

ANFI INC  
Form SC 13D/A  
January 08, 2003

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

**SCHEDULE 13D/A**

**Amendment No. 1**

**Under the Securities Exchange Act of 1934**

**ANFI, INC.**

(Name of Issuer)

**Common Stock, no par value**

(Title of Class of Securities)

**027717107**

(CUSIP Number)

**Alan L. Stinson**

**Executive Vice President and Chief Financial Officer**  
**Fidelity National Financial, Inc.**  
**17911 Von Karman Avenue, Suite 300**  
**Irvine, California 92614**  
**(949) 622-5000**

(Name, Address and Telephone Number of Person Authorized to  
Receive Notices and Communications)

**Copies to:**

**C. Craig Carlson, Esq.**  
**Stradling Yocca Carlson & Rauth**  
**660 Newport Center Drive, Suite, 1600**  
**Newport Beach, CA 92660**  
**Telephone: (949) 725-4000**

**December 16, 2002**

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D/A, and is filing this schedule because of §240.13d-1(e), §240.13d-1(f) or §240.13d-1(g), check the following box o .

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Item 4. Purpose of Transaction.  
SIGNATURE

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**1**

**NAME OF REPORTING PERSONS/I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)**

Fidelity National Financial, Inc.  
86-0498599;  
Security Union Title Insurance Company  
95- 2216067 and  
Fidelity National Title Company of New  
York 13- 1286310

**2**CHECK THE APPROPRIATE BOX IF A  
MEMBER OF A GROUP (a)  x  
(b)  o

**3**SEC USE ONLY

**4**SOURCE OF FUNDS (*See*  
Instructions) WC; AF

**5**CHECK IF DISCLOSURE OR LEGAL  
PROCEEDINGS IS REQUIRED  
PURSUANT TO ITEM 2(D) OR 2(E)  o

**6**CITIZENSHIP OR PLACE OF  
ORGANIZATION Delaware

**7** SOLE VOTING POWER NUMBER  
**OF 2,653,173(\*)SHARES**

**BENEFICIALLY 8 SHARED VOTING  
POWER OWNED BY -0-EACH**

**REPORTING 9 SOLE DISPOSITIVE  
POWER PERSON 2,653,173(\*)WITH**

**10** SHARED DISPOSITIVE  
POWER -0-

**11**AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY EACH  
REPORTING PERSON Fidelity National  
Financial - 2,554,973 shares;  
Security Union Title Insurance Company -  
52,800 shares; and  
Fidelity National Title Company of New  
York - 45,400 shares.

**12**CHECK BOX IF THE AGGREGATE  
AMOUNT IN ROW (11) EXCLUDES

CERTAIN SHARES<sub>o</sub>

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**13**PERCENT OF CLASS REPRESENTED  
BY AMOUNT IN ROW  
(11) Approximately 27.7%(\*)

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**14**TYPE OF REPORTING PERSON CO

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\*The number of shares owned by Reporting Persons have not changed since Reporting Persons' Schedule 13D filed on July 1, 2002. The percent of class change is based on the difference in ANFI's total outstanding shares of common stock as disclosed on ANFI's Quarterly Report on Form 10-Q for the periods ending March 31, 2002 and September 30, 2002.

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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Fidelity National Financial, Inc., a Delaware corporation ( Fidelity ), Security Union Title Insurance Company, a California corporation and a wholly-owned subsidiary of Fidelity ( Security Union ), and Fidelity National Title Company of New York, a New York corporation and a wholly-owned subsidiary of Fidelity ( Fidelity Title ), pursuant to Rule 13d-5(b)(1) of the Securities Exchange Act of 1934, as amended, hereby file this Amendment No. 1 to Schedule 13D filed on July 1, 2002 (the Statement ) with the Securities and Exchange Commission (the SEC ), with respect to the shares of Common Stock, no par value (the ANFI Common Stock ) of ANFI, Inc., a California corporation ( ANFI or the Company ). Fidelity, Security Union and Fidelity Title are collectively referred to herein as the Reporting Persons.

**Item 4. Purpose of Transaction.**

On December 16, 2002, Fidelity announced that it has entered into a Letter of Intent ( LOI ) to acquire all of the outstanding common stock that it does not currently own of ANFI, a provider of title insurance and other real estate related services. Fidelity and its wholly owned subsidiaries Security Union and Fidelity Title currently own approximately 28% of the outstanding common stock of ANFI.

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**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: January 8, 2003

FIDELITY NATIONAL FINANCIAL, INC.

By: /s/ Alan L. Stinson

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Alan L. Stinson, Executive Vice President  
and Chief Financial Officer

SECURITY UNION TITLE INSURANCE COMPANY

By: /s/ Alan L. Stinson

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Alan L. Stinson, Executive Vice President  
and Chief Financial Officer

FIDELITY NATIONAL TITLE COMPANY OF NEW YORK

By: /s/ Alan L. Stinson

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Alan L. Stinson, Executive Vice President  
and Chief Financial Officer