

SUBORDINATION AGREEMENT

The undersigned, Regions Bank is the holder and owner of a Mortgage made by Kerry J. Becker and Connie D. Becker (hereinafter designated as the "Borrower"), dated November 10, 1999, in the amount of \$15,000.00, recorded in Instrument #1999-47050 Shelby County, Alabama Records.

The said Borrower has applied for a loan in the sum of \$107,500.00 to be secured by a first mortgage (the "First Mortgage") conveying said property to MortgageSouth, L.L.C., (hereinafter designated as the "Lender"), and the proceeds of said loan will be used to satisfy in full the present lien in favor of Chase Manhattan Mortgage Corporation. The Lender has declined to make such loan unless the mortgage to Regions Bank shall be subordinated to said new loan and the mortgage securing same.

THEREFORE, in consideration of ONE DOLLAR (\$1.00) in hand paid by the said Borrower to the undersigned, and in consideration of the consummation of said loan in reliance upon this instrument, Regions Bank hereby subordinates all right, title, or interest under the mortgage above set forth, or otherwise, in or to the property therein described, as against said loan to be so made by the Lender, so that the First Mortgage to be executed by the said Borrower to the Lender shall convey title to said property superior to the mortgage of Regions Bank and superior to the indebtedness thereby secured. This Subordination Agreement shall be binding upon the heirs and assigns of Regions Bank and shall operate to the benefit of the grantee in the First Mortgage, the successors and assigns of said grantee, and of any purchaser at any foreclosure sale thereunder, and shall not apply to any future advance of funds to the Borrower by the Grantee under the New Mortgage, except for advances necessary to protect the security of the New Mortgage.

The mortgage now held by Regions Bank shall remain otherwise in full force and effect, the subordination herein

provided being limited in application to the proposed loan herein set forth.

WITNESS the hand and seal of the undersigned, this the 5 day of December 2002.

Regions Bank

BY: Catherine R. Gibbons
Its: Branch Manager

STATE OF Alabama)
Jefferson COUNTY)

I, the undersigned Notary Public, in and for said State and County, hereby certify that Catherine R. Gibbons whose name as Branch Manager of Regions Bank, a corporation, is signed to the foregoing Subordination, and who is known to me, acknowledged before me on this day that, being informed of the contents of the subordination, he/she, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and official seal this the 5 day of December, 2002.

Rhonda C. Bone
NOTARY PUBLIC

NOTARY PUBLIC STATE OF ALABAMA AT LARGE
MY COMMISSION EXPIRES: Apr. 5, 2003
My Commission Expires: _____