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COMPANIES FORM No. 395 709008/150
Particulars of a mortgage or charge

FLOATING

395

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



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)

Debenture

Amount secured by the mortgage or charge

All money and liabilities whether certain or contingent (including further advances made hereafter by the Lender and secured directly or indirectly by this debenture) which now are or at any time hereafter may be due owing or incurred by the Company 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) and any legal and other costs charges and expenses incurred by the Lender in enforcing the security hereby created on a full and unqualified indemnity basis

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

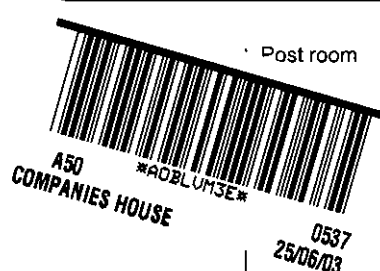
Eagle Star Life Assurance Company Limited
60 St Mary Axe
London

Postcode EC3A 8JQ

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

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

For offic
Mortgag



Time critical reference
IJB/020039/456

Short particulars of all the property mortgaged or charged

By way of floating charge all the Company's present and future undertaking property assets and rights whatsoever and wherever provided that power is reserved to the Company subject to any agreement or security at any time held by the Lender to create or leave outstanding any mortgage fixed or floating charge or other security over any part of the undertaking property and assets of the Company so as to rank in priority to the floating charge with power to sell or dispose of any of the undertaking property of assets of the Company.

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 Russell

Date

24/6/03

On behalf of ~~company~~ [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

- 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.
- 5 Cheques and Postal Orders are to be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is:-

Companies House, Crown Way, Cardiff CF14 3UZ

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 DEBENTURE 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 ON ANY ACCOUNT WHATSOEVER 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.

PO 82



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —