COMPANIES FORM No. 395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge.

395

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Please do not write in this margin

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
Address overleaf - Note 6)	266	

Name of company

SUFFOLK LIFE ANNUITIES LIMITED

Date of creation of the charge

FOURTH DAY OF JANUARY 2005

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

Legal Charge

Amount secured by the mortgage or charge

All sums due and to become due by the Company to the Governor and Company of the Bank of Scotland

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

Governor and Company of the Bank of Scotland

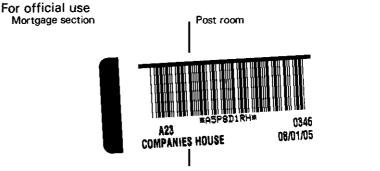
The Mound Edinburgh

Postcode EH1 1YZ

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

Busbys Solicitors The Strand, Bude Cornwall EX23 8TJ Ref: DSH/10558-10

Time critical reference



Please do not write in this margin

By way of legal mortgage all the freehold property situate and known as Land and buildings lying to the south west of West Street
Haslemere having Title Number SY516133 ("the Property")

Way of fixed charge all buildings fixtures (including trade and terms

By way of fixed charge all buildings, fixtures (including trade and tenant's fixtures), plant and machinery on and/or fixed to the Property;

By way of fixed charge the proceeds of any claim made under any policies of insurance relating to the Property or inuring to the benefit of the Company and the benefit of all rights and claims to which the Company is now or maybe entitled under any contracts

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

A fee of £10 is

* Delete as appropriate

Particulars as to commission allowance or discount (note 3)				payable to
				Companies House in respect of each register entry for
Signed	M	Hy Non Date	04/01/05	mortgage or charge. (See Note 5)
On behalf of	[company][mortgagee	/chargee]*		(3ee Note 5)

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.
- 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. 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

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CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 01011674

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 4th JANUARY 2005 AND CREATED BY SUFFOLK LIFE ANNUITIES LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY 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 8th JANUARY 2005.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 13th JANUARY 2005.



