

APN: 1319-10-211-008

This instrument was prepared by:
Bank of America
10850 White Rock Road
Rancho Cordova, CA 95670

After recording return to:
Bank of America
275 S. Valencia Avenue
Brea, CA 92823
Account #: 68181001545099

22100667

**Real Estate Subordination Agreement
(Bank of America to Bank of America)**

THIS SUBORDINATION AGREEMENT ("MAY RESULT" OR "RESULTS") IN YOUR SECURITY INTEREST IN THE PROPERTY BECOMING SUBJECT TO AND OF LOWER PRIORITY THAN THE LIEN OF SOME OTHER OR LATER SECURITY INSTRUMENT.

This Real Estate Subordination Agreement ("Agreement") is executed as of 12/23/2002, by Bank of America, N.A., having an address of 10850 White Rock Road, Rancho Cordova, CA 95670

("Subordinator"), in favor of Bank of America, N.A., having an address for notice purposes of 275 S. Valencia Avenue, Brea, CA 92823

("Bank of America").

Whereas, Subordinator is the owner and holder of, or creditor under, the indebtedness described in and secured by a security instrument (deed of trust, deed to secure debt or mortgage) dated 11/23/2001, executed by Mark D. Williams and Deborah Williams

and which is recorded in Volume/Book 1101, Page 9169, and if applicable, Document Number 528815, of the land records of Douglas County NV, as same may have been or is to be modified prior hereto or contemporaneously herewith (the "Senior Lien"), encumbering the land described therein (said land and such improvements, appurtenances and other rights and interests regarding said land, if any, as are described in the Senior Lien being called herein collectively, the "Property"); and

Whereas, Bank of America has been requested to make a loan, line of credit or other financial accommodation to Mark D. Williams and Deborah Williams (jointly and severally, "Borrower"), to be secured by, without limitation, either a deed of trust, deed to secure debt or mortgage (the "Junior Lien"), covering without limitation, the Property and securing the

indebtedness described therein including the payment of a promissory note, line of credit agreement or other borrowing agreement made by Borrower and/or others payable to the order of Bank of America in the maximum principal face amount of \$ 312,000.00 (the "Principal Amount"), including provisions for acceleration and payment of collection costs (the "Obligation"); the Junior Lien and the Obligation to contain such other terms and provisions as Bank of America and Borrower shall determine; and

Now, Therefore, for valuable consideration, Subordinator hereby subordinates the Senior Lien to Bank of America's Junior lien, subject to the terms of this Agreement. The Subordinator's Senior Lien is subordinated to Bank of America's Junior Lien only to the extent of the principal Amount of the Obligation and any amounts advanced pursuant to the terms of the Obligation or the security instrument for the payment of insurance premiums, taxes, costs of collection, protection of the value of the property or Bank of America's rights in the Property or foreclosure. All other rights of Subordinator now or hereafter existing in or with respect to the Property (including but not limited to all rights and to proceeds of insurance and condemnation) are hereby subordinated, and are and shall remain completely and unconditionally subordinate, to the Junior Lien and the rights of Bank of America regardless of the frequency or manner of renewal, extension, consolidation or modification of the Junior Lien or the Obligation.

This Agreement shall inure to the benefit of the Subordinator and Bank of America and their respective successors and assigns, including any purchaser(s) (at foreclosure or otherwise) of the Property or any part thereof, and their respective successors and assigns.

Bank of America, N.A.

Tamara Beaulieu 12/23/2002
Date

By: Tamara Beaulieu

Its: V. P.

Bank of America Acknowledgment:

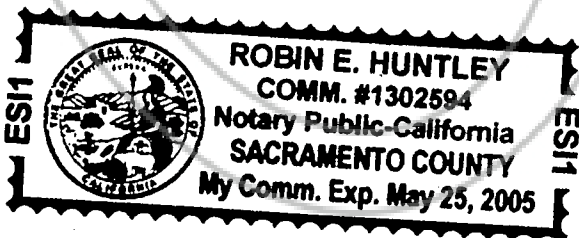
State California

County of Sacramento

On 12/23/2002 before me, THE UNDERSIGNED, a Notary Public in and for said State, personally appeared Tamara Beaulieu, personally known to me to be the person(s) whose name is/are subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her authorized capacity and that by his/her/their signature(s) on the instrument, the person(s), or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Robin E. Huntley
Signature of Person Taking Acknowledgment
Commission Expiration Date:
May 25, '02



COPY

REQUESTED BY
MARQUIS TITLE & ESCROW
IN OFFICIAL RECORDS OF
DOUGLAS CO., NEVADA

2002 DEC 31 PM 3: 02

LINDA SLATER
RECORDER

\$16⁰⁰ PAID *KD* DEPUTY

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