

SUBORDINATION AGREEMENT

Pursuant to the terms of the mortgage entered into by and between James K. Scott, Jr. and Jeanie Dillard Scott to National Bank of Commerce of Birmingham on June 7, 2002 and recorded in Inst 20020621000291390 in the Probate Office of Shelby County, Alabama.

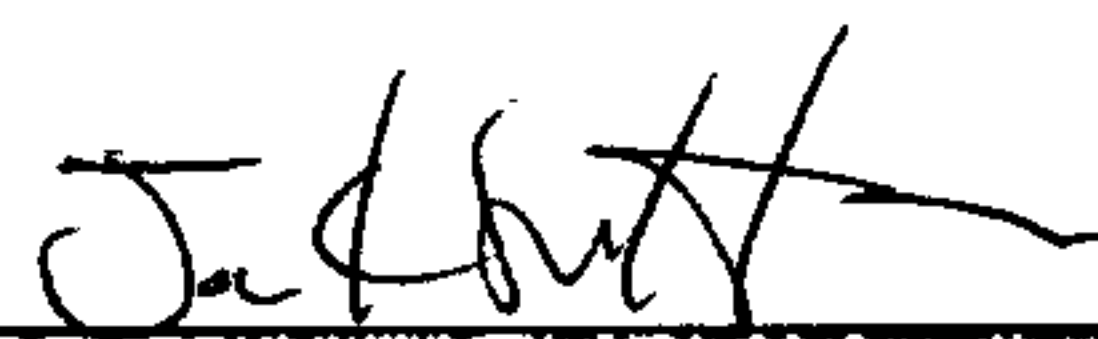
National Bank of Commerce of Birmingham does declare the lien of its mortgage dated June 7, 2002 and recorded in Inst 20020621000291390 in the Probate Office of Shelby County, Alabama to be second and subordinate to the lien of mortgage given by Flagstar Bank, FSB in the amount of Two Hundred Eight Thousand Five Hundred and no/100--- (\$208,500.00) executed on June 19, 2003 and recorded in the Probate Office of Shelby County, Alabama.

Both mortgages are encumbering certain real property described as:

Lot 16, according to the Survey of Oak Park Highlands, Sector 3, as recorded in Map Book 26, Page 136, in the Probate Office of Shelby County, Alabama.

IN WITNESS WHEREOF, this Subordination Agreement has been executed on this

19th of June, 2003.

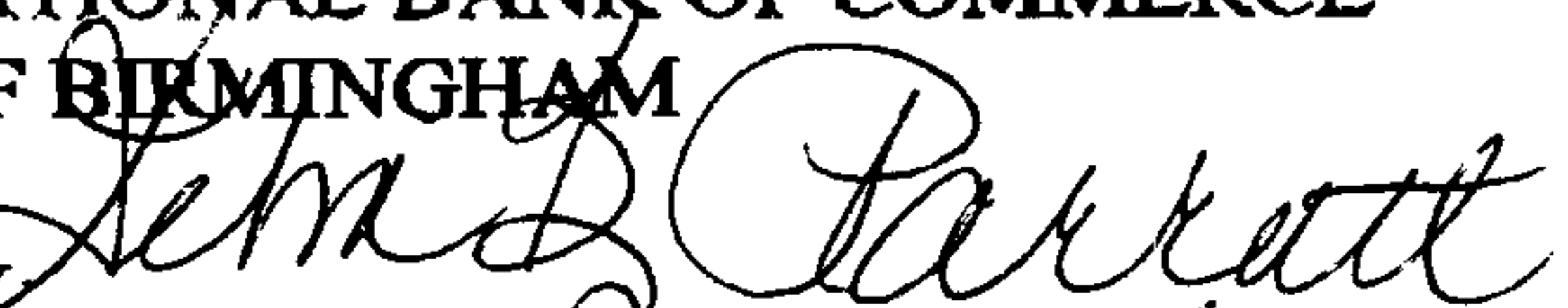


James K. Scott, Jr.



Jeanie Dillard Scott

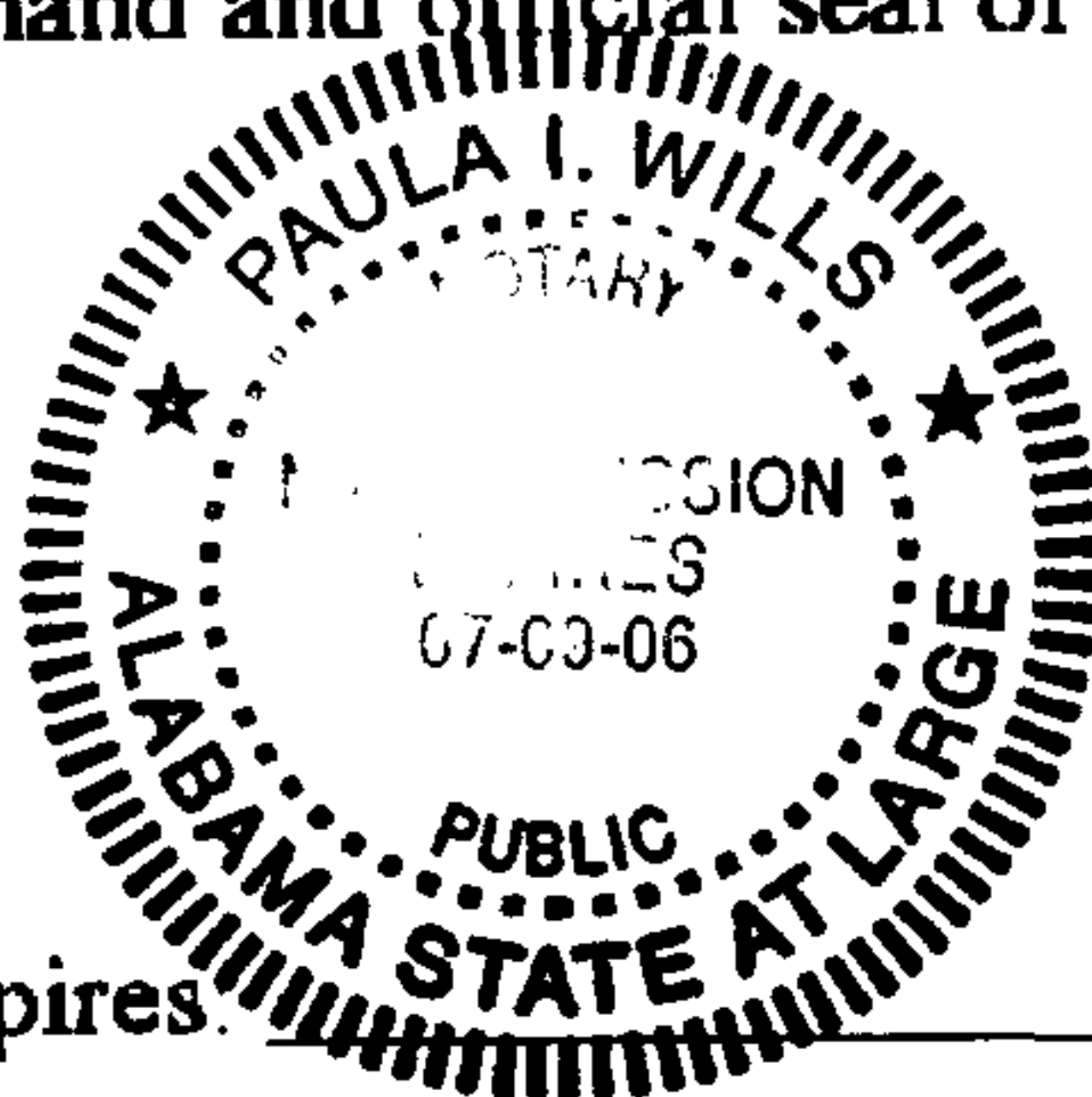
NATIONAL BANK OF COMMERCE
OF BIRMINGHAM

BY 
Its: Vice President

STATE OF ALABAMA)
COUNTY)

I, the undersigned authority, a Notary Public in and for said county in said state, hereby certify that James K. and Jeanie Willard Scott 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 19th day of June, 2003.



Paula I. Wills
Notary Public

AFFIX SEAL

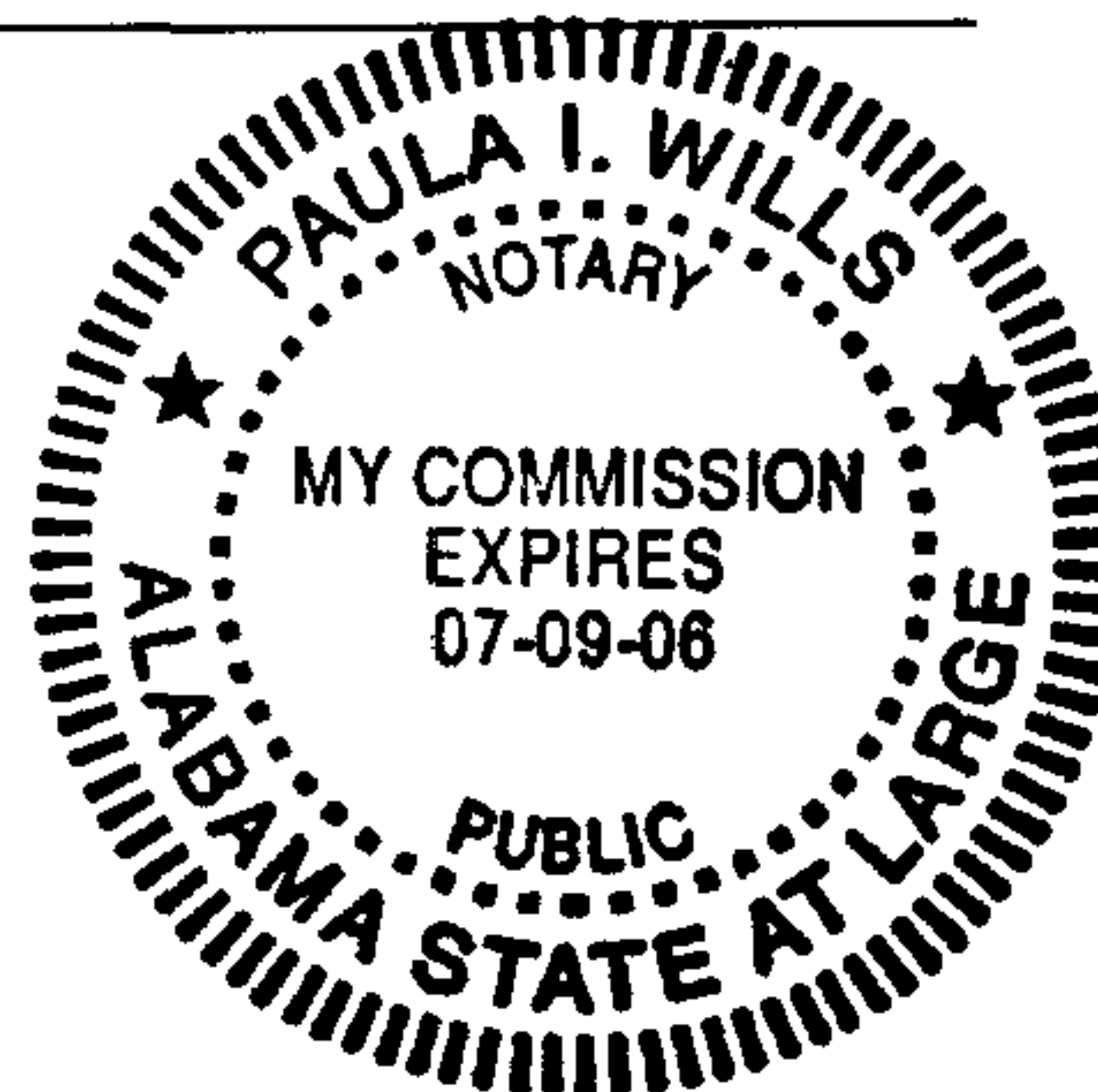
My Commission Expires: _____

STATE OF ALABAMA)
COUNTY OF)

I, the undersigned, a Notary Public, in and for said county in said state hereby certify that Debra B. Carrott 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, is 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 19th day of June, 2003.

Paula I. Wills
Notary Public



AFFIX SEAL

My Commission Expires: _____