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COMPANIES FORM No. 88(2)(Rev 1988)**Return of allotments of shares****88(2)**

Pursuant to section 88(2) of the Companies Act 1985 (the Act)

Please do not
write in this
margin**(REVISED 1988)**This form replaces forms
PUC2, PUC3, and 88(2)To the Registrar of Companies **address overleaf**
(see note 1)

Company number

3662150

Please complete
legibly, preferably
in black type, or
bold block letters**1. Name of Company*** insert full name
of company* **Brendon Estates Limited****2. This section must be completed for all allotments**~ distinguish
between
ordinary
preference

Description of shares ~				Total
A Number allotted				3
B Nominal value of each	£	£	£	£1.00
C Total amount (if any) paid or due and payable on each share (including premium if any)	£	£	£	£1.00

complete
(a) or (b) as
appropriate

Date(s) on which the shares were allotted

(a) [on **10 November 1998** 19] #, or

(b) [from 19 to 19] #

The names and addresses of the allottees and the number of shares allotted to each should be given overleaf

3. If the allotment is wholly or partly other than for cash the following information must be given**(see notes 2 and 3)**

D Extent to which each share is to be treated as paid up. Please use percentage.	100.00%		
E Consideration for which the shares were allotted			

NOTES

1. This form should be delivered to the Registrar of Companies within one month of the (first) date of allotment.
2. If the allotment is wholly or partly other than for cash, the company must deliver to the registrar a return containing the information at D and E. The company may deliver this information by completing D and E and delivery of the information must be accompanied by the duly stamped contract required by section 88(2) (b) of the Act or by the duly stamped prescribed particulars required by section 88(3) (Form No 88(3)).
3. Details of bonus issues should be included only in section 2.

Presenter's name, address, telephone
number and reference (if any):
Professional Formations
37 Nutgrove Avenue
Bristol BS3 4QF
Tel (0117) 966 1322
For official use

Post room



4. Names and addresses of the allottees

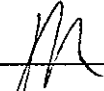
Please do not write in the margin

Names and Addresses	Number of shares allotted	
		Type of share
Ms Rona Brown 25 Holmwood Gardens Westbury on Trym BS9 3EB	1	Ordinary
Miss Laura Brown 25 Holmwood Gardens Westbury on Trym BS9 3EB	1	Ordinary
Miss Ruth Brown 25 Holmwood Gardens Westbury on Trym BS9 3EB	1	Ordinary
Total	3	

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

Where the space given on this form is inadequate, continuation sheets should be used and the number of sheets attached should be indicated in the box opposite:

Insert
Director,
Secretary,
Administrator,
Administrative
Receiver or
Receiver
(Scotland) as
appropriate

Signed  Designation # Company Secretary Date 10/11/98

Companies registered in England and Wales or Wales should deliver this form to:-

The Registrar of Companies
Companies House
Crown Way
Maindy
Cardiff
CF4 3UZ
Brendon Estates Limited

Companies registered in Scotland should deliver this form to:-

The Registrar of Companies
Companies Registration Office
100-102 George St
Edinburgh
EH2 3DJ