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COMPANIES FORM No. 395

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)

Name of company

* FAIRHOLME ESTATES (HOLDINGS) LIMITED

Date of creation of the charge

23rd June 2003

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

Deed of Release and Charge dated 23 June 2003 made between Fairholme Estates (Holdings) Limited (1) and The Prudential Assurance Company Limited (2)

Amount secured by the mortgage or charge

The principal of and interest on the £2,000,000 11 3/8 per cent. First Mortgage Debenture Stock 2012 of Fairholme Estates (Holdings) Limited and all other moneys intended to be secured by the Trust Deed dated 2nd December 1987 and the above Deed respectively.

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

The Prudential Assurance Company Limited
Laurence Pountney Hill
London
Postcode EC4R OHH

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

Slaughter and May
One Bunhill Row
London
EC1Y 8YY
Ref: JEFR/JRXP/MJYB
Fairholme M395 23.6..03

Time critical reference

For official Use
Mortgage Section

Post room



137138/20
AC 00400150
27 JUN 2003
For official use
Company number
657595
830036 (DEED)

395

CHFP025

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

*insert full name of Company

Short particulars of all the property mortgaged or charged

By way of first legal mortgage all that freehold property known as Unit 3, Carisbrooke Industrial Estate, Newport, Isle of Wight.

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

Slaughter and May

Date 25th June 2003

On behalf of ~~XXXXXX~~ [mortgagee/charged]

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. 00830036

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEED OF RELEASE AND CHARGE DATED THE 23rd JUNE 2003 AND CREATED BY FAIRHOLME ESTATES (HOLDINGS) LIMITED FOR SECURING ALL MONIES BEING THE PRINCIPAL AND INTEREST ON THE £2,000,000 11 3/8 PER CENT AND ALL OTHER MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE PRUDENTIAL ASSURANCE COMPANY LIMITED 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 27th JUNE 2003.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 2nd JULY 2003.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

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