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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.

CHFP025

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

Company number

011942/13
[12]

04257344

Name of company

* Profile Support Services Limited

Date of creation of the charge

12 August 2008

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

DEBENTURE

Amount secured by the mortgage or charge

f
10
All monetary and other liabilities now or at any time now or hereafter owed or incurred by the Company to or in favour of the Chargee present or future actual or contingent, liquidated or unliquidated, whether or not incurred jointly with any other person, whether arising in or by contract, tort, restitution, assignment or breach of statutory duty and whether arising under a factoring agreement between the Company and the Chargee ("the Agreement") or otherwise including any such liability of the Company by virtue of any assignment to the Chargee of any indebtedness incurred or to be incurred by the Company for any supply of goods or services to or hiring by the Company,

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

SME Invoice Finance Limited of Chertsey House, 56-58 Chertsey Street, Guildford, Surrey ("the Chargee")

Postcode GU1 4HL

Presentor's name address and reference (if any)

Paul Davidson Taylor
Chancery Court, Queen
Street, Horsham, West
Sussex, RH13 5AD

DAS

Time critical reference

For official Use
Mortgage Section

Post room

THURSDAY



A09

14/08/2008

244

COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

1 By way of First Fixed Charge -

1.1 All freehold and leasehold land and buildings of the Company both present and future and all trade fixtures and fittings and all plant and machinery from time to time in or on any such land and buildings,

1.2 All goodwill and unpaid and/or uncalled capital of the Company,

1.3 All stocks shares and securities and documents evidencing title to or the right to possession of any property at any time deposited with the Chargee and the property mentioned in such documents;

1.4 All intellectual property now owned or at any time hereafter to be owned by the Company,

(continued on continuation sheet)

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)

Signed Paul Davidson Taylor Date 13/8/08

On behalf of ~~XXXXXX~~ [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)

† 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 -

Companies House, Crown Way, Cardiff CF14 3UZ

CHFP025

Particulars of a mortgage or charge (continued)

Please do not
write in this
binding margin

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

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

Company Number

04257344

Name of Company

Profile Support Services Limited

Limited*

* delete if
inappropriate

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

Amount due or owing on the mortgage or charge (continued)

Please do not
write in this
binding margin

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

Please do not
write in this
binding margin

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

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

1 5 Any Debt (purchased or purported to be purchased by the Chargee pursuant to the Agreement) of which the ownership fails to vest absolutely and effectively in the Chargee for any reason, together with the proceeds of such Debt,

1 6 All amounts now or hereafter owing or becoming due to the Company by the Chargee including any amount retained by the Chargee under any provision of the Agreement,

1 7 All amounts of indebtedness (other than as set out at paragraphs 1 5 and 1 6 above) now or at any time hereafter owing or becoming due to the Company on any account whatsoever and their proceeds together with the Related Rights (as defined in the Agreement) pertaining to such amounts of indebtedness and their proceeds

2 By way of floating charge (to which paragraph 14 of Schedule B1 applies)

2 1 All the undertaking and all the property rights and assets of the Company, whatsoever and wheresoever, both present and future, including the Company's stock in trade and its uncalled capital and the proceeds of such property rights and assets, and

2 2 All the property as set out in paragraph 2 1 other than such of the property detailed at paragraph 2 1 above as shall for the time being be subject to the fixed charge created by paragraph 1 above



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 4257344
CHARGE NO. 2**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEBENTURE DATED 12 AUGUST
2008 AND CREATED BY PROFILE SUPPORT SERVICES LIMITED
FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM
THE COMPANY TO SME INVOICE FINANCE LIMITED 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 14 AUGUST
2008

GIVEN AT COMPANIES HOUSE, CARDIFF THE 15 AUGUST 2008

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Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES