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COMPANIES FORM No. 400

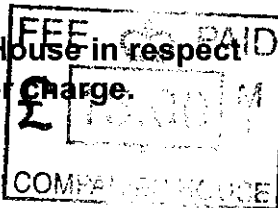
Particulars of a mortgage or charge subject to which property has been acquired

400

CHFP025

Please do not
write in
this margin

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



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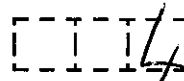
Pursuant to section 400 of the Companies Act 1985

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

To the Registrar of Companies
(Address overleaf - Note 4)

For official use

Company number



5471124

* insert full name
of Company

Name of company

* CHA (2005) Limited

Date and description of the instrument (if any) creating or evidencing the mortgage or charge (note 1)

Debenture dated 7 July 1999 between (1) Camden Motors (Holdings) Limited and (2) the Chargee (as defined below)

Amount secured by the mortgage or charge All Monies

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

FCE Bank Plc (the "Chargee"),
Jubilee House, The Drive, Brentwood, Essex CM13 3AR

Short particulars of the property mortgaged or charged

Under the Debenture, the Borrower charges:

- (a) by way of legal mortgage all the freehold and leasehold property of the Borrower together with all buildings fixtures (including trade fixtures) and fixed plant and machinery from time to time thereon and/or the proceeds of sale thereof;
- (b) by way of legal mortgage all other freehold and leasehold property now vested in the Borrower together with all buildings fixtures (including trade fixtures) and fixed plant and machinery from time to time thereon and/or the proceeds of the sale thereof;
- (c) by way of fixed charge all estate or interest of the Borrower in any freehold or leasehold property at any time hereafter during the continuance of the security constituted by the Debenture belonging to or charged to the contd/..

Presentor's name address and
reference (if any):
Travers Smith
10 Snow Hill
London
EC1A 2AL

AHP/DT1/6049365

Time critical reference

For official Use
Mortgage Section



PMO
COMPANIES HOUSE

A15
COMPANIES HOUSE

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25/11/2005

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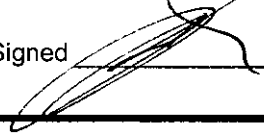
Borrower together with all buildings fixtures (including trade fixtures) and fixed plant and machinery from time to time thereon and/or the proceeds of sale thereof;

(d) by way of fixed charge all stocks shares and other securities of any kind now or hereafter owned (whether at law or in equity) by the Borrower including all allotments accretions offers rights benefits and advantages whatsoever at any time accruing offered or arising in respect of the same whether by way of redemption bonus preference option dividend or otherwise and all rights and interests of the Borrower in and claims under all policies of insurance and assurance now or hereafter held by or enuring to the benefit of the Borrower;

(e) by way of fixed charge all interests not effectively charged under the charges described above now or hereafter belonging to the Borrower in or over land or the proceeds of sale of land all licences now or hereafter held by the Borrower to enter upon or use land and the benefit of all other agreements relating to land to which the Borrower is or may become party or otherwise entitled and all trade and tenant's fixtures plant and machinery now and hereafter annexed for whatever purpose to all freehold and leasehold property an interest in which stands charged under the Debenture.

Continued ...

Date of the acquisition of the property 4 November 2005

Signed  Designation † Director Date 22-11-05

Please do not write in this margin

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

A fee is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 3)

Notes

- 1 A description of the instrument, eg, "Trust Deed", "Debenture", etc, as the case may be, should be given.
- 2 A verified copy of the instrument must be delivered with these particulars correctly completed to the Registrar of Companies within 21 days after the date of the completion of the acquisition of the property which is subject to the charge. 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. If the property is situated and the charge was created outside Great Britain, they must be delivered within 21 days after the date on which the copy of the instrument could in due course of post, and if despatched with due diligence have been received in the United Kingdom.
- 3 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**.
- 4 The address of the Registrar of Companies is:-

Companies House
Crown Way
Cardiff
CF14 3UZ

† Insert Director, Secretary, Administrator, or Administrative Receiver as appropriate

(f) by way of fixed charge all book and other debts now and from time to time due or owing to the Borrower and whether presently payable or hereafter falling due for payment (including bank deposits and credit balance) and all rights and claims of the Borrower against third parties now or hereafter existing and capable of being satisfied by the payment of money;

(g) by way of fixed charge all goodwill and uncalled capital for the time being of the Borrower and all patents patent applications inventions trademarks trade names registered designs copyrights know-how and other intellectual property rights and all licences and ancillary rights and benefits including all royalties and other income deriving from the same both present and future of the Borrower.

(h) by way of fixed charge all plant and machinery now or at anytime hereafter belonging to the Borrower (excluding however plant and machinery for the time being forming part of its stock in trade or work in progress) and all trade and other fixtures fixed plant and machinery not mentioned in (a) to (e) inclusive and all chattels now or at any time hired or leased by the Borrower to any other person together in each case with the benefit of the related hiring or leasing contract and any guarantee indemnity or other security for the performance of the obligations of any person under such contract; and

(i) by way of floating charge all assets of the Borrower whatsoever and wheresoever not effectively charged by way of fixed charge under the charges described above including (without limitation) any immovable property of the Borrower and any assets falling within any of the types mentioned in paragraphs (a) to (h) above inclusive situate in Scotland not effectively charged by way of fixed charge under the charges described above but so that the Borrower shall not be at liberty without the consent in writing of the Chargee to create or permit to continue any mortgage or charge upon or suffer any lien to affect any part of the undertaking or assets of the Borrower subject to the floating charge either in priority to or pari passu with that charge or to sell part with or dispose of the whole or except in the ordinary course of business any part of the Borrower's undertaking and assets.

Definitions

"Borrower" means Camden Motors (Holdings) Limited (CRN: 03251401).

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 05471124

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE FOR ALL SUMS DUE, OR TO BECOME DUE SECURED ON THE PROPERTY ACQUIRED BY CHA (2005) LIMITED ON THE 4th NOVEMBER 2005 WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 1st DECEMBER 2005.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 5th DECEMBER 2005.

P.A.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —