

EATON VANCE LTD DURATION INCOME FUND

Form N-Q

March 31, 2010

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**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

January 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 January 31, 2010

**PORTFOLIO OF INVESTMENTS (Unaudited)**

Senior Floating-Rate Interests 44.8%

**Principal****Amount\*****(000 s omitted)**

	<b>Borrower/Tranche Description</b>	<b>Value</b>
<b>Aerospace and Defense 0.8%</b>		
	<b>ACTS Aero Technical Support &amp; Service, Inc.</b>	
897	Term Loan, 0.00%, Maturing October 5, 2014 <sup>(2)</sup>	\$ 309,513
	<b>AWAS Capital, Inc.</b>	
377	Term Loan, 2.00%, Maturing March 22, 2013	352,709
2,109	Term Loan - Second Lien, 6.25%, Maturing March 22, 2013	1,697,687
	<b>CACI International, Inc.</b>	
280	Term Loan, 1.96%, Maturing May 3, 2011	278,402
	<b>DAE Aviation Holdings, Inc.</b>	
561	Term Loan, 4.00%, Maturing July 31, 2014	528,808
574	Term Loan, 4.01%, Maturing July 31, 2014	541,915
	<b>Evergreen International Aviation</b>	
1,224	Term Loan, 10.50%, Maturing October 31, 2011 <sup>(3)</sup>	988,188
	<b>Hawker Beechcraft Acquisition</b>	
3,543	Term Loan, 2.24%, Maturing March 26, 2014	2,692,531
187	Term Loan, 2.25%, Maturing March 26, 2014	142,238
	<b>Hexcel Corp.</b>	
1,149	Term Loan, 6.50%, Maturing May 21, 2014	1,160,598
	<b>IAP Worldwide Services, Inc.</b>	
1,120	Term Loan, 9.25%, Maturing December 30, 2012 <sup>(3)</sup>	977,497
	<b>TransDigm, Inc.</b>	
2,075	Term Loan, 2.25%, Maturing June 23, 2013	2,030,906
	<b>Vought Aircraft Industries, Inc.</b>	
667	Term Loan, 7.50%, Maturing December 17, 2011	668,333
694	Term Loan, 7.50%, Maturing December 17, 2011	696,296
214	Term Loan, 7.50%, Maturing December 22, 2011	213,816
	<b>Wesco Aircraft Hardware Corp.</b>	
1,455	Term Loan, 2.49%, Maturing September 29, 2013	1,407,713
		<b>\$ 14,687,150</b>
<b>Air Transport 0.2%</b>		
	<b>Airport Development and Investment, Ltd.</b>	
GBP	1,957 Term Loan - Second Lien, 4.96%, Maturing April 7, 2011	\$ 2,954,243
	<b>Delta Air Lines, Inc.</b>	
1,682	Term Loan - Second Lien, 3.51%, Maturing April 30, 2014	1,464,283
		<b>\$ 4,418,526</b>

**Automotive 1.4%**

	<b>Accuride Corp.</b>	
2,338	Term Loan, 9.25%, Maturing January 31, 2012	\$ 2,346,144
	<b>Adesa, Inc.</b>	
4,087	Term Loan, 3.00%, Maturing October 18, 2013	3,983,079
	<b>Allison Transmission, Inc.</b>	
5,071	Term Loan, 3.02%, Maturing September 30, 2014	4,667,037
	<b>Dayco Products, LLC</b>	
547	Term Loan, 10.50%, Maturing November 13, 2014	514,446
79	Term Loan, 12.50%, Maturing November 13, 2014 <sup>(3)</sup>	73,849
	<b>Federal-Mogul Corp.</b>	
1,814	Term Loan, 2.23%, Maturing December 27, 2014	1,541,494
1,404	Term Loan, 2.23%, Maturing December 27, 2015	1,193,419
	<b>Ford Motor Co.</b>	
3,233	Term Loan, 3.26%, Maturing December 15, 2013	3,031,387
	<b>Goodyear Tire &amp; Rubber Co.</b>	
4,450	Term Loan - Second Lien, 2.45%, Maturing April 30, 2010	4,157,043

**Table of Contents****Principal  
Amount\***

<b>(000 s omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Keystone Automotive Operations, Inc.</b>	
1,106	Term Loan, 3.76%, Maturing January 12, 2012	\$ 761,234
	<b>LKQ Corp.</b>	
1,218	Term Loan, 2.48%, Maturing October 12, 2014	1,199,732
	<b>TriMas Corp.</b>	
314	Term Loan, 6.00%, Maturing August 2, 2011	304,641
1,317	Term Loan, 6.00%, Maturing December 15, 2015	1,257,455
	<b>United Components, Inc.</b>	
1,439	Term Loan, 2.25%, Maturing June 30, 2010	1,338,636
		<b>\$ 26,369,596</b>
<b>Beverage and Tobacco</b>	<b>0.4%</b>	
	<b>Constellation Brands, Inc.</b>	
709	Term Loan, 1.81%, Maturing June 5, 2013	\$ 702,078
349	Term Loan, 3.01%, Maturing June 5, 2015	349,235
	<b>Culligan International Co.</b>	
972	Term Loan, 2.49%, Maturing November 24, 2014	786,752
EUR 1,400	Term Loan - Second Lien, 5.25%, Maturing May 31, 2013	812,026
	<b>Liberator Midco Ltd.</b>	
GBP 388	Term Loan, 8.52%, Maturing October 27, 2016 <sup>(3)</sup>	583,319
	<b>Southern Wine &amp; Spirits of America, Inc.</b>	
2,878	Term Loan, 5.50%, Maturing May 31, 2012	2,859,707
	<b>Van Houtte, Inc.</b>	
117	Term Loan, 2.75%, Maturing July 11, 2014	111,000
858	Term Loan, 2.75%, Maturing July 11, 2014	814,003
		<b>\$ 7,018,120</b>
<b>Building and Development</b>	<b>1.0%</b>	
	<b>AIMCO Properties, L.P.</b>	
419	Term Loan, 1.75%, Maturing March 23, 2011	\$ 412,036
	<b>Beacon Sales Acquisition, Inc.</b>	
877	Term Loan, 2.25%, Maturing September 30, 2013	833,802
	<b>Brickman Group Holdings, Inc.</b>	
1,404	Term Loan, 2.25%, Maturing January 23, 2014	1,335,719
	<b>Building Materials Corp. of America</b>	
1,868	Term Loan, 3.01%, Maturing February 22, 2014	1,832,233
	<b>Epco/Fantome, LLC</b>	
1,659	Term Loan, 2.89%, Maturing November 23, 2010	1,526,280
	<b>Forestar USA Real Estate Group, Inc.</b>	
311	Revolving Loan, 1.73%, Maturing December 1, 2010 <sup>(4)</sup>	283,369
2,854	Term Loan, 5.24%, Maturing December 1, 2010	2,768,715
	<b>Metroflag BP, LLC</b>	
700	Term Loan - Second Lien, 0.00%, Maturing October 31, 2009 <sup>(5)(6)</sup>	0

		<b>NCI Building Systems, Inc.</b>	
	703	Term Loan, 8.00%, Maturing June 18, 2010	685,071
		<b>Panolam Industries Holdings, Inc.</b>	
	1,155	Term Loan, 8.25%, Maturing December 31, 2013	1,050,634
		<b>Realogy Corp.</b>	
	1,169	Term Loan, 3.23%, Maturing September 1, 2014	1,042,906
	4,340	Term Loan, 3.26%, Maturing September 1, 2014	3,873,653
		<b>Sanitec Europe OY</b>	
EUR	387	Term Loan, 2.50%, Maturing June 25, 2016	408,164
		<b>South Edge, LLC</b>	
	288	Term Loan, 0.00%, Maturing October 31, 2009 <sup>(5)</sup>	115,000
		<b>Standard Pacific Corp.</b>	
	1,260	Term Loan, 2.14%, Maturing May 5, 2013	1,077,300
		<b>WCI Communities, Inc.</b>	
	752	Term Loan, 10.00%, Maturing September 3, 2014 <sup>(3)</sup>	695,403
	1,087	Term Loan, 10.07%, Maturing September 3, 2014	1,087,460
			<b>\$ 19,027,745</b>



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<b>Principal Amount*</b> (000 s omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
<b>Business Equipment</b>	<b>and Services 3.8%</b>	
	<b>Activant Solutions, Inc.</b>	
837	Term Loan, 2.31%, Maturing May 1, 2013	\$ 799,918
	<b>Affiliated Computer Services</b>	
292	Term Loan, 2.23%, Maturing March 20, 2013	291,649
1,857	Term Loan, 2.24%, Maturing March 20, 2013	1,852,475
	<b>Affinion Group, Inc.</b>	
4,275	Term Loan, 2.73%, Maturing October 17, 2012	4,162,696
	<b>Allied Barton Security Service</b>	
1,112	Term Loan, 6.75%, Maturing February 21, 2015	1,128,683
	<b>Education Management, LLC</b>	
4,822	Term Loan, 2.17%, Maturing June 1, 2013	4,640,417
	<b>Euronet Worldwide, Inc.</b>	
1,822	Term Loan, 2.25%, Maturing April 4, 2012	1,753,257
	<b>Info USA, Inc.</b>	
301	Term Loan, 2.01%, Maturing February 14, 2012	292,003
	<b>Information Resources, Inc.</b>	
1,695	Term Loan, 2.17%, Maturing May 7, 2014	1,622,572
	<b>Intergraph Corp.</b>	
1,000	Term Loan, 2.26%, Maturing May 29, 2014	981,875
1,000	Term Loan - Second Lien, 6.26%, Maturing November 29, 2014	964,375
	<b>iPayment, Inc.</b>	
1,941	Term Loan, 2.25%, Maturing May 10, 2013	1,833,807
	<b>Kronos, Inc.</b>	
1,484	Term Loan, 2.25%, Maturing June 11, 2014	1,412,974
	<b>Mitchell International, Inc.</b>	
1,500	Term Loan - Second Lien, 5.74%, Maturing March 28, 2015	1,245,000
	<b>N.E.W. Holdings I, LLC</b>	
2,443	Term Loan, 2.74%, Maturing May 22, 2014	2,341,634
	<b>Protection One, Inc.</b>	
279	Term Loan, 2.48%, Maturing March 31, 2012	267,899
1,582	Term Loan, 4.50%, Maturing March 31, 2014	1,521,587
	<b>Quantum Corp.</b>	
291	Term Loan, 4.21%, Maturing July 12, 2014	272,518
	<b>Quintiles Transnational Corp.</b>	
1,200	Term Loan, 2.25%, Maturing March 31, 2013	1,164,701
1,725	Term Loan - Second Lien, 4.43%, Maturing March 31, 2014	1,673,250
	<b>Sabre, Inc.</b>	
6,636	Term Loan, 2.49%, Maturing September 30, 2014	5,948,871
	<b>Safenet, Inc.</b>	
980	Term Loan, 2.73%, Maturing April 12, 2014	940,704
	<b>Serena Software, Inc.</b>	
1,558	Term Loan, 2.26%, Maturing March 10, 2013	1,444,803
	<b>Sitel (Client Logic)</b>	
1,707	Term Loan, 5.75%, Maturing January 29, 2014	1,579,428

		<b>Solera Holdings, LLC</b>	
EUR	1,079	Term Loan, 2.45%, Maturing May 15, 2014	1,439,758
		<b>SunGard Data Systems, Inc.</b>	
	453	Term Loan, 2.00%, Maturing February 11, 2013	438,778
	12,788	Term Loan, 3.98%, Maturing February 28, 2016	12,607,041
		<b>Travelport, LLC</b>	
	1,779	Term Loan, 2.75%, Maturing August 23, 2013	1,705,284
	357	Term Loan, 2.75%, Maturing August 23, 2013	342,166
EUR	1,052	Term Loan, 2.95%, Maturing August 23, 2013	1,408,215
		<b>U.S. Security Holdings, Inc.</b>	
	854	Term Loan, 2.74%, Maturing May 8, 2013	830,723
		<b>Valassis Communications, Inc.</b>	
	401	Term Loan, 2.01%, Maturing March 2, 2014	390,797
	1,746	Term Loan, 2.09%, Maturing March 2, 2014	1,702,688

**Table of Contents****Principal  
Amount\***

<b>(000 s omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>VWR International, Inc.</b>	
2,313	Term Loan, 2.73%, Maturing June 28, 2013	\$ 2,160,114
	<b>West Corp.</b>	
2,692	Term Loan, 2.68%, Maturing October 24, 2013	2,596,838
3,910	Term Loan, 4.16%, Maturing July 15, 2016	3,878,998
		<b>\$ 69,638,496</b>
	<b>Cable and Satellite Television 3.6%</b>	
	<b>Atlantic Broadband Finance, LLC</b>	
2,434	Term Loan, 6.75%, Maturing June 8, 2013	\$ 2,438,482
91	Term Loan, 2.51%, Maturing September 1, 2013	89,030
	<b>Bragg Communications, Inc.</b>	
1,579	Term Loan, 2.79%, Maturing August 31, 2014	1,562,827
	<b>Bresnan Broadband Holdings, LLC</b>	
1,712	Term Loan, 2.25%, Maturing March 29, 2014	1,670,687
775	Term Loan - Second Lien, 4.85%, Maturing March 29, 2014	749,812
	<b>Cequel Communications, LLC</b>	
846	Term Loan, 2.26%, Maturing November 5, 2013	807,664
1,708	Term Loan, 6.26%, Maturing May 5, 2014	1,726,307
2,175	Term Loan - Second Lien, 4.74%, Maturing May 5, 2014	2,134,995
	<b>Charter Communications Operating, Inc.</b>	
14,723	Term Loan, 2.26%, Maturing April 28, 2013	13,734,749
	<b>CSC Holdings, Inc.</b>	
2,677	Term Loan, 2.01%, Maturing March 29, 2013	2,615,640
	<b>CW Media Holdings, Inc.</b>	
1,845	Term Loan, 3.50%, Maturing February 15, 2015	1,728,133
	<b>DirectTV Holdings, LLC</b>	
1,804	Term Loan, 1.74%, Maturing April 13, 2013	1,793,673
	<b>Insight Midwest Holdings, LLC</b>	
4,742	Term Loan, 2.25%, Maturing April 6, 2014	4,586,285
	<b>MCC Iowa, LLC</b>	
320	Term Loan, 1.74%, Maturing March 31, 2010	318,400
2,378	Term Loan, 1.98%, Maturing January 31, 2015	2,253,124
	<b>Mediacom Illinois, LLC</b>	
4,694	Term Loan, 1.98%, Maturing January 31, 2015	4,444,241
	<b>ProSiebenSat.1 Media AG</b>	
EUR 822	Term Loan, 3.43%, Maturing March 2, 2015	842,209
EUR 48	Term Loan, 2.64%, Maturing June 26, 2015	59,396
EUR 1,187	Term Loan, 2.68%, Maturing June 26, 2015	1,463,569
EUR 822	Term Loan, 3.70%, Maturing March 2, 2016	842,209
	<b>UPC Broadband Holding B.V.</b>	
1,815	Term Loan, 2.23%, Maturing December 31, 2014	1,746,758
985	Term Loan, 3.98%, Maturing December 31, 2016	970,268
EUR 4,531	Term Loan, 4.23%, Maturing December 31, 2016	5,942,743

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EUR	3,269	Term Loan, 5.01%, Maturing December 31, 2017	4,301,696
		<b>Virgin Media Investment Holding</b>	
	2,303	Term Loan, 3.75%, Maturing March 30, 2012	2,302,974
		<b>YPSO Holding SA</b>	
EUR	574	Term Loan, 4.43%, Maturing July 28, 2014 <sup>(3)</sup>	693,490
EUR	1,488	Term Loan, 4.43%, Maturing July 28, 2014 <sup>(3)</sup>	1,796,989
EUR	937	Term Loan, 4.46%, Maturing July 28, 2014 <sup>(3)</sup>	1,131,483
			<b>\$ 64,747,833</b>

**Chemicals and Plastics 2.5%**

		<b>Arizona Chemical, Inc.</b>	
	1,265	Term Loan, 2.24%, Maturing February 28, 2013	\$ 1,217,202
	500	Term Loan - Second Lien, 5.75%, Maturing February 28, 2014	473,750
		<b>Ashland, Inc.</b>	
	862	Term Loan, 8.00%, Maturing November 20, 2014	873,571

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<b>Principal Amount*</b> (000 \$ omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Brenntag Holding GmbH and Co. KG</b>	
1,588	Term Loan, 2.00%, Maturing December 23, 2013	\$ 1,555,866
480	Term Loan, 2.01%, Maturing December 23, 2013	470,154
377	Term Loan, 2.00%, Maturing January 20, 2014	369,705
1,300	Term Loan - Second Lien, 4.25%, Maturing December 23, 2015	1,271,214
	<b>Celanese Holdings, LLC</b>	
5,908	Term Loan, 2.00%, Maturing April 2, 2014	5,703,830
	<b>Cognis GmbH</b>	
EUR 1,084	Term Loan, 2.73%, Maturing September 15, 2013	1,463,148
EUR 266	Term Loan, 2.73%, Maturing September 15, 2013	358,322
	<b>Columbian Chemicals Acquisition</b>	
857	Term Loan, 6.48%, Maturing March 16, 2013	801,576
	<b>Hexion Specialty Chemicals, Inc.</b>	
394	Term Loan, 2.56%, Maturing May 5, 2013	375,512
1,815	Term Loan, 2.56%, Maturing May 5, 2013	1,728,653
4,838	Term Loan, 4.12%, Maturing May 5, 2013	4,644,000
	<b>Huish Detergents, Inc.</b>	
1,243	Term Loan, 2.01%, Maturing April 26, 2014	1,205,831
	<b>Huntsman International, LLC</b>	
3,465	Term Loan, 2.00%, Maturing August 16, 2012	3,320,493
	<b>INEOS Group</b>	
EUR 800	Term Loan, 5.56%, Maturing December 14, 2011	1,038,489
EUR 141	Term Loan, 5.73%, Maturing December 14, 2011	183,602
EUR 141	Term Loan, 8.02%, Maturing December 14, 2011	183,602
EUR 800	Term Loan, 10.25%, Maturing December 14, 2011	1,038,623
231	Term Loan, 9.50%, Maturing December 14, 2013	215,049
231	Term Loan, 10.00%, Maturing December 14, 2014	215,049
	<b>ISP Chemco, Inc.</b>	
1,935	Term Loan, 2.00%, Maturing June 4, 2014	1,846,399
	<b>Kranton Polymers, LLC</b>	
2,112	Term Loan, 2.25%, Maturing May 12, 2013	2,027,095
	<b>MacDermid, Inc.</b>	
EUR 872	Term Loan, 2.68%, Maturing April 12, 2014	976,542
	<b>Millenium Inorganic Chemicals</b>	
467	Term Loan, 2.50%, Maturing April 30, 2014	441,668
1,375	Term Loan - Second Lien, 6.00%, Maturing October 31, 2014	1,175,625
	<b>Momentive Performance Material</b>	
1,882	Term Loan, 2.50%, Maturing December 4, 2013	1,749,591
	<b>Nalco Co.</b>	
834	Term Loan, 2.15%, Maturing November 4, 2010	834,174
2,488	Term Loan, 6.50%, Maturing May 6, 2016	2,528,544
	<b>Rockwood Specialties Group, Inc.</b>	
3,569	Term Loan, 6.00%, Maturing May 15, 2014	3,604,814
	<b>Schoeller Arca Systems Holding</b>	
EUR 824	Term Loan, 5.07%, Maturing November 16, 2015	742,718

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EUR	887	Term Loan, 5.08%, Maturing November 16, 2015	799,237
EUR	289	Term Loan, 5.21%, Maturing November 16, 2015	260,495
			<b>\$ 45,694,143</b>

**Clothing/Textiles 0.1%**

		<b>St. John Knits International, Inc.</b>	
	1,118	Term Loan, 9.25%, Maturing March 23, 2012	\$ 1,034,574
		<b>The William Carter Co.</b>	
	1,141	Term Loan, 1.75%, Maturing July 14, 2012	1,132,373
			<b>\$ 2,166,947</b>

**Conglomerates 0.9%**

		<b>Amsted Industries, Inc.</b>	
	1,438	Term Loan, 2.25%, Maturing October 15, 2010	\$ 1,378,375
		<b>Blount, Inc.</b>	
	370	Term Loan, 5.52%, Maturing February 9, 2012	370,920

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<b>Principal Amount*</b> (000 \$ omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Doncasters (Dunde HoldCo 4 Ltd.)</b>	
	561 Term Loan, 4.25%, Maturing July 13, 2015	\$ 494,485
	561 Term Loan, 4.76%, Maturing July 13, 2015	494,485
GBP	734 Term Loan - Second Lien, 6.70%, Maturing January 13, 2016	921,646
	<b>Jarden Corp.</b>	
	886 Term Loan, 2.00%, Maturing January 24, 2012	880,911
	490 Term Loan, 2.00%, Maturing January 24, 2012	484,495
	<b>Manitowoc Company, Inc. (The)</b>	
	1,214 Term Loan, 7.50%, Maturing August 21, 2014	1,211,716
	<b>Polymer Group, Inc.</b>	
	3,248 Term Loan, 7.00%, Maturing November 22, 2014	3,284,397
	<b>RBS Global, Inc.</b>	
	412 Term Loan, 2.50%, Maturing July 19, 2013	383,736
	2,682 Term Loan, 2.86%, Maturing July 19, 2013	2,537,811
	<b>RGIS Holdings, LLC</b>	
	1,829 Term Loan, 2.75%, Maturing April 30, 2014	1,700,690
	91 Term Loan, 2.75%, Maturing April 30, 2014	85,035
	<b>US Investigations Services, Inc.</b>	
	2,590 Term Loan, 3.26%, Maturing February 21, 2015	2,378,151
	<b>Vertrue, Inc.</b>	
	813 Term Loan, 3.27%, Maturing August 16, 2014	650,004
		<b>\$ 17,256,857</b>
	<b>Containers and Glass Products 1.7%</b>	
	<b>Berry Plastics Corp.</b>	
	4,563 Term Loan, 2.26%, Maturing April 3, 2015	\$ 4,138,435
	<b>Celanese AG</b>	
EUR	1,945 Term Loan, 2.48%, Maturing April 6, 2011	2,620,895
	<b>Consolidated Container Co.</b>	
	1,000 Term Loan - Second Lien, 5.76%, Maturing September 28, 2014	855,000
	<b>Crown Americas, Inc.</b>	
	672 Term Loan, 2.00%, Maturing November 15, 2012	666,400
	<b>Graham Packaging Holdings Co.</b>	
	461 Term Loan, 2.50%, Maturing October 7, 2011	458,458
	4,615 Term Loan, 6.75%, Maturing April 5, 2014	4,664,013
	<b>Graphic Packaging International, Inc.</b>	
	6,510 Term Loan, 2.25%, Maturing May 16, 2014	6,337,185
	<b>JSG Acquisitions</b>	
EUR	797 Term Loan, 3.99%, Maturing December 31, 2014	1,098,545
EUR	788 Term Loan, 4.18%, Maturing December 31, 2014	1,087,230
	<b>Kranson Industries, Inc.</b>	
	1,090 Term Loan, 2.49%, Maturing July 31, 2013	1,029,305
	<b>Owens-Brockway Glass Container</b>	
	2,013 Term Loan, 1.75%, Maturing June 14, 2013	1,971,282

<b>Smurfit Kappa Acquisitions</b>			
EUR	115	Term Loan, 4.11%, Maturing December 31, 2014	158,122
EUR	138	Term Loan, 4.20%, Maturing December 31, 2014	189,851
<b>Smurfit-Stone Container Corp.</b>			
	1,810	Revolving Loan, 2.86%, Maturing July 28, 2010	1,809,707
	601	Revolving Loan, 3.23%, Maturing July 28, 2010	600,664
	236	Term Loan, 2.50%, Maturing November 1, 2011	234,343
	414	Term Loan, 2.50%, Maturing November 1, 2011	410,921
	780	Term Loan, 2.50%, Maturing November 1, 2011	775,089
	364	Term Loan, 4.50%, Maturing November 1, 2011	361,082
<b>Tegant Holding Corp.</b>			
	1,945	Term Loan, 3.55%, Maturing March 8, 2013	1,701,875
			<b>\$ 31,168,402</b>



**Table of Contents****Principal  
Amount\***

<b>(000 s omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
<b>Cosmetics/Toiletries 0.2%</b>		
	<b>American Safety Razor Co.</b>	
1,000	Term Loan - Second Lien, 6.55%, Maturing July 31, 2014	\$ 547,500
	<b>Bausch &amp; Lomb, Inc.</b>	
605	Term Loan, 3.50%, Maturing April 30, 2015	585,799
147	Term Loan, 3.50%, Maturing April 30, 2015	142,256
	<b>KIK Custom Products, Inc.</b>	
1,400	Term Loan - Second Lien, 5.26%, Maturing November 30, 2014	889,000
	<b>Prestige Brands, Inc.</b>	
1,752	Term Loan, 2.49%, Maturing April 7, 2011	1,734,138
		<b>\$ 3,898,693</b>
<b>Drugs 0.1%</b>		
	<b>Graceway Pharmaceuticals, LLC</b>	
1,276	Term Loan, 2.99%, Maturing May 3, 2012	\$ 1,063,694
300	Term Loan, 8.48%, Maturing November 3, 2013	112,500
1,000	Term Loan - Second Lien, 6.73%, Maturing May 3, 2013	532,500
	<b>Pharmaceutical Holdings Corp.</b>	
389	Term Loan, 3.55%, Maturing January 30, 2012	369,125
		<b>\$ 2,077,819</b>
<b>Ecological Services and Equipment 0.4%</b>		
	<b>Big Dumpster Merger Sub, Inc.</b>	
833	Term Loan, 2.49%, Maturing February 5, 2013	\$ 653,382
	<b>Blue Waste B.V. (AVR Acquisition)</b>	
EUR 1,000	Term Loan, 2.68%, Maturing April 1, 2015	1,308,855
	<b>Environmental Systems Products Holdings, Inc.</b>	
405	Term Loan - Second Lien, 13.50%, Maturing December 12, 2010	371,009
	<b>IESI Corp.</b>	
3,465	Term Loan, 2.00%, Maturing January 20, 2012	3,360,765
	<b>Sensus Metering Systems, Inc.</b>	
698	Term Loan, 7.00%, Maturing June 3, 2013	700,941
	<b>Wastequip, Inc.</b>	
962	Term Loan, 2.49%, Maturing February 5, 2013	754,555
		<b>\$ 7,149,507</b>
<b>Electronics/Electrical 1.8%</b>		
	<b>Aspect Software, Inc.</b>	
1,519	Term Loan, 3.25%, Maturing July 11, 2011	\$ 1,457,975
2,350	Term Loan - Second Lien, 7.35%, Maturing July 11, 2013	2,185,500
	<b>Freescale Semiconductor, Inc.</b>	
5,467	Term Loan, 2.00%, Maturing December 1, 2013	4,920,550

	<b>Infor Enterprise Solutions Holdings</b>	
1,758	Term Loan, 3.99%, Maturing July 28, 2012	1,648,205
3,370	Term Loan, 4.00%, Maturing July 28, 2012	3,159,060
500	Term Loan, 5.74%, Maturing March 2, 2014	415,000
317	Term Loan - Second Lien, 6.48%, Maturing March 2, 2014	261,250
183	Term Loan - Second Lien, 6.48%, Maturing March 2, 2014	142,313
	<b>Network Solutions, LLC</b>	
2,527	Term Loan, 2.51%, Maturing March 7, 2014	2,290,044
	<b>Open Solutions, Inc.</b>	
2,383	Term Loan, 2.45%, Maturing January 23, 2014	2,122,904
	<b>Sensata Technologies Finance Co.</b>	
5,783	Term Loan, 2.00%, Maturing April 27, 2013	5,268,399
	<b>Spectrum Brands, Inc.</b>	
132	Term Loan, 1.73%, Maturing March 30, 2013	132,436
2,587	Term Loan, 8.00%, Maturing March 30, 2013	2,587,148
	<b>SS&amp;C Technologies, Inc.</b>	
1,706	Term Loan, 2.26%, Maturing November 23, 2012	1,638,216
	<b>VeriFone, Inc.</b>	
926	Term Loan, 3.00%, Maturing October 31, 2013	912,298

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Amount\***

<b>(000 \$ omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Vertafore, Inc.</b>	
2,420	Term Loan, 5.50%, Maturing July 31, 2014	\$ 2,329,148
975	Term Loan - Second Lien, 6.29%, Maturing January 31, 2013	887,250
		<b>\$ 32,357,696</b>
<b>Equipment Leasing</b>	<b>0.2%</b>	
	<b>Hertz Corp.</b>	
689	Term Loan, 1.73%, Maturing December 21, 2012	\$ 672,405
3,744	Term Loan, 2.13%, Maturing December 21, 2012	3,654,041
		<b>\$ 4,326,446</b>
<b>Farming/Agriculture</b>	<b>0.3%</b>	
	<b>BF Bolthouse HoldCo, LLC</b>	
2,439	Term Loan, 5.51%, Maturing December 16, 2012	\$ 2,416,992
1,475	Term Loan - Second Lien, 9.00%, Maturing December 16, 2013	1,444,885
	<b>Central Garden &amp; Pet Co.</b>	
2,270	Term Loan, 1.76%, Maturing February 28, 2014	2,156,847
		<b>\$ 6,018,724</b>
<b>Financial Intermediaries</b>	<b>0.6%</b>	
	<b>Citco III, Ltd.</b>	
2,238	Term Loan, 4.48%, Maturing June 30, 2014	\$ 2,170,864
	<b>Grosvenor Capital Management</b>	
656	Term Loan, 2.25%, Maturing December 5, 2013	596,715
	<b>Jupiter Asset Management Group</b>	
GBP 575	Term Loan, 2.74%, Maturing June 30, 2015	868,478
	<b>Lender Processing Services, Inc.</b>	
990	Term Loan, 2.73%, Maturing July 2, 2014	990,774
	<b>LPL Holdings, Inc.</b>	
4,993	Term Loan, 2.00%, Maturing December 18, 2014	4,778,797
	<b>Nuveen Investments, Inc.</b>	
631	Term Loan, 3.43%, Maturing November 2, 2014	558,670
	<b>RJO Holdings Corp. (RJO Brien)</b>	
643	Term Loan, 5.25%, Maturing July 31, 2014 <sup>(3)</sup>	427,452
		<b>\$ 10,391,750</b>
<b>Food Products</b>	<b>1.5%</b>	
	<b>Acosta, Inc.</b>	
2,919	Term Loan, 2.49%, Maturing July 28, 2013	\$ 2,787,764
	<b>Advantage Sales &amp; Marketing, Inc.</b>	
3,847	Term Loan, 2.26%, Maturing March 29, 2013	3,677,252

	<b>American Seafoods Group, LLC</b>	
865	Term Loan, 4.00%, Maturing September 30, 2011	787,028
	<b>Dean Foods Co.</b>	
5,786	Term Loan, 1.74%, Maturing April 2, 2014	5,629,663
	<b>Mafco Worldwide Corp.</b>	
753	Term Loan, 2.24%, Maturing December 8, 2011	726,684
	<b>Michael Foods, Inc.</b>	
1,192	Term Loan, 6.50%, Maturing April 30, 2014	1,205,839
	<b>Pinnacle Foods Finance, LLC</b>	
7,230	Term Loan, 2.99%, Maturing April 2, 2014	6,864,965
	<b>Provimi Group SA</b>	
231	Term Loan, 2.48%, Maturing June 28, 2015	219,802
188	Term Loan, 2.48%, Maturing June 28, 2015	178,610
EUR 243	Term Loan, 2.68%, Maturing June 28, 2015	320,307
EUR 540	Term Loan, 2.68%, Maturing June 28, 2015	711,840
EUR 402	Term Loan, 2.71%, Maturing June 28, 2015	529,753
EUR 419	Term Loan, 2.71%, Maturing June 28, 2015	552,010
	<b>Reddy Ice Group, Inc.</b>	
3,130	Term Loan, 2.00%, Maturing August 9, 2012	2,944,807
		<b>\$ 27,136,324</b>

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<b>Principal Amount*</b> (000 s omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
<b>Food Service 1.0%</b>		
	<b>AFC Enterprises, Inc.</b>	
477	Term Loan, 7.00%, Maturing May 11, 2011	\$ 480,307
	<b>Aramark Corp.</b>	
383	Term Loan, 2.14%, Maturing January 26, 2014	367,793
5,820	Term Loan, 2.18%, Maturing January 26, 2014	5,586,870
GBP 970	Term Loan, 2.73%, Maturing January 27, 2014	1,440,070
	<b>Buffets, Inc.</b>	
145	Term Loan, 7.65%, Maturing November 1, 2013 <sup>(3)</sup>	128,760
741	Term Loan - Second Lien, 17.75%, Maturing November 1, 2013 <sup>(3)</sup>	659,319
	<b>Burger King Corp.</b>	
1,692	Term Loan, 1.98%, Maturing June 30, 2012	1,681,189
	<b>CBRL Group, Inc.</b>	
1,268	Term Loan, 1.98%, Maturing April 27, 2013	1,225,791
766	Term Loan, 2.85%, Maturing April 27, 2016	745,261
	<b>Denny s, Inc.</b>	
133	Term Loan, 1.71%, Maturing March 31, 2012	128,525
353	Term Loan, 2.51%, Maturing March 31, 2012	342,733
	<b>JRD Holdings, Inc.</b>	
1,823	Term Loan, 2.50%, Maturing June 26, 2014	1,768,016
	<b>Maine Beverage Co., LLC</b>	
424	Term Loan, 2.00%, Maturing June 30, 2010	400,887
	<b>NPC International, Inc.</b>	
461	Term Loan, 2.01%, Maturing May 3, 2013	442,954
	<b>OSI Restaurant Partners, LLC</b>	
85	Term Loan, 1.73%, Maturing May 9, 2013	76,366
931	Term Loan, 2.58%, Maturing May 9, 2014	840,278
	<b>QCE Finance, LLC</b>	
970	Term Loan, 2.59%, Maturing May 5, 2013	835,283
1,225	Term Loan - Second Lien, 6.22%, Maturing November 5, 2013	731,937
	<b>Sagittarius Restaurants, LLC</b>	
438	Term Loan, 9.75%, Maturing March 29, 2013	427,167
		<b>\$ 18,309,506</b>
<b>Food/Drug Retailers 1.1%</b>		
	<b>General Nutrition Centers, Inc.</b>	
2,920	Term Loan, 2.53%, Maturing September 16, 2013	\$ 2,814,427
	<b>Iceland Foods Group, Ltd.</b>	
GBP 2,150	Term Loan, 3.14%, Maturing May 2, 2015	3,395,251
GBP 557	Term Loan, 9.27%, Maturing May 2, 2016 <sup>(3)</sup>	880,542
	<b>Pantry, Inc. (The)</b>	
1,115	Term Loan, 1.76%, Maturing May 15, 2014	1,060,726
321	Term Loan, 1.79%, Maturing May 15, 2014	305,396
	<b>Rite Aid Corp.</b>	

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5,416	Term Loan, 2.00%, Maturing June 1, 2014	4,865,494
2,227	Term Loan, 6.00%, Maturing June 4, 2014	2,115,032
1,000	Term Loan, 9.50%, Maturing June 4, 2014	1,048,750
	<b>Roundy s Supermarkets, Inc.</b>	
3,722	Term Loan, 6.25%, Maturing November 3, 2013	3,712,267
		<b>\$ 20,197,885</b>

**Forest Products 0.5%**

	<b>Appleton Papers, Inc.</b>	
1,807	Term Loan, 6.73%, Maturing June 5, 2014	\$ 1,793,594
	<b>Georgia-Pacific Corp.</b>	
5,223	Term Loan, 2.26%, Maturing December 20, 2012	5,129,811
1,308	Term Loan, 3.50%, Maturing December 23, 2014	1,308,948
		<b>\$ 8,232,353</b>

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<b>Principal Amount*</b> (000 s omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
<b>Health Care 4.3%</b>		
	<b>American Medical Systems</b>	
649	Term Loan, 2.50%, Maturing July 20, 2012	\$ 631,299
	<b>AMR HoldCo, Inc.</b>	
1,944	Term Loan, 2.24%, Maturing February 10, 2012	1,885,383
	<b>Biomet, Inc.</b>	
3,910	Term Loan, 3.25%, Maturing December 26, 2014	3,820,805
EUR 1,735	Term Loan, 3.56%, Maturing December 26, 2014	2,386,417
	<b>Cardinal Health 409, Inc.</b>	
2,145	Term Loan, 2.49%, Maturing April 10, 2014	1,962,675
	<b>Carestream Health, Inc.</b>	
3,930	Term Loan, 2.23%, Maturing April 30, 2013	3,734,620
1,000	Term Loan - Second Lien, 5.50%, Maturing October 30, 2013	877,083
	<b>Carl Zeiss Vision Holding GmbH</b>	
1,300	Term Loan, 2.73%, Maturing March 23, 2015	1,001,407
	<b>Catalent Pharma Solutions</b>	
EUR 1,950	Term Loan, 2.73%, Maturing April 10, 2014	2,419,788
	<b>Community Health Systems, Inc.</b>	
9,647	Term Loan, 2.51%, Maturing July 25, 2014	9,131,317
493	Term Loan, 2.51%, Maturing July 25, 2014	466,890
	<b>Concentra, Inc.</b>	
898	Term Loan - Second Lien, 5.99%, Maturing June 25, 2015 <sup>(3)</sup>	785,922
	<b>ConMed Corp.</b>	
594	Term Loan, 1.80%, Maturing April 13, 2013	564,439
	<b>CRC Health Corp.</b>	
578	Term Loan, 2.50%, Maturing February 6, 2013	542,220
629	Term Loan, 2.50%, Maturing February 6, 2013	590,356
	<b>DaVita, Inc.</b>	
5,425	Term Loan, 1.81%, Maturing October 5, 2012	5,314,584
	<b>DJO Finance, LLC</b>	
929	Term Loan, 3.23%, Maturing May 15, 2014	903,384
	<b>Fenwal, Inc.</b>	
145	Term Loan, 2.51%, Maturing February 28, 2014	126,999
848	Term Loan, 2.51%, Maturing February 28, 2014	741,036
	<b>Fresenius Medical Care Holdings</b>	
3,481	Term Loan, 1.74%, Maturing March 31, 2013	3,407,491
	<b>Hanger Orthopedic Group, Inc.</b>	
1,525	Term Loan, 2.24%, Maturing May 30, 2013	1,491,479
	<b>HCA, Inc.</b>	
6,619	Term Loan, 2.50%, Maturing November 18, 2013	6,304,287
	<b>Health Management Association, Inc.</b>	
5,633	Term Loan, 2.01%, Maturing February 28, 2014	5,361,752
	<b>HealthSouth Corp.</b>	
986	Term Loan, 2.52%, Maturing March 10, 2013	964,030
812	Term Loan, 4.02%, Maturing March 15, 2014	805,782

	<b>Iasis Healthcare, LLC</b>	
113	Term Loan, 2.23%, Maturing March 14, 2014	108,033
417	Term Loan, 2.23%, Maturing March 14, 2014	399,048
1,205	Term Loan, 2.23%, Maturing March 14, 2014	1,153,059
	<b>Ikaria Acquisition, Inc.</b>	
691	Term Loan, 2.50%, Maturing March 28, 2013	651,240
	<b>IM U.S. Holdings, LLC</b>	
900	Term Loan - Second Lien, 4.50%, Maturing June 26, 2015	872,437
	<b>inVentiv Health, Inc.</b>	
1,183	Term Loan, 2.01%, Maturing July 6, 2014	1,125,436
	<b>LifePoint Hospitals, Inc.</b>	
2,901	Term Loan, 1.98%, Maturing April 15, 2012	2,851,154
	<b>MultiPlan Merger Corp.</b>	
607	Term Loan, 2.73%, Maturing April 12, 2013	580,968
1,111	Term Loan, 2.75%, Maturing April 12, 2013	1,063,402



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<b>Principal Amount*</b> (000 \$ omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Mylan, Inc.</b>	
744	Term Loan, 3.59%, Maturing October 2, 2014	\$ 736,661
	<b>National Mentor Holdings, Inc.</b>	
81	Term Loan, 2.23%, Maturing June 29, 2013	73,486
1,321	Term Loan, 2.28%, Maturing June 29, 2013	1,195,408
	<b>National Renal Institutes, Inc.</b>	
1,738	Term Loan, 10.00%, Maturing March 31, 2013 <sup>(3)</sup>	1,668,074
	<b>Nyco Holdings</b>	
EUR 920	Term Loan, 2.86%, Maturing December 29, 2014	1,229,804
EUR 920	Term Loan, 3.71%, Maturing December 29, 2015	1,229,804
	<b>Physiotherapy Associates, Inc.</b>	
1,050	Term Loan, 7.50%, Maturing June 27, 2013	824,254
	<b>RadNet Management, Inc.</b>	
703	Term Loan, 4.68%, Maturing November 15, 2012	678,645
	<b>ReAble Therapeutics Finance, LLC</b>	
1,111	Term Loan, 2.26%, Maturing November 16, 2013	1,087,870
	<b>Renal Advantage, Inc.</b>	
1	Term Loan, 2.76%, Maturing October 5, 2012	912
	<b>Select Medical Holdings Corp.</b>	
1,505	Term Loan, 4.05%, Maturing August 5, 2014	1,486,351
1,206	Term Loan, 4.06%, Maturing August 5, 2014	1,192,489
	<b>Sunrise Medical Holdings, Inc.</b>	
1,287	Term Loan, 8.25%, Maturing May 13, 2010	1,068,274
	<b>Vanguard Health Holding Co., LLC</b>	
926	Term Loan, 2.50%, Maturing September 23, 2011	926,730
	<b>Viant Holdings, Inc.</b>	
746	Term Loan, 2.52%, Maturing June 25, 2014	734,913
		<b>\$ 79,159,897</b>
<b>Home Furnishings</b>	<b>0.3%</b>	
	<b>Hunter Fan Co.</b>	
614	Term Loan, 2.74%, Maturing April 16, 2014	\$ 493,607
	<b>Interline Brands, Inc.</b>	
334	Term Loan, 1.98%, Maturing June 23, 2013	308,568
1,225	Term Loan, 2.01%, Maturing June 23, 2013	1,133,520
	<b>National Bedding Co., LLC</b>	
2,306	Term Loan, 2.38%, Maturing August 31, 2011	2,225,217
1,050	Term Loan - Second Lien, 5.50%, Maturing August 31, 2012	937,125
	<b>Oreck Corp.</b>	
1,777	Term Loan, 0.00%, Maturing February 2, 2012 <sup>(2)(6)</sup>	638,002
	<b>Simmons Co.</b>	
1,090	Term Loan, 7.50%, Maturing February 15, 2012 <sup>(3)</sup>	6,814
		<b>\$ 5,742,853</b>

**Industrial Equipment 1.4%**

		<b>Brand Energy and Infrastructure Services, Inc.</b>	
	973	Term Loan, 2.59%, Maturing February 7, 2014	\$ 915,366
	1,051	Term Loan, 3.60%, Maturing February 7, 2014	1,004,839
		<b>CEVA Group PLC U.S.</b>	
	1,418	Term Loan, 3.24%, Maturing January 4, 2014	1,243,943
	171	Term Loan, 3.25%, Maturing January 4, 2014	153,520
EUR	299	Term Loan, 3.43%, Maturing January 4, 2014	372,621
EUR	508	Term Loan, 3.46%, Maturing January 4, 2014	632,753
EUR	625	Term Loan, 3.47%, Maturing January 4, 2014	777,657
EUR	1,597	Term Loan, 3.73%, Maturing January 4, 2014	1,987,734
		<b>EPD Holdings, (Goodyear Engineering Products)</b>	
	2,093	Term Loan, 2.74%, Maturing July 13, 2014	1,796,932
	300	Term Loan, 2.75%, Maturing July 13, 2014	257,361
	1,100	Term Loan - Second Lien, 6.00%, Maturing July 13, 2015	830,500
		<b>Flowserve Corp.</b>	
	2,267	Term Loan, 1.98%, Maturing August 10, 2012	2,241,703

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<b>Principal Amount*</b> (000 \$ omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Generac Acquisition Corp.</b>	
2,650	Term Loan, 2.75%, Maturing November 7, 2013	\$ 2,464,936
500	Term Loan - Second Lien, 6.25%, Maturing April 7, 2014	460,500
	<b>Gleason Corp.</b>	
280	Term Loan, 2.00%, Maturing June 30, 2013	274,754
743	Term Loan, 2.00%, Maturing June 30, 2013	728,431
	<b>Itron, Inc.</b>	
EUR 300	Term Loan, 4.48%, Maturing April 18, 2014	413,432
	<b>Jason, Inc.</b>	
573	Term Loan, 6.00%, Maturing April 30, 2010	375,122
	<b>John Maneely Co.</b>	
3,642	Term Loan, 3.51%, Maturing December 8, 2013	3,497,727
	<b>KION Group GmbH</b>	
250	Term Loan, 3.99%, Maturing December 23, 2014 <sup>(3)</sup>	193,250
250	Term Loan, 4.23%, Maturing December 23, 2015 <sup>(3)</sup>	193,250
	<b>Polypore, Inc.</b>	
4,241	Term Loan, 2.49%, Maturing July 3, 2014	4,060,997
	<b>Sequa Corp.</b>	
794	Term Loan, 3.93%, Maturing November 30, 2014	738,144
	<b>TFS Acquisition Corp.</b>	
893	Term Loan, 14.00%, Maturing August 11, 2013 <sup>(3)</sup>	685,736
		<b>\$ 26,301,208</b>
<b>Insurance 0.7%</b>		
	<b>Alliant Holdings I, Inc.</b>	
1,320	Term Loan, 3.25%, Maturing August 21, 2014	\$ 1,249,245
	<b>Applied Systems, Inc.</b>	
877	Term Loan, 2.73%, Maturing September 26, 2013	837,785
	<b>CCC Information Services Group, Inc.</b>	
1,099	Term Loan, 2.49%, Maturing February 10, 2013	1,064,969
	<b>Conseco, Inc.</b>	
3,540	Term Loan, 7.53%, Maturing October 10, 2013	3,376,142
	<b>Crawford &amp; Company</b>	
1,592	Term Loan, 5.31%, Maturing October 31, 2013	1,551,869
	<b>Crump Group, Inc.</b>	
1,071	Term Loan, 3.25%, Maturing August 4, 2014	966,406
	<b>Hub International Holdings, Inc.</b>	
215	Term Loan, 2.75%, Maturing June 13, 2014	201,430
956	Term Loan, 2.75%, Maturing June 13, 2014	896,140
	<b>U.S.I. Holdings Corp.</b>	
2,664	Term Loan, 3.02%, Maturing May 4, 2014	2,457,159
		<b>\$ 12,601,145</b>

**Leisure Goods/Activities/Movies 2.4%**

	<b>24 Hour Fitness Worldwide, Inc.</b>	
1,944	Term Loan, 2.79%, Maturing June 8, 2012	\$ 1,842,177
	<b>AMC Entertainment, Inc.</b>	
1,694	Term Loan, 1.74%, Maturing January 26, 2013	1,657,674
	<b>AMF Bowling Worldwide, Inc.</b>	
1,300	Term Loan - Second Lien, 6.50%, Maturing December 8, 2013	906,750
	<b>Bombardier Recreational Products</b>	
956	Term Loan, 3.34%, Maturing June 28, 2013	724,537
	<b>Butterfly Wendel US, Inc.</b>	
362	Term Loan, 3.23%, Maturing June 22, 2013	295,368
362	Term Loan, 2.84%, Maturing June 22, 2014	295,463
	<b>Cedar Fair, L.P.</b>	
75	Term Loan, 2.24%, Maturing August 31, 2011	75,286
530	Term Loan, 2.23%, Maturing August 30, 2012	528,586
2,120	Term Loan, 4.24%, Maturing February 17, 2014	2,118,266
376	Term Loan, 4.43%, Maturing February 17, 2014	373,469

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<b>Principal Amount*</b> (000 \$ omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Cinemark, Inc.</b>	
3,717	Term Loan, 2.01%, Maturing October 5, 2013	\$ 3,659,593
	<b>Dave &amp; Buster's, Inc.</b>	
383	Term Loan, 2.50%, Maturing March 8, 2013	378,197
963	Term Loan, 2.50%, Maturing March 8, 2013	951,672
	<b>Deluxe Entertainment Services</b>	
41	Term Loan, 6.22%, Maturing January 28, 2011	39,030
71	Term Loan, 6.25%, Maturing January 28, 2011	66,711
673	Term Loan, 6.25%, Maturing January 28, 2011	635,838
	<b>Mega Blocks, Inc.</b>	
1,454	Term Loan, 9.75%, Maturing July 26, 2012	973,179
	<b>Metro-Goldwyn-Mayer Holdings, Inc.</b>	
3,993	Term Loan, 0.00%, Maturing April 8, 2012 <sup>(2)</sup>	2,409,277
	<b>National CineMedia, LLC</b>	
3,075	Term Loan, 2.02%, Maturing February 13, 2015	2,973,780
	<b>Red Football, Ltd.</b>	
GBP 2,716	Term Loan, 3.06%, Maturing August 16, 2014	4,327,171
GBP 2,716	Term Loan, 3.27%, Maturing August 16, 2015	4,327,171
	<b>Regal Cinemas Corp.</b>	
4,728	Term Loan, 4.01%, Maturing November 10, 2010	4,741,937
	<b>Revolution Studios Distribution Co., LLC</b>	
1,291	Term Loan, 4.00%, Maturing December 21, 2014	1,175,009
1,050	Term Loan - Second Lien, 7.25%, Maturing June 21, 2015	735,000
	<b>Six Flags Theme Parks, Inc.</b>	
4,446	Term Loan, 2.49%, Maturing April 30, 2015	4,392,463
	<b>Southwest Sports Group, LLC</b>	
1,450	Term Loan, 6.75%, Maturing December 22, 2010	1,202,292
	<b>Zuffa, LLC</b>	
1,485	Term Loan, 2.44%, Maturing June 20, 2016	1,405,584
		<b>\$ 43,211,480</b>
	<b>Lodging and Casinos 1.4%</b>	
	<b>Gala Electric Casinos, Ltd.</b>	
GBP 959	Term Loan, 3.73%, Maturing December 12, 2013	\$ 1,436,628
GBP 959	Term Loan, 4.23%, Maturing December 12, 2014	1,436,628
	<b>Green Valley Ranch Gaming, LLC</b>	
632	Term Loan, 2.30%, Maturing February 16, 2014	424,816
	<b>Harrah's Operating Co.</b>	
1,130	Term Loan, 3.25%, Maturing January 28, 2015	937,211
795	Term Loan, 3.25%, Maturing January 28, 2015	657,920
	<b>Herbst Gaming, Inc.</b>	
976	Term Loan, 0.00%, Maturing December 2, 2011 <sup>(2)</sup>	536,935
	<b>Isle of Capri Casinos, Inc.</b>	
996	Term Loan, 1.99%, Maturing November 30, 2013	989,627

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751	Term Loan, 1.99%, Maturing November 30, 2013	746,039
2,490	Term Loan, 2.01%, Maturing November 30, 2013	2,474,067
	<b>LodgeNet Entertainment Corp.</b>	
954	Term Loan, 2.29%, Maturing April 4, 2014	879,718
	<b>New World Gaming Partners, Ltd.</b>	
290	Term Loan, 2.75%, Maturing June 30, 2014	264,815
1,433	Term Loan, 2.75%, Maturing June 30, 2014	1,307,442
	<b>Penn National Gaming, Inc.</b>	
6,711	Term Loan, 2.00%, Maturing October 3, 2012	6,599,147
	<b>Tropicana Entertainment, Inc.</b>	
88	Term Loan, 0.00%, Maturing December 29, 2012 <sup>(4)</sup>	81,882
	<b>Venetian Casino Resort/Las Vegas Sands, Inc.</b>	
1,118	Term Loan, 2.06%, Maturing May 14, 2014	987,898
4,101	Term Loan, 2.06%, Maturing May 23, 2014	3,623,157
	<b>VML US Finance, LLC</b>	
1,919	Term Loan, 4.93%, Maturing May 25, 2013	1,832,301

**Table of Contents****Principal  
Amount\***

<b>(000 s omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Wimar OpCo, LLC</b>	
900	Term Loan, 0.00%, Maturing January 3, 2012 <sup>(2)</sup>	\$ 281,332
		<b>\$ 25,497,563</b>
<b>Nonferrous Metals/Minerals</b>	<b>0.6%</b>	
	<b>Compass Minerals Group, Inc.</b>	
2,714	Term Loan, 1.96%, Maturing December 22, 2012	\$ 2,700,527
	<b>Euramax International, Inc.</b>	
369	Term Loan, 10.00%, Maturing June 29, 2013	287,680
368	Term Loan, 14.00%, Maturing June 29, 2013 <sup>(3)</sup>	286,954
	<b>Noranda Aluminum Acquisition</b>	
1,499	Term Loan, 2.23%, Maturing May 18, 2014	1,304,070
	<b>Novelis, Inc.</b>	
585	Term Loan, 2.24%, Maturing June 28, 2014	556,748
1,287	Term Loan, 2.25%, Maturing June 28, 2014	1,224,894
	<b>Oxbow Carbon and Mineral Holdings</b>	
1,811	Term Loan, 2.25%, Maturing May 8, 2014	1,761,097
	<b>Tube City IMS Corp.</b>	
324	Term Loan, 1.64%, Maturing January 25, 2014	301,446
2,602	Term Loan, 2.50%, Maturing January 25, 2014	2,422,116
		<b>\$ 10,845,532</b>
<b>Oil and Gas</b>	<b>0.5%</b>	
	<b>Atlas Pipeline Partners, L.P.</b>	
1,575	Term Loan, 6.99%, Maturing July 20, 2014	\$ 1,570,728
	<b>Big West Oil, LLC</b>	
456	Term Loan, 4.51%, Maturing May 1, 2014	442,492
573	Term Loan, 4.52%, Maturing May 1, 2014	556,275
	<b>Citgo Petroleum Corp.</b>	
1,874	Term Loan, 1.74%, Maturing November 15, 2012	1,854,924
	<b>Dresser, Inc.</b>	
825	Term Loan, 2.55%, Maturing May 4, 2014	792,816
1,250	Term Loan - Second Lien, 6.24%, Maturing May 4, 2015	1,189,062
	<b>Enterprise GP Holdings, L.P.</b>	
1,519	Term Loan, 2.50%, Maturing October 31, 2014	1,501,911
	<b>Volnay Acquisition Co.</b>	
520	Term Loan, 3.50%, Maturing January 12, 2014	512,200
		<b>\$ 8,420,408</b>
<b>Publishing</b>	<b>2.6%</b>	
	<b>American Media Operations, Inc.</b>	
2,738	Term Loan, 10.00%, Maturing January 31, 2013 <sup>(3)</sup>	\$ 2,589,372

		<b>Aster Zweite Beteiligungs GmbH</b>	
	1,075	Term Loan, 2.95%, Maturing September 27, 2013	1,043,422
EUR	472	Term Loan, 3.29%, Maturing September 27, 2013	637,862
		<b>GateHouse Media Operating, Inc.</b>	
	3,467	Term Loan, 2.24%, Maturing August 28, 2014	1,729,123
	2,683	Term Loan, 2.24%, Maturing August 28, 2014	1,338,190
	975	Term Loan, 2.49%, Maturing August 28, 2014	486,281
		<b>Getty Images, Inc.</b>	
	2,716	Term Loan, 6.25%, Maturing July 2, 2015	2,738,813
		<b>Laureate Education, Inc.</b>	
	428	Term Loan, 3.50%, Maturing August 17, 2014	398,131
	2,861	Term Loan, 3.50%, Maturing August 17, 2014	2,659,998
		<b>MediaNews Group, Inc.</b>	
	919	Term Loan, 6.73%, Maturing August 2, 2013	404,495
		<b>Mediannuaire Holding</b>	
EUR	936	Term Loan, 2.99%, Maturing October 10, 2014	981,635
EUR	935	Term Loan, 3.50%, Maturing October 10, 2015	981,363
		<b>Merrill Communications, LLC</b>	
	1,382	Term Loan, 8.50%, Maturing December 24, 2012	1,185,003



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<b>Principal Amount*</b> (000 \$ omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Nelson Education, Ltd.</b>	
660	Term Loan, 2.75%, Maturing July 5, 2014	\$ 607,028
	<b>Nielsen Finance, LLC</b>	
6,787	Term Loan, 2.24%, Maturing August 9, 2013	6,508,538
	<b>PagesJaunes Group, SA</b>	
EUR 1,000	Term Loan, 5.00%, Maturing April 10, 2016	916,244
	<b>Penton Media, Inc.</b>	
972	Term Loan, 2.50%, Maturing February 1, 2013	728,403
	<b>Philadelphia Newspapers, LLC</b>	
1,039	Term Loan, 0.00%, Maturing June 29, 2013 <sup>(2)</sup>	244,050
	<b>Reader's Digest Association, Inc. (The)</b>	
2,001	Revolving Loan, 4.73%, Maturing March 3, 2014	1,194,177
8,060	Term Loan, 4.25%, Maturing March 3, 2014	4,809,121
718	Term Loan, 7.24%, Maturing March 3, 2014	428,261
	<b>SGS International, Inc.</b>	
728	Term Loan, 2.89%, Maturing December 30, 2011	706,278
	<b>Source Interlink Companies, Inc.</b>	
914	Term Loan, 10.75%, Maturing June 18, 2013	790,325
497	Term Loan, 15.00%, Maturing June 18, 2013 <sup>(3)</sup>	198,691
	<b>Source Media, Inc.</b>	
2,275	Term Loan, 5.48%, Maturing November 8, 2011	2,013,807
	<b>Springer Science+Business Media S.A.</b>	
545	Term Loan, 2.61%, Maturing May 5, 2011	540,643
489	Term Loan, 2.98%, Maturing May 5, 2012	485,228
417	Term Loan, 2.98%, Maturing May 5, 2012	413,092
	<b>TL Acquisitions, Inc.</b>	
3,201	Term Loan, 2.75%, Maturing July 5, 2014	2,850,948
	<b>Tribune Co.</b>	
1,837	Term Loan, 0.00%, Maturing April 10, 2010 <sup>(2)</sup>	1,120,530
2,232	Term Loan, 0.00%, Maturing May 17, 2014 <sup>(2)</sup>	1,403,142
2,990	Term Loan, 0.00%, Maturing May 17, 2014 <sup>(2)</sup>	1,726,074
	<b>Xsys, Inc.</b>	
1,194	Term Loan, 2.89%, Maturing September 27, 2013	1,159,344
EUR 528	Term Loan, 3.28%, Maturing September 27, 2013	712,589
1,277	Term Loan, 2.95%, Maturing September 27, 2014	1,239,589
		<b>\$ 47,969,790</b>
	<b>Radio and Television 2.3%</b>	
	<b>Block Communications, Inc.</b>	
2,016	Term Loan, 2.30%, Maturing December 22, 2011	\$ 1,895,040
	<b>CMP KC, LLC</b>	
956	Term Loan, 6.25%, Maturing May 5, 2013 <sup>(6)</sup>	274,426
	<b>CMP Susquehanna Corp.</b>	
3,037	Term Loan, 2.25%, Maturing May 5, 2013	2,495,508

	<b>Discovery Communications, Inc.</b>	
3,388	Term Loan, 2.25%, Maturing April 30, 2014	3,375,420
	<b>Emmis Operating Co.</b>	
1,010	Term Loan, 4.25%, Maturing November 2, 2013	848,646
	<b>Entravision Communications Corp.</b>	
1,560	Term Loan, 5.52%, Maturing September 29, 2013	1,530,108
	<b>Gray Television, Inc.</b>	
1,278	Term Loan, 3.75%, Maturing January 19, 2015	1,177,386
	<b>HIT Entertainment, Inc.</b>	
1,836	Term Loan, 2.56%, Maturing March 20, 2012	1,613,085
	<b>Intelsat Corp.</b>	
2,203	Term Loan, 2.73%, Maturing January 3, 2014	2,107,255
2,203	Term Loan, 2.73%, Maturing January 3, 2014	2,106,610
2,203	Term Loan, 2.74%, Maturing January 3, 2014	2,106,610

**Table of Contents****Principal  
Amount\***

<b>(000 \$ omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Ion Media Networks, Inc.</b>	
432	DIP Loan, 15.00%, Maturing May 29, 2010 <sup>(6)</sup>	\$ 679,020
3,250	Term Loan, 0.00%, Maturing January 15, 2012 <sup>(2)</sup>	903,230
	<b>NEP II, Inc.</b>	
802	Term Loan, 2.56%, Maturing February 16, 2014	741,632
	<b>Nexstar Broadcasting, Inc.</b>	
2,075	Term Loan, 5.02%, Maturing October 1, 2012	2,031,058
1,962	Term Loan, 5.07%, Maturing October 1, 2012	1,920,124
	<b>Raycom TV Broadcasting, LLC</b>	
1,900	Term Loan, 1.98%, Maturing June 25, 2014	1,662,500
	<b>SFX Entertainment</b>	
1,132	Term Loan, 3.50%, Maturing June 21, 2013	1,092,714
	<b>Sirius Satellite Radio, Inc.</b>	
733	Term Loan, 2.50%, Maturing December 19, 2012	698,302
	<b>Univision Communications, Inc.</b>	
12,650	Term Loan, 2.51%, Maturing September 29, 2014	11,049,775
	<b>Young Broadcasting, Inc.</b>	
2,310	Term Loan, 0.00%, Maturing November 3, 2012 <sup>(2)</sup>	1,849,426
		<b>\$ 42,157,875</b>
<b>Rail Industries</b>	<b>0.2%</b>	
	<b>Kansas City Southern Railway Co.</b>	
3,281	Term Loan, 2.01%, Maturing April 26, 2013	\$ 3,186,671
		<b>\$ 3,186,671</b>
<b>Retailers (Except Food and Drug)</b>	<b>1.1%</b>	
	<b>American Achievement Corp.</b>	
576	Term Loan, 6.31%, Maturing March 25, 2011	\$ 547,508
	<b>Amscan Holdings, Inc.</b>	
705	Term Loan, 2.51%, Maturing May 25, 2013	660,996
	<b>Cumberland Farms, Inc.</b>	
2,000	Term Loan, 2.78%, Maturing September 29, 2013	1,830,320
	<b>Harbor Freight Tools USA, Inc.</b>	
1,633	Term Loan, 9.75%, Maturing July 15, 2010	1,639,399
	<b>Jostens Corp.</b>	
1,991	Term Loan, 2.24%, Maturing October 4, 2011	1,974,742
	<b>Mapco Express, Inc.</b>	
1,034	Term Loan, 6.51%, Maturing April 28, 2011	986,999
	<b>Neiman Marcus Group, Inc.</b>	
1,517	Term Loan, 2.26%, Maturing April 5, 2013	1,387,205
	<b>Orbitz Worldwide, Inc.</b>	
1,662	Term Loan, 3.25%, Maturing July 25, 2014	1,588,633
	<b>Oriental Trading Co., Inc.</b>	

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	2,043	Term Loan, 9.75%, Maturing July 31, 2013	1,757,015
	1,150	Term Loan - Second Lien, 6.25%, Maturing January 31, 2013	316,250
		<b>Rent-A-Center, Inc.</b>	
	56	Term Loan, 2.00%, Maturing November 15, 2012	54,609
	1,001	Term Loan, 3.27%, Maturing May 31, 2015	991,087
		<b>Savers, Inc.</b>	
	430	Term Loan, 2.99%, Maturing August 11, 2012	417,543
	484	Term Loan, 3.00%, Maturing August 11, 2012	469,135
		<b>Vivarte</b>	
EUR	807	Term Loan, 2.45%, Maturing May 29, 2015	952,369
EUR	32	Term Loan, 2.48%, Maturing May 29, 2015	38,129
EUR	126	Term Loan, 2.48%, Maturing May 29, 2015	148,278
EUR	32	Term Loan, 2.95%, Maturing May 29, 2016	38,129
EUR	807	Term Loan, 2.95%, Maturing May 29, 2016	952,369
EUR	126	Term Loan, 2.96%, Maturing May 29, 2016	148,278

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<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, 2.25%, Maturing February 6, 2014	\$ 2,621,766
		<b>\$ 19,520,759</b>
<b>Steel 0.1%</b>		
	<b>Niagara Corp.</b>	
1,438	Term Loan, 7.31%, Maturing June 29, 2014	\$ 949,162
		<b>\$ 949,162</b>
<b>Surface Transport 0.2%</b>		
	<b>Oshkosh Truck Corp.</b>	
683	Term Loan, 6.26%, Maturing December 6, 2013	\$ 687,083
	<b>Swift Transportation Co., Inc.</b>	
3,004	Term Loan, 8.25%, Maturing May 10, 2014	2,890,122
		<b>\$ 3,577,205</b>
<b>Telecommunications 1.5%</b>		
	<b>Asurion Corp.</b>	
2,444	Term Loan, 3.24%, Maturing July 13, 2012	\$ 2,377,042
1,000	Term Loan - Second Lien, 6.75%, Maturing January 13, 2013	981,250
	<b>BCM Luxembourg, Ltd.</b>	
EUR 1,827	Term Loan, 2.34%, Maturing September 30, 2014	2,392,432
EUR 1,828	Term Loan, 2.56%, Maturing September 30, 2015	2,392,920
EUR 1,500	Term Loan - Second Lien, 4.74%, Maturing March 31, 2016	1,825,452
	<b>CommScope, Inc.</b>	
1,649	Term Loan, 2.75%, Maturing November 19, 2014	1,625,063
	<b>Intelsat Subsidiary Holding Co.</b>	
1,258	Term Loan, 2.74%, Maturing July 3, 2013	1,211,764
	<b>Iowa Telecommunications Services</b>	
2,776	Term Loan, 2.01%, Maturing November 23, 2011	2,765,243
	<b>IPC Systems, Inc.</b>	
GBP 1,421	Term Loan, 2.89%, Maturing May 31, 2014	1,907,433
	<b>Macquarie UK Broadcast Ventures, Ltd.</b>	
GBP 1,071	Term Loan, 2.53%, Maturing December 26, 2014	1,437,626
	<b>NTelos, Inc.</b>	
998	Term Loan, 5.98%, Maturing August 13, 2015	1,006,852
	<b>Palm, Inc.</b>	
1,051	Term Loan, 3.90%, Maturing April 24, 2014	929,969
	<b>Stratos Global Corp.</b>	
1,186	Term Loan, 2.75%, Maturing February 13, 2012	1,170,928
	<b>Trilogy International Partners</b>	
1,225	Term Loan, 3.88%, Maturing June 29, 2012	1,035,125

		<b>Windstream Corp.</b>	
3,940		Term Loan, 3.03%, Maturing December 17, 2015	3,910,309
			<b>\$ 26,969,408</b>
<b>Utilities</b>	<b>1.1%</b>		
		<b>AEI Finance Holding, LLC</b>	
389		Revolving Loan, 3.24%, Maturing March 30, 2012	\$ 360,009
2,644		Term Loan, 3.25%, Maturing March 30, 2014	2,449,435
		<b>Astoria Generating Co.</b>	
1,250		Term Loan - Second Lien, 4.02%, Maturing August 23, 2013	1,183,334
		<b>Calpine Corp.</b>	
1,166		DIP Loan, 3.23%, Maturing March 29, 2014	1,105,179
		<b>Electricinvest Holding Co.</b>	
GBP 540		Term Loan, 5.07%, Maturing October 24, 2012	716,448
EUR 536		Term Loan - Second Lien, 4.99%, Maturing October 24, 2012	622,004
		<b>Mirant North America, LLC</b>	
746		Term Loan, 1.99%, Maturing January 3, 2013	727,257

**Table of Contents****Principal  
Amount\***

<b>(000 s omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>NRG Energy, Inc.</b>	
2,994	Term Loan, 1.71%, Maturing June 1, 2014	\$ 2,904,646
5,090	Term Loan, 2.00%, Maturing June 1, 2014	4,937,144
	<b>Pike Electric, Inc.</b>	
470	Term Loan, 1.81%, Maturing July 1, 2012	446,865
354	Term Loan, 1.89%, Maturing December 10, 2012	336,662
	<b>TXU Texas Competitive Electric Holdings Co., LLC</b>	
1,124	Term Loan, 3.75%, Maturing October 10, 2014	923,344
3,079	Term Loan, 3.75%, Maturing October 10, 2014	2,514,192
		<b>\$ 19,226,519</b>
<b>Total Senior Floating-Rate Interests (identified cost \$873,860,413)</b>		<b>\$ 817,627,993</b>

**Corporate Bonds & Notes 44.2%****Principal  
Amount**

<b>(000 s omitted)</b>	<b>Security</b>	<b>Value</b>
	<b>Aerospace and Defense 0.2%</b>	
	<b>Alion Science and Technologies Corp.</b>	
\$ 1,500	10.25%, 2/1/15	\$ 1,226,250
	<b>Bombardier, Inc., Sr. Notes</b>	
1,425	8.00%, 11/15/14 <sup>(7)</sup>	1,492,688
		<b>\$ 2,718,938</b>
	<b>Air Transport 0.0%</b>	
	<b>United Air Lines, Inc., Sr. Notes</b>	
\$ 570	9.875%, 8/1/13 <sup>(7)</sup>	\$ 578,550
		<b>\$ 578,550</b>
	<b>Automotive 1.2%</b>	
	<b>Affinia Group, Inc., Sr. Notes</b>	
\$ 665	10.75%, 8/15/16 <sup>(7)</sup>	\$ 731,500
	<b>Allison Transmission, Inc.</b>	
685	11.00%, 11/1/15 <sup>(7)</sup>	726,100
3,599	11.25%, 11/1/15 <sup>(3)(7)</sup>	3,805,625
	<b>American Axle &amp; Manufacturing Holdings, Inc., Sr. Notes</b>	
1,305	9.25%, 1/15/17 <sup>(7)</sup>	1,357,200

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1,160	7.875%, 3/1/17	1,012,100
	<b>Commercial Vehicle Group, Inc., Sr. Notes</b>	
1,570	8.00%, 7/1/13	957,700
	<b>Goodyear Tire &amp; Rubber Co. (The), Sr. Notes</b>	
4,880	10.50%, 5/15/16	5,319,200
	<b>Tenneco Automotive, Inc., Series B</b>	
6,073	10.25%, 7/15/13	6,255,190
	<b>United Components, Inc., Sr. Sub. Notes</b>	
990	9.375%, 6/15/13	985,050
		<b>\$ 21,149,665</b>



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<b>Principal Amount</b> (000 s omitted)	<b>Security</b>	<b>Value</b>
<b>Banks and Thrifts 1.0%</b>		
\$ 1,750	<b>Capital One Financial Corp.</b> 8.875%, 5/15/40	\$ 1,833,925
3,500	<b>Citigroup, Inc.</b> 5.00%, 9/15/14	3,429,041
640	<b>General Motors Acceptance Corp.</b> 8.00%, 12/31/18	611,200
2,500	<b>Goldman Sachs Group, Inc.</b> 5.625%, 1/15/17	2,567,713
1,750	<b>HSBC Finance Corp., Sr. Notes</b> 5.50%, 1/19/16	1,871,525
3,025	<b>Standard Chartered Bank, Sr. Notes</b> 6.40%, 9/26/17 <sup>(7)</sup>	3,254,555
3,750	<b>Wachovia Corp.</b> 5.625%, 10/15/16	3,907,736
		<b>\$ 17,475,695</b>
<b>Beverage and Tobacco 0.1%</b>		
\$ 1,000	<b>Altria Group, Inc.</b> 9.70%, 11/10/18	\$ 1,254,359
		<b>\$ 1,254,359</b>
<b>Broadcast Radio and Television 1.5%</b>		
\$ 1,530	<b>Clear Channel Communications, Inc., Sr. Notes</b> 7.65%, 9/15/10	\$ 1,491,750
6,125	6.25%, 3/15/11	5,788,125
695	4.40%, 5/15/11	628,975
765	<b>Clear Channel Worldwide Holdings, Inc.</b> Series A, 9.25%, 12/15/17 <sup>(7)</sup>	786,038
3,055	Series B, 9.25%, 12/15/17 <sup>(7)</sup>	3,161,925
1,025	<b>Historic TW, Inc.</b> 6.875%, 6/15/18	1,171,279
1,470	<b>Rainbow National Services, LLC, Sr. Sub. Notes</b> 10.375%, 9/1/14 <sup>(7)</sup>	1,558,200
1,665	<b>Sirius XM Radio, Inc., Sr. Notes</b> 9.75%, 9/1/15 <sup>(7)</sup>	1,781,550
3,740	<b>Warner Music Group Acquisition Corp., Sr. Notes</b> 9.50%, 6/15/16 <sup>(7)</sup>	4,029,850
2,745	<b>XM Satellite Radio Holdings, Inc., Sr. Notes</b> 11.25%, 6/15/13 <sup>(7)</sup>	2,950,875
2,885	13.00%, 8/1/14 <sup>(7)</sup>	3,180,712
		<b>\$ 26,529,279</b>

**Brokers, Dealers and Investment Houses 0.4%**

	<b>FMR, LLC</b>		
\$	2,000	7.49%, 6/15/19 <sup>(7)</sup>	\$ 2,295,632
		<b>Merrill Lynch &amp; Co., Inc., Sr. Sub Notes</b>	
	2,750	6.05%, 5/16/16	2,809,240
		<b>Raymond James Financial, Inc., Sr. Notes</b>	
	2,300	8.60%, 8/15/19	2,596,539
			<b>\$ 7,701,411</b>

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<b>Principal Amount</b> (000 s omitted)	<b>Security</b>	<b>Value</b>
<b>Building and Development 0.5%</b>		
\$ 2,575	<b>CB Richard Ellis Service, Inc., Sr. Sub. Notes</b> 11.625%, 6/15/17	\$ 2,909,750
850	<b>Interface, Inc., Sr. Notes</b> 11.375%, 11/1/13 <sup>(7)</sup>	964,750
1,095	<b>Ply Gem Industries, Inc., Sr. Notes</b> 11.75%, 6/15/13	1,119,638
1,640	<b>Texas Industries, Inc., Sr. Notes</b> 7.25%, 7/15/13	1,640,000
1,500	<b>Toll Brothers Finance Corp.</b> 6.75%, 11/1/19	1,518,292
860	<b>USG Corp.</b> 9.75%, 8/1/14 <sup>(7)</sup>	915,900
		<b>\$ 9,068,330</b>
<b>Business Equipment and Services 2.7%</b>		
\$ 1,485	<b>ACCO Brands Corp.</b> 7.625%, 8/15/15	\$ 1,399,613
1,600	<b>ACCO Brands Corp., Sr. Notes</b> 10.625%, 3/15/15 <sup>(7)</sup>	1,760,000
2,560	<b>Affinion Group, Inc.</b> 11.50%, 10/15/15	2,662,400
700	<b>Brocade Communications Systems, Inc., Sr. Notes</b> 6.625%, 1/15/18 <sup>(7)</sup>	712,250
695	6.875%, 1/15/20 <sup>(7)</sup>	712,375
4,955	<b>Education Management, LLC, Sr. Notes</b> 8.75%, 6/1/14	5,140,812
1,161	<b>Education Management, LLC, Sr. Sub. Notes</b> 10.25%, 6/1/16	1,245,173
1,410	<b>First Data Corp.</b> 9.875%, 9/24/15	1,265,475
1,845	<b>KAR Holdings, Inc.</b> 8.75%, 5/1/14	1,884,206
2,415	<b>MediMedia USA, Inc., Sr. Sub. Notes</b> 11.375%, 11/15/14 <sup>(7)</sup>	2,137,275
5,250	<b>Muzak, LLC/Muzak Finance, Sr. Notes</b> 10.00%, 12/31/09 <sup>(5)</sup>	2,257,500
3,910	<b>RSC Equipment Rental, Inc., Sr. Notes</b> 10.00%, 7/15/17 <sup>(7)</sup>	4,271,675
11,035	<b>SunGard Data Systems, Inc., Sr. Notes</b> 10.625%, 5/15/15 <sup>(7)</sup>	12,055,737
2,700	<b>Ticketmaster Entertainment, Inc.</b> 10.75%, 8/1/16	2,963,250
	<b>United Rentals North America, Inc.</b>	

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3,055	10.875%, 6/15/16	3,349,044
	<b>West Corp.</b>	
5,250	9.50%, 10/15/14	5,302,500
		<b>\$ 49,119,285</b>

**Cable and Satellite Television 0.9%**

	<b>CCO Holdings, LLC/CCO Capital Corp., Sr. Notes</b>	
\$ 2,360	8.75%, 11/15/13 <sup>(2)</sup>	\$ 2,404,250
	<b>Charter Communications, Inc., Sr. Notes</b>	
645	8.375%, 4/30/14 <sup>(7)</sup>	659,513
2,740	10.875%, 9/15/14 <sup>(7)</sup>	3,082,500

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<b>Principal Amount</b> <b>(000 s omitted)</b>		<b>Security</b>	<b>Value</b>
\$ 2,865		<b>Kabel Deutschland GmbH</b> 10.625%, 7/1/14	\$ 3,008,250
3,535		<b>National Cable PLC, Sr. Notes</b> 9.125%, 8/15/16	3,694,075
1,055		<b>Time Warner Cable, Inc.</b> 8.75%, 2/14/19	1,307,167
2,535		<b>Virgin Media Finance PLC</b> 9.50%, 8/15/16	2,699,775
			<b>\$ 16,855,530</b>
<b>Chemicals and Plastics 1.1%</b>			
\$ 2,480		<b>Ashland, Inc.</b> 9.125%, 6/1/17 <sup>(7)</sup>	\$ 2,709,400
2,420		<b>CII Carbon, LLC</b> 11.125%, 11/15/15 <sup>(7)</sup>	2,456,300
4,035		<b>INEOS Group Holdings PLC, Sr. Sub. Notes</b> 8.50%, 2/15/16 <sup>(7)</sup>	2,723,625
1,975		<b>Nalco Co., Sr. Notes</b> 8.25%, 5/15/17 <sup>(7)</sup>	2,103,375
1,960		<b>Nova Chemicals Corp., Sr. Notes</b> 8.375%, 11/1/16 <sup>(7)</sup>	1,984,500
7,255		<b>Reichhold Industries, Inc., Sr. Notes</b> 9.00%, 8/15/14 <sup>(7)</sup>	6,420,675
565		<b>Scotts Miracle-Gro Co. (The)</b> 7.25%, 1/15/18	576,300
1,725		<b>Solutia, Inc.</b> 8.75%, 11/1/17	1,832,812
249		<b>Wellman Holdings, Inc., Sr. Sub. Notes</b> 5.00%, 1/29/19 <sup>(6)</sup>	91,632
			<b>\$ 20,898,619</b>
<b>Clothing/Textiles 1.0%</b>			
\$ 2,435		<b>Levi Strauss &amp; Co., Sr. Notes</b> 9.75%, 1/15/15	\$ 2,556,750
560		8.875%, 4/1/16	585,200
2,515		<b>Oxford Industries, Inc., Sr. Notes</b> 11.375%, 7/15/15	2,829,375
9,845		<b>Perry Ellis International, Inc., Sr. Sub. Notes</b> 8.875%, 9/15/13	9,931,144
3,060		<b>Quiksilver, Inc.</b> 6.875%, 4/15/15	2,677,500
			<b>\$ 18,579,969</b>

**Conglomerates 0.4%**

		<b>RBS Global &amp; Rexnord Corp.</b>	
\$	1,762	9.50%, 8/1/14 <sup>(7)</sup>	\$ 1,775,215
	1,705	11.75%, 8/1/16	1,751,887
		<b>Tyco International Finance</b>	
	2,750	8.50%, 1/15/19	3,454,806
			<b>\$ 6,981,908</b>

**Containers and Glass Products 0.3%**

		<b>Intertape Polymer US, Inc., Sr. Sub. Notes</b>	
\$	3,220	8.50%, 8/1/14	\$ 2,761,150
		<b>Solo Cup Co., Sr. Notes</b>	
	1,680	10.50%, 11/1/13	1,772,400
			<b>\$ 4,533,550</b>

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<b>Principal Amount</b> (000 s omitted)	<b>Security</b>	<b>Value</b>
	<b>Diversified Financial Services 0.1%</b>	
	<b>General Electric Capital Corp., Sr. Notes</b>	
\$ 2,000	5.625%, 5/1/18	\$ 2,048,418
		<b>\$ 2,048,418</b>
	<b>Diversified Media 0.2%</b>	
	<b>Catalina Marketing Corp.</b>	
\$ 680	10.50%, 10/1/15 <sup>(3)(7)</sup>	\$ 712,300
	<b>Interpublic Group Cos., Inc.</b>	
3,385	10.00%, 7/15/17	3,757,350
		<b>\$ 4,469,650</b>
	<b>Drugs 0.1%</b>	
	<b>Valeant Pharmaceuticals International</b>	
\$ 1,795	8.375%, 6/15/16 <sup>(7)</sup>	\$ 1,871,288
		<b>\$ 1,871,288</b>
	<b>Ecological Services and Equipment 0.4%</b>	
	<b>Casella Waste Systems, Inc., Sr. Notes</b>	
\$ 845	11.00%, 7/15/14 <sup>(7)</sup>	\$ 921,050
	<b>Environmental Systems Product Holdings, Inc., Jr. Notes</b>	
149	18.00%, 3/31/15 <sup>(3)(6)</sup>	119,296
	<b>Waste Services, Inc., Sr. Sub. Notes</b>	
1,670	9.50%, 4/15/14 <sup>(7)</sup>	1,736,800
4,085	9.50%, 4/15/14	4,248,400
		<b>\$ 7,025,546</b>
	<b>Electronics/Electrical 0.2%</b>	
	<b>Amkor Technologies, Inc., Sr. Notes</b>	
\$ 3,490	9.25%, 6/1/16	\$ 3,664,500
	<b>NXP BV/NXP Funding, LLC, Variable Rate</b>	
1,025	3.001%, 10/15/13	859,719
		<b>\$ 4,524,219</b>
	<b>Equipment Leasing 0.2%</b>	
	<b>Hertz Corp.</b>	
\$ 1,905	8.875%, 1/1/14	\$ 1,928,812
800	10.50%, 1/1/16	842,000
		<b>\$ 2,770,812</b>

**Financial Intermediaries 0.7%**

		<b>Ford Motor Credit Co., Sr. Notes</b>	
\$	910	9.875%, 8/10/11	\$ 952,391
	2,310	7.50%, 8/1/12	2,341,501
	1,715	12.00%, 5/15/15	1,971,418
	6,465	8.00%, 12/15/16	6,511,820
		<b>Janus Capital Group, Inc., Sr. Notes</b>	
	1,000	6.95%, 6/15/17	991,437
			<b>\$ 12,768,567</b>

**Food Products 0.9%**

		<b>ASG Consolidated, LLC/ASG Finance, Inc., Sr. Disc. Notes</b>	
\$	5,680	11.50%, 11/1/11	\$ 5,722,600
		<b>Bunge, Ltd. Finance Corp.</b>	
	2,380	8.50%, 6/15/19	2,798,330
		<b>Dole Foods Co.</b>	
	2,103	13.875%, 3/15/14 <sup>(7)</sup>	2,523,600
		<b>Smithfield Foods, Inc., Sr. Notes</b>	
	3,275	7.00%, 8/1/11	3,291,375
	2,600	10.00%, 7/15/14 <sup>(7)</sup>	2,843,750
			<b>\$ 17,179,655</b>



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<b>Principal Amount</b> (000 s omitted)	<b>Security</b>	<b>Value</b>
<b>Food Service 0.4%</b>		
\$ 2,980	<b>El Pollo Loco, Inc.</b> 11.75%, 11/15/13	\$ 2,786,300
4,370	<b>NPC International, Inc., Sr. Sub. Notes</b> 9.50%, 5/1/14	4,370,000
640	<b>U.S. Foodservice, Inc., Sr. Notes</b> 10.25%, 6/30/15 <sup>(7)</sup>	652,800
		<b>\$ 7,809,100</b>
<b>Food/Drug Retailers 0.9%</b>		
\$ 1,500	<b>CVS Caremark Corp., Sr. Notes</b> 5.75%, 6/1/17	\$ 1,601,967
10,725	<b>General Nutrition Center, Sr. Notes, Variable Rate</b> 5.178%, 3/15/14 <sup>(3)</sup>	10,001,062
4,955	<b>General Nutrition Center, Sr. Sub. Notes</b> 10.75%, 3/15/15	5,066,488
		<b>\$ 16,669,517</b>
<b>Forest Products 0.8%</b>		
\$ 3,485	<b>Domtar Corp., Sr. Notes</b> 10.75%, 6/1/17	\$ 4,060,025
10,000	<b>NewPage Corp., Sr. Notes</b> 11.375%, 12/31/14 <sup>(7)</sup>	9,725,000
		<b>\$ 13,785,025</b>
<b>Health Care 3.9%</b>		
\$ 3,320	<b>Accellent, Inc.</b> 10.50%, 12/1/13	\$ 3,344,900
2,910	<b>Accellent, Inc., Sr. Notes</b> 8.375%, 2/1/17 <sup>(7)</sup>	2,953,650
4,430	<b>AMR HoldCo, Inc./EmCare HoldCo, Inc., Sr. Sub. Notes</b> 10.00%, 2/15/15	4,662,575
410	<b>Apria Healthcare Group, Inc., Sr. Notes</b> 12.375%, 11/1/14 <sup>(7)</sup>	443,825
2,825	<b>Biomet, Inc.</b> 10.375%, 10/15/17 <sup>(3)</sup>	3,093,375
10,915	11.625%, 10/15/17	12,061,075
4,625	<b>DJO Finance, LLC/DJO Finance Corp.</b> 10.875%, 11/15/14	4,925,625
330	<b>DJO Finance, LLC/DJO Finance Corp., Sr. Notes</b> 10.875%, 11/15/14 <sup>(7)</sup>	351,450
	<b>Fresenius US Finance II, Inc., Sr. Notes</b>	

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1,400	9.00%, 7/15/15 <sup>(7)</sup> <b>HCA, Inc.</b>	1,575,000
2,115	9.25%, 11/15/16	2,236,612
2,970	9.875%, 2/15/17 <sup>(7)</sup> <b>Inverness Medical Innovations, Inc., Sr. Sub. Notes</b>	3,244,725
4,245	9.00%, 5/15/16 <b>MultiPlan, Inc., Sr. Sub. Notes</b>	4,351,125
5,165	10.375%, 4/15/16 <sup>(7)</sup> <b>National Mentor Holdings, Inc.</b>	5,345,775
3,810	11.25%, 7/1/14 <b>Res-Care, Inc., Sr. Notes</b>	3,829,050
2,160	7.75%, 10/15/13 <b>Rural/Metro Corp., Sr. Disc. Notes</b>	2,143,800
2,335	12.75%, (0.00% until 3/15/10), 3/15/16 <b>US Oncology, Inc.</b>	2,416,725
5,350	10.75%, 8/15/14 <b>US Oncology, Inc., Sr. Notes</b>	5,604,125
4,235	9.125%, 8/15/17	4,467,925

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<b>Principal Amount</b> (000 s omitted)	<b>Security</b>	<b>Value</b>
\$ 4,727	<b>Viant Holdings, Inc.</b> 10.125%, 7/15/17 <sup>(7)</sup>	\$ 4,703,365
		<b>\$ 71,754,702</b>
<b>Home Furnishings</b>	<b>0.3%</b>	
\$ 1,700	<b>Fortune Brands, Inc., Sr. Notes</b> 5.375%, 1/15/16	\$ 1,763,889
2,245	<b>Libbey Glass, Inc., Sr. Notes</b> 10.00%, 2/15/15 <sup>(7)</sup>	2,276,812
1,495	<b>Sealy Mattress Co.</b> 8.25%, 6/15/14	1,495,000
505	<b>Sealy Mattress Co., Sr. Notes</b> 10.875%, 4/15/16 <sup>(7)</sup>	568,125
		<b>\$ 6,103,826</b>
<b>Industrial Equipment</b>	<b>0.4%</b>	
\$ 2,170	<b>Chart Industries, Inc., Sr. Sub. Notes</b> 9.125%, 10/15/15	\$ 2,175,425
1,595	<b>ESCO Corp., Sr. Notes</b> 8.625%, 12/15/13 <sup>(7)</sup>	1,608,956
3,710	<b>Terex Corp., Sr. Notes</b> 10.875%, 6/1/16	4,108,825
		<b>\$ 7,893,206</b>
<b>Insurance</b>	<b>0.5%</b>	
\$ 2,000	<b>Aflac, Inc., Sr. Notes</b> 8.50%, 5/15/19	\$ 2,346,122
1,885	<b>Alliant Holdings I, Inc.</b> 11.00%, 5/1/15 <sup>(7)</sup>	1,922,700
1,750	<b>HUB International Holdings, Inc., Sr. Notes</b> 9.00%, 12/15/14 <sup>(7)</sup>	1,701,875
1,400	<b>Lincoln National Corp., Sr. Notes</b> 7.00%, 3/15/18	1,486,149
545	<b>Principal Financial Group, Inc.</b> 8.875%, 5/15/19	651,430
1,320	<b>U.S.I. Holdings Corp., Sr. Notes, Variable Rate</b> 4.148%, 11/15/14 <sup>(7)</sup>	1,122,000
		<b>\$ 9,230,276</b>
<b>Leisure Goods/Activities/Movies</b>	<b>1.6%</b>	
	<b>AMC Entertainment, Inc.</b>	

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\$	13,080	11.00%, 2/1/16	\$	14,126,400
		<b>HRP Myrtle Beach Operations, LLC/HRP Myrtle Beach Capital Corp.</b>		
	2,170	12.50%, 12/31/49 <sup>(2)(6)(7)</sup>		0
		<b>HRP Myrtle Beach Operations, LLC/HRP Myrtle Beach Capital Corp., Variable Rate</b>		
	3,975	0.00%, 12/31/49 <sup>(2)(6)(7)</sup>		0
		<b>Marquee Holdings, Inc., Sr. Disc. Notes</b>		
	6,340	9.505%, 8/15/14		5,373,150
		<b>MU Finance PLC, Sr. Notes</b>		
	2,195	8.375%, 2/1/17 <sup>(7)</sup>		2,151,100
		<b>Royal Caribbean Cruises, Sr. Notes</b>		
	340	8.75%, 2/2/11		354,450
	2,150	7.00%, 6/15/13		2,144,625
	1,380	6.875%, 12/1/13		1,373,100
	645	7.25%, 6/15/16		632,100
	1,650	7.25%, 3/15/18		1,596,375
		<b>Universal City Development Partners, Sr. Notes</b>		
	1,240	8.875%, 11/15/15 <sup>(7)</sup>		1,255,500
			\$	<b>29,006,800</b>

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<b>Principal Amount (000 s omitted)</b>	<b>Security</b>	<b>Value</b>
<b>Lodging and Casinos</b>	<b>3.1%</b>	
\$ 4,080	<b>Buffalo Thunder Development Authority</b> 9.375%, 12/15/49 <sup>(2)(7)</sup>	\$ 714,000
4,025	<b>CCM Merger, Inc.</b> 8.00%, 8/1/13 <sup>(7)</sup>	3,320,625
3,080	<b>Chukchansi EDA, Sr. Notes, Variable Rate</b> 4.024%, 11/15/12 <sup>(7)</sup>	2,479,400
8,870	<b>Fontainebleau Las Vegas Casino, LLC</b> 10.25%, 6/15/15 <sup>(2)(7)</sup>	133,050
2,610	<b>Galaxy Entertainment Finance</b> 9.875%, 12/15/12 <sup>(7)</sup>	2,688,300
1,095	<b>Greektown Holdings, LLC, Sr. Notes</b> 10.75%, 12/1/13 <sup>(2)(7)</sup>	136,875
4,160	<b>Harrah s Operating Co., Inc., Sr. Notes</b> 11.25%, 6/1/17 <sup>(7)</sup>	4,440,800
2,050	<b>Indianapolis Downs, LLC &amp; Capital Corp., Sr. Notes</b> 11.00%, 11/1/12 <sup>(7)</sup>	1,394,000
5,575	<b>Inn of the Mountain Gods, Sr. Notes</b> 12.00%, 11/15/49 <sup>(2)</sup>	2,773,562
1,540	<b>Majestic HoldCo, LLC</b> 12.50%, 12/31/49 <sup>(2)(7)</sup>	7,700
4,200	<b>MGM Mirage, Inc.</b> 8.375%, 2/1/11	4,058,250
1,715	11.125%, 11/15/17 <sup>(7)</sup>	1,937,950
1,655	<b>MGM Mirage, Inc., Sr. Notes</b> 10.375%, 5/15/14 <sup>(7)</sup>	1,824,638
4,775	<b>Mohegan Tribal Gaming Authority, Sr. Sub. Notes</b> 8.00%, 4/1/12	4,422,844
3,265	7.125%, 8/15/14	2,538,537
3,425	6.875%, 2/15/15	2,525,938
6,035	<b>Park Place Entertainment</b> 7.875%, 3/15/10	6,080,262
495	<b>Peninsula Gaming, LLC</b> 8.375%, 8/15/15 <sup>(7)</sup>	504,900
2,235	10.75%, 8/15/17 <sup>(7)</sup>	2,290,875
1,155	<b>Pinnacle Entertainment, Inc., Sr. Sub. Notes</b> 7.50%, 6/15/15	1,074,150
1,101	<b>Pokagon Gaming Authority, Sr. Notes</b> 10.375%, 6/15/14 <sup>(7)</sup>	1,154,674
1,215	<b>San Pasqual Casino</b> 8.00%, 9/15/13 <sup>(7)</sup>	1,166,400
1,930	<b>Seminole Hard Rock Entertainment, Variable Rate</b> 2.754%, 3/15/14 <sup>(7)</sup>	1,712,875
3,405	<b>Tunica-Biloxi Gaming Authority, Sr. Notes</b> 9.00%, 11/15/15 <sup>(7)</sup>	3,200,700

	<b>Waterford Gaming, LLC, Sr. Notes</b>	
5,078	8.625%, 9/15/14 <sup>(6)(7)</sup>	4,053,260
		<b>\$ 56,634,565</b>

**Nonferrous Metals/Minerals 1.6%**

	<b>Arch Coal, Inc., Sr. Notes</b>	
\$ 980	8.75%, 8/1/16 <sup>(7)</sup>	\$ 1,048,600
	<b>FMG Finance PTY, Ltd.</b>	
8,090	10.625%, 9/1/16 <sup>(7)</sup>	9,202,375
	<b>Novelis, Inc./GA, Sr. Notes</b>	
1,000	11.50%, 2/15/15 <sup>(7)</sup>	1,087,500
	<b>Rio Tinto Finance USA Ltd.</b>	
1,400	9.00%, 5/1/19	1,790,646

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<b>Principal Amount</b> <b>(000 s omitted)</b>	<b>Security</b>	<b>Value</b>
	<b>Teck Resources, Ltd., Sr. Notes</b>	
\$ 3,515	9.75%, 5/15/14	\$ 4,033,463
2,635	10.25%, 5/15/16	3,023,663
7,845	10.75%, 5/15/19	9,276,712
		<b>\$ 29,462,959</b>
<b>Oil and Gas 4.3%</b>		
	<b>Allis-Chalmers Energy, Inc., Sr. Notes</b>	
\$ 1,800	9.00%, 1/15/14	\$ 1,755,000
	<b>Antero Resources Finance Corp., Sr. Notes</b>	
1,115	9.375%, 12/1/17 <sup>(7)</sup>	1,170,750
	<b>Berry Petroleum Co., Sr. Notes</b>	
2,435	10.25%, 6/1/14	2,678,500
	<b>Bill Barrett Corp.</b>	
505	9.875%, 7/15/16	545,400
	<b>Chesapeake Energy Corp.</b>	
3,150	6.875%, 1/15/16	3,118,500
	<b>Clayton Williams Energy, Inc.</b>	
2,200	7.75%, 8/1/13	2,112,000
	<b>Compton Pet Finance Corp.</b>	
2,360	7.625%, 12/1/13	1,905,700
	<b>Denbury Resources, Inc., Sr. Sub. Notes</b>	
1,290	7.50%, 12/15/15	1,293,225
3,285	9.75%, 3/1/16	3,477,994
	<b>El Paso Corp.</b>	
2,055	8.25%, 2/15/16	2,224,537
	<b>El Paso Corp., Sr. Notes</b>	
3,220	9.625%, 5/15/12	3,357,504
	<b>Energy Transfer Partners LP, Sr. Notes</b>	
2,800	9.70%, 3/15/19	3,568,113
	<b>Forbes Energy Services, Sr. Notes</b>	
4,605	11.00%, 2/15/15	4,455,337
	<b>Forest Oil Corp.</b>	
410	7.25%, 6/15/19	414,100
	<b>Holly Corp.</b>	
2,535	9.875%, 6/15/17 <sup>(7)</sup>	2,699,775
	<b>Marathon Oil Corp.</b>	
2,850	7.50%, 2/15/19	3,309,862
	<b>McJunkin Red Man Corp., Sr. Notes</b>	
2,045	9.50%, 12/15/16 <sup>(7)</sup>	2,050,113
	<b>OPTI Canada, Inc., Sr. Notes</b>	
1,795	7.875%, 12/15/14	1,566,138
1,900	8.25%, 12/15/14	1,681,500
	<b>Petroleum Development Corp., Sr. Notes</b>	

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1,805	12.00%, 2/15/18 <b>Petroplus Finance, Ltd.</b>	1,904,275
430	6.75%, 5/1/14 <sup>(7)</sup>	399,900
2,705	7.00%, 5/1/17 <sup>(7)</sup> <b>Petroplus Finance, Ltd., Sr. Notes</b>	2,441,262
4,260	9.375%, 9/15/19 <sup>(7)</sup> <b>Quicksilver Resources, Inc.</b>	4,238,700
2,290	7.125%, 4/1/16 <b>Quicksilver Resources, Inc., Sr. Notes</b>	2,184,088
3,515	11.75%, 1/1/16 <b>SESI, LLC, Sr. Notes</b>	4,068,612
660	6.875%, 6/1/14 <b>Southwestern Energy Co., Sr. Notes</b>	656,700
4,200	7.50%, 2/1/18 <b>Stewart &amp; Stevenson, LLC, Sr. Notes</b>	4,494,000
3,250	10.00%, 7/15/14	3,022,500



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<b>Principal Amount</b> (000 s omitted)	<b>Security</b>	<b>Value</b>
\$ 1,135	<b>Tesoro Corp.</b> 9.75%, 6/1/19	\$ 1,230,056
11,495	<b>United Refining Co., Sr. Notes</b> 10.50%, 8/15/12	11,150,150
		<b>\$ 79,174,291</b>
<b>Publishing 1.3%</b>		
\$ 2,815	<b>Dex Media West/Finance, Series B</b> 9.875%, 8/15/49 <sup>(2)</sup>	\$ 992,288
8,490	<b>Laureate Education, Inc.</b> 10.00%, 8/15/15 <sup>(7)</sup>	8,797,762
3,062	10.25%, 8/15/15 <sup>(3)(7)</sup>	2,939,204
1,430	<b>Local Insight Regatta Holdings, Inc.</b> 11.00%, 12/1/17	936,650
6,200	<b>Nielsen Finance, LLC</b> 10.00%, 8/1/14	6,479,000
2,490	11.50%, 5/1/16	2,801,250
870	12.50%, (0.00% until 8/1/11), 8/1/16	800,400
300	<b>Nielsen Finance, LLC, Sr. Notes</b> 11.625%, 2/1/14	337,500
7,275	<b>Reader s Digest Association, Inc. (The), Sr. Sub. Notes</b> 9.00%, 2/15/17 <sup>(2)</sup>	109,853
		<b>\$ 24,193,907</b>
<b>Rail Industries 0.6%</b>		
\$ 1,940	<b>American Railcar Industry, Sr. Notes</b> 7.50%, 3/1/14	\$ 1,843,000
47	<b>Kansas City Southern Mexico, Sr. Notes</b> 9.375%, 5/1/12	48,410
2,530	7.625%, 12/1/13	2,555,300
1,055	7.375%, 6/1/14	1,044,450
4,000	8.00%, 6/1/15	4,135,000
500	8.00%, 2/1/18 <sup>(7)</sup>	495,000
		<b>\$ 10,121,160</b>
<b>Real Estate Investment Trusts (REITs) 0.1%</b>		
\$ 800	<b>Simon Property Group , LP, Sr. Notes</b> 10.35%, 4/1/19	\$ 1,043,400
		<b>\$ 1,043,400</b>
<b>Retailers (Except Food and Drug) 4.1%</b>		

\$	5,910	<b>Amscan Holdings, Inc., Sr. Sub. Notes</b> 8.75%, 5/1/14	\$	5,865,675
	1,875	<b>JC Penney Corp., Inc., Sr. Notes</b> 8.00%, 3/1/10		1,882,031
	3,960	<b>Limited Brands, Inc., Sr. Notes</b> 8.50%, 6/15/19 <sup>(7)</sup>		4,336,200
	10,161	<b>Neiman Marcus Group, Inc.</b> 9.00%, 10/15/15		9,932,655
	8,170	10.375%, 10/15/15		8,047,450
	750	<b>Nordstrom, Inc.</b> 6.25%, 1/15/18		821,366
	11,100	<b>Sally Holdings, LLC, Sr. Notes</b> 10.50%, 11/15/16		11,932,500
	7,785	<b>Toys R Us</b> 7.625%, 8/1/11		8,076,937
	11,075	7.875%, 4/15/13		11,324,187
	4,985	10.75%, 7/15/17 <sup>(7)</sup>		5,545,813
	325	7.375%, 10/15/18		303,063

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<b>Principal Amount</b> (000 s omitted)	<b>Security</b>	<b>Value</b>
	<b>Yankee Acquisition Corp., Series B</b>	
\$ 5,865	8.50%, 2/15/15	\$ 5,894,325
835	9.75%, 2/15/17	839,175
		<b>\$ 74,801,377</b>
	<b>Software and Services 0.2%</b>	
	<b>CA, Inc.</b>	
\$ 950	5.375%, 12/1/19	\$ 976,171
	<b>GXS Worldwide, Inc., Sr. Notes</b>	
2,050	9.75%, 6/15/15 <sup>(7)</sup>	1,998,750
		<b>\$ 2,974,921</b>
	<b>Steel 0.1%</b>	
	<b>RathGibson, Inc., Sr. Notes</b>	
\$ 4,905	11.25%, 2/15/14 <sup>(2)</sup>	\$ 1,643,175
		<b>\$ 1,643,175</b>
	<b>Surface Transport 0.4%</b>	
	<b>CEVA Group, PLC, Sr. Notes</b>	
\$ 3,750	10.00%, 9/1/14 <sup>(7)</sup>	\$ 3,623,437
	<b>Ryder System, Inc., MTN</b>	
2,250	7.20%, 9/1/15	2,568,231
	<b>Teekay Corp., Sr. Notes</b>	
1,110	8.50%, 1/15/20	1,132,200
		<b>\$ 7,323,868</b>
	<b>Telecommunications 4.4%</b>	
	<b>America Movil SAB de CV</b>	
\$ 2,000	5.625%, 11/15/17	\$ 2,094,980
	<b>Avaya, Inc., Sr. Notes</b>	
6,120	10.125%, 11/1/15 <sup>(3)(7)</sup>	5,722,016
	<b>Clearwire Communications LLC/Clearwire Finance, Inc., Sr. Notes</b>	
985	12.00%, 12/1/15 <sup>(7)</sup>	994,850
	<b>Digicel Group, Ltd., Sr. Notes</b>	
1,560	12.00%, 4/1/14 <sup>(7)</sup>	1,739,400
12,381	9.125%, 1/15/15 <sup>(7)</sup>	12,257,190
	<b>Intelsat Bermuda, Ltd.</b>	
15,335	11.25%, 6/15/16	16,370,112
	<b>Intelsat Subsidiary Holdings Co., Ltd.</b>	
680	8.875%, 1/15/15 <sup>(7)</sup>	697,000
830	8.875%, 1/15/15	854,900

	<b>Macquarie Group, Ltd., Sr. Notes</b>	
3,870	6.00%, 1/14/20 <sup>(7)</sup>	3,831,644
	<b>NII Capital Corp.</b>	
3,490	10.00%, 8/15/16 <sup>(7)</sup>	3,664,500
	<b>Qwest Communications International, Inc.</b>	
5,120	7.50%, 2/15/14	5,177,600
	<b>Qwest Corp., Sr. Notes</b>	
1,940	7.625%, 6/15/15	2,061,250
	<b>Qwest Corp., Sr. Notes, Variable Rate</b>	
1,000	3.504%, 6/15/13	982,500
	<b>SBA Telecommunications, Inc.</b>	
1,475	8.00%, 8/15/16 <sup>(7)</sup>	1,537,688
985	8.25%, 8/15/19 <sup>(7)</sup>	1,039,175
	<b>Sorenson Communications, Inc., Sr. Notes</b>	
2,945	10.50%, 2/1/15 <sup>(7)</sup>	2,797,750
	<b>Sprint Capital Corp.</b>	
585	6.875%, 11/15/28	462,150
	<b>Telecom Italia Capital SA</b>	
2,600	6.999%, 6/4/18	2,888,015

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<b>Principal Amount</b> (000 s omitted)	<b>Security</b>	<b>Value</b>
	<b>Telesat Canada/Telesat, LLC, Sr. Notes</b>	
\$ 3,305	11.00%, 11/1/15	\$ 3,709,863
	<b>Telesat Canada/Telesat, LLC, Sr. Sub. Notes</b>	
6,830	12.50%, 11/1/17	7,854,500
	<b>Wind Acquisition Finance SA, Sr. Notes</b>	
4,010	11.75%, 7/15/17 <sup>(7)</sup>	4,380,925
		<b>\$ 81,118,008</b>
<b>Utilities 1.1%</b>		
	<b>AES Corp., Sr. Notes</b>	
\$ 1,818	8.75%, 5/15/13 <sup>(7)</sup>	\$ 1,863,450
965	8.00%, 10/15/17	977,063
	<b>Calpine Construction Finance Co., Sr. Notes</b>	
4,275	8.00%, 6/1/16 <sup>(7)</sup>	4,381,875
	<b>Dominion Resources, Inc., Sr. Notes</b>	
2,500	8.875%, 1/15/19	3,174,607
	<b>Edison Mission Energy, Sr. Notes</b>	
1,005	7.00%, 5/15/17	798,975
1,130	7.20%, 5/15/19	881,400
	<b>NGC Corp.</b>	
4,395	7.625%, 10/15/26	3,362,175
	<b>NRG Energy, Inc., Sr. Notes</b>	
4,915	7.375%, 2/1/16	4,902,712
	<b>Reliant Energy, Inc., Sr. Notes</b>	
350	7.625%, 6/15/14	337,750
		<b>\$ 20,680,007</b>
<b>Total Corporate Bonds &amp; Notes</b> (identified cost \$787,405,210)		<b>\$ 807,527,333</b>

**Mortgage Pass-Throughs 31.2%**

<b>Principal Amount</b> (000 s omitted)	<b>Security</b>	<b>Value</b>
	<b>Federal Home Loan Mortgage Corp.:</b>	
\$ 36,324	5.00%, with various maturities to 2019	\$ 38,824,877
8,366	5.50%, with various maturities to 2018	9,008,584
15,932	6.00%, with various maturities to 2026	17,217,277
32,316	6.50%, with various maturities to 2030	35,304,108

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40,147	7.00%, with various maturities to 2031	43,941,346
498	7.13%, with maturity at 2023	560,168
26,237	7.50%, with various maturities to 2029	29,608,507
845	7.65%, with maturity at 2022	961,853
138	7.70%, with maturity at 2022	157,135
15,739	8.00%, with various maturities to 2030	18,071,179
455	8.25%, with maturity at 2020	524,444
1,301	8.30%, with maturity at 2020	1,500,870
11,409	8.50%, with various maturities to 2031	13,240,981
4,082	9.00%, with various maturities to 2031	4,738,625
3,366	9.50%, with various maturities to 2025	3,928,937
530	10.00%, with maturity at 2020	608,409
465	10.50%, with maturity at 2020	540,120
586	12.00%, with maturity at 2020	664,817
39	13.00%, with maturity at 2015	45,249

**\$ 219,447,486**

**Federal National Mortgage Association:**

\$	3,149	3.129%, with maturity at 2022 <sup>(8)</sup>	\$	3,224,853
	5,483	3.243%, with maturity at 2036 <sup>(8)</sup>		5,638,177

**Table of Contents****Principal  
Amount**

<b>(000 s omitted)</b>	<b>Security</b>	<b>Value</b>
\$ 18,308	5.00%, with various maturities to 2018	\$ 19,581,641
7,442	5.50%, with various maturities to 2028	7,957,840
13,036	6.00%, with various maturities to 2026	14,090,804
16,761	6.319%, with maturity at 2032 <sup>(8)</sup>	17,468,378
30,558	6.50%, with various maturities to 2031	33,481,515
496	6.75%, with maturity at 2023	538,884
38,152	7.00%, with various maturities to 2031	42,011,206
26,703	7.50%, with various maturities to 2035	30,300,170
10,327	8.00%, with various maturities to 2031	11,808,351
28	8.25%, with maturity at 2018	30,804
2,334	8.367%, with maturity at 2027 <sup>(9)</sup>	2,700,485
12,417	8.50%, with various maturities to 2030	14,467,559
1,074	8.577%, with maturity at 2028 <sup>(9)</sup>	1,250,906
693	8.621%, with maturity at 2029 <sup>(9)</sup>	813,818
908	8.693%, with maturity at 2027 <sup>(9)</sup>	1,059,475
13,302	9.00%, with various maturities to 2027	15,598,381
195	9.001%, with maturity at 2024 <sup>(9)</sup>	216,701
4,388	9.50%, with various maturities to 2030	5,188,380
635	9.506%, with maturity at 2018 <sup>(9)</sup>	732,453
1,271	10.00%, with various maturities to 2020	1,472,174
971	10.097%, with maturity at 2025 <sup>(9)</sup>	1,122,052
932	10.467%, with maturity at 2019 <sup>(9)</sup>	1,063,264
1,101	10.50%, with maturity at 2021	1,288,031
369	11.50%, with maturity at 2016	416,650
16	12.50%, with maturity at 2011	16,509
		<b>\$ 233,539,461</b>
	<b>Government National Mortgage Association:</b>	
\$ 3,337	6.00%, with maturity at 2024	\$ 3,631,245
19,070	6.50%, with maturity at 2024	21,118,023
7,814	7.00%, with various maturities to 2026	8,795,974
32,359	7.50%, with various maturities to 2032	36,950,566
20,872	8.00%, with various maturities to 2034	24,075,821
677	8.30%, with maturity at 2020	780,083
1,371	8.50%, with various maturities to 2022	1,592,357
6,425	9.00%, with various maturities to 2026	7,531,145
9,178	9.50%, with various maturities to 2026	10,909,398
552	10.00%, with maturity at 2019	640,573
		<b>\$ 116,025,185</b>
	<b>Total Mortgage Pass-Throughs (identified cost \$535,127,205)</b>	<b>\$ 569,012,132</b>

**Collateralized Mortgage Obligations 7.8%**

<b>Principal Amount (000 s omitted)</b>	<b>Security</b>	<b>Value</b>
	<b>Federal Home Loan Mortgage Corp.:</b>	
\$ 1,721	Series 24, Class J, 6.25%, 11/25/23	\$ 1,862,952
2,031	Series 1497, Class K, 7.00%, 4/15/23	2,117,816
3,297	Series 1529, Class Z, 7.00%, 6/15/23	3,476,889
2,860	Series 1620, Class Z, 6.00%, 11/15/23	3,087,689
952	Series 1677, Class Z, 7.50%, 7/15/23	1,081,672
11,164	Series 1702, Class PZ, 6.50%, 3/15/24	12,569,853
5	Series 1720, Class PJ, 7.25%, 1/15/24	5,487
5,691	Series 2113, Class QG, 6.00%, 1/15/29	6,164,094
728	Series 2122, Class K, 6.00%, 2/15/29	784,850
493	Series 2130, Class K, 6.00%, 3/15/29	534,383
513	Series 2167, Class BZ, 7.00%, 6/15/29	560,759



**Table of Contents****Principal  
Amount**

<b>(000 s omitted)</b>	<b>Security</b>	<b>Value</b>
\$ 3,818	Series 2182, Class ZB, 8.00%, 9/15/29	\$ 4,296,213
4,589	Series 2198, Class ZA, 8.50%, 11/15/29	5,042,454
12,271	Series 2245, Class A, 8.00%, 8/15/27	13,991,618
		<b>\$ 55,576,729</b>

**Federal National Mortgage Association:**

\$ 348	Series 1988-14, Class I, 9.20%, 6/25/18	\$ 397,407
295	Series 1989-1, Class D, 10.30%, 1/25/19	336,015
554	Series 1989-34, Class Y, 9.85%, 7/25/19	651,791
436	Series 1990-17, Class G, 9.00%, 2/25/20	504,261
224	Series 1990-27, Class Z, 9.00%, 3/25/20	260,643
224	Series 1990-29, Class J, 9.00%, 3/25/20	261,079
929	Series 1990-43, Class Z, 9.50%, 4/25/20	1,086,565
328	Series 1991-98, Class J, 8.00%, 8/25/21	371,577
2,548	Series 1992-77, Class ZA, 8.00%, 5/25/22	2,917,836
167	Series 1992-103, Class Z, 7.50%, 6/25/22	188,424
285	Series 1992-113, Class Z, 7.50%, 7/25/22	321,722
628	Series 1992-185, Class ZB, 7.00%, 10/25/22	701,498
1,569	Series 1993-16, Class Z, 7.50%, 2/25/23	1,776,246
1,215	Series 1993-22, Class PM, 7.40%, 2/25/23	1,378,537
1,881	Series 1993-25, Class J, 7.50%, 3/25/23	2,127,709
3,609	Series 1993-30, Class PZ, 7.50%, 3/25/23	4,091,365
4,334	Series 1993-42, Class ZQ, 6.75%, 4/25/23	4,817,427
676	Series 1993-56, Class PZ, 7.00%, 5/25/23	756,811
783	Series 1993-156, Class ZB, 7.00%, 9/25/23	883,699
5,722	Series 1994-45, Class Z, 6.50%, 2/25/24	6,337,617
3,017	Series 1994-89, Class ZQ, 8.00%, 7/25/24	3,476,312
3,012	Series 1996-57, Class Z, 7.00%, 12/25/26	3,384,600
1,609	Series 1997-77, Class Z, 7.00%, 11/18/27	1,822,564
1,248	Series 1998-44, Class ZA, 6.50%, 7/20/28	1,368,950
600	Series 1999-45, Class ZG, 6.50%, 9/25/29	658,424
4,653	Series 2000-22, Class PN, 6.00%, 7/25/30	5,061,503
778	Series 2001-37, Class GA, 8.00%, 7/25/16	852,876
1,062	Series 2002-1, Class G, 7.00%, 7/25/23	1,194,086
503	Series G92-44, Class Z, 8.00%, 7/25/22	561,512
818	Series G92-44, Class ZQ, 8.00%, 7/25/22	913,670
1,220	Series G92-46, Class Z, 7.00%, 8/25/22	1,356,306
2,107	Series G92-60, Class Z, 7.00%, 10/25/22	2,334,003
21,486	Series G93-35, Class ZQ, 6.50%, 11/25/23	23,477,940
4,697	Series G93-40, Class H, 6.40%, 12/25/23	5,136,805
		<b>\$ 81,767,780</b>

**Government National Mortgage Association:**

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\$	5,160	Series 2002-45, Class PG, 6.00%, 3/17/32	\$	5,578,075
	509	Series 2005-72, Class E, 12.00%, 11/16/15		571,594
			\$	<b>6,149,669</b>

**Total Collateralized Mortgage Obligations**  
**(identified cost \$136,017,241)** **\$ 143,494,178**

**Commercial Mortgage-Backed Securities 10.6%**

**Principal**

**Amount**

**(000 s omitted)**

**Security**

**Value**

\$	25,000	BACM, Series 2004-1, Class A4, 4.76%, 11/10/39	\$	25,127,987
	3,500	BSCMS, Series 2004-PWR5, Class A3, 4.565%, 7/11/42		3,516,291
	10,000	BSCMS, Series 2004-T16, Class A4, 4.32%, 2/13/46		10,198,740
	394	CCMSC, Series 2000-1, Class A2, 7.757%, 4/15/32		394,967
	3,000	CGCMT, Series 2004-C1, Class A3, 5.251%, 4/15/40		3,027,742

**Table of Contents****Principal  
Amount**

<b>(000 s omitted)</b>	<b>Security</b>	<b>Value</b>
\$ 32,874	COMM, Series 2004-LB2A, Class A4, 4.715%, 3/10/39 <sup>(10)</sup>	\$ 33,317,658
6,000	COMM, Series 2004-LB4A, Class A3, 4.405%, 10/15/37	6,035,968
5,919	COMM, Series 2005-LP5, Class A2, 4.63%, 5/10/43	5,950,348
4,510	CSFB, Series 2001-CK1, Class A3, 6.38%, 12/18/35	4,618,066
19,357	CSFB, Series 2004-C1, Class A4, 4.75%, 1/15/37	19,727,568
1,183	CSFB, Series 2004-C3, Class A3, 4.302%, 7/15/36	1,184,092
4,000	CSFB, Series 2005-C4, Class A2, 5.017%, 8/15/38	4,013,329
567	GMACC, Series 2002-C2, Class A2, 5.389%, 10/15/38	582,243
2,200	JPMCC, Series 2004-CBX, Class A4, 4.529%, 1/12/37	2,231,440
27,214	JPMCC, Series 2005-LDP5, Class A3, 5.208%, 12/15/44 <sup>(10)</sup>	27,608,709
1,845	LB-UBS, Series 2004-C2, Class A2, 3.246%, 3/15/29	1,849,511
4,000	LB-UBS, Series 2004-C6, Class A3, 4.547%, 8/15/29	4,021,579
615	LB-UBS, Series 2005-C1, Class A2, 4.31%, 2/15/30	617,815
19,775	MLMT, Series 2003-KEY1, Class A4, 5.236%, 11/12/35	20,410,300
10,000	MSC, Series 2004-IQ7, Class A3, 5.35%, 6/15/38	10,252,877
4,400	SBM7, Series 2000-C3, Class A2, 6.592%, 12/18/33	4,467,001
3,663	WBCMT, Series 2004-C14, Class A2, 4.368%, 8/15/41	3,659,123

**Total Commercial Mortgage-Backed Securities  
(identified cost \$191,383,450)****\$ 192,813,354****Asset-Backed Securities 0.1%****Principal  
Amount**

<b>(000 s omitted)</b>	<b>Security</b>	<b>Value</b>
\$ 558	Alzette European CLO SA, Series 2004-1A, Class E2, 6.754%, 12/15/20 <sup>(11)</sup>	\$ 66,914
635	Avalon Capital Ltd. 3, Series 1A, Class D, 2.212%, 2/24/19 <sup>(7)(11)</sup>	407,558
753	Babson Ltd., Series 2005-1A, Class C1, 2.201%, 4/15/19 <sup>(7)(11)</sup>	523,409
1,000	Bryant Park CDO Ltd., Series 2005-1A, Class C, 2.301%, 1/15/19 <sup>(7)(11)</sup>	154,100
1,000	Carlyle High Yield Partners, Series 2004-6A, Class C, 2.723%, 8/11/16 <sup>(7)(11)</sup>	369,200
985	Centurion CDO 8 Ltd., Series 2005-8A, Class D, 5.757%, 3/8/17 <sup>(11)</sup>	689,357
500	Centurion CDO 9 Ltd., Series 2005-9A, Class D1, 5.001%, 7/17/19 <sup>(11)</sup>	319,750
1,500	Dryden Leveraged Loan, Series 2004-6A, Class C1, 2.799%, 7/30/16 <sup>(7)(11)</sup>	90,000

**Total Asset-Backed Securities  
(identified cost \$6,921,405)****\$ 2,620,288****Common Stocks 0.6%**

<b>Shares</b>	<b>Security</b>	<b>Value</b>
<b>Automotive 0.0%</b>		
24,705	Dayco Products, LLC <sup>(12)</sup>	\$ 382,928
		<b>\$ 382,928</b>
<b>Building and Development 0.2%</b>		
3,573	Panolam Holdings Co. <sup>(6)(12)(13)</sup>	\$ 1,963,363
26,154	Sanitec Europe Oy B Units <sup>(6)(12)</sup>	39,526
25,787	Sanitec Europe Oy E Units <sup>(6)(12)</sup>	0
615	United Subcontractors, Inc. <sup>(6)(12)</sup>	49,606
4,575	WCI Communities, Inc. <sup>(12)</sup>	388,913
		<b>\$ 2,441,408</b>
<b>Chemicals and Plastics 0.0%</b>		
243	Wellman Holdings, Inc. <sup>(6)(12)</sup>	\$ 87,259
		<b>\$ 87,259</b>
<b>Containers and Glass Products 0.4%</b>		
142,857	Anchor Glass Container Corp. <sup>(6)</sup>	\$ 7,058,564
		<b>\$ 7,058,564</b>

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<b>Shares</b>	<b>Security</b>	<b>Value</b>
<b>Ecological Services and Equipment 0.0%</b>		
2,484	Environmental Systems Products Holdings, Inc. <sup>(6)(12)(13)</sup>	\$ 34,602
		<b>\$ 34,602</b>
<b>Food Service 0.0%</b>		
30,225	Buffets, Inc. <sup>(12)</sup>	\$ 232,355
		<b>\$ 232,355</b>
<b>Nonferrous Metals/Minerals 0.0%</b>		
701	Euramax International, Inc. <sup>(6)(12)</sup>	\$ 0
		<b>\$ 0</b>
<b>Oil and Gas 0.0%</b>		
15,499	SemGroup Corp. <sup>(12)</sup>	\$ 384,569
		<b>\$ 384,569</b>
<b>Publishing 0.0%</b>		
2,290	Source Interlink Companies, Inc. <sup>(6)(12)</sup>	\$ 16,488
9,296	SuperMedia, Inc. <sup>(12)</sup>	337,538
		<b>\$ 354,026</b>
<b>Total Common Stocks (identified cost 9,425,421)</b>		<b>\$ 10,975,711</b>
<b>Convertible Bonds 0.6%</b>		
<b>Principal Amount</b>	<b>Security</b>	<b>Value</b>
<b>Automotive 0.4%</b>		
\$ 5,310,000	Ford Motor Co., 4.25%, 11/15/16	\$ 7,135,313
		<b>\$ 7,135,313</b>
<b>Diversified Media 0.0%</b>		
\$ 750,000	Virgin Media, Inc., 6.50%, 11/15/16 <sup>(7)</sup>	\$ 817,500
		<b>\$ 817,500</b>
<b>Drugs 0.1%</b>		

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\$	1,500,000	Kendle International, Inc., 3.375%, 7/15/12	\$	1,359,375
			\$	<b>1,359,375</b>
<b>Electronics/Electrical 0.1%</b>				
\$	1,680,000	Advanced Micro Devices, Inc., 6.00%, 5/1/15	\$	1,545,600
			\$	<b>1,545,600</b>
<b>Total Convertible Bonds</b>				
<b>(identified cost \$8,420,226)</b>				
			\$	<b>10,857,788</b>
<b>Convertible Preferred Stocks 0.1%</b>				
<b>Shares</b>		<b>Security</b>		<b>Value</b>
<b>Oil, Gas &amp; Consumable Fuels 0.1%</b>				
	9,691	Chesapeake Energy Corp.	\$	806,969
			\$	<b>806,969</b>
<b>Wireless Telecommunication Services 0.0%</b>				
	4,958	Crown Castle International Corp. <sup>(3)</sup>	\$	283,536
			\$	<b>283,536</b>
<b>Total Convertible Preferred Stocks</b>				
<b>(identified cost \$1,176,061)</b>				
			\$	<b>1,090,505</b>

**Table of Contents****Preferred Stocks 0.0%**

<b>Shares/Units</b>	<b>Security</b>	<b>Value</b>
<b>Ecological Services and Equipment 0.0%</b>		
1,138	Environmental Systems Products Holdings, Inc., Series A <sup>(6)(12)(13)</sup>	\$ 91,040
		<b>\$ 91,040</b>
<b>Lodging and Casinos 0.0%</b>		
6,270	Fontainebleau Resorts LLC <sup>(3)(6)(12)(13)</sup>	\$ 63
		<b>\$ 63</b>
<b>Total Preferred Stocks</b> <b>(identified cost \$6,289,915)</b>		<b>\$ 91,103</b>

**Warrants 0.0%**

<b>Shares</b>	<b>Security</b>	<b>Value</b>
<b>Oil and Gas 0.0%</b>		
16,314	SemGroup Corp., Exp. 11/30/14 <sup>(6)(12)</sup>	\$ 86,073
		\$ 86,073
<b>Total Warrants</b> <b>(identified cost \$163)</b>		<b>\$ 86,073</b>

**Miscellaneous 0.0%**

<b>Shares</b>	<b>Security</b>	<b>Value</b>
<b>Cable and Satellite Television 0.0%</b>		
2,496,146	Adelphia Recovery Trust <sup>(12)</sup>	\$ 84,245
2,500,000	Adelphia, Inc., Escrow Certificate <sup>(12)</sup>	43,750
		<b>\$ 127,995</b>
<b>Oil and Gas 0.0%</b>		
1,170,000	VeraSun Energy Corp., Escrow Certificate <sup>(6)(12)</sup>	\$ 0
		<b>\$ 0</b>
		<b>\$ 127,995</b>

**Total Miscellaneous**  
**(identified cost \$2,237,500)**



**Table of Contents****Short-Term Investments 1.8%****Principal****Amount/Interest****(000 s Omitted)**

	<b>Description</b>	<b>Value</b>
\$ 23,855	Eaton Vance Cash Reserves Fund, LLC, 0.11% <sup>(14)</sup>	\$ 23,855,355
8,891	State Street Bank and Trust Euro Time Deposit, 0.01%, 2/1/10	8,890,714

**Total Short-Term Investments**  
**(identified cost \$32,746,069)** **\$ 32,746,069**

**Total Investments 141.8%**  
**(identified cost \$2,591,010,279)** **\$ 2,589,070,522**

**Less Unfunded Loan Commitments 0.0%** **\$ (399,440)**

**Net Investments 141.8%**  
**(identified cost \$2,590,610,839)** **\$ 2,588,671,082**

**Other Assets, Less Liabilities (27.2)%** **\$ (496,041,290)**

**Auction Preferred Shares Plus Cumulative Unpaid Dividends (14.6)%** **\$ (266,630,646)**

**Net Assets Applicable to Common Shares 100.0%** **\$ 1,825,999,146**

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.
- CCMSC - Chase Commercial Mortgage Securities Corp.
- CGCMT - Citigroup Commercial Mortgage Trust
- COMM - Commercial Mortgage Pass-Through Certificate
- CSFB - Credit Suisse First Boston Mortgage Securities Corp.

DIP	- Debtor in Possession
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
MTN	- Medium-Term Note
SBM7	- Salomon Brothers Mortgage Securities VII, Inc.
WBCMT	- Wachovia Bank Commercial Mortgage Trust
EUR	- Euro
GBP	- British Pound Sterling

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- \* 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) Currently the issuer is in default with respect to interest payments.
  - (3) Represents a payment-in-kind security which may pay all or a portion of interest/dividends in additional par/shares.
  - (4) 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.
  - (5) Defaulted matured security.
  - (6) Security valued at fair value using methods determined in good faith by or at the direction of the Trustees.
  - (7) Security exempt from registration pursuant to Rule 144A under the Securities Act of 1933. These securities may be sold in certain transactions and remain exempt from registration, normally to qualified institutional buyers. At January 31, 2010, the aggregate value of these securities is \$263,852,904 or 14.4% of the Fund s net assets applicable to common shares.
  - (8) Adjustable rate mortgage.
  - (9) Weighted average fixed-rate coupon that changes/updates monthly.
  - (10) Security held as collateral in connection with the Term Asset-Backed Securities Loan Facility ( TALF ) program.
  - (11) Variable rate security. The stated interest rate represents the rate in effect at January 31, 2010.
  - (12) Non-income producing security.
  - (13) Restricted security.
  - (14)

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 January 31, 2010. Net income allocated from the investment in Eaton Vance Cash Reserves Fund, LLC for the fiscal year to date ended January 31, 2010 was \$889. Net income allocated from the investment in other affiliated investment companies for the fiscal year to date ended January 31, 2010 was \$1,229.

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A summary of financial instruments outstanding at January 31, 2010 is as follows:

**Forward Foreign Currency Exchange Contracts****Sales**

<b>Settlement Date</b>	<b>Deliver</b>	<b>In Exchange For</b>	<b>Net Unrealized Appreciation</b>
2/26/10	British Pound Sterling 16,657,015	United States Dollar 26,956,931	\$ 335,525
2/26/10	Euro 46,214,221	United States Dollar 64,921,276	849,261
			<b>\$ 1,184,786</b>

At January 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 January 31, 2010, the aggregate fair value of derivative instruments (not considered to be hedging instruments for accounting disclosure purposes) in an asset position and whose primary underlying risk exposure is foreign exchange risk was \$1,184,786.

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

<b>Aggregate cost</b>	<b>\$ 2,616,299,579</b>
Gross unrealized appreciation	\$ 104,648,486
Gross unrealized depreciation	(132,276,983)
<b>Net unrealized depreciation</b>	<b>\$ (27,628,497)</b>

**Restricted Securities**

At January 31, 2010, the Fund owned the following securities (representing less than 0.1% 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>	\$ 34,602
Panolam Holdings Co.	12/30/09	3,573	1,963,363	1,963,363
<b>Total Common Stocks</b>			<b>\$ 1,963,363</b>	<b>\$ 1,997,965</b>
<b>Preferred Stocks</b>				
Environmental Systems Products Holdings, Inc., Series A	10/25/07	1,138	\$ 19,915	\$ 91,040
Fontainebleau Resorts LLC	6/1/07	6,270	6,270,000	63
<b>Total Preferred Stocks</b>			<b>\$ 6,289,915</b>	<b>\$ 91,103</b>
<b>Total Restricted</b>			<b>\$ 8,253,278</b>	<b>\$ 2,089,068</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)

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

At January 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)	\$	\$ 815,637,105	\$ 1,591,448	\$ 817,228,553
Corporate Bonds & Notes		810,398,458	4,264,188	814,662,646
Mortgage Pass-Throughs Collateralized Mortgage Obligations		569,012,132		569,012,132
Commercial Mortgage-Backed Securities		143,494,178		143,494,178
Asset-Backed Securities		192,813,354		192,813,354
Common Stocks	337,538	2,620,288	9,249,408	10,975,711
Convertible Bonds		1,388,765		1,388,765
Convertible Preferred Stocks	806,969	3,722,475		3,722,475
Preferred Stocks		283,536	91,103	1,090,505
Warrants			86,073	91,103
Miscellaneous		127,995	0	86,073
Short-Term Investments		32,746,069		127,995
<b>Total Investments</b>	<b>\$ 1,144,507</b>	<b>\$ 2,572,244,355</b>	<b>\$ 15,282,220</b>	<b>\$ 2,588,671,082</b>
Forward Foreign Currency Exchange Contracts	\$	\$ 1,184,786	\$	\$ 1,184,786
<b>Total</b>	<b>\$ 1,144,507</b>	<b>\$ 2,573,429,141</b>	<b>\$ 15,282,220</b>	<b>\$ 2,589,855,868</b>

**Liability Description**

TALF Loan Payable	\$	\$	\$ (51,074,800)	\$ (51,074,800)
<b>Total</b>	<b>\$</b>	<b>\$</b>	<b>\$ (51,074,800)</b>	<b>\$ (51,074,800)</b>

The following is a reconciliation of Level 3 assets 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, 2009</b>	<b>\$ 1,217,696</b>	<b>\$ 191,394</b>	<b>\$ 5,828,336</b>	<b>\$ 607,545</b>	<b>\$</b>	<b>\$ 7,844,971</b>
Realized gains (losses)	(973,422)		(73)			(973,495)
Change in net unrealized appreciation (depreciation)	1,650,500	(30,277)	1,313,206	(807,702)		2,125,727
Net purchases (sales)	(363,808)	(289,576)	2,107,939	377,333	(51,074,800)	(49,242,912)
Accrued discount (premium)	7,982	30,262				38,244
Net transfers to (from) Level 3	52,500	4,362,385				4,414,885
<b>Balance as of January 31, 2010</b>	<b>\$ 1,591,448</b>	<b>\$ 4,264,188</b>	<b>\$ 9,249,408</b>	<b>\$ 177,176</b>	<b>\$ (51,074,800)</b>	<b>\$ (35,792,580)</b>
<b>Change in net unrealized appreciation (depreciation) on investments still held as of January 31,</b>	<b>\$ 257,733</b>	<b>\$ (30,277)</b>	<b>\$ 1,313,206</b>	<b>\$ (807,702)</b>	<b>\$</b>	<b>\$ 732,960</b>



**2010**

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.

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**Subsequent Events**

Prior to the opening of business on March 12, 2010, the Fund acquired the net assets applicable to common shares of Eaton Vance Credit Opportunities Fund (the Acquired Fund) pursuant to an Agreement and Plan of Reorganization approved by the shareholders of the Acquired Fund on February 26, 2010. The acquisition was accomplished by a tax-free exchange of 4,738,774 common shares of the Fund (valued at \$77,565,332) for 7,274,487 common shares of the Acquired Fund, each outstanding on March 11, 2010, and cash consideration equal to the aggregate liquidation value of the Acquired Fund's Auction Preferred Shares (valued at \$8,000,000). The investment portfolio of the Acquired Fund, with a fair value of \$83,141,612 and identified cost of \$101,058,710 at March 11, 2010, was the principal asset acquired by the Fund. For financial reporting purposes, assets received and shares issued by the Fund were recorded at fair value; however, the cost basis of the investments received from the Acquired Fund was carried forward to align ongoing reporting of the Fund's realized and unrealized gains and losses with amounts distributable to shareholders for tax purposes. The aggregate net assets applicable to common shares of the Fund immediately before the acquisition were \$1,840,816,015. The net assets applicable to common shares of the Acquired Fund at that date of \$77,565,332 were combined with those of the Fund, resulting in combined net assets applicable to common shares of \$1,918,381,347.

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**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: March 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: March 24, 2010

By: /s/ Barbara E. Campbell

Barbara E. Campbell  
Treasurer

Date: March 24, 2010