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

*insert full name
of Company

COMPANIES FORM No. 395

Particulars of a mortgage or charge

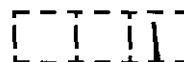
A fee of £10 is payable to Companies House in respect
of each register entry for a mortgage or charge.

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies
(Address overleaf - Note 6)

For official use

Company number



03515674

Name of company

* BELSTONE HOMES LIMITED

Date of creation of the charge

13 October 1999

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

Legal Charge ("the Deed")

Amount secured by the mortgage or charge

All monies and liabilities which shall for the time being (and whether on or at any time after demand for repayment) be due owing or incurred to the Bank by the Company 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 Company'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 under the Deed 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 Company 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

Dunbar Bank Plc
9/15 Sackville Street
LONDON
W1A 2JP

Postcode

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

Nicholson Graham & Jones
110 Cannon Street
London
EC4N 6AR

NHH/AP/D250-921

Time critical reference

For official Use

Mortgage Section

Post room



KLO *KUK8GKPV* 545

COMPANIES HOUSE 19/10/99

FIRST ALL THAT freehold land being land at the side of 111 Stanmore Hill Stanmore in the London Borough of Harrow as the same is registered at HM Land Registry under title number NGL495591 and SECOND ALL THAT freehold land being land on the South West side of Stanmore Hill Stanmore in the London Borough of Harrow as the same is registered at HM Land Registry under title number NGL685643 and including all fixtures fittings plant and machinery thereon (other than trade machinery as defined by Section 5 of the Bills of Sale Act 1978)

The Company will not convey assign or transfer the legal estate in the mortgaged property to any other person nor without the previous consent in writing of the Bank create any other mortgage legal charge further charge debenture deposits of deeds lien or other charge whatsoever on the mortgage property or any part thereof

No statutory or other power of granting or agreeing to grant or of accepting or agreeing to accept surrenders of leases or tenancies of the mortgaged property or any part thereof shall be capable of being exercised by the company without the previous consent in writing of the Bank nor shall Section 93 of the Law of Property Act 1925 dealing with the consolidation of mortgages apply to this security

Particulars as to commission allowance or discount (note 3)

Nil

Signed Nicholson Graham & Jones Date 18 October 1999

On behalf of [company] (mortgagee/chargee) †

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

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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)

† delete as appropriate

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03515674

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 13th OCTOBER 1999 AND CREATED BY BELSTONE HOMES LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO DUNBAR BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 19th OCTOBER 1999.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 25th OCTOBER 1999.

PJK.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



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