

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

4969819

Name of company

* WINWICK LIMITED FOR ITSELF AND IN ITS CAPACITY AS GENERAL PARTNER OF
THE WINWICK PARTNERSHIP (LP009364) (THE "ASSIGNOR")

Date of creation of the charge

20 DECEMBER 2004

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

ASSIGNMENT OF RENTAL INCOME (THE "ASSIGNMENT")

Amount secured by the mortgage or charge

AS SPECIFIED IN APPENDIX ONE TO THIS FORM

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

INVESTEC BANK (UK) LIMITED (THE "BANK")
2 GRESHAM STREET
LONDON

Postcode EC2V 7QP

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

Eversheds LLP
Eversheds House, 70 Great
Bridgewater Street,
Manchester, M1 5ES

C: TC/JC 873408

Time critical reference

For official Use
Mortgage Section

Post room



A37
COMPANIES HOUSE

0821
24/12/04

M**CHFP025**

Please do not
write in
this margin

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

*insert full name
of Company

161344/30

395

Short particulars of all the property mortgaged or charged

AS SPECIFIED IN APPENDIX TWO TO THIS FORM

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)

N/A

Signed

Eversheds LLP

Date *23/12/04*

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 CF14 3UZ

APPENDIX ONE

WINWICK LIMITED

(COMPANY NUMBER 4969819)

Amount secured by the Mortgagor charge

All monies, obligations and liabilities from time to time due, owing or incurred owed by the Assignor to the Bank.

(the "Secured Obligations")

APPENDIX TWO

WINWICK LIMITED

(COMPANY NUMBER 4969819)

Short particulars of the Property charged

Pursuant to the terms of the Assignment, the Assignor as security for the Secured Obligations (as defined in Appendix One) assigns to the Bank all Rental Income and hereby charges the Rent Account and all its right, title and interest in the monies from time to time standing to the credit of the Rent Account in favour of the Bank by way of first fixed charge as a continuing security for the payment and discharge of the monies and liabilities referred to above.

Definitions:

“Rental Account” means an account opened or to be opened in the name of the Assignor with the Bank or any account which may from time to time be substituted for such account; and

“Rental Income” means the gross rents, licence fees and other monies receivable now or at any time in the future by the Assignor in respect of or arising out of any lease or licence or any other agreement relating to the occupation of the Property (as defined in Appendix Three).

APPENDIX THREE

WINWICK LIMITED

(COMPANY NUMBER 4969819)

Property

1. The freehold property on the East and West sides of Foundry Street, Warrington and the North East side of Dallam Lane, Warrington registered at the Land Registry under Title Number: CH178919; and
2. The leasehold property known as 57 Tanners Lane, Warrington registered at the Land Registry under Title Number: LA139982; and
3. The freehold property known as 32 Winwick Street, Warrington registered at the Land Registry under Title Number: CH112489; and
4. The freehold property known as 34 Winwick Street, Warrington registered at the Land Registry under Title Number: CH390869.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 04969819

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT AN ASSIGNMENT OF RENTAL INCOME DATED THE 20th DECEMBER 2004 AND CREATED BY WINWICK LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO INVESTEC BANK (UK) LIMITED ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 24th DECEMBER 2004.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 5th JANUARY 2005.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —