SUBORDINATION AGREEMENT

58588348-2416138

THIS AGREEMENT made this 2nd day of January, 2014, in favor of JPMORGAN CHASE BANK, N.A. it's successors and/or assigns, with an office at 710 KANSAS LANE LA4-2107, MONROE, LA 71203 ("Lender") by KEYBANK NATIONAL ASSOCIATION, having a place of business at 4910 Tiedeman Road, STE C, Cleveland, Ohio 44144. ("Subordinate Lender")

WITNESSETH:

WHEREAS, Subordinate Lender is the owner and holder of the following Mortgage/Deed of Trust covering the property located at 9327 S MAISON DR, SANDY, UT 84093 and as more fully described therein ("Mortgaged Property"), and of the note or bond which said Mortgage/Deed of Trust secures ("Subordinate Lender Note"):

a) Mortgage/Deed of Trust dated December 4, 2008, made by: RICHARD S HILTON to KEYBANK NATIONAL ASSOCIATION to secure the sum of \$25,000.00 recorded on Real Property in the SALT LAKE County Recorder/Clerk's Office in UT Book/Liber 9664 Page 786. ("Subordinate Lender Mortgage").

WHEREAS, on condition that the Subordinate Lender Mortgage/Deed of Trust be subordinated in the manner hereinafter appearing, Lender has or is about to accept a mortgage/deed of trust covering the Mortgaged Property, made by RICHARD HILTON ("Borrower") to Lender to secure an amount not to exceed (\$178,472.00) and interest, said mortgage/deed of trust being hereinafter collectively referred to as the "Lender Mortgage/Deed of Trust".

NOW, THEREFORE, in consideration of One Dollar (1.00) and other good and valuable consideration and to induce Lender to accept the Lender Mortgage/Deed of Trust the receipt and sufficiency of said consideration being hereby acknowledged, Subordinate Lender does hereby covenant, consent and agree with Lender as follows:

The Subordinate Lender Mortgage/Deed of Trust shall be and is hereby made subject and subordinate in lien to the lien of the Lender Mortgage/Deed of Trust in the principal amount not to exceed \$178,472.00 and interest together with any and all advances heretofore or hereinafter made and pursuant to the Lender Mortgage/Deed of Trust and together with any and all renewals or extensions of the Lender Mortgage/Deed of Trust or the note secured thereby, ("Lender Note").

THIS AGREEMENT may not be changed or terminated orally and shall be binding upon and inure to the benefit of the respective heirs, legal representatives, successors and assigns, of the parties hereto.

11800579 2/6/2014 8:08:00 AM \$14.00 Book - 10209 Pg - 7067-7069 Gary W. Ott Recorder, Salt Lake County, UT TITLE SOURCE INC BY: eCASH, DEPUTY - EF 3 P.

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IN WITNESS WHEREOF, Subordinate Lender hereto has duly executed this agreement the day and year first above written.

KEYBANK NATIONAL ASSOCIATION

LISA FERRI, AVP

REMEE BEAZEL, WITNESS X VINCEY AS INCHES

DARBEY A. SCHULTZ, NOTARY

STATE OF OHIO

COUNTY OF STARK

Before me, a Notary Public in and for the said County and State, personally appeared LISA FERRI, AVP of KEYBANK NATIONAL ASSOCIATION, the corporation which executed the foregoing instrument who acknowledged that they did sign the foregoing instrument for and on behalf of said corporation, being thereunto duly authorized, and that the same is the free act and deed individually and as such officers and free act of deed of said corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and official sea that Santon, Ohio, this the 2nd day of January, 2014.

DARBEY A. SCHULTZ
Notary Public, State of Ohio
My Commission Expires
October 19, 2018

Notary Public

My commission expires: 10-19-2018

THIS INSTRUMENT PREPARED BY: KEYBANK NATIONAL ASSOCIATION

When recorded mail to: KEYBANK NATIONAL ASSOCIATION P.O.BOX 6899 CLEVELAND, OH 44101

EXHIBIT A - LEGAL DESCRIPTION

Tax Id Number(s): 28-04-478-003-0000

Land Situated in the County of Salt Lake in the State of UT

Lot 31, MONTANA RANCHOS SUBDIVISION NO. 2, according to the official plat thereof, on file and of record in the office of the Recorder of Salt Lake County, State of Utah, filed for record as Entry No. 2522740 in Book NN at Page 36 of Official Records.

Commonly known as: 9327 South Maison Dr , Sandy, UT 84093