Before me, a Notary Public, in and for said County and State, personally appeared Michael A. Smith and Peggy Church, the

Vice President and the Asst. Vice President, respectively of BANK ONE,

MERRILLVILLE, NA, who acknowledged execution of the foregoing Subordination

Agreement for and on behalf of said corporation.

Witness my hand and Notarial Seal this 31stday of October, 1991.

My Commission Expires: 10/5/92

Resident of Lake County Beth A. Hamilton Notary Public

This Instrument Prepared By: Michael A. Smith, an Officer of Bank One, Merrillville,