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.

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

Pursuant to section 395 of the Companies Act 1985

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

For official use | Company number 836234

Name of company

* Folkes Properties Limited (the "Company")

Date of creation of the charge

12 March 2002

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

Legal mortgage dated 12 March 2002 (the "Legal Mortgage")

Amount secured by the mortgage or charge

All money and liabilities whatever, whenever and however incurred whether at the date of the Legal Mortgage or in the future due, from the Company to the Bank

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

HSBC Bank plc, whose registered office is at Poultry in the City of London (the "Bank")

Postcode EC2P 2BX

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

Pinsent Curtis Biddle
3 Colmore Circus
Birmingham
B4 6BH

Ref: BE/55165.07045/ELM

Time critical reference

For official Use
Mortgage Section | Post room

M

ADYDA99Q
A48 0846
COMPANIES HOUSE 20/03/02

Short particulars of all the property mortgaged or charged

By way of Legal Mortgage:-

(a) the freehold property at Brittania Park registered at HM Land Registry with title number WM632236, WM616054, WM668306 (the "Property");

(b) the benefit of all rights, licences, guarantees, rent deposits, contracts, deeds, undertakings and warranties relating to the Property;

(c) any shares or membership rights mentioned in paragraph 3 of the HSBC Bank plc Mortgage Deed Conditions (1999 edition);

(d) any goodwill of any business from time to time carried on at the Property;

(e) any rental and other money payable under any lease, licence or other interest created in respect of the Property; and

(f) any other payments whatever in respect of the Property, for example, payments from any insurance policy or any compensation money

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)

Nil

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

Signed Pinsent Curtis Biddle Date 19 March 2002

On behalf of [~~chargee~~] [mortgagee/chargee] †

† 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. 00836234

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL MORTGAGE DATED THE 12th MARCH 2002 AND CREATED BY FOLKES PROPERTIES LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO HSBC BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 20th MARCH 2002.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 22nd MARCH 2002.

REGISTRAR OF COMPANIES FOR ENGLAND AND WALES

THE OFFICIAL SEAL OF THE REGISTRAR OF COMPANIES

Companies House
— for the record —

HC026B