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COMPANIES FORM No. 395

395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

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

To the Registrar of Companies

For official use

Company number

4

1311573

Name of company

* MEDINAPPOINT INVESTMENTS * LIMITED

*Insert full name
of company

Date of creation of the charge

23 November 1998

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

THIRD PARTY LEGAL CHARGE

Amount secured by the mortgage or charge

SEE ANNEXURE 1.

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

PHOENIX INNS LIMITED of CARMELITE, 5

VICTORIA EMBANKMENT, BLACKFRIARS

LONDON

Postcode

EC4Y 0DX

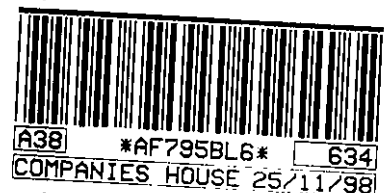
Presentor's name, address and
reference (if any):

mm/2776/1
Kanter Jules
33 Margaret Street
London WIN 8JJ

Time critical reference

For official use
Mortgage section

Post room



Short particulars of all the property mortgaged or charged

SEE ANNEXURE 2

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)

n/a

Signed Kanter Jules

Date 23/11/98

On behalf of [company] ~~[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.

MEDINAPOINT INVESTMENTS LIMITED

Company Number 1311573

Annexure 1 to Form 395 in respect of a third party legal charge

the amount secured by the mortgage

all money and liabilities which shall for the time being be due owing or incurred to the mortgagee by Atlasway Limited ("the Principal Debtor") under the terms of "the Obligations".

"The Obligations" are that pursuant to clause 6 and 16 of an agreement 20 August 1998 between the Mortgagee and the Principal Debtor relating to the sale and purchase of 120 public houses ("the Sale Agreement") the Principal Debtor remains obligated to pay Value Added Tax (if any) (together with interest, penalties, surcharges and other like sums) and the consideration for the House Fittings (as defined in the Sale Agreement) (plus interest) to the Mortgagee and the Mortgagor has entered into the Third Party Legal Charge by way of security for the Obligations.

MEDINAPPOINT INVESTMENTS LIMITED

Company Number 1311573

Annexure 2 to Form 395 in respect of a third party legal charge

short particulars of the property charged:

All that freehold property known as Hollies, High Street, Nottingham as the same is more particularly described in a conveyance dated 30 November 1990 made between Addington Estates Limited (1) and the Mortgagor (2) ("the Mortgaged Premises");

and

a charge by way of floating security over all moveable plant, machinery, implements, utensils, furniture and equipment now or from time to time placed on or used in or about the Mortgaged Premises.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 01311573

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A THIRD PARTY LEGAL CHARGE DATED THE 23rd NOVEMBER 1998 AND CREATED BY MEDINAPPOINT INVESTMENTS LIMITED FOR SECURING ALL MONIES AND LIABILITIES DUE OR TO BECOME DUE FROM ATLASWAY LIMITED TO PHOENIX INNS LIMITED UNDER THE TERMS OF THE "OBLIGATIONS" (AS DEFINED IN THE DEED) WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 25th NOVEMBER 1998.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 27th NOVEMBER 1998.

Peter C Protheroe

for the Registrar of Companies



C O M P A N I E S H O U S E

*DT
27/11
PO*