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*insert full name
of company

COMPANIES FORM No. 395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies

Name of company

For official use

Company number

[17]

2553654

* BUSINESS IN FOCUS LIMITED (CO NO.2553654)

Date of creation of the charge

11 MARCH 1999

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

CHARGE OVER BUILDING CONTRACT

Amount secured by the mortgage or charge

ALL LIABILITIES NOW OR AT ANY TIME OR TIMES HEREAFTER DUE OR
OWING OR INCURRED BY BUSINESS IN FOCUS LIMITED ("THE
BORROWER" TO NATIONAL WESTMINSTER BANK PLC "THE LENDER")

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

NATIONAL WESTMINSTER BANK PLC, SECURITIES DEPARTMENT, IMPACT
HOUSE, 8 CASTLE BOULEVARD, NOTTINGHAM

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

Eversheds
Fitzalan House
Fitzalan Road
Cardiff
CF2 1XZ

4.ALH.A7434

Time critical reference

For official use
Mortgage Section

Post room



Short particulars of all the property mortgaged or charged

CHARGES TO THE LENDER THE BENEFIT OF THE BUILDING CONTRACT
BETWEEN THE BORROWER (1) AND MANNING CONSTRUCTION (2) DATED 22nd
February 1999 ("THE CONTRACT") AND ALL THE ESTATE RIGHT TITLE
BENEFIT ADVANTAGE PROPERTY CLAIM AND DEMAND WHATSOEVER OF THE
BORROWER UNDER OR PURSUANT TO THE CONTRACT

THE BORROWER ASSIGNS TO THE LENDER THE RIGHT TO RECEIVE ALL
MONIES FROM TIME TO TIME DUE TO THE BORROWER UNDER THE CONTRACT

THE PROCEEDS OF ALL INSURANCES REFERRED TO IN THE CONTRACT ARE
CHARGED BY WAY OF FIXED CHARGE TO THE LENDER

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Particulars as to commission allowance or discount (note 3)

Signed *Evanshedy*

Date 15 March 1999

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. 02553654

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A CHARGE OVER BUILDING CONTRACT DATED THE 11th MARCH 1999 AND CREATED BY BUSINESS IN FOCUS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO NATIONAL WESTMINSTER BANK PLC UNDER THE TERMS OF THE AGREEMENT FOR LEASE AND THE "CONTRACT" BOTH DATED 22nd FEBRUARY 1999 WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 18th MARCH 1999.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 22nd MARCH 1999.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



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