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* insert full name
of company

* Permission
R. Knight 7/10/96

COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies

For official use

Company number

U12 18

2870840 *

Name of company

* SCARCROFT LEASING (SEP) LIMITED ("the Company")

Date of creation of the charge

30th September 1996

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

MORTGAGE BY WAY OF ASSIGNMENT

Amount secured by the mortgage or charge

- (a) All monies whatsoever which become due or owing to the Company under or arising out of the Leases
- (b) All claims for damages in respect of breach of the Leases
- (c) The full benefit of all guarantees, indemnities and other securities of whatever nature held by the Company from time to time in respect of the Leases

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

ROYSCOT LEASING LIMITED of RoyScot House The Promenade Cheltenham
Gloucestershire GL50 1PL ("the Mortgagee")

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

Rickerby Watterson
Ellenborough House
Wellington Street
Cheltenham
Glos GL50 1YD

REF: RHK

Time critical reference

For official use
Mortgage Section

Post room



Short particulars of all the property mortgaged or charged

All the right, title and interest of the Company in the Leases with Birmingham City Council as lessee as set out in the schedule annexed hereto

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

Particulars as to commission allowance or discount (note 3)

Signed

Date 30/9/96

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 Lease

Scarcroft Leasing (3) Limited as Original Lessor

DATE	LESSEE	DESCRIPTION
25.02.1993	Birmingham City Council	Minutes of Finance and Management Committee of Birmingham City Council (33)
30.06.1994	Birmingham City Council	Master Agreement (35)
30.06.1994	Birmingham City Council	Schedule to Master Lease Agreement (36)
30.06.94	Birmingham City Council	Letter confirming that the Lease is intra vires for the local authority and that the business was won by competitive tender

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02870840

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A MORTGAGE BY WAY OF ASSIGNMENT DATED THE 30th SEPTEMBER 1996 AND CREATED BY SCARCROFT LEASING (SEP) LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO ROYSCOT LEASING LIMITED IN RESPECT OF THE LEASES WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 4th OCTOBER 1996.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 8th OCTOBER 1996.


D. JENKINS

for the Registrar of Companies



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

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