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De Soto, MS  
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**FINANCING STATEMENT — FOLLOW INSTRUCTIONS CAREFULLY**

This Financing Statement is presented for filing pursuant to the Uniform Commercial Code and will remain effective, with certain exceptions, for 5 years from date of filing.

A. NAME & TEL. # OF CONTACT AT FILER (optional)		B. FILING OFFICE ACCT. # (optional)	
C. RETURN COPY TO: (Name and Mailing Address)			
LEXIS DOCUMENT SERVICES INC PO BOX 2969 SPRINGFIELD, IL 62708			
D. OPTIONAL DESIGNATION (if applicable):		LESSOR/LESSEE	CONSIGNOR/CONSIGNEE
		NON-UCC FILING	

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) MS-De Soto County

1a. ENTITY'S NAME THE ORIENT, LLC			
OR	1b. INDIVIDUAL'S LAST NAME		SUFFIX
1c. MAILING ADDRESS 7411 Goodman Road		CITY OLIVE BRANCH	STATE MS
		COUNTRY USA	POSTAL CODE 38654
1d. S.S. OR TAX I.D.# 64-0866592	OPTIONAL ADD'NL INFO RE ENTITY DEBTOR	1e. TYPE OF ENTITY	1f. ENTITY'S STATE OR COUNTRY OF ORGANIZATION
			1g. ENTITY'S ORGANIZATIONAL I.D.#, if any <input type="checkbox"/> NONE

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b)

2a. ENTITY'S NAME			
OR	2b. INDIVIDUAL'S LAST NAME		SUFFIX
2c. MAILING ADDRESS		CITY	STATE
		COUNTRY	POSTAL CODE
2d. S.S. OR TAX I.D.#	OPTIONAL ADD'NL INFO RE ENTITY DEBTOR	2e. TYPE OF ENTITY	2f. ENTITY'S STATE OR COUNTRY OF ORGANIZATION
			2g. ENTITY'S ORGANIZATIONAL I.D.#, if any <input type="checkbox"/> NONE

3. SECURED PARTY'S (ORIGINAL S/P or ITS TOTAL ASSIGNEE) EXACT FULL LEGAL NAME - insert only one secured party name (3a or 3b)

3a. ENTITY'S NAME GE Capital Small Business Finance Corporation			
OR	3b. INDIVIDUAL'S LAST NAME		SUFFIX
3c. MAILING ADDRESS 635 Maryville Centre Dr., Ste. 120		CITY St. Louis	STATE MO
		COUNTRY USA	POSTAL CODE 63141

4. This FINANCING STATEMENT covers the following types or items of property:  
All of debtors fixtures now existing or hereafter acquired. These goods which are or will become a part of the real estate as described in Exhibit "A" attached hereto and incorporated herein by reference. The record owner's name is: Village Shops, partnership of Mark Utley and Walter Utley

*"To be filed in Real Estate Records only."* L1647734-1

5. CHECK BOX (if applicable) <input type="checkbox"/> This FINANCING STATEMENT is signed by the Secured Party instead of the Debtor to perfect a security interest (a) in collateral already subject to a security interest in another jurisdiction when it was brought into this state, or when the debtor's location was changed to this state, or (b) in accordance with other statutory provisions (additional date may be required)	7. If filed in Florida (check one) <input type="checkbox"/> Documentary stamp tax paid <input type="checkbox"/> Documentary stamp tax not applicable
6. REQUIRED SIGNATURE(S) THE ORIENT, LLC 	8. <input checked="" type="checkbox"/> This FINANCING STATEMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS Attach Addendum (if applicable)
	9. Check to REQUEST SEARCH CERTIFICATE(S) on Debtor(s) (ADDITIONAL FEE) (optional) <input type="checkbox"/> All Debtors <input type="checkbox"/> Debtor 1 <input type="checkbox"/> Debtor 2

## EXHIBIT "A"

## LEGAL DESCRIPTION

DESCRIPTION OF A 17.9461, MORE OR LESS, ACRE TRACT OF LAND BEING KNOWN AS THE PROPOSED VILLAGE SHOPS OF CRUMPLER PLACE SUBDIVISION (UNRECORDED) BEING LOCATED IN THE NORTHEAST QUARTER OF THE NORTHWEST QUARTER AND THE NORTHWEST QUARTER OF THE NORTHWEST QUARTER OF SECTION 32, TOWNSHIP 1 SOUTH, RANGE 6 WEST, OLIVE BRANCH, DESOTO COUNTY, MISSISSIPPI

and is further described by notes and bounds as follows:

Begin at the northwest corner of the Northwest Quarter of Section 32, Township 1 South, Range 6 West; thence South 89 degrees 18 minutes 04 seconds East 2151.67 feet to a point; thence South 00 degrees 40 minutes 15 seconds West 75.49 feet to an iron stake (set) in the present southerly line of Goodman (Mississippi State Highway No.392) Road at the proposed northeast corner of Lot No.4 and the northwest corner of Lot No.1; thence South 89 degrees 29 minutes 07 seconds East 546.79 feet with the southerly line of said Road and along the northerly lines of Lots No.1 and 5 to an iron stake (set); thence South 00 degrees 34 minutes 53 seconds West 26.00 feet along an easterly line of Lot No.5 to an iron stake (set) in a northerly line of Lot No.5; thence South 89 degrees 26 minutes 31 seconds East 261.67 feet with the southerly line of said Road and along the northerly lines of Lots No.5, 3 and 6 to an iron stake (set) at the northeast corner of Lot No.6, said stake being also the northeast corner of said proposed subdivision; thence South 00 degrees 40 minutes 15 seconds West 200.00 feet along the easterly line of Lot No.6 and with an easterly line of said subdivision to an iron stake (set) at the southeast corner of Lot No.6 and at a southeast corner of said subdivision; thence North 89 degrees 26 minutes 31 seconds West 163.80 feet along the southerly line of Lot No.6 and with a southerly line of said subdivision to an iron stake (set) in an easterly line of Lot No.3 and in an easterly line of said subdivision; thence South 00 degrees 40 minutes 15 seconds West 610.19 feet along an easterly line of Lot No.3 and with an easterly line of said subdivision to an iron stake (set) at the southeast corner of Lot No.3 and at a southeast corner of said subdivision; thence North 89 degrees 19 minutes 45 seconds West 642.85 feet along the southerly line of Lot No.3 and with a southerly line of said subdivision to an iron stake (set) in the proposed easterly line of Crumpler Boulevard; thence South 12 degrees 34 minutes 13 seconds East 124.84 feet along an easterly line of said Boulevard to an iron stake (set) at the end of said Boulevard; thence South 47 degrees 25 minutes 49 seconds West with the end of said Boulevard to a point of curvature; thence northeasterly 3927 feet along a curve to the left (Chord Distance=353.6 feet, Chord Bearing=North 02 degrees 25 minutes 49 seconds East) having an external radius of 25.00 feet to an iron stake (set) in the westerly line of said Boulevard; thence North 42 degrees 34 minutes 13 seconds West 179.76 feet with the westerly line of said Boulevard to an iron stake (set) at a point of curvature; thence northeasterly 463.60 feet along a curve to the right (Chord Distance=452.66 feet, Chord Bearing=North 20 degrees 56 minutes 06 seconds West) having an internal radius of 613.88 feet with the westerly line of said Boulevard to an iron stake (set); thence North 00 degrees 12 minutes 00 seconds East 166.40 feet with the westerly line of said Boulevard to an iron stake (set); thence North 02 degrees 44 minutes 01 seconds West 100.18 feet with the westerly line of said Boulevard to an iron stake (set); thence North 00 degrees 42 minutes 40 seconds East 99.76 feet with the westerly line of said Boulevard to an iron stake (set) at a point of curvature; thence Northwestwardly 55.09 feet along a curve to the left (Chord Distance=49.58 feet, Chord Bearing=North 44 degrees 23 minutes 38 seconds West) having an external radius of 35.00 feet to an iron stake (set) in the southerly line of said Goodman Road; thence South 89 degrees 29 minutes 07 seconds East 311.22 feet to the point of beginning containing 17.9461, more or less, acres of land (781,732, more or less, Square Feet) being subject to all codes, regulations and revisions, easements and right-of-ways of record.

DATE: 14 JULY 1994

Record Owner: Village Shops, partnership of Mark Utley and Walter Utley