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COMPANIES FORM No. 395

Particulars of a mortgage or charge

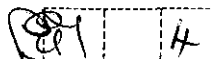
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this marginPlease complete
legibly, preferably
in black type, or
bold block lettering

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies
(Address overleaf - Note 5)

For official use Company number



03033261

Name of company

* GENGAS INDUSTRIES LIMITED

Date of creation of the charge

17TH AUGUST 2000

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

EQUIPMENT MORTGAGE

Amount secured by the mortgage or charge

All the Company's liabilities to ING Lease (UK) Limited ("ING") of any kind and in any currency (whether present or future, actual or contingent and whether incurred alone or jointly with another) together with ING's charges and commission, interest and expenses.

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

ING LEASE (UK) LTD
107 Cheapside
London

Postcode EC2V 6HL

Presentor's name address and
reference (if any) :
ING LEASE (UK) LIMITED
107 Cheapside, London EC2V 6HLFor official Use
Mortgage SectionA45
COMPANIES HOUSE0434
25/08/00

Time critical reference

Short particulars of all the property mortgaged or charged

Please do not
write in
this margin

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

Description:

Serial Number:

Jembacher Engine and ancillary generating equipment
Alco Landfill Site
Lilleyhall, Workington

J320 GS 3068111

Particulars as to commission allowance or discount (note 3)

Signed

Date 24-8-00

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

ING LEASE UK LTD

† 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 The address of the Registrar of Companies is:-

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03033261

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT AN EQUIPMENT MORTGAGE DATED THE 17th AUGUST 2000 AND CREATED BY GENGAS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO ING LEASE (UK) LTD ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 25th AUGUST 2000.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 30th AUGUST 2000.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



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