M

COMPANIES FORM NO. 395

Particulars of a mortgage or charge

395

Please do not write in this binding margin Pursuant to section 395 Companies Act 1985

DITTO 3					
	To the Best town of Community	For official use	Company I	Number	
Please complete legibly, preferably in black type, or bold block lettering	To the Registrar of Companies	3	2992098		
	Name of Company				
*insert full name of company	*ZANEX LIMITED (
	Date of creation of the charge				
	9 May 1997				
	Description of the instrument (if any) creating or evidencing the charge				
.	Mortgage Debenture				
<i>\(\sigma_{\sigma} \)</i>					
	Amount secured by the mortgage or charge				
	All liabilities of the Company present and future actual and/or contingent to National Westminster				
بالم	Bank Plc				
		······································			
	Names and addresses of the mortgagees or persons entitled to the charge				
77 (4)	National Westminster Bank Plc				
	41 Lothbury				
	London		Postcode	EC2P 2BP	
	Presentor's name address and reference (if any):				
	NatWest UK,	For official use			
	Retail Banking Services Credit Management	Mortgage Section	Post room		
	Litigation, Technical & Securities King's Cross House			Maatan ada maanini mina majii tu'na	

Page 1 WPX 1426 rev 07/94 C & - WE - SC
Time critical reference

200 Pentonville Road London N1 9HL

Presentor's Reference and/or telephone number

0171-239 8205



Short particulars of all the property mortgaged or charged

- (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 plant machinery vehicles computers and office and other equipment both present and future (excluding all stock in trade) and the full benefit of all warranties and maintenance contracts for any of the same.
- (c) A specific charge over all stocks shares and other securities either in or issued by any subsidiary companies or any other company and all dividends and other rights in relation thereto.
- (d) 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 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.
- (e) A specific charge over its goodwill and the benefit of any licences and all patents patent applications inventions trade-marks trade names registred designs copyrights know-how and any other intellectual property rights.
- (f) 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.

Particulars as to commission allowa	nce or discount			
Per pro Natwest UK, Retail Banking Services Credit Management Litigation, Technical & Securities		Please see notes below.		
King's Cross House 200 Pentonville Road, London N1 9HL Signed		Date	16 mar 199)	
On behalf of mortgagee	Authorised Signatory			

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 margin



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

10





CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02992098

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A MORTGAGE DEBENTURE DATED THE 9th MAY 1997 AND CREATED BY ZANEX LTD. FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO NATIONAL WESTMINSTER BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 16th MAY 1997.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 20th MAY 1997.

for the Registrar of Companies



