

CUNNINGHAM ROBERT A

Form 4/A

December 18, 2006

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
CUNNINGHAM ROBERT A

2. Issuer Name **and** Ticker or Trading
Symbol
CADENCE FINANCIAL CORP
[NBY]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

12700 HWY 388

(Street)

BIGBEE VALLEY, MS 39739

(City) (State) (Zip)

3. Date of Earliest Transaction
(Month/Day/Year)
12/14/2006

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

4. If Amendment, Date Original
Filed(Month/Day/Year)
12/18/2006

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
CADENCE FINANCIAL CORPORATION				(A) or (D)	72,730	I	Valley Farm
CADENCE FINANCIAL CORPORATION	12/18/2006	12/18/2006	S	4	D \$ 18,577 (1) (2) 21.3 (3)	I	Walters Group, LTD
CADENCE FINANCIAL CORPORATION					23,922	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 10)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CUNNINGHAM ROBERT A 12700 HWY 388 BIGBEE VALLEY, MS 39739		X		

Signatures

Robert A.
Cunningham 12/18/2006

__Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) Walter's group was originally set up as an estate and the shares have recently been transferred to the correct owners. Mr. Cunningham has transferred 21,825 of the shares owned through the Walters Group. Of total 21,829 shares, he has voting authority over 18,581 of the shares through the Walter's Group account. He has voting and investment authority over only 4 shares of the Walters Group account. 1,910 of these shares were transferred to his personal account where he holds voting and investment authority. Of the total shares, he no longer has voting or investment authority over 1,338 shares of the Walter's Group account. These shares were transferred to other owners.
- (2) Sold 4 shares on NBY on 12/14/2006
- (3) Correcting Form 4 from 12/14/2006 to show correct number of shares that Mr. Cunningham has voting authority over in the Walter's Group.

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Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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