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CHFP004

COMPANIES FORM NO. 395

024191/26

Particulars of a mortgage or charge

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

395

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

3

Company number

03943779

Name of company

* CONWY SERVICE STATION LIMITED

Date of creation of the charge

5 day of April 2007

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

5

Debenture

Amount secured by the mortgage or charge

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All monies and liabilities which are now or shall at any time hereafter be owing due or incurred (whether on or at any time after demand) to the Lender (as defined therein) and any member of the Lender's Group by the Company anywhere and all other liabilities whatsoever of the Company to the Lender or any member of the Lender's Group, present future actual and/or contingent whether owing from the Company solely and whether as principal or surety or from the Company jointly with any other company or companies person or persons and including all interest commission discount or other lawful costs charge and expenses which the Lender or the member of the Lender's Group concerned may in the course of its business charge in respect of any of the matters aforesaid and so that interest shall be computed and compounded according to the usual mode of the Lender or that member of the Lender's Group as well after as before any demand made or judgement obtained hereunder provided that no obligation or liability shall be included to the extent that if it were so included the Debenture would constitute unlawful financial assistance within the meaning of sections 151 and 152 of the Companies Act 1985

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

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Davenham Trust Plc
8 St John Street
Manchester Postcode M3 4DU

Presenter's name and address and reference (if any)

Dixon Leogh
OX 23801
NORTHWICH
Ref: NP

Time critical reference

For official Use
Mortgage Section

WEDNESDAY



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A09 11/04/2007 556
COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

1 By way of first fixed charge

- a) all estates or interests in any freehold or leasehold property vested in or charged to the Company now or at any time, the buildings and fixtures (including trade fixtures) at any time thereon, all proceeds of sale derived therefrom and the benefit of all covenants given in respect thereof and all licenses to enter upon or use land and the benefit of all other agreements relating to land,
- b) all plant, machinery, computers, vehicles, office and other equipment and the benefit of all contracts, licenses and warranties relating to the same,
- c) all investments (as defined therein), together with all related rights from time to time accruing thereto,
- d) all rights and interests of the Company in, and claims under, the insurance policies and all proceeds thereof held by, or written in favour of, the Company or in which the Company is otherwise interested,
- e) all its right, title, interest and benefit in and to the Collections Accounts (as defined therein), all monies standing to the credit of the Collections Accounts and all rights of the Company to repayment of any of the foregoing,
- f) all monies standing to the credit of the Company from time to time on any and all accounts held with any bank, financial institution, or other person,
- g) all Intellectual Property (as defined therein),
- h) to the extent not assigned at 2 below, all Receivables (being book debts, rentals, royalties, fees, VAT and monetary claims recoverable or receivable by the Company and the benefit of all rights and remedies relating to the foregoing,
- i) all the goodwill and uncalled capital of the Company,
- j) all the Charged Shares (as defined therein) with all related rights from time to time relating thereto

Please do not write in this margin

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

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2 The Company also agrees to assign absolutely in favour of the Lender all rights, title, interest and benefit of the Company in the Receivables which are not charged in accordance with 1 above

3 By way of first floating charge, all the Company's assets and undertaking whatsoever and wheresoever situated both present and future not effectively charged by way of first fixed charge pursuant to 1 above including, without prejudice to the generality of the foregoing, heritable property and all other property and assets in Scotland

A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge (See Note 5)

For Davenham Trust Plc

Signed Alexa West

Date 10/04/07

On behalf of [company][mortgagee/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 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, DX 33050 Cardiff

FILE COPY



**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

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

COMPANY No 03943779

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 5th APRIL 2007 AND CREATED BY CONWY SERVICE STATION LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE CHARGE OR ANY MEMBER OF THE LENDERS GROUP 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 11th APRIL 2007

GIVEN AT COMPANIES HOUSE, CARDIFF THE 18th APRIL 2007

A handwritten signature in black ink, appearing to be 'D. J. O.' or similar.



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES