

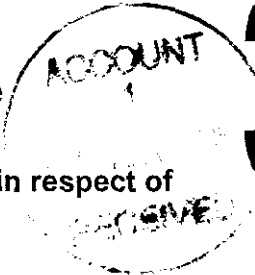
NIM

00400046

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COMPANIES FORM No. 395

Particulars of a mortgage or charge



395

CHWP000

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

Please do not write in this margin

Pursuant to section 395 of the Companies Act 1985

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

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

For official use

Company number

3

4240845

Name of company

* insert full name of Company

* XCONNECT TRADING LIMITED

Date of creation of the charge

4TH MARCH 2005

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

DEBENTURE

Amount secured by the mortgage or charge

A

All money and liabilities whether certain or contingent which then were or at any time thereafter might be due or incurred by the Company or for which the Company might be or become liable to Fortis Bank Global Clearing N.V. London branch on any account or other accounts or in any manner whatever (or whether alone or jointly with any other person and in whatever style or name and whether as principal or surety) together with interest to the date of payment of commission, charges, fees and any legal or other costs, charges and expenses incurred by Fortis Bank Global Clearing N.V. London Branch in relation to the Debenture or in enforcing the security hereby created.

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

Fortis Bank Global Clearing NV (London Branch)
Camomile Court, 23 Camomile Street
London Postcode EC3A 7PP

Presentor's name address and reference (if any) :
Fortis Bank Global Clearing NV
Camomile Court, 23 Camomile St.
London EC3A 7PP (A/C 00400046)

For official Use
Mortgage Section

Post room



A43 COMPANIES HOUSE

0381 09/03/05

Time critical reference

Short particulars of all the property mortgaged or charged

Fixed charge over all book and other debts, revenues, claims, all things in action, collateral instruments and any other rights relating thereto, including without limitation reservation of property rights. By way of first fixed charge, the collection of all receivables and any and all amounts from time to time standing to the credit of the Collection and Trading accounts.

By way of a floating charge as a continuing security for the payment and discharge of secured obligations its undertaking and all its property, assets and rights whatsoever and wheresoever both present and future, other than any property or assets from time to time effectively charged by way of fixed charge but including (without limitation and whether or not effectively charged) any of its property and assets situated in Scotland.

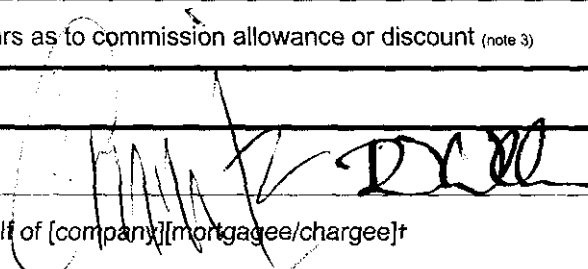
Please do not write in this margin

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

Particulars as to commission allowance or discount (note 3)

N/A

Signed



Date

8th March 2005

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

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

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

FILE COPY



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

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

COMPANY No. 04240845

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 4th MARCH 2005 AND CREATED BY XCONNECT TRADING LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO FORTIS BANK GLOBAL CLEARING NV (LONDON BRANCH) ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 9th MARCH 2005.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 14th MARCH 2005.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

Handwritten initials: CEN



Companies House
— for the record —