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

* insert full name
of Company

COMPANIES FORM No. 395

Particulars of a mortgage or charge

A fee of £10 is payable to Companies House in respect
of each register entry for a mortgage or charge.

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies
(Address overleaf - Note 6)

For official use

Company number



03070670

Name of company

* THE NATIONAL FOOTBALL MUSEUM

Date of creation of the charge

27 JULY 2000

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

LEGAL CHARGE

Amount secured by the mortgage or charge

ALL SUMS DUE UNDER AN AGREEMENT ("THE FUNDING AGREEMENT") DATED 23
DECEMBER 1998 AND MADE BETWEEN THE TRUSTEES OF THE NATIONAL HERITAGE
MEMORIAL FUND (1) AND THE NATIONAL FOOTBALL MUSEUM ("THE COMPANY") (2)
AT THE TIMES AT WHICH THEY ARE PAYABLE UNDER THE FUNDING AGREEMENT

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

THE TRUSTEES OF THE NATIONAL HERITAGE MEMORIAL FUND
7 HOLBEIN PLACE
LONDON

Postcode SW1W 8NR

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

Addleshaw Booth & Co
60 Cannon Street
London
EC4N 6NP

REF: PQH/47769-5

Time critical reference

For official Use
Mortgage Section

Post room



A14
COMPANIES HOUSE

0497
29/07/00

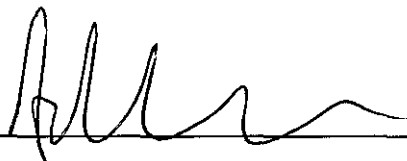
THE LEASEHOLD LAND COMPRISED IN A LEASE DATED 19 JULY 2000 AND MADE BETWEEN PRESTON NORTH END PLC (1) AND THE COMPANY (2) OF PREMISES AT DEEPDALE STADIUM PRESTON LANCASHIRE

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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 28 JULY 2000

On behalf of [company] [mortgagee/chargee]†

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 5)

† 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 Cheques and Postal Orders are to be made payable to **Companies House**.
- 6 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. 03070670

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 27th JULY 2000 AND CREATED BY THE NATIONAL FOOTBALL MUSEUM FOR SECURING ALL SUMS DUE UNDER AN AGREEMENT ("THE FUNDING AGREEMENT") DATED 23 DECEMBER 1998 AND MADE BETWEEN THE TRUSTEES OF THE NATIONAL HERITAGE MEMORIAL FUND (1) AND THE NATIONAL FOOTBALL MUSEUM ("THE COMPANY") (2) AT THE TIME AT WHICH THEY ARE PAYABLE UNDER THE FUNDING AGREEMENT WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 29th JULY 2000.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 2nd AUGUST 2000.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



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