



Drafted by: W. Hayes Foster

NORTH CAROLINA - FORSYTH COUNTY

DEED OF SUBORDINATION

THIS DEED OF SUBORDINATION is entered into this the 27th day of May, 1993, by W & M BUILDERS, INC., hereinafter referred to as "Noteholder", and ROBERT E. PRICE, JR., hereinafter referred to as "Trustee", and BERTHA J. COPELAND, as "Grantee";

W I T N E S S E T H:

WHEREAS, the Grantees are indebted to the Noteholder as evidenced by a certain Promissory Note which is secured by a certain Deed of Trust recorded in Book 1773, page 2195 in the Office of the Register of Deeds of Forsyth County, North Carolina; and

WHEREAS, the Grantees now desire to borrow from Associates Financial Services of America, Inc., d/b/a Associates Financial Services, Inc. the sum of FORTY-FOUR THOUSAND FORTY-ONE AND 07/100 (\$44,041.07), and further to secure said loan by execution of a Deed of Trust to H. T. Brewer, Trustee, conveying the real estate as hereinafter described; and

WHEREAS, the Grantees can procure said loan only upon the condition that the existing Deed of Trust held for the benefit of the Noteholder as described above be subordinated to the lien of said proposed Deed of Trust; and

WHEREAS, subject to the conditions below stated, the Noteholder has agreed to such subordination of its Deed of Trust and has requested the Trustee to join in the execution thereof.

NOW, THEREFORE, subject to the conditions below stated, the Noteholder in consideration of the sum of One Dollar and Other Valuable Consideration (\$1.00 and OVC) to the Noteholder in hand paid, does hereby contract and agree with the Grantees that the said Grantees may execute to H. T. Brewer, as Trustee of the Deed of Trust upon the real estate hereinafter described to secure a Promissory Note given by Grantee to Associates Financial Services of America, Inc. d/b/a Associates Financial Services, Inc. in the sum of FORTY-FOUR THOUSAND FORTY-ONE AND 07/100 (\$44,041.07) and the said Deed of Trust shall be a lien upon the said real estate as hereinafter described superior to the Deed of Trust now held by the Noteholder as referred to above. In order to carry out said purpose, the Noteholder does hereby release, remise, and forever quitclaim to the Grantees, their title to and lien upon said real estate as above-described to the extent, but only to the extent, that the Deed of Trust now held by the Noteholder shall be

BK1782 P3531

subordinate to the Deed of Trust to H. T. Brewer, Trustee for Associates Financial Services of America, Inc., d/b/a Associates Financial Services, Inc. in the amount of FORTY-FOUR THOUSAND FORTY-ONE AND 07/100 DOLLARS (\$44,041.07).

BUT it is expressly understood and agreed that except for such subordination, the Deed of Trust now held by the Noteholder as referred to above, and all and each of the terms and conditions thereof shall be and remain in full force and effect.

The real estate referred to herein is lying and being in Forsyth County, North Carolina, and is described as follows:

See Exhibit "A" attached hereto and made a part hereof.

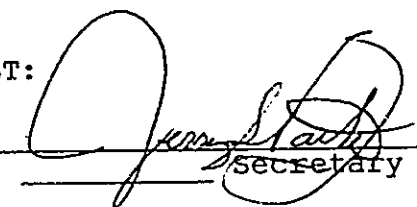
IN TESTIMONY WHEREOF, the Noteholders and Trustee have hereunto set their hands and seals the day and year first above written.

NOTEHOLDER:

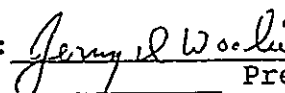
W & M BUILDERS, INC.

ATTEST:

By:


Secretary

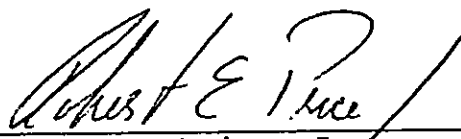
By:


President

(CORPORATE SEAL)



TRUSTEE:


Robert E. Price, Jr. (SEAL)

BK1782 P3532

NORTH CAROLINA --- FORSYTH COUNTY

I, a Notary Public in and for the County and State aforesaid, do hereby certify that JERRY S. BAITY personally came before me this day and acknowledged that he is Secretary of W & M BUILDERS, INC., a North Carolina corporation, and that by authority duly given and as an act of the corporation, the foregoing instrument was signed in its name by its President, sealed with its corporate seal and attested by _____ as its _____ Secretary.

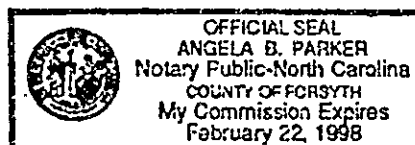
WITNESS my hand and official stamp or seal, this the 26TH day of May, 1993.

Angela B. Parker
Notary Public

My commission expires:

FEBRUARY 22, 1998

(NOTARIAL STAMP/SEAL)



NORTH CAROLINA --- FORSYTH COUNTY

I, a Notary Public in and for the County and State aforesaid, do hereby certify that ROBERT E. PRICE, JR., Trustee, personally came before me this day and acknowledged the due execution of the foregoing instrument in writing.

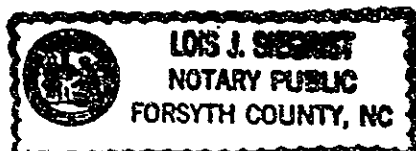
WITNESS my hand and official stamp or seal, this the 27th day of May, 1993.

Lois J. Siegest
Notary Public

My commission expires:

Oct. 2, 1996

(NOTARIAL STAMP/SEAL)



STATE OF NORTH CAROLINA-Forsyth County

The foregoing (or annexed) certificate of Angela B. Parker - Lois J. Siegest (here give name and official title of the officer signing the certificate - passed upon)

Notaries Public Forsyth Co. NC

are certified to be correct. This the 28 day of MAY 1993

PRESENTED FOR
REGISTRATION

L. E. Speas, Register of Deeds

By [Signature] Deputy-Assistant

Probate and Filing Fee \$7.20 paid.

L. E. SPEAS
REGISTER OF DEEDS
FORSYTH CO. NC

BK1782 P3533

EXHIBIT "A"

BERTHA J. COPELAND - ASSOCIATES

BEING KNOWN and designated as Lot No. 130 as shown on the revised plat of Morningside Manor, Section 8, Area A, recorded in Plat Book 24 at Page 80 in the Office of the Register of Deeds of Forsyth County, North Carolina, reference to which is hereby made for a more particular description.