



11/18/08 10:54:18  
BK 2,967 PG 570  
DESOTO COUNTY, MS  
W.E. DAVIS, CH CLERK

# UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional] <b>RACHEL JOHNSTON 901-316-2304</b>
B. SEND ACKNOWLEDGMENT TO: (Name and Address)  <b>BANKTENNESSEE BYHALIA ROAD OFFICE 350 NEW BYHALIA RD COLLIERVILLE, TN 38017</b>

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names

1a. ORGANIZATION'S NAME <b>ELMORE ANIMAL HOSPITAL, INC.</b>				
OR	1b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
1c. MAILING ADDRESS <b>6145 ELMORE</b>				
CITY <b>SOUTHAVEN</b>		STATE <b>MS</b>	POSTAL CODE <b>38671</b>	COUNTRY <b>USA</b>
1d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION <b>Corporation</b>	1f. JURISDICTION OF ORGANIZATION <b>MS</b>	1g. ORGANIZATIONAL ID #, if any <b>940150</b> <input type="checkbox"/> NONE

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names

2a. ORGANIZATION'S NAME				
OR	2b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
2c. MAILING ADDRESS				
CITY		STATE	POSTAL CODE	COUNTRY
2d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	2e. TYPE OF ORGANIZATION	2f. JURISDICTION OF ORGANIZATION	2g. ORGANIZATIONAL ID #, if any <input type="checkbox"/> NONE

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - insert only one secured party name (3a or 3b)

3a. ORGANIZATION'S NAME <b>BANKTENNESSEE</b>				
OR	3b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
3c. MAILING ADDRESS <b>30 NORTH SECOND</b>				
CITY <b>MEMPHIS</b>		STATE <b>TN</b>	POSTAL CODE <b>38103</b>	COUNTRY <b>USA</b>

4. This FINANCING STATEMENT covers the following collateral:

All Furniture, Fixtures, Equipment, Accounts Receivable, and Inventory ; whether any of the foregoing is owned now or acquired later; all accessions, additions, replacements, and substitutions relating to any of the foregoing; all records of any kind relating to any of the foregoing; all proceeds relating to any of the foregoing (including insurance, general intangibles and other accounts proceeds).

5. ALTERNATIVE DESIGNATION (if applicable):	<input type="checkbox"/> LESSEE/LESSOR	<input type="checkbox"/> CONSIGNEE/CONSIGNOR	<input type="checkbox"/> BAILEE/BAILOR	<input type="checkbox"/> SELLER/BUYER	<input type="checkbox"/> AG. LIEN	<input type="checkbox"/> NON-UCC FILING
6. <input checked="" type="checkbox"/> This FINANCING STATEMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS. Attach Addendum	<input type="checkbox"/> [if applicable]	7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) [ADDITIONAL FEE] [optional]	<input checked="" type="checkbox"/> All Debtors	<input type="checkbox"/> Debtor 1	<input type="checkbox"/> Debtor 2	
8. OPTIONAL FILER REFERENCE DATA <b>201004237</b>						

ACKNOWLEDGEMENT COPY — UCC FINANCING STATEMENT (FORM UCC1) (REV. 05/22/02)

Harland Financial Solutions  
400 S.W. 6th Avenue, Portland, Oregon 97204

Real Estate Acq. Svc. e

08M1809

6

**UCC FINANCING STATEMENT ADDENDUM**

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

9a. ORGANIZATION'S NAME  
**ELMORE ANIMAL HOSPITAL, INC.**

OR

9b. INDIVIDUAL'S LAST NAME | FIRST NAME | MIDDLE NAME, SUFFIX

10. MISCELLANEOUS:

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (11a or 11b) - do not abbreviate or combine names

11a. ORGANIZATION'S NAME

OR

11b. INDIVIDUAL'S LAST NAME | FIRST NAME | MIDDLE NAME | SUFFIX

11c. MAILING ADDRESS | CITY | STATE | POSTAL CODE | COUNTRY

11d. SEE INSTRUCTIONS | ADD'L INFO RE ORGANIZATION DEBTOR | 11e. TYPE OF ORGANIZATION | 11f. JURISDICTION OF ORGANIZATION | 11g. ORGANIZATIONAL ID #, if any  NONE

12. ADDITIONAL SECURED PARTY'S or ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

12a. ORGANIZATION'S NAME

OR

12b. INDIVIDUAL'S LAST NAME | FIRST NAME | MIDDLE NAME | SUFFIX

12c. MAILING ADDRESS | CITY | STATE | POSTAL CODE | COUNTRY

13. This FINANCING STATEMENT covers  timber to be cut or  as-extracted collateral, or is filed as a  fixture filing.

14. Description of real estate:

LOT 1, FINAL PLAT OF LOT 1, WHITFIELD P.U.D., IN SECTION 31, TOWNSHIP 1 SOUTH, RANGE 7 WEST, DESOTO COUNTY, MISSISSIPPI, AS PER PLAT BLOK 106, PAGE 4, IN THE OFFICE OF THE CHANCERY CLERK OF DESOTO COUNTY, MISSISSIPPI.

THIS BEING THE SAME PROPERTY CONVEYED TO DAVIS & DAVIS, INC., FROM JBW, LLC, BY DEED DATED DECEMBER 4, 2007, RECORDED DECEMBER 7, 2007 IN BOOK 574, PAGE 292, RECORDED IN THE OFFICE OF THE CHANCERY CLERK OF DESOTO COUNTY, MISSISSIPPI

PARCEL NO: 1079-3116-0-00001.00

PROPERTY AKA: 6145 ELMORE ROAD, SOUTHAVEN,

16. Additional collateral description:

15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):

**DAVIS & DAVIS, INC.**  
**P O BOX 997**  
**NESBIT, MS 38651**

17. Check only if applicable and check only one box.  
 Debtor is a  Trust or  Trustee acting with respect to property held in trust or  Decedent's Estate

18. Check only if applicable and check only one box.  
 Debtor is a TRANSMITTING UTILITY  
 Filed in connection with a Manufactured-Home Transaction - effective 30 years  
 Filed in connection with a Public-Finance Transaction - effective for 30 years

**UCC FINANCING STATEMENT ADDENDUM**

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OR

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11c. MAILING ADDRESS      CITY      STATE      POSTAL CODE      COUNTRY

11d. SEE INSTRUCTIONS      ADD'L INFO RE ORGANIZATION DEBTOR      11e. TYPE OF ORGANIZATION      11f. JURISDICTION OF ORGANIZATION      11g. ORGANIZATIONAL ID #, if any       NONE

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12a. ORGANIZATION'S NAME

OR

12b. INDIVIDUAL'S LAST NAME      FIRST NAME      MIDDLE NAME      SUFFIX

12c. MAILING ADDRESS      CITY      STATE      POSTAL CODE      COUNTRY

13. This FINANCING STATEMENT covers  timber to be cut or  as-extracted collateral, or is filed as a  fixture filing.

14. Description of real estate:  
**MISSISSIPPI**

15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):  
**DAVIS & DAVIS, INC.  
 P O BOX 997  
 NESBIT, MS 38651**

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	NO.	Item Description	Manufacturer	Serial Number	Price (Replacemnt)
					5K 2,967 Pg 573
		Office/kitchen			
X	one	HP LaserJet 4L Printer	Hewlett Packard	USBB579792	\$200.00
X	one	Dell Monitor	Dell	KR02010V4760205UA3N0	\$150.00
X	one	Dell Monitor	Dell	5322DA6QR1	\$150.00
X	one	HP DeskJet 610 CL inkjet Printer	Hewlett Packard	TH98T134PJ	\$90.00
X	one	Canon C530 MultiPASS fax	Canon	YKE 13540	\$75.00
	one	HP OfficeJet Model 700Printer/fax	Hewlett Packard	MY97EC30S3	
X	one	Newpoint Switcher 2000 Plus			
X	one	File Cabinet full size			
X	one	File Cabinet half size			
X	one	Desk wood Solid oak-refinished			\$1,500.00
X	one	Office Chair -task Chair			\$130.00
		Front Desk			
X	one	Hypercom Point of Sale			\$800.00
X	one	Office Chair with arm rests			\$65.00
X	one	Dell Monitor -Flat Screen	Dell	7221D DPW5N A9	\$150.00
X	one	Dell Dimension 2400 Computer	Dell		\$600.00
X	one	Laser Printer HP Laser 1200	Hewlett Packard	CNBRGO 3792	\$500.00
	one	Monitor 58C	Acer	9178M02012	\$80.00
X	one	Interex Power strip surge protector	Interex		\$30.00
X	one	Network 8-Port Router	LynkSys	RA340F908070	\$200.00
		Laboratory			
X	one	Microscope binocular	Jor-Vet	none	\$750.00
X	one	Battery Backup/Surge Protector	APC		\$98.00
X	one	Blood tube Rocker	ABAXIS	1207060888473	\$100.00
X	one	HMT Blood CBC Counter	ABAXIS	G32544	\$11,000.00
X	one	VetScan Blood Chem Machine	ABAXIS	6887	\$12,000.00
X	one	Centrifuge 6-tube	United Medical	UM 1466	\$400.00
X	one	Bar-Refrigerator -Sanyo	Sanyo	529322	\$150.00
X	one	Ophthalm/Otoscope Set	Welch/Allyn		\$300.00
				none	
X	one	Refractometer	Jorgensen	J-351	\$275.00
X	two	File Cabinet half size			
		Treatment Area			
X	One	Stainless Steel-Lift Table			\$2,600.00
X	one	Auriflush Ear cleaning System	Schering	none	\$400.00
X	one	Vet BASE five Dental System	Henry Schein	1950	\$2,600.00
X	one	Over Head Exam light Model 225	Burton	290J	\$200.00
X	one	Dental Scaler Dentsply	Cavitron	119 07126	\$2,200.00
X	one	Autoclave	American Sterilizer	206393022	\$4,000.00
X	one	Gas Sterilization System	Anderson Prod	953024	\$4,465.00
X	one	Ultrasonic Instrument Cleaner	Ultronics	92030477	\$400.00
X	one	Catch Pole	E-Jay Inst. Inc.	none	\$100.00
X	one	Pet Stretcher	4-Flap over Aspen	none	\$100.00
X	one	Chest Freezer	Kenmore	216 728300A	\$400.00
X	one	Acer Computer	Acer	277578.00805724	\$400.00
X	one	Flo Guard 6100 IV Pump +IV Stand	Travenol	24097906	\$800.00
X	one	Flo Guard 6200 IV Pump + IV Stand	Baxter	418C4549	\$1,500.00
X	one	Schioetz tonometer	Schioetz		
	one	Oxygen Flowmeter	Ohio med Product	AHED14279	\$150.00
X	one	Mini-Refrigerator	Emerson		\$75.00

X	one	AVID MicroChip Scanner	AVID			\$150.00	
X	one	Mini-Refrigerator	Kenmore	705168		\$75.00	
	one	Side-by-side Ref/Freezer full size	Cold Spot	xxxxxxx		\$900.00	
X	one	Hudson "Comando" Sprayer can	Hudson	96302E	nonus	\$60.00	
		SURGERY					
X	one	Classic Medical Scanner 200 u/S	Pie Medical	622		\$12,000.00	
X	one	Thermal Printer	Sony	33658		\$180.00	
X	one	Vetronics ECG Analyzer	Vetronics	30241		\$3,995.00	
X	one	Vetronics Vitalscan /monitor	Vetronics	10262		\$0.00	
X	one	Computer for Vetronics	IBM	M33D253101 P1		\$200.00	
X	one	Monitor Acer-for Veteronics Compu	Acer	23BMVPX		\$100.00	
X	one	Dot Matrix Printer for Vetronics	Epson	44B0393054		\$50.00	
X	one	Anesthesia Machine	Surgivet	9905982		\$2,230.00	
X	one	Iso-Tec Vaporizer	Surgivet	W32217		\$1,150.00	
X	one	V-Top Surgical Table	Shor-Line			\$2,200.00	
X	one	Flat top Surgical table	Generic	2STS		\$1,100.00	
X	one	SS flat exam table on Pedestel	Generic	12073		\$700.00	
X	one	Metal Red Crash Cart with drawers	Craftsman	706.65784		\$200.00	
X	one	SS Roller Cart with 1 drawer	Shampaine Ind. In	1SCS		\$325.00	
	one	Dental X-Ray Machine Wall mount	Weber	6 R 6149			
X	one	Electronic Scale Vet-Tec 300	Technidyne Scales.			\$800.00	
X	one	Veterinary Incubator	Animal Care Prod	2221		\$375.00	
X	one	Plexiglass Induction Chamber-Felir	MDS Matrx			\$225.00	
	one	Surgical Light w/ 5 lamps Ceiling m	Castle	100651		\$2,000.00	
	one	SS Scrub sink with knee control				\$800.00	
X	two	Instrument Stands	Generic			\$400.00	
		RADIOLOGY					
X	one	Innovet X-Ray Machine Table mode	Summit	OA249		\$16,000.00	
X	one	Automatic Film Processor	Chemblend			\$4,000.00	
X	one	Double Bank Film View Box	unknown	702DH		\$400.00	
X	one	Single Film View Box	Westinghouse			\$150.00	
X	two	Lead Aprons	Bar-Ray products	60948 63487	Catalog #	\$300.00	
X	two	Thyroid Shields	Bar-Ray products			\$100.00	
X	one	Lead -Hand Covers (pair) Blue	Radiation Concepts			\$100.00	
X	one	Calipers-X-Ray	X-Ray Concepts	none			
X	one	Aqua Purator -Suction Machine	Olympus	9161476			
X	one	Dental X-RAY film Developer box					
X	two	X-Ray Cassettes 35X43 Cm	Curix			\$600.00	
X	two	X-Ray Cassettes 30X35 Cm	Curix			\$500.00	
X	two	X-Ray Cassettes 10X12 inch	Curix			\$300.00	
X	three	X-Ray Cassettes 8 x 10 inch	Curix			\$200.00	
	one	Canon P23-DH printing Calculator	Canon	xxxxxxx		\$30.00	
X	five	StarPlus 6 line Phones	StarPlus	80294514		\$1,750.00	
X	Three	Grooming Tables		none		\$450.00	
X	one	Mini-Refrigerator White	Sanyo			\$58.58	
X	one	Bar-Refrigerator -Absocold	Absocold			\$150.00	
X	one	Water Blanket heater with pump	GAYMAR	A1B39206		\$365.00	
X	one	DYMO label Writer 400	Dymo	93089 2061589		\$120.00	
X	one	Edemco Cage Dryer 3-Hose	Edemco	1270812		\$350.00	

X	one	IV PUMP -Sigma 6000 +IV Stand	Sigma	9411		\$300.00
X	one	Drug Safe V530	Sentry			\$250.00
	one	Monitor Gateway 2000	Gateway			\$100.00
X		Securos Cruciate Repair Kit	Securos			\$650.00
X		Assorted Surgical instruments (8 Packs and Orthopedic )				\$10,000.00
X	one	Orthopedic Hand Drill				\$500.00
X	one	Electro Surgery Unit	JorVet	10620		\$750.00
X	one	Silogic Electrocardiogram	Silogic			\$2,600.00
X	one	VetOx SpO2 Pluse Oximeter	Surgivet			\$1,500.00
X	one	Shop Vac				\$50.00
	one	Washing Machine		Discarded	non-functional	
	one	Clothes Dryer	Whirlpool			
X	one	Printer/Copier/Fax X7350	Lexmark			\$150.00
X	26	Assorted SS Cages boarding				\$12,000.00
X	16	Treatment Area Cages				\$4,000.00
X	two	Grooming Cage Banks SS	Shor-Line			\$2,000.00
						\$141,171.58