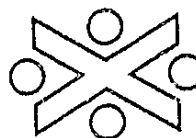




Particulars of a mortgage or charge



395

Pursuant to section 395 of the Companies Act 1985

Please do not
write in
this marginPlease complete
legibly, preferably
in black type or
bold black
lettering*Insert full name
of company

To the Registrar of Companies

For official use Company number

[0111]

2, 247, 011

Name of company

*BOSTON & FRAMPTON BUILDING CO. LIMITED

Date of creation of the charge

15TH JUNE 1988

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

Debenture containing fixed and floating charges

Amount secured by the mortgage or charge

All moneys and liabilities (actual or contingent) for the time being due owing or incurred by the Company to the Bank on any account and in any manner whatsoever

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

The Governor and Company of the Bank of Scotland ("the Bank")

PO Box No 267, 38 Threadneedle Street, London

Postcode

EC2P 2EH

The Manager,
Bank of Scotland,
Law Department, 5th Floor,
Broad Street House,
55 Old Broad Street,
London EC2P 2HL

LAW/WB

For official use
Mortgage section

REGISTERED

- 1 JUL 1988

Post room



Time; critical reference

Short particulars of all the property mortgaged or charged

All the undertaking, property and assets of the Company whatsoever and wheresoever, present and future, as specified in the attached Schedule, which also contains covenants by and restrictions on the Company which protect and further define the charges and must be read as one with the charges

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)

N/A

For the Bank of Scotland

Signed

Date

30/6/88

Manager, Law Department

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.

Particulars of a mortgage or charge

Name of Company *BOSTON & FRAMPTON BUILDING CO. LIMITED*

Number of Company *2, 247, 011*

SCHEDULE OF CHARGES, COVENANTS AND RESTRICTIONS

contained in a Debenture in favour of Bank of Scotland dated *15TH JUNE 19⁸⁸*

Charges

- 1 by way of legal mortgage all the freehold and leasehold property of the Company now vested in it whether or not the title thereto is registered at H.M. Land Registry together with all buildings and fixtures (including trade and tenant's fixtures) now and hereafter thereon and all plant and machinery now and hereafter annexed thereto for whatever purpose;
- 2 by way of fixed charge all freehold and leasehold property hereafter belonging to the Company together with all buildings and fixtures (including trade and tenant's fixtures) thereon and all plant and machinery annexed thereto for whatever purpose;
- 3 by way of fixed charge all interests not thereinbefore effectively charged now or hereafter belonging to the Company in or over land or the proceeds of sale of land all licences now or hereafter held by the Company to enter upon or use land and the benefit of all other agreements relating to land to which the Company is or may become party or otherwise entitled and all trade and tenant's fixtures plant and machinery now and hereafter annexed for whatever purpose to all freehold and leasehold property an interest in which stands charged thereunder;
- 4 by way of fixed charge all the goodwill and uncalled capital for the time being of the Company;
- 5 by way of fixed charge all stocks shares and other securities now or hereafter owned (whether at law or in equity) by the Company and all rights and interests of the Company in and claims under all policies of insurance and assurance now or hereafter held by or insuring to the benefit of the Company;
- 6 by way of fixed charge all patents, trade marks, patent applications, brand names, copyrights, rights in the nature of copyright, registered designs and other intellectual property rights and agreements relating to the use by the Company of patents and trade marks to which the Company is now or may hereafter become entitled and all agreements under which the Company is now or may become entitled to the payment of any royalty fee or similar income,
- 7 by way of fixed charge all book and other debts of the Company whether now or hereafter existing and whether presently payable or hereafter falling due for payment and all rights and claims of the Company against third parties now or hereafter existing and capable of being satisfied by the payment of money (save as described in 5 above);

- 8 by way of floating charge all the undertaking, property and assets of the Company whatsoever and wheresoever present and future of the Company not thereinbefore effectively charged by way of fixed charge including (without limitation) any immovable property of the Company situate in Scotland and any assets falling within any of the types mentioned in 3 to 7 above inclusive situate in Scotland but so that the Company is not to be at liberty to create otherwise than in favour of the Bank any mortgage or fixed or floating charge or other security upon and so that no lien (other than a lien arising through operation of law in the ordinary course of business) shall in any case or in any manner arise on or affect any part of such assets either in priority to or pari passu with the floating charge thereby created and further that the Company shall have no power without the consent of the Bank to part with or dispose of any part of such assets except by way of sale in the ordinary course of its business.

Conversion into fixed charge

The Bank may from time to time by notice in writing to the Company convert the floating charge into a fixed charge as regards any assets thereby charged as specified in any such notice and such floating charge shall automatically be converted into a fixed charge:—

- 1 in respect of any assets which shall become subject to a fixed charge in favour of any other person or to a disposition otherwise than by way of sale in the ordinary course of the Company's business immediately upon such charge or disposition; and
- 2 in respect of all the assets thereby charged if and when the Company shall cease to carry on business or to be a going concern;

but so that this provision shall not apply to any assets situate in Scotland.

Restriction on charges and disposals

The Company may not without the previous written consent of the Bank create or purport or attempt to create any mortgage charge or encumbrance on any freehold or leasehold property of the Company or any other asset subject to a fixed charge under the Debenture nor in any way dispose of the equity of redemption thereof or any interest therein.

Control of moneys received

The Company must pay into the Company's account with the Bank or as the Bank may direct all moneys which it may receive in respect of any policies of insurance or assurance royalties or book or other debts or any other of the rights and claims charged to the Bank under 5, 6 and 7 above and until such payment hold all moneys so received upon trust for the Bank and may not without the prior written consent of the Bank charge factor discount or assign any of the said policies royalties debts rights or claims in favour of any other person or purport so to do.

Redemption or purchase of own shares

The Company may not without the previous written consent of the Bank redeem or purchase any of its own shares or issue any redeemable shares.



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

I hereby certify that a mortgage or charge dated the 15th June 1988
and created by BOSTON & FRAMPTON BUILDING CO. LIMITED

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to The Governor and Company of the
Bank of Scotland

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 1st July 1988

Given under my hand at the Companies Registration Office,
Cardiff the 23rd 1988

No. 2247011

Certificate and instrument received by

.....P.O.T.....

Date 15/7/88

M. A. SMITH

an authorised officer



Please do not
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this margin

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

* insert full name
of company

COMPANIES FORM No. 395

Particulars of a mortgage or charge

19/10

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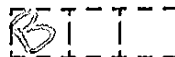
395

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies

For official use

Company number



2247011

Name of company

* BOSTON & FRAMPTON BUILDING CO. LIMITED

Date of creation of the charge

20th September 1988

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

Legal Charge

Amount secured by the mortgage or charge

~~Sixty thousand pounds (£60,000.00)~~

All monies due or to become due from the Company to the Charge

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

Governor & Company of The Bank of Scotland at 3 Queen Street
Norwich NR2 4SG

Postcode

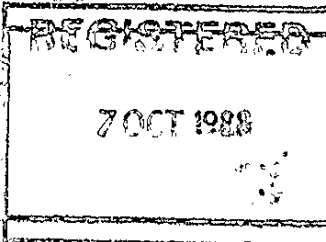
EH1 1YZ

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

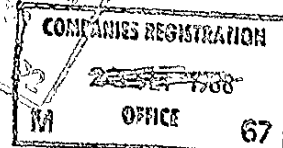
REF. WAS.749405

CHATTERTONS
SOLICITORS
28 WIDE BARGATE
BOSTON
LINCS. PE21 6RT

For official Use
Mortgage Section



Post room



Time critical reference

Short particulars of all the property mortgaged or charged

ALL THAT freehold messuage or tenement with the outbuildings yard and garden thereto and adjoining and belonging and situate and known as 20/22 High Street Kirton Boston Lincolnshire more particularly described in a Conveyance of even date made between Dorothy Jane Marshall (1) and The Mortgagor (2)

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)

Signed

Chattertons

Date

21st September 1988

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.



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

I hereby certify that a mortgage or charge dated the 20th September 1988
and created by BOSTON & FRAMPTON BUILDING CO. LIMITED

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to Governor & Company of The Bank
of Scotland

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 7th October 1988

Given under my hand at the Companies Registration Office,
Cardiff the 25 OCT 1988

No. 2247011

F. W. Hillier
F. W. HILLIER

Certificate and instrument received by

an authorised officer

.....C.....

Date ..31/10.....GR...



Please do not
write in
this margin

COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

Pursuant to section 395 of the Companies Act 1985

M135 10/11

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

To the Registrar of Companies

For official use

Company number

121111

2247011

Name of company

* BOSTON & FRAMPTON BUILDING COMPANY LIMITED

* insert full name
of company

Date of creation of the charge

2nd November 1988

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

LEGAL CHARGE

Amount secured by the mortgage or charge

All monies and liabilities shall for the time being (and whether on or at any time ask for such demand) the due owing or incurred to the Bank by the Mortgagor whether actually or contingently into a sole or jointly with any other persons and whether as principal or security including interest discount commission or other lawful charges and expenses which the bank may in the course of its business charge in respect of any of the matter aforesaid or for keeping the Mortgagor's account and so that interest shall be computed and compounded according to the usual mode of the Bank as well after as before any demand made or judgement obtained hereunder and will on such demand also reitre all bills or notes which may for the time being be under discount with the bank and to which the Mortgagor is a party whether as drawer acceptor maker or indoser without any deduction whatsoever.

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

GOVERNOR AND COMPANY of THE BANK OF SCOTLAND

HEAD OFFICE THE MOUND

EDINBURGH

Postcode

EH1 1YZ

Presentor's name address and
reference (if any): 2.MDP.753773

CHATTERTONS
28 WIDE BARGATE
BOSTON
LINCS
PE21 6RT

For official Use
Mortgage Section

REGISTERED

- 4 NOV 1988

Post room

COMPANIES REGISTRATION

- 4 NOV 1988
OFFICE

8

Time critical reference

Short particulars of all the property mortgaged or charged

Wayside, 19 Eastwood Road, Fishtoft, Boston, Lincolnshire

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)

Signed C. HARTING

Date 3rd November 1988

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 situated 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.



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

I hereby certify that a mortgage or charge dated the 2nd November 1988
and created by BOSTON & FRAMPTON BUILDING COMPANY LIMITED

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to Governor and Company of the Bank
of Scotland

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1935, on the 4th November 1988

Given under my hand at the Companies Registration Office,
Cardiff the 17 NOV 1988

P. T. Harrington

No. 2247011

Certificate and instrument received by

Sy.....

.....*Post*.....

Date *27/11*.....*A.R.*.....

P. T. HARRINGTON
an authorised officer



Please do not
write in
this margin

COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

Pursuant to section 395 of the Companies Act 1985

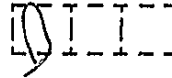
Please complete
legibly, preferably
in black type, or
bold block lettering

* Insert full name
of company

To the Registrar of Companies

For official use

Company number



2247011

Name of company

* BOSTON & FRAMPTON BUILDING CO. LTD

Date of creation of the charge

14th February 1989

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

LEGAL CHARGE

Amount secured by the mortgage or charge

All monies and liabilities which shall for the time being and whether on or at any time after that demand be due owing or incurred to the bank by the Mortgagor whether actually or contingently and whether solely or jointly with any other persons and whether as principal or security including interest discount commission or other lawful charges and expenses as the bank may in its course of its business charge in respect of any of the matters aforesaid or for keeping the Mortgagor account so that interest shall be computed and compounded according to the usual note of the bank as well after as before any demands made or judgement obtained hereunder and will on such demand also retire all bills and notes which may for the time being under discount which the bank and to which the Mortgagor is a party whether as drawer acceptor maker or indorser without any deduction whatsoever

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

GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND

HEAD OFFICE THE MOUNT

EDINBURGH

Postcode

EH1 1YZ

Presentor's name address and
reference (if any): 2.MDP.764978

CHATTERTONS
28 WIDE BARGATE
BOSTON
LINCS
PE21 6RT

For official Use
Mortgage Section

Post room

REGISTERED

16 FEB 1989



Time critical reference

Form F135 (No. 395)
© Format Publishing
27 & 28 St Albans Place
London N1 0NX
July 1988

Short particulars of all the property mortgaged or charged

41/43 Wormgate
Boston
Lincs

Please do not
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this margin

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

Particulars as to commission allowance or discount (note 3)

Signed

Chattertons

Date 15.2.89

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.



Particulars of a mortgage or charge

*Handwritten initials***395**Please do not
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this margin

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies

Handwritten 7/4

For official use

Company number

Handwritten 12422

[B][I][I][I]

2247011

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

Name of company

* BOSTON & FRAMPTON BUILDING CO. LIMITED

* insert full name
of company

Date of creation of the charge

18th April 1989

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

Debenture

Amount secured by the mortgage or charge

All monies and liabilities whether direct or contingent due at whatever time incurred by the Company to the Lender on any account whatsoever and wheresoever together with commission banking charges and interest.

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

CHANCERY PLC. of 14 Fitzhardinge Street, Manchester Square, London W1H 9PL

Postcode

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

FLADGATE FIELDER
HERON PLACE
3 GEORGE STREET
LONDON W1H 6AD

Ref: 106/7050/74

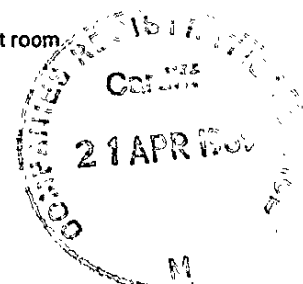
Time critical reference

For official Use
Mortgage Section

Post room

REGISTERED

21 APR 1989



Please do not
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Please complete
legibly, preferably
in black type, or
bold block lettering

- (A) By way of first fixed charge the goodwill and any uncalled capital for the time being of the company.
- (B) A floating charge over the undertaking of the company and all its other property assets and rights whatsoever and wheresoever both present and future.

Particulars as to commission allowance or discount (note 3)

None

Please place on the register "No disposition mortgage charge pledge or dealing by the company over or in respect of the property the subject of this Debenture is to be created or registered without the consent of the proprietor for the time being of this Debenture."

Signed Fladgate Field

Date 20th April 1989

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

I hereby certify that a mortgage or charge dated the 18th APRIL 1989
and created by BOSTON & FRAMPTON BUILDING CO. LIMITED

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to CHANCERY PLC

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 21st APRIL 1989

Given under my hand at the Companies Registration Office,
Cardiff the 2nd MAY 1989

No. 2247011

A handwritten signature in cursive script, appearing to read "A. D. HINTON".

A. D. HINTON

an authorised officer

C.69a

Post

28/4 JK

M

COMPANIES FORM No. 395

Particulars of a mortgage or charge

fw 395

Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies

24/6
For official use

M241C
Company number

[15] [] [] [] [] []

2247011

Name of company

* BOSTON & FRAMPTON BUILDING CO. LIMITED

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

* insert full name
of company

Date of creation of the charge

18th April 1989

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

Legal Charge

Amount secured by the mortgage or charge

All monies and liabilities whether direct or contingent due at whatever time incurred by the Company to the Lender on any account whatsoever and wheresoever together with commission banking charges and interest.

69a.

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

CHANCERY PLC. of 14 Fitzhardinge Street, Manchester Square, London W1H 9PL

Postcode

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

FLADGATE FIELDER
HERON PLACE
3 GEORGE STREET
LONDON W1H 6AD

Ref: 106/7050/74

Time critical reference

For official Use
Mortgage Section

REGISTERED

21 APR 1989

Post room



Short particulars of all the property mortgaged or charged

Please do not
write in
this margin

- (A) A first fixed legal charge on the below mentioned property.
- (B) A floating charge over the undertaking of the company and all its other property assets and rights whatsoever and wheresoever both present and future.

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

Property referred to under (A) above:

Firstly all that freehold piece or parcel of land (formerly allotment gardens) at the rear of houses in Woodthorpe Avenue, Fishtoft, Boston, Lincolnshire and containing an area of 0.62 acres or thereabouts which land is shown for the purpose of identification only edged red on the plans annexed to a Conveyance of even date herewith and made between the Council of the Borough of Boston (by Ronald Ernest Coley, their Chief Executive and Solicitor of the one part and the Borrower of the other part

Secondly, all that freehold land known as 17 Eastwood Road, Fishtoft, Lincolnshire as the same is for the purpose of identification only edged red on the plan attached to the Legal Charge.

Particulars as to commission allowance or discount (note 3)

None

Please place on the register a prohibition against Charges ranking in priority to or pari passu with the above Charge.

Signed

Fladgate Fielder

Date 20th April 1989

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.

Page 2

FILE COPY



**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

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

I hereby certify that a mortgage or charge dated the 18th APRIL 1989
and created by BOSTON & FRAMPTON BUILDING CO. LIMITED

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to CHANCERY PLC

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 21st APRIL 1989

Given under my hand at the Companies Registration Office,

Cardiff the 2nd MAY 1989

No. 2247011

A handwritten signature in dark ink, appearing to read 'C. J. [unclear]', written over a faint rectangular stamp.

C. J. [unclear]

an authorised officer

C.69a

POST

28/4 JK

M

COMPANIES FORM No. 403a

Declaration of satisfaction in full or in part of mortgage or charge

403a

17/5

Please do not
write in
this margin

Pursuant to section 403(1) of the Companies Act 1985

S212C

To the Registrar of Companies

For official use

Company number

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

Name of company

[B I I I]

2247011

* Insert full name
of company

* BOSTON & FRAMPTON BUILDING COMPANY LIMITED

I, John Wigner
of The Burrows Hall Lane Frampton Boston Lincolnshire

† delete as
appropriate

a director/secretary of the above company, do solemnly and sincerely declare that the debt for

‡ insert a description
of the instrument(s)
creating or
evidencing the
charge, eg
'Mortgage',
'Charge',
'Debenture' etc.

which the charge described below was given has been paid ~~or satisfied~~ in [full] [part]

Date and Description of charge Legal Charge 2nd November 1988

Date of Registration 4th November 1988

Name and address of [chargee] The Governor and Company
of the Bank of Scotland The Mound Edinburgh Scotland

Short particulars of property charged Wayside 19 Eastwood Road Frampton Boston
Lincolnshire

§ the date of
registration may be
confirmed from the
certificate

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 27 Wide Bargate,
Boston, Lincolnshire

Declarant to sign below

the 12th day of May
one thousand nine hundred and eighty nine
before me R. P. [Signature]

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

Presenter's name address and
reference (if any): MDP.753773
CHATTERTONS
28 WIDE BARGATE
BOSTON
LINCS
PE21 6RT

For official Use
Mortgage Section

REGISTERED

16 MAY 1989

Post room

Particulars of a mortgage or charge

395

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies

Company number

2247011

Name of company

* BOSTON AND FRAMPTON BUILDING COMPANY LIMITED

* insert full name
of company

Date of creation of the charge

7th August 1989

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

Legal Charge dated

Amount secured by the mortgage or charge

All monies and liabilities now or at any time hereafter due owing or incurred to the Bank by the Company in any way whatsoever.

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

Midland Bank plc, whose registered office is at Poultry, in the City of London.

Postcode EC2P 2BX

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

CHATTERTONS
28 WIDE BARGATE
BOSTON
MASS
PE21 6RT DX 268C3

Ref: 2.MDP.SR.781987

Time critical reference

**For official Use
Mortgage Section**

REGISTERED

- 8 AUG 1989

Post room

st room

COMPANIES REGISTRATION
Cardiff
8 AUG 1960

Short particulars of all the property mortgaged or charged

Freehold property situate and known as 47 Wormgate, Boston, Lincs.

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)

NIL

Signed

Chatterless

Date

7/6/89

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

I hereby certify that a mortgage or charge dated the 7th AUGUST 1989
and created by BOSTON & FRAMPTON BUILDING CO. LIMITED

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to MIDLAND BANK plc

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 8th AUGUST 1989

Given under my hand at the Companies Registration Office,

Cardiff the 17th AUGUST 1989

No. 2247011

A handwritten signature in dark ink, appearing to be 'P. H. ...', written over a faint circular stamp.

an authorised officer

POST AD

C.69a

17 / 8 / 89

M

COMPANIES FORM No. 403b

19/1

403b

Declaration that part of the property or undertaking charged (a) has been released from the charge; (b) no longer forms part of the company's property or undertaking

Please do not write in this margin

Pursuant to section 403(1)(b) of the Companies Act 1985

2-1

S268c

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

To the Registrar of Companies

For official use

Company number

* Insert full name of company

Name of company

* BOSTON & FRAMPTON BUILDING CO., LIMITED

[B][I][I]

2247011

I, JOHN DOUGLAS WIGNER

of THE BURROWS HALL LANE FRAMPTON BOSTON LINCOLNSHIRE

† delete as appropriate

[a director] [XXXXXXXXXX] [the secretary]† of the above company, do solemnly and sincerely declare that with respect to the charge described below the part of the property or undertaking described [has been released from the charge] [has ceased to form part of the company's property or undertaking]†

Date and description of charge ‡ LEGAL CHARGE dated 14th February 1989

Date of registration § 16th February 1989

Name and address of [chargee] [trustee for the debenture holders]† THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND.

Short particulars of property or undertaking released or no longer part of the company's property or undertaking § FLATS 1, 2, 3 and 4 at 41/43 WORMGATE BOSTON LINCOLNSHIRE

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 "LINDUM HOUSE" 27, WIDE

BARGATE BOSTON in the County of Lincoln

Declarant to sign below

the 12th day of January

one thousand nine hundred and ninety

before me J.E. B. [Signature] J.E.B. ROBERTSON

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

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

MESSRS CHATTERTONS
28 WIDE BARGATE
BOSTON
LINCS PE21 6RT

Ref: 2.MDP.799304

For official Use
Mortgage Section

REGISTERED

17 JAN 1990

Post room

17 JAN 1990

20

Notice of appointment of receiver or manager

Pursuant to section 405(1) of the Companies Act 1985

405(1)

Please do not
write in this
binding margin

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

**To the Registrar of Companies
(Address overleaf)**

For official use

Company number

Name of company

* Insert full name
of company

* BOSTON & FRAMPTON BUILDING ~~COMPANY~~ CO.
LIMITED

I/We MAMOSS, L GARE
of CHANCERY BANK 103 WIGMORE STREET LONDON W1H 9AB

give notice that

o insert name and address of receiver/manager

0 MICHAEL ANTHONY MOSS OF 38 THE BROADWAY
LONDON SW19 1LR

† delete as appropriate

UNDER THE CPA 1925
was appointed as [receiver][manager][receiver and manager]† of [part of] the property of the company.

The appointment was made by CHANCEPIC of 103 WIGMORE STREET LONDON
[an order of the \$ W1H 9AB]

§ name of court
making the order

made on 29th AUGUST 1990]t

‡ enter description and date of the instrument under which appointment is made, and state whether it is a debenture secured by a floating charge

[me/us on _____ under the powers contained in: A LEGAL
CHANGE DATED 18th April 1989 MADE BETWEEN Boston &
FRAMITON BUILDING CO. LTD AND CHANCERY PLC.

Signed

Date 4/9/90

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

MAMOSS Co
40 CHANCERY BANK
103 WILMORE STREET
LONDON W14 9AB

**For official Use
Liquidation Section**

Post room

For official Use
Liquidation Section

REGISTERED
5 SEP 1990

COMPANIES HOUSE
- 5SEP1990
M 24

Time critical reference

M

COMPANIES FORM No. 405(1)

Notice of appointment of receiver or manager

405(1)

Pursuant to section 405(1) of the Companies Act 1985

Please do not write in this margin

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

[] [] []

2247011

Name of company

* Boston & Frampton Building Co. Limited

We THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND

of THE MOUND, EDINBURGH

give notice that

† Insert name and address of receiver/manager

† William Morys Roberts and Nigel James Hamilton of Messrs Ernst & Young, Becket House, 1 Lambeth Palace Road, London. SE1 7EU

‡ Delete as appropriate

were receivers
was appointed as receiver and manager of the property of the company
at 20/22 High Street, Kirton, Boston, Lincolnshire
The appointment was made by

§ Name of court making the order

in order of the

made on]†

¶ Enter description and date of the instrument under which appointment is made, and state whether it is a debenture secured by a floating charge

for us on 15th October 1990

under the powers contained in

a Legal Charge dated 20th September 1988.

Signed

E. S. Stan

Date

17-10-90

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

Law Department
Bank of Scotland
55 Old Broad Street
London EC2
REF: ECS/ nw

Time critical reference

For official use
Liquidation Section

Post room



The Solicitors' Law Stationery Society plc, Oyez House, 27 Chancery Street, London EC1 1ST

1985 Edition
11 85 F68 2
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M

COMPANIES FORM No. 405(1)

Notice of appointment of receiver or manager**405(1)**

Pursuant to section 405(1) of the Companies Act 1985

Please do not
write in
this margin

R118

To the Registrar of Companies

For official use Company number

[] [] [] [] [] []

2247011

Please complete
legibly, preferably
in black type, or
bold block lettering* Insert full name
of company

Name of company

* Boston & Frampton Building Co Limited

XXWe THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND
of THE MOUND, EDINBURGH

give notice that

† Insert name and
address of
receiver/manager† William Morys Roberts and Nigel James Hamilton of Messrs Ernst &
Young, Becket House, 1 Lambeth Palace Road, London, SE1 7EU‡ Delete as
appropriatewere receivers
was appointed as [receiver/manager/receiver and manager] ‡ of [part of] the property of the company.
at 41/43 Wormgate, Boston, Lincolnshire
The appointment was made by§ Name of court
making the order

[in order of the court]

¶ Enter description
and date of the
instrument under
which
appointment is
made, and state
whether it is a
debenture
secured by a
floating charge

[] ‡

[]/us on 15th October 1990 under the powers contained in
a Legal Charge dated 14th February 1989

[] ‡

Signed

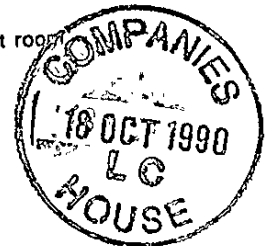
E. S. Smith

Date

14-10-90

Presentor's name, address and
reference (if any):Law Department
Bank of Scotland
55 Old Broad Street
London EC2P 2HL
REF ECS/KMFor official use
Liquidation Section

Post room



Time critical reference



The Solicitors' Law Stationery Society plc, Oyez House, 27 Crimscoth Street, London SE1 5TS

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11 85 F5632

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Companies (WU) M405(1)