

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

20

3466922

Name of company

* Park House Estates Limited ("the Company")

Date of creation of the charge

18 June 2003

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

Legal Mortgage ("the Mortgage")

Amount secured by the mortgage or charge

All monies indebtedness and other liabilities present or future actual or contingent due owing or incurred:-
(1) by the Company to the Lender solely or jointly with any other person and whether as principal or surety pursuant to or in connection with the Facility Agreements for loans of £700,000 and £500,000 and made between the Lender and the Company ("the Facility Agreement") the Mortgage any security agreement referred to in the Facility Agreement or on any other account whatsoever; and

(2) by any surety to the Lender whether solely or jointly with any person pursuant to or in connection with the Facility Agreement the Mortgage or any security agreement referred to in the Facility Agreement together with interest chargeable and payable according to the usual practice of the Lender agreed costs charges and expenses owed to or incurred directly or indirectly by the Lender in relation to any of the matters mentioned above including (without limitation) costs and expenses incurred in respect of action taken by the Lender with respect to a stranger to the security or which by the provisions of the Mortgage are to be secured hereby or in relation to the enforcement of the security on a full and unlimited indemnity basis ("the Secured Liabilities")

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

Eagle Star Life Assurance Co Ltd, 60 St Mary Axe, London ("the Lender")

Postcode EC3A 8JO

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

Charles Russell
Compass House, Lypiatt Road,
Cheltenham, GL50 2OJ

IJB/SMG/20039/456

Time critical reference

For official Use
Mortgage Section

Post room



A50
COMPANIES HOUSE

0539
25/06/03

Short particulars of all the property mortgaged or charged

As continuing security for the payment of the Secured Liabilities the Company charges with full title guarantee to the Lender:

(1) by way of first legal mortgage the freehold property known as 384 Washway Road Sale Greater Manchester title number GM237838 and all buildings fixtures and fittings (including trade fixtures and fittings) and fixed plant and machinery both present and future from time to time on such property ("the Mortgaged Property")

(2) by way of first fixed charge all gross rents licence fees and other monies receivable now or hereafter at any time by the Company pursuant to any lease underlease tenancy agreement for lease licence to occupy and other occupational interest to which the interest of the Company in the Mortgaged Property is subject now or from time to time or otherwise paid to or received by the Company in respect of the Mortgaged Property including without limitation all mesne profits present or future and whether payable now or in the future and the proceeds of any sale lease or other disposition of the Mortgaged Property and all right and claims of the Company against all lessees sub-lessees licensees or occupiers of the Mortgaged Property and all guarantors and sureties for the obligations of any such person or other third party in relation to the Mortgaged Property now or in the future existing provided that nothing in this sub-clause shall constitute the Lender a mortgagee in possession;

See continuation 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

Charles Rusech

Date

24/6/03

On behalf of [XXXXXX] [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

- 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.
- A description of the instrument, eg "Trust Deed", "Debenture", "Mortgage" or "Legal charge", etc, as the case may be, should be given.
- 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;
 - subscribing or agreeing to subscribe, whether absolutely or conditionally, or
 - 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.
- If any of the spaces in this form provide insufficient space the particulars must be entered on the prescribed continuation sheet.
- Cheques and Postal Orders are to be made payable to **Companies House**.
- The address of the Registrar of Companies is:-
Companies House, Crown Way, Cardiff CF14 3UZ

CHFP025

Particulars of a mortgage or charge (continued)

Please do not
write in this
binding margin

Continuation sheet No 1
to Form No 395 and 410 (Scot)

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

Company Number

3466922

Name of Company

Park House Estates Limited ("the Company")

Limited*

* delete if
inappropriate

Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2)

Legal Mortgage ("the Mortgage") continued

Amount due or owing on the mortgage or charge (continued)

Please do not
write in this
binding margin

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

Please do not
write in this
binding margin

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

Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued)

(3) by way of first fixed charge the benefit of all contracts agreements insurance policies and contracts of insurance rights securities covenants guarantees bond and indemnities of any nature now or at any time enjoyed or held by the Company and relating to the Mortgaged Property including (but without limitation) all insurance policies and contracts of insurance and any agreements entered into between the Company and any contractor relating to the design construction or development of or of any part of the Mortgaged Property or any buildings thereon.

NOTE:

The Mortgage contains a restriction on the part of the Company not without the Lender's consent to create or attempt to create or permit to subsist any mortgage charge pledge lien hypothecation encumbrance assignment title retention or other security interest or arrangement of any kind or any right conferring a priority of payment on or over all or any of the Mortgaged Property or other matters referred to in paragraphs (2) and (3) above.

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

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03466922

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL MORTGAGE DATED THE 18th JUNE 2003 AND CREATED BY PARK HOUSE ESTATES LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO EAGLE STAR ASSURANCE CO LTD UNDER THE TERMS OF THE AFOREMENTIONED INSTRUMENT CREATING OR EVIDENCING THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 25th JUNE 2003.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 30th JUNE 2003.

A handwritten signature in black ink, consisting of stylized, overlapping loops.



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES