

**FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00**

**CORPORATION  
ANNUAL REPORT  
1995**



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

**APPROVED  
AND  
FILED**

95 MAY 17 AM 10:13

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**DOCUMENT # F93000004309 (1)**

1. Corporation Name

**TEMPLETON EMERGING MARKETS INCOME FUND, INC.**

**500001475365**

**-05/04/95--01026--008**

**\*\*\*\*208.75 \*\*\*\*208.75**

DO NOT WRITE IN THIS SPACE.

|                                                    |                     |                                                    |                     |
|----------------------------------------------------|---------------------|----------------------------------------------------|---------------------|
| Principal Place of Business                        |                     | Mailing Address                                    |                     |
| 700 CENTRAL AVENUE<br>ST. PETERSBURG FL 33701-3628 |                     | 700 CENTRAL AVENUE<br>ST. PETERSBURG FL 33701-3628 |                     |
| 2. Principal Place of Business                     |                     | 2a. Mailing Address                                |                     |
| 21                                                 | Suite, Apt. #, etc. | 26                                                 | Suite, Apt. #, etc. |
| 22                                                 | City & State        | 27                                                 | City & State        |
| 23                                                 | Zip                 | 28                                                 | Country             |
| 24                                                 | Country             | 29                                                 | Country             |
| 30                                                 | Country             | 31                                                 | Country             |

|                                                                                                                                                             |                                                                    |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------|
| 3. Date Incorporated or Qualified                                                                                                                           | 3a. Date of Last Report                                            |
| 09/22/1993                                                                                                                                                  | 04/29/1994                                                         |
| 4. FEI Number                                                                                                                                               | Applied For                                                        |
| 59-3192205                                                                                                                                                  | Not Applicable                                                     |
| 5. Certificate of Status Desired                                                                                                                            | <input checked="" type="checkbox"/> \$8.75 Additional Fee Required |
| 6. Election Campaign Financing Trust Fund Contribution                                                                                                      | <input type="checkbox"/> \$5.00 May Be Added to Fees               |
| 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                         |  | 10. Name and Address of New Registered Agent          |  |
| MISTELE, THOMAS M<br>700 CENTRAL AVENUE<br>ST. PETERSBURG FL 33701-3628 |  | 81 Name                                               |  |
|                                                                         |  | 82 Street Address (P.O. Box Number is Not Acceptable) |  |
|                                                                         |  | 83                                                    |  |
|                                                                         |  | 84 City                                               |  |
|                                                                         |  | FL 85 Zip Code                                        |  |

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

Signature, typed or printed name of registered agent and date if applicable

(NOTE: Registered Agent signature required when reappointing)

DATE

|                            |                              |                                                       |                                                                   |
|----------------------------|------------------------------|-------------------------------------------------------|-------------------------------------------------------------------|
| 12. OFFICERS AND DIRECTORS |                              | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 |                                                                   |
| TITLE                      | RR                           | 1.1 TITLE                                             | XX Change <input type="checkbox"/> Addition                       |
| NAME                       | <del>JOHN L. DODD</del>      | 1.2 NAME                                              |                                                                   |
| STREET ADDRESS             | <del>KYBORO OAK</del>        | 1.3 STREET ADDRESS                                    |                                                                   |
| CITY - ST - ZIP            | <del>MASSAQUONNET</del>      | 1.4 CITY - ST - ZIP                                   |                                                                   |
| TITLE                      | D                            | 2.1 TITLE                                             | XX Change <input type="checkbox"/> Addition                       |
| NAME                       | BRUCE, CLARKE F              | 2.2 NAME                                              |                                                                   |
| STREET ADDRESS             | 19 VISTA VIEW BLVD.          | 2.3 STREET ADDRESS                                    |                                                                   |
| CITY - ST - ZIP            | THORNHILL, ONTARIO CANADA    | 2.4 CITY - ST - ZIP                                   | L4J 2A5                                                           |
| TITLE                      | D                            | 3.1 TITLE                                             | XX Change <input type="checkbox"/> Addition                       |
| NAME                       | VON DIERGARDT-NAGLO, HASSO-G | 3.2 NAME                                              |                                                                   |
| STREET ADDRESS             | RURAL RT. 3                  | 3.3 STREET ADDRESS                                    |                                                                   |
| CITY - ST - ZIP            | STOUFFEVILLE, ONTARIO CANADA | 3.4 CITY - ST - ZIP                                   | Stouffville L4A 7X4                                               |
| TITLE                      | D                            | 4.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       | HINES, ANDREW H JR.          | 4.2 NAME                                              |                                                                   |
| STREET ADDRESS             | 150 2ND AVENUE N.            | 4.3 STREET ADDRESS                                    |                                                                   |
| CITY - ST - ZIP            | ST. PETERSBURG FL 33701      | 4.4 CITY - ST - ZIP                                   |                                                                   |
| TITLE                      | D                            | 5.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       | KRAHMER, BETTY P             | 5.2 NAME                                              |                                                                   |
| STREET ADDRESS             | 2201 KENTMERE PARKWAY        | 5.3 STREET ADDRESS                                    |                                                                   |
| CITY - ST - ZIP            | WILMINGTON DE 19806          | 5.4 CITY - ST - ZIP                                   |                                                                   |
| TITLE                      | D                            | 6.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       | MILLAPS, FRED R              | 6.2 NAME                                              |                                                                   |
| STREET ADDRESS             | 2685 NE 37TH DRIVE           | 6.3 STREET ADDRESS                                    |                                                                   |
| CITY - ST - ZIP            | FT. LAUDERDALE FL 33308      | 6.4 CITY - ST - ZIP                                   |                                                                   |

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 110.07(3)(b), 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:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

4/27/95

813-823-8712

**TEMPLETON EMERGING MARKETS INCOME FUND, INC.**

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

| <b>Title</b> | <b>Names of Officers and Directors</b> | <b>Street Address/City &amp; State</b>                  |
|--------------|----------------------------------------|---------------------------------------------------------|
| P            | Forester, Samuel J., Jr.               | 500 E. Broward Blvd.<br>Ft. Lauderdale, FL 33394        |
| V            | Johnson, Charles B.                    | 777 Mariners Island Blvd.<br>San Mateo, CA 94404-1585   |
| V            | Holowesko, Mark G.                     | Lyford Cay<br>Nassau, Bahamas N/A                       |
| V            | Flanagan, Martin L.                    | 777 Mariners Island Blvd.<br>San Mateo, CA 94404-1585   |
| V            | Lempereur, Douglas                     | 500 E. Broward Blvd.<br>Ft. Lauderdale, FL 33394        |
| V            | Wilkinson, Thomas                      | 500 E. Broward Blvd.<br>Ft. Lauderdale, FL 33394        |
| V            | Kay, John R.                           | 500 E. Broward Blvd.<br>Ft. Lauderdale, FL 33394        |
| T            | Baio, James R.                         | 500 E. Broward Blvd.<br>Ft. Lauderdale, FL 33394        |
| S            | Mistele, Thomas M.                     | 700 Central Avenue<br>St. Petersburg, FL 33701          |
| AS           | Steele, Jeffrey L.                     | 1500 K St.<br>Washington, D.C. 20005                    |
| AT           | Collins, Jack L.                       | 700 Central Avenue<br>St. Petersburg, FL 33701          |
| D            | Bennett, John G.                       | 100 Matsonford Rd.<br>Radnor, PA 19087                  |
| D            | Ashton, Harris J.                      | Metro Center<br>One Station Place<br>Stamford, CT 06902 |
| D            | Fortunato, S. Joseph                   | 200 Campus Drive<br>Florham Park, N.J. 07932            |

**TEMPLETON EMERGING MARKETS INCOME FUND, INC.**

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

| <b>Title</b> | <b>Names of<br/>Officers &amp; Directors</b> | <b>Street Address/City &amp; State</b>                    |
|--------------|----------------------------------------------|-----------------------------------------------------------|
| D            | Macklin, Gordon S.                           | 8212 Burning Tree Road<br>Bethesda, MD 20817              |
| D            | Brady, Nicholas F.                           | The Bullitt House<br>102 E. Dover St.<br>Easton, MD 21601 |
| D            | Burns, Harmon E.                             | 777 Mariners Island Blvd.<br>San Mateo, CA 94404-1585     |