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COMPANIES FORM No. 395

Particulars of a mortgage or charge

00400024/13

395

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

CHFP025

Please do not
write in
this margin

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

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number

2

06029871

Name of company

* Kidspace Croydon Ltd

Date of creation of the charge

2nd October 2007

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

Legal Charge dated 2nd October 2007 made between Kidspace Croydon Ltd (1)
and Bank of Scotland plc (2) (the "Bank") (the "Charge")

Amount secured by the mortgage or charge

See continuation sheet

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

Bank of Scotland plc
2nd Floor, Citymark, 150 Fountainbridge, Edinburgh

Postcode EH3 9PE

Presentor's name address and
reference (if any)

Addleshaw Goddard LLP
Alder Castle
10 Noble Street
London
EC2V 7JW

GALLK/323633 5 (1758401)

For official Use (06/2005)

Mortgage Section

Post room

TUESDAY



LD2

LZ0SVTNN

09/10/2007

417

COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

See continuation sheet

Please do not
write in
this margin

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

Particulars as to commission allowance or discount (note 3)

Signed

Abdullah Gaddard LLL

Date

8 October 2007

On behalf of [company] ~~XXXXXXXXXXXX~~ †

*A fee is payable
to Companies
House in
respect of each
register entry
for a mortgage
or charge
(See Note 5)*

Notes

† delete as
appropriate

- 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 No 398 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 company 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 prescribed 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**.

Name of company

*insert full name
of Company

* Kidspace Croydon Ltd

Addendum 1/4

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

Addendum 2/4

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

All sums of money owed and all liabilities or obligations to be carried out to the Bank at any time and from time to time by the Company whether they arise before or after the Bank has demanded that they are repaid or carried out, they are owed or to be carried out immediately or only after a stated event has occurred, the Company owes or is to carry them out on his own or jointly with any other persons together with any sums of money payable to the Bank by way of interest upon the sums due, any commission or other charges which the Bank may from time to time charge

Addendum 3/4

3 Names, addresses and description of the mortgages or persons entitled to the charge (continued)

Addendum 4/4

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

With full title guarantee and as security for the sums due:

1 By way of legal mortgage the property known as Unit 3, The Colonnades, Purley Way, Croydon CR0 4RQ registered at H M Land Registry under title number SGL687932 (the "Property")

2 By way of fixed charge all buildings or other structures on and items fixed to the Property

3 By way of fixed charge any goodwill relating to the Property or the business or undertaking conducted at the Property

4 By way of fixed charge all plant machinery and other items affixed to and forming part of the Property on or at any time after the date of the Charge

5 By way of assignment all rents and other sums at any time payable by any tenants or licensees of the Property to the Company together with the benefit of the Company's rights and remedies relating to them to be held to the Bank absolutely subject to redemption upon repayment

6 By way of fixed charge the proceeds of any claim under any insurance policy relating to the Property

7 By way of floating charge all unattached plant machinery chattels and goods now or at any time after the date of this Charge on or in or used in connection with the Property or the business or undertaking conducted at the Property

The Company agrees that it will not without the Bank's prior written consent grant any conveyance transfer or assignment of the Property or any part of it, or create or permit to exist any security in favour of any person other than the Bank by way of fixed or floating charge or lien over the Property or any part of it

M395 Continuation

Company number

06029871

Name of company

*insert full name
of Company

* Kidspace Croydon Ltd

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 06029871

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 2nd OCTOBER 2007 AND CREATED BY KIDSPACE CROYDON LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO BANK OF SCOTLAND PLC WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 9th OCTOBER 2007.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 15th OCTOBER 2007.

P. Stacy



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES