

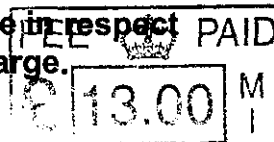
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COMPANIES FORM No. 395

Particulars of a mortgage or charge

022194/78.
395

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



CHFP025

Please do not write in this margin

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

*insert full name of Company

Pursuant to section 395 of the Companies Act 1985

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

For official use Company number

16

03015482

Name of company

* A & P A Property Limited

Date of creation of the charge

8 September 2006

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

Account Charge (the "Account Charge")

Amount secured by the mortgage or charge

All monies, obligations and liabilities whatsoever, whether for principal interest or otherwise in whatever currency, which may now or at any time in the future be due, owing or incurred by A & P A Property Limited (the "Chargor") to Julian Hodge Bank Limited (the "Bank"), whether actual or contingent and whether alone, severally or jointly as principal, guarantor, surety or otherwise and in whatever name or style and whether on any current or other account or in any other manner whatever (the "Secured Liabilities").

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

Julian Hodge Bank Limited (company number 00743437)
31 Windsor Place
Cardiff

Postcode CF10 3UR

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

Geldards LLP
Dumfries House
Dumfries Place
Cardiff
CF10 3ZF

For official Use (06/2005)
Mortgage Section

Post room

Time critical reference



A01
COMPANIES HOUSE

ABQAMIUJ
636
15/09/2006

Short particulars of all the property mortgaged or charged

All the Chargor's rights, title and interest in and to all monies from time to time standing to the credit of account number 01220/029338/00 ALT No 02933800 (Sort Code 30-16-27) in the name of the Chargor with the Bank and all rights of the Chargor in relation to such account (the "Security Account"), together with all entitlements to interest and other rights and benefits accruing to or arising in connection therewith (the "Deposit") (other than any part of the Deposit which is available in accordance with paragraph 6(c) of the facility offer letter entered into on or around the 8 September 2006 between the Bank and Mandaco 483 Limited (the "Facility Letter") to Mandaco 483 Limited to utilise in its operation of the Group (as such term is defined in the Facility Letter) and/or general working capital of the Group or Mandaco 482 Limited or its subsidiaries; and any part of the Deposit which is applied as a capital repayment in respect of the loan facility made available by the Bank to Mandaco 483 Limited pursuant to the Facility Letter (the "Facility") in accordance with paragraph 6(d) of the Facility Letter, but without prejudice in either case to the Bank's rights to enforcement as set out in clause 5 of the Account Charge) and the debt represented thereby.

In clause 4.1 of the Account Charge, the Chargor represents and warrants to the Bank and undertakes that it has not sold, assigned or otherwise disposed of or agreed to sell, assign or dispose of and will not at any time during the subsistence of the Account Charge sell, assign or dispose of or agree to sell, assign or otherwise dispose of all or any of the Chargor's right, title and interest in and to all or any part of the Deposit which are personal to the Chargor and shall not be capable of being so sold, assigned or otherwise disposed of.

Particulars as to commission allowance or discount (note 3)

Nil

Signed

Geldards LLP

Date

11 September 2006

On behalf of ~~XXXXXXXXXXXXXXXXXX~~ [chargee] †

Please do not write in this margin

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

A fee 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 A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge. Cheques and Postal Orders must 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. 03015482

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT AN ACCOUNT CHARGE DATED THE 8th SEPTEMBER 2006 AND CREATED BY A & P A PROPERTY LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO JULIAN HODGE BANK LIMITED ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 15th SEPTEMBER 2006.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 18th SEPTEMBER 2006 .



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES