

STATE OF MISSISSIPPI  
COUNTY OF DESOTO

**SUBORDINATION AGREEMENT**

THIS SUBORDINATION AGREEMENT is entered into by MORTGAGE ELECTRONIC REGISTRATION SYSTEMS, INC. (MERS) as Nominee for FIRST FRANKLIN A DIVISION OF NAT. CITY BANK OF IN for the benefit of MORTGAGE ELECTRONIC REGISTRATION SYSTEMS, INC. (MERS) as Nominee for FIRST FRANKLIN A DIVISION OF NAT. CITY BANK OF IN.

WITNESSETH:

WHEREAS, on March 21, 2006, Kenneth R. Wade and wife, Tammy W. Wade, executed a Deed of Trust in favor of MORTGAGE ELECTRONIC REGISTRATION SYSTEMS, INC. (MERS) as Nominee for FIRST FRANKLIN A DIVISION OF NAT. CITY BANK OF IN in the amount \$33,180.00 and a Deed of Trust in favor of MORTGAGE ELECTRONIC REGISTRATION SYSTEMS, INC. (MERS) as Nominee for FIRST FRANKLIN A DIVISION OF NAT. CITY BANK OF IN in the amount \$132,720.00;

WHEREAS, the deed of trust in favor of MORTGAGE ELECTRONIC REGISTRATION SYSTEMS, INC. (MERS) as Nominee for FIRST FRANKLIN A DIVISION OF NAT. CITY BANK OF IN in the amount \$33,180.00 was recorded on March 30, 2006 at 11:44 A. M., in Book 2,439 at Page 620;

WHEREAS, the deed of trust in favor of MORTGAGE ELECTRONIC REGISTRATION SYSTEMS, INC. (MERS) as Nominee for FIRST FRANKLIN A DIVISION OF NAT. CITY BANK OF IN in the amount \$132,720.00 was recorded on March 30, 2006 at 11:47 A.M., in Book 2,439 at Page 638;

NOW THEREFORE, IN CONSIDERATION OF Ten Dollars (\$10.00) cash in hand paid and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, MORTGAGE ELECTRONIC REGISTRATION SYSTEMS, INC. (MERS) as Nominee for FIRST FRANKLIN A DIVISION OF NAT. CITY BANK OF IN hereby subordinates its deed of trust recorded in Book 2,439 at Page 620 and all of its right, title and interest in the real property therein described to the MORTGAGE ELECTRONIC REGISTRATION SYSTEMS, INC. (MERS) as Nominee for FIRST FRANKLIN A DIVISION OF NAT. CITY BANK OF IN deed of trust recorded in Book 2,439 at Page 638; and the MORTGAGE ELECTRONIC REGISTRATION SYSTEMS, INC. (MERS) as Nominee for FIRST FRANKLIN A DIVISION OF NAT. CITY BANK OF IN deed of trust recorded in Book 2,439 at Page 638 will be at all times prior to and superior to the lien of the MORTGAGE ELECTRONIC REGISTRATION SYSTEMS, INC. (MERS) as Nominee for FIRST FRANKLIN A DIVISION OF NAT. CITY BANK OF IN recorded

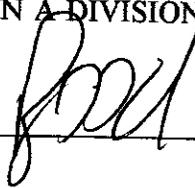
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in Book 2,439 at Page 620. The parties agree that the MORTGAGE ELECTRONIC REGISTRATION SYSTEMS, INC. (MERS) as Nominee for FIRST FRANKLIN A DIVISION OF NAT. CITY BANK OF IN deed of trust recorded in Book 2,439 at Page 638 is and shall remain a prior perfected lien ahead of the lien of the MORTGAGE ELECTRONIC REGISTRATION SYSTEMS, INC. (MERS) as Nominee for FIRST FRANKLIN A DIVISION OF NAT. CITY BANK OF IN deed of trust recorded in Book 2,439 at Page 620 as provided herein.

Except as specifically modified and subordinated herein, all covenants, agreements, restrictions, rights, privileges and obligations of all parties under the deed of trust held by MORTGAGE ELECTRONIC REGISTRATION SYSTEMS, INC. (MERS) as Nominee for FIRST FRANKLIN A DIVISION OF NAT. CITY BANK OF IN deed of trust shall remain in full force and effect, and nothing contained in this document referred to herein shall operate, or be construed to operate, as a waiver of any right, title or interest now held by any of the parties hereto.

WITNESS THE EXECUTION OF THIS INSTRUMENT, effective the 14 day of October, 2008.

MORTGAGE ELECTRONIC REGISTRATION SYSTEMS, INC. (MERS) as Nominee for FIRST FRANKLIN A DIVISION OF NAT. CITY BANK OF IN



By: Bryan G. Kusich  
Its: VP of Default Operations

STATE OF Pennsylvania  
COUNTY OF Allegheny

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the said county and state, on this 14 day of Oct, 2008, within my jurisdiction, the within named Bryan G. Kusich, who acknowledged that <sup>VP of Default Operations</sup> he is of MORTGAGE ELECTRONIC REGISTRATION SYSTEMS, INC. (MERS) as Nominee for FIRST FRANKLIN A DIVISION OF NAT. CITY BANK OF IN, a National Association, and that for and on behalf of the said corporation, and as its act and deed he executed the above and foregoing instrument, after first having been duly authorized by said corporation so to do.

Jennifer Marie Dix  
NOTARY PUBLIC

My Commission Expires:

0711

(Notary Seal Required)

COMMONWEALTH OF PENNSYLVANIA

Notarial Seal  
Jennifer Marie Dix, Notary Public  
City of Pittsburgh, Allegheny County  
My Commission Expires June 7, 2011

Member, Pennsylvania Association of Notaries

**INSTRUMENT PREPARED BY AND  
RETURN TO:**

R. Bradford Jones  
P.O. Box 2901  
Madison, MS 39130-2901  
(601) 961-4866  
C940539

**INDEXING INSTRUCTIONS:**

Lot 92 of Section A of Highland Grove Subdivision, Section 6, Township 2 South, Range 7 West, Desoto County, Mississippi.