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COMPANIES FORM No. 402

Particulars of a mortgage or charge

Pursuant to Article 402(1) of the Companies (Northern Ireland) Order 1986



402

Please do not
write in
this marginPlease complete
legibly, preferably
in black type, or
bold block lettering

To the Registrar of Companies

For official use

Company Number

49 7 97

52 18913 /60

Name of company

* NORSPACE LIMITED

Date of creation of the charge

16TH MARCH 2004

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

FIRST FIXED CHARGE OVER COMPANY ASSETS

Amount secured by the mortgage or charge

SEE ATTACHED SHEET



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

THE GOVERNOR & COMPANY OF THE BANK OF IRELAND

LOWER BAGGOT STREET, DUBLIN 2

Postcode NOT APPLICABLE

Presentor's name, address and
Reference (if any):

4184/66/BM.

For official use
Public Office

Mortgage Section

J. G. O'HARE & CO.
ST. GEORGES BUILDINGS,
37/41 HIGH STREET,
BELFAST, BT1 2AB.
Tel: 01232 234800
Fax: 01232 249891



www.companiesregistry-ni.co

Short particulars of all the property mortgaged or charged

NOT APPLICABLE

SEE ATTACHED SHEET

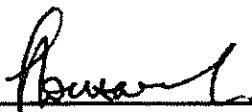
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legibly, preferably
in black type, or
bold block lettering

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

NONE

Signed



Date 16TH MARCH 2004

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 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 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.

FIRSTLY all plant and machinery (the Plant and Machinery") (including stock in trade of the Chargor) now or at any time hereafter belonging to the Chargor (including, without limitation, first that plant and machinery specified in the Schedule hereto, and secondly that plant and machinery from time to time registered in the Fixed Assets Register mentioned in Clause 4(ii) herein wherever situate) and any other plant and machinery from time to time hired leased or rented or acquired by the Chargor on a hire or conditional purchase basis from third parties together in each case with the benefit of the related hiring, leasing or rental contract and any guarantee indemnity or other security for the performance of the obligation of any person under or in respect of such contract.

SECONDLY all monies from time to time payable under any insurance in respect of the Plant and Machinery.

THIRDLY all goods given in exchange for Plant and Machinery.



NI18913

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 SIXTEENTH
day of MARCH Two Thousand and FOUR and created by

NORSPACE LIMITED

for securing all moneys now due, or hereafter to become due, or
from time to time accruing due from the Company to

THE GOVERNOR AND COMPANY OF THE BANK OF IRELAND

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 TWENTY-FOURTH day of MARCH
Two Thousand and FOUR

F. Brown

for the Registrar of Companies
for Northern Ireland