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COMPANIES FORM No. 395

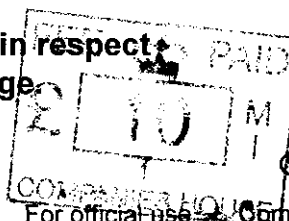
Particulars of a mortgage or charge

395

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)



05070051

Name of company

* CITY RETREAT SALON AND SPA LIMITED ("the Company")

Date of creation of the charge

29 June 2004

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

RENT DEPOSIT DEED ("the Deed")

Amount secured by the mortgage or charge

Any failure by the Company to pay:

1. the whole or any part of the Rent
2. any money including interest payable pursuant to the Lease
3. any expense incurred by the Chargee or due to the Chargee and resulting from:-
 - 3.1 any failure by the Company to observe and perform the tenant's covenants and obligations and the conditions contained in the Lease; or
 - 3.2 the determination of the Lease before the end of the Term by forfeiture or the disclaimer by any liquidator or trustee in bankruptcy of the estate of the Company
4. any costs and VAT referred to in Clause 8 or
5. any other sums payable by the Company under the terms of the Deed

whether or not any formal demand has been made,

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

CROWN DILMUN (SWAN HOUSE) LIMITED of 20-22 Bedford Row, London ("the Chargee")

Postcode WC1R 4JS

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

Wedlake Bell
52 Bedford Row
London
WC1R 4LR

WB5/360234

Time critical reference

For official Use
Mortgage Section



Under Clause 2.2 of the Deed, the Company with full title guarantee charges by way of first fixed charge all its interest in the Deposit Account and all sums from time to time standing to the credit of it as security for money payable to the Chargee in the event of default until such time as the Deposit Account is closed in accordance with Clause 3 of the Deed.

(See attached continuation sheet for definitions)

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)

N/A

Signed

Wendy Bell

Date 20 July 2004

On behalf of ~~[company]~~ ~~[mortgagor]~~ ~~[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

City Retreat Salon and Spa Limited

Definitions

Deposit Account means the interest earning deposit account opened by the Chargee at the Bank as soon as reasonably practicable after the date of the Deed and in which the Chargee has placed the Initial Deposit or in which the Deposit Balance is for the time being held under the terms of the Deed. The Chargee may at any time and from time to time close the Deposit Account and transfer the Deposit Balance from it to any other interest earning deposit account with the same or another branch of the Bank or with another bank in the name of the Chargee and it will give written notice of any such action with relevant particulars to the Company. The expression accordingly includes any such other deposit account.

Deposit Balance means the amount from time to time standing to the credit of the Deposit Account.

Initial Deposit means £18,750 plus VAT thereon provided by the Company to secure its obligations to the Chargee under the Lease as provided in the Deed.

Lease means a lease dated 29 June 2004 between (1) the Chargee and (2) the Company.

Bank means Anglo Irish Bank Corporation plc or any other UK clearing bank at which the Deposit Account is for the time being maintained under the terms of the Deed.

The expressions the **Term** the **Rent** and **VAT** are to have the meanings ascribed to them by the Lease.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 05070051

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A RENT DEPOSIT DEED DATED THE 29th JUNE 2004 AND CREATED BY CITY RETREAT SALON & SPA LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO CROWN DILMUN UNDER THE TERMS OF THE AFOREMENTIONED INSTRUMENT CREATING OR EVIDENCING THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 20th JULY 2004.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 22nd JULY 2004.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —