

INSTRUCTIONS:

1. PLEASE TYPE this form.
2. Remove Secured Party and Debtor copies and send other 3 copies with interleaved carbon paper to the filing officer.
3. Enclose filing fee(s), and fill in original Financing Statement number and date filed.
4. If the space provided for any item(s) on the form is inadequate the item(s) should be continued on additional sheets, preferably 5" X 8" or 8" X 10". Only one copy of such additional sheets need be presented to the filing officer with a set of three copies of Form UCC-3. Long schedules of collateral, etc., may be on any size paper that is convenient for the secured party. Indicate the number of additional sheets attached.
5. If collateral is crops or goods which are or are to become fixtures, describe generally the real estate and give name of record owner.
6. At the time of filing, filing officer will return third copy as an acknowledgement.

BK0937PG0658

This STATEMENT is presented to a filing officer for filing pursuant to the Uniform Commercial Code.

3. Maturity date (if any) _____

1. Debtor(s) (Last Name First) and address(es)

Loeb Bros. Realty, L.P.
5264 Poplar Ave.
Memphis, TN 38119

2. Secured Party(ies) and address(es)

NationsBank of Tennessee, N.A.
1 NationsBank Plaza
Nashville, TN 37239

For Filing Officer (Date, Time and Filing Office)

RECEIVED & FILED
 W. E. DAVIS
 CHANCERY CLERK
 SEP 22 11 19 AM '97
 DESOTO COUNTY
 TN 37203

4. This statement refers to original Financing Statement bearing File No. Book 790 Page 378 187-10-95
 Filed with Desoto Co. Chancery Clerk Date Filed October 23 95

5. Continuation. The original financing statement between the foregoing Debtor and Secured Party, bearing file number shown above, is still effective.
6. Termination. Secured party no longer claims a security interest under the financing statement bearing file number shown above.
7. Assignment. The secured party's right under the financing statement bearing file number shown above to the property described in Item 10 have been assigned to the assignee whose name and address appears in Item 10.
8. Amendment. Financing Statement bearing file number shown above is amended as set forth in Item 10.
9. Release. Secured Party releases the collateral described in Item 10 from the financing statement bearing file number shown above.

The Secured Party hereby assigns all of its right, title and interest in and to the above to: **First Tennessee Bank National Association**
 165 Madison Ave.
 Memphis, TN 38103

Prepared by and Return to:
 Hugh D. Odom, Esq.
 Martin, Tate, Morrow & Marston
 22 N. Front St., Suite 1100
 Memphis, TN 38103

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 CHANCERY CLERK
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 DESOTO COUNTY
 TN 37203

No. of additional Sheets presented: _____

NationsBank of Tennessee, N.A.

By: _____
 Signature(s) of Debtor(s) (necessary only if Item 8 is applicable).

By: E. J. Sullivan UP
 Signature(s) of Secured Party(ies)

STANDARD FORM - FORM UCC-3

THIS SPACE FOR USE OF FILING OFFICER