

WHEREAS Cameron-Brown has refused to accept said mortgage in the amount of Three Hundred Eighty-five Thousand (\$385,000.00) Dollars unless the mortgage held by Talcott is subordinated in the manner hereinafter mentioned; and

WHEREAS Talcott has agreed to such subordination;

NOW, THEREFORE, in consideration of the sum of Ten (\$10.00) Dollars and other good and valuable consideration to it in hand paid, Talcott does expressly covenant and agree with Cameron-Brown that the mortgage above described held by Talcott shall be subject to and subordinate in lien to the lien of the mortgage in the amount of Three Hundred Eighty-five Thousand (\$385,000.00) Dollars held by Cameron-Brown insofar as its property described in Schedule A is concerned.

It is expressly understood and agreed that except for the foregoing subordination, the mortgage shall be and remain in full force and effect.

IN WITNESS WHEREOF, James Talcott, Inc., has hereunto set its hand and seal as of the day and year first above written.

In the presence of:

Edward J. Peltch
Joan Ulbrich

JAMES TALCOTT, INC.

BY: William M. Healey

VICE PRESIDENT