UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934 (Amendment No. )\*

SAN DIEGO GAS & ELECTRIC COMPANY (Name of Issuer)

Common (Title of Class of Securities)

> 797440 10 4 (CUSIP Number)

Check the following box if a fee is being paid with this statement (X). (A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7).

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosure provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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1. NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Franklin Resources, Inc. 13-2670991

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) (b) X

- 3. SEC USE ONLY
- 4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

5. SOLE VOTING POWER

5,894,660

	6.	SHARED VOTING POWER		
	7.	SOLE DISPOSITIVE POWER		
	8.	SHARED DISPOSITIVE POWER		
		5,900,660		
9.	AGGRE	GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
		5,900,660		
10.	CHECK	BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		
11.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9			
	5.1%			
12	TYPE (	OF REPORTING PERSON		
	IA, HC ***			
CUSIP	NO.	797440 10 4 13G Page 3 of 5 Pages		
Item 1	L. (a)	Name of Issuer		
	(u)	San Diego Gas & Electric Company		
	(b)	Address of Issuer's Principal Executive Offices		
	(0)	101 Ash Street		
		San Diego, CA 92101-4150		
Item 2	2. (a)	Name of Person Filing		
		Franklin Resources, Inc.		
	(b)	Address of Principal Business Office		
		777 Mariners Island Blvd. San Mateo, California 94404		
	(c)	Place of Organization		
		Delaware		
	(d)	Title of Class of Securities		
		Common		
	(e)	CUSIP		
		797440 10 4		
Item 3	3. (d)	Investment Company		
	(e)	Investment Adviser		
	(g)	Parent Holding Company (Note: See Item 7)		

CUSIP NO.	797440 10 4 13G Page 4 of 5 Pages					
Item 4.	Ownership					
(a)	Amount Beneficially Owned					
	5,900,660					
(b)	Percent of Class					
	5.1%					
(c)	Number of Shares as to which such person has:					
	(i) Sole power to vote or to direct the vote					
	5,894,660					
	(ii) Shared power to vote or to direct the vote					
	(iii) Sole power to dispose or to direct the disposition of					
	(iv) Shared power to dispose or to direct the disposition of					
	5,900,660					
Item 5.	Ownership of Five Percent or Less of a Class If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following ( ).					
	Not Applicable					
Item 6.	Ownership of More than Five Percent on Behalf of Another Person					
	Not Applicable					
Item 7.	Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company					
	See Attached Exhibit					
Item 8.	Identification and Classification of Members of the Group					
	Not Applicable					
Item 9.	Notice of Dissolution of Group					
	Not Applicable					
CUSIP NO.	797440 10 4 13G Page 5 of 5 Pages					
Item 10.	Certification					
By cigning	By signing below. I cortify that to the best of my knowledge and belief the					

By signing below, I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

This report shall not be construed as an admission by the person filing the report (Franklin Resources, Inc.) that it is the beneficial owner of any securities covered by this report. \*\*\*

## SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 6, 1995 Date S\DEBORAH R. GATZEK Signature

Deborah R. Gatzek Senior Vice President-Legal & Assistant Secretary Name/Title

\*\*\* Franklin Resources, Inc., its subsidiaries, and investment companies advised by such subsidiaries are of the view that they are not active as a "group" for purposes of Section 13(d) under the Securities Exchange Act of 1934 ("1934 Act") and that they are not otherwise required to attribute to each other the "beneficial ownership" of securities under Rule 13 d-3 promulgated under the 1934 Act. Therefore, they are of the view that the shares held by Franklin Resources, Inc., its subsidiaries, and investment companies advised by such subsidiaries need not be aggregated for purposes of Section 13(d). However, Franklin Resources, Inc. is making this filing on a voluntary basis as if all the shares were beneficially owned by Franklin Resources, Inc., its subsidiaries, and investment companies advised by such subsidiaries with respect to the exercise of investment discretion.

ITEM 7 ITEM 3	
IDENTIFICATION AND CLASSIFICATION OF SUBSIDIARIES	CLASSIFICATION
FRANKLIN ASSET MANAGEMENT SYSTEMS PROPERTY RESOURCES, INC. CONTINENTAL PROPERTY MANAGEMENT COMPANY FS CAPITAL GROUP FS PROPERTIES, INC.	3(e)
FRANKLIN PROPERTIES, INC. FRANKLIN REAL ESTATE MANAGEMENT, INC.	3(e)
FRANKLIN/TEMPLETON INVESTOR SERVICES, INC. FRANKLIN ADVISERS, INC.	3(e) 2(a) 2(a)
FRANKLIN/TEMPLETON DISTRIBUTORS, INC. FRANKLIN CAPITAL CORPORATION FRANKLIN/TEMPLETON TRAVEL, INC.	3(e), 3(a)
FRANKLIN/TEMPLETON TRUST COMPANY FRANKLIN BANK FRANKLIN ENERGY CORPORATION	3(b)
ILA FINANCIAL SERVICES, INC. ARIZONA LIFE INSURANCE COMPANY OF AMERICA	
FRANKLIN MANAGEMENT, INC. FRANKLIN INSTITUTIONAL SERVICES CORPORATION	3(e) 3(e)
FRANKLIN AGENCY, INC. FRANKLIN PARTNERS INC.	
FRANKLIN UNIVERSAL TRUST FRANKLIN PRINCIPAL MATURITY TRUST FRANKLIN MULTI-INCOME TRUST FRANKLIN GOLD FUND FRANKLIN PREMIER RETURN FUND FRANKLIN EQUITY FUND AGE HIGH INCOME FUND, INC.	3(d) 3(d) 3(d) 3(d) 3(d) 3(d) 3(d)
FRANKLIN CUSTODIAN FUNDS, INC. GROWTH SERIES UTILITIES SERIES DYNATECH SERIES INCOME SERIES U.S. GOVERNMENT SECURITIES SERIES FRANKLIN MONEY FUND FRANKLIN CALIFORNIA TAX-FREE INCOME FUND, INC. FRANKLIN FEDERAL MONEY FUND FRANKLIN TAX-EXEMPT MONEY FUND FRANKLIN NEW YORK TAX-FREE INCOME FUND, INC. FRANKLIN FEDERAL TAX-FREE INCOME FUND, INC.	3(d) 3(d) 3(d) 3(d) 3(d) 3(d) 3(d) 3(d)
FRANKLIN TAX-FREE TRUST FRANKLIN MASSACHUSETTS INSURED TAX-FREE INCOME FUND FRANKLIN MICHIGAN INSURED TAX-FREE INCOME FUND FRANKLIN MINNESOTA INSURED TAX-FREE INCOME FUND FRANKLIN INSURED TAX-FREE INCOME FUND FRANKLIN OHIO INSURED TAX-FREE INCOME FUND FRANKLIN PUERTO RICO TAX-FREE INCOME FUND FRANKLIN ARIZONA TAX-FREE INCOME FUND FRANKLIN COLORADO TAX-FREE INCOME FUND FRANKLIN GEORGIA TAX-FREE INCOME FUND FRANKLIN BENNSYLVANIA TAX-FREE INCOME FUND FRANKLIN HIGH YIELD TAX-FREE INCOME FUND FRANKLIN MISSOURI TAX-FREE INCOME FUND FRANKLIN OREGON TAX-FREE INCOME FUND FRANKLIN VIRGINIA TAX-FREE INCOME FUND FRANKLIN VIRGINIA TAX-FREE INCOME FUND FRANKLIN VIRGINIA TAX-FREE INCOME FUND FRANKLIN VIRGINIA TAX-FREE INCOME FUND FRANKLIN LOUISIANA TAX-FREE INCOME FUND FRANKLIN LOUISIANA TAX-FREE INCOME FUND FRANKLIN INDIANA TAX-FREE INCOME FUND FRANKLIN NORTH CAROLINA TAX-FREE INCOME FUND FRANKLIN NEW JERSEY TAX-FREE INCOME FUND FRANKLIN KENTUCKY TAX-FREE INCOME FUND FRANKLIN ARIZONA INSURED TAX-FREE INCOME FUND FRANKLIN ARIZONA INSURED TAX-FREE INCOME FUND	3(d) 3(d)
HOURSELF, WELLOW INCOMED IN WINCH INCOME FORD	2(4)

FRANKLIN FLORIDA INSURED TAX-FREE INCOME FUND	3(d)
FRANKLIN CALIFORNIA TAX-FREE TRUST	2(4)
FRANKLIN CALIFORNIA INSURED TAX-FREE INCOME FUND FRANKLIN CALIFORNIA TAX-EXEMPT MONEY FUND	3(d) 3(d)
FRANKLIN CALIFORNIA INTERMEDIATE-TERM	. ,
TAX-FREE INCOME FUND	3(d)
FRANKLIN NEW YORK TAX-FREE TRUST FRANKLIN NEW YORK TAX-EXEMPT MONEY FUND FRANKLIN NEW YORK INTERMEDIATE-TERM TAX-FREE	3(d)
FRANKLIN NEW YORK INTERMEDIATE-TERM TAX-FREE	
INCOME FUND	3(d)
FRANKLIN NEW YORK INSURED TAX-FREE INCOME FUND FRANKLIN INVESTORS SECURITIES TRUST	3(d)
FRANKLIN GLOBAL GOVERNMENT INCOME FUND	3(d)
FRANKLIN SHORT-INTERMEDIATE	
U.S. GOVERNMENT SECURITIES FUND FRANKLIN CONVERTIBLE SECURITIES FUND	
FRANKLIN CONVERTIBLE SECURITIES FUND FRANKLIN ADJUSTABLE U.S. GOVERNMENT SECURITIES FUND	3(d) 3(d)
	3(d)
FRANKLIN EQUITY INCOME FUND FRANKLIN ADJUSTABLE RATE SECURITIES FUND	3(d)
INSTITUTIONAL FIDUCIARY TRUST MONEY MARKET PORTFOLIO	3(d)
	3(d)
FRANKLIN U.S. GOVERNMENT SECURITIES MONEY	
MARKET PORTFOLIO	3(d)
FRANKLIN U.S. TREASURY MONEY MARKET PORTFOLIO FRANKLIN INSTITUTIONAL ADJUSTABLE U.S. GOVERNMENT	3(d)
SECURITIES FUND	3(d)
FRANKLIN INSTITUTIONAL ADJUSTABLE	. ,
RATE SECURITIES FUND FRANKLIN U.S. GOVERNMENT AGENCY MONEY MARKET FUND	3(d) 2(d)
	3(d) 3(d)
FRANKLIN CASH RESERVES FUND	3(d)
AEA CASH MANAGEMENT FUND FRANKLIN CASH RESERVES FUND FRANKLIN BALANCE SHEET INVESTMENT FUND FRANKLIN TAX-ADVANTAGED INTERNATIONAL BOND FUND	3(d)
FRANKLIN TAX-ADVANTAGED INTERNATIONAL BOND FUND FRANKLIN TAX-ADVANTAGED U.S. GOVERNMENT SECURITIES FUND	3(d) 2(d)
FRANKLIN TAX-ADVANTAGED U.S. GOVERNMENT SECORITIES FUND	3(d) 3(d)
EDANIZI TNI MANACED TRUCT	
FRANKLIN MANAGED TRUST FRANKLIN CORPORATE QUALIFIED DIVIDEND FUND FRANKLIN RISING DIVIDENDS FUND FRANKLIN INVESTMENT GRADE INCOME FUND FRANKLIN STRATEGIC MORTGAGE PORTFOLIO	3(d)
FRANKLIN RISING DIVIDENDS FUND FRANKLIN INVESIMENT GRADE INCOME FUND	3(d) 3(d)
FRANKLIN STRATEGIC MORTGAGE PORTFOLIO	3(d)
FRANKLIN MUNICIPAL SECURITIES TRUST	
FRANKLIN HAWAII MUNICIPAL BOND FUND	3(d)
FRANKLIN CALIFORNIA HIGH YIELD MUNICIPAL FUND FRANKLIN WASHINGTON MUNICIPAL BOND FUND	3(d) 3(d)
FRANKLIN TENNESSEE MUNICIPAL BOND FUND	3(d)
FRANKLIN ARKANSAS MUNICIPAL BOND FUND	3(d)
FRANKLIN STRATEGIC SERIES FRANKLIN CALIFORNIA GROWTH FUND	3(d)
FRANKLIN CALIFORNIA GROWTH FUND	3(d) 3(d)
FRANKLIN INSTITUTIONAL MIDCAP GROWTH FUND	3(d)
FRANKLIN GLOBAL UTILITIES FUND	3(d)
FRANKLIN SMALL CAP GROWTH FUND FRANKLIN GLOBAL HEALTH CARE FUND	3(d) 3(d)
FRANKLIN STRATEGIC INCOME FUND	3(d)
ADJUSTABLE RATE SECURITIES PORTFOLIOS	. ,
U.S. GOVERNMENT ADJUSTABLE RATE MORTGAGE PORTFOLIO	2(4)
ADJUSTABLE RATE SECURITIES PORTFOLIO	3(d) 3(d)
THE MONEY MARKET PORTFOLIOS	-(-)
THE MONEY MARKET PORTFOLIO	3(d)
THE U.S. GOVERNMENT SECURITIES MONEY MARKET PORTFOLIO	3(d)
MIDCAP GROWTH PORTFOLIO	3(d)
THE PORTFOLIOS TRUST	
THE RISING DIVIDENDS PORTFOLIO FRANKLIN INTERNATIONAL TRUST	3(d)
FRANKLIN INTERNATIONAL TRUST FRANKLIN PACIFIC GROWTH FUND	3(d)
FRANKLIN INTERNATIONAL EQUITY FUND	3(d)
FRANKLIN REAL ESTATE SECURITIES TRUST	- ( 1)
FRANKLIN REAL ESTATE SECURITIES FUND FRANKLIN/TEMPLETON GLOBAL TRUST	3(d)
FRANKLIN/TEMPLETON GERMAN GOVERNMENT BOND FUND	3(d)
FRANKLIN/TEMPLETON GLOBAL CURRENCY FUND	3(d)
FRANKLIN/TEMPLETON HARD CURRENCY FUND FRANKLIN/TEMPLETON HIGH INCOME CURRENCY FUND	3(d) 3(d)
FRANKLIN/TEMPLETON HIGH INCOME CORRENCT FOND	Ju
MONEY MARKET FUND	3(d)
EQUITY GROWTH FUND	3(d) 2(d)
PRECIOUS METALS FUND REAL ESTATE SECURITIES FUND	3(d) 3(d)
	-(4)

UTILITY EQUITY FUND 3(d) HIGH INCOME FUND 3(d) GLOBAL INCOME FUND 3(d) INVESTMENT GRADE INTERMEDIATE BOND FUND 3(d)INCOME SECURITIES FUND 3(d) U.S. GOVERNMENT SECURITIES FUND 3(d) ZERO COUPON FUND - 1995 3(d) ZERO COUPON FUND - 2000 3(d) ZERO COUPON FUND - 2005 3(d) ZERO COUPON FUND - 2010 3(d) 3(d) ADJUSTABLE U.S. GOVERNMENT FUND RISING DIVIDENDS FUND 3(d) TEMPLETON PACIFIC GROWTH FUND 3(d) TEMPLETON INTERNATIONAL EQUITY FUND 3(d) TEMPLETON DEVELOPING MARKETS EQUITY FUND 3(d) TEMPLETON GLOBAL GROWTH FUND 3(d) FRANKLIN GOVERNMENT SECURITIES TRUST 3(d) TEMPLETON WORLDWIDE, INC. TEMPLETON GLOBAL INVESTORS, INC. TEMPLETON QUANTITATIVE ADVISORS, INC. 3(e) TEMPLETON/FRANKLIN INVESTMENT SERVICES, INC. 3(e),3(a) TEMPLETON FUNDS TRUST COMPANY TEMPLETON FUNDS ANNUITY COMPANY TEMPLETON INVESTMENT COUNSEL, INC. 3(e) TEMPLETON MANAGEMENT LIMITED TEMPLETON HERITAGE LIMITED TEMPLETON INTERNATIONAL, INC. TEMPLETON INVESTMENT MANAGEMENT (Hong Kong) LIMITED 3(e) TEMPLETON FRANKLIN INVESTMENT SERVICES (Asia) LIMITED TEMPLETON INVESTMENT MANAGEMENT (Singapore) PTE. LTD. TEMPLETON INVESTMENT MANAGEMENT (Australia) LIMITED TEMPLETON GLOBAL INVESTORS LIMITED TEMPLETON INVESTMENT MANAGEMENT LIMITED TEMPLETON UNIT TRUST MANAGERS LIMITED TEMPLETON HOLDINGS LIMITED TEMPLETON GLOBAL STRATEGIC SERVICES S.A. TEMPLETON GLOBAL STRATEGIC SERVICES (Deutschland) GMBH TEMPLETON NATIONAL BANK OF GREECE MANAGEMENT (Luxembourg) S.A. TEMPLETON MANAGEMENT (Lux.) S.A. T.G.H. HOLDINGS LTD. TEMPLETON, GALBRAITH AND HANSBERGER LTD. 3(e) TEMPLETON SMALLER COMPANIES GROWTH FUND, INC. 3(d) TEMPLETON FUNDS, INC. TEMPLETON WORLD FUND 3(d) TEMPLETON FOREIGN FUND 3(d) TEMPLETON INCOME TRUST TEMPLETON INCOME FUND 3(d) TEMPLETON MONEY FUND 3(d) TEMPLETON GROWTH FUND, INC. 3(d) TEMPLETON EMERGING MARKETS FUND, INC. 3(d) TEMPLETON GLOBAL INCOME FUND, INC. 3(d) TEMPLETON VARIABLE ANNUITY FUND 3(d) TEMPLETON VARIABLE PRODUCTS SERIES FUND TEMPLETON MONEY MARKET FUND 3(d) TEMPLETON BOND FUND 3(d) TEMPLETON STOCK FUND 3(d) TEMPLETON ASSET ALLOCATION FUND 3(d) TEMPLETON INTERNATIONAL FUND 3(d) TEMPLETON GLOBAL GOVERNMENTS INCOME TRUST 3(d) TEMPLETON REAL ESTATE SECURITIES FUND 3(d) TEMPLETON GLOBAL OPPORTUNITIES TRUST 3(d) TEMPLETON GLOBAL UTILITIES, INC. 3(d) TEMPLETON WORLDWIDE INVESTMENTS SICAV GROWTH PORTFOLIO INCOME PORTFOLIO INDONESIA DEVELOPMENT FUND LIMITED TEMPLETON GLOBAL GROWTH FUND LTD. TEMPLETON GLOBAL INCOME PORTFOLIO LTD. TEMPLETON INTERNATIONAL EMERGING MARKETS FUND TEMPLETON INTERNATIONAL GROWTH FUND TEMPLETON INTERNATIONAL FOREIGN FUND TEMPLETON INTERNATIONAL GLOBAL INCOME FUND TEMPLETON INSTITUTIONAL FUNDS, INC. TEMPLETON GROWTH SERIES 3(d) TEMPLETON FOREIGN EQUITY SERIES 3(d) TEMPLETON EMERGING MARKETS SERIES 3(d) TEMPLETON SMALLER COMPANIES SERIES 3(d) TEMPLETON GLOBAL FIXED INCOME SERIES 3(d) TEMPLETON FOREIGN EQUITY (South Africa Free) SERIES 3(d)

TEMPLETON AMERICAN TRUST, INC. 3(d) TEMPLETON CAPITAL ACCUMULATOR FUND, INC. 3(d) TEMPLETON DEVELOPING MARKETS TRUST 3(d) TEMPLETON GROWTH FUND, LTD. TEMPLETON GLOBAL GROWTH FUND, LTD. (Australia) ASIAN DEVELOPMENT EQUITY FUND TEMPLETON GLOBAL BOND FUND TEMPLETON TREASURY BILL FUND TEMPLETON GLOBAL GROWTH TRUST TEMPLETON GLOBAL BALANCED TRUST TEMPLETON GLOBAL INCOME FUND (III) TEMPLETON GLOBAL SMALLER COMPANIES FUND TEMPLETON CANADIAN STOCK FUND TEMPLETON INTERNATIONAL STOCK FUND TEMPLETON EMERGING MARKETS INVESTMENT TRUST PLC TEMPLETON VALUE TRUST TEMPLETON EMERGING GROWTH STOCK PORTFOLIO N.V. TEMPLETON ASIA FUND TEMPLETON CANADIAN BOND FUND TEMPLETON POOLED INVESTMENT TRUST TEMPLETON INTERNATIONAL EQUITY TRUST TEMPLETON INTERNATIONAL STOCK TRUST TEMPLETON GLOBAL EQUITY TRUST TEMPLETON GLOBAL STRATEGY SICAV TEMPLETON EMERGING MARKETS FUND TEMPLETON GLOBAL GROWTH FUND TEMPLETON GLOBAL BOND FUND TEMPLETON DEUTSCHEMARK GLOBAL GROWTH FUND TEMPLETON SMALLER COMPANIES FUND TEMPLETON FAR EAST FUND TEMPLETON EUROPEAN FUND TEMPLETON DEUTSCHEMARK GLOBAL BOND FUND TEMPLETON U.S. GOVERNMENT FUND TEMPLETON EMERGING MARKETS FIXED INCOME FUND TEMPLETON HAVEN FUND TEMPLETON GLOBAL INFRASTRUCTURE AND COMMUNICATIONS FUND TEMPLETON PAN-AMERICAN FUND TEMPLETON CHINA GATEWAY FUND TEMPLETON GLOBAL UTILITIES FUND TEMPLETON GLOBAL CONVERTIBLE FUND TEMPLETON GLOBAL BALANCED FUND TEMPLETON YEN GLOBAL BOND FUND TEMPLETON U.S. DOLLAR LIQUID RESERVE FUND TEMPLETON DEUTSCHEMARK LIQUID RESERVE FUND TEMPLETON BALANCED FUND TEMPLETON/NATIONAL BANK OF GREECE TRANS-EUROPEAN FUND GROWTH INCOME TEMPLETON EMERGING MARKETS FUND (Canada) TEMPLETON EMERGING ASIA STRUCTURED EQUITY FUND "ALPHA" LTD. TEMPLETON INTERNATIONAL EQUITY TRUST TEMPLETON CANADIAN EQUITY TRUST TEMPLETON EMERGING MARKETS TRUST TEMPLETON EMERGING MARKET APPRECIATION FUND, LTD. TEMPLETON GLOBAL VALUE LTD. TEMPLETON WORLDWIDE AGGRESSIVE LTD. TEMPLETON ALTERNATIVE STRATEGIES LTD. TEMPLETON GLOBAL HEDGED CONVERTIBLE LTD. TEMPLETON GLOBAL BALANCE SHEET LTD. TEMPLETON GLOBAL INFRASTRUCTURE FUND TEMPLETON ETHNOFUND - GROWTH PORTFOLIO TEMPLETON ETHNOFUND - INCOME PORTFOLIO TEMPLETON LIFE FUND - STERLING HAVEN TEMPLETON LIFE FUND - GLOBAL FIXED INTEREST TEMPLETON LIFE FUND - GLOBAL MANAGED TEMPLETON LIFE FUND - GLOBAL GROWTH TEMPLETON LIFE FUND - GLOBAL ENTERPRISE TEMPLETON PENSIONS FUND - STERLING HAVEN - EXEMPT TEMPLETON PENSIONS FUND - GLOBAL FIXED INTEREST - EXEMPT TEMPLETON PENSIONS FUND - GLOBAL MANAGED - EXEMPT TEMPLETON PENSIONS FUND - GLOBAL GROWTH - EXEMPT TEMPLETON PENSIONS FUND - GLOBAL ENTERPRISE - EXEMPT TEMPLETON EMERGING MARKETS INVESTMENT TRUST "C" TEMPLETON LATIN AMERICA INVESTMENT TRUST PLC TEMPLETON EXEMPT TRUST TEMPLETON CHINA WORLD FUND, INC. 3(d) ALPHA FUND OFFSHORE DOMESTIC

31 WEST FUND L. P.	
STRUCTURED ASSET MANAGEMENT FUND L.P.	
GLOBAL DERIVATIVES FUND	
TEMPLETON EMERGING MARKETS INCOME FUND, INC.	3(d)
	. ,
TEMPLETON GLOBAL INVESTMENT TRUST	
TEMPLETON GLOBAL INFRASTRUCTURE FUND	3(d)
TEMPLETON GLOBAL RISING DIVIDENDS FUND	3(d)
TEMPLETON AMERICAS GOVERNMENT SECURITIES FUND	3(d)
TEMPLETON EMERGING MARKETS APPRECIATION FUND, INC.	3(d)
TEMPLETON EMERGING MARKETS APPRECIATION FUND (CANADA)	
FRANKLIN/TEMPLETON JAPAN FUND	3(d)
TEMPLETON DRAGON FUND, INC.	3(d)
TEMPLETON VIETNAM OPPORTUNITIES FUND, INC.	3(d)
TEMPLETON CANADIAN ASSET ALLOCATION FUND	
TEMPLETON GLOBAL BALANCE FUND	
TEMPLETON INTERNATIONAL BALANCED FUND	