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CHFP041

COMPANIES FORM No. 395

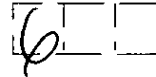
Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

100241/13
395**A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge.**Please do not
write in
this marginPlease complete
legibly, preferably
in black type or
bold block
lettering* Insert full name
of companyTo the Registrar of Companies
(Address overleaf - Note 6)

For official use Company number

Name of company



03870101

* Totally Plc

Date of creation of the charge

19 March 2009

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

26 Rent Deposit Deed

Amount secured by the mortgage or charge

7 10
All monies due or to become due from the Company to the chargee under the terms of the aforementioned instrument creating or evidencing the charge

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

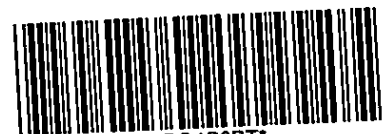
London Buildings (Highgate) Limited
19 Fitzroy Square, London

Postcode W1T 6EQ

Presentor's name, address and
reference (if any):~~Howard Kennedy~~
~~19 Cavendish Square~~
~~London W1A 2AW~~
DX 42748 Oxford Circus
NorthTime critical reference
MN2/004111.00769For official use
Mortgage section

Post room

FRIDAY

A09 *AGO4S8BT* 386
20/03/2009
COMPANIES HOUSE

Com 395-1/2

Short particulars of all the property mortgaged or charged

The amount standing to the credit of the account and interest accrued thereon

Please do not write in this margin

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

A fee of £10 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)

Signed *Howard Keady*

Date *19 MARCH* 2009

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. 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.



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 3870101
CHARGE NO. 6**

**THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A RENT DEPOSIT DEED DATED 19
MARCH 2009 AND CREATED BY TOTALLY PLC FOR SECURING
ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY
TO LONDON BUILDINGS (HIGHGATE) 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
20 MARCH 2009**

GIVEN AT COMPANIES HOUSE, CARDIFF THE 24 MARCH 2009



Companies House
— for the record —



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**