

AGREEMENT FOR SUBORDINATION

This agreement is made on November 4, 1997 by and among Greentree Financial Servicing Corporation, hereinafter called "Existing Mortgagee", with an office at 332 Minnesota Street, Suite 610, St. Paul, Minnesota and National City Mortgage Co. hereinafter called "New Mortgagee", with an office at 3232 Newmark Drive, Miamisburg, Ohio 45342 and Samuel Robert Dudley and Sandy Louise Dudley hereinafter called "Owner", whose address is 116 Dogwood Trail, Montevallo, Alabama 35115.

Owner is the owner of a certain parcel of land, situated in the County of Shelby State of Alabama, and of certain buildings and improvements on the parcel [the "Property"].

Owner, by an instrument dated July 16, 1997 acknowledges a lien in favor of "Existing Mortgagee", a Notice of Lien encumbering the Property, securing the payment of \$ 15,000.00 with interest. The Existing Mortgage was recorded in Instrument No. 1997-23053.

Owner, by an instrument dated _____, granted and conveyed to the New Mortgagee a mortgage encumbering the Property, securing the payment of \$109,100.00 with interest.

The parties desire that the lien of the Existing Mortgage, shall be postponed in lien and operation, in the full amount, to the lien and operation of the New Mortgage.

1. The Existing Mortgage is subordinated and postponed in lien, payment, and distribution on any judicial sale of the Property to the lien of the New Mortgage to the full extent and in the aggregate amount of all advances made or to be made by the New Mortgage. Foreclosure proceedings on the existing Mortgage, any judicial sale in connection with proceedings, or any judgment on the bond that the Existing Mortgage secures shall not discharge the lien of the New Mortgage.

2. This agreement shall be binding on and inure to the benefit of the respective heirs, successors, and assigns of the parties.

Signed this 4 day of November, 1997.

by [Signature] [Signature of subordinating Mortgagee]
Don DeAngelo, Originations Manager

Green Tree Financial Servicing Corporation

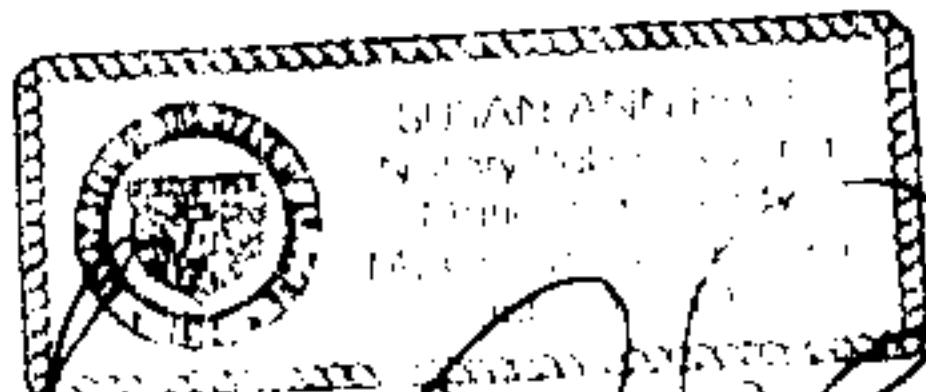
State of Arizona

County of Maricopa

01/06/1998-00302
12:53 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
DRI MEL 8.30

On this, the 4th day of November, 1997, before me, a Notary Public for Green Tree Financial Servicing Corporation residing in the said County and State, the undersigned Officer, personally appeared Don DeAngelo who acknowledged himself to be the Originations Manager of Green Tree Financial Servicing Corporation, a corporation, and that he as such Originations Manager, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by himself as Don DeAngelo IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

Seal



Notary Public

My Commission Expires: 12/31/99

Witness

Witness

[Signature]
[Signature]