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in black type, or
bold block lettering

*insert full name
of Company

COMPANIES FORM No. 395

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.

Pursuant to section 395 of the Companies Act 1985

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

Name of company

* You Me TV Limited (the "Tenant")

Date of creation of the charge

5th October 2005

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

1. Rent Deposit Deed

Amount secured by the mortgage or charge

Six thousand six hundred and twenty five pounds (£6,625.00) (the "Initial
Deposit")

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

W (No.2) GP (Nominee A) Limited and W (No.2) GP (Nominee B) Limited both of
whose registered office is at PO Box 22 Grenville Street, St Helier, Jersey
(the "Landlord")

Postcode

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

Beachcroft Wansbroughs
St Ann's House
St Ann Street
Manchester
M2 7LP

Time critical reference

RACT/WES567-0435646

For official Use (02/00)
Mortgage Section

Post room



A01
COMPANIES HOUSE

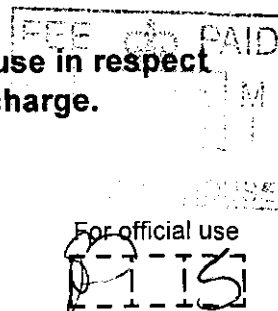
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18/10/2005

For official use

Company number

03990450

292038/13



395

Short particulars of all the property mortgaged or charged

The Tenant charges with full title guarantee its interest in the Account and the Deposit Fund from time to time to the Landlord as a continuing security for the Tenant's Obligations under the Lease.

(Please see continuation sheet for definitions)

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

Particulars as to commission allowance or discount (note 3)

Signed



Date 17th October 2005

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

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

Definitions

"**Lease**" means a lease dated 5th October 2005 made between the Landlord and the Tenant by which the Premises were demised for a term of 5 years commencing on 14th September 2005.

"**Premises**" means the premises demised by the Lease being mall space known as Kiosk 5, Mill Gate Centre, Bury, Greater Manchester.

"**Account**" means an interest earning account at a Bank in the name of the Landlord intended to hold the Initial Deposit and other monies under the Deed.

"**Deposit Fund**" means the balance on the Account from time to time including any interest credited to it.

"**Bank**" means a shareholder in CHAPS Clearing Co. Limited (or any successor organisation) or a Building Society or similar organisation.

*Please complete
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bold block lettering*

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CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03990450

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT RENT DEPOSIT DEED DATED THE 5th OCTOBER 2005 AND CREATED BY YOU ME TV LIMITED FOR SECURING £6,625.00 DUE OR TO BECOME DUE FROM THE COMPANY TO W (NO.2) GP (NOMINEE A) LIMITED AND W (NO.2) GP (NOMINEE B) LIMITED WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 18th OCTOBER 2005.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 20th OCTOBER 2005.

P.D.M.



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES