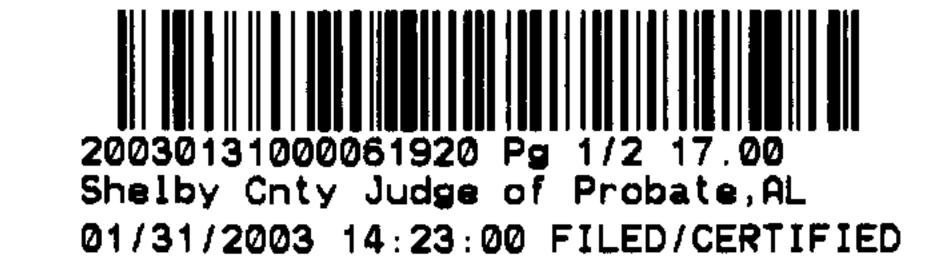
WHEN RECORDED MAIL TO:

USAA Federal Savings Bank 10750 McDermott Freeway San Antonio, TX 78288-0558

Attn: Home Equity Underwriting



SUBORDINATION OF LIEN

Date: January 8, 2003

Subordinating Party: USAA Federal Savings Bank

Subordinated Lien:

Date: October 30, 2002

Grantor(s): James S. Smith and Teresa R. Smith

Beneficiary: USAA Federal Savings Bank

Note Secured by Subordinated Lien: Note dated October 30, 2002, in the original principal amount of \$30,000.00.

Recording Information: Mortgage dated October 30, 2002, recorded on November 7, 2002 at Shelby County, State of Alabama in Inst#20021107000554730, which mortgage is a lien upon the said premises located at 160 Chestnut Lane, Helena, AL 35080.

Superior Lien:

Date: January 13, 2003

Borrower(s): James S. Smith and Teresa R. Smith

Lender: Trustmark National Bank

Note Secured by Superior Lien: Note dated January 13, 2003 with a loan amount not to exceed \$206,000.00

Property Address: 160 Chestnut Lane, Helena, AL 35080

Subordinating Party is the owner and holder of the Subordinated Lien, which is a lien against the Property.

For value received, Subordinating Party subordinates the Subordinated Lien against the Property to the Superior Lien and agrees that the Subordinated Lien will remain subordinate to the Superior Lien regardless of the frequency or manner of renewal, extension, change, or alteration of the Superior Lien or the Note Secured by Superior Lien.

USAA Federal Savings Bank

Diane P. Pene

By: Diane P. Peña

Consumer Lending Officer

STATE OF TEXAS

§

COUNTY OF BEXAR

JAMIE A. MANUEL

Notary Public

State of Texas

BEFORE ME, the undersigned authority, on this day personally appeared Diane P. Peña, Consumer Lending Officer of USAA Federal Savings Bank, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed on behalf of said federal savings bank.

GIVEN under my hand and seal of office this January 8, 2003.

Jamie

Jamie A. Manuel

Notary Public, State of Texas

My Commission Expires:

08/31/2003