FILE NOW: FILING FEE AFTER MAY 1ST IS $550.00

PROFIT CORPORATION ANNUAL REPORT

1999

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

FILED
99 JUN -2 AM 9:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # **F95000005035**

1. Corporation Name

FIDELITY NATIONAL 1031 EXCHANGE SERVICES, INC.

Principal Place of Business	Mailing Address
901 N. Lake Destiny Dr. Suite 395 Maitland, FL 32751 U.S.A.	17911 Von Karman Ave. Suite 300 Irvine, CA 92614 U.S.A.

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified: 10/17/1995

4. FEI Number: 33-0320249 [ ] Applied For [ ] Not Applicable

5. Certificate of Status Desired [ ] **$3.75** Additional Fee Required

6. Election Campaign Financing Trust Fund Contribution [ ] **$5.00** May Be Added to Fees

8. This corporation owes the current year Intangible Personal Property Tax [ ] Yes [X] No

2. Principal Place of Business	2a. Mailing Address
21	26
Suite, Apt. #, etc.	Suite, Apt. #, etc.
22	27
City & State	City & State
23	28
Zip / Country	Zip / Country
24 / 25	29 / 30

9. Name and Address of Current Registered Agent

CT CORPORATION SYSTEM
1200 South Pine Island Road
Plantation, FL 33324

10. Name and Address of New Registered Agent

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City **FL** 85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE _____ DATE _____
Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS

TITLE	C	[ ] DELETE
NAME	FOLEY, WILLIAM P II	
STREET ADDRESS	3916 State St., Ste. 300	
CITY-ST-ZIP	Santa Barbara, CA 93105	
TITLE	D/CEO	[ ] DELETE
NAME	STONE, PATRICK F.	
STREET ADDRESS	3938 State St., 2nd Floor	
CITY-ST-ZIP	Santa Barbara, CA 93105	
TITLE	D/V	[ ] DELETE
NAME	WILLEY, FRANK P.	
STREET ADDRESS	3916 State Street, Ste. 300	
CITY-ST-ZIP	Santa Barbara, CA 93105	
TITLE	D	[ ] DELETE
NAME	QUIRK, RAYMOND R.	
STREET ADDRESS	3938 State St., 2nd Floor	
CITY-ST-ZIP	Santa Barbara, CA 93105	
TITLE	CFO/T	[ ] DELETE
NAME	STINSON, ALAN L.	
STREET ADDRESS	3916 State St., Ste. 300	
CITY-ST-ZIP	Santa Barbara, CA 93105	
TITLE	V/S	[ ] DELETE
NAME	KANE, M'LISS JONES	
STREET ADDRESS	17911 Von Karman Ave., Ste.300	
CITY-ST-ZIP	Irvine, CA 92614	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

700002902797--9
-06/11/99--01105--009
****150.00 ****150.00

11 TITLE	[ ] Change	[ ] Addition
12 NAME		
13 STREET ADDRESS		
14 CITY-ST-ZIP		
21 TITLE	[ ] Change	[ ] Addition
22 NAME		
23 STREET ADDRESS		
24 CITY-ST-ZIP		
31 TITLE	[ ] Change	[ ] Addition
32 NAME		
33 STREET ADDRESS		
34 CITY-ST-ZIP		
41 TITLE	[ ] Change	[ ] Addition
42 NAME		
43 STREET ADDRESS		
44 CITY-ST-ZIP		
51 TITLE	[ ] Change	[ ] Addition
52 NAME		
53 STREET ADDRESS		
54 CITY-ST-ZIP		
61 TITLE	[ ] Change	[ ] Addition
62 NAME		
63 STREET ADDRESS		
64 CITY-ST-ZIP		

LS

CR2E034 (11/98)

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: M'Liss Jones Kane (949) 622-4326

Attachment

ADDITIONAL DIRECTORS/OFFICERS

12.	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	P BUTLER, RADAH 300 Montgomery Street St., Ste. 650 San Francisco, CA 94104