

**St. Paul Fire and Marine Insurance Company  
Saint Paul, Minnesota**

Your Name (legal name of the law firm or individual applying for this insurance):

**SECTION I – LEGAL SERVICES DURING THE PAST 36 MONTHS INVOLVING APPLICANT’S REAL ESTATE PRACTICE**

A. What percent of the your real estate practice receipts for the current year and preceding year have come from the following areas:

	<b>Current Year</b>	<b>Previous 12 mos</b>
1. Purchase and Sale:..... <i>e.g. transactional work performed on behalf of buyers or sellers including negotiation and drafting of earnest money contracts (purchase agreements), option agreements, deeds and other closing documents, representation at closing and other related activities.</i>	_____ %	_____ %
2. Land Use/Development:..... <i>e.g. representation of landowners, developers and others in zoning, subdivision, planned unit developments, wetlands and other development and land use processes before federal, state and local governmental units.</i>	_____ %	_____ %
3. Mortgages, Contracts for Deed and Foreclosure: ..... <i>e.g. representation of lenders or borrowers in the purchase money financing, refinancing or other real estate secured lending, including negotiation of loan documents; foreclosure of mortgages or trustee’s sales under deeds of trust and other exercises of remedies in the event of a default or breach under the financing documents.</i>	_____ %	_____ %
4. Landlord/Tenant:..... <i>e.g. representation of either landlords or tenants in the drafting and negotiation of lease terms, representation in litigation brought to challenge or enforce the lease, evict the tenant or collect amounts owing.</i>	_____ %	_____ %
5. Construction Work and Mechanics Liens: ..... <i>e.g. representation of developers, contractors, lenders, and land owners in connection with the construction of improvements upon real estate and claims (such as mechanics’ liens) arising out of construction of such improvements.</i>	_____ %	_____ %
6. Real Estate Tax Abatement/Property Valuation: ..... <i>e.g. representation of property owners before county agencies and courts in proceedings to contest property valuation and obtain abatements or refunds of assessed real estate taxes.</i>	_____ %	_____ %
7. Condominiums, Cooperatives, and Town Houses: ..... <i>e.g. representation of developers, homeowners’ associations, cooperative boards of directors, or individuals in the issues arising out of the common ownership and common rights in such schemes of property ownership.</i>	_____ %	_____ %
8. Loan Workouts:..... <i>e.g. representation of lenders, borrowers, or federal or state regulatory agencies (such as the Resolution Trust Company or state superintendent of banking) in connection with the restructuring of real estate secured loans that are in default.</i>	_____ %	_____ %
9. Other (attach separate sheet): .....	_____ %	_____ %
<b>TOTAL .....</b>	<b>100%</b>	<b>100%</b>

- B. Do you undertake date calendaring and notification services for clients (e.g., option dates and UCC-1 continuations) other than filing dates for briefs and motions due in court proceedings? .....  Yes  No
- C. Do you undertake any aspect of financial or valuation Analysis of transactions for clients (e.g., tax ramifications or appraisal)? .....  Yes  No
- D. Do you undertake responsibility for the preparation or review of closing calculations (e.g., preparation of settlement statements or determination of prorations)? .....  Yes  No
- E. Have you rendered written opinions to clients on the following:
1. Land Use, Zoning and Real Property Regulatory Matters? .....  Yes  No
  2. Securitization of loans? .....  Yes  No
  3. Compliance with laws? .....  Yes  No
  4. Lien Validity, Priority and Perfection (e.g., priority of security Interests in personal property and deed of trust liens on real property)? .....  Yes  No
  5. Possession of required permits and licenses? .....  Yes  No
  6. Regulatory matters (e.g. Interstate Land Sales Act)? .....  Yes  No
  7. Bankruptcy matters? .....  Yes  No
  8. Foreign transactions? .....  Yes  No
  9. Tax matters? .....  Yes  No
  10. Environmental Matters? .....  Yes  No
- F. Have you provided legal services in connection with any property transfer in which any of your lawyers or employees also performed the:
1. Abstracting services? .....  Yes  No
  2. Title opinion? .....  Yes  No
  3. Issuance of title policy? .....  Yes  No
  4. Escrow services? .....  Yes  No
  5. UCC search? .....  Yes  No

*If yes, in connection with each of the above applicable services for the current year and preceding two years, what percent of receipts from these activities have come from:*

	Current Year	Previous 12 months	Previous 12 months
Commercial properties (attach separate sheet)	%	%	%
Residential properties (attach separate sheet)	%	%	%

*If yes to F-3 above, what percent of your receipts come from title positions issued to properties on which you also performed the abstracting services or title opinion?*

Current Year	Previous 12 months	Previous 12 months
%	%	%
%	%	%

*If yes to F-3 above, state the name of the Title Insurance Company or Companies represented and the approximate premium volume placed with each:*

Name of Title Insurance Company	Current Year	Previous 12 months	Previous 12 months

## SECTION II – RISK MANAGEMENT

### A. Potential Conflicts

1. Do you have a procedure for new client identification intended to assure that there will be no conflict of interest with respect to the matters to be undertaken by applicant? .....  Yes  No  
*If yes, in writing?* .....  Yes  No
2. Do you have a policy which prohibits any member of the firm from representing parties which have potentially competing interests in the same transaction? .....  Yes  No  
*If yes, in writing?* .....  Yes  No
3. Do you have a policy prohibiting a lawyer with an Investment in a client from working on a real estate transaction of such client? .....  Yes  No  
*If yes, in writing?* .....  Yes  No
4. Do you require its lawyers to disclose to applicant all investments in clients of applicant? .....  Yes  No  
*If yes, in writing?* .....  Yes  No
5. Do you have a policy which prohibits any member of the Firm from acting in a dual capacity as both escrow agent and Attorney representing any party in the same real estate transaction? .....  Yes  No  
*If yes, in writing?* .....  Yes  No

### B. Documentation and Review Procedures

1. Do you have a procedure for evaluating a new client seeking advice to determine such things as the client's financial strength, its reputation, the nature of its business, and any history of changing attorneys? .....  Yes  No  
*If yes, in writing?* .....  Yes  No
2. Do you use an engagement letter with each new client that retains applicant in connection with any representation? .....  Yes  No  
*If yes, in writing?* .....  Yes  No
3. Do you have a procedure requiring the preservation of factual sources and verification made by the firm to support legal opinions rendered by the firm? .....  Yes  No  
*If yes, in writing?* .....  Yes  No
4. Do you have a procedure requiring that at least one lawyer who is not working on the transaction in question review and approve all legal descriptions and commitments in closing documents including title? .....  Yes  No  
*If yes, in writing?* .....  Yes  No
5. Do you have a procedure requiring the preservation of written records of the applicant's lawyers in connection with directions received from clients and client acknowledgement of actions taken?  
a. Directions Received? .....  Yes  No  
b. Client Acknowledgement? .....  Yes  No
6. Do you have a policy which prohibits any member of the firm from performing the title abstracting service and representing any party in the same real estate transaction? .....  Yes  No  
*If yes, in writing?* .....  Yes  No
7. Do you have a policy which requires the recommendation of:  
a. attendance at all client closings? .....  Yes  No  
*If yes, in writing?* .....  Yes  No  
b. title insurance for all closing property transfers? .....  Yes  No  
*If yes, in writing?* .....  Yes  No  
c. thorough review of title policy exceptions with client? .....  Yes  No  
*If yes, in writing?* .....  Yes  No
8. Do you require formal internal training sessions on the firm policies and procedures for new lawyers who will become involved in the firm's real estate practice? .....  Yes  No

**C. Documentation and Review Procedures – Environmental Concerns**

1. Do your legal services in connection with a property transfer or leasing transaction include a protocol to evaluate such things as:
  - a. whether the type of business in question creates, or may in the past have created environmental problems? .....  Yes  No  
*If yes, in writing?* .....  Yes  No
  - b. whether any real or personal property owned or leased now or in the past, or property to be acquired is likely to be contaminated by hazardous substances (e.g. asbestos, lead or PCBs)?.....  Yes  No  
*If yes, in writing?* .....  Yes  No
  - c. whether any specific site locations owned or leased now or in the past, or property to be acquired are located in, or adjacent to, ecologically sensitive areas (such as, wetlands, floodplains, aquifers or conservation areas, etc.)? .....  Yes  No  
*If yes, in writing?* .....  Yes  No
  - d. whether any corporate entity connected to the client including all past and present parent subsidiaries, divisions and spinoffs has ever been fined, penalized, cited or sued for violating any federal, state or local environmental law or regulation? .....  Yes  No  
*If yes, in writing?* .....  Yes  No
2. Do you have a procedure which requires the investigation of potential material environmental risks before resolution of price and other central terms and conditions? .....  Yes  No  
*If yes, in writing?* .....  Yes  No
3. Do you have a procedure which requires its attorneys to perform a thorough review with the client of the economic impact of known environmental considerations and potential benefits of further identification or quantification of environmental risks in property transfer or leasing transactions with potential material environmental exposure? .....  Yes  No  
*If yes, in writing?* .....  Yes  No
4. Do you have procedures which address the conduct of employees relative to the handling of material confidential information concerning environmental audits or investigation of transaction related parties? .....  Yes  No  
*If yes, in writing?* .....  Yes  No
5. Do you have a procedure requiring the preservation of the written records of the firm in connection with any documentation concerning disclosure of site contamination to potential buyers or lessees? .....  Yes  No  
*If yes, in writing?* .....  Yes  No
6. Do you have a procedure requiring the preservation of the written records of the firm in connection with documentation of investigation of sites for buyers or lessees, to discover environmental damage? .....  Yes  No  
*If yes, in writing?* .....  Yes  No
7. Do you have a procedure requiring its real estate lawyers to participate in in-house seminars on current environmental topics and developments and/or to attend continuing legal education seminars on current environmental developments? .....  Yes  No  
*If yes, in writing?* .....  Yes  No

**YOUR SIGNATURE AND AUTHORIZATION**

The undersigned authorized representative of the firm, or individual if this application is for an individual, agrees to all to the following:

- The statements and representations made in this supplement are true and complete and will be deemed material to the acceptance of the risk assumed by The St. Paul in the event an insurance policy is issued.
- If the information supplied in this supplement changes between the date of the application and the effective date of any insurance policy issued by The St. Paul in response to this application, you will immediately notify us of such changes, and we may withdraw or modify any outstanding quotation or agreement to bind coverage.
- The St. Paul is authorized to make an investigation and inquiry in connection with this supplement.
- The St. Paul is not bound or obligated to issue any insurance policy or to provide the insurance requested in this supplement.

Signature ( <i>Partner, Member, Officer, Shareholder</i> )	Title	Date
--	-------	------

**Important note.** This supplement to your application is not a representation that coverage does or does not exist for any particular claim or loss, or type of claim or loss, under any insurance policy issued by The St. Paul. Whether coverage exists or does not exist for any particular claim or loss under any such policy depends on the facts and circumstances involved in the claim or loss and all applicable wording of the policy actually issued.