

M

395

CHWP000

Please do not
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*Please complete
legibly, preferably
in black type, or
bold block lettering*

* insert full name
of Company

Particulars of a mortgage or charge

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge.

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies
(Address overleaf - Note 6)

For official use

Company number

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3997854

Name of company

Verdoso Holdings Limited

(Registered in England & Wales)

Date of creation of the charge

06 March 2004

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

Memorandum relating to Credit Balances, Shares and other Securities,
Metals and other items

Amount secured by the mortgage or charge

All moneys and the satisfaction of all liabilities, present or future, actual or contingent (including liabilities as surety or guarantor), for which the Depositor is now or may at any time or times hereafter be indebted or liable to Credit Suisse First Boston on any account or in any manner whatsoever and whether alone or jointly with any other person.

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

Credit Suisse First Boston, Five Cabot Square, London

Postcode

E14 4QR

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

Credit Suisse Private Banking
a division of Credit Suisse First Boston
5 Cabot Square, London
E14 4QR

Attn: Ms Jill Robinson Tel: 020 7888 8404

Time critical reference

For official Use
Mortgage Section

Post room



A02
COMPANIES HOUSE

AMFQZTD6

0372
13/03/04

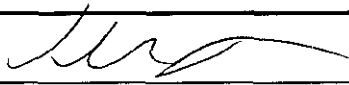
By way of first fixed charge, all assets at any time in the chargee's possession or held by the chargee's agents, representatives, correspondents or nominees, including but not limited to; all shares, stocks, bonds, debentures, certificates of deposit, warrants and any other securities, precious metals, commodities including all rights and entitlements relating thereto, all sums standing to the Company's credit at any time on any account whether held individually or jointly together with any interest payable, as a continuing security for the payment and discharge of any liabilities.

Please do not
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this margin

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

Particulars as to commission allowance or discount (note 3)

Signed



Date 12 March 2004

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

Credit Suisse Private Banking
a division of Credit Suisse First Boston

*A fee of £10 is
payable to
Companies House
in respect of each
register entry for a
mortgage or
charge.
(See Note 5)*

Notes

† delete as
appropriate

- 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 Cheques and Postal Orders are to be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is:-

Companies House, Crown Way, Cardiff CF14 3UZ

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03997854

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A MEMORANDUM RELATING TO CREDIT BALANCES SHARES AND OTHER SECURITIES METALS AND OTHER ITEMS DATED THE 6th MARCH 2004 AND CREATED BY VERDOSO HOLDINGS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO CREDIT SUISSE FIRST BOSTON ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 13th MARCH 2004.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 17th MARCH 2004.

A handwritten signature in black ink, appearing to be 'P. M.' or similar.



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES