

F95000002656

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

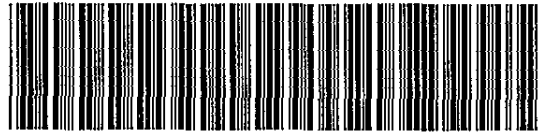
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



600015548276

04/24/03--01027--005 **193.75

FILED
03 APR 24 AM 8:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

nc
T. Lewis 4/24/03

FRANKLIN TEMPLETON INVESTMENTS

100 Fountain Parkway
St. Petersburg, FL 333716-1205
Facsimile 727.299.8752
Telephone 727.299.7631

April 21, 2003

Division of Corporation
409 East Gaines Street
Tallahassee, FL 32399

Re: **Templeton Russia and East European Fund, Inc.**

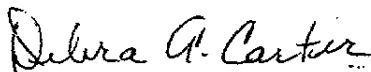
Dear Sir/Madam:

Please find enclosed original executed Uniform Business Report (UBR) for Authorization to Transact Business in Florida and an Amendment to the Application for the above referenced Templeton Fund.

Also please find enclosed a check in the amount of one hundred ninety-three dollars and seventy-five cents (\$193.75) in payment of the required \$158.75 filing fee and Certificate of Status and the required \$35.00 filing fee for the Amendment to the Application. In addition, **please have the extra copy of this letter date stamped and returned to in the enclosed self-addressed, stamped envelope.**

Please notify me if you need any additional informational at 1-800/237-0738, ext. 37631.

Sincerely,



Debra A. Carter
Paralegal

Enclosures

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Sincerely,



Debra A. Carter
Paralegal

Enclosures

**NOT FOR PROFIT CORPORATION
APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION TO FILE
AMENDMENT TO APPLICATION FOR CONDUCTING AFFAIRS IN FLORIDA**
(Pursuant to s. 617.1504, F.S.)

**SECTION I
(1-3 MUST BE COMPLETED)**

F95000002656
(Document Number of Corporation (If known))

1. Templeton Russia Fund, Inc.
(Name of corporation as it appears on the records of the Department of State)
2. Maryland 3. June 1, 1995
(Incorporated under laws of) (Date authorized to conduct affairs in Florida)

SECTION II

(4-8 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? July 31, 2002

5. Templeton Russia and East European Fund, Inc.
(Name of corporation after the amendment, adding suffix "corporation," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation. "Company," or "Co.," may not be used as a corporate suffix by a nonprofit corporation)

6. If the amendment changes the period of duration, indicate new period of duration and the date the change was effected.


_____ (New duration) _____ (Date)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction and the date the change was effected.

_____ (New jurisdiction) _____ (Date)

8. If the purpose which the corporation intends to pursue in Florida has changed, indicate new purpose.

(The corporation is authorized to pursue such purpose in the jurisdiction of its incorporation)


(Signature of the chairman or vice chairman of the board, president, or any officer, or if the corporation is in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary)

Lori A. Weber
(Typed or printed name)

4/15/03

(Date)

Assistant Secretary
(Title)

FILED
03 APR 21 AM 8:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ENTITY TYPE: ORDINARY BUSINESS - STOCK
STOCK: Y
CLOSE: N
EFFECTIVE DATE: 07-12-2002
PRINCIPAL OFFICE: CORPORATION TRUST INCORPORATED
32 SOUTH STREET MD 21202
RESIDENT AGENT: THE CORPORATION TRUST INCORPORATED
300 E LOMBARD ST
BALTIMORE MD 21202

COMMENTS:
EFFECTIVE DATE OF 07/31/02 AT 12:01 A.M.
THIS AMENDMENT RECORD INDICATES THE NAME CHANGE
FROM: TEMPLETON RUSSIA FUND, INC.
TO: TEMPLETON RUSSIA AND EAST EUROPEAN FUND, INC..

** EXPEDITED SERVICE **

** KEEP WITH DOCUMENT **

DOCUMENT CODE 09A BUSINESS CODE _____

103979218

Close _____ Stock _____ Nonstock _____

P.A. _____ Religious _____

Merging (Transferor) _____

Surviving (Transferee) _____



1000361987249723

ID # D03979218 ACK # 1000361987249723
LIBER: B00404 FOLIO: 0224 PAGES: 0002
TEMPLETON RUSSIA AND EAST EUROPEAN FUND
, INC.

07/12/2002 AT 03:18 P WO # 0000616132

New Name Templeton Russia
and East European
Fund, Inc.

FEES REMITTED

Base Fee: 20
Org. & Cap. Fee: _____
Expedite Fee: 20
Penalty: _____
State Recordation Tax: _____
State Transfer Tax: _____
1 Certified Copies _____
Copy Fee: 7
Certificates _____
Certificate of Status Fee: _____
Personal Property Filings: _____
Other: _____
TOTAL FEES: 97

Change of Name
____ Change of Principal Office
____ Change of Resident Agent
____ Change of Resident Agent Address
____ Resignation of Resident Agent
____ Designation of Resident Agent
and Resident Agent's Address
____ Change of Business Code

____ Adoption of Assumed Name

____ Other Change(s)

Credit Card _____ Check _____ Cash _____

____ Documents on 9 Checks

Approved By: _____

Keyed By: C. Boulware

COMM T(S): _____

Code 7

Attention: _____

Mail to Address: _____

*Note
Effective
Date*

Stamp Work Order and Customer Number HERE

POSTAL SERVICE
SUBMIT TO: 0600926414
STAMP WORK ORDER: 0000616132
DATE: 07-12-2002 03:18 PM
PHONE: 497-65

State of Maryland
Department of
Assessments and Taxation

Charter Division



Parris N. Glendening
Governor

Ronald W. Wineholt
Director

Paul B. Anderson
Administrator

THE CORPORATION TRUST INCORPORATED
300 E LOMBARD ST
BALTIMORE MD 21202-3219

Date: 07-15-2002

This letter is to confirm acceptance of the following filing:

ENTITY NAME: TEMPLETON ROSSIA AND EAST EUROPEAN FUND, INC.
DEPARTMENT ID : D03979218
TYPE OF REQUEST : ARTICLES OF AMENDMENT / NAME CHANGE
DATE FILED : 07-12-2002
TIME FILED : 03:18-PM
RECORDING FEE : \$20.00
EXPEDITED FEE : \$70.00
COPY FEE : \$7.00
FILING NUMBER : 1000361987249723
CUSTOMER ID : 0000920414
WORK ORDER NUMBER : 0000616332

PLEASE VERIFY THE INFORMATION CONTAINED IN THIS LETTER. NOTIFY THIS DEPARTMENT IN WRITING IF ANY INFORMATION IS INCORRECT. INCLUDE THE CUSTOMER ID AND THE WORK ORDER NUMBER ON ANY INQUIRIES. EVERY YEAR THIS ENTITY MUST FILE A PERSONAL PROPERTY RETURN IN ORDER TO MAINTAIN ITS EXISTENCE EVEN IF IT DOES NOT OWN PERSONAL PROPERTY. A BLANK RETURN WILL BE MAILED BY FEBRUARY OF THE YEAR FOR WHICH THE RETURN IS DUE.

TEMPLETON RUSSIA FUND, INC.
ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

Effecture
Date: 31, 2002
July 12:01 A

Templeton Russia Fund, Inc., a Maryland corporation (the "Corporation"), having its principal office in Baltimore, Maryland, hereby certifies to the State Department of Assessments and Taxation of the State of Maryland that:

FIRST: The Articles of Incorporation of the Corporation (the "Articles") are hereby amended by striking out Article SECOND of the Articles and inserting in lieu thereof the following:

"SECOND: The name of the Corporation is
TEMPLETON RUSSIA AND EAST EUROPEAN FUND, INC."

SECOND: This Amendment to the Articles as hereinabove set forth has been advised by the Board of Directors and approved by the stockholders of the Corporation.

THIRD: This Amendment to the Articles as hereinabove set forth shall be effective as of 12:01 a.m. on the 31st day of July, 2002.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be signed in its name and on its behalf by its undersigned authorized officers who acknowledge that these Articles of Amendment are the act of the Corporation, that to the best of their knowledge, information and belief, the matters and facts set forth herein relating to the authorization and approval of these Articles of Amendment are true in all material respects, and that this statement is made under the penalties of perjury.

Presented and witnessed as of this 3rd day of July, 2002.

TEMPLETON RUSSIA FUND, INC.

By: *Barbara J. Green*
Barbara J. Green
Vice President and Secretary

WITNESS: *Lori A. Weber*
Lori A. Weber
Assistant Secretary

FILED
JUL 15 2002
BALTIMORE, MD
12:01 PM

Doc. #556329v.1

STATE OF MARYLAND
I hereby certify that this is a true and complete copy of the 2
page document on file in this office. DATED: 7/15/02
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
BY: *Jacqueline C. Givens*, Custodian
This stamp replaces our previous certification system. Effective: 6/95