

1.) CORPORATION NAME:

**FRANKLIN/TEMPLETON DISTRIBUTORS, INC.**

2.) VA REGISTERED AGENT NAME AND OFFICE ADDRESS: **B.E.  
AUTH IN VI  
CT CORPORATION SYSTEM  
4701 COX RD STE 301  
GLEN ALLEN, VA 23060-6802**

DUE DATE: **9/30/2011**

SCC ID NO: **F1059452**

5.) STOCK INFORMATION

CLASS	AUTHORIZED
COMMON	20,000

3.) CITY OR COUNTY OF VA REGISTERED OFFICE:  
**HENRICO COUNTY**

4.) STATE OR COUNTRY OF INCORPORATION:  
**NY**

6.) PRINCIPAL OFFICE ADDRESS:

ADDRESS: ONE FRANKLIN PKWY

CITY/ST/ZIP: SAN MATEO, CA 94403-1906

7.) DIRECTORS AND PRINCIPAL OFFICERS: All directors and principal officers must be listed. An individual may be designated as both a director and an officer.

NAME: PETER JONES  
TITLE: PRESIDENT  
ADDRESS: 140 FOUNTAIN PARKWAY 7TH FLOOR  
CITY/ST/ZIP/CO: ST PETERSBURG, FL 33716-1205

OFFICER

DIRECTOR

NAME: JOHN T. GREER  
TITLE: Executive VP  
ADDRESS: ONE FRANKLIN PARKWAY  
CITY/ST/ZIP/CO: SAN MATEO, CA 94403-

OFFICER

DIRECTOR

NAME: WENDY L. HARRINGTON  
TITLE: Executive VP  
ADDRESS: ONE FRANKLIN PARKWAY  
CITY/ST/ZIP/CO: SAN MATEO, CA 94403-

OFFICER

DIRECTOR

NAME: DANIEL T. O'LEAR  
TITLE: Executive VP  
ADDRESS: 101 JFK PKWY 3RD FLOOR  
CITY/ST/ZIP/CO: SHORT HILLS, NJ 07078-

OFFICER

DIRECTOR

NAME: THOMAS M. REGNER  
TITLE: Executive VP  
ADDRESS: ONE FRANKLIN PARKWAY  
CITY/ST/ZIP/CO: SAN MATEO, CA 94403-

OFFICER

DIRECTOR

NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	ROBERT LIM CCO ONE FRANKLIN PARKWAY SAN MATEO, CA 94403-	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	MICHAEL J. CORCORAN CFO/DESC FIN PR 1-11 JOHN ADAMS ST. LONDON, WC2N 6HT-, UNITED KINGDOM (GREAT BRITAIN)	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	KENNETH A. LEWIS TREASURER ONE FRANKLIN PARKWAY SAN MATEO, CA 94403-	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	GWEN SHANEYFELT ASST TREASURER ONE FRANKLIN PARKWAY SAN MATEO, CA 94403-	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	MARIA GRAY SECRETARY ONE FRANKLIN PARKWAY SAN MATEO, CA 94403-	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	RONICE L. BARLOW Senior VP 140 FOUNTAIN PARKWAY ST. PETERSBURG, FL 33716-	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	ALISON J. BAUMANN Senior VP ONE FRANKLIN PARKWAY SAN MATEO, CA 94403-	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	JOSEPH L. EPSTEIN, JR. Senior VP 140 FOUNTAIN PARKWAY ST. PETERSBURG, FL 33716-	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	JIMMY A. ESCOBEDO Senior VP 140 FOUNTAIN PARKWAY ST. PETERSBURG, FL 33716-	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	ROBERT M. GEPPNER Senior VP 140 FOUNTAIN PARKWAY ST. PETERSBURG, FL 33716-	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR

NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	DANIEL R. GRIP Senior VP 140 FOUNTAIN PARKWAY ST. PETERSBURG, FL 33716-	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	MICHAEL D. MAHONEY Senior VP ONE FRANKLIN PARKWAY SAN MATEO, CA 94403-	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	JOHN R. MCGEE Senior VP ONE FRANKLIN PARKWAY SAN MATEO, CA 94403-	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	ROGER J. MICHAUD Senior VP ONE FRANKLIN PARKWAY SAN MATEO, CA 94403-	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	DANIEL P. REINHOLD Senior VP 140 FOUNTAIN PARKWAY ST. PERTERSBURG, FL 33716-	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	STEVEN GRAY VP & Asst Sec ONE FRANKLIN PARKWAY SAN MATEO, CA 94403-	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	DAVID JOYCE VICE PRESIDENT 140 FOUNTAIN PARKWAY ST. PETERSBURG, FL 33716-	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	SEAN B. O'MALLEY VICE PRESIDENT ONE FRANKLIN PARKWAY SAN MATEO, CA 94403-	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	CHRISTINA STRUKEL VICE PRESIDENT 140 FOUNTAIN PARKWAY ST. PETERSBURG, FL 33716-	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	VIJAY C. ADVANI DIRECTOR ONE FRANKLIN PARKWAY SAN MATEO, CA 94403-	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR

NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	JED A. PLAFKER DIRECTOR ONE FRANKLIN PARKWAY SAN MATEO, CA 94403-	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
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NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	KENT P. STRAZZA DIRECTOR ONE FRANKLIN PARKWAY SAN MATEO, CA 94403-	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
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I AFFIRM THAT THE INFORMATION CONTAINED IN THIS ELECTRONIC REPORT IS ACCURATE AND COMPLETE AS OF THE DATE BELOW AND THAT I AM LEGALLY AUTHORIZED TO SIGN THIS REPORT.

/s/ MARIA GRAY	MARIA GRAY, SECRETARY	9/23/2011
SIGNATURE OF DIRECTOR/OFFICER LISTED IN THIS REPORT	PRINTED NAME AND CORPORATE TITLE	DATE

It is a Class 1 misdemeanor for any person to sign a document, which includes this electronic record, that is false in any material respect with the intent that the document be delivered to the Commission for filing.