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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

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

To the Registrar of Companies

For official use

Company number

[1][1][1][1]

2931640

Name of company

* The Royal Bath & West of England Society

* insert full name
of company

Date of creation of the charge

19th January 1998

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

Legal Charge

Amount secured by the mortgage or charge

Seventeen thousand seven hundred and fifteen pounds (£17,715,00)

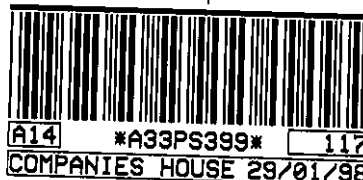
Names and addresses of the mortgagees or persons entitled to the charge

Raymond John Longman and Roger Norton Longman both of Bagborough Farm
Shepton Mallet Somerset

Postcode

Presentor's name address and
reference (if any):
Messrs Battens
Church House Yeovil
Somerset BA20 1HB
(Ref: MRB)For official Use
Mortgage Section

Post room



Time critical reference

Short particulars of all the property mortgaged or charged

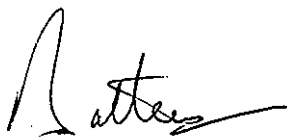
Lznd forming part of Bagborough Farm Evercreech Shepton Mallet Somerset

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)

Signed



Date

28.01.98

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. 02931640

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 19th JANUARY 1998 AND CREATED BY THE ROYAL BATH & WEST OF ENGLAND SOCIETY FOR SECURING £17,715,000 DUE OR TO BECOME DUE FROM THE COMPANY TO ROGER NORTON LONGMAN AND RAYMOND JOHN LONGMAN WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 29th JANUARY 1998.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 2nd FEBRUARY 1998.

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

J. M. EVANS

for the Registrar of Companies

A large, stylized handwritten signature in dark ink, possibly reading 'J. M. Evans'.



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