

STATE OF ALABAMA)
)
 JEFFERSON COUNTY)

SUBORDINATION AGREEMENT

WHEREAS, David Ripley and Mary Ripley (hereinafter referred to as the "Borrowers" whether one or more), have applied to Countrywide Home Loans, Inc. (hereinafter referred to as the "Lender") for a loan of money to be secured by a mortgage on the property hereinafter described; and

WHEREAS, CitiFinancial Corporation, (hereinafter the "Lienholder"), has a lien on said property which would in the absence of this agreement be superior to the mortgage to be executed by the Borrowers to the Lender; and

WHEREAS, the Lender is unwilling to make the requested loan to the Borrower unless the undersigned Lienholder subordinates its lien in said property to the mortgage to be executed by the Borrowers to the Lender.

NOW THEREFORE, in consideration of the premises and other good and valuable consideration, and in order to induce the Lender to make the requested loan to the Borrowers, the undersigned Lienholder hereby agrees as follows:

The undersigned Lienholder hereby subordinates to the mortgage to be executed by the Borrowers to the Lender, all right, title and interest at law or equity of the undersigned Lienholder in and to the following described property situated in Shelby County, Alabama, to-wit:

Lot 12, Block 2, according to the Survey of Awtrey & Son Addition to Altadena South, as recorded in Map Book 5, Page 123 in the Probate Office of Shelby County, Alabama.

The undersigned Lienholder has an interest by virtue of its mortgage dated October 12, 2001, recorded in Instrument #2000-35754. The subordination of the mortgage of the undersigned Lienholder is without limitation, to that certain mortgage granted to the Lender, being recorded in Instrument No. 2002-02694 in the Probate Office of Shelby County, Alabama.

IN WITNESS WHEREOF, the Lienholder has caused David D. Johnson, its Branch Manager to execute this Subordination Agreement with the full authority for and on behalf of CitiFinancial Corporation, on this the 7th day of January, 2002.

CitiFinancial Corporation

BY: 
 David D. Johnson
 its Branch Manager

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CORPORATE ACKNOWLEDGMENT

I, the undersigned authority, a Notary Public in and for said county, in said State, hereby certify that David D. Johnson whose name as Branch Manager for CitiFinancial Corporation is signed to the foregoing Subordination Agreement and who is known to me, acknowledged before me on this day, that being informed on the contents of the document, he as such officer of the corporation, and with full authority, executed the same voluntarily for and as the act of the corporation on the day the same bears date.

Given under my hand and official seal this 7th day of January, 2002.

Notary Public

My Commission Expires

01/15/2002-02695
 02:50 PM CERTIFIED
 SHELBY COUNTY JUDGE OF PROBATE
 001 KEL 11.00

NOTARY PUBLIC STATE OF ALABAMA AT LARGE
 MY COMMISSION EXPIRES: Aug. 23, 2002
 BONDED THRU NOTARY PUBLIC UNDERWRITERS

Inst # 2002-02695