

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

- Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
- Form 3 Holdings Reported
- Form 4 Transactions Reported

1. Name and Address of Reporting Person* Brown J. Powell (Last) (First) (Middle) 460 Virginia Drive (Street) Winter Park FL 32789 (City) (State) (Zip)		2. Issuer Name and Ticker or Trading Symbol <p style="text-align: center;">BRO</p>		6. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> X Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <p style="text-align: center;">Regional Executive Vice President</p>	
3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)		4. Statement for Month/Year <p style="text-align: center;">December/2002</p>		7. Individual or Joint/Group Reporting (check applicable line) X Form Filed by One Reporting Person Form Filed by More than One Reporting Person	
5. If Amendment, Date of Original (Month/Year)		8. Form Filed by One Reporting Person		9. Form Filed by More than One Reporting Person	

Table I 1/2 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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Stock, \$10 par value	12/3/02		G	650	A	N/A	470,793	D	Stock Performance Plan
Common Stock, \$10 par value							26,210	I(1)	
Common Stock, \$10 par value							4,844	I(2)	401(k) Plan
Common Stock, \$10 par value	12/3/02		G	295	A	N/A	1,295	I(3)	Children

* If the form is filed by more than one reporting person, see instruction 4(b)(v).

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Table II 1/2 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 at End of Year (Instr. 4)	10. Ownership of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Options(a)	9.6719						4/21/03(b)	4/20/10	Common Stock	10,340	N/A		D	N/A
							4/21/04	4/20/10	Common Stock	10,340				
							4/21/05	4/20/10	Common Stock	10,340				
							4/21/06	4/20/10	Common Stock	8,980		40,000		

Explanation of Responses:

- (1) These securities were granted at various dates throughout the year pursuant to the Company's Stock Performance Plan based on the satisfaction of conditions contained in that Plan. The recipient has voting rights and dividend entitlements with respect to these shares, but full ownership will not vest until the satisfaction of the conditions of the Plan.
- (2) These securities were acquired on a periodic basis pursuant to an employee benefit plan.
- (3) Reporting person disclaims beneficial ownership of securities owned by children who share reporting person's household. This report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for the purpose of Section 16 or for any other purpose.
- (a) Granted by the Compensation Committee of the Board Directors pursuant to the Company's 2000 Incentive Stock Option Plan (the "Plan") effective April 21, 2000. Consideration for granted options is grantee's performance and continued service with Company as specified in the Plan.
- (b) Due to the satisfaction of conditions established pursuant to the Plan, the vesting of these options will be accelerated, so that 10,340 options will vest and become exercisable on April 21, 2003, 10,340 will vest and become exercisable on April 21, 2004, 10,340 will vest and become exercisable on April 21, 2005, and 8,980 will vest and become exercisable on April 21, 2006.

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

/s/ J. POWELL BROWN
J. Powell Brown **Signature of Reporting Person Date 2/4/03

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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