

SUBORDINATION AGREEMENT

THIS SUBORDINATION OF MORTGAGE executed this 16TH day of July 1999 by Regions Bank (formerly First Alabama Bank) (hereinafter referred to as the "Mortgagee").

"WITNESSETH"

WHEREAS, Mortgagee is the owner and holder of that certain mortgage from Stephen M. Holt and wife, Carmela D. Holt (with a maximum line of \$30,000.00 available to draw) recorded in Instrument # 1998/16018, in the Probate Office of Shelby County, Alabama, being more particularly described as follows:

Lot 19, according to the Survey of Riverchase Cove, as recorded in Map Book 20, Page 109, in the Probate Office of the Judge of Probate of Shelby County, Alabama.

WHEREAS, Coats & Company, Inc. is making a mortgage loan to Stephen M. Holt and wife, Carmela D. Holt (to refinance the original first mortgage loan to Regions Mortgage, Inc. (formerly Real Estate Financing, Inc.) recorded in Instrument No. 1997/3691, in the Probate Office of Shelby County, Alabama,) in the amount of \$123,000.00 said loan secured by a mortgage which encumbers the above described real Property:

WHEREAS, Coats & Company, Inc. as a condition for making a new mortgage loan, requires Mortgagee to subordinate the lien of its mortgage to the lien of the new Coats & Company, Inc. and mortgagee has agreed to do so.

NOW, THEREFORE, for and in consideration of the premises hereof and of the mutual advantages and benefits accruing to the parties hereto, and in further consideration of the sum of TEN DOLLARS in hand paid by Coats & Company, Inc., the receipt and sufficiency of which is hereby acknowledged, Mortgagee does hereby covenant, consent and agree to and with Coats & Company, Inc., that the lien of Regions Bank, shall be and the same is hereby made subordinate, inferior and subject in every respect to the lien of Coats & Company, Inc., which was granted by Stephen M. Holt and wife, Carmela D. Holt to refinance the original mortgage to Coats & Company, Inc. recorded in Instrument No. 1997/3691, in the Probate Office of Shelby County, Alabama, which encumbers the above described property; provided, however that this subordination is limited to the amount of \$123,000.00.

Inst # 1999-29762

07/16/1999-29762
08:21 AM CERTIFIED

SHELBY COUNTY JUDGE OF PROBATE

002 MMS

11.00

IN WITNESS WHEREOF, this agreement is executed the day and year first written above.

Signed, sealed and delivered
in the presence of:

REGIONS BANK

BY:

W. H. Spidle
W. H. Spidle
Vice President

STATE OF ALABAMA

COUNTY OF JEFFERSON

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that W. H. Spidle, whose name as Vice President of Regions Bank, a corporation, is signed to the foregoing subordination agreement and who is personally known to me, acknowledged before me on this day that, being informed of the contents of the conveyance, she as such officer and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and seal this 12th day of July 1999.

Don W. Spidle
Notary Public

My Commission Expires: 9-11-2002

Inst # 1999-29762

07/16/1999-29762
08:21 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 HNS 11.00