

STATE OF ALABAMA }
SHELBY COUNTY }

This document prepared by:
DICKERSON & MORSE, P.C.
Attorneys-at-Law
1920 Valleydale Road
Birmingham, AL - 35244

Inst # 2001-44951

SUBORDINATION AGREEMENT

WHEREAS, Gary Kelley and Kellie Kelley, Husband and Wife, (hereinafter referred to as "Borrower") applied to Union State Bank, (the "Bank") for a loan of money in the amount of \$163,000.00 secured by a mortgage recorded on 10/17/2001 in 2001-44950 on the property hereinafter described; and

WHEREAS, the undersigned have a lien on said property which would in the absence of this agreement be superior to the mortgage executed by the Borrower to the Bank; and

NOW THEREFORE, in consideration of the premises and other good and valuable consideration, the undersigned hereby agree as follows:

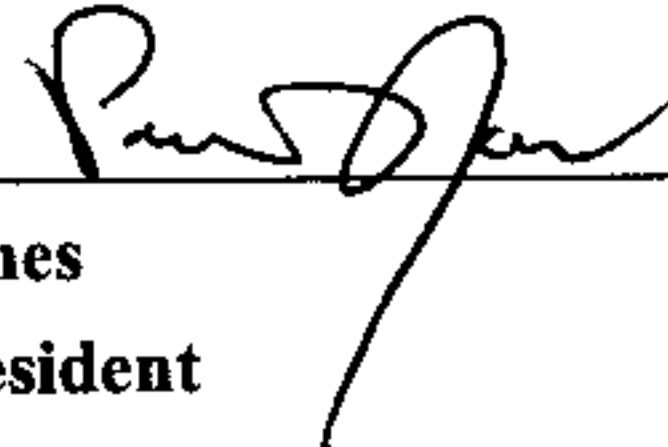
The undersigned hereby subordinate to the mortgage executed by the Borrower to the Bank all right, title and interest at law or equity of the undersigned in and to the following described property situated in Shelby County, Alabama, to-wit:

SEE ATTACHED EXHIBIT "A"

including without limitation, that certain mortgage in favor of Union State Bank, and recorded in Instrument #2000-26312.

IN WITNESS WHEREOF, Union State Bank has executed this Subordination Agreement with full authority this the 9th day of October, 2001.

Union State Bank



By: Paul Jones
Its: Vice President

STATE OF ALABAMA
SHELBY COUNTY

I, the undersigned authority, a Notary Public in and for said county in said state, hereby certify that Paul Jones whose name as VICE PRESIDENT is signed to the foregoing conveyance and who is known to me, is acknowledged before me on this day that, being informed of the contents of the conveyance, (s)he, as such officer and with full authority, executed the same voluntarily for and as the act of said bank.

Given under my hand and official seal this the 9th day of October, 2001.



NOTARY PUBLIC

My commission expires: 04/23/04

10/17/2001-44951
11:23 AM CERTIFIED
SHELBY-COUNTY JUDGE OF PROBATE
002 CH 14.00

EXHIBIT "A"

Begin at the SW corner of the East 1/2 of the SW 1/4 of Section 5, Township 21 South, Range 2 West, Huntsville Meridian, Shelby County, Alabama; thence run North 00 degrees 13 minutes 54 seconds West along the West line of the said East 1/2 for a distance of 673.29 feet; thence leaving said West line run South 86 degrees 56 minutes 35 seconds East for a distance of 418.50 feet to a point 30 feet more or less perpendicular to the centerline of Oakwood Drive, said line representing the approximate prescriptive limits of Shelby County's right of way; thence run South 01 degree 11 minutes 52 seconds West along said perpendicular line for a distance of 98.67 feet; thence run South 06 degrees 01 minute 54 seconds East along said perpendicular line for a distance of 246.24 feet; thence run South 04 degrees 20 minutes 55 seconds West along said perpendicular line for a distance of 301.02 feet to the Northerly right of way line of Massey Road (right of way width: 60 feet); thence leaving said perpendicular line run South 76 degrees 27 minutes 19 seconds West along said North line for a distance of 97.17 feet to the South line of the aforementioned Section 5; thence run North 87 degrees 14 minutes 53 seconds West along said section line for a distance of 322.08 feet to the point of beginning.

This conveyance is made subject to any and all restrictions, reservations, covenants, easements, and rights-of-way, if any, heretofore imposed of record affecting said property and municipal zoning ordinances now or hereafter becoming applicable, and taxes or assessments now or hereafter becoming due against said property.

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