

FRANKLIN CAPITAL CORP
 Form N-23C-1
 June 11, 2001

(Do not use this space)

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| ----- | UNITED STATES | ----- |
| ----- | SECURITIES AND EXCHANGE COMMISSION | OMB APPROVAL |
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(Name)

Date of Statement: June 11, 2001

Chief Financial Officer

(Title)

POTENTIAL PERSONS WHO ARE TO RESPOND TO THE COLLECTION OF INFORMATION
SUSTAINED IN THIS FORM ARE NOT REQUIRED TO RESPOND UNLESS THE FORM DISPLAYS A
RECENTLY VALID OMB CONTROL NUMBER.

SEC 1580 (5/97)