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Fidelity National Financial, Inc.  
Form 13F-HR  
November 12, 2008

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

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: September 30, 2008

Check here if Amendment [ ]; Amendment Number: \_\_\_\_\_

This Amendment (Check only one.): [ ] is a restatement.  
[ ] adds new holdings entries.

INSTITUTIONAL INVESTMENT MANAGER FILING THIS REPORT:

Name: Fidelity National Financial, Inc.  
Address: 601 Riverside Avenue  
Jacksonville, FL 32204

Form 13F File Number: 28-11785

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

PERSON SIGNING THIS REPORT ON BEHALF OF REPORTING MANAGER:

Name: Anthony J. Park  
Title: Chief Financial Officer  
(Principal Financial and Accounting Officer)  
Phone: (904) 854-8100

SIGNATURE, PLACE, AND DATE OF SIGNING:

(s) Anthony J. Park	Jacksonville, Florida	November 12, 2008
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[Signature]	[City, State]	[Date]

REPORT TYPE (CHECK ONLY ONE.):

- 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)
- 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
- 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

LIST OF OTHER MANAGERS REPORTING FOR THIS MANAGER:

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FORM 13F FILE NUMBER NAME

FORM 13F  
SUMMARY PAGE

REPORT SUMMARY:

Number of Other Included Managers: None  
 Form 13F Information Table Entry Total: 21  
 Form 13F Information Table Value Total: \$ 33,989  
 (thousands)

LIST OF OTHER INCLUDED MANAGERS:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

[If there are no entries in this list, state "NONE" and omit the column headings and list entries.]

None.

FORM 13F REPORT

NAME OF REPORTING MANAGER: FIDELITY NATIONAL FINANCIAL, INC.

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	I D
NTN BUZZTIME INC.	COMMON	629410-30-9	1,462	6,644,611	SH		D
NORTHGATE MINERALS CORP.	COMMON	666416-10-2	655	500,000	SH		D
OCEANFREIGHT INCORPORATED	COMMON	Y64202-10-7	5,051	375,000	SH		D
MARINER ENERGY, INC.	COMMON	56845T-30-5	3,588	175,000	SH		D
TELECOM CORP. OF NEW ZEALAND LTD.	COMMON	879278-20-8	1,529	166,400	SH		D
MERRILL LYNCH & CO INC	COMMON	590188-10-8	3,795	150,000	SH		D
TESORO CORPORATION	COMMON	881609-10-1	1,872	113,500	SH		D
ING GROEP N.V.	COMMON	456837-10-3	2,146	100,300	SH		D
NISSAN MOTOR LTD	COMMON	654744-40-8	1,271	93,493	SH		D
NYSE EURONEXT	COMMON	629491-10-1	2,899	74,000	SH		D
NEXEN, INC.	COMMON	65334H-10-2	1,162	50,000	SH		D
BHP BILLITON LTD.	COMMON	088606-10-8	2,600	50,000	SH		D
IMPERIAL OIL LIMITED	COMMON	453038-40-8	1,921	45,100	SH		D
SEASPAN CORP.	COMMON	Y75638-10-9	794	43,882	SH		D
CONTINENTAL AIRLINES INC.	COMMON	210795-30-8	500	30,000	SH		D
GULFMARK OFFSHORE, INC.	COMMON	402629-10-9	1,319	29,400	SH		D
AGRIUM INC	COMMON	008916-10-8	1,402	25,000	SH		D
AMERICAN RESTAURANT GROUP INC	COMMON	029309-80-4	10	1,000	SH		D
PHOENIX CORP.	COMMON	71902E-10-9	2	256	SH		D
UNIVERSAL CORP VA	COMMON	913456-10-9	10	200	SH		D
Landamerica Finl Group, Inc.	COMMON	514936-10-3	1	37	SH		D
			33,989	8,667,179			