STATE OF TENNESSEE
Tre Hargett, Secretary of State
Division of Business Services
William R. Snodgrass Tower
312 Rosa L. Parks AVE, 6th FL
Nashville, TN 37243-1102

Davidson County CHARTER
Recvd: 12/27/12 11:36 4 pgs
Fees:7.00 Taxes:0.00
20121227-0119316

CORRECTIONS CORPORATION OF AMERICA
10 BURTON HILLS BLVD
NASHVILLE, TN 37215-6105

December 26, 2012

Control # 359774 Effective Date: 12/31/2012

Document Receipt

Receipt # : 865606	Filing Fee:	$100.00
Payment-Check/MO - CFS-1, NASHVILLE, TN		$100.00

ACKNOWLEDGMENT OF MERGER

CCA PROPERTIES OF TENNESSEE, LLC (TENNESSEE) (Qualified Non-survivor)

merged into **CORRECTIONS CORPORATION OF AMERICA (MARYLAND) (Qualified Survivor)**

This will acknowledge the filing of the attached Articles of Merger with an effective date as indicated above.

When corresponding with this office or submitting documents for filing, please refer to the control number given above.

Tre Hargett
Secretary of State

Processed By: Cynthia Dunn

FILED

Received by Tennessee Secretary of State Tre Hargett, 12/26/2012, 15:39:43, 7126-1442

CERTIFICATE OF MERGER

Pursuant to Sec. 48-249-702 of the Tennessee Revised Limited Liability Company Act, the undersigned limited liability companies (or limited liability company and other business entity) submit the following Certificate of Merger:

1. The name and jurisdiction of each constituent party to the merger are:

Name	Jurisdiction	Date of Organization/Formation
Corrections Corporation of America	Maryland	September 24, 1998
CCA Properties of Tennessee, LLC	Tennessee	December 23, 2002

2. A plan of merger has been approved and executed by each constituent party to the merger.

3. The name of the surviving entity is Corrections Corporation of America.

4. The merger is to become effective at 6:00 p.m. (Eastern time) on December 31, 2012.

5. The plan of merger is on file at a place of business of the surviving entity, which is located at 10 Burton Hills Boulevard, Nashville, Tennessee 37215.

6. A copy of the plan of merger will be furnished by the surviving entity, on request and without cost, to any member of any domestic limited liability company or any persons holding an interest in any other entity which is or was a party to the merger.

7. The surviving entity agrees that it may be served with process in Tennessee in any action, suit or proceeding for the enforcement of any obligation of any entity which is a party to the merger, irrevocably appointing the Secretary of State as its agent to accept service of process in any such action, suit or proceeding. The address to which a copy of such process shall be mailed to it by the Secretary of State is 10 Burton Hills Boulevard, Nashville, Tennessee 37215.

(Signature Page Follows)

Date: December 26, 2012

CORRECTIONS CORPORATION OF AMERICA, a Maryland corporation

By: _____

Name: Damon T. Hininger

Title: Chief Executive Officer and President

Date: December 26, 2012

CCA PROPERTIES OF TENNESSEE, LLC, a Tennessee limited liability company

By: _____

Name: Damon T. Hininger

Title: Chief Executive Officer and President

Received by Tennessee Secretary of State Tre Hargett, 12/26/2012, 15:30:41, 7126.1A43

Affidavit

I, Danielle Burns , do hereby make oath that I am the custodian of the electronic version of the attached document tendered for registration herewith and that this is a true and correct copy of the original document executed and authenticated according to law.

Danielle Burns

Signature

State of Tennessee

County of Davidson

Personally appeared before me, Ruth F. Arnold, a notary public for this county and state, Danielle Burns

who acknowledges that this certification of an electronic document is true and correct and whose signature I have witnessed.

Ruth F. Arnold

Notary signature

My Commission Expires: August 17, 2015

Notary Seal:

