

STATE OF ALABAMA )

SHELBY COUNTY )

**LIEN SUBORDINATION, INDEMNITY AND CONSENT**

KNOW ALL MEN BY THESE PRESENTS: That, the undersigned,                       
RICHARD JOHNSON, as VICE President of R.A.J. PROPERTIES,  
INC. (the "Superintendent"), with full authority and in  
consideration of Ten and No/100 Dollars (\$10.00) and other good and  
valuable considerations, the receipt and sufficiency of which is  
hereby acknowledged, hereby agrees that any lien to which  
Superintendent is entitled to upon that certain real property which  
is located at 2001 Arabian Road, Columbiana, Alabama and described  
on Exhibit "A" attached hereto (the "Property") is expressly  
inferior to and subordinate to that certain mortgage from James F.  
Burford III and Carol Celeste Burnum (collectively "Borrowers") to  
UNION STATE BANK ("Lender"), said mortgage being dated the 6  
day of September, 2000 and to be recorded in the Office of the  
Judge of Probate of Shelby County, Alabama.

Superintendent also hereby agrees to indemnify and hold  
harmless, Borrowers, Lender and Lender's title insurer from any and  
all liens or claims of liens from contractors, subcontractors,  
materialmen, suppliers, employees or agents of Superintendent which  
may be filed against the Property for which Borrower has paid.

Superintendent also understands that Borrower has assigned to  
Lender the contract between Borrower and Superintendent as

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collateral security for the loan which Lender is making to Borrower. Superintendent hereby approves such assignment and understands that Lender has no responsibility with respect to said contract unless it affirmatively agrees to accept such responsibility.

DONE this 6 day of September, 2000.

R.A.J. PROPERTIES, INC.

By: Richard A. Johnson, V.P.  
Its: Vice President

STATE OF ALABAMA )

COUNTY OF Jeff )

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Richard A. Johnson, whose name as Vice President of R.A.J. PROPERTIES, INC., 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 said instrument, he/she, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation on the day the same bears date.

Given under my hand and seal this 6 day of Sept, 2000.

Dorothy M. Ward  
Notary Public  
My Commission Expires: 11.4.02

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