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legibly, preferably in black type, or

* insert full name of company

bold block lettering

COMPANIES EORM No. 395

Particulars of a mortgage or charge

395

Pursuant to section 395 of the Companies Act 1985

Company number For official use To the Registrar of Companies 2822960 Name of company CLASSIC WHEELS LIMITED Date of creation of the charge 28th June 1993 Description of the instrument (if any) creating or evidencing the charge (note 2) Mc rtgage Debenture Amount secured by the mortgage or charge All monies obligations and liabilities as therein described Names and addresses of the mortgagees or persons entitled to the charge National Westminster Bank plc 5 High Street, Gosport, Hants Postcode For official Use Presentor's name address and Mortgage Section Post room reference (if any): JUL 1993 Messrs. Stokes 108 Victoria Road North, Portsmouth

19JUL 1993

Page 1

Hants

PO5 1QQ (Ref: JAC) Time critical reference

Notes

- It he original instrument (if any) creating or evidencing the charge, together with these prescribed printiculars correctly completed must be delivered to the Registrar of Companies within 21 days after the cate 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

FPOM STOKES SOLICITORS F'MOUTH 19-07-1993 14:31

Short particulars of all the property mortgaged or unarged

Fixed and floating charges over all the assets of the company

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Particulars as to commission allowance or discount (mote 3)

Signed

On behalf of [company][mertsesoc/chargee]t

P. 7.93

t 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 progure 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 28th JUNE 1993 and created by CLASSIC WHEELS LIMITED

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

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act 1985, on the 19th JULY 1993

Given under my hand at the Companies Registration Office,

Cardiff the 20th JULY 1993

No. 2822960

J. P. DUGGAN an authorised officer

C.69a

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

* insert full name of ce npany

COMPANIES FORM No. 395

Particulars of a mortgage or charge

Pursuant to section 395 Companies Act 1985

To the Registrar of Companies

For official use

Company Number

2822960

Name of Company

CLASSIC WHEELS LIMITED

Date of creation of the charge

21 October 1993

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

LEGAL MORTGAGE

Amount secured by the mortgage or charge

All liabilities of the Company present and future actual and/or contingent to National Westminster Bank Plc

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

National Westminster Bank Pic

41 Lothbury

London

Postcode

EC2P 2BP

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

National Westminster Bank Plc **UK Branch Business** Advances Department Securities, Insolvency and Litigation Section 2nd Floor, Phase II King's Cross III Days

200 Pentonville Road London N1 9HL Presentor's Reference

and/or telephone number 071-239 8205 REGISTERED

For official use

Mortgage Section

290CT 1993

Post room

53-50-05

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Portioulare as to commission allowance or discount

The freehold property hereinafter described ('the property') and the proceeds of sale thereof together with a floating charge over all moveable plant machinery implements utensils furniture and equipment at any time placed upon or used in or about the property and an assignment of the goodwill and connection of any business or businesses from time to time carried on in or upon the property or any part or parts thereof together with the full benefit of all licences including any registrations viz:

16 Toronto Place Gosport Hampshire, registered at H M Land Registry under title number HP384821.

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Nil	of allowards of alloward	
Per pro		
National Westminster Bar UK Branch Business, Ad Securities, Insolvency an 2nd Floor, Phase II, King's 200 Pentonville Road, Lon	vances Department d Litigation Section Cross House	Please see notes below.
Signed	Donovan	Date 1881 1993
On behalf of mortgagee _	Authorised Signatory	

Notes

- (a) A description of the instrument, eg 'Trust Deed', 'Mortgage', 'Debenture', etc. as the case may be, should be given.
- (b) The rate of interest payable under the terms of the Debentures should not be entered.

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 21st OCTOBER 1993 and created by CLASSIC WHEELS LIMITED

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

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act 1985, on the 29th OCTOBER 1993

Given under my hand at the Companies Registration Office,

Cardiff the 2nd NOVEMBER 1993

No. 2822960

J. P. DUGGAN an authorised officer

C.69a