

**Particulars of a mortgage or charge**

Pursuant to section 395 of the Companies Act 1985

Please do not
write in
this marginPlease 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

Name of company

* POUND LAND LIMITED

Date of creation of the charge

18th December, 1991

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

DEBENTURE

Amount secured by the mortgage or charge

ALL THE COMPANY'S PRESENT AND FUTURE INDEBTEDNESS
OF WHATSOEVER NATURE TO KEITH SMITH

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

Keith Smith of Casa boive S' Alegeret , Porto
Petro, Santany , Mallorca, SPAIN

Postcode

Presentor's name, address and
reference (if any):TRAVEL HORNER & PARTNERS
56 London Road,
SOUTHENDON SEA,
Essex.
SS1 1QQ
REF: TDF DS SMITH 1002/6

Time critical reference

For official use

20 DEC 1991

Post room

COMPANIES HOUSE

20 DEC 1991

M

8

Short particulars of all the property mortgaged or charged

Please do not
write in
this margin

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

By way of Legal Mortgage : Unit 22 Octagon Centre, Burton on Trent comprised in a lease of the 19th February 1991 between St. Modwen Developments (Octagon) Ltd.(1) & the Company (2). The leasehold premises Unit 2 195/197 High Street, West Bromwich comprised in a lease of the 8th October 1991 between SAL Pension Fund Ltd. (1) the Company (2) . The leasehold premises unit SU33 The Shopping Pyramid, Shopping Centre, Birkenhead comprised in a lease of the 22nd July, 1991 between Sibec (Birkenhead) Ltd(1) the Company (2). The Leasehold premises Unit 7 Meadowhall Centre, Sheffield comprised in a lease of the 8th July, 1991 made between Meadowhall Centre Ltd(1) the Company (2) and by way of fixed equitable Charge all estate or interest in any other freehold or leasehold property by way of fixed charge all stocks , shares or other security belonging to the company, by way of fixed charge the company's goodwill, by way of fixed charge all book debts and other debts due to the company, by way of floating security its undertaking in all other property , assets and rights.

Particulars as to commission allowance or discount (note 3)

Signed *Tawell Horner + Partners*

Date *18th December 1991*

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



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

1985 Edition
11.85 F5626
5010503

Companies M395

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 DECEMBER 1991
and created by POUND LAND LIMITED

for securing all moneys due or to become due from the Company to KEITH
SMITH

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 20th DECEMBER 1991

Given under my hand at the Companies Registration Office,
Cardiff the 3rd JANUARY 1992

No. 2495645

P. Jones
P. JONES

an authorised officer

C.69

105X
3-1-a2
OM