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COMPANIES FORM No. 88(2)(Rev 1988)

Return of allotments of shares

88(2)

Pursuant to section 88(2) of the Companies Act 1985 (the Act)

Please do not write in this margin

(REVISED 1988)

This form replaces forms PUC2, PUC3 and 88(2)

To the Registrar of Companies (address overleaf) (see note 1)

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

Company Number

2859569

1. Name of company

* insert full name of company

• Gallery Laraine (Sussex) Limited

2. This section must be completed for all allotments

† distinguish between ordinary preference, etc.

Descriptions of sharest	Ord		
A Number allotted	19121		
B Nominal value of each	£ 1	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 1	£	£

Date(s) on which the shares were allotted

(a) [on 29 September 1994]\$, or

(b) [from 19 to 19]\$,

The names and addresses of the allottees and the number of shares allotted to each should be given overleaf

§ complete (a) or (b) as appropriate

3. If the allotment is wholly or partly other than for cash the following information must be given (see notes 2 & 3)

D Extent to which each share is to be treated as paid up. Please use percentage.	100%		
E Consideration for which the shares were allotted	100 Ord £1 shares of Gallery Laraine Limited being the entire issued share capital of that company		

NOTES

1. This form should be delivered to the Registrar of Companies within one month of the (first) date of allotment.

2. If the allotment is wholly or partly other than for cash, the company must deliver to the registrar a return containing the information at D & E. The company may deliver this information by completing D & E and the delivery of the information must be accompanied by the duly stamped contract required by section 88(2)(b) of the Act or by the duly stamped prescribed particulars required by section 88(3) (Form No 88(3)).

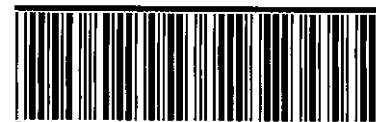
3. Details of bonus issues should be included only in section 2.

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

For official Use

Post Room

PRICE & COMPANY
 CHARTERED ACCOUNTANTS
 30/32 GILDREDGE ROAD
 EASTBOURNE
 EAST SUSSEX
 BN21 4SH



COMPANIES HOUSE 07/04/95

COMPANIES HOUSE 12/01/95

COMPANIES HOUSE 19/12/95

4. Names and addresses of the allottees

Please do not write in the margin

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

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
Mrs. B. M. Ettinger, Welchwood Farm Burnt Oak, Crowborough, East Sussex.	5354		
Mrs. L. D. Moore, 102 Turkey Road, Bexhill, East Sussex.	4589		
M. D. S. Ettinger, 7 The Gill, Pembury, Kent. TN2 4DJ.	191		
C.D.I. Ettinger, 4 Brecon Terrace, Church Road, Rotherfield, Sussex. TN6 3LE	8796		
P.C.L. Ettinger, c/o 21 High Street, Tunbridge Wells, Kent.	191		
Total	19121		

Where the space given on this form is inadequate, continuation sheets should be used and the number of sheets attached should be indicated in the box opposite:

‡ Insert, Director, Secretary, Administrator, Administrative Receiver or Receiver (Scotland) as appropriate.

Signed A.J. Ettinger Designation: ‡ Director Date 15.12.94

Companies registered in England and Wales or Wales should deliver this form to:-

Companies registered in Scotland should deliver this form to:-

The Registrar of Companies
Companies House
Crown Way
Maindy
Cardiff
CF4 3UZ

The Registrar of Companies
Companies Registration Office
102 George Street
Edinburgh
EH2 3DJ