

CORRECTIVE DOCUMENT

## SUBORDINATION AGREEMENT

20031230000031070 Pg 1/3 17.00  
Shelby Cnty Judge of Probate, AL  
12/30/2003 10:34:00 FILED/CERTIFIED



20050302000099450 Pg 1/3 17.00  
Shelby Cnty Judge of Probate, AL  
03/02/2005 14:55:00 FILED/CERTIFIED

THIS SUBORDINATION AGREEMENT (the "Agreement") is made, executed and delivered by BancorpSouth Bank (the "Prior Lender") as of the 18th day of December, 2003 in favor of and for the benefit of BancorpSouth Mortgage (the "Lender") for the purposes herein stated.

WITNESSETH:

WHEREAS, the Prior Lender has previously made a loan (the "Prior Loan") to Michael F. Donahoo and Vanessa G. Donahoo, husband and wife, (collectively the "Borrower"), evidenced and secured by a Promissory Note dated January 17, 2002, a Mortgage and Security Agreement (the "Prior Mortgage") recorded in Instrument 2002/08877 and #20030512000292990, in the Probate Court for Shelby County, Alabama, and various other agreements, documents and instruments executed in connection with the Prior Loan (for convenience the prior Promissory Note, the Prior Mortgage, and the other agreements, documents and instruments are collectively referred to as the "Prior Loan Documents"); and

WHEREAS, Lender has agreed to make a new loan in the amount of \$273,500.00 (the "New Loan") to the Borrower on the condition that, among other things, the Prior Mortgage, the Prior Loan Documents and all indebtedness secured by the Prior Mortgage or any of the other Prior Loan Documents be junior and subordinate to various agreements, documents, and instruments to be executed by Borrower in connection with the New Loan (collectively the "New Loan Documents") including, without limitation, a promissory note in the amount of \$273,500.00, a Mortgage and Security Agreement executed or to be executed by Borrower (the "New Mortgage"), and other agreements, documents, and instruments to be executed in connection with the New Loan. The Prior Lender Mortgage and the New Mortgage cover and relate to the real property described in EXHIBIT A.

NOW, THEREFORE, in consideration of the premises, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and to induce Lender to make the New Loan, Prior Lender covenants and agrees that the Prior Lender Mortgage and all indebtedness and liens evidenced or secured by the Prior Mortgage or any of the other Prior Loan Documents are and shall be junior and subordinate in all respects to the New Loan, the New Mortgage and all of the other New Loan Documents.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the day and year first written above.

I certify this to be a true and  
correct copy *Patricia Yeager Flomister*  
Probate Judge  
Shelby County

01-12-05

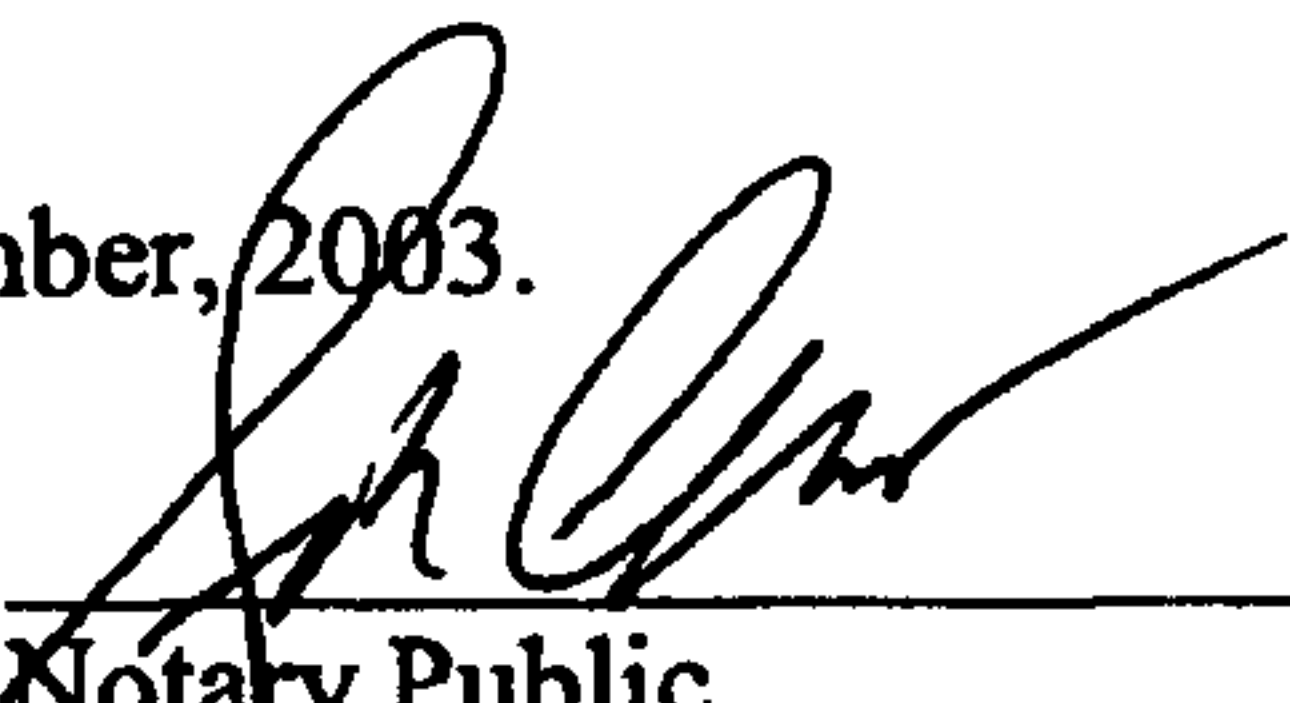
BY:   
Gerald L. Watkins, Jr.

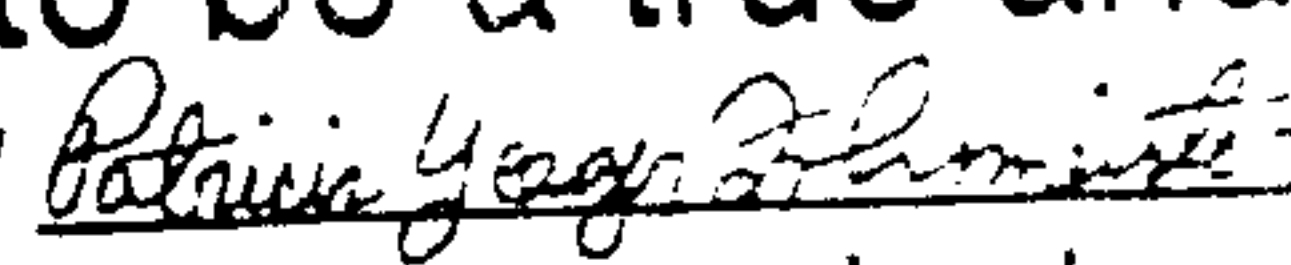
ITS: Vice President

STATE OF ALABAMA     )  
COUNTY OF SHELBY    )

I, Stacey R. Sellers, a Notary Public in and for said County, in said State, hereby certify that Gerald L. Watkins, Jr., whose name as the Vice President of BancorpSouth Bank is signed to the foregoing Subordination Agreement, and who is known to me, acknowledged before me on this day that, being informed of the contents of the Subordination Agreement, he, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand this 18th day of December, 2003.

  
Notary Public  
My Commission Expires:  
NOTARY PUBLIC STATE OF ALABAMA AT LARGE  
MY COMMISSION EXPIRES: May 31, 2004  
BONDED THRU NOTARY PUBLIC UNDERWRITERS

I certify this to be a true and  
correct copy 

Patricia Yancy  
Probate Judge  
Shelby County

01-12-05

Exhibit A

Lot 3, According to the Survey of Phase II Crystal Lake Estates, as recorded in Map  
Book 13, page 15, in the Probate Office of Shelby County, Alabama.

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I certify this to be a true and  
correct copy Patsie Yeager Holmister  
Probate Judge  
Shelby County

01-12-05