



Please do not
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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

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

Name of company

* insert full name
of company

* GRAYSTOKE PROPERTY DEVELOPMENTS LIMITED

Date of creation of the charge

9th	day of	May	19	94
-----	--------	-----	----	----

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

Legal Charge

Amount secured by the mortgage or charge

All the Company's liabilities to The Royal Bank of Scotland plc (the 'Bank') of any kind (whether present or future actual or contingent and whether incurred alone or jointly with another) including banking charges, commission, interest, costs and expenses.

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

The Royal Bank of Scotland plc		
36 St Andrew Square		
Edinburgh	Postcode	EH2 2YB

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

ALEXANDER & CO.
SOLICITORS
5, CHURCHBANK
BOLTON
BL1 1BY

Time critical reference

For official Use
Mortgage Section

REC
19 MAY 1994

Post room



Please do not
write in
this margin

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

1 By way of legal mortgage:-

30 Nebo Street, Bolton in the County of Greater Manchester

2 By way of fixed charge:-

- 2.1 The benefit of all covenants and rights affecting or concerning the property described above.
- 2.2 The plant, machinery and fixtures and fittings, furniture, equipment, implements and utensils of the Company now and in the future at the property described above.
- 2.3 The present or future goodwill of any business carried on at the property described above by or on behalf of the Company.

Note:- The Legal Charge contains covenants by the Company with the Bank not without the Bank's prior written consent to create or permit to arise any mortgage, charge or lien on the charged property, nor to dispose of the charged property.

Particulars as to commission allowance or discount (note 3)

Signed



Date

9th May 1994

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. 02871111

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 9th MAY 1994 AND CREATED BY GRAYSTOKE PROPERTY DEVELOPMENTS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE ROYAL BANK OF SCOTLAND plc ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 19th MAY 1994.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 24th MAY 1994.

A handwritten signature in dark ink, appearing to read 'G. J. Jones', with a stylized flourish at the end.

for the Registrar of Companies



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

Post
24.5.94
HC026B



Please do not
write in
this margin

COMPANIES FORM NO. 395

Particulars of a mortgage or charge

395

Pursuant to section 395 of the Companies Act 1985

m274C

Re

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

To the Registrar of Companies

For official use

Company number

2

2871111

Name of company

* Graystone Property Developments Ltd

* insert full name
of company

Date of creation of the charge

29th day of July 19 94

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

Legal Charge

Amount secured by the mortgage or charge

All the Company's liabilities to The Royal Bank of Scotland plc (the 'Bank') of any kind (whether present or future actual or contingent and whether incurred alone or jointly with another) including banking charges, commission, interest, costs and expenses.

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

The Royal Bank of Scotland plc

36 St Andrew Square

Edinburgh

Postcode

EH2 2YB

4 AUG 1994

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

EB2BOL.GRA

The Royal Bank of Scotland plc

Branch Support

016 716284

Branch 3

For official Use
Mortgage Section

- 4 AUG 1994

Post room

COMPANIES HOUSE

4 AUG 1994

87

Time critical reference

Short particulars of all the property mortgaged or charged

Please do not write in this margin

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

1 By way of legal mortgage:-
16 Thorns Road, Astley Bridge, Bolton, Greater Manchester.

- 2 By way of fixed charge:-
- 2.1 The benefit of all covenants and rights affecting or concerning the property described above.
 - 2.2 The plant, machinery and fixtures and fittings, furniture, equipment, implements and utensils of the Company now and in the future at the property described above.
 - 2.3 The present or future goodwill of any business carried on at the property described above by or on behalf of the Company.

Note:- The Legal Charge contains covenants by the Company with the Bank not without the Bank's prior written consent to create or permit to arise any mortgage, charge or lien on the charged property, nor to dispose of the charged property.

Particulars as to commission allowance or discount (note 3)

For The Royal Bank of Scotland plc

Signed Oliver Book Date 3.8.94

Duly Authorised Official

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.



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02871111

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 29th JULY 1994 AND CREATED BY GRAYSTOKE PROPERTY DEVELOPMENTS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE ROYAL BANK OF SCOTLAND plc ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 4th AUGUST 1994.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 8th AUGUST 1994.

M. SAHA

for the Registrar of Companies



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

HC026B

17/2/94 P.

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies

For official use

Company number

[3]

2871111

Name of company

* GRAYSTOCK PROPERTY DEVELOPMENTS LIMITED

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

* insert full name of company

Date of creation of the charge

FIFTEENTH day of AUGUST 1994.

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

Legal Charge

Amount secured by the mortgage or charge

All the Company's liabilities to The Royal Bank of Scotland plc (the 'Bank') of any kind (whether present or future actual or contingent and whether incurred alone or jointly with another) including banking charges, commission, interest, costs and expenses.

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

The Royal Bank of Scotland plc

36 St Andrew Square

Edinburgh

Postcode

EH2 2YB

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

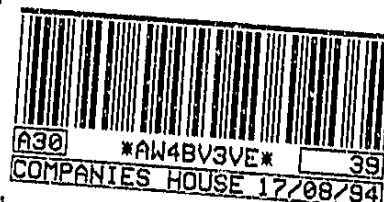
JONES MAIDMENT WILSON
MARKET COURT
20-24 CHURCH ST
ALTRINCHAM
WA14 4DW.

For official Use
Mortgage Section

REGISTERED

17 APR 1994

Post room



Time critical reference

DX 29104
ALTRINCHAM
2

Please do not
write in
this margin

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

1 By way of legal mortgage:- All that freehold property known as:-
10 Beatrice Road.
BOLTON
GREATER MANCHESTER

2 By way of fixed charge:-

- 2.1 The benefit of all covenants and rights affecting or concerning the property described above.
- 2.2 The plant, machinery and fixtures and fittings, furniture, equipment, implements and utensils of the Company now and in the future at the property described above.
- 2.3 The present or future goodwill of any business carried on at the property described above by or on behalf of the Company.

Note:- The Legal Charge contains covenants by the Company with the Bank not without the Bank's prior written consent to create or permit to arise any mortgage, charge or lien on the charged property, nor to dispose of the charged property.

Particulars as to commission allowance or discount (note 3)

Signed

Date

15-8-94

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.



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02871111

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 15th AUGUST 1994 AND CREATED BY GRAYSTOKE PROPERTY DEVELOPMENTS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE ROYAL BANK OF SCOTLAND plc ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 17th AUGUST 1994.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 19th AUGUST 1994.

M. SAHA

for the Registrar of Companies



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

Doc
19 Aug
1994

HC026B

M

COMPANIES ACT 1985 NO. 403A

Declaration of satisfaction in full or in part of mortgage or charge

403a

Please do not
write in
this margin

Pursuant to section 403(1) 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

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

02771111

Name of company

* GRAYSTOKE PROPERTY DEVELOPMENTS LIMITED

* insert full name
of company

I, NEIL CHRISTOPHER GRAY
of 27 HOWTON ROAD, SAGE, CHESHIRE, M33 4LH

† delete as
appropriate

‡ insert a description
of the instrument(s)
creating or
evidencing the
charge, eg
'Mortgage',
'Charge',
'Debenture' etc

§ the date of
registration may be
confirmed from the
certificate

§ insert brief
details of
property

a director/the secretary of the above company, do solemnly and sincerely declare that the debt for
which the charge described below was given has been paid or satisfied in [full][part] ‡

Date and Description of charge ‡ 29TH JULY 1994 LEGAL CHARGE

Date of Registration ‡ 4TH AUGUST 1994

Name and address of [chargee][trustee for the debenture holders] THE ROYAL BANK OF
SCOTLAND PLC, 46/48 DEANSGATE, BOLTON, BL1 1BH

Short particulars of property charged § LEASEHOLD PROPERTY 16 THORNS ROAD
ASTLEY BRIDGE, BOLTON, GREATER MANCHESTER

And I make this solemn declaration conscientiously believing the same to be true and by virtue of the
provisions of the Statutory Declarations Act 1835.

Declared at _____

Declarant to sign below

the _____ day of SEPTEMBER

one thousand nine hundred and 94 (twenty years)

before me _____

A Commissioner for Oaths or Notary Public or Justice of
the Peace or Solicitor having the powers conferred on a
Commissioner for Oaths

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

For official Use
Mortgage Section

Post room



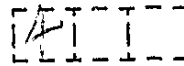
Particulars of a charge**395**Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number



02871111

Name of company

* GRAYSTOKE PROPERTY DEVELOPMENTS LIMITED

* insert full name
of company

Date of creation of the charge

5th October 1994

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

Third Party Legal Charge

Amount secured by the charge

(£9,000.00)

All the debtor's liabilities to the Bank of any kind (whether present or future actual or contingent and whether incurred alone or jointly with another) including banking charges and commissions.

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

The Royal Bank of Scotland plc

Centurian House, 129 Deansgate,

Manchester

Postcode

M3 3WR

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

Jones Maidment Wilson
Market Court
20-24 Church Street
Altrincham
Cheshire WA14 4DW
Ref: JBA

Time critical reference

For official Use
Mortgage Section

Post room



Short particulars of all the property charged

112 Morris Green Lane
Bolton
Greater Manchester

And by way of fixed Charge the plant machinery and
fixtures and fittings furniture equipment implements
and utensils.

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

Date 18th October 1994

On behalf of [company][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, Crown Way, Maindy, Cardiff CF4 3UZ



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02871111

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 5th OCTOBER 1994 AND CREATED BY GRAYSTOKE PROPERTY DEVELOPMENTS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE ROYAL BANK OF SCOTLAND plc ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 19th OCTOBER 1994.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 20th OCTOBER 1994.

M. SAHA

for the Registrar of Companies

DX
20/10
25



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

HC026B



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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

CR RH

For official use

Company number

5

02871111

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

Name of company

* GRAYSTONE PROPERTY DEVELOPMENTS LIMITED

* Insert full name
of company

Date of creation of the charge

TWENTY FIRST day of OCTOBER 1994

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

Legal Charge

Amount secured by the mortgage or charge

All the Company's liabilities to The Royal Bank of Scotland plc (the 'Bank') of any kind (whether present or future actual or contingent and whether incurred alone or jointly with another) including banking charges, commission, interest, costs and expenses.

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

The Royal Bank of Scotland plc
36 St Andrew Square
Edinburgh Postcode EH2 2YB

Dr 2910A
Altrincham 2

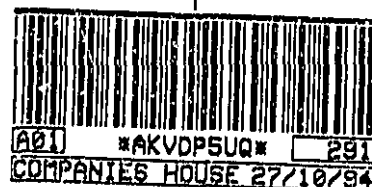
Presentor's name address and
reference (if any):

JONES MAIDMENT WILSON
MARKET COURT
20-24 CHURCH ST
ALTRINCHAM
WA14 4DW

31/10

For official Use 1994
Mortgage Section

Post room



Time critical reference

Short particulars of all the property mortgaged or charged

Please do not
write in
this margin

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

1 By way of legal mortgage:- The leasehold property known as:-
4 Wellington Street
Farnworth
Bolton
BL4 7DT.

2 By way of fixed charge:-

- 2.1 The benefit of all covenants and rights affecting or concerning the property described above.
- 2.2 The plant, machinery and fixtures and fittings, furniture, equipment, implements and utensils of the Company now and in the future at the property described above.
- 2.3 The present or future goodwill of any business carried on at the property described above by or on behalf of the Company.

Note:- The Legal Charge contains covenants by the Company with the Bank not without the Bank's prior written consent to create or permit to arise any mortgage, charge or lien on the charged property, nor to dispose of the charged property.

Particulars as to commission allowance or discount (note 3)

Signed James Macdonald Wilson Date 21.10.94

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.
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 - (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.
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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

COMPANY No. 02871111

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 21st OCTOBER 1994 AND CREATED BY GRAYSTOKE PROPERTY DEVELOPMENTS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE ROYAL BANK OF SCOTLAND plc ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 27th OCTOBER 1994.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 1st NOVEMBER 1994.

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

M. SAHA

for the Registrar of Companies



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

HC025B

DX
JC
1/11



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

To the Registrar of Companies

For official use

Company number

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

Name of company

6111

02871111

* GRAYSTONE PROPERTY DEVELOPMENTS LIMITED

* Insert full name
of company

Date of creation of the charge

THIRTY FIRST day of OCTOBER 1994

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

Legal Charge

Amount secured by the mortgage or charge

All the Company's liabilities to The Royal Bank of Scotland plc (the 'Bank') of any kind (whether present or future actual or contingent and whether incurred alone or jointly with another) including banking charges, commission, interest, costs and expenses.

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

The Royal Bank of Scotland plc		
36 St Andrew Square		
Edinburgh	Postcode	EH2 2YB

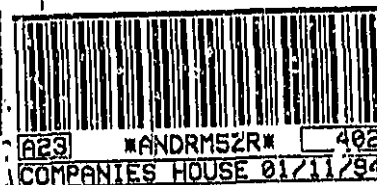
Presenter's name address and
reference (if any):

24/11
JONES MAIDMENT WILSON
MARKET COURT
20-24 CHURCH ST
ALTRINCHAM WA14 4DW
DX 29104 ALTRINCHAM 2

For official Use
Mortgage Section

Post room

Time critical reference



Short particulars of all the property mortgaged or charged

1 By way of legal mortgage:- All that leasehold property known as 137 TONGE MOOR ROAD BOLTON GREATER MANCHESTER

Please do not write in this margin

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

2 By way of fixed charge:-

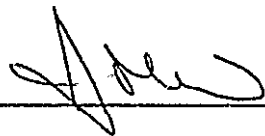
- 2.1 The benefit of all covenants and rights affecting or concerning the property described above.
- 2.2 The plant, machinery and fixtures and fittings, furniture, equipment, implements and utensils of the Company now and in the future at the property described above.
- 2.3 The present or future goodwill of any business carried on at the property described above by or on behalf of the Company.

Note:- The Legal Charge contains covenants by the Company with the Bank not without the Bank's prior written consent to create or permit to arise any mortgage, charge or lien on the charged property, nor to dispose of the charged property.

Particulars as to commission allowance or discount (note 3)

NONE

Signed



Date

31st October 1994

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. 02871111

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 31st OCTOBER 1994 AND CREATED BY GRAYSTOKE PROPERTY DEVELOPMENTS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE ROYAL BANK OF SCOTLAND plc ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 1st NOVEMBER 1994.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 3rd NOVEMBER 1994.

M. SAHA

for the Registrar of Companies



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

HC026B

POST
JC
3/11



COMPANIES FORM NO. 395

Particulars of a mortgage or charge

395

Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies

For official use

Company number

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

Name of company

* GRAYSTONE PROPERTY DEVELOPMENT LIMITED

* Insert full name
of company

Date of creation of the charge

THIRTEENTH day of OCTOBER 1994

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

Legal Charge

Amount secured by the mortgage or charge

All the Company's liabilities to The Royal Bank of Scotland plc (the 'Bank') of any kind (whether present or future actual or contingent and whether incurred alone or jointly with another) including banking charges, commission, interest, costs and expenses.

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

The Royal Bank of Scotland plc
36 St Andrew Square
Edinburgh Postcode EH2 2YB

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

JONES MAIDMENT WILSON
MARKET COURT
20-24 CHURCH ST
ALTRINCHAM WA14 4DU
DX 29104 ALTRINCHAM 2.

For official Use
Mortgage Section

Post room



Time critical reference

Short particulars of all the property mortgaged or charged

1 By way of legal mortgage:- all that freehold property known as 19 Pedder Street Bolton Greater Manchester

Please do not write in this margin

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

2 By way of fixed charge:-

- 2.1 The benefit of all covenants and rights affecting or concerning the property described above.
- 2.2 The plant, machinery and fixtures and fittings, furniture, equipment, implements and utensils of the Company now and in the future at the property described above.
- 2.3 The present or future goodwill of any business carried on at the property described above by or on behalf of the Company.

Note:- The Legal Charge contains covenants by the Company with the Bank not without the Bank's prior written consent to create or permit to arise any mortgage, charge or lien on the charged property, nor to dispose of the charged property.

Particulars as to commission allowance or discount (note 3)

None.

Signed

Date

31st October 1994

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. 02871111

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 13th OCTOBER 1994 AND CREATED BY GRAYSTOKE PROPERTY DEVELOPMENTS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE ROYAL BANK OF SCOTLAND plc ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 1st NOVEMBER 1994.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 3rd NOVEMBER 1994.

M. SAHA

for the Registrar of Companies



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

HC0263

POST
SC
3/11



COMPANIES FORM No. 403a

**Declaration of satisfaction
in full or in part
of mortgage or charge****403a**Please do not
write in
this margin

Pursuant to section 403(1) 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

[] [] [] []

02871111

Name of company

*GRAYSTOKE PROPERTY DEVELOPMENTS LTD

I, NEIL GRAYof 27 LOWTON ROAD SALE CHESHIRE

[a director][the secretary][the administrator][the administrative receiver]† of the above company, do
solemnly and sincerely declare that the debt for which the charge described below was given has been
paid or satisfied in [full][part]‡

Date and Description of charge‡ 15/8/94Date of Registration 19/8/94

Name and address of [chargee][trustee for the debenture holders]

ROYAL BANK OF SCOTLAND PICShort particulars of property charged§ 10 BEATRICE ROAD
BOLTONAnd I make this solemn declaration conscientiously believing the same to be true and by virtue of the
provisions of the Statutory Declarations Act 1835.Declared at 1, SANDILANDS ROAD

Declarant to sign below

BROOKLANDSMANCHESTER M23 9JW.the THIRTY FIRST day of OCTOBERone thousand nine hundred and NINETY FOURbefore me A.H. Lister J.P.A Commissioner for Oaths or Notary Public or Justice of
the Peace or Solicitor having the powers conferred on a
Commissioner for OathsPresentor's name address and
reference (if any):Jonas Hardiment Wilson
Market Court
20-24 Church St
Althorneham
W114 4DW.For official Use
Mortgage Section

- 4 NOV 1994

Post room

832 *AONH062Y* 230
COMPANIES HOUSE 04211294



Please do not
write in
this margin

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

Name of company

* GRAYSTOKE PROPERTY DEVELOPMENTS LIMITED

Date of creation of the charge

FIFTEENTH day of NOVEMBER 1994.

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

Third Party Legal Charge

Amount secured by the mortgage or charge

All the liabilities of
to The Royal Bank of Scotland plc (the 'Bank') of any kind (whether present or future actual
or contingent and whether incurred alone or jointly with another) including banking charges,
commission, interest, costs and expenses.

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

The Royal Bank of Scotland plc		
36 St Andrew Square		
Edinburgh	Postcode	EH2 2YB

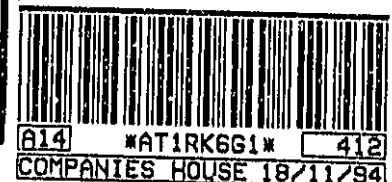
Presentor's name address and
reference (if any):

The Royal Bank of Scotland plc
Securities Section
(England and Wales)
DX710284
Manchester 3

For official Use
Mortgage Section

Post room

REGISTERED
18 NOV 1994



Time critical reference

Short particulars of all the property mortgaged or charged

Please do not
write in
this margin

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

1 By way of legal mortgage:- the leasehold property known as
28 BAXENDALE STREET BOLTON GREATER
MANCHESTER

2 By way of fixed charge:-

- 2.1 The benefit of all covenants and rights affecting or concerning the property described above.
- 2.2 The plant, machinery and fixtures and fittings, furniture, equipment, implements and utensils of the Company now and in the future at the property described above.
- 2.3 The present or future goodwill of any business carried on at the property described above by or on behalf of the Company.

Note:- The Legal Charge contains covenants by the Company with the Bank not without the Bank's prior written consent to create or permit to arise any mortgage, charge or lien on the charged property, nor to dispose of the charged property.

Particulars as to commission allowance or discount (note 3)

For The Royal Bank of Scotland plc

Signed

Date 17-11-94

Duly Authorised Official

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. 02871111

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 15th NOVEMBER 1994 AND CREATED BY GRAYSTOKE PROPERTY DEVELOPMENTS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE ROYAL BANK OF SCOTLAND plc ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 18th NOVEMBER 1994.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 21st NOVEMBER 1994.

M. SAHA

for the Registrar of Companies

DX
21/11
94



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

HC026B



Please do not
write in
this margin

COMPANIES FORM NO. 395

Particulars of a mortgage or charge

395

Pursuant to section 395 of the Companies Act 1985

PJ

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

To the Registrar of Companies

[Handwritten signature]

For official use

[Official stamp]

Company number

2871111

Name of company

* Graystoke Property Developments Limited

* If not full name
of company

Date of creation of the charge

22nd day of November 1994

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

Debenture

Amount secured by the mortgage or charge

All the Company's liabilities to The Royal Bank of Scotland plc (the 'Bank') of any kind (whether present or future actual or contingent and whether incurred alone or jointly with another) including banking charges, commission, interest, costs and expenses.

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

The Royal Bank of Scotland plc

36 St Andrew Square

Edinburgh

Postcode

EH2 2YB

Presentor's name address and
reference (if any): JS2BOL.GRA

The Royal Bank of Scotland plc
Securities Section
(England and Wales)
Centurion House 129 Deansgate
Manchester M3 3WR

For official Use
Mortgage Section

Post room

29 NOV 1994

Time critical reference



MQR *M04WN6R6* 559
COMPANIES HOUSE 29/11/94

29/11

Short particulars of all the property mortgaged or charged

Please do not
write in
this margin


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

- 1 By way of legal mortgage all the freehold and leasehold property now vested in or charged to the Company;
- 2 By way of fixed charge all estates or interests in any freehold and leasehold property now and in future vested in or charged to the Company except the property referred to in paragraph 1;
- 3 By way of fixed charge:-
 - (i) all the plant, machinery and fixtures and fittings, furniture, equipment, implements and utensils now and in the future belonging to the Company;
 - (ii) all the goodwill and uncalled capital of the Company present and future;
 - (iii) all stocks, shares and other securities now and in the future belonging to the Company;
 - (iv) all intellectual property rights, choses in action and claims now and in the future belonging to the Company; and
 - (v) all book debts and other debts (including any funds standing to the credit of the Company from time to time on any account with the Bank or any other bank or financial institution or organisation) now and in the future owing to the Company.
- 4 By way of floating charge all the undertaking and all property assets and rights of the Company present and future not subject to a fixed charge under the Debenture.

- Note 1** The Debenture contains covenants by the Company with the Bank:-
- (a) Not without the previous written consent of the Bank to create or permit to arise any mortgage charge or lien on any of the Company's property nor to dispose of any of the Company's property except that the property subject to the floating charge may be disposed of in the ordinary course of business.
 - (b) To pay into the Company's account with the Bank (or such other account as the Bank may specify from time to time) all money which the Company may receive in respect of the Company's book debts and other debts and not to deal with the Company's book debts and other debts otherwise than by collecting them in the ordinary course of the Company's business and in particular not to realise the Company's book debts and other debts by means of book discounting, factoring or the like.
- 2** The Debenture gives the Bank power to appoint an Administrative Receiver.

Particulars as to commission allowance or discount (note 3)

For The Royal Bank of Scotland plc

Signed  Date 28.11.94

Duly Authorised Official

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. 02871111

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 22nd NOVEMBER 1994 AND CREATED BY GRAYSTOKE PROPERTY DEVELOPMENTS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE ROYAL BANK OF SCOTLAND plc ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 29th NOVEMBER 1994.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 30th NOVEMBER 1994.

M. SAHA

for the Registrar of Companies



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

D2C
30 NOV
1994

HC026B

Declaration of satisfaction in full or in part of mortgage or charge

403a

Please do not
write in
this margin

Pursuant to section 403(1) of the Companies Act 1985

To the Registrar of Companies

For official use

Company number

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

[7][1][1][1]

02871111

Name of company

* Insert full name
of company

* GRAYSTOKE PROPERTY DEVELOPMENTS LIMITED

I, NEIL GRAY

of 27 Lowton Road, Sale, Cheshire

† delete as
appropriate

[a director] ~~[the secretary]~~ ~~[the administrator]~~ ~~[the administrative receiver]~~ of the above company, do
solemnly and sincerely declare that the debt for which the charge described below was given has been
paid or satisfied in [full] ~~[part]~~

Date and Description of charge† Legal Charge dated 31st October 1994

Date of Registration 1st November 1994

Name and address of [chargee] [trustee for the debenture holders]

The Royal Bank of Scotland plc, 46-48 Deansgate, Bolton BL1 1BH

Short particulars of property charged§ 19 Pedder Street, Bolton

¶ the date of
registration may be
confirmed from the
certificate

§ Insert brief
details of
property

And I make this solemn declaration conscientiously believing the same to be true and by virtue of the
provisions of the Statutory Declarations Act 1835.

Declared at 20-24 Church Street

Declarant to sign below

Altrincham

Cheshire WA14 4DW

the SIXTH day of DECEMBER
one thousand nine hundred and NINETY FOUR
before me A. H. Jones J.P.

A Commissioner for Oaths or Notary Public or Justice of
the Peace or Solicitor having the powers conferred on a
Commissioner for Oaths

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

Jones Maidment Wilson
Market Court
20-24 Church Street
Altrincham
Cheshire
WA14 4DW

Ref : JBA

For official Use
Mortgage Section

Post room



A20 *A0FD672H* 459
COMPANIES HOUSE 10/12/94

M

COMPANIES FORM No. 403a

**Declaration of satisfaction
in full or in part
of mortgage or charge**

403a

Please do not
write in
this margin

Pursuant to section 403(1) of the Companies Act 1985

To the Registrar of Companies

For official use

Company number

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

Name of company

* GRAYSTOKE PROPERTY DEVELOPMENTS LIMITED

I, NEIL GRAY

of 27 Lowton Road, Sale, Cheshire M33

[a director][the secretary][the administrator][the administrative receiver] of the above company, do
solemnly and sincerely declare that the debt for which the charge described below was given has been
paid or satisfied in [full][part]

Date and Description of charge: 21st October 1994

Date of Registrations: 27th October 1994

Name and address of [chargee][trustee for the debenture holders]

The Royal Bank of Scotland plc

Short particulars of property charged:

4 Wellington Street, Farnworth, Bolton, Greater Manchester

And I make this solemn declaration conscientiously believing the same to be true and by virtue of the
provisions of the Statutory Declarations Act 1835.

Declared at 1, SANDILANDS ROAD Declarant to sign below

R. ROKLANDS

MANCHESTER M23 9JN

the TWENTY THIRD day of DECEMBER

one thousand nine hundred and NINETEEN FOUR

before me A. H. W. J.P.

A Commissioner for Oaths or Notary Public or Justice of
the Peace or Solicitor having the powers conferred on a
Commissioner for Oaths

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

Jones Maidment Wilson
Market Court
20-24 Church Street
Altrincham
Cheshire WA14 4DW

Ref: JBA

For official Use

Section

REGISTERED
Full or Part
16 JAN 1995



A03 *A9L0B7XJ* 473
COMPANIES HOUSE 10/01/95

COMPANIES HOUSE 04/01/95



Please do not
write in
this margin

COMPANIES FORM NO. 395

Particulars of a mortgage or charge

395

Pursuant to section 395 of the Companies Act 1985

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

* Insert full name
of company

To the Registrar of Companies

RA

For official use

10

Company number

2871111

Name of company

* GRAYSTOKE PROPERTY DEVELOPMENTS LIMITED

Date of creation of the charge

Thirteenth day of January 19 95

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

Legal Charge

Amount secured by the mortgage or charge

All the Company's liabilities to The Royal Bank of Scotland plc (the 'Bank') of any kind (whether present or future actual or contingent and whether incurred alone or jointly with another) including banking charges, commission, interest, costs and expenses.

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

The Royal Bank of Scotland plc

36 St Andrew Square

Edinburgh

Postcode

EH2 2YB

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

Jones Maidment Wilson
Market Court
20-24 Church Street
Altrincham
Cheshire WA14 4DW

Ref: JBA

Time critical reference

For official Use
Mortgage Section

Post room



Short particulars of all the property mortgaged or charged

1 By way of legal mortgage:-

ALL THAT Leasehold property known as 2 Whitley Street Farnworth
Bolton Greater Manchester

Please do not
write in
this margin

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

2 By way of fixed charge:-

- 2.1 The benefit of all covenants and rights affecting or concerning the property described above.
- 2.2 The plant, machinery and fixtures and fittings, furniture, equipment, implements and utensils of the Company now and in the future at the property described above.
- 2.3 The present or future goodwill of any business carried on at the property described above by or on behalf of the Company.

Note:- The Legal Charge contains covenants by the Company with the Bank not without the Bank's prior written consent to create or permit to arise any mortgage, charge or lien on the charged property, nor to dispose of the charged property.

Particulars as to commission allowance or discount (note 3)

Signed Jones maidment
Wilson

Date 16th January 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. 02871111

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 13th JANUARY 1995 AND CREATED BY GRAYSTOKE PROPERTY DEVELOPMENTS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE ROYAL BANK OF SCOTLAND plc ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 17th JANUARY 1995.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 18th JANUARY 1995.

A handwritten signature in black ink, appearing to read 'M. Saha'.

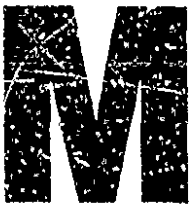
M. SAHA
for the Registrar of Companies



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

POST
18 JAN
1995

HC026B



Please do not
write in
this margin

COMPANIES FORM NO. 395

Particulars of a mortgage or charge

395

Pursuant to section 395 of the Companies Act 1985

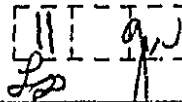
To the Registrar of Companies

For official use

Company number

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

Name of company



2871111

* Insert full name
of company

* GRAYSTONE PROPERTY DEVELOPMENTS LIMITED.

Date of creation of the charge

THIRTEENTH day of FEBRUARY 1995.

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

Legal Charge

Amount secured by the mortgage or charge

All the Company's liabilities to The Royal Bank of Scotland plc (the 'Bank') of any kind (whether present or future actual or contingent and whether incurred alone or jointly with another) including banking charges, commission, interest, costs and expenses.

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

The Royal Bank of Scotland plc		
36 St Andrew Square		
Edinburgh	Postcode	EH2 2YB

Presentor's name address and
reference (if any): JBA/WG
Jones Maidment Wilson
DX 29104
ALTRINCHAM 2

For official Use
Mortgage Section

Post room

18 FEB 1995



Time critical reference

Short particulars of all the property mortgaged or charged

1 By way of legal mortgage:- All that leasehold property known as:-
193 LONGFIELD ROAD
BOLTON
BL3 3SY.

Please do not
write in
this margin

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

2 By way of fixed charge:-

- 2.1 The benefit of all covenants and rights affecting or concerning the property described above.
- 2.2 The plant, machinery and fixtures and fittings, furniture, equipment, implements and utensils of the Company now and in the future at the property described above.
- 2.3 The present or future goodwill of any business carried on at the property described above by or on behalf of the Company.

Note:- The Legal Charge contains covenants by the Company with the Bank not without the Bank's prior written consent to create or permit to arise any mortgage, charge or lien on the charged property, nor to dispose of the charged property.

Particulars as to commission allowance or discount (note 3)

For The Royal Bank of Scotland plc

Signed

James Macdonald Wilson Date 16th February 1995

Duly Authorised Official

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. 02871111

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 13th FEBRUARY 1995 AND CREATED BY GRAYSTOKE PROPERTY DEVELOPMENTS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE ROYAL BANK OF SCOTLAND plc ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 18th FEBRUARY 1995.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 22nd FEBRUARY 1995.

A handwritten signature in cursive script, appearing to read 'M. Saha'.

M. SAHA
for the Registrar of Companies



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

DX
22-FEB 1995

HC026B

COMPANIES FORM No. 403a

Declaration of satisfaction in full or in part of mortgage or charge

403a

Please do not
write in
this margin

Pursuant to section 403(1) 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

02871111

02871111

Name of company

* GRAYSTOKE PROPERTY DEVELOPMENTS LIMITED

* Insert full name
of company

I, NEIL GRAY
of 27 Lowton Road, Sale, Cheshire

† delete as
appropriate

‡ insert a description
of the instrument(s)
creating or
evidencing the
charge, eg
'Mortgage',
'Charge',
'Debenture' etc.

§ the date of
registration may be
confirmed from the
certificate

§ Insert brief
details of
property

[a director] ~~[a secretary]~~ ~~[an administrator]~~ ~~[an administrative receiver]~~ of the above company, do
solemnly and sincerely declare that the debt for which the charge described below was given has been
paid or satisfied in full ~~[part]~~

Date and Description of charge: Legal Charge

Date of Registrations: 19th October 1994

Name and address of [chargee] ~~[trustee for the debenture holders]~~ The Royal Bank of
Scotland plc, Centurion House, 129 Deansgate, Manchester

Short particulars of property charged: 112 Morris Green Lane, Bolton,
Greater Manchester

And I make this solemn declaration conscientiously believing the same to be true and by virtue of the
provisions of the Statutory Declarations Act 1835.

Declared at 1, SANDILANDS ROAD

Declarant to sign below

BROOKLANDS

MANCHESTER M23 9JN

the TWENTY THIRD day of MARCH

one thousand nine hundred and NINETY FIVE

before me A. H. J. P.

A Commissioner for Oaths or Notary Public or Justice of
the Peace or Solicitor having the powers conferred on a
Commissioner for Oaths

Presentor's name address and
reference (if any):
Jones Maidment Wilson
Market Court
20-24 Church Street
Altrincham
Cheshire WA14 4DW

Ref: JBA

For official Use
Mortgage Section

0 MAR 1995

REGISTERED

Post room



A05 *A5143A41* 322
COMPANIES HOUSE 30/03/95