

MUNIYIELD ARIZONA FUND INC /NJ/
Form PRE 14A
May 24, 2006

SCHEDULE 14A

**Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934**

Filed by the Registrant Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement.

Confidential, for use of the Commission Only (as permitted by Rule 14a-6(e)(2)).

Definitive Proxy Statement. Definitive Proxy Statement.

Definitive Additional Materials.

Soliciting Material Pursuant to Sec. 240.14a-12.

MuniYield Florida Insured Fund	Apex Municipal Fund, Inc.
MuniYield Michigan Insured Fund, Inc.	Corporate High Yield Fund, Inc.
MuniYield New Jersey Insured Fund, Inc.	Corporate High Yield Fund III, Inc.
MuniYield Pennsylvania Insured Fund	Corporate High Yield Fund V, Inc.
The S&P 500®Protected Equity Fund, Inc.	Corporate High Yield Fund VI, Inc.
Muni Intermediate Duration Fund, Inc.	MuniAssets Fund, Inc.
Muni New York Intermediate Duration Fund, Inc.	MuniEnhanced Fund, Inc.
Debt Strategies Fund, Inc.	MuniHoldings California Insured Fund, Inc.
Diversified Income Strategies Portfolio, Inc.	MuniHoldings Insured Fund II, Inc.
Floating Rate Income Strategies Fund, Inc.	MuniYield Fund, Inc.
Floating Rate Income Strategies Fund II, Inc.	MuniYield Arizona Fund, Inc.
MuniHoldings Florida Insured Fund	MuniYield California Fund, Inc.
MuniHoldings Fund, Inc.	MuniYield California Insured Fund, Inc.
MuniHoldings Fund II, Inc.	MuniYield Florida Fund
MuniHoldings Insured Fund, Inc.	MuniYield Insured Fund, Inc.
MuniHoldings New Jersey Insured Fund, Inc.	MuniYield Michigan Insured Fund II, Inc.
MuniHoldings New York Insured Fund, Inc.	MuniYield New Jersey Fund, Inc.
MuniVest Fund, Inc.	MuniYield New York Insured Fund, Inc.
MuniVest Fund II, Inc.	MuniYield Quality Fund, Inc.
Senior High Income Portfolio, Inc.	MuniYield Quality Fund II, Inc.
Preferred and Corporate Income Strategies Fund, Inc.	The Europe Fund, Inc.
Enhanced Equity Yield & Premium Fund, Inc.	Capital And Income Strategies Fund, Inc.
Enhanced Government Fund, Inc.	Preferred Income Strategies Fund, Inc.
Enhanced Equity Yield Fund, Inc.	

(Name of Registrant as Specified in its Charter)

(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

Payment Of Filing Fee (Check the appropriate box):

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1) Title of each class of securities to which transaction applies:

2) Aggregate number of securities to which transaction applies:

3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

4) Proposed maximum aggregate value of transaction:

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1) Amount Previously Paid:

2) Form, Schedule or Registration Statement No.:

3) Filing Party:

4) Date Filed:

-2-

MERRILL LYNCH FUNDS*
P.O. Box 9011
Princeton, New Jersey 08543-9011

June __, 2006

Dear Shareholder:

An annual or special meeting of your Merrill Lynch Fund* (each, a Fund, and collectively, the Funds) will be held at the offices of Merrill Lynch Investment Managers, L.P., 800 Scudders Mill Road, Plainsboro, New Jersey 08536, on Monday, July 31, 2006, or Tuesday, August 15, 2006 (see Appendix A of the enclosed joint proxy statement for the date of your Fund s meeting), at 9:00 a.m. (Eastern time), to vote on the proposals listed in the enclosed joint proxy statement.

Merrill Lynch & Co., Inc. (ML & Co.), the parent company of the Funds investment advisers, and BlackRock, Inc., have agreed to a transaction (the Transaction) to combine Merrill Lynch Investment Managers, L.P. and certain affiliates (MLIM) with BlackRock, Inc. to form a new asset management company. The Transaction, when it is consummated, will cause the Funds investment advisory agreements to terminate. In order for the management of each Fund to continue uninterrupted after the Transaction, we are asking the shareholders of each Fund to approve a new investment advisory agreement. We are also asking shareholders of each Fund to approve a new subadvisory agreement with BlackRock Advisors, Inc. on a contingent basis to the extent the Fund s Board of Directors/Trustees and MLIM deem it necessary and in the best interests of the Fund and its shareholders that BlackRock Advisors, Inc. assist in managing the operations of the Fund during the interim period prior to the consummation of the Transaction. Each Fund s total fees for services under its new investment advisory agreement and contingent subadvisory agreement will be no higher than the fees currently payable under its existing investment advisory agreement.

In addition, the shareholders of certain Funds will be asked to elect Directors/Trustees of their Funds.

The Directors/Trustees responsible for your Fund recommend that you vote FOR these proposals to be presented at the meeting applicable to your Fund.

You are cordially invited to attend any meeting at which you may vote shares. **Shareholders who do not expect to attend any such meeting in person are requested to complete, date and sign the enclosed form of proxy and return it promptly in the envelope provided for this purpose. If you have been provided with the opportunity on your proxy card or voting instruction form to provide voting instructions via telephone or the Internet, please take advantage of these prompt and efficient voting options.** The enclosed proxy is being solicited on behalf of the Board of Directors/Trustees of each Fund.

If you have any questions regarding the enclosed proxy material or need assistance in voting your shares, please contact our proxy solicitor, Computershare Fund Services, at 1-800-645-4519.

Sincerely,

ALICE A. PELLEGRINO
Secretary

* The Funds are listed in the Notice of Meeting and in Appendix A to the enclosed joint proxy statement.

IMPORTANT NEWS FOR FUND SHAREHOLDERS

While we encourage you to read the full text of the enclosed Joint Proxy Statement, for your convenience, we have provided a brief overview of the matters to be voted on.

QUESTIONS AND ANSWERS

Q: What am I being asked to approve in this proxy statement?

A: You are being asked to vote in favor of proposals:

1 To elect a Board of Directors/Trustees for certain of the Funds.

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2. To approve a new investment advisory agreement between your Fund and BlackRock Advisors, Inc. (BlackRock Advisors). This new investment advisory agreement will take effect when the transaction (the Transaction) to combine Merrill Lynch Investment Managers, L.P. and certain affiliates (MLIM) with BlackRock, Inc. to form a new asset management company is complete. Until that time, it is expected that your Fund s current investment adviser will continue to manage your Fund.
3. To approve a contingent subadvisory agreement between your Fund s investment adviser and BlackRock Advisors. This contingent subadvisory agreement will only take effect upon recommendation from your Fund s current investment adviser and upon the subsequent approval of your Fund s Board of Directors/Trustees. It would be put in place to ensure that an appropriate level of portfolio management capability exists until the Transaction is complete.

Q: Why am I being asked to vote on a new investment advisory agreement and a contingent subadvisory agreement?

A: Merrill Lynch & Co., Inc. (ML & Co.) is the parent company of the Funds investment advisers and certain of the Funds subadvisers. ML & Co. has entered into an agreement to combine its investment management business, which includes the business of the Funds investment advisers and certain of the Funds subadvisers, with BlackRock, Inc., to form a new asset management company. As a result of the Transaction, ML & Co. is expected to have an ownership interest (which includes a voting interest) in the combined company. The Transaction will result in an assignment of the Funds investment advisory agreements, and thereby will cause such agreements to terminate. The closing of the Transaction, which is currently expected to take place in the third quarter of 2006, is subject, among other things, to approval by shareholders of BlackRock, Inc., and approval of the proposed new investment advisory arrangements by a sufficient number of the funds managed by MLIM such that revenues generated from such investment advisory arrangements are maintained at a level equal to 75% of such revenues on December 31, 2005. Your Fund s Board of Directors/Trustees has approved, and recommends that you approve, the new investment advisory agreements. In addition, your Fund s Board of Directors/Trustees has approved, and recommends that you approve, a contingent subadvisory agreement for the Fund, which will serve to ensure, to the extent deemed necessary by your Fund s Board of Directors/Trustees, that an appropriate level of portfolio management capability can continue during the course of completing the Transaction.

Q: How does the proposed new investment advisory agreement differ from my Fund s existing agreement?

A: Other than the identity of the investment adviser, each Fund s new investment advisory agreement is similar in all material respects to its existing investment advisory agreement.

Q: Will the total fees payable under my current investment advisory agreement increase?

A: No. The total fees payable under the new investment advisory agreement, including waivers and expense reimbursements, will be no higher than the fees under your current investment advisory agreement. Any fees payable under the contingent subadvisory agreement will be paid solely by your Fund s adviser at no additional cost to you or your Fund. One Fund included in the Joint Proxy Statement, The Europe Fund, Inc., currently operates under separate investment advisory and

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administration agreements, and both functions will continue to operate independently and the fees payable under both agreements will remain the same.

Q: How do the Board members suggest I vote in connection with the matters to be considered at the meeting?

A: After careful consideration, the Board of your Fund recommends that you vote FOR each of the proposals being presented to shareholders at the meeting.

Q: Will my vote make a difference?

A: Your vote is needed to ensure that a quorum is present at the meetings and that sufficient votes are cast so that the proposals can be acted upon. We encourage all shareholders to participate in the governance of their Fund.

Q: Are the Funds paying for preparation, printing and mailing of this proxy?

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A: No, all costs will be borne by ML & Co. whether or not the proposals are successful.

Q: Whom do I call if I have questions?

A: If you need any assistance, or have any questions regarding the proposals or how to vote your shares, please call Computershare Fund Services at 1-800-645-4519.

Q: How do I vote my shares?

A: You can vote your shares by attending the meeting, or if you do not expect to attend, by completing and signing each enclosed proxy card and mailing it in the enclosed-postage-paid envelope. Alternatively, you may vote by telephone by calling the toll-free number on the voting instruction form or by computer by going to the Internet address provided on the proxy card and following the instructions, using your voting instruction form as a guide.

It is important that you vote promptly.

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MuniYield Florida Insured Fund	Apex Municipal Fund, Inc.
MuniYield Michigan Insured Fund, Inc.	Corporate High Yield Fund, Inc.
MuniYield New Jersey Insured Fund, Inc.	Corporate High Yield Fund III, Inc.
MuniYield Pennsylvania Insured Fund	Corporate High Yield Fund V, Inc.
The S&P 500® Protected Equity Fund, Inc.	Corporate High Yield Fund VI, Inc.
Muni Intermediate Duration Fund, Inc.	MuniAssets Fund, Inc.
Muni New York Intermediate Duration Fund, Inc.	MuniEnhanced Fund, Inc.
Debt Strategies Fund, Inc.	MuniHoldings California Insured Fund, Inc.
Diversified Income Strategies Portfolio, Inc.	MuniHoldings Insured Fund II, Inc.
Floating Rate Income Strategies Fund, Inc.	MuniYield Fund, Inc.
Floating Rate Income Strategies Fund II, Inc.	MuniYield Arizona Fund, Inc.
MuniHoldings Florida Insured Fund	MuniYield California Fund, Inc.
MuniHoldings Fund, Inc.	MuniYield California Insured Fund, Inc.
MuniHoldings Fund II, Inc.	MuniYield Florida Fund
MuniHoldings Insured Fund, Inc.	MuniYield Insured Fund, Inc.
MuniHoldings New Jersey Insured Fund, Inc.	MuniYield Michigan Insured Fund II, Inc.
MuniHoldings New York Insured Fund, Inc.	MuniYield New Jersey Fund, Inc.
MuniVest Fund, Inc.	MuniYield New York Insured Fund, Inc.
MuniVest Fund II, Inc.	MuniYield Quality Fund, Inc.
Senior High Income Portfolio, Inc.	MuniYield Quality Fund II, Inc.
Preferred and Corporate Income Strategies Fund, Inc.	The Europe Fund, Inc.
Enhanced Equity Yield & Premium Fund, Inc.	Capital & Income Strategies Fund, Inc.
	Preferred Income Strategies Fund, Inc.
	Enhanced Equity Yield Fund, Inc.
	Enhanced Government Fund, Inc.

P.O. Box 9011
Princeton, New Jersey 08543-9011

NOTICE OF 2006 ANNUAL OR SPECIAL MEETING OF SHAREHOLDERS

**TO BE HELD JULY 31, 2006
OR AUGUST 15, 2006**

To the Shareholders:

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NOTICE IS HEREBY GIVEN that an annual or special meeting of the shareholders of each Fund listed above will be held at the offices of Merrill Lynch Investment Managers, L.P., 800 Scudders Mill Road, Plainsboro, New Jersey 08536, on Monday, July 31, 2006, or Tuesday, August 15, 2006 (see Appendix A of the enclosed joint proxy statement for the date of each Fund's meeting), at 9:00 a.m. (Eastern time), for the following purposes:

ITEM 1. To elect Directors/Trustees of the following Funds:

Senior High Income Portfolio, Inc.
Floating Rate Income Strategies Fund, Inc.
Floating Rate Income Strategies Fund II, Inc.
Debt Strategies Fund, Inc.
MuniHoldings Fund, Inc.
MuniHoldings Insured Fund, Inc.
Preferred Income Strategies Fund, Inc.
The Europe Fund, Inc.
Capital and Income Strategies Fund, Inc.
Preferred & Corporate Income Strategies, Inc.
Enhanced Equity Yield Fund, Inc.
Enhanced Equity Yield & Premium Fund, Inc.

Enhanced Government Fund, Inc.
Muni Intermediate Duration Fund, Inc.
Muni New York Intermediate Duration Fund, Inc.
Corporate High Yield Fund III, Inc.
Corporate High Yield Fund, Inc.
MuniAssets Fund, Inc.

For each of these Funds, the meeting will constitute the 2006 annual meeting of shareholders.

ITEM 2. To approve a new Investment Advisory Agreement for each Fund.

ITEM 3. To approve a Contingent Subadvisory Agreement for each Fund.

ITEM 4. To transact such other business as may properly come before the meeting and any adjournments or postponements thereof.

Your Directors/Trustees recommend that you vote FOR all items.

Shareholders of record on June 2, 2006 are entitled to vote at the meeting and at any adjournments or postponements thereof.

If you own shares in more than one Fund as of June 2, 2006, you may receive more than one proxy card. Please be certain to vote each proxy card you receive.

It is very important that your voting instructions be received no later than July __, 2006. Instructions for shares held of record in the name of a nominee such as a broker-dealer or trustee of an employee benefit plan may be subject to earlier cut off dates established by such intermediaries for receipt of such instructions.

You are invited to attend any meeting at which you may vote shares. **Shareholders who do not expect to attend any such meeting in person are requested to complete, date and sign the enclosed form of proxy and return it promptly in the envelope provided for this purpose. If you have been provided with the opportunity on your proxy card or voting instruction form to provide voting instructions via telephone or the Internet, please take advantage of these prompt and efficient voting options.** The enclosed proxy is being solicited on behalf of the Board of Directors/Trustees of each Fund.

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If you have any questions regarding the enclosed proxy material or need assistance in voting your shares, please contact our proxy solicitor, Computershare Fund Services at 1-800-645-4519.

By order of the Boards of Directors/Trustees,

ALICE A. PELLEGRINO
Secretary of the Funds

June __, 2006

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2006 ANNUAL OR SPECIAL MEETING OF SHAREHOLDERS

**JULY 31, 2006 OR
AUGUST 15, 2006**

JOINT PROXY STATEMENT

This Joint Proxy Statement is furnished in connection with the solicitation by the Board of Directors or Trustees (each, a Board, and collectively, the Boards, and each Director or Trustee, a Board Member, and collectively, the Board Members) of the ~~(each)~~ Fund, and collectively, the Funds) listed on the accompanying Notice to be voted at the annual or special meeting of shareholders of each Fund to be held at 9:00 a.m. (Eastern time) on Monday, July 31, 2006, or Tuesday, August 15, 2006 (see *Appendix A* of this Joint Proxy Statement for the date of each Fund's meeting) at the offices of Merrill Lynch Investment Managers, L.P., 800 Scudders Mill Road, Plainsboro, New Jersey 08536 (for each Fund, a Meeting, and collectively, the Meetings), and at any and all adjournments or postponements thereof. The Meetings will be held for the purposes set forth in the accompanying Notice.

The Board of each Fund has determined that the use of this Joint Proxy Statement for each Meeting is in the best interests of the Fund and its shareholders in light of the similar matters being considered and voted on by the shareholders of each of the Funds. This Joint Proxy Statement and the accompanying materials are being mailed by the Boards on or about June __, 2006.

Each Fund is organized as either a Massachusetts business trust (each, a Trust) or a Maryland corporation (each, a Corporation). The Trusts and Corporations are registered investment companies. A list of each Trust and Corporation is set forth in *Appendix A*.

Shareholders of record at the close of business on June 2, 2006 (the Record Date) are entitled to vote at the Meetings. Shareholders of the Funds are entitled to one vote for each share held, with no shares having cumulative voting rights. Holders of the preferred shares (AMPS) of the AMPS Funds⁽³⁾ (collectively, the AMPS Funds) will have equal voting rights with the shares of common stock of those Funds and will vote together with the common shares as a single class on the proposals on which they are entitled to vote, and separately on proposals on which they are entitled to vote separately. The manner in which shareholders of each Fund are entitled to vote is shown in the section below entitled

Additional Information Quorum and Vote Required.

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The number of shares of each Fund outstanding on the Record Date and the net assets of each Fund as of that date are shown in *Appendix B*. Except as set forth in *Appendix Q*, to the knowledge of each Fund, as of the Record Date, no person is the beneficial owner of five percent or more of that Fund's outstanding shares.

For each Fund in which you owned shares on the Record Date, a proxy card or voting instruction form, bearing the Fund's name, is included with this Joint Proxy Statement. If you own shares in more than one Fund as of the Record Date, you will receive more than one proxy card or voting instruction form. **Please complete EACH proxy**

- ² The Funds will be referred to throughout this Joint Proxy Statement by the defined terms as set forth in *Appendix A*.
- ³ MY New Jersey Insured, Muni Intermediate, Muni New York Intermediate, MH Fund II, MH Insured, MH New Jersey Insured, MH New York Insured, MuniVest, MuniVest II, CHY, MuniAssets, MuniEnhanced, MH California Insured, MY Fund, MY Arizona, MY California, MY California Insured, MY Insured, MY Michigan Insured II, MY New Jersey, MY New York Insured, MY Quality, MY Quality II, Preferred Income, Preferred & Corporate, MY Florida Insured, MY Pennsylvania Insured and MY Florida.

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card you receive, or if you vote by telephone or over the Internet, please vote on the proposals affecting EACH Fund you own.

All properly executed proxies received prior to a Fund's Meeting will be voted at that Meeting. On the matters coming before each Meeting as to which a shareholder has specified a choice on that shareholder's proxy, the shares will be voted accordingly. If you are the record owner of your Fund shares and your proxy is properly executed and returned and no choice is specified, the shares will be voted as follows: (a) FOR the election of the nominees as listed in this Joint Proxy Statement, (b) FOR approval of the new investment advisory agreement and (c) FOR approval of the contingent subadvisory agreement. Shareholders who execute proxies may revoke them at any time before they are voted by filing with the applicable Fund a written notice of revocation, by delivering a duly executed proxy bearing a later date or by attending the Meeting and voting in person. If your shares are held by your broker or dealer, you must provide voting instructions to such broker or dealer in order to vote your shares.

Annual reports are sent to shareholders of record of each Fund following the Fund's fiscal year end. Each Fund will furnish, without charge, a copy of its annual report and most recent semi-annual report succeeding the annual report, if any, to a shareholder upon request. Such written or oral requests should be directed to the Fund at P.O. Box 9011, Princeton, New Jersey 08543-9011 or by calling Financial Data Services, Inc. toll free at 1-800-637-3863.

Please note that only one annual report or Joint Proxy Statement may be delivered to two or more shareholders of a Fund who share an address, unless the Fund has received instructions to the contrary. To request a separate copy of an annual report or the Joint Proxy Statement, or for instructions as to how to request a separate copy of these documents or as to how to request a single copy if multiple copies of these documents are received, shareholders should contact the applicable Fund at the address and phone number set forth above.

YOUR VOTE IS IMPORTANT

To avoid unnecessary expense of further solicitation, we urge you to indicate voting instructions on the enclosed proxy card, date and sign it and return it promptly in the envelope provided, no matter how large or small your holdings may be. If you submit a properly executed proxy but do not indicate how you wish your shares to be voted, your shares will be voted **FOR** each of the proposals. If your shares are held in the name of your broker or dealer (*i.e.*, in street name), you must provide voting instructions to your broker or dealer about how to vote your shares in order for your broker or dealer to vote your shares on any proposal other than the election of Board Members.

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SUMMARY OF PROPOSALS AND FUNDS AFFECTED

The following chart specifies the Funds whose shareholders will be voting at the Meetings on each of the proposals being presented for shareholder consideration. The proposals are set forth in the Notice and are discussed in detail in the Joint Proxy Statement.

	Proposal No. 1 to Elect Board Members	Proposal No. 2 to	Proposal No. 3 to

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Name of Fund	Board A	Board B	Board C	Board D	Approve New Investment Advisory Agreement	Approve Contingent Subadvisory Agreement
MY Florida Insured					a	a
MY Michigan Insured					a	a
MY New Jersey Insured					a	a
MY Pennsylvania Insured					a	a
S&P 500 Protected Equity					a	a
Muni Intermediate	a				a	a
Muni New York Intermediate	a				a	a
Debt Strategies		a			a	a
Diversified Income					a	a
FRIS		a			a	a
FRIS II		a			a	a
MH Florida Insured					a	a
MH Fund		a			a	a
MH Fund II					a	a
MH Insured		a			a	a
MH New Jersey Insured					a	a
MH New York Insured					a	a
MuniVest					a	a
MuniVest II					a	a
SHIP		a			a	a
Preferred & Corporate				a	a	a
Enhanced Equity Yield & Premium				a	a	a
Apex					a	a
CHY			a		a	a
CHY III			a		a	a
CHY V					a	a
CHY VI					a	a
MuniAssets			a		a	a
MuniEnhanced					a	a
MH California Insured					a	a
MH Insured II					a	a
MY Fund					a	a
MY Arizona					a	a
MY California					a	a
MY California Insured					a	a
MY Florida					a	a
MY Insured					a	a
MY Michigan Insured II					a	a
MY New Jersey					a	a
MY New York Insured					a	a
MY Quality					a	a
MY Quality II					a	a
Europe Fund				a	a	a

Capital & Income				a	a	a
Preferred Income				a	a	a
Enhanced Equity Yield				a	a	a
Enhanced Government				a	a	a

For each Fund electing Board Members, the Meeting constitutes the 2006 annual meeting of shareholders.

ITEM 1 ELECTION OF BOARD MEMBERS

The purpose of this proposal is to elect the Board Members of the Boards of the Funds listed below.

Each Board supervises more than one Fund. It is intended that the enclosed proxy card will be voted for all nominees (each a Nominee and, collectively, the Nominees) for the Board of the applicable Fund, as shown below, unless a proxy contains specific instructions to the contrary.

Funds Supervised By Board A

Muni Intermediate
Muni New York Intermediate

Funds Supervised By Board B

SHIP
FRIS
FRIS II
Debt Strategies
MH Fund
MH Insured

Funds Supervised By Board C

CHY III
CHY
MuniAssets

Funds Supervised By Board D

Preferred Income
Europe Fund
Capital and Income
Preferred & Corporate
Enhanced Equity Yield
Enhanced Equity Yield & Premium
Enhanced Government

If, before the election, any Nominee refuses or is unable to serve, proxies will be voted for a replacement Nominee designated by the current Board Members.

Each Board Member will be elected to hold office until his or her successor is elected and qualified or until his or her earlier death, resignation, retirement or removal.

With respect to the AMPS Funds to which this Item applies, it is intended that all properly executed proxies of the holders of AMPS, voting separately as a class, will be voted (unless such authority has been withheld in the proxy or revoked as described herein) FOR the two (2) Nominees listed in the applicable Board below identified as AMPS Nominees to be elected by the holders of AMPS, and all properly executed proxies of the holders of common shares and AMPS, voting together as a single class, will be voted FOR the other Nominees listed in the chart.

With respect to all other Funds that are not AMPS Funds to which this Item applies, it is intended that all properly executed proxies will be voted (unless such authority has been withheld in the proxy or revoked as described herein) FOR the election of the Nominees:

Board A Nominees:

Donald W. Burton*

Robert C. Doll, Jr.
 Jack F. O'Brien
 David H. Walsh
 Fred G. Weiss*

Board B Nominees:

Robert C. Doll, Jr.
 Ronald W. Forbes*
 Cynthia A. Montgomery
 Jean Margo Reid
 Roscoe S. Suddarth
 Richard R. West*
 Edward D. Zinbarg

Board C Nominees:

James H. Bodurtha
 Robert C. Doll, Jr.
 Kenneth A. Froot
 Joe Grills
 Herbert I. London
 Roberta Cooper Ramo
 Robert S. Salomon, Jr.

Board D Nominees:

David O. Beim
 Robert C. Doll, Jr.*
 James T. Flynn
 W. Carl Kester*
 Karen P. Robards

* AMPS Nominee.

The Nominees listed above, with the exception of Robert C. Doll, Jr., are current Board Members who are not interested persons (as defined in the Investment Company Act of 1940, as amended (the "1940 Act")) of the Funds or MLIM or BlackRock Advisors, Inc. (the "Independent Board Members").

Certain biographical and other information concerning the Nominees for the Boards is set forth in *Appendix D* to this Joint Proxy Statement. Each Nominee has consented to serve on the Board to which he or she has been nominated if elected by shareholders.

Committee and Board Meetings

Each Fund maintains two standing Board committees, the Audit Committee and the Nominating Committee. Currently, all of the Independent Board Members are members of each Fund's Audit Committee. The following table lists the current members of each Fund's Nominating Committee:

Funds	Nominating Committee Members
Funds supervised by Board A	Donald W. Burton, Jack F. O'Brien, David H. Walsh and Fred G. Weiss
Funds supervised by Board B	Cynthia A. Montgomery and Edward D. Zinbarg
Funds supervised by Board C	Herbert I. London, Roberta Cooper Ramo and Robert S. Salomon, Jr.

Funds	Nominating Committee Members
Funds supervised by Board D	David O. Beim, James T. Flynn, W. Carl Kester and Karen P. Robards

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During each Fund's last fiscal year, each of the Board Members then in office attended at least 75% of the aggregate of the total number of meetings of the Board of that Fund held during the fiscal year and, if a member, the total number of meetings of the Audit Committee and Nominating Committee held during the period for which he or she served. For information about the number of meetings of the Board, the Audit Committee and the Nominating Committee held during each Fund's most recently completed fiscal year, see *Appendix C* to the Joint Proxy Statement.

ries 2004C: 8,000 5.250%, 8/15/24 8/14 at 100.00 AA 8,346,560 6,000 5.250%, 8/15/25 8/14 at 100.00 AA 6,249,360
 10,000 New York Dorm Authority, FHA Insured Mortgage Hospital Revenue 8/16 at 100.00 BB+ 9,247,300 Bonds,
 Kaleida Health, Series 2006, 4.700%, 2/15/35 New York State Tobacco Settlement Financing Corporation, Tobacco
 Settlement Asset-Backed and State Contingency Contract-Backed Bonds, Series 2003A-1: 10,000 5.500%, 6/01/17
 6/11 at 100.00 AA- 10,332,600 11,190 5.500%, 6/01/18 6/12 at 100.00 AA- 11,731,596 28,810 5.500%, 6/01/19 6/13
 at 100.00 AA- 30,578,356 2,500 Port Authority of New York and New Jersey, Special Project No Opt. Call A
 2,564,725 Bonds, JFK International Air Terminal LLC, Sixth Series 1997, 6.250%, 12/01/10 - NPMFG Insured
 (Alternative Minimum Tax) 8,500 Power Authority of the State of New York, General Revenue 11/10 at 100.00 Aa2
 8,553,890 Bonds, Series 2000A, 5.250%, 11/15/40

----- 144,055

Total New York 148,491,631

NORTH CAROLINA - 1.1% 1,500 Charlotte, North Carolina, Certificates of Participation, 6/13 at 100.00 AA+
 1,518,090 Governmental Facilities Projects, Series 2003G, 5.000%, 6/01/33 2,500 North Carolina Eastern Municipal
 Power Agency, Power System 1/13 at 100.00 A- 2,523,450 Revenue Refunding Bonds, Series 2003D, 5.125%,
 1/01/26 1,500 North Carolina Infrastructure Finance Corporation, 2/14 at 100.00 AA+ 1,586,535 Certificates of
 Participation, Correctional Facilities, Series 2004A, 5.000%, 2/01/20 2,000 North Carolina Medical Care
 Commission, Health System Revenue 10/17 at 100.00 AA 1,893,160 Bonds, Mission St. Joseph's Health System,
 Series 2007, 4.500%, 10/01/31 10,000 North Carolina Municipal Power Agency 1, Catawba Electric 1/10 at 101.00 A
 10,201,000 Revenue Bonds, Series 1999B, 6.500%, 1/01/20 3,000 The Charlotte-Mecklenberg Hospital Authority,
 North Carolina, 1/18 at 100.00 AA- 2,891,910 Doing Business as Carolinas HealthCare System, Health Care
 Refunding Revenue Bonds, Series 2008A, 5.000%, 1/15/47

----- 20,500

Total North Carolina 20,614,145

----- Nuveen
 Investments 23 NUV | Nuveen Municipal Value Fund, Inc. (continued) | Portfolio of Investments October 31, 2009
 PRINCIPAL OPTIONAL CALL AMOUNT (000) DESCRIPTION (1) PROVISIONS (2) RATINGS (3) VALUE

----- OHIO -

2.3% \$ 10,000 American Municipal Power Ohio Inc., General Revenue Bonds, 2/18 at 100.00 A1 \$ 10,048,600 Series
 2008, 5.250%, 2/15/43 Buckeye Tobacco Settlement Financing Authority, Ohio, Tobacco Settlement Asset-Backed
 Revenue Bonds, Senior Lien, Series 2007A-2: 480 5.125%, 6/01/24 6/17 at 100.00 BBB 427,517 2,885 5.375%,
 6/01/24 6/17 at 100.00 BBB 2,637,784 5,500 5.875%, 6/01/30 6/17 at 100.00 BBB 4,787,035 15,165 5.750%, 6/01/34
 6/17 at 100.00 BBB 12,753,007 11,785 5.875%, 6/01/47 6/17 at 100.00 BBB 8,731,742 5,150 Buckeye Tobacco
 Settlement Financing Authority, Ohio, Tobacco 6/22 at 100.00 BBB 3,378,143 Settlement Asset-Backed Revenue
 Bonds, Senior Lien, Series 2007A-3, 0.000%, 6/01/37

----- 50,965

Total Ohio 42,763,828

OKLAHOMA - 0.8% 9,955 Oklahoma Development Finance Authority, Revenue Bonds, St. 2/14 at 100.00 A
 9,896,763 John Health System, Series 2004, 5.125%, 2/15/31 5,045 Oklahoma Development Finance Authority,
 Revenue Bonds, St. 2/14 at 100.00 AAA 5,738,032 John Health System, Series 2004, 5.125%, 2/15/31 (Pre-refunded
 2/15/14)

----- 15,000

Total Oklahoma 15,634,795

OREGON - 0.3% 2,600 Clackamas County Hospital Facility Authority, Oregon, Revenue 5/11 at 101.00 A+

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2,664,558 Refunding Bonds, Legacy Health System, Series 2001, 5.250%, 5/01/21 2,860 Oregon State Facilities Authority, Revenue Bonds, Willamette 10/17 at 100.00 A 2,721,319 University, Series 2007A, 5.000%, 10/01/32
----- 5,460

Total Oregon 5,385,877

PENNSYLVANIA - 1.9% 10,300 Allegheny County Hospital Development Authority, Pennsylvania, 11/17 at 100.00 BB 8,205,804 Revenue Bonds, West Penn Allegheny Health System, Series 2007A, 5.000%, 11/15/28 6,500 Pennsylvania Turnpike Commission, Turnpike Revenue Bonds, 12/14 at 100.00 Aa3 6,670,430 Series 2004A, 5.500%, 12/01/31 - AMBAC Insured 8,000 Philadelphia School District, Pennsylvania, General Obligation 6/14 at 100.00 Aa3 (4) 9,181,760 Bonds, Series 2004D, 5.125%, 6/01/34 (Pre-refunded 6/01/14) - FGIC Insured 10,075 State Public School Building Authority, Pennsylvania, Lease 6/13 at 100.00 AAA 11,341,025 Revenue Bonds, Philadelphia School District, Series 2003, 5.000%, 6/01/33 (Pre-refunded 6/01/13) - FSA Insured
----- 34,875

Total Pennsylvania 35,399,019

PUERTO RICO - 2.6% 8,340 Puerto Rico Aqueduct and Sewerage Authority, Revenue Bonds, 7/18 at 100.00 BBB- 8,525,648 Senior Lien Series 2008A, 6.000%, 7/01/44 13,000 Puerto Rico Highway and Transportation Authority, Highway No Opt. Call BBB 12,326,340 Revenue Bonds, Series 2007N, 5.250%, 7/01/39 - FGIC Insured 5,450 Puerto Rico Industrial, Tourist, Educational, Medical and 6/10 at 101.00 Baa3 5,507,062 Environmental Control Facilities Financing Authority, Co-Generation Facility Revenue Bonds, Series 2000A, 6.625%, 6/01/26 (Alternative Minimum Tax) 4,345 Puerto Rico Infrastructure Financing Authority, Special 10/10 at 101.00 AAA 4,596,662 Obligation Bonds, Series 2000A, 5.500%, 10/01/40 11,000 Puerto Rico Sales Tax Financing Corporation, Sales Tax Revenue 8/26 at 100.00 A+ 8,110,630 Bonds, First Subordinate Series 2009A, 0.000%, 8/01/32 70,300 Puerto Rico Sales Tax Financing Corporation, Sales Tax Revenue No Opt. Call AA- 4,300,251 Bonds, Series 2007A, 0.000%, 8/01/54 - AMBAC Insured 5,000 Puerto Rico, General Obligation Bonds, Series 2000B, 5.625%, 7/10 at 100.00 A 5,021,250 7/01/19 - NPF Insured
----- 117,435

Total Puerto Rico 48,387,843

----- 24
Nuveen Investments PRINCIPAL OPTIONAL CALL AMOUNT (000) DESCRIPTION (1) PROVISIONS (2)
RATINGS (3) VALUE

RHODE ISLAND - 1.1% \$ 6,250 Rhode Island Health and Educational Building Corporation, 11/09 at 100.00 A \$ 6,128,063 Hospital Financing Revenue Bonds, Lifespan Obligated Group, Series 1996, 5.250%, 5/15/26 - NPF Insured 16,070 Rhode Island Tobacco Settlement Financing Corporation, 6/12 at 100.00 BBB 14,605,862 Tobacco Settlement Asset-Backed Bonds, Series 2002A, 6.250%, 6/01/42
----- 22,320

Total Rhode Island 20,733,925

----- SOUTH
CAROLINA - 3.0% 7,000 Dorchester County School District 2, South Carolina, 12/14 at 100.00 AA- 7,143,500 Installment Purchase Revenue Bonds, GROWTH, Series 2004, 5.250%, 12/01/29 3,000 Myrtle Beach, South Carolina, Hospitality and Accommodation 6/14 at 100.00 A+ 2,855,910 Fee Revenue Bonds, Series 2004A, 5.000%, 6/01/36 - FGIC Insured 11,550 Piedmont Municipal Power Agency, South Carolina, Electric No Opt. Call AAA 4,211,708 Revenue Bonds, Series 2004A-2, 0.000%, 1/01/28 - AMBAC Insured 8,475 Piedmont Municipal Power Agency, South Carolina, Electric 1/10 at 100.00 A- 8,421,014 Revenue Refunding Bonds, Series 1986, 5.000%, 1/01/25 4,320 South Carolina JOBS Economic Development Authority, Economic 11/12 at 100.00 A3 (4) 4,885,790 Development Revenue Bonds, Bon Secours Health System Inc., Series 2002A, 5.625%, 11/15/30 (Pre-refunded 11/15/12) 16,430 South Carolina JOBS Economic Development Authority, Economic 11/12 at 100.00 A- 16,554,868 Development Revenue Bonds, Bon Secours Health System Inc., Series 2002B, 5.625%, 11/15/30 8,000 South Carolina JOBS Economic Development Authority, Hospital 12/10 at 102.00 Baa2 (4) 8,674,480 Revenue Bonds, Palmetto Health Alliance, Series 2000A, 7.375%, 12/15/21 (Pre-refunded 12/15/10) 4,215 Spartanburg Sanitary

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Sewer District, South Carolina, Sewer 3/14 at 100.00 A 4,084,377 System Revenue Bonds, Series 2003B, 5.000%, 3/01/38 - NPFPG Insured

----- 62,990

Total South Carolina 56,831,647

TENNESSEE - 1.1% 10,300 Jackson, Tennessee, Hospital Revenue Refunding Bonds, 4/18 at 100.00 A+ 10,566,667 Jackson-Madison County General Hospital Project, Series 2008, 5.625%, 4/01/38 Knox County Health, Educational and Housing Facilities Board, Tennessee, Hospital Revenue Bonds, Baptist Health System of East Tennessee Inc., Series 2002: 3,000 6.375%, 4/15/22 4/12 at 101.00 A1 3,100,410 2,605 6.500%, 4/15/31 4/12 at 101.00 A1 2,665,410 2,000 Sullivan County Health Educational and Housing Facilities 3/13 at 100.00 N/R 1,719,860 Board, Tennessee, Revenue Bonds, Wellmont Health System, Refunding Series 200A, 0.000%, 9/01/32 3,000 Sullivan County Health Educational and Housing Facilities 9/16 at 100.00 BBB+ 2,509,890 Board, Tennessee, Revenue Bonds, Wellmont Health System, Series 2006C, 5.250%, 9/01/36

----- 20,905

Total Tennessee 20,562,237

----- TEXAS

- 7.4% 5,000 Alliance Airport Authority, Texas, Special Facilities Revenue 12/12 at 100.00 CCC+ 2,988,250 Bonds, American Airlines Inc., Series 2007, 5.250%, 12/01/29 (Alternative Minimum Tax) 2,000 Austin Convention Enterprises Inc., Texas, Convention Center 1/17 at 100.00 BB 1,540,880 Hotel Revenue Bonds, First Tier Series 2006B, 5.750%, 1/01/34 5,110 Brazos River Authority, Texas, Pollution Control Revenue 4/13 at 101.00 Caa3 2,983,269 Refunding Bonds, TXU Electric Company, Series 1999C, 7.700%, 3/01/32 (Alternative Minimum Tax) Central Texas Regional Mobility Authority, Travis and Williamson Counties, Toll Road Revenue Bonds, Series 2005: 4,000 5.000%, 1/01/35 - FGIC Insured 1/15 at 100.00 A 3,451,080 31,550 5.000%, 1/01/45 - FGIC Insured 1/15 at 100.00 A 26,906,154 11,000 Harris County-Houston Sports Authority, Texas, Junior Lien No Opt. Call A 3,223,660 Revenue Bonds, Series 2001H, 0.000%, 11/15/27 - NPFPG Insured Nuveen Investments 25 NUV | Nuveen Municipal Value Fund, Inc. (continued) | Portfolio of Investments October 31, 2009 PRINCIPAL OPTIONAL CALL AMOUNT (000) DESCRIPTION (1) PROVISIONS (2) RATINGS (3) VALUE

----- TEXAS

(continued) \$ 2,950 Harris County-Houston Sports Authority, Texas, Senior Lien 11/11 at 100.00 A \$ 2,700,607 Revenue Bonds, Series 2001G, 5.250%, 11/15/30 - NPFPG Insured 13,270 Harris County-Houston Sports Authority, Texas, Third Lien 11/24 at 59.10 A 2,389,396 Revenue Bonds, Series 2004-A3., 0.000%, 11/15/33 - NPFPG Insured 24,660 Houston, Texas, Hotel Occupancy Tax and Special Revenue No Opt. Call A- 7,232,778 Bonds, Convention and Entertainment Project, Series 2001B, 0.000%, 9/01/29 - AMBAC Insured 10,045 Houston, Texas, Subordinate Lien Airport System Revenue 7/10 at 100.00 AAA 10,250,018 Bonds, Series 2000A, 5.875%, 7/01/16 - FSA Insured (Alternative Minimum Tax) 3,470 Irving Independent School District, Texas, Unlimited Tax No Opt. Call AAA 3,433,079 School Building Bonds, Series 1997, 0.000%, 2/15/11 5,000 Kerrville Health Facilities Development Corporation, Texas, No Opt. Call BBB- 4,431,000 Revenue Bonds, Sid Peterson Memorial Hospital Project, Series 2005, 5.375%, 8/15/35 22,060 Leander Independent School District, Williamson and Travis 2/10 at 32.48 AAA 7,041,111 Counties, Texas, Unlimited Tax School Building and Refunding Bonds, Series 2000, 0.000%, 8/15/27 North Texas Thruway Authority, First Tier System Revenue Refunding Bonds, Capital Appreciation Series 2008I: 30,000 0.000%, 1/01/42 - AGC Insured 1/25 at 100.00 AAA 22,403,400 5,220 0.000%, 1/01/43 1/25 at 100.00 A2 3,839,362 15,450 North Texas Thruway Authority, First Tier System Revenue No Opt. Call AAA 3,247,281 Refunding Bonds, Capital Appreciation Series 2008, 0.000%, 1/01/36 - AGC Insured 5,000 Port Corpus Christi Industrial Development Corporation, 4/10 at 100.00 BBB 4,955,450 Texas, Revenue Refunding Bonds, Valero Refining and Marketing Company, Series 1997A, 5.400%, 4/01/18 5,000 Richardson Hospital Authority, Texas, Revenue Bonds, 12/13 at 100.00 Baa2 4,412,500 Richardson Regional Medical Center, Series 2004, 6.000%, 12/01/34 2,000 Sabine River Authority, Texas, Pollution Control Revenue 7/13 at 101.00 CCC 1,001,120 Refunding Bonds, TXU Electric Company, Series 2003A, 5.800%, 7/01/22 3,000 San Antonio, Texas, Water System Revenue Bonds, Series 2005, 5/15 at 100.00 AA 2,981,700 4.750%, 5/15/37 - NPFPG Insured 11,585 Tarrant County Cultural & Educational Facilities Financing 2/17 at 100.00 AA- 10,763,044 Corporation, Texas, Revenue Bonds, Series 2007, Trust 1201, 9.088%, 2/15/36 (IF) 5,000 Tarrant County Cultural Education Facilities Finance 1/19 at 100.00 AAA

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5,507,150 Corporation, Texas, Revenue Refunding Bonds, Christus Health, Series 2008, 6.500%, 7/01/37
----- 222,370

Total Texas 137,682,289

----- UTAH
- 0.4% 3,260 Eagle Mountain, Utah, Gas and Electric Revenue Bonds, Series 6/15 at 100.00 BBB- 3,151,703 2005,
5.000%, 6/01/24 - RAAI Insured 655 Utah Housing Finance Agency, Single Family Mortgage Bonds, 1/10 at 101.50
AAA 655,747 Series 1998G-2, Class I, 5.200%, 7/01/30 (Alternative Minimum Tax) 3,700 Utah State Board of
Regents, Utah State University, Revenue 4/14 at 100.00 AA (4) 4,158,023 Bonds, Series 2004, 5.000%, 4/01/35
(Pre-refunded 4/01/14) - NPMF Insured

----- 7,615
Total Utah 7,965,473

----- VIRGIN ISLANDS - 0.1% 2,500 Virgin Islands Public Finance Authority, Revenue Bonds, 1/14 at 100.00 BBB
2,545,175 Refinery Project - Hovensa LLC, Series 2003, 6.125%, 7/01/22 (Alternative Minimum Tax)

----- VIRGINIA - 0.4% 3,000 Fairfax County Economic Development Authority, Virginia, 10/17 at 100.00 N/R 2,553,060
Residential Care Facilities Mortgage Revenue Bonds, Goodwin House, Inc., Series 2007A, 5.125%, 10/01/42 4,125
Metropolitan Washington D.C. Airports Authority, Airport 10/12 at 100.00 AA- 4,333,725 System Revenue Bonds,
Series 2002A, 5.750%, 10/01/16 - FGIC Insured (Alternative Minimum Tax)

----- 7,125
Total Virginia 6,886,785

----- 26
Nuveen Investments PRINCIPAL OPTIONAL CALL AMOUNT (000) DESCRIPTION (1) PROVISIONS (2)
RATINGS (3) VALUE

----- WASHINGTON - 4.1% \$ 6,400 Cowlitz County Public Utilities District 1, Washington, 9/14 at 100.00 A \$ 6,292,288
Electric Production Revenue Bonds, Series 2004, 5.000%, 9/01/34 - FGIC Insured 12,500 Energy Northwest,
Washington, Electric Revenue Refunding 7/12 at 100.00 Aaa 13,813,625 Bonds, Columbia Generating Station -
Nuclear Project 2, Series 2002B, 6.000%, 7/01/18 - AMBAC Insured 4,000 Energy Northwest, Washington, Electric
Revenue Refunding 7/13 at 100.00 Aaa 4,457,520 Bonds, Nuclear Project 3, Series 2003A, 5.500%, 7/01/17 -
SYNCORA GTY Insured 8,200 Washington Public Power Supply System, Revenue Refunding No Opt. Call Aaa
7,274,958 Bonds, Nuclear Project 3, Series 1989B, 0.000%, 7/01/14 2,500 Washington State Health Care Facilities
Authority, Revenue No Opt. Call N/R 2,000,225 Bonds, Northwest Hospital and Medical Center of Seattle, Series
2007, 5.700%, 12/01/32 5,000 Washington State Healthcare Facilities Authority, Revenue 10/16 at 100.00 AA
4,775,500 Bonds, Providence Health Care Services, Series 2006A, 4.625%, 10/01/34 - FGIC Insured 2,875
Washington State Healthcare Facilities Authority, Revenue 8/17 at 100.00 A 2,652,303 Bonds, Virginia Mason
Medical Center, Series 2007B, 5.000%, 2/15/27 - NPMF Insured 7,910 Washington State Housing Finance
Commission, Single Family 12/15 at 100.00 Aaa 7,665,977 Program Bonds, 2006 Series 3A, 5.000%, 12/01/37
(Alternative Minimum Tax) 19,130 Washington State Tobacco Settlement Authority, Tobacco 6/13 at 100.00 BBB
18,831,572 Settlement Asset-Backed Revenue Bonds, Series 2002, 6.625%, 6/01/32 Washington State, Motor Vehicle
Fuel Tax General Obligation Bonds, Series 2002-03C: 9,000 0.000%, 6/01/29 - NPMF Insured No Opt. Call AA+
3,522,600 16,195 0.000%, 6/01/30 - NPMF Insured No Opt. Call AA+ 5,925,751

----- 93,710
Total Washington 77,212,319

----- WISCONSIN - 2.0% Badger Tobacco Asset Securitization Corporation, Wisconsin, Tobacco Settlement
Asset-Backed Bonds, Series 2002: 5,360 6.125%, 6/01/27 (Pre-refunded 6/01/12) 6/12 at 100.00 AAA 5,856,926
14,750 6.375%, 6/01/32 (Pre-refunded 6/01/12) 6/12 at 100.00 AAA 16,546,255 6,000 Wisconsin Health and
Educational Facilities Authority, 9/13 at 100.00 BBB+ (4) 6,921,720 Revenue Bonds, Franciscan Sisters of Christian
Charity Healthcare Ministry, Series 2003A, 5.875%, 9/01/33 (Pre-refunded 9/01/13) 1,000 Wisconsin Health and
Educational Facilities Authority, 2/16 at 100.00 BBB+ 1,008,520 Revenue Bonds, Marshfield Clinic, Series 2006A,

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5.000%, 2/15/17 3,750 Wisconsin Health and Educational Facilities Authority, 2/12 at 101.00 AAA 4,181,850 Revenue Bonds, Wheaton Franciscan Services Inc., Series 2002, 5.750%, 8/15/30 (Pre-refunded 2/15/12) 2,925 Wisconsin Housing and Economic Development Authority, Home 9/14 at 100.00 AA 2,698,751 Ownership Revenue Bonds, Series 2005C, 4.875%, 3/01/36 (Alternative Minimum Tax)

----- 33,785
Total Wisconsin 37,214,022

----- Nuveen
Investments 27 NUV | Nuveen Municipal Value Fund, Inc. (continued) | Portfolio of Investments October 31, 2009
PRINCIPAL OPTIONAL CALL AMOUNT (000) DESCRIPTION (1) PROVISIONS (2) RATINGS (3) VALUE

WYOMING - 0.1% \$ 2,035 Campbell County, Wyoming Solid Waste Facilities Revenue 7/19 at 100.00 A+ \$ 2,143,079 Bonds, Basin Electric Power Cooperative - Dry Fork Station Facilities, Series 2009A, 5.750%, 7/15/39

----- \$
2,408,459 Total Investments (cost \$1,865,922,627) - 100.3% 1,877,149,851

Floating Rate Obligations - (2.0)% (38,250,000)

----- Other Assets Less
Liabilities - 1.7% 33,131,484

----- Net Assets - 100% \$
1,872,031,335

(1) All percentages shown in the Portfolio of Investments are based on net assets. (2) Optional Call Provisions (not covered by the report of independent registered public accounting firm): Dates (month and year) and prices of the earliest optional call or redemption. There may be other call provisions at varying prices at later dates. Certain mortgage-backed securities may be subject to periodic principal paydowns. (3) Ratings (not covered by the report of independent registered public accounting firm): Using the higher of Standard & Poor's Group ("Standard & Poor's") or Moody's Investor Service, Inc. ("Moody's") rating. Ratings below BBB by Standard & Poor's or Baa by Moody's are considered to be below investment grade. (4) Backed by an escrow or trust containing sufficient U.S. Government or U.S. Government agency securities which ensure the timely payment of principal and interest. Such investments are normally considered to be equivalent to AAA rated securities. N/R Not rated. (ETM) Escrowed to maturity. (IF) Inverse floating rate investment. (UB) Underlying bond of an inverse floating rate trust reflected as a financing transaction. See Notes to Financial Statements, Footnote 1 - Inverse Floating Rate Securities for more information. 144A Investment is exempt from registration under Rule 144A of the Securities Act of 1933, as amended. These investments may only be resold in transactions exempt from registration which are normally those transactions with qualified institutional buyers. See accompanying notes to financial statements. 28 Nuveen Investments NUW | Nuveen Municipal Value Fund 2 | Portfolio of Investments October 31, 2009 PRINCIPAL OPTIONAL CALL AMOUNT (000) DESCRIPTION (1) PROVISIONS (2) RATINGS (3) VALUE

ALASKA - 0.1% \$ 155 Northern Tobacco Securitization Corporation, Alaska, Tobacco 6/14 at 100.00 Baa3 \$ 102,998 Settlement Asset-Backed Bonds, Series 2006A, 5.000%, 6/01/46

ARIZONA - 3.4% 4,000 Maricopa County Pollution Control Corporation, Arizona, 2/19 at 100.00 BBB 4,443,600 Pollution Control Revenue Bonds, El Paso Electric Company, Refunding Series 2009A, 7.250%, 2/01/40 2,995 Salt Verde Financial Corporation, Arizona, Senior Gas Revenue No Opt. Call A 2,561,773 Bonds, Series 2007, 5.000%, 12/01/37

----- 6,995
Total Arizona 7,005,373

CALIFORNIA - 9.9% 11,000 Alhambra Unified School District, Los Angeles County, No Opt. Call AAA 1,607,760 California, General Obligation Bonds, Capital Appreciation Series 2009B, 0.000%, 8/01/41 - AGC Insured 2,500 California State Public Works Board, Lease Revenue Bonds, 4/19 at 100.00 A- 2,600,850 Department of General

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Services Buildings 8 & 9, Series 2009A, 6.250%, 4/01/34 2,150 Golden State Tobacco Securitization Corporation, California, 6/17 at 100.00 BBB 1,640,622 Enhanced Tobacco Settlement Asset-Backed Bonds, Series 2007A-1, 5.000%, 6/01/33 1,800 Golden State Tobacco Securitization Corporation, California, 6/15 at 100.00 A- 1,550,538 Tobacco Settlement Asset-Backed Revenue Bonds, Series 2005A, 5.000%, 6/01/45 450 M-S-R Energy Authority, California, Gas Revenue Bonds, Series No Opt. Call A 480,479 2009, 6.500%, 11/01/39 Palomar Pomerado Health, California, General Obligation Bonds, Series 2009A: 9,320 0.000%, 8/01/33 - AGC Insured No Opt. Call AAA 2,231,301 10,200 0.000%, 8/01/38 - AGC Insured 8/29 at 100.00 AAA 6,408,660 Poway Unified School District, San Diego County, California, School Facilities Improvement District 2007-1 General Obligation Bonds, Series 2009A: 8,000 0.000%, 8/01/32 No Opt. Call AA- 2,038,640 8,000 0.000%, 8/01/33 No Opt. Call AA- 1,910,880
----- 53,420

Total California 20,469,730

COLORADO - 5.2% 5,000 Denver City and County, Colorado, Airport System Revenue 11/15 at 100.00 A+ 5,083,250 Bonds, Series 2005A, 5.000%, 11/15/25 - SYNCORA GTY Insured 3,605 E-470 Public Highway Authority, Colorado, Toll Revenue Bonds, 9/20 at 67.94 A 1,118,595 Series 2004B, 0.000%, 9/01/27 - NPDFG Insured 4,000 Park Creek Metropolitan District, Colorado, Senior Property No Opt. Call AAA 4,414,640 Tax Supported Revenue Bonds, Series 2009, 6.375%, 12/01/37 - AGC Insured
----- 12,605

Total Colorado 10,616,485

FLORIDA - 8.8% 9,500 Miami-Dade County, Florida, Aviation Revenue Bonds, Miami 10/19 at 100.00 A2 9,601,555 International Airport, Series 2009A, 5.500%, 10/01/41 Miami-Dade County, Florida, General Obligation Bonds, Build Better Communities Program, Series 2009-B1: 2,000 5.625%, 7/01/38 7/18 at 100.00 AA- 2,102,720 2,500 6.000%, 7/01/38 7/18 at 100.00 AA- 2,745,850 4,500 Tolomato Community Development District, Florida, Special 5/18 at 100.00 N/R 3,698,550 Assessment Bonds, Series 2007, 6.450%, 5/01/23
----- 18,500

Total Florida 18,148,675

----- Nuveen
Investments 29 NUW | Nuveen Municipal Value Fund 2 (continued) | Portfolio of Investments October 31, 2009
PRINCIPAL OPTIONAL CALL AMOUNT (000) DESCRIPTION (1) PROVISIONS (2) RATINGS (3) VALUE

ILLINOIS - 11.9% \$ 5,000 Illinois Finance Authority, Revenue Bonds, Northwestern 8/19 at 100.00 AA+ \$ 5,403,100 Memorial Hospital, Series 2009A, 6.000%, 8/15/39 3,500 Illinois Finance Authority, Revenue Bonds, OSF Healthcare 5/19 at 100.00 A 3,793,370 System, Series 2009A, 7.125%, 11/15/37 5,000 Illinois Finance Authority, Revenue Bonds, Rush University 11/18 at 100.00 A- 5,573,450 Medical Center Obligated Group, Series 2009A and 2009B, 7.250%, 11/01/38 3,995 Illinois Finance Authority, Student Housing Revenue Bonds, 5/17 at 100.00 Baa3 3,306,542 Educational Advancement Fund Inc., Refunding Series 2007A, 5.250%, 5/01/34 28,000 Metropolitan Pier and Exposition Authority, Illinois, Revenue No Opt. Call AAA 6,481,720 Bonds, McCormick Place Expansion Project, Series 2002A, 0.000%, 12/15/35 - NPDFG Insured
----- 45,495

Total Illinois 24,558,182

INDIANA - 5.3% 5,000 Indiana Finance Authority, Hospital Revenue Bonds, Deaconess 3/19 at 100.00 A+ 5,353,100 Hospital Obligated Group, Series 2009A, 6.750%, 3/01/39 3,650 Indiana Health Facility Financing Authority, Revenue Bonds, 3/17 at 100.00 BBB 3,481,224 Community Foundation of Northwest Indiana, Series 2007, 5.500%, 3/01/37 2,000 Indiana Municipal Power Agency, Power Supply System Revenue 1/19 at 100.00 A+ 2,151,600 Bonds, Series 2009B, 6.000%, 1/01/39
----- 10,650

Total Indiana 10,985,924

----- IOWA -
1.1% 3,000 Iowa Tobacco Settlement Authority, Asset Backed Settlement 6/15 at 100.00 BBB 2,204,100 Revenue

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Bonds, Series 2005C, 5.375%, 6/01/38

 LOUISIANA - 7.4% 5,000 Louisiana Citizens Property Insurance Corporation, Assessment 6/18 at 100.00 AAA 5,572,750 Revenue Bonds, Series 2006C-3, 6.125%, 6/01/25 Louisiana Public Facilities Authority, Revenue Bonds, Ochsner Clinic Foundation Project, Series 2007A: 7,000 5.375%, 5/15/43 5/17 at 100.00 A3 6,477,940 275 5.500%, 5/15/47 5/17 at 100.00 A3 258,566 3,255 St John Baptist Parish, Louisiana, Revenue Bonds, Marathon Oil 6/17 at 100.00 BBB+ 2,968,820 Corporation, Series 2007A, 5.125%, 6/01/37
 ----- 15,530
 Total Louisiana 15,278,076

----- MAINE
 - 1.8% 3,335 Maine Health and Higher Educational Facilities Authority, 7/19 at 100.00 Aa2 3,636,050 Revenue Bonds, Bowdoin College, Series 2009A, Tender Option Bond Trust 09-5B, 12.943%, 7/01/39 (IF)

 MASSACHUSETTS - 2.8% Massachusetts Turnpike Authority, Metropolitan Highway System Revenue Bonds, Senior Series 1997A: 375 5.000%, 1/01/11 1/10 at 100.00 A- 376,009 1,200 5.000%, 1/01/13 - NPMG Insured 1/10 at 100.00 A 1,202,280 Massachusetts Turnpike Authority, Metropolitan Highway System Revenue Bonds, Subordinate Series 1999A: 2,045 5.250%, 1/01/15 - AMBAC Insured 1/10 at 100.00 AA 2,051,728 1,000 4.750%, 1/01/34 - AMBAC Insured 1/10 at 100.00 AA 928,040 1,000 Massachusetts Water Pollution Abatement Trust, Pooled Loan 8/19 at 100.00 AAA 1,149,810 Program Bonds, Series 2009-14, 13.212%, 8/01/38 (IF)
 ----- 5,620
 Total Massachusetts 5,707,867

----- 30
 Nuveen Investments PRINCIPAL OPTIONAL CALL AMOUNT (000) DESCRIPTION (1) PROVISIONS (2)
 RATINGS (3) VALUE

 MICHIGAN - 2.2% \$ 5,000 Detroit, Michigan, Second Lien Sewerage Disposal System 7/15 at 100.00 A \$ 4,587,300 Revenue Bonds, Series 2005A, 5.000%, 7/01/35 - NPMG Insured

 NEVADA - 3.1% 250 Clark County, Nevada, Senior Lien Airport Revenue Bonds, No Opt. Call Aa2 244,910 Series 2005A, 5.000%, 7/01/40 - AMBAC Insured 5,415 Las Vegas Redevelopment Agency, Nevada, Tax Increment Revenue 6/19 at 100.00 A 6,079,583 Bonds, Series 2009A, 8.000%, 6/15/30
 ----- 5,665
 Total Nevada 6,324,493

----- NEW
 JERSEY - 2.8% New Jersey Educational Facilities Authority Revenue Refunding Bonds, University of Medicine and Dentistry of New Jersey Issue, Series 2009 B: 2,135 7.125%, 12/01/23 6/19 at 100.00 Baa2 2,412,764 3,000 7.500%, 12/01/32 6/19 at 100.00 Baa2 3,389,640
 ----- 5,135
 Total New Jersey 5,802,404

----- NEW
 YORK - 1.5% 3,000 Liberty Development Corporation, New York, Goldman Sachs No Opt. Call A1 3,057,690 Headquarters Revenue Bonds Series 2007, 5.500%, 10/01/37

 NORTH CAROLINA - 1.5% 3,000 North Carolina Municipal Power Agency 1, Catawba Electric 1/13 at 100.00 A 3,124,020 Revenue Bonds, Series 2003A, 5.250%, 1/01/19 - NPMG Insured
 ----- OHIO -
 5.8% 5,000 American Municipal Power Ohio INC Prairie State Energy Campus 2/19 at 100.00 AAA 5,279,000 Project Revenue Bonds Series 2009 A, 5.750%, 2/15/39 - AGC Insured 5,500 Buckeye Tobacco Settlement Financing Authority, Ohio, Tobacco 6/17 at 100.00 BBB 4,451,920 Settlement Asset-Backed Revenue Bonds, Senior Lien, Series 2007A-2, 6.500%, 6/01/47 2,000 Ohio State Higher Educational Facilities Commission, Hospital 1/15 at 100.00 A 2,145,300 Revenue Bonds, University Hospitals Health System, Series 2009, 6.750%, 1/15/39

	12,500

Total Ohio 11,876,220	

PUERTO RICO - 3.7% 4,390 Puerto Rico Aqueduct and Sewerage Authority, Revenue Bonds, 7/18 at 100.00 BBB- 4,487,721 Senior Lien Series 2008A, 6.000%, 7/01/44 3,000 Puerto Rico Sales Tax Financing Corporation, Sales Tax 8/19 at 100.00 A+ 3,151,050 Revenue Bonds, First Subordinate Series 2009A, 6.000%, 8/01/42	
-----	7,390
Total Puerto Rico 7,638,771	

RHODE ISLAND - 3.1% 3,000 Rhode Island Health and Educational Building Corporation 5/19 at 100.00 A- 3,226,710 Hospital Financing Revenue Bonds, Lifespan Obligated Group Issue, Series 2009A, 7.000%, 5/15/39 3,240 Rhode Island Tobacco Settlement Financing Corporation, 6/12 at 100.00 BBB 3,065,105 Tobacco Settlement Asset-Backed Bonds, Series 2002A, 6.125%, 6/01/32	
-----	6,240
Total Rhode Island 6,291,815	

TEXAS	
- 7.4% Leander Independent School District, Williamson and Travis Counties, Texas, General Obligation Bonds, Series 2008: 13,510 0.000%, 8/15/39 8/17 at 27.35 AAA 2,432,340 19,300 0.000%, 8/15/41 8/17 at 24.20 AAA 3,046,312 5,300 North Texas Thruway Authority, Second Tier System Revenue 1/18 at 100.00 A3 5,361,480 Refunding Bonds, Series 2008, 5.750%, 1/01/38 5,000 Richardson Hospital Authority, Texas, Revenue Bonds, 12/13 at 100.00 Baa2 4,412,500 Richardson Regional Medical Center, Series 2004, 6.000%, 12/01/34	
-----	43,110
Total Texas 15,252,632	

Nuveen	
Investments 31 NUW Nuveen Municipal Value Fund 2 (continued) Portfolio of Investments October 31, 2009	
PRINCIPAL OPTIONAL CALL AMOUNT (000) DESCRIPTION (1) PROVISIONS (2) RATINGS (3) VALUE	

VIRGIN ISLANDS - 0.5% \$ 1,000 Virgin Islands Public Finance Authority, Matching Fund 10/19 at 100.00 BBB \$ 1,054,700 Revenue Loan Note - Diageo Project, Series 2009A, 6.750%, 10/01/37	

VIRGINIA - 1.1% 2,000 Washington County Industrial Development Authority , 1/19 at 100.00 BBB+ 2,286,340 Virginia, Hospital Revenue Bonds, Mountain States Health Alliance, Series 2009C, 7.750%, 7/01/38	

WISCONSIN - 8.2% 195 Badger Tobacco Asset Securitization Corporation, Wisconsin, 6/12 at 100.00 AAA 213,078 Tobacco Settlement Asset-Backed Bonds, Series 2002, 6.125%, 6/01/27 (Pre-refunded 6/01/12) 5,000 Wisconsin Health and Educational Facilities Authority, 4/13 at 100.00 BBB+ 5,100,450 Revenue Bonds, Aurora Healthcare Inc., Series 2003, 6.400%, 4/15/33 1,500 Wisconsin Health and Educational Facilities Authority, 2/19 at 100.00 A+ 1,614,540 Revenue Bonds, ProHealth Care, Inc. Obligated Group, Series 2009, 6.625%, 2/15/39 9,000 Wisconsin State, General Fund Annual Appropriation Revenue 5/19 at 100.00 AA- 9,902,971 Bonds, Series 2009A, 6.000%, 5/01/36	

15,695 Total Wisconsin 16,831,039	

285,040 Total Investments (cost \$178,424,376) - 98.6% 202,840,884	
=====	
Other Assets Less Liabilities - 1.4% 2,867,774	
-----	Net Assets - 100% \$
205,708,658	
=====	

(1) All percentages shown in the Portfolio of Investments are based on net assets. (2) Optional Call Provisions (not covered by the report of independent registered public accounting firm): Dates (month and year) and prices of the earliest optional call or redemption. There may be other call provisions at varying prices at later dates. Certain

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mortgage-backed securities may be subject to periodic principal paydowns. (3) Ratings (not covered by the report of independent registered public accounting firm): Using the higher of Standard & Poor's Group ("Standard & Poor's") or Moody's Investor Service, Inc. ("Moody's") rating. Ratings below BBB by Standard & Poor's or Baa by Moody's are considered to be below investment grade. N/R Not rated. (IF) Inverse floating rate investment. See accompanying notes to financial statements. 32 Nuveen Investments NMI | Nuveen Municipal Income Fund, Inc. | Portfolio of Investments October 31, 2009 PRINCIPAL OPTIONAL CALL AMOUNT (000) DESCRIPTION (1) PROVISIONS (2) RATINGS (3) VALUE

ALABAMA - 1.7% \$ 1,000 Courtland Industrial Development Board, Alabama, Solid Waste 6/15 at 100.00 BBB \$ 890,010 Revenue Bonds, International Paper Company Project, Series 2005A, 5.200%, 6/01/25 (Alternative Minimum Tax) 690 Phenix City Industrial Development Board, Alabama, 5/12 at 100.00 BBB 581,194 Environmental Improvement Revenue Bonds, MeadWestvaco Corporation, Series 2002A, 6.350%, 5/15/35 (Alternative Minimum Tax)

----- 1,690
Total Alabama 1,471,204

CALIFORNIA - 17.6% 5,530 Adelanto School District, San Bernardino County, California, No Opt. Call A 2,579,524 General Obligation Bonds, Series 1997A, 0.000%, 9/01/22 - NCFG Insured Brea Olinda Unified School District, California, General Obligation Bonds, Series 1999A: 2,000 0.000%, 8/01/21 - FGIC Insured No Opt. Call AA- 1,105,940 2,070 0.000%, 8/01/22 - FGIC Insured No Opt. Call AA- 1,077,870 2,120 0.000%, 8/01/23 - FGIC Insured No Opt. Call AA- 1,004,308 500 California County Tobacco Securitization Agency, Tobacco 12/18 at 100.00 Baa3 405,250 Settlement Asset-Backed Bonds, Los Angeles County Securitization Corporation, Series 2006A, 0.000%, 6/01/21 1,000 California Health Facilities Financing Authority, Revenue 4/16 at 100.00 A+ 956,700 Bonds, Kaiser Permanente System, Series 2006, 5.250%, 4/01/39 250 California Housing Finance Agency, California, Home Mortgage 2/17 at 100.00 AA- 203,105 Revenue Bonds, Series 2007E, 4.800%, 8/01/37 (Alternative Minimum Tax) 3,000 California State Public Works Board, Lease Revenue Bonds, 6/14 at 100.00 A- 2,850,240 Department of Mental Health, Coalinga State Hospital, Series 2004A, 5.000%, 6/01/25 1,000 California Statewide Community Development Authority, Revenue 7/15 at 100.00 BBB 834,460 Bonds, Daughters of Charity Health System, Series 2005A, 5.000%, 7/01/39 1,000 Golden State Tobacco Securitization Corporation, California, 6/17 at 100.00 BBB 738,880 Enhanced Tobacco Settlement Asset-Backed Bonds, Series 2007A-1, 5.750%, 6/01/47 2,000 Golden State Tobacco Securitization Corporation, California, 6/13 at 100.00 AAA 2,340,380 Tobacco Settlement Asset-Backed Bonds, Series 2003A-1, 6.750%, 6/01/39 (Pre-refunded 6/01/13) 500 Lake Elsinore Public Finance Authority, California, Local 10/13 at 102.00 N/R 485,355 Agency Revenue Refunding Bonds, Series 2003H, 6.375%, 10/01/33 300 M-S-R Energy Authority, California, Gas Revenue Bonds, Series No Opt. Call A 338,595 2009, 7.000%, 11/01/34

----- 21,270
Total California 14,920,607

COLORADO - 6.7% 740 Colorado Educational and Cultural Facilities Authority, 7/12 at 100.00 BBB 727,672 Charter School Revenue Bonds, Douglas County School District RE-1 - DCS Montessori School, Series 2002A, 6.000%, 7/15/22 375 Colorado Educational and Cultural Facilities Authority, 8/11 at 100.00 AAA 416,805 Charter School Revenue Bonds, Peak-to-Peak Charter School, Series 2001, 7.500%, 8/15/21 (Pre-refunded 8/15/11) 1,000 Colorado Educational and Cultural Facilities Authority, Charter 6/11 at 100.00 Ba1 (4) 1,102,540 School Revenue Bonds, Weld County School District 6 - Frontier Academy, Series 2001, 7.375%, 6/01/31 (Pre-refunded 6/01/11) 1,000 Colorado Health Facilities Authority, Revenue Bonds, 6/16 at 100.00 A- 906,300 Evangelical Lutheran Good Samaritan Society, Series 2005, 5.000%, 6/01/35 2,000 Denver City and County, Colorado, Airport System Revenue 11/10 at 100.00 A+ 2,031,060 Refunding Bonds, Series 2000A, 6.000%, 11/15/16 - AMBAC Insured (Alternative Minimum Tax) 520 Public Authority for Colorado Energy, Natural Gas Revenue No Opt. Call A 541,653 Bonds, Colorado Springs Utilities, Series 2008, 6.125%, 11/15/23

----- 5,635
Total Colorado 5,726,030

----- Nuveen
Investments 33 NMI | Nuveen Municipal Income Fund, Inc. (continued) | Portfolio of Investments October 31, 2009
PRINCIPAL OPTIONAL CALL AMOUNT (000) DESCRIPTION (1) PROVISIONS (2) RATINGS (3) VALUE

CONNECTICUT - 2.2% \$ 1,480 Capitol Region Education Council, Connecticut, Revenue Bonds, 4/10 at 100.00
BBB \$ 1,482,856 Series 1995, 6.750%, 10/15/15 395 Eastern Connecticut Resource Recovery Authority, Solid Waste
1/10 at 100.00 BBB 395,348 Revenue Bonds, Wheelabrator Lisbon Project, Series 1993A, 5.500%, 1/01/14
(Alternative Minimum Tax)

----- 1,875
Total Connecticut 1,878,204

FLORIDA - 2.8% 130 Dade County Industrial Development Authority, Florida, 12/09 at 100.00 N/R 116,539
Revenue Bonds, Miami Cerebral Palsy Residential Services Inc., Series 1995, 8.000%, 6/01/22 1,250 Martin County
Industrial Development Authority, Florida, 12/09 at 100.00 BB+ 1,250,313 Industrial Development Revenue Bonds,
Indiantown Cogeneration LP, Series 1994A, 7.875%, 12/15/25 (Alternative Minimum Tax) 600 Martin County
Industrial Development Authority, Florida, 12/09 at 100.00 BB+ 600,204 Industrial Development Revenue Refunding
Bonds, Indiantown Cogeneration LP, Series 1995B, 8.050%, 12/15/25 (Alternative Minimum Tax) 670 Tolomato
Community Development District, Florida, Special 5/14 at 101.00 N/R 431,018 Assessment Bonds, Series 2006,
5.400%, 5/01/37

----- 2,650
Total Florida 2,398,074

GEORGIA - 0.9% 500 Atlanta, Georgia, Water and Wastewater Revenue Bonds, Series 11/19 at 100.00 AAA
505,040 2009B, 5.250%, 11/01/34 - FSA Insured 300 Main Street Natural Gas Inc., Georgia, Gas Project Revenue No
Opt. Call A 283,245 Bonds, Series 2007B, 5.000%, 3/15/22

----- 800
Total Georgia 788,285

ILLINOIS - 10.0% 1,060 Chicago, Illinois, Tax Increment Allocation Bonds, 1/10 at 100.00 N/R 1,060,731
Irving/Cicero Redevelopment Project, Series 1998, 7.000%, 1/01/14 1,500 Illinois Development Finance Authority,
Pollution Control 12/09 at 100.00 BBB- 1,473,315 Revenue Refunding Bonds - CIPS Debt, Series 1993C-2, 5.950%,
8/15/26 500 Illinois Development Finance Authority, Revenue Bonds, 12/12 at 100.00 N/R (4) 569,935 Chicago
Charter School Foundation, Series 2002A, 6.125%, 12/01/22 (Pre-refunded 12/01/12) 250 Illinois Finance Authority
Revenue Bonds, Rush University No Opt. Call A- 268,895 Medical Center Obligated Group, Series 2009C, 6.375%,
11/01/29 1,480 Illinois Finance Authority, Revenue Bonds, Children's 8/18 at 100.00 AAA 1,527,390 Memorial
Hospital, Tender Option Bond Trust 2008-1098, 12.643%, 8/15/33 - AGC Insured (IF) 500 Illinois Finance Authority,
Revenue Bonds, Silver Cross 8/19 at 100.00 BBB 526,270 Hospital and Medical Centers, Series 2009, 7.000%,
8/15/44 1,550 Illinois Health Facilities Authority, Revenue Bonds, Condell 5/12 at 100.00 Aaa 1,718,160 Medical
Center, Series 2002, 5.500%, 5/15/32 (Pre-refunded 5/15/12) 1,305 North Chicago, Illinois, General Obligation
Bonds, Series 11/15 at 100.00 A 1,347,308 2005B, 5.000%, 11/01/25 - FGIC Insured

----- 8,145
Total Illinois 8,492,004

INDIANA - 3.6% 2,000 Indiana Health Facility Financing Authority, Hospital Revenue 8/12 at 101.00 Baa1
1,989,080 Bonds, Riverview Hospital, Series 2002, 6.125%, 8/01/31 1,085 Whitley County, Indiana, Solid Waste and
Sewerage Disposal 11/10 at 102.00 N/R 1,033,473 Revenue Bonds, Steel Dynamics Inc., Series 1998, 7.250%,
11/01/18 (Alternative Minimum Tax)

----- 3,085
Total Indiana 3,022,553

KENTUCKY - 1.8% 1,500 Louisville-Jefferson County Metropolitan Government, 2/18 at 100.00 A 1,572,525

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Kentucky, Health Facilities Revenue Bonds, Jewish Hospital & Saint Mary's HealthCare Inc. Project, Series 2008, 6.125%, 2/01/37

----- 34
 Nuveen Investments PRINCIPAL OPTIONAL CALL AMOUNT (000) DESCRIPTION (1) PROVISIONS (2)
 RATINGS (3) VALUE

LOUISIANA - 2.4% \$ 500 Louisiana Local Government Environmental Facilities and 1/19 at 100.00 AAA \$ 515,400
 Community Development Authority, Revenue Refunding Bonds, City of Shreveport Airport System Project, Series
 2008A, 5.750%, 1/01/28 - FSA Insured Louisiana Public Facilities Authority, Extended Care Facilities Revenue
 Bonds, Comm-Care Corporation Project, Series 1994: 125 11.000%, 2/01/14 (ETM) No Opt. Call N/R (4) 150,881
 1,130 11.000%, 2/01/14 (ETM) No Opt. Call N/R (4) 1,363,729

----- 1,755
 Total Louisiana 2,030,010

MARYLAND - 1.2% 1,000 Maryland Energy Financing Administration, Revenue Bonds, AES 9/10 at 100.00 N/R
 1,000,260 Warrior Run Project, Series 1995, 7.400%, 9/01/19 (Alternative Minimum Tax)

MASSACHUSETTS - 1.9% 335 Massachusetts Development Finance Agency, Resource Recovery 12/09 at 102.00
 BBB 330,591 Revenue Bonds, Ogden Haverhill Associates, Series 1999A, 6.700%, 12/01/14 (Alternative Minimum
 Tax) 1,500 Massachusetts Development Finance Agency, Revenue Bonds, 1/17 at 100.00 N/R 1,053,000 Boston
 Architectural College, Series 2006, 5.000%, 1/01/37 - ACA Insured 270 Massachusetts Industrial Finance Agency,
 Resource Recovery 12/09 at 101.00 BBB 259,554 Revenue Refunding Bonds, Ogden Haverhill Project, Series 1998A,
 5.450%, 12/01/12 (Alternative Minimum Tax)

----- 2,105
 Total Massachusetts 1,643,145

MICHIGAN - 3.5% 1,000 Delta County Economic Development Corporation, Michigan, 4/12 at 100.00 AAA
 1,130,520 Environmental Improvement Revenue Refunding Bonds, MeadWestvaco Corporation - Escanaba Paper
 Company, Series 2002B, 6.450%, 4/15/23 (Pre-refunded 4/15/12) (Alternative Minimum Tax) 1,880 Michigan State
 Hospital Finance Authority, Hospital Revenue 1/10 at 100.00 BB 1,879,793 Refunding Bonds, Sinai Hospital, Series
 1995, 6.625%, 1/01/16

----- 2,880
 Total Michigan 3,010,313

MISSOURI - 5.0% 265 Hanley Road Corridor Transportation Development District, 10/19 at 100.00 A- 267,862
 Brentwood and Maplewood, Missouri, Transportation Sales Revenue Bonds, Series 2009, 5.875%, 10/01/36 4,450
 Missouri Environmental Improvement and Energy Resources 12/16 at 100.00 AAA 3,945,103 Authority, Water
 Facility Revenue Bonds, Missouri-American Water Company, Series 2006, 4.600%, 12/01/36 - AMBAC Insured
 (Alternative Minimum Tax) (UB)

----- 4,715
 Total Missouri 4,212,965

MONTANA - 1.0% 1,200 Montana Board of Investments, Exempt Facility Revenue Bonds, 7/10 at 101.00 B-
 870,192 Stillwater Mining Company, Series 2000, 8.000%, 7/01/20 (Alternative Minimum Tax)

NEBRASKA - 1.2% 1,000 Washington County, Nebraska, Wastewater Facilities Revenue 11/12 at 101.00 A
 1,012,940 Bonds, Cargill Inc., Series 2002, 5.900%, 11/01/27 (Alternative Minimum Tax)

----- NEW
 YORK - 5.7% 1,000 Dormitory Authority of the State of New York, Revenue Bonds, 7/13 at 100.00 BBB+ 1,047,880
 Brooklyn Law School, Series 2003A, 5.500%, 7/01/15 - RAAI Insured 3,565 Yates County Industrial Development
 Agency, New York, 2/11 at 101.00 AAA 3,807,774 FHA-Insured Civic Facility Mortgage Revenue Bonds, Soldiers

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and Sailors Memorial Hospital, Series 2000A, 6.000%, 2/01/41

----- 4,565
Total New York 4,855,654

----- Nuveen
Investments 35 NMI | Nuveen Municipal Income Fund, Inc. (continued) | Portfolio of Investments October 31, 2009
PRINCIPAL OPTIONAL CALL AMOUNT (000) DESCRIPTION (1) PROVISIONS (2) RATINGS (3) VALUE

----- OHIO -
3.8% \$ 520 Buckeye Tobacco Settlement Financing Authority, Ohio, Tobacco 6/17 at 100.00 BBB \$ 385,278
Settlement Asset-Backed Revenue Bonds, Senior Lien, Series 2007A-2, 5.875%, 6/01/47 1,000 Erie County, Ohio,
Hospital Facilities Revenue Bonds, 8/16 at 100.00 A 833,900 Firelands Regional Medical Center Project, Series 2006,
5.250%, 8/15/46 2,100 Ohio Water Development Authority, Solid Waste Disposal 3/10 at 102.00 N/R 2,016,042
Revenue Bonds, Bay Shore Power, Series 1998B, 6.625%, 9/01/20 (Alternative Minimum Tax)

----- 3,620
Total Ohio 3,235,220

PENNSYLVANIA - 1.8% 1,080 Allegheny County Hospital Development Authority, 11/10 at 102.00 AAA
1,200,215 Pennsylvania, Revenue Bonds, West Penn Allegheny Health System, Series 2000B, 9.250%, 11/15/30
(Pre-refunded 11/15/10) 305 Carbon County Industrial Development Authority, Pennsylvania, No Opt. Call BBB-
308,135 Resource Recovery Revenue Refunding Bonds, Panther Creek Partners Project, Series 2000, 6.650%, 5/01/10
(Alternative Minimum Tax)

----- 1,385
Total Pennsylvania 1,508,350

RHODE ISLAND - 1.1% 1,000 Rhode Island Tobacco Settlement Financing Corporation, 6/12 at 100.00 BBB
908,890 Tobacco Settlement Asset-Backed Bonds, Series 2002A, 6.250%, 6/01/42

----- SOUTH
CAROLINA - 4.8% 1,500 Greenville County School District, South Carolina, 12/12 at 101.00 AA 1,652,175
Installment Purchase Revenue Bonds, Series 2002, 5.500%, 12/01/13 475 Piedmont Municipal Power Agency, South
Carolina, Electric No Opt. Call Baa1 (4) 617,510 Revenue Bonds, Series 1991, 6.750%, 1/01/19 - FGIC Insured
(ETM) 1,105 South Carolina JOBS Economic Development Authority, Economic 11/12 at 100.00 A- 1,113,398
Development Revenue Bonds, Bon Secours Health System Inc., Series 2002B, 5.625%, 11/15/30 655 Tobacco
Settlement Revenue Management Authority, South 5/12 at 100.00 BBB (4) 687,331 Carolina, Tobacco Settlement
Asset-Backed Bonds, Series 2001B, 6.000%, 5/15/22 (Pre-refunded 5/15/12)

----- 3,735
Total South Carolina 4,070,414

TENNESSEE - 2.8% 1,000 Knox County Health, Educational and Housing Facilities Board, 4/12 at 101.00 A1
1,033,470 Tennessee, Hospital Revenue Bonds, Baptist Health System of East Tennessee Inc., Series 2002, 6.375%,
4/15/22 Shelby County Health, Educational and Housing Facilities Board, Tennessee, Hospital Revenue Bonds,
Methodist Healthcare, Series 2002: 375 6.500%, 9/01/26 (Pre-refunded 9/01/12) 9/12 at 100.00 AAA 430,568 625
6.500%, 9/01/26 (Pre-refunded 9/01/12) 9/12 at 100.00 AAA 717,613 500 Sumner County Health, Educational, and
Housing Facilities 11/17 at 100.00 N/R 190,050 Board, Tennessee, Revenue Refunding Bonds, Sumner Regional
Health System Inc., Series 2007, 5.500%, 11/01/37

----- 2,500
Total Tennessee 2,371,701

----- TEXAS
- 10.5% 1,500 Cameron Education Finance Corporation, Texas, Charter School 8/16 at 100.00 BBB- 1,190,250
Revenue Bonds, Faith Family Academy Charter School, Series 2006A, 5.250%, 8/15/36 - ACA Insured 2,000 Gulf
Coast Waste Disposal Authority, Texas, Sewerage and 4/12 at 100.00 BBB+ 1,976,160 Solid Waste Disposal
Revenue Bonds, Anheuser Busch Company, Series 2002, 5.900%, 4/01/36 (Alternative Minimum Tax) 2,000
Matagorda County Navigation District 1, Texas, Collateralized 10/13 at 101.00 A 1,889,120 Revenue Refunding

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Bonds, Houston Light and Power Company, Series 1995, 4.000%, 10/15/15 - NPFG Insured North Texas Thruway Authority, Second Tier System Revenue Refunding Bonds, Tender Option Bond Trust 2903: 850 17.347%, 1/01/38 (IF) 1/18 at 100.00 A3 985,600 150 17.444%, 1/01/38 (IF) 1/18 at 100.00 A3 177,683 36 Nuveen Investments
 PRINCIPAL OPTIONAL CALL AMOUNT (000) DESCRIPTION (1) PROVISIONS (2) RATINGS (3) VALUE

----- TEXAS
 (continued) Weslaco Health Facilities Development Corporation, Texas, Hospital Revenue Bonds, Knapp Medical Center, Series 2002: \$ 2,000 6.250%, 6/01/25 (Pre-refunded 6/01/12) 6/12 at 100.00 N/R (4) \$ 2,227,520 50 6.250%, 6/01/32 (Pre-refunded 6/01/12) 6/12 at 100.00 N/R (4) 55,688 1,000 West Texas Independent School District, McLennan and Hill 8/13 at 51.84 AAA 433,740 Counties, General Obligation Refunding Bonds, Series 1998, 0.000%, 8/15/25

----- 9,550
 Total Texas 8,935,761

 VIRGIN ISLANDS - 2.9% 420 Virgin Islands Public Finance Authority, Matching Fund 10/19 at 100.00 BBB 442,974 Revenue Loan Note - Diageo Project, Series 2009A, 6.750%, 10/01/37 2,000 Virgin Islands Public Finance Authority, Senior Lien Matching 10/14 at 100.00 BBB 2,032,100 Fund Loan Note, Series 2004A, 5.250%, 10/01/19
 ----- 2,420

Total Virgin Islands 2,475,074

 VIRGINIA - 3.0% 1,000 Chesterfield County Industrial Development Authority, 11/10 at 102.00 Baa1 1,031,460 Virginia, Pollution Control Revenue Bonds, Virginia Electric and Power Company, Series 1987A, 5.875%, 6/01/17 1,500 Mecklenburg County Industrial Development Authority, 10/12 at 100.00 Baa1 1,469,040 Virginia, Revenue Bonds, UAE Mecklenburg Cogeneration LP, Series 2002, 6.500%, 10/15/17 (Alternative Minimum Tax)
 ----- 2,500

Total Virginia 2,500,500

 WASHINGTON - 0.6% 500 Washington State Health Care Facilities Authority, Revenue No Opt. Call N/R 400,045 Bonds, Northwest Hospital and Medical Center of Seattle, Series 2007, 5.700%, 12/01/32

 WISCONSIN - 1.2% 1,000 Wisconsin Health and Educational Facilities Authority, 10/11 at 100.00 BBB 1,018,350 Revenue Bonds, Carroll College Inc., Series 2001, 6.250%, 10/01/21

----- \$
 94,080 Total Investments (cost \$85,406,630) - 101.7% 86,329,270

===== Floating Rate Obligations - (3.9)% (3,335,000)

----- Other Assets Less
 Liabilities - 2.2% 1,888,791

----- Net Assets - 100% \$
 84,883,061

(1) All percentages shown in the Portfolio of Investments are based on net assets. (2) Optional Call Provisions (not covered by the report of independent registered public accounting firm): Dates (month and year) and prices of the earliest optional call or redemption. There may be other call provisions at varying prices at later dates. Certain mortgage-backed securities may be subject to periodic principal paydowns. (3) Ratings (not covered by the report of independent registered public accounting firm): Using the higher of Standard & Poor's Group ("Standard & Poor's") or Moody's Investor Service, Inc. ("Moody's") rating. Ratings below BBB by Standard & Poor's or Baa by Moody's are considered to be below investment grade. (4) Backed by an escrow or trust containing sufficient U.S. Government or U.S. Government agency securities which ensure the timely payment of principal and interest. Such investments are normally considered to be equivalent to AAA rated securities. N/R Not rated. (ETM) Escrowed to maturity. (IF) Inverse floating rate investment. (UB) Underlying bond of an inverse floating rate trust reflected as a financing transaction. See Notes to Financial Statements, Footnote 1 - Inverse Floating Rate Securities for more information.

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See accompanying notes to financial statements. Nuveen Investments 37 NEV | Nuveen Enhanced Municipal Value Fund | Portfolio of Investments October 31, 2009 PRINCIPAL OPTIONAL CALL AMOUNT (000) DESCRIPTION (1) PROVISIONS (2) RATINGS (3) VALUE

 ALABAMA - 0.1% \$ 355 Courtland Industrial Development Board, Alabama, Solid Waste 6/15 at 100.00 BBB \$ 315,954 Revenue Bonds, International Paper Company Project, Series 2005A, 5.200%, 6/01/25 (Alternative Minimum Tax)

 ARIZONA - 4.9% 2,925 Nogales Municipal Development Authority, Inc., Arizona, 6/19 at 100.00 AA 2,786,531 Municipal Facilities Revenue Bonds, Series 2009, 4.750%, 6/01/39 3,000 Pima County Industrial Development Authority, Arizona, No Opt. Call BBB- 3,019,020 Pollution Control Revenue Bonds, Tucson Electric Power Company, San Juan Project, Series 2009A, 4.950%, 10/01/20 320 Quechan Indian Tribe of the Fort Yuma Reservation, Arizona, 12/17 at 102.00 N/R 251,238 Government Project Bonds, Series 2007, 7.000%, 12/01/27 Salt Verde Financial Corporation, Arizona, Senior Gas Revenue Bonds, Series 2007: 50 5.000%, 12/01/32 No Opt. Call A 44,944 5,120 5.000%, 12/01/37 No Opt. Call A 4,379,392 2,000 Watson Road Community Facilities District, Arizona, Special 7/16 at 100.00 N/R 1,566,720 Assessment Revenue Bonds, Series 2005, 6.000%, 7/01/30
 ----- 13,415

Total Arizona 12,047,845

 ARKANSAS - 0.2% 465 Little River County, Arkansas, Revenue Refunding Bonds, 4/10 at 100.00 B2 412,329 Georgia-Pacific Corporation, Series 1998, 5.600%, 10/01/26 (Alternative Minimum Tax)

 CALIFORNIA - 17.2% 5,445 Peralta California Community College District 2006 Election, 8/19 at 100.00 AA- 5,511,701 General Obligations Bond, Series 2009C, 5.000%, 8/01/39 2,000 California Infrastructure Economic Development Bank, Revenue 10/11 at 101.00 A- 1,888,540 Bonds, J. David Gladstone Institutes, Series 2001, 5.250%, 10/01/34 3,470 California Statewide Community Development Authority, Revenue 7/15 at 100.00 BBB 3,292,752 Bonds, Daughters of Charity Health System, Series 2005A, 5.250%, 7/01/24 4,600 California Statewide Community Development Authority, Revenue 8/18 at 100.00 AAA 4,599,632 Bonds, Sutter Health, Series 2004C, 5.050%, 8/15/38 - FSA Insured 6,125 California Statewide Community Development Authority, Revenue 8/18 at 100.00 AAA 6,124,509 Bonds, Sutter Health, Series 2004D, 5.050%, 8/15/38 - FSA Insured Golden State Tobacco Securitization Corporation, California, Enhanced Tobacco Settlement Asset-Backed Bonds, Series 2007A-1: 1,000 5.125%, 6/01/47 6/17 at 100.00 BBB 664,390 5,505 5.750%, 6/01/47 6/17 at 100.00 BBB 4,067,534 5,000 Golden State Tobacco Securitization Corporation, California, 6/15 at 100.00 AAA 4,441,200 Tobacco Settlement Asset-Backed Revenue Bonds, Series 2005A, 5.000%, 6/01/45 1,735 Lompoc Unified School District, Santa Barbara County, 6/17 at 100.00 AAA 1,738,175 California, General Obligation Bonds, Election 2002 Series 2007C, 5.000%, 6/01/32 - FSA Insured 100 Los Angeles Regional Airports Improvement Corporation, 12/12 at 102.00 B- 95,738 California, Sublease Revenue Bonds, Los Angeles International Airport, American Airlines Inc. Terminal 4 Project, Series 2002B, 7.500%, 12/01/24 (Alternative Minimum Tax) 1,750 Orange County Water District, California, Revenue 8/19 at 100.00 AAA 1,833,423 Certificates of Participation, Tender Option Bond Trust 3117, 16.340%, 8/15/39 (IF) 2,170 San Marcos Public Facilities Authority, California, Tax 8/15 at 102.00 AAA 2,245,473 Allocation Bonds, Project Areas 2 and 3, Tender Option Bond Trust 3116, 21.664%, 8/01/38 - FSA Insured (IF) 2,400 Semitrophic Improvement District of Semitrophic Water Storage 12/19 at 100.00 AA- 2,437,272 District, Kern County, California, Revenue Bonds, Tender Option Bond Trust 3584, 22.029%, 12/01/34 (IF) 3,110 Stockton Unified School District, San Joaquin County, 8/17 at 100.00 AAA 3,127,634 California, General Obligation Bonds, Series 2007, 5.000%, 8/01/31 - FSA Insured
 ----- 44,410

Total California 42,067,973

 COLORADO - 3.5% 1,000 Colorado Educational and Cultural Facilities Authority 7/19 at 100.00 N/R 901,550 Charter School Revenue Bonds (Crown Ponite Academy of Westminster Project) A Charter School Chartered Through Adams County School District No. 50 Adams County, Colorado Series 2009, 5.000%, 7/15/39 38 Nuveen

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Investments PRINCIPAL OPTIONAL CALL AMOUNT (000) DESCRIPTION (1) PROVISIONS (2) RATINGS (3) VALUE

 COLORADO (continued) \$ 1,000 Colorado Housing & Finance Authority, Multifamily Housing 12/10 at 100.00 N/R
 \$ 869,340 Revenue Senior Bonds, Castle Highlands Project, Series 2000A-1, 5.900%, 12/01/20 - AMBAC Insured
 (Alternative Minimum Tax) 250 Colorado Housing and Finance Authority, Revenue Bonds, No Opt. Call N/R
 217,645 Confluence Energy LLC Project, Series 2007, 6.200%, 4/01/16 (Alternative Minimum Tax) 2,000
 Conservatory Metropolitan District, Arapahoe County, 12/17 at 100.00 BBB- 1,452,060 Colorado, General Obligation
 Limited Tax Bonds, Series 2007, 5.125%, 12/01/37 - RAAI Insured Public Authority for Colorado Energy, Natural
 Gas Revenue Bonds, Colorado Springs Utilities, Series 2008: 540 6.125%, 11/15/23 No Opt. Call A 562,486 475
 6.250%, 11/15/28 No Opt. Call A 493,516 3,880 6.500%, 11/15/38 No Opt. Call A 4,084,398

----- 9,145

Total Colorado 8,580,995

 DISTRICT OF COLUMBIA - 0.1% 400 District of Columbia Tobacco Settlement Corporation, Tobacco 5/11 at
 101.00 BBB 389,408 Settlement Asset-Backed Bonds, Series 2001, 6.750%, 5/15/40

 FLORIDA - 9.0% 4,295 Florida Housing Finance Corporation, Homeowner Mortgage 7/19 at 100.00 AA+ 4,218,678
 Revenue Bonds, Series 2009-2, 4.650%, 7/01/29 3,160 JEA, Florida, Water and Sewerage System Revenue Bonds,
 Tender 4/10 at 100.00 AA- 2,373,729 Option Bond Trust 11801, 20.605%, 10/01/41 - NPMFG Insured (IF) 2,400
 Miami-Dade County School Board, Florida, Certificates of 11/16 at 100.00 AAA 2,627,040 Participation, Tender
 Option Bond Trust 3118, 21.645%, 11/01/31 - BHAC Insured (IF) 3,660 Miami-Dade County, Florida Capital Asset
 Acquisition Special 4/19 at 100.00 AAA 3,685,693 Obligation Bonds Series 2009A, 5.125%, 4/01/34 - AGC Insured
 5,500 Orange County Health Facilities Authority, Florida, Revenue 1/19 at 100.00 AA+ 5,556,044 Bonds, Nemours
 Foundation, Series 2009A, 5.000%, 1/01/39 1,000 South Miami Health Facilities Authority, Florida, Hospital 8/17 at
 100.00 AA- 804,020 Revenue, Baptist Health System Obligation Group, Tender Option Bond Trust 3119, 17.848%,
 8/15/37 (IF) 2,500 Tallahassee, Florida, Energy System Revenue Bonds, Tender 10/15 at 100.00 AA- 2,646,325
 Option Bond Trust 09-30W, 21.549%, 10/01/35 - NPMFG Insured (IF)

----- 22,515

Total Florida 21,911,529

 GEORGIA - 0.2% 225 Effingham County Development Authority, Georgia, Solid Waste 7/10 at 100.00 BB- 208,427
 Disposal Revenue Bonds, Ft. James Project, Series 1998, 5.625%, 7/01/18 (Alternative Minimum Tax) (4) 150 Main
 Street Natural Gas Inc., Georgia, Gas Project Revenue No Opt. Call A 144,485 Bonds, Series 2007A, 5.500%, 9/15/26
 90 Main Street Natural Gas Inc., Georgia, Gas Project Revenue No Opt. Call A 84,974 Bonds, Series 2007B, 5.000%,
 3/15/22

----- 465 Total Georgia 437,886

 ILLINOIS - 2.2% 1,460 Hoffman Estates, Illinois, General Obligation Bonds, Tender 12/18 at 100.00 AA+ 1,619,739
 Option Bond Trust 09-28W, 25.665%, 12/01/38 (IF) 3,000 Illinois Finance Authority, Revenue Bonds, Illinois
 Institute 4/16 at 100.00 Baa2 2,517,870 of Technology, Refunding Series 2006A, 5.000%, 4/01/36 1,500
 Southwestern Illinois Development Authority, Illinois, Saint 6/17 at 103.00 N/R 1,340,355 Clair County
 Comprehensive Mental Health Center, Series 2007, 6.625%, 6/01/37

----- 5,960

Total Illinois 5,477,964

 INDIANA - 4.7% 8,000 Indiana Finance Authority Health System Revenue Bonds Series 11/19 at 100.00 Aa3
 7,811,039 2009A (Sisters of St. Francis Health Services, Inc. Obligated Group), 5.250%, 11/01/39 (WI/DD, Settling
 11/05/09) 3,850 Indiana Health Facility Financing Authority, Hospital Revenue 2/16 at 100.00 A+ 3,622,196 Bonds,
 Clarian Health Obligation Group, Series 2006A, 5.250%, 2/15/40

----- 11,850

Total Indiana 11,433,235

----- Nuveen
 Investments 39 NEV | Nuveen Enhanced Municipal Value Fund (continued) | Portfolio of Investments October 31,
 2009 PRINCIPAL OPTIONAL CALL AMOUNT (000) DESCRIPTION (1) PROVISIONS (2) RATINGS (3)
 VALUE

 LOUISIANA - 0.2% \$ 555 Tobacco Settlement Financing Corporation, Louisiana, Tobacco 5/11 at 101.00 BBB \$
 502,303 Settlement Asset-Backed Bonds, Series 2001B, 5.875%, 5/15/39

----- MAINE
 - 0.8% 2,000 Maine State Housing Authority, Single Family Mortgage 1/19 at 100.00 AA+ 2,057,960 Purchase
 Bonds, Tender Option Bond Trust 3597, 0.000%, 11/15/29 (WI/DD, Settling 11/12/09) (IF)

 MASSACHUSETTS - 3.5% 220 Massachusetts Development Finance Agency, Revenue Bonds, 3/15 at 100.00 BBB
 193,591 Curry College, Series 2005A, 5.000%, 3/01/35 - ACA Insured 3,000 Massachusetts Health and Educational
 Facilities Authority 1/18 at 100.00 N/R 2,674,800 Revenue Bonds, Quincy Medical Center Issue, Series A (2008),
 6.250%, 1/15/28 3,510 Massachusetts Health and Educational Facilities Authority, 6/13 at 100.00 AA- 3,824,426
 Revenue Bonds, Boston College, Tender Option Bond Trust 3115, 15.590%, 6/01/37 (IF) 2,385 Massachusetts Health
 and Educational Facilities Authority, 8/15 at 100.00 BBB- 1,775,776 Revenue Bonds, Emerson Hospital, Series
 2005E, 5.000%, 8/15/35 - RAAI Insured

----- 9,115
 Total Massachusetts 8,468,593

 MICHIGAN - 8.5% 12,000 Detroit City School District, Wayne County, Michigan, General No Opt. Call AAA
 12,151,196 Obligation Bonds, Series 2005, 5.250%, 5/01/27 - FSA Insured 2,865 Marysville Public School District,
 St Claire County, 5/17 at 100.00 AAA 2,904,336 Michigan, General Obligation Bonds, Series 2007, 5.000%, 5/01/32
 - FSA Insured 4,600 Michigan State Hospital Finance Authority, Hospital Revenue 11/19 at 100.00 A1 4,440,656
 Bonds, Henry Ford Health System, Refunding Series 2009, 5.750%, 11/15/39 (WI/DD, Settling 11/03/09) 1,645
 Michigan State Hospital Finance Authority, Hospital Revenue 2/10 at 100.00 BB- 1,291,243 Refunding Bonds,
 Detroit Medical Center Obligated Group, Series 1997A, 5.250%, 8/15/27 - AMBAC Insured

----- 21,110
 Total Michigan 20,787,431

----- NEW
 JERSEY - 0.3% 1,000 Tobacco Settlement Financing Corporation, New Jersey, Tobacco 6/17 at 100.00 BBB 674,840
 Settlement Asset-Backed Bonds, Series 2007-1A, 5.000%, 6/01/41

----- NEW
 YORK - 1.0% 2,500 New York City Industrial Development Agency, New York, 8/16 at 101.00 B- 2,428,075
 American Airlines-JFK International Airport Special Facility Revenue Bonds, Series 2005, 7.750%, 8/01/31
 (Alternative Minimum Tax)

 NORTH CAROLINA - 2.2% 3,485 North Carolina Medical Care Commission, Healthcare Facilities 6/19 at 100.00
 AA 3,446,142 Revenue Bonds, Duke University Health System, Series 2009A, 5.000%, 6/01/42 (WI/DD, Settling
 11/10/09) 2,000 North Carolina Medical Care Commission, Healthcare Facilities 6/19 at 100.00 AA 1,888,500
 Revenue Bonds, Duke University Health System, Tender Option Bond Trust 11808, 0.000%, 6/01/42 (WI/DD,
 Settling 11/10/09) (IF)

----- 5,485
 Total North Carolina 5,334,642

----- OHIO -
 7.0% Buckeye Tobacco Settlement Financing Authority, Ohio, Tobacco Settlement Asset-Backed Revenue Bonds,
 Senior Lien, Series 2007A-2: 3,000 5.875%, 6/01/47 6/17 at 100.00 BBB 2,222,760 10,500 6.500%, 6/01/47 6/17 at
 100.00 BBB 8,499,119 2,000 Greene County, Ohio, Hospital Facilities Revenue Bonds, 4/19 at 100.00 A 1,935,240
 Kettering Health Nnetwork Series 2009, 5.375%, 4/01/34 (WI/DD, Settling 11/03/09) 1,200 Ohio Air Quality

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Development Authority, Ohio, Air Quality No Opt. Call BBB- 1,201,836 Revenue Bonds, Ohio Valley Electric Corporation Project, Series 2009E. Non-AMT, 5.625%, 10/01/19 2,000 Ohio Housing Finance Agency, Residential Mortgage Revenue 9/18 at 100.00 Aaa 2,077,500 Bonds, Mortgage-Backed Securities Program, Tender Option Bond Trust 09-35W, 21.549%, 3/01/40 (IF) 1,000 Ohio State, Hospital Facility Revenue Refunding Bonds, 1/19 at 100.00 Aa2 1,142,420 Cleveland Clinic Health System Obligated Group, Tender Option Bond Trust 3591, 20.143%, 1/01/39 (IF) -----
 19,700 Total Ohio 17,078,875

40

Nuveen Investments PRINCIPAL OPTIONAL CALL AMOUNT (000) DESCRIPTION (1) PROVISIONS (2) RATINGS (3) VALUE

OKLAHOMA - 0.5% \$ 1,130 Tulsa Municipal Airport Trust, Oklahoma, Revenue Bonds, 12/09 at 100.00 B- \$ 1,108,858 American Airlines Inc., Series 1992, 7.350%, 12/01/11 -----

OREGON - 0.7% 185 Oregon, Economic Development Revenue Bonds, Georgia Pacific 2/10 at 100.00 BB- 179,345 Corp., Series 1995CLVII, 6.350%, 8/01/25 (Alternative Minimum Tax) (4) 70 Oregon, Economic Development Revenue Refunding Bonds, Georgia 12/09 at 100.00 B2 62,786 Pacific Corp., Series 1997-183, 5.700%, 12/01/25 1,500 Port Astoria, Oregon, Pollution Control Revenue Bonds, James 2/10 at 100.00 BB- 1,488,015 River Project, Series 1993, 6.550%, 2/01/15 -----

1,755

Total Oregon 1,730,146

PENNSYLVANIA - 4.3% 1,335 Allegheny County Hospital Development Authority, 4/15 at 100.00 Baa2 1,115,299 Pennsylvania, Revenue Bonds, Ohio Valley General Hospital, Series 2005A, 5.125%, 4/01/35 2,000 Luzerne County Industrial Development Authority, 12/19 at 100.00 N/R 1,956,020 Pennsylvania, Guaranteed Lease Revenue Bonds, Series 2009, 7.750%, 12/15/27 (WI/DD, Settling 11/10/09) 25 Northumberland County Industrial Development Authority, 2/13 at 102.00 N/R 24,522 Pennsylvania, Facility Revenue Bonds, NHS Youth Services Inc., Series 2002, 7.500%, 2/15/29 1,000 Pennsylvania Economic Development Finance Authority, Solid 12/09 at 102.00 B+ 784,150 Waste Disposal Revenue Bonds (USG Corporation Project) Series 1999, 6.000%, 6/01/31 (Alternative Minimum Tax) 785 Pennsylvania Economic Development Financing Authority Health No Opt. Call A3 822,908 System Revenue Bonds Albert Einstein Healthcare Network Issue, Series 2009A, 6.250%, 10/15/23 4,000 Pennsylvania Housing Finance Agency, Single Family Mortgage 4/19 at 100.00 AA+ 3,865,840 Revenue Bonds, Tender Option Bond Trust 4657, 15.852%, 10/01/29 (IF) 3,000 Pennsylvania Turnpike Commission, Turnpike Revenue Bonds, 12/27 at 100.00 A2 1,891,680 Capital Appreciation Series 2009E, 0.000%, 12/01/30 -----

12,145

Total Pennsylvania 10,460,419

PUERTO RICO - 1.5% 5,000 Puerto Rico Sales Tax Financing Corporation, Sales Tax 8/26 at 100.00 A+ 3,686,650 Revenue Bonds, First Subordinate Series 2009A, 0.000%, 8/01/32 -----

TENNESSEE - 1.0% The Tennessee Energy Acquisition Corporation, Gas Revenue Bonds, Series 2006A: 50 5.250%, 9/01/24 No Opt. Call BB+ 48,054 1,400 5.250%, 9/01/26 No Opt. Call BB+ 1,323,574 1,000 The Tennessee Energy Acquisition Corporation, Gas Revenue No Opt. Call BB+ 939,350 Bonds, Series 2006B, 5.625%, 9/01/26 155 The Tennessee Energy Acquisition Corporation, Gas Revenue No Opt. Call A 147,841 Bonds, Series 2006C, 5.000%, 2/01/24 -----

2,605 Total Tennessee 2,458,819

TEXAS

- 5.6% 3,000 La Vernia Higher Education Financing Corporation, Texas, 8/19 at 100.00 BBB 2,987,580 Charter School Revenue Bonds, Kipp Inc., Series 2009A, 6.250%, 8/15/39 (WI/DD, Settling 11/19/09) 2,000 Dallas-Ft. Worth International Airport Facility Improvement 11/12 at 100.00 CCC+ 1,197,100 Corporation, Texas, Revenue Bonds, American Airlines Inc., Series 2007, 5.500%, 11/01/30 (Alternative Minimum Tax) 3,000 Humble Independent

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School District, Harris County, Texas, 2/19 at 100.00 AA- 3,087,420 General Obligation Bonds, Series 2009, 5.000%, 2/15/34 1,225 Sabine River Authority, Texas, Pollution Control Revenue No Opt. Call CCC 1,104,497 Bonds, TXU Energy Company LLC Project, Series 2001B, 5.750%, 5/01/30 (Mandatory put 11/01/11) (Alternative Minimum Tax) 1,205 Texas Municipal Gas Acquisition and Supply Corporation I, Gas No Opt. Call A 1,255,538 Supply Revenue Bonds, Senior Lien Series 2008D, 6.250%, 12/15/26 660 Texas Municipal Gas Acquisition and Supply Corporation I, Gas No Opt. Call A 632,023 Supply Revenue Bonds, Series 2006A, 5.250%, 12/15/23 20,000 Texas Turnpike Authority, Second Tier Revenue Bonds, Central 8/12 at 22.71 BBB+ 3,371,400 Texas Turnpike System, Series 2002, 0.000%, 8/15/37 - AMBAC Insured

----- 31,090

Total Texas 13,635,558

----- Nuveen

Investments 41 NEV | Nuveen Enhanced Municipal Value Fund (continued) | Portfolio of Investments October 31, 2009 PRINCIPAL OPTIONAL CALL AMOUNT (000) DESCRIPTION (1) PROVISIONS (2) RATINGS (3) VALUE

----- UTAH

- 1.6% \$ 2,400 Riverton, Utah, Hospital Revenue Bonds, IHC Health Services, 8/19 at 100.00 AA+ \$ 2,119,488 Inc., Tender Option Bonds Trust 3602, 0.000%, 8/15/41 (WI/DD, Settling 11/15/09) (IF) 1,490 Utah Transit Authority, Sales Tax Revenue Bonds, Tender No Opt. Call AAA 1,912,370 Option Bond Trust 11800, 21.862%, 6/15/35 - NPFG Insured (IF)

----- 3,890

Total Utah 4,031,858

VIRGINIA - 1.5% 105 Bedford County Industrial Development Authority, Virginia, 12/09 at 101.00 B2 100,796 Industrial Development Revenue Refunding Bonds, Nekoosa Packaging Corporation, Series 1999, 6.300%, 12/01/25 (Alternative Minimum Tax) (4) 2,000 Giles County Industrial Development Authority, Virginia, 1/10 at 100.00 B+ 1,967,540 Exempt Facility Revenue Bonds, Hoechst Celanese Project, Series 1996, 6.450%, 5/01/26 (WI/DD, Settling 11/02/09) 1,640 Virginia State Housing Development Authority, Rental Housing 4/19 at 100.00 AA+ 1,560,083 Revenue Bonds, Tender Option Bonds Trust 11799, 20.957%, 10/01/39 (IF)

----- 3,745

Total Virginia 3,628,419

WASHINGTON - 0.8% 2,000 Washington State Higher Education Facilities Authority, 10/19 at 100.00 Baa1 1,966,780 Revenue Bonds, Whitworth University, Series 2009, 5.625%, 10/01/40 (WI/DD, Settling 11/04/09)

WISCONSIN - 1.2% 1,375 Milwaukee Redevelopment Authority, Wisconsin, Schlitz Park 11/09 at 102.00 N/R 1,280,648 Mortgage Revenue Refunding Bonds, Series 1998A, 5.500%, 1/01/17 (Alternative Minimum Tax) Wisconsin Health and Educational Facilities Authority, Revenue Bonds, Froedtert Community Health, Inc. Obligated Group, Tender Option Bond Trust 3592: 1,000 22.163%, 4/01/34 (IF) 4/19 at 100.00 AA- 809,050 1,000 23.414%, 4/01/39 (IF) 4/19 at 100.00 AA- 948,230

----- 3,375

Total Wisconsin 3,037,928

----- \$

237,180 Total Investments (cost \$216,882,094) - 84.3% 206,153,272

===== Other Assets Less Liabilities - 15.7% 38,404,956

----- Net Assets - 100% \$

244,558,228

===== (1) All percentages shown in the Portfolio of Investments are based on net assets. (2) Optional Call Provisions (not covered by the report of independent registered public accounting firm): Dates (month and year) and prices of the earliest optional call or redemption. There may be other call provisions at varying prices at later dates. Certain

mortgage-backed securities may be subject to periodic principal paydowns. (3) Ratings (not covered by the report of independent registered public accounting firm): Using the higher of Standard & Poor's Group ("Standard & Poor's") or Moody's Investor Service, Inc. ("Moody's") rating. Ratings below BBB by Standard & Poor's or Baa by Moody's are considered to be below investment grade. (4) The issuer has received a formal adverse determination from the Internal Revenue Service (the "IRS") regarding the tax-exempt status of the bonds' coupon payments. The Fund will continue to treat coupon payments as tax-exempt income until such time that it is formally determined that the interest on the bonds should be treated as taxable. N/R Not rated. WI/DD Purchased on a when-issued or delayed delivery basis. (IF) Inverse floating rate investment. See accompanying notes to financial statements. 42 Nuveen Investments | Statement of | Assets & Liabilities October 31, 2009 ENHANCED MUNICIPAL VALUE MUNICIPAL VALUE 2 MUNICIPAL INCOME MUNICIPAL VALUE (NUV) (NUW) (NMI) (NEV)

----- ASSETS
Investments, at value (cost \$1,865,922,627, \$178,424,376, \$85,406,630 and \$216,882,094, respectively) \$
1,877,149,851 \$ 202,840,884 \$ 86,329,270 \$ 206,153,272 Cash 1,153,949 -- 721,457 69,760,266 Receivables: Interest
29,565,205 3,758,374 1,515,127 3,781,668 Investments sold 10,285,000 396,407 65,000 -- Other assets 130,074 992
2,300 -- ----- Total
assets 1,918,284,079 206,996,657 88,633,154 279,695,206

----- LIABILITIES
Floating rate obligations 38,250,000 -- 3,335,000 -- Cash overdraft -- 483,617 -- -- Payables: Investments purchased
50,640 -- -- 34,877,157 Dividends 6,364,467 644,362 326,957 -- Accrued expenses: Management fees 863,634
109,053 46,763 189,187 Offering costs -- 7,000 -- 15,000 Other 724,003 43,967 41,373 55,634
----- Total liabilities
46,252,744 1,287,999 3,750,093 35,136,978

----- Net assets \$
1,872,031,335 \$ 205,708,658 \$ 84,883,061 \$ 244,558,228

=====
Shares outstanding 196,857,720 12,696,479 8,176,351 17,807,000

=====
Net asset value per share outstanding \$ 9.51 \$ 16.20 \$ 10.38 \$ 13.73

=====
NET ASSETS CONSIST OF:

----- Shares, \$.01 par
value per share \$ 1,968,577 \$ 126,965 \$ 81,764 \$ 178,070 Paid-in surplus 1,855,172,802 181,429,417 91,455,932
254,373,205 Undistributed (Over-distribution of) net investment income 6,984,529 (387,244) 823,990 718,295
Accumulated net realized gain (loss) from investments and derivative transactions (3,321,797) 123,012 (8,401,265)
17,480 Net unrealized appreciation (depreciation) of investments 11,227,224 24,416,508 922,640 (10,728,822)
----- Net assets \$
1,872,031,335 \$ 205,708,658 \$ 84,883,061 \$ 244,558,228

=====
Authorized shares 350,000,000 Unlimited 200,000,000 Unlimited

=====
See accompanying notes to financial statements. Nuveen Investments 43 | Statement of | Operations Year Ended
October 31, 2009 ENHANCED MUNICIPAL VALUE MUNICIPAL VALUE 2 MUNICIPAL INCOME
MUNICIPAL VALUE (NUV) (NUW)* (NMI) (NEV)**

INVESTMENT INCOME \$ 108,176,752 \$ 7,131,308 \$ 5,288,011 \$ 971,474

EXPENSES Management fees 9,918,824 789,096 513,839 197,544 Shareholders' servicing agent fees and expenses
349,165 90 18,287 9 Interest expense on floating rate obligations 301,308 -- 24,841 -- Custodian's fees and expenses
288,217 25,156 21,506 4,204 Directors'/Trustees' fees and expenses 55,361 4,560 2,533 715 Professional fees 106,538
16,482 11,779 10,043 Shareholders' reports - printing and mailing expenses 378,277 19,208 27,324 20,598 Stock
exchange listing fees 69,807 -- 9,299 -- Investor relations expense 113,162 12,659 7,336 2,653 Other expenses 63,177

3,340 6,797 17,413

----- Total
 expenses before custodian fee credit 11,643,836 870,591 643,541 253,179 Custodian fee credit (8,867) (1,418)
 (1,801) --

----- Net
 expenses 11,634,969 869,173 641,740 253,179

----- Net
 investment income 96,541,783 6,262,135 4,646,271 718,295

 REALIZED AND UNREALIZED GAIN (LOSS) Net realized gain (loss) from: Investments 29,365 123,012
 (587,919) 17,480 Futures -- -- 196,281 -- Change in net unrealized appreciation (depreciation) of: Investments
 173,519,317 24,416,508 8,919,687 (10,728,822) Futures -- -- 100,144 --

----- Net
 realized and unrealized gain (loss) 173,548,682 24,539,520 8,628,193 (10,711,342)

----- Net
 increase (decrease) in net assets from operations \$ 270,090,465 \$ 30,801,655 \$ 13,274,464 \$ (9,993,047)

=====

* For the period February 25, 2009 (commencement of operations) through October 31, 2009. ** For the period
 September 25, 2009 (commencement of operations) through October 31, 2009. See accompanying notes to financial
 statements. 44 Nuveen Investments | Statement of | Changes in Net Assets MUNICIPAL VALUE (NUV)
 MUNICIPAL VALUE 2 (NUW) ----- FOR THE PERIOD 2/25/09
 YEAR ENDED YEAR ENDED (COMMENCEMENT OF OPERATIONS) 10/31/09 10/31/08 THROUGH 10/31/09

 OPERATIONS Net investment income \$ 96,541,783 \$ 92,078,698 \$ 6,262,135 Net realized gain (loss) from:
 Investments 29,365 (3,904,828) 123,012 Futures -- -- -- Change in net unrealized appreciation (depreciation) of:
 Investments 173,519,317 (287,804,822) 24,416,508 Futures -- -- --

----- Net increase
 (decrease) in net assets from operations 270,090,465 (199,630,952) 30,801,655

 DISTRIBUTIONS TO SHAREHOLDERS From net investment income (92,292,691) (91,737,819) (6,649,379) From
 accumulated net realized gains -- (5,519,843) --

----- Decrease in
 net assets from distributions to shareholders (92,292,691) (97,257,662) (6,649,379)

----- CAPITAL
 SHARE TRANSACTIONS Proceeds from sale at shares, net of offering costs -- -- 180,117,000 Net proceeds from
 shares issued to shareholders due to reinvestment of distributions 9,815,879 6,771,749 1,339,107

----- Net increase
 (decrease) in net assets from capital share transactions 9,815,879 6,771,749 181,456,107

----- Net increase
 (decrease) in net assets 187,613,653 (290,116,865) 205,608,383 Net assets at the beginning of period 1,684,417,682
 1,974,534,547 100,275

----- Net assets at
 the end of period \$ 1,872,031,335 \$ 1,684,417,682 \$ 205,708,658

=====

Undistributed (Over-distribution of) net investment income at the end of period \$ 6,984,529 \$ 2,924,085 \$ (387,244)

 See accompanying notes to financial statements. Nuveen Investments 45 | Statement of | Changes in Net Assets
 (continued) ENHANCED MUNICIPAL MUNICIPAL INCOME (NMI) VALUE (NEV) -----
 ----- FOR THE PERIOD 9/25/09 YEAR ENDED YEAR ENDED (COMMENCEMENT OF
 OPERATIONS) 10/31/09 10/31/08 THROUGH 10/31/09

----- OPERATIONS

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Net investment income	\$ 4,646,271	\$ 4,315,417	\$ 718,295	Net realized gain (loss) from: Investments	(587,919)
	(120,921)	17,480	Futures	196,281	56,305
			-- Change in net unrealized appreciation (depreciation) of: Investments	8,919,687	(12,150,685)
			(10,728,822)	Futures	100,144
				(100,144)	--

				Net increase	
(decrease) in net assets from operations	13,274,464	(8,000,028)	(9,993,047)		

DISTRIBUTIONS TO SHAREHOLDERS	From net investment income	(4,316,357)	(4,095,547)	-- From accumulated	
	net realized gains	--	--		

				Decrease in net	
assets from distributions to shareholders	(4,316,357)	(4,095,547)	--		

				CAPITAL	
SHARE TRANSACTIONS	Proceeds from sale at shares, net of offering costs	--	--	254,451,000	Net proceeds from
	shares issued to shareholders due to reinvestment of distributions	371,854	224,555	--	

				Net increase	
(decrease) in net assets from capital share transactions	371,854	224,555	254,451,000		

				Net increase	
(decrease) in net assets	9,329,961	(11,871,020)	244,457,953	Net assets at the beginning of period	75,553,100
	87,424,120	100,275			

				Net assets at the	
end of period	\$ 84,883,061	\$ 75,553,100	\$ 244,558,228		

Undistributed (Over-distribution of) net investment income at the end of period \$ 823,990 \$ 498,768 \$ 718,295

See accompanying notes to financial statements. 46 Nuveen Investments | Notes to | Financial Statements 1.

GENERAL INFORMATION AND SIGNIFICANT ACCOUNTING POLICIES The funds covered in this report and their corresponding New York Stock Exchange symbols are Nuveen Municipal Value Fund, Inc. (NUV), Nuveen Municipal Value Fund 2 (NUW), Nuveen Municipal Income Fund, Inc. (NMI) and Nuveen Enhanced Municipal Value Fund (NEV) (collectively, the "Funds"). The Funds are registered under the Investment Company Act of 1940, as amended, as closed-end, management investment companies. Prior to the commencement of operations, Municipal Value 2 (NUW) and Enhanced Municipal Value (NEV) had no operations other than those related to organizational matters, the initial capital contribution for each Fund of \$100,275 by Nuveen Asset Management (the "Advisor"), a wholly owned subsidiary of Nuveen Investments, Inc. ("Nuveen"), and the recording of each Fund's organization expense (\$15,000) and their reimbursement by Nuveen Investments, LLC, also a wholly owned subsidiary of Nuveen. Each Fund's primary investment objective is to provide current income exempt from regular federal income tax by investing primarily in a portfolio of municipal obligations issued by state and local government authorities or certain US territories. In June 2009, the Financial Accounting Standards Board (FASB) established the FASB Accounting Standards Codification(TM) (the "Codification") as the single source of authoritative accounting principles recognized by the FASB in the preparation of financial statements in conformity with generally accepted accounting principles (GAAP). The Codification supersedes existing non-grandfathered, non-SEC accounting and reporting standards. The Codification did not change GAAP but rather organized it into a hierarchy where all guidance within the Codification carries an equal level of authority. The Codification became effective for financial statements issued for interim and annual periods ending after September 15, 2009. The Codification did not have a material effect on the Funds' financial statements. The following is a summary of significant accounting policies followed by the Funds in the preparation of their financial statements in accordance with US generally accepted accounting principles.

Investment Valuation The prices of municipal bonds in each Fund's investment portfolio are provided by a pricing service approved by the Fund's Board of Directors/Trustees. Futures contracts are valued using the closing settlement price, or in the absence of such a price, at the mean of the bid and asked prices. When market price quotes are not readily available (which is usually the case for municipal securities), the pricing service or, in absence of a pricing service for a particular investment or derivative instrument, the Board of Directors/Trustees of the Fund, or its designee, may establish fair value using a wide variety of market data including yields or prices of investments of comparable quality, type of issue, coupon, maturity and rating, market quotes or indications of value from securities dealers,

evaluations of anticipated cash flows or collateral, general market conditions and other information and analysis, including the obligor's credit characteristics considered relevant. Temporary investments in securities that have variable rate and demand features qualifying them as short-term investments are valued at amortized cost, which approximates value. Investment Transactions Investment transactions are recorded on a trade date basis. Realized gains and losses from transactions are determined on the specific identification method. Investments purchased on a when-issued/delayed delivery basis may have extended settlement periods. Any investments so purchased are subject to market fluctuation during this period. The Funds have instructed the custodian to segregate assets with a current value at least equal to the amount of the when-issued/delayed delivery purchase commitments. At October 31, 2009, Enhanced Municipal Value (NEV) had outstanding when-issued/delayed delivery purchase commitments of \$32,632,106. There were no such outstanding purchase commitments in any of the other Funds. Investment Income Interest income, which includes the amortization of premiums and accretion of discounts for financial reporting purposes, is recorded on an accrual basis. Investment income also includes paydown gains and losses, if any. Income Taxes Each Fund is a separate taxpayer for federal income tax purposes. Each Fund intends to distribute substantially all of its net investment income and net capital gains to shareholders and to otherwise comply with the requirements of Subchapter M of the Internal Revenue Code applicable to regulated investment companies. Therefore, no federal income tax provision is required. Furthermore, each Fund intends to satisfy conditions which will enable Nuveen Investments 47 | Notes to | Financial Statements (continued) interest from municipal securities, which is exempt from regular federal income tax, to retain such tax-exempt status when distributed to shareholders of the Funds. Net realized capital gains and ordinary income distributions paid by the Funds are subject to federal taxation. For all open tax years and all major taxing jurisdictions, management of the Funds has concluded that there are no significant uncertain tax positions that would require recognition in the financial statements. Open tax years are those that are open for examination by taxing authorities (i.e., generally the last four tax year ends and the interim tax period since then). Furthermore, management of the Funds is also not aware of any tax positions for which it is reasonably possible that the total amounts of unrecognized tax benefits will significantly change in the next twelve months. Dividends and Distributions to Shareholders Dividends from tax-exempt net investment income are declared monthly. Net realized capital gains and/or market discount from investment transactions, if any, are distributed to shareholders at least annually. Furthermore, capital gains are distributed only to the extent they exceed available capital loss carryforwards. Distributions to shareholders of tax-exempt net investment income, net realized capital gains and/or market discount, if any, are recorded on the ex-dividend date. The amount and timing of distributions are determined in accordance with federal income tax regulations, which may differ from US generally accepted accounting principles. Inverse Floating Rate Securities Each Fund is authorized to invest in inverse floating rate securities. An inverse floating rate security is created by depositing a municipal bond, typically with a fixed interest rate, into a special purpose trust created by a broker-dealer. In turn, this trust (a) issues floating rate certificates, in face amounts equal to some fraction of the deposited bond's par amount or market value, that typically pay short-term tax-exempt interest rates to third parties, and (b) issues to a long-term investor (such as one of the Funds) an inverse floating rate certificate (sometimes referred to as an "inverse floater") that represents all remaining or residual interest in the trust. The income received by the inverse floater holder varies inversely with the short-term rate paid to the floating rate certificates' holders, and in most circumstances the inverse floater holder bears substantially all of the underlying bond's downside investment risk and also benefits disproportionately from any potential appreciation of the underlying bond's value. The price of an inverse floating rate security will be more volatile than that of the underlying bond because the interest rate is dependent on not only the fixed coupon rate of the underlying bond but also on the short-term interest paid on the floating rate certificates, and because the inverse floating rate security essentially bears the risk of loss of the greater face value of the underlying bond. A Fund may purchase an inverse floating rate security in a secondary market transaction without first owning the underlying bond (referred to as an "externally-deposited inverse floater"), or instead by first selling a fixed-rate bond to a broker-dealer for deposit into the special purpose trust and receiving in turn the residual interest in the trust (referred to as a "self-deposited inverse floater"). The inverse floater held by a Fund gives the Fund the right (a) to cause the holders of the floating rate certificates to tender their notes at par, and (b) to have the broker transfer the fixed-rate bond held by the trust to the Fund, thereby collapsing the trust. An investment in an externally-deposited inverse floater is identified in the Portfolio of Investments as "(IF) - Inverse floating rate investment." An investment in a self-deposited inverse floater is accounted for as a financing transaction. In such instances, a fixed-rate bond deposited into a special purpose trust is identified in the Portfolio of Investments

as "(UB) - Underlying bond of an inverse floating rate trust reflected as a financing transaction," with the Fund accounting for the short-term floating rate certificates issued by the trust as "Floating rate obligations" on the Statement of Assets and Liabilities. In addition, the Fund reflects in "Investment Income" the entire earnings of the underlying bond and recognizes the related interest paid to the holders of the short-term floating rate certificates as "Interest expense on floating rate obligations" on the Statement of Operations. During the fiscal year ended October 31, 2009, Municipal Value (NUV) and Municipal Income (NMI) invested in externally-deposited inverse floaters and/or self-deposited inverse floaters. During the period February 25, 2009 (commencement of operations) through October 31, 2009, Municipal Value 2 (NUW) invested in externally-deposited inverse floaters. During the period September 25, 2009 (commencement of operations) through October 31, 2009, Enhanced Municipal Value (NEV) invested in externally-deposited inverse floaters. Each Fund may also enter into shortfall and forbearance agreements (sometimes referred to as a "recourse trust" or "credit recovery swap") (such agreements referred to herein as "Recourse Trusts") with a broker-dealer by which a Fund agrees to reimburse the broker-dealer, in certain circumstances, for the difference between the liquidation value of the fixed-rate bond held by the trust and the liquidation value of the floating rate certificates issued by the trust plus any shortfalls in interest cash flows. Under these agreements, a Fund's potential exposure to losses related to or on inverse floaters may increase beyond the value of a Fund's inverse floater investments as a Fund may potentially be liable to fulfill all amounts owed to holders of the floating rate certificates. At period end, any such shortfall is included as "Unrealized depreciation on Recourse Trusts" on the Statement of Assets and Liabilities. At October 31, 2009, each Fund's maximum exposure to externally-deposited Recourse Trusts is as follows: ENHANCED MUNICIPAL MUNICIPAL MUNICIPAL MUNICIPAL VALUE (NUV) VALUE 2 (NUW) INCOME (NMI) VALUE (NEV)

----- Maximum exposure to Recourse Trusts \$ 7,500,000 \$ 8,665,000 \$ 3,005,000 \$ 134,065,000

=====
 48 Nuveen Investments The average floating rate obligations outstanding and average annual interest rate and fees related to self-deposited inverse floaters during the fiscal year ended October 31, 2009, were as follows: MUNICIPAL MUNICIPAL VALUE (NUV) INCOME (NMI) -----
 Average floating rate obligations outstanding \$38,250,000 \$ 3,335,000 Average annual interest rate and fees 0.79% 0.74% =====

Futures Contracts Each Fund is subject to interest rate risk in the normal course of pursuing its investment objectives and is authorized to invest in futures contracts in attempt to manage such risk. Upon entering into a futures contract, a Fund is required to deposit with the broker an amount of cash or liquid securities equal to a specified percentage of the contract amount. This is known as the "initial margin." Cash held by the broker to cover initial margin requirements on open futures contracts, if any, is recognized as "Deposits with brokers for open futures contracts" on the Statement of Assets and Liabilities. Subsequent payments ("variation margin") are made or received by a Fund each day, depending on the daily fluctuation of the value of the contract. Variation margin is recognized as a receivable or payable for "Variation margin on futures contracts" on the Statement of Assets and Liabilities, when applicable. During the period the futures contract is open, changes in the value of the contract are recorded as an unrealized gain or loss by "marking-to-market" on a daily basis to reflect the changes in market value of the contract and is recognized as "Change in net unrealized appreciation (depreciation) of futures contracts" on the Statement of Operations. When the contract is closed or expired, a Fund records a realized gain or loss equal to the difference between the value of the contract on the closing date and value of the contract when originally entered into and is recognized as "Net realized gain (loss) from futures contracts" on the Statement of Operations. Municipal Income (NMI) invested in futures contracts during the fiscal year ended October 31, 2009. Risks of investments in futures contracts include the possible adverse movement of the securities or indices underlying the contracts, the possibility that there may not be a liquid secondary market for the contracts and/or that a change in the value of the contract may not correlate with a change in the value of the underlying securities or indices. The average number of futures contracts outstanding during the fiscal year ended October 31, 2009, was as follows: MUNICIPAL INCOME (NMI)

----- Average number of futures contracts outstanding 5* ===== *

The average number of contracts is calculated based on the outstanding contracts at the beginning of the fiscal year and at the end of each fiscal quarter within the current fiscal year. The Fund was not invested in futures contracts at

the end of the current fiscal year. Refer to Footnote 3 - Derivative Instruments and Hedging Activities for further details on futures contract activity. Market and Counterparty Credit Risk In the normal course of business each Fund may invest in financial instruments and enter into financial transactions where risk of potential loss exists due to changes in the market (market risk) or failure of the other party to the transaction to perform (counterparty credit risk). The potential loss could exceed the value of the financial assets recorded on the financial statements. Financial assets, which potentially expose each Fund to counterparty credit risk, consist principally of cash due from counterparties on forward, option and swap transactions. The extent of each Fund's exposure to counterparty credit risk in respect to these financial assets approximates their carrying value as recorded on the Statement of Assets and Liabilities. Futures contracts expose a Fund to minimal counterparty credit risk as they are exchange traded and the exchange's clearinghouse, which is counterparty to all exchange traded futures, guarantees the futures contracts against default. Each Fund helps manage counterparty credit risk by entering into agreements only with counterparties the Adviser believes have the financial resources to honor their obligations and by having the Adviser monitor the financial stability of the counterparties. Additionally, counterparties may be required to pledge collateral daily (based on the daily valuation of the financial asset) on behalf of each Fund with a value approximately equal to the amount of any unrealized gain above a pre-determined threshold. Reciprocally, when each Fund has an unrealized loss, the Funds have instructed the custodian to pledge assets of the Funds as collateral with a value approximately equal to the amount of the unrealized loss above a pre-determined threshold. Collateral pledges are monitored and subsequently adjusted if and when the valuations fluctuate, either up or down, by at least the predetermined threshold amount.

Nuveen Investments 49 | Notes to | Financial Statements (continued) Zero Coupon Securities Each Fund is authorized to invest in zero coupon securities. A zero coupon security does not pay a regular interest coupon to its holders during the life of the security. Tax-exempt income to the holder of the security comes from accretion of the difference between the original purchase price of the security at issuance and the par value of the security at maturity and is effectively paid at maturity. Such securities are included in the Portfolios of Investments with a 0.000% coupon rate in their description. The market prices of zero coupon securities generally are more volatile than the market prices of securities that pay interest periodically.

Organization and Offering Costs Nuveen Investments, LLC has agreed to reimburse all organization expenses (\$15,000) and pay all offering costs (other than the sales load) that exceed \$.03 per share of each Municipal Value 2's (NUW) and Enhanced Municipal Value's (NEV) shares. Municipal Value 2's (NUW) and Enhanced Municipal Value's (NEV) share offering costs (\$378,000 and \$534,000, respectively) were recorded as reductions of the proceeds from each Fund's sale of shares.

Custodian Fee Credit Each Fund has an arrangement with the custodian bank whereby certain custodian fees and expenses are reduced by net credits earned on each Fund's cash on deposit with the bank. Such deposit arrangements are an alternative to overnight investments. Credits for cash balances may be offset by charges for any days on which a Fund overdraws its account at the custodian bank.

Indemnifications Under the Funds' organizational documents, their Officers and Directors/Trustees are indemnified against certain liabilities arising out of the performance of their duties to the Funds. In addition, in the normal course of business, the Funds enter into contracts that provide general indemnifications to other parties. The Funds' maximum exposure under these arrangements is unknown as this would involve future claims that may be made against the Funds that have not yet occurred. However, the Funds have not had prior claims or losses pursuant to these contracts and expect the risk of loss to be remote.

Use of Estimates The preparation of financial statements in conformity with US generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of increases and decreases in net assets from operations during the reporting period. Actual results may differ from those estimates.

2. FAIR VALUE MEASUREMENTS During the current fiscal period, the Funds adopted authoritative guidance under GAAP on determining fair value measurements. This guidance defines fair value, establishes a framework for measuring fair value in GAAP and expands disclosure about fair value measurements. In determining the value of each Fund's investments various inputs are used. These inputs are summarized in the three broad levels listed below: Level 1 - Quoted prices in active markets for identical securities. Level 2 - Other significant observable inputs (including quoted prices for similar securities, interest rates, prepayment speeds, credit risk, etc.). Level 3 - Significant unobservable inputs (including management's assumptions in determining the fair value of investments). The inputs or methodology used for valuing securities are not an indication of the risk associated with investing in those securities. The following is a summary of each Fund's fair value measurements as of October 31, 2009: MUNICIPAL VALUE (NUV) LEVEL 1 LEVEL 2 LEVEL 3 TOTAL

----- Investments: Municipal Bonds \$ -- \$
 1,877,149,851 \$ -- \$ 1,877,149,851

=====

MUNICIPAL VALUE 2 (NUW) LEVEL 1 LEVEL 2 LEVEL 3 TOTAL

----- Investments: Municipal Bonds \$ -- \$
 202,840,884 \$ -- \$ 202,840,884

=====

MUNICIPAL INCOME (NMI) LEVEL 1 LEVEL 2 LEVEL 3 TOTAL

----- Investments: Municipal Bonds \$ -- \$
 86,329,270 \$ -- \$ 86,329,270

=====

ENHANCED MUNICIPAL VALUE (NEV) LEVEL 1 LEVEL 2 LEVEL 3 TOTAL

----- Investments: Municipal Bonds \$ -- \$
 206,153,272 \$ -- \$ 206,153,272

=====

50 Nuveen Investments 3. DERIVATIVE INSTRUMENTS AND HEDGING ACTIVITIES During the current fiscal period, the Funds adopted amendments to authoritative guidance under GAAP on disclosures about derivative instruments and hedging activities. This guidance is intended to enhance financial statement disclosures for derivative instruments and hedging activities and enable investors to better understand: a) how and why a fund uses derivative instruments; b) how derivative instruments are accounted for; and c) how derivative instruments affect a fund's financial position, results of operations and cash flows, if any. The Funds record derivative instruments at fair value with changes in fair value recognized on the Statement of Operations, when applicable. Even though the Funds' investments in derivatives may represent economic hedges, under this guidance they are considered to be non-hedge transactions for financial reporting purposes. For additional information on the derivative instruments in which each Fund was invested during and at the end of the reporting period, refer to the Portfolio of Investments, Financial Statements and Footnote 1 - General Information and Significant Accounting Policies. The following tables presents the amount of net realized gain (loss) and change in net unrealized appreciation (depreciation) recognized for the fiscal year ended October 31, 2009, on derivative instruments, as well as the primary risk exposure associated with each. Municipal Income (NMI) held derivative instruments during the fiscal year ended October 31, 2009. None of the Funds had derivative contracts outstanding at October 31, 2009. MUNICIPAL NET REALIZED GAIN (LOSS) FROM FUTURES CONTRACTS INCOME (NMI)

----- RISK EXPOSURE Interest Rate \$ 196,281

=====

CHANGE IN NET UNREALIZED APPRECIATION (DEPRECIATION) MUNICIPAL OF FUTURES CONTRACTS INCOME (NMI) ----- RISK EXPOSURE Interest Rate \$ 100,144

===== 4.

FUND SHARES Municipal Value (NUV) and Municipal Income (NMI) did not repurchase any of their outstanding shares during the fiscal years ended October 31, 2009 and October 31, 2008. Municipal Value 2 (NUW) and Enhanced Municipal Value (NEV) did not repurchase any of their shares during the period since commencement of operations through October 31, 2009. Transactions in shares were as follows: MUNICIPAL VALUE (NUV) MUNICIPAL VALUE 2 (NUW) ----- YEAR YEAR FOR THE PERIOD 2/25/09 ENDED ENDED (COMMENCEMENT OF OPERATIONS) 10/31/09 10/31/08 THROUGH 10/31/09 ----- Shares sold -- -- 12,600,000 Shares issued to shareholders due to reinvestment of distributions 1,101,278 709,000 89,479

=====

ENHANCED MUNICIPAL MUNICIPAL INCOME (NMI) VALUE (NEV) ----- YEAR YEAR FOR THE PERIOD 9/25/09 ENDED ENDED (COMMENCEMENT OF OPERATIONS) 10/31/09 10/31/08 THROUGH 10/31/09 ----- Shares sold -- -- 17,800,000 Shares issued to shareholders due to reinvestment of distributions 38,222 21,474 --

5. INVESTMENT TRANSACTIONS Purchases and sales (including maturities but excluding short-term investments and derivative transactions) during the fiscal year ended October 31, 2009, were as follows: ENHANCED MUNICIPAL MUNICIPAL MUNICIPAL MUNICIPAL VALUE (NUV) VALUE 2 (NUW)* INCOME (NMI) VALUE (NEV)** ----- Purchases \$ 103,929,269 \$ 181,597,372 \$ 8,077,712 \$ 217,864,784 Sales and maturities 85,859,409 4,331,405 7,976,845 997,000

* For the period February 25, 2009 (commencement of operations) through October 31, 2009. ** For the period September 25, 2009 (commencement of operations) through October 31, 2009. Nuveen Investments 51 | Notes to | Financial Statements (continued) 6. INCOME TAX INFORMATION The following information is presented on an income tax basis. Differences between amounts for financial statement and federal income tax purposes are primarily due to timing differences in recognizing taxable market discount, timing differences in recognizing certain gains and losses on investments transactions and the treatment of investments in inverse floating rate securities reflected as financing transactions, if any. To the extent that differences arise that are permanent in nature, such amounts are reclassified within the capital accounts on the Statement of Assets and Liabilities presented in the annual report, based on their federal tax basis treatment; temporary differences do not require reclassification. Temporary and permanent differences do not impact the net asset values of the Funds. At October 31, 2009, the cost of investments was as follows: ENHANCED MUNICIPAL MUNICIPAL MUNICIPAL MUNICIPAL VALUE (NUV) VALUE 2 (NUW) INCOME (NMI) VALUE (NEV)

----- Cost of investments \$ 1,827,449,234 \$ 178,230,436 \$ 81,929,183 \$ 216,875,175

Gross unrealized appreciation and gross unrealized depreciation of investments at October 31, 2009, were as follows: ENHANCED MUNICIPAL MUNICIPAL MUNICIPAL MUNICIPAL VALUE (NUV) VALUE 2 (NUW) INCOME (NMI) VALUE (NEV)

----- Gross unrealized: Appreciation \$ 111,949,023 \$ 24,610,448 \$ 4,206,388 \$ 192,600 Depreciation (100,498,052) -- (3,142,369) (10,914,503)

----- Net unrealized appreciation (depreciation) of investments \$ 11,450,971 \$ 24,610,448 \$ 1,064,019 \$ (10,721,903)

The tax components of undistributed net tax-exempt income, net ordinary income and net long-term capital gains at October 31, 2009, the Funds' tax year end, were as follows: ENHANCED MUNICIPAL MUNICIPAL MUNICIPAL MUNICIPAL VALUE (NUV) VALUE 2 (NUW) INCOME (NMI) VALUE (NEV)

----- Undistributed net tax-exempt income * \$ 9,742,098 \$ 371,049 \$ 1,062,247 \$ 711,376 Undistributed net ordinary income ** 374,056 123,015 4,652 17,480 Undistributed net long-term capital gains 1,000,286 -- -- --

* Undistributed net tax-exempt income (on a tax basis) has not been reduced for the dividend declared on October 1, 2009, paid on November 2, 2009. ** Net ordinary income consists of taxable market discount income and net short-term capital gains, if any. The tax character of distributions paid during the Funds' tax years ended October 31, 2009 and October 31, 2008, was designated for purposes of the dividends paid deduction as follows: ENHANCED MUNICIPAL MUNICIPAL MUNICIPAL MUNICIPAL 2009 VALUE (NUV) VALUE 2 (NUW)***** INCOME (NMI) VALUE (NEV)*****

----- Distributions from net tax-exempt income*** \$ 91,855,449 \$ 5,697,143 \$ 4,273,870 \$ -- Distributions from net ordinary income ** 394,292 -- -- -- Distributions from net long-term capital gains***** -- -- -- --

MUNICIPAL MUNICIPAL 2008 VALUE (NUV) INCOME (NMI)

----- Distributions from net tax-exempt income \$ 91,392,283 \$ 4,094,646 Distributions from net ordinary income ** 333,473 --

Distributions from net long-term capital gains 5,504,256 --

=====
 ** Net ordinary income consists of taxable market discount income and net short-term capital gains, if any. *** The Funds hereby designate these amounts paid during the fiscal year ended October 31, 2009, as Exempt Interest Dividends. **** The Funds designated as a long-term capital gain dividend, pursuant to the Internal Revenue Code Section 852(b)(3), the amount necessary to reduce earnings and profits of the Funds related to net capital gain to zero for the tax year ended October 31, 2009. ***** For the period February 25, 2009 (commencement of operations) through October 31, 2009. ***** For the period September 25, 2009 (commencement of operations) through October 31, 2009. 52 Nuveen Investments At October 31, 2009, the Fund's tax year end, Municipal Income (NMI) had unused capital loss carryforwards available for federal income tax purposes to be applied against future capital gains, if any. If not applied, the carryforwards will expire as follows: MUNICIPAL INCOME (NMI)

----- Expiration: October 31, 2011 \$ 6,864,744 October
 31, 2012 916,759 October 31, 2013 165,764 October 31, 2016 164,175 October 31, 2017 289,822
 ----- Total \$ 8,401,264

=====
 7.
 MANAGEMENT FEES AND OTHER TRANSACTIONS WITH AFFILIATES Each Fund's management fee is separated into components - a complex-level component, based on the aggregate amount of all fund assets managed by the Adviser and a specific fund-level component, based only on the amount of assets within each individual Fund, and for Municipal Value (NUV) a gross interest income component. This pricing structure enables Nuveen fund shareholders to benefit from growth in the assets within each individual fund as well as from growth in the amount of complex-wide assets managed by the Adviser. Municipal Value's (NUV) annual fund-level fee, payable monthly, is based upon the average daily net assets of the Fund as follows: MUNICIPAL VALUE (NUV) AVERAGE DAILY NET ASSETS (1) FUND-LEVEL FEE RATE ----- For the first \$500 million .1500% For the next \$500 million .1250 For net assets over \$1 billion .1000

=====
 In addition, Municipal Value (NUV) pays an annual management fee, payable monthly, based on gross interest income (excluding interest on bonds underlying a "self-deposited inverse floater" trust that is attributed to the Fund over and above the net interest earned on the inverse floater itself) as follows: MUNICIPAL VALUE (NUV) GROSS INTEREST INCOME GROSS INCOME FEE RATE ----- For the first \$50 million 4.125% For the next \$50 million 4.000 For gross income over \$100 million 3.875

=====
 Municipal Value 2's (NUW) annual fund-level fee, payable monthly, is based upon the average daily managed net assets of the Fund as follows: MUNICIPAL VALUE 2 (NUW) AVERAGE DAILY MANAGED NET ASSETS (1) FUND-LEVEL FEE RATE ----- For the first \$125 million .4000% For the next \$125 million .3875 For the next \$250 million .3750 For the next \$500 million .3625 For the next \$1 billion .3500 For net assets over \$2 billion .3375

=====
 Nuveen Investments 53 | Notes to | Financial Statements (continued) Municipal Income's (NMI) annual fund-level fee, payable monthly, is based upon the average daily net assets of the Fund as follows: MUNICIPAL INCOME (NMI) AVERAGE DAILY NET ASSETS (1) FUND-LEVEL FEE RATE ----- For the first \$125 million .4500% For the next \$125 million .4375 For the next \$250 million .4250 For the next \$500 million .4125 For the next \$1 billion .4000 For the next \$3 billion .3875 For net assets over \$5 billion .3750

=====
 Enhanced Municipal Value's (NEV) annual fund-level fee, payable monthly, is based upon the average daily managed net assets of the Fund as follows: ENHANCED MUNICIPAL VALUE (NEV) AVERAGE DAILY MANAGED NET ASSETS (1) FUND-LEVEL FEE RATE ----- For the first \$125 million .4500% For the next \$125 million .4375 For the next \$250 million .4250 For the next \$500 million .4125 For the next \$1 billion .4000 For net assets over \$2 billion .3875

=====
 The

annual complex-level fee, payable monthly, which is additive to the fund-level fee and Municipal Value's (NUV) gross interest income fee, for all Nuveen sponsored funds in the U.S., is based on the aggregate amount of total fund net assets managed as stated in the following table. As of October 31, 2009, the complex-level fee rate was .1907%.

The complex-level fee schedule is as follows: COMPLEX-LEVEL NET ASSET BREAKPOINT LEVEL (1)

EFFECTIVE RATE AT BREAKPOINT LEVEL -----	
\$55 billion .2000%	\$56 billion .1996
\$57 billion .1989	\$60 billion .1961
\$63 billion .1931	\$66 billion .1900
\$71 billion .1851	\$76 billion .1806
\$80 billion .1773	\$91 billion .1691
\$125 billion .1599	\$200 billion .1505
\$250 billion .1469	\$300 billion .1445

===== (1)

The complex-level fee component of the management fee for the funds is calculated based upon the aggregate daily managed net assets of all Nuveen funds, with such daily managed net assets defined separately for each fund in its management agreement, but excluding assets attributable to investments in other Nuveen funds. For the complex-level and fund-level fee components, daily managed net assets includes assets managed by the Adviser that are attributable to each fund's use of financial leverage. For these purposes, financial leverage includes the funds' use of preferred stock and borrowings and investments in the residual interest certificates (also called inverse floating rate securities) in tender option bond (TOB) trusts, including the portion of assets held by the TOB trust that has been effectively financed by the trust's issuance of floating rate securities, subject to an agreement by the Adviser to limit the amount of such assets for determining managed net assets in certain circumstances. The management fee compensates the Adviser for overall investment advisory and administrative services and general office facilities. The Funds pay no compensation directly to those of its Directors/Trustees who are affiliated with the Adviser or to its Officers, all of whom receive remuneration for their services to the Funds from the Adviser or its affiliates. The Board of Directors/Trustees has adopted a deferred compensation plan for independent Directors/Trustees that enables Directors/Trustees to elect to defer receipt of all or a portion of the annual compensation they are entitled to receive from certain Nuveen advised funds. Under the plan, deferred amounts are treated as though equal dollar amounts had been invested in shares of select Nuveen advised funds. 54 Nuveen Investments 8. NEW ACCOUNTING STANDARDS Accounting for Transfers of Financial Assets During June 2009, the FASB issued changes to the authoritative guidance under GAAP on accounting for transfers of financial assets. The objective of this guidance is to improve the relevance, representational faithfulness, and comparability of the information that a reporting entity provides in its financial statements about a transfer of financial assets; the effects of a transfer on its financial position, financial performance, and cash flows; and a transferor's continuing involvement, if any, in transferred financial assets. This guidance is effective as of the beginning of each reporting entity's first annual reporting period that begins after November 15, 2009, for interim periods within that first annual reporting period and for interim and annual reporting periods thereafter. Earlier application is prohibited. The recognition and measurement provisions of this guidance must be applied to transfers occurring on or after the effective date. Additionally, the disclosure provisions of this guidance should be applied to transfers that occurred both before and after the effective date of this guidance. At this time, management is evaluating the implications of this guidance and the impact it will have on the financial statement amounts and disclosures, if any. 9. SUBSEQUENT EVENTS Distributions to Shareholders The Funds declared dividend distributions from their tax-exempt net investment income which were paid on December 1, 2009, to shareholders of record on November 15, 2009, as follows: ENHANCED MUNICIPAL MUNICIPAL MUNICIPAL MUNICIPAL VALUE (NUV) VALUE 2 (NUW) INCOME (NMI) VALUE (NEV)

----- Dividend per share \$.0390 \$.0750 \$.0470 \$.0760

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Shares Sold On November 5, 2009, Enhanced Municipal Value (NEV) sold and additional 1,400,000 shares. Evaluation Date In May 2009, the FASB issued changes to authoritative guidance under GAAP for subsequent events. This guidance requires an entity to recognize in the financial statements the effects of all subsequent events that provide additional evidence about conditions that existed at the date of the balance sheet. This guidance is intended to establish general standards of accounting and for disclosure of events that occur after the balance sheet date but before financial statements are issued or are available to be issued. This guidance requires the disclosure of the date through which an entity has evaluated subsequent events and the basis for that date - that is, whether that date represents the date the financial statements were issued or were available to be issued. This guidance is effective for interim and annual periods ending after June 15, 2009. The Funds have performed an evaluation of subsequent events through

December 28, 2009, which is the date the financial statements were issued. Nuveen Investments 55 | Financial | Highlights Selected data for a share outstanding throughout each period: INVESTMENT OPERATIONS

NET BEGINNING NET REALIZED/ NET ASSET INVESTMENT UNREALIZED VALUE INCOME GAIN (LOSS) TOTAL																								
											MUNICIPAL VALUE (NUV)													
											Year Ended													
10/31: 2009	\$ 8.60	\$.49	\$.89	\$ 1.38	2008	10.12	.47	(1.49)	(1.02)	2007	10.39	.46	(.23)	.23	2006	10.15	.47	.26	.73	2005	10.11	.47	.10	.57
MUNICIPAL VALUE 2 (NUW)											Year Ended 10/31:													
2009(b)	14.33	.49	1.94	2.43	MUNICIPAL INCOME (NMI)																			
											Year Ended 10/31:													
2009	9.28	.57	1.06	1.63	2008	10.77	.53	(1.52)	(.99)	2007	11.04	.52	(.28)	.24	2006	10.86	.53	.16	.69	2005	10.76	.54	.09	.63
ENHANCED MUNICIPAL VALUE (NEV)											Year Ended 10/31:													
2009(c)	14.33	.04	(.61)	(.57)																				

LESS DISTRIBUTIONS OFFERING ASSET MARKET INCOME GAINS TOTAL COSTS VALUE VALUE																																		
											ENDING NET NET ENDING INVESTMENT CAPITAL VALUE VALUE																							
											MUNICIPAL VALUE (NUV)																							
											Year Ended 10/31:																							
2009	\$ (.47)	\$ --	\$ (.47)	\$ --	\$ 9.51	\$ 9.91	2008	(.47)	(.03)	(.50)	--	8.60	8.65	2007	(.47)	(.03)	(.50)	--	10.12	9.49	2006	(.47)	(.02)	(.49)	--	10.39	10.16	2005	(.47)	(.06)	(.53)	--	10.15	9.58
MUNICIPAL VALUE 2 (NUW)											Year Ended 10/31:																							
2009(b)	(.53)	--	(.53)	(.03)	16.20	15.84	MUNICIPAL INCOME (NMI)																											
											Year Ended 10/31:																							
2009	(.53)	--	(.53)	--	10.38	10.66	2008	(.50)	--	(.50)	--	9.28	9.89	2007	(.51)	--	(.51)	--	10.77	10.49	2006	(.51)	--	(.51)	--	11.04	10.50	2005	(.53)	--	(.53)	--	10.86	10.56
ENHANCED MUNICIPAL VALUE (NEV)											Year Ended 10/31:																							
2009(c)	--	--	(.03)	13.73	15.00																													

56 Nuveen Investments RATIOS/SUPPLEMENTAL DATA																																							
											TOTAL RETURNS RATIOS TO AVERAGE NET ASSETS**																												
											BASED BASED ON ENDING ON NET NET EXPENSES EXPENSES NET PORTFOLIO MARKET ASSET ASSETS INCLUDING EXCLUDING INVESTMENT TURNOVER VALUE* VALUE* (000) INTEREST (a) INTEREST INCOME RATE																												
											MUNICIPAL VALUE (NUV)																												
											Year Ended 10/31:																												
2009	20.68%	16.51%	\$ 1,872,031	.66%	.64%	5.49%	5%	2008	(3.93)	(10.51)	1,684,418	.65	.61	4.86	16	2007	(1.90)	2.22	1,974,535	.62	.59	4.53	10	2006	11.51	7.40	2,025,964	.59	.59	4.60	6	2005	8.25	5.73	1,979,396	.60	.60	4.64	8
MUNICIPAL VALUE 2 (NUW)											Year Ended 10/31:																												
2009(b)	9.27	16.92	205,709	.67***	.67***	4.84***	2	MUNICIPAL INCOME (NMI)																															
											Year Ended 10/31:																												
2009	13.72	18.06	84,883	.81	.78	5.85	10	2008	(1.01)	(9.53)	75,553	.86	.76	5.08	8	2007	4.78	2.23	87,424	.86	.75	4.76	6	2006	4.42	6.50	89,605	.76	.76	4.83	6	2005	10.21	5.93	88,147	.78	.78	4.99	7
ENHANCED MUNICIPAL VALUE (NEV)											Year Ended 10/31:																												
2009(c)	--	(4.15)	244,558	1.02***	1.02***	3.25***	1																																

* Total Return Based on Market Value is the combination of changes in the market price per share and the effect of reinvested dividend income and reinvested capital gains distributions, if any, at the average price paid per share at the time of reinvestment. The last dividend declared in the period, which is typically paid on the first business day of the

following month, is assumed to be reinvested at the ending market price. The actual reinvestment for the last dividend declared in the period may take place over several days, and in some instances may not be based on the market price, so the actual reinvestment price may be different from the price used in the calculation. Total returns are not annualized. Total Return Based on Net Asset Value is the combination of changes in net asset value, reinvested dividend income at net asset value and reinvested capital gains distributions at net asset value, if any. The last dividend declared in the period, which is typically paid on the first business day of the following month, is assumed to be reinvested at the ending net asset value. The actual reinvest price for the last dividend declared in the period may often be based on the Fund's market price (and not its net asset value), and therefore may be different from the price used in the calculation. Total returns are not annualized. ** Expense ratios do not reflect the reduction of custodian fee credits earned on the Fund's net cash on deposit with the custodian bank and legal fee refund, where applicable. *** Annualized. (a) The expense ratios in the above table reflect, among other things, the interest expense deemed to have been paid by the Fund on the floating rate certificates issued by the special purpose trusts for the self-deposited inverse floaters held by the Fund, as described in Footnote 1 - Inverse Floating Rate Securities. (b) For the period February 25, 2009 (commencement of operations) through October 31, 2009. (c) For the period September 25, 2009 (commencement of operations) through October 31, 2009. See accompanying notes to financial statements. Nuveen Investments 57 Board Members & Officers The management of the Funds, including general supervision of the duties performed for the Funds by the Adviser, is the responsibility of the Board Members of the Funds. The number of board members of the Fund is currently set at nine. None of the board members who are not "interested" persons of the Funds (referred to herein as "independent board members") has ever been a director or employee of, or consultant to, Nuveen or its affiliates. The names and business addresses of the board members and officers of the Funds, their principal occupations and other affiliations during the past five years, the number of portfolios each oversees and other directorships they hold are set forth below. NUMBER PRINCIPAL YEAR FIRST OF PORTFOLIOS OCCUPATION(S) NAME, ELECTED OR IN FUND COMPLEX INCLUDING OTHER BIRTHDATE POSITION(S) HELD APPOINTED OVERSEEN BY DIRECTORSHIPS & ADDRESS WITH THE FUNDS AND TERM(1) BOARD MEMBER DURING PAST 5 YEARS

 INDEPENDENT BOARD MEMBERS: o ROBERT P. BREMNER Private Investor and Management Consultant; 8/22/40 Chairman of Treasurer and Director, Humanities Council of 333 W. Wacker Drive the Board 1997 198 Washington D.C. Chicago, IL 60606 and Board Member o JACK B. EVANS President, The Hall-Perrine Foundation, a private 10/22/48 philanthropic corporation (since 1996); Director 333 W. Wacker Drive Board Member 1999 198 and Chairman, United Fire Group, a publicly held Chicago, IL 60606 company; President Pro Tem of the Board of Regents for the State of Iowa University System; Director, Gazette Companies; Life Trustee of Coe College and the Iowa College Foundation; formerly, Director, Alliant Energy; formerly, Director, Federal Reserve Bank of Chicago; formerly, President and Chief Operating Officer, SCI Financial Group, Inc., a regional financial services firm. o WILLIAM C. HUNTER Dean, Tippie College of Business, University of 3/6/48 Iowa (since 2006); Director (since 2004) of Xerox 333 W. Wacker Drive Board Member 2004 198 Corporation; Director (since 2005), Beta Gamma Chicago, IL 60606 Sigma International Honor Society; formerly, Dean and Distinguished Professor of Finance, School of Business at the University of Connecticut (2003-2006); previously, Senior Vice President and Director of Research at the Federal Reserve Bank of Chicago (1995-2003); Director, SS&C Technologies, Inc. (May 2005-October 2005); formerly, Director (1997-2007), Credit Research Center at Georgetown University. o DAVID J. KUNDERT Director, Northwestern Mutual Wealth Management 10/28/42 Company; retired (since 2004) as Chairman, JPMorgan 333 W. Wacker Drive Board Member 2005 198 Fleming Asset Management, President and CEO, Banc Chicago, IL 60606 One Investment Advisors Corporation, and President, One Group Mutual Funds; prior thereto, Executive Vice President, Banc One Corporation and Chairman and CEO, Banc One Investment Management Group; Member, Board of Regents, Luther College; member of the Wisconsin Bar Association; member of Board of Directors, Friends of Boerner Botanical Gardens; member of Investment Committee, Greater Milwaukee Foundation. o WILLIAM J. SCHNEIDER Chairman of Miller-Valentine Partners Ltd., a real 9/24/44 estate investment company; formerly, Senior Partner 333 W. Wacker Drive Board Member 1997 198 and Chief Operating Officer (retired, 2004) of Chicago, IL 60606 Miller-Valentine Group; member, University of Dayton Business School Advisory Council; member, Dayton Philharmonic Orchestra Association; formerly, member, Business Advisory Council, Cleveland Federal Reserve Bank; formerly, Director, Dayton Development Coalition. 58 Nuveen Investments NUMBER

PRINCIPAL YEAR FIRST OF PORTFOLIOS OCCUPATION(S) NAME, ELECTED OR IN FUND COMPLEX INCLUDING OTHER BIRTHDATE POSITION(S) HELD APPOINTED OVERSEEN BY DIRECTORSHIPS & ADDRESS WITH THE FUNDS AND TERM(1) BOARD MEMBER DURING PAST 5 YEARS

INDEPENDENT BOARD MEMBERS: Executive Director, Gaylord and Dorothy Donnelley o JUDITH M. STOCKDALE Foundation (since 1994); prior thereto, Executive 12/29/47 Director, Great Lakes Protection Fund (from 1990 to 333 W. Wacker Drive Board Member 1997 198 1994). Chicago, IL 60606 o CAROLE E. STONE Director, Chicago Board Options Exchange (since 6/28/47 2006); Director, C2 Options Exchange, Incorporated 333 W. Wacker Drive Board Member 2007 198 (since 2009); Commissioner, New York State Chicago, IL 60606 Commission on Public Authority Reform (since 2005); formerly, Chair, New York Racing Association Oversight Board (2005-2007). o TERENCE J. TOTH Director, Legal & General Investment Management 9/29/59 America, Inc. (since 2008); Managing Partner, Musso 333 W. Wacker Drive Board Member 2008 198 Capital Management (since 2008); formerly, CEO and Chicago, IL 60606 President, Northern Trust Investments (2004-2007); Executive Vice President, Quantitative Management & Securities Lending (2004-2007); prior thereto, various positions with Northern Trust Company (since 1994); Member: Goodman Theatre Board (since 2004), Chicago Fellowship Boards (since 2005), University of Illinois Leadership Council Board (since 2007) and Catalyst Schools of Chicago Board (since 2008); formerly, Member: Northern Trust Mutual Funds Board (2005-2007), Northern Trust Investments Board (2004-2007), Northern Trust Japan Board (2004-2007), Northern Trust Securities Inc. Board (2003-2007) and Northern Trust Hong Kong Board (1997-2004). INTERESTED BOARD MEMBER: Chief Executive Officer (since July 2007) and o JOHN P. AMBOIAN(2) Director (since 1999) of Nuveen Investments, Inc.; 6/14/61 Chief Executive Officer (since 2007) of Nuveen 333 W. Wacker Drive Board Member 2008 198 Asset Management, Nuveen Investments Advisors, Inc. Chicago, IL 60606 formerly, President (1999-2004) of Nuveen Advisory Corp. and Nuveen Institutional Advisory Corp.(3) Nuveen Investments 59 Board Members & Officers (continued) NUMBER OF PORTFOLIOS NAME, YEAR FIRST IN FUND COMPLEX PRINCIPAL BIRTHDATE POSITION(S) HELD ELECTED OR OVERSEEN OCCUPATION(S) AND ADDRESS WITH THE FUNDS APPOINTED(4) BY OFFICER DURING PAST 5 YEARS

OFFICERS OF THE FUNDS: Managing Director (since 2002), Assistant o GIFFORD R. ZIMMERMAN Secretary and Associate General Counsel of 9/9/56 Chief Nuveen Investments, LLC; Managing Director, 333 W. Wacker Drive Administrative 1988 198 Associate General Counsel and Assistant Chicago, IL 60606 Officer Secretary, of Nuveen Asset Management (since 2002) and of Symphony Asset Management LLC, (since 2003); Vice President and Assistant Secretary of NWQ Investment Management Company, LLC. (since 2002), Nuveen Investments Advisers Inc. (since 2002), Tradewinds Global Investors, LLC, and Santa Barbara Asset Management, LLC (since 2006), Nuveen HydePark Group LLC and Nuveen Investment Solutions, Inc. (since 2007); Managing Director (since 2004) and Assistant Secretary (since 1994) of Nuveen Investments, Inc.; formerly, Managing Director (2002-2004), General Counsel (1998-2004) and Assistant Secretary of Nuveen Advisory Corp. and Nuveen Institutional Advisory Corp.(3); Chartered Financial Analyst. o WILLIAM ADAMS IV Executive Vice President of Nuveen Investments, 6/9/55 Inc.; Executive Vice President, U.S. Structured 333 W. Wacker Drive Vice President 2007 123 Products of Nuveen Investments, LLC, (since Chicago, IL 60606 1999), prior thereto, Managing Director of Structured Investments. o MARK J.P. ANSON President and Executive Director of Nuveen 6/10/59 Investments, Inc. (since 2007); President of 333 W. Wacker Drive Vice President 2009 198 Nuveen Investments Institutional Services Group Chicago, IL 60606 LLC (since 2007); previously, Chief Executive Officer of the British Telecom Pension Scheme (2006-2007) and Chief Investment Officer of Calpers (1999-2006); PhD, Chartered Financial Analyst, Chartered Alternative Investment Analyst, Certified Public Accountant, Certified Management Accountant and Certified Internal Auditor. o CEDRIC H. ANTOSIEWICZ Managing Director, (since 2004), previously, 1/11/62 Vice President (1993-2004) of Nuveen 333 W. Wacker Drive Vice President 2007 123 Investments, LLC. Chicago, IL 60606 o NIZIDA ARRIAGA Vice President (since 2007) of Nuveen 6/1/68 Investments, LLC; previously, Portfolio Manager, 333 W. Wacker Drive Vice President 2009 198 Allstate Investments, LLC (1996-2006); Chartered Chicago, IL 60606 Financial Analyst. o MICHAEL T. ATKINSON Vice President (since 2002) of Nuveen 2/3/66 Vice President Investments, LLC.; Vice President of Nuveen 333 W. Wacker Drive and Assistant 2000 198 Asset Management (since 2005). Chicago, IL 60606 Secretary o MARGO L. COOK Executive Vice President (since Oct 2008) of 4/11/64 Nuveen Investments,

Inc.; previously, Head of 333 W. Wacker Drive Vice President 2009 198 Institutional Asset Management (2007-2008) of Chicago, IL 60606 Bear Stearns Asset Management; Head of Institutional Asset Mgt (1986-2007) of Bank of NY Mellon; Chartered Financial Analyst. o LORNA C. FERGUSON Managing Director (since 2004) of Nuveen 10/24/45 Investments, LLC; Managing Director (since 2005) 333 W. Wacker Drive Vice President 1998 198 of Nuveen Asset Management; Managing Director Chicago, IL 60606 (2004-2005), of Nuveen Advisory Corp. and Nuveen Institutional Advisory Corp.(3) 60 Nuveen Investments NUMBER OF PORTFOLIOS NAME, YEAR FIRST IN FUND COMPLEX PRINCIPAL BIRTHDATE POSITION(S) HELD ELECTED OR OVERSEEN OCCUPATION(S) AND ADDRESS WITH THE FUNDS APPOINTED(4) BY OFFICER DURING PAST 5 YEARS -----

OFFICERS OF THE FUNDS: Vice President (since 1993) and Funds Controller o STEPHEN D. FOY (since 1998) of Nuveen Investments, LLC; Vice 5/31/54 Vice President President (since 2005) of Nuveen Asset 333 W. Wacker Drive and Controller 1998 198 Management; Certified Public Accountant. Chicago, IL 60606 o SCOTT S. GRACE Managing Director, Corporate Finance & 8/20/70 Vice President Development, Treasurer (since September 2009) of 333 West Wacker Drive and Treasurer 2009 198 Nuveen Investments, LLC, formerly, Treasurer Chicago, IL 60606 (2006-2009), Senior Vice President (2008-2009), previously, Vice President (2006-2008) of Janus Capital Group, Inc.; formerly. Senior Associate in Morgan Stanley's Global Financial Services Group (2000-2003); Chartered Accountant Designation. o WILLIAM T. HUFFMAN Chief Operating Officer, Municipal Fixed Income 5/7/69 (since 2008) of Nuveen Asset Management; 333 W. Wacker Drive Vice President 2009 134 previously, Chairman, President and Chief Chicago, IL 60606 Executive Officer (2002 - 2007) of Northern Trust Global Advisors, Inc. and Chief Executive Officer (2007) of Northern Trust Global Investments Limited; Certified Public Accountant. o WALTER M. KELLY Senior Vice President (since 2008), Vice 2/24/70 Chief Compliance President (2006-2008) formerly, Assistant Vice 333 W. Wacker Drive Officer and 2003 198 President and Assistant General Counsel Chicago, IL 60606 Vice President (2003-2006) of Nuveen Investments, LLC; Vice President (since 2006) and Assistant Secretary (since 2008) of Nuveen Asset Management. o DAVID J. LAMB Senior Vice President (since 2009), formerly, 3/22/63 Vice President (2000-2009) of Nuveen 333 W. Wacker Drive Vice President 2000 198 Investments, LLC; Vice President (since 2005) of Chicago, IL 60606 Nuveen Asset Management; Certified Public Accountant. o TINA M. LAZAR Senior Vice President (since 2009), formerly, 8/27/61 Vice President of Nuveen Investments, LLC 333 W. Wacker Drive Vice President 2002 198 (1999-2009); Vice President of Nuveen Asset Chicago, IL 60606 Management (since 2005). o LARRY W. MARTIN Vice President, Assistant Secretary and 7/27/51 Vice President Assistant General Counsel of Nuveen Investments, 333 W. Wacker Drive and Assistant 1988 198 LLC; Vice President (since 2005) and Assistant Chicago, IL 60606 Secretary Secretary of Nuveen Investments, Inc.; Vice President (since 2005) and Assistant Secretary (since 1997) of Nuveen Asset Management; Vice President and Assistant Secretary of Nuveen Investments Advisers Inc. (since 2002); NWQ Investment Management Company, LLC (since 2002), Symphony Asset Management LLC (since 2003), Tradewinds Global Investors, LLC, Santa Barbara Asset Management LLC (since 2006) and of Nuveen HydePark Group, LLC and Nuveen Investment Solutions, Inc. (since 2007); formerly, Vice President and Assistant Secretary of Nuveen Advisory Corp. and Nuveen Institutional Advisory Corp.(3) o KEVIN J. MCCARTHY Managing Director (since 2008), formerly, Vice 3/26/66 Vice President President (2007-2008), Nuveen Investments, LLC; 333 W. Wacker Drive and Secretary 2007 198 Managing Director (since 2008), formerly, Vice Chicago, IL 60606 President, and Assistant Secretary, Nuveen Asset Management, and Nuveen Investments Holdings, Inc.; Vice President (since 2007) and Assistant Secretary, Nuveen Investment Advisers Inc., Nuveen Investment Institutional Services Group LLC, NWQ Investment Management Company, LLC, Tradewinds Global Investors LLC, NWQ Holdings, LLC, Symphony Asset Management LLC, Santa Barbara Asset Management LLC, Nuveen HydePark Group, LLC and Nuveen Investment Solutions, Inc. (since 2007); prior thereto, Partner, Bell, Boyd & Lloyd LLP (1997- 2007). Nuveen Investments 61 Board Members & Officers (continued) NUMBER OF PORTFOLIOS NAME, YEAR FIRST IN FUND COMPLEX PRINCIPAL BIRTHDATE POSITION(S) HELD ELECTED OR OVERSEEN OCCUPATION(S) AND ADDRESS WITH THE FUNDS APPOINTED(4) BY OFFICER DURING PAST 5 YEARS -----

OFFICERS OF THE FUNDS: Chief Investment Officer and Managing Director o JOHN V. MILLER (since 2007), formerly, Vice President 4/10/67 (2002-2007) of Nuveen Asset Management and 333 W. Wacker Drive Vice President 2007 134 Managing Director (since 2007), formerly Vice Chicago, IL 60606 President (2002-2007) Nuveen

Investments, LLC; Chartered Financial Analyst. o GREGORY MINO Vice President of Nuveen Investments, LLC (since 1/4/71 2008); previously, Director (2004-2007) and 333 W. Wacker Drive Vice President 2009 198 Executive Director (2007-2008) of UBS Global Chicago, IL 60606 Asset Management; previously, Vice President (2000-2003) and Director (2003-2004) of Merrill Lynch Investment Managers; Chartered Financial Analyst. o CHRISTOPHER M. ROHRBACHER Vice President, Nuveen Investments, LLC (since 8/1/71 Vice President 2008); Vice President and Assistant Secretary, 333 W. Wacker Drive and Assistant 2008 198 Nuveen Asset Management (since 2008); prior Chicago, IL 60606 Secretary thereto, Associate, Skadden, Arps, Slate Meagher & Flom LLP (2002-2008). o JAMES F. RUANE Vice President, Nuveen Investments, LLC (since 7/3/62 Vice President 2007); prior thereto, Partner, Deloitte & Touche 333 W. Wacker Drive and Assistant 2007 198 USA LLP (2005-2007), formerly, senior tax Chicago, IL 60606 Secretary manager (2002-2005); Certified Public Accountant. o MARK L. WINGET Vice President, Nuveen Investments, LLC (since 12/21/68 Vice President 2008); Vice President and Assistant Secretary, 333 W. Wacker Drive and Assistant 2008 198 Nuveen Asset Management (since 2008); prior Chicago, IL 60606 Secretary thereto, Counsel, Vedder Price P.C. (1997-2007). (1) Board Members serve three year terms. The Board of Trustees is divided into three classes. Class I, Class II, and Class III, with each being elected to serve until the third succeeding annual shareholders' meeting subsequent to its election or thereafter in each case when its respective successors are duly elected or appointed. The first year elected or appointed represents the year in which the board member was first elected or appointed to any fund in the Nuveen Complex. (2) Mr. Amboian is an interested trustee because of his position with Nuveen Investments, Inc. and certain of its subsidiaries, which are affiliates of the Nuveen Funds. (3) Nuveen Advisory Corp. and Nuveen Institutional Advisory Corp. were reorganized into Nuveen Asset Management, effective January 1, 2005. (4) Officers serve one year terms through July of each year. The year first elected or appointed represents the year in which the Officer was first elected or appointed to any fund in the Nuveen Complex. 62 Nuveen Investments Annual Investment Management Agreement Approval Process The Investment Company Act of 1940, as amended (the "1940 Act"), provides, in substance, that each investment advisory agreement between a fund and its investment adviser will continue in effect from year to year only if its continuance is approved at least annually by the fund's board members, including by a vote of a majority of the board members who are not parties to the advisory agreement or "interested persons" of any parties (the "Independent Board Members"), cast in person at a meeting called for the purpose of considering such approval. In connection with such approvals, the fund's board members must request and evaluate, and the investment adviser is required to furnish, such information as may be reasonably necessary to evaluate the terms of the advisory agreement. Accordingly, at a meeting held on May 27-29, 2009 (the "May Meeting"), the Boards of Trustees or Directors (as the case may be) (each, a "Board" and each Trustee or Director, a "Board Member") of the Funds (other than the Nuveen Municipal Value Fund 2 (the "Municipal Value Fund 2") and the Nuveen Enhanced Municipal Value Fund (the "Enhanced Municipal Value Fund")), including a majority of the Independent Board Members, considered and approved the continuation of the advisory agreements (each an "Advisory Agreement") between each Fund (other than the Municipal Value Fund 2 and the Enhanced Municipal Value Fund) and Nuveen Asset Management ("NAM") for an additional one-year period. In preparation for their considerations at the May Meeting, such Boards also held a separate meeting on April 21-22, 2009 (the "April Meeting"). Accordingly, the factors considered and determinations made regarding the renewals by the Independent Board Members include those made at the April Meeting. The Municipal Value Fund 2 and the Enhanced Municipal Value Fund are new Funds. The initial Advisory Agreement between NAM and the Municipal Value Fund 2 was approved separately at a meeting of such Fund's Board held on January 27, 2009 and was not up for renewal at the May Meeting. The initial Advisory Agreement between NAM and the Enhanced Municipal Value Fund was approved separately at a meeting of such Fund's Board held on July 28-29, 2009. The discussion of the approvals for the Nuveen Municipal Value Fund, Inc. and the Nuveen Municipal Income Fund, Inc. is set forth below in Section I, followed by the discussion in Section II of the approval for the Enhanced Municipal Value Fund. The discussion of the approval for the Municipal Value Fund 2 was included in the semi-annual report for such Fund for the period ending April 30, 2009. Nuveen Investments 63 Annual Investment Management Agreement Approval Process (continued) I. NUVEEN MUNICIPAL VALUE FUND, INC. NUVEEN MUNICIPAL INCOME FUND, INC. With respect to the Funds listed above (for purposes of this Section I, the "Funds"), in evaluating the applicable Advisory Agreements (for purposes of this Section I, the "Advisory Agreements"), the Independent Board Members reviewed a broad range of information relating to the Funds and NAM, including absolute performance, fee and expense information for the Funds as well as comparative performance, fee and expense information for a comparable peer

group of funds, the performance information of recognized and/or customized benchmarks (as applicable) of the Funds, the profitability of Nuveen for its advisory activities (which includes its wholly owned subsidiaries other than Winslow Capital Management, Inc. ("Winslow Capital"), which was recently acquired in December 2008), and other information regarding the organization, personnel, and services provided by NAM. The Independent Board Members also met quarterly as well as at other times as the need arose during the year and took into account the information provided at such meetings and the knowledge gained therefrom. Prior to approving the renewal of the Advisory Agreements, the Independent Board Members reviewed the foregoing information with their independent legal counsel and with management, reviewed materials from independent legal counsel describing applicable law and their duties in reviewing advisory contracts, and met with independent legal counsel in private sessions without management present. The Independent Board Members considered the legal advice provided by independent legal counsel and relied upon their knowledge of NAM, its services and the Funds resulting from their meetings and other interactions throughout the year and their own business judgment in determining the factors to be considered in evaluating the Advisory Agreements. Each Board Member may have accorded different weight to the various factors in reaching his or her conclusions with respect to a Fund's Advisory Agreement. The Independent Board Members did not identify any single factor as all-important or controlling. The Independent Board Members' considerations were instead based on a comprehensive consideration of all the information presented. The principal factors considered by the Board and its conclusions are described below.

A. NATURE, EXTENT AND QUALITY OF SERVICES In considering renewal of the Advisory Agreements, the Independent Board Members considered the nature, extent and quality of NAM's services, including advisory services and administrative services. The Independent Board Members reviewed materials outlining, among other things, NAM's organization and business; the types of services that NAM or its affiliates provide and are expected to provide to the Funds; the performance record of the applicable Fund (as described in further detail below); and any initiatives Nuveen had taken for the applicable fund product line. In reviewing the services provided and the initiatives undertaken during the past year, the Independent Board Members recognized the severe market turmoil experienced in the capital markets during recent periods, including sustained periods of high volatility, credit disruption and government intervention. The Independent Board Members considered NAM's efforts, expertise and other actions taken to address matters as they 64 Nuveen Investments arose that impacted the Funds. The Independent Board Members recognized the role of the Investment Services group which, among other things, monitors the various positions throughout the Nuveen fund complex to identify and address any systematic risks. In addition, the Capital Markets Committee of NAM provides a multi-departmental venue for developing new policies to mitigate any risks. The Independent Board Members further recognized NAM's continuous review of the Nuveen funds' investment strategies and mandates in seeking to continue to refine and improve the investment process for the funds, particularly in light of market conditions. With respect to closed-end funds that issued auction rate preferred shares ("ARPs") or that otherwise utilize leverage, the Independent Board Members noted, in particular, NAM's efforts in re-finance the preferred shares of such funds frozen by the collapse of the auction rate market and managing leverage during a period of rapid market declines, particularly for the non-equity funds. Such efforts included negotiating and maintaining the availability of bank loan facilities and other sources of credit used for investment purposes or to satisfy liquidity needs, liquidating portfolio securities during difficult times to meet leverage ratios, and seeking alternative forms of debt and other leverage that may over time reduce financing costs associated with ARPs and enable the funds that have issued ARPs to restore liquidity to ARPs holders. The Independent Board Members also noted Nuveen's continued commitment and efforts to keep investors and financial advisers informed as to its progress with the ARPs through, among other things, conference calls, emails, press releases, information posted on its website, and telephone calls and in-person meetings with financial advisers. In addition to the foregoing, the Independent Board Members also noted the additional services that NAM or its affiliates provide to closed-end funds, including, in particular, Nuveen's continued commitment to supporting the secondary market for the common shares of its closed-end funds through a variety of programs designed to raise investor and analyst awareness and understanding of closed-end funds. These efforts include maintaining an investor relations program to provide timely information and education to financial advisers and investors; providing advertising and marketing for the closed-end funds; maintaining websites; and providing educational seminars. As part of their review, the Independent Board Members also evaluated the background, experience and track record of NAM's investment personnel. In this regard, the Independent Board Members considered any changes in the personnel, and the impact on the level of services provided to the Funds, if any. The Independent Board Members also reviewed

information regarding portfolio manager compensation arrangements to evaluate NAM's ability to attract and retain high quality investment personnel, preserve stability, and reward performance but not provide an incentive for taking undue risks. In addition to advisory services, the Independent Board Members considered the quality of administrative services provided by NAM and its affiliates including product management, fund administration, oversight of service providers, shareholder services, administration of Board relations, regulatory and portfolio compliance and legal support. Given the importance of compliance, the Independent Board Members considered NAM's compliance program, including the report of the chief compliance officer regarding the Funds' compliance policies and procedures. Nuveen Investments 65 Annual Investment Management Agreement Approval Process (continued) Based on their review, the Independent Board Members found that, overall, the nature, extent and quality of services provided (and expected to be provided) to the respective Funds under the Advisory Agreements were satisfactory. B. THE INVESTMENT PERFORMANCE OF THE FUNDS AND NAM The Board considered the investment performance of each Fund, including the Fund's historic performance as well as its performance compared to funds with similar investment objectives (the "Performance Peer Group") based on data provided by an independent provider of mutual fund data as well as recognized and/or customized benchmarks (as applicable). The Independent Board Members reviewed performance information including, among other things, total return information compared with the Fund's Performance Peer Group and recognized and/or customized benchmarks (as applicable) for the quarter-, one-, three- and five-year periods (as applicable) ending December 31, 2008 and for the same periods (as applicable) ending March 31, 2009. The Independent Board Members also reviewed performance information of the Nuveen municipal funds managed by NAM in the aggregate ranked by peer group and the performance of such funds, in the aggregate, relative to their benchmark. This information supplemented the Fund performance information provided to the Board at each of its quarterly meetings. In comparing a fund's performance with that of its Performance Peer Group, the Independent Board Members took into account that the closest Performance Peer Group in certain instances may not adequately reflect the respective fund's investment objectives and strategies thereby hindering a meaningful comparison of the fund's performance with that of the Performance Peer Group. The Independent Board Members further considered the performance of the Funds in the context of the volatile market conditions during the past year, and their impact on various asset classes and the portfolio management of the Funds. Based on their review and factoring in the severity of market turmoil in 2008, the Independent Board Members determined that each Fund's investment performance over time had been satisfactory. C. FEES, EXPENSES AND PROFITABILITY 1. Fees and Expenses The Board evaluated the management fees and expenses of each Fund reviewing, among other things, such Fund's gross management fees, net management fees and total expense ratios (before and after expense reimbursements and/or waivers) in absolute terms as well as compared to the fee and expenses of a comparable universe of unaffiliated funds based on data provided by an independent fund data provider (the "Peer Universe") and in certain cases, to a more focused subset of funds in the Peer Universe (the "Peer Group"). The Independent Board Members further reviewed data regarding the construction of the applicable Peer Universe and Peer Group. In reviewing the comparisons of fee and expense information, the Independent Board Members took into account that in certain instances various factors such as the asset level of a fund relative to peers, the 66 Nuveen Investments size and particular composition of the Peer Universe or Peer Group, the investment objectives of the peers, expense anomalies, changes in the funds comprising the Peer Universe or Peer Group from year to year, levels of reimbursement and the timing of information used may impact the comparative data, thereby limiting the ability to make a meaningful comparison. In addition, the Independent Board Members considered, among other things, the differences in the use and type of leverage compared to the peers. In reviewing the fee schedule for a Fund, the Independent Board Members also considered the fund-level and complex-wide breakpoint schedules (described in further detail below) and any fee waivers and reimbursements provided by Nuveen (applicable, in particular, for certain closed-end funds launched since 1999). Based on their review of the fee and expense information provided, the Independent Board Members determined that each Fund's management fees and net total expense ratio were reasonable in light of the nature, extent and quality of services provided to the Fund. 2. Comparisons with the Fees of Other Clients The Independent Board Members further reviewed information regarding the nature of services and fee rates offered by NAM to other clients. Such other clients include NAM's municipal separately managed accounts. In evaluating the comparisons of fees, the Independent Board Members noted that the fee rates charged to the Funds and other clients vary, among other things, because of the different services involved and the additional regulatory and compliance requirements associated with registered investment companies, such as the Funds. Accordingly, the

Independent Board Members considered the differences in the product types, including, but not limited to, the services provided, the structure and operations, product distribution and costs thereof, portfolio investment policies, investor profiles, account sizes and regulatory requirements. The Independent Board Members noted, in particular, that the range of services provided to the Funds (as discussed above) is much more extensive than that provided to separately managed accounts. Given the inherent differences in the products, particularly the extensive services provided to the Funds, the Independent Board Members believe such facts justify the different levels of fees.

3. Profitability of Nuveen In conjunction with its review of fees, the Independent Board Members also considered the profitability of Nuveen for its advisory activities (which incorporated Nuveen's wholly-owned affiliated sub-advisers other than Winslow Capital) and its financial condition. The Independent Board Members reviewed the revenues and expenses of Nuveen's advisory activities for the last two years, the allocation methodology used in preparing the profitability data and an analysis of the key drivers behind the changes in revenues and expenses that impacted profitability in 2008. In addition, the Independent Board Members reviewed information regarding the financial results of Nuveen for 2008 based on its Form 8-K filed on March 31, 2009. The Independent Board Members noted this information supplemented the profitability information requested and received during the year to help keep them apprised of developments affecting profitability (such as changes in fee waivers and expense reimbursement commitments). In this regard, the Independent Board Nuveen Investments 67 Annual Investment Management Agreement Approval Process (continued) Members noted that they had also appointed an Independent Board Member as a point person to review and keep them apprised of changes to the profitability analysis and/or methodologies during the year. The Independent Board Members also considered Nuveen's revenues for advisory activities, expenses, and profit margin compared to that of various unaffiliated management firms with similar amounts of assets under management and relatively comparable asset composition prepared by Nuveen. In reviewing profitability, the Independent Board Members recognized the subjective nature of determining profitability which may be affected by numerous factors including the allocation of expenses. Further, the Independent Board Members recognized the difficulties in making comparisons as the profitability of other advisers generally is not publicly available and the profitability information that is available for certain advisers or management firms may not be representative of the industry and may be affected by, among other things, the adviser's particular business mix, capital costs, types of funds managed and expense allocations. Notwithstanding the foregoing, the Independent Board Members reviewed Nuveen's methodology and assumptions for allocating expenses across product lines to determine profitability. In reviewing profitability, the Independent Board Members recognized Nuveen's investment in its fund business. Based on their review, the Independent Board Members concluded that Nuveen's level of profitability for its advisory activities was reasonable in light of the services provided. In evaluating the reasonableness of the compensation, the Independent Board Members also considered other amounts paid to NAM by the Funds as well as any indirect benefits (such as soft dollar arrangements, if any) NAM and its affiliates receive, or are expected to receive, that are directly attributable to the management of the Funds, if any. See Section E below for additional information on indirect benefits NAM may receive as a result of its relationship with the Funds. Based on their review of the overall fee arrangements of each Fund, the Independent Board Members determined that the advisory fees and expenses of the respective Fund were reasonable.

D. ECONOMIES OF SCALE AND WHETHER FEE LEVELS REFLECT THESE ECONOMIES OF SCALE With respect to economies of scale, the Independent Board Members have recognized the potential benefits resulting from the costs of a fund being spread over a larger asset base, although economies of scale are difficult to measure and predict with precision, particularly on a fund-by-fund basis. One method to help ensure the shareholders share in these benefits is to include breakpoints in the advisory fee schedule. Generally, management fees for funds in the Nuveen complex are comprised of a fund-level component and a complex-level component, subject to certain exceptions. Accordingly, the Independent Board Members reviewed and considered the applicable fund-level breakpoints in the advisory fee schedules that reduce advisory fees as asset levels increase. In this regard, the Independent Board Members noted that although closed-end funds may from time-to-time make additional share offerings, the growth of their assets will occur primarily through the appreciation of such funds' investment portfolio.

68 Nuveen Investments While economies of scale result when costs can be spread over a larger asset base, the Independent Board Members also recognized that the asset levels generally declined in 2008 due to, among other things, the market downturn. Accordingly, for funds with a reduction in assets under management, advisory fee levels may have increased as breakpoints in the fee schedule were no longer surpassed. In addition to fund-level advisory fee breakpoints, the Board also considered the Funds' complex-wide fee arrangement. Pursuant to the complex-wide fee

arrangement, the fees of the funds in the Nuveen complex generally are reduced as the assets in the fund complex reach certain levels. The complex-wide fee arrangement seeks to provide the benefits of economies of scale to fund shareholders when total fund complex assets increase, even if assets of a particular fund are unchanged or have decreased. The approach reflects the notion that some of Nuveen's costs are attributable to services provided to all its funds in the complex and therefore all funds benefit if these costs are spread over a larger asset base. Generally, the complex-wide pricing reduces Nuveen's revenue because total complex fund assets have consistently grown in prior years. As noted, however, total fund assets declined in 2008 resulting in a smaller downward adjustment of revenues due to complex-wide pricing compared to the prior year. Based on their review, the Independent Board Members concluded that the breakpoint schedules and complex-wide fee arrangement were acceptable and reflect economies of scale to be shared with shareholders when assets under management increase.

E. INDIRECT BENEFITS In evaluating fees, the Independent Board Members received and considered information regarding potential "fall out" or ancillary benefits NAM or its affiliates may receive as a result of its relationship with each Fund. In this regard, the Independent Board Members considered revenues received by affiliates of NAM for serving as agent at Nuveen's trading desk. In addition to the above, the Independent Board Members considered whether NAM received any benefits from soft dollar arrangements whereby a portion of the commissions paid by a Fund for brokerage may be used to acquire research that may be useful to NAM in managing the assets of the Funds and other clients. The Independent Board Members noted that NAM does not currently have any soft dollar arrangements; however, to the extent certain bona fide agency transactions that occur on markets that traditionally trade on a principal basis and riskless principal transactions are considered as generating "commissions," NAM intends to comply with the applicable safe harbor provisions. Based on their review, the Independent Board Members concluded that any indirect benefits received by NAM as a result of its relationship with the Funds were reasonable and within acceptable parameters.

Nuveen Investments 69 F. OTHER CONSIDERATIONS The Independent Board Members did not identify any single factor discussed previously as all-important or controlling. The Board Members, including the Independent Board Members, unanimously concluded that the terms of the Advisory Agreements are fair and reasonable, that NAM's fees are reasonable in light of the services provided to each Fund and that the Advisory Agreements be renewed.

II Nuveen Enhanced Municipal Value Fund The Board Members are responsible for approving the advisory arrangement of the Enhanced Municipal Value Fund (for purposes of this Section II, the "Fund") and, at a meeting held on July 28-29, 2009 (for purposes of this Section II, the "Meeting"), the Board Members, including the Independent Board Members, considered and approved the investment advisory agreement (for purposes of this Section II, the "Advisory Agreement") between NAM and the Fund. To assist the Board in its evaluation of the Advisory Agreement at the Meeting, the Independent Board Members had received, in adequate time in advance of the Meeting or at prior meetings, materials which outlined, among other things: o the nature, extent and quality of services expected to be provided by NAM; o the organization of NAM, including the responsibilities of various departments and key personnel; o the expertise and background of NAM with respect to the Fund's investment strategy; o certain performance-related information (as described below); o the profitability of Nuveen Investments, Inc. ("Nuveen") (which incorporated Nuveen's wholly-owned affiliated sub-advisers other than Winslow Capital Management, Inc. ("Winslow Capital") which was recently acquired in December 2008); o the proposed management fees of NAM, including comparisons of such fees with the management fees of comparable funds; o the expected expenses of the Fund, including comparisons of the Fund's expected expense ratio with the expense ratios of comparable funds; and o the soft dollar practices of NAM, if any. At the Meeting, NAM made a presentation to and responded to questions from the Board. During the Meeting, the Independent Board Members also met privately with their legal counsel to review the Board's duties under the Investment Company Act of 1940 (the "1940 Act"), the general principles of state law in reviewing and approving advisory contracts, the standards used by courts in determining whether investment company boards of directors have fulfilled their duties, factors to be considered in voting on advisory contracts and an adviser's fiduciary duty with respect to advisory agreements and compensation. It is with this background that the Independent Board Members considered the Advisory Agreement for the Fund. As outlined in more detail below, the Independent Board Members considered all factors they believed relevant with respect to the Fund, including the following: (a) the nature, extent and quality of the 70 Nuveen Investments services to be provided by NAM; (b) investment performance, as described below; (c) the profitability of Nuveen and its affiliates; (d) the extent to which economies of scale would be realized; and (e) whether fee levels reflect these economies of scale for the benefit of Fund investors.

A. NATURE, EXTENT AND QUALITY OF SERVICES The

Independent Board Members considered the nature, extent and quality of NAM's services, including advisory services and administrative services. As NAM already serves as adviser to other Nuveen funds overseen by the Board Members, the Board has a good understanding of NAM's organization, operations and personnel. As the Independent Board Members meet regularly throughout the year to oversee the Nuveen funds, including funds currently advised by NAM, the Independent Board Members have relied upon their knowledge from their meetings and any other interactions throughout the year of NAM and its services in evaluating the Advisory Agreement. At the Meeting and at prior meetings, the Independent Board Members reviewed materials outlining, among other things, Nuveen's organization and business; the types of services that NAM or its affiliates provide to the Nuveen funds and are expected to provide to the Fund; and NAM's experience with applicable investment strategies. Further, the Independent Board Members have evaluated the background, experience and track record of NAM's investment personnel. In addition to advisory services, the Independent Board Members considered the quality of any administrative or non-advisory services to be provided. In this regard, NAM is expected to provide the Fund with such administrative and other services (exclusive of, and in addition to, any such services provided by others for the Fund) and officers and other personnel as are necessary for the operations of the Fund. In addition to investment management services, NAM and its affiliates will provide the Fund with a wide range of services, including, among other things, product management, fund administration, oversight of service providers, shareholder services, administration of Board relations, regulatory and portfolio compliance and legal support. In addition to the foregoing services, the Independent Board Members also noted the additional services that NAM or its affiliates provide to closed-end funds, including, in particular, Nuveen's continued commitment to supporting the secondary market for the common shares of its closed-end funds through a variety of programs designed to raise investor and analyst awareness and understanding of closed-end funds. These efforts include maintaining an investor relations program to provide timely information and education to financial advisers and investors; providing advertising and marketing for the closed-end funds; maintaining websites; and providing educational seminars. Based on their review, the Independent Board Members found that, overall, the nature, extent and quality of services expected to be provided to the Fund under the Advisory Agreement were satisfactory.

Nuveen Investments 71 B. INVESTMENT PERFORMANCE The Fund is new and therefore does not have its own performance history. However, the Independent Board Members are familiar with NAM's performance record on other Nuveen funds. The Fund is expected to employ substantially the same investment philosophy and strategies used in certain other national leveraged municipal closed-end funds managed by NAM. In this regard, the Independent Board Members were provided with certain average dividend yield information (as of July 21, 2009) pertaining to such other Nuveen funds.

C. FEES, EXPENSES AND PROFITABILITY

1. Fees and Expenses In evaluating the management fees and expenses that the Fund was expected to bear, the Independent Board Members considered, among other things, the Fund's proposed management fee structure and its expected expense ratios in absolute terms as well as compared with the fees and expense ratios of comparable funds. The Independent Board Members noted that the Fund may make investments in certain instruments that have the economic effect of leverage, including inverse floating rate securities (such as those representing interests in so-called "tender option bond trusts" formed by third-party sponsors for the purpose of holding municipal bonds). The Independent Board Members recognized that assets financed through the creation of tender option bond trusts in which the Fund may invest would be included in the amount of assets upon which the advisory fee is calculated. In this regard, the Independent Board Members noted that the advisory fee is based on a percentage of average daily "Managed Assets." "Managed Assets" generally means the total assets of the Fund (including assets attributable to the Fund's use of effective leverage such as, but not limited to, the portion of assets in tender option bond trusts) minus the sum of accrued liabilities (other than Fund liabilities incurred for the express purpose of creating effective leverage). Accordingly, the advisory fees paid to NAM for investment advisory services will be higher if the Fund uses effective leverage, which may create a conflict of interest between NAM and Fund shareholders. This methodology is consistent with that used on certain other Nuveen municipal closed-end funds. The Independent Board Members also considered the fund-level breakpoint schedule and the complex-wide breakpoint schedule (described in further detail below) and any applicable fee waivers and expense reimbursements expected to be provided. Based on their review of the fee and expense information provided, the Independent Board Members determined that the Fund's management fees and net total expense ratio were reasonable in light of the nature, extent and quality of services to be provided to the Fund.

2. Comparisons with the Fees of Other Clients Due to their experience with other Nuveen funds, the Board Members were familiar with the fees NAM assesses to other clients.

Such other clients include separately managed accounts (both retail and institutional accounts) and funds that are not offered by Nuveen but are sub-advised by one of Nuveen's investment management 72 Nuveen Investments teams. In evaluating the comparisons of fees, the Independent Board Members have noted, at the Meeting or at prior meetings, that the fee rates charged to a fund (such as the Fund) and charged to other clients vary, among other things, because of the different services involved and the additional regulatory and compliance requirements associated with registered investment companies, such as the Fund. Accordingly, the Independent Board Members have considered the differences in the product types, including, but not limited to, the services to be provided, the structure and operations, product distribution and costs thereof, portfolio investment policies, investor profiles, account sizes and regulatory requirements. The Independent Board Members have noted, in particular, that the range of services as described above to be provided to a fund (such as the Fund) is much more extensive than that provided to separately managed accounts. Given the inherent differences in the products, particularly the extensive services to be provided to a fund, the Independent Board Members believe such facts justify the different levels of fees.

3. Profitability of Nuveen In conjunction with its review of fees at prior meetings, the Independent Board Members have considered the profitability of Nuveen for its advisory activities (which incorporated Nuveen's wholly-owned affiliated sub-advisers other than Winslow Capital) and its financial condition. At the Meeting or prior meetings, the Independent Board Members reviewed the revenues and expenses of Nuveen's advisory activities, the allocation methodology used in preparing the profitability data and an analysis of the key drivers behind the changes in revenues and expenses that impacted profitability in 2008. In addition, the Independent Board Members have reviewed information regarding the financial results of Nuveen for 2008 based on its Form 8-K filed on March 31, 2009. They also reviewed the Form 8-K filed by Nuveen on July 9, 2009 (relating to, among other things, proposed financing and amendments to Nuveen's credit facility). The Independent Board Members have also considered, at the Meeting or at prior meetings, Nuveen's revenues for advisory activities, expenses, and profit margin compared to that of various unaffiliated management firms with similar amounts of assets under management and relatively comparable asset composition prepared by Nuveen. In reviewing profitability, the Independent Board Members have recognized the subjective nature of determining profitability, which may be affected by numerous factors, including the allocation of expenses. Further, the Independent Board Members have recognized the difficulties in making comparisons as the profitability of other advisers generally is not publicly available and the profitability information that is available for certain advisers or management firms may not be representative of the industry and may be affected by, among other things, the adviser's particular business mix, capital costs, types of funds managed and expense allocations. Notwithstanding the foregoing, the Independent Board Members reviewed Nuveen's methodology and assumptions for allocating expenses across product lines to determine profitability. In reviewing profitability, the Independent Board Members recognized Nuveen's investment in its fund business. Based on their review, the Independent Board Members concluded that Nuveen's level of profitability for its advisory activities was reasonable in light of the services to be provided.

Nuveen Investments 73 In evaluating the reasonableness of the compensation, the Independent Board Members also considered any other amounts expected to be paid to NAM as well as any indirect benefits (such as soft dollar arrangements, if any) NAM and its affiliates are expected to receive that are directly attributable to their management of the Fund, if any. See Section E below for additional information on indirect benefits NAM may receive as a result of its relationship with the Fund. Based on their review of the overall fee arrangements of the Fund, the Independent Board Members determined that the advisory fees and expected expenses of the Fund were reasonable.

D. ECONOMIES OF SCALE AND WHETHER FEE LEVELS REFLECT THESE ECONOMIES OF SCALE With respect to economies of scale, the Independent Board Members have recognized the potential benefits resulting from the costs of a fund being spread over a larger asset base, although economies of scale are difficult to measure and predict with precision, particularly on a fund-by-fund basis. The Independent Board Members therefore considered whether the Fund could be expected to benefit from any economies of scale. One method to help ensure that shareholders share in these benefits is to include breakpoints in the advisory fee schedule. Generally, management fees for funds in the Nuveen complex are comprised of a fund-level component and a complex-level component. Accordingly, the Independent Board Members received and reviewed the schedule of proposed advisory fees for the Fund, including fund-level breakpoints thereto. In this regard, however, given that the Fund is a closed-end fund, the Independent Board Members recognized that although the Fund may from time to time make additional share offerings, the growth in its assets will occur primarily through appreciation of its investment portfolio. In addition to fund-level advisory fee breakpoints, the Board also considered the Fund's complex-wide fee arrangement. Pursuant to

the complex-wide fee arrangement, the fees of the funds in the Nuveen complex, including the Fund, are generally reduced as the assets in the fund complex reach certain levels. In evaluating the complex-wide fee arrangement, the Independent Board Members have considered that the complex-wide fee arrangement seeks to provide the benefits of economies of scale to fund shareholders when total fund complex assets increase, even if assets of a particular fund are unchanged or have decreased. The approach reflects the notion that some of Nuveen's costs are attributable to services provided to all its funds in the complex and therefore all funds benefit if these costs are spread over a larger asset base. Based on their review, the Independent Board Members concluded that the breakpoint schedule and complex-wide fee arrangement were acceptable and reflect economies of scale to be shared with the Fund's shareholders.

E. INDIRECT BENEFITS In evaluating fees, the Independent Board Members also considered information regarding potential "fall out" or ancillary benefits that NAM or its affiliates may receive as a result of its relationship with the Fund. In this regard, the Independent Board Members considered the revenues received by affiliates of NAM for serving as agent at Nuveen's trading desk.

74 Nuveen Investments In addition to the above, the Independent Board Members considered whether NAM will receive any benefits from soft dollar arrangements whereby a portion of the commissions paid by the Fund for brokerage may be used to acquire research that may be useful to NAM in managing the assets of the Fund and other clients. The Independent Board Members noted that NAM does not currently have any soft dollar arrangements; however, to the extent certain bona fide agency transactions that occur on markets that traditionally trade on a principal basis and riskless principal transactions are considered as generating "commissions," NAM intends to comply with the applicable safe harbor provisions. Based on their review, the Independent Board Members concluded that any indirect benefits received by NAM as a result of its relationship with the Fund were reasonable and within acceptable parameters.

F. APPROVAL The Independent Board Members did not identify any single factor discussed previously as all-important or controlling. The Board Members, including a majority of the Independent Board Members, concluded that the terms of the Advisory Agreement were fair and reasonable, that NAM's fees are reasonable in light of the services to be provided to the Fund and that the Advisory Agreement should be and was approved on behalf of the Fund.

Nuveen Investments 75 Reinvest Automatically Easily and Conveniently NUVEEN MAKES REINVESTING EASY. A PHONE CALL IS ALL IT TAKES TO SET UP YOUR REINVESTMENT ACCOUNT. NUVEEN CLOSED-END FUNDS DIVIDEND REINVESTMENT PLAN Your Nuveen Closed-End Fund allows you to conveniently reinvest dividends and/or capital gains distributions in additional Fund shares. By choosing to reinvest, you'll be able to invest money regularly and automatically, and watch your investment grow through the power of tax-free compounding. Just like dividends or distributions in cash, there may be times when income or capital gains taxes may be payable on dividends or distributions that are reinvested. It is important to note that an automatic reinvestment plan does not ensure a profit, nor does it protect you against loss in a declining market.

EASY AND CONVENIENT To make recordkeeping easy and convenient, each month you'll receive a statement showing your total dividends and distributions, the date of investment, the shares acquired and the price per share, and the total number of shares you own.

HOW SHARES ARE PURCHASED The shares you acquire by reinvesting will either be purchased on the open market or newly issued by the Fund. If the shares are trading at or above net asset value at the time of valuation, the Fund will issue new shares at the greater of the net asset value or 95% of the then-current market price. If the shares are trading at less than net asset value, shares for your account will be purchased on the open market. If the Plan Agent begins purchasing Fund shares on the open market while shares are trading below net asset value, but the Fund's shares subsequently trade at or above their net asset value before the Plan Agent is able to complete its purchases, the Plan Agent may cease open-market purchases and may invest the uninvested portion of the distribution in newly-issued Fund shares at a price equal to the greater of the shares' net asset value or 95% of the shares' market value on the last business day immediately prior to the purchase date. Dividends and distributions received to purchase shares in the open market will normally be invested shortly after the dividend payment date. No interest will be paid on dividends and distributions awaiting reinvestment. Because the market price of the shares may increase before purchases are completed, the average purchase price

76 Nuveen Investments per share may exceed the market price at the time of valuation, resulting in the acquisition of fewer shares than if the dividend or distribution had been paid in shares issued by the Fund. A pro rata portion of any applicable brokerage commissions on open market purchases will be paid by Plan participants. These commissions usually will be lower than those charged on individual transactions.

FLEXIBLE You may change your distribution option or withdraw from the Plan at any time, should your needs or situation change. Should you withdraw, you can receive a certificate for all whole shares credited to your reinvestment account and cash payment

for fractional shares, or cash payment for all reinvestment account shares, less brokerage commissions and a \$2.50 service fee. You can reinvest whether your shares are registered in your name, or in the name of a brokerage firm, bank, or other nominee. Ask your investment advisor if his or her firm will participate on your behalf. Participants whose shares are registered in the name of one firm may not be able to transfer the shares to another firm and continue to participate in the Plan. The Fund reserves the right to amend or terminate the Plan at any time. Although the Fund reserves the right to amend the Plan to include a service charge payable by the participants, there is no direct service charge to participants in the Plan at this time. **CALL TODAY TO START REINVESTING DIVIDENDS AND/OR DISTRIBUTIONS** For more information on the Nuveen Automatic Reinvestment Plan or to enroll in or withdraw from the Plan, speak with your financial advisor or call us at (800) 257-8787. Nuveen Investments 77 Glossary of Terms Used in this Report

- o **AUCTION RATE BOND:** An auction rate bond is a security whose interest payments are adjusted periodically through an auction process, which process typically also serves as a means for buying and selling the bond. Auctions that fail to attract enough buyers for all the shares offered for sale are deemed to have "failed", with current holders receiving a formula-based interest rate until the next scheduled auction.
- o **AVERAGE ANNUAL TOTAL RETURN:** This is a commonly used method to express an investment's performance over a particular, usually multi-year time period. It expresses the return that would have been necessary each year to equal the investment's actual cumulative performance (including change in NAV or market price and reinvested dividends and capital gains distributions, if any) over the time period being considered.
- o **AVERAGE EFFECTIVE MATURITY:** The average of the number of years to maturity of the bonds in a Fund's portfolio, computed by weighting each bond's time to maturity (the date the security comes due) by the market value of the security. This figure does not account for the likelihood of prepayments or the exercise of call provisions unless an escrow account has been established to redeem the bond before maturity. The market value weighting for an investment in an inverse floating rate security is the value of the portfolio's residual interest in the inverse floating rate trust, and does not include the value of the floating rate securities issued by the trust.
- o **DURATION:** Duration is a measure of the expected period over which a bond's principal and interest will be paid, and consequently is a measure of the sensitivity of a bond's or bond Fund's value to changes when market interest rates change. Generally, the longer a bond's or Fund's duration, the more the price of the bond or Fund will change as interest rates change.
- o **INVERSE FLOATERS:** Inverse floating rate securities, also known as inverse floaters, are created by depositing a municipal bond, typically with a fixed interest rate, into a special purpose trust created by a broker-dealer. This trust, in turn, (a) issues floating rate certificates typically paying short-term tax-exempt interest rates to third parties in amounts equal to some fraction of the deposited bond's par amount or market value, and (b) issues an inverse floating rate certificate (sometimes referred to as an "inverse floater") to an investor (such as a Fund) interested in gaining investment exposure to a long-term municipal bond. The income received by the holder of the inverse floater varies inversely with the short-term rate paid to the floating rate certificates' holders, and in most circumstances the holder of the inverse floater bears substantially all of the underlying bond's downside investment risk. The holder of the inverse floater typically also benefits disproportionately from any potential appreciation of the underlying bond's value. Hence, an inverse floater essentially represents an investment in the underlying bond on a leveraged basis. 78 Nuveen Investments
- o **MARKET YIELD (ALSO KNOWN AS DIVIDEND YIELD OR CURRENT YIELD):** An investment's current annualized dividend divided by its current market price.
- o **NET ASSET VALUE (NAV):** A Fund's NAV per share is calculated by subtracting the liabilities of the Fund from its total assets and then dividing the remainder by the number of shares outstanding. Fund NAVs are calculated at the end of each business day.
- o **PRE-REFUNDING:** Pre-refunding, also known as advanced refundings or refinancings, is a procedure used by state and local governments to refinance municipal bonds to lower interest expenses. The issuer sells new bonds with a lower yield and uses the proceeds to buy U.S. Treasury securities, the interest from which is used to make payments on the higher-yielding bonds. Because of this collateral, pre-refunding generally raises a bond's credit rating and thus its value.
- o **TAXABLE-EQUIVALENT YIELD:** The yield necessary from a fully taxable investment to equal, on an after-tax basis, the yield of a municipal bond investment.
- o **ZERO COUPON BOND:** A zero coupon bond does not pay a regular interest coupon to its holders during the life of the bond. Tax-exempt income to the holder of the bond comes from accretion of the difference between the original purchase price of the bond at issuance and the par value of the bond at maturity and is effectively paid at maturity. The market prices of zero coupon bonds generally are more volatile than the market prices of bonds that pay interest periodically. Nuveen Investments 79 Notes 80 Nuveen Investments Other Useful Information

BOARD OF DIRECTORS/TRUSTEES John P. Amboian Robert P. Bremner

Jack B. Evans William C. Hunter David J. Kundert William J. Schneider Judith M. Stockdale Carole E. Stone Terence J. Toth FUND MANAGER Nuveen Asset Management 333 West Wacker Drive Chicago, IL 60606 CUSTODIAN State Street Bank & Trust Company Boston, MA TRANSFER AGENT AND SHAREHOLDER SERVICES State Street Bank & Trust Company Nuveen Funds P.O. Box 43071 Providence, RI 02940-3071 (800) 257-8787 LEGAL COUNSEL Chapman and Cutler LLP Chicago, IL INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM Ernst & Young LLP Chicago, IL NUVEEN FUNDS' QUARTERLY PORTFOLIO OF INVESTMENTS AND PROXY VOTING INFORMATION You may obtain (i) each Fund's quarterly portfolio of investments, (ii) information regarding how the Funds voted proxies relating to portfolio securities held during the twelve-month period ended June 30, 2009, and (iii) a description of the policies and procedures that the Funds used to determine how to vote proxies relating to portfolio securities without charge, upon request, by calling Nuveen Investments toll-free at (800) 257-8787 or on Nuveen's website at www.nuveen.com. You may also obtain this and other Fund information directly from the Securities and Exchange Commission ("SEC"). The SEC may charge a copying fee for this information. Visit the SEC on-line at <http://www.sec.gov> or in person at the SEC's Public Reference Room in Washington, D.C. Call the SEC at (202) 942-8090 for room hours and operation. You may also request Fund information by sending an e-mail request to publicinfo@sec.gov or by writing to the SEC's Public References Section at 100 F Street NE, Washington, D.C. 20549. CEO CERTIFICATION DISCLOSURE Each Fund's Chief Executive Officer has submitted to the New York Stock Exchange (NYSE) the annual CEO certification as required by Section 303A.12(a) of the NYSE Listed Company Manual. Each Fund has filed with the SEC the certification of its Chief Executive Officer and Chief Financial Officer required by Section 302 of the Sarbanes-Oxley Act. SHARE INFORMATION Each Fund intends to repurchase shares of its own common stock in the future at such times and in such amounts as is deemed advisable. During the period covered by this report, the Funds did not repurchase any of their common shares. Any future repurchases will be reported to shareholders in the next annual or semi-annual report. Nuveen Investments 81 Nuveen Investments: Serving Investors for Generations Since 1898, financial advisors and their clients have relied on Nuveen Investments to provide dependable investment solutions. For the past century, Nuveen Investments has adhered to the belief that the best approach to investing is to apply conservative risk-management principles to help minimize volatility. Building on this tradition, we today offer a range of high quality equity and fixed-income solutions that are integral to a well-diversified core portfolio. Our clients have come to appreciate this diversity, as well as our continued adherence to proven, long-term investing principles. WE OFFER MANY DIFFERENT INVESTING SOLUTIONS FOR OUR CLIENTS' DIFFERENT NEEDS. Nuveen Investments is a global investment management firm that seeks to help secure the long-term goals of institutions and high net worth investors as well as the consultants and financial advisors who serve them. Nuveen Investments markets its growing range of specialized investment solutions under the high-quality brands of HydePark, NWQ, Nuveen, Santa Barbara, Symphony, Tradewinds and Winslow Capital. In total, the Company managed \$141 billion of assets on September 30, 2009. FIND OUT HOW WE CAN HELP YOU REACH YOUR FINANCIAL GOALS. To learn more about the products and services Nuveen Investments offers, talk to your financial advisor, or call us at (800) 257-8787. Please read the information provided carefully before you invest. Be sure to obtain a prospectus, where applicable. Investors should consider the investment objective and policies, risk considerations, charges and expenses of the Fund carefully before investing. The prospectus contains this and other information relevant to an investment in the Fund. For a prospectus, please contact your securities representative or NUVEEN INVESTMENTS, 333 W. WACKER DR., CHICAGO, IL 60606. Please read the prospectus carefully before you invest or send money. Learn more about Nuveen Funds at: WWW.NUVEEN.COM/CEF o Share prices o Fund details o Daily financial news o Investor education o Interactive planning tools Distributed by Nuveen Investments, LLC 333 West Wacker Drive Chicago, IL 60606 It's not what you earn, www.nuveen.com it's what you keep.(R) EAN-A-1009D ITEM 2. CODE OF ETHICS. As of the end of the period covered by this report, the registrant has adopted a code of ethics that applies to the registrant's principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions. There were no amendments to or waivers from the Code during the period covered by this report. The registrant has posted the code of ethics on its website at www.nuveen.com/CEF/Info/Shareholder. (To view the code, click on Fund Governance and then click on Code of Conduct.) ITEM 3. AUDIT COMMITTEE FINANCIAL EXPERT. The registrant's Board of Directors or Trustees ("Board") determined that the registrant has at least one "audit committee financial expert" (as defined in Item 3 of Form N-CSR) serving on its Audit Committee. The registrant's audit committee financial expert is Jack B. Evans, who is "independent" for purposes of Item 3 of

Form N-CSR. Mr. Evans was formerly President and Chief Operating Officer of SCI Financial Group, Inc., a full service registered broker-dealer and registered investment adviser ("SCI"). As part of his role as President and Chief Operating Officer, Mr. Evans actively supervised the Chief Financial Officer (the "CFO") and actively supervised the CFO's preparation of financial statements and other filings with various regulatory authorities. In such capacity, Mr. Evans was actively involved in the preparation of SCI's financial statements and the resolution of issues raised in connection therewith. Mr. Evans has also served on the audit committee of various reporting companies. At such companies, Mr. Evans was involved in the oversight of audits, audit plans, and the preparation of financial statements. Mr. Evans also formerly chaired the audit committee of the Federal Reserve Bank of Chicago. ITEM 4. PRINCIPAL ACCOUNTANT FEES AND SERVICES. Nuveen Municipal Income Fund, Inc. The following tables show the amount of fees that Ernst & Young LLP, the Fund's auditor, billed to the Fund during the Fund's last two full fiscal years. For engagements with Ernst & Young LLP the Audit Committee approved in advance all audit services and non-audit services that Ernst & Young LLP provided to the Fund, except for those non-audit services that were subject to the pre-approval exception under Rule 2-01 of Regulation S-X (the "pre-approval exception"). The pre-approval exception for services provided directly to the Fund waives the pre-approval requirement for services other than audit, review or attest services if: (A) the aggregate amount of all such services provided constitutes no more than 5% of the total amount of revenues paid by the Fund to its accountant during the fiscal year in which the services are provided; (B) the Fund did not recognize the services as non-audit services at the time of the engagement; and (C) the services are promptly brought to the Audit Committee's attention, and the Committee (or its delegate) approves the services before the audit is completed. The Audit Committee has delegated certain pre-approval responsibilities to its Chairman (or, in his absence, any other member of the Audit Committee). SERVICES THAT THE FUND'S AUDITOR BILLED TO THE FUND AUDIT FEES BILLED AUDIT-RELATED FEES TAX FEES ALL OTHER FEES FISCAL YEAR ENDED TO FUND (1) BILLED TO FUND (2) BILLED TO FUND (3) BILLED TO FUND

	(1)	(2)	(3)	ALL OTHER FEES	TAX FEES	AUDIT-RELATED FEES	AUDIT FEES BILLED TO THE FUND'S AUDITOR	SERVICES THAT THE FUND'S AUDITOR BILLED TO THE FUND
October 31, 2009	\$ 9,902	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0

Percentage approved 0% 0% 0% 0% pursuant to pre-approval exception

October 31, 2008	\$ 9,826	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
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Percentage approved 0% 0% 0% 0% pursuant to pre-approval exception

"Audit Fees" are the aggregate fees billed for professional services for the audit of the Fund's annual financial statements and services provided in connection with statutory and regulatory filings or engagements. (2) "Audit Related Fees" are the aggregate fees billed for assurance and related services reasonably related to the performance of the audit or review of financial statements and are not reported under "Audit Fees." (3) "Tax Fees" are the aggregate fees billed for professional services for tax advice, tax compliance, and tax planning. SERVICES THAT THE FUND'S AUDITOR BILLED TO THE ADVISER AND AFFILIATED FUND SERVICE PROVIDERS The following tables show the amount of fees billed by Ernst & Young LLP to Nuveen Asset Management ("NAM" or the "Adviser"), and any entity controlling, controlled by or under common control with NAM that provides ongoing services to the Fund ("Affiliated Fund Service Provider"), for engagements directly related to the Fund's operations and financial reporting, during the Fund's last two full fiscal years. The tables also show the percentage of fees subject to the pre-approval exception. The pre-approval exception for services provided to the Adviser and any Affiliated Fund Service Provider (other than audit, review or attest services) waives the pre-approval requirement if: (A) the aggregate amount of all such services provided constitutes no more than 5% of the total amount of revenues paid to Ernst & Young LLP by the Fund, the Adviser and Affiliated Fund Service Providers during the fiscal year in which the services are provided that would have to be pre-approved by the Audit Committee; (B) the Fund did not recognize the services as non-audit services at the time of the engagement; and (C) the services are promptly brought to the Audit Committee's attention, and the Committee (or its delegate) approves the services before the Fund's audit is completed. FISCAL YEAR ENDED AUDIT-RELATED FEES TAX FEES BILLED TO ALL OTHER FEES BILLED TO ADVISER AND ADVISER AND BILLED TO ADVISER AFFILIATED FUND AFFILIATED FUND AND AFFILIATED FUND SERVICE PROVIDERS SERVICE PROVIDERS SERVICE PROVIDERS

----- October
 31, 2009 \$ 0 \$ 0 \$ 0

Percentage approved 0% 0% 0% pursuant to pre-approval exception

----- October
 31, 2008 \$ 0 \$ 0 \$ 0

Percentage approved 0% 0% 0% pursuant to pre-approval exception

 NON-AUDIT SERVICES The following table shows the amount of fees that Ernst & Young LLP billed during the Fund's last two full fiscal years for non-audit services. The Audit Committee is required to pre-approve non-audit services that Ernst & Young LLP provides to the Adviser and any Affiliated Fund Services Provider, if the engagement related directly to the Fund's operations and financial reporting (except for those subject to the pre-approval exception described above). The Audit Committee requested and received information from Ernst & Young LLP about any non-audit services that Ernst & Young LLP rendered during the Fund's last fiscal year to the Adviser and any Affiliated Fund Service Provider. The Committee considered this information in evaluating Ernst & Young LLP's independence. FISCAL YEAR ENDED TOTAL NON-AUDIT FEES BILLED TO ADVISER AND AFFILIATED FUND SERVICE TOTAL NON-AUDIT FEES PROVIDERS (ENGAGEMENTS BILLED TO ADVISER AND RELATED DIRECTLY TO THE AFFILIATED FUND SERVICE TOTAL NON-AUDIT FEES OPERATIONS AND FINANCIAL PROVIDERS (ALL OTHER BILLED TO FUND REPORTING OF THE FUND) ENGAGEMENTS) TOTAL

----- October
 31, 2009 \$ 0 \$ 0 \$ 0 \$ 0 \$ 0 October 31, 2008 \$ 0 \$ 0 \$ 0 \$ 0

"Non-Audit Fees billed to Fund" for both fiscal year ends represent "Tax Fees" and "All Other Fees" billed to Fund in their respective amounts from the previous table. Audit Committee Pre-Approval Policies and Procedures. Generally, the Audit Committee must approve (i) all non-audit services to be performed for the Fund by the Fund's independent accountants and (ii) all audit and non-audit services to be performed by the Fund's independent accountants for the Affiliated Fund Service Providers with respect to operations and financial reporting of the Fund. Regarding tax and research projects conducted by the independent accountants for the Fund and Affiliated Fund Service Providers (with respect to operations and financial reports of the Fund) such engagements will be (i) pre-approved by the Audit Committee if they are expected to be for amounts greater than \$10,000; (ii) reported to the Audit Committee chairman for his verbal approval prior to engagement if they are expected to be for amounts under \$10,000 but greater than \$5,000; and (iii) reported to the Audit Committee at the next Audit Committee meeting if they are expected to be for an amount under \$5,000. ITEM 5. AUDIT COMMITTEE OF LISTED REGISTRANTS. The registrant's Board has a separately designated Audit Committee established in accordance with Section 3(a)(58)(A) of the Securities Exchange Act of 1934, as amended (15 U.S.C. 78c(a)(58)(A)). The members of the audit committee are Robert P. Bremner, Jack B. Evans, Terence J. Toth, William J. Schneider and David J. Kundert. ITEM 6. SCHEDULE OF INVESTMENTS. a) See Portfolio of Investments in Item 1. b) Not applicable. ITEM 7. DISCLOSURE OF PROXY VOTING POLICIES AND PROCEDURES FOR CLOSED-END MANAGEMENT INVESTMENT COMPANIES. The registrant invests its assets primarily in municipal bonds and cash management securities. On rare occasions the registrant may acquire, directly or through a special purpose vehicle, equity securities of a municipal bond issuer whose bonds the registrant already owns when such bonds have deteriorated or are expected shortly to deteriorate significantly in credit quality. The purpose of acquiring equity securities generally will be to acquire control of the municipal bond issuer and to seek to prevent the credit deterioration or facilitate the liquidation or other workout of the distressed issuer's credit problem. In the course of exercising control of a distressed municipal issuer, NAM may pursue the registrant's interests in a variety of ways, which may entail negotiating and executing consents, agreements and other arrangements, and otherwise influencing the management of the issuer. NAM does not consider such activities proxy voting for purposes of Rule 206(4)-6 under the 1940 Act, but nevertheless provides reports to the registrant's Board on its control activities on a quarterly basis. In the rare event that a municipal issuer were to issue a proxy or that the registrant were to receive a proxy issued by a cash management security, NAM would either engage an independent third party to determine how the proxy should be voted or vote the proxy with the consent, or based on the instructions, of the registrant's Board or its

representative. A member of NAM's legal department would oversee the administration of the voting, and ensure that records were maintained in accordance with Rule 206(4)-6, reports were filed with the SEC on Form N-PX, and the results provided to the registrant's Board and made available to shareholders as required by applicable rules. ITEM 8. PORTFOLIO MANAGERS OF CLOSED-END MANAGEMENT INVESTMENT COMPANIES. THE PORTFOLIO MANAGER The following individual has primary responsibility for the day-to-day implementation of the registrant's investment strategies: NAME FUND JOHNATHAN WILHELM Nuveen Municipal Income Fund, Inc. Other Accounts Managed. In addition to managing the registrant, the portfolio managers are also primarily responsible for the day-to-day portfolio management of the following accounts: TYPE OF ACCOUNT NUMBER OF PORTFOLIO MANAGER MANAGED ACCOUNTS ASSETS -----

----- Johnathan Wilhelm Registered Investment Company 5 \$2.5 billion Other Pooled Investment Vehicles 0 \$0 Other Accounts 7 \$.8 million * Assets are as of October 31, 2009. None of the assets in these accounts are subject to an advisory fee based on performance. Compensation. Each portfolio manager's compensation consists of three basic elements--base salary, cash bonus and long-term incentive compensation. The compensation strategy is to annually compare overall compensation, including these three elements, to the market in order to create a compensation structure that is competitive and consistent with similar financial services companies. As discussed below, several factors are considered in determining each portfolio manager's total compensation. In any year these factors may include, among others, the effectiveness of the investment strategies recommended by the portfolio manager's investment team, the investment performance of the accounts managed by the portfolio manager, and the overall performance of Nuveen Investments, Inc. (the parent company of NAM). Although investment performance is a factor in determining the portfolio manager's compensation, it is not necessarily a decisive factor. The portfolio manager's performance is evaluated in part by comparing manager's performance against a specified investment benchmark. This fund-specific benchmark is a customized subset (limited to bonds in each Fund's specific state and with certain maturity parameters) of the S&P/Investortools Municipal Bond index, an index comprised of bonds held by managed municipal bond fund customers of Standard & Poor's Securities Pricing, Inc. that are priced daily and whose fund holdings aggregate at least \$2 million. As of October 31, 2009, the S&P/Investortools Municipal Bond index was comprised of 54,552 securities with an aggregate current market value of \$1,178 billion Base salary. Each portfolio manager is paid a base salary that is set at a level determined by NAM in accordance with its overall compensation strategy discussed above. NAM is not under any current contractual obligation to increase a portfolio manager's base salary. Cash bonus. Each portfolio manager is also eligible to receive an annual cash bonus. The level of this bonus is based upon evaluations and determinations made by each portfolio manager's supervisors, along with reviews submitted by his peers. These reviews and evaluations often take into account a number of factors, including the effectiveness of the investment strategies recommended to the NAM's investment team, the performance of the accounts for which he serves as portfolio manager relative to any benchmarks established for those accounts, his effectiveness in communicating investment performance to stockholders and their representatives, and his contribution to the NAM's investment process and to the execution of investment strategies. The cash bonus component is also impacted by the overall performance of Nuveen Investments, Inc. in achieving its business objectives. Long-term incentive compensation. In connection with the acquisition of Nuveen Investments, Inc., by a group of investors led by Madison Dearborn Partners in November 2007, certain employees, including portfolio managers, received profit interests in Nuveen's parent. These profit interests entitle the holders to participate in the appreciation in the value of Nuveen beyond the issue date and vest over five to seven years, or earlier in the case of a liquidity event. In addition, in July 2009, Nuveen Investments created and funded a trust, as part of a newly-established incentive program, which purchased shares of certain Nuveen Mutual Funds and awarded such shares, subject to vesting, to certain employees, including portfolio managers. Material Conflicts of Interest. Each portfolio manager's simultaneous management of the registrant and the other accounts noted above may present actual or apparent conflicts of interest with respect to the allocation and aggregation of securities orders placed on behalf of the registrant and the other account. NAM, however, believes that such potential conflicts are mitigated by the fact that the NAM has adopted several policies that address potential conflicts of interest, including best execution and trade allocation policies that are designed to ensure (1) that portfolio management is seeking the best price for portfolio securities under the circumstances, (2) fair and equitable allocation of investment opportunities among accounts over time and (3) compliance with applicable regulatory requirements. All accounts are to be treated in a non-preferential manner, such that allocations are not

based upon account performance, fee structure or preference of the portfolio manager, although the allocation procedures may provide allocation preferences to funds with special characteristics (such as favoring state funds versus national funds for allocations of in-state bonds). In addition, NAM has adopted a Code of Conduct that sets forth policies regarding conflicts of interest. Beneficial Ownership of Securities. As of October 31, 2009, the portfolio manager beneficially owned the following dollar range of equity securities issued by the registrant and other Nuveen Funds managed by NAM's municipal investment team. -----

----- DOLLAR RANGE OF EQUITY SECURITIES DOLLAR RANGE OF
BENEFICIALLY OWNED EQUITY IN THE REMAINDER OF SECURITIES NUVEEN FUNDS MANAGED
BENEFICIALLY BY NAM'S MUNICIPAL NAME OF PORTFOLIO MANAGER FUND OWNED IN FUND
INVESTMENT TEAM -----

Johnathan Wilhelm Nuveen Municipal Income Fund, Inc. \$0 \$10,001-\$50,000 -----

----- PORTFOLIO MANAGER BIOGRAPHY:

John Wilhelm joined Nuveen Investments in 1999 and currently serves as Vice President of Nuveen Investments. He has served as co-portfolio manager of the Fund since December 2007. Mr. Wilhelm has over eighteen years of industry experience. From 1999 to 2006, Mr. Wilhelm headed the research activities for industrial development bonds, utilities and real estate-backed financings. Prior to joining NAM in 1999, Mr. Wilhelm was Senior Credit Analyst in the Van Kampen Senior Loan Group. He received his B.S. in Business from Miami University of Ohio and his J.D. from DePaul University. He manages investments for six Nuveen-sponsored investment companies. ITEM 9.

PURCHASES OF EQUITY SECURITIES BY CLOSED-END MANAGEMENT INVESTMENT COMPANY AND AFFILIATED PURCHASERS. Not applicable. ITEM 10. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS. There have been no material changes to the procedures by which shareholders may recommend nominees to the registrant's Board implemented after the registrant last provided disclosure in response to this item. ITEM 11. CONTROLS AND PROCEDURES. (a) The registrant's principal executive and principal financial officers, or persons performing similar functions, have concluded that the registrant's disclosure controls and procedures (as defined in Rule 30a-3(c) under the Investment Company Act of 1940, as amended (the "1940 Act") (17 CFR 270.30a-3(c))) are effective, as of a date within 90 days of the filing date of this report that includes the disclosure required by this paragraph, based on their evaluation of the controls and procedures required by Rule 30a-3(b) under the 1940 Act (17 CFR 270.30a-3(b)) and Rules 13a-15(b) or 15d-15(b) under the Securities Exchange Act of 1934, as amended (the "Exchange Act") (17 CFR 240.13a-15(b) or 240.15d-15(b)). (b) There were no changes in the registrant's internal control over financial reporting (as defined in Rule 30a-3(d) under the 1940 Act (17 CFR 270.30a-3(d))) that occurred during the second fiscal quarter of the period covered by this report that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting. ITEM 12. EXHIBITS. File the exhibits listed below as part of this Form. Letter or number the exhibits in the sequence indicated. (a)(1) Any code of ethics, or amendment thereto, that is the subject of the disclosure required by Item 2, to the extent that the registrant intends to satisfy the Item 2 requirements through filing of an exhibit: Not applicable because the code is posted on registrant's website at www.nuveen.com/CEF/Info/Shareholder and there were no amendments during the period covered by this report. (To view the code, click on Fund Governance and then Code of Conduct.) (a)(2) A separate certification for each principal executive officer and principal financial officer of the registrant as required by Rule 30a-2(a) under the 1940 Act (17 CFR 270.30a-2(a)) in the exact form set forth below: Ex-99.CERT Attached hereto. (a)(3) Any written solicitation to purchase securities under Rule 23c-1 under the 1940 Act (17 CFR 270.23c-1) sent or given during the period covered by the report by or on behalf of the registrant to 10 or more persons. Not applicable. (b) If the report is filed under Section 13(a) or 15(d) of the Exchange Act, provide the certifications required by Rule 30a-2(b) under the 1940 Act (17 CFR 270.30a-2(b)); Rule 13a-14(b) or Rule 15d-14(b) under the Exchange Act (17 CFR 240.13a-14(b) or 240.15d-14(b)), and Section 1350 of Chapter 63 of Title 18 of the United States Code (18 U.S.C. 1350) as an exhibit. A certification furnished pursuant to this paragraph will not be deemed "filed" for purposes of Section 18 of the Exchange Act (15 U.S.C. 78r), or otherwise subject to the liability of that section. Such certification will not be deemed to be incorporated by reference into any filing under the Securities Act of 1933 or the Exchange Act, except to the extent that the registrant specifically incorporates it by reference. Ex-99.906 CERT attached hereto. 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. (Registrant) Nuveen Municipal Income Fund, Inc.

----- By (Signature and Title) /s/ Kevin J. McCarthy
----- Kevin J. McCarthy Vice President and Secretary Date: January 8, 2010
----- Pursuant to the requirements of the Securities Exchange Act
of 1934 and the Investment Company Act of 1940, this report has been signed below by the following persons on
behalf of the registrant and in the capacities and on the dates indicated. By (Signature and Title) /s/ Gifford R.
Zimmerman ----- Gifford R. Zimmerman Chief Administrative Officer (principal
executive officer) Date: January 8, 2010 ----- By (Signature and
Title) /s/ Stephen D. Foy ----- Stephen D. Foy Vice President and Controller
(principal financial officer) Date: January 8, 2010 -----