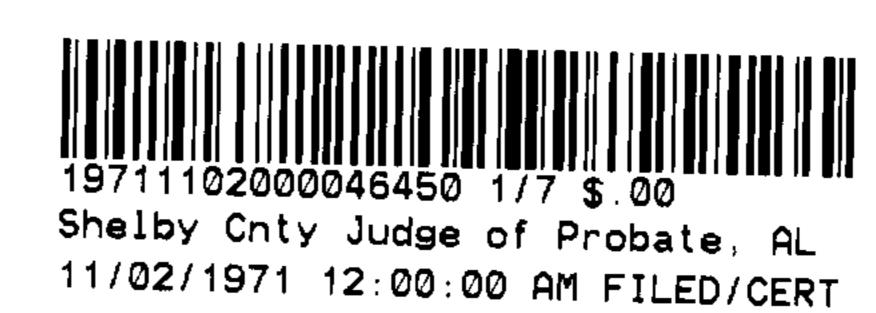
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## SUBORDINATION OF MORTGAGE

KNOW ALL MEN BY THESE PRESENTS: That,

WHEREAS, under date of July 27, 1971, FLETCHER PROPERTIES OF ALABAMA, INC., an Alabama corporation, (herein called "Fletcher") executed and delivered to FIRST AMERICAN INVESTMENT CORPORATION, FIDELITY CAPITAL CORPORATION, FIRST GEORGIA INVESTMENT CORPOPATION, CSRA CAPITAL CORPORATION, and GREAT SOUTHERN ENTERPRISES, INC., (herein called "Mortgagee") a certain Mortgage to secure an indebtedness in the face amount of ONE MILLION FIVE HUNDRED THOUSAND AND NO/100 (\$1,500,000.00) DOLLARS (herein called "First American Mortgage") encumbering the lands in Shelby and Jefferson Counties, Alabama which are therein more particularly described. The First American Mortgage is recorded in the public records of Shelby County, Alabama, in Volume 5/6, page 727; and is recorded in the public records of Jefferson County,

WHEREAS, Fletcher has requested Mortgagee to subordinate all of its right, title, interest and lien in and to the real property described in the First American Mortgage to the lien, operation and effect of a Mortgage given by Fletcher to J. C. TYLER, et al, not individually but as Trustees of GUARDIAN MORTGAGE INVESTORS, a Massachusetts Business Trust, under Declaration of Trust dated March 29, 1966, as amended, (herein called "GMI") to secure a Note in the face amount of TWO MILLION SIX HUNDRED SEVENTY THOUSAND AND NO/100 (\$2,670,000.00) DOLLARS, which Mortgage has been recorded in Jefferson County, Alabama and in Shelby County, Alabama, and has been assigned to METROPOLITAN LIFE INSURANCE COMPANY, a corporation, by Assignment of Mortgage recorded simultaneously with the recording of this instrument (herein called



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S INSTRUMENT WAS PREMARED BY
ES S. TAYLOR, CF ULMER, MURCHISON, ASHBY L
FLORIDA MATIONAL BANK RIDG

"Metropolitan Mortgage"); and

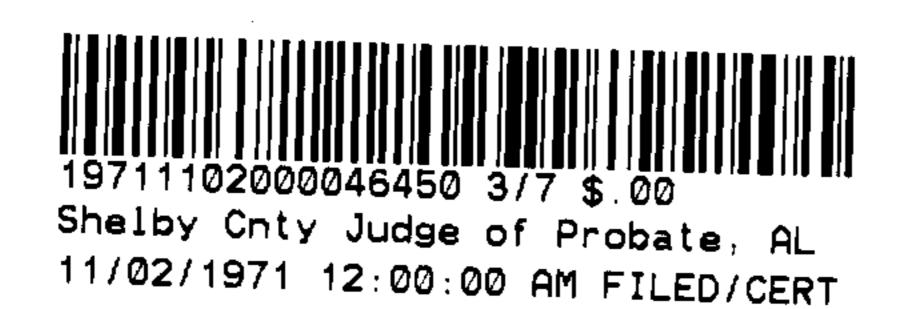
WHEREAS, Fletcher has requested Mortgagee to subordinate all of its right, title, interest and lien in and to the real property encumbered by the First American Mortgage to the lien of a Mortgage given by Fletcher to GMI to secure a Note in the face amount of ONE MILLION NINE HUNDRED SEVENTY THOUSAND AND NO/100 (\$1,970,000.00) DOLLARS, which Mortgage has been recorded in Jefferson County and Shelby County, Alabama, simultaneously with the recording of this instrument (herein called "GMI Mortgage"); and

WHEREAS, it is intended that the aggregate indebtedness secured by the GMI Mortgage and the Metropolitan Mortgage shall not at any one time exceed TWO MILLION SIX HUNDRED SEVENTY THOUSAND AND NO/100 (\$2,670,000.00) DOLLARS, plus interest thereon and any disbursements made by either of such mortgagees for the payment of taxes, levies or insurance on the property and for the cost of remedying any defaults or enforcing its remedies under its mortgage, notwithstanding the fact that the face amount of the Notes is in the aggregate in excess of such sum; and

WHEREAS, it is intended that the Metropolitan Mortgage shall at all times be superior in lien, operation and effect to the lien of the First American Mortgage to the extent of the advances made thereunder and that the lien of the GMI Mortgage shall at all times be superior in lien, operation and effect to the lien of the First American Mortgage to the extent that the disbursements made under the Metropolitan Mortgage are less than TWO MILLION SIX HUNDRED SEVENTY THOUSAND AND NO/100 (\$2,670,000.00) DOLLARS; and

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Shelby Cnty Judge of Probate, AL 11/02/1971 12:00:00 AM FILED/CERT



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WHEREAS, Mortgagee has determined that it is in its best interests to grant this subordination.

NOW, THEREFORE, for good and valuable considerations, the receipt and sufficiency of which is acknowledged, the Mortgagee does hereby subordinate all of its right, title, interest and lien in the property described in the First American Mortgage to the lien, operation and effect of the Metropolitan Mortgage and to the lien, operation and effect of the GMI Mortgage, provided that the First American Mortgage shall not be subordinate to a principal indebtedness in excess of the aggregate amount of TWO MILLION SIX HUNDRED SEVENTY THOUSAND AND NO/100 (\$2,670,000.00) DOLLARS, plus interest thereon and any disbursements made for the payment of taxes, levies and insurance on the property and for the cost of remedying any defaults or enforcing any remedies under the Metropolitan Mortgage and the GMI Mortgage, or either of them, It is understood and agreed that the First American Mortgage is fully subordinate to the Metropolitan Mortgage in all respects to the same effect as though the Metropolitan Mortgage was given and recorded prior to the First American Mortgage. It is further understood and agreed that the First American Mortgage is subordinate to the GMI Mortgage only to the extent that the disbursements under the GMI Mortgage when added to the disbursements made under the Metropolitan Mortgage are equal to or less than TWO MILLION SIX HUNDRED SEVENTY THOUSAND AND NO/100 (\$2,670,000.00) DOLLARS.

IN WITNESS WHEREOF, Mortgagee has caused these presents to be executed in its name and its corporate seal to be affixed this

	19711102000046450 4/7 \$.00 19711102000046450 4/7 \$.00 Shelby Cnty Judge of Probate, AL 11/02/1971 12:00:00 AM FILED/CERT
Signed, Sealed and Delivered in the presence of:	FIRST AMERICAN INVESTMENT CORPORATION
W.B. Haytt	By
	Its/ President
As to First American	Attest As Secretary
Investment Corporation	
	(Corporate Seal)
11,0 11,	FIDELITY CAPITAL CORPORATION
W.D. MM	By Vice Prosident
Glenda & Wilder	Attest au 1. Dec. 18
As to Fidelity Capital  Corporation	Its Scoretary:
	(Corporate Seat)
	FIRST GEORGIA INVESTMENT CORPORATION
W.K. Haratt	BY
	Ats President
As to First Georgia Invest-	Attest Ast Secretary.
ment Corporation	(Corporate Seal)
	CSRA CAPITAL CORPORATION
Caraler 1 Raman	By ////////////////////////////////////
	Its President
Thereic M. Johnson	Attest Lestre Contracte
Nue to court cahwai colboigiion	Its Assistant Secretary
	(Corporate Seal)
	GREAT SOUTHERN ENTERPRISES, INC. By The Courts Corporation, its
Lee punder	By Its President
Dorothu S. Smith	Attoos Alses
As to Great Southern Enter-	Its Secretary
prises, Inc.	(Corporate Seal)
	"Mortgagee"

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	Yaraau T	CONTINUE AND A				•
author	rized in the c	CERTIFY that on State and County	this day be	forc me, an	officer duly	•
	2 0116	State and County	aroresaid to	take ackno	wledgments,	
persor	nally appeared		_		•	
			J. Pezzell	a, Jr.	8.	nd
Jose	eph W. Chastai	n	+	. 1		-
in and	who executed	the foregoing in	etrument of	. Known to b	e the person	
and.	Assistant	Secre	tarv. ragno	0+1200		President
			early respe	CCIAGTA OL	FIRST AMER	CAN
INVES	TMENT CORPO	DRATION	the co	moration m	amed therein,	
and se	verally ackno	wledged to and be	fore me tha	t they exec	uted therein,	
act an	id deed of sai	d corporation.		oney caree	aced the same	as the
	•				, <b>,</b>	
	WITNESS m	y hand and offici	al seal in	said County	and State th	id e
30th	day of	August		19 71 .		
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	•		Notary	Polic in	and for, the C	Qunty
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			My com	mission expi	res: My Commissi	on Expires Sept. 3, 197
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STATE O	FARROZZ	- ( )		•		
		) ss	•	•		
COUNTY	OF Lead	2_1 )		·		
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	I REREBY CE	ERTIFY that on the	is day befor	e me, an of	ficer duly	•
Bucnortz	zed in the Sta	ite and County af	oresaid to	take acknowl	edgments.	
-	lly appeared					
<b>_</b>	rra abbeated	Wayne J.	Haskins		and	•
Car	l I. Gable, Jr					
in and t	tho executed +	he foregoing inst	to me k	mown to be	the persons d	
and	Assistant		crument as	Vice		esident
<del></del>			ry, respect	ively of		
FIDELIT	Y CAPITAL CO	RPORATION	the earn			
and seve	rally acknowl	edged to and before	re me that	ther areas	ed therein,	
act and	deed of said	corporation.		oney execut	ed the same o	is the
• -	WITNESS my	hand and official	. seal in sa	id County e	nd State +bio	
30th	_day of	August	. 19	71 .	me Dearc Culs	
			The second secon			115
		•	. //			1. T. V.

Assistant Secretary, respectivel INVESTMENT CORPORATION , the corporate and severally acknowledged to and before me that they act and deed of said corporation.  WITNESS my hand and official seal in said Company and several seal in said Company of August , 19 71	c in and for the County
INVESTMENT CORPORATION  and severally acknowledged to and before me that they act and deed of said corporation.  WITNESS my hand and official seal in said C August , 19 71  Notary poblicand State af My commission	c in and for the County oresaid. Note: Public Georgie, State at
and severally acknowledged to and before me that they act and deed of said corporation.  WITNESS my hand and official seal in said C and day of August 19 71  Notary prolified and State affection My commission	c in and for the County oresaid. Notice Public Georgie, State at
Notary policiand State af My commissio	c in and for the County  oresaid. Notice Public Georgia, State at
and State af My commissio	oresaid. Notice Public Georgie. State at
and State af My commissio	oresaid. Notice Public Georgie. State at
and State af My commissio	oresaid. Notice Public. Georgia. State at
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TATE OFGEORGIA) ss	
SS	
OUNTY OF RICHMOND.	
I HEREBY CERTIFY that on this day before me, uthorized in the State and County aforesaid to take a	an officer duly cknowledgments,
ersonally appeared ALLEN CALDWELL	and
GERTRUDE RICKER to me known	to be the persons described
n and who executed the foregoing instrument as nd Assistant Secretary, respectively	President
CSRA CAPITAL CORPORATION . the corporati	
nd severally acknowledged to and before me that they	on named therein, executed the same as the
et and deed of said corporation.	•
WITNESS my hand and official seal in said Co	

and State aforesaid. Notary Public, Richmond County Georgia
My commission expires: My Commission Expires July 9, 1973

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SS COUNTY OF I HEREBY CERTIFY that on this day before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared R. W. Courts, II and Francis J. Heazel, Jr. to me known to be the persons described in and who executed the foregoing instrument as and \_\_ Secretary, respectively of The Courts Corporation, as attorney-in-fact for GREAT SOUTHERN ENTERPRISES, INC., the corporation named therein, and severally acknowledged to and before me that they executed the same as the act and deed of said corporation. WITNESS my hand and official seal in said County and State this day of ----August----30th Notary Public in and for the County and State aforesaid. My commission expires: Marci Shelby Cnty Judge of Probate, AL 11/02/1971 12:00:00 AM FILED/CERT