ABBREVIATED ACCOUNTS

- for the year ended -

31ST MARCH 1997

CONTENTS

	<u>Page</u>
Company Information	2
Report of the Auditors	3
Balance Sheet	4
Notes to the Accounts	5



COMPANY INFORMATION

DIRECTORS

Mr Milton Gross (American)
Mrs Rifka Gross
Mrs Feige Schische
Mrs Sarah Padwa
Mr Berish Gross

SECRETARY

Mrs Rifka Gross

REGISTERED OFFICE

66 Wigmore Street London W1H 0HQ

COMPANY NUMBER

1101227 (England)

AUDITORS

Levy Gee Chartered Accountants 66 Wigmore Street London W1H 0HQ

AUDITORS' REPORT TO MORLANDVILLE PROPERTIES LIMITED UNDER SECTION 247B OF THE COMPANIES ACT 1985

We have examined the abbreviated accounts set out on pages 4 to 7, together with the financial statements of the Company for the year ended 31st March 1997 prepared under Section 226 of the Companies Act 1985.

Respective Responsibilities of Directors and Auditors

The Directors are responsible for preparing the abbreviated accounts in accordance with Section 246 of the Companies Act 1985. It is our responsibility to form an independent opinion as to whether the Company is entitled to deliver abbreviated accounts prepared in accordance with Sections 246(5) and (6) of the Act to the registrar of companies and whether the accounts to be delivered are properly prepared in accordance with those provisions and to report our opinion to you.

Basis of Opinion

We have carried out the procedures we consider necessary to confirm, by reference to the financial statements, that the Company is entitled to deliver abbreviated accounts and that the abbreviated accounts to be delivered are properly prepared. The scope of our work for the purpose of this report did not include examining or dealing with events after the date of our report on the financial statements.

Opinion

In our opinion the Company is entitled to deliver abbreviated accounts prepared in accordance with Sections 246(5) and (6) of the Companies Act 1985, and the abbreviated accounts on pages 4 to 7 are properly prepared in accordance with those provisions.

66 Wigmore Street LONDON W1H 0HQ

Date 80 Invery 1998

LEVY GEE Registered Auditor Chartered Accountants

BALANCE SHEET AT 31ST MARCH 1997

		199	97	<u>1996</u>	
	<u>Note</u>	£	£	£	£
FIXED ASSETS					
Tangible Investment in Joint Venture	2		1,147 1,148,000		- 780,000
			1,149,147		780,000
CURRENT ASSETS					
Stock Debtors Cash at Bank and in Hand		1,170,757 323,956 1,494,713		1,170,757 316,869 14,392 1,502,018	
CREDITORS - Amounts Falling Due Within One Year	3	(2,255,233)		(1,882,264)	
<u>NET CURRENT</u> (LIABILITIES)/ASSETS			(760,520)		(380,246)
TOTAL ASSETS LESS CURRENT LIABILITIES			388,627		399,754
CREDITORS - Amounts Falling Due After One Year	4		(773,259)		(779,861)
			£(384,632)		£380,107
<u>EQUITY</u>					
CAPITAL AND RESERVES					
Called Up Share Capital Profit and Loss Account	5	•	100 (384,732)		100 380,207
			£(384,632)		£380,107
					=====

These Accounts were approved by the Board of Directors on 30 January 1998

The Directors have relied on the exemptions for individual Financial Statements contained in Part VII of the Companies Act 1985. Under that Act the Company is entitled to benefit from those exemptions as a small company and thus file abbreviated accounts.

MR M GROSS

Director

MRS RIGROSS

<u>Director</u>

NOTES TO THE ACCOUNTS

1 ACCOUNTING POLICIES

a) Accounting Convention

The Accounts are prepared under the Historical Cost Convention.

b) Stocks

The stock of properties held for trading is included in the financial statements at the lower of cost and estimated net realisable value.

c) Acquisition and Disposals of Properties

Acquisitions and disposals are considered to have taken place at the date of legal completion and are included in the financial statements accordingly.

d) Cash Flow Statement

The Company is exempted from the requirement to prepare a cash flow statement (in accordance with Financial Reporting Standard No.1) on the basis of its being a 'small company' as defined by Section 247 Companies Act 1985.

e) Value Added Tax

The Company having registered for Value Added Tax, elected to waive the exemption to charge Value Added Tax in respect of one of its properties and all income and expenditure pertaining to that property is stated net of Value Added Tax; all income and expenditure relating to the remainder of the Company's properties are stated including Value Added Tax.

LEVY GEE

MORLANDVILLE PROPERTIES LIMITED

NOTES TO THE ACCOUNTS

Fixtures, Fittings and

2 TANGIBLE FIXED ASSETS

	Equipment £	
Additions in the Year and Cost as at 31st March 1997	1,721	
Charge for the Year and		
Depreciation as at 31st March 1997	574	
Net Book Value as at 31st March 1997	£ 1,147	
CREDITORS	1997 £	<u>1996</u> ₤
Amounts Falling Due Within One Year	&	*
Other Loans and Bank Overdraft Amounts owed to Connected Undertakings	26,968 1,887,176	
	£1,914,144	£1,552,817

The other loans of £18,089 (1996: £17,392) are secured by fixed first legal charges over certain of the Company's stock of properties which are included in the financial statements at £333,158 (1996: £333,158) and by a debenture over the Company.

Included in the amounts owed to connected undertakings is £1,333,163 (1996: £1,339,825) which is secured by a fixed first legal charge over one of the Company's properties which is included in the financial statements at £804,161.

5

4

MORLANDVILLE PROPERTIES LIMITED

NOTES TO THE ACCOUNTS

<u>CREDITORS</u>	1005	1007
	1997 £	<u>1996</u> £
Amounts Falling Due After One Year	~	~
Other Loans		
Amounts Repayable Within Five Years	107,280	103,441
Amounts Repayable After Five Years	684,068	693,812
	791,348	797,253
Less: Amounts Repayable Within One Year	(18,089)	(17,392)
	£773,259	£779,861
	======	======

The other loans are secured by fixed first legal charges on certain of the Company's stock of properties which are included in the financial statements at £1,137,319 (1996: £1,137,319). The current portion of the other loans aggregating £18,089 (1996: £17,392) is included within creditors falling due within one year.

SHARE CAPITAL	1007	1007
Authorised	<u>1997</u>	<u>1996</u>
Equity		
100 Ordinary Shares of £1 each	£ 100	£ 100
Issued, Called Up and Fully Paid		
Equity		
100 Ordinary Shares of £1 each	£ 100	£ 100
	=====	=====