



COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985

M375/DEC 16/CF

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

To the Registrar of Companies

For official use

Company number

[] [] [] []

2141256

*insert full name
of company

Name of company

GATEWAY RESIDENTIAL SERVICES ~~PLC~~ P.L.C.

Date of creation of the charge

2nd December 1987

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

MORTGAGE

Amount secured by the mortgage or charge

ALL moneys and liabilities now or at any time or times hereafter due or owing or incurred by
the company to the chargee in any manner whatever.

Y106038

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

INVESTORS IN INDUSTRY PLC whose registered office is at

91 Waterloo Road, London

Postcode SE1 8XP

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

Investors in Industry plc
Legal Department
31 Homer Road
Solihull, West Midlands B91 3QA

Ref: AJB/DB

Time critical reference

For official Use
Mortgage Section

Post room

REGISTERED

15 DEC 1987

COMPANIES REGISTRATION

15 DEC 1987

M OFFICE 71

Short particulars of all the property mortgaged or charged

Please do not
write in
this margin

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

FIXED CHARGE by way of legal mortgage on the following property of the company:—

1. Freehold land and buildings situate and known as Surrey Hills Clinic, 74 Tupwood Lane, Caterham, Surrey registered under title number SY516852;
2. Freehold land and buildings situate and known as Mary's Mead, Godden Green, Sevenoaks, Kent registered under title number K393779.

TOGETHER with all buildings and fixtures (including trade fixtures) and fixed plant and machinery from time to time thereon and therein.

Particulars as to commission allowance or discount (note 3)

NIL

Signed

Date 29th December 1987

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.



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 8th December 1987
and created by GATEWAY RESIDENTIAL SERVICES P.L.C.

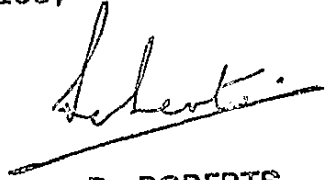
for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to Investors In Industry PLC

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 15th December 1987

Given under my hand at the Companies Registration Office,
Cardiff the

No. 2141256
Certificate and instrument received by
.....
.....
Date 5 JAN. 1988.....


D. ROBERTS
an authorised officer



Particulars of a mortgage or charge

395

Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985

M376/DEC16/CF

Please complete
legibly, preferably
in black type, or
bold black lettering*insert full name
of company

To the Registrar of Companies

For official use

Company number

[IC]

2141256

Name of company

* GATEWAY RESIDENTIAL SERVICES PLC P.L.C.

Date of creation of the charge

8th December 1987

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

FLOATING CHARGE

Amount secured by the mortgage or charge

All moneys and liabilities now or at any time or times
hereafter due or owing or incurred by the company to
the chargee in any manner whatever.

Y105038

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

INVESTORS IN INDUSTRY PLC whose registered office is at

91 Waterloo Road, London

Postcode

SE1 8XP

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

Investors in Industry plc
Legal Department
31 Homer Road
Solihull, West Midlands B91 3QA

Ref: AJB/JA

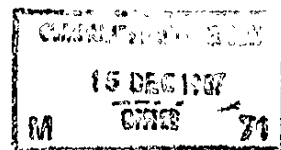
Time critical reference

For official Use
Mortgage Section

Post room

REGISTERED

15 DEC 1987

2145
10/12

Short particulars of all the property mortgaged or charged

Please do not
write in
this margin

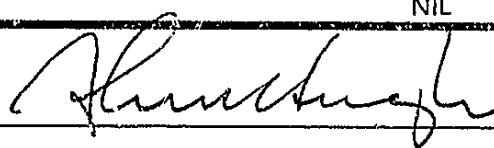
Please complete
legibly, preferably
in black type, or
bold block lettering

FLOATING CHARGE upon all the undertaking and all property and assets of the company both present and future (including uncalled capital) not charged by way of fixed charge.

Particulars as to commission allowance or discount (note 3)

NIL

Signed



Date

8.12.87

On behalf of ^{company} ~~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



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 8th December 1987
and created by GATEWAY RESIDENTIAL SERVICES P.L.C.

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to Investors In Industry PLC

on any account whatsoever

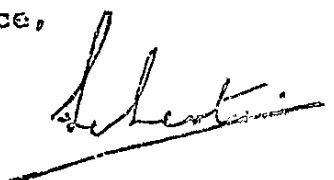
was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 15th December 1987

Given under my hand at the Companies Registration Office,
Cardiff the

No. 2141256
Certificate and instrument received by

.....
.....

Date - 5 JAN 1988.....


D. ROBERTS
an authorised officer



COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

Please do not
write in
this margin

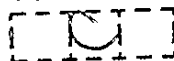
Pursuant to section 395 of the Companies Act 1985

M851C

To the Registrar of Companies

For official use

Company number

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

2141256

*insert full name
of company

Name of company

* GATEWAY RESIDENTIAL SERVICES PLC

Date of creation of the charge

30th September 1988

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

Assignment of Deposit Account Moneys

Amount secured by the mortgage or charge

All moneys and liabilities now or at any time or times
due or owing or incurred by the Company to 3i in any
manner whatever

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

3i plc whose registered office is at

91 Waterloo Road, London

Postcode

SE1 8XP

Presenter's name address and
reference (if any):3i plc
Legal Department
31 Homer Road
Solihull, West Midlands B91 3QA

Ref: AJB/JMP

Time critical reference

For official Use
Mortgage Section

Post room

REGISTERED

11 OCT 1988

Short particulars of all the property mortgaged or charged

Please do not
write in
this margin

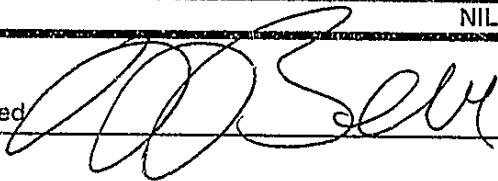
Please complete
legibly, preferably
in black type, or
bold block lettering

All moneys standing to the credit of the Company's
deposit account with 3i Group plc presently being
the sum of £250,000 together with all interest credited
thereto

Particulars as to commission allowance or discount (note 3)

NIL

Signed



Date 4th October 1988

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



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 30th September 1988
and created by GATEWAY RESIDENTIAL SERVICES PLC

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to 3i plc

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 11th October 1988

Given under my hand at the Companies Registration Office,
Cardiff the 17 OCT 1988

No. 2141256

Certificate and instrument received by

..... *POST*

Date *25.10*

M. M. Williams
M. M. WILLIAMS

an authorised officer

C.69a



COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985

M852C

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

To the Registrar of Companies

For official use

Company number



2141256

Insert full name
of company

Name of company

GATEWAY RESIDENTIAL SERVICES PLC

Date of creation of the charge

30th September 19 88

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

MORTGAGE

Amount secured by the mortgage or charge

ALL moneys and liabilities now or at any time or times hereafter due or owing or incurred by the company to the chargee in any manner whatever.

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

3i plc whose registered office is at
91 Waterloo Road, London
Postcode SE1 8XP

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

3i plc
Legal Department
31 Homer Road
Solithull, West Midlands B91 3QA

Ref: AJB/MEH

Time critical reference

For official Use
Mortgage Section

Post room

REGISTERED

11 OCT 1988

Short particulars of all the property mortgaged or charged

Please do not
write on
this margin

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

FIXED CHARGE by way of legal mortgage on the following property of the company:—

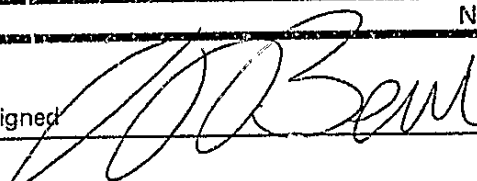
ALL THAT freehold property situate at 23 Ripon Road Harrogate North Yorkshire formerly known as Dirlton Hotel which is registered at H M Land Registry under title number NYK57165.

TOGETHER with all buildings and fixtures (including trade fixtures) and fixed plant and machinery from time to time thereon and therein.

Particulars as to commission allowance or discount (note 3)

NIL

Signed



Date 8/10/88

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 393). 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.



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 30th September 1988
and created by GATEWAY RESIDENTIAL SERVICES PLC

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to 3i plc

on any account whatsoever

was registered pursuant to Chapter I, Part XII of the Companies Act
1985, on the 11th October 1988

Given under my hand at the Companies Registration Office,
Cardiff the 17 OCT 1988

No. 2141256

M. M. Williams
M. M. WILLIAMS

an authorised officer

Certificate and instrument received by

..... *10.5.88*

..... *25/10*

Date

C.69a



COMPANIES FORM No. 395

Particulars of a mortgage or charge

400
395

Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985

M33C

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

To the Registrar of Companies

For official use

Company number



2141256

*insert full name
of company

Name of company

* GATEWAY RESIDENTIAL SERVICES PLC

Date of creation of the charge

21st November 1988

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

ASSIGNMENT OF DEPOSIT ACCOUNT MONEYS

Amount secured by the mortgage or charge

All moneys and liabilities now or at any time or times
due or owing or incurred by the Company to 3i in any
manner whatever.

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

3i plc whose registered office is at

91 Waterloo Road, London

Postcode

SE1 8XP

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

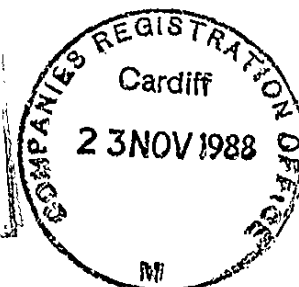
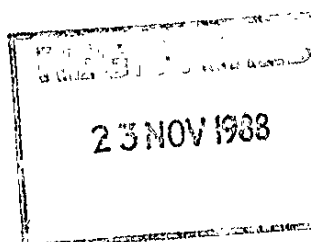
3i plc
Legal Department
31 Homer Road
Solihull, West Midlands B91 3QA

Ref: AJB/MEH

Time critical reference

For official Use
Mortgage Section

Post room



24/11/88

Short particulars of all the property mortgaged or charged

All moneys standing to the credit of the Company's deposit account with 3i Group plc presently being the sum of £650,000 together with all interest credited thereto

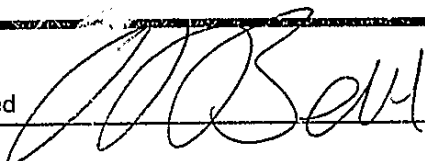
Please do not
write in
this margin

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

Particulars as to commission allowance or discount (note 3)

NIL

Signed



Date 22/11/88

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.



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 21st November 1988
and created by GATEWAY RESIDENTIAL SERVICES P.L.C.

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to 3i plc

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 23rd November 1988

Given under my hand at the Companies Registration Office,
Cardiff the - 2 DEC 1988

No. 2141256

Certificate and instrument received by

..... *Post.*

.....

Date *5-12-88*

M. M. WILLIAMS

an authorised officer

C.69a



COMPANIES FORM No. 395

Particulars of a mortgage or charge

42

395

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

*Insert full name
of company

To the Registrar of Companies

M34C.
For official use

Company number



2141256

Name of company

* GATEWAY RESIDENTIAL SERVICES PLC.

Date of creation of the charge

21st November 1988

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

MORTGAGE

Amount secured by the mortgage or charge

ALL moneys and liabilities now or at any time or times hereafter due or owing or incurred by
the company to the chargee in any manner whatever.

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

3i plc whose registered office is at

91 Waterloo Road, London

Postcode

SE1 8XP

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

3i plc
Legal Department
31 Homer Road
Solihull, West Midlands B91 3QA

Ref: AJB/MEH

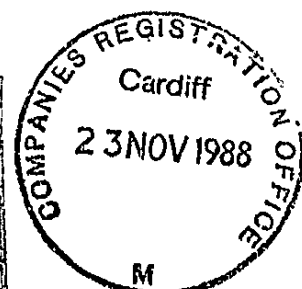
Time critical reference

For official Use
Mortgage Section

Post room

RECEIVED

23 NOV 1988



Short particulars of all the property mortgaged or charged

FIXED CHARGE by way of legal mortgage on the following property of the company:—

ALL THAT leasehold property known as Tabley House
St. Peters Chapel The Stables Stable Yard Cottages ✓
Porters Lodge Walled Garden Gardeners Cottage The
Garden Cottages outbuildings and grounds forming part
of the estate of the Victoria University of Manchester
known as Tabley Estate all which said premises are ✓
more particularly described in and demised by a lease
of even date herewith and made between The Victoria
University of Manchester (1) the Company (2).

TOGETHER with all buildings and fixtures (including trade fixtures) and fixed plant and
machinery from time to time thereon and therein.

Particulars as to commission allowance or discount (note 3)

NIL

Signed

Date 22/11/88

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 390) 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.



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 21st November 1988
and created by GATEWAY RESIDENTIAL SERVICES P.L.C.

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to 3i plc

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 23rd November 1988

Given under my hand at the Companies Registration Office,
Cardiff the - 2 DEC 1988

No. 2141256

Certificate and instrument received by

..... h-c. M/L
..... A/D

Date 5 12 88

M. M. WILLIAMS

an authorised officer

C.692



COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985

M 218

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

To the Registrar of Companies

For official use

Company number



2141256.

Name of company

* Cygnet Health Care plc

* Insert full name
of company

Date of creation of the charge

28th NOVEMBER 1989

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

Fixed and Floating Charge dated
28th November 1989

Amount secured by the mortgage or charge

All monies and liabilities now or at any time hereafter due owing or incurred to the Bank by the
Company in any way whatsoever.

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

Midland Bank plc, whose registered office is at Poultry, in the City of London.

Postcode EC2P 2BX

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

7/12 Midland Bank plc
POULTRY
LONDON EC2P 2BX

For official Use

Mortgage Section
REGISTERED

7 DEC 1989

Post room



Time critical reference

Short particulars of all the property mortgaged or charged

First Fixed Charge on all book debts and other debts now and from time to time hereafter due owing or incurred to the Company other than such of the said debts as the Bank may have specifically agreed in writing to exclude from such first fixed charge; and

Floating Charge on all other the Undertaking of the Company and all its property whatsoever and wheresoever both present and future including its uncalled capital for the time being and such of the book debts and other debts referred to above which are not charged under the said first fixed charge (collectively called "the assets") but so that the Company shall not except with the prior written consent of the Bank:

- (a) create or permit to subsist over all or any of the assets any mortgage charge lien pledge or other security ranking in priority to or *pari passu* with the said floating charge; or
- (b) part with sell or dispose of all or except in the ordinary course of the Company's business and for the purpose of carrying on the same any of the assets; or
- (c) deal with its book or other debts or securities for money forming part of the assets otherwise than in the ordinary course of getting in and realising the same which course shall not include or extend to the selling or assigning or in any other way factoring or discounting of any of the said debts or securities.

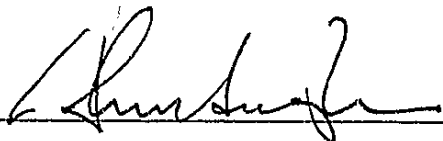
Please do not
write in
this margin

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

Particulars as to commission allowance or discount (note 3)

NIL

Signed



Date

29.11.89

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.

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 28th NOVEMBER 1989
and created by CYGNET HEALTH CARE PLC

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to MIDLAND BANK plc

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 7th DECEMBER 1989

Given under my hand at the Companies Registration Office,
Cardiff the 15th DECEMBER 1989

No. 2141256

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

M. M. WILLIAMS

an authorised officer

C.69a

LC
15/12
BL.

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

2141256

Name of company

* CYGNET HEALTH CARE PLC

Date of creation of the charge

28/12 NOV, 1989

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

Legal Charge dated 28th November 1989

Amount secured by the mortgage or charge

All monies and liabilities now or at any time hereafter due owing or incurred to the Bank by the Company in any way whatsoever.

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

Midland Bank plc, whose registered office is at Poultry, in the City of London.

Postcode EC2P 2BX

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

13/12
Midland Bank plc
POULTRY
LONDON EC2P 2BX

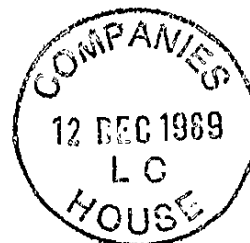
Time critical reference

For official Use
Mortgage Section

Post room

REGISTERED

12 DEC 1989



Short particulars of all the property mortgaged or charged

Please do not
write in
this margin

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

Freehold Property known as :

Godden green Clinic as the same is registered
at H.M. Land Registry under Title no. K393779.

Particulars as to commission allowance or discount (note 3)

NIL

Signed

Date

29.11.89

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.

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 28th NOVEMBER 1989
and created by CYGNET HEALTH CARE PLC

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to MIDLAND BANK plc

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 12th DECEMBER 1989

Given under my hand at the Companies Registration Office,
Cardiff the 21st DECEMBER 1989

No. 2141256

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

M. M. WILLIAMS

an authorised officer

C.69a

LC
21/12
BL.

COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

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 letteringInsert full name
of company

To the Registrar of Companies

For official use

Company number

M3

[initials]

2141256

Name of company

* CYGNET HEALTH CARE PLC

Date of creation of the charge

28th NOV. 1989

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

Legal Charge dated 28th November 1989

Amount secured by the mortgage or charge

All monies and liabilities now or at any time hereafter due owing or incurred to the Bank by the Company in any way whatsoever.

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

Midland Bank plc, whose registered office is at Poultry, in the City of London.

Postcode EC2P 2BX

Presentor's name address and
reference (if any):13/12
Midland Bank plc
POULTRY
LONDON EC2P 2BXFor official Use
Mortgage Section

REGISTERED

12 DEC 1989

Post room



Time critical reference

Short particulars of all the property mortgaged or charged

Please do not
write in
this margin

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

Freehold Property known as :

Harrogate Clinic, 23 Ripon Road Harrogate
as the same is registered at H.M. Land Registry
under Title No. NYK 57165.

Particulars as to commission allowance or discount (note 3)

NIL

Signed

[Signature]

Date

29.11.89

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.

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 28th NOVEMBER 1989
and created by CYGNET HEALTH CARE PLC

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to MIDLAND BANK plc

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 12th DECEMBER 1989

Given under my hand at the Companies Registration Office,

Cardiff the 21st DECEMBER 1989

No. 2141256

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

M. M. WILLIAMS

an authorised officer

C.69a

LC
21/12

M

776-9 (395/A1)

COMPANIES FORM No. 395**Particulars of a mortgage or charge****395**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* Insert full name
of company

To the Registrar of Companies

MS

For official use



Company number

2141256

Name of company

* CYGNET HEALTH CARE PLC

Date of creation of the charge

28th Nov, 1989

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

Legal Charge dated 28th November 1989

Amount secured by the mortgage or charge

All monies and liabilities now or at any time hereafter due owing or incurred to the Bank by the Company in any way whatsoever.

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

Midland Bank plc, whose registered office is at Poultry, in the City of London.

Postcode EC2P 2BX

Presentor's name address and
reference (if any):3/12
Midland Bank plc
POULTRY
LONDON EC2P 2BX

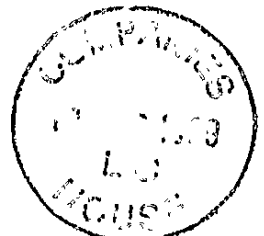
For official Use

Mortgage Section

REGISTERED

12 DEC 1989

Post room



Time critical reference

Short particulars of all the property mortgaged or charged

Please do not
write in
this margin

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

Part of the Leasehold Property known as :

Tabley House ^{excluding the area} *shown edged in red on the plan*
annexed hereto comprising part of Title No CH
303671

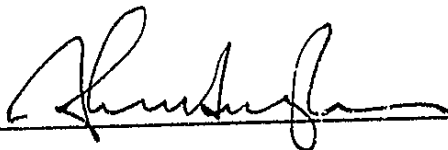
TABLEY HOUSE.
WEST SIDE OF TABLEY LANE
MACCLESFIELD.
CHESHIRE

TITLE NO. CH. 303671.

Particulars as to commission allowance or discount (note 3)

NIL

Signed



Date

29/11/89.

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.

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 28th NOVEMBER 1989
and created by CYGNET HEALTH CARE PLC

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to MIDLAND BANK plc

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 12th DECEMBER 1989

Given under my hand at the Companies Registration Office,
Cardiff the 21st DECEMBER 1989

No. 2141256

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

M. M. WILLIAMS

an authorised officer

C.69a

LC
21/12
BL

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

M108



2141256

Name of company

CYGNET HEALTH CARE PLC

Date of creation of the charge

28/11/89

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

Legal Charge dated

28th November 1989

Amount secured by the mortgage or charge

All monies and liabilities now or at any time hereafter due owing or incurred to the Bank by the Company in any way whatsoever.

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

Midland Bank plc, whose registered office is at Poultry, in the City of London.

Postcode EC2P 2BX

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

Midland Bank plc
POULTRY
LONDON EC2P 2BX

For official Use
Mortgage Section

Post room

REGISTERED

14 DEC 1989



Time critical reference

Short particulars of all the property mortgaged or charged

Please do not
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this margin

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

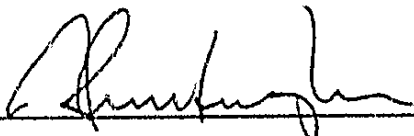
Freehold Property known as

Tupwood Gate Nursing Home, 74 Tupwood Lane
Caversham, as the same is registered at
H.M. Land Registry under title no: SY516852.

Particulars as to commission allowance or discount (note 3)

NIL

Signed



Date

29.11.89

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.

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 28th NOVEMBER 1989
and created by CYGNET HEALTH CARE PLC

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to MIDLAND BANK plc

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 14th DECEMBER 1989

Given under my hand at the Companies Registration Office,
Cardiff the 22nd DECEMBER 1989

No. 2141256

LC AF.

22/12/89

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

M. M. WILLIAMS

an authorised officer

C.69a



COMPANIES FORM No. 395

Particulars of a charge

395

Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985

M139c

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

--	--	--	--	--	--

2141256

Name of company

* CYGNET HEALTH CARE PLC

* insert full name
of company

Date of creation of the charge

14th SEPTEMBER 1990

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

LEGAL CHARGE

Amount secured by the charge

Principal sum of £200,000 with interest at 3% per annum above base rate of Midland Bank Plc computed from 29th June 1990.

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

JOHN CRAIG HUGHES of 55 LANSDOWNE ROAD, LONDON

Postcode

W11 2LG

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

MISHCON DE REYA
125 HIGH HOLBORN
LONDON WC1V 6QP

Ref: 16/MRM/2252-1

For official Use

Mortgage Section

Post room

- 4 OCT 1990

COMPANIES HOUSE

4 OCT 1990

Time critical reference

8/10

Short particulars of all the property charged

1, 2 and 3 Garden Cottages, Tabley House, Macclesfield, Cheshire being part of the property comprised in H.M. Land Registry Title Number CH303671.

Please do not write in this margin

Please complete legibly, preferably in black type, bold black letters

Particulars as to commission allowance or discount (note 3)

NONE

Signed

M. J. C. C. C.

Date 2nd OCTOBER 1990

On behalf of ~~XXXXXX~~ [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.
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- 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:-
Companies House, Crown Way, Maindy, Cardiff CF4 3UZ



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 14th SEPTEMBER 1990
and created by CYGNET HEALTH CARE PLC

for securing £200,000.00 and all other moneys due or to become due from
the Company to J.C.HUGHES under the terms of THE CHARGE

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 4th OCTOBER 1990

Given under my hand at the Companies Registration Office,
Cardiff the 11th OCTOBER 1990

No. 2141256

M. M. WILLIAMS

an authorised officer

C.69

POST
11/10
SL

M

776-9 (395/A1)

COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

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

Insert full name
of company

To the Registrar of Companies

For official use

Company number

340
M

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2141256

Name of company

* Cygnet Health Care plc

Date of creation of the charge

1st March 1991

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

Legal Charge dated 1st March 1991

Amount secured by the mortgage or charge

All monies and liabilities now or at any time hereafter due owing or incurred to the Bank by the Company in any way whatsoever.

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

113
Midland Bank plc, whose registered office is at Poultry, in the City of London.

Postcode EC2P 2BX

Presenter's name address and
reference (if any): 7/DAT/PMM

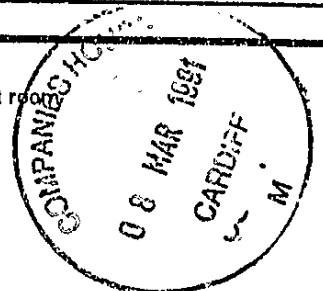
Mishcon de Ruys
125 High Holborn
London WC1
MISHCON DE REYA

For official Use
Mortgage Section

REGISTERED

08 MAR 1991

Post registered



Time critical reference

Short particulars of all the property mortgaged or charged

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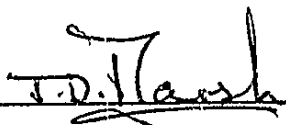
Please complete
legibly, preferably
in black type, or
bold block lettering

1, 2 & 3 Garden Cottages, Tabley House, Knutsford, Cheshire.

Particulars as to commission allowance or discount (note 3)

NIL

Signed



Date

1st March 1991

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.

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 1st MARCH 1991
and created by CYGNET HEALTH CARE PLC

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to MIDLAND BANK plc

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 8th MARCH 1991

Given under my hand at the Companies Registration Office,
Cardiff the 14th MARCH 1991

No. 2141256

Pl 4.3.91

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

P. JONES

an authorised officer

C.69a



COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

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* Insert full name
of company

To the Registrar of Companies

For official use

Company number

M 32C

ow

--	--	--	--

2141256

Name of company

* CYGNET HEALTH CARE PLC

Date of creation of the charge

1st March 1991

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

Mortgage

Amount secured by the mortgage or charge

All moneys and liabilities now or at any time
or times hereafter due or owing or incurred by
the company to the chargee in any manner whatever.

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

3i plc whose registered office is at

91 Waterloo Road, London

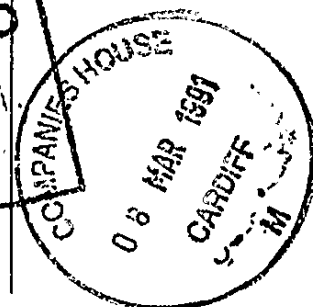
Postcode SE1 8XP

Presentor's name address and
reference (if any):Rowe & Maw
20 Black Friars Lane
London EC4V 6HD

Ref: 8/21467-80

For official Use
Mortgage Section

Post room



Time critical reference

Please do not
write in
this margin

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

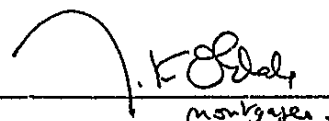
Fixed charge by way of legal mortgage on the following property of the company:-

Land and buildings being known as numbers 1, 2 and 3 Garden Cottages on the west side of a roadway leading to Tabley Lane near Tabley House, Macclesfield, Cheshire registered at HM Land Registry with Title Absolute and forming part of Title Number CH303671 together with all buildings and fixtures (including trade fixtures) and fixed plant and machinery from time to time thereon and therein.

Particulars as to commission allowance or discount (note 3)

Nil

Signed


K. Odell
mortgagee

Date

6th March 1991.

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.

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 1st MARCH 1991
and created by CYGNET HEALTH CARE PLC

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to 3i plc

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 8th MARCH 1991

Given under my hand at the Companies Registration Office,
Cardiff the 14th MARCH 1991

No. 2141256

P 14.3.91

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

P. JONES

an authorised officer

C.69a

M

COMPANIES FORM No. 403a

Declaration of satisfaction
in full or in part
of mortgage or charge

403a

Please do not
write in
this margin

Pursuant to section 403(1) of the Companies Act 1985

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

To the Registrar of Companies

For official use

Company number

[] [] [] []

2141256

* Insert full name
of company

Name of company

CYGNET HEALTH CARE PLC

I, JOHN CRAIG HUGHES

of 55 Lansdowne Road, London W11

† Delete as
appropriate

[a director] [the secretary] [the administrator] [the administrative receiver] of the above company, do
solemnly and sincerely declare that the debt for which the charge described below was given has been
paid or satisfied in [full] [part]

‡ Insert a
description of the
instrument(s)
creating or
evidencing the
charge, eg
'Mortgage',
'Charge',
'Debenture' etc.

Date and Description of charge 14th September 1990

Date of Registrations 11th October 1990

Name and address of [chargee] [trustee for the debenture holders] JOHN CRAIG HUGHES

§ The date of
registration may
be confirmed
from the
certificate

Short particulars of property charged 1, 2 and 3 Garden Cottages, Tabley House
Tabley, Cheshire

¶ Insert brief
details of
property

And I make this solemn declaration conscientiously believing the same to be true and by virtue of the
provisions of the Statutory Declarations Act 1835.

Declared at 7 Rolls Buildings
Fetter Lane London EC4A 3DF

Declarant to sign below

the 15th day of March
one thousand nine hundred and ninety-one
before me K. J. J. J.

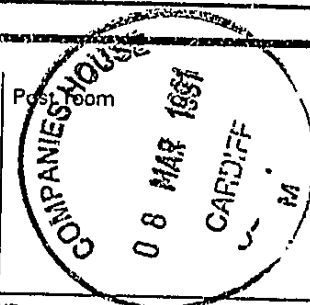
A Commissioner for Oaths or Notary Public or Justice of
the Peace or Solicitor having the powers conferred on a
Commissioner for Oaths

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

Mishcon de Reya
125 High Holborn
London WC1V 6QP

For official use
Mortgage section

Post room



Ref. DAT/PMM



The Solicitors' Law Stationery Society plc, 24 Gray's Inn Road, London WC1X 8HR

Companies 4403-

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