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Declaration that part of the property or undertaking charged (a) has been released from the charge; (b) no longer forms part of the company's property or undertaking

403b

CHFP025

Please do not write in this margin

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

Pursuant to section 403(1) (b) of the Companies Act 1985

To the Registrar of Companies
(Address overleaf)

For official use

Company number

6

2949541

Name of company

* Humberland Limited (the "Company")

*insert full name of company

I, PHILIPPE SAUQUET
of 14 Bis RUE RAYNOUARD, PARIS, FRANCE[a director] ~~[the secretary]~~ ~~[the administrator]~~ ~~[the administrative receiver]~~† of the above company, dosolemnly and sincerely declare that with respect to the charge described below the part of the property or undertaking described ~~[has been released from the charge]~~ ~~[has ceased to form part of the company's property or undertaking]~~†

Date and description of charge† See Schedule 1

Date of registration‡ 9 December 1996

Name and address of [chargee] ~~[trustee for the debenture holders]~~† See Schedule 2

Short particulars of property or undertaking released or no longer part of the company's property or undertaking § See Schedule 3

And I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1835.

Declared at HERBERT SMITH PARIS Declarant to sign below

Day Month Year

on

11/10/2001

before me W. D. Nabel (WANDA TOMASZEK, SOLICITOR)

A Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor having the powers conferred on a Commissioner for Oaths

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

Clifford Chance LLP
200 Aldersgate Street
London
EC1A 4JJDoc:
BXM/H1907/675For official use
Mortgage section

Post room



Schedule 1

Continuation to Form 403b

Registered 9 December 1996

(Company No. 02949541)

First Deed of Amendment and Restatement dated 21st November 1996 (the "**Deed of Amendment and Restatement**") between the Company, Humber Power Limited ("**HPL**") and Natwest Leasing Industries Limited (the "**Lessor**") relating to Lessor Collateral Accounts Security Assignment dated 22nd September 1994 between the Company, HPL and the Lessor (such Lessor Collateral Accounts Security Assignment as amended and restated by the Deed of Amendment and Restatement, the "**Amended and Restated Lessor Collateral Accounts Security Assignment**").

Schedule 2

Continuation to Form 403b

Registered 9 December 1996

(Company No. 02949541)

Lloyds (Nimrod) Leasing Industries Limited (formerly Natwest Leasing Industries Limited), a company incorporated in England and Wales (registered number 1974805) of 71 Lombard Street, London EC3P 3BS in its capacity as lessor.

Schedule 3

Continuation to Form 403b

Registered 9 December 1996

(Company No. 02949541)

Short particulars of all the property mortgaged or charged:

By way of assignment to the Lessor, the Company's right, title and interest in and to each of the Lessor Collateral Accounts and all sums of money which may as at 22nd September 1994 or which may from time to time or at any time be standing to the credit of each of the Lessor Collateral Accounts together with all interest thereon and all other rights and benefits accruing to or arising in connection therewith including all its rights against the Account Bank (as defined in the Lease) in connection with the Lessor Collateral Accounts (the "Assigned Property").

DEFINITIONS

"**Account Bank**" means National Westminster Bank Plc or such other company in the Lessor's Group (as defined in the Lease) with whom the Lessor Collateral Accounts are maintained from time to time pursuant to Clause 12.6.5 of the Lease;

"**First Lessor Collateral Account**" means initially the sterling account no. 0547557 and designated "Humberland Limited/Humber Power Limited - Phase I First Lessor Collateral Account" held in the joint names of the Company and HPL with National Westminster Bank Plc (Treasury Settlements) Sort Code 70-01-19 or, as a result of the operation of either Clause 15.3 of the Deposit Agreement (as defined in the Lease or Clause 12.6.5 of the Lease, such other sterling account in the joint names of the Company and HPL at the relevant branch of the Account Bank as is designated as the "Phase I First Lessor Collateral Account" from time to time;

"**Lease**" means the lease agreement dated 22nd September 1994 between the Lessor and the Company as amended and restated by an agreement dated 21st November 1996 made between the same parties;

"**Lessor Collateral Accounts**" means the First Lessor Collateral Account, and the Third Lessor Collateral Account (and includes any of them);

"**Phase II Lease**" means the lease agreement dated 21st November 1996 between the Lessor and the Company;

"**Third Lessor Collateral Account**" means initially the sterling account no. 555665 and designated "Humberland Limited/Humber Power Limited - Phase I Third Lessor Collateral Account" held in the joint names of the Company and HPL with National Westminster Bank Plc (Treasury Settlements) Sort Code 70-01-19 or, as a result of the operation of either Clause

15.3 of the Deposit Agreement (as defined in the Lease) or Clause 12.6.5 of the Lease, such other Sterling account in the joint names of the Company and HPL at the relevant branch of the Account Bank as is designated as the "Phase I Third Lessor Collateral Account" from time to time.