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FILED
May 28, 1998 8:00 am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1998



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

DOCUMENT # P18585
1. Corporation Name

TEMPLETON SMALLER COMPANIES GROWTH FUND, INC.

Principal Place of Business Mailing Address
500 E. Broward Blvd. 500 E. Broward Blvd.
Suite 2100 Suite 2100
Ft. Lauderdale, FL 33394 Ft. Lauderdale, FL 33394

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

March 28, 1988

4. FEI Number

59-2098933

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 owes or has paid the current year Intangible
Personal Property Tax due June 30. ☒ EXEMPT No

2. Principal Place of Business

21 SAME

Suite, Apt. #, etc

22 City & State

23 Zip

Country

2a. Mailing Address

26 SAME

Suite, Apt. #, etc.

27 City & State

28 Zip

Country

9. Name and Address of Current Registered Agent

Barbara J. Green
500 E. Broward Blvd.
Suite 2100
Ft. Lauderdale, FL 33394

10. Name and Address of New Registered Agent

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 title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

TITLE VOD ☐ DELETE

NAME Johnson, Charles B.
STREET ADDRESS 777 Mariners Island Blvd.
CITY-ST-ZIP San Mateo, CA 94404-1585

TITLE DV ☐ DELETE

NAME Burns, Harmon E.
STREET ADDRESS 777 Mariners Island Blvd.
CITY-ST-ZIP San Mateo, CA 94404-1585

TITLE V ☐ DELETE

NAME Holowesko, Mark G.
STREET ADDRESS Lyford Cay
CITY-ST-ZIP Nassau, Bahamas

TITLE P ☒ DELETE

NAME Joseph, Marc
STREET ADDRESS 555 E. Broward Blvd.
CITY-ST-ZIP Ft. Lauderdale, FL 33394

TITLE ☐ DELETE

NAME
STREET ADDRESS
CITY-ST-ZIP

TITLE ☐ DELETE

NAME
STREET ADDRESS
CITY-ST-ZIP

13.

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

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

AT

Rosenberg, Bruce S.
500 E. Broward Blvd. Suite 2100
Ft. Lauderdale, FL 33394

D

Ashton, Harris J.
191 Clapboard Ridge
Greenwich, CT 06830

P

Johnson, Charles E.
500 E. Broward Blvd. Suite 2100
Ft. Lauderdale, FL 33394

AT

DeBellis, Karen P.
100 Fountain Parkway
St. Petersburg, FL 33716-1205

AS

Steele, Jeffrey L.
1775 Eye Street, NW
Washington, DC 20006

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-05/28/98--01041--019
***158.75

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.

SIGNATURE:

Barbara J. Green

Barbara J. Green

4/24/98

(954) 527-7500

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Daytime Phone #

CR2E034 (10/97)

TEMPLETON GLOBAL SMALLER COMPANIES FUND, INC.

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

<u>Title</u>	<u>Names of Officers & Directors</u>	<u>Street Address/City & State</u>
V	Flanagan, Martin L.	777 Mariners Island Blvd. San Mateo, CA 94404-1585
T	Baio, James R.	500 East Broward Blvd. Ft. Lauderdale, FL 33394
D	Krahmer, Betty P.	2201 Kentmere Parkway Wilmington, Delaware 19806
D	Millsaps, Fred R.	2665 NE 37th Drive Ft. Laud., FL 33308
D	Hines, Andrew H., Jr.	150 2nd Avenue N, Ste 1170 St. Petersburg, FL 33701
D	Fortunato, S. Joseph	200 Campus Drive Florham Park, NJ 07932
D	Macklin, Gordon S.	8212 Burning Tree Road Bethesda, MD 20817
V	Kay, John R.	500 East Broward Blvd. Ft. Lauderdale, FL 33394
D	Brady, Nicholas F.	The Bullitt House 102 E. Dover Street Easton, MD 21601
D	Galbraith, John Wm.	360 Central Avenue, Ste 1300 St. Petersburg, FL 33701
V	Johnson, Rupert H., Jr.	777 Mariners Island Blvd. San Mateo, CA 94404-1585
V	Gatzek, Deborah, R.	777 Mariners Island Blvd. San Mateo, CA 94404-1585
V	Knoblock, Elizabeth M.	500 E. Broward Blvd. Ft. Lauderdale, FL 33394
S	Green, Barbara J.	500 E. Broward Blvd. Ft. Lauderdale, FL 33394
AS	Greene, Larry	777 Mariners Island Blvd. San Mateo, CA 94404-1585