

RESOLUTION

At a Special Organizational Meeting of the Board of Directors of FeeSimpleHosting, Inc. held on November 7, 2001, at Chicago, Illinois, on motion duly made and seconded, the following Resolution was unanimously adopted:

RESOLVED: That the following distributions shall be made from the authorized Common Shares of the Corporation's stock:

1. Title insurers which, within one year from the date of this Resolution, execute and submit a Participation Agreement under which they agree to become Participating Title Insurers in FeeSimpleHosting are to be awarded Common shares equal in number to such insurers' National Market Share, expressed as a percentage taken to the fourth decimal, multiplied by the number 4,000,000, being the number of Common shares made available for this distribution and representing 80.00% of all company shares, rounded to the nearest whole share.

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 shown in the compilation of title Insurers' NAIC Form 9 Reports and other sources provided by the American Land Title Association.

2. Those of the three largest corporate families of title insurers which, in addition to becoming Participating Title Insurers, also execute a guarantee of FeeSimpleHosting's bank loans in a form acceptable to FeeSimpleHosting and its lending bank will be awarded an additional 150,000 Common shares, representing 3.00% of all company shares, divided equally among them. A corporate family of title insurers is a group of title insurance companies majority owned by a common holder. The term largest refers to their aggregate National Market Share calculated as described in Paragraph 1 of this Resolution.
3. Title insurers which execute a Participation Agreement with FeeSimpleHosting on a date later than one year from the date of this Resolution will receive no market-share-related shares from the block described in Paragraph 1 of this Resolution, but will receive instead 100 Common Shares. Such title insurers will have the additional one-time right to purchase from the Company, on the date of their Participation Agreement, up to 1,000 additional Common shares at the price then assigned to Common shares by the Board of Directors.
4. Two hundred and fifty thousand (250,000) Common Shares, or 5.00% of all company shares, are designated "Others' Shares" and are put at the disposal of the Board of Directors for a period

of one year, to award, as it sees fit, to individuals who played contributing roles in the design and launching of the FeeSimpleHosting enterprise, to its permanent senior management, directors, and others as the Board deems appropriate.

Certificate of the Secretary

I, John W. Tagge, Secretary of FeeSimpleHosting, Inc. certify that this is a true copy of a Resolution of the Board of Directors adopted by unanimous vote at a Special Meeting held November 7, 2001 in Chicago, Illinois.

S/ John W. Tagge

John W. Tagge, Secretary