

STATE OF ALABAMA)

COUNTY OF SHELBY)

1334

SUBORDINATION AGREEMENT

THIS SUBORDINATION AGREEMENT is made and entered into on this 23rd day of October, 1984, by DANIEL INTERNATIONAL CORPORATION, a South Carolina corporation ("Daniel").

W I T N E S S E T H:

WHEREAS, contemporaneously herewith Daniel has transferred and conveyed to Daniel Properties XV, a Virginia limited partnership (the "Partnership"), certain real property situated in Shelby County, Alabama (the "Property"), which is more particularly described in Exhibit "A" attached hereto and incorporated herein by reference; and

WHEREAS, as a part of the purchase price paid by the Partnership for the Property, the Partnership has executed a note payable to the order of Daniel in the original principal amount of \$285,600.00, which note is secured by a Purchase Money Mortgage, Assignment and Security Agreement encumbering the Property (the "Purchase Money Mortgage") of even date herewith which will be recorded in the Probate Office of Shelby County, Alabama; and

WHEREAS, contemporaneously herewith the Partnership has obtained a loan from AmSouth Bank, N.A. (the "Bank") which is evidenced by a note payable to the order of the Bank in the original principal amount of \$5,300,000.00, which note will be amended by a Restated Note in the amount of up to \$5,600,000 and an additional advance shall be made of up to \$300,000, all subject to the terms of a Term Loan Agreement between the Partnership and the Bank dated October 23, 1984, which note, as the same will be restated, and is secured by a Mortgage and Security Agreement and an Assignment of Rents and Leases encumbering the Property, and an Additional Interest Agreement and other loan documents (the instruments referred to in this paragraph being referred to as the "First Mortgage Loan Documents") of even date herewith which will be recorded in the Probate Office of Shelby County, Alabama; and

WHEREAS, Daniel desires to execute this Subordination Agreement in order to acknowledge that the Purchase Money Mortgage is subject and subordinate to the First Mortgage Loan Documents.

BOOK 006 PAGE 359

NOW, THEREFORE, in consideration of the premises and other good and valuable consideration, the sufficiency of which is hereby acknowledged by Daniel, Daniel, for itself and its successors and assigns, does hereby acknowledge that the lien and interest of Daniel under the Purchase Money Mortgage is and shall be subject and subordinate to the lien and interest of the Bank, its successors and assigns, under the First Mortgage Loan Documents and to all renewals, replacements, modifications and extensions thereof.

IN WITNESS WHEREOF, Daniel International Corporation has caused this Subordination Agreement to be executed on the day and year first above written.

DANIEL INTERNATIONAL CORPORATION,
a South Carolina Corporation

By: *[Signature]*

Its: Assistant Secretary

STATE OF ALABAMA)

COUNTY OF JEFFERSON)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that T. Charles Tickle whose name as Assistant Secretary of the DANIEL INTERNATIONAL CORPORATION, a South Carolina corporation, 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, he, as such officer and with full authority executed the same voluntarily for and as the act of said corporation.

Given under my hand this the 23rd day of October, 1984.

[Signature]
Notary Public

My Commission Expires: 11/13/84

BOOK 006 PAGE 360

EXHIBIT A

A parcel of land situated in the east half of the northeast quarter of Section 1, Township 19 South, Range 2 West, Shelby County, Alabama, and being more particularly described as follows:

BOOK 006 PAGE 361

Begin at a capped iron pipe found at the northeast corner of said Section 1 and run thence in a southerly direction along the east line thereof for a distance of 436.03 feet to a point located in a curve to the right in the northwesterly right-of-way line of a proposed, public right-of-way leading from an existing, stubbed right-of-way lying between Lots 13 and 14 of Meadow Brook Third Sector, as recorded in the Office of the Judge of Probate, Shelby County, Alabama, in Map Book 7, Page 66, to a point in the westerly right-of-way line of Meadow Brook Road located 750.38 feet southwesterly of the intersection thereof with the southerly right-of-way line of U.S. Highway 280, said curve being concave to the northwest, having a radius of 1598.48 feet, a central angle of 4°-10'-47" and a chord which forms an interior or counterclockwise angle of 120°-10'-53" with the preceding course; thence turn an angle to the right and run in a southwesterly direction with said proposed right-of-way line and along the arc of said curve for a distance of 116.61 feet to the end of said curve; thence continue to run with said proposed right-of-way line in a southwesterly direction along a line tangent to said curve for a distance of 337.88 feet to the beginning of a curve to the left, said curve being concave to the southeast, having a radius of 827.77 feet and subtending a central angle of 33°-45'-00"; thence continue to run with said proposed right-of-way line in a southwesterly direction along the arc of said curve for a distance of 487.60 feet to a point of reverse curvature located at the beginning of a curve to the right; said curve being concave to the northwest, having a radius of 966.13 feet, and subtending a central angle of 18°-15'-00"; thence continue to run with said proposed right-of-way line in a southwesterly direction along the arc of said curve for a distance of 307.73 feet to the end of said curve; thence turn an angle to the right of 67°-07'-30", as measured from the chord of said curve and, leaving said proposed right-of-way line, run in a northwesterly direction for a distance of 415.95 feet to a point located in the west line of the northeast quarter of

the northeast quarter of the aforesaid Section 1; thence turn an angle to the right of 75°-38'-10" and run in a northerly direction along said west line of said quarter-quarter section for a distance of 1187.54 feet to a capped iron pipe found at the northwest corner thereof; thence turn an angle to the right of 92°-17'-01" and run in an easterly direction along the north line of said quarter-quarter section for a distance of 1327.59 feet to the point of beginning;

TOGETHER WITH all of the right, title and interest of the Grantor in and to that certain Non-Exclusive Access Easement Agreement dated May 1, 1984, executed by Daniel U.S. Properties, Ltd. a Virginia limited partnership, and Daniel International Corporation, a South Carolina corporation, which has been recorded in Book 356, Page 288, in the Office of the Judge of Probate of Shelby County, Alabama, with respect to the following described real property (the "Easement Property"):

BOOK 006 PAGE 362
Description of 2 abutting strips or parcels of land to be dedicated for the purposes of a public right-of-way, said strips of land being situated in the east half of the northeast quarter of Section 1, Township 19 South, Range 2 West, and in the west half of the northwest quarter of Section 6, Township 19 South, Range 1 West and running from the northwesterly limit of an existing stubbed public right-of-way lying between Lots 13 and 14 of Meadow Brook - Third Sector as recorded in the Office of the Judge of Probate, Shelby County, Alabama, in Map Book 7, Page 66, to the westerly right-of-way line of Meadow Brook Road at a point located 750.88 feet southerly of the intersection thereof with the southerly right-of-way line of U.S Highway 280; said strips or parcels being more particularly described as follows:

Parcel No. 1

A strip of land 60.00 feet in perpendicular width lying 30.00 feet on either side of the following described centerline:

Commence at the southwesternmost corner of Lot 13 of the aforementioned Meadow Brook - Third Sector and run thence in a southwesterly direction along a projection of the northwesterly line thereof for a distance of 30.00 feet to the point of beginning of the centerline herein described; from the point of beginning thus obtained turn an angle to the right and run in a northwesterly direction along the arc of a curve to the right, said curve being concave to the northeast, having a radius of 257.31 feet, a central angle of 14°-00' and constituting an extension of the abutting curve alignment of the dedicated right-of-way, for a distance of 62.87 feet to the end of said curve; thence run in a northwesterly direction for a distance of

413.09 feet to the beginning of a curve to the right, said curve being concave to the east, having a radius of 248.24 feet and subtending a central angle of $77^{\circ}-30'-00''$, thence run in a northerly to northeasterly direction along the arc of said curve for a distance of 335.78 feet to a point of reverse curvature of a curve to the left, said curve being concave to the northwest, having a radius of 996.13 feet, and subtending a central angle of $18^{\circ}-15'-00''$; thence run in a northeasterly direction along the arc of said curve for a distance of 317.29 feet to a point of reverse curvature of a curve to the right, said curve being concave to the southeast, having a radius of 797.77 feet and subtending a central angle of $33^{\circ}-45'-00''$; thence run along the arc of said curve in a northeasterly direction for a distance of 469.92 feet to the end of said curve; thence run in a northeasterly direction tangent to said curve for a distance of 337.88 feet to the beginning of a curve to the left, said curve being concave to the northwest, having a radius of 1628.48 feet and subtending a central angle of $21^{\circ}-53'-43''$; thence run in a northeasterly direction along the arc of said curve for a distance of 622.31 feet to the end of said curve and the end of the centerline herein described.

Parcel No. 2

A strip of land of varying width abutting the northeasterly limit of the hereinabove described Parcel No. 1 and extending therefrom in a northerly and easterly direction to the northwesterly right-of-way line of Meadow Brook Road as shown on a map entitled Meadow Brook, Second Sector, First Phase and recorded in the aforesaid Office of said Judge of Probate in Map Book 7, Page 65 and being more particularly described as follows:

Begin at a point located at the end of the centerline of the hereinabove described Parcel 1 and run thence in a northwesterly direction with a portion of the northeasterly limit thereof for a distance of 30.00 feet to a point; thence turn an angle to the right of $90^{\circ}-00'-00''$ and run in a northeasterly direction for a distance of 224.87 feet to the beginning of a curve to the right, said curve being concave to the southeast, having a radius of 330.00 feet, and subtending a central angle of $80^{\circ}-14'-39''$; thence run in a northeasterly to southeasterly direction along the arc of said curve for a distance of 462.17 feet to the end of said curve and the beginning of a reversed curve return to the left, said curve being concave to the northeast, having a radius of 20.00 feet and subtending

BOOK 006 PAGE 364

a central angle of 81°-22'-31"; thence running in a southeasterly to easterly direction along the arc of said curve for a distance of 28.41 feet to a point located in a curve to the left in the aforementioned northwesterly right-of-way line of the Meadow Brook Road 750.88 feet south of the intersection thereof with the southerly right-of-way line of U.S. Highway 280; thence turn an angle to the right and run in a southwesterly direction along the arc of said curve in said Meadow Brook Road right-of-way line, said curve being concave to the southeast, having a radius of 479.54 feet, subtending a central angle of 13°-36'-42" and a chord which forms an interior or counter-clockwise angle of 47°-29'-37" with the chord of the last mentioned curve, for a distance of 137.70 feet to a point located at the beginning of return curve to the left, said return curve being concave to the west, having a radius of 20.00 feet, subtending a central angle of 86°-15'-20" and having a chord which forms an interior or counter-clockwise angle of 49°-56'-01" with the chord of the last mentioned curve; thence turn an angle to the right and leaving said right-of-way line of said Meadow Brook Road, run in a northeasterly to northwesterly direction along the arc of said curve for a distance of 30.11 feet to a point of compound curvature of a curve to the left, said curve being concave to the southwest, having a radius of 228.00 feet and subtending a central angle of 53°-50'-00"; thence run in a westerly direction along the arc of said curve for a distance of 214.22 feet to a point of compound curvature of a curve to the left, said curve being concave to the southeast, having a radius of 545.00 feet and subtending a central angle of 12°-00'-00"; thence run in a southwesterly direction along the arc of said curve for a distance of 114.14 feet to the end of said curve; thence run in a southwesterly direction tangent to said curve for a distance of 30.41 feet to the beginning of a curve to the left, said curve being concave to the southeast, having a radius of 734.27, and subtending a central angle of 13°-10'-06"; thence run in a southwesterly direction along the arc of said curve for a distance of 168.76 feet to the end of said curve; thence run in a southwesterly direction tangent to said curve for a distance of 17.33 feet to a point located normal to and 30.00 feet southeasterly of the aforesaid point at the northeasterly end of the hereinabove described centerline of Parcel 1; thence turn an angle to the right of 90°-00'-00" and run in a northwesterly direction with a portion of the aforesaid northeasterly limit of said Parcel 1 for a distance of 30.00 feet to the point of beginning.

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

-6- 1984 OCT 24 AM 11:16

Thomas W. Thompson
JUDGE OF THE COURT

RECORDING FEES

Recording Fee \$ 15.00

Index Fee 1.00

TOTAL \$ 16.00

STATE OF ALA. SHELBY CO.
I CERTIFY THIS
INSTRUMENT WAS FILED
1984 OCT 24 AM
JUDGE