

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

AMENDED FORM 12b-25

NOTIFICATION OF LATE FILING

(Check One):

SEC FILE NUMBER  
0-7201

CUSIP NUMBER  
730444-10-6

(Check One):

Form 10-K  Form 11-K  Form 20-F  Form 10-Q  Form N-SAR

For Period Ended: June 30, 2000

Transition Report on Form 10-K  Transition Report on Form 10-Q  
 Transition Report on Form 20-F  Transition Report on Form N-SAR  
 Transition Report on Form 11-K

For the Transition Period Ended: \_\_\_\_\_

READ ATTACHED INSTRUCTION SHEET BEFORE PREPARING FORM. PLEASE PRINT OR TYPE.  
Nothing in this form shall be construed to imply that the  
Commission has verified any information contained herein.

If the notification relates to a portion of the filing  
checked above, identify the Item(s) to which the notification  
relates: \_\_\_\_\_

PART I  
REGISTRANT INFORMATION

Full Name of Registrant Brown & Brown, Inc.

Former Name if Applicable

Address of Principal Executive Office (Street and Number)  
220 S. Ridgewood Avenue

City, State and Zip Code Daytona Beach, Florida 32114

PART II  
RULES 12b-25(b) and (c)

If the subject report could not be filed without unreasonable  
effort or expense and the registrant seeks relief pursuant to  
Rule 12b-25(b), the following should be completed. (Check box if  
appropriate)

(a) The reasons described in reasonable detail in Part  
III of this form could not be eliminated without  
unreasonable effort or expense;

(b) The subject annual report, semi-annual report,  
transition report on Form 10-K, Form 20-F, 11-K or  
Form N-SAR, or portion thereof will be filed on or  
before the 15th calendar day following the prescribed  
due date; or the subject quarterly report or transition  
report on Form 10-Q, or portion thereof will be filed  
on or before the fifth calendar day following the  
prescribed due date;

(c) The accountant's statement or other exhibit  
required by Rule 12b-25(c) has been attached if

applicable.

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PART III  
NARRATIVE

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State below in reasonable detail the reasons why Form 10-K, 20-F, 11-K, 10-Q, N-SAR, or the transition report or portion thereof could not be filed within the prescribed period. (Attach extra sheets if necessary.)

The Registrant was unable to file its Form 10-Q for the three months ended June 30, 2000 within the prescribed period without unreasonable effort or expense as a result of technical and other challenges and logistics involving the finalization of the Form for filing. The Form was filed via EDGAR after 5:30 p.m., but before 10:00 p.m., on August 14, 2000. Accordingly, the Form currently has an official filing date of August 15, 2000. The Registrant currently also intends to seek an adjustment to the filing date of the Form pursuant to Rule 13(b) of Regulation S-T; however, no assurance can be given that such adjustment will be given.

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PART IV  
OTHER INFORMATION

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(1) Name and telephone number of person to contact in regard to this notification

Laurel L. Grammig (813) 222-4277

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(Name) (Area Code) (Telephone Number)

(2) Have all other periodic reports required under section 13 or 15(d) of the Securities Exchange Act of 1934 or Section 30 of the Investment Company Act of 1940 during the preceding 12 months or for such shorter period that the registrant was required to file such report(s) been filed? If the answer is no, identify report(s).

X Yes \_\_\_ No

(3) Is it anticipated that any significant change in results of operations from the corresponding period for the last fiscal year will be reflected by the earnings statements to be included in the subject report or portion thereof?

\_\_\_ Yes X No

If so, attach an explanation of the anticipated change, both narratively and quantitatively, and, if appropriate, state the reasons why a reasonable estimate of the results cannot be made.

Brown & Brown, Inc.

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(Name of Registrant as specified in its charter)  
has caused this notification to be signed on its behalf by the undersigned thereunto duly authorized.

Date August 15, 2000 By: /S/ CORY T. WALKER

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Cory T. Walker, Vice President,  
Chief Financial Officer and Treasurer

INSTRUCTION: The form may be signed by an executive officer of the registrant or by any other duly authorized representative. The name and title of the person signing the form shall be typed or printed beneath the signature. If the statement is signed on behalf of the registrant by an authorized representative (other than an executive officer), evidence of the representative's authority to sign on behalf of the registrant shall be filed with the form.

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ATTENTION

Intentional misstatements or omissions of fact constitute  
Federal Criminal Violations (See 18 U.S.C. 1001).

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GENERAL INSTRUCTIONS

1. This form is required by Rule 12b-25 (17 CFR 240, 12b-25) of the General Rules and Regulations under the Securities Exchange Act of 1934.
2. One signed original and four conformed copies of this form and amendments thereto must be completed and filed with the Securities and Exchange Commission, Washington, D.C. 20549, in accordance with Rule 0-3 of the General Rules and Regulations under the Act. The information contained in or filed with the Form will be made a matter of the public record in the Commission files.
3. A manually signed copy of the form and amendments thereto shall be filed with each national securities exchange on which any class of securities of the registrant is registered.
4. Amendments to the notifications must also be filed on Form 12b-25 but need not restate information that has been correctly furnished. The form shall be clearly identified as an amended notification.
5. Electronic Filers. This form shall not be used by electronic filers unable to timely file a report solely due to electronic difficulties. Filers unable to submit a report within the time period prescribed due to difficulties in electronic filing should comply with either Rule 201 or Rule 202 of Regulation S-T or apply for an adjustment in filing date pursuant to Rule 13(b) of Regulation S-T.