

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

CUSIP No. 027717107

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

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

3SEC USE ONLY

4SOURCE OF FUNDS (See Instructions) WC: AF

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

6CITIZENSHIP OR PLACE OF ORGANIZATION Delaware

**7 SOLE VOTING POWERNUMBER
OF 2,653,173(*)SHARES**

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

**REPORTING 9 SOLE DISPOSITIVE
POWERPERSON 2,653,173(*)WITH**

**10 SHARED DISPOSITIVE
POWER -0-**

**11AGGREGATE 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.

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

CERTAIN SHARES

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

14TYPE OF REPORTING PERSON CO

*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

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

SECURITY UNION TITLE INSURANCE COMPANY

By: /s/ Alan L. Stinson

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

FIDELITY NATIONAL TITLE COMPANY OF NEW YORK

By: /s/ Alan L. Stinson

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