

State of Idaho

Office of the Secretary of State

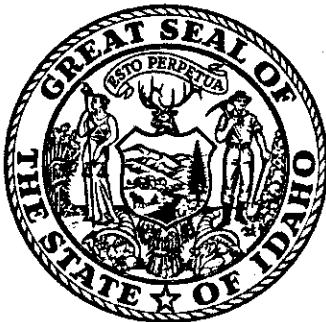
**CERTIFICATE OF AUTHORITY
OF
BROWN & BROWN OF DELAWARE, INC.**

File Number C 175400

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: October 12, 2007



Ben Ysursa

SECRETARY OF STATE

By

Anda McNary



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

07 OCT 12 AM 10:32
SECRETARY OF STATE
STATE OF IDAHO

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is:

Brown & Brown of Delaware, Inc.

2. The name which it shall use in Idaho is: _____

3. It is incorporated under the laws of: Delaware

4. Its date of incorporation is: September 21, 2007

5. The address of its principal office is:

Suite 400, 2711 Centerville Rd., Wilmington, DE 19808

6. The address to which correspondence should be addressed, if different from item 5, is:

Suite 400, 2711 Centerville Rd., Wilmington, DE 19808

1401 Shoreline Drive, Suite 2

7. The street address of its registered office in Idaho is: Boise, ID 83702

and its registered agent in Idaho at that address is: Corporation Service Company

8. The names and respective business addresses of its directors and officers are:

| Name | Office | Address |
|--|--------|---------|
| <u>See attached officers/directors rider</u> | | |
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |

Dated: October 02, 2007

Signature: _____

Typed Name: Carrie Robitaille

Capacity: Vice President

[The signer must be a director or an officer of the corporation.]

Customer Acct # : _____

(If using pre-paid account)

Secretary of State use only

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form\app\cert\authority_profit.pmd
Revised 06/2005

IDAHO SECRETARY OF STATE
10/12/2007 05:00
CK: 500519128 CT: 66741 BH: 1000259
1 @ 100.00 = 100.00 AUTH PRO # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

Web Form

C175400

BROWN & BROWN OF DELAWARE, INC.

Name

Office

Thomas E. Riley
220 S. Ridgewood Ave.
Daytona Beach, FL 32114

President/Sole Director

Colin Lowe
5900 N. Andrews Ave. Ste. 300
Ft. Lauderdale, FL 33309

Vice President

Cory T. Walker
220 S. Ridgewood Ave.
Daytona Beach, FL 32114

Vice President

Laurel Grammig
3101 W. Martin Luther King Jr. Blvd.
Ste. 300
Tampa, FL 33607

Vice President/Secretary

Carrie Robitaille
3101 W. Martin Luther King Jr. Blvd.
Ste. 300
Tampa, FL 33607

Vice President/Assistant Secretary

Lynda Moore
5900 N. Andrews Ave. Ste. 300
Ft. Lauderdale, FL 33309

Treasurer

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BROWN & BROWN OF DELAWARE, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TENTH DAY OF OCTOBER, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BROWN & BROWN OF DELAWARE, INC." WAS INCORPORATED ON THE TWENTY-FIRST DAY OF SEPTEMBER, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

4427295 8300

071102203



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6062917

DATE: 10-10-07