

SUBORDINATION AGREEMENT

Pursuant to the terms of the mortgage entered into by and between WILLIAM A. RIVERS AND L. DIANE RIVERS and COMPASS BANK on the 2ND day of FEBRUARY, 2000, and recorded in Real 2000, page 05354 in the Probate Office of SHELBY County, Alabama COMPASS BANK does declare the lien of its mortgage filed for record on the 22ND of FEBRUARY, 2000, and recorded in Real 2000, page 05354 in the Probate Office of SHELBY County, Alabama to be second and subordinate to the lien of the mortgage given by WILLIAM A. RIVERS AND L. DIANE RIVERS to National Bank of Commerce of Birmingham in the amount of ONE HUNDRED FIFTY-FIVE THOUSAND (\$ 155,500.00) executed on the 29TH day of JANUARY, 2002, and recorded in the Probate Office of SHELBY County, Alabama.

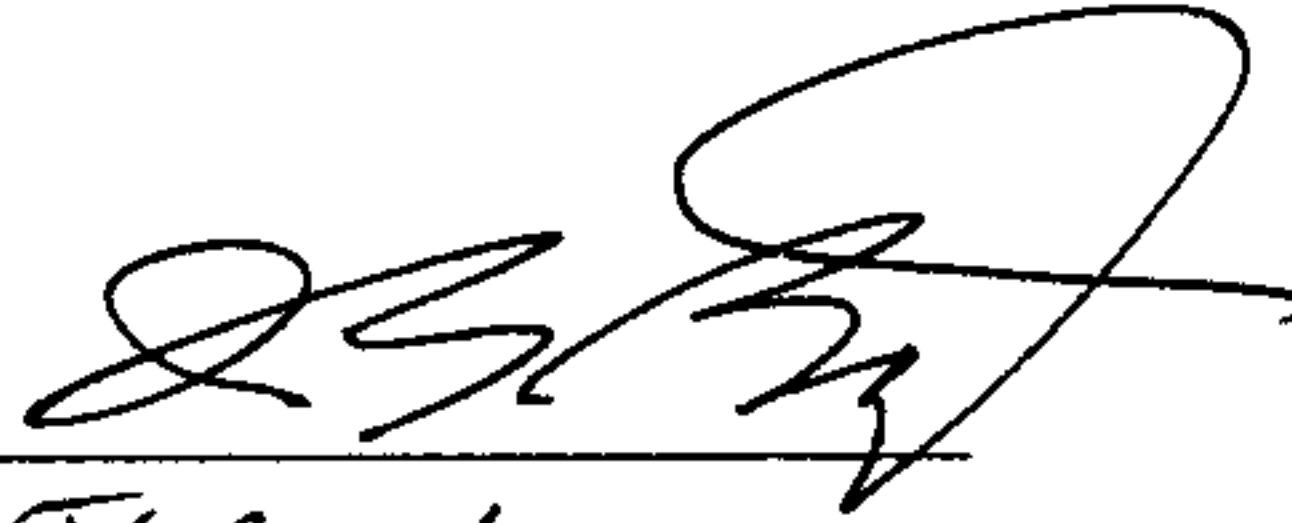
Both mortgages are encumbering certain real property described as:

LOT 25, ACCORDING TO THE SURVEY OF HEATHERWOOD FOURTH SECTOR, AS RECORDED IN MAP BOOK 9, PAGES 161, 162 AND 163, IN THE PROBATE OFFICE OF SHELBY COUNTY, ALABAMA.

IN WITNESS WHEREOF, this Subordination Agreement has been executed on this the 24 day of Jan, 2002.

By:

Its:


TS Byrd

Vice Pres Compass Bank

Inst # 2002-06231

02/05/2002-06231
03:03 PM CERTIFIED

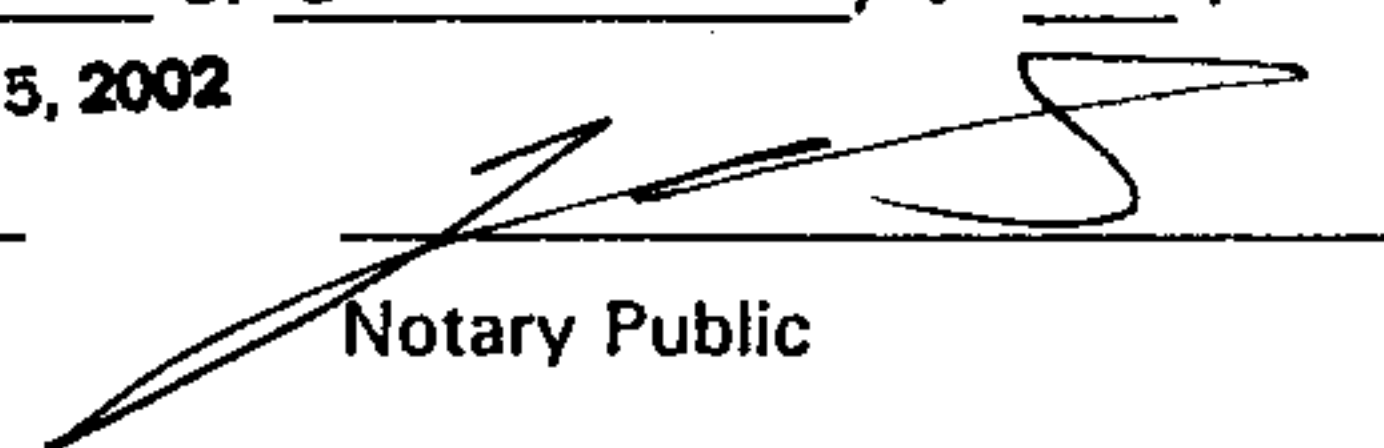
SHELBY COUNTY JUDGE OF PROBATE
001 CH 11.00

STATE OF ALABAMA
COUNTY OF Walker

I, the undersigned, a Notary Public, in and for said County in said State hereby certify that TS Byrd whose name as Vice Pres of Compass is signed to the foregoing Agreement and who is known to me acknowledged before me that being informed of the contents of the above and foregoing Agreement he, in his capacity as such officer executed the same for and as the act of said corporation.

Given under my hand this the 24 of Jan, 2002.

My Commission Expires Dec. 15, 2002
My Commission Expires _____


Notary Public