

9500002656

FRANKLIN TEMPLETON
CORPORATION,
200 Central
St. Petersburg, FL 33701-3628
813/823-8712 800/474-2001

AIRBORNE

May 31, 1995

Ms. Beth Register
Qualification/Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

Re: Templeton Russia Fund, Inc.
Qualification in the State of Florida

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

Dear Beth:

We wish to register the above-referenced corporation in the State of Florida. Pursuant to your instructions, I enclose the following documentation in order to effect this qualification:

- (1) Application by Foreign Corporation for Authorization to Transact Business in Florida.
- (2) Check in the amount of \$131.25.
- (3) Certificate of Good Standing from the State of Maryland.

Please forward a certified copy of the certificate of status to my attention in the Airborne Express envelope that I have enclosed. If you have any questions, please call me at 800/237-0738, Ext. 7662.

Thanks for your assistance in this matter.

Thank you.

Sincerely,

Susan C. Parks
Certified Legal Assistant

Enclosures

cc: Thomas M. Mistele
John K. Carter

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TRANSMITTAL LETTER

**TO: QUALIFICATION/REGISTRATION SECTION
DIVISION OF CORPORATIONS**

SUBJECT: Templeton Russia Fund, Inc.

(Name of corporation)

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Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Thomas M. Mistele

(Name of Person)

Franklin Templeton Distributors

(Firm/Company)

700 Central Avenue

(Address)

St. Petersburg, FL 33701

(City, State and Zip Code)

Should you need to call someone concerning this matter, please call:

Susan C. Parks

(Name of Person)

at (813) 823 - 8712

Area Code & Daytime Telephone Number

COURIER ADDRESS:

Qualification/Registration Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Registration Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACT BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:**

1. Templeton Russia Fund, Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Maryland 3. 65-0525725
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. September 30, 1994 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. June 8, 1995
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. 500 East Broward Blvd.
Ft. Lauderdale, Florida 33394
(Current mailing address)
8. Closed-End Management Investment Company
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:
Name: Thomas M. Mistele
Office Address: 700 Central Avenue
St. Petersburg, Florida, 33701
(Zip Code)

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10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: See Attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See Attached

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.



(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

Thomas M. Mistele, Secretary

(Typed or printed name and capacity of person signing application)

TEMPLETON RUSSIA FUND, INC.

Item #12 of "Application by Foreign Corporation for Authorization to Transact Business in Florida":

TITLE	NAMES OF OFFICERS & DIRECTORS	ADDRESS CITY & STATE
V/D	Flanagan, Martin L.	777 Mariners Island Blvd. San Mateo, CA 94404-1585
T	Baio, James R.	500 E. Broward Blvd. Ft. Lauderdale, FL 33394
AS	Steele, Jeffrey L.	1500 K Street Washington, D.C. 20005
AT	Collins, Jack L.	700 Central Ave. St. Petersburg, FL 33701
D	Macklin, Gordon S.	8212 Burning Tree Road Bethesda, MD 20817
V	Kay, John R.	500 E. Broward Blvd. Ft. Lauderdale, FL 33394
D	Brady, Nicholas	The Bullitt House 102 E. Dover St. Easton, MD 21601
P	Mobius, J. Mark	Two Exchange Square Hong Kong
C/D/V	Johnson, Charles B.	777 Mariners Island Blvd. San Mateo, CA 94404-1585
V	Holowesko, Mark G.	Lyford Cay Nassau, Bahamas
V	Forester, Samuel J., Jr.	500 E. Broward Blvd. Ft. Lauderdale, FL 33394

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TEMPLETON RUSSIA FUND, INC.

(Continued)

Item #12 of "Application by Foreign Corporation for Authorization to Transact Business in Florida":

TITLE	NAMES OF OFFICERS & DIRECTORS	ADDRESS CITY & STATE
S	Mistele, Thomas M.	700 Central Avenue St. Petersburg, FL 33701
D	Ashton, Harris J.	Metro Center - One Station Pl. Stamford, CT 06902
D	Fortunato, S. Joseph	200 Campus Drive Florham Park, NJ 07932
D	Harmon E. Burns	777 Mariners Island Blvd. San Mateo, CA 94404-1585
D	Hasso-G von Diergardt-Naglo	Rural Route 3 Stouffville, Ontario Canada L4A 7X4
D	F. Bruce Clarke	19 Vista View Blvd. Thornhill, Ontario Canada L4J2A5
D	Betty P. Krahmer	2201 Kentmere Parkway Wilmington, DE 19806
D	Fred R. Millsaps	2665 Northeast 37th Drive Ft. Lauderdale, FL 33308
D	Andrew H. Hines, Jr.	150 2nd Avenue N., Suite 1600 St. Petersburg, FL 33701
D	John W. Galbraith	360 Central Avenue Suite 1300 St. Petersburg, FL 33701

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 DIVISION OF CORPORATIONS
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STATE OF MARYLAND

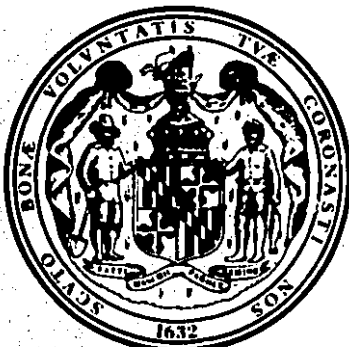
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DEPARTMENT OF ASSESSMENTS AND TAXATION

301 West Preston Street Baltimore, Maryland 21201

I, NANCY GRUENINGER OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT SAID DEPARTMENT, BY THE LAWS OF SAID STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATE CHARTERS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE; AND I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT TEMPLETON RUSSIA FUND, INC. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND SAID CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN THE STATE OF MARYLAND.



IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE THIS 4TH DAY OF MAY, 1995.

Nancy Gruening
NANCY GRUENINGER
ADMINISTRATIVE OFFICER

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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