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

*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



06132417

Name of company

* HF GROUP ACQUISITIONCO LIMITED

Date of creation of the charge

17 JUNE 2008

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

Rent Deposit Deed dated 17 June 2008 made between Barton Square Limited (1)
and (2) the Company

Amount secured by the mortgage or charge

All monies payable by the Company to the Landlord in the event of any
Default

Default means any failure by the Company to pay any of the rents reserved
by the Lease dated 17 June 2008 of Unit 2 Block A The Square Barton Dock
Road Manchester made between Barton Square Limited (1) and the Company (2)
(the Lease) or any other money (including interest) payable under the
Lease or any monies spent by or due to the Landlord because of the
Company's failure to comply with its obligations under the Lease.

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

BARTON SQUARE LIMITED (Company No 5433918) whose registered office Peel
Dome, The Trafford Centre, Manchester

Postcode M17 8PL

Presenter's name address and
reference (if any)

Walker Morris Solicitors
Kings Court
12 King Street
Leeds
LS1 2HL

RHI BSQ 4-9

Time critical reference

For official Use (02/06)
Mortgage Section

Post room

THURSDAY



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19/06/2008

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COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

The Company's interest in the Deposit Account and all monies from time to time withdrawn from the Deposit Account in accordance with the terms of the Deed

Deposit Account means a separate interest earning deposit account or accounts from time to time opened and maintained by the Landlord with the Landlord's bankers into which the initial deposit of £82,250 shall be paid

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

Particulars as to commission allowance or discount (note 3)

Signed Walker memo

Date 18 June 2008

On behalf of ~~XXXXXXXXXXXX~~ (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**



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY NO. 6132417
CHARGE NO. 19

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A RENT DEPOSIT DEED DATED 17
JUNE 2008 AND CREATED BY HF GROUP ACQUISITION CO
LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME
DUE FROM THE COMPANY TO BARTON SQUARE 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 19 JUNE 2008

GIVEN AT COMPANIES HOUSE, CARDIFF THE 23 JUNE 2008



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES