

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

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3120091

Name of Company:

B C H (Holdings) Limited

Date of creation of the charge

19th April 1996

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

Debenture

Amount secured by the mortgage or charge

69c.

All monies and liabilities from time-to-time due owing or incurred by the Company to Ford Credit Europe plc ("Ford Credit") on any account whatsoever whether actually or contingently and whether due from the Company as guarantor, indemnifier or principal debtor including without limitation all costs, charges, expenses and other payments for which the Company shall be liable pursuant to the charge on a full indemnity basis together with interest on the foregoing day-by-day from demand until full discharge at the rate specified in the said charge

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

Ford Credit Europe plc

Jubilee House, The Drive, Brentwood, Essex

Postcode

CM13 3AR

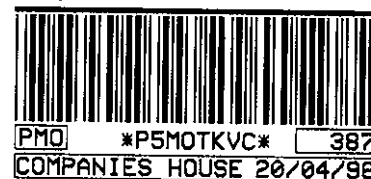
Presenter's name, address and reference (if any):

Mrs M Barazetti
Legal Affairs Department
Ford Credit Europe plc
Jubilee House
The Drive
Brentwood
Essex
CM13 3AR

For Official Use
Mortgage Section

Post Room

Time Critical Reference



Short particulars of all the property mortgaged or charged

All freehold and leasehold property now or hereafter vested in the Company;

All stocks, shares and other securities owned by the Company;

All book and other debts of the Company;

All the undertaking and other assets of the Company (both present and future) including its goodwill and uncalled capital.

Particulars as to commission allowance or discount (note 3)

Signed *M Baratta*

Date 19.04.96

On behalf of [company] [mortgagee/chargee]

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 A MORTGAGE OR CHARGE
[Continued from Page 1]

Company Number

3120091

Name of Company

B C H (Holdings) Limited

Description of the instrument (if any) creating or evidencing the mortgage or charge continued)

comprising fixed and floating charges and containing a provision that the Borrower shall not create in favour of any other person any mortgage or charge affecting all or any part of the property and assets charged by the said charge either in priority to or pari passu with that charge or sell, part with or dispose of the whole or (except in the ordinary course of business) any part of the property or assets the subject of the said charge

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03120091

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 19th APRIL 1996 AND CREATED BY BCH (HOLDINGS) LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO FORD CREDIT EUROPE plc ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 20th APRIL 1996.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 24th APRIL 1996.

W. Grandon
W. GRANDON

for the Registrar of Companies

*Post-
hr.
24/4*



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

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