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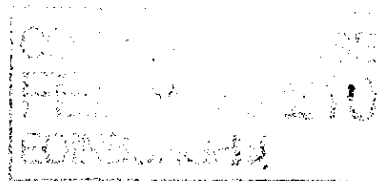
COMPANIES FORM No. 410(Scot)

Particulars of a charge created by a company registered in Scotland

410

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write in
this margin

Pursuant to section 410 of the Companies Act 1985



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

To the Registrar of Companies
(Address overleaf - Note 5)

For official use

Company number

1112

199497

Name of company

* Metropolitan Inns Limited

* insert full name
of company

Date of creation of the charge (note 1)

30th April, 2001.

Description of the instrument (if any) creating or evidencing the charge (note 1)

Floating Charge

Amount secured by the charge

FIFTY THOUSAND POUNDS (£50,000.00) STERLING and all sums
and obligations which may be due by Metropolitan Inns from time-to-time.

Names and addresses of the persons entitled to the charge

Carlsberg-Tetley Scotland Limited, Greenfield Street, Alloa,
Clackmannanshire, FK10 2AL.

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

Bannatyne, Kirkwood, France & Company,
16 Royal Exchange Square, Glasgow, G1 3AG.

Tel. 0141 221 6020

Ref. CSD/FM

For official Use
Charges Section

Post room



SCT SKALH016 0193
COMPANIES HOUSE 09/05/01

Short particulars of all the property charged.

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write in
this margin

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

The whole property which is or may be from time-to-time comprised in the property of Metropolitan Inns Limited including uncalled capital for the time being.

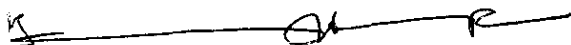
Statement, in the case of a floating charge, as to any restrictions on power to grant further securities and any ranking provision (note 2)

N/A

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

N/A

Signed



Date

4/5/01

On behalf of [company][chargee]†

Notes

† delete as
appropriate

1. A description of the instrument e.g. "Standard Security" "Floating Charge" etc, should be given. For the date of creation of a charge see section 410(5) of the Act. (Examples - date of signing of an Instrument of Charge; date of recording / registration of a Standard Security; date of intimation of an Assignment.)

2. 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.

3. 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 of Companies within 21 days after the date of the creation of the charge. In the case of a charge created out of the United Kingdom comprising property situated outside the 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.

4. 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.

5. The address of the Registrar of Companies is:-

Companies House
37 Castle Terrace
Edinburgh EH1 2EB

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company number 199497

I hereby certify that a charge created by

METROPOLITAN INNS LIMITED

on 30 APRIL 2001

for securing
£50,000

in favour of CARLSBERG-TETLEY SCOTLAND LIMITED

was delivered pursuant to section 410 of the Companies Act, 1985,
on 9 MAY 2001

Given at Companies House, Edinburgh
10 MAY 2001



C O M P A N I E S H O U S E



N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars

REGISTER of Charges, Alterations to Charges,

COMPANY: SC199497 CHARGE: 2

(1) Date of Registration	(2) Serial Number of Document on File	(3) Date of Creation of each Charge and Description thereof	(4) Date of the aquisition of the Property	(5) Amount secured by the Charge £	(6) Short Particulars of the Property Charged	(7) Names of the Persons entitled to the Charge
09/05/2001		30/ 4/01 FLOATING CHARGE		50,000	UNDERTAKING AND ALL PROPERTY AND ASSETS PRESENT AND FUTURE OF THE COMPANY INCLUDING UNCALLED CAPITAL	CARLSBERG-TETLEY SCOTLAND LIMITED

Memoranda of Satisfaction and Appointments etc. of Receivers

N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars

COMPANY: SC199497 CHARGE: 2

(8) In the case of a floating charge, a statement of the provisions, if any, prohibiting or restricting the creation by the company of any fixed security or any other floating charge having priority over, or ranking <i>pari passu</i> with the floating charge.	(9) In the case of a floating charge, a statement of 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 the subject of the floating charge or any part of it.	(10) Amount or rate per cent of the Commission Allowance or discount	(11) Memoranda of Satisfaction	(12) Receiver		
				Name	Date of Appointment	Date of Ceasing to act