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COMPANIES FORM NO.123

Notice of increase
in nominal capital

123

Pursuant to section 123 of the Companies Act 1985

To the Registrar of Companies

For official use

Company number

2878845

Name of company

WACKENHUT CORRECTIONS (UK) LIMITED

gives notice in accordance with section 123 of the above Act that by resolution of the company
dated 03/12/1999 the nominal capital of the company has been

increased by £ 999000.00 beyond the registered capital of £ 1000.00

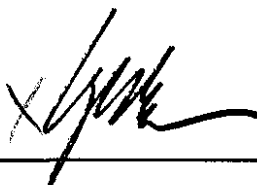
A copy of the resolution authorising the increase is attached.

The conditions (e.g. voting rights, dividend rights, winding-up rights etc.) subject to which the new
shares have been or are to be issued are as follow:

The new shares shall rank pari passu with the existing share capital
of the Company.

Please tick here if
continued overleaf

Signed



Designation

† Director

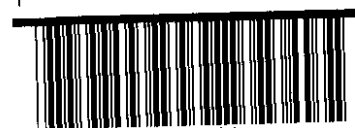
Date Dec 14, 1999

Presentor's name address and
reference (if any):

BAKER & MCKENZIE, SOLICITORS
100 NEW BRIDGE STREET
LONDON. EC4V 6JA
Ref: MGW/MDH
Tel: 0171 919 1837

For official Use
General Section

Post room



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† Insert Director,
Secretary
Etc