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K237W001

COMPANIES FORM No. 402

402

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Particulars of a mortgage or charge

Pursuant to Article 402(1) of the Companies (Northern Ireland) Order 1986

Please do not write in this margin

To the Registrar of Companies

For official use Company number

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

NI 22342/26
327A3

*insert full name of company

Name of company

* WAFER ENTERPRISES LTD.

Date of creation of the charge

DATED the 16 day of June 1998

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

FLOATING CHARGE

Amount secured by the mortgage or charge

All moneys and liabilities now or at any time hereafter due owing or incurred to the Bank by the Company in any way whatsoever.

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

Northern Bank Limited, Donegall Square West		
Belfast		
Bankers	Postcode	

Presenter's name, address and reference (if any)

KEVIN McVEIGH
SOLICITOR
NORTHERN BANK LIMITED
P.O. Box 173
16-18 GLOUCESTER STREET
BELFAST BT1 4AH

For official use
Public office

Mortgage Section

DEPARTMENT OF
ECONOMIC DEVELOPMENT
COMPANIES REGISTRATION
24 JUN 1998

DEPT. OF ECONOMIC DEVELOPMENT
REGISTERED
24 JUN 1998
COMPANIES REGISTRATION
NORTHERN IRELAND

Short particulars of all the property mortgaged or charged

The undertaking of the Company and all its property whatsoever and wheresoever both present and future including its uncalled capital for the time being.

N.B. The Company shall not be at liberty without the previous consent in writing of Northern Bank Limited to create any Mortgage or charge or confer any lien on its assets or any part thereof or to sell or deal with its book or other debts or securities for money otherwise than for the purpose of getting in and realising the same in the ordinary way of business.

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)

NIL

Signed

Neil Debeck

Date

16/6/98

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 (Article 402). 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 (Article 405). 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 (Article 405), and in such cases the copy must be verified to be a correct copy either by the company or 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 Article 405(4) applies (property situate in Great Britain) and Form No. 405 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 Box 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 are insufficient the particulars must be entered on the prescribed continuation sheet.

DUPLICATE FOR THE FILE



NI22342

CERTIFICATE OF THE REGISTRATION OF A MORTGAGE

Pursuant to Article 409(3) of the
Companies (Northern Ireland) Order 1986

I HEREBY CERTIFY that a Mortgage or Charge
dated the sixteenth day of June One thousand nine hundred and
ninety-eight and created by

WAFER ENTERPRISES LTD.

for securing all moneys now due, or hereafter to become due, or from
time to time accruing due from the Company to

NORTHERN BANK LIMITED

on any account whatsoever, was this day REGISTERED pursuant to
Part XIII of the Companies (Northern Ireland) Order 1986.

Given under my hand at Belfast, this twenty-fourth day of June
One thousand nine hundred and ninety-eight

Janet McLean

for the Registrar of Companies for
Northern Ireland

Certificate
received by

[Signature]

Date

16 6 98