

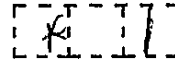


Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

Please do not
write in
this marginPlease complete
legibly, preferably
in black type or
bold black
lettering*Insert full name
of companyTo the Registrar of Companies *M4820*

For official use Company number



2094350

Name of company

* CHASE ERWIN LIMITED

Date of creation of the charge

24th March 1993

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

Deed of deposit dated 24th March 1993 made between
(1) Chelsea Harbour Limited and (2) Chase Erwin Limited

Amount secured by the mortgage or charge

The rents reserved by and other sums due to Chelsea Harbour Limited
under the terms of a lease dated 24th March 1993 between
(1) Chelsea Harbour Limited and (2) Chase Erwin Limited*69*
A - the Company to
T - the lease of even date.

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

Chelsea Harbour Limited

247 Tottenham Court Road

London

Postcode

W1P 0HH

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

Karen Newall

Legal Department

P & O Properties Limited

247 Tottenham Court Road

London

W1P 0HH

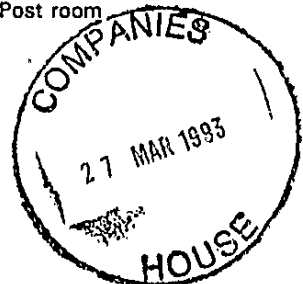
Time critical reference

For official use
Mortgage section

REGISTERED

27 MAR 1993

Post room

*29/3*

Short particulars of all the property mortgaged or charged

The deposit of £3,569 deposited by Chase Erwin Limited with
Chelsea Harbour Limited

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legibly, preferably
in black type or
bold block
lettering

Particulars as to commission allowance or discount (note 3)

Signed

Kate Newson

Date

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.

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FILE COPY



**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

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

I hereby certify that a mortgage or charge dated the 24th MARCH 1993
and created by CHASE ERWIN LIMITED

for securing all moneys due or to become due from the Company to CHELSEA
HARBOUR LIMITED under the terms of THE LEASE OF EVEN DATE

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 27th MARCH 1993

Given under my hand at the Companies Registration Office,
Cardiff the 31st MARCH 1993

No. 2094350

A handwritten signature in dark ink, appearing to read 'P. Jones'.

P. JONES

an authorised officer

C.69

Not
53
31/7