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CHFP025

Please do not
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Please complete
legibly, preferably
in black type, or
bold block lettering

* insert full name
of Company

COMPANIES FORM No. 395

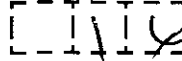
Particulars of a mortgage or charge

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

3600008

Name of company

* PEABODY UNITE (ONE) LIMITED

Date of creation of the charge

5th July 2000

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

Legal Mortgage made on 5th July 2000 between Peabody Unite (one) Limited
and the Governors of the Peabody Trust.

Amount secured by the mortgage or charge

Means the Property and all other assets, revenues, rights and benefits
described in Clauses 3.1 and 3.2 in the legal mortgage dated 5th July
2000, between Peabody Unite (One) Limited and The Governors of the
Peabody Trust.

ALL MONIES due & pay

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

Peabody Unite (one) Limited,
45 Westminster Bridge Road,
London.

Postcode SE1 7JB

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

Nabarro Nathanson
Lacon House
Theobald's Road
London
WC1X 8RW

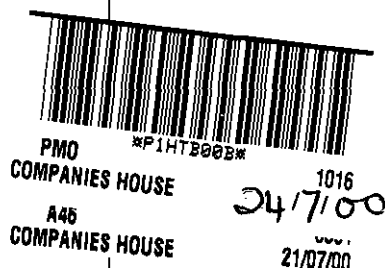
JG/GWS/P1792/20

Time critical reference

For official Use
Mortgage Section

See
fax

Post room



Short particulars of all the property mortgaged or charged

The land and buildings known as the former NAAFI stores at Master Gunners Place, Woolwich, London, SE18.

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)

Nil

Signed Nabano Nathanson

Date 20th July 2000

On behalf of ~~[company]~~ [mortgagee/chargee]† Peabody Unite (One) Limited

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

NabarroNathanson

Lacon House Theobald's Road London WC1X 8RW

TEL 020 7524 6000**FAX** 020 7524 6524

www.nabarro.com

DX 77 Chancery

IMPORTANT

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FAX MESSAGE**FROM** Mary-Jo Napier

Fax: 020 7524 6524

24 July 2000

1 page(s) inc. this one

Enquiries regarding this fax: 020 7524 6687 (voice)

Our ref: JG/MJN//

TO Ms Humphries

Companies House

Fax: 02920380827

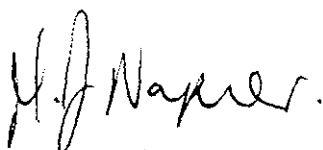
Tel:

Dear Ms Humphries,

Peabody Unite (One) Limited

Further to our telephone conversation earlier today, you have our authority to alter the form 395, to read that it is "an all monies" debenture and legal mortgage.

Yours sincerely

**Mary-Jo Napier**

Direct dial: 020 7524 6320

m.napier@nabarro.com

A.S.



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03600008

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL MORTGAGE DATED THE 5th JULY 2000 AND CREATED BY PEABODY UNITE (ONE) LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO PEABODY UNITE (ONE) LIMITED ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 24th JULY 2000.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 25th JULY 2000.

LR
hc



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



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