

**Particulars of a mortgage or charge**

Please do not  
write in  
this margin

Pursuant to section 395 of the Companies Act 1985

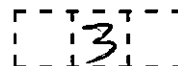
Please complete  
legibly, preferably  
in black type or  
bold block  
lettering

\* Insert full name  
of company

To the Registrar of Companies



For official use Company number



3381595

Name of company

\* **B T LEISURE LIMITED** (the "Company")

Date of creation of the charge

20th October 1997

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

Legal Charge dated 20 October 1997 (the "Legal Charge")

Amount secured by the mortgage or charge

All monies, obligations and liabilities which shall for the time being (and whether on or at any time after demand) be due, owing or incurred in whatsoever manner to The Co-operative Bank plc (the "Bank") by the Company whether actually or contingently, and whether solely or jointly with any other person, and whether as principal or surety and whether or not the Bank shall have been an original party to the relevant transaction, including interest, discount, commission or other lawful charges and expenses which the Bank may, in the course of its business, charge in respect of any of the matters aforesaid or for keeping the Company's account(s).

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

The Co-operative Bank Plc

PO Box 101, 1 Balloon Street

Manchester

Postcode M60 4EP

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

Davies Arnold Cooper  
60 Fountain Street  
Manchester  
M2 2FE  
Ref 803.5414.8

For official use  
Mortgage section



Time critical reference

Short particulars of all the property mortgaged or charged

See attached sheet

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 Javier Arnold Cooper

Date 4 November 1997

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.

**BT LEISURE LIMITED**  
**COMPANY NUMBER 3381595**

**Continuation of Form 395**

*Short particulars of all property mortgaged or charged:*

- 1 By way of legal mortgage all legal interests and otherwise by way of specific equitable charge all that leasehold property being West Cheshire Squash Club, Wrexham Road, Chester, in the County of Cheshire as is more particularly described in a lease dated 10th October 1997 between (1) Anthony Wilfred Sewell and Janet Alison Sewell and (2) the Company (the "Property").
- 2 By way of floating charge all unfixed plant and machinery and other chattels and equipment now or in the future in, on or about the Property, which includes any part or parts thereof.
- 3 By assignment by way of security
  - 3.1 the goodwill of the business carried on, at or from the Property;
  - 3.2 the benefit of the Justices Licence or Registration Certificate (if any) or other Licence or Certificate (if any) necessary to carry on, at or from the Property the business or undertaking of the Company; and
  - 3.3 the right to recover and receive any compensation payable in respect of such Licence or Certificate.

Note:

The legal charge contains covenants by the Company with the Bank not without the Bank's prior written consent to:

- create, or purport to create, any other mortgage, charge or lien on the property charged by the Legal Charge;
- sell or dispose of the Property or any part of it (or contract to do so);
- grant or accept (or contract to do so) a surrender of any lease, licence to occupy or franchise relating to the Property.

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## CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03381595

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 20th OCTOBER 1997 AND CREATED BY BT LEISURE LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE CO-OPERATIVE BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 4th NOVEMBER 1997.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 7th NOVEMBER 1997.

A handwritten signature in cursive script, appearing to read 'P. Daviss'.

PHIL DAVISS  
for the Registrar of Companies



C O M P A N I E S   H O U S E