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legibly, preferably
in black type, or
bold block lettering

*insert full name
of Company

COMPANIES FORM No. 395

Particulars of a mortgage or charge

A fee of £10 is payable to Companies House in respect
of each register entry for a mortgage or charge.

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies
(Address overleaf - Note 6)

For official use

COMPANIES HOUSE
Company number

3511558

Name of company

* CRAFTHEATH LIMITED

Date of creation of the charge

17.12.2001

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

Legal Charge

Amount secured by the mortgage or charge

The facilities and liabilities which the Company may have under the term loan of the facility letter dated 12 October 2001 made between the Company and the Governor and Company of the Bank of Scotland ('BoS') (the 'Facility Letter') and the Legal Charge dated 17 December 2001 and made between the Company and BoS from time to time (and whether on or at any time after demand) be due, owing or incurred in whatsoever manner to BoS by the Company, whether actually or contingently, solely or jointly and whether or not BoS shall have been an original party to the relevant transaction, and including interest, discount, commission and other lawful charges or expenses which BoS may in the course of its business charge or incur in respect of any of those matters or for keeping the Company's account, and so that interest shall be computed and compounded according to the usual BoS rates in practice as well after as before any demand made or decree obtained under the said Legal Charge

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

The Governor and Company of the Bank of Scotland of West End, London
Business Centre, 54 St James Gate 14-16 Cockspur Street, London

Postcode SW1Y 5BL

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

Khalique Kingsley
115 Hoe Street
Walthamstow
London
E17 4RX

For official Use
Mortgage Section

Post room



A02
COMPANIES HOUSE

AMQGP76U

0366
04/01/02

Time critical reference

Short particulars of all the property mortgaged or charged

The Company charges to BoS as a continuing security and with full title guarantee the following:-

a) By way of legal mortgage all that leasehold property known as 333-339 (odd numbers only) Forest Road, Walthamstow, London E17 as more particularly described in a lease dated 17 December 2001 and made between The Mayor and Burgesses of the London Borough of Waltham Forest (1) and Craftheath Limited (2) together with all present and future building structures, fixtures (including trade and tenant's fixtures situated in the same) ('the Property') and all the Company's title interest in all plant and machinery which are at any time on the same:

(b) By way of fixed charge:

(i) All present and future interests of the Company in or over the Property;

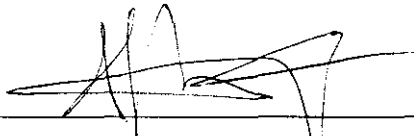
(ii) The benefit of any interest rate swap or other agreement with BoS or any third party for protecting or hedging the Company's liability to pay interest to BoS under or in connection with the Facility Letter at any time

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

Particulars as to commission allowance or discount (note 3)

Signed



Date

3/1/02

On behalf of [company] [mortgagee/chargee] †

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 5)

† 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.
- 5 Cheques and Postal Orders are to be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is:-

Companies House, Crown Way, Cardiff CF14 3UZ

**Particulars of a mortgage or charge
(continued)**

Continuation sheet No 1
to Form No 395 and 410

(Scot)

Company Number
3511558

Name of Company

CRAFTHEATH LIMITED

Description of instrument creating or evidencing the mortgage or charge (continued) (note 2)

(iii) The benefit of all contracts appointments warranties and other documents to which the Company is a party relating to any development of any of the Property

(iv) The proceeds of any claim made by the Company under any insurance policy relating to the property

(c) The benefit of the rental income receivable by the Company or its assigns from any tenants of the Property or any other monies otherwise derived from the Property

(d) The Company covenants that it will not without the previous written consent of BoS to create or attempt to create or permit to subsist any mortgage charge lien or encumbrance (other than any floating security or security arising in the ordinary course of business or by operation of law) on any whole or part of the property or rights which are or may from time to time be charged or assigned by way of security under the said Legal Charge

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

Pursuant to section 401(2) of the Companies Act 1985

COMPANY No. 03511558

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 17th DECEMBER 2001 AND CREATED BY CRAFTHEATH LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND UNDER THE TERMS OF THE FACILITY LETTER DATED 12TH OCTOBER 2001 AND THIS LEGAL CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 4th JANUARY 2002.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 8th JANUARY 2002.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —