

70 STATE MS. - DESOTO CO.
FILED

APR 22 10 40 AM '03

Mississippi - UCC3 FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

BK 1703 PG 323
W.E. DAVIS CH. CLK.

A. NAME & PHONE OF CONTACT AT FILER (optional)
ALAN L. KOSTEN, ESQ.

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

ARMSTRONG ALLEN, PLLC
6060 POPLAR AVENUE SUITE 140
MEMPHIS, TN 38119

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE #
BOOK 1377, PAGE 231, CHANCERY CLERK, DESOTO COUNTY, MS

1b. This FINANCING STATEMENT AMENDMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS.

2. TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.

3. CONTINUATION: Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4. ASSIGNMENT (full or partial): Give name of assignee in item 7a or 7b and address of assignee in item 7c; and also give name of assignor in item 9.

5. AMENDMENT (PARTY INFORMATION): This Amendment affects Debtor or Secured Party of record. Check only one of these two boxes.
Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.
 CHANGE name and/or address: Give current record name in item 6a or 6b; also give new name (if name change) in item 7a or 7b and/or new address (if address change) in item 7c. DELETE name: Give record name to be deleted in item 6a or 6b. ADD name: Complete item 7a or 7b, and also item 7c; also complete items 7d-7g (if applicable).

6. CURRENT RECORD INFORMATION:

6a. ORGANIZATION'S NAME
THE LINKS AT NORTHCREEK, LLC, A MISSISSIPPI LIMITED LIABILITY COMPANY

OR	6b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
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7. CHANGED (NEW) OR ADDED INFORMATION:

7a. ORGANIZATION'S NAME

OR	7b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
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7c. MAILING ADDRESS
10018 GOODMAN ROAD

CITY OLIVE BRANCH	STATE MS	POSTAL CODE 38654	7D. COUNTY # 17
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ADD'L INFO RE ORGANIZATION DEBTOR	7e. TYPE OF ORGANIZATION	7f. JURISDICTION OF ORGANIZATION	7g. ORGANIZATIONAL ID #, if any <input type="checkbox"/> NONE
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8. AMENDMENT (COLLATERAL CHANGE): check only one box.
Describe collateral deleted or added, or give entire restated collateral description, or describe collateral assigned.

9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT (name of assignor, if this is an Assignment). If this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here and enter name of DEBTOR authorizing this Amendment.

9a. ORGANIZATION'S NAME
AMSOUTH BANK

OR	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
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10. OPTIONAL FILER REFERENCE DATA

Mississippi - UCC3AD FINANCING STATEMENT AMENDMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

11. INITIAL FINANCING STATEMENT FILE # (same as item 1a on Amendment form)

BOOK 1377, PAGE 231, CHANCERY CLERK, DESOTO COUNTY, MS

12. NAME OF PARTY AUTHORIZING THIS AMENDMENT (same as item 9 on Amendment form)

12a. ORGANIZATION'S NAME

AMSOUTH BANK

OR

12b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME, SUFFIX

13. Use this space for additional information

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

**Instructions for
Mississippi UCC Financing Statement (Form MS UCC-3)**

Please type or laser-print this form. Be sure it is completely legible. Read all instructions, especially instruction 1a; correct file number of initial filing statement is crucial. Follow instructions completely.

Fill in form very carefully; mistakes may have important legal consequences. If you have questions, consult your attorney. Filing office cannot give legal advice. Do not insert anything in the open space in the upper portion of this form; it is reserved for filing office use.

An Amendment may relate to only one financing statement. Do not enter more than one number on item 1a.

When property completed, send the original copy only, with required fee, to filing office. If you want an acknowledgment, complete item B.

If you need to use attachments, use 8-1/2 X 11 inch sheets and put at the top of each sheet "AMENDMENT" and the name of the file number of initial financing statement to which this Amendment relates; you are encouraged to use Amendment Addendum (Form MS UCC3 Ad).

Note: Because Mississippi law does not require the social security number, that field has been blocked out.

Always complete items 1a and 9.

A. To assist filing offices that might wish to communicate with filer, filer may provide information in item A. This item is optional.

B. Complete item B if you want an acknowledgment sent to you.

1a. File number: Enter file number of initial financing statement to which this Amendment relates. Enter only one file number.

1b. Only if this Amendment is to be filed or recorded in the real estate records, check box 1b and also, in item 13 of Amendment Addendum, enter Debtor's name in proper format exactly identical to the format of item 1 of financing statement and the name of record owner if debtor does not have a record interest.

Note: Show purpose of this Amendment by checking box 2, 3, 4, 5, (in item 5 you must check two boxes) or 8.

2. To terminate the effectiveness of the identified financing statement with respect to security interest(s) of authorizing Secured Party, check box 2. See Instruction 9 below.

3. To continue the effectiveness of the identified financing statement with respect to security interest(s) of authorizing Secured Party, check box 3. See Instruction 9 below.

4. To assign (i) all of assignor's interest under the identified financing statement, or (ii) a partial interest in the security interest covered by the identified financing statement; (iii) assignor's full interest in some (but not all) of the collateral covered by the identified financing statement: Check box in item 4 and enter name of assignee in item 7a if assignee is an organization or in item 7b formatted as indicated, if assigned is an individual. Complete 7a or 7b, but not both. Also enter assignee's address in item 7c. Also enter name of assignor in item 9. If partial Assignment affects only some (but not all) of the collateral covered by the identified financing statement, filer may check appropriate box in item 8 and indicate affected collateral in item 8.

5,6,7 To change the name and or address of a party; Check box in item 5 to indicate whether this amendment amends information relating to a Debtor or a secured party; also check boxes in item 5 to indicate this is a name and/or address change; also enter name of affected party (current record name, in case of a name change in the item 6a or 6b as appropriate and also give new name 7a or 7b (and/or new address (7c) in item 7.

5,6 To delete a party: check box in item 5 to indicate that this is a deletion of a Debtor or a Secured Party; also check box in item 5 to indicate that this is a deletion of a party; and also enter name (6a or 6b) of deleted party in item 6.

5,7. To add a party: Check box in item 5 to indicate whether adding a Debtor or Secured Party; also check box in item 5 to indicate that this is an addition of a party; also enter all required information in item 7: name (7a or 7b) and address (7c) also if adding a Debtor, county # of the debtor's residence (7d) Debtor information 7(e-g) if added Debtor is an organization. Note: The preferred method for filing against a new Debtor (an individual or organization not previously of record as a Debtor under this file number) is to file a new Financing Statement.

8. Collateral Change. To change the collateral covered by the identified financing statement, describe the change in item 8. This may be accomplished either by describing the collateral to be added or deleted, or by setting forth in full the collateral to be added or deleted, by setting forth in full the collateral description as it is to be effective after the filing of this Amendment, indicating clearly the method chosen (check the appropriate box). If the space in item 8 is insufficient, use item 13 of the Amendment Addendum (Form MS UCC3 Ad). A partial release of collateral is a deletion. If due to a full release of all collateral, filer no longer claims a security interest under the identified financing statement, check box 2 (Termination) and not box 8 (Collateral Change). If a partial assignment consists of the assignment of some (but not all) of the collateral covered by the identified financing statement, filer may indicate the assigned collateral in item 8, check the appropriate box in item 8, and also comply with instruction 4 above.

9. Always enter the name of party of record authorizing this Amendment; in most cases this will be a Secured Party of record. If more than one authorizing Secured Party, give additional name(s), properly formatted, in item 13 of Amendment Addendum (Form MS UCC3 Ad). If the indicated financing statement refers to the parties as lessee and lessor, or consignee and consignor, or seller and buyer, instead of Debtor and Secured Party, references in this Amendment shall be deemed likewise so to refer to the parties. If this is an Amendment authorized by a Debtor, that adds collateral or adds a Debtor, or if this is a Termination authorized by a Debtor, check the box in item 9 and enter the name, properly formatted, of the Debtor authorizing this Amendment, and if this Amendment or Termination is to be filed or recorded in the real estate records, also enter, in item 13 of the Amendment Addendum, name of Secured Party of record.

10. This item is optional and is for filer's use only. For filer's convenience of reference, filer may enter in item 8 any identifying information (e.g. Secured Party's loan number, law firm file number, Debtor's name or other identification, state in which form is being filed, etc.) that filer may find useful.

Mississippi County (#)

County #	County
1	Adams
2	Alcorn
3	Amite
4	Attala
5	Benton
6	Bolivar
7	Calhoun
8	Carroll
9	Chickasaw
10	Choctaw
11	Claiborne
12	Clarke
13	Clay
14	Coahoma
15	Copiah
16	Covington
17	DeSoto
18	Forrest
19	Franklin
20	George
21	Greene
22	Grenada
23	Hancock
24	Harrison
25	Hinds
26	Holmes
27	Humphreys
28	Issaquena

County #	County
29	Itawamba
30	Jackson
31	Jasper
32	Jefferson
33	Jefferson Davis
34	Jones
35	Kemper
36	Lafayette
37	Lamar
38	Lauderdale
39	Lawrence
40	Leake
41	Lee
42	LeFlore
43	Lincoln
44	Lowndes
45	Madison
46	Marion
47	Marshall
48	Monroe
49	Montgomery
50	Neshoba
51	Newton
52	Noxubee
53	Oktibbeha
54	Panola
55	Pearl River
56	Perry

County #	County
57	Pike
58	Pontotoc
59	Prentiss
60	Quitman
61	Rankin
62	Scott
63	Sharkey
64	Simpson
65	Smith
66	Stone
67	Sunflower
68	Tallahatchie
69	Tate
70	Tippah
71	Tishomingo
72	Tunica
73	Union
74	Walthall
75	Warren
76	Washington
77	Wayne
78	Webster
79	Wilkinson
80	Winston
81	Yalobusha
82	Yazoo
99	Foreign County