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COMPANIES FORM No. 419a (Scot)

Application for registration of a memorandum of satisfaction in full or in part of a registered charge

419a

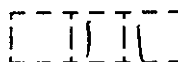
Please do not write in this margin

Pursuant to section 419(1)(a) of the Companies Act 1985

To the Registrar of Companies

For official use Company number

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



SC127807

Name of company

* insert full name of company

* FIRST TOWER LP (7) LIMITED (the "Company")

I, RICHARD STEPHEN HEELS
of 5 LABURNUM GROVE, HORBURY, WAKEFIELD, WEST YORKSHIRE WF4 6HG

† delete as appropriate

[a director] ~~[the secretary]~~ ~~[the liquidator]~~ ~~[the receiver]~~† of the company,do solemnly and sincerely declare that the debt for which the charge described overleaf was given has been paid or satisfied in [full] ~~[part]~~†

And I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1835.

Declared at 14, COLEMAN STREET
LONDON EC2

Declarant sign below

R. Steelsthe 2nd day of September
one thousand nine hundred and ninety-seven
before me BRIAN MILLER

A Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor having the powers conferred on a Commissioner for Oaths

B. L. MILLER (SOLICITOR)
Green David Gwney
45 Crawford Place
London W1

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

SLAUGHTER AND MAY
35 BASINHALL STREET
LONDON EC2U 5DBREF : JEFF / PRXHFor official Use
Charges Section

Post room

SCT *SZ2XNZMY* 40
COMPANIES HOUSE 03/10/97

Particulars of the charge to which the application overleaf refers

Date of creation of the charge

Please do not
write in
this margin

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

SEE ATTACHED SCHEDULE

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

† insert a description
of the instrument
creating or
evidencing the
charge, eg
'Charge',
'Debenture' etc.

SEE ATTACHED SCHEDULE

Date of Registrationø

ø the date of
registration may
be confirmed from
the certificate

SEE ATTACHED SCHEDULE

Short particulars of property charged

SEE ATTACHED SCHEDULE

Where a FLOATING CHARGE is being satisfied, the following Certificate MUST be completed:

CERTIFICATE

I _____
of _____

being [the creditor][a person authorised to act on behalf of the creditor]† entitled to the benefit of the
floating charge specified above certify that the particulars above relating to the charge and its
satisfaction are correct.

† delete as
appropriate

Signature _____ Date _____

SCHEDULE

Continuation sheet to Form 419a

Name of Company: First Tower LP(7) Limited

Company Number: SC127807

Date of creation of charge:

27th December, 1995

Description of instrument creating the charge:

Claw Back Charge in favour of
Bankers Trustee Limited (the
"Charge")

Date of registration:

12th January, 1996

Short particulars of property charged:

All the Company's present and future claw back rights resulting from a challenge to the transfer of any Real Property (as defined in the Charge) to the Borrowers or any of the Guarantors (each as referred to in the Charge), following the liquidation of any member of the Canary Wharf Group (as referred to in the Charge).

This is the continuation sheet referred to in the declaration of RICHARD STEPHEN HEELS declared before me this 2nd day of September, 1997.


B. L. MILLER

N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars

REGISTER of Charges, Alterations to Charges,

COMPANY: SC127807 CHARGE: 10

(1) Date of Registration	(2) Serial Number of Document on File	(3) Date of Creation of each Charge and Description thereof	(4) Date of the aquisition of the Property	(5) Amount secured by the Charge £	(6) Short Particulars of the Property Charged	(7) Names of the Persons entitled to the Charge
12/01/1996 DEBENTURE		27/12/95 FLOATING CHARGE		THE PAYMENT AND DISCHARGE OF THE LIABILITIES	SEE CH MICROFICHE	BANKERS TRUSTEE COMPANY LIMITED AS SECURITY AGENT FOR ITSELF AND OTHERS

Memoranda of Satisfaction and Appointments etc. of Receivers

N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars

COMPANY: SC127807 CHARGE: 10

(8) In the case of a floating charge, a statement of the provisions, if any, prohibiting or restricting the creation by the company of any fixed security or any other floating charge having priority over, or ranking <i>pari passu</i> with the floating charge.	(9) In the case of a floating charge, a statement of the provisions if any regulating the order in which the floating charge shall rank with any other subsisting or future floating charges or fixed securities over the property the subject of the floating charge or any part of it.	(10) Amount or rate per cent of the Commission Allowance or discount	(11) Memoranda of Satisfaction	(12) Receiver		
				Name	Date of Appointment	Date of Ceasing to act
			16/ 4/97 PARTIAL PROPERTY RELEASE 3/10/97 FULLY			

N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars

COMPANY: SC127807 CHARGE: 10

Instruments of Alteration to a Floating Charge					
(13) Date of Execution	(14) Names of the persons who have executed the instrument	(15) The provisions, if any, prohibiting or restricting the creation by the Company of any fixed security or any other floating charge having priority over, or ranking <i>pari passu</i> with, the floating charge.	(16) The provisions, if any, varying or otherwise regulating the order of the ranking of the floating charge in relation to fixed securities or to other floating charges.	(17) Short particulars of any property released from the floating charge	(18) The amount, if any, by which the amount secured by the floating charge has been increased. £
	FIRST TOWER LP (8) LIMITED FIRST TOWER LP (7) LIMITED FIRST TOWER LP (6) LIMITED				

N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars

REGISTER of Charges, Alterations to Charges,

COMPANY: SC127807 CHARGE: 11

(1) Date of Registration	(2) Serial Number of Document on File	(3) Date of Creation of each Charge and Description thereof	(4) Date of the aquisition of the Property	(5) Amount secured by the Charge £	(6) Short Particulars of the Property Charged	(7) Names of the Persons entitled to the Charge
12/01/1996		27/12/95 CHARGE		THE PAYMENT AND DISCHARGE OF THE LIABILITIES	FIXED CHARGE OVER CLAW BACK RIGHTS-SEE CH MICROFICHE	BANKERS TRUSTEE COMPANY LIMITED AS SECURITY AGENT FOR ITSELF AND OTHERS

Memoranda of Satisfaction and Appointments etc. of Receivers

N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars

COMPANY: SC127807 CHARGE: 11

(8) In the case of a floating charge, a statement of the provisions, if any, prohibiting or restricting the creation by the company of any fixed security or any other floating charge having priority over, or ranking <i>pari passu</i> with the floating charge.	(9) In the case of a floating charge, a statement of the provisions if any regulating the order in which the floating charge shall rank with any other subsisting or future floating charges or fixed securities over the property the subject of the floating charge or any part of it.	(10) Amount or rate per cent of the Commission Allowance or discount	(11) Memoranda of Satisfaction	(12) Receiver		
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			16/ 4/97 PARTIAL PROPERTY RELEASE 3/10/97 FULLY			