

## MORTGAGE SUBORDINATION AGREEMENT

In consideration of Lender's granting certain credit to West Allis Brewing Property LLC and OPE BREWING COMPANY LLC ("Borrower") and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the undersigned, City of West Allis ("Mortgagee," whether one or more), hereby subordinates to WBD, Inc. and the United States Small Business Administration (collectively "Lender") in the manner and to the extent described in this Agreement all interests, rights and title in the property described in paragraph 1 (the "Property") under a Mortgage from Borrower to Mortgagee in the amount of \$100,000.00 dated June 17, 2021 and recorded on December 1, 2021, in the Office of the Register of Deeds for Milwaukee County, Wisconsin as Document No. 11192655, as amended from time to time ("Mortgagee's Mortgage").

1. Description of the Property. "Property" shall have the cumulative meaning given to it in the Lender's Mortgage (as hereafter defined) and the Mortgagee's Mortgage and includes land and all improvements and fixtures now or hereafter located at the property legally described in Exhibit A attached hereto and all rents, proceeds, and leases on account thereof and all proceeds, whether now existing or hereafter arising.

2. Superior Obligations. As between Mortgagee and Lender, the priorities granted Lender by this Agreement are limited to and shall not exceed the following obligations (the "Obligations"): All principal, interest (including interest at the contract rate from the date of filing of a petition by or against Borrower under the federal Bankruptcy Code), and all other obligations and liabilities of whatever kind or nature including default charges, prepayment penalties, and attorneys' fees and costs, of Borrower to Lender, whether direct or indirect, absolute or contingent, due or to become due, now existing or hereafter arising, and whether created directly or acquired by assignment or otherwise which may arise under, out of, or in connection with the terms of a 504 Note made by Borrower or Borrower and another in the principal amount of \$1,207,000.00 and any amendments, modifications, renewals or extensions thereto or thereof, or any other document executed in connection with any of the foregoing (including, without limitation, any document securing such note) which Obligations are or will be secured by a mortgage from Borrower to WBD, Inc., as the same may be amended ("Lender's Mortgage").

3. Subordination of Lien and Right of Remedy. So long as any of the Obligations are unpaid, the lien of Mortgagee's Mortgage in any Property shall, at all times, be and remain subject to and subordinate and junior to the liens and security interests of Lender as provided by the Lender's Mortgage as collateral security for the Obligations. "Subject to and subordinate and junior" means that (1) no part of the obligations secured by the Mortgagee's Mortgage shall have any claim to any Property on a parity with or prior to the claim of Lender; and (2) Mortgagee will not exercise or seek to exercise any rights or remedies with respect to any Property. Irrespective of: (a) the time, order or method of attachment or perfection of the liens created by the Mortgagee's Mortgage or the liens and security interest created by the Lender's Mortgage, (b) the time or order of filing or recording of financing statements, mortgages or other documents filed or recorded to perfect a lien on or security interest in any Property; and (c) the rules for determining priority under the Uniform Commercial Code or any other law governing the relative priorities of creditors, the Property and any money, or other property realized upon the sale or other disposition upon all or any part of the Property shall be applied first to the payment in full of the Obligations in such order as the Lender may elect in its sole discretion.

### Recording Area

#### Name and Return Address

WBD, Inc.  
5202 Eastpark Blvd, Ste. 109  
Madison, WI 53718

See Exhibit A

Parcel Identification Number (PIN)



## **EXHIBIT A**

### **The Property**

The word “Property” means collectively the Real Property and the Personal Property and all present and future leases of the Property and all Rents from the Property.

The words “Real Property” means the following described real property, together with all existing or subsequently erected or affixed buildings, improvements and fixtures; privileges, hereditaments, easements, rights of way, and appurtenances; all water, water rights, watercourses and ditch rights (including stock in utilities with ditch or irrigation rights); and all other rights, royalties, and profits relating to the real property, including without limitation all minerals, oil, gas, geothermal and similar matters, located in Milwaukee County, State of Wisconsin:

Lot 1 of Certified Survey Map No. 9316 recorded in the office of the Register of Deeds for Milwaukee County, Wisconsin, on May 11, 2021 as Document No. 11112992, being a redivision of part of Lot 1, Lot 2 and Lot 3, Block 2 of Assessor's Plat No. 269, located in the Northeast 1/4 of Section 3, Township 6 North, Range 21 East, in the City of West Allis, County of Milwaukee, State of Wisconsin.

For informational purposes only:

Property Address: 6751 West National Avenue, West Allis, WI

Tax Key Number: 454-9001-000

The word “improvements” means all existing and future improvements, buildings, structures, mobile homes affixed on the Real Property, facilities, additions, replacements and other construction on the Real Property.

The words “Personal Property” mean all equipment, fixtures, and other articles of personal property now or hereafter owned by Borrower, and now or hereafter attached or affixed to the Real Property; together with all accessions, parts, and additions to, all replacements of, and all substitutions for, any of such property; and together with all proceeds (including without limitation all insurance proceeds and refunds of premiums) from any sale or other disposition of the Property.

The word “Rents” means all present and future rents, revenues, income, issues, royalties, profits, and other benefits derived from the Property.