

727571/10

M

CHFP004

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

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



03881620

Name of company

* ASPEN CORPORATION LIMITED

Date of creation of the charge

30TH JULY 2004

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

LEGAL CHARGE DATED 30TH JULY 2004 BETWEEN (1) ASPEN CORPORATION LIMITED AND (2) BARCLAYS BANK PLC

Amount secured by mortgage or charge

~~ONE HUNDRED THOUSAND POUNDS (£100,000.00)~~

All monies due or to become due from the
company to the chargee on any account
whatsoever.

(Pursuant to a Rectification order - attached).

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

BARCLAYS BANK PLC OF BARCLAYS LOAN SERVICING CENTRE

PO BOX 299 BIRMINGHAM

Postcode

B1 3PF

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

DENNISS MATTHEWS
SOLICITORS OF 145 ANERLEY
ROAD, ANERLEY LONDON
SE20 8EG REFERENCE
NS/JT/ASPEN

Time critical reference

For official Use
Mortgage Section

Non
Part
19/08



PHJZ500T

PMO
COMPANIES HOUSE

A6NR4XX6

A38
COMPANIES HOUSE

0577

24/08/04

A51
COMPANIES HOUSE

A3GSUXS4

0444

19/08/04

Peapod Solutions Ltd.

2518104-882

Short particulars of all the property mortgaged or charged

58 PECKHAM RYE
LONDON
SE15 4JR

AS REGISTERED AT HM LAND REGISTRY UNDER TITLE NUMBER TGL191314

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)

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

Signed DENNISS MATTHEWS

Date 18/08/04

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

[†] 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:-

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03881620

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 30th JULY 2004 AND CREATED BY ASPEN CORPORATION LIMITED FOR SECURING £100,000.00 DUE OR TO BECOME DUE FROM THE COMPANY TO BARCLAYS BANK PLC WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 19th AUGUST 2004.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 26th AUGUST 2004.

CANCELLED

THIS CERTIFICATE HAS BEEN
CANCELLED IN FAVOUR OF A
NEW CERTIFICATE DATED:

9 MARCH 2005.

CANCELLED



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —



**IN THE HIGH COURT OF JUSTICE
CHANCERY DIVISION
COMPANIES COURT**

No: 7667 of 2004

Mr Registrar Nicholls

**In the Matter of Aspen Corporation Limited
and**

In the Matter of the Companies Act 1985

UPON THE APPLICATION by Claim dated the 13th December 2004 of Aspen Corporation Limited

AND UPON HEARING the Solicitors for the Claimant

AND UPON READING THE EVIDENCE

AND the Court being satisfied that the mis-statements on the Register in respect of the Legal Charges hereinafter referred to were due to inadvertence and that it is just and equitable to grant relief

IT IS ORDERED THAT :

1. pursuant to Section 404 of the said Act the mis-statements contained in the Register of Charges relating to Aspen Corporation Limited in respect of two Legal Charges both dated 30th July 2004 and made between Aspen Corporation Limited of the one part and Barclays Bank Plc of the other part of certain land and property known as

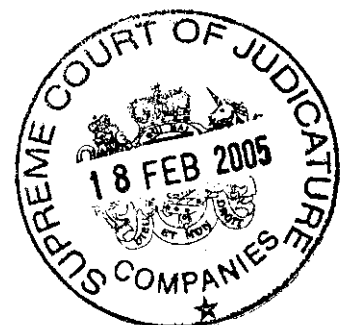
1. 58 Peckham Rye, London, and;
2. 7 York House, 197 Selhurst Road, London

be rectified by substituting in respect of both Charges the words "all monies now due or hereafter to become due or from time to time accruing due from the Company to the bank upon any account and in any manner whatsoever" in place of "£100,000.00"

2. the Claimant do deliver an Office Copy of this Order to the Registrar of Companies

Dated: 10th February 2005

To: Denniss Matthews
DX 141820
Penge 2



Ref: R/S

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03881620

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 30th JULY 2004 AND CREATED BY ASPEN CORPORATION LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO BARCLAYS BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 19th AUGUST 2004.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 9th MARCH 2005.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —