

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 10-K Amendment No. 1

ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(D) OF THE  
SECURITIES EXCHANGE ACT OF 1934

For the Fiscal Year Ended December 31, 1997

/  TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(D) OF THE  
SECURITIES EXCHANGE ACT OF 1934

For the transition period from \_\_\_\_\_ to \_\_\_\_\_  
Commission File Number 0-21656

United Community Banks, Inc.

-----  
(Exact name of registrant as specified in its charter)

Georgia 58-180-7304

(State or other jurisdiction (I.R.S. Employer  
of incorporation or Identification No.)  
organization)

59 Highway 515, P.O. Box 398,  
Blairsville, Georgia 30512

-----  
(Address of principal (Zip Code)  
executive offices)

Registrant's telephone number, including area code: (706) 745-2151

Securities registered pursuant to Section 12(b) of the Act: None

Name of exchange on which registered: None

Securities registered pursuant to Section 12(g) of the Act:  
Common Stock, \$1.00 par value

Indicate by check mark whether the Registrant (1) has filed  
all reports required to be filed by Section 13 or 15(d) of the  
Securities Exchange Act of 1934 during the preceding 12 months  
(or for such shorter period that the Registrant was required to  
file such reports), and (2) has been subject to such filing  
requirements for the past 90 days. Yes  No  / /

Indicate by check mark if disclosure of delinquent filers  
pursuant to Item 405 of Regulation S-K is not contained herein  
and will not be contained, to the best of registrant's knowledge,  
in definitive proxy or information statements incorporated by  
reference in Part III of this Form 10-K or any amendment to this  
Form 10-K.  / /

Aggregate market value of the voting stock held by non-  
affiliates (which for purposes hereof are all holders other than  
executive officers and directors) of the Registrant as of March  
17, 1998: \$153,602,490 (based on 5,120,083 shares at \$30 per  
share, the last sale price known to the Registrant for the Common  
Stock, for which there is no established public trading market.

As of March 17, 1998, 7,646,209 shares of Common Stock were  
issued and outstanding, par value \$1.00 per share, including  
140,000 shares deemed outstanding pursuant to 2006 Debentures and  
presently exercisable options to acquire 121,604 shares.

DOCUMENTS INCORPORATED BY REFERENCE

Portions of the Registrant's annual report to shareholders for  
the fiscal year ended December 31, 1997, contained in Appendix A  
to the Registrant's definitive Proxy Statement for the 1998  
Annual Meeting of Shareholders, to be filed with the Commission,  
are incorporated by reference into Parts I and II. Portions of  
the Registrant's definitive Proxy Statement for the 1998 Annual  
Meeting of Shareholders, to be filed with the Commission, are  
incorporated into Part III.

ITEM 14. EXHIBITS, FINANCIAL STATEMENT SCHEDULES AND REPORTS ON FORM 8-K.

3. Exhibits.

-----

The following exhibits are required to be filed with this Report on Form 10-K by Item 601 of Regulation S-K:

- 27.1 - Amended Financial Data Schedule.
- 27.2 - Restated Financial Data Schedule (1996)

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, United has duly caused this Report on Form 10-K/A to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Blairsville, State of Georgia, on the 24th of March, 1998.

UNITED COMMUNITY BANKS, INC.  
(Registrant)

By: /s/ Christopher J. Bledsoe  
Title: Chief Financial Officer

EXHIBIT INDEX

Exhibit No. -----	Description -----
27.1	Amended Financial Data Schedule for the year ended December 31, 1997
27.2	Restated Financial Data Schedule for the year ended December 31, 1996

THIS AMENDED SCHEDULE CONTAINS SUMMARY FINANCIAL INFORMATION EXTRACTED FROM FINANCIAL STATEMENTS INCORPORATED BY REFERENCE INTO THE COMPANY'S ANNUAL REPORT ON FORM 10-K FOR THE YEAR ENDED DECEMBER 31, 1997, AND IS QUALIFIED IN ITS ENTIRETY BY REFERENCE TO SUCH FINANCIAL STATEMENTS.

0000857855

UNITED COMMUNITY BANKS

1,000

YEAR	DEC-31-1997	DEC-31-1997
		60,414
	0	
	8,420	
	0	
143,894		
	69,559	
	70,845	
		823,324
		10,352
	1,153,357	
		977,079
		33,011
	7,274	
		60,890
	0	
		0
		7,385
		67,728
1,153,357		
	76,722	
	11,416	
	1,642	
	89,780	
	42,868	
	46,548	
	43,232	
		2,634
	426	
	32,077	
	15,501	
15,501		
	0	
		0
		10,735
		1.47
		1.46
		4.64
		515
		536
	0	
	0	
	8,125	
		797
		390
	10,352	
	0	
	0	
10,352		

This restated financial data schedule contains summary financial information extracted from financial statements incorporated by reference into the Company's annual report on Form 10-K for the year ended December 31, 1996, as subsequently restated, and is qualified in its entirety by reference to such restated financial statements.

0000857855  
 UNITED COMMUNITY BANKS  
 1,000

YEAR	DEC-31-1996	DEC-31-1996
	0	28,085
	24,585	0
81,264	77,326	634,574
	77,625	8,125
		886,103
		773,300
		0
	6,101	49,027
	0	0
		7,085
886,103		50,590
	57,978	
	8,730	
	1,198	
	67,906	
	32,161	
	34,091	
	33,815	
	1,597	
	(13)	
	24,843	
	13,041	
13,041	0	0
	8,927	
	1.29	
	1.26	
	4.85	
	984	
	487	
	0	
	0	
	6,884	
	695	
	339	
	8,125	
	0	
	0	
8,125		