

<b>SUMMARY OF CURRENT DOCUMENT</b>	
<b>Name of Issuing Party or Person:</b>	John Deere Limited and John Deere Credit Inc.
<b>Date of Document:</b>	7 February 2003
<b>Summary of Order/Relief Sought or Statement of Purpose in Filing:</b>	Reply Memorandum of Fact and Law of John Deere Limited and John Deere Credit Inc., to the Interlocutory Application (Inter Partes) of Royal Bank of Canada
<b>Court Sub-File Number:</b>	7:27 and 7:43

2002 01 T 0352

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

**IN THE MATTER OF** a Court ordered  
 Receivership of Hickman Equipment (1985)  
 Limited ("Hickman Equipment") pursuant to Rule  
 25 of the *Rules of the Supreme Court, 1986* under  
 the *Judicature Act*, RSNL 1990, c. J-4, as amended

**AND IN THE MATTER OF** the *Bankruptcy and Insolvency Act*, RSC 1985, c. B-3, as amended.

**AFFIDAVIT OF DOUGLAS A. DICKER**

I, Douglas A. Dicker, of the Town of Grimsby, in the Province of Ontario, make oath and say as follows:

1. That I am Division Manager of John Deere Limited, and as such have personal knowledge of the matters herein deposed.
2. That I make this Affidavit in support of a Memorandum of Fact and Law filed in the Supreme Court of Newfoundland and Labrador on behalf of John Deere Credit Inc. ("JDCI") and John Deere Limited ("JDL") (collectively "Deere") on February 7, 2003 (the "Memorandum") in reply to the Interlocutory Application (Inter Partes) of Royal Bank of Canada ("RBC").
3. That the RBC Application is made in respect of the proceeds of the sale of the assets of Hickman Equipment, specifically the proceeds of the sale of the following assets:

1.	CAT 320B Excavator	06CR04706	("Claimed Unit #1")
2.	CAT 320B Excavator	06CR05244	("Claimed Unit #2")
3.	CAT 320B Excavator	06CR05245	("Claimed Unit #3")
4.	IR XP825 Compressor	172821	("Claimed Unit #4")
5.	IR EXM350 Air Track	10031	("Claimed Unit #5")
6.	CAT D8N Dozer	STJ02858	("Claimed Unit #6")
7.	Terex Articulated Truck	74TDC7364	("Claimed Unit #7")

4. That with respect to Claimed Unit #1, JDL intends to rely on a shipping invoice for a 200LC Excavator S/N FF0200X501676 ("Claimed Unit #1 Original Collateral") from JDL to Hickman Equipment dated February 2, 2001. Attached as Exhibit "A" to this my Affidavit is a true copy of the said shipping invoice.

5. That with respect to Claimed Unit #2, JDL intends to rely on a shipping invoice for a 200LC Excavator S/N FF0200X501676 ("Claimed Unit #1 Original Collateral") from JDL to Hickman Equipment dated February 2, 2001. Attached as Exhibit "A" to this my Affidavit is a true copy of the said shipping invoice.

6. That with respect to Claimed Unit #3, JDL intends to rely on a shipping invoice for a 200LC Excavator S/N FF0200X501676 ("Claimed Unit #2 Original Collateral") from JDL to Hickman Equipment dated February 2, 2001. Attached as Exhibit "A" to this my Affidavit is a true copy of the said shipping invoice.

7. That with respect to Claimed Unit #4, JDL intends to rely on a shipping invoice for a 850C Dozer, S/N T0850CX896776 ("Claimed Unit #4 Original Collateral") from JDL to Hickman Equipment dated March 16, 2001. Attached as Exhibit "B" to this my Affidavit is a true copy of the said shipping invoice.

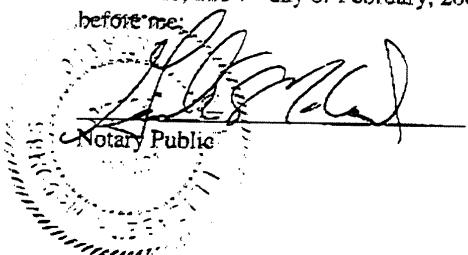
8. That with respect to Claimed Unit #5, JDL intends to rely on a shipping invoice for a 850C Dozer, S/N T0850CX896776 ("Claimed Unit #5 Original Collateral") from JDL to Hickman

Equipment dated March 16, 2001. Attached as Exhibit "B" to this my Affidavit is a true copy of the said shipping invoice.

9. That with respect to Claimed Unit #6, JDL intends to rely on a shipping invoice for a 850C Dozer, S/N T0850CX896776 ("Claimed Unit #6 Original Collateral") from JDL to Hickman Equipment dated March 16, 2001. Attached as Exhibit "B" to this my Affidavit is a true copy of the said shipping invoice.

10. That with respect to Claimed Unit #7, JDL intends to rely on a shipping invoice for a 850C Dozer, S/N T0850CX896776 ("Claimed Unit #7 Original Collateral") from JDL to Hickman Equipment dated March 16, 2001. Attached as Exhibit "B" to this my Affidavit is a true copy of the said shipping invoice.

SWORN to at Grimsby, in the Province  
of Ontario, this 7<sup>th</sup> day of February, 2003  
before me:



Douglas A. Dicker  
DOUGLAS A. DICKER

COMPLETE GOODS INVOICE  
DOCUMENT NUMBER: 050808  
DOCUMENT DATE : 02FEB01

PAYABLE TO: PAGE 1  
JOHN DEERE LIMITED (CANADA)  
GRIMSBY, ON L3M4S5

CONSIGNMENT TO/SOLO TO: SHIP TO:  
HICKMAN EQUIPMENT(1985) LTD.  
P.O. BOX 820, STN. MT. PEARL  
TOPSAIL ROAD WEST  
MT. PEARL, NF A1N3CB  
ACCT NUMBER: 6014 DIV/TER: 43 DELIVERY POINT: KERNERSVILLE, NC

SHIPPED DATE: 02FEB01 SHIPPED FROM: DEERE-HITACHI CONST MACH COR KERNERSVILLE  
CARRIER: DEALER TRUCK LOAD NO.: 914902 VERSION: R

QTY	CODES	DESCRIPTION	NET	PRICE	TOTAL	
QTY	CODES	DESCRIPTION	HST	ITEMS	EACH	AMOUNT
1	1 5910FF	200LC EXCAVATOR		141173.90	141173.90	
	3350	SHDE 800MM 32' TRIPLE		IN BASE	IN BASE	
	6835	BOOM 1 PC W/ARM CYL & PLU		16141.30	16141.30	
	7160	ARM 2.9 (9'6") WITH BKT C		9251.90	9251.90	
	B180	CAB W/AIR 200L		IN BASE	IN BASE	
		MACHINE TOTAL		166567.10	166567.10	
		INVOICE TOTAL			166567.10	

SERIAL NO. FF0200X501676  
DEERE ENG PE6068T119930

MERCHANDISE WEIGHT: 45228 LB

SALES PROGRAM: XSTR  
"AUTOMATIC STOCK-UP OR  
REPLENISHMENT ORDER"  
FACTORY DELIVERY DATE: 22FEB01  
REQUESTED DELIVERY DATE: 22FEB01  
GST/HST STATUS CODED AS T - TAXABLE,  
Z - ZERD-RATED, OR E - EXEMPT. AMOUNT  
PAYABLE = DOCUMENT TOTAL PLUS 7% GST/  
15% HST ON ITEMS MARKED 'T' (GST/HST  
AMOUNT PAYABLE WILL BE IDENTIFIED AS  
DEBIT MEMO #GSTAX ON YOUR MONTHLY  
STATEMENT).  
GST REGISTRATION #133846758.

ADDITIONAL COMMENTS:

BILLED:02FEB01 TERMS:03+03 DUE:DEC01  
MACHCD:T 59100 FACC0:FF VOL:2  
CLASS CODE:  
PD FOR: 15MAR01 SETT#002320  
BY:6014 QTY:001 SN:FFD200X501676  
SETTLE0:31MAY01 SETT#002435  
BY:6014 QTY:001 SN:FF0200X501676

THIS IS A COPY OF THE ORIGINAL INVOICE  
WITH ADDITIONAL COMMENTS AND/OR ADJUSTMENTS

"A"  
This is Exhibit..... referred to in the  
affidavit of Douglas A. Dicker,  
sworn before me, this 7th  
day of February, 2003.

*Douglas A. Dicker*  
A COMMISSIONER FOR TAKING AFFIDAVITS

COMPLETE GOODS INVOICE  
DOCUMENT NUMBER: 051510  
DOCUMENT DATE : 16MARD1

PAYABLE TO: PAGE 1  
JOHN DEERE LIMITED (CANADA)  
GRIMSBY, ON L3H4S9

CONSIGNER TO/SOLO TO: SHIP TO:  
HICKMAN EQUIPMENT(1985) LTD  
P.O. BOX 820, STM. MT. PEARL  
TOPSAIL ROAD WEST  
MT. PEARL, NF A1N3CB  
ACCT NUMBER: 6014 DIV/TER: 43  
DELIVERY POINT: DUBUQUE, IA

SHIPPED DATE: 16MARD1 SHIPPED FROM: J.O. DUBUQUE WORKS DUBUQUE  
CARRIER: DEALER TRUCK LOAD NO.: 033420 VERSTON: R

ORD SHP	NET	PRICE	TOTAL
OTY QTY	HST	ITEMS	AMOUNT
1 1 78507	850C CRAWLER DOZER	T	180973.50 180973.50
1035	PUSHBEAM 74" GAUGE (LT)		14959.50 14959.50
3175	THREE SPOOL VALVE W/ 2 LE		1679.25 1679.25
4045	24" AT223745 HD/EXTREME D		1703.25 1703.25
5085	CAB W/PRESSURIZER & AIR		18240.00 18240.00
7075	DEL CLOTH SUS SEAT W/ 2" B		
9025	WORK LIGHTS		661.50 661.50
9065	ENVIRONMENTL FLUID DRAIN		231.00 231.00
9070	TRANS DIAGNOSTIC TEST KIT		418.50 418.50
9150	ROCK GUARD		2198.25 2198.25
9245	LESS HD COUNTERWEIGHT		-1329.75 -1329.75
	MACHINE TOTAL		219735.00 219735.00

INVOICE TOTAL 219735.00

SERIAL NO. T0850CX896776  
DEERE ENG RG608JA128981

SALES PROGRAM: IRTL  
TERMS CODE 2

MERCHANDISE WEIGHT: 37007 LB

FACTORY DELIVERY DATE: 16MARD1

REQUESTED DELIVERY DATE: 16MARD1

CUSTOMER NO.: C001233

GST/HST STATUS CODED AS T = TAXABLE,

Z = ZERO-RATED, OR E = EXEMPT. AMOUNT

PAYABLE = DOCUMENT TOTAL PLUS 7% GST/

15% HST ON ITEMS MARKED 'T' (GST/HST

AMOUNT PAYABLE WILL BE IDENTIFIED AS

DEBIT MEMO #GSTAX ON YOUR MONTHLY

STATEMENT).

RETAIL CUSTOMER INFORMATION:

RETAIL DATE 02MARD1

MODERN PAYING LTD

P.O. BOX 580

GOULDS MF A1S 166

GST REGISTRATION #133846758.

PURCHASE ORDER # C001233

PREFERRED DELIVERY 02MARD1

ADDITIONAL COMMENTS:

ORDER PLACED THRU JDMMINT,

BILLED:16MARD1 TERMS:FINAL DUE:16A01

MACHCD:T 78500 FACCD:T3 VOL:2

CLASS CODE:

PD FOR: 29MARD1 SETT#002336

BT:6014 QTY:001 SN:T0850CX896776

SETTLED:30MARD1 SETT#002341

BY:6014 QTY:001 SN:T0850CX896776

THIS IS A COPY OF THE ORIGINAL INVOICE  
WITH ADDITIONAL COMMENTS AND/OR ADJUSTMENTS

" B "   
This is Exhibit ..... referred to in the  
affidavit of..... Douglas A. Dicker  
sworn before me, this..... 7th  
day of..... February..... 2003

*J.D. Egan, C.L.*  
A COMMISSIONER FOR TAKING AFFIDAVITS