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COMPANIES FORM No. 395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

395

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

To the Registrar of Companies

For official use

Company number

		5
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3047462

Name of company

* ADAMSON ESTATES LIMITED

*Insert full name
of company

Date of creation of the charge

3rd June 1998

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

Debenture

Amount secured by the mortgage or charge

4
All the company's present or future indebtedness on any current or other account whatsoever held by the company with the mortgagee whether solely or jointly with any other person or persons and all the company's other liabilities whatever to the mortgagee.

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

United Trust Bank Limited

1 Great Cumberland Place

London

Postcode

W1H 7AL

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

SOLOMON TAYLOR & SHAW
3 COACH HOUSE YARD
HAMPSTEAD HIGH STREET
LONDON NW3 1QD
SM/18350

For official use

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

By way of legal charge all freehold and leasehold property now vested in the company together with all buildings fixtures (including trade fixtures) and fixed plant and machinery from time to time on that property; by way of fixed charge all estates or interests in any freehold and leasehold property of the company now and in the future vested in the company together with all buildings fixtures and fixed plant and machinery from time to time on that property; by way of fixed charge and all the goodwill and uncalled capital for the time being of the company; by way of fixed charge all book debts and other debts now and in the future due or owing to the company; by way of fixed charge all intellectual property rights choses in action and claims now and in the future belonging to the company; by way of floating charge all the company's present and future undertaking and assets whatever and wherever including all other property and assets not subject to a fixed charge under the debenture.

Particulars as to commission allowance or discount (note 3)

Signed

Date

8.6.98

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. 03047462

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 3rd JUNE 1998 AND CREATED BY ADAMSON ESTATES LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO UNITED TRUST BANK LIMITED ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 9th JUNE 1998.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 11th JUNE 1998.

Jennifer V Murphy
JENNIFER V MURPHY

for the Registrar of Companies

P. 11/6 R



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