

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 30, 1998.  
AMOUNT DUE ON OR BEFORE 09/30/98: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750).

PROFIT  
CORPORATION  
ANNUAL REPORT  
**1998**



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

DOCUMENT # **F96000004330 (4)**  
1. Corporation Name

**TEMPLETON GLOBAL VALUE INVESTORS, INC.**

Principal Place of Business

**500 E BROWARD BLVD #2100  
FT LAUDERDALE FL 33394**

Mailing Address

**500 E BROWARD BLVD #2100  
FT LAUDERDALE FL 33394**

**FILED**  
**Jul 29 1998 8:00am**  
**Secretary of State**



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified	
21		26 <b>777 MARINERS ISLAND BLVD</b>		08/23/1996	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		4. FEI Number	
22		27 <b>6TH FLR./LEGAL</b>		65-0701882	
City & State		City & State		5. Certificate of Status Desired	
23		28 <b>SAN MATEO, CA</b>		<input checked="" type="checkbox"/> <b>\$8.75</b> Additional Fee Required	
Zip	Country	Zip	Country	6. Election Campaign Financing Trust Fund Contribution	
24	25	29 <b>94404</b>	30 <b>USA</b>	<input type="checkbox"/> <b>\$5.00</b> May Be Added to Fees	
9. Name and Address of Current Registered Agent				8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30.	
<b>CORPORATION SERVICE COMPANY 1201 HAYS STREET TALLAHASSEE FL 32301-2525</b>				<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
				10. Name and Address of New Registered Agent	
				81 Name	
				82 Street Address (P.O. Box Number is Not Acceptable)	
83		84 City		85 Zip Code	

9. Name and Address of Current Registered Agent

**CORPORATION SERVICE COMPANY  
1201 HAYS STREET  
TALLAHASSEE FL 32301-2525**

10. Name and Address of New Registered Agent

81	Name
82	Street Address (P.O. Box Number is Not Acceptable)
83	
84	City
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 title if applicable.

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	DCP	1.1 TITLE	SEE ATTACHED LIST
NAME	JOHNSON, CHARLES ENDLER	1.2 NAME	JOHNSON, CHARLES ENDLER
STREET ADDRESS	3802 NE 207TH ST #1501	1.3 STREET ADDRESS	500 E. BROWARD BLVD., SUITE 2100
CITY-ST-ZIP	MIAMI FL 33180	1.4 CITY-ST-ZIP	FT. LAUDERDALE, FL 33394
TITLE	D	2.1 TITLE	SEE ATTACHED LIST
NAME	FLANAGAN, MARTIN LAWRENC	2.2 NAME	FLANAGAN, MARTIN LAWRENCE
STREET ADDRESS	650 BREWER DR	2.3 STREET ADDRESS	777 MARINERS ISLAND BLVD.
CITY-ST-ZIP	HILLSBOROUGH CA 94010	2.4 CITY-ST-ZIP	SAN MATEO, CA 94404
TITLE	D	3.1 TITLE	SEE ATTACHED LIST
NAME	MCGOWAN, GREGORY EUGENE	3.2 NAME	MCGOWAN, GREGORY EUGENE
STREET ADDRESS	2649 MARION DR	3.3 STREET ADDRESS	500 E. BROWARD BLVD., SUITE 2100
CITY-ST-ZIP	FT LAUDERDALE FL 33316	3.4 CITY-ST-ZIP	FT. LAUDERDALE, FL 33394
TITLE	V	4.1 TITLE	SEE ATTACHED LIST
NAME	D'ADDARIO, RICHARD CHARLE	4.2 NAME	D'ADDARIO, RICHARD CHARLES
STREET ADDRESS	4001 N OCEAN BLVD #B-303	4.3 STREET ADDRESS	500 E. BROWARD BLVD., 22ND FLOOR
CITY-ST-ZIP	BOCA RATON FL 33431	4.4 CITY-ST-ZIP	FT. LAUDERDALE, FL 33394
TITLE	V	5.1 TITLE	SEE ATTACHED LIST
NAME	WILKINSON, THOMAS WARREN	5.2 NAME	WILKINSON, THOMAS WARREN
STREET ADDRESS	2816 NE 21ST CT	5.3 STREET ADDRESS	500 E. BROWARD BLVD., 12TH FLOOR
CITY-ST-ZIP	FT LAUDERDALE FL 33305	5.4 CITY-ST-ZIP	FT. LAUDERDALE, FL 33394
TITLE	TC	6.1 TITLE	SEE ATTACHED LIST
NAME	CORCORAN, MICHAEL	6.2 NAME	CORCORAN, MICHAEL JOHN
STREET ADDRESS	32 WOOD RANCH CIRCLE	6.3 STREET ADDRESS	500 E. BROWARD BLVD., SUITE 2100
CITY-ST-ZIP	DANVILLE CA	6.4 CITY-ST-ZIP	FT. LAUDERDALE, FL 33394

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in section 119.07(3)(l), 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]* GREGORY E. MCGOWAN 7/16/98 05:15:07 PM

CR2E034 (5/98)

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**TEMPLETON GLOBAL VALUE INVESTORS, INC.  
OFFICERS & DIRECTORS LIST  
AS OF JULY 10, 1998**

<u>NAME</u>	<u>TITLE</u>	<u>BUSINESS ADDRESS</u>
Michael John Corcoran	Treasurer & Controller	500 E. Broward Blvd., Suite 2100 Fort Lauderdale, FL 33394
Richard Charles D'Addario	Vice President	500 East Broward Blvd., 22 <sup>nd</sup> Floor Fort Lauderdale, FL 33394
Martin Lawrence Flanagan	Director	777 Mariners Island Blvd. San Mateo, CA 94404
Charles Endler Johnson	Chairman, President, Chief Executive Officer & Director	500 East Broward Blvd., Suite 2100 Fort Lauderdale, FL 33394
Gregory Eugene McGowan	Secretary & Director	500 E. Broward Blvd., Suite 2100 Fort Lauderdale, FL 33394
Thomas Warren Wilkinson	Vice President	500 East Broward Blvd., 12 <sup>th</sup> Floor Fort Lauderdale, FL 33394



FRANKLIN  
RESOURCES, INC.

*FL3*  
**COPY**

777 Mariners Island Blvd.  
P.O. Box 7777  
San Mateo, CA 94403-7777  
415/312-3000

**VIA FEDERAL EXPRESS**

July 22, 1998

Division of Corporations  
Annual Reports Section  
409 East Gaines Street  
Tallahassee, FL 32399

**RE: Templeton Global Value Investors, Inc.**  
**Document #: F96000004330 (4)**  
**FEI #: 65-0701882**

**Franklin/Templeton Exercise Facilities, Inc.**  
**Document #: P95000030363 (2)**  
**FEI #: 65-0578504**


To Whom It May Concern:

The Annual Reports for the entities referenced above are late (due 5/1/98), because we never received the first 1998 forms by mail. Per my conversation with one of your representatives (Leslie) on July 15, 1998, she informed us to write a letter of explanation and submit the Annual Reports with the normal filing fees. Please accept our apology and the annual reports as submitted. We hope we will not be penalized for our delay.

Enclosed please find the Profit Corporation Annual Reports for the above-referenced corporations and 2 checks (Check #1063 and #29789) in the amounts of One Hundred Fifty Eight Dollars and Seventy-Five Cents (\$158.75) for each of their filing fees and requests for Certificate of Good Standings. Also, enclosed is a copy of this letter. Please file the reports, stamp the copy of this letter for confirmation of receipt, and return it in the self-addressed stamped envelope provided.

Should you have any questions or require any additional information, please do not hesitate to contact me at (650) 312-2966.

Sincerely,  
FRANKLIN RESOURCES, INC.

  
Sandy Leow  
Legal Administration

Enclosures