

SUBORDINATION OF MORTGAGE

In consideration of One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, the undersigned, Charter One Bank, N.A., a corporation organized and doing business under the laws of the United States of America, formerly known as Charter One Bank, F.S.B., whose address is 1215 Superior Ave., Cleveland, OH 44114, being the beneficiary under the following deed of trust ("Subordinate Deed of Trust"):

Mortgage in the original amount of Twenty Seven Thousand and No/100 Dollars (\$27,000.00), dated 25th day of June 2001, executed by Kenneth D. McLain and Danita D. McLain, recorded in Instrument #2001-27659, in in the Probate Office, Shelby County, Alabama Records upon the following described premises.

See attached Exhibit "A"

And commonly known as 812 Hillshire Drive, Birmingham, Al 35244

WHEREAS, on May 7, 2002, Charter One Bank, F.S.B. converted from a federal savings bank to a national banking association and changed its name to Charter One Bank, N.A.; and

does hereby waive and subordinate the priority and operation of the Subordinate Mortgage upon the therein described premises to the following described mortgage ("New Mortgage"):

Mortgage to be executed by Kenneth D. McLain and Danita D. McLain as Borrower, to Charter One Mortgage Corp. as Lender, securing a total indebtedness not to exceed Two Hundred Twenty One Thousand Dollars, (\$221,000.00), upon the above described property

in order that the lien of the Subordinate Mortgage be taken as junior and inferior to the lien of the New Mortgage without otherwise affecting the lien of the Subordinate Mortgage.

This Agreement shall be governed by and construed in accordance with the laws of the State of Alabama applicable to contracts made and to be performed in said State, shall not be modified, amended or terminated orally, and shall be binding upon and inure to the benefit of the parties hereto and their respective successors, designees and assigns.

IN WITNESS WHEREOF, Bank has caused this subordination to be executed this 17th day of October, 2002.

SIGNED IN THE PRESENCE OF:

Susan M. Goodwill
Name: Susan M. Goodwill

Fonda Martin
Name: Fonda Martin

CHARTER ONE BANK, N.A.

By: Cynthia L. Gamcsik
Name: Cynthia L. Gamcsik
Title: Vice President
By: Barbara Chauncey
Name: Barbara Chauncey
Title: Sr. Vice President

STATE OF VIRGINIA)

COUNTY OF HENRICO) SS:

SWORN TO BEFORE ME, a Notary Public, in and for said County and State, personally appeared Cynthia L. Gamcsik Vice President, and Barbara Chauncey, Sr. Vice President of Charter One Bank, N.A., who acknowledged that they did sign the foregoing instrument as its duly authorized officers and that the same is the free act and deed of said corporation and the free act and deed of them personally and as said officers.

WITNESS my signature and notarial seal at Richmond, Virginia 17th day of October, 2002.

Cheryl D. Yopp
Notary Public 1-31-03

This Instrument Prepared by and Return to:
CHARTER ONE BANK, N.A.
Attn: Loan Servicing, EV950
3rd Floor
75 Erievue Plaza
Cleveland, OH 44114-3279
Account No. 9930854140