

STATE OF ALABAMA
COUNTY OF SHELBY

SUBORDINATION AGREEMENT

THIS SUBORDINATION AGREEMENT, made and entered into this the 7TH day of May, 2003 by and between National Bank of Commerce of Birmingham (hereinafter "NBC") and Compass Bank. (hereinafter "Compass").

WITNESSETH THAT, WHEREAS, William Wiggs Thompson, III and Sandra M. Thompson (hereinafter "Borrower", whether one or more), have an outstanding mortgage lien in favor of NBC on that certain real property described hereinafter to secure an indebtedness in the amount of **\$62,000.00**, and said lien is in full force and effect, said real property being more particularly described as follows:

Lot 36, according to the Survey of Heatherwood-4th Sector, as recorded in Map Book 9, Pages 161, 162 and 163, in the Office of the Judge of Probate of Shelby County, Alabama.

and,

WHEREAS, the Borrower has/have made an application to Compass for a loan in the amount of **\$241,500.00** and Compass is willing to make said loans to Borrower provided he/she/they furnish it with first position mortgage on the lands described in the aforesaid lien, and further provided that NBC subordinate the above described lien and make the same second and subservient to the mortgage of Compass; and ,

WHEREAS, it is the desire and intention of NBC to subordinate the lien, operation and effect of the above described mortgage in favor of NBC, for the full balance thereof, to the lien and operation of Compass aforesaid mortgage, in order that last said lien and mortgage shall become a lien of first priority on the real property described hereinabove, and further, that the lien and mortgage in favor of NBC shall be, and the same are by these presents made, second, junior and subservient to those lien and mortgage of Compass in every manner whatsoever.

NOW THEREFORE, in consideration of the premises and the sum of Ten and 00/100 (\$10.00) Dollars, receipt of which is acknowledged, the undersigned do/does hereby agree that the mortgage lien of William Wiggs Thompson, III and Sandra M. Thompson to NBC, dated 03/07/03, and recorded in Instrument No. **2003-18814** in the Office of the Judge of Probate of Shelby County, Alabama, shall be second and subservient to that certain first mortgage of Borrower to Compass, dated **05/08/03** and recorded in Instrument No. 2003-0521000315300 in the Office of the Judge of Probate of Shelby County, Alabama, to secure the sum of **\$241,500.00**, plus interest thereon, said lien of National Bank of Commerce of Birmingham being subordinated to the first mortgage of Compass Bank.

IN WITNESS WHEREOF, the parties hereto have set their hands and seals on this the 7TH day of **May, 2003**.

NATIONAL BANK OF COMMERCE OF BIRMINGHAM

BY: *Bobbie Y. Williams*
Its: *Vice President*

STATE OF ALABAMA
COUNTY OF Shelby

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Bobbie Y Williams whose name as Vice President of National Bank of Commerce of Birmingham, 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 this 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 7 day of **May, 2003**.

Catherine C. Hall

Notary Public

My Commission Expires

NOTARY PUBLIC STATE OF ALABAMA AT LARGE
MY COMMISSION EXPIRES: Nov 22, 2003
BONDED THRU NOTARY PUBLIC UNDERWRITERS

THIS INSTRUMENT PREPARED BY:

W. Russell Beals, Jr.

Beals & Associates, P.C.

4898 Valleydale Road #B3

Birmingham, AL 35242