

UNITED STATES OF AMERICA  
Before the  
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934  
Release No. 57606 / April 2, 2008

Administrative Proceeding  
File No. 3-11514

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|----------------------------------|---|-------------------------------|
| In the Matter of                 | : |                               |
|                                  | : |                               |
| <b>FIDELITY NATIONAL CAPITAL</b> | : | Order Approving and Ratifying |
| <b>INVESTORS, INC.,</b>          | : | Prior Disbursement of         |
|                                  | : | Fair Fund                     |
| Respondent                       | : |                               |
|                                  | : |                               |

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On December 7, 2004, the Commission issued its Order Approving Plan of Fund Distribution and Appointing Administrator (Rel. No. 34-50801). The disgorgement and prejudgment interest, and civil monetary penalty totaling \$125,000.00 paid by Respondent were held by the Commission's Office of Financial Management in a Fair Fund, pursuant to Section 308(a) of the Sarbanes-Oxley Act of 2002 ("Fair Fund"). The Fair Fund was fully distributed on January 31, 2005, according to the terms of the Plan of Distribution approved by the Order.

IT IS HEREBY ORDERED that the distribution described above is approved and ratified as of the day of distribution, January 31, 2005.

By the Commission.

Nancy M. Morris  
Secretary