M CHEP014

Please do not write in this binding margin

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 HSBC 10 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 5)

Name of company

For official use

Company number

3620591

GREENROSE LIMITED

Date of creation of the charge

24th August 2001

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

Legal Charge

Amount secured by the mortgage or charge

All monies owing from time to time by the Company to the Mortgagee

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

First Active plc

Sir William Atkins House, Ashley Avenue, Epsom, Surrey

Postcode

KT18 5AS

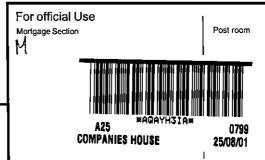
Presentor's name address and reference (if any):

Kerwoods

DX: Redditch 19108

Ref: RDC/GRE/212/3

Time critical reference



Short particulars of all the property mortgaged or charged

Nil		A fee of £10 is payable to Companies House
Particulars as to commission allowance of	or discount (Note 3)	7
<u> </u>]
		DOIG DIOUR FOLLOWS
		Please complete legibly, preferably in black type, or bold block letterin
, ,	9	Please do not write in this binding margin
15 Hawkhurst Road, Maypole, Bir	mingham B14 5HS	1

08/24/2001

Date

On behalf of [company][mortgagee/chargee]†

Notes

Signed

† delete as appropriate

charge. (See Note 5)

in respect of each register entry for a mortgage or

- 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", "Debentures, "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:
 - (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.
- 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:-





CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03620591

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 24th AUGUST 2001 AND CREATED BY GREENROSE LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO FIRST ACTIVE PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 25th AUGUST 2001.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 30th AUGUST 2001.

