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

* insert full name of company

COMPANIES FORM No. 395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985





To the Registrar of Companies

For official use Company number

2536652

Name of company

* IBREND LIMITED

Date of creation of the charge

24 August 2000

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

Supplemental Legal Charge (the "Deed") taken pursuant to a Mortgage Debenture dated 10 March 1999 between the Company (1) and Anglo Irish Bank Corporation Plc (the "Bank") (2)

Amount secured by the mortgage or charge

All or any monies obligations and liabilities whether certain or contingent present or future which are now or may at any time hereafter be or become payable due or owing to the Bank by the Company whether solely or jointly and whether as principal or surety or in respect of which the Company may otherwise be or become liable to the Bank on any account whatsoever including (without prejudice to the generality of the foregoing) the principal amount of all loans or advances made or to be made to or for the accommodation or at the request of the Company all fees costs expenses (including legal surveyors valuers and other costs on a full indemnity basis) commission discount charges and other sums incurred by the Bank in relation to the Indebtedness the Deed or any guarantee or security now or hereafter held for the Indebtedness

see continuation sheet

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

Anglo Irish Bank Corporation plc Gracechurch House 55 Gracechurch Street London EC3V 0EE

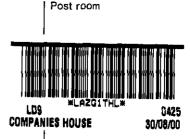
Presentor's name address and reference (if any):

Nicholson Graham & Jones 110 Cannon Street London EC4N 6AR

CAP/A494-144/395-SLC.LFD

Time critical reference

For official use Mortgage Section



Fixed legal mortgage to the Bank as a continuing security for the payment and the discharge of the Indebtedness with full title guarantee over all that freehold land known as Talgarth House, Llantarnam Park Industrial Estate, Cwmbran, Tor-Faen, Torfaen shown edged red on the plan annexed to the Deed being part of the land registered at H M Land Registry with title absolute under title number WA865325 and all buildings and fixtures (including trade fixtures) from time to time on any such property and all plant and machinery vehicles computers and other office equipment of the Company both present and future (excluding the stock in trade of the Company).

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

Particulars as to commission allowance or discount (note 3)

Nil

Signed Note he Comba & Jan

Date 29 August 2000

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

† delete as appropriate

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.

COMPANIES FORM No. 395 (Cont.) AND FORM No. 410 (Scot)(Cont.) Particulars of a mortgage or charge (continued) Continuation sheet No 1 to Form No 395 and 410 (Scot) Company Number Please complete legibly, preferably in black type, or 2536652 Name of Company bold block lettering IBREND LIMITED ximideel* Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2)

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binding margin

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* delete if

inappropriate

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or in enforcing payment whether against the Company or others together with interest to the date of repayment (as well after as before any judgment) at such rate or rates as may from time to time be stipulated by the Bank to the Company References to the Indebtedness shall include not only the whole but any part thereof (the "Indebtedness")

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





CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02536652

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A SUPPLEMENTAL LEGAL CHARGE PURSUANT TO A MORTGAGE DEBENTURE DATED 10 MARCH 1999 DATED THE 24th AUGUST 2000 AND CREATED BY IBREND LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO ANGLO IRISH BANK CORPORATION PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 30th AUGUST 2000.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 1st SEPTEMBER 2000.





