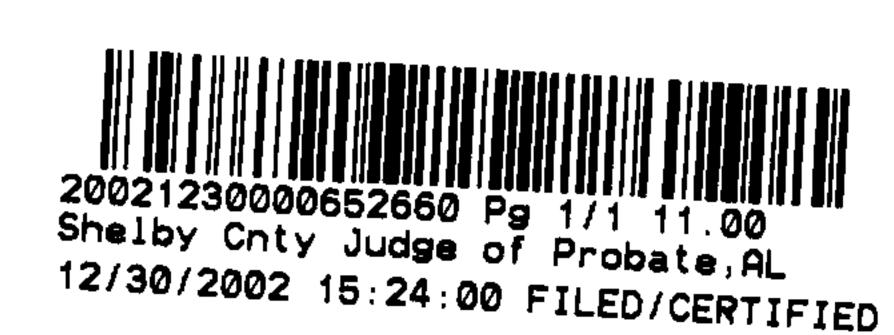
TP-12227



STATE OF ALABAMA) JEFFERSON COUNTY)

SUBORDINATION AGREEMENT

WHEREAS, William T. Brooker, and Deborah Brooker, Husband and Wife, did execute and deliver to America's First Federal Credit Union a certain mortgage recorded in Inst. #2000/08071 in the Office of the Judge of Probate of Shelby County, Alabama, covering the real property therein and hereinafter described and whereas the undersigned America's First Federal Credit Union, is desirous of subordinating said mortgage and making same second, subservient, subject and inferior to the lien of the mortgage to **Merrill Lynch Credit Corporation** recorded in Inst. #2002/23000652670, in the Office of the Judge of Probate of Shelby County, being in the amount of \$235,788.00, executed by the said William T. Brooker and Deborah Brooker on the property described as:

Lot 9, according to the Survey of Greystone 7th Sector, Phase III, as recorded in Map Book 20, Page 50, in the Probate Office of Shelby County, Alabama.

Together with the non-exclusive easement to use the private roadways, Common Areas and Hugh Daniel Drive, all as more particularly described in the Greystone Residential Declaration of Covenants, Conditions and Restrictions dated 11-06-90, and recorded in Real 317, Page 260, in the Probate Office of Shelby County, Alabama, together with all amendments thereto.

and as a further inducement for the said Merrill Lynch Credit Corporation to make said mortgage.

NOW, THEREFORE, premises considered and the payment of \$1.00 to him in hand paid by said Merrill Lynch Credit Corporation, the receipt whereof being hereby acknowledged, the undersigned America's First Federal Credit Union does, by these presents, make, declare, and confirm that the said mortgage above specifically described and identified to be, and the same is second, subordinate, subservient, subject and inferior to the lien of the above mortgage to Merrill Lynch Credit Corporation, in all things and in all respects without reservation.

IN WITNESS WHEREOF, the said America's First Federal Credit Union has caused this instrument to be executed by its duly authorized officer on the day and date first set forth above.

America's First Federal Credit Union

BY: Wanda Shoffner, Mortgage Servicing Specialist

STATE OF ALABAMA)

JEFFERSON COUNTY)

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that Wanda Shoffner, whose name as Mortgage Servicing Specialist of America's First Federal Credit Union is signed to the foregoing conveyance, and who is known to me, acknowledged before me on this day that, being informed of the contents of the conveyance, Wanda Shoffner, as such Mortgage Servicing Specialist and with full authority, executed the same voluntarily for and as the act of said association.

Given under my hand and seal of office, this the 21st day of November, 2002.

Motary Public

My Commission Expires: 4