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COMPANIES FORM No. 395

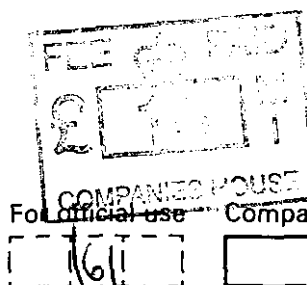
Particulars of a mortgage or charge

BofS/20x2
014929

395

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write in
this margin

Pursuant to section 395 of the Companies Act 1985

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

Company number

3238495

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

Name of company

* Bull FinanServices Limited

Computer House, Great West Road, Brentford, Middlesex TW8 9DH

* insert full name
of company

Date of creation of the charge

10 December 1999

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

Charge and Assignment

Amount secured by the mortgage or charge

All monies due to Five Arrows Leasing Group Limited under Lease Purchase Agreement with Bull FinanServices Limited dated 10 December 1999 (our reference number 5565).

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

Five Arrows Leasing Group Limited

Heron House, 5 Heron Square

Richmond, Surrey

Postcode

TW9 1EL

Presentor's name address and
reference (if any):
Ms M Helenius
Five Arrows Leasing Group Ltd
Heron House, 5 Heron Square
Richmond, Surrey TW9 1EL
Telephone: 0181 334 3900For official Use
Mortgage Section

Post room

A27
COMPANIES HOUSE

AN71NMDR

0538
18/12/99

Time critical reference

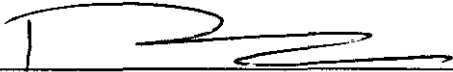
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legibly, preferably
in black type, or
bold block lettering

- (i) full title guarantee of and over the Equipment subject of the Lease Agreement between Bull FinanServices Limited and Honeywell Control Systems Limited dated 1 November 1999 and numbered H0194753001 as detailed in the attached Schedule;
- (ii) all right, title and interest in the Lease Agreement and the benefit of all guarantees, indemnities, negotiable instruments and securities in connection with the Lease Agreement; and
- (iii) all right, title and interest in and to any policy or policies of insurance entered into pursuant to and in accordance with the terms and requirements of the Lease Agreement, including any and all insurance proceeds payable thereunder.

Particulars as to commission allowance or discount (note 3)

Signed



Date

16 December 1999

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

† 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 situated 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:-
Companies House, Crown Way, Cardiff CF4 3UZ

| Item | Quantity | Equipment | | Basic Charge |
|--|----------|-----------------------|---|--------------|
| | | Identification Number | Description | |
| Data Warehousing System | | | | |
| 1 | 1 | CPXG210-0000 ✓ | ESCALA EPC/400 SYSTEM | |
| 2 | 1 | CKTG079-0000 ✓ | RACK MOUNT OPTN-TYPE 1 | |
| 3 | 1 | CPSC012-0000 ✓ | ESCALA Additional EPC/400 Node | |
| 4 | 8 | CPUG031-0000 ✓ | CPU BOARD 604E 360MHZ 4MB L2 | |
| 5 | 12 | CMMC057-0000 ✓ | 512MB MEMORY MODULE | |
| 6 | 2 | MBRG001-0000 ✓ | MEMORY BOARD RISER | |
| 7 | 4 | MSUG097-0P00 ✓ | 9.1GB HI SPEED DISK DRIVE (1in) | |
| 8 | 4 | MSCG023-0000 ✓ | PCI ULTRA SCSI DE ADAPTER | |
| 9 | 4 | DCCG147-0000 ✓ | PCI 64-Bit Copper Fibre Channel adapter | |
| 10 | 2 | DRWG004-0000 ✓ | CAGE FOR 3 DISKS | |
| 11 | 2 | CDRG015-0P00 ✓ | 600MB INT. 14-32X CD-ROM DRV | |
| 12 | 1 | CBLG105-1800 ✓ | 7.5m CBL Local RS232 (25F/25F) | |
| 13 | 1 | RCKG002-0000 ✓ | 19in RACK 36U | |
| 14 | 2 | PSSG020-0000 ✓ | ADDITIONAL PDU | |
| 15 | 1 | PSKG004-0004 ✓ | POWER SUPPLY TYPE UK | |
| 16 | 2 | MTUG029-0P00 ✓ | 7/14GB INT 8MM HP VDAT TAPE DR | |
| 17 | 2 | DCCG086-0000 ✓ | ELECT. MODEM BOARD ISA | |
| 18 | 2 | DCUG001-000H ✓ | MODEM OPTION UK | |
| 19 | 2 | DMUG012-0000 ✓ | 15in COLOUR DISPLAY | |
| 20 | 2 | PDUG008-0000 ✓ | 3-BUTTON MOUSE | |
| 21 | 2 | KBUG003-000H ✓ | UK KEYBOARD | |
| 22 | 2 | CKTG094-0000 ✓ | KIT EXTENDER CABLES FOR GRAPH | |
| 23 | 4 | CKTG091-0000 ✓ | MOUNT KIT INT.MEDIA-SER.T DRWR | |
| 24 | 2 | DASG048-0000 ✓ | DAS 5300 RAID SUB.RK 10 S(1SP) | |
| 25 | 4 | DRWG011-0000 ✓ | DAE5000 RACK 10SLOTS (2LCC) | |
| 26 | 6 | CKTG109-0000 ✓ | RACK MOUNT OPTION (DAE5000) | |
| 27 | 2 | MSPG009-0000 ✓ | ADD. STOR.PROC.FIBRE (DAS5300) | |
| 28 | 4 | CMMG153-0000 ✓ | 128MB CACHE MEMORY (DAS5300) | |
| 29 | 60 | MSUG109-0F00 ✓ | 17.8GB RAID FIBRE DSK-10000RPM | |
| 30 | 2 | PSSG022-0100 ✓ | REDUNDANT PWS (DAS5300/DAE) | |
| 31 | 2 | PSSG032-0000 ✓ | SPS RACK (DAS5300) | |
| 32 | 2 | CBLG195-1400 ✓ | POWER CORD (STRAIGHT) FOR RACK | |
| 33 | 10 | CBLG194-1400 ✓ | PWR CORD (RIGHT ANGLE) DAS/DAE | |
| 34 | 4 | FCCQ002-2000 ✓ | CORD 2CU/DB9 10M | |
| 35 | 2 | DCCG143-0000 ✓ | PCI ETHERNET ADPTR 10/100MB/S | |
| 36 | 1 | CPFG006-0000 ✓ | HW SPECIAL CONFIGURATION RULES | |
| 37 | 1 | PMC0019-9940 ✓ | NOEMIE-COM VALIDATION for 908670 | |
| 38 | 1 | MANG019-000E ✓ | HWBASIC SW DOC. SET ENGLISH | |
| 39 | 1 | MANG031-SPAZ ✓ | BASIC HW DOCUMENTATION FOR EPC | |
| 40 | 1 | MANG055-SP0Z ✓ | BASIC HW DOC FOR ESCALA T DRWR | |
| A tape containing the following software:- | | | | |
| ATF | | | | |
| AIX | | | | |
| 'C' Compiler | | | | |

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03238495

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A CHARGE AND ASSIGNMENT DATED THE 10th DECEMBER 1999 AND CREATED BY BULL FINANSERVICES LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO FIVE ARROWS LEASING GROUP LIMITED UNDER A LEASE PURCHASE AGREEMENT DATED 10TH DECEMBER 1999 WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 18th DECEMBER 1999.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 23rd DECEMBER 1999.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



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