

Drawn By and ~~W. W. W.~~ RETURN TO ROBERT W. PORTER/BOX
NationsBank Consumer Credit Dept.
2120 Pinecroft Road, (CO2-5), Greensboro, NC 27402
NCNB Account No.: _____

BK1764 P3175 ✓

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STATE OF NORTH CAROLINA

SUBORDINATION AGREEMENT

COUNTY OF FORSYTH

THIS SUBORDINATION AGREEMENT entered into this 1st day of
December, 19 92, by ROBERT W. PORTER as
("Trustee") and NationsBank of North Carolina, N.A. (formerly North
Carolina National Bank and NCNB National Bank of North Carolina) a
national banking association, ("NationsBank") in favor of
NATIONS BANK MORTGAGE CORPORATION the ("Lender").

WHEREAS, NICHOLAS C. YACABUCCI and wife, VIVIAN C. YACABUCCI
("Owner") executed a deed of trust to ROBERT W. PORTER,
as Trustee for the benefit of NationsBank, which was recorded in the
FORSYTH County Public Registry in Book 1724, at Page 991
(the "NationsBank Deed of Trust") and which conveyed the property
described therein to Trustee.

AND WHEREAS, Owner has requested that NationsBank and Trustee
subordinate the NationsBank Deed of Trust to the lien of that certain
deed of trust dated the 23 day of October, 19 92, to
TIM, INC. as trustee for the benefit of Lender, recorded
in the Forsyth County Public Registry in Book 1761, at Page 390
and securing a loan in the original amount of \$ 525,000.00
(the "Lender's Deed of Trust");

NOW THEREFORE, for valuable consideration, and subject to the terms
of this Subordination Agreement, NationsBank and Trustee do hereby
subordinate the lien of the NationsBank Deed of Trust to the lien of
the Lender's Deed of Trust. Trustee and NationsBank do hereby reserve
all rights, title and interest under the NationsBank Deed of Trust
except as subordinated by this Subordination Agreement.

This Agreement only subordinates the NationsBank Deed of Trust to
the Lender's Deed of Trust to the extent of the original amount of
\$ 99,000.00 and any amounts advanced pursuant to the provisions
of the Lender's Deed of Trust for payment of insurance premiums, taxes,
cost of collection, or protection of the value of the above described
property or Lender's rights in said property. This Agreement is not
a subordination of the lien of the NationsBank Deed of Trust to any
renewals, future advances, modifications, or rearrangements of the
Lender's Note or Deed of Trust.

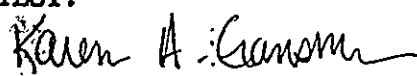
This Agreement contains the whole agreement between the parties
hereto, as to the subordination of the lien of the NationsBank Deed of
Trust to the lien of the Lender's Deed of Trust, and the priority
thereof. There are no agreements, written or oral, outside or separate
from this Agreement and all prior negotiations, if any, are merged into
this Agreement.

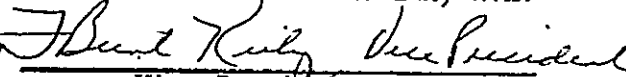
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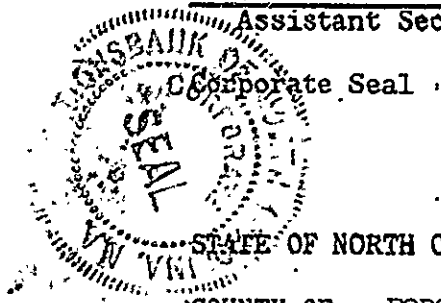
This Agreement shall inure to the benefit of and be binding upon the legal representatives, heirs, devisees, successors, and assigns of the parties and shall be governed by North Carolina laws and the laws of the United States.

IN TESTIMONY WHEREOF, we hereunto set our hands and seals this 1st day of December, 1992.

 (SEAL)
ROBERT W. PORTER, Trustee

ATTEST:

Karen A. Gansom, Assistant Secretary

NATIONSBANK OF NORTH CAROLINA, N.A.
By  Vice President



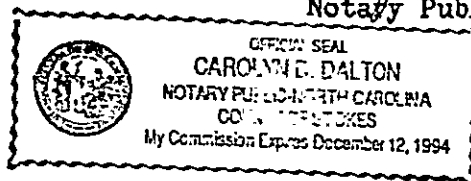
STATE OF NORTH CAROLINA
COUNTY OF FORSYTH

I, ~~Stokes~~ CAROLYN D. DALTON, a Notary Public in and for said County and State, do hereby certify that ROBERT W. PORTER, Trustee, personally appeared before me this day and acknowledged the due execution of the foregoing instrument for the purposes and uses therein set forth.

WITNESS my hand and notarial seal on this the 1st day of December, 1992.


Notary Public

My Commission Expires:
December 12, 1994



BK1764 P3177

STATE OF NORTH CAROLINA

COUNTY OF Forsyth

I, Toyoko T. Beatty, a Notary Public of the County and State aforesaid, certify that Karen Gansman personally came before me this day and acknowledged that he/she is an Assistant Secretary of NationsBank of North Carolina, a national banking association, and that by authority duly given and as the act of the association, the foregoing instrument was signed in its name by its Vice President, sealed with its bank seal, and attested by himself/herself as its Assistant Secretary.

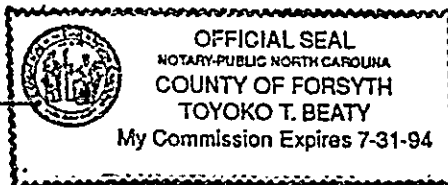
Witness my hand and official seal or stamp this the 30 day of November, 1992.

(SEAL or STAMP)

Toyoko T. Beatty
Notary Public

My Commission Expires:

July 31, 1994



STATE OF NORTH CAROLINA-Forsyth County

PRESENTED FOR

The foregoing (or annexed) certificate

REGISTERED

AND RECORDED

Toyoko T. Beatty N.P. Forsyth Co. NC

is (are) certified to be correct. This the 30 DEC -2 day of Dec. 1992

L.E. SPEAS
REGISTER OF DEEDS
FORSYTH CO. N.C.

L. E. Speas, Register of Deeds

By

[Signature]

Deputy-Assistant

Probate and Filing Fee \$ 10.00 paid.

Daria Simmons