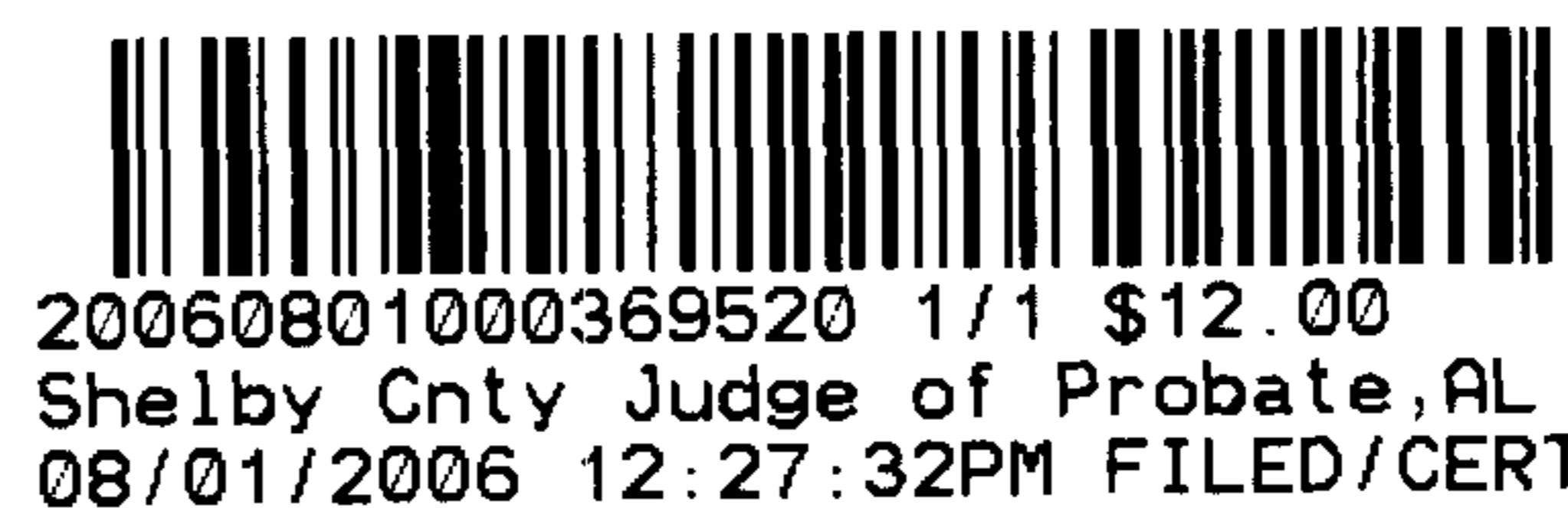


STATE OF ALABAMA
COUNTY OF SHELBY



SUBORDINATION AGREEMENT

THIS AGREEMENT is made and entered into on this 27th day of JULY, 2006, by the U.S. SMALL BUSINESS ADMINISTRATION in favor of AEGIS WHOLESALE CORPORATION, its successors and or assigns as their interest may appear.

U.S. SMALL BUSINESS ADMINISTRATION loaned Winston G. Helling and Cindy Helling (BORROWERS), husband and wife, \$305,500.00 as evidenced by a mortgage filed in the Probate Office of Shelby County, Alabama under Instrument No. 20060407000161760 and refilled as Instrument No. 20060502000205210. BORROWERS have requested AEGIS WHOLESALE CORPORATION, to loan them \$642,400.00 and \$160,600.00.

The property in question is known as Lot 413, Survey of Greystone Legacy, 4th Sector, as recorded in Map Book 28, page 41, in the Probate Office of Shelby County, Alabama

U.S. SMALL BUSINESS ADMINISTRATION has received good and valuable consideration from AEGIS WHOLESALE CORPORATION and agrees that the Mortgage known as Instrument No. 20060407000161760 and refilled as Instrument No. 20060502000205210 is hereby subordinate and in a third lien position to the mortgages known as Instrument No. 20060417000177160 and Instrument No. 20060417000177170 filed in the Probate Office of Shelby County, Alabama.

In witness thereof, U.S. SMALL BUSINESS ADMINISTRATION has caused this instrument to be executed and its duly authorized by such agent or officer in the same bears date above.

John W. Schoenthaler (OFFICER SEAL)
John Schoenthaler PRINTED NAME

TITLE

STATE OF Texas
COUNTY OF Tarrant

Before me a notary public did appear John Schoenthaler AS
Attorney (TITLE) of the U.S. SMALL BUSINESS ADMINISTRATION and having been duly sworn and personally known to me did knowing and voluntarily execute the agreement having been made aware of its contents and within his or her capacity as said officer of the U.S. SMALL BUSINESS ADMINISTRATION on the same bears date.

THIS 27th DAY OF JULY, 2006

[Signature] NOTARY PUBLIC

