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**NEW MEXICO
TITLE INSURANCE
AGENT'S
STATISTICAL
REPORT AND
INDEPENDENT
ACCOUNTANTS'
COMPILATION
REPORT**

RIO GRANDE TITLE COMPANY, INC.

December 31, 2011

atkinson

PRECISE. PERSONAL. PROACTIVE.

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AFFIDAVIT

For the year ending December 31, 2011

THE STATE OF NEW MEXICO

THE COUNTY OF BERNALILLO

I, Paul Bidwell, the Vice President of Rio Grande Title Company, Inc., being duly sworn, deposes and says that all of the income, expense, and other informational items contained on the attached Schedules A through I of this named Company's Agent's Statistical Report for the year ended December 31, 2011 are a full and true statement of income and expenses in accordance with the instructions provided, according to the best of my information, knowledge, and belief.

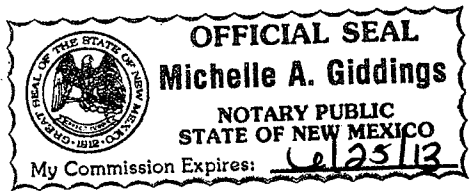
Paul Bidwell

Signature

SUBSCRIBED AND SWORN BEFORE ME this 20th day of May, 2012.

Michelle A. Giddings
Notary Public

6/25/13
My Commission Expires





CERTIFIED PUBLIC ACCOUNTANTS | CONSULTANTS

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PO BOX 25246
ALBUQUERQUE, NM 87125

INDEPENDENT ACCOUNTANTS' COMPILATION REPORT

To the Board of Directors
Rio Grande Title Company, Inc.

We have compiled the accompanying New Mexico Title Insurance Agent's Statistical Report (the Report) of Rio Grande Title Company, Inc. (the Company) as of and for the year ended December 31, 2011 included in the accompanying prescribed form. We have not audited or reviewed the accompanying New Mexico Title Insurance Agent's Statistical Report and, accordingly, do not express an opinion or provide any assurance about whether the New Mexico Title Insurance Agent's Statistical Report is in accordance with the form prescribed by the State of New Mexico Public Regulation Commission, Insurance Division, Title Insurance Bureau (the Bureau).

Management is responsible for the preparation and fair presentation of the New Mexico Title Insurance Agent's Statistical Report in accordance with the Bureau and for designing, implementing, and maintaining internal control relevant to the preparation and fair presentation of the New Mexico Title Insurance Agent's Statistical Report.

Our responsibility is to conduct the compilation in accordance with *Statements on Standards for Accounting and Review Services* issued by the American Institute of Certified Public Accountants. The objective of a compilation is to assist management in presenting financial information in the form of the New Mexico Title Insurance Agent's Statistical Report without undertaking to obtain or provide any assurance that there are no material modifications that should be made to the New Mexico Title Insurance Agent's Statistical Report.

The New Mexico Title Insurance Agent's Statistical Report is presented in accordance with the requirements of the Bureau, which differ from accounting principles generally accepted in the United States of America. This report is intended solely for the information and use of the Bureau and is not intended to be and should not be used by anyone other than this specified party.

Atkinson & Co., Ltd.

Albuquerque, New Mexico
May 17, 2012

Rio Grande Title Company, Inc.

SCHEDULE A: STATEMENT OF INCOME AND EXPENSES

For the year ended December 31, 2011

AGENCY NAME: Rio Grande Title Company, Inc.
FEDERAL I.D. NUMBER: 85-0211470
ADDRESS: 6400 Indian School Rd. NE, Albuquerque, NM
CONTACT NAME: Paul Bidwell

Check One:

- X INDEPENDENT: Title insurance agencies that are independently owned and write title insurance business for one or more underwriting companies.
- AFFILIATED: A title insurance agency is an affiliated agency if 10% or more of its ownership is held by a title.
- DIRECT: A direct operation has 100% of its ownership held directly by a title insurance underwriter.

Part A: Revenue	
1. Title insurance written premiums (from Schedule B)	\$ 2,558,047
2. Less: Remitted title insurance premiums (from Schedule B)	522,554
3. Retained title insurance premiums (from Schedule B)	2,035,493
4. Other income (from Schedule C)	512,506
5. Total Revenue	2,547,999

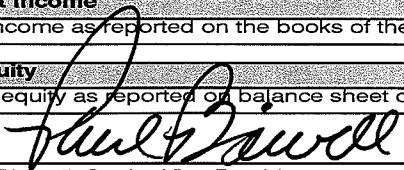
Part B: Expenses	
1. Employees' salaries and wages	1,038,269
2. Owners' and partners' salaries and wages	344,300
3. Employee benefits	161,817
4. Rent	275,273
5. Insurance	13,866
6. Legal expense	29,204
7. Licenses, taxes, and fees	15,301
8. Title plant expense and maintenance	63,656
9. Office supplies	16,668
10. Depreciation	95,823
11. Automobile expense	17,180
12. Communication expense	23,377
13. Education expense	32,853
14. Bad debts	1,767
15. Interest expense	137,659
16. Employee travel and lodging	22,807
17. Loss and loss adjustment expense (from Schedule D)	32,605
18. Accounting and auditing expense	20,298
19. Public relations expense	13,654
20. Other expenses (from Schedule E)	189,259
21. Total Expenses	2,545,636

Part C: Net Income for Hatemaking Purposes	
1. Income (Loss) from Operations	2,363

Part D: Excluded Expenses	
1. NMLTA lobbying expense	-
2. Direct lobbying expense	-
3. Political contributions	-
4. State and federal income tax expense	-
5. 1/2 of meals and entertainment expense	-
6. Penalties	-
7. Country club dues	-
8. Salaries in excess of salary cap	-
9. Other excluded expenses (from Schedule E)	-
10. Total Excluded Expenses	-

Part E: Net Income	
1. Net income as reported on the books of the agency	\$ 2,363

Part F: Equity	
1. Total equity as reported on balance sheet of the agency	\$ (496,687)


 Paul Bidwell, Senior Vice President
 Rio Grande Title Company, Inc.

See Independent Accountants' Compilation Report

Rio Grande Title Company, Inc.

SCHEDULE B: PREMIUMS BY UNDERWRITER

For the year ended December 31, 2011

	2	3	4
Name of Each Underwriting Company for Which This Agency Charged Premiums	Title Premiums Written by This Agency	Title Premiums Remitted or Owed by This Agency to Underwriters	Title Premiums Retained by This Agency
Alamo Title Insurance Company	\$ -	\$ -	\$ -
Chicago Title Insurance Company	2,324,846	475,319	1,849,527
Commerce Title Insurance Company	-	-	-
Commonwealth Land Title Insurance Company	-	-	-
Entitle Direct Insurance	2,605	521	2,084
Fidelity National Title Insurance Company	-	-	-
First American Title Insurance Company	139	28	111
Lawyers Title Insurance Corporation - Also Known As - Fidelity National Financial	48,644	10,323	38,321
Old Republic National Title Insurance Company	-	-	-
Stewart Title Guarantee Company	-	-	-
Ticor Title Insurance Company	-	-	-
Title Insurance Company of America	-	-	-
Title Resources Guaranty Company	-	-	-
Transnation Title Insurance Company	-	-	-
United General Title Insurance Company	-	-	-
WFG National Title Insurance Company	181,813	36,363	145,450
Total	\$ 2,558,047	\$ 522,554	\$ 2,035,493
	(Carry total forward to Schedule A, line A-1)	(Carry total forward to Schedule A, line A-2)	(Carry total forward to Schedule A, line A-3)

Percentage of premiums remitted: 20.4%

SCHEDULE C: IDENTIFICATION OF OTHER INCOME

For the year ended December 31, 2011

Description of Income Item		
A.	Closing Fees	\$ 423,263
B.	Net Abstracting and Title Report Income	76,728
C.	Recording Fees	2,915
D.	Copy Fees	-
E.	Inspection Fees	463
F.	Interest Income	1,561

Itemization of All Other Income		
G.	Miscellaneous	5,202
H.	Title Plant Lease Revenue	-
I.	Marketing Fees	842
J.	Loss on the Sale of Assets	-
K.	Loss on Earnings in Title Plant	1,532

Total Other Income (Carry forward to Schedule A, line A-4)		\$ 512,506
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SCHEDULE D: LOSSES AND LOSS ADJUSTMENT EXPENSES

For the year ended December 31, 2011

Description of Expense Item		
1.	Closing Losses	\$ 8,958
2.	Agent Errors	-
3.	Unfair Trade Practices	-
4.	Loss Adjustment Expenses	-
5.	E&O or Fidelity Insurance	23,647
Total (Carry forward to Schedule A, line B-17)		\$ 32,605

SCHEDULE E: IDENTIFICATION OF OTHER EXPENSES

For the year ended December 31, 2011

Part A - Deductible Expenses		
1.	Contract Labor	\$ 90,668
2.	Income Tax Benefit	42,300
3.	Computer Expense	29,891
4.	Furniture and Fixtures Expense	12,294
5.	Advertising Expense	4,098
6.	Bank Charges	6,029
7.	401k Plan Expenses	-
8.	Dues and Subscriptions	3,749
9.	Donation Expense	230
10.	Property Tax Expense	-
	Total (Carry forward to Schedule A, line B-20)	\$ 189,259

Part B - Excluded Expenses		
1.		
	Total (Carry forward to Schedule A, line D-9)	\$ -

SCHEDULE F: INCOME OR EXPENSE ALLOCATION FROM OTHER AFFILIATED ENTITIES

For the year ended December 31, 2011

1	2	3	4	5
Name and Address of Affiliated Agency	Relation to Your Agency	Amount	Description Code	Reported Elsewhere in This Report
None		\$ -		
Total:		\$ -		

Description	Code
Income	I
Expense Allocation	E

SCHEDULE G: PREMIUMS BY COUNTY

For the year ended December 31, 2011

County	Title Premiums Written
Bernalillo	\$ 1,821,380
Catron	-
Chaves	-
Cibola	-
Colfax	-
Curry	-
De Baca	-
Dona Ana	-
Eddy	-
Grant	-
Guadalupe	-
Harding	-
Hidalgo	-
Lea	-
Lincoln	-
Los Alamos	-
Luna	-
McKinley	-
Mora	-
Otero	-
Quay	-
Rio Arriba	-
Roosevelt	-
San Juan	-
San Miguel	-
Sandoval	335,304
Santa Fe	258,768
Sierra	-
Socorro	-
Taos	-
Torrance	45,508
Union	-
Valencia	97,087
TOTAL	\$ 2,558,047

Crosscheck with Schedule B:	\$ 2,558,047
Difference:	-

Explanation for Difference (if any):

None

SCHEDULE H: IDENTIFICATION OF OWNERS

For the year ended December 31, 2011

1	2	3
Name of Each Individual or Entity	Percentage of Agency Owned	Description Code (see below)
Bidwell Trust	74.03%	NA
Mark Bidwell	13.53%	NA
Paul Bidwell	12.10%	NA
Robert A. Stanley	0.34%	NA
Total	100.00%	

Code	Description
A	Attorney
REA	Real estate agent
RED	Real estate developer
L	Lending institution
UW	Underwriter
NA	None of the above

SCHEDULE I: ESCROW FUNDS ANNUAL COMPLIANCE REPORT

For the year ended December 31, 2011

Pursuant to the Order of the Superintendent of Insurance dated October 8, 2009

For Policies Written Between September 1, 2007 and June 30, 2008

	Number of <u>Accounts</u>	Total Dollar <u>Amount</u>
Initial Escrow Accounts:	2,873	\$ 164,584
Escrow Accounts Closed as of December 31, 2011:	2,461	\$ 143,709
Escrow Accounts Open as of December 31, 2011:	412	\$ 20,875

For Escrow Accounts OPEN as of December 31, 2011

	Number of <u>Accounts</u>	Total Dollar <u>Amount</u>
Accounts Where Delivery Has Been Attempted:	2,873	\$ 164,584
Accounts Where Check Has Been Returned as "Undeliverable":	235	\$ 13,015
Refund Checks Delivered but Uncashed:	177	\$ 7,860

Note: An escrow account is defined as "closed" when the disbursement check is cashed.

I hereby certify under penalty of perjury that this title agency has complied with the procedures set forth in the Superintendent's Order dated October 8, 2009, and that this report reflects an accurate accounting of the matters reported herein.



Authorized Signatory

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