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lettering

*Insert full name
of company

* Derrick William Lyon and Pamela Olga Lyon both of Nook House
Cliff Lane Acton Bridge Northwich Cheshire CW8 3PQ and
Mervyn Hughes of 55 High Street Runcorn Cheshire WA7 1AH
and being

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

For official use Company number

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3090867

Name of company

* DWL ASSOCIATES LIMITED

Date of creation of the charge

15th May 1998

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

LEGAL CHARGE

Amount secured by the mortgage or charge

INITIAL ADVANCE OF £20,000 WITH POWER TO ADVANCE A FURTHER £10,000
WITHIN FIVE YEARS OF THE DATE OF THE CHARGE AND UP TO A TOTAL
AGGREGATE AMOUNT OF £30,000

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

THE TRUSTEES FOR THE TIME BEING OF THE SETTLEMENT KNOWN AS THE

MR. D.W. LYON 1995 LIFE INTEREST TRUST

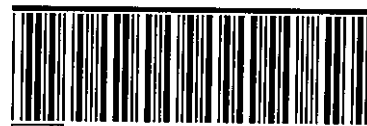
Postcode

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

BURTON GOODIER & CO
SOLICITORS
55 HIGH STREET
RUNCORN WA7 1AH
DX 23452 Runcorn 1
Ref.MH.CW.LYO

Time critical reference

For official use
Mortgage section



A34 *AQH2D6EG* 690

COMPANIES HOUSE 22/05/98

COMPANIES HOUSE 16/05/98


Short particulars of all the property mortgaged or charged

32 HIGH STREET, WEAVERHAM, CHESHIRE.

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lettering

Particulars as to commission allowance or discount (note 3)

Signed  Date 15th May 1998
On behalf of Burton Goodier & Co [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. 03090867

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 15th MAY 1998 AND CREATED BY DWL ASSOCIATES LIMITED FOR SECURING INITIAL ADVANCE OF £20,000 WITH POWER TO ADVANCE A FURTHER £10,000 WITHIN FIVE YEARS OF THE DATE OF THE CHARGE UP TO A TOTAL AGGREGATE AMOUNT OF £30,000 DUE OR TO BECOME DUE FROM THE COMPANY TO THE TRUSTEES FOR THE TIME BEING OF THE SETTLEMENT KNOWN AS THE MR. D.W. LYON 1995 LIFE INTEREST WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 22nd MAY 1998.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 26th MAY 1998.

Peter C Protheroe

for the Registrar of Companies



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

HC026B

24/5/98