

FeeSimpleHosting Prior Policy Center
C H A R T E R

I ESTABLISHMENT

FeeSimpleHosting, Inc. does, with this Charter, establish the FeeSimpleHosting Prior Policy Center, an internet-based electronic repository into which participating title insurers post copies of every title insurance policy they issue, and from which their authorized policy issuing offices access the pool of policies for use in preparing new policies.

II MISSION

The mission of FeeSimpleHosting is to refresh, renew, and modernize the nation's title insurance industry without impairing or diminishing the full, proper, and traditional competition among title insurers and policy-issuing offices, and to do so for the benefit of the title insurance industry, FeeSimpleHosting shareholders, and the general public.

III OPEN TO ALL TITLE INSURERS

Title insurers authorized to insure real estate titles in the United States are eligible and invited to become Participating Title Insurers in FeeSimpleHosting on exactly the same basis and under exactly the same rules and regulations as other title insurers, with no pre-conditions or restrictions of any kind.

IV DUTY TO POST FORWARD

Participating Title Insurers will cause copies of title insurance policies they issue to be posted, together with prescribed index information, to the Prior Policy Center.

V OWNERSHIP OF POLICY COPIES

Copies of policies contained in the Prior Policy Center are the property of the Participating Title Insurer which underwrote them. By causing them to be posted to the Prior Policy Center the Participating Title Insurer grants to FeeSimpleHosting an irrevocable license to store them and make them available in accordance with the provisions of this Charter.

VI OWNERSHIP OF THE MASTER POLICY INDEX

The Prior Policy Center's Master Policy Index, together with the software and systems which maintain and operate it, are the exclusive property of FeeSimpleHosting, Inc.

VII ACCESS TO THE PRIOR POLICY CENTER

Access to the FeeSimpleHosting Prior Policy Center is restricted to Participating Title Insurers and their Authorized Issuing Offices.

VIII ACCESS BY AUTHORIZED ISSUING OFFICES

Authorized Issuing Offices have access to all copies of policies insuring real estate in the geographical area in which they are authorized to issue policies, regardless of the office which issued them or the title insurer which underwrote them.

IX TO BE USED FOR NEW POLICIES ONLY

Policy copies may be retrieved from the Prior Policy Center by Authorized Issuing Offices for use in preparing new policies of title insurance underwritten by Participating Title Insurers, and for no other purpose.

X NO OTHER USES MADE

No use will be made of policy copies contained in the Prior Policy Center other than uses authorized in this Charter without the expressed written consent and permission of the Participating Title Insurer which underwrote them.

In addition, neither any amendment to this Charter nor any other governing rule, of any kind and wherever in FeeSimpleHosting's governing documents it may be made, will be permitted to alter or supercede the plain intent of this section or of the previous section as they apply to the policy copies of any Participating Title Insurer which has not consented to such amendment or rule in writing.

XI ACCESS BY PARTICIPATING TITLE INSURERS

Participating Title Insurers have access for administrative purposes to copies of individual policies underwritten by them. Participating Title Insurers have unlimited access to those entries in FeeSimpleHosting's master policy index of policies underwritten by them.

XII WARRANTIES OF PARTICIPATING TITLE INSURERS

Participating Title Insurers warrant that Prior Policy Records they cause to be posted to the Prior Policy Center are copies of title insurance policies issued by them in the regular course of their title insuring businesses, that they have taken reasonable measures to assure that such policy copies are identical to the issued policies, and make no other promises, warranties, or covenants of any kind. They specifically make no warranties or promises regarding the correctness of the information contained in such policy copies, the completeness or accuracy of the title search upon which such policies were based, or the soundness or prudence of the insuring decisions lying behind the issuance of such policies. Those retrieving policy records accept them as they find them, and neither they, the title insurer whose commitment or policy is subsequently issued, any present or future holders of interests in the property described in such policies, nor any other party, will acquire any rights of any kind against either the office which posted such policy copies, the Participating Title Insurer which underwrote them, or FeeSimpleHosting, Inc.

XIII RULES

The Board of Directors shall adopt such Rules not inconsistent with this Charter as are deemed necessary to carry out the provisions of this Charter and to provide for the orderly governance of the FeeSimpleHosting and the Prior Policy Center.

XIV REGULATIONS

FeeSimpleHosting's managing officers shall adopt such Regulations implementing the Rules as they deem necessary provided they are first approved by resolution of the Board of Directors.

XV FEES

No charge will be made for, or fee paid for, posting policies to the Prior Policy Center. Policy Information Fees will be charged to and paid by Authorized Issuing Offices as they retrieve policy copies. The amount of such fees, the manner in which they are charged and collected, and the manner in which they are apportioned among FeeSimpleHosting, Participating Title Insurers, and Authorized Issuing Offices, are set by Rule adopted in accordance with this Charter.

XVI TERMINATION OF PARTICIPATION

A Participating Title Insurer will have the right to terminate its participation in the FeeSimpleHosting Prior Policy Center at any time beginning five years after the date of its Participation Agreement. A terminating title insurer will have the right to obtain from the Prior Policy Center electronic copies of all policies issued on its policy forms resident in the center.

Policies which a terminating title insurer has posted to the Center during the period of its participation will remain in the Center and available for retrieval indefinitely with no Policy Information Fee credited to the terminating insurer.

XVII SUSPENSION AND EJECTION

A Participating Title Insurer which, in the sole judgment and discretion of the Board of Directors, fails to comply with this Charter or any FeeSimpleHosting Rule or Regulation, shall be suspended from participation in the Prior Policy Center until all such failures to comply have been removed and remedied. During such suspension neither the Participating Title Insurer nor its Authorized Issuing Offices will have the right to retrieve policy copies from the Prior Policy Center or be credited with Policy Information Fees.

Should such Participating Title Insurer fail to cure its failures to comply within ninety days after its suspension begins, it shall be ejected from participation in the Prior Policy Center. An ejected title insurer will have the right to obtain from the Prior Policy Center electronic copies of policies issued on its policy forms resident in the center. Policies which an ejected title insurer has posted to the Center during the period of its participation will remain in the Center and made available for retrieval indefinitely with no Policy Information Fees credited to the ejected insurer.

XVIII AMENDMENT

This Charter may be amended by the unanimous vote of the Board of Directors.