

THIS INSTRUMENT WAS PREPARED BY:

Royce willis

Alabama Power Company

600 North 18 th Street
Street

Birmingham, Alabama 35203
City/ State/ Zip Code

STATE OF ALABAMA)

COUNTY OF Shelby)

SUBORDINATION OF RECORDED FINANCING STATEMENT (APCO)

Alabama Power Company, an Alabama corporation ("APCO"), for good and valuable consideration, hereby acknowledges and agrees that its lien and security interest evidenced and secured by that certain UCC-1 financing statement bearing file number 1999-42890 showing Mary Mihokanichas Debtor (the "Debtor," whether one or more) recorded in the office of the Judge of Probate of Shelby County, Alabama (the "Financing Statement"), shall be and hereby is subordinate in right of priority to the lien of that certain mortgage from the Debtor to Bank Of America (the "Mortgagee"), recorded in the office of the Judge of Shelby County, Alabama at Columbia Book _____, Page _____ (the "Mortgage"); provided, however, that such subordination shall be effective only to the extent that the Mortgage secures that certain loan from Mortgagee to Debtor in a principal amount not to exceed \$ 85,000.00 (the "Loan"), together with interest on the Loan and any amounts specifically secured by the Mortgage which are expended by the Mortgagee to protect or enforce Mortgagee's rights under the Mortgage with respect to the Loan (the "Superior Indebtedness"). As used in this Subordination, the term "Superior Indebtedness" includes any extensions, renewals, modifications and replacements of or substitutions for the Superior Indebtedness; however, the term "Superior Indebtedness" does not include any increases in the principal amount of the Loan. APCO's lien and security interest evidenced and secured by the Financing Statement shall be superior in right of priority to the lien of the Mortgage to the extent that the Mortgage secures any indebtedness of the Debtor to the Mortgagee other than the Superior Indebtedness. * 20030522000319740

Notwithstanding anything expressed or implied herein, APCO does not in any way release, waive or subordinate the debt relating to or secured by the Financing Statement, or any portion of that debt or payments on it.

The provisions of this Subordination Agreement are solely for the benefit of APCO and the Mortgagee, and shall not modify any of the agreements executed or delivered in connection with the Financing Statement or the Mortgage or waive any of the rights of APCO or the Mortgagee, as the case may be, as against the Debtor, nor shall it constitute or give rise to any defense, right of offset or counterclaim by the Debtor.

IN WITNESS WHEREOF, Alabama Power Company, an Alabama corporation, has caused these presents to be executed this 29th day of October, 2003.

RECORDED RETURN TO:

Old Republic Title
Attn: Escrow Dept.
320 Springside Dr.
Suite 320
Akron, OH 44333

20234897

ALABAMA POWER COMPANY

Royce Willis

By Royce Willis

Its Marketing Rep.

STATE OF ALABAMA)

COUNTY OF Talladega)

Marketing Rep. I, *Aimee Holmes*, a Notary Public in and for said County in said State, hereby certify that *Royce Willis*, whose name as *Rep.* of Alabama Power Company, a state banking corporation, 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 the instrument, (s)he, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation.

Give under my hand this the 29 day of Oct, 2003.

James D. Burnett
Notary Public

My Commission Expires: _____

(NOTARIAL SEAL)

My commission expires June 28, 2005

EXHIBIT "A"

THE FOLLOWING DESCRIBED REAL ESTATE, SITUATED IN SHELBY COUNTY, ALABAMA, TO-WIT:

FROM THE NORTHEAST CORNER OF THE NE1/4-SE1/4 OF SECTION 26, TOWNSHIP 19 SOUTH, RANGE 2 EAST, SHELBY COUNTY, ALABAMA PROCEED N 89° 36' 47" W ALONG THE NORTH BOUNDARY OF SAID NE1/4-SE1/4 FOR A DISTANCE OF 987.25 FEET TO A POINT IN THE CENTER OF A COUNTY PAVED ROAD; THENCE S 59° 07' 53" E ALONG THE CENTER OF SAID HIGHWAY FOR 78.58 FEET TO THE POINT OF BEGINNING OF HEREIN DESCRIBED PARCEL OF LAND; THENCE FROM SAID POINT OF BEGINNING CONTINUE ALONG THE CENTER OF SAID HIGHWAY THE FOLLOWING COURSES; THENCE S 68° 14' 23" E 203.99 FEET; THENCE S 72° 45' 42" E 169.67 FEET; THENCE S 73° 13' 30" E 118.02 FEET; THENCE S 72° 16' 09" E 200.60 FEET; THENCE S 56° 02' 29" E 157.64 FEET; THENCE S 39° 06' 19" E 104.91 FEET; THENCE S 26° 23' 59" E 78.63 FEET; THENCE S 16° 49' 11" E 59.84 FEET; THENCE S 6° 50' 19" E 72.16 FEET TO THE POINT OF INTERSECTION WITH THE CENTER OF SAID HIGHWAY AND THE EAST BOUNDARY OF THE AFOREMENTIONED NE1/4-SE1/4; THENCE S 0°35'18" W ALONG THE EAST BOUNDARY OF SAID NE1/4-SE1/4 AND THE CENTER OF SAID HIGHWAY FOR 171.08 FEET; THENCE S 81° 24' 19" W FOR 1212.95 FEET; THENCE N 19° 55' 01" W 232.13 FEET; THENCE N 0° 28' 56" E 686.50 FEET; THENCE S 89° 36' 18" E 134.76 FEET; THENCE N 80° 21' 28" E 229.50 FEET, BACK TO THE POINT OF BEGINNING, CONTAINING 21.00 ACRES.

A PART OF THE NE 1/4 OF THE SE 1/4 OF SECTION 26 T19S-R2E, SHELBY COUNTY ALABAMA.

END OF SCHEDULE A