

M

COMPANIES FORM No. 395

395**Particulars of a mortgage or charge**

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies

For official use

Company number

110

1972217

Name of company

OPECPRIME PROPERTIES LIMITED

Date of creation of the charge

18 December 1995

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

Debenture

Amount secured by the mortgage or charge

All monies and the discharge of all obligations and liabilities whether actual or contingent now or hereafter due owing or incurred to the Bank by the Company in whatever currency be nominated whether on any Banking or other account or otherwise in any manner whatsoever including all liabilities in connection with borrowing and exchange transactions, accepting, endorsing or discounting any notes or bills or other bounds guarantees indemnities documentary or other credits or any instruments whatsoever from time to time entered into by the Bank for or at the request of the Company and any other monies for which the Company may become liable under the Debenture together with interest commission fees and all charges and expenses incurred by the Bank or any Receiver in relation to the Company or all or any part of the property assets and rights for the time being comprised in or subject to the charges contained in the Debenture on a full indemnity basis including any losses occasioned by any act or omission by the Company under the Debenture or any disclaimer of any of its contracts agreements or arrangements or any of its liabilities or obligations to the Bank and also interest on the foregoing to the date of payment.

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

The Governor and Company of the Bank of Ireland of

727/729 High Road North Finchley

London

Postcode

N12 OBJ

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

PETER BROWN & Co.
 ALTAY HOUSE
 889 HIGH ROAD
 NORTH FINCHLEY
 LONDON N12 8QA
 DX: 57367 FINCHLEY 1

For official Use

Mortgage Section

Post room



A37 *ATXAXH5* 481
 COMPANIES HOUSE 20/12/95

Time critical reference

PB VE BOI BROOK

Short particulars of all the property mortgaged or charged

All the Leasehold or Freehold Property of the Company and all buildings structures fixtures (including trade fixtures) and fixed plant machinery and equipment from time to time thereon together with all present and future goodwill in connection of all businesses carried on by or on behalf of the Company any patents trademarks copyrights registered designs and similar assets or rights for the time being owned by the Company together with all book debts and other debts and all monies whatsoever for the time being owing or payable to the Company whatsoever or howsoever created or arising together with all shares and marketable securities and options to acquire such shares and marketable security for the time being owned by the Company together with the right title and interest of the Company to and in any proceeds of any present or future insurances and the undertaking and all other property assets and rights of the Company whatsoever and wheresoever both present and future. Including all that

Property known as the land lying to the east of Windmill Lane registered at H. M. Land Registry under title number A9L27296 in the London Borough of Ealing

Please do not write in this margin

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

Peter Brauer & Co

Particulars as to commission allowance or discount (note 3)

N/A

Signed *Peter Brauer & Co*

Date 19 December 1995

On behalf of [company/chargee]

1 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



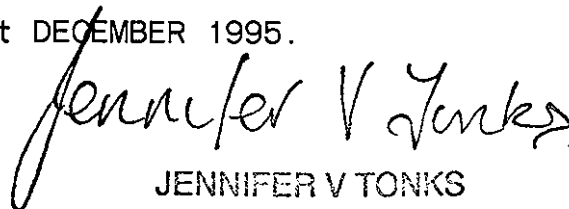
**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

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

COMPANY No. 01972217

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 18th DECEMBER 1995 AND CREATED BY OPECPRIME PROPERTIES LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE GOVERNOR & THE COMPANY OF THE BANK OF IRELAND ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 20th DECEMBER 1995.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 21st DECEMBER 1995.


JENNIFER V TONKS

for the Registrar of Companies

Post
21/12
S



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

HC026B