BROOKS AND BROWN INSURANCE AGENCY, INC.

1411 Edgewater Drive, Suite 202 Orlando, Florida 32804 Telephone (407) 843-7500 Telefax (407) 843-7888

November 10, 1997

Division of Corporations Florida Department of State P. O. Box 6327 Tallahassee, FL 32314

Re: Articles of Amendment - Brooks and Brown Insurance Agency, Inc.

Gentlemen:

300002344403--4 -11/12/97--01047--003 *****87.50 *****87.50

Enclosed are the Articles of Amendment for Brooks and Brown Insurance Agency, Inc., amending the name of the Corporation to be Brown and Brown Insurance Agency, Inc.

We have enclosed our check in the amount of \$87.50, which includes \$35 for the filing fee and \$52.50 for a certified copy of the amendment.

Thank you for your assistance in this matter.

Sincerely,

Daniel W. Brown, A.A.I.

President

Enclosures

Robecca Brown

AUTHORIZATION, BY PHONE TO

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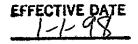
DATE__

DOC. EXAM.....

EFFECTIVE DATE

N/C Amend

Jel /14

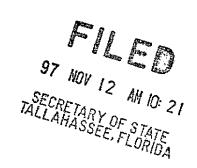


ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF



BROOKS AND BROWN INSURANCE AGENCY, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment adopted:

ARTICLE I is amended as follows: The name of this Corporation is

BROWN AND BROWN INSURANCE AGENCY, INC.

SECOND:

The date of this amendment's adoption is November 10, 1997. The effective date of this amendment is January 1, 1998.

THIRD:

Adoption of Amendment:

The amendment was approved by the shareholders. The number of votes

cast for the amendment was sufficient for approval.

Signed this 10th day of November, 1997.

Daniel W. Brown, President