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COMPANIES FORM No. 395

395**Particulars of 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 block lettering*To the Registrar of Companies
(Address overleaf - Note 5)

For official use

Company number

2

1970860

Name of company

* insert full name
of Company* ~~COURTLANDS (SHOPPING CENTRES) LIMITED~~

Date of creation of the charge

12 June 1997

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

Rent Deposit Deed

Amount secured by the mortgage or charge

A deposit of £26,000.00 and any additional amounts paid by way of rent deposit pursuant to the Rent Deposit Deed of 12 June 1997 made between Cheviot Investments Limited (1) and Courtlands (Shopping Centre) Limited (2) and any part of such amount or amounts from time to time in the Account as defined in the said Rent Deposit Deed

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

Cheviot Investments Limited
Saltire Court 20 Castle Terrace

Edinburgh

Postcode

NE11 9YS

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

Dickinson Dees
Cross House
Westgate Road
Newcastle upon Tyne

For official Use
Mortgage Section

Short particulars of all the property mortgaged or charged

£26,000
(see form)

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)

Signed

Date

12/6/97

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.
- 5 The address of the Registrar of Companies is:-



DICKINSON DEES SOLICITORS

Cross House
Westgate Road
Newcastle upon Tyne
NE99 1SB

Telephone (0191) 261 1911
Fax (0191) 261 5855/232 0586
EMail law@dickinson-dees.co.uk
Night Service (0191) 232 2351
DX No 61191 Newcastle upon Tyne

FAX AND DX: 01222 380827

Our Ref GH/CH788016

Your Ref

Marie Cornelius
Companies House
Crown Way
CARDIFF
CF4 3UZ

Dear Miss Cornelius

16 June 1997

7 Ellison Court Gatestead

I refer to my telephone conversation and write to confirm my authority for you to show the sum of £26,000.00 on the reverse of form 395, my Clients being Cheviot Investments Limited.

Yours sincerely

Geoffrey Hockaday

Partners
A G P Wright
J S North Lewis
R M Wilson
W Flett
R H M Hargreave
W P Wilson
I M Rutherford
A C Gifford
H Straker
N E Braithwaite
C J Harker
N D Bells
T G W Ginter

S T Alderson
J A Pennie
G P Calvert
A J Hewitt
J Flynn
P A T Taylor
P Fenwick
G Hockaday
R G Sanderson
J Smurthwaite
G L Harvey
G P Barnard
T J Care
D J Care

C D Harding
S Mantle
J C Wilders
M J Brown
S J Lewis
J H Pass
A A Fellows
J J Blair
R A Dickinson
A G Jackson
S M Jackson
M Jenkins
G Lyall

Associates
J Woodland
A R Gray
M M Mitcheson
K Lowthian
P M Cato
A A Poole
J D Ralph
J P B Marshall
S T Nicolson
I M B Smith
S E Dallow
N C Henderson

D Kirtley
N K Warwick
N T Williams
S E Wilson

Consultants
R H Dickinson
G W Meikle
C P Helm

Property Law
Consultant
D. J. H. H. H.

Avenue de Cortenberg 79/81
1000 Bruxelles, Belgium
Telephone 00 322 732 3600
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Member of the Legal Resources Group
Dickinson Dees is authorised by The Law Society to
conduct investment business

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 01970860

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A RENT DEPOSIT DEED DATED THE 12th JUNE 1997 AND CREATED BY COURTLANDS (SHOPPING CENTRES) LIMITED FOR SECURING £26,000 DUE OR TO BECOME DUE FROM THE COMPANY TO CHEVIOT INVESTMENTS LIMITED WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 16th JUNE 1997.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 17th JUNE 1997.

A handwritten signature in cursive script, appearing to read 'M. Cornelius'.

M. CORNELIUS

for the Registrar of Companies

20M
17.6



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