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COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

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Pursuant to section 395 of the Companies Act 1985

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

To the Registrar of Companies

For official use

Company number

U15187

3235311

Name of company

* Pembridge Properties Limited

* insert full name
of company

Date of creation of the charge

~~19~~ 30th August 1997

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

DEED OF FIXED AND FLOATING CHARGE

Amount secured by the mortgage or charge

All monies and liabilities whether certain or contingent which now are or at any time hereafter may be due owing or incurred by Pembridge Properties Limited to the Mortgagee on any account or in any manner whatever (and whether alone or jointly with any other person and in whatever style or name and whether as a Principal or Surety) together with all outstanding interest

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

BIRMINGHAM MIDSHIRES BUILDING SOCIETY
PENDEFORD BUSINESS PARK
WOBASTON ROAD
WOLVERHAMPTON WV9 5HZ

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

SHOOSMITHS & HARRISON
THE LAKES
BEDFORD ROAD
NORTHAMPTON NN4 7SH
DX 712280 NORTHAMPTON 12

JCT cae 1YPEMA01

Time critical reference

For official use
Mortgage Section

Post room



A14 *AX28FYLF* 612
COMPANIES HOUSE 27/08/97

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legibly, preferably
in black type, or
bold block
lettering

BY WAY OF FIXED CHARGE:-

- 1 All freehold and leasehold land now or at any future time owned by the Company
- 2 All uncalled capital of the Company whether present or future
- 3 All goodwill of the Mortgagor whether present or future
- 4 All claims, intellectual property rights and choses in action now or at any future time held or owned by the Company
- 5 All shares, stocks and other securities now or at any future time belonging to the Company
- 6 All book debts and other debts now and at any future time owed to the Mortgagor

BY WAY OF FLOATING CHARGE:-

The whole undertaking of the Mortgagor and all its property, assets and rights whatsoever and wheresoever present and/or future

Particulars as to commission allowance or discount (note 3)

NOT APPLICABLE

Signed



Date

22/8/97

On behalf of ~~[XXXXX]~~ [mortgagee/chargor] †

† delete as
appropriate

- 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. 03235311

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEED OF FIXED AND FLOATING CHARGE DATED THE 19th AUGUST 1997 AND CREATED BY PEMBRIDGE PROPERTIES LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO BIRMINGHAM MIDSHIRES BUILDING SOCIETY ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 27th AUGUST 1997.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 28th AUGUST 1997.


D. JENKINS

for the Registrar of Companies

128-8



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