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CHFP041

COMPANIES FORM No. 395

023022/13

395

Particulars of a mortgage or charge

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

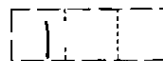
Please complete
legibly, preferably
in black type or
bold block
lettering

* Insert full name
of company

Pursuant to section 395 of the Companies Act 1985

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

For official use Company number



05350879

Name of company

*Aerocare International Limited

Date of creation of the charge

27 September 2007

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

20

Rent Deposit Deed made between ING (UK) Listed Real Estate Nominee (No 1) Limited and ING (UK) Listed Real Estate Nominee (No 2) Limited ("the Landlord") (1) and Aerocare International Limited ("the Tenant") (2)

Amount secured by the mortgage or charge

7

If the Tenant shall not during the period of fourteen days after the due date pay to the Landlord or its agents the rent interest or any other moneys payable to the Landlord pursuant to a Lease ("the Lease") of unit 3 Easter Court Europa Boulevard Warrington Cheshire then the amount of such rent interest or other moneys as shall from time to time be due and unpaid may be withdrawn from the deposit account by and paid to the Landlord

If the Tenant shall not observe and perform any other covenants in the Lease and there shall become payable to the Landlord by reason thereof damages costs expenses or other moneys then the amount of such damages costs expenses or other moneys to which the Landlord is entitled pursuant to the terms of the Lease may be withdrawn from the deposit account by and paid to the Landlord

If a liquidator of the Tenant shall be appointed and such liquidator shall disclaim the Lease or if the Lease shall be forfeited and the Landlord shall in either event suffer losses costs claims or damages as a result (including without prejudice to the generality of the foregoing the loss of rent and other expenses arising until the Landlord shall re let the premises demised by the Lease) then the amount of such losses costs claims or damages may be withdrawn from the deposit account by and paid to the Landlord

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

ING (UK) Listed Real Estate Nominee (No 1) Limited and ING (UK) Listed Real Estate Nominee (No 2) Limited whose registered offices are Trafalgar Court Les Banques St Peter Port Guernsey

Postcode

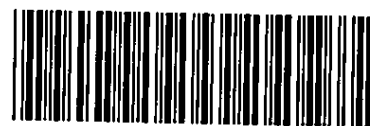
Presenter's name, address and
reference (if any)
FRESHFIELDS BRUCKHAUS
DERINGER
65 FLEET STREET, LONDON
UNITED KINGDOM EC4Y 1HS
DX 23 LONDON/CHANCERY LA
Ref CAM/SPA

Time critical reference

For official use (02/2006)
Mortgage Section

Post room

MONDAY



LD3

LZRSBTFM

01/10/2007

356

COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

The sum of Thirty thousand four hundred and sixty two pounds (£30,462 00) to be held by the Landlord or the Landlord's managing agents on deposit in a separate designated account at such bank as shall from time to time be the clearing bank of the Landlord or the Landlord's managing agents in the name of the Landlord (or in the case of the managing agents in a client account for the benefit of the Landlord)

Please do not
write in
this margin

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

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

Particulars as to commission allowance or discount (note 3)

Not applicable

Signed

Date 27 September 2007

On behalf of ~~company~~ [mortgagee/chargee] †

† 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 are to be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is - Companies House, Crown Way, Cardiff CF4 3UZ.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No 05350879

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT RENT DEPOSIT DEED DATED THE 27th SEPTEMBER 2007 AND CREATED BY AEROCARE INTERNATIONAL LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO ING (UK) LISTED REAL ESTATE NOMINEE (NO.1) LIMITED AND ING (UK) LISTED REAL ESTATE NOMINEE (NO 2) LIMITED UNDER THE TERMS OF THE AFOREMENTIONED INSTRUMENT CREATING OR EVIDENCING THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 1st OCTOBER 2007

GIVEN AT COMPANIES HOUSE, CARDIFF THE 8th OCTOBER 2007

Handwritten signature



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES