



COMPANIES FORM No. 395

Particulars of a charge

395

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write in
this margin

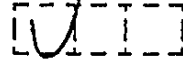
(Pursuant to section 395 of the Companies Act 1985)

M393c

Please complete
legibly, preferably
in black type, or
bold block letteringTo the Registrar of Companies
(Address overleaf - Note 5)

For official use

Company number



2623346

Name of company

* PRECIS (1080) LIMITED

* insert full name
of company

Date of creation of the charge

2nd August, 1991

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

Debenture containing fixed and floating charges

Amount secured by the charge

All moneys and liabilities (actual or contingent) for the time being
due owing or incurred by the Company to the Bank on any account and
in any manner whatsoever

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

The Governor and Company of the Bank of Scotland ("the Bank")

PO Box No 267, 38 Threadneedle Street, London

Postcode EC2P 2EH

Presentor's name address and
reference (if any):Richards Butler,
Beaufort House,
15 St. Botolph Street,
London, EC3A 7EE

Ref: SOS/BB07-029

For official Use
Mortgage Section

Post room

REGISTERED

- 6 AUG 1991

COMPANIES

- 6 AUG 1991

HOUSE

Time critical reference

Short particulars of all the property charged

and wheresoever, present

All the undertaking, property and assets of the Company whatsoever and future, as specified in the attached Schedule, which also contains covenants by and restrictions on the Company which protect and further define the charges and must be read as one with the charges.

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)

N/A

Signed

Richard Butler

Date

5.8.91

On behalf of ~~xxxxxxx~~ [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:-
Companies House, Cardiff CF4 3UZ

Particulars of a mortgage or charge

Name of CompanyPRECIS..(1080)..LIMITED.....

Number of Company ..2623346.....

SCHEDULE OF CHARGES, COVENANTS AND RESTRICTIONS

contained in a Debenture in favour of Bank of Scotland dated ..2nd August..... 19..91

Charges

- 1 by way of legal mortgage all the freehold and leasehold property of the Company now vested in it whether or not the title thereto is registered at H.M. Land Registry together with all buildings and fixtures (including trade and tenant's fixtures) now and hereafter thereon and all plant and machinery now and hereafter annexed thereto for whatever purpose;
- 2 by way of fixed charge all freehold and leasehold property hereafter belonging to the Company together with all buildings and fixtures (including trade and tenant's fixtures) thereon and all plant and machinery annexed thereto for whatever purpose;
- 3 by way of fixed charge all interests not thereinbefore effectively charged now or hereafter belonging to the Company in or over land or the proceeds of sale of land all licences now or hereafter held by the Company to enter upon or use land and the benefit of all other agreements relating to land to which the Company is or may become party or otherwise entitled and all trade and tenant's fixtures plant and machinery now and hereafter annexed for whatever purpose to all freehold and leasehold property an interest in which stands charged thereunder;
- 4 by way of fixed charge all the goodwill and uncalled capital for the time being of the Company;
- 5 by way of fixed charge all stocks shares and other securities now or hereafter owned (whether at law or in equity) by the Company and all rights and interests of the Company in and claims under all policies of insurance and assurance now or hereafter held by or insuring to the benefit of the Company;
- 6 by way of fixed charge all patents, trade marks, patent applications, brand names, copyrights, rights in the nature of copyright, registered designs and other intellectual property rights and agreements relating to the use by the Company of patents and trade marks to which the Company is now or may hereafter become entitled and all agreements under which the Company is now or may become entitled to the payment of any royalty fee or similar income;
- 7 by way of fixed charge all book and other debts of the Company whether now or hereafter existing and whether presently payable or hereafter falling due for payment and all rights and claims of the Company against third parties now or hereafter existing and capable of being satisfied by the payment of money (save as described in 5 above);

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 2nd AUGUST 1991
and created by PRECIS (1080) LIMITED

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to THE GOVERNOR AND COMPANY OF THE
BANK OF SCOTLAND

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 6th AUGUST 1991

Given under my hand at the Companies Registration Office,
Cardiff the 12th AUGUST 1991

No. 2623346

A handwritten signature in dark ink, appearing to read 'M. A. Smith'.

M. A. SMITH

an authorised officer

C. 69a

LC
12/8
BR -

M

Particulars of a charge

Pursuant to section 395 of the Companies Act 1985

Please do not
write in this
margin

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

To the Registrar of Companies

For Official Use

Company Number

SM
M378C

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2623346

Name of company

Precis (1080) Limited

*Insert full name
of company

Date of creation of the charge

29th March 1994

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

Letter of Charge

Amount secured by the charge

All monies now or at any time hereafter owing to the Bank by Aquarius Homes Limited and/or Copson Hotels & Leisure Limited and/or F. Copson Limited and/or L. N. Pressly Limited and/or L.C.P. Building Supplies Limited and/or Letchworth Hall Hotel (Trading) Limited and/or Letchworth Hall Hotel Limited and/or Bedford Corner Hotel Limited and/or Aquarius Hotels Limited and/or Kanta Enterprises Limited on any account or accounts or in any manner whatsoever and whether actually or contingently together with interest, discount, commission and all charges and expenses.

b9
A - all or any of the Companies
named therein to J - - -

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

The Governor and Company of the Bank of Scotland

38 Threadneedle Street, London

Postcode EC2P 2EH

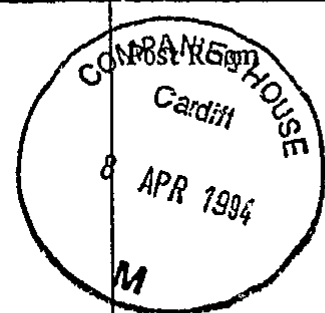
Presenter's name, address and
reference (if any):

8/4
Legal Services Department, 1st Floor,
One Angel Court
Angel Court
London EC2R 7HJ
Ref: LAW/WB

Time critical reference

For Official Use
Mortgage section**REGISTERED**

- 8 APR 1994



Short particulars of all the property charged

All monies now or at any time hereafter standing to the credit of any account or accounts of the Company in the Bank's books.

Please do not write in this margin

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

Particulars as to commission allowance or discount (note 3)

NIL

For the Bank of Scotland

Signed

On behalf of chargee

Assistant Manager

Date

7/4/94

* 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:-

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. 02623346

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LETTER OF CHARGE DATED THE 29th MARCH 1994 AND CREATED BY PRECIS (1080) LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM ALL OR ANY OF THE COMPANIES NAMED THEREIN 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 8th APRIL 1994.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 12th APRIL 1994.

A handwritten signature in dark ink, appearing to read 'P. Jones'.

P. JONES

for the Registrar of Companies



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

HCO26B

Post
12/4/94 AT.