

STATE OF ALABAMA  
SHELBY COUNTY

**SUBORDINATION AGREEMENT**

This Subordination Agreement dated Oct 30, 1992, 1992 ("this Agreement") is executed by AMSOUTH BANK N.A., a national banking association (the "Bank"), for the purposes set out below.

**Recitals**

A. The Bank is the holder of a Mortgage, Assignment of Leases and Security Agreement dated June 1, 1992 executed by The Industrial Development Board of the City of Columbiana, Alabama and NFA Corp. in favor of the Bank and recorded in the Office of the Judge of Probate of Shelby County, Alabama (the "Probate Office") in Instrument #1992-12551 (the "Mortgage").

B. The City of Columbiana, Alabama, a public corporation (the "City") is the holder of an ingress and egress easement as described in a document entitled "Warranty Deed" dated August 6, 1992 recorded in the Probate Office in Instrument #1992-24961 (the "Easement").

C. The City has agreed to purchase the Easement, provided among other things, that the Bank execute and deliver to the City this Agreement in order to subordinate the lien of the Mortgage to the Easement.

**Agreement**

NOW, THEREFORE, in consideration of the foregoing recitals and in order to induce the City to purchase the Easement, the Bank does hereby covenant and agree that the Mortgage and the lien thereof shall, and the same are hereby made to, be junior and subordinate in all respects to the Easement.

Except as expressly provided herein, the Mortgage shall remain in full force and effect in accordance with their terms.

The date of this Agreement is intended for convenience of reference only and does not indicate that this Agreement was executed and delivered on the date hereof.

Inst. # 1992-25428

11/02/1992-25428  
01:54 PM CERTIFIED  
SHELBY COUNTY JUDGE OF PROBATE  
002 MCD 10.00

Mike A

IN WITNESS WHEREOF, the Bank has caused this Agreement to be executed by its duly authorized officer, on the date set out on the acknowledgment below.

AMSOUTH BANK N.A.

By: Robert E. Nesbitt

Its: VICE PRESIDENT

STATE OF ALABAMA  
JEFFERSON COUNTY

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Robert E. Nesbitt, whose name as Vice President of AmSouth Bank N.A., a national banking association, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day, that being informed of the contents of said instruments, he, as such officer, and with full authority, executed the same voluntarily for and as the act of said association.

Given under my hand and official seal this the 30 day of Oct, 1992.

Jeanette L. Oyer  
Notary Public

AFFIX SEAL

My commission expires: \_\_\_\_\_  
MY COMMISSION EXPIRES JUNE 15, 1996

This instrument was prepared by:

J. Kris Lowry  
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(205) 254-1000

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