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COMPANIES FORM No 410(Scot)
Particulars of a charge created
by a company registered in Scotland

410

CHWP000

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

Please do not
write in
this margin

Pursuant to section 410 of the Companies Act 1985

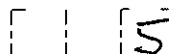


Please complete
legibly preferably
in black type, or
bold block lettering

To the Registrar of Companies
(Address overleaf Note 6)

For official use

Company number



SC129566

Name of company

* Kennedys Fine Chocolates Limited

* insert full name
of company

Date of creation of the charge (note 1)

2nd February 2007

Description of the instrument (if any) creating or evidencing the charge (note 1)

SMB

~~LEGAL MORTGAGE (OWN ACCOUNT)~~

Amount secured by the charge

All sums of money which the Company may now or at any time in the future owe to Clydesdale Bank PLC (the "Bank"), and all liabilities which the Company may now or at any time in the future owe to the Bank. The sums of money and liabilities referred to above shall include

- * sums and liabilities due or owing by the Company alone and/or jointly with any other person,
- * sums and liabilities owed as guarantor, indemnifier or security giver for any other person
- * sums and liabilities which may or may not become payable depending on the outcome of future events including any sums and liabilities which would become payable on demand by the Bank
- * sums and liabilities owed by the Company to another person, the rights to which have been transferred to the Bank
- * sums and liabilities owed on current or any other account

If there is not enough
space on this form
you may use the
prescribed
continuation sheet
410cs

see continuation sheet

Names and addresses of the persons entitled to the charge

CLYDESDALE BANK PLC whose registered office is at 30 St Vincent Place, Glasgow G1 2HL

Presenter's name address telephone
number and reference (if any)

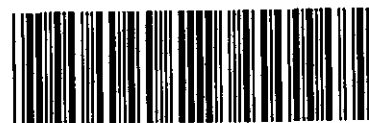
Cartmell Shepherd
DX 63300 PENRITH

TEL 01768 862326

REF SMB/22691/KENNEDYS

For official use
Charges Section

WEDNESDAY



SJIGMN9R

SCT 21/02/2007 715
COMPANIES HOUSE

SCT 14/02/2007 38
COMPANIES HOUSE

Short particulars of all the property charged

Please do not
write in
this margin

- 1 The Company charges to the Bank by way of legal mortgage the property described in Schedule 1 below (the "Property")
- 2 The Company assigns to the Bank
 - * any option to purchase or right of pre-emption to acquire the freehold or superior leasehold or to have a new lease of the Property
 - * any proceeds of sale, letting or other disposition of the Property
 - * any guarantees, insurance or compensation monies relating to the Property or any authorisation, permit, registration certificate or licence of any kind in force in connection with the Property
 - * any share or membership rights in a residents' association or management company relating to the Property, and
 - * any other benefit or right of any kind relating to the Property, its use, construction or title

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

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410cs

See continuation sheet

Statement, in the case of a floating charge, as to any restrictions on power to grant further securities and any ranking provision (note 2)

Particulars as to commission, allowance or discount paid (see section 413(3))

Signed Catharine Shepherd - J. Dunn Date 22-2007
On behalf of [company] [~~charged~~]

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 A description of the instrument e.g. "Standard Security" "Floating Charge" etc, should be given. For the date of creation of a charge see section 410(5) of the Act. (Examples: date of signing of an Instrument of Charge, date of recording / registration of a Standard Security, date of intimation of an Assignment)

2 In the case of a floating charge a statement should be given of (1) the restrictions, if any, on the power of the company to grant further securities ranking in priority to, or pari passu with the floating charge, and / or (2) the provisions, if any, regulating the order in which the floating charge shall rank with any other subsisting or future floating charges or fixed securities over the property which is the subject of the floating charge or any part of it

3 A certified copy of the instrument, if any, creating or evidencing the charge, together with this form with the prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of the creation of the charge. In the case of a charge created out of the United Kingdom comprising property situated outside the U.K., within 21 days after the date on which the copy of the instrument creating it could, in due course of post, and if despatched with due diligence, have been received in the U.K. Certified copies of any other documents relevant to the charge should also be delivered

4 A certified copy must be signed by or on behalf of the person giving the certification and where this is a body corporate it must be signed by an officer of that body

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, 37 Castle Terrace, Edinburgh EH1 2EB
DX 235 Edinburgh or LP 4 Edinburgh 2

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

SC129566

Name of company

Kennedys Fine Chocolates Limited

Limited *

* delete if
inappropriate

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

- * interest at the applicable rate or rates the Bank agrees with the Company from time to time in respect of any sum of money or liability, and if no rate has been agreed between the Bank and the Company for any particular sum of money or liability, interest at such rate as the Bank may select from the rates agreed between the Bank and the Company in respect of any other sum of money or liability, in all circumstances, computed and compounded as agreed between the Company and the Bank, or if there is no agreement, in accordance with the Bank's current practice from time to time, both before and after any judgment is obtained by the Bank
- * banking charges and all costs and expenses (including the Bank's own internal arrangement and administrative costs and legal costs on a full indemnity basis) incurred by the Bank or any receiver appointed by the Bank in exercising the Bank's rights or the receiver's rights under the Legal Mortgage, calculated as agreed between the Company and the Bank, or if there is no agreement, in accordance with the Bank's current practice from time to time

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

Please do not
write in this
binding margin

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

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

- 3 The Company assigns to the Bank the goodwill belonging to the Company of all businesses from time to time carried on at the Property with the benefit of all authorisations, permits, registration certificates or licences of any kind which the Company may hold in connection with such businesses
- 4 The Company also charges to the Bank
- 4 1 by way of fixed charge the equipment and goods (if any) listed in Schedule 2 and all other fixtures, fittings, plant and machinery which may from time to time be erected on or affixed to the Property, and
- 4 2 by way of floating charge all other movable plant, machinery, furniture, equipment, goods and other effects which are from time to time on the Property

*Please complete
legibly, preferably
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bold block lettering*

Note

- A The Bank may at any time by written notice to the Company convert the floating charge over any assets specified in the notice into a fixed charge
- B The Legal Mortgage contains a prohibition on the Company creating or allowing any mortgage, charge, pledge, lien, assignment by way of security or other security interest of any kind on the Property

SCHEDULE 1
The Property

2 MEETING STREET, APPLIEDORE, BIDEFORD, DEVON EX39 1RH

SCHEDULE 2
The equipment and goods subject to fixed charge

NONE

FILE COPY



**CERTIFICATE OF THE REGISTRATION
OF A CHARGE**

Company number 129566

I hereby certify that a charge created by

KENNEDYS FINE CHOCOLATES LIMITED

on 2 FEBRUARY 2007

for securing ALL SUMS DUE, OR TO BECOME DUE

in favour of CLYDESDALE BANK PUBLIC LIMITED COMPANY

was delivered pursuant to section 410 of the Companies Act, 1985,
on 21 FEBRUARY 2007 given at Companies House, Edinburgh
22 FEBRUARY 2007



C O M P A N I E S H O U S E

