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

* Insert full name of company

180766/13

COMPANIES FORM No. 395

13 MAR 2009

395

Particulars of a mortgage or charge

A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge.

Pursuant to section 395 of the Companies Act 1985

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

For official use Company number

49

00089767

Name of company

THE SOUTHEND UNITED FOOTBALL CLUB LIMITED

Date of creation of the charge

26 FEBRUARY 2009

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

DEED OF ASSIGNMENT OF SEASON TICKET FEES BY WAY OF SECURITY (THE "DEED OF ASSIGNMENT")

Amount secured by the mortgage or charge

All money and liabilities whether certain or contingent from time to time due or owing by the Company to the chargee under or in connection with a facility agreement dated 26 February 2009 (the "Facility Agreement") made between the Company and the chargee together with the Expenses (as defined in the Deed of Assignment) on a full and unqualified indemnity basis and all interest the chargee may charge or incur in relation to the Deed of Assignment.

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

Charterhouse Commercial Finance Plc of 2nd Floor, 37 Lombard Street, London
Postcode EC3V 9BQ

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

Spratt Endicott
52-54 The Green
Banbury
Oxfordshire OX16 9AB
BANBURY - 24204

Time critical reference

For official use (02/2006)
Mortgage Section

Post room

SATURDAY



AJH8X85S

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COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

All rights and entitlement which the Company may have in and to the Season Ticket Fees (as defined in the Deed of Assignment) and the money from time to time credited to the Lender's Season Ticket Sales Account (as defined in the Deed of Assignment) together with all entitlements to interest, and the right to repayment and other rights and benefits accruing to them or arising in connection with them.

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

† Delete as appropriate

Particulars as to commission allowance or discount (note 3)

[Empty box for commission allowance or discount]

Signed

Date

12/03/03

On behalf of [company] mortgagee/chargee †

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. A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge. 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.



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

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

COMPANY NO. 89767
CHARGE NO. 49

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEED OF ASSIGNMENT OF
SEASON TICKET FEES BY WAY OF SECURITY DATED 26
FEBRUARY 2009 AND CREATED BY SOUTHEND UNITED
FOOTBALL CLUB LIMITED(THE) FOR SECURING ALL MONIES
DUE OR TO BECOME DUE FROM THE COMPANY TO
CHARTERHOUSE COMMERCIAL FINANCE PLC 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
14 MARCH 2009

GIVEN AT COMPANIES HOUSE, CARDIFF THE 20 MARCH 2009



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES