

EATON VANCE LTD DURATION INCOME FUND

Form N-Q

March 31, 2010

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**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Form N-Q

**QUARTERLY SCHEDULE OF PORTFOLIO HOLDINGS OF REGISTERED
MANAGEMENT INVESTMENT COMPANIES**

811-21323

Investment Company Act File Number

Eaton Vance Limited Duration Income Fund

(Exact Name of Registrant as Specified in Charter)

Two International Place, Boston, Massachusetts 02110

(Address of Principal Executive Offices)

Maureen A. Gemma

Two International Place, Boston, Massachusetts 02110

(Name and Address of Agent for Services)

(617) 482-8260

(Registrant's Telephone Number, Including Area Code)

April 30

Date of Fiscal Year End

January 31, 2010

Date of Reporting Period

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Item 1. Schedule of Investments

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Eaton Vance Limited Duration Income Fund

as of January 31, 2010

PORTFOLIO OF INVESTMENTS (Unaudited)

Senior Floating-Rate Interests 44.8%

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

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

Automotive 1.4%

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

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

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

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

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

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

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

Chemicals and Plastics 2.5%

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

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

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

Clothing/Textiles 0.1%

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

Conglomerates 0.9%

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

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

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

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

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

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Amount***

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

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

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

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

Forest Products 0.5%

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

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

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

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

Industrial Equipment 1.4%

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

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

Leisure Goods/Activities/Movies 2.4%

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

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

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

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Amount***

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

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

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

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

Table of Contents**Principal
Amount***

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

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

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Principal Amount* (000 \$ omitted)	Borrower/Tranche Description	Value
	Yankee Candle Company, Inc. (The)	
2,701	Term Loan, 2.25%, Maturing February 6, 2014	\$ 2,621,766
		\$ 19,520,759
Steel 0.1%		
	Niagara Corp.	
1,438	Term Loan, 7.31%, Maturing June 29, 2014	\$ 949,162
		\$ 949,162
Surface Transport 0.2%		
	Oshkosh Truck Corp.	
683	Term Loan, 6.26%, Maturing December 6, 2013	\$ 687,083
	Swift Transportation Co., Inc.	
3,004	Term Loan, 8.25%, Maturing May 10, 2014	2,890,122
		\$ 3,577,205
Telecommunications 1.5%		
	Asurion Corp.	
2,444	Term Loan, 3.24%, Maturing July 13, 2012	\$ 2,377,042
1,000	Term Loan - Second Lien, 6.75%, Maturing January 13, 2013	981,250
	BCM Luxembourg, Ltd.	
EUR 1,827	Term Loan, 2.34%, Maturing September 30, 2014	2,392,432
EUR 1,828	Term Loan, 2.56%, Maturing September 30, 2015	2,392,920
EUR 1,500	Term Loan - Second Lien, 4.74%, Maturing March 31, 2016	1,825,452
	CommScope, Inc.	
1,649	Term Loan, 2.75%, Maturing November 19, 2014	1,625,063
	Intelsat Subsidiary Holding Co.	
1,258	Term Loan, 2.74%, Maturing July 3, 2013	1,211,764
	Iowa Telecommunications Services	
2,776	Term Loan, 2.01%, Maturing November 23, 2011	2,765,243
	IPC Systems, Inc.	
GBP 1,421	Term Loan, 2.89%, Maturing May 31, 2014	1,907,433
	Macquarie UK Broadcast Ventures, Ltd.	
GBP 1,071	Term Loan, 2.53%, Maturing December 26, 2014	1,437,626
	NTelos, Inc.	
998	Term Loan, 5.98%, Maturing August 13, 2015	1,006,852
	Palm, Inc.	
1,051	Term Loan, 3.90%, Maturing April 24, 2014	929,969
	Stratos Global Corp.	
1,186	Term Loan, 2.75%, Maturing February 13, 2012	1,170,928
	Trilogy International Partners	
1,225	Term Loan, 3.88%, Maturing June 29, 2012	1,035,125

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

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Amount***

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

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

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

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

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

Brokers, Dealers and Investment Houses 0.4%

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

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

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

Cable and Satellite Television 0.9%

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

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

Conglomerates 0.4%

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

Containers and Glass Products 0.3%

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

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

Financial Intermediaries 0.7%

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

Food Products 0.9%

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

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

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

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

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

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

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

Nonferrous Metals/Minerals 1.6%

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

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

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

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

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

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

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

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

Mortgage Pass-Throughs 31.2%

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

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

\$ 219,447,486

Federal National Mortgage Association:

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

Table of Contents**Principal
Amount**

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

Collateralized Mortgage Obligations 7.8%

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

Table of Contents**Principal
Amount**

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

Federal National Mortgage Association:

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

Government National Mortgage Association:

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

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

Commercial Mortgage-Backed Securities 10.6%

Principal

Amount

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

Table of Contents**Principal
Amount**

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

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

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

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

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

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

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

Table of Contents**Preferred Stocks 0.0%**

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

Warrants 0.0%

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

Miscellaneous 0.0%

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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- * In U.S. dollars unless otherwise indicated.
- (1) Senior floating-rate interests (Senior Loans) often require prepayments from excess cash flows or permit the borrowers to repay at their election. The degree to which borrowers repay, whether as a contractual requirement or at their election, cannot be predicted with accuracy. As a result, the actual remaining maturity may be substantially less than the stated maturities shown. However, Senior Loans will have an expected average life of approximately two to four years. The stated interest rate represents the weighted average interest rate of all contracts within the senior loan facility and includes commitment fees on unfunded loan commitments, if any. Senior Loans typically have rates of interest which are redetermined either daily, monthly, quarterly or semi-annually by reference to a base lending rate, plus a premium. These base lending rates are primarily the London Interbank Offered Rate (LIBOR) and secondarily, the prime rate offered by one or more major United States banks (the Prime Rate) and the certificate of deposit (CD) rate or other base lending rates used by commercial lenders.
 - (2) Currently the issuer is in default with respect to interest payments.
 - (3) Represents a payment-in-kind security which may pay all or a portion of interest/dividends in additional par/shares.
 - (4) Unfunded or partially unfunded loan commitments. The Fund may enter into certain credit agreements all or a portion of which may be unfunded. The Fund is obligated to fund these commitments at the borrower s discretion.
 - (5) Defaulted matured security.
 - (6) Security valued at fair value using methods determined in good faith by or at the direction of the Trustees.
 - (7) Security exempt from registration pursuant to Rule 144A under the Securities Act of 1933. These securities may be sold in certain transactions and remain exempt from registration, normally to qualified institutional buyers. At January 31, 2010, the aggregate value of these securities is \$263,852,904 or 14.4% of the Fund s net assets applicable to common shares.
 - (8) Adjustable rate mortgage.
 - (9) Weighted average fixed-rate coupon that changes/updates monthly.
 - (10) Security held as collateral in connection with the Term Asset-Backed Securities Loan Facility (TALF) program.
 - (11) Variable rate security. The stated interest rate represents the rate in effect at January 31, 2010.
 - (12) Non-income producing security.
 - (13) Restricted security.
 - (14)

Affiliated investment company available to Eaton Vance portfolios and funds which invests in high quality, U.S. dollar denominated money market instruments. The rate shown is the annualized seven-day yield as of January 31, 2010. Net income allocated from the investment in Eaton Vance Cash Reserves Fund, LLC for the fiscal year to date ended January 31, 2010 was \$889. Net income allocated from the investment in other affiliated investment companies for the fiscal year to date ended January 31, 2010 was \$1,229.

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

Forward Foreign Currency Exchange Contracts**Sales**

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

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

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

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

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

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

Restricted Securities

At January 31, 2010, the Fund owned the following securities (representing less than 0.1% of net assets applicable to common shares) which were restricted as to public resale and not registered under the Securities Act of 1933 (excluding Rule 144A securities). The Fund has various registration rights (exercisable under a variety of circumstances) with respect to these securities. The value of these securities is determined based on valuations provided by brokers when available, or if not available, they are valued at fair value using methods determined in good faith by or at the direction of the Trustees.

Description	Date of Acquisition	Shares/Units	Cost	Value
Common Stocks				
Environmental Systems Products Holdings, Inc.	10/25/07	2,484	\$ 0 ⁽¹⁾	\$ 34,602
Panolam Holdings Co.	12/30/09	3,573	1,963,363	1,963,363
Total Common Stocks			\$ 1,963,363	\$ 1,997,965
Preferred Stocks				
Environmental Systems Products Holdings, Inc., Series A	10/25/07	1,138	\$ 19,915	\$ 91,040
Fontainebleau Resorts LLC	6/1/07	6,270	6,270,000	63
Total Preferred Stocks			\$ 6,289,915	\$ 91,103
Total Restricted			\$ 8,253,278	\$ 2,089,068

(1) Less than \$0.50.

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

Level 1 quoted prices in active markets for identical investments

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

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

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

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

Asset Description	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
Senior Floating-Rate Interests (Less Unfunded Loan Commitments)	\$	\$ 815,637,105	\$ 1,591,448	\$ 817,228,553
Corporate Bonds & Notes		810,398,458	4,264,188	814,662,646
Mortgage Pass-Throughs Collateralized Mortgage Obligations		569,012,132		569,012,132
Commercial Mortgage-Backed Securities		143,494,178		143,494,178
Asset-Backed Securities		192,813,354		192,813,354
Common Stocks	337,538	2,620,288	9,249,408	10,975,711
Convertible Bonds		1,388,765		1,388,765
Convertible Preferred Stocks	806,969	3,722,475		3,722,475
Preferred Stocks		283,536	91,103	1,090,505
Warrants			86,073	86,073
Miscellaneous		127,995	0	127,995
Short-Term Investments		32,746,069		32,746,069
Total Investments	\$ 1,144,507	\$ 2,572,244,355	\$ 15,282,220	\$ 2,588,671,082
Forward Foreign Currency Exchange Contracts	\$	\$ 1,184,786	\$	\$ 1,184,786
Total	\$ 1,144,507	\$ 2,573,429,141	\$ 15,282,220	\$ 2,589,855,868

Liability Description

TALF Loan Payable	\$	\$	\$ (51,074,800)	\$ (51,074,800)
Total	\$	\$	\$ (51,074,800)	\$ (51,074,800)

The following is a reconciliation of Level 3 assets for which significant unobservable inputs were used to determine fair value:

	Investments in Senior Floating-Rate Interests	Investments in Corporate Bonds & Notes	Investments in Common Stocks	Investments in Preferred Stocks, Warrants and Miscellaneous	TALF Loan Payable	Total
Balance as of April 30, 2009	\$ 1,217,696	\$ 191,394	\$ 5,828,336	\$ 607,545	\$	\$ 7,844,971
Realized gains (losses)	(973,422)		(73)			(973,495)
Change in net unrealized appreciation (depreciation)	1,650,500	(30,277)	1,313,206	(807,702)		2,125,727
Net purchases (sales)	(363,808)	(289,576)	2,107,939	377,333	(51,074,800)	(49,242,912)
Accrued discount (premium)	7,982	30,262				38,244
Net transfers to (from) Level 3	52,500	4,362,385				4,414,885
Balance as of January 31, 2010	\$ 1,591,448	\$ 4,264,188	\$ 9,249,408	\$ 177,176	\$ (51,074,800)	\$ (35,792,580)
Change in net unrealized appreciation (depreciation) on investments still held as of January 31,	\$ 257,733	\$ (30,277)	\$ 1,313,206	\$ (807,702)	\$	\$ 732,960

2010

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

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Subsequent Events

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

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Item 2. Controls and Procedures

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

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

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Signatures

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

Eaton Vance Limited Duration Income Fund

By: /s/ Payson F. Swaffield

Payson F. Swaffield
President

Date: March 24, 2010

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

By: /s/ Payson F. Swaffield

Payson F. Swaffield
President

Date: March 24, 2010

By: /s/ Barbara E. Campbell

Barbara E. Campbell
Treasurer

Date: March 24, 2010