

Particulars for the registration of a charge to secure a series of debentures (note 1)

413

Please do not
write in this
margin

Pursuant to section 413 of the Companies Act 1985

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

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

For official use

Company number

1	1	5
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23577

Name of company

* ST MARY'S SCHOOL (MELROSE) LIMITED

* insert full name
of company

Total amount secured by the whole series £600,000

Date of the present issue (if any) of the debentures of the series 7th November 1993

Amount of the present issue (if any) of debentures of the series £10,000

Date(s) of resolutions authorising the issue of the series 28th October 1993

Date of the covering deed (if any) (note 2) Debenture dated 7th November 1993

General description of the property charged.

The whole undertaking and property whatsoever and wheresoever both present and future including the uncalled capital of the Company

Names of trustees (if any) for the debenture holders

None

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

Iain Smith & Partners, W.S.,
Bank Close, Galashiels
TD1 1BG
(DX 702 GALASHIELS)
Phone 0896-2231
JS/STM00122

For official Use
Charges Section

Post room

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

The Company may create Floating Charges ranking in priority to or pari passu with the Debentures of this series to secure borrowing from its Bankers or others in the ordinary course of its business or otherwise.

Any future series of Debentures secured by Floating Charge shall not rank in priority to the Debentures of this series.

This series of Debentures shall rank behind existing heritable Standard Securities already granted by the Company.

The Company has power to create a fixed charge over any heritable or leasehold property of the Company from time to time for the purpose of raising or securing such funds as shall be required for the purposes of the Company.

Particulars as to commission, allowance or discount paid (see section 413(3))

N/A

Signed J. G. Ken SECRETARY Date 10.11.93

on behalf of [company] ~~(signature)~~†

† delete as appropriate

Notes

Particulars should be given on this form of a series of debentures containing (or giving by reference to any other instrument) any charge to the benefit of which the debenture holders of the said series are entitled pari passu. The form is to be used for registration of particulars of the entire series, and may be used when an issue of debentures made thereunder is made at the same time as the series of debentures created by the company. All issues of debentures in the series made after the registration of the series with the Registrar of Companies should be sent to the Registrar on Form 413a(Scot).

The date should be given of the covering deed (if any) by which the security is created or defined.

In the case of a floating charge a statement should be given of (1) the restrictions, if any, on the power of the company to grant further securities ranking in priority to, or pari passu with the floating charge; and/or (2) the provisions, if any, regulating the order in which the floating charge shall rank with any other subsisting or future floating charges or fixed securities over the property which is the subject of the floating charge or any part of it.

A certified copy of the instrument if any, creating or evidencing the charge, together with this form with the prescribed particulars correctly completed must be delivered to the Registrar within 21 days after the date of the creation of the charge, or in the case of a charge created out of the United Kingdom comprising property situated outside of U.K., within 21 days after the date on which the copy of the instrument creating it could, in due course of post, and if despatched with due diligence, have been received in the U.K. Certified copies of any other documents relevant to the charge should also be delivered.

A certified copy must be signed by or on behalf of the person giving the certification and where this is a body corporate it must be signed by an officer of that body.

The address of the Registrar of Companies is:-
Companies House, 100-102 George Street, Edinburgh EH2 3DJ

FILE COPY



CERTIFICATE OF THE REGISTRATION
OF A SERIES OF DEBENTURES

Company and Document Number

SC23577

I hereby certify that a series of debentures created
by ST MARY'S SCHOOL (MELROSE) LIMITED

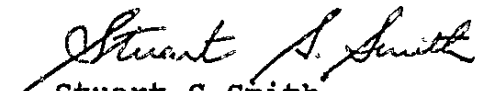
for securing

£600,000

was delivered pursuant to section 413 of the Companies Act,
1985, on 11 November 1993

Signed at Edinburgh

15 November 1993


Stuart S Smith
for Registrar of Companies



COMPANIES HOUSE

C8