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CHFP041

COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

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

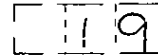
Please complete
legibly, preferably
in black type or
bold block
lettering

* 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



03659183

Name of company

*Blooms of Bressingham Limited (the Company)

Date of creation of the charge

19 September 2007

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

Legal Charge (the Charge)

Amount secured by the mortgage or charge

The Secured Liabilities

See Paper Apart 1 for Definitions

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

West Coast Capital (Hortis) Limited, registered in Scotland (Company Number SC292695) with
its registered office at Marathon House, Olympic Business Park,

Drybridge Road, Dundonald (the Chargee)

Postcode KA2 9AE

Presenter's name, address and
reference (if any)

Dundas & Wilson CS LLP
Saltire Court
20 Castle Terrace
Edinburgh EH1 2EN

Time critical reference

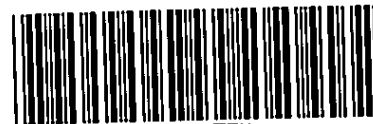
AMG/DOR/CLP/BOS001 3655

For official use (02/2006)

Mortgage Section

Post room

MONDAY



S92Z8TFI

SCT

01/10/2007

122

COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

See Paper Apart 2

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)

N/A

Signed

Dana + Mr COW

Date

1 October 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.

This is the Paper Apart 1 referred to in the foregoing Companies House Form 395 relative to the Legal Charge by Blooms of Bressingham Limited in favour of West Coast Capital (Hortis) Limited dated 19 September 2007

In this Form 395 the following terms have the following meanings -

Borrower means West Coast Capital (Floris) Limited, a company incorporated under the Companies Acts with Company Number SC311498 and having its Registered Office at Marathon House, Olympic Business Park, Drybridge Road, Dundonald KA2 9AE,

BoS means Bank of Scotland plc, a company incorporated in Scotland (Company Number SC327000) and having its registered office at The Mound, Edinburgh EH1 1YZ,

Chargors means the Company and each other entity who is a party to the Debenture as a Chargor including each entity that accedes to the Debenture by Deed of Accession and "**Chargor**" means any of them,

Conditions means BoS's Commercial Charge Conditions (2007 Edition),

Debenture means the debenture among, *inter alios*, the Borrower and the Chargee dated 12 February 2007 as acceded to from time to time,

Deed of Accession means a deed of accession to the Debenture substantially in the form set out in Schedule 2 thereof,

Loan Agreement means the loan agreement dated on or around 12 February 2007 between the Borrower and the Chargee as lender in terms of which the Chargee agrees to make available to the Borrower a bridging loan facility as such loan agreement is amended, supplemented, varied, restated and novated from time to time,

Property means the property described in the Schedule to the Charge, as set out in Paper Apart 3,

Rental Sums has the same meaning as in the Conditions, and

Secured Liabilities means all present and future obligations and liabilities of a Chargor to the Chargee, under the Loan Agreement whether actual, contingent, sole, joint and/or several or otherwise, including, without prejudice to the foregoing generality, all obligations to indemnify the Chargee

This is the Paper Apart 2 referred to in the foregoing Companies House Form 395 relative to the Legal Charge by Blooms of Bressingham Limited in favour of West Coast Capital (Hortis) Limited dated 19 September 2007

The Company with full title guarantee charges to the Chargee as security for the Secured Liabilities -

- 1 by way of legal mortgage the Property together with all present and future buildings and fixtures (including trade and tenant's fixtures) which are at any time on or attached to the Property,
- 2 by way of fixed charge any goodwill relating to the Property or the business or undertaking conducted at the Property,
- 3 by way of fixed charge all plant, machinery and other items attached to and forming part of the Property on or at any time after the date of the Charge,
- 4 by way of assignment the Rental Sums together with the benefit of all rights and remedies of the Company relating to them to hold to BoS absolutely subject to redemption upon repayment of the Secured Liabilities, and
- 5 by way of fixed charge all rights and interests in and claims made under any insurance policy relating to any of the property charged under this Charge

See Paper Apart 1 for definitions

This is the Paper Apart 3 referred to in the foregoing Companies House Form 395 relative to the Legal Charge by Blooms of Bressingham Limited in favour of West Coast Capital (Hortis) Limited dated 19 September 2007

THE SCHEDULE

"Property" means

- 1 all that leasehold land known as Stevenage Garden Centre, Graveley Road, Stevenage, Hertfordshire being the premises demised under a lease dated 20 August 2007 and made between Stevenage Garden Centre Limited (The) (1) Blooms of Bressingham Limited (2) and Wyevale Garden Centres Limited (3) for a term 25 years calculated from and including 20th August 2007
- 2 all that leasehold land at Worcester Garden Centre, Droitwich Road, Claines, Worcester WR3 7SW registered at HM Land Registry under Title No WR101937

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No 03659183

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 19th SEPTEMBER 2007 AND CREATED BY BLOOMS OF BRESSINGHAM LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO WEST COAST CAPITAL (HORTIS) 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 5th OCTOBER 2007

P. Stacy



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES