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legibly, preferably
in black type, or
bold block lettering

* Insert full name
of company

COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

Pursuant to section 395 of the Companies Act 1985

m278c

To the Registrar of Companies

For official use

Company number

[*][I][I][I]

2566960

Name of company

* Centro Property Services Limited

Date of creation of the charge

29th July 1993

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

Assignment

Amount secured by the mortgage or charge

All monies payable by the Company to the mortgagee under the terms of a
Loan Agreement dated 29th July 1993 and bearing reference number
03456525

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

RoyScot Trust Plc.,

RoyScot House, The Promenade,

Cheltenham, Gloucestershire

Postcode

GL50 1PL

10/8
Presenter's name address and
reference (if any);

RoyScot Trust Plc.,
Woodstock House,
1 Norfolk Road,
Hove'am, W.Sussex,
RH12 1BZ

03456525

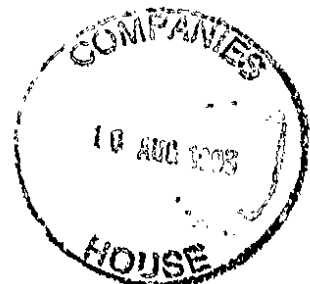
Time critical reference

For official use
Mortgage Section

REGISTERED

1 0 AUG 1993

Post room



Short particulars of all the property mortgaged or charged

All the right title and interest of the Company in and all sums payable (including by way of refund) from time to time under the Policies of Insurance shown in the Schedule below and the right to exercise all powers and remedies for cancelling and/or enforcing the same.

The Schedule

| Placing Broker | Policy Number | Renewal Date |
|----------------|---------------|--------------|
| Veagis Ltd | WKX931029617 | 01/04/93 |

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

Particulars as to commission allowance or discount (note 3)

Not Applicable

Signed

Date 29th July 1993

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

RoyScot Trust Plc

† 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.

FILE COPY



CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE

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

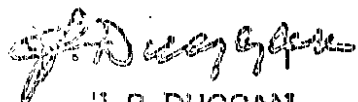
I hereby certify that a mortgage or charge dated the 29th JULY 1993
and created by CENTRO PROPERTY SERVICES LIMITED

for securing all moneys due or to become due from the Company to ROYSCOT
TRUST Plc under the terms of A LOAN AGREEMENT DATED 29th JULY 1993

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 10th AUGUST 1993

Given under my hand at the Companies Registration Office,
Cardiff the 12th AUGUST 1993

No. 2566960


J. P. DUGGAN
an authorised officer

C.69



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*Insert full name
of company

COMPANIES FORM No. 395

Particulars of a mortgage or charge

01.

395

Pursuant to section 395 of the Companies Act 1985

M9564

To the Registrar of Companies

For official use

Company number

112

2566960

Name of company

*Centro Property Services Limited

Date of creation of the charge

3rd February 1994

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

Assignment

Amount secured by the mortgage or charge

All monies payable by the Company to the mortgagee under the terms of a
Loan Agreement dated 3rd February 1994 and bearing reference number
03457713

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

RoyScot Trust Plc.,

RoyScot House, The Promenade,

Cheltenham, Gloucestershire

Postcode

GL50 1PL

8 FEB 1994

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

RoyScot Trust Plc.,
Woodstock House,
1 Norfolk Road,
Horsham, W.Sussex,
RH12 1BZ

03457713

Time critical reference

For official use

Mortgage Section

Post room

REGISTERED

- 8 FEB 1994

COMPANIES

8 FEB 1994

Short particulars of all the property mortgaged or charged

All the right title and interest of the Company in and all sums payable (including by way of refund) from time to time under the Policies of Insurance shown in the Schedule below and the right to exercise all powers and remedies for cancelling and/or enforcing the same.

The Schedule

| Placing Broker | Policy Number | Renewal Date |
|----------------|---------------|--------------|
| Veagis Ltd | 0222993Z19D | 01/12/93 |

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

Particulars as to commission allowance or discount (note 3)

Not Applicable

Signed

Date 3rd February 1994

On behalf of [company] (mortgagee/chargee)† RoyScot Trust Plc

† 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.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02566960

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT AN ASSIGNMENT DATED THE 3rd FEBRUARY 1994 AND CREATED BY CENTRO PROPERTY SERVICES LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO ROYSCOT TRUST PLC UNDER THE TERMS OF A LOAN AGREEMENT DATED 3rd FEBRUARY 1994 WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 8th FEBRUARY 1994.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 10th FEBRUARY 1994.

S. V. GUY
for the Registrar of Companies

Post
10.2.94
CS



COMPANIES HOUSE

HC0263