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

*insert full name
of Company

COMPANIES FORM No. 395**Particulars of a mortgage or charge**

005621/91

395

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

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number

3111

04910331

Name of company

* BRIGHTWELL (2003) LIMITED

Date of creation of the charge

7 September 2007

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

DEBENTURE

Amount secured by the mortgage or charge

ALL MONIES due or to become due from the Company to COMMERCIAL ACCEPTANCES
(UK) LIMITED

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

COMMERCIAL ACCEPTANCES (UK) LIMITED
23B GROVE END ROAD, LONDON

Postcode NW8 9BP

Presentor's name address and
reference (if any)

JOELSON WILSON & CO
DX 9001
WEST END

CE 3020 262

Time critical reference

For official Use (06/2005)

Mortgage Section

Post room

WEDNESDAY



ADUQAT3D

A21

19/09/2007

727

COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

- 1 By way of legal mortgage all freehold and leasehold property now vested in the Company together with all buildings fixtures (including trade fixtures) and fixed plant and machinery from time to time on that property
- 2 By way of fixed charge all estates or interests in any freehold and leasehold property of the Company (not being property charged by Clause 2 1 1) now and in the future vested in the Company together with all buildings fixtures (including trade fixtures) and fixed plant and machinery from time to time on that property
- 3 By way of fixed charge all stocks shares and loan capital of the Company in any subsidiary of the Company
- 4 By way of fixed charge all the goodwill and uncalled capital for the time being of the Company
- 5 By way of fixed charge all book debts and other debts now and in the future due or owing to the Company
- 6 By way of fixed charge all intellectual property rights choses in action and claims now and in the future belonging to the Company
- 7 By way of floating charge all the Company's present and future undertaking and assets whatever and wherever including (without limitation) all other property and assets not subject to a fixed charge under this Debenture

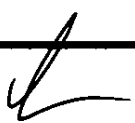
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Please complete legibly, preferably in black type, or bold block lettering

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Particulars as to commission allowance or discount (note 3)

nil



Signed

Date 18/09/2007

On behalf of ~~XXXXXXXXXXXXXXXXXXXX~~ (chargee) †

A fee is payable to Companies House in respect of each register entry for a mortgage or charge (See Note 5)

† delete as appropriate

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 No 398 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 company 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 prescribed 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**.
- 6 The address of the Registrar of Companies is **Companies House, Crown Way, Cardiff CF14 3UZ**.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No 04910331

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 7th SEPTEMBER 2007 AND CREATED BY BRIGHTWELL (2003) LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO COMMERCIAL ACCEPTANCES (UK) LIMITED WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 19th SEPTEMBER 2007

GIVEN AT COMPANIES HOUSE, CARDIFF THE 21st SEPTEMBER 2007

Dx. Stacy



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES