MIKE KREIDLER
STATE INSURANCE COMMISSIONER

STATE OF WASHINGTON

Phone: (360) 725-7000

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OFFICE OF
INSURANCE COMMISSIONER

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HEARINGS UNIT
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BEFORE THE STATE OF WASHINGTON
OFFICE OF INSURANCE COMMISSIONER

In the Matter of:	)	
	)	No. 11-0158
FIDELITY NATIONAL TITLE INSURANCE COMPANY, CHICAGO TITLE INSUSRANCE COMPANY, and COMMONWEALTH LAND TITLE INSURANCE COMPANY,	)	ORDER TERMINATING PROCEEDINGS
Authorized insurers.	)	

TO: Michael J. Rich, Vice President and Regulatory Counsel
Fidelity National Title Group, Inc.
601 Riverside Avenue
Jacksonville, FL 32204-7108

David C. Neu, Esq.
K&L Gates LLP
925 Fourth Avenue, Suite 2900
Seattle, WA 98104-1158

COPY TO: Mike Kreidler, Insurance Commissioner
Michael G. Watson, Chief Deputy Insurance Commissioner
Carol Sureau, Deputy Commissioner, Legal Affairs Division
Marcia Stickler, Staff Attorney, Legal Affairs Division
James Odiorne, Deputy Commissioner, Company Supervision
Office of the Insurance Commissioner
PO Box 40255
Olympia, WA 98504-0255

On June 29, 2011, the Insurance Commissioner ("Commissioner") issued an Order to Cease and Desist against Fidelity National Title Insurance Company, Chicago Title Insurance Company and Commonwealth Land Title Insurance Company, and their respective officers, directors, trustees, agents, employees and affiliates (collectively referred to as "the Companies."), requiring that they immediately cease and desist from offering discounts to producers of title insurance business and associates of producers of title insurance business, through EC Purchasing or otherwise. In response, on September 28, 2011, the Companies, by and through their attorney, David C. Neu, Esq., of K&L Gates LLP in Seattle, filed their Demand for Hearing to contest the Order. A prehearing conference was held in this matter on October 31, 2011, and at that time a hearing date was set for December 14, 2011, and a Notice of Hearing subsequently issued on November 10, 2011. At the joint request of the parties, the original hearing date was then continued until January 16, 2012.

Thereafter, on January 9, 2012, Marcia Stickler, Esq., Staff Attorney in the Commissioner's Legal Affairs Division, advised the undersigned by email sent to Kelly Cairns, Paralegal in the Hearings Unit, that the Companies and the Commissioner had agreed to enter into a Consent Order to settle this matter. For this reason, the administrative hearing scheduled for January 16, 2012, was cancelled and on January 26 a copy of the settlement agreement, entitled Consent Order Levying Fine and executed by all parties, was filed. Said Consent Order Levying Fine is attached hereto and is by this reference incorporated herein. Relative to the Consent Order Levying Fine, it is noted that this case was settled prior to the adjudicative proceeding scheduled to commence on January 16, 2012. Therefore, for purposes of clarification, while this Consent Order includes statements identified as "Findings of Facts" and "Conclusions of Law," these are not Findings of Fact or Conclusions of Law which were made by an adjudicator after an adjudicative proceeding; rather, the statements contained in the attached Consent Order which are entitled "Findings of Fact" and "Conclusions of Law" are only agreed upon statements of the parties.

Based upon the above activity,

IT IS HEREBY ORDERED that, by agreement of the parties set forth in Consent Order Levying Fine executed by the Companies on January 17, 2012, and by the Commissioner on January 25, 2012, the parties have fully settled this matter and the proceeding herein, Docket No. 11-0158, is dismissed with prejudice. For purposes of clarification, while the Consent Order Levying Fine includes statements identified as "Findings of Facts" and "Conclusions of Law," these are not Findings of Fact or Conclusions of Law which were made by an adjudicator after an adjudicative proceeding; rather, the statements contained in the attached Consent Order entitled "Findings of Fact" and "Conclusions of Law" are only agreed upon statements of the parties.

Entered this 31st day of January, 2012, at Tumwater, Washington, pursuant to Title 48 RCW, Title 34 RCW and regulations pursuant thereto.

PATRICIA D. PETERSEN
Chief Hearing Officer
Presiding Officer

Declaration of Mailing

I declare under penalty of perjury under the laws of the State of Washington that on the date listed below, I mailed or caused delivery through normal office mailing custom, a true copy of this document to the following people at their addresses listed above: Michael J. Rich, David C. Neu, Esq., Mike Kreidler, Mike Watson, James Odiorne, Carol Sureau, Esq. and Marcia Stickler, Esq..

DATED this 31st day of January, 2012

KELLY A. CAIRNS

MIKE KREIDLER
STATE INSURANCE COMMISSIONER

STATE OF WASHINGTON

Phone: (360) 725-7000
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OFFICE OF
INSURANCE COMMISSIONER

Hearings Unit, OIC
Patricia D. Hamilton
Chief Hearing Officer

IN THE MATTER OF FIDELITY NATIONAL TITLE INSURANCE COMPANY-and, CHICAGO TITLE INSURANCE COMPANY, Respondents	ORDER NO. 11-0153 CONSENT ORDER LEVYING FINE

The Insurance Commissioner of the State of Washington, pursuant to the authority set forth in RCW 48.05.185, having reviewed the official records and files of the Office of the Insurance Commissioner ("OIC"), makes the following:

FINDINGS OF FACT:

1. Fidelity National Title Insurance Company, ("Fidelity"), is an authorized insurer domiciled in California. Chicago Title Insurance Company, ("Chicago Title") is an authorized insurer domiciled in Nebraska. The companies ("Respondents" or "the Companies") issue title insurance. The Companies are subsidiaries of Fidelity National Financial, Inc., a Delaware domiciled publicly traded holding company.

2. EC Purchasing.com, Inc. is a Delaware domiciled company that negotiates discounts on a wide variety of products and services for its members. It is not in the business of title insurance and is not licensed by the Office of the Insurance Commissioner. Employees and agents of Respondents offered their customers, producers of title insurance business, the opportunity to register for membership in EC Purchasing, a subsidiary of Fidelity National Title Group, Inc. Members of EC Purchasing receive discounts on a wide array of products and services.

3. The Companies' marketing materials promoted the discounts as an additional benefit to their producer "customers" who were in a position to refer title business to the Companies.

4. Sales Representatives of the Companies provided links on their personal websites to EC Purchasing.com, Inc. and provided confirmation to EC Purchasing.com, Inc. that producers of title insurance business requesting membership in EC Purchasing were, in fact, engaged in the real estate, financial and/or real estate industries, a requirement of EC Purchasing.com, Inc.'s vendors.

5. The Companies are currently subject to a Cease and Desist order in Docket Number 11-0158 which will be superseded by this Consent Order.

CONCLUSIONS OF LAW:

1. By promoting access to discounts, for non-title insurance related products, to producers of title insurance business through their sales representatives, the Companies violated RCW 48.29.210(2).

2. RCW 48.05.185 authorizes the Insurance Commissioner to impose a fine in lieu of the suspension or revocation of a company's license or certificate of authority.

CONSENT TO ORDER:

Respondents, acknowledging their duty to comply fully with the applicable laws of the State of Washington, consent to the following in consideration of their desire to resolve this matter without further administrative or judicial proceedings. The Insurance Commissioner consents to settle the matter in consideration of the Respondents' payment of a fine on such terms and conditions as are set forth below.

1. The Respondents consent to the entry of this Order, waive any and all hearing rights, and further administrative or judicial challenges to this Order.

2. The Cease and Desist Order entered in Docket Number 11-0158 shall be and is hereby withdrawn as to all parties named therein. The Companies shall cease and desist from advertising the availability of membership in EC Purchasing in any form that constitutes a violation of RCW 48.29.210(2).

3. By agreement of the parties, the Insurance Commissioner will impose a fine of $100,000.00 (One Hundred Thousand Dollars) against Fidelity National Title Insurance Company and Chicago Title Insurance Company, liability for which shall be joint and several. The fine of $100,000 must be paid, in full, within thirty days of the date of entry of

this Order. Failure to pay the fine and to comply with the stated conditions shall constitute grounds for revocation of the Companies' certificates of authority and in a civil action brought on behalf of the Insurance Commissioner by the Attorney General of the State of Washington.

EXECUTED this 17th Day of January, 2012.

Chicago Title Insurance Company

By: _____

Printed Name: Michael J. Rich

Corporate Title: Vice President

Fidelity National Title Insurance Company

By: _____

Printed Name: Michael J. Rich

Corporate Title: Vice President

Commonwealth Land Title Insurance Company, as to Paragraph 1 of the Order only

By: _____

Printed Name: Michael J. Rich

Corporate Title Vice President

ORDER:

Pursuant to the foregoing Findings of Fact, Conclusions of Law, and Consent to Order, the Insurance Commissioner hereby Orders as follows:

1. The Cease and Desist Order entered in Docket Number 11-0158 shall be and is hereby withdrawn as to all parties named therein. The Companies shall cease and desist from advertising the availability of membership in EC Purchasing in any form that constitutes a violation of RCW 48.29.210(2).

2. The Companies shall pay a fine of $100,000.00 (One Hundred Thousand Dollars), the liability for which is joint and several, within thirty days of the date of entry of this Order. Failure to pay the fine shall constitute grounds for revocation of the Companies' certificates of authority and in the recovery of the fine amount through a civil action brought on behalf of the Insurance Commissioner by the Attorney General of the State of Washington.

ENTERED AT TUMWATER, WASHINGTON, this 25th day of January, 2012.

MIKE KREIDLER
Insurance Commissioner

By: Marcia G. Stickler
Marcia G. Stickler
Staff Attorney
Legal Affairs Division