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legibly, preferably
in black type, or
bold block lettering

* insert full name
of company

COMPANIES FORM No. 395 Particulars of a mortgage or charge

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 395 of the Companies Act 1985

To the Registrar of Companies
(address on page 2 - Note 5)

For official use

Company number

4

03341041

Name of company

* WORLD ARCHIPELAGO INTERNET LIMITED

Date of creation of the charge

23rd June 2005

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

Rent Deposit Deed

Amount secured by the mortgage or charge

Any expense or loss incurred by the Chargee by reason of any breach of the Company's covenants and conditions under a Lease of second floor rear office suite at Truebell House 59 Fulham High Street London SW6 3JJ made between the Chargee and the Company dated 23rd June 2005, or arising from any forfeiture or disclaimer of the aforementioned Lease, interest or costs.

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

Truebell Plc of Truebell House, Lombard Road, London

Postcode SW19 3TZ

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

Woodfords Solicitors
70-72 Parsons Green Lane
London SW4 4HU

40/16233

Time critical reference

For Official Use
Mortgage Section

Post room



A23
COMPANIES HOUSE

0207
29/06/05

Short particulars of all the property mortgaged or charged

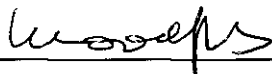
The initial deposit of £3,562.50 (THREE THOUSAND FIVE HUNDRED AND SIXTY TWO POUNDS AND FIFTY PENCE) deposited in the Deposit Account (as defined in the Rent Deposit Deed) until it is closed in accordance with the Rent Deposit Deed together with any monies paid into the Deposit Account from time to time.

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

Particulars as to commission allowance or discount (note 3)

Signed



Date 27th June 2005

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

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 £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, 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. 03341041

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT RENT DEPOSIT DEED DATED THE 23rd JUNE 2005 AND CREATED BY WORLD ARCHIPELAGO INTERNET LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO TRUEBELL PLC 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 29th JUNE 2005.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 2nd JULY 2005.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

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