

M

COMPANIES FORM No. 395

717 766/13

395

CHWP000

Please do not
write in
this marginPlease complete
legibly, preferably
in black type, or
bold block lettering

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)

For official use

Company number

2

05761686

Name of company

* THOMPSON COOPER PROPERTIES LIMITED

* insert full name
of Company

Date of creation of the charge

20 DECEMBER 2006

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

LEGAL CHARGE

Amount secured by the mortgage or charge

All the Company's liabilities to Skipton Building Society ("the Society") of any kind and in any currency
(whether present or future actual or contingent and whether incurred alone or jointly with another)
including commission, interest, fees and charges to date of payment

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

Skipton Building Society whose Principal Office is at The Bailey, Skipton, North Yorkshire

Postcode BD23 1DN

Presenter's name address and
reference (if any) :ELLISONS, LONDON HOUSE,
KINGSWAY, DOVERCOURT,
ESSEX, CO12 3JU.REF:LB Coop

Time critical reference

For official Use (02/06)
Mortgage Section

Post room



A29

COMPANIES HOUSE

29

Short particulars of all the property mortgaged or charged

1. By way of Legal Mortgage:-

61 Shaftesbury Avenue Dovercourt Essex CO12 4BS ("the Property")

2. By way of fixed charge:-

2.1 The fixtures and fittings of the company from time to time attached to the Property and by way of Specific Charge all the income from time to time arising or payable to or on behalf of the Company in relation to the Property and the proceeds of any disposal in respect of the Property and all insurance and compensation monies referred to in the Legal Charge.

2.2 Any equipment and goods listed in the Legal Charge (if any) and all other fixtures, fittings, plant and machinery which may from time to time be erected or affixed to the Property

2.3 By way of floating charge all other moveable plant, machinery, implements, building materials of all kinds, utensils, furniture and equipment now or from time to time placed on or used in or about the Property and belonging to the borrower

2.4 Charges to the Society by way of floating charge the undertaking and all other property assets and rights of the borrower whatsoever and wheresoever both present and future (including but not limited to the Property and assets referred to in the Legal Charge and the stock-in-trade of the company

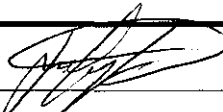
2.5 See Rider

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)

Signed



Date 28.12.06

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 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 CF14 3UZ

Please do not
write in this
binding margin

Particulars of a mortgage or charge (continued)

Continuation sheet No 1
to Form No 395 and 410 (Scot)

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

Company number

05761686

Name of company

THOMPSON COOPER PROPERTIES LIMITED

Limited *

* delete if
inappropriate

Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2)

2.5 Assigns to Skipton Building Society the Goodwill and the Intellectual Property

NOTE:-

The Legal Charge contains covenants by the Company with the Skipton Building Society not without the Society's prior written consent to:-

- (a) create or allow any mortgage, charge, lien or other incumbrance or security interest over the Property
- (b) without the prior written consent of the Society under the hand of one of its authorised officials grant or agree to grant any Lease, agreement for Lease or Licence in respect of the Property or part with or share possession of the Property or grant any legal or equitable interest or right over the Property
- (c) accept any surrender of any Lease, agreement for Lease or Licence of the Property
- (d) vary the terms of any Lease, agreement for Lease or Licence of the Property
- (e) make any disposition of the Property including surrendering or agreeing to surrender the same

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 05761686

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 20th DECEMBER 2006 AND CREATED BY THOMPSON COOPER PROPERTIES LTD FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO SKIPTON BUILDING SOCIETY ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 5th JANUARY 2007.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 10th JANUARY 2007.

PDW



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES