Shelby County Government

A C Wharton, Jr.
Mayor

August 14, 2008

Mr. Tron Huynh
Chicago Title Insurance Company
6060 Poplar Avenue, Suite LL-37
Memphis, TN 38119

RE: RFP #08-006-100, Consulting Services – Real Estate Title Search Services

Dear Mr. Huynh:

We are pleased to inform you that your firm has been selected to provide **Consulting Services – Real Estate Title Search Services**, that were issued on the above-described RFP.

A contract for these services will be forwarded to your office for your review and approval. Until then, no work should begin on this project until you receive an official "Notice to Proceed," along with a fully negotiated and executed copy of the contract.

Thank you for your proposal and congratulations on your selection. Shelby County Government looks forward to the successful and timely delivery of this very important service and your company's efforts in reaching this goal.

Sincerely,

Clifton Davis
Administrator of Purchasing
Shelby County Government

CD/shw

cc: Nathon Currie, Trustee's Office
Mary Bright, Assistant County Attorney
Tamara Knox, Contracts Administration
Bernita Poole, Contracts Administration

Purchasing Department
160 N. Main, Suite 550
Memphis, TN 38103
(901) 545-4365
Fax: (901) 545-4531

Shelby County
Tennessee

A C Wharton, Jr., Mayor

Memorandum

To: Honorable A C Wharton, Jr.
Shelby County Mayor

From: Clifton Davis, Administrator
Purchasing Department

Date: August 12, 2008

Re: RFP #08-006-100, Consulting Services – Real Estate Title Search Services

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One (1) company submitted a proposal indicating their interest in providing the above-described services.

	Evaluation Score	EOC Rating	Estimated Fee
1. **Chicago Title Insurance Company**	70.75	C	$150,000.00

An evaluation committee comprised of four (4) staff members from the Trustee's Office and Purchasing evaluated the proposal and determined that Chicago Title Insurance Company is capable of providing the required services. It is the recommendation of the evaluation team that **Chicago Title Insurance Company** be awarded the contract to provide approximately two thousand (2,000) title searches annually to determine property ownership throughout Shelby County.

The proposal submitted by Chicago Title Insurance Company proposed a fair and reasonable cost for the services and outlined their ability to provide the required amount of searches within the specific timeframe.

A copy of the department's recommendation letter is attached.

EOC Rating Codes:

A Compliance – 90% or more
B Compliance – 80%-89.9%
C Compliance - 50%-79.9%
D Less than 15 employees (automatically qualify)
E Approval by EOC Board of Appeals
F Exception granted by CAO or Administrator of EOC

Please indicate your approval or disapproval of this selection in the space provided below:

APPROVED: ✓

APPROVED WITH CHANGES: _____

DISAPPROVED: _____

DATE: 8/12/08

A C WHARTON, JR., MAYOR

cc: Nathon Currie, Trustee's Office

CHICAGO TITLE INSURANCE COMPANY

6060 POPLAR AVENUE, SUITE LL-37, MEMPHIS, TN 38119-0916 (901) 821-0303
FAX (901) 821-0400

July 3, 2008

Ms. Cunie,

This is a copy of the proposal that you should attach to your information for a Contract to be prepared. CS Walker

Celeste S. Walker
Deputy Administrator
Shelby County Government
160 N. Main, Rm. 550
Memphis, TN 38103

RE: Submission in respon
– Real Estate Title Search Se

Dear Ms. Walker:

I hereby submit a bid on behalf of Chicago Title Insurance Company in response to your Request for Proposals #08-006-100 (Consulting Services – Real Estate Title Search Services)

As an authorized officer of the Company, with full capacity to negotiate on its behalf, I am submitting this bid to Shelby County. I serve as Vice-President of Chicago Title and oversee the West Tennessee Operations Center and the West Tennessee Production Center, both located at 6060 Poplar Avenue, Suite LL-37, Memphis, TN 38119. The Real Estate Title Search Services will be provided by The West Tennessee Production Center of Chicago Title.

All proposals submitted and statements contained herein are true to the best of my knowledge. The Company has determined all aspects of this proposal, including cost independently. We understand that all aspects of this proposal are binding for the duration of the time period referenced if selected and the contract is awarded.

Thank you in advance for considering Chicago Title's proposal

Sincerely,

Tron Huynh
Vice-President, Operations Manager for West Tennessee Operations
Chicago Title Insurance Company

Enclosures

Our Proposal:

Shelby County Trustee Reference Letters

This is an **all-inclusive product** and includes a typed reference letter in compliance with your proscribed form with copies of all recorded instruments, court documents (i.e. Bankruptcies and Probates) and death notices (if available). In addition, we will provide two (2) tax maps for each property (an up-close view and an overview of the property) showing the property's location.

Note: We will complete and deliver each group of 50 reference letters to the Trustee's Office at the specified location within 5 business days following receipt of the summary page, contingent upon receipt of the group of summary pages within our office by noon. If we fail to deliver said reference letters within the 5 business days following receipt of the summary pages, we will be liable for a fifty-percent (50%) deduction in the charge.

Un-searchable Property

If the information provided by Shelby County does not match the public record, we will provide the Trustee's Office with the name of the last owner of record at **no charge**.

Reference Letters on "Child Parcels"

If we determine that a parcel submitted for searching is a deactivated or subdivided parcel (a "Parent Parcel"), we will inform the Trustee's legal staff within the 5 business days following receipt of the summary pages at **no charge**.

We will then identify the tax parcel number and current owner of each "Child Parcel" at **no charge** and deliver said information within a time frame of 1 business day for every 10 "Child Parcels" within the group. We will then allow the Trustee's legal staff an opportunity to determine whether to continue with an expanded title search of the "Child Parcels" in question.

If the Trustee's legal staff approves an expanded search, we will provide a reference letter on the "Child Parcels". These expanded searches will then be added to the next group of reference letter requests from the Trustee's office. These expanded searches will be delivered within 5 business days of receipt of the next group of reference letters, contingent on the total number of reference letters and expanded searches for one week being no greater than 100 (50 reference letters per batch plus up to 50 expanded "Child Parcel" searches). If the total number of reference letters and expanded searches due within a week exceeds 100, we will contact the trustee's office to arrange a delivery time.

Recertifications:

We will provide a recertification of the Trustee Reference Letters free of charge if requested within a period of 1 year from the original certification date.

Costs and Fees

Shelby County Trustee Reference Letters **$75.00 per Search**

This is an **all-inclusive fee** and includes a typed reference letter in compliance with your proscribed form with copies of all recorded instruments, court documents (i.e. Bankruptcies and Probates) and death notices (if available). In addition, we will provide two (2) tax maps for each property (an up-close view and an overview of the property) showing the property's location.

Un-searchable Property

If the information provided by Shelby County does not match the public record, we will provide the Trustee's Office with the name of the last owner of record at **no charge**.

Reference Letters on "Child Parcels" **$20.00 per Search**

If the Trustee's legal staff approves an expanded search, we will provide a reference letter on the "Child Parcels" at a cost of $20.00 per parcel.

Recertifications: **No charge (within 1 year)**

We will provide a recertification of the Trustee Reference Letters free of charge if requested within a period of 1 year from the original certification date.

Our Experience

With origins that date back more than 150 years; Chicago Title Insurance Company is the premier real estate service company, providing title insurance and other real estate-related products and services throughout the world. With the merger between Chicago Title and Fidelity Title, we've become one of the largest title insurance organizations in the world. Based on our strength, experience and expertise, we are confident that we have the qualifications to perform all services required under the proposed contract.

Our local office opened in 1975 in Downtown Memphis and moved to our current location in East Memphis in 1994. Our West Tennessee Operations Center has a staff of 7 employees handling administrative and agency services. The West Tennessee Production Center has a full staff of 21 employees with an average of five years experience. Your searches will be done directly by our production center employees utilizing our title plant with no sub-contractor involvement.

We understand that title products are similar regardless of what company you deal with and that's why we distinguish ourselves by the service we provide. Our employees take pride in serving our customers to the best of their ability and we strive to exceed our customers' expectations.

References:

We have been providing Title Search Services to closing attorneys in West Tennessee since 1975. Our customers, include, Memphis Light, Gas and Water Division, Memphis Airport Authority, Autozone and national and locally based law firms throughout the Mid-South. Because of our past experience, we feel we can provide the top-level service expected by the County under this proposal.

PURCHASING DEPARTMENT
160 North Main, Suite 550
Memphis, Tennessee 38103
(901) 545-4360

Shelby County
Tennessee

VENDOR APPLICATION

Check if listed as dBA (Doing Business As) ☐	FEDERAL I.D.# OR SOCIAL SECURITY # 36-2468956	DATE 7/1/08
1. Applicants Name and Mailing Address for Bid Forms and Purchase Orders: *(Complete Only If Different From Above)*	2. Mailing Address for Payments *(If different from Item 1. This address must be listed on the accompanying W-9 form)*:	
Chicago Title Insurance Company		
6060 Poplar Avenue, Suite LL37		
Memphis, TN 38119		
Telephone #: (Include Area Code) 901-821-0303	Telephone #: (Include Area Code)	
Fax #: (Include Area Code) 901-821-0400	Fax #: (Include Area Code)	

3. Type of Organization *(Check one)*:
☐ Individual ☐ Partnership ☐ Non-Profit Organization
X Corporation, Incorporated Under Laws of the State of: Nebraska
If a Corporation or Partnership, please complete next page of form *(Item 8)*:

4. How long in Present Business: 113 yrs.

5. Persons Authorized to Sign Bids, Offers and Contracts *(Indicate if Agent)*:

Name	Official Capacity	Telephone # (Include Area Code)
Tron Huynh	Vice President	901-821-0303

6. Person to Contact on Bids or Quotes:

Name	Office Capacity	Telephone # (Include Area Code)
Tron Huynh	Vice President	901-821-0303

7. Type of Business *(Check One)*:

☐ Agriculture, Forestry or Fishing
☐ Consulting
☐ Information System/Technology
☐ Medical/Healthcare
☐ Service Industry
☐ Architectural/Design Engineering
☐ Educational Institution
☐ Manufacturing
☐ Real Estate
☐ Transportation, Commerce & Utilities
☐ Construction Services
X Finance, Insurance
☐ Marketing/Communications/Public Relations
☐ Retail Trade
☐ Other:
(Define)_____

(Please make sure you carefully review the commodities listed on pages 3 & 4 and indicate those that closely identifies that services that you can provide)

FOR PURCHASING DEPARTMENT USE ONLY

Date Mailed	Date Recd.	Buyer/Date	Vendor*	LOSB Y N	Commodity	Sub cat	Sub cat	Sub cat	Init/Date Ent.
Item Mailed	Item Recd.	Buyer/Date	EOC #		Commodity	Sub cat	Sub cat	Sub cat	Init/Date Ent.

NOTICE: ALL REQUESTED INFORMATION MUST BE PROVIDED TO BE PLACED ON BIDDER'S LIST

8. Corporations and Partnerships - Please supply the following information:

President:	Secretary:
Vice-President:	Treasurer:

Owners or Partners - List below the names of anyone owning 5% or more of your corpoation, or if a company partnership,etc, please list the names of every person holding an ownership.

Publically traded corporation. Please see our Annual Report attached.

9. F.O.B. Point: | 10. Terms of Payment: 30 days

CHECK (X) THE APPROPRIATE BOXES BELOW AND PROVIDE ADDITIONAL INFORMATION REQUESTED	YES	NO
11. Are you classified as one of the following:	☐	☒
A. Locall owned small business	☐	☒
B. Minority owned business enterprise ____Male ____Female(Do not check "D" below if this space is checked)	☐	☒
C. Hispanic owned business enteRprise ____Male ____Female (Do not check "D" below if this space is checked)	☐	☒
D. Female owned busines enterprise	☐	☒
Please see enclosed insert for descriptive information on the above classifications.		
12. Do you have anyone in your employment or anyone who has an interest in your operation that is employed part-time or full time, or is serving as an elected individual or appointed to any board of the Shelby County Government?	☐	☒
13. Do you have a current Shelby County Equal Opportunity Compliance Certification Number? If Yes, State Number _____ If No, State Date Applied for Number 7/3/08	☐	☒
14. Are you presently doing business with Shelby County Government?	☒	☐
15. Are your products stocked in Shelby County?	☒	☐
16. Is local service or maintenance available on your products? (I.e. *office machines, etc.*)	☒	☐
17. Do you have a current business license? *(Provide the following information)*	☒	☐

A. Business Type A throught G - see item 7 on previous page. (*If located in Shelby County Tennessee*)
1. Current Memphis and Shelby county Tax License Number: See W-9 attached

B. Contractor - Type E - see item on previous page. (*All Locations*)
1. Current State of Tennessee Contractor's License Number: _____
2. Dollar Limit of License: _____
3. Classification: _____
4. Expiration Date: _____

IMPORTANT: *To assure placement on the correct mailing lists, you must provide, in this space, further description for the type commodities checked on the following pages.*

Title Searches

I CERTIFY THAT THE INFORMATION SUPPLIED HEREIN IS CORRECT AND THAT NEITHER THE APPLICATION NOR ANY PERSON (OR CONCERN) IN ANY CONNECTION WITH THE APPLICATION AS A PRINCIPLE OR OFFICER, SO FAR AS IS KNOWN, IS NOW DEBARRED OR OTHERWISE DECLARED INELIGIBLE BY ANY AGENCY FROM BIDDING FOR FURNISHING MATERIALS, SUPPLIES OR SERVICE TO ANY AGENCY THEREOF.

Tron Huynh - Vice President		7-3-08
Print or Type Name and Title	Signature	Date

NOTE: THE INFORMATION REQUESTED IN BLOCK #11 ABOVE IS FOR STATISTICAL PURPOSES ONLY.

BOARD OF DIRECTORS

William P. Foley, II
Chairman of the Board
Fidelity National Financial, Inc.

Frank P. Willey
Vice Chairman
Fidelity National Financial, Inc.

Douglas K. Ammerman
Retired
KPMG LLP

Willie D. Davis
President
All-Pro Broadcasting, Inc.

John F. Farrell, Jr.
Private Investor

Thomas M. Hagerty
Managing Partner
Thomas H. Lee Partners, L.P.

Philip G. Heasley
President and Chief Executive Officer
Transaction Systems Architects, Inc.

Daniel D. Lane
Chairman of the Board
Lane/Kuhn Pacific

General William Lyon
Chairman of the Board, President and Chief Executive Officer
William Lyon Homes, Inc.

Richard N. Massey
Executive Vice President, Corporate Secretary and General Counsel
Alltel Corporation, Inc.

Peter O. Shea, Jr.
President and Chief Executive Officer
J.F. Shea Company

Cary H. Thompson
Senior Managing Director
Bear Stearns & Company, Inc.

AUDIT COMMITTEE
Douglas K. Ammerman, Chair
Willie D. Davis
John F. Farrell, Jr.

COMPENSATION COMMITTEE
Daniel D. Lane, Chair
Richard N. Massey
Cary H. Thompson

NOMINATING AND GOVERNANCE COMMITTEE
Thomas M. Hagerty, Chair
Philip G. Heasley
Peter O. Shea, Jr.

EXECUTIVE OFFICERS

William P. Foley, II
Chairman of the Board

Alan L. Stinson
Chief Executive Officer

Raymond R. Quirk
Co-President

Brent B. Bickett
Co-President

Anthony J. Park
Executive Vice President and Chief Financial Officer

Peter T. Sadowski
Executive Vice President and General Counsel

GENERAL INFORMATION

CORPORATE OFFICE
Fidelity National Financial, Inc.
601 Riverside Avenue
Jacksonville, FL 32204
www.fnf.com

ANNUAL MEETING OF STOCKHOLDERS
The Annual Meeting of Stockholders will be held on May 29, 2008 at the corporate headquarters of Fidelity National Financial, Inc., 601 Riverside Avenue, Jacksonville, FL 32204

STOCK TRANSFER AGENT AND REGISTRAR
Continental Stock Transfer and Trust Company
17 Battery Place
New York, New York 10004
(212) 509-4000

INDEPENDENT REGISTERED ACCOUNTING FIRM
KPMG LLP
1 Independent Drive, Suite 1100
Jacksonville, FL 32202

PUBLICATIONS
The Company's Annual Report on Form 10-K and quarterly reports on Form 10-Q are available on the Investor Relations section of the Company's website at www.fnf.com.

A Notice of Annual Meeting of Stockholders and Proxy Statement are furnished to stockholders in advance of the Annual Meeting.

STOCK EXCHANGE LISTING
Fidelity National Financial, Inc.'s common stock is listed on the New York Stock Exchange under the trading symbol FNF.

CERTIFICATIONS
FNF filed the Chief Executive Officer and Chief Financial Officer certifications required by Section 302 of the Sarbanes-Oxley Act of 2002 as exhibits to its Annual Report on Form 10-K for the fiscal year ended December 31, 2007. FNF submitted the required 2007 annual CEO certification to the New York Stock Exchange (NYSE) in accordance with Section 303A.12 of the NYSE Listed Company Manual.

INVESTOR RELATIONS
Daniel Kennedy Murphy, CFA, CPA
Senior Vice President
Finance and Investor Relations
Fidelity National Financial, Inc.
(NYSE:FNF)
601 Riverside Avenue
Jacksonville, FL 32204
904-854-8120
dknurphy@fnf.com
www.fnf.com