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COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

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

CHFP025

Please do not write in this margin

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

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number

010800/40

[3]

5134924

Name of company

* CHESTER DEVELOPMENT LIMITED (the "Company")

*insert full name of Company

Date of creation of the charge

15 October 2004

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

Floating Charge (the "Charge")

Amount secured by the mortgage or charge

All moneys, obligations and liabilities covenanted to be paid or discharged by the Company under or pursuant to this floating charge (the "Secured Obligations")

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

Pearl Holdings (Europe) Limited (CRN 4049814) of 3rd Floor, 1 St Ann Street, Manchester (the "Creditor")

Postcode M2 7LR

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

Halliwells LLP
St James's Court
Brown Street
Manchester

Ref: JB/PearlHoldings

Time critical reference

For official Use
Mortgage Section

Post room



A07 COMPANIES HOUSE 0673 29/10/04

Please do not write in this margin
Please complete legibly, preferably in black type, or bold block lettering

- 1 The Company with full title guarantee charges by way of the Charge to the Creditor as security for the payment or discharge of the Secured Obligations by the Company by way of floating charge all the Assets.
- 2 Any fixed mortgage, charge or other security now or thereafter created by the Company in favour of the Creditor (but for the avoidance of doubt not in favour of any other person) shall have priority over the floating charge thereby created except insofar as the Creditor shall declare otherwise whether at or after the time of creation of such fixed security.
- 3 Paragraph 14 of Schedule B1 to the Insolvency Act (incorporated by Schedule 16 of the Enterprise Act 2002) shall apply to the floating charge created therein.

Definitions:

"Assets" means all the undertaking property and assets of the Company whatever and wherever present and future

Particulars as to commission allowance or discount (note 3)

Nil

Signed

Hallwells LLP

Date

27 October 2004

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

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

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 CF14 3UZ

FILE COPY



**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

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

COMPANY No. 05134924

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A FLOATING CHARGE DATED THE 15th OCTOBER 2004 AND CREATED BY CHESTER DEVELOPMENTS LTD FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO PEARL BUILDINGS (EUROPE) LIMITED UNDER THE TERMS OF THE AFOREMENTIONED INSTRUMENT CREATING OR EVIDENCING THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 29th OCTOBER 2004.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 1st NOVEMBER 2004.

P. J.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —