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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

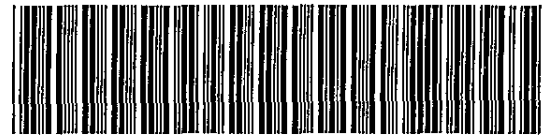
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

2003 JUN 26 PM 4: 29

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J. BRYAN JUL - 1 2003

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Franklin Templeton Alternative Strategies, Inc.
(Name of corporation - must include suffix)

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:

Christiana Khostovan
(Name of Person)

Franklin Templeton Investments
(Firm/Company)

One Franklin Parkway
(Address)

San Mateo, CA 94403
(City/State and Zip code)

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Christiana Khostovan at (650) 525-7628
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

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.

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FLORIDA CORPORATIONS
TALLAHASSEE, FLORIDA

- 1. Franklin Templeton Alternative Strategies, 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. Delaware 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
- 4. February 26, 2003 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
- 6. Upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
- 7. One Franklin Parkway, San Mateo CA 94403
(Principal office address)
Same as above
(Current mailing address)
- 8. Investment Adviser
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
- 9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: Robert Rosselot
Office Address: 500 E. Broward Blvd.
Ft. Lauderdale, Florida 33394
(City) (Zip code)

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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Martin L. Flanagan
Address: One Franklin Parkway
San Mateo, CA 94403

Vice Chairman: _____

Address: _____

Director: Vijay Advani

Address: One Franklin Parkway
San Mateo, CA 94403

Director: Gregory E. Johnson

Address: One Franklin Parkway
San Mateo, CA 94403

B. OFFICERS

President: Vijay Advani

Address: One Franklin Parkway
San Mateo, CA 94403

Vice President: _____

Address: _____

Secretary: Leslie M. Kratter

Address: One Franklin Parkway, San Mateo CA 94403

Treasurer: Kenneth A. Lewis

Address: One Franklin Parkway, San Mateo, CA 94403
(see attachment "A")

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. Vijay Advani President

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

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SECRETARY OF CORPORATIONS
TALLAHASSEE, FLORIDA

Attachment "A"

President: Vijay Advani
Address: One Franklin Parkway, San Mateo, CA 94403

Treasurer: Kenneth A. Lewis
Address: One Franklin Parkway, San Mateo, CA 94403

Secretary: Leslie M. Kratter
Address: One Franklin Parkway, San Mateo, CA 94403

Executive Vice President: Harry G. (Toby) Mumford, Jr.
Address: One Franklin Parkway, San Mateo, CA 94403

Chief Investment Officer: Michael Ward
Address: 500 E. Broward Blvd., Fort Lauderdale, FL 33394

Vice President: James Gambill
Address: 500 E. Broward Blvd., Fort Lauderdale, FL 33394

Vice President: Gregory McGowan
Address: 500 E. Broward Blvd., Fort Lauderdale, FL 33394

Vice President: Jed A. Plafker
Address: 10 Rose & Crown Yard, London, England

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BUREAU OF CORPORATIONS
TALLAHASSEE, FLORIDA

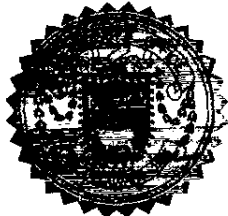
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FRANKLIN TEMPLETON ALTERNATIVE STRATEGIES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-EIGHTH DAY OF MAY, A.D. 2003.

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2440593

030333422

DATE: 05-28-03