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COMPANIES FORM No. 403a

Declaration of satisfaction in full or in part of mortgage or charge

403a

Please do not
write in
this margin

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

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

To the Registrar of Companies

For official use Company number



3065866

Name of company

* CELLPONES DIRECT (HOLDINGS) LIMITED

* Insert full name
of company

I, William Blumenthal

of 30 Daylesford Road, Cheadle SK8 1LF

† Delete as
appropriate

[~~director~~] [the secretary] [~~the administrator~~] [~~the administrative receiver~~]† of the above company,do solemnly and sincerely declare that the debt for which the charge described below was given
has been paid or satisfied in [full][part]†

‡ Insert a
description of the
instrument(s)
creating or
evidencing the
charge, eg
'Mortgage',
'Charge',
'Debenture' etc.

Date and Description of charge‡ 27th October 1995, Debenture

Date of Registration § 3rd November 1995

Name and address of [chargee] [~~trustee for the debenture holders~~] HAWTHORN LESLIE GROUP
LIMITED, The Courtyard, 2-4 London Road, Newbury, Berkshire RG14 1JX

§ The date of
registration may
be confirmed
from the
certificate

Short particulars of property charged¶ Fixed and floating charges over the undertaking and all
property and assets present and future including goodwill, book debts, uncalled capital, buildings,
fixtures, fixed plant and machinery.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.

¶ Insert brief
details of
property

Declared at 24 Mount Street,
Manchester M2 3DB

Declarant to sign below

the 3rd day of August
one thousand nine hundred and ninety eight
before me Daniel HallA Commissioner for Oaths or Notary Public or Justice of
the Peace or Solicitor having the powers conferred on a
Commissioner for OathsPresentor's name, address and
reference (if any):Aaron & Partners
Grosvenor Court
Foregate Street CH1 1HG
DX 19990 CHESTER
Ref: SCH.MAR30.14For official use
Mortgage section