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COMPANIES FORM No. 395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

395

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

To the Registrar of Companies

For official use

Company number

3

3387719

Name of company

* UK CAPITAL INVESTMENTS LIMITED

*Insert full name
of company

Date of creation of the charge

19 FEBRUARY 1999

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

LEGAL CHARGE

Amount secured by the mortgage or charge

ALL MONEY OUTSTANDING FOR THE TIME
BEING UNDER THE TERMS OF ANY OFFER
OF THE CHARGE

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

PARAGON MORTGAGES LIMITED, ST CATHERINE'S
COURT, HERBERT ROAD, SOLIHULL, WEST MIDLANDS

Postcode B91 3QE

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

ROGERS & NORTON
DX 5226
NORWICH

For official use
Mortgage section

Post room



Time critical reference

Short particulars of all the property mortgaged or charged

FLAT 34 RALEIGH COURT, ROVEN ROAD, NORWICH
together with:

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this margin

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

- 1) Rental income by way of first fixed charge
- 2) all property rights of the company including membership rights, rights under any guarantee agreement option or insurance relating to the property and rights to acquire a new or extended lease, rights to acquire the freehold of the property or rights against other occupiers by way of first fixed charge
- 3) all undertaking and assets present and future not charged above by way of floating charge

Particulars as to commission allowance or discount (note 3)

Signed Rogers & Norton Date 19/12/99
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 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.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03387719

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 19th FEBRUARY 1999 AND CREATED BY U.K. CAPITAL INVESTMENTS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO PARAGON MORTGAGES LIMITED UNDER THE TERMS OF ANY OFFER OR THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 20th FEBRUARY 1999.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 24th FEBRUARY 1999.

A handwritten signature in dark ink, appearing to read 'J. M. Evans'.

J. M. EVANS

for the Registrar of Companies

A handwritten signature in dark ink, appearing to read 'D. Pan'.



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