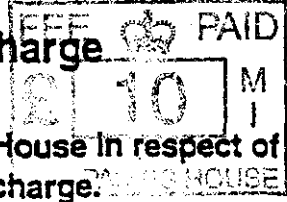


M

395

Particulars of a mortgage or charge



705961
-10

CHFP000

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

Please do not write in this margin

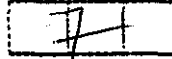
Pursuant to section 395 of the Companies Act 1985

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

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

For official use

Company number



00261908

Name of company

* insert full name of Company

• JOHN PORTER (NEWCASTLE) LIMITED

Date of creation of the charge

4 FEBRUARY 2004

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

DEBENTURE

Amount secured by the mortgage or charge

4

ALL MONIES AND LIABILITIES PRESENT AND FUTURE BECOMING DUE, OWING OR INCURRED BY THE COMPANY TO THE LENDER ON ANY ACCOUNT, ACTUAL OR CONTINGENT AND WHETHER AS PRINCIPAL, SURETY OR GUARANTOR OR SOME OTHER CAPACITY TOGETHER WITH ALL COSTS CHARGES AND EXPENSES HOWEVER INCURRED BY THE LENDER IN RELATION TO THIS DEBENTURE OR ITS PROTECTION PRESERVATION OR ENFORCEMENT OR RIGHTS ON A FULL INDEMNITY BASIS

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

BIBBY FACTORS NORTHEAST LIMITED WHOSE REGISTERED OFFICE IS AT:
105 DUKE STREET LIVERPOOL | Postcode | LI 5JQ

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

BIBBY FACTORS NORTHEAST LIMITED
4A TOWER HOUSE
ST CATHERINE'S COURT
SUNDERLAND SR5 3XJ

For official Use (02/00)
Mortgage Section

Post room



A12
COMPANIES HOUSE

0660
10/02/04

Time critical reference

Short particulars of all the property mortgaged or charged

BY WAY OF FIXED CHARGE:

1. ALL ESTATES AND OTHER INTERESTS IN THE FREEHOLD, LEASEHOLD AND OTHER IMMOVABLE PROPERTY, PRESENT AND FUTURE BELONGING TO THE COMPANY AND ALL BUILDINGS, TRADE AND OTHER FIXTURES, FIXED PLANT AND MACHINERY FROM TIME TO TIME ON ANY SUCH FREEHOLD LEASEHOLD OR IMMOVABLE PROPERTY;
2. ALL PRESENT AND FUTURE BANK ACCOUNTS OF THE COMPANY;
3. ALL COMPUTERS, VEHICLES, OFFICE AND OTHER EQUIPMENT AND THE BENEFIT OF ALL CONTRACTS, LICENCES AND WARRANTIES RELATING TO THE SAME.
4. ALL BOOK AND OTHER DEBTS RELATING TO MONETARY CLAIMS NOW OR AT ANY TIME DUE OR OWING TO THE COMPANY, TOGETHER WITH THE FULL BENEFIT OF ALL GUARANTEES AND SECURITIES THEREFOR AND INDEMNITIES IN RESPECT THEREOF AND ALL LIENS, RESERVATIONS OF TITLE, RIGHTS OF TRACING AND ALL THE RIGHTS ENABLING THE COMPANY TO ENFORCE ANY SUCH DEBTS OR CLAIMS;
5. ALL PAYMENTS OF OR ENTITLEMENTS TO CLAIM PAYMENT OR REPAYMENT OF ANY TAXES, INSURANCE PREMIUMS, OR OTHER PAYMENTS BY THE COMPANY;
6. ALL STOCKS, SHARES, DEBENTURES, LOAN CAPITAL, RIGHTS TO SUBSCRIBE FOR, CONVERT OTHER SECURITIES INTO OR OTHERWISE ACQUIRE ANY STOCKS, SHARES, DEBENTURES AND LOAN CAPITAL, OF ANY OTHER BODY CORPORATE NOW OR AT ANY TIME HEREAFTER BELONGING TO THE COMPANY, TOGETHER WITH ALL DIVIDENDS, INTEREST AND OTHER INCOME AND ALL OTHER RELATED RIGHTS OF WHATSOEVER KIND DERIVING FROM OR INCIDENTAL TO ANY OF THE FOREGOING;

SEE CONTINUATION SHEET

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

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

Signed

[Signature]

Date 04 FEBRUARY 2004

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

Duty A. ... & Co.
(Management) Limited, Secretary

Notes

† delete as appropriate

- 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:-

CONTINUED:

7. ALL RIGHTS AND INTEREST OF THE COMPANY IN AND CLAIMS UNDER ANY POLICIES OF INSURANCE IN WHICH THE COMPANY HAS AN INTEREST FROM TIME TO TIME AND ALL PROCEEDS THEREOF HELD BY, OR WRITTEN IN FAVOUR OF THE COMPANY OR IN WHICH THE COMPANY IS OTHERWISE INTERESTED;
8. THE GOODWILL OF THE COMPANY AND ITS UNCALLED CAPITAL PRESENT AND FUTURE, AND FUTURE CALLS (WHETHER MADE BY THE DIRECTORS OF THE COMPANY OR BY A RECEIVER APPOINTED UNDER THE DEBENTURE OR A LIQUIDATOR)
9. ALL INTELLECTUAL PROPERTY RIGHTS PRESENT AND FUTURE;
10. ALL PLANT AND MACHINERY PRESENT AND FUTURE;
11. ALL CHATTELS HIRED LEASED OR RENTED BY THE COMPANY, BOTH NOW AND IN THE FUTURE TO ANY OTHER PERSON TOGETHER IN EACH CASE WITH THE BENEFIT OF THE RELATED HIRING, LEASING OR RENTAL CONTRACT AND ANY GUARANTEE, INDEMNITY OR SUCH OTHER SECURITY FOR THE PERFORMANCE OF THE OBLIGATIONS OF ANY PERSON UNDER OR IN RESPECT OF SUCH CONTRACT.

BY WAY OF A FLOATING CHARGE, THE WHOLE OF THE COMPANY'S UNDERTAKING AND ALL ITS PROPERTY AND ASSETS WHATSOEVER AND WHERESOEVER, PRESENT AND FUTURE OTHER THAN THE PROPERTY OR ASSETS CHARGED TO THE LENDER BY FIXED CHARGE, AS DESCRIBED ABOVE.

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

FILE COPY



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

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

COMPANY No. 00261908

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 4th FEBRUARY 2004 AND CREATED BY JOHN PORTER (NEWCASTLE) LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO BIBBY FACTORS NORTHEAST LIMITED ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 10th FEBRUARY 2004.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 12th FEBRUARY 2004.

P Angela



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —