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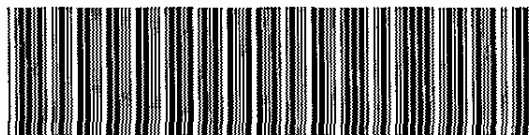
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1/4



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 0721000000032

REFERENCE : 472918 7363511

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : September 22, 2006

ORDER TIME : 10:54 AM

ORDER NO. : 472918-005

CUSTOMER NO: 7363511

FOREIGN FILINGS

NAME: BROWN & BROWN OF MICHIGAN,
INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Amanda Haddan -- EXT# 2955

EXAMINER: _____

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. Brown & Brown of Michigan, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Michigan

(State or country under the law of which it is incorporated)

3. 364408419

(FEI number, if applicable)

4. December 18, 2000

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification

(Date first transacted business in Florida, if prior to registration)

(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

c/o Brown & Brown of Michigan, Inc., Suite A, 2353 S. Linden Rd.

7. Flint, MI 48532

(Principal office address)

Suite A, 2353 S. Linden Rd., Flint, MI 48532

(Current mailing address)

To engage in all lines of insurance-related business as an insurance agent/broker. To engage in any
8. act or activity for which corporations may be organized.

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

(City)

Florida 32301

(Zip code)

10. **Registered agent's acceptance:**

*Having been named as registered agent and to accept service of process for the above stated corporation at the place
designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I
further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties,
and I am familiar with and accept the obligations of my position as registered agent.*

**Joyce L. Markley
as its agent**

Corporation Service Company

By: Joyce L. Markley

(Registered agent's signature)

Assistant Vice President

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to
the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction
under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

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A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

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Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

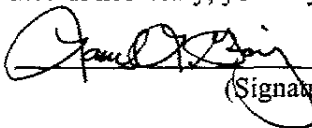
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.  _____
(Signature of Director or Officer listed in number 12 of the application)

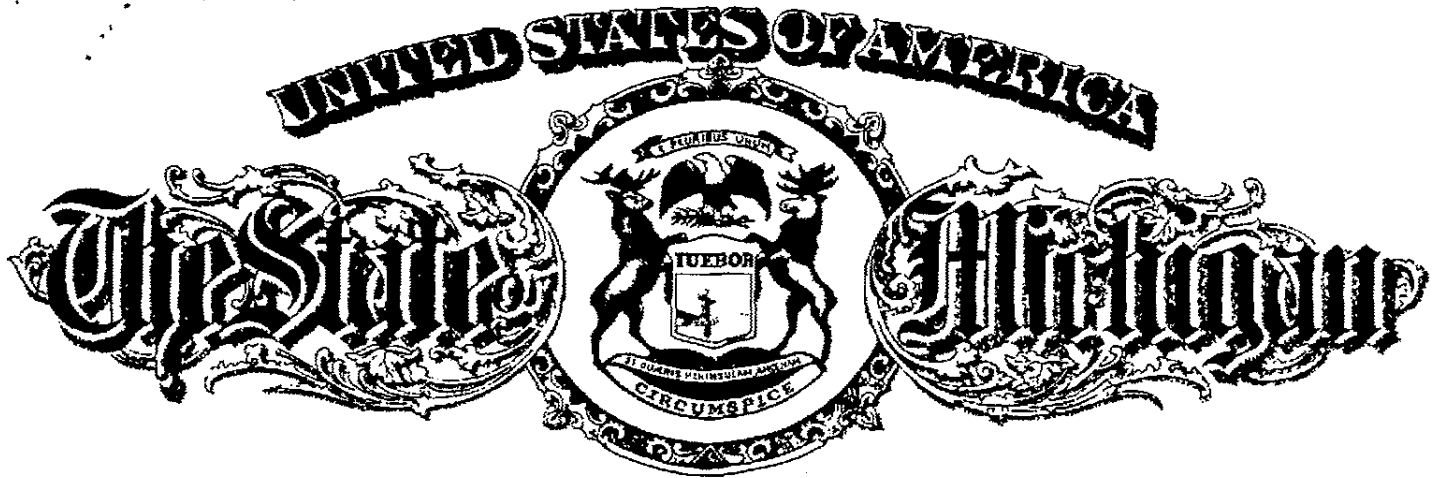
14. Laurel L. Grammig, Vice President _____
(Typed or printed name and capacity of person signing application)

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<u>Name</u>	<u>Office</u>
J. Scott Penny 3077 E. 98th St., Ste. 150 Indianapolis, IN 60523	President/Sole Director
Steve Randall 2353 South Linden Rd., Ste. A. Flint, MI 48532	Vice President
Laurel L. Grammig 3101 W. Martin Luther King, Jr. Blvd. Ste. 400 Tampa, Florida 33607	Vice President/Secretary
Thomas M. Donegan, Jr. 3101 W. Martin Luther King, Jr. Blvd. Ste. 400 Tampa, Florida 33607	Vice President/Assistant Secretary
Cory T. Walker 220 S. Ridgewood Ave. Daytona Beach, FL 32114	Vice President
Jim Patterson 2300 Cabot Drive, Ste. 100 Lisle, IL 60532	Treasurer



Michigan Department of Labor & Economic Growth

Lansing, Michigan

This is to Certify That

BROWN & BROWN OF MICHIGAN, INC.

was validly incorporated on December 18, 2000, as a Michigan profit corporation, and said corporation is validly in existence under the laws of this state.

This certificate is issued pursuant to the provisions of 1972 PA 284, as amended, to attest to the fact that the corporation is in good standing in Michigan as of this date and is duly authorized to transact business and for no other purpose.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

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SECRETARY OF CORPORATION
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In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 27th day of September, 2006.

Andrew S. Mitchell, Director