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COMPANIES FORM No. 410(Scot)

Particulars of a charge created by a company registered in Scotland

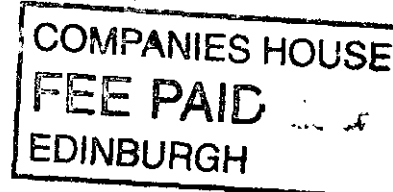
410

CHFP021

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

*Please do not
write in
this margin*

Pursuant to section 410 of the Companies Act 1985

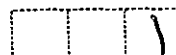


*Please complete
legibly, preferably
in black type, or
bold block lettering*

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

For official use

Company number



SC328535

Name of company

*The Abbotsford Trust

** insert full name
of company*

Date of creation of the charge (note 1)

2 February 2009

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

Standard Security

Amount secured by the charge

ALL SUMS DUE OR TO BECOME DUE OR PRESTABLE OR TO BECOME PRESTABLE

Names and addresses of the persons entitled to the charge

The Scottish Ministers

Presentor's name address telephone
number and reference (if any):

Morton Fraser LLP
30-31 Queen Street
Edinburgh

SHS100 X258
0131 247 1000

For official use (06/2005)
Charges Section



Short particulars of all the property charged.

*Please do not
write in
this margin*

The property known as and forming the mansion house known as Abbotsford House, Abbotsford, Melrose, Roxburghshire and the garden ground pertaining thereto.

*Please complete
legibly, preferably
in black type, or
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)

N/A

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

N/A

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to Companies
House in respect
of each register
entry for
a mortgage or
charge.
(See Note 5)*

Signed

for Morton Fraser LLP

Date 12/02/2009

On behalf of ~~XXXXXX~~ [chargee] †

FOR MORTON FRASER LLP.

Notes

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.

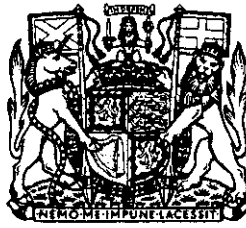
3. A certified copy of the instrument, if any, creating or evidencing the charge, together with this form with the prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of the creation of the charge. In the case of a charge created out 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 £13 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 EH12EB
DX 235 Edinburgh 1 or LP - 4 Edinburgh 2

† delete as
appropriate



FILE COPY

**CERTIFICATE OF THE REGISTRATION
OF A CHARGE**

COMPANY NO. 328535

CHARGE NO. 1

I HEREBY CERTIFY THAT A CHARGE CREATED BY THE
ABBOTSFORD TRUST

ON 2 FEBRUARY 2009

FOR SECURING ALL SUMS DUE OR TO BECOME DUE

IN FAVOUR OF THE SCOTTISH MINISTERS

WAS DELIVERED PURSUANT TO SECTION 410 OF THE
COMPANIES ACT 1985 ON 13 FEBRUARY 2009

GIVEN AT COMPANIES HOUSE, EDINBURGH 14 FEBRUARY
2009



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES