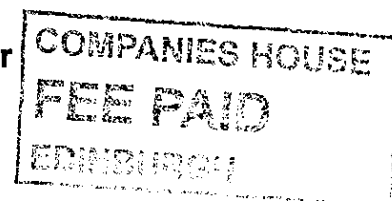


COMPANIES FORM No. 410(Scot)
**Particulars of a charge created
by a company registered in Scotland**

410

**A fee of £10 is payable to Companies House in
respect of each register entry for a mortgage or
charge**



*Please do not
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 6)

For official use

Company number

3

SC231776

Name of company

** insert full name
of company*

*** Citrus Hotels Limited ("the Company")**

Date of creation of the charge (note 1)

30 July 2002

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

Standard Security

Amount secured by the charge

**All present and future sums of money (howsoever arising) due and that may become
due to The Governor and Company of the Bank of Scotland in terms of the Personal
Bond granted by the Company in favour of The Governor and Company of the Bank of
Scotland dated Twenty fifth July Two Thousand and Two as varied, amended or
supplemented from time to time.**

Names and addresses of the persons entitled to the charge

**The Governor and Company of the Bank of Scotland, having its Head Office at The
Mound, Edinburgh EH1 1YZ and its successors and assignees whomsoever.**

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

**Messrs Lindsays WS
11 Atholl Crescent
EDINBURGH EH3 8HE
Hays DX ED25, Edinburgh
LP-102, Edinburgh 2
Ref: KP/KDG/BA/77/149**

For official use

Charges Section

Post room



SCT
COMPANIES HOUSE

S1X0JD7T

0390
09/08/02

Short particulars of all the property charged.

ALL and WHOLE the subjects known and as and forming One, Two and Three Devonshire Gardens, Glasgow registered in the Land Register of Scotland under Title Numbers GLA114600, GLA111594 and GLA82653; Together with (One) the whole buildings and others erected on the subjects secured; (Two) the parts, pertinents, rights and privileges effeiring thereto; (Three) the fittings and fixtures therein and thereon; (Four) the whole rights of property, rights exclusive, mutual and common and all other rights so far as effeiring to the subjects; (Five) the goodwill of the licensed business conducted therefrom insofar as heritable; and (Six) the Company's whole right, title and interest, present and future, therein and thereto.

Please do not write in this margin

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

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 **8 August 2002**

On behalf of [company] [chargee]†

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 5)

† delete as appropriate

Notes

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. Cheques and Postal Orders are to be made payable to **Companies House**.
6. 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 231776

I hereby certify that a charge created by

CITRUS HOTELS LIMITED

on 30 JULY 2002

for securing ALL SUMS DUE, OR TO BECOME DUE

in favour of

THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND

was delivered pursuant to section 410 of the Companies Act, 1985,
on 9 AUGUST 2002

Given at Companies House, Edinburgh



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



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

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: SC231776 CHARGE: 3

(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 acquisition 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
09/08/2002		30/ 7/02 STANDARD SECURITY		ALL SUMS DUE, OR TO BECOME DUE	1, 2 & 3 DEVONSHIRE GARDENS, GLASGOW-- TITLE NUMBERS GLA114600, GLA111594 & GLA82653	THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND

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: SC231776 CHARGE: 3

(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