M

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Please do not write in this margin

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

*insert full name of Company

COMPANIES FORM No. 395 004747 50

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)

Name of company

For official use

Company number

02388451

 * Superclean Support Services Limited (the 'Company')

Date of creation of the charge

8th May 2003

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

Omnibus Guarantee and Set Off Agreement (the 'Agreement')

Amount secured by the mortgage or charge

All or any of the present and future liabilities to Lloyds TSB Bank plc ("the Bank") of the Company or Quickstar Limited or either of them (whether such liabilities be actual, contingent, primary, collateral, several or joint and whether such accounts or liabilities be denominated in sterling and/or in a currency or currencies other than sterling).

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

Lloyds TSB Bank Plc, Department No 1034, Horley Securities Centre, PO Box 104, 13 High Street, Horley, Surrey ('the Bank')

Postcode RH6 7YA

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

Richards Butler Beaufort House 15 St Botolph Street London EC3A 7EE

Ref: MJE/CJPE/1790398-1B

Time critical reference

For official Use Mortgage Section

Post room



COMPANIES HOUSE

0190 21/05/03 Any sum or sums for the time being standing to the credit of any present or future account of the Company with the Bank (including any accounts held in the Bank's name with any designation which includes the name of the Company) whether such accounts be denominated in sterling or in a currency or currencies other than sterling.

The Negative Pledge (Clause 14.7 of the Agreement)

The Company may not (without the prior written consent of the Bank) assign, mortgage, charge or otherwise confer upon any third party any right, title or interest in or to all or any of the accounts for the time being of the Company with the Bank or any sum or sums standing to the credit of any one or more of such accounts, or agree to do any such thing, or allow any such third party right, title or interest to subsist (except in each case in favour of, or upon, the Bank).

Please do not write in this margin

A fee of £10 is payable to Companies House

(See Note 5)

† delete as
appropriate

in respect of each

register entry for a mortgage or charge.

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

Particulars as to commission allowance or discount (note 3)

Nil

Signed

112gl., L

Date 94 May 2003

On behalf of [IXXXXXX

nortgagee/chargee] †

Notes

- 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

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FILE COPY



OF A MORTGAGE OR CHARGE

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

COMPANY No. 02388451

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT AN OMNIBUS GUARANTEE AND SET-OFF AGREEMENT DATED THE 8th MAY 2003 AND CREATED BY SUPERCLEAN SUPPORT SERVICES PLC FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY OR QUICKSTAR LIMITED OR EITHER OF THEM TO LLOYDS TSB BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 21st MAY 2003.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 27th MAY 2003.





