

EATON VANCE LTD DURATION INCOME FUND  
Form N-Q  
March 31, 2011

**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, 2011  
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, 2011

## PORTFOLIO OF INVESTMENTS (Unaudited)

Senior Floating-Rate Interests 36.8%

## Principal

## Amount\*

(000 s omitted)

## Borrower/Tranche Description

Value

## Aerospace and Defense 0.8%

## Aveos Fleet Performance, Inc.

89	Revolving Loan, 3.86%, Maturing March 12, 2013 <sup>(2)</sup>	\$ 88,466
59	Term Loan, 11.25%, Maturing March 12, 2013	58,977
162	Term Loan - Second Lien, 10.75%, Maturing March 12, 2015 <sup>(3)</sup>	154,131

## Avio Holding SpA

EUR	700	Term Loan - Second Lien, 5.12%, Maturing June 14, 2016	944,029
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## Booz Allen Hamilton, Inc.

	2,965	Term Loan, 6.00%, Maturing July 31, 2015	2,974,303
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## DAE Aviation Holdings, Inc.

	652	Term Loan, 4.06%, Maturing July 31, 2014	648,268
	675	Term Loan, 4.06%, Maturing July 31, 2014	671,203

## Delos Aircraft, Inc.

	775	Term Loan, 7.00%, Maturing March 17, 2016	784,964
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## Doncasters (Dunde HoldCo 4 Ltd.)

	559	Term Loan, 4.26%, Maturing July 13, 2015	530,576
	559	Term Loan, 4.76%, Maturing July 13, 2015	530,576

GBP	1,234	Term Loan - Second Lien, 6.60%, Maturing January 13, 2016	1,787,127
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## Evergreen International Aviation

	809	Term Loan, 10.50%, Maturing October 31, 2011 <sup>(3)</sup>	805,380
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## Hawker Beechcraft Acquisition

	2,563	Term Loan, 2.27%, Maturing March 26, 2014	2,292,902
	131	Term Loan, 2.30%, Maturing March 26, 2014	116,844

## IAP Worldwide Services, Inc.

	1,040	Term Loan, 8.25%, Maturing December 30, 2012	1,038,354
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## International Lease Finance Co.

	1,050	Term Loan, 6.75%, Maturing March 17, 2015	1,063,313
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## Wesco Aircraft Hardware Corp.

	1,295	Term Loan, 2.51%, Maturing September 30, 2013	1,296,802
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## Wyle Laboratories, Inc.

	945	Term Loan, 7.75%, Maturing March 25, 2016	952,926
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\$ 16,739,141

## Automotive 1.6%

## Adesa, Inc.

	3,748	Term Loan, 3.01%, Maturing October 18, 2013	\$ 3,748,942
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## Allison Transmission, Inc.

	5,864	Term Loan, 3.02%, Maturing August 7, 2014	5,860,807
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	<b>Federal-Mogul Corp.</b>	
4,073	Term Loan, 2.20%, Maturing December 29, 2014	3,966,706
3,619	Term Loan, 2.20%, Maturing December 28, 2015	3,524,435
	<b>Ford Motor Co.</b>	
832	Term Loan, 3.02%, Maturing December 16, 2013	834,727
3,732	Term Loan, 3.02%, Maturing December 16, 2013	3,745,560
	<b>Goodyear Tire &amp; Rubber Co.</b>	
4,450	Term Loan - Second Lien, 1.96%, Maturing April 30, 2014	4,382,138
	<b>HHI Holdings, LLC</b>	
963	Term Loan, 10.50%, Maturing March 30, 2015	979,386
	<b>Keystone Automotive Operations, Inc.</b>	
1,281	Term Loan, 3.76%, Maturing January 12, 2012	1,181,545
	<b>TriMas Corp.</b>	
198	Term Loan, 6.00%, Maturing August 2, 2011	199,926
2,470	Term Loan, 6.00%, Maturing December 15, 2015	2,488,576
		<b>\$ 30,912,748</b>

<b>Principal Amount*</b>		<b>Value</b>
<b>(000 s omitted)</b>	<b>Borrower/Tranche Description</b>	
<b>Beverage and Tobacco</b>	<b>0.1%</b>	
	<b>Constellation Brands, Inc.</b>	
349	Term Loan, 3.06%, Maturing June 5, 2015	\$ 352,646
	<b>Liberator Midco Ltd.</b>	
GBP 811	Term Loan, 11.34%, Maturing November 3, 2016 <sup>(3)</sup>	1,316,155
	<b>Maine Beverage Co., LLC</b>	
284	Term Loan, 2.05%, Maturing March 31, 2013	273,668
		<b>\$ 1,942,469</b>
<b>Building and Development</b>	<b>0.7%</b>	
	<b>Beacon Sales Acquisition, Inc.</b>	
831	Term Loan, 2.29%, Maturing September 30, 2013	\$ 816,600
	<b>Brickman Group Holdings, Inc.</b>	
1,325	Term Loan, 7.25%, Maturing October 14, 2016	1,354,812
	<b>Building Materials Corp. of America</b>	
984	Term Loan, 3.06%, Maturing February 24, 2014	991,449
	<b>Forestar USA Real Estate Group, Inc.</b>	
311	Revolving Loan, 0.67%, Maturing August 6, 2013 <sup>(2)</sup>	298,939
2,854	Term Loan, 6.50%, Maturing August 6, 2015	2,811,530
	<b>NCI Building Systems, Inc.</b>	
626	Term Loan, 8.00%, Maturing April 18, 2014	618,444
	<b>Panolam Industries Holdings, Inc.</b>	
2,033	Term Loan, 8.25%, Maturing December 31, 2013	1,884,386
	<b>RE/MAX International, Inc.</b>	
2,357	Term Loan, 5.50%, Maturing April 15, 2016	2,380,759
	<b>Realogy Corp.</b>	
117	Term Loan, 3.26%, Maturing October 10, 2013	113,405
985	Term Loan, 3.29%, Maturing October 10, 2013	956,952
	<b>South Edge, LLC</b>	
288	Term Loan, 0.00%, Maturing October 31, 2009 <sup>(4)</sup>	150,219
	<b>WCI Communities, Inc.</b>	
711	Term Loan, 10.06%, Maturing September 2, 2016 <sup>(3)</sup>	690,018
		<b>\$ 13,067,513</b>
<b>Business Equipment and Services</b>	<b>3.4%</b>	
	<b>Activant Solutions, Inc.</b>	
256	Term Loan, 2.31%, Maturing May 2, 2013	\$ 253,567
1,533	Term Loan, 4.81%, Maturing February 2, 2016	1,548,635
	<b>Advantage Sales &amp; Marketing, Inc.</b>	
1,900	Term Loan, 5.25%, Maturing December 18, 2017	1,916,957
	<b>Affinion Group, Inc.</b>	
4,665	Term Loan, 5.00%, Maturing October 10, 2016	4,702,651
	<b>Allied Barton Security Service</b>	

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1,086	Term Loan, 7.75%, Maturing February 18, 2015 <b>Dealer Computer Services, Inc.</b>	1,087,190
1,961	Term Loan, 5.25%, Maturing April 21, 2017 <b>Education Management, LLC</b>	1,980,835
4,173	Term Loan, 2.06%, Maturing June 3, 2013 <b>First American Corp.</b>	4,108,724
1,169	Term Loan, 4.75%, Maturing April 12, 2016 <b>Infogroup, Inc.</b>	1,180,086
896	Term Loan, 6.25%, Maturing July 1, 2016 <b>Information Resources, Inc.</b>	907,813
1,240	Term Loan, 3.30%, Maturing May 16, 2014 <b>iPayment, Inc.</b>	1,241,717
2,036	Term Loan, 2.31%, Maturing May 10, 2013 <b>Kronos, Inc.</b>	2,005,850
1,468	Term Loan, 2.05%, Maturing June 11, 2014 <b>Mitchell International, Inc.</b>	1,465,628
2,500	Term Loan - Second Lien, 5.56%, Maturing March 30, 2015	2,256,250

Principal Amount* (000 s omitted)	Borrower/Tranche Description	Value
	<b>NE Customer Service</b>	
2,059	Term Loan, 6.00%, Maturing March 23, 2016	\$ 2,057,713
	<b>Quantum Corp.</b>	
226	Term Loan, 3.80%, Maturing July 14, 2014	224,686
	<b>Quintiles Transnational Corp.</b>	
1,188	Term Loan, 2.31%, Maturing March 29, 2013	1,188,346
165	Term Loan - Second Lien, 4.31%, Maturing March 31, 2014	165,227
	<b>Sabre, Inc.</b>	
7,563	Term Loan, 2.28%, Maturing September 30, 2014	7,085,909
	<b>Safenet, Inc.</b>	
970	Term Loan, 2.76%, Maturing April 12, 2014	965,000
	<b>Serena Software, Inc.</b>	
1,548	Term Loan, 2.30%, Maturing March 10, 2013	1,548,587
	<b>Sitel (Client Logic)</b>	
1,171	Term Loan, 5.80%, Maturing January 30, 2014	1,152,065
	<b>Solera Holdings, LLC</b>	
EUR 1,068	Term Loan, 2.81%, Maturing May 16, 2014	1,443,672
	<b>SunGard Data Systems, Inc.</b>	
439	Term Loan, 2.01%, Maturing February 28, 2014	438,358
13,378	Term Loan, 3.91%, Maturing February 26, 2016	13,464,121
	<b>Travelport, LLC</b>	
446	Term Loan, 4.80%, Maturing August 21, 2015	435,180
2,223	Term Loan, 4.96%, Maturing August 21, 2015	2,168,846
EUR 1,052	Term Loan, 5.50%, Maturing August 21, 2015	1,378,597
	<b>U.S. Security Holdings, Inc.</b>	
806	Term Loan, 4.01%, Maturing May 8, 2013	790,101
	<b>Valassis Communications, Inc.</b>	
397	Term Loan, 2.56%, Maturing March 2, 2014	397,444
1,717	Term Loan, 2.56%, Maturing March 2, 2014	1,719,893
	<b>West Corp.</b>	
555	Term Loan, 2.74%, Maturing October 24, 2013	554,618
3,870	Term Loan, 4.59%, Maturing July 15, 2016	3,916,709
1,360	Term Loan, 4.61%, Maturing July 15, 2016	1,376,092
		<b>\$ 67,127,067</b>
<b>Cable and Satellite Television 2.6%</b>		
	<b>Bragg Communications, Inc.</b>	
1,562	Term Loan, 2.79%, Maturing August 31, 2014	\$ 1,544,886
	<b>Cequel Communications, LLC</b>	
2,837	Term Loan, 2.26%, Maturing November 5, 2013	2,838,932
	<b>Charter Communications Operating, LLC</b>	
5,911	Term Loan, 2.26%, Maturing March 6, 2014	5,919,243
	<b>CSC Holdings, Inc.</b>	
2,650	Term Loan, 2.01%, Maturing March 29, 2016	2,664,037

		<b>Foxco Acquisition Sub, LLC</b>	
	969	Term Loan, 7.50%, Maturing July 14, 2015	970,255
		<b>Insight Midwest Holdings, LLC</b>	
	4,359	Term Loan, 2.02%, Maturing April 7, 2014	4,352,136
		<b>MCC Iowa, LLC</b>	
	2,353	Term Loan, 2.01%, Maturing January 31, 2015	2,294,616
		<b>Mediacom Broadband, LLC</b>	
	1,841	Term Loan, 4.50%, Maturing October 23, 2017	1,844,201
		<b>Mediacom Illinois, LLC</b>	
	4,645	Term Loan, 2.01%, Maturing January 31, 2015	4,495,685
		<b>Mediacom, LLC</b>	
	1,020	Term Loan, 4.50%, Maturing October 23, 2017	1,021,150
		<b>ProSiebenSat.1 Media AG</b>	
EUR	1,045	Term Loan, 3.68%, Maturing March 6, 2015	1,309,992
EUR	1,187	Term Loan, 2.91%, Maturing June 26, 2015	1,580,200
EUR	48	Term Loan, 2.91%, Maturing July 3, 2015	64,129



<b>Principal Amount*</b>			<b>Value</b>
<b>(000 s omitted)</b>		<b>Borrower/Tranche Description</b>	
EUR	1,045	Term Loan, 3.93%, Maturing March 4, 2016	\$ 1,309,992
EUR	504	Term Loan, 8.30%, Maturing March 6, 2017 <sup>(3)</sup>	609,295
EUR	452	Term Loan - Second Lien, 5.05%, Maturing September 2, 2016	552,103
		<b>UPC Broadband Holding B.V.</b>	
	985	Term Loan, 3.76%, Maturing December 30, 2016	984,548
EUR	4,531	Term Loan, 4.54%, Maturing December 31, 2016	6,183,829
	1,815	Term Loan, 3.76%, Maturing December 29, 2017	1,819,366
EUR	1,962	Term Loan, 4.79%, Maturing December 31, 2017	2,670,323
		<b>Virgin Media Investment Holding</b>	
GBP	1,000	Term Loan, 4.03%, Maturing June 30, 2015	1,607,857
GBP	1,000	Term Loan, 4.53%, Maturing December 31, 2015	1,611,529
		<b>YPSO Holding SA</b>	
EUR	581	Term Loan, 4.62%, Maturing June 16, 2014 <sup>(3)</sup>	676,935
EUR	948	Term Loan, 4.62%, Maturing June 16, 2014 <sup>(3)</sup>	1,104,472
EUR	1,506	Term Loan, 4.62%, Maturing June 16, 2014 <sup>(3)</sup>	1,754,091
			<b>\$ 51,783,802</b>

**Chemicals and Plastics 2.0%**

		<b>Brenntag Holding GmbH and Co. KG</b>	
	1,965	Term Loan, 3.77%, Maturing January 20, 2014	\$ 1,973,465
	290	Term Loan, 3.77%, Maturing January 20, 2014	290,892
	1,300	Term Loan - Second Lien, 6.45%, Maturing July 17, 2015	1,317,333
		<b>Celanese Holdings, LLC</b>	
	4,128	Term Loan, 3.30%, Maturing October 31, 2016	4,176,945
EUR	1,359	Term Loan, 3.94%, Maturing October 31, 2016	1,869,838
		<b>Hexion Specialty Chemicals, Inc.</b>	
	390	Term Loan, 4.06%, Maturing May 5, 2015	392,353
	875	Term Loan, 4.06%, Maturing May 5, 2015	879,251
	2,330	Term Loan, 4.06%, Maturing May 5, 2015	2,338,292
		<b>Huish Detergents, Inc.</b>	
	1,230	Term Loan, 2.01%, Maturing April 26, 2014	1,199,992
		<b>Huntsman International, LLC</b>	
	2,960	Term Loan, 1.80%, Maturing April 21, 2014	2,949,080
		<b>INEOS Group</b>	
	214	Term Loan, 7.50%, Maturing December 16, 2013	221,690
EUR	1,326	Term Loan, 7.50%, Maturing December 16, 2013	1,898,395
	214	Term Loan, 8.00%, Maturing December 16, 2014	221,826
EUR	1,327	Term Loan, 8.00%, Maturing December 16, 2014	1,900,415
EUR	500	Term Loan, 9.00%, Maturing December 16, 2015	715,320
		<b>ISP Chemco, Inc.</b>	
	1,915	Term Loan, 1.81%, Maturing June 4, 2014	1,905,277
		<b>Kraton Polymers, LLC</b>	
	2,090	Term Loan, 2.31%, Maturing May 13, 2013	2,072,315
		<b>MacDermid, Inc.</b>	

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EUR	828	Term Loan, 3.07%, Maturing April 11, 2014 <b>Millenium Inorganic Chemicals</b>	1,053,081
	463	Term Loan, 2.55%, Maturing May 15, 2014 <b>Momentive Performance Material</b>	460,003
	1,862	Term Loan, 2.56%, Maturing December 4, 2013 <b>Nalco Co.</b>	1,856,193
	1,571	Term Loan, 4.50%, Maturing October 5, 2017 <b>Rockwood Specialties Group, Inc.</b>	1,592,468
	2,989	Term Loan, 6.00%, Maturing May 15, 2014 <b>Schoeller Arca Systems Holding</b>	3,001,209
EUR	289	Term Loan, 5.53%, Maturing November 16, 2015 <sup>(5)</sup>	273,065
EUR	824	Term Loan, 5.53%, Maturing November 16, 2015 <sup>(5)</sup>	778,558
EUR	887	Term Loan, 5.53%, Maturing November 16, 2015 <sup>(5)</sup> <b>Solutia, Inc.</b>	837,804
	2,556	Term Loan, 4.50%, Maturing March 17, 2017	2,582,037

<b>Principal Amount*</b> (000 \$ omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Styron S.A.R.L.</b>	
975	Term Loan, 7.50%, Maturing June 17, 2016	\$ 991,453
		<b>\$ 39,748,550</b>
<b>Clothing/Textiles</b>	<b>0.1%</b>	
	<b>Phillips Van Heusen Corp.</b>	
1,193	Term Loan, 4.75%, Maturing May 6, 2016	\$ 1,204,848
		<b>\$ 1,204,848</b>
<b>Conglomerates</b>	<b>0.7%</b>	
	<b>Gentek</b>	
673	Term Loan, 6.75%, Maturing October 6, 2015	\$ 689,304
	<b>Jarden Corp.</b>	
1,362	Term Loan, 3.55%, Maturing January 26, 2015	1,375,476
	<b>Manitowoc Company, Inc. (The)</b>	
526	Term Loan, 5.31%, Maturing November 6, 2013	529,501
573	Term Loan, 8.00%, Maturing November 6, 2014	582,236
	<b>RBS Global, Inc.</b>	
408	Term Loan, 2.56%, Maturing July 19, 2013	403,070
2,682	Term Loan, 2.81%, Maturing July 19, 2013	2,674,425
	<b>RGIS Holdings, LLC</b>	
101	Term Loan, 2.80%, Maturing April 30, 2014	98,006
2,016	Term Loan, 2.80%, Maturing April 30, 2014	1,960,117
	<b>Service Master Co.</b>	
90	Term Loan, 2.76%, Maturing July 24, 2014	89,013
905	Term Loan, 2.77%, Maturing July 24, 2014	893,840
	<b>US Investigations Services, Inc.</b>	
3,559	Term Loan, 3.05%, Maturing February 21, 2015	3,536,264
	<b>Vertrue, Inc.</b>	
984	Term Loan, 3.31%, Maturing August 16, 2014	893,165
		<b>\$ 13,724,417</b>
<b>Containers and Glass Products</b>	<b>1.4%</b>	
	<b>Berry Plastics Corp.</b>	
4,516	Term Loan, 2.28%, Maturing April 3, 2015	\$ 4,436,381
	<b>Consolidated Container Co.</b>	
2,000	Term Loan - Second Lien, 5.75%, Maturing September 28, 2014	1,747,500
	<b>Graham Packaging Holdings Co.</b>	
4,003	Term Loan, 6.75%, Maturing April 5, 2014	4,073,748
998	Term Loan, 6.00%, Maturing September 23, 2016	1,017,243
	<b>Graphic Packaging International, Inc.</b>	
6,123	Term Loan, 2.30%, Maturing May 16, 2014	6,142,048

		<b>JSG Acquisitions</b>	
EUR	797	Term Loan, 4.06%, Maturing December 31, 2014	1,095,190
EUR	788	Term Loan, 4.22%, Maturing December 31, 2014	1,083,909
		<b>Kranson Industries, Inc.</b>	
	995	Term Loan, 2.51%, Maturing July 31, 2013	961,000
		<b>Pelican Products, Inc.</b>	
	800	Term Loan, 5.75%, Maturing November 30, 2016	810,500
		<b>Reynolds Group Holdings, Inc.</b>	
	1,000	Term Loan, 6.25%, Maturing August 6, 2015	1,005,625
	2,105	Term Loan, 6.25%, Maturing May 5, 2016	2,122,479
	1,325	Term Loan, 6.50%, Maturing May 5, 2016	1,333,830
		<b>Smurfit Kappa Acquisitions</b>	
EUR	115	Term Loan, 4.14%, Maturing December 31, 2014	157,639
EUR	138	Term Loan, 4.24%, Maturing December 31, 2014	189,271
		<b>Tegrant Holding Corp.</b>	
	1,925	Term Loan, 3.53%, Maturing March 8, 2013	1,780,625
			<b>\$ 27,956,988</b>

**Principal  
Amount\***

<b>(000 s omitted)</b>		<b>Borrower/Tranche Description</b>	<b>Value</b>
<b>Cosmetics/Toiletries</b>		<b>0.5%</b>	
		<b>Alliance Boots Holdings, Ltd.</b>	
GBP	2,950	Term Loan, 3.57%, Maturing July 5, 2015	\$ 4,487,215
EUR	1,000	Term Loan, 3.78%, Maturing July 5, 2015	1,324,843
		<b>Bausch &amp; Lomb, Inc.</b>	
	535	Term Loan, 3.51%, Maturing April 24, 2015	537,508
	2,202	Term Loan, 3.54%, Maturing April 24, 2015	2,213,745
		<b>KIK Custom Products, Inc.</b>	
	1,900	Term Loan - Second Lien, 5.30%, Maturing November 30, 2014	1,296,750
		<b>Prestige Brands, Inc.</b>	
	1,036	Term Loan, 4.75%, Maturing March 24, 2016	1,046,802
			<b>\$ 10,906,863</b>
<b>Drugs</b>		<b>0.2%</b>	
		<b>Graceway Pharmaceuticals, LLC</b>	
	983	Term Loan, 5.01%, Maturing May 3, 2012	\$ 464,865
	1,415	Term Loan, 10.01%, Maturing November 3, 2013 <sup>(3)(5)</sup>	24,837
	2,000	Term Loan - Second Lien, 0.00%, Maturing May 3, 2013 <sup>(6)</sup>	185,000
		<b>Pharmaceutical Holdings Corp.</b>	
	127	Term Loan, 4.51%, Maturing January 30, 2012	125,378
		<b>Warner Chilcott Corp.</b>	
	1,301	Term Loan, 6.00%, Maturing October 30, 2014	1,305,428
	66	Term Loan, 6.25%, Maturing April 30, 2015	66,534
	855	Term Loan, 6.25%, Maturing April 30, 2015	863,010
	1,403	Term Loan, 6.25%, Maturing April 30, 2015	1,415,910
			<b>\$ 4,450,962</b>
<b>Ecological Services and Equipment</b>		<b>0.2%</b>	
		<b>Big Dumpster Merger Sub, Inc.</b>	
	806	Term Loan, 2.51%, Maturing February 5, 2013	\$ 641,885
		<b>Cory Environmental Holdings</b>	
GBP	500	Term Loan - Second Lien, 5.04%, Maturing September 30, 2014	620,717
		<b>Environmental Systems Products Holdings, Inc.</b>	
	292	Term Loan - Second Lien, 13.50%, Maturing September 12, 2014	255,956
		<b>Kemble Water Structure, Ltd.</b>	
GBP	500	Term Loan - Second Lien, 5.03%, Maturing October 13, 2013	786,242
		<b>Sensus Metering Systems, Inc.</b>	
	691	Term Loan, 7.00%, Maturing June 3, 2013	696,057
		<b>Wastequip, Inc.</b>	
	930	Term Loan, 2.51%, Maturing February 5, 2013	741,278
			<b>\$ 3,742,135</b>

**Electronics/Electrical 1.4%**

	<b>Aspect Software, Inc.</b>	
1,935	Term Loan, 6.25%, Maturing April 19, 2016	\$ 1,957,955
	<b>Christie/Aix, Inc.</b>	
853	Term Loan, 5.25%, Maturing April 29, 2016	853,070
	<b>Freescale Semiconductor, Inc.</b>	
4,363	Term Loan, 4.51%, Maturing December 1, 2016	4,380,599
	<b>Infor Enterprise Solutions Holdings</b>	
260	Term Loan, 5.01%, Maturing July 28, 2015	243,163
2,071	Term Loan, 6.01%, Maturing July 28, 2015	2,020,208
3,969	Term Loan, 6.01%, Maturing July 28, 2015	3,864,600
500	Term Loan - Second Lien, 5.76%, Maturing March 2, 2014	386,562
550	Term Loan - Second Lien, 6.51%, Maturing March 2, 2014	423,500
950	Term Loan - Second Lien, 6.51%, Maturing March 2, 2014	735,459
	<b>Network Solutions, LLC</b>	
2,123	Term Loan, 2.51%, Maturing March 7, 2014	2,046,273
	<b>Open Solutions, Inc.</b>	
2,359	Term Loan, 2.43%, Maturing January 23, 2014	2,064,915

<b>Principal Amount*</b> (000 \$ omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Sensata Technologies Finance Co.</b>	
5,724	Term Loan, 2.05%, Maturing April 26, 2013	\$ 5,723,555
	<b>SS&amp;C Technologies, Inc.</b>	
1,494	Term Loan, 2.30%, Maturing November 23, 2012	1,486,072
	<b>VeriFone, Inc.</b>	
906	Term Loan, 3.01%, Maturing October 31, 2013	907,873
	<b>Vertafore, Inc.</b>	
1,070	Term Loan, 7.24%, Maturing July 29, 2016	1,075,976
		<b>\$ 28,169,780</b>
<b>Equipment Leasing</b>	<b>0.2%</b>	
	<b>Hertz Corp.</b>	
3,706	Term Loan, 2.01%, Maturing December 21, 2012	\$ 3,707,346
689	Term Loan, 2.03%, Maturing December 21, 2012	689,078
		<b>\$ 4,396,424</b>
<b>Farming/Agriculture</b>	<b>0.0%</b>	
	<b>CF Industries, Inc.</b>	
605	Term Loan, 4.25%, Maturing April 6, 2015	\$ 609,158
		<b>\$ 609,158</b>
<b>Financial Intermediaries</b>	<b>1.0%</b>	
	<b>Asset Acceptance Capital Corp.</b>	
980	Term Loan, 3.80%, Maturing June 5, 2013	\$ 962,850
	<b>Citco III, Ltd.</b>	
2,312	Term Loan, 4.46%, Maturing June 30, 2014	2,300,023
	<b>E.A. Viner International Co.</b>	
270	Term Loan, 4.81%, Maturing July 31, 2013	267,340
	<b>EURONET Worldwide, Inc.</b>	
1,793	Term Loan, 2.29%, Maturing April 4, 2014	1,746,250
	<b>Grosvenor Capital Management</b>	
633	Term Loan, 4.31%, Maturing December 5, 2016	625,048
	<b>Jupiter Asset Management Group</b>	
GBP 430	Term Loan, 4.35%, Maturing March 17, 2015	684,970
	<b>LPL Holdings, Inc.</b>	
1,157	Term Loan, 2.04%, Maturing June 28, 2013	1,159,148
3,643	Term Loan, 4.25%, Maturing June 25, 2015	3,671,435
	<b>MSCI, Inc.</b>	
4,055	Term Loan, 4.75%, Maturing June 1, 2016	4,102,774
	<b>Nuveen Investments, Inc.</b>	
1,842	Term Loan, 3.30%, Maturing November 13, 2014	1,805,404
2,153	Term Loan, 5.80%, Maturing May 12, 2017	2,172,978

**RJO Holdings Corp. (RJ O Brien)**

32	Term Loan, 6.27%, Maturing December 10, 2015 <sup>(5)</sup>	26,624
1,029	Term Loan, 6.27%, Maturing December 10, 2015 <sup>(5)</sup>	821,383
		<b>\$ 20,346,227</b>

**Food Products 1.1%**

	<b>Acosta, Inc.</b>	
2,889	Term Loan, 2.51%, Maturing July 28, 2013	\$ 2,887,069
	<b>American Seafoods Group, LLC</b>	
880	Term Loan, 5.50%, Maturing May 7, 2015	885,938
	<b>Dean Foods Co.</b>	
5,727	Term Loan, 1.81%, Maturing April 2, 2014	5,589,430
	<b>Dole Food Company, Inc.</b>	
708	Term Loan, 5.04%, Maturing March 2, 2017	715,711
285	Term Loan, 5.06%, Maturing March 2, 2017	288,157
	<b>Pierre Foods, Inc.</b>	
1,372	Term Loan, 7.00%, Maturing September 30, 2016	1,387,850
	<b>Pinnacle Foods Finance, LLC</b>	
7,111	Term Loan, 2.76%, Maturing April 2, 2014	7,102,470



<b>Principal Amount*</b> (000 \$ omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Provimi Group SA</b>	
	188 Term Loan, 2.51%, Maturing June 28, 2015	\$ 183,624
	231 Term Loan, 2.51%, Maturing June 28, 2015	225,972
EUR	243 Term Loan, 3.12%, Maturing June 28, 2015	325,178
EUR	392 Term Loan, 3.12%, Maturing June 28, 2015	524,677
EUR	419 Term Loan, 3.12%, Maturing June 28, 2015	560,404
EUR	540 Term Loan, 3.12%, Maturing June 28, 2015	722,665
	148 Term Loan - Second Lien, 4.51%, Maturing December 28, 2016	136,379
EUR	24 Term Loan - Second Lien, 5.12%, Maturing December 28, 2016	30,460
EUR	331 Term Loan - Second Lien, 5.12%, Maturing December 28, 2016	417,179
		<b>\$ 21,983,163</b>
<b>Food Service 1.2%</b>		
	<b>Aramark Corp.</b>	
	137 Term Loan, 2.14%, Maturing January 27, 2014	\$ 137,466
	1,696 Term Loan, 2.18%, Maturing January 27, 2014	1,701,577
GBP	960 Term Loan, 2.76%, Maturing January 27, 2014	1,491,643
	246 Term Loan, 3.51%, Maturing July 26, 2016	248,310
	3,742 Term Loan, 3.55%, Maturing July 26, 2016	3,775,716
	<b>Buffets, Inc.</b>	
	1,562 Term Loan, 12.00%, Maturing April 21, 2015 <sup>(3)</sup>	1,494,723
	156 Term Loan, 7.55%, Maturing April 22, 2015 <sup>(3)</sup>	119,564
	<b>Burger King Corp.</b>	
	3,175 Term Loan, 6.25%, Maturing October 19, 2016	3,229,321
	<b>CBRL Group, Inc.</b>	
	1,186 Term Loan, 1.79%, Maturing April 29, 2013	1,183,811
	757 Term Loan, 2.79%, Maturing April 27, 2016	757,966
	<b>Denny's, Inc.</b>	
	792 Term Loan, 6.50%, Maturing September 20, 2016	803,880
	<b>DineEquity, Inc.</b>	
	1,974 Term Loan, 6.00%, Maturing October 19, 2017	2,009,036
	<b>JRD Holdings, Inc.</b>	
	1,823 Term Loan, 2.51%, Maturing July 2, 2014	1,805,609
	<b>NPC International, Inc.</b>	
	405 Term Loan, 2.02%, Maturing May 3, 2013	402,963
	<b>OSI Restaurant Partners, LLC</b>	
	156 Term Loan, 2.56%, Maturing June 14, 2013	153,283
	1,558 Term Loan, 2.63%, Maturing June 14, 2014	1,533,835
	<b>QCE Finance, LLC</b>	
	898 Term Loan, 5.01%, Maturing May 5, 2013	849,559
	<b>Sagittarius Restaurants, LLC</b>	
	639 Term Loan, 7.51%, Maturing May 18, 2015	640,903
	<b>Selecta</b>	
EUR	741 Term Loan - Second Lien, 5.24%, Maturing December 28, 2015	725,637

	<b>Wendy s/Arby s Restaurants, LLC</b>	
1,070	Term Loan, 5.00%, Maturing May 24, 2017	1,080,656
		<b>\$ 24,145,458</b>

**Food/Drug Retailers 0.9%**

	<b>General Nutrition Centers, Inc.</b>	
3,158	Term Loan, 2.54%, Maturing September 16, 2013	\$ 3,148,005
	<b>NBTY, Inc.</b>	
2,325	Term Loan, 6.25%, Maturing October 2, 2017	2,364,962
	<b>Pantry, Inc. (The)</b>	
315	Term Loan, 2.01%, Maturing May 15, 2014	308,901
1,093	Term Loan, 2.01%, Maturing May 15, 2014	1,072,815
	<b>Rite Aid Corp.</b>	
5,361	Term Loan, 2.02%, Maturing June 4, 2014	5,165,334
2,204	Term Loan, 6.00%, Maturing June 4, 2014	2,219,900

<b>Principal Amount*</b> (000 \$ omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Roundy's Supermarkets, Inc.</b>	
3,683	Term Loan, 7.00%, Maturing November 3, 2013	\$ 3,709,679
		<b>\$ 17,989,596</b>
<b>Forest Products</b>	<b>0.2%</b>	
	<b>Georgia-Pacific Corp.</b>	
3,657	Term Loan, 2.30%, Maturing December 21, 2012	\$ 3,668,739
1,294	Term Loan, 3.55%, Maturing December 23, 2014	1,304,637
		<b>\$ 4,973,376</b>
<b>Health Care</b>	<b>4.0%</b>	
	<b>AMR HoldCo, Inc.</b>	
1,963	Term Loan, 3.26%, Maturing April 8, 2015	\$ 1,962,500
	<b>Aveta Holdings, LLC</b>	
684	Term Loan, 8.50%, Maturing April 14, 2015	689,000
684	Term Loan, 8.50%, Maturing April 14, 2015	689,000
	<b>Biomet, Inc.</b>	
3,870	Term Loan, 3.29%, Maturing March 25, 2015	3,889,083
EUR 1,717	Term Loan, 3.85%, Maturing March 25, 2015	2,343,911
	<b>Bright Horizons Family Solutions, Inc.</b>	
244	Term Loan, 7.50%, Maturing May 28, 2015	245,752
	<b>Cardinal Health 409, Inc.</b>	
1,106	Term Loan, 2.51%, Maturing April 10, 2014	1,078,658
	<b>Carestream Health, Inc.</b>	
3,695	Term Loan, 2.26%, Maturing April 30, 2013	3,673,403
	<b>Carl Zeiss Vision Holding GmbH</b>	
1,170	Term Loan, 1.87%, Maturing October 24, 2014	1,047,150
130	Term Loan, 4.00%, Maturing September 30, 2019	102,700
	<b>Catalent Pharma Solutions</b>	
EUR 1,930	Term Loan, 3.12%, Maturing April 10, 2014	2,444,276
	<b>CDRL MS, Inc.</b>	
998	Term Loan, 6.75%, Maturing September 29, 2016	1,016,203
	<b>Community Health Systems, Inc.</b>	
367	Term Loan, 2.54%, Maturing July 25, 2014	365,302
7,117	Term Loan, 2.54%, Maturing July 25, 2014	7,090,714
3,578	Term Loan, 3.79%, Maturing January 25, 2017	3,607,936
	<b>ConMed Corp.</b>	
580	Term Loan, 1.76%, Maturing April 12, 2013	545,102
	<b>Dako EQT Project Delphi</b>	
750	Term Loan - Second Lien, 4.05%, Maturing December 12, 2016	658,125
	<b>DJO Finance, LLC</b>	
840	Term Loan, 3.26%, Maturing May 20, 2014	834,773
	<b>Fenwal, Inc.</b>	

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144	Term Loan, 2.54%, Maturing February 28, 2014	134,542
839	Term Loan, 2.54%, Maturing February 28, 2014	784,829
	<b>Fresenius Medical Care Holdings</b>	
3,445	Term Loan, 1.68%, Maturing March 31, 2013	3,443,132
	<b>Fresenius SE</b>	
359	Term Loan, 4.50%, Maturing September 10, 2014	362,165
629	Term Loan, 4.50%, Maturing September 10, 2014	634,013
	<b>Grifols SA</b>	
2,400	Term Loan, Maturing November 23, 2016 <sup>(8)</sup>	2,440,750
	<b>HCA, Inc.</b>	
1,652	Term Loan, 2.55%, Maturing November 18, 2013	1,650,742
4,961	Term Loan, 3.55%, Maturing March 31, 2017	5,020,648
	<b>Health Management Associates, Inc.</b>	
5,571	Term Loan, 2.05%, Maturing February 28, 2014	5,561,433
	<b>Iasis Healthcare, LLC</b>	
113	Term Loan, 2.26%, Maturing March 14, 2014	112,017
413	Term Loan, 2.26%, Maturing March 14, 2014	409,562
1,192	Term Loan, 2.26%, Maturing March 14, 2014	1,183,284

<b>Principal Amount*</b> (000 \$ omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>IM U.S. Holdings, LLC</b>	
900	Term Loan - Second Lien, 4.51%, Maturing June 26, 2015	\$ 897,750
	<b>inVentiv Health, Inc.</b>	
995	Term Loan, 6.50%, Maturing August 4, 2016	1,009,925
	<b>Lifepoint Hospitals, Inc.</b>	
2,901	Term Loan, 3.04%, Maturing April 15, 2015	2,909,224
	<b>MPT Operating Partnership, L.P.</b>	
1,261	Term Loan, 5.00%, Maturing May 17, 2016	1,267,263
	<b>MultiPlan, Inc.</b>	
2,764	Term Loan, 6.50%, Maturing August 26, 2017	2,795,954
	<b>Mylan, Inc.</b>	
152	Term Loan, 3.56%, Maturing October 2, 2014	152,741
	<b>National Mentor Holdings, Inc.</b>	
81	Term Loan, 2.15%, Maturing June 29, 2013	80,388
1,307	Term Loan, 4.25%, Maturing June 29, 2013	1,294,133
	<b>Nyco Holdings</b>	
EUR 868	Term Loan, 4.87%, Maturing December 29, 2014	1,171,423
EUR 868	Term Loan, 5.37%, Maturing December 29, 2015	1,170,805
	<b>Physiotherapy Associates, Inc.</b>	
916	Term Loan, 7.50%, Maturing June 27, 2013	878,977
500	Term Loan - Second Lien, 12.00%, Maturing June 27, 2014	427,700
	<b>RadNet Management, Inc.</b>	
1,365	Term Loan, 5.75%, Maturing April 1, 2016	1,370,658
	<b>ReAble Therapeutics Finance, LLC</b>	
1,099	Term Loan, 2.26%, Maturing November 18, 2013	1,096,514
	<b>Select Medical Holdings Corp.</b>	
1,501	Term Loan, 4.04%, Maturing August 22, 2014	1,510,738
1,203	Term Loan, 4.05%, Maturing August 22, 2014	1,209,873
	<b>Skillsoft Corp.</b>	
995	Term Loan, 6.50%, Maturing May 26, 2017	1,009,925
	<b>Sunrise Medical Holdings, Inc.</b>	
EUR 816	Term Loan, 6.75%, Maturing May 13, 2014	1,033,356
	<b>Vanguard Health Holding Co., LLC</b>	
1,244	Term Loan, 5.00%, Maturing January 29, 2016	1,256,714
	<b>VWR Funding, Inc.</b>	
2,279	Term Loan, 2.76%, Maturing June 30, 2014	2,263,423
		<b>\$ 78,828,189</b>
	<b>Home Furnishings 0.4%</b>	
	<b>Hunter Fan Co.</b>	
524	Term Loan, 2.77%, Maturing April 16, 2014	\$ 484,761
500	Term Loan - Second Lien, 7.01%, Maturing October 16, 2014	410,000
	<b>National Bedding Co., LLC</b>	
3,271	Term Loan, 3.81%, Maturing November 28, 2013	3,287,274

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	2,550	Term Loan - Second Lien, 5.31%, Maturing February 28, 2014 <b>Oreck Corp.</b>	2,530,875
	527	Term Loan - Second Lien, 3.80%, Maturing March 19, 2016 <sup>(5)</sup> <b>Sanitec Europe OY</b>	475,016
EUR	387	Term Loan, 2.50%, Maturing June 24, 2016	435,147
			<b>\$ 7,623,073</b>

**Industrial Equipment 1.2%**

		<b>Alliance Laundry Systems, LLC</b>	
	979	Term Loan, 6.25%, Maturing September 30, 2016	\$ 992,408
		<b>Brand Energy and Infrastructure Services, Inc.</b>	
	917	Term Loan, 2.56%, Maturing February 7, 2014	904,814
	991	Term Loan, 3.56%, Maturing February 7, 2014	986,766
		<b>Bucyrus International, Inc.</b>	
	154	Term Loan, 4.25%, Maturing February 19, 2016	154,703

<b>Principal Amount*</b> (000 \$ omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Butterfly Wendel US, Inc.</b>	
596	Term Loan, 3.29%, Maturing June 23, 2014	\$ 571,382
596	Term Loan, 4.04%, Maturing June 22, 2015	571,197
	<b>EPD Holdings, (Goodyear Engineering Products)</b>	
297	Term Loan, 2.76%, Maturing July 31, 2014	275,970
2,072	Term Loan, 2.76%, Maturing July 31, 2014	1,926,814
2,100	Term Loan - Second Lien, 6.01%, Maturing July 13, 2015	1,849,313
	<b>Generac Acquisition Corp.</b>	
1,913	Term Loan, 2.80%, Maturing November 11, 2013	1,912,284
	<b>Gleason Corp.</b>	
918	Term Loan, 2.05%, Maturing June 30, 2013	899,923
	<b>Itron, Inc.</b>	
EUR 198	Term Loan, 4.52%, Maturing April 18, 2014	271,821
	<b>Jason, Inc.</b>	
100	Term Loan, 8.25%, Maturing September 21, 2014	99,959
254	Term Loan, 8.25%, Maturing September 21, 2014	254,306
	<b>John Maneely Co.</b>	
4,191	Term Loan, 3.55%, Maturing December 9, 2013	4,151,406
	<b>KION Group GmbH</b>	
254	Term Loan, 4.01%, Maturing December 23, 2014 <sup>(3)</sup>	237,672
254	Term Loan, 4.26%, Maturing December 23, 2015 <sup>(3)</sup>	237,672
	<b>Pinafore, LLC</b>	
2,368	Term Loan, 6.25%, Maturing September 29, 2016	2,407,843
	<b>Polypore, Inc.</b>	
4,102	Term Loan, 2.26%, Maturing July 3, 2014	4,029,915
	<b>Sequa Corp.</b>	
1,191	Term Loan, 3.56%, Maturing December 3, 2014	1,178,138
		<b>\$ 23,914,306</b>
<b>Insurance 0.5%</b>		
	<b>Alliant Holdings I, Inc.</b>	
2,759	Term Loan, 3.30%, Maturing August 21, 2014	\$ 2,689,793
	<b>AmWINS Group, Inc.</b>	
500	Term Loan - Second Lien, 5.81%, Maturing June 8, 2014	438,333
	<b>Crawford &amp; Company</b>	
1,522	Term Loan, 5.25%, Maturing October 30, 2013	1,509,223
	<b>Crump Group, Inc.</b>	
855	Term Loan, 3.26%, Maturing August 1, 2014	843,370
	<b>HUB International Holdings, Inc.</b>	
213	Term Loan, 2.80%, Maturing June 13, 2014	211,952
946	Term Loan, 2.80%, Maturing June 13, 2014	942,917
	<b>U.S.I. Holdings Corp.</b>	
2,636	Term Loan, 2.76%, Maturing May 5, 2014	2,588,486
987	Term Loan, 7.00%, Maturing May 5, 2014	986,266

		<b>\$ 10,210,340</b>
<b>Leisure Goods/Activities/Movies 1.4%</b>		
	<b>24 Hour Fitness Worldwide, Inc.</b>	
995	Term Loan, 6.75%, Maturing April 22, 2016	\$ 985,672
	<b>AMC Entertainment, Inc.</b>	
1,677	Term Loan, 3.51%, Maturing December 16, 2016	1,689,917
	<b>Bombardier Recreational Products</b>	
2,867	Term Loan, 2.81%, Maturing June 28, 2013	2,856,337
	<b>Cedar Fair, L.P.</b>	
2,462	Term Loan, 5.50%, Maturing December 15, 2016	2,500,082
	<b>Cinemark, Inc.</b>	
3,680	Term Loan, 3.53%, Maturing April 29, 2016	3,713,555
	<b>Deluxe Entertainment Services</b>	
41	Term Loan, 6.25%, Maturing May 11, 2013	39,801
661	Term Loan, 6.25%, Maturing May 11, 2013	636,821
500	Term Loan - Second Lien, 11.00%, Maturing November 11, 2013	492,500



**Principal  
Amount\***

<b>(000 \$ omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>National CineMedia, LLC</b>	
3,075	Term Loan, 2.06%, Maturing February 13, 2015	\$ 3,056,332
	<b>Regal Cinemas Corp.</b>	
4,066	Term Loan, 3.80%, Maturing November 21, 2016	4,100,381
	<b>Revolution Studios Distribution Co., LLC</b>	
1,613	Term Loan, 4.01%, Maturing December 21, 2014	1,282,696
2,050	Term Loan - Second Lien, 7.26%, Maturing June 21, 2015 <sup>(5)</sup>	676,500
	<b>Six Flags Theme Parks, Inc.</b>	
2,927	Term Loan, 5.50%, Maturing June 30, 2016	2,972,517
	<b>Universal City Development Partners, Ltd.</b>	
1,289	Term Loan, 5.50%, Maturing November 6, 2014	1,306,938
	<b>Zuffa, LLC</b>	
1,470	Term Loan, 2.31%, Maturing June 19, 2015	1,447,500
		<b>\$ 27,757,549</b>

**Lodging and Casinos 1.3%**

	<b>Gala Electric Casinos, Ltd.</b>	
GBP 959	Term Loan, 4.89%, Maturing October 25, 2013	\$ 1,452,324
GBP 959	Term Loan, 5.39%, Maturing October 27, 2014	1,452,324
	<b>Harrah's Operating Co.</b>	
1,500	Term Loan, 3.30%, Maturing January 28, 2015	1,398,047
1,778	Term Loan, 3.30%, Maturing January 28, 2015	1,660,847
2,130	Term Loan, 3.30%, Maturing January 28, 2015	1,988,176
	<b>Herbst Gaming, Inc.</b>	
819	Term Loan, 10.00%, Maturing December 31, 2015	853,748
	<b>Isle of Capri Casinos, Inc.</b>	
942	Term Loan, 5.00%, Maturing November 25, 2013	943,408
1,212	Term Loan, 5.00%, Maturing November 25, 2013	1,213,647
3,029	Term Loan, 5.00%, Maturing November 25, 2013	3,034,119
	<b>Las Vegas Sands, LLC</b>	
727	Term Loan, 3.04%, Maturing November 23, 2016	723,428
2,664	Term Loan, 3.04%, Maturing November 23, 2016	2,655,576
	<b>LodgeNet Entertainment Corp.</b>	
760	Term Loan, 2.31%, Maturing April 4, 2014	713,361
	<b>Penn National Gaming, Inc.</b>	
6,711	Term Loan, 2.03%, Maturing October 3, 2012	6,721,254
	<b>Tropicana Entertainment, Inc.</b>	
88	Term Loan, 15.00%, Maturing December 29, 2012	98,100
	<b>VML US Finance, LLC</b>	
1,896	Term Loan, 4.80%, Maturing May 27, 2013	1,906,223
		<b>\$ 26,814,582</b>

**Nonferrous Metals/Minerals 0.5%**

	<b>Compass Minerals Group, Inc.</b>	
368	Term Loan, 1.79%, Maturing December 22, 2012	\$ 369,374
1,720	Term Loan, 3.04%, Maturing January 15, 2016	1,724,059
	<b>Euramax International, Inc.</b>	
369	Term Loan, 10.00%, Maturing June 29, 2013	355,451
349	Term Loan, 14.00%, Maturing June 29, 2013 <sup>(3)</sup>	336,793
	<b>Noranda Aluminum Acquisition</b>	
357	Term Loan, 2.01%, Maturing May 18, 2014	356,748
	<b>Novelis, Inc.</b>	
2,100	Term Loan, 5.25%, Maturing December 19, 2016	2,140,688
	<b>Oxbow Carbon and Mineral Holdings</b>	
1,487	Term Loan, 3.80%, Maturing May 8, 2016	1,503,695
	<b>Tube City IMS Corp.</b>	
2,575	Term Loan, 2.26%, Maturing January 25, 2014	2,549,584
324	Term Loan, 2.30%, Maturing January 25, 2014	321,081
		<b>\$ 9,657,473</b>

Principal Amount* (000 s omitted)	Borrower/Tranche Description	Value
<b>Oil and Gas 0.5%</b>		
	<b>CGGVeritas Services, Inc.</b>	
510	Term Loan, 5.50%, Maturing January 12, 2016	\$ 513,825
	<b>CITGO Petroleum Corp.</b>	
1,463	Term Loan, 8.00%, Maturing June 24, 2015	1,537,088
498	Term Loan, 9.00%, Maturing June 23, 2017	524,707
	<b>Crestwood Holdings, LLC</b>	
550	Term Loan, 10.50%, Maturing September 30, 2016	563,063
	<b>Dresser, Inc.</b>	
1,818	Term Loan, 2.53%, Maturing May 4, 2014	1,816,052
2,250	Term Loan - Second Lien, 6.03%, Maturing May 4, 2015	2,250,704
	<b>Dynegy Holdings, Inc.</b>	
74	Term Loan, 4.01%, Maturing April 2, 2013	73,578
926	Term Loan, 4.01%, Maturing April 2, 2013	923,463
	<b>Sheridan Production Partners I, LLC</b>	
136	Term Loan, 7.50%, Maturing April 20, 2017	137,364
222	Term Loan, 7.50%, Maturing April 20, 2017	224,889
1,677	Term Loan, 7.50%, Maturing April 20, 2017	1,697,170
		<b>\$ 10,261,903</b>
<b>Publishing 1.7%</b>		
	<b>Aster Zweite Beteiligungs GmbH</b>	
1,075	Term Loan, 2.71%, Maturing September 27, 2013	\$ 1,052,156
1,194	Term Loan, 2.71%, Maturing September 27, 2013	1,169,049
1,277	Term Loan, 2.71%, Maturing September 27, 2014	1,249,966
EUR 472	Term Loan, 3.39%, Maturing December 31, 2014	643,461
EUR 528	Term Loan, 3.39%, Maturing December 31, 2014	718,844
	<b>Cengage Learning, Inc.</b>	
1,676	Term Loan, 2.55%, Maturing July 3, 2014	1,651,824
	<b>GateHouse Media Operating, Inc.</b>	
2,949	Term Loan, 2.26%, Maturing August 28, 2014	1,415,334
4,186	Term Loan, 2.26%, Maturing August 28, 2014	2,009,449
973	Term Loan, 2.51%, Maturing August 28, 2014	467,016
	<b>Getty Images, Inc.</b>	
1,995	Term Loan, 5.25%, Maturing November 7, 2016	2,028,666
	<b>Hanley-Wood, LLC</b>	
970	Term Loan, 2.56%, Maturing March 8, 2014	468,025
	<b>Laureate Education, Inc.</b>	
474	Term Loan, 3.55%, Maturing August 17, 2014	462,383
3,166	Term Loan, 3.55%, Maturing August 17, 2014	3,088,442
	<b>MediaNews Group, Inc.</b>	
172	Term Loan, 8.50%, Maturing March 19, 2014	169,838
	<b>Merrill Communications, LLC</b>	
1,382	Term Loan, 7.50%, Maturing December 24, 2012	1,385,382

	<b>Nelson Education, Ltd.</b>	
638	Term Loan, 2.80%, Maturing July 5, 2014	555,302
	<b>Nielsen Finance, LLC</b>	
8,038	Term Loan, 2.26%, Maturing August 9, 2013	8,048,875
	<b>Penton Media, Inc.</b>	
971	Term Loan, 5.00%, Maturing August 1, 2014 <sup>(3)</sup>	800,918
	<b>SGS International, Inc.</b>	
630	Term Loan, 3.96%, Maturing September 30, 2013	625,135
	<b>Source Interlink Companies, Inc.</b>	
1,131	Term Loan, 10.75%, Maturing June 18, 2013	1,079,760
720	Term Loan, 15.00%, Maturing March 18, 2014 <sup>(3)</sup>	525,912
	<b>Springer Science+Business Media S.A.</b>	
2,000	Term Loan, 6.75%, Maturing June 17, 2016	2,040,000
	<b>Star Tribune Co. (The)</b>	
29	Term Loan, 8.00%, Maturing September 28, 2014	27,231
25	Term Loan, 8.00%, Maturing September 29, 2014	24,205

<b>Principal Amount*</b> (000 \$ omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
EUR 1,500	<b>Xsys, Inc.</b> Term Loan - Second Lien, 5.55%, Maturing November 1, 2014	\$ 1,978,421
		<b>\$ 33,685,594</b>
<b>Radio and Television</b>	<b>1.2%</b>	
	<b>Block Communications, Inc.</b>	
1,995	Term Loan, 2.30%, Maturing December 22, 2011	\$ 1,950,112
	<b>CMP KC, LLC</b>	
956	Term Loan, 0.00%, Maturing May 3, 2011 <sup>(5)(6)</sup>	274,426
	<b>CMP Susquehanna Corp.</b>	
954	Revolving Loan, 0.50%, Maturing May 5, 2012 <sup>(2)</sup>	901,235
2,197	Term Loan, 2.31%, Maturing May 5, 2013	2,123,847
	<b>Gray Television, Inc.</b>	
755	Term Loan, 3.77%, Maturing December 31, 2014	747,023
	<b>HIT Entertainment, Inc.</b>	
998	Term Loan, 5.54%, Maturing June 1, 2012	985,306
	<b>Live Nation Worldwide, Inc.</b>	
2,829	Term Loan, 4.50%, Maturing November 7, 2016	2,845,102
	<b>Mission Broadcasting, Inc.</b>	
660	Term Loan, 5.00%, Maturing September 30, 2016	661,334
	<b>NEP II, Inc.</b>	
478	Term Loan, 2.54%, Maturing February 16, 2014	472,021
	<b>New Young Broadcasting Holding Co., Inc.</b>	
539	Term Loan, 8.00%, Maturing June 30, 2015	542,815
	<b>Nexstar Broadcasting, Inc.</b>	
1,032	Term Loan, 5.00%, Maturing September 30, 2016	1,034,394
	<b>Raycom TV Broadcasting, LLC</b>	
1,891	Term Loan, 1.81%, Maturing June 25, 2014	1,833,785
	<b>Univision Communications, Inc.</b>	
4,255	Term Loan, 2.51%, Maturing September 29, 2014	4,196,634
4,255	Term Loan, 4.51%, Maturing March 31, 2017	4,178,358
	<b>Weather Channel</b>	
1,287	Term Loan, 5.00%, Maturing September 14, 2015	1,294,554
		<b>\$ 24,040,946</b>
<b>Rail Industries</b>	<b>0.2%</b>	
	<b>Kansas City Southern Railway Co.</b>	
3,247	Term Loan, 2.04%, Maturing April 26, 2013	\$ 3,247,000
		<b>\$ 3,247,000</b>
<b>Retailers (Except Food and Drug)</b>	<b>0.8%</b>	
	<b>Dollar General Corp.</b>	

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	1,000	Term Loan, 3.01%, Maturing July 7, 2014 <b>Michaels Stores, Inc.</b>	\$ 1,003,409
	926	Term Loan, 2.56%, Maturing October 31, 2013 <b>Neiman Marcus Group, Inc.</b>	924,092
	1,858	Term Loan, 4.30%, Maturing April 6, 2016 <b>Orbitz Worldwide, Inc.</b>	1,872,052
	1,849	Term Loan, 3.28%, Maturing July 25, 2014 <b>Oriental Trading Co., Inc.</b>	1,732,633
	1,900	Term Loan - Second Lien, 0.00%, Maturing January 31, 2014 <sup>(6)</sup> <b>Rent-A-Center, Inc.</b>	57,000
	4	Term Loan, 2.06%, Maturing June 30, 2012	4,051
	971	Term Loan, 3.31%, Maturing March 31, 2015 <b>Savers, Inc.</b>	973,417
	1,365	Term Loan, 5.75%, Maturing March 11, 2016 <b>Visant Corp.</b>	1,376,628
	1,197	Term Loan, 7.00%, Maturing December 22, 2016 <b>Vivarte</b>	1,214,582
EUR	31	Term Loan, 2.64%, Maturing March 9, 2015	39,624
EUR	122	Term Loan, 2.64%, Maturing March 9, 2015	154,095

**Principal  
Amount\***

<b>(000 s omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
EUR 782	Term Loan, 2.64%, Maturing March 9, 2015	\$ 989,731
EUR 782	Term Loan, 3.26%, Maturing March 8, 2016	989,731
EUR 31	Term Loan, 3.26%, Maturing May 29, 2016	39,624
EUR 122	Term Loan, 3.26%, Maturing May 29, 2016	154,095
	<b>Yankee Candle Company, Inc. (The)</b>	
3,923	Term Loan, 2.26%, Maturing February 6, 2014	3,907,325
		<b>\$ 15,432,089</b>

**Steel 0.1%**

	<b>Niagara Corp.</b>	
1,981	Term Loan, 10.50%, Maturing June 29, 2014 <sup>(3)(5)</sup>	\$ 1,876,361
		<b>\$ 1,876,361</b>

**Telecommunications 1.9%**

	<b>Asurion Corp.</b>	
2,419	Term Loan, 3.26%, Maturing July 3, 2014	\$ 2,362,104
	<b>BCM Luxembourg, Ltd.</b>	
EUR 1,827	Term Loan, 2.75%, Maturing September 30, 2014	2,123,276
EUR 1,828	Term Loan, 3.00%, Maturing September 30, 2015	2,123,709
EUR 2,500	Term Loan - Second Lien, 5.12%, Maturing March 31, 2016	2,304,735
	<b>Intelsat Jackson Holdings SA</b>	
10,550	Term Loan, 5.25%, Maturing April 2, 2018	10,704,273
	<b>IPC Systems, Inc.</b>	
GBP 1,366	Term Loan, 3.01%, Maturing May 31, 2014	1,935,814
	<b>Macquarie UK Broadcast Ventures, Ltd.</b>	
GBP 1,071	Term Loan, 2.60%, Maturing December 1, 2014	1,527,527
	<b>NTelos, Inc.</b>	
1,982	Term Loan, 5.75%, Maturing August 7, 2015	2,003,291
	<b>Telesat Canada, Inc.</b>	
315	Term Loan, 3.26%, Maturing October 31, 2014	315,210
3,665	Term Loan, 3.26%, Maturing October 31, 2014	3,669,673
	<b>Wind Telecomunicazioni SpA</b>	
EUR 3,750	Term Loan, Maturing December 15, 2017 <sup>(8)</sup>	5,154,995
	<b>Windstream Corp.</b>	
3,900	Term Loan, 3.06%, Maturing December 17, 2015	3,932,398
		<b>\$ 38,157,005</b>

**Utilities 0.8%**

	<b>AEI Finance Holding, LLC</b>	
505	Revolving Loan, 3.30%, Maturing March 30, 2012	\$ 499,586
3,269	Term Loan, 3.30%, Maturing March 30, 2014	3,236,176
	<b>NRG Energy, Inc.</b>	

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748	Term Loan, 2.04%, Maturing February 1, 2013	750,239
1	Term Loan, 2.05%, Maturing February 1, 2013	1,149
2,993	Term Loan, 3.55%, Maturing August 31, 2015	3,012,666
3,561	Term Loan, 3.55%, Maturing August 31, 2015	3,589,843
	<b>Pike Electric, Inc.</b>	
331	Term Loan, 2.06%, Maturing July 2, 2012	328,960
250	Term Loan, 2.06%, Maturing December 10, 2012	247,834
	<b>TXU Texas Competitive Electric Holdings Co., LLC</b>	
3,048	Term Loan, 3.76%, Maturing October 10, 2014	2,522,726
1,113	Term Loan, 3.79%, Maturing October 10, 2014	922,175
		<b>\$ 15,111,354</b>

**Total Senior Floating-Rate Interests  
(identified cost \$740,241,112)**

**\$ 732,538,449**



**Corporate Bonds & Notes 49.0%****Principal****Amount****(000 s omitted)****Security****Value****Aerospace and Defense 0.4%**

		<b>Alliant Techsystems, Inc.</b>	
\$	760	6.875%, 9/15/20	\$ 788,500
		<b>BE Aerospace, Inc.</b>	
	1,465	6.875%, 10/1/20	1,527,263
		<b>TransDigm, Inc., Sr. Sub. Notes</b>	
	5,255	7.75%, 12/15/18 <sup>(9)</sup>	5,662,262
			<b>\$ 7,978,025</b>

**Agriculture 0.0%**

		<b>Brickman Group Holdings, Inc., Sr. Notes</b>	
\$	685	9.125%, 11/1/18 <sup>(9)</sup>	\$ 723,531
			<b>\$ 723,531</b>

**Air Transport 0.6%**

		<b>AMGH Merger Sub, Inc.</b>	
\$	1,845	9.25%, 11/1/18 <sup>(9)</sup>	\$ 1,971,844
		<b>Burlington Northern Santa Fe, LLC, Sr. Notes</b>	
	750	6.15%, 5/1/37	799,308
		<b>CHC Helicopter SA, Sr. Notes</b>	
	8,140	9.25%, 10/15/20 <sup>(9)</sup>	8,709,800
		<b>Southwest Airlines Co., Sr. Notes</b>	
	850	5.75%, 12/15/16	926,469
		<b>United Air Lines, Inc., Sr. Notes</b>	
	261	9.875%, 8/1/13 <sup>(9)</sup>	285,795
			<b>\$ 12,693,216</b>

**Automotive 1.4%**

		<b>Accuride Corp.</b>	
\$	1,580	9.50%, 8/1/18 <sup>(9)</sup>	\$ 1,761,700
		<b>Affinia Group, Inc., Sr. Notes</b>	
	2,327	10.75%, 8/15/16 <sup>(9)</sup>	2,606,240
		<b>Allison Transmission, Inc.</b>	
	285	11.00%, 11/1/15 <sup>(9)</sup>	313,500
	3,599	11.25%, 11/1/15 <sup>(3)(9)</sup>	3,967,567
		<b>American Axle &amp; Manufacturing Holdings, Inc., Sr. Notes</b>	
	1,305	9.25%, 1/15/17 <sup>(9)</sup>	1,487,700
		<b>Avis Budget Car Rental, LLC / Avis Budget Finance, Inc.</b>	
	1,950	9.625%, 3/15/18	2,154,750
		<b>Commercial Vehicle Group, Inc., Sr. Notes</b>	

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1,570	8.00%, 7/1/13	1,546,450
	<b>Goodyear Tire &amp; Rubber Co. (The), Sr. Notes</b>	
3,240	10.50%, 5/15/16	3,693,600
	<b>Lear Corp.</b>	
600	7.875%, 3/15/18	654,000
445	8.125%, 3/15/20	492,838
	<b>Navistar International Corp.</b>	
4,270	8.25%, 11/1/21	4,729,025
	<b>O Reilly Automotive, Inc.</b>	
540	4.875%, 1/14/21	536,819
	<b>Tower Automotive Holdings USA, LLC/TA Holding Finance, Inc., Sr. Notes</b>	
2,945	10.625%, 9/1/17 <sup>(9)</sup>	3,202,687
		<b>\$ 27,146,876</b>
<b>Banks and Thrifts</b>	<b>1.9%</b>	
	<b>Ally Financial, Inc.</b>	
\$ 4,500	8.30%, 2/12/15	\$ 5,096,250
4,485	8.00%, 11/1/31	5,090,475

<b>Principal Amount (000 s omitted)</b>	<b>Security</b>	<b>Value</b>
\$ 1,750	<b>Bank of America NA</b> 6.00%, 10/15/36	\$ 1,648,463
500	<b>Barclays Bank PLC</b> 10.179%, 6/12/21 <sup>(9)</sup>	628,703
1,900	<b>Capital One Financial Corp.</b> 6.15%, 9/1/16	2,065,176
800	<b>Charter One Bank NA</b> 6.375%, 5/15/12	836,743
2,500	<b>Citigroup, Inc.</b> 5.00%, 9/15/14	2,621,885
1,500	<b>Discover Bank</b> 7.00%, 4/15/20	1,644,105
450	<b>Fifth Third Bancorp</b> 8.25%, 3/1/38	531,169
2,450	<b>General Motors Acceptance Corp.</b> 8.00%, 12/31/18	2,682,750
500	<b>HSBC Bank USA</b> 4.625%, 4/1/14	529,560
1,425	6.00%, 8/9/17	1,548,079
500	<b>Intesa Sanpaolo SPA, Sr. Notes</b> 3.625%, 8/12/15 <sup>(9)</sup>	473,818
1,000	<b>Itau Unibanco Holding SA</b> 6.20%, 4/15/20 <sup>(9)</sup>	1,007,943
500	<b>KeyBank NA</b> 5.45%, 3/3/16	528,493
700	<b>Lloyds TSB Bank PLC</b> 6.50%, 9/14/20 <sup>(9)</sup>	654,348
2,165	<b>Manufacturers &amp; Traders Trust Co., Variable Rate</b> 5.629% to 12/1/16, 12/21/21 <sup>(10)</sup>	2,053,308
900	<b>Morgan Stanley</b> 4.75%, 4/1/14	934,799
545	<b>Royal Bank of Scotland Group PLC</b> 5.625%, 8/24/20	526,778
970	<b>Sovereign Bank</b> 5.125%, 3/15/13	995,957
2,275	<b>Standard Chartered Bank, Sr. Notes</b> 6.40%, 9/26/17 <sup>(9)</sup>	2,457,071
1,000	<b>Svenska Handelsbanken AB, Sr. Notes</b> 4.875%, 6/10/14 <sup>(9)</sup>	1,072,895
1,320	<b>Wachovia Corp.</b> 4.80%, 11/1/14	1,411,898
		<b>\$ 37,040,666</b>

**Beverage and Tobacco 0.1%**

		<b>Anheuser-Busch InBev Worldwide, Inc.</b>	
\$	1,080	3.00%, 10/15/12	\$ 1,115,771
			<b>\$ 1,115,771</b>
<b>Broadcast Radio and Television 1.4%</b>			
		<b>Clear Channel Communications, Inc., Sr. Notes</b>	
\$	10,180	6.25%, 3/15/11	\$ 10,205,450
	3,875	4.40%, 5/15/11	3,884,687
	535	5.00%, 3/15/12	526,975
		<b>Clear Channel Worldwide Holdings, Inc.</b>	
	1,550	9.25%, 12/15/17	1,724,375
		<b>Historic TW, Inc.</b>	
	500	6.625%, 5/15/29	541,569
		<b>Rainbow National Services, LLC, Sr. Sub. Notes</b>	
	1,470	10.375%, 9/1/14 <sup>(9)</sup>	1,528,800

<b>Principal Amount</b> (000 s omitted)	<b>Security</b>	<b>Value</b>
\$ 1,665	<b>Sirius XM Radio, Inc., Sr. Notes</b> 9.75%, 9/1/15 <sup>(9)</sup>	\$ 1,885,612
1,000	<b>Time Warner Cable, Inc.</b> 7.50%, 4/1/14	1,153,984
5,080	<b>XM Satellite Radio Holdings, Inc.</b> 13.00%, 8/1/13 <sup>(9)</sup>	6,070,600
		<b>\$ 27,522,052</b>
<b>Brokers, Dealers and Investment Houses 0.3%</b>		
\$ 750	<b>FMR, LLC</b> 4.75%, 3/1/13 <sup>(9)</sup>	\$ 787,359
500	<b>FMR, LLC, Sr. Notes</b> 6.45%, 11/15/39 <sup>(9)</sup>	482,535
1,300	<b>Macquarie Group, Ltd., Sr. Notes</b> 7.30%, 8/1/14 <sup>(9)</sup>	1,445,782
3,185	<b>SSI Investments II, Sr. Notes</b> 11.125%, 6/1/18	3,567,200
		<b>\$ 6,282,876</b>
<b>Building and Development 0.9%</b>		
\$ 3,270	<b>Associated Materials, LLC, Sr. Notes</b> 9.125%, 11/1/17 <sup>(9)</sup>	\$ 3,523,425
9,415	<b>CB Richard Ellis Service, Inc., Sr. Sub. Notes</b> 11.625%, 6/15/17	10,968,475
850	<b>Masco Corp., Sr. Notes</b> 7.125%, 3/15/20	888,106
810	<b>Ply Gem Industries, Inc., Sr. Notes</b> 11.75%, 6/15/13	869,738
1,590	<b>Toll Brothers Finance Corp.</b> 4.95%, 3/15/14	1,632,757
		<b>\$ 17,882,501</b>
<b>Business Equipment and Services 2.6%</b>		
\$ 1,600	<b>ACCO Brands Corp., Sr. Notes</b> 10.625%, 3/15/15	\$ 1,816,000
700	<b>Brocade Communications Systems, Inc., Sr. Notes</b> 6.625%, 1/15/18	747,250
890	6.875%, 1/15/20	952,300
7,805	<b>Education Management, LLC, Sr. Notes</b> 8.75%, 6/1/14	8,078,175
1,161	<b>Education Management, LLC, Sr. Sub. Notes</b> 10.25%, 6/1/16	1,216,147

	<b>Interface, Inc., Sr. Notes</b>	
860	7.625%, 12/1/18 <sup>(9)</sup>	905,150
	<b>Live Nation Entertainment, Inc., Sr. Notes</b>	
640	8.125%, 5/15/18 <sup>(9)</sup>	664,000
	<b>MDC Partners, Inc.</b>	
1,510	11.00%, 11/1/16	1,653,450
	<b>MediMedia USA, Inc., Sr. Sub. Notes</b>	
2,515	11.375%, 11/15/14 <sup>(9)</sup>	2,200,625
	<b>Muzak, LLC/Muzak Finance, Sr. Notes</b>	
3,432	15.00%, 7/31/14 <sup>(3)</sup>	2,702,383
	<b>Quintiles Transnational Corp., Sr. Notes</b>	
830	9.50%, 12/30/14 <sup>(3)(9)</sup>	852,825
	<b>RSC Equipment Rental, Inc.</b>	
1,525	10.25%, 11/15/19	1,700,375
	<b>RSC Equipment Rental, Inc., Sr. Notes</b>	
4,215	10.00%, 7/15/17 <sup>(9)</sup>	4,805,100
	<b>Sitel LLC/Sitel Finance Corp., Sr. Notes</b>	
915	11.50%, 4/1/18 <sup>(9)</sup>	823,500

<b>Principal Amount (000 s omitted)</b>	<b>Security</b>	<b>Value</b>
\$ 11,035	<b>SunGard Data Systems, Inc., Sr. Notes</b> 10.625%, 5/15/15	\$ 12,317,819
4,270	<b>Ticketmaster Entertainment, Inc.</b> 10.75%, 8/1/16	4,707,675
2,160	<b>TransUnion LLC/TransUnion Financing Corp.</b> 11.375%, 6/15/18 <sup>(9)</sup>	2,516,400
3,055	<b>United Rentals North America, Inc.</b> 10.875%, 6/15/16	3,536,162
		<b>\$ 52,195,336</b>
<b>Cable and Satellite Television 0.7%</b>		
\$ 470	<b>Bresnan Broadband Holdings, LLC</b> 8.00%, 12/15/18 <sup>(9)</sup>	\$ 493,500
740	<b>Cablevision Systems Corp., Sr. Notes</b> 8.625%, 9/15/17	830,650
1,055	7.75%, 4/15/18	1,126,212
915	<b>CCO Holdings, LLC / CCO Capital Corp.</b> 7.875%, 4/30/18 <sup>(9)</sup>	967,613
1,570	8.125%, 4/30/20 <sup>(9)</sup>	1,679,900
3,290	<b>Mediacom Broadband Corp., Sr. Notes</b> 8.50%, 10/15/15	3,388,700
940	<b>NAI Entertainment Holdings, LLC, Sr. Notes</b> 8.25%, 12/15/17 <sup>(9)</sup>	1,005,800
3,270	<b>National Cable PLC, Sr. Notes</b> 9.125%, 8/15/16	3,498,900
1,055	<b>Time Warner Cable, Inc.</b> 8.75%, 2/14/19	1,339,586
		<b>\$ 14,330,861</b>
<b>Chemicals and Plastics 2.5%</b>		
\$ 620	<b>BWAY Holding Co.</b> 10.00%, 6/15/18 <sup>(9)</sup>	\$ 678,900
880	<b>Celanese US Holdings, LLC</b> 6.625%, 10/15/18 <sup>(9)</sup>	919,600
2,990	<b>CF Industries, Inc., Sr. Notes</b> 6.875%, 5/1/18	3,289,000
2,230	7.125%, 5/1/20	2,483,662
2,185	<b>Chemtura Corp.</b> 7.875%, 9/1/18 <sup>(9)</sup>	2,337,950
2,520	<b>CII Carbon, LLC</b> 11.125%, 11/15/15 <sup>(9)</sup>	2,734,200
2,805	<b>CII Carbon, LLC, Sr. Notes</b> 8.00%, 12/1/18 <sup>(9)</sup>	2,987,325

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1,100	<b>Hexion US Finance Corp./Hexion Nova Scotia Finance ULC, Sr. Notes</b> 9.00%, 11/15/20 <sup>(9)</sup>	1,177,000
3,160	<b>INEOS Finance PLC, Sr. Notes</b> 9.00%, 5/15/15 <sup>(9)</sup>	3,476,000
4,190	<b>INEOS Group Holdings PLC, Sr. Sub. Notes</b> 8.50%, 2/15/16 <sup>(9)</sup>	4,294,750
4,023	<b>LBI Escrow Corp., Sr. Notes</b> 8.00%, 11/1/17 <sup>(9)</sup>	4,500,731
300	<b>Lubrizol Corp.</b> 6.50%, 10/1/34	301,230
10,000	<b>Lyondell Chemical Co., Sr. Notes</b> 11.00%, 5/1/18	11,450,000
305	<b>Momentive Performance Materials, Inc.</b> 9.00%, 1/15/21 <sup>(9)</sup>	325,588
1,960	<b>Nova Chemicals Corp., Sr. Notes</b> 8.375%, 11/1/16	2,146,200



<b>Principal Amount</b> (000 s omitted)		<b>Value</b>
	<b>Security</b>	
	<b>PolyOne Corp., Sr. Notes</b>	
\$ 585	7.375%, 9/15/20	\$ 617,175
	<b>Reichhold Industries, Inc., Sr. Notes</b>	
2,030	9.00%, 8/15/14 <sup>(9)</sup>	1,801,625
	<b>Scotts Miracle-Gro Co. (The)</b>	
565	7.25%, 1/15/18	597,488
	<b>Solutia, Inc.</b>	
1,725	8.75%, 11/1/17	1,912,594
	<b>Vertellus Specialties, Inc., Sr. Notes</b>	
1,250	9.375%, 10/1/15 <sup>(9)</sup>	1,348,437
	<b>Wellman Holdings, Inc., Sr. Sub. Notes</b>	
262	5.00%, 1/29/19 <sup>(3)(5)</sup>	0
		<b>\$ 49,379,455</b>
	<b>Clothing/Textiles 0.2%</b>	
	<b>Oxford Industries, Inc., Sr. Notes</b>	
\$ 3,055	11.375%, 7/15/15	\$ 3,467,425
		<b>\$ 3,467,425</b>
	<b>Conglomerates 0.6%</b>	
	<b>Amsted Industries, Inc., Sr. Notes</b>	
\$ 3,220	8.125%, 3/15/18 <sup>(9)</sup>	\$ 3,429,300
	<b>General Electric Co., Sr. Notes</b>	
1,625	5.00%, 2/1/13	1,739,480
	<b>Manitowoc Co., Inc. (The)</b>	
800	9.50%, 2/15/18	890,000
2,855	8.50%, 11/1/20	3,090,537
	<b>Polymer Group, Inc., Sr. Notes</b>	
320	7.75%, 2/1/19 <sup>(9)</sup>	330,400
	<b>RBS Global &amp; Rexnord Corp.</b>	
1,775	11.75%, 8/1/16	1,928,094
		<b>\$ 11,407,811</b>
	<b>Containers and Glass Products 0.8%</b>	
	<b>Ardagh Packaging Finance PLC</b>	
\$ 1,265	9.125%, 10/15/20 <sup>(9)</sup>	\$ 1,375,688
	<b>Ardagh Packaging Finance PLC, Sr. Notes</b>	
905	7.375%, 10/15/17 <sup>(9)</sup>	953,644
	<b>Intertape Polymer US, Inc., Sr. Sub. Notes</b>	
3,240	8.50%, 8/1/14	2,737,800
	<b>Polypore International, Inc.</b>	
760	7.50%, 11/15/17 <sup>(9)</sup>	790,400

<b>Reynolds Group Holdings, Inc., Sr. Notes</b>		
2,930	8.50%, 5/15/18 <sup>(9)</sup>	3,069,175
1,685	7.125%, 4/15/19 <sup>(9)</sup>	1,748,187
5,705	9.00%, 4/15/19 <sup>(9)</sup>	6,018,775
		<b>\$ 16,693,669</b>

**Diversified Financial Services 0.5%**

<b>CIT Group, Inc., Sr. Notes</b>		
\$ 1,570	7.00%, 5/1/14	\$ 1,603,363
3,710	7.00%, 5/1/17	3,751,738
<b>FIA Card Services NA</b>		
1,100	7.125%, 11/15/12	1,199,532
<b>General Electric Capital Corp., Sr. Notes</b>		
1,500	5.875%, 1/14/38	1,483,934
<b>Goldman Sachs Group, Inc. (The)</b>		
1,100	6.75%, 10/1/37	1,105,976
<b>Goldman Sachs Group, Inc. (The), Sr. Notes</b>		
350	3.625%, 8/1/12	362,612

<b>Principal Amount</b> (000 s omitted)	<b>Security</b>	<b>Value</b>
\$ 740	<b>JPMorgan Chase &amp; Co., Sr. Notes</b> 6.30%, 4/23/19	\$ 835,248
600	<b>Morgan Stanley, Sr. Notes</b> 7.25%, 4/1/32	687,970
		<b>\$ 11,030,373</b>
<b>Diversified Manufacturing Operations 0.1%</b>		
	<b>Hutchison Whampoa International, Ltd.</b>	
\$ 500	6.25%, 1/24/14 <sup>(9)</sup>	\$ 556,932
400	7.45%, 11/24/33 <sup>(9)</sup>	488,618
		<b>\$ 1,045,550</b>
<b>Diversified Media 0.6%</b>		
	<b>Catalina Marketing Corp.</b>	
\$ 3,255	10.50%, 10/1/15 <sup>(9)</sup>	\$ 3,552,019
4,150	11.625%, 10/1/17 <sup>(9)</sup>	4,694,687
	<b>Checkout Holding Corp., Sr. Notes</b>	
4,445	0.00%, 11/15/15 <sup>(9)</sup>	2,844,800
		<b>\$ 11,091,506</b>
<b>Drugs 0.2%</b>		
	<b>Patheon, Inc., Sr. Notes</b>	
\$ 1,185	8.625%, 4/15/17 <sup>(9)</sup>	\$ 1,217,588
	<b>Warner Chilcott Co. LLC</b>	
2,170	7.75%, 9/15/18 <sup>(9)</sup>	2,267,650
		<b>\$ 3,485,238</b>
<b>Ecological Services and Equipment 0.1%</b>		
	<b>Casella Waste Systems, Inc.</b>	
\$ 420	7.75%, 2/15/19 <sup>(9)</sup>	\$ 431,550
	<b>Casella Waste Systems, Inc., Sr. Notes</b>	
845	11.00%, 7/15/14	952,737
	<b>Environmental Systems Product Holdings, Inc., Jr. Notes</b>	
149	18.00%, 3/31/15 <sup>(5)</sup>	127,289
		<b>\$ 1,511,576</b>
<b>Electronics/Electrical 0.9%</b>		
	<b>Advanced Micro Devices, Inc.</b>	
\$ 1,670	8.125%, 12/15/17	\$ 1,757,675
	<b>Advanced Micro Devices, Inc., Sr. Notes</b>	

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820	7.75%, 8/1/20	844,600
	<b>Electricite De France, Sr. Notes</b>	
1,000	4.60%, 1/27/20 <sup>(9)</sup>	1,028,839
	<b>Enel Finance International SA</b>	
205	6.25%, 9/15/17 <sup>(9)</sup>	223,729
1,120	6.80%, 9/15/37 <sup>(9)</sup>	1,110,903
	<b>Midamerican Energy Holdings Co., Sr. Notes</b>	
1,000	5.875%, 10/1/12	1,077,590
	<b>NRG Energy, Inc.</b>	
3,910	8.25%, 9/1/20 <sup>(9)</sup>	4,032,188
	<b>NXP BV/NXP Funding, LLC, Variable Rate</b>	
1,025	3.053%, 10/15/13	1,018,594
	<b>Scottish Power, Ltd., Sr. Notes</b>	
1,040	5.375%, 3/15/15	1,104,684
	<b>Spectrum Brands, Inc.</b>	
3,599	12.00%, 8/28/19 <sup>(3)</sup>	4,048,537
	<b>Tyco Electronics Group SA</b>	
850	5.95%, 1/15/14	934,411
400	7.125%, 10/1/37	456,754
		<b>\$ 17,638,504</b>

<b>Principal Amount</b>		<b>Value</b>
<b>Equipment Leasing</b>	<b>Security 0.2%</b>	
	<b>AWAS Aviation Capital, Ltd., Sr. Notes</b>	
\$ 3,030	7.00%, 10/15/16 <sup>(9)</sup>	\$ 3,060,300
	<b>Hertz Corp.</b>	
907	8.875%, 1/1/14	935,344
25	7.50%, 10/15/18 <sup>(9)</sup>	26,562
		<b>\$ 4,022,206</b>
<b>Financial Intermediaries</b>	<b>0.7%</b>	
	<b>Ford Motor Credit Co., Sr. Notes</b>	
\$ 3,380	12.00%, 5/15/15	\$ 4,289,264
4,975	8.00%, 12/15/16	5,649,689
1,530	8.125%, 1/15/20	1,794,854
	<b>Janus Capital Group, Inc., Sr. Notes</b>	
2,000	6.95%, 6/15/17	2,115,248
		<b>\$ 13,849,055</b>
<b>Financial Services</b>	<b>0.2%</b>	
	<b>Credit Suisse USA, Inc.</b>	
\$ 200	7.125%, 7/15/32	\$ 234,202
	<b>E*Trade Financial Corp., Sr. Notes</b>	
1,820	7.375%, 9/15/13	1,822,275
	<b>UBS AG, Sr. Sub. Notes</b>	
1,250	7.50%, 7/15/25	1,340,786
		<b>\$ 3,397,263</b>
<b>Food Products</b>	<b>1.1%</b>	
	<b>ASG Consolidated, LLC/ASG Finance, Inc., Sr. Notes</b>	
\$ 1,882	15.00%, 5/15/17 <sup>(9)</sup>	\$ 1,891,099
	<b>ASG Consolidated, LLC/ASG Finance, Inc., Sr. Sub. Notes</b>	
3,435	10.75%, 5/15/16 <sup>(9)</sup>	3,692,625
	<b>Corn Products International, Inc., Sr. Notes</b>	
220	3.20%, 11/1/15	222,065
700	6.625%, 4/15/37	721,155
	<b>Dole Foods Co., Sr. Notes</b>	
2,103	13.875%, 3/15/14	2,589,319
	<b>Kraft Foods, Inc., Sr. Notes</b>	
500	6.50%, 2/9/40	536,690
	<b>Michael Foods, Inc., Sr. Notes</b>	
4,360	9.75%, 7/15/18 <sup>(9)</sup>	4,796,000
	<b>Pinnacle Foods Finance, LLC</b>	
195	10.625%, 4/1/17	211,088

		<b>Ralcorp Holdings, Inc., Sr. Notes</b>	
500	6.625%, 8/15/39		507,071
		<b>Smithfield Foods, Inc., Sr. Notes</b>	
3,845	7.75%, 5/15/13		4,219,887
2,600	10.00%, 7/15/14 <sup>(9)</sup>		3,071,250
			<b>\$ 22,458,249</b>
<b>Food Service 0.9%</b>			
		<b>Dunkin Finance Corp., Sr. Notes</b>	
\$ 4,760	9.625%, 12/1/18 <sup>(9)</sup>		\$ 4,879,000
		<b>NPC International, Inc., Sr. Sub. Notes</b>	
4,370	9.50%, 5/1/14		4,522,950
		<b>Starbucks Corp.</b>	
1,520	6.25%, 8/15/17		1,715,884
		<b>U.S. Foodservice, Inc., Sr. Notes</b>	
6,100	10.25%, 6/30/15 <sup>(9)</sup>		6,344,000
			<b>\$ 17,461,834</b>

<b>Principal Amount</b>		<b>Value</b>
<b>(000 s omitted)</b>	<b>Security</b>	
<b>Food/Drug Retailers</b>	<b>0.9%</b>	
	<b>General Nutrition Center, Sr. Notes, Variable Rate</b>	
\$ 11,060	5.75%, 3/15/14 <sup>(3)</sup>	\$ 11,039,262
	<b>General Nutrition Center, Sr. Sub. Notes</b>	
6,905	10.75%, 3/15/15	6,991,313
		<b>\$ 18,030,575</b>
<b>Forest Products</b>	<b>0.3%</b>	
	<b>Boise Paper Holdings, LLC</b>	
\$ 605	8.00%, 4/1/20	\$ 657,938
	<b>Domtar Corp., Sr. Notes</b>	
2,995	10.75%, 6/1/17	3,833,600
	<b>Verso Paper Holdings, LLC/Verso Paper, Inc.</b>	
870	11.375%, 8/1/16	941,775
		<b>\$ 5,433,313</b>
<b>Health Care</b>	<b>3.5%</b>	
	<b>Accellent, Inc., Sr. Notes</b>	
\$ 2,910	8.375%, 2/1/17	\$ 3,062,775
	<b>Alere, Inc., Sr. Notes</b>	
3,335	7.875%, 2/1/16	3,455,894
	<b>American Renal Holdings, Sr. Notes</b>	
600	8.375%, 5/15/18	620,250
	<b>Bio-Rad Laboratories, Inc.</b>	
800	8.00%, 9/15/16	886,000
	<b>Biomet, Inc.</b>	
3,415	10.375%, 10/15/17 <sup>(3)</sup>	3,841,875
11,485	11.625%, 10/15/17	13,035,475
	<b>DJO Finance, LLC/DJO Finance Corp.</b>	
5,070	10.875%, 11/15/14	5,589,675
	<b>Endo Pharmaceuticals Holdings, Inc.</b>	
605	7.00%, 12/15/20 <sup>(9)</sup>	629,200
	<b>Fresenius US Finance II, Inc., Sr. Notes</b>	
1,400	9.00%, 7/15/15 <sup>(9)</sup>	1,615,250
	<b>HCA, Inc.</b>	
2,115	9.25%, 11/15/16	2,286,844
540	9.625%, 11/15/16 <sup>(3)</sup>	583,875
	<b>HCA, Inc., Sr. Notes</b>	
3,585	9.875%, 2/15/17	3,988,312
3,795	7.75%, 5/15/21 <sup>(9)</sup>	3,975,263
	<b>Hillenbrand, Inc., Sr. Notes</b>	
1,800	5.50%, 7/15/20	1,784,918
	<b>inVentiv Health, Inc., Sr. Notes</b>	

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1,100	10.00%, 8/15/18 <sup>(9)</sup> <b>MedAssets, Inc.</b>	1,116,500
760	8.00%, 11/15/18 <sup>(9)</sup> <b>Multiplan, Inc.</b>	790,400
3,305	9.875%, 9/1/18 <sup>(9)</sup> <b>National Mentor Holdings, Inc.</b>	3,573,531
2,435	11.25%, 7/1/14 <b>Quest Diagnostics, Inc.</b>	2,578,056
700	4.75%, 1/30/20	694,190
500	6.95%, 7/1/37 <b>US Oncology, Inc.</b>	525,252
5,350	10.75%, 8/15/14 <b>US Oncology, Inc., Sr. Notes</b>	5,584,062
1,815	9.125%, 8/15/17	2,246,063



<b>Principal Amount</b> (000 s omitted)	<b>Security</b>	<b>Value</b>
	<b>Valeant Pharmaceuticals International</b>	
\$ 1,520	6.75%, 10/1/17 <sup>(9)</sup>	\$ 1,573,200
2,370	6.875%, 12/1/18 <sup>(9)</sup>	2,447,025
2,280	7.00%, 10/1/20 <sup>(9)</sup>	2,362,650
		<b>\$ 68,846,535</b>
	<b>Home Furnishings 0.1%</b>	
	<b>Sealy Mattress Co., Sr. Notes</b>	
\$ 1,494	10.875%, 4/15/16 <sup>(9)</sup>	\$ 1,705,028
		<b>\$ 1,705,028</b>
	<b>Industrial Equipment 1.4%</b>	
	<b>Cameron International Corp., Sr. Notes</b>	
\$ 1,960	6.375%, 7/15/18	\$ 2,173,965
	<b>CEVA Group PLC, Sr. Notes</b>	
1,250	11.625%, 10/1/16 <sup>(9)</sup>	1,387,500
4,695	8.375%, 12/1/17 <sup>(9)</sup>	4,835,850
3,115	11.50%, 4/1/18 <sup>(9)</sup>	3,422,606
	<b>Chart Industries, Inc., Sr. Sub. Notes</b>	
2,170	9.125%, 10/15/15	2,240,525
	<b>Pinafore, LLC/Pinafore, Inc., Sr. Notes</b>	
6,285	9.00%, 10/1/18 <sup>(9)</sup>	6,968,494
	<b>Terex Corp., Sr. Notes</b>	
5,550	10.875%, 6/1/16	6,465,750
		<b>\$ 27,494,690</b>
	<b>Insurance 0.8%</b>	
	<b>Aflac, Inc., Sr. Notes</b>	
\$ 1,000	6.45%, 8/15/40	\$ 1,015,758
	<b>Alliant Holdings I, Inc.</b>	
2,455	11.00%, 5/1/15 <sup>(9)</sup>	2,608,438
	<b>General American Life Insurance Co.</b>	
2,200	7.625%, 1/15/24 <sup>(9)</sup>	2,637,373
	<b>HUB International Holdings, Inc., Sr. Notes</b>	
1,825	9.00%, 12/15/14 <sup>(9)</sup>	1,907,125
	<b>Nationwide Mutual Insurance Co.</b>	
1,660	9.375%, 8/15/39 <sup>(9)</sup>	1,943,337
	<b>PartnerRe Finance B, LLC</b>	
1,075	5.50%, 6/1/20	1,077,943
	<b>QBE Insurance Group, Ltd., Sr. Notes</b>	
1,235	9.75%, 3/14/14 <sup>(9)</sup>	1,447,599
	<b>U.S.I. Holdings Corp., Sr. Notes, Variable Rate</b>	

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1,380	4.161%, 11/15/14 <sup>(9)</sup>	1,300,650
	<b>XL Group PLC, Sr. Notes</b>	
535	5.25%, 9/15/14	567,459
1,250	6.25%, 5/15/27	1,242,915
		<b>\$ 15,748,597</b>

**Leisure Goods/Activities/Movies 1.1%**

	<b>AMC Entertainment, Inc., Sr. Notes</b>	
\$ 1,145	8.75%, 6/1/19	\$ 1,233,737
	<b>HRP Myrtle Beach Operations, LLC/HRP Myrtle Beach Capital Corp.</b>	
2,170	12.50%, 4/1/13 <sup>(5)(6)(9)</sup>	0
	<b>HRP Myrtle Beach Operations, LLC/HRP Myrtle Beach Capital Corp., Variable Rate</b>	
3,975	0.00%, 4/1/12 <sup>(5)(6)(9)</sup>	0
	<b>NCL Corp, Ltd., Sr. Notes</b>	
1,520	11.75%, 11/15/16	1,816,400
1,540	9.50%, 11/15/18 <sup>(9)</sup>	1,659,350

<b>Principal Amount (000 s omitted)</b>	<b>Security</b>	<b>Value</b>
\$ 1,095	<b>Regal Entertainment Group</b> 9.125%, 8/15/18	\$ 1,173,019
2,205	<b>Royal Caribbean Cruises, Sr. Notes</b> 7.00%, 6/15/13	2,370,375
1,400	6.875%, 12/1/13	1,513,750
660	7.25%, 6/15/16	716,100
1,680	7.25%, 3/15/18	1,822,800
	<b>Universal City Development Partners, Ltd./UCDP Finance, Inc.</b>	
4,525	8.875%, 11/15/15	4,909,625
4,345	10.875%, 11/15/16	4,844,675
		<b>\$ 22,059,831</b>
 <b>Lodging and Casinos 4.1%</b>		
\$ 4,300	<b>Buffalo Thunder Development Authority</b> 9.375%, 12/15/14 <sup>(6)(9)</sup>	\$ 1,397,500
1,625	<b>CCM Merger, Inc.</b> 8.00%, 8/1/13 <sup>(9)</sup>	1,625,000
3,080	<b>Chukchansi EDA, Sr. Notes, Variable Rate</b> 3.943%, 11/15/12 <sup>(9)</sup>	2,021,250
9,180	<b>Fontainebleau Las Vegas Casino, LLC</b> 10.25%, 6/15/15 <sup>(6)(9)</sup>	34,425
3,300	<b>Harrah s Operating Co., Inc.</b> 5.375%, 12/15/13	3,106,125
8,540	5.625%, 6/1/15	6,917,400
4,615	<b>Harrah s Operating Co., Inc., Sr. Notes</b> 11.25%, 6/1/17	5,261,100
3,035	12.75%, 4/15/18 <sup>(9)</sup>	3,156,400
780	10.00%, 12/15/18	711,750
5,615	<b>Inn of the Mountain Gods Resort &amp; Casino, Sr. Notes</b> 12.00%, 11/15/10 <sup>(6)</sup>	3,172,475
1,540	<b>Majestic HoldCo, LLC</b> 12.50%, 10/15/11 <sup>(6)(9)</sup>	169
5,735	<b>Mandalay Resort Group</b> 6.375%, 12/15/11	5,835,362
2,205	<b>MCE Finance, Ltd., Sr. Notes</b> 10.25%, 5/15/18	2,546,775
13,455	<b>MGM Resorts International</b> 6.75%, 9/1/12	13,690,462
1,655	<b>MGM Resorts International, Sr. Notes</b> 10.375%, 5/15/14	1,882,563
1,715	11.125%, 11/15/17	1,989,400
755	9.00%, 3/15/20 <sup>(9)</sup>	838,050
4,830	<b>Mohegan Tribal Gaming Authority, Sr. Sub. Notes</b> 8.00%, 4/1/12	4,117,575

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3,375	7.125%, 8/15/14	2,430,000
4,550	6.875%, 2/15/15	3,253,250
	<b>Peninsula Gaming, LLC</b>	
495	8.375%, 8/15/15	527,175
2,235	10.75%, 8/15/17	2,475,263
985	10.75%, 8/15/17 <sup>(9)</sup>	1,084,116
	<b>San Pasqual Casino</b>	
1,215	8.00%, 9/15/13 <sup>(9)</sup>	1,222,594
	<b>Seminole Hard Rock Entertainment, Variable Rate</b>	
2,010	2.802%, 3/15/14 <sup>(9)</sup>	1,909,500
	<b>Starwood Hotels &amp; Resorts Worldwide, Inc.</b>	
1,300	6.75%, 5/15/18	1,404,000
	<b>Tunica-Biloxi Gaming Authority, Sr. Notes</b>	
3,565	9.00%, 11/15/15 <sup>(9)</sup>	3,547,175
	<b>Waterford Gaming, LLC, Sr. Notes</b>	
4,666	8.625%, 9/15/14 <sup>(5)(9)</sup>	3,009,103

<b>Principal Amount (000 s omitted)</b>	<b>Security</b>	<b>Value</b>
\$ 3,165	<b>Wynn Las Vegas, LLC/Wynn Las Vegas Capital Corp.</b> 7.75%, 8/15/20	\$ 3,370,725
		<b>\$ 82,536,682</b>
<b>Nonferrous Metals/Minerals 1.1%</b>		
\$ 1,085	<b>Arch Coal, Inc.</b> 7.25%, 10/1/20	\$ 1,147,388
980	<b>Arch Coal, Inc., Sr. Notes</b> 8.75%, 8/1/16	1,090,250
1,785	<b>Consol Energy, Inc.</b> 8.00%, 4/1/17 <sup>(9)</sup>	1,945,650
1,495	8.25%, 4/1/20 <sup>(9)</sup>	1,640,763
7,835	<b>FMG Resources PTY, Ltd., Sr. Notes</b> 7.00%, 11/1/15 <sup>(9)</sup>	8,128,812
3,010	<b>Novelis, Inc.</b> 8.375%, 12/15/17 <sup>(9)</sup>	3,258,325
3,010	8.75%, 12/15/20 <sup>(9)</sup>	3,284,662
300	<b>Vale, Ltd.</b> 6.875%, 11/21/36	316,596
500	<b>Vale, Ltd., Sr. Notes</b> 5.70%, 10/15/15	545,338
		<b>\$ 21,357,784</b>
<b>Oil and Gas 4.2%</b>		
\$ 3,910	<b>Anadarko Petroleum Corp., Sr. Notes</b> 6.375%, 9/15/17	\$ 4,324,769
1,495	<b>Atkore International, Inc., Sr. Notes</b> 9.875%, 1/1/18 <sup>(9)</sup>	1,603,387
1,575	<b>ATP Oil &amp; Gas Corp., Sr. Notes</b> 11.875%, 5/1/15	1,559,250
2,435	<b>Berry Petroleum Co., Sr. Notes</b> 10.25%, 6/1/14	2,818,512
505	<b>Bill Barrett Corp.</b> 9.875%, 7/15/16	566,863
955	<b>Calfrac Holdings, L.P., Sr. Notes</b> 7.50%, 12/1/20 <sup>(9)</sup>	983,650
4,190	<b>Carrizo Oil &amp; Gas, Inc.</b> 8.625%, 10/15/18 <sup>(9)</sup>	4,420,450
2,506	<b>Coffeyville Resources, LLC/Coffeyville Finance, Inc., Sr. Notes</b> 9.00%, 4/1/15 <sup>(9)</sup>	2,744,070
987	<b>Compton Petroleum Finance Corp.</b> 10.00%, 9/15/17	824,233
	<b>Concho Resources, Inc., Sr. Notes</b>	

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1,800	7.00%, 1/15/21	1,881,000
	<b>Continental Resources, Inc.</b>	
305	7.375%, 10/1/20	326,350
735	7.125%, 4/1/21 <sup>(9)</sup>	779,100
	<b>Denbury Resources, Inc.</b>	
1,674	8.25%, 2/15/20	1,851,862
	<b>Denbury Resources, Inc., Sr. Sub. Notes</b>	
640	7.50%, 12/15/15	668,800
3,285	9.75%, 3/1/16	3,728,475
	<b>El Paso Corp., Sr. Notes</b>	
1,664	9.625%, 5/15/12	1,775,796
	<b>El Paso Tennessee Pipeline Co., Sr. Notes</b>	
3,860	7.25%, 12/15/25	3,740,702
	<b>Energy Transfer Partners , L.P., Sr. Notes</b>	
900	6.00%, 7/1/13	979,096
550	7.50%, 7/1/38	642,428

Principal Amount (000 s omitted)	Security	Value
\$ 760	<b>EXCO Resources, Inc.</b> 7.50%, 9/15/18	\$ 763,800
4,485	<b>Forbes Energy Services, Sr. Notes</b> 11.00%, 2/15/15	4,529,850
410	<b>Forest Oil Corp.</b> 7.25%, 6/15/19	427,425
1,540	<b>Frac Tech Services LLC/Frac Tech Finance, Inc.</b> 7.125%, 11/15/18 <sup>(9)</sup>	1,580,425
610	<b>Frontier Oil Corp.</b> 6.875%, 11/15/18	631,350
920	<b>Harvest Operations Corp.</b> 6.875%, 10/1/17 <sup>(9)</sup>	953,350
1,435	<b>Holly Corp.</b> 9.875%, 6/15/17	1,589,262
530	<b>Kinder Morgan Energy Partners, L.P.</b> 5.85%, 9/15/12	569,250
600	<b>Kinder Morgan Energy Partners, L.P., Sr. Notes</b> 6.55%, 9/15/40	625,339
450	<b>Marathon Petroleum Corp.</b> 5.125%, 3/1/21 <sup>(9)</sup>	454,560
1,975	<b>OPTI Canada, Inc., Sr. Notes</b> 8.25%, 12/15/14	1,194,875
1,300	<b>Petrobras International Finance Co.</b> 9.125%, 7/2/13	1,509,625
700	6.875%, 1/20/40	723,871
1,870	<b>Petroleum Development Corp., Sr. Notes</b> 12.00%, 2/15/18	2,117,775
430	<b>Petroplus Finance, Ltd.</b> 6.75%, 5/1/14 <sup>(9)</sup>	416,563
2,705	7.00%, 5/1/17 <sup>(9)</sup>	2,502,125
3,335	<b>Petroplus Finance, Ltd., Sr. Notes</b> 9.375%, 9/15/19 <sup>(9)</sup>	3,268,300
2,175	<b>Precision Drilling Corp.</b> 6.625%, 11/15/20 <sup>(9)</sup>	2,253,844
5,490	<b>Quicksilver Resources, Inc., Sr. Notes</b> 11.75%, 1/1/16	6,450,750
1,815	<b>Range Resources Corp.</b> 6.75%, 8/1/20	1,914,825
600	<b>Rockies Express Pipeline, LLC, Sr. Notes</b> 3.90%, 4/15/15 <sup>(9)</sup>	594,586
400	6.875%, 4/15/40 <sup>(9)</sup>	388,202
1,115	<b>Rosetta Resources, Inc.</b> 9.50%, 4/15/18	1,236,256
1,890	<b>Rowan Cos., Inc., Sr. Notes</b> 7.875%, 8/1/19	2,227,210

	<b>SandRidge Energy, Inc.</b>	
685	8.75%, 1/15/20	732,950
	<b>SESI, LLC, Sr. Notes</b>	
690	6.875%, 6/1/14	700,350
	<b>SM Energy Co., Sr. Notes</b>	
700	6.625%, 2/15/19 <sup>(9)</sup>	700,000
	<b>Southwestern Energy Co., Sr. Notes</b>	
4,200	7.50%, 2/1/18	4,803,750
	<b>Statoil ASA</b>	
230	5.10%, 8/17/40	221,969
	<b>Transocean, Inc., Sr. Notes</b>	
300	6.80%, 3/15/38	305,741



<b>Principal Amount</b> (000 s omitted)	<b>Security</b>	<b>Value</b>
\$ 500	<b>Weatherford International, Ltd., Sr. Notes</b> 6.50%, 8/1/36	\$ 511,643
		<b>\$ 83,118,614</b>
<b>Publishing 1.3%</b>		
\$ 8,540	<b>Laureate Education, Inc.</b> 10.00%, 8/15/15 <sup>(9)</sup>	\$ 8,988,350
4,454	10.25%, 8/15/15 <sup>(3)(9)</sup>	4,628,756
8,000	11.75%, 8/15/17 <sup>(9)</sup>	8,740,000
1,619	<b>Nielsen Finance, LLC</b> 11.50%, 5/1/16	1,896,254
905	12.50%, (0.00% until 8/1/11), 8/1/16	955,906
195	<b>Nielsen Finance, LLC, Sr. Notes</b> 11.625%, 2/1/14	228,394
		<b>\$ 25,437,660</b>
<b>Radio and Television 0.2%</b>		
\$ 3,660	<b>WMG Acquisition Corp., Sr. Notes</b> 9.50%, 6/15/16	\$ 3,929,925
		<b>\$ 3,929,925</b>
<b>Rail Industries 0.5%</b>		
\$ 2,020	<b>American Railcar Industry, Sr. Notes</b> 7.50%, 3/1/14	\$ 2,055,350
160	<b>Greenbrier Cos., Inc.</b> 8.375%, 5/15/15	164,400
2,530	<b>Kansas City Southern Mexico, Sr. Notes</b> 7.625%, 12/1/13	2,586,925
1,055	7.375%, 6/1/14	1,105,113
4,000	8.00%, 6/1/15	4,340,000
500	8.00%, 2/1/18	546,875
		<b>\$ 10,798,663</b>
<b>Real Estate Investment Trusts (REITs) 0.2%</b>		
\$ 3,270	<b>CB Richard Ellis Services, Inc.</b> 6.625%, 10/15/20 <sup>(9)</sup>	\$ 3,286,350
950	<b>Developers Diversified Realty Corp., Sr. Notes</b> 9.625%, 3/15/16	1,143,979
470	7.50%, 4/1/17	530,598
		<b>\$ 4,960,927</b>

**Retailers (Except Food and Drug) 3.9%**

\$	8,040	<b>Amscan Holdings, Inc., Sr. Sub. Notes</b> 8.75%, 5/1/14	\$	8,160,600
	475	<b>AutoZone, Inc., Sr. Notes</b> 5.875%, 10/15/12		511,167
	6,245	<b>Express, LLC/Express Finance Corp.</b> 8.75%, 3/1/18		6,697,762
	3,025	<b>Giraffe Acquisition Corp., Sr. Notes</b> 9.125%, 12/1/18 <sup>(9)</sup>		3,206,500
	450	<b>Home Depot, Inc., Sr. Notes</b> 5.875%, 12/16/36		455,364
	3,325	<b>Limited Brands, Inc.</b> 8.50%, 6/15/19		3,807,125
	740	<b>Macy's Retail Holdings, Inc.</b> 8.375%, 7/15/15		862,100
	400	6.90%, 4/1/29		398,500
	4,990	<b>Michaels Stores, Inc.</b> 13.00%, (0.00% until 11/1/11), 11/1/16		5,039,900

<b>Principal Amount</b> (000 s omitted)		<b>Value</b>
	<b>Security</b>	
	<b>Neiman Marcus Group, Inc.</b>	
\$ 6,190	9.00%, 10/15/15 <sup>(3)</sup>	\$ 6,514,657
	<b>PETCO Animal Supplies, Inc.</b>	
3,690	9.25%, 12/1/18 <sup>(9)</sup>	3,985,200
	<b>Phillips-Van Heusen Corp., Sr. Notes</b>	
3,085	7.75%, 11/15/23	3,411,652
	<b>Sally Holdings, LLC, Sr. Notes</b>	
18,715	10.50%, 11/15/16	20,773,650
	<b>Toys R Us</b>	
4,305	7.875%, 4/15/13	4,584,825
6,740	10.75%, 7/15/17	7,767,850
	<b>Toys R Us, Sr. Notes</b>	
1,925	7.375%, 9/1/16 <sup>(9)</sup>	2,050,125
		<b>\$ 78,226,977</b>
	<b>Steel 0.0%</b>	
	<b>RathGibson, Inc., Sr. Notes</b>	
\$ 4,915	11.25%, 2/15/14 <sup>(6)</sup>	\$ 492
	<b>United States Steel Corp., Sr. Notes</b>	
750	7.375%, 4/1/20	781,875
		<b>\$ 782,367</b>
	<b>Technology 0.2%</b>	
	<b>Abengoa Finance SAU</b>	
\$ 1,910	8.875%, 11/1/17 <sup>(9)</sup>	\$ 1,874,188
	<b>International Game Technology, Sr. Notes</b>	
1,646	7.50%, 6/15/19	1,886,225
	<b>Western Union Co. (The)</b>	
1,000	6.20%, 11/17/36	972,943
		<b>\$ 4,733,356</b>
	<b>Telecommunications 4.8%</b>	
	<b>America Movil SAB de CV</b>	
\$ 1,200	5.50%, 3/1/14	\$ 1,312,895
	<b>Avaya, Inc., Sr. Notes</b>	
1,455	9.75%, 11/1/15	1,513,200
5,793	10.125%, 11/1/15 <sup>(3)</sup>	6,067,932
	<b>British Telecommunications PLC, Sr. Notes</b>	
915	5.95%, 1/15/18	1,011,731
	<b>Clearwire Communications, LLC/Clearwire Finance, Inc., Sr. Notes</b>	
315	12.00%, 12/1/15 <sup>(9)</sup>	344,925
985	12.00%, 12/1/15 <sup>(9)</sup>	1,078,575

	<b>Digicel Group, Ltd., Sr. Notes</b>	
4,660	12.00%, 4/1/14 <sup>(9)</sup>	5,458,025
3,655	8.25%, 9/1/17 <sup>(9)</sup>	3,824,044
	<b>Intelsat Bermuda, Ltd.</b>	
14,205	11.25%, 6/15/16	15,341,400
	<b>Intelsat Jackson Holdings, Ltd.</b>	
825	11.50%, 6/15/16	893,063
	<b>Intelsat Luxembourg SA</b>	
3,290	11.50%, 2/4/17	3,679,832
	<b>Intelsat SA, Sr. Notes</b>	
7,845	6.50%, 11/1/13	8,325,506
	<b>Intelsat Subsidiary Holdings Co., Ltd.</b>	
680	8.875%, 1/15/15 <sup>(9)</sup>	702,100
	<b>Nextel Communications, Inc., Series E</b>	
1,795	6.875%, 10/31/13	1,815,194
	<b>NII Capital Corp.</b>	
3,490	10.00%, 8/15/16	3,926,250

<b>Principal Amount (000 s omitted)</b>	<b>Security</b>	<b>Value</b>
\$ 1,475	<b>SBA Telecommunications, Inc.</b> 8.00%, 8/15/16	\$ 1,618,812
985	8.25%, 8/15/19	1,090,888
	<b>Sprint Capital Corp.</b>	
5,320	6.90%, 5/1/19	5,359,900
585	6.875%, 11/15/28	526,500
	<b>Telecom Italia Capital SA</b>	
660	5.25%, 11/15/13	688,649
950	7.175%, 6/18/19	1,029,640
	<b>Telefonica Emisiones SAU</b>	
2,350	5.877%, 7/15/19	2,467,267
	<b>Telesat Canada/Telesat, LLC, Sr. Notes</b>	
3,625	11.00%, 11/1/15	4,087,187
	<b>Telesat Canada/Telesat, LLC, Sr. Sub. Notes</b>	
6,830	12.50%, 11/1/17	8,298,450
	<b>West Corp.</b>	
3,045	7.875%, 1/15/19 <sup>(9)</sup>	3,166,800
	<b>Wind Acquisition Finance SA, Sr. Notes</b>	
2,685	11.75%, 7/15/17 <sup>(9)</sup>	3,074,325
2,674	12.25%, 7/15/17 <sup>(9)</sup>	3,101,069
	<b>Windstream Corp.</b>	
4,800	8.125%, 9/1/18	5,124,000
		<b>\$ 94,928,159</b>
<b>Utilities 0.5%</b>		
\$ 4,275	<b>Calpine Construction Finance Co., Sr. Notes</b> 8.00%, 6/1/16 <sup>(9)</sup>	\$ 4,606,312
	<b>NGC Corp.</b>	
4,395	7.625%, 10/15/26	2,867,738
	<b>NRG Energy, Inc., Sr. Notes</b>	
2,825	7.375%, 2/1/16	2,930,938
	<b>Reliant Energy, Inc., Sr. Notes</b>	
360	7.625%, 6/15/14	379,800
		<b>\$ 10,784,788</b>
<b>Total Corporate Bonds &amp; Notes (identified cost \$925,507,240)</b>		<b>\$ 973,765,896</b>
<b>Foreign Government Securities 0.0%</b>		

<b>Principal Amount</b> <b>(000 s omitted)</b>	<b>Security</b>	<b>Value</b>
\$ 300	Government of Bermuda, Sr. Notes, 5.603%, 7/20/20 <sup>(9)</sup>	\$ 314,452
<b>Total Foreign Government Securities</b> <b>(identified cost \$300,000)</b>		<b>\$ 314,452</b>

**Mortgage Pass-Throughs 28.6%**

<b>Principal Amount</b> <b>(000 s omitted)</b>	<b>Security</b>	<b>Value</b>
\$ 31,133	<b>Federal Home Loan Mortgage Corp.:</b> 5.00%, with various maturities to 2019	\$ 33,302,214
9,514	5.50%, with various maturities to 2032	10,287,002
11,054	6.00%, with various maturities to 2031	11,993,670
30,898	6.50%, with various maturities to 2032	34,245,028
37,363	7.00%, with various maturities to 2036	41,655,764
456	7.13%, with maturity at 2023	518,705

**Principal  
Amount**

<b>(000 s omitted)</b>	<b>Security</b>	<b>Value</b>
\$ 20,645	7.50%, with various maturities to 2029	\$ 23,655,539
731	7.65%, with maturity at 2022	844,266
89	7.70%, with maturity at 2022	102,450
13,027	8.00%, with various maturities to 2030	15,099,137
386	8.25%, with maturity at 2020	447,829
1,057	8.30%, with maturity at 2020	1,228,204
9,879	8.50%, with various maturities to 2031	11,680,658
3,298	9.00%, with various maturities to 2031	3,844,898
2,681	9.50%, with various maturities to 2025	3,141,448
381	10.00%, with maturity at 2020	440,960
347	10.50%, with maturity at 2020	410,786
385	12.00%, with maturity at 2020	431,690
26	13.00%, with maturity at 2015	29,581
		<b>\$ 193,359,829</b>

**Federal National Mortgage Association:**

\$ 2,603	2.593%, with maturity at 2022 <sup>(11)</sup>	\$ 2,682,702
4,731	3.261%, with maturity at 2036 <sup>(11)</sup>	4,963,344
4,285	4.50%, with maturity at 2018	4,533,923
26,398	5.00%, with various maturities to 2018	28,239,012
11,140	5.50%, with various maturities to 2028	12,035,137
18,316	6.00%, with various maturities to 2033	20,017,510
14,207	6.323%, with maturity at 2032 <sup>(11)</sup>	15,374,684
36,479	6.50%, with various maturities to 2036	40,586,289
323	6.75%, with maturity at 2023	352,940
53,685	7.00%, with various maturities to 2036	60,448,631
21,775	7.50%, with various maturities to 2035 <sup>(12)</sup>	25,153,579
8,690	8.00%, with various maturities to 2031	10,044,582
17	8.25%, with maturity at 2018	19,161
1,980	8.336%, with maturity at 2027 <sup>(13)</sup>	2,333,181
9,872	8.50%, with various maturities to 2030	11,612,996
821	8.507%, with maturity at 2028 <sup>(13)</sup>	934,571
582	8.603%, with maturity at 2029 <sup>(13)</sup>	689,802
781	8.626%, with maturity at 2027 <sup>(13)</sup>	920,062
107	8.722%, with maturity at 2024 <sup>(13)</sup>	119,923
12,829	9.00%, with various maturities to 2027	15,186,656
504	9.434%, with maturity at 2018 <sup>(13)</sup>	578,373
3,492	9.50%, with various maturities to 2030	4,111,897
734	9.987%, with maturity at 2025 <sup>(13)</sup>	844,217
950	10.00%, with various maturities to 2020	1,093,647
650	10.425%, with maturity at 2019 <sup>(13)</sup>	733,055
855	10.50%, with maturity at 2021	997,280
232	11.50%, with maturity at 2016	257,385
1	12.50%, with maturity at 2011	571

**\$ 264,865,110**

**Government National Mortgage Association:**

\$	2,587	6.00%, with maturity at 2024	\$	2,854,104
	20,578	6.50%, with various maturities to 2032		23,122,436
	12,662	7.00%, with various maturities to 2033		14,435,212
	27,229	7.50%, with various maturities to 2032		31,587,722
	17,688	8.00%, with various maturities to 2034		20,699,288
	594	8.30%, with maturity at 2020		689,006
	1,073	8.50%, with various maturities to 2022		1,249,038
	5,350	9.00%, with various maturities to 2026		6,312,545
	7,546	9.50%, with various maturities to 2026		8,972,774



**Principal  
Amount**

<b>(000 s omitted)</b>	<b>Security</b>	<b>Value</b>
\$ 432	10.00%, with maturity at 2019	\$ 499,009
		<b>\$ 110,421,134</b>

**Total Mortgage Pass-Throughs  
(identified cost \$542,837,525)****\$ 568,646,073****Collateralized Mortgage Obligations 6.6%****Principal  
Amount**

<b>(000 s omitted)</b>	<b>Security</b>	<b>Value</b>
	<b>Federal Home Loan Mortgage Corp.:</b>	
\$ 1,447	Series 24, Class J, 6.25%, 11/25/23	\$ 1,579,038
1,620	Series 1497, Class K, 7.00%, 4/15/23	1,619,888
2,663	Series 1529, Class Z, 7.00%, 6/15/23	2,717,639
2,307	Series 1620, Class Z, 6.00%, 11/15/23	2,516,177
764	Series 1677, Class Z, 7.50%, 7/15/23	875,220
11,912	Series 1702, Class PZ, 6.50%, 3/15/24	13,318,898
4,309	Series 2113, Class QG, 6.00%, 1/15/29	4,699,827
587	Series 2122, Class K, 6.00%, 2/15/29	629,756
398	Series 2130, Class K, 6.00%, 3/15/29	436,622
407	Series 2167, Class BZ, 7.00%, 6/15/29	436,885
3,080	Series 2182, Class ZB, 8.00%, 9/15/29	3,438,532
4,514	Series 2198, Class ZA, 8.50%, 11/15/29	4,734,689
10,237	Series 2245, Class A, 8.00%, 8/15/27	11,792,436
3,788	Series 2458, Class ZB, 7.00%, 6/15/32	4,263,245
		<b>\$ 53,058,852</b>
	<b>Federal National Mortgage Association:</b>	
\$ 402	Series G92-44, Class Z, 8.00%, 7/25/22	\$ 449,096
653	Series G92-44, Class ZQ, 8.00%, 7/25/22	730,751
989	Series G92-46, Class Z, 7.00%, 8/25/22	1,107,588
1,692	Series G92-60, Class Z, 7.00%, 10/25/22	1,886,645
17,692	Series G93-35, Class ZQ, 6.50%, 11/25/23	19,641,965
4,004	Series G93-40, Class H, 6.40%, 12/25/23	4,449,472
264	Series 1988-14, Class I, 9.20%, 6/25/18	300,869
234	Series 1989-1, Class D, 10.30%, 1/25/19	264,766
442	Series 1989-34, Class Y, 9.85%, 7/25/19	521,223
340	Series 1990-17, Class G, 9.00%, 2/25/20	394,913
174	Series 1990-27, Class Z, 9.00%, 3/25/20	201,811

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183	Series 1990-29, Class J, 9.00%, 3/25/20	211,776
792	Series 1990-43, Class Z, 9.50%, 4/25/20	932,737
290	Series 1991-98, Class J, 8.00%, 8/25/21	332,178
2,113	Series 1992-77, Class ZA, 8.00%, 5/25/22	2,437,044
135	Series 1992-103, Class Z, 7.50%, 6/25/22	153,441
235	Series 1992-113, Class Z, 7.50%, 7/25/22	267,475
508	Series 1992-185, Class ZB, 7.00%, 10/25/22	571,647
1,296	Series 1993-16, Class Z, 7.50%, 2/25/23	1,480,443
1,006	Series 1993-22, Class PM, 7.40%, 2/25/23	1,148,308
1,596	Series 1993-25, Class J, 7.50%, 3/25/23	1,820,203
2,911	Series 1993-30, Class PZ, 7.50%, 3/25/23	3,331,128
3,533	Series 1993-42, Class ZQ, 6.75%, 4/25/23	3,948,062
545	Series 1993-56, Class PZ, 7.00%, 5/25/23	611,129
649	Series 1993-156, Class ZB, 7.00%, 9/25/23	726,748
4,652	Series 1994-45, Class Z, 6.50%, 2/25/24	5,190,100
2,459	Series 1994-89, Class ZQ, 8.00%, 7/25/24	2,855,623
2,556	Series 1996-57, Class Z, 7.00%, 12/25/26	2,884,612
1,307	Series 1997-77, Class Z, 7.00%, 11/18/27	1,484,428
1,069	Series 1998-44, Class ZA, 6.50%, 7/20/28	1,192,923
477	Series 1999-45, Class ZG, 6.50%, 9/25/29	532,288
3,529	Series 2000-22, Class PN, 6.00%, 7/25/30	3,901,022
546	Series 2001-37, Class GA, 8.00%, 7/25/16	596,289

<b>Principal Amount</b> <b>(000 s omitted)</b>	<b>Security</b>	<b>Value</b>
\$ 872	Series 2002-1, Class G, 7.00%, 7/25/23	\$ 977,974
4,108	Series 2002-21, Class PE, 6.50%, 4/25/32	4,570,310
		<b>\$ 72,106,987</b>
	<b>Government National Mortgage Association:</b>	
\$ 4,252	Series 2002-45, Class PG, 6.00%, 3/17/32	\$ 4,623,349
347	Series 2005-72, Class E, 12.00%, 11/16/15	387,607
		<b>\$ 5,010,956</b>
	<b>Total Collateralized Mortgage Obligations</b> <b>(identified cost \$123,453,551)</b>	<b>\$ 130,176,795</b>

**Commercial Mortgage-Backed Securities 9.6%**

<b>Principal Amount</b> <b>(000 s omitted)</b>	<b>Security</b>	<b>Value</b>
\$ 25,545	BACM, Series 2004-1, Class A4, 4.76%, 11/10/39	\$ 26,929,301
625	BACM, Series 2004-6, Class A5, 4.811%, 12/10/42	663,574
1,250	BSCMS, Series 2004-PWR3, Class A4, 4.715%, 2/11/41	1,315,796
3,500	BSCMS, Series 2004-PWR5, Class A3, 4.565%, 7/11/42	3,538,577
7,271	BSCMS, Series 2004-T16, Class A4, 4.32%, 2/13/46	7,342,747
2,375	CGCMT, Series 2004-C1, Class A3, 5.251%, 4/15/40 <sup>(13)</sup>	2,466,551
12,215	CGCMT, Series 2004-C1, Class A4, 5.372%, 4/15/40 <sup>(13)</sup>	13,195,350
32,874	COMM, Series 2004-LB2A, Class A4, 4.715%, 3/10/39 <sup>(14)</sup>	34,735,346
5,284	COMM, Series 2004-LB4A, Class A3, 4.405%, 10/15/37	5,329,984
1,848	COMM, Series 2005-LP5, Class A2, 4.63%, 5/10/43	1,867,335
1,500	CSFB, Series 2003-C3, Class A5, 3.936%, 5/15/38	1,555,874
19,897	CSFB, Series 2004-C1, Class A4, 4.75%, 1/15/37 <sup>(13)</sup>	20,986,474
392	CSFB, Series 2004-C3, Class A3, 4.302%, 7/15/36	391,995
1,320	GECMC, Series 2005-C1, Class A3, 4.578%, 6/10/48	1,347,004
177	GMACC, Series 2002-C2, Class A2, 5.389%, 10/15/38	178,256
2,200	JPMCC, Series 2004-CBX, Class A4, 4.529%, 1/12/37	2,232,383
27,214	JPMCC, Series 2005-LDP5, Class A3, 5.234%, 12/15/44 <sup>(13)(14)</sup>	28,606,176
143	LB-UBS, Series 2004-C2, Class A2, 3.246%, 3/15/29	143,156
3,551	LB-UBS, Series 2004-C6, Class A3, 4.547%, 8/15/29	3,551,991
178	LB-UBS, Series 2005-C1, Class A2, 4.31%, 2/15/30	178,140
19,775	MLMT, Series 2003-KEY1, Class A4, 5.236%, 11/12/35 <sup>(13)</sup>	21,139,863
10,000	MSC, Series 2004-IQ7, Class A3, 5.35%, 6/15/38 <sup>(13)</sup>	10,205,021
250	WBCMT, Series 2004-C12, Class A4, 5.305%, 7/15/41 <sup>(13)</sup>	269,600

3,358 WBCMT, Series 2004-C14, Class A2, 4.368%, 8/15/41 3,459,158

**Total Commercial Mortgage-Backed Securities**  
(identified cost \$184,722,939)

**\$ 191,629,652**

**Asset-Backed Securities 0.4%**

**Principal  
Amount**

<b>(000 s omitted)</b>	<b>Security</b>	<b>Value</b>
\$ 462	Alzette European CLO SA, Series 2004-1A, Class E2, 6.802%, 12/15/20 <sup>(15)</sup>	\$ 388,454
589	Avalon Capital Ltd. 3, Series 1A, Class D, 2.234%, 2/24/19 <sup>(9)(15)</sup>	482,302
753	Babson Ltd., Series 2005-1A, Class C1, 2.253%, 4/15/19 <sup>(9)(15)</sup>	615,522
1,007	Bryant Park CDO Ltd., Series 2005-1A, Class C, 2.353%, 1/15/19 <sup>(3)(9)(15)</sup>	701,665
1,000	Carlyle High Yield Partners, Series 2004-6A, Class C, 2.736%, 8/11/16 <sup>(9)(15)</sup>	875,295
985	Centurion CDO 8 Ltd., Series 2005-8A, Class D, 5.803%, 3/8/17 <sup>(15)</sup>	874,384
500	Centurion CDO 9 Ltd., Series 2005-9A, Class D1, 5.053%, 7/17/19 <sup>(15)</sup>	414,618
1,881	Comstock Funding Ltd., Series 2006-1A, Class D, 4.544%, 5/30/20 <sup>(9)(15)</sup>	1,517,853
1,500	Dryden Leveraged Loan, Series 2004-6A, Class C1, 2.854%, 7/30/16 <sup>(9)(15)</sup>	1,333,384

**Total Asset-Backed Securities**  
(identified cost \$8,170,478)

**\$ 7,203,477**

**U.S. Government Agency Obligations 1.6%**

<b>Principal Amount</b> <b>(000 s omitted)</b>	<b>Security</b>	<b>Value</b>
	<b>Federal Home Loan Bank:</b>	
\$ 6,585	5.375%, 5/15/19	\$ 7,420,018
3,975	4.125%, 12/13/19	4,101,651
4,205	4.125%, 3/13/20	4,350,228
9,000	5.25%, 12/9/22	9,973,449
5,740	5.375%, 8/15/24	6,392,959
		<b>\$ 32,238,305</b>
<b>Total U.S. Government Agency Obligations</b> <b>(identified cost \$34,333,221)</b>		<b>\$ 32,238,305</b>

**Common Stocks 1.4%**

<b>Shares</b>	<b>Security</b>	<b>Value</b>
<b>Aerospace and Defense 0.0%</b>		
16,105	ACTS Aero Technical Support & Service, Inc. <sup>(5)(16)(17)</sup>	\$ 165,072
		<b>\$ 165,072</b>
<b>Automotive 0.1%</b>		
25,372	Dayco Products, LLC <sup>(16)(17)</sup>	\$ 1,471,576
8,949	Hayes Lemmerz International, Inc. <sup>(5)(16)(17)</sup>	474,297
		<b>\$ 1,945,873</b>
<b>Building and Development 0.2%</b>		
3,677	Panolam Holdings Co. <sup>(5)(16)(18)</sup>	\$ 2,923,619
1,231	United Subcontractors, Inc. <sup>(5)(16)(17)</sup>	126,966
4,575	WCI Communities, Inc. <sup>(5)(16)(17)</sup>	388,913
		<b>\$ 3,439,498</b>
<b>Chemicals and Plastics 0.0%</b>		
243	Wellman Holdings, Inc. <sup>(5)(16)(17)</sup>	\$ 0
		<b>\$ 0</b>
<b>Containers and Glass Products 0.2%</b>		
142,857	Anchor Glass Container Corp. <sup>(5)(16)</sup>	\$ 4,314,281

			\$ 4,314,281
<b>Diversified Manufacturing</b>	<b>0.0%</b>		
298,115	MEGA Brands, Inc. <sup>(16)</sup>		\$ 204,060
			<b>\$ 204,060</b>
<b>Ecological Services and Equipment</b>	<b>0.0%</b>		
2,484	Environmental Systems Products Holdings, Inc. <sup>(5)(16)(18)</sup>		\$ 15,749
			<b>\$ 15,749</b>
<b>Financial Intermediaries</b>	<b>0.0%</b>		
357	RTS Investor Corp. <sup>(5)(16)(17)</sup>		\$ 8,388
			<b>\$ 8,388</b>
<b>Food Service</b>	<b>0.0%</b>		
30,225	Buffets, Inc. <sup>(5)(16)</sup>		\$ 146,591
			<b>\$ 146,591</b>
<b>Home Furnishings</b>	<b>0.1%</b>		
9,399	Oreck Corp. <sup>(5)(16)(17)</sup>		\$ 731,054
26,240	Sanitec Europe Oy B Units <sup>(16)(17)</sup>		103,289
25,787	Sanitec Europe Oy E Units <sup>(5)(16)(17)</sup>		0
			<b>\$ 834,343</b>

<b>Shares</b>	<b>Security</b>	<b>Value</b>
<b>Leisure Goods/Activities/Movies 0.1%</b>		
72,419	Metro-Goldwyn-Mayer Holdings, Inc. <sup>(16)(17)</sup>	\$ 1,611,323
		<b>\$ 1,611,323</b>
<b>Lodging and Casinos 0.0%</b>		
828	Greektown Superholdings, Inc. <sup>(16)</sup>	\$ 64,170
46,819	Herbst Gaming, Inc. <sup>(5)(16)(17)</sup>	288,874
17,051	Tropicana Entertainment, Inc. <sup>(16)(17)</sup>	294,130
		<b>\$ 647,174</b>
<b>Nonferrous Metals/Minerals 0.0%</b>		
1,636	Euramax International, Inc. <sup>(5)(16)(17)</sup>	\$ 507,191
		<b>\$ 507,191</b>
<b>Oil and Gas 0.0%</b>		
15,874	SemGroup Corp. <sup>(16)</sup>	\$ 457,171
		<b>\$ 457,171</b>
<b>Publishing 0.3%</b>		
5,187	Ion Media Networks, Inc. <sup>(5)(16)(17)</sup>	\$ 2,411,955
14,016	MediaNews Group, Inc. <sup>(5)(16)(17)</sup>	266,299
123,278	Reader s Digest Association, Inc. (The) <sup>(16)(17)</sup>	3,128,179
2,862	Source Interlink Companies, Inc. <sup>(5)(16)(17)</sup>	36,061
1,091	Star Tribune Media Holdings Co. <sup>(5)(16)</sup>	22,911
9,296	SuperMedia, Inc. <sup>(16)</sup>	66,095
		<b>\$ 5,931,500</b>
<b>Radio and Television 0.1%</b>		
892	New Young Broadcasting Holding Co., Inc. <sup>(5)(16)(17)</sup>	\$ 2,118,500
		<b>\$ 2,118,500</b>
<b>Steel 0.3%</b>		
33,937	KNIA Holdings, Inc. <sup>(5)(16)(17)</sup>	\$ 393,333
218,800	RathGibson Acquisition Co., LLC <sup>(5)(16)(18)</sup>	5,128,672
		<b>\$ 5,522,005</b>
<b>Total Common Stocks</b>		
<b>(identified cost \$16,120,425)</b>		<b>\$ 27,868,719</b>

**Convertible Bonds 0.2%**

**Principal**

**Amount**

(000 s omitted)

**Security**

**Value**

**Drugs 0.2%**

\$	2,960	Kendle International, Inc., 3.375%, 7/15/12	\$	2,800,900
			\$	<b>2,800,900</b>

**Oil and Gas 0.0%**

\$	700	Transocean, Inc., 1.50%, 12/15/37	\$	686,875
			\$	<b>686,875</b>

**Total Convertible Bonds  
(identified cost \$3,484,747)**

**\$ 3,487,775**

**Preferred Stocks 0.1%**

**Shares/Units**

**Security**

**Value**

**Business Equipment and Services 0.0%**

	202,841	Muzak Holding, LLC, 10.00% <sup>(3)(15)(16)(18)</sup>	\$	319,463
			\$	<b>319,463</b>



<b>Shares/Units</b>	<b>Security</b>	<b>Value</b>
<b>Ecological Services and Equipment 0.0%</b>		
569	Environmental Systems Products Holdings, Inc., Series A <sup>(5)(16)(18)</sup>	\$ 35,403
		<b>\$ 35,403</b>
<b>Financial Services 0.0%</b>		
30,740	Citigroup Capital XIII, 7.875%	\$ 821,680
		<b>\$ 821,680</b>
<b>Lodging and Casinos 0.0%</b>		
6,494	Fontainebleau Resorts, LLC <sup>(3)(5)(16)(18)</sup>	\$ 65
		<b>\$ 65</b>
<b>Oil, Gas &amp; Consumable Fuels 0.1%</b>		
9,691	Chesapeake Energy Corp., Convertible	\$ 894,479
		<b>\$ 894,479</b>
<b>Total Preferred Stocks (identified cost \$10,322,200)</b>		<b>\$ 2,071,090</b>
<b>Warrants 0.0%</b>		
<b>Shares Security Value</b>		
<b>Chemicals and Plastics 0.0%</b>		
663	Foamex, Series A, Expires 12/31/13 <sup>(5)(16)(17)</sup>	\$ 0
663	Foamex, Series B, Expires 12/31/15 <sup>(5)(16)(17)</sup>	0
		<b>\$ 0</b>
<b>Food Products 0.0%</b>		
1,745	ASG Consolidated, LLC/ASG Finance, Inc., Expires 5/15/18 <sup>(16)</sup>	\$ 218,125
		<b>\$ 218,125</b>
<b>Oil and Gas 0.0%</b>		
16,708	SemGroup Corp., Expires 11/30/14 <sup>(16)</sup>	\$ 116,956
		<b>\$ 116,956</b>
<b>Publishing 0.0%</b>		
23,833	Reader s Digest Association, Inc. (The), Expires 2/19/14 <sup>(4)(16)(17)</sup>	\$ 0

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935	Star Tribune Media Holding, Expires 9/28/13 <sup>(5)(16)</sup>	19,635	
			\$ 19,635
<b>Radio and Television 0.0%</b>			
6	New Young Broadcasting Holding Co., Inc., Expires 12/24/24 <sup>(5)(16)(17)</sup>	14,250	\$
			\$ 14,250
<b>Total Warrants</b>			
<b>(identified cost \$10,478)</b>			
			\$ 368,966
<b>Miscellaneous 0.0%</b>			
<b>Shares</b>	<b>Security</b>		<b>Value</b>
<b>Cable and Satellite Television 0.0%</b>			
2,786,444	Adelphia Recovery Trust <sup>(16)</sup>	24,744	\$
2,500,000	Adelphia, Inc., Escrow Certificate <sup>(16)</sup>	43,750	
300,000	Adelphia, Inc., Escrow Certificate <sup>(16)</sup>	5,250	
			\$ 73,744
<b>Total Miscellaneous</b>			
<b>(identified cost \$2,510,306)</b>			
			\$ 73,744

**Short-Term Investments 2.2%**

**Interest/  
Principal  
Amount**

<b>(000 s Omitted)</b>	<b>Description</b>	<b>Value</b>
\$ 41,538	Eaton Vance Cash Reserves Fund, LLC, 0.21% <sup>(19)</sup>	\$ 41,538,101
1,975	State Street Bank and Trust Euro Time Deposit, 0.01%, 2/1/11	1,974,659
<b>Total Short-Term Investments</b>		
<b>(identified cost \$43,512,760)</b>		<b>\$ 43,512,760</b>
<b>Total Investments 136.5%</b>		
<b>(identified cost \$2,635,526,982)</b>		<b>\$ 2,713,896,153</b>
<b>Less Unfunded Loan Commitments (0.1)%</b>		<b>\$ (1,315,609)</b>
<b>Net Investments 136.4%</b>		
<b>(identified cost \$2,634,211,373)</b>		<b>\$ 2,712,580,544</b>
<b>Other Assets, Less Liabilities (23.0)%</b>		<b>\$ (457,256,118)</b>
<b>Auction Preferred Shares Plus Cumulative Unpaid Dividends (13.4)%</b>		<b>\$ (266,632,480)</b>
<b>Net Assets Applicable to Common Shares 100.0%</b>		<b>\$ 1,988,691,946</b>

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

- BACM - Bank of America Commercial Mortgage, Inc.
- BSCMS - Bear Stearns Commercial Mortgage Securities, Inc.
- CGCMT - Citigroup Commercial Mortgage Trust
- COMM - Commercial Mortgage Pass-Through Certificate
- CSFB - Credit Suisse First Boston Mortgage Securities Corp.
- EUR - Euro
- GBP - British Pound Sterling
- GECMC - General Electric Commercial Mortgage Corporation
- GMACC - GMAC Commercial Mortgage Securities, Inc.
- JPMCC - JPMorgan Chase Commercial Mortgage Securities Corp.

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LB-UBS - LB-UBS Commercial Mortgage Trust  
MLMT - Merrill Lynch Mortgage Trust  
MSC - Morgan Stanley Capital I  
WBCMT - Wachovia Bank Commercial Mortgage Trust

- \* In U.S. dollars unless otherwise indicated.
- (1) Senior floating-rate interests (Senior Loans) often require prepayments from excess cash flows or permit the borrowers to repay at their election. The degree to which borrowers repay, whether as a contractual requirement or at their election, cannot be predicted with accuracy. As a result, the actual remaining maturity may be substantially less than the stated maturities shown. However, Senior Loans will have an expected average life of approximately two to four years. The stated interest rate represents the weighted average interest rate of all contracts within the senior loan facility and includes commitment fees on unfunded loan commitments, if any. Senior Loans typically have rates of interest which are redetermined either daily, monthly, quarterly or semi-annually by reference to a base lending rate, plus a premium. These base lending rates are primarily the London Interbank Offered Rate ( LIBOR ) and secondarily, the prime rate offered by one or more major United States banks (the Prime Rate ) and the certificate of deposit ( CD ) rate or other base lending rates used by commercial lenders.
  - (2) Unfunded or partially unfunded loan commitments. The Fund may enter into certain credit agreements all or a portion of which may be unfunded. The Fund is obligated to fund these commitments at the borrower's discretion.
  - (3) Represents a payment-in-kind security which may pay all or a portion of interest/dividends in additional par/shares.
  - (4) Defaulted matured security. For a variable rate security, interest rate has been adjusted to reflect non-accrual status.
  - (5) Security valued at fair value using methods determined in good faith by or at the direction of the Trustees.
  - (6) Currently the issuer is in default with respect to interest payments. For a variable rate security, interest rate has been adjusted to reflect non-accrual status.
  - (7) Amount is less than 0.05%.
  - (8) This Senior Loan will settle after January 31, 2011, at which time the interest rate will be determined.
  - (9) Security exempt from registration pursuant to Rule 144A under the Securities Act of 1933. These securities may be sold in certain transactions (normally to qualified institutional buyers) and remain exempt from registration. At January 31, 2011, the aggregate value of these securities is \$343,742,536 or 17.3% of the Fund's net assets applicable to common shares.
  - (10) Security converts to floating rate after the indicated fixed-rate coupon period.
  - (11) Adjustable rate mortgage security. Rate shown is the rate at January 31, 2011.
  - (12) Security (or a portion thereof) has been pledged to cover collateral requirements on open financial contracts.
  - (13) Weighted average fixed-rate coupon that changes/updates monthly.
  - (14) Security held as collateral for borrowings under the Term Asset-Backed Securities Loan Facility (TALF).
  - (15) Variable rate security. The stated interest rate represents the rate in effect at January 31, 2011.
  - (16) Non-income producing security.
  - (17) Security was acquired in connection with a restructuring of a Senior Loan and may be subject to restrictions on resale.
  - (18) Restricted security.
  - (19) 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, 2011. Net income allocated from the investment in Eaton Vance Cash Reserves Fund, LLC for the fiscal year to date ended January 31, 2011 was \$61,078.



A summary of open financial instruments at January 31, 2011 is as follows:

### Forward Foreign Currency Exchange Contracts

#### Sales

<b>Settlement Date</b>	<b>Deliver</b>	<b>In Exchange For</b>	<b>Counterparty</b>	<b>Net Unrealized Appreciation (Depreciation)</b>
2/28/11	British Pound Sterling 4,212,000	United States Dollar 6,709,716	HSBC Bank USA	\$ (35,987)
2/28/11	Euro 47,517,685	United States Dollar 65,199,015	Goldman Sachs, Inc.	162,225
3/31/11	British Pound Sterling 4,212,000	United States Dollar 6,708,579	Goldman Sachs, Inc.	(35,434)
4/28/11	British Pound Sterling 4,338,615	United States Dollar 6,906,294	JPMorgan Chase Bank	(38,785)
				<b>\$ 52,019</b>

At January 31, 2011, 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 objective. 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 enters into forward foreign currency exchange contracts. The Fund also enters into such contracts to hedge the currency risk of investments it anticipates purchasing.

At January 31, 2011, the aggregate fair value of derivative instruments (not considered to be hedging instruments for accounting disclosure purposes) in an asset position and in a liability position and whose primary underlying risk exposure is foreign exchange risk was \$162,225 and \$110,206, respectively.

The cost and unrealized appreciation (depreciation) of investments of the Fund at January 31, 2011, as determined on a federal income tax basis, were as follows:

<b>Aggregate cost</b>	<b>\$ 2,656,953,717</b>
Gross unrealized appreciation	\$ 134,176,638
Gross unrealized depreciation	(78,549,811)
<b>Net unrealized depreciation</b>	<b>\$ 55,626,827</b>



**Restricted Securities**

At January 31, 2011, the Fund owned the following securities (representing 0.4% 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>	\$ 15,749
Panolam Holdings Co.	12/30/09	3,677	2,020,511	2,923,619
RathGibson Acquisition Co., LLC	6/14/10	218,800	1,161,180	5,128,672
<b>Total Common Stocks</b>			<b>\$ 3,181,691</b>	<b>\$ 8,068,040</b>
<b>Preferred Stocks</b>				
Environmental Systems Products Holdings, Inc., Series A	10/25/07	569	\$ 9,958	\$ 35,403
Fontainebleau Resorts, LLC	6/1/07	6,494	6,493,930	65
Muzak Holding, LLC	6/18/10	202,841	2,109,301	319,463
<b>Total Preferred Stocks</b>			<b>\$ 8,613,189</b>	<b>\$ 354,931</b>
<b>Total Restricted Securities</b>			<b>\$ 11,794,880</b>	<b>\$ 8,422,971</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)

In cases where the inputs used to measure fair value fall in different levels of the fair value hierarchy, the level disclosed is determined based on the lowest level input that is significant to the fair value measurement in its entirety. The inputs or methodology used for valuing securities are not necessarily an indication of the risk associated with investing in those securities.





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At January 31, 2011, the hierarchy of 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)	\$	\$ 725,158,266	\$ 6,064,574	\$ 731,222,840
Corporate Bonds & Notes		970,629,504	3,136,392	973,765,896
Foreign Government Securities		314,452		314,452
Mortgage Pass-Throughs Collateralized Mortgage Obligations		568,646,073		568,646,073
Commercial Mortgage-Backed Securities		191,629,652		191,629,652
Asset-Backed Securities		7,203,477		7,203,477
U.S. Government Agency Obligations		32,238,305		32,238,305
Common Stocks	727,326	6,672,667	20,468,726	27,868,719
Convertible Bonds		3,487,775		3,487,775
Preferred Stocks	1,716,159	319,463	35,468	2,071,090
Warrants		335,081	33,885	368,966
Miscellaneous		73,744		73,744
Short-Term Investments		43,512,760		43,512,760
<b>Total Investments</b>	<b>\$ 2,443,485</b>	<b>\$ 2,680,398,014</b>	<b>\$ 29,739,045</b>	<b>\$ 2,712,580,544</b>
Forward Foreign Currency Exchange Contracts	\$	\$ 162,225	\$	\$ 162,225
<b>Total</b>	<b>\$ 2,443,485</b>	<b>\$ 2,680,560,239</b>	<b>\$ 29,739,045</b>	<b>\$ 2,712,742,769</b>

**Liability Description**

Forward Foreign Currency Exchange Contracts	\$	\$	(110,206)	\$	\$	(110,206)
TALF Loans Payable				(51,042,132)		(51,042,132)
<b>Total</b>	<b>\$</b>	<b>\$</b>	<b>(110,206)</b>	<b>\$ (51,042,132)</b>	<b>\$</b>	<b>(51,152,338)</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 Loans Payable	Total
<b>Balance as of April 30, 2010</b>	\$ 2,876,960	\$ 4,225,743	\$ 7,842,768	\$ 293,628	\$ (51,042,132)	\$ (35,803,033)
Realized gains (losses)	(1,700,180)	(7,254,372)	65,523	67,442		(8,821,587)
Change in net unrealized appreciation (depreciation)	526,390	6,467,917	8,599,146	(22,106)		15,571,347
Cost of purchases	984,996	6,396	3,539,594	10,311		4,541,297
Proceeds from sales	(71,764)	(335,193)	(613,737)	(142,081)		(1,162,775)
Accrued discount (premium)	25,964	25,901	64,682			116,547
Transfers to Level 3*	3,470,720		1,050,146			4,520,866
Transfers from Level 3*	(48,512)		(79,396)	(137,841)		(265,749)
<b>Balance as of January 31, 2011</b>	\$ 6,064,574	\$ 3,136,392	\$ 20,468,726	\$ 69,353	\$ (51,042,132)	\$ (21,303,087)
<b>Change in net unrealized appreciation (depreciation) on investments still held as of January 31, 2011</b>	\$ (1,182,476)	\$ (857,379)	\$ 8,599,146	\$ 13,457	\$	\$ 6,572,748

\*

Transfers are reflected at the value of the securities at the beginning of the period. Transfers from Level 2 to Level 3 were due to a reduction in the availability of significant observable inputs in determining the fair value of these investments. Transfers from Level 3 to Level 2 were due to increased market trading activity resulting in the availability of significant observable inputs in determining the fair value of these investments.

At January 31, 2011, the value of investments transferred between Level 1 and Level 2, if any, during the fiscal year to date then ended was not significant.

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

**Item 2. Controls and Procedures**

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

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

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**Signatures**

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

Eaton Vance Limited Duration Income Fund

By: /s/ Payson F. Swaffield  
Payson F. Swaffield  
President

Date: March 24, 2011

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, 2011

By: /s/ Barbara E. Campbell  
Barbara E. Campbell  
Treasurer

Date: March 24, 2011