M

COMPANIES FORM No. 395

Particulars of a mortgage or charge

06796/B

395

CHWP000

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

Please do not write in this margin

Pursuant to section 395 of the Companies Act 1985

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

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

For official use

Company number 05024407

Name of company

* insert full name of Company

* SUPER STORAGE LIMITED

Date of creation of the charge

5TH DECEMBER 2008

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

DEBENTURE

Amount secured by the mortgage or charge

All present and future moneys, obligations and liabilities owed by the Company to the Lender, whether actual or contingent and whether owed jointly or severally, as principal or surety and/or in any other capacity, under or in connection with the Loan Agreement dated 5TH DECEMBER 2008 made between the Company and the Lender or howsoever. Such moneys, obligations and liabilities include all interest accruing on them.

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

CAPITAL SELF-STORAGE LIMITED of c/o Peachey & Co LLP, 95 Aldwych, London

Postcode WC2B 4JF

Presenter's name address and reference (if any) :

Peachey & Co LLP
95 Aldwych, London
WC2B 4JF

Time critical reference

For official Use (02/06)
Mortgage Section

Post room

SATURDAY

AX25D5TP
A50 20/12/2008 341
COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

Please see Appendix 1 attached.

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 for and on behalf of ALDLEX LIMITED Date 5TH DECEMBER 2008

On behalf of [company][~~mortgagee/chargee~~]†

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 are to be made payable to **Companies House**.

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

APPENDIX 1

As a continuing security for the payment and discharge of the Secured Liabilities (as defined in the debenture dated 5TH DECEMBER 2008 made between the Company and the Lender ("Debenture")), the Company with full title guarantee:

(a) charges to the Lender, by way of first legal mortgage, all the Properties as listed in Schedule 2 of the Debenture;

(b) charges to the Lender, by way of first fixed charge:

(i) all Properties acquired by the Company in the future;

(ii) all present and future interests of the Company not effectively mortgaged or charged under the preceding provisions to clause 3 of the Debenture in, or over, freehold or leasehold property;

(iii) all present and future rights, licences, guarantees, rents, deposits, contracts, covenants and warranties relating to the Properties;

(iv) all licences, consents and authorisations (statutory or otherwise) held or required in connection with the Company's business or the use of any Charged Property, and all rights in connection with them;

(v) all present and future goodwill and uncalled capital for the time being of the Company;

(vi) all the Equipment;

(vii) all the Intellectual Property;

(viii) all the Book Debts;

(ix) all the Investments; and

(x) all monies from time to time standing to the credit of its accounts with any bank, financial institution or other person (including each Designated Account).

(c) assigns to the Lender, by way of first fixed mortgage, all its rights in any policies of insurances or assurance present or future (including, without limitation, any insurances relating to the Properties or the Equipment);

(d) assigns to the Lender, by way of first fixed charge, to the extent the same are assignable the benefit of the Assigned Agreements and the benefit of any guarantee or security for the performance of the Assigned Agreements; and

(e) charges to the Lender, by way of first floating charge, all the undertaking, property, assets and rights of the Company at any time not effectively mortgaged, charged or assigned pursuant to the above clauses.

FILE COPY

CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY NO. 5024407
CHARGE NO. 2

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED 5 DECEMBER 2008 AND CREATED BY SUPER STORAGE LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO CAPITAL SELF-STORAGE 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 20 DECEMBER 2008

GIVEN AT COMPANIES HOUSE, CARDIFF THE 22 DECEMBER 2008

p/ou/1

Companies House
for the record

REGISTRAR OF COMPANIES FOR ENGLAND AND WALES

THE OFFICIAL SEAL OF THE REGISTRAR OF COMPANIES