

**FILE NOW: FILING FEE AFTER MAY 1 IS \$550.00**

**FILED**  
**May 06 1997 8:00am**  
**Secretary of State**

PROFIT CORPORATION ANNUAL REPORT <b>1997</b>		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortfham</b> Secretary of State DIVISION OF CORPORATIONS
--	---	--

**DOCUMENT # F95000002656 (5)**  
 1. Corporation Name  
**TEMPLETON RUSSIA FUND, INC.**



Principal Place of Business <b>500 E. BROWARD BLVD. FT. LAUDERDALE FL 33394</b>	Mailing Address <b>500 E. BROWARD BLVD. FT. LAUDERDALE FL 33394-3002</b>
--	---

2. Principal Place of Business <b>21 SAME</b>		2a. Mailing Address <b>26 SAME</b>		3. Date Incorporated or Qualified <b>06/01/1995</b>	3a. Date of Last Report <b>05/01/1996</b>
Suite, Apt. #, etc. <b>22</b>		Suite, Apt. #, etc. <b>27</b>		4. FEI Number <b>65-0525725</b>	Applied For Not Applicable
City & State <b>23</b>		City & State <b>28</b>		5. Certificate of Status Desired <input checked="" type="checkbox"/>	<b>\$8.75 Additional Fee Required</b>
Zip <b>24</b>	Country <b>25</b>	Zip <b>29</b>	Country <b>30</b>	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	<b>\$5.00 May Be Added to Fees</b>
				8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

9. Name and Address of Current Registered Agent <b>MISTELE, THOMAS M 700 CENTRAL AVE. ST. PETERSBURG FL 33701</b>				10. Name and Address of New Registered Agent			
				81 Name <b>Barbara J. Green</b>			
				82 Street Address (P.O. Box Number is Not Acceptable) <b>500 E. Broward Blvd.</b>			
				83 <b>Suite 2100</b>			
				84 City <b>Ft. Lauderdale</b>	85 State <b>FL</b>	Zip Code <b>33394</b>	

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE *Barbara J. Green* **BARBARA J. GREEN, SECRETARY** DATE **4/25/97**

Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	<b>VD</b> <input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>FLANAGAN, MARTIN L</b>	1.2 NAME	
STREET ADDRESS	<b>777 MARINERS ISLAND BLVD.</b>	1.3 STREET ADDRESS	
CITY-ST-ZIP	<b>SAN MATEO CA 94404-1585</b>	1.4 CITY-ST-ZIP	
TITLE	<b>T</b> <input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>BAJO, JAMES R</b>	2.2 NAME	
STREET ADDRESS	<b>500 E. BROWARD BLVD.</b>	2.3 STREET ADDRESS	
CITY-ST-ZIP	<b>FT. LAUDERDALE FL 33394</b>	2.4 CITY-ST-ZIP	
TITLE	<b>AS</b> <input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>STEELE, JEFFREY L</b>	3.2 NAME	
STREET ADDRESS	<b>1500 K ST.</b>	3.3 STREET ADDRESS	
CITY-ST-ZIP	<b>WASHINGTON DC 20005</b>	3.4 CITY-ST-ZIP	
TITLE	<b>D</b> <input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>MACKLIN, GORDON S</b>	4.2 NAME	
STREET ADDRESS	<b>8212 BURNING TREE ROAD</b>	4.3 STREET ADDRESS	
CITY-ST-ZIP	<b>BETHESDA MD 20817</b>	4.4 CITY-ST-ZIP	
TITLE	<b>V</b> <input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>KAY, JOHN R</b>	5.2 NAME	
STREET ADDRESS	<b>500 E. BROWARD BLVD.</b>	5.3 STREET ADDRESS	
CITY-ST-ZIP	<b>FT. LAUDERDALE FL 33394</b>	5.4 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		6.4 CITY-ST-ZIP	

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE *Barbara J. Green* **BARBARA J. GREEN** DATE **4/25/97** (954) 527-7577

CR2E034 (9/96)

**TEMPLETON RUSSIA FUND, INC.**

**Continuation of Question No. 12 (Names and Addresses of Each Officer and Director):**

<u>Title</u>	<u>Names of Officers &amp; Directors</u>	<u>Street Address/City &amp; State</u>
V	Holowesko, Mark G.	Lyford Cay Nassau, Bahamas N/A
CVD	Johnson, Charles B.	777 Mariners Island Blvd. San Mateo, CA 94404-1585
P	Mobius, J. Mark	Two Exchange Square Hong Kong
VD	Burns, Harmon E.	777 Mariners Island Blvd. San Mateo, CA 94404-1585
D	Krahmer, Betty P.	2201 Kentmere Parkway Wilmington, Delaware 19806
D	Millsaps, Fred R.	2665 NE 37th Drive Ft. Laud., FL 33308
D	Ashton, Harris J.	Metro Center One Station Place Stamford, CT 06904
D	Holiday, Edith E.	3239 38th Street, N.W. Washington, DC 20016
D	Hines, Andrew H., Jr.	150 2nd Avenue N., Ste 1170 St. Petersburg, FL 33701
D	Fortunato, S. Joseph	200 Campus Drive Florham Park, NJ 07932
V	Forester, Samuel J., Jr.	500 East Broward Blvd. Ft. Lauderdale, FL 33394
S	Green, Barbara J.	500 East Broward Blvd. Ft. Lauderdale, FL 33394
D	Brady, Nicholas F.	The Bullitt House 102 E. Dover Street Easton, MD 21601
D	Galbraith, John Wm.	360 Central Avenue, Ste 1300 St. Petersburg, FL 33701
V	Johnson, Rupert H., Jr.	777 Mariners Island Blvd. San Mateo, CA 94404-1585
V	Gatzek, Deborah, R.	777 Mariners Island Blvd. San Mateo, CA 94404-1585

TEMPLETON RUSSIA FUND, INC.

Continuation of Question No. 12 (Names and Addresses of Each Officer and Director):

<u>Title</u>	<u>Names of Officers &amp; Directors</u>	<u>Street Address/City &amp; State</u>
V	Johnson, Charles E.	500 E. Broward Blvd. Ft. Lauderdale, FL 33394
V	Knoblock, Elizabeth M.	500 E. Broward Blvd. Ft. Lauderdale, FL 33394
A/T	DeBellis, Karen P.	700 Central Avenue St. Petersburg, FL 33701