

CERTIFICATE

I, John W. Tagge, Secretary of FeeSimpleHosting, Inc. certify that at a duly held meeting of the Board of Directors held on November 7, 2001, at Chicago, Illinois, the following action was taken, to wit:

The Chairman announced that it was in order to establish the minimum industry participation, termed the Quorum, that FeeSimpleHosting will require and by what date that minimum must be achieved. Thereupon the following resolution was moved, seconded, and unanimously carried:

BE IT RESOLVED that the Corporation will build and operate the FeeSimpleHosting Prior Policy Center only if title insurance underwriters with an aggregate National Market Share of 80% or more have executed Participation Agreements, in the form approved by this Board, prior to February 1, 2002.

A title insurer's National Market Share is defined as its Premiums Written in fifty U.S. states and the District of Columbia in the year 2000 expressed as a percentage of the Premiums Written by all title insurers in those same geographical areas in the year 2000, as derived from a compilation of title Insurers' NAIC Form 9 Reports and other sources provided by the American Land Title Association.

John W. Tagge, Secretary

S/ John W. Tagge

Secretary