POLOCOO99943

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May 23, 2002

RE: BROWN & BADALAMENTI PROPERTY MANAGEMENT, INC. P01000099943

To whom it may concern,

900005622209--5 -05/28/02--01087--014

This correspondence is to inform you that the above referenced Florida Corporation is submitting these Articles of Amendments pursuant to Florida Statutes Sec. 607.1006, Articles of Amendment. Attached is the necessary signed document of Articles of Amendment. In addition, attached is copies of the letter or resignation and acceptance thereof for your reference and records.

Please refer to undersigned for any inquiries.

Please feel free if you have any questions pertaining to these matters.

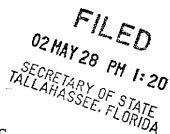
Yours truly,

Daniel J. Cappiello

Amend + N/C

T BROWN JUN - 3 2002

ARTICLES OF AMENDMENT TO ARTICLES OF INCOROPORATION



BROWN & BADALAMENTI PROPERTY MANAGEMENT, INC.

(present name)

P01000099943

(Document Number of Corporation (If Known))

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(s) adopted: (indicate article number(s) being amended, added or deleted)

Amendment I

Article I - The name of the Corporation:, is being amended from BROWN & BADALAMENTI PROPERTY MANAGEMENT, INC, to, BROWN & BROWN PROPERTY MANAGEMENT, INC.

Giacomo Badalamenti has resigned as Vice-President and Director.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: Amendment I - May 20, 2002.

FOURTH: Adoption of Amendment(s) (CHECK ONE)

shareholder action was not required.

	the amendments(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient for approval by"
	(voting group)
Y	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

The amendment(s) was/were adopted by the incorporators without shareholder action and

Signature (By the Chairman of Vice/Chairman of the Board of Directors, President or other officer if adopted by the shareholders.)	The state of the s
OR	
(By a director if adopted by the directors)	
OR	
(By an incorporator if adopted by the incorporators)	
CAROYLN D. BROWN (Typed or printed name)	
<u>Director/President</u> (Title)	

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