

SUBORDINATION AGREEMENT

The lien of that certain Deed of Trust dated the 2nd day of February, 1995, executed and delivered by Melvin E. Haynie and wife, Joyce W. Haynie to James E. Woods, Trustee for Bank of Mississippi, Beneficiary, recorded in the office of the Chancery Clerk of DeSoto County, Mississippi in Book 747, Page 493, securing an indebtedness in the sum of \$35,218.50, is hereby subordinated to that certain Deed of Trust from Melvin E. Haynie and wife, Joyce W. Haynie to Frank A. Riley, Trustee for BancorpSouth Bank, Beneficiary, securing an indebtedness in the sum of \$112,350.00, executed on the 6th day of October, 2000, and recorded in Book 1256, Page 629 of the Records of Deeds of Trust in the office of the Chancery Clerk of DeSoto County, Mississippi. Said Deed of Trust is secured by the following described property, to-wit:

Lot 23, Section B, Germantown Manor Subdivision situated in Section 21, Township 1 South, Range 6 West, City of Olive Branch, DeSoto County, Mississippi as per plat recorded in Plat Book 9, Pages 27-28, Chancery Clerk's Office, DeSoto County, Mississippi.

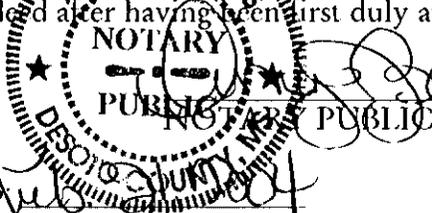
WITNESS the signature of the duly authorized officer of Bank of Mississippi, this the 13th day of October, 2000.

BANK OF MISSISSIPPI

By: David Harrison
Title: Vice President

STATE OF MISSISSIPPI
COUNTY OF DESOTO

Personally appeared before me, the undersigned authority in and for said County and State, within my jurisdiction, on this the 13 day of October, 2000, the within named DAVID HARRISON, in his official capacity as Vice President of Bank of Mississippi, who acknowledged that he executed and delivered the above and foregoing instrument as his free and voluntary act and deed after having been first duly authorized so to do.



MY COMMISSION EXPIRES 12/31/04

PREPARED BY AND RETURN TO: James E. Woods, Watkins Ludlam Winter & Stennis, P.A.
P.O. Box 1456, Olive Branch MS 38654
Olive Branch, MS 38654

F#00931.08091

STATE MS.-DESOTO CO. AK
FILED

Oct 26 12 39 PM '00