

Master Documents Index

DT Industries

Box 1:

Fourth Amended and Restated Credit Agreement, Volumes 1, 2 & 3

VOLUME 1

- | | |
|-----|--|
| 1.1 | Fourth Amended and Restated Credit Facilities Agreement |
| (a) | First Amendment to Fourth Amended and Restated Credit Facilities Agreement dated as of December 31, 1997 |
| 1.2 | Assignment and Acceptance Agreements |
| (a) | Dresdner Bank AG New York and Grand Cayman Branches |
| (b) | Bank of Tokyo-Mitsubishi, New York Branch |
| (c) | The Sumitomo Bank, Limited |
| (d) | The Bank of Nova Scotia |
| (e) | The Bank of New York |
| (f) | The Long-Term Credit Bank of Japan, Ltd. |
| (g) | National City Bank |
| (h) | The Sakura Bank, Limited |
| 1.3 | NationsBank Notes |
| (a) | \$30,000,000 Domestic Amended and Restated Revolving Note |
| (b) | L8,681,262 UK Amended and Restated Revolving Note |
| (c) | DM 26,074,182 German Amended and Restated Revolving Note |
| (d) | \$5,000,000 Canadian Amended and Restated Term Note |
| 1.4 | Dresdner Bank Notes |
| (a) | \$30,000,000 Domestic Amended and Restated Revolving Note |
| (b) | L8,681,262 UK Amended and Restated Revolving Note |
| (c) | DM 26,074,182 German Amended and Restated Revolving Note |
| 1.5 | Bank of Tokyo-Mitsubishi Notes |
| (a) | \$20,000,000 Domestic Amended and Restated Revolving Note |
| (b) | L5,787,508 UK Amended and Restated Revolving Note |

Box 1:

Fourth Amended and Restated Credit Agreement, Volumes 1, 2 & 3

(c) DM 17,382,788 German Amended and Restated Revolving Note

1.6 The Sumitomo Bank Notes

(a) \$20,000,000 domestic Amended and Restated Revolving Note

(b) L5,787,508 UK Amended and Restated Revolving Note

(c) DM 17,382,788 German Amended and Restated Revolving Note

1.7 The Bank of Nova Scotia Notes

(a) \$15,000,000 domestic Amended and Restated Revolving Note

(b) L4,340,631 UK Amended and Restated Revolving Note

(c) DM 13,037,091 German Amended and Restated Term Note

(d) \$5,000,000 Canadian Amended and Restated Term Note

1.8 The Bank of New York Notes

(a) \$12,500,000 domestic Amended and Restated Revolving Note

(b) L3,617,192.50 UK Amended and Restated Revolving Note

(c) DM 10,864,242 German Amended and Restated Revolving Note

1.9 The Long-Term Credit Bank of Japan Notes

(a) \$12,500,000 domestic Amended and Restated Revolving Note

(b) L3,617,192.50 UK Amended and Restated Revolving Note

(c) DM 10,864,242 German Amended and Restated Revolving Note

1.10 National City Bank Notes

(a) \$12,500,000 domestic Amended and Restated Revolving Note

(b) L,617,192.50 UK Amended and Restated Revolving Note

(c) DM 10,864,242 German Amended and Restated Revolving Note

1.11 The Sakura Bank Notes

(a) \$12,500,000 domestic Amended and Restated Revolving Note

(b) L3,617,192.50 UK Amended and Restated Revolving Note

(c) DM 10,864,242 German Amended and Restated Revolving Note

Box 1:

Fourth Amended and Restated Credit Agreement, Volumes 1, 2 & 3

VOLUME 2

1.12 Unconditional Guaranty of the Loan Obligations of Borrowers by each of the following:

- (a) Domestic Borrower
- (b) Detroit Tool and Engineering Company
- (c) Detroit Tool Metal Products Co.
- (d) Sencorp Systems, Inc.
- (e) Advanced Assembly Automation, Inc.
- (f) Pharma Group, Inc.
- (g) Mid-West Automation Enterprises, Inc.
- (h) Mid-West Automation Systems, Inc.
- (i) Hansford Manufacturing Corporation
- (j) Assembly Technology & Test, Inc.

1.13 Unconditional Guaranty of the Loan Obligations of Domestic Borrower, each Foreign Borrower, and Canadian Borrowers by UK Borrower

1.14 Stock Pledge Agreement pledging 100% of the capital stock of Assembly Technology & Test, Inc., along with:

- (a) stock certificate(s)
- (b) stock power, duly executed in blank

1.15 Stock Pledge Agreement pledging 100% of the capital stock of UK Borrower, along with:

- (a) stock certificate(s)
- (b) stock power, duly executed in blank

1.16 Stock Pledge Agreement pledging 65% of the capital stock of DT Industries (UK) Limited and 65% of the voting stock of Assembly Technology & Test, Limited, along with:

- (a) stock certificate(s)
- (b) stock power, duly executed in blank

1.17 Stock Pledge Agreement pledging 65% of the capital stock of Swiftpack Automation, Ltd., along with:

Box 1:

Fourth Amended and Restated Credit Agreement, Volumes 1, 2 & 3

- (a) stock certificate(s)
- (b) stock power, duly executed in blank

1.18 Stock Pledge Agreement pledging 100% of the capital stock of German Borrower to secure the obligations of Domestic Borrower under its Guaranty of the Loan Obligations of German Borrower and Pledging 65% of the capital stock of German Borrower to secure the obligations of Domestic Borrower under its Guaranty of the Loan Obligations of all Borrowers

1.19 Amended and Restated Stock Pledge Agreement dated 7/19/96 pledging 66.66% of the voting stock of Kalish Canada Inc., along with:

- (a) stock certificate
- (b) stock power, duly executed in blank

1.20 Amended and Restated Stock Pledge Agreement dated 7/19/96 pledging 100% of the voting stock of Assembly Machines, Inc., along with:

- (a) stock certificate
- (b) stock power, duly executed in blank

1.21 Stock Pledge Agreement dated 7/19/96 pledging 100% of the voting stock of Armac Industries, Co., along with:

- (a) stock certificate
- (b) stock power, duly executed in blank

1.22 Stock Pledge Agreement dated 7/19/96 pledging 100% of the voting stock of Mid-West Automation Systems, Inc., along with:

- (a) stock certificate
- (b) stock power, duly executed in blank

1.23 Amended and Restated Stock Pledge Agreement dated 7/19/96 pledging 100% of the voting stock of Detroit Tool and Engineering Company, Detroit Tool Metal Products Co., Sencorp Systems, Inc., Pharma Group, Inc., Advanced Assembly Automation, Inc., and Mid-West Automation Enterprises, Inc., and pledging 66% of the voting stock of DT Industries (UK) Limited and 66.66% of the voting stock of DT Canada Inc., along with:

- (a) stock certificate of Detroit Tool and Engineering Company and stock power executed in blank
- (b) stock certificate of Detroit Tool Metal Products Co. and stock power executed in blank

Box 1:

Fourth Amended and Restated Credit Agreement, Volumes 1, 2 & 3

- (c) stock certificate of Sencorp Systems, Inc. and stock power executed in blank
- (d) stock certificates of Pharma Group, Inc. and stock power executed in blank
- (e) stock certificates of Advanced Assembly Automation, Inc. and stock power executed in blank
- (f) stock certificate of DT Canada, Inc. and stock power executed in blank
- (g) stock certificate of DT Industries (UK) Limited and stock power executed in blank
- (h) stock certificate of Mid-West Automation Enterprises, Inc. and stock power executed in blank

1.24 Stock Pledge Agreement dated 9/30/96 pledging 100% of the voting stock of Hansford Manufacturing Corporation, along with:

- (a) stock certificate
- (b) stock power, duly executed in blank

1.25 Solvency Certificate for each of the following:

- (a) Domestic Borrower
- (b) UK Borrower
- (c) German Borrower
- (d) DT Canada Inc.
- (e) Kalish Canada Inc.
- (f) Detroit Tool and Engineering Company
- (g) Detroit Tool Metal Products Co.
- (h) Sencorp Systems, Inc.
- (i) Advanced Assembly Automation, Inc.
- (j) Pharma Group, Inc.
- (k) Mid-West Automation Enterprises, Inc.
- (l) Mid-West Automation Systems, Inc.
- (m) Hansford Manufacturing Corporation
- (n) Assembly Technology & Test, Inc.
- (o) DT Industries (UK) Limited
- (p) Assembly Technology & Test, Limited

Box 1:

Fourth Amended and Restated Credit Agreement, Volumes 1, 2 & 3

(q) Swiftpack Automation, Ltd.

1.26 Disbursement Direction Letter from Domestic Borrower

1.27 Initial Financial Statements **(IN POSSESSION OF ADMINISTRATIVE AGENT)**

1.28 1996 Consolidated Audited Financial Statements **(IN POSSESSION OF ADMINISTRATIVE AGENT)**

1.29 Updated Certificate of Insurance

1.30 Summaries of insurance policies

1.31 Copies of final Form S-3, as filed with SEC with respect to the issuance of convertible preferred securities of DT Capital Trust **(IN POSSESSION OF ADMINISTRATIVE AGENT)**

1.32 Opinion of Counsel for each Domestic Borrower and each Domestic Guarantor

1.33 Opinion of Counsel for each Foreign Borrower, each Foreign Pledgor and each Foreign Guarantor

1.34 Secretary's certificate (certifying Charter Documents (or similar organizational documents), Resolutions/Authorizations and Incumbency) for each of the following:

- (a) Domestic Borrower
- (b) UK Borrower
- (c) German Borrower
- (d) DT Canada Inc.

VOLUME 3

- (e) Kalish Canada Inc.
- (f) Detroit Tool and Engineering Company
- (g) Detroit Tool Metal Products Co.
- (h) Sencorp Systems, Inc.
- (i) Advance Assembly Automation, Inc.
- (j) Pharma Group, Inc.
- (k) Mid-West Automation Enterprises, Inc.
- (l) Mid-West Automation Systems, Inc.

Box 1:

Fourth Amended and Restated Credit Agreement, Volumes 1, 2 & 3

- (m) Hansford Manufacturing Corporation
- (n) Assembly Technology & Test, Inc.
- (o) DT Industries (UK) Limited
- (p) Assembly Technology & Test, Limited
- (q) Swiftpack Automation, Ltd.

1.35 Good Standing Certificate for each of the following:

- (a) Domestic Borrower (Delaware & Missouri)
- (b) DT Canada Inc. (New Brunswick, Canada)
- (c) Kalish Canada Inc. (New Brunswick, Canada)
- (d) Detroit Tool and Engineering Company (Delaware, Missouri & Michigan)
- (e) Detroit Tool Metal Products Co. (Missouri, Connecticut & North Carolina)
- (f) Sencorp Systems, Inc. (Delaware & Massachusetts)
- (g) Advance Assembly Automation, Inc. (Ohio)
- (h) Pharma Group, Inc. (Delaware, Illinois, Pennsylvania & Massachusetts)
- (i) Mid-West Automation Enterprises, Inc. (Illinois)
- (j) Mid-West Automation Systems, Inc. (Illinois)
- (k) Hansford Manufacturing Corporation (New York & Michigan)
- (l) Assembly Technology & Test, Inc. (Delaware)
- (m) DT Industries (UK) Limited (Great Britain)
- (n) Assembly Technology & Test, Limited
- (o) Swiftpack Automation, Ltd. (Great Britain)

1.36 Summary Chart

Box 2:

Fourth Amendment to Fourth Amended and Restated Credit Agreement, Volumes 1 & 2

VOLUME 1

2.1 Fourth Amendment to Fourth Amended and Restated Credit Agreement

2.2 Borrower Security Agreement

2.3 Subsidiary Security Agreement

2.4 Aircraft Security Agreement

2.5 Legal Opinion of Dickstein Shapiro Morin & Oshinsky LLP

2.6 Report of Independent Accountants

2.7 Secretary's Certificate – DT Industries, Inc.

Exhibit A Certificate of Incorporations

Exhibit B Bylaws

Exhibit C Resolutions

Exhibit D Certificate of Incumbency

2.8 Secretary's Certificate – Advanced Assembly Automation, Inc.

Exhibit A Articles of Incorporation

Exhibit B Code of Regulations

Exhibit C Resolutions

Exhibit D Certificate of Incumbency

2.9 Secretary's Certificate – Armac Industries, Co.

Exhibit A Articles of Incorporation

Exhibit B Bylaws

Exhibit C Resolutions

Exhibit D Certificate of Incumbency

Box 2:

Fourth Amendment to Fourth Amended and Restated Credit Agreement, Volumes 1 & 2

2.10 Secretary's Certificate – Assembly Machines, Inc.

Exhibit A Articles of Incorporation

Exhibit B Bylaws

Exhibit C Resolutions

Exhibit D Certificate of Incumbency

2.11 Secretary's Certificate – Assembly Technology & Test, Inc.

Exhibit A Certificate of Incorporation

Exhibit B Bylaws

Exhibit C Resolutions

Exhibit D Certificate of Incumbency

2.12 Geschäftsführer's Certificate – Assembly Technologie & Automation GmbH

Exhibit A Articles of Association

Exhibit B Certificate of Incumbency

2.13 Secretary's Certificate – Detroit Tool and Engineering Company

Exhibit A Certificate of Incorporation

Exhibit B Bylaws

Exhibit C Resolutions

Exhibit D Certificate of Incumbency

Box 2:

Fourth Amendment to Fourth Amended and Restated Credit Agreement, Volumes 1 & 2

VOLUME 2

2.14 Secretary's Certificate – Detroit Tool Metal Products Co.

Exhibit A Certificate of Incorporation

Exhibit B Bylaws

Exhibit C Resolutions

Exhibit D Certificate of Incumbency

2.15 Secretary's Certificate – DT Canada, Inc.

Exhibit A Certificate of Incorporation

Exhibit B Bylaws

Exhibit C Resolutions

Exhibit D Certificate of Incumbency

2.16 Secretary's Certificate – DT Industries (UK) II Limited

Exhibit A Memorandum of Association of the Company

Exhibit B Resolutions

Exhibit C Certificate of Incumbency

2.17 Secretary's Certificate – Hansford Manufacturing Corporation

Exhibit A Certificate of Incorporation

Exhibit B Bylaws

Exhibit C Resolutions

Exhibit D Certificate of Incumbency

2.18 Secretary's Certificate – Kalish, Inc.

Exhibit A Articles of Incorporation

Box 2:

Fourth Amendment to Fourth Amended and Restated Credit Agreement, Volumes 1 & 2

- Exhibit B Bylaws
- Exhibit C Resolutions
- Exhibit D Certificate of Incumbency

2.19 Secretary's Certificate – Pharma Group, Inc.

- Exhibit A Certificate of Incorporation
- Exhibit B Bylaws
- Exhibit C Resolutions
- Exhibit D Certificate of Incumbency

2.20 Secretary's Certificate – Mid-West Automation Enterprises, Inc.

- Exhibit A Articles of Incorporation
- Exhibit B Bylaws
- Exhibit C Resolutions
- Exhibit D Certificate of Incumbency

2.21 Secretary's Certificate – Mid-West Automation Systems, Inc.

- Exhibit A Articles of Incorporation
- Exhibit B Bylaws
- Exhibit C Resolutions
- Exhibit D Certificate of Incumbency

2.22 Secretary's Certificate – Sencorp Systems, Inc.

- Exhibit A Certificate of Incorporation
- Exhibit B Bylaws
- Exhibit C Resolutions

Box 2:

Fourth Amendment to Fourth Amended and Restated Credit Agreement, Volumes 1 & 2

Exhibit D Certificate of Incumbency

2.23 Secretary's Certificate – Vanguard Technical Solutions, Inc.

Exhibit A Certificate of Incorporation

Exhibit B Bylaws

Exhibit C Resolutions

Exhibit D Certificate of Incumbency

2.24 Borrower's Certificate of No Default

Box 3:

Intercreditor Agreement (Volumes I and II) and Fifth Amendment through Fourteenth Amendment under Fourth Amended and Restated Credit Facilities Agreement dated December 1, 1999

3.1 Intercreditor Agreement executed by and among Borrower, the Subsidiaries, BankBoston, N.A., Administrative Agent, and the Lenders

3.2 Master Amendment to Security Documents executed by and among Borrower, the Subsidiaries, Administrative Agent, and the Lenders

3.3 Fifth Amendment to Fourth Amended and Restated Credit Facilities Agreement, executed by the Borrowers, each Subsidiary, the Administrative Agent and the Lenders

3.4 Deeds of Trusts and Mortgages, as follows:

(a) Deed of Trust, Assignment of Leases and Rents, Security Agreement and Fixture Filing ("Deed of Trust") executed by Detroit Tool and Engineering Company for the benefit of the Administrative Agent with regard to property located in Laclede County, MO

(b) Deed of Trust executed by Detroit Tool and Engineering Company and Detroit Tool Metals Products Co. for the benefit of the Administrative Agent with regard to property located in Laclede County, MO

(c) Mortgage, Assignment of Leases and Rents, Security Agreement and Fixture Filing ("Mortgage") executed by Assembly Machines, Inc. for the benefit of the

Box 3:

Intercreditor Agreement (Volumes I and II) and Fifth Amendment through Fourteenth Amendment under Fourth Amended and Restated Credit Facilities Agreement dated December 1, 1999

	Administrative Agent with regard to the property located in Erie County, PA
(d)	Mortgage executed by Pharma Group, Inc. for the benefit of the Administrative Agent with regard to the property located in Jefferson County, KY
(e)	Mortgage executed by Pharma Group, Inc. for the benefit of the Administrative Agent with regard to the property located in Worcester County, MA
(f)	Mortgage executed by Sencorp Systems, Inc. for the benefit of the Administrative Agent with regard to the property located in Barnstable County, MA
(g)	Mortgage executed by Detroit Tool and Engineering Company for the benefit of the Administrative Agent with regard to the property located in Berrien County, MI
(h)	Mortgage executed by Assembly Technology & Test, Inc. for the benefit of the Administrative Agent with regard to the property located in Saginaw County, MI
3.5	BankBoston Guaranty executed by the Subsidiaries, given in favor of BankBoston
3.6	Cash Collateral Agreement dated July 1, 1998 among Sencorp Systems, Inc., DT Industries, Inc. and BankBoston, N.A.
3.7	Amendment to Security Agreement executed by and among BankBoston, N.A., DT Industries, Inc. and Sencorp Systems, Inc.
3.8	Certified copies of resolutions of the boards of directors of the Borrower and each Subsidiary authorizing the transactions contemplated by this Agreement and the Amendment: <ul style="list-style-type: none">(a) Certificate of the Secretary of Advanced Assembly Automation, Inc.(b) Certificate of the Secretary of Armac Industries, Co.(c) Certificate of the Secretary of Assembly Machines, Inc.(d) Geschäftsführer's Certificate of Assembly Technologie & Automation GmbH(e) Certificate of the Secretary of Assembly Technology & Test, Inc.(f) Certificate of the Secretary of Detroit Tool and Engineering Company(g) Certificate of the Secretary of Detroit Tool Metal Products Co.(h) Certificate of the Secretary of DT Canada Inc.(i) Certificate of the Secretary of DT Industries, Inc.(j) Certificate of the Secretary of DT Industries (UK) II Limited

Box 3:

Intercreditor Agreement (Volumes I and II) and Fifth Amendment through Fourteenth Amendment under Fourth Amended and Restated Credit Facilities Agreement dated December 1, 1999

- (k) Certificate of the Secretary of Hansford Manufacturing Corporation
- (l) Certificate of the Secretary of Kalish Inc.
- (m) Certificate of the Secretary of Mid-West Automation Enterprises, Inc.
- (n) Certificate of the Secretary of Mid-West Automation Systems, Inc.
- (o) Certificate of the Secretary of Pharma Group, Inc.
- (p) Certificate of the Secretary of Sencorp Systems, Inc.
- (q) Certificate of the Secretary of Vanguard Technical Solutions, Inc.

3.9 Sixth Amendment to Fourth Amended and Restated Credit Facilities Agreement – June 26, 2000

3.10 Seventh Amendment to Fourth Amended and Restated Credit Facilities Agreement – October 10, 2000

- (1) Seventh Amendment to Fourth Amended and Restated Credit Facilities Agreement
- (2) Annual Audited Financial Statements and Report of Independent Accountants
- (3) Secretary's Certificate – DT Industries, Inc.
 - Exhibit A Bylaws
 - Exhibit B Resolutions
 - Exhibit C Certificate of Incumbency
- (4) Secretary's Certificate – Advanced Assembly Automation, Inc.
 - Exhibit A Resolutions
 - Exhibit B Certificate of Incumbency
- (5) Secretary's Certificate – Armac Industries, Co.
 - Exhibit A Resolutions
 - Exhibit B Certificate of Incumbency

Box 3:

Intercreditor Agreement (Volumes I and II) and Fifth Amendment through Fourteenth Amendment under Fourth Amended and Restated Credit Facilities Agreement dated December 1, 1999

- (6) Secretary's Certificate – Assembly Machines, Inc.
 - Exhibit A Resolutions
 - Exhibit B Certificate of Incumbency
- (7) Secretary's Certificate – Assembly Technology & Test, Inc.
 - Exhibit A Resolutions
 - Exhibit B Certificate of Incumbency
- (8) Geschäftsführer's Certificate – Assembly Technologie & Automation GmbH
 - Exhibit A Certificate of Incumbency
- (9) Secretary's Certificate – Detroit Tool and Engineering Company
 - Exhibit A Resolutions
 - Exhibit B Certificate of Incumbency
- (10) Secretary's Certificate – Detroit Tool Metal Products Co.
 - Exhibit A Resolutions
 - Exhibit B Certificate of Incumbency
- (11) Secretary's Certificate – DT Canada, Inc.
 - Exhibit A Resolutions
 - Exhibit B Certificate of Incumbency
- (12) Secretary's Certificate – DT Industries (UK) II Limited
 - Exhibit A Resolutions
 - Exhibit B Certificate of Incumbency
- (13) Secretary's Certificate – Hansford Manufacturing Corporation

Box 3:

Intercreditor Agreement (Volumes I and II) and Fifth Amendment through Fourteenth Amendment under Fourth Amended and Restated Credit Facilities Agreement dated December 1, 1999

- Exhibit A Resolutions
- Exhibit B Certificate of Incumbency
- (14) Secretary's Certificate – Kalish, Inc.
 - Exhibit A Resolutions
 - Exhibit B Certificate of Incumbency
- (15) Secretary's Certificate – Pharma Group, Inc.
 - Exhibit A Resolutions
 - Exhibit B Certificate of Incumbency
- (16) Secretary's Certificate – Mid-West Automation Enterprises, Inc.
 - Exhibit A Resolutions
 - Exhibit B Certificate of Incumbency
- (17) Secretary's Certificate – Mid-West Automation Systems, Inc.
 - Exhibit A Resolutions
 - Exhibit B Certificate of Incumbency
- (18) Secretary's Certificate – Sencorp Systems, Inc.
 - Exhibit A Resolutions
 - Exhibit B Certificate of Incumbency
- (19) Secretary's Certificate – Vanguard Technical Solutions, Inc.
 - Exhibit A Resolutions
 - Exhibit B Certificate of Incumbency
- (20) Borrower's Certificate of No Default

Box 3:

Intercreditor Agreement (Volumes I and II) and Fifth Amendment through Fourteenth Amendment under Fourth Amended and Restated Credit Facilities Agreement dated December 1, 1999

(21) Fourth Amendment and Limited Waiver to Reimbursement Agreement

(22) Compliance Certificate

3.11 Eighth Amendment to Fourth Amended and Restated Credit Facilities Agreement – June 25, 2001

3.12 Ninth Amendment to Fourth Amended and Restated Credit Facilities Agreement – July 1, 2001

3.13 Tenth Amendment to Fourth Amended and Restated Credit Facilities Agreement – July 3, 2001

3.14 Eleventh Amendment to Fourth Amended and Restated Credit Facilities Agreement – August 2, 2001

3.15 Twelfth Amendment to Fourth Amended and Restated Credit Facilities Agreement – May 9, 2002

3.16 Thirteenth Amendment to Fourth Amended and Restated Credit Facilities Agreement – March 7, 2003

3.17 Fourteenth Amendment to Fourth Amended and Restated Credit Facilities Agreement – October 21, 2003

Box 4:

Real Estate Collateral Binder, Volumes 1, 2 & 3

VOLUME I

JEFFERSON COUNTY, KENTUCKY

4.1 Mortgage, Assignment of Leases and Rents, Security Agreement and Fixture Filing – Pharma Group, Inc. to Bank of America, N.A., filed in Jefferson County, Kentucky on November 2, 1999 as Document Number 1999178676, MB 05309, Pages 0893 – 0930; duplicate original filed November 3, 1999 as Document Number 1999179904, MB 05312, Pages 0738 – 0775

4.2 Amended and Restated Mortgage, Assignment of Leases and Rents, Security Agreement

Box 4:	
Real Estate Collateral Binder, Volumes 1, 2 & 3	
	and Fixture Filing – Pharma Group, Inc. to Bank of America, N.A., filed in Jefferson County, Kentucky on December 9, 1999 as Document Number 1999196735, MB 0534, pages 01618 – 0656
4.3	Loan Policy of Title Insurance
4.4	Title Exception Documents
WORCESTER COUNTY, MASSACHUSETTS	
4.5	Mortgage, Assignment of Leases and Rents, Security Agreement and Fixture Filing – Pharma Group, Inc. to Bank of America, N.A., filed on November 18, 1999 in Worcester County as Document Number 025016 in Book 03490, Pages 183 – 219
4.6	Amended and Restated Mortgage, Assignment of Leases and Rents, Security Agreement and Fixture Filing – Pharma Group, Inc. to Bank of America, N.A., filed on December 17, 1999 in Worcester County as Document Number 026919 in Book 03504, Pages 139 – 176
4.7	Loan Policy of Title Insurance
4.8	Title Exception Documents
BARNSTABLE COUNTY, MASSACHUSETTS	
4.9	Mortgage, Assignment of Leases and Rents, Security Agreement and Fixture Filing – Sencorp Systems, Inc. to Bank of America, N.A., filed on November 2, 1999 in Barnstable County, Massachusetts as Document Number 84748 in Book 12642, Pages 139 – 175
4.10	Amended and Restated Mortgage, Assignment of Leases and Rents, Security Agreement and Fixture Filing – Sencorp Systems, Inc. to Bank of America, N.A., filed on December 8, 1999, in Barnstable County, Massachusetts as Document Number 93100 in Book 12711, Pages 001 – 038
4.11	Loan Policy of Title Insurance
4.12	Title Exception Documents

Box 4:

Real Estate Collateral Binder, Volumes 1, 2 & 3

VOLUME II

BERRIEN COUNTY, MICHIGAN

4.13 Mortgage, Assignment of Leases and Rents, Security Agreement and Fixture Filing – Detroit Tool and Engineering Company to Bank of America, N.A., filed on November 1, 1999 in Berrien County, Michigan, Liber 2012, Pages 10 – 45

4.14 Amended and Restated Mortgage, Assignment of Leases and Rents, Security Agreement and Fixture Filing – Detroit Tool and Engineering Company to Bank of America, N.A., filed on December 8, 1999 in Berrien County, Michigan, Liber 2019, pages 1119 – 1156

4.15 Loan Policy of Title Insurance

4.16 Title Exception Documents

SAGINAW COUNTY, MICHIGAN

4.17 Mortgage, Assignment of Leases and Rents, Security Agreement and Fixture Filing – Assembly Technology & Test, Inc. to Bank of America, N.A. filed on November 1, 1999, in Saginaw County, Michigan, Liber 2150, pages 1145 – 1180

4.18 Amended and Restated Mortgage, Assignment of Leases and Rents, Security Agreement and Fixture Filing – Assembly Technology & Test, Inc. to Bank of America, N.A., filed on December 8, 1999 in Saginaw County, Michigan, Liber 2156, Pages 642 – 679

4.19 Loan Policy of Title Insurance

4.20 Title Exception Documents

LACLEDE COUNTY, MISSOURI

4.21 Deed of Trust, Assignment of Leases and Rents, Security Agreement and Fixture Filing – Detroit Tool and Engineering Company to Theodore H. Helmuth, Trustee, for the benefit of Bank of America, N.A., filed November 1, 1999 in Laclede County, Missouri in Book 0212, Pages 6028 – 6070

4.22 Amended and Restated Deed of Trust, Assignment of Leases and Rents, Security Agreement and Fixture Filing – Detroit Tool and Engineering Company to Theodore H. Helmuth, Trustee, for the benefit of Bank of America, N.A., filed December 8, 1999 in Laclede County, Missouri in Book 0212, pages 8333 – 8374

4.23 Loan Policy of Title Insurance

Box 4:

Real Estate Collateral Binder, Volumes 1, 2 & 3

4.24 Title Exception Documents

VOLUME III

LACLEDE COUNTY, MISSOURI

4.25 Deed of Trust, Assignment of Leases and Rents, Security Agreement and Fixture Filing – Detroit Tool and Engineering Company and Detroit Tool Metal Products Co. to Theodore H. Helmuth, Trustee, for the benefit of Bank of America, N.A., filed in Laclede County, Missouri on November 1, 1999 at Book 0212, pages 6071 – 6113

4.26 Amended and Restated Deed of Trust, Assignment of Leases and Rents, Security Agreement and Fixture Filing – Detroit Tool and Engineering Company and Detroit Tool Metal Products Co. to Theodore H. Helmuth, Trustee for the benefit of Bank of America, N.A., filed in Laclede County, Missouri on December 8, 1999 at Book 0212, Pages 8385 – 8426

4.27 Loan Policy of Title Insurance

4.28 Title Exception Documents

ERIE COUNTY, PENNSYLVANIA

4.29 Mortgage, Assignment of Leases and Rents, Security Agreement and Fixture Filing – Assembly Machines, Inc. to Bank of America, N.A., filed in Erie County, Pennsylvania on November 4, 1999 as Document Number 045423, Book 0672, Pages 0197 – 0236

4.30 Amended and Restated Mortgage, Assignment of Leases and Rents, Security Agreement and Fixture Filing – Assembly Machines, Inc. to Bank of America, N.A., filed in Erie County, Pennsylvania on December 14, 1999, as Document Number 049990, Book 678, Pages 1073 – 1113

4.31 Loan Policy of Title Insurance

4.32 Title Exception Documents

Box 5:

Other Security Documents

5.1 Canadian Security Agreement

Box 5:

Other Security Documents

5.2 Aircraft Security Agreement

5.3 US Patent and Trademark Office Notice of Recordation of Assignment Document

5.4 UCC Binder – Volume I & II

DT Industries, Inc.

- (1) Financing Statement filed with Secretary of State of Delaware on 8/29/03, Instrument #3224745 3 (Partial Release – Management Capital I-Acquisition, Inc. asset sale)
- (2) Omitted
- (3) Financing Statement filed with Greene County, Missouri on 12/10/99, in Bk 2716, Pg 1122 (Partial Release – Management Capital I-Acquisition, Inc. asset sale)
- (4) Omitted
- (5) Financing Statement filed with Laclede County, Missouri on 12/10/993, Bk 212, Pg 8583 (Partial Release – Management Capital I-Acquisition, Inc. asset sale)
 - (A) Financing Statement filed with Secretary of State of Missouri on 9/24/99, Instrument #3077426

Financing Statement filed with Secretary of State of Missouri on 12/10/99, Instrument #3099972

Financing Statement filed with Greene County, Missouri on [illegible], Instrument #004728

Financing Statement filed with Laclede County, Missouri on 9/29/99, Instrument #812

Financing Statement filed with Laclede County, Missouri on 9/29/99, Instrument #813

Financing Statement filed with Laclede County, Missouri on 12/10/99, Instrument #925

Advanced Assembly Automation, Inc.

- (6) Financing Statement filed with Secretary of State of Ohio on 9/2/03, Instrument

Box 5:

Other Security Documents

#OH00067992363

- (7) Financing Statement filed with Secretary of State of Ohio on 9/24/99, Instrument #AP0181799
- (8) Financing Statement filed with Secretary of State of Ohio on 12/10/99, Instrument #AP0200415
- (9) Financing Statement filed with Greene County, Ohio on 12/10/99, Instrument #2447
- (10) Financing Statement filed with Montgomery County, Ohio on 3/15/00, Instrument #FX/N-00-024602 0006
- (B) Financing Statement filed with Greene County, Ohio on 9/27/99, Instrument #1889
- Financing Statement filed with Greene County, Ohio on 12/10/99, Instrument #2446
- Financing Statement filed with Montgomery County, Ohio on 9/27/99, Instrument #FS/N-99-108999 0004
- Financing Statement filed with Montgomery County, Ohio on 12/13/99, Instrument #FS/S-99-138545 0001

DTI Massachusetts Subsidiary, Inc. (f/k/a Armac Industries, Co.)

- (11) Financing Statement filed with Secretary of State of Delaware on 8/29/03, Instrument #3224731 3 (Name change Amendment)
- (C) Financing Statement filed with Secretary of Commonwealth of Massachusetts on 12/10/99, Instrument #680416
- Financing Statement filed with Barnstable Town Clerk, Massachusetts on 12/10/99, Instrument #004292

Assembly Machines, Inc.

- (12) Financing Statement filed with DOS of Pennsylvania on 9/2/03, Instrument #20030870565
- (13) Financing Statement filed with DOS of Pennsylvania on 9/24/99, Instrument #30760910

Box 5:

Other Security Documents

- (14) Financing Statement filed with DOS of Pennsylvania on 12/10/99, Instrument #31040153
- (15) Financing Statement filed with Erie County, Pennsylvania on 12/13/99, at Book 678, Page 451
 - (D) Financing Statement filed with Erie County, Pennsylvania on 9/24/99, Instrument #21569-1999
 - Financing Statement filed with Erie County, Pennsylvania on 12/10/99, Instrument #21982-1999

Assembly Technology & Test, Inc.

- (16) Financing Statement filed with Secretary of State of Delaware on 8/29/03, Instrument #3224751 1
- (17) Financing Statement filed with Saginaw County, Michigan on 12/13/99, at Book 2156, Page 2126
- (18) Financing Statement filed with Wayne County, Michigan on 12/10/99, Instrument #[illegible]
 - (E) Financing Statement filed with Secretary of State of Michigan on 9/24/99, Instrument #07094C
 - Financing Statement filed with Secretary of State of Michigan on 12/10/99, Instrument #09330C

Detroit Tool and Engineering Company

- (19) Financing Statement filed with Secretary of State of Delaware on 8/29/03, Instrument #3224757 8
- (20) Financing Statement filed with Berrien County, Michigan on 12/14/99, Instrument #1485
- (21) Financing Statement filed with Laclede County, Missouri on 12/10/99, Instrument #927, Bk 212, Pg 8575
 - (F) Financing Statement filed with Secretary of State of Michigan on 9/24/99, Instrument #07095C
 - Financing Statement filed with Secretary of State of Michigan on

Box 5:

Other Security Documents

12/10/99, Instrument #09331C

Financing Statement filed with Secretary of State of Missouri on 9/24/99, Instrument #3077424

Financing Statement filed with Secretary of State of Missouri on 12/10/99, Instrument #3099974

Financing Statement filed with Laclede County, Missouri on 9/24/99, Instrument #797

Financing Statement filed with Laclede County, Missouri on 12/10/99, Instrument #924

DTI Lebanon Subsidiary, Inc. (f/k/a Detroit Tool Metal Products Co.)

(22) Financing Statement filed with Secretary of State of Missouri on 11/6/01, Instrument #20018053490A (Name Change Amendment)

(23) Financing Statement filed with Secretary of State of Missouri on 9/2/93, Instrument #20030090905K (Name Change Amendment)

(24) Financing Statement filed with Secretary of State of Missouri on 9/24/99, Instrument #3077425 (Name Change Amendment)

(25) Financing Statement filed with Secretary of State of Missouri on 12/10/99, Instrument #3099973 (Name Change Amendment)

(26) Financing Statement filed with Laclede County, Missouri on 12/10/99, Instrument #926

(G) Financing Statement filed with Laclede County, Missouri on 9/24/99, Instrument #798

Financing Statement filed with Laclede County, Missouri on 12/10/99, Instrument #923

Hansford Manufacturing Corporation

(27) Financing Statement filed with DOS of New York on 10/18/01, Instrument #200781

(28) Financing Statement filed with DOS of New York on 8/29/03, Instrument #200308291536480

Box 5:

Other Security Documents

- (29) Financing Statement filed with DOS of New York on 9/24/99, Instrument #192700
- (30) Financing Statement filed with DOS of New York on 9/24/99, Instrument #192705
- (31) Financing Statement filed with DOS of New York on 12/17/99, Instrument #252799
- (32) Financing Statement filed with Monroe County, New York on 3/3/00, Instrument #00-1350
- (33) Financing Statement filed with Monroe County, New York on 3/3/00, Instrument #00-1349
- (H) Financing Statement filed with Secretary of State of Colorado on 9/24/99, Instrument #19992053347C
- Financing Statement filed with Secretary of State of Colorado on 12/10/99, Instrument #19992068371C
- Financing Statement filed with Monroe County, New York on 9/27/99, Instrument #99-8117
- Financing Statement filed with Monroe County, New York on 9/27/99, Instrument #99-8119
- Financing Statement filed with Monroe County, New York on 12/13/99, Instrument #99-10193
- Financing Statement filed with Monroe County, New York on 10/8/96, Instrument #99-007636

Mid-West Automation Enterprises, Inc.

- (34) Financing Statement filed with Secretary of State of Illinois on 9/24/99, Instrument #4099315 FS
- (35) Financing Statement filed with Secretary of State of Illinois on 12/22/99, Instrument #4134867 FS
- (36) Financing Statement filed with Lake County, Illinois on 12/13/99, Instrument #9708346

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Other Security Documents

Mid-West Automation Systems, Inc.

- (37) Financing Statement filed with Secretary of State of Illinois on 9/2/03, Instrument #7492979 FS
- (38) Financing Statement filed with Secretary of State of Illinois on 9/24/99, Instrument #4099314 FS
- (39) Financing Statement filed with Secretary of State of Illinois on 12/22/99, Instrument #4134868 FS
- (40) Financing Statement filed with Lake County, Illinois on 12/13/99, Instrument #9708347
- (I) Financing Statement filed with Secretary of State of Colorado on 9/24/99, Instrument #19992053346
- Financing Statement filed with Secretary of State of Colorado on 12/10/99, Instrument #19992068370C

DTI Leominster Subsidiary, Inc. (f/k/a Pharma Group, Inc.)

- (41) Financing Statement filed with Secretary of State of Delaware on 8/29/03, Instrument #3224740 4 (Name Change Amendment)
- (42) Financing Statement filed with Los Angeles County, California on 12/14/99, Instrument #99-2298403 (Name Change Amendment)
- (43) Financing Statement filed with Cook County, Illinois on 12/14/99, Instrument #9595/00125001 (6783618) (99U14000) (Name Change Amendment)
- (44) Financing Statement filed with Jefferson County, Kentucky on 1/6/00, at Book 035, Page 760 (Name Change Amendment)
- (45) Financing Statement filed with Somerset County, New Jersey on 12/10/99, Instrument #032773 (Name Change Amendment)
- (46) Financing Statement filed with Bucks County, Pennsylvania on 12/30/99, Instrument #136384 (22-44-1) (Name Change Amendment)
- (J) Financing Statement filed with Secretary of State of California on 9/24/99, Instrument #992726074
- Financing Statement filed with Secretary of State of California on

Box 5:

Other Security Documents

12/10/99, Instrument #9935060206

Financing Statement filed with Secretary of State of Illinois on 9/24/99, Instrument #4099316 FS

Financing Statement filed with Secretary of State of Illinois on 12/22/99, Instrument #4134869 FS

Financing Statement filed with Secretary of the Commonwealth of Kentucky on 3/21/00, Instrument #9909649

Financing Statement filed with Jefferson County, Kentucky on 10/1/99, Instrument #9907373

Financing Statement filed with Secretary of the Commonwealth of Massachusetts on 9/24/99, Instrument #099662368

Financing Statement filed with Secretary of the Commonwealth of Massachusetts on 12/10/99, Instrument No. 680417

Financing Statement filed with Secretary of State of New Jersey on 9/24/99, Instrument #1931154

Financing Statement filed with Secretary of State of New Jersey on 12/10/99, Instrument #1945739

Financing Statement filed with DOS of Pennsylvania on 9/24/99, Instrument #30760915

Financing Statement filed with DOS of Pennsylvania on 12/10/99, Instrument #31040148

Financing Statement filed with Bucks County, Pennsylvania on 9/24/99, Instrument #99-63434

Financing Statement filed with Bucks County, Pennsylvania on 12/10/99, Instrument #99-64298

Financing Statement filed with Worchester County, Massachusetts on 12/13/99, at Book 03502, Page 181

DTI Pennsylvania Subsidiary, Inc. (f/k/a Sencorp Systems, Inc.)

(47) Financing Statement filed with Secretary of State of Delaware on 6/21/02,

Box 5:

Other Security Documents

Instrument #2153281 5 (Name Change Amendment)

(48) Financing Statement filed with Barnstable County, Massachusetts on 3/10/00, at Book 12874, Page 276 (Name Change Amendment)

(49) Financing Statement filed with Monroe County, New York on 12/13/99, Instrument #00-1351 (Name Change Amendment)

(K) Financing Statement filed with Secretary of the Commonwealth of Massachusetts on 9/24/99, Instrument #099662369

Financing Statement filed with Secretary of the Commonwealth of Massachusetts on 12/99, Instrument #099680418

Financing Statement filed with Barnstable Town Clerk, Massachusetts on 9/24/99, Instrument #004149

Financing Statement filed with Barnstable, Town Clerk, Massachusetts on 12/23/99, Instrument #004314

Financing Statement filed with DOS of New York on 9/24/99, Instrument #192708

Financing Statement filed with DOS of New York on 12/10/99, Instrument #248123

Financing Statement filed with Monroe County, New York on 9/27/99, Instrument #99-8118

Financing Statement filed with Monroe County, New York on 12/13/99, Instrument #99-10192

Vanguard Technical Solutions, Inc.

(50) Financing Statement filed with Secretary of State of Delaware on 8/29/03, Instrument #3224764 4

(L) Financing Statement filed with Secretary of State of Arizona on 9/27/99, Instrument #01086213

Financing Statement filed with Secretary of State of Arizona on 12/10/99, Instrument #01096057

Financing Statement filed with Secretary of State of California on 9/27/99,

Box 5:

Other Security Documents

Instrument #9927460056

Financing Statement filed with Secretary of State of California on
12/10/99, Instrument #9935060218