

SUBORDINATION AGREEMENT

STATE OF ALABAMA
COUNTY OF SHELBY

This Subordination Agreement, made and entered into this the 31st day of JANUARY, 19 92, by and between SOUTHRUST BANK OF ALABAMA, NATIONAL ASSOCIATION, P.O. BOX 2554, BIRMINGHAM, ALABAMA, as Party of the First Part, and NATIONAL BANK OF COMMERCE, as Party of the Second Part.

WITNESSETH

THAT, WHEREAS, PAUL D. SMITH AND SHARON S. SMITH has/have an outstanding lien in favor of SOUTHRUST BANK OF ALABAMA, NATIONAL ASSOCIATION, dated OCTOBER 3, 1988 and recorded in the Probate Office of SHELBY County, Alabama, in BOOK 210, PAGE 355-358 on certain real estate described therein to secure an indebtedness of \$ 12,000.00, and said lien is in full force and effect; and,

WHEREAS, PAUL D. SMITH AND SHARON S. SMITH has/have made an application to the Party of the Second Part for a loan in the sum of \$ 77,500.00 and said Party of the Second Part is willing to make said loan to the said PAUL D. SMITH AND SHARON S. SMITH, provided they furnish it with a mortgage on the lands described in the aforesaid lien, and the said SOUTHRUST BANK OF ALABAMA, NATIONAL ASSOCIATION subordinate the above described lien and make the same second and subservient to the mortgage of NATIONAL BANK OF COMMERCE; and

WHEREAS, the said Party of the First Part is willing to subordinate its said lien and make the second and subservient to the mortgage of the said Party of the Second Part as an inducement to it to make said loan.

NOW THEREFORE, in consideration of the premises and the further consideration of the sum of \$ -0-, cash in hand paid, the Party of the First Part by the Party of the Second Part, the receipt of which is hereby acknowledged, the said Party of the First Part does hereby agree that the lien of PAUL D. SMITH AND SHARON S. SMITH to SOUTHRUST BANK OF ALABAMA, NATIONAL ASSOCIATION dated OCTOBER 3, 1988 and recorded in the Probate Office of SHELBY County, Alabama in BOOK 210, PAGE 355-358 shall be second and subservient to the mortgage of PAUL D. SMITH AND SHARON S. SMITH to NATIONAL BANK OF COMMERCE, dated JANUARY 27, 1992 and recorded in the Probate Office of SHELBY County, Alabama in REAL PAGE 387 to secure the sum of \$ 77,500.00, plus interest on the land described therein, and the said lien of the said SOUTHRUST BANK OF ALABAMA, NATIONAL ASSOCIATION shall be subordinate to the mortgage of NATIONAL BANK OF COMMERCE.

IT IS FURTHER agreed that should PAUL D. SMITH AND SHARON S. SMITH default in his/her/their payments under the terms of the real estate mortgage to NATIONAL BANK OF COMMERCE agrees to notify SouthTrust Bank Of Alabama, National Association, P.O. Box 2554, Birmingham, Alabama 35290 of said default prior to taking legal action.

IN WITNESS WHEREOF, the said SouthTrust Bank Of Alabama, National Association has caused its name to be hereunto signed on this the 31st day of JANUARY, 19 92.

STATE OF ALA. SHELBY
I CERTIFY THIS
INSTRUMENT WAS FILED

92 MAR 25 AM 9:32

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200
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650

SOUTHRUST BANK OF ALABAMA, NATIONAL ASSOCIATION

BY: [Signature]

As its: ASSISTANT VICE PRESIDENT

STATE OF ALABAMA
COUNTY OF JEFFERSON PROBATE

I, the undersigned, a Notary Public in and for said State and County, hereby certify that S. B. PICKENS, whose name as ASSISTANT VICE PRESIDENT of SouthTrust Bank Of Alabama, National Association 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 this conveyance and with full authority as such officer, executed the same voluntarily for and as the act of said Corporation.

Given under my hand and seal of office this 31st day of JANUARY, 19 92.

[Signature]
Notary Public

My commission expires: Feb. 16, 1993

[Signature]