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Amendment

Filed 2-9-78

8 pgs.

AMENDMENT (to Declaration of Trust)  
(Walk-In)

~~Stock Processed~~

By:

Updating: 5/15/78

By: MS

Name: LAWYERS' TITLE GUARANTY FUND

Charter Number: 699077

Filing Date: February 9, 1978

Action Taken: Amendment to Declaration of Trust

**UPDATER:** Please note that this  
D.T. was cancelled in error.  
Status should be active.

699077

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EDWARD CASORIA, JR.

February 9, 1978

DADE FEDERAL SAVINGS BUILDING  
95 E. LIVINGSTON STREET  
POST OFFICE BOX 3148  
ORLANDO, FLORIDA 32802  
AREA 305 425-6674

Hon. Bruce A. Smathers  
Secretary of State  
20th Floor - The Capitol Bldg.  
Tallahassee, Florida 32304

Attention: Ms. Tillie LaCayo

Dear Ms. LaCayo:

Re: Certificate of Amendments To The  
Declaration of Trust of Lawyers'  
Title Guaranty Fund, a business  
trust under the laws of the State  
of Florida

We enclose the duly executed original and one copy of Certificate of Amendments To The Declaration of Trust of Lawyers' Title Guaranty Fund and request that you file the original executed copy in your office and certify and return to us the copy. Our check in the amount of \$30.00 is enclosed to cover the filing fee and the fee for the certified copy.

If there are any questions concerning the filing of this document we will appreciate your telephoning the undersigned regarding it as it is important that this document be filed in your office promptly upon its delivery to you by the person who will bring it.

Thanking you for your cooperation, we are

Very truly yours,

*Fletcher G. Rush*  
Fletcher G. Rush

FGR/lw  
Enclosures

cc: Lawyers' Title Guaranty Fund

TOTAL 30

*mo*

FILED  
FEB 9 10 01 AM '78  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CERTIFICATE OF  
AMENDMENTS TO THE DECLARATION OF  
TRUST OF LAWYERS' TITLE GUARANTY FUND

FILED  
FEB 9 10 01 AM '78  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We, John S. Duss, III, and Paul B. Comstock, do hereby certify that we are the Chairman of the Board of Trustees and the Executive Secretary respectively of LAWYERS' TITLE GUARANTY FUND, a business trust under the laws of the State of Florida, and that the Declaration of Trust of Lawyers' Title Guaranty Fund filed in the office of the Secretary of State of the State of Florida on March 22, 1947, as heretofore amended by amendments filed in said office on April 26, 1950; February 15, 1951; April 5, 1951; June 3, 1955, December 22, 1956; October 9, 1959; November 9, 1960; October 4, 1966; November 6, 1968; and November 24, 1976, was further amended by the following amendments to said Declaration of Trust which were duly adopted by an affirmative vote of three-fourths of all the members of the Board of Trustees at meetings of the Board of Trustees duly called and held on the following dates: May 22, 1968; October 2, 1970; December 3, 1971; December 7, 1973; and December 2, 1977:

Section 4, paragraph (e) is amended to read as follows:

(e) "Member" shall mean a cestui que trust of The Fund who has been approved and has qualified for membership, who is actively engaged in the private practice of law in Florida, and whose membership has not been terminated or suspended.

Section 4, paragraphs (f) through (i) inclusive are redesignated as paragraphs (g) through (j) inclusive.

Section 4, a new paragraph (f) is created to read as follows:

(f) "Inactive Member" shall mean a Member whose membership has been classified as inactive pursuant to regulation adopted by the Board of Trustees.

Section 5 is amended to read as follows:

Section 5. QUALIFICATIONS FOR AND CLASSIFICATION OF MEMBERS:

Membership in LAWYERS' TITLE GUARANTY FUND shall be limited to persons licensed to practice law in Florida,

who reside in Florida, who are actively engaged in the private practice of law, who have executed the application for membership provided for herein, who have been accepted for membership in The Fund, who have qualified as Members, and who remain in good standing as Members. The Board of Trustees may by regulation provide classifications for members.

Section 9, the title is amended to read as follows:

Section 9. PROCEDURE FOR TERMINATING, SUSPENDING OR CLASSIFYING A MEMBERSHIP.

Section 9, paragraph (b) is amended to read as follows:

(b) The Board of Trustees shall adopt procedures for termination of membership for any other cause and for suspension and classification of membership.

Section 11, is amended to read as follows:

Section 11. DISQUALIFICATION FOR BEING TRUSTEE: No person who has any stock interest in, or who is a director or officer of, or who is attorney for any incorporated title insurance company, except a bar-related title insurance company, shall become or remain a member of the Board of Trustees. Merely being on the list of approved attorneys of any title insurance company and examining titles for title insurance by such company shall not disqualify one from becoming or remaining a member of the Board of Trustees. A trustee may issue The Fund's guarantees and policies the same as any other Member.

Section 13 is amended to read as follows:

13. ELECTION AND TERM OF TRUSTEES: A Trustee for a judicial circuit shall be elected by Fund Members in the circuit from their own number. Nominations for Trustee shall be made in writing by not less than three Members having their law office (or principal law office) in the circuit, none of whom shall be in a law partnership with each other and only one of whom may be in partnership with the person being nominated. All nominating ballots shall be filed with the Executive Secretary at the headquarters' office prior to midnight on March 1, and if not filed prior to that time, the name of the nominee shall not be placed on the ballot. Failure to make a nomination shall result in a vacancy to be filled by the Trustees for the 3-year term. If only one candidate is nominated for a particular vacancy, that candidate shall be declared elected by the Executive Secretary. In the event more than one candidate is nominated for a vacancy, an election shall be held by mail secret ballot and voting shall be limited to those previously nominated. The ballots shall be mailed on or before March 15 and voted ballots shall be filed with the Executive Secretary prior to midnight on March 30. Ballots not filed within such period of time shall not

be counted or tabulated. The candidate for an office receiving a majority of the vote cast shall be declared elected by the Executive Secretary. If no candidate receives a majority of the votes cast on the first ballot, the two candidates receiving the higher number of votes shall be voted upon in a second ballot and the one of the two receiving the higher number of votes shall be elected. Any tie vote shall be resolved by the Chairman of the Board. The ballots for the run-off shall be mailed on or before April 15 and the voted ballots shall be filed with the Executive Secretary prior to midnight on April 30. The result of the election shall be reported in writing to the Board and recorded in its minutes. If a vacancy occurs and the term expires in one year, or less, the Trustees shall appoint a Trustee to serve for the remainder of the term. If a vacancy occurs and the remainder of the term is more than one year, the Members in the circuit shall elect a Trustee for said remainder. In event controversy arises as to the election of a Trustee, the Trustees, exclusive of the Trustee about which the controversy arises, shall determine the validity of the election. Trustee terms shall be for three-year periods commencing July 1 and ending June 30. The terms of the Trustees at the time of the adoption of this amended Declaration expire on the dates shown by the following schedule:

<u>Group</u>	<u>Circuit</u>	<u>Expiration Date</u>
1	2, 6, 8, 9, 14, 17, 19	June 30, 1970
2	3, 11, 12, 15, 16, 18	June 30, 1968
3	1, 4, 5, 7, 10, 13	June 30, 1969

Trustees for additional circuits shall be added to the respective groups one at a time in the following sequence: first to Group 2; second to Group 3; and thereafter to Groups 1 through 3, in rotation, so as to maintain, as nearly as possible, a balance between the circuits as to Trustees whose terms expire in each year. When a new judicial circuit is created, the Board shall elect the first Trustee for the circuit. Thereafter Members in the circuit shall elect the Trustees. If the circuits are changed, every Fund Trustee shall remain as Trustee for the remainder of the term for which he was elected for the circuit in which he has his law office (or principal law office). If a change results in more than one previously elected Trustee being in the same circuit, the Trustee whose term will be the last to end shall be the Trustee for the circuit and the terms of the others shall terminate.

Section 15 is amended to read as follows:

**Section 15. TRUSTEES MEETINGS:**

(a) Regular Meetings: The Board of Trustees shall meet at least once each year at the place and at the time fixed by the Board. If the Board at a meeting

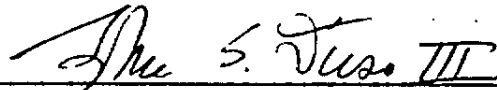
fails to fix the time and place of the next meeting the Chairman of the Board or any five Members may in writing set a time and place and instruct the Executive Secretary to mail written notice of the place and time of the meeting. Such notice shall be mailed not less than ten days before the time set for the meeting.

(b) Special Meetings: A special meeting of the Board may be called by a written request to the Executive Secretary by the Chairman or any five members of the Board; which request shall state the purpose of the meeting. Within forty-eight hours after the receipt of such written request, the Executive Secretary shall mail notice of the meeting to each trustee stating the place and time of the meeting; who requested the meeting, and the matters to be considered at the meeting; provided, however, the notice above provided for may be waived in writing or by three-fourths of the trustees attending and participating in the special meeting. The written waiver must be made a part of the minutes of the meeting.

Section 26 is amended to read as follows:

Section 26. EXECUTIVE SECRETARY AND ASSISTANT EXECUTIVE SECRETARIES AND TITLES OF OFFICERS: The Board of Trustees shall appoint an Executive Secretary and may appoint one or more Assistant Executive Secretaries. The Executive Secretary shall direct and carry on the affairs of The Fund, subject to the direction and control of the Board of Trustees and employ other persons as needed for carrying on The Fund's affairs. An Assistant Executive Secretary shall perform such duties as shall be assigned by the Executive Secretary. The Board may authorize the Executive Secretary to use the title President, an Assistant Executive Secretary to use the title Executive Vice President, and one or more Assistant Executive Secretaries to use the title Vice President.

IN WITNESS WHEREOF, we have hereunto set our hands and affixed the seal of Lawyers' Title Guaranty Fund this 7<sup>th</sup> day of February, 1978.



John S. Duss, III  
As Chairman of the Board of Trustees  
of Lawyers' Title Guaranty Fund



Paul B. Comstock  
As Executive Secretary of Lawyers'  
Title Guaranty Fund

AFFIDAVIT

STATE OF FLORIDA )  
COUNTY OF ~~DADE~~ <sup>DADE</sup>

On this day personally appeared before me, the undersigned authority, JOHN S. DUSS, III, who being first duly sworn, deposed and stated that he is the duly appointed, qualified and acting Chairman of the Board of Trustees of Lawyers' Title Guaranty Fund, a business trust under the laws of the State of Florida, that the document attached hereto was duly executed by him and is a true and correct copy of amendments to the Declaration of Trust of Lawyers' Title Guaranty Fund which were duly adopted by the Board of Trustees of Lawyers' Title Guaranty Fund in conformity with the provisions of the Declaration of Trust heretofore filed with the Secretary of State of Florida; and the Secretary of State of Florida is hereby requested to file the foregoing amendments to said Declaration of Trust and issue to the Trustees of said business trust a certificate that said amendments have been duly filed in his office as required by law.

  
John S. Duss, III

Sworn to and subscribed before me  
this Feb day of February, 1978.

  
NOTARY PUBLIC

State of Florida at Large  
My Commissions Expires:

NOTARY PUBLIC STATE OF FLORIDA AT LARGE  
MY COMMISSION EXPIRES MAY, 21 1981  
BONDED THREE GENERAL INS. UNDERWRITERS

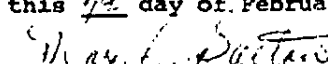
AFFIDAVIT

STATE OF FLORIDA )  
COUNTY OF ORANGE )

On this day personally appeared before me, the undersigned authority, PAUL B. COMSTOCK, who being first duly sworn, deposed and stated that he is the duly appointed, qualified and acting Executive Secretary of Lawyers' Title Guaranty Fund, a business trust under the laws of the State of Florida, that the document attached hereto was duly executed by him and is a true and correct copy of amendments to the Declaration of Trust of Lawyers' Title Guaranty Fund which were duly adopted by the Board of Trustees of Lawyers' Title Guaranty Fund in conformity with the provisions of the Declaration of Trust heretofore filed with the Secretary of State of Florida; and the Secretary of State of Florida is hereby requested to file the foregoing amendments to said Declaration of Trust and issue to the Trustees of said business trust a certificate that said amendments have been duly filed in his office as required by law.

  
Paul B. Comstock

Sworn to and subscribed before me  
this Feb day of February, 1978.

  
NOTARY PUBLIC

State of Florida at Large  
My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA AT LARGE  
MY COMMISSION EXPIRES MAY, 21 1981  
BONDED THREE GENERAL INS. UNDERWRITERS