



**STATEMENT OF CHANGE OF REGISTERED AGENT,
REGISTERED OFFICE, OR BOTH**

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The undersigned entity submits the following statement for the purpose of changing its registered agent, its registered office, or both, in the State of Idaho.

1. The name of the entity is:

PROCTOR FINANCIAL, INC.

2. The name and street address of the old registered agent and office is:

C T CORPORATION SYSTEM

921 S ORCHARD ST STE G

BOISE, ID 83705

3. The name and street address of the new registered agent and office in Idaho is:

Corporation Service Company

12550 W. Explorer Drive, Suite 100, Boise, ID 83713

(not a PO box or PMB)

I consent to serve as registered agent for the above-named entity.
Corporation Service Company

By: *Doreen C. Kirby*

(Signature of new registered agent)

10/22/2019

(Date)

Date: 10/22/2019

Signature: *Jill E. Cilmi*

Printed: Jill Cilmi

Capacity: Attorney in Fact

Secretary of State use only

STATE OF FLORIDA

COUNTY OF VOLUSIA

Power of Attorney

NOTICE IS HEREBY GIVEN THAT Robert W. Lloyd, the E.V.P. of Brown & Brown, Inc. (the Company), a corporation established under the laws of Florida, and of the subsidiary entities shown on the list appended hereto, does hereby appoint Jill Cilmi and Elizabeth A. Dawson attorneys-in-fact for the Company and for the subsidiary entities, to act for the Company and for the subsidiary entities and in the name of the Company and of the subsidiary entities for the limited purposes authorized herein.

The Company and the subsidiary entities, having taken all necessary steps to authorize the changes and the establishment of this Power of Attorney, hereby grants its attorneys-in-fact the power to execute the documents necessary to change the Company's and the subsidiary entities' registered agent and registered office, or the agent and office of similar import, in any jurisdiction.

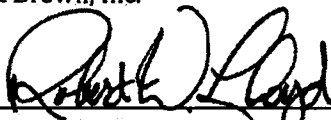
In the execution of any documents necessary for the purposes set forth herein, Jill Cilmi shall exercise the power of vice president and Elizabeth A. Dawson shall exercise the power of secretary, or, in the case of entities having managers or other positions of authority rather than officers such as vice president or secretary, the named individuals shall act in such office and with such authority as is required to effect the changes herein contemplated.

This Power of Attorney expires upon the earlier to occur of (a) completion and filing of the documents necessary to effect the changes in registered agent and registered office addresses contemplated herein, or (b) six (6) months after the Effective Date set forth below. The Company may revoke this Power of Attorney at any time by notice to Jill Cilmi and Elizabeth A. Dawson.

IN WITNESS WHEREOF the undersigned has executed this Power of Attorney on this 17 day of June, 2019 (the Effective Date).

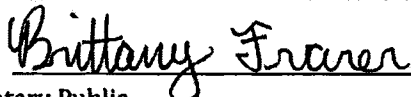
Brown & Brown, Inc.

BY:



Robert W. Lloyd, EVP, Corporate Secretary and General Counsel

Subscribed and sworn to before me this [17th] day of [June], 2019.



Notary Public



Subsidiary List for BROWN & BROWN, INC.

Companies and Subsidiaries

- ARROWHEAD GENERAL INSURANCE AGENCY, INC.
- BEECHER CARLSON HOLDINGS, INC.
- BRIDGE SPECIALTY WHOLESALE, INC.
- BROWN & BROWN OF CENTRAL CAROLINA, INC.
- BROWN HOLDING, INC.
- ICA, LP
- IRVING WEBER ASSOCIATES, INC.
- MONARCH MANAGEMENT CORPORATION
- ONPOINT UNDERWRITING, INC.
- PACIFIC RESOURCES BENEFITS ADVISORS, LLC
- PEACHTREE SPECIAL RISK BROKERS, LLC
- PROCTOR FINANCIAL, INC.
- PROFESSIONAL DISABILITY ASSOCIATES, LLC
- PUBLIC RISK UNDERWRITERS OF FLORIDA, INC.
- PUBLIC RISK UNDERWRITERS OF THE NORTHWEST, INC.
- SPECTRUM WHOLESALE INSURANCE SERVICES, LLC
- THE ADVOCATOR GROUP, LLC
- THE WRIGHT INSURANCE GROUP, LLC
- TITLE PAC, INC.
- VALIANT INSURANCE SERVICES, LLC
- WRIGHT NATIONAL FLOOD INSURANCE SERVICES, LLC
- WRIGHT RISK MANAGEMENT COMPANY, LLC
- WRIGHT SPECIALTY INSURANCE AGENCY, LLC
- WRM AMERICA INTERMEDIATE HOLDING COMPANY, INC.
- YOUZOOM INSURANCE SERVICES, INC.