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write in
this marginPlease complete
legibly, preferably
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)

For official use

Company number

4683921

Name of company

* PRIME ORDER LIMITED

Date of creation of the charge

31ST March 2006

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

Legal Charge

Amount secured by the mortgage or charge

The initial advance of £300,000.00 together with all other liabilities of the Company to Putney Investments Limited (the "Lender") now or in the future of any kind howsoever arising and in any currency whether or not payable immediately whether certain or contingent and whether as principal debtor surety or otherwise including all costs charges and expenses interest commissions fees penalties and bank and discount charges.

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

Putney Investments Limited (54168C) company registered in the Isle of Man

19 Peel Road, Douglas, Isle of Man IM1 4LS address for service in the UK - 7 Blackbrook Park Ave,

Fareham, Hampshire

Postcode PO15 5JJ

Presenter's name address and
reference (if any) :MESSRS LARGE & GIBSON
DX 2248 PORTSMOUTH 1

Time critical reference

For official Use (02/06)
Mortgage Section

Post room



043368/13

395

Short particulars of all the property mortgaged or charged

1. By way of legal mortgage the freehold property known as 94 Osborne Road, New Milton, Hampshire BH25 6AA (the "Property") together with all buildings fixtures and fittings on the property and all rights attached or appurtenant to the Property.

2. By way of a fixed charge

2.1 The benefit of all contracts deeds undertakings agreements rights warranties securities covenants guarantees bonds and indemnities of any nature relating to the Property and all VAT payable on the same.

2.2 The benefit of all insurance policies and contracts and insurance relating to the Property.

2.3 The benefit of all rentals rents service charges and licence fees if any payable under or in respect of the Property and all personal covenants given by any tenant or occupier or guarantor in relation to the Property.

The Legal Charge contains covenants by the Company with the Lender not without the Lender's prior written consent to: -

a) Create or permit to subsist or arise any mortgage charge pledge lien assignment hypothecation or other similar security interest or arrangement of any kind conferring a priority of payment in relation to the Property

b) Sell convey assign lease or transfer the Property or any interest in it or otherwise part with or dispose of any part of the Property

c) Part with or share possession or occupation of the Property or any part of it or grant any tenancy or licence to occupy the Property or agree to do any of the foregoing.

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)

NONE

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

Signed harge and Giden

Date 19th April 2006

On behalf of [company]/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 are to be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is: Companies House, Crown Way, Cardiff CF14 3UZ

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 04683921

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 31st MARCH 2006 AND CREATED BY PRIME ORDER LIMITED FOR SECURING £300,000.00 AND ALL OTHER MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO PUTNEY INVESTMENTS LIMITED WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 20th APRIL 2006.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 27th APRIL 2006.

*DX
Bum*



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES