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

*insert full name of Company

COMPANIES FORM No. 395

Particulars of a mortgage or charge

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

000432/13

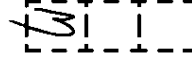
395

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number



05167257

Name of company

* Prophase Development Limited

Date of creation of the charge

21 November 2007

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

Rent Deposit Deed

Amount secured by the mortgage or charge

The payment of all sums, whether actual or contingent, required for one or more of the following (a) to make good any loss or damage to the Landlord arising from any breach by the Tenant of the Covenants, (b) to make good any dilapidations to the Premises at the end of the term of the Lease; (c) to make good any loss or damage to the Landlord arising from any breach by the Tenant of the terms of this Deed, (d) to make good any loss or damage to the Landlord arising from an Event of Default, including any sums for which the Landlord is entitled to prove in the winding up or bankruptcy of the Tenant whether or not following a disclaimer of the Lease, and (e) to pay all property legal and other costs, charges and expenses incurred by the Landlord in relation to paragraphs (a) to (d) of this definition

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

St Martins Property Investments Limited
Shackleton House, 4 Battlebridge Lane, London Bridge City, London
Postcode SE1 2HX

Presentor's name address and reference (if any)

Eversheds LLP
Central Square South,
Orchard Street
Newcastle upon Tyne
NE1 3XX

BOWENSE/102155 010924

Time critical reference

For official Use (06/2005)
Mortgage Section



PGE8N00E
PMO 7/12/07 246
COMPANIES HOUSE
ANWKVV47
A13 01/12/2007 319
COMPANIES HOUSE

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Short particulars of all the property mortgaged or charged

A First Charge in favour of St Martins Property Investments Limited over the sum of £1,106.83 plus VAT paid by Prophase Investment Limited pursuant to the Rent Deposit Deed and held in the Deposit Account as defined in the Rent Deposit Deed

Please do not write in this margin

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

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Particulars as to commission allowance or discount (note 3)

Signed Eversheds W P

Date 30 November 2007

On behalf of ~~XXXXXX~~ [mortgagee/~~XXXXXX~~ †

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

† delete as appropriate

Notes

- 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**
- 6 The address of the Registrar of Companies is **Companies House, Crown Way, Cardiff CF14 3UZ**

FILE COPY



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

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

.COMPANY No 05167257

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT RENT DEPOSIT DEED DATED THE 21st NOVEMBER 2007 AND CREATED BY PROPHASE DEVELOPMENT LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO ST MARTINS PROPERTY INVESTMENTS LIMITED UNDER THE TERMS OF THE AFOREMENTIONED INSTRUMENT CREATING OR EVIDENCING THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 7th DECEMBER 2007

GIVEN AT COMPANIES HOUSE, CARDIFF THE 12th DECEMBER 2007

A handwritten signature in black ink, appearing to be 'R. H.' or similar.



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES