

Particulars of a mortgage or charge

A fee of £10 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

6111

2647224

Name of company

* ABELA AIRLINE CATERING LIMITED

Date of creation of the charge

25 JULY 2003

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

DEBENTURE

Amount secured by the mortgage or charge

All obligations and liabilities for the payment or repayment of money or monies worth in any circumstances whatsoever, whether or not ancillary to or in consideration of the provision of goods or services to the Company, and whether present or future, certain or contingent, sole or joint, and whether the relevant amount is fixed or liquidated, or is capable of being ascertained by fixed rules or as a matter of opinion, including any liability under any enactment, any liability for breach of trust, any liability in contract, tort or bailment and any liability arising out of any obligation to make restitution, in each case owing or incurred by the Company to the Lender whether as principal or surety and on any account whatsoever (and including under or in connection with the Debenture).

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

BUSINESS DEVELOPMENT CORPORATION BDC5 LIMITED
PO Box 186
1 La Marchant Street, St. Peter Port
Guernsey GY1 4LP

Postcode

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

Michelmores
18 Cathedral Yard
Exeter
Devon
EX1 1HE

For official Use
Mortgage Section

Post room



A34
COMPANIES HOUSE

0062
12/08/03

Time critical reference

Short particulars of all the property mortgaged or charged

1. By way of legal mortgage the property on the North West side of Central Way East Bedfont in the London Borough of Hounslow known as Unit 27 Central Way registered under title number MX233910 with title absolute together with all fixtures thereon and the proceeds of sale of such property;

2. By way of legal mortgage, all other freehold and leasehold property owned by the Company or in which Company has an interest together with all fixtures thereon and the proceeds of sale of such properties;

3. By way of fixed charge:-

(a) all present and future leasehold and freehold property owned by the Company or in which the Company may have an interest together with all fixtures thereon and the proceeds of sale of such properties;

(b) all present and future goodwill and un-called capital for the time being of the Company;

(c) all present and future right title and interest of the Company in all stock shares bonds and securities present and future held by the Company;

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)

Nil

Signed *Michael Jones*

Date 9.8.03

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

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

† delete as appropriate

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 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

CHFP025

Particulars of a mortgage or charge (continued)

Please do not
write in this
binding margin

Continuation sheet No _____
to Form No 395 and 410 (Scot)

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

Company Number

2647224

Name of Company

ABELA AIRLINE CATERING LIMITED

Limited*

* delete if
inappropriate

Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2)

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

Please do not
write in this
binding margin

Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued)

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

(d) all bills of exchange promissory notes and negotiable instruments of any description now or at any time hereafter beneficially owned by the Company;

(e) all patents registered and un-registered trade marks, registered and un-registered service marks, registered designs and (in each case) applications for the same, trade names, designs, design rights, copyrights, computer programs, know-how and trade secrets and all other industrial or intangible property rights in each case now or from time to time hereafter owned by the Company or in which the Company may have an interest;

(f) all plant machinery and other equipment now or from time to time hereafter owned by the Company or in which the Company has an interest and the benefit of all contracts and warranties relating to the same;

(g) all the right title and interest of the Company in and to all present and future book debts and other monies and claims due owing payable or incurred to the Company, including things in action which give rise or may give rise to a debt or debts;

(h) the benefit of all collateral warranties contracts agreements and covenants given or made by any person in connection with the use occupation and construction repair or maintenance of any real property charged under the Debenture or of any buildings on any such charged property and the benefit of any guarantees indemnities and similar instruments given or made in connection with the same;

(i) the benefit of any claim by the Company against its officers or former officers for dereliction of duty;

(j) all present and future rights of the Company under hire purchase conditional sale, credit sale, leasing, bailment or rental agreements.

4. By way of floating charge, all the undertaking and all the assets rights and income of the Company both present and future not otherwise effectively mortgaged or charged or assigned under clause 4.1 of the Debenture.

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. 02647224

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 25th JULY 2003 AND CREATED BY ABELA AIRLINE CATERING LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO BUSINESS DEVELOPMENT CORPORATION BDC5 LIMITED 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 12th AUGUST 2003.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 15th AUGUST 2003.

A handwritten signature in black ink, appearing to be 'R. G. S.', located in the lower left quadrant of the page.



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES