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PROFIT CORPORATION ANNUAL REPORT 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # **F93000002033**

1. Corporation Name
TEMPLETON INTERNATIONAL, INC.



Principal Place of Business: 500 EAST BROWARD BOULEVARD, SUITE 2100 FT LAUDERDALE FL 33394
 Mailing Address: 777 MARINERS ISLAND BLVD LEGAL SM 777/6 SAN MATEO CA 94404

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified	
21		26		04/30/1993	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		4. FEI Number	
22		27		94-3173617	
City & State		City & State		5. Certificate of Status Desired <input checked="" type="checkbox"/> \$8.75 Additional Fee Required	
23		28		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
Zip	Country	Zip	Country	8. This corporation owes the current year Intangible Personal Property Tax. <input type="checkbox"/> Yes <input type="checkbox"/> No	
24	25	29	30		

9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent			
BARBARA GREEN 500 E BROWARD BLVD 15TH FLOOR FT LAUDERDALE FL 33394				81	Name		
				82	Street Address (P.O. Box Number is Not Acceptable)		
				83			
				84	City	FL	85

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 _____ (NOTE: Registered Agent signature required when reinstating) _____ DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	CD <input type="checkbox"/> DELETE	1.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	JOHNSON, RUPERT H JR	1.2 NAME	
STREET ADDRESS	500 E. BROWARD BLVD.	1.3 STREET ADDRESS	777 MARINERS ISLAND BLVD.
CITY-ST-ZIP	FT LAUDERDALE FL	1.4 CITY-ST-ZIP	SAN MATEO, CA 94404
TITLE	DEVP <input type="checkbox"/> DELETE	2.1 TITLE	D/EVP/COO <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	FLANAGAN, MARTIN L	2.2 NAME	
STREET ADDRESS	777 MARINERS ISLAND BLVD	2.3 STREET ADDRESS	
CITY-ST-ZIP	SAN MATEO CA	2.4 CITY-ST-ZIP	SAN MATEO, CA 94404
TITLE	S <input type="checkbox"/> DELETE	3.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	KRATTER, LESLIE M	3.2 NAME	
STREET ADDRESS	777 MARINERS ISLAND BLVD	3.3 STREET ADDRESS	SAN MATEO, CA 94404
CITY-ST-ZIP	SAN MATEO CA	3.4 CITY-ST-ZIP	
TITLE	DEVP <input type="checkbox"/> DELETE	4.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MCGOWAN, GREGORY E	4.2 NAME	
STREET ADDRESS	500 E BROWARD BLVD, STE 2100	4.3 STREET ADDRESS	
CITY-ST-ZIP	FT LAUDERDALE FL	4.4 CITY-ST-ZIP	FORT LAUDERDALE, FL 33394
TITLE	D <input type="checkbox"/> DELETE	5.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	REED, DONALD F	5.2 NAME	
STREET ADDRESS	4TH KING STREET WEST	5.3 STREET ADDRESS	ONE ADELAIDE STREET, EAST, SUITE 2101
CITY-ST-ZIP	TORONTO ONTARIO CA	5.4 CITY-ST-ZIP	TORONTO, ONTARIO M5C 3B8 CANADA
TITLE	DEVP <input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HLOWESKO, MARK G	6.2 NAME	** SEE ATTACHED LIST FOR ALL DIRECTORS' AND OFFICERS' NAMES, TITLES AND ADDRESSES.
STREET ADDRESS	BOX N-7759, LYFORD CAY	6.3 STREET ADDRESS	
CITY-ST-ZIP	NASSAU BA	6.4 CITY-ST-ZIP	

14. I 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, with all other like empowered.

SIGNATURE: _____ LESLIE M. KRATTER 1/12/99 (650) 312-2000

CR2E034 (1/198)

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**TEMPLETON INTERNATIONAL, INC.
OFFICERS & DIRECTORS LIST
AS OF JANUARY 12, 1998**

<u>NAME</u>	<u>TITLE</u>	<u>BUSINESS ADDRESS</u>
Martin L. Flanagan	Executive Vice President, Chief Operating Officer & Director	777 Mariners Island Blvd. San Mateo, CA 94404
Deborah R. Gatzek	Assistant Secretary	777 Mariners Island Blvd. San Mateo, CA 94404
Mark G. Holowesko	Executive Vice President & Director	Box N-7759, Lyford Cay Nassau, Bahamas
Charles E. Johnson	President & Director	500 East Broward Blvd., Suite 2100 Fort Lauderdale, FL 33394
Rupert H. Johnson, Jr.	Chairman & Director	777 Mariners Island Blvd. San Mateo, CA 94404
Leslie M. Kratter	Secretary	777 Mariners Island Blvd. San Mateo, CA 94404
Gregory E. McGowan	Executive Vice President General Counsel & Director	500 E. Broward Blvd., Suite 2100 Fort Lauderdale, FL 33394
Donald F. Reed	Director	One Adelaide Street, East, Suite 2101 Toronto, Ontario M5C 3B8 Canada