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COMPANIES FORM No. 395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

395

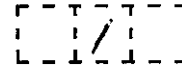
Please complete
legibly, preferably
in black type or
bold block
lettering

* Insert full name
of company

To the Registrar of Companies



For official use Company number



3268801

Name of company

* Ridgeford Properties Limited

Date of creation of the charge

1st May 1997

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

Legal Charge

Amount secured by the mortgage or charge

4 All moneys and liabilities in whatever currencies whether certain or contingent which are now or at any time hereafter may be due, owing or incurred by the Borrower or for which the Borrower may be or become liable to the Lender on any account or in any manner whatever (and whether alone or jointly with any other person and in whatever style or name and whether as principal or surety) together with interest to the date of payment and other costs, charges and expenses reasonably and properly incurred by the Lender in relation to the Mortgage or in enforcing the security thereby created

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

Tess Investments Limited

care of 80 Brook Street, Mayfair, London

Postcode

W1Y 2DD

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

Gordon Dadds
80 Brook Street
Mayfair
London W1Y 2DD

For official use
Mortgage section

Post room



Time critical reference

Short particulars of all the property mortgaged or charged

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All that freehold land and premises known as 23, 24 and 25 Berners Mews and 50 to 57 (inclusive) Newman Street, London W1, as the same are registered at H.M. Land Registry under Title No: NGL30319.

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

Particulars as to commission allowance or discount (note 3)

Nil

Signed

Gordon Dadds

Date

2nd May 1997

On behalf of ~~the company~~ [mortgagee/chargee]* Gordon Dadds, Solicitors

* 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. 03268801

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 1st MAY 1997 AND CREATED BY RIDGEFORD PROPERTIES LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO TESS INVESTMENTYS LIMITED ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 7th MAY 1997.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 9th MAY 1997.

A handwritten signature in cursive script, reading 'P. Davies'.

PHIL DAVIES
for the Registrar of Companies



COMPANIES HOUSE

HC026B

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