MIKE KREIDLER
STATE INSURANCE COMMISSIONER

STATE OF WASHINGTON

Phone: (360) 725-7000
www.insurance.wa.gov

OFFICE OF
INSURANCE COMMISSIONER

HEARINGS UNIT
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Patricia D. Petersen
Chief Hearing Officer
(360) 725-7105

Nicole Kelly
Paralegal
NicoleK@OIC.wa.gov.
(360) 725-7002

In the Matter of the Merger of :

PACIFIC NORTHWEST TITLE INSURANCE COMPANY, A Washington Domestic Insurance Company, with and into FIRST AMERICAN TITLE INSURANCE COMPANY, A California Domestic Insurance Company,

Applicants.

10-0026

LIST OF EXHIBITS

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1. All filings made; prefiled testimony of Michael Holt, Thomas Hartman, prefiled opening & closing statements, Decl of R. Pastuch, Amended Notice of Hearing, proposed Order Approving Merger
2. California approval letter dated June 9, 2010
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Mailing Address: P. O. Box 40255 • Olympia, WA 98504-0255
Street Address: 5000 Capitol Blvd. • Tumwater, WA 98501

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Ex. 2

STATE OF CALIFORNIA

Steve Poizner, *Insurance Commissioner*

DEPARTMENT OF INSURANCE

Legal Division, Corporate Affairs Bureau
45 Fremont Street, 24th Floor
San Francisco, CA 94105

Cathleen S. Chapman
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June 9, 2010

Stephanie Duchene
Sonnenschein, Nath & Rosenthal
601 South Figueroa St., Suite 2500
Los Angeles, CA 90017-5704

VIA ELECTRONIC MAIL

SUBJECT: Merger of Pacific Northwest Title Insurance Company With and Into First American Title Insurance Company, Pursuant to California Insurance Code Section 1011(c) (App-2010-00490, IDB No. 10-1953)

Dear Ms. Duchene:

The California Department of Insurance ("Department") hereby grants its consent to the Agreement and Plan of Merger between Pacific Northwest Title Insurance Company, a Washington insurer, with and into First American Title Insurance Company, a California insurer ("Applicant"), with an effective date of June 30, 2010.

This consent is based on the specific information and documentation filed in or with the above-referenced application, together with all assurances, representations, confirmations, undertakings, and commitments by Applicant submitted in support of it. The authority for this approval is given pursuant to California Insurance Code Section 1011(c) and does not constitute, signify or imply review or approval under any other California Insurance Code section or any other California law.

Please provide certified copies of the completed merger filing within 30 days of the effective date of the transaction. Copies should be forwarded to both the Department's Legal Division and Financial Analysis Division (FAD).

Sincerely,

Cathleen S. Chapman

Cathleen S. Chapman

cc: Steven Galet, Financial Analysis Division, Los Angeles
Gloria Munar, Corporate Affairs Bureau

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