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Please do not
write in
this marginPlease complete
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 £10 (£13 for forms delivered on or after 1 February 2005) 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)

Name of company

* ~~Wolsey Securities Limited~~ **ANDREW HOMES (BELPEL) LIMITED**

Date of creation of the charge

1 September 2006

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

SECOND LEGAL CHARGE

Amount secured by the mortgage or charge

84
10

All monies and/or liabilities now or hereafter owing from or incurred by the Company whether for advances made to it or for its accommodation or benefit and whether actual or contingent alone or jointly with others and whether as principle or surety including (without prejudice to the generality of the foregoing) all monies arising pursuant to the terms of a Joint Venture Agreement dated 28 July 2006 made between the Company (1) Wolsey Securities Limited (2) and Andrew Homes Limited, Mr & Mrs A Blandford and A Spencer (3) and all costs charges and expenses incurred or arising in relation thereto

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

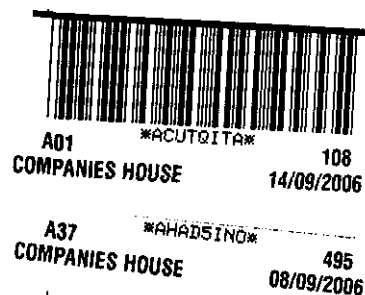
WOLSEY SECURITIES LIMITED, Munro House Portsmouth Road Cobham Surrey

Postcode KT11 1PA

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

Laytons
Carmelite
50 Victoria Embankment
Blackfriars
London EC4Y 0LS

Time critical reference

For official Use (02/06)
Mortgage Section

Short particulars of all the property mortgaged or charged

Freehold property situate at and known as 31 Windmill Lane, Belper, Derbyshire as the same is registered at the Land Registry under title number DY364532 and shown edged red on the plan annexed to the Charge

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)

None

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

Signed

Date 6 September 2006

On behalf of mortgagee/chargee

Notes

+delete as appropriate

- 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 £10 (£13 for forms delivered on or after 1 February 2005) is payable to Companies House in respect of each register entry for a mortgage or charge. 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,

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 05844326

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A SECOND LEGAL CHARGE DATED THE 1st SEPTEMBER 2006 AND CREATED BY ANDREW HOMES (BELPER) LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO WOLSEY SECURITIES 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 14th SEPTEMBER 2006.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 18th SEPTEMBER 2006 .

PDMM



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES