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COMPANIES FORM No. 395

Particulars of a mortgage or charge

CHFP000

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

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

03212199

Name of company

Wireless Information Network Ltd

Date of creation of the charge

4th April 2001

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

Debenture

Amount secured by the mortgage or charge

All obligations and liabilities actual or contingent, now or at any time hereafter due
owing or incurred to the Chargee by the Company anywhere in any manner whatsoever
(whether alone or jointly and in whatever style, name or form and whether as principal
or surety) together with interest and legal and other costs on a full and unqualified
basis.

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

Euro Sales Finance plc
Halton House, 20-23 Holborn
London

Postcode

EC1N 2JD

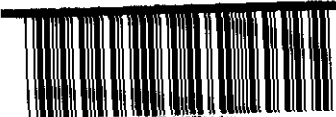
Presentor's name address and
reference (if any) :

Euro Sales Finance plc
Halton House, 20-23 Holborn
London EC1N 2JD

Time critical reference

For official Use (02/00)
Mortgage Section

Post room

LD5
COMPANIES HOUSE0193
09/04/01

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

By way of first fixed charge all book and other debts both present and future and the benefit of all contracts policies of insurance in relation to such book and other debts.

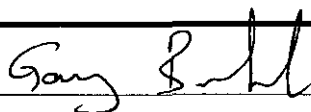
By way of first floating charge the undertaking and all property assets and rights of the Company whatsoever and wheresoever both present and future including the assets comprised in the fixed charges shall for any reason be ineffective.

NB: the charge contains a prohibition on dealing with the assets caught by the fixed charge and upon the creation of further security in relation thereto.

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



Date

4/4/01

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

EURO SALS FINANCE PLC.

† 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:-

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03212199

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 4th APRIL 2001 AND CREATED BY WIRELESS INFORMATION NETWORK LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO EURO SALES FINANCE PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 9th APRIL 2001.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 12th APRIL 2001.

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THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —