

395

Particulars of a mortgage or charge

CHFP000

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

FILED
2 10
COMPANIES HOUSE

507792/10

Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985

Please complete
legibly, preferably
in black type, or
bold black letteringTo the Registrar of Companies
(Address overleaf - Note 6)

For official use

Company number



E04532445

Name of company

* insert full name
of Company

- KRISPY KR6m6 UK LTD

Date of creation of the charge

7th JUN 2004

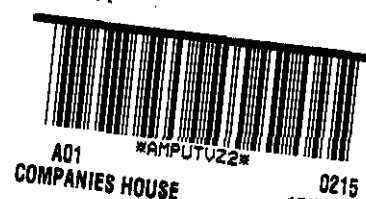
Description of the instrument (if any) creating or evidencing the charge (note 2)

MORTGAGE BETWEEN THE COMPANY OF THE ONE PART AND AIB
GROUP (UK) PLC T/A ALLIED IRISH BANK (GB) OF THE OTHER PART

Amount secured by the mortgage or charge

ALL MONEY AND LIABILITY ABSOLUTE OR CONTINGENT NOW OR AT
ANY TIME DUE OR OWING FROM THE COMPANY TO AIB GROUP (UK)
PLC T/A ALLIED IRISH BANK (GB) WHETHER ACTUAL OR CONTINGENT,
AS PRINCIPAL OR SURETY AND WHETHER ALONE OR JOINTLY,
INCLUDING INTEREST COMMISSION BANKING LEGAL AND OTHER
COST CHARGES AND EXPENSES

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

AIB GROUP (UK) PLC T/A ALLIED IRISH BANK (GB)
LEVEL 2A BANKCENTRE BRITAIN, BELMONT
UXBRIDGE, MIDDLESEXPresentor's name address and
reference (if any):THERESA O'CONNOR
ALLIED IRISH BANK (GB)
ASSET FINANCE, LEVEL 2A
BANKCENTRE BRITAIN,
BELMONT ROAD
UXBRIDGE, MIDDLESEXUB8 1SA
Time Critical referenceFor official Use (C
Mortgage SectionA05 *AJAIHU06*
COMPANIES HOUSE0652
10/06/04

Short particulars of all the property mortgaged or charged

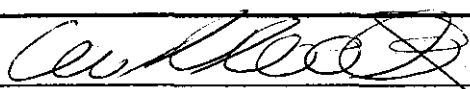
AS PER ATTACHED SCHEDULE

Pl
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th

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

Particulars as to commission allowance or discount (note 3)

Signed



Date

9/6/2004

On behalf of [company] [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:-

HARRODS - RH 6001

ITEM NO.	DESCRIPTION
SYSTEM CONTROL PANEL AND ACCESSORIES	
82009	Control panel, 270 D/H, 5 Starters, w/GFI
44208	Control cable, Glaze tank, PLC
44034	Profibus PLC System Communications Cable
17561	Control Panel Mtg Bkt - 270 Pack
EXTRUDER AND ACCESSORIES	
84001	Extruder, Tall
10098	Humphrey Assembly
10305	SS Floor Time Bowl
11606	Aluminium Plug for Extruder
14775	Baffle, Tall
14932	Cutter Gauge
40048	Bimba 312-DXP Air Cylinder for Extruder
40062	Humphrey SC-1 Speed Control
41506	1 5/8" Yeast Ring Cutter
42843	Step Stool
60159	Universal Cutter Clamps for Extruder
PROOFER AND ACCESSORIES	
82202	Proofer, 270 D/H (Power Cables/AIR-Water Hoses) Ext., RH
10040K	Proofer Trays w/New Teflon Coating
15418	Floor Tracks for Rollback Proofer
40091	Camco 5524 Heater for Humidity Tank
40199	Retaining Rings for Proofer Trays
41525	Nuts, Proofer Tray
42183	Chromalox OTF-300 Strip Heater for Proofer
HOIST AND ACCESSORIES	
44046*	Hoist Assembly
14293	Dough Hopper
14430	Hoist Beam
44049	#MA-15 Lever Hoist 3/4
44048*	Hoist Trolley
44047*	Chain Container
FRYER AND ACCESSORIES	
82003RSF	Fryer, 270 D/H (Electric), Right Hand w/Shortening Filter
62004	Fryer Conveyor, 270 D/H, Right Hand
10675	Stick Holder
15420	Fryer Drain Hose
43848	Hilco Pleated Cartridge Filter
180 DEGREE CURVE AND ACCESSORIES	
82006C	180 Degree Curve, 270 D/H, Right Hand
10894	Packing Box Holder
10896	Cup Holder
12246	Belt section, 180 Degree Curve
13451	Retail Curve Pan set
41823	Nylon Sticks
FF&E	
15313	Syrup Pump
22083	Variety tags For New 7'
22094	Banner Coming Soon 4.5'x8'
22096	Banner Now Accepting
67027	Bucket Opener
67044	Digital Timer & Clock
67046	Thermometer 7" Stem
67047	Thermometer 5" Stem
67500	Rack, Dunnage Channel
67504	Channel Dunnage Rack
67506	Channel Dunnage Rack
70008	Icing Spatula 10" Ssteel
70009	Plastic Dough Scraper
70010	Aluminium Floor Scoop
70011	Aluminium Gallon Measurer
70012	Wire Whip 20" Model WF-20
70020	Wire Whip 24" Model WF-24
70041	Clock Westclock (Wall)
70054	Tray Brown Customer 10x14
70100	Scoop Plastic Flour 10"
70219	Coffee Urn Portion Control
70220	Brush Coffee Urn/Nylon
70225	Espresso Cleaning Tablets
70238	Magnetic Flavour Labels
71013	Dispenser Cup 12/14/16/20
71046	Measurer 2 Qt
71047	Measuring Cup Set
71069	Bins (3 Bins/Lids/Frame)
71078	Container Food Storage
71140	Tensabarrier-Beltway Post
71159	CFE-Standard Size Filters
71180	Insulated Cream Carafe
71183	25 Oz Frothing Pitcher
71184	40 Oz Frothing Pitcher
71186	64 Oz Frothing Pitcher

ITEM NO.	DESCRIPTION
PACKING TABLE AND ACCESSORIES	
82016/50	8' Packing Table Section, Cambridge Belt, 50Hz
42689	Spare Cambridge Sani-grid Belt for PT/CT/Glazer
100 QT. MIXER AND ACCESSORIES	
15328	Production Sheet Holder, 100 Qt
41716	Flat Beater, 40 Qt Varimixer
41856	Dolly, 100 qt Bowl Varimixer
41857	Bowl, 40 qt for 100 qt Varimixer
41858	Dough Arm, 40 qt for 100 qt Varimixer
41860	Scraper, 40 qt Varimixer
41908	Dolly, 40 qt for 100 qt Bowl Varimixer
1/4 BARREL MIXER AND ACCESSORIES	
41649CE	1/4 BBL Mixer
41651CE	Water Chiller for Mixer
41019	Bracket for Chiller
SCALES AND ACCESSORIES	
10535	Brew Tank Complete w/Agitator, Motor, Cover, Tank
10559	Bracket to hang Wall-Mounted Thermometer
11039	Bracket to mount #4300 Scale on 270 Proofer
16213	Scale/Water Meter Frame assembly
40151	Wall mount Thermometer w/Probe
43557	Weight, 4 oz Test
ICER AND ACCESSORIES	
80237*	KK Hand Icer
10185	Icer Lids
10186	Bowl, Weldment, Hand Icer
17253	Hand Icer Spindle
CLEAN-UP HOSE AND ACCESSORIES	
41202	Clean-up Hose - 25' length
43898	Strahman Hydro Pro-Water Nozzle
MISCELLANEOUS ACCESSORIES	
10560	Recipe Holder
11534	Tool Kit (Includes Manager's Thermometer)
44270PLC	Equipment Manual
GLAZER AND ACCESSORIES	
82005-1/50	Glazer, 270 D/H, 128" Long 50 HZ
82008	Glaze Tank w/Pump & Hoe
10320	Bracket to mount E-80 Scale on 270 Glazer
41235	Etlund E-80 Scale
FF&E	
71189	Stainless Steel Cups
71190	22" Syrup Speed Rail
71214	Bulletin Board Quartet
71222	Insta-Hot-Bunn-O-matic
71224	Shelf - Hot Water System
71225	Wall Bracket Front Mount
71920	SJ Napkin Dispenser Drop In
81700	Doughnut Display 7'
81700	Doughnut Display 7'
81714	Doughnut Racks For Display
81716	Counter - POS/Cashiers
81720	Sink/Mixer Station
81721	Trash/Sink
81722	Brewer/Grinder Station
81725	Counter Front BAS
81728	Wall Cabinet W/Doors
81728	Wall Cabinet W/Doors
81740	36" or 48" Beverage Order
81746	Drive Thru Filler Wedge
81747	Drive Thru Pack Station
81748	Wall Mount Walk Up Till
81921	High Chair Natural Oak
81943	Tongs 12"
86000	Road Sign Canvas 66"
86001	Archive Series CINN
86002	Archive Series TIP FOR
86003	Archive Series FOOTBALL
86004	Archive Series BRING SOME
86005	Lines of People 4'x2'
86006	Lines of People Set of 4
86007	Heritage Series Set of 8

TRAINING CENTRE - LH 1501

ITEM NO.	DESCRIPTION	ITEM NO.	DESCRIPTION
	SYSTEM CONTROL PANEL AND ACCESSORIES		COOLING TUNNEL AND ACCESSORIES
82009	Control panel, 270 D/H, 5 Starters, w/GFI	82014CL/50	130" Cooling Tunnel, Cambridge Belt, LH, 50Hz
44208	Control cable, Glaze tank, PLC	41656TR	Condenser Unit (Pre-ship item)
44034	Profibus PLC System Communications Cable		PACKING TABLE AND ACCESSORIES
17434	Free Standing Control Panel Mounting Bracket	82015/50	8' Packing Table Section, Cambridge Belt, 50Hz
	CUSTOM HOOD AND ACCESSORIES	42689	Spare Cambridge Sani-grid Belt for PT/CT/Glazer
	None		SCREEN LOADER AND ACCESSORIES
	EXTRUDER AND ACCESSORIES		None
84001	Extruder, Tall		100 QT. MIXER AND ACCESSORIES
10098	Humphrey Assembly	41851	Mixer, Varimixer 100 qt
10253	Express Floor Time Bowl Stand	15328	Production Sheet Holder, 100 Qt
10283	270 Floor Time Bowl	41716	Flat Beater, 40 Qt Varimixer
10305	SS Floor Time Bowl	41852	Bowl, 100 qt Varimixer
11606	Aluminium Plug for Extruder	41853	Wire Whip, 100 qt Varimixer
13174	Cutter Wash stands (150/270)	41854	Flat Beater, 100 qt Varimixer
14775	Baffle, Tall	41855	Scraper, 100 qt Varimixer
14932	Cutter Gauge	41856	Dolly, 100 qt Bowl Varimixer
40048	Bimba 312-DXP Air Cylinder for Extruder	41857	Bowl, 40 qt for 100 qt Varimixer
40062	Humphrey SC-1 Speed Control	41858	Dough Arm, 40 qt for 100 qt Varimixer
41506	1 5/8" Yeast Ring Cutter	41860	Scraper, 40 qt Varimixer
42843	Step Stool	41908	Dolly, 40 qt for 100 qt Bowl Varimixer
42915	Cinnamon Bun Cutter	43137	Dough arm, 100 qt Varimixer
43606	Shell Cutter, 1-5/16", Outside		60 Qt Mixer and Accessories
43607	Shell Cutter, 1-3/8", inside		None
60159	Universal Cutter Clamps for Extruder		1/4 BARREL MIXER AND ACCESSORIES
	PROOFER AND ACCESSORIES	41649CE	1/4 BBL Mixer
82202L	Proofer, 270 D/H (Power Cables/AIR-Water Hoses), LH	41651CE	Water Chiller for Mixer
10040K	Proofer Trays w/New Teflon Coating	41019	Bracket for Chiller
15418	Floor Tracks for Rollback Proofer		EDHARD BASE AND ACCESSORIES
40091	Camco 5524 Heater for Humidity Tank	44059	Edhard Power Base/Standard 240v
40199	Retaining Rings for Proofer Trays	40124	Edhard Small Spout
41525	Nuts, Proofer Tray	40125	Edhard Large Spout
42183	Chromalox OTF-300 Strip Heater for Proofer	41146	Edhard 6 qt Bowl
	HOIST AND ACCESSORIES	41147	Edhard 15 qt Bowl
44046*	Hoist Assembly		SCALES AND ACCESSORIES
14293	Dough Hopper	10535	Brew Tank Complete w/Agitator, Motor, Cover, Tank
14430	Hoist Beam	10559	Bracket to hang Wall-Mounted Thermometer
15747	Hoist Beam, Stainless Steel	11039	Bracket to mount #4300 Scale on 270 Proofer
44048*	Hoist Trolley	16213	Scale/Water Meter Frame assembly
44047*	Chain Container	40151	Wall mount Thermometer w/Probe
44049	Coffing #MA-15 Lever Hoist, 3/4	43557	Weight, 4 oz Test
	FRYER AND ACCESSORIES		ICER AND ACCESSORIES
82003LSF	Fryer, 270 D/H (Electric), Left Hand w/Shortening Filter	80237*	KK Hand Icer
62004LH	Fryer Conveyor, 270 D/H, Left Hand	10185	Icer Lids
10675	Stick Holder		CLEAN-UP HOSE AND ACCESSORIES
15420	Fryer Drain Hose	41201	Clean-uo Hose - 50' length
43848	Hilco Pleated Cartridge Filter	41202	Clean-uo Hose - 25' length
	CAKE MACHINE AND ACCESSORIES	43898	Strahman Hydro Pro-Water Nozzle
41148	Belshaw Type "F" Cake Doughnut Cutter Machine		MISCELLANEOUS ACCESSORIES
10402	Belshaw Components Storage Rack	10228	F3C Utility Table
10530	Hopper w/1-7/8" Cylinder Assembly	10560	Recipe Holder
10546	Hopper w/1-5/8" Cylinder Assembly	11534	Tool Kit (Includes Manager's Thermometer)
10972	F Machine Storage Bracket	85088	International Spares Kit for 270 PLC
40669	7B-1009 French Plunger, 1 5/8"	41575	Pot and Pan Rack
40695	Plain Plunger, 1 7/8"	44270PLC	Equipment Manual
41586	7SC Star Plunger, 1 7/8"		
	GLAZER AND ACCESSORIES		
82005-1/50	Glazer, 270 D/H, 128" Long 50 HZ		
82008	Glaze Tank w/Pump & Hoe		
10320	Bracket to mount E-80 Scale on 270 Glazer		
41235	Edlund E-80 Scale		
41980CE	Green Cooker, 20 gal, Floor Model 9CE Approved)		
	180 DEGREE CURVE AND ACCESSORIES		
82019	Curve Replacement Conveyor - Straight Line w/pans		
10896	Cup Holder		
41823	Nylon Sticks		

TRAINING CENTRE - RH 1501

ITEM NO.	DESCRIPTION	ITEM NO.	DESCRIPTION
	SYSTEM CONTROL PANEL AND ACCESSORIES		COOLING TUNNEL AND ACCESSORIES
82009	Control panel, 270 D/H, 5 Starters, w/GFI		
44208	Control cable, Glaze tank, PLC	82014C/50	130" Cooling Tunnel, Cambridge Belt, Right Hand 50HZ
44034	Profibus PLC System Communications Cable	41656TR	Condenser Unit (Pre-ship item)
17434	Free Standing Control Panel Mounting Bracket		PACKING TABLE AND ACCESSORIES
	CUSTOM HOOD AND ACCESSORIES	82016/50	8' Packing Table Section, Cambridge Belt, 50Hz
	None	42689	Spare Cambridge Sani-grid Belt for PT/CT/Glazer
	EXTRUDER AND ACCESSORIES		SCREEN LOADER AND ACCESSORIES
84001	Extruder, Tall		None
10098	Humphrey Assembly		100 QT. MIXER AND ACCESSORIES
10253	Express Floor Time Bowl Stand	41851	Mixer, Varimixer 100 qt
10283	270 Floor Time Bowl	15328	Production Sheet Holder, 100 Qt
10305	SS Floor Time Bowl	15419	Cord for Varimixer
11606	Aluminium Plug for Extruder	41852	Bowl, 100 qt Varimixer
13174	Cutter Wash stands (150/270)	41853	Wire Whip, 100 qt Varimixer
14775	Baffle, Tall	41854	Flat Beater, 100 qt Varimixer
14932	Cutter Guage	41855	Scraper, 100 qt Varimixer
40048	Bimba 312-DXP Air Cylinder for Extruder	41856	Dolly, 100 qt Bowl Varimixer
40062	Humphrey SC-1 Speed Control	43137	Dough arm, 100 qt Varimixer
41506	1 5/8" Yeast Ring Cutter		60 Qt Mixer and Accessories
42843	Step Stool		None
42915	Cinnamon Bun Cutter		1/4 BARREL MIXER AND ACCESSORIES
43606	Shell Cutter, 1-5/16", Outside	41649CE	1/4 BBL Mixer
43607	Shell Cutter, 1-3/8", inside	41651CE	Water Chiller for Mixer
60159	Universal Cutter Clamps for Extruder	41019	Bracket for Chiller
	PROOFER AND ACCESSORIES		EDHARD BASE AND ACCESSORIES
82202	Proofer, 270 D/H (Power Cables/AIR-Water Hoses) Ext., RH	44059	Edhard Power Base/Standard 240v
10040K	Proofer Trays w/New Teflon Coating	40124	Edhard Small Spout
15418	Floor Tracks for Rollback Proofer	40125	Edhard Large Spout
40091	Camco 5524 Heater for Humidity Tank	41146	Edhard 6 qt Bowl
40199	Retaining Rings for Proofer Trays	41147	Edhard 15 qt Bowl
41525	Nuts, Proofer Tray		SCALES AND ACCESSORIES
42183	Chromalox OTF-300 Strip Heater for Proofer	10535	Brew Tank Complete w/Agitator, Motor, Cover, Tank
	HOIST AND ACCESSORIES	10559	Bracket to hang Wall-Mounted Thermometer
44046*	Hoist Assembly	11039	Bracket to mount #4300 Scale on 270 Proofer
14293	Dough Hopper	16213	Scale/Water Meter Frame assembly
14430	Hoist Beam	40151	Wall mount Thermometer w/Probe
44048*	Hoist Trolley	43557	Weight, 4 oz Test
44047*	Chain Container		ICER AND ACCESSORIES
44049	Coffing #MA-15 Lever Hoist, 3/4	80237*	KK Hand Icer
	FRYER AND ACCESSORIES	10185	Icer Lids
82003-PSF	Fryer, 270 D/H (Electric), Right Hand w/Shortening Filter		CLEAN-UP HOSE AND ACCESSORIES
62004	Fryer Conveyor, 270 D/H, Right Hand	41201	Clean-uo Hose - 50' length
10675	Stick Holder	41202	Clean-uo Hose - 25' length
15420	Fryer Drain Hose	43898	Strahman Hydro Pro-Water Nozzle
43848	Hilco Pleated Cartridge Filter		MISCELLANEOUS ACCESSORIES
	CAKE MACHINE AND ACCESSORIES	10228	F3C Utility Table
41148	Belshaw Type "F" Cake Doughnut Cutter Machine	10560	Recipe Holder
10402	Belshaw Components Storage Rack	44270PLC	Equipment Manual
10530	Hopper w/1-7/8" Cylinder Assembly		
10546	Hopper w/1-5/8" Cylinder Assembly		
10972	F Machine Storage Bracket		
40669	7B-1009 French Plunger, 1 5/8"		
40695	Plain Plunger, 1 7/8"		
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82005-1/50	Glazer, 270 D/H, 128" Long 50 HZ		
82008	Glaze Tank w/Pump & Hoe		
10320	Bracket to mount E-80 Scale on 270 Glazer		
41235	Edlund E-80 Scale		
41980CE	Groen Cooker, 20 gal, Floor Model 9CE Approved)		
	180 DEGREE CURVE AND ACCESSORIES		
82019	Curve Replacement Conveyor - Straight Line w/pans		
10896	Cup Holder		
41823	Nylon Sticks		
	FF&E		FF&E
22083	Variety tags For New 7'	70100	Scoop Plastic Flour 10"
22094	Banner Coming Soon 4.5'x8'	70238	Magnetic Flavour Labels
22096	Banner Now Accepting	71030	Eqp-Powersoak Sink
50000	Eqp-12 Tray Universal Header	71034	Eqp-Table Prep W/Cutout
50001	Eqp-12 Tray Universal Body	71046	Measurer 2 Qt
50002	Eqp-12 Tray Universal Base	71047	Measuring Cup Set
67207	Mis-Bucket Opener	71075	Eqp-Trash Can Gray 20x11x15
67451	Eqp-Dli-Cover Rack Sideload	71129	Eqp-Reference Guide W/5 Pages
67460	Dli-Rack Sideload Kelmax W/Ho	71190	22" Syrup Speed Rail
67500	Eqp-Rack Dunnage, Channel	72222	Eqp-KK Dipping Station
67883	Eqp-Display 12 Tray C/Top	81908	Mis-Tray 9x26 White W/KK Logo
70008	Icing Spatula 10" Ssteel	81943	Tongs 12"
70009	Plastic Dough Scraper		
70010	Aluminium Floor Scoop		
70011	Aluminium Gallon Measurer		
70012	Wire Whip 20" Model WF-20		
70020	Wire Whip 24" Model WF-24		
70047	Mis-Protectors-Shoe/Boot,Yllw		
70054	Tray Brown Customer 10x14		

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 04532445

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A MORTGAGE DATED THE 7th JUNE 2004 AND CREATED BY KRISPY KREME U.K. LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO AIB GROUP (UK) PLC T/AS ALLIED IRISH BANK (GB) ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 15th JUNE 2004.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 17th JUNE 2004.

R.R.



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES