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COMPANIES FORM No. 410(Scot)

Particulars of a charge created by a company registered in Scotland

410

A fee of £10 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

COMPANIES HOUSE FEE PAID EDINBURGH

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

To the Registrar of Companies
(Address overleaf - Note 6)

For official use 6 Company number SC287586

Name of company

** insert full name of company*

* **AH Distributors Limited (the "Company")**

Date of creation of the charge (note 1)

9 January 2009

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

Floating Charge

Amount secured by the charge

All the Company's liabilities to RBSIF of any kind and in any currency (whether present or future actual or contingent and whether incurred alone or jointly with another) together with RBSIF's charges and commission interest and expenses.

Names and addresses of the persons entitled to the charge

RBS Invoice Finance Limited ("RBSIF")

Smith House, PO Box 50, Elmwood Avenue, Feltham Middlesex, TW13 7QD

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

FS5/RBW/RO870X114
Morton Fraser LLP
DX ED119
EDINBURGH

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Short particulars of all the property charged.

The whole of the property (including uncalled capital) which is or may be from time to time while the floating charge is in force comprised in the property and undertaking of the Company.

Please do not write in this margin

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

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

Unless otherwise agreed in writing by RBSIF, the Floating Charge shall, subject to section 464 (2) of the Companies Act 1985 rank in priority to any fixed security and any other floating charge which shall be created by the Company after its execution of the Floating Charge.

Any fixed security granted by the Company in favour of RBSIF either before or after the Company's execution of the Floating Charge shall in all respects rank in priority to the Floating Charge.

Except with the previous written consent of RBSIF, the Company will not create or permit to arise any fixed security or floating charge or lien (including in each case one which ranks after the Floating Charge as well as one which has priority over or ranks pari passu with the Floating Charge)on any of the property charged and will ensure that no subsidiary of the Company will create or permit to arise any fixed security or floating charge or lien on any of its undertaking property assets or rights other than in each case in favour of RBSIF.

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

N/A

Signed ______________ Date 13/1/09

On behalf of ~~[company]~~ [chargee]† For Morton Fraser LLP

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† 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 Assignation.)

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. 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

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CERTIFICATE OF THE REGISTRATION OF A CHARGE

COMPANY NO. 287586

CHARGE NO. 6

I HEREBY CERTIFY THAT A CHARGE CREATED BY AH DISTRIBUTORS LIMITED

ON 9 JANUARY 2009

FOR SECURING ALL SUMS DUE OR TO BECOME DUE

IN FAVOUR OF RBS INVOICE FINANCE LIMITED

WAS DELIVERED PURSUANT TO SECTION 410 OF THE COMPANIES ACT 1985 ON 14 JANUARY 2009

GIVEN AT COMPANIES HOUSE, EDINBURGH 15 JANUARY 2009

REGISTRAR OF COMPANIES FOR SCOTLAND

THE OFFICIAL SEAL OF THE REGISTRAR OF COMPANIES