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LLP395

Particulars of a mortgage or charge in respect of a Limited Liability Partnership

A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge.

CHWP000

Please complete
in typescript, or
in bold black
capitals

For official use

LLP Number

OC340391

2

Full Name of Limited
Liability Partnership

Nomina No 507 LLP ("the LLP")

Date of creation
of the charge

1 January 2009

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

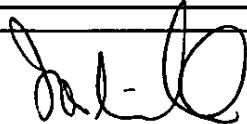
Amendment and Restatement Lloyd's American Instrument 1995 (General Business for Corporate Members) ("the 1995 American Instrument (Corporate Members)") dated 31 July 1995 and amended on 21 December 1995, 25 April 1996, 3 September 1996, 7 January 1998, and 28 December 2000 made or

(continued on Continuation Sheet 1).

Amount secured by the
mortgage or charge

- (a) The losses, claims, returns of premiums, reinsurance premiums, expenses, obligations and other "Permitted Dollar Trust Outgoings" set out in clause 4(a) of and paragraph 1 of Schedule 3 to the 1995 American Instrument (Corporate Members).
- (b) Transfers of the Member's Dollar Trust Fund (as defined in clause 3 of and Schedule 2 to the 1995 American Instrument (Corporate Members)) and the income thereof as an addition to the PTD Trust Fund (as defined in Schedule 1 thereto) to be held upon and with and subject to the trusts, powers and provisions declared and contained in the Member's PTD.

Signed



Date

21-01-09

On behalf of [LLP][mortgagee/chargee] (delete as appropriate)

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the register.

Lloyd's Fidentia House Walter Burke Way Chatham Maritime Chatham

Kent ME4 4RN

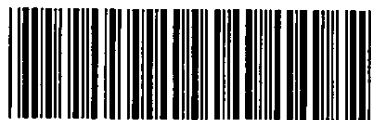
Tel 01634 392000

E-mail membership-arrangements@lloyds.com

When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff

THURSDAY



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ADX6H6JW

15/01/2009

397

COMPANIES HOUSE

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

Short particulars of all the property mortgaged or charged

The Society incorporated by Lloyd's Act 1871 by the name of Lloyd's ("Lloyd's") and the Managing Agent's Dollar Trustees of any Managing Agent in each case
(continued on Continuation Sheet No.1, page 3).

All the present and future assets of the Member comprised in the Member's Dollar Trust Fund constituted under and pursuant to the 1995 American Instrument (Corporate Member) full particulars of which assets are set out in clause 3 of and Schedule 2 to the 1995 American Instrument (Corporate Members), including the following:

- (i) all premiums, reinsurance recoveries, rights of salvage and subrogation and other monies whatsoever in connection with the Member's New American General Business and all interest of the Member therein;
- (ii) all New American Business Rights of Recovery (as defined in Schedule 1 to the 1995 American Instrument (Corporate Members));
- (iii) all funds, sub-funds and income earned in respect of any asset comprised in the Member's Dollar Trust Fund;
- (iv) all further assets at any time added to the Member's Dollar Trust Fund during the Trust Period (as defined in the 1995 American Instrument (Corporate Members)) whether by or on behalf of the Member or otherwise howsoever;
- (v) all assets now or for the time being representing the foregoing.

Particulars as to commission allowance or discount (note 3)

NIL

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 LLP398 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 LLP 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 Form LLP395 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**.

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Particulars of a mortgage or charge (continued)

Please complete
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Continuation sheet No 1
to Form LLP395 and 410 (Scot)

LLP Number

OC340391

Full Name of Limited Liability Partnership

Nomina No 507 LLP ("the LLP")

Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2 for LLP395)
(note 1 for LLP410)

expressed to be made by the Council of Lloyd's and being supplemental as regards each corporate underwriting member of Lloyd's, including the LLP, which has conducted or will after the date of the 1995 American Instrument (Corporate Members) conduct general business for the 1995 or any subsequent year or years of account ("the Member", which expression applies whether or not the Member remains a member of Lloyd's and includes where the context requires the Member's assigns) to:

- (i) the Member's Lloyd's Premiums Trust Deed for general business applicable for the year or years of account in question or any of such years and where the Member has more than one of such Premiums Trust Deeds each of the same (such Trust Deed or if more than one the relevant such Trust Deed as for the time being modified being called "the Member's PTD"); and
- (ii) the Member's existing Lloyd's American Trust Deed as amended from time to time (if any).

Reference to any provision of the 1995 American Instrument (Corporate Members) or of the Member's PTD shall after the coming into force of any amendment thereof be read (unless the context otherwise requires) as referring to the amended provision or to the 1995 American Instrument (Corporate Members) or, as the case may be, the Member's PTD as so amended.

Note: This filing is supplementary to all and any existing filing by the Member of any charge created or evidenced by a Lloyd's American Instrument 1995.

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

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Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued)

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for themselves and as trustees for any person for whom a sum of money is or becomes payable in respect of a "Permitted Dollar Trust Outgoing" as defined in clause 4(a) of and paragraph 1 of Schedule 3 to the 1995 American Instrument (Corporate Member) in respect of the Member's New American General Business as defined in Schedule 1 thereto; and, subject thereto, the Regulating Trustee and the Managing Agent's Trustees of any Managing Agent and other trustees appointed under or pursuant to the Member's PTD as trustees for any person to whom a sum of money is or becomes payable in respect of a "Permitted Trust Outgoing" defined in clause 3(a) of and paragraph 1 of Schedule 3 to the Member's PTD.

Short particulars of all the property mortgaged or charged (continued)

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CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

**Pursuant to section 401(2) of the Companies Act 1985 as applied to
Limited Liability Partnerships pursuant to Paragraph 4 and
Schedule 2 of the Limited Liability Partnerships Regulations 2000.**

LLP NO. OC340391

CHARGE NO. 2

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT AN AMENDMENT AND
RESTATEMENT LLOYD'S AMERICAN INSTRUMENT 1995
(GENERAL BUSINESS OF CORPORATE MEMBERS) ("THE 1995
AMERICAN INSTRUMENT (CORPORATE MEMBERS)") DATED 31
JULY 1995 & AMENDED ON 21 DECEMBER 1995, 25 APRIL 1996,
3 SEPTEMBER 1996, 7 JANUARY 1998, AND 28 DECEMBER 2000)
DATED THE 1 JANUARY 2009 AND CREATED BY NOMINA NO
507 LLP FOR SECURING ALL SUMS DUE OR TO BECOME DUE
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 AS APPLIED TO LIMITED LIABILITY PARTNERSHIPS
PURSUANT TO PARAGRAPH 4 AND SCHEDULE 2 OF THE
LIMITED LIABILITY PARTNERSHIPS REGULATIONS 2000 ON
THE 15 JANUARY 2009

GIVEN AT COMPANIES HOUSE, CARDIFF THE 17 JANUARY
2009



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES