

GENERAL SUBORDINATION AGREEMENT

WHEREAS, Marlin T. Gallups and wife, Judy J. Gallups, (hereinafter referred to as the "Borrower, whether one or more) has applied to Worthington Mortgage, Inc., its successors and/or assigns, for a loan in the amount of 65,500.00, to be secured by a mortgage on the property described as follows:

See Attached Exhibit "A" for legal description.

WHEREAS, Regions Bank has a lien or other interest in said property, which would in the absence of this agreement be superior to the mortgage to be executed by the Borrower to said Worthington Mortgage, Inc.. and

WHEREAS, said Worthington Mortgage, Inc.. is unwilling to make the requested loan to the Borrower unless the lien or other interest in said property is subordinated to the mortgage to be executed by the Borrower to said Worthington Mortgage, Inc.

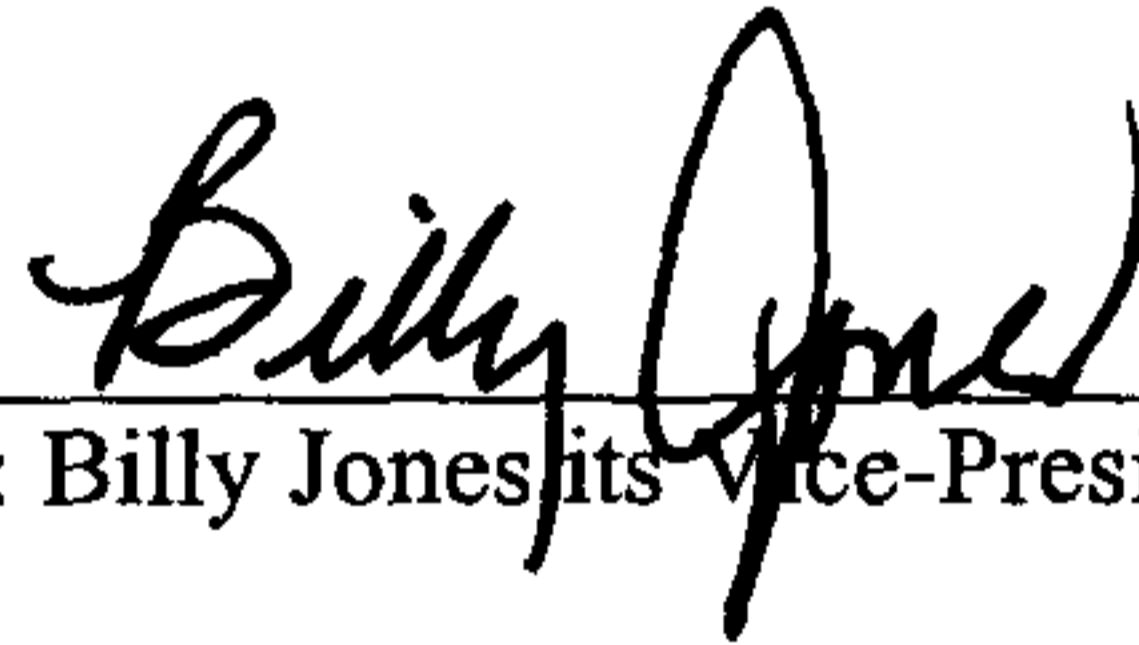
NOW THEREFORE, in consideration of the premises and other good and valuable considerations, and in order to induce said Worthington Mortgage, Inc. it successors and/or assigns, all right, title and interest of the undersigned in and to the above described property, situated in Shelby County, Alabama, to wit:

All rights under Home Equity Line of Credit Mortgage recorded in Instrument #2000-24079, dated 5th of July, 2000, on the above described property, which is recorded in the Probate Office of Shelby County, Alabama.

Including, without limitation, any lien which the undersigned has on said property.

IN WITNESS WHEREOF, the undersigned has hereunto set its hand and seal, this 18th day of June, 2003.

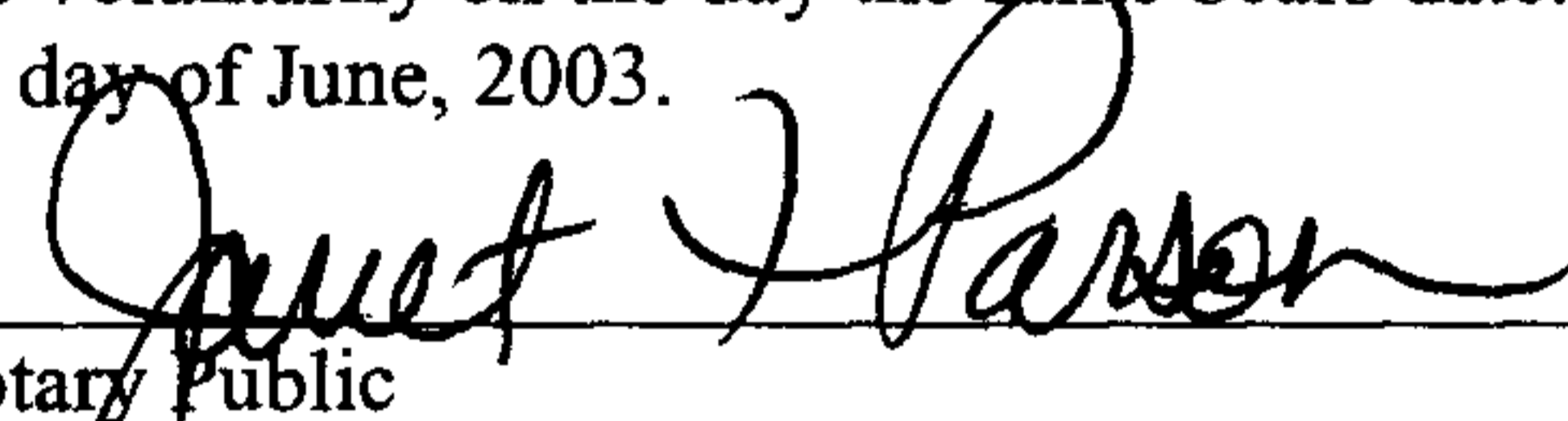
Regions Bank


by: Billy Jones, Vice-President

STATE OF ALABAMA
SHELBY COUNTY

I, the undersigned authority, a Notary Public, in and for said County, in said State, personally appeared Billy Jones, whose name as Vice President of Regions Bank 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 conveyance, he, as such officer and with full authority, executed the same voluntarily on the day the same bears date.

Given under my hand and official seal, this 18th day of June, 2003.


Notary Public

My Commission Expires: 10/16/04

Exhibit "A"
LEGAL DESCRIPTION

Commence at the Northeast corner of the Southeast Quarter of the Southwest Quarter of Section 10, Township 21 South, Range 1 East; run thence in a Westerly direction along the North line of said Quarter-Quarter Section for 344.0 feet to the point of beginning; continue Westerly along said Quarter-Quarter Section line for 209.94 feet to the East right of way of County Road Number 7; thence turn an interior angle right of 117 degrees 28 minutes 21 seconds and run Southwesterly along said East right of way for 189.84 feet; run thence in a Southwesterly direction along said right of way and curve to the right having a radius of 1710.40 feet for an arc length of 189.14 feet; thence turn an interior angle right (measured from the chord of the preceding curve) of 84 degrees 39 minutes 46 seconds and run Southeasterly for 255.97 feet; thence turn an interior angle right of 84 degrees 56 minutes 27 seconds and run Northeasterly for 469.49 feet to the point of beginning.

Being situated in the Southwest Quarter of Section 10, Township 21 South, Range 1 East, Shelby County, Alabama.