

M

COMPANIES FORM No. 395

Particulars of a mortgage or charge

CHFP021

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

Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985

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

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

For official use

Company number

14

01322002

Name of company

* insert full name
of Company

* OISE Limited

Date of creation of the charge

14/12/2004

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

Legal Charge

Amount secured by the mortgage or charge

All moneys and discharge all obligations and liabilities whether actual or contingent now or hereafter due owing or incurred to the Bank by the Mortgagor in whatever currency denominated whether on any banking or other account or otherwise in any manner whatsoever (whether alone or jointly and in whatever style name or form and whether as principal or surety) when the same are due including all liabilities in connection with foreign exchange transactions swap arrangements issuing confirming accepting endorsing or discounting any notes or bills or under bonds guarantees indemnities documentary or other credits or any instruments whatsoever from time to time entered into by the Bank for or at the request of the Mortgagor together with interest to the date of payment at such rates and upon such terms as may from time to time be agreed commission discount fees and other charges and all legal and other costs charges and expenses incurred by the Bank in relation to the Mortgagor or the property hereby charged (together with Value Added Tax thereon) on a full and unqualified indemnity basis

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

Fortis Bank SA-NV UK Branch, 23 Camomile Street, London

Postcode EC3A 7PP

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

Morgan Cole
Buxton Court, 3 West Way,
Oxford, OX2 0SZ

Time critical reference

For official Use
Mortgage Section



PMO
COMPANIES HOUSE
PIB7T001 0433
30/12/04
PMO
COMPANIES HOUSE
PIB7R002 0435
24/12/04
A25
COMPANIES HOUSE
AUJ7C1A1 0709
22/12/04

The Mortgagor charges to the Bank (1) by way of first legal mortgage and with full title guarantee as a continuing security for the payment of all moneys and the discharge of all obligations and liabilities hereby covenanted to be paid or otherwise hereby secured: (a) the freehold and leasehold property of the Mortgagor specified in Part D of the Schedule and all buildings and fixtures (including tenant's and trade fixtures) from time to time on any such property; and (b) all plant machinery vehicles computers and office and other equipment from time to time on any such property both present and future and (2) by way of first fixed charge and with full title guarantee as a continuing security for the payment of all moneys and the discharge of all obligations and liabilities hereby covenanted to be paid or otherwise hereby secured: the benefit of all rights and claims of any nature whatsoever against (i) any lessees licensees or other occupiers from time to time of the whole or any part of the Property due or owing or which may become due or owing to the Mortgagor; (ii) all guarantors and sureties for the obligations of such lessees or occupiers; and (iii) any persons who are under any obligation to the Mortgagor in respect of any works of design construction repair or replacement to on or about the whole or any parts of the Property.

Please do not write in this margin

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

See attached
for
property.

Particulars as to commission allowance or discount (note 3)

Signed Morgan Gle

Date 21/12/04

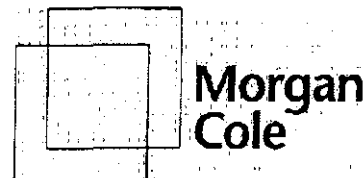
On behalf of [company] [mortgagee/chargee]=

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:-

FAX TRANSMISSION

CONFIDENTIALITY NOTICE: This fax is intended for the below named only. It may contain private and confidential information that is privileged. If this has come to you in error you must take no action based upon it nor must you copy it or show it to anyone. Please telephone us immediately and return the original to us.

Buxton Court
3 West Way
OXFORD
OX2 0SZ

Tel: 01865 262600
Fax: 01865 721367
DX: 96200 OXFORD WEST
www.morgan-cole.com

Date: 30 December 2004
Direct Dial: 01865 262601

TO: Vernon Luxnikanthan
Companies House

CC:

FAX NO: 02920 380827

FROM: John Dingle

E-MAIL: john.dingle@morgan-cole.com

YOUR REF: JDI.AL.417983.7

OUR REF:

NUMBER OF PAGES: 2
(including this one)

Dear Vernon

OISE Limited and Regent Language Training Limited

Thank you for your call earlier this morning.

I confirm that the following property details should have been inserted in the short particulars section of the Forms 395 submitted in relation to legal charges given in favour of Fortis Bank SA – NV UK Branch by the above companies:

OISE Limited

Land and buildings on the North side of Enbourne Road, Newbury, RG14 6AD registered under Land Registry title number BK316878 together with a strip of land on the north side of Enbourne Road, Newbury, RG14 6AD formerly forming part of land registered under Land Registry title number BK282362 and acquired by virtue of a transfer of part dated 13 December 2004 and made between (1) Till Gins and Francoise Gins and (2) OISE Limited.

Regent Language Training Limited

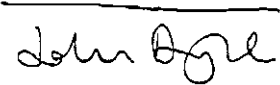
90 Banbury Road, Oxford, OX2 6JT registered under Land Registry title number ON47326.

18 Cromwell Road, Hove registered under Land Registry title number ESX20533.

If you require any further information from me please do not hesitate to contact me on the direct dial number above.

Many thanks for your assistance.

Yours sincerely



John Dingle
Solicitor

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 01322002

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 14th DECEMBER 2004 AND CREATED BY OISE LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO FORTIS BANK SA-NV UK BRANCH 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 30th DECEMBER 2004.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 4th JANUARY 2005.

PS



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —