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COMPANIES FORM No. 395

395

Particulars of a mortgage or charge

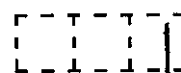
Pursuant to section 395 of the Companies Act 1985

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



3023201

Name of company

* VENUSNOTE LIMITED

Date of creation of the charge

7 November 1997

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

Supplemental Deed of Deposit

Amount secured by the mortgage or charge

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All sums and liabilities present and future and actual and contingent due to Howard de Walden Estates Limited under the provisions of a Lease dated 7 November 1997 and made between Howard de Walden Estates Limited (1) and Venusnote Limited (2) or of a supplemental deed dated 7 November 1997 and made between the same parties by virtue of any breach of the covenants or conditions contained in either of such documents.

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

HOWARD DE WALDEN ESTATES LIMITED

23 QUEEN ANNE STREET

LONDON

Postcode

W1M 0DL

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

DM/NAM

Howard de Walden Management Ltd
23 QUEEN ANNE ST
LONDON W1M 0DL

Time critical reference

For official use
Mortgage section

Post room



Short particulars of all the property mortgaged or charged

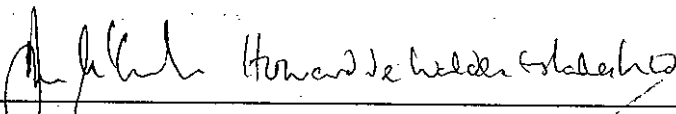
£6,875 and all income and interest thereon and deriving therefrom

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in black type or
bold block
lettering

Particulars as to commission allowance or discount (note 3)

Signed



Date 7.11.97

On behalf of ~~[company]~~ [mortgagee/chargee]* HOWARD DE WALDEN ESTATES LIMITED

* 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.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03023201

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A SUPPLEMENTAL DEED OF DEPOSIT DATED THE 7th NOVEMBER 1997 AND CREATED BY VENUSNOTE LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO HOWARD DE WALDEN ESTATES LIMITED ON ANY ACCOUNT WHATSOEVER UNDER THE TERMS OF THE DEED WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 8th NOVEMBER 1997.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 12th NOVEMBER 1997.


K. A. NASH

for the Registrar of Companies



C O M P A N I E S H O U S E

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