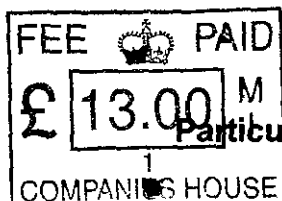


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CHFP077

Please complete
in typescript, or
in bold black
capitals

**LLP395**

Particulars of a mortgage or charge in respect
of a Limited Liability Partnership

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

For official use

LLP Number

~~06307441~~ OC 316197

(Taken from deed)

1		
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Full Name of Limited

Apollo Management International Limited Liability Partnership

Liability Partnership

Date of creation
of the charge

28th day of April 2006

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

Charge over Credit Balance

Amount secured by the
mortgage or charge

All the Limited Liability Partnership's liabilities to Coutts & Co (the 'Bank') of any kind and in any currency (whether present or future actual or contingent and whether incurred alone or jointly with another) including banking charges, commission, interest, costs and expenses.

Signed

For Coutts & Co

Duly Authorised Official

Date

28.4.06

On behalf of [LLP][mortgagee/chargee] (delete as appropriate)

Please give the name, address,
telephone number and e-mail (if avail-
able) of the person Companies
House should contact if there is any
query. (DX addresses are acceptable
for this purpose if you have one).

A01
COMPANIES HOUSE557
03/05/2006Our Ref: Steve Trodd
Coutts & Co

Loan Securities Centre

DX 141812 Covent Garden 5

Tel: 020 7957 2808

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

Names and addresses of the mortgagees or persons entitled to the charge	Coutts & Co 440 Strand London WC2R 0QS	CC
Short particulars of all the property mortgaged or charged	Charge over Credit Balance by the Company whereby the LLP charges by way of first fixed charge all monies from time to time held by the Bank on any current, deposit and/or other Account which the Company may now or hereafter have with the Bank, but limited to £1,280,000.00	T
Particulars as to commission allowance or discount (note 3)		

Notes

1. The original instrument (if any) creating or evidencing the charge, together with these prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of creation of the charge (section 395 *). If the property is situated and the charge was created outside the United Kingdom delivery to the Registrar must be effected within 21 days after the date on which the instrument could in due course of post, and if dispatched with due diligence, have been received in the United Kingdom (section 398 *). A copy of the instrument creating the charge will be accepted where the property charged is situated and the charge was created outside the United Kingdom (section 398 *) and in such cases the copy must be verified to be a correct copy either by the LLP or by the person who has delivered or sent the copy to the registrar. The verification must be signed by or on behalf of the person giving the verification and where this is given by a body corporate it must be signed by an officer of that body. A verified copy will also be accepted where section 398(4) * applies (property situate in Scotland or Northern Ireland) and Form LLP398 is submitted.
2. A description of the instrument, eg "Trust Deed", "Debenture", "Mortgage", or "Legal Charge", etc, as the case may be, should be given.
3. In this section there should be inserted the amount or rate per cent. of the commission, allowance or discount (if any) paid or made either directly or indirectly by the LLP to any person in consideration of his:
 - (a) subscribing or agreeing to subscribe, whether absolutely or conditionally, or
 - (b) procuring or agreeing to procure subscriptions, whether absolute or conditional,
 for any of the debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered.
4. If any of the spaces in this form provide insufficient space the particulars must be entered on the Form LLP395 continuation sheet.
5. Cheques and Postal Orders must be made payable to **Companies House**.

* As applied to LLPs by Schedule 2 of the Limited Liability Partnerships Regulations 2001

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

Pursuant to section 401(2) of the Companies Act 1985 as applied to Limited Liability Partnerships pursuant to Paragraph 4 and Schedule 2 of the Limited Liability Partnerships Regulations 2000.

LLP No. OC316197

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT DEED OF CHARGE OVER CREDIT BALANCES DATED THE 28th APRIL 2006 AND CREATED BY APOLLO MANAGEMENT INTERNATIONAL LLP FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE LIMITED LIABILITY PARTNERSHIP TO COUTTS & CO ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 AS APPLIED TO LIMITED LIABILITY PARTNERSHIPS PURSUANT TO PARAGRAPH 4 AND SCHEDULE 2 OF THE LIMITED LIABILITY PARTNERSHIPS REGULATIONS 2000 ON THE 3rd MAY 2006.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 8th MAY 2006.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

Dx JL.