

**BEFORE THE INSURANCE COMMISSIONER
FOR THE STATE OF ARKANSAS**

**IN THE MATTER OF THE MERGER OF
ARKANSAS TITLE INSURANCE
COMPANY WITH AND INTO STEWART
TITLE GUARANTY COMPANY**

A.I.D. NO. 2010- 045

ORDER

Now on this day, the matter of the merger of Arkansas Title Insurance Company (“Company”) with and into Stewart Title Guaranty Company (“Stewart Title”) comes before Jay Bradford, Arkansas Insurance Commissioner (“Commissioner”), as presented by Nina Samuel Carter and Amanda Capps Rose, Associate Counsel for the Arkansas Insurance Department (“Department”). From the facts, matters and other things before the Commissioner, he finds as follows:

FINDINGS OF FACT

1. That the Commissioner has jurisdiction over the parties and the subject matter involved herein.
2. The Company, NAIC No. 50725, is an Arkansas domiciled title insurer with its principal place of business in Little Rock, Arkansas.
3. Stewart Title, NAIC No. 50121, is a Texas domiciled title insurer with its principal place of business in Houston, Texas.
4. The Company has submitted a proposed Agreement and Plan of Merger pursuant to which the Company would merge with and into Stewart Title effective December 31, 2009.
5. Stewart Title is currently the ultimate parent of the Company. Accordingly, the proposed merger would not effectuate a change of control of the Company.

6. A.I.D. Order No. 2010-019 provided that an administrative hearing on the proposed merger is not required by law.

CONCLUSIONS OF LAW

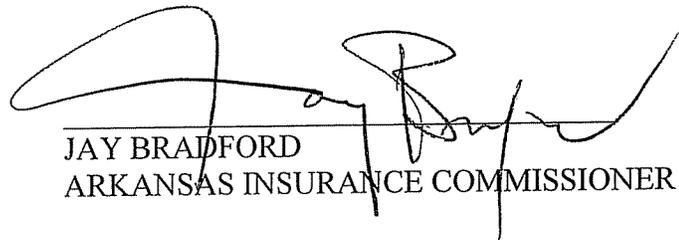
Based upon the foregoing Findings of Fact, the Commissioner concludes as follows:

1. The proposed merger of the Company and Stewart Title appears to be properly supported by the required documents and meet all requirements of law for its approval pursuant to Ark. Code Ann. § 23-63-507.

2. The Commissioner has seen no evidence upon which to predicate denial of the merger.

Now, therefore, it is hereby ORDERED that the merger of Arkansas Title Insurance Company, Little Rock, Arkansas, with and into Stewart Title Guaranty Company, Houston, Texas, with Stewart Title Guaranty Company as the survivor, all as specified in the Plan and Agreement of Merger, be, and is hereby, approved, effective December 31, 2009.

It is so **ORDERED** this 8th day of April, 2010.



JAY BRADFORD
ARKANSAS INSURANCE COMMISSIONER