

Particulars of a mortgage or charge

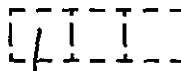
A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge.

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number



4325194

Name of company

* 3Q Technologies Limited

Date of creation of the charge

18 NOVEMBER 2002

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

Debenture

Amount secured by the mortgage or charge

All monies and liabilities which shall for the time being (and whether on or at any time after such demand) be due, owing or incurred in whatsoever manner pursuant to the Loan Agreement dated 18 November 2002 and made between Christopher Lane and the Company.

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

CHRISTOPHER LANE,
44 ~~HEATH~~ HAVEN GREEN COURT
EALING
LONDON

Postcode W5 2UP

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

Morgan Cole
Apex Plaza Commercial
Office
Forbury Road
Reading RG1 1AX

Ref: POM.416956.9

Time critical reference

For official Use
Mortgage Section

Post room



A46
COMPANIES HOUSE

A9P8SGJ7
0785
07/12/02

IVI

CHFP025

Please do not
write in
this margin

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

*insert full name
of Company

Short particulars of all the property mortgaged or charged

1. The Company with full title guarantee and as a continuing security for the payment and discharge of the Secured Liabilities charges:-

(a) by way of legal mortgage all right title estate and other interest of the Company in the Properties; and

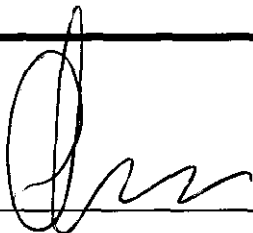
(b) by way of fixed and floating charge all right title and interest in all plant machinery, chattels, apparatus, motor vehicles and other equipment together with part thereof; all rights in intellectual property; all present and future goodwill and uncalled capital; and all present and future right title interest of the Company in the Securities.

Please
write
this in

Please
legible
in bold
letter

Particulars as to commission allowance or discount (note 3)

Signed



Date

4 December 2002
~~15 Nov~~
al

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. 04325194

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 18th NOVEMBER 2002 AND CREATED BY 3Q TECHNOLOGIES LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO CHRISTOPHER LANE ON ANY ACCOUNT WHATSOEVER 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 7th DECEMBER 2002.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 11th DECEMBER 2002.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

R. Ram