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CHFP041

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in black type or
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* Insert full name
of company

COMPANIES FORM No. 395

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



05986309

Name of company

*HARTON PROPERTIES LIMITED

Date of creation of the charge

14TH SEPTEMBER 2007

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

DEBENTURE

Amount secured by the mortgage or charge

ALL MONIES, OBLIGATIONS AND LIABILITIES WHATSOEVER WHETHER FOR
PRINCIPAL, INTEREST OR OTHERWISE WHICH MAY NOW OR ANY TIME IN THE FUTURE
BE DUE, OWING OR INCURRED BY THE COMPANY TO THE BANK WHETHER PRESENT OR
FUTURE, ACTUAL OR CONTINGENT AND WHETHER ALONE, SEVERALLY OR JOINTLY AS
PRINCIPAL, GUARANTOR, SURETY OR OTHERWISE AND ALL THE COMPANY'S OTHER
LIABILITIES WHATEVER TO THE BANK INCLUDING (WITHOUT LIMITATION)
INDEBTEDNESS ON ACCOUNT OF MONEY ADVANCED, BILLS OF EXCHANGE, PROMISSORY
NOTES, OBLIGATIONS WITH RESPECT TO LETTERS OF CREDIT, GUARANTEES AND
INDEMNITIES AND IN WHATEVER NAME OR STYLE AND WHETHER ON ANY CURRENT OR
OTHER ACCOUNT, OR IN ANY OTHER MANNER WHATSOEVER, TOGETHER WITH INTEREST
AND INCLUDING (BUT WITHOUT LIMITATION) ALL EXPENSES AND SO THAT INTEREST
SHALL BE CALCULATED AND COMPOUNDED ACCORDING TO THE USUAL MANNER OF THE
BANK (AS WELL AS AFTER AS BEFORE JUDGEMENT)

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

ALLIANCE & LEICESTER PLC, CARLTON PARK, NARBOROUGH, LEICESTER

Postcode LE19 0AL

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

PATTERSON GLENTON &
STRACEY,
CORONATION CHAMBERS
10 CORONATION STREET
SOUTH SHIELDS NE33 1AZ
SB/HU/HAR946/3

For official use (02/2006)
Mortgage Section

Non-Paid
(19/09/07)

Time critical reference



PGH0000M

PMO 19 09 07 719
COMPANIES HOUSE

A03 25/09/2007 369
COMPANIES HOUSE

ADMPGT3A

A35 19/09/2007 541
COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

1 1 BY WAY OF FIXED CHARGE BY WAY OF LEGAL MORTGAGE, ALL RIGHT, TITLE, ESTATE AND OTHER INTERESTS OF THE COMPANY IN EACH CHARGED PROPERTY REFERRED TO IN THE SCHEDULE AND

1.2 BY WAY OF FIXED CHARGE

1 2 1 ALL RIGHT, TITLE, ESTATE AND OTHER INTERESTS OF THE COMPANY IN EACH CHARGED PROPERTY NOT EFFECTIVELY MORTGAGED UNDER CLAUSE 1.1

1 2 2 THE BOOK DEBTS;

1.2.3 ALL PRESENT AND FUTURE GOODWILL AND UNCALLED CAPITAL FOR THE TIME BEING OF THE COMPANY

2 BY ALL OF FIRST PRIORITY ASSIGNMENT ALL OF ITS RIGHT TITLE ESTATE AND OTHER INTERESTS IN AND TO -

2 1 THE RENTAL INCOME AND THE BENEFIT TO THE COMPANY OF ALL RIGHTS AND CLAIMS TO WHICH THE COMPANY IS NOW OR MAY IN THE FUTURE BECOME ENTITLED IN RELATION TO THE CHARGED PROPERTY INCLUDING (BUT NOT LIMITED TO) ALL RIGHTS AND CLAIMS OF THE COMPANY AGAINST ALL PERSONS WHO NOW ARE OR HAVE BEEN OR MAY BECOME LESSEES, SUB-LEASES, LICENSEES OR OCCUPIERS OF ANY CHARGED PROPERTY AND ALL GUARANTORS AND SURETIES FOR THE OBLIGATIONS OF SUCH PERSONS

2 2 THE BENEFIT OF ALL GUARANTEES, WARRANTIES AND REPRESENTATIONS GIVEN

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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)

NIL

Signed

Date 17 SEPTEMBER 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

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Particulars of a mortgage or charge (continued)

Continuation sheet No 1
to Forms Nos 395 and 410 (Scot)

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

Company number

05986309

*Delete if
inappropriate

Name of company

HARTON PROPERTIES LIMITED

Limited*

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

OR MADE BY AND ANY RIGHTS OR REMEDIES AGAINST ALL OR ANY PROFESSIONAL ADVISORS NOW OR AT ANY TIME ENGAGED BY THE COMPANY IN RELATION TO ANY CHARGED PROPERTY AND THE MANUFACTURERS, SUPPLIERS OR INSTALLERS OF ALL PLANT, MACHINERY, FIXTURES, FITTINGS AND OTHER ITEMS NOW OR FROM TIME TO TIME IN THE BUILDINGS ERECTED OR TO BE ERECTED ON ANY CHARGED PROPERTY AND ANY OTHER PERSON, FIRM OR COMPANY NOW OR FROM TIME TO TIME UNDER CONTRACT WITH OR UNDER A DUTY TO THE COMPANY AND THE BENEFIT OF ALL SUMS RECOVERED IN ANY PROCEEDINGS AGAINST ALL OR ANY OF SUCH PERSONS, AND

2 3 THE BENEFIT OF ALL PROPERTY AGREEMENTS, OR THE PROCEEDS OF ANY CLAIM, AWARD OR JUDGEMENT ARISING OUT OF ANY PROPERTY AGREEMENT AND ALL SUMS PAID OR PAYABLE TO THE COMPANY UNDER OR IN RESPECT OF ANY PROPERTY AGREEMENT

3 BY WAY OF FLOATING CHARGE THE WHOLE OF THE COMPANY'S UNDERTAKING AND ALL OTHER PROPERTY, ASSETS AND RIGHTS OF THE COMPANY WHATSOEVER, WHEREVER SITUATE, WHETHER MOVABLE, IMMOVABLE, PRESENT OR FUTURE, WHICH ARE, FOR ANY REASON, NOT VALIDLY CHARGED OR ASSIGNED PURSUANT TO CLAUSES 1 AND 2 ABOVE

Amount due or owing on the mortgage or charge (continued)

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FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 05986309

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 14th SEPTEMBER 2007 AND CREATED BY HARTON PROPERTIES LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO ALLIANCE & LEICESTER 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 19th SEPTEMBER 2007

GIVEN AT COMPANIES HOUSE, CARDIFF THE 28th SEPTEMBER 2007

A handwritten signature in black ink, appearing to be 'R. G.' or similar.



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES