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COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

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

CHFP025

Pursuant to section 395 of the Companies Act 1985

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

For official use

03854113
Company number

[1113]

5274924

Name of company

* TOTAL CARE ALLIANCE LIMITED

Date of creation of the charge

1st APRIL 2005

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

LEGAL CHARGE

Amount secured by the mortgage or charge

ALL OF THE COMPANIES LIABILITIES TO NATIONAL WESTMINSTER BANK PLC OF ANY KIND, TOGETHER WITH THE BANK'S CHARGES AND COMMISSION, INTEREST AND EXPENSES

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

NATIONAL WESTMINSTER BANK PLC of
6th FLOOR, 1 SPINNINGFIELDS SQUARE, MANCHESTER

Postcode M3 3AP

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

WOLSTENHOLMES
227 FINNEY LANE
HEALD GREEN, CHEADLE
CHESHIRE SK8 3QB
DX: 700777 HEALD GREEN

For official Use (02/00)
Mortgage Section

Post room



A27
COMPANIES HOUSE

0514
12/04/05

Short particulars of all the property mortgaged or charged

1. BY WAY OF LEGAL MORTGAGE 94 CLEVELAND ROAD, CRUMPSALL, MANCHESTER M8 4QY
2. BY WAY OF FIXED CHARGE:-
 - (a) All the fixtures and fittings of the Company from time to time attached to the above property.
 - (b) All the plant and machinery, vehicles and computer equipment of the Company present and future at the above property not regularly disposed of in the ordinary course of business and all associated warranties and maintenance contracts.
 - (c) All furniture, furnishings, equipment, tools and other chattels of the Company now and in future at the above property and not regularly disposed of in the ordinary course of business.
3. BY WAY OF FIXED CHARGE THE GOODWILL OR RENTS RECEIVABLE FROM ANY LEASE GRANTED OUT OF THE ABOVE PROPERTY AND THE PROCEEDS OF ANY INSURANCE FROM TIME TO TIME AFFECTING THE ABOVE PROPERTY OR THE CHARGES ASSETS.

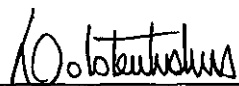
Please do not
write in
this margin

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

Particulars as to commission allowance or discount (note 3)

NIL

Signed



Date 7th APRIL 2005

On behalf of [company] ~~XXXXXXXXXXXX~~ †

*A fee 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 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**.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 05274924

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 1st APRIL 2005 AND CREATED BY TOTAL CARE ALLIANCE LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO NATIONAL WESTMINSTER BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 12th APRIL 2005.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 15th APRIL 2005.

GRH
DX



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —