

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Lender's Service, Inc.		08/01/2003	CORPORATION: DELAWARE
Lender's Service Holdings, Inc.		08/01/2003	CORPORATION: DELAWARE
Chicago Title Insurance Company		08/01/2003	CORPORATION: MISSOURI
Chicago title Company of Alameda		05/24/2004	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	LSI Title Company		
Street Address:	601 Riverside Avenue		
Internal Address:	12th Floor		
City:	Jacksonville		
State/Country:	FLORIDA		
Postal Code:	32204		
Entity Type:	CORPORATION: CALIFORNIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2378493	LENDER'S SERVICE, INC	
CORRESPONDENCE DATA			
Fax Number:	(904)357-1005		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	9048548548		
Email:	Michael.L.Gravelle@fnf.com		
Correspondent Name:	Michael Gravelle		
Address Line 1:	601 Riverside Avenue		
Address Line 2:	12th Floor - FNF		
Address Line 4:	Jacksonville, FLORIDA 32204		
NAME OF SUBMITTER:	Heidi Constantine		

CH \$40.00 2378493

Signature:	/heidi constantine/
Date:	12/22/2004
<p>Total Attachments: 25 source=LS11#page1.tif source=LS11#page2.tif source=LS11#page3.tif source=LS11#page4.tif source=LS12#page1.tif source=LS12#page2.tif source=LS12#page3.tif source=LS12#page4.tif source=LS12#page5.tif source=LS12#page6.tif source=LS12#page7.tif source=LS12#page8.tif source=LS12#page9.tif source=LS13#page1.tif source=LS13#page2.tif source=LS13#page3.tif source=LS13#page4.tif source=LS13#page5.tif source=LS13#page6.tif source=LS13#page7.tif source=LS13#page8.tif source=LS13#page9.tif source=LS13#page10.tif source=LS13#page11.tif source=LS14#page1.tif</p>	

Delaware

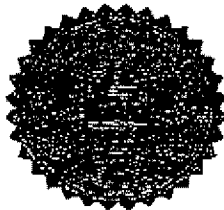
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"LENDER'S SERVICE, INC.", A DELAWARE CORPORATION,
WITH AND INTO "LENDER'S SERVICE HOLDINGS, INC." UNDER THE NAME OF "LENDER'S SERVICE HOLDINGS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF AUGUST, A.D. 2003, AT 1:28 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2906723 8100M

030504406

AUTHENTICATION: 2561229

DATE: 08-01-03

TRADEMARK
REEL: 002996 FRAME: 0011

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:28 PM 08/01/2003
FILED 01:28 PM 08/01/2003
SRV 030504406 - 2806723 FILE

STATE OF DELAWARE
CERTIFICATE OF OWNERSHIP AND MERGER
MERGING

Lender's Service, Inc.
A Delaware corporation
(subsidiary corporation)

into

Lender's Service Holdings, Inc.
A Delaware corporation
(parent corporation)

Pursuant to Section 253 of the
General Corporation Law of the State of Delaware

Lender's Service Holdings, Inc., a Delaware corporation incorporated on
June 10, 1998, does hereby certify:

First: that Lender's Service Holdings, Inc. lawfully owns 100% of the
outstanding capital stock of Lender's Service, Inc., a corporation incorporated on
December 13, 1988, pursuant to the provisions of the General Corporation Law of the
State of Delaware;

Second: that Lender's Service Holdings, Inc., by a resolution of its Board of
Directors duly adopted on July 30, 2003, by the unanimous written consent of its

members, filed with the minutes of the Board, determined to and did merge into itself said Lender's Service, Inc., which resolution is in the following words to wit:

WHEREAS, Lender's Service Holdings, Inc. lawfully owns 100% of the outstanding stock of Lender's Service, Inc., a corporation organized and existing under the laws of the State of Delaware; and

WHEREAS, Lender's Service Holdings, Inc. desires to merge into itself the said Lender's Service, Inc., with Lender's Service Holdings, Inc. surviving the merger, and Lender's Service Holdings, Inc. desires to be possessed of all the estate, property, rights, privileges, and franchises of Lender's Service, Inc.

NOW, THEREFORE, BE IT RESOLVED, that Lender's Service Holdings, Inc. merge into itself said Lender's Service, Inc., with Lender's Service Holdings, Inc. surviving the merger, and Lender's Service Holdings, Inc. assumes all of the liabilities and obligations of Lender's Service, Inc.; and

RESOLVED FURTHER, that the merger shall be effective upon the date of filing with the Secretary of State of the State of Delaware; and

RESOLVED FURTHER, that an authorized officer of Lender's Service Holdings, Inc. be and hereby is directed to make and execute a certificate of ownership setting forth a copy of the resolution to merge said Lender's Service, Inc. and assume its liabilities and obligations, and the date of adoption thereof, and to file the same in the office of the Secretary of State of the State of Delaware, and a certified copy thereof in the office of the Recorder of Deeds of New Castle County, Delaware; and

RESOLVED FURTHER, that the officers of this corporation be and they hereby are authorized and directed to do all acts and things whatsoever, whether within or without the State of Delaware, that may be in any way necessary or proper to effect said merger.

IN WITNESS WHEREOF, Lender's Service Holdings, Inc. has caused this Certificate to be signed by Christopher Abbinante, its Executive Vice President, this July 31, 2003.

Lender's Service Holdings, Inc.

By: /s/ Christopher Abbinante
Christopher Abbinante
Executive Vice President

Delaware

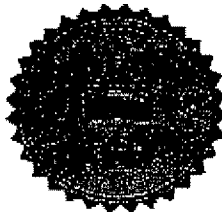
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"LENDER'S SERVICE HOLDINGS, INC.", A DELAWARE CORPORATION, WITH AND INTO "CHICAGO TITLE INSURANCE COMPANY" UNDER THE NAME OF "CHICAGO TITLE INSURANCE COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF MISSOURI, AS RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF AUGUST, A.D. 2003, AT 1:30 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3688515 8100M

AUTHENTICATION: 2561270

030504412

DATE: 08-01-03

TRADEMARK
REEL: 002996 FRAME: 0015

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:28 PM 08/01/2003
FILED 01:30 PM 08/01/2003
SRV 030504412 - 2906723 FILE

STATE OF DELAWARE
CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

Lender's Service Holdings, Inc.
A Delaware corporation
(subsidiary corporation)

into

Chicago Title Insurance Company
A Missouri corporation
(parent corporation)

Pursuant to Section 253 of the
General Corporation Law of the State of Delaware

Chicago Title Insurance Company, a Missouri corporation incorporated on August 30, 1961, does hereby certify:

First: that Chicago Title Insurance Company lawfully owns 100% of the outstanding capital stock of Lender's Service Holdings, Inc., a corporation incorporated on June 10, 1998, pursuant to the provisions of the General Corporation Law of the State of Delaware;

Second: that Chicago Title Insurance Company, by a resolution of its Board of Directors duly adopted on July 31, 2003, by the unanimous written consent of its members, filed with the minutes of the Board, determined to and did merge into itself said Lender's Service Holdings, Inc., which resolution is in the following words to wit:

WHEREAS, Chicago Title Insurance Company lawfully owns 100% of the outstanding stock of Lender's Service Holdings, Inc., a corporation organized and existing under the laws of the State of Delaware; and

WHEREAS, Chicago Title Insurance Company desires to merge into itself the said Lender's Service Holdings, Inc., with Chicago Title Insurance Company surviving the merger, and Chicago Title Insurance Company desires to be possessed of all the estate, property, rights, privileges, and franchises of Lender's Service Holdings, Inc.

NOW, THEREFORE, BE IT RESOLVED, that Chicago Title Insurance Company merge into itself said Lender's Service Holdings, Inc., with Chicago Title Insurance Company surviving the merger, and Chicago Title Insurance Company assumes all of the liabilities and obligations of Lender's Service Holdings, Inc.; and

RESOLVED FURTHER, that an authorized officer of Chicago Title Insurance Company be and hereby is directed to make and execute a certificate of ownership setting forth a copy of the resolution to merge said Lender's Service Holdings, Inc. and assume its liabilities and obligations, and the date of adoption thereof, and to file the same in the office of the Secretary of State of the State of Delaware, and a certified copy thereof in the office of the Recorder of Deeds of New Castle County, Delaware; and

RESOLVED FURTHER, that pursuant to Section 351.447 of the Missouri Revised Statutes, the Plan of Merger, as set forth in the Articles of Merger for Parent/Subsidiary Corporations, to be filed with the Missouri Secretary of State, is hereby approved and adopted; and

RESOLVED FURTHER, that the officers of this corporation be and they hereby are authorized and directed to do all acts and things whatsoever, whether within or without the State of Delaware, that may be in any way necessary or proper to effect said merger.

Third: that Chicago Title Insurance Company survives the merger and may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of Lender's Service Holdings, Inc. as well as for enforcement of any obligation of the surviving corporation arising from the merger, including any suit or other proceeding to enforce the right of any stockholder as determined in appraisal proceedings pursuant to the provisions of Section 262 of the General Corporation Law of the State of Delaware, and it does hereby irrevocably appoint the Secretary of State of the State of Delaware as its agent to accept service of process in any such suit or other proceeding. The address to which a copy of such process shall be mailed by the Secretary of State of the State of Delaware is: Attention General Counsel, 601 Riverside Avenue, Jacksonville, FL 32204, until the surviving corporation shall have hereafter designated in writing to the said Secretary of State a different address for such purpose. Service of such process may be made by personally delivering to and leaving with the Secretary of State of the State of Delaware duplicate copies of such process, one of which copies the Secretary of State of the State of Delaware shall forthwith send by registered mail to Chicago Title Insurance Company at the above address.

IN WITNESS WHEREOF, Chicago Title Insurance Company has caused this Certificate to be signed by Christopher Abbinante, its Executive Vice President, this July 31, 2003.

Chicago Title Insurance Company

By: /s/ Christopher Abbinante
Christopher Abbinante
Executive Vice President

STATE OF MISSOURI



Matt Blunt
Secretary of State
CERTIFICATE OF MERGER
MISSOURI CORPORATION SURVIVING

WHEREAS, Articles of Merger of the following entities:

Lender's Service Holdings, Inc. - A Delaware corporation not qualified
INTO:

CHICAGO TITLE INSURANCE COMPANY - 00103280

Organized and existing under laws of Missouri and Delaware have been received, found to conform to law, and filed.

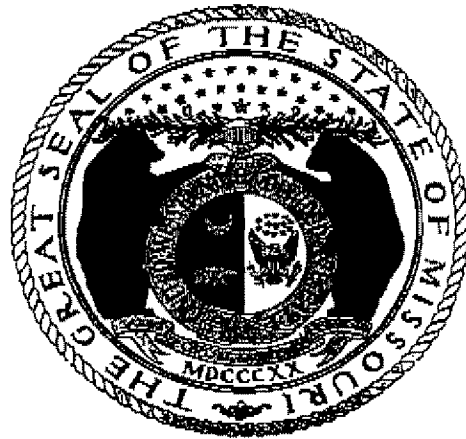
NOW, THEREOF, I, MATT BLUNT, Secretary of State of the State of Missouri, issue this Certificate of Merger, certifying that the merger of the aforementioned entities is effected, with

CHICAGO TITLE INSURANCE COMPANY - 00103280

as the surviving entity.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 1st day of August, 2003.

Matt Blunt
Secretary of State



State of Missouri
Merger - General Business - Domestic 4 Page(s)



File Number: 200321709003
Charter # 00103280
Data Filed: 08/01/2003 09:31 AM
Matt Blunt
Secretary of State

Stat
Matt

Corporations Division
P.O. Box 778 / 600 W. Main Street, Rm 322
Jefferson City, MO 65102

Articles of Merger for Parent/Subsidiary Corporations

(Section 351.447, RSMo)
(Submit in duplicate with \$30 filing fee)

Pursuant to the provisions of The General and Business Corporation Law of Missouri, the undersigned corporations certify the following:

1. That Chicago Title Insurance Company of Missouri
(Name of Corporation) (Parent State)
2. That Lender's Service Holdings, Inc. of Delaware
(Name of Corporation) (Parent State)
3. That _____ of _____
(Name of Corporation) (Parent State)

are hereby merged and that the above named Chicago Title Insurance Company
is the surviving corporation. (Name of Corporation)

That the Board of Directors of Chicago Title Insurance Company
(Name of Corporation)
met on 7/31/2003 and by resolution adopted by a majority vote of the members of such board approved the Plan
month/day/year
of Merger set forth in these articles.

5. That the Board of Directors of Lender's Service Holdings, Inc.
(Name of Corporation)
met on 7/31/2003 and by resolution adopted by a majority vote of the members of such board approved the Plan
month/day/year
of Merger set forth in these articles.

6. That the Board of Directors of _____
(Name of Corporation)
met on _____ and by resolution adopted by a majority vote of the members of such board approved the Plan
month/day/year
of Merger set forth in these articles.

7. That this Plan of Merger has been adopted pursuant to Section 351.447, RSMo.

8. That the resolution of the Board of Directors of the parent corporation,
Chicago Title Insurance Company, approving the Plan
of Merger is as follows:

RESOLVED, that, pursuant to Section 351.447 of the Missouri Revised
Statutes, the Plan of Merger, as set forth in the Articles of Merger
for Parent/Subsidiary Corporations,
is hereby approved and adopted.

9. That the parent corporation, Chicago Title Insurance Company
is in compliance with the 90 percent ownership requirement of Section 351.447, RSMo, and will maintain at least 90 percent
ownership of each of the other corporations, party to the merger, until the issuance of the Certificate of Merger by the
Secretary of State of the State of Missouri.

Corp. #51A (12/01)

10. PLAN OF MERGER

1. Chicago Title Insurance Company of Missouri
is the survivor.

2. All of the property, rights, privileges, leases and patents of the Lender's Service Holdings, Inc.

are to be transferred to and become the property of Chicago Title Insurance Company

the survivor. The officers and board of directors of the above named corporations are authorized to execute all deeds, assignments, and documents of every nature which may be needed to effectuate a full and complete transfer of ownership.

3. The officers and board of directors of Chicago Title Insurance Company shall continue in office until their successors are duly elected and qualified under the provisions of the bylaws of the surviving corporation.

4. [To be completed if the parent corporation does not own all the outstanding shares of each of the subsidiary corporations party to the merger.]
The consideration paid by the surviving corporation upon surrender of each share of the subsidiary corporation(s) which is not owned by the parent corporation is as follows:

5. [To be completed if the parent corporation is not the surviving corporation.]

a. The outstanding shares of _____
parent corporation, shall be exchanged for shares of _____
_____ surviving corporation on the following basis:

b. The proposed merger has been approved either by:
receiving the affirmative vote of at least two-thirds of the outstanding shares of _____

parent corporation, entitled to vote thereon at a meeting thereof duly called and held on _____, or

In lieu of such required voting, the proposed merger has been approved by the directors of each of the corporations, the rights and benefits of the shareholders as set forth in section 351.093 are the same, and the surviving corporation is solvent and will retain the name of the parent.

ii If the surviving corporation is a foreign corporation, it is agreed that, upon and after the issuance of a certificate of merger by the Secretary of State of the State of Missouri:

a. The surviving corporation may be served with process in the State of Missouri in any proceeding for the enforcement of any obligation of any corporation organized under the laws of the State of Missouri which is a party to the merger and in any proceeding for the enforcement of the rights of a dissenting shareholder of any such corporation organized under the laws of the State of Missouri against the surviving corporation;

b. The Secretary of State of the State of Missouri shall be and hereby is irrevocably appointed as the agent of the surviving corporation to accept service of process in any such proceeding; the address to which the service of process in any such proceeding shall be mailed is _____

c. The surviving corporation will promptly pay to the dissenting shareholders of any corporation organized under the laws of the State of Missouri which is a party to the merger the amount, if any, to which they shall be entitled under the provisions of "The General and Business Corporation Law of Missouri" with respect to the rights of dissenting shareholders.

d. The articles of incorporation of the survivor are not amended ~~to be~~.

ii. The merger shall become effective on August 1, 2003.

IN WITNESS WHEREOF, these Articles of Merger have been executed in duplicate by the aforementioned corporations as of the day and year hereafter acknowledged.

CORPORATE SEAL

Chicago Title Insurance Company

Name of Corporation

By Eileen W. Van Roeyen
President or Vice President

Eileen W. Van Roeyen

7/31/2003

Printed Name

Date

ATTEST:
Marjorie Nemzura
Secretary or Assistant Secretary
Marjorie Nemzura

CORPORATE SEAL

Lander's Service Holdings, Inc.

Name of Corporation

By Marjorie Nemzura
Secretary or Assistant Secretary

Marjorie Nemzura

7/31/2003

Printed Name

Date

ATTEST:
Eileen W. Van Roeyen
Secretary or Assistant Secretary
Eileen W. Van Roeyen

CORPORATE SEAL

Name of Corporation

By _____
President or Vice President

Printed Name

Date

ATTEST:

Secretary or Assistant Secretary

State of Illinois
County of Cook } 49

On July 31, 2003 before me Michelle R. Cotton
month/day/year

Notary Public in and for said state, personally appeared Eileen W. Van Roeyen
Vice President Chicago Title Insurance Company
(Title) (Name) (Name of Corporation)

known to me to be the person who executed the within Articles of Merger in behalf of said corporation and acknowledged to me that he/she executed the same for the purposes therein stated.



Michelle R. Cotton
Notary Public
My commission expires 11-13-04
My County of Commission Cook

State of Illinois
County of Cook } 55

On July 31, 2003 before me Michelle R. Cotton
month/day/year

Notary Public in and for said state, personally appeared Marjorie Nanzura
Vice President Lender's Service Holdings, Inc.
(Title) (Name) (Name of Corporation)

known to me to be the person who executed the within Articles of Merger in behalf of said corporation and acknowledged to me that he/she executed the same for the purposes therein stated.



Michelle R. Cotton
Notary Public
My commission expires 11-13-04
My County of Commission Cook

State of _____
County of _____ } 56

On _____ before me _____
month/day/year

Notary Public in and for said state, personally appeared _____
(Name)

(Title) (Name of Corporation)

known to me to be the person who executed the within Articles of Merger in behalf of said corporation and acknowledged to me that he/she executed the same for the purposes therein stated.

Notary Public
My commission expires _____
My County of Commission _____

(Notarial Seal or Stamp)

**UNANIMOUS WRITTEN CONSENT
OF THE
BOARD OF DIRECTORS OF
CHICAGO TITLE INSURANCE COMPANY**

May 24, 2004

The undersigned, being all the members of the board of directors of Chicago Title Insurance Company, a Missouri corporation (the "Company"), do hereby consent to and authorize the actions set forth in the following resolutions and do hereby declare that said actions are adopted by board of directors of the Company (the "Board of Directors") as of the effective date set forth below by unanimous written consent of the board of directors:

WHEREAS, the Board of Directors on May 18, 2004 resolved to make dividends of certain assets and certain limited liability company interests, and further resolved to declare a dividend of shares of Chicago Title Company of Alameda County ("CTC Alameda");

WHEREAS, the Company had determined as of May 18, 2004, and reaffirms as of the date hereof, that it is in the best interests of the Company to contribute certain assets and certain limited liability company interests to CTC Alameda, and then to declare a dividend of shares of CTC Alameda; and

WHEREAS, the Board of Directors, after careful consideration, has determined that the May 18, 2004 resolutions do not properly reflect the intent and purpose of the Board of Directors.

NOW, THEREFORE, BE IT RESOLVED, that certain assets commonly known as the NLS/LSI Assets and more specifically set forth on Exhibit A having a statutory value of approximately \$30,430,328 are hereby contributed to the Company's subsidiary, CTC Alameda;

RESOLVED FURTHER, that the membership interest of the Company in LSI Appraisal, LLC and Property Insight, LLC having a statutory value of approximately \$13,221,544 are hereby contributed to CTC Alameda;

RESOLVED FURTHER, that following the above contributions there is hereby declared from the surplus profits of the Company, a dividend of 200 shares of the common stock and 3,930 shares of the preferred stock of CTC Alameda, comprising 100% of the stock of CTC Alameda and having a statutory value of approximately \$44,149,187.00 to the holder of record of said stock at the close of business on May 18, 2004, and payable upon the approval of the Missouri Department of Insurance;

RESOLVED FURTHER, that the Treasurer of the Company is directed and authorized to cause the same to be paid on the date specified, subject to any applicable advice and approval of regulatory authority;


RESOLVED FURTHER, that the amount of the dividend shall be adjusted by any limitations imposed by the Missouri Department of Insurance;

RESOLVED FURTHER, that the officers and directors of the Company are, and each acting alone is, hereby authorized to do and perform any and all such acts, including execution of any and all documents and certificates, as said directors and officers shall deem necessary or advisable, to carry out the purposes of the foregoing resolutions; and

RESOLVED FURTHER, that any actions taken by the Company's directors and officers prior to the date of the resolutions adopted hereby that are within the authority conferred thereby, including the filing of a dividend request with the Missouri Department of Insurance, are hereby ratified, confirmed and approved as the acts and deeds of the Company.

IN WITNESS WHEREOF, the undersigned have executed this Unanimous
Written Consent, effective as of the date set forth below.

Dated as of: May 24, 2004.



Christopher Abbinante

Burton J. Rain

Thomas B. Evans, Jr.

Ernest D. Smith

Ronald R. Maudsley

Alan L. Stinson

Erika Meinhardt

Frank P. Willey

Raymond R. Quirk

IN WITNESS WHEREOF, the undersigned have executed this Unanimous
Written Consent, effective as of the date set forth below.

Dated as of: May 24, 2004.

Christopher Abbinante



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Ronald R. Maudsley




Erika Meinhardt




Raymond R. Quirk



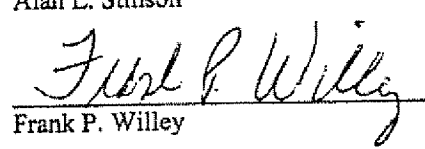
Burton J. Rain



Ernest D. Smith



Alan L. Stinson



Frank P. Willey

EXHIBIT A
NLS/LSI ASSETS

SF 195252.2 04704 00718

EXHIBIT A - CORRECTED

NLS/LSI Cost Centers in Chicago Title Insurance Co		March 31, 2004		March 31, 2004
COSTACCT	DESCR	CURRBAL	Non-Admit	ADMITTED
70021000.102000	Cash-Master Depository Acct	5,091,264.16		5,091,264.16
70025490.104003	Bank-Ct&T Accts Are Pledged	-279,727.17		-279,727.17
70025490.104004	Bank-Ct&T Accts Are Pledged	1,745,297.35		1,745,297.35
70025490.104006	Bank-Ct&T Accts Are Pledged	167,873.71		167,873.71
70025490.104014	Bank-Ct&T Accts Are Pledged	372,988.70		372,988.70
70025490.104015	Bank-Ct&T Accts Are Pledged	5,045,861.68		5,045,861.68
70025401.104047	Field Operating Bank Account			0.00
70025420.104047	Field Operating Bank Account	245,417.86		245,417.86
70025423.104047	Field Operating Bank Account	8,840,666.41		8,840,666.41
70021000.107000	Petty Cash	1,789.32		1,789.32
70025490.107000	Petty Cash	-60,794.48		-60,794.48
70021250.111001	Accounts Receivable	13,161,279.59		13,161,279.59
70025401.111001	Accounts Rec-Offices	25,829,965.25		25,829,965.25
70025423.111001	Accounts Rec-Offices			0.00
70025490.111001	Accounts Rec-Offices	-1,907,969.27		-1,907,969.27
70025401.111003	Cancellation Acct	-578,850.11		-578,850.11
70025490.111003	Accounts Rec-Offices	1,123,361.25		1,123,361.25
70025490.111004	Accounts Rec-Offices			0.00
70025401.111005	A/R-LSI West-Wire Pymts	-2,196,490.90		-2,196,490.90
70025490.111005	A/R-LSI East-Wire Pymts	-4,195.00		-4,195.00
70021000.119901	Reserve For Dbtfl Accts-Offi	-180,602.44		-180,602.44
70021250.119901	Reserve For Dbtfl Accts-Offi	-3,339,809.82		-3,339,809.82
70025407.119901	Res For Bad Debt-Doc Signing	-79,263.67		-79,263.67
70025410.119901	Res For Bad Debt-Subord.	-63,257.00		-63,257.00
70025420.119901	Res For Bad Debt-CTS	-53,431.47		-53,431.47
70025423.119901	Res For Bad Debt-CRS	-1,889,666.82		-1,889,666.82
70025451.119901	Res For Bad Debt-Title	-251,541.14		-251,541.14
70025490.119901	Reserve For Dbtfl Accts-Offi	-48,165.58		-48,165.58
70025490.127000	Employee Loans	63.83		63.83
70025491.127000	Employee Loans	-650.00		-650.00
70025490.131000	Prepaid Rent	167,766.16	-167,766.16	0.00
70025491.131000	Prepaid Rent	-38,581.00	38,581.00	0.00
70025490.132000	Prepaid Insurance	57,851.20	-57,851.20	0.00
70025491.133000	Prepaid Prop Taxes	53,287.54	-53,287.54	0.00
70025491.137000	Prepaid Supplies		0.00	0.00
70025490.138000	Prepaid Expense	318,810.99	-318,810.99	0.00
70025491.138000	Prepaid Expense	34,250.59	-34,250.59	0.00
70025490.141001	Security Deposits	245,010.85	-245,010.85	0.00
70025491.141001	Security Deposits	2,600.00	-2,600.00	0.00
70025491.145000	Other Receivables	606,196.83	-606,196.83	0.00
70025490.145001	Trade Receivable-Aamco	3,514.27	-3,514.27	0.00
70021250.145004	Accts Rec-Sundry	799,617.00	-799,617.00	0.00
70025420.145004	Accts Rec-Sundry	3,750.00	-3,750.00	0.00
70025490.145004	Accts Rec-Sundry	132.17	-132.17	0.00
70025491.145004	Accts Rec-Sundry	25,752.25	-25,752.25	0.00
70021000.145015	Accts Rec-Employees	74.00	-74.00	0.00
70025490.145015	Accts Rec-Employees	11,404.09	-11,404.09	0.00
70025409.145107	Exchange	100.00	-100.00	0.00
70025490.145107	Exchange	-24,220.13	24,220.13	0.00
70025490.148000	Other Assets	927,378.01	-927,378.01	0.00
70025490.148205	Depr: Other Assets	-633,531.10	633,531.10	0.00

TRADEMARK

REEL: 002996 FRAME: 0031

NLS/LSI Cost Centers in Chicago Title Insurance Co		March 31, 2004	March 31, 2004	March 31, 2004
70025414.148500	Software	28,048.66	-28,048.66	0.00
70025491.148500	Software	259,153.23	-259,153.23	0.00
70025490.148505	System Software	3,239,583.69	-3,239,583.69	0.00
70025414.148600	Accum Depr Software	-4,674.78	4,674.78	0.00
70025491.148600	Accum Depr Software	-134,849.69	134,849.69	0.00
70025490.148603	Accum Amort-D E C Plant Syst	0.01	-0.01	0.00
70025490.148605	Accum Amort-System Software	-2,372,354.79	2,372,354.79	0.00
70025490.149001	Intangibles-Customer Relatio	31,000,000.00	-31,000,000.00	0.00
70025490.149901	Accum Amort: Customer Rel	-5,867,751.00	5,867,751.00	0.00
70021000.153000	Leasehold Improvements	24,881.99		24,881.99
70025491.153000	Leasehold Improvements	367,254.60		367,254.60
70021000.153001	Leasehold Improvements	-0.21		-0.21
70025490.153002	Leasehold Improvements	2,287,483.87		2,287,483.87
70025491.153060	Leasehold Improv-5 yr	3,500.76		3,500.76
70025490.153061	Leasehold Improv-7 yr	101,875.09		101,875.09
70025491.153061	Leasehold Improv-7 yr	2,343.35		2,343.35
70025491.153063	Leasehold Improv-39 yr	229,651.78		229,651.78
70021000.153100	Accum Depr-Leasehold Imp	-12,012.00		-12,012.00
70025491.153100	Accum Depr-Leasehold Imp	-240,345.39		-240,345.39
70025490.153102	Allow Amort-Leasehold Improv	-1,645,705.05		-1,645,705.05
70025403.154000	F & E - Non Computer	55,641.94		55,641.94
70025420.154000	F & E - Non Computer	111,283.89		111,283.89
70025491.154000	F & E - Non Computer	63,506.14		63,506.14
70025490.154030	Furniture & Equipment	2,407,838.64		2,407,838.64
70025403.154100	Accum Depr F & E Non Comp	-55,641.94		-55,641.94
70025420.154100	Accum Depr F & E Non Comp	-111,283.89		-111,283.89
70025491.154100	Accum Depr F & E Non Comp	-57,083.71		-57,083.71
70025490.154104	Accum Depr-Furn & Equipment	-1,798,340.57		-1,798,340.57
70025490.157005	Computer Equipment	14,207,773.79		14,207,773.79
70025490.157105	Allow Depr-Comp Equip	-14,079,379.56		-14,079,379.56
70025490.158001	Capital Leases	1,009,819.16		1,009,819.16
70025490.158101	Accum Depr-Capital Leases	-1,009,819.16		-1,009,819.16
70025490.191001	Goodwill	57,451,790.96	-57,451,790.96	0.00
70025490.201001	Accrued Salaries			0.00
70025490.201011	State Unemployment Tax Payab	-0.01		-0.01
70025490.201021	Employees Fica Tax Withheld	0.01		0.01
70025490.202000	Payroll W/H's & Accruals	-215,617.54		-215,617.54
70025490.202101	401k Deductions	-429,075.29		-429,075.29
70025490.202200	Employee Stock Purchase Plan	-297,246.77		-297,246.77
70025490.202500	W/H For Garnishment	-143.07		-143.07
70025491.202500	W/H For Garnishment	-511.36		-511.36
70025490.202602	Employees Deposit For Us Sav	-7,085.62		-7,085.62
70025490.206000	Accrued Mgr's Bonus	-1,230,196.00		-1,230,196.00
70025491.206000	Accrued Mgr's Bonus	-2,367,286.00		-2,367,286.00
70025490.208702	Incentive Comp Acr'l-Field G	-496,974.84		-496,974.84
70025491.209000	Other Accrued Expenses	78,218.47		78,218.47
70025490.209001	Use Taxes Payable			0.00
70025490.209002	Sales Taxes Payable			0.00
70025491.209002	Sales Taxes Payable	-3,418.14		-3,418.14
70025410.209010	Upfront Subord.fees	37,179.97		37,179.97
70025420.211000	General Funds Holding Liabil			0.00
70025491.211000	General Funds Holding Liabil	-269,622.13		-269,622.13

NLS/LSI Cost Centers in Chicago Title Insurance Co	March 31, 2004	March 31, 2004
		0.00
70025491.211000.14 WFB-Goldrush Wire pymts	-1,161,437.34	-1,161,437.34
70025491.211000.14 CTS-Countrywide Acctf	-157,965.86	-157,965.86
70025491.211000.14 CTS-World Savings Acctf	-1,085,829.04	-1,085,829.04
70025491.211000.15 BofA-Charlotte-Acctf	-2,399.00	-2,399.00
70021000.211001 Accounts Payable-General	-176,404.19	-176,404.19
70021000.211002 Accounts Payable-Offices	-3,519,280.69	-3,519,280.69
70021250.211002 Accounts Payable-Offices	1,280.42	1,280.42
70025490.211002 Accounts Payable-Offices	21.90	21.90
70021000.211002.01 A/P-Wells Reinsurance	-34,552.03	-34,552.03
70021000.211002.02 A/P-Citi Reinsurance	-99,104.48	-99,104.48
70025451.211002.02 A/P-Citi Reinsurance	67,497.56	67,497.56
70021250.211003 WFHM Non Aqua State Billing	575.00	575.00
70025490.211003 Accts Payable-Record Center	-1,104,890.98	-1,104,890.98
70025490.211004 Accrued CMS	-1,179,691.33	-1,179,691.33
70025490.211005 Accrued Title	-142,851.10	-142,851.10
70025490.211095 A/P Refunds Due	-29,238.40	-29,238.40
70025491.211095 A/P Refunds Due	-213,128.69	-213,128.69
70025401.211500 Accounts Payable - Offset	-268,525.85	-268,525.85
70025401.211600 Harris Bank-Check Disburseme	0.00	0.00
70025490.212000 Accrued Underwriter Exp	-248,011.78	-248,011.78
70025490.212001 Accrued Events	-1,876,182.01	-1,876,182.01
70025490.212003 Accrued Expenses	-5,047,500.00	-5,047,500.00
70025490.212004 Purchase Price Holdback	-116,224.23	-116,224.23
70025491.213010 Rent Abatement	-567,113.46	-567,113.46
70021000.215000 Recording	177,973.94	177,973.94
70025420.215000 Recording	3,771,701.77	3,771,701.77
70025423.215000 Recording Fees	-1,222,594.91	-1,222,594.91
70025451.215000 Recording	-382.00	-382.00
70021000.215000.01 Recording-AL	-221.00	-221.00
70021000.215000.04 Recording-AR	-4,471.85	-4,471.85
70021000.215000.06 Recording-CO	-395.00	-395.00
70021000.215000.07 Recording-CT	-42,832.40	-42,832.40
70021000.215000.09 Recording-FL	-10,146.11	-10,146.11
70021000.215000.10 Recording-GA	-4,843.05	-4,843.05
70021000.215000.13 Recording-IL	-1,208.50	-1,208.50
70021000.215000.14 Recording-IN	-520.00	-520.00
70021000.215000.15 Recording-IA	-4,362.59	-4,362.59
70021000.215000.16 Recording-KS	-38.00	-38.00
70021000.215000.17 Recording-KY	-159.00	-159.00
70021000.215000.18 Recording-LA	-68.00	-68.00
70021000.215000.19 Recording-ME	-3,939.12	-3,939.12
70021000.215000.20 Recording-MD	-1,595.50	-1,595.50
70021000.215000.21 Recording-MA	85.06	85.06
70021000.215000.22 Recording-MI	-4,806.43	-4,806.43
70021000.215000.23 Recording-MN	67.00	67.00
70021000.215000.24 Recording-MS	1,561.36	1,561.36
70021000.215000.25 Recording-MO	-4,751.64	-4,751.64
70021000.215000.26 Recording-MT	-191.50	-191.50
70021000.215000.27 Recording-NB	-3,584.75	-3,584.75
70021000.215000.30 Recording-NJ	-11,455.66	-11,455.66
70021000.215000.32 Recording-NY	-254.00	-254.00
70021000.215000.33 Recording-NC		

NLS/LSI Cost Centers in Chicago Title Insurance Co		March 31, 2004		March 31, 2004
70021000.215000.35	Recording-OH	-4,505.00		-4,505.00
70021000.215000.38	Recording-PA	-4,873.50		-4,873.50
70021000.215000.39	Recording-RI	-111.00		-111.00
70021000.215000.40	Recording-SC	-168.00		-168.00
70021000.215000.42	Recording-TN	-528.48		-528.48
70021000.215000.44	Recording-UT	-2,294.50		-2,294.50
70021000.215000.46	Recording-VA	-882.01		-882.01
70021000.215000.48	Recording-WI	-582.40		-582.40
70021000.215000.49	Recording-WV	-71.50		-71.50
70021000.215000.51	Recording-DC	-175.00		-175.00
70025451.215000.99	Advance Pay-Los Angeles	1,943,531.25		1,943,531.25
70025451.215000.99	Advance Pay-Orange	489,999.90		489,999.90
70025451.215000.99	Advance Pay-Inland Empire	732,038.05		732,038.05
70025451.215000.99	Advance Pay-San Diego	172,943.85		172,943.85
70025451.215000.99	Advance Pay-Ventura	232,588.85		232,588.85
70025451.215000.99	Tax Service Advance	-38,531.00		-38,531.00
70025451.215000.99	Advance Pay-PLD AZ	12,471.00		12,471.00
70025420.215010	PacShore Recording Fees	-9,666.88		-9,666.88
70021000.215100	Tax Advances	-37,968.76		-37,968.76
70025490.219000	Unclaimed Property	-380,078.58		-380,078.58
70025490.251100	City Premium Tax Payable	-79.20		-79.20
70025490.251100.17	City Prem Tax-Kentucky	-275.90		-275.90
70025490.253000	State Income Taxes Payable	594,681.44		594,681.44
70025490.255000	Federal Income Tax Pay-Curre	-4,014,513.85		-4,014,513.85
70025490.257000	Deferred Tax	-9,475,467.16	9,475,467.16	0.00
70025490.262001	Voluntary Title Loss Reserve	-2,017,228.67		-2,017,228.67
70025490.262002	CMS/Fraud Reserve	-255,883.77		-255,883.77
		107,114,971.17	-76,684,642.85	30,430,328.32

A0612957

ENDORSED - FILED
In the office of the Secretary of State
of the State of California

JUN 2 2004

KEVIN SHELLEY
Secretary of State

CERTIFICATE OF AMENDMENT
of the
AMENDED AND RESTATED ARTICLES OF INCORPORATION
of
CHICAGO TITLE COMPANY OF ALAMEDA COUNTY

The undersigned certify that:

1. They are the president and the secretary, respectively, of Chicago Title Company of Alameda County, a California corporation.
2. Article I of the Amended and Restated Articles of Incorporation of this corporation is amended to read as follows:

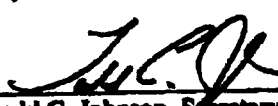
The name of this corporation is LSI Title Company.

3. The foregoing amendment of Amended and Restated Articles of Incorporation has been duly approved by the board of directors.
4. The foregoing amendment of Amended and Restated Articles of Incorporation has been duly approved by the required vote of shareholders in accordance with Section 902, California Corporations Code. The total number of outstanding shares of the corporation is 200. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Date: May 13, 2004


Raymond R. Quirk, President


Todd C. Johnson, Secretary

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