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COMPANIES FORM No. 395

NadWest/£10/013272

395

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*

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

For official use

Company number

1	1	1
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3908061

Name of company

* insert full name
of Company

* AUTOSPAN LIMITED

Date of creation of the charge

2 June 2000

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

Third Party Legal Charge

Amount secured by the mortgage or charge

all monies obligations and liabilities whatsoever whether for principal interest or otherwise which may now or at any time in the future be owing or incurred by Majorstep Limited or Autospan Limited under the terms of the Facility Agreement dated 2 June 2000 or this charge whether present or future actual or contingent.

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

Dunlop GRG Holdings Limited, Greengate Works, Greengate,	
Manchester, and Pell Frischmann Construction Management	
Limited, Manchester Sq., London	Postcode W1A 1AU

Presentor's name address and
reference (if any) :

For official Use
Mortgage Section

Post room



JMA
COMPANIES HOUSE

0558
22/06/00

Time critical reference

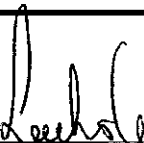
The Patents and all other Intellectual Property and all other rights, interests and benefits including all future applications for Patents in respect of any of the inventions.

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

21/6/00

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.
- 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. 03908061

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A THIRD PARTY LEGAL CHARGE DATED THE 2nd JUNE 2000 AND CREATED BY AUTOSPAN LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY AND/OR MAJORSTEP LIMITED UNDER THE TERMS OF THE FACILITY AGREEMENT WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 22nd JUNE 2000.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 26th JUNE 2000.

*Dx
Law*



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



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