR 1	(EXBR, E324)	NO.99961, REBUILT 1990
STATE CAR 2	(EXBR, E329)	NO.99962, REBUILT 1990
STATE CAR 3	(EXBR, E331)	NO.99963, REBUILT 1990
STATE CAR 4	(EXBR, E313)	NO.99964, REBUILT 1990
CREW CAR	(EXBR, M2127)	NO.99887, REBUILT 1990
SERVICE/GENERATOR CAR	(EXBR, M34525)	NO.99966, REBUILT 1990

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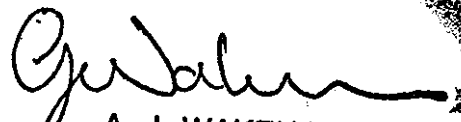
**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

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

COMPANY No. 02985176

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A CHATTEL MORTGAGE DATED THE 30th MARCH 1995 AND CREATED BY BLESSRUN LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO NATIONAL WESTMINSTER BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 7th APRIL 1995.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 11th APRIL 1995.


A. J. WAKEHAM
for the Registrar of Companies



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COMPANIES HOUSE

HC026B