

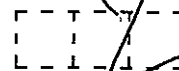
**Particulars of a mortgage or charge**Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985

Please complete
legibly, preferably
in black type or
bold block
lettering* Insert full name
of company

To the Registrar of Companies

For official use Company number



03575581

Name of company

* WALLFORD PROPERTIES LIMITED

Date of creation of the charge

25 January 1999

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

LEGAL CHARGE

Amount secured by the mortgage or charge

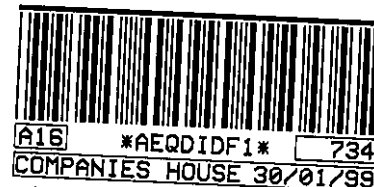
All monies and liabilities now or at any time hereafter due owing or incurred on the Company to Commercial Acceptances Limited on any current or other account and in any manner whatsoever (whether as principal or surety and whether alone or jointly with any other person or persons and in whatsoever name style or firm) together with interest commission banking charges and legal charges and other costs charges and expenses

Names and addresses of the mortgagees or persons entitled to the charge
COMMERCIAL ACCEPTANCES LIMITED of 23b Grove End Road,
London NW8 9BP

Postcode

Presentor's name, address and
reference (if any):Ingram Winter Green
26-28 Bedford Row, WC1R 4HEFor official use
Mortgage section

Post room



Time critical reference

Short particulars of all the property mortgaged or charged

ALL THAT land and buildings thereon known as 9 Handel Parade, Whitchurch Lane, Edgware in the London Borough of Harrow registered at HM Land Registry with Title Absolute under Title Number MX 335351 and by way of floating security all moveable plant machinery implements furniture and equipment at the property

Please do not write in this margin

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

Particulars as to commission allowance or discount (note 3)

Signed



Date

29-1-99

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 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.

FILE COPY



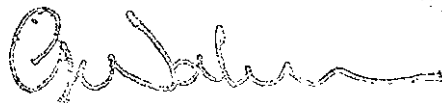
CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03575581

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 25th JANUARY 1999 AND CREATED BY WALLFORD PROPERTIES LTD FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO COMMERCIAL ACCEPTANCES LIMITED ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 30th JANUARY 1999.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 2nd FEBRUARY 1999.


A. J. WYONIAN

for the Registrar of Companies

Pam



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