

CHFP025

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Please 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.

.....go.

For official use

Company number

05573440

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To the Registrar of Companies

(Address overleaf - Note 6)

Pursuant to section 395 of the Companies Act 1985

Name of company

* Apex Networks Limited

Date of creation of the charge

22 September 2009

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

DEBENTURE

Amount secured by the mortgage or charge

All monetary liabilities including contingent as well as actual including all present or future liabilities or sums due, owing or payable by the Company to any person under the Finance Documents (as defined in the Debenture) and any interest, costs or expenses which any person charges or incurs (either in enforcing their rights under any of the Finance Documents or in any other way) or for which any of them becomes liable in connection with the Finance Documents.

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

FSE Loan Management Limited of Harbour Court, Compass Road, North Harbour, Portsmouth, Hampshire ("the Chargee")

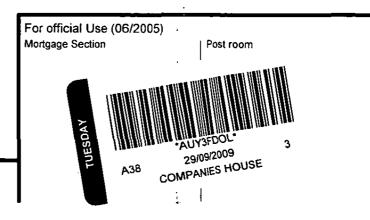
Postcode PO6 4ST

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

Paul Davidson Taylor Chancery Court, Queen Street, Horsham, West Sussex, RH13 5AD

DAS

Time critical reference



Short particulars of all the property mortgaged or charged

1. By way of Equitable Charge:

1.1 all its estates, rights, benefits, remedies or power under contract of any other kind including the proceeds of any client's interests in any freehold or leasehold property which it has now or may subsequently acquire in any other real property and the proceeds of any sale of them;

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- 2. By way of First Fixed Charge:
- 2.1 All present and future plant and machinery including all fixed and moveable plant, machinery, tools, vehicles, computers, office and other equipment and the benefit of all related authorisations, agreements and warranties;
- 2.2 All credit balances due or owing to the Company on any account except any current accounts;

(continued on continuation sheet)

Particulars as to commission allowance or discount (note 3)

Signed

Date

On behalf of XXXXXXXXX [moltgagee/chargee] †

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

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Notes

- 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
 - (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.
- If any of the spaces in this form provide insufficient space the particulars must be entered on the prescribed continuation sheet.
- A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge. 5 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

COMPANIES FORM No. 395 (Cont.) AND FORM No. 410 (Scot)(Cont.)

Particulars of a mortgage or charge (continued)

CHFP025

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Continuation sheet No 1 to Form No 395 and 410 (Scot)

Company Number

05573440

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

Name of Company

* delete if inappropriate

Apex Networks Limited Limited* Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2)

Amount due or owing on the mortgage or charge (continued)	: :	Please do not write in this binding margin
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		Page 2

Please do not 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	
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Page 3	

2.3 All

- 2.3.1 or any stocks, shares, bonds and securities of any kind (marketable or otherwise), negotiable instruments and warrants and any other financial instruments;
- Please complete legibly, preferably in black type, or bold block lettering
- 2.3.2 all allotments, accretions, offers, options, rights, bonuses, benefits and advantages whether by way of conversion, redemption, preference, option or otherwise which at any time accrue to or are offered and arise in respect of them, and includes all dividends, interest and other distributions paid or payable on or in respect of them;
- 2.4 All present and future uncalled capital;
- 2.5 All rights, benefits, remedies or powers under all contracts or of any other kind including the proceeds of any claims and any patents, trademarks, service marks, know-how, copyright, registered or registerable designs or applications for any of these, trade or business names, rights under licences or consents or any similar rights;
- 2.6 All goodwill;
- 3. By way of Floating Charge (to which paragraph 14 of Schedule B1 applies):
- 3.1 the undertaking of the Company and all the assets including business, undertaking, property (and those assets in paragraph 2.5 above) and rights, benefits, remedies or powers under contract or of any other kind including the proceeds of any claims held on or on behalf of the Company and the proceeds of such assets other than such of the assets subject to the fixed charge created by paragraph 2 above.



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY NO. 5573440 CHARGE NO. 3

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED 22 SEPTEMBER 2009 AND CREATED BY APEX NETWORKS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO FSE LOAN MANAGEMENT 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 29 SEPTEMBER 2009

GIVEN AT COMPANIES HOUSE, CARDIFF THE 29 SEPTEMBER 2009

