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COMPANIES FORM No. 395

Particulars of a mortgage or charge

294/13

395

Please do not write
in this margin

Pursuant to section 395 of the Companies Act 1985

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

To the Registrar of Companies

For official use

Company Number

2

6391302

Name of company

* Americas Square Limited

Date of creation of the charge

12 December 2008

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

Mortgage Debenture

Amount secured by the mortgage or charge

All liabilities of the Company present and future actual and/or contingent to Coutts
& Co

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

Coutts & Co

Registered Office: 440 Strand, London

Postcode

WC2R 0QS

Presentor's name, address and
reference (if any): Steve Trodd
Coutts & Co
Loan Securities Centre
440 Strand
WC2R 0QSPresentor's reference
and/or telephone number
Steve Trodd 020 7957 2808For official use
Mortgage section

Post room

FRIDAY



A75

ARCN65S3

19/12/2008

180

COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

	By way of legal mortgage all the freehold and leasehold property now vested in or charged to the Company including any Registered Land
1.2	By way of fixed charge all estates or interests in any freehold and leasehold property now and in the future vested in or charged to the Company except the property charged by Clause 1.1
1.3	By way of fixed charge all fixtures and fittings from time to time attached to any freehold and leasehold property of the Company
1.4	By way of fixed charge all the plant and machinery vehicles and computer equipment of the Company present and future not regularly disposed of in the ordinary course of business and all associated warranties and maintenance contracts
1.5	By way of fixed charge all furniture furnishings equipment tools and other chattels of the Company present and future not regularly disposed of in the ordinary course of business
1.6	By way of fixed charge all rents receivable from any lease granted out of any freehold and leasehold property of the Company
1.7	By way of fixed charge all the goodwill and uncalled capital of the Company present and future
1.8	By way of fixed charge all stocks shares and other securities held by the Company from time to time in any subsidiary and all income and rights derived from or attaching to the same
1.9	By way of fixed charge all stocks shares and other securities of the Company present and future (except those charged by Clause 1.8) and all income and rights derived from or attaching to the same
1.10	By way of fixed charge all Intellectual Property Rights choses in action licences and claims of the Company present and future and the insurance policies and proceeds of any insurance from time to time affecting the Property. "Intellectual Property Rights" include (without limitation) all rights in patents inventions copyrights design rights trademarks service marks database rights confidential information know-how domain names and business names
1.11	By way of fixed charge the benefit of any currency or interest rate swap cap or collar or other hedging agreement or any futures transaction or treasury instrument made with the Bank or any third party
1.12	By way of fixed charge all book debts and other debts of the Company present and future and the proceeds of payment or realisation of each of them until the receipt of the proceeds from time to time into an account in accordance with Clause 4.2
1.13	By way of fixed charge all funds standing to the credit of the Company from time to time on any account with the Bank or any other bank or financial institution or organisation including all receipts from time to time paid into an account in accordance with Clause 4.2 Provided that the Bank may without prejudice to this deed permit the Company to make withdrawals from time to time
1.14	By way of floating charge all the undertaking and all property assets and rights of the Company present and future not subject to a fixed charge under this deed

Please do not write in this margin

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

Particulars as to commission allowance or discount (note 3)

Nil
per pro Coutts & Co
Address: Loan Securities Centre
440 Strand
London
WC2R 0QS

Please see notes below.

Signed



Date

18/12/08

On behalf of ~~[company]~~ ~~[Mortgagee/chargee]~~

* Delete as appropriate



**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

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

COMPANY NO. 6391302
CHARGE NO. 2

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A MORTGAGE DEBENTURE DATED
12 DECEMBER 2008 AND CREATED BY AMERICAS SQUARE
LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME
DUE FROM THE COMPANY TO COUTTS & CO ON ANY
ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO
CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 19
DECEMBER 2008

GIVEN AT COMPANIES HOUSE, CARDIFF THE 19 DECEMBER
2008

ABZ



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES