

M**Particulars of a charge****395**Please do not
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legibly, preferably
in black type, or
bold block
lettering

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies

For official use

Company number

19

2182560

Name of company

LTH GROUP OF HOTELS

LIMITED

Date of creation of the charge

16TH DECEMBER 1998

Description of the instrument (*if any*) creating or evidencing the chargeLEGAL CHARGE BY THE COMPANY AS TRUSTEE FOR ITSELF AND
GABACHA ENTERPRISES LIMITED

Amount secured by the mortgage or charge

All monies now due or hereafter to become due or from time to time accruing due from the Company to the Bank upon any account and in any manner whatsoever, **BUT** notwithstanding anything contained to the contrary it is expressly agreed and declared that the security hereby constituted shall be enforceable only in respect of the liabilities of the company to the Bank under the terms of a facility letter dated the 17th day of November 1998 and varied by a side letter dated 15th December 1998 copies of which are annexed to the charge or any subsequent renewal or amendment thereof.

Short particulars of all the property mortgaged or charged

THE LONDON LONDON HOTEL, 10 TALBOT SQUARE, LONDON BOROUGH OF
CITY OF WESTMINSTER

TITLE NO.(S) 321764, 354774, 322813 & 321830

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

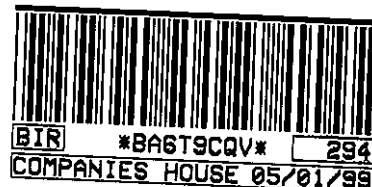
BARCLAYS BANK PLC54 LOMBARD STREET
LONDON EC3P 3AHPresentor's name, address and
reference (*if any*): 20 - -LON LSC 5291-7108389
BARCLAYS LOAN SERVICING CENTRE
COMPANY REGISTRATIONS
P.O. BOX 299
BIRMINGHAM B1 3PF

For official use

Mortgage section

Post room

Time critical reference



Ref 395A/2 (11/97)

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Particulars of a charge continued

Company number

2182560

Name of company

LTH GROUP OF HOTELS

LIMITED

Particulars as to commission, allowance or discount (NOTE 3)

FOR **BARCLAYS BANK PLC**

Signed



Date **5 JAN 1999**

MANAGER

Designation of position in relation to the company: **BARCLAYS LOAN SERVICING CENTRE**

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 situated 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,or 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, Cardiff CF4 3UZ

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02182560

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE BY THE COMPANY AS TRUSTEE FOR ITSELF AND GABACHA ENTERPRISES LIMITED DATED THE 16th DECEMBER 1998 AND CREATED BY LTH GROUP OF HOTELS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO BARCLAYS BANK PLC ON ANY ACCOUNT WHATSOEVER BUT NOTWITHSTANDING ANYTHING CONTAINED TO THE CONTRARY IT IS EXPRESSLY AGREED AND DECLARED THAT THE SECURITY HEREBY CONSTITUTED SHALL BE ENFORCEABLE ONLY IN RESPECT OF THE LIABILITIES OF THE COMPANY TO THE BANK UNDER THE TERMS OF A FACILITY LETTER DATED 17TH NOVEMBER 1998 AND VARIED BY A SIDE LETTER DATED 15TH DECEMBER 1998 COPIES OF WHICH ARE ANNEXED TO THE CHARGE OR ANY SUBSEQUENT RENEWAL OR AMENDMENT THEREOF WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 5th JANUARY 1999.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 7th JANUARY 1999.

D Phillips
D. PHILLIPS
for the Registrar of Companies

A large, stylized handwritten signature in the bottom left corner.



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