

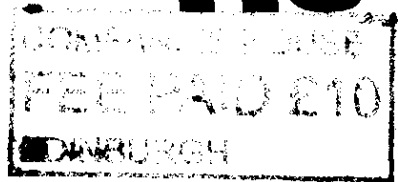
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COMPANIES FORM No. 410(Scot)

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



Pursuant to section 410 of the Companies Act 1985

CHFP025

Please do not write in this margin

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

For official use

Company number

112

SC248915

Name of company

BEATTIE COMMUNICATIONS GROUP LIMITED (THE "COMPANY")

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

* insert full name of company

Date of creation of the charge (note 1)

26 JULY 2004

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

LEGAL CHARGE (THE "CHARGE")

Amount secured by the charge

AS SPECIFIED IN APPENDIX ONE TO THIS FORM

Names and addresses of the persons entitled to the charge

THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND (THE "BANK"), 2ND FLOOR, CITYMARK, 150 FOUNTAINBRIDGE, EDINBURGH, EH3 9PE

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

Eversheds LLP
Eversheds House
70 Great Bridgewater Street
Manchester
M1 5ES
C/RC/806581

For official use
Charges Section

Post room



SCT 80F2QXD6 0880
COMPANIES HOUSE 04/08/04

Short particulars of all the property charged.

Please do not write in this margin

AS SPECIFIED IN APPENDIX TWO TO THIS FORM

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

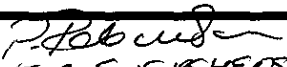
Statement, in the case of a floating charge, as to any restrictions on power to grant further securities and any ranking provision (note 2)

AS SPECIFIED IN APPENDIX THREE TO THIS FORM

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

N/A

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 5)

Signed  FOR EVERSHEDS LLP

Date 3 AUGUST 04

On behalf of [company] [chargee] †

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. 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

† delete as appropriate

APPENDIX ONE
BEATTIE COMMUNICATIONS GROUP LIMITED
(COMPANY NUMBER: SC248915)

AMOUNT SECURED BY THE MORTGAGE OR CHARGE

All money, liabilities and obligations due by the Company (or any one or more person included in the definition of Company) to the Bank at any time whether:-

- (a) they arise before or after the Bank have demanded that they are repaid or carried out; or
- (b) they are owed or to be carried out immediately or only after a stated event has occurred; or
- (c) the Company owe or are to carry out on its own or jointly with any other person as guarantor for any other person.

(the "Secured Liabilities")

APPENDIX TWO
BEATTIE COMMUNICATIONS GROUP LIMITED
(COMPANY NUMBER: SC248915)

SHORT PARTICULARS OF THE PROPERTY MORTGAGED OR CHARGED

1. Pursuant to the terms of the Charge the Company charges with full title guarantee as security for the Secured Liabilities:-
 - 1.1 by way of legal mortgage the Property;
 - 1.2 by way of fixed charge all buildings and other structures on, and items fixed to, the Property;
 - 1.3 by way of fixed charge any goodwill relating to the Property or the business or undertaking conducted at the Property;
 - 1.4 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;
 - 1.5 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 all the Company's rights and remedies relating to them to hold to the Bank absolutely subject to redemption upon repayment of the Secured Liabilities;
 - 1.6 by way of fixed charge the proceeds of any claim made under any insurance policy relating to the Property; and
 - 1.7 by way of floating charge all unattached plant, machinery, chattels and goods now or any time after the date of the Charge on or in or used in connection with the Property or the business or undertaking conducted at the Property.

Definitions:

"Property" means the freehold property known as 4 Great James Street, Holborn, Camden registered at HM Land Registry with title absolute under Title Number 260798.

APPENDIX THREE
BEATTIE COMMUNICATIONS GROUP LIMITED
(COMPANY NUMBER: SC248915)

1. Pursuant to the terms of the Charge the Company must not, without prior written consent of the Bank:-
 - 1.1 grant any conveyance, transfer or assignment of the Property or any part of it;
 - 1.2 create or permit to exist any security in favour of any person other than the Bank by way of a fixed or floating charge or lien over the Property or any part of it.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company number 248915

I hereby certify that a charge created by

BEATTIE COMMUNICATIONS GROUP LIMITED

on 26 JULY 2004

for securing ALL SUMS DUE, OR TO BECOME DUE

in favour of

THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND

was delivered pursuant to section 410 of the Companies Act, 1985,
on 4 AUGUST 2004 given at Companies House, Edinburgh
5 AUGUST 2004



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



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars

REGISTER of Charges, Alterations to Charges,

COMPANY: SC248915 CHARGE: 2

(1) Date of Registration	(2) Serial Number of Document on File	(3) Date of Creation of each Charge and Description thereof	(4) Date of the acquisition of the Property	(5) Amount secured by the Charge £	(6) Short Particulars of the Property Charged	(7) Names of the Persons entitled to the Charge
04/08/2004 LEGAL CHARGE		26/ 7/04 FLOATING CHARGE		ALL SUMS DUE, OR TO BECOME DUE	LEGAL MORTGAGE OVER THE PROPERTY KNOWN AS 4 GREAT JAMES STREET, HOLBORN, CAMDEN--TITLE NUMBER 260798; FIXED CHARGES OVER ASSETS; FLOATING CHARGE OVER SAME	THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND

Memoranda of Satisfaction and Appointments etc. of Receivers

N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars

COMPANY: SC248915 CHARGE: 2

(8) In the case of a floating charge, a statement of the provisions, if any, prohibiting or restricting the creation by the company of any fixed security or any other floating charge having priority over, or ranking <i>pari passu</i> with the floating charge.	(9) In the case of a floating charge, a statement of 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 the subject of the floating charge or any part of it.	(10) Amount or rate per cent of the Commission Allowance or discount	(11) Memoranda of Satisfaction	(12) Receiver		
				Name	Date of Appointment	Date of Ceasing to act
<p>COMPANY ARE EXPRESSLY PROHIBITED FROM CREATING SUBSEQUENT FIXED SECURITY HAVING PRIORITY OVER OR RANKING EQUALLY WITH THE FLOATING CHARGE</p>						