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COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985

CHA 116

To the Registrar of Companies

For official use

Company number

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

[1 5]

803257

Name of company

* J & R HILL (STEEL FABRICATORS) LIMITED

Date of creation of the charge

31st JANUARY 1999

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

DEBENTURE

Amount secured by the mortgage or charge

ALL MONIES OWING

T-

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

FREDERICK PETER HILL of 22 SCHOOL LANE, BLURTON, STOKE ON TRENT STAFFS
ST3 3DU.

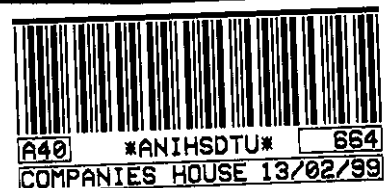
Presentor's name address and
reference (if any):

Mace & Jones
14 Oxford Court
Bishopsgate
Manchester
M2 3WQ

REF: PMR/62224.1/KSK

Time critical reference

For official use
Mortgage Section



Short particulars of all the property mortgaged or charged

- (1) by way of fixed charge all future properties of the Company (whether freehold or leasehold) with all buildings and all fixtures plant and machinery from time to time on or affixed to them.
- (2) by way of fixed charge all other plant machinery vehicles furniture and office equipment now or in the future owned by the Company
- (3) by way of fixed charge all book debts and other debts now and from time to time owing to the Company.
- (4) by way of fixed charge the goodwill and uncalled capital of the Company.
- (5) by way of floating charge all other assets of the Company both present and future.

Please do not
write in
this margin

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

Particulars as to commission allowance or discount (note 3)

not applicable

Signed

G. P. H. W.

Date

4/2/99

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.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 00803257

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 31st JANUARY 1999 AND CREATED BY J. AND R. HILL (STEEL FABRICATORS) LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO FREDERICK PETER HILL UNDER THE DEBENTURE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 13th FEBRUARY 1999.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 24th FEBRUARY 1999.

for the Registrar of Companies



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

Post
h.m.
24/2