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COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

A fee of £13 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

Pursuant to section 395 of the Companies Act 1985

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

For official use Company number

[][][][][]

586520/39
05472178

Name of company

* Daycove Limited (the "Company")

Date of creation of the charge

24 August 2005

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

Legal Charge ("the Legal Charge")

Amount secured by the mortgage or charge

All present and future obligations and liabilities (whether actual or contingent, whether owed jointly, severally, or in any other capacity whatsoever and on whatever account and whether originally incurred by the Company or by some other person) of the Company to the Lender, and all costs, charges and expenses incurred by the Lender in connection with the preservation, protection or enforcement of the Lender's rights under, and/or the security constituted by the Facility Letter dated 26 July 2005 and by the Legal Charge, Floating Charge, Rent Assignment, Lender's Commercial Mortgage Conditions 2005 and any other document creating or purporting to create security over assets of the Company ("the Loan Obligations")

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

West Bromwich Commercial Limited ("the Lender") of 374 High Street, West Bromwich, West Midlands

Postcode B70 8LR

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

Cobbetts Solicitors
Ship Canal House
King Street
Manchester
M2 4WB

CLDG/WE585.61/1943337

Time critical reference

For official Use (02/00)

Mortgage Section

Post room

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Short particulars of all the property mortgaged or charged

With full title guarantee in favour of the Lender to secure the payment and discharge of the Loan Obligations by way of first legal mortgage of all that freehold property being 38 The Parade, Marlow Road, Bourne End, Buckinghamshire SL8 5SS registered at the Land Registry with title absolute under Title number BM255642.

The Company undertook and covenanted:-

(i) that it would not without the prior written consent of the Lender either in a single transaction or in a series of transactions whether related or not and whether voluntarily or involuntarily sell or transfer a Charged Property (as such term is defined in the Commercial Mortgage Conditions 2005 (the "Conditions")).

(ii) it would not create or permit to subsist any Security (as such term is defined in the Conditions) on any Charged Property or any other asset over which it has granted Security to the Lender.

Particulars as to commission allowance or discount (note 3)

Nil

Signed

Cobbett

Date 31.08.2005

On behalf of ~~XXXXXX~~ (mortgagee/~~XXXXXX~~ †

Please do not write in this margin

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

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.
- 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

† delete as appropriate

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 05472178

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 24th AUGUST 2005 AND CREATED BY DAYCOVE LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO WEST BROMWICH COMMERCIAL LIMITED 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 3rd SEPTEMBER 2005.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 8th SEPTEMBER 2005.

PDM



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES