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COMPANIES FORM No. 395

A/c 00400076

Particulars of a mortgage or charge

395

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



CHFP042

Please do not write in this margin
Please complete legibly, preferably in black type, or bold block lettering

Pursuant to section 395 of the Companies Act 1985

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

For official use



Company number

2485577

Name of company

* METHODS APPLICATION LIMITED

*insert full name of company

Date of creation of the charge

1st June 2000

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

FIXED AND FLOATING CHARGE

Amount secured by the mortgage or charge

All monetary and other liabilities and obligations now or at any time hereafter owed or incurred by the Company to or in favour of the Security Holder whether present or future, actual or contingent, liquidated or unliquidated whether arising in or by contract, tort, restitution, assignment or breach of statutory duty, and whether arising under the agreement for the purchase of receivables (as defined therein) made between the Company and the Security Holder ("the Agreement") or otherwise.

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

HSBC INVOICE FINANCE (UK) LTD

FARNCOMBE ROAD

WORTHING, WEST SUSSEX

Postcode

BN11 2BW

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

HSBC INVOICE FINANCE (UK) LTD
FARNCOMBE ROAD
WORTHING
WEST SUSSEX
BN11 2BW

For official Use
Mortgage Section

Post room



A10
COMPANIES HOUSE

0601
02/06/00

Time critical reference

Short particulars of all the property mortgaged or charged

(1) By way of Fixed Charge:

- (i) all receivables (purchased or purported to be purchased by the Security Holder pursuant to the Agreement) which fail to vest absolutely and effectively in the Security Holder for any reason ("the Factored Receivables"); and
- (ii) all amounts now or at any time hereafter owing or becoming due to the Company on any account whatsoever other than the Factored Receivables ("the Other Debts"); and
- (iii) in respect of the Factored Receivables and Other Debts, all title, property, right or interest of the Company in the goods relating thereto; all the Company's rights as unpaid vendor and all other rights of the Company under any contract pursuant to which they come into existence; all guarantees, indemnities, insurances and securities given or to be held by the Company in respect thereto or the goods to which they relate; all computer equipment, computer data, books, documents and other records in or upon which or by which they are recorded or evidenced ("Related Rights").

Continued on Continuation Sheet

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 (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

1/6/2000

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

† 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 CF4 3UZ

Page 2



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02485577

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A FIXED AND FLOATING CHARGE DATED THE 1st JUNE 2000 AND CREATED BY METHODS APPLICATION LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO HSBC INVOICE FINANCE (UK) LTD ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 2nd JUNE 2000.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 6th JUNE 2000.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



C O M P A N I E S H O U S E