

218668

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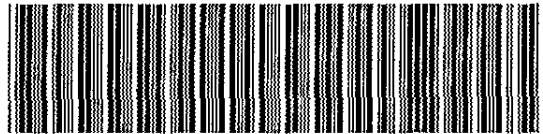
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DEPT. OF STATE
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C. Coulliette APR 30 2003



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032
REFERENCE : 074761-7363511
AUTHORIZATION : *Patricia Pigato*
COST LIMIT : \$ 43.75

ORDER DATE : April 29, 2003

ORDER TIME : 9:48 AM

ORDER NO. : 074761-005

CUSTOMER NO: 7363511

CUSTOMER: Jennifer Hayes
Brown & Brown Insurance, Inc.
Suite 1700
401 E. Jackson Street
Tampa, FL 33602

DOMESTIC AMENDMENT FILING

NAME: BROWN & BROWN, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER'S INITIALS: _____

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
BROWN & BROWN, INC.**

Pursuant to the provisions of Section 607.1006, Florida Statutes, Brown & Brown, Inc., a Florida profit corporation, adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: Article III of the corporation's Articles of Incorporation is hereby amended in its entirety to read as follows:

The number of shares of capital stock authorized to be issued by this Corporation is 280,000,000 shares of Common Stock, par value \$.10 per share.

SECOND: The date of the amendment's adoption was April 24, 2003.

THIRD: Adoption of the amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 24th day of April, 2003.

BROWN & BROWN, INC.

By: _____

Thomas M. Donegan, Jr.
Vice President

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TALLAHASSEE, FLORIDA