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AND WHEREAS, to induce BANCTRUST, INC., ITS
SUCCESSORS AND /OR ASSIGNS to
make this loan, it is necessary that the Mortgage held by Mortgagee be
subordinated to the lien of the Mortgage to BANCTRUST, INC., ITS
SUCCESSORS AND /OR ASSIGNS as described above.

NOW, THEREFORE, in consideration of the above terms and
provisions, the parties agree as follows:

1. Mortgagee hereby consents and agrees with Owners that the
Mortgage held by Citibank is and shall continue to be subject
and subordinate to the lien of the Mortgage/Trust Deed made to
BANCTRUST, INC., ITS SUCCESSORS AND /OR ASSIGNS,
in the Office of the Recorder of Rock County, Illinois
as Document N: **936,944**
2. For the sum of one hundred and no/100 dollars (\$100.00) and
other good and valuable consideration, receipt of which is
hereby acknowledged, Mortgagee agrees to subordinate the
Mortgage held by it to the Mortgage made to BANCTRUST, INC.,
ITS SUCCESSORS AND /OR ASSIGNS
3. This Agreement shall be binding upon and inure to the benefit
of the parties respective successors and assigns.

IN WITNESS WHEREOF, the Parties have executed this Agreement as of the
day and year first written above.

OWNERS:

Thomas L. Mc Clanahan

THOMAS L. MC CLANAHAN

Judith D. Mc Clanahan

JUDITH D. MC CLANAHAN

MORTGAGEE:

CITIBANK, FEDERAL SAVINGS BANK

By: Thomas L. Mc Clanahan
Vice President

(SEAL)

Attest: Helma R. Eldredge
Assistant Secretary

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STATE OF ILLINOIS)
) SS.
COUNTY OF)

I, _____, a Notary Public in and for the County and State listed above, DO HEREBY CERTIFY that _____ and _____ personally appeared before me and acknowledged that this document was signed voluntarily and for the uses and purposes set forth therein.

SUBSCRIBED AND SWORN TO before me this _____ day of _____, 19____.

(SEAL) _____
Notary Public

My Commission Expires: _____

STATE OF ILLINOIS)
) SS.
COUNTY OF COOK)

I, TINA M. FRICANO, a Notary Public in and for the County and State listed above, DO HEREBY CERTIFY that GLENN P. MARINO, _____ SR., Vice President of CITIBANK, FEDERAL SAVINGS BANK, and _____ THELMA R. ELDRIDGE, Assistant Secretary of the Corporation, personally known to me to be the same persons whose names are contained on the above document, appeared before me this day in person and acknowledged that as such officers, they signed and delivered the above document as officers of the Corporation and caused the corporate seal of the Corporation to be placed on the document voluntarily, and as the voluntary act of the Corporation, for the uses and purposes set forth therein.

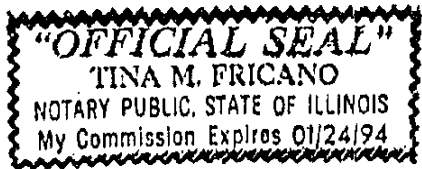
SUBSCRIBED AND SWORN TO before me this 20TH day of JULY, A.D. 19 93.

(SEAL) _____
Notary Public

My Commission Expires: JANUARY 24, 1994

This instrument prepared by:

Thelma R. Eldridge, Consumer Credit
Citibank, Federal Savings Bank
22 West Madison Street - Room 550
Chicago, Illinois 60602-4303



BOOK 333

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