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COMPANIES FORM No. 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

403b

CHFP025

Please do not write in this margin

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

*insert full name of company

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

To the Registrar of Companies
(Address overleaf)

For official use

Company number

11816

3287957

Name of company

* NHP Securities No. 3 Limited

I, Sheila Kaul

of 35 Princes Court, Wembley, Middlesex, HA9 7JJ

† delete as appropriate

XXXXXX [the secretary] XXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX of the above company, do

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

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] XXXXXXXXXXXXXXXXXXXXXXX

XXXXXXXXXXXXXXXXXXXX†

Date and description of charge ‡ 29 JUNE 1999 - SUPPLEMENTAL DEBENTURE ✓

Date of registration § 2 JULY 1999 ✓

§ the date of registration may be confirmed from the certificate

Name and address of [chargee] XXXXXXXXXXXXXXXXXXXXXXX The Governor and Company of the Bank of Scotland Commercial Banking Services of Telford House 3 Mid New Cultins Edinburgh EH11 4DH as Security Trustee (defined in the Debenture)

Short particulars of property or undertaking released or no longer part of the company's property or undertaking § Please see attached schedule.

§ insert brief details of property or undertaking no longer subject to the charge

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 Woking Surrey Declarant to sign below

[Signature]

Day Month Year
on 27 04 2004

before me M J Williams (M J WILLIAMS)

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):

Eversheds LLP
Holland Court
The Close
Norwich
NR1 4DX

CHC/ERF

For official use
Mortgage section

Post room



A02
COMPANIES HOUSE

AMF7FUPG

Q130
30/04/04

Notes

The address for companies registered in England and Wales or Wales is:-

The Registrar of Companies
Companies House
Crown Way
Cardiff
CF14 3UZ

SCHEDULE FOR COMPANIES HOUSE FORM 403(b)

1. All that freehold property known as The Fountains Nursing Home, Pleasington Close, Blackburn, Lancashire, BB2 1TU registered under title number LA645238 at HMLR (the **"Property"**). ✓
2. All rights and claims to which the Company is now or may hereafter become entitled in relation to the Property including those against any manufacturer, supplier or installer of the Property, any builder, contractor or professional advisor engaged in relation to the Property and any lessee, sub-lessee or licensee of the Property including any rent deposit deed and any guarantor or surety for the obligations of such.
3. All the Company's right, title and interest in and to all rights and claims to which the Company is or may become entitled under or in respect of the Documents listed below.
4. All the Company's rights, title and interest in and to all rights to which the Company is or may become entitled to receive any proceeds of insurance in respect of the Property.

THE DOCUMENTS

Property	Security	Original Parties	Date
The Fountains Nursing Home Pleasington Close Blackburn Lancashire BB2 1TU	Rent Deposit Deed	(1) NHP Securities No. 3 Limited (2) Highfield Care Homes No. 2 Limited (formerly Palladium Leased Homes Limited)	4 April 2001
	Mortgage Debenture	(1) Highfield Care Homes No. 2 Limited (formerly Palladium Leased Homes Limited) (2) NHP Securities No. 3 Limited	4 April 2001
	Deed of Guarantee	(1) Highfield Care Homes Limited (formerly Palladium Healthcare Limited) (2) Highfield Care Homes No. 2 Limited (formerly Palladium Leased Homes Limited) (3) NHP Securities No. 3 Limited	4 April 2001
	Deed of Covenant	Given by Highfield Care Homes Limited (formerly Palladium Healthcare Limited) in favour of NHP Securities No. 3 Limited	4 April 2001