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legibly, preferably  
in black type, or  
bold block lettering

\*insert full name  
of Company

**COMPANIES FORM No. 395****Particulars of a mortgage or charge**

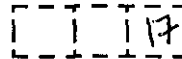
A fee of £13 is payable to Companies House in respect  
of each register entry for a mortgage or charge.

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies  
(Address overleaf - Note 6)

For official use

Company number



3837371

Name of company

\* Portergate Residential Developments Limited (**Company**)

Date of creation of the charge

✓ 18 February 2005

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

3 Legal Mortgage (**Mortgage**) made between the Company (1), Anthony Charles Jackson (**Debtor**) (2)  
and PJKI Limited (**PJKI**) (3) (the Company and the Debtor together, **Obligors**)

Amount secured by the mortgage or charge

10 all money and liabilities at the date of the Mortgage or thereafter due, owing or incurred to PJKI by  
the Obligors under a settlement agreement entered into by the Obligors and PJKI on or about the  
date of the Mortgage (**Settlement Agreement**) and the Mortgage, in whatsoever manner in any  
currency or currencies whether present or future, actual or contingent, whether incurred solely or  
jointly with any other person and whether as principal or surety together with all interest accruing  
thereon and all costs, charges and expenses incurred in connection therewith (**Secured  
Obligations**).

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

✓ PJKI Limited  
Queens Villa, 78 Ashley Road, Hale, Altrincham, Cheshire

Postcode WA14 2UF

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

Addleshaw Goddard  
100 Barbirolli Square  
Manchester  
M2 3AB

OMANR/96512-52

Time critical reference

For official Use (02/00)  
Mortgage Section

Post room



As a continuing security for the payment of the Secured Obligations the Company by way of the Mortgage charges in favour of PJKI with full title guarantee:

- (a) by way of second legal mortgage the Property, together with all buildings and fixtures (including trade fixtures) at any time thereon; and
- (b) by way of second fixed charge the proceeds of any insurance from time to time affecting the property.

**NB**

1 During the continuance of the security created by the Mortgage, the Company will not, without the prior consent in writing of PJKI:

- (a) create or agree or attempt to create or permit to subsist (in favour of any person other than PJKI) any Security Interest over the whole or any part of the Charged Property aside from the charges granted in respect of each Property by the Company in favour of Paragon Mortgages Limited (Company Number 2337854) each dated 8 August 2003; or

CONT ....

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

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T

Particulars as to commission allowance or discount (note 3)

Nil

A fee is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 5)

Signed

Addleshaw Coddard

Date

28/2/2005

On behalf of ~~XXXXXX~~ [mortgagee/chargee] †

**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 A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge. Cheques and Postal Orders must be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is: Companies House, Crown Way, Cardiff CF14 3UZ

† delete as appropriate

## Short particulars of all the property mortgaged or charged (continued)

Company Name: Portergate Residential Developments Limited

Company No: 3837371

- (b) (whether by a single transaction or a number of related or unrelated transactions and whether at the same time or over a period of time) sell, transfer, lease out, lend or otherwise dispose of or cease to exercise direct control over all or any part of the Charged Property or any interest therein or the right to receive or to be paid the proceeds arising on the disposal of the same or agree or attempt to do so; or
- (c) dispose of the equity of redemption in respect of all or any part of the Charged Property.
- 2 (a) The Company will at its own expense promptly execute such deeds, assurances, agreements, instruments and otherwise do such acts and things as PJKI may reasonably require for perfecting and protecting the security created (or intended to be created) by the Mortgage or facilitating the realisation thereof or otherwise for enforcing the same or exercising any of PJKI's rights thereunder.
- (b) Any document required to be executed by the Company pursuant to clause 5.1 of the Mortgage will be prepared at the cost of the Company.

In this form, the following terms shall have the following meanings:

**Charged Property** means the Property charged to PJKI pursuant to the terms of the Mortgage.

**Property** means:

- (a) All that freehold land being 8 Egerton Square, Knutsford, Cheshire WA16 6EY, registered at the Land Registry under title number CH181800;
- (b) All that leasehold land being 6 Keepers Close, Knutsford, Cheshire WA16 8XS registered at the Land Registry under title number CH245501; and
- (c) All that leasehold land being 4 Keepers Close, Knutsford, Cheshire WA16 8XS registered at the Land Registry under title number CH246135;

including all buildings fixtures and fittings.

**Security Interest** means a mortgage, charge, pledge, lien or other security interest securing any obligation of any person or any other agreement or arrangement having a similar effect.

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## CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03837371

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL MORTGAGE DATED THE 18th FEBRUARY 2005 AND CREATED BY PORTERGATE RESIDENTIAL DEVELOPMENTS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE OBLIGORS TO PJKI LIMITED ON ANY ACCOUNT WHATSOEVER 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 1st MARCH 2005.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 4th MARCH 2005.



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*

— for the record —