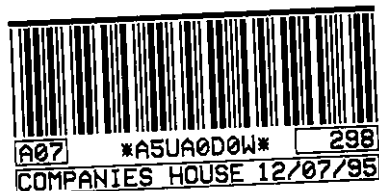


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Annual Return

Company number

CN 1710237

Company name

Metropolitan Management Services Limited

Date of this return
The information on this
return is made up to

Day Month Year

DA 20 06 95

Date of next return
I wish to make the next
return to

DB 20 06 96

Registered Office
This is the address at the
date of this return

RO 13-17 New Burlington Place

Any change of registered
office must be notified
on form 287

Post town LONDON

County/Region

Postcode W1X 2JP

Principal business activities

PA 8 6 3 0

The trade classification
code number(s) for principal
activity or activities
is (are)

Register of Members

The register of members
is kept at

| | |
|---------------|----------------------------|
| RM | FRESHWATER HOUSE |
| | 158-162 SHAFTESBURY AVENUE |
| Post town | LONDON |
| County/Region | |
| Postcode | WC2H 8HR |

Register of Debenture Holders

A register of debenture
holders is kept at

| | |
|---------------|----------------------------|
| RD | FRESHWATER HOUSE |
| | 158-162 SHAFTESBURY AVENUE |
| Post town | LONDON |
| County/Region | |
| Postcode | WC2H 8HR |

Company type

| | |
|-----------|-----------------------------------|
| T2 | Private company limited by shares |
|-----------|-----------------------------------|

Company Secretary

Name * Style/Title

Forenames

Surname

* Honours etc

Previous forenames

Previous surname

Usual residential address

| | |
|---------------|-------------------------------|
| CS | |
| | Christopher Charles |
| | Morse |
| | F.C.I.S. |
| | |
| | |
| AD | Alba Lodge |
| | 22 Gloucester Road, Tankerton |
| Post town | WHITSTABLE |
| County/Region | Kent |
| Postcode | CT5 2DS |
| Country | |

* Voluntary details

Directors (Listed in alphabetical order)

| | | | |
|---------------------------|--------------------|-------------------------|-------------------|
| Name | * Style/Title | CD | Mr |
| | Forenames | Benzion Schalom Eliezer | |
| | Surname | Freshwater | |
| | * Honours etc | | |
| | Previous forenames | | |
| | Previous surname | | |
| Usual residential address | | AD | 51D Oakwood Court |
| | | Abbotsbury Road | |
| | | Post town | LONDON |
| | | County/Region | |
| | | Postcode | W14 |
| | | Country | England |
| | Date of birth | DO | 24 04 48 |
| | | Nationality | NA British |
| Business occupation | | OC | Director |
| Other directorships | | OD | See attached list |

| | | | |
|---------------------------|--------------------|----------------|---------------------|
| Name | * Style/Title | CD | Mr |
| | Forenames | Halford Ernest | |
| | Surname | Severn | |
| | * Honours etc | F.C.I.S. | |
| | Previous forenames | | |
| | Previous surname | | |
| Usual residential address | | AD | 4 Ormond Drive |
| | | | |
| | | Post town | HAMPTON |
| | | County/Region | Middlesex |
| | | Postcode | TW12 2TN |
| | | Country | |
| | Date of birth | DO | 31 08 24 |
| | | Nationality | NA British |
| Business occupation | | OC | Chartered Secretary |
| Other directorships | | OD | See attached list |

* Voluntary details

Other relevant directorships, specifying the director in question

Other directorships for BSE Freshwater

A. & B. Rudge Limited
 A.L.Ashway Limited
 Alberment Properties Limited
 Aldavon Company Limited
 Alderbar Company Limited
 Arasta Finance Limited
 Artipode Co. Limited
 Ashview Properties Limited
 Astral Estates (London) Limited
 Bampton (B & B) Limited
 Bampton (Redbridge) Limited
 Bampton Holdings Limited
 Bampton Homes Limited
 Bampton Property Group Limited The
 Barranquilla Investments Limited
 Barranquilla Properties Limited
 Barranquilla Property Investment Limited
 Bastion Products Limited
 Beechway Properties Limited
 Beechworth Management Limited
 Bonsite Co. Limited
 Brickfield Properties Limited
 Brigade Properties Limited
 Brondmex Company Limited
 Calabar (Flats) Limited
 Calabar (Wellingborough) Limited
 Calabar (Woolwich) Limited
 Calabar Estates Limited
 Calabar Properties Limited
 Central & Suburban Investments Limited
 Centremanor Limited
 Chalice Investments Limited
 Chaltorine Co. Limited
 Charles Development Company Limited
 Cherry Orchard Properties Limited
 Chilon Investment Co. Limited
 Chisbury Properties Limited
 City and Country Properties (Birmingham) Limited
 City and Country Properties (Camberley) Limited
 City and Country Properties (Gillingham) Limited
 City and Country Properties (Leeds) Limited
 City and Country Properties (Midlands) Limited
 City and Country Properties Limited
 Claverall Co. Limited
 Cliftvylle (Hyde Park) Limited
 Cliftvylle Properties Limited
 Conervon Properties Limited
 Consbrix Developments Limited
 Craigton (Properties) Limited
 Craigton Combined Securities Limited
 Cristobal Estates Limited
 Cromlech Property Co. Limited The
 Crozera Limited
 Daejan (Brighton) Limited
 Daejan (Cardiff) Limited
 Daejan (Dartford) Limited

Other relevant directorships, specifying the director in question

Other directorships for BSE Freshwater

Daejan (Durham) Limited
 Daejan (High Wycombe) Limited
 Daejan (Kingston) Limited
 Daejan (Lauderdale) Limited
 Daejan (Reading) Limited
 Daejan (Taunton) Limited
 Daejan (Warwick) Limited
 Daejan (Worcester) Limited
 Daejan Developments Limited
 Daejan Estates Limited
 Daejan Holdings PLC
 Daejan Investments (Grove Hall) Limited
 Daejan Investments (Harrow) Limited
 Daejan Investments (Park) Limited
 Daejan Investments Limited
 Daejan Properties Limited
 Daejan Securities Limited
 Daejan Services Limited
 Daneryn Limited
 Darital Company Limited
 Delcourt Investments Limited
 Deritend Investments (Birkdale) Limited
 Deritend Investments (Cheetham) Limited
 Deritend Investments (Crumpsall) Limited
 Derno Estates Limited
 Distinctive Investments Limited
 E. Alec Colman Investments Limited
 Ediscum Limited
 Endsleigh Court Services Limited
 Erntrol Property Co. Limited
 Excelware Limited
 F.B.Standway Limited
 F.Justan Limited
 Feltham Developments Limited
 Finwil Properties Limited
 Firville Investments Limited
 Freshwater Family Enterprises Limited
 Freshwater Family Holdings Limited
 Freshwater Group Services Limited
 Freshwater Property Management Limited
 Gladville Limited
 Goldfinch Property Company Limited
 Grangeside Properties Limited
 Green Dell Investments Limited
 Guildheights Limited
 H. & F. (Stanton) Limited
 Halliard Property Co. Limited The
 Hampstead Way Investments Limited
 Haysgrans Property Co. Limited
 Henry Davies (Holborn) Limited
 Henry Davies Developments Limited
 Highdorn Co. Limited
 Inarm Limited - STRUCK OFF 18.02.92
 Insworth Investments Limited
 K.Newbrook Limited
 K.S. Investments Limited

Other relevant directorships, specifying the director in question

Other directorships for BSE Freshwater

Kayville Properties Limited
 Keenwake Limited
 Lautena Co. Limited
 Lesbrix Developments Limited
 Lewburn Building Co. Limited - STRUCK OFF 09.07.91 (resigned 09/07/91)
 Limebridge Co. Limited
 Limegate Investment Co. Limited
 LKB Investments Limited
 Lookstate Limited
 M.S.Gooding & Co. Limited
 Madalan Co. Limited
 Madella Co. Limited
 Marprop Co. Limited
 Mayfair Charities Limited
 Medinum Company Limited
 Metropolitan Properties Co. (Cloisters) Limited
 Metropolitan Properties Co. (Colman) Limited
 Metropolitan Properties Co. (F.G.C.) Limited
 Metropolitan Properties Co. (Overseas) Limited
 Metropolitan Properties Co. (Regis) Limited
 Metropolitan Properties Company Limited
 Metropolitan Property Realizations Limited
 Mintarime Co. Limited
 Mondway Company Limited
 Mont Investments Limited
 Montessan Co. Limited
 Myren Products Limited
 Nahora Co. Limited
 Newprop Company Limited
 Norman Sinclair (Manchester) Limited
 Norman Sinclair (Properties) Limited
 North West London Estates Company Limited
 North West London Estates Development Limited
 Nunhead Investments Limited
 Offerworld Limited
 Olympia Styles (Cheapside) Limited
 Owen Cooper (Properties) Limited
 Parnova Co. Limited
 Pegasus Investment Company Limited
 Philcol Properties Limited
 Philedor Estates Limited
 Radnorel Co. Limited
 Ralprims Investments Limited
 Raphael Freshwater Memorial Association Limited, The
 Retia Phoenix Homes Limited
 Retia Phoenix Limited
 Ronald Compton Limited
 Rosebel Holdings Limited
 Savile Estates Limited
 Seaglen Investments Limited
 Service To The Aged
 Sloane Avenue Properties Limited
 Soltarno Co. Limited
 St. Leonards Properties Limited
 Strand Palace Hotel Limited
 Stronelle Company Limited

Other relevant directorships, specifying the director in question

Other directorships for BSE Freshwater

Stuart House Trading Limited - STRUCK OFF 09.07.91 (resigned 09/07/91)
Tabard Property Investment Company Limited
Trustrite Company Limited
Twenty-Seven Albert Embankment Limited
Underwood Distributors (Toilet Preparations) Limited
Villenex Company Limited
Wellfirm Limited
Westhampton Properties Limited

Other directorships for H.E. Severn

Cherry Orchard Properties Limited
Chorley Management Limited
Daejan Services Limited
Freshwater Group Services Limited
Freshwater Property Management Limited
Highdorn Co. Limited
Metropolitan Properties Company Limited
Offerworld Limited (resigned 15/08/90)
Peckham Management Limited

| Class | Number | Aggregate Nominal Value |
|--------|--------|----------------------------|
| f1 Ord | 100 | 100.00 |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| Totals | 100 | 100.00 |

A full list of members is enclosed on paper

None

I certify that the information given in this return is true to the best of my knowledge and belief.

Signed Secretary/Director *
(* delete as appropriate)

Make cheques payable to
Companies House.

Date 11.7.95

This return includes 4 continuation sheets.

Contact point address

Ref: ccm/js
The Secretary
Freshwater House
158-162 Shaftesbury Avenue
LONDON

Postcode WC2H 8HR

Telephone 071-836 1555

Extension

Complete List of Members for Metropolitan Management Services Limited from 20/06/94 to 20/06/95**Member's Name and Address**

Metropolitan Properties Company Limited
13-17 New Burlington Place, LONDON
W1X 2JP

| Class of shares | Held at date of incorp. or last return | Shares received | Shares transferred | Date of regist- ration | Held at date of this return |
|-----------------|--|--------------------|-----------------------|------------------------------|-----------------------------------|
| £1 Ordinary | 99 | | | | 99 |

Member's Name and Address

Metropolitan Properties Company Limited and Freshwater, Benzion
Schalom E.
Freshwater House, 158-162 Shaftesbury Avenue
LONDON WC2H 8HR

| Class of shares | Held at date of incorp. or last return | Shares received | Shares transferred | Date of regist- ration | Held at date of this return |
|-----------------|--|--------------------|-----------------------|------------------------------|-----------------------------------|
| £1 Ordinary | 1 | | | | 1 |