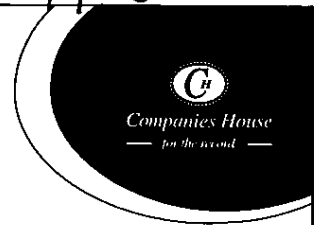


104734/13

In accordance with Section 860 of the Companies Act 2006.

MG01

Particulars of a mortgage or charge



A fee is payable with this form.
We will not accept this form unless you send the correct fee.
Please see 'How to pay' on the last page.

What this form is for
You may use this form to register particulars of a mortgage or charge in England and Wales or Northern Ireland.

What this form is NOT for
You cannot use this form to register particulars of a charge for company. To do this, please use form MG01s.

WEDNESDAY



A7D2PF22
A28 18/11/2009 269
COMPANIES HOUSE

1 Company details

Company number	0	3	8	5	0	8	9	9
Company name in full	Dolphin Enterprise Europe Limited							

6	For official use
→ Filling in this form Please complete in typescript or in bold black capitals. All fields are mandatory unless specified or indicated by *	

2 Date of creation of charge

Date of creation	d	1	d	6	m	1	m	1	y	2	y	0	y	0	y	9
------------------	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---

3 Description

Please give a description of the instrument (if any) creating or evidencing the charge, e.g. 'Trust Deed', 'Debenture', 'Mortgage', or 'Legal charge'.	
Description	Debenture

4 Amount secured

Please give us details of the amount secured by the mortgage or charge.	
Amount secured	All monies

Continuation page Please use a continuation page if you need to enter more details.

MG01

Particulars of a mortgage or charge

5	Mortgagee(s) or person(s) entitled to the charge (if any)		Continuation page Please use a continuation page if you need to enter more details.
	Please give the name and address of the mortgagee(s) or person(s) entitled to the charge.		
Name	North West Transitional Loan Investment Fund "NWTLIF"		
Address	5th Floor, Cunard Building		
	Liverpool		
Postcode	L	3 1 D S	
Name			
Address			
Postcode			

6	Short particulars of all the property mortgaged or charged		Continuation page Please use a continuation page if you need to enter more details.
	Please give the short particulars of the property mortgaged or charged.		
Short particulars	<p>By way of legal mortgage all freehold and leasehold property of the Borrower situated in England and Wales and all buildings, fixtures and fixed plant and machinery;</p> <p>By way of fixed charge on all plant, machinery, vehicles, computer and office and other equipment;</p> <p>By way of fixed charge all tenants' trade fixture and fittings, furniture from time to time on property;</p> <p>By way of fixed charge all stocks, shares, bonds and securities of any kind in any company;</p> <p>By way of fixed charge all books and other debts, revenues and claims due or owing to the Borrower;</p> <p>By way of fixed charge all patents, patent applications, registered trade marks, design rights, trade names, copyright, computer programmes, confidential information and all other intellectual or intangible property;</p> <p>By way of fixed charge the benefit of all guarantees, indemnities, rent deposits, agreements, contracts;</p> <p>By way of fixed charge all bank accounts, cash at bank and all credit balance on any account whatsoever; and</p> <p>By way of floating charge all the undertaking and all property, assets and rights including goodwill and uncalled capital of the Borrower from time to time not otherwise effectively charged by the provision of the Debenture.</p>		

MG01

Particulars of a mortgage or charge

<p>7</p> <p>Commission allowance or discount</p>	<p>Particulars as to commission, allowance or discount (if any)</p> <p>Please insert the amount or rate percent of any commission, allowance or discount paid or made either directly or indirectly by the company to any person on consideration of his:</p> <ul style="list-style-type: none">- subscribing or agreeing to subscribe, whether absolutely or conditionally, or- procuring or agreeing to procure subscriptions, whether absolute or conditional, <p>for any debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered.</p>	
	<p>8</p> <p>Delivery of instrument</p> <p>You must deliver the original instrument (if any) creating or evidencing the charge and these prescribed particulars to the Registrar of Companies within 21 days after the date of creation of the charge (section 860). If the property is situated and the charge was created outside the United Kingdom (UK), you must deliver the information to the Registrar within 21 days after the date on which the instrument could have been received in the UK in the normal course of post and assuming you had posted it promptly (section 866).</p> <p>We will accept a verified copy of the instrument creating the charge where the property charged is situated and the charge was created outside the UK (section 870). The company or the person who has delivered the copy to the Registrar must verify it to be a correct copy and sign it. Where a body corporate gives the verification, an officer of that body must sign it. We will also accept a verified copy where section 867(2) applies (property situated in another part of UK).</p>	
<p>Signature</p>	<p>9</p> <p>Signature</p> <p>Please sign the form here.</p> <p>Signature</p> <p>X <i>A Jackson</i> X</p> <p>This form must be signed by a person with an interest in the registration of the charge.</p>	

MG01

Particulars of a mortgage or charge

Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form and will establish where we return the original documents. The contact information you give will be visible to searchers of the public record.

Contact name Adele Jackson

Company name Alliance Fund Managers Ltd

Address 5th Floor, Cunard Building

Post town Liverpool

County/Region Merseyside

Postcode

L	3		1	D	S	
---	---	--	---	---	---	--

Country

DX

Telephone 0151 236 4040

Certificate

We will send your certificate to the presenter's address if given above or to the Company's Registered Office if you have left the presenter's information blank.

Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- The company name and number match the information held on the public Register.
- You have included the original deed with this form.
- You have entered the date the charge was created.
- You have supplied the description of the instrument.
- You have given details of the amount secured by the mortgagee or chargee.
- You have given details of the mortgagee(s) or person(s) entitled to the charge.
- You have entered the short particulars of all the property mortgaged or charged.
- You have signed the form.
- You have enclosed the correct fee.

Important information

Please note that all information on this form will appear on the public record.

How to pay

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

Make cheques or postal orders payable to 'Companies House.'

Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:

For companies registered in England and Wales:
The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.

For companies registered in Scotland:
The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post).

For companies registered in Northern Ireland:
The Registrar of Companies, Companies House,
First Floor, Waterfront Plaza, 8 Laganbank Road,
Belfast, Northern Ireland, BT1 3BS.
DX 481 N.R. Belfast 1.

Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk



**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

Pursuant to section 869(5) & (6) of the Companies Act 2006

**COMPANY NO. 3850899
CHARGE NO. 6**

**THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEBENTURE DATED 16
NOVEMBER 2009 AND CREATED BY DOLPHIN ENTERPRISES
EUROPE LIMITED FOR SECURING ALL SUMS DUE OR TO
BECOME DUE WAS REGISTERED PURSUANT TO CHAPTER 1
PART 25 OF THE COMPANIES ACT 2006 ON THE 18 NOVEMBER
2009**

**GIVEN AT COMPANIES HOUSE, CARDIFF THE 21 NOVEMBER
2009**

P. S. S. S.



Companies House
— for the record —



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**