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COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

Pursuant to section 395 Companies Act 1985

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

To the Registrar of Companies

For official use

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Company Number

1991715

Name of Company

* NEM PETROLEUM COMPANY LIMITED

Date of creation of the charge

22 May 1996

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

LEGAL 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

Presenter'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 9HLPresenter's Reference
and/or telephone number
071-239 8205

S LONDON S.C

Time critical reference

For official use
Mortgage Section

Post room



Short particulars of all the property mortgaged or charged

The property hereinafter described ('the property') and the proceeds of sale thereof together with a floating charge over all moveable plant machinery implements utensils furniture and equipment at any time placed upon or used in or about the property and an assignment of the goodwill and connection of any business or businesses from time to time carried on in or upon the property or any part or parts thereof together with the full benefit of all licences including any registrations viz:

The freehold property known as 95 St Dunstons Hill Cheam Surrey, registered at H M Land Registry under Title Numbers SGL69421 and SGL224029.

Please do not
write in this
margin

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

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 _____

On behalf of mortgagee _____

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.

FILE COPY



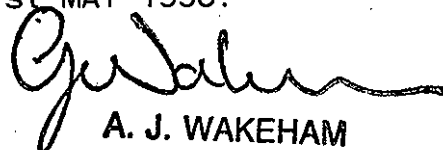
CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 01991715

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL MORTGAGE DATED THE 22nd MAY 1996 AND CREATED BY NEM PETROLEUM COMPANY 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 29th MAY 1996.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 31st MAY 1996.



A. J. WAKEHAM

for the Registrar of Companies



COMPANIES HOUSE

LC
21-5 SH