

SUBORDINATION OF MORTGAGE

In consideration of One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, the undersigned, Charter One Bank, N.A., a corporation organized and doing business under the laws of the United States of America, formerly known as Charter One Bank, F.S.B., whose address is 1215 Superior Ave., Cleveland, OH 44114, being the beneficiary under the following mortgage ("Subordinate Mortgage"):

Mortgage in the original amount of Twenty Seven Thousand Dollars (\$27,000.00), dated 25th day of June 2001, executed by Kenneth D. McLain and Danita D. McLain, recorded on in Instrument #2001-27659 and subordinated by subordination agreement recorded, in Instrument #20021031000538510, in the Shelby, Alabama Records upon the following described premises., to-wit

Lot 35, according to the Survey of The Highlands, 2nd Sector, as recorded in Map Book 18, Page 48, in the Office of the Judge of Probate of Shelby County, Alabama.
And commonly known as 812 Hillshire Drive, Birmingham, Al 35244

WHEREAS, on May 7, 2002, Charter One Bank, F.S.B. converted from a federal savings bank to a national banking association and changed its name to Charter One Bank, N.A.; and

does hereby waive and subordinate the priority and operation of the Subordinate Mortgage upon the therein described premises to the following described mortgage ("New Mortgage"):

Mortgage to be executed by Kenneth D. McLain and Danita D. McLain as Borrower, to Charter One Mortgage Corp. as Lender, securing a total indebtedness not to exceed One Hundred Thousand and No/100 Dollars, (\$100,000.00), upon the above described property

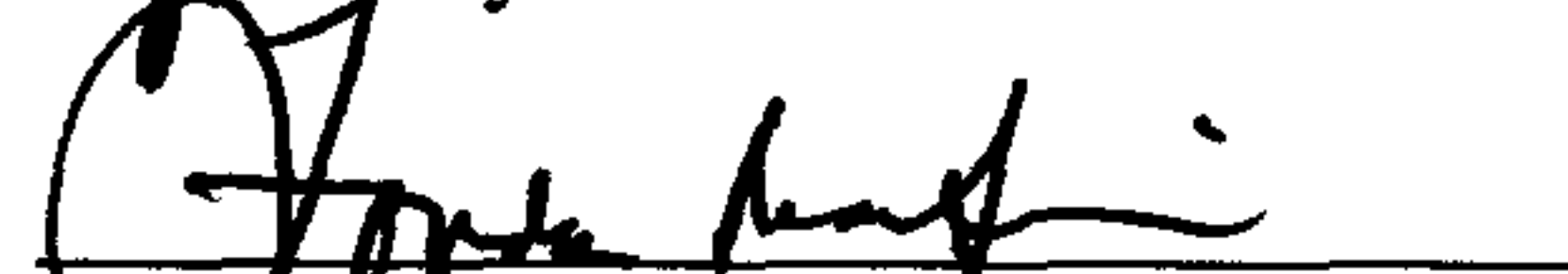
in order that the lien of the Subordinate Mortgage be taken as junior and inferior to the lien of the New Mortgage without otherwise affecting the lien of the Subordinate Mortgage.

This Agreement shall be governed by and construed in accordance with the laws of the State of Alabama applicable to contracts made and to be performed in said State, shall not be modified, amended or terminated orally, and shall be binding upon and inure to the benefit of the parties hereto and their respective successors, designees and assigns.

IN WITNESS WHEREOF, Bank has caused this subordination to be executed this 14th day of November, 2003.

SIGNED IN THE PRESENCE OF:


Name: Judy McLawhorn


Name: Fonda Martin

CHARTER ONE BANK, N.A.

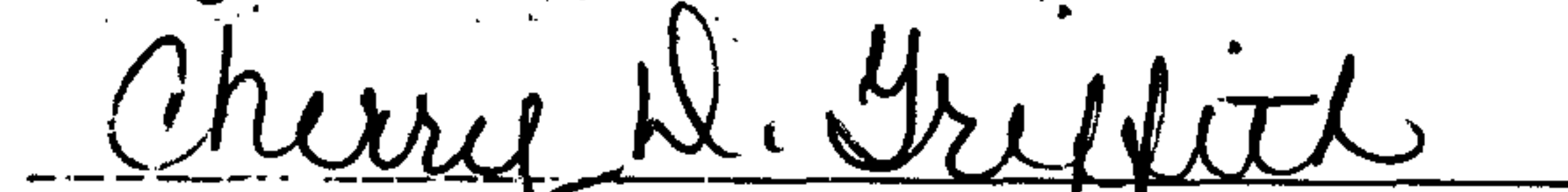
By: 
Name: Cynthia L. Gamcsik
Title: Vice President

By: 
Name: Susan M. Goodwill
Title: Vice President

STATE OF VIRGINIA)
COUNTY OF HENRICO) SS:

SWORN TO BEFORE ME, a Notary Public, in and for said County and State, personally appeared Cynthia L. Gamcsik Vice President, and Susan M. Goodwill, Vice President of Charter One Bank, N.A., who acknowledged that they did sign the foregoing instrument as its duly authorized officers and that the same is the free act and deed of said corporation and the free act and deed of them personally and as said officers.

WITNESS my signature and notarial seal at Richmond, Virginia 14th day of November, 2003.


Notary Public 1-31-07

This Instrument Prepared by and Return to:
CHARTER ONE BANK, N.A.
Attn: Loan Servicing, EV950
3rd Floor
75 Erieview Plaza
Cleveland, OH 44114-3279