

SUBORDINATION AGREEMENT

THIS AGREEMENT, dated as of this 15th day of February, 2008, is made by and among SouthPoint Bank, It's successor's and/or assign's.

WITNESSETH:

WHEREAS, SouthPoint Bank, It's successor's and/or assign's, is the holder of a lien on certain real property pursuant to a \$ 190,000.00 Mortgage executed by William F. Martin and Spouse, Elizabeth Martin, Borrower(s), dated 2/15/08 and recorded in Instrument 20080227000078660 in the Probate Office of Shelby County, Alabama, (the "First Mortgage"); and

WHEREAS, SouthPoint Bank, It's successor's and/or assign's, is also the holder of a lien on the property described in said Mortgage pursuant to a \$ 130,000.00 Mortgage dated December 14, 2005, filed April 17, 2006 and recorded in Instrument #20060417000175990; amended to increase the amount to \$ 173,000.00 and recorded in Instrument #200704030000198630, in the Probate Office of Shelby County, Alabama. (the "Second Mortgage"); and

WHEREAS, SouthPoint Bank, It's successor's and/or assign's, has requested that SouthPoint Bank subordinate its lien to the lien of their Mortgage.

NOW, THEREFORE, for valuable consideration, SouthPoint Bank hereby subordinates the lien of its Mortgage recorded in Instrument #200704030000198630 (the "Second Mortgage");

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

SouthPoint Bank

By

Frank J. Battle
Its: CHIEF LENDING OFFICER

STATE OF ALABAMA
COUNTY OF JEFFERSON

Personally appeared before me, the undersigned authority in and for the said County and State, on this 15TH day of FEBRUARY, 2008, within my jurisdiction, the within named Frank Battle, who acknowledged that he is Chief Lending Officer of SouthPoint Bank, an Alabama corporation, and that for and on behalf of the said corporation, and as its act and deed, he executed the above and foregoing Subordination Agreement, after first having been duly authorized by said corporation so to do.

SWORN TO AND SUBSCRIBED BEFORE ME, THIS THE 15TH DAY OF FEBRUARY, 2008.

Carol J. Cooper
NOTARY PUBLIC
My Commission Expires:
MY COMMISSION EXPIRES
OCTOBER 3, 2009

[individual signature and acknowledgement]