

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

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

**PROFIT CORPORATION  
ANNUAL REPORT  
1997**



FLORIDA DEPARTMENT OF STATE  
**Sandra B. Morham**  
Secretary of State  
DIVISION OF CORPORATIONS

**DOCUMENT # P32845 (0)**  
1. Corporation Name  
**TEMPLETON CAPITAL ACCUMULATOR FUND, INC.**



Principal Place of Business: **500 E. BROWARD BLVD. FT. LAUDERDALE FL 33394**  
Mailing Address: **500 E. BROWARD BLVD. FT. LAUDERDALE FL 33394-3002**

3. Date Incorporated or Qualified: **02/18/1991**  
3a. Date of Last Report: **05/01/1996**

2. Principal Place of Business: **21 SAME**  
2a. Mailing Address: **26 SAME**  
22 Suite, Apt. #, etc.  
27 Suite, Apt. #, etc.  
23 City & State  
28 City & State  
24 Zip  
25 Country  
29 Zip  
30 Country

4. FEI Number: **59-3040143**  
Applied For:  Not Applicable  
5. Certificate of Status Desired:  **\$8.75 Additional Fee Required**  
6. Election Campaign Financing Trust Fund Contribution:  **\$5.00 May Be Added to Fees**  
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes:  Yes  No

9. Name and Address of Current Registered Agent  
**MISTELE, THOMAS M.  
700 CENTRAL AVE.  
ST. PETERSBURG FL 33733-3628**

10. Name and Address of New Registered Agent  
81 Name: **Barbara J. Green**  
82 Street Address (P.O. Box Number is Not Acceptable): **500 E. Broward Blvd.**  
83 Suite: **2100**  
84 City: **Ft. Lauderdale** FL 85 Zip Code: **33394**

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** **April 25, 1997**  
Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS

TITLE	<b>P</b>	<input type="checkbox"/> DELETE
NAME	<b>MOTYL, GARY P</b>	
STREET ADDRESS	<b>500 E. BROWARD BLVD.</b>	
CITY-ST-ZIP	<b>FT. LAUDERDALE FL 33394-3091</b>	
TITLE	<b>V</b>	<input type="checkbox"/> DELETE
NAME	<b>FLANAGAN, MARTIN L.</b>	
STREET ADDRESS	<b>777 MARINERS ISLAND BLVD.</b>	
CITY-ST-ZIP	<b>SAN MATEO CA 94404-1585</b>	
TITLE	<b>VCD</b>	<input type="checkbox"/> DELETE
NAME	<b>JOHNSON, CHARLES B</b>	
STREET ADDRESS	<b>777 MARINERS ISLAND BLVD.</b>	
CITY-ST-ZIP	<b>SAN MATEO CA 94404-1585</b>	
TITLE	<b>S</b>	<input checked="" type="checkbox"/> DELETE
NAME	<b>MISTELE, THOMAS M.</b>	
STREET ADDRESS	<b>700 CENTRAL AVE.</b>	
CITY-ST-ZIP	<b>ST. PETERSBURG FL 33701-3628</b>	
TITLE	<b>T</b>	<input type="checkbox"/> DELETE
NAME	<b>BAIO, JAMES R.</b>	
STREET ADDRESS	<b>500 E. BROWARD BLVD.</b>	
CITY-ST-ZIP	<b>FT. LAUDERDALE FL 33394</b>	
TITLE	<b>VD</b>	<input type="checkbox"/> DELETE
NAME	<b>JOHNSON, CHARLES E</b>	
STREET ADDRESS	<b>777 MARINERS ISLAND BLVD.</b>	
CITY-ST-ZIP	<b>SAN MATEO CA 94404-1585</b>	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
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** **April 25, 1997**

CR2E034 (9/96)

TEMPLETON CAPITAL ACCUMULATOR 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>
S	Green, Barbara J.	500 E. Broward Blvd. Ft. Lauderdale, FL 33394
AS	Steele, Jeffrey L.	1500 K Street Washington, D.C. 20005
V	Holowesko, Mark G.	Lyford Cay Nassau, Bahamas N/A
D	Hines, Andrew H., Jr.	150 2nd Avenue N., Ste 1170 St. Petersburg, FL 33701
D	Krahmer, Betty P.	2201 Kentmere Parkway Wilmington, DE 19806
D	Millsaps, Fred R.	2665 NE 37th Drive Ft. Lauderdale, FL 33308
D	Ashton, Harris J.	Metro Center One Station Place Stamford, CT 06904
D	Fortunato, S. Joseph	200 Campus Drive Florham Park, NJ 07932
V	Kay, John R.	500 E. Broward Blvd. Ft. Lauderdale, FL 33394
D	Macklin, Gordon S.	8212 Burning Tree Road Bethesda, MD 20817
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	Knoblock, Elizabeth M.	500 E. Broward Blvd. Ft. Lauderdale, FL 33394

TEMPLETON CAPITAL ACCUMULATOR 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	Gatzek, Deborah, R.	777 Mariners Island Blvd. San Mateo, CA 94404-1585
V	Burns, Harmon E.	777 Mariners Island Blvd. San Mateo, CA 94404-1585
AS	Greene, Larry	777 Mariners Island Blvd. San Mateo, CA 94404-1585
AT	DeBellis, Karen P.	700 Central Avenue St. Petersburg, FL 33701