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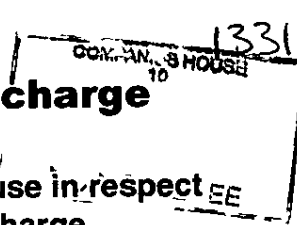
Please complete
legibly, preferably
in black type, or
bold block lettering

*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.



395

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number

171

05934390

Name of company

* GB European Ventures Limited (the "**Company**")

Date of creation of the charge

3 July 2008

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

Legal Charge

Amount secured by the mortgage or charge

All monies now due or hereafter to become due or from time to time accruing
due from the Company to the Bank upon any account and in any manner
whatsoever.

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

Barclays Bank PLC (the "**Bank**") whose registered address is 1 Churchill
Place, London, E14 5HP and whose address for correspondence is UK Banking
Service Centre, P.O. Box No 299 Birmingham

Postcode B1 3PF

Presenter's name address and
reference (if any)

Halliwell's LLP
The Plaza
100 Old Hall Street
Liverpool
L3 9TD

Bank Ref-LOC-R3-3653005-7707540-SPS

Time critical reference

For official Use (02/06)
Mortgage Section

NON
PART



PG8B300R

PMO 14/07/2008 230
COMPANIES HOUSE

AAJZ51EM

A29 14/07/2008 141
COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

Freehold property known as or being St John's Vicarage, 472 Rice Lane,
Liverpool registered at the Land Registry with title number MS516135

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

Particulars as to commission allowance or discount (note 3)

Nil

Signed

Mallinells LLP

Date

10 07 2008

On behalf of ~~XXXXXX~~ [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 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



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO 5934390
CHARGE NO. 7**

**THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A LEGAL CHARGE DATED 3 JULY
2008 AND CREATED BY GB EUROPEAN VENTURES LTD FOR
SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE
COMPANY TO BARCLAYS BANK PLC ON ANY ACCOUNT
WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1
PART XII OF THE COMPANIES ACT 1985 ON THE 14 JULY 2008**

GIVEN AT COMPANIES HOUSE, CARDIFF THE 31 JULY 2008



Companies House
— for the record —

PJ



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**