

## 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)

For official use Company number

113

4240184

Name of company

\* BLACK SPOT INTERACTIVE LIMITED ("CHARGOR")

Date of creation of the charge

19th September 2005

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

INTELLECTUAL PROPERTY RIGHTS CHARGE ("IP CHARGE")

Amount secured by the mortgage or charge

ALL MONIES AND LIABILITIES WHICH ARE NOW OR SHALL AT ANY TIME HEREAFTER BE DUE OWING OR INCURRED BY THE CHARGOR IN FAVOUR OF THE BANK WHETHER ACTUALLY OR CONTINGENTLY AND WHETHER PRESENTLY OR IN THE FUTURE AND WHETHER SOLELY OR JOINTLY WITH ANY OTHER PERSON AND WHETHER AS PRINCIPAL OR SURETY OR IN ANY WAY WHATSOEVER INCLUDING (AS WELL AS BEFORE AS AFTER A DEMAND MADE OR JUDGEMENT OBTAINED) INTEREST, DISCOUNT, COMMISSION AND OTHER LAWFUL CHARGES AND EXPENSES COMPUTED AND COMPOUNDED AND FROM TIME TO TIME IN ACCORDANCE WITH THE TERMS AGREED BETWEEN THE BANK AND THE CHARGOR RELATING THERETO.

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

LLOYDS TSB BANK PLC  
LEEDS SECURITIES CENTRE, DEPT 1553  
PO BOX 5, 6/7 PARK ROW, LEEDS ("BANK")

Postcode LS1 5LB

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

Browne Jacobson LLP  
Victoria Square House  
Victoria Square  
Birmingham  
B2 4BU

Time critical reference

For official Use (02/00)  
Mortgage Section

Post room



A47  
COMPANIES HOUSE

404  
01/10/2005

See Continuation Sheet

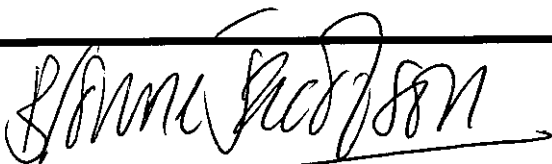
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legibly, preferably  
in black type, or  
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lettering**

Particulars as to commission allowance or discount (note 3)

NIL

Signed



Date

28.9.2005

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

On behalf of ~~XXXXXX~~ [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 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

**Particulars of a mortgage or charge  
(continued)**

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Continuation sheet No (i)  
to Form No 395 and 410 (Scot)

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

Company Number

4240184

Name of Company

BLACK SPOT INTERACTIVE LIMITED ("CHARGOR")

Limited\*

\* delete if  
inappropriate

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

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

(i) ALL RIGHTS IN RIGHTS AND PATENTS, KNOW-HOW, REGISTERED TRADE MARKS, REGISTERED DESIGNS, UTILITY MODELS, APPLICATIONS FOR AND RIGHTS TO APPLY FOR ANY OF THE FOREGOING, UNREGISTERED DESIGN RIGHTS, UNREGISTERED TRADE MARKS, THE RIGHTS TO PREVENT PASSING OFF FOR UNFAIR COMPETITION AND COPYRIGHT, DATABASE RIGHTS, TOPOGRAPHY RIGHTS AND ANY OTHER RIGHTS IN ANY INVENTION, DISCOVERY OR PROCESS IN EACH CASE IN THE UNITED KINGDOM AND ALL OTHER COUNTRIES IN THE WORLD TOGETHER WITH ALL RENEWALS AND EXTENSIONS WHICH ARE OWNED BY THE CHARGOR AS AT THE DATE OF THE IP CHARGE OR WHICH MAY BE SUBSEQUENTLY OWNED BY THE CHARGOR INCLUDING THE PATENT APPLICATIONS LISTED IN SCHEDULE 3 OF THE IP CHARGE, THE REGISTERED DESIGNS AND APPLICATIONS FOR REGISTERED DESIGNS, SHORT PARTICULARS OF WHICH ARE SET OUT IN SCHEDULE 1 OF THE IP CHARGE AND THE REGISTERED AND UNREGISTERED TRADE MARKS AND SERVICE MARKS AND RELATED APPLICATIONS LISTED IN SCHEDULE 2 OF THE IP CHARGE AND ALL OTHER RELATED PROPERTY AND RIGHTS CHARGED BY THE PROVISIONS OF THE IP CHARGE [TOGETHER THE "INTELLECTUAL PROPERTY RIGHTS"] AND

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(ii) THE GOODWILL RELATING TO ANY OF THE INTELLECTUAL PROPERTY RIGHTS;

(iii) EVERY ITEM OF PHYSICAL MATERIAL OF ANY DESCRIPTION IN RESPECT OF WHICH THE INTELLECTUAL PROPERTY RIGHTS MAY SUBSIST AND IN RESPECT OF EACH SUCH ITEM THE ORIGINAL COPY OR VERSION OWNED BY OR OBTAINED BY THE CHARGOR AND SURPLUS MATERIALS ASSOCIATED WITH THE FOREGOING WHICH SHALL INCLUDE WITHOUT LIMITATION ANY DESIGNS, SKETCHES, DIAGRAMS, COMPUTATIONS, SOURCE CODES, MODELS, COMPUTER PROGRAMS, PHOTOGRAPHS, BOOKS AND OTHER RECORDS IN ANY MEDIUM AND ANY OTHER MATERIAL OF ANY DESCRIPTION IN WHICH INTELLECTUAL PROPERTY RIGHTS MAY BE INCORPORATED

(iv) THE INTEREST OF THE CHARGOR IN AND TO ALL PROCEEDS OF ANY INSURANCE POLICY OVER ANY OF THE INTELLECTUAL PROPERTY RIGHTS CHARGED BY THE IP CHARGE TOGETHER WITH THE BENEFIT OF ANY RIGHTS OF THE CHARGOR UNDER SUCH POLICY.

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Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued) . . .

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in black type, or  
bold block lettering***

FILE COPY



## CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 04240184

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT AN INTELLECTUAL PROPERTY RIGHTS CHARGE DATED THE 19th SEPTEMBER 2005 AND CREATED BY BLACK SPOT INTERACTIVE LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO LLOYDS TSB BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 1st OCTOBER 2005.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 7th OCTOBER 2005.

pmr



*Companies House*

— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES