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LL MG01

Particulars of a mortgage or charge created by a Limited Liability Partnership (LLP)



A fee is payable with this form.
We will not accept this form unless you send the correct fee
Please see 'How to pay' on the last page

☒ **What this form is for**
You may use this form to register
particulars of a mortgage or charge
created by an LLP in England and
Wales or Northern Ireland

☐ **What this form is NOT for**
You cannot use this form to
particulars of a mortgage or
for a Scottish LLP
To do this, please use form
LL MG01s

THURSDAY



A32 *A168KS8H* #383
05/04/2012
COMPANIES HOUSE

1	LLP details		For official use
LLP number	O	C 3 6 4 4 4 5	→ Filling in this form Please complete in typescript or in bold black capitals All fields are mandatory unless specified or indicated by *
LLP name in full	BERYLLIUM PRODUCTIONS LLP		
2	Date of creation of charge		
Date of creation	d1 d9 m0 m3 y2 y0 y1 y2		
3	Description		
Please give a description of the instrument (if any) creating or evidencing the charge, e g 'Trust Deed', 'Debenture', 'Mortgage', or 'Legal charge'			
Description	A security agreement, assignment and mortgage of copyright (the "Agreement") dated 19 March 2012 between Beryllium Productions LLP (the "Debtor") and Corpus Vivos, LLC (the "Secured Party")		
4	Amount secured		Continuation page Please use a continuation page if you need to enter more details.
Amount secured	Please give us details of the amount secured by the mortgage or charge The prompt and complete payment and performance in full when due of all obligations of Debtor to Secured Party as set forth in the Head P&A Services Agreement or other Operative Documents to which it is a party and of the Debtor to Secured Party as set forth in the Agreement ("Secured Obligations")		

LL MG01

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5 Mortgagee(s) or person(s) entitled to the charge

	Please give the name and address of the mortgagee(s) or person(s) entitled to the charge	Continuation page Please use a continuation page if you need to enter more details
Name	Corpus Vivos Productions, LLC	
Address	Universal Studios, 100 Universal City Plaza	
	Universal City, California, 91608, USA	
Postcode	<input type="text"/>	
Name	<input type="text"/>	
Address	<input type="text"/>	
Postcode	<input type="text"/>	

6 Short particulars of all the property mortgaged or charged

	Please give the short particulars of the property mortgaged or charged	Continuation page Please use a continuation page if you need to enter more details
Short particulars	<p>To the extent of Debtor's interest therein (if any) but excluding the Reserved Property (1) Underlying Properties All literary, musical, dramatic and other written materials created for the Picture or upon which the Picture is based or which are used in or in connection with the Picture, including, without limitation, rights in the screenplay for the Picture and the underlying materials on which the screenplay is based, (2) Physical Properties All physical properties of every kind or nature relating to the Picture, including without limitation all sets, props, wardrobes, positive and negative film, prints, preparing materials, sound materials, and answer prints relating to the Picture, wherever located or situated, (3) Copyrights All common law and statutory domestic and foreign copyrights, renewals and extensions of copyright relating to the Picture, (4) Contract Rights All insurance, insurance policies, rights derived under contract with writers, performers, directors, producers and others, which rights are necessary or desirable to complete and deliver the Picture and exercise the distribution rights with respect to the Picture, including but not limited to the benefit of the Head P&A Services Agreement and any other Operative Documents to which it is a party, (5) Acquisition Rights The right to exercise distribution rights with respect to the Picture throughout the universe, (6) Revenues All rent, revenues, income, compensation or other property from the production, release, sale, distribution, lease, marketing, licensing or exhibition of the Picture, (7) Other Items All accounts, contract rights, insurance and insurance policies, deposit accounts, documents, instruments, equipment, chattel paper, all security documents entered into by Debtor in relation to the Picture, general intangibles, copyrights, goods, and inventory (all as defined in the Code) relating to the Picture, and (8) Proceeds All proceeds and products of the items referred to in Paragraphs 2 (a)(1) through 2 (a)(7) of the Agreement (as set out above in this Form LLMG01)</p>	

LL MG01

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7

Particulars as to commission, allowance or discount (if any)

Please insert the amount or rate percent of any commission, allowance or discount paid or made either directly or indirectly by the company to any person on consideration of his

- subscribing or agreeing to subscribe, whether absolutely or conditionally, or
- procuring or agreeing to procure subscriptions, whether absolute or conditional,

for any debentures included in this return The rate of interest payable under the terms of the debentures should not be entered

Commission allowance or discount

Nil

8

Delivery of instrument

You must deliver the original instrument (if any) creating or evidencing the charge and these prescribed particulars to the Registrar of Companies within 21 days after the date of creation of the charge If the property is situated and the charge was created outside the United Kingdom (UK), you must deliver the information to the Registrar within 21 days after the date on which the instrument could have been received in the UK in the normal course of post and assuming you had posted it promptly

We will accept a verified copy of the instrument creating the charge where the property charged is situated and the charge was created outside the UK The company or the person who has delivered the copy to the Registrar must verify it to be a correct copy and sign it Where a body corporate gives the verification, an officer of that body must sign it We will also accept a verified copy where property situated in another part of UK

9

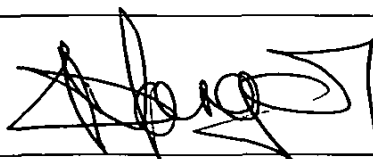
Signature

Please sign the form here

Signature

Signature

X



X

This form must be signed by a person with an interest in the registration of the charge

LL MG01

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Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form and will establish where we return the original documents. The contact information you give will be visible to searchers of the public record.

Contact name	Legal Department
Company name	Taurus Asset Finance
Address	2nd Floor
10 Old Burlington Street	
Post town	London
County/Region	
Postcode	W 1 S 3 A G
Country	
DX	
Telephone	



Certificate

We will send your certificate to the presenter's address if given above or to the LLPs Registered Office if you have left the presenter's information blank.



Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following

- ☐ The LLP name and number match the information held on the public Register
- ☐ You have included the original deed with this form
- ☐ You have entered the date the charge was created
- ☐ You have supplied the description of the instrument
- ☐ You have given details of the amount secured by the mortgagee or chargee
- ☐ You have given details of the mortgagee or person(s) entitled to the charge
- ☐ You have entered the short particulars of all the property mortgaged or charged
- ☐ You have signed the form
- ☐ You have enclosed the correct fee



Important information

Please note that all information on this form will appear on the public record.



How to pay

A fee of £13 is payable to Companies House in respect of mortgage or charge.

Make cheques or postal orders payable to 'Companies House'.



Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below.

For LLPs registered in England and Wales.
The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ
DX 33050 Cardiff

For LLPs registered in Scotland.
The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post)

For LLPs registered in Northern Ireland
The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG
DX 481 N R Belfast 1



Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk

LL MG01 - continuation page

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6 Short particulars of all the property mortgaged or charged

Please give the short particulars of the property mortgaged or charged

Short particulars

Definitions

"Head P&A Services Agreement" means the print, marketing and advertising services agreement dated on or about the date of the Agreement between Secured Party and the Debtor

"Operative Documents" has the meaning given to that term in the Head P&A Services Agreement

"Payment Directions" has the meaning given to that term in the Head P&A Services Agreement

"Picture" means the theatrical motion picture provisionally entitled "Les Miserables"

"Reserved Property" shall mean (a) all amounts payable to Debtor under the Head P&A Services Agreement to the extent retained by the Debtor by application of the Payment Directions (excluding for the avoidance of doubt all amounts payable under the Head P&A Services Agreement which are ultimately payable to Illuminatrix (Be) Limited, Diary Productions Limited or Marital Assets, LLC pursuant to the Payment Directions) and (b) payments (if any) made to the Debtor under the Completion Guarantee but excluding amounts which are ultimately payable to Illuminatrix (Be) Limited, Diary Productions Limited or Marital Assets, LLC pursuant to the Payment Directions and (c) proceeds of insurance payable to the Debtor which are not required to be made available for the print, marketing and advertising of the Picture



FILE COPY

CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

**Pursuant to section 869(5) & (6) of the Companies Act 2006 as
applied to the Limited Liability Partnerships (Application of
Companies Act 2006) Regulations 2009**

LLP NO. OC364445

CHARGE NO. 3

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A SECURITY AGREEMENT,
ASSIGNMENT AND MORTGAGE OF COPYRIGHT DATED 19
MARCH 2012 AND CREATED BY BERYLLIUM PRODUCTIONS
LLP FOR SECURING ALL MONIES DUE OR TO BECOME DUE
FROM THE LIMITED LIABILITY PARTNERSHIP TO CORPUS
VIVOS PRODUCTIONS, LLC UNDER THE TERMS OF THE
AFOREMENTIONED INSTRUMENT CREATING OR EVIDENCING
THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1
PART 25 OF THE COMPANIES ACT 2006 AS APPLIED TO THE
LIMITED LIABILITY PARTNERSHIPS (APPLICATION OF
COMPANIES ACT 2006) REGULATIONS 2009 ON THE 5 APRIL
2012

GIVEN AT COMPANIES HOUSE, CARDIFF THE 17 APRIL 2012



Companies House
— to the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES