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CHFP004

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write in
this marginPlease complete
legibly, preferably
in black type, or
bold block lettering* insert full name
of Company

COMPANIES FORM No. 395

026122/39

395

Particulars of a mortgage or charge

A fee of £10 (£13 for forms delivered on or after 1 February 2005) 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

28

585437

Name of company

* LT Deeprise Limited

Date of creation of the charge

14 December 2005

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

Second Legal Charge

Amount secured by the mortgage or charge

All monies and/or liabilities now or hereafter owing from or incurred by the Company whether for advances made to it or for its accommodation or benefit and whether actual or contingent alone or jointly with others and whether as principle or surety including (without prejudice to the generality of the foregoing) all monies arising pursuant to the terms of a Joint Venture Agreement dated 14 December 2005 made between the Company (1) and Wolsey Securities Limited (2) and all costs charges and expenses incurred or arising in relation thereto

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

Wolsey Securities Limited

Munro House Portsmouth Road Cobham Surrey

Postcode

KT11 1PA

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

Laytons Solicitors
Carmelite
50 Victoria Embankment
Blackfriars, London EC4Y 0LS
DX 253 Chancery Lane

Time critical reference

For official Use (02/00)
Mortgage Section

Post room



Short particulars of all the property mortgaged or charged

By way of legal mortgage all that freehold land situate and known as Weybourne House Portsmouth Road Guildford Surrey as the same is registered under title number SY32398 and shown edged red on the plan annexed to the Second Legal Charge ("the Mortgaged Property") (including but not limited to the buildings and other constructions on the Mortgaged Property whether constructed or in the process of construction).

By way of fixed charge

- (i) all existing and future copyright and all other intellectual property rights ("the Rights") in the plans drawings elevations specifications working papers layouts designs sales literature sales brochures and all other like matters used in connection with the development of the Mortgaged Property
- (ii) all book debts and other debts now and from time to time due or owing to the Borrower in relation to the Mortgaged Property and without prejudice and for the avoidance of doubt all moneys arising and paid or to be paid to the Borrower from the sale or leasing of the properties or any of them erected thereon or the granting of rights of way or easements over the Mortgaged Property

By way of floating security all fixed and moveable plant and machinery and fixtures implements and utensils of whatever nature fixed or placed upon or used in or about the Mortgaged Property and all buildings and other materials of whatever nature purchased for and to be used in the development of the Mortgaged Property

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

Signed Laytons

Date 22/12/2005

On behalf of chargee

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 A fee of £10 (£13 for forms delivered on or after 1 February 2005) 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 CF14 3UZ,

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 00585437

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A SECOND LEGAL CHARGE DATED THE 14th DECEMBER 2005 AND CREATED BY L.T. DEEPROSE LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO WOLSEY SECURITIES LIMITED ON ANY ACCOUNT WHATSOEVER 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 23rd DECEMBER 2005.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 29th DECEMBER 2005.

DX 1000



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES