

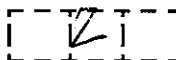
Particulars of a mortgage or charge**395****A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge.**

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number



04744817

Name of company

* PATRICK PROPERTIES (CBP) LIMITED

Date of creation of the charge

11 June 2003

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

Legal Charge ("Charge")

Amount secured by the mortgage or charge

All the Company's liabilities to The Royal Bank of Scotland plc ("Bank") of any kind in any currency (whether present or future, actual or contingent and whether incurred alone or jointly with another) together with banking charges, commission, interest and expenses ("Company's Obligations")

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

The Royal Bank of Scotland plc
36 St Andrew Square
Edinburgh

Postcode EH2 2YB

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

DLA
101 Barbirolli Square
Manchester
M2 3DL

DP ref: M395C1: 1306DP02.LFD

Time critical reference

For official Use
Mortgage Section

Post room

Now-
PartA23
COMPANIES HOUSE0287
28/06/03A42
COMPANIES HOUSE0499
17/06/03**M**

CHFP025

Please do not
write in
this marginPlease complete
legibly, preferably
in black type, or
bold block lettering* insert full name
of Company

Short particulars of all the property mortgaged or charged

The Company covenants to discharge on demand the Company's Obligations and as a continuing security for such discharge and with full title guarantee charges to the Bank:

1. by way of legal mortgage of all legal interests and otherwise by way of fixed charge the Property (to the full extent of the Company's interest in the Property or its proceeds of sale);

2. by way of fixed charge:

(i) all the plant machinery and fixtures and fittings of the Company now and in the future at the Property;

(ii) all furniture furnishings equipment tools and other chattels of the Company now and in the future at the Property and not regularly disposed of in the ordinary course of business;

...please see continuation sheet

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

Particulars as to commission allowance or discount (note 3)

NIL

Signed

DLA

Date

20/6/2003

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 CF4 3UZ

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binding margin

Particulars of a mortgage or charge (continued)

Continuation sheet No _____
to Form No 395 and 410 (Scot)

CHFP025

Please complete
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in black type, or
bold block lettering

Company Number

04744817

Name of Company

PATRICK PROPERTIES (CBP) LIMITED

Limited*

* delete if
inappropriate

Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2)

Amount due or owing on the mortgage or charge (continued)

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binding margin

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

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write in this
binding margin

Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued)

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

cont...

3. by way of fixed charge the Goodwill (which includes the present and future goodwill of any business carried on at the Property by or on behalf of the Company) and the proceeds of any insurance from time to time affecting the Property or the assets charged under paragraph 2 above.

"Property" means land at Crewe Business Park, Crewe as shown edged green on the plan attached to the Charge and forming part of registered title number CH 321718.

Notes

1. The Charge contains covenants by the Company with the Bank:

(a) to keep the Property and the assets in paragraph 2 above in good condition and comprehensively insured to the Bank's reasonable satisfaction for their full reinstatement cost and in default the Bank (without becoming liable to account as mortgagee in possession) may enter and repair or insure the same;

(b) not without the prior written consent of the Bank to make any alteration to the Property which requires Planning Permission or approval under any Building Regulations;

(c) to hold any insurance proceeds from Note 1 above in trust for the Bank and at the Bank's option to use the same in making good the relevant loss or damage or towards discharging the Company's Obligations;

(d) not without the Bank's prior written consent to:

(i) create or permit to arise any mortgage charge or lien on the charged property, nor to dispose of the charged property;

(ii) grant or accept a surrender of any lease or licence or part with or share possession or occupation of the Property.

2. The Charge gives the Bank the power to appoint an Administrative Receiver.

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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. 04744817

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 11th JUNE 2003 AND CREATED BY PATRICK PROPERTIES (CBP) LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE ROYAL BANK OF SCOTLAND plc ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 23rd JUNE 2003.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 26th JUNE 2003.

RG



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES