

SUBORDINATION AGREEMENT

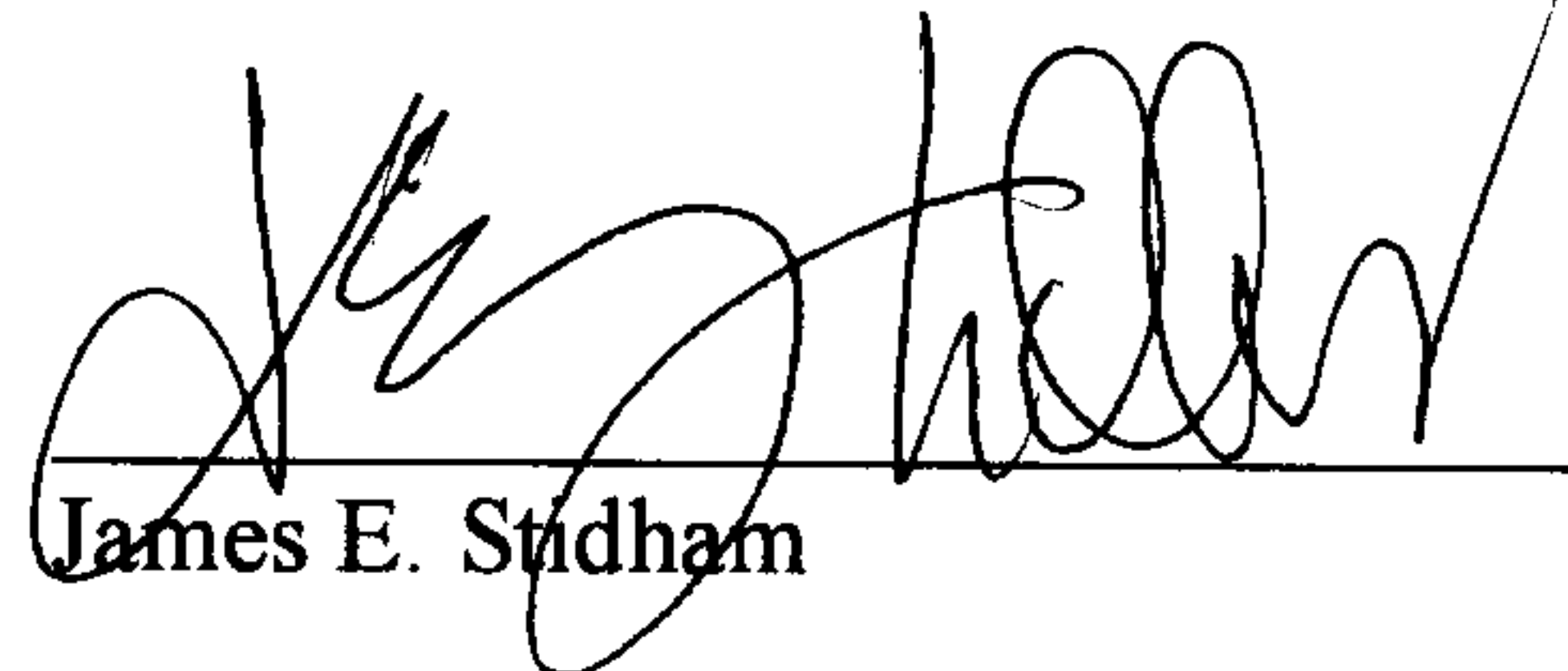
Pursuant to the terms of the mortgage entered into by and between James E. Stidham and Deborah L. Stidham to National Bank of Commerce of Birmingham on May 11, 1999 and recorded in Instrument 1999-23003 in the Probate Office of Shelby County, Alabama.


National Bank of Commerce of Birmingham does declare the lien of its mortgage dated May 11, 1999 and recorded in Instrument 1999-23003 in the Probate Office of Shelby County, Alabama to be second and subordinate to the lien of mortgage given by Synovus Mortgage Corporation in the amount of Three Hundred Ten Thousand Dollars and no/100----- (\$310,000.00) executed on December 20, 2002 recorded in the Probate Office of Shelby County, Alabama.

Both mortgages are encumbering certain real property described as:


See Attached Exhibit "A".

IN WITNESS WHEREOF, this Subordination Agreement has been executed on this 20th of December, 2002.


James E. Stidham


Deborah L. Stidham

NATIONAL BANK OF COMMERCE
OF BIRMINGHAM

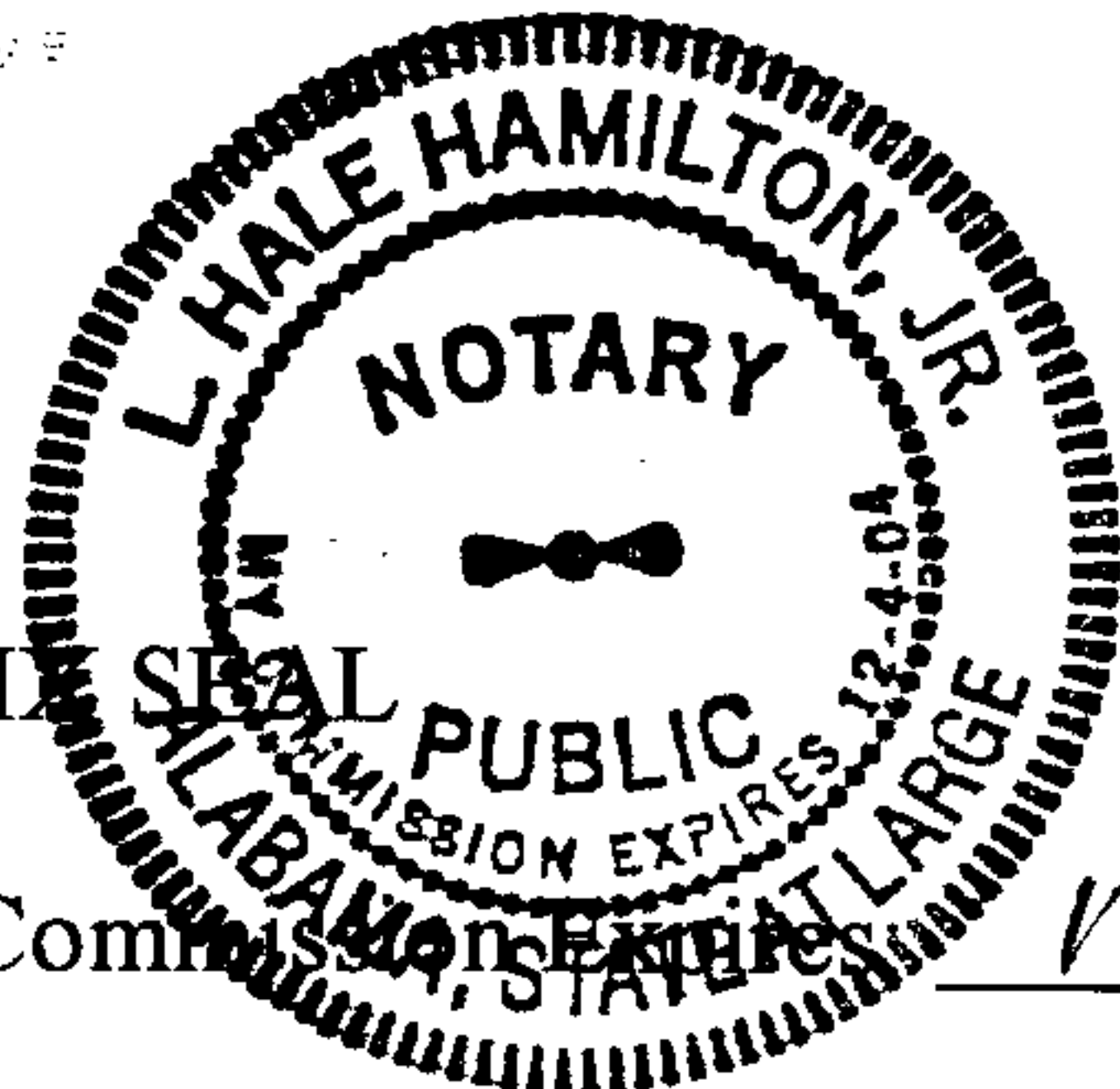
BY: 
Its: Assistant Vice President

STATE OF ALABAMA)
COUNTY)

I, the undersigned authority, a Notary Public in and for said county in said state, hereby certify that James E. Stidham and Deborah C. Stidham whose name is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, he executed the same voluntarily on the date the same bears date.

Given under my hand and official seal of office this 20th day of December, 2002.

AFFIX SEAL
My Commission Expires: 12-4-04



[Signature]
Notary Public

STATE OF ALABAMA)
COUNTY OF Jefferson)

I, the undersigned, a Notary Public, in and for said county in said state hereby certify that Deborah B. Sasser whose name as Asst. Vice President of National Bank of Commerce of Birmingham 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 or she, is his/her capacity as such officer executed the same for and as the act of said corporation.

Given under my hand and official seal of office this the 20th day of Dec., 2002.

[Signature]
Notary Public

AFFIX SEAL

My Commission Expires: May 14, 2003

EXHIBIT "A"

20030115000030610 Pg 3/3 17.00
Shelby Cnty Judge of Probate, AL
01/15/2003 13:13:00 FILED/CERTIFIED

3. The Land is described as follows:

Lot 5, according to the Survey of Lake Heather Estates (Givianpour's Addition to Inverness), as recorded in Map Book 16, page 121 A/B/C, in the Probate Office of Shelby County, Alabama.

TOGETHER with a nonexclusive easement to use the private roadways, Access Easements and other easements, all as more particularly described in the Declaration of Protective Covenants for Lake Heather Estates, recorded at Instrument 1992-16226, as amended by Instrument 1996-26076, in the Probate Office of Shelby County, Alabama. (which, together with all amendments thereto, as hereinafter collectively referred to as the "Declaration").

Note: This Commitment consists of insert pages labeled in Schedule A, Schedule B-Section 1, and Schedule B-Section 2. This Commitment is of no force and effect unless all schedules are included, along with any Rider pages incorporated by reference in the insert pages.