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COMPANIES FORM No. 395

012216/130

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.

CHFP025

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number

1114

05089874

Name of company

* St James Capital Seagrave Road Limited (the "Company")

Date of creation of the charge

24 July 2007

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

Debenture

Amount secured by the mortgage or charge

All monies, obligations and liabilities which shall from time to time after any demand or judgements be due, owing or incurred from the Company to the Chargee under the Finance Documents whether actually or contingently and whether solely or jointly with any other person and in whatever style or name and whether as principal or surety

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

Capital and Counties Limited
40 Broadway, London (the "Chargee")

Postcode SW1H 0BV

Presentor's name address and
reference (if any)

Nabarro
Lacon House
84 Theobald's Road
London
WC1X 8RW

Ref AA/DDN/C3439-01011/53482756v1

Time critical reference

For official Use (06/2005)

Mortgage Section

Post room

MONDAY



AHD8RRVS

A19

06/08/2007

224

COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

The Company charges by way of a legal mortgage any freehold, leasehold property now vested in it By way of fixed charge each of the following including all rights of enforcement of the same its interest in any freehold or leasehold property acquired after the date of this deed, all its interest in the Relevant Contracts, all fixtures, fittings, plant machinery, manuals and other chattels in respect of any of them, all covenants, licenses and other rights relating to a Property in which it has interest, the Investments; its intellectual property, if applicable its uncalled Capital, and its goodwill The Company charges by way of floating charge all its assets, property and undertakings both present and future

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



Date 3 August 2007

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

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No 05089874

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 24th JULY 2007 AND CREATED BY ST JAMES CAPITAL SEAGRAVE ROAD LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO CAPITAL AND COUNTIES 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 6th AUGUST 2007

GIVEN AT COMPANIES HOUSE, CARDIFF THE 14th AUGUST 2007

A handwritten signature in black ink, appearing to be 'Rz'.



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES