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legibly, preferably
in black type, or
bold block lettering

* insert full name
of company

COMPANIES FORM No. 395 Particulars of a mortgage or charge

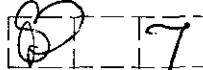
A fee of £10 (£13 for forms delivered on or after
1 February 2005) is payable to Companies House
in respect of each register entry for a mortgage or
charge.

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies
(address on page 2 - Note 5)

For official use

Company number



03837180

Name of company

* WAVERLEY BROWNALL LIMITED

Date of creation of the charge

9TH AUGUST 2005

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

LEGAL CHARGE

Amount secured by the mortgage or charge

The Mortgagor hereby covenants with the Bank that the Mortgagor will on demand in writing made to the Mortgagor pay or discharge to the Bank all moneys 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 and so that interest shall be computed and compounded according to the usual mode of the Bank as well after as before any demand made or judgment obtained hereunder and will on such demand also retire all bills or notes which may for the time being be under discount with the Bank and to which the Mortgagor is a party whether as drawer acceptor maker or indorser without any deduction whatsoever

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

BARCLAYS BANK PLC, 54 Lombard Street London EC3P 3AH and whose address for correspondence is P O Box 299 Birmingham

Postcode B1 3PF

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

PAUL ROBINSON SOLICITORS
THE OLD BANK
470/474 LONDON ROAD
WESTCLIFF ON SEA
ESSEX SS0 9LD

Time critical reference

For Official Use
Mortgage Section

Post room



PMO
COMPANIES HOUSE

25/8/05

Short particulars of all the property mortgaged or charged

ALL THAT LEASEHOLD PROPERTY KNOWN AS 1 BURLEIGH COURT DAINES WAY THORPE BAY
ESSEX

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

Paul Robinson Solicitors

Date 10.08.05

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

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.
- 5 A fee of £10 (£13 for forms delivered on or after 1 February 2005) 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 CF14 3UZ.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03837180

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 9th AUGUST 2005 AND CREATED BY WAVERLEY BROWNALL LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO BARCLAYS BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 25th AUGUST 2005.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 30th AUGUST 2005.

Pargels



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —