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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

*Insert full name of company

To the Registrar of Companies

For official use Company number

1287212

Name of company

BARMOOR GARAGE LIMITED

Date of creation of the charge

6th April

1995

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

LEGAL CHARGE

Amount secured by the mortgage or charge

All moneys and liabilities now or hereafter due from or incurred by the Company to Volkswagen Financial Services (UK) Limited ("VWFS") in any manner whatever and whether actually or contingently alone or jointly with any other parties and whether as principal or surety (including without prejudice to the generality of the foregoing advances made or other financial assistance rendered and all liabilities on Bills of Exchange and promissory notes and other instruments and guarantees and other obligations of all kinds and including obligations of the Company which may be assigned to VWFS and whether before or after the creation of this security together with in respect of each advance or rendering of assistance by VWFS such interest (if any) payable at such rate and on such dates as shall have been or shall be agreed upon between the Borrower and VWFS at the time of each advance or rendering of financial assistance).

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

VOLKSWAGEN FINANCIAL SERVICES (UK) LIMITED

YEOMANS DRIVE, BLAKELANDS, MILTON KEYN

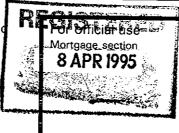
Postcode

MK14 5AN

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

C FOWLER (1678)
VOLKSWAGEN FINANCIAL
SERVICES (UK) LIMITED
YEOMANS DRIVE
BLAKELANDS

MILTON KEYNES MK14 5AN
Time critical reference



Post room



COMPANIES HOUSE 08/04/95

Note: The Legal Charge prohibits the creation of any further charge or encumbrance affecting the property ranking pari passu with or in priority to the Legal Charge without the prior written consent of Volkswagen Financial Services (UK) Limited

All that freehold land known as Barmoor Garage, Main Road, Ryton and registered at H M Land Registry with Title Absolute under registered number TY68822

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)

NONE

Signed

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.

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FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 01287212

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 6th APRIL 1995 AND CREATED BY BARMOOR GARAGE LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO VOLKSWAGEN FINANCIAL SERVICES (UK) LIMITED ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 8th APRIL 1995.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 11th APRIL 1995.

A. J. WAKEHAM

for the Registrar of Companies

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