

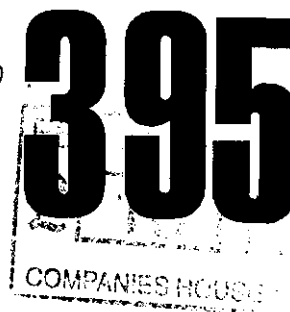


CHFP041

Please do not
write in
this marginPlease complete
legibly, preferably
in black type or
bold block lettering*Insert full name
of company

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

**A fee of £10 is payable to Companies House in respect
of each register entry for a mortgage or charge.**HSBC £10
101762To the Registrar of Companies
(Address overleaf - Note 6)

For official use

Company number

3153641

Name of company

* OMNICOM ENGINEERING LIMITED

Date of creation of the charge

29.9.00

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

LEGAL CHARGE

Amount secured by the mortgage or charge

ALL MONEYS NOW DUE OR HEREAFTER TO BECOME DUE
OR FROM TIME TO TIME ACCRUING DUE FROM THE
COMPANY TO THE BANK UPON ANY ACCOUNT AND IN ANY
MANNER WHATSOEVER

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

BARCLAYS BANK PLC WHOSE REGISTERED OFFICE ADDRESS IS

64 LOMBARD STREET LONDON EC3P 3AH AND WHOSE ADDRESS FOR

CORRESPONDENCE IS BARCLAYS BANK PLC

Postcode

BIRMINGHAM 1 3PF

BIRMINGHAM LOAN SERVICING CENTRE PO BOX 299

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

R6/B88700/B232 GAK
WARE & KAY
SOLICITORS
SENTINEL HOUSE
PEASHOLME GREEN YORK

For official use
Mortgage sectionA10
COMPANIES HOUSE0449
10/10/00

Time critical reference

Short particulars of all the property mortgaged or charged

FREEHOLD PROPERTY KNOWN AS "MOORLYN"
292 TADCASTER ROAD YORK REGISTERED AT
H M LAND REGISTRY UNDER TITLE NO. NYK229228

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write in
this margin

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

Particulars as to commission allowance or discount (note 3)

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

Signed Wann Khan
On behalf of [company]/[mortgagee/chargee]*

Date 29th September 2000

* 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 CF4 3UZ

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03153641

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 29th SEPTEMBER 2000 AND CREATED BY OMNICON ENGINEERING LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO BARCLAYS BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 10th OCTOBER 2000.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 11th OCTOBER 2000.

Handwritten signature/initials



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



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