

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

✓ PROFIT CORPORATION ANNUAL REPORT 1996		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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FILED
May 01 1996 8:00 am
Secretary of State

DOCUMENT # F94000002193 (0)

1. Corporation Name

TEMPLETON EMERGING MARKETS APPRECIATION FUND, INC.



Principal Place of Business

700 CENTRAL AVE.
ST PETERSBURG FL 33701-3628

Mailing Address

700 CENTRAL AVE.
ST PETERSBURG FL 33701-3628

2. Principal Place of Business

21 500 E. Broward Blvd.

Suite, Apt. #, etc.

22

City & State

23 Ft. Lauderdale, Florida

Zip

24 33394

Country

25 USA

2a. Mailing Address

26 Same

Suite, Apt. #, etc.

27

City & State

28

Zip

29

Country

30

3. Date Incorporated or Qualified

04/28/1994

3a. Date of Last Report

05/01/1995

4. FEI Number

65-0469124

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

10. Name and Address of New Registered Agent

MISTELE, THOMAS M
700 CENTRAL AVE.
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 of officer or director of registered agent, if applicable

Signature of Registered Agent, if required when resigning

DATE

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE D
NAME CLARKE, F B
STREET ADDRESS 19 VISTA VIEW BLVD.
CITY- ST- ZIP THORNHILL ONTARIO CANADA L4J2A-5

DELETE

TITLE D
NAME VON DIERGARDT NAGLO, HASSO G
STREET ADDRESS RURAL RT 3
CITY- ST- ZIP STOUFFVILLE ONTARIO CANADA L4A7X-4

DELETE

TITLE D
NAME HINES, ANDREW H JR
STREET ADDRESS 150 2ND AVE., N.
CITY- ST- ZIP ST PETERSBURG FL 33701

DELETE

TITLE D
NAME KRAHMER, BETTY P
STREET ADDRESS 2201 KENTMERE PKWY.
CITY- ST- ZIP WILMINGTON DE 19807

DELETE

TITLE D
NAME MILLSAPS, FRED R
STREET ADDRESS 2665 NE 37TH DR.
CITY- ST- ZIP FT LAUDERDALE FL 33308

DELETE

TITLE D
NAME BENNETT, JOHN G JR
STREET ADDRESS 100 MATSONFORD RD.
CITY- ST- ZIP RADNOR PA 19807

DELETE

1.1 TITLE

1.2 NAME

1.3 STREET ADDRESS

1.4 CITY- ST- ZIP

2.1 TITLE

2.2 NAME

2.3 STREET ADDRESS

2.4 CITY- ST- ZIP

3.1 TITLE

3.2 NAME

3.3 STREET ADDRESS

3.4 CITY- ST- ZIP

4.1 TITLE

4.2 NAME

4.3 STREET ADDRESS

4.4 CITY- ST- ZIP

5.1 TITLE

5.2 NAME

5.3 STREET ADDRESS

5.4 CITY- ST- ZIP

6.1 TITLE

6.2 NAME

6.3 STREET ADDRESS

6.4 CITY- ST- ZIP

Change Addition

Change Addition

Change Addition

Change Addition

Change Addition

Change Addition

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 119.07(3)(k), 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 or person 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

4/26/96

(813) 823-8712

CR2E034 (12/95)

F94000002193

TEMPLETON EMERGING MARKETS APPRECIATION FUND, INC.

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

Title	Names of Officers and Directors	Street Address/City & State
V/D	Flanagan, Martin L.	777 Mariners Island Blvd. San Mateo, CA 94404-1585
T	Baio, James R.	500 E. Broward Blvd. Ft. Lauderdale, FL 33394
AS	Steele, Jeffrey L.	1500 K Street Wash., D.C. 20005
AT	DeBellis, Karen S.	700 Central Ave. St. Petersburg, FL 33701-3628
D	Macklin, Gordon S.	8212 Burning Tree Road Bethesda, MD 20817
V	Kay, John R.	500 E. Broward Blvd. Ft. Lauderdale, FL 33394
D	Brady, Nicholas	The Bullitt House 102 E. Dover St. Easton, MD 21601
P	Mobius, J. Mark	Two Exchange Square Hong Kong
C/V/D	Johnson, Charles B.	777 Mariners Island Blvd. San Mateo, CA 94404-1585
V	Holowesko, Mark G.	Lyford Cay Nassau, Bahamas N/A
V	Forester, Samuel J., Jr.	500 E. Broward Blvd. Ft. Lauderdale, FL 33394
V	Lempereur, Douglas	500 E. Broward Blvd. Ft. Lauderdale, FL 33394
S	Mistele, Thomas M.	700 Central Avenue St. Petersburg, FL 33701-3628
D	Ashton, Harris J.	Metro Center - One Station Pl. Stamford, CT 06902

TEMPLETON EMERGING MARKETS APPRECIATION FUND, INC.

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

Title	Names of Officers and Directors	Street Address/City & State
D	Fortunato, S. Joseph	200 Campus Drive Florham Park, NJ 07932
D/V	Johnson, Rupert H., Jr.	777 Mariners Island Blvd. San Mateo, CA 94404-1585
D	Galbraith, John Wm. 360	Central Avenue, Suite 1300 St. Petersburg, FL 33701
V	Burns, Harmon E.	777 Mariners Island Blvd. San Mateo, CA 94404-1585
V	Johnson, Charles E.	500 E. Broward Blvd. Ft. Lauderdale, FL 33394
V	Gatzek, Deborah R.	777 Mariners Island Blvd. San Mateo, CA 94404-1585
V	Wilkinson, Thomas W.	500 E. Broward Blvd. Ft. Lauderdale, FL 33394