

M

CHWP000

COMPANIES FORM No. 466(Scot)

Particulars of an instrument of alteration to a floating charge created by a company registered in Scotland

466

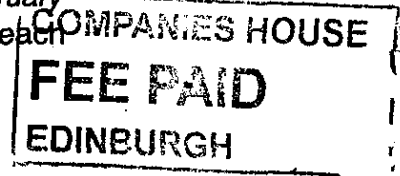
A fee of £10 (£13 for forms delivered on or after 1 February 2005) is payable to Companies House in respect of each register entry for a mortgage or charge.

Please do not write in this margin

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

* insert full name of company

Pursuant to section 410 and 466 of the Companies Act 1985



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

For official use

Company number

SC224807

Name of company

* KINGDOM PARK LIMITED

Date of creation of the charge (note 1)

17 December 2001

Description of the instrument creating or evidencing the charge or of any ancillary document which has been altered (note 1)

Floating Charge

Names of the persons entitled to the charge

Governor and Company of the Bank of Scotland

Short particulars of all the property charged

The whole of the property (including uncalled capital) which is or may be from time to time comprised in the property and undertaking of the Company

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

Bell & Scott LLP
16 Hill Street
Edinburgh EH2 3LD
DX ED114
Ref: AIT250.1/CD/SJM

For official use (10/03)
Charges Section

Post room



Names, and addresses of the persons who have executed the instrument of alteration (note 2)

Kingdom Park Limited, 9 Charlotte Square, Edinburgh

Simon Edward Graham Guest and Ewen Douglas Dyce, as Trustees for J H Aitken's Liferent Trust, 16 Hill Street, Edinburgh.

Governor and Company of the Bank of Scotland, The Mound, Edinburgh

*Please do not
write in
this margin*

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

Date(s) of execution of the instrument of alteration

1, 2 and 7 March 2005

A statement of the provisions, if any, imposed by the instrument of alteration prohibiting or restricting the creation by the company of any fixed security or any other floating charge having, priority over, or ranking pari passu with the floating charge

None

Short particulars of any property released from the floating charge

None

The amount, if any, by which the amount secured by the floating charge has been increased

None

A statement of the provisions, if any, imposed by the instrument of alteration varying or otherwise regulating the order of the ranking of the floating charge in relation to fixed securities or to other floating charges

*Please do not
write in
this margin*

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

The Instrument of Alteration provides for ranking of the charges as follows:

First: The Bank's Fixed Charges to the extent of the Bank's Debt;

Second: The Bank's Floating Charge to the extent of the balance (if any) of the Bank's Debt;

Third: The Trustees' Charges to the extent of the Trustees' Debt;

Where the terms have the meanings ascribed to them in the Schedule annexed

Continuation of the statement of the provisions, if any, imposed by the instrument of alteration varying or otherwise regulating the order of the ranking of the floating charge in relation to fixed securities or to other floating charges

*Please do not
write in
this margin*

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

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

Signed

Partner, for Bell & Scott LLP

Date

16/3/05

On behalf of [company] [chargee]†

Notes

1. A description of the instrument e.g. "Instrument of Charge" "Debenture" etc as the case may be, should be given. For the date of creation of a charge see section 410(5) of the Companies Act.
2. In accordance with section 466(1) the instrument of alteration should be executed by the company, the holder of the charge and the holder of any other charge (including a fixed security) which would be adversely affected by the alteration.
3. A certified copy of the instrument of alteration, 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 execution of that instrument.
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. 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 Registration Office, 37 Castle Terrace, Edinburgh EH1 2EB DX 235 Edinburgh or LP - 4 Edinburgh 2

† delete as
appropriate

466 re Kingdom Park Limited (SC224807)

Schedule re Ranking

- 1.1 “the Bank’s Bogleys Security” means the Standard Security granted by the Company in favour of the Bank over the Bogleys Subjects dated 10 May 2002 and registered in the Land Register of Scotland under Title Number FFE54929 on 17 May 2002.
- 1.2 “the Bank’s Bogwells Security” means the Standard Security granted by the Company in favour of the Bank over the Bogwells Subjects dated of 1 March 2005 and registered in the Land Register under Title Number FFE73063.
- 1.3 “the Bank’s Charges” means the Bank’s Fixed Charges and the Bank’s Floating Charge.
- 1.4 “the Bank’s Debt” means all or any monies and liabilities which shall from time to time (and whether on or at any time after demand) be due, owing or incurred in whatsoever manner to the Bank by the Company, whether actually or contingently, solely or jointly and whether as principal or surety and whether or not the Bank shall have been an original party to the relevant transaction, and including interest, discount, commission and other lawful charges or expenses which the Bank may in the course of its business charge or incur in respect of any of those matters or for keeping the Company’s accounts, and so that interest shall be computed and compounded according to the usual Bank rates and practice as well after as before any demand made or decree obtained.
- 1.5 “the Bank’s Fixed Charges” means the Bank’s Bogleys Security, the Bank’s Roads Security and the Bank’s Bogwells Security.
- 1.6 “the Bank’s Floating Charge” means the Floating Charge granted by the Company in favour of the Bank over the whole assets and undertaking of the Company dated 17 December 2001 and registered with the Registrar of Companies on 3 January 2002.
- 1.7 “the Bank’s Roads Security” means the Standard Security granted by the Company in favour of the Bank over the Roads Subjects dated 1 March 2005 and recorded in the Division of the General Register of Sasines for the County of Fife on 10 March 2005.
- 1.8 “the Trustees’ Access Security” means the Standard Security granted by the Company in favour of the Trustees over the Bogleys Subjects and the Bogwells Subjects dated 1 March 2005 and registered in the Land Register of Scotland under Title Numbers FFE54929 and FFE73063 .
- 1.9 “the Trustees’ Charges” means the Trustees’ Access Security, the Trustees’ Option Security and the Trustees Roads Security.
- 1.10 “the Trustees’ Debt” means all present and future sums, obligations and liabilities (whether actual and contingent, present or future) payable or owing to the Trustees under the Trustees’ Charges.

- 1.11 “the Trustees’ Option Security” means the Standard Security granted by John Hamilton Aitken in favour of the Trustees over the Bogwells Subjects dated 24 February 2005 and recorded in the Division of the General Register of Sasines for the County of Fife on 25 February 2005.
- 1.12 “the Trustees’ Roads Security” means the Standard Security granted by the Company in favour of the Trustees over the Roads Subjects dated 1 March 2005 and recorded in the Division of the General Register of Sasines for the County of Fife on 10 March 2005.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF AN ALTERATION TO A FLOATING CHARGE

Company number 224807

I hereby certify that particulars of an instrument of alteration dated
7 MARCH 2005

were delivered pursuant to section 410 of the Companies Act, 1985,
on 17 MARCH 2005.

The instrument relates to a charge created on 17 DECEMBER 2001

by KINGDOM PARK LIMITED

in favour of

THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND

for securing ALL SUMS DUE, OR TO BECOME DUE

Given at Companies House, Edinburgh
22 MARCH 2005



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



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES