

SUBORDINATION AGREEMENT

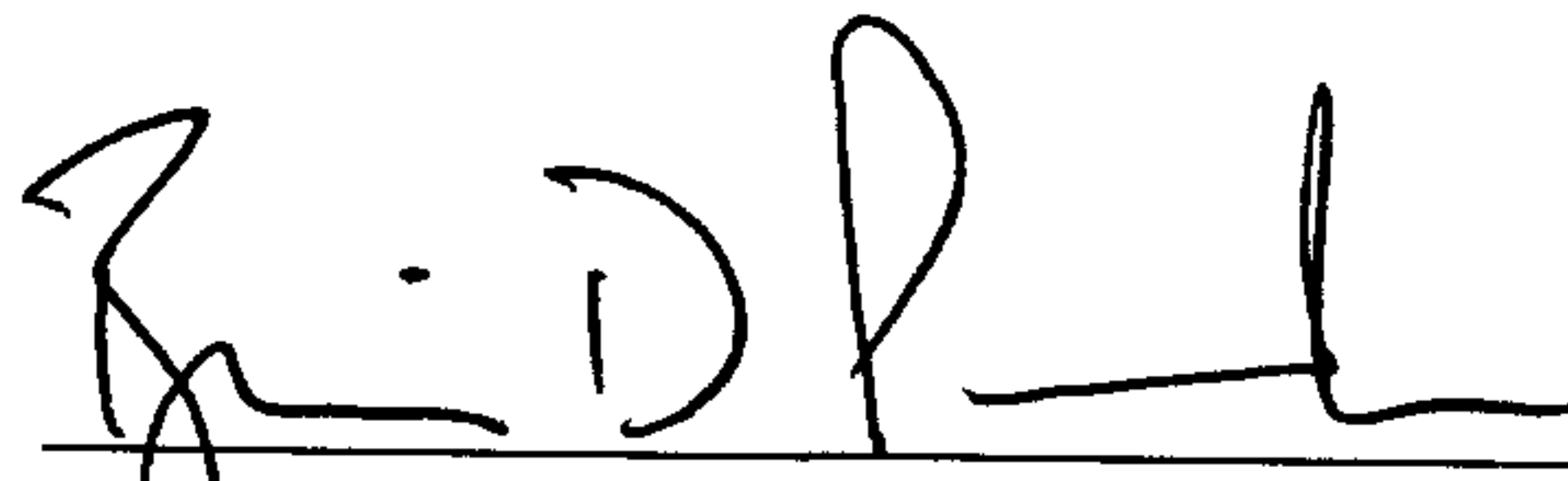
Pursuant to the terms of the mortgage entered into by and between Brian D. Parker and Jennifer L. Parker to National Bank of Commerce of Birmingham on September 6, 2002 and recorded in Inst 20021007000488970 the Probate Office of Shelby County, Alabama.

National Bank of Commerce of Birmingham does declare the lien of its mortgage dated September 6, 2002 and recorded in Inst 20021007000488970 the Probate Office of Shelby County, Alabama to be second and subordinate to the lien of mortgage given by Matrix Financial Services Corporation in the amount of Two Hundred Forty Six Thousand and no/100----(\$246,000.00) executed on March 28, 2003 and recorded in the Probate Office of Shelby County, Alabama.

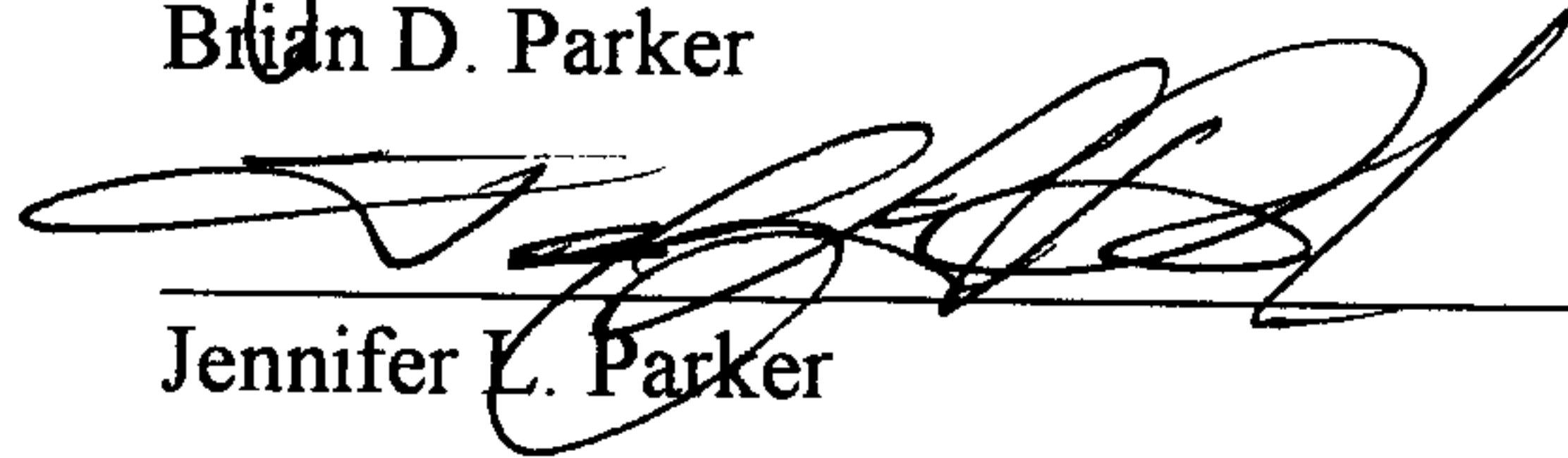
Both mortgages are encumbering certain real property described as:

Lot 9-12, Block 9, according to the Survey of Mt. Laurel-Phase IA, as recorded in Map Book 27, page 72 A & B, in the Probate Office of Shelby County, Alabama.

IN WITNESS WHEREOF, this Subordination Agreement has been executed on this _____ of _____, 2003.

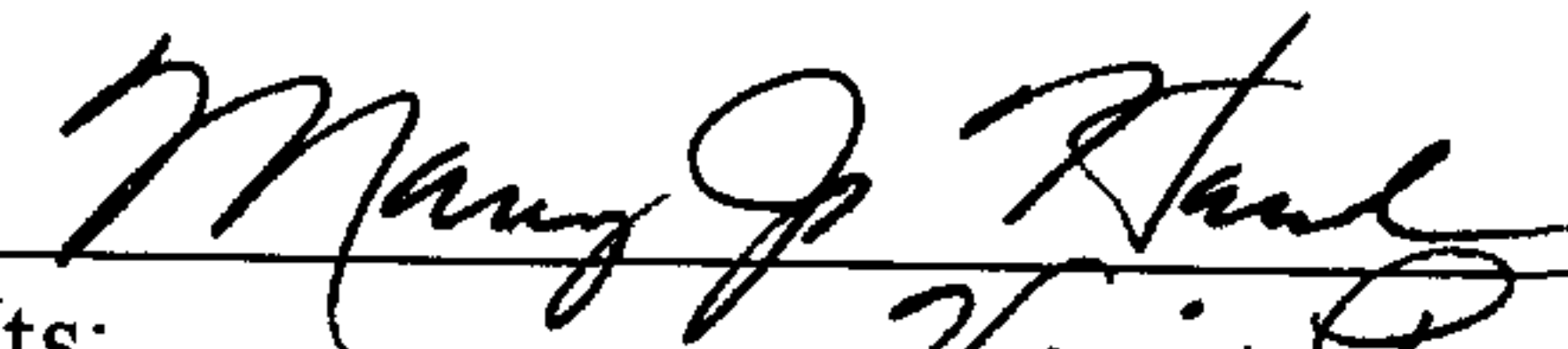


Brian D. Parker



Jennifer L. Parker

NATIONAL BANK OF COMMERCE
OF BIRMINGHAM

BY: 
Its: 

STATE OF ALABAMA)
COUNTY)

I, the undersigned authority, a Notary Public in and for said county in said state, hereby certify that Brian D. & Jennifer L. Parker 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 31st day of March, 2003.

Patricia K. Martin
Notary Public

AFFIX SEAL

My Commission Expires: 6/28/2004

STATE OF ALABAMA)
COUNTY OF Shelby)

I, the undersigned, a Notary Public, in and for said county in said state hereby certify that Mary Jo Hand whose name as 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, in 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 31st day of March, 2003.

Wendith Cagle Shyne
Notary Public

AFFIX SEAL

My Commission Expires: NOTARY PUBLIC STATE OF ALABAMA AT LARGE
MY COMMISSION EXPIRES: Sep 29, 2006
BONDED THRU NOTARY PUBLIC UNDERWRITERS