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COMPANIES FORM No. 395

176333/13

395

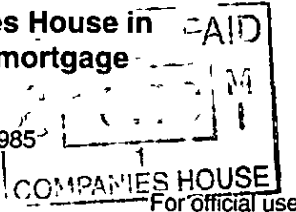
CHWP000

Please do not
write in
this marginPlease complete
legibly, preferably
in black type, or
bold block lettering* insert full name
of Company

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.

Pursuant to section 395 of the Companies Act 1985

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

Company number

117

03997571

Name of company

*BARRACUDA PUBS AND BARS LIMITED (THE COMPANY)

Date of creation of the charge

18 JUNE 2007 17/6/07

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

STANDARD SECURITY

Amount secured by the mortgage or charge

SEE PAPER APART 1

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

THE ROYAL BANK OF SCOTLAND PLC
36 ST ANDREW SQUARE
EDINBURGH

Postcode EH2 2YB

Presenter's name address and
reference (if any)

BRODIES LLP (PH-ECU)
15 ATHOLL CRESCENT
EDINBURGH EH3 8HA

Time critical reference

For official Use (02/06)
Mortgage Section

Post room

TUESDAY



AMOGGQJP

A13

19/06/2007

460

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

Particulars as to commission allowance or discount (note 3)

N/A

Signed

Brodie

Date

18.6.07

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

A fee 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 situated 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 CF14 3UZ.

FORM 395 PAPER APART

BARRACUDA PUBS AND BARS LIMITED (COMPANY NUMBER 03997571)

PAPER APART 1

Amount secured by the mortgage or charge

All sums of principal Interest and Expenses which are now and which may at any time or in any currency become due to the Bank by the Customer whether alone or jointly with another person and whether as principal or cautioner

PAPER APART 2

Short Particulars of all the property mortgaged or charged

The Property Interest and the Goodwill

DEFINITIONS

In this Form 395 (including this Paper Apart, the following expressions shall have the following meanings

"Bank" means The Royal Bank of Scotland plc, Company Number SC90312

"Business" means the business now or at any time carried on by or on behalf of the Customer upon all or any part of, or in connection with, the Property

"Customer" means Barracuda Pubs and Bars Limited, Company Number 03997571 and having their registered office at Lunar House, Fieldhouse Lane, Globe Park, Marlow, Bucks, SL7 1LW

"Expenses" means all expenses (on a full indemnity basis) incurred by the Bank at any time in connection with the Property or the Indebtedness or in entering into the Standard Security or in preserving, defending or enforcing the security created by the Standard Security or in exercising any power under the Standard Security or otherwise, with Interest from the date on which they are incurred

"Goodwill" means the present and future goodwill, so far as heritable, of the Business

"Indebtedness" means all sums of principal, Interest and Expenses which are now and which may at any time or in any currency become due to the Bank by the Customer whether alone or jointly with another person and whether as principal or cautioner

"Interest" means interest at the rate charged to the Customer by the Bank from time to time

"Lease" means the lease of the Property between Shopping Mall Limited and Barracuda Pubs and Bars Limited dated 17 and 25 May 2007 registered in the Land Register of Scotland on 18 June 2007

"Property" means ALL and WHOLE the subjects known as 90 High Street, Dalkeith comprising (IN THE FIRST PLACE) the area of ground in Dalkeith in the County of Midlothian on all or part of which were formerly erected the subjects consisting of shops, warehouses and dwellinghouses forming Numbers Ninety (formerly Seventy Six) High Street and Three, Five, Seven and nine South Street

Dalkeith, with the close adjoining the same called Pettigrew Close being the subjects described in and to the extent of one half pro indiviso disposed by Disposition by the Trustee for the firm of Davidson Brothers in favour of John Davidson dated the Twenty eighth and recorded in the Division of the General Register of Sasines for the County of Edinburgh (now Midlothian) on the Twenty ninth both days of January Nineteen hundred and forty one, (IN THE SECOND PLACE) that area of ground in the Burgh of Dalkeith and County of Midlothian (formerly Edinburgh) described in Disposition by McLennan and Urquhart Limited in favour of Aitchison Jeffrey Limited dated Tenth January and recorded in the said Division of the General Register of Sasines on Sixth February Nineteen hundred and sixty three, and (IN THE THIRD PLACE) that area of ground lying to the north-east of Pettigrew's Close in the said Burgh and County extending to nine square yards, sixty six decimal or one hundredth parts of a square yard being the subjects described in and disposed (In the Second Place) by and cross hatched in green on the plan annexed and executed as relative to the Contract of Excambion between Mall House Furnishers Limited and Midlothian District Council recorded in the said Division of the General Register of Sasines on Eighth December Nineteen hundred and eighty two, BUT EXCEPTING from the subjects described (IN THE SECOND PLACE) ALL and WHOLE (First) ALL and WHOLE that part or area of ground to the northwest of the subjects described (IN THE SECOND PLACE) being more particularly described in and coloured blue on the plan annexed and executed as relative to the Disposition by Frede Mehlsen and Mrs Ruth Stefa Mehlsen in favour of Mall House Furnishers Limited dated Twenty eighth February and recorded in the said Division of the Register of Sasines on Tenth April both months Nineteen hundred and eighty, and (Second) ALL and WHOLE that area of ground lying to the south-west of Whites Close East in the said Burgh and County extending to fifteen square yards, eleven decimal or one hundredth parts of a square yard, being the subjects described and disposed (In the First Place) and hatched green on the plan annexed to the said Contract of Excambion, all of which subjects above described (under exception as aforesaid) are shown hatched in red on the plan annexed and executed as relative to the Standard Security

"Property Interest" The Customer's interest under the Lease

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COMPANIES FORM No. 398

Certificate of registration in Scotland or Northern Ireland of a charge comprising property situate there

398

Pursuant to section 398(4) of the Companies Act 1985

Please do not
write in
this margin

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

To the Registrar of Companies
(Address overleaf)

For official use

Company number

03997571

Name of company

* insert full name
of company

* BARRACUDA PUBS AND BARS LIMITED ("THE COMPANY")

PHILIP JOHN HUNTER

of BRODIES LLP, 15 ATHOLL CRESCENT, EDINBURGH,
EH3 8HA

* give date and
parties to charge

certify that the charge * BEING A STANDARD SECURITY BY THE COMPANY
IN FAVOUR OF THE ROYAL BANK OF SCOTLAND PLC DATED
17 MAY 2007

† delete as
appropriate

of which a true copy is annexed to this form was presented for registration on 18 JUNE 2007

in [Scotland] [~~Northern Ireland~~] †

Signed

Brodie's

Date 18 6.07

Presenter's name address and
reference (if any)

BRODIES LLP (PH EC)
15 ATHOLL CRESCENT
EDINBURGH
EH3 8HA

For official Use (02/06)
Mortgage Section

Post room

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No 03997571

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A STANDARD SECURITY WHICH WAS PRESENTED FOR REGISTRATION IN SCOTLAND ON 18 JUNE 2007 AND DATED THE 17th MAY 2007 AND CREATED BY BARRACUDA PUBS AND BARS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE ROYAL BANK OF SCOTLAND plc ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 19th JUNE 2007

GIVEN AT COMPANIES HOUSE, CARDIFF THE 22nd JUNE 2007

Pangela



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES