COMBINED FINANCIAL STATEMENTS

New Jersey 529 College Savings Plan – Franklin Templeton Managed Investment Options

New Jersey Better Education Savings Trust – New Jersey Division of Investment Managed Investment Options

Year Ended June 30, 2009

New Jersey 529 College Savings Plan

New Jersey 529 College Savings Plan – Franklin Templeton Managed Investment Options

Combined Financial Statements and Supplemental Information

Year Ended June 30, 2009

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Report of Independent Auditors

To the Account Owners and Trustees of

New Jersey 529 College Savings Plan- Franklin Templeton Managed Investment Options- Age-Based Allocations, Objective-Based Allocations and Individual Portfolios:

We have audited the accompanying combined statement of assets and liabilities of the New Jersey 529 College Savings Plan- Franklin Templeton Managed Investment Options (the "Plan")- Age-Based Allocations, Objective-Based Allocations and Individual Portfolios (three of the investment options of the Plan) as of June 30, 2009, and the related combined statement of operations for the year then ended, and the combined statements of changes in net assets for each of the two years in the period then ended. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. We were not engaged to perform an audit of the Plan's internal control over financial reporting. Our audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. Our procedures included confirmation of securities owned as of June 30, 2009, by correspondence with the custodian and brokers. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the New Jersey 529 College Savings Plan- Franklin Templeton Managed Investment Options- Age-Based Allocations, Objective-Based Allocations and Individual Portfolios at June 30, 2009, the results of their combined statement of operations for the year then ended, and the combined statements of changes in net assets for each of the two years in the period then ended, in conformity with U.S. generally accepted accounting principles.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The accompanying Supplemental Information is presented for purposes of additional analysis and is not a required part of the basic financial statements. Such information has been subjected to the auditing procedures applied in our audits of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Ernet + Young LLP

October 8, 2009

New Jersey Better Educational Savings Trust

New Jersey 529 College Savings Plan -Franklin Templeton Managed Investment Options

Combined Statement of Assets and Liabilities June 30, 2009

Assets:	
Investments in Underlying Funds:	
Cost	\$ 1,992,673,060
Value	\$ 1,564,081,692
Receivables:	
Investment securities sold	6,635
Plan shares sold	1,436,688
Wrapper agreement (at Fair Value)	20,636
Total assets	1,565,545,651
Liabilities:	
Payables:	
Investment securities purchased	2,733
Plan shares redeemed	1,209,614
Accrued expenses	2,013,407
Total liabilities	3,225,754
Net assets, at value	\$ 1,562,319,897

New Jersey Better Educational Savings Trust

New Jersey 529 College Savings Plan -Franklin Templeton Managed Investment Options

Combined Statement of Operations June 30, 2009

Investment income - dividends from Underlying Funds	\$ 42,055,436
Expenses:	
Program management fees (Note 2)	5,811,427
Distribution fees	
Class A	1,456,736
Class B	1,870,704
Class C	3,426,692
Sub-advisory fees (Note 2)	 57,444
Total expenses	 12,623,003
Net investment income	 29,432,433
Realized and unrealized gains (losses):	
Net realized gain (loss) from:	
Sale of investments in Underlying Funds	(76,422,218)
Realized gain distributions by Underlying Funds	 35,628,086
Net realized gain (loss)	(40,794,132)
Net change in unrealized appreciation (depreciation) on	
Investments in Underlying Funds and Wrapper Agreements	 (304,739,715)
Net realized and unrealized gain (loss)	 (345,533,847)
Net increase (decrease) in net assets resulting from operations	\$ (316,101,414)

New Jersey Better Educational Savings Trust

New Jersey 529 College Savings Plan -

Franklin Templeton Managed Investment Options

Combined Statement of Changes June 30, 2009

		Year Ende	d June 3	0,
		2009		2008
Increase (decrease) in net assets:				
Operations:				
Net investment income	\$	29,432,433	\$	27,130,095
Net realized gain (loss) from Underlying Funds		(40,794,132)		108,976,142
Net change in unrealized appreciation (depreciation) on investments in Underlying Funds				-
and Wrap Agreements		(304,739,715)		(325,335,802)
		(316,101,414)		(189,229,565)
Plan share transactions:				
Subscriptions		525,169,795		611,179,987
Redemptions		(354,996,797)		(250,901,700)
Net increase (decrease) in net assets resulting from plan share transactions	_	170,172,998		360,278,287
Net increase (decrease) in net assets		(145,928,416)		171,048,722
Net assets:				
Beginning of year		1,708,248,313		1,537,199,591
End of year	\$	1,562,319,897	\$	1,708,248,313

New Jersey 529 College Savings Plan – Franklin Templeton Managed Investment Options

Notes to Combined Financial Statements for the year ended June 30, 2009

1. ORGANIZATION AND SIGNIFICANT ACCOUNTING POLICIES

The New Jersey Better Educational Savings Trust ("Trust") was established by the State of New Jersey (the "State") to allow Account Owners and Beneficiaries under the State's New Jersey 529 College Savings Plan ("Program") to qualify for federal tax benefits in a qualified tuition program under section 529 of the Internal Revenue Code of 1986, as amended. The New Jersey Higher Education Student Assistance Authority ("HESAA") is responsible for establishing and maintaining the Program on behalf of the State. HESAA serves as a trustee of the Trust, administers the Program and is authorized to establish investment policies, select investment managers and the Program Manager, and adopt regulations and provide for the performance of other functions necessary for the operation of the Program and the various plans included in the Program.

In 2003, Franklin Templeton Distributors, Inc. ("FTDI"), a wholly-owned subsidiary of Franklin Resources, Inc., and HESAA entered into a Services Agreement under which FTDI serves as the Program Manager. FTDI provides, directly or through affiliates, certain distribution, investment management and administrative services relating to the Program. Franklin Advisers, Inc. ("Franklin Templeton"), an affiliate of FTDI, serves as the Investment Manager for the plans covered under this report. Franklin Templeton is not responsible for the investment management services of the S&P 500 Index Fund 529 Portfolio ("S&P Portfolio"). The S&P Portfolio is managed by UBS Global Asset Management.

This report provides the financial results of the portfolios managed by Franklin Templeton that are available through the New Jersey 529 College Savings Plan – Franklin Templeton Managed Investment Options offered to Account Owners under the plan names: NJBEST 529 College Savings Plan, and, Franklin Templeton 529 College Savings Plan ("Plans").

Under the Plans, an Account Owner establishes an Account in the name of a Beneficiary and may elect to allocate contributions among the "Portfolios" of the three types of investment options, known as the Age-Based Allocations, Objective-Based Allocations, and Individual Portfolios. In the Age-Based Allocations, contributions are allocated among four age bands, based on the age of the Beneficiary. Each Age-Based Investment Option invests in certain Franklin/Templeton/Mutual Series Mutual Funds (the "Funds") in varying percentages, as determined by HESAA. The Objective-Based Allocations portfolios each offer a distinctive investment strategy. The Individual Portfolios invest solely in a single underlying Fund or account. In the case of the S&P 500 Index Fund 529 Portfolio, the portfolio invests in the UBS S&P 500 Index Fund. The portfolios under these investment options, grouped by type, are as follows:

Age-Based Allocations	Objective-Based Allocations	Individual Portfolios
Age Newborn – 8 Years	Franklin Templeton Corefolio Portfolio	Franklin Growth 529 Portfolio
Age 9 – 12 Years	Franklin Templeton Founding Funds 529 Portfolio	Franklin Income 529 Portfolio
Age 13 – 16 Years	Growth Portfolio	Franklin Small-Mid Cap Growth 529 Portfolio
Age 17 + Years	Growth and Income Portfolio	Franklin Templeton Stable Value 529 Portfolio
	Income Portfolio	Mutual Shares 529 Portfolio
		S&P 500 Index Fund 529 Portfolio
		Templeton Growth 529 Portfolio

Effective May 6, 2009, the Franklin Capital Growth 529 Portfolio was renamed the Franklin Growth 529 Portfolio.

New Jersey 529 College Savings Plan – Franklin Templeton Managed Investment Options

Notes to Combined Financial Statements *(continued)* for the year ended June 30, 2009

1. ORGANIZATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

The Age-Based and Objective-Based Allocations, excluding the Franklin Templeton Founding Funds 529 Portfolio, offer four classes of Trust Shares. The Franklin Templeton Stable Value 529 Portfolio and the S&P 500 Index Fund 529 Portfolio also offer four classes of Trust Shares: Class A, Class B, Class C and Direct sold Trust Shares. The remaining Individual Portfolios, as well as Franklin Templeton Founding Funds 529 Portfolio, offer three classes of shares: Class A, Class B and Class C shares. Each class of shares differs by its initial sales load, contingent deferred sales charges and distribution fees. The Direct sold Trust Shares class is only available to New Jersey residents who invest in the NJBEST 529 College Savings Plan without a financial advisor.

The following summarizes the Trusts' significant accounting policies.

a. Security Valuation

Net asset value per share is calculated as of the close of trading of the NYSE. Investments in the Underlying Funds are valued at their net asset value each trading day.

b. Security Transactions, Investment Income and Expenses

Security transactions are accounted for on trade date. Realized gains and losses on security transactions are determined on an average cost basis. Estimated expenses are accrued daily. Dividend income and realized gain distributions by Underlying Funds are recorded on the exdate.

The Portfolios indirectly bear their proportionate share of expenses from the Underlying Funds. Since the Underlying Funds have varied expense levels and the Portfolios may own different proportions of the Underlying Funds at different times, the amount of expenses incurred indirectly by the Portfolios will vary.

Realized and unrealized gains and losses and net investment income, other than class specific expenses, are allocated daily to each class of shares based upon the relative proportion of net assets of each class.

c. Guarantees and Indemnifications

In the normal course of business, the Trust, on behalf of the Portfolios, enters into contracts with service providers that contain general indemnification clauses. The Trust's maximum exposure under these arrangements is unknown as this would involve future claims that may be made against the Trust that have not yet occurred. Currently, the Trust expects the risk of loss to be remote.

d. Wrap Agreements

The Franklin Stable Value 529 Portfolio ("Stable Value Portfolio") may enter into Wrap Agreements with insurance companies, banks or other financial institutions ("Wrap Providers") that are rated, at the time of purchase, the equivalent of at least AA- or better, by a rating agency. A Wrap Agreement is a derivative instrument that is designed to protect some or all of a portfolio from investment losses. While the Stable Value Portfolio seeks to preserve the value of its

New Jersey 529 College Savings Plan – Franklin Templeton Managed Investment Options

Notes to Combined Financial Statements (continued) for the year ended June 30, 2009

1. ORGANIZATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

d. Wrap Agreements (continued)

investments through Wrap Agreements, there is no guarantee that the Stable Value Portfolio will not lose money during any period. There is no active trading market for Wrap Agreements, and none is expected to develop. The value of the wrap contract is determined by a present value discounting of the difference between the contractual wrap fee rate and the re-bid rate. The annual dollar differential in the fee level is discounted using a duration matched swap rate that approximates the risk free rate of interest. Inputs used in the calculation of the fair valuation of the wrap contracts include the book value of the wrap contracts, contractual wrap fee rates, re-bid wrap fee rates, wrap portfolio duration, and the swap rate matched to the wrapped fixed income portfolio duration (present value discount factors).

As of June 30, 2009, Stable Value Portfolio has Wrap Agreements with State Street Bank and Bank of America, the Wrap Providers. The terms of the Wrap Agreements also require Stable Value Portfolio to maintain minimum cash and cash equivalent percentages. Throughout the term of the Wrap Agreements, the Stable Value Portfolio will pay the Wrap Providers on a quarterly basis, an annualized wrap fee based on the Wrap Agreements' book value balance. The crediting rate used in computing the book value is the actual yield of the covered assets, plus or minus the unrealized gain or loss on the covered assets, based on fluctuations in the market value of the covered assets amortized over the duration of the covered assets. At June 30, 2009, the covered assets included Stable Value Portfolio's holdings in the Franklin Limited Maturity U.S. Government Securities Fund, Advisor Class. The crediting rate is calculated by a formula specified by each Wrap Agreement and is adjusted periodically. The crediting rate used for each of the Stable Value Portfolio's Wrap Agreements is net of the 0.10% wrap fee.

A default by the issuer of a portfolio security or a Wrap Provider on its obligations may result in a decrease in the value of the portfolio assets and, consequently, the shares of the Stable Value Portfolio. Wrap Agreements generally do not protect the portfolio from loss if an issuer of portfolio securities defaults on payments of interest or principal. Additionally, a Stable Value Portfolio shareholder may realize more or less than the actual investment return on the portfolio securities depending upon the timing of the shareholder's purchases and redemption of shares, as well as those of other shareholders.

The Stable Value Portfolio's investments and Wrap Agreements are reflected at fair market value in the accompanying financial statements. Net asset value for purposes of valuing transactions by Plan participants, however, continues to be calculated utilizing Wrap Agreements valued at contract value.

See Note 4 regarding other derivative information.

New Jersey 529 College Savings Plan – Franklin Templeton Managed Investment Options

Notes to Combined Financial Statements *(continued)* for the year ended June 30, 2009

1. ORGANIZATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

e. Income Taxes

No provision for federal income tax has been made. The Program is established to be a qualified tuition program under Section 529 of the Internal Revenue Code, which is exempt from federal and state income tax, and does not expect to have any unrelated business income subject to tax.

f. Accounting Estimates

The preparation of financial statements in accordance with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the amounts of income and expenses during the reporting period. Actual results could differ from those estimates.

2. MANAGEMENT AGREEMENTS

The Portfolios pay annual Program management fees based on the average daily net assets of each portfolio as follows:

Investment Option	FTDI Management Fee	HESAA Administrative Fee	Total Program Fee
New Jersey 529 College Savings Plan - New Jersey Resident Accounts	0.25%	0.15%	0.40%
New Jersey 529 College Savings Plan - Non-New Jersey Resident Accounts	0.35%	0.05%	0.40%

The Portfolios pay annual asset-based sales fees to FTDI up to 0.25%, 1.00%, and 1.00% per year of their average daily net assets of Class A, Class B, and Class C, respectively, for costs incurred in marketing the Portfolios' shares.

Stable Value Portfolio pays Dwight Asset Management a sub-advisory fee of 0.10% based on average daily net assets.

Franklin Templeton Services, LLC ("FTS") an affiliate of FTDI provides accounting services for the Trust. Franklin Templeton Investor Services, LLC ("FTI"), an affiliate of FTDI and FTS, performs transfer agency services for the Trust. No fees are paid by the Trust for accounting or transfer agency services.

3. INVESTMENTS

At June 30, 2009, the net unrealized depreciation of portfolio investments was \$428,591,368 consisting of gross unrealized appreciation of \$2,430,592 and gross unrealized depreciation of \$431,021,960.

New Jersey 529 College Savings Plan – Franklin Templeton Managed Investment Options

Notes to Combined Financial Statements *(continued)* for the year ended June 30, 2009

3. INVESTMENTS (continued)

Purchases and sales of portfolio securities (excluding short term securities) for the year period ended June 30, 2009 aggregated \$516,656,570 and \$335,564,057 respectively.

For a list of each portfolio's investments at June 30, 2009, please see the Statement of Investments for each portfolio in the Supplemental Information.

4. OTHER DERIVATIVE INFORMATION

The Trust adopted Financial Accounting Standards Board ("FASB") Statement No. 161-Disclosures about Derivative Instruments and Hedging Activities, which require enhanced disclosures about derivative instruments and hedging activities, including how such activities are accounted for and their effect on the Trust's financial statements.

At June 30, 2009, Wrap Agreements are reflected on the Statement of Assets and Liabilities as follows:

	Asset Derivatives								
Derivative Contracts Not Accounted for as Hedging Instruments Under FASB Statement No. 133	Statement of Assets and Liabilities Location		Fair Value Amount						
Other Contracts	Wrap Agreements	\$	20,636						

For the year ended June 30, 2009, the effect of Wrap Agreements on the Trust's Statement of Operations was as follows:

Derivative Contracts Not Accounted for as Hedging Instruments Under FASB Statement No. 133	Statement of Operations Locations	Realized Gain (Loss) for the Year Ended June 30, 2009	Unrealized Appreciation (Depreciation) for the Year Ended June 30, 2009	Average Notional Amount Outstanding During the Year ^a
Other Contracts	Net change in unrealized appreciation (depreciation) on Wrap Agreements	\$-	\$20,636	\$12,290,477

^a Represents the book value of the Wrap Contracts outstanding during the year.

5. FAIR VALUE MEASUREMENTS

The Trust adopted Financial Accounting Standards Board ("FASB") issued Statement No. 157, "Fair Value Measurement" ("SFAS 157"), on July 1, 2008. SFAS 157 defines fair value, establishes a framework for measuring fair value, and expands disclosures about fair value measurements. The Trust has determined that the implementation of SFAS 157 did not have a material impact on the Trust's financial statements.

New Jersey 529 College Savings Plan – Franklin Templeton Managed Investment Options

Notes to Combined Financial Statements *(continued)* for the year ended June 30, 2009

5. FAIR VALUE MEASUREMENTS (continued)

SFAS 157 establishes a fair value hierarchy that distinguishes between market data obtained from independent sources (observable inputs) and the Trust's own market assumptions (unobservable inputs). These inputs are used in determining the value of the Trust's investments and are summarized in the following fair value hierarchy:

- Level 1 quoted prices in active markets for identical securities
- Level 2 other significant observable inputs (including quoted prices for similar securities, interest rates, prepayment speed, credit risk, etc.)
- Level 3 significant unobservable inputs (including the Trust's own assumptions in determining the fair value of investments)

The following is a summary of the inputs used as of June 30, 2009, in valuing the Trust's assets carried at fair value:

	Level 1	Level 1 Level 2			Lev	rel 3	Total			
Assets:										
Investments in Securities:										
Open End Mutual Funds	\$1,435,375,5	\$1,435,375,573 \$		-	\$	-	\$1,4	35,375,573		
Short Term Investments	128,706,1	19		-		-	12	28,706,119		
Total Investments in Securities	\$1,564,081,6	92	\$ -		\$ -		\$1,5	64,081,692		
Wrap Agreements	\$	-	\$	20,636	\$	-	\$	20,636		

6. ACCOUNTING PRONOUNCEMENTS ISSUED - NOT YET ADOPTED

In July 2006, FASB issued FASB Interpretation No. 48, "Accounting for Uncertainty in Income Taxes – an Interpretation of FASB Statement No. 109" ("FIN 48"). FIN 48 clarifies the accounting for uncertainty in tax positions taken or expected to be taken in a tax return. FIN 48 provides guidance on the measurement, recognition, classification and disclosure of tax positions, along with accounting for the related interest and penalties. FIN 48 is effective for fiscal years beginning after December 15, 2006, and is to be applied to all open tax years as of the date of effectiveness. On December 17, 2008, the FASB extended the implementation date for certain nonpublic companies until annual financial statements for fiscal years beginning after December 15, 2008.

The Trust elects to defer the application of FIN 48 in accordance with the deferral. The Trust's accounting policy for evaluating uncertain tax positions during the deferral period is based on the recognition and disclosure criteria for loss contingencies under FASB Statement No. 5 "Accounting for Contingencies" and FASB Statement No. 109 "Accounting for Income Taxes".

Notes to Combined Financial Statements *(continued)* for the year ended June 30, 2009

7. SUBSEQUENT EVENTS

The Trust has evaluated subsequent events through October 8, 2009, the issuance date of the financial statements and determined that disclosure of the following is necessary:

Effective July 1, 2009, FTDI and HESSA have agreed to waive a portion of their fees and assume payment of expenses for the Stable Value Portfolio as is necessary to reimburse the Portfolio for expenses in excess of income earned.

Financial Highlights

	 Class A									
				Year E	nded June 30,					
Age Newborn - 8 Years	 2009		2008		2007		2006		2005	
SELECTED PER SHARE DATA										
Net asset value, beginning of year	\$ 18.09	\$	20.70	\$	16.92	\$	14.97	\$	13.78	
Income from investment operations ^a :										
Net investment income b,c	0.09		0.14		0.08		0.10		0.05	
Net realized and unrealized gain (loss)	 (4.48)		(2.75)		3.70		1.85		1.14	
Total from investment operations	 (4.39)		(2.61)		3.78		1.95		1.19	
Net asset value, end of year	\$ 13.70	\$	18.09	\$	20.70	\$	16.92	\$	14.97	
Total return ^d	(24.27)%		(12.61)%		22.34%		13.03%		8.64%	
Ratios to average net assets										
Expenses ^e	0.65%		0.65%		0.65%		0.65%		0.65%	
Net investment income ^c	0.65%		0.73%		0.41%		0.59%		0.39%	
Supplemental data										
Net assets, end of year (000's)	\$ 142,940	\$	167,689	\$	155,272	\$	96,450	\$	53,142	

	Class B									
					Year E	nded June 30,				
Age Newborn - 8 Years	2009		2008			2007		2006		2005
SELECTED PER SHARE DATA										
Net asset value, beginning of year	\$	17.37	\$	20.02	\$	16.49	\$	14.70	\$	13.64
Income from investment operations ^a :		(0.01)		_ f		(0.00)		(0.02)		(0.05)
Net investment loss ^{b,c}		(0.01)				(0.06)		(0.03)		(0.05)
Net realized and unrealized gain (loss) Total from investment operations		(4.31) (4.32)		(2.65)	·	3.59 3.53		<u>1.82</u> 1.79	·	<u>1.11</u> 1.06
Net asset value, end of year	\$	13.05	\$	17.37	\$	20.02	\$	16.49	\$	14.70
	<u> </u>	10100	<u> </u>		<u> </u>	20102	<u> </u>	10110	<u> </u>	
Total return ^d		(24.87)%		(13.24)%		21.41%		12.18%		7.77%
Ratios to average net assets										
Expenses ^e		1.40%		1.40%		1.40%		1.40%		1.40%
Net investment loss ^c		(0.10)%		(0.02)%		(0.34)%		(0.16)%		(0.33)%
Supplemental data										
Net assets, end of year (000's)	\$	53,192	\$	67,488	\$	66,196	\$	46,670	\$	30,925

^aThe amount shown for a share outstanding throughout the period may not correlate with the Statement of Operations for the period due to the timing of sales and repurchases of the Portfolio shares in relation to income earned and/or fluctuating market value of the investments of the Portfolio.

^bBased on average daily shares outstanding.

^cRecognition of net investment income by the Portfolio is affected by the timing of declaration of dividends by the Underlying Funds in which the Portfolio invests.

^dTotal return does not reflect any applicable sales commissions or the contingent deferred sales charge. [®]Does not include expenses of the Underlying Funds in which the Fund invests.

^fAmount rounds to less than \$0.01.

Financial Highlights

	Class C									
					Year E	nded June 30,				
Age Newborn - 8 Years		2009		2008		2007		2006		2005
SELECTED PER SHARE DATA										
Net asset value, beginning of year	\$	17.59	\$	20.27	\$	16.69	\$	14.88	\$	13.81
Income from investment operations ^a :										
Net investment loss b,c		(0.01)		_ d		(0.06)		(0.02)		(0.05)
Net realized and unrealized gain (loss)		(4.35)		(2.68)		3.64		1.83		1.12
Total from investment operations		(4.36)		(2.68)		3.58		1.81		1.07
Net asset value, end of year	\$	13.23	\$	17.59	\$	20.27	\$	16.69	\$	14.88
Total return ^e		(24.79)%		(13.22)%		21.45%		12.16%		7.75%
Ratios to average net assets										
Expenses ^f		1.40%		1.40%		1.40%		1.40%		1.40%
Net investment loss ^c		(0.10)%		(0.02)%		(0.34)%		(0.16)%		(0.35)%
Supplemental data										
Net assets, end of year (000's)	\$	51,959	\$	58,733	\$	56,258	\$	36,044	\$	22,288

					Direct				
				Year E	inded June 30,				
Age Newborn - 8 Years	 2009		2008		2007		2006		2005
SELECTED PER SHARE DATA									
Net asset value, beginning of year	\$ 18.29	\$	20.88	\$	17.03	\$	15.03	\$	13.80
Income from investment operations ^a :	0.40		o (o		0.40				
Net investment income b,c	0.13		0.19		0.12		0.14		0.09
Net realized and unrealized gain (loss)	 (4.53)		(2.78)		3.73		1.86		1.14
Total from investment operations	 (4.40)	-	(2.59)	-	3.85	-	2.00	_	1.23
Net asset value, end of year	\$ 13.89	\$	18.29	\$	20.88	\$	17.03	\$	15.03
Total return ^e	(24.06)%		(12.40)%		22.61%		13.31%		8.90%
Ratios to average net assets									
Expenses ^f	0.40%		0.40%		0.40%		0.40%		0.40%
Net investment income ^c	0.90%		0.98%		0.66%		0.84%		0.64%
Supplemental data									
Net assets, end of year (000's)	\$ 112,850	\$	133,298	\$	127,128	\$	78,215	\$	43,878

^aThe amount shown for a share outstanding throughout the period may not correlate with the Statement of Operations for the period due to the timing of sales and repurchases of the Portfolio shares in relation to income earned and/or fluctuating market value of the investments of the Portfolio.

^bBased on average daily shares outstanding.

^cRecognition of net investment income by the Portfolio is affected by the timing of declaration of dividends by the Underlying Funds in which the Portfolio invests.

^dAmount rounds to less than \$0.01.

^eTotal return does not reflect any applicable sales commissions or the contingent deferred sales charge.

Financial Highlights

			(Class A		
			Year Er	nded June 30,		
Age 9 - 12 Years	 2009	 2008		2007	 2006	 2005
SELECTED PER SHARE DATA						
Net asset value, beginning of year	\$ 16.62	\$ 18.13	\$	15.34	\$ 13.95	\$ 12.94
Income from investment operations ^a :						
Net investment income b,c	0.25	0.30		0.25	0.23	0.17
Net realized and unrealized gain (loss)	 (3.12)	 (1.81)		2.54	 1.16	 0.84
Total from investment operations	(2.87)	(1.51)		2.79	 1.39	1.01
Net asset value, end of year	\$ 13.75	\$ 16.62	\$	18.13	\$ 15.34	\$ 13.95
Total return ^d	(17.27)%	(8.33)%		18.19%	9.96%	7.81%
Ratios to average net assets						
Expenses ^e	0.65%	0.65%		0.65%	0.65%	0.65%
Net investment income ^c	1.80%	1.70%		1.47%	1.54%	1.26%
Supplemental data						
Net assets, end of year (000's)	\$ 81,261	\$ 92,753	\$	84,945	\$ 52,302	\$ 31,286

				Class B		
			Year En	ided June 30,		
Age 9 - 12 Years	 2009	 2008		2007	 2006	 2005
SELECTED PER SHARE DATA						
Net asset value, beginning of year	\$ 15.87	\$ 17.44	\$	14.88	\$ 13.63	\$ 12.74
Income from investment operations ^a :						
Net investment income b,c	0.14	0.16		0.12	0.12	0.07
Net realized and unrealized gain (loss)	 (2.99)	 (1.73)		2.44	 1.13	 0.82
Total from investment operations	 (2.85)	 (1.57)		2.56	1.25	 0.89
Net asset value, end of year	\$ 13.02	\$ 15.87	\$	17.44	\$ 14.88	\$ 13.63
Total return ^d	(17.96)%	(9.00)%		17.20%	9.17%	6.99%
Ratios to average net assets						
Expenses ^e	1.40%	1.40%		1.40%	1.40%	1.40%
Net investment income ^c	1.05%	0.95%		0.72%	0.79%	0.51%
Supplemental data						
Net assets, end of year (000's)	\$ 31,238	\$ 37,500	\$	36,456	\$ 25,517	\$ 17,519

^aThe amount shown for a share outstanding throughout the period may not correlate with the Statement of Operations for the period due to the timing of sales and repurchases of the Portfolio shares in relation to income earned and/or fluctuating market value of the investments of the Portfolio.

^bBased on average daily shares outstanding.

^cRecognition of net investment income by the Portfolio is affected by the timing of declaration of dividends by the Underlying Funds in which the Portfolio invests.

⁴Total return does not reflect any applicable sales commissions or the contingent deferred sales charge. ⁶Does not include expenses of the Underlying Funds in which the Fund invests.

Financial Highlights

			c	Class C			
			Year Er	nded June 30,			
Age 9 - 12 Years	 2009	 2008		2007	 2006		2005
SELECTED PER SHARE DATA							
Net asset value, beginning of year	\$ 16.10	\$ 17.70	\$	15.09	\$ 13.83	\$	12.93
Income from investment operations ^a :							
Net investment income b,c	0.13	0.16		0.12	0.12		0.07
Net realized and unrealized gain (loss)	(3.02)	(1.76)		2.49	1.14		0.83
Total from investment operations	(2.89)	(1.60)		2.61	 1.26		0.90
Net asset value, end of year	\$ 13.21	\$ 16.10	\$	17.70	\$ 15.09	\$	13.83
Total return ^d	(17.95)%	(9.04)%		17.30%	9.11%		6.96%
Ratios to average net assets							
Expenses ^e	1.40%	1.40%		1.40%	1.40%		1.40%
Net investment income ^c	1.05%	0.95%		0.72%	0.79%		0.51%
Supplemental data Net assets, end of year (000's)	\$ 40,965	\$ 44,178	\$	40,981	\$ 27,481	\$	16,955
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				Direct			
			Year E	nded June 30,			
Age 9 - 12 Years	 2009	 2008		2007		2006	 2005
SELECTED PER SHARE DATA							
Net asset value, beginning of year	\$ 16.82	\$ 18.30	\$	15.45	\$	14.02	\$ 12.97
Income from investment operations ^a :							
Net investment income b,c	0.28	0.35		0.29		0.27	0.20
Net realized and unrealized gain (loss)	 (3.15)	 (1.83)		2.56		1.16	 0.85
Total from investment operations	 (2.87)	 (1.48)		2.85	. <u> </u>	1.43	 1.05
Net asset value, end of year	\$ 13.95	\$ 16.82	\$	18.30	\$	15.45	\$ 14.02
Total return ^d	(17.06)%	(8.09)%		18.45%		10.20%	8.10%
Ratios to average net assets							
Expenses ^e	0.40%	0.40%		0.40%		0.40%	0.40%
Net investment income ^c	2.05%	1.95%		1.72%		1.79%	1.51%
Supplemental data							
Net assets, end of year (000's)	\$ 53,062	\$ 56,940	\$	51,422	\$	31,510	\$ 17,278

^aThe amount shown for a share outstanding throughout the period may not correlate with the Statement of Operations for the period due to the timing of sales and repurchases of the Portfolio shares in relation to income earned and/or fluctuating market value of the investments of the Portfolio.

^bBased on average daily shares outstanding.

^cRecognition of net investment income by the Portfolio is affected by the timing of declaration of dividends by the Underlying Funds in which the Portfolio invests.

^dTotal return does not reflect any applicable sales commissions or the contingent deferred sales charge.

Financial Highlights

				C	Class A		
				Year Er	nded June 30,		
Age 13 - 16 Years	:	2009	 2008		2007	 2006	 2005
SELECTED PER SHARE DATA							
Net asset value, beginning of year	\$	15.21	\$ 15.86	\$	13.92	\$ 13.03	\$ 12.18
Income from investment operations ^a :							
Net investment income b,c		0.37	0.42		0.38	0.34	0.27
Net realized and unrealized gain (loss)		(1.76)	 (1.07)		1.56	 0.55	 0.58
Total from investment operations		(1.39)	 (0.65)		1.94	 0.89	 0.85
Net asset value, end of year	\$	13.82	\$ 15.21	\$	15.86	\$ 13.92	\$ 13.03
Total return ^d		(9.14)%	(4.10)%		13.94%	6.83%	6.98%
Ratios to average net assets							
Expenses ^e		0.65%	0.65%		0.65%	0.65%	0.65%
Net investment income ^c		2.76%	2.65%		2.53%	2.47%	2.11%
Supplemental data							
Net assets, end of year (000's)	\$	85,158	\$ 81,360	\$	66,260	\$ 41,185	\$ 23,495

				Class B		
			Year E	nded June 30,		
Age 13 - 16 Years	 2009	 2008		2007	 2006	 2005
SELECTED PER SHARE DATA						
Net asset value, beginning of year	\$ 14.41	\$ 15.14	\$	13.39	\$ 12.63	\$ 11.90
Income from investment operations ^a :						
Net investment income b,c	0.26	0.29		0.26	0.23	0.17
Net realized and unrealized gain (loss)	 (1.68)	 (1.02)		1.49	 0.53	 0.56
Total from investment operations	 (1.42)	 (0.73)		1.75	 0.76	 0.73
Net asset value, end of year	\$ 12.99	\$ 14.41	\$	15.14	\$ 13.39	\$ 12.63
Total return ^d	(9.85)%	(4.82)%		13.07%	6.02%	6.13%
Ratios to average net assets						
Expenses ^e	1.40%	1.40%		1.40%	1.40%	1.40%
Net investment income ^c	2.01%	1.90%		1.78%	1.76%	1.36%
Supplemental data						
Net assets, end of year (000's)	\$ 31,102	\$ 30,805	\$	25,077	\$ 13,962	\$ 7,422

^aThe amount shown for a share outstanding throughout the period may not correlate with the Statement of Operations for the period due to the timing of sales and repurchases of the Portfolio shares in relation to income earned and/or fluctuating market value of the investments of the Portfolio.

^bBased on average daily shares outstanding.

eRecognition of net investment income by the Portfolio is affected by the timing of declaration of dividends by the Underlying Funds in which the Portfolio invests.

^dTotal return does not reflect any applicable sales commissions or the contingent deferred sales charge.

^eDoes not include expenses of the Underlying Funds in which the Fund invests.

See notes to financial statements.

Financial Highlights

				c	Class C		
				Year Er	nded June 30,		
Age 13 - 16 Years		2009	 2008		2007	 2006	 2005
SELECTED PER SHARE DATA							
Net asset value, beginning of year	\$	14.42	\$ 15.15	\$	13.40	\$ 12.64	\$ 11.92
Income from investment operations ^a :							
Net investment income b,c		0.25	0.28		0.25	0.23	0.17
Net realized and unrealized gain (loss)		(1.66)	 (1.01)		1.50	 0.53	 0.55
Total from investment operations	·	(1.41)	 (0.73)		1.75	 0.76	 0.72
Net asset value, end of year	\$	13.01	\$ 14.42	\$	15.15	\$ 13.40	\$ 12.64
Total return ^d		(9.78)%	(4.82)%		13.06%	6.01%	6.04%
Ratios to average net assets							
Expenses ^e		1.40%	1.40%		1.40%	1.40%	1.40%
Net investment income ^c		2.01%	1.90%		1.78%	1.72%	1.36%
Supplemental data							
Net assets, end of year (000's)	\$	61,267	\$ 61,799	\$	53,924	\$ 35,696	\$ 21,465

	_					Direct		
					Year E	nded June 30,		
Age 13 - 16 Years		2009		2008		2007	 2006	 2005
SELECTED PER SHARE DATA								
Net asset value, beginning of year	\$	15.30	\$	15.91	\$	13.94	\$ 13.02	\$ 12.15
Income from investment operations ^a :		0.40		0.40			0.07	
Net investment income b,c		0.40		0.46		0.41	0.37	0.30
Net realized and unrealized gain (loss)		(1.77)		(1.07)		1.56	 0.55	 0.57
Total from investment operations		(1.37)	-	(0.61)		1.97	 0.92	 0.87
Net asset value, end of year	\$	13.93	\$	15.30	\$	15.91	\$ 13.94	\$ 13.02
Total return ^d		(8.95)%		(3.83)%		14.13%	7.07%	7.16%
Ratios to average net assets								
Expenses ^e		0.40%		0.40%		0.40%	0.40%	0.40%
Net investment income ^c		3.01%		2.90%		2.78%	2.72%	2.36%
Supplemental data								
Net assets, end of year (000's)	\$	51,647	\$	50,773	\$	39,584	\$ 23,431	\$ 13,060

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^bBased on average daily shares outstanding.

^cRecognition of net investment income by the Portfolio is affected by the timing of declaration of dividends by the Underlying Funds in which the Portfolio invests.

^dTotal return does not reflect any applicable sales commissions or the contingent deferred sales charge.

Financial Highlights

			c	Class A			
			Year Er	nded June 30,			
Age 17 + Years	 2009	 2008		2007	:	2006	 2005
SELECTED PER SHARE DATA							
Net asset value, beginning of year	\$ 13.23	\$ 13.22	\$	12.02	\$	11.59	\$ 10.92
Income from investment operations ^a :							
Net investment income b,c	0.48	0.48		0.46		0.40	0.33
Net realized and unrealized gain (loss)	 (0.96)	(0.47)		0.74		0.03	 0.34
Total from investment operations	 (0.48)	 0.01		1.20		0.43	 0.67
Net asset value, end of year	\$ 12.75	\$ 13.23	\$	13.22	\$	12.02	\$ 11.59
Total return ^d	(3.63)%	0.08%		9.98%		3.71%	6.14%
Ratios to average net assets							
Expenses ^e	0.65%	0.65%		0.65%		0.65%	0.65%
Net investment income ^c	3.85%	3.56%		3.59%		3.38%	2.97%
Supplemental data							
Net assets, end of year (000's)	\$ 30,429	\$ 27,431	\$	17,578	\$	9,277	\$ 5,895

					c	Class B				
					Year En	nded June 30,				_
Age 17 + Years		2009		2008		2007		2006		2005
SELECTED PER SHARE DATA Net asset value, beginning of year	\$	12.80	\$	12.89	\$	11.80	\$	11.47	\$	10.89
Income from investment operations ^a : Net investment income ^{b,c}		0.37		0.36		0.36		0.31		0.25
Net realized and unrealized gain (loss) Total from investment operations Net asset value, end of year	\$	(0.93) (0.56) 12.24	\$	(0.45) (0.09) 12.80	\$	0.73 1.09 12.89	\$	0.02 0.33 11.80	\$	0.33 0.58 11.47
Total return ^d	φ	(4.38)%	φ	(0.70)%	φ	9.24%	_Φ	2.88%	φ	5.33%
Ratios to average net assets		(4.00)/0		(0.70)70		5.2470		2.0070		0.0070
Expenses ^e		1.40%		1.40%		1.40%		1.40%		1.40%
Net investment income ^c		3.10%		2.81%		2.84%		2.63%		2.22%
Supplemental data Net assets, end of year (000's)	\$	7,137	\$	5,609	\$	2,603	\$	1,482	\$	850

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^bBased on average daily shares outstanding.

eRecognition of net investment income by the Portfolio is affected by the timing of declaration of dividends by the Underlying Funds in which the Portfolio invests.

^dTotal return does not reflect any applicable sales commissions or the contingent deferred sales charge.

^eDoes not include expenses of the Underlying Funds in which the Fund invests.

See notes to financial statements.

Financial Highlights

			С	Class C		
			Year En	ided June 30,		
Age 17 + Years	 2009	 2008		2007	 2006	 2005
SELECTED PER SHARE DATA						
Net asset value, beginning of year	\$ 13.03	\$ 13.12	\$	12.02	\$ 11.68	\$ 11.09
Income from investment operations ^a :						
Net investment income b,c	0.37	0.37		0.36	0.31	0.26
Net realized and unrealized gain (loss)	(0.94)	(0.46)		0.74	0.03	0.33
Total from investment operations	(0.57)	(0.09)		1.10	0.34	0.59
Net asset value, end of year	\$ 12.46	\$ 13.03	\$	13.12	\$ 12.02	\$ 11.68
Total return ^d	(4.37)%	(0.69)%		9.15%	2.91%	5.32%
Ratios to average net assets						
Expenses ^e	1.40%	1.40%		1.40%	1.40%	1.40%
Net investment income ^c	3.10%	2.81%		2.84%	2.63%	2.22%
Supplemental data						
Net assets, end of year (000's)	\$ 38,878	\$ 35,668	\$	24,018	\$ 14,622	\$ 7,617

				Direct		
			Year E	nded June 30,		
Age 17 + Years	 2009	 2008		2007	 2006	 2005
SELECTED PER SHARE DATA						
Net asset value, beginning of year	\$ 13.80	\$ 13.76	\$	12.48	\$ 12.00	\$ 11.28
Income from investment operations ^a :						
Net investment income b,c	0.53	0.53		0.51	0.45	0.38
Net realized and unrealized gain (loss)	 (0.99)	 (0.49)		0.77	 0.03	 0.34
Total from investment operations	 (0.46)	 0.04		1.28	 0.48	 0.72
Net asset value, end of year	\$ 13.34	\$ 13.80	\$	13.76	\$ 12.48	\$ 12.00
Total return ^d	(3.33)%	0.29%		10.26%	4.00%	6.38%
Ratios to average net assets						
Expenses ^e	0.40%	0.40%		0.40%	0.40%	0.40%
Net investment income ^c	4.10%	3.81%		3.84%	3.63%	3.22%
Supplemental data						
Net assets, end of year (000's)	\$ 21,876	\$ 20,312	\$	12,571	\$ 6,463	\$ 3,351

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^bBased on average daily shares outstanding.

^cRecognition of net investment income by the Portfolio is affected by the timing of declaration of dividends by the Underlying Funds in which the Portfolio invests.

^dTotal return does not reflect any applicable sales commissions or the contingent deferred sales charge.

Financial Highlights

	Class A Year Ended June 30,												
Franklin Templeton Corefolio Portfolio		2009		2008		2007		2006		2005			
SELECTED PER SHARE DATA													
Net asset value, beginning of year	\$	16.70	\$	19.64	\$	16.35	\$	14.65	\$	13.81			
Income from investment operations ^a :													
Net investment income b,c		0.17		0.16		0.08		0.10		0.05			
Net realized and unrealized gain (loss)		(4.34)		(3.10)		3.21		1.60		0.79			
Total from investment operations		(4.17)		(2.94)	. <u> </u>	3.29		1.70		0.84			
Net asset value, end of year	\$	12.53	\$	16.70	\$	19.64	\$	16.35	\$	14.65			
Total return ^d		(24.97)%		(14.97)%		20.12%		11.60%		6.08%			
Ratios to average net assets													
Expenses ^e		0.65%		0.65%		0.65%		0.65%		0.65%			
Net investment income ^c		1.35%		0.85%		0.40%		0.59%		0.33%			
Supplemental data Net assets, end of year (000's)	\$	31,433	\$	40,478	\$	42,200	\$	29,299	\$	18,500			

	Class B Year Ended June 30,												
Franklin Templeton Corefolio Portfolio		2009		2008		2007		2006		2005			
SELECTED PER SHARE DATA													
Net asset value, beginning of year	\$	15.77	\$	18.69	\$	15.67	\$	14.16	\$	13.45			
Income from investment operations ^a : Net investment income (loss) ^{b,c}		0.07		0.02		(0.06)		(0.02)		(0.05)			
Net realized and unrealized gain (loss)		(4.09)		(2.94)		3.08		1.53		0.76			
Total from investment operations		(4.02)		(2.92)		3.02		1.51		0.71			
Net asset value, end of year	\$	11.75	\$	15.77	\$	18.69	\$	15.67	\$	14.16			
Total return ^d		(25.49)%		(15.62)%		19.27%		10.66%		5.28%			
Ratios to average net assets													
Expenses ^e		1.40%		1.40%		1.40%		1.40%		1.40%			
Net investment income (loss) $^{\circ}$		0.60%		0.10%		(0.35)%		(0.16)%		(0.36)%			
Supplemental data													
Net assets, end of year (000's)	\$	8,429	\$	11,277	\$	12,290	\$	8,810	\$	6,279			

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^bBased on average daily shares outstanding.

eRecognition of net investment income by the Portfolio is affected by the timing of declaration of dividends by the Underlying Funds in which the Portfolio invests.

^dTotal return does not reflect any applicable sales commissions or the contingent deferred sales charge.

Financial Highlights

	Class C Year Ended June 30,												
Franklin Templeton Corefolio Portfolio		2009		2008		2007		2006		2005			
SELECTED PER SHARE DATA Net asset value, beginning of year	\$	16.06	\$	19.03	\$	15.96	\$	14.41	\$	13.69			
Income from investment operations ^a :	<u> </u>	10.00	<u>\$</u>	19.03	Φ	15.90	φ	14.41	φ	13.09			
Net investment income (loss) ^{b,c}		0.07		0.02		(0.06)		(0.02)		(0.06)			
Net realized and unrealized gain (loss)		(4.16)		(2.99)		3.13		1.57		0.78			
Total from investment operations		(4.09)		(2.97)		3.07		1.55		0.72			
Net asset value, end of year	\$	11.97	\$	16.06	\$	19.03	\$	15.96	\$	14.41			
Total return ^d		(25.47)%		(15.61)%		19.24%		10.76%		5.26%			
Ratios to average net assets													
Expenses ^e		1.40%		1.40%		1.40%		1.40%		1.40%			
Net investment income (loss) ^c		0.60%		0.10%		(0.35)%		(0.16)%		(0.45)%			
Supplemental data Net assets, end of year (000's)	\$	18,058	\$	24,730	\$	25,647	\$	16,671	\$	10,000			

				Direct		
			Year Er	nded June 30,		
Franklin Templeton Corefolio Portfolio	 2009	 2008		2007	 2006	 2005
SELECTED PER SHARE DATA						
Net asset value, beginning of year	\$ 16.92	\$ 19.85	\$	16.48	\$ 14.73	\$ 13.85
Income from investment operations ^a :						
Net investment income b,c	0.21	0.20		0.11	0.13	0.09
Net realized and unrealized gain (loss)	 (4.40)	 (3.13)		3.26	 1.62	 0.79
Total from investment operations	 (4.19)	 (2.93)		3.37	 1.75	 0.88
Net asset value, end of year	\$ 12.73	\$ 16.92	\$	19.85	\$ 16.48	\$ 14.73
Total return ^d	(24.76)%	(14.76)%		20.45%	11.88%	6.35%
Ratios to average net assets						
Expenses ^e	0.40%	0.40%		0.40%	0.40%	0.40%
Net investment income ^c	1.60%	1.10%		0.65%	0.84%	0.59%
Supplemental data						
Net assets, end of year (000's)	\$ 21,855	\$ 26,781	\$	26,803	\$ 14,721	\$ 9,060

^aThe amount shown for a share outstanding throughout the period may not correlate with the Statement of Operations for the period due to the timing of sales and repurchases of the Portfolio shares in relation to income earned and/or fluctuating market value of the investments of the Portfolio.

^bBased on average daily shares outstanding.

^cRecognition of net investment income by the Portfolio is affected by the timing of declaration of dividends by the Underlying Funds in which the Portfolio invests.

^dTotal return does not reflect any applicable sales commissions or the contingent deferred sales charge.

Financial Highlights

						Class A				
Franklin Templeton Founding Funds 529 Portfolio	2009		2008		Year Ended June 30, 2007		2006		J (cor o	or the period une 27, 2005 nmencement of perations) to une 30, 2005
SELECTED PER SHARE DATA										
Net asset value, beginning of year	\$	11.26	\$	13.29	\$	11.02	\$	9.99	\$	10.00
Income from investment operations ^a :										
Net investment income b,c		0.37		0.35		0.27		0.27		-
Net realized and unrealized gain (loss)		(3.06)		(2.38)		2.00		0.76		(0.01)
Total from investment operations		(2.69)		(2.03)		2.27		1.03		(0.01)
Net asset value, end of year	\$	8.57	\$	11.26	\$	13.29	\$	11.02	\$	9.99
Total return ^d		(23.89)%		(15.27)%		20.60%		10.31%		(0.10)%
Ratios to average net assets										
Expenses ^e		0.65%		0.65%		0.65%		0.65%		0.35%
Net investment income (loss) ^c		4.28%		2.82%		2.14%		2.46%		(0.35)%
Supplemental data Net assets, end of year (000's)	\$	73,054	\$	92,764	\$	72,802	\$	21,200	\$	591

					Class B				
Franklin Templeton Founding Funds 529 Portfolio	2009		2008		Year Ended June 30, 2007		2006		the period e 27, 2005 nencement of rations) to
Franklin Templeton Founding Funds 529 Portfolio		2009	 2008		2007		2006	Jun	e 30, 2005
SELECTED PER SHARE DATA									
Net asset value, beginning of year	\$	11.03	\$ 13.10	\$	10.95	\$	10.00	\$	10.00
Income from investment operations ^a :									
Net investment income b,c		0.30	0.25		0.17		0.17		-
Net realized and unrealized gain (loss)		(3.00)	 (2.32)		1.98		0.78		-
Total from investment operations		(2.70)	(2.07)		2.15		0.95		-
Net asset value, end of year	\$	8.33	\$ 11.03	\$	13.10	\$	10.95	\$	10.00
Total return ^d		(24.48)%	(15.80)%		19.63%		9.50%		-
Ratios to average net assets									
Expenses ^e		1.40%	1.40%		1.40%		1.40%		-
Net investment income ^c		3.53%	2.07%		1.39%		1.71%		-
Supplemental data									
Net assets, end of year (000's)	\$	12,552	\$ 15,216	\$	12,171	\$	3,547	\$	25

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^bBased on average daily shares outstanding.

^cRecognition of net investment income by the Portfolio is affected by the timing of declaration of dividends by the Underlying Funds in which the Portfolio invests.

^dTotal return does not reflect any applicable sales commissions or the contingent deferred sales charge.

Financial Highlights

				Class C				
Franklin Templeton Founding Funds 529 Portfolio	2009	Year Ended Jun 2008 2007			e 30, 2006			For the period June 27, 2005 mmencement of operations) to June 30, 2005
Franklin Templeton Founding Funds 529 Fortiono	 2009	 2008		2007		2000		June 30, 2005
SELECTED PER SHARE DATA								
Net asset value, beginning of year	\$ 11.02	\$ 13.09	\$	10.94	\$	9.99	\$	10.00
Income from investment operations ^a :								
Net investment income b,c	0.29	0.25		0.17		0.18		-
Net realized and unrealized gain (loss)	 (2.99)	 (2.32)		1.98		0.77		(0.01)
Total from investment operations	 (2.70)	 (2.07)		2.15		0.95		(0.01)
Net asset value, end of year	\$ 8.32	\$ 11.02	\$	13.09	\$	10.94	\$	9.99
Total return ^d	(24.50)%	(15.81)%		19.65%		9.51%		(0.10)%
Ratios to average net assets								
Expenses ^e	1.40%	1.40%		1.40%		1.40%		-
Net investment income ^c	3.53%	2.07%		1.39%		1.71%		-
Supplemental data								
Net assets, end of year (000's)	\$ 41,895	\$ 55,398	\$	47,466	\$	13,964	\$	1

^aThe amount shown for a share outstanding throughout the period may not correlate with the Statement of Operations for the period due to the timing of sales and repurchases of the Portfolio shares in relation to income earned and/or fluctuating market value of the investments of the Portfolio.

^bBased on average daily shares outstanding.

^cRecognition of net investment income by the Portfolio is affected by the timing of declaration of dividends by the Underlying Funds in which the Portfolio invests.

^dTotal return does not reflect any applicable sales commissions or the contingent deferred sales charge.

Financial Highlights

					c	Class A				
					Year En	ided June 30,				
Growth Portfolio		2009		2008		2007		2006		2005
SELECTED PER SHARE DATA										
Net asset value, beginning of year	\$	18.10	\$	20.67	\$	16.89	\$	14.95	\$	13.77
Income from investment operations ^a :										
Net investment income b,c		0.09		0.15		0.08		0.10		0.06
Net realized and unrealized gain (loss)		(4.46)		(2.72)		3.70		1.84		1.12
Total from investment operations		(4.37)		(2.57)		3.78		1.94		1.18
Net asset value, end of year	\$	13.73	\$	18.10	\$	20.67	\$	16.89	\$	14.95
Total return ^d		(24.14)%		(12.43)%		22.38%		12.98%		8.57%
Ratios to average net assets										
Expenses ^e		0.65%		0.65%		0.65%		0.65%		0.65%
Net investment income ^c		0.67%		0.77%		0.40%		0.60%		0.38%
Supplemental data Net assets, end of year (000's)	\$	21,497	\$	25,244	\$	21,255	\$	12,794	\$	7,506
	Ý	21,107	¥	20,211	¥	21,200	¥	.2,701	¥	.,000

				Class B		
			Year E	nded June 30,		
Growth Portfolio	 2009	 2008		2007	 2006	 2005
SELECTED PER SHARE DATA Net asset value, beginning of year Income from investment operations ^a :	\$ 17.41	\$ 20.04	\$	16.50	\$ 14.71	\$ 13.65
Net investment loss ^{b,c}	(0.01)	_ f		(0.06)	(0.02)	(0.05)
Net realized and unrealized gain (loss)	 (4.29)	 (2.63)		3.60	 1.81	 1.11
Total from investment operations	 (4.30)	 (2.63)		3.54	 1.79	 1.06
Net asset value, end of year	\$ 13.11	\$ 17.41	\$	20.04	\$ 16.50	\$ 14.71
Total return ^d	(24.70)%	(13.12)%		21.45%	12.17%	7.77%
Ratios to average net assets						
Expenses ^e	1.40%	1.40%		1.40%	1.40%	1.40%
Net investment income (loss) $^{\circ}$	(0.08)%	0.02%		(0.35)%	(0.15)%	(0.32)%
Supplemental data Net assets, end of year (000's)	\$ 5,271	\$ 6,579	\$	6,478	\$ 4,259	\$ 2,792

^aThe amount shown for a share outstanding throughout the period may not correlate with the Statement of Operations for the period due to the timing of sales and repurchases of the Portfolio shares in relation to income earned and/or fluctuating market value of the investments of the Portfolio.

^bBased on average daily shares outstanding.

eRecognition of net investment income by the Portfolio is affected by the timing of declaration of dividends by the Underlying Funds in which the Portfolio invests.

^dTotal return does not reflect any applicable sales commissions or the contingent deferred sales charge.

^eDoes not include expenses of the Underlying Funds in which the Fund invests.

^fAmount rounds to less than \$0.01.

Financial Highlights

			(Class C		
			Year Er	nded June 30,		
Growth Portfolio	 2009	 2008		2007	 2006	 2005
SELECTED PER SHARE DATA						
Net asset value, beginning of year	\$ 17.47	\$ 20.11	\$	16.56	\$ 14.77	\$ 13.71
Income from investment operations ^a :						
Net investment loss b,c	(0.01)	- 0	I	(0.06)	(0.03)	(0.06)
Net realized and unrealized gain (loss)	 (4.31)	 (2.64)		3.61	 1.82	 1.12
Total from investment operations	 (4.32)	 (2.64)		3.55	 1.79	 1.06
Net asset value, end of year	\$ 13.15	\$ 17.47	\$	20.11	\$ 16.56	\$ 14.77
Total return ^e	(24.73)%	(13.13)%		21.44%	12.12%	7.73%
Ratios to average net assets						
Expenses ^f	1.40%	1.40%		1.40%	1.40%	1.40%
Net investment income (loss) $^{\rm c}$	(0.08)%	0.02%		(0.35)%	(0.15)%	(0.37)%
Supplemental data						
Net assets, end of year (000's)	\$ 13,408	\$ 15,261	\$	12,064	\$ 7,237	\$ 3,990

				Direct		
			Year E	Ended June 30,		
Growth Portfolio	 2009	 2008		2007	 2006	 2005
SELECTED PER SHARE DATA						
Net asset value, beginning of year	\$ 18.34	\$ 20.90	\$	17.04	\$ 15.03	\$ 13.81
Income from investment operations ^a :						
Net investment income b,c	0.13	0.21		0.12	0.14	0.09
Net realized and unrealized gain (loss)	 (4.53)	 (2.77)		3.74	 1.87	 1.13
Total from investment operations	 (4.40)	 (2.56)		3.86	 2.01	 1.22
Net asset value, end of year	\$ 13.94	\$ 18.34	\$	20.90	\$ 17.04	\$ 15.03
Total return ^e	(23.99)%	(12.25)%		22.65%	13.37%	8.83%
Ratios to average net assets						
Expenses ^f	0.40%	0.40%		0.40%	0.40%	0.40%
Net investment income ^c	0.92%	1.02%		0.65%	0.85%	0.63%
Supplemental data						
Net assets, end of year (000's)	\$ 33,748	\$ 40,164	\$	35,364	\$ 18,701	\$ 9,602

^aThe amount shown for a share outstanding throughout the period may not correlate with the Statement of Operations for the period due to the timing of sales and repurchases of the Portfolio shares in relation to income earned and/or fluctuating market value of the investments of the Portfolio.

^bBased on average daily shares outstanding.

^cRecognition of net investment income by the Portfolio is affected by the timing of declaration of dividends by the Underlying Funds in which the Portfolio invests.

^dAmount rounds to less than \$0.01.

eTotal return does not reflect any applicable sales commissions or the contingent deferred sales charge.

Financial Highlights

						Class A		
					Year Ei	nded June 30,		
Growth and Income Portfolio		2009		2008		2007	 2006	 2005
SELECTED PER SHARE DATA								
Net asset value, beginning of year	\$	15.02	\$	15.68	\$	13.77	\$ 12.89	\$ 12.04
Income from investment operations ^a :								
Net investment income b,c		0.36		0.41		0.37	0.34	0.27
Net realized and unrealized gain (loss)		(1.82)		(1.07)		1.54	 0.54	 0.58
Total from investment operations	-	(1.46)	-	(0.66)		1.91	 0.88	 0.85
Net asset value, end of year	\$	13.56	\$	15.02	\$	15.68	\$ 13.77	\$ 12.89
Total return ^d		(9.72)%		(4.21)%		13.87%	6.83%	7.06%
Ratios to average net assets								
Expenses ^e		0.65%		0.65%		0.65%	0.65%	0.65%
Net investment income ^c		2.75%		2.63%		2.51%	2.48%	2.14%
Supplemental data								
Net assets, end of year (000's)	\$	18,380	\$	17,643	\$	15,439	\$ 10,977	\$ 7,477

			c	Class B			
			Year En	nded June 30,			
Growth and Income Portfolio	 2009	 2008		2007	:	2006	 2005
SELECTED PER SHARE DATA							
Net asset value, beginning of year	\$ 14.39	\$ 15.13	\$	13.37	\$	12.61	\$ 11.87
Income from investment operations ^a :							
Net investment income b,c	0.25	0.29		0.25		0.23	0.17
Net realized and unrealized gain (loss)	 (1.75)	 (1.03)		1.51		0.53	 0.57
Total from investment operations	 (1.50)	 (0.74)		1.76		0.76	 0.74
Net asset value, end of year	\$ 12.89	\$ 14.39	\$	15.13	\$	13.37	\$ 12.61
Total return ^d	(10.42)%	(4.89)%		13.16%		6.03%	6.23%
Ratios to average net assets							
Expenses ^e	1.40%	1.40%		1.40%		1.40%	1.40%
Net investment income ^c	2.00%	1.88%		1.76%		1.73%	1.39%
Supplemental data							
Net assets, end of year (000's)	\$ 6,614	\$ 7,279	\$	6,937	\$	5,501	\$ 3,921

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^bBased on average daily shares outstanding.

eRecognition of net investment income by the Portfolio is affected by the timing of declaration of dividends by the Underlying Funds in which the Portfolio invests.

^dTotal return does not reflect any applicable sales commissions or the contingent deferred sales charge.

Financial Highlights

					c	Class C				
					Year Er	nded June 30,				
Growth and Income Portfolio		2009		2008		2007	:	2006		2005
SELECTED PER SHARE DATA										
Net asset value, beginning of year	\$	14.20	\$	14.93	\$	13.19	\$	12.44	\$	11.71
Income from investment operations ^a :										
Net investment income b,c		0.25		0.28		0.25		0.22		0.17
Net realized and unrealized gain (loss)		(1.74)		(1.01)		1.49		0.53		0.56
Total from investment operations		(1.49)		(0.73)		1.74		0.75		0.73
Net asset value, end of year	\$	12.71	\$	14.20	\$	14.93	\$	13.19	\$	12.44
Total return ^d		(10.49)%		(4.89)%		13.19%		6.03%		6.23%
Ratios to average net assets										
Expenses ^e		1.40%		1.40%		1.40%		1.40%		1.40%
Net investment income ^c		2.00%		1.88%		1.76%		1.73%		1.39%
Supplemental data Net assets, end of year (000's)	\$	16,309	\$	16,037	\$	12,603	\$	9,409	\$	6,404
iver assers, end of year (000 S)	φ	10,309	φ	10,037	φ	12,003	φ	9,409	φ	0,404

				Direct			
			Year Er	nded June 30,			
Growth and Income Portfolio	 2009	 2008		2007	. <u> </u>	2006	 2005
SELECTED PER SHARE DATA							
Net asset value, beginning of year	\$ 15.24	\$ 15.87	\$	13.89	\$	12.97	\$ 12.09
Income from investment operations ^a :							
Net investment income b,c	0.40	0.45		0.41		0.37	0.30
Net realized and unrealized gain (loss)	 (1.85)	 (1.08)		1.57		0.55	 0.58
Total from investment operations	 (1.45)	 (0.63)		1.98		0.92	 0.88
Net asset value, end of year	\$ 13.79	\$ 15.24	\$	15.87	\$	13.89	\$ 12.97
Total return ^d	(9.51)%	(3.97)%		14.25%		7.09%	7.28%
Ratios to average net assets							
Expenses ^e	0.40%	0.40%		0.40%		0.40%	0.40%
Net investment income ^c	3.00%	2.88%		2.76%		2.73%	2.39%
Supplemental data							
Net assets, end of year (000's)	\$ 20,797	\$ 22,126	\$	18,584	\$	11,863	\$ 7,326

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^bBased on average daily shares outstanding.

^cRecognition of net investment income by the Portfolio is affected by the timing of declaration of dividends by the Underlying Funds in which the Portfolio invests.

^dTotal return does not reflect any applicable sales commissions or the contingent deferred sales charge.

Financial Highlights

					С	lass A				
					Year En	ded June 30,				
Income Portfolio	:	2009	:	2008	:	2007	:	2006	:	2005
SELECTED PER SHARE DATA										
Net asset value, beginning of year	\$	12.19	\$	11.68	\$	11.03	\$	10.95	\$	10.40
Income from investment operations ^a :										
Net investment income b,c		0.54		0.54		0.53		0.48		0.43
Net realized and unrealized gain (loss)		(0.15)		(0.03)		0.12		(0.40)		0.12
Total from investment operations		0.39		0.51	. <u> </u>	0.65	. <u> </u>	0.08		0.55
Net asset value, end of year	\$	12.58	\$	12.19	\$	11.68	\$	11.03	\$	10.95
Total return ^d		3.20%		4.37%		5.89%		0.73%		5.29%
Ratios to average net assets										
Expenses ^e		0.65%		0.65%		0.65%		0.65%		0.65%
Net investment income ^c		4.49%		4.46%		4.62%		4.34%		3.93%
Supplemental data										
Net assets, end of year (000's)	\$	12,322	\$	6,888	\$	4,409	\$	2,624	\$	2,344

						lass B		
					Year En	ded June 30,		
Income Portfolio	:	2009	:	2008		2007	 2006	 2005
SELECTED PER SHARE DATA								
Net asset value, beginning of year	\$	11.72	\$	11.31	\$	10.76	\$ 10.76	\$ 10.29
Income from investment operations ^a :								
Net investment income b,c		0.43		0.44		0.43	0.38	0.34
Net realized and unrealized gain (loss)		(0.15)		(0.03)		0.12	 (0.38)	 0.13
Total from investment operations		0.28		0.41		0.55	 -	 0.47
Net asset value, end of year	\$	12.00	\$	11.72	\$	11.31	\$ 10.76	\$ 10.76
Total return ^d		2.39%		3.63%		5.11%	-	4.57%
Ratios to average net assets								
Expenses ^e		1.40%		1.40%		1.40%	1.40%	1.40%
Net investment income ^c		3.74%		3.71%		3.87%	3.59%	3.18%
Supplemental data								
Net assets, end of year (000's)	\$	2,468	\$	1,286	\$	791	\$ 559	\$ 363

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^bBased on average daily shares outstanding.

eRecognition of net investment income by the Portfolio is affected by the timing of declaration of dividends by the Underlying Funds in which the Portfolio invests.

^dTotal return does not reflect any applicable sales commissions or the contingent deferred sales charge.

Financial Highlights

					С	lass C		
					Year En	ded June 30,		
Income Portfolio	:	2009	:	2008	:	2007	 2006	 2005
SELECTED PER SHARE DATA								
Net asset value, beginning of year	\$	11.76	\$	11.35	\$	10.80	\$ 10.80	\$ 10.34
Income from investment operations ^a :								
Net investment income b,c		0.43		0.43		0.43	0.39	0.33
Net realized and unrealized gain (loss)		(0.15)		(0.02)		0.12	(0.39)	0.13
Total from investment operations		0.28		0.41		0.55	 -	 0.46
Net asset value, end of year	\$	12.04	\$	11.76	\$	11.35	\$ 10.80	\$ 10.80
Total return ^d		2.38%		3.61%		5.09%	-	4.45%
Ratios to average net assets								
Expenses ^e		1.40%		1.40%		1.40%	1.40%	1.40%
Net investment income ^c		3.74%		3.71%		3.87%	3.59%	3.12%
Supplemental data								
Net assets, end of year (000's)	\$	10,692	\$	5,762	\$	2,736	\$ 1,561	\$ 982

					Direct			
				Year Er	nded June 30,			
Income Portfolio	:	2009	 2008		2007	 2006		2005
SELECTED PER SHARE DATA Net asset value, beginning of year Income from investment operations ^a :	\$	12.37	\$ 11.82	\$	11.14	\$ 11.03	\$	10.45
Net investment income ^{b,c}		0.60	0.58		0.57	0.51		0.45
Net realized and unrealized gain (loss)		(0.17)	 (0.03)		0.11	 (0.40)		0.13
Total from investment operations		0.43	 0.55		0.68	 0.11		0.58
Net asset value, end of year	\$	12.80	\$ 12.37	\$	11.82	\$ 11.14	\$	11.03
Total return ^d		3.48%	4.65%		6.10%	1.00%		5.55%
Ratios to average net assets								
Expenses ^e		0.40%	0.40%		0.40%	0.40%		0.40%
Net investment income ^c		4.74%	4.71%		4.87%	4.59%		4.18%
Supplemental data Net assets, end of year (000's)	\$	12,128	\$ 8,403	\$	5,017	\$ 3,464	\$	2,401

^aThe amount shown for a share outstanding throughout the period may not correlate with the Statement of Operations for the period due to the timing of sales and repurchases of the Portfolio shares in relation to income earned and/or fluctuating market value of the investments of the Portfolio.

^bBased on average daily shares outstanding.

^cRecognition of net investment income by the Portfolio is affected by the timing of declaration of dividends by the Underlying Funds in which the Portfolio invests.

^dTotal return does not reflect any applicable sales commissions or the contingent deferred sales charge.

Financial Highlights

				Class A nded June 30,		
				laca bulle bo,		
Franklin Growth 529 Portfolio	:	2009	 2008	 2007	 2006	 2005
SELECTED PER SHARE DATA						
Net asset value, beginning of year	\$	13.91	\$ 15.14	\$ 12.98	\$ 12.21	\$ 12.54
Income from investment operations ^a :						
Net investment income (loss) b,c		0.05	0.05	(0.04)	-	(0.08)
Net realized and unrealized gain (loss)		(3.49)	 (1.28)	 2.20	 0.77	 (0.25)
Total from investment operations		(3.44)	 (1.23)	 2.16	 0.77	(0.33)
Net asset value, end of year	\$	10.47	\$ 13.91	\$ 15.14	\$ 12.98	\$ 12.21
Total return ^d		(24.73)%	(8.12)%	16.64%	6.31%	(2.63)%
Ratios to average net assets						
Expenses ^e		0.65%	0.65%	0.65%	0.65%	0.65%
Net investment income (loss) ^c		0.49%	0.35%	(0.30)%	(0.04)%	(0.65)%
Supplemental data						
Net assets, end of year (000's)	\$	7,739	\$ 9,021	\$ 7,930	\$ 5,766	\$ 3,933

				Class B		
			Year Ei	nded June 30,		
Franklin Growth 529 Portfolio	 2009	 2008		2007	 2006	 2005
SELECTED PER SHARE DATA						
Net asset value, beginning of year	\$ 13.02	\$ 14.27	\$	12.33	\$ 11.69	\$ 12.09
Income from investment operations ^a :						
Net investment loss b,c	(0.03)	(0.06)		(0.14)	(0.10)	(0.17)
Net realized and unrealized gain (loss)	 (3.26)	 (1.19)		2.08	 0.74	 (0.23)
Total from investment operations	 (3.29)	 (1.25)		1.94	 0.64	 (0.40)
Net asset value, end of year	\$ 9.73	\$ 13.02	\$	14.27	\$ 12.33	\$ 11.69
Total return ^d	(25.27)%	(8.76)%		15.73%	5.47%	(3.31)%
Ratios to average net assets						
Expenses ^e	1.40%	1.40%		1.40%	1.40%	1.41%
Net investment loss ^c	(0.26)%	(0.40)%		(1.05)%	(0.79)%	(1.41)%
Supplemental data						
Net assets, end of year (000's)	\$ 2,319	\$ 3,219	\$	3,158	\$ 2,437	\$ 1,901

^aThe amount shown for a share outstanding throughout the period may not correlate with the Statement of Operations for the period due to the timing of sales and repurchases of the Portfolio shares in relation to income earned and/or fluctuating market value of the investments of the Portfolio.

^bBased on average daily shares outstanding.

eRecognition of net investment income by the Portfolio is affected by the timing of declaration of dividends by the Underlying Funds in which the Portfolio invests.

^dTotal return does not reflect any applicable sales commissions or the contingent deferred sales charge.

Financial Highlights

				(Class C		
				Year E	nded June 30,		
Franklin Growth 529 Portfolio	:	2009	 2008		2007	 2006	 2005
SELECTED PER SHARE DATA							
Net asset value, beginning of year	\$	13.91	\$ 15.25	\$	13.18	\$ 12.49	\$ 12.92
Income from investment operations ^a :							
Net investment loss b,c		(0.03)	(0.06)		(0.15)	(0.10)	(0.18)
Net realized and unrealized gain (loss)		(3.47)	(1.28)		2.22	 0.79	 (0.25)
Total from investment operations		(3.50)	 (1.34)		2.07	0.69	(0.43)
Net asset value, end of year	\$	10.41	\$ 13.91	\$	15.25	\$ 13.18	\$ 12.49
Total return ^d		(25.16)%	(8.79)%		15.71%	5.52%	(3.33)%
Ratios to average net assets							
Expenses ^e		1.40%	1.40%		1.40%	1.40%	1.41%
Net investment loss ^c		(0.26)%	(0.40)%		(1.05)%	(0.79)%	(1.41)%
Supplemental data							
Net assets, end of year (000's)	\$	3,399	\$ 4,502	\$	4,151	\$ 3,074	\$ 1,981

^aThe amount shown for a share outstanding throughout the period may not correlate with the Statement of Operations for the period due to the timing of sales and repurchases of the Portfolio shares in relation to income earned and/or fluctuating market value of the investments of the Portfolio.

^bBased on average daily shares outstanding.

^cRecognition of net investment income by the Portfolio is affected by the timing of declaration of dividends by the Underlying Funds in which the Portfolio invests.

^dTotal return does not reflect any applicable sales commissions or the contingent deferred sales charge.

Financial Highlights

					C	Class A				
					Year Er	nded June 30,				
Franklin Income 529 Portfolio		2009		2008		2007		2006		2005
SELECTED PER SHARE DATA										
Net asset value, beginning of year	\$	16.66	\$	17.78	\$	15.02	\$	14.30	\$	12.66
Income from investment operations ^a :										
Net investment income b,c		1.10		0.94		0.81		0.79		0.75
Net realized and unrealized gain (loss)		(4.04)		(2.06)		1.95		(0.07)		0.89
Total from investment operations		(2.94)		(1.12)		2.76		0.72		1.64
Net asset value, end of year	\$	13.72	\$	16.66	\$	17.78	\$	15.02	\$	14.30
Total return ^d		(17.65)%		(6.30)%		18.38%		5.03%		12.95%
Ratios to average net assets										
Expenses ^e		0.65%		0.65%		0.65%		0.65%		0.65%
Net investment income ^c		8.42%		5.37%		4.85%		5.43%		5.48%
Supplemental data Net assets, end of year (000's)	\$	30,415	\$	35,603	\$	33,473	\$	21,307	\$	14,818
	Ŧ		+	,- 50	Ŧ	,	Ŧ	,,	+	,

	Class B										
Franklin Income 529 Portfolio	Year Ended June 30,										
	2009		2008		2007		2006		2005		
SELECTED PER SHARE DATA											
Net asset value, beginning of year	\$	16.15	\$	17.35	\$	14.77	\$	14.17	\$	12.64	
Income from investment operations ^a :											
Net investment income b,c		0.97		0.78		0.68		0.68		0.66	
Net realized and unrealized gain (loss)		(3.93)		(1.98)		1.90		(0.08)		0.87	
Total from investment operations		(2.96)	<u> </u>	(1.20)		2.58		0.60		1.53	
Net asset value, end of year	\$	13.19	\$	16.15	\$	17.35	\$	14.77	\$	14.17	
Total return ^d		(18.33)%		(6.92)%		17.47%		4.23%		12.10%	
Ratios to average net assets											
Expenses ^e		1.40%		1.40%		1.40%		1.40%		1.40%	
Net investment income ^c		7.67%		4.62%		4.10%		4.73%		4.85%	
Supplemental data											
Net assets, end of year (000's)	\$	9,198	\$	11,454	\$	11,498	\$	8,508	\$	7,203	

^aThe amount shown for a share outstanding throughout the period may not correlate with the Statement of Operations for the period due to the timing of sales and repurchases of the Portfolio shares in relation to income earned and/or fluctuating market value of the investments of the Portfolio.

^bBased on average daily shares outstanding.

eRecognition of net investment income by the Portfolio is affected by the timing of declaration of dividends by the Underlying Funds in which the Portfolio invests.

^dTotal return does not reflect any applicable sales commissions or the contingent deferred sales charge.

Financial Highlights

Franklin Income 529 Portfolio	Class C Year Ended June 30,									
	2009		2008		2007		2006		2005	
SELECTED PER SHARE DATA Net asset value, beginning of year Income from investment operations ^a :	\$	16.04	\$	17.23	\$	14.67	\$	14.07	\$	12.56
Net investment income ^{b,c} Net realized and unrealized gain (loss)		0.96 (3.89)		0.78 (1.97)		0.67 1.89		0.67 (0.07)		0.64 0.87
Total from investment operations Net asset value, end of year	\$	(2.93) 13.11	\$	(1.19) 16.04	\$	2.56	\$	0.60	\$	1.51 14.07
Total return ^d		(18.27)%		(6.91)%		17.45%		4.26%		12.02%
Ratios to average net assets Expenses ^e		1.40%		1.40%		1.40%		1.40%		1.40%
Net investment income ^c		7.67%		4.62%		4.10%		4.68%		4.76%
Supplemental data Net assets, end of year (000's)	\$	20,700	\$	26,209	\$	24,796	\$	16,294	\$	11,537

^aThe amount shown for a share outstanding throughout the period may not correlate with the Statement of Operations for the period due to the timing of sales and repurchases of the Portfolio shares in relation to income earned and/or fluctuating market value of the investments of the Portfolio.

^bBased on average daily shares outstanding.

^cRecognition of net investment income by the Portfolio is affected by the timing of declaration of dividends by the Underlying Funds in which the Portfolio invests.

^dTotal return does not reflect any applicable sales commissions or the contingent deferred sales charge.

Financial Highlights

					Class A		
				Year E	Ended June 30,		
Franklin Small-Mid Cap Growth 529 Portfolio	 2009		2008		2007	 2006	 2005
SELECTED PER SHARE DATA							
Net asset value, beginning of year	\$ 18.14	\$	20.75	\$	17.24	\$ 15.52	\$ 14.36
Income from investment operations ^a :							
Net investment loss b,c	(0.09)		(0.13)		(0.12)	(0.05)	(0.10)
Net realized and unrealized gain (loss)	 (4.70)		(2.48)		3.63	 1.77	 1.26
Total from investment operations	 (4.79)	_	(2.61)		3.51	 1.72	 1.16
Net asset value, end of year	\$ 13.35	\$	18.14	\$	20.75	\$ 17.24	\$ 15.52
Total return ^d	(26.41)%		(12.58)%		20.36%	11.08%	8.08%
Ratios to average net assets							
Expenses ^e	0.65%		0.65%		0.65%	0.65%	0.65%
Net investment loss ^c	(0.65)%		(0.65)%		(0.65)%	(0.31)%	(0.65)%
Supplemental data							
Net assets, end of year (000's)	\$ 8,060	\$	10,093	\$	9,022	\$ 6,038	\$ 3,323

	Class B Year Ended June 30,												
Franklin Small-Mid Cap Growth 529 Portfolio		2009		2008		2007		2006		2005			
SELECTED PER SHARE DATA													
Net asset value, beginning of year	\$	17.48	\$	20.14	\$	16.86	\$	15.29	\$	14.25			
Income from investment operations ^a :		(0.18)		(0.27)		(0.25)		(0.18)		(0.20)			
Net investment loss ^{b,c}		(0.18)		. ,		(0.23)		(0.18)		, ,			
Net realized and unrealized gain (loss) Total from investment operations		(4.54)		(2.39) (2.66)		3.28		1.75		<u> </u>			
Net asset value, end of year	\$	12.76	\$	17.48	\$	20.14	\$	16.86	\$	15.29			
	Ψ	12.70	Ψ	17.10	Ψ	20.11	Ψ	10.00	<u> </u>	10.20			
Total return ^d		(27.00)%		(13.21)%		19.45%		10.27%		7.30%			
Ratios to average net assets													
Expenses ^e		1.40%		1.40%		1.40%		1.40%		1.40%			
Net investment loss ^c		(1.40)%		(1.40)%		(1.40)%		(1.06)%		(1.40)%			
Supplemental data													
Net assets, end of year (000's)	\$	2,121	\$	2,505	\$	2,366	\$	1,733	\$	966			

^aThe amount shown for a share outstanding throughout the period may not correlate with the Statement of Operations for the period due to the timing of sales and repurchases of the Portfolio shares in relation to income earned and/or fluctuating market value of the investments of the Portfolio.

^bBased on average daily shares outstanding.

eRecognition of net investment income by the Portfolio is affected by the timing of declaration of dividends by the Underlying Funds in which the Portfolio invests.

^dTotal return does not reflect any applicable sales commissions or the contingent deferred sales charge.

Financial Highlights

	Class C Year Ended June 30,												
Franklin Small-Mid Cap Growth 529 Portfolio		2009		2008		2007		2006		2005			
SELECTED PER SHARE DATA													
Net asset value, beginning of year	\$	17.41	\$	20.05	\$	16.80	\$	15.25	\$	14.21			
Income from investment operations ^a :													
Net investment loss b,c		(0.18)		(0.26)		(0.25)		(0.18)		(0.20)			
Net realized and unrealized gain (loss)		(4.52)		(2.38)		3.50		1.73		1.24			
Total from investment operations		(4.70)		(2.64)		3.25		1.55		1.04			
Net asset value, end of year	\$	12.71	\$	17.41	\$	20.05	\$	16.80	\$	15.25			
Total return ^d		(27.00)%		(13.17)%		19.35%		10.16%		7.32%			
Ratios to average net assets													
Expenses ^e		1.40%		1.40%		1.40%		1.40%		1.40%			
Net investment loss ^c		(1.40)%		(1.40)%		(1.40)%		(1.06)%		(1.40)%			
Supplemental data													
Net assets, end of year (000's)	\$	2,731	\$	3,792	\$	3,591	\$	2,482	\$	1,295			

^aThe amount shown for a share outstanding throughout the period may not correlate with the Statement of Operations for the period due to the timing of sales and repurchases of the Portfolio shares in relation to income earned and/or fluctuating market value of the investments of the Portfolio.

^bBased on average daily shares outstanding.

^cRecognition of net investment income by the Portfolio is affected by the timing of declaration of dividends by the Underlying Funds in which the Portfolio invests.

^dTotal return does not reflect any applicable sales commissions or the contingent deferred sales charge.

Financial Highlights

			c	lass A				
			Year En	ded June 30,				
Franklin Templeton Stable Value 529 Portfolio	 2009	 2008		2007	 2006		2005	
SELECTED PER SHARE DATA								
Net asset value, beginning of year	\$ 11.19	\$ 10.76	\$	10.30	\$ 10.24	\$	10.06	
Income from investment operations ^a :								
Net investment income b,c	0.06	0.34		0.38	0.30		0.23	
Net realized and unrealized gain (loss)	 (0.02)	 0.09		0.08	 (0.24)		(0.05)	
Total from investment operations	 0.04	 0.43		0.46	 0.06		0.18	
Net asset value, end of year	\$ 11.23	\$ 11.19	\$	10.76	\$ 10.30	\$	10.24	
Total return ^d	0.36%	4.00%		4.47%	0.59%		1.79%	
Ratios to average net assets								
Expenses ^e	0.75%	0.75%		0.75%	0.74%		0.76%	
Net investment income ^c	0.51%	3.18%		3.50%	2.94%		2.24%	
Supplemental data								
Net assets, end of year (000's)	\$ 23,345	\$ 5,869	\$	3,529	\$ 2,232	\$	1,983	

			-	Class B Ided June 30,		
			Tour En			
Franklin Templeton Stable Value 529 Portfolio	 2009	 2008		2007	 2006	 2005
SELECTED PER SHARE DATA						
Net asset value, beginning of year	\$ 10.75	\$ 10.40	\$	10.03	\$ 10.05	\$ 9.94
Income from investment operations ^a :						
Net investment income (loss) b,c	(0.02)	0.25		0.28	0.22	0.15
Net realized and unrealized gain (loss)	 (0.01)	 0.10		0.09	 (0.24)	 (0.04)
Total from investment operations	 (0.03)	 0.35		0.37	 (0.02)	 0.11
Net asset value, end of year	\$ 10.72	\$ 10.75	\$	10.40	\$ 10.03	\$ 10.05
Total return ^d	(0.28)%	3.37%		3.69%	(0.20)%	1.11%
Ratios to average net assets						
Expenses ^e	1.50%	1.50%		1.50%	1.49%	1.51%
Net investment income (loss) ^c	(0.24)%	2.43%		2.75%	2.19%	1.51%
Supplemental data						
Net assets, end of year (000's)	\$ 8,812	\$ 2,933	\$	2,218	\$ 2,008	\$ 1,762

^aThe amount shown for a share outstanding throughout the period may not correlate with the Statement of Operations for the period due to the timing of sales and repurchases of the Portfolio shares in relation to income earned and/or fluctuating market value of the investments of the Portfolio.

^bBased on average daily shares outstanding.

eRecognition of net investment income by the Portfolio is affected by the timing of declaration of dividends by the Underlying Funds in which the Portfolio invests.

^dTotal return does not reflect any applicable sales commissions or the contingent deferred sales charge.

Financial Highlights

				C	Class C		
				Year En	ided June 30,		
Franklin Templeton Stable Value 529 Portfolio	 2009		2008		2007	 2006	 2005
SELECTED PER SHARE DATA							
Net asset value, beginning of year	\$ 10.76	\$	10.41	\$	10.05	\$ 10.07	\$ 9.95
Income from investment operations ^a :							
Net investment income (loss) ^{b,c}	(0.04)		0.25		0.28	0.22	0.15
Net realized and unrealized gain (loss)	 (0.12)		0.10		0.08	 (0.24)	 (0.03)
Total from investment operations	 (0.16)	-	0.35	-	0.36	 (0.02)	 0.12
Net asset value, end of year	\$ 10.60	\$	10.76	\$	10.41	\$ 10.05	\$ 10.07
Total return ^d	(1.49)%		3.36%		3.58%	(0.20)%	1.21%
Ratios to average net assets							
Expenses ^e	1.50%		1.50%		1.50%	1.49%	1.51%
Net investment income (loss) ^c	(0.24)%		2.43%		2.75%	2.19%	1.50%
Supplemental data							
Net assets, end of year (000's)	\$ 25,332	\$	9,577	\$	7,303	\$ 5,902	\$ 4,865

	Direct Year Ended June 30,												
Franklin Templeton Stable Value 529 Portfolio		2009		2008		2007		2006		2005			
SELECTED PER SHARE DATA													
Net asset value, beginning of year	\$	11.37	\$	10.88	\$	10.43	\$	10.32	\$	10.08			
Income from investment operations ^a :													
Net investment income b,c		0.10		0.38		0.40		0.34		0.26			
Net realized and unrealized gain (loss)		(0.04)		0.11		0.05		(0.23)		(0.02)			
Total from investment operations		0.06		0.49		0.45		0.11		0.24			
Net asset value, end of year	\$	11.43	\$	11.37	\$	10.88	\$	10.43	\$	10.32			
Total return ^d		0.53%		4.50%		4.31%		1.07%		2.38%			
Ratios to average net assets													
Expenses ^e		0.50%		0.50%		0.50%		0.50%		0.51%			
Net investment income ^c		0.76%		3.43%		3.75%		3.18%		2.49%			
Supplemental data													
Net assets, end of year (000's)	\$	22,846	\$	9,572	\$	7,386	\$	5,879	\$	3,546			

^aThe amount shown for a share outstanding throughout the period may not correlate with the Statement of Operations for the period due to the timing of sales and repurchases of the Portfolio shares in relation to income earned and/or fluctuating market value of the investments of the Portfolio.

^bBased on average daily shares outstanding.

^cRecognition of net investment income by the Portfolio is affected by the timing of declaration of dividends by the Underlying Funds in which the Portfolio invests.

^dTotal return does not reflect any applicable sales commissions or the contingent deferred sales charge.

Financial Highlights

	Class A											
					Year Er	nded June 30,						
Mutual Shares 529 Portfolio		2009		2008		2007		2006		2005		
SELECTED PER SHARE DATA												
Net asset value, beginning of year	\$	16.38	\$	20.42	\$	16.72	\$	14.83	\$	13.20		
Income from investment operations ^a :												
Net investment income b,c		0.12		0.38		0.15		0.25		0.12		
Net realized and unrealized gain (loss)		(4.07)		(4.42)		3.55		1.64		1.51		
Total from investment operations		(3.95)		(4.04)	-	3.70		1.89	-	1.63		
Net asset value, end of year	\$	12.43	\$	16.38	\$	20.42	\$	16.72	\$	14.83		
Total return ^d		(24.11)%		(19.78)%		22.13%		12.74%		12.35%		
Ratios to average net assets												
Expenses ^e		0.65%		0.65%		0.65%		0.65%		0.65%		
Net investment income ^c		0.95%		2.06%		0.80%		1.55%		0.84%		
Supplemental data												
Net assets, end of year (000's)	\$	24,895	\$	32,847	\$	35,333	\$	21,520	\$	12,485		

			(Class B		
			Year Er	nded June 30,		
Mutual Shares 529 Portfolio	 2009	 2008		2007	 2006	 2005
SELECTED PER SHARE DATA						
Net asset value, beginning of year	\$ 15.50	\$ 19.47	\$	16.06	\$ 14.35	\$ 12.88
Income from investment operations ^a :						
Net investment income b,c	0.03	0.23		0.01	0.12	0.02
Net realized and unrealized gain (loss)	 (3.85)	 (4.20)		3.40	 1.59	 1.45
Total from investment operations	 (3.82)	 (3.97)		3.41	 1.71	 1.47
Net asset value, end of year	\$ 11.68	\$ 15.50	\$	19.47	\$ 16.06	\$ 14.35
Total return ^d	(24.65)%	(20.39)%		21.23%	11.92%	11.41%
Ratios to average net assets						
Expenses ^e	1.40%	1.40%		1.40%	1.40%	1.40%
Net investment income ^c	0.20%	1.31%		0.05%	0.80%	0.09%
Supplemental data						
Net assets, end of year (000's)	\$ 6,476	\$ 8,913	\$	10,424	\$ 7,325	\$ 5,275

^aThe amount shown for a share outstanding throughout the period may not correlate with the Statement of Operations for the period due to the timing of sales and repurchases of the Portfolio shares in relation to income earned and/or fluctuating market value of the investments of the Portfolio.

^bBased on average daily shares outstanding.

eRecognition of net investment income by the Portfolio is affected by the timing of declaration of dividends by the Underlying Funds in which the Portfolio invests.

^dTotal return does not reflect any applicable sales commissions or the contingent deferred sales charge.

Financial Highlights

	Class C Year Ended June 30,												
Mutual Shares 529 Portfolio		2009		2008		2007		2006		2005			
SELECTED PER SHARE DATA													
Net asset value, beginning of year	\$	15.56	\$	19.55	\$	16.12	\$	14.42	\$	12.95			
Income from investment operations ^a :													
Net investment income b,c		0.02		0.23		0.01		0.13		0.01			
Net realized and unrealized gain (loss)		(3.85)		(4.22)		3.42		1.57		1.46			
Total from investment operations		(3.83)		(3.99)		3.43		1.70		1.47			
Net asset value, end of year	\$	11.73	\$	15.56	\$	19.55	\$	16.12	\$	14.42			
Total return ^d		(24.61)%		(20.41)%		21.28%		11.79%		11.35%			
Ratios to average net assets													
Expenses ^e		1.40%		1.40%		1.40%		1.40%		1.40%			
Net investment income ^c		0.20%		1.31%		0.05%		0.80%		0.05%			
Supplemental data													
Net assets, end of year (000's)	\$	12,453	\$	18,428	\$	20,568	\$	12,794	\$	7,560			

^aThe amount shown for a share outstanding throughout the period may not correlate with the Statement of Operations for the period due to the timing of sales and repurchases of the Portfolio shares in relation to income earned and/or fluctuating market value of the investments of the Portfolio.

^bBased on average daily shares outstanding.

^cRecognition of net investment income by the Portfolio is affected by the timing of declaration of dividends by the Underlying Funds in which the Portfolio invests.

^dTotal return does not reflect any applicable sales commissions or the contingent deferred sales charge.

Financial Highlights

	Class A Year Ended June 30,												
S&P 500 Index Fund 529 Portfolio	:	2009		2008		2007	:	2006		2005			
SELECTED PER SHARE DATA													
Net asset value, beginning of year	\$	15.20	\$	17.67	\$	14.81	\$	13.78	\$	13.09			
Income from investment operations ^a :													
Net investment income b,c		0.16		0.16		0.13		0.11		0.12			
Net realized and unrealized gain (loss)		(4.22)		(2.63)		2.73		0.92		0.57			
Total from investment operations		(4.06)		(2.47)		2.86		1.03		0.69			
Net asset value, end of year	\$	11.14	\$	15.20	\$	17.67	\$	14.81	\$	13.78			
Total return ^d		(26.71)%		(13.98)%		19.31%		7.47%		5.27%			
Ratios to average net assets													
Expenses ^e		0.65%		0.65%		0.65%		0.65%		0.65%			
Net investment income ^c		1.38%		0.95%		0.75%		0.77%		0.91%			
Supplemental data													
Net assets, end of year (000's)	\$	5,416	\$	6,372	\$	6,438	\$	4,036	\$	2,906			

					Class B			
				Year Er	nded June 30,			
S&P 500 Index Fund 529 Portfolio	 2009		2008		2007		2006	 2005
SELECTED PER SHARE DATA								
Net asset value, beginning of year	\$ 13.83	\$	16.21	\$	13.69	\$	12.83	\$ 12.27
Income from investment operations ^a :								
Net investment income b,c	0.06		0.03		0.01		_ f	0.01
Net realized and unrealized gain (loss)	 (3.83)		(2.41)		2.51		0.86	 0.55
Total from investment operations	 (3.77)	-	(2.38)		2.52		0.86	 0.56
Net asset value, end of year	\$ 10.06	\$	13.83	\$	16.21	\$	13.69	\$ 12.83
Total return ^d	(27.26)%		(14.68)%		18.41%		6.70%	4.56%
Ratios to average net assets								
Expenses ^e	1.40%		1.40%		1.40%		1.40%	1.40%
Net investment income ^c	0.63%		0.20%		-	f	0.02%	0.09%
Supplemental data								
Net assets, end of year (000's)	\$ 2,330	\$	2,932	\$	3,053	\$	2,274	\$ 1,696

^aThe amount shown for a share outstanding throughout the period may not correlate with the Statement of Operations for the period due to the timing of sales and repurchases of the Portfolio shares in relation to income earned and/or fluctuating market value of the investments of the Portfolio.

^bBased on average daily shares outstanding.

eRecognition of net investment income by the Portfolio is affected by the timing of declaration of dividends by the Underlying Funds in which the Portfolio invests.

^dTotal return does not reflect any applicable sales commissions or the contingent deferred sales charge.

^eDoes not include expenses of the Underlying Funds in which the Fund invests.

^fRounds to less than 0.01% per share.

Financial Highlights

					lass C			
				Year En	ded June 30,			
S&P 500 Index Fund 529 Portfolio	;	2009	 2008		2007		2006	 2005
SELECTED PER SHARE DATA								
Net asset value, beginning of year	\$	14.96	\$ 17.54	\$	14.81	\$	13.87	\$ 13.28
Income from investment operations ^a :								
Net investment income b,c		0.08	0.04		0.01		- 0	0.01
Net realized and unrealized gain (loss)		(4.14)	 (2.62)		2.72		0.94	 0.58
Total from investment operations		(4.06)	 (2.58)		2.73		0.94	 0.59
Net asset value, end of year	\$	10.90	\$ 14.96	\$	17.54	\$	14.81	\$ 13.87
Total return ^e		(27.14)%	(14.71)%		18.43%		6.78%	4.44%
Ratios to average net assets								
Expenses ^f		1.40%	1.40%		1.40%		1.40%	1.40%
Net investment income ^c		0.63%	0.20%		_ 9	I	0.02%	0.09%
Supplemental data								
Net assets, end of year (000's)	\$	3,006	\$ 3,355	\$	3,665	\$	2,623	\$ 1,828

				Direct		
			Year Ei	nded June 30,		
S&P 500 Index Fund 529 Portfolio	 2009	 2008		2007	 2006	 2005
SELECTED PER SHARE DATA						
Net asset value, beginning of year	\$ 15.65	\$ 18.16	\$	15.18	\$ 14.09	\$ 13.35
Income from investment operations ^a :						
Net investment income b,c	0.19	0.21		0.16	0.15	0.15
Net realized and unrealized gain (loss)	 (4.34)	 (2.72)		2.82	 0.94	 0.59
Total from investment operations	 (4.15)	 (2.51)		2.98	 1.09	 0.74
Net asset value, end of year	\$ 11.50	\$ 15.65	\$	18.16	\$ 15.18	\$ 14.09
Total return ^e	(26.52)%	(13.82)%		19.63%	7.74%	5.54%
Ratios to average net assets						
Expenses ^f	0.40%	0.40%		0.40%	0.40%	0.40%
Net investment income ^c	1.63%	1.20%		1.00%	1.02%	1.09%
Supplemental data						
Net assets, end of year (000's)	\$ 19,353	\$ 21,132	\$	19,908	\$ 12,393	\$ 7,879

^aThe amount shown for a share outstanding throughout the period may not correlate with the Statement of Operations for the period due to the timing of sales and repurchases of the Portfolio shares in relation to income earned and/or fluctuating market value of the investments of the Portfolio.

^bBased on average daily shares outstanding.

^cRecognition of net investment income by the Portfolio is affected by the timing of declaration of dividends by the Underlying Funds in which the Portfolio invests.

^dAmount rounds to less than \$0.01.

eTotal return does not reflect any applicable sales commissions or the contingent deferred sales charge.

^fDoes not include expenses of the Underlying Funds in which the Fund invests.

^gRounds to less than 0.01% per share.

Financial Highlights

	Class A Year Ended June 30,										
Templeton Growth 529 Portfolio		2009		2008		2007		2006		2005	
SELECTED PER SHARE DATA Net asset value, beginning of year Income from investment operations ^a :	\$	18.38	\$	22.80	\$	18.70	\$	16.31	\$	14.64	
Net investment income ^{b,c} Net realized and unrealized gain (loss)		0.44 (6.02)		0.23 (4.65)		0.27 3.83		0.21 2.18		0.15 1.52	
Total from investment operations Net asset value, end of year	\$	(5.58) 12.80	\$	(4.03) (4.42) 18.38	\$	4.10	\$	2.39 18.70	\$	<u>1.67</u> 16.31	
Total return ^d		(30.36)%		(19.37)%		21.93%		14.65%		11.41%	
Ratios to average net assets Expenses ^e		0.65%		0.65%		0.65%		0.65%		0.65%	
Net investment income ^c		3.34%		1.08%		1.27%		1.14%		0.95%	
Supplemental data Net assets, end of year (000's)	\$	26,997	\$	39,717	\$	43,245	\$	27,665	\$	17,202	

			C	Class B		
			Year Er	nded June 30,		
Templeton Growth 529 Portfolio	 2009	 2008		2007	 2006	 2005
SELECTED PER SHARE DATA						
Net asset value, beginning of year	\$ 17.52	\$ 21.90	\$	18.10	\$ 15.90	\$ 14.38
Income from investment operations ^a :						
Net investment income b,c	0.33	0.07		0.11	0.07	0.05
Net realized and unrealized gain (loss)	 (5.74)	 (4.45)		3.69	 2.13	 1.47
Total from investment operations	 (5.41)	 (4.38)		3.80	 2.20	 1.52
Net asset value, end of year	\$ 12.11	\$ 17.52	\$	21.90	\$ 18.10	\$ 15.90
Total return ^d	(30.88)%	(20.01)%		20.99%	13.84%	10.57%
Ratios to average net assets						
Expenses ^e	1.40%	1.40%		1.40%	1.40%	1.40%
Net investment income ^c	2.59%	0.33%		0.52%	0.39%	0.36%
Supplemental data						
Net assets, end of year (000's)	\$ 6,239	\$ 9,755	\$	11,226	\$ 7,711	\$ 5,374

^aThe amount shown for a share outstanding throughout the period may not correlate with the Statement of Operations for the period due to the timing of sales and repurchases of the Portfolio shares in relation to income earned and/or fluctuating market value of the investments of the Portfolio.

^bBased on average daily shares outstanding.

eRecognition of net investment income by the Portfolio is affected by the timing of declaration of dividends by the Underlying Funds in which the Portfolio invests.

^dTotal return does not reflect any applicable sales commissions or the contingent deferred sales charge.

Financial Highlights

Templeton Growth 529 Portfolio	Class C Year Ended June 30,										
		2009		2008		2007		2006		2005	
SELECTED PER SHARE DATA											
Net asset value, beginning of year	\$	17.33	\$	21.67	\$	17.90	\$	15.73	\$	14.25	
Income from investment operations ^a :											
Net investment income b,c		0.32		0.07		0.10		0.07		0.02	
Net realized and unrealized gain (loss)		(5.67)		(4.41)		3.67		2.10		1.46	
Total from investment operations		(5.35)		(4.34)		3.77		2.17		1.48	
Net asset value, end of year	\$	11.98	\$	17.33	\$	21.67	\$	17.90	\$	15.73	
Total return ^d		(30.87)%		(20.02)%		21.06%		13.80%		10.39%	
Ratios to average net assets											
Expenses ^e		1.40%		1.40%		1.40%		1.40%		1.40%	
Net investment income ^c		2.59%		0.33%		0.52%		0.39%		0.14%	
Supplemental data											
Net assets, end of year (000's)	\$	12,268	\$	18,795	\$	21,588	\$	14,202	\$	9,378	

^aThe amount shown for a share outstanding throughout the period may not correlate with the Statement of Operations for the period due to the timing of sales and repurchases of the Portfolio shares in relation to income earned and/or fluctuating market value of the investments of the Portfolio.

^bBased on average daily shares outstanding.

^cRecognition of net investment income by the Portfolio is affected by the timing of declaration of dividends by the Underlying Funds in which the Portfolio invests.

^dTotal return does not reflect any applicable sales commissions or the contingent deferred sales charge.

Age Newborn - 8 Years Statement of Investments, June 30, 2009

	SHARES	VALUE
Open End Mutual Funds 100.0%		
Franklin Flex Cap Growth Fund, Advisor Class	2,631,976	\$ 89,434,554
Franklin Small-Mid Cap Growth Fund, Advisor Class	3,766,107	89,972,299
Mutual European Fund, Class Z	2,995,353	53,227,427
Mutual Shares Fund, Class Z	4,423,589	71,440,960
Templeton Foreign Fund, Advisor Class	10,958,127	56,872,676
Total Open End Mutual Funds (Cost \$477,293,010)		 360,947,916
Short Term Investment (Cost \$330,800) 0.1%		
^a Institutional Fiduciary Trust Money Market Portfolio, 0.00%	330,800	 330,800
Total Investments (Cost \$477,623,810) 100.1 %		361,278,716
Other Assets, less Liabilities (0.1)%		(338,151)
Net Assets 100.0%		\$ 360,940,565

Age 9 - 12 Years

Statement of Investments, June 30, 2009

	SHARES	VALUE
Open End Mutual Funds 95.2%		
Franklin Flex Cap Growth Fund, Advisor Class	1,105,645	\$ 37,569,821
Franklin Small-Mid Cap Growth Fund, Advisor Class	1,569,391	37,492,753
Franklin Strategic Income Fund, Advisor Class	1,264,983	11,587,248
Franklin Total Return Fund, Advisor Class	1,301,362	11,894,451
Franklin U.S. Government Securities Fund, Advisor Class	3,099,892	20,552,287
Mutual European Fund, Class Z	1,270,125	22,570,112
Mutual Shares Fund, Class Z	1,875,239	30,285,109
Templeton Foreign Fund, Advisor Class	4,756,236	24,684,863
Total Open End Mutual Funds (Cost \$245,916,621)	_	196,636,644
Short Term Investment (Cost \$10,053,144) 4.9%		
^a Institutional Fiduciary Trust Money Market Portfolio, 0.00%	10,053,144	10,053,144
Total Investments (Cost \$255,969,765) 100.1%		206,689,788
Other Assets, less Liabilities (0.1)%		(163,110)
Net Assets 100.0%	_	\$ 206,526,678

Age 13 - 16 Years

Statement of Investments, June 30, 2009

	SHARES	VALUE
Open End Mutual Funds 90.4%		
Franklin Flex Cap Growth Fund, Advisor Class	905,770	\$ 30,778,063
Franklin Small-Mid Cap Growth Fund, Advisor Class	1,303,946	31,151,276
Franklin Strategic Income Fund, Advisor Class	2,324,780	21,294,986
Franklin Total Return Fund, Advisor Class	2,231,782	20,398,491
Franklin U.S. Government Securities Fund, Advisor Class	6,349,688	42,098,430
Mutual European Fund, Class Z	929,900	16,524,323
Mutual Shares Fund, Class Z	1,477,876	23,867,695
Templeton Foreign Fund, Advisor Class	4,032,150	20,926,859
Total Open End Mutual Funds (Cost \$241,778,160)		207,040,123
Short Term Investment (Cost \$22,512,901) 9.8%		
^a Institutional Fiduciary Trust Money Market Portfolio, 0.00%	22,512,901	22,512,901
Total Investments (Cost \$264,291,061) 100.2%		229,553,024
Other Assets, less Liabilities (0.2)%		(378,623)
Net Assets 100.0%		\$ 229,174,401

Age 17 + Years

Statement of Investments, June 30, 2009

	SHARES	VALUE
Open End Mutual Funds 86.2%		
Franklin Flex Cap Growth Fund, Advisor Class	190,227	\$ 6,463,907
Franklin Small-Mid Cap Growth Fund, Advisor Class	266,029	6,355,432
Franklin Strategic Income Fund, Advisor Class	1,657,186	15,179,820
Franklin Total Return Fund, Advisor Class	1,634,315	14,937,642
Franklin U.S. Government Securities Fund, Advisor Class	4,312,567	28,592,320
Mutual European Fund, Class Z	216,341	3,844,371
Mutual Shares Fund, Class Z	320,888	5,182,343
Templeton Foreign Fund, Advisor Class	800,519	4,154,694
Total Open End Mutual Funds (Cost \$93,730,186)	-	84,710,529
Short Term Investment (Cost \$13,777,550) 14.0%		
^a Institutional Fiduciary Trust Money Market Portfolio, 0.00%	13,777,550	13,777,550
Total Investments (Cost \$107,507,736) 100.2 %		98,488,079
Other Assets, less Liabilities (0.2)%		(167,907)
Net Assets 100.0%	-	\$ 98,320,172

Franklin Templeton Corefolio Portfolio Statement of Investments, June 30, 2009

	SHARES	VALUE
Open End Mutual Funds 99.9%		
Franklin Growth Fund, Advisor Class	1,276,287	\$ 39,615,938
Mutual Shares Fund, Class Z	1,230,082	19,865,822
Templeton Growth Fund, Inc., Advisor Class	1,475,650	20,201,645
Total Open End Mutual Funds (Cost \$108,432,424)		 79,683,405
Short Term Investment (Cost \$184,262) 0.2%		
^a Institutional Fiduciary Trust Money Market Portfolio, 0.00%	184,262	 184,262
Total Investments (Cost \$108,616,686) 100.1%		79,867,667
Other Assets, less Liabilities (0.1)%		(91,988)
Net Assets 100.0%		\$ 79,775,679

Franklin Templeton Founding Funds 529 Portfolio Statement of Investments, June 30, 2009

	SHARES	VALUE
Open End Mutual Funds 99.8%		
Franklin Income Fund, Advisor Class	23,982,294	\$ 42,928,305
Mutual Shares Fund, Class Z	2,616,455	42,255,755
Templeton Growth Fund, Inc., Advisor Class	3,071,789	42,052,797
Total Open End Mutual Funds (Cost \$195,268,842)		127,236,857
Short Term Investments (Cost \$251,384) 0.2 %		
^a Institutional Fiduciary Trust Money Market Portfolio, 0.00%	251,384	251,384
Total Investments (Cost \$195,520,226) 100.0%		127,488,241
Other Assets, less Liabilities (0.0)% ^b		12,452
Net Assets 100.0%		\$ 127,500,693

 a The rate shown is the annualized seven-day yield at period end. b Rounds to less than 0.1% of net assets.

Growth Portfolio

Statement of Investments, June 30, 2009

	SHARES	VALUE
Open End Mutual Funds 99.5%		
Franklin Flex Cap Growth Fund, Advisor Class	537,985	\$ 18,280,728
Franklin Small-Mid Cap Growth Fund, Advisor Class	768,978	18,370,876
Mutual European Fund, Class Z	612,188	10,878,586
Mutual Shares Fund, Class Z	907,415	14,654,753
Templeton Foreign Fund, Advisor Class	2,183,043	 11,329,993
Total Open End Mutual Funds (Cost \$98,955,314)		 73,514,936
Short Term Investment (Cost \$393,438) 0.5%		
^a Institutional Fiduciary Trust Money Market Portfolio, 0.00%	393,438	 393,438
Total Investments (Cost \$99,348,752) 100.0%		73,908,374
Other Assets, less Liabilities (0.0)% ^b		14,980
Net Assets 100.0%		\$ 73,923,354

^aThe rate shown is the annualized seven-day yield at period end. ^bRounds to less than 0.1% of net assets.

Growth and Income Portfolio Statement of Investments, June 30, 2009

	SHARES	VALUE
Open End Mutual Funds 89.7%		
Franklin Flex Cap Growth Fund, Advisor Class	238,155	\$ 8,092,490
Franklin Small-Mid Cap Growth Fund, Advisor Class	341,003	8,146,573
Franklin Strategic Income Fund, Advisor Class	634,407	5,811,168
Franklin Total Return Fund, Advisor Class	639,872	5,848,431
Franklin U.S. Government Securities Fund, Advisor Class	1,817,720	12,051,484
Mutual European Fund, Class Z	240,041	4,265,524
Mutual Shares Fund, Class Z	380,779	6,149,580
Templeton Foreign Fund, Advisor Class	1,030,821	5,349,960
Total Open End Mutual Funds (Cost \$64,527,017)	_	55,715,210
Short Term Investment (Cost \$6,382,178) 10.3%		
^a Institutional Fiduciary Trust Money Market Portfolio, 0.00%	6,382,178	6,382,178
Total Investments (Cost \$70,909,195) 100.0%		62,097,388
Other Assets, less Liabilities (0.0)% ^b		2,358
Net Assets 100.0%		\$ 62,099,746
	_	

 a The rate shown is the annualized seven-day yield at period end. b Rounds to less than 0.1% of net assets.

Income Portfolio

Statement of Investments, June 30, 2009

	SHARES		VALUE
Open End Mutual Funds 79.7%			
Franklin Strategic Income Fund, Advisor Class	810,978	\$	7,428,563
Franklin Total Return Fund, Advisor Class	818,724		7,483,137
Franklin U.S. Government Securities Fund, Advisor Class	2,271,909		15,062,759
Total Open End Mutual Funds (Cost \$30,441,442)			29,974,459
Short Term Investment (Cost \$7,582,757) 20.2%			
^a Institutional Fiduciary Trust Money Market Portfolio, 0.00%	7,582,758		7,582,757
Total Investments (Cost \$38,024,199) 99.9 %			37,557,216
Other Assets, less Liabilities 0.1%			53,062
Net Assets 100.0%		\$	37,610,278

Franklin Growth 529 Portfolio Statement of Investments, June 30, 2009

	SHARES		VALUE	
Open End Mutual Funds (Cost \$17,053,090) 100.1%				
Franklin Growth Fund, Advisor Class	434,060	\$	13,473,229	
Other Assets, less Liabilities (0.1)%			(16,166)	
Net Assets 100.0%		¢	12 457 062	
Net Assets 100.070		\$	13,457,063	

Franklin Income 529 Portfolio Statement of Investments, June 30, 2009

	SHARES	VALUE
Open End Mutual Funds (Cost \$79,662,568) 100.2%		
Franklin Income Fund, Advisor Class	33,758,866	\$ 60,428,370
Other Assets, less Liabilities (0.2)%		(116,094)
Net Assets 100.0%		\$ 60,312,276

Franklin Small-Mid Cap Growth 529 Portfolio Statement of Investments, June 30, 2009

	SHARES	VALUE
Open End Mutual Funds (Cost \$18,582,944) 100.1%		
Franklin Small-Mid Cap Growth Fund, Advisor Class	540,756	\$ 12,918,660
Other Assets, less Liabilities (0.1)%		(6,459)
Net Assets 100.0%		\$ 12,912,201

Franklin Stable Value 529 Portfolio

Statement of Investments, June 30, 2009

	SHARES	VALUE
Open End Mutual Funds (Cost \$13,340,513) 16.8%		
Franklin Limited Maturity U.S. Government Securities Fund, Advisor Class	1,298,966	\$ 13,509,245
Short Term Investment (Cost \$67,237,705) 83.7%		
^a Institutional Fiduciary Trust Money Market Portfolio, 0.00%	67,237,705	 67,237,705
Total Investments (Cost \$80,578,218) 100.5%		80,746,950
Other Assets, less Liabilities (0.5)%		(412,158)
Net Assets 100.0%		\$ 80,334,792

Mutual Shares 529 Portfolio Statement of Investments, June 30, 2009

	SHARES		VALUE	
Open End Mutual Funds (Cost \$64,386,829) 100.1%				
Mutual Shares Fund, Class Z	2,716,848	\$	43,877,097	
Other Assets, less Liabilities (0.1)%			(53,931)	
Net Assets 100.0%		¢	42,022,466	
NEL ASSELS 100.070		\$	43,823,166	

S&P 500 Index Fund 529 Portfolio Statement of Investments, June 30, 2009

SHARES		VALUE	
2,869,237	\$	30,126,985	
		(22,318)	
	^	00.404.007	
	\$	30,104,667	

Templeton Growth 529 Portfolio Statement of Investments, June 30, 2009

	SHARES		VALUE
Open End Mutual Funds (Cost \$75,308,361) 100.2%			
Templeton Growth Fund, Inc., Advisor Class	3,329,577	\$	45,581,908
Other Assets, less Liabilities (0.2)%			(77,742)
Net Assets 100.0%		\$	45,504,166

New Jersey 529 College Savings Plan -

Franklin Templeton Managed Investment Options

Combining Statements of Assets and Liabilities June 30, 2009

		Age Newborn - 8 Years					
	A			je 9 - 12 Years	Ag	e 13 - 16 Years	Age 17 + Years
Assets:							
Investments in Underlying Funds:							
Cost	\$	477,623,810	\$	255,969,765	\$	264,291,061	\$ 107,507,736
Value	\$	361,278,716	\$	206,689,788	\$	229,553,024	\$ 98,488,079
Receivables:							
Investment securities sold		-		-		-	-
Plan shares sold		119,813		102,814		2,620	57,834
Wrapper Agreement (At Fair Value)		-		-		-	-
Total assets		361,398,529		206,792,602		229,555,644	 98,545,913
Liabilities:							
Payables:							
Investment securities purchased		-		-		-	-
Plan shares redeemed		49,191		5,372		85,127	93,326
Accrued expenses		408,773		260,552		296,116	 132,415
Total liabilities		457,964		265,924		381,243	 225,741
Net assets, at value	\$	360,940,565	\$	206,526,678	\$	229,174,401	\$ 98,320,172
Class A:							
Net assets, at value	\$	142,940,039	\$	81,261,046	\$	85,157,932	\$ 30,429,164
Shares outstanding		10,431,081		5,910,047		6,163,922	2,386,783
Net asset value per share		\$13.70		\$13.75		\$13.82	\$12.75
Maximum offering price per share							
(Net asset value per share / 94.25%)		\$14.54		\$14.59		\$14.66	\$13.53
(Net asset value per share / 95.75%)		-		-		-	 -
Class B:							
Net assets, at value	\$	53,191,508	\$	31,238,266	\$	31,102,321	\$ 7,136,768
Shares outstanding		4,074,419		2,398,433		2,393,916	 582,891
Net asset value per share		\$13.05		\$13.02		\$12.99	 \$12.24
Class C:							
Net assets, at value	\$	51,958,650	\$	40,965,419	\$	61,267,041	\$ 38,878,228
Shares outstanding		3,928,355		3,100,259		4,710,785	 3,119,341
Net asset value per share		\$13.23		\$13.21		\$13.01	 \$12.46
Direct:							
Net assets, at value	\$	112,850,368	\$	53,061,947	\$	51,647,107	\$ 21,876,012
Shares outstanding		8,123,173		3,804,665		3,707,604	1,640,267
Net asset value per share		\$13.89		\$13.95		\$13.93	 \$13.34

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New Jersey 529 College Savings Plan -

Franklin Templeton Managed Investment Options

Combining Statements of Assets and Liabilities June 30, 2009

		· ·		 	 			
		Franklin Templeton Corefolio Portfolio	Franklin Templeton Growth Portfolio Founding Funds 529 Portfolio		Growth and ome Portfolio	Income Portfoli		
Assets:								
Investments in Underlying Funds:								
Cost	\$	108,616,686	\$	195,520,226	\$ 99,348,752	\$ 70,909,195	\$	38,024,199
Value	\$	79,867,667	\$	127,488,241	\$ 73,908,374	\$ 62,097,388	\$	37,557,216
Receivables:								
Investment securities sold		-		-	-	-		-
Plan shares sold		42,935		179,765	106,907	111,845		94,745
Wrapper Agreement (At Fair Value)		-		-	-	-		-
Total assets	_	79,910,602		127,668,006	 74,015,281	62,209,233		37,651,961
Liabilities:								
Payables:								
Investment securities purchased		-		-	-	-		-
Plan shares redeemed		23,969		14,594	16,777	25,993		-
Accrued expenses		110,954	_	152,719	 75,150	 83,494		41,683
Total liabilities		134,923	_	167,313	 91,927	 109,487		41,683
Net assets, at value	\$	79,775,679	\$	127,500,693	\$ 73,923,354	\$ 62,099,746	\$	37,610,278
Class A:								
Net assets, at value	\$	31,433,429	\$	73,053,571	\$ 21,496,846	\$ 18,379,693	\$	12,322,469
Shares outstanding		2,507,733	_	8,520,374	 1,565,918	 1,355,479		979,588
Net asset value per share		\$12.53	_	\$8.57	 \$13.73	 \$13.56		\$12.58
Maximum offering price per share								
(Net asset value per share / 94.25%)		\$13.29	_	\$9.09	 \$14.57	 \$14.39		-
(Net asset value per share / 95.75%)		-		-	 -	 -		\$13.14
Class B:								
Net assets, at value	\$	8,429,198	\$	12,551,996	\$ 5,270,564	\$ 6,613,584	\$	2,468,220
Shares outstanding	_	717,446		1,507,157	402,092	 513,224		205,709
Net asset value per share		\$11.75		\$8.33	 \$13.11	 \$12.89		\$12.00
Class C:								
Net assets, at value	\$	18,058,447	\$	41,895,126	\$ 13,407,915	\$ 16,309,472	\$	10,691,706
Shares outstanding		1,508,446		5,038,029	 1,019,663	 1,282,979		887,993
Net asset value per share		\$11.97		\$8.32	 \$13.15	 \$12.71		\$12.04
Direct:								
Net assets, at value	\$	21,854,605			\$ 33,748,029	\$ 20,796,997	\$	12,127,883
Shares outstanding		1,717,134			 2,421,356	 1,508,091		947,337
Net asset value per share		\$12.73			 \$13.94	 \$13.79		\$12.80
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See notes to financial statements.

New Jersey 529 College Savings Plan -

Franklin Templeton Managed Investment Options

Combined Statements of Assets and Liabilities June 30, 2009

	nklin Growth 29 Portfolio		anklin Income 29 Portfolio	Franklin Small- Mid Cap Growth 529 Portfolio		Franklin pleton Stable Value 529 Portfolio	ble Mutual Shares 529 Portfolio		
Assets:									
Investments in Underlying Funds:									
Cost	\$ 17,053,090	\$	79,662,568	\$	18,582,944	\$	80,578,218	\$	64,386,829
Value	\$ 13,473,229	\$	60,428,370	\$	12,918,660	\$	80,746,950	\$	43,877,097
Receivables:									
Investment securities sold	-		-		-		-		-
Plan shares sold	26,057		38,021		13,159		499,526		25,777
Wrapper Agreement (At Fair Value)	-		-		-		20,636		-
Total assets	 13,499,286		60,466,391		12,931,819		81,267,112		43,902,874
Liabilities:									
Payables:									
Investment securities purchased	-		-		-		-		-
Plan shares redeemed	18,213		50,243		-		808,217		5,807
Accrued expenses	24,010		103,872		19,618		124,103		73,901
Total liabilities	 42,223		154,115		19,618	-	932,320		79,708
Net assets, at value	\$ 13,457,063	\$	60,312,276	\$	12,912,201	\$	80,334,792	\$	43,823,166
Class A:									
Net assets, at value	\$ 7,738,972	\$	30,414,799	\$	8,060,413	\$	23,344,676	\$	24,894,559
Shares outstanding	 738,918		2,216,490		603,989		2,079,060		2,002,366
Net asset value per share	 \$10.47		\$13.72		\$13.35		\$11.23		\$12.43
Maximum offering price per share									
(Net asset value per share / 94.25%)	\$11.11		-		\$14.16		-		\$13.19
(Net asset value per share / 95.75%)	 -		\$14.33		-		\$11.73		-
Class B:									
Net assets, at value	\$ 2,318,972	\$	9,197,871	\$	2,121,254	\$	8,811,698	\$	6,475,778
Shares outstanding	238,276	_	697,232		166,200	_	821,958		554,482
Net asset value per share	 \$9.73		\$13.19		\$12.76		\$10.72		\$11.68
Class C:									
Net assets, at value	\$ 3,399,119	\$	20,699,606	\$	2,730,534	\$	25,332,422	\$	12,452,829
Shares outstanding	 326,479		1,579,471		214,839		2,390,549		1,061,816
Net asset value per share	 \$10.41		\$13.11		\$12.71		\$10.60		\$11.73
Direct:									
Net assets, at value						\$	22,845,996		
Shares outstanding						_	1,998,122	_	
								-	

Net asset value per share

1,998,122 \$11.43

New Jersey 529 College Savings Plan -

Franklin Templeton Managed Investment Options

Combining Statements of Assets and Liabilities June 30, 2009

	S8	S&P 500 Index Fund 529 Portfolio		Templeton Growth 529 Portfolio		Growth 529		Growth 529		Growth 529		Total
Assets:												
Investments in Underlying Funds:												
Cost	\$	39,289,620	\$	75,308,361	\$	1,992,673,060						
Value	\$	30,126,985	\$	45,581,908	\$	1,564,081,692						
Receivables:												
Investment securities sold		6,635		-		6,635						
Plan shares sold		5,864		9,006		1,436,688						
Wrapper Agreement (At Fair Value)		-		-		20,636						
Total assets		30,139,484		45,590,914		1,565,545,651						
Liabilities:												
Payables:												
Investment securities purchased		2,733		-		2,733						
Plan shares redeemed		3,131		9,654		1,209,614						
Accrued expenses		28,953		77,094		2,013,407						
Total liabilities		34,817		86,748		3,225,754						
Net assets, at value	\$	30,104,667	\$	45,504,166	\$	1,562,319,897						
Class A:												
Net assets, at value	\$	5,416,466	\$	26,997,400								
Shares outstanding		486,104		2,108,422								
Net asset value per share		\$11.14		\$12.80								
Maximum offering price per share												
(Net asset value per share / 94.25%)		\$11.82		\$13.58								
(Net asset value per share / 95.75%)		-		-								
Class B:												
Net assets, at value	\$	2,329,655	\$	6,238,971								
Shares outstanding		231,505	515,110									
Net asset value per share		\$10.06		\$12.11								
Class C:												
Net assets, at value	\$	3,005,798	\$	12,267,795								
Shares outstanding	_	275,848		1,023,719								
Net asset value per share		\$10.90		\$11.98								
Direct:												
Net assets, at value	\$	19,352,748			\$	370,161,692						
Shares outstanding	_	1,682,204	_									
Net asset value per share		\$11.50	_									

See notes to financial statements.

New Jersey 529 College Savings Plan -Franklin Templeton Managed Investment Options

	Age Newborn - 8 Years		Age 9 - 12 Years		Age 13 - 16 Year	
Investment income - dividends from Underlying Funds	\$	4,249,680	\$	4,716,442	\$	7,242,501
Expenses:						
Program management fees (Note 2) Distribution fees		1,304,158		770,246		849,840
Class A		321,025		191,959		199,520
Class B		499,762		302,240		300,552
Class C		445,823		360,241		547,057
Sub-advisory fees (Note 2)		-		-		-
Total expenses		2,570,768		1,624,686		1,896,969
Net investment income (loss)		1,678,912		3,091,756		5,345,532
Realized and unrealized gains (losses):						
Net realized gain (loss) from:						
Sale of investments in Underlying Funds		(29,314,562)		(10,440,892)		(7,276,074)
Realized gain distributions by Underlying Funds		15,710,373		6,894,873		5,302,463
Net realized gain (loss)		(13,604,189)		(3,546,019)		(1,973,611)
Net change in unrealized appreciation (depreciation) on						
Investments in Underlying Funds and Wrapper Agreements		(80,798,812)		(38,435,966)		(25,664,415)
Net realized and unrealized gain (loss)		(94,403,001)		(41,981,985)		(27,638,026)
Net increase (decrease) in net assets						
resulting from operations	\$	(92,724,089)	\$	(38,890,229)	\$	(22,292,494)

New Jersey 529 College Savings Plan -Franklin Templeton Managed Investment Options

	Age 17 + Years		Franklin Templeton Corefolio Portfolio		Franklin Templeton Founding Funds 529 Portfolio	
Investment income - dividends from Underlying Funds	\$	4,509,383	\$	1,588,300	\$	6,194,280
Expenses:						
Program management fees (Note 2)		400,720		317,896		502,744
Distribution fees						
Class A		79,713		78,078		179,431
Class B		72,659		85,579		120,430
Class C		384,858		185,054		418,043
Sub-advisory fees (Note 2)		-		-		-
Total expenses		937,950		666,607		1,220,648
Net investment income (loss)		3,571,433		921,693		4,973,632
Realized and unrealized gains (losses):						
Net realized gain (loss) from:						
Sale of investments in Underlying Funds		(5,167,365)		(1,169,582)		(4,899,400)
Realized gain distributions by Underlying Funds		1,456,396		235,958		521,546
Net realized gain (loss)		(3,710,969)		(933,624)		(4,377,854)
Net change in unrealized appreciation (depreciation) on						
Investments in Underlying Funds and Wrapper Agreements		(5,351,414)		(25,470,790)		(40,344,676)
Net realized and unrealized gain (loss)		(9,062,383)		(26,404,414)		(44,722,530)
Net increase (decrease) in net assets						
resulting from operations	\$	(5,490,950)	\$	(25,482,721)	\$	(39,748,898)

New Jersey 529 College Savings Plan -Franklin Templeton Managed Investment Options

	Gro	Growth Portfolio		Growth and Income Portfolio		me Portfolio
Investment income - dividends from Underlying Funds	\$	919,667	\$	1,918,576	\$	1,496,275
Expenses:						
Program management fees (Note 2)		278,916		225,460		116,261
Distribution fees						
Class A		50,704		40,212		22,761
Class B		50,912		62,441		18,816
Class C		124,001		145,729		79,250
Sub-advisory fees (Note 2)		-		-		-
Total expenses		504,533		473,842		237,088
Net investment income (loss)		415,134		1,444,734		1,259,187
Realized and unrealized gains (losses):						
Net realized gain (loss) from:						
Sale of investments in Underlying Funds		(7,034,774)		(1,840,260)		(8,487)
Realized gain distributions by Underlying Funds		3,375,830		1,412,032		
Net realized gain (loss)		(3,658,944)		(428,228)		(8,487)
Net change in unrealized appreciation (depreciation) on						
Investments in Underlying Funds and Wrapper Agreements		(18,011,233)		(7,043,451)		(119,714)
Net realized and unrealized gain (loss)		(21,670,177)		(7,471,679)		(128,201)
Net increase (decrease) in net assets						
resulting from operations	\$	(21,255,043)	\$	(6,026,945)	\$	1,130,986

New Jersey 529 College Savings Plan -Franklin Templeton Managed Investment Options

	Franklin Growth 529 Portfolio		Frank	din Income 529 Portfolio	Franklin Small-M Cap Growth 52 Portfolio	
Investment income - dividends from Underlying Funds	\$	149,364	\$	5,132,712	\$	
Expenses:						
Program management fees (Note 2)		52,405		226,472		49,175
Distribution fees						
Class A		18,362		70,138		19,057
Class B		23,459		88,307		19,282
Class C		34,064		196,972		27,388
Sub-advisory fees (Note 2)		-		-		-
Total expenses		128,290	-	581,889		114,902
Net investment income (loss)		21,074		4,550,823		(114,902)
Realized and unrealized gains (losses):						
Net realized gain (loss) from:						
Sale of investments in Underlying Funds		(364,976)		(2,536,704)		(530,760)
Realized gain distributions by Underlying Funds		-		37,218		31,576
Net realized gain (loss)		(364,976)		(2,499,486)		(499,184)
Net change in unrealized appreciation (depreciation) on						
Investments in Underlying Funds and Wrapper Agreements		(3,833,946)		(15,343,634)		(3,697,328)
Net realized and unrealized gain (loss)		(4,198,922)		(17,843,120)		(4,196,512)
Net increase (decrease) in net assets						
resulting from operations	\$	(4,177,848)	\$	(13,292,297)	\$	(4,311,414)

New Jersey 529 College Savings Plan -Franklin Templeton Managed Investment Options

	Stabl	Franklin Templeton Stable Value 529 Portfolio		Mutual Shares 529 Portfolio		00 Index Fund 9 Portfolio
Investment income - dividends from Underlying Funds	\$	725,550	\$	731,866	\$	570,283
Expenses:						
Program management fees (Note 2)		229,778		183,224		112,262
Distribution fees						
Class A		38,565		63,761		12,957
Class B		67,244		68,611		23,316
Class C		186,063		134,028		27,933
Sub-advisory fees (Note 2)		57,444		-		-
Total expenses		579,094		449,624		176,468
Net investment income (loss)		146,456		282,242		393,815
Realized and unrealized gains (losses):						
Net realized gain (loss) from:						
Sale of investments in Underlying Funds		-		(2,142,288)		(458,318)
Realized gain distributions by Underlying Funds		-		555,641		94,180
Net realized gain (loss)		-		(1,586,647)		(364,138)
Net change in unrealized appreciation (depreciation) on						
Investments in Underlying Funds and Wrapper Agreements		426,995		(13,096,123)		(8,861,980)
Net realized and unrealized gain (loss)		426,995		(14,682,770)		(9,226,118)
Net increase (decrease) in net assets						
resulting from operations	\$	573,451	\$	(14,400,528)	\$	(8,832,303)

New Jersey 529 College Savings Plan -Franklin Templeton Managed Investment Options

	Templeton Growth 529 Portfolio	Total			
Investment income - dividends from Underlying Funds	\$ 1,910,557	\$ 42,055,436			
Expenses:					
Program management fees (Note 2)	191,870	5,811,427			
Distribution fees					
Class A	70,493	1,456,736			
Class B	67,094	1,870,704			
Class C	130,188	3,426,692			
Sub-advisory fees (Note 2)	-	57,444			
Total expenses	459,645	12,623,003			
Net investment income (loss)	1,450,912	29,432,433			
Realized and unrealized gains (losses):					
Net realized gain (loss) from:					
Sale of investments in Underlying Funds	(3,237,776)	(76,422,218)			
Realized gain distributions by Underlying Funds	-	35,628,086			
Net realized gain (loss)	(3,237,776)	(40,794,132)			
Net change in unrealized appreciation (depreciation) on					
Investments in Underlying Funds and Wrapper Agreements	(19,093,228)	(304,739,715)			
Net realized and unrealized gain (loss)	(22,331,004)	(345,533,847)			
Net increase (decrease) in net assets					
resulting from operations	\$ (20,880,092)	\$ (316,101,414)			

New Jersey 529 College Savings Plan -Franklin Templeton Managed Investment Options

	Age Newbo	rn - 8 Years	Age 9 -	12 Years	Age 13 - 16 Years			
	Year Ende	d June 30,	Year Ende	Year Ended June 30,		d June 30,		
	2009	2008	2009	2008	2009	2008		
Increase (decrease) in net assets:								
Operations:								
Net investment income (loss)	\$ 1,678,912	\$ 2,418,315	\$ 3,091,756	\$ 3,347,068	\$ 5,345,532	\$ 5,061,711		
Net realized gain (loss) from Underlying Funds	(13,604,189)	44,199,033	(3,546,019)	16,912,927	(1,973,611)	10,508,251		
Net change in unrealized appreciation (depreciation)								
on investments in Underlying Funds and Wrapper								
Agreements	(80,798,812)	(103,656,534)	(38,435,966)	(40,610,606)	(25,664,415)	(25,459,140)		
Net increase (decrease) in net assets								
resulting from operations	(92,724,089)	(57,039,186)	(38,890,229)	(20,350,611)	(22,292,494)	(9,889,178)		
Plan share transactions:								
Subscriptions:								
Class A	37,361,606	56,467,021	32,075,683	39,454,541	34,244,008	34,259,791		
Class B	10,952,440	19,048,086	11,570,249	14,820,118	11,494,280	12,036,267		
Class C	16,043,097	19,932,067	17,865,421	19,821,413	25,100,332	26,777,323		
Direct	25,273,925	39,378,536	20,956,414	25,533,600	19,894,089	24,168,031		
Total subscriptions	89,631,068	134,825,710	82,467,767	99,629,672	90,732,709	97,241,412		
Redemptions:								
Class A	(26,106,880)	(22,054,078)	(28,025,393)	(23,654,063)	(22,124,164)	(15,781,053)		
Class B	(10,153,324)	(8,190,187)	(11,291,955)	(10,248,492)	(7,582,868)	(4,796,340)		
Class C	(10,182,058)	(9,234,943)	(13,984,982)	(12,512,268)	(19,918,287)	(15,900,544)		
Direct	(16,731,300)	(15,952,857)	(15,119,786)	(15,296,610)	(14,378,015)	(10,982,849)		
Total redemptions	(63,173,562)	(55,432,065)	(68,422,116)	(61,711,433)	(64,003,334)	(47,460,786)		
Net increase (decrease) in net assets								
resulting from plan share transactions	26,457,506	79,393,645	14,045,651	37,918,239	26,729,375	49,780,626		
Net increase (decrease) in net assets	(66,266,583)	22,354,459	(24,844,578)	17,567,628	4,436,881	39,891,448		
Net assets:								
Beginning of year	427,207,148	404,852,689	231,371,256	213,803,628	224,737,520	184,846,072		
End of year	\$ 360,940,565	\$ 427,207,148	\$ 206,526,678	\$ 231,371,256	\$ 229,174,401	\$ 224,737,520		

New Jersey 529 College Savings Plan -Franklin Templeton Managed Investment Options

	Age 17 + Years			irs	Franklin Templeton Corefolio Portfolio			Franklin Templeton Foundii Funds 529 Portfolio				
	Ye	ar Ende	d Jun	e 30,		Year Ende	d Jun	e 30,		Year Ende	d Jur	ne 30,
	2009			2008		2009		2008		2009		2008
Increase (decrease) in net assets:												
Operations:												
Net investment income (loss)	\$ 3,57	1,433	\$	2,739,418	\$	921,693	\$	694,181	\$	4,973,632	\$	3,928,293
Net realized gain (loss) from Underlying Funds	(3,71	0,969)		2,674,898		(933,624)		3,973,264		(4,377,854)		6,355,000
Net change in unrealized appreciation (depreciation)												
on investments in Underlying Funds and Wrapper												
Agreements	(5,35	1,414)		(5,812,976)		(25,470,790)		(22,299,269)		(40,344,676)		(37,180,793)
Net increase (decrease) in net assets												
resulting from operations	(5,49	0,950)		(398,660)		(25,482,721)		(17,631,824)		(39,748,898)		(26,897,500)
Plan share transactions:												
Subscriptions:												
Class A	18,04	2,681		16,434,992		5,256,266		7,914,952		14,802,404		39,900,948
Class B	4,85	7,128		4,320,394		1,070,588		1,726,463		2,765,538		6,265,350
Class C	22,12	1,771		21,277,067		3,307,162		5,578,828		9,061,591		24,456,456
Direct	12,82	0,313		13,156,293		3,954,416		6,231,998		-		-
Total subscriptions	57,84	1,893		55,188,746		13,588,432		21,452,241		26,629,533		70,622,754
Redemptions:												
Class A	(13,38	4,301)		(6,547,392)		(4,367,147)		(2,800,040)		(12,038,130)		(5,181,897)
Class B	(2,87	6,591)		(1,261,392)		(1,051,277)		(692,905)		(1,726,001)		(692,824)
Class C	(16,69	3,605)		(9,307,986)		(3,775,259)		(2,077,022)		(8,993,857)		(6,911,783)
Direct	(10,09	· /		(5,423,231)		(2,402,915)		(1,925,467)		-		-
Total redemptions	(43,05	0,993)		(22,540,001)		(11,596,598)		(7,495,434)		(22,757,988)		(12,786,504)
Net increase (decrease) in net assets												
resulting from plan share transactions		0,900		32,648,745		1,991,834		13,956,807		3,871,545		57,836,250
Net increase (decrease) in net assets	9,29	9,950		32,250,085		(23,490,887)		(3,675,017)		(35,877,353)		30,938,750
Net assets:												
Beginning of year	89,02	0,222		56,770,137		103,266,566		106,941,583		163,378,046		132,439,296
End of year	\$ 98,32	0,172	\$	89,020,222	\$	79,775,679	\$	103,266,566	\$	127,500,693	\$	163,378,046

New Jersey 529 College Savings Plan -Franklin Templeton Managed Investment Options

	Grow	th Portfolio		Growth and Income Portfolio			Income Portfolio			
	Year E	nded June 30		Year Ende	ed June	d June 30,		Year Ende	ed Jun	ie 30,
	2009	20)8	2009		2008		2009		2008
Increase (decrease) in net assets:										
Operations:										
Net investment income (loss)	\$ 415,13	4 \$	581,656 \$	1,444,734	\$	1,450,590	\$	1,259,187	\$	751,340
Net realized gain (loss) from Underlying Funds	(3,658,94	4) 8,	134,802	(428,228)		2,847,755		(8,487)		(1,541)
Net change in unrealized appreciation (depreciation)										
on investments in Underlying Funds and Wrapper										
Agreements	(18,011,23	3) (20,	138,430)	(7,043,451)		(7,107,410)		(119,714)		(135,600)
Net increase (decrease) in net assets										
resulting from operations	(21,255,04	3) (11,4	121,972)	(6,026,945)		(2,809,065)		1,130,986		614,199
Plan share transactions:										
Subscriptions:										
Class A	5,126,85	7 8,4	197,788	5,362,770		4,363,001		7,170,054		2,905,604
Class B	716,94	9 1,4	170,593	1,245,894		1,296,190		1,547,018		663,120
Class C	3,291,23	7 6,2	258,430	4,710,874		5,977,916		7,785,842		3,581,464
Direct	7,154,67	1 12,4	199,666	4,561,934		6,071,471		6,015,013		4,337,468
Total subscriptions	16,289,71	4 28,	726,477	15,881,472		17,708,578		22,517,927		11,487,656
Redemptions:										
Class A	(2,616,93	6) (1,3	321,220)	(3,014,518)		(1,394,220)		(2,108,174)		(640,180)
Class B	(407,34	3) (4	128,771)	(1,190,693)		(578,111)		(433,110)		(198,984)
Class C	(1,266,93	5) (1,0	007,571)	(2,869,884)		(1,768,226)		(3,131,811)		(660,490)
Direct	(4,067,64	4) (2,4	460,813)	(3,764,304)		(1,637,508)		(2,705,177)		(1,215,500)
Total redemptions	(8,358,85	8) (5,2	218,375)	(10,839,399)		(5,378,065)		(8,378,272)		(2,715,154)
Net increase (decrease) in net assets										
resulting from plan share transactions	7,930,85		508,102	5,042,073		12,330,513		14,139,655		8,772,502
Net increase (decrease) in net assets	(13,324,18	7) 12,	086,130	(984,872)		9,521,448		15,270,641		9,386,701
Net assets:										
Beginning of year	87,247,54	1 75,	161,411	63,084,618		53,563,170		22,339,637		12,952,936
End of year	\$ 73,923,35	4 \$ 87,3	247,541 \$	62,099,746	\$	63,084,618	\$	37,610,278	\$	22,339,637

New Jersey 529 College Savings Plan -Franklin Templeton Managed Investment Options

	Franklin	Growth {	29 Portfolio	Fr	Franklin Income 529 Portfolio			Franklin Small-Mid Cap Growth 529 Portfolio			
	Yea	Ended	lune 30,		Year Ende	led June 30,		Year Ended Jur			ie 30,
	2009		2008		2009		2008		2009		2008
Increase (decrease) in net assets:											
Operations:											
Net investment income (loss)	\$ 21	074 9	6 (854)	\$	4,550,823	\$	3,611,531	\$	(114,902)	\$	(152,023)
Net realized gain (loss) from Underlying Funds	(364	976)	667,947		(2,499,486)		1,715,563		(499,184)		2,623,573
Net change in unrealized appreciation (depreciation)											
on investments in Underlying Funds and Wrapper											
Agreements	(3,833	946)	(2,106,761)	((15,343,634)	((10,333,152)		(3,697,328)		(4,703,695)
Net increase (decrease) in net assets											
resulting from operations	(4,177	848)	(1,439,668)	((13,292,297)		(5,006,058)		(4,311,414)		(2,232,145)
Plan share transactions:											
Subscriptions:											
Class A	1,642	270	2,336,596		6,885,688		7,619,223		1,471,623		3,046,796
Class B	338	893	475,585		1,537,551		1,465,224		466,770		561,100
Class C	691	739	1,110,431		4,590,086		6,502,785		511,743		1,027,335
Direct		-	-		-		-		-		-
Total subscriptions	2,672	902	3,922,612		13,013,325		15,587,232		2,450,136		4,635,231
Redemptions:											
Class A	(692	409)	(500,923)		(5,742,002)		(3,195,085)		(878,043)		(628,860)
Class B	(417	467)	(126,493)		(1,616,268)		(664,506)		(211,042)		(70,901)
Class C	(669	954)	(351,639)		(5,316,172)		(3,223,268)		(527,869)		(291,840)
Direct		-	-		-		-		-		-
Total redemptions	(1,779	830)	(979,055)	((12,674,442)		(7,082,859)	_	(1,616,954)		(991,601)
Net increase (decrease) in net assets											
resulting from plan share transactions	893	072	2,943,557		338,883		8,504,373		833,182		3,643,630
Net increase (decrease) in net assets	(3,284	776)	1,503,889	((12,953,414)		3,498,315		(3,478,232)		1,411,485
Net assets:											
Beginning of year	16,741	839	15,237,950		73,265,690		69,767,375		16,390,433		14,978,948
End of year	\$ 13,457	063	\$ 16,741,839	\$	60,312,276	\$	73,265,690	\$	12,912,201	\$	16,390,433

New Jersey 529 College Savings Plan -Franklin Templeton Managed Investment Options

	Fran	nklin Temple 529 Pc			Mutual Shares 529 Portfolio			S&P 500 Index Fund 529 Portfolio			
		Year Ende	ed Jun	e 30,	Year Ende	d Jun	e 30,		Year Ende	d Jun	e 30,
		2009		2008	2009		2008		2009		2008
Increase (decrease) in net assets:											
Operations:											
Net investment income (loss)	\$	146,456	\$	689,598	\$ 282,242	\$	1,116,116	\$	393,815	\$	324,045
Net realized gain (loss) from Underlying Funds		-		-	(1,586,647)		2,132,658		(364,138)		975,081
Net change in unrealized appreciation (depreciation)											
on investments in Underlying Funds and Wrapper											
Agreements		426,995		287,016	 (13,096,123)		(17,711,084)		(8,861,980)		(6,455,083)
Net increase (decrease) in net assets											
resulting from operations		573,451		976,614	 (14,400,528)		(14,462,310)		(8,832,303)		(5,155,957)
Plan share transactions:											
Subscriptions:											
Class A	2	22,632,886		3,039,471	3,993,775		7,581,964		1,254,143		1,228,626
Class B		7,548,740		843,967	786,471		1,250,398		466,420		530,233
Class C	2	21,823,684		5,054,341	1,739,754		4,215,328		1,027,399		605,634
Direct	1	18,286,835		5,878,642	-		-		5,402,931		5,867,340
Total subscriptions	7	70,292,145		14,816,421	6,520,000		13,047,690		8,150,893		8,231,833
Redemptions:											
Class A		(5,460,874)		(898,888)	(4,137,094)		(2,366,348)		(520,075)		(308,881)
Class B		(1,746,148)		(216,862)	(986,930)		(530,756)		(265,434)		(169,213)
Class C		(5,953,671)		(3,071,452)	(3,359,934)		(1,826,400)		(487,108)		(354,947)
Direct		(5,321,250)		(4,090,565)	-		-		(1,732,697)		(1,514,669)
Total redemptions	(1	18,481,943)		(8,277,767)	 (8,483,958)		(4,723,504)		(3,005,314)		(2,347,710)
Net increase (decrease) in net assets											
resulting from plan share transactions	5	51,810,202		6,538,654	(1,963,958)		8,324,186		5,145,579		5,884,123
Net increase (decrease) in net assets	Ę	52,383,653		7,515,268	 (16,364,486)		(6,138,124)		(3,686,724)		728,166
Net assets:											
Beginning of year	2	27,951,139		20,435,871	 60,187,652		66,325,776		33,791,391		33,063,225
End of year	\$ 8	30,334,792	\$	27,951,139	\$ 43,823,166	\$	60,187,652	\$	30.104.667	\$	33,791,391

New Jersey 529 College Savings Plan -Franklin Templeton Managed Investment Options

	Templeton Gro	wth 529 Portfolio	То	tal			
	Year End	ed June 30,	Year Ende	d June 30,			
	2009	2008	2009	2008			
Increase (decrease) in net assets:							
Operations:							
Net investment income (loss)	\$ 1,450,912	\$ 569,110	\$ 29,432,433	27,130,095			
Net realized gain (loss) from Underlying Funds	(3,237,776)	5,256,931	(40,794,132)	108,976,142			
Net change in unrealized appreciation (depreciation)							
on investments in Underlying Funds and Wrapper							
Agreements	(19,093,228)	(21,912,285)	(304,739,715)	(325,335,802)			
Net increase (decrease) in net assets							
resulting from operations	(20,880,092)	(16,086,244)	(316,101,414)	(189,229,565)			
Plan share transactions:							
Subscriptions:							
Class A	3,869,755	8,838,953	201,192,469	243,890,267			
Class B	753,579	1,467,600	58,118,508	68,240,688			
Class C	1,866,545	3,749,169	141,538,277	155,925,987			
Direct	-	-	124,320,541	143,123,045			
Total subscriptions	6,489,879	14,055,722	525,169,795	611,179,987			
Redemptions:							
Class A	(4,513,087)	(3,222,635)	(135,729,227)	(90,495,763)			
Class B	(1,253,581)	(568,102)	(43,210,032)	(29,434,839)			
Class C	(2,606,568)	(1,970,650)	(99,737,954)	(70,471,029)			
Direct	-	-	(76,319,584)	(60,500,069)			
Total redemptions	(8,373,236)	(5,761,387)	(354,996,797)	(250,901,700)			
Net increase (decrease) in net assets							
resulting from plan share transactions	(1,883,357)	8,294,335	170,172,998	360,278,287			
Net increase (decrease) in net assets	(22,763,449)	(7,791,909)	(145,928,416)	171,048,722			
Net assets:							
Beginning of year	68,267,615	76,059,524	1,708,248,313	1,537,199,591			
End of year	\$ 45,504,166	\$ 68,267,615	\$ 1,562,319,897	\$ 1,708,248,313			

New Jersey Better Educational Savings Trust

New Jersey Better Educational Savings Trust – New Jersey Division of Investment Managed Investment Options

Combined Financial Statements and Supplemental Information

Year Ended June 30, 2009

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Report of Independent Auditors

To the Account Owners and Trustees of

New Jersey Better Educational Savings Trust- New Jersey Division of Investments Managed Investment Options - NJBest Portfolio A, NJBest Portfolio B, NJBest Portfolio C, NJBest Portfolio D, NJBest Portfolio E and NJ Better Educational Savings Portfolio:

We have audited the accompanying combined statement of assets and liabilities of the New Jersey Better Educational Savings Trust (the "Plan")- New Jersey Division of Investments Managed Investment Options - NJBest Portfolio A, NJBest Portfolio B, NJBest Portfolio C, NJBest Portfolio D, NJBest Portfolio E and NJ Better Educational Savings Portfolio (six of the investment options of the Plan) as of June 30, 2009, and the related combined statement of operations for the year then ended, and the combined statements of changes in net assets for each of the two years in the period then ended. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States.. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. We were not engaged to perform an audit of the Plan's internal control over financial reporting. Our audits included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. Our procedures included confirmation of securities owned as of June 30, 2009, by correspondence with the custodian and brokers. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the New Jersey Better Educational Savings Trust- New Jersey Division of Investments Managed Investment Options - NJBest Portfolio A, NJBest Portfolio B, NJBest Portfolio C, NJBest Portfolio D, NJBest Portfolio E and NJ Better Educational Savings Portfolio at June 30, 2009, the results of their combined statement of operations for the year then ended, and the combined statements of changes in net assets for each of the two years in the period then ended, in conformity with U.S. generally accepted accounting principles.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The accompanying Supplemental Information is presented for purposes of additional analysis and is not a required part of the basic financial statements. Such information has been subjected to the auditing procedures applied in our audits of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Ernet + Young LLP

October 8, 2009

New Jersey Better Educational Savings Trust -New Jersey Division of Investments Managed Investment Options

Combined Statement of Assets and Liabilities June 30, 2009

Assets:	
Investments in securities:	
Cost	\$ 343,818,762
Value	\$ 348,569,723
Receivables:	
Plan shares sold	35,439
Interest	1,686,998
Total assets	350,292,160
Liabilities:	
Payables:	
Plan shares redeemed	113,758
Accrued expenses	114,762
Total liabilities	228,520
Net assets, at value	\$ 350,063,640

New Jersey Better Educational Savings Trust -New Jersey Division of Investments Managed Investment Options

Combined Statement of Operations for the year ended June 30, 2009

Investment income:	
Interest	\$ 7,607,672
Inflation principal adjustments	(162,096)
Total investment income	7,445,576
Expenses:	
Program management fees (Note 2)	1,333,762
Net investment income	6,111,814
Realized and unrealized gain (loss) on investments:	
Net realized gain (loss) on investments	(5,193,134)
Net change in unrealized appreciation (depreciation) on investments	3,010,314
Net realized and unrealized gain (loss) on investments	(2,182,820)
Net increase (decrease) in net assets resulting from operations	\$ 3,928,994

New Jersey Better Educational Savings Trust -New Jersey Division of Investments Managed Investment Options

Combined Statements of Changes in Net Assets

	 Year Ended	June 30	0.
	2009		2008
Increase (decrease) in net assets:			
Operations:			
Net investment income	\$ 6,111,814	\$	8,651,360
Net realized gain (loss) on investments	(5,193,134)		12,117,443
Net change in unrealized appreciation (depreciation) on investments	 3,010,314		(20,760,384)
Net increase (decrease) in net assets resulting from operations	 3,928,994		8,419
Plan share transactions:			
Subscriptions	28,589,983		36,012,677
Redemptions	(36,164,510)		(30,711,853)
Net increase (decrease) in net assets resulting from plan share transactions	 (7,574,527)		5,300,824
Net increase (decrease) in net assets	 (3,645,533)		5,309,243
Net assets:			
Beginning of year	353,709,173		348,399,930
End of year	\$ 350,063,640	\$	353,709,173

Notes to Combined Financial Statements

for the year ended June 30, 2009

1. ORGANIZATION AND SIGNIFICANT ACCOUNTING POLICIES

The New Jersey Better Educational Savings Trust ("Trust") was established by the State of New Jersey (the "State") to allow Account Owners and Beneficiaries under the State's New Jersey 529 College Savings Plan ("Program") to qualify for federal tax benefits in a qualified tuition program under section 529 of the Internal Revenue Code of 1986, as amended. The New Jersey Higher Education Student Assistance Authority ("HESAA") is responsible for establishing and maintaining the Program on behalf of the State. HESAA serves as a trustee of the Trust, administers the Program and is authorized to establish investment policies, select investment managers and the Program Manager, and adopt regulations and provide for the performance of other functions necessary for the operation of the Program and the various plans included in the Program.

This report provides the financial results of the portfolios managed by the New Jersey Department of the Treasury, Division of Investment ("Division of Investment") which serves as investment manager for the investment options ("Division Investment Options") that are part of the NJBEST 529 College Savings Plan ("NJBEST" or "Plan") but are no longer available to new investors. The Division Investment Options consists of six portfolios. The NJ Better Educational Savings Portfolio, the original portfolio, is available only to accounts opened prior to July 1, 2000 and is open to all birth years. For accounts opened after July 1, 2000 and prior to March 17, 2003, there are the NJBEST Portfolios A – E. These are age-based portfolios where contributions are allocated based on the birth year of the Beneficiary as follows:

Portfolio	Birth Year						
	1985 and						
NJBEST Portfolio A	prior						
NJBEST Portfolio B	1986 - 1989						
NJBEST Portfolio C	1990 - 1993						
NJBEST Portfolio D	1994 - 1997						
NJBEST Portfolio E	1998 - 2003						

All common stocks and certain other investments held by NJBEST and managed by the Division of Investment are maintained in a managed equity account called the NJBEST Pooled Equity Fund. Each of the six portfolios owns a portion of the NJBEST Pooled Equity Fund. The net assets and related dividend income of the NJBEST Pooled Equity Fund have been allocated among the portfolios. This allows for a high level of diversification and reduces the costs of managing the Plan.

The attached Supplemental Information includes financial highlights, combining statements of assets and liabilities, operations, and changes in net assets of the portfolios, as well as the statement of investments for each portfolio and the NJBEST Pooled Equity Fund.

In 2003, Franklin Templeton Distributors, Inc. ("FTDI"), a wholly-owned subsidiary of Franklin Resources, Inc., and HESAA entered into a Services Agreement under which FTDI serves as the Program Manager. FTDI provides, directly, or through affiliated or non-affiliated subcontractors, certain distribution and administrative services relating to the Program. An affiliate of FTDI serves as the investment manager to the Franklin Templeton Managed Options offered through the Program and manages all accounts opened after March 14, 2003.

Notes to Combined Financial Statements *(continued)* for the year ended June 30, 2009

1. ORGANIZATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

For information regarding the Franklin Templeton Managed Investment Options, including those within the NJBEST 529 Plan and the Franklin Templeton 529 Plan, please see the financial statements entitled "New Jersey Better Educational Savings Trust, New Jersey 529 College Savings Plan – Franklin Templeton Managed Investment Options" or refer to the Investor Handbook for either the Franklin Templeton 529 College Savings Plan (for investors who invest through a financial advisor) or the NJBEST 529 College Savings Plan (for New Jersey residents investing without a financial advisor).

The Following summarizes the Trust's significant accounting policies.

a. Security Valuation

Equity and other securities listed on a securities exchange or on the NASDAQ National Market System are valued at the last quoted sale price or the official closing price of the day, respectively. Over-thecounter securities and listed securities for which there is no reported sale are valued within the range of the most recent quoted bid and ask prices. Securities that trade in multiple markets or on multiple exchanges are valued according to the broadest and most representative market. Certain equity securities are valued based upon fundamental characteristics or relationships to similar securities. Investments in non-registered money market funds and managed equity accounts are valued at the closing net asset value each trading day.

Government securities and corporate debt securities generally trade in the over-the-counter market rather than on a securities exchange. The Trust may utilize independent pricing services, quotations from bond dealers, and information with respect to bond and note transactions, to assist in determining a current market value for each security. The Trust's pricing services may use valuation models or matrix pricing which considers information with respect to comparable bond and note transactions, quotations from bond dealers, or by reference to other securities that are considered comparable in such characteristics as rating, interest rate and maturity date, option adjusted spread models, prepayment projections, interest rate spreads and yield curves, to determine current value.

b. Security Transactions, Investment Income, and Expenses

Security transactions are accounted for on trade date. Realized gains and losses on security transactions are determined on an average cost basis. Interest income and estimated expenses are accrued daily. Amortization of premium and accretion of discount on debt securities are included in interest income.

Inflation-indexed bonds provide an inflation hedge through periodic increases or decreases in the security's interest accruals and principal redemption value, by amounts corresponding to the current rate of inflation. Any such adjustments, including adjustments to principal redemption value, are recorded as interest income.

c. Income Taxes

No provision for federal income tax has been made. The Program is established to be a qualified tuition program under Section 529 of the Internal Revenue Code, which is exempt from federal and state income tax, and does not expect to have any unrelated business income subject to tax.

Notes to Combined Financial Statements *(continued)* for the year ended June 30, 2009

1. ORGANIZATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

d. Accounting Estimates

The preparation of financial statements in accordance with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the amounts of income and expenses during the reporting period. Actual results could differ from those estimates.

2. MANAGEMENT AGREEMENTS

The Program pays a total program management fee of 0.40% based on the average daily net assets of each portfolio. Of this fee, 0.15% is paid to FTDI and 0.25% is paid to HESAA.

Franklin Templeton Services, LLC ("FTS") an affiliate of FTDI provides accounting services for the Trust. Franklin Templeton Investor Services, LLC ("FTI"), an affiliate of FTDI and FTS, performs transfer agency services for the Trust. No fees are paid by the Trust for accounting or transfer agency services.

3. INVESTMENTS

At June 30, 2009, net unrealized appreciation of portfolio investments was \$4,750,961 consisting of gross unrealized appreciation of \$12,042,105 and gross unrealized depreciation of \$7,291,144.

Purchases and sales of portfolio securities (excluding short term securities) for the year ended June 30, 2009 aggregated \$102,622,657 and \$141,501,284 respectively.

For a list of each portfolio's investments at June 30, 2009, please see the statement of investments for each portfolio in the Supplemental Information.

4. FAIR VALUE MEASUREMENTS

The Trust adopted Financial Accounting Standards Board ("FASB") Statement No. 157, "Fair Value Measurement" ("SFAS 157"), on July 1, 2008. SFAS 157 defines fair value, establishes a framework for measuring fair value, and expands disclosures about fair value measurements. The Trust has determined that the implementation of SFAS 157 did not have a material impact on the Trust's financial statements.

SFAS 157 establishes a fair value hierarchy that distinguishes between market data obtained from independent sources (observable inputs) and the Trust's own market assumptions (unobservable inputs). These inputs are used in determining the value of the Trust's investments and are summarized in the following fair value hierarchy:

- Level 1 quoted prices in active markets for identical securities
- Level 2 other significant observable inputs (including quoted prices for similar securities, interest rates, prepayment speed, credit risk, etc.)
- Level 3 significant unobservable inputs (including the Trust's own assumptions in determining the fair value of investments)

Notes to Combined Financial Statements (continued)

for the year ended June 30, 2009

4. FAIR VALUE MEASUREMENTS (continued)

The following is a summary of the inputs used as of June 30, 2009, in valuing the Trust's assets carried at fair value:

	Level 1	Level 2	L	_evel 3	Total
Assets:					
Investments in Securities:					
Equity Investments	\$ 132,678,294	\$ -	\$	-	\$ 132,678,294
Fixed Income	-	146,722,478		-	146,722,478
Short Term Investments	69,168,951	-		-	69,168,951
Total Investments in Securities	\$ 201,847,245	\$ 146,722,478	\$	-	\$ 348,569,723

5. ACCOUNTING PRONOUNCEMENTS ISSUED - NOT YET ADOPTED

In July 2006, FASB issued FASB Interpretation No. 48, "Accounting for Uncertainty in Income Taxes – an Interpretation of FASB Statement No. 109" ("FIN 48"). FIN 48 clarifies the accounting for uncertainty in tax positions taken or expected to be taken in a tax return. FIN 48 provides guidance on the measurement, recognition, classification and disclosure of tax positions, along with accounting for the related interest and penalties. FIN 48 is effective for fiscal years beginning after December 15, 2006, and is to be applied to all open tax years as of the date of effectiveness. On December 17, 2008, the FASB extended the implementation date for certain nonpublic companies until annual financial statements for fiscal years beginning after December 15, 2008.

The Trust elects to defer the application of FIN 48 in accordance with the deferral. The Trust's accounting policy for evaluating uncertain tax positions during the deferral period is based on the recognition and disclosure criteria for loss contingencies under FASB Statement No. 5 "Accounting for Contingencies" and FASB Statement No. 109 "Accounting for Income Taxes".

6. SUBSEQUENT EVENTS

The Trust has evaluated subsequent events through October 8, 2009, the issuance date of the financial statements and determined that no events have occurred that required disclosure.

Financial Highlights

			Ye	ar Ende	ed June 30,				
NJBEST Portfolio A	2009	2	2008	2	2007	:	2006	:	2005
SELECTED PER SHARE DATA									
Net asset value, beginning of year Income from investment operations ^a :	\$ 12.02	\$	11.73	\$	11.00	\$	10.58	\$	10.36
Net investment income ^b	0.19		0.33		0.42		0.33		0.38
Net realized and unrealized gain (loss)	(0.06)		(0.04)		0.31		0.09		(0.16)
Total from investment operations	0.13		0.29		0.73		0.42		0.22
Net asset value, end of year	\$ 12.15	\$	12.02	\$	11.73	\$	11.00	\$	10.58
Total Return ^c	1.08%		2.47%		6.64%		3.97%		2.12%
Ratios to average net assets									
Expenses	0.40%		0.40%		0.40%		0.40%		0.40%
Net investment income	1.68%		2.76%		3.69%		3.10%		3.62%
Supplemental data									
Net assets, end of year (000's)	\$ 2,153	\$	2,896	\$	4,203	\$	6,600	\$	9,200

^aThe amount shown for a share outstanding throughout the period may not correlate with the Statement of Operations for the period due to the timing of sales

and repurchases of the Portfolio shares in relation to income earned and/ or fluctuating market value of the investments of the Portfolio.

^bBased on average daily shares outstanding.

^cTotal return does not reflect sales commissions or the contingent deferred sales charge.

Financial Highlights

		Yea	ar Ende	ed June 30,		
NJBEST Portfolio B	2009	2008		2007	2006	2005
SELECTED PER SHARE DATA						
Net asset value, beginning of year	\$ 11.91	\$ 11.71	\$	10.98	\$ 10.66	\$ 10.32
Income from investment operations ^a : Net investment income ^b	0.16	0.39		0.38	0.32	0.29
Net realized and unrealized gain (loss)	(0.03)	(0.19)		0.35	-	0.05
Total from investment operations	0.13	0.20		0.73	0.32	0.34
Net asset value, end of year	\$ 12.04	\$ 11.91	\$	11.71	\$ 10.98	\$ 10.66
Total Return ^d	1.09%	1.71%		6.65%	3.00%	3.29%
Ratios to average net assets						
Expenses	0.40%	0.40%		0.40%	0.40%	0.40%
Net investment income	1.36%	3.24%		3.34%	2.98	2.77%
Supplemental data						
Net assets, end of year (000's)	\$ 24,136	\$ 37,409	\$	49,310	\$ 52,288	\$ 51,662

^aThe amount shown for a share outstanding throughout the period may not correlate with the Statement of Operations for the period due to the timing of sales

and repurchases of the Portfolio shares in relation to income earned and/ or fluctuating market value of the investments of the Portfolio.

^bBased on average daily shares outstanding.

 $^{\rm c}\mbox{Amounts}$ rounds to less than \$0.01 per share.

^dTotal return does not reflect sales commissions or the contingent deferred sales charge.

Financial Highlights

		Ye	ar End	led June 30,		
NJBEST Portfolio C	2009	2008		2007	2006	2005
SELECTED PER SHARE DATA						
Net asset value, beginning of year Income from investment operations ^a :	\$ 12.65	\$ 12.26	\$	11.23	\$ 11.03	\$ 10.41
Net investment income b	0.31	0.40		0.39	0.32	0.28
Net realized and unrealized gain (loss)	 0.11	 (0.01)		0.64	 (0.12)	 0.34
Total from investment operations	 0.42	 0.39		1.03	 0.20	 0.62
Net asset value, end of year	\$ 13.07	\$ 12.65	\$	12.26	\$ 11.23	\$ 11.03
Total Return ^c	3.32%	3.18%		9.17%	1.81%	5.96%
Ratios to average net assets						
Expenses	0.40%	0.40%		0.40%	0.40%	0.40%
Net investment income	2.43%	2.99%		3.34%	2.87%	2.57%
Supplemental data						
Net assets, end of year (000's)	\$ 106,257	\$ 105,975	\$	95,677	\$ 80,251	\$ 70,880

^aThe amount shown for a share outstanding throughout the period may not correlate with the Statement of Operations for the period due to the timing of sales

and repurchases of the Portfolio shares in relation to income earned and/ or fluctuating market value of the investments of the Portfolio.

^bBased on average daily shares outstanding.

^cTotal return does not reflect sales commissions or the contingent deferred sales charge.

Financial Highlights

		Ye	Year Ended June 30,					
NJBEST Portfolio D	2009	2008		2007		2006		2005
SELECTED PER SHARE DATA								
Net asset value, beginning of year Income from investment operations ^a :	\$ 12.55	\$ 12.51	\$	11.22	\$	11.05	\$	10.21
Net investment income ^b	0.23	0.29		0.31		0.27		0.22
Net realized and unrealized gain (loss)	 0.08	(0.25)		0.98		(0.10)		0.62
Total from investment operations	 0.31	 0.04		1.29		0.17		0.84
Net asset value, end of year	\$ 12.86	\$ 12.55	\$	12.51	\$	11.22	\$	11.05
Total Return ^c	2.47%	0.32%		11.50%		1.54%		8.23%
Ratios to average net assets								
Expenses	0.40%	0.40%		0.40%		0.40%		0.40%
Net investment income	1.90%	2.24%		2.56%		2.43%		2.05%
Supplemental data								
Net assets, end of year (000's)	\$ 98,110	\$ 90,739	\$	84,283	\$	69,364	\$	62,115

^aThe amount shown for a share outstanding throughout the period may not correlate with the Statement of Operations for the period due to the timing of sales

and repurchases of the Portfolio shares in relation to income earned and/ or fluctuating market value of the investments of the Portfolio.

^bBased on average daily shares outstanding.

°Total return does not reflect sales commissions or the contingent deferred sales charge.

Financial Highlights

	Year Ended June 30,										
NJBEST Portfolio E		2009		2008		2007		2006		2005	
SELECTED PER SHARE DATA											
Net asset value, beginning of year	\$	12.03	\$	12.46	\$	10.95	\$	10.68	\$	9.81	
Income from investment operations ^a :											
Net investment income ^b		0.15		0.22		0.23		0.21		0.15	
Net realized and unrealized gain (loss)		(0.34)		(0.65)		1.28		0.06		0.72	
Total from investment operations		(0.19)		(0.43)		1.51		0.27		0.87	
Net asset value, end of year	\$	11.84	\$	12.03	\$	12.46	\$	10.95	\$	10.68	
Total Return ^c		(1.58)%		(3.45)%		13.79%		2.53%		8.87%	
Ratios to average net assets											
Expenses		0.40%		0.40%		0.40%		0.40%		0.40%	
Net investment income		1.33%		1.74%		1.94%		1.88%		1.47%	
Supplemental data											
Net assets, end of year (000's)	\$	108,938	\$	103,916	\$	100,952	\$	83,757	\$	74,093	

^aThe amount shown for a share outstanding throughout the period may not correlate with the Statement of Operations for the period due to the timing of sales

and repurchases of the Portfolio shares in relation to income earned and/ or fluctuating market value of the investments of the Portfolio.

^bBased on average daily shares outstanding.

^cTotal return does not reflect sales commissions or the contingent deferred sales charge.

Supplemental Information

New Jersey Better Educational Savings Trust -New Jersey Division of Investment Managed Investment Options

Financial Highlights

		Ye	ar Ende	ed June 30,		
NJ Better Educational Savings Portfolio	2009	2008		2007	2006	2005
SELECTED PER SHARE DATA						
Net asset value, beginning of year Income from investment operations ^a :	\$ 13.06	\$ 13.38	\$	12.19	\$ 11.80	\$ 11.30
Net investment income ^b	0.19	0.36		0.38	0.36	0.33
Net realized and unrealized gain (loss)	(0.98)	(0.68)		0.81	0.03	0.17
Total from investment operations	(0.79)	 (0.32)		1.19	 0.39	 0.50
Net asset value, end of year	\$ 12.27	\$ 13.06	\$	13.38	\$ 12.19	\$ 11.80
Total Return ^c	(6.05)%	(2.39)%		9.76%	3.31%	4.42%
Ratios to average net assets						
Expenses	0.40%	0.40%		0.40%	0.40%	0.40%
Net investment income	1.58%	2.70%		3.01%	2.94%	2.87%
Supplemental data						
Net assets, end of year (000's)	\$ 10,470	\$ 12,775	\$	13,975	\$ 13,734	\$ 13,933

^aThe amount shown for a share outstanding throughout the period may not correlate with the Statement of Operations for the period due to the timing of sales and repurchases of the Portfolio shares in relation to income earned and/ or fluctuating market value of the investments of the Portfolio.

^bBased on average daily shares outstanding.

°Total return does not reflect sales commissions or the contingent deferred sales charge.

NJBEST Portfolio A Statement of Investments, June 30, 2009

SHARES		VALUE
44,454	\$	365,861
		365,861
1,788,348		1,788,348
		2,154,209
		(715)
	\$	2,153,494
	44,454	44,454 <u></u> \$

NJBEST Portfolio B

Statement of Investments, June 30, 2009

		PRINCIPAL	
	SHARES	AMOUNT	VALUE
Equity 16.8%			
NJBEST Pooled Equity Fund	492,921		\$ 4,056,853
Total Equity			4,056,853
Fixed Income 22.9%			
U.S. Treasury Note, Index Linked, 2.375%, 4/15/11		\$ 5.371.645	E E22 70E
		\$ 5,371,645	5,532,795
Total Fixed Income			5,532,795
Total Investments before Short Term Investment (Cost \$8,980,283) 39.7%			9,589,648
Short Term Investment (Cost \$14,548,858) 60.3%			
State of New Jersey Cash Management Fund	14,548,858		14,548,858
Total Investments (Cost \$23,529,141) 100.0%			24,138,506
Other Assets, less Liabilities (0.0)%			(2,960)
Net Assets 100.0%			\$ 24,135,546

^aRounds to less than 0.1% of net assets.

NJBEST Portfolio C

	PRINCIPAL SHARES AMOUNT	VALUE
Equity 21.3%		
NJBEST Pooled Equity Fund	2,751,241	\$ 22,643,377
Total Equity		22,643,377
Fixed Income 66.0%		
Duke Energy Corp., senior note, 6.25%, 6/15/18	\$ 1,000,000	1,052,518
Time Warner Inc., 6.50%, 11/15/36	1,000,000	877,457
U.S Treasury Bonds,		
4.875%, 2/15/12	6,000,000	6,546,564
3.875%, 2/15/13	6,000,000	6,399,378
U.S. Treasury Notes,		
6.00%, 8/15/09	790,000	795,864
6.50%, 2/15/10	3,735,000	3,876,960
5.00%, 2/15/11	3,400,000	3,626,977
5.00%, 8/15/11	11,740,000	12,702,140
4.375%, 8/15/12	1,100,000	1,191,180
4.25%, 8/15/13	6,000,000	6,491,256
4.25%, 11/15/2013	11,000,000	11,894,619
Index Linked, 4.25%, 1/15/10	456,277	465,402
Index Linked, 1.875% 7/15/15	13,155,541	13,295,318
Weatherford International Ltd., senior bond, 6.50%, 8/01/36	1,000,000	906,619
Total Fixed Income		70,122,252
Total Investments before Short Term Investment (Cost \$90,333,532) 87.3%		92,765,629
Short Term Investment (Cost \$12,664,827) 11.9%		
State of New Jersey Cash Management Fund	12,664,827	12,664,827
Total Investments (Cost \$102,998,359) 99.2%		105,430,456
Other Assets, less Liabilities 0.8%		826,389
Net Assets 100.0%		\$ 106,256,845

NJBEST Portfolio D

	SHARES	PRINCIPAL AMOUNT	VALUE
Equity 41.7%			
NJBEST Pooled Equity Fund	4,976,560		\$ 40,958,290
Total Equity			 40,958,290
Fixed Income 41.7%			
General Electric Capital Corp., 3.125%, 4/01/09		\$ 1,000,000	1,052,518
Time Warner Inc., 6.50%, 11/15/36		1,000,000	877,457
U.S. Treasury Bonds,			
4.875%, 2/15/12		2,000,000	2,182,188
7.25%, 5/15/16		690,000	865,303
7.50%, 11/15/16		3,712,000	4,736,282
7.25%, 8/15/22		500,000	656,719
6.25%, 8/15/23		600,000	730,688
U.S. Treasury Notes,			
5.00%, 2/15/11		2,000,000	2,133,516
4.375%, 8/15/12		2,200,000	2,382,360
4.00%, 11/15/12		6,500,000	6,970,743
4.00%, 2/15/14		3,000,000	3,212,814
4.25%, 8/15/14		1,900,000	2,050,368
4.50%, 11/15/15		5,000,000	5,442,190
Index Linked, 4.25% 1/15/10		665,404	678,712
Index Linked, 1.625%,1/15/18		6,107,216	6,042,327
Weatherford International Ltd., senior bond, 6.50%, 8/01/36		1,000,000	 906,619
Total Fixed Income			 40,920,804
Total Investments before Short Term Investment (Cost \$78,111,05	8) 83.4%		 81,879,094
Short Term Investment (Cost \$15,852,963) 16.2%			
State of New Jersey Cash Management Fund	15,852,963		 15,852,963
Total Investments (Cost \$93,964,021) 99.6%			97,732,057
Other Assets, less Liabilities 0.4%			378,080
Net Assets 100.0%			\$ 98,110,137

Supplemental Information

New Jersey Better Educational Savings Trust -New Jersey Division of Investments Managed Investment Options

NJBEST Portfolio E

	SHARES	PRINCIPAL AMOUNT	VALUE
Equity 56.3%			
NJBEST Pooled Equity Fund	7,443,976		\$ 61,265,723
Total Equity			 61,265,723
Fixed Income 25.8%			
Duke Energy Corp., senior note, 6.25%, 6/15/18		\$ 1,000,000	1,052,518
Time Warner Inc., 6.50%, 11/15/36		1,000,000	877,457
U.S. Treasury Bonds,			
7.25%, 5/15/16		395,000	495,355
7.50%, 11/15/16		6,159,000	7,858,502
7.25%, 8/15/22		735,000	965,377
6.25%, 8/15/23		500,000	608,907
6.00%, 2/15/26		1,000,000	1,205,313
U.S. Treasury Notes,			
4.50%, 11/15/15		3,000,000	3,265,314
Index Linked, 4.25%, 1/15/10		443,603	452,475
Index Linked, 2.375%, 1/15/25		10,181,398	10,455,023
Weatherford International Ltd., senior bond, 6.50%, 8/01/36		1,000,000	906,619
Total Fixed Income			 28,142,860
Total Investments before Short Term Investment (Cost \$91,252,609) 82.1%			 89,408,583
Short Term Investment (Cost \$19,274,890) 17.7%			
State of New Jersey Cash Management Fund	19,274,890		 19,274,890
Total Investments (Cost \$110,527,499) 99.8%			108,683,473
Other Assets, less Liabilities 0.2%			254,554
Net Assets 100.0%			\$ 108,938,027
			 , ,

NJ Better Educational Savings Portfolio Statement of Investments, June 30, 2009

	SHARES	PRINCIPAL AMOUNT	VALUE
Equity 32.4%			
NJBEST Pooled Equity Fund	411,675		\$ 3,388,190
Total Equity			 3,388,190
Fixed Income 19.1%			
U.S. Treasury Notes			
6.00%, 8/15/09		\$ 300,000	302,227
6.50%, 2/15/10		1,125,000	1,167,759
5.75%, 8/15/10		300,000	317,390
5.00%, 8/15/11		200,000	 216,391
Total Fixed Income			2,003,767
Total Investments before Short Term Investment (Cost \$5,679,209) 51.5%			 5,391,957
Short Term Investment (Cost \$5,039,065) 48.1%			
State of New Jersey Cash Management Fund	5,039,065		 5,039,065
Total Investments (Cost \$10,718,274) 99.6%			10,431,022
Other Assets, less Liabilities 0.4%			38,569
Total Net Assets 100.0%			\$ 10,469,591

Combining Statement of Assets and Liabilities

June 30, 2009

	NJBES	ST Portfolio A	NJBE	ST Portfolio B	NJB	EST Portfolio C	NJB	EST Portfolio D	NJBI	EST Portfolio E	E	NJ Better ducational ings Portfolio	Total
Assets:													
Investments in securities:													
Cost	\$	2,081,468	\$	23,529,141	\$	102,998,359	\$	93,964,021	\$	110,527,499	\$	10,718,274	\$ 343,818,762
Value	\$	2,154,209	\$	24,138,506	\$	105,430,456	\$	97,732,057	\$	108,683,473	\$	10,431,022	\$ 348,569,723
Receivables:													
Plan shares sold		-		7,000		14,635		504		915		12,385	35,439
Interest		-		26,489		917,416		409,699		289,249		44,145	1,686,998
Total assets	\$	2,154,209	\$	24,171,995	\$	106,362,507	\$	98,142,260	\$	108,973,637	\$	10,487,552	\$ 350,292,160
Liabilities:													
Payables:													
Plan shares redeemed		-		28,398		70,769		-		107		14,484	113,758
Accrued expenses		715		8,051		34,893		32,123		35,503		3,477	 114,762
Total liabilities		715		36,449		105,662		32,123		35,610		17,961	 228,520
Net assets, at value	\$	2,153,494	\$	24,135,546	\$	106,256,845	\$	98,110,137	\$	108,938,027	\$	10,469,591	\$ 350,063,640
Direct Sold Class:													
	\$	2 152 404	\$	04 12E E46	s	106 256 945	\$	09 110 127	\$	109 039 037	\$	10 460 501	
Net assets, at value	φ	2,153,494	φ	24,135,546	à	106,256,845	φ	98,110,137	φ	108,938,027	φ	10,469,591	
Shares outstanding		177,208	-	2,004,892	_	8,127,502		7,630,301		9,201,545	_	853,575	
Net asset value per share	\$	12.15	\$	12.04	\$	13.07	\$	12.86	\$	11.84	\$	12.27	

Combining Statement of Operations

for the year ended June 30, 2009

	NJBEST	Portfolio A	NJBES	T Portfolio B	NJBE	ST Portfolio C	NJBE	ST Portfolio D	NJBE	ST Portfolio E	Ed	IJ Better ucational Igs Portfolio	Total
Investment income:													
Interest	\$	49,286	\$	414,785	\$	3,016,435	\$	2,115,006	\$	1,795,850	\$	216,310	\$ 7,607,672
Inflation principal adjustments		-		64,401		(99,423)		(49,468)		(77,606)		-	(162,096)
Total investment income		49,286		479,186		2,917,012		2,065,538		1,718,244		216,310	 7,445,576
Expenses:													
Program Management fees (Note 2)		9,501		109,359		412,625		359,872		398,690		43,715	1,333,762
Net investment income		39,785		369,827	-	2,504,387		1,705,666		1,319,554		172,595	 6,111,814
Realized and unrealized gain (losses):													
Net realized gain (loss) from investments		(96,516)		(1,338,396)		(1,610,109)		(1,240,531)		(226,220)		(681,362)	(5,193,134)
Net change in unrealized appreciation (depreciation) on investments		68,421		898,353		2,504,108		2,057,507		(2,241,589)		(276,486)	3,010,314
Net realized and unrealized gain (loss)	-	(28,095)		(440,043)		893,999		816,976		(2,467,809)		(957,848)	 (2,182,820)
Net increase (decrease) in net assets													
resulting from operations	\$	11,690	\$	(70,216)	\$	3,398,386	\$	2,522,642	\$	(1,148,255)	\$	(785,253)	\$ 3,928,994

	 NJBEST P	ortfoli	o A	 NJBEST F	ortfo	olio B	 NJBEST F	ortfo	lio C
	Year Endeo	l June	30,	Year Ende	ed Jur	ne 30,	Year Ende	d Jun	e 30,
	 2009		2008	 2009		2008	 2009		2008
Increase (decrease) in net assets:									
Operations:									
Net investment income	\$ 39,785	\$	91,431	\$ 369,827	\$	1,327,061	\$ 2,504,387	\$	3,084,352
Net realized gain (loss) from investments	(96,516)		21,808	(1,338,396)		572,001	(1,610,109)		804,836
Net change in unrealized appreciation (depreciation)									
on investments	68,421		(29,907)	898,353		(1,155,567)	2,504,108		(878,712)
Net increase (decrease) in net assets									
resulting from operations	 11,690		83,332	(70,216)		743,495	3,398,386		3,010,476
Plan share transactions:									
Subscriptions	287,820		340,576	2,731,112		4,598,863	7,843,508		10,302,562
Redemptions	(1,042,385)		(1,730,181)	(15,934,052)		(17,243,996)	(10,959,827)		(3,015,465)
Net increase (decrease) in net assets	 			 			 		
resulting from plan share transactions	(754,565)		(1,389,605)	(13,202,940)		(12,645,133)	(3,116,319)		7,287,097
Net increase (decrease) in net assets	 (742,875)		(1,306,273)	 (13,273,156)		(11,901,638)	 282,067		10,297,573
Net assets:									
Beginning of year	2,896,369		4,202,642	37,408,702		49,310,340	105,974,778		95,677,205
End of year	\$ 2,153,494	\$	2,896,369	\$ 24,135,546	\$	37,408,702	 106,256,845	\$	105,974,778

Combining Statements of Changes in Net Assets (continued)

	NJBEST P	ortfol	io D	NJBEST F	ortfo	olio E	N	IJ Better Educ Port		al Savings
	 Year Endeo	June	e 30,	 Year Ende	d Jur	ne 30,	_	Year Ende	d Jun	e 30,
	 2009		2008	 2009		2008		2009		2008
Increase (decrease) in net assets:										
Operations:										
Net investment income	\$ 1,705,666	\$	1,992,604	\$ 1,319,554	\$	1,798,388	\$	172,595	\$	357,524
Net realized gain (loss) from investments	(1,240,531)		3,998,593	(226,220)		6,356,277		(681,362)		363,928
Net change in unrealized appreciation (depreciation)										
on investments	2,057,507		(5,822,911)	(2,241,589)		(11,846,053)		(276,486)		(1,027,234)
Net increase (decrease) in net assets	 			 			_			
resulting from operations	 2,522,642		168,286	(1,148,255)		(3,691,388)		(785,253)		(305,782)
Plan share transactions:										
Subscriptions	7,572,614		9,097,543	9,011,307		10,536,297		1,143,622		1,136,836
Redemptions	(2,723,789)		(2,810,610)	(2,840,528)		(3,881,026)		(2,663,929)		(2,030,575)
Net increase (decrease) in net assets										
resulting from plan share transactions	4,848,825		6,286,933	6,170,779		6,655,271		(1,520,307)		(893,739)
Net increase (decrease) in net assets	 7,371,467		6,455,219	5,022,524		2,963,883		(2,305,560)		(1,199,521)
Net assets:										
Beginning of year	90,738,670		84,283,451	103,915,503		100,951,620		12,775,151		13,974,672
End of year	\$ 98,110,137	\$	90,738,670	\$ 108,938,027	\$	103,915,503	\$	10,469,591	\$	12,775,151

Combining Statements of Changes in Net Assets (continued)

	 Total			
	 Year Ended	l June	30,	
	 2009		2008	
Increase (decrease) in net assets:				
Operations:				
Net investment income	\$ 6,111,814	\$	8,651,360	
Net realized gain (loss) from investments	(5,193,134)		12,117,443	
Net change in unrealized appreciation (depreciation) on investments	3,010,314		(20,760,384)	
Net increase (decrease) in net assets				
resulting from operations	 3,928,994		8,419	
Plan share transactions:				
Subscriptions	28,589,983		36,012,677	
Redemptions	(36,164,510)		(30,711,853)	
Net increase (decrease) in net assets				
resulting from plan share transactions	(7,574,527)		5,300,824	
Net increase (decrease) in net assets	 (3,645,533)		5,309,243	
Net assets:				
Beginning of year	 353,709,173	;	348,399,930	
End of year	\$ 350,063,640	\$:	353,709,173	

NJBest Pooled Equity Fund

	Shares	Value
Common Stocks 95.2%		
Aerospace & Defense 2.5%		
General Dynamics Corp.	16,000 \$	886,240
Honeywell International Inc.	16,000	502,400
^a LMI Aerospace Inc.	42,000	425,040
Lockheed Martin Corp.	8,000	645,200
Northrop Grumman Corp.	18,000	822,240
		3,281,120
Auto Components 1.6%		
American Axle & Manufacturing Holdings Inc.	160,000	550,400
^a Dana Holding Corp.	280,000	358,400
^a Exide Technologies	130,000	484,900
Superior Industries International Inc.	50,000	705,000
	_	2,098,700
Beverages 1.9%		
Molson Coors Brewing Co., B	16,000	677,280
PepsiCo Inc.	34,000	1,868,640
		2,545,920
Biotechnology 0.6%		
^a Amgen Inc.	16,000	847,040
-		847,040
Capital Markets 2.7%		
Ameriprise Financial Inc. The Bank of New York Mellon Corp.	38,000 32.000	922,260 937,920
The Goldman Sachs Group Inc.	8,000	1,179,520
Pzena Investment Management Inc., CL A	64,000	485,120
		3,524,820
Chemicals 2.4%		
^a Calgon Carbon Corp.	54,000	750,060
CF Industries Holdings Inc.	10,000	741,400
E. I. du Pont de Nemours and Co.	10,000	256,200
Huntsman Corp.	100,000	503,000
The Mosaic Co.	15,000	664,500
Zagg Inc.	40,000	275,940
		3,191,100

NJBest Pooled Equity Fund

Statement of Investments, June 30, 2009 (continued)

	Shares	Value
Common Stocks (continued)		
Commercial Banks 4.2%		
^a Bank of Florida Corp.	142,000 \$	447,300
Regions Financial Corp.	180,000	727,200
^a Republic First Bancorp Inc.	130,000	1,014,000
U.S. Bancorp	36,000	645,120
Wells Fargo & Co.	112,000	2,717,120
		5,550,740
Commercial Services & Supplies 0.1%		
^a The Geo Group Inc.	10,000	185,800
Communications Equipment 1 19/		185,800
^a Airspan Networks Inc.	1,600,000	144,000
^a Cisco Systems Inc.	60,000	1,118,400
^a EMCORE Corp.	90,000	113,400
^a Oclaro Inc.		
Ociaro Inc.	177,980	<u>113,346</u> 1,489,146
		1,403,140
Computers & Peripherals 5.7%		
^a Apple Inc.	15,600	2,221,908
International Business Machines Corp.	20,000	2,088,400
^a NCR Corp.	50,000	591,500
^a Novatel Wireless Inc.	82,000	739,640
^a Silicon Graphics International.	62,000	281,480
^a Sun Microsystems Inc.	80,000	737,600
^a Synaptics Inc.	24,000	927,600
		7,588,128
Construction & Engineering 2.5%		
^a Jacobs Engineering Group Inc.	16,000	673,440
^a MasTec Inc.	74,000	867,280
^a Michael Baker Corp.	24,000	1,016,640
^a URS Corp.	15,000	742,800
		3,300,160
Containers & Packaging 0.4%		
Greif Inc., B	14,000	563,500
		563,500
Diversified Financial Services 3.0%		
Bank of America Corp.	152,000	2,006,400
JPMorgan Chase & Co.	58,000	1,978,380
Diversified Talesson munication Commisses 4 00/		3,984,780
Diversified Telecommunication Services 1.6% ^a Clearwire Corp., A	90,000	497,700
Verizon Communications Inc.	90,000 52,000	1,597,960
	52,000	2,095,660
	27	∠,095,000

See notes to financial statements

NJBest Pooled Equity Fund

Statement of Investments, June 30, 2009 (continued)

Statement of Investments, June 30, 2009 (continued)	Shares	Value
Common Stocks (continued)		
Electrical Equipment 0.4%		
Alpine Group Inc.	205,000 \$	59,450
First Solar Inc.	2,700	437,724
		497,174
Electronic Equipment & Instruments 0.1%		
MMC Energy Inc.	78,000	132,600
		132,600
Energy Equipment & Services 2.1%		
Allis-Chalmers Energy Inc.	240,000	554,400
Baker Hughes Inc.	20,000	728,800
Boots & Coots Inc.	270,000	375,300
Rowan Cos. Inc.	36,000	695,520
Superior Well Services Inc.	80,000	476,000
		2,830,020
Food & Staples Retailing 3.1%		
CVS Caremark Corp.	14,000	445,321
Wal-Mart Stores Inc.	76,000	3,681,440
		4,126,761
Food Products 2.1%		
Campbell Soup Co.	18,000	529,560
Tasty Baking Co.	143,000	989,560
The J. M. Smucker Co.	25,000	1,216,500
		2,735,620
Health Care Equipment & Supplies 0.9%		
St. Jude Medical Inc.	28,000	1,150,800
		1,150,800
Health Care Providers & Services 2.6%		
Aetna Inc.	13,000	325,650
Almost Family Inc.	34,000	887,740
Laboratory Corp. of America Holdings	12,000	813,480
McKesson Corp.	32,000	1,408,000
	02,000	1,100,000

NJBest Pooled Equity Fund

Statement of Investments, June 30, 2009 (continued)

	Shares	Value
Common Stocks (continued)		
Hotels, Restaurants & Leisure 1.1%		
McDonald's Corp.	16,000 \$	919,840
Wendy's/Arby's Group Inc., A	140,000	560,000
		1,479,840
Household Durables 0.4%		
Lennar Corp., B	78,000	592,800
		592,800
Household Products 1.3%		
The Procter & Gamble Co.	33,000	1,686,300
		1,686,300
Independent Power Producers & Energy Traders 2.0%		
Constellation Energy Group	16,000	425,280
^a NRG Energy Inc.	62,000	1,611,827
Ormat Technologies Inc.	14,000	564,340
		2,601,447
Industrial Conglomerates 1.5%	444.000	4 000 000
General Electric Co.	114,000	1,336,080
Tyco International Ltd.	25,000	649,500 1,985,580
Insurance 0.5%		1,965,560
^a eHealth Inc.	34,000	600,440
enealth inc.	54,000	600,440
Internet Software & Services 2.1%		000,440
^a Google Inc., A	3,400	1,433,406
^a Kana Software Inc.	370,000	273,800
LogMeIn Inc.	2,000	32,000
^a Moduslink Global Solutions Inc.	50,000	343,000
United Online Inc.	100,000	651,000
		2,733,206
IT Services 0.5%		
MasterCard Inc., A	4,000	669,240
	.,	669,240
Leisure Equipment & Products 0.5%		,
Hasbro Inc.	30,000	727,200
		727,200
Life Sciences Tools & Services 0.3%		
^a Medtox Scientific Inc.	48,000	452,640
		452,640
Machinery 1.0%		
^a Astec Industries Inc.	21,000	623,490
^a Energy Recovery Inc.	96,000	679,680
		1,303,170
29		

See notes to financial statements

NJBest Pooled Equity Fund Statement of Investments, June 30, 2009 (continued)

	Shares	Value
Common Stocks (continued)		
Media 3.8%		
Cablevision Systems Corp., A	38,000 \$	737,580
¹ Dish Network Corp., A	44,000	713,240
Entercom Communications Corp.	110,000	168,300
^a Lions Gate Entertainment Corp.	90,000	504,000
National CineMedia Inc.	46,000	632,960
Outdoor Channel Holdings Inc.	92,000	542,800
Regal Entertainment Group, A	20,000	266,010
Time Warner Cable Inc.	11,000	348,370
Time Warner Inc.	38,000	957,220
World Wrestling Entertainment Inc.	16,000	200,960
		5,071,440
Metals & Mining 1.4%		
^a Coeur d'Alene Mines Corp.	40,000	492,000
Newmont Mining Corp.	15,000	613,050
Steel Dynamics Inc.	20,000	294,600
^a Thompson Creek Metals Co., Inc.	50,000	511,000
		1,910,650
Multiline Retail 0.5%		
^a Dollar Tree Inc.	15,000	631,500
		631,500
Multi-Utilities 0.3%		
CMS Energy Corp.	30,000	362,400
		362,400
Oil, Gas & Consumable Fuels 7.6%		
Berry Petroleum Co., A	36,000	669,240
Chesapeake Energy Corp.	30,000	594,900
ConocoPhillips	68,000	2,860,080
Devon Energy Corp.	18,000	981,000
EOG Resources Inc.	12,000	815,040
Exxon Mobil Corp.	33,000	2,307,030
Holly Corp.	25,000	449,500
Peabody Energy Corp.	18,000	542,880
^a Rentech Inc.	420,000	239,400
XTO Energy Inc.	16,000	610,240
		10,069,310

NJBest Pooled Equity Fund

Statement of Investments, June 30, 2009 (continued)	Shares	Value
Common Stocks (continued)		Taiuc
Paper & Forest Products 0.6%		
Weyerhaeuser Co.	24,000 \$	730,320
,	· · ·	730,320
Pharmaceuticals 11.4%	22.222	0.40.000
Abbott Laboratories	20,000	940,800
Bristol-Myers Squibb Co.	76,000	1,543,560
Eli Lilly and Co.	20,000	692,800
Johnson & Johnson	44,000	2,499,200
Medicis Pharmaceutical Corp., A	42,000	685,440
Schering-Plough Corp.	160,000	4,019,200
Watson Pharmaceuticals Inc.	18,000	606,420
Wyeth	90,000	4,085,100
		15,072,520
Professional Services 0.5%		
Hill International Inc.	140,000	602,000
		602,000
Real Estate Investment Trusts 2.9%		
Entertainment Properties Trust	148,000	3,048,800
Plum Creek Timber Co. Inc.	28,000	833,840
		3,882,640
Road & Rail 1.1%		
Kansas City Southern	64,000	1,031,040
Norfolk Southern Corp.	12,000	452,040
		1,483,080
Semiconductors & Semiconductor Equipment 2.9%		
Atheros Communications	28,000	538,720
Atmel Corp.	180,000	671,400
Cypress Semiconductor Corp.	84,000	772,800
Entegris Inc.	180,000	489,600
Intel Corp.	70,000	1,158,500
Ramtron International Corp.	168,000	193,193
		3,824,213
Software 4.5%		
^a Majesco Entertainment Co.	3,379	6,589
Microsoft Corp.	136,000	3,232,720
^a Novell Inc.	100,000	453,000
Oracle Corp.	50,000	1,071,000
PROS Holdings Inc.	40,000	324,800
Solarwinds Inc.	10,000	164,900
Sonic Solutions	20,000	59,000
^a The SCO Group Inc.	400,000	49,000
a TiVo Inc.	52,000	544,960
		5,905,969

NJBest Pooled Equity Fund

Statement of Investments, June 30, 2009 (continued)

Statement of Investments, June 30, 2009 (continued)	Shares	Value
Common Stocks (continued)		
Specialty Retail 0.6%		
^a Blockbuster Inc., B	450,000 \$	175,500
^a GameStop Corp., A	26,000	572,260
		747,760
Tobacco 2.9%		
^a Alliance One International Inc.	110,000	418,000
Altria Group Inc.	70,000	1,147,300
Philip Morris International Inc.	34,000	1,483,080
Reynolds American Inc.	21,000	811,020
		3,859,400
Trading Companies & Distributors 0.5%		
^a United Rentals Inc.	100,000	649,000
		649,000
Transportation Infrastructure 0.2%		
Macquarie Infrastructure Company LLC	60,000	
		246,600
Wireless Telecommunication Services 1.0%		
^a American Tower Corp., A	23,000	725,190
^a Leap Wireless International Inc.	18,000	592,740
		1,317,930
Total Common Stocks (Cost \$127,375,136) 95.2%		126,353,054
Short Term Investment (Cost \$6,584,731) 5.0%		/ /
State of New Jersey Cash Management Fund	6,584,731	6,584,731
		6,584,731
Total Investments (Cost \$133,959,867) 100.2%		132,937,785
Other Assets Less Liabilities (0.2)%		(259,491)
Total Net Assets 100.0%	\$	132,678,294

^a Non-Income producing for the twelve months ended June 30, 2009.