

***SUMMARY OF CURRENT DOCUMENT***

Name of Issuing Party or Person:	Canadian Imperial Bank of Commerce
Date of Document:	February 7 <sup>th</sup> , 2003
Summary of Order/Relief Sought or statement of purpose in filing:	Affidavit of Jennifer Lee in response to the Application by John Deere Credit Inc. ("JDCI") for payment to JDCI of the proceeds from the sale by the Receiver of the property referenced in the Application
Court Sub-File Number	7:25

2002 01T 0352

**IN THE SUPREME COURT OF NEWFOUNDLAND AND LABRADOR**

**IN THE MATTER OF** the *Companies' Creditors Arrangement Act*, Chapter C-36 of the Revised Statutes of Canada 1985, as amended

**AND IN THE MATTER OF** the plan of compromise or arrangement of Hickman Equipment (1985) Limited

**AND IN THE MATTER OF** Rule 25 of the *Rules of the Supreme Court*, 1986 under the *Judicature Act*, R.S.N. 1990, c. J-4, as amended

**AND IN THE MATTER OF** the *Bankruptcy and Insolvency Act*, Chapter B-3 of the Revised Statutes of Canada, 1985, as amended

**AND**

**District of Newfoundland  
Court No. 9733  
Estate No. 100813**

**AFFIDAVIT**

I, Jennifer Lee, of St. John's, in the Province of Newfoundland and Labrador, make oath and state as follows:

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1. That I am an Associate, Commercial Credit with Canadian Imperial Bank of Commerce ("CIBC");
2. That I have knowledge of all of the circumstances referred to herein except as otherwise stated;
3. That CIBC is a secured creditor of Hickman Equipment and currently has a claim in the bankrupt estate of Hickman Equipment in the amount of \$15,433,523.95, together with interest and costs. A copy of CIBC's Proof of Claim is attached hereto as Exhibit "A";
4. That CIBC holds the following security for the indebtedness of Hickman Equipment:
  - (a) General Assignment of Accounts, etc., dated January 4, 1985 and registered at the Assignment of Book Debts Registry on January 16, 1985 as registration no. 16040 (continued under the PPSA on June 29, 2001 as registration no. 1063565) (a copy of which is attached hereto as Exhibit "B").
  - (b) Floating Charge Debenture in the amount of \$3,000,000.00 dated January 7, 1985 and registered at the Registry of Deeds on January 29, 1985 at Roll 77, Frame 70 (a copy of which is attached hereto as Exhibit "C"), as amended, supplemented and confirmed by the following:
    - (i) Supplemental Debenture dated February 19, 1990 and registered on February 22, 1990 at the Registry of Deeds at Roll 732, Frame 839, which added a fixed charge to the Debenture (a copy of which is attached hereto as Exhibit "D");
    - (ii) Supplemental Debenture dated April 17, 1997 and registered on April 30, 1997 at the Registry of Deeds at Roll 1521, Frame 1435,

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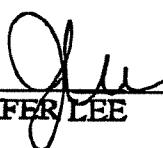
which increased the principal amount of the Debenture to \$5,000,000.00 (a copy of which is attached hereto as Exhibit "E");

- (iii) Supplemental Debenture dated August 6, 1997 and registered August 29, 1997 at the Registry of Deeds at Roll 1564, Frame 2095, which increased the principal amount of the Debenture to \$10,000,000 (a copy of which is attached hereto as Exhibit "F");
- (iv) Supplemental Debenture dated July 9, 1998 and registered at the Registry of Deeds on July 15, 1998 at Roll 1668, Frame 1748, which increased the principal amount of the Debenture to \$20,000,000.00 (a copy of which is attached hereto as Exhibit "G")

(continued under the PPSA on November 29, 2001 as registration no. 1403243).

- (c) General Security Agreement dated January 25, 2000 and registered under the PPSA on January 28, 2000 as registration no. 78490 (a copy of which is attached hereto as Exhibit "H").
  - (d) Bank Act Security registered on October 26, 2000 as registration no. 01074579 (a copy of which is attached hereto as Exhibit "I").
5. That I make this Affidavit in response to the Interlocutory Application by JDCI for payment to JDCI of the proceeds from the sale by the Receiver of the property referenced in the Application.

**SWORN TO** before me at St. John's,  
in the Province of Newfoundland and  
Labrador, this 7<sup>th</sup> day of February,  
2003

  
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JENNIFER LEE

