

THE STATE OF ALABAMA)
:
COUNTY OF SHELBY)

SUBORDINATION AGREEMENT

KNOW ALL MEN BY THESE PRESENT:

WHEREAS, the undersigned, Regions Bank acknowledges that debt secured by that certain Mortgage dated June 5, 2001 in the original amount of \$32,000.00 from Gregory C. Halfacre and Dana L. Halfacre to Regions Bank, on the following described real estate situated and being in Shelby County, Alabama, to wit:

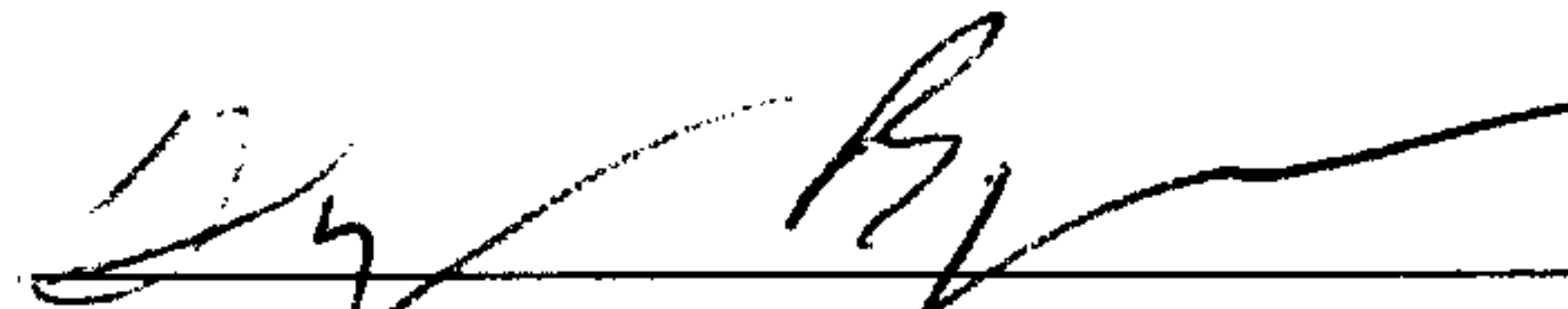
Lot 409, according to the Survey of Windstone IV, as recorded in Map Book 27, Page 55, in the Office of the Judge of Probate of Shelby County, Alabama.

WHEREAS, the undersigned, understands and agrees that the debt secured by that certain Mortgage dated June 5, 2001 from Gregory C. Halfacre and Dana L. Halfacre to Regions Bank, recorded in Instrument #2001-24141, in the Office of the Judge of Probate of Shelby County, Alabama, in the principal amount of \$32,000.00 shall be second, subordinate and inferior to that certain Mortgage dated February 13, 2003, executed by Gregory C. Halfacre and Dana L. Halfacre to Regions Mortgage Inc. recorded in Instrument # 20030220000105490, in the Office of the Judge of Probate of Shelby County, Alabama, in the principal amount of \$ 138,141.00 (first mortgage).

ANY DEFAULT under the terms of that certain Mortgage recorded in Instrument # 20030220000105490 in the Office of the Judge of Probate of Shelby County, Alabama (first mortgage) or the obligation secured thereby, shall constitute a default of that Mortgage recorded in Instrument #2001-24141 in the Office of the Judge of Probate of Shelby County, Alabama (second mortgage).

IN WITNESS WHEREOF, Regions Bank, has caused this instrument to be executed by its duly authorized officer as set forth by its signature and seal on this 10th day of February, 2003.

Regions Bank

 (SEAL)
BY: Greg Bozeman
ITS: Branch Mgr.

THE STATE OF ALABAMA)
:
COUNTY OF JEFFERSON)

I, the undersigned authority, a Notary Public in and for said county in said state, hereby certify that Greg Bozeman whose name as Branch Manager of Regions Bank, a corporation, 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/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 10th day of February, 2003.


NOTARY PUBLIC
My commission expires: 6/12/2003

THIS INSTRUMENT WAS PREPARED BY: Richard W. Theibert, Attorney
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