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CHFP041

COMPANIES FORM No. 395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

395

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

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
(Address overleaf - Note 6)

For official use Company number

290

01011674

Name of company

* Suffolk Life Annuities Limited

Date of creation of the charge

20th June 2003

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

Legal Charge

Registered pursuant to an order of Court dated 25 March 2004

Amount secured by the mortgage or charge

all monies now due or hereafter to become due or from time to time accruing due from the Company to the Bank upon any account and in any manner whatsoever

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

Barclays Bank PLC

PO Box 299, Birmingham B1 3PF

Postcode B1 3PF

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

Brachers Solicitors

~~Somerfield House, 59~~~~London Road~~

Maidstone, Kent ME16 8JH

- DX 4806 MAIDSTONE 1

For official use
Mortgage sectionA38
COMPANIES HOUSE

A29JETX8

0385
02/04/04

Time critical reference

96.233.D191345/7416598/B8

Com 395-1/2

Short particulars of all the property mortgaged or charged

1-4 Lamberts Yard, Tonbridge, Kent registered under title number K630381

Please do not
write in
this margin

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

A fee of £10 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)

Signed *Braach*

Date 31/3/04

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. 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.



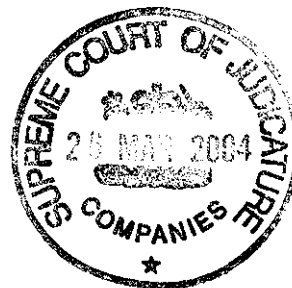
IN THE HIGH COURT OF JUSTICE
CHANCERY DIVISION
COMPANIES COURT

Mr Registrar Simmonds

In the Matter of Suffolk Life Annuities Limited

and

In the Matter of the Companies Act 1985



UPON THE APPLICATION by Claim dated the 8th March 2004 of Suffolk Life Annuities Limited

AND UPON HEARING the Solicitor for the Claimant

AND UPON READING THE EVIDENCE

AND the Court being satisfied that the omission to deliver to the Registrar of Companies pursuant to Section 395 of the above-mentioned Act a Legal Charge hereinafter mentioned together with the prescribed Particulars thereof was due to inadvertence and that it is just and equitable to grant relief

IT IS ORDERED pursuant to Section 404 of the said Act that the time for delivering to the Registrar of Companies for Registration of the Legal Charge dated 20th June 2003 and made between Suffolk Life Annuities Limited of the one part and Barclays Bank Plc of the other part of certain land and property known as Land of the South side of Lamberts Yard, Tonbridge, Kent (HMLR Title No K630381) to secure the repayment of the sum of £202,220.00 and interest thereon at the rate of 2.8 percent per annum over Barclays Bank Plc base rate for the time being together with the prescribed Particulars thereof is hereby extended to the

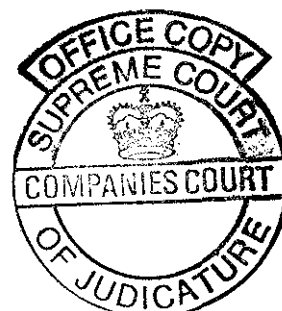
AND IT IS ORDERED THAT the Claimant do deliver an Office Copy of this Order to the Registrar of Companies

AND THIS ORDER is without prejudice to the rights of any person acquired during the period between the date of the creation of the said Legal Charge and the date of its actual registration

Dated: 25th March 2004

To : Brachers Solicitors
DX 374 LONDON CHANCERY LANE

Ref: 126/SUF0002.1



FILE COPY



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 20th JUNE 2003 AND CREATED BY SUFFOLK LIFE ANNUITIES 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 2nd APRIL 2004.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 7th APRIL 2004.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —