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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.

111234/39
395

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

[8][1][1][1]

5378137

Name of company

* One Tone Drive Property Limited (the "Mortgagor")

Date of creation of the charge

7 September 2006

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

A legal charge dated 7 September 2006 (the "Legal Charge") made between the Mortgagor and National Westminster Bank plc (the "Bank").

Amount secured by the mortgage or charge

All the Mortgagor's liabilities to the Bank of any kind and in any currency (whether present or future actual or contingent and whether incurred alone or jointly with another) together with the Bank's charges and commission Interest and Expenses (the "Mortgagor's Obligations").

In this form and Legal Charge:-

"Expenses" means all expenses (on a full indemnity basis) incurred by the Bank or any receiver at any time in connection with the Property the Charged Assets the Goodwill or the Mortgagor's Obligations or in taking or perfecting the Legal Charge or in preserving defending or enforcing the security created by the Legal Charge or in exercising any power under the Legal Charge or otherwise with Interest from the date they are incurred.

Continued

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

National Westminster Bank plc, 135 Bishopsgate, London

Postcode EC2M 3UR

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

Stephenson Harwood
One St. Paul's Churchyard
London
EC4M 8SH

1169/45-01213/3553545

Time critical reference

For official Use (02/00)
Mortgage Section

Post room

A08 *AHUY2ING* 572
COMPANIES HOUSE 08/09/2006

Short particulars of all the property mortgaged or charged

The Mortgagor covenants to discharge on demand the Mortgagor's Obligations and as continuing security for such discharge and with full title guarantee charges to the Bank:-

(1) By way of legal mortgage of all legal interests and otherwise by way of fixed charge the Property (to the full extent of the Mortgagor's interest in the Property or its proceeds of sale);

(2) By way of fixed charge:-

(i) all the fixtures and fittings of the Mortgagor from time to time attached to the Property;

(ii) all the plant and machinery vehicles and computer equipment of the Mortgagor present and future at the Property not regularly disposed of in the ordinary course of business and all associated warranties and maintenance contracts;

(iii) all furniture furnishings equipment tools and other chattels of the Mortgagor now and in the future at the Property and not regularly disposed of in the ordinary course of business;

((2)(i) (ii) and (iii) together, the "Charged Assets")

(3) By way of fixed charge the Goodwill all rents receivable from any lease granted out of the Property and the proceeds of any insurance from time to time affecting the Property or the Charged Assets.

Continued

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

Typo 30

Particulars as to commission allowance or discount (note 3)

NIL

Signed Stephen Wood

Date 7 August 2006

On behalf of ~~XXXXXX~~ ~~XXXXXX~~ (chargee) †

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

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.

† delete as appropriate

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

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

CHFP025

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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

5378137

Name of Company

One Tone Drive Property Limited (the "Mortgagor")

~~XXXXXX~~

* delete if
inappropriate

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

"Goodwill" means the present and future goodwill of any business carried on at the Property by or on behalf of the Mortgagor.

"Interest" means interest at the rate(s) charged to the Mortgagor by the Bank from time to time.

"Property" means the land being land at Station Road, Yate, as the same is registered at the Land Registry with title numbers GR254504 and AV217460.

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

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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*

Note

1. The Mortgagor will not without the Bank's prior written consent:-

- (i) Create or permit to arise any mortgage charge or lien on the Property the Charged Assets or the Goodwill;
- (ii) Grant or accept a surrender of any lease or licence of the Property the Charged Assets or the Goodwill;
- (iii) Dispose of or part with or share possession or occupation of the Property the Charged Assets or the Goodwill.

2. The Bank may appoint a receiver under the Legal Charge.

*Please complete
legibly, preferably
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. 05378137

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 7th SEPTEMBER 2006 AND CREATED BY ONE TONE DRIVE PROPERTY LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO NATIONAL WESTMINSTER BANK PLC 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 8th SEPTEMBER 2006.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 12th SEPTEMBER 2006 .

P.
Daw



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES