

THIS INSTRUMENT WAS PREPARED BY: MIKE T. ATCHISON, ATTORNEY AT LAW  
POST OFFICE BOX 822  
COLUMBIANA, ALABAMA 35051

STATE OF ALABAMA

SHELBY COUNTY

CORRECTIVE SUBORDINATION AGREEMENT

(1) THIS AGREEMENT is made this 15 day of February, 1985, between Bessie W. Brandenburg and Homer L. Brandenburg, of Shelby County, Alabama, and Trust Management Inc. of Tarrant County, Texas.

PROPERTY DESCRIPTION:

(2) WHEREAS, Calvary Baptist Temple, by a Mortgage dated the 22nd day of October, 1980, and Westwood Baptist Church, by a Mortgage dated 20th day of February, 1982, said mortgages being recorded in the Probate Office of Shelby County, Alabama, in Mortgage Book 407, Page 143, and in Mortgage Book 418, Page 570, respectively, granted and conveyed unto the said Bessie W. Brandenburg and Homer L. Brandenburg and their assigns, all right, title, and interest in real property located in Shelby County, Alabama, described as follows:

LEGAL DESCRIPTION:

From the S.E. corner of SW 1/4 of NE 1/4, Section 3, Township 21 South, Range 3 West, run Northerly along the East line of said 1/4-1/4 Section, a distance of 12.0 feet to an iron pin on the North right of way of 7th Avenue S.W., the point of beginning of the herein described tract; thence continuing Northerly along the East line of SW 1/4 of NE 1/4, along the line of Fall Acres Subdivision, 3rd Sector, a distance of 620.86 feet to an iron pin at the corner of Fall Acres Subdivision on the East, and 6th Court S.W. on the North; thence Westerly along the South R.O.W. line of 6th Avenue S.W. deflecting 90 deg. 0' left 260 feet to the corner of Mrs. Clyde Walton property on the West and 6th Court S.W. on the North; thence Southerly along the line of Mrs. Clyde Walton property on the West deflecting 90 deg. 0' left a distance of 200.0 feet to an iron pin; thence Westerly along the line of Mrs. Clyde Walton property on the North deflecting 90 deg. 0' right a distance of 200.0 feet to an iron pin; thence Southerly along the line of Mrs. Clyde Walton property on the West deflecting 90 deg. 0' left 410.75 feet to an iron pin; thence Easterly along the line of Dr. Hugh Linder property on the South deflecting 88 deg. 44' 28" left a distance of 460.0 feet to an iron pin, the point of beginning. Situated in Shelby County, Alabama.

A parcel of land situated in a portion of the SW 1/4 of the NE 1/4 of Section 3, Township 21 South, Range 3 West, being more particularly described as follows:

From the Southwest corner of the SW 1/4 of the NE 1/4 of Section 3, Township 21 South, Range 3 West, run Easterly along the South line of said 1/4-1/4 Section along the line of Hugh Linder on the South 605.09 feet to a 5/8 inch iron pin, the point of beginning of the herein described tract; thence continuing Easterly along the South line of said 1/4-1/4 being the line of Hugh Linder on the South 250.0 feet to a 5/8 inch iron pin, on the West right-of-way line of 7th Avenue S.W., the end of said street; thence Northerly along said right-of-way line deflecting 91 deg. 15 min. 32 sec. left 12.00 feet to a 5/8 inch iron pin, at the Northwest corner of 7th Avenue S.W. North right-of-way line, the Southwest corner of Calvary Baptist Temple Church on the East; thence continuing Northerly along the line Calvary Baptist Temple Church on the East 410.75 feet to a 5/8 inch iron pin; thence Easterly along the line of Calvary Temple Baptist Church on the South deflecting 90 deg. 0 min. 0 sec. right 200.00 feet to a 5/8 inch iron pin; thence Northerly along the line of Calvary Temple Baptist Church on the East deflecting 90 deg. 0 min. 0 sec. left 200.00 feet to a 5/8 inch iron pin, on the South right-of-way line of 5th Avenue S.W.; thence Westerly along said right-of-way line deflecting 90 deg. 0 min. 0 sec. left 379.82 feet to a 5/8 inch iron pin, on said right-of-way

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line the point of curve to the right; thence continuing Northwesterly along said right-of-way line, along the arc of a curve to the right, having a central angle of 10 deg. 58 min. 37 sec. and a radius of 367.59 feet for a curve distance of 70.42 feet to a 5/8 inch iron pin, the point of tangency, a corner to Fall Acres Subdivision, Fourth Sector on the West; thence Southerly along the line of Fall Acres Subdivision, Fourth Sector, on the West deflecting 100 deg. 58 min. 37 sec. left from the tangent 624.00 feet to a 5/8 inch iron pin, the point of beginning.

Subject, however, to the following described easements in favor of Southern Natural Gas Company and Fall Acres Subdivision, Fourth Sector.

**SOUTHERN NATURAL GAS COMPANY EASEMENT:**

From the Southeast corner of the SW 1/4 of NE 1/4 of Section 3, Township 21 South, Range 3 West, run Westerly along the South line of said 1/4-1/4 96.50 feet to a point on the Westerly right-of-way line of Southern Natural Gas Company pipeline easement; thence Northwesterly along said right-of-way line deflecting 71 deg. 43 min. 15 sec. right 558.66 feet to a point, on the West property line of Calvary Baptist Temple Church on the South and East, the point of beginning of the right of way hereby granted; thence continuing Northwesterly along said right-of-way line 100.98 feet to a point on the South right-of-way line of 5th Avenue Southwest; thence Easterly along said right-of-way line deflecting 107 deg. 1 min. 13 sec. right 29.56 feet to a 5/8 inch iron pin, the Northwest corner of Calvary Baptist Temple Church; thence Southerly along the line of Calvary Baptist Temple Church on the East deflecting 90 deg. 0 min. 0 sec. right 96.54 feet to the point of beginning.

**FALL ACRES SUBDIVISION - FOURTH SECTOR EASEMENT:**

From the Southwest corner of the SW 1/4 of the NE 1/4 of Section 3, Township 21 South, Range 3 West, run Easterly along the South line of said 1/4-1/4, along the line of Hugh Linder on the South 605.09 feet to a 5/8 inch iron pin, the point of beginning of the easement hereby granted; thence continuing Easterly along said 1/4-1/4 line 7.50 feet to a point, on the East right-of-way line of said Easement; thence Northerly along said East right-of-way line of deflecting 91 deg. 15 min. 32 sec. left 155.88 feet to a point; thence Southeasterly along the Southerly right-of-way line deflecting 124 deg. 49 min. 59 sec. right 281.79 feet to a point on the South line of the SW 1/4 of the NE 1/4 of said Section 3; thence Easterly along said 1/4-1/4 line deflecting 33 deg. 34 min. 27 sec. left 11.15 feet to a 5/8 inch iron pin on the West right-of-way line of 7th Avenue Southwest; thence Northerly along said right-of-way line 12.00 feet to a 5/8 inch iron pin, the Southwest corner of Calvary Baptist Temple Church; thence Northwesterly along the Northerly right-of-way line deflecting 55 deg. 10 min. 1 sec. left 295.36 feet to a point on the East right-of-way line; thence Northerly deflecting 55 deg. 10 min. 1 sec. right 168.08 feet to a point; thence Northeasterly deflecting 14 deg. 53 min. 25 sec. right 283.49 feet to a point on the South right-of-way line of 5th Avenue Southwest; thence Westerly along said right-of-way line deflecting 104 deg. 53 min. 25 sec. left 10.35 feet to a 5/8 inch iron pin; thence Southwesterly deflecting 75 deg. 6 min. 35 sec. left 243.22 feet to a point; thence Northerly deflecting 165 deg. 6 min. 35 sec. right 240.41 feet to a point on the South right-of-way line of 5th Avenue Southwest, the point of curve to the right; thence Northwesterly along said right-of-way line, along an arc of a curve to the right, having a central angle of 1 deg. 11 min. 27 sec. and a radius of 367.59 feet for a curve distance of 7.64 feet to a 5/8 inch iron pin; the point of tangency, a corner to Fall Acres Subdivision, Fourth Sector on the West; thence Southerly along the line of Fall Acres Subdivision, Fourth Sector, on the West 624.00 feet to a 5/8 inch iron pin, the point of beginning.

ALSO, From the SW corner of the SW 1/4 of the NE 1/4 of Section 3, Township 21 South, Range 3 West run Easterly along the South line of said 1/4-1/4 48.18 feet to a point on East right-of-way line of County Road 264, the point of beginning of the herein described tract; thence continuing Easterly along said 1/4-1/4 line along the line of Hugh Linder property on the South 556.91 feet to a point on the centerline of a 15-foot wide easement; thence Northerly along centerline of said easement along the line of Westwood Baptist Church property on the East deflecting 91 degrees 15 minutes 32 seconds left 624.0 feet to a point on the South right-of-way line of Fifth Avenue Southwest; thence Northwesterly along said right-of-way line along arc of curve to the right, deflecting 79 degrees 01 minutes 23 seconds left to the tangent of a curve having a radius of 367.59 feet and a central angle of 22 degrees 01



minutes 23 seconds for a curve distance of 141.29 feet to a point, the point of ending; thence continuing Northwesterly along the South right-of-way line of Fifth Avenue Southwest 167.43 feet to a point, the point of beginning of a curve to the left; thence continuing Northwesterly along arc of curve having a radius of 394.28 feet and a central angle of 13 degrees 26 minutes 32 seconds for a curve distance of 92.50 feet to a point, the point of ending; thence continuing Northwesterly 11.54 feet to a point on the East right-of-way line of County Road 264; thence Southwesterly along said right-of-way line deflecting 90 degrees 00 minutes 00 seconds left 137.20 feet to a point on said right-of-way line; thence continuing Southwesterly deflecting 20 degrees 11 minutes 10 seconds right 53.10 feet to a point, the point of beginning of a curve to the left; thence continuing Southwesterly along arc of curve to the left having a radius of 2,648.19 feet and a central angle of 13 degrees 53 minutes 02 seconds for a curve distance of 641.71 feet to a point, the point of beginning.

Situated in Shelby County, Alabama.

#### SENIOR MORTGAGE

(3) AND WHEREAS, the above-recited property was encumbered by a mortgage given and executed by Calvary Baptist Temple, to Bessie W. Brandenburg and Homer L. Brandenburg, dated October 22, 1980, (which said mortgage has been assumed by Westwood Baptist Church) and by a mortgage given and executed by Westwood Baptist Church, to Bessie W. Brandenburg and Homer L. Brandenburg, dated February 20, 1982, and recorded as aforesaid in Mortgage Book 407, Page 143, and Mortgage Book 418, Page 570, respectively, to secure the payment of the principal sum of \$70,000.00, which said mortgages are presently secured upon the said premises:

#### SUBSEQUENT MORTGAGE

(4) AND WHEREAS, a Mortgage given by the said Westwood Baptist Church to Trust Management, Inc., for the purpose of building an education and administration facility and intended to be forthwith recorded as aforesaid, which said Mortgage is secured on the Premises hereinabove described:

#### INTENT TO SUBORDINATE

(5) AND WHEREAS, it is the desire and intention of the parties hereto to subordinate the lien and operation of the Mortgages first above-recited, for the full balance thereof, to the lien and operation of the Mortgage second above-recited, so that the said Mortgage second above-recited shall and will become a first lien upon the said Premises and the Mortgage first above-recited be subordinated thereto in every manner whatsoever.

#### CONSIDERATION AND SUBORDINATION

(6) NOW WITNESS: That the Parties hereto, intending to be legally bound hereby, in consideration of the Premises and of the advantages to be derived from these presents, as well in consideration of the sum of One Dollar (\$1.00). lawful money of the United States of America, each to the other well and truly paid at and before the sealing and delivery of these presents, receipt whereof is hereby acknowledged, agree that the said Mortgage first above recited, given and executed by Calvary Baptist Temple and Westwood Baptist Church, Inc., respectively, to Bessie W. Brandenburg and Homer L. Brandenburg, on October 22, 1980, and February 20, 1982, respectively, and recorded in the Office of the Judge of Probate, Shelby County, Alabama, in Mortgage Book 407, Page 143, and in Mortgage Book 418, Page 570, respectively, secured upon the Premises as therein described be, and the same is by these presents, made junior in lien and subordinated to the lien and operation of the said Mortgage second above-recited, given and executed by Westwood Baptist Church, Inc., to the Trust Management, Inc., dated February 15, and intended to be, forthwith recorded, as aforesaid, in the principal sum of One Million (\$1,000,000.00) Dollars, secured upon the Premises herein described.

DEFAULT

In event of default under any of the terms or conditions of the said subordinated Mortgage, resulting in foreclosure proceedings thereon, such proceedings shall be especially advertised as being under and subject to the lien and payment of the said Mortgage given and executed by Westwood Baptist Church, Inc., to Trust Management, Inc., dated February 15, in the principal sum of One Million (\$1,000,000.00) Dollars.

(7) THIS AGREEMENT shall be binding upon the parties, hereto, their heirs, successors, and assigns.

(8) IN WITNESS WHEREOF, the parties hereto have caused these presents to be duly executed this 15 day of February, 1985.

Bessie W. Brandenburg  
Bessie W. Brandenburg

Homer L. Brandenburg  
Homer L. Brandenburg

STATE OF ALABAMA  
SHELBY COUNTY

I, the undersigned, a Notary Public in and for said County and State hereby certify that Bessie W. Brandenburg and Homer L. Brandenburg, whose names are signed to the foregoing conveyance, and who are known to me, acknowledged before me on this day, that, being informed of the contents of the conveyance they executed that same voluntarily on the day the same bears date.

Given under my hand and official seal this 15 day of February, 1985.

Judith B. Morris

Notary Public  
My Commission Expires 6/26/85

TRUST MANAGEMENT, INC.

by: Michael K. Hawn

WESTWOOD BAPTIST CHURCH, INC.

Aaron H. Sherer - Trustee  
Aaron Sherer - Trustee

D.L. Morris - Trustee  
D.L. Morris - Trustee

Brice Brackin - Trustee  
Brice Brackin - Trustee

Jack Reagin - Trustee  
Jack Reagin - Trustee

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Stephen L. Taylor  
Stephen Taylor - Trustee

Jack N. Zuiderhoek  
Jack N. Zuiderhoek Trustee

STATE OF ALABAMA  
SHELBY COUNTY

I, the undersigned, a Notary Public in and for said County and State hereby certify that Aaron Sherer, D. L. Morris, Brice Brackin, Jack Reigan, Stephen Taylor, and Jack N. Zuiderhoek, whose names as Trustees of Westwood Baptist Church, Inc., a corporation, are signed to the foregoing conveyance, and who are known to me, acknowledged before me on this day, that, being informed of the contents of the conveyance they, in their capacity as such Trustees, executed the same for and as the act of said corporation.

Given under my hand and official seal this 15 day of February, 1985.

Judith B. Morris

Notary Public

My Commission Expires 6/26/85



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

1985 APR -1 AM 10:18

Thomas W. Anderson, Jr.  
JUDGE OF PROBATE

RECORDING FEES

|               |                 |
|---------------|-----------------|
| Recording Fee | \$ <u>12.50</u> |
| Index Fee     | <u>1.00</u>     |
| TOTAL         | \$ <u>13.50</u> |