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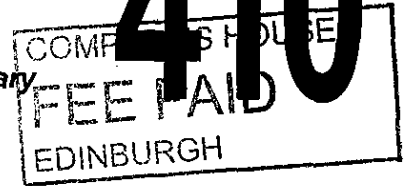
COMPANIES FORM NO. 410(Scot)

Particulars of a charge created by a company registered in Scotland

CHWP000

A fee of £10 (£13 for forms delivered on or after 1 February 2005) is payable to Companies House in respect of each register entry for a mortgage or charge.

Pursuant to section 410 of the Companies Act 1985



Please do not
write in
this margin

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

*Insert full name
of Company

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

For official use

Company number

278215

Name of company

* HB Real Estate Limited

Date of creation of the charge (note 1)

12 August 2005

Description of the instrument (if any) creating or evidencing the charge (note 1)

BOND & FLOATING CHARGE

Amount secured by the charge

All the Company's liabilities to Adam & Company plc ('Adam') 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.

Names and addresses of the persons entitled to the charge

Adam & Company plc

22 Charlotte Square

Edinburgh EH2 4DF

Presentor's name address telephone
number and reference (if any):
Credit Administration & Documentation
Department
Adam & Company plc
22 Charlotte Square
Edinburgh
Reference:
Telephone Number: 0131 225 8484

For official Use (10/03)
Charges Section

Post room



Short particulars of all the property charged

The whole of the property (including uncalled Capital) which is or may be from time to time while the security is in force comprised in the property and undertaking of the Company.

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write in
this margin

Note: The Bond and Floating Charge contains provisions by which the Company undertakes to Adam that it will:-

- (a) not without the previous written consent of Adam dispose of any of the Company's heritable, freehold or leasehold property or any estate or interest therein or (other than in the ordinary course of business) any of its property assets or rights; and
- (b) not without the previous written consent of Adam grant or accept a renunciation or surrender of any lease or licence of or part with or share possession or occupation of the Company's heritable freehold or leasehold property or any part of it.

Please complete
legibly, preferably
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bold block lettering

Statement, in the case of a floating charge, as to any restrictions on power to grant further securities and any ranking provision (note 2)

The Bond & Floating Charge (the 'Floating Charge') provides that:-

- (i) except with the previous written consent of Adam, the Company will not create or permit to arise any fixed security or floating charge or lien (including in each case one which ranks after the Floating Charge as well as one which has priority over or ranks pari passu with the Floating Charge) on any of its undertaking property assets or rights, other than in favour of Adam;
- (ii) unless otherwise agreed in writing by Adam, the Floating Charge shall, subject to Section 464(2) of the Companies Act 1985 and to provision referred to in (iii) below, rank in priority to any fixed security or any other floating charge which shall be created by the Company after its execution of the Floating Charge;
- (iii) any fixed security granted by the Company in favour of Adam either before or after the Company's execution of the Floating Charge shall in all respects rank in priority to the Floating Charge.

Particulars as to commission, allowance or discount paid (see section 413(3))

NIL

For Adam & Company plc

Signed

Date

On behalf of

Adam & Company plc (Bankers)
12, Chambers Square
Edinburgh
EH2 4DF

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payable to
Companies House
in respect of each
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mortgage or
charge.
(See Note 5)

Notes

†delete as
appropriate

- 1 A description of the instrument e.g. "Standard Security" "Floating Charge" etc, should be given. For the date of creation of a charge see section 410(5) of the Act. (Examples - date of signing of an Instrument of Charge; date of recording/registration of a Standard Security; date of intimation of an Assignment.)
- 2 In the case of a floating charge a statement should be given of (1) the restrictions, if any, on the power of the company to grant further securities ranking in priority to, or pari passu with the floating charge; and/or (2) the provisions, if any, regulating the order in which the floating charge shall rank with any other subsisting or future floating charges or fixed securities over the property which is the subject of the floating charge or any part of it.
- 3 A certified copy of the instrument, if any, creating or evidencing the charge, together with this form with the prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of the creation of the charge. In the case of a charge created out of the United Kingdom comprising property situated outside the U.K., within 21 days after the date on which the copy of the instrument creating it could, in due course of post, and if despatched with due diligence, have been received in the U.K. Certified copies of any other documents relevant to the charge should also be delivered.
- 4 A certified copy must be signed by or on behalf of the person giving the certification and where this is a body corporate it must be signed by an officer of that body.
- 5 A fee of £10 (£13 for forms delivered on or after 1 February 2005) is payable to Companies House in respect of each register entry for a mortgage or charge. Cheques and postal orders are to be made payable to **Companies House**
- 6 The address of the Registrar of Companies is: Companies House, 37 Castle Terrace, Edinburgh EH1 2EB
DX 235 Edinburgh or LP-4 Edinburgh 2

FILE COPY



**CERTIFICATE OF THE REGISTRATION
OF A CHARGE**

Company number 278215

I hereby certify that a charge created by

H B REAL ESTATE LIMITED

on 12 AUGUST 2005

for securing ALL SUMS DUE, OR TO BECOME DUE

in favour of ADAM & COMPANY PLC

was delivered pursuant to section 410 of the Companies Act, 1985,
on 16 AUGUST 2005 given at Companies House, Edinburgh
17 AUGUST 2005



C O M P A N I E S H O U S E



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