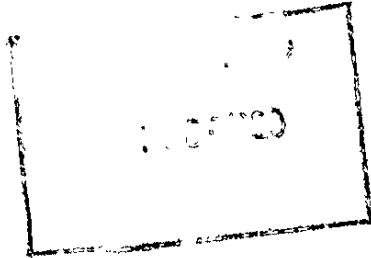


No. of Company 1245594

1245594

M67/14 OCT/LN

38
THE COMPANIES ACTS, 1948 TO 1967PARTICULARS OF A MORTGAGE OR CHARGE CREATED
BY A COMPANY REGISTERED IN ENGLAND.*Pursuant to Section 95. of the Companies Act, 1948.*Name
of
Company

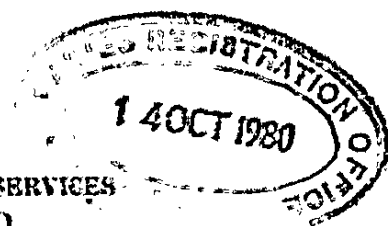
COUNTY PROPERTIES (NORTHERN) Limited.

Presented by

COMPANY AND CREDIT INFORMATION SERVICES
BARCLAYS BANK LIMITED,

[C. A. 8]

54 LOMBARD STREET, LONDON, EC3P 3AH



(1) Date and description of the instrument creating or evidencing the Mortgage or Charge. (a)	(2) Amount secured by the Mortgage or Charge.	(3) Short particulars of the Property Mortgaged or Charged.	(4) Names, Addresses and Descriptions of the Mortgagees or Persons entitled to the Charge.	Amount of Commission paid or Com- mission to be paid by the Com- missioner in addition to the amount of the Mortgage or Charge, and the condition included in the Mortgage or Charge.
Letter of Offset by the Company 26th September 1980	All moneys now due or hereafter to become due or from time to time accruing due from the Bank upon any account and in any manner whatsoever, from COUNTY PROPERTIES LTD. and/or COUNTY PROPERTIES (ENGLAND) LTD. and/or ASSAM PROPERTIES (HOLDINGS) LTD. and/or COUNTY PROPERTIES (ABERDEEN) LTD. and/or COUNTY PROPERTIES (SCOTLAND) LTD. and/or LEARNMOUTH PROPERTY INVESTMENT COMPANY LTD.	All sums which are now or which may at any time hereafter be at the credit of any account or accounts of the Company with the Bank.	BARCLAYS BANK LIMITED x345 Lombard Street The Governor and Company of The Bank of Scotland P O Box 5 The Mound Edinburgh EH1 1YZ	
			Agents to the Mortgagees FOR BARCLAYS BANK	

Signature _____
 Designation of position in relation to the Company _____
 Dated the _____ day of _____
 (a) A description of the instrument, e.g., "Trust Deed," "Mortgage," "Debenture," etc., as the case may be, should be given.
 (b) The rate of interest payable under the terms of the Debentures should not be entered.
 This margin is reserved for binding.



m38

CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

I hereby certify that a Letter of Offset dated 26th September 1980 and created by COUNTY PROPERTIES (NORTHERN) LIMITED for securing all monies due or to become due from County Properties (Holdings) Limited and/or County Properties Limited and/or County Properties (England) Limited and/or Anson Trading (Holdings) Limited and/or County Properties (Aberdeen) Limited and/or County Properties (Scotland) Limited and/or Learmonth Property Investments Company Limited to the Chargee was registered pursuant to section 95 of the Companies Act, 1948, on the 14th October 1980

Given under my hand at Cardiff the 14th October 1980

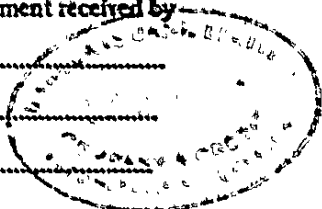
No. 1245594

Assistant Registrar of Companies

Certificate and instrument received by

.....
.....

Date



THE COMPANIES ACTS 1948 TO 1976

Particulars of a mortgage or charge

Pursuant to section 95 of the Companies Act 1948

M184/16 FEB 82 W

47

Please do not
write in this
binding margin

For official use

Company number

M184/16 FEB 82 W

1245594

Name of Company

COUNTY PROPERTIES (NORTHERN)

Limited*

Date and description of the instrument creating or evidencing the mortgage or charge (note 2)

Letter of Offset by the Company
29th January 1982

Amount due or owing on the mortgage or charge

All monies now due or hereafter to become due or from time to time accruing
to the Bank upon any account and in any manner whatsoever. from
CARMENT LIMITED.

Short particulars of all the property mortgaged or charged

All sums which are now or which may at any time hereafter
be at the credit of an account or accounts of the Company
with the Bank.

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

The Governor and Company of the
Bank of Scotland
PO Box No 5
The Mound
Edinburgh. EH1 4YZPresentor's name, address and
reference (if any):COMPANY AND CREDIT
INFORMATION SERVICES
BARCLAYS BANK LIMITED54 LOMBARD STREET
LONDON, EC3P 3AH

For official use

Mortgage section

Post room

RECEIVED

16 FEB 1982



Time critical reference

5145
16/2
R

Particulars as to commission, allowance or discount (note 3)

[Redacted box]

FOR BARCLAYS BANK LIMITED as agents to the Mortgagees

Signed

[Handwritten signature]

Date

11 FEB 1982

Designation of position in relation to the company:

MANAGER,
COMPANY AND CREDIT INFORMATION SERVICES

Please do not
write in this
margin



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



**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

I hereby certify that a Letter of Off Set dated the 29th January 1982
and created by COUNTY PROPERTIES (NORTHERN) LIMITED for securing
all monies due or to become due from Garment Limited to the
Charge on any account whatsoever was registered pursuant to
section 95 of the Companies Act, 1948, on the 16th February
1982.

Given under my hand at Cardiff the

No. 1245594

Assistant Registrar of Companies

Certificate and instrument received by

.....
.....
.....

Date

M

THE COMPANIES ACTS 1948 TO 1976
Particulars of a mortgage or charge

Pursuant to section 95 of the Companies Act 1948

M108/15 NOV/LN

47

Please do not
write in this
binding margin

For official use

M108

Company number

1245594

Name of Company

COUNTY PROPERTIES (NORTHERN)

Limited

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

Date and description of the instrument creating or evidencing the mortgage or charge (note 2)

Letter of Offset by the Company
1st November 1984

Amount due or owing on the mortgage or charge

All monies now due or hereafter to become due or from time to time accruing due from the Company to the Bank upon any account and in any manner whatsoever from

See Overleaf

Short particulars of all the property mortgaged or charged

All sums which are now or which may at any time hereafter be at the credit of any account or accounts of the Company with the Bank.

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

The Governor & Company of the Bank of Scotland
P O Box 5
The Mound
Edinburgh EH1 1YZ

Presenter's name, address and
reference (if any):

COMPANY AND CREDIT
INFORMATION SERVICES
BARCLAYS BANK PLC
54 LOMBARD STREET
LONDON, EC3P 3AH

For official use
Mortgage section

REGISTERED
15 NOV 1984

Post room



Time critical reference

Particulars as to commission, allowance or discount (note 3)

Please do not
write in this
binding margin



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

FOR **BARCLAYS BANK PLC**

As Agents to the Mortgagees

Signed 

Date

14 NOV 1984

Designation of position in relation to the company: **MANAGER,
COMPANY AND CREDIT INFORMATION SERVICES**

Companies

- COUNTY PROPERTIES GROUP PLC
- COUNTY PROPERTIES LIMITED
- COUNTY PROPERTIES (ENGLAND) LIMITED
- COUNTY PROPERTIES (HOLDINGS) LIMITED
- COUNTY PROPERTIES (SOUTHERN) LIMITED
- COUNTY PROPERTIES (NIRICALDY) LIMITED
- COUNTY PROPERTIES (NORWICH) LIMITED
- ROSE BROTHERS (HAIAM) LIMITED
- COUNTY PROPERTIES (SCOTLAND) LIMITED
- COUNTY PROPERTIES (AMSTERDAM) LIMITED
- COUNTY PROPERTIES (LONDON) LIMITED
- COUNTY PROPERTIES (DUNDEE) LIMITED
- COUNTY PROPERTIES (AAR) LIMITED
- COUNTY PROPERTIES (INVESTMENT) LIMITED
- LEAMINGTON PROPERTY INVESTMENT COMPANY LIMITED
- EPANENT LIMITED



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

I hereby certify that a mortgage or charge dated the 1st November 1984 and created by COUNTY PROPERTIES (NORTHERN) LIMITED for securing all moneys now due, or hereafter to become due, or from time to time accruing due from County Properties Group PLC, County Properties Limited, County Properties (England) Limited, County Properties (Holdings) Limited, County Properties (Southern) Limited, County Properties (Kirkcaldy) Limited, County Properties (Wokingham) Limited, Rose Brothers (Nairn) Limited, County Properties (Scotland) Limited, County Properties (Aberdeen) Limited, County Properties (Lochee) Limited, County Properties (Dundee) Limited, County Properties (Ayr) Limited, County Properties (Inverness) Limited, Learmonth Property Investment Company Limited, Carment Limited to the Governor and Company of the Bank of Scotland on any account whatsoever was registered pursuant to section 95 of the Companies Act, 1948, on the 15th November 1984

Given under my hand at the Companies Registration Office,
Cardiff the

28 NOV 1984

No. 1245594

P. A. HARTLEY
P. A. HARTLEY
an authorized officer

Certificate and instrument received by

.....
.....
Date 30 NOV 1984
.....
COMPANY INFORMATION

C.69d (Rev)

MPlease do not
write in this
binding marginPlease complete
legibly, preferably
in black type, or
bold block lettering

THE COMPANIES ACTS 1948 TO 1976

Particulars of a mortgage or charge

Pursuant to section 95 of the Companies Act 1948

47

M 59/23 JAN/LN

For official use

[M 411111]

Company number

1245594

Name of Company

COUNTY PROPERTIES (NORTHERN)

Limited

Date and description of the instrument creating or evidencing the mortgage or charge (note 2)

Letter of Offset
11th January 1985

Amount due or owing on the mortgage or charge

All monies now due or hereafter to become due or from time to time accruing due from the
Company to the Bank upon any account and in any manner whatsoever, from
ROSE BROTHERS AND COMPANY (NAIRN) LIMITED

Short particulars of all the property mortgaged or charged

All sums which are now or which may at any time hereafter
be at the credit of any account or accounts of the Company
with the Bank.

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

THE GOVERNOR & COMPANY OF THE BANK OF SCOTLAND
P O BOX NO 5
THE MOUND
EDINBURGH EH1 1YZ

BARCLAYS BANK PLC
100 MARK LANE
LONDON EC3R 7AN

Presenter's name, address and
reference (if any):

COMPANY AND CREDIT
INFORMATION SERVICES
BARCLAYS BANK PLC
54 LOMBARD STREET
LONDON, EC3P 3AH

For official use
Mortgage section

REGISTERED

23 JAN 1985

Post room



Time critical reference

4543
23/1

Particulars as to commission, allowance or discount (note 3)

[Redacted box]

Please do not
write in this
binding margin



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

FOR **BARCLAYS BANK PLC**

AS AGENTS TO THE MORTGAGEES

Signed

Date **22 JAN 1985**

Designation of position in relation to the company: **MANAGER,
COMPANY AND CREDIT INFORMATION SERVICES**



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

I hereby certify that a mortgage or charge dated the 11th January 1985
and created by COUNTY PROPERTIES (NORTHERN) LIMITED

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from Rose Brothers and Company (Nairn) Limited to
The Governor and Company of the Bank of Scotland

on any account whatsoever

was registered pursuant to section 95 of the Companies Act, 1948, on the
23rd January 1985

Given under my hand at the Companies Registration Office,
Cardiff the 6 FEB 1985

No. 1245594

[Signature]
an authorised officer

Certificate and instrument received by

.....
Date

8 FEB 1985
CONFIRMED
INFO. No. 10

M219/6 FEB/85

Particulars of a mortgage or charge

Pursuant to section 95 of the Companies Act 1948

M162/25 JAN/85

1245594

CARD MARKED

Please do not
write in this
binding margin

For official use

Company number

M162/25

1245594

Name of Company

County Properties (Northern)

Limited

Please complete
legibly, preferably
in block type, or
bold block lettering*delete if
inappropriate

Date and description of the instrument creating or evidencing the mortgage or charge (note 2)

Standard Security by County Properties (Northern) Limited in favour of the Governor and Company of the Bank of Scotland dated 18th October 1984 and registered in the Land Register of Scotland on 16th January 1985

Amount due or owing on the mortgage or charge

All sums due and that may become due to the Governor and Company of the Bank of Scotland by County Properties (Northern) Limited in terms of a Bond by County Properties (Northern) Limited in favour of the Governor and Company of the Bank of Scotland dated 18th October 1984

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

The Governor and Company of the Bank of Scotland incorporated by Act of Parliament

Presenter's name, address and
reference (if any):

Messrs. Bird Sample & Crawford Horron,
Solicitors,
249 West George Street,
Glasgow G2 4RB.

WCF/P

For official use
Mortgage section

31 JAN 1985

Post room



Time critical reference

4430
6/2

Short particulars of all the property mortgaged or charged

A Lease by The Renfrew District Council in favour of County Properties (Northern) Limited registered in the Land Register of Scotland (Reg. No. REN 26310) on 16th January 1985 of subjects now known as The Bridgewater Shopping Centre, Erskine New Town Centre at Erskine, Renfrewshire.

Please do not write in this binding margin



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

Particulars as to commission, allowance or discount (note 3)

None

Signed Brd Stephen Crawford-Heron Date 18th January, 1985
Designation of position in relation to the company agents for the Governor and Company
of the Bank of Scotland

Notes

- 1 The original instrument creating the charge, together with this form, must be delivered to the Registrar of Companies within 21 days after the date of creation of the charge (Section 96(1)). 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 copy instrument could in due course of post, and if posted with due diligence, have been received in the United Kingdom (Section 96(3)). A certified copy of the instrument creating the charge will only be accepted where the property charged and the charge so created are both outside the United Kingdom (Section 96(3)) and in such cases the copy must be verified or certified to be a true copy under the seal of the Company or under the hand of some person interested therein otherwise than on behalf of the company.
- 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 subscribing or agreeing to subscribe, whether absolutely or conditionally, or 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.

M**THE COMPANIES ACTS 1948 TO 1976****Certificate of registration in Scotland or Northern Ireland of a charge comprising property situate there**

Pursuant to section 85(5) of the Companies Act 1948

47cPlease do not
write in this
binding marginPlease complete
legibly, preferably
in black type, or
bold block lettering

Name of company

Company number

1245594

*delete if
inappropriate

County Properties (Northern)

Limited*

*delete as
appropriate

(i) [We]† Messrs. Bird Semple & Crawford Herron,

of 249 West George Street, Glasgow G2 4RB

This certificate
must be given
by a director or
secretary of the
company or by a
person interested
in the charge
otherwise than
on behalf of the
company or by
a solicitor
acting on behalf
of the company
or of some
other person so
interested as
aforesaid. The
capacity in
which the
certificate is
given must be
statedbeing: the solicitors acting for the Governor and Company of the Bank of
hereby certify that the charges comprising a Standard Security by Scotland
County Properties (Northern) Limited in favour of The
Governor and Company of the Bank of Scotland dated 18th October, 1984of which a true copy is annexed hereto was presented for registration on 16th January 1985
at The Registers of Scotland, Meadowbank House, 153 London Road, Edinburgh
for registration in the Land Register of ScotlandGive date and
parties to chargeState description
and situation of
office of
registration
(Court of Session
Scotland) or (The
Deeds Registry
Northern Ireland)

Signed:

*Bird Semple & Crawford Herron*Presenter's name, address and
reference (if any):Bird Semple & Crawford Herron
249 West George Street,
Glasgow G2 4RB.

WCF/P

For official use
Mortgage section

Post





CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

I hereby certify that a Standard Security which was presented for registration in Scotland on the 16th January 1985 and created by COUNTY PROPERTIES (NORTHERN) LIMITED for securing all moneys due or to become due from the Company to the Chargees was registered pursuant to section 95 of the Companies Act, 1948, on the 31st January 1985

Given under my hand at the Companies Registration Office,
Cardiff the 21 FEB 1985

No. 1245594

P. A. I. H. H. H.
P. A. I. H. H. H.
an authorised officer

Certificate and instrument received by

.....
Doct
Date *25/2/85*

C.69d (Rev)

THE COMPANIES ACTS 1948 TO 1976

Particulars of a mortgage or charge

Pursuant to section 95 of the Companies Act 1948

M 43) 22 JAN / LN.

47

Please do not
write in this
binding margin

For official use

Company number

M 43

1245594

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

Name of Company

COUNTY PROPERTIES (NORTHERN)

Limited

Date and description of the instrument creating or evidencing the mortgage or charge (note 2)

Letter of Offset by the Company
3rd January 1986

Amount due or owing on the mortgage or charge

All monies now due or hereafter to become due or from time to time accruing due from the
Company to the Bank upon any account and in any manner whatsoever. From

THE ASSAM RAILWAYS TRADING COMPANY LIMITED

Short particulars of all the property mortgaged or charged

All sums which are now or which may at any time hereafter
be at the credit of any account or accounts of the Company
with the Bank.

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

THE GOVERNOR & COMPANY OF THE BANK OF SCOTLAND
P O BOX 5
THE MOUND
EDINBURGH EH1 1YZ

BARCLAYS BANK PLC
XXXXXXXXXXXXXXXXXXXX
LONDON EC3P 3AH
XXXXXXXXXXXXXXXXXXXX

Presenter's name, address and
reference (if any):

COMPANY AND CREDIT
INFORMATION SERVICES
BARCLAYS BANK PLC
54 LOMBARD STREET
LONDON, EC3P 3AH

For official use
Mortgage section

Post room

RECEIVED
22 JAN 1986



Time critical reference

Particulars as to commission, allowance or discount (note 3)

Please do not
write in this
binding margin

FOR **BARCLAYS BANK PLC** AS AGENTS TO THE MORTGAGEES

Signed

Date

21 JAN 1986

Designation of position in relation to the company: **MANAGER,
COMPANY AND CREDIT INFORMATION SERVICES**

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



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

I hereby certify that a mortgage or charge dated the 3rd January 1986
and created by COUNTY PROPERTIES (NORTHERN) LIMITED

for securing all moneys now due, or hereafter to become due, or from time to time accruing due from The Assam Railways and Trading Company Limited to The Governor and Company of the Bank of Scotland

on any account whatsoever

was registered pursuant to Chapter 1 Part XII of the Companies Act 1985, on the 22nd January 1986

Given under my hand at the Companies Registration Office,
Cardiff the -7 Feb 1986

No. 1245594

Continued

an authorised officer

Certificate and instrument received by

Date 10 FEB 1986

C.69a

M

COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985

M. 29 MAY 1987

Please complete
legibly, preferably
in black type, or
bold block lettering* insert full name
of company

To the Registrar of Companies

For official use

Company number

[] [] [] [] [] [] [] [] [] []

1245594

Name of company

* COUNTY PROPERTIES (NORTHERN) LIMITED

Date of creation of the charge

12th May 1987

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

Legal Charge between County Properties (Northern) Limited ("the Mortgagor")
and the British Linen Bank Limited ("the Bank")

Amount secured by the mortgage or charge

All monies and liabilities which shall for the time being (and whether on or at any time after such demand) be due owing or incurred to the Bank by the Mortgagor whether actually or contingently and whether solely or jointly with any other person and whether as principal or surety including interest discount commission or other lawful charges and expenses which the Bank may in the course of its business charge in respect of any of the matters aforesaid or for keeping the Mortgagor's account.

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

BRITISH LINEN BANK whose registered office is situate at 4 Melville Street,
Edinburgh

Postcode EH3 7NZ

Presentor's name address and
reference (if any):NABARRO NATHANSON
50 STRATTON STREET,
LONDON,
W1X 5FL

2CHN/C3501/19

Time critical reference

For official Use
Mortgage Section

REGISTERED

28 MAY 1987

Post room



Short particulars of all the property mortgaged or charged

Freehold land and premises at High Street, Norton

Please do not
write in
this margin

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

Particulars as to commission allowance or discount (note 3)

NONE

Signed Noborus Nathanson

Date 27/5/87

On behalf of [company]/[mortgage/charges]†

† delete as
appropriate

Notes

- 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 396). 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 396) 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 396(4) applies (property situated in Scotland or Northern Ireland) and Form No. 396 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.



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

I hereby certify that a mortgage or charge dated the 12th May 1987
and created by COUNTY PROPERTIES (NORTHERN) LIMITED

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to British Linen Bank

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 28th May 1987

Given under my hand at the Companies Registration Office,
Cardiff the -3 JUN 1987

No. 1245594

Certificate and instrument received by

..... 4/C

.....

Date 4/6

E Church.

E. CHURCH

an authorised officer

M

COMPANIES FORM No. 403a

Declaration of satisfaction in full or in part of mortgage or charge

403a

MS 231/2 SEP/W

Please do not
write in
this margin

Pursuant to section 403(1) of the Companies Act 1985

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

To the Registrar of Companies

For official use

Company number

[] [] [] []

1245594

Name of company

* COUNTY PROPERTIES (NORTHERN) LIMITED

* insert full name
of companyI, IAN KEVIN SUGGARD
of PAVILION HOUSE, SCARBOROUGH, NORTH YORKSHIRE† delete as
appropriate‡ insert a description
of the instrument(s)
creating or
evidencing the
charge, eg
'Mortgage',
'Charge',
'Debenture' etca director/the secretary of the above company, do solemnly and sincerely declare that the debt for which
the charge described below was given has been paid or satisfied in (full)(part)†Date and Description of charge‡ 12th May 1987Date of Registration 28th May 1987Name and address of (chargee)(trustee for the debenture holders) British Linen Bank Limited
P O Box 49, 4 Melville Street, Edinburgh EH3 7NZo the date of
registration may be
confirmed from the
certificateShort particulars of property charged‡ the land and premises at High Street Norton§ insert brief
details of
propertyAnd I make this solemn declaration conscientiously believing the same to be true and by virtue of the
provisions of the Statutory Declarations Act 1835.THIRD FLOOR, PAVILION HOUSE,
Declared at PAVILION SQUARE, SCARBOROUGH,
NORTH YORKSHIRE YO11 2JR.

Declarant to sign below

the 26 day of AUGUSTone thousand five hundred and 87before me M. JOHNSON, J.P., B.A.A Commissioner for Oaths or Notary Public or Justice of
the Peace or Solicitor having the powers conferred on a
Commissioner for OathsPresenter's name address and
reference (if any):NABARRO NATHANSON
50 STRATTON STREET
LONDON
W1X 5FL
REF: 2C/HN/C1350/19

For official Use

MORTGAGE REGISTRATION

REGISTERED

- 1 SEP 1987

Post room

H654
2/9

M

COMPANIES FORM No. 403a

Declaration of satisfaction in full or in part of mortgage or charge

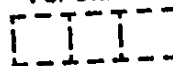
403a

Please do not
write in
this margin

Pursuant to section 403(1) of the Companies Act 1985

For official use

Company number



1245594

To the Registrar of Companies

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

Name of company

COUNTY PROPERTIES (NORTHERN) LIMITED

* insert full name
of company

I, RONALD GRAHAM URQUHART

of 63/65 Shandwick Place, Edinburgh, EH2 4SD

† delete as
appropriate‡ insert a description
of the instrument(s)
creating or
evidencing the
charge, eg
'Mortgage',
'Charge',
'Debenture' etc.a director/secretary of the above company, do solemnly and sincerely declare that the debt for
which the charge described below was given has been paid or satisfied in (full) ~~part~~ ^{part}

Date and Description of charge: 16th January 1985 - Standard Security

Date of Registrations: 31st January 1985

Name and address of (chargee) (trustee for the debenture holders): The Governor and
Company of the Bank of Scotland, The Mound, Edinburgh EH1 1YZ.§ the date of
registration may be
confirmed from the
certificateShort particulars of property charged: The Bridgewater Shopping Centre,
Erskine New Town Centre, Erskine, Renfrewshire, (Title No. REN 26310)¶ insert brief
details of
propertyAnd I make this solemn declaration conscientiously believing the same to be true and by virtue of the
provisions of the Statutory Declarations Act 1835.

Declared at Glasgow

Declarant to sign below

the 25th day of July

one thousand nine hundred and ninety

before me

A Commissioner for Oaths or Notary Public or Justice of
the Peace or Solicitor having the powers conferred on a
Commissioner for OathsPresenter's name address and
reference (if any):Bird Semple Fyfe Ireland WS,
Solicitors,
249 West George Street,
Glasgow G2 4RB.

(Ref: WCF/BRD/W)

For official Use
Mortgage Section

Post room

REGISTERED

- 2 AUG 1990

COMPANIES HOUSE
2 AUG 1990

30

M

COMPANIES FORM No. 403a

Declaration of satisfaction in full or in part of mortgage or charge

6

403a

Please do not write in this margin.

Pursuant to section 403(1) of the Companies Act 1985

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

*Insert full name of company.

To the Registrar of Companies

For official use

Company number

5196C

--	--	--

1245594

G

Name of company

* COUNTY PROPERTIES (NORTHERN) LIMITED

I, JAMES MARTIN JOHNSON

of "Farmleigh", North Street, Scalby, Scarborough, North Yorkshire

1. as appropriate.

2. Insert a description of the instrument(s) creating or evidencing the charge, e.g. "Mortgage", "Charge", "Debenture", etc.

In the presence of the secretary (the administrator of the administrative records) of the above company, do solemnly and sincerely declare that the debt for which the charge described below was given has been paid or satisfied in full.

Date and Description of charge: 3rd January, 1986 - Mortgage or Charge.

Date of Registrations: 22nd January, 1986

Name and address (chargee) (trustee of the debenture holders): The Governor and Company of the Bank of Scotland, The Mound, Edinburgh, EH1 1YZ

Short particulars of property charged: All the assets of the Company

3. The date of registration may be confirmed from the certificate.

4. Insert brief details of property.

And I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1835.

Declared at Scarborough in the County of North Yorkshire

Declarant to sign below

the TWENTY day of November

One thousand nine hundred and ninety one

before me

A Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor having the powers conferred on a Commissioner for Oaths

19/11.

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

Drivers, 50, Market Street,
HALTON, North Yorkshire,
YO17 0LT

DX63701 HALTON

Ref: A. 1719/14

For official use
Mortgage section

REGISTERED

16 NOV 1991

Post room

M

COMPANIES FORM No. 403a

Declaration of satisfaction in full or in part of mortgage or charge

(2)

403a

Please do not write in this margin. Pursuant to section 403(1) of the Companies Act 1985

5197C

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

To the Registrar of Companies

For official use

Company number

LAH

1245594

G

Name of company

*Insert full name of company.

* COUNTY PROPERTIES (NORTHERN) LIMITED

I, JAMES MARTIN JOHNSON

of "Farmleigh", North Street, Scalby, Scarborough, North Yorkshire

to be as appropriate.

in the stock (the secretary) (the administrator) (the administrator) of the above company, do solemnly and sincerely declare that the debt for which the charge described below was given has been paid or satisfied in [full] ~~part~~

*Insert a description of the instrument(s) creating or evidencing the charge, e.g. "Mortgage", "Charge", "Debt", etc.

Date and Description of charge: 29th January, 1982 - Letter of Off Set

Date of Registrations: 16th February, 1982

Name and address [chargee] [source of the debt] [holder] The Governor and Company of the Bank of Scotland, The Mound, Edinburgh, EH1 1YZ

Short particulars of property charged: All the assets of the Company

*The date of registration may be confirmed from the certificate.

*Insert brief details of property.

And I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1835.

Declared at: Scarborough in the County of North Yorkshire

Declarant to sign below

the FOURTEENTH day of November

One thousand nine hundred and ninety one

before me: *[Signature]*

A Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor having the powers conferred on a Commissioner for Oaths.

19/11.
Presenter's name, address and reference (if any):
Drivers, 5C, Market Street,
HALTON, North Yorkshire,
YO17 0LT

DX63701 HALTON

Ref: A. 1719/14

For official use
Mortgage section

REGISTERED

16 NOV 1991

Post room

COMPANY NO 12

16 NOV 1991



M

COMPANIES FORM No. 403a

Declaration of satisfaction in full or in part of mortgage or charge

403a

Please do not write in this margin.

Pursuant to section 403(1) of the Companies Act 1985

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

*Insert full name of company.

To the Registrar of Companies

For official use

Company number

1245594

G

Name of company

* COUNTY PROPERTIES (NORTHERN) LIMITED

I, JAMES MARTIN JOHNSON

of "Farmleigh", North Street, Scalby, Scarborough, North Yorkshire

to be as appropriate.

*Insert a description of the instrument(s) creating or evidencing the charge, e.g. "Mortgage", "Charge", "Debenture", etc.

~~in witness whereof~~ (the secretary) (the administrator) (the administrator or receiver) of the above company, do solemnly and sincerely declare that the debt for which the charge described below was given has been paid or satisfied in (full) (part)

Date and Description of charge: 26th September, 1980 - Letter of Offset

Date of Registration: 14th October, 1980

Name and address [chargee] (trustee for the debentureholders) The Governor and Company of the Bank of Scotland, The Mound, Edinburgh, EH1 1YZ

Short particulars of property charged: All the assets of the Company

*The date of registration may be confirmed from the certificate.

*Insert brief details of property.

And I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1835.

Declared at Scarborough in the County of North Yorkshire

Declarant to sign below

the FOURTEENTH day of November

One thousand nine hundred and ninety one

before me

~~A Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor having the powers conferred on a Commissioner for Oaths~~

19/11.

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

Drivers, 50, Market Street, HALTON, North Yorkshire, YO17 0LT

DX63701 HALTON

Ref: A. 1719/14

For official use

Mortgage section

REGISTERED

16 " " 1991

Post room



COMPANIES FORM No. 395

Particulars of a charge**395**Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985

mibbc

Please complete
legibly, preferably
in black type, or
bold block lettering* Insert full name
of company

To the Registrar of Companies

For official use

Company number

LTV



01245594

Name of company

* COUNTY PROPERTIES (NORTHERN) LIMITED

Date of creation of the charge

28 November 1991

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

Debenture containing fixed and floating charges.

Amount secured by the charge

All moneys and liabilities (actual or contingent) for the time being
due owing or incurred by the Company to the Bank on any account and in
any manner whatsoever.

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

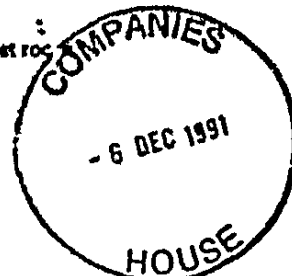
The Governor and Company of the Bank of Scotland, incorporated by Act of
Parliament and having their Head Office at The Mound, Edinburgh.

Postcode

Presenter's name address and
reference (if any):The Governor and Company of
the Bank of Scotland, Law
Department, Uberior House,
61 Grassmarket, Edinburgh
EH1 2JF Tel: 031.223317.6235
Our Ref: LAW/ C4/RPD/JMCGFor official Use
Mortgage Section**REGISTERED**

- 6DEC1991

Post rec



Time critical reference

Short particulars of all the property charged

All the undertaking, property and assets of the Company whatsoever and wheresoever, present and future, as specified in the attached Schedule, which also contains covenants by and restrictions on the Company which protect and further define the charges and must be read as one with the charges.

Please do not write in this margin

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

Particulars as to commission allowance or discount (note 3)

N/A

Signed [Signature]
(Manager, Law Department)
XXXXXXXXXXXXXXXXXXXXXXXXXXXX

Date 5.12.44

† delete as appropriate

Notes

- 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 396). 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 396) 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 396(4) applies (property situated in Scotland or Northern Ireland) and Form No. 396 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.

Particulars of a mortgage or charge

Name of Company COUNTY PROPERTIES (NORTHERN) LIMITED

Number of Company 01245594

SCHEDULE OF CHARGES, COVENANTS AND RESTRICTIONS

contained in a Debenture in favour of Bank of Scotland dated 28 November..... 19..91

Charges

- 1 by way of legal mortgage all the freehold and leasehold property of the Company now vested in it whether or not the title thereto is registered at H.M. Land Registry together with all buildings and fixtures (including trade and tenant's fixtures) now and hereafter thereon and all plant and machinery now and hereafter annexed thereto for whatever purpose;
- 2 by way of fixed charge all freehold and leasehold property hereafter belonging to the Company together with all buildings and fixtures (including trade and tenant's fixtures) thereon and all plant and machinery annexed thereto for whatever purpose;
- 3 by way of fixed charge all interests not thereinbefore effectively charged now or hereafter belonging to the Company in or over land or the proceeds of sale of land all licences now or hereafter held by the Company to enter upon or use land and the benefit of all other agreements relating to land to which the Company is or may become party or otherwise entitled and all trade and tenant's fixtures plant and machinery now and hereafter annexed for whatever purpose to all freehold and leasehold property an interest in which stands charged thereunder;
- 4 by way of fixed charge all the goodwill and uncalled capital for the time being of the Company;
- 5 by way of fixed charge all stocks shares and other securities now or hereafter owned (whether at law or in equity) by the Company and all rights and interests of the Company in and claims under all policies of insurance and assurance now or hereafter held by or insuring to the benefit of the Company;
- 6 by way of fixed charge all patents, trade marks, patent applications, brand names, copyrights, rights in the nature of copyright, registered designs and other intellectual property rights and agreements relating to the use by the Company of patents and trade marks to which the Company is now or may hereafter become entitled and all agreements under which the Company is now or may become entitled to the payment of any royalty fee or similar income;
- 7 by way of fixed charge all book and other debts of the Company whether now or hereafter existing and whether presently payable or hereafter falling due for payment and all rights and claims of the Company against third parties now or hereafter existing and capable of being satisfied by the payment of money (save as described in 5 above);

- 8 by way of floating charge all the undertaking, property and assets of the Company whatsoever and wheresoever present and future of the Company not thereinbefore effectively charged by way of fixed charge including (without limitation) any immovable property of the Company situate in Scotland and any assets falling within any of the types mentioned in 3 to 7 above inclusive situate in Scotland but so that the Company is not to be at liberty to create otherwise than in favour of the Bank any mortgage or fixed or floating charge or other security upon and so that no lien (other than a lien arising through operation of law in the ordinary course of business) shall in any case or in any manner arise on or affect any part of such assets either in priority to or pari passu with the floating charge thereby created and further that the Company shall have no power without the consent of the Bank to part with or dispose of any part of such assets except by way of sale in the ordinary course of its business.

Conversion into fixed charge

The Bank may from time to time by notice in writing to the Company convert the floating charge into a fixed charge as regards any assets thereby charged as specified in any such notice and such floating charge shall automatically be converted into a fixed charge:—

- 1 in respect of any assets which shall become subject to a fixed charge in favour of any other person or to a disposition otherwise than by way of sale in the ordinary course of the Company's business immediately upon such charge or disposition; and
- 2 in respect of all the assets thereby charged if and when the Company shall cease to carry on business or to be a going concern;

but so that this provision shall not apply to any assets situate in Scotland.

Restriction on charges and disposals

The Company may not without the previous written consent of the Bank create or purport or attempt to create any mortgage charge or encumbrance on any freehold or leasehold property of the Company or any other asset subject to a fixed charge under the Debenture nor in any way dispose of the equity of redemption thereof or any interest therein.

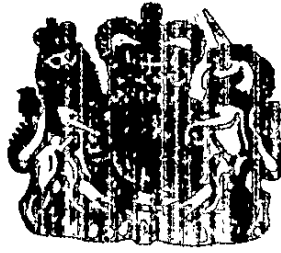
Control of moneys received

The Company must pay into the Company's account with the Bank or as the Bank may direct all moneys which it may receive in respect of any policies of insurance or assurance royalties or book or other debts or any other of the rights and claims charged to the Bank under 5, 6 and 7 above and until such payment hold all moneys so received upon trust for the Bank and may not without the prior written consent of the Bank charge factor discount or assign any of the said policies royalties debts rights or claims in favour of any other person or purport so to do.

Redemption or purchase of own shares

The Company may not without the previous written consent of the Bank redeem or purchase any of its own shares or issue any redeemable shares.

FILE COPY



**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

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

I hereby certify that a mortgage or charge dated the 20th NOVEMBER 1991
and created by COUNTY PROPERTIES (NORTHERN) LIMITED

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to THE GOVERNOR AND COMPANY OF THE
BANK OF SCOTLAND


on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 6th DECEMBER 1991

Given under my hand at the Companies Registration Office,
Cardiff the 12th DECEMBER 1991

No. 1245594

POST
10.10.91
LM


S. A. JENKINS
an authorised officer
C.69a

M

COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985

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

* Insert full name
of company

To the Registrar of Companies

For official use

Company number

M279C

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1245594

Name of company

* COUNTY PROPERTIES (NORTHERN) LIMITED

Date of creation of the charge

2ND DECEMBER, 1991

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

STANDARD SECURITY

Amount secured by the mortgage or charge

ALL SUMS DUE AND THAT MAY BECOME DUE

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

THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND, THE MOUND,
EDINBURGH

Postcode EH1 1YZ.

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

MESRS. BENNETT & ROBERTSON,
SOLICITORS,
16 WALKER STREET,
EDINBURGH,
EH3 7NN. (Mr Alexander/BAN/006/05)
031-225 4001

Time critical reference

For official Use
Mortgage Section

Post room

10 DEC 1991

10 DEC 1991

Short particulars of all the property mortgaged or charged

The dominium plenum of ALL and WHOLE those areas of land extending to 5.88 acres fronting Western Road and Glasgow Road, Kilmarnock in the County of Ayr shown outlined in red on the plan annexed and subscribed as relative to Assignment by Grindlays Bank (Scotland) Limited with consent in favour of Invermere Investments Limited dated 10th, 19th, 20th and 24th all days March and 24th April and recorded GRS Ayr on 2nd July all dates 1980 and comprising the Western Road Shopping Centre, Kilmarnock.

Please do not
write in
this margin

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

Particulars as to commission allowance or discount (note 3)

Not Applicable

Signed

Renald Robertson

Date

3/11/91

On behalf of ~~(company)~~ (mortgagee/chargee)†

† delete as
appropriate

Notes

- 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 393). 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 393) 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 393(4) applies (property situated in Scotland or Northern Ireland) and Form No. 333 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.

M

COMPANIES FORM No. 398

398

Certificate of registration in Scotland or Northern Ireland of a charge comprising property situate there

Please do not
write in
this margin

Pursuant to section 398(4) of the Companies Act 1985

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

To the Registrar of Companies
(Address overleaf)

Company number

1245594

* Insert full name
of company

Name of company

COUNTY PROPERTIES (NORTHERN) LIMITED

RODERICK GEORGE ALEXANDER, SOLICITOR

of 16 WALKER STREET, EDINBURGH, EH3 7NN. AS AGENT FOR THE GOVERNOR AND
COMPANY OF THE BANK OF SCOTLAND.

§ Give date and
parties to charge

certify that the charges being a Standard Security granted by County Properties
(Northern) Limited in favour of The Governor and Company of The Bank of
Scotland

† delete as
appropriate

of which a true copy is annexed to this form was presented for registration on 2/12 1991
in [Scotland] [~~Northern Ireland~~]

Signed

R. Alexander

Date

3/12/91

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

MESSRS. BENNETT & ROBERTSON,
SOLICITORS,
16 WALKER STREET,
EDINBURGH,
EH3 7NN. (Mr Alexander/BAN/006/05)
031-225 4001

For official Use
Mortgage Section

Post room

12 DEC 1991



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

I hereby certify that a Standard Security which was presented for registration in Scotland on the 2nd DECEMBER 1991 and created by COUNTY PROPERTIES (NORTHERN) LIMITED for securing all moneys due or to become due from the Company to THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND was registered pursuant to Chapter I Part XII of the Companies Act 1985, on the 10th DECEMBER 1991.

Given under my hand at the Companies Registration Office,
Cardiff the 16th DECEMBER 1991.

No. 1245594

S. A. JENKINS

an authorised officer

Pat.
16.12.91.
SL.

C.69d(Rev)

M

COMPANIES FORM No. 395

Particulars of a charge

395

Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985

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

Insert full name
of company

To the Registrar of Companies

For official use

Company number

01245594

Name of company

• COUNTY PROPERTIES (NORTHERN) LIMITED

Date of creation of the charge

28 November 1991

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

Letter of Offset

Amount secured by the charge

All sums due or to become due by County Properties Group Limited and/or York & District Investment Company Limited and/or Learmonth Property Investment Company Limited and/or County Properties Limited and/or Broadland Properties Limited

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

The Governor and Company of the Bank of Scotland Incorporated by Act of Parliament and having their Head Office at The Mound, Edinburgh

Postcode EH1 1YZ

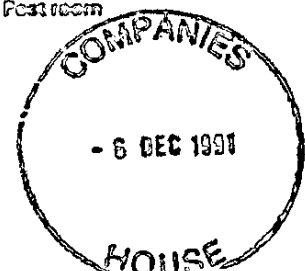
10/12
Presenter's name address and
reference (if any):
The Governor and Company of
The Bank of Scotland, Law
Department, Uberior House,
61 Grassmarket, Edinburgh
EH1 2JF Tel. 031.24317.6235
Our Ref: C4/RPD/JMG

For official Use
Mortgage Section

REGISTERED

- 6 DEC 1991

Post room



Time critical reference

Short particulars of all the property charged

The balances at credit of any accounts held by The Governor and Company
of the Bank of Scotland in name of County Properties (Northern) Limited

Please do not
write in
this margin

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

Particulars as to commission allowance or discount (note 3)

Signed D. J. [Signature] Date 10.11.51

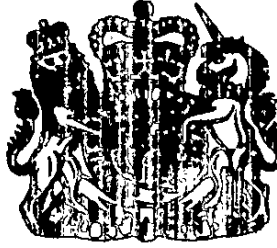
On behalf of ~~[company]~~ [chargee] Bank of Scotland

† delete as
appropriate

Notes

- 1 The original instrument (if any) creating or evidencing the charge, together with those prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of creation of the charge (section 335). 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 336). 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 339) 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 336(4) applies (property situated in Scotland or Northern Ireland) and Form No. 238 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.

FILE COPY



**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

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

I hereby certify that a mortgage or charge dated the 28th NOVEMBER 1991
and created by COUNTY PROPERTIES (NORTHERN) LIMITED

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from ALL OR ANY OF THE COMPANIES NAMED THEREIN to THE
GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 6th DECEMBER 1991

Given under my hand at the Companies Registration Office,
Cardiff the 13th DECEMBER 1991

No. 1245594

A handwritten signature in cursive script, appearing to read 'S. A. Jenkins', with a horizontal line underneath.

S. A. JENKINS

an authorised officer

C.69a(Y4)

M

COMPANIES FORM No. 403a

403a

Declaration of satisfaction in full or in part of mortgage or charge

3

Please do not
write in
this margin

Pursuant to section 403(1) of the Companies Act 1985

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

To the Registrar of Companies

For official use

Company number

1245594

* Insert full name
of company

Name of company

• COUNTY PROPERTIES (NORTHERN) LIMITED

I, JAMES MARTIN JOHNSON

of PAVILION HOUSE, SCARBOROUGH, YO11 2JR

† Delete as
appropriate

(Director) (the secretary) (a director or secretary) of the above company, do
solemnly and sincerely declare that the debt for which the charge described below was given has been
paid or satisfied in full (partly)

† Insert a
description of the
instrument(s)
creating or
evidencing the
charge, eg
Mortgage,
Charge,
Debenture etc

Date and Description of charge: 1.11.84 LETTER OF OFFSET

Date of Registration: 15.11.84

Name and address of (chargee) BANK OF SCOTLAND
P O BOX 5, THE MOUND, EDINBURGH

† The date of
registration may
be confirmed
from the
certificate

Short particulars of property charged: All sums which are now or which may at any time
be at the credit of any account or accounts of the company with the bank.

† Insert brief
details of
property

And I make this solemn declaration conscientiously believing the same to be true and by virtue of the
provisions of the Statutory Declarations Act 1835.

Declared at

Scarborough

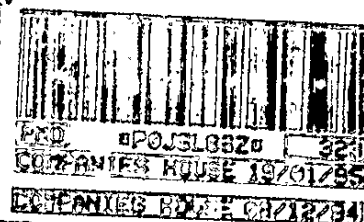
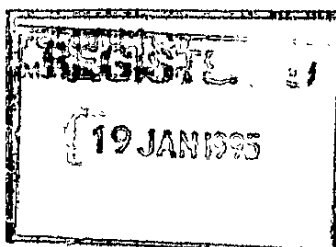
Declarant to sign below

the first day of December
one thousand nine hundred and eighty four

A Commissioner for Oaths or Notary Public or Justice of
the Peace or Solicitor having the powers conferred on a
Commissioner for Oaths

Presenter's name, address and
reference (if any):

The Company
Third Floor
Pavilion House,
Scarborough
YO11 2JR



The Solicitors' Law Society plc, 24 Gray's Inn Road, London WC1A 9AA

Companies M403a

4.87 17036
E910408

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COMPANIES FORM No. 403a

Declaration of satisfaction in full or in part of mortgage or charge

403a

(4)

Please do not
write in
this margin

Pursuant to section 403(1) of the Companies Act 1985

To the Registrar of Companies

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

For official use

Company number

1245594

Name of company

* COUNTY PROPERTIES (NORTHERN) LIMITED

I, JAMES MARTIN JOHNSON

of PAVILION HOUSE, SCARBOROUGH, YO11 2JR

I Declare as
appropriate

[Signature] (the secretary) of the above company, do
solemnly and sincerely declare that the debt for which the charge described below was given has been
paid or satisfied in full.

Date and Description of charges: 11.1.85 LETTER OF OFFSET

Date of Registrations: 23.1.85

Name and address of (chargee): BANK OF SCOTLAND
P O BOX 5, THE MOUND, EDINBURGH

I insert a
description of the
instrument(s)
creating or
evidencing the
charge, eg
Mortgage,
Charge,
Debenture etc

Short particulars of property charged: All sums which are now or which may at any time
hereafter be at the credit of any account or accounts of the company with the bank.

And I make this solemn declaration conscientiously believing the same to be true and by virtue of the
provisions of the Statutory Declarations Act 1835

Declared at Scarborough

Declarant to sign below

the first day of December
one thousand nine hundred and eighty five
before me

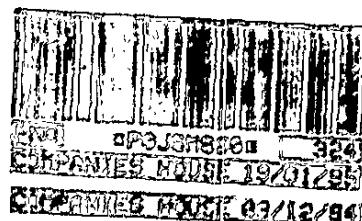
A Commissioner for Oaths, Public Justice of
the Peace or Solicitor having the power conferred on a
Commissioner for Oaths

Presenter's name, address and
reference (if any):

The Company

For official use

19 JAN 1985



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Companies M403a

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COMPANIES FORM No. 403a

403a

Declaration of satisfaction
in full or in part
of mortgage or charge

9

Please do not
write in
this margin

Pursuant to section 403(1) of the Companies Act 1985

HL

Please can also
legibly, preferably
in black type, or
bold black lettering

To the Registrar of Companies

For official use

Company number

1245594

Name of company

COUNTY PROPERTIES (NORTHERN) LIMITED

I, JAMES MARTIN JOHNSON

of PAVILION HOUSE, SCARBOROUGH, YO11 2JR

1 Delete as
appropriate

[Delete] (the secretary) [Delete] of the above company, do
solemnly and sincerely declare that the debt for which the charge described below was given has been
paid or satisfied in full [Delete]

2 Insert a
description of the
instrument(s)
creating or
evidencing the
charge, eg
Mortgage
Charge,
Debenture etc

Date and Description of charge: 28.11.91 LETTER OF OFFSET

Date of Registration: 6.12.91

Name and address of [chargee] BANK OF SCOTLAND
P O BOX 5, THE MOUND, EDINBURGH

3 The date of
registration may
be confirmed
from the
certificate

Short particulars of property charged: The balances at credit of any accounts held by the
Governor and Company of the Bank of Scotland in the name of County Properties
(Northern) Limited

And I make this solemn declaration conscientiously believing the same to be true and by virtue of the
provisions of the Statutory Declarations Act 1935.

4 Insert brief
details of
property

Declared at Scarborough

Declarant to sign below

the 1st day of December
one thousand nine hundred and ninety-one
before me

A Commissioner for Oaths or Notary Public or Justice of
the Peace or Solicitor having the powers conferred on a
Commissioner for Oaths

Presenter's name, address and
reference (if any):

The Company

For official use -
Registration
19 JAN 1995

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Companies M403a