

EATON VANCE LTD DURATION INCOME FUND  
Form N-Q  
September 29, 2010

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**  
**Form N-Q**  
**QUARTERLY SCHEDULE OF PORTFOLIO HOLDINGS OF REGISTERED**  
**MANAGEMENT INVESTMENT COMPANIES**  
**811-21323**  
**Investment Company Act File Number**  
**Eaton Vance Limited Duration Income Fund**  
(Exact Name of Registrant as Specified in Charter)  
Two International Place, Boston, Massachusetts 02110  
(Address of Principal Executive Offices)  
Maureen A. Gemma  
Two International Place, Boston, Massachusetts 02110  
(Name and Address of Agent for Services)  
(617) 482-8260  
(Registrant's Telephone Number, Including Area Code)  
April 30  
Date of Fiscal Year End  
July 31, 2010  
Date of Reporting Period

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**Item 1. Schedule of Investments**

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## Eaton Vance Limited Duration Income Fund

as of July 31, 2010

## PORTFOLIO OF INVESTMENTS (Unaudited)

## Senior Floating-Rate Interests 41.0%

## Principal

## Amount\*

(000 s omitted)

## Borrower/Tranche Description

Value

## Aerospace and Defense 0.8%

## Aveos Fleet Performance, Inc.

40	Revolving Loan, 4.59%, Maturing March 12, 2013 <sup>(2)</sup>	\$ 39,417
59	Term Loan, 11.25%, Maturing March 12, 2013	59,423
154	Term Loan-Second Lien, 10.75%, Maturing March 12, 2015 <sup>(3)</sup>	147,152

## Avio Holding SpA

EUR	700	Term Loan-Second Lien, 4.89%, Maturing June 14, 2016	823,265
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## Booz Allen Hamilton, Inc.

	2,980	Term Loan, 6.00%, Maturing July 31, 2015	2,982,993
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## CACI International, Inc.

	278	Term Loan, 1.85%, Maturing May 3, 2011	276,056
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## DAE Aviation Holdings, Inc.

	655	Term Loan, 4.23%, Maturing July 31, 2014	594,689
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	675	Term Loan, 4.23%, Maturing July 31, 2014	612,563
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## Delos Aircraft, Inc.

	775	Term Loan, 7.00%, Maturing March 17, 2016	777,583
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## Evergreen International Aviation

	1,155	Term Loan, 10.50%, Maturing October 31, 2011 <sup>(3)</sup>	1,094,896
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## Hawker Beechcraft Acquisition

	3,525	Term Loan, 2.37%, Maturing March 26, 2014	2,857,363
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	187	Term Loan, 2.63%, Maturing March 26, 2014	151,725
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## IAP Worldwide Services, Inc.

	1,046	Term Loan, 9.25%, Maturing December 30, 2012 <sup>(3)</sup>	1,025,204
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## International Lease Finance Co.

	1,050	Term Loan, 6.75%, Maturing March 17, 2015	1,059,188
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## TransDigm, Inc.

	2,075	Term Loan, 2.54%, Maturing June 23, 2013	2,020,160
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## Wesco Aircraft Hardware Corp.

	1,322	Term Loan, 2.57%, Maturing September 30, 2013	1,274,949
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\$ 15,796,626

## Air Transport 0.1%

## Delta Air Lines, Inc.

	1,940	Term Loan-Second Lien, 3.59%, Maturing April 30, 2014	\$ 1,762,166
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\$ 1,762,166

## Automotive 1.5%

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	<b>Adesa, Inc.</b>	
3,994	Term Loan, 3.07%, Maturing October 18, 2013	\$ 3,825,564
	<b>Allison Transmission, Inc.</b>	
5,952	Term Loan, 3.10%, Maturing August 7, 2014	5,573,542
	<b>Dayco Products, LLC</b>	
547	Term Loan, 10.50%, Maturing May 13, 2014	536,680
84	Term Loan, 12.50%, Maturing November 13, 2014 <sup>(3)</sup>	71,817
	<b>Federal-Mogul Corp.</b>	
2,107	Term Loan, 2.29%, Maturing December 29, 2014	1,886,390
2,624	Term Loan, 2.28%, Maturing December 28, 2015	2,348,781
	<b>Ford Motor Co.</b>	
3,208	Term Loan, 3.35%, Maturing December 16, 2013	3,123,057
	<b>Goodyear Tire &amp; Rubber Co.</b>	
4,450	Term Loan-Second Lien, 2.24%, Maturing April 30, 2014	4,139,194
	<b>HHI Holdings, LLC</b>	
988	Term Loan, 10.50%, Maturing March 30, 2015	994,906
	<b>Keystone Automotive Operations, Inc.</b>	
1,287	Term Loan, 4.02%, Maturing January 12, 2012	1,055,732

<b>Principal Amount*</b> (000 s omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>LKQ Corp. U.S.</b>	
1,203	Term Loan, 2.59%, Maturing October 12, 2013	\$ 1,166,635
	<b>TriMas Corp.</b>	
595	Term Loan, 6.00%, Maturing August 2, 2011	584,895
2,483	Term Loan, 6.00%, Maturing December 15, 2015	2,439,498
	<b>United Components, Inc.</b>	
1,306	Term Loan, 2.37%, Maturing June 29, 2012	1,251,213
		<b>\$ 28,997,904</b>
<b>Beverage and Tobacco 0.2%</b>		
	<b>Constellation Brands, Inc.</b>	
708	Term Loan, 1.88%, Maturing June 5, 2013	\$ 690,932
349	Term Loan, 3.13%, Maturing June 5, 2015	347,910
	<b>Culligan International Co.</b>	
967	Term Loan, 2.58%, Maturing November 24, 2012	787,303
	<b>Liberator Midco Ltd.</b>	
GBP 791	Term Loan, 8.58%, Maturing November 3, 2016 <sup>(3)</sup>	1,211,689
	<b>Maine Beverage Co., LLC</b>	
354	Term Loan, 2.28%, Maturing March 31, 2013	339,750
	<b>Van Houtte, Inc.</b>	
113	Term Loan, 3.03%, Maturing July 19, 2014	109,655
827	Term Loan, 3.03%, Maturing July 19, 2014	804,141
		<b>\$ 4,291,380</b>
<b>Building and Development 0.9%</b>		
	<b>Beacon Sales Acquisition, Inc.</b>	
854	Term Loan, 2.46%, Maturing September 30, 2013	\$ 802,338
	<b>Brickman Group Holdings, Inc.</b>	
1,396	Term Loan, 2.53%, Maturing January 23, 2014	1,312,507
	<b>Building Materials Corp. of America</b>	
1,859	Term Loan, 3.13%, Maturing February 24, 2014	1,799,961
	<b>Forestar USA Real Estate Group, Inc.</b>	
311	Revolving Loan, 0.46%, Maturing December 1, 2010 <sup>(2)</sup>	284,926
2,854	Term Loan, 5.16%, Maturing December 1, 2010	2,711,628
	<b>Metroflag BP, LLC</b>	
1,700	Term Loan-Second Lien, 0.00%, Maturing October 31, 2009 <sup>(4)(5)</sup>	0
	<b>NCI Building Systems, Inc.</b>	
639	Term Loan, 8.00%, Maturing April 18, 2014	624,922
	<b>Panolam Industries Holdings, Inc.</b>	
2,277	Term Loan, 8.25%, Maturing December 31, 2013	2,117,822
	<b>Re/Max International, Inc.</b>	
2,369	Term Loan, 5.50%, Maturing March 11, 2016	2,366,101
	<b>Realogy Corp.</b>	

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623	Term Loan, 3.31%, Maturing October 10, 2013	547,255
2,313	Term Loan, 3.35%, Maturing October 10, 2013	2,032,664
	<b>South Edge, LLC</b>	
288	Term Loan, 0.00%, Maturing October 31, 2009 <sup>(4)</sup>	122,188
	<b>Standard Pacific Corp.</b>	
1,260	Term Loan, 2.19%, Maturing May 5, 2013	1,096,200
	<b>WCI Communities, Inc.</b>	
643	Term Loan, 10.43%, Maturing September 3, 2014 <sup>(3)</sup>	638,251
826	Term Loan, 10.00%, Maturing September 2, 2016	793,246
		<b>\$ 17,250,009</b>

**Business Equipment and Services 3.7%**

	<b>Activant Solutions, Inc.</b>	
1,837	Term Loan, 2.56%, Maturing May 2, 2013	\$ 1,729,386
	<b>Advantage Sales &amp; Marketing, Inc.</b>	
1,496	Term Loan, 5.00%, Maturing May 5, 2016	1,485,028
	<b>Affinion Group, Inc.</b>	
4,688	Term Loan, 5.00%, Maturing October 10, 2016	4,494,860

Principal Amount* (000 s omitted)	Borrower/Tranche Description	Value
1,099	<b>Allied Barton Security Service</b> Term Loan, 6.75%, Maturing February 18, 2015	\$ 1,103,127
2,216	<b>Dealer Computer Services, Inc.</b> Term Loan, 5.25%, Maturing April 21, 2017	2,197,715
4,797	<b>Education Management, LLC</b> Term Loan, 2.31%, Maturing June 3, 2013	4,510,216
1,175	<b>First American Corp.</b> Term Loan, 4.75%, Maturing April 12, 2016	1,176,469
900	<b>Infogroup, Inc.</b> Term Loan, 6.25%, Maturing July 1, 2016	889,125
1,429	<b>Information Resources, Inc.</b> Term Loan, 3.48%, Maturing May 16, 2014	1,367,991
1,000	<b>Intergraph Corp.</b> Term Loan, 4.79%, Maturing May 29, 2014	997,500
1,000	Term Loan-Second Lien, 10.25%, Maturing November 29, 2014	1,002,908
2,129	<b>iPayment, Inc.</b> Term Loan, 2.45%, Maturing May 10, 2013	1,980,317
1,476	<b>Kronos, Inc.</b> Term Loan, 2.53%, Maturing June 11, 2014	1,382,909
2,500	<b>Mitchell International, Inc.</b> Term Loan-Second Lien, 5.81%, Maturing March 30, 2015	2,193,750
2,169	<b>NE Customer Service</b> Term Loan, 6.00%, Maturing March 5, 2016	2,133,332
290	<b>Quantum Corp.</b> Term Loan, 3.82%, Maturing July 14, 2014	276,217
1,194	<b>Quintiles Transnational Corp.</b> Term Loan, 2.46%, Maturing March 29, 2013	1,147,219
2,165	Term Loan-Second Lien, 4.32%, Maturing March 31, 2014	2,127,132
7,567	<b>Sabre, Inc.</b> Term Loan, 2.37%, Maturing September 30, 2014	6,840,702
975	<b>Safenet, Inc.</b> Term Loan, 2.83%, Maturing April 12, 2014	930,396
1,548	<b>Serena Software, Inc.</b> Term Loan, 2.54%, Maturing March 10, 2013	1,478,285
1,171	<b>Sitel (Client Logic)</b> Term Loan, 6.03%, Maturing January 30, 2014	1,135,230
EUR 1,073	<b>Solera Holdings, LLC</b> Term Loan, 2.50%, Maturing May 16, 2014	1,360,238
450	<b>SunGard Data Systems, Inc.</b> Term Loan, 2.09%, Maturing February 28, 2014	427,437
13,715	Term Loan, 4.00%, Maturing February 26, 2016	13,245,282
2,223	<b>Travelport, LLC</b> Term Loan, 2.82%, Maturing August 23, 2013	2,101,731
446	Term Loan, 3.03%, Maturing August 23, 2013	421,714
EUR 1,052	Term Loan, 3.22%, Maturing August 23, 2013	1,289,359

	<b>U.S. Security Holdings, Inc.</b>	
810	Term Loan, 3.04%, Maturing May 8, 2013	794,133
	<b>Valassis Communications, Inc.</b>	
399	Term Loan, 2.79%, Maturing March 2, 2014	387,050
1,732	Term Loan, 2.79%, Maturing March 2, 2014	1,680,690
	<b>West Corp.</b>	
2,664	Term Loan, 2.75%, Maturing October 24, 2013	2,532,218
3,870	Term Loan, 4.25%, Maturing July 15, 2016	3,761,106
		<b>\$ 70,580,772</b>

**Cable and Satellite Television 3.3%**

	<b>Atlantic Broadband Finance, LLC</b>	
90	Term Loan, 2.79%, Maturing September 1, 2011	\$ 88,655
2,418	Term Loan, 6.75%, Maturing May 31, 2013	2,393,269



Principal Amount* (000 \$ omitted)	Borrower/Tranche Description	Value
	<b>Bragg Communications, Inc.</b>	
1,571	Term Loan, 3.03%, Maturing August 31, 2014	\$ 1,545,017
	<b>Bresnan Broadband Holdings, LLC</b>	
1,703	Term Loan, 2.34%, Maturing June 30, 2013	1,692,515
	<b>Cequel Communications, LLC</b>	
846	Term Loan, 2.35%, Maturing November 5, 2013	812,394
	<b>Charter Communications Operating, Inc.</b>	
14,648	Term Loan, 2.32%, Maturing March 6, 2014	13,931,509
	<b>CSC Holdings, Inc.</b>	
2,664	Term Loan, 2.09%, Maturing March 29, 2016	2,607,119
	<b>CW Media Holdings, Inc.</b>	
1,716	Term Loan, 3.53%, Maturing February 16, 2015	1,678,132
	<b>DirectTV Holdings, LLC</b>	
1,794	Term Loan, 1.82%, Maturing April 13, 2013	1,786,898
	<b>Foxco Acquisition Sub., LLC</b>	
974	Term Loan, 7.50%, Maturing July 14, 2015	937,475
	<b>Insight Midwest Holdings, LLC</b>	
4,742	Term Loan, 2.16%, Maturing April 7, 2014	4,507,323
	<b>MCC Iowa, LLC</b>	
2,366	Term Loan, 2.06%, Maturing January 31, 2015	2,190,339
	<b>Mediacom Broadband, LLC</b>	
1,850	Term Loan, 4.50%, Maturing October 23, 2017	1,775,538
	<b>Mediacom Illinois, LLC</b>	
4,669	Term Loan, 2.06%, Maturing January 31, 2015	4,291,467
	<b>Mediacom, LLC</b>	
1,025	Term Loan, 4.50%, Maturing October 23, 2017	992,541
	<b>ProSiebenSat.1 Media AG</b>	
EUR 1,158	Term Loan, 3.52%, Maturing March 6, 2015	1,118,638
EUR 1,187	Term Loan, 2.57%, Maturing June 26, 2015	1,382,743
EUR 48	Term Loan, 2.57%, Maturing July 3, 2015	56,116
EUR 1,158	Term Loan, 3.77%, Maturing March 4, 2016	1,118,639
EUR 495	Term Loan, 8.14%, Maturing March 6, 2017	322,400
EUR 452	Term Loan-Second Lien, 4.89%, Maturing September 2, 2016	364,319
	<b>UPC Broadband Holding B.V.</b>	
985	Term Loan, 4.25%, Maturing December 30, 2016	939,001
EUR 4,531	Term Loan, 4.23%, Maturing December 31, 2016	5,456,697
1,815	Term Loan, 4.25%, Maturing December 29, 2017	1,709,697
EUR 3,269	Term Loan, 4.48%, Maturing December 31, 2017	3,950,208
	<b>Virgin Media Investment Holding</b>	
GBP 1,000	Term Loan, 4.53%, Maturing June 30, 2015	1,531,228
GBP 1,000	Term Loan, 4.78%, Maturing December 31, 2015	1,532,536
	<b>YPSO Holding SA</b>	
EUR 578	Term Loan, 4.39%, Maturing June 16, 2014 <sup>(3)</sup>	607,545
EUR 943	Term Loan, 4.39%, Maturing June 16, 2014 <sup>(3)</sup>	991,257
EUR 1,498	Term Loan, 4.39%, Maturing June 16, 2014 <sup>(3)</sup>	1,574,286

\$ 63,885,501

**Chemicals and Plastics 2.5%****Arizona Chemical, Inc.**

1,253 Term Loan, 2.54%, Maturing February 28, 2013 \$ 1,187,224

1,000 Term Loan-Second Lien, 6.04%, Maturing February 28, 2014 940,000

**Brenntag Holding GmbH and Co. KG**

1,965 Term Loan, 4.09%, Maturing January 20, 2014 1,972,237

290 Term Loan, 4.10%, Maturing January 20, 2014 290,710

1,300 Term Loan-Second Lien, 6.47%, Maturing July 7, 2015 1,282,667

**Celanese Holdings, LLC**

EUR 1,935 Term Loan, 2.00%, Maturing April 2, 2014 2,439,645

5,878 Term Loan, 2.25%, Maturing April 2, 2014 5,639,192

<b>Principal Amount*</b>		<b>Borrower/Tranche Description</b>	<b>Value</b>
<b>(000 s omitted)</b>			
		<b>Cognis GmbH</b>	
EUR	266	Term Loan, 2.72%, Maturing September 16, 2013	\$ 342,333
EUR	1,084	Term Loan, 2.72%, Maturing September 16, 2013	1,397,862
		<b>Columbian Chemicals Acquisition</b>	
	848	Term Loan, 6.56%, Maturing March 16, 2013	839,772
		<b>Hexion Specialty Chemicals, Inc.</b>	
	2,354	Term Loan, 4.13%, Maturing May 5, 2015	2,212,622
	392	Term Loan, 4.31%, Maturing May 5, 2015	369,072
	883	Term Loan, 4.31%, Maturing May 5, 2015	831,172
		<b>Huish Detergents, Inc.</b>	
	1,237	Term Loan, 2.08%, Maturing April 26, 2014	1,181,715
		<b>Huntsman International, LLC</b>	
	2,960	Term Loan, 2.21%, Maturing April 21, 2014	2,784,890
		<b>INEOS Group</b>	
	231	Term Loan, 7.50%, Maturing December 16, 2013	227,288
EUR	1,431	Term Loan, 7.50%, Maturing December 16, 2013	1,839,804
	231	Term Loan, 8.00%, Maturing December 16, 2014	227,288
EUR	1,431	Term Loan, 8.00%, Maturing December 16, 2014	1,839,937
EUR	500	Term Loan, 9.00%, Maturing December 16, 2015	611,341
		<b>ISP Chemco, Inc.</b>	
	1,925	Term Loan, 1.88%, Maturing June 4, 2014	1,824,295
		<b>Kraton Polymers, LLC</b>	
	2,101	Term Loan, 2.38%, Maturing May 13, 2013	1,987,681
		<b>Lyondell Chemical Co.</b>	
	850	Term Loan, 5.50%, Maturing April 8, 2016	857,371
		<b>MacDermid, Inc.</b>	
EUR	835	Term Loan, 2.83%, Maturing April 11, 2014	1,006,108
		<b>Millenium Inorganic Chemicals</b>	
	465	Term Loan, 2.78%, Maturing May 15, 2014	433,021
	1,375	Term Loan-Second Lien, 6.28%, Maturing November 18, 2014	1,262,708
		<b>Momentive Performance Material</b>	
	1,872	Term Loan, 2.63%, Maturing December 4, 2013	1,737,218
		<b>Nalco Co.</b>	
	502	Term Loan, 2.13%, Maturing November 4, 2010	501,670
	2,475	Term Loan, 6.50%, Maturing May 13, 2016	2,491,501
		<b>Rockwood Specialties Group, Inc.</b>	
	2,323	Term Loan, 6.00%, Maturing May 15, 2014	2,329,230
		<b>Schoeller Arca Systems Holding</b>	
EUR	289	Term Loan, 5.05%, Maturing November 16, 2015	256,135
EUR	824	Term Loan, 5.05%, Maturing November 16, 2015	730,288
EUR	887	Term Loan, 5.05%, Maturing November 16, 2015	785,861
		<b>Solutia, Inc.</b>	
	3,017	Term Loan, 4.75%, Maturing March 17, 2017	3,027,136
			<b>\$ 47,686,994</b>

<b>Clothing/Textiles</b>	<b>0.1%</b>		
		<b>Phillips Van Heusen Corp.</b>	
1,301		Term Loan, 4.75%, Maturing May 6, 2016	\$ 1,308,959
		<b>The William Carter Co.</b>	
794		Term Loan, 1.82%, Maturing July 14, 2012	788,933
			<b>\$ 2,097,892</b>
<b>Conglomerates</b>	<b>0.9%</b>		
		<b>Blount, Inc.</b>	
363		Term Loan, 5.75%, Maturing February 9, 2012	\$ 363,413
		<b>Doncasters (Dunde HoldCo 4 Ltd.)</b>	
560		Term Loan, 4.33%, Maturing July 13, 2015	478,534
560		Term Loan, 4.83%, Maturing July 13, 2015	478,534
GBP 1,234		Term Loan-Second Lien, 6.57%, Maturing January 13, 2016	1,491,558

<b>Principal Amount*</b> (000 \$ omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Jarden Corp.</b>	
487	Term Loan, 2.28%, Maturing January 24, 2012	\$ 478,276
882	Term Loan, 2.28%, Maturing January 24, 2012	865,394
	<b>Manitowoc Company, Inc. (The)</b>	
1,652	Term Loan, 8.00%, Maturing November 6, 2014	1,654,966
	<b>Polymer Group, Inc.</b>	
3,237	Term Loan, 7.00%, Maturing November 24, 2014	3,248,878
	<b>RBS Global, Inc.</b>	
410	Term Loan, 2.63%, Maturing July 19, 2013	388,593
2,682	Term Loan, 2.88%, Maturing July 19, 2013	2,562,955
	<b>RGIS Holdings, LLC</b>	
101	Term Loan, 3.03%, Maturing April 30, 2014	93,051
2,016	Term Loan, 3.03%, Maturing April 30, 2014	1,861,019
	<b>US Investigations Services, Inc.</b>	
2,577	Term Loan, 3.54%, Maturing February 21, 2015	2,277,373
	<b>Vertrue, Inc.</b>	
984	Term Loan, 3.54%, Maturing August 16, 2014	855,027
		<b>\$ 17,097,571</b>
	<b>Containers and Glass Products 1.3%</b>	
	<b>Berry Plastics Corp.</b>	
4,540	Term Loan, 2.34%, Maturing April 3, 2015	\$ 4,188,094
	<b>Consolidated Container Co.</b>	
2,000	Term Loan-Second Lien, 5.81%, Maturing September 28, 2014	1,735,000
	<b>Crown Americas, Inc.</b>	
288	Term Loan, 2.10%, Maturing November 15, 2012	286,562
	<b>Graham Packaging Holdings Co.</b>	
426	Term Loan, 2.64%, Maturing October 7, 2011	425,251
4,023	Term Loan, 6.75%, Maturing April 5, 2014	4,062,601
	<b>Graphic Packaging International, Inc.</b>	
6,510	Term Loan, 2.52%, Maturing May 16, 2014	6,300,137
	<b>JSG Acquisitions</b>	
EUR 797	Term Loan, 4.07%, Maturing December 31, 2014	1,019,820
EUR 788	Term Loan, 4.25%, Maturing December 31, 2014	1,009,316
	<b>Kranson Industries, Inc.</b>	
995	Term Loan, 2.58%, Maturing July 31, 2013	931,163
	<b>Owens-Brockway Glass Container</b>	
2,013	Term Loan, 1.84%, Maturing June 14, 2013	1,996,827
	<b>Reynolds Group Holdings, Inc.</b>	
1,125	Term Loan, 5.75%, Maturing May 5, 2016	1,121,484
	<b>Smurfit Kappa Acquisitions</b>	
EUR 115	Term Loan, 4.24%, Maturing December 31, 2014	146,791
EUR 138	Term Loan, 4.28%, Maturing December 31, 2014	176,246
	<b>Tegrant Holding Corp.</b>	

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1,935	Term Loan, 3.79%, Maturing March 8, 2013	1,760,850
500	Term Loan-Second Lien, 6.04%, Maturing March 8, 2015	380,000
		<b>\$ 25,540,142</b>

**Cosmetics/Toiletries 0.6%**

	<b>Alliance Boots Holdings, Ltd.</b>	
GBP	2,950 Term Loan, 3.56%, Maturing July 5, 2015	\$ 4,301,105
EUR	1,000 Term Loan, 3.58%, Maturing July 5, 2015	1,230,030
	<b>American Safety Razor Co.</b>	
	2,000 Term Loan- Second Lien, 0.00%, Maturing January 30, 2014 <sup>(6)</sup>	250,000
	<b>Bausch &amp; Lomb, Inc.</b>	
	536 Term Loan, 3.57%, Maturing April 24, 2015	514,950
	2,214 Term Loan, 3.63%, Maturing April 24, 2015	2,126,130
	<b>KIK Custom Products, Inc.</b>	
	1,900 Term Loan-Second Lien, 5.33%, Maturing November 30, 2014	1,130,500

<b>Principal Amount*</b> (000 \$ omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Prestige Brands, Inc.</b>	
1,072	Term Loan, 4.75%, Maturing March 24, 2016	\$ 1,070,972
		<b>\$ 10,623,687</b>
<b>Drugs 0.1%</b>		
	<b>Graceway Pharmaceuticals, LLC</b>	
1,118	Term Loan, 3.07%, Maturing May 3, 2012	\$ 938,608
1,345	Term Loan, 10.07%, Maturing November 3, 2013 <sup>(3)</sup>	302,513
2,000	Term Loan-Second Lien, 6.82%, Maturing May 3, 2013	796,666
	<b>Pharmaceutical Holdings Corp.</b>	
162	Term Loan, 4.57%, Maturing January 30, 2012	157,603
	<b>Warner Chilcott Corp.</b>	
84	Term Loan, 5.50%, Maturing October 30, 2014	84,370
40	Term Loan, 5.75%, Maturing April 30, 2015	39,771
66	Term Loan, 5.75%, Maturing April 30, 2015	66,226
		<b>\$ 2,385,757</b>
<b>Ecological Services and Equipment 0.3%</b>		
	<b>Big Dumpster Merger Sub, Inc.</b>	
806	Term Loan, 2.57%, Maturing February 5, 2013	\$ 626,278
	<b>Blue Waste B.V. (AVR Acquisition)</b>	
EUR 1,000	Term Loan, 2.89%, Maturing March 31, 2014	1,165,994
	<b>Cory Environmental Holdings</b>	
GBP 500	Term Loan-Second Lien, 4.99%, Maturing September 30, 2014	608,045
	<b>Environmental Systems Products Holdings, Inc.</b>	
359	Term Loan-Second Lien, 13.50%, Maturing September 12, 2014	334,200
	<b>Kemble Water Structure, Ltd.</b>	
GBP 500	Term Loan-Second Lien, 4.88%, Maturing October 13, 2013	692,605
	<b>Sensus Metering Systems, Inc.</b>	
695	Term Loan, 7.00%, Maturing June 3, 2013	698,288
	<b>Synagro Technologies, Inc.</b>	
500	Term Loan-Second Lien, 5.10%, Maturing October 2, 2014	390,000
	<b>Wastequip, Inc.</b>	
930	Term Loan, 2.57%, Maturing February 5, 2013	723,255
		<b>\$ 5,238,665</b>
<b>Electronics/Electrical 1.4%</b>		
	<b>Aspect Software, Inc.</b>	
1,945	Term Loan, 6.25%, Maturing April 19, 2016	\$ 1,912,706
	<b>Christie/Aix, Inc.</b>	
928	Term Loan, 5.25%, Maturing April 29, 2016	922,034
	<b>Freescale Semiconductor, Inc.</b>	

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4,392	Term Loan, 4.60%, Maturing December 1, 2016	4,046,481
	<b>Infor Enterprise Solutions Holdings</b>	
500	Term Loan, 5.82%, Maturing March 2, 2014	387,500
261	Term Loan, 5.07%, Maturing July 28, 2015	237,234
2,081	Term Loan, 6.07%, Maturing July 28, 2015	1,940,993
3,990	Term Loan, 6.07%, Maturing July 28, 2015	3,700,289
550	Term Loan-Second Lien, 6.57%, Maturing March 2, 2014	407,000
950	Term Loan-Second Lien, 6.57%, Maturing March 2, 2014	696,666
	<b>Network Solutions, LLC</b>	
2,267	Term Loan, 2.57%, Maturing March 7, 2014	2,139,273
	<b>Open Solutions, Inc.</b>	
2,371	Term Loan, 2.63%, Maturing January 23, 2014	2,052,228
	<b>Sensata Technologies Finance Co.</b>	
5,754	Term Loan, 2.23%, Maturing April 26, 2013	5,432,762
	<b>SS&amp;C Technologies, Inc.</b>	
1,628	Term Loan, 2.48%, Maturing November 23, 2012	1,573,502
	<b>VeriFone, Inc.</b>	
916	Term Loan, 3.07%, Maturing October 31, 2013	897,581



<b>Principal Amount*</b> (000 \$ omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Vertafore, Inc.</b>	
1,075	Term Loan, Maturing July 29, 2016 <sup>(7)</sup>	\$ 1,071,977
		<b>\$ 27,418,226</b>
<b>Equipment Leasing</b>	<b>0.3%</b>	
	<b>AWAS Capital, Inc.</b>	
261	Term Loan, 2.31%, Maturing March 22, 2013	\$ 245,407
1,983	Term Loan-Second Lien, 6.56%, Maturing March 22, 2013	1,655,798
	<b>Hertz Corp.</b>	
689	Term Loan, 2.09%, Maturing December 21, 2012	667,263
3,725	Term Loan, 2.09%, Maturing December 21, 2012	3,607,995
		<b>\$ 6,176,463</b>
<b>Farming/Agriculture</b>	<b>0.1%</b>	
	<b>CF Industries, Inc.</b>	
2,449	Term Loan, 4.50%, Maturing April 6, 2015	\$ 2,462,996
		<b>\$ 2,462,996</b>
<b>Financial Intermediaries</b>	<b>1.1%</b>	
	<b>Citco III, Ltd.</b>	
2,524	Term Loan, 4.75%, Maturing May 30, 2014	\$ 2,422,749
	<b>E.A. Viner International Co.</b>	
378	Term Loan, 5.04%, Maturing July 31, 2013	359,138
	<b>EURONET Worldwide, Inc.</b>	
1,807	Term Loan, 2.46%, Maturing April 4, 2014	1,730,629
	<b>Grosvenor Capital Management</b>	
635	Term Loan, 2.38%, Maturing December 5, 2013	603,241
	<b>Jupiter Asset Management Group</b>	
GBP 430	Term Loan, 4.44%, Maturing March 17, 2015	636,004
	<b>Lender Processing Services, Inc.</b>	
985	Term Loan, 2.82%, Maturing July 2, 2014	982,051
	<b>LPL Holdings, Inc.</b>	
1,198	Term Loan, 2.21%, Maturing June 28, 2013	1,144,820
3,770	Term Loan, 4.25%, Maturing June 25, 2015	3,628,701
	<b>MSCI, Inc.</b>	
4,075	Term Loan, 4.75%, Maturing June 1, 2016	4,100,469
	<b>Nuveen Investments, Inc.</b>	
3,995	Term Loan, 3.51%, Maturing November 13, 2014	3,529,547
	<b>RJO Holdings Corp. (RJO Brien)</b>	
2,097	Term Loan, 5.35%, Maturing July 12, 2014 <sup>(3)</sup>	1,426,001
		<b>\$ 20,563,350</b>

**Food Products 1.0%**

		<b>Acosta, Inc.</b>	
	2,904	Term Loan, 2.57%, Maturing July 28, 2013	\$ 2,744,257
		<b>American Seafoods Group, LLC</b>	
	900	Term Loan, 5.50%, Maturing May 7, 2015	898,588
		<b>Dean Foods Co.</b>	
	5,757	Term Loan, 1.92%, Maturing April 2, 2014	5,404,032
		<b>Dole Food Company, Inc.</b>	
	711	Term Loan, 5.02%, Maturing March 2, 2017	713,264
	286	Term Loan, 5.04%, Maturing March 2, 2017	287,172
		<b>Mafco Worldwide Corp.</b>	
	576	Term Loan, 2.33%, Maturing December 8, 2011	544,101
		<b>Pinnacle Foods Finance, LLC</b>	
	7,111	Term Loan, 2.85%, Maturing April 2, 2014	6,712,858
		<b>Provimi Group SA</b>	
	188	Term Loan, 2.57%, Maturing June 28, 2015	175,038
	231	Term Loan, 2.57%, Maturing June 28, 2015	215,406
EUR	243	Term Loan, 2.89%, Maturing June 28, 2015	295,031
EUR	392	Term Loan, 2.89%, Maturing June 28, 2015	476,035

<b>Principal Amount*</b>				
<b>(000 s omitted)</b>		<b>Borrower/Tranche Description</b>		<b>Value</b>
EUR	419	Term Loan, 2.89%, Maturing June 28, 2015	\$	508,450
EUR	540	Term Loan, 2.89%, Maturing June 28, 2015		655,667
	148	Term Loan-Second Lien, 4.57%, Maturing December 28, 2016		126,743
EUR	24	Term Loan-Second Lien, 4.89%, Maturing December 28, 2016		26,943
EUR	331	Term Loan-Second Lien, 4.89%, Maturing December 28, 2016		369,015
			<b>\$</b>	<b>20,152,600</b>
<b>Food Service</b>	<b>1.1%</b>			
		<b>AFC Enterprises, Inc.</b>		
	387	Term Loan, 7.00%, Maturing May 11, 2013	\$	388,149
		<b>Aramark Corp.</b>		
	137	Term Loan, 2.07%, Maturing January 27, 2014		128,621
	1,887	Term Loan, 2.41%, Maturing January 27, 2014		1,771,165
GBP	965	Term Loan, 2.86%, Maturing January 27, 2014		1,453,660
	246	Term Loan, 3.60%, Maturing July 26, 2016		237,389
	3,742	Term Loan, 3.78%, Maturing July 26, 2016		3,609,656
		<b>Buffets, Inc.</b>		
	1,571	Term Loan, 12.00%, Maturing April 21, 2015 <sup>(3)</sup>		1,424,876
	150	Term Loan, 7.53%, Maturing April 22, 2015 <sup>(3)</sup>		116,311
		<b>Burger King Corp.</b>		
	1,692	Term Loan, 2.06%, Maturing June 30, 2012		1,688,063
		<b>CBRL Group, Inc.</b>		
	1,193	Term Loan, 1.85%, Maturing April 29, 2013		1,166,792
	762	Term Loan, 2.85%, Maturing April 27, 2016		747,369
		<b>Denny s, Inc.</b>		
	133	Term Loan, 2.24%, Maturing March 31, 2012		132,086
	287	Term Loan, 2.51%, Maturing March 31, 2012		286,186
		<b>JRD Holdings, Inc.</b>		
	1,823	Term Loan, 2.58%, Maturing July 2, 2014		1,740,675
		<b>NPC International, Inc.</b>		
	405	Term Loan, 2.20%, Maturing May 3, 2013		385,751
		<b>OSI Restaurant Partners, LLC</b>		
	156	Term Loan, 2.82%, Maturing June 14, 2013		135,566
	1,661	Term Loan, 2.88%, Maturing June 14, 2014		1,446,262
		<b>QCE Finance, LLC</b>		
	903	Term Loan, 5.13%, Maturing May 5, 2013		748,786
	2,225	Term Loan-Second Lien, 6.07%, Maturing November 5, 2013		1,507,438
		<b>Sagittarius Restaurants, LLC</b>		
	725	Term Loan, 7.50%, Maturing May 18, 2015		715,031
		<b>Selecta</b>		
EUR	741	Term Loan-Second Lien, 5.04%, Maturing December 28, 2015		680,998
		<b>Wendys/Arbys Restaurants, LLC</b>		
	1,075	Term Loan, 5.00%, Maturing May 24, 2017		1,078,091

\$ 21,588,921

**Food/Drug Retailers 0.9%**

	<b>General Nutrition Centers, Inc.</b>	
3,158	Term Loan, 2.71%, Maturing September 16, 2013	\$ 2,981,560
	<b>Pantry, Inc. (The)</b>	
319	Term Loan, 2.07%, Maturing May 15, 2014	305,704
1,109	Term Loan, 2.07%, Maturing May 15, 2014	1,061,757
	<b>Rite Aid Corp.</b>	
5,383	Term Loan, 2.09%, Maturing June 4, 2014	4,734,707
2,213	Term Loan, 6.00%, Maturing June 4, 2014	2,097,182
997	Term Loan, 9.50%, Maturing June 10, 2015	1,018,051
	<b>Roundy s Supermarkets, Inc.</b>	
3,702	Term Loan, 7.00%, Maturing November 3, 2013	3,691,977
1,000	Term Loan-Second Lien, 10.00%, Maturing April 18, 2016	1,016,250
		<b>\$ 16,907,188</b>

<b>Principal Amount*</b> (000 s omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
<b>Forest Products 0.3%</b>		
	<b>Georgia-Pacific Corp.</b>	
5,022	Term Loan, 2.53%, Maturing December 21, 2012	\$ 4,948,816
1,301	Term Loan, 3.79%, Maturing December 23, 2014	1,296,945
		<b>\$ 6,245,761</b>
<b>Health Care 4.4%</b>		
	<b>American Medical Systems</b>	
212	Term Loan, 2.63%, Maturing July 20, 2012	\$ 204,830
	<b>AMR Holdco, Inc.</b>	
1,988	Term Loan, 3.34%, Maturing April 8, 2015	1,982,531
	<b>Aveta Holdings, LLC</b>	
773	Term Loan, 8.00%, Maturing April 14, 2015	756,797
773	Term Loan, 8.00%, Maturing April 14, 2015	756,797
	<b>Biomet, Inc.</b>	
3,890	Term Loan, 3.51%, Maturing March 25, 2015	3,790,050
EUR 1,726	Term Loan, 3.64%, Maturing March 25, 2015	2,139,417
	<b>Bright Horizons Family Solutions, Inc.</b>	
245	Term Loan, 7.50%, Maturing May 28, 2015	245,678
	<b>Cardinal Health 409, Inc.</b>	
1,112	Term Loan, 2.57%, Maturing April 10, 2014	1,005,973
	<b>Carestream Health, Inc.</b>	
3,695	Term Loan, 2.32%, Maturing April 30, 2013	3,514,047
1,000	Term Loan-Second Lien, 5.57%, Maturing October 30, 2013	931,429
	<b>Carl Zeiss Vision Holding GmbH</b>	
1,300	Term Loan, 2.82%, Maturing July 24, 2015	1,050,214
	<b>Catalent Pharma Solutions</b>	
EUR 1,940	Term Loan, 2.89%, Maturing April 10, 2014	2,215,258
	<b>Community Health Systems, Inc.</b>	
493	Term Loan, 2.79%, Maturing July 25, 2014	468,092
9,611	Term Loan, 2.79%, Maturing July 25, 2014	9,120,221
	<b>Concentra, Inc.</b>	
1,955	Term Loan-Second Lien, 6.04%, Maturing June 25, 2015	1,786,288
	<b>ConMed Corp.</b>	
587	Term Loan, 1.82%, Maturing April 12, 2013	551,800
	<b>CRC Health Corp.</b>	
567	Term Loan, 2.78%, Maturing February 6, 2013	517,516
617	Term Loan, 2.78%, Maturing February 6, 2013	563,460
	<b>Dako EQT Project Delphi</b>	
750	Term Loan-Second Lien, 4.28%, Maturing December 12, 2016	543,750
	<b>DaVita, Inc.</b>	
5,425	Term Loan, 1.86%, Maturing October 5, 2012	5,317,188
	<b>DJO Finance, LLC</b>	
922	Term Loan, 3.32%, Maturing May 20, 2014	879,575

	<b>Fenwal, Inc.</b>	
145	Term Loan, 2.79%, Maturing February 28, 2014	125,339
844	Term Loan, 2.79%, Maturing February 28, 2014	731,250
	<b>Fresenius Medical Care Holdings</b>	
3,463	Term Loan, 1.87%, Maturing March 31, 2013	3,373,370
	<b>Fresenius SE</b>	
361	Term Loan, 4.50%, Maturing September 10, 2014	362,925
633	Term Loan, 4.50%, Maturing September 10, 2014	635,344
	<b>Hanger Orthopedic Group, Inc.</b>	
1,517	Term Loan, 2.33%, Maturing May 28, 2013	1,477,115
	<b>HCA, Inc.</b>	
1,652	Term Loan, 2.78%, Maturing November 18, 2013	1,597,804
4,961	Term Loan, 3.78%, Maturing March 31, 2017	4,838,180
	<b>Health Management Association, Inc.</b>	
5,602	Term Loan, 2.28%, Maturing February 28, 2014	5,281,632

<b>Principal Amount*</b> (000 \$ omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>HealthSouth Corp.</b>	
981	Term Loan, 2.79%, Maturing March 11, 2013	\$ 954,291
808	Term Loan, 4.29%, Maturing September 10, 2015	799,412
	<b>Iasis Healthcare, LLC</b>	
415	Term Loan, 2.32%, Maturing March 14, 2014	392,442
1,199	Term Loan, 2.32%, Maturing March 14, 2014	1,133,897
113	Term Loan, 3.21%, Maturing March 14, 2014	106,787
	<b>IM U.S. Holdings, LLC</b>	
900	Term Loan-Second Lien, 4.57%, Maturing June 26, 2015	872,719
	<b>inVentiv Health, Inc.</b>	
1,103	Term Loan, 2.29%, Maturing July 6, 2014	1,097,692
	<b>Lifepoint Hospitals, Inc.</b>	
2,901	Term Loan, 3.25%, Maturing April 15, 2015	2,832,896
	<b>MPT Operating Partnership, LP</b>	
1,325	Term Loan, 5.00%, Maturing May 17, 2016	1,318,375
	<b>MultiPlan Merger Corp.</b>	
600	Term Loan, 3.63%, Maturing April 12, 2013	597,034
1,099	Term Loan, 3.63%, Maturing April 12, 2013	1,092,806
749	Term Loan, 6.00%, Maturing April 12, 2013	747,561
	<b>Mylan, Inc.</b>	
441	Term Loan, 3.75%, Maturing October 2, 2014	439,386
	<b>National Mentor Holdings, Inc.</b>	
81	Term Loan, 2.30%, Maturing June 29, 2013	71,253
1,314	Term Loan, 2.54%, Maturing June 29, 2013	1,153,078
	<b>National Renal Institutes, Inc.</b>	
1,719	Term Loan, 9.00%, Maturing March 31, 2013	1,680,108
	<b>Nyco Holdings</b>	
EUR 912	Term Loan, 4.47%, Maturing December 29, 2014	1,108,819
EUR 912	Term Loan, 5.22%, Maturing December 29, 2015	1,108,819
	<b>Physiotherapy Associates, Inc.</b>	
921	Term Loan, 7.50%, Maturing June 27, 2013	739,545
500	Term Loan-Second Lien, 12.00%, Maturing June 27, 2014	262,500
	<b>RadNet Management, Inc.</b>	
1,372	Term Loan, 5.75%, Maturing April 1, 2016	1,355,561
	<b>ReAble Therapeutics Finance, LLC</b>	
1,105	Term Loan, 2.41%, Maturing November 16, 2013	1,071,294
	<b>Select Medical Holdings Corp.</b>	
1,206	Term Loan, 4.23%, Maturing August 22, 2014	1,175,251
1,505	Term Loan, 4.23%, Maturing August 22, 2014	1,466,596
	<b>Skillsoft Corp.</b>	
1,000	Term Loan, 6.50%, Maturing May 19, 2017	1,003,750
	<b>Sunrise Medical Holdings, Inc.</b>	
EUR 904	Term Loan, 8.00%, Maturing May 13, 2014	1,107,278
	<b>VWR International, Inc.</b>	
2,279	Term Loan, 2.82%, Maturing June 30, 2014	2,116,706

\$ 84,569,726

**Home Furnishings 0.4%****Hunter Fan Co.**

609 Term Loan, 2.85%, Maturing April 16, 2014 \$ 542,322

500 Term Loan-Second Lien, 7.10%, Maturing October 16, 2014 332,500

**Interline Brands, Inc.**

1,225 Term Loan, 2.08%, Maturing June 23, 2013 1,139,647

334 Term Loan, 2.08%, Maturing June 23, 2013 310,236

**National Bedding Co., LLC**

3,289 Term Loan, 2.38%, Maturing February 28, 2013 3,157,328

2,550 Term Loan-Second Lien, 5.38%, Maturing February 28, 2014 2,371,500

**Oreck Corp.**527 Term Loan-Second Lien, 4.04%, Maturing March 19, 2016<sup>(5)</sup> 421,768



<b>Principal Amount*</b>		<b>Borrower/Tranche Description</b>	<b>Value</b>
<b>(000 s omitted)</b>			
EUR	387	<b>Sanitec Europe OY</b> Term Loan, 2.50%, Maturing June 24, 2016	\$ 371,850
			<b>\$ 8,647,151</b>
<b>Industrial Equipment 1.4%</b>			
		<b>Brand Energy and Infrastructure Services, Inc.</b>	
	917	Term Loan, 2.81%, Maturing February 7, 2014	\$ 818,459
	991	Term Loan, 3.81%, Maturing February 7, 2014	906,669
		<b>Bucyrus International, Inc.</b>	
	155	Term Loan, 4.50%, Maturing February 19, 2016	155,312
		<b>CEVA Group PLC U.S.</b>	
	408	Term Loan, 3.32%, Maturing November 4, 2013	361,489
EUR	298	Term Loan, 3.64%, Maturing November 4, 2013	341,299
EUR	506	Term Loan, 3.64%, Maturing November 4, 2013	579,564
EUR	622	Term Loan, 3.64%, Maturing November 4, 2013	712,288
EUR	1,597	Term Loan, 3.75%, Maturing November 4, 2013	1,830,081
		<b>EPD Holdings, (Goodyear Engineering Products)</b>	
	298	Term Loan, 2.84%, Maturing July 31, 2014	255,023
	2,083	Term Loan, 2.84%, Maturing July 31, 2014	1,780,580
	2,100	Term Loan-Second Lien, 6.09%, Maturing July 13, 2015	1,601,250
		<b>Flowserve Corp.</b>	
	2,255	Term Loan, 2.06%, Maturing August 10, 2012	2,249,727
		<b>Generac Acquisition Corp.</b>	
	2,129	Term Loan, 2.90%, Maturing November 11, 2013	1,965,846
		<b>Gleason Corp.</b>	
	1,024	Term Loan, 2.19%, Maturing June 30, 2013	926,410
		<b>Itron, Inc.</b>	
EUR	252	Term Loan, 4.26%, Maturing April 18, 2014	328,513
		<b>Jason, Inc.</b>	
	571	Term Loan, 0.00%, Maturing July 30, 2010 <sup>(4)</sup>	428,427
		<b>John Maneely Co.</b>	
	4,222	Term Loan, 3.78%, Maturing December 9, 2013	4,016,898
		<b>KION Group GmbH</b>	
	253	Term Loan, 2.57%, Maturing January 28, 2015 <sup>(3)</sup>	197,876
	253	Term Loan, 2.57%, Maturing January 28, 2016 <sup>(3)</sup>	197,876
		<b>Polypore, Inc.</b>	
	4,123	Term Loan, 2.32%, Maturing July 3, 2014	3,950,776
		<b>Sequa Corp.</b>	
	1,192	Term Loan, 3.79%, Maturing December 3, 2014	1,114,812
		<b>TFS Acquisition Corp.</b>	
	1,915	Term Loan, 14.00%, Maturing August 11, 2013 <sup>(3)</sup>	1,905,211
			<b>\$ 26,624,386</b>

**Insurance 0.8%**

	<b>Alliant Holdings I, Inc.</b>	
2,759	Term Loan, 3.53%, Maturing August 21, 2014	\$ 2,600,133
	<b>AmWINS Group, Inc.</b>	
500	Term Loan-Second Lien, 6.04%, Maturing June 8, 2013	425,000
	<b>Applied Systems, Inc.</b>	
870	Term Loan, 2.82%, Maturing September 26, 2013	803,964
	<b>CCC Information Services Group, Inc.</b>	
1,094	Term Loan, 2.58%, Maturing February 10, 2013	1,056,232
	<b>Conseco, Inc.</b>	
3,540	Term Loan, 7.50%, Maturing October 10, 2013	3,469,063
	<b>Crawford &amp; Company</b>	
1,531	Term Loan, 5.25%, Maturing October 30, 2013	1,496,215
	<b>Crump Group, Inc.</b>	
965	Term Loan, 3.32%, Maturing August 1, 2014	897,442
	<b>Hub International Holdings, Inc.</b>	
214	Term Loan, 3.03%, Maturing June 13, 2014	195,324
951	Term Loan, 3.03%, Maturing June 13, 2014	868,958

Principal Amount* (000 \$ omitted)	Borrower/Tranche Description	Value
	<b>U.S.I. Holdings Corp.</b>	
2,650	Term Loan, 3.29%, Maturing May 5, 2014	\$ 2,423,028
993	Term Loan, 7.00%, Maturing May 5, 2014	960,244
		<b>\$ 15,195,603</b>
<b>Leisure Goods/Activities/Movies 1.7%</b>		
	<b>24 Hour Fitness Worldwide, Inc.</b>	
1,000	Term Loan, 6.75%, Maturing April 22, 2016	\$ 933,250
	<b>AMC Entertainment, Inc.</b>	
1,685	Term Loan, 2.08%, Maturing January 28, 2013	1,633,590
	<b>AMF Bowling Worldwide, Inc.</b>	
2,300	Term Loan-Second Lien, 6.59%, Maturing December 8, 2013	1,817,000
	<b>Bombardier Recreational Products</b>	
2,867	Term Loan, 3.19%, Maturing June 28, 2013	2,487,199
	<b>Butterfly Wendel US, Inc.</b>	
596	Term Loan, 3.87%, Maturing June 23, 2014	515,510
596	Term Loan, 4.12%, Maturing June 22, 2015	515,344
	<b>CFV I, LLC/Hicks Sports Group</b>	
113	Term Loan, 11.44%, Maturing August 1, 2010 <sup>(2)(3)</sup>	112,340
	<b>Cinemark, Inc.</b>	
3,698	Term Loan, 3.60%, Maturing April 29, 2016	3,615,429
	<b>Deluxe Entertainment Services</b>	
69	Term Loan, 6.25%, Maturing May 11, 2013	61,861
634	Term Loan, 6.25%, Maturing May 11, 2013	570,619
41	Term Loan, 6.35%, Maturing May 11, 2013	37,205
500	Term Loan-Second Lien, 11.00%, Maturing November 11, 2013	425,000
	<b>Metro-Goldwyn-Mayer Holdings, Inc.</b>	
4,000	Term Loan, 0.00%, Maturing April 9, 2012 <sup>(6)</sup>	1,754,156
	<b>National CineMedia, LLC</b>	
3,075	Term Loan, 2.29%, Maturing February 13, 2015	2,919,968
	<b>Regal Cinemas Corp.</b>	
4,659	Term Loan, 4.03%, Maturing November 21, 2016	4,596,187
	<b>Revolution Studios Distribution Co., LLC</b>	
1,633	Term Loan, 4.07%, Maturing December 21, 2014	1,322,718
2,050	Term Loan-Second Lien, 7.32%, Maturing June 21, 2015	973,750
	<b>Six Flags Theme Parks, Inc.</b>	
3,025	Term Loan, 6.00%, Maturing June 30, 2016	3,006,835
	<b>Southwest Sports Group, LLC</b>	
2,450	Term Loan, 6.75%, Maturing December 22, 2010	2,241,750
	<b>Universal City Development Partners, Ltd.</b>	
1,296	Term Loan, 5.50%, Maturing November 6, 2014	1,299,904
	<b>Zuffa, LLC</b>	
1,477	Term Loan, 2.38%, Maturing June 22, 2015	1,399,607

\$ 32,239,222

**Lodging and Casinos 1.5%**

		<b>Gala Electric Casinos, Ltd.</b>	
GBP	959	Term Loan, 4.96%, Maturing December 12, 2014	\$ 1,389,026
GBP	959	Term Loan, 5.45%, Maturing December 12, 2014	1,389,026
		<b>Harrah s Operating Co.</b>	
	1,500	Term Loan, 3.50%, Maturing January 28, 2015	1,287,396
	2,130	Term Loan, 3.50%, Maturing January 28, 2015	1,833,715
	790	Term Loan, 3.50%, Maturing January 28, 2015	675,102
		<b>Herbst Gaming, Inc.</b>	
	1,923	Term Loan, 0.00%, Maturing January 2, 2014 <sup>(6)</sup>	1,182,734
		<b>Isle of Capri Casinos, Inc.</b>	
	947	Term Loan, 5.00%, Maturing November 25, 2013	897,231
	1,218	Term Loan, 5.00%, Maturing November 25, 2013	1,154,275
	3,045	Term Loan, 5.00%, Maturing November 25, 2013	2,885,686
		<b>LodgeNet Entertainment Corp.</b>	
	822	Term Loan, 2.54%, Maturing April 4, 2014	761,831

<b>Principal Amount*</b> (000 \$ omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>New World Gaming Partners, Ltd.</b>	
290	Term Loan, 3.05%, Maturing September 30, 2014	\$ 282,228
1,433	Term Loan, 3.05%, Maturing September 30, 2014	1,393,410
	<b>Penn National Gaming, Inc.</b>	
6,711	Term Loan, 2.10%, Maturing October 3, 2012	6,577,377
	<b>Tropicana Entertainment, Inc.</b>	
88	Term Loan, 15.00%, Maturing December 29, 2012	96,973
	<b>Venetian Casino Resort/Las Vegas Sands, Inc.</b>	
1,113	Term Loan, 2.07%, Maturing May 23, 2014	1,035,382
4,080	Term Loan, 2.07%, Maturing May 23, 2014	3,797,107
	<b>VML US Finance, LLC</b>	
1,907	Term Loan, 5.04%, Maturing May 27, 2013	1,876,854
		<b>\$ 28,515,353</b>
<b>Nonferrous Metals/Minerals</b>	<b>0.5%</b>	
	<b>Compass Minerals Group, Inc.</b>	
2,700	Term Loan, 1.93%, Maturing December 22, 2012	\$ 2,699,961
	<b>Euramax International, Inc.</b>	
369	Term Loan, 10.00%, Maturing June 29, 2013	347,921
381	Term Loan, 14.00%, Maturing June 29, 2013 <sup>(3)</sup>	359,502
	<b>Noranda Aluminum Acquisition</b>	
916	Term Loan, 2.54%, Maturing May 18, 2014	849,954
	<b>Novelis, Inc.</b>	
582	Term Loan, 2.32%, Maturing July 6, 2014	558,297
1,280	Term Loan, 2.54%, Maturing July 6, 2014	1,228,326
	<b>Oxbow Carbon and Mineral Holdings</b>	
1,594	Term Loan, 2.53%, Maturing May 8, 2014	1,510,986
	<b>Tube City IMS Corp.</b>	
2,589	Term Loan, 2.57%, Maturing January 25, 2014	2,403,191
324	Term Loan, 2.78%, Maturing January 25, 2014	301,081
		<b>\$ 10,259,219</b>
<b>Oil and Gas</b>	<b>0.5%</b>	
	<b>Atlas Pipeline Partners, L.P.</b>	
1,560	Term Loan, 6.75%, Maturing July 27, 2014	\$ 1,556,643
	<b>CGGVeritas Services, Inc.</b>	
515	Term Loan, 5.50%, Maturing January 12, 2016	508,563
	<b>Dresser, Inc.</b>	
818	Term Loan, 2.70%, Maturing May 4, 2014	761,042
2,250	Term Loan-Second Lien, 6.20%, Maturing May 4, 2015	2,111,249
	<b>Enterprise GP Holdings, L.P.</b>	
1,519	Term Loan, 2.78%, Maturing November 10, 2014	1,481,025
	<b>Hercules Offshore, Inc.</b>	

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997	Term Loan, 6.00%, Maturing July 11, 2013	888,648
	<b>Sheridan Production Partners I, LLC</b>	
136	Term Loan, 7.50%, Maturing April 20, 2017	131,638
222	Term Loan, 7.50%, Maturing April 20, 2017	215,516
1,677	Term Loan, 7.50%, Maturing April 20, 2017	1,626,432
		<b>\$ 9,280,756</b>

**Publishing 2.2%**

	<b>American Media Operations, Inc.</b>	
4,187	Term Loan, 10.00%, Maturing January 30, 2013 <sup>(3)</sup>	\$ 4,024,490
	<b>Aster Zweite Beteiligungs GmbH</b>	
1,075	Term Loan, 2.64%, Maturing September 27, 2013	962,125
1,194	Term Loan, 2.64%, Maturing September 27, 2013	1,069,015
1,277	Term Loan, 2.64%, Maturing September 27, 2014	1,143,008
EUR 472	Term Loan, 2.97%, Maturing December 31, 2014	567,305
EUR 528	Term Loan, 2.97%, Maturing December 31, 2014	633,766

Principal Amount* (000 s omitted)	Borrower/Tranche Description	Value
	<b>GateHouse Media Operating, Inc.</b>	
4,186	Term Loan, 2.33%, Maturing August 28, 2014	\$ 1,699,659
2,949	Term Loan, 2.34%, Maturing August 28, 2014	1,197,136
973	Term Loan, 2.59%, Maturing August 28, 2014	395,018
	<b>Getty Images, Inc.</b>	
2,415	Term Loan, 6.25%, Maturing July 2, 2015	2,426,404
	<b>Hanley-Wood, LLC</b>	
975	Term Loan, 2.73%, Maturing March 8, 2014	519,188
	<b>Laureate Education, Inc.</b>	
476	Term Loan, 3.74%, Maturing August 17, 2014	433,921
3,182	Term Loan, 3.74%, Maturing August 17, 2014	2,898,768
	<b>Local Insight Regatta Holdings, Inc.</b>	
464	Term Loan, 6.25%, Maturing April 23, 2015	371,209
	<b>MediaNews Group, Inc.</b>	
236	Term Loan, 8.50%, Maturing March 19, 2014	222,517
	<b>Mediannuaire Holding</b>	
EUR 891	Term Loan, 2.97%, Maturing October 10, 2014	834,183
EUR 890	Term Loan, 3.47%, Maturing October 9, 2015	831,623
	<b>Merrill Communications, LLC</b>	
1,382	Term Loan, 8.50%, Maturing December 24, 2012	1,300,739
1,014	Term Loan-Second Lien, 14.75%, Maturing November 15, 2013 <sup>(3)</sup>	842,008
	<b>Nelson Education, Ltd.</b>	
656	Term Loan, 3.03%, Maturing July 5, 2014	594,076
	<b>Nielsen Finance, LLC</b>	
8,235	Term Loan, 2.35%, Maturing August 9, 2013	7,836,750
	<b>PagesJaunes Group, SA</b>	
EUR 1,500	Term Loan, 4.97%, Maturing April 8, 2016	1,273,830
	<b>Penton Media, Inc.</b>	
971	Term Loan, 5.00%, Maturing August 1, 2014 <sup>(3)</sup>	691,049
	<b>Philadelphia Newspapers, LLC</b>	
1,039	Term Loan, 0.00%, Maturing June 29, 2013 <sup>(6)</sup>	319,343
	<b>SGS International, Inc.</b>	
639	Term Loan, 2.88%, Maturing December 30, 2011	625,735
	<b>Source Interlink Companies, Inc.</b>	
1,136	Term Loan, 10.75%, Maturing June 18, 2013	1,090,909
668	Term Loan, 15.00%, Maturing March 18, 2014 <sup>(3)</sup>	420,673
	<b>Source Media, Inc.</b>	
2,261	Term Loan, 6.04%, Maturing November 8, 2011	2,165,074
	<b>Star Tribune Co. (The)</b>	
38	Term Loan, 8.00%, Maturing September 28, 2014 <sup>(5)</sup>	30,985
25	Term Loan, 8.00%, Maturing September 29, 2014 <sup>(5)</sup>	18,072
	<b>TL Acquisitions, Inc.</b>	
1,685	Term Loan, 3.03%, Maturing July 3, 2014	1,494,807
	<b>Tribune Co.</b>	
2,027	Term Loan, 0.00%, Maturing June 4, 2014 <sup>(6)</sup>	1,152,764

		<b>Xsys, Inc.</b>	
EUR	1,500	Term Loan-Second Lien, 5.39%, Maturing November 1, 2014	1,727,489
			<b>\$ 41,813,638</b>

**Radio and Television 1.2%**

		<b>Block Communications, Inc.</b>	
	2,006	Term Loan, 2.32%, Maturing December 22, 2011	\$ 1,890,184
		<b>CMP KC, LLC</b>	
	956	Term Loan, 0.00%, Maturing May 3, 2011 <sup>(5)(6)</sup>	274,426
		<b>CMP Susquehanna Corp.</b>	
	954	Revolving Loan, 1.61%, Maturing May 5, 2011 <sup>(2)</sup>	796,330
	705	Term Loan, 2.38%, Maturing May 5, 2013	616,241
		<b>Emmis Operating Co.</b>	
	1,005	Term Loan, 4.54%, Maturing November 1, 2013	863,256



<b>Principal Amount*</b> (000 \$ omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Gray Television, Inc.</b>	
789	Term Loan, 3.85%, Maturing December 31, 2014	\$ 742,400
	<b>HIT Entertainment, Inc.</b>	
1,003	Term Loan, 5.60%, Maturing June 1, 2012	941,716
	<b>Live Nation Worldwide, Inc.</b>	
2,843	Term Loan, 4.50%, Maturing November 7, 2016	2,806,131
	<b>Mission Broadcasting, Inc.</b>	
663	Term Loan, 5.00%, Maturing September 30, 2016	649,740
	<b>NEP II, Inc.</b>	
478	Term Loan, 2.33%, Maturing February 16, 2014	456,487
	<b>Nexstar Broadcasting, Inc.</b>	
1,037	Term Loan, 5.01%, Maturing September 30, 2016	1,016,260
	<b>Raycom TV Broadcasting, LLC</b>	
1,891	Term Loan, 1.88%, Maturing June 25, 2014	1,758,165
	<b>Univision Communications, Inc.</b>	
9,589	Term Loan, 2.57%, Maturing September 29, 2014	8,397,135
	<b>Weather Channel</b>	
1,304	Term Loan, 5.00%, Maturing September 14, 2015	1,306,965
	<b>Young Broadcasting, Inc.</b>	
539	Term Loan, 8.00%, Maturing June 30, 2015	545,132
		<b>\$ 23,060,568</b>
<b>Rail Industries</b>	<b>0.2%</b>	
	<b>Kansas City Southern Railway Co.</b>	
3,264	Term Loan, 2.22%, Maturing April 26, 2013	\$ 3,174,240
		<b>\$ 3,174,240</b>
<b>Retailers (Except Food and Drug)</b>	<b>0.8%</b>	
	<b>American Achievement Corp.</b>	
390	Term Loan, 6.26%, Maturing March 25, 2011	\$ 370,819
	<b>Amscan Holdings, Inc.</b>	
660	Term Loan, 2.79%, Maturing May 25, 2013	624,786
	<b>Educate, Inc.</b>	
498	Term Loan-Second Lien, 8.51%, Maturing June 16, 2014	485,076
	<b>Harbor Freight Tools USA, Inc.</b>	
1,018	Term Loan, 5.02%, Maturing February 24, 2016	1,016,050
	<b>Jostens Corp.</b>	
1,991	Term Loan, 2.34%, Maturing October 4, 2011	1,967,689
	<b>Mapco Express, Inc.</b>	
839	Term Loan, 6.75%, Maturing April 28, 2011	818,082
	<b>Neiman Marcus Group, Inc.</b>	
1,892	Term Loan, 2.47%, Maturing April 5, 2013	1,788,065
	<b>Orbitz Worldwide, Inc.</b>	

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	1,849	Term Loan, 3.42%, Maturing July 25, 2014	1,738,575
		<b>Oriental Trading Co., Inc.</b>	
	1,900	Term Loan-Second Lien, 0.00%, Maturing January 31, 2014 <sup>(6)</sup>	332,500
		<b>Rent-A-Center, Inc.</b>	
	55	Term Loan, 2.18%, Maturing June 30, 2012	54,780
	971	Term Loan, 3.54%, Maturing March 31, 2015	961,280
		<b>Savers, Inc.</b>	
	1,372	Term Loan, 5.75%, Maturing March 11, 2016	1,378,420
		<b>Vivarte</b>	
EUR	32	Term Loan, 2.53%, Maturing March 9, 2015	34,766
EUR	126	Term Loan, 2.53%, Maturing March 9, 2015	135,199
EUR	807	Term Loan, 2.53%, Maturing March 9, 2015	868,367
EUR	807	Term Loan, 3.03%, Maturing March 8, 2016	868,367
EUR	32	Term Loan, 3.03%, Maturing May 29, 2016	34,766
EUR	126	Term Loan, 3.03%, Maturing May 29, 2016	135,199

<b>Principal Amount*</b> (000 \$ omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Yankee Candle Company, Inc. (The)</b>	
2,701	Term Loan, 2.32%, Maturing February 6, 2014	\$ 2,585,576
		<b>\$ 16,198,362</b>
<b>Steel 0.1%</b>		
	<b>Niagara Corp.</b>	
2,027	Term Loan, 10.50%, Maturing June 29, 2014 <sup>(3)(5)</sup>	\$ 1,925,586
		<b>\$ 1,925,586</b>
<b>Surface Transport 0.2%</b>		
	<b>Oshkosh Truck Corp.</b>	
388	Term Loan, 6.54%, Maturing December 6, 2013	\$ 389,780
	<b>Swift Transportation Co., Inc.</b>	
500	Term Loan, 8.25%, Maturing May 6, 2012	481,042
3,341	Term Loan, 8.25%, Maturing May 9, 2014	3,260,384
		<b>\$ 4,131,206</b>
<b>Telecommunications 1.5%</b>		
	<b>Asurion Corp.</b>	
2,432	Term Loan, 3.36%, Maturing July 3, 2014	\$ 2,333,684
1,000	Term Loan-Second Lien, 6.84%, Maturing July 3, 2015	981,964
	<b>BCM Luxembourg, Ltd.</b>	
EUR 1,827	Term Loan, 2.52%, Maturing September 30, 2014	1,970,988
EUR 1,828	Term Loan, 2.77%, Maturing September 30, 2015	1,971,390
EUR 2,500	Term Loan-Second Lien, 4.89%, Maturing March 31, 2016	2,321,237
	<b>CommScope, Inc.</b>	
1,369	Term Loan, 3.03%, Maturing December 26, 2014	1,337,852
	<b>Intelsat Corp.</b>	
2,191	Term Loan, 3.03%, Maturing January 3, 2014	2,072,440
2,191	Term Loan, 3.03%, Maturing January 3, 2014	2,072,440
2,192	Term Loan, 3.03%, Maturing January 3, 2014	2,073,078
	<b>Intelsat Subsidiary Holding Co.</b>	
1,251	Term Loan, 3.03%, Maturing July 3, 2013	1,190,512
	<b>IPC Systems, Inc.</b>	
GBP 1,421	Term Loan, 2.99%, Maturing May 31, 2014	1,993,613
	<b>Macquarie UK Broadcast Ventures, Ltd.</b>	
GBP 1,071	Term Loan, 2.58%, Maturing December 1, 2014	1,382,856
	<b>NTelos, Inc.</b>	
993	Term Loan, 5.75%, Maturing August 7, 2015	994,981
	<b>Trilogy International Partners</b>	
1,725	Term Loan, 4.03%, Maturing June 29, 2012	1,699,125
	<b>Windstream Corp.</b>	

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3,920	Term Loan, 3.24%, Maturing December 17, 2015	3,885,809
		<b>\$ 28,281,969</b>

**Utilities 1.1%**

	<b>AEI Finance Holding, LLC</b>	
505	Revolving Loan, 3.53%, Maturing March 30, 2012	\$ 471,471
3,352	Term Loan, 3.53%, Maturing March 30, 2014	3,130,923
	<b>Astoria Generating Co.</b>	
1,250	Term Loan-Second Lien, 4.29%, Maturing August 23, 2013	1,191,146
	<b>Calpine Corp.</b>	
3,161	DIP Loan, 3.42%, Maturing March 29, 2014	3,007,254
	<b>Electricinvest Holding Co.</b>	
GBP 840	Term Loan, 5.07%, Maturing October 24, 2012	1,033,050
EUR 834	Term Loan-Second Lien, 5.12%, Maturing October 24, 2012	854,598
	<b>Mirant North America, LLC</b>	
612	Term Loan, 2.07%, Maturing January 3, 2013	607,205
	<b>NRG Energy, Inc.</b>	
1	Term Loan, 2.18%, Maturing February 1, 2013	1,102
952	Term Loan, 2.28%, Maturing February 1, 2013	915,468

<b>Principal Amount*</b> (000 s omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
2,993	Term Loan, 3.68%, Maturing August 31, 2015	\$ 2,919,750
3,579	Term Loan, 3.78%, Maturing August 31, 2015	3,517,979
	<b>Pike Electric, Inc.</b>	
383	Term Loan, 2.13%, Maturing July 2, 2012	361,297
289	Term Loan, 2.13%, Maturing December 10, 2012	272,196
	<b>TXU Texas Competitive Electric Holdings Co., LLC</b>	
3,063	Term Loan, 3.85%, Maturing October 10, 2014	2,376,030
1,118	Term Loan, 3.98%, Maturing October 10, 2014	870,535
		<b>\$ 21,530,004</b>

**Total Senior Floating-Rate Interests**  
(identified cost \$837,513,032) **\$ 790,197,560**

**Corporate Bonds & Notes 46.8%**

<b>Principal Amount</b> (000 s omitted)	<b>Security</b>	<b>Value</b>
	<b>Air Transport 0.1%</b>	
	<b>Southwest Airlines Co., Sr. Notes</b>	
\$ 850	5.75%, 12/15/16	\$ 912,161
	<b>United Air Lines, Inc., Sr. Notes</b>	
290	9.875%, 8/1/13 <sup>(8)</sup>	312,475
		<b>\$ 1,224,636</b>

	<b>Automotive 1.6%</b>	
	<b>Accuride Corp.</b>	
\$ 1,580	9.50%, 8/1/18 <sup>(8)</sup>	\$ 1,619,500
	<b>Affinia Group, Inc., Sr. Notes</b>	
665	10.75%, 8/15/16 <sup>(8)</sup>	744,800
	<b>Allison Transmission, Inc.</b>	
285	11.00%, 11/1/15 <sup>(8)</sup>	307,800
3,599	11.25%, 11/1/15 <sup>(3)(8)</sup>	3,886,596
	<b>American Axle &amp; Manufacturing Holdings, Inc.</b>	
1,055	5.25%, 2/11/14	957,412
	<b>American Axle &amp; Manufacturing Holdings, Inc., Sr. Notes</b>	
1,305	9.25%, 1/15/17 <sup>(8)</sup>	1,412,662
1,815	7.875%, 3/1/17	1,697,025
	<b>ArvinMeritor, Inc.</b>	
1,170	8.125%, 9/15/15	1,181,700

	<b>Commercial Vehicle Group, Inc., Sr. Notes</b>	
1,570	8.00%, 7/1/13	1,338,425
	<b>Goodyear Tire &amp; Rubber Co. (The), Sr. Notes</b>	
3,240	10.50%, 5/15/16	3,645,000
	<b>Lear Corp.</b>	
600	7.875%, 3/15/18	627,000
745	8.125%, 3/15/20	778,525
	<b>Navistar International Corp.</b>	
4,270	8.25%, 11/1/21	4,536,875
	<b>Sonic Automotive, Inc., Sr. Sub. Notes</b>	
455	9.00%, 3/15/18 <sup>(8)</sup>	469,788
	<b>Tenneco Automotive, Inc., Series B</b>	
6,073	10.25%, 7/15/13	6,224,825
	<b>Tenneco, Inc., Sr. Notes</b>	
630	7.75%, 8/15/18	641,025
	<b>United Components, Inc., Sr. Sub. Notes</b>	
990	9.375%, 6/15/13	1,009,800
		<b>\$ 31,078,758</b>

<b>Principal Amount (000 s omitted)</b>	<b>Security</b>	<b>Value</b>
<b>Banks and Thrifts</b>	<b>1.6%</b>	
	<b>Capital One Capital IV, Variable Rate</b>	
\$ 2,000	6.745%, 2/17/37	\$ 1,855,000
	<b>Citigroup, Inc.</b>	
3,500	5.00%, 9/15/14	3,571,848
	<b>Discover Bank</b>	
1,500	7.00%, 4/15/20	1,599,743
	<b>General Motors Acceptance Corp.</b>	
4,500	8.30%, 2/12/15 <sup>(8)</sup>	4,747,500
2,450	8.00%, 12/31/18	2,391,813
	<b>Goldman Sachs Group, Inc.</b>	
2,500	5.625%, 1/15/17	2,581,965
	<b>Macquarie Group, Ltd., Sr. Notes</b>	
3,665	6.00%, 1/14/20 <sup>(8)</sup>	3,858,017
	<b>Manufacturers &amp; Traders Trust Co., Variable Rate</b>	
1,900	5.629%, 12/1/21	1,803,395
	<b>Merrill Lynch &amp; Co., Inc., Sr. Sub Notes</b>	
2,750	6.05%, 5/16/16	2,892,224
	<b>Morgan Stanley, Sr. Notes</b>	
1,600	5.50%, 1/26/20	1,610,627
	<b>Royal Bank of Scotland Group PLC</b>	
545	4.875%, 3/16/15	563,922
	<b>Standard Chartered Bank, Sr. Notes</b>	
2,275	6.40%, 9/26/17 <sup>(8)</sup>	2,538,795
		<b>\$ 30,014,849</b>
<b>Broadcast Radio and Television</b>	<b>1.3%</b>	
	<b>Clear Channel Communications, Inc., Sr. Notes</b>	
\$ 1,530	7.65%, 9/15/10	\$ 1,530,000
10,180	6.25%, 3/15/11	10,027,300
695	4.40%, 5/15/11	663,725
	<b>Clear Channel Worldwide Holdings, Inc.</b>	
1,550	9.25%, 12/15/17 <sup>(8)</sup>	1,635,250
	<b>Rainbow National Services, LLC, Sr. Sub. Notes</b>	
1,470	10.375%, 9/1/14 <sup>(8)</sup>	1,536,150
	<b>Sirius XM Radio, Inc., Sr. Notes</b>	
1,665	9.75%, 9/1/15 <sup>(8)</sup>	1,823,175
	<b>XM Satellite Radio Holdings, Inc.</b>	
3,700	13.00%, 8/1/13 <sup>(8)</sup>	4,208,750
	<b>XM Satellite Radio Holdings, Inc., Sr. Notes</b>	
2,745	11.25%, 6/15/13 <sup>(8)</sup>	2,998,912
		<b>\$ 24,423,262</b>

**Brokers, Dealers and Investment Houses 0.3%**

		<b>BP Capital Markets PLC</b>	
\$	165	3.125%, 3/10/12	\$ 162,340
		<b>Raymond James Financial, Inc., Sr. Notes</b>	
	1,605	8.60%, 8/15/19	1,897,075
		<b>SSI Investments II, Sr. Notes</b>	
	2,970	11.125%, 6/1/18 <sup>(8)</sup>	3,137,062
			<b>\$ 5,196,477</b>

**Building and Development 0.6%**

		<b>CB Richard Ellis Service, Inc., Sr. Sub. Notes</b>	
\$	4,320	11.625%, 6/15/17	\$ 4,914,000
		<b>Interface, Inc., Sr. Notes</b>	
	850	11.375%, 11/1/13 <sup>(8)</sup>	964,750
		<b>Masco Corp., Sr. Notes</b>	
	850	7.125%, 3/15/20	867,068



<b>Principal Amount (000 s omitted)</b>	<b>Security</b>	<b>Value</b>
\$ 1,095	<b>Ply Gem Industries, Inc., Sr. Notes</b> 11.75%, 6/15/13	\$ 1,168,913
1,715	<b>Texas Industries, Inc., Sr. Notes</b> 7.25%, 7/15/13	1,753,587
1,500	<b>Toll Brothers Finance Corp.</b> 6.75%, 11/1/19	1,543,905
		<b>\$ 11,212,223</b>
 <b>Business Equipment and Services 3.1%</b>		
\$ 1,485	<b>ACCO Brands Corp.</b> 7.625%, 8/15/15	\$ 1,433,025
1,600	<b>ACCO Brands Corp., Sr. Notes</b> 10.625%, 3/15/15 <sup>(8)</sup>	1,784,000
700	<b>Brocade Communications Systems, Inc., Sr. Notes</b> 6.625%, 1/15/18 <sup>(8)</sup>	717,500
890	6.875%, 1/15/20 <sup>(8)</sup>	914,475
7,805	<b>Education Management, LLC, Sr. Notes</b> 8.75%, 6/1/14	7,795,244
1,161	<b>Education Management, LLC, Sr. Sub. Notes</b> 10.25%, 6/1/16	1,201,635
350	<b>KAR Holdings, Inc.</b> 8.75%, 5/1/14	364,000
640	<b>Live Nation Entertainment, Inc., Sr. Notes</b> 8.125%, 5/15/18 <sup>(8)</sup>	611,200
1,510	<b>MDC Partners, Inc.</b> 11.00%, 11/1/16	1,653,450
2,515	<b>MediMedia USA, Inc., Sr. Sub. Notes</b> 11.375%, 11/15/14 <sup>(8)</sup>	2,288,650
3,316	<b>Muzak, LLC/Muzak Finance, Sr. Notes</b> 15.00%, 7/31/14 <sup>(3)</sup>	2,602,709
830	<b>Quintiles Transnational Corp., Sr. Notes</b> 9.50%, 12/30/14 <sup>(3)(8)</sup>	850,750
1,525	<b>RSC Equipment Rental, Inc.</b> 10.25%, 11/15/19 <sup>(8)</sup>	1,566,938
1,030	<b>RSC Equipment Rental, Inc., Sr. Notes</b> 9.50%, 12/1/14	1,063,475
4,215	10.00%, 7/15/17 <sup>(8)</sup>	4,699,725
2,000	<b>ServiceMaster Co. (The)</b> 10.75%, 7/15/15 <sup>(3)(8)</sup>	2,107,500
915	<b>Sitel LLC/Sitel Finance Corp., Sr. Notes</b> 11.50%, 4/1/18 <sup>(8)</sup>	736,575
11,035	<b>SunGard Data Systems, Inc., Sr. Notes</b> 10.625%, 5/15/15	12,276,437
	<b>Ticketmaster Entertainment, Inc.</b>	

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3,860	10.75%, 8/1/16	4,110,900
	<b>Trans Union LLC/TransUnion Financing Corp.</b>	
2,160	11.375%, 6/15/18 <sup>(8)</sup>	2,327,400
	<b>United Rentals North America, Inc.</b>	
1,255	7.75%, 11/15/13	1,267,550
3,055	10.875%, 6/15/16	3,391,050
	<b>West Corp.</b>	
4,710	9.50%, 10/15/14	4,839,525
		<b>\$ 60,603,713</b>

**Cable and Satellite Television 0.6%**

	<b>Cablevision Systems Corp., Sr. Notes</b>	
\$ 740	8.625%, 9/15/17 <sup>(8)</sup>	\$ 798,275
2,555	7.75%, 4/15/18	2,676,362

<b>Principal Amount (000 s omitted)</b>		<b>Value</b>
	<b>Security</b>	
	<b>CCO Holdings, LLC/CCO Capital Corp.</b>	
\$ 745	7.875%, 4/30/18 <sup>(8)</sup>	\$ 784,113
2,035	8.125%, 4/30/20 <sup>(8)</sup>	2,162,187
	<b>Kabel Deutschland GmbH</b>	
470	10.625%, 7/1/14	491,738
	<b>National Cable PLC, Sr. Notes</b>	
3,270	9.125%, 8/15/16	3,531,600
	<b>Time Warner Cable, Inc.</b>	
1,055	8.75%, 2/14/19	1,359,741
		<b>\$ 11,804,016</b>
	<b>Chemicals and Plastics 1.8%</b>	
	<b>Ashland, Inc.</b>	
\$ 2,325	9.125%, 6/1/17 <sup>(8)</sup>	\$ 2,653,406
	<b>BWAY Holding Co.</b>	
1,550	10.00%, 6/15/18 <sup>(8)</sup>	1,650,750
	<b>CF Industries, Inc., Sr. Notes</b>	
2,990	6.875%, 5/1/18	3,146,975
2,230	7.125%, 5/1/20	2,386,100
	<b>CII Carbon, LLC</b>	
2,420	11.125%, 11/15/15 <sup>(8)</sup>	2,492,600
	<b>INEOS Finance PLC, Sr. Notes</b>	
2,560	9.00%, 5/15/15 <sup>(8)</sup>	2,624,000
	<b>INEOS Group Holdings PLC, Sr. Sub. Notes</b>	
4,190	8.50%, 2/15/16 <sup>(8)</sup>	3,488,175
	<b>LBI Escrow Corp., Sr. Notes</b>	
4,470	8.00%, 11/1/17 <sup>(8)</sup>	4,710,263
	<b>Nalco Co., Sr. Notes</b>	
1,975	8.25%, 5/15/17 <sup>(8)</sup>	2,133,000
	<b>Nova Chemicals Corp, Sr. Notes</b>	
1,960	8.375%, 11/1/16 <sup>(8)</sup>	2,016,350
	<b>Reichhold Industries, Inc., Sr. Notes</b>	
5,905	9.00%, 8/15/14 <sup>(8)</sup>	5,373,550
	<b>Scotts Miracle-Gro Co. (The)</b>	
565	7.25%, 1/15/18	578,419
	<b>Solutia, Inc.</b>	
1,725	8.75%, 11/1/17	1,888,875
	<b>Wellman Holdings, Inc., Sr. Sub. Notes</b>	
256	5.00%, 1/29/19 <sup>(5)</sup>	76,037
		<b>\$ 35,218,500</b>
	<b>Clothing/Textiles 0.4%</b>	
	<b>Levi Strauss &amp; Co., Sr. Notes</b>	

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\$	560	8.875%, 4/1/16	\$	590,800
		<b>Oxford Industries, Inc., Sr. Notes</b>		
	2,515	11.375%, 7/15/15		2,829,375
		<b>Perry Ellis International, Inc., Sr. Sub. Notes</b>		
	4,330	8.875%, 9/15/13		4,427,425
			\$	<b>7,847,600</b>

**Conglomerates 0.4%**

		<b>Amsted Industries, Inc., Sr. Notes</b>		
\$	3,220	8.125%, 3/15/18 <sup>(8)</sup>	\$	3,316,600
		<b>Manitowoc Co., Inc. (The)</b>		
	800	9.50%, 2/15/18		820,000
		<b>RBS Global &amp; Rexnord Corp.</b>		
	1,775	11.75%, 8/1/16		1,908,125
		<b>Textron, Inc., Sr. Notes</b>		
	815	7.25%, 10/1/19		943,039

<b>Principal Amount (000 s omitted)</b>	<b>Security</b>	<b>Value</b>
\$ 1,050	<b>Tyco International Finance</b> 8.50%, 1/15/19	\$ 1,374,030
		<b>\$ 8,361,794</b>
<b>Containers and Glass Products 0.4%</b>		
\$ 3,240	<b>Intertape Polymer US, Inc., Sr. Sub. Notes</b> 8.50%, 8/1/14	\$ 2,640,600
3,705	<b>Reynolds Group Holdings, Inc., Sr. Notes</b> 8.50%, 5/15/18 <sup>(8)</sup>	3,825,412
1,680	<b>Solo Cup Co., Sr. Notes</b> 10.50%, 11/1/13	1,764,000
		<b>\$ 8,230,012</b>
<b>Diversified Financial Services 0.4%</b>		
\$ 1,570	<b>CIT Group, Inc., Sr. Notes</b> 7.00%, 5/1/14	\$ 1,534,675
3,710	7.00%, 5/1/17	3,515,225
2,000	<b>General Electric Capital Corp., Sr. Notes</b> 5.625%, 5/1/18	2,184,570
740	<b>JPMorgan Chase &amp; Co., Sr. Notes</b> 6.30%, 4/23/19	841,710
		<b>\$ 8,076,180</b>
<b>Diversified Media 0.5%</b>		
\$ 3,255	<b>Catalina Marketing Corp.</b> 10.50%, 10/1/15 <sup>(8)</sup>	\$ 3,466,575
3,790	11.625%, 10/1/17 <sup>(8)</sup>	4,121,625
1,440	<b>Interpublic Group Cos., Inc.</b> 10.00%, 7/15/17	1,677,600
450	<b>Lamar Media Corp., Sr. Sub. Notes</b> 7.875%, 4/15/18 <sup>(8)</sup>	466,875
		<b>\$ 9,732,675</b>
<b>Drugs 0.2%</b>		
\$ 1,185	<b>Patheon, Inc., Sr. Notes</b> 8.625%, 4/15/17 <sup>(8)</sup>	\$ 1,189,444
1,795	<b>Valeant Pharmaceuticals International</b> 8.375%, 6/15/16	2,037,325
1,025	<b>Valeant Pharmaceuticals International, Sr. Notes</b> 7.625%, 3/15/20 <sup>(8)</sup>	1,224,875

			<b>\$ 4,451,644</b>
<b>Ecological Services and Equipment 0.1%</b>			
		<b>Casella Waste Systems, Inc., Sr. Notes</b>	
\$	845	11.00%, 7/15/14 <sup>(8)</sup>	\$ 926,331
		<b>Environmental Systems Product Holdings, Inc., Jr. Notes</b>	
	175	18.00%, 3/31/15 <sup>(3)(5)</sup>	104,791
			<b>\$ 1,031,122</b>
<b>Electronics/Electrical 0.9%</b>			
		<b>Advanced Micro Devices, Inc</b>	
\$	1,670	8.125%, 12/15/17	\$ 1,761,850
		<b>Advanced Micro Devices, Inc., Sr. Notes</b>	
	630	7.75%, 8/1/20 <sup>(8)</sup>	639,450
		<b>Amkor Technologies, Inc., Sr. Notes</b>	
	3,845	9.25%, 6/1/16	4,114,150
		<b>NXP BV/NXP Funding, LLC</b>	
	4,805	9.50%, 10/15/15	4,720,912
		<b>NXP BV/NXP Funding, LLC, Sr. Notes</b>	
	390	9.75%, 8/1/18 <sup>(8)</sup>	412,425

<b>Principal Amount (000 s omitted)</b>	<b>Security</b>	<b>Value</b>
\$ 1,025	<b>NXP BV/NXP Funding, LLC, Variable Rate</b> 3.053%, 10/15/13	\$ 972,469
4,845	<b>Spectrum Brands Holdings, Inc., Sr. Notes</b> 9.50%, 6/15/18 <sup>(8)</sup>	5,117,531
		<b>\$ 17,738,787</b>
<b>Equipment Leasing 0.3%</b>		
\$ 1,950	<b>Avis Budget Group, Inc.</b> 9.625%, 3/15/18 <sup>(8)</sup>	\$ 2,042,625
2,465	<b>Hertz Corp.</b> 8.875%, 1/1/14	2,551,275
1,155	10.50%, 1/1/16	1,232,963
		<b>\$ 5,826,863</b>
<b>Financial Intermediaries 0.9%</b>		
\$ 2,310	<b>Ford Motor Credit Co., Sr. Notes</b> 7.50%, 8/1/12	\$ 2,416,521
3,380	12.00%, 5/15/15	4,026,672
6,465	8.00%, 12/15/16	6,909,372
1,530	8.125%, 1/15/20	1,639,214
2,000	<b>Janus Capital Group, Inc., Sr. Notes</b> 6.95%, 6/15/17	2,055,990
		<b>\$ 17,047,769</b>
<b>Financial Services 0.1%</b>		
\$ 1,105	<b>FMR, LLC</b> 7.49%, 6/15/19 <sup>(8)</sup>	\$ 1,302,143
		<b>\$ 1,302,143</b>
<b>Food Products 1.0%</b>		
\$ 1,745	<b>ASG Consolidated, LLC/ASG Finance, Inc., Sr. Notes</b> 15.00%, 5/15/17 <sup>(8)</sup>	\$ 1,587,950
2,690	<b>ASG Consolidated, LLC/ASG Finance, Inc., Sr. Sub. Notes</b> 10.75%, 5/15/16 <sup>(8)</sup>	2,760,613
1,200	<b>Bunge, Ltd. Finance Corp.</b> 8.50%, 6/15/19	1,452,811
2,103	<b>Dole Foods Co., Sr. Notes</b> 13.875%, 3/15/14	2,544,630
3,170	<b>Michael Foods, Inc., Sr. Notes</b> 9.75%, 7/15/18 <sup>(8)</sup>	3,344,350
	<b>Pinnacle Foods Finance, LLC</b>	

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300	9.25%, 4/1/15 <sup>(8)</sup>	311,625
195	10.625%, 4/1/17	209,138
	<b>Pinnacle Foods Finance, LLC, Sr. Notes</b>	
300	9.25%, 4/1/15	311,625
	<b>Ralcorp Holdings, Inc., Sr. Notes</b>	
880	4.95%, 8/15/20	898,455
	<b>Smithfield Foods, Inc., Sr. Notes</b>	
3,625	7.00%, 8/1/11	3,706,562
125	7.75%, 5/15/13	125,938
2,600	10.00%, 7/15/14 <sup>(8)</sup>	2,918,500
		<b>\$ 20,172,197</b>

**Food Service 0.5%**

	<b>NPC International, Inc., Sr. Sub. Notes</b>	
\$ 4,370	9.50%, 5/1/14	\$ 4,435,550
	<b>U.S. Foodservice, Inc., Sr. Notes</b>	
5,785	10.75%, 6/30/15 <sup>(8)</sup>	5,900,700
		<b>\$ 10,336,250</b>



<b>Principal Amount</b>		<b>Value</b>
<b>(000 s omitted)</b>	<b>Security</b>	
<b>Food/Drug Retailers</b>	<b>0.9%</b>	
	<b>General Nutrition Center, Sr. Notes, Variable Rate</b>	
\$ 11,060	5.75%, 3/15/14 <sup>(3)</sup>	\$ 10,672,900
	<b>General Nutrition Center, Sr. Sub. Notes</b>	
6,905	10.75%, 3/15/15	7,043,100
		<b>\$ 17,716,000</b>
<b>Forest Products</b>	<b>0.4%</b>	
	<b>Boise Paper Holdings, LLC</b>	
\$ 605	8.00%, 4/1/20 <sup>(8)</sup>	\$ 629,200
	<b>Domtar Corp., Sr. Notes</b>	
2,995	10.75%, 6/1/17	3,706,313
	<b>Verso Paper Holdings, LLC/Verso Paper, Inc.</b>	
870	11.375%, 8/1/16	806,925
	<b>Verso Paper Holdings, LLC/Verso Paper, Inc., Sr. Notes</b>	
2,440	9.125%, 8/1/14	2,452,200
		<b>\$ 7,594,638</b>
<b>Health Care</b>	<b>4.4%</b>	
	<b>Accellent, Inc.</b>	
\$ 3,365	10.50%, 12/1/13	\$ 3,407,063
	<b>Accellent, Inc., Sr. Notes</b>	
2,910	8.375%, 2/1/17 <sup>(8)</sup>	2,960,925
	<b>Alere, Inc.</b>	
1,860	9.00%, 5/15/16	1,897,200
	<b>Alere, Inc., Sr. Notes</b>	
3,335	7.875%, 2/1/16	3,351,675
	<b>American Renal Holdings, Sr. Notes</b>	
600	8.375%, 5/15/18 <sup>(8)</sup>	612,750
	<b>Apria Healthcare Group, Inc., Sr. Notes</b>	
410	12.375%, 11/1/14 <sup>(8)</sup>	442,800
	<b>Biomet, Inc.</b>	
3,415	10.375%, 10/15/17 <sup>(3)</sup>	3,799,187
11,485	11.625%, 10/15/17	12,934,981
	<b>Capella Healthcare, Inc.</b>	
3,195	9.25%, 7/1/17 <sup>(8)</sup>	3,346,763
	<b>DJO Finance, LLC/DJO Finance Corp.</b>	
5,070	10.875%, 11/15/14	5,469,262
	<b>Fresenius US Finance II, Inc., Sr. Notes</b>	
1,400	9.00%, 7/15/15 <sup>(8)</sup>	1,575,000
	<b>HCA, Inc.</b>	
2,115	9.25%, 11/15/16	2,289,488
540	9.625%, 11/15/16 <sup>(3)</sup>	584,550

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3,585	9.875%, 2/15/17 <b>HCA, Inc., Sr. Notes</b>	3,988,312
2,955	7.25%, 9/15/20 <sup>(8)</sup> <b>Hillenbrand, Inc., Sr. Notes</b>	3,139,688
1,800	5.50%, 7/15/20 <b>inVentiv Health, Inc., Sr. Notes</b>	1,836,524
1,100	10.00%, 8/15/18 <sup>(8)</sup> <b>MultiPlan, Inc., Sr. Sub. Notes</b>	1,119,250
6,200	10.375%, 4/15/16 <sup>(8)</sup> <b>Mylan Inc</b>	6,851,000
360	7.625%, 7/15/17 <sup>(8)</sup> <b>National Mentor Holdings, Inc.</b>	384,300
3,945	11.25%, 7/1/14 <b>Res-Care, Inc., Sr. Notes</b>	3,925,275
2,160	7.75%, 10/15/13 <b>Rural/Metro Corp., Sr. Disc. Notes</b>	2,197,800
2,335	12.75%, 3/15/16	2,498,450

<b>Principal Amount</b> (000 s omitted)		<b>Value</b>
	<b>Security</b>	
	<b>US Oncology, Inc.</b>	
\$ 5,350	10.75%, 8/15/14	\$ 5,577,375
	<b>US Oncology, Inc., Sr. Notes</b>	
4,235	9.125%, 8/15/17	4,504,981
	<b>Viant Holdings, Inc.</b>	
4,727	10.125%, 7/15/17 <sup>(8)</sup>	5,672,400
		<b>\$ 84,366,999</b>
	<b>Home Furnishings 0.3%</b>	
	<b>Fortune Brands, Inc., Sr. Notes</b>	
\$ 1,100	5.375%, 1/15/16	\$ 1,192,652
	<b>Libbey Glass, Inc., Sr. Notes</b>	
2,985	10.00%, 2/15/15 <sup>(8)</sup>	3,193,950
	<b>Sealy Mattress Co., Sr. Notes</b>	
1,494	10.875%, 4/15/16 <sup>(8)</sup>	1,680,750
		<b>\$ 6,067,352</b>
	<b>Industrial Equipment 0.8%</b>	
	<b>Cameron International Corp., Sr. Notes</b>	
\$ 1,960	6.375%, 7/15/18	\$ 2,111,992
	<b>CEVA Group PLC, Sr. Notes</b>	
1,250	11.625%, 10/1/16 <sup>(8)</sup>	1,340,625
3,115	11.50%, 4/1/18 <sup>(8)</sup>	3,270,750
	<b>Chart Industries, Inc., Sr. Sub. Notes</b>	
2,170	9.125%, 10/15/15	2,245,950
	<b>ESCO Corp., Sr. Notes</b>	
1,660	8.625%, 12/15/13 <sup>(8)</sup>	1,655,850
	<b>Terex Corp., Sr. Notes</b>	
3,710	10.875%, 6/1/16	4,127,375
		<b>\$ 14,752,542</b>
	<b>Insurance 0.7%</b>	
	<b>Aflac, Inc., Sr. Notes</b>	
\$ 2,000	8.50%, 5/15/19	\$ 2,464,130
	<b>Alliant Holdings I, Inc.</b>	
1,955	11.00%, 5/1/15 <sup>(8)</sup>	2,013,650
	<b>General American Life Insurance Co.</b>	
2,200	7.625%, 1/15/24 <sup>(8)</sup>	2,554,396
	<b>Hub International Holdings, Inc., Sr. Notes</b>	
1,825	9.00%, 12/15/14 <sup>(8)</sup>	1,779,375
	<b>Lincoln National Corp., Sr. Notes</b>	
1,400	7.00%, 3/15/18	1,555,517

	<b>PartnerRe Finance B, LLC</b>	
1,075	5.50%, 6/1/20	1,070,558
	<b>U.S.I. Holdings Corp., Sr. Notes, Variable Rate</b>	
1,380	4.311%, 11/15/14 <sup>(8)</sup>	1,166,100
		<b>\$ 12,603,726</b>

**Leisure Goods/Activities/Movies 1.8%**

	<b>AMC Entertainment, Inc.</b>	
\$ 13,080	11.00%, 2/1/16	\$ 14,061,000
	<b>AMC Entertainment, Inc., Sr. Notes</b>	
1,145	8.75%, 6/1/19	1,207,975
	<b>HRP Myrtle Beach Operations, LLC/HRP Myrtle Beach Capital Corp.</b>	
2,170	12.50%, 12/31/49 <sup>(5)(6)(8)</sup>	0
	<b>HRP Myrtle Beach Operations, LLC/HRP Myrtle Beach Capital Corp., Variable Rate</b>	
3,975	0.00%, 12/31/49 <sup>(5)(6)(8)</sup>	0
	<b>Marquee Holdings, Inc., Sr. Disc. Notes</b>	
5,195	9.505%, 8/15/14	4,298,862

<b>Principal Amount (000 s omitted)</b>	<b>Security</b>	<b>Value</b>
\$ 2,195	<b>MU Finance PLC, Sr. Notes</b> 8.375%, 2/1/17 <sup>(8)</sup>	\$ 2,162,075
	<b>Royal Caribbean Cruises, Sr. Notes</b>	
2,205	7.00%, 6/15/13	2,265,638
1,400	6.875%, 12/1/13	1,431,500
660	7.25%, 6/15/16	669,900
1,680	7.25%, 3/15/18	1,684,200
	<b>Universal City Development Partners, Ltd., Sr. Notes</b>	
3,345	8.875%, 11/15/15 <sup>(8)</sup>	3,462,075
	<b>Universal City Development Partners, Ltd., Sr. Sub. Notes</b>	
3,935	10.875%, 11/15/16 <sup>(8)</sup>	4,249,800
		<b>\$ 35,493,025</b>
<b>Lodging and Casinos</b>	<b>3.6%</b>	
\$ 4,300	<b>Buffalo Thunder Development Authority</b> 9.375%, 12/15/49 <sup>(6)(8)</sup>	\$ 795,500
	<b>CCM Merger, Inc.</b>	
1,625	8.00%, 8/1/13 <sup>(8)</sup>	1,503,125
	<b>Chukchansi EDA, Sr. Notes, Variable Rate</b>	
3,080	4.123%, 11/15/12 <sup>(8)</sup>	1,986,600
	<b>Fontainebleau Las Vegas Casino, LLC</b>	
9,180	10.25%, 6/15/15 <sup>(6)(8)</sup>	68,850
	<b>Harrah s Operating Co., Inc.</b>	
7,755	5.625%, 6/1/15	5,409,112
	<b>Harrah s Operating Co., Inc., Sr. Notes</b>	
4,615	11.25%, 6/1/17 <sup>(8)</sup>	5,007,275
3,035	12.75%, 4/15/18 <sup>(8)</sup>	2,966,712
	<b>Inn of the Mountain Gods, Sr. Notes</b>	
5,615	12.00%, 11/15/49 <sup>(6)</sup>	2,442,525
	<b>Majestic HoldCo, LLC</b>	
1,540	12.50%, 10/15/11 <sup>(6)(8)</sup>	38,500
	<b>MCE Finance, Ltd., Sr. Notes</b>	
2,205	10.25%, 5/15/18 <sup>(8)</sup>	2,356,594
	<b>MGM Mirage, Inc.</b>	
4,400	8.50%, 9/15/10	4,422,000
7,640	8.375%, 2/1/11	7,716,400
	<b>MGM Mirage, Inc., Sr. Notes</b>	
1,655	10.375%, 5/15/14 <sup>(8)</sup>	1,837,050
1,715	11.125%, 11/15/17 <sup>(8)</sup>	1,955,100
755	9.00%, 3/15/20 <sup>(8)</sup>	796,525
	<b>Midwest Gaming Borrower, LLC/Midwest Finance Corp., Sr. Notes</b>	
955	11.625%, 4/15/16 <sup>(8)</sup>	969,325
	<b>Mohegan Tribal Gaming Authority, Sr. Sub. Notes</b>	
4,830	8.00%, 4/1/12	4,153,800

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3,375	7.125%, 8/15/14	2,345,625
4,550	6.875%, 2/15/15	3,003,000
	<b>Peninsula Gaming, LLC</b>	
495	8.375%, 8/15/15 <sup>(8)</sup>	517,275
2,235	10.75%, 8/15/17 <sup>(8)</sup>	2,335,575
	<b>Pinnacle Entertainment, Inc., Sr. Sub. Notes</b>	
1,195	7.50%, 6/15/15	1,165,125
	<b>San Pasqual Casino</b>	
1,215	8.00%, 9/15/13 <sup>(8)</sup>	1,184,625
	<b>Seminole Hard Rock Entertainment, Variable Rate</b>	
2,010	3.037%, 3/15/14 <sup>(8)</sup>	1,763,775
	<b>Starwood Hotels &amp; Resorts Worldwide, Inc.</b>	
1,300	6.75%, 5/15/18	1,335,750
	<b>Tunica-Biloxi Gaming Authority, Sr. Notes</b>	
3,565	9.00%, 11/15/15 <sup>(8)</sup>	3,212,956

<b>Principal Amount (000 s omitted)</b>	<b>Security</b>	<b>Value</b>
\$ 4,968	<b>Waterford Gaming, LLC, Sr. Notes</b> 8.625%, 9/15/14 <sup>(5)(8)</sup>	\$ 3,965,458
3,165	<b>Wynn Las Vegas, LLC / Wynn Las Vegas Capital Corp.</b> 7.75%, 8/15/20 <sup>(8)</sup>	3,224,344
		<b>\$ 68,478,501</b>
<b>Nonferrous Metals/Minerals 1.5%</b>		
\$ 980	<b>Arch Coal, Inc., Sr. Notes</b> 8.75%, 8/1/16 <sup>(8)</sup>	\$ 1,055,950
1,785	<b>Consol Energy, Inc.</b> 8.00%, 4/1/17 <sup>(8)</sup>	1,905,488
1,495	8.25%, 4/1/20 <sup>(8)</sup>	1,614,600
8,435	<b>FMG Finance PTY, Ltd.</b> 10.625%, 9/1/16 <sup>(8)</sup>	9,658,075
1,000	<b>Novelis, Inc./GA, Sr. Notes</b> 11.50%, 2/15/15 <sup>(8)</sup>	1,130,000
780	<b>Patriot Coal Corp.</b> 8.25%, 4/30/18	771,225
700	<b>Rio Tinto Finance USA, Ltd.</b> 9.00%, 5/1/19	938,519
2,145	<b>Teck Resources, Ltd., Sr. Notes</b> 10.25%, 5/15/16	2,598,374
7,845	10.75%, 5/15/19	9,811,592
		<b>\$ 29,483,823</b>
<b>Oil and Gas 4.1%</b>		
\$ 680	<b>Antero Resources Finance., Sr. Notes</b> 9.375%, 12/1/17	\$ 712,300
2,435	<b>Berry Petroleum Co., Sr. Notes</b> 10.25%, 6/1/14	2,702,850
505	<b>Bill Barrett Corp.</b> 9.875%, 7/15/16	554,238
2,785	<b>Coffeyville Resources, LLC/Coffeyville Finance, Inc., Sr. Notes</b> 9.00%, 4/1/15 <sup>(8)</sup>	2,868,550
2,450	<b>Compton Petroleum Finance Corp.</b> 7.625%, 12/1/13	2,128,437
305	<b>Continental Resources, Inc.</b> 7.375%, 10/1/20 <sup>(8)</sup>	311,100
1,674	<b>Denbury Resources, Inc.</b> 8.25%, 2/15/20	1,795,365
1,315	<b>Denbury Resources, Inc., Sr. Sub. Notes</b> 7.50%, 12/15/15	1,357,737
3,285	9.75%, 3/1/16	3,634,031

	<b>El Paso Corp.</b>	
2,055	8.25%, 2/15/16	2,245,087
	<b>El Paso Corp., Sr. Notes</b>	
3,220	9.625%, 5/15/12	3,483,274
	<b>El Paso Tennessee Pipeline Co., Sr. Notes</b>	
3,860	7.25%, 12/15/25	3,614,380
	<b>Energy Transfer Partners LP, Sr. Notes</b>	
2,100	9.70%, 3/15/19	2,646,981
	<b>Forbes Energy Services, Sr. Notes</b>	
4,485	11.00%, 2/15/15	4,047,712
	<b>Forest Oil Corp.</b>	
410	7.25%, 6/15/19	417,175
	<b>Holly Corp.</b>	
1,435	9.875%, 6/15/17 <sup>(8)</sup>	1,501,369
	<b>McJunkin Red Man Corp., Sr. Notes</b>	
2,045	9.50%, 12/15/16 <sup>(8)</sup>	2,024,550



<b>Principal Amount (000 s omitted)</b>	<b>Security</b>	<b>Value</b>
\$ 1,860	<b>OPTI Canada, Inc., Sr. Notes</b> 7.875%, 12/15/14	\$ 1,618,200
1,975	8.25%, 12/15/14	1,725,656
1,490	<b>Overseas Shipholding Group, Inc., Sr. Notes</b> 8.125%, 3/30/18	1,519,800
1,906	<b>Petrobras International Finance Co.</b> 7.875%, 3/15/19	2,305,633
1,870	<b>Petroleum Development Corp., Sr. Notes</b> 12.00%, 2/15/18	1,991,550
430	<b>Petroplus Finance, Ltd.</b> 6.75%, 5/1/14 <sup>(8)</sup>	389,150
2,705	7.00%, 5/1/17 <sup>(8)</sup>	2,326,300
4,260	<b>Petroplus Finance, Ltd., Sr. Notes</b> 9.375%, 9/15/19 <sup>(8)</sup>	3,855,300
1,750	<b>Quicksilver Resources, Inc.</b> 7.125%, 4/1/16	1,723,750
3,515	<b>Quicksilver Resources, Inc., Sr. Notes</b> 11.75%, 1/1/16	4,094,975
1,115	<b>Rosetta Resources, Inc.</b> 9.50%, 4/15/18 <sup>(8)</sup>	1,156,813
990	<b>Rowan Cos., Inc., Sr. Notes</b> 7.875%, 8/1/19	1,106,243
690	<b>SESI, LLC, Sr. Notes</b> 6.875%, 6/1/14	693,450
1,070	<b>Shell International Finance BV</b> 4.30%, 9/22/19	1,126,629
4,200	<b>Southwestern Energy Co., Sr. Notes</b> 7.50%, 2/1/18	4,725,000
1,775	<b>Transocean, Inc.</b> 1.50%, 12/15/37	1,641,875
11,495	<b>United Refining Co., Sr. Notes</b> 10.50%, 8/15/12	10,532,294
		<b>\$ 78,577,754</b>
<b>Publishing 1.6%</b>		
\$ 8,540	<b>Laureate Education, Inc.</b> 10.00%, 8/15/15 <sup>(8)</sup>	\$ 8,625,400
4,222	10.25%, 8/15/15 <sup>(3)(8)</sup>	4,197,474
8,000	11.75%, 8/15/17 <sup>(8)</sup>	8,360,000
890	<b>Local Insight Regatta Holdings, Inc.</b> 11.00%, 12/1/17	540,675
5,250	<b>Nielsen Finance, LLC</b> 10.00%, 8/1/14	5,499,375
2,490	11.50%, 5/1/16	2,807,475

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905	12.50%, (0.00% until 8/1/11), 8/1/16	886,900
	<b>Nielsen Finance, LLC, Sr. Notes</b>	
300	11.625%, 2/1/14	338,250
		<b>\$ 31,255,549</b>

**Radio and Television 0.2%**

	<b>WMG Acquisition Corp., Sr. Notes</b>	
\$ 2,980	9.50%, 6/15/16	\$ 3,255,650
		<b>\$ 3,255,650</b>

**Rail Industries 0.6%**

	<b>American Railcar Industry, Sr. Notes</b>	
\$ 2,020	7.50%, 3/1/14	\$ 1,989,700
	<b>Greenbrier Cos., Inc.</b>	
160	8.375%, 5/15/15	154,800

<b>Principal Amount (000 s omitted)</b>	<b>Security</b>	<b>Value</b>
	<b>Kansas City Southern Mexico, Sr. Notes</b>	
\$ 47	9.375%, 5/1/12	\$ 48,293
2,530	7.625%, 12/1/13	2,624,875
1,055	7.375%, 6/1/14	1,094,562
4,000	8.00%, 6/1/15	4,285,000
500	8.00%, 2/1/18 <sup>(8)</sup>	532,500
		<b>\$ 10,729,730</b>
	<b>Real Estate Investment Trusts (REITs) 0.1%</b>	
	<b>Developers Diversified Realty Corp., Sr. Notes</b>	
\$ 950	9.625%, 3/15/16	\$ 1,041,690
470	7.50%, 4/1/17	465,952
		<b>\$ 1,507,642</b>
	<b>Retailers (Except Food and Drug) 3.3%</b>	
	<b>Amscan Holdings, Inc., Sr. Sub. Notes</b>	
\$ 6,135	8.75%, 5/1/14	\$ 6,104,325
	<b>Express, LLC/Express Finance Corp., Sr. Notes</b>	
4,700	8.75%, 3/1/18 <sup>(8)</sup>	4,911,500
	<b>Limited Brands, Inc.</b>	
3,325	8.50%, 6/15/19	3,715,688
	<b>Michaels Stores, Inc.</b>	
2,950	13.00%, (0.00% until 11/1/11), 11/1/16	2,714,000
	<b>Neiman Marcus Group, Inc.</b>	
6,190	9.00%, 10/15/15 <sup>(3)</sup>	6,367,652
	<b>Phillips-Van Heusen Corp., Sr. Notes</b>	
3,085	7.75%, 11/15/23	3,399,457
	<b>Sally Holdings, LLC, Sr. Notes</b>	
14,490	10.50%, 11/15/16	15,866,550
	<b>Toys R Us</b>	
6,435	7.625%, 8/1/11	6,644,137
5,305	7.875%, 4/15/13	5,464,150
6,740	10.75%, 7/15/17 <sup>(8)</sup>	7,641,475
	<b>Yankee Acquisition Corp.</b>	
740	9.75%, 2/15/17	773,300
		<b>\$ 63,602,234</b>
	<b>Steel 0.1%</b>	
	<b>AK Steel Corp.</b>	
\$ 1,240	7.625%, 5/15/20	\$ 1,250,850
	<b>RathGibson, Inc., Sr. Notes</b>	
4,915	11.25%, 2/15/14 <sup>(6)</sup>	86,013

		<b>United States Steel Corp., Sr. Notes</b>	
750		7.375%, 4/1/20	755,625
			<b>\$ 2,092,488</b>
<b>Surface Transport</b>	<b>0.1%</b>		
		<b>Swift Transportation Co., Inc., Sr. Notes</b>	
\$ 1,625		12.50%, 5/15/17 <sup>(8)</sup>	\$ 1,608,750
		<b>Teekay Corp., Sr. Notes</b>	
1,110		8.50%, 1/15/20	1,171,050
			<b>\$ 2,779,800</b>
<b>Technology</b>	<b>0.1%</b>		
		<b>International Game Technology, Sr. Notes</b>	
\$ 1,646		7.50%, 6/15/19	\$ 1,926,673
			<b>\$ 1,926,673</b>

<b>Principal Amount</b> <b>(000 s omitted)</b>	<b>Security</b>	<b>Value</b>
	<b>Telecommunications 4.4%</b>	
\$ 2,000	<b>America Movil SAB de CV</b> 5.625%, 11/15/17	\$ 2,245,652
6,453	<b>Avaya, Inc., Sr. Notes</b> 10.125%, 11/1/15 <sup>(3)</sup>	6,112,004
915	<b>British Telecommunications PLC, Sr. Notes</b> 5.95%, 1/15/18	979,971
985	<b>Clearwire Communications LLC/Clearwire Finance, Inc., Sr. Notes</b> 12.00%, 12/1/15 <sup>(8)</sup>	1,036,713
4,660	<b>Digicel Group, Ltd., Sr. Notes</b> 12.00%, 4/1/14 <sup>(8)</sup>	5,312,400
10,841	9.125%, 1/15/15 <sup>(3)(8)</sup>	11,003,615
1,290	8.25%, 9/1/17 <sup>(8)</sup>	1,325,475
14,205	<b>Intelsat Bermuda, Ltd.</b> 11.25%, 6/15/16	15,412,425
825	<b>Intelsat Jackson Holdings, Ltd.</b> 11.50%, 6/15/16	895,125
680	<b>Intelsat Subsidiary Holdings Co., Ltd.</b> 8.875%, 1/15/15 <sup>(8)</sup>	705,500
3,490	<b>NII Capital Corp.</b> 10.00%, 8/15/16 <sup>(8)</sup>	3,873,900
3,930	<b>Qwest Communications International, Inc.</b> 7.50%, 2/15/14	4,047,900
1,000	<b>Qwest Corp., Sr. Notes, Variable Rate</b> 3.507%, 6/15/13	1,015,000
1,475	<b>SBA Telecommunications, Inc.</b> 8.00%, 8/15/16 <sup>(8)</sup>	1,593,000
985	8.25%, 8/15/19 <sup>(8)</sup>	1,083,500
5,320	<b>Sprint Capital Corp.</b> 6.90%, 5/1/19	5,100,550
585	6.875%, 11/15/28	511,875
950	<b>Telecom Italia Capital SA</b> 7.175%, 6/18/19	1,075,855
900	<b>Telefonica Emisiones SAU</b> 5.877%, 7/15/19	997,137
3,305	<b>Telesat Canada/Telesat, LLC, Sr. Notes</b> 11.00%, 11/1/15	3,800,750
6,830	<b>Telesat Canada/Telesat, LLC, Sr. Sub. Notes</b> 12.50%, 11/1/17	7,991,100
4,010	<b>Wind Acquisition Finance SA, Sr. Notes</b> 11.75%, 7/15/17 <sup>(8)</sup>	4,280,675
4,800	<b>Windstream Corp.</b> 8.125%, 9/1/18 <sup>(8)</sup>	4,890,000
		<b>\$ 85,290,122</b>

<b>Utilities</b>	<b>0.7%</b>		
\$	764	<b>AES Corp., Sr. Notes</b> 8.75%, 5/15/13 <sup>(8)</sup>	\$ 779,280
	4,275	<b>Calpine Construction Finance Co., Sr. Notes</b> 8.00%, 6/1/16 <sup>(8)</sup>	4,488,750
	1,320	<b>Dominion Resources, Inc., Sr. Notes</b> 8.875%, 1/15/19	1,762,339
	4,395	<b>NGC Corp.</b> 7.625%, 10/15/26	2,790,825
	2,825	<b>NRG Energy, Inc., Sr. Notes</b> 7.375%, 2/1/16	2,888,562
	755	<b>PSEG Power, LLC</b> 5.50%, 12/1/15	844,382

<b>Principal Amount</b> <b>(000 s omitted)</b>	<b>Security</b>	<b>Value</b>
\$ 360	<b>Reliant Energy, Inc., Sr. Notes</b> 7.625%, 6/15/14	\$ 363,600
		<b>\$ 13,917,738</b>
<b>Total Corporate Bonds &amp; Notes</b> <b>(identified cost \$872,130,039)</b>		<b>\$ 902,423,456</b>

**Foreign Government Securities 0.0%**

<b>Principal Amount</b> <b>(000 s omitted)</b>	<b>Security</b>	<b>Value</b>
\$ 300	Government of Bermuda, Sr. Notes, 5.603%, 7/20/20 <sup>(8)</sup>	\$ 313,236
<b>Total Foreign Government Securities</b> <b>(identified cost \$300,000)</b>		<b>\$ 313,236</b>

**Mortgage Pass-Throughs 29.7%**

<b>Principal Amount</b> <b>(000 s omitted)</b>	<b>Security</b>	<b>Value</b>
\$ 35,293	<b>Federal Home Loan Mortgage Corp.:</b> 5.00%, with various maturities to 2019	\$ 37,885,775
6,909	5.50%, with various maturities to 2018	7,494,098
13,423	6.00%, with various maturities to 2031	14,619,696
35,412	6.50%, with various maturities to 2032	39,442,487
37,732	7.00%, with various maturities to 2036	41,858,468
478	7.13%, with maturity at 2023	549,353
23,045	7.50%, with various maturities to 2029	26,495,211
791	7.65%, with maturity at 2022	921,848
93	7.70%, with maturity at 2022	104,339
14,342	8.00%, with various maturities to 2030	16,787,039
435	8.25%, with maturity at 2020	509,144
1,132	8.30%, with maturity at 2020	1,308,106
10,629	8.50%, with various maturities to 2031	12,693,913
3,698	9.00%, with various maturities to 2031	4,374,270
2,996	9.50%, with various maturities to 2025	3,541,288

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425	10.00%, with maturity at 2020	493,238
422	10.50%, with maturity at 2020	503,275
482	12.00%, with maturity at 2020	543,107
33	13.00%, with maturity at 2015	37,966

**\$ 210,162,621**

**Federal National Mortgage Association:**

\$	2,853	2.82%, with maturity at 2022 <sup>(9)</sup>	\$	2,934,300
	5,124	3.407%, with maturity at 2036 <sup>(9)</sup>		5,267,126
	19,417	5.00%, with various maturities to 2018		20,846,611
	8,675	5.50%, with various maturities to 2028		9,398,328
	15,641	6.00%, with various maturities to 2029		17,265,871
	15,596	6.321%, with maturity at 2032 <sup>(9)</sup>		16,631,982
	37,752	6.50%, with various maturities to 2036		42,165,574
	449	6.75%, with maturity at 2023		512,249
	37,413	7.00%, with various maturities to 2036		42,182,516
	23,873	7.50%, with various maturities to 2035 <sup>(17)</sup>		27,612,250
	8,675	8.00%, with various maturities to 2031		10,043,340
	25	8.25%, with maturity at 2018		28,224
	2,136	8.347%, with maturity at 2027 <sup>(11)</sup>		2,545,499
	11,023	8.50%, with various maturities to 2030		13,010,115
	972	8.521%, with maturity at 2028 <sup>(11)</sup>		1,153,011



<b>Principal Amount</b> (000 s omitted)	<b>Security</b>	<b>Value</b>
\$ 638	8.608%, with maturity at 2029 <sup>(11)</sup>	\$ 764,414
840	8.633%, with maturity at 2027 <sup>(11)</sup>	998,317
137	8.817%, with maturity at 2024 <sup>(11)</sup>	153,415
13,975	9.00%, with various maturities to 2027	16,583,392
3,967	9.50%, with various maturities to 2030	4,760,088
563	9.515%, with maturity at 2018 <sup>(11)</sup>	653,168
1,073	10.00%, with various maturities to 2020	1,245,583
821	10.068%, with maturity at 2025 <sup>(11)</sup>	949,956
797	10.44%, with maturity at 2019 <sup>(11)</sup>	907,364
987	10.50%, with maturity at 2021	1,169,878
295	11.50%, with maturity at 2016	330,912
8	12.50%, with maturity at 2011	8,163
		<b>\$ 240,121,646</b>
	<b>Government National Mortgage Association:</b>	
\$ 2,917	6.00%, with maturity at 2024	\$ 3,228,166
22,544	6.50%, with various maturities to 2032	25,609,738
13,815	7.00%, with various maturities to 2033	15,996,257
29,560	7.50%, with various maturities to 2032	34,516,466
19,220	8.00%, with various maturities to 2034	22,741,014
630	8.30%, with maturity at 2020	738,007
1,216	8.50%, with various maturities to 2022	1,422,577
5,917	9.00%, with various maturities to 2026	7,054,571
8,390	9.50%, with various maturities to 2026	10,147,576
505	10.00%, with maturity at 2019	588,672
		<b>\$ 122,043,044</b>
	<b>Total Mortgage Pass-Throughs</b> <b>(identified cost \$539,658,315)</b>	<b>\$ 572,327,311</b>

**Collateralized Mortgage Obligations 7.2%**

<b>Principal Amount</b> (000 s omitted)	<b>Security</b>	<b>Value</b>
\$ 1,581	<b>Federal Home Loan Mortgage Corp.:</b> Series 24, Class J, 6.25%, 11/25/23	\$ 1,732,932
1,795	Series 1497, Class K, 7.00%, 4/15/23	1,831,490
2,995	Series 1529, Class Z, 7.00%, 6/15/23	3,120,817
2,678	Series 1620, Class Z, 6.00%, 11/15/23	2,925,909

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856	Series 1677, Class Z, 7.50%, 7/15/23	994,331
11,532	Series 1702, Class PZ, 6.50%, 3/15/24	13,187,108
5,007	Series 2113, Class QG, 6.00%, 1/15/29	5,466,396
649	Series 2122, Class K, 6.00%, 2/15/29	704,711
440	Series 2130, Class K, 6.00%, 3/15/29	484,833
449	Series 2167, Class BZ, 7.00%, 6/15/29	487,145
3,335	Series 2182, Class ZB, 8.00%, 9/15/29	3,751,946
4,788	Series 2198, Class ZA, 8.50%, 11/15/29	5,116,386
11,231	Series 2245, Class A, 8.00%, 8/15/27	13,085,165
4,178	Series 2458, Class ZB, 7.00%, 6/15/32	4,762,097
		<b>\$ 57,651,266</b>

**Federal National Mortgage Association:**

\$	732	Series G92-44, Class ZQ, 8.00%, 7/25/22	\$	823,300
	450	Series G92-44, Class Z, 8.00%, 7/25/22		505,973
	1,110	Series G92-46, Class Z, 7.00%, 8/25/22		1,249,675
	1,888	Series G92-60, Class Z, 7.00%, 10/25/22		2,120,165
	19,432	Series G93-35, Class ZQ, 6.50%, 11/25/23		21,830,413
	4,283	Series G93-40, Class H, 6.40%, 12/25/23		4,830,264
	295	Series 1988-14, Class I, 9.20%, 6/25/18		341,063

<b>Principal Amount (000 s omitted)</b>	<b>Security</b>	<b>Value</b>
\$ 256	Series 1989-1, Class D, 10.30%, 1/25/19	\$ 290,879
480	Series 1989-34, Class Y, 9.85%, 7/25/19	570,458
368	Series 1990-17, Class G, 9.00%, 2/25/20	430,954
191	Series 1990-27, Class Z, 9.00%, 3/25/20	225,014
194	Series 1990-29, Class J, 9.00%, 3/25/20	230,508
845	Series 1990-43, Class Z, 9.50%, 4/25/20	1,003,090
308	Series 1991-98, Class J, 8.00%, 8/25/21	355,404
2,245	Series 1992-77, Class ZA, 8.00%, 5/25/22	2,625,428
151	Series 1992-103, Class Z, 7.50%, 6/25/22	174,105
255	Series 1992-113, Class Z, 7.50%, 7/25/22	294,674
553	Series 1992-185, Class ZB, 7.00%, 10/25/22	629,781
1,423	Series 1993-16, Class Z, 7.50%, 2/25/23	1,646,068
1,079	Series 1993-22, Class PM, 7.40%, 2/25/23	1,249,545
1,747	Series 1993-25, Class J, 7.50%, 3/25/23	2,019,023
3,220	Series 1993-30, Class PZ, 7.50%, 3/25/23	3,737,880
3,860	Series 1993-42, Class ZQ, 6.75%, 4/25/23	4,360,745
598	Series 1993-56, Class PZ, 7.00%, 5/25/23	677,790
705	Series 1993-156, Class ZB, 7.00%, 9/25/23	794,046
5,153	Series 1994-45, Class Z, 6.50%, 2/25/24	5,766,434
2,620	Series 1994-89, Class ZQ, 8.00%, 7/25/24	3,095,343
2,725	Series 1996-57, Class Z, 7.00%, 12/25/26	3,109,425
1,429	Series 1997-77, Class Z, 7.00%, 11/18/27	1,640,507
1,166	Series 1998-44, Class ZA, 6.50%, 7/20/28	1,326,550
534	Series 1999-45, Class ZG, 6.50%, 9/25/29	600,481
4,158	Series 2000-22, Class PN, 6.00%, 7/25/30	4,607,156
648	Series 2001-37, Class GA, 8.00%, 7/25/16	711,781
948	Series 2002-1, Class G, 7.00%, 7/25/23	1,068,545
		<b>\$ 74,942,467</b>
	<b>Government National Mortgage Association:</b>	
\$ 4,671	Series 2002-45, Class PG, 6.00%, 3/17/32	\$ 5,115,568
418	Series 2005-72, Class E, 12.00%, 11/16/15	470,477
		<b>\$ 5,586,045</b>
	<b>Total Collateralized Mortgage Obligations (identified cost \$129,219,876)</b>	<b>\$ 138,179,778</b>

**Commercial Mortgage-Backed Securities 10.3%**

**Principal**

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<b>Amount (000 s omitted)</b>	<b>Security</b>	<b>Value</b>
\$ 25,545	BACM, Series 2004-1, Class A4, 4.76%, 11/10/39	\$ 26,701,292
1,250	BSCMS, Series 2004-PWR3, Class A4, 4.715%, 2/11/41	1,314,139
3,500	BSCMS, Series 2004-PWR5, Class A3, 4.565%, 7/11/42	3,556,524
8,108	BSCMS, Series 2004-T16, Class A4, 4.32%, 2/13/46	8,215,618
2,946	CGCMT, Series 2004-C1, Class A3, 5.251%, 4/15/40 <sup>(11)</sup>	3,099,920
12,215	CGCMT, Series 2004-C1, Class A4, 5.372%, 4/15/40 <sup>(11)</sup>	13,221,777
32,874	COMM, Series 2004-LB2A, Class A4, 4.715%, 3/10/39 <sup>(10)</sup>	34,377,331
6,000	COMM, Series 2004-LB4A, Class A3, 4.405%, 10/15/37	6,091,556
2,803	COMM, Series 2005-LP5, Class A2, 4.63%, 5/10/43	2,823,286
1,892	CSFB, Series 2001-CK1, Class A3, 6.38%, 12/18/35	1,906,454
1,500	CSFB, Series 2003-C3, Class A5, 3.936%, 5/15/38	1,561,711
19,897	CSFB, Series 2004-C1, Class A4, 4.75%, 1/15/37 <sup>(11)</sup>	20,687,185
962	CSFB, Series 2004-C3, Class A3, 4.302%, 7/15/36	961,377
795	CSFB, Series 2005-C4, Class A2, 5.017%, 8/15/38	795,097
486	GMACC, Series 2002-C2, Class A2, 5.389%, 10/15/38	495,680
2,200	JPMCC, Series 2004-CBX, Class A4, 4.529%, 1/12/37	2,243,976
27,214	JPMCC, Series 2005-LDP5, Class A3, 5.224%, 12/15/44 <sup>(10)(11)</sup>	28,928,379
1,341	LB-UBS, Series 2004-C2, Class A2, 3.246%, 3/15/29	1,342,444

**Principal  
Amount**

<b>(000 s omitted)</b>	<b>Security</b>	<b>Value</b>
\$ 4,000	LB-UBS, Series 2004-C6, Class A3, 4.547%, 8/15/29	\$ 4,032,941
178	LB-UBS, Series 2005-C1, Class A2, 4.31%, 2/15/30	178,656
19,775	MLMT, Series 2003-KEY1, Class A4, 5.236%, 11/12/35 <sup>(11)</sup>	21,175,727
10,000	MSC, Series 2004-IQ7, Class A3, 5.35%, 6/15/38 <sup>(11)</sup>	10,399,574
990	SBM7, Series 2000-C3, Class A2, 6.592%, 12/18/33	990,989
250	WBCMT, Series 2004-C12, Class A4, 5.305%, 7/15/41 <sup>(11)</sup>	269,674
3,496	WBCMT, Series 2004-C14, Class A2, 4.368%, 8/15/41	3,604,609

**Total Commercial Mortgage-Backed Securities  
(identified cost \$192,116,853)****\$ 198,975,916****Asset-Backed Securities 0.2%****Principal  
Amount**

<b>(000 s omitted)</b>	<b>Security</b>	<b>Value</b>
\$ 578	Alzette European CLO SA, Series 2004-1A, Class E2, 7.037%, 12/15/20 <sup>(3)(12)</sup>	\$ 144,502
589	Avalon Capital Ltd. 3, Series 1A, Class D, 2.279%, 2/24/19 <sup>(8)(12)</sup>	377,704
753	Babson Ltd., Series 2005-1A, Class C1, 2.476%, 4/15/19 <sup>(8)(12)</sup>	401,826
1,007	Bryant Park CDO Ltd., Series 2005-1A, Class C, 2.576%, 1/15/19 <sup>(3)(8)(12)</sup>	354,608
1,000	Carlyle High Yield Partners, Series 2004-6A, Class C, 2.859%, 8/11/16 <sup>(8)(12)</sup>	407,799
985	Centurion CDO 8 Ltd., Series 2005-8A, Class D, 6.037%, 3/8/17 <sup>(12)</sup>	607,836
500	Centurion CDO 9 Ltd., Series 2005-9A, Class D1, 5.275%, 7/17/19 <sup>(12)</sup>	280,172
2,099	Comstock Funding Ltd., Series 2006-1A, Class D, 4.549%, 5/30/20 <sup>(3)(8)(12)</sup>	1,284,410
1,499	Dryden Leveraged Loan, Series 2004-6A, Class C1, 3.025%, 7/30/16 <sup>(3)(8)(12)</sup>	838,083

**Total Asset-Backed Securities  
(identified cost \$8,470,955)****\$ 4,696,940****U.S. Government Agency Obligations 0.1%****Principal  
Amount**

<b>(000 s omitted)</b>	<b>Security</b>	<b>Value</b>
\$ 2,000	<b>Federal Home Loan Bank</b> 5.25%, 12/9/22	\$ 2,335,892

**Total U.S. Government Agency Obligations**  
**(identified cost \$2,239,580)** **\$ 2,335,892**

**Common Stocks 1.0%**

<b>Shares</b>	<b>Security</b>	<b>Value</b>
<b>Aerospace and Defense 0.0%</b>		
16,105	ACTS Aero Technical Support & Service, Inc. <sup>(13)(14)</sup>	\$ 285,856
		<b>\$ 285,856</b>
<b>Automotive 0.1%</b>		
25,372	Dayco Products, LLC <sup>(13)(14)</sup>	\$ 1,027,566
8,949	Hayes Lemmerz International, Inc. <sup>(5)(13)(14)</sup>	54,052
		<b>\$ 1,081,618</b>
<b>Building and Development 0.2%</b>		
3,677	Panolam Holdings Co. <sup>(5)(13)(15)</sup>	\$ 2,146,486
26,154	Sanitec Europe Oy B Units <sup>(13)(14)</sup>	95,431
25,787	Sanitec Europe Oy E Units <sup>(5)(13)(14)</sup>	0
1,231	United Subcontractors, Inc. <sup>(5)(13)(14)</sup>	120,553
4,575	WCI Communities, Inc. <sup>(13)(14)</sup>	388,913
		<b>\$ 2,751,383</b>

<b>Shares</b>	<b>Security</b>	<b>Value</b>
<b>Chemicals and Plastics 0.0%</b>		
243	Wellman Holdings, Inc. <sup>(5)(13)(14)</sup>	\$ 0
		<b>\$ 0</b>
<b>Containers and Glass Products 0.2%</b>		
142,857	Anchor Glass Container Corp. <sup>(5)(13)</sup>	\$ 3,787,139
		<b>\$ 3,787,139</b>
<b>Diversified Manufacturing 0.0%</b>		
298,115	MEGA Brands, Inc. <sup>(13)</sup>	\$ 121,372
		<b>\$ 121,372</b>
<b>Ecological Services and Equipment 0.0%</b>		
2,484	Environmental Systems Products Holdings, Inc. <sup>(5)(13)(15)</sup>	\$ 7,079
		<b>\$ 7,079</b>
<b>Food Service 0.0%</b>		
30,225	Buffets, Inc. <sup>(13)</sup>	\$ 124,678
		<b>\$ 124,678</b>
<b>Home Furnishings 0.0%</b>		
9,399	Oreck Corp. <sup>(5)(13)(14)</sup>	\$ 639,978
		<b>\$ 639,978</b>
<b>Lodging and Casinos 0.0%</b>		
828	Greektown Superholdings, Inc. <sup>(13)</sup>	\$ 78,660
17,051	Tropicana Entertainment, Inc. <sup>(13)(14)</sup>	238,714
		<b>\$ 317,374</b>
<b>Nonferrous Metals/Minerals 0.0%</b>		
1,636	Euramax International, Inc. <sup>(13)(14)</sup>	\$ 490,830
		<b>\$ 490,830</b>
<b>Oil and Gas 0.0%</b>		
15,874	SemGroup Corp. <sup>(13)</sup>	\$ 396,850
		<b>\$ 396,850</b>
<b>Publishing 0.3%</b>		

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15,802	Dex One Corp. <sup>(13)</sup>	\$	286,332
5,187	Ion Media Networks, Inc. <sup>(5)(13)(14)</sup>		1,498,939
14,016	MediaNews Group, Inc. <sup>(13)(14)</sup>		224,252
123,278	Reader s Digest Association, Inc. (The) <sup>(13)(14)</sup>		2,434,740
2,862	Source Interlink Companies, Inc. <sup>(5)(13)(14)</sup>		17,430
1,091	Star Tribune Media Holdings Co. <sup>(5)(13)</sup>		971
9,296	SuperMedia, Inc. <sup>(13)</sup>		196,053

**\$ 4,658,717**

**Radio and Television 0.1%**

892	Young Broadcasting, Inc. <sup>(5)(13)(14)</sup>	\$	1,532,938
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**\$ 1,532,938**

**Steel 0.1%**

33,937	KNIA Holdings, Inc. <sup>(5)(13)(14)</sup>	\$	160,184
218,800	RathGibson Acquisition Co., LLC <sup>(5)(13)</sup>		2,546,832

**\$ 2,707,016**

**Total Common Stocks  
(identified cost \$14,574,969)**

**\$ 18,902,828**



**Convertible Bonds 0.3%****Principal****Amount****(000 s omitted)****Security****Value****Automotive 0.1%**

\$	645	Ford Motor Co., 4.25%, 11/15/16	\$	984,431
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**\$ 984,431****Diversified Media 0.0%**

\$	420	Virgin Media, Inc., 6.50%, 11/15/16 <sup>(8)</sup>	\$	585,375
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**\$ 585,375****Drugs 0.1%**

\$	2,960	Kendle International, Inc., 3.375%, 7/15/12	\$	2,693,600
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**\$ 2,693,600****Electronics/Electrical 0.1%**

\$	1,485	Advanced Micro Devices, Inc., 6.00%, 5/1/15	\$	1,481,288
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**\$ 1,481,288****Total Convertible Bonds  
(identified cost \$4,839,183)****\$ 5,744,694****Convertible Preferred Stocks 0.1%****Shares****Security****Value****Oil, Gas & Consumable Fuels 0.1%**

	9,691	Chesapeake Energy Corp.	\$	796,600
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**\$ 796,600****Wireless Telecommunication Services 0.0%**

	4,958	Crown Castle International Corp., <sup>(3)</sup>	\$	288,184
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**\$ 288,184****Total Convertible Preferred Stocks  
(identified cost \$1,176,061)****\$ 1,084,784**

**Preferred Stocks 0.0%**

Shares/Units	Security	Value
<b>Ecological Services and Equipment 0.0%</b>		
1,138	Environmental Systems Products Holdings, Inc., Series A <sup>(5)(13)(15)</sup>	\$ 68,280
		<b>\$ 68,280</b>
 <b>Lodging and Casinos 0.0%</b>		
6,494	Fontainebleau Resorts LLC <sup>(3)(5)(15)</sup>	\$ 65
		<b>\$ 65</b>
<b>Total Preferred Stocks</b>		
<b>(identified cost \$6,513,845)</b>		<b>\$ 68,345</b>

**Warrants 0.0%**

Shares	Security	Value
<b>Chemicals and Plastics 0.0%</b>		
663	Foamex, Series A, Expires 12/31/13 <sup>(5)(13)(14)</sup>	\$ 0
663	Foamex, Series B, Expires 12/31/15 <sup>(5)(13)(14)</sup>	0
		<b>\$ 0</b>

Shares	Security	Value
<b>Food Products 0.0%</b>		
1,745	ASG Consolidated, LLC/ASG Finance, Inc., Expires 5/15/18 <sup>(13)</sup>	\$ 174,500
		<b>\$ 174,500</b>
<b>Oil and Gas 0.0%</b>		
16,708	SemGroup Corp., Expires 11/30/14 <sup>(13)</sup>	\$ 102,337
		<b>\$ 102,337</b>
<b>Publishing 0.0%</b>		
23,833	Reader s Digest Association, Inc. (The), Expires 2/15/17 <sup>(5)(13)(14)</sup>	\$ 0
935	Star Tribune Media Holding, Expires 9/28/13 <sup>(5)(13)</sup>	0
		<b>\$ 0</b>
<b>Radio and Television 0.0%</b>		
6	Young Broadcasting, Inc., Expires 12/24/24 <sup>(5)(14)</sup>	\$ 10,311
		<b>\$ 10,311</b>
<b>Total Warrants (identified cost \$10,478)</b>		<b>\$ 287,148</b>
<b>Miscellaneous 0.0%</b>		
<b>Shares Security Value</b>		
<b>Business Equipment and Services 0.0%</b>		
5,250,000	NCS Acquisition Corp., Escrow Certificate <sup>(13)(15)</sup>	\$ 780,938
		<b>\$ 780,938</b>
<b>Cable and Satellite Television 0.0%</b>		
2,786,444	Adelphia Recovery Trust <sup>(13)</sup>	\$ 83,593
2,800,000	Adelphia, Inc., Escrow Certificate <sup>(13)</sup>	49,000
		<b>\$ 132,593</b>
<b>Oil and Gas 0.0%</b>		
6,135,000	SemGroup Corp., Escrow Certificate <sup>(5)(13)</sup>	\$ 0
1,170,000	VeraSun Energy Corp., Escrow Certificate <sup>(5)(13)</sup>	0
		<b>\$ 0</b>

<b>Total Miscellaneous (identified cost \$4,646,049)</b>	<b>\$ 913,531</b>
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**Short-Term Investments 2.0%****Interest/  
Principal  
Amount**

<b>(000 s Omitted)</b>	<b>Description</b>	<b>Value</b>
\$ 37,041	Eaton Vance Cash Reserves Fund, LLC, 0.25% <sup>(16)</sup>	\$ 37,041,121
2,105	State Street Bank and Trust Euro Time Deposit, 0.01%, 8/2/10	2,104,714
<b>Total Short-Term Investments</b>		
<b>(identified cost \$39,145,835)</b>		<b>\$ 39,145,835</b>
<b>Total Investments 138.7%</b>		
<b>(identified cost \$2,652,555,070)</b>		<b>\$ 2,675,597,254</b>
<b>Less Unfunded Loan Commitments 0.0%</b>		<b>\$ (792,677)</b>
<b>Net Investments 138.7%</b>		
<b>(identified cost \$2,651,762,393)</b>		<b>\$ 2,674,804,577</b>
<b>Other Assets, Less Liabilities (24.8)%</b>		<b>\$ (479,015,327)</b>
<b>Auction Preferred Shares Plus Cumulative Unpaid Dividends (13.9)%</b>		<b>\$ (266,631,302)</b>
<b>Net Assets Applicable to Common Shares 100.0%</b>		<b>\$ 1,929,157,948</b>

The percentage shown for each investment category in the Portfolio of Investments is based on net assets applicable to common shares.

- BACM - Bank of America Commercial Mortgage, Inc.
- BSCMS - Bear Stearns Commercial Mortgage Securities, Inc.
- CGCMT - Citigroup Commercial Mortgage Trust
- COMM - Commercial Mortgage Pass-Through Certificate
- CSFB - Credit Suisse First Boston Mortgage Securities Corp.

- DIP - Debtor In Possession
- EUR - Euro
- GBP - British Pound Sterling
- GMACC - GMAC Commercial Mortgage Securities, Inc.
- JPMCC - JPMorgan Chase Commercial Mortgage Securities Corp.
- LB-UBS - LB-UBS Commercial Mortgage Trust
- MLMT - Merrill Lynch Mortgage Trust
- MSC - Morgan Stanley Capital I
- SBM7 - Salomon Brothers Mortgage Securities VII, Inc.
- WBCMT - Wachovia Bank Commercial Mortgage Trust

\* In U.S. dollars unless otherwise indicated.

- (1) Senior floating-rate interests (Senior Loans) often require prepayments from excess cash flows or permit the borrowers to repay at their election. The degree to which borrowers repay, whether as a contractual requirement or at their election, cannot be predicted with accuracy. As a result, the actual remaining maturity may be substantially less than the stated maturities shown. However, Senior Loans will have an expected average life of approximately two to four years. The stated interest rate represents the weighted average interest rate of all contracts within the senior loan facility and includes commitment fees on unfunded loan commitments, if any. Senior Loans typically have rates of interest which are redetermined either daily, monthly, quarterly or semi-annually by reference to a base lending rate, plus a premium. These base lending rates are primarily the London Interbank Offered Rate ( LIBOR ) and secondarily, the prime rate offered by one or more major United States banks (the Prime Rate ) and the certificate of deposit ( CD ) rate or other base lending rates used by commercial lenders.
- (2) Unfunded or partially unfunded loan commitments. The Fund may enter into certain credit agreements all or a portion of which may be unfunded. The Fund is obligated to fund these commitments at the borrower s discretion.
- (3) Represents a payment-in-kind security which may pay all or a portion of interest/dividends in additional par/shares.
- (4) Defaulted matured security.
- (5) Security valued at fair value using methods determined in good faith by or at the direction of the Trustees.
- (6) Currently the issuer is in default with respect to interest payments.
- (7) This Senior Loan will settle after July 31, 2010, at which time the interest rate will be determined.
- (8) Security exempt from registration pursuant to Rule 144A under the Securities Act of 1933. These securities may be sold in certain transactions (normally to qualified institutional buyers) and remain exempt from registration. At July 31, 2010, the aggregate value of these securities is \$332,927,842 or 17.3% of the Fund s net assets.
- (9) Adjustable rate mortgage security. Rate shown is the rate at July 31, 2010.
- (10) Security held as collateral for borrowings under the Term Asset-Backed Securities Loan Facility (TALF).
- (11) Weighted average fixed-rate coupon that changes/updates monthly.
- (12) Variable rate security. The stated interest rate represents the rate in effect at July 31, 2010.
- (13) Non-income producing security.
- (14) Security was acquired in connection with a restructuring of a Senior Loan and may be subject to restrictions on resale.

- (15) Restricted security.
- (16) Affiliated investment company available to Eaton Vance portfolios and funds which invests in high quality, U.S. dollar denominated money market instruments. The rate shown is the annualized seven-day yield as of July 31, 2010. Net income allocated from the investment in Eaton Vance Cash Reserves Fund, LLC for the fiscal year to date ended July 31, 2010 was \$18,211.
- (17) Security (or a portion thereof ) has been pledged to cover collateral requirements on open financial contracts.



A summary of open financial instruments at July 31, 2010 is as follows:

### Forward Foreign Currency Exchange Contracts

#### Sales

Settlement Date	Deliver	In Exchange For	Net Unrealized Depreciation
8/31/10	British Pound Sterling 15,001,107	United States Dollar 23,398,276	\$ (137,583)
8/31/10	Euro 50,564,438	United States Dollar 65,689,424	(202,741)
			\$ (340,324)

At July 31, 2010, the Fund had sufficient cash and/or securities to cover commitments under these contracts.

The Fund is subject to foreign exchange risk in the normal course of pursuing its investment objectives. Because the Fund holds foreign currency denominated investments, the value of these investments and related receivables and payables may change due to future changes in foreign currency exchange rates. To hedge against this risk, the Fund may enter into forward foreign currency exchange contracts. The Fund may also enter into such contracts to hedge the currency risk of investments it anticipates purchasing.

At July 31, 2010, the aggregate fair value of derivative instruments (not considered to be hedging instruments for accounting disclosure purposes) in a liability position and whose primary underlying risk exposure is foreign exchange risk was \$340,324.

The cost and unrealized appreciation (depreciation) of investments of the Fund at July 31, 2010, as determined on a federal income tax basis, were as follows:

<b>Aggregate cost</b>	<b>\$ 2,674,031,729</b>
Gross unrealized appreciation	\$ 122,427,033
Gross unrealized depreciation	(121,654,185)
<b>Net unrealized appreciation</b>	<b>\$ 772,848</b>

### Restricted Securities

At July 31, 2010, the Fund owned the following securities (representing less than 0.2% of net assets applicable to common shares) which were restricted as to public resale and not registered under the Securities Act of 1933 (excluding Rule 144A securities). The Fund has various registration rights (exercisable under a variety of circumstances) with respect to these securities. The value of these securities is determined based on valuations provided by brokers when available, or if not available, they are valued at fair value using methods determined in good faith by or at the direction of the Trustees.

<b>Description</b>	<b>Date of Acquisition</b>	<b>Shares/Units</b>	<b>Cost</b>	<b>Value</b>
<b>Common Stocks</b>				
Environmental Systems Products Holdings, Inc.	10/25/07	2,484	\$ 0 <sup>(1)</sup>	\$ 7,079
Panolam Holdings Co.	12/30/09	3,677	2,020,511	2,146,486
<b>Total Common Stocks</b>			<b>\$ 2,020,511</b>	<b>\$ 2,153,565</b>
<b>Preferred Stocks</b>				
Environmental Systems Products Holdings, Inc., Series A	10/25/07	1,138	\$ 19,915	\$ 68,280
Fontainebleau Resorts LLC	6/1/07	6,494	6,493,930	65
<b>Total Preferred Stocks</b>			<b>\$ 6,513,845</b>	<b>\$ 68,345</b>
<b>Miscellaneous</b>				
NCS Acquisition Corp., Escrow Certificate	2/26/10	5,250,000	\$ 2,109,301	\$ 780,938
<b>Total Miscellaneous</b>			<b>\$ 2,109,301</b>	<b>\$ 780,938</b>
<b>Total Restricted Securities</b>			<b>\$ 10,643,657</b>	<b>\$ 3,002,848</b>

(1) Less than \$0.50.

Under generally accepted accounting principles for fair value measurements, a three-tier hierarchy to prioritize the assumptions, referred to as inputs, is used in valuation techniques to measure fair value. The three-tier hierarchy of inputs is summarized in the three broad levels listed below.

Level 1 quoted prices in active markets for identical investments

Level 2 other significant observable inputs (including quoted prices for similar investments, interest rates, prepayment speeds, credit risk, etc.)

Level 3 significant unobservable inputs (including a fund's own assumptions in determining the fair value of investments)

The inputs or methodology used for valuing securities are not necessarily an indication of the risk associated with investing in those securities.

At July 31, 2010, the inputs used in valuing the Fund's investments, which are carried at value, were as follows:

<b>Asset Description</b>	<b>Quoted Prices in Active Markets for Identical Assets (Level 1)</b>	<b>Significant Other Observable Inputs (Level 2)</b>	<b>Significant Unobservable Inputs (Level 3)</b>	<b>Total</b>
Senior Floating-Rate Interests (Less Unfunded Loan Commitments)	\$	\$ 786,734,046	\$ 2,670,837	\$ 789,404,883
Corporate Bonds & Notes		898,277,170	4,146,286	902,423,456
Foreign Government Securities		313,236		313,236
Mortgage Pass-Throughs Collateralized Mortgage Obligations		572,327,311		572,327,311
Commercial Mortgage-Backed Securities		138,179,778		138,179,778
Asset-Backed Securities		198,975,916		198,975,916
U.S. Government Agency Obligations		4,696,940		4,696,940
Common Stocks	1,000,607	2,335,892	12,512,581	18,902,828
Convertible Bonds		5,389,640		5,744,694
Convertible Preferred Stocks	796,600	5,744,694		1,084,784
Preferred Stocks		288,184	68,345	68,345
Warrants		276,837	10,311	287,148
Miscellaneous		913,531	0	913,531

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Short-Term Investments		39,145,835		39,145,835
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<b>Total Investments</b>	<b>\$ 1,797,207</b>	<b>\$ 2,653,599,010</b>	<b>\$ 19,408,360</b>	<b>\$ 2,674,804,577</b>
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**Liability Description**

Forward Foreign Currency Exchange Contracts	\$	\$ (340,324)	\$	\$ (340,324)
TALF Loans Payable			(51,042,132)	(51,042,132)

<b>Total</b>	<b>\$</b>	<b>\$ (340,324)</b>	<b>\$ (51,042,132)</b>	<b>\$ (51,382,456)</b>
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The following is a reconciliation of Level 3 assets and liabilities for which significant unobservable inputs were used to determine fair value:

	Investments in Senior Floating-Rate Interests	Investments in Corporate Bonds & Notes	Investments in Common Stocks	Investments in Preferred Stocks, Warrants and Miscellaneous	TALF Loan Payable	Total
<b>Balance as of April 30, 2010</b>	<b>\$ 2,876,960</b>	<b>\$ 4,225,743</b>	<b>\$ 7,842,768</b>	<b>\$ 293,628</b>	<b>\$ (51,042,132)</b>	<b>\$ (35,803,033)</b>
Realized gains (losses)	(13)	(7,262,034)	65,523	411		(7,196,113)
Change in net unrealized appreciation (depreciation)	(211,979)	7,151,607	2,162,739	(22,760)		9,079,607
Net purchases (sales)	5,188		2,693,277	(54,782)		2,643,683
Accrued discount (premium)	681	30,970				31,651
Net transfers to (from) Level 3*			(251,726)	(137,841)		(389,567)
<b>Balance as of July 31, 2010</b>	<b>\$ 2,670,837</b>	<b>\$ 4,146,286</b>	<b>\$ 12,512,581</b>	<b>\$ 78,656</b>	<b>\$ (51,042,132)</b>	<b>\$ (31,633,772)</b>
<b>Change in net unrealized appreciation (depreciation) on investments still held as of July 31, 2010</b>	<b>\$ (211,979)</b>	<b>\$ (84,554)</b>	<b>\$ 2,162,739</b>	<b>\$ (22,760)</b>		<b>\$ 1,843,446</b>

\* Transfers are reflected at the value of securities at the beginning of the period.

For information on the Fund's policy regarding the valuation of investments and other significant accounting policies, please refer to the Fund's most recent financial statements included in its semiannual or annual report to shareholders.

**Item 2. Controls and Procedures**

(a) It is the conclusion of the registrant's principal executive officer and principal financial officer that the effectiveness of the registrant's current disclosure controls and procedures (such disclosure controls and procedures having been evaluated within 90 days of the date of this filing) provide reasonable assurance that the information required to be disclosed by the registrant on this Form N-Q has been recorded, processed, summarized and reported within the time period specified in the Commission's rules and forms and that the information required to be disclosed by the registrant on this Form N-Q has been accumulated and communicated to the registrant's principal executive officer and principal financial officer in order to allow timely decisions regarding required disclosure.

(b) There have been no changes in the registrant's internal controls over financial reporting during the fiscal quarter for which the report is being filed that have materially affected, or are reasonably likely to materially affect the registrant's internal control over financial reporting.

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**Signatures**

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Eaton Vance Limited Duration Income Fund

By: /s/ Payson F. Swaffield

Payson F. Swaffield  
President

Date: September 24, 2010

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

By: /s/ Payson F. Swaffield

Payson F. Swaffield  
President

Date: September 24, 2010

By: /s/ Barbara E. Campbell

Barbara E. Campbell  
Treasurer

Date: September 24, 2010