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CHFP041

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

* Insert full name
of company

COMPANIES FORM No. 395

Particulars of a mortgage or charge

A fee of £13 is payable to Companies House in respect of
each register entry for a mortgage or charge.

395

711900 / 13

Pursuant to section 395 of the Companies Act 1985

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

For official use Company number



05548417

Name of company

* CAMELLIA HOUSE NURSING HOME LIMITED

Date of creation of the charge

11 APRIL 2006

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

Legal and General Charge

Amount secured by the mortgage or charge

All and any part of the money and liabilities becoming due to Abbey
National plc whenever or however incurred whether now or in the future
including all interest costs charges and expenses payable.

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

Abbey National plc whose registered office is at 2 Triton Square Regents
Place London

Postcode NW1 3AN

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

S M Reed and Co
6 The Drive
Hove
East Sussex BN3 3JA
Hove - DX 59274 Hove
Ref: GB/ANB/CAMELLIA

Time critical reference

For official use (06/2005)

Mortgage Section

Post room

A12
COMPANIES HOUSE142
13/04/2006

Short particulars of all the property mortgaged or charged

**CAMELLIA HOUSE NURSING HOME 5/5A/5B OAK PARK VILLAS DAWLISH
DEVON EX7 0DE**

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this margin

1. All uncalled capital for the time being and all Intellectual property Rights and all other freehold and leasehold property now or in the future which you may have or acquire any legal or beneficial interest.
2. Any legal or beneficial interest in all or any securities.
3. Stock in trade and plant.
4. Book debts

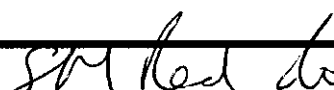
*Please complete
legibly, preferably
in black type or
bold block
lettering*

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

Particulars as to commission allowance or discount (note 3)

NIL

Signed



Date 10/4/06

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

Notes

† Delete as
appropriate

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 398). 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 398) 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 398(4) applies (property situate in Scotland or Northern Ireland) and Form No. 398 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.
5. A fee of £13 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 House, Crown Way, Cardiff CF4 3UZ.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 05548417

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL AND GENERAL CHARGE DATED THE 11th APRIL 2006 AND CREATED BY CAMELLIA HOUSE NURSING HOME LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO ABBEY NATIONAL PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 13th APRIL 2006.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 20th APRIL 2006.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

DxJL.