

FILE COPY



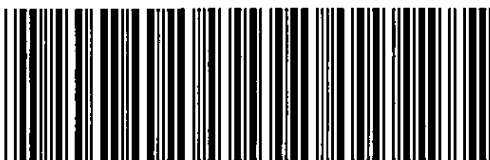
**CERTIFICATE OF INCORPORATION
OF A PUBLIC LIMITED COMPANY**

Company No. 6388391

The Registrar of Companies for England and Wales hereby certifies that
URSUS 3 (UK) FINANCE PLC

is this day incorporated under the Companies Act 1985 as a public
company and that the company is limited.

Given at Companies House, Cardiff, the 2nd October 2007



N06388391P



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —



50,000
2x1

12

Please complete in typescript,
or in bold black capitals

CHFP001

Declaration on application for registration

Company Name in full

Ursus 3 (UK) Finance plc

I,

MARK DAVID ANDERSON

signing on behalf

of

SWIFT INCORPORATIONS LIMITED

† Please delete as appropriate

do solemnly and sincerely declare that I am a [†] ~~Solicitor engaged in the formation of the company~~ [person named as director or secretary of the company in the statement delivered to the Registrar under section 10 of the Companies Act 1985] and that all the requirements of the Companies Act 1985 in respect of the registration of the above company and of matters precedent and incidental to it have been complied with

And I make this solemn Declaration conscientiously believing the same to be true and by virtue of the Statutory Declarations Act 1835

Declarant's signature

Declared at

21 ST THOMAS STREET BRISTOL BS1 6JS

Day Month Year

on

0 2 1 0 2 0 0 7

* Please print name

before me*

GEORGE KEPPE

Signed

Date 2 October 2007

[†]A Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query

JORDANS LIMITED

U29156/CPH

21 ST THOMAS STREET BRISTOL

BS1 6JS

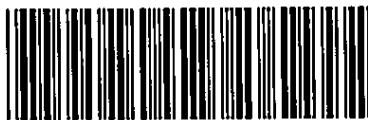
Tel 0117 923 0600

DX number

DX exchange

When you have completed and signed the form please send it to the Registrar of Companies at
Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff
or
Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB
for companies registered in Scotland DX 235 Edinburgh

TUESDAY



A24

02/10/2007

391

COMPANIES HOUSE

Form revised June 1998



10

Please complete in typescript,
or in bold black capitals.

CHWP000

Notes on completion appear on final page

First directors and secretary and intended situation of registered office

Company Name in full

URSUS 3 (UK) FINANCE PLC

Proposed Registered Office

(PO Box numbers only, are not acceptable)

C/O WILMINGTON TRUST SP SERVICES (LONDON) LIMITED

TOWER 42 (LEVEL 11), 25 OLD BROAD STREET

Post town

County / Region

LONDON

Postcode

EC2N 1HQ

If the memorandum is delivered by an agent
for the subscriber(s) of the memorandum
mark the box opposite and give the agent's
name and address



Agent's Name

Address

Post town

County / Region

Jordans Limited

21 St Thomas Street

Bristol

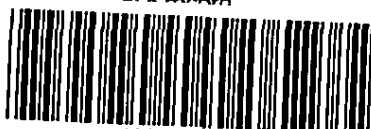
BS1 6JS

Number of continuation sheets attached

28

You do not have to give any contact
information in the box opposite but if
you do, it will help Companies House
to contact you if there is a query on
the form. The contact information
that you give will be visible to
the public.

TUESDAY



A24 02/10/2007 390
COMPANIES HOUSE

v 10/03

CADWALADER, WICKERSHAM & TAFT LLP

265 STRAND

LONDON WC2R 1BH

Tel +44 (0) 20 7170 8700

DX number 238

DX exchange CHANCERY LANE

Jordans Limited
21 St Thomas Street
Bristol
BS1 6JS

When you have completed and signed the form please send it to the
Registrar of Companies at

Companies House, Crown Way, Cardiff, CF14 3UZ
or companies registered in England and Wales

DX 33050 Cardiff

or
Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB
for companies registered in Scotland

DX 235 Edinburgh
or LP - 4 Edinburgh 2

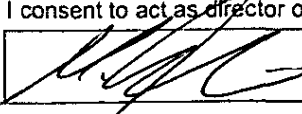
Bristol
St Thomas Street
Jordan's Limited

Company Secretary (see notes 1-5)

Company name		WILMINGTON TRUST SP SERVICES (LONDON) LIMITED	
NAME	*Style / Title	*Honours etc	
Forename(s)			
Surname		WILMINGTON TRUST SP SERVICES (LONDON) LIMITED	
Previous forename(s)			
Previous surname(s)			
Address **		TOWER 42 (LEVEL 11), INTERNATIONAL FINANCIAL CENTRE	
		25 OLD BROAD STREET,	
Post town			
County / Region		LONDON	Postcode EC2N 1HQ
Country		UNITED KINGDOM	
<input type="checkbox"/> Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address			
I consent to act as secretary of the company named on page 1			
Consent signature			Date 1st October, 2007

Directors (see notes 1-5)

Please list directors in alphabetical order

NAME		*Style / Title		*Honours etc	
Forename(s)		MARK HOWARD			
Surname		FILER			
Previous forename(s)					
Previous surname(s)					
Address **		6 BEECHES WOOD			
Post town		KINGSWOOD			
County / Region		SURREY	Postcode	KT20 6PR	
Country		UNITED KINGDOM			
Date of birth		Day 08	Month 06	Year 1967	Nationality BRITISH
Business occupation		DIRECTOR			
Other directorships		PLEASE SEE ATTACHED			
I consent to act as director of the company named on page 1					
Consent signature				Date 1st October, 2007	

Company Secretary (see notes 1-5)

Company name			
NAME	*Style / Title	*Honours etc	
Forename(s)			
Surname			
Previous forename(s)			
Previous surname(s)			
Address ¹¹			
<input type="checkbox"/>			
Post town			
County / Region		Postcode	
Country			
I consent to act as secretary of the company named on page 1			
Consent signature		Date	

Directors (see notes 1-5)

Please list directors in alphabetical order

NAME	*Style / Title	*Honours etc	
Forename(s)			
Surname		WILMINGTON TRUST SP SERVICES (LONDON) LIMITED	
Previous forename(s)			
Previous surname(s)			
Address ¹¹			
<input type="checkbox"/>			
Post town			
County / Region		Postcode	
Country		UNITED KINGDOM	
Day		Month	Year
Date of birth		Nationality	
Business occupation			
Other directorships		PLEASE SEE ATTACHED	
I consent to act as director of the company named on page 1			
Consent signature		Date	

Wilmington Trust SP Services (London) Limited

Please list directors in alphabetical order

*Honours etc

* Voluntary details

Forename(s) | MARTIN

Surname | McDERMOTT

Previous forename(s)

Previous surname(s)

Address ††

Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address

6 LOVETT GREEN

Post town SHARPENHOE

County / Region	BEDFORDSHIRE
-----------------	--------------

Postcode MK45 4SP

Country UNITED KINGDOM

Date of birth

Day Month Year

2, 7	0, 2
------	------

Nationality | BRITISH

Business occupation

DIRECTOR

Other directorships

PLEASE SEE ATTACHED

I consent to act as director of the company named on page 1

Consent signature

Date _____

This section must be signed by either an agent on behalf of all subscribers or the subscribers (i.e those who signed as members on the memorandum of association).

Signed

Date _____

Signed

Date _____

Signed

Date _____

Signed

Date _____

Signed

Date _____

Signed

Date _____

Signed

Date _____

Company Secretary (see notes 1-5)**Form 10 Continuation Sheet**

CHFP001

Company Name

Ursus 3 (UK) Finance plc

NAME *Style / Title

*Honours etc

* Voluntary details

Forename(s)

Surname

SWIFT INCORPORATIONS LIMITED

Previous forename(s)

Previous surname(s)

Address †

1 MITCHELL LANE

† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address In the case of a corporation or Scottish firm, give the registered or principal office address

Post town

BRISTOL

County / Region

Postcode

BS1 6BU

Country

ENGLAND

I consent to act as secretary of the company named on page 1

Consent signature

(Authorised Signatory)

Date 2 October 2007

Directors (see notes 1-5)

Please list directors in alphabetical order

NAME *Style / Title

*Honours etc

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Address †

† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address In the case of a corporation or Scottish firm, give the registered or principal office address

Post town

County / Region

Postcode

Country

Day Month Year

Date of birth

Nationality

Business occupation

Other directorships

I consent to act as director of the company named on page 1

Consent signature

Date

MARTIN McDERMOTT

Directorships Report

Person Details

Name MARTIN McDERMOTT
QuickRef MARTIN
Occupation DIRECTOR
Nationality BRITISH
Date of Birth 27/02/1963

Addresses

Home	Work
6 LOVETT GREEN SHARPENHOE BEDFORDSHIRE MK45 4SP UK	WILMINGTON TRUST SP SERVICES (LONDON) LIMITED TOWER 42 (LEVEL 11) 25 OLD BROAD STREET LONDON EC2N 1HQ

Directorships

Company Name	O/S	Appointed
2 1/2 DEVONSHIRE SQUARE LIMITED		03/09/2004
280 BISHOPSGATE FINANCE LIMITED		25/10/2004
280 BISHOPSGATE LIMITED		15/10/2004
280 BISHOPSGATE PROPERTY INVESTMENTS LIMITED		15/10/2004
ABBEY COVERED BONDS (HOLDINGS) LIMITED		22/04/2005
ABBEY COVERED BONDS (LM) LIMITED		27/04/2005
ALLIANCE NO 1 PLC		22/06/2001
ARCHIMEDE SECURITISATION SRL	X	19/09/2002
AUBURN 1 LIMITED		03/09/2007
AUBURN OPTIONS LIMITED		03/09/2007
AUBURN SECURITIES 3 PLC		23/08/2002
AUBURN SECURITIES 4 PLC		02/09/2004
AUH LIMITED		22/06/2001
BAKETHIN FINANCE PLC		16/03/2004
BAKETHIN HOLDINGS LIMITED		10/03/2004
BEDELL SPV MANAGEMENT (JERSEY) LIMITED	X	11/01/2000
BG FUNDING NO 1 PLC		01/02/2002
BISHOPSGATE PREMIER FINANCE PLC		10/08/2004
BISHOPSGATE PREMIER HOLDINGS LIMITED		10/08/2004
BISHOPSGATE PREMIER INTERMEDIATE HOLDINGS LIMITED		10/08/2004
BYZANTIUM FINANCE PLC		01/09/2003
CHESTER ASSET RECEIVABLES DEALINGS ISSUER LIMITED	X	11/06/2004
CHESTER ASSET RECEIVABLES DEALINGS VFN2 LIMITED		04/05/2004
CHESTER ASSET SECURITISATION HOLDINGS LIMITED		26/07/2007
CHESTER ASSET SECURITISATION HOLDINGS NO 2 LIMITED	X	11/06/2004
CLOVER HOLDINGS LIMITED		10/02/2000
CONSUMER FINANCE HOLDINGS LIMITED		01/03/2006
CUMBERNAULD FUNDING HOLDINGS LIMITED		06/12/2002
CUMBERNAULD FUNDING NO 1 PLC		06/12/2002
CUMBERNAULD FUNDING NO 2 PLC		05/02/2004
DRYBARN LIMITED		03/09/2004
EQUITY RELEASE FUNDING (NO 4) PLC		01/07/2004
EQUITY RELEASE FUNDING (NO 1) PLC		10/10/2000
EQUITY RELEASE FUNDING (NO 2) PLC		19/04/2002
EQUITY RELEASE FUNDING (NO 3) PLC		18/03/2003
EQUITY RELEASE HOLDINGS LIMITED		22/11/2000
ERF TRUSTEE (NO 4) LIMITED		02/07/2004

MARTIN McDERMOTT

Directorships Report

Company Name	O/S	Appointed
EUREKA EMTN FUNDING PLC		13/01/2006
EUREKA SECURITISATION PLC		13/01/2006
EUREKA SECURITIZATION INC	X	16/12/2002
EURO BALTIC PROPERTIES LIMITED		15/10/2004
FIRST ACTIVE BANK LIMITED		06/11/2000
FIRST ACTIVE COMMERCIAL LIMITED		06/11/2000
FIRST ACTIVE HOLDINGS UK LIMITED		06/11/2000
FIRSTACTIVE COM LIMITED		20/02/2003
FUNDING FOR EQUITY RELEASE SECURITISATION TRANSACTION (NO 4) LTD		11/05/2004
GERFLOR FINANCE S A	X	08/04/2003
GESB PLC		03/01/2006
GLOBALDRIVE (UK) PLC		24/08/2004
GLOBALDRIVE HOLDINGS LIMITED		24/08/2004
GLOBALDRIVE RECEIVABLES TRUSTEE LIMITED		24/08/2004
GOLF (NO 1) HOLDINGS LIMITED		24/08/2004
GRESHAM RECEIVABLES (NO 2) UK LIMITED		28/05/2003
GUARANTEED OVERSEAS LOAN FINANCE (NO 1) PLC		24/08/2004
HAWTHORN HOLD CO LIMITED		22/11/2006
HIPPOCAMPUS LIMITED	X	26/07/2000
HOLDMILE LIMITED		03/09/2004
HOLMES FINANCING (NO 9) PLC		29/04/2004
HOLMES FINANCING (NO 10) PLC		19/07/2006
HOLMES FINANCING (NO 7) PLC		23/01/2003
HOLMES FINANCING (NO 8) PLC		08/01/2004
HOLMES FINANCING (NO 1) PLC		16/06/2000
HOLMES FINANCING (NO 2) PLC		26/10/2000
HOLMES FINANCING (NO 3) PLC		06/02/2001
HOLMES FINANCING (NO 4) PLC		28/03/2001
HOLMES FINANCING (NO 5) PLC		09/08/2001
HOLMES FINANCING (NO 6) PLC		21/02/2002
HOLMES FUNDING LIMITED		16/06/2000
HOLMES HOLDINGS LIMITED		12/04/2000
HOLMES MASTER ISSUER PLC		24/10/2006
HOLMES TRUSTEES LIMITED		16/06/2000
HONOURS (HOLDINGS) LIMITED		06/03/2000
HONOURS PLC		06/03/2000
HONOURS TRUSTEE LIMITED		06/03/2000
HUTT COMPANY LIMITED		26/01/2000
IVYMOUNT LIMITED	X	03/09/2004
KAISERPLATZ FUNDING (DELAWARE) LLC	X	13/08/2001
KEELE RESIDENTIAL FUNDING PLC		16/11/1999
KOOKABURRA CAPITAL SARL	X	20/07/2007
KRF HOLDINGS LIMITED		22/11/1999
KRF MANAGEMENT LIMITED		24/11/2006
L&C PROUDREED HOLDINGS LIMITED		16/08/2005
Alternate to RUTH LOUISE SAMSON		
L A B INVESTMENTS (HOLDINGS) LIMITED		05/01/2006
L A B INVESTMENTS PLC		05/01/2006
LA DEFENSE II (HOLDINGS) LIMITED		11/01/2002
LA DEFENSE II PLC		11/01/2002
LA DEFENSE III (HOLDINGS) LIMITED		19/01/2004
LA DEFENSE III PLC		23/01/2004
LCP PROUDREED PLC		16/08/2005
Alternate to RUTH LOUISE SAMSON		

MARTIN McDERMOTT

Directorships Report

Company Name	O/S	Appointed
LEEK FINANCE HOLDINGS LIMITED		31/08/2004
LOANZONE LIMITED		06/11/2000
MAC NO 1 LIMITED		24/08/2004
MARBLE ARCH RESIDENTIAL FUNDING LIMITED	X	06/06/2002
MARBLE ARCH RESIDENTIAL FUNDING NO 2 LIMITED	X	13/12/2002
MARBLE ARCH RESIDENTIAL FUNDING NO 3 LIMITED	X	26/06/2003
MARBLE ARCH RESIDENTIAL FUNDING NO 4 LIMITED	X	30/07/2003
MOUND FINANCING (NO 3) PLC		14/04/2003
MOUND FINANCING (NO 4) PLC		01/09/2005
MOUND FUNDING LIMITED		14/01/2000
MOUND HOLDINGS LIMITED		14/01/2000
MOUND LIMITED		09/02/2000
MOUND PECO HOLDINGS LIMITED		01/09/2005
MOUND TRUSTEES LIMITED		14/01/2000
MSA HOLDINGS LIMITED		01/03/2006
OAKWOOD MOBIUS PLC		18/01/2005
OTE PLC		11/09/2007
OXSHER PLC		09/06/2006
Alternate to ROBIN GREGORY BAKER		
PECOH LIMITED		16/06/2000
PILLAR FUNDING SERIES 2004-1 PLC		26/02/2004
PILLAR FUNDING SERIES 2004-2 PLC		19/08/2004
PILLAR FUNDING SERIES 2005-1 PLC		21/10/2005
PREMIER PLACE FINANCE LIMITED		06/09/2004
PRESTIGE (NO 1) LIMITED		24/10/2000
PRESTIGE (U S) LIMITED		01/11/2000
PRESTIGE ACQUISITIONS LIMITED		01/11/2000
PRS 5&6 SUB LOAN HOLDINGS LIMITED		04/03/2004
PRS 5&6 SUB LOAN LIMITED		04/03/2004
PRS 5&6 SUB LOAN OPTION LIMITED		04/03/2004
PUNCH TAVERNS FINANCE PLC		18/01/2002
REDEVCO ORIGINAL COMMERCIAL SECURITISATION PLC		27/05/2005
ROCS HOLDINGS LIMITED		27/05/2005
SANDWELL COMMERCIAL FINANCE NO 1 PLC		06/05/2004
SANDWELL FINANCE HOLDINGS LIMITED		06/05/2004
SANDWELL OPTIONS LIMITED		01/03/2006
SEAHORSE LIMITED	X	26/07/2000
SESW HOLDING COMPANY LIMITED		26/02/2001
SHERWOOD CASTLE FUNDING SERIES 2002-1 PLC		22/02/2002
SHERWOOD CASTLE FUNDING SERIES 2002-2 PLC		21/06/2002
SHERWOOD CASTLE FUNDING SERIES 2003-1 PLC		17/06/2003
SHERWOOD CASTLE FUNDING SERIES 2003-2 PLC		28/08/2003
SHERWOOD CASTLE FUNDING SERIES 2003-A LIMITED		02/04/2003
SHERWOOD CASTLE FUNDING SERIES 2003-B LIMITED		17/06/2003
SHERWOOD CASTLE FUNDING SERIES 2004-1 PLC		27/01/2004
SHERWOOD CASTLE FUNDING SERIES 2004-2 PLC		28/04/2004
SHERWOOD CASTLE HOLDINGS LIMITED		22/02/2002
SHERWOOD CASTLE OPTIONS LIMITED		22/02/2002
SHERWOOD FUNDING ISSUER LIMITED	X	28/03/2006
Alternate to MARK HOWARD FILER		
SILVER TOWER LIMITED	X	03/09/2007
SPV ADVISORS LIMITED		06/07/2005
SPV MANAGEMENT LIMITED		27/07/1999
STAMPHURST LIMITED		16/04/2003
SUB CLEF SAS	X	25/06/2007

MARTIN McDERMOTT

Directorships Report

Company Name	O/S	Appointed
THEMELEION MORTGAGE FINANCE PLC		22/04/2004
UNIFINANCE 1 LIMITED		03/01/2003
URSUS INTERMEDIATE ISSUER HOLDINGS LIMITED		06/06/2006
URSUS INTERMEDIATE ISSUER PLC		08/06/2006
VILLA PROPERTY HOLDINGS LIMITED	X	15/10/2004
VPS FUNDING CORPORATION LIMITED		17/08/2005
WILMINGTON TRUST SP SERVICES (CAYMAN) LIMITED	X	05/12/2001
WILMINGTON TRUST SP SERVICES (CHANNEL ISLANDS) LIMITED	X	12/02/2003
WILMINGTON TRUST SP SERVICES (FRANKFURT) GmbH	X	28/02/2006
WILMINGTON TRUST SP SERVICES (LONDON) LIMITED		21/05/1999
WINDERMERE II CMBS HOLDINGS LIMITED		19/09/2003
WINDERMERE II CMBS OPTIONS LIMITED		19/09/2003
WINDERMERE II CMBS PLC		19/09/2003
WINDERMERE II CMBS TRUSTEES LIMITED		06/11/2003
WINDERMERE IV CMBS HOLDINGS LIMITED		11/10/2004
WINDERMERE IV CMBS OPTIONS LIMITED		11/10/2004
WINDERMERE IV CMBS PLC		11/10/2004
WINDERMERE VIII CMBS HOLDINGS LIMITED		15/05/2006
Alternate to ROBIN GREGORY BAKER		
WINDERMERE VIII CMBS OPTIONS LIMITED		15/05/2006
Alternate to ROBIN GREGORY BAKER		
WINDERMERE VIII CMBS PLC		17/05/2006
Alternate to ROBIN GREGORY BAKER		
WINDERMERE XI CMBS HOLDINGS LTD		08/05/2007
WINDERMERE XI CMBS PLC		17/05/2007
ZOPHONUS LIMITED	X	26/07/2000

Past Directorships

Company Name	O/S	Appointed	Resigned
ACHRAY COMPANY LIMITED	X	27/09/1999	20/04/2004
ACRES (NO 3) PLC		15/02/2002	08/04/2003
Alternate to JAMES PATRICK JOHNSTON FAIRRIE			
ACRES RECEIVABLES (NO 3) LIMITED		15/02/2002	03/09/2002
Alternate to JAMES PATRICK JOHNSTON FAIRRIE			
ARCH (CP) FUNDING SERIES 2004-CP-2 LIMITED		19/04/2004	16/11/2005
ARIANTY HOLDINGS LIMITED		22/09/2000	17/10/2001
ARIANTY HOLDINGS LIMITED		17/10/2001	20/07/2007
Alternate to JAMES PATRICK JOHNSTON FAIRRIE			
ARIANTY NO 2 PLC		01/05/2001	17/10/2001
ARIANTY NO 1 PLC		25/09/2000	17/10/2001
ARIANTY NO 1 PLC		17/10/2001	20/07/2007
Alternate to JAMES PATRICK JOHNSTON FAIRRIE			
ARIANTY SERVICES LIMITED		25/09/2000	17/10/2001
ARIANTY SERVICES LIMITED		17/10/2001	20/07/2007
Alternate to JAMES PATRICK JOHNSTON FAIRRIE			
AUBURN SECURITIES 2 PLC		25/04/2000	15/08/2007
BLenheim HOME LOANS LIMITED		16/11/2004	21/03/2006
BRIGSTOWE CAPITAL LIMITED		19/08/1999	03/04/2001
BRIGSTOWE HOLDINGS LIMITED		19/08/1999	03/04/2001
BRIGSTOWE LEASING AND FINANCIAL SERVICES LIMITED		19/08/1999	03/04/2001
BROADWAY I INC		21/11/2002	18/02/2006
CALDWIN LIMITED	X	24/09/1999	20/04/2004
CAR LOAN ASSET SECURITISATION HOLDING LIMITED		26/08/1999	19/08/2003
CAR LOAN ASSET SECURITISATION NO 1 LIMITED		27/08/1999	18/08/2003
CAR LOAN ASSET SECURITISATION TRUSTEE NO 1 LIMITED		27/08/1999	19/08/2003

MARTIN McDERMOTT

Directorships Report

Company Name	O/S	Appointed	Resigned
CARNEGIE SPV LIMITED		23/11/2000	17/10/2001
CAVENDISH HOME INVESTMENTS NO 1 LIMITED		26/07/2000	17/11/2004
CAVENDISH HOME INVESTMENTS NO 2 LIMITED		26/07/2000	17/11/2004
CAVENDISH HOME INVESTMENTS NO 3 LIMITED		26/07/2000	19/08/2005
CHAMBERHURST LIMITED		29/08/2002	14/10/2003
COMPASS FINANCIAL RECEIVABLES B LIMITED		11/01/2002	31/08/2004
COMPASS FINANCIAL RECEIVABLES S LIMITED		11/01/2002	01/07/2003
COMPASS RECEIVABLES TRUSTEE LIMITED		11/01/2002	31/08/2004
CONDUIT TRUSTEE LIMITED		04/10/2000	10/10/2000
DAZZLE-LIGHT PROPERTIES LIMITED		25/10/2002	02/09/2003
DOLLBRIGHT LIMITED		23/11/2005	07/02/2006
DOUBLETHERMO LIMITED		09/11/2001	24/09/2003
ENERGY PORTFOLIO FUNDING PLC		13/06/2002	04/02/2004
FASTNET OPTIONS 1 LIMITED (In Voluntary Liquidation)	X	20/10/1999	12/09/2006
FASTNET SECURITIES 1 PUBLIC LIMITED COMPANY (In Voluntary Liquidation)	X	20/10/1999	12/09/2006
FASTNET SECURITIES HOLDINGS LIMITED (In Voluntary Liquidation)	X	20/10/1999	12/09/2006
FINANCIERE ESCH		14/05/2003	30/11/2005
FIRST FLEXIBLE (NO 7) PLC		01/11/2002	10/08/2007
FIRST FLEXIBLE NO 4 PLC		09/03/2001	17/10/2001
FIRST FLEXIBLE NO 5 PLC		18/06/2001	17/10/2001
FIRST FLEXIBLE NO 1 PLC		20/10/1999	19/06/2003
FIRST FLEXIBLE NO 1 PLC Alternate to JAMES PATRICK JOHNSTON FAIRRIE		19/06/2003	16/11/2006
FIRST FLEXIBLE NO 2 PLC		20/03/2000	19/06/2003
FIRST FLEXIBLE NO 2 PLC Alternate to JAMES PATRICK JOHNSTON FAIRRIE		19/06/2003	16/11/2006
FIRST FLEXIBLE NO 3 PLC		20/07/2000	19/06/2003
FIRST FLEXIBLE NO 3 PLC Alternate to JAMES PATRICK JOHNSTON FAIRRIE		19/06/2003	16/11/2006
FIRST FLEXIBLE NO 4 PLC Alternate to JAMES PATRICK JOHNSTON FAIRRIE		17/10/2001	20/07/2007
FIRST FLEXIBLE NO 5 PLC Alternate to JAMES PATRICK JOHNSTON FAIRRIE		17/10/2001	20/07/2007
FIRST FLEXIBLE NO 6 PLC		01/11/2002	24/10/2003
FRHL PLC Alternate to JAMES PATRICK JOHNSTON FAIRRIE		17/10/2001	15/07/2002
G-7 PAYMENT RIGHTS PLC		19/05/2000	20/06/2003
GALAXY SECURITISATION HOLDINGS LIMITED		28/03/2000	19/03/2001
GALAXY SPV PLC		06/10/1999	26/10/2000
GALAXY TRUSTEE LIMITED		06/10/1999	26/10/2000
GLOBALDRIVE (UK) PLC Alternate to ANTHONY FRANCIS RAIKES		07/08/2001	24/08/2004
GOLDEN CASTLE EURO-FINANCE LIMITED		26/02/2003	23/02/2005
GOLDMODERN LIMITED		19/11/1999	19/11/2003
HECTARES (NO 1) LIMITED Alternate to JAMES PATRICK JOHNSTON FAIRRIE		15/02/2002	17/12/2002
HECTARES RECEIVABLES (NO 1) LIMITED Alternate to JAMES PATRICK JOHNSTON FAIRRIE		15/02/2002	17/12/2002
HIGH HONOURS PLC		06/03/2000	13/03/2001
HOLMES FUNDING NO 1 PLC		12/04/2002	24/03/2005
HOLMES FUNDING NO 2 PLC		12/04/2000	24/03/2005
HOTEL FUNDING LIMITED		17/03/2000	13/03/2001
ILSE HOLDINGS LIMITED		12/04/2002	18/08/2005
ILSE NO 1 LIMITED		12/04/2000	18/08/2005
ILSE NO 2 PLC		12/04/2000	16/08/2005

MARTIN McDERMOTT

Directorships Report

Company Name	O/S	Appointed	Resigned
INDEXANGLO HOLDINGS LTD		26/09/2000	25/03/2003
INDEXANGLO PLC		23/05/2000	28/02/2003
INTERIM BRIDGE HOLDING CO LIMITED		27/06/2000	13/11/2001
INVESTORS IN HEALTH (CHICHESTER NO 1) LIMITED		19/10/2000	23/05/2001
INVESTORS IN HEALTH (CHICHESTER NO 2) LIMITED		19/10/2000	23/05/2001
INVESTORS IN HEALTH (CHICHESTER NO 3) LIMITED		19/10/2000	23/05/2001
INVESTORS IN HEALTH (CHICHESTER NO 4) LIMITED		19/10/2000	23/05/2001
INVESTORS IN HEALTH (CHICHESTER NO 5) LIMITED		19/10/2000	23/05/2001
INVESTORS IN HEALTH (CHICHESTER NO 6) LIMITED		19/10/2000	23/05/2001
INVESTORS IN HEALTH (LYMINGTON) LIMITED		06/11/2000	04/03/2002
INVESTORS IN HEALTH (THAMES GATEWAY) LIMITED		06/11/2000	04/03/2002
INVESTORS IN THE COMMUNITY (BUXTON) LIMITED		06/11/2000	19/11/2001
INVESTORS IN THE COMMUNITY (HACKNEY) LIMITED		19/10/2000	23/05/2001
LA DEFENSE PLC		11/01/2002	12/04/2005
LADOGA COMPANY LIMITED		13/04/2000	23/12/2005
MAJESTIC HOLDINGS LIMITED		18/12/2001	23/12/2005
MARBLE ARCH RESIDENTIAL FUNDING NO 2 LIMITED	X	04/04/2003	24/11/2003
MARBLE ARCH RESIDENTIAL LOANS LIMITED		21/01/2003	10/08/2004
MARBLE ARCH RESIDENTIAL SECURITISATION NO 2 LIMITED	X	14/11/2003	24/11/2003
MARBLE ARCH RESIDENTIAL SECURITISATION NO 3 LIMITED	X	22/12/2004	13/01/2005
MATRON 2 TRUSTEES LIMITED		24/08/2004	24/03/2005
MATRON TRUSTEES LIMITED		24/08/2004	24/03/2005
MBRF TRUSTEE LIMITED		10/11/1999	19/09/2007
MONT BLANC RECEIVABLES FINANCING LIMITED		10/11/1999	19/09/2007
MOONCREST FUNDING PLC		11/01/2002	22/06/2005
MOUND FINANCING (NO 1) PLC		14/01/2000	07/06/2007
MOUND FINANCING (NO 2) PLC		30/11/2000	07/06/2007
MUSTARDCROFT LIMITED		12/09/2000	07/08/2004
ODYSSEY PROJECT FUNDING (UK) LIMITED		06/12/2000	25/09/2001
OPTIMAAL FINANCE (HOLDINGS) LIMITED		19/11/2002	04/01/2005
OPTIMAAL FINANCE (UK) PLC		22/11/2002	08/01/2005
PALLEAS LIMITED (In Voluntary Liquidation)	X	09/08/2001	23/12/2005
PARALLEL UNIVERSE SPV LIMITED		04/04/2000	19/03/2001
PARCS 1 LIMITED		11/01/2002	29/11/2003
PERSIAN PUNCH LIMITED		06/11/2003	20/06/2006
PREMIUM RECEIVABLES INTERMEDIATE SECURITISATION ENTITY FUNDING LIMITED		06/12/2001	12/04/2007
PRESTIGE (NO 2) LIMITED		24/10/2000	10/09/2002
PROMISE-K 2001-1 PUBLIC LIMITED COMPANY Alternate to JAMES PATRICK JOHNSTON FAIRRIE	X	26/06/2002	20/07/2007
RAPIDSOLAR LIMITED		10/11/1999	26/11/2003
REINSURANCE ENTITY NO 1 LIMITED		08/11/2001	14/05/2005
RESTAUTUMN LIMITED		12/09/2001	17/09/2002
RHEIN-MAIN NO 11 (U K) LIMITED		24/08/2004	02/03/2007
RP FUNDING LIMITED		23/08/2000	09/01/2001
SECOND INTERIM BRIDGE HOLDING CO LTD		21/09/2000	13/11/2001
SILVER NO 1 HOLDINGS LIMITED		31/10/2000	30/04/2007
SILVER NO 1 PLC		10/11/2000	30/04/2007
SONAR 1 PLC		24/08/2004	27/01/2005
SONAR 2 PLC		24/08/2004	27/01/2005
SPQR FUNDING PLC		11/01/2002	27/01/2005
SPV MANAGEMENT (ITALIA) SRL		03/10/2002	04/11/2005
STARGATE SPV LIMITED		28/04/2000	26/10/2000
STARS 1 PLC		24/08/2004	11/03/2005
STARS 2 PLC		24/08/2004	11/03/2005

MARTIN McDERMOTT

Directorships Report

Company Name	O/S	Appointed	Resigned
SUPERIOR TRADEABLE RESIDENTIAL SECURITIES LIMITED		24/08/2004	31/01/2006
TAY COMPANY LIMITED	X	24/09/1999	20/04/2004
THE INVESTORS GROUP LIMITED		01/11/2000	23/05/2001
THE SWAN GROUP OF COMPANIES LIMITED		26/01/2000	23/02/2001
TMC TATTENHAM NO 1 PLC		26/07/2000	16/11/2006
TMC TATTENHAM NO 2 PLC		26/07/2000	16/11/2006
TRADE PAYMENT RIGHTS PLC		11/11/1999	28/02/2003
TRAVEL MULTI LIMITED		29/10/1999	18/12/2003
VCR HOLDING COMPANY LIMITED		15/03/2000	21/11/2006
VIKING CONSUMER RECEIVABLES (NO 1) PLC		16/03/2000	21/11/2006

WILMINGTON TRUST SP SERVICES (LONDON) LIMITED

Directorships Report

Person Details

Name WILMINGTON TRUST SP SERVICES (LONDON) LIMITED
QuickRef 0293

Addresses

Trading	Registered Office
TOWER 42 (LEVEL 11) INTERNATIONAL FINANCIAL CENTRE 25 OLD BROAD STREET LONDON EC2N 1HQ UNITED KINGDOM	TOWER 42 (LEVEL 11) INTERNATIONAL FINANCIAL CENTRE 25 OLD BROAD STREET LONDON EC2N 1HQ UNITED KINGDOM

Directorships

Company Name	O/S	Appointed
2 1/2 DEVONSHIRE SQUARE LIMITED		03/09/2004
280 BISHOPSGATE FINANCE LIMITED		25/10/2004
280 BISHOPSGATE LIMITED		15/10/2004
280 BISHOPSGATE PROPERTY INVESTMENTS LIMITED		15/10/2004
A-BEST THREE HOLDCO LIMITED		07/11/2005
A-BEST THREE HOLDCO SUBSIDIARY LIMITED		08/12/2005
A-BEST THREE RECEIVABLES TRUSTEE LIMITED		11/11/2005
ABBAY COVERED BONDS (HOLDINGS) LIMITED		22/04/2005
ABBAY COVERED BONDS (LM) LIMITED		27/04/2005
AIR CHRYSALIS SCANDINAVIA LIMITED		23/02/2001
ALLIANCE NO 1 PLC		22/06/2001
ANAPTYXI 2006-1 PLC		29/08/2006
ANAPTYXI APC LIMITED		29/08/2006
ANAPTYXI HOLDINGS LIMITED		29/08/2006
ANAPTYXI OPTIONS LIMITED		29/08/2006
ANGLO IRISH COVERED BONDS FINANCE (HOLDINGS) LIMITED		28/03/2007
ANGLO IRISH COVERED BONDS FINANCE LIMITED		28/03/2007
ARIANTY HOLDINGS LIMITED		22/09/2000
ARIANTY NO 1 PLC		25/09/2000
ARIANTY SERVICES LIMITED		25/09/2000
ARRAN BUY TO LET MORTGAGES FUNDING NO 1 PLC		17/08/2007
ARRAN BUY TO LET MORTGAGES HOLDING NO 1 LIMITED		17/08/2007
ARRAN BUY TO LET MORTGAGES OPTION NO 1 LIMITED		17/08/2007
ARRAN RESIDENTIAL MORTGAGES FUNDING NO 1 PLC		11/05/2006
ARRAN RESIDENTIAL MORTGAGES FUNDING NO 2 PLC		11/08/2006
ARRAN RESIDENTIAL MORTGAGES FUNDING NO 3 PLC		23/04/2007
ARRAN RESIDENTIAL MORTGAGES HOLDING NO 1 LIMITED		11/05/2006
ARRAN RESIDENTIAL MORTGAGES HOLDING NO 2 LIMITED		11/08/2006
ARRAN RESIDENTIAL MORTGAGES HOLDING NO 3 LIMITED		23/04/2007
ARRAN RESIDENTIAL MORTGAGES OPTION NO 1 LIMITED		17/05/2006
ARRAN RESIDENTIAL MORTGAGES OPTION NO 2 LIMITED		11/08/2006
ARRAN RESIDENTIAL MORTGAGES OPTION NO 3 LIMITED		23/04/2007
ASPIS FINANCE PLC		16/05/2005
ASSET LINK CAPITAL (HOLDINGS) LIMITED		11/03/2005
ASSET LINK CAPITAL (NO 2) LIMITED		23/12/2005
ASSET LINK CAPITAL (NO 3) LIMITED		23/12/2005
ASSET LINK CAPITAL (NO 1) LTD		14/03/2005
ASSET LINK CAPITAL 2 (HOLDINGS) LIMITED		04/04/2006
ASSET LINK CAPITAL 3 (HOLDINGS) LIMITED		04/04/2006
ASSET-BACKED EUROPEAN SECURITISATION TRANSACTION THREE		11/11/2005

WILMINGTON TRUST SP SERVICES (LONDON) LIMITED

Directorships Report

Company Name	O/S	Appointed
PLC		
AUBURN 1 LIMITED		12/10/1998
AUBURN OPTIONS LIMITED		12/10/1998
AUBURN SECURITIES 3 PLC		23/08/2002
AUBURN SECURITIES 4 PLC		02/09/2004
AUBURN SECURITIES 5 PLC		20/06/2005
AUH LIMITED		22/06/2001
BAKETHIN FINANCE PLC		16/03/2004
BAKETHIN HOLDINGS LIMITED		10/03/2004
BANGLETRAIL LIMITED		12/04/2007
BCT WAREHOUSE LIMITED		11/11/2005
BERKSHIRE CAPITAL FUNDING LIMITED		29/04/1996
BG FUNDING NO 1 PLC		01/02/2002
BISHOPSGATE PREMIER FINANCE PLC		05/08/2004
BISHOPSGATE PREMIER HOLDINGS LIMITED		05/08/2004
BISHOPSGATE PREMIER INTERMEDIATE HOLDINGS LIMITED		05/08/2004
BISHOPSGATE PREMIER REVERSIONARY INTEREST HOLDINGS LIMITED		10/11/2004
BOREALIS INFRASTRUCTURE EUROPE (UK) LIMITED		26/05/2005
BYZANTIUM FINANCE PLC		01/09/2003
CHANNEL LINK ENTERPRISES FINANCE PLC		12/06/2007
CHESTER ASSET OPTIONS LIMITED		18/05/1999
CHESTER ASSET OPTIONS NO 2 LIMITED		01/10/2001
CHESTER ASSET RECEIVABLES DEALINGS 2001-A PLC		01/10/2001
CHESTER ASSET RECEIVABLES DEALINGS 2001-B PLC		15/11/2001
CHESTER ASSET RECEIVABLES DEALINGS 2002-A PLC		24/04/2002
CHESTER ASSET RECEIVABLES DEALINGS 2002-B PLC		31/07/2002
CHESTER ASSET RECEIVABLES DEALINGS 2003-A PLC		29/11/2002
CHESTER ASSET RECEIVABLES DEALINGS 2003-B PLC		12/05/2003
CHESTER ASSET RECEIVABLES DEALINGS 2003-C PLC		19/08/2003
CHESTER ASSET RECEIVABLES DEALINGS 2004-1 PLC		04/02/2004
CHESTER ASSET RECEIVABLES DEALINGS NO 5 LIMITED	X	23/02/1998
CHESTER ASSET RECEIVABLES DEALINGS NO 10 LIMITED	X	09/11/1999
CHESTER ASSET RECEIVABLES DEALINGS NO 11 PLC		14/07/2000
CHESTER ASSET RECEIVABLES DEALINGS NO 12 PLC		26/10/2000
CHESTER ASSET RECEIVABLES DEALINGS VFN LIMITED		04/02/2004
CHESTER ASSET RECEIVABLES DEALINGS VFN2 LIMITED		04/05/2004
CHESTER ASSET SECURITISATION HOLDINGS LIMITED		01/10/2001
CHESTER ASSET SECURITISATION HOLDINGS VFN LIMITED		04/02/2004
CHRYSALIS MUSIC PUBLISHING LIMITED		23/02/2001
CITY MORTGAGE HOLDINGS LIMITED		12/03/1996
CITY MORTGAGE RECEIVABLES 1 PLC		12/03/1996
CITY MORTGAGE RECEIVABLES 2 PLC		15/10/1996
CITY MORTGAGE RECEIVABLES 3 PLC		24/10/1996
CITY MORTGAGE RECEIVABLES 4 PLC		27/01/1997
CITY MORTGAGE RECEIVABLES 5 PLC		27/01/1997
CITY MORTGAGE RECEIVABLES 6 PLC		16/04/1997
CITY MORTGAGE TRUSTEES 1 LIMITED		12/03/1996
CITY MORTGAGE TRUSTEES 2 LIMITED		15/10/1996
CITY MORTGAGE TRUSTEES 3 LIMITED		24/10/1996
CLEF HOLDINGS LIMITED		12/06/2007
CLOVER FUNDING NO 4 PLC		25/10/2002
CLOVER FUNDING NO 5 PLC		05/11/2004
CLOVER HOLDINGS LIMITED		10/02/2000
CLOVER OPTION OPERATIONS LIMITED		10/02/2000

WILMINGTON TRUST SP SERVICES (LONDON) LIMITED

Directorships Report

Company Name	O/S	Appointed
CLOVER SECURITISATION LIMITED		10/02/2000
CONSUMER FINANCE HOLDINGS LIMITED		26/08/1998
CONSUMER UNSECURED REPERFORMING LOANS (CURL) PARENT LIMITED		12/04/2007
CONSUMER UNSECURED REPERFORMING LOANS (CURL) PLC		12/04/2007
CRONOS RMBS FUNDING PLC		28/10/2004
CRONOS RMBS HOLDINGS LIMITED		28/10/2004
CUMBERNAULD FUNDING HOLDINGS LIMITED		06/12/2002
CUMBERNAULD FUNDING NO 1 PLC		06/12/2002
CUMBERNAULD FUNDING NO 2 PLC		05/02/2004
CUMBERNAULD FUNDING NO 3 PLC		07/09/2005
DECO 11 - UK CONDUIT 3 HOLDING LIMITED		07/11/2006
DECO 11 - UK CONDUIT 3 PLC		07/11/2006
DECO 12 - UK 4 HOLDING LIMITED		14/02/2007
DECO 12 - UK 4 P L C		14/02/2007
DECO 16 - UK 5 HOLDING LIMITED		18/05/2007
DECO 16 - UK 5 P L C		18/05/2007
DECO 5 - UK LARGE LOAN 1 HOLDING LIMITED		02/09/2005
DECO 5 - UK LARGE LOAN 1 PLC		02/09/2005
DECO 6 - UK LARGE LOAN 2 HOLDING LIMITED		09/11/2005
DECO 6 - UK LARGE LOAN 2 PLC		09/11/2005
DECO 8 - UK CONDUIT 2 HOLDING LIMITED		16/03/2006
DECO 8 - UK CONDUIT 2 PLC		16/03/2006
DECO SERIES 2005-UK CONDUIT 1 HOLDINGS LIMITED		13/06/2005
DECO SERIES 2005-UK CONDUIT 1 PLC		13/06/2005
DRYBARN LIMITED		03/09/2004
EPIC (BARCHESTER) HOLDINGS LIMITED		18/10/2006
EPIC (BARCHESTER) OPTIONS LIMITED		18/10/2006
EPIC (BARCHESTER) PLC		18/10/2006
EQUITY RELEASE FUNDING (NO 4) PLC		02/07/2004
EQUITY RELEASE FUNDING (NO 1) PLC		10/10/2000
EQUITY RELEASE FUNDING (NO 2) PLC		19/04/2002
EQUITY RELEASE FUNDING (NO 3) PLC		18/03/2003
EQUITY RELEASE FUNDING (NO 5) PLC		30/06/2005
EQUITY RELEASE HOLDINGS (NO 5) LIMITED		05/07/2005
EQUITY RELEASE HOLDINGS LIMITED		22/11/2000
ERF TRUSTEE (NO 4) LIMITED		02/07/2004
ERF TRUSTEE (NO 5) LIMITED		05/07/2005
ESTIA MORTGAGE FINANCE II PLC		25/05/2007
ESTIA MORTGAGE FINANCE PLC		03/05/2005
EUREKA EMTN FUNDING PLC		31/03/2000
EUREKA SECURITISATION PLC		30/11/1994
EURO BALTIC PROPERTIES LIMITED		15/10/2004
EUROSAIL 2006-1 PLC		21/03/2006
EUROSAIL 2006-1 PARENT LIMITED		21/03/2006
EUROSAIL 2006-2 PARENT LIMITED		09/06/2006
EUROSAIL 2006-2BL PLC		09/06/2006
EUROSAIL 2006-3NC PARENT LIMITED		21/09/2006
EUROSAIL 2006-3NC PLC		21/09/2006
EUROSAIL 2006-4NP PARENT LIMITED		14/09/2006
EUROSAIL 2006-4NP PLC		14/09/2006
EUROSAIL ASSET CO 2006-1 LIMITED		01/12/2005
EUROSAIL ASSET CO 2006-2 LIMITED		15/11/2005
EUROSAIL OPTIONS LIMITED		23/01/2001
EUROSAIL-UK 2007-1NC PARENT LIMITED		03/01/2007

WILMINGTON TRUST SP SERVICES (LONDON) LIMITED

Directorships Report

Company Name	O/S	Appointed
EUROSAIL-UK 2007-1NC PLC		03/01/2007
EUROSAIL-UK 2007-2NP PARENT LIMITED		01/03/2007
EUROSAIL-UK 2007-2NP PLC		01/03/2007
EUROSAIL-UK 2007-3BL PARENT LIMITED		08/05/2007
EUROSAIL-UK 2007-3BL PLC		08/05/2007
EUROSAIL-UK 2007-4BL PARENT LIMITED		18/06/2007
EUROSAIL-UK 2007-4BL PLC		18/06/2007
FIRST ACTIVE BANK LIMITED		06/11/2000
FIRST ACTIVE COMMERCIAL LIMITED		06/11/2000
FIRST ACTIVE HOLDINGS UK LIMITED		06/11/2000
FIRST FLEXIBLE (NO 7) PLC		01/11/2002
FIRST FLEXIBLE NO 4 PLC		17/10/2001
FIRST FLEXIBLE NO 5 PLC		17/10/2001
FIRSTACTIVE COM LIMITED		20/02/2003
FUNDING FOR EQUITY RELEASE SECURITISATION TRANSACTION (NO 4) LTD		11/05/2004
FUNDING FOR EQUITY RELEASE SECURITISATION TRANSACTION (NO 5) LIMITED		01/07/2005
GERFLOR FINANCE S A	X	28/02/2001
GESB PLC		30/06/1994
GLOBALDRIVE (UK) PLC		01/11/2000
GLOBALDRIVE (UK) SERIES 2 PLC		18/10/2002
GLOBALDRIVE (UK) SERIES 4 PLC		08/11/2005
GLOBALDRIVE (UK) VARIABLE FUNDING I PLC		14/11/2006
GLOBALDRIVE HOLDINGS LIMITED		01/11/2000
GLOBALDRIVE RECEIVABLES TRUSTEE (UK) TWO LIMITED		08/11/2005
GLOBALDRIVE RECEIVABLES TRUSTEE LIMITED		01/11/2000
GOLF (NO 1) HOLDINGS LIMITED		07/09/1995
GRESHAM RECEIVABLES (NO 11) UK LIMITED		22/02/2006
GRESHAM RECEIVABLES (NO 13) UK LIMITED		25/09/2006
GRESHAM RECEIVABLES (NO 14) UK LIMITED		25/09/2006
GRESHAM RECEIVABLES (NO 15) UK LIMITED		15/11/2006
GRESHAM RECEIVABLES (NO 16) UK LIMITED		08/02/2007
GRESHAM RECEIVABLES (NO 2) UK LIMITED		28/05/2003
GRIFONAS FINANCE NO 1 PLC		15/12/2005
GRIFONAS HOLDINGS LIMITED		26/05/2006
GROVE MORTGAGE INVESTMENTS LIMITED		11/09/2007
GUARANTEED OVERSEAS LOAN FINANCE (NO 1) PLC		07/09/1995
HAWTHORN ASSET CO LIMITED		22/11/2006
HAWTHORN HOLD CO LIMITED		22/11/2006
HOLDMILE LIMITED		03/09/2004
HOLMES FINANCING (NO 9) PLC		29/04/2004
HOLMES FINANCING (NO 10) PLC		19/07/2006
HOLMES FINANCING (NO 7) PLC		23/01/2003
HOLMES FINANCING (NO 8) PLC		08/01/2004
HOLMES FINANCING (NO 1) PLC		16/06/2000
HOLMES FINANCING (NO 2) PLC		26/10/2000
HOLMES FINANCING (NO 3) PLC		06/02/2001
HOLMES FINANCING (NO 4) PLC		28/03/2001
HOLMES FINANCING (NO 5) PLC		09/08/2001
HOLMES FINANCING (NO 6) PLC		21/02/2002
HOLMES FUNDING LIMITED		16/06/2000
HOLMES HOLDINGS LIMITED		09/02/1999
HOLMES MASTER ISSUER PLC		24/10/2006
HOLMES TRUSTEES LIMITED		16/06/2000

WILMINGTON TRUST SP SERVICES (LONDON) LIMITED

Directorships Report

Company Name	O/S	Appointed
HONOURS (HOLDINGS) LIMITED		24/02/1999
HONOURS PLC		05/02/1999
HONOURS TRUSTEE LIMITED		23/02/1999
HUTT COMPANY LIMITED		26/01/2000
ING (UK) LISTED REAL ESTATE ISSUER P L C		08/11/2005
ING (UK) REAL ESTATE PARENT LIMITED		03/11/2005
IVYMOUNT LIMITED	X	03/09/2004
KARTA 2005-1 PLC		25/04/2005
KARTA APC LIMITED		25/04/2005
KARTA HOLDINGS LIMITED		25/04/2005
KARTA LNI 1 LIMITED		27/07/2005
KARTA OPTIONS LIMITED		10/06/2005
KEELE RESIDENTIAL FUNDING PLC		16/11/1999
KRF HOLDINGS LIMITED		06/03/2007
KRF MANAGEMENT LIMITED		24/11/2006
L&C PROUDREED HOLDINGS LIMITED		05/08/2005
L G S INVESTMENTS (HOLDINGS) LIMITED		06/04/1995
L G S INVESTMENTS PLC		06/04/1995
LA DEFENSE II (HOLDINGS) LIMITED		17/06/1998
LA DEFENSE II PLC		12/06/1998
LA DEFENSE III (HOLDINGS) LIMITED		19/01/2004
LA DEFENSE III PLC		23/01/2004
LCP PROUDREED PLC		05/08/2005
LEEK FINANCE HOLDINGS LIMITED		24/09/1996
LEEK FINANCE NUMBER ONE PLC		19/09/1996
LITHOS MORTGAGE FINANCING PLC		20/10/2005
LIVINGSTONE MORTGAGES LIMITED		12/12/2005
LOANZONE LIMITED		06/11/2000
MAC NO 1 LIMITED		28/05/1997
MARBLE ARCH RESIDENTIAL SECURITISATION NO 4 PARENT LIMITED		16/06/2006
MARBLE ARCH RESIDENTIAL SECURITISATION NO 4 PLC		16/06/2006
MARSTON'S ISSUER PARENT LIMITED		21/06/2005
MARSTON'S ISSUER PLC		27/06/2005
MORTGAGE FUNDING I LIMITED		23/01/2006
MORTGAGE FUNDING II LIMITED		20/01/2006
MOULTON CAPITAL FINANCE (HOLDINGS) LIMITED		11/05/2005
MOULTON CAPITAL FINANCE LIMITED		11/05/2005
MOUND FINANCING (NO 3) PLC		14/04/2003
MOUND FINANCING (NO 4) PLC		01/09/2005
MOUND FINANCING (NO 5) PLC		05/05/2006
MOUND FUNDING LIMITED		14/01/2000
MOUND HOLDINGS LIMITED		14/01/2000
MOUND LIMITED		09/02/2000
MOUND PECO HOLDINGS LIMITED		01/09/2005
MOUND TRUSTEES LIMITED		14/01/2000
MSA HOLDINGS LIMITED		18/05/1998
OAK SWAP LIMITED		15/10/2004
OAKWOOD MOBIUS PLC		18/01/2005
ORCHARD MORTGAGE INVESTMENTS LIMITED		27/06/2006
ORIGINATED MORTGAGE HOLDINGS LIMITED		22/06/1998
OTE PLC		22/12/1999
OXSHER PLC		03/05/2006
PECOH LIMITED		16/06/2000
PILLAR FUNDING SERIES 2002-1 PLC		01/10/2002

WILMINGTON TRUST SP SERVICES (LONDON) LIMITED

Directorships Report

Company Name	O/S	Appointed
PILLAR FUNDING SERIES 2003-1 PLC		14/04/2003
PILLAR FUNDING SERIES 2004-1 PLC		26/02/2004
PILLAR FUNDING SERIES 2004-2 PLC		19/08/2004
PILLAR FUNDING SERIES 2005-1 PLC		21/10/2005
PILLAR FUNDING SERIES 2008-1 PLC		28/11/2006
PILLAR HOLDINGS LIMITED		01/10/2002
PILLAR OPTIONS LIMITED		01/10/2002
PREFERRED FUNDING LIMITED		12/04/2000
PREFERRED FUNDING ONE LIMITED		12/04/2000
PREFERRED MORTGAGES COLLECTIONS LIMITED		03/02/1995
PREFERRED MORTGAGES RESIDUALS 2 LIMITED		22/07/2004
PREFERRED MORTGAGES RESIDUALS ONE LIMITED		06/01/2004
PREFERRED RESIDENTIAL SECURITIES 05-1 PARENT LIMITED		02/03/2005
PREFERRED RESIDENTIAL SECURITIES 05-1 PLC		02/03/2005
PREFERRED RESIDENTIAL SECURITIES 05-2 PARENT LIMITED		20/07/2005
PREFERRED RESIDENTIAL SECURITIES 05-2 PLC		20/07/2005
PREFERRED RESIDENTIAL SECURITIES 06-1 PARENT LIMITED		20/12/2005
PREFERRED RESIDENTIAL SECURITIES 06-1 PLC		20/12/2005
PREFERRED RESIDENTIAL SECURITIES 5 PLC		02/08/2002
PREFERRED RESIDENTIAL SECURITIES 6 PLC		01/04/2003
PREFERRED RESIDENTIAL SECURITIES 7 PLC		08/08/2003
PREFERRED RESIDENTIAL SECURITIES 8 PLC		11/06/2004
PREMIER PLACE FINANCE LIMITED		06/09/2004
PRESTIGE (NO 1) LIMITED		24/10/2000
PRS 1 LIMITED		06/07/1998
PRS 2 OPTIONS LIMITED		11/10/1999
PRS 5&6 SUB LOAN HOLDINGS LIMITED		04/03/2004
PRS 5&6 SUB LOAN LIMITED		04/03/2004
PRS 5&6 SUB LOAN OPTION LIMITED		04/03/2004
PRS 6 PARENT LIMITED		27/03/2003
PRS 7 PARENT LIMITED		08/08/2003
PRS 8 PARENT LIMITED		11/06/2004
PUNCH TAVERNS (BS) COMPANY LIMITED		12/03/1998
PUNCH TAVERNS (PMH) LIMITED		11/06/1999
PUNCH TAVERNS FINANCE B LIMITED	X	25/06/1999
PUNCH TAVERNS FINANCE PLC		11/03/1998
PUNCH TAVERNS HOLDINGS LIMITED		12/03/1998
PUNCH TAVERNS PROPERTIES LIMITED		09/04/1998
REDEVCO ORIGINAL COMMERCIAL SECURITISATION PLC		01/03/2005
RESLOC OPTIONS LIMITED		22/03/2007
RESLOC UK 2007-1 PLC		13/02/2007
RESLOC UK 2007-2 PLC		27/09/2007
RESLOC UK HOLDINGS LIMITED		13/02/2007
RHM FINANCE LIMITED	X	16/02/2001
ROADCHEF FINANCE LIMITED		18/12/1998
ROCS HOLDINGS LIMITED		01/03/2005
SANDWELL COMMERCIAL FINANCE NO 1 PLC		06/05/2004
SANDWELL COMMERCIAL FINANCE NO 2 PLC		22/07/2005
SANDWELL FINANCE HOLDINGS LIMITED		06/05/2004
SCARLET FUNDING NO 1 PARENT LIMITED		05/06/2006
SCARLET FUNDING NO 1 PLC		05/06/2006
SEAHORSE LIMITED	X	29/11/1996
SESW HOLDING COMPANY LIMITED		26/02/2001
SHARE FUNDING LIMITED		20/02/2003
SHERWOOD CASTLE FUNDING SERIES 2002-1 PLC		22/02/2002

WILMINGTON TRUST SP SERVICES (LONDON) LIMITED

Directorships Report

Company Name	O/S	Appointed
SHERWOOD CASTLE FUNDING SERIES 2002-2 PLC		21/06/2002
SHERWOOD CASTLE FUNDING SERIES 2003-1 PLC		17/06/2003
SHERWOOD CASTLE FUNDING SERIES 2003-2 PLC		28/08/2003
SHERWOOD CASTLE FUNDING SERIES 2003-A LIMITED		02/04/2003
SHERWOOD CASTLE FUNDING SERIES 2003-B LIMITED		17/06/2003
SHERWOOD CASTLE FUNDING SERIES 2004-1 PLC		27/01/2004
SHERWOOD CASTLE FUNDING SERIES 2004-2 PLC		28/04/2004
SHERWOOD CASTLE FUNDING SERIES 2004-3 PLC		23/07/2004
SHERWOOD CASTLE FUNDING SERIES 2005-1 PLC		29/07/2005
SHERWOOD CASTLE FUNDING SERIES 2006-1 PLC		31/08/2006
SHERWOOD CASTLE HOLDINGS LIMITED		22/02/2002
SHERWOOD CASTLE OPTIONS LIMITED		22/02/2002
SNOWDONIA HOLDINGS 2006-1 LIMITED		15/09/2005
SNOWDONIA OPTIONS 2006-1 LIMITED		15/09/2005
SNOWDONIA SECURITIES (1) LIMITED		04/02/2005
SNOWDONIA SECURITIES 2006-1 PLC		20/09/2005
SNOWDONIA TRUSTEE 2006-1 LIMITED		15/09/2005
SPIRIT FUNDING LIMITED	X	19/04/2002
SPIRIT ISSUER PARENT LIMITED		15/10/2004
SPIRIT ISSUER PLC		21/10/2004
SPV MANAGEMENT LIMITED		03/10/2002
STAMPHURST LIMITED		16/04/2003
SUB CLEF LIMITED		25/07/2007
SUB CLEF SAS	X	25/06/2007
SUB HOLDINGS LIMITED		12/06/2007
SUB TOP LIMITED		12/06/2007
TELEREAL SECURITISATION HOLDINGS LIMITED		30/10/2001
TELEREAL SECURITISATION PLC		31/10/2001
TELEREAL SECURITISED PROPERTY HOLDINGS LIMITED		10/12/2001
TELEREAL SECURITISED PROPERTY PARENT LIMITED		10/12/2001
TELEREAL SECURITISED PROPERTY TRUSTEE 1 LIMITED		10/12/2001
TELEREAL SECURITISED PROPERTY TRUSTEE 2 LIMITED		10/12/2001
THE MALL CASH MANAGER LIMITED		04/04/2005
THE MALL FUNDING PLC		04/04/2005
THE MORTGAGE CORPORATION		07/08/1996
THE UNIQUE PUB FINANCE COMPANY PLC		11/05/1999
THEMELEION II MORTGAGE FINANCE PLC		11/05/2005
THEMELEION III HOLDINGS LIMITED		05/05/2006
THEMELEION III MORTGAGE FINANCE PLC		16/05/2006
THEMELEION IV HOLDINGS LIMITED		12/04/2007
THEMELEION IV MORTGAGE FINANCE PLC		12/04/2007
THEMELEION MORTGAGE FINANCE PLC		22/04/2004
TITAN EUROPE 2006-4 FS P L C		18/10/2006
TITAN SERIES UK HOLDINGS LIMITED		18/10/2006
TREEPARK PLC		22/11/2006
TURQUOISE CARD BACKED SECURITIES PLC		10/01/2006
TURQUOISE HOLDINGS LIMITED		10/01/2006
UNIFINANCE 1 LIMITED		03/01/2003
URSUS INTERMEDIATE ISSUER HOLDINGS LIMITED		06/06/2006
URSUS INTERMEDIATE ISSUER PLC		08/06/2006
VILLA PROPERTY HOLDINGS LIMITED	X	15/10/2004
VOYAGER SECURITIES 2007-1 PLC		20/03/2007
VOYAGER SECURITIES HOLDINGS LIMITED		20/03/2007
VPS FUNDING CORPORATION LIMITED		17/08/2005
WEST COAST TRAIN FINANCE PLC		19/07/1999

WILMINGTON TRUST SP SERVICES (LONDON) LIMITED

Directorships Report

Company Name	O/S	Appointed
WHITBREAD FINANCE PARENT LIMITED		20/07/2007
WHITBREAD FINANCE PUBLIC LIMITED COMPANY		28/08/2007
WILMINGTON TRUST SP SERVICES (CAYMAN) LIMITED	X	03/10/2002
WINDERMERE II CMBS HOLDINGS LIMITED		19/09/2003
WINDERMERE II CMBS OPTIONS LIMITED		19/09/2003
WINDERMERE II CMBS PLC		19/09/2003
WINDERMERE II CMBS TRUSTEES LIMITED		06/11/2003
WINDERMERE IV CMBS HOLDINGS LIMITED		11/10/2004
WINDERMERE IV CMBS PLC		11/10/2004
WINDERMERE VI CMBS HOLDINGS LIMITED		30/06/2005
WINDERMERE VI CMBS OPTIONS LIMITED		30/06/2005
WINDERMERE VI CMBS PLC		30/06/2005
WINDERMERE VIII CMBS HOLDINGS LIMITED		15/05/2006
WINDERMERE VIII CMBS OPTIONS LIMITED		15/05/2006
WINDERMERE VIII CMBS PLC		17/05/2006
WINDERMERE XI CMBS HOLDINGS LTD		08/05/2007
WINDERMERE XI CMBS OPTIONS LTD		08/05/2007
WINDERMERE XI CMBS PLC		17/05/2007
YBS COVERED BONDS FINANCE (HOLDINGS) LIMITED		22/09/2006
YBS COVERED BONDS FINANCE LIMITED		22/09/2006
ZOPHONUS LIMITED	X	29/11/1996

Past Directorships

Company Name	O/S	Appointed	Resigned
ACRES (NO 1) PLC		09/01/1995	03/09/2002
ACRES (NO 2) PLC		30/05/1996	03/09/2002
ACRES (NO 3) PLC		12/05/1997	08/04/2003
ACRES HOLDINGS LIMITED		09/01/1995	05/11/2002
ACRES RECEIVABLES (NO 1) LIMITED		07/03/1995	03/09/2002
ACRES RECEIVABLES (NO 2) LIMITED		08/05/1996	03/09/2002
ACRES RECEIVABLES (NO 3) LIMITED		12/05/1997	03/09/2002
ALEHOUSE FINANCE PLC		30/07/1999	29/03/2006
ARCH (CP) FUNDING SERIES 2004-CP-2 LIMITED		19/04/2004	16/11/2005
ART OPTIONS COUNTERPARTY LIMITED		04/06/1999	11/09/2003
AUBURN SECURITIES 1 PLC		12/10/1998	20/02/2006
AUBURN SECURITIES 2 PLC		25/05/2000	15/07/2007
AUTOMOBILE LOAN FINANCE (NO 1) LIMITED		24/02/1999	11/03/2003
AUTOMOBILE RECEIVABLES TRANSACTION (NO 1) PLC		19/04/1999	07/04/2003
BLENHEIM HOME LOANS LIMITED		16/11/2004	21/03/2006
BRIGSTOWE CAPITAL LIMITED		19/08/1999	03/04/2001
BRIGSTOWE HOLDINGS LIMITED		19/08/1999	03/04/2001
BRIGSTOWE LEASING AND FINANCIAL SERVICES LIMITED		19/08/1999	03/04/2001
BROADWAY I INC		21/11/2002	18/02/2006
BURGINHALL 1001 LTD		22/10/1997	30/09/2002
CAR LOAN ASSET SECURITISATION HOLDING LIMITED		26/08/1999	19/08/2003
CAR LOAN ASSET SECURITISATION NO 1 LIMITED		27/08/1999	18/08/2003
CAR LOAN ASSET SECURITISATION TRUSTEE NO 1 LIMITED		27/08/1999	19/08/2003
CARDIFF AUTOMOBILE RECEIVABLES SECURITISATION (UK) NO 2 LIMITED		05/08/1998	06/08/1998
CARDIFF AUTOMOBILE RECEIVABLES SECURITISATION (UK) NO 3 LIMITED		11/02/1999	11/02/1999
CARE HOME OPTIONS LIMITED		16/06/2006	24/01/2007
CARE HOMES 1 LIMITED		16/06/2006	28/11/2006
CARE HOMES 2 LIMITED		16/06/2006	28/11/2006
CARE HOMES 3 LIMITED		16/06/2006	28/11/2006

WILMINGTON TRUST SP SERVICES (LONDON) LIMITED

Directorships Report

Company Name	O/S	Appointed	Resigned
CARNEGIE SPV LIMITED		23/11/2000	17/10/2001
CARS TRUSTEE (UK) NO 4 LIMITED		15/10/1998	11/09/2004
CASEBAND LIMITED		12/02/1992	17/02/1998
CAVENDISH HOME INVESTMENTS NO 1 LIMITED		28/05/1997	17/11/2004
CAVENDISH HOME INVESTMENTS NO 2 LIMITED		28/05/1997	17/11/2004
CAVENDISH HOME INVESTMENTS NO 3 LIMITED		28/05/1997	19/08/2005
CF (IP) LIMITED		16/02/2001	31/08/2005
CHAMBERHURST LIMITED		29/08/2002	14/10/2003
CHESTER ASSET RECEIVABLES DEALINGS NO 1 LIMITED	X	07/07/1995	20/06/2006
CHESTER ASSET RECEIVABLES DEALINGS NO 2 LIMITED	X	12/06/1996	20/06/2006
CHESTER ASSET RECEIVABLES DEALINGS NO 3 LIMITED	X	19/11/1996	20/06/2006
CHESTER ASSET RECEIVABLES DEALINGS NO 4 LIMITED	X	03/07/1997	20/06/2006
CHESTER ASSET RECEIVABLES DEALINGS NO 6 LIMITED	X	28/08/1998	20/06/2006
CHESTER ASSET RECEIVABLES DEALINGS NO 7 LIMITED	X	12/11/1998	20/06/2006
CHESTER ASSET RECEIVABLES DEALINGS NO 8 LIMITED	X	05/05/1999	20/06/2006
CHESTER ASSET RECEIVABLES DEALINGS NO 9 LIMITED	X	24/07/1999	20/06/2006
CITY MORTGAGE COLLATERAL RESERVE NO 1 LIMITED		18/11/1999	19/11/1999
CITY MORTGAGE FUNDING 1 LIMITED		24/03/1997	09/04/2002
CITY PLACE HOLDINGS LIMITED		22/01/1996	17/11/2003
CITY PLACE PURCHASING LIMITED		22/01/1996	10/11/2000
CLOVER FUNDING NO 1 PLC		10/02/2000	29/06/2006
CLOVER FUNDING NO 2 PLC		12/03/2001	17/11/2004
CLOVER FUNDING NO 3 PLC		12/03/2001	18/07/2007
COLISEE FINANCIAL INNOVATION LIMITED		22/01/2001	08/04/2002
COLISEE NO 1 PLC		22/01/2001	08/04/2002
COMPASS FINANCIAL RECEIVABLES B LIMITED		14/10/1998	31/08/2004
COMPASS FINANCIAL RECEIVABLES S LIMITED		11/02/1999	01/07/2003
COMPASS RECEIVABLES TRUSTEE LIMITED		14/10/1998	31/08/2004
CONDUIT TRUSTEE LIMITED		04/10/2000	04/10/2000
CONISTON HOLDINGS CMBS LIMITED		07/11/2001	02/02/2004
CREMONINI FINANCE PLC		03/02/1998	24/04/2006
CURZON FUNDING NO 1 LTD		03/02/1995	28/01/2003
CURZON RT LIMITED		03/02/1995	28/01/2003
DAZZLE-LIGHT PROPERTIES LIMITED		25/10/2002	02/09/2003
DEMOT UKCO LIMITED		25/04/2003	30/06/2004
DOLLBRIGHT LIMITED		23/11/2005	07/02/2006
DOUBLETHERMO LIMITED		30/10/1996	24/09/2003
ENERGY PORTFOLIO FUNDING PLC		13/06/2002	04/02/2004
FI MORTGAGE SECURITIES BV	X	20/02/2003	07/02/2007
FIDEX HOLDINGS LIMITED		14/12/1998	05/01/2005
FIDEX PLC		14/12/1998	05/01/2005
FINANCIERE ESCH		28/02/2001	30/11/2005
FIRST FLEXIBLE NO 1 PLC		14/10/1999	21/10/1999
FIRST FLEXIBLE NO 1 PLC		19/06/2003	16/11/2006
FIRST FLEXIBLE NO 2 PLC		19/06/2003	16/11/2006
FIRST FLEXIBLE NO 3 PLC		19/06/2003	16/11/2006
FIRST FLEXIBLE NO 6 PLC		01/11/2002	24/10/2003
FIRST LEO LIMITED		28/05/1997	16/10/2003
FRHL PLC		25/04/2001	15/07/2002
G-7 PAYMENT RIGHTS PLC		19/05/2000	20/06/2003
GALAXY SECURITISATION HOLDINGS LIMITED		28/03/2000	19/03/2001
GALAXY SPV PLC		26/10/2000	26/10/2000
GALAXY TRUSTEE LIMITED		26/10/2000	26/10/2000
GINGERFORD LIMITED		09/03/1998	03/07/2002
GOLDMODERN LIMITED		19/11/1999	19/11/2003

WILMINGTON TRUST SP SERVICES (LONDON) LIMITED

Directorships Report

Company Name	O/S	Appointed	Resigned
GREAT LAKES RECEIVABLES FINANCING (NO 1) LIMITED		12/05/1999	08/12/2005
GREAT LAKES RECEIVABLES FINANCING (RECEIVABLES TRUSTEE) LIMITED		07/12/1998	08/12/2005
GREAT LAKES RECEIVABLES FINANCING LTD		07/12/1998	09/12/2005
H A LEASING		29/07/1999	29/07/1999
HAVEN FUNDING PLC		12/10/1999	13/10/1999
HAVEN FUNDING (32) PLC		08/12/1997	13/10/1999
HAVEN FUNDING HOLDINGS LIMITED		12/10/1999	13/10/1999
HECTARES (NO 1) LIMITED		19/05/1997	17/12/2002
HECTARES RECEIVABLES (NO 1) LIMITED		20/05/1997	17/12/2002
HIGH HONOURS PLC		14/09/1999	13/03/2001
HOLMES FUNDING NO 1 PLC		12/02/1999	24/03/2005
HOLMES FUNDING NO 2 PLC		03/09/1999	24/03/2005
HOLMES PLACEMENT NO 1 LIMITED		07/08/1996	18/06/2003
HOME TECHNOLOGY RECEIVABLES (NO 1) PLC		26/02/2002	25/09/2003
HOTEL FUNDING LIMITED		17/03/2000	13/03/2001
IGROUPLIMITED		07/04/1998	08/04/1998
ILSE HOLDINGS LIMITED		14/10/1997	18/08/2005
ILSE NO 1 LIMITED		14/10/1997	18/08/2005
ILSE NO 2 PLC		11/12/1998	16/08/2005
INDEXANGLO HOLDINGS LTD		26/09/2000	25/03/2003
INDEXANGLO PLC		23/05/2000	28/02/2003
INTERIM BRIDGE HOLDING CO LIMITED		27/06/2000	13/11/2001
INTERIM BRIDGE TRADING COMPANY NO 3 LTD		28/06/2000	27/11/2001
INTERIM BRIDGE TRADING COMPANY NO 4 LTD		06/07/2000	27/11/2001
INVESTORS IN HEALTH (CHICHESTER NO 1) LIMITED		24/06/1999	23/05/2001
INVESTORS IN HEALTH (CHICHESTER NO 2) LIMITED		24/06/1999	23/05/2001
INVESTORS IN HEALTH (CHICHESTER NO 3) LIMITED		24/06/1999	23/05/2001
INVESTORS IN HEALTH (CHICHESTER NO 4) LIMITED		24/06/1999	23/05/2001
INVESTORS IN HEALTH (CHICHESTER NO 5) LIMITED		24/06/1999	23/05/2001
INVESTORS IN HEALTH (CHICHESTER NO 6) LIMITED		24/06/1999	23/05/2001
INVESTORS IN HEALTH (LYMINGTON) LIMITED		31/01/2000	04/03/2002
INVESTORS IN HEALTH (THAMES GATEWAY) LIMITED		31/01/2000	04/03/2002
INVESTORS IN THE COMMUNITY (BUXTON) LIMITED		27/01/2000	19/11/2001
INVESTORS IN THE COMMUNITY (HACKNEY) LIMITED		27/01/2000	23/05/2001
KINGSWOOD COMMERCIAL REAL ESTATE INVESTMENT PLC		09/01/2007	14/03/2007
LA DEFENSE PLC		27/08/1997	12/04/2005
LADOGA COMPANY LIMITED		13/04/2000	23/12/2005
LEO 1 PLC		28/05/1997	16/10/2003
LEO 2 PLC		28/05/1997	16/10/2003
LEO MORTGAGES LIMITED		28/05/1997	16/10/2003
LEO TRUSTEES LIMITED		28/05/1997	16/10/2003
LONDON CAPITAL FUNDING LIMITED		23/08/1991	08/12/2004
LONDON POWER SB LIMITED		06/03/2000	07/03/2000
LONGYEAR ZA COLLATERAL COMPANY LIMITED		21/07/2005	18/01/2007
MADENICE LIMITED		13/02/1997	21/07/1998
MAJESTIC HOLDINGS LIMITED		18/12/2001	23/12/2005
MATRON 2 TRUSTEES LIMITED		28/05/1997	24/03/2005
MATRON TRUSTEES LIMITED		06/10/1995	24/03/2005
MB (IP) LIMITED		16/02/2001	31/08/2005
MBNA LOAN PORTFOLIO FUNDING LIMITED		02/12/1998	10/05/2005
MBRF TRUSTEE LIMITED		21/03/1997	19/09/2007
MILK STREET INVESTMENTS LIMITED		29/12/1996	30/12/1996
MILK STREET INVESTMENTS NO 4 LIMITED		16/12/1998	16/12/1998
MILK STREET INVESTMENTS NO 5 LIMITED		03/02/2000	03/02/2000

WILMINGTON TRUST SP SERVICES (LONDON) LIMITED

Directorships Report

Company Name	O/S	Appointed	Resigned
MONT BLANC RECEIVABLES FINANCING LIMITED		21/03/1997	19/09/2007
MONUMENT ASSET SECURITISATION COMPANY (UK) LIMITED		11/03/1999	29/09/2004
MOONCREST FUNDING PLC		13/08/1997	22/06/2005
MORLEY FUNDING LIMITED		29/08/2000	30/08/2000
MORLEY LIMITED		29/08/2000	30/08/2000
MORTGAGE FUNDING CORPORATION PLC		09/07/2004	13/03/2007
MOUND FINANCING (NO 1) PLC		14/01/2000	07/06/2007
MOUND FINANCING (NO 2) PLC		30/11/2000	07/06/2007
MUSTARDCROFT LIMITED		12/09/2000	07/08/2004
NIMBUS CORP (UK) LIMITED		10/02/1999	11/02/1999
NIMBUS CORP LIMITED		28/05/1997	06/08/1998
NORTHERN GAS PROCESSING LIMITED		28/05/1997	22/04/2002
ODYSSEY PROJECT FUNDING S A		29/11/2000	19/12/2003
OFFSHORE ENERGY INVESTMENTS LIMITED		30/06/1995	26/09/2000
OMEGRON LIMITED		11/12/1996	22/04/2002
OPTIMAAL FINANCE (HOLDINGS) LIMITED		02/12/2002	04/01/2005
OPTIMAAL FINANCE (UK) PLC		25/11/2002	08/01/2005
ORIGINATED MORTGAGE LOANS 1 PLC		12/05/1998	24/11/2005
ORIGINATED MORTGAGE LOANS 2 PLC		16/10/1998	24/11/2005
ORIGINATED MORTGAGE LOANS 3 PLC		31/12/1998	24/11/2005
ORIGINATED MORTGAGE LOANS 4 PLC		05/08/1999	24/11/2005
ORIGINATED MORTGAGE LOANS 5 PLC		08/02/2000	24/11/2005
ORIGINATED MORTGAGE LOANS 6 PLC		28/06/2000	24/11/2005
ORIGINATED MORTGAGE LOANS 7 PLC		17/10/2000	24/11/2005
ORIGINATED MORTGAGE LOANS 8 PLC		21/12/2000	24/11/2005
P L R SECURITISATION 1999 LIMITED		07/07/1999	10/12/2002
PARALLEL UNIVERSE SPV LIMITED		04/04/2000	19/03/2001
PARCS 1 LIMITED		27/03/1997	29/11/2003
PARCS B LIMITED		05/06/1997	30/01/2004
PARCS LIMITED		05/06/1997	30/01/2004
PERSIAN PUNCH LIMITED		06/11/2003	20/06/2006
PLYMOUTH FUNDING LIMITED		28/05/1997	21/06/2002
PLYMOUTH LIMITED		28/05/1997	21/06/2002
POINTPIPE LIMITED		09/07/1999	21/08/2001
PREFERRED FUNDING FOUR LIMITED		14/08/2003	20/12/2006
PREFERRED FUNDING TWO LIMITED		23/10/2000	20/12/2006
PREFERRED RESIDENTIAL SECURITIES 1 PLC		06/07/1998	17/10/2006
PREFERRED RESIDENTIAL SECURITIES 2 PLC		22/09/1999	17/10/2006
PREFERRED RESIDENTIAL SECURITIES 3 PLC		25/09/2000	17/10/2006
PREFERRED RESIDENTIAL SECURITIES 4 PLC		18/10/2001	17/10/2006
PREMIUM RECEIVABLES INTERMEDIATE SECURITISATION ENTITY FUNDING LIMITED		06/12/2001	12/04/2007
PRESTIGE (NO 2) LIMITED		24/10/2000	10/09/2002
PRIORY SECURITISATION LIMITED		22/05/2000	16/12/2002
PUBMASTER FINANCE LIMITED	X	25/06/1999	01/01/2005
RAPIDSOLAR LIMITED		20/12/1995	26/11/2003
REINSURANCE ENTITY NO 1 LIMITED		08/11/2001	14/05/2005
RESTAUTUMN LIMITED		12/09/2001	17/09/2002
RHBB (IP) LIMITED		16/02/2001	31/08/2005
RHEIN-MAIN NO 11 (U K) LIMITED		02/02/1996	26/02/2007
RHEIN-MAIN NO 3 (U K) LIMITED		13/12/1994	21/06/2005
RHEINGOLD NO 7 (UK) LIMITED		22/02/2000	27/03/2001
RHEINGOLD NO 7 LIMITED		28/02/2000	18/08/2004
RHM FOODBRANDS+ LIMITED		16/02/2001	31/08/2005
RM FUNDS LIMITED		13/12/1994	30/01/2006

WILMINGTON TRUST SP SERVICES (LONDON) LIMITED

Directorships Report

Company Name	O/S	Appointed	Resigned
ROCK FUNDING (NO 1) PLC		22/08/1997	24/10/2002
RPQH LIMITED		06/04/2001	31/07/2001
SACKVILLE TCI PROPERTY NOMINEE (1) LIMITED		27/06/2003	29/10/2004
SACKVILLE TCI PROPERTY NOMINEE (2) LIMITED		27/06/2003	28/10/2004
SASCO EUROPE 1998 C1 OPTIONS LIMITED		03/02/1998	29/04/2003
SASCO EUROPE 1998-C1 HOLDINGS LIMITED		02/02/1998	10/02/2004
SASCO EUROPE 1998-C1 PLC		02/02/1998	10/02/2004
SECOND INTERIM BRIDGE HOLDING CO LTD		21/09/2000	13/11/2001
SECURITISATION HOLDINGS (UK) NO 4 LIMITED		15/10/1998	11/09/2004
SECURITISATION HOLDINGS NO 2 LIMITED		30/06/1992	06/08/1998
SECURITISATION HOLDINGS NO 3 LIMITED		28/05/1997	11/02/1999
SHELF CO (NO 1705) LIMITED		05/08/1999	29/03/2006
SILVER CASTLE LIMITED		10/12/1997	12/04/2005
SILVER NO 1 HOLDINGS LIMITED		31/10/2000	30/04/2007
SILVER NO 1 PLC		10/11/2000	30/04/2007
SONAR 1 PLC		28/05/1997	27/01/2005
SONAR 2 PLC		06/10/1995	27/01/2005
SPIRIT PARENT LIMITED		22/04/2002	16/12/2005
SPIRIT SUPPLY COMPANY LIMITED		22/04/2002	17/05/2005
SPQR FUNDING PLC		26/10/1998	27/01/2005
SPV CAYMAN LIMITED		18/08/1999	03/10/2002
STARGATE SPV LIMITED		26/10/2000	26/10/2000
STARS 1 PLC		28/05/1997	11/03/2005
STARS 2 PLC		28/05/1997	11/03/2005
STILLTOP LIMITED		27/10/1999	28/11/2000
SUNRISE TRUSTEES LIMITED		02/02/1996	04/04/2006
SUPERIOR RECEIVABLES FINANCING (RECEIVABLES TRUSTEE) LIMITED		01/10/1998	08/12/2005
SUPERIOR RECEIVABLES FINANCING LIMITED		01/10/1998	08/12/2005
SUPERIOR TRADEABLE RESIDENTIAL SECURITIES LIMITED		28/05/1997	31/01/2006
SUTTON BRIDGE INVESTORS		06/03/2000	07/03/2000
TEESIDE INVESTMENTS LIMITED		11/08/1999	22/04/2002
THE SWAN GROUP OF COMPANIES LIMITED		26/01/2000	16/02/2001
THORNBEAM LIMITED		28/06/1996	29/10/2002
TMC FUNDING NO 3 LIMITED		07/08/1996	18/06/2003
TMC MORTGAGE SECURITIES NO 1 LIMITED		07/08/1996	30/06/2003
TMC MORTGAGE SECURITIES NO 10 LIMITED		07/08/1996	20/06/2003
TMC MORTGAGE SECURITIES NO 11 LIMITED		07/08/1996	18/06/2003
TMC MORTGAGE SECURITIES NO 2 LIMITED		07/08/1996	30/11/2005
TMC MORTGAGE SECURITIES NO 3 LIMITED		07/08/1996	18/06/2003
TMC MORTGAGE SECURITIES NO 4 LIMITED		07/08/1996	20/06/2003
TMC MORTGAGE SECURITIES NO 5 LIMITED		07/08/1996	18/06/2003
TMC MORTGAGE SECURITIES NO 6 LIMITED		07/08/1996	18/06/2003
TMC MORTGAGE SECURITIES NO 7 LIMITED		07/08/1996	18/06/2003
TMC MORTGAGE SECURITIES NO 8 LIMITED		07/08/1996	20/06/2003
TMC MORTGAGE SECURITIES NO 9 LIMITED		07/08/1996	18/06/2003
TMC P I M B S FIFTH FINANCING LIMITED		07/08/1996	18/06/2003
TMC P I M B S FIRST FINANCING LIMITED		07/08/1996	18/06/2003
TMC P I M B S FOURTH FINANCING LIMITED		07/08/1996	20/06/2003
TMC P I M B S LIMITED		07/08/1996	18/06/2003
TMC P I M B S SECOND FINANCING LIMITED		07/08/1996	18/06/2003
TMC P I M B S SEVENTH FINANCING LIMITED		07/08/1996	18/06/2003
TMC P I M B S SIXTH FINANCING LIMITED		07/08/1996	20/06/2003
TMC P I M B S THIRD FINANCING LIMITED		07/08/1996	18/06/2003
TMC PRIVATE PLACEMENTS NO 1 LIMITED		07/08/1996	18/06/2003

WILMINGTON TRUST SP SERVICES (LONDON) LIMITED

Directorships Report

Company Name	O/S	Appointed	Resigned
TMC TATTENHAM NO 1 PLC		29/05/1998	16/11/2006
TMC TATTENHAM NO 2 PLC		21/01/1999	16/11/2006
TRADE PAYMENT RIGHTS PLC		11/11/1999	28/02/2003
TRAVEL MULTI LIMITED		29/10/1999	18/12/2003
UNIQUE PUB INVESTMENTS LIMITED		11/05/1999	20/04/2006
VAUBAN (NO 1) PLC		05/11/1997	23/01/2001
VCR HOLDING COMPANY LIMITED		15/03/2000	21/11/2006
VIKING CONSUMER RECEIVABLES (NO 1) PLC		16/03/2000	21/11/2006
VIOLET FUNDING LIMITED		19/05/1999	13/02/2004
WESTMINSTER HEALTH CARE FINANCE LIMITED	X	21/12/1999	05/07/2006
WESTMINSTER SECURITISATION LIMITED		29/10/1999	05/07/2006
WINDERMERE CMBS PLC		07/11/2001	02/11/2005
ZESTDEW PLC		28/12/2006	23/02/2007

External Directorships

Company Name	O/S	Appointed
AIR CHRYSALIS SCANDINAVIA LIMITED		23/02/2001
AUTOMOBILE LOAN FINANCE LIMITED		22/01/2001
AUTOMOBILE RECEIVABLES TRANSACTION (NO 1) PLC		19/04/1999
BOWBRIGHT PLC		29/07/2002
CHRONSEL LIMITED		22/01/2001
CHRYSALIS MUSIC PUBLISHING LIMITED		23/02/2001
CITY MORTGAGE FUNDING 1 LIMITED		24/03/1997
CITY PLACE SECURITISATION PLC		22/11/1996
DARTDEW PLC		10/04/2003
DIAMOND MORTGAGE FUNDING LIMITED		03/10/1991
DRYBARN LIMITED		03/09/2004
EUROSAIL 2006-3 BL PARENT LIMITED		26/09/2006
ITALIAN INVESTMENTS (UK) LIMITED		26/09/1996
LA DEFENSE PLC		27/08/1997
PM PARENT LIMITED		19/04/2002
PUNCH TAVERNS FINANCE PLC		11/03/1998
ROCS HOLDINGS LIMITED		01/03/2005
WENCESLAS LIMITED		23/11/1993

Past External Directorships

Company Name	O/S	Appointed	Resigned
CARDIFF AUTOMOBILE RECEIVABLES SECURITISATION (UK) NO 4 PLC		15/10/1998	11/09/2004
F E TRUST		22/01/2001	22/01/2001
H A TRUST		22/01/2001	22/01/2001
HAVEN FUNDING 32 PLC		13/10/1999	13/10/1999
HAVEN FUNDING HOLDINGS 2 LIMITED		13/10/1999	13/10/1999
Test Company	X	23/07/2002	05/01/2005

MARK HOWARD FILER

Directorships Report

Person Details

Name **MARK HOWARD FILER**
QuickRef **FILER-MH**
Occupation **Director**
Nationality **BRITISH**
Date of Birth **08/06/1967**

Addresses

Home	Work
6 BEECHES WOOD KINGSWOOD SURREY KT20 6PR	WILMINGTON TRUST SP SERVICES (LONDON) LIMITED TOWER 42 (LEVEL 11) 25 OLD BROAD STREET LONDON EC2N 1HQ

Directorships

Company Name	O/S	Appointed
2 1/2 DEVONSHIRE SQUARE LIMITED		03/09/2004
280 BISHOPSGATE FINANCE LIMITED		25/10/2004
280 BISHOPSGATE LIMITED		15/10/2004
280 BISHOPSGATE PROPERTY INVESTMENTS LIMITED		15/10/2004
A-BEST THREE HOLDCO LIMITED		07/11/2005
A-BEST THREE HOLDCO SUBSIDIARY LIMITED		08/12/2005
A-BEST THREE RECEIVABLES TRUSTEE LIMITED		11/11/2005
ALLIANCE NO 1 PLC		01/03/2006
ANAPTYXI 2006-1 PLC		29/08/2006
ANAPTYXI APC LIMITED		29/08/2006
ANAPTYXI HOLDINGS LIMITED		29/08/2006
ANAPTYXI OPTIONS LIMITED		29/08/2006
ANGEL FINANCE HOLDING LIMITED		26/07/2007
ANGLO IRISH COVERED BONDS FINANCE (HOLDINGS) LIMITED		28/03/2007
ANGLO IRISH COVERED BONDS FINANCE LIMITED		28/03/2007
ARIANTY HOLDINGS LIMITED		26/07/2007
ARIANTY NO 1 PLC		26/07/2007
ARIANTY SERVICES LIMITED		26/07/2007
ARRAN BUY TO LET MORTGAGES FUNDING NO 1 PLC		17/08/2007
ARRAN BUY TO LET MORTGAGES HOLDING NO 1 LIMITED		17/08/2007
ARRAN BUY TO LET MORTGAGES OPTION NO 1 LIMITED		17/08/2007
ARRAN RESIDENTIAL MORTGAGES FUNDING NO 1 PLC		11/05/2006
ARRAN RESIDENTIAL MORTGAGES FUNDING NO 2 PLC		11/08/2006
ARRAN RESIDENTIAL MORTGAGES FUNDING NO 3 PLC		23/04/2007
ARRAN RESIDENTIAL MORTGAGES HOLDING NO 1 LIMITED		11/05/2006
ARRAN RESIDENTIAL MORTGAGES HOLDING NO 2 LIMITED		11/08/2006
ARRAN RESIDENTIAL MORTGAGES HOLDING NO 3 LIMITED		23/04/2007
ARRAN RESIDENTIAL MORTGAGES OPTION NO 1 LIMITED		17/05/2006
ARRAN RESIDENTIAL MORTGAGES OPTION NO 2 LIMITED		11/08/2006
ARRAN RESIDENTIAL MORTGAGES OPTION NO 3 LIMITED		23/04/2007
ASPIS FINANCE PLC		16/05/2005
ASSET LINK CAPITAL (HOLDINGS) LIMITED		11/03/2005
ASSET LINK CAPITAL (NO 2) LIMITED		23/12/2005
ASSET LINK CAPITAL (NO 3) LIMITED		23/12/2005
ASSET LINK CAPITAL (NO 1) LTD		14/03/2005
ASSET LINK CAPITAL 2 (HOLDINGS) LIMITED		04/04/2006
ASSET LINK CAPITAL 3 (HOLDINGS) LIMITED		04/04/2006

MARK HOWARD FILER

Directorships Report

Company Name	O/S	Appointed
ASSET-BACKED EUROPEAN SECURITISATION TRANSACTION THREE PLC		11/11/2005
AUBURN SECURITIES 4 PLC		02/09/2004
AUBURN SECURITIES 5 PLC		20/06/2005
AUH LIMITED		01/03/2006
BANGLETRAIL LIMITED		12/04/2007
BCT WAREHOUSE LIMITED		11/11/2005
BISHOPSGATE PREMIER FINANCE PLC		19/08/2004
BISHOPSGATE PREMIER HOLDINGS LIMITED		19/08/2004
BISHOPSGATE PREMIER INTERMEDIATE HOLDINGS LIMITED		19/08/2004
BOREALIS INFRASTRUCTURE EUROPE (UK) LIMITED		26/05/2005
CHESTER ASSET OPTIONS NO 2 LIMITED		26/07/2007
CLOVER FUNDING NO 5 PLC		05/11/2004
CONSUMER UNSECURED REPERFORMING LOANS (CURL) PARENT LIMITED		12/04/2007
CONSUMER UNSECURED REPERFORMING LOANS (CURL) PLC		12/04/2007
CRONOS RMBS FUNDING PLC		28/10/2004
CRONOS RMBS HOLDINGS LIMITED		28/10/2004
CUMBERNAULD FUNDING NO 3 PLC		07/09/2005
DECO 11 - UK CONDUIT 3 HOLDING LIMITED		07/11/2006
DECO 11 - UK CONDUIT 3 PLC		07/11/2006
DECO 12 - UK 4 HOLDING LIMITED		14/02/2007
DECO 12 - UK 4 P L C		14/02/2007
DECO 16 - UK 5 HOLDING LIMITED		18/05/2007
DECO 16 - UK 5 P L C		18/05/2007
DECO 5 - UK LARGE LOAN 1 HOLDING LIMITED		02/09/2005
DECO 5 - UK LARGE LOAN 1 PLC		02/09/2005
DECO 6 - UK LARGE LOAN 2 HOLDING LIMITED		09/11/2005
DECO 6 - UK LARGE LOAN 2 PLC		09/11/2005
DECO 8 - UK CONDUIT 2 HOLDING LIMITED		16/03/2006
DECO 8 - UK CONDUIT 2 PLC		16/03/2006
DECO SERIES 2005-UK CONDUIT 1 HOLDINGS LIMITED		13/06/2005
DECO SERIES 2005-UK CONDUIT 1 PLC		13/06/2005
DRYBARN LIMITED		03/09/2004
EPIC (BARCHESTER) HOLDINGS LIMITED		18/10/2006
EPIC (BARCHESTER) OPTIONS LIMITED		18/10/2006
EPIC (BARCHESTER) PLC		18/10/2006
EQUITY RELEASE FUNDING (NO 5) PLC Alternate to ROBIN GREGORY BAKER		08/07/2005
EQUITY RELEASE HOLDINGS (NO 5) LIMITED Alternate to ROBIN GREGORY BAKER		08/07/2005
ERF TRUSTEE (NO 5) LIMITED Alternate to ROBIN GREGORY BAKER		08/07/2005
ESTIA MORTGAGE FINANCE II PLC		25/05/2007
ESTIA MORTGAGE FINANCE PLC		03/05/2005
EURO BALTIC PROPERTIES LIMITED		15/10/2004
EUROSAIL 2006-1 PLC		21/03/2006
EUROSAIL 2006-1 PARENT LIMITED		21/03/2006
EUROSAIL 2006-2 PARENT LIMITED		09/06/2006
EUROSAIL 2006-2BL PLC		09/06/2006
EUROSAIL 2006-3NC PARENT LIMITED		21/09/2006
EUROSAIL 2006-3NC PLC		21/09/2006
EUROSAIL 2006-4NP PARENT LIMITED		14/09/2006
EUROSAIL 2006-4NP PLC		14/09/2006
EUROSAIL ASSET CO 2006-1 LIMITED		01/12/2005
EUROSAIL ASSET CO 2006-2 LIMITED		15/11/2005

MARK HOWARD FILER

Directorships Report

Company Name	O/S	Appointed
EUROSAIL OPTIONS LIMITED		27/05/2005
EUROSAIL-UK 2007-2NP PARENT LIMITED		01/03/2007
EUROSAIL-UK 2007-2NP PLC		01/03/2007
EUROSAIL-UK 2007-3BL PARENT LIMITED		08/05/2007
EUROSAIL-UK 2007-3BL PLC		08/05/2007
FIRST ACTIVE BANK LIMITED Alternate to MARTIN McDERMOTT		21/04/2005
FIRST ACTIVE COMMERCIAL LIMITED Alternate to MARTIN McDERMOTT		21/04/2005
FIRST ACTIVE HOLDINGS UK LIMITED Alternate to MARTIN McDERMOTT		21/04/2005
FIRST FLEXIBLE (NO 7) PLC		10/08/2007
FIRST FLEXIBLE NO 4 PLC		26/07/2007
FIRST FLEXIBLE NO 5 PLC		26/07/2007
FIRST FLEXIBLE NO 6 PLC		26/07/2007
FIRSTACTIVE COM LIMITED Alternate to MARTIN McDERMOTT		21/04/2005
FUNDING FOR EQUITY RELEASE SECURITISATION TRANSACTION (NO 5) LIMITED Alternate to ROBIN GREGORY BAKER		01/07/2005
GLOBALDRIVE (UK) SERIES 2 PLC		01/03/2006
GLOBALDRIVE (UK) SERIES 4 PLC		08/11/2005
GLOBALDRIVE (UK) VARIABLE FUNDING I PLC		14/11/2006
GLOBALDRIVE RECEIVABLES TRUSTEE (UK) TWO LIMITED		08/11/2005
GRESHAM RECEIVABLES (NO 19) UK LIMITED		22/08/2007
GRESHAM RECEIVABLES (NO 11) UK LIMITED		22/02/2006
GRESHAM RECEIVABLES (NO 13) UK LIMITED		25/09/2006
GRESHAM RECEIVABLES (NO 14) UK LIMITED		25/09/2006
GRESHAM RECEIVABLES (NO 15) UK LIMITED		15/11/2006
GRESHAM RECEIVABLES (NO 16) UK LIMITED		08/02/2007
GREYLOCK INVESTMENTS LLC	X	31/07/2007
GRIFONAS FINANCE NO 1 PLC		15/12/2005
GRIFONAS HOLDINGS LIMITED		26/05/2006
GROVE MORTGAGE INVESTMENTS LIMITED		11/09/2007
HAWTHORN ASSET CO LIMITED		22/11/2006
HAWTHORN FINANCE LIMITED		20/07/2007
HOLDMILE LIMITED		03/09/2004
ING (UK) LISTED REAL ESTATE ISSUER P L C		08/11/2005
ING (UK) REAL ESTATE PARENT LIMITED		03/11/2005
IVYMOUNT LIMITED	X	03/09/2004
KARTA 2005-1 PLC		25/04/2005
KARTA APC LIMITED		25/04/2005
KARTA HOLDINGS LIMITED		25/04/2005
KARTA LNI 1 LIMITED		27/06/2005
KARTA OPTIONS LIMITED		10/06/2005
KEELE RESIDENTIAL FUNDING PLC		01/11/2006
KRF HOLDINGS LIMITED		01/11/2006
L&C PROUDREED HOLDINGS LIMITED		16/08/2005
L G S INVESTMENTS (HOLDINGS) LIMITED		01/03/2006
L G S INVESTMENTS PLC		01/03/2006
LCP PROUDREED PLC		16/08/2005
LEEK FINANCE NUMBER ONE PLC		01/03/2006
LITHOS MORTGAGE FINANCING PLC		20/10/2005
LIVINGSTONE MORTGAGES LIMITED		12/12/2005
LOANZONE LIMITED Alternate to MARTIN McDERMOTT		21/04/2005

MARK HOWARD FILER

Directorships Report

Company Name	O/S	Appointed
MAC NO 1 LIMITED		24/08/2004
MARBLE ARCH RESIDENTIAL FUNDING NO 2 LIMITED	X	24/10/2006
MARBLE ARCH RESIDENTIAL FUNDING NO 3 LIMITED	X	04/01/2005
MARBLE ARCH RESIDENTIAL SECURITISATION LIMITED	X	24/10/2006
MARBLE ARCH RESIDENTIAL SECURITISATION NO 4 PARENT LIMITED		16/06/2006
MARBLE ARCH RESIDENTIAL SECURITISATION NO 4 PLC		16/06/2006
MARBLE ARCH RESIDENTIAL SECURITISATION NO 3 LIMITED	X	22/12/2004
MARSTON'S ISSUER PARENT LIMITED		21/06/2005
MARSTON'S ISSUER PLC		27/06/2005
MOULTON CAPITAL FINANCE (HOLDINGS) LIMITED		11/05/2005
MOULTON CAPITAL FINANCE LIMITED		11/05/2005
MOUND FINANCING (NO 4) PLC		01/09/2005
MOUND FINANCING (NO 5) PLC		05/05/2006
MOUND PECO HOLDINGS LIMITED		01/09/2005
OAKWOOD MOBIUS PLC		18/01/2005
ORCHARD MORTGAGE INVESTMENTS LIMITED		27/06/2006
OTE PLC		11/09/2007
OXSHER PLC		03/05/2006
PALAZZO QUATTRO FUNDING LIMITED	X	22/10/2004
PARAGON MORTGAGES (NO 7) PLC		26/07/2007
PARAGON MORTGAGES (NO 10) PLC		26/07/2007
PARAGON MORTGAGES (NO 11) PLC		26/07/2007
PARAGON MORTGAGES (NO 12) PLC		26/07/2007
PARAGON MORTGAGES (NO 13) PLC		26/07/2007
PARAGON MORTGAGES (NO 14) PLC		26/07/2007
PARAGON MORTGAGES (NO 15) PLC		26/07/2007
PARAGON MORTGAGES (NO 16) PLC		30/08/2007
PARAGON MORTGAGES (NO 8) PLC		26/07/2007
PARAGON MORTGAGES (NO 9) PLC		26/07/2007
PARAGON PERSONAL AND AUTO FINANCE (NO 3) PLC		26/07/2007
PARAGON SECURED FINANCE (NO 1) PLC		26/07/2007
PILLAR FUNDING SERIES 2004-2 PLC		19/08/2004
PILLAR FUNDING SERIES 2005-1 PLC		21/10/2005
PILLAR FUNDING SERIES 2008-1 PLC		28/11/2006
PREFERRED FUNDING LIMITED		10/11/2005
PREFERRED FUNDING ONE LIMITED		10/11/2005
PREFERRED MORTGAGES COLLECTIONS LIMITED		22/11/2005
PREFERRED RESIDENTIAL SECURITIES 05-1 PARENT LIMITED		10/11/2005
PREFERRED RESIDENTIAL SECURITIES 05-1 PLC		10/11/2005
PREFERRED RESIDENTIAL SECURITIES 05-2 PARENT LIMITED		20/07/2005
PREFERRED RESIDENTIAL SECURITIES 05-2 PLC		20/07/2005
PREFERRED RESIDENTIAL SECURITIES 06-1 PARENT LIMITED		20/12/2005
PREFERRED RESIDENTIAL SECURITIES 06-1 PLC		20/12/2005
PREFERRED RESIDENTIAL SECURITIES 5 PLC		10/11/2005
PREFERRED RESIDENTIAL SECURITIES 6 PLC		10/11/2005
PREFERRED RESIDENTIAL SECURITIES 7 PLC		10/11/2005
PREFERRED RESIDENTIAL SECURITIES 8 PLC		27/05/2005
PREMIER PLACE FINANCE LIMITED		06/09/2004
PRESTIGE (U S) LIMITED		24/08/2004
PRESTIGE ACQUISITIONS LIMITED		31/08/2004
PRS 1 LIMITED		10/11/2005
PRS 2 OPTIONS LIMITED		10/11/2005
PRS 5&6 SUB LOAN HOLDINGS LIMITED		27/05/2005
PRS 5&6 SUB LOAN LIMITED		27/05/2005

MARK HOWARD FILER

Directorships Report

Company Name	O/S	Appointed
PRS 5&6 SUB LOAN OPTION LIMITED		27/05/2005
PRS 6 PARENT LIMITED		10/11/2005
PRS 7 PARENT LIMITED		10/11/2005
PRS 8 PARENT LIMITED		27/05/2005
PUNCH TAVERNS FINANCE PLC		20/07/2007
REDEVCO ORIGINAL COMMERCIAL SECURITISATION PLC		01/03/2005
RESLOC OPTIONS LIMITED		22/03/2007
RESLOC UK 2007-1 PLC		13/02/2007
RESLOC UK HOLDINGS LIMITED		13/02/2007
ROCS HOLDINGS LIMITED		01/03/2005
SANDWELL COMMERCIAL FINANCE NO 2 PLC		22/07/2005
SANDWELL OPTIONS LIMITED		16/09/2005
SCARLET FUNDING NO 1 PARENT LIMITED		05/06/2006
SCARLET FUNDING NO 1 PLC		05/06/2006
SHERWOOD CASTLE FUNDING SERIES 2005-1 PLC		29/07/2005
SHERWOOD CASTLE FUNDING SERIES 2006-1 PLC		31/08/2006
SHERWOOD CASTLE HOLDINGS LIMITED		27/05/2005
SHERWOOD CASTLE OPTIONS LIMITED		27/05/2005
SHERWOOD FUNDING ISSUER LIMITED	X	28/03/2006
SNOWDONIA HOLDINGS 2006-1 LIMITED		15/09/2005
SNOWDONIA OPTIONS 2006-1 LIMITED		15/09/2005
SNOWDONIA SECURITIES (1) LIMITED		04/02/2005
SNOWDONIA SECURITIES 2006-1 PLC		20/09/2005
SNOWDONIA TRUSTEE 2006-1 LIMITED		15/09/2005
SPIRIT ISSUER PARENT LIMITED		15/10/2004
SPIRIT ISSUER PLC		21/10/2004
SPV ADVISORS LIMITED		06/07/2005
THE MALL CASH MANAGER LIMITED		04/04/2005
THE MALL FUNDING PLC		04/04/2005
THEMELEION II MORTGAGE FINANCE PLC		11/05/2005
THEMELEION III HOLDINGS LIMITED		05/05/2006
THEMELEION III MORTGAGE FINANCE PLC		16/05/2006
THEMELEION IV HOLDINGS LIMITED		12/04/2007
THEMELEION IV MORTGAGE FINANCE PLC		12/04/2007
TITAN EUROPE 2004-1 PUBLIC LIMITED COMPANY	X	08/10/2004
TITAN EUROPE 2004-2 PUBLIC LIMITED COMPANY	X	13/09/2004
TITAN EUROPE 2006-4 FS P L C		18/10/2006
TITAN SERIES UK HOLDINGS LIMITED		18/10/2006
TREEPARK PLC		22/11/2006
TURQUOISE CARD BACKED SECURITIES PLC		10/01/2006
TURQUOISE HOLDINGS LIMITED		10/01/2006
URSUS INTERMEDIATE ISSUER HOLDINGS LIMITED		06/06/2006
URSUS INTERMEDIATE ISSUER PLC		08/06/2006
VILLA PROPERTY HOLDINGS LIMITED	X	15/10/2004
VOYAGER SECURITIES 2007-1 PLC		20/03/2007
VOYAGER SECURITIES HOLDINGS LIMITED		20/03/2007
WILMINGTON TRUST SP SERVICES (LONDON) LIMITED		01/06/2004
WINDERMERE II CMBS HOLDINGS LIMITED		27/05/2005
WINDERMERE II CMBS OPTIONS LIMITED		27/05/2005
WINDERMERE II CMBS PLC		27/05/2005
WINDERMERE II CMBS TRUSTEES LIMITED		27/05/2005
WINDERMERE IV CMBS HOLDINGS LIMITED		11/10/2004
WINDERMERE IV CMBS OPTIONS LIMITED		11/10/2004
WINDERMERE IV CMBS PLC		11/10/2004
WINDERMERE VI CMBS HOLDINGS LIMITED		30/06/2005

MARK HOWARD FILER

Directorships Report

Company Name	O/S	Appointed
WINDERMERE VI CMBS OPTIONS LIMITED		30/06/2005
WINDERMERE VI CMBS PLC		30/06/2005
WINDERMERE VIII CMBS HOLDINGS LIMITED		15/05/2006
WINDERMERE VIII CMBS OPTIONS LIMITED		15/05/2006
WINDERMERE VIII CMBS PLC		17/05/2006
WINDERMERE XI CMBS HOLDINGS LTD		08/05/2007
WINDERMERE XI CMBS OPTIONS LTD		08/05/2007
WINDERMERE XI CMBS PLC		17/05/2007
YBS COVERED BONDS FINANCE (HOLDINGS) LIMITED		22/09/2006
YBS COVERED BONDS FINANCE LIMITED		22/09/2006

Past Directorships

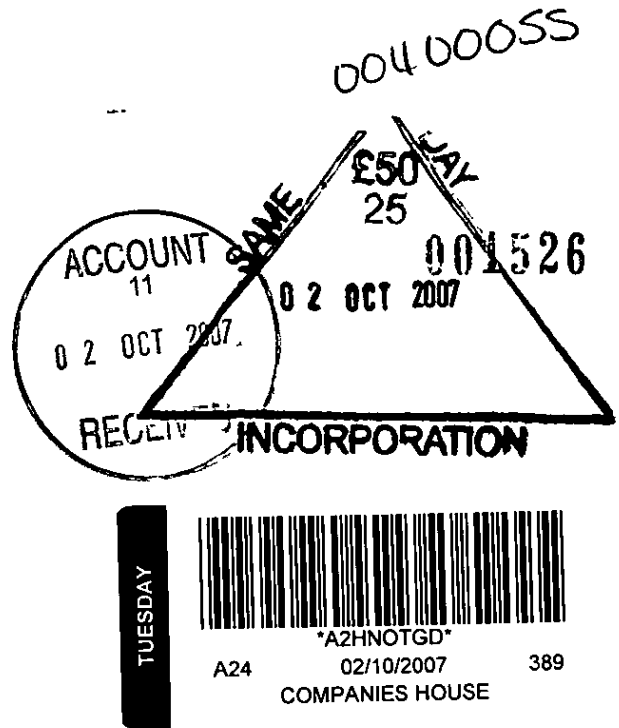
Company Name	O/S	Appointed	Resigned
ALEHOUSE FINANCE PLC		28/09/2004	29/03/2006
BLenheim HOME LOANS LIMITED		16/11/2004	21/03/2006
CARE HOME OPTIONS LIMITED		16/06/2006	24/01/2007
GREYLOCK INVESTMENTS LLC Alternate to JAMES PATRICK JOHNSTON FAIRRIE	X	08/06/2005	20/07/2007
KINGSWOOD COMMERCIAL REAL ESTATE INVESTMENT PLC		04/01/2007	14/03/2007
PREFERRED FUNDING FOUR LIMITED		10/11/2005	20/12/2006
PREFERRED FUNDING TWO LIMITED		10/11/2005	20/12/2006
PREFERRED RESIDENTIAL SECURITIES 1 PLC		10/11/2005	17/10/2006
PREFERRED RESIDENTIAL SECURITIES 2 PLC		10/11/2005	17/10/2006
PREFERRED RESIDENTIAL SECURITIES 3 PLC		10/11/2005	17/10/2006
PREFERRED RESIDENTIAL SECURITIES 4 PLC		10/11/2005	17/10/2006
TITAN SERIES HOLDINGS LIMITED	X	08/10/2004	20/09/2007
VPS FUNDING CORPORATION LIMITED		17/08/2005	25/07/2007
ZESTDEW PLC		28/12/2006	23/02/2007

THE COMPANIES ACTS 1985 to 2006

PUBLIC COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION OF

Ursus 3 (UK) Finance plc

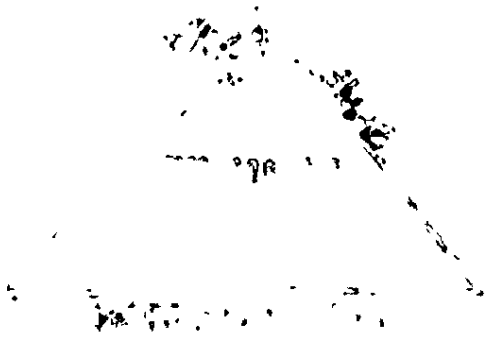


- 1 The Company's name is "Ursus 3 (UK) Finance plc ".
- 2 The Company is to be a public company
- 3 The Company's registered office is to be situated in England and Wales
- 4 1 The object of the Company is to carry on business as a general commercial company.
- 4 2 Without prejudice to the generality of the object and the powers of the Company derived from section 3A of the Act the Company has power to do all or any of the following things -
 - 4 2 1 To purchase, take transfer of, invest in and acquire loans and any security given or provided by any person in connection with such loans, to hold and manage and deal with, sell or alienate such loans and related security, to borrow, raise and secure the payment of money by the creation and issue of bonds, debentures, notes or other securities, to enter into swap transactions or other hedging arrangements and to charge or grant security over its property or assets to secure its obligations
 - 4 2 2 To purchase or by any other means acquire and take options over any property whatever, and any rights or privileges of any kind over or in respect of any property
 - 4 2 3 To apply for, register, purchase, or by other means acquire and protect, prolong and renew, whether in the United Kingdom or elsewhere, any trade marks, patents, copyrights, trade secrets, or other intellectual property rights, licences, secret processes, designs, protections and concessions and to disclaim, alter, modify, use and turn to account and to manufacture under or grant licences or privileges in respect of the same, and to expend money in experimenting upon, testing and improving any patents, inventions or rights which the Company may acquire or propose to acquire

Jordans Limited
21 St Thomas Street
Bristol
BS1 6JS

U29156/CM

U29156



Johns & Co.
21 St Thomas Street
London
E.C. 4

4 2.4 To acquire or undertake the whole or any part of the business, goodwill, and assets of any person, firm, or company carrying on or proposing to carry on any of the businesses which the Company is authorised to carry on and as part of the consideration for such acquisition to undertake all or any of the liabilities of such person, firm or company, or to acquire an interest in, amalgamate with, or enter into partnership or into any arrangement for sharing profits, or for co-operation, or for mutual assistance with any such person, firm or company, or for subsidising or otherwise assisting any such person, firm or company, and to give or accept, by way of consideration for any of the acts or things aforesaid or property acquired, any shares, debentures, debenture stock or securities that may be agreed upon, and to hold and retain, or sell, mortgage and deal with any shares, debentures, debenture stock or securities so received.

4 2 5 To improve, manage, construct, repair, develop, exchange, let on lease or otherwise, mortgage, charge, sell, dispose of, turn to account, grant licences, options, rights and privileges in respect of, or otherwise deal with all or any part of the property and rights of the Company.

4 2 6 To invest and deal with the moneys of the Company not immediately required in such manner as may from time to time be determined and to hold or otherwise deal with any investments made

4 2 7 To lend and advance money or give credit on any terms and with or without security to any person, firm or company (including without prejudice to the generality of the foregoing any holding company, subsidiary or fellow subsidiary of, or any other company associated in any way with, the Company), to enter into guarantees, contracts of indemnity and suretyships of all kinds, to receive money on deposit or loan upon any terms, and to secure or guarantee in any manner and upon any terms the payment of any sum of money or the performance of any obligation by any person, firm or company (including without prejudice to the generality of the foregoing any such holding company, subsidiary, fellow subsidiary or associated company as aforesaid)

4 2.8 To borrow and raise money in any manner and to secure the repayment of any money borrowed, raised or owing by mortgage, charge, standard security, lien or other security upon the whole or any part of the Company's property or assets (whether present or future), including its uncalled capital, and also by a similar mortgage, charge, standard security, lien or security to secure and guarantee the performance by the Company of any obligation or liability it may undertake or which may become binding on it

4 2.9 To draw, make, accept, endorse, discount, negotiate, execute and issue cheques, bills of exchange, promissory notes, bills of lading, warrants, debentures, and other negotiable or transferable instruments

4 2 10 To apply for, promote, and obtain any Act of Parliament, order, or licence of the Department of Trade or other authority for enabling the Company to carry any of its objects into effect, or for effecting any modification of the Company's constitution, or for any other purpose which may seem calculated directly or indirectly to promote the Company's interests, and to oppose any

proceedings or applications which may seem calculated directly or indirectly to prejudice the Company's interests

4.2 11 To enter into any arrangements with any government or authority (supreme, municipal, local, or otherwise) that may seem conducive to the attainment of the Company's objects or any of them, and to obtain from any such government or authority any charters, decrees, rights, privileges or concessions which the Company may think desirable and to carry out, exercise, and comply with any such charters, decrees, rights, privileges, and concessions.

4 2 12 To subscribe for, take, purchase, or otherwise acquire, hold, sell, deal with and dispose of, place and underwrite shares, stocks, debentures, debenture stocks, bonds, obligations or securities issued or guaranteed by any other company constituted or carrying on business in any part of the world, and debentures, debenture stocks, bonds, obligations or securities issued or guaranteed by any government or authority, municipal, local or otherwise, in any part of the world

4 2 13 To control, manage, finance, subsidise, co-ordinate or otherwise assist any company or companies in which the Company has a direct or indirect financial interest, to provide secretarial, administrative, technical, commercial and other services and facilities of all kinds for any such company or companies and to make payments by way of subvention or otherwise and any other arrangements which may seem desirable with respect to any business or operations of or generally with respect to any such company or companies

4.2.14 To promote any other company for the purpose of acquiring the whole or any part of the business or property or undertaking or any of the liabilities of the Company, or of undertaking any business or operations which may appear likely to assist or benefit the Company or to enhance the value of any property or business of the Company, and to place or guarantee the placing of, underwrite, subscribe for, or otherwise acquire all or any part of the shares or securities of any such company as aforesaid.

4 2 15 To sell or otherwise dispose of the whole or any part of the business or property of the Company, either together or in portions, for such consideration as the Company may think fit, and in particular for shares, debentures, or securities of any company purchasing the same

4 2 16 To act as agents or brokers and as trustees for any person, firm or company, and to undertake and perform sub-contracts

4 2 17 To remunerate any person, firm or company rendering services to the Company either by cash payment or by the allotment of shares or other securities of the Company credited as paid up in full or in part or otherwise as may be thought expedient

4 2 18 To distribute among the members of the Company in kind any property of the Company of whatever nature

4 2 19 To pay all or any expenses incurred in connection with the promotion, formation and incorporation of the Company, or to contract with any person, firm or company to pay the same, and to pay commissions to brokers and others for underwriting, placing, selling, or guaranteeing the subscription of any shares or other securities of the Company

4 2 20 To support and subscribe to any charitable or public object and to support and subscribe to any institution, society, or club which may be for the benefit of the Company or its directors or employees, or may be connected with any town or place where the Company carries on business, to give or award pensions, annuities, gratuities, and superannuation or other allowances or benefits or charitable aid and generally to provide advantages, facilities and services for any persons who are or have been directors of, or who are or have been employed by, or who are serving or have served the Company, or any company which is a subsidiary of the Company or the holding company of the Company or a fellow subsidiary of the Company or the predecessors in business of the Company or of any such subsidiary, holding or fellow subsidiary company and to the wives, widows, children and other relatives and dependants of such persons, to make payments towards insurance including insurance for any director, officer or auditor against any liability in respect of any negligence, default, breach of duty or breach of trust (so far as permitted by law), and to set up, establish, support and maintain superannuation and other funds or schemes (whether contributory or non-contributory) for the benefit of any of such persons and of their wives, widows, children and other relatives and dependants, and to set up, establish, support and maintain profit sharing or share purchase schemes for the benefit of any of the employees of the Company or of any such subsidiary, holding or fellow subsidiary company and to lend money to any such employees or to trustees on their behalf to enable any such schemes to be established or maintained

4 2 21 Subject to and in accordance with the provisions of the Act (if and so far as such provisions shall be applicable) to give, directly or indirectly, financial assistance for the acquisition of shares or other securities of the Company or of any other company or for the reduction or discharge of any liability incurred in respect of such acquisition

4 2 22 To procure the Company to be registered or recognised in any part of the world

4.2 23 To do all or any of the things or matters aforesaid in any part of the world and either as principals, agents, contractors or otherwise, and by or through agents, brokers, sub-contractors or otherwise and either alone or in conjunction with others

4 2 24 To do all such other things as may be deemed incidental or conducive to the attainment of the Company's objects or any of them

4 2 25 AND so that -

4.2 25 1 None of the provisions set forth in any sub-clause of this clause shall be restrictively construed but the widest interpretation shall be given to each such

provision, and none of such provisions shall, except where the context expressly so requires, be in any way limited or restricted by reference to or inference from any other provision set forth in such sub-clause, or by reference to or inference from the terms of any other sub-clause of this clause, or by reference to or inference from the name of the Company

4 2 25 2 The word "company" in this clause, except where used in reference to the Company, shall be deemed to include any partnership or other body of persons, whether incorporated or unincorporated and whether domiciled in the United Kingdom or elsewhere

4 2 25 3 In this clause the expression "the Act" means the Companies Act 1985, but so that any reference in this clause to any provision of the Act shall be deemed to include a reference to any statutory modification or re-enactment of that provision for the time being in force

5 The liability of the members is limited

6 The Company's share capital is £50,000 divided into 50,000 shares of £1 each

WE, the subscribers to this Memorandum of Association, wish to be formed into a Company pursuant to this Memorandum, and we agree to take the number of shares shown opposite our respective names

Names and addresses of Subscribers

Number of shares taken
by each Subscriber



1 For and on behalf of
Instant Companies Limited
1 Mitchell Lane
Bristol BS1 6BU

- One



2. For and on behalf of
Swift Incorporations Limited
1 Mitchell Lane
Bristol BS1 6BU


- One

Total shares taken

- Two

Dated 2 October 2007

Witness to the above Signatures -



Glenys Copeland
1 Mitchell Lane
Bristol BS1 6BU

THE COMPANIES ACTS 1985 to 2006

PUBLIC COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION OF

Ursus 3 (UK) Finance plc

1 PRELIMINARY

1.1 The regulations contained in Table A in the Schedule to the Companies (Tables A to F) Regulations 1985 (SI 1985 No 805) as amended by the Companies (Tables A to F) (Amendment) Regulations 1985 (SI 1985 No 1052), The Companies Act 1985 (Electronic Communications) Order 2000 (SI 2000 No 3373), the Companies (Tables A to F) (Amendment) Regulations 2007 (SI 2007 No. 2541) and the Companies (Tables A to F) (Amendment) (No 2) Regulations 2007 (SI 2007 No 2826) so far as it relates to public companies limited by shares (such Table being hereinafter called "Table A") shall apply to the Company save in so far as they are excluded or varied hereby and such regulations (save as so excluded or varied) and the Articles hereinafter contained shall be the Articles of Association of the Company

1.2 In these Articles the expression "the Act" means the Companies Act 1985 and "the 2006 Act" means the Companies Act 2006, but so that any reference in these Articles to any provision of the Act or the 2006 Act shall be deemed to include a reference to any statutory modification or re-enactment of that provision for the time being in force

2 ALLOTMENT OF SHARES

2.1 Shares which are comprised in the authorised but unissued share capital of the Company shall be under the control of the directors who may (subject to sections 80 and 89 of the Act and to articles 2.2 and 2.3 below) allot, grant options over or otherwise dispose of the same, to such persons, on such terms and in such manner as they think fit

2.2 The directors are generally and unconditionally authorised for the purposes of section 80 of the Act to exercise any power of the Company to allot and grant rights to subscribe for or convert securities into shares of the Company up to the amount of the authorised share capital with which the Company is incorporated at any time or times during the period of five years from the date of incorporation and the directors may, after that period, allot any shares or grant any such rights under this authority in pursuance of an offer or agreement so to do

made by the Company within that period. The authority hereby given may at any time (subject to the said section 80) be renewed, revoked or varied by ordinary resolution.

2.3 The directors are empowered to allot and grant rights to subscribe for or convert securities into shares of the Company pursuant to the authority conferred under article 2.2 above as if section 89(1) of the Act did not apply. This power shall enable the directors so to allot and grant rights to subscribe for or convert securities into shares of the Company after its expiry in pursuance of an offer or agreement so to do made by the Company before its expiry.

2.4 Save as authorised by the Act, the Company shall not give, whether directly or indirectly, any financial assistance for the acquisition of shares or other securities of the Company or of its holding company (as defined by section 736 of the Act).

2.5 Save as permitted by section 101(2) of the Act, no shares of the Company shall be allotted except as paid up at least as to one quarter of their nominal value and the whole of any premium.

3 SHARES

3.1 The liability of any member in default in respect of a call shall be increased by the addition at the end of the first sentence of regulation 18 in Table A of the words "and all expenses that may have been incurred by the Company by reason of such non-payment".

4 GENERAL MEETINGS AND RESOLUTIONS

4.1 Every notice convening a general meeting shall comply with the provisions of section 325(1) of the 2006 Act as to giving information to members in regard to their right to appoint proxies, and notices of and other communications relating to any general meeting which any member is entitled to receive shall be sent to the directors and to the auditors for the time being of the Company.

4.2.1 If a quorum is not present within half an hour from the time appointed for a general meeting the general meeting shall stand adjourned to the same day in the next week at the same time and place or to such other day and at such other time and place as the directors may determine, and if at the adjourned general meeting a quorum is not present within half an hour from the time appointed therefor such adjourned general meeting shall be dissolved.

4.2.2 Regulation 41 in Table A shall not apply to the Company.

4.3 Resolutions under section 168 of the 2006 Act for the removal of a director before the expiration of his period of office and under section 391 of the Act for the removal of an auditor before the expiration of his period of office shall only be considered by the Company in general meeting.

4.4 A member present at a meeting by proxy shall be entitled to speak at the meeting and shall be entitled to one vote on a show of hands. In any case where

the same person is appointed proxy for more than one member he shall on a show of hands have as many votes as the number of members for whom he is proxy. A member present at a meeting by more than one proxy shall be entitled to speak at the meeting through each of the proxies but the proxies together shall be entitled to only one vote on a show of hands. In the event that the proxies do not reach agreement as to how their vote should be exercised on a show of hands, the voting power is treated as not exercised. Regulation 54 in Table A shall be modified accordingly.

4.5 Unless resolved by ordinary resolution that regulation 62 in Table A shall apply without modification, the appointment of a proxy and any authority under which the proxy is appointed or a copy of such authority certified notarially or in some other way approved by the directors may be deposited or received at the place specified in regulation 62 in Table A up to the commencement of the meeting or (in any case where a poll is taken otherwise than at the meeting) of the taking of the poll or may be handed to the chairman of the meeting prior to the commencement of the business of the meeting.

5 APPOINTMENT OF DIRECTORS

5.1.1 Regulation 64 in Table A shall not apply to the Company.

5.1.2 The maximum number and minimum number respectively of the directors may be determined from time to time by ordinary resolution. Subject to and in default of any such determination there shall be no maximum number of directors and the minimum number of directors shall be two.

5.2 Regulations 73 to 80 (inclusive) in Table A shall not apply to the Company.

5.3 No person shall be appointed a director at any general meeting unless either -

(a) he is recommended by the directors, or

(b) not less than 14 nor more than 35 clear days before the date appointed for the general meeting, notice signed by a member qualified to vote at the general meeting has been given to the Company of the intention to propose that person for appointment, together with notice signed by that person of his willingness to be appointed.

5.4.1 Subject to article 5.3 above, the Company may by ordinary resolution appoint any person who is willing to act to be a director, either to fill a vacancy or as an additional director.

5.4.2 The directors may appoint a person who is willing to act to be a director, either to fill a vacancy or as an additional director, provided that the appointment does not cause the number of directors to exceed any number determined in accordance with article 5.1.2 above as the maximum number of directors and for the time being in force.

6 BORROWING POWERS

6.1 The directors may exercise all the powers of the Company to borrow money without limit as to amount and upon such terms and in such manner as they think fit, and subject (in the case of any security convertible into shares) to section 80 of the Act to grant any mortgage, charge or standard security over its undertaking, property and uncalled capital, or any part thereof, and to issue debentures, debenture stock, and other securities whether outright or as security for any debt, liability or obligation of the Company or of any third party

7 ALTERNATE DIRECTORS

7.1 Unless otherwise determined by the Company in general meeting by ordinary resolution an alternate director shall not be entitled as such to receive any remuneration from the Company, save that he may be paid by the Company such part (if any) of the remuneration otherwise payable to his appointor as such appointor may by notice in writing to the Company from time to time direct, and the first sentence of regulation 66 in Table A shall be modified accordingly

7.2 A director, or any such other person as is mentioned in regulation 65 in Table A, may act as an alternate director to represent more than one director, and an alternate director shall be entitled at any meeting of the directors or of any committee of the directors to one vote for every director whom he represents in addition to his own vote (if any) as a director, but he shall count as only one for the purpose of determining whether a quorum is present

8 GRATUITIES AND PENSIONS

8.1.1 The directors may exercise the powers of the Company conferred by its Memorandum of Association in relation to the payment of pensions, gratuities and other benefits and shall be entitled to retain any benefits received by them or any of them by reason of the exercise of any such powers

8.1.2 Regulation 87 in Table A shall not apply to the Company.

9 PROCEEDINGS OF DIRECTORS

9.1.1 A director may vote, at any meeting of the directors or of any committee of the directors, on any resolution, notwithstanding that it in any way concerns or relates to a matter in which he has, directly or indirectly, any kind of interest whatsoever, and if he shall vote on any such resolution his vote shall be counted; and in relation to any such resolution as aforesaid he shall (whether or not he shall vote on the same) be taken into account in calculating the quorum present at the meeting

9.1.2 Each director shall comply with his obligations to disclose his interest in contracts under section 317 of the Act

9.1.3 Regulations 94 to 97 (inclusive) in Table A shall not apply to the Company

10 COMMUNICATION BY MEANS OF A WEBSITE

10 1 Subject to the provisions of the 2006 Act, a document or information may be sent or supplied by the Company to a person by being made available on a website

11. THE SEAL

11 1 If the Company has a seal it shall only be used with the authority of the directors or of a committee of directors. The directors may determine who shall sign any instrument to which the seal is affixed and unless otherwise so determined it shall be signed by a director and by the secretary or second director. The obligation under regulation 6 in Table A relating to the sealing of share certificates shall apply only if the Company has a seal. Regulation 101 in Table A shall not apply to the Company

11 2 The Company may exercise the powers conferred by section 39 of the Act with regard to having an official seal for use abroad, and such powers shall be vested in the directors.

12 PROTECTION FROM LIABILITY

12 1 For the purposes of this article a "Liability" is any liability incurred by a person in connection with any negligence, default, breach of duty or breach of trust by him in relation to the Company or otherwise in connection with his duties, powers or office and "Associated Company" shall bear the meaning referred to in section 256 of the 2006 Act. Subject to the provisions of the 2006 Act and without prejudice to any protection from liability which may otherwise apply

(a) the directors shall have power to purchase and maintain for any director of the Company, any director of an Associated Company, any auditor of the Company and any officer of the Company (not being a director or auditor of the Company), insurance against any Liability, and ,

(b) every director or auditor of the Company and every officer of the Company (not being a director or auditor of the Company) shall be indemnified out of the assets of the Company against any loss or liability incurred by him in defending any proceedings in which judgment is given in his favour or in which he is acquitted or in connection with any application in which relief is granted to him by the court from any Liability

12.2 Regulation 118 in Table A shall not apply to the Company

Names and addresses of Subscribers



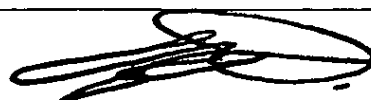
- 1 For and on behalf of
Instant Companies Limited
1 Mitchell Lane
Bristol BS1 6BU



- 2 For and on behalf of
Swift Incorporations Limited
1 Mitchell Lane
Bristol BS1 6BU

Dated 2 October 2007

Witness to the above Signatures -



Glenys Copeland
1 Mitchell Lane
Bristol BS1 6BU