

SUBORDINATION AGREEMENT

STATE OF ALABAMA
COUNTY OF SHELBY

THAT, WHEREAS, DAVID MARCUS CLEMENTS AND SPOUSE, TERESA BRYAN CLEMENTS, have an outstanding lien in favor of SOUTHTRUST BANK, dated the 14TH day of MARCH, 1994 recorded in the Probate Office of SHELBY COUNTY, Alabama, in Inst. # 1994/25431 on certain real estate described herein to secure an indebtedness of \$ 40,000.00, and said lien is in full force and effect, and,

WHEREAS, DAVID MARCUS CLEMENTS AND SPOUSE, TERESA BRYAN CLEMENTS have made an application to SOUTHTRUST MORTGAGE CORPORATION for a loan in the sum of \$178,000.00 and said to SOUTHTRUST MORTGAGE CORPORATION is willing to make said loan to the said DAVID MARCUS CLEMENTS AND SPOUSE, TERESA BRYAN CLEMENTS, provided he/she/they furnish it with a mortgage on the lands described in the aforesaid lien, and the said SOUTHTRUST BANK subordinate the above described lien and make the same second and subservient to the mortgage to SOUTHTRUST MORTGAGE CORPORATION, as recorded in INST. # 20030121000036720 and,

WHEREAS, the said SOUTHTRUST BANK is willing to subordinate its said lien and make the lien second and subservient to the mortgage of the said to SOUTHTRUST MORTGAGE CORPORATION as an inducement to it to make said loan.

IT IS FURTHER agreed that should default in the payments under the terms of the real estate mortgage to SOUTHTRUST BANK, the said Lender agrees to notify to SOUTHTRUST MORTGAGE CORPORATION of said default prior to taking legal action.

IN WITNESS WHEREOF, the said SOUTHTRUST BANK has caused its name to be hereunto signed on the 15 day of January 2003.

SOUTHTRUST BANK

BY: Stephen A. Pierce
ITS: Asst Vice Pres.

STATE OF ALABAMA
COUNTY OF JEFFERSON

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that Stephen A. Pierce whose name as AVP of SOUTHTRUST BANK, a corporation, is signed to the foregoing instrument, and who known to me, acknowledged before me on this day, that, being informed of the contents of the said instrument, she/he executed the same voluntarily for and as the act of said corporation.

Stephen A. Pierce
Notary Public
My Commission expires: _____

Prepared By:
STEWART & ASSOCIATES, P.C.
3595 GRANDVIEW PKWY, #350
BIRMINGHAM, ALABAMA 35243

MY COMMISSION EXPIRES MAY 30, 2005

BHM 30022