

04-1154
Prepared By:
BRIDGFORTH & BUNTIN
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(662) 393-4450

OK 2087 PG 0416

This Instrument Prepared By:
Union Planters Operations Center
Gloria Thibeault
565 Marriott Drive
Nashville TN 37214
From information supplied by the Parties.
CL#2000048269

SUBORDINATION AGREEMENT

WHEREAS, UNION PLANTERS BANK, N.A., is the owner and holder of a Note secured by certain original Deed of Trust executed Allen B. Couch Jr., and Michelle G. Couch; Husband and Wife, and David Ives, Trustee(s), of record in Book 2035, Page 0392, in the Chancery Clerk's Office for DeSoto County, Mississippi, conveying certain property as described wherein (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 Emmett James House or ** Trustee, of record in Book 2072 Page 67 in the Chancery Clerk's Office for DeSoto County, State of Mississippi, (the "Superior Deed of Trust") executed by Allen B. Couch, Jr. and ***, dated September 13, 2004 to secure a Note in the amount of Two Hundred Twenty Thousand (\$200,000.00) Dollars, payable to the order of Union Planters Bank, N.A., due as set out therein, conveying certain property in DeSoto County, Mississippi, described as follows, to wit:

LOT 8, SECTION 3, MT. PLEASANT HEIGHTS SUBDIVISION, SITUATED IN SECTION 18, TOWNSHIP 3 SOUTH, RANGE 7 WEST, DESOTO COUNTY, MISSISSIPPI AS PER PLAT THEREOF RECORDED IN PLAT BOOK 75, PAGE 12, IN THE OFFICE OF THE CHANCERY CLERK OF DESOTO COUNTY, MISSISSIPPI.

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 14th day of September 2004.

UNION PLANTERS BANK, N.A.

By: Brandon P. Roby
Title: Underwriter

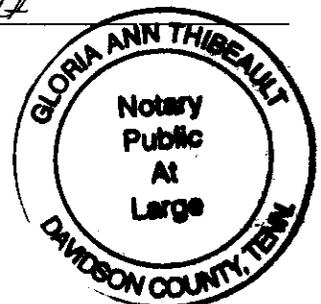
STATE OF TENNESSEE
COUNTY OF DAVIDSON

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 bargainer, 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 14th day of September 2004.

My Commission Expires September 22, 2007
Gloria Ann Thibeault
Notary Public

My Commission Expires: _____



STATE MS.-DESOTO CO.

Oct 15 1 37 PM '04

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CH. CLK.

**Bill R. McLaughlin
***Michelle Couch, Husband and Wife