



**Wickes Companies, Inc.**  
Corporate Offices

*File*

REGISTRATION NO. 13910-14 FILED CASE

MAR 14 1990 -2 15 PM  
INTERSTATE COMMERCE COMMISSION

March 7, 1990

Mr. Richard Kushay  
Prentice Hall Corporate Services  
1 Gulf & Western Plaza  
New York, NY 10023

Re: Discharge and Release of Lien

Dear Mr. Kushay:

Enclosed is a fully executed Discharge and Release of Lien. Please file this document with the Interstate Commerce Commission as soon as possible.

In addition, I would like to request that you return a conformed copy to me after the document has been filed, showing the date and time of filing.

Should you have any questions regarding this request, please feel free to contact me.

Yours very truly,

*Patricia A. West*  
Patricia A. West  
Legal Assistant

pw  
Enc.

*Financing Loan  
A Loan Against Locomotives  
Railroad Section*

**Interstate Commerce Commission**  
Washington, D.C. 20423

3/14/90

OFFICE OF THE SECRETARY

Patricia A. West  
Wickes Companies Inc  
3340 Ocean Park Blvd  
Suite 2000  
Santa Monica Calif. 90405

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 3/14/90 at 2:15pm and assigned recordation number(s). 13910-A

Sincerely yours,



Noreta R. McGee  
Secretary

Enclosure(s)



STATE OF NEW JERSEY

SS

COUNTY OF ESSEX

This instrument was acknowledge before me this 12th day of February 1990.

By: Ken Benton, Vice President

of First Fidelity Bank, NA, New Jersey on behalf of the corporation.

My commission will expire

Delia Allen Lee  
Notary Public

DELIA ALLEN-LEE  
NOTARY PUBLIC OF NEW JERSEY  
My Commission Expires Nov. 10, 1992

mgz48

## SCHEDULE 1

1. All Leases, as defined in the Agreements, except: (i) any Leases executed after September 1, 1982 (other than renewals or extensions of existing Leases or new Leases substantially replacing, renewing or extending existing Leases); (ii) any Leases between Debtor and any company which was as of September 1, 1982 an Affiliate of Debtor, as defined in the Agreements; (iii) those Leases listed on Annex A to Schedule 1 and any operating leases which were shown as operating leases on the Books and Records of the Debtor as of September 1, 1982.

2. All Debtor's interest in all goods, including without limitation, equipment and inventory, that are subject to, covered by or described in the Leases described in Paragraph 1 of this Schedule 1 specifically including without limitation the aircraft and rolling stock listed on Annex B hereto.

3. All Books and Records, relating to the foregoing Collateral provided, however that during the term of the D&K Agreement, D&K shall be entitled to retain physical possession of the Books and Records and Secured Party shall share with D&K and have a right to equal access to such Books and Records and to make copies thereof.

4. All proceeds of the foregoing Collateral. For purposes of this Security Agreement, the term "proceeds" includes whatever is receivable or received when Collateral or proceeds is sold, leased, collected, exchanged or otherwise disposed of, whether such disposition is voluntary or involuntary, temporary or permanent, and includes, without limitation, all rights to payment, including return premiums, with respect to any insurance relating thereto.

ANNEX A

1. That certain Master Lease between Telautograph, Inc. and Wickes Leasing Corporation dated July 20, 1979, together with Schedules A through F thereto, dated 12/1/79, 12/28/79, 12/28/79, 12/15/79, 12/15/79, and 1/24/80, respectively.

2. That certain Master Lease between Jojo's Restaurants, Inc. and Wickes Leasing Corporation dated May 1, 1979 and Schedules 1A and 1B thereto dated 7/1/79, 7/7/79, respectively, together with Schedules 2A through I thereto dated 4/24/80.

3. That certain Master Lease between Jojo's Restaurants, Inc. and Wickes Leasing Corporation dated June 1, 1980 and Schedules A through G thereto, dated 6/15/80, 6/24/80, 7/25/80, 8/18/80, 8/29/80, 6/5/80, and 6/5/80, respectively.

4. That certain Master Lease between Motorcar Transport Company and Wickes Leasing Corporation dated April 2, 1981 and Schedules A through I thereto, dated 4/28/81, 6/5/81, 6/22/81, 7/10/81, 7/10/81, 7/31/81, 7/31/81, 8/31/81 and 8/31/81, respectively.

5. That certain Master Lease between Allis Chalmers Corporation and Wickes Leasing Corporation dated August 14, 1980 and Schedules A through N thereto, dated

9/15/80, 9/21/80, 9/10/80, 9/29/80, 10/10/80, 12/1/80,  
12/15/80, 12/15/80, 1/14/81, 1/14/81, 1/14/81, 1/16/81,  
4/15/81 and 4/15/81, respectively.

6. That certain Master Lease between Allis Chalmers Corporation and Wickes Leasing Corporation dated February 1, 1981 and Schedules A through I thereto, dated 4/2/81, 4/5/81, 4/6/81, 4/10/81, 4/12/81, 4/13/81, 4/14/81, 4/15/81 and 9/1/81.

7. That certain Master Lease between McKenna Inc. and Wickes Leasing Corporation dated April 1, 1978 and Schedule I thereto dated 8/19/80.

8. That certain Master Lease between Bowellco Building and Wickes Leasing Corporation dated July 1, 1980 and Schedule 1 thereto dated 7/1/80.

9. That certain Master Lease between Jefferson Buildings and Wickes Leasing Corporation dated July 1, 1980 and Schedule 1 thereto dated 7/1/80.

10. That certain Master Lease between Jefferson Buildings and Wickes Leasing Corporation dated July 1, 1980 and Schedule 1 thereto dated 7/1/80.

11. That certain Master Lease between McKenna, Inc. and Wickes Leasing Corporation dated April 1, 1978 and Schedule A thereto dated 8/19/80.

12. That certain Master Lease between Weber Truck and Warehouse, Inc. and Wickes Leasing Corporation dated September 29, 1980 and Schedule 1 thereto dated 9/29/80.

13. That certain Master Lease between McKenna, Inc. and Wickes Leasing Corporation dated April 1, 1978 and Schedule 1 thereto dated 8/19/80.

14. That certain Master Lease between McKenna, Inc. and Wickes Leasing Corporation dated April 1, 1978 and Schedule I thereto dated 8/19/80.

15. That certain Master Lease between McKenna, Inc. and Wickes Leasing Corporation dated April 1, 1978 and Schedule thereto dated 8/19/80.

16. That certain Master Lease between Leasing Systems, Inc. and Wickes Leasing Corporation dated August 13, 1982 and Schedule 1 thereto dated 8/13/81.

17. That certain Master Lease between Ingersoll-Rand Company and Wickes Leasing Corporation dated February 18, 1982 and Schedule 1 thereto dated 2/18/82.

18. That certain Master Lease between Colorado National Bank and Wickes Leasing Corporation dated September 28, 1978 and Schedule 1 thereto dated 5/5/81.

19. That certain Master Lease between Kennecott Copper Corporation and Wickes Leasing Corporation dated November 1, 1979.

20. That certain Master Lease between Kennecott Copper Corporation and Wickes Leasing Corporation dated December 1, 1979.

21. That certain Master Lease between United Airlines, Inc. and Wickes Leasing Corporation dated November 13, 1979.

22. That certain Master Lease between Interpool Limited and Wickes Leasing Corporation dated November 7, 1980.

23. That certain Master Lease between Chicago and Northwestern Transportation Company and Wickes Leasing Corporation dated October 15, 1980.

24. That certain Master Lease between Pacific Power and Light Company and Wickes Leasing Corporation dated November 1, 1979.

25. That certain Master Lease between Pacific Power and Light Company and Wickes Leasing Corporation dated May 1, 1980.

ANNEX B

Aircraft

<u>Manufacturer</u>	<u>Model</u>	<u>Manufacturer's Serial Nos.</u>	<u>U.S. Regis- tration No.</u>	<u>Engine Serial No. (Each engine with 750 or more rated takeoff horsepower or the equivalent thereof.)</u>
Gates	Learjet 25D	351	N878ME	
Beechcraft	F90 King Air	LA-155	N1837V	

ROLLING STOCK SERIAL NOS.

ICG1431	IC 9333
ICG1432	IC 9244
ICG1433	IC 1247
ICG1434	IC 424
ICG1435	IC 1211
ICG1436	ICG 1218
ICG1437	ICG 406
ICG1438	ICG 456
ICG8739	ICG 1000
ICG8740	IC 1233
ICG1429	IC 1013
ICG1430	ICG 1005

MILW 102128	MILW 102145
MILW 102129	MILW 102146
MILW 102133	MILW 102147
MILW 102135	MILW 102150
MILW 102136	MILW 102151
MILW 102137	MILW 102152
MILW 102138	MILW 102153
MILW 102139	MILW 102154
MILW 102140	MILW 102155
MILW 102141	MILW 102156
MILW 102143	MILW 102157
MILW 102148	MILW 102158
MILW 102149	MILW 102159
MILW 102130	MILW 102160
MILW 102131	MILW 102161
MILW 102132	MILW 102162
MILW 102134	MILW 102163
MILW 102142	MILW 102165
MILW 102144	