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*25*



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 891026 156084A

AUTHORIZATION :

*Patricia Pizante*

COST LIMIT : \$ 35.00

ORDER DATE : September 17, 2004

ORDER TIME : 10:19 AM

ORDER NO. : 891026-005

CUSTOMER NO: 156084A

CUSTOMER: Mr. Carmelo Sanjuan  
The Wackenhut Corporation  
Suite 100  
4200 Wackenhut Drive  
Palm Beach, FL 33410-4243

DOMESTIC AMENDMENT FILING

NAME: THE WACKENHUT CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea -- EXT# 2914

EXAMINER'S INITIALS: \_\_\_\_\_

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**ARTICLES OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION  
OF**

**THE WACKENHUT CORPORATION, a Florida corporation**

Pursuant to the Florida Business Corporation Act, the Articles of Incorporation ("Articles of Incorporation") of **The Wackenhut Corporation**, a Florida corporation (the "Corporation"), are amended as follows:

1. Article VIII is hereby amended and restated as follows:

**ARTICLE VIII. INDEMNIFICATION**

Any person who is or was an officer, director or employee of the Corporation and who is or was a party to any threatened, pending or completed action, suit or proceeding, by reason of the fact that he or she is or was a director, officer or employee of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, shall be indemnified by the Corporation to the full extent permitted by law, as limited by Section 607.0850 of the Florida Business Corporation Act or any successor statute, against all expenses and liabilities incurred in connection with such action, suit or proceeding, including any appeal thereof. Such persons shall also be entitled to advancement of expenses incurred in defending an action, suit or proceeding in advance of its final disposition to the full extent permitted by law, subject to the conditions imposed by law. The right of indemnification under this article shall be in addition to and not exclusive of all other rights to which persons entitled to indemnification hereunder may be entitled as a matter of law.

In accordance with Section 607.0123(1)(b) of the Florida Business Corporation Act, this Amendment shall be effective as of July 26, 2004.

The foregoing Amendment to the Articles of Incorporation of the Corporation adopted, approved and ratified by the Corporation's shareholders resolution dated July 26, 2004, with the number of votes cast for such Amendment by the shareholders being sufficient for approval, in accordance with the applicable provisions of the Florida Business Corporation Act.

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**IN WITNESS WHEREOF**, the undersigned has executed these Articles of Amendment  
as of this 29<sup>th</sup> day of July 2004.

THE WACKENHUT CORPORATION

  
\_\_\_\_\_  
Gary A Sanders  
Chairman of The Board &  
Chief Executive Officer