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BASIC AMENDMENT
THE GEO GROUP, INC.

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**ARTICLES OF AMENDMENT
TO THE
AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF
THE GEO GROUP, INC.**

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act (the "FBCA"), Article I of the Articles of Incorporation of The Geo Group, Inc., a Florida corporation (the "Corporation"), is amended in its entirety to read as follows:

ARTICLE I

The name of the Corporation shall be:

GEO FLORIDA, INC.

Except as provided for above, the Articles of Incorporation of the Corporation, as previously in effect prior to the date of this amendment, shall remain unchanged.

The amendment made herein to the Articles of Incorporation of the Corporation was recommended to the sole shareholder of the Corporation by the Board of Directors and approved by the written consent of the sole shareholder of the Corporation and the directors of the Corporation on the date of these Articles of Amendment, in accordance with Sections 607.0704 and 607.1003 of the FBCA. These approvals are sufficient to approve the actions taken herein for purposes of the FBCA.

The foregoing amendment shall be effective as of the date of filing of these Articles of Amendment.

IN WITNESS WHEREOF, the undersigned officer of the Corporation has executed these Articles of Amendment on behalf of the Corporation as of this 25th day of November, 2003.


John J. Bulfin, Secretary

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