

NI42450

Register of Mortgages for
DOHERTY'S PHARMACY LIMITED

Printed on: 14/11/2002

[P = Partly Satisfied]

[W = Wholly Satisfied]

Particulars of Mortgage

Names of

Satisfactions

Mortgagees

W/P Date

Doc

Bank of Scotland

(Ireland) Limited

Belfast

All monies Floating Charge

By way of first floating Charge, all the

company's property, assets, rights and

Undertaking both present and future

.....

see doc 8 for further details

8

Doc. No.

Registered

Created

Acquired

Amount #

0

**Particulars of a mortgage
Or charge****402**

Pursuant to Article 402(1) of the Companies (Northern Ireland) Order 1986

M

To the Registrar of Companies

For official use

Company Number

42356

NI 42450/8

Please do not write
in this margin

Name of Company

Please complete
legibly, preferably
in black type or
bold block
letteringInsert full name of
company*** DOHERTY'S PHARMACY LIMITED (the "Company")**

Date of creation of charge

6 November 2002

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

Floating Charge (the "Floating Charge") by the Company in favour of Bank of Scotland (Ireland) Limited (the "Bank")

Amount secured by the mortgage or charge

All monies obligations and liabilities (including, without limitation, in respect of principal, interest, discount, commission, fees and expenses) whether actual or contingent which now are or at any time hereafter may be or become due owing or incurred by the Company to the Bank on any current or other account or otherwise in any manner whatsoever whether collectively or individually including the purchase, acceptance, guaranteeing, endorsement or discounting by the Bank of notes or bills issued by the Company and all liabilities pursuant to bonds, guarantees or indemnities issued on behalf of, or at the request of, the Company and all the Company's liabilities in respect of leasing facilities or foreign exchange transactions, interest rate or currency hedging or other derivative or hedging facilities or agreements or other liabilities whatsoever including (without limitation) any covenants, guarantees, agreements, bills of exchange, promissory notes, loans, credits or advances, interest (including interest capitalised or rolled up and default interest), commission, discounts and other expenses from time to time due from the Company to the Bank (in each case whether alone or jointly or jointly and severally with any other person and in what ever style or name and whether its principal or surety or otherwise) (the "Secured Liabilities")

Name and address of the mortgagees or persons entitled to the charge

Bank of Scotland (Ireland) Limited
10 - 15 Donegall Square North
Belfast
DEPARTMENT OF ENTERPRISE
TRADE AND INVESTMENT
REGISTERED
12 NOV 2002Postcode **BT1 5GB**
 Presentor's name, address and
 reference (if any)

Louise McGinley
Elliott Duffy Garrett Solicitors
Royston House
34 Upper Queen Street, Belfast
BT1 6FD
DEPARTMENT OF ENTERPRISE
TRADE AND INVESTMENT
COMPANIES REGISTRY
12 NOV 2002
COUNTER RECEIVED
NORTHERN IRELAND

REF: LMcG/B431/17

2 Short particulars of all the property mortgaged or charged

By way of first floating charge, all the Company's property, assets, rights and undertaking both present and future including, without limitation, its uncalled capital and goodwill (the "Secured Assets").

Note:

The Company may not during the continuance of the Floating Charge except with the prior written consent of the Bank:

- (a) Create extend or permit to subsist any mortgage, charge, pledge, lien, assignment, hypothecation, security interest, title retention, preferential right, trust arrangement or other security arrangement or agreement and any agreement or arrangement having substantially the same effect over the Secured Assets or any of them ranking in priority to or pari passu with or after the security thereby created; or
- (b) Part with, sell, transfer, lend, lease or otherwise dispose of, whether by means of one or of a number of transactions related or not and whether at one time or over a period of time, the whole or any part of the Secured Assets.

Please do not
write in this
margin

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

Particulars as to commission, allowances or discount (note 3)

None

Signed David Elliott Duff Garrett Date: 11 November 2002

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 (Article 402). 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 (Article 405). 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 (Article 405), 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 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 Article 405 (4) applies (property situate in Great Britain) and Form No. 405 is submitted.
2. A description of the instrument, eg "The Deed", "Debenture", "Mortgage" or "Legal charge", etc, as the case may be, should be given.
3. In this Box 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 debenture should not be entered.
4. If any of the spaces in this form are insufficient the particulars must be entered on the prescribed continuation sheet.

DUPLICATE FOR THE FILE



NI42450

CERTIFICATE OF THE REGISTRATION OF A MORTGAGE

Pursuant to Article 409(3) of the
Companies (Northern Ireland) Order 1986

I HEREBY CERTIFY that a Mortgage or Charge dated
the SIXTH day of NOVEMBER Two Thousand and TWO and created by

DOHERTY'S PHARMACY LIMITED

for securing all moneys now due, or hereafter to become due, or from
time to time accruing due from the Company to

BANK OF SCOTLAND (IRELAND) LIMITED

on any account whatsoever, was this day REGISTERED pursuant to
Part XIII of the Companies (Northern Ireland) Order 1986.

Given under my hand at Belfast, this TWELFTH day of NOVEMBER
Two Thousand and TWO

F. Brown

for the Registrar of Companies for
Northern Ireland

Certificate
received by

P. Mayhew

Date 20/4/02