

SUBORDINATION AGREEMENT

WHEREAS, Evelyn C. Koehler of Tunica, Mississippi, is the holder and owner of an indebtedness described in and secured by deed of trust in its favor executed by Donna B. Smith and Carl Thomas Koehler, to Mary Austin Monteith, Trustee, dated November 10, 1998, recorded in Land Mortgage Book 1057 at page 0261 of the records in the office of the Chancery Clerk of DeSoto County, Mississippi, which deed of trust encumbers certain property described in the deed of trust in favor of Herman Koehler and Evelyn Koehler, mentioned below; and

WHEREAS, Carl Thomas Koehler, et ux. have executed a deed of trust to Coleman Mitchell, Trustee for First Security Bank dated April 25, 2001, recorded in Trust Deed Book 1319 at page 25 of the records in the office of the Chancery Clerk of DeSoto County, Mississippi, securing one note for approximately \$714,000.00, and said deed of trust, by agreement between the said Evelyn C. Koehler to be a first lien on the land and property therein described.

THEREFORE, in consideration of Ten Dollars (\$10.00) paid by First Security Bank of Tunica, Mississippi, to Evelyn C. Koehler, Individually and as Executrix of the Estate of Herman Koehler, Deceased and as Trustee of the Herman Koehler Credit Shelter Trust, the receipt of which is hereby acknowledged, and other good and valuable considerations, the receipt of all of which is acknowledged, Evelyn C. Koehler hereby waives the priority of and subordinates the lien of the above described trust deed in favor of the said First Security Bank to and in favor of the lien of the above described trust deeds in favor of herself Individually and as Executrix of the Estate of Herman Koehler, Deceased and as Trustee of the Herman

Koehler Credit Shelter Trust and agrees that said trust deed in favor of First Security Bank be a prior lien on the property described therein and superior in all things to the above mentioned lien in favor of the Evelyn C. Koehler, Individually and as Executrix of the Estate of Herman Koehler, Deceased and as Trustee of the Herman Koehler Credit Shelter Trust or any other lien on the said property described therein held by the First Security Bank of Tunica, Mississippi.

The Clerk of the Chancery Court of DeSoto County, Mississippi, is hereby authorized and directed to note the execution of this waiver of priority on the margin of said deeds of trust in favor of the said First Security Bank of Tunica, Mississippi, as recorded in his office.

WITNESS the signature of the said Evelyn C. Koehler, this the 26th day of April, 2001.

Evelyn C. Koehler
Evelyn C. Koehler, Individually and as Executrix of the Estate of Herman Koehler, Deceased and as Trustee of the Herman Koehler Credit Shelter Trust

STATE OF MISSISSIPPI
COUNTY OF TUNICA

Personally appeared before me, the undersigned authority in and for said County and State, the above named Evelyn C. Koehler, Individually and as Executrix of the Estate of Herman Koehler, Deceased and as Trustee of the Herman Koehler Credit Shelter Trust who acknowledged that on behalf of said Estate and Trust and in its name, being duly authorized so to do, she signed the foregoing instrument, and delivered said instrument on the day and year therein mentioned.

GIVEN under my hand and official seal, this the 26th day of April, 2001

Andrew T. Dulany
Notary Public

My Commission Expires: March 9, 2003



Grantor:

Evelyn Koehler
P.O. Box 191
Lake Cormorant, MS 38641
Telephone: (662) 781-0657

Grantee:

First Security Bank
P.O. Box 127
Tunica, MS 38676
Telephone: (662) 363-2311

Prepared by:

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STATE MS.-DESOTO CO. *mc*
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