COMPANIES FORM No. 395

Particulars of a mortgage or charge

Purst. It to section 395 of the Companies Act 1985



Please do not write in this binding margin

To the Registrar of Companies

Company Number 2073305

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

* insert full name of company

Name of Company

*	FRANKLIN	COMPUTER	SERVICES	LIMITED

Date of creation of the charge

18 February 1991

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

Mortgage Debenture

Amount secured by the mortgage or charge

All liabilities of the Company present and future actual and/or contingent to National Westminster Bank PLC

For official use

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

National Westminster Bank PLC

41 Lothbury

London

Postcode

EC2P 2BP

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

National Westminster Bank PLC Legal Services - Securities Dept. King's Cross House 200 Pentonville Road London N1 9HL

PADDINGTON STN

Presentor's Reference and/or telephone number

071-239 8205

Time critical reference

For official use Mortgage Section

REGISTERED

22 FEB1991

Post room



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- (a) A specific equitable charge over the company's estate or interest in all freehold or leasehold properties for the time being belonging to or charged to the Company other than the property hereinafter described and the proceeds of sale thereof.
- (b) A specific charge over all stocks shares or other securities in any subsidiary companies or any other company for the time being.
- (c) A specific charge over all Book and other Debts for the time being but so that the Company shall pay into the Company's account with the Bank all moneys which it may receive in respect of such debts and shall not without the prior consent in writing of the Bank sell factor discount or otherwise charge or assign the same in favour of any other person or purport to do so and the Company shall if called upon so to do by the Bank from time to time execute legal assignments of such book debts and other debts to the Bank.
- (d) A specific charge over its goodwill and the benefit of any licences.

Particulars as to commission allowance or discount

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(e) A floating charge over the undertaking and all other property and assets present and future but so that the Company shall not without the Bank's consent create any mortgage or charge ranking in priority to or pari passu with this charge.

Nil		
Per pro National Westminster Bank PLC Legal Services - Securities Dept.	Please see notes below.	
King's Cross House 200 Pentonville Road, London N1 9HL Signed	Date 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.

Please do not write in this binding margin



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

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

I hereby certify that a mortgage or charge dated the 18th FEBRUARY 1991 and created by FRANKLIN COMPUTER SERVICES LIMITED

for securing all moneys now due, or hereafter to become due, or from time to time accruing due from the company to NATIONAL WESTMINSTER BANK PLC

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act 1985, on the 22nd FEBRUARY 1991

Given under my hand at the Companies Registration Office,

Cardiff the 27th FEBRUARY 1991

No. 2073305

M. M. WILLIAMS

an authorised officer

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