

[Date]

[Senior Lender Name]

[Address]

[City, State, Zip Code]

[Junior Lender Name]

[Address]

[City, State, Zip Code]

**RE: Intercreditor Subordination and Partial Release of Collateral**

Dear [Contact Name],

This Intercreditor Subordination and Partial Release Letter (the "Agreement") is entered into among [Senior Lender Name] ("Senior Lender"), [Junior Lender Name] ("Junior Lender"), and [Borrower Name] ("Borrower") regarding the credit facilities extended to the Borrower.

**1. Subordination:** Junior Lender hereby confirms that its security interest in and lien upon the assets of the Borrower is and shall remain subordinate and junior in priority to the security interest and liens held by the Senior Lender, regardless of the order of perfection or filing.

**2. Partial Release of Collateral:** The Senior Lender and Junior Lender hereby agree to release their respective security interests in the following specific property (the "Released Property"): *[Insert Detailed Description of Specific Property/Assets to be Released]*

**3. Scope of Release:** This release applies only to the Released Property described above. All other collateral securing the respective loans remains subject to the existing security interests and the terms of the original Intercreditor Agreement.

**4. Authorization:** The parties hereby authorize the Borrower to file any necessary UCC-3 termination statements or lien release documents required to effectuate the release of the Released Property.

**5. Governing Law:** This letter shall be governed by the laws of the State of [State Name].

Please indicate your acceptance of these terms by signing below.

Sincerely,

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[Senior Lender Authorized Signature]

Name: [Print Name]

Title: [Title]

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**[Junior Lender Authorized Signature]**

Name: [Print Name]

Title: [Title]

**Acknowledged and Agreed:**

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**[Borrower Authorized Signature]**

Name: [Print Name]

Title: [Title]