

**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
(Address overleaf - Note 5)

For official use

Company number



02585061

Name of company

* insert full name
of Company

* Makeval Limited

Date of creation of the charge

18th June 1996

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

Legal Mortgage

Amount secured by the mortgage or charge

Debt

£1,200,000.00 and all present and all future indebtedness; all other liabilities present, future actual and/or contingent and all costs, charges and expenses howsoever incurred and such indebtedness and all liabilities on a fully indemnity basis and the payment of interest from demand or until discharge.

0.4

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

Coutts & Co

St Martin's Office

440 Strand, London

Postcode

WC2R 0QS

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

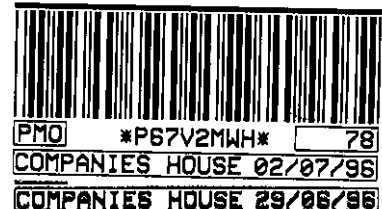
Harbottle & Lewis
Hanover House
14 Hanover Square
London W1R 0BE

Time critical reference

4/60/165000

For official Use
Mortgage Section

Post room



SEE FAX 21/7/96

Short particulars of all the property mortgaged or charged

The freehold property known as land on the East Side of Bristol Road, Bridgwater, Somerset registered at H M Land Registry under title number ST66178 and all moveable plant, machinery, implements, utensils, furniture and equipment, building and other materials, goods and other effects now and from time to time placed on or used in or about the mortgaged property.

Please do not
write in
this margin

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

200.

See fax

Particulars as to commission allowance or discount (note 3)

nil

Signed

Date

27th June 1996.

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.
- 5 The address of the Registrar of Companies is:-

HARBOTTLE
&
LEWIS
SOLICITORS

4/60/cr/165000

Our Ref :

Your Ref :

Confidential - addressee only

To: Miss J Campbell

Fax No: 01222 380 827

Company: Companies House

No of Pages: 1
(including this page)

Tel No: 01222 380217

Time:

Date: 2 July 1996

Operator:

File No: 165000

If you do not receive all the pages, please telephone immediately.

Dear Sirs

Makeval Limited

We refer to our telephone conversation with your colleague earlier this morning and confirm that you may alter the Form 395 as follows:-

1. By deleting the amount of £1,200,000.00 on the first page.
2. By adding the reference to the following on the reverse:-

"... Assignment of Goodwill and the connection of any business and the full benefit of all Licences".

We look forward to hearing from you.

Yours faithfully


Harbottle & Lewis

M H D Bowler
Alan J Patten
Robert A Storey
Gerrard Tyrrell
A R Stinson
Colin M Howes
Justin C M Dunlop
Marian A Derham
Robert K Reilly
Mark D Phillips
Ann Harrison
Frances Butler-Sloss
Medwyn Jones
Dinah Nissen

Consultants
G Laurence Harbottle
J B Stutter
Charles J C Levison

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02585061

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL MORTGAGE DATED THE 18th JUNE 1996 AND CREATED BY MAKEVAL LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO COUTTS & CO ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 2nd JULY 1996.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 4th JULY 1996.

J. Cambourne

J. CAMBOURNE

for the Registrar of Companies



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

HC026B

20317
AM
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