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*insert full name
of company

COMPANIES FORM No. 395

Particulars of a mortgage or charge

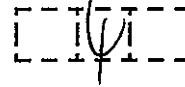
395

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies

For official use

Company number



2140344

Name of company

* PARKDALE GROUP LIMITED (the "Tenant")

Date of creation of the charge

19 November 1997

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

Deed relating to rent deposit in respect of a tenancy of premises at 21 Castle Street, Reading, Berkshire made between (1) Eagle Star Property Developments Limited (the "Landlord") and (2) the Tenant.

Amount secured by the mortgage or charge

1. Payment and discharge by the Tenant of the rent reserved by the Lease (as defined in the Deed being the Lease made the 19th day of November 1997 between (1) the Landlord and (2) the Tenant whereby the property known as 21 Castle Street, Reading, Berkshire (the "Property") was demised to the Tenant) and any other moneys due or becoming due thereunder or payable by reason of any failure by the Tenant duly to observe and perform any of the covenants or obligations on the part of the lessee and the conditions contained in the Lease or on the part of the Tenant under the Deed and

2. Discharge of all sums referred to in Clauses 2 and 5 of the Deed (together the "Liabilities")

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

Eagle Star Property Developments Limited
60 St. Mary Axe
London
EC3A 8JQ

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

Simmons & Simmons
21 Wilson Street
London
EC2M 2TX

6c/U37493/MB

Time critical reference

For official use
Mortgage Section

Post room



KLO *KQJBV1B9* 2980
COMPANIES HOUSE 20/11/97

Short particulars of all the property mortgaged or charged

As a continuing security the Account (as defined in the Deed being the deposit account in the sole name of the Landlord at Lloyds Bank Plc designated for reference only by the names of the Landlord for the time being and the Tenant and the address of the Property and designated "Rent Deposit Monies") and the Deposit Sum (as defined in the Deed being the sum of £17,625 which expression includes such further moneys as shall be demanded pursuant to Clause 1.7 or paid pursuant to Clause 1.8 of the Deed all amounts from time to time standing to the credit of the Account, all interest thereon and all amounts deriving therefrom standing to the credit of the Account)

NB: The Tenant has covenanted that during the continuance of the security constituted by the Deed it will not create or permit to come into being any charge or encumbrance of any nature over or in relation to the Account or the Deposit Sum nor assign nor otherwise deal with such Account or such Deposit Sum save in pursuance of its obligations under the Deed.

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Particulars as to commission allowance or discount (note 3)

Nil

Signed

SIMMONS & SIMMONS

Date 19 November 1997

On behalf of ~~company~~ mortgaged/charged

† 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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CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02140344

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEED RELATING TO RENT DEPOSIT DATED THE 19th NOVEMBER 1997 AND CREATED BY PARKDALE GROUP LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO EAGLE STAR PROPERTY DEVELOPMENTS LIMITED UNDER THE TERMS OF THE LEASE DATED 19TH NOVEMBER 1997 AND/OR UNDER THIS DEED WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 20th NOVEMBER 1997.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 24th NOVEMBER 1997.

R. N. Owens.

RICHARD NEIL OWENS
for the Registrar of Companies



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