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COMPANIES FORM No. 395

395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

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

* Insert full name
of company

To the Registrar of Companies

For official use Company number



173865

Name of company

* **HUGH STEEPER LIMITED**

Date of creation of the charge

9 January 1997

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

FIXED CHARGE

Amount secured by the mortgage or charge

All moneys and liabilities now or hereafter due from or incurred by the Company to Lloyds Bowmaker Limited ("LB") in any manner whatever and whether actually or contingently alone or jointly with any other parties and whether as principal or surety (including without prejudice to the generality of the foregoing advances made or other financial assistance rendered and all liabilities on Bills of Exchange and promissory notes and other instruments and guarantees and other obligations of all kinds and including obligations of the Borrower which may be assigned to LB and whether before or after the creation of this security together with in respect of each advance or rendering of assistance by LB such interest (if any) payable at such rate and on such dates as shall have been or shall be agreed upon between the Borrower and LB at the time of each advance or rendering of financial assistance).

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

LLOYDS BOWMAKER LIMITED

51 HOLDENHURST ROAD

BOURNEMOUTH

Postcode

BH8 8EP

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

G C DICKINS ESQ
SOLICITOR
LLOYDS BOWMAKER LIMITED
FINANCE HOUSE
51 HOLDENHURST ROAD
BOURNEMOUTH DORSET

Time critical reference

For official use
Mortgage section

Post room



Short particulars of all the property mortgaged or charged

A first fixed charge over the equipment listed in the attached Schedule.

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NB The charge contains a restriction upon the Company without the consent of the Chargee creating any encumbrance, hiring, mortgage, charge, sale, disposition or lien in respect of the charged property.

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

Particulars as to commission allowance or discount (note 3)

NONE

Signed



Date 9 January 1997

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.

THE SCHEDULE

Equipment	Serial Number
2 x Advanced Designer Package - Locked	10-10-FA-F8
1 x Advanced Designer Package - Floating	10-10-FA-F9
2 x Digital Alpha Engineer Workstations comprising: Digital XL 266 NT System 266mhz cpu 64mb Memory 1.05GB Internal Disks CD ROM Drive 1.44 Floppy Drive Keyboard Mouse & Cables Ethernet Card AG300 Graphics Card IDEK 21" Colour Monitor	PC60502532 PC60502530
2 x 32mb RAM for Indy/Indigo2	
3 x 64mb RAM for Indy/Indigo2	
1 x 4.0GB Disk in Cabinet with Cable and Terminator	960633152
Tricom Office Server Multiplexer (x3)	100061791 100061782 100061787

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 00173865

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A FIXED CHARGE DATED THE 9th JANUARY 1997 AND CREATED BY HUGH STEEPER LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO LLOYDS BOWMAKER LIMITED ON ANY ACCOUNT WHATSOEVER PURSUANT TO THE TERMS OF THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 10th JANUARY 1997.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 15th JANUARY 1997.

R.L. ADAMS

for the Registrar of Companies

05/15.1



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

HC026B