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insert full name
of company

COMPANIES FORM No. 395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

395

To the Registrar of Companies
(address on page 2 - Note 5)

For official use

130

Company number

009 08886

Name of company

* JESSUPS VEHICLE CONTRACTS LIMITED

Date of creation of the charge

20th April 1998

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

Certificate of Assignment pursuant to a Master Assignment dated
6th January 1993

Amount secured by the mortgage or charge

All sums due and to become due to the Chargee pursuant to the terms of
Agreements entered and to be entered into from time to time between the
Chargee and the Company

and all costs charges and expenses incurred by the Chargee to enforce any
of the provisions of the Master Assignment.

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

CAPITAL BANK plc, Capital House, City Road, Chester

CH88 3AN

Postcode

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

Solicitor
CAPITAL BANK plc
Group Legal Department
DX 21641 CHESTER

For Official Use
Mortgage Section

Post room



A33 *ACWV35N8* 650
COMPANIES HOUSE 25/04/98

Time critical reference

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bold block lettering

Assignment by way of security of:-

- 1 All monies due and to become due to the Company under the Sub-Hire Agreements specified in the Schedule to the Certificate of Assignment ("the Assigned Agreements") (see continuation sheet).
- 2 The benefit of all guarantees, indemnities, negotiable instruments and securities taken by the Company in connection with the Assigned Agreements.

The Master Assignment dated 6th January 1993 contains a proviso for re-assignment to the Company upon payment of all monies due to the Chargee.

The Company is prohibited from creating any mortgage, charge or other encumbrance in favour of any third party affecting the assigned property without the previous consent in writing of the Chargee.

Particulars as to commission allowance or discount (note 3)

NIL

Signed

Euraseth Delgado

Date

20th April 1998

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 (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 The address of the Registrar of Companies is:-
Companies House, Crown Way, Cardiff CF4 3UZ.

APPENDIX

CERTIFICATE OF ASSIGNMENT

To: CAPITAL BANK plc
Capital House
City Road
Chester X
CH88 3AN

Jessups Vehicle Contracts Limited (The Hirer) of Gryphon House, 21 High Street,
Hoddesdon, Herts EN11 8SZ as Owner with full title guarantee HEREBY ASSIGN to you:-

1. all monies due and to become due to us under the Sub-Hire Agreements specified in the Schedule hereto ("the Assigned Agreements") and
2. the benefit of all guarantees indemnities negotiable instruments and securities taken by us on connection the Assigned Agreements.

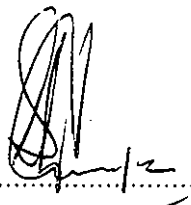
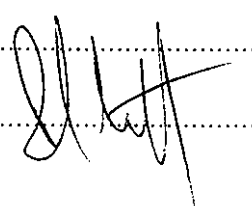
We confirm that the foregoing assignment is made pursuant to the Master Assignment dated the 6th day of January 1993 made between us and you (and others) and that all the provisions of the said Master Assignment shall apply in relation to the assignment contained herein and the subject matter hereof.

SCHEDULE

Sub-Hire Agreement No.	Customer Name and Address	Description of Goods
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As per Attached Schedule

IN WITNESS WHEREOF executed and delivered as a Deed by Jessups Vehicle
Contracts Limited on the 20 day of April 1998 in the presence of


.....

.....

Director

Director

JESSUPS VEHICLE CONTRACTS LIMITED - APRIL 1998

SCHEDULE 119

Agreement Number	Vehicle Description	Sub Hire Name	Contract Schedule Number
01.308.01.655107	FORD MONDEO GLX	BOVIS CONSTRUCTION	60374
01.308.01.655123	FORD ESCROT LX	BOVIS CONSTRUCTION	61216
01.308.01.655158	RENAULT LAGUNA RXE	AMDEGA LTD	60467
01.308.01.655166	RENAULT LAGUNA RXE	AMDEGA LTD	60466
01.308.01.655174	CITROEN XANTI TD	BOWE PASSAT UK LTD	61205
01.308.01.655182	RENUALT MEGANE 1.4	FORMS UK PLC	61200
01.308.01.655190	FORD MONDEO 1.8 TD	BOEWE SYSTEC UK LTD	61195
01.308.01.655204	PEUGEOT 406 1.9	WSP MIDLANDS LTD	61178
01.308.01.655212	PEUGEOT 406 1.9	FENTON PARKAGING	61170
01.308.01.655220	RENAULT MEGANE 1.6E	LEASETEC UK LTD	61147
01.308.01.655239	VOLVO V40 2.0i	DSM UNITED KINGDOM	60481
01.308.01.655247	BMW 318i/SE	BESPAK PLC	59403
01.308.01.655255	TOYOTA AVENS1.8GS	KERN LTD	61193
01.308.01.655263	AUDI AVANTI 1.8T	HARLEQUIN LTD	60698
01.308.01.655271	BMW 525 TSE	RENOLD PLC	59412
01.308.01.655298	RENAULT LAGUNA 2.0	STUART & SONS LTD	61177
01.308.01.655301	VAUXHALL COMBO1700	GBM SERVICES LTD	60781
01.308.01.655328	VAUXHALL COMBO1.7D	GBM SERVICES LTD	60782
01.308.01.655336	PASSAT 1.9 SE TDI	J HODGSON LIMITED	61176
01.308.01.655344	FORD MONDEO 2.0i	DURKAN LIMITED	61138
01.308.01.655352	FORD ESCORT 1.8D	J HODGSON LIMITED	61128
01.308.01.655360	FORD ESCORT 1.8D	J HODGSON LIMITED	61127
01.308.01.655379	FORD MONDEO 2.0i	DURKAN LIMITED	61058
01.308.01.655387	BMW 523i 4DR	GRANADA THEME PARK	58478
01.308.01.655395	VOLKSPOLLO 1.4CL	EASTERN COUNTRIES	61162
01.308.01.655409	FORD ESCORT 1.8TD	EASTERN COUNTRIES	60344
01.308.01.655417	RENUATL LAGUNA 2.0	PELCOMBE LTD	60574
01.308.01.655425	CITROEN BERLI 1.9D	HOUSEMAN LTD	60232
01.308.01.655433	RANGE 4.0 SAUTO	G L BIRCH LIMITED	61107

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CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 00908886

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A CERTIFICATE OF ASSIGNMENT DATED THE 20th APRIL 1998 AND CREATED BY JESSUPS VEHICLE CONTRACTS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO CAPITAL BANK PLC UNDER THE TERMS OF THE MASTER ASSIGNMENT DATED 6th JANUARY 1993 WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 25th APRIL 1998.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 28th APRIL 1998.

A handwritten signature in ink, appearing to read 'Phil Davies'.

PHIL DAVIES
for the Registrar of Companies

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pro*



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