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Companies Form No. 395

FEE PAID £ 10 M 1 COMPANIES HOUSE

395

CHFP118 **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.

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Please do not write in this margin

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies
(Address overleaf)

For official use | Company number

10 | 3938322

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

Name of company

Manley Developments Limited the "Company")

Date of creation of the charge

15 JANUARY 2004

Description of the instrument creating or evidencing the charge

03 LEGAL MORTGAGE (OWN ACCOUNT)

Amount secured by the mortgage or charge

All sums of money which the may now or at any time in the future owe to Yorkshire Bank PLC (the "Bank"); and all liabilities which the Company may now or at any time in the future owe to the Bank.
The sums of money and liabilities referred to above shall include:

* sums and liabilities due or owing by the Company alone and/or jointly with any other person;
* sums and liabilities owed as guarantor, indemnifier or security giver for any other person
* sums and liabilities which may or may not become payable depending on the outcome of future events including any sums and liabilities which would become payable on demand by the Bank.
* sums and liabilities owed by the Company to another person, the rights to which have been transferred to the Bank
* sums and liabilities owed on current or any other account
* interest at the applicable rate or rates the Bank agrees with the Company from time to time in respect of any sum of money or liability, and if no rate has been agreed between the Bank and the Company for any particular sum of money or liability, interest at such rate as the Bank may select from the rates agreed between the Bank and the Company in respect of any other sum of money or liability, in all circumstances, computed and compounded as agreed between the Company and the Bank, or if there is no agreement, in accordance with the Bank's current practice from time to time, both before and after any judgement is obtained by the Bank.
* banking charges and all costs and expenses (including the Bank's own internal management and administrative costs and legal costs on a full indemnity basis) incurred by the Bank or any receiver appointed by the Bank in exercising the Bank's rights or the receiver's rights under the Legal Mortgage, calculated as agreed between the Company and the Bank, or if there is not agreement, in accordance with the Bank's current practice from time to time.

Name and address of the mortgagee

YB YORKSHIRE BANK PLC whose registered office is at 20 Merrion Way, LEEDS, LS2 8NZ

Presentor's name address and reference (if any): COBBETTS
SHIP CANAL HOUSE, KING ST., MANCHESTER M24WR, (REF: BHE)

Time critical reference

For Official Use
Mortgage Section

Post Room

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Short particulars of all the property mortgaged or charged

1. The Company charges to the Bank by way of legal mortgage the property described in Schedule 1 below (the "Property").

2. The Company assigns to the Bank
   * any option to purchase or right of pre-emption to acquire the freehold or superior leasehold or to have a new lease of the Property.
   * any proceeds of sale, letting or other disposition of the Property.
   * any guarantees, insurance or compensation monies relating to the Property or any authorisation, permit, registration certificate or licence of any kind in force in connection with the Property
   * any share or membership rights in a residents' association or management company relating to the Property, and
   * any other benefit or right of any kind relating to the Property, its use, construction or title

3. The Company assigns to the Bank the goodwill belonging to the Company of all businesses from time to time carried on at the Property with the benefit of all authorisations, permits, registration certificates or licences of any kind which the Company may hold in connection with such businesses.

4. The Company also charges to the Bank:

   4.1 by way of fixed charge the equipment and goods (if any) listed in Schedule 2 and all other fixtures, fittings, plant and machinery which may from time to time be erected on or affixed to the Property, and

   4.2 by way of floating charge on other moveable plant, machinery, furniture, equipment, goods and other effects which from time to time on the Property.

Note:

A The Bank may at any time by written notice to the Company convert the floating charge over any assets specified in the notice into a fixed charge.

B The Legal Mortgage contains a prohibition on the Company creating or allowing any mortgage, charge, pledge, lien, assignment by way of security or other security interest of any kind on the Property.

Please do not write in this margin.

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

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Schedule 1

The Property

LAND KNOWN AS HOLLAND PARK, TONTINE ROAD, UPHOLLAND, REGISTERED AT THE LAND REGISTRY WITH TITLE NUMBER LA550722

Schedule 2

The equipment and goods subject to fixed charge

~~NONE~~ ALL AT THE PROPERTY

[if none, specify "None"]

Signed [signature] Date 15 January 2004

On behalf of ~~(company)~~(chargee) †

†delete as appropriate

The address of the Registrar of Companies is:-

Companies House, Crown Way, Cardiff, CF4 3UZ

Companies 395

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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. 03938322

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL MORTGAGE DATED THE 15th JANUARY 2004 AND CREATED BY MANLEY DEVELOPMENTS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO YORKSHIRE BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 21st JANUARY 2004.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 23rd JANUARY 2004.

THE OFFICIAL SEAL OF THE REGISTRAR OF COMPANIES

Companies House
— for the record —

HC026B