

**SUBORDINATION AGREEMENT**

This SUBORDINATION AGREEMENT (the "Agreement"), made and entered into this 12<sup>th</sup> day of August, 2003, by and between Alexander Atwater and Meredith Atwater, ("Borrower"), Washington Mutual Bank, FA ("Washington Mutual"), and the subordinating party, SouthTrust Bank, (the "Creditor"), WITNESSETH:

WHEREAS, Creditor is holder of a mortgage on property located at 2721 Drennen Circle, Birmingham, AL 35242, (the "Premises") from Borrower to Creditor in the amount of 80,000 dated 05/16/2002, recorded 07/12/2002 and recorded in Book \_\_\_\_\_, Page \_\_\_\_\_, in Shelby County Alabama, (the "Subordinated Mortgage"); and

WHEREAS, a new mortgage has now been or will be executed by the Borrower whereby Washington Mutual is holder of a mortgage on the Premises from Borrower to Washington Mutual dated August 28, 2003, in the principal amount not to exceed \$200,000 (the "New Mortgage")

WHEREAS, Creditor intends by this Agreement to waive the priority of the lien on the Subordinated Mortgage in favor of the New Mortgage;

NOW THEREFORE, in consideration of the sum of One Dollar cash in hand paid to the Creditor, the receipt of which is hereby acknowledged, the Creditor expressly: (I) waives the priority of the Subordinated Mortgage and (II) subordinates all rights, titles, or interest under the Subordinated Mortgage to the lien of the New Mortgage to the same extent as if the New Mortgage had been executed and recorded before the execution and recording of the Subordinated Mortgage.

IN WITNESS WHEREOF, the said creditor has caused its corporate seal to be hereto affixed and these presents to be signed in its name and behalf by Wanda S. Casey, this 12 day of August, 2003.

By: Wanda S. Casey

Its: Asst Vice Pres.

Dated August 12, 2003



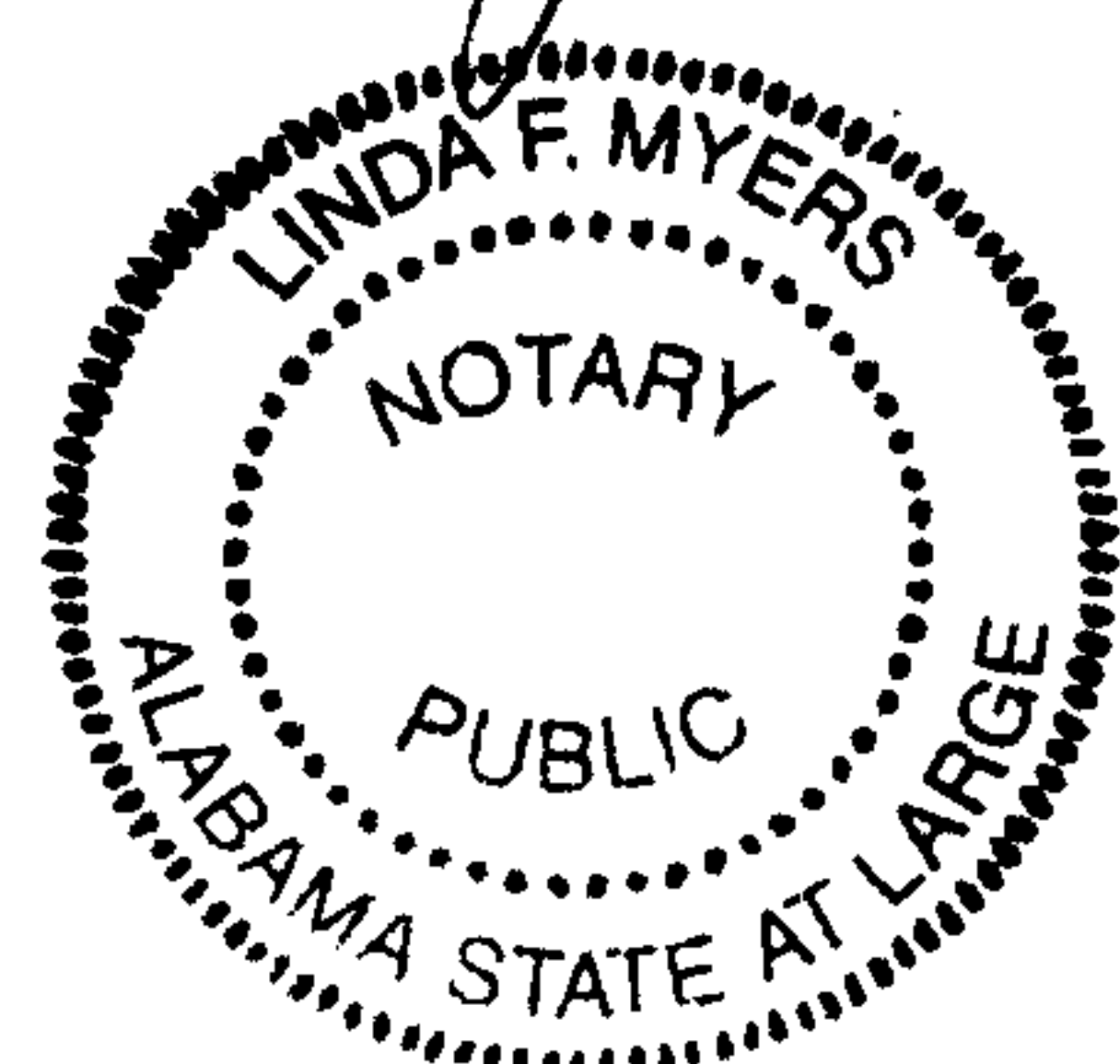
County of Jefferson } SS:

Before me the undersigned, a Notary Public, in and said County and State on this 12 day of Aug, 2003, personally appeared Wanda S. Casey, to me known to be the identical person who subscribed the name of the maker thereof to the foregoing instrument as its Asst Vice President and acknowledged to me that \_\_\_\_\_ executed the same as his free and voluntary act and deed and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

Given under my hand and seal of office the day and year last above written.

My Commission expires \_\_\_\_\_  
MY COMMISSION EXPIRES MAY 30, 2005

Linda F. Myers  
Notary Public



ATM Corp

**EXHIBIT A**

20030903000588080 Pg 2/2 14.00  
Shelby Cnty Judge of Probate, AL  
09/03/2003 15:36:00 FILED/CERTIFIED

**ALL THAT PARCEL OF LAND IN CITY OF BIRMINGHAM, SHELBY COUNTY, STATE OF ALABAMA, AS MORE FULLY DESCRIBED IN DEED BOOK 1999, PAGE 17255, ID# 10-1-11-0-007-050.000, BEING KNOWN AND DESIGNATED AS LOT 50, MEADOW RIDGE, FILED IN PLAT BOOK 11, PAGE 40 .**

**BY FEE SIMPLE DEED FROM JOSEPH C. LAMBERT AND JACQUELYN A. LAMBERT, HUSBAND AND WIFE AS SET FORTH IN BOOK 1999 PAGE 17255 DATED 04/05/1999 AND RECORDED 04/23/1999, SHELBY COUNTY RECORDS, STATE OF ALABAMA.**