

9407/107453

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

BROWN & BROWN, CERTIFIED PUBLIC ACCOUNTANTS, PROFESSIONAL ASSOCIATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: December 28, 1990



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Elizabeth B. ...*

ARTICLES OF INCORPORATION
OF
Brown & Brown, Certified Public Accountants,
Professional Association

DEC 28 10 33 AM '90
SECRETARY OF STATE

The undersigned incorporators, desiring to form a corporation pursuant to the provisions of the Idaho Professional Service Corporation Act, adopt the following articles of incorporation:

ARTICLE ONE

Name

The name of the corporation is Brown & Brown, Certified Public Accountants, Professional Association.

ARTICLE TWO

Purposes

The purpose of this corporation is to provide certified public accounting services.

ARTICLE THREE

Duration

The period of duration of the corporation is perpetual.

ARTICLE FOUR

Registered Office and Agents

The address of the corporation's initial registered office in the State of Idaho is 11740 Friar Dr., City of Hayden Lake, County of Kootenai, Idaho. The name of the corporation's initial registered agent at such address is Lynn Brown.

ARTICLE FIVE

Stock

The total authorized number of shares of stock is one thousand (1000), and those shares are to be without par value.

ARTICLE SIX
Preemptive Rights

None

ARTICLE SEVEN
Directors

The number of directors constituting the initial board of directors is two (2), and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualify are:

Name	Address
Warren Brown	P. O. Box 1867 Hayden Lake, ID
Lynn Brown	P. O. Box 1867 Hayden Lake, ID

ARTICLE EIGHT
Incorporators

The names and addresses of each incorporator are:

Name	Address
Warren Brown	P. O. Box 1867 Hayden lake, ID
Lynn Brown	P. O. Box 1867 Hayden Lake, ID

ARTICLE NINE
Additional Provisions

None.

Executed in duplicate on 12-19, 1990.

Warren Brown
WARREN BROWN

Lynn Brown
LYNN BROWN