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COMPANIES FORM No. 395

395

CHWP000

Please do not
write in
this margin

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

Particulars of a mortgage or charge

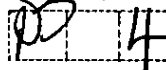
A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge.

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number



05544644

Name of company

* insert full name
of Company

* Leaseland Limited ✓

Date of creation of the charge

19th July 2007 ✓

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

Debenture

Amount secured by the mortgage or charge

Eighty Five Thousand Pounds (£85,000 00)

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

Blair Investments Limited ✓

c/o Zeckler & Co,

Number One Duchess Street, London

Postcode W1W 6AN

Presenter's name address and
reference (if any)

28 Smithy Brow
Croft
Warrington

Time critical reference

Cheshire
WA3 7BZ

For official Use (02/06)
Mortgage Section

Post room

FRIDAY



A50

AVE6YRES
20/07/2007
COMPANIES HOUSE

694

Return to
RO:-
(no cov letter
or presenter)

Short particulars of all the property mortgaged or charged

All that Leasehold Property known as Ground, Lower Ground and First Floors, 25 Frith Street, and part Ground and Lower Ground Floor 24~~0~~ Frith Street, London W1, and in accordance with the terms set out in the attached Schedule

Please do not write in this margin

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

✓ Prop
01
95.

Particulars as to commission allowance or discount (note 3)

Signed

Date 18th July 2007

On behalf of [company] (~~mortgagee/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 situated 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.

2 **CHARGE**

2 1 As continuing security for the payment and discharge of the Debt and Borrower with Full Title Guarantee

2 1 1 hereby charges to the Lender by way of legal mortgage and fixed charge the property described in the First Schedule and each and any part thereof and all easements and other rights now or from time to time benefitting the same,

2 1 2 without prejudice to the generality of the above hereby charges to the Lender by way of fixed equitable charge all and any proceeds of sale or other disposal or realisation of the Mortgaged Property and whether payable to or receivable by the Borrower or any agent or other person on his or their behalf or the Commissioners of Inland Revenue or any other authority body or person whatsoever and the benefit of any account set up at any time in the name or for the account of the Borrower into which the proceeds of any such sale or other disposal or realisation shall be deposited and all monies from time to time standing to the credit of any such account

2 1 3 hereby assigns and charges to the Lender by way of fixed equitable

charge the benefit of each and all of the following including (without limitation) all rights of enforcement of the same -

2 1 3 1 all guarantees warranties and representations (if any) given or made by and any rights or remedies against all or any of the manufacturers suppliers or installers of all plant machinery fixtures fittings and other items now or from time to time in the building or buildings erected or to be erected on the Property and any other person firm or company now or from time to time under contract with or under a duty to the Borrower,

2 1 3 2 all insurance policies in force from time to time in relation to the Property and all monies payable thereunder

2 1 3 3 by way of fixed charge all the goodwill and uncalled capital for the time being of the Company

2 1 3 4 by way of fixed charge all book debts and other debts now and from time to time due or owing to the Company and

2 1 3 5 by way of floating charge all other the undertaking and assets of the Company whatsoever and wheresoever both present and future

2 1 4 hereby charges to the Lender by way of first floating charge all movable plant machinery implements utensils furniture and equipment now or from time to time placed on or used in or about the Property or which belong to the Borrower

Items 2 1 1, 2 1 2, 2 1 3 and 2 1 4 above are collectively hereinafter referred to as "the Charged Assets" and each such expression shall include each and every part thereof

2 2 Except with the prior written consent of the Lender, the Borrower is not at liberty to create or permit to subsist any mortgage, charge, lien or security interest on or over any of the Charged Assets ranking in priority to or pari passu with the charge hereby created otherwise than by getting in and realising the same in the ordinary course of business or to sell, transfer or otherwise dispose of the whole or any part of its undertaking, property, assets or rights except by way of sale in the normal and proper course of business as now conducted but subject to the provisions herein contained

2 3 Without prejudice to any other provision herein the Lender may at any time by notice in writing to the Borrower convert the floating charge into a specific charge as regards any assets specified in the notice which the Lender may consider in danger of being seized or sold under any form of distress, execution or other process and may appoint a Receiver thereof

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No 05544644

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 19th JULY 2007 AND CREATED BY LEASELAND LIMITED FOR SECURING £85,000 00 DUE OR TO BECOME DUE FROM THE COMPANY TO BLAIR INVESTMENTS LIMITED WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 20th JULY 2007

GIVEN AT COMPANIES HOUSE, CARDIFF THE 25th JULY 2007

Lease



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —