

This Instrument Prepared By:  
Union Planters Operations Center  
Ashleigh Crane  
565 Marriott Drive  
Nashville TN 37214  
From information supplied by the Parties.  
CL#205314011315

D3LA07425

SUBORDINATION AGREEMENT

WHEREAS, UNION PLANTERS BANK, N.A., is the owner and holder of a Note secured by certain original Deed of Trust executed James A. Burns and Stephanie A. Burns, Husband and Wife, to Bill R. McLaughlin, Trustee(s), of Book 1599, Page 0648, in the Chancery Clerk's Office for DeSoto County, Mississippi, conveying certain property as described therein (the "Union Planters Deed of Trust"); and,

WHEREAS, UNION PLANTERS BANK, N.A., has agreed to subordinate the Union Planters Deed of Trust in accordance with the terms of this agreement.

NOW THEREFORE, in consideration of the premises, and other good and valuable considerations, the said UNION PLANTERS BANK, N.A., declares that it is the owner and holder of the Note secured by the Union Planters Deed of Trust, and agrees that the Union Planters Deed of Trust shall be subordinate to a certain Deed of Trust to Chase MANHATTAN Mtg. Corp Trustee, of record in Book 1861 Page 175 in the Chancery Clerk's Office for DeSoto County, State of Mississippi, (the "Superior Deed of Trust") executed by JAMES AND STEPHANIE BURNS, dated October 6, 2003 to secure a Note in the amount of One Hundred Thirty Four Thousand Dollars (\$134,000.00), payable to the order of Chase Manhattan Mortgage Corporation, due as set out therein, conveying certain property in DeSoto County, Mississippi, described as follows, to wit:

See Attached Exhibit "A".

IT IS UNDERSTOOD AND AGREED that this Subordination Agreement covers only the property herein above described and shall be limited to the Superior Deed of Trust to secure the Note as described therein, or any renewals and extensions thereof, (but not increases in the amount secured thereby) and no further or otherwise. Further, it is expressly agreed that the holder of the Note described in the Superior Deed of Trust will give notice to UNION PLANTERS BANK, N.A., or its successors and assigns, at the address set forth below, of any default under the Superior Deed of Trust and of any sale or other foreclosure action at least 21 days prior to such sale or foreclosure action.

Union Planters Bank, N.A.  
565 Marriott drive  
Nashville, TN 37214

IN WITNESS THEREOF, this instrument has been executed on this 19th day of September, 2003.

UNION PLANTERS BANK, N.A.

By: Brandon P. Roby

Title: Underwriter

STATE OF TENNESSEE  
COUNTY OF DAVIDSON

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, Brandon P. Roby, with whom I am personally acquainted, and who, upon oath, acknowledge himself to be Underwriter of UNION PLANTERS BANK, N.A., the within bargainor, and that he as such officer, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the Corporation by himself as Underwriter.

Witness my hand and official seal this 19th day of September 2003

9/25/04

Crista Malone  
Notary Public

My Commission Expires: 9/25/04

STATE MS.-DESOTO CO. FILED  
Nov 12 1 18 PM '04  
PUBLIC AT LARGE  
DAVIDSON COUNTY  
BK 1869 PG 78  
W.E. DAVIS CH. CLK.