

ANNUAL STATEMENT

OF THE

FIDELITY NATIONAL TITLE

INSURANCE COMPANY

of **SANTA BARBARA**

in the state of **CALIFORNIA**

TO THE

Insurance Department

OF THE

FOR THE YEAR ENDED

December 31, 2009

TITLE

2009

ANNUAL STATEMENT



51586200920100100

For the Year Ended December 31, 2009
OF THE CONDITION AND AFFAIRS OF THE

Fidelity National Title Insurance Company

NAIC Group Code 0670 0670 NAIC Company Code 51586 Employer's ID Number 86-0417131
(Current Period) (Prior Period)

Organized under the Laws of CA, State of Domicile or Port of Entry CA

Country of Domicile US

Incorporated/Organized: October 6, 1981 Commenced Business: March 29, 1982

Statutory Home Office: 4050 Calle Real, Santa Barbara, CA 93110
(Street and Number) (City or Town, State and Zip Code)

Main Administrative Office: 601 Riverside Avenue
(Street and Number)

Jacksonville, FL 32204 904-854-8100
(City or Town, State and Zip Code) (Area Code) (Telephone Number)

Mail Address: 601 Riverside Avenue, Jacksonville, FL 32204
(Street and Number or P.O. Box) (City or Town, State and Zip Code)

Primary Location of Books and Records: 4050 Calle Real Santa Barbara, CA 93110 805-696-7000
(Street and Number) (City or Town, State and Zip Code) (Area Code) (Telephone Number)

Internet Web Site Address: www.fnf.com

Statutory Statement Contact: Jan R. Wilson 904-854-8100
(Name) (Area Code) (Telephone Number) (Extension)
jan.wilson@fnf.com 904-357-1066
(E-Mail Address) (Fax Number)

OFFICERS

	Name	Title
1.	<u>Raymond Randall Quirk</u>	<u>President & CEO</u>
2.	<u>Michael Louis Gravelle</u>	<u>EVP, Legal & Corporate Secretary</u>
3.	<u>Anthony John Park</u>	<u>EVP & Chief Financial Officer</u>

VICE-PRESIDENTS

Name	Title	Name	Title
<u>Christopher (NMN) Abbinante</u>	<u>President Eastern Operations</u>	<u>David A Brown</u>	<u>President, Default Resolution Network</u>
<u>Cynthia Lynn Fried</u>	<u>President & County Manager</u>	<u>Mathew Gene Fortier #</u>	<u>President & State Manager</u>
<u>Roger Scott Jewkes</u>	<u>President Western Operations</u>	<u>Erika (NMN) Meinhardt</u>	<u>President National Agency Operations</u>
<u>Mary Lou Paulk</u>	<u>President & County Manager</u>	<u>Paul Douglas DeFalco</u>	<u>EVP</u>
<u>Joseph William Grealish</u>	<u>EVP</u>	<u>James Russell Herleman</u>	<u>EVP</u>
<u>Kevin Donald Lutes</u>	<u>EVP</u>	<u>Paul Ignatius Perez</u>	<u>EVP</u>
<u>Peter Tadeusz Sadowski</u>	<u>EVP</u>	<u>Alan Lynn Stinson</u>	<u>EVP</u>
<u>Darryl James Tyson</u>	<u>EVP</u>	<u>Gary Robert Urquhart</u>	<u>EVP</u>
<u>Charles Hyman Wimer</u>	<u>EVP</u>	<u>Daniel Kennedy Murphy</u>	<u>SVP and Treasurer</u>

DIRECTORS OR TRUSTEES

<u>Anthony John Park</u>	<u>Raymond Randall Quirk</u>	<u>Alan Lynn Stinson</u>	

State of Florida

County of Duval ss

The officers of this reporting entity being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC Annual Statement Instructions and Accounting Practices and Procedures manual except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

<u>(Signature)</u> <u>Raymond Randall Quirk</u> <u>(Printed Name)</u> 1. <u>President & CEO</u> <u>(Title)</u>	<u>(Signature)</u> <u>Tommye Morehead Frost</u> <u>(Printed Name)</u> 2. <u>SVP, Chief Regulatory Counsel, Asst Secretary</u> <u>(Title)</u>	<u>(Signature)</u> <u>Anthony John Park</u> <u>(Printed Name)</u> 3. <u>EVP & Chief Financial Officer</u> <u>(Title)</u>
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Subscribed and sworn to (or affirmed) before me on this _____ day of _____, 2010, by

- a. Is this an original filing? Yes No
- b. If no: 1. State the amendment number _____
2. Date filed _____
3. Number of pages attached _____

ASSETS

	Current Year			Prior Year
	1	2	3	4
	Assets	Nonadmitted Assets	Net Admitted Assets (Cols. 1 - 2)	Net Admitted Assets
1. Bonds (Schedule D)	464,343,617		464,343,617	428,012,960
2. Stocks (Schedule D):				
2.1 Preferred stocks				
2.2 Common stocks	168,719,160		168,719,160	206,981,247
3. Mortgage loans on real estate (Schedule B):				
3.1 First liens	1,558,995	869,315	689,680	679,905
3.2 Other than first liens	1,104,882	1,104,882		
4. Real estate (Schedule A):				
4.1 Properties occupied by the company (less \$ 0 encumbrances)				
4.2 Properties held for the production of income (less \$ 0 encumbrances)				
4.3 Properties held for sale (less \$ 0 encumbrances)	1,633,363	240,500	1,392,863	1,575,840
5. Cash (\$ 34,497,948, Schedule E - Part 1), cash equivalents (\$ 731,236, Schedule E - Part 2), and short-term investments (\$ 2,835,493, Schedule DA)	38,064,677		38,064,677	21,195,019
6. Contract loans (including \$ 0 premium notes)				
7. Other invested assets (Schedule BA)	38,101,237	4,009,660	34,091,577	32,801,273
8. Receivables for securities	290,807		290,807	1,135,566
9. Aggregate write-ins for invested assets				
10. Subtotals, cash and invested assets (Lines 1 to 9)	713,816,738	6,224,357	707,592,381	692,381,810
11. Title plants less \$ 0 charged off (for Title insurers only)	24,600,939	6,687,539	17,913,400	17,913,400
12. Investment income due and accrued	6,259,044		6,259,044	6,259,248
13. Premiums and considerations:				
13.1 Uncollected premiums and agents' balances in the course of collection	25,752,457	14,946,636	10,805,821	11,299,795
13.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ 0 earned but unbilled premiums)				
13.3 Accrued retrospective premiums				
14. Reinsurance:				
14.1 Amounts recoverable from reinsurers				
14.2 Funds held by or deposited with reinsured companies				
14.3 Other amounts receivable under reinsurance contracts				
15. Amounts receivable relating to uninsured plans				
16.1 Current federal and foreign income tax recoverable and interest thereon	7,479,909		7,479,909	9,462,652
16.2 Net deferred tax asset	69,551,840	44,140,665	25,411,175	6,921,874
17. Guaranty funds receivable or on deposit				
18. Electronic data processing equipment and software				331
19. Furniture and equipment, including health care delivery assets (\$ 0)	13,620	13,620		
20. Net adjustment in assets and liabilities due to foreign exchange rates				
21. Receivables from parent, subsidiaries and affiliates	12,485,831		12,485,831	3,206,627
22. Health care (\$ 0) and other amounts receivable				
23. Aggregate write-ins for other than invested assets	40,842,713	40,842,713		
24. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 10 to 23)	900,803,091	112,855,530	787,947,561	747,445,737
25. From Separate Accounts, Segregated Accounts and Protected Cell Accounts				
26. Total (Lines 24 and 25)	900,803,091	112,855,530	787,947,561	747,445,737

DETAILS OF WRITE-IN LINES				
0901.				
0902.				
0903.				
0998. Summary of remaining write-ins for Line 09 from overflow page				
0999. Totals (Lines 0901 through 0903 plus 0998) (Line 9 above)				
2301. Recoupment Receivable	19,349,699	19,349,699		
2302. Goodwill	15,609,254	15,609,254		
2303. Prepaid Expense and Other	5,883,760	5,883,760		
2398. Summary of remaining write-ins for Line 23 from overflow page				
2399. Totals (Lines 2301 through 2303 plus 2398) (Line 23 above)	40,842,713	40,842,713		

LIABILITIES, SURPLUS AND OTHER FUNDS

	1	2
	Current Year	Prior Year
1. Known claims reserve (Part 2B, Line 3, Col. 4)	100,085,971	99,828,585
2. Statutory premium reserve (Part 1B, Line 2.5, Col. 1)	404,056,343	412,888,588
3. Aggregate of other reserves required by law		
4. Supplemental reserve (Part 2B, Col. 4, Line 12)		
5. Commissions, brokerage and other charges due or accrued to attorneys, agents and real estate brokers		
6. Other expenses (excluding taxes, licenses and fees)	19,242,021	29,707,112
7. Taxes, licenses and fees (excluding federal and foreign income taxes)	12,947,448	4,624,358
8.1 Current federal and foreign income taxes (including \$ 0 on realized capital gains (losses))		
8.2 Net deferred tax liability		
9. Borrowed money \$ 0 and interest thereon \$ 0		
10. Dividends declared and unpaid		
11. Premiums and other consideration received in advance		
12. Unearned interest and real estate income received in advance		
13. Funds held by company under reinsurance treaties		
14. Amounts withheld or retained by company for account of others	1,241	1,241
15. Provision for unauthorized reinsurance		
16. Net adjustments in assets and liabilities due to foreign exchange rates		
17. Drafts outstanding		
18. Payable to parent, subsidiaries and affiliates	182,408	291,047
19. Payable for securities		
20. Aggregate write-ins for other liabilities	731,737	9,846,439
21. Total liabilities (Lines 1 through 20)	537,247,169	557,187,370
22. Aggregate write-ins for special surplus funds		
23. Common capital stock	35,826,800	35,826,800
24. Preferred capital stock		
25. Aggregate write-ins for other than special surplus funds		
26. Surplus notes		
27. Gross paid in and contributed surplus	272,861,865	268,282,474
28. Unassigned funds (surplus)	(57,988,273)	(113,850,907)
29. Less treasury stock, at cost:		
29.1 0 shares common (value included in Line 23 \$ 0)		
29.2 0 shares preferred (value included in Line 24 \$ 0)		
30. Surplus as regards policyholders (Lines 22 to 28 less 29) (Page 4, Line 32)	250,700,392	190,258,367
31. Totals (Page 2, Line 26, Col. 3)	787,947,561	747,445,737

DETAILS OF WRITE-INS		
0301.		
0302.		
0303.		
0398. Summary of remaining write-ins for Line 03 from overflow page		
0399. Totals (Lines 0301 through 0303 plus 0398) (Line 03 above)		
2001. Payable under securities lending agreements	731,237	9,076,014
2002. Reinsurance Ceded Payable	500	770,425
2003.		
2098. Summary of remaining write-ins for Line 20 from overflow page		
2099. Totals (Lines 2001 through 2003 plus 2098) (Line 20 above)	731,737	9,846,439
2201.		
2202.		
2203.		
2298. Summary of remaining write-ins for Line 22 from overflow page		
2299. Totals (Lines 2201 through 2203 plus 2298) (Line 22 above)		
2501.		
2502.		
2503.		
2598. Summary of remaining write-ins for Line 25 from overflow page		
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)		

OPERATIONS AND INVESTMENT EXHIBIT

STATEMENT OF INCOME	1 Current Year	2 Prior Year
OPERATING INCOME		
1. Title insurance and related income (Part 1):		
1.1 Title insurance premiums earned (Part 1B, Line 3, Col.1)	1,000,251,516	883,912,706
1.2 Escrow and settlement services (Part 1A, Line 2, Col. 4)	25,372,233	21,691,757
1.3 Other title fees and service charges (Part 1A, Line 3, Col. 4)	43,505,537	56,810,580
2. Aggregate write-ins for other operating income		
3. Total Operating Income (Lines 1 through 2)	1,069,129,286	962,415,043
DEDUCT:		
4. Losses and loss adjustment expenses incurred (Part 2A, Line 10, Col. 4)	88,474,776	95,849,037
5. Operating expenses incurred (Part 3, Line 24, Cols. 4 and 6)	990,890,654	903,486,367
6. Aggregate write-ins for other operating deductions		
7. Total Operating Deductions	1,079,365,430	999,335,404
8. Net operating gain or (loss) (Lines 3 minus 7)	(10,236,144)	(36,920,361)
INVESTMENT INCOME		
9. Net investment income earned (Exhibit of Net Investment Income, Line 17)	38,008,860	26,519,318
10. Net realized capital gains (losses) less capital gains tax of \$ (89,657) (Exhibit of Capital Gains (Losses))	(21,962)	(9,798,638)
11. Net investment gain (loss) (Lines 9 + 10)	37,986,898	16,720,680
OTHER INCOME		
12. Aggregate write-ins for miscellaneous income or (loss)	356,478	(17,797)
13. Net income, after capital gains tax and before all other federal income taxes (Lines 8 + 11 + 12)	28,107,232	(20,217,478)
14. Federal and foreign income taxes incurred	(8,054,528)	(4,186,463)
15. Net income (Lines 13 minus 14)	36,161,760	(16,031,015)
CAPITAL AND SURPLUS ACCOUNT		
16. Surplus as regards policyholders, December 31 prior year (Page 3, Line 30, Column 2)	190,258,367	237,682,104
17. Net income (from Line 15)	36,161,760	(16,031,015)
18. Change in net unrealized capital gains or (losses) less capital gains tax of \$ (6,209,082)	2,191,655	(154,031,264)
19. Change in net unrealized foreign exchange capital gain (loss)		
20. Change in net deferred income taxes	20,463,089	3,771,051
21. Change in nonadmitted assets (Exhibit of Nonadmitted Assets, Line 26, Col. 3)	(2,953,870)	3,951,650
22. Change in provision for unauthorized reinsurance (Page 3, Line 15, Cols. 2 minus 1)		
23. Change in supplemental reserves (Page 3, Line 4, Cols. 2 minus 1)		
24. Change in surplus notes		
25. Cumulative effect of changes in accounting principles		
26. Capital Changes:		
26.1 Paid in		
26.2 Transferred from surplus (Stock Dividend)		
26.3 Transferred to surplus		
27. Surplus Adjustments:		
27.1 Paid in	4,579,391	126,994,241
27.2 Transferred to capital (Stock Dividend)		
27.3 Transferred from capital		
28. Dividends to stockholders		(33,000,000)
29. Change in treasury stock (Page 3, Lines (29.1) and (29.2), Cols. 2 minus 1)		
30. Aggregate write-ins for gains and losses in surplus		20,921,600
31. Change in surplus as regards policyholders for the year (Lines 17 through 30)	60,442,025	(47,423,737)
32. Surplus as regards policyholders, December 31 current year (Lines 16 plus 31) (Page 3, Line 30)	250,700,392	190,258,367

DETAILS OF WRITE-IN LINES		
0201.		
0202.		
0203.		
0298. Summary of remaining write-ins for Line 02 from overflow page		
0299. Totals (Lines 0201 through 0203 plus 0298) (Line 02 above)		
0601.		
0602.		
0603.		
0698. Summary of remaining write-ins for Line 06 from overflow page		
0699. Totals (Lines 0601 through 0603 plus 0698) (Line 06 above)		
1201. Miscellaneous income	356,585	
1202. Loss on disposal of assets	(107)	(17,797)
1203.		
1298. Summary of remaining write-ins for Line 12 from overflow page		
1299. Totals (Lines 1201 through 1203 plus 1298) (Line 12 above)	356,478	(17,797)
3001. Correction of prior years income tax liability		20,921,600
3002.		
3003.		
3098. Summary of remaining write-ins for Line 30 from overflow page		
3099. Totals (Lines 3001 through 3003 plus 3098) (Line 30 above)		20,921,600

CASH FLOW

Cash from Operations	1 Current Year	2 Prior Year
1. Premiums collected net of reinsurance	991,329,981	886,067,176
2. Net investment income	42,086,070	34,405,656
3. Miscellaneous income	69,234,248	78,484,539
4. Total (Lines 1 through 3)	1,102,650,299	998,957,371
5. Benefit and loss related payments	88,217,390	97,356,511
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts		
7. Commissions, expenses paid and aggregate write-ins for deductions	993,034,755	915,498,783
8. Dividends paid to policyholders		
9. Federal and foreign income taxes paid (recovered) net of \$ 0 tax on capital gains (losses)	(10,126,928)	(1,287,452)
10. Total (Lines 5 through 9)	1,071,125,217	1,011,567,842
11. Net cash from operations (Line 4 minus Line 10)	31,525,082	(12,610,471)
Cash from Investments		
12. Proceeds from investments sold, matured or repaid:		
12.1 Bonds	129,434,881	376,741,579
12.2 Stocks	72,118,245	982,297,921
12.3 Mortgage loans	118,121	441,172
12.4 Real estate	115,789	535,633
12.5 Other invested assets		821,462
12.6 Net gains (or losses) on cash, cash equivalents and short-term investments		
12.7 Miscellaneous proceeds	844,759	
12.8 Total investment proceeds (Lines 12.1 to 12.7)	202,631,795	1,360,837,767
13. Cost of investments acquired (long-term only):		
13.1 Bonds	166,641,071	142,753,892
13.2 Stocks	42,766,878	1,321,669,794
13.3 Mortgage loans	197,704	517,121
13.4 Real estate	43,073	946,610
13.5 Other invested assets	218,181	700,000
13.6 Miscellaneous applications		412,420
13.7 Total investments acquired (Lines 13.1 to 13.6)	209,866,907	1,466,999,837
14. Net increase (decrease) in contract loans and premium notes		
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	(7,235,112)	(106,162,070)
Cash from Financing and Miscellaneous Sources		
16. Cash provided (applied):		
16.1 Surplus notes, capital notes		
16.2 Capital and paid in surplus, less treasury stock	(1,994,240)	126,994,241
16.3 Borrowed funds		
16.4 Net deposits on deposit-type contracts and other insurance liabilities		
16.5 Dividends to stockholders		33,000,000
16.6 Other cash provided (applied)	(5,426,076)	(19,489,824)
17. Net cash from financing and miscellaneous sources (Lines 16.1 to Line 16.4 minus Line 16.5 plus Line 16.6)	(7,420,316)	74,504,417
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS		
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17)	16,869,654	(44,268,124)
19. Cash, cash equivalents and short-term investments:		
19.1 Beginning of year	21,195,018	65,463,142
19.2 End of year (Line 18 plus Line 19.1)	38,064,672	21,195,018

Note: Supplemental disclosures of cash flow information for non-cash transactions:

20.0001	Bonds disposed of through acquisition of affiliated common stock - Line 12.1 and 13.2	36,818,020
20.0002	Inv in affiliated common stock funded by capital contribution - Line 13.2 and 16.2	(26,994,240)
20.0003		

OPERATIONS AND INVESTMENT EXHIBIT

PART 1A – SUMMARY OF TITLE INSURANCE PREMIUMS WRITTEN AND RELATED REVENUES

	1	Agency Operations		4	5
		2	3		
	Direct Operations	Non-Affiliated Agency Operations	Affiliated Agency Operations	Current Year Total (Cols. 1 + 2 + 3)	Prior Year Total
1. Direct premiums written	131,212,504	604,241,052	255,260,361	990,713,917	872,595,734
2. Escrow and settlement service charges	25,372,233	X X X	X X X	25,372,233	21,691,757
3. Other title fees and service charges (Part 1C, Line 5)	43,505,537	X X X	X X X	43,505,537	56,810,579
4. Totals (Lines 1 + 2 + 3)	200,090,274	604,241,052	255,260,361	1,059,591,687	951,098,070

PART 1B – PREMIUMS EARNED EXHIBIT

	1	2
	Current Year	Prior Year
1. Title premiums written:		
1.1 Direct (Part 1A, Line 1)	990,713,918	872,595,732
1.2 Assumed	4,908,354	3,584,830
1.3 Ceded	4,202,999	4,267,474
1.4 Net title premiums written (Lines 1.1 + 1.2 - 1.3)	991,419,273	871,913,088
2. Statutory premium reserve:		
2.1 Balance at December 31 prior year	412,888,590	424,888,225
2.2 Additions during the current year	47,736,376	42,797,538
2.3 Withdrawals during the current year	56,568,619	54,797,173
2.4 Other adjustments to statutory premium reserves		
2.5 Balance at December 31 current year	404,056,347	412,888,590
3. Net title premiums earned during year (Lines 1.4 - 2.2 + 2.3)	1,000,251,516	883,912,723

PART 1C – OTHER TITLE FEES AND SERVICE CHARGES

	1	2
	Current Year	Prior Year
1. Title examinations	37,300	81,688
2. Searches and abstracts	18,205,458	17,478,643
3. Surveys		
4. Aggregate write-ins for service charges	25,262,779	39,250,249
5. Totals	43,505,537	56,810,580

DETAILS OF WRITE-IN LINES			
0401. Other Income		24,729,438	38,667,271
0402. Other Title Fees		533,341	582,978
0403.			
0498. Summary of remaining write-ins for Line 04 from overflow page			
0499. Total (Lines 0401 through 0403 plus 0498) (Line 04 above)		25,262,779	39,250,249

OPERATIONS AND INVESTMENT EXHIBIT

PART 2A – LOSSES PAID AND INCURRED

	1 Direct Operations	Agency Operations		4 Total Current Year (Cols. 1 + 2 + 3)	5 Total Prior Year
		2 Non-Affiliated Agency Operations	3 Affiliated Agency Operations		
1. Losses and allocated loss adjustment expenses paid - direct business, less salvage	11,307,485	37,662,810	25,233,830	74,204,125	86,918,396
2. Losses and allocated loss adjustment expenses paid - reinsurance assumed, less salvage	0	0	0	0	0
3. Total (Line 1 plus Line 2)	11,307,485	37,662,810	25,233,830	74,204,125	86,918,396
4. Deduct: Recovered during year from reinsurance	0	0	0	0	0
5. Net payments (Line 3 minus Line 4)	11,307,485	37,662,810	25,233,830	74,204,125	86,918,396
6. Known claims reserve – current year (Page 3, Line 1, Column 1)	16,408,853	53,141,343	30,535,777	100,085,973	99,828,584
7. Known claims reserve – prior year (Page 3, Line 1, Column 2)	17,715,057	50,587,375	31,526,152	99,828,584	101,336,064
8. Losses and allocated Loss Adjustment Expenses incurred (Line 5 plus Line 6 minus Line 7)	10,001,281	40,216,778	24,243,455	74,461,514	85,410,916
9. Unallocated loss adjustment expenses incurred (Part 3, Line 24, Column 5)	2,135,390	7,112,527	4,765,345	14,013,262	10,438,121
10. Losses and loss adjustment expenses incurred (Line 8 plus Line 9)	12,136,671	47,329,305	29,008,800	88,474,776	95,849,037

OPERATIONS AND INVESTMENT EXHIBIT

PART 2B – UNPAID LOSSES AND LOSS ADJUSTMENT EXPENSES

	1 Direct Operations	Agency Operations		4 Total Current Year (Cols. 1 + 2 + 3)	5 Total Prior Year
		2 Non-Affiliated Agency Operations	3 Affiliated Agency Operations		
1. Loss and allocated LAE reserve for title and other losses of which notice has been received:					
1.1 Direct (Schedule P, Part 1, Line 12, Col. 17)	16,408,853	53,141,343	30,535,777	100,085,973	99,828,584
1.2 Reinsurance assumed (Schedule P, Part 1, Line 12, Col. 18)					
2. Deduct reinsurance recoverable from authorized and unauthorized companies (Schedule P, Part 1, Line 12, Col. 19)					
3. Known claims reserve (Line 1.1 plus Line 1.2 minus Line 2)	16,408,853	53,141,343	30,535,777	100,085,973	99,828,584
4. Incurred But Not Reported:					
4.1 Direct (Schedule P, Part 1, Line 12, Col. 20)	84,265,000	143,695,505	82,569,495	310,530,000	350,097,000
4.2 Reinsurance assumed (Schedule P, Part 1, Line 12, Col. 21)					
4.3 Reinsurance ceded (Schedule P, Part 1, Line 12, Col. 22)					
4.4 Net incurred but not reported	84,265,000	143,695,505	82,569,495	310,530,000	350,097,000
5. Unallocated LAE reserve (Schedule P, Part 1, Line 12, Col. 23)	X X X	X X X	X X X	48,715,000	X X X
6. Less discount for time value of money, if allowed (Sch. P, Part 1, Line 12, Col. 33)	X X X	X X X	X X X		X X X
7. Total Schedule P reserves (Lines 3 + 4.4 + 5 - 6) (Sch. P, Part 1, Line 12, Col. 35)	X X X	X X X	X X X	459,330,973	X X X
8. Statutory premium reserve at year end	X X X	X X X	X X X	404,056,347	X X X
9. Aggregate of other reserves required by law	X X X	X X X	X X X		X X X
10. Gross supplemental reserve (a) (Lines 7 - (3 + 8 + 9))	X X X	X X X	X X X		X X X
11. Unrecognized Schedule P transition obligation	X X X	X X X	X X X		X X X
12. Net recognized supplemental reserve (Lines 10 - 11)	X X X	X X X	X X X		X X X

(a) If the sum of Lines 3 + 8 + 9 is greater than Line 7, place a "0" in this Line.

OPERATIONS AND INVESTMENT EXHIBIT PART 3 – EXPENSES

	Title and Escrow Operating Expenses				5 Unallocated Loss Adjustment Expenses	6 Other Operations	7 Investment Expenses	Totals	
	1 Direct Operations	Agency Operations		4 Total (Cols. 1 + 2 + 3)				8 Current Year (Cols. 4 + 5 + 6 + 7)	9 Prior Year
		2 Non-affiliated Agency Operations	3 Affiliated Agency Operations						
1. Personnel costs:									
1.1 Salaries	87,392,905	30,402,692	1,940,610	119,736,207	7,511,104			127,247,311	137,931,548
1.2 Employee relations and welfare	1,644,430	787,205	68,369	2,500,004	504,477			3,004,481	4,970,485
1.3 Payroll taxes	5,331,032	2,181,027	162,562	7,674,621	588,557			8,263,178	8,888,632
1.4 Other personnel costs	306,008	143,733	36,827	486,568	28,027			514,595	204,213
1.5 Total personnel costs	94,674,375	33,514,657	2,208,368	130,397,400	8,632,165			139,029,565	151,994,878
2. Amounts paid to or retained by title agents		494,177,680	224,376,325	718,554,005				718,554,005	599,247,757
3. Production services (purchased outside):									
3.1 Searches, examinations and abstracts	12,386,828	3,492,430		15,879,258				15,879,258	16,859,205
3.2 Surveys									
3.3 Other	424,656	1,069		425,725				425,725	1,010
4. Advertising	1,715,496	282,176	7,533	2,005,205				2,005,205	2,885,864
5. Boards, bureaus and associations	48,490	127,731		176,221				176,221	107,029
6. Title plant rent and maintenance	1,633,962	845,230	22,041	2,501,233				2,501,233	3,162,212
7. Claim adjustment services									
8. Amounts charged off, net of recoveries	262,998	168,034		431,032				431,032	558,476
9. Marketing and promotional expenses	114,420	83,740	188	198,348				198,348	511,577
10. Insurance	142,889	29,994	(94,312)	78,571	42,040			120,611	1,759,384
11. Directors' fees									
12. Travel and travel items	6,981,298	2,720,393	244,539	9,946,230	224,212			10,170,442	11,426,695
13. Rent and rent items	12,568,986	3,814,394	384,891	16,768,271	1,345,272			18,113,543	25,918,852
14. Equipment	5,635,484	2,368,581	567,795	8,571,860	112,109			8,683,969	12,255,610
15. Cost or depreciation of EDP equipment and software	18,385,609	9,928,830	2,743,249	31,057,688	42,040			31,099,728	29,915,872
16. Printing, stationery, books and periodicals	3,514,329	1,409,303	227,754	5,151,386	294,278			5,445,664	5,321,568
17. Postage, telephone, messengers and express	3,415,832	1,553,113	229,231	5,198,176	252,239			5,450,415	9,637,042
18. Legal and auditing	9,140,647	3,799,139	981,484	13,921,270	3,026,863			16,948,133	16,350,176
19. Totals (Lines 1.5 to 18)	171,046,299	558,316,494	231,899,086	961,261,879	13,971,218			975,233,097	887,913,207
20. Taxes, licenses and fees:									
20.1 State and local insurance taxes	2,590,058	11,876,695	5,017,285	19,484,038				19,484,038	12,504,993
20.2 Insurance department licenses and fees	180,206	471,688	154,310	806,204				806,204	1,205,619
20.3 Gross guaranty association assessments									
20.4 All other (excluding federal income and real estate)	220,205	79,268	18,900	318,373				318,373	(169,164)
20.5 Total taxes, licenses and fees (Lines 20.1 + 20.2 + 20.3 + 20.4)	2,990,469	12,427,651	5,190,495	20,608,615				20,608,615	13,541,448
21. Real estate expenses									
22. Real estate taxes							2,096	2,096	485
23. Aggregate write-ins for miscellaneous expenses	7,393,287	1,677,365	(50,492)	9,020,160	42,040		1,085,976	10,148,176	13,724,522
24. Total expenses incurred (Lines 19 + 20.5 + 21 + 22 + 23)	181,430,055	572,421,510	237,039,089	990,890,654	14,013,258		1,088,072	(a) 1,005,991,984	915,179,662
25. Less unpaid expenses - current year	4,263,414	19,633,264	8,294,031	32,190,709				32,190,709	26,664,165
26. Add unpaid expenses - prior year	4,605,468	15,143,502	6,915,195	26,664,165				26,664,165	46,889,393
27. TOTAL EXPENSES PAID (Lines 24 - 25 + 26)	181,772,109	567,931,748	235,660,253	985,364,110	14,013,258		1,088,072	1,000,465,440	935,404,890

DETAILS OF WRITE-IN LINES									
2301. Intercompany Referral Fees	3,940,376	1,073,810		5,014,186	42,040			5,056,226	7,772,782
2302. Miscellaneous Expense	1,492,390	352,101	(50,492)	1,793,999				1,793,999	644,968
2303. Referral Expense	1,258,074	127,692		1,385,766			1,085,976	2,471,742	2,544,338
2398. Summary of remaining write-ins for Line 23 from overflow page	702,447	123,762		826,209				826,209	2,762,434
2399. Totals (Lines 2301 through 2303 plus 2398) (Line 23 above)	7,393,287	1,677,365	(50,492)	9,020,160	42,040		1,085,976	10,148,176	13,724,522

(a) Includes management fees of \$ 0 to affiliates and \$ 0 to non-affiliates.

OPERATIONS AND INVESTMENT EXHIBIT

PART 4 – NET OPERATING GAIN/LOSS EXHIBIT

	1	Agency Operations		4	5	Totals	
		2	3			6	7
	Direct Operations	Non-affiliated Agency Operations	Affiliated Agency Operations	Total (Cols. 1 + 2 + 3)	Other Operations	Current Year (Cols. 4 + 5)	Prior Year
1. Title insurance and related income (Part 1):							
1.1 Title insurance premiums earned (Part 1B, Line 3, Col. 1)	132,475,687	610,058,079	257,717,752	1,000,251,518		1,000,251,518	883,912,706
1.2 Escrow and settlement services (Part 1A, Line 2, Col. 4)	25,372,233			25,372,233		25,372,233	21,691,757
1.3 Other title fees and service charges (Part 1A, Line 3, Col. 4)	43,505,537			43,505,537		43,505,537	56,810,579
2. Aggregate write-ins for other operating income							
3. Total Operating Income (Lines 1.1 through 1.3 + 2)	201,353,457	610,058,079	257,717,752	1,069,129,288		1,069,129,288	962,415,042
DEDUCT:							
4. Losses and loss adjustment expenses incurred (Part 2A, Line 10, Col. 4)	12,136,671	47,329,305	29,008,800	88,474,776		88,474,776	95,849,037
5. Operating expenses incurred (Part 3, Line 24, Cols. 1 to 3 + 6)	178,081,612	575,036,249	237,772,790	990,890,651		990,890,651	903,486,368
6. Aggregate write-ins for other operating deductions							
7. Total Operating Deductions (Lines 4 + 5 + 6)	190,218,283	622,365,554	266,781,590	1,079,365,427		1,079,365,427	999,335,405
8. Net operating gain or (loss) (Lines 3 minus 7)	11,135,174	(12,307,475)	(9,063,838)	(10,236,139)		(10,236,139)	(36,920,363)

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DETAILS OF WRITE-IN LINES							
0201.							
0202.							
0203.							
0298. Summary of remaining write-ins for Line 02 from overflow page							
0299. Total (Lines 0201 through 0203 plus 0298) (Line 02 above)							
0601.							
0602.							
0603.							
0698. Summary of remaining write-ins for Line 06 from overflow page							
0699. Total (Lines 0601 through 0603 plus 0698) (Line 06 above)							

EXHIBIT OF NET INVESTMENT INCOME

	1 Collected During Year	2 Earned During Year
1. U.S. Government bonds	(a) 5,057,063	4,566,423
1.1 Bonds exempt from U.S. tax	(a) 5,786,923	6,041,359
1.2 Other bonds (unaffiliated)	(a) 9,061,344	9,297,345
1.3 Bonds of affiliates	(a)	
2.1 Preferred stocks (unaffiliated)	(b)	
2.11 Preferred stocks of affiliates	(b)	
2.2 Common stocks (unaffiliated)	149,707	149,707
2.21 Common stocks of affiliates	11,465,000	11,465,000
3. Mortgage loans	(c) 39,434	39,434
4. Real estate	(d)	
5. Contract loans		
6. Cash, cash equivalents and short-term investments	(e) 416,297	416,297
7. Derivative instruments	(f)	
8. Other invested assets	7,113,352	7,113,352
9. Aggregate write-ins for investment income	27,082	27,082
10. Total gross investment income	39,116,202	39,115,999
11. Investment expenses		(g) 1,085,975
12. Investment taxes, licenses and fees, excluding federal income taxes		(g) 2,096
13. Interest expense		(h) 19,067
14. Depreciation on real estate and other invested assets		(i)
15. Aggregate write-ins for deductions from investment income		
16. Total deductions (Lines 11 through 15)		1,107,138
17. Net investment income (Line 10 minus Line 16)		38,008,861

DETAILS OF WRITE-IN LINES		
0901. Interest on loans on personal security	14,296	14,296
0902. Title plant dividends	11,100	11,100
0903. Newport Mining class action settlement	1,686	1,686
0998. Summary of remaining write-ins for Line 09 from overflow page		
0999. Totals (Lines 0901 through 0903) plus 0998 (Line 09 above)	27,082	27,082
1501.		
1502.		
1503.		
1598. Summary of remaining write-ins for Line 15 from overflow page		
1599. Totals (Lines 1501 through 1503) plus 1598 (Line 15 above)		

- (a) Includes \$ 569,311 accrual of discount less \$ 4,645,910 amortization of premium and less \$ 959,307 paid for accrued interest on purchases.
- (b) Includes \$ 0 accrual of discount less \$ 0 amortization of premium and less \$ 0 paid for accrued dividends on purchases.
- (c) Includes \$ 0 accrual of discount less \$ 0 amortization of premium and less \$ 0 paid for accrued interest on purchases.
- (d) Includes \$ 0 for company's occupancy of its own buildings; and excludes \$ 0 interest on encumbrances.
- (e) Includes \$ 0 accrual of discount less \$ 0 amortization of premium and less \$ 0 paid for accrued interest on purchases.
- (f) Includes \$ 0 accrual of discount less \$ 0 amortization of premium.
- (g) Includes \$ 0 investment expenses and \$ 0 investment taxes, licenses and fees, excluding federal income taxes, attributable to segregated and Separate Accounts.
- (h) Includes \$ 0 interest on surplus notes and \$ 0 interest on capital notes.
- (i) Includes \$ 0 depreciation on real estate and \$ 0 depreciation on other invested assets.

EXHIBIT OF CAPITAL GAINS (LOSSES)

	1 Realized Gain (Loss) on Sales or Maturity	2 Other Realized Adjustments	3 Total Realized Capital Gain (Loss) (Columns 1 + 2)	4 Change in Unrealized Capital Gain (Loss)	5 Change in Unrealized Foreign Exchange Capital Gain (Loss)
1. U.S. Government bonds	427,621		427,621		
1.1 Bonds exempt from U.S. tax	1,774,919		1,774,919	(166,476)	
1.2 Other bonds (unaffiliated)	1,165,007		1,165,007		
1.3 Bonds of affiliates					
2.1 Preferred stocks (unaffiliated)					
2.11 Preferred stocks of affiliates					
2.2 Common stocks (unaffiliated)	2,683,584	(5,808,981)	(3,125,397)	14,665,245	
2.21 Common stocks of affiliates				(20,409,681)	
3. Mortgage loans					
4. Real estate	(106,211)		(106,211)		
5. Contract loans					
6. Cash, cash equivalents and short-term investments					
7. Derivative instruments					
8. Other invested assets		(500,000)	(500,000)	1,893,485	
9. Aggregate write-ins for capital gains (losses)	252,441		252,441		
10. Total capital gains (losses)	6,197,361	(6,308,981)	(111,620)	(4,017,427)	

DETAILS OF WRITE-IN LINES					
0901. Sale of title plant rights	252,441		252,441		
0902.					
0903.					
0998. Summary of remaining write-ins for Line 09 from overflow page					
0999. Totals (Lines 0901 through 0903) plus 0998 (Line 09 above)	252,441		252,441		

EXHIBIT OF NONADMITTED ASSETS

	1 Current Year Total Nonadmitted Assets	2 Prior Year Total Nonadmitted Assets	3 Change in Total Nonadmitted Assets (Col. 2 - Col. 1)
1. Bonds (Schedule D)			
2. Stocks (Schedule D):			
2.1 Preferred stocks			
2.2 Common stocks			
3. Mortgage loans on real estate (Schedule B):			
3.1 First liens	869,315	996,893	127,578
3.2 Other than first liens	1,104,882	960,646	(144,236)
4. Real estate (Schedule A):			
4.1 Properties occupied by the company			
4.2 Properties held for the production of income			
4.3 Properties held for sale	240,500	236,450	(4,050)
5. Cash (Schedule E - Part 1), cash equivalents (Schedule E - Part 2), and short-term investments (Schedule DA)			
6. Contract loans			
7. Other invested assets (Schedule BA)	4,009,660	3,688,295	(321,365)
8. Receivables for securities			
9. Aggregate write-ins for invested assets			
10. Subtotals, cash and invested assets (Lines 1 to 9)	6,224,357	5,882,284	(342,073)
11. Title plants (for Title insurers only)	6,687,539	6,687,539	
12. Investment income due and accrued			
13. Premiums and considerations:			
13.1 Uncollected premiums and agents' balances in the course of collection	14,946,638	14,363,363	(583,275)
13.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due			
13.3 Accrued retrospective premiums			
14. Reinsurance:			
14.1 Amounts recoverable from reinsurers			
14.2 Funds held by or deposited with reinsured companies			
14.3 Other amounts receivable under reinsurance contracts			
15. Amounts receivable relating to uninsured plans			
16.1 Current federal and foreign income tax recoverable and interest thereon			
16.2 Net deferred tax asset	44,140,663	35,957,802	(8,182,861)
17. Guaranty funds receivable or on deposit			
18. Electronic data processing equipment and software			
19. Furniture and equipment, including health care delivery assets	13,616	26,590	12,974
20. Net adjustment in assets and liabilities due to foreign exchange rates			
21. Receivables from parent, subsidiaries and affiliates			
22. Health care and other amounts receivable			
23. Aggregate write-ins for other than invested assets	40,842,713	46,984,071	6,141,358
24. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 10 to 23)	112,855,526	109,901,649	(2,953,877)
25. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			
26. Total (Lines 24 and 25)	112,855,526	109,901,649	(2,953,877)

DETAILS OF WRITE-IN LINES			
0901.			
0902.			
0903.			
0998. Summary of remaining write-ins for Line 09 from overflow page			
0999. Totals (Lines 0901 through 0903 plus 0998) (Line 09 above)			
2301. Recoupment Receivable	19,349,699	19,349,699	
2302. Goodwill	15,609,254	15,609,254	
2303. Prepaid Expense and Other	5,883,760	12,025,118	6,141,358
2398. Summary of remaining write-ins for Line 23 from overflow page			
2399. Totals (Lines 2301 through 2303 plus 2398) (Line 23 above)	40,842,713	46,984,071	6,141,358

NOTES TO FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies:

The financial statements of Fidelity National Title Insurance Company are presented on the basis of accounting practices prescribed or permitted by the State of California Department of Insurance.

A. Accounting Practices:

To the extent possible, the accompanying financial statements have been prepared in substantial conformity with the National Association of Insurance Commissioners' (NAIC) *Accounting Practices and Procedures Manual*, (NAIC SAP), except where the laws of the State of California differ. Significant variances between California basis of accounting and NAIC SAP are: investments in title plants under California laws are limited to 50% of an insurer's capital stock, as compared to NAIC SAP which allows the lesser of 20% of admitted assets or 40% of surplus; and recovery rates for amounts set aside in the statutory premium reserves differ.

A reconciliation of the Company's net income and capital and surplus between NAIC SAP and practices prescribed and permitted by the State of California is shown below:

	<u>12/31/2009</u>	<u>12/31/2008</u>
Net Income, California Basis	36,161,762	(16,031,015)
State Prescribed/Permitted Practices (Income):		
Statutory Premium Reserve Recovery, net of tax	2,634,561	9,888,416
Net Income, NAIC SAP Basis	38,796,323	(6,142,599)
Statutory Surplus, California Basis	250,700,392	190,258,367
State Prescribed/Permitted Practices (Surplus):		
Statutory Premium Reserve	103,144,796	100,510,235
Title Plants	6,687,539	6,687,539
Statutory Surplus, NAIC SAP Basis	360,532,727	297,456,141

B. Use of Estimates in the Preparation of the Financial Statements:

The preparation of financial statements in conformity with Statutory Accounting Principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities. It also requires disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the period. Actual results could differ from those estimates.

C. Accounting Policy:

A portion of title insurance premiums written, escrow fees and other title fees is deferred and set aside in the statutory premium reserve which is computed and amortized in accordance with accounting practices prescribed by the California Department of Insurance. The remaining portion of title insurance premiums, escrow fees and other title fees are recognized at the time of the closing of the related real estate transaction.

Amounts paid to or retained by title agents are recognized as an expense when incurred.

In addition, the company uses the following accounting policies:

- (1) Short term investments are stated at amortized cost.
- (2) Bonds are stated at amortized cost using the effective interest method with exception to those bonds with a NAIC designation of 3-6, which are stated at the lower of amortized cost or market value.
- (3) Unaffiliated common stock holdings are stated at NAIC market value.
- (4) Preferred stocks are stated at NAIC market value with exception to the preferred stock with a NAIC designation of 3-6, which are stated at the lower of cost or market.
- (5) Mortgage Loans on Real Estate are stated at the aggregate carrying value less accrued interest.
- (6) Loan-backed securities, if any, are stated at amortized cost or the lower of amortized cost or market value.
- (7) Investment in Subsidiaries, Controlled or Affiliated Companies are valued using the underlying statutory equity, as adjusted, or audited GAAP equity, adjusted for certain non-admitted assets, as appropriate for each individual investment.
- (8) Interest in Joint Ventures - The company has ownership interests in joint ventures, partnerships and limited liability companies. Interests in these investments are valued based on the underlying audited GAAP equity of the investee, and may include adjustments for certain non-admitted assets depending on the ownership interest in the investee and the nature of the venture.

NOTES TO FINANCIAL STATEMENTS

(9) Derivatives - None

(10) Anticipated investment income to be used as a factor in a premium deficiency calculation - None

(11) Unpaid losses and loss adjustment expense include an amount determined from individual case estimates and loss reports. Such liabilities are necessarily based on assumptions and estimates. While management believes the amount is adequate, the ultimate liability maybe in excess of or less than the amount provided. The methods for making such estimates and for establishing the resulting liability are continually reviewed and any adjustments are reflected in the period determined.

(12) The Company has not modified its capitalization policy from the prior period.

(13) The company has no pharmaceutical rebate receivables.

2. **Accounting Changes and Correction of Errors:**

A. Not applicable

3. **Business Combinations and Goodwill:**

Non-applicable.

4. **Discontinued Operations:**

Non-applicable.

5. **Investments:**

A. Mortgage Loans – At December 31, 2009 and December 31, 2008, the Company had mortgage loans receivable consisting of promissory notes secured by first deeds of trust on real estate, with installments due monthly through 2037, or upon sale of real estate securing such promissory notes. Interest rates range from 0% to 11.98% in 2009 and in 2008.

B. Debt Restructuring – Non-applicable

C. Reverse Mortgages – Non-applicable

D. Loan Backed Securities – Not applicable

E. Repurchase Agreements – Not Applicable

F. Real Estate – Not applicable

(1) Not applicable

(2) In the ordinary course of business, the Company occasionally acquires real estate in settlement of claims. It is not the Company's intention to hold these properties for investment or administrative purposes, but rather to dispose of them as market conditions warrant. Accordingly, any real estate so acquired is classified as "held for sale" upon its acquisition. These properties are disclosed on Schedule A Part 1 of the Annual Statement. During 2008, four properties were disposed of, as disclosed on Schedule A Part 3 of the Statements. The net realized gain of \$496,255 is included within the Investment Income section of the Operations and Investment Exhibit, and reported on the Exhibit of Capital Gains (Losses) in the Annual Statement. During 2009 three properties were sold, the realized loss on the disposal was (\$106,211).

(3) Not applicable

(4) Not applicable

G. Low-income Housing Credits – Not applicable

6. **Joint Ventures, Partnerships and Limited Liability Companies:**

A. The Company has no investments in Joint Ventures, Partnerships or Limited Liability Companies that exceed 10% of its admitted assets.

B. The Company recognized a \$500,000 impairment write down on its investment in Apollo Real Estate Fund partnership, as shown on Schedule BA Part 1 of the 2009 Annual Statement.

7. **Investment Income:**

There was no due and accrued income excluded in the financial statements.

8. **Derivative Instruments:**

None

9. **Income Taxes:**

NOTES TO FINANCIAL STATEMENTS

The components of the net DTA recognized in the Company's Assets, Liabilities, Surplus and Other

A. Funds are as follows:

			12/31/2009
	Ordinary	Capital	Total
(1) Total of gross deferred tax assets	63,382,689	8,679,094	72,061,783
(2) Total of deferred tax liabilities	(2,509,942)	0	(2,509,942)
(3) Net deferred tax asset			69,551,840
(4) Deferred tax asset nonadmitted			(44,140,665)
(5) Net admitted deferred tax asset			25,411,176
(6) Increase(decrease) in nonadmitted DTAs			8,182,870
			12/31/2008
	Ordinary	Capital	Total
(1) Total of gross deferred tax assets	36,379,984	8,745,977	45,125,961
(2) Total of deferred tax liabilities	(2,246,292)	0	(2,246,292)
(3) Net deferred tax asset			42,879,669
(4) Deferred tax asset nonadmitted			(35,957,795)
(5) Net admitted deferred tax asset			6,921,874

(7) The Company has not elected to admit additional DTAs pursuant to SSAP 10R, paragraph 10(e). Title Insurance companies are not subject to RBC. The current period election does not differ from the prior reporting period.

(8) The calculations in paragraph 10.d. are not applicable

(9) The amount of each result or component of the calculation by tax character, of paragraphs 10.a., 10.b.i., 10.b.ii., 10.c.

			12/31/2009
	Ordinary	Capital	Total
Recoverable through loss carrybacks (10.a.)	0	0	0
Lessor of:			
Expected to be recognized within one year (10.b.i)	25,411,176	0	25,411,176
Ten percent of adjusted capital and surplus (10.b.i)	25,411,176	0	25,411,176
Adjusted gross DTAs offset against existing DTLs (10.c.)	2,509,942	0	2,509,942
			12/31/2008
	Ordinary	Capital	Total
Recoverable through loss carrybacks (10.a.)	6,921,874	0	6,921,874
Lessor of:			
Expected to be recognized within one year (10.b.i)	0	0	0
Ten percent of adjusted capital and surplus (10.b.i)	19,801,288	0	19,801,288
Adjusted gross DTAs offset against existing DTLs (10.c.)	2,246,292	0	2,246,292

(10) The following amounts resulting from the calculation in paragraphs 10.a., 10.b., and 10.c.

Admitted DTAs	27,921,118	9,168,166
Admitted Assets	787,947,560	747,445,737
Statutory Surplus	250,700,392	190,258,367

B. The Company recognized all DTLs; therefore, not applicable

C. Current income taxes incurred consist of the following major components:

	12/31/2009	12/31/2008
Federal	(8,054,529)	(4,186,463)
Foreign	0	0
Sub-total	(8,054,529)	(4,186,463)
Capital Gains Tax	(89,657)	(5,276,190)
Federal income taxes incurred	(8,144,186)	(9,462,652)

The changes in main components of DTAs and DTLs are as follows:

NOTES TO FINANCIAL STATEMENTS

	12/31/2009	12/31/2008
Deferred tax assets:		
Discounting of reserves	33,131,353	28,775,317
Employee Benefits	507,268	245,252
Gain/Loss Sale of Assets & Investments	0	6,275,966
Unrealized Loss	8,679,094	2,470,011
Goodwill	1,257,949	1,376,613
Intangible Asset	706,318	647,425
Incentive Compensation	0	208,693
Non Admitted Assets	24,001,018	0
Partnership	2,666,384	2,666,384
Accruals	1,112,399	2,460,300
Total deferred tax assets	72,061,783	45,125,961
Nonadmitted deferred tax assets	(44,140,665)	(35,957,795)
Admitted deferred tax assets	27,921,118	9,168,166
Deferred tax liabilities:		
Salvage & Subrogation	0	(226,476)
Depreciation & Amortization	(2,509,942)	(2,019,816)
Total deferred tax liabilities	(2,509,942)	(2,246,292)
Net admitted deferred tax asset	25,411,176	6,921,874

D. Reconciliation of Federal Income Tax Rate to Effective Tax Rate

Among the more significant book to tax adjustments were the following:

		12/31/2009	
	Gross	Tax Effect	Effective Tax Rate
Income before taxes	28,017,577	9,806,152	35.0%
Tax exempt income deduction	(5,135,155)	(1,797,304)	-6.4%
Dividends received deduction	(18,548,304)	(6,491,906)	-23.2%
Change in non admitted assets	(68,574,336)	(24,001,018)	-85.7%
Change in Unrealized Losses	(17,740,235)	(6,209,082)	-22.2%
Accrual Adjustment - prior year	(19,335,728)	(6,767,505)	-24.2%
Other non deductible adjustments	1,840,874	644,306	2.3%
Totals	(99,475,307)	(34,816,358)	-124.3%
Federal income taxes incurred		(8,054,529)	-28.7%
Realized capital gains tax		(89,657)	-0.3%
Change in net deferred income taxes		(26,672,171)	-95.2%
Total statutory income taxes		(34,816,358)	-124.3%

E. (1) The Company does not have any capital loss or operating loss carry forwards.

E.(2) The amount of Federal income taxes incurred and available for recoupment in the event of future net losses is:

	a. 2009	0
	b. 2008	0

F. The Company is included in a consolidated federal income tax return with its parent company, Fidelity National Financial, Inc. (See organizational chart on Schedule Y for a complete listing of the Fidelity National Financial consolidated group). The Company has a written agreement, approved by the Company's Board of Directors, which set forth the manner in which the total combined federal income tax is allocated to each entity that is a party to the consolidation. Pursuant to this agreement, the Company has the enforceable right to recoup federal income taxes paid in prior years in the event of future net losses, which it may incur, or to recoup its net losses carried forward as an offset to future net income subject to federal income taxes. The written agreement also provides that each entity in Fidelity's consolidated group compute their tax as though the entity pays tax on a stand alone basis.

10. Information Concerning Parent, Subsidiaries and Affiliates:

A. The Company is a member of a holding company group, as disclosed on Schedule Y Part 1 of this Statement.

B. A summary of material transactions between the Company and its parent, subsidiaries and affiliates is disclosed on Schedule Y Part 2 of the Annual Statement.

NOTES TO FINANCIAL STATEMENTS

Dividends paid by the Company to its parent during 2009 and 2008 were as follows:

6/26/2008	33,000,000
Total 2008	33,000,000

In connection with the Landam Insurer acquisition described above, Fidelity National Financial (“FNF”), the Company’s ultimate parent, issued a \$37,210,797 subordinated note receivable to the Company’s new wholly owned subsidiary, Lawyers Title Insurance Corporation (LTIC), as a capital contribution to LTIC, with a 3% interest rate due on March 15, 2010. The aggregate principal will be automatically adjusted at December 31, 2008, March 31, 2009, September 30, 2009, September 30, 2009 and December 30, 2009 to the amount necessary to remove the Company from hazardous financial condition under Nebraska Rev. Statute § 44-4812(1) and Title 210, Chapter 55, Section 4.06 under the Nebraska Administrative Code. The adjustment will not be above an amount that would qualify as an admitted asset or below \$0. If at any time the principal amount is reduced to \$0, the note shall be deemed cancelled. The note was decreased by \$10,216,556 at December 31, 2008 in accordance with the terms of the note, increased at March 31, 2009 by \$9,472,055, decreased by \$4,284,165 at June 30, 2009, and was decreased by \$32,181,131 to \$0, and thereby cancelled at September 30, 2009. Changes in this note also affect the Company’s contributed surplus.

On May 26, 2009, FNF contributed \$25 million downstream to the Company through its parent, CTT. The Company then contributed \$49.1 million to LTIC.

- C. The dollar amount of these transactions is disclosed on Schedule Y Part 2 of the Annual Statement.
- D. At December 31, 2009 and December 31, 2008, the Company had a receivable from the parent and/or other related parties totaling \$12,485,831 and \$3,206,627 respectively, and a payable to the parent and/or other related parties of \$182,408 and \$291,047 respectively. Intercompany balances are generally settled on a monthly basis.
- E. There are no guarantees or undertakings, written or otherwise, for the benefit of an affiliate or related party that could result in a material contingent exposure of the reporting entity’s or any related party’s assets or liabilities.
- F. The Company has several service agreements and cost sharing arrangements with its subsidiaries and affiliates. These arrangements are based on a straight pass-through allocation of actual costs incurred by the insurer. The balances on these arrangements are shown on Schedule Y of the Annual Statement.
- G. Chicago Title and Trust Company (CTT) own 100% of the outstanding shares of the Company.
- H. The Company owns no shares of stock of its ultimate parent company.
- I. On December 22, 2008, the Company acquired 100% of the stock of Lawyers Title Insurance Corporation, (LTIC), an insurance company domiciled in Nebraska, whose carrying value exceeds 10% of the admitted assets of the Company. The Company carried this investment at the statutory equity of the insurer.

The statement value of LTIC assets, liabilities and equity as of 12/31/2009 and 12/31/2008 was

	12/31/2009	12/31/2008
Assets	\$689,812,108	\$729,325,929
Liabilities	\$575,235,762	\$620,204,966
Equity	\$114,576,346	\$109,120,963

LTIC reported a net loss for the period ended December 31, 2009 of \$(8,585,371) and for the year ended December 31, 2008 of \$(221,744,790).

- J. Impairment write downs – None
- K. Foreign insurance company subsidiaries – Not applicable
- L. The Company does not utilize the look-through approach for the valuation of downstream non-insurance holding companies.

11. Debt:

- A. Debt – None
- B. FHLB Agreements - None

12. Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and Other Postretirement Benefit Plans:

- A. Defined Benefit Plan - None

NOTES TO FINANCIAL STATEMENTS

- B. Defined Contribution Plan – None
- C. Multi-employer Plan – None
- D. Consolidated/Holding Company Plans – The Company’s employees are covered under a qualified voluntary contributory savings plan (“401(k) Plan”) sponsored by FNF. Under the plan, participating employees make contributions of up to 40% from pre-tax annual compensation, up to the amount allowed pursuant to the Internal Revenue Code, into individual accounts that are generally not available until the employee reaches age 59 ½. The Company matched participants’ contributions at a rate of 50% of the first 6% of compensation during 2007. Matching contributions of \$0 and \$0 were made in 2009 and 2008.

The Company’s employees are covered to participate in an Employee Stock Purchase Plan (“ESPP”). Under this plan, eligible employees may voluntarily purchase, at current market prices, shares of FNF’s common stock through payroll deduction. Pursuant to the ESPP Plans, employees may contribute an amount between 3% and 15% of their base salary and certain commissions. The Company contributes varying amounts as specified in the ESPP Plan. The Company’s cost of its employer matching contributions for the years 2009 and 2008 were \$1,513,252 and \$1,875,250 respectively.

Certain Company officers are participants in the 1991, 1993, 1998, 2001 and 2004 Executive Incentive Stock Option Plans and the 2005 Omnibus Incentive Plan (the “Plans”) sponsored by FNF. Under the Plans, participants have the option to purchase shares of FNF stock at annually declining share prices. Options granted under these plans expire within a specified period from the grant date. The 2005 Plan provides for the grant of stock options, stock appreciation rights, restricted stock, and other cash and stock-based awards and dividend equivalents. There is no material effect on the Company’s financial statements as a result of the creation of these Plans.

The Company’s employees are covered to participate in certain health care and life insurance benefits for retired employees, provided they meet specific eligibility requirements. The costs of these benefit plans are accrued during the periods the employees render service. The Company is both self-insured and fully insured for its postretirement health care and life insurance benefit plans, and the plans are not funded. The health care plans provide for insurance benefits after retirement and are generally contributory, with contributions adjusted annually. Postretirement life insurance benefits are contributory, with coverage amounts declining with increases in a retiree’s age. The Company experienced net health care and life insurance cost of \$0 during 2009 and 2008.

Certain Company employees and directors may be eligible to participate in a non-qualified deferred compensation plan sponsored by the Company’s ultimate parent, FNF. Selected participants may elect to defer an annual amount of salary, bonus, commissions and/or directors’ fees for a minimum of \$25,000 and a maximum of 100%. Plan assets are maintained by a trust established by the sponsor, and there is no expense to the Company in connection with this plan.

- E. Post Employment Benefits and Compensated Absences and Other Postretirement Benefits – Not applicable
- F. Impact of Medicare Modernization Act - Not applicable

13. Capital and Surplus, Dividend Restrictions and Quasi-Reorganizations:

- (1). The Company has 5,000,000 shares of common stock authorized, 447,835 shares issued and outstanding. The par value per share is \$80.
- (2). The Company has no preferred stock outstanding. There are 15,000 shares of preferred stock authorized, at a par value of \$30 per share.
- (3). The maximum amount of dividends which can be paid by State of California Insurance companies to shareholders without prior approval of the Insurance Commissioner, is subject to restrictions relating to statutory surplus. For 2010, the maximum amount that may be paid without prior regulatory approval is \$0.
- (4). The following ordinary cash dividends were paid during 2009 and 2008:

6/26/2008	33,000,000
Total 2008	33,000,000

- (5). Within the limitations of (3) above, there are no restrictions placed on the portion of Company profits that may be paid as ordinary dividends to stockholders.
- (6). The Company has no restrictions placed on unassigned funds (surplus).
- (7). Advances to surplus not repaid – not applicable.
- (8). The Company holds no stock for any option or employee benefit plans.
- (9). Changes in balances of special surplus funds – not applicable.
- (10). The portion of unassigned funds (surplus) represented or reduced by cumulative unrealized gains and losses is

NOTES TO FINANCIAL STATEMENTS

\$(197,552,124).

- (11). Surplus Notes – not applicable
- (12). Impact of quasi-reorganization – not applicable
- (13). Date of quasi-reorganization – not applicable

14. Contingencies:

- A. Contingent Commitments – None.
- B. Assessments – Non-applicable
- C. Gain Contingencies – None
- D. Claims Related Extra Contractual Obligations and Bad Faith Losses Stemming From Lawsuits

The Company paid the following amounts in the reporting period to settle claims related extra contractual obligations or bad faith claims stemming from lawsuits:

Claims related ECO and bad faith losses paid during 2009:	Direct	\$0
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Number of claims where amounts were paid to settle claims related to extra contractual obligations or bad faith claims resulting from lawsuits during 2009:

a	b	c	d	e
0-25 Claims	25-50 Claims	51-100 Claims	101-500 Claims	More than 500 Claims
x				

Claim count information is disclosed on a per claim basis.

- E. All Other Contingencies:

In the ordinary course of business, we are involved in various pending and threatened litigation matters related to our operations, some of which include claims for punitive or exemplary damages. We believe that no actions, other than those listed below, depart from customary litigation incidental to its business and that the resolution of all pending and threatened litigation will not have a material effect on our results of operations, financial position or liquidity.

As background to the disclosure below, please note the following:

These matters raise difficult and complicated factual and legal issues and are subject to many uncertainties and complexities, including but not limited to the underlying facts of each matter, novel legal issues, variations between jurisdictions in which matters are being litigated, differences in applicable laws and judicial interpretations, the length of time before many of these matters might be resolved by settlement or through litigation and, in some cases, the timing of their resolutions relative to other similar cases brought against other companies, the fact that many of these matters are putative class actions in which a class has not been certified and in which the purported class may not be clearly defined, the fact that many of these matters involve multi-state class actions in which the applicable law for the claims at issue is in dispute and therefore unclear, and the current challenging legal environment faced by large corporations and insurance companies.

In these matters, plaintiffs seek a variety of remedies including equitable relief in the form of injunctive and other remedies and monetary relief in the form of compensatory damages. In most cases, the monetary damages sought include punitive or treble damages. Often more specific information beyond the type of relief sought is not available because plaintiffs have not requested more specific relief in their court pleadings. In addition, the dollar amount of damages sought is frequently not stated with specificity. In those cases where plaintiffs have made a statement with regard to monetary damages, they often specify damages either just above or below a jurisdictional limit regardless of the facts of the case. These limits represent either the jurisdictional threshold for bringing a case in federal court or the maximum they can seek without risking removal from state court to federal court. In our experience, monetary demands in plaintiffs' court pleadings bear little relation to the ultimate loss, if any, we may experience.

For the reasons specified above, it is not possible to make meaningful estimates of the amount or range of loss that could result from these matters at this time. We review these matters on an on-going basis and follow the provisions of SFAS No. 5, "Accounting for Contingencies" when making accrual and disclosure decisions. When assessing reasonably possible and probable outcomes, we base our decision on our assessment of the ultimate outcome following all appeals.

In the opinion of management, while some of these matters may be material to our operating results for any particular period if an unfavorable outcome results, none will have a material adverse effect on our overall financial condition.

NOTES TO FINANCIAL STATEMENTS

In February 2008, thirteen putative class actions were commenced against several title insurance companies, including Fidelity National Title Insurance Company, Chicago Title Insurance Company, Security Union Title Insurance Company, Alamo Title Insurance Company, Ticor Title Insurance Company of Florida, Commonwealth Land Title Insurance Company, LandAmerica New Jersey Title Insurance Company, Lawyers Title Insurance Corporation, Transnation Title Insurance Company (which has merged into Lawyers Title Insurance Corporation), and Ticor Title Insurance Company (collectively, the “Fidelity Affiliates”). The complaints also name Fidelity National Financial, Inc. (together with the Fidelity Affiliates, the “Fidelity Defendants”) as a defendant based on its ownership of the Fidelity Affiliates. The complaints, which are brought on behalf of a putative class of consumers who purchased title insurance in New York, allege that the defendants conspired to inflate rates for title insurance through the Title Insurance Rate Service Association, Inc. (“TIRSA”), a New York State-approved rate service organization which is also named as a defendant. Each of the complaints asserts a cause of action under the Sherman Act and several of the complaints include claims under the Real Estate Settlement Procedures Act as well as New York State statutory and common law claims. The complaints seek monetary damages, including treble damages, as well as injunctive relief. Subsequently, similar complaints were filed in many federal courts. There are numerous complaints pending alleging that the Fidelity Defendants conspired with their competitors to unlawfully inflate rates for title insurance in every major market in the United States. A motion was filed before the Multidistrict Litigation Panel to consolidate and/or coordinate these actions in the United States District Court in the Southern District of New York. However, that motion was denied. Where there are multiple cases in one state they have been consolidated before one district court judge in each state and scheduled for the filing of consolidated complaints and motion practice. Since the first of the year, the complaints filed in Texas and New York were dismissed with prejudice, but the plaintiffs have appealed. The complaints in Arkansas and Washington were dismissed with leave to amend, but the plaintiffs have not amended. The complaint in California was dismissed with leave to amend, the plaintiffs have amended, and the companies have moved to dismiss the amended complaint and the court denied the motion. The case will proceed on a state consumer protection cause of action. The complaint in Delaware was dismissed, but the plaintiffs were permitted to amend to state a claim for injunctive relief. The plaintiffs amended, and the defendants have moved to dismiss the amended complaint. The damage claims in the Pennsylvania cases were dismissed, but the plaintiffs were permitted to pursue injunctive relief. The plaintiffs were permitted limited discovery and a schedule for summary judgment briefing after the first of the year has been set. The magistrate has recommended that the Ohio complaint be dismissed. On December 17, 2009 the District Court Judge heard motions on the recommendation, and permitted the filing of additional briefs on January 25, 2010. In New Jersey, the Company’s motion to dismiss the amended complaint remains under submission. In West Virginia, the case has been placed on the inactive list pending the resolution of the LandAmerica bankruptcy. The complaints filed in Florida and Massachusetts were all voluntarily dismissed.

On September 24, 2007 a third party complaint was filed in the In Re Ameriquest Mortgage Lending Practices Litigation in the United States District Court for the Northern District of Illinois by Ameriquest Mortgage Company (“Ameriquest”) and Argent Mortgage Company (“Argent”) against numerous title insurers and agents (the “Title Insurer Defendants”), including Chicago Title Company, Fidelity National Title Company, Fidelity National Title Insurance Company, American Pioneer Title Insurance Company (now known as Ticor Title Insurance Company of Florida), Chicago Title of Michigan, Fidelity National Title Insurance Company of New York, Transnation Title Insurance Company (now known as Lawyers Title Insurance Corporation), Commonwealth Land Title Insurance Company, Commonwealth Land Title Company, Lawyers Title Insurance Corporation, Chicago Title Insurance Company, Alamo Title Company, and Ticor Title Insurance Company (collectively, the “FNF Affiliates”). The third party complaint alleges that Ameriquest and Argent have been sued by a class of borrowers (and by numerous persons who have preemptively opted out of any class that may be certified) alleging that the two lenders violated the Truth in Lending Act (“TILA”) by failing to comply with the notice of right to cancel provisions and making misrepresentations in lending to the borrowers, who now seek money damages. Ameriquest and Argent each alleges that the FNF Affiliates contracted and warranted to close these loans in conformity with the lender’s instructions which correctly followed the requirements of TILA and contained no misrepresentations; therefore, if Ameriquest and Argent are liable to the class or to the opt-out plaintiffs, then the FNF Affiliates are liable to them for failing to close the lending transactions as agreed. Ameriquest and Argent seek to recover the cost of resolving the class action and other cases against them including their attorney’s fees and costs in the action. The Title Insurer Defendants organized to form a defense group and, as requested by the court, are exploring the possibility of filing a single collective response. The Seventh Circuit, in which circuit these matters are pending, ruled in a separate case that TILA violations as alleged in these complaints could not be the subject of a class action seeking rescission, though the plaintiffs in the case against Ameriquest and Argent have not yet sought class certification and so the court in their case has not yet ruled on the applicability of the Court of Appeals’ decision (which, in any event, would not affect the cases of individual plaintiffs). Ameriquest filed its fifth amended third party complaint against the defendants, and the Title Insurer Defendants moved to dismiss. On January 19, 2010 the court granted the motion as to the negligence claims, but denied the motion as to the contract claims and negligent misrepresentation claims. The Title Insurer Defendants will answer the Fifth Amended complaint.

There are class actions pending against several title insurance companies, including Security Union Title Insurance Company, Fidelity National Title Insurance Company, Chicago Title Insurance Company, Ticor Title Insurance Company of Florida, Commonwealth Land Title Insurance Company, Lawyers Title Insurance Corporation, and Ticor Title Insurance Company, alleging improper premiums were charged for title insurance. These cases allege that the named defendant companies failed to provide notice of premium discounts to consumers refinancing their mortgages, and/or failed to give discounts in refinancing transactions in violation of the filed rates. On January 26, 2010, plaintiffs Rodney P. Simon and Tracy Simon dismissed their lawsuit that was pending in the Court of Common Pleas in Cuyahoga County, Ohio.

There are class actions pending against Fidelity National Financial, Inc., Fidelity National Title Group and several title insurance companies, including Fidelity National Title Insurance Company, Chicago Title Insurance Company, Lawyers Title Insurance Corporation, Transnation Title Insurance Company (which has merged into Lawyers Title Insurance Corporation), United Title Company, Inc., and Ticor Title Insurance Company, alleging overcharges for government

NOTES TO FINANCIAL STATEMENTS

recording fees. These cases allege that the named defendant companies charged fees in excess of the fees charged by government entities in closing transactions and charged for documents releasing encumbrances that were never recorded by the Company. These suits seek various remedies including compensatory damages, prejudgment interest, punitive damages and attorney's fees. One case filed in Missouri (Hartis) in the summer of 2008 but removed to the Federal District Court in Missouri, seeks to certify a national class against Chicago Title Insurance Company. Although the Federal District Court in Kansas refused to certify a national class previously filed by the same plaintiff's attorneys, this suit seeks to overcome that Court's objections to certification. In September 2009, the Company filed its motion to deny class certification. And, although similar cases filed in Indiana were decertified by the appellate court and trial court, the Missouri courts have refused to decertify a case now pending, which has been assigned to a judge and set for trial on March 1, 2010. On January 26, 2009, a recording fee class action was filed in New Jersey. On January 30, 2009, the court granted the named defendants' motion for summary judgment in the recording fee class action in the Federal District Court in Texas, which alleged recording fee overcharges in five states. The plaintiff has appealed this decision and oral argument was heard in the Fifth Circuit Court of Appeals on November 2, 2009. On January 15, 2010, the Fifth Circuit Court of Appeals affirmed the Federal District Court's decision to grant the named defendants' motion for summary judgment (Arevalo).

None of the cases described above includes a statement as to the amount of damages demanded, but instead includes a demand for damages in an amount to be proved at trial. Damage requests in complaints served on the company frequently bear little relation to the amount of damages that could ultimately be proved at a trial.

Various governmental entities are studying the title insurance product, market, pricing, business practices, and potential regulatory and legislative changes. The Company receives inquiries and requests for information from state insurance departments, attorneys general and other regulatory agencies from time to time about various matters relating to its business. Sometimes these take the form of civil investigative subpoenas or market conduct examinations. The Company attempts to cooperate with all such inquiries. From time to time, the Company is assessed fines for violations of regulations or other matters or enters into settlements with such authorities which require the Company to pay money or take other actions.

The Georgia Insurance Commissioner and Chicago Title Insurance Company are engaged in discussions regarding market conduct matters involving rates, Closing Protection Letters and the licensing of agents. These discussions are in the early stage and we do not know the impact the outcome thereof will have on the Company, if any.

15. Leases:

The Company is a party to a number of long-term non-cancelable operating leases for certain facilities, furniture and equipment which expire at various times through 2015. Rental expense for 2009 and 2008 was approximately \$13,464,493 and \$18,350,089 respectively. At December 31, 2009, the minimum rental commitments under all such leases with initial or remaining terms of more than one year, exclusive of any additional amounts that may become due under escalation clauses, are:

2010	7,453,273
2011	5,543,694
2012	3,806,782
2013	2,204,459
2014 & beyond	535,806
	19,544,014

The Company is not involved in sale – leaseback transactions.

16. Information About Financial Instruments With Off Balance Sheet Risk and Financial Instruments With Concentrations of Credit Risk:

None

17. Sale, Transfer, and Servicing of Financial Assets and Extinguishments of Liabilities:

A. Transfer of Receivables Reported as Sales – not applicable

B. Transfer and Servicing of Financial Assets

(1) thru (3) The Company has entered into a Securities Lending Agreement (“the Agreement”) with Bank of New York (“BNY”), whereby it lends certain securities to certain BNY customers. The loaned securities remain assets of the Company. The Company receives cash collateral having a fair market value as of the transaction date at least equal to 102% of the fair value of loaned securities. A liability is established for the return of the collateral.

As of December 31, 2009, the fair value of securities loaned was as follows: Long term bonds \$706,193.

As of December 31, 2009, the Company held the following collateral associated with securities lending transactions: cash equivalents, \$731,236.

(4) and (5) Securitized financial assets – not applicable

NOTES TO FINANCIAL STATEMENTS

(6) Transfers of receivables with recourse – not applicable

C. Wash Sales – not applicable

18. Gains or Loss to the Reporting Entity from Uninsured A & H Plans and the Uninsured Portion of Partially Insured Plans:

Non-applicable

19. Direct Premium Written/Produced by Managing General Agents/Third Party Administrators:

Non-applicable

20. Other Items:

A. Extraordinary Items – None

B. Troubled Debt Restructuring – None

C. Other Disclosures:

(1) Assets in the amount of \$52,956,517 at December 31, 2009 were on deposit with government authorities or trustees as required by law.

(2) In conducting its operations, the Company routinely holds customers' assets in trust, pending completion of real estate transactions. Such amounts are maintained in segregated bank accounts and have not been included in the accompanying statutory financial statements. At December 31, 2009 and December 31, 2008, the Company held approximately \$265,582,079 and \$446,762,860, respectively, of such assets in trust and has a contingent liability relating to the proper disposition of these assets for its customers.

D. Uncollectible Balances – Not applicable

E. Business Interruption Insurance Recoveries – Not applicable

F. State Transferable Tax Credits – None

G. Sub prime Exposure

The sub prime lending sector, also referred to as B-paper, near-prime, or second chance lending, is the sector of the mortgage lending industry which lends to borrowers who do not qualify for prime market interest rates because of poor or insufficient credit history. The term also refers to paper taken on property that cannot be sold on the primary market, including loans on certain types of investment properties and certain types of self-employed individuals. Instability in the domestic and international credit markets due to problems in the sub prime sector dictates the need for additional information related to exposure to sub prime mortgage related risk.

For purposes of this disclosure, sub prime exposure is defined as the potential for financial loss through direct investment, indirect investment, or underwriting risk associated with risk from the sub prime lending sector. For purposes of this note, sub prime exposure is not limited solely to the risk associated with holding direct mortgage loans, but also includes any indirect risk through investments in debt securities, asset backed or structured securities, hedge funds, common stock, subsidiaries and affiliates, and insurance product issuance. Although it can be difficult to determine the indirect risk exposures, it should be noted that not only does it include expected losses, it also includes the potential for losses that could occur due to significantly depressed fair value of the related assets in an illiquid market.

As it relates to the exposure described above, the following information is disclosed:

(1) Direct exposure through investments in sub prime mortgage loans – None

(2) Indirect exposure to sub prime mortgage risk through investments in the following securities – None

(3) Underwriting exposure to sub prime mortgage risk – None

(4) The Company monitors its investments and the portfolio's performance on a continuous basis. The process comprises an analysis of 30, 60, and 90 day delinquency rates, cumulative net losses and levels of subordination, all of which are updated on a monthly basis, where applicable.

21. Events Subsequent:

(1) None.

(2) On October 13, 2008, the Board of Directors of the Company approved a Plan and Agreement of Merger to effect the merger of the Nations Title Insurance of NY Inc with and into the Company. Merger documents have been filed with both the California and the New York Departments of Insurance. At December 31, 2009, the merger is pending regulatory approval from the states of New York and California.

22. Reinsurance:

NOTES TO FINANCIAL STATEMENTS

- A. Unsecured Reinsurance Recoverable – None
- B. Reinsurance in Dispute – None
- C. Reinsurance Assumed or Ceded – Not applicable
- D. Uncollectible Reinsurance – None
- E. Commutation of Ceded Reinsurance – None
- F. Retroactive Reinsurance – None
- G. Reinsurance Accounted for as Deposit - None

23. Retrospectively Rated Contracts:

None

24. Change in Incurred Losses and Loss Adjustment Expenses:

Reserves for incurred losses and loss adjustment expenses attributable to insured events of prior years has increased (decreased) by \$257,386 from \$99,828,585 in 2008 to \$100,085,971 in 2009 as a result of re-estimation of unpaid losses and loss adjustment expenses. This increase (decrease) is generally the result of ongoing analysis of recent loss development trends. Original estimates are increased or decreased as additional information becomes known regarding individual claims.

25. Inter-company Pooling Arrangements:

None

26. Structured Settlements:

None

27. Supplemental Reserves:

Not applicable

GENERAL INTERROGATORIES

PART 1 – COMMON INTERROGATORIES

GENERAL

- 1.1 Is the reporting entity a member of an Insurance Holding Company System consisting of two or more affiliated persons, one or more of which is an insurer? Yes No
- 1.2 If yes, did the reporting entity register and file with its domiciliary State Insurance Commissioner, Director or Superintendent or with such regulatory official of the state of domicile of the principal insurer in the Holding Company System, a registration statement providing disclosure substantially similar to the standards adopted by the National Association of Insurance Commissioners (NAIC) in its Model Insurance Holding Company System Regulatory Act and model regulations pertaining thereto, or is the reporting entity subject to standards and disclosure requirements substantially similar to those required by such Act and regulations? Yes No N/A
- 1.3 State Regulating? California
- 2.1 Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity? Yes No
- 2.2 If yes, date of change:
- 3.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2009
- 3.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released. 12/31/2006
- 3.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). 06/20/2008
- 3.4 By what department or departments?
 California Department of Insurance

- 3.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with departments? Yes No N/A
- 3.6 Have all of the recommendations within the latest financial examination report been complied with? Yes No N/A
- 4.1 During the period covered by this statement, did any agent, broker, sales representative, non-affiliated sales/service organization or any combination thereof under common control (other than salaried employees of the reporting entity) receive credit or commissions for or control a substantial part (more than 20 percent of any major line of business measured on direct premiums) of:
- 4.11 sales of new business? Yes No
- 4.12 renewals? Yes No
- 4.2 During the period covered by this statement, did any sales/service organization owned in whole or in part by the reporting entity or an affiliate, receive credit or commissions for or control a substantial part (more than 20 percent of any major line of business measured on direct premiums) of:
- 4.21 sales of new business? Yes No
- 4.22 renewals? Yes No
- 5.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? Yes No
- 5.2 If yes, provide the name of the entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

1 Name of Entity	2 NAIC Company Code	3 State of Domicile
.....
.....

- 6.1 Has the reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? Yes No

GENERAL INTERROGATORIES

6.2 If yes, give full information:

.....

7.1 Does any foreign (non-United States) person or entity directly or indirectly control 10% or more of the reporting entity?

Yes [] No [X]

7.2 If yes,

7.21 State the percentage of foreign control.

7.22 State the nationality(s) of the foreign person(s) or entity(s); or if the entity is a mutual or reciprocal, the nationality of its manager or attorney-in-fact and identify the type of entity(s) (e.g., individual, corporation, government, manager or attorney-in-fact).

1 Nationality	2 Type of Entity
.....
.....

8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board?

Yes [] No [X]

8.2 If response to 8.1 is yes, please identify the name of the bank holding company.

.....

8.3 Is the company affiliated with one or more banks, thrifts or securities firms?

Yes [] No [X]

8.4 If response to 8.3 is yes, please provide the names and locations (city and state of the main office) of any affiliates regulated by a federal financial regulatory services agency [i.e., the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Office of Thrift Supervision (OTS), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.

1 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 OTS	6 FDIC	7 SEC
.....

9. What is the name and address of the independent certified public accountant or accounting firm retained to conduct the annual audit?

KPMG LLC One Independent Drive, Suite 2700, Independent Square, Jacksonville, FL 32204

.....

10. What is the name, address and affiliation (officer/employee of the reporting entity or actuary/consultant associated with an actuarial consulting firm) of the individual providing the statement of actuarial opinion/certification?

Timothy L. Schilling, FCAS, MAAA Fidelity National Title Group, Inc., 601 Riverside Ave, Jacksonville, FL 32204

.....

11.1 Does the reporting entity own any securities of a real estate holding company or otherwise hold real estate indirectly?

Yes [X] No []

11.11 Name of real estate holding company

Apollo Int'l Fund L.P.

11.12 Number of parcels involved

11.13 Total book/adjusted carrying value

\$ 679,867

11.2 If yes, provide explanation:

Apollo Int'l Real Estate Fund, L.P. invests in international real estate companies. Information on exact number of parcels involved in this international real estate investment fund is not available.

.....

GENERAL INTERROGATORIES

12. FOR UNITED STATES BRANCHES OF ALIEN REPORTING ENTITIES ONLY:

12.1 What changes have been made during the year in the United States manager or the United States trustees of the reporting entity?

.....

12.2 Does this statement contain all business transacted for the reporting entity through its United States Branch on risks wherever located?

Yes [] No [X]

12.3 Have there been any changes made to any of the trust indentures during the year?

Yes [] No [X]

12.4 If answer to (12.3) is yes, has the domiciliary or entry state approved the changes?

Yes [] No [X] N/A []

13.1 Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards?

- a. Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
- b. Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
- c. Compliance with applicable governmental laws, rules, and regulations;
- d. The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
- e. Accountability for adherence to the code.

Yes [X] No []

13.11 If the response to 13.1 is no, please explain:

.....

13.2 Has the code of ethics for senior managers been amended?

Yes [] No [X]

13.21 If the response to 13.2 is yes, provide information related to amendment(s).

.....

13.3 Have any provisions of the code of ethics been waived for any of the specified officers?

Yes [] No [X]

13.31 If the response to 13.3 is yes, provide the nature of any waiver(s).

.....

BOARD OF DIRECTORS

14. Is the purchase or sale of all investments of the reporting entity passed upon either by the board of directors or a subordinate committee thereof?

Yes [X] No []

15. Does the reporting entity keep a complete permanent record of the proceedings of its board of directors and all subordinate committees thereof?

Yes [X] No []

16. Has the reporting entity an established procedure for disclosure to its board of directors or trustees of any material interest or affiliation on the part of any of its officers, directors, trustees or responsible employees that is in conflict or is likely to conflict with the official duties of such person?

Yes [X] No []

FINANCIAL

17. Has this statement been prepared using a basis of accounting other than Statutory Accounting Principles (e.g., Generally Accepted Accounting Principles)?

Yes [] No [X]

18.1 Total amount loaned during the year (inclusive of Separate Accounts, exclusive of policy loans):

18.11 To directors or other officers	\$ _____
18.12 To stockholders not officers	\$ _____
18.13 Trustees, supreme or grand (Fraternal only)	\$ _____

GENERAL INTERROGATORIES

- 18.2 Total amount of loans outstanding at the end of year (inclusive of Separate Accounts, exclusive of policy loans):
- | | | |
|--|---|----------|
| | 18.21 To directors or other officers | \$ _____ |
| | 18.22 To stockholders not officers | \$ _____ |
| | 18.23 Trustees, supreme or grand (Fraternal only) | \$ _____ |
- 19.1 Were any assets reported in this statement subject to a contractual obligation to transfer to another party without the liability for such obligation being reported in the statement? Yes [] No [X]
- 19.2 If yes, state the amount thereof at December 31 of the current year:
- | | | |
|--|----------------------------|----------|
| | 19.21 Rented from others | \$ _____ |
| | 19.22 Borrowed from others | \$ _____ |
| | 19.23 Leased from others | \$ _____ |
| | 19.24 Other | \$ _____ |
- 20.1 Does this statement include payments for assessments as described in the Annual Statement Instructions other than guaranty fund or guaranty association assessments? Yes [] No [X]
- 20.2 If answer is yes:
- | | | |
|--|--|----------|
| | 20.21 Amount paid as losses or risk adjustment | \$ _____ |
| | 20.22 Amount paid as expenses | \$ _____ |
| | 20.23 Other amounts paid | \$ _____ |
- 21.1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement? Yes [X] No []
- 21.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount: \$ _____ 12,485,831

INVESTMENT

- 22.1 Were all the stocks, bonds and other securities owned December 31 of current year, over which the reporting entity has exclusive control, in the actual possession of the reporting entity on said date? (other than securities lending programs addressed in 22.3) Yes [X] No []
- 22.2 If no, give full and complete information relating thereto:

- 22.3 For security lending programs, provide a description of the program including value for collateral and amount of loaned securities, and whether collateral is carried on or off-balance sheet. (an alternative is to reference Note 16 where this information is also provided)
 A description of the Securities Lending program and amounts related thereto is disclosed in Note 17. Collateral is carried on the balance sheet.

- 22.4 Does the company's security lending program meet the requirements for a conforming program as outlined in the Risk-Based Capital Instructions? Yes [] No [X] N/A []
- 22.5 If answer to 22.4 is yes, report amount of collateral. \$ _____
- 22.6 If answer to 22.4 is no, report amount of collateral. \$ _____ 731,236
- 23.1 Were any of the stocks, bonds or other assets of the reporting entity owned at December 31 of the current year not exclusively under the control of the reporting entity or has the reporting entity sold or transferred any assets subject to a put option contract that is currently in force? (Exclude securities subject to Interrogatory 19.1 and 22.3.) Yes [X] No []
- 23.2 If yes, state the amount thereof at December 31 of the current year:
- | | | |
|--|--|---------------------|
| | 23.21 Subject to repurchase agreements | \$ _____ |
| | 23.22 Subject to reverse repurchase agreements | \$ _____ |
| | 23.23 Subject to dollar repurchase agreements | \$ _____ |
| | 23.24 Subject to reverse dollar repurchase agreements | \$ _____ |
| | 23.25 Pledged as collateral | \$ _____ |
| | 23.26 Placed under option agreements | \$ _____ |
| | 23.27 Letter stock or securities restricted as to sale | \$ _____ |
| | 23.28 On deposit with state or other regulatory body | \$ _____ 52,956,517 |
| | 23.29 Other | \$ _____ |

GENERAL INTERROGATORIES

23.3 For category (23.27) provide the following:

1 Nature of Restriction	2 Description	3 Amount

24.1 Does the reporting entity have any hedging transactions reported on Schedule DB? Yes [] No [X]

24.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? Yes [] No [] N/A [X]
If no, attach a description with this statement.

25.1 Were any preferred stocks or bonds owned as of December 31 of the current year mandatorily convertible into equity, or, at the option of the issuer, convertible into equity? Yes [] No [X]

25.2 If yes, state the amount thereof at December 31 of the current year. \$ _____

26. Excluding items in Schedule E-Part 3-Special Deposits, real estate, mortgage loans and investments held physically in the reporting entity's offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 3, III Conducting Examinations, F – Custodial or Safekeeping agreements of the NAIC Financial Condition Examiners Handbook? Yes [X] No []

26.01 For agreements that comply with the requirements of the NAIC Financial Condition Examiners Handbook, complete the following:

1 Name of Custodian(s)	2 Custodian's Address
Bank of New York Mellon Trust Company	700 S. Flower St., Suite 200; Los Angeles, CA 90017

26.02 For all agreements that do not comply with the requirements of the NAIC Financial Condition Examiners Handbook, provide the name, location and a complete explanation:

1 Name(s)	2 Location(s)	3 Complete Explanation(s)

26.03 Have there been any changes, including name changes, in the custodian(s) identified in 26.01 during the current year? Yes [] No [X]

26.04 If yes, give full and complete information relating thereto:

1 Old Custodian	2 New Custodian	3 Date of Change	4 Reason

26.05 Identify all investment advisors, broker/dealers or individuals acting on behalf of broker/dealers that have access to the investment accounts, handle securities and have authority to make investments on behalf of the reporting entity:

1 Central Registration Depository Number(s)	2 Name(s)	3 Address
Managed in House	Matthew Hartmann	601 Riverside Ave., Jacksonville, FL 32204

27.1 Does the reporting entity have any diversified mutual funds reported in Schedule D – Part 2 (diversified according to the Securities and Exchange Commission (SEC) in the Investment Company Act of 1940 [Section 5 (b) (1)])? Yes [] No [X]

GENERAL INTERROGATORIES

27.2 If yes, complete the following schedule:

1 CUSIP #	2 Name of Mutual Fund	3 Book/Adjusted Carrying Value
27.2999 TOTAL		

27.3 For each mutual fund listed in the table above, complete the following schedule:

1 Name of Mutual Fund (from above table)	2 Name of Significant Holding of the Mutual Fund	3 Amount of Mutual Fund's Book/Adjusted Carrying Value Attributable to the Holding	4 Date of Valuation

28. Provide the following information for all short-term and long-term bonds and all preferred stocks. Do not substitute amortized value or statement value for fair value.

	1 Statement (Admitted) Value	2 Fair Value	3 Excess of Statement over Fair Value (-), or Fair Value over Statement (+)
28.1 Bonds	467,179,110	486,388,678	19,209,570
28.2 Preferred stocks			
28.3 Totals	467,179,110	486,388,678	19,209,570

28.4 Describe the sources or methods utilized in determining the fair values:

Standard & Poor's Securities Evaluations provides pricing for tax-exempt securities. Interactive Data Corp. provides pricing for all other securities, with the following exceptions: (1) CUSIP 759663-AA-5 is valued by the insurer using available market information; and (2) All of the securities owned by the company that are issued by the following issuers are valued by Credit Suisse: Issuer#s 067387, 2254C0, 4042Q0, and 78423A.

29.1 Was the rate used to calculate fair value determined by a broker or custodian for any of the securities in Schedule D? Yes No

29.2 If yes, does the reporting entity have a copy of the broker's or custodian's pricing policy (hard copy or electronic copy) for all brokers or custodians used as a pricing source? Yes No

29.3 If no, describe the reporting entity's process for determining a reliable pricing source for purposes of disclosure of fair value for Schedule D:

Credit Suisse is a globally recognized provider of investment-related services, including valuation services. Management reviews the valuations provided by Credit Suisse. Periodically, management discusses such valuations with representatives from Credit Suisse to ensure management's understanding of the valuation process.

30.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Securities Valuation Office been followed? Yes No

30.2 If no, list exceptions:
N/A

OTHER

31.1 Amount of payments to Trade associations, service organizations and statistical or Rating Bureaus, if any? \$ 579,129

GENERAL INTERROGATORIES

31.2 List the name of the organization and the amount paid if any such payment represented 25% or more of the total payments to trade associations, service organizations and statistical or rating bureaus during the period covered by this statement.

1 Name	2 Amount Paid
Title Insurance Rating Service Associationa	196,605
.....

32.1 Amount of payments for legal expenses, if any? \$ 188,893

32.2 List the name of the firm and the amount paid if any such payment represented 25% or more of the total payments for legal expenses during the period covered by this statement.

1 Name	2 Amount Paid
.....
.....

33.1 Amount of payments for expenditures in connection with matters before legislative bodies, officers or departments of government, if any? \$ 27,146

33.2 List the name of the firm and the amount paid if any such payment represented 25% or more of the total payment expenditures in connection with matters before legislative bodies, officers or departments of government during the period covered by this statement.

1 Name	2 Amount Paid
Nick Kralj	15,601
.....

GENERAL INTERROGATORIES

PART 2 – TITLE INTERROGATORIES

1. Did any persons while an officer, director, trustee, or employee receive directly or indirectly, during the period covered by this statement, any compensation in addition to his/her regular compensation on account of the reinsurance transactions of the reporting entity? Yes [] No [X]
2. Largest net aggregate amount insured in any one risk. \$ 292,616,778
- 3.1 Has this reporting entity reinsured any risk with any other entity and agreed to release such entity from liability, in whole or in part, from any loss that may occur on the risk or portion thereof, reinsured? Yes [] No [X]
- 3.2 If yes, give full information

4. If the reporting entity has assumed risk from another entity, there should be charged on account of such reinsurances a reserve equal to that which the original entity would have been required to charge had it retained the risks. Has this been done? Yes [X] No []
- 5.1 Has this reporting entity guaranteed policies issued by any other entity and now in force? Yes [X] No []
- 5.2 If yes, give full information
 Fidelity National Title INs merged inot Company Dec. 1993. Fidelity National Title Ins of CA and Nations Title Insurance Company were merged effective Aug 7, 1997 and Dec 28, 1997 respectively. Fidelity national Title Ins of PA merged effective April, 1997 and Fidelity Naional Title Ins Co of NY merged July 30, 2004.

6. Uncompleted building construction loans:
- | | | |
|--|-------------------------------|----------|
| | 6.1 Amount already loaned | \$ _____ |
| | 6.2 Balance to be advanced | \$ _____ |
| | 6.3 Total amount to be loaned | \$ _____ |
- 7.1 Does the reporting entity issue bonds secured by certificates of participation in building construction loans prior to the completion of the buildings? Yes [] No [X]
- 7.2 If yes, give total amount of such bonds or certificates of participation issued and outstanding. \$ _____
8. What is the aggregate amount of mortgage loans owned by the reporting entity that consist of co-ordinate interest in first liens? \$ _____
- 9.1 Reporting entity assets listed on Page 2 include the following segregated assets of the Statutory Premium Reserve or other similar statutory reserves:
- | | | |
|--|---------------------------------------|-----------------------|
| | 9.11 Bonds | \$ <u>404,057,000</u> |
| | 9.12 Short-term investments | \$ _____ |
| | 9.13 Mortgages | \$ _____ |
| | 9.14 Cash | \$ _____ |
| | 9.15 Other admissible invested assets | \$ _____ |
| | 9.16 Total | \$ <u>404,057,000</u> |
- 9.2 List below segregate funds held for others by the reporting entity, set apart in special accounts and excluded from entity assets and liabilities. (These funds are also included in Schedule E – Part 1D Summary, and the "From Separate Accounts, Segregated Accounts and Protected Cell Accounts" line on Page 2 except for escrow funds held by Title insurers).
- | | | |
|--|---|-----------------------|
| | 9.21 Custodial funds not included in this statement were held pursuant to the governing agreements of custody in the amount of: | \$ <u>265,582,079</u> |
| | These funds consist of: | |
| | 9.22 In cash on deposit | \$ <u>265,582,079</u> |
| | 9.23 Other forms of security | \$ _____ |

FIVE – YEAR HISTORICAL DATA

Show amounts in whole dollars only, no cents; show percentages to one decimal place, i.e. 17.6.

	1	2	3	4	5
	2009	2008	2007	2006	2005
Source of Direct Title Premiums Written (Part 1A)					
1. Direct operations (Part 1A, Line 1, Col. 1)	131,212,504	150,715,826	251,405,363	262,486,943	279,400,481
2. Non-affiliated agency operations (Part 1A, Line 1, Col. 2)	604,241,052	495,577,319	673,800,566	774,166,587	858,957,068
3. Affiliated agency operations (Part 1A, Line 1, Col. 3)	255,260,361	226,302,589	348,876,279	483,296,967	600,468,711
4. Total	990,713,917	872,595,734	1,274,082,208	1,519,950,497	1,738,826,260
Operating Income Summary (Page 4 & Part 1)					
5. Premiums earned (Part 1B, Line 3)	1,000,251,516	883,912,716	1,257,995,188	1,491,738,711	1,691,590,199
6. Escrow and settlement service charges (Part 1A, Line 2)	25,372,233	21,691,757	28,484,038	36,406,128	41,552,207
7. Title examinations (Part 1C, Line 1)	37,300	81,688	41,095	131,270	
8. Searches and abstracts (Part 1C, Line 2)	18,205,458	17,478,643	23,252,515	25,634,276	31,551,618
9. Surveys (Part 1C, Line 3)					
10. Aggregate write-ins for service charges (Part 1C, Line 4)	25,262,779	39,250,249	59,587,776	59,621,519	44,572,778
11. Aggregate write-ins for other operating income (Page 4, Line 2)					
12. Total operating income (Page 4, Line 3)	1,069,129,286	962,415,053	1,369,360,612	1,613,531,904	1,809,266,802
Statement of Income (Page 4)					
13. Net operating gain or (loss) (Line 8)	(10,236,144)	(36,920,361)	42,318,485	86,713,629	56,030,701
14. Net investment gain or (loss) (Line 11)	37,986,898	16,720,680	39,431,994	50,963,175	103,132,938
15. Total other income (Line 12)	356,478	(17,797)	(359,416)		
16. Federal and foreign income taxes incurred (Line 14)	(8,054,528)	(4,186,463)	23,293,807	39,369,429	20,063,744
17. Net income (Line 15)	36,161,760	(16,031,015)	58,097,256	98,307,375	139,099,895
Balance Sheet (Pages 2 and 3)					
18. Title insurance premiums and fees receivable (Page 2, Line 13, Col. 3)	10,805,821	11,299,795	13,427,181	14,766,593	27,674,859
19. Total admitted assets excluding segregated accounts (Page 2, Line 24, Col. 3)	787,947,561	747,445,737	860,789,383	901,185,805	921,743,960
20. Known claims reserve (Page 3, Line 1)	100,085,971	99,828,585	101,336,064	106,059,423	124,315,626
21. Statutory premium reserve (Page 3, Line 2)	404,056,343	412,888,588	424,888,225	413,184,437	384,097,625
22. Total liabilities (Page 3, Line 21)	537,247,169	557,187,370	623,107,279	627,196,193	628,496,549
23. Capital paid up (Page 3, Lines 23 + 24)	35,826,800	35,826,800	35,826,800	35,826,800	35,826,800
24. Surplus as regards policyholders (Page 3, Line 30)	250,700,392	190,258,367	237,682,104	273,989,612	293,247,411
Cash Flow (Page 5)					
25. Net cash from operations (Line 11)	31,525,082	(12,610,471)	64,230,499	104,984,315	132,890,370
Percentage Distribution of Cash, Cash-Equivalents and Invested Assets (Page 2, Col. 3) (Item divided by Page 2, Line 10, Col. 3) x 100.0					
26. Bonds (Line 1)	65.6	61.8	83.1	80.8	80.9
27. Stocks (Lines 2.1 & 2.2)	23.8	29.9	4.4	7.0	8.4
28. Mortgage loans on real estate (Line 3.1 and 3.2)	0.1	0.1	0.2	0.2	0.1
29. Real estate (Lines 4.1, 4.2 & 4.3)	0.2	0.2	0.1	0.0	0.0
30. Cash, cash equivalents and short-term investments (Line 5)	5.4	3.1	8.1	7.3	4.2
31. Contract loans (Line 6)					
32. Other invested assets (Line 7)	4.8	4.7	4.0	4.1	6.3
33. Receivable for securities (Line 8)	0.0	0.2	0.1	0.6	0.1
34. Aggregate write-ins for invested assets (Line 9)					
35. Subtotals cash, cash equivalents and invested assets (Line 10)	100.0	100.0	100.0	100.0	100.0
Investments in Parent, Subsidiaries and Affiliates					
36. Affiliated bonds (Sch. D Summary, Line 12, Col. 1)					
37. Affiliated preferred stocks (Sch. D, Summary, Line 18, Col. 1)					
38. Affiliated common stocks (Sch. D, Summary, Line 24, Col. 1)	146,021,711	135,751,290	14,952,908	14,732,503	14,068,506
39. Affiliated short-term investments (subtotals included in Schedule DA Verification, Col. 5, Line 10)					
40. Affiliated mortgage loans on real estate					
41. All other affiliated	32,767,683	30,306,318	28,634,580	43,222,934	57,087,536
42. Total of above Lines 36 to 41	178,789,394	166,057,608	43,587,488	57,955,437	71,156,042
43. Percentage of investments in parent, subsidiaries and affiliates to surplus as regards policyholders (Line 42 above divided by Page 3, Line 30, Col. 1 x 100.0)	71.3	87.0	18.3	21.2	24.3

FIVE – YEAR HISTORICAL DATA

(Continued)

	1	2	3	4	5
	2009	2008	2007	2006	2005
Capital and Surplus Accounts (Page 4)					
44. Net unrealized capital gains or (losses) (Line 18)	2,191,655	(154,031,264)	(31,474,186)	(10,391,996)	(29,135,374)
45. Change in nonadmitted assets (Line 21)	(2,953,877)	3,951,650	16,302,198	7,982,054	(41,219,295)
46. Dividends to stockholders (Line 28)		(33,000,000)	(79,300,000)	(116,100,000)	(42,500,000)
47. Change in surplus as regards policyholders for the year (Line 31)	60,442,018	(47,423,737)	(36,307,508)	(19,257,799)	73,543,571
Losses Paid and Incurred (Part 2A)					
48. Net payments (Line 5, Col. 4)	74,204,125	86,918,396	98,953,986	78,920,596	106,761,520
49. Losses and allocated LAE incurred (Line 8, Col. 4)	74,461,514	85,410,916	94,230,624	60,664,396	125,732,838
50. Unallocated LAE incurred (Line 9, Col. 4)	14,013,262	10,438,121	11,742,590	10,332,534	
51. Losses and loss adjustment expenses incurred (Line 10, Col. 4)	88,474,776	95,849,037	105,973,214	70,996,930	125,732,838
Operating Expenses to Total Operating Income (Part 3)(%) (Line item divided by Page 4, Line 3 x 100.0)					
52. Personnel costs (Part 3, Line 1.5, Col. 4)	12.2	14.9	15.2	14.0	12.8
53. Amounts paid to or retained by title agents (Part 3, Line 2, Col. 4)	67.2	62.3	61.4	63.7	66.6
54. All other operating expenses (Part 3, Lines 24 minus 1.5 minus 2, Col. 4)	13.3	16.7	12.6	12.4	10.6
55. Total (Lines 52 to 54)	92.7	93.9	89.2	90.2	90.0
Operating Percentages (Page 4) (Line item divided by Page 4, Line 3 x 100.0)					
56. Losses and loss adjustment expenses incurred (Line 4)	8.3	10.0	7.7	4.4	6.9
57. Operating expenses incurred (Line 5)	92.7	93.9	89.2	90.2	90.0
58. Aggregate write-ins for other operating deductions (Line 6)					
59. Total operating deductions (Line 7)	101.0	103.8	96.9	94.6	96.9
60. Net operating gain or (loss) (Line 8)	(1.0)	(3.8)	3.1	5.4	3.1
Other Percentages (Line item divided by Part 1B, Line 1.4 x 100.0)					
61. Losses and loss expenses incurred to net premiums written (Page 4, Line 4)	8.9	11.0	8.3	4.7	7.2
62. Operating expenses incurred to net premiums written (Page 4, Line 5)	99.9	103.6	96.2	95.7	93.7

NOTE: If a party to a merger, have the two most recent years of this exhibit been restated due to a merger in compliance with the disclosure requirements of SSAP No. 3, Accounting Changes and Correction of Errors?

Yes [] No [X]

If no, please explain:

N/A

SCHEDULE P – PART 1 – SUMMARY

(\$000 omitted)

	1	Premiums Written and Other Income					Loss and Allocated Loss Adjustment Expenses Payments						
		2	3	4	5	6	Loss Payments			Allocated LAE Payments			
							7	8	9	10	11	12	
Years in Which Policies Were Written	Amount of Insurance Written in Millions	Direct Premium	Assumed Premium	Other Income	Ceded Premium	Net	Direct	Assumed	Ceded	Direct	Assumed	Ceded	
1. Prior	X X X	6,726,120	64,084	845,036	49,539	7,585,701	311,495				252,431		
2. 2000	223,873	741,348	1,714	45,171	1,474	786,759	81,492				50,340		
3. 2001	318,820	956,014	1,843	53,221	2,279	1,008,799	40,738				28,251		
4. 2002	410,415	1,303,500	1,483	85,469	3,110	1,387,342	48,430				26,281		
5. 2003	544,171	1,698,740	1,094	111,494	2,526	1,808,802	47,469				33,912		
6. 2004	494,110	1,614,860	1,245	78,420	3,876	1,690,649	46,572				28,488		
7. 2005	592,522	1,738,826	1,499	117,677	2,685	1,855,317	51,957				34,548		
8. 2006	569,350	1,519,950	2,325	121,793	1,450	1,642,618	31,450				29,039		
9. 2007	519,984	1,274,082	2,202	111,365	6,585	1,381,064	13,832				24,929		
10. 2008	382,532	872,596	3,585	78,503	4,267	950,417	3,885				3,759		
11. 2009	429,989	990,714	4,908	68,878	4,203	1,060,297	729				335		
12. Totals	X X X	19,436,750	85,982	1,717,027	81,994	21,157,765	678,049				512,313		

	13	14	15	16	Loss and Allocated Loss Adjustment Expenses Unpaid						23	
					Known Claim Reserves			IBNR Reserves				
					17	18	19	20	21	22		
Salvage and Subrogation Received	Unallocated Loss Expense Payments	Total Net Loss and Expense Paid (Cols. 7+8+10+11-9-12+14)	Number of Claims Reported (Direct)	Direct	Assumed	Ceded	Direct	Assumed	Ceded	Unallocated Loss Expense Unpaid		
1. Prior	106,089	2,264	566,190	74,783	11,204				32,462			11,149
2. 2000	17,798	985	132,817	6,314	1,711				8,121			2,615
3. 2001	11,506	1,199	70,188	5,945	3,555				8,735			1,382
4. 2002	11,150	1,917	76,628	6,829	2,868				14,053			1,509
5. 2003	10,720	4,015	85,396	7,171	7,716				18,908			1,682
6. 2004	10,145	5,191	80,251	7,214	8,539				21,404			1,580
7. 2005	8,203	8,815	95,320	8,535	17,363				29,930			4,313
8. 2006	9,322	8,689	69,178	7,377	21,901				34,514			3,798
9. 2007	3,899	7,678	46,439	3,955	15,408				42,523			5,786
10. 2008	616	4,328	11,972	1,626	8,191				41,061			9,979
11. 2009	10	1,444	2,508	408	1,631				58,819			4,921
12. Totals	189,458	46,525	1,236,887	130,157	100,087				310,530			48,714

	24	25	Losses and Allocated Loss Expenses Incurred				Loss and LAE Ratio		32	33	34	35
			26	27	28	29	30	31				
	Total Net Loss and LAE Unpaid (Cols. 17+18+20+21-19-22+23)	Number of Claims Outstanding (Direct)	Direct (Cols. 7+10+17+20)	Assumed (Cols. 8+11+18+21)	Ceded (Cols. 9+12+19+22)	Net	Direct Basis ((Cols. 14+23+26/[Cols. 2+4])	Net Basis ((Cols. 14+23+29)/[Col. 6])	Net Loss & LAE Per \$1000 of Coverage ((Cols. 29+14+23)/Col. 1)	Discount For Time Value of Money	Inter-company Pooling Participation Percentage	Net Reserves After Discount (Cols. 24-33)
1. Prior	54,815	564	607,592			607,592	8.202	8.187	X X X			54,815
2. 2000	12,447	188	141,664			141,664	18.469	18.464	64.887			12,447
3. 2001	13,672	246	81,279			81,279	8.309	8.313	26.303			13,672
4. 2002	18,430	370	91,632			91,632	6.844	6.852	23.161			18,430
5. 2003	28,306	591	108,005			108,005	6.281	6.286	20.895			28,306
6. 2004	31,523	759	105,003			105,003	6.601	6.611	22.621			31,523
7. 2005	51,606	1,341	133,798			133,798	7.914	7.919	24.797			51,606
8. 2006	60,213	1,486	116,904			116,904	7.881	7.877	22.726			60,213
9. 2007	63,717	1,291	96,692			96,692	7.951	7.976	21.184			63,717
10. 2008	59,231	900	56,896			56,896	7.486	7.492	18.614			59,231
11. 2009	65,371	308	61,514			61,514	6.406	6.402	15.786			65,371
12. Totals	459,331	8,044	1,600,979			1,600,979	X X X	X X X	X X X		X X X	459,331

SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN**Allocated by States and Territories**

States, Etc.	1	2	Direct Premiums Written			6	7	8	9	10	
			3	Agency Operations							
				4	5						
Active Status	Premium Rate (b)	Direct Operations	Non-affiliated Agencies	Affiliated Agencies	Other Income	Direct Premiums Earned	Direct Losses Paid	Direct Losses Incurred	Direct Losses Unpaid		
1. Alabama	AL	L	R	357,602	5,902,753	353,469	122,338	6,696,839	511,792	1,066,954	1,053,063
2. Alaska	AK	L	AI	179,765	5,357,754		36,185	5,587,569	204,056	254,156	758,353
3. Arizona	AZ	L	AI	14,961,376	48,670,860	4,815,827	12,334,886	69,188,516	3,553,899	4,675,481	5,073,915
4. Arkansas	AR	L	R	1,017,277	3,971,693	290	840,170	5,066,785	113,212	254,234	410,980
5. California	CA	L	AI	6,075,281	117,696,197	168,062,800	612,743	293,171,482	22,312,442	21,904,936	30,758,578
6. Colorado	CO	L	AI	4,415,078	3,336,747	5,932,641	3,229,386	13,842,752	1,297,877	1,716,662	1,301,068
7. Connecticut	CT	L	R	1,124,413	8,283,965		1,537,917	9,471,174	1,066,437	1,413,551	1,634,147
8. Delaware	DE	L	R	357,959	1,412,916		52,382	1,591,876	7,659	3,950	8,849
9. District of Columbia	DC	L	R	66,545	1,467,124	2,509	7,283	1,578,614	426,611	330,435	157,006
10. Florida	FL	L	R	8,984,693	54,606,578	1,031,286	8,426,490	65,189,234	13,500,952	15,757,472	9,534,044
11. Georgia	GA	L	R	830,393	28,434,154	689,370	468,092	30,313,979	1,573,068	1,819,638	1,545,830
12. Hawaii	HI	L	AI	340,896	25,620	8,745,070	78,749	9,131,942	1,665,653	1,045,994	2,617,292
13. Idaho	ID	L	AI	8,196	1,893,511		5,939	1,946,297	524,229	1,136,455	666,583
14. Illinois	IL	L	R	319,614	5,658,600	119,668	161,627	6,286,094	934,945	1,487,440	2,242,479
15. Indiana	IN	L	R	186,107	1,569,327	73,375	54,599	1,859,068	50,546	(270,596)	787,567
16. Iowa	IA	N	O	24,158	5,586		17,325	31,601	(90,465)	(89,054)	80,417
17. Kansas	KS	L	O	172,739	2,138,112		16,790	2,331,710	114,335	137,692	32,787
18. Kentucky	KY	L	R	85,738	291,308	161,017	27,141	548,604	32,031	(39,295)	80,055
19. Louisiana	LA	L	R	220,712	11,454,970	197,604	58,219	11,978,476	198,144	154,791	183,033
20. Maine	ME	L	R	35,456	435,930		23,431	481,513	489,362	496,920	73,724
21. Maryland	MD	L	R	460,776	18,508,169	105,451	1,456,239	19,266,669	1,442,728	2,740,186	2,564,538
22. Massachusetts	MA	L	R	314,584	15,435,203	38,350	794,031	15,917,172	2,069,060	1,820,448	1,294,750
23. Michigan	MI	L	AI	5,734,892	16,372,521	157,054	3,600,685	22,438,735	1,973,254	97,271	1,928,218
24. Minnesota	MN	L	R	83,050	4,293,970		38,675	4,428,169	1,864,408	1,029,920	794,336
25. Mississippi	MS	L	R	128,671	995,900	599,324	31,466	1,717,670	72,184	163,874	122,973
26. Missouri	MO	L	R	177,277	3,180,359		306,084	3,443,109	510,793	(233,944)	923,096
27. Montana	MT	L	AI	31,843	675,291	535,440	7,450	1,258,567	106,759	224,849	233,834
28. Nebraska	NE	L	AI	35,360	1,428,511		12,240	1,524,547	14,226	(953,980)	60,115
29. Nevada	NV	L	AI	842,504	1,563,328	7,581,237	67,792	9,863,365	886,423	(492,231)	1,162,643
30. New Hampshire	NH	L	R	97,200	659,881		65,435	757,484	23,109	91,681	75,656
31. New Jersey	NJ	L	R	5,600,706	21,201,522		2,242,308	27,015,263	1,644,429	1,278,868	3,480,491
32. New Mexico	NM	L	AI	12,247,603	3,757,055		4,745,207	16,181,210	387,147	402,443	594,374
33. New York	NY	L	O	30,337,972	47,299,122		13,455,682	77,843,442	4,778,289	5,480,491	8,147,463
34. North Carolina	NC	L	R	6,217,091	1,989,136	500,112	415,891	8,779,973	2,058,664	1,804,549	1,599,193
35. North Dakota	ND	L	R	1,556	404,067		1,359	409,270			
36. Ohio	OH	L	R	569,671	11,106,445	251,398	125,832	12,098,552	717,853	799,293	1,139,032
37. Oklahoma	OK	L	R	73,186	4,768,841	456,015	4,156	5,392,876	45,704	(5,462)	51,472
38. Oregon	OR	L	AI	338,115	10,009,295	25,112,903	69,953	35,877,748	654,434	1,076,162	932,639
39. Pennsylvania	PA	L	O	1,795,064	32,633,954	388,028	1,637,816	35,272,633	955,122	864,166	4,677,917
40. Rhode Island	RI	L	R	132,062	1,813,548		165,278	1,962,214	361,588	196,868	136,777
41. South Carolina	SC	L	R	189,643	6,820,679	166,874	178,489	7,274,095	622,562	655,946	1,513,042
42. South Dakota	SD	L	AI	68,158	1,017,019		46,135	1,095,448			
43. Tennessee	TN	L	O	457,247	9,093,704	598,191	706,818	10,238,016	(96,075)	(63,701)	1,420,671
44. Texas	TX	L	AI	20,927,516	37,861,805	17,595,369	7,184,348	77,382,127	1,645,775	2,277,024	4,076,483
45. Utah	UT	L	AI	797,979	15,525,396		106,115	16,498,466	372,882	297,165	989,989
46. Vermont	VT	L	R	39,864	89,224		25,016	128,351	(10,210)	(760,981)	37,263
47. Virginia	VA	L	R	835,954	28,711,138	232,840	2,747,823	30,159,892	1,513,053	1,668,082	1,403,610
48. Washington	WA	L	AI	2,732,657	1,578,784	10,183,684	517,468	14,697,127	721,375	404,385	1,308,648
49. West Virginia	WV	L	R	33,217	464,620	3,389	(96)	508,739	88,778	(21,680)	72,111
50. Wisconsin	WI	L	AI	124,850	1,633,305		11,263	1,786,521	45,789	153,707	155,430
51. Wyoming	WY	L	AI	22,241	445,531			478,387	193	193	
52. American Samoa	AS	N									
53. Guam	GU	L									
54. Puerto Rico	PR	L	R					444	101,319	95,813	131,776
55. U.S. Virgin Islands	VI	L	R		269,798		(880)	274,250	9,128	2,537	14,400
56. Northern Mariana Islands	MP	N									
57. Canada	CN	N	R								
58. Aggregate Other Alien	OT	X X X	X X X		20,227	569,776		1,986,859	136,598	109,757	43,266
59. Totals	(a) 53	X X X		131,212,507	604,241,053	255,260,361	68,877,770	1,000,251,515	74,204,126	74,461,515	100,085,976

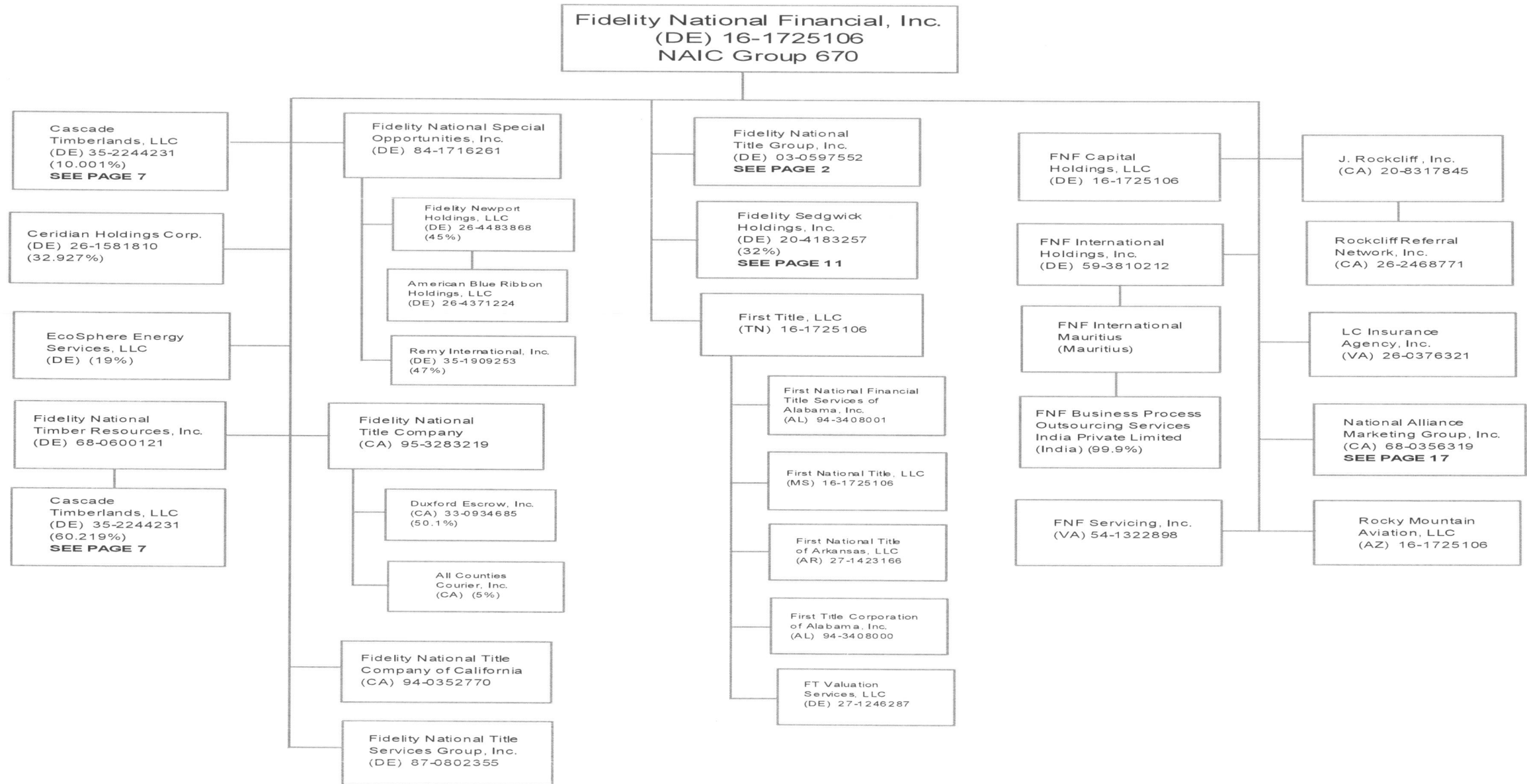
DETAILS OF WRITE-INS											
5801. Poland	X X X	O				39,741		40,095			
5802. Anguilla	X X X	O				28,900		29,158			
5803. Romania	X X X	O				31,980		32,265			
5898. Summary of remaining write-ins for Line 58 from overflow page	X X X	X X X			20,227	469,155		1,885,341	136,598	109,757	43,266
5899. Totals (Lines 5801 through 5803 plus 5898) (Line 58 above)	X X X	X X X			20,227	569,776		1,986,859	136,598	109,757	43,266

(a) Insert the number of L responses except for Canada and Other Alien.

(b) Insert "A1" if gross all-inclusive rate, "R" if gross risk rate; "O" if other and indicate rate type utilized:

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

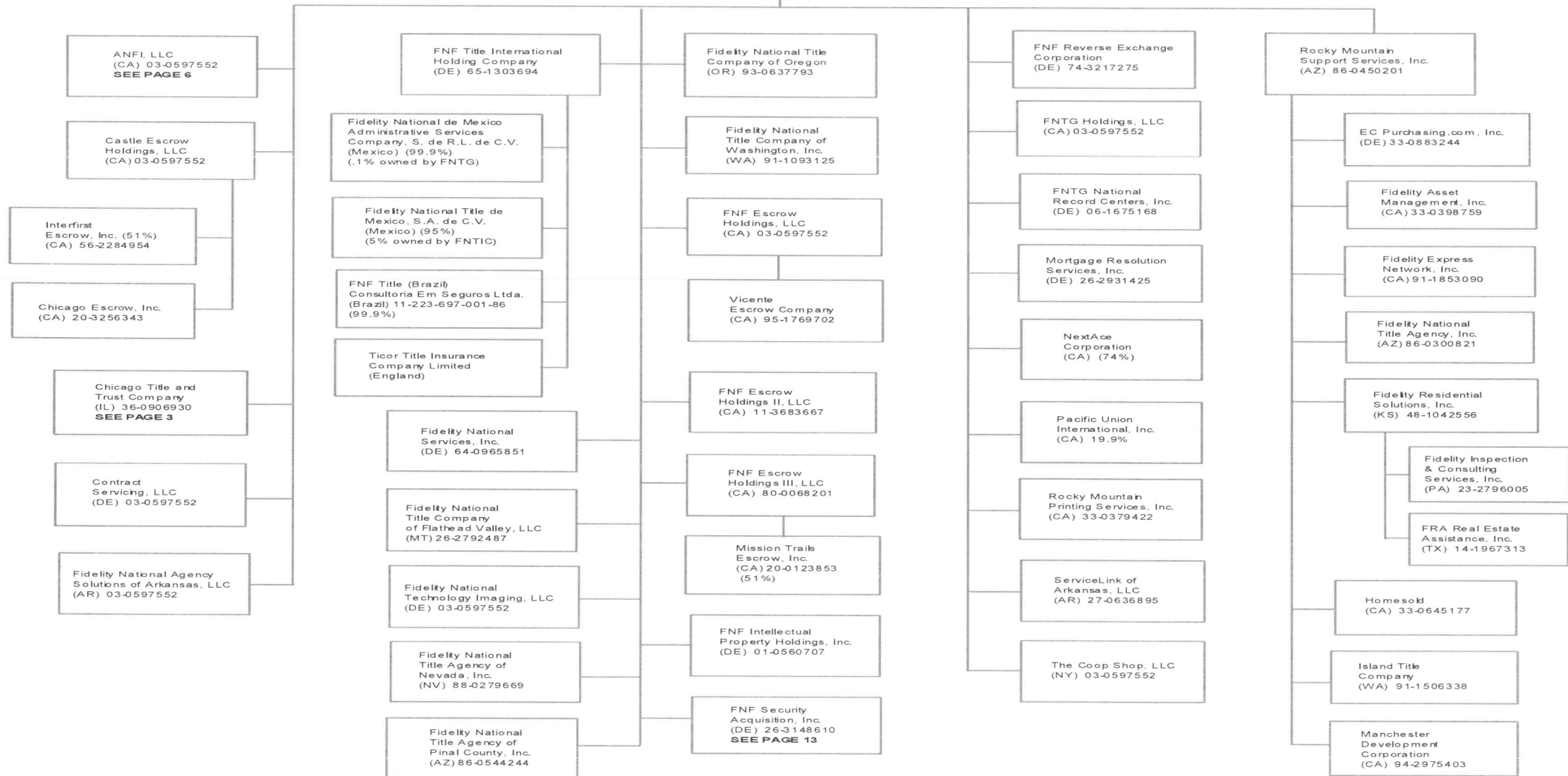
PART 1 - ORGANIZATIONAL CHART



SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

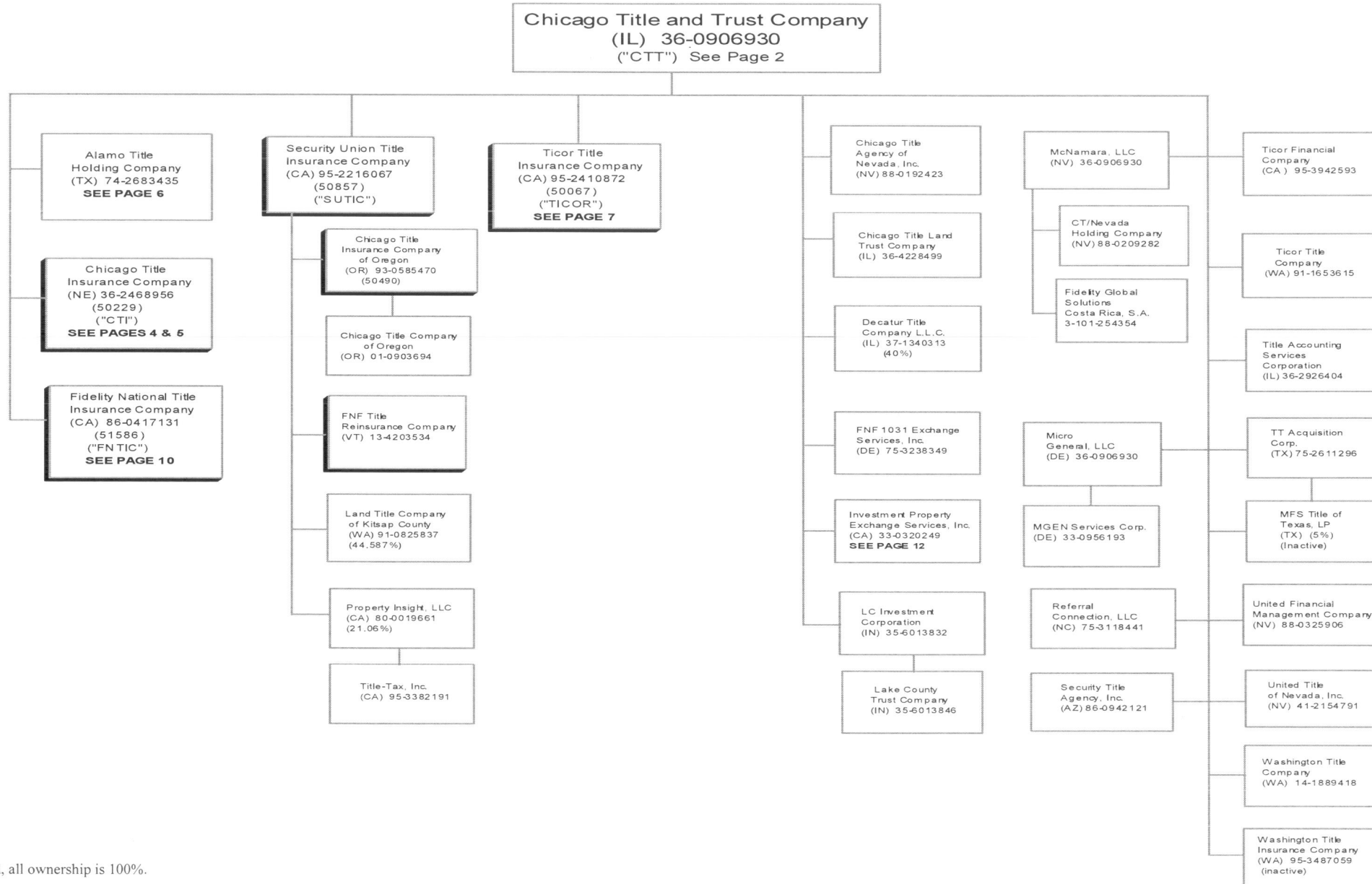
PART 1 - ORGANIZATIONAL CHART

Fidelity National Title Group, Inc.
(DE) 03-0597552
("FNTG") See Page 1



SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

PART 1 - ORGANIZATIONAL CHART



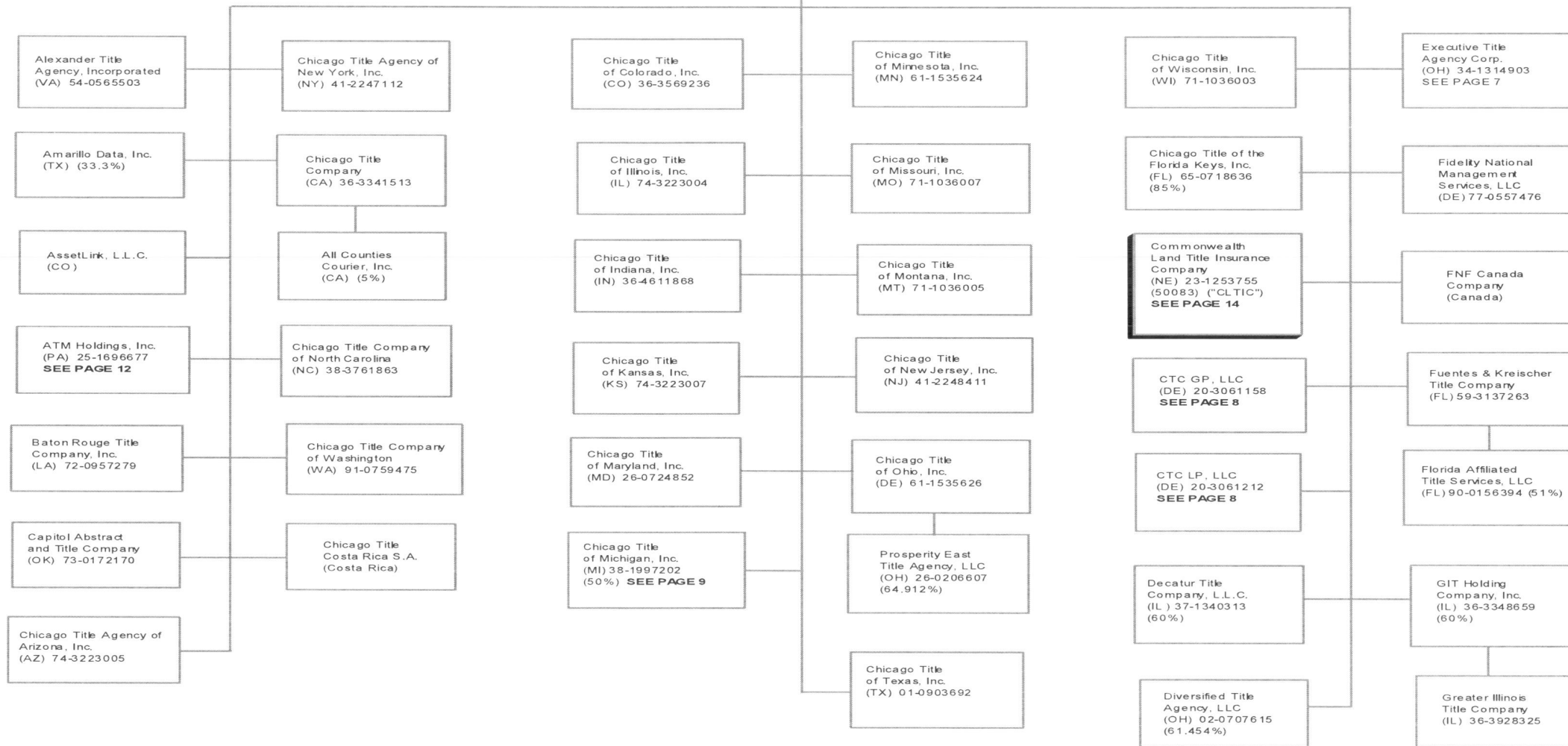
39.2

Unless otherwise noted, all ownership is 100%.

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

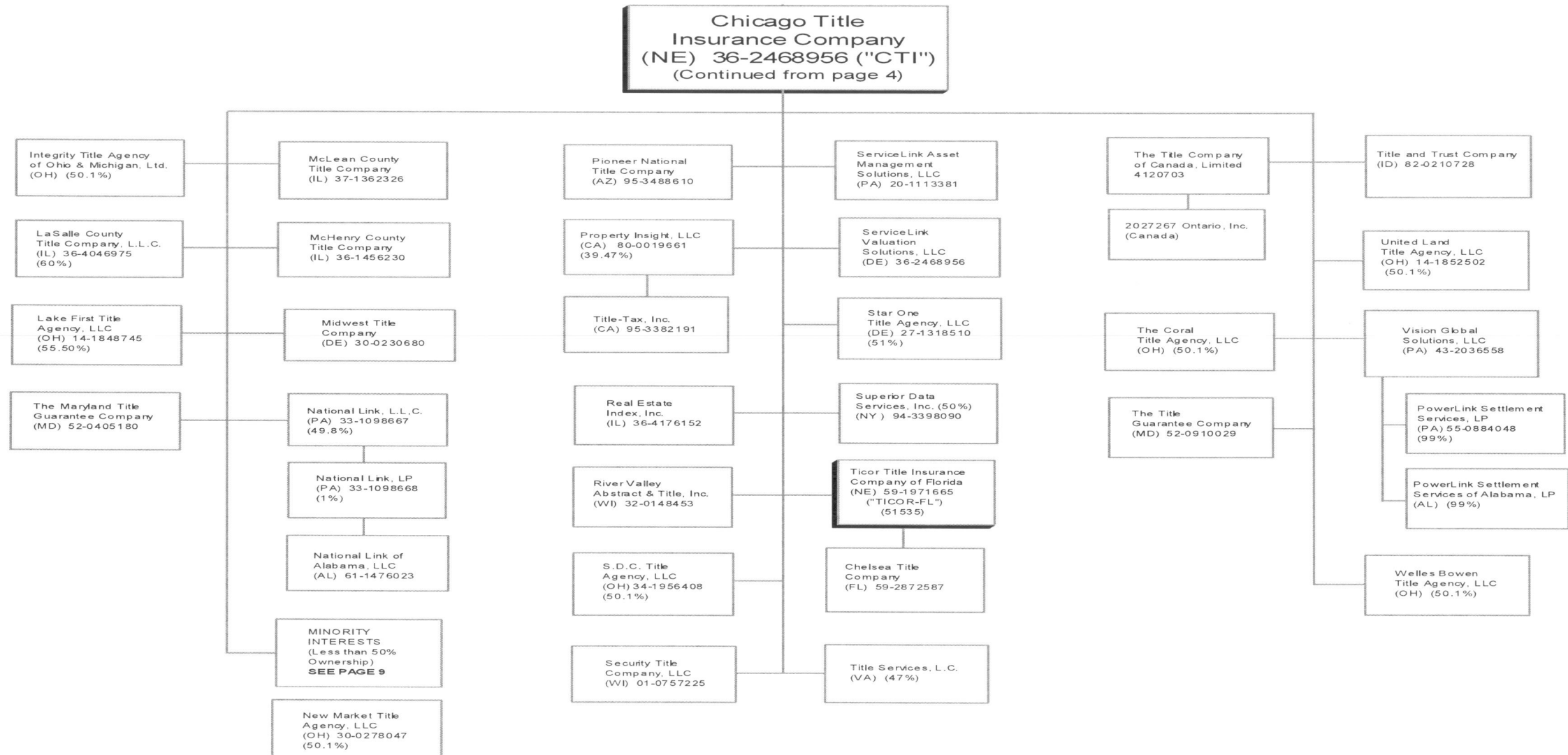
PART 1 - ORGANIZATIONAL CHART

Chicago Title
Insurance Company
(NE) 36-2468956 ("CTI")
(See page 3) (Continued on Page 5)



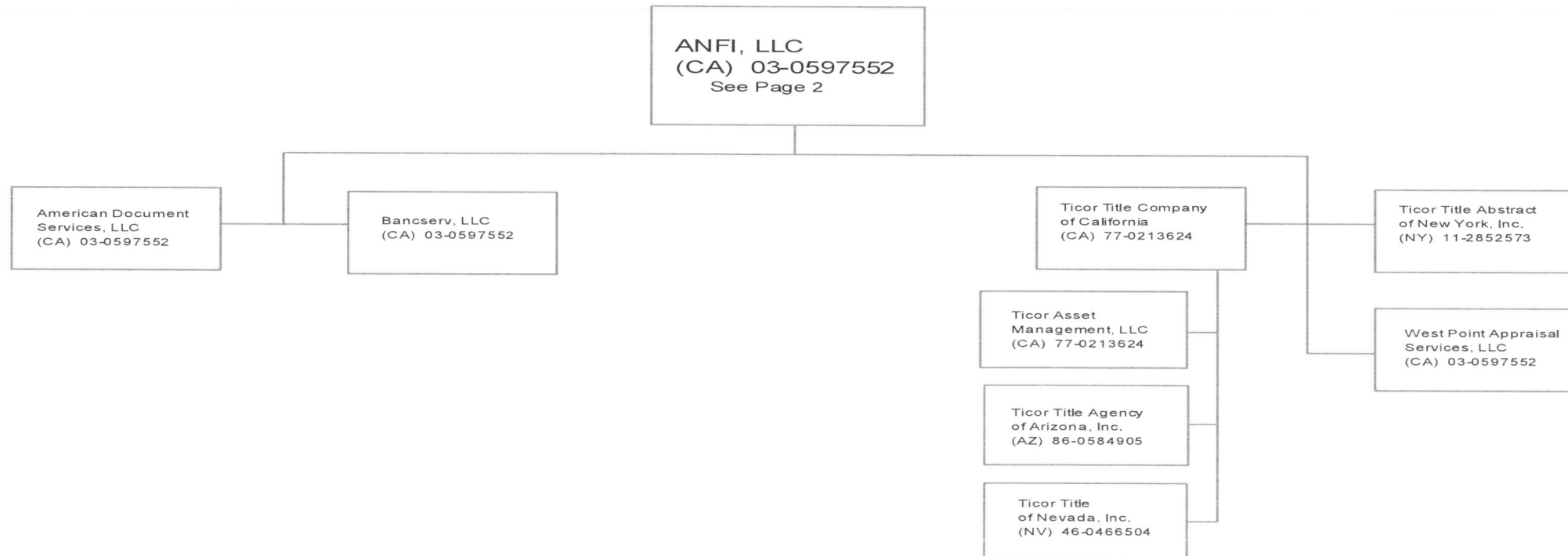
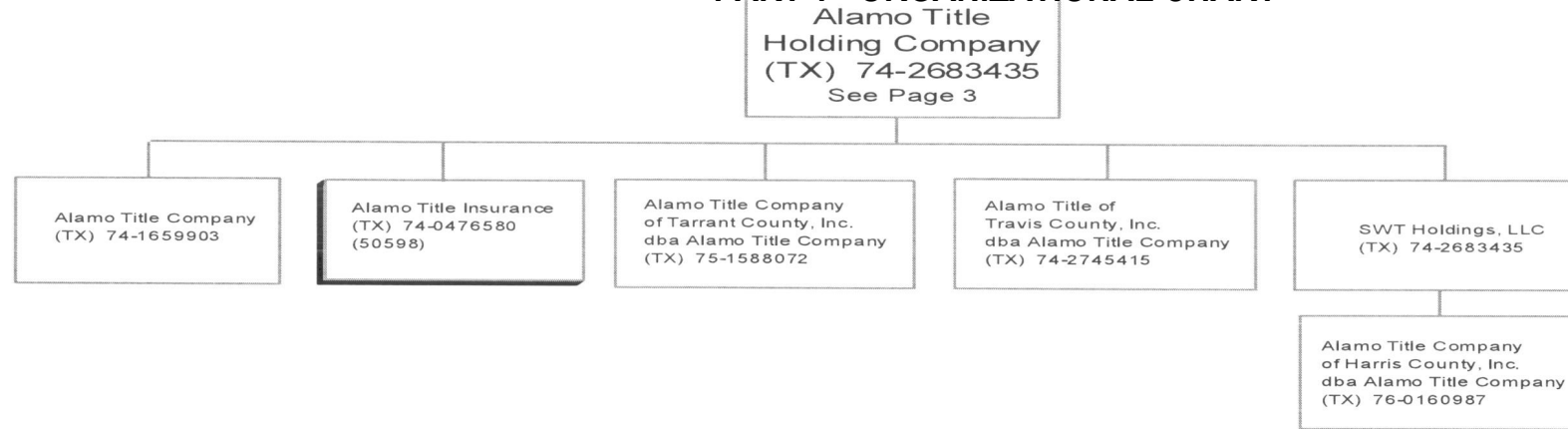
SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

PART 1 - ORGANIZATIONAL CHART



SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

PART 1 - ORGANIZATIONAL CHART

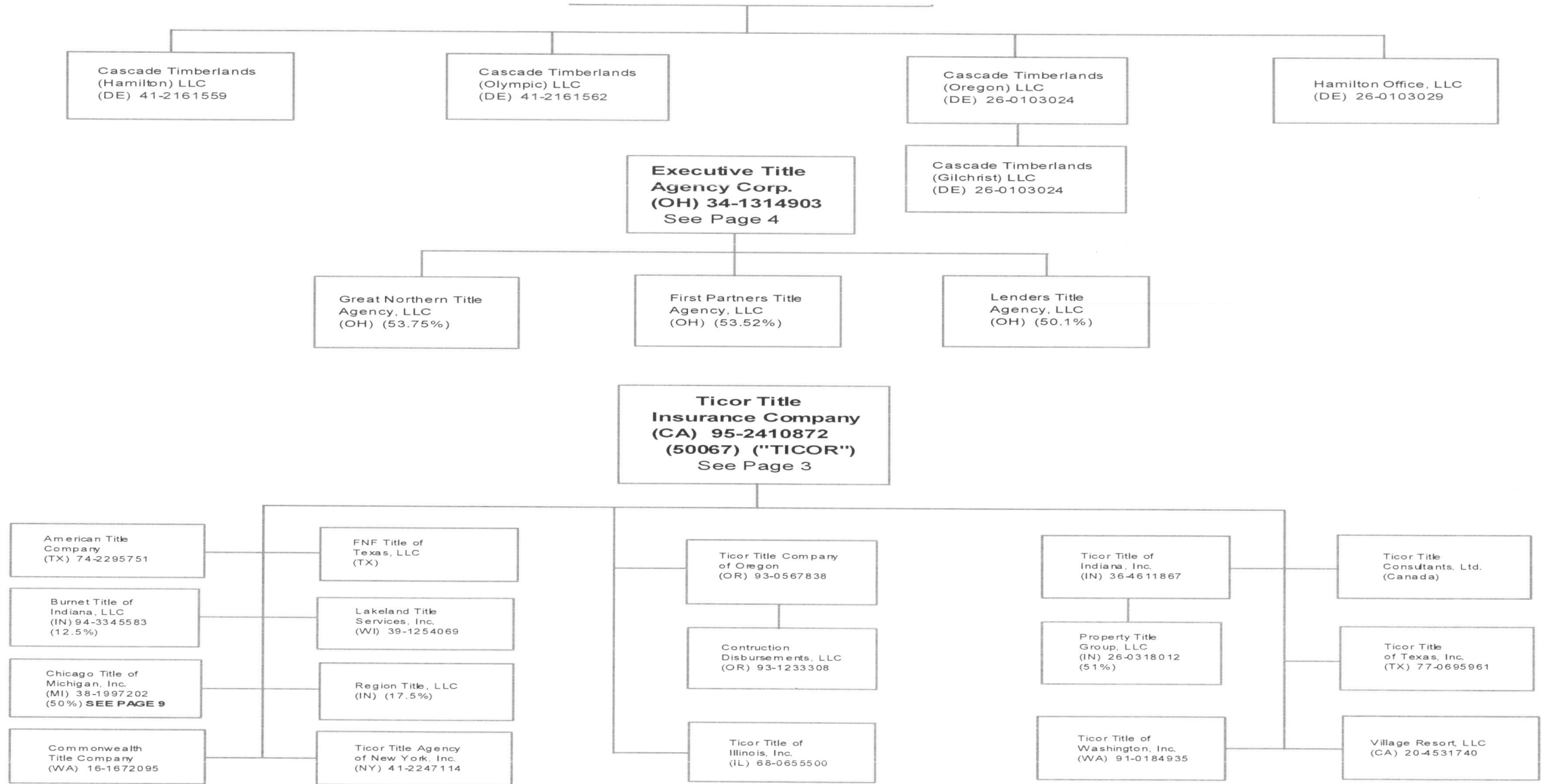


39.5

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

PART 1 - ORGANIZATIONAL CHART

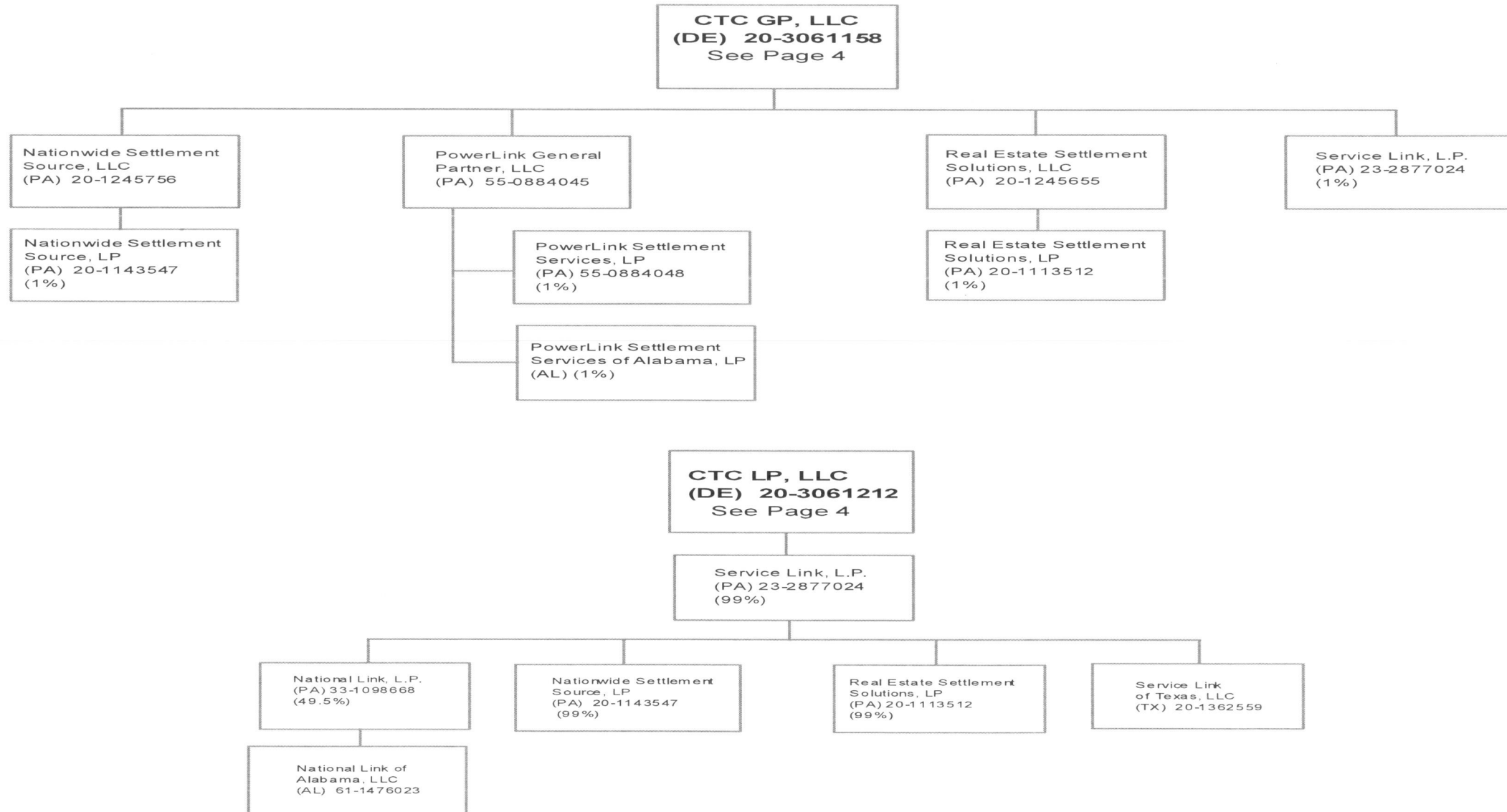
Cascade Timberlands, LLC (DE) (70.22% total ownership)



936

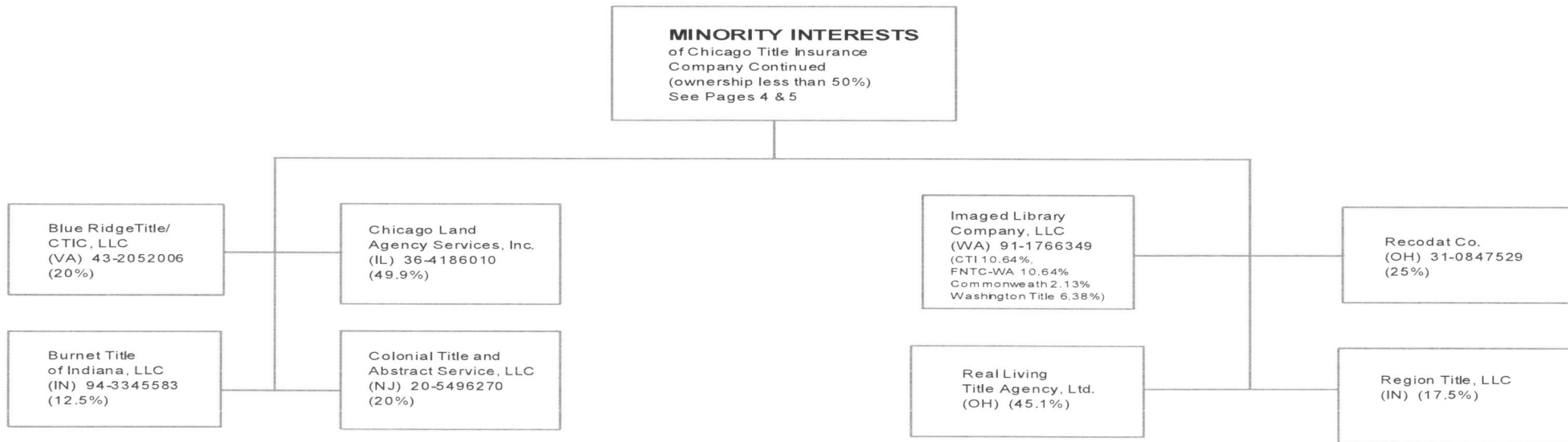
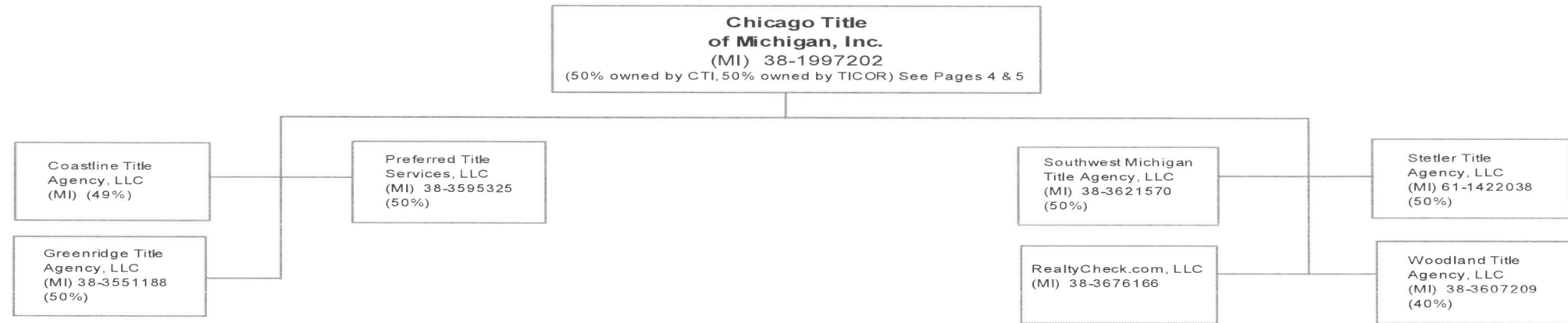
SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

PART 1 - ORGANIZATIONAL CHART



SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

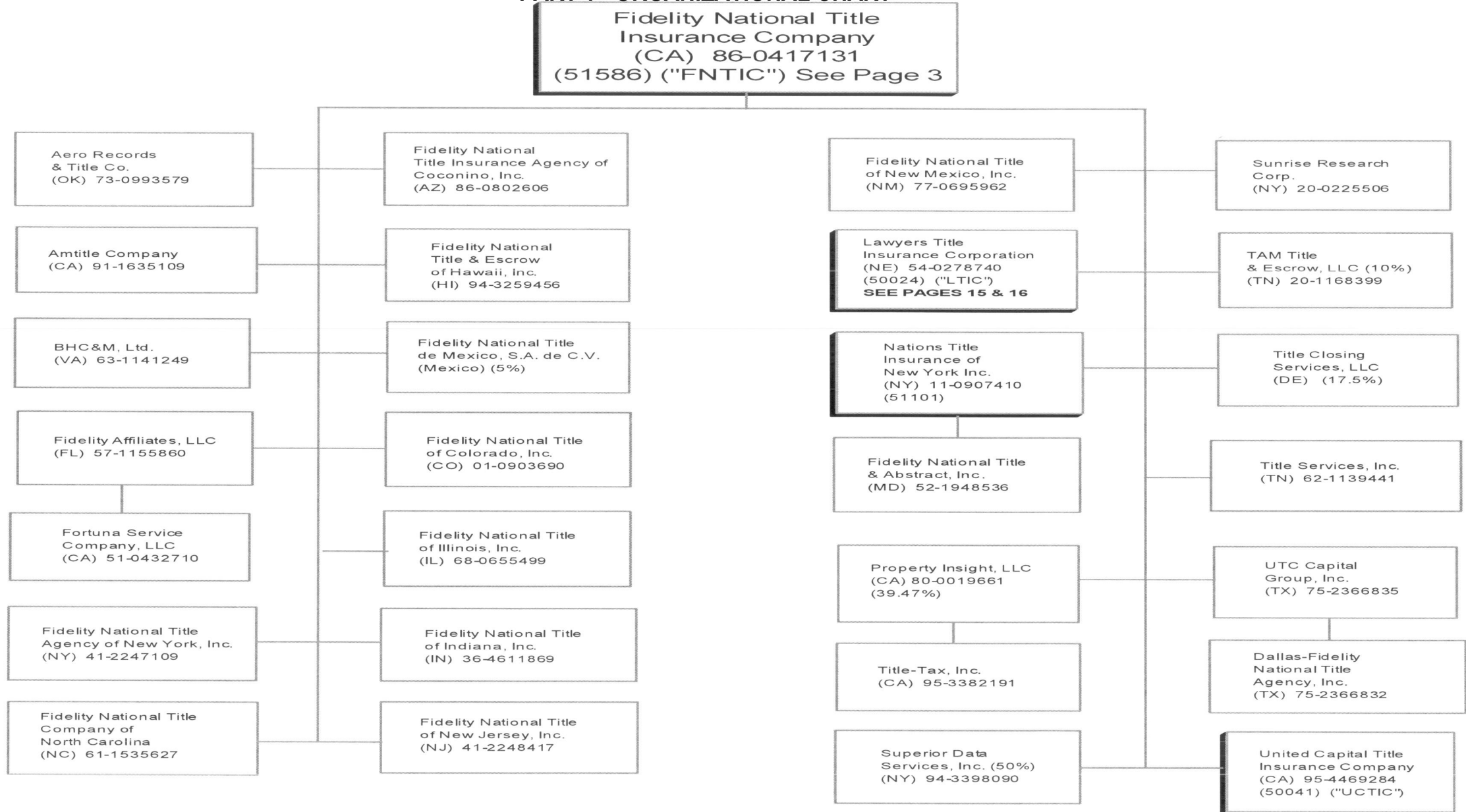
PART 1 - ORGANIZATIONAL CHART



Unless otherwise noted, all ownership is 100%.

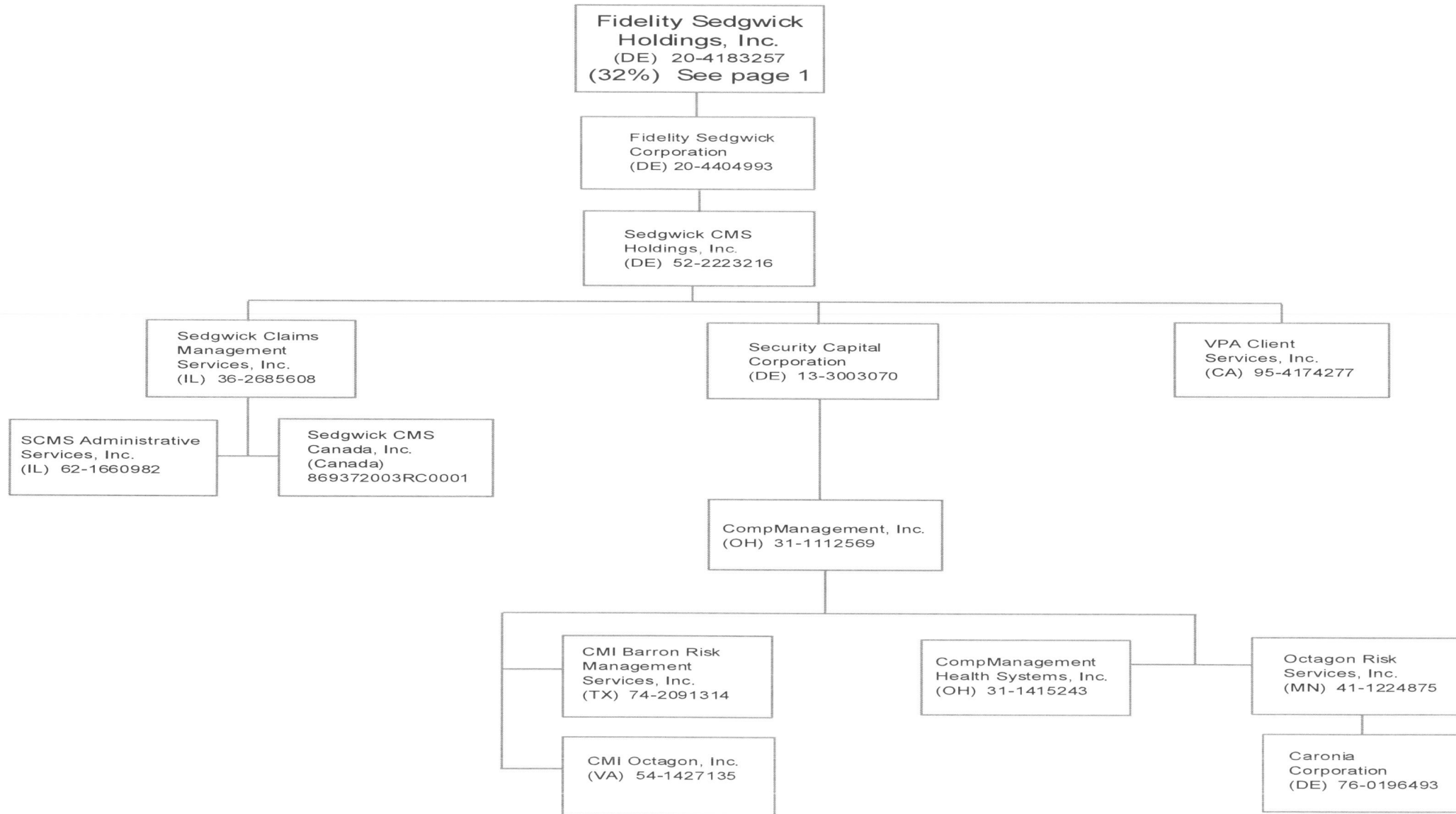
SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

PART 1 - ORGANIZATIONAL CHART



SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

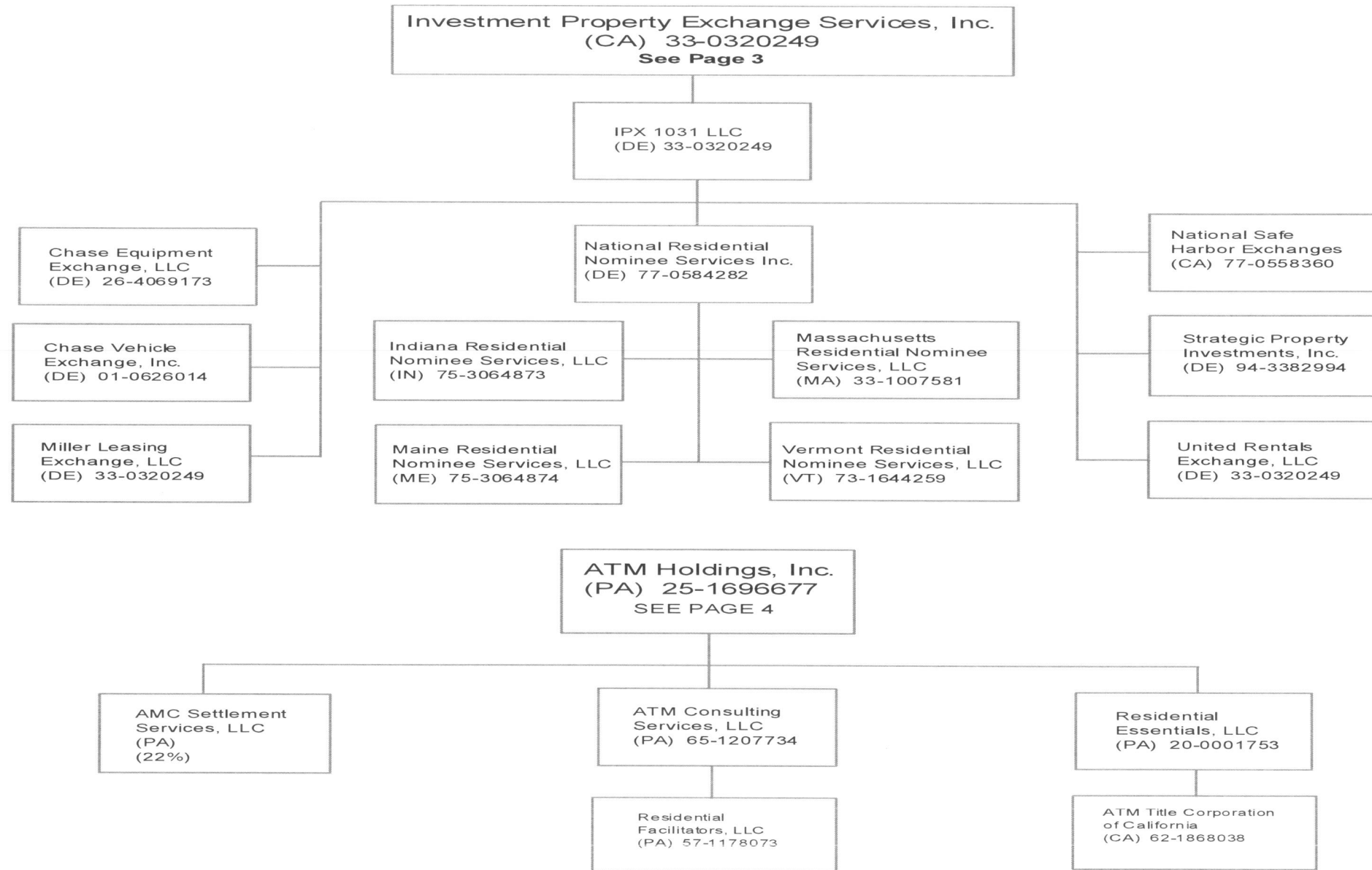
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39.10

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

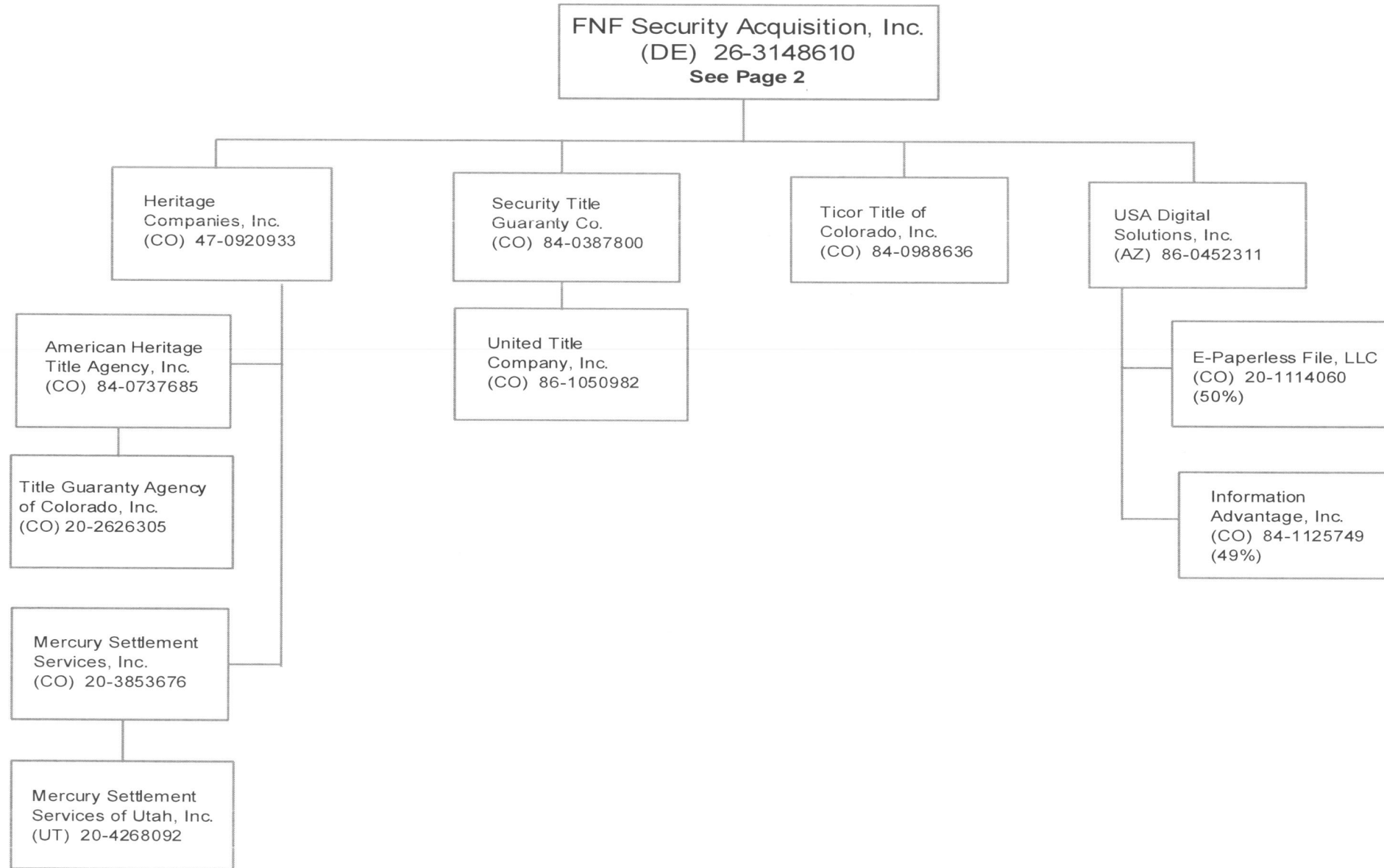
PART 1 - ORGANIZATIONAL CHART



39.11

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

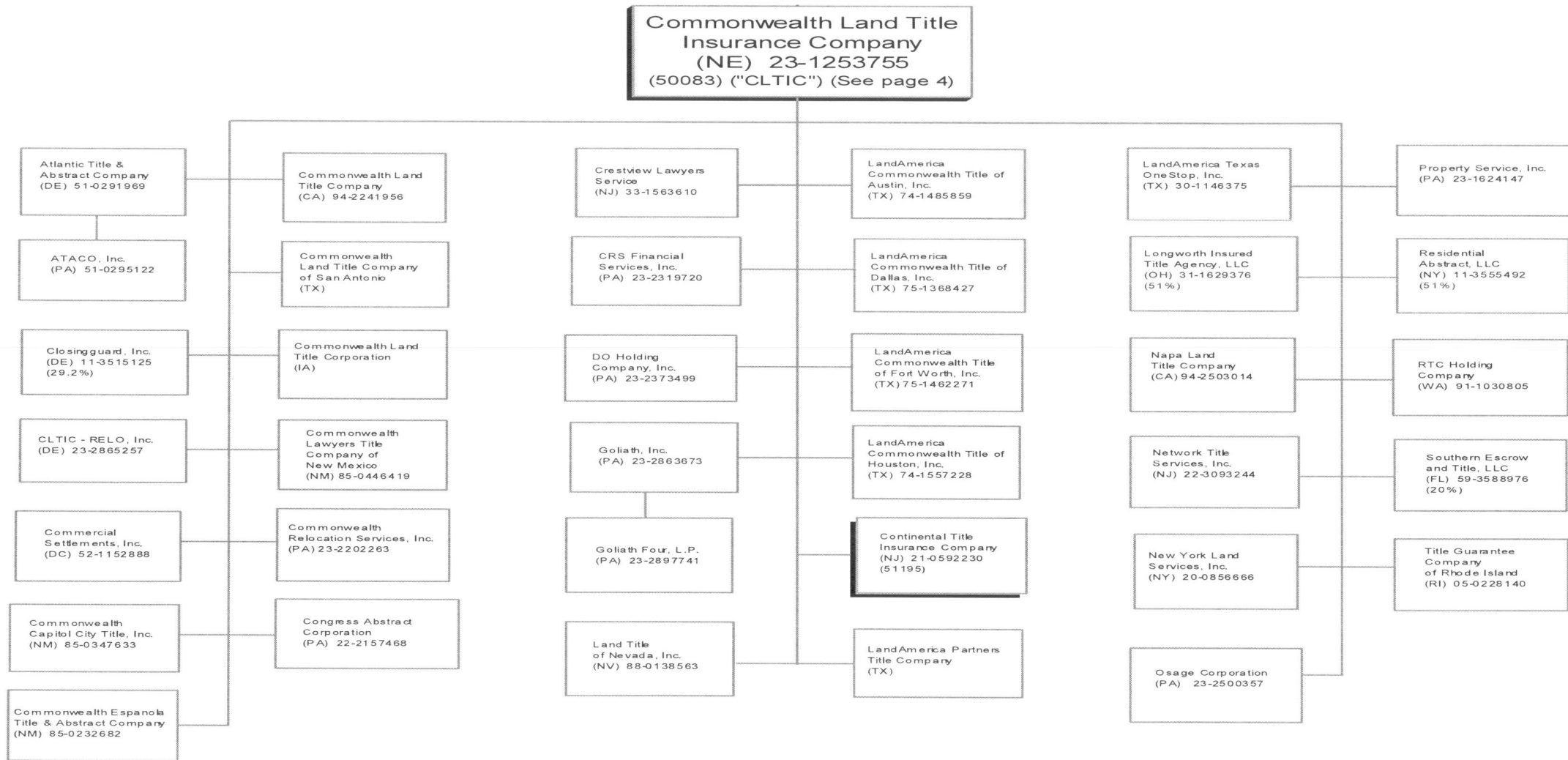
PART 1 - ORGANIZATIONAL CHART



39.12

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

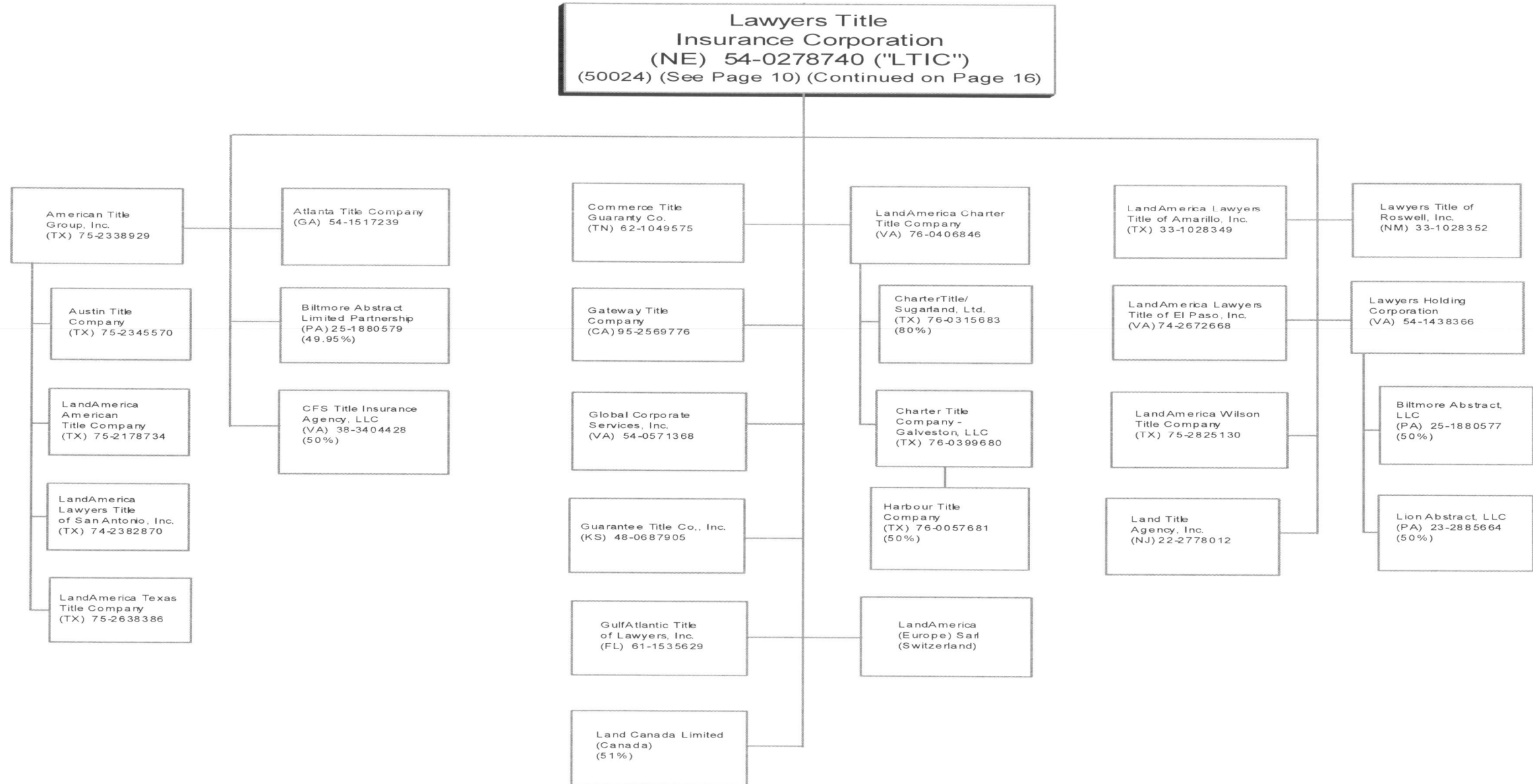
PART 1 - ORGANIZATIONAL CHART



39.13

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

PART 1 - ORGANIZATIONAL CHART

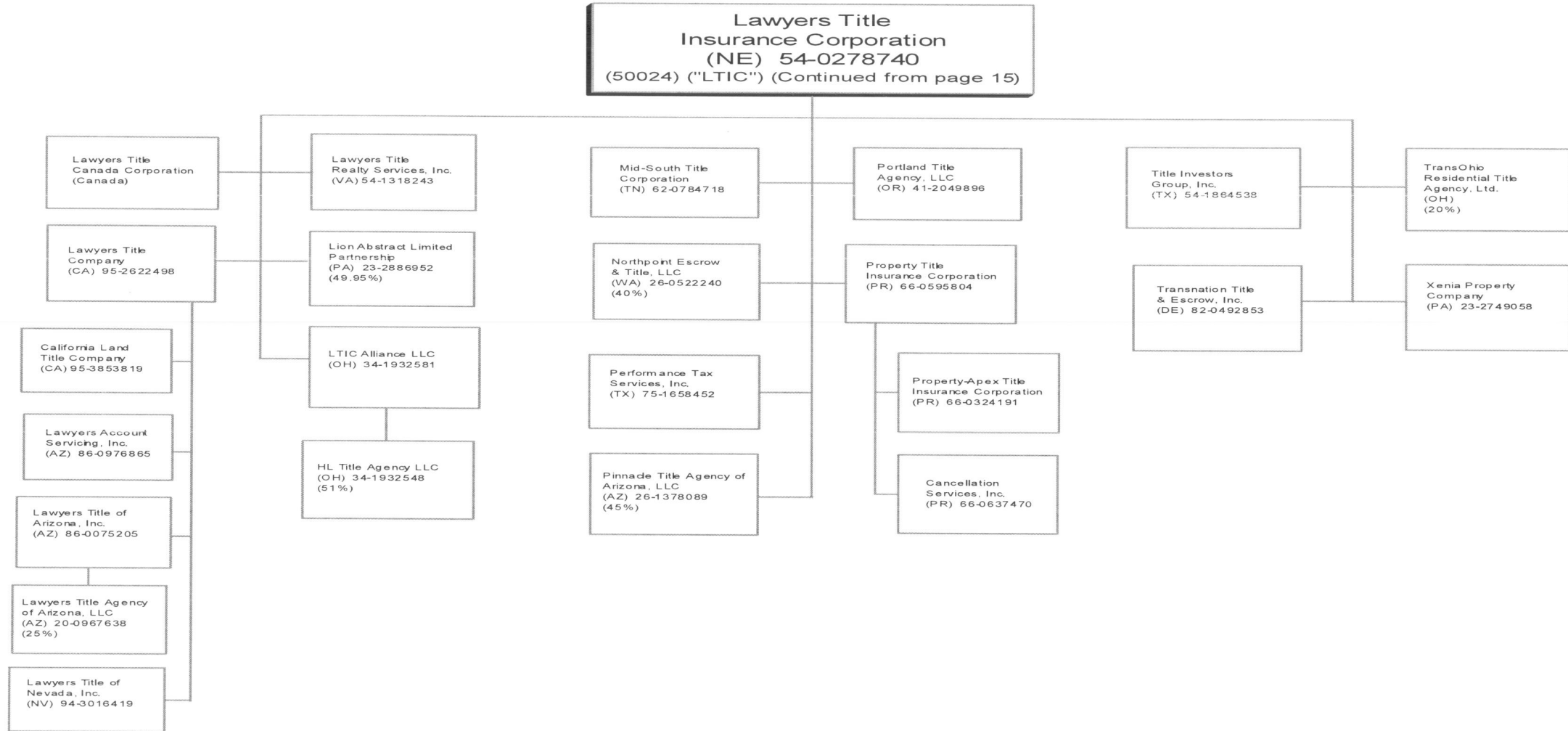


39.14

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

R

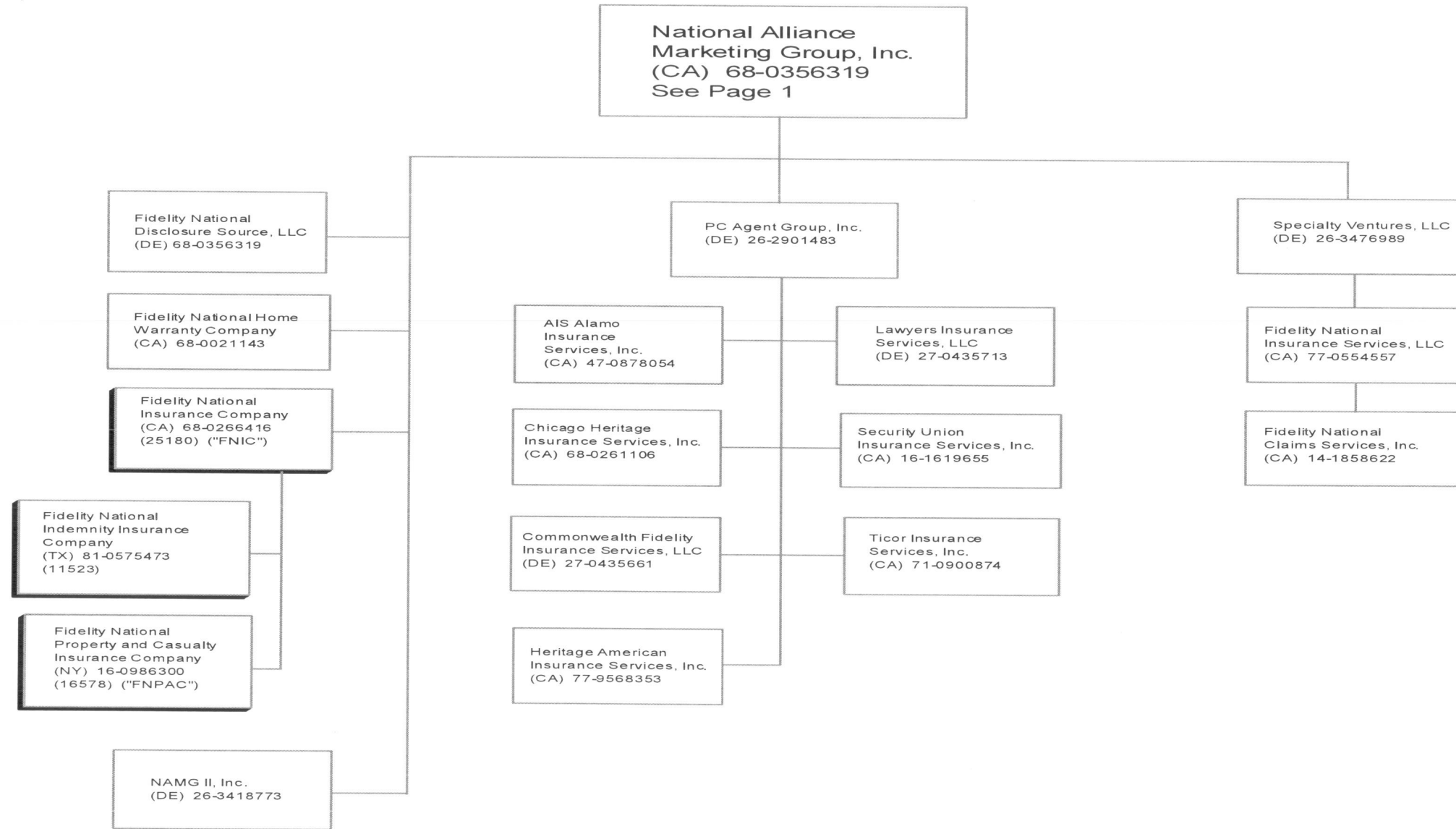
PART 1 - ORGANIZATIONAL CHART



39.15

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

PART 1 - ORGANIZATIONAL CHART



39.16

OVERFLOW PAGE FOR WRITE-INS

Page 9 - Continuation

	Title and Escrow Operating Expenses			5 Unallocated Loss Adjustment Expenses	6 Other Operations	7 Investment Expenses	Totals		
	1 Direct Operations	Agency Operations					4 Total (Cols. 1 + 2 + 3)	8 Current Year (Cols. 4 + 5 + 6 + 7)	9 Prior Year
		2 Non-affiliated Agency Operations	3 Affiliated Agency Operations						
2304. Moving and Storage	702,447	123,762		826,209			826,209	1,177,381	
2305. Interest and investment Expenses								1,254,688	
2306. Escrow Losses								330,365	
2397. Totals (Lines 2304 through 2325) (Page 9, Line 2398)	702,447	123,762		826,209			826,209	2,762,434	

OVERFLOW PAGE FOR WRITE-INS

Page 38 - Continuation

States, Etc.	1 Active Status	2 Premium Rate (b)	Direct Premiums Written			6 Other Income	7 Direct Premiums Earned	8 Direct Losses Paid	9 Direct Losses Incurred	10 Direct Losses Unpaid
			3 Direct Operations	Agency Operations						
				4 Non-affiliated Agencies	5 Affiliated Agencies					
5804. England	X X X	O				1,191,408				
5805. Russia	X X X	O				188,031				
5806. Mexico	X X X	R				320,303	136,598	109,662	39,604	
5807. Bahama Islands	X X X	O		20,227		22,012		95	3,662	
5808. India	X X X	O				123,592				
5809. West Caicos Island	X X X	O				28,603				
5810. Italy	X X X	O				11,392				
5897. Totals (Lines 5804 through 5896) (Page 38, Line 5898)	X X X	X X X		20,227	469,155		1,885,341	136,598	109,757	43,266

ALPHABETICAL INDEX TO TITLE ANNUAL STATEMENT

Assets	2	Schedule DB – Part C – Section 1	E21
Cash Flow	5	Schedule DB – Part C – Section 2	E21
Exhibit of Capital Gains (Losses)	11	Schedule DB – Part C – Section 3	E22
Exhibit of Net Investment Income	11	Schedule DB – Part C – Verification Between Years	SI13
Exhibit of Nonadmitted Assets	12	Schedule DB – Part D – Section 1	E22
Five-Year Historical Data	16	Schedule DB – Part D – Section 2	E23
General Interrogatories	14	Schedule DB – Part D – Section 3	E23
Jurat Page	1	Schedule DB – Part D – Verification Between Years	SI13
Liabilities, Surplus and Other Funds	3	Schedule DB – Part E – Section 1	E24
Notes to Financial Statements	13	Schedule DB – Part E – Verification	SI13
Operations and Investment Exhibit (Statement of Income)	4	Schedule DB – Part F – Section 1	SI14
Operations and Investment Exhibit Part 1A	6	Schedule DB – Part F – Section 2	SI15
Operations and Investment Exhibit Part 1B	6	Schedule E – Part 1 – Cash	E25
Operations and Investment Exhibit Part 1C	6	Schedule E – Part 1A – Segregated Funds Held For Others as	
Operations and Investment Exhibit Part 2A	7	Non-Interest Earning Cash Deposits	18
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