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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. *LB 1/10 to 7/82*

CHFP025

Please do not write in this margin

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

*insert full name of Company

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number

[1 1 4]

03025072

Name of company

* PRESTIGE CARE LIMITED

Date of creation of the charge

15 OCTOBER 1999

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

LEGAL CHARGE

Amount secured by the mortgage or charge

ALL MONIES AND LIABILITIES

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

THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND, COMMERCIAL BANKING SERVICES, TELFORD HOUSE, 3 MID NEW CULTINS, EDINBURGH

Postcode EH11 4DH

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

Nabarro Nathanson
1 South Quay, Victoria
Quays, Wharf Street,
Sheffield, S2 5SY
(MYC/JB/B0125-827)

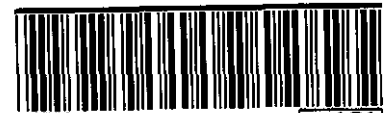
DX 712550 SHEFFIELD 20

Time critical reference

For official Use

Mortgage Section

Post room



A29 *AMRSUKT0* 131
COMPANIES HOUSE 23/10/99

Short particulars of all the property mortgaged or charged

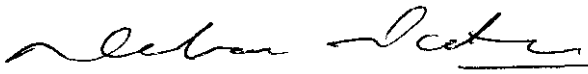
SEE ATTACHED.

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  Date 20.10.99

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 5)

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

PARTICULARS OF MORTGAGE OR CHARGES

Name of Company PRESTIGE CARE LIMITED

Number of Company 03025072

SCHEDULE OF CHARGES, COVENANTS AND RESTRICTIONS

contained in a Legal Mortgage in favour of Bank of Scotland dated 15 October 1999.

Charges

1. by way of legal mortgage over all the freehold property known as the land the site of former Tertiary College premises at the north east side of Lytton Street, Middlesborough, Cleveland ("the Property") and registered at H M Land Registry (inter alia with other property) under Title No: CE105043 ;
2. by way of fixed charge over all buildings and other structures on, and items fixed to, the Property;
3. by way of fixed charge over any goodwill relating to the Property;
4. by way of fixed charge over all plant, machinery and other chattels attached to the Property on or at any time after the date of this Legal Mortgage;
5. by way of floating charge over all unattached plant, machinery, chattels and goods now or at any time after the date of this Legal Mortgage on or in or used in connection with the Property;
6. by way of legal assignment the Rental Sums together with the benefit of all rights and remedies of the Company.
7. by way of fixed charge the proceeds of any claim made under any insurance policy relating to any of the property charged under the charge.

Restrictions on charges and disposals

1. The company may not without the prior written consent of the Bank create or attempt to create or allow to be created or to exist (whether by a specific agreement imposed by rule of law or Act of Parliament) any charge or lien of any kind over the Property.
2. The company may not without the prior written consent of the Bank or anyone else who is the proprietor of this Mortgage sell, transfer, lease or otherwise dispose of all or any part of the Property, whether at law or in equity.

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

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

COMPANY No. 03025072

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 15th OCTOBER 1999 AND CREATED BY PRESTIGE CARE LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 23rd OCTOBER 1999.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 28th OCTOBER 1999.

RC
[Signature]



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



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