

SUBORDINATION AGREEMENT

This Agreement made this date by and between Union State Bank,
(herein called First Party), and Scott Mortgage Corporation
(herein called Second Party).

Whereas, First Party is the owner and holder of that certain
mortgage recorded in 1996-00179, Page _____, executed by
James H. Ray and Sandra H. Ray, in the Probate Office of
Shelby, County, Alabama, which mortgage encumbers the
property described as follows:

Lot 34, according to the survey of Quail Run, Phase 3, as recorded
in Map Book 7, page 159, in the Probate Office of Shelby County, AL.

Whereas, the Second Party will not make the said loan unless the
First Party subordinates its mortgage to that mortgage to the
Second Party.

Now therefore, in consideration of One Dollar and other good and
valuable consideration, the Parties hereto agree as follows.

The First Party, Union State Bank, consents and agrees that the
lien of its mortgage recorded in 1996-00179, Page _____, is and
shall continue to be, subject and subordinate in lien to the lien
of the mortgage being made to the Second Party, Scott
Mortgage Corporation, which mortgage is recorded in Instrument
No. _____, in the Probate Office.

Done this 22nd day of January, 19 96.

Union State Bank

BY: Charles Waldrop
Its Vice President
Charles Waldrop

STATE OF ALABAMA
COUNTY OF JEFFERSON

I, the undersigned, a Notary Public in and for said County, in
said State, hereby certify that Charles Waldrop, whose
name as Vice President, of Union State Bank, a corporation,
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 the instrument, he, as such Officer and with full
authority, executed the same voluntarily for and as the act of
said corporation.

Given under my hand and official seal this 22nd day of
January, 19 96.

Lara M. Gray
Notary Public

MY COMMISSION EXPIRES APRIL 7, 1999

Inst # 1996-03854

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02/06/1996-03854
10:18 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
8.50
001 MCD