



Particulars of a mortgage or charge

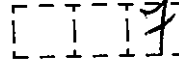
Please do not write in this margin

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies

For official use

Company number



2065

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

Name of company

* LLOYDS BANK Plc

* insert full name of company

Date of creation of the charge

12 FEBRUARY 1998

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

LENDING AGREEMENT

Amount secured by the mortgage or charge

6

- (1) Any amounts advanced at the date of charge or in the future by the Federal Reserve Bank of Atlanta or any other Federal Reserve Bank to Lloyds Bank Plc pursuant to the Lending Agreement, together with interest thereon.
- (2) All other liabilities of Lloyds Bank Plc, due or to become due to, the Federal Reserve Bank of Atlanta or any other Federal Reserve Bank.
- (3) Any expense incurred by the Federal Reserve Bank of Atlanta in enforcing or preserving its security.

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

FEDERAL RESERVE BANK OF ATLANTA
 104 MARIETTA STREET NW
 ATLANTA GEORGIA 30303-2713 USA Postcode

Presentor's name address and reference (if any):
MR M R HATCHER, 71 LOMBARD
LONDON, EC3P 3BS

0171-356 2108

For official Use
Mortgage Section

Post room



A20 *AGT0L3Y5* 492
COMPANIES HOUSE 23/02/98

Time critical reference

Short particulars of all the property mortgaged or charged

- (A) ASSETS IDENTIFIED BY LLOYDS BANK PLC AND ACCEPTED BY THE FEDERAL RESERVE BANK OF ATLANTA, AND THE INCOME AND THE PROCEEDS THEREOF.
- (B) ALL PROPERTY (EXISTING OR FUTURE) OF LLOYDS BANK PLC IN THE POSSESSION OR CONTROL OF THE FEDERAL RESERVE BANK OF ATLANTA OR ANY OTHER FEDERAL RESERVE BANK.
- (C) ALL DOCUMENTS, BOOKS AND RECORDS CONCERNING THE PROPERTY DESCRIBED IN (A) AND (B) ABOVE.

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)

NONE

Signed

W. B. Walker

Date

19th February, 1998

On behalf of [company] [~~mortgagee/chargee~~][†] Lloyds Bank Plc

[†] 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. 00002065

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LENDING AGREEMENT DATED THE 12th FEBRUARY 1998 AND CREATED BY LLOYDS BANK PLC FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO FEDERAL RESERVE BANK OF ATLANTA OR ANY OTHER FEDERAL RESERVE BANK TO LLOYDS BANK PLC PURSUANT TO THE LENDING AGREEMENT TOGETHER WITH INTEREST THEREON WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 23rd FEBRUARY 1998.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 26th FEBRUARY 1998.

Jennifer V Murphy

JENNIFER MURPHY
for the Registrar of Companies



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