

TERMINATION AND RELEASE OF LEASE

THIS TERMINATION AND RELEASE OF LEASE dated as of December 15, 2016, by and between the City of Wichita, Kansas, a municipal corporation (hereinafter referred to as the "City"); Beechcraft, a Kansas corporation duly qualified to do business in the State of Kansas (hereinafter referred to as the "Company"); and The Bank of New York Mellon Trust Company, N.A., St. Louis, Missouri, a national banking association duly organized and existing and authorized to accept and execute trusts of the character herein set forth under the laws of the United States (as successor Trustee to INTRUST Bank, N.A.) (hereafter referred to as "BNY"),

WITNESSETH:

WHEREAS, the County heretofore leased to the Company certain interests in real property, together with improvements located thereon, pursuant to a Lease dated as of December 20, 1989, by and between the County, as Landlord, and the Company, as Tenant (as supplemented and amended from time to time in accordance with the provisions thereof, the "Lease"), which Lease was assigned by the County to BNY, as successor Trustee; and

WHEREAS, a property interest covered by said Lease consists of the property described on **Schedule I** hereto; and

WHEREAS, the County previously had outstanding multiple series of its Taxable Industrial Development Revenue Bonds for the benefit of the Company and its predecessors (the "Bonds"); and

WHEREAS, the Bonds were issued and secured pursuant to the terms of a Trust Indenture dated as of December 20, 1989 (as supplemented and amended from time to time in accordance with the provisions thereof, the "Indenture"), by and between the County and BNY, as Trustee; and

WHEREAS, no Bonds remain outstanding; and

WHEREAS, BNY, in accordance with the provisions of the Indenture has cancelled, discharged and released the Indenture; and

WHEREAS, in connection therewith, it is necessary to provide for the release and termination of the Lease.

NOW, THEREFORE, in consideration of the mutual covenants and agreements contained herein, and in consideration of other good and valuable consideration, the parties hereto agree that the Lease is hereby terminated and released.

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IN WITNESS WHEREOF, the parties have executed this Termination and Release of Lease for delivery on or after December 15, 2016.

**BOARD OF COUNTY COMMISSIONERS
SEDGWICK COUNTY, KANSAS**

By _____
Jim Howell, Chairman

[SEAL]

ATTEST:

Kelly Arnold, County Clerk

ACKNOWLEDGMENT

STATE OF KANSAS)
)ss.
COUNTY OF SEDGWICK)

BE IT REMEMBERED, that on this _____, 2016, before me, the undersigned, a Notary Public in and for said County and State, came Jim Howell, Chairman of the Board of County Commissioners of Sedgwick County, Kansas, a political subdivision of the State of Kansas and Kelly Arnold, County Clerk of said County, who are personally known to me to be the same persons who executed, as such officers, the within instrument on behalf of said County, and such persons duly acknowledged the execution of the same to be the act and deed of said County.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my official seal, the day and year last above written.

[NOTARY SEAL]

Notary Public

My Commission Expires:

BEEHCRAFT CORPORATION

(Seal)

By _____
Name:
Title:

ATTEST:

Name:

Title:

ACKNOWLEDGMENT

STATE OF KANSAS)
) SS.
SEDGWICK COUNTY)

BE IT REMEMBERED that on this December _____, 2016, before me, a notary public in and for said County and State, came _____, _____ and _____, _____ of Beechcraft Corporation, a Kansas corporation, on behalf of said corporation, and such persons duly acknowledged the execution of the same to be the act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year last above written.

(Seal)

Notary Public

St. Louis, Missouri, as Trustee

By _____
Name
Title

Name	
Title	

STATE OF _____)
) SS.
COUNTY OF _____)

(Seal)

JLN\600809.70434\RELEASE OF LEASE (Beech)

SCHEDULE I

- (a) The Issuer's interest in the following described real property:

[See "Exhibit A" to Schedule I for legal descriptions]

(b) All buildings, improvements, machinery and equipment acquired, constructed or installed with the proceeds of the Sedgwick County, Kansas Taxable Industrial Development Revenue Bonds, Series 2003, Series 2004, Series 2005, Series 2006, Series 2007, Series 2008, Series 2009, Series 2010, Series 2011, and Series 2013 issued for the benefit of Beechcraft Corporation and its predecessors, as more particularly described in Schedule I to the Indenture, as supplemented and amended.

The property described in paragraph (b) of this Schedule constitutes the "Project" as referred to in said Lease and the Indenture.

EXHIBIT A

THE LEASEHOLD INTEREST IN THE FOLLOWING DESCRIBED REAL ESTATE LOCATED IN SEDGWICK COUNTY, KANSAS, TO WIT:

(PLANT 4)

Commencing at the southeast corner, northeast 1/4, Section 21, T27S, R2E, 6th P.M.

Thence N 0 degrees 48'02" W along the east line of said northeast 1/4 a distance of 210.00 feet.

Thence S 89 degrees 11'58" W a distance of 295.00 feet to the southeast corner of said tract being the point of beginning;

Thence S 89 degrees 11'58" W, a distance of 210.00 feet;

Thence N 0 degrees 48'02" W, a distance of 540.00 feet;

Thence S 0 degrees 48'02" E, a distance of 210.00 feet;

Thence S 0 degrees 48'02" E, a distance of 540.00 feet to the point of beginning;

Encompassing 2.603 acres.

(PLANT 3 ADDITION)

Commencing at the northwest corner of the northwest 1/4 of Section 21, T 27S, R2E, 6th P.M.;

Thence S 0 degrees 56'44" E along the west line of the northwest 1/4 of Section 21, a distance of 476.16 feet to the prolongation of a line that is 135 feet southwesterly of and parallel with the centerline of a grass runway;

Thence S 29 degrees 58'48" E along the prolongation of said line a distance of 1061.74 feet to the Point of Beginning;

Thence S 29 degrees 58'48" E along a line that is 135 feet southwesterly of and parallel with the centerline of said grass runway a distance of 1128.56 feet to a line that is 500 feet westerly of and parallel with the centerline of an asphalt runway;

Thence S 10 degrees 43'08" W along the line that is 500 feet westerly of and parallel with said asphalt runway a distance of 474.71 feet to a line that is 150 feet northwesterly of and parallel with a grass runway;

Thence S 45 degrees 01'13" W along the line that is 150 feet northwesterly of and parallel with said grass runway a distance of 802.85 feet to the prolongation of the east face of the existing building known as Plant 3;

Thence N 0 degrees 57'54" W along the prolongation of the east face of Plant 3 and

along the east face of Plant 3 and along the prolongation of the east face of Plant 3 a distance of 2009.64 feet;

Thence N 89 degrees 02'06" E a distance of 126.11 feet to the Point of Beginning;

Encompassing 19.43 acres.

(DELIVERY CENTER)

Commencing at the northeast corner of the northeast 1/4 of Section 21, T27S, R2E, 6th P.M.;

Thence S 89 degrees 02'44" W along the north line of the northeast 1/4 of Section 21 a distance of 630.00 feet; to the point of beginning;

Thence S 0 degrees 57'16" E a distance of 356.00 feet;

Thence N 89 degrees 02'44" E a distance of 124.04 feet to a line that is 505.00 feet westerly of and parallel with the east line of the northeast 1/4 of Section 21;

Thence S 0 degrees 48'02" E along the line that is 505 feet westerly of and parallel with the east line of said northeast 1/4, a distance of 1549.68 feet;

Thence S 89 degrees 11'58" W a distance of 1100.00 feet;

Thence N 89 degrees 02'44" E along said north line of said northeast 1/4 a distance of 975.01 feet to the Point of Beginning;

Encompassing 47.068 acres including 0.895 acres of road right-of-way.

N 1/2, NW 1/4, Section 21, T27S, R2E, 6th P.M.

Commencing at the northeast corner of the Southeast 1/4, Section 21, T27S, R2E, 6th P.M.;

Thence S 0 degrees 50'17" E along the section line a distance of 855.00 feet;

Thence S 89 degrees 09'43" W a distance of 1300.08 feet to the point of beginning;

Thence continuing S 89 degrees 09'43" W a distance of 370.00 feet;

Thence S 0 degrees 50'17" E a distance of 250.00 feet;

Thence N 89 degrees 09'43" E a distance of 370.00 feet;

Thence N 0 degrees 50'17" W a distance of 250.00 feet to the point of beginning;

containing 2.123 acres more or less.

(PLANT 1)

Beginning at the point of the NW corner of Section 21, Township 27 South, Range 2 East of the 6th P.M., Sedgwick County, Kansas, then proceeding 2,000 feet east to a point, then to a point 1,200 feet south on a line lying adjacent to the warehouses, then from such point proceeding 2,000 feet west to a point lying at the approximate center of Webb Road and then 1,200 feet north to the point of beginning.

(10500 EAST CENTRAL "ARENA EAST")

Beginning at a point on the South line of the SE 1/4 of Section 16, Township 27 South, Range 2 East of the 6th P.M., Sedgwick County, Kansas, 1563.46 feet west of the SE Corner of said SE 1/4; thence North parallel to the east line of said SE 1/4, 660 feet; thence east parallel to the south line of said SE 1/4, 238.33 feet to the west line of the SW 1/4 of the SE 1/4 of the SE 1/4; thence south on the west line of said SW 1/4 of said SE 1/4 of said SE 1/4, 600 feet to the south line of said SE 1/4 of said Section 16, thence west 237.69 feet to the point of beginning.

(MAINTENANCE BUILDING - WASTE TREATMENT)

Commencing at the northwest corner of the northwest 1/4 of Section 21, T 27S, R2E, 6th P.M.;

Thence S 0 degrees 56'44" E along the west line of the northwest 1/4 of Section 21, a distance of 476.16 feet to the prolongation of a line that is 135 feet southwesterly of and parallel with the centerline of a grass runway;

Thence S 29 degrees 58'48" E along the prolongation of a said line a distance of 979.58 feet to the point of beginning;

Thence bearing N 89 degrees 02'06" E a distance of 235.74 feet;

Thence bearing S 0 degrees 57'54" E a distance of 425.02 feet;

Thence bearing N 29 degrees 58'48" W a distance of 403.86 feet;

Thence bearing S 89 degrees 02'06" W a distance of 126.11 feet;

Thence bearing N 0 degrees 57'54" W a distance of 71.85 feet;

Thence bearing N 89 degrees 02'06" E a distance of 86.26 feet to the Point of Beginning;

Encompassing 1.325 acres more or less.

(QUALITY CONTROL BUILDING - NDI)

Commencing at the Northwest corner of the northwest 1/4 of Section 21, T 27S, R2E, 6th P.M.;

Thence S 0 degrees 56'44" E along the west line of said northwest 1/4 a distance of

1137.06 feet;

Thence east at right angles to the West line of said northwest 1/4 a distance of 981.87 feet to the Point of Beginning;

Thence N 89 degrees 02'06" E a distance of 252 feet;

Thence S 0 degrees 57'54" E a distance of 273 feet;

Thence S 89 degrees 02'06" W a distance of 252 feet;

Thence 0 degrees 57'54" W a distance of 273 feet to the Point of Beginning;

Containing 1.579 acres more or less.

(2) A leasehold estate in the following described real property leased by the Company pursuant to a certain Lease Agreement between the Company and the Salina Airport Authority, dated March 1, 1987, as the same may be amended from time to time, and subleased to the Issuer pursuant to the Site Lease dated December 20, 1989, which property is located in Saline County, Kansas:

A tract of land located in the North half (N ½) of Section Thirty Four (34) Township Fourteen South (14S) Range Three West (3W) of the Sixth Principal Meridian in the Schilling Subdivision of Salina, Kansas, in Saline County, Kansas, being more particularly described as follows: Commencing at the Southwest corner of the Northeast quarter (NE 1/4) of said Section Thirty Four (34); Thence N 00°07'57" E on an assumed bearing along the West line of said Northeast quarter (NE 1/4) to the South line of described tract a distance of 755.46 feet; Thence N 89°52'41" E along the South line of described tract a distance of 565.68 feet to the point of beginning; Thence S 89°52'41" W a distance of 737.60 feet; Thence N 00°02'57" W a distance of 535.94 feet; Thence S 89°59'06" E a distance of 458.57 feet; Thence S 00°11'30" W a distance of 164.32 feet; Thence N 88°27'49" E a distance of 86.90 feet; Thence N 62°20'57" E a distance of 250.43 feet; Thence S 00°09'05" E a distance of 340.41 feet; Thence S 89°49'43" W to a point in fence line at East face of dock on Bldg. #628 a distance of 30.11 feet; Thence S 00°12'47" E a distance of 147.96 feet to point of beginning.

The above tract contains 8.466 acres.

A tract of land located in Section Thirty Four (34) Township Fourteen South (14S) Range Three West (3W) of the Sixth Principal Meridian in Schilling Subdivision of Salina, Kansas, in Saline County, Kansas, being more particularly described as follows: Commencing at the Northwest Corner of the Southeast Quarter (SE 1/4) of said Section Thirty Four (34); Thence S 89°49'47" E on an assumed bearing along the north line of said Southeast Quarter a distance of 245.93 feet; Thence S 00°21'09" a distance of 62.47 feet to the point of beginning. Said point of beginning being 28.62 feet east and 40.05 feet north of the centerline intersection of Arnold Avenue and Ohlke Road and parallel to the centerlines; Thence N 00°21'09" W a distance of 266.63 feet; Thence S 89°54'10" W to the east edge of concrete apron a distance of 512.39 feet; Thence N 00°09'02" W along the East edge concrete apron a distance of 502.11 feet; Thence N 89°53'10" E a distance of 866.17 feet; Thence S 00°03'44" along fence line to fence corner a distance of 324.04 feet; Thence S 88°59'42" W along fence line to fence corner a distance of 51.06 feet; Thence S 00°12'55" E along fence line to north face of dock extended on Bldg. #635 a

distance of 75.38 feet Thence N 89°34'22" E along north face of said dock to Northeast corner of said dock a distance of 55.01 feet; Thence S 00°26'02" E to northeast corner of bldg. #635 a distance of 8.03 feet; Thence N 89°52'07" E a distance of 665.56 feet; Thence S 6°31'43" E a distance of 207.66 feet; Thence S 4°23'18" E a distance of 155.02 feet ; S 89°52'33" W a distance of 1056.46 feet to point of beginning.

The above tract contains 17.758 acres.

A tract of land located in the Northeast Quarter (NE 1/4) of Section Thirty Four (34) Township Fourteen South (14S) Range Three West (3W) of the Sixth Principal Meridian in the Schilling Subdivision of Salina, Kansas, in Saline County, Kansas, being more particularly described as follows: Commencing at the Southwest corner of the Northeast Quarter (NE 1/4) of said Section Thirty Four (34); Thence S 89°49'47" E on an assumed bearing along the South line of said Northeast Quarter (NE 1/4) a distance of 1357.51 feet, Thence N 00°06'24" W a distance of 42.45 feet to point of beginning. Said point of beginning being 139.59 feet North and 20.00 feet East of the centerlines of Ohlke Road and Scanlan Avenue; Thence around the arc of a curve to the left 20.6± feet East of centerline of Scanlan Avenue whose radius is 724.00 feet, a central angle of 19°57'51", length of 252.27 feet and whose chord bears N 9°26'16" W a distance of 251.00 feet, Thence N 17°20'02" W a distance of 69.11 feet; Thence N 89°55'05" E a distance of 81.16 feet; Thence S 00°06'53" E a distance of 35.00 feet; Thence S 70°07'17" E a distance of 361.79 feet; Thence S 00°24'24" E a distance of 64.63 feet; Thence N 89°53'36" W a distance of 73.00; Thence S 00°06'24" W to a point 8.5 feet North of centerline of North set of railroad tracks a distance of 90.64 feet; Thence S 89°53'36" W parallel with railroad track at a distance of 287.00 feet to point of beginning.

The above tract contains 1.836 acres.

Tract 6

A tract of land located in the East Half (E ½) of Section Twenty Seven (27), Township Fourteen South (14S) Range Three West (3W) of the Sixth Principal Meridian in Schilling Subdivision of Salina, Kansas, in Saline County, Kansas, being more particularly described as follows: Commencing at the Southwest Corner of the Northeast Quarter (NE 1/4) of said Section Twenty Seven (27); Thence S 89°49'14" E on an assumed bearing along the South Line of said Northeast Quarter (NE 1/4) of said Section Twenty Seven to the West Line of described Tract and East edge of Concrete apron a distance of 406.63 feet; Thence S 00°05'52" E along East edge of apron a distance of 61.40 feet to point of beginning; Thence N 00°05'52" W along East edge of concrete apron a distance of 1349.28 feet; Thence N 00°50'43" E to a point 49.70 feet West of centerline of Scanlan Avenue a distance of 730.09 feet; Thence S 00°05'52" E and parallel with centerline of Scanlan Avenue a distance of 1350.00 feet; Thence S 89°54'08" W a distance of 730.10 feet to point of beginning.

The above tract contains 22.621 acres.

Tract 7

A tract of land located in Section Twenty Seven (27), Township Fourteen South (14S) Range Three West (3W) of the Sixth Principal Meridian in the Schilling Subdivision of

Salina, Kansas, in Saline County, Kansas, being more particularly described as follows: Commencing at the Northwest Corner of the Southeast Quarter (SE 1/4) of said Section Twenty Seven (27); Thence S 00°47'42" W on an assumed bearing along the East line of said Southeast Quarter (SE 1/4) to the South Line of the described Tract a distance of 63.38 feet; Thence S 89°54'08" W along the South Line of described a distance of 362.38 feet to the point of beginning; Thence N 00°05'52" W a distance of 800.00 feet; Thence N 89°54'08" E a distance of 720.00 feet; Thence S 00°05'52" E a distance of 800.00 feet; Thence S 89°54'08" a distance of 720.00 feet to point of beginning, all of the described tract is on the concrete apron at the airport.

The above tract contains 13.223 acres.

A tract of land located in Section Thirty-Four (34) Township Fourteen South (14S) Range Three West (3W) of the Sixth Principal Meridian in the Schilling Subdivision of Salina, Kansas, in Saline County, Kansas, being more particularly described as follows: commencing at the Northwest corner of the Southeast Quarter (SE 1/4) of the said Section Thirty-Four (34) Thence S 89°49'41" E on an assumed bearing along the North line of said Southeast quarter a distance of 178.58 feet; Thence S 00°06'24" E a distance of 87.84 feet to the point of beginning. Said point of beginning being 40.00 feet West and 15.00 feet North of the centerline intersection of Arnold Ave. and Ohlke Road and parallel to the centerlines; Thence S 89°53'36" W a distance of 226.67 feet; Thence N 00°06'24" W a distance of 100.00 feet; Thence S 89°53'36" W a distance of 88.00 feet; Thence S 00°06'24" E a distance of 100.00 feet; Thence S 89°53'36" W to the east edge of concrete apron a distance of 130.00 feet; Thence S 00° 07'06" E along East Edge of concrete apron a distance of 605.39 feet; Thence N 89°40'41" E a distance of 86.73 feet; Thence S 89°50'36" E a distance of 136.97 feet; Thence N 00°06'24" W a distance of 110.00 feet; Thence S 44°23'53" E to a point 40.0' West of the centerline of Arnold Ave. a distance of 315.06 feet; Thence N 00°06'24" W a distance of 271.00 feet to point of beginning.

The above contains 5.255 acres.

A tract of land located in the North half (N1/2) of Section Thirty-four (34), Township Fourteen South (14S), Range Three West (3W) of the Sixth Principal Meridian in the Schilling Subdivision of Salina, Kansas, in Saline County, Kansas, being more particularly described as follows: Commencing at the Southwest corner of the Northeast Quarter (NE 1/4) of said Section Thirty-four (34); Thence N 00°07'57" E on an assumed bearing along the West line of said Northeast Quarter (NE 1/4) to the South line of the described tract a distance of 1367.71 feet; Thence N 89°59'47" W along said South line of tract a distance of 406.96 feet to the point of beginning; Thence N 00°03'21" W to the South line of Block Fifteen extended in the said Schilling Subdivision a distance of 340.65 feet; Thence N 89°56'13" E along the South line of Block Fifteen and along the centerline of a concrete road to the West line of Hein Avenue a distance of 753.76 feet; Thence S 00°02'45" E along the West line of Hein Avenue extended a distance of 277.54 feet; Thence S 23°42'04" W a distance of 69.88 feet; Thence N 89°59'47" W a distance of 725.58 feet to point of beginning.

The above tract contains 5.881 acres.

A tract of land located in the North half (N1/2) of Section Thirty-four (34), Township Fourteen South (14S), Range Three West (3W) of the Sixth Principal Meridian in the

Schilling Subdivision of Salina, Kansas, in Saline County, Kansas, being more particularly described as follows: Commencing at the Southwest corner of the Northeast Quarter (NE 1/4) of said Section Thirty-four (34); Thence N 00°07'57" E on an assumed bearing along the West line of said Northeast Quarter (NE 1/4) a distance of 1504.07 feet; Thence N 89°37'48" E to the East line of Hein Avenue and the West line of Block Sixteen (16) in said Schilling Subdivision a distance of 385.21 feet to the point of beginning; Thence N 00°02'44" W along the East line of Hein Avenue and the West line of Block Sixteen a distance of 621.34 feet; Thence N 89°57'36" E along the North edge of concrete parking more or less a distance of 434.36 feet; Thence S 00°02'44" W a distance of 618.83 feet; Thence S 89°37'48" W a distance of 434.36 feet to the point of beginning.

The above tract contains 6.183 acres.