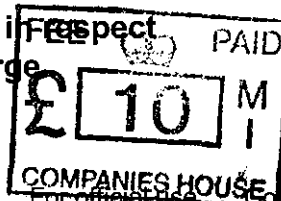


Particulars of a mortgage or charge

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 Company number

171

03925327

Name of company

* Kempton Homes Limited

Date of creation of the charge

11 August 2003

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

- Legal Charge

Amount secured by the mortgage or charge

All sums of money owed and all liabilities or obligations to be carried out by the Company to the Bank at anytime and from time to time whether

- a) they arise before or after the Bank has demanded that they are repaid or carried out or
 - b) they are owed or to be carried out immediately or only after a stated event has occurred or
 - c) the Company owes or is to carry them out on its own or jointly with any other person or as guarantor for any other person
- together with interest, costs and expenses due from the Company to the Bank

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

The Governor and the Company of the Bank of Scotland, Business Banking,
2 Robertson Avenue, Edinburgh, EH11 1PZ

Postcode

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

Eversheds LLP
Eversheds House, 70 Great
Bridgewater Street,
Manchester, M1 5ES

P/JMH/LS/137755/000004

Time critical reference

For official Use
Mortgage Section

Post room



A39
COMPANIES HOUSE

D451
16/08/03

Short particulars of all the property mortgaged or charged

Norcliffe Farm Styal Road Styal Wilmslow Cheshire SK9 4HZ being the land comprised in title number CH432874.

Please do not write in this margin

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

Particulars as to commission allowance or discount (note 3)

None

Signed

Date 14.8.03

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

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

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03925327

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 11th AUGUST 2003 AND CREATED BY KEMPTON HOMES LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 16th AUGUST 2003.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 20th AUGUST 2003.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

P
JTH