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COMPANIES FORM No. 395

NM

395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

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

*Insert full name
of company

To the Registrar of Companies

For official use Company number



3777825

Name of company

* BAYBRIDGE ESTATES LIMITED

Date of creation of the charge

27th day of JULY 1999

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

DEBENTURE

Amount secured by the mortgage or charge

All the Company's liabilities to Golden Finance Limited (refer to
"Secured Liabilities" paragraph on page 5 of Debenture)

4.

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

Golden Finance Limited (Co. Regn. No. 1714383) of S.K Buildings,
Birchall Street, Birmingham

Postcode B12 0RP

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

BARTLETT BEYNON & KANG
SOLICITORS

DX : 10787 Moseley

For official use
Mortgage section

Post room



A32 *ADLT3IL7* 543
COMPANIES HOUSE 04/08/99

Time critical reference

Short particulars of all the property mortgaged or charged

1. By way of first legal mortgage :
83/89 Bescot Road, Walsall, West Midlands (HM Land Registry Title Number WM420885) ✓
2. By way of first fixed equitable charge all land which the Company acquires in the future
3. By way of separate first fixed charges : all the goodwill and uncalled Capital of the Company, present or future; the Securities; the Insurance; the Intellectual Property; the Debts; the Rents; the Asset Contracts; the Other Claims; the Fixed Plant and Equipment; the Loose Plant and Equipment.
4. By way of first floating charge all those Assets which are not for any reason effectively charged by this Debenture by way of fixed charge or mortgage, including without limitation any heritable property of the Company situated in Scotland

Please do not write in this margin

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

T.
Cl.

Particulars as to commission allowance or discount (note 3)

Signed

Barrett Beynon & King

Date 03-08-99

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

*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 situated 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.

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FILE COPY



**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

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

COMPANY No. 03777825

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 27th JULY 1999 AND CREATED BY BAYBRIDGE ESTATES LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO GOLDEN FINANCE LIMITED ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 4th AUGUST 1999.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 9th AUGUST 1999.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



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