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CHFP041

Please complete  
in typescript, or  
in bold black  
capitals

415639/13

# 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

OC 327678

Full Name of Limited Liability Partnership

ALBEMARLE CROYDON LLP ("the LLP")

Date of creation of the charge

6 June 2006 \* see fax 06/06/07

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

Legal Mortgage

Amount secured by the mortgage or charge

The LLP is to pay to the Governor and Company of the Bank of Ireland the "Bank") all monies and discharge all obligations and liabilities now or hereafter due, owing or incurred to the Bank when the same become due for payment or discharge whether by acceleration or otherwise. The monies, obligations or liabilities which are due, owing or incurred to the Bank may be

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- (i) express or implied;
  - (ii) present, future or contingent,
  - (iii) joint or several;
  - (iv) incurred as principal or under a guarantee or indemnity to the Bank,
  - (v) originally owing to the Bank or purchased or otherwise acquired by it;
  - (vi) denominated in sterling or in any other currency, or
  - (vii) incurred on any banking or other account or in any other manner (together the "Debt")

Signed

Date

12 June 2007

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

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. You must give information that you

Osborne Clarke

2 Temple Back East, Temple Quay, Bristol

BS1 6EG

Tel 0117 917 3202

E-mail michael.o'hare@osborneclarke.com



PMO 20-6-7 118  
COMPANIES HOUSE  
\*APVQPQED\*  
14/06/2007 361  
COMPANIES HOUSE

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

LLP395/1

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

Governor and Company of the Bank of Ireland, c/o Bristol & West  
Property Finance, PO Box 27, Bristol BS99 7AX

C-I

Short particulars of all the  
property mortgaged  
or charged

With full title guarantee the LLP charged as security for the Debt

(a) by way of a legal mortgage the freehold property known as 11 Wellesley Road Croydon CR0 0XD (registered at the Land Registry under title number SGL648582 and SGL663006) (the "Property") and all buildings, fixtures (including trade fixtures) and fixed plant and machinery from time to time on the Property together with all estates, rights, title, options, easements and privileges appurtenant to, or benefiting the Property;

(b) by way of fixed charge any shares in any company the ownership of which by the LLP is incidental to the estate or interest of the LLP in the Property;

(c) by way of fixed charge the benefit of all guarantees, indemnities, rent deposits, agreements, contracts, undertakings and warranties relating to any of the property charged by the Mortgage;

(d) by way of assignment the goodwill of the business carried on by the LLP at the Property, and

(e) by way of assignment all monies from time to time payable to the LLP under or pursuant to all present and future contracts or policies of insurance effected by the LLP or to which the LLP is entitled in respect of any of the property charged by the Mortgage.

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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 company or by the person who has delivered or sent the copy to the Registrar The verification must be signed by or on behalf of the person giving the verification and where this is given by a body corporate it must be signed by an officer of that body. A verified copy will also be accepted where section 398(4)\* applies (property situate in Scotland or Northern Ireland) and Form 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 A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge Cheques and Postal Orders must be made payable to **Companies House**.

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

Osborne  
Clarke

Companies House  
DX 33050  
Cardiff

20 June 2007

Your ref    FAO Maria  
Our ref    MOH/0918834/O3682004/PAH

*By Fax and DX*

Dear Sirs

**Albemarle Croydon LLP**  
**LLP number OC327678**

Further to the telephone conversation between our offices this morning, we would be grateful if you could correct the typographical error in both of the LLP forms 395 enclosed with our letter of the 12 June to change the date of creation of the charge in each case from the 6 June 2006 to the 6 June 2007

We are grateful for you drawing this to our attention and regret any inconvenience caused

Yours faithfully

Michael O'Haire  
Associate  
Osborne Clarke

Direct tel            +44 (0) 117 917 3202  
Direct fax           +44 (0) 117 917 3203  
e-mail                michael.o'haire@osborneclarke.com

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 OC327678

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL MORTGAGE DATED THE 6th JUNE 2007 AND CREATED BY ALBEMARLE CROYDON LLP FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE LIMITED LIABILITY PARTNERSHIP TO THE GOVERNOR AND COMPANY OF THE BANK OF IRELAND 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 20th JUNE 2007

GIVEN AT COMPANIES HOUSE, CARDIFF THE 21st JUNE 2007



*Companies House*  
— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES