

217838

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Articles of Amendment
filed 5-8-95

5 pgs.

217838

Akerman, Senterfitt & Edison
 (Requestor's Name)
216 S. Monroe St
 (Address)
VT 055 222-3471
 (City, State, Zip) (Phone #)

800001479348
 -05/08/95-01062-020
 *****3.75 *****3.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

- The Wakenhut Corporation (Corporation Name) _____ (Document #) _____
- _____ (Corporation Name) _____ (Document #) Amended
- _____ (Corporation Name) _____ (Document #) _____
- _____ (Corporation Name) _____ (Document #) _____

FILED
 95 MAY -8 PM 2:38
 SECRETARY
 TALLMAN

- Walk in Pick up time _____ Certified Copy
- Mail out Will wait Photocopy Certificate of Status & date stamped copy

| NEW FILINGS | |
|--------------------------|-------------------|
| <input type="checkbox"/> | Profit |
| <input type="checkbox"/> | NonProfit |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication |
| <input type="checkbox"/> | Other |

| AMENDMENTS | |
|-------------------------------------|--------------------------------------|
| <input checked="" type="checkbox"/> | Amendment |
| <input type="checkbox"/> | Resignation of R.A. Officer/Director |
| <input type="checkbox"/> | Change of Registered Agent |
| <input type="checkbox"/> | Dissolution/Withdrawal |
| <input type="checkbox"/> | Merger |

| OTHER FILINGS | |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report |
| <input type="checkbox"/> | Fictitious Name |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION QUALIFICATION | |
|----------------------------|---------------------|
| <input type="checkbox"/> | Foreign |
| <input type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/> | Reinstatement |
| <input type="checkbox"/> | Trademark |
| <input type="checkbox"/> | Other |

001789, 00544
 00672

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 8, 1995

Akerman, Senterfitt & Eidson
216 S. Monroe St.
Tallahassee, FL 32301

SUBJECT: THE WACKENHUT CORPORATION
Ref. Number: 217838

We have received your document for THE WACKENHUT CORPORATION and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The ~~name~~ and capacity of the person signing the document must be noted beneath or opposite the signature.

If you have any questions concerning the filing of your document, please call (904) 487-6907.

Annette Hogan
Corporate Specialist

Letter Number: 095A00022687

Will Wait

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
THE WACKENHUT CORPORATION,
a Florida corporation**

FILED
95 MAY -8 PM 2:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to provisions of Section 607.1006 of the Florida Business Corporation Act, The Wackenhut Corporation, a Florida corporation (the "Corporation"), hereby adopts the following Articles of Amendment:

(a) The name of the Corporation is **THE WACKENHUT CORPORATION.**

(b) The following amendment was duly adopted by the Corporation's Board of Directors pursuant to Section 607.1002 of the Florida Business Corporation Act without shareholder action and shareholder action on this amendment was not required. Article III of the Corporation's Articles of Incorporation is amended to read as follows:

ARTICLE III

The maximum number of shares of stock that the Corporation shall be authorized to issue shall be 30,000,000 shares which are to be divided into two classes as follows:

20,000,000 shares of Common Stock, par value \$0.10 per share, of which 4,108,885 shares are authorized to be issued as Series A Common Stock and 6,420,000 shares are authorized to be issued as Series B Common Stock; and

10,000,000 shares of Preferred Stock.

The Common Stock may be created and issued from time to time in one or more series with voting rights for each series as determined by the Board of Directors of the Corporation and set forth in the resolution or resolutions providing for the creation and issuance of the stock in such series. The Preferred Stock may be created and issued from time to time in one or more series with such designations, preferences, limitations, conversion rights, cumulative, relative, participating, optional or other rights, including voting rights, qualifications, limitations or restrictions thereof as determined by the Board of Directors of the Corporation and set forth in the resolution or resolutions providing for the creation and issuance of the stock in such series.

The Corporation has authorized the issuance of a series of Common Stock consisting of 4,108,885 shares of voting Common Stock, par value \$.10 per share which shall be designated as the Series A Common Stock. The Corporation has authorized the issuance of a series of Common Stock consisting of 6,420,000 shares of non-voting Common Stock, par value \$.10 per share which shall be designated as the Series B Common Stock. The Series A Common Stock and the Series B Common Stock shall be identical in all respects, except that the Series B Common Stock shall have no right to vote.

(c) The foregoing amendment to the Articles of Incorporation of the Corporation was duly adopted by the Corporation's Board of Directors on April 29 1995, pursuant to Section 607.1002 of the Florida Business Corporation Act.

(d) In accordance with Section 607.0123(1)(a) of the Florida Business Corporation Act, this amendment shall be effective upon filing of these Articles of Amendment with the Department of State of the State of Florida.

The undersigned officer of the Corporation has executed these Articles of Amendment this 5th day of May, 1995.

THE WACKENHUT CORPORATION,
a Florida corporation

By: [Signature]
Title: Vice President

James P. Rowan