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in black type, or
bold block lettering

*insert full name
of Company

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.

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number

[6] [] [] []

021382113
05608498

Name of company

* HEVAF Grafton GP Limited acting in its capacity as general partner of
HEVAF Grafton Limited Partnership (the "Chargor")

Date of creation of the charge

26 July 2007

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

Charge over accounts (the "Charge")

Amount secured by the mortgage or charge

All present and future obligations and liabilities (whether actual or
contingent and whether owed jointly or severally or in any other capacity
whatsoever) of the Chargor to the Lender, except for any obligation or
liability which, if it were so included, would result in the Charge
contravening any law (including without limitation section 151 of the
Companies Act 1985) together with all costs, charges and expenses incurred
by the Lender in connection with the protection, preservation or
enforcement of its rights under the Charge or any other deed or document
evidencing or securing any such liabilities (the "Secured Obligations").

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

Abbey National Treasury Services PLC (registered number: 02338548) having
its registered office at Abbey National House, 2 Triton Square, Regents
Place, London (the "Lender")

Postcode NW1 3AN

Presentor's name address and
reference (if any)

Maclay Murray & Spens LLP
One London Wall
London
EC2Y 5AB

SZD/SMK/ABB/15/25

Time critical reference

For official Use (06/2005)
Mortgage Section

THURSDAY



A40 09/08/2007 577
COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

Please see continuation sheet 1

Please do not
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*Please complete
legibly, preferably
in black type, or
bold block
lettering*

Particulars as to commission allowance or discount (note 3)

Nil

Signed

Ken Vane

FOR AND ON BEHALF OF
MACLAY MURRAY & SPENS LLP

Date

3 August 2007

On behalf of ~~XXXXXXXX~~ [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 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 must be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is **Companies House, Crown Way, Cardiff CF14 3UZ**.

Continuation sheet 1

To the Registrar of Companies

Name of company

Company number

HEVAF Grafton GP Limited acting in its capacity as general partner of HEVAF Grafton Limited Partnership (the "Chargor")

05608498

Short particulars of the property mortgaged or charged:

1 Charge

The Chargor, in security for the payment or discharge of the Secured Obligations and with full title guarantee, assigns and charges by way of first fixed charge to the Lender, the Accounts, the Deposit and all interest that may from time to time be payable on the Deposit

2 Continuing security

The Charge shall be a continuing security irrespective of any intermediate payment or satisfaction of the Secured Obligations or any of them

In this Form 395:

"Accounts" means the Deposit Account and the Rental Income Account,

"Deposit" means all money in any currency now or hereafter standing to the credit of the Accounts (including without limitation, any interest credited to it) including all or any part of the money pursuant thereto and the debt represented by it or any claim for repayment of that money;

"Deposit" means all money in any currency now or hereafter standing to the credit of the Accounts (including without limitation, any interest credited to it) including all or any part of the money pursuant thereto and the debt represented by it or any claim for repayment of that money;

"Deposit Account" means account number 88301467, sort code 09-00-09 opened in the name of the Chargor with the Lender and all rights of the Chargor in relation to such account

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No 05608498

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A CHARGE OVER ACCOUNTS DATED THE 26th JULY 2007 AND CREATED BY HEVAF GRAFTON GP LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY ACTING IN ITS CAPACITY AS GENERAL PARTNER OF HEVAF GRAFTON LIMITED PARTNERSHIP TO ABBEY NATIONAL TREASURY SERVICES PLC ON ANY ACCOUNT WHATSOEVER 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 9th AUGUST 2007

GIVEN AT COMPANIES HOUSE, CARDIFF THE 15th AUGUST 2007

A handwritten signature in black ink, appearing to be 'le' followed by a flourish.



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES