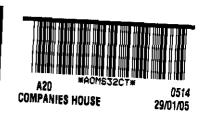
Report of the Directors and

Unaudited Financial Statements

for the Year Ended 31 March 2004

<u>for</u>

Progres Limited



Contents of the Financial Statements for the Year Ended 31 March 2004

	Page
Company Information	1
Report of the Directors	2
Profit and Loss Account	3
Balance Sheet	4
Notes to the Financial Statements	5
Report of the Accountants	7
Profit and Loss Account	8

Company Information for the Year Ended 31 March 2004

DIRECTORS:

Mr N Falkner

Mrs P R Falkner

SECRETARY:

Mr N Falkner

REGISTERED OFFICE:

6 Lion Street

Rye

East Sussex TN31 7LB

REGISTERED NUMBER:

02926996 (England and Wales)

ACCOUNTANTS:

Peter Hodgson & Co Shadwell House

65 Lower Green Road

Rusthall

Tunbridge Wells

Kent TN4 8TW

Report of the Directors for the Year Ended 31 March 2004

The directors present their report with the financial statements of the company for the year ended 31 March 2004.

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of property investment for letting.

DIRECTORS

The directors during the year under review were:

Mr N Falkner Mrs P R Falkner

The beneficial interests of the directors holding office on 31 March 2004 in the issued share capital of the company were as follows:

Ordinary £1 shares	31.3.04	1.4.03
Mr N Falkner	. 2	2
Mrs DR Falkner	<u>_</u>	

This report has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

ON BEHALF OF THE BOARD:

Mr N Falkner - Director

Date: .

Profit and Loss Account for the Year Ended 31 March 2004

		2004	2003
	Notes	£	£
TURNOVER		21,000	15,284
Administrative expenses		3,679	7,011
OPERATING PROFIT	2	17,321	8,273
Interest receivable and similar income		8	1
		17,329	8,274
Interest payable and similar charges		12,561	9,440
PROFIT/(LOSS) ON ORDINARY BEFORE TAXATION	ACTIVITIES	4,768	(1,166)
Tax on profit/(loss) on ordinary activities	3	<u>-</u>	<u>-</u>
PROFIT/(LOSS) FOR THE FINA AFTER TAXATION	NCIAL YEAR	4,768	(1,166)
Deficit brought forward		(6,204)	(5,038)
DEFICIT CARRIED FORWARD		£(1,436)	£(6,204)

Balance Sheet 31 March 2004

	_	2004		2003	
	Notes	£	£	£	£
FIXED ASSETS:					
Tangible assets	4		372,378		372,378
CURRENT ASSETS:					
Cash at bank		656		649	
CREDITORS: Amounts falling					
due within one year	5	25,243		77,527	
NET CURRENT LIABILITIES:			(24,587)		(76,878)
TOTAL ASSETS LESS CURRENT LIABILITIES:			347,791		295,500
CREDITORS: Amounts falling due after more than one year	6		349,225		301,702
			£(1,434)		£(6,202)
CAPITAL AND RESERVES:					
Called up share capital	7		2		2
Profit and loss account			(1,436)		(6,204)
SHAREHOLDERS' FUNDS:			£(1,434)		£(6,202)

The company is entitled to exemption from audit under Section 249A(1) of the Companies Act 1985 for the year ended 31 March 2004.

The members have not required the company to obtain an audit of its financial statements for the year ended 31 March 2004 in accordance with Section 249B(2) of the Companies Act 1985.

The directors acknowledge their responsibilities for:

- (a) ensuring that the company keeps accounting records which comply with Section 221 of the Companies Act 1985 and
- (b) preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of each financial year and of its profit or loss for each financial year in accordance with the requirements of Section 226 and which otherwise comply with the requirements of the Companies Act 1985 relating to financial statements, so far as applicable to the company.

These financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and with the Financial Reporting Standard for Smaller Entities (effective June 2002).

ON BEHALF OF THE BOARD:

Mr N Falkner - Director

Approved by the Board on 28 125

The notes form part of these financial statements

Notes to the Financial Statements for the Year Ended 31 March 2004

1. ACCOUNTING POLICIES

Accounting convention

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective June 2002).

Turnover

Turnover represents net invoiced sales of services, excluding value added tax.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

2. OPERATING PROFIT

The operating profit is stated after charging:

	2004	2003
	£	£
Directors' emoluments and other benefits etc	-	_
	=	=

3. TAXATION

Analysis of the tax charge

No liability to UK corporation tax arose on ordinary activities for the year ended 31 March 2004 nor for the year ended 31 March 2003.

4. TANGIBLE FIXED ASSETS

	Land and buildings
COST: At 1 April 2003	£
and 31 March 2004	372,378
NET BOOK VALUE: At 31 March 2004	372,378
At 31 March 2003	372,378

Notes to the Financial Statements for the Year Ended 31 March 2004

5. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	DUE WITH	HIN ONE YEAR			
	T . J (*)			2004 £	2003 £
	Trade credi			-	1,140
	Other credit			24,420	76,387
	Accrued ex	penses		823	
				25,243	77,527
6.	CREDITO	RS: AMOUNTS FALLING			
		CR MORE THAN ONE YEAR			
				2004	2003
	David Iana			£	£
	Bank loans Other Credi	4		200,000	152,477
	Other Creat	tors		149,225	149,225
				349,225	301,702
7.	CALLED U	JP SHARE CAPITAL			
	Authorised:				
	Number:	Class:	Nominal value:	2004 £	2003 £
	1,000	Ordinary	£1	1,000	1,000
	Allotted, iss	ued and fully paid:			
	Number:	Class:	Nominal	2004	2003
	_		value:	£	£
	2	Ordinary	£1	2	2
				=	=

Report of the Accountants to the Directors of Progres Limited

As described on the balance sheet you are responsible for the preparation of the financial statements for the year ended 31 March 2004 set out on pages three to six and you consider that the company is exempt from an audit.

In accordance with your instructions, we have compiled these unaudited financial statements in order to assist you to fulfil your statutory responsibilities, from the accounting records and information and explanations supplied to us.

Peter Hodgson & Co Shadwell House 65 Lower Green Road Rusthall Tunbridge Wells Kent TN4 8TW

Profit and Loss Account for the Year Ended 31 March 2004

2004		2003	
£	£	£	£
	21,000		15,284
	8		l
	21,008		15,285
455		-	
-		113	
1,003	3,551	4,931	6,622
	17,457		8,663
12,561		9,440	
128		389	
	12,689		9,829
	£4,768		£(1,166)
	£ 455 823 260 410 1,603	£ £ 21,000 8 21,008 455 823 260 410 1,603	£ £ £ 21,000