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Rule 2.10

Form 2.7

The Insolvency Act 1986
Administration Order

S.21(2)

Pursuant to Section 21(2) of the
Insolvency Act 1986

To the Registrar of Companies

For official use

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Company Number

3762366

Name of Company

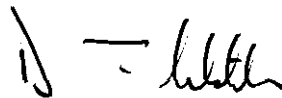
Insert full
name of
company

UC Group Limited

I/We James R Tickell and David J Waterhouse
of Plumtree Court, London, EC4A 4HT

administrator(s) of the company attach a copy of the administration order.

Signed



Dated 25 March 2002

Presenter's name
address
and
reference
(if any)

PricewaterhouseCoopers
Plumtree Court
London
EC4A 4HT

For Official Use

Insolvency Section

Post Room



A01
COMPANIES HOUSE

A1EWR9GI

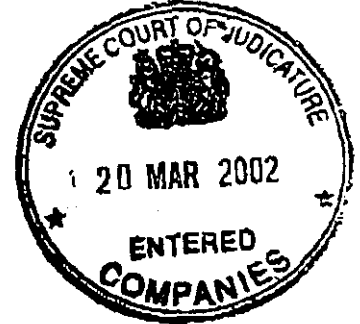
0435
27/03/02

No. 1517 of 2002

**IN THE HIGH COURT OF JUSTICE
CHANCERY DIVISION
COMPANIES COURT**

The Hon. Mr. Justice Lloyd
Wednesday, 20th March 2002

**IN THE MATTER OF UC GROUP LIMITED
AND IN THE MATTER OF THE INSOLVENCY ACT 1986**



MINUTE OF ORDER

UPON the petition of UC Group Limited ("the Company") presented to the court on 1st March 2002 ("the Administration Petition").

AND UPON the winding-up petition No 7648 of 2001 of Littlejohn Frazer ("the Petitioning Creditor") presented to the court on 17th December 2001 ("the Winding-Up Petition").

AND UPON hearing counsel for the Company and the Petitioning Creditor

AND UPON reading the evidence

IT IS ORDERED that for the period during which this order is in force the affairs, business and property of the Company be managed by the administrators hereinafter appointed pursuant to the provisions of Section 8 of the Insolvency Act 1986 for the following purposes, namely.

- (1) The survival of the Company, and the whole or any part of its undertaking, as a going concern

- (2) The approval of a voluntary arrangement under Part I of the Insolvency Act 1986.
- (3) A more advantageous realisation of the Company's assets than would be effected on a winding up.

AND IT IS ORDERED that Mr. David Waterhouse and Mr. James Tickell of Messrs PriceWaterhouseCoopers, Plumtree Court, London EC4A 4HT be appointed Joint Administrators of the Company.

AND IT IS DECLARED that during the period for which the order is in force any act required or authorised under any enactment to be done by the Administrator may be done by all or any one of the persons for the time being holding that office.

AND IT IS ORDERED that

1. Service of the Petition and Witness Statement of Mr. Kobus Paulsen on Messrs. PriceWaterhouseCoopers under Rule 2.6(2)(d) of the Insolvency Rules 1986 be dispensed with; and
2. The Joint Administrators file a report addressed to the clerk to the Honourable Mr. Justice Lloyd on the progress of the Administration by 22nd July 2002
3. The Winding-Up Petition be dismissed

AND IT IS ORDERED that the costs of the Administration Petition, including the costs of and incidental to the preparation of the independent report by Mr. David Waterhouse and Mr. James Tickell of Messrs PriceWaterhouseCoopers, Plumtree Court, London EC4A 4HT (including the legal costs thereof) and the Petitioning Creditor's costs of the Winding-Up Petition including the attendance of the hearings of the Administration Petition held on 18th and 20th March 2002 shall be paid as an expense of the administration.

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LIMITED
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INSOLVENCY ACT 1986**

MEMORANDUM OF ORDER

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