

BELL SAMUEL P III
Form 4
January 31, 2003

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

**STATEMENT OF CHANGES IN BENEFICIAL
OWNERSHIP**

[] Check this box if no longer
subject to Section 16. Form 4
or
Form 5 obligations may
continue.
See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of
the Public Utility
Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

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(Print or Type Responses)

| | | | | | | | | | |
|---|---|--|--------------------------------|--|---|-----------------------|---|--|---|
| 1. Name and Address of Reporting Person* | | 2. Issuer Name and Ticker or Trading Symbol | | 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
| Bell, III Samuel P. | | Brown & Brown, Inc. (BRO) | | <input checked="" type="checkbox"/> Director | | 10% Owner | | | |
| | | | | Officer (give title below) | | Other (specify below) | | | |
| | | | | | | | | | |
| (Last) (First) (Middle) | 3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary) | 4. Statement for Month/Day/Year | | 7. Individual or Joint/Group Filing (Check Applicable Line) | | | | | |
| 215 S. Monroe Street, 2 nd Floor | | January/2003 | | | | | | | |
| (Street) | | 5. If Amendment, Date of Original (Month/Day/Year) | | Form filed by One Reporting Person | | | | | |
| Tallahassee FL 32301 | | | | Form filed by More than One Reporting Person | | | | | |
| (City) (State) (Zip) | Table I — Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | |
| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| Common Stock, \$.10 par value | 1/31/02 | | A V | 500 | A | N/A | 8,000 | D | |
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
If the form is filed by more than one reporting person, see Instruction 4(b)(v).

**Persons who respond to the collection of
information contained
in this form are not required to respond unless the
form displays**

(Over)
SEC 1474
(9-02)

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a currently valid OMB control number.

| FORM 4 (continued) | | Table II — Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | | | | | | |
|---|--|---|--|--------------------------------------|---|---|---|--|-----|---|--|--|---|--|--|--|--|
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/ Day/ Year) | 3A. Deemed Execution Date, if any (Month/ Day/ Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 6. Date Exercisable and Expiration Date (Month/Day/ Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | | | | |
| | | | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| None | | | | | | | | | | | | | | | | | |
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Explanation of Responses:

**

Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

/s/ SAMUEL P. BELL III

**Signature of Reporting Person

Samuel P. Bell, III

1/31/03

Date

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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