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COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

Please do not
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this margin

Pursuant to section 395 of the Companies Act 1985

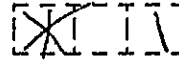
M19

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

To the Registrar of Companies

For official use

Company number



2528311

Name of company

CARPENTER'S ROAD PROPERTIES LIMITED ("the Chargor")

* insert full name
of company

Date of creation of the charge

23rd September 1992

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

LEGAL CHARGE ("the Charge") dated 23rd September 1992 made between the Chargor and Kesslers International Limited ("the Chargee").

Amount secured by the mortgage or charge

The Chargor as Beneficial Owner charges the Property by way of legal mortgage with payment of the Loan and all other sums becoming payable under the Charge and all interest.

Definitions

In this Form M 395

"Loan"

means the sum of £2,3⁴³⁷~~47~~,448 (two million ^{Four}three hundred and ^{THIRTY}forty seven thousand four hundred and forty-eight pounds) lent by the Chargee to the Chargor receipt of which the Chargor has acknowledged and which the Chargor has undertaken to repay with interest at the Prescribed Rate on the dates set out in Clause 2 and Clause 3 of the Charge."Prescribed
Rate"

means two per centum per annum above the base rate of Barclays Bank plc.

(continued on page 2 of Continuation Sheet No. 1)

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

KESSLERS INTERNATIONAL LIMITED of 1 Warton Road London

Postcode

E15 2NF

Presentor's name address and
reference (if any):**PANNONE & PARTNERS**
14 New Street,
London
EC2M 4TR

Ref: JJT/1314/67/K

Time critical reference

For official Use
Mortgage Section

Post room

2 OCT 1992



Short particulars of all the property mortgaged or charged

By way of legal mortgage the Property being all that land comprised in title number EGL 283774 and part of the land comprised in title number NGL 357210 being the land shown red ("the red land") on the plan attached to the Transfer.

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)

None

Signed

Pennie & Peters

Date

September 24th 1992

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.

**Particulars of a mortgage or charge
(continued)**

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binding margin

Continuation sheet No 1
to Form No 395 and 410 (Scot)

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

Company number

2528311

Name of company

CARPENTER'S ROAD PROPERTIES ("the Chargor")

Limited*

*delete if
inappropriate

Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2)

Please do not
write in this
binding margin

Please complete
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black type, or bold
block lettering

(continued from page 1)

"Property"

means the land comprised in the Transfer.

"Transfer"

means the transfer of the Property dated 23rd September 1992
made between the Chargee (1) and the Chargor (2).

Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued)

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FILE COPY



**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

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

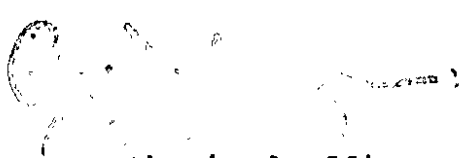
I hereby certify that a mortgage or charge dated the 23rd SEPTEMBER 1992
and created by CARPENTER'S ROAD PROPERTIES LIMITED

for securing £2,437,448.00 and all other moneys due or to become due from
the Company to KESSLERS INTERNATIONAL LIMITED under the terms of THE
CHARGE

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 2nd OCTOBER 1992

Given under my hand at the Companies Registration Office,
Cardiff the 8th OCTOBER 1992

No. 2528311


an authorised officer

C.69

dp
Pass 10

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COMPANIES FORM No. 395

Particulars of a chargePlease do not
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Pursuant to section 395 of the Companies Act 1985

395Please complete
legibly, preferably
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bold block lettering

To the Registrar of Companies

For official use Company number

[] [] [] [] [] []

2528311

Name of company

CARPENTER'S ROAD PROPERTIES

Limited

Date of creation of the charge

23RD SEPTEMBER 1992

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

LEGAL CHARGE

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.

Short particulars of all the property mortgaged or charged

LAND AT CARPENTERS ROAD, LONDON BOROUGH OF TOWER HAMLETS.

TITLE NUMBERS EGL 283774 AND NGL 357210 (PART)

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

BARCLAYS BANK PLC

54 LOMBARD STREET
LONDON EC3P 3AHPresentor's name, address and
reference (if any): 20 - 46 - 80COMPANY AND CREDIT
INFORMATION SERVICES

BARCLAYS BANK PLC

P.O. BOX NO. 120, LONGWOOD CLOSE
WESTWOOD BUSINESS PARK
COVENTRY CV4 8JN

For official use

Mortgage section

- 6 OCT 1992

Post room



Time critical reference

Particulars as to commission, allowance or discount

Please do not
write in this
margin



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

FOR BARCLAYS BANK PLC

Signed

Date

2 OCT 1992

Designation of position in relation to the company: **MANAGER**
COMPANY AND CREDIT INFORMATION SERVICES



**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 23rd SEPTEMBER 1992
and created by CARPENTER'S ROAD PROPERTIES LIMITED

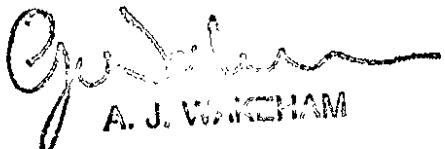
for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to BARCLAYS BANK PLC

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 6th OCTOBER 1992

Given under my hand at the Companies Registration Office,
Cardiff the 12th OCTOBER 1992

No. 2528311


A. J. WATKIN

an authorised officer

C.69a

Dx 12/10

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COMPANIES FORM No. 395

Particulars of a charge

Please do not
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Pursuant to section 395 of the Companies Act 1985

395

To the Registrar of Companies

For official use Company number

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2528311

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

Name of company

CARPENTER'S ROAD PROPERTIES

Limited

Date of creation of the charge

16TH MARCH 1994

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

FLOATING CHARGE

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.

Short particulars of all the property mortgaged or charged

ALL THE UNDERTAKING, PROPERTY AND ASSETS OF THE COMPANY, WHATSOEVER AND WHERESOEVER, PRESENT AND FUTURE.

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

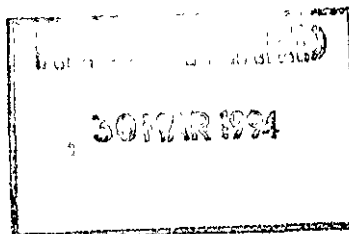
BARCLAYS BANK PLC
64 LOMBARD STREET
LONDON EC3P 3AH

Presentor's name, address and
reference (if any): 20 - 46 - 80

BARCLAYS SECURITIES CENTRE
P.O. BOX 299
BIRMINGHAM
B1 3PF

For official use

Mortgage section



Post room



Time critical reference

Particulars as to commission, allowance or discount

Please do not
write in this
margin

FOR BARCLAYS BANK PLC

Signed

Date

29 MAR 1984

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

Designation of position in relation to the company: MANAGER
BARCLAYS SECURITIES CENTRE

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02528311

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A FLOATING CHARGE DATED THE 16th MARCH 1994 AND CREATED BY CARPENTER'S ROAD PROPERTIES LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO BARCLAYS BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 30th MARCH 1994.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 6th APRIL 1994.

M. SAHA

for the Registrar of Companies



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

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6-4-94
HC026B