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write in
this margin

Please 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 £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

3

Company number

6397117

Name of company

. MILESTONE HOMES (BURGESS HILL) LIMITED

Date of creation of the charge

16 APRIL 2008

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

DEBENTURE

Amount secured by the mortgage or charge

4
+
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 principal or surety including (without prejudice to the generality of the foregoing) all monies due pursuant to the terms of a Facility offered to the Company by the Bank of Scotland plc pursuant to a Facility Letter dated 15 April 2008 and all costs, charges and expenses incurred or arising in relation thereto

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

BANK OF SCOTLAND PLC

THE MOUND, EDINBURGH

Postcode EH1 1YZ

Presenter's name address and
reference (if any)

Ref AMEM/4264 611
Laytons
Carmelite
50 Victoria Embankment
Blackfriars London EC4Y 0LS

Time critical reference

For official Use (02/06)
Mortgage Section

Post room

FRIDAY



A51

18/04/2008

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COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

All Freehold and Leasehold property now vested in the Company all future Freehold and Leasehold property belonging to the Company, all present and future interests of the Company in or over land, the Company's goodwill and uncalled capital, and all other assets of the Company whether present or future

Please do not write in this margin

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

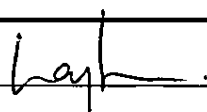
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Particulars as to commission allowance or discount (note 3)

NONE

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

Signed



Date 17 April 2008

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 £13 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



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 6397117
CHARGE NO. 3**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEBENTURE DATED 16 APRIL 2008
AND CREATED BY MILESTONE HOMES (BURGESS HILL)
LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME
DUE FROM THE COMPANY TO BANK OF SCOTLAND PLC 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 18 APRIL 2008

GIVEN AT COMPANIES HOUSE, CARDIFF THE 23 APRIL 2008



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES