



PANIES FORM No. 402

T284B004

IVI**Particulars of a mortgage
or charge****402**

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

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NI50892

bold block letters

*insert full name
of company

Name of company

*** BLRC LIMITED**

Date of creation of the charge

DATED the *THIRTY FIRST* day of *MAY* 2005

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

Presentor's name, address and
reference (if any)THOMAS McLARNON
SOLICITOR
NORTHERN BANK LIMITED
P.O. Box 183
DONEGALL SQUARE WEST
BELFAST BT1 6JS

For official use

Public office

Mortgage Section

DEPARTMENT OF ENTERPRISE
TRADE AND INVESTMENT
COMPANIES REGISTRY

67 JUN 2005

COUNTER RECEIVED

Short particulars of all the property mortgaged or charged

Please do not
write in this margin

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

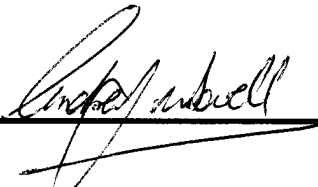
Please complete
legibly, preferably
in black type, or
bold block lettering

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.

Particulars as to commission, allowance or discount (note 3)

NIL

Signed



Date

31st May 2005

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.



NI050892

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
THIRTY-FIRST day of MAY two-thousand and FIVE and created by

BLRC LIMITED

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 SEVENTH day of JUNE two-thousand and

FIVE

A handwritten signature in black ink, appearing to read 'R. Dickman'.

for the Registrar of
Companies for Northern Ireland