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COMPANIES FORM NO. 395

Particulars of a mortgage or charge

395

**Please do not
write in this
binding margin**

Pursuant to section 395 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

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Company Number

2434151

Name of Company

*CINQUE PORTS LEISURE LIMITED

Date of creation of the charge

24 April 1997

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

Legal Mortgage

Amount secured by the mortgage or charge

All liabilities of the Company present and future actual and/or contingent to National Westminster Bank Plc

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

National Westminster Bank Plc

41 Lothbury

London

Postcode	EC2P 2BP
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Presentor's name address and reference (if any):

**NatWest UK,
Retail Banking Services
Credit Management**
Litigation, Technical & Securities
King's Cross House
200 Pentonville Road
London N19 9HL

Presentor's Reference
and/or telephone number

SE-SC- 0171-239 8205

Time critical reference

For official use
Mortgage Section

Post room



Short particulars of all the property mortgaged or charged

The property hereinafter described ('the property') and the proceeds of sale thereof together with a floating charge over all moveable plant machinery implements utensils furniture and equipment at any time placed upon or used in or about the property and an assignment of the goodwill and connection of any business or businesses from time to time carried on in or upon the property or any part or parts thereof together with the full benefit of all licences including any registrations viz:

The freehold property known as Coghurst Hall Ivyhouse Lane Ore Hastings East Sussex, registered at H M land Registry under Title Number SX13211.

Please do not write in this margin



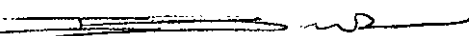
Please complete legibly, preferably in black type, or bold block lettering

Particulars as to commission allowance or discount


Nil

Per pro
**Natwest UK,
Retail Banking Services
Credit Management**
Litigation, Technical & Securities
King's Cross House
200 Pentonville Road, London N1 9HL

Please see notes below.

Signed 

Date 30 APR 1997

On behalf of mortgagee 

Authorised Signatory

Notes

(a) A description of the instrument, eg 'Trust Deed', 'Mortgage', 'Debenture', etc. as the case may be, should be given.

(b) The rate of interest payable under the terms of the Debentures should not be entered.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02434151

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL MORTGAGE DATED THE 24th APRIL 1997 AND CREATED BY CINQUE PORTS LEISURE LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO NATIONAL WESTMINSTER BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 30th APRIL 1997.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 2nd MAY 1997.

M. Cornelius
M. CORNELIUS

for the Registrar of Companies



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

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