

<b>OMB APPROVAL</b>	
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**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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <b>STRIANESE ANTHONY T</b>  (Last) (First) (Middle) <b>825 FAIRWAYS COURT</b> <b>SUITE 100</b>  (Street) <b>STOCKBRIDGE GA 30281</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>BROWN &amp; BROWN INC [ BRO ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>Regional Executive VP</b>
	3. Date of Earliest Transaction (Month/Day/Year) <b>02/27/2008</b>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

**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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, \$.10 par value	02/27/2008		A		37,880	A	\$0	94,479	I	Stock Performance Plan <sup>(1)</sup>
Common Stock, \$.10 par value								3,723 <sup>(2)</sup>	D	

**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 Securities Underlying Derivative Security (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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Options <sup>(3)</sup>	\$15.78							01/22/2006	03/24/2013	Common Stock	6,336	6,336	D		
Stock Options <sup>(3)</sup>	\$15.78							01/22/2007	03/24/2013	Common Stock	6,336	6,336	D		
Stock Options <sup>(3)</sup>	\$15.78							01/22/2008	03/24/2013	Common Stock	6,336 <sup>(4)</sup>	6,336	D		
Stock Options <sup>(3)</sup>	\$15.78							01/22/2009	03/24/2013	Common Stock	992 <sup>(4)</sup>	992	D		
Stock Options <sup>(3)</sup>	\$18.48	02/27/2008		A		100,000		11/26/2017 <sup>(5)</sup>	02/26/2018	Common Stock	100,000	\$18.48	100,000	D	

**Explanation of Responses:**

- These securities were granted at various dates pursuant to the Company's Stock Performance Plan. Based on the satisfaction of conditions contained in that Plan, the Reporting Person has voting rights and dividend entitlements with respect to a portion of these shares, and full ownership will not vest until the satisfaction of additional conditions.
- Owned jointly with spouse.
- Granted by the Compensation Committee of the Board of Directors pursuant to the Company's 2000 Incentive Stock Option Plan (the "Plan").
- Due to the satisfaction of conditions established pursuant to the Plan, the vesting of these options was accelerated, so that an additional 992 will vest on 1/22/2009, subject to Reporting Person's continued service with the Company as specified in the Plan.
- These options vest and become exercisable on 11/26/17 unless vesting is accelerated based on satisfaction of conditions established pursuant to the Plan.

ANTHONY STRIANESE      02/29/2008  
 \*\* Signature of Reporting Person      Date

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).

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

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.