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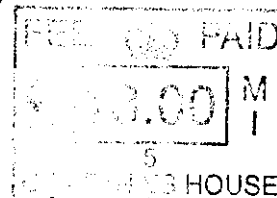
395

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Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

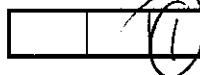


Please complete
legibly,
preferably in
black type or
bold block
lettering

To the Registrar of Companies

For Official Use

Company Number



05636745

Name of company

*Insert full name
of company

Albany Care Limited ("the Company")

Date of creation of the charge

30 April 2006

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

Legal Charge

Amount secured by the mortgage or charge

All moneys and liabilities

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

The Governor and Company of the Bank of Scotland ("BoS"), The Mound, Edinburgh, EH1 1YZ

Presenter's name, address and reference
(if any):Nabarro Nathanson
DX 712550
Sheffield 20

Ref: BC/MMG/B0125/01380

Time critical reference

For Official Use
Mortgage section

Post Room



See attached sheet.

Please do not write in this margin

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

Particulars as to commission allowance or discount (note 3)

N/A

For **BoS**

Signed Nabam Nathary

Date 03/05/06

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, e.g. "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

Form 395 Continuation Sheet

Company: Albany Care Limited (Company Number: 05636745)

Particulars of all the property charged

LEGAL CHARGE

1. By way of Legal Mortgage over all the freehold property known as Albany House, 5 and 7 Woodlands Road, Woodlands, Adwick-le-Street, Doncaster, DN6 7JX registered at the Land Registry under Title Numbers SYK22045, SYK335970 and SYK397693 ("the Property");
2. By way of fixed charge over all buildings and other structures on and items fixed to the Property;
3. By way of fixed charge over any goodwill relating to the Property or the business or undertaking conducted at the Property;
4. By way of fixed charge over all plant machinery and other items affixed to and forming part of the Property on or at any time after the date of the Legal Charge;
5. By way of assignment all rents, profits, income, fees and other sums at any time payable by any lessees, underlessees, tenants or licensees of the Property to the Company pursuant to the terms of any agreements for lease, leases, underleases, tenancies or licences to which all or any part of the Property is subject but not any sums payable in respect of services provided to such lessees, underlessees, tenants or licensees or payable in respect of insurance premiums or reasonable professional fees or expenses together with the benefit of all rights and remedies of the Company relating to them to hold to **BoS** absolutely subject to redemption upon payment of all monies due or to become due to **BoS**;
6. By way of fixed charge the proceeds of any claim made under any insurance policy relating to any of the property charged by the Legal Charge;
7. By way of floating charge all unattached plant, machinery, chattels and goods now or at any time after the date of the Legal Charge on or in or used in connection with the Property or the business or undertaking conducted at the Property.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 05636745

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 30th APRIL 2006 AND CREATED BY ALBANY CARE 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 4th MAY 2006.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 9th MAY 2006.

DYDMM



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES