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COMPANIES FORM No. 395

395

Particulars of a mortgage or charge

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

To the Registrar of Companies

For official use Company number

27

02511913

Name of company

* NORTHERN ENGLAND ESTATES LTD

*Insert full name
of company

Date of creation of the charge

12TH DECEMBER 1995

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

LEGAL CHARGE

Amount secured by the mortgage or charge

All monies and liabilities which shall be for the time being (and whether on or at any time after demand) be due, owing or incurred to the Governor and Company of the Bank of Scotland ('the Bank') whether actually or contingently and whether solely or jointly with any other person and whether as principal or surety including interest, discount, commission or other lawful charges and expenses which the Bank may in the course of its business charge.

69c.

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

THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND, THE MOUND, EDINBURGH,

Postcode

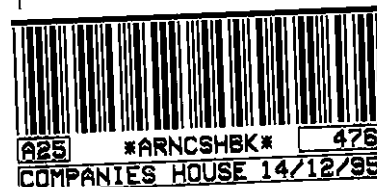
EH1 1YZ

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

John Gaunt & Partners,
Omega Court, 372 Cemetery
Road, Sheffield, S11 8FT.
Ref: PJL

For official use
Mortgage section

Post room



Time critical reference

PJL/SULGRAVE

Short particulars of all the property mortgaged or charged

Freehold property known as Units 1-22 Gayton Road, Sulgrave Industrial Estate, Washington, Tyne & Wear ("the Property") and goodwill relating to the property or the business or undertaking conducted at the property and all plant, machinery and other items affixed to and forming part of the property on or at any time after the date of the Charge and by assignment any rental sums together with the benefit of all rights and remedies of the Company relating to them to hold to the Mortgagees absolutely subject to redemption upon repayment of any debt owed to the Mortgagee and the proceeds of any claim made under any insurance policy relating to the Property or any property charged under the mortgage and by way of floating charge all unattached plant, machinery, chattels and goods now or at any time after the date of the mortgage on or in or used in connection with the property or the business or the undertaking conducted at the property.

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write in
this margin

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lettering

Particulars as to commission allowance or discount (note 3)

NIL

Signed

JOHN GAUNT & PARTNERS

Date 13TH DECEMBER 1995

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

COMPANY No. 02511913

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 12th DECEMBER 1995 AND CREATED BY NORTHERN ENGLAND ESTATES LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO the GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 14th DECEMBER 1995.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 15th DECEMBER 1995.

W. Grandon
W. GRANDON

for the Registrar of Companies



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

HC026B

POST
JC
15/12