

Franklin Resources, Inc.
One Franklin Parkway
San Mateo, CA 94403-1906
tel 650/312.2000
franklintempleton.com

VIA FIRST CLASS MAIL

November 19, 2004

Filing Desk
U.S. Securities and Exchange Commission
450 Fifth Street N.W.
Washington, DC 20549



Re: Strigliabotti, et al., v. Franklin Resources, Inc., et al.

Ladies and Gentlemen:

Pursuant to Section 33 (a) of the 1940 Act, we are enclosing for filing the following additional pleadings in the above-mentioned lawsuit, which we previously reported to your office:

1. Request Pursuant to Local Rule 7 for Leave to File Plaintiffs' Opposition Brief to Defendants' Motion to Dismiss in Excess of 25 Pages, including Exhibit A, Stipulation and [Proposed] Order re. Local Rule 7 for Leave to File Plaintiffs' Opposition Brief to Defendants' Motion to Dismiss in Excess of 25 Pages.
2. Order re. Local Rule 7 for Leave to File Plaintiffs' Opposition Brief to Defendants' Motion to Dismiss in Excess of 25 Pages.

Please acknowledge receipt of this filing by date-stamping the enclosed copy of this letter and returning it in the envelope provided.

Please contact me with any questions at (650) 312-4843.

Sincerely,

Aliya S. Gordon
Associate Corporate Counsel

Encls.

cc: Barbara J. Green, Esq. (w/o encls.)
Murray L. Simpson, Esq. (w/o encls.)

PROCESSED

JAN 24 2005

THOMSON
FINANCIAL

Ronald Lovitt, Bar No. 040921
J. Thomas Hannan, Bar No. 039140
Henry I. Bornstein, Bar No. 75885
LOVITT & HANNAN, INC.
900 Front Street, Suite 300
San Francisco, California 94111
Telephone: (415) 362-8769
Facsimile: (415) 362-7528

Lynn Lincoln Sarko, *pro hac vice*
Michael D. Woerner, *pro hac vice*
Gretchen F. Cappio, *pro hac vice*
KELLER ROHRBACK, L.L.P.
1201 Third Avenue, Suite 3200
Seattle, WA 98101-3052
Telephone: (206) 623-1900
Facsimile: (206) 623-3384

Attorneys for Plaintiffs
(List of Additional Counsel at End of Document)

UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA

SUSAN STRIGLIABOTTI, et al., for the use
and benefit of THE TEMPLETON GROWTH
FUND; et al,

Plaintiffs,

v.

FRANKLIN RESOURCES, INC., et al.,

Defendants.

Case No. C 04 0883 SI

**REQUEST PURSUANT TO LOCAL
RULE 7 FOR LEAVE TO FILE
PLAINTIFFS' OPPOSITION BRIEF
TO DEFENDANTS' MOTION TO
DISMISS IN EXCESS OF 25 PAGES**

Hearing Date: February 4, 2005

Time: 9:00 a.m.

Location: Courtroom 10, 19th Fl.
Hon. Susan B. Illston

Defendants have filed a motion to dismiss addressed to all eleven counts of the First
Amended Complaint. In order for Plaintiffs to respond adequately to each count, Plaintiffs

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

respectfully submit that an additional 10 pages is needed. Accordingly, Plaintiffs request
that they be permitted to file a 35 page response to the Defendants' Motion to Dismiss.
Defendants stipulation to this request is attached hereto as Exhibit A.

DATED: November 17, 2004

Respectfully submitted,

LOVITT & HANNAN, INC.

Ronald Lovitt

J. Thomas Hannan

Henry I. Bornstein

By 

Ronald Lovitt

Attorneys for Plaintiffs

Lynn Lincoln Sarko, *pro hac vice*

Michael D. Woerner, *pro hac vice*

Gretchen F. Cappio, *pro hac vice*

KELLER ROHRBACK, L.L.P.

1201 Third Avenue, Suite 3200

Seattle, WA 98101-3052

Telephone: (206) 623-1900

Facsimile: (206) 623-3384

**ADDITIONAL COUNSEL FOR
PLAINTIFF:**

Ron Kilgard, *pro hac vice*

Gary Gotto, *pro hac vice*

KELLER ROHRBACK P.L.C.

National Bank Plaza

3101 North Central Avenue, Suite 900

Phoenix, AZ 85012

Telephone: 602-248-0088

Facsimile: 602-248-2822

Michael J. Brickman, *pro hac vice*

-2-

REQUEST PURSUANT TO
LOCAL RULE 7 FOR LEAVE TO FILE BRIEF
IN EXCESS OF 25 PAGES
Case No. C-04-0883 SI

LOVITT & HANNAN, INC.

ATTORNEYS AT LAW

900 FRONT STREET, SUITE 300

SAN FRANCISCO 94111

(415) 362-8769

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

James C. Bradley, *pro hac vice*
Nina H. Fields, *pro hac vice*
RICHARDSON, PATRICK, WESTBROOK
& BRICKMAN, LLC
174 East Bay Street
Charleston, SC 29401
Telephone: 842-727-6500
Facsimile: 843-727-3103

Guy M. Burns
Jonathan S. Coleman
Becky Ferrell-Anton
JOHNSON, POPE, BOKOR, RUPPEL &
BURNS, L.L.P.
100 North Tampa Street, Ste. 1800
Tampa, FL 33602
Telephone: 813-225-2500
Facsimile: 813-223-7118

PROOF OF SERVICE BY MAIL

I, Laura J. Davies, the undersigned, hereby certify and declare:

1. I am over the age of 18 years and am not a party to the within cause.

2. I am employed in the office of a member of the bar of this Court, at whose direction this service was made.

3. My business address is 900 Front Street, Suite 300, San Francisco, California 94111.

4. I am familiar with my employer's mail collection and processing practices; know that said mail is collected and deposited with the United States Postal Service on the same day it is deposited in the interoffice mail, with postage thereon fully prepaid.

5. Following said practice, on November 17, 2004, I served a true copy of the attached document(s) titled exactly

REQUEST PURSUANT TO LOCAL RULE 7 FOR LEAVE TO FILE PLAINTIFFS' OPPOSITION BRIEF TO DEFENDANTS' MOTION TO DISMISS IN EXCESS OF 25 PAGES

by placing the same in an addressed, sealed envelope and depositing it in the regularly maintained interoffice mail addressed to the following:

Meredith N. Landy, Esq.
Dale Edmondson, Esq.
O'MELVENY & MYERS, LLP
2765 Sand Hill Road
Menlo Park, CA 94025

Daniel A. Pollack, Esq.
Edward McDermott, Esq.
Anthony Zaccaria, Esq.
POLLACK & KAMINSKY
114 West 47th street
New York, NY 10036

6. I declare under penalty of perjury that the foregoing is true and correct and that this declaration was executed on November 17, 2004, at San Francisco, California.

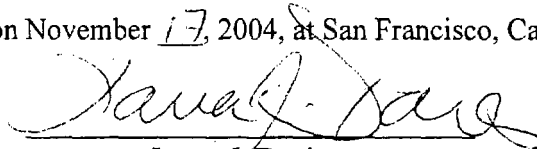

Laura J. Davies

EXHIBIT A

Ronald Lovitt, Bar No. 040921
J. Thomas Hannan, Bar No. 039140
Henry I. Bornstein, Bar No. 75885
LOVITT & HANNAN, INC.
900 Front Street, Suite 300
San Francisco, California 94111
Telephone: (415) 362-8769
Facsimile: (415) 362-7528

Lynn Lincoln Sarko, *pro hac vice*
Michael D. Woerner, *pro hac vice*
Gretchen F. Cappio, *pro hac vice*
KELLER ROHRBACK, L.L.P.
1201 Third Avenue, Suite 3200
Seattle, WA 98101-3052
Telephone: (206) 623-1900
Facsimile: (206) 623-3384

Attorneys for Plaintiffs

(List of Additional Counsel at End of Document)

UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA

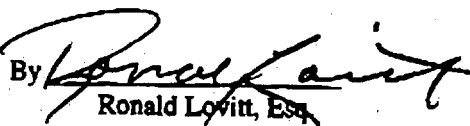
SUSAN STRIGLIABOTTI, et al., for the use	)	Case No. C 04 0883 SI
and benefit of THE TEMPLETON GROWTH	)	
FUND; et al,	)	STIPULATION AND [PROPOSED]
	)	ORDER RE LOCAL RULE 7 FOR
Plaintiffs,	)	LEAVE TO FILE PLAINTIFFS'
v.	)	OPPOSITION BRIEF TO
	)	DEFENDANTS' MOTION TO
FRANKLIN RESOURCES, INC., et al.,	)	DISMISS IN EXCESS OF 25 PAGES
	)	
Defendants.	)	

It is hereby stipulated by the undersigned parties that Plaintiffs shall be granted
leave to file a 35 page brief in Opposition to Defendants' Motion to Dismiss.

LOVITT & HANNAN, INC.
ATTORNEYS AT LAW
900 FRONT STREET, SUITE 300
SAN FRANCISCO 94111
(415) 362-8769

DATED: November 16, 2004

LOVITT & HANNAN, INC.

By 
Ronald Lovitt, Esq.

Ronald Lovitt, Bar No. 040921
J. Thomas Hannan, Bar No. 039140
Henry I. Bornstein, Bar No. 75885
LOVITT & HANNAN, INC.
900 Front Street, Suite 300
San Francisco, California 94111
Telephone: (415) 362-8769
Facsimile: (415) 362-7528

Lynn Lincoln Sarko, *pro hac vice*
Michael D. Woerner, *pro hac vice*
Gretchen F. Cappio, *pro hac vice*
KELLER ROHRBACK, L.L.P.
1201 Third Avenue, Suite 3200
Seattle, WA 98101-3052
Telephone: (206) 623-1900
Facsimile: (206) 623-3384

Ron Kilgard, *pro hac vice*
Gary Gotto, *pro hac vice*
KELLER ROHRBACK P.L.C.
National Bank Plaza
3101 North Central Avenue, Suite 900
Phoenix, AZ 85012
Telephone: 602-248-0088
Facsimile: 602-248-2822

Michael J. Brickman, *pro hac vice*
James C. Bradley, *pro hac vice*
Nina H. Fields, *pro hac vice*
RICHARDSON, PATRICK,
WESTBROOK & BRICKMAN, LLC
174 East Bay Street
Charleston, SC 29401
Telephone: 842-727-6500
Facsimile: 843-727-3103

-3- STIPULATION AND [PROPOSED] ORDER
FOR LEAVE TO FILE BRIEF
IN EXCESS OF 25 PAGES
Case No. C-04-0883 SI

1 DATED: November 17, 2004

O'MELVENY & MYERS LLP

2
3
4 By: Meredith N. Landy / d.c.
Meredith N. Landy, Esq.

5 Meredith N. Landy, Bar No. 136489
6 Dale Edmondson, Bar No. 189793
7 O'MELVENY & MYERS LLP
8 2765 Sand Hill Road
9 Menlo Park, CA 94025
10 Telephone (650) 473-2671
11 Facsimile (650) 473-2601

12 Daniel A. Pollack, *Pro Hac Vice*
13 Edward McDermott, *Pro Hac Vice*
14 Anthony Zaccaria, *Pro Hac Vice*
15 POLLACK & KAMINSKY
16 114 West 47th street
17 New York, NY 10036
18 Telephone (212) 575-4700
19 Facsimile (212) 575-6560

20 *Attorneys for Defendants*
21 FRANKLIN RESOURCES, FRANKLIN
22 ADVISERS, INC., FRANKLIN
23 TEMPLETON DISTRIBUTORS, INC.,
24 TEMPLETON GLOBAL ADVISORS,
25 LTD., FRANKLIN ADVISORY
26 SERVICES, LLC, FRANKLIN MUTUAL
27 ADVISERS, LLC, AND FRANKLIN
28 TEMPLETON SERVICES, LTD.

-2- STIPULATION AND [PROPOSED] ORDER
FOR LEAVE TO FILE BRIEF
IN EXCESS OF 25 PAGES
Case No. C-04-0583 SI

LOVITT & HANNAN, INC.

ATTORNEYS AT LAW

900 FRONT STREET, SUITE 300

SAN FRANCISCO 94111

(415) 362-8769

LOVITT & HANNAN, INC.

ATTORNEYS AT LAW

900 FRONT STREET, SUITE 300

SAN FRANCISCO 94111

(415) 362-8769

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

Guy M. Burns
Jonathan S. Coleman
Becky Ferrell-Anton
JOHNSON, POPE, BOKOR, RUPPEL &
BURNS, L.L.P.
100 North Tampa Street, Ste. 1800
Tampa, FL 33602
Telephone: 813-225-2500
Facsimile: 813-223-7118

Attorneys for Plaintiffs

LOVITT & HANNAN, INC.
ATTORNEYS AT LAW
900 FRONT STREET, SUITE 300
SAN FRANCISCO 94111
(415) 362-8769

1 PURSUANT TO STIPULATION, IT IS SO ORDERED.
2
3

4 Date: _____
5

UNITED STATES DISTRICT JUDGE
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26

Ronald Lovitt, Bar No. 040921
J. Thomas Hannan, Bar No. 039140
Henry I. Bornstein, Bar No. 75885
LOVITT & HANNAN, INC.
900 Front Street, Suite 300
San Francisco, California 94111
Telephone: (415) 362-8769
Facsimile: (415) 362-7528

Lynn Lincoln Sarko, *pro hac vice*
Michael D. Woerner, *pro hac vice*
Gretchen F. Cappio, *pro hac vice*
KELLER ROHRBACK, L.L.P.
1201 Third Avenue, Suite 3200
Seattle, WA 98101-3052
Telephone: (206) 623-1900
Facsimile: (206) 623-3384

Attorneys for Plaintiffs
(List of Additional Counsel at End of Document)

UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA

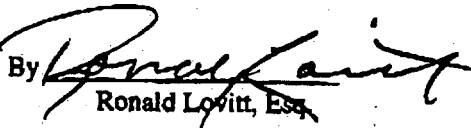
SUSAN STRIGLIABOTTI, et al., for the use	)	Case No. C 04 0883 SI
and benefit of THE TEMPLETON GROWTH	)	
FUND; et al,	)	STIPULATION AND [PROPOSED]
	)	ORDER RE LOCAL RULE 7 FOR
Plaintiffs,	)	LEAVE TO FILE PLAINTIFFS'
v.	)	OPPOSITION BRIEF TO
	)	DEFENDANTS' MOTION TO
FRANKLIN RESOURCES, INC., et al.,	)	DISMISS IN EXCESS OF 25 PAGES
	)	
Defendants.	)	

It is hereby stipulated by the undersigned parties that Plaintiffs shall be granted
leave to file a 35 page brief in Opposition to Defendants' Motion to Dismiss.

LOVITT & HANNAN, INC.
ATTORNEYS AT LAW
900 FRONT STREET, SUITE 300
SAN FRANCISCO 94111
(415) 362-8769

DATED: November 16, 2004

LOVITT & HANNAN, INC.

By 
Ronald Lovitt, Esq.

Ronald Lovitt, Bar No. 040921
J. Thomas Hannan, Bar No. 039140
Henry I. Bornstein, Bar No. 75885
LOVITT & HANNAN, INC.
900 Front Street, Suite 300
San Francisco, California 94111
Telephone: (415) 362-8769
Facsimile: (415) 362-7528

Lynn Lincoln Sarko, *pro hac vice*
Michael D. Woerner, *pro hac vice*
Gretchen F. Cappio, *pro hac vice*
KELLER ROHRBACK, L.L.P.
1201 Third Avenue, Suite 3200
Seattle, WA 98101-3052
Telephone: (206) 623-1900
Facsimile: (206) 623-3384

Ron Kilgard, *pro hac vice*
Gary Gotto, *pro hac vice*
KELLER ROHRBACK P.L.C.
National Bank Plaza
3101 North Central Avenue, Suite 900
Phoenix, AZ 85012
Telephone: 602-248-0088
Facsimile: 602-248-2822

Michael J. Brickman, *pro hac vice*
James C. Bradley, *pro hac vice*
Nina H. Fields, *pro hac vice*
RICHARDSON, PATRICK,
WESTBROOK & BRICKMAN, LLC
174 East Bay Street
Charleston, SC 29401
Telephone: 842-727-6500
Facsimile: 843-727-3103

-3- STIPULATION AND [PROPOSED] ORDER
FOR LEAVE TO FILE BRIEF
IN EXCESS OF 25 PAGES
Case No. C-04-0883 SI

1 DATED: November 17, 2004

O'MELVENY & MYERS LLP

2
3
4 By: Meredith N. Landy, Esq.
Meredith N. Landy, Esq.

5 Meredith N. Landy, Bar No. 136489
6 Dale Edmondson, Bar No. 189793
7 O'MELVENY & MYERS LLP
8 2765 Sand Hill Road
9 Menlo Park, CA 94025
10 Telephone (650) 473-2671
11 Facsimile (650) 473-2601

12 Daniel A. Pollack, *Pro Hac Vice*
13 Edward McDermott, *Pro Hac Vice*
14 Anthony Zaccaria, *Pro Hac Vice*
15 POLLACK & KAMINSKY
16 114 West 47th street
17 New York, NY 10036
18 Telephone (212) 575-4700
19 Facsimile (212) 575-6560

20 *Attorneys for Defendants*
21 FRANKLIN RESOURCES, FRANKLIN
22 ADVISERS, INC., FRANKLIN
23 TEMPLETON DISTRIBUTORS, INC.,
24 TEMPLETON GLOBAL ADVISORS,
25 LTD., FRANKLIN ADVISORY
26 SERVICES, LLC, FRANKLIN MUTUAL
27 ADVISERS, LLC, AND FRANKLIN
28 TEMPLETON SERVICES, LTD.

-2- STIPULATION AND [PROPOSED] ORDER
FOR LEAVE TO FILE BRIEF
IN EXCESS OF 25 PAGES
Case No. C-04-0883 SJ

LOVITT & HANNAN, INC.

ATTORNEYS AT LAW

900 FRONT STREET, SUITE 300

SAN FRANCISCO 94111

(415) 362-8709

LOVITT & HANNAN, INC.
ATTORNEYS AT LAW
900 FRONT STREET, SUITE 300
SAN FRANCISCO 94111
(415) 362-8769

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

Guy M. Burns
Jonathan S. Coleman
Becky Ferrell-Anton
JOHNSON, POPE, BOKOR, RUPPEL &
BURNS, L.L.P.
100 North Tampa Street, Ste. 1800
Tampa, FL 33602
Telephone: 813-225-2500
Facsimile: 813-223-7118

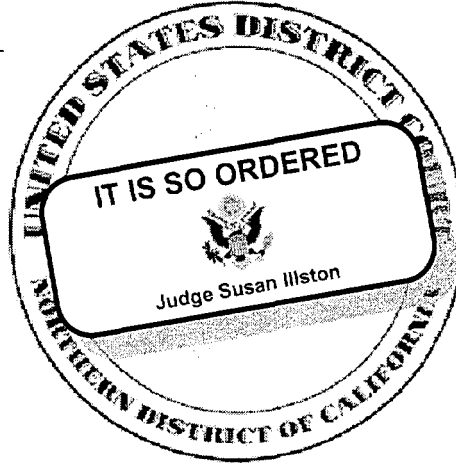
Attorneys for Plaintiffs

-4- STIPULATION AND [PROPOSED] ORDER
FOR LEAVE TO FILE BRIEF
IN EXCESS OF 25 PAGES
Case No. C-04-0883 SI

LOVITT & HANNAN, INC.
ATTORNEYS AT LAW
900 FRONT STREET, SUITE 300
SAN FRANCISCO 94111
(415) 362-8769

1 PURSUANT TO STIPULATION, IT IS SO ORDERED.
2
3

4 Date: _____
5
6



DISTRICT JUDGE
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26