

M

CHFP029

Please do not
write in
this margin

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

*insert full name
of company

COMPANIES FORM No. 395

000020/10

Particulars of a mortgage or charge

395

**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

26

3874320

Name of company

* THE MOVE FACTORY LIMITED

Date of creation of the charge

6 February 2004

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

LEGAL CHARGE

Amount secured by the mortgage or charge

ALL MONIES NOW DUE OR HEREAFTER TO BECOME DUE OR FROM
TIME TO TIME ACCRUING DUE FROM THE COMPANY TO THE
CHARGEES UPON ANY ACCOUNT AND IN ANY MANNER WHATSOEVER

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

NPOWER FINANCIAL SERVICES LIMITED
WINDMILL HILL BUSINESS PARK, WHITEHILL WAY, SWINDON SN5 6PB

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

PENNY SAINSBURY
WINDMILL HILL BUSINESS PARK
WHITEHILL WAY
SWINDON SN5 6PB

Time critical reference

For official use
Mortgage Section



A21
COMPANIES HOUSE

0615
18/02/04

A15
COMPANIES HOUSE

0739
11/02/04

Short particulars of all the property mortgaged or charged

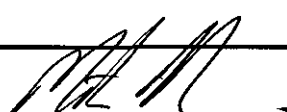
Please do not
write in
this margin

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

- (A) BY WAY OF FIXED CHARGE ALL THE FREEHOLD AND LEASEHOLD PROPERTY OF THE COMPANY AND ALL THE BUILDINGS AND FIXTURES (INCLUDING TRADE FIXTURES), PLANT MACHINERY, VEHICLES, COMPUTERS AND OFFICE AND OTHER EQUIPMENT OF THE COMPANY FROM TIME TO TIME ON ANY SUCH PROPERTY WITH THE BENEFIT OF ALL LEASES, UNDERLEASES, TENANCIES AND AGREEMENTS RELATING TO SUCH PROPERTY (INCLUDING ALL RENTS AND PROFITS FROM SUCH PROPERTY);
- (B) BY WAY OF FIXED CHARGE ALL RENTALS AND OTHER INCOME AND DEBTS AND CLAIMS DUE OR OWING TO THE COMPANY UNDER OR IN CONNECTION WITH ANY LEASE AGREEMENT OR LICENCE RELATING TO LAND;

Particulars as to commission allowance or discount (note 3)

Signed



Date

10/02/04

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)*

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 Cheques and Postal Orders are made payable to **Companies House**.
- 6 The address of the Registrar of Companies is:-
Companies House, Crown Way, Cardiff CF14 3UZ

Please do not
write in this
binding margin

Particulars of a mortgage or charge (continued)

CHFP029

Continuation sheet No. 1
to Form No 395 and 410 (Scot)

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

Company number

3874320

Name of company

THE MOVE FACTORY

Limited *

* delete if
inappropriate

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

(C) BY WAY OF FIXED CHARGE ALL CONTRACTS AND POLICIES OF INSURANCE HELD BY OR OTHERWISE BENEFITING IT AND ALL RIGHTS AND INTERESTS OF THE COMPANY IN EVERY SUCH CONTRACT AND POLICY, INCLUDING THE BENEFIT OF ALL CLAIMS ARISING AND ALL MONIES PAYABLE UNDER SUCH CONTRACTS AND POLICIES;

(D) BY WAY OF FIXED CHARGE ALL GOODWILL AND UNCALLED CAPITAL FOR THE TIME BEING;

(E) BY WAY FIXED CHARGE ALL INTELLECTUAL PROPERTY RIGHTS OF THE COMPANY;

(F) BY WAY OF FIXED CHARGE ALL BOOK DEBTS AND ALL ITS RIGHTS AND CLAIMS AGAINST THIRD PARTIES, CAPABLE OF BEING SATISFIED BY THE PAYMENT OF MONEY, EXCEPT RIGHTS AND CLAIMS EFFECTIVELY CHARGED HEREUNDER;

(G) BY WAY OF FIXED CHARGE ALL BENEFIT OF ALL NEGOTIABLE INSTRUMENTS, GUARANTEES, BONDS, DEBENTURES, LEGAL OR EQUITABLE CHARGES, AND OTHER SECURITY, RESERVATION OF PROPRIETARY RIGHTS, RIGHTS OF TRACING, UNPAID VENDOR'S LIENS AND OTHER RIGHTS AND REMEDIES AVAILABLE TO IT AS SECURITY FOR ANY RECEIVABLES OR FOR THE PERFORMANCE BY ANY THIRD PARTY OF ANY OBLIGATION OWED TO IT;

(H) BY WAY OF FIXED CHARGE ALL MONEY STANDING TO THE CREDIT OF THE COMPANY IN ITS BANK ACCOUNTS;

(I) BY WAY OF FIXED CHARGE ALL MONEY STANDING TO THE CREDIT OF ANY BANK ACCOUNT RELATING TO THE COMPANY WHETHER THE SAME IS IN THE NAME OF THE COMPANY OR NOT; AND

(J) BY WAY OF FLOATING CHARGE ALL OF THE COMPANY'S PRESENT AND FUTURE ASSETS, EXCEPT TO THE EXTENT THAT THOSE ASSETS ARE FOR THE TIME BEING EFFECTIVELY CHARGED BY ANY FIXED CHARGE THEREUNDER.

THE LEGAL CHARGE CONTAINS A PROVISION THAT THE COMPANY SHALL NOT, WITHOUT THE PRIOR WRITTEN CONSENT OF THE CHARGEES CREATE OR PERMIT TO ARISE OR SUBSIST ANY MORTGAGE, CHARGE (WHETHER FIXED OR FLOATING), ASSIGNMENT BY WAY OF SECURITY, HYPHOTHECATION, SECURITY INTEREST, TITLE RETENTION, PREFERENTIAL RIGHT OR TRUST ARRANGEMENT AND ANY OTHER SECURITY AGREEMENT OR ARRANGEMENT OVER THE BOOK DEBTS OR ANY OTHER ASSETS AND PROPERTY OF THE COMPANY.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03874320

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 6th FEBRUARY 2004 AND CREATED BY THE MOVE FACTORY LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO NPOWER FINANCIAL SERVICES LIMITED ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 18th FEBRUARY 2004.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 20th FEBRUARY 2004.

PCAngela



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —