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COMPANIES FORM No. 395

Particulars of a mortgage or charge

A fee of £10 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

3223028

Name of company

* Amazon.co.uk Limited

Date of creation of the charge

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

A rent deposit deed (the "Deed") dated 29 August 2000 made between (1) Amazon.co.uk Limited (the "Tenant") and (2) The London County Freehold and Leasehold Properties Limited (the "Landlord") in respect of a lease (the "Lease") of premises at Ground to Eighth Floors, Patriot Court, The Grove, Slough dated 30 September 1999 between (Cont'd)

Amount secured by the mortgage or charge

The payment of the rents reserved by and for the performance of the Tenant's obligations under the Lease.

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

The London County Freehold and Leasehold Properties Limited, 103 Wigmore Street, London and its successors in title

Postcode W1H 9AB

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

Simmons & Simmons
21 Wilson Street
London
EC2M 2TX

6D/X51856/SRE/TZG

Time critical reference

For official Use
Mortgage Section

Post room



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COMPANIES HOUSE

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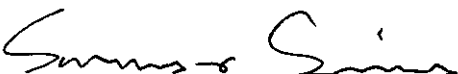
The Deposit Account, the amount now standing to the credit of the Deposit Account, and any other money credited to the Deposit Account at any time.

The Deposit Account is defined in the Deed as an interest bearing account designated with the name of the Tenant and the Property to be opened by the Landlord with a reputable financial institution in which the Deposit is from time to time lodged, it being agreed that such account may be changed from time to time. The Landlord includes successors in title to the London County Freehold and Leasehold Properties Limited.

Please do not write in this margin

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

Particulars as to commission allowance or discount (note 3)

Signed 

Date 08 September 2000

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

The London County Freehold and Leasehold Properties Limited

A fee of £10 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 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

Please do not
write in this
binding margin

Particulars of a mortgage or charge (continued)

Continuation sheet No 1
to Form No 395 and 410 (Scot)

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

Company Number

3223028

Name of Company

Amazon.co.uk Limited

~~limited~~*

* delete if
inappropriate

Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2)

(cont/d)....

(1) the Landlord and (2) the Tenant as varied by a Retrospective Licence to Make Alterations and a Deed of Variation made between the same parties dated 08 September 2000 together with any documents which are supplemental to or connected with it and a Deed of Guarantee dated 30 September 1999 and made between (1) the Tenant (2) Amazon.com Inc and (3) the Landlord as supplemented and varied by a deed of variation made between the same parties and dated 29 August 2000.

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

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03223028

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A RENT DEPOSIT DEED DATED THE 29th AUGUST 2000 AND CREATED BY AMAZON.CO.UK LTD. FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE LONDON COUNTY FREEHOLD AND LEASEHOLD PROPERTIES LIMITED UNDER THE LEASE DATED 30 SEPTEMBER 1999 WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 12th SEPTEMBER 2000.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 14th SEPTEMBER 2000 .

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THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



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