CHFP025

Please do not write in this margin

COMPANIES FORM No. 400

Particulars of a mortgage or charge subject to which property has been acquired



A fee of £10 is payable to Companies House in respected House of each register entry for a mortgage or charge

mus 45 +80 x8

Pursuant to section 400 of the Companies Act 1985

007730

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

* insert full name of Company

To the Registrar of Companies

(Address overleaf – Note 4)

For official use

Company number

01142361

Name of company

*BLUE ARROW CARE LIMITED

Date and description of the instrument (if any) creating or evidencing the mortgage or charge (note 1)

COMPOSITE GUARANTEE AND DEBENTURE ("THE DEED") DATED 31 AUGUST 2000

Amount secured by the mortgage or charge SEE ATTACHED SCHEDULE

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

GMAC COMMERCIAL CREDIT LLC of 1290 Avenue of the Americas, New York, New York 10104, USA ("GMAC") ("Security Trustee" and "Security Beneficiary" as defined in the Deed) and GMAC COMMERCIAL CREDIT DEVELOPMENT LIMITED of Sovereign House, Church Street, Brighton, BN1 1SS ("GMAC UK") ("Security Beneficiary" as defined in the Deed)

Short particulars of the property mortgaged or charged

THE TRADE TRANSFERRED BY RAINBOWRIDGE LIMITED (COMPANY NUMBER 2054869) TO BLUE ARROW CARE LIMITED.

THE TRADE MEANS ANY OF RAINBOWRIDGE LIMITED'S BUSINESS, GOODWILL AND/OR OTHER PROPERTY, RIGHTS, ASSETS, LIABILITIES, CONTRACTS AND/OR ENGAGEMENTS WHATSOEVER AND WHERESOEVER, WITH THE EXCEPTION OF LIABILITIES AND BOOK DEBTS CREATED OR ARISING PRIOR TO THE DATE OF THE TRANSFER OF SUCH TRADE OF RAINBOWRIDGE LIMITED.

Continue overleaf as necessary

Presentor's name address and reference (if any): DIA 3 Noble Street London EC2V 7EE BANKING\TEJEDORJ\DPUNIT\ BK000301-LFD

Time critical reference

For official Use Mortgage Section 13 - 17 - 100



COMPANIES HOUSE

COMPANIES HOUSE

21/09/00

Short particulars of the property mortgaged or charged (continued)	Please do not
	write in this margin
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iease complete gibly, preferably black type, or old block lettering

Date of the acquisition of the property 31 AUGUST 2000

Signed _

Designation ‡_

Stators DIRECTOR Date 20/9/00

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 3)

Notes

- A description of the instrument, eg,"Trust Deed","Debenture", etc. as the case may be, should be given.
- A verified copy of the instrument must be delivered with these particulars correctly completed to the Registrar of Companies within 21 days after the date of the completion of the acquisition of the property which is subject to the charge. 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. If the property is situated and the charge was created outside Great Britain, they must be delivered within 21 days after the date on which the copy of the instrument could in due course of post, and if despatched with due diligence have been received in the United Kingdom.
- Cheques and Postal Orders are to be made payable to Companies House.
- The address of the Registrar of Companies is:-

Companies House Crown Way Cardiff CF14 3UZ

#Insert Director. Secretary, Administrator, Administrative Receiver as appropriate

SCHEDULE

Amount secured by the mortgage or charge:

All obligations and liabilities owing by any Obligor (as more particularly defined in the Deed) to GMAC or GMAC UK incurred under any of the Finance Documents (as more particularly defined in the Deed) whether:

- (a) present or future;
- (b) actual or contingent; and
- (c) owed solely, jointly or severally;

("Secured Liabilities")





CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 01142361

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A COMPOSITE GUARANTEE AND DEBENTURE FOR ALL MONIES DUE SECURED ON THE PROPERTY ACQUIRED BY BLUE ARROW CARE LIMITED ON THE 31st AUGUST 2000 WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 21st SEPTEMBER 2000.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 9th OCTOBER 2000.

LR P



