

STATE OF ALABAMA }  
COUNTY OF JEFFERSON }

**SUBORDINATION AGREEMENT**

Now comes Citifinancial fka Commercial Credit of Alabama, holders of that certain mortgage executed by Eric R. Layton and Catherine H. Layton, which is filed at Inst. No. 1997-15821 in the Probate Office of Shelby County, Alabama, and does hereby agree to subordinate said mortgage lien to that mortgage lien of Pinkerton Financial Corporation, who holds a mortgage dated July 30, 2003, and filed at Inst. No. 20030808000519210, in the Probate Office of Shelby County, Alabama. The undersigned understands that by subordinating this mortgage lien same will become secondary and subordinate to that mortgage held by Pinkerton Financial Corporation, in the amount of \$122,500.00.

Dated this the 30TH day of July, 2003.

Citifinancial

By: [Signature]

Its BRANCH MANAGER

STATE OF ALABAMA }  
COUNTY OF JEFFERSON }

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that JAY DAVIS BRANCH MANAGER of Citifinancial, whose name(s) is signed to the foregoing conveyance, and who is known to me, acknowledged before me on this day that, being informed of the contents of the foregoing, he, as such officer and with such authority, executed the same voluntarily on the day the same bears date, for and as the act of said entity.

Given under my hand and official seal on this the 30TH day of July, 2003.

My commission expires: April 2, 2007

[Signature]  
NOTARY PUBLIC

This instrument was prepared by:  
Alan C. Keith, Attorney  
2100 Lynngate Drive  
Birmingham, AL 35216