  
20111207000369760 1/4 \$23.00  
Shelby Cnty Judge of Probate, AL  
12/07/2011 02:16:10 PM FILED/CERT

767688

~~After Recording, Return To:~~  
W.N. Holmes  
600 North 18<sup>th</sup> Street  
Birmingham, AL 35291-1135

*WHEN RECORDED, RETURN TO:  
FIRST AMERICAN MORTGAGE SERVICES  
1100 SUPERIOR AVENUE, SUITE 200  
CLEVELAND, OHIO 44114  
NATIONAL RECORDING*

### Subordination Agreement

Please include with Subordination.

As Page 1

THIS INSTRUMENT WAS PREPARED BY:

W.N. Holmes

Address: 600 North 18th Street

Birmingham, Alabama 35291-1135

20111207000369760 2/4 \$23.00  
Shelby Cnty Judge of Probate, AL  
12/07/2011 02:16:10 PM FILED/CERT

STATE OF ALABAMA

SHELBY COUNTY

7076588

SUBORDINATION OF RECORDED FINANCING STATEMENT

Alabama Power Company, a corporation, for good and valuable consideration, does hereby acknowledge and agree that its lien and security interest evidenced and secured by that certain UCC-1 financing statement bearing file instrument no. 20100630000207600 showing Brad Pond 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 Ally Bank Corp, FKA, GMAC Bank(the "Mortgagee"), recorded in the office of the Judge of Probate of Shelby County, Alabama at 2011, Book X Page        (the "Mortgage"); provided, however, that such subordination shall be effective only to the extent that \$176,000.00 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 herein, the term "Superior Indebtedness" shall be deemed to include any extensions, renewals, modifications and replacements of the Superior Indebtedness and any substitutions therefore; provided, however, that the term "Superior Indebtedness" shall not include any increases in the principal amount of the Loan. Alabama Power Company'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.

Notwithstanding anything expressed or implied herein, Alabama Power Company does not in any way release, waive or subordinate the debt relating to or secured by the Financing Statement, or any portion thereof or payments thereon.

The provisions of this Subordination Agreement are solely for the benefit of Alabama Power Company and the Mortgagee, and shall not be deemed to modify any of the agreements executed or delivered in connection with the Financing Statement or the Mortgage or to waive any of the rights of Alabama Power Company or the Mortgagee, as the case may be, thereunder 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, a corporation, has caused these presents to be executed this 6th day of October, 2011.

ALABAMA POWER COMPANY

By: W. N. Holmes  
Its: Accounting Service Manager

\* 2011 1207000 369750

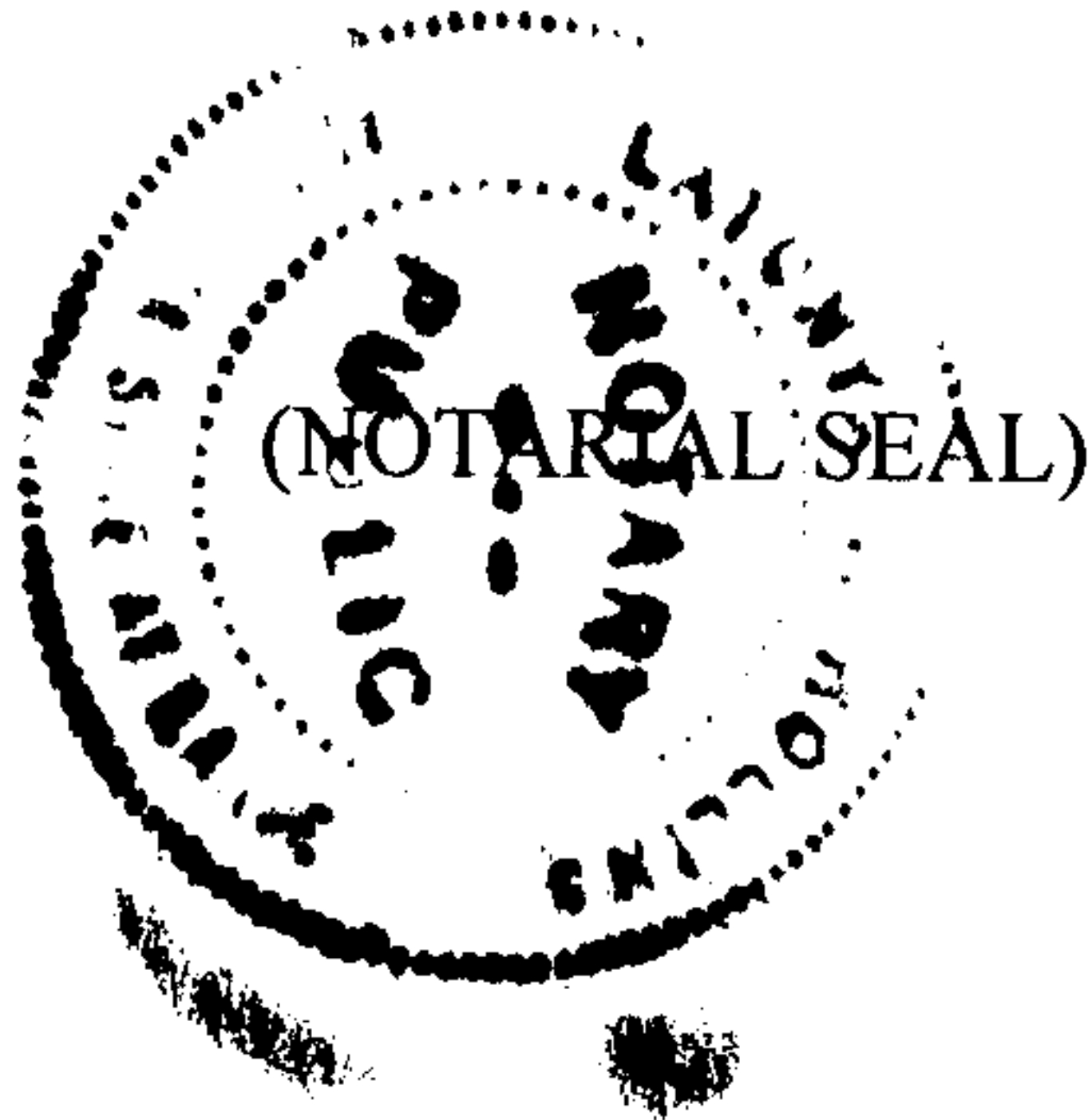
STATE OF ALABAMA )

COUNTY OF JEFFERSON )

20111207000369760 3/4 \$23.00  
Shelby Cnty Judge of Probate, AL  
12/07/2011 02:16:10 PM FILED/CERT

I, LaTonya Y. Hollins, a Notary Public in and for said County in said State, hereby certify that W.N. Holmes name as Accounting Service Manager Of Alabama Power Company, a 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.

Given under my hand this the 6th day of October, 2011.



LaTonya Y. Hollins  
Notary Public  
LaTonya Y. Hollins

NOTARY PUBLIC STATE OF ALABAMA AT LARGE  
MY COMMISSION EXPIRES: Oct 30, 2011  
BONDED THRU NOTARY PUBLIC UNDERWRITERS



**Exhibit "A"**


Real property in the City of **BIRMINGHAM**, County of **SHELBY**, State of **Alabama**, described as follows:

**LOT 54, ACCORDING TO THE SURVEY OF SANDPIPER TRAIL SUBDIVISION, SECTOR II, AS RECORDED IN MAP BOOK 12, PAGE 45, IN THE OFFICE OF THE JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA.**

**Being all of that certain property conveyed to BRAD POND, AN UNMARRIED PERSON from JEFFERY A. SEALES AND RHONDA M. SEALES, HUSBAND AND WIFE, by deed dated APRIL 29, 2005 and recorded MAY 10, 2006 AS INSTRUMENT NO. 2005-222460 of official records.**

APN #: **10-4-17-0-003-054-000**

 POND  
44366780  
AL  
FIRST AMERICAN ELS  
SUBORDINATION AGREEMENT  


  
20111207000369760 4/4 \$23.00  
Shelby Cnty Judge of Probate, AL  
12/07/2011 02:16:10 PM FILED/CERT