



CHFP041

Please do not
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Please complete
legibly, preferably
in black type or
bold block
lettering

* Insert full name
of company

COMPANIES FORM No. 395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

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

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

For official use Company number

Name of company

* GROVELEAF ESTATES LIMITED

Date of creation of the charge

11th March 2005

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 LIABILITIES OR OBLIGATIONS TO BE CARRIED OUT
BY THE BANK AT ANY TIME AND FROM TIME TO TIME BY THE COMPANY WHETHER
(i) THEY ARISE BEFORE OR AFTER THE BANK HAS DEMANDED THAT THEY ARE REPAID
OR CARRIED OUT;
(ii) THEY ARE OWED OR TO BE CARRIED OUT IMMEDIATELY OR ONLY AFTER A
STATED EVENT HAS OCCURRED ;
(iii) THE COMPANY OWES OR IS TO CARRY THEM OUT ON HIS OWN OR JOINTLY WITH
ANY OTHER PERSONS;
(iv) THE COMPANY OWES OR IS TO CARRY THEM OUR ON HIS OWN ACCOUNT OR AS
GUARANTOR FOR OTHER PERSONS; TOGETHER WITH INTEREST UPON THEM AND
EXPENSES RELATING TO THEM.

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

THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND
Citymark, 150 Fountainbridge
EDINBURGH

Postcode EH3 9PE

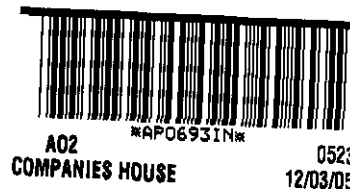
Presentor's name, address and
reference (if any):

Metcalfes
46-48 Queen Square
Bristol BS1 4LY
DX DX7835 Bristol 1

AJBF/PB/BAN002-398
Time critical reference

For official use
Mortgage section

Post room



Com 395-1/2

Short particulars of all the property mortgaged or charged

- (i) charges by way of legal mortgage the property known as 150 Falcon Road, Battersea, London SW11 Title number: SGL166813 ("the Property")
- (ii) charges by way of fixed charge all buildings and other structures on, and items fixed to, the Property;
- (iii) charges by way of fixed charge any goodwill relating to the Property or the business or undertaking conducted at the Property;
- (iv) charges by way of fixed charge all plant, machinery and other items affixed to and forming part of the Property on or at any time after the date of the charge;
- (v) charges by way of assignment the Rental Sums together with the benefit of all rights and remedies of the Borrower relating to them to hold to the Bank absolutely subject to redemption upon repayment of the Debt
- (vi) charges by way of fixed charge the proceeds of any claim made under any insurance policy relating to any of the property charged under this charge; and
- (vii) charges by way of floating charge all unattached plant, machinery, chattels and goods now or at any time after the date of this charge on or in or used in connection with the Property, or the business or undertaking conducted at the Property.

Please do not write in this margin

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

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

Particulars as to commission allowance or discount (note 3)

nil

Signed

Date

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

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:-

*Delete as appropriate

Companies House, Crown Way, Cardiff CF4 3UZ.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 04769145

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 11th MARCH 2005 AND CREATED BY GROVELEAF ESTATES LTD 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 12th MARCH 2005.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 17th MARCH 2005.

CRH
DX



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —