

SUBORDINATION AGREEMENT

The undersigned, SouthTrust Bank is the holder and owner of a Mortgage made by Edward E. Honeycutt and Linda J. Honeycutt (hereinafter designated as the "Borrower"), recorded in Instrument #2001-33698 Shelby County, Alabama Records.

The said Borrower has applied for a loan in the sum of \$143,900.00 to be secured by a first mortgage (the "First Mortgage") conveying said property to Countrywide Home Loans, Inc., (hereinafter designated as the "Lender"), and the proceeds of said loan will be used to satisfy in full the present lien in favor of Countrywide Home Loans, Inc. The Lender has declined to make such loan unless the mortgage to SouthTrust Bank shall be subordinated to said new loan and the mortgage securing same.

THEREFORE, in consideration of ONE DOLLAR (\$1.00) in hand paid by the said Borrower to the undersigned, and in consideration of the consummation of said loan in reliance upon this instrument, SouthTrust Bank hereby subordinates all right, title, or interest under the mortgage above set forth, or otherwise, in or to the property therein described, as against said loan to be so made by the Lender, so that the First Mortgage to be executed by the said Borrower to the Lender shall convey title to said property superior to the mortgage of SouthTrust Bank and superior to the indebtedness thereby secured. This Subordination Agreement shall be binding upon the heirs and assigns of SouthTrust Bank and shall operate to the benefit of the grantee in the First Mortgage, the successors and assigns of said grantee, and of any purchaser at any foreclosure sale thereunder, and shall apply with like force and effect to any renewal thereof.

The mortgage now held by SouthTrust Bank shall remain otherwise in full force and effect, the subordination herein provided being limited in application to the proposed loan herein set forth, or any renewal thereof.

WITNESS the hand and seal of the undersigned, this the
6 day of December, 2002.

SouthTrust Bank

BY: Stephera Pence
Its: Asst Vice Pres

STATE OF Alabama
Jefferson COUNTY)

I, the undersigned Notary Public, in and for said State and County, hereby certify that Stephen A. Dierce whose name as AVP of SouthTrust Bank a corporation, is signed to the foregoing Subordination, and who is known to me, acknowledged before me on this day that, being informed of the contents of the subordination, he/she, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and official seal this the 6 day of December, 2002.

Leah F. Myer
NOTARY PUBLIC

My Commission Expires: _____

MY COMMISSION EXPIRES MAY 30, 2005.