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* insert full name
of company

COMPANIES FORM No. 395

Particulars of a mortgage or charge

L10/058468

395

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies

For official use

Company number

112

3688340

Name of company

* M B R Investments Limited

Date of creation of the charge

31st March 1999

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

Legal Mortgage

Amount secured by the mortgage or charge

~~£30,000 THIRTY THOUSAND POUNDS~~

ALL MONIES DUE ON ANY ACCOUNT WHATSOEVER

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

Coutts & Co
2 Lower Sloane Street
London SW1W 8BJ

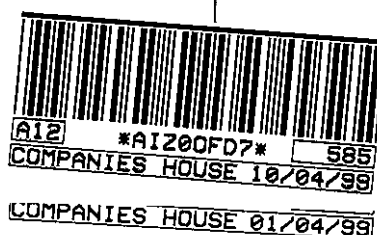
Presentor's name address and
reference (if any):

Warner & Richardson
29 Jewry Street
Winchester
Hampshire
SO23 8RR

Time critical reference
AM/BD/LEVETT

For official use
Mortgage Section

Post room



AMOUNT
SIGN

Short particulars of all the property mortgaged or charged

44 BROAD CHALKE DOWN Badger Farm
WINCHESTER HAMPSHIRE

and the proceeds of sale thereof and all monies to be received under any Policy of insurance and also Charges by way of Floating security or moveable plant machinery implements utensils furniture and equipment building and other materials goods and other effects assigned unto the Bank all that the goodwill and connection of any business or businesses from time to time carried on in or upon the mortgaged property with the full benefit of all licences

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Particulars as to commission allowance or discount (note 3)

Signed Warner & Richardson Date 31st March 1999

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.

FILE COPY



**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

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

COMPANY No. 03688340

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL MORTGAGE DATED THE 31st MARCH 1999 AND CREATED BY MBR INVESTMENTS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO COUTTS & CO ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 10th APRIL 1999.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 15th APRIL 1999.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



COMPANIES HOUSE

427e

HC026B