

SUBORDINATION OF MORTGAGE TO RIGHT OF WAY AND EASEMENT

The undersigned, owner and holder of a mortgage recorded in Book 454,
 Page 611 of the Judge of Probate records of the
 County of Shelby, State of Alabama, covering premises situated in
the NW 1/4 of Section 15, T20S-R3W of Shelby County,
 State of Alabama, hereby subordinates the aforesaid mortgage to the right
 of way and easement acquired by American Telephone and Telegraph Company,
 its successors, assigns, lessees and agents, under a grant executed by EMW
Enterprises, An Al. Gen. Partnership dated the 4th day of April,
1988, and agrees that said right of way and easement shall have the same
 validity and effect as if the grant thereof had been executed, delivered
 and recorded prior to the date of the execution of said mortgage.

Signed and sealed this 31st day of December, 1988, at

Birmingham, Alabama

WITNESSES:

Reed Sear

South Trust Bank of Alabama,
 National Association

By: Clifford W. Bagwell
 NAME

STATE OF ALA. SHELBY CO.
 I CERTIFY THIS
 INSTRUMENT WAS FILED

ITS Assistant Vice President
 TITLE

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State of Alabama

County of Shelby

Thomas A. Snowden, Jr.
 JUDGE OF PROBATE

I hereby certify that on this day before me, an officer duly authorized
 in the State and County aforesaid to take acknowledgments, personally appeared
Clifford W. Bagwell as Assistant Vice President, to me known
 and known to be the person described in and who executed the foregoing instrument
 as a representative of the corporation named therein, and acknowledged before
 me that he executed the same as such officer in the name of and on behalf
 of said corporation.

Witness my hand and seal in the County and State aforesaid this 31st
 day of December, 1988.

Mary E. Wadsworth
 Notary Public

My Commission Expires May 7, 1989

My Commission Expires _____