

07-17-2000

5.31.00

D



Ordination Form Cover Sheet
TRADEMARKS ONLY

101405565

Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof

1. Name of conveying party(ies):
 Poe & Brown, Inc.
 P.O. Box 1348
 Tampa, Florida 33601-1348

2. Name and address of receiving party(ies):
 Brown & Brown, Inc.
 401 E. Jackson Street
 Suite 1700
 Tampa, Florida 33602

___ Individual(s) ___ Association
 ___ General Partnership ___ Limited Partnership
 Corporation-State: Florida
 ___ Other

___ Individual(s) citizenship:
 ___ Association:
 ___ General Partnership:
 ___ Limited Partnership:
 Corporation - State: Florida
 ___ Other:

3. Nature of conveyance:
 ___ Assignment ___ Merger
 ___ Security Agreement Change of Name
 ___ Other:

If assignee is not domiciled in the United States, a domestic representative designation is attached:
 ___ Yes No
 (Designations must be a separate document from Assignment)

Effective Date: April 28, 1999

Additional name(s) & address(es) attached?
 ___ Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No. (s)
 See attached Schedule

B. Trademark Registration No. (s)
 See attached Schedule

Additional numbers attached?

Yes ___ No

5. Name and address of party to whom correspondence concerning document should be mailed:

Michael D. Fishman, Esq.
 Rader, Fishman & Grauer
 1533 North Woodward Avenue
 Suite 140
 Bloomfield Hills, Michigan 48304
 (248) 594-0630

6. Total number of applications and registrations involved: forty (40)

7. Total fee (37 CFR 3.41).....\$1015.00

___ Enclosed

Authorized to be charged to deposit account.

8. Deposit Account Number: 18-0013
 (Attach duplicate copy of this page if using deposit account)

DO NOT USE THIS SPACE



05-31-2000

U.S. Patent & TMO/TM Mail Rcpt Dt. #54

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Michael D. Fishman
Name

Signature

May 26, 2000
Date

Total number of pages comprising cover sheet 4

R0083812

07/17/2000 DMGUYEM 00000045 180013 75436068

01 FC:481 40.00 CH
 02 FC:482 975.00 CH

TRADEMARK
REEL: 002108 FRAME: 0747



05-31-2000

U.S. Patent & TMO/™ Mail Rcpt Dt. #54

SCHEDULE**PENDING APPLICATIONS**

APPLICATION NO.	MARK	FILING DATE
75/436,068	RECYCLER'S COMPREHENSIVE PROTECTION PLAN	2/18/ 98
75/436,361	RCPD RECYCLER'S COMPREHENSIVE PROTECTOR PLAN & DESIGN	2/18/ 98
75/604,364	BROWN & BROWN	12/14/ 98
75/667,604	BROWN & BROWN INSURANCE & DESIGN	3/25/ 99
75/586,414	SMALL FIRM PROTECTOR PLAN	11/11/ 98
75/586,460	SMALL FIRM PROTECTOR PLAN & DESIGN	11/11/ 98

REGISTERED MARKS

REGISTRATION NO.	MARK	DATE
934,662	PROFESSIONAL PROTECTOR	5/23/ 72
1,740,173	OPTOMETRIC PROTECTOR PLAN	12/15/ 92
1,738,622	LAWYER'S PROTECTOR PLAN	12/ 8/ 92
1,740,174	PHYSICIANS PROTECTOR PLAN	12/15/ 92
1,158,376	POE & DESIGN	6/23/ 81
1,691,941	LPP	6/ 9/ 92
1,696,485	OPP	6/23/ 92
2,114,749	PROTECTOR PLAN	11/18/ 97
1,874,180	PPP	1/17/ 95
1,868,587	POE & BROWN	12/20/ 94
1,868,586	POE & BROWN INSURANCE & DESIGN	12/20/ 94
1,972,144	TOPP	5/ 7/ 96
1,939,196	TOPP & DESIGN	12/ 5/ 95
1,896,465	TOWING OPERATORS PROTECTOR PLAN	5/30/ 95
2,037,192	STUDENT POTECTOR PLAN	2/11/ 97
2,035,728	SPP	2/ 4/ 97
2,045,859	SPP & DESIGN	3/18/ 97
2,124,388	L & DESIGN	12/23/ 97
2,120,573	AAMPP	12/ 9/ 97
2,173,582	L	7/14/ 98
2,122,398	THE EXPERIENCE TO KNOW. THE STRENGTH TO PERFORM	12/16/ 97
2,166,474	AUTOMOBILE TRANSPORTERS PROTECTOR PLAN	6/16/ 98
2,171,889	CHIROPRACTIC PROTECTOR PLAN	7/ 7/ 98
2,168,511	RAILROAD PROTECTOR PLAN	6/23/ 98
2,164,709	MANUFACTURERS PROTECTOR PLAN	6/ 9/ 98
2,196,598	ATPP AUTOMOBILE TRANSPORTERS PROTECTOR PLAN & DESIGN	10/13/ 98
2,124,021	POE & BROWN	12/23/ 97
2,243,590	AGRICULTURAL PROTECTOR PLAN	5/ 4/ 99
2,250,309	ARCHITECTS & ENGINEERS PROTECTOR PLAN	6/ 1/ 99
2,263,816	WHOLESALEERS & DISTRIBUTORS INSURANCE PROGRAM & DESIGN	7/20/ 99
2,258,258	WHOLESALEERS & DISTRIBUTORS PREFERRED PROGRAM	6/29/ 99
2,258,257	WHOLESALEERS & DISTRIBUTORS PREFERRED PROGRAM & DESIGN	6/29/ 99
1,924,085	AUTOMOBILE DEALERS PROTECTOR PLAN	10/3/95
1,870,909	INSURANCE ADMINISTRATION CENTER	12/27/94

R0083815

TRADEMARK
REEL: 002108 FRAME: 0748

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Amendment, filed on April 28, 1999, to Articles of Incorporation for POE & BROWN, INC. which changed its name to BROWN & BROWN, INC., a Florida corporation, as shown by the records of this office.

The document number of this corporation is 218668.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Twenty-eighth day of April, 1999



CR2EO22 (1-99)

Katherine Harris

Katherine Harris
Secretary of State

TRADEMARK

REEL: 002108 FRAME: 0749

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

FILED

99 APR 28 PM 12: 13

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

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

The name of the Corporation shall be Brown & Brown, Inc.

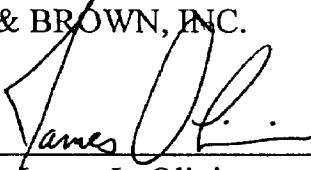
SECOND: The date of the amendment's adoption was April 28, 1999.

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

Signed this 28th day of April, 1999.

POE & BROWN, INC.

By: _____


James L. Olivier
Vice President



05-31-2000
U.S. Patent & TMOtc/TM Mail Rcpt Dt. #54