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Please do not
write in
this margin

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

* Insert full name
of company

To the Registrar of Companies

For official use Company number

Name of company

U4

3248589

* WILCON HOMES (WESTERN) LIMITED ("Chargor")

Date of creation of the charge

14 June 1999

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

LEGAL CHARGE

Amount secured by the mortgage or charge

All sums (if any) which may become payable by the Chargor to the Chargee pursuant to clause 15.2 of an Agreement made between the Chargor and Chargee and dated 17 May 1999

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

ENSIGN GROUP LIMITED ("Chargee")

Grant House Felday Road Abinger Hammer
Dorking Surrey

Postcode RH5 6QP

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

SE/Wynards
MERRIMAN WHITE
12 The Mount
Guildford
Surrey GU2 5HN
DX 2457 GUILDFORD

For official use
Mortgage section

Post room



Time critical reference

Short particulars of all the property mortgaged or charged

ALL THAT freehold land on the north side of Old Rydon Lane Exeter Devon as is registered at H M Land Registry with title absolute under title number DN406027

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

Merzmae White

Date 14 June 1999

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. 03248589

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 14th JUNE 1999 AND CREATED BY WILCON HOMES WESTERN LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO ENSIGN GROUP LIMITED PURSUANT TO CLAUSE 15.2 OF AN AGREEMENT DATED 17th MAY 1999 WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 16th JUNE 1999.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 18th JUNE 1999.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



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