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Fidelity National Financial, Inc.

August 9, 1999

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

300002958903--0
-08/13/99--01027--007
*****35.00 *****35.00

Re: Fidelity National Title Insurance Company of Tennessee

Dear Sir or Madam:

The above-referenced corporation was merged into Fidelity National Title Insurance Company, a California corporation, on December 31, 1998. Enclosed is a copy of the Agreement of Merger as filed with the California Secretary of State. Consequently, on behalf of the corporation, please find the following enclosed for filing:

1. One (1) original and one (1) copy of an executed Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida (the "Application"); and
2. Check made payable to Florida Department of State in the amount of \$35.00 to cover required filing fees.

Please acknowledge receipt of the foregoing by endorsing and returning the enclosed copy of the Application in the self-addressed, stamped envelope.

Should you have any questions regarding this filing, please do not hesitate to contact me at (949) 622-4383.

Yours very truly,

Sharon A. Poli
Sharon A. Poli,
Corporate Paralegal

Encls.
5495sap.wpd

FILED
99 AUG 13 9:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8 LEWIS AUG 20 1999

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS
IN FLORIDA**

FIDELITY NATIONAL TITLE INSURANCE COMPANY OF TENNESSEE
(Name of Corporation)

Tennessee
(Incorporated Under Laws Of)

FILED
AUG 13 AM 9:51
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

17911 Von Karman Avenue, Suite 300
(Mailing Address)

Irvine, California 92614
(City/ State /Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

M'Liss Jones Kane Secretary
Signature Title

M'Liss Jones Kane August 3, 1999
Typed or printed name Date