

EATON VANCE LTD DURATION INCOME FUND

Form N-Q

September 29, 2008

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM N-Q

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

Investment Company Act File Number

811-21323

Eaton Vance Limited Duration Income Fund

(Exact Name of Registrant as Specified in Charter)

**The Eaton Vance Building,
255 State Street, Boston, Massachusetts**
(Address of Principal Executive Offices)

02109
(Zip code)

Maureen A. Gemma
Eaton Vance Management, 255 State Street, Boston, Massachusetts 02109
(Name and Address of Agent for Service)

Registrant's Telephone Number, Including Area
Code:

(617) 482-8260

Date of Fiscal Year End:

April 30

Date of Reporting Period:

July 31, 2008

Item 1. Schedule of Investments

Eaton Vance Limited Duration Income Fund

as of July 31, 2008

PORTFOLIO OF INVESTMENTS (Unaudited)

Senior Floating-Rate Interests 58.1% (1)

Principal Amount*	Borrower/Tranche Description	Value
Aerospace and Defense 0.9%		
897,140	ACTS Aero Technical Support & Service, Inc. Term Loan, 6.04%, Maturing October 5, 2014	\$ 704,255
1,384,745	Atlantic Inertial Systems, Inc. Term Loan, 5.81%, Maturing July 20, 2014	1,315,508
592,767	AWAS Capital, Inc. Term Loan, 4.56%, Maturing March 22, 2013	509,780
334,511	CACI International, Inc. Term Loan, 4.07%, Maturing May 3, 2011	329,494
983,904	Colt Defense, LLC Term Loan, 5.71%, Maturing July 9, 2014	929,790
569,176	DAE Aviation Holdings, Inc. Term Loan, 6.55%, Maturing July 31, 2014	539,294
574,468	Term Loan, 6.55%, Maturing July 31, 2014	544,309
1,233,741	Evergreen International Aviation Term Loan, 8.50%, Maturing October 31, 2011	1,107,283
76,229	Hawker Beechcraft Acquisition Term Loan, 4.80%, Maturing March 26, 2014	71,268
1,698,761	Term Loan, 4.80%, Maturing March 26, 2014	1,588,209
1,559,498	Hexcel Corp. Term Loan, 4.91%, Maturing March 1, 2012	1,536,105
1,110,522	IAP Worldwide Services, Inc. Term Loan, 8.25%, Maturing December 30, 2012	893,971
2,075,000	TransDigm, Inc. Term Loan, 4.80%, Maturing June 23, 2013	2,018,975
1,000,000	Vought Aircraft Industries, Inc. Term Loan, 4.95%, Maturing December 17, 2011	947,500
1,286,188	Term Loan, 4.97%, Maturing December 17, 2011	1,232,329
500,000	Term Loan, 6.47%, Maturing December 22, 2011	496,250
1,458,750	Wesco Aircraft Hardware Corp. Term Loan, 5.06%, Maturing September 29, 2013	1,402,680
		\$ 16,167,000
Air Transport 0.5%		
2,457,250	Airport Development and Investment, Ltd. Term Loan - Second Lien, 9.94%, Maturing April 7, 2011	\$ 4,288,024
1,707,750	Delta Air Lines, Inc. Term Loan - Second Lien, 5.71%, Maturing April 30, 2014	1,151,877
3,772,000	Northwest Airlines, Inc. DIP Loan, 4.47%, Maturing August 21, 2008	2,946,875
		\$ 8,386,776
Automotive 2.2%		
2,337,795	Accuride Corp. Term Loan, 6.03%, Maturing January 31, 2012	\$ 2,245,258
5,073,750	Adesa, Inc. Term Loan, 5.06%, Maturing October 18, 2013	4,535,932

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		Affina Group, Inc.	
	2,313,738	Term Loan, 5.80%, Maturing November 30, 2011	2,163,345
		Allison Transmission, Inc.	
	5,260,250	Term Loan, 5.32%, Maturing September 30, 2014	4,722,389
		ATU AFM Auto Holding GmbH & Co.	
EUR	2,698,276	Term Loan, 7.93%, Maturing August 20, 2013	2,606,684
		AxleTech International Holding, Inc.	
	1,950,000	Term Loan - Second Lien, 9.30%, Maturing April 21, 2013	1,925,625
		Chrysler Financial	
	1,876,514	Term Loan, 6.78%, Maturing August 1, 2014	1,544,215

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		CSA Acquisition Corp.		
	594,732	Term Loan, 5.31%, Maturing December 23, 2011	\$	554,588
	487,500	Term Loan, 5.31%, Maturing December 23, 2012		453,375
		Dayco Products, LLC		
	2,309,893	Term Loan, 7.38%, Maturing June 21, 2011		1,657,348
		Delphi Corp.		
	1,000,000	DIP Loan, 7.25%, Maturing December 31, 2008		996,688
		Federal-Mogul Corp.		
	1,841,280	Term Loan, 4.40%, Maturing December 27, 2014		1,454,611
	1,425,512	Term Loan, 4.40%, Maturing December 27, 2015		1,163,574
		Ford Motor Co.		
	2,290,125	Term Loan, 5.46%, Maturing December 15, 2013		1,809,199
		General Motors Corp.		
	4,377,233	Term Loan, 5.16%, Maturing November 29, 2013		3,460,203
		Goodyear Tire & Rubber Co.		
	3,450,000	Term Loan - Second Lien, 4.54%, Maturing April 30, 2010		3,181,762
		Keystone Automotive Operations, Inc.		
	1,123,011	Term Loan, 6.00%, Maturing January 12, 2012		901,217
		LKQ Corp.		
	1,314,810	Term Loan, 4.71%, Maturing October 12, 2014		1,303,305
		TriMas Corp.		
	314,063	Term Loan, 4.88%, Maturing August 2, 2011		282,656
	1,337,121	Term Loan, 4.87%, Maturing August 2, 2013		1,203,409
		United Components, Inc.		
	1,439,394	Term Loan, 4.70%, Maturing June 30, 2010		1,389,015
			\$	39,554,398
Beverage and Tobacco	0.6%			
		Beverage Packaging Holdings		
EUR	824,779	Term Loan, 6.72%, Maturing May 11, 2015	\$	1,199,194
EUR	824,779	Term Loan, 6.97%, Maturing May 11, 2016		1,199,194
		Constellation Brands, Inc.		
	1,240,000	Term Loan, 4.14%, Maturing June 5, 2013		1,205,125
		Culligan International Co.		
EUR	1,400,000	Term Loan - Second Lien, 9.44%, Maturing May 31, 2013		1,146,784
	987,500	Term Loan, 4.90%, Maturing November 24, 2014		693,719
		Liberator Midco Ltd.		
GBP	365,132	Term Loan, 13.39%, Maturing October 27, 2016		677,482
		Southern Wine & Spirits of America, Inc.		
	2,923,010	Term Loan, 4.30%, Maturing May 31, 2012		2,849,935
		Van Houtte, Inc.		
	873,389	Term Loan, 5.30%, Maturing July 11, 2014		826,444
	119,098	Term Loan, 5.30%, Maturing July 11, 2014		112,697
			\$	9,910,574
Brokers, Dealers and Investment Houses	0.1%			
		AmeriTrade Holding Corp.		
	2,108,393	Term Loan, 3.96%, Maturing December 31, 2012	\$	2,053,039
			\$	2,053,039
Building and Development	2.4%			
		AIMCO Properties, L.P.		
	3,050,000	Term Loan, 3.96%, Maturing March 23, 2011	\$	2,912,750
		Beacon Sales Acquisition, Inc.		
	908,812	Term Loan, 4.77%, Maturing September 30, 2013		817,931
		Brickman Group Holdings, Inc.		
	1,431,875	Term Loan, 4.80%, Maturing January 23, 2014		1,310,166
		Building Materials Corp. of America		
	1,896,305	Term Loan, 5.56%, Maturing February 22, 2014		1,652,749
		Capital Automotive (REIT)		
	3,046,644	Term Loan, 4.23%, Maturing December 16, 2010		2,896,596

Epco/Fantome, LLC

1,817,000

Term Loan, 5.09%, Maturing November 23, 2010

1,707,980

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	Forestar USA Real Estate Group, Inc.		
1,975,000	Revolver Loan, 6.46%, Maturing December 1, 2010 (2)	\$	1,856,500
1,975,000	Term Loan, 6.46%, Maturing December 1, 2010		1,935,500
	Hovstone Holdings, LLC		
742,500	Term Loan, 6.96%, Maturing February 28, 2009		616,795
	LNR Property Corp.		
3,256,000	Term Loan, 6.03%, Maturing July 3, 2011		2,626,508
	Metroflag BP, LLC		
700,000	Term Loan - Second Lien, 11.46%, Maturing January 2, 2009		577,500
	NCI Building Systems, Inc.		
1,374,724	Term Loan, 3.96%, Maturing June 18, 2010		1,340,356
	Panolam Industries Holdings, Inc.		
1,345,288	Term Loan, 5.55%, Maturing September 30, 2012		1,210,760
	Realogy Corp.		
1,186,500	Term Loan, 5.46%, Maturing September 1, 2014		975,896
4,407,000	Term Loan, 5.46%, Maturing September 1, 2014		3,624,758
	South Edge, LLC		
287,500	Term Loan, 7.25%, Maturing October 31, 2009		175,375
	Standard Pacific Corp.		
1,260,000	Term Loan, 4.47%, Maturing May 5, 2013		1,035,300
	Stile Acquisition Corp.		
951,378	Term Loan, 4.83%, Maturing April 6, 2013		840,185
949,760	Term Loan, 4.83%, Maturing April 6, 2013		838,757
	Tousa/Kolter, LLC		
1,460,133	Term Loan, 5.00%, Maturing March 31, 2031 (3) (4)		693,417
	TRU 2005 RE Holding Co.		
6,075,000	Term Loan, 5.47%, Maturing December 9, 2008		5,614,315
	United Subcontractors, Inc.		
1,000,778	Term Loan - Second Lien, 12.42%, Maturing June 27, 2013 (4)		500,389
	WCI Communities, Inc.		
3,747,152	Term Loan, 7.72%, Maturing December 23, 2010		3,409,908
	Wintergames Acquisition ULC		
3,400,620	Term Loan, 5.88%, Maturing April 24, 2009		3,247,592
		\$	42,417,983
Business Equipment and Services	4.0%		
	Activant Solutions, Inc.		
930,897	Term Loan, 4.81%, Maturing May 1, 2013	\$	816,862
	Affiliated Computer Services		
296,967	Term Loan, 4.46%, Maturing March 20, 2013		288,290
1,886,102	Term Loan, 4.46%, Maturing March 20, 2013		1,830,992
	Affinion Group, Inc.		
2,817,094	Term Loan, 5.17%, Maturing October 17, 2012		2,703,236
	Allied Security Holdings, LLC		
1,590,454	Term Loan, 7.00%, Maturing June 30, 2010		1,518,883
	Education Management, LLC		
4,898,460	Term Loan, 4.56%, Maturing June 1, 2013		4,498,712
	Euronet Worldwide, Inc.		
1,892,169	Term Loan, 4.69%, Maturing April 4, 2012		1,811,752
	Info USA, Inc.		
731,363	Term Loan, 4.81%, Maturing February 14, 2012		698,451
	Intergraph Corp.		
1,000,000	Term Loan, 4.65%, Maturing May 29, 2014		955,000
1,000,000	Term Loan - Second Lien, 8.65%, Maturing November 29, 2014		963,113
	iPayment, Inc.		
2,155,447	Term Loan, 4.64%, Maturing May 10, 2013		1,864,461
	ista International GmbH		

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EUR	1,522,526	Term Loan, 7.12%, Maturing May 14, 2015	2,065,713
EUR	302,474	Term Loan, 7.12%, Maturing May 14, 2015	410,387
		Kronos, Inc.	
	1,572,571	Term Loan, 5.05%, Maturing June 11, 2014	1,446,766
		Language Line, Inc.	
	2,333,650	Term Loan, 6.06%, Maturing June 11, 2011	2,193,631
		Mitchell International, Inc.	
	1,500,000	Term Loan - Second Lien, 8.06%, Maturing March 28, 2015	1,432,500

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		N.E.W. Holdings I, LLC	
	2,623,835	Term Loan, 5.23%, Maturing May 22, 2014	\$ 2,354,892
		Protection One, Inc.	
	2,039,912	Term Loan, 4.72%, Maturing March 31, 2012	1,897,118
		Quantum Corp.	
	453,125	Term Loan, 6.30%, Maturing July 12, 2014	401,016
		Quintiles Transnational Corp.	
	1,221,875	Term Loan, 4.81%, Maturing March 31, 2013	1,165,363
	1,725,000	Term Loan - Second Lien, 6.90%, Maturing March 31, 2014	1,643,062
		Sabre, Inc.	
	6,636,484	Term Loan, 4.66%, Maturing September 30, 2014	5,213,330
		Safenet, Inc.	
	994,975	Term Loan, 5.79%, Maturing April 12, 2014	865,628
		Serena Software, Inc.	
	1,567,536	Term Loan, 4.68%, Maturing March 10, 2013	1,440,174
		Sitel (Client Logic)	
	1,814,876	Term Loan, 5.29%, Maturing January 29, 2014	1,578,942
		Solera Holdings, LLC	
EUR	1,095,575	Term Loan, 6.96%, Maturing May 15, 2014	1,589,715
		SunGard Data Systems, Inc.	
	13,445,650	Term Loan, 4.51%, Maturing February 11, 2013	12,709,473
		TDS Investor Corp.	
	1,778,654	Term Loan, 4.71%, Maturing August 23, 2013	1,498,516
	356,888	Term Loan, 5.05%, Maturing August 23, 2013	300,678
EUR	1,051,592	Term Loan, 7.21%, Maturing August 23, 2013	1,388,482
		Transaction Network Services, Inc.	
	829,644	Term Loan, 4.46%, Maturing May 4, 2012	779,866
		U.S. Security Holdings, Inc.	
	934,574	Term Loan, 5.18%, Maturing May 8, 2013	897,191
		Valassis Communications, Inc.	
	407,565	Term Loan, 4.56%, Maturing March 2, 2014	383,111
	1,776,097	Term Loan, 4.56%, Maturing March 2, 2014	1,669,531
		VWR International, Inc.	
	2,325,000	Term Loan, 4.96%, Maturing June 28, 2013	2,112,844
		WAM Acquisition, S.A.	
EUR	368,919	Term Loan, 6.45%, Maturing May 4, 2014	494,498
EUR	223,408	Term Loan, 6.45%, Maturing May 4, 2014	299,456
EUR	368,919	Term Loan, 6.95%, Maturing May 4, 2015	494,498
EUR	223,408	Term Loan, 6.95%, Maturing May 4, 2015	299,456
		West Corp.	
	4,688,829	Term Loan, 4.95%, Maturing October 24, 2013	4,224,345
			\$ 71,199,934
Cable and Satellite Television	4.3%		
		Atlantic Broadband Finance, LLC	
	2,563,048	Term Loan, 5.06%, Maturing February 10, 2011	\$ 2,469,068
		Bragg Communications, Inc.	
	1,602,838	Term Loan, 5.18%, Maturing August 31, 2014	1,582,802
		Bresnan Broadband Holdings, LLC	
	1,725,000	Term Loan, 5.02%, Maturing March 29, 2014	1,650,251
	1,550,000	Term Loan - Second Lien, 7.47%, Maturing March 29, 2014	1,428,906
		Casema	
EUR	658,133	Term Loan, 6.98%, Maturing November 14, 2014	978,168
EUR	341,867	Term Loan, 6.98%, Maturing November 14, 2014	508,109
EUR	1,000,000	Term Loan - Second Lien, 7.48%, Maturing November 14, 2015	1,486,277
		Cequel Communications, LLC	
	987,500	Term Loan, 4.78%, Maturing November 5, 2013	918,680
	2,175,000	Term Loan - Second Lien, 7.37%, Maturing May 5, 2014	1,918,894

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4,715,934	Term Loan - Second Lien, 8.86%, Maturing May 5, 2014	4,134,303
	Charter Communications Operating, Inc.	
14,948,834	Term Loan, 4.80%, Maturing April 28, 2013	13,190,792
	CSC Holdings, Inc.	
2,719,078	Term Loan, 4.21%, Maturing March 29, 2013	2,583,124
	CW Media Holdings, Inc.	
868,438	Term Loan, 6.05%, Maturing February 15, 2015	831,529

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		DirectTV Holdings, LLC	
	1,831,895	Term Loan, 3.96%, Maturing April 13, 2013	\$ 1,791,986
		Insight Midwest Holdings, LLC	
	4,741,875	Term Loan, 4.47%, Maturing April 6, 2014	4,573,671
		Kabel BW GmbH and Co. KG	
EUR	1,000,000	Term Loan, 6.97%, Maturing June 9, 2013	1,440,306
EUR	1,000,000	Term Loan, 7.47%, Maturing June 9, 2014	1,440,306
		MCC Iowa, LLC	
	1,820,000	Term Loan, 3.97%, Maturing March 31, 2010	1,738,100
		Mediacom Broadband Group	
	2,414,740	Term Loan, 4.22%, Maturing January 31, 2015	2,212,505
		Mediacom Illinois, LLC	
	4,766,169	Term Loan, 4.22%, Maturing January 31, 2015	4,372,960
		NTL Investment Holdings, Ltd.	
	2,901,650	Term Loan, 4.80%, Maturing March 30, 2012	2,749,313
		Orion Cable GmbH	
EUR	661,661	Term Loan, 7.64%, Maturing October 31, 2014	945,251
EUR	661,661	Term Loan, 7.73%, Maturing October 31, 2015	945,251
		ProSiebenSat.1 Media AG	
EUR	1,219,800	Term Loan, 7.31%, Maturing March 2, 2015	1,277,518
EUR	48,181	Term Loan, 6.73%, Maturing June 26, 2015	58,961
EUR	1,187,219	Term Loan, 6.73%, Maturing June 26, 2015	1,452,838
EUR	1,219,800	Term Loan, 7.56%, Maturing March 2, 2016	1,277,518
		UPC Broadband Holding B.V.	
EUR	5,800,000	Term Loan, 6.44%, Maturing October 16, 2011	7,989,913
	2,800,000	Term Loan, 4.22%, Maturing December 31, 2014	2,632,700
		YPSO Holding SA	
EUR	2,480,685	Term Loan, 6.98%, Maturing July 28, 2014	3,087,520
EUR	957,340	Term Loan, 6.98%, Maturing July 28, 2014	1,191,528
EUR	1,561,975	Term Loan, 6.98%, Maturing July 28, 2014	1,944,071
			\$ 76,803,119
Chemicals and Plastics	3.6%		
		Arizona Chemical, Inc.	
	1,400,960	Term Loan, 4.65%, Maturing February 28, 2013	\$ 1,211,830
	500,000	Term Loan - Second Lien, 8.15%, Maturing February 28, 2014	362,500
		Brenntag Holding GmbH and Co. KG	
	490,909	Term Loan, 5.07%, Maturing December 23, 2013	450,409
	2,009,091	Term Loan, 5.07%, Maturing December 23, 2013	1,843,341
	1,300,000	Term Loan - Second Lien, 7.79%, Maturing December 23, 2015	1,059,500
		Celanese Holdings, LLC	
EUR	1,975,000	Term Loan, 6.45%, Maturing April 6, 2011	2,827,271
	5,999,063	Term Loan, 4.28%, Maturing April 2, 2014	5,657,332
		Cognis GmbH	
EUR	1,084,426	Term Loan, 6.96%, Maturing September 15, 2013	1,561,905
EUR	265,574	Term Loan, 6.96%, Maturing September 15, 2013	382,507
		Columbian Chemicals Acquisition	
	880,455	Term Loan, 6.05%, Maturing March 16, 2013	827,627
		First Chemical Holding	
EUR	1,000,000	Term Loan, 6.58%, Maturing December 18, 2014	1,334,014
EUR	1,000,000	Term Loan, 7.06%, Maturing December 18, 2015	1,334,014
		Foamex International, Inc.	
	2,861,677	Term Loan, 6.05%, Maturing February 12, 2013	2,253,571
		Georgia Gulf Corp.	
	869,617	Term Loan, 4.96%, Maturing October 3, 2013	812,222
		Hercules, Inc.	
	1,201,260	Term Loan, 3.96%, Maturing October 8, 2010	1,171,229

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	Hexion Specialty Chemicals, Inc.		
4,912,500	Term Loan, 5.00%, Maturing May 5, 2013		4,286,156
1,843,471	Term Loan, 5.06%, Maturing May 5, 2013		1,608,429
400,454	Term Loan, 5.06%, Maturing May 5, 2013		349,397
	Huish Detergents, Inc.		
1,262,250	Term Loan, 4.81%, Maturing April 26, 2014		1,161,270

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		INEOS Group	
EUR	849,785	Term Loan, 7.21%, Maturing December 14, 2011	\$ 1,117,203
EUR	150,215	Term Loan, 7.21%, Maturing December 14, 2011	197,485
EUR	849,785	Term Loan, 7.71%, Maturing December 14, 2011	1,117,203
EUR	150,215	Term Loan, 7.71%, Maturing December 14, 2011	197,485
	244,949	Term Loan, 4.88%, Maturing December 14, 2013	204,839
	244,949	Term Loan, 5.38%, Maturing December 14, 2014	204,839
		Innophos, Inc.	
	318,750	Term Loan, 4.81%, Maturing August 10, 2010	314,766
		Invista B.V.	
	3,056,665	Term Loan, 4.30%, Maturing April 29, 2011	2,903,831
	1,620,261	Term Loan, 4.30%, Maturing April 29, 2011	1,539,248
		ISP Chemco, Inc.	
	1,965,075	Term Loan, 4.13%, Maturing June 4, 2014	1,816,058
		Kleopatra	
	1,200,000	Term Loan, 5.29%, Maturing January 3, 2016	871,500
EUR	800,000	Term Loan, 7.46%, Maturing January 3, 2016	916,536
		Kranton Polymers, LLC	
	3,111,621	Term Loan, 4.50%, Maturing May 12, 2013	2,950,206
		Lucite International Group Holdings	
	780,073	Term Loan, 5.05%, Maturing July 7, 2013	641,610
	276,218	Term Loan, 5.05%, Maturing July 7, 2013	227,189
		MacDermid, Inc.	
EUR	973,170	Term Loan, 7.20%, Maturing April 12, 2014	1,366,550
		Millenium Inorganic Chemicals	
	522,375	Term Loan, 5.05%, Maturing April 30, 2014	442,713
	1,375,000	Term Loan - Second Lien, 8.55%, Maturing October 31, 2014	1,010,625
		Momentive Performance Material	
	1,895,201	Term Loan, 4.75%, Maturing December 4, 2013	1,741,216
		Mosaic Co.	
	74,336	Term Loan, 4.44%, Maturing December 21, 2012	73,918
		Nalco Co.	
	4,432,589	Term Loan, 4.63%, Maturing November 4, 2010	4,388,263
		Propex Fabrics, Inc.	
	1,591,374	Term Loan, 9.00%, Maturing July 31, 2012	739,989
		Rockwood Specialties Group, Inc.	
	3,681,475	Term Loan, 4.30%, Maturing December 10, 2012	3,551,964
		Schoeller Arca Systems Holding	
EUR	886,834	Term Loan, 8.40%, Maturing November 16, 2015	1,279,907
EUR	824,121	Term Loan, 8.40%, Maturing November 16, 2015	1,189,397
EUR	289,045	Term Loan, 8.40%, Maturing November 16, 2015	417,159
		Solo Cup Co.	
	1,986,828	Term Loan, 6.04%, Maturing February 27, 2011	1,941,296
		Wellman, Inc.	
	1,250,000	Term Loan, 6.74%, Maturing February 10, 2009 (3)	625,000
			\$ 64,482,519
Clothing/Textiles	0.3%		
		Hanesbrands, Inc.	
	1,792,654	Term Loan, 4.55%, Maturing September 5, 2013	\$ 1,729,413
	1,125,000	Term Loan - Second Lien, 6.55%, Maturing March 5, 2014	1,100,860
		St. John Knits International, Inc.	
	1,231,247	Term Loan, 5.46%, Maturing March 23, 2012	1,151,216
		The William Carter Co.	
	1,158,850	Term Loan, 4.12%, Maturing July 14, 2012	1,109,599
		Warnaco, Inc.	
	591,111	Term Loan, 4.38%, Maturing January 31, 2013	558,600
			\$ 5,649,688

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Conglomerates 1.3%

		Amsted Industries, Inc.		
	1,460,600	Term Loan, 4.79%, Maturing October 15, 2010	\$	1,427,737
		Blount, Inc.		
	415,014	Term Loan, 4.22%, Maturing August 9, 2010		401,526

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		Doncasters (Dunde HoldCo 4 Ltd.)	
	608,184	Term Loan, 4.96%, Maturing July 13, 2015	\$ 556,488
	608,184	Term Loan, 5.46%, Maturing July 13, 2015	556,488
GBP	734,483	Term Loan - Second Lien, 9.90%, Maturing January 13, 2016	1,222,147
		ISS Holdings A/S	
EUR	208,772	Term Loan, 6.96%, Maturing December 31, 2013	293,796
EUR	1,491,228	Term Loan, 6.96%, Maturing December 31, 2013	2,098,543
		Jarden Corp.	
	1,775,197	Term Loan, 4.55%, Maturing January 24, 2012	1,690,135
	980,432	Term Loan, 4.55%, Maturing January 24, 2012	933,452
		Johnson Diversey, Inc.	
	2,970,076	Term Loan, 4.78%, Maturing December 16, 2011	2,873,548
		Polymer Group, Inc.	
	3,907,043	Term Loan, 5.03%, Maturing November 22, 2012	3,614,014
		RBS Global, Inc.	
	418,625	Term Loan, 4.79%, Maturing July 19, 2013	397,694
	2,681,967	Term Loan, 5.29%, Maturing July 19, 2013	2,544,516
		RGIS Holdings, LLC	
	1,909,286	Term Loan, 5.13%, Maturing April 30, 2014	1,594,254
	95,464	Term Loan, 5.30%, Maturing April 30, 2014	79,713
		US Investigations Services, Inc.	
	2,630,075	Term Loan, 5.55%, Maturing February 21, 2015	2,437,204
		Vertrue, Inc.	
	833,650	Term Loan, 5.81%, Maturing August 16, 2014	752,369
			\$ 23,473,624
Containers and Glass Products	1.7%		
		Berry Plastics Corp.	
	4,633,788	Term Loan, 4.78%, Maturing April 3, 2015	\$ 4,092,626
		Consolidated Container Co.	
	1,000,000	Term Loan - Second Lien, 8.11%, Maturing September 28, 2014	512,500
		Crown Americas, Inc.	
	686,000	Term Loan, 4.43%, Maturing November 15, 2012	670,565
		Graham Packaging Holdings Co.	
	5,218,826	Term Loan, 4.99%, Maturing October 7, 2011	4,982,742
		Graphic Packaging International, Inc.	
	7,381,991	Term Loan, 4.79%, Maturing May 16, 2014	6,946,977
		JSG Acquisitions	
EUR	180,907	Term Loan, 6.39%, Maturing December 31, 2014	256,152
EUR	217,564	Term Loan, 6.64%, Maturing December 31, 2014	308,055
EUR	1,300,764	Term Loan, 6.82%, Maturing December 31, 2014	1,841,787
EUR	1,300,764	Term Loan, 6.88%, Maturing December 31, 2014	1,841,787
		Kranson Industries, Inc.	
	1,102,495	Term Loan, 5.05%, Maturing July 31, 2013	1,025,320
		Owens-Brockway Glass Container	
	2,034,688	Term Loan, 3.96%, Maturing June 14, 2013	1,985,855
		Smurfit-Stone Container Corp.	
	79,324	Term Loan, 4.50%, Maturing November 1, 2011	76,999
	1,069,632	Term Loan, 4.64%, Maturing November 1, 2011	1,038,283
	2,207,792	Term Loan, 4.64%, Maturing November 1, 2011	2,143,086
	872,221	Term Loan, 4.81%, Maturing November 1, 2011	846,658
		Tegrant Holding Corp.	
	1,975,000	Term Loan, 5.56%, Maturing March 8, 2013	1,303,500
			\$ 29,872,892
Cosmetics/Toiletries	0.3%		
		American Safety Razor Co.	
	1,000,000	Term Loan - Second Lien, 8.79%, Maturing July 31, 2014	\$ 920,000

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	Bausch & Lomb, Inc.	
155,000	Term Loan, 6.05%, Maturing April 30, 2015 (2)	151,190
616,900	Term Loan, 6.05%, Maturing April 30, 2015	601,735
	KIK Custom Products, Inc.	
1,400,000	Term Loan - Second Lien, 7.46%, Maturing November 30, 2014	605,500
	Prestige Brands, Inc.	
2,513,258	Term Loan, 4.73%, Maturing April 7, 2011	2,456,710
		\$ 4,735,135

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Drugs 0.4%				
		Graceway Pharmaceuticals, LLC		
	1,486,729	Term Loan, 5.55%, Maturing May 3, 2012	\$	1,284,162
	1,000,000	Term Loan - Second Lien, 9.30%, Maturing May 3, 2013		760,000
	300,000	Term Loan, 11.05%, Maturing November 3, 2013		235,500
		Pharmaceutical Holdings Corp.		
	616,116	Term Loan, 5.71%, Maturing January 30, 2012		594,551
		Stiefel Laboratories, Inc.		
	674,484	Term Loan, 5.04%, Maturing December 28, 2013		642,446
	881,826	Term Loan, 5.04%, Maturing December 28, 2013		839,939
		Warner Chilcott Corp.		
	2,106,305	Term Loan, 4.70%, Maturing January 18, 2012		2,039,605
	820,172	Term Loan, 4.80%, Maturing January 18, 2012		794,199
			\$	7,190,402
Ecological Services and Equipment 0.7%				
		Allied Waste Industries, Inc.		
	1,565,962	Term Loan, 4.05%, Maturing January 15, 2012		1,538,884
	2,604,404	Term Loan, 4.23%, Maturing January 15, 2012		2,559,368
		Big Dumpster Merger Sub, Inc.		
	853,188	Term Loan, 5.05%, Maturing February 5, 2013		699,614
		Blue Waste B.V. (AVR Acquisition)		
EUR	1,000,000	Term Loan, 7.05%, Maturing April 1, 2015		1,455,908
		Environmental Systems Products Holdings, Inc.		
	466,049	Term Loan - Second Lien, 13.50%, Maturing December 12, 2010 (4)		425,782
		IESI Corp.		
	3,464,706	Term Loan, 4.40%, Maturing January 20, 2012		3,343,441
		Sensus Metering Systems, Inc.		
	18,429	Term Loan, 4.46%, Maturing December 17, 2010		17,415
	715,074	Term Loan, 4.64%, Maturing December 17, 2010		675,745
		Waste Services, Inc.		
	844,840	Term Loan, 5.15%, Maturing March 31, 2011		839,559
		Wastequip, Inc.		
	985,301	Term Loan, 5.05%, Maturing February 5, 2013		807,947
			\$	12,363,663
Electronics/Electrical 1.6%				
		Aspect Software, Inc.		
	2,219,832	Term Loan, 5.81%, Maturing July 11, 2011	\$	2,069,993
	2,350,000	Term Loan - Second Lien, 9.88%, Maturing July 11, 2013		2,138,500
		Freescale Semiconductor, Inc.		
	5,589,875	Term Loan, 4.22%, Maturing December 1, 2013		5,045,840
		Infor Enterprise Solutions Holdings		
	3,421,907	Term Loan, 6.55%, Maturing July 28, 2012		2,857,292
	1,785,343	Term Loan, 6.55%, Maturing July 28, 2012		1,490,761
	500,000	Term Loan - Second Lien, 8.30%, Maturing March 2, 2014		298,750
	183,333	Term Loan - Second Lien, 9.05%, Maturing March 2, 2014		109,542
	316,667	Term Loan - Second Lien, 9.05%, Maturing March 2, 2014		202,667
		Network Solutions, LLC		
	982,859	Term Loan, 5.17%, Maturing March 7, 2014		825,602
		Open Solutions, Inc.		
	2,419,805	Term Loan, 5.15%, Maturing January 23, 2014		2,147,577
		Sensata Technologies Finance Co.		
	3,748,500	Term Loan, 4.54%, Maturing April 27, 2013		3,276,815
		Spectrum Brands, Inc.		
	83,608	Term Loan, 6.46%, Maturing March 30, 2013		74,864
	1,655,733	Term Loan, 6.61%, Maturing March 30, 2013		1,482,571
		SS&C Technologies, Inc.		
	1,983,269	Term Loan, 4.78%, Maturing November 23, 2012		1,881,626

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	VeriFone, Inc.	
957,063	Term Loan, 5.55%, Maturing October 31, 2013	918,781
	Vertafore, Inc.	
2,468,906	Term Loan, 5.14%, Maturing January 31, 2012	2,308,427
975,000	Term Loan - Second Lien, 8.64%, Maturing January 31, 2013	870,187
		\$ 27,999,795

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Equipment Leasing 0.3%			
		AWAS Capital, Inc.	
	2,577,339	Term Loan - Second Lien, 8.81%, Maturing March 22, 2013	\$ 2,087,645
		The Hertz Corp.	
	3,800,272	Term Loan, 4.21%, Maturing December 21, 2012	3,505,750
	688,889	Term Loan, 4.55%, Maturing December 21, 2012	635,500
			\$ 6,228,895
Farming/Agriculture 0.4%			
		BF Bolthouse HoldCo, LLC	
	2,925,000	Term Loan, 5.06%, Maturing December 16, 2012	\$ 2,831,766
	1,475,000	Term Loan - Second Lien, 8.30%, Maturing December 16, 2013	1,408,625
		Central Garden & Pet Co.	
	2,492,625	Term Loan, 3.97%, Maturing February 28, 2014	2,212,205
			\$ 6,452,596
Financial Intermediaries 0.6%			
		Citco III, Ltd.	
	2,166,424	Term Loan, 5.13%, Maturing June 30, 2014	\$ 1,949,781
		Grosvenor Capital Management	
	687,612	Term Loan, 4.55%, Maturing December 5, 2013	656,670
		INVESTools, Inc.	
	533,333	Term Loan, 6.06%, Maturing August 13, 2012	485,333
		Jupiter Asset Management Group	
GBP	594,385	Term Loan, 7.90%, Maturing June 30, 2015	1,016,679
		LPL Holdings, Inc.	
	5,070,100	Term Loan, 4.67%, Maturing December 18, 2014	4,816,595
		Nuveen Investments, Inc.	
	698,250	Term Loan, 5.46%, Maturing November 2, 2014	647,627
		RJO Holdings Corp. (RJ O Brien)	
	669,938	Term Loan, 5.47%, Maturing July 31, 2014	452,208
		Travelex America Holdings, Inc.	
	625,000	Term Loan, 5.54%, Maturing October 31, 2013	583,203
	625,000	Term Loan, 6.04%, Maturing October 31, 2014	583,203
			\$ 11,191,299
Food Products 1.5%			
		Acosta, Inc.	
	2,964,500	Term Loan, 4.72%, Maturing July 28, 2013	\$ 2,777,366
		Advantage Sales & Marketing, Inc.	
	4,145,857	Term Loan, 4.56%, Maturing March 29, 2013	3,888,470
		American Seafoods Group, LLC	
	1,025,850	Term Loan, 4.30%, Maturing September 30, 2011	969,428
		Dean Foods Co.	
	5,875,625	Term Loan, 4.30%, Maturing April 2, 2014	5,565,321
		MafCo Worldwide Corp.	
	895,568	Term Loan, 4.81%, Maturing December 8, 2011	841,834
		Michael Foods, Inc.	
	1,401,918	Term Loan, 4.87%, Maturing November 21, 2010	1,380,889
		Pinnacle Foods Finance, LLC	
	6,336,000	Term Loan, 5.43%, Maturing April 2, 2014	5,802,718
		Provimi Group SA	
	231,370	Term Loan, 4.71%, Maturing June 28, 2015	209,969
	188,011	Term Loan, 4.71%, Maturing June 28, 2015	170,620
EUR	419,087	Term Loan, 6.73%, Maturing June 28, 2015	593,396
EUR	243,178	Term Loan, 6.73%, Maturing June 28, 2015	344,322
EUR	402,189	Term Loan, 6.73%, Maturing June 28, 2015	569,470
EUR	548,225	Term Loan, 6.73%, Maturing June 28, 2015	776,247
		Reddy Ice Group, Inc.	
	3,130,000	Term Loan, 4.54%, Maturing August 9, 2012	2,699,625

\$ 26,589,675

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Food Service 1.0%				
		AFC Enterprises, Inc.		
	654,646	Term Loan, 5.06%, Maturing May 23, 2009	\$	621,914
		Aramark Corp.		
	293,517	Term Loan, 4.47%, Maturing January 26, 2014		279,501
	4,614,037	Term Loan, 4.68%, Maturing January 26, 2014		4,393,708
GBP	985,000	Term Loan, 8.07%, Maturing January 27, 2014		1,795,092
		Buffets, Inc.		
	595,463	Term Loan, 9.71%, Maturing January 22, 2009		357,278
	59,325	Term Loan, 9.71%, Maturing January 22, 2009		35,595
	185,675	Term Loan, 5.40%, Maturing May 1, 2013		81,233
	1,238,615	Term Loan, 9.71%, Maturing November 1, 2013		541,894
		Burger King Corp.		
	1,692,294	Term Loan, 4.31%, Maturing June 30, 2012		1,679,998
		CBRL Group, Inc.		
	2,300,037	Term Loan, 4.29%, Maturing April 27, 2013		2,130,409
		Denny s, Inc.		
	163,417	Term Loan, 4.70%, Maturing March 31, 2012		155,348
	605,083	Term Loan, 4.76%, Maturing March 31, 2012		575,207
		JRD Holdings, Inc.		
	1,896,094	Term Loan, 5.05%, Maturing June 26, 2014		1,782,328
		Maine Beverage Co., LLC		
	635,156	Term Loan, 4.54%, Maturing June 30, 2010		609,750
		NPC International, Inc.		
	491,258	Term Loan, 4.49%, Maturing May 3, 2013		454,413
		OSI Restaurant Partners, LLC		
	84,586	Term Loan, 5.35%, Maturing May 9, 2013		71,053
	995,501	Term Loan, 5.13%, Maturing May 9, 2014		836,221
		QCE Finance, LLC		
	984,925	Term Loan, 4.81%, Maturing May 5, 2013		841,126
	1,225,000	Term Loan - Second Lien, 8.55%, Maturing November 5, 2013		1,004,500
		Sagittarius Restaurants, LLC		
	488,750	Term Loan, 9.50%, Maturing March 29, 2013		384,891
			\$	18,631,459
Food/Drug Retailers 1.3%				
		General Nutrition Centers, Inc.		
	3,019,699	Term Loan, 5.05%, Maturing September 16, 2013	\$	2,687,532
		Iceland Foods Group, Ltd.		
GBP	2,150,000	Term Loan, 7.66%, Maturing May 2, 2014		4,131,167
GBP	2,150,000	Term Loan, 8.16%, Maturing May 2, 2015		4,131,167
GBP	526,312	Term Loan, 9.79%, Maturing May 2, 2016		1,000,869
		Pantry, Inc. (The)		
	1,193,500	Term Loan, 4.22%, Maturing May 15, 2014		1,074,150
	343,583	Term Loan, 4.22%, Maturing May 15, 2014		309,225
		Rite Aid Corp.		
	3,491,250	Term Loan, 4.22%, Maturing June 1, 2014		3,092,664
	1,250,000	Term Loan, 6.00%, Maturing June 4, 2014		1,137,500
		Roundy s Supermarkets, Inc.		
	3,911,978	Term Loan, 5.21%, Maturing November 3, 2011		3,760,389
		Supervalu, Inc.		
	1,772,958	Term Loan, 3.64%, Maturing June 1, 2012		1,679,385
			\$	23,004,048
Forest Products 0.8%				
		Appleton Papers, Inc.		
	1,905,750	Term Loan, 4.49%, Maturing June 5, 2014	\$	1,759,642
		Georgia-Pacific Corp.		
	9,212,069	Term Loan, 4.45%, Maturing December 20, 2012		8,710,702

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	Newpage Corp.	
1,940,250	Term Loan, 6.56%, Maturing December 5, 2014	1,922,460
	Xerium Technologies, Inc.	
1,875,165	Term Loan, 8.30%, Maturing May 18, 2012	1,654,833
		\$ 14,047,637

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Healthcare 5.2%			
		Accellent, Inc.	
	1,413,750	Term Loan, 5.14%, Maturing November 22, 2012	\$ 1,279,444
		Alliance Imaging, Inc.	
	1,118,681	Term Loan, 5.30%, Maturing December 29, 2011	1,089,316
		American Medical Systems	
	1,541,096	Term Loan, 4.94%, Maturing July 20, 2012	1,452,483
		AMN Healthcare, Inc.	
	319,654	Term Loan, 4.55%, Maturing November 2, 2011	311,663
		AMR HoldCo, Inc.	
	2,169,912	Term Loan, 4.69%, Maturing February 10, 2012	2,112,952
		Biomet, Inc.	
	3,970,000	Term Loan, 5.80%, Maturing December 26, 2014	3,904,650
EUR	1,761,688	Term Loan, 7.95%, Maturing December 26, 2014	2,700,571
		Capio AB	
EUR	227,051	Term Loan, 6.69%, Maturing April 24, 2015	340,363
EUR	272,949	Term Loan, 6.69%, Maturing April 24, 2015	409,167
EUR	227,051	Term Loan, 6.81%, Maturing April 16, 2016	340,363
EUR	272,949	Term Loan, 6.81%, Maturing April 24, 2016	409,167
		Cardinal Health 409, Inc.	
	2,178,000	Term Loan, 5.05%, Maturing April 10, 2014	1,911,195
EUR	1,980,000	Term Loan, 7.21%, Maturing April 10, 2014	2,749,473
		Carestream Health, Inc.	
	4,293,822	Term Loan, 4.75%, Maturing April 30, 2013	3,789,298
	1,000,000	Term Loan - Second Lien, 7.96%, Maturing October 30, 2013	715,000
		Carl Zeiss Vision Holding GmbH	
	1,300,000	Term Loan, 5.14%, Maturing March 23, 2015	940,333
		Community Health Systems, Inc.	
	503,549	Term Loan, 0.00%, Maturing July 25, 2014 (2)	477,496
	9,842,239	Term Loan, 4.85%, Maturing July 25, 2014	9,333,011
		Concentra, Inc.	
	850,000	Term Loan - Second Lien, 8.30%, Maturing June 25, 2015	556,750
		ConMed Corp.	
	615,521	Term Loan, 3.96%, Maturing April 13, 2013	601,672
		CRC Health Corp.	
	638,625	Term Loan, 5.05%, Maturing February 6, 2013	592,325
	586,553	Term Loan, 5.05%, Maturing February 6, 2013	544,027
		DaVita, Inc.	
	5,424,933	Term Loan, 4.10%, Maturing October 5, 2012	5,233,124
		DJO Finance, LLC	
	1,044,750	Term Loan, 5.62%, Maturing May 15, 2014	1,016,019
		Fresenius Medical Care Holdings	
	3,534,977	Term Loan, 4.17%, Maturing March 31, 2013	3,442,736
		Hanger Orthopedic Group, Inc.	
	1,532,148	Term Loan, 4.47%, Maturing May 30, 2013	1,478,523
		HCA, Inc.	
	8,805,801	Term Loan, 5.05%, Maturing November 18, 2013	8,292,739
		Health Management Association, Inc.	
	5,823,395	Term Loan, 4.55%, Maturing February 28, 2014	5,395,742
		HealthSouth Corp.	
	1,964,244	Term Loan, 5.29%, Maturing March 10, 2013	1,860,770
		Iasis Healthcare, LLC	
	112,878	Term Loan, 4.46%, Maturing March 14, 2014	105,493
	423,291	Term Loan, 4.46%, Maturing March 14, 2014	395,601
	1,223,346	Term Loan, 4.46%, Maturing March 14, 2014	1,143,318
		Ikaria Acquisition, Inc.	
	757,861	Term Loan, 5.05%, Maturing March 28, 2013	723,757
		IM U.S. Holdings, LLC	

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900,000	Term Loan - Second Lien, 7.06%, Maturing June 26, 2015 Invacare Corp.	848,250
2,188,624	Term Loan, 4.97%, Maturing February 12, 2013 inVentiv Health, Inc.	2,046,363
1,200,788	Term Loan, 4.56%, Maturing July 6, 2014 Leiner Health Products, Inc.	1,124,988
110,567	Term Loan, 8.75%, Maturing May 27, 2011 (3)	105,039

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		LifePoint Hospitals, Inc.	
	2,959,542	Term Loan, 4.27%, Maturing April 15, 2012	\$ 2,865,946
		MultiPlan Merger Corp.	
	727,222	Term Loan, 5.00%, Maturing April 12, 2013	689,271
	1,327,388	Term Loan, 5.00%, Maturing April 12, 2013	1,258,116
		Mylan, Inc.	
	771,125	Term Loan, 5.93%, Maturing October 2, 2014	764,763
		National Mentor Holdings, Inc.	
	81,200	Term Loan, 4.44%, Maturing June 29, 2013	70,441
	1,341,424	Term Loan, 4.81%, Maturing June 29, 2013	1,163,685
		National Rental Institutes, Inc.	
	2,003,395	Term Loan, 5.00%, Maturing March 31, 2013	1,732,936
		Nyco Holdings	
EUR	1,920,457	Term Loan, 7.21%, Maturing December 29, 2014	2,380,259
EUR	1,920,457	Term Loan, 7.96%, Maturing December 29, 2015	2,380,259
		Physiotherapy Associates, Inc.	
	1,161,333	Term Loan, 6.25%, Maturing June 27, 2013	940,680
		RadNet Management, Inc.	
	714,129	Term Loan, 6.92%, Maturing November 15, 2012	681,993
		ReAble Therapeutics Finance, LLC	
	1,155,739	Term Loan, 4.81%, Maturing November 16, 2013	1,092,174
		Renal Advantage, Inc.	
	368,803	Term Loan, 5.28%, Maturing October 5, 2012	350,362
		Select Medical Corp.	
	1,605,581	Term Loan, 4.63%, Maturing February 24, 2012	1,502,021
		Select Medical Holdings Corp.	
	2,003,956	Term Loan, 4.68%, Maturing February 24, 2012	1,874,701
		Sunrise Medical Holdings, Inc.	
	1,550,142	Term Loan, 6.84%, Maturing May 13, 2010	1,286,928
		Vanguard Health Holding Co., LLC	
	939,872	Term Loan, 5.05%, Maturing September 23, 2011	907,558
		Viant Holdings, Inc.	
	767,250	Term Loan, 5.05%, Maturing June 25, 2014	659,835
			\$ 92,375,109
Home Furnishings	0.6%		
		Hunter Fan Co.	
	663,948	Term Loan, 5.18%, Maturing April 16, 2014	\$ 529,499
		Interline Brands, Inc.	
	1,287,848	Term Loan, 4.19%, Maturing June 23, 2013	1,223,455
	889,565	Term Loan, 4.19%, Maturing June 23, 2013	845,087
		National Bedding Co., LLC	
	2,341,583	Term Loan, 4.59%, Maturing August 31, 2011	1,847,900
	1,050,000	Term Loan - Second Lien, 7.46%, Maturing August 31, 2012	750,750
		Oreck Corp.	
	1,793,108	Term Loan, 5.61%, Maturing February 2, 2012 (4)	914,485
		Sanitec, Ltd. Oy	
EUR	500,000	Term Loan, 8.38%, Maturing April 7, 2013	614,171
EUR	500,000	Term Loan, 8.88%, Maturing April 7, 2014	614,171
		Simmons Co.	
	3,677,152	Term Loan, 5.53%, Maturing December 19, 2011	3,451,926
	1,000,000	Term Loan, 8.20%, Maturing February 15, 2012	635,000
			\$ 11,426,444
Industrial Equipment	1.4%		
		Brand Energy and Infrastructure Services, Inc.	
	1,064,895	Term Loan, 6.06%, Maturing February 7, 2014	\$ 1,011,650
		CEVA Group PLC U.S.	
	1,439,408	Term Loan, 5.46%, Maturing January 4, 2014	1,324,255
	171,053	Term Loan, 5.80%, Maturing January 4, 2014	157,368

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EUR	304,073	Term Loan, 7.47%, Maturing January 4, 2014	451,183
EUR	516,351	Term Loan, 7.47%, Maturing January 4, 2014	766,160
EUR	634,598	Term Loan, 7.47%, Maturing January 4, 2014	941,615
EUR	1,597,365	Term Loan, 7.96%, Maturing January 4, 2014	2,370,167

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		EPD Holdings (Goodyear Engineering Products)	
	115,047	Term Loan, 4.97%, Maturing July 13, 2014	\$ 102,104
	803,305	Term Loan, 5.30%, Maturing July 13, 2014	712,933
	1,100,000	Term Loan - Second Lien, 8.55%, Maturing July 13, 2015	836,000
		Flowserve Corp.	
	2,302,242	Term Loan, 4.31%, Maturing August 10, 2012	2,236,053
		FR Brand Acquisition Corp.	
	985,622	Term Loan, 5.06%, Maturing February 7, 2014	906,772
		Generac Acquisition Corp.	
	2,677,819	Term Loan, 5.29%, Maturing November 7, 2013	2,155,645
	500,000	Term Loan - Second Lien, 8.79%, Maturing April 7, 2014	351,666
		Gleason Corp.	
	280,361	Term Loan, 4.52%, Maturing June 30, 2013	266,343
	743,297	Term Loan, 4.52%, Maturing June 30, 2013	706,132
		Itron, Inc.	
EUR	404,198	Term Loan, 6.96%, Maturing April 18, 2014	610,811
		Jason, Inc.	
	632,479	Term Loan, 4.96%, Maturing April 30, 2010	569,231
		John Maneely Co.	
	2,501,969	Term Loan, 6.04%, Maturing December 8, 2013	2,297,641
		KION Group GmbH	
	250,000	Term Loan, 4.46%, Maturing December 23, 2014	217,321
	250,000	Term Loan, 4.96%, Maturing December 23, 2015	217,321
		Polypore, Inc.	
	4,306,500	Term Loan, 4.72%, Maturing July 3, 2014	4,048,110
		Sequa Corp.	
	993,167	Term Loan, 6.03%, Maturing November 30, 2014	941,440
		TFS Acquisition Corp.	
	884,250	Term Loan, 6.30%, Maturing August 11, 2013	831,195
			\$ 25,029,116
Insurance	0.9%		
		Alliant Holdings I, Inc.	
	1,339,875	Term Loan, 5.80%, Maturing August 21, 2014	\$ 1,239,384
		Applied Systems, Inc.	
	958,324	Term Loan, 5.30%, Maturing September 26, 2013	910,408
		CCC Information Services Group, Inc.	
	1,116,500	Term Loan, 5.06%, Maturing February 10, 2013	1,099,752
		Conseco, Inc.	
	4,674,938	Term Loan, 4.46%, Maturing October 10, 2013	4,099,337
		Crawford & Company	
	1,619,411	Term Loan, 5.56%, Maturing October 31, 2013	1,574,877
		Crump Group, Inc.	
	1,342,394	Term Loan, 5.81%, Maturing August 4, 2014	1,261,850
		Getty Images, Inc.	
	2,925,000	Term Loan, 7.25%, Maturing July 2, 2015	2,907,634
		Hub International Holdings, Inc.	
	218,153	Term Loan, 5.30%, Maturing June 13, 2014 (2)	200,834
	970,588	Term Loan, 5.30%, Maturing June 13, 2014	893,536
		U.S.I. Holdings Corp.	
	1,188,000	Term Loan, 5.56%, Maturing May 4, 2014	1,098,900
			\$ 15,286,512
Leisure Goods/Activities/Movies	3.6%		
		24 Hour Fitness Worldwide, Inc.	
	1,974,550	Term Loan, 4.97%, Maturing June 8, 2012	\$ 1,865,950
		AMC Entertainment, Inc.	
	1,720,676	Term Loan, 4.21%, Maturing January 26, 2013	1,622,410
		AMF Bowling Worldwide, Inc.	
	1,300,000	Term Loan - Second Lien, 8.95%, Maturing December 8, 2013	1,007,500

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	Butterfly Wendel US, Inc.	
371,737	Term Loan, 5.63%, Maturing June 22, 2013	340,604
371,857	Term Loan, 5.38%, Maturing June 22, 2014	340,714
	Carmike Cinemas, Inc.	
2,924,623	Term Loan, 6.31%, Maturing May 19, 2012	2,840,540

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		Cedar Fair, L.P.	
	490,000	Term Loan, 4.49%, Maturing August 31, 2011	\$ 462,165
	2,812,152	Term Loan, 4.46%, Maturing August 30, 2012	2,652,405
		Cinemark, Inc.	
	3,774,523	Term Loan, 4.53%, Maturing October 5, 2013	3,567,600
		Dave & Buster s, Inc.	
	382,500	Term Loan, 5.05%, Maturing March 8, 2013	365,287
	977,500	Term Loan, 5.05%, Maturing March 8, 2013	933,512
		Deluxe Entertainment Services	
	815,437	Term Loan, 5.01%, Maturing January 28, 2011	727,777
	41,339	Term Loan, 5.05%, Maturing January 28, 2011	36,895
	77,477	Term Loan, 5.05%, Maturing January 28, 2011	69,148
		Easton-Bell Sports, Inc.	
	1,466,250	Term Loan, 4.39%, Maturing March 16, 2012	1,332,455
		Formula One (Project Alpha III)	
	1,928,571	Term Loan, 4.71%, Maturing October 13, 2014	1,775,090
		Mega Blocks, Inc.	
	1,477,157	Term Loan, 8.25%, Maturing July 26, 2012	1,292,513
		Metro-Goldwyn-Mayer Holdings, Inc.	
	10,137,869	Term Loan, 6.05%, Maturing April 8, 2012	7,882,193
		National CineMedia, LLC	
	2,075,000	Term Loan, 4.54%, Maturing February 13, 2015	1,887,603
		Red Football, Ltd.	
GBP	2,750,000	Term Loan, 7.90%, Maturing August 16, 2014	5,124,712
GBP	2,750,000	Term Loan, 8.15%, Maturing August 16, 2015	5,124,712
		Regal Cinemas Corp.	
	6,241,337	Term Loan, 4.30%, Maturing November 10, 2010	5,894,594
		Revolution Studios Distribution Co., LLC	
	1,458,730	Term Loan, 6.22%, Maturing December 21, 2014	1,356,619
	1,050,000	Term Loan, 9.47%, Maturing June 21, 2015	887,250
		Six Flags Theme Parks, Inc.	
	4,479,750	Term Loan, 4.88%, Maturing April 30, 2015	3,842,506
		Southwest Sports Group, LLC	
	1,450,000	Term Loan, 5.31%, Maturing December 22, 2010	1,276,000
		Universal City Development Partners, Ltd.	
	2,912,921	Term Loan, 5.69%, Maturing June 9, 2011	2,891,074
		WMG Acquisition Corp.	
	900,000	Revolving Loan, 4.25%, Maturing February 28, 2010 (2)	841,500
	6,904,626	Term Loan, 4.61%, Maturing February 28, 2011	6,461,577
			\$ 64,702,905
Lodging and Casinos	1.8%		
		Bally Technologies, Inc.	
	5,419,355	Term Loan, 6.12%, Maturing September 5, 2009	\$ 5,371,935
		Gala Electric Casinos, Ltd.	
GBP	958,999	Term Loan, 8.44%, Maturing December 12, 2013	1,647,242
GBP	958,999	Term Loan, 8.94%, Maturing December 12, 2014	1,647,242
		Green Valley Ranch Gaming, LLC	
	642,017	Term Loan, 4.70%, Maturing February 16, 2014	514,684
		Harrah s Operating Co.	
	1,396,500	Term Loan, 5.80%, Maturing January 28, 2015	1,240,017
	997,500	Term Loan, 5.80%, Maturing January 28, 2015	881,957
		Herbst Gaming, Inc.	
	997,468	Term Loan, 9.75%, Maturing December 2, 2011	730,646
		Isle of Capri Casinos, Inc.	
	2,635,147	Term Loan, 4.55%, Maturing November 30, 2013	2,281,598
	794,536	Term Loan, 4.55%, Maturing November 30, 2013	687,936
	1,054,059	Term Loan, 4.55%, Maturing November 30, 2013	912,639
		LodgeNet Entertainment Corp.	

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1,178,400	Term Loan, 4.81%, Maturing April 4, 2014	1,064,242
	New World Gaming Partners, Ltd.	
1,451,042	Term Loan, 5.28%, Maturing June 30, 2014	1,253,337
291,667	Term Loan, 5.28%, Maturing June 30, 2014	251,927
	Penn National Gaming, Inc.	
7,093,380	Term Loan, 4.47%, Maturing October 3, 2012	6,824,846

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	Venetian Casino Resort/Las Vegas Sands, Inc.		
1,135,272	Term Loan, 4.56%, Maturing May 14, 2014	\$	983,584
4,164,296	Term Loan, 4.56%, Maturing May 23, 2014		3,607,888
	VML US Finance, LLC		
2,300,000	Term Loan, 5.06%, Maturing May 25, 2013		2,224,017
	Wimar OpCo, LLC		
900,262	Term Loan, 8.25%, Maturing January 3, 2012		768,036
		\$	32,893,773
Nonferrous Metals/Minerals	0.8%		
	Alpha Natural Resources, LLC		
2,750,875	Term Loan, 4.55%, Maturing October 26, 2012	\$	2,737,121
	Compass Minerals Group, Inc.		
2,756,505	Term Loan, 4.65%, Maturing December 22, 2012		2,670,365
	Euramax International, Inc.		
698,264	Term Loan, 8.00%, Maturing June 28, 2012		616,567
501,316	Term Loan - Second Lien, 10.79%, Maturing June 28, 2013		353,428
248,684	Term Loan - Second Lien, 10.79%, Maturing June 28, 2013		175,322
	Murray Energy Corp.		
948,150	Term Loan, 5.50%, Maturing January 28, 2010		924,446
	Neo Material Technologies, Inc.		
619,925	Term Loan, 6.50%, Maturing August 31, 2009		610,626
	Noranda Aluminum Acquisition		
531,158	Term Loan, 4.47%, Maturing May 18, 2014		500,616
	Novelis, Inc.		
593,992	Term Loan, 4.81%, Maturing June 28, 2014		566,272
1,306,783	Term Loan, 4.81%, Maturing June 28, 2014		1,245,799
	Oxbow Carbon and Mineral Holdings		
1,825,746	Term Loan, 4.79%, Maturing May 8, 2014		1,709,355
163,450	Term Loan, 4.80%, Maturing May 8, 2014		153,030
	Tube City IMS Corp.		
2,642,230	Term Loan, 5.05%, Maturing January 25, 2014		2,444,062
324,324	Term Loan, 5.40%, Maturing January 25, 2014		300,000
		\$	15,007,009
Oil and Gas	0.7%		
	Atlas Pipeline Partners, L.P.		
1,615,000	Term Loan, 4.97%, Maturing July 20, 2014	\$	1,578,662
	Big West Oil, LLC		
577,500	Term Loan, 4.46%, Maturing May 1, 2014		531,300
462,000	Term Loan, 4.46%, Maturing May 1, 2014		425,040
	Citgo Petroleum Corp.		
1,903,739	Term Loan, 3.77%, Maturing November 15, 2012		1,779,996
	Dresser, Inc.		
824,990	Term Loan, 4.97%, Maturing May 4, 2014		793,366
1,250,000	Term Loan - Second Lien, 8.47%, Maturing May 4, 2015		1,200,000
	Enterprise GP Holdings, L.P.		
1,550,000	Term Loan, 4.71%, Maturing October 31, 2014		1,521,906
	IFM (US) Colonial Pipeline 2, LLC		
938,112	Term Loan, 4.65%, Maturing February 27, 2012		921,695
	Targa Resources, Inc.		
1,411,549	Term Loan, 4.65%, Maturing October 31, 2012		1,363,910
1,602,972	Term Loan, 4.68%, Maturing October 31, 2012		1,548,871
	Volnay Acquisition Co.		
885,000	Term Loan, 4.65%, Maturing January 12, 2014		865,087
		\$	12,529,833
Publishing	4.3%		
	American Media Operations, Inc.		
3,746,341	Term Loan, 5.99%, Maturing January 31, 2013	\$	3,493,463
	Aster Zweite Beteiligungs GmbH		

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	1,075,000	Term Loan, 4.88%, Maturing September 27, 2013	903,000
EUR	472,333	Term Loan, 6.98%, Maturing September 27, 2013	630,098
		CanWest MediaWorks, Ltd.	
	1,163,250	Term Loan, 4.65%, Maturing July 10, 2014	1,084,731

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		Dex Media West, LLC	
	5,190,000	Term Loan, 7.00%, Maturing October 24, 2014	\$ 4,919,149
		GateHouse Media Operating, Inc.	
	1,850,000	Term Loan, 4.65%, Maturing August 28, 2014	1,112,312
	800,000	Term Loan, 4.79%, Maturing August 28, 2014	481,000
	975,000	Term Loan, 4.93%, Maturing August 28, 2014	592,312
		Idearc, Inc.	
	12,337,125	Term Loan, 4.79%, Maturing November 17, 2014	9,237,422
		Laureate Education, Inc.	
	433,619	Term Loan, 0.00%, Maturing August 17, 2014 (2)	402,994
	2,904,972	Term Loan, 5.71%, Maturing August 17, 2014	2,699,809
		MediaNews Group, Inc.	
	1,249,500	Term Loan, 6.25%, Maturing August 2, 2013	1,030,838
		Mediannuaire Holding	
EUR	968,816	Term Loan, 6.72%, Maturing October 10, 2014	1,205,497
EUR	968,816	Term Loan, 7.22%, Maturing October 10, 2015	1,205,497
EUR	1,000,000	Term Loan - Second Lien, 8.72%, Maturing April 10, 2016	1,223,497
		Merrill Communications, LLC	
	1,444,562	Term Loan, 4.94%, Maturing February 9, 2009	1,227,877
		Nebraska Book Co., Inc.	
	912,408	Term Loan, 5.13%, Maturing March 4, 2011	857,663
		Nelson Education, Ltd.	
	669,938	Term Loan, 5.30%, Maturing July 5, 2014	594,570
		Nielsen Finance, LLC	
	7,970,426	Term Loan, 4.73%, Maturing August 9, 2013	7,428,397
		Penton Media, Inc.	
	987,500	Term Loan, 5.04%, Maturing February 1, 2013	790,000
		Philadelphia Newspapers, LLC	
	1,038,512	Term Loan, 9.50%, Maturing June 29, 2013	760,710
		R.H. Donnelley Corp.	
	3,873,902	Term Loan, 6.75%, Maturing June 30, 2010	3,696,349
		Reader s Digest Association, Inc. (The)	
	7,875,313	Term Loan, 4.61%, Maturing March 2, 2014	6,746,520
		SGS International, Inc.	
	901,875	Term Loan, 5.31%, Maturing December 30, 2011	838,744
		Source Interlink Companies, Inc.	
	1,994,962	Term Loan, 5.71%, Maturing August 1, 2014	1,635,869
		Source Media, Inc.	
	2,318,429	Term Loan, 7.81%, Maturing November 8, 2011	2,167,731
		Springer Science+Business Media	
	563,580	Term Loan, 5.18%, Maturing May 5, 2011	519,433
	505,808	Term Loan, 5.55%, Maturing May 5, 2012	466,186
	430,613	Term Loan, 5.55%, Maturing May 5, 2012	396,881
		TL Acquisitions, Inc.	
	3,250,437	Term Loan, 4.96%, Maturing July 5, 2014	2,880,193
		Trader Media Corp.	
GBP	2,309,688	Term Loan, 7.50%, Maturing March 23, 2015	3,733,412
		Tribune Co.	
	2,245,135	Term Loan, 5.54%, Maturing May 17, 2009	2,175,536
	1,994,975	Term Loan, 5.79%, Maturing May 17, 2014	1,371,545
	2,237,288	Term Loan, 5.79%, Maturing May 17, 2014	1,606,652
		Xsys US, Inc.	
	1,290,100	Term Loan, 4.88%, Maturing September 27, 2013	1,083,684
EUR	527,667	Term Loan, 6.98%, Maturing September 27, 2013	703,916
	1,277,104	Term Loan, 4.88%, Maturing September 27, 2014	1,072,768
		Yell Group, PLC	
	3,425,000	Term Loan, 4.46%, Maturing February 10, 2013	3,001,156
			\$ 75,977,411

Radio and Television 2.5%				
		Block Communications, Inc.		
2,047,500		Term Loan, 4.80%, Maturing December 22, 2011	\$	1,970,719
		CMP KC, LLC		
968,688		Term Loan, 6.50%, Maturing May 5, 2013		721,963
		CMP Susquehanna Corp.		
2,741,661		Term Loan, 4.49%, Maturing May 5, 2013		2,261,871

		Discovery Communications, Inc.	
	3,440,250	Term Loan, 4.80%, Maturing April 30, 2014	\$ 3,368,865
		Emmis Operating Co.	
	1,057,926	Term Loan, 4.78%, Maturing November 2, 2013	934,281
		Entravision Communications Corp.	
	1,739,000	Term Loan, 4.29%, Maturing September 29, 2013	1,614,009
		Gray Television, Inc.	
	2,392,534	Term Loan, 4.29%, Maturing January 19, 2015	2,042,626
		HIT Entertainment, Inc.	
	1,835,658	Term Loan, 4.79%, Maturing March 20, 2012	1,597,023
		NEP II, Inc.	
	839,368	Term Loan, 5.05%, Maturing February 16, 2014	761,727
		Nexstar Broadcasting, Inc.	
	1,994,905	Term Loan, 4.42%, Maturing October 1, 2012	1,820,351
	2,107,664	Term Loan, 4.55%, Maturing October 1, 2012	1,923,243
		NextMedia Operating, Inc.	
	113,182	Term Loan, 6.46%, Maturing November 15, 2012	103,845
	254,660	Term Loan, 6.46%, Maturing November 15, 2012	233,651
		PanAmSat Corp.	
	1,064,589	Term Loan, 5.29%, Maturing January 3, 2014	1,007,811
	1,064,268	Term Loan, 5.29%, Maturing January 3, 2014	1,007,507
	1,064,268	Term Loan, 5.29%, Maturing January 3, 2014	1,007,507
		Paxson Communications Corp.	
	3,250,000	Term Loan, 6.04%, Maturing January 15, 2012	2,632,500
		Raycom TV Broadcasting, LLC	
	1,900,000	Term Loan, 4.00%, Maturing June 25, 2014	1,757,500
		SFX Entertainment	
	1,485,010	Term Loan, 5.72%, Maturing June 21, 2013	1,395,909
		Sirius Satellite Radio, Inc.	
	744,375	Term Loan, 5.43%, Maturing December 19, 2012	666,216
		Tyrol Acquisition 2 SAS	
EUR	1,050,000	Term Loan, 6.48%, Maturing January 19, 2015	1,391,499
EUR	1,050,000	Term Loan, 7.40%, Maturing January 19, 2016	1,391,499
		Univision Communications, Inc.	
	770,500	Term Loan - Second Lien, 4.96%, Maturing March 29, 2009	739,038
	11,650,000	Term Loan, 5.03%, Maturing September 29, 2014	9,565,745
		Young Broadcasting, Inc.	
	2,321,947	Term Loan, 5.31%, Maturing November 3, 2012	2,031,703
			\$ 43,948,608
Rail Industries	0.3%		
		Kansas City Southern Railway Co.	
	3,332,000	Term Loan, 4.33%, Maturing April 26, 2013	\$ 3,227,875
		Rail America, Inc.	
	135,280	Term Loan, 6.79%, Maturing August 14, 2009	135,111
	2,089,720	Term Loan, 6.79%, Maturing August 13, 2010	2,087,108
			\$ 5,450,094
Retailers (Except Food and Drug)	1.3%		
		American Achievement Corp.	
	1,251,793	Term Loan, 5.02%, Maturing March 25, 2011	\$ 1,239,275
		Amscan Holdings, Inc.	
	715,937	Term Loan, 4.98%, Maturing May 25, 2013	630,025
		Claire s Stores, Inc.	
	495,000	Term Loan, 5.45%, Maturing May 24, 2014	342,478
		Cumberland Farms, Inc.	
	2,028,589	Term Loan, 4.91%, Maturing September 29, 2013	1,927,160
		FTD, Inc.	
	750,483	Term Loan, 4.21%, Maturing July 28, 2013	733,597
		Harbor Freight Tools USA, Inc.	

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1,936,252	Term Loan, 4.71%, Maturing July 15, 2010	1,713,583
	Josten s Corp.	
1,991,336	Term Loan, 5.17%, Maturing October 4, 2011	1,946,531
	Mapco Express, Inc.	
1,670,366	Term Loan, 5.50%, Maturing April 28, 2011	1,570,144

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		Neiman Marcus Group, Inc.	
	1,542,722	Term Loan, 4.42%, Maturing April 5, 2013	\$ 1,441,811
		Orbitz Worldwide, Inc.	
	1,687,250	Term Loan, 5.66%, Maturing July 25, 2014	1,366,673
		Oriental Trading Co., Inc.	
	1,150,000	Term Loan - Second Lien, 8.47%, Maturing January 31, 2013	833,750
	2,078,451	Term Loan, 4.83%, Maturing July 31, 2013	1,714,722
		Rent-A-Center, Inc.	
	1,186,674	Term Loan, 4.52%, Maturing November 15, 2012	1,121,407
		Savers, Inc.	
	448,858	Term Loan, 5.55%, Maturing August 11, 2012	426,415
	491,028	Term Loan, 5.55%, Maturing August 11, 2012	466,477
		The Yankee Candle Company, Inc.	
	3,485,341	Term Loan, 4.80%, Maturing February 6, 2014	3,154,234
		Vivarte	
EUR	836,310	Term Loan, 6.47%, Maturing May 29, 2015	852,671
EUR	130,208	Term Loan, 6.47%, Maturing May 29, 2015	132,756
EUR	33,482	Term Loan, 6.47%, Maturing May 29, 2015	34,137
EUR	836,310	Term Loan, 6.97%, Maturing May 29, 2016	852,671
EUR	130,208	Term Loan, 6.97%, Maturing May 29, 2016	132,756
EUR	33,482	Term Loan, 6.97%, Maturing May 29, 2016	34,137
			\$ 22,667,410
Steel 0.2%			
		Algoma Acquisition Corp.	
	2,249,840	Term Loan, 4.96%, Maturing June 20, 2013	\$ 2,126,099
		Niagara Corp.	
	1,460,250	Term Loan, 7.47%, Maturing June 29, 2014	1,285,020
			\$ 3,411,119
Surface Transport 0.2%			
		Gainey Corp.	
	1,876,147	Term Loan, 7.00%, Maturing April 20, 2012 (3)	\$ 666,032
		Oshkosh Truck Corp.	
	1,050,503	Term Loan, 4.41%, Maturing December 6, 2013	961,703
		Ozburn-Hessey Holding Co., LLC	
	583,367	Term Loan, 6.16%, Maturing August 9, 2012	522,114
		Swift Transportation Co., Inc.	
	3,020,930	Term Loan, 6.13%, Maturing May 10, 2014	2,328,004
			\$ 4,477,853
Telecommunications 2.1%			
		Alltel Communication	
	1,994,975	Term Loan, 5.56%, Maturing May 16, 2014	\$ 1,973,593
	1,960,188	Term Loan, 5.21%, Maturing May 16, 2015	1,953,145
		Asurion Corp.	
	2,450,000	Term Loan, 5.78%, Maturing July 13, 2012	2,311,166
	1,000,000	Term Loan - Second Lien, 9.10%, Maturing January 13, 2013	928,750
		BCM Luxembourg, Ltd.	
EUR	2,875,000	Term Loan, 6.61%, Maturing September 30, 2014	4,133,671
EUR	2,875,000	Term Loan, 6.86%, Maturing September 30, 2015	4,134,195
EUR	1,500,000	Term Loan - Second Lien, 8.98%, Maturing March 31, 2016	2,023,254
		Centennial Cellular Operating Co., LLC	
	3,226,468	Term Loan, 4.74%, Maturing February 9, 2011	3,170,812
		CommScope, Inc.	
	784,021	Term Loan, 5.23%, Maturing November 19, 2014	755,601
		Intelsat Subsidiary Holding Co.	
	1,277,250	Term Loan, 5.29%, Maturing July 3, 2013	1,227,437
		Iowa Telecommunications Services	
	2,776,000	Term Loan, 4.56%, Maturing November 23, 2011	2,641,828
		IPC Systems, Inc.	

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GBP	1,683,000	Term Loan, 8.21%, Maturing May 31, 2014 Macquarie UK Broadcast Ventures, Ltd.	2,567,068
GBP	1,100,000	Term Loan, 7.39%, Maturing December 26, 2014 NTelos, Inc.	1,898,990
	1,222,051	Term Loan, 5.27%, Maturing August 24, 2011	1,196,846

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		Palm, Inc.	
	1,066,938	Term Loan, 5.97%, Maturing April 24, 2014	\$ 704,179
		Stratos Global Corp.	
	1,198,500	Term Loan, 5.30%, Maturing February 13, 2012	1,134,081
		Trilogy International Partners	
	1,225,000	Term Loan, 6.30%, Maturing June 29, 2012	1,047,375
		Windstream Corp.	
	4,000,241	Term Loan, 4.29%, Maturing July 17, 2013	3,874,609
			\$ 37,676,600
Utilities	1.4%		
		AEI Finance Holding, LLC	
	388,674	Revolving Loan, 4.70%, Maturing March 30, 2012	\$ 357,580
	2,834,581	Term Loan, 5.80%, Maturing March 30, 2014	2,607,815
		Astoria Generating Co.	
	869,380	Term Loan, 4.43%, Maturing February 23, 2013	843,571
	1,250,000	Term Loan - Second Lien, 6.56%, Maturing August 23, 2013	1,200,000
		BRSP, LLC	
	2,265,375	Term Loan, 5.86%, Maturing July 13, 2009	2,197,414
		Calpine Corp.	
	1,185,045	DIP Loan, 5.69%, Maturing March 30, 2009	1,114,683
		Electricinvest Holding Co.	
EUR	536,193	Term Loan, 8.72%, Maturing October 24, 2012	748,753
GBP	540,000	Term Loan, 9.65%, Maturing October 24, 2012	953,358
		Mirant North America, LLC	
	834,931	Term Loan, 4.21%, Maturing January 3, 2013	810,579
		NRG Energy, Inc.	
	2,994,481	Term Loan, 4.30%, Maturing June 1, 2014	2,855,986
	6,112,723	Term Loan, 4.30%, Maturing June 1, 2014	5,830,009
		Pike Electric, Inc.	
	470,384	Term Loan, 4.00%, Maturing July 1, 2012	456,273
	354,382	Term Loan, 4.00%, Maturing December 10, 2012	343,750
		TXU Texas Competitive Electric Holdings Co., LLC	
	1,141,375	Term Loan, 6.24%, Maturing October 10, 2014	1,075,746
	3,126,375	Term Loan, 6.26%, Maturing October 10, 2014	2,936,839
		Vulcan Energy Corp.	
	1,412,275	Term Loan, 4.18%, Maturing July 23, 2010	1,408,745
			\$ 25,741,101
Total Senior Floating-Rate Interests			
(identified cost \$1,133,698,706)			\$ 1,037,007,047

Corporate Bonds & Notes 40.9%

	Principal Amount (000 s omitted)	Security	Value
Aerospace and Defense	0.4%		
\$	1,500	Alion Science and Technologies Corp. 10.25%, 2/1/15	\$ 1,044,375
	1,425	Bombardier, Inc. 8.00%, 11/15/14 (5)	1,460,625
	875	DRS Technologies, Inc., Sr. Sub. Notes 7.625%, 2/1/18	914,375
	2,180	Hawker Beechcraft Acquisition 9.75%, 4/1/17	2,163,650
	1,250	Vought Aircraft Industries, Inc., Sr. Notes 8.00%, 7/15/11	1,159,375
			\$ 6,742,400

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Automotive 1.1%			
\$	680	Allison Transmission, Inc. 11.00%, 11/1/15 (5)	\$ 618,800
	3,590	Altra Industrial Motion, Inc. 9.00%, 12/1/11	3,643,850
	1,480	American Axle & Manufacturing, Inc. 7.875%, 3/1/17	984,200
	1,100	Commercial Vehicle Group, Inc., Sr. Notes 8.00%, 7/1/13	940,500
	5,965	Ford Motor Credit Co., Sr. Notes 5.70%, 1/15/10	5,140,470
	6,073	Tenneco Automotive, Inc., Series B 10.25%, 7/15/13	6,315,920
	1,085	Tenneco, Inc., Sr. Notes 8.125%, 11/15/15	971,075
	990	United Components, Inc., Sr. Sub. Notes 9.375%, 6/15/13	900,900
			\$ 19,515,715
Broadcast Radio and Television 0.2%			
\$	1,570	Warner Music Group, Sr. Sub. Notes 7.375%, 4/15/14	\$ 1,248,150
	2,885	XM Satellite Radio Holdings, Inc., Sr. Notes 13.00%, 8/1/13 (5)	2,646,987
			\$ 3,895,137
Brokers/Dealers/Investment Houses 0.2%			
\$	540	Nuveen Investments, Inc. 5.00%, 9/15/10	\$ 481,950
	3,120	Nuveen Investments, Inc., Sr. Notes 10.50%, 11/15/15 (5)	2,823,600
			\$ 3,305,550
Building and Development 0.8%			
\$	1,475	Interline Brands, Inc., Sr. Sub. Notes 8.125%, 6/15/14	\$ 1,416,000
	3,335	Nortek, Inc., Sr. Sub. Notes 10.00%, 12/1/13 (5)	3,001,500
	5,995	Panoram Industries International, Sr. Sub. Notes 10.75%, 10/1/13	4,766,025
	3,315	Ply Gem Industries 11.75%, 6/15/13 (5)	2,983,500
	3,405	Realogy Corp. 10.50%, 4/15/14	2,230,275
	870	Stanley Martin Co. 9.75%, 8/15/15	352,350
			\$ 14,749,650
Business Equipment and Services 2.5%			
\$	1,065	Affinion Group, Inc. 10.125%, 10/15/13	\$ 1,075,650
	2,560	11.50%, 10/15/15	2,560,000
	5,820	Ceridian Corp., Sr. Notes 11.25%, 11/15/15 (5)	5,310,750
	5,270	Education Management, LLC, Sr. Notes 8.75%, 6/1/14	4,769,350
	7,270	Education Management, LLC, Sr. Sub. Notes 10.25%, 6/1/16	6,343,075
	2,415	MediMedia USA, Inc., Sr. Sub. Notes 11.375%, 11/15/14 (5)	2,427,075
	5,250	Muzak, LLC/Muzak Finance, Sr. Notes 10.00%, 2/15/09	4,698,750

Neff Corp., Sr. Notes

705

10.00%, 6/1/15

264,375

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		Rental Service Corp.	
\$	6,380	9.50%, 12/1/14	\$ 5,263,500
		Ticketmaster, Sr. Notes	
	4,190	10.75%, 8/1/16 (5)	4,357,600
		Travelport, LLC	
	5,455	9.875%, 9/1/14	4,609,475
	549	11.875%, 9/1/16	432,337
		West Corp.	
	4,275	9.50%, 10/15/14	3,697,875
			\$ 45,809,812
Cable and Satellite Television	1.3%		
		Cablevision Systems Corp., Sr. Notes, Series B	
\$	1,790	8.00%, 4/15/12	\$ 1,722,875
		CCH I Holdings, LLC, Sr. Notes	
	2,775	11.00%, 10/1/15	2,102,062
		CCH II Holdings, LLC	
	940	10.25%, 10/1/13	831,900
	720	10.25%, 10/1/13 (5)	633,600
		CCO Holdings, LLC/CCO Capital Corp., Sr. Notes	
	10,295	8.75%, 11/15/13	9,574,350
		Charter Communications, Inc., Sr. Notes	
	2,740	10.875%, 9/15/14 (5)	2,863,300
		Kabel Deutschland GmbH	
	1,955	10.625%, 7/1/14	2,008,762
		Mediacom Broadband Group Corp., LLC, Sr. Notes	
	1,720	8.50%, 10/15/15	1,543,700
		National Cable PLC	
	540	8.75%, 4/15/14	506,250
		National Cable PLC, Sr. Notes	
	800	9.125%, 8/15/16	744,000
			\$ 22,530,799
Chemicals and Plastics	0.8%		
		CII Carbon, LLC	
\$	2,420	11.125%, 11/15/15 (5)	\$ 2,371,600
		INEOS Group Holdings PLC	
	4,035	8.50%, 2/15/16 (5)	2,723,625
		Nova Chemicals Corp., Sr. Notes, Variable Rate	
	2,145	5.953%, 11/15/13	1,823,250
		Reichhold Industries, Inc., Sr. Notes	
	7,255	9.00%, 8/15/14 (5)	7,200,587
			\$ 14,119,062
Clothing/Textiles	1.7%		
		Levi Strauss & Co., Sr. Notes	
\$	3,710	9.75%, 1/15/15	\$ 3,515,225
	410	8.875%, 4/1/16	371,050
		Oxford Industries, Inc., Sr. Notes	
	13,450	8.875%, 6/1/11	12,979,250
		Perry Ellis International, Inc., Sr. Sub. Notes	
	8,190	8.875%, 9/15/13	7,616,700
		Phillips Van Heusen, Sr. Notes	
	2,500	8.125%, 5/1/13	2,531,250
		Quiksilver, Inc.	
	3,060	6.875%, 4/15/15	2,417,400
			\$ 29,430,875
Conglomerates	0.2%		
		RBS Global & Rexnord Corp.	
\$	1,905	9.50%, 8/1/14	\$ 1,828,800
	1,705	11.75%, 8/1/16	1,649,587

\$ 3,478,387

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Containers and Glass Products 0.6%				
		Intertape Polymer US, Inc., Sr. Sub. Notes		
\$	3,220	8.50%, 8/1/14	\$	2,881,900
		Pliant Corp. (PIK)		
	6,003	11.625%, 6/15/09		5,761,594
		Stone Container Corp., Sr. Notes		
	1,305	8.375%, 7/1/12		1,158,187
			\$	9,801,681
Cosmetics/Toiletries 0.3%				
		Amscan Holdings, Inc., Sr. Sub. Notes		
\$	5,580	8.75%, 5/1/14	\$	4,882,500
			\$	4,882,500
Ecological Services and Equipment 0.2%				
		Waste Services, Inc., Sr. Sub. Notes		
\$	4,085	9.50%, 4/15/14	\$	4,125,850
			\$	4,125,850
Electronics/Electrical 0.8%				
		Advanced Micro Devices, Inc., Sr. Notes		
\$	7,830	7.75%, 11/1/12	\$	5,970,375
		Amkor Technologies, Inc., Sr. Notes		
	335	7.75%, 5/15/13		307,781
		Avago Technologies Finance		
	1,850	10.125%, 12/1/13		1,961,000
	3,045	11.875%, 12/1/15		3,258,150
		First Data Corp.		
	2,160	9.875%, 9/24/15 (5)		1,914,300
		NXP BV/NXP Funding, LLC		
	1,630	7.875%, 10/15/14		1,365,125
		NXP BV/NXP Funding, LLC, Variable Rate		
	1,025	5.541%, 10/15/13		808,469
			\$	15,585,200
Equipment Leasing 0.3%				
		Hertz Corp.		
\$	330	8.875%, 1/1/14	\$	304,425
	5,140	10.50%, 1/1/16		4,497,500
			\$	4,801,925
Financial Intermediaries 1.4%				
		E*Trade Financial Corp.		
\$	3,410	7.875%, 12/1/15	\$	2,881,450
		Ford Motor Credit Co.		
	4,410	7.375%, 10/28/09		4,018,035
		Ford Motor Credit Co., Sr. Notes		
	5,535	7.875%, 6/15/10		4,715,864
	180	9.875%, 8/10/11		146,867
	1,110	7.80%, 6/1/12		834,292
	6,865	12.00%, 5/15/15		5,791,870
		General Motors Acceptance Corp.		
	6,625	7.20%, 1/15/11		4,372,500
		General Motors Acceptance Corp., Variable Rate		
	2,060	3.926%, 5/15/09		1,823,592
			\$	24,584,470
Food Products 0.4%				
		ASG Consolidated, LLC/ASG Finance, Inc., Sr. Disc. Notes		
\$	5,680	11.50%, (0.00% until November 2008), 11/1/11	\$	5,254,000
		Dole Foods Co., Sr. Notes		
	2,140	8.625%, 5/1/09		2,105,225
			\$	7,359,225

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Food Service 0.5%				
		El Pollo Loco, Inc.		
\$	4,050	11.75%, 11/15/13	\$	3,989,250
		NPC International, Inc., Sr. Sub. Notes		
	5,155	9.50%, 5/1/14		4,407,525
			\$	8,396,775
Food/Drug Retailers 0.9%				
		General Nutrition Center, Sr. Notes, Variable Rate (PIK)		
\$	6,555	7.199%, 3/15/14	\$	5,604,525
		General Nutrition Center, Sr. Sub. Notes		
	4,015	10.75%, 3/15/15		3,402,712
		Rite Aid Corp.		
	3,465	10.375%, 7/15/16		3,231,112
	4,555	7.50%, 3/1/17		3,712,325
			\$	15,950,674
Forest Products 1.3%				
		Georgia-Pacific Corp.		
\$	1,450	9.50%, 12/1/11	\$	1,468,125
		Jefferson Smurfit Corp., Sr. Notes		
	3,205	8.25%, 10/1/12		2,828,412
	820	7.50%, 6/1/13		684,700
		NewPage Corp.		
	9,085	10.00%, 5/1/12		8,744,312
	4,015	12.00%, 5/1/13		3,864,437
		NewPage Corp., Variable Rate		
	1,545	9.123%, 5/1/12		1,475,475
		Smurfit-Stone Container Enterprises, Inc., Sr. Notes		
	4,830	8.00%, 3/15/17		3,972,675
			\$	23,038,136
Healthcare 2.7%				
		Accellent, Inc.		
\$	2,300	10.50%, 12/1/13	\$	2,127,500
		Advanced Medical Optics, Inc., Sr. Sub. Notes		
	170	7.50%, 5/1/17		153,850
		AMR HoldCo, Inc./EmCare HoldCo, Inc., Sr. Sub. Notes		
	4,270	10.00%, 2/15/15		4,504,850
		Bausch & Lomb, Inc., Sr. Notes		
	3,545	9.875%, 11/1/15 (5)		3,642,487
		Biomet, Inc.		
	4,500	11.625%, 10/15/17		4,775,625
		HCA, Inc.		
	4,559	8.75%, 9/1/10		4,627,385
	322	7.875%, 2/1/11		320,390
	2,385	9.125%, 11/15/14		2,462,513
	3,210	9.25%, 11/15/16		3,314,325
		MultiPlan Inc., Sr. Sub. Notes		
	4,860	10.375%, 4/15/16 (5)		4,787,100
		National Mentor Holdings, Inc.		
	4,115	11.25%, 7/1/14		4,197,300
		Res-Care, Inc., Sr. Notes		
	2,160	7.75%, 10/15/13		2,068,200
		US Oncology, Inc.		
	3,065	9.00%, 8/15/12		3,034,350
	5,350	10.75%, 8/15/14		5,283,125
		Viant Holdings, Inc.		
	4,127	10.125%, 7/15/17 (5)		3,507,950
			\$	48,806,950
Industrial Equipment 0.3%				

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		Chart Industries, Inc., Sr. Sub. Notes	
\$	2,170	9.125%, 10/15/15	\$ 2,262,225
		ESCO Corp., Sr. Notes	
	1,595	8.625%, 12/15/13 (5)	1,598,988
		ESCO Corp., Sr. Notes, Variable Rate	
	1,595	6.651%, 12/15/13 (5)	1,507,275
			\$ 5,368,488

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Insurance 0.2%			
\$	1,885	Alliant Holdings I, Inc. 11.00%, 5/1/15 (5)	\$ 1,687,075
	755	Hub International Holdings, Sr. Notes 9.00%, 12/15/14 (5)	675,725
	1,320	U.S.I. Holdings Corp., Sr. Notes, Variable Rate 6.551%, 11/15/14 (5)	1,062,600
			\$ 3,425,400
Leisure Goods/Activities/Movies 2.5%			
\$	10,240	AMC Entertainment, Inc. 11.00%, 2/1/16	\$ 10,419,200
	2,170	HRP Myrtle Beach Operations, LLC/HRP Myrtle Beach Capital Corp. 12.50%, 4/1/13 (5)	1,649,200
	3,975	HRP Myrtle Beach Operations, LLC/HRP Myrtle Beach Capital Corp., Variable Rate 7.383%, 4/1/12 (5)	3,418,500
	6,895	Marquee Holdings, Inc., Sr. Disc. Notes 9.505%, 8/15/14	5,498,763
	11,825	Universal City Development Partners, Sr. Notes 11.75%, 4/1/10	12,091,063
	11,025	Universal City Florida Holdings, Sr. Notes, Variable Rate 7.623%, 5/1/10	10,749,375
			\$ 43,826,101
Lodging and Casinos 3.7%			
\$	4,080	Buffalo Thunder Development Authority 9.375%, 12/15/14 (5)	\$ 2,386,800
	4,025	CCM Merger, Inc. 8.00%, 8/1/13 (5)	3,290,438
	3,080	Chukchansi EDA, Sr. Notes, Variable Rate 6.328%, 11/15/12 (5)	2,510,200
	8,870	Fontainebleau Las Vegas Casino, LLC 10.25%, 6/15/15 (5)	4,745,450
	1,970	Galaxy Entertainment Finance 9.875%, 12/15/12 (5)	1,910,900
	1,260	Galaxy Entertainment Finance, Variable Rate 8.133%, 12/15/10 (5)	1,222,200
	1,140	Greektown Holdings, LLC, Sr. Notes 10.75%, 12/1/13 (5) (13)	826,500
	2,980	Indianapolis Downs, LLC & Capital Corp., Sr. Notes 11.00%, 11/1/12 (5)	2,428,700
	5,575	Inn of the Mountain Gods, Sr. Notes 12.00%, 11/15/10	4,097,625
	1,540	Majestic HoldCo, LLC 12.50%, (0.00% until October 2008), 10/15/11 (5)	38,500
	2,180	MGM Mirage, Inc. 7.50%, 6/1/16	1,749,450
	1,935	Mohegan Tribal Gaming Authority, Sr. Sub. Notes 8.00%, 4/1/12	1,635,075
	3,265	7.125%, 8/15/14	2,383,450
	2,950	6.875%, 2/15/15	2,079,750
	5,115	OED Corp./Diamond Jo, LLC 8.75%, 4/15/12	4,373,325
	10,680	Park Place Entertainment 7.875%, 3/15/10	9,478,500
	355	Pinnacle Entertainment, Inc. 8.25%, 3/15/12	338,138
		Pinnacle Entertainment, Inc., Sr. Sub. Notes	

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2,620	7.50%, 6/15/15	1,965,000
	Pokagon Gaming Authority, Sr. Notes	
1,101	10.375%, 6/15/14 (5)	1,139,535
	San Pasqual Casino	
1,215	8.00%, 9/15/13 (5)	1,111,725

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		Seminole Hard Rock Entertainment, Variable Rate	
\$	1,930	5.276%, 3/15/14 (5)	\$ 1,572,950
		Station Casinos, Inc., Sr. Notes	
	1,450	6.00%, 4/1/12	978,750
		Trump Entertainment Resorts, Inc.	
	10,890	8.50%, 6/1/15	5,417,775
		Tunica-Biloxi Gaming Authority, Sr. Notes	
	3,405	9.00%, 11/15/15 (5)	3,226,238
		Waterford Gaming, LLC, Sr. Notes	
	6,078	8.625%, 9/15/14 (5)	5,743,710
		Wynn Las Vegas, LLC	
	4,390	6.625%, 12/1/14	3,994,900
			\$ 70,645,584
Nonferrous Metals/Minerals	0.7%		
		Aleris International, Inc., Sr. Notes	
\$	5,060	9.00%, 12/15/14	\$ 3,896,200
		Aleris International, Inc., Sr. Sub. Notes	
	1,005	10.00%, 12/15/16	698,475
		FMG Finance PTY, Ltd.	
	5,410	10.625%, 9/1/16 (5)	6,302,650
		FMG Finance PTY, Ltd., Variable Rate	
	2,195	6.682%, 9/1/11 (5)	2,205,975
			\$ 13,103,300
Oil and Gas	4.2%		
		Allis-Chalmers Energy, Inc., Sr. Notes	
\$	4,730	9.00%, 1/15/14	\$ 4,517,150
		Cimarex Energy Co., Sr. Notes	
	1,205	7.125%, 5/1/17	1,192,950
		Clayton Williams Energy, Inc.	
	2,200	7.75%, 8/1/13	2,090,000
		Compton Pet Finance Corp.	
	2,360	7.625%, 12/1/13	2,312,800
		Denbury Resources, Inc., Sr. Sub. Notes	
	520	7.50%, 12/15/15	518,700
		El Paso Corp., Sr. Notes	
	2,305	9.625%, 5/15/12	2,512,074
		Encore Acquisition Co., Sr. Sub. Notes	
	1,730	7.25%, 12/1/17	1,669,450
		Forbes Energy Services, Sr. Notes	
	4,605	11.00%, 2/15/15 (5)	4,628,025
		Inergy L.P./Finance, Sr. Notes	
	2,035	6.875%, 12/15/14	1,841,675
		OPTI Canada, Inc., Sr. Notes	
	1,795	7.875%, 12/15/14	1,790,513
	1,970	8.25%, 12/15/14	1,994,625
		Parker Drilling Co., Sr. Notes	
	1,930	9.625%, 10/1/13	2,026,500
		Petrohawk Energy Corp., Sr. Notes	
	8,800	9.125%, 7/15/13	8,954,000
	1,665	7.875%, 6/1/15 (5)	1,619,213
		Petroleum Development Corp., Sr. Notes	
	1,805	12.00%, 2/15/18	1,922,325
		Petroplus Finance, Ltd.	
	430	6.75%, 5/1/14 (5)	378,400
	6,020	7.00%, 5/1/17 (5)	5,237,400
		Plains Exploration & Production Co.	
	2,800	7.00%, 3/15/17	2,632,000
		Quicksilver Resources, Inc.	

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335	8.25%, 8/1/15	327,463
3,440	7.125%, 4/1/16	2,984,200
	SemGroup L.P., Sr. Notes	
5,990	8.75%, 11/15/15 (5) (14)	838,600
	SESI, LLC, Sr. Notes	
660	6.875%, 6/1/14	617,100

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		Sonat, Inc.	
\$	5,000	7.625%, 7/15/11	\$ 5,121,130
		Stewart & Stevenson, LLC, Sr. Notes	
	6,280	10.00%, 7/15/14	6,154,400
		United Refining Co., Sr. Notes	
	11,495	10.50%, 8/15/12	10,747,825
		VeraSun Energy Corp.	
	1,170	9.875%, 12/15/12	1,000,350
			\$ 75,628,868
Publishing	1.5%		
		Dex Media West/Finance, Series B	
\$	3,250	9.875%, 8/15/13	\$ 2,559,375
		Harland Clarke Holdings	
	2,145	9.50%, 5/15/15	1,758,900
		Laureate Education, Inc.	
	3,085	10.00%, 8/15/15 (5)	2,757,219
		Laureate Education, Inc. (PIK)	
	2,370	10.25%, 8/15/15 (5)	1,996,535
		Nielsen Finance, LLC	
	6,130	10.00%, 8/1/14	6,206,625
	2,000	10.00%, 8/1/14 (5)	2,025,000
		R.H. Donnelley Corp.	
	7,960	8.875%, 10/15/17	3,860,600
		Reader s Digest Association, Inc., (The), Sr. Sub. Notes	
	9,535	9.00%, 2/15/17 (5)	5,434,950
			\$ 26,599,204
Radio and Television	0.1%		
		Rainbow National Services, LLC, Sr. Sub. Debs.	
\$	1,470	10.375%, 9/1/14 (5)	\$ 1,563,713
			\$ 1,563,713
Rail Industries	0.3%		
		American Railcar Industry	
\$	1,940	7.50%, 3/1/14	\$ 1,804,200
		Kansas City Southern Mexico, Sr. Notes	
	2,530	7.625%, 12/1/13	2,492,050
	1,055	7.375%, 6/1/14	1,020,713
			\$ 5,316,963
Retailers (Except Food and Drug)	2.9%		
		GameStop Corp.	
\$	14,070	8.00%, 10/1/12	\$ 14,562,450
		Neiman Marcus Group, Inc.	
	3,420	9.00%, 10/15/15	3,368,700
	15,295	10.375%, 10/15/15	15,065,575
		Penny (JC) Co., Inc.	
	1,875	8.00%, 3/1/10	1,932,045
		Sally Holdings, LLC	
	585	9.25%, 11/15/14	573,300
		Sally Holdings, LLC, Sr. Notes	
	5,480	10.50%, 11/15/16	5,301,900
		Toys R Us	
	2,735	7.375%, 10/15/18	1,996,550
		Yankee Acquisition Corp., Series B	
	9,165	8.50%, 2/15/15	6,782,100
	2,855	9.75%, 2/15/17	1,655,900
			\$ 51,238,520

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Steel 0.5%				
		RathGibson, Inc.		
\$	4,905	11.25%, 2/15/14	\$	4,684,275
		Ryerson, Inc., Sr. Notes, Variable Rate		
	360	10.248%, 11/1/14 (5)		343,800
		Steel Dynamics, Inc., Sr. Notes		
	3,805	7.375%, 11/1/12		3,785,975
			\$	8,814,050
Surface Transport 0.2%				
		CEVA Group, PLC, Sr. Notes		
\$	3,750	10.00%, 9/1/14 (5)	\$	3,806,250
			\$	3,806,250
Telecommunications 2.4%				
		Centennial Cellular Operating Co./Centennial Communication Corp., Sr. Notes		
\$	2,820	10.125%, 6/15/13	\$	2,946,900
		Digicel Group, Ltd., Sr. Notes		
	3,585	9.25%, 9/1/12 (5)		3,674,625
	12,158	9.125%, 1/15/15 (5)		11,246,150
		Intelsat Bermuda, Ltd.		
	9,205	11.25%, 6/15/16		9,596,213
		Nortel Networks, Ltd.		
	3,000	10.75%, 7/15/16 (5)		2,955,000
		Qwest Communications International, Inc.		
	6,540	7.50%, 2/15/14		6,065,850
		Qwest Corp., Sr. Notes		
	1,940	7.625%, 6/15/15		1,779,950
		Qwest Corp., Sr. Notes, Variable Rate		
	1,000	6.026%, 6/15/13		932,500
		Windstream Corp., Sr. Notes		
	2,085	8.125%, 8/1/13		2,116,275
	635	8.625%, 8/1/16		646,113
		Windstream Regatta Holdings, Inc., Sr. Sub. Notes		
	1,430	11.00%, 12/1/17 (5)		936,650
			\$	42,896,226
Utilities 2.6%				
		AES Corp.		
\$	965	8.00%, 10/15/17	\$	955,350
		AES Corp., Sr. Notes		
	1,818	8.75%, 5/15/13 (5)		1,895,265
		Dynegy Holdings, Inc., Sr. Notes		
	535	7.75%, 6/1/19		494,875
		Edison Mission Energy		
	1,750	7.50%, 6/15/13		1,767,500
		Energy Future Holdings, Sr. Notes		
	6,820	10.875%, 11/1/17 (5)		7,058,700
		NGC Corp.		
	4,395	7.625%, 10/15/26		3,691,800
		NRG Energy, Inc.		
	140	7.25%, 2/1/14		136,850
	3,610	7.375%, 1/15/17		3,492,675
		NRG Energy, Inc., Sr. Notes		
	1,325	7.375%, 2/1/16		1,288,563
		Orion Power Holdings, Inc., Sr. Notes		
	11,360	12.00%, 5/1/10		12,297,200
		Reliant Energy, Inc., Sr. Notes		
	350	7.625%, 6/15/14		339,500
		Southwestern Energy Co.		

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4,755	7.50%, 2/1/18 (5)	4,897,650
	Texas Competitive Electric Holdings Co., LLC, Sr. Notes, Series A	
4,490	10.25%, 11/1/15 (5)	4,512,450
	Texas Competitive Electric Holdings Co., LLC, Sr. Notes, Series B	
3,615	10.25%, 11/1/15 (5)	3,633,075
		\$ 46,461,453
Total Corporate Bonds & Notes		
(identified cost \$794,299,147)		\$ 729,604,893

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Mortgage Pass-Throughs 40.8%

Principal Amount (000 s omitted)	Security	Value
Federal Home Loan Mortgage Corp.:		
\$ 49,131	5.00%, with various maturities to 2019	\$ 49,047,805
13,531	5.50%, with various maturities to 2018	13,760,629
26,001	6.00%, with various maturities to 2026	26,854,146
30,705	6.50%, with various maturities to 2028	31,964,551
66,538	7.00%, with various maturities to 2031	69,416,858
594	7.13%, with maturity at 2023	624,515
36,369	7.50%, with various maturities to 2029	38,807,265
968	7.65%, with maturity at 2022	1,042,334
200	7.70%, with maturity at 2022	215,790
20,881	8.00%, with various maturities to 2030	22,724,772
594	8.25%, with maturity at 2020	650,174
1,665	8.30%, with maturity at 2020	1,824,447
15,443	8.50%, with various maturities to 2031	17,045,847
31	8.75%, with maturity at 2010	31,613
5,504	9.00%, with various maturities to 2031	6,098,447
4,745	9.50%, with various maturities to 2025	5,292,301
757	10.00%, with maturity at 2020	852,135
676	10.50%, with maturity at 2020	768,919
954	12.00%, with maturity at 2020	1,072,341
59	13.00%, with maturity at 2015	68,684
		\$ 288,163,573
Federal National Mortgage Association:		
\$ 6,665	4.422%, with maturity at 2036 (7) (8)	\$ 6,674,871
32,792	4.50%, with various maturities to 2020 (7)	32,121,140
25,377	5.00%, with maturity at 2018 (7)	25,370,120
12,850	5.50%, with various maturities to 2028 (7)	13,044,479
17,950	6.00%, with various maturities to 2026	18,351,853
4,230	6.027%, with maturity at 2022 (7) (8)	4,249,797
19,520	6.321%, with maturity at 2032 (7) (8)	20,008,442
39,944	6.50%, with various maturities to 2031 (7)	41,516,270
666	6.75%, with maturity at 2023	695,612
58,084	7.00%, with various maturities to 2031 (7)	60,792,595
17,111	7.50%, with various maturities to 2031	18,230,756
13,335	8.00%, with various maturities to 2031	14,476,580
76	8.25%, with maturity at 2018	82,219
3,043	8.389%, with maturity at 2027 (9)	3,357,576
15,635	8.50%, with various maturities to 2030	17,227,317
1,438	8.617%, with maturity at 2028 (9)	1,585,460
899	8.691%, with maturity at 2029 (9)	998,714
1,343	8.765%, with maturity at 2027 (9)	1,491,066
17,716	9.00%, with various maturities to 2027	19,718,148
434	9.219%, with maturity at 2024 (9)	466,074
5,872	9.50%, with various maturities to 2030	6,609,717
912	9.583%, with maturity at 2018 (9)	1,018,140
1,597	10.00%, with various maturities to 2020	1,803,808
1,464	10.213%, with maturity at 2025 (9)	1,649,774
1,664	10.406%, with maturity at 2019 (9)	1,852,348
1,477	10.50%, with maturity at 2021	1,672,113
600	11.50%, with maturity at 2016	674,172
36	12.50%, with maturity at 2011	39,379
		\$ 315,778,540
Government National Mortgage Association:		
\$ 4,726	6.00%, with maturity at 2024	\$ 4,847,569

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24,947	6.50%, with maturity at 2024	26,023,975
8,621	7.00%, with various maturities to 2025	9,138,529
26,271	7.50%, with various maturities to 2031	28,242,197
27,017	8.00%, with various maturities to 2034	29,493,342
818	8.30%, with maturity at 2020	896,378
1,791	8.50%, with various maturities to 2022	1,976,680

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\$	8,501	9.00%, with various maturities to 2026	\$	9,499,574
	12,201	9.50%, with various maturities to 2026		13,818,669
	760	10.00%, with maturity at 2019		861,708
			\$	124,798,621

**Total Mortgage Pass-Throughs
(identified cost \$724,647,900)** **\$ 728,740,734**

Collateralized Mortgage Obligations 9.6%

Principal Amount	Security	Value
	Federal Home Loan Mortgage Corp:	
\$ 15,296	Series 2245, Class A, 8.00%, 8/15/27 (7)	\$ 16,388,022
2,735	Series 1497, Class K, 7.00%, 4/15/23	2,837,242
4,576	Series 1529, Class Z, 7.00%, 6/15/23 (7)	4,742,969
3,943	Series 1620, Class Z, 6.00%, 11/15/23	4,020,220
10,129	Series 1702, Class PZ, 6.50%, 3/15/24 (7)	10,400,345
286	Series 1720, Class PJ, 7.25%, 1/15/24	292,302
7,386	Series 2113, Class QG, 6.00%, 1/15/29 (7)	7,471,437
943	Series 2122, Class K, 6.00%, 2/15/29	956,366
639	Series 2130, Class K, 6.00%, 3/15/29	647,522
641	Series 2167, Class BZ, 7.00%, 6/15/29	668,855
4,782	Series 2182, Class ZB, 8.00%, 9/15/29 (7)	5,110,344
4,042	Series 2198, Class ZA, 8.50%, 11/15/29	4,477,038
2,241	Series 24, Class J, 6.25%, 11/25/23	2,313,686
1,257	Series 1677, Class Z, 7.50%, 7/15/23	1,353,287
		\$ 61,679,635
	Federal National Mortgage Association:	
\$ 2,057	Series 1993-16, Class Z, 7.50%, 2/25/23	\$ 2,185,677
1,446	Series 2002-1, Class G, 7.00%, 7/25/23	1,511,511
1,142	Series G92-44, Class ZQ, 8.00%, 7/25/22	1,227,945
455	Series 1988-14, Class I, 9.20%, 6/25/18	495,051
430	Series 1989-1, Class D, 10.30%, 1/25/19	472,460
761	Series 1989-34, Class Y, 9.85%, 7/25/19	845,690
582	Series 1990-17, Class G, 9.00%, 2/25/20	635,285
275	Series 1990-27, Class Z, 9.00%, 3/25/20	301,509
265	Series 1990-29, Class J, 9.00%, 3/25/20	290,891
1,105	Series 1990-43, Class Z, 9.50%, 4/25/20	1,235,012
427	Series 1991-98, Class J, 8.00%, 8/25/21	458,301
222	Series 1992-103, Class Z, 7.50%, 6/25/22	235,257
443	Series 1992-113, Class Z, 7.50%, 7/25/22	470,195
836	Series 1992-185, Class ZB, 7.00%, 10/25/22	874,174
3,413	Series 1992-77, Class ZA, 8.00%, 5/25/22	3,674,227
1,023	Series 1993-156, Class ZB, 7.00%, 9/25/23	1,072,482
1,533	Series 1993-22, Class PM, 7.40%, 2/25/23	1,621,535
2,501	Series 1993-25, Class J, 7.50%, 3/25/23	2,645,125
4,744	Series 1993-30, Class PZ, 7.50%, 3/25/23	5,017,161
5,599	Series 1993-42, Class ZQ, 6.75%, 4/25/23	5,831,339
895	Series 1993-56, Class PZ, 7.00%, 5/25/23	937,988
7,551	Series 1994-45, Class Z, 6.50%, 2/25/24 (7)	7,794,203
3,879	Series 1994-89, Class ZQ, 8.00%, 7/25/24	4,185,145
3,713	Series 1996-57, Class Z, 7.00%, 12/25/26	3,883,067
2,112	Series 1997-77, Class Z, 7.00%, 11/18/27	2,210,769
1,603	Series 1998-44, Class ZA, 6.50%, 7/20/28	1,646,617
797	Series 1999-45, Class ZG, 6.50%, 9/25/29	815,994
6,705	Series 2000-22, Class PN, 6.00%, 7/25/30 (7)	6,762,383
1,219	Series 2001-37, Class GA, 8.00%, 7/25/16	1,291,620
702	Series G92-44, Class Z, 8.00%, 7/25/22	754,655

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1,573	Series G92-46, Class Z, 7.00%, 8/25/22	1,653,472
2,839	Series G92-60, Class Z, 7.00%, 10/25/22	2,978,545
28,349	Series G93-35, Class ZQ, 6.50%, 11/25/23 (7)	29,502,161
6,057	Series G93-40, Class H, 6.40%, 12/25/23 (7)	6,252,756
		\$ 101,770,202

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Government National Mortgage Association:			
\$	6,817	Series 2002-45, Class PG, 6.00%, 3/17/32 (7)	\$ 6,947,471
	755	Series 2005-72, Class E, 12.00%, 11/16/15	874,734
			\$ 7,822,205
Total Collateralized Mortgage Obligations (identified cost \$171,114,891)			\$ 171,272,042

Asset Backed Securities 0.3%

	Principal Amount (000 s omitted)	Security	Value
\$	750	Alzette European CLO SA, Series 2004-1A, Class E2, 11.86%, 12/15/20 (5) (6)	\$ 676,425
	760	Avalon Capital Ltd. 3, Series 1A, Class D, 4.588%, 2/24/19 (5) (6)	531,012
	1,000	Babson Ltd., Series 2005-1A, Class C1, 4.74%, 4/15/19 (5) (6)	659,800
	1,000	Bryant Park CDO Ltd., Series 2005-1A, Class C, 4.84%, 1/15/19 (5) (6)	677,100
	1,000	Carlyle High Yield Partners, Series 2004-6A, Class C, 5.166%, 8/11/16 (5) (6)	722,000
	1,000	Centurion CDO 8 Ltd., Series 2005-8A, Class D, 8.177%, 3/8/17 (6)	685,900
	500	Centurion CDO Ltd., Series 2005-9A, Class D1, 7.539%, 7/17/19 (5) (6)	312,250
	1,500	Dryden Leveraged Loan, Series 2004-6A, Class C1, 5.345%, 7/30/16 (5) (6)	1,042,800
Total Asset Backed Securities (identified cost \$7,498,620)			\$ 5,307,287

Common Stocks 0.3%

	Shares	Security	Value
Commercial Services 0.0%			
	2,484	Environmental Systems Products Holdings, Inc. (4) (10) (11)	\$ 0
			\$ 0
Containers and Glass Products 0.3%			
	142,857	Anchor Glass Container Corp. (4)	\$ 4,541,424
			\$ 4,541,424
Lodging and Casinos 0.0%			
	298,284	Trump Entertainment Resorts, Inc. (11)	\$ 462,340
			\$ 462,340
Total Common Stocks (identified cost \$9,319,000)			\$ 5,003,764

Convertible Bonds 0.2%

	Principal Amount	Security	Value
Aerospace and Defense 0.2%			
\$	3,540,000	L-3 Communications Corp., 3.00%, 8/1/35 (5)	\$ 4,071,000
			\$ 4,071,000
Total Convertible Bonds (identified cost \$3,578,781)			\$ 4,071,000

Convertible Preferred Stocks 0.1%

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	Shares	Security	Value
Oil and Gas	0.1%		
	9,691	Chesapeake Energy Corp., 4.50%	\$ 1,240,448
Telecommunications	0.0%		
	4,958	Crown Castle International Corp., 6.25% (PIK)	\$ 275,169
Total Convertible Preferred Stocks			
(identified cost \$1,176,061)			\$ 1,515,617

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Preferred Stocks 0.2%

Shares/Units	Security	Value
Commercial Services 0.0%		
2,484	Environmental Systems Products Holdings, Series A (4) (10) (11)	\$ 151,325
Lodging and Casinos 0.2%		
5,375	Fontainebleau Resorts LLC (PIK) (10)	\$ 3,424,143
Total Preferred Stocks (identified cost \$5,418,890)		\$ 3,575,468

Miscellaneous 0.0%

Shares	Security	Value
Cable and Satellite Television 0.0%		
2,500,000	Adelphia, Inc., Escrow Certificate (11)	\$ 218,750
2,496,146	Adelphia Recovery Trust (11)	112,327
Total Miscellaneous (identified cost \$2,237,499)		\$ 331,077

Short-Term Investments 0.4%

Interest (000 s omitted)	Description	Value
\$ 7,583	Investment in Cash Management Portfolio, 2.23% (12)	\$ 7,582,714
Total Short-Term Investments (identified cost \$7,582,714)		\$ 7,582,714
Total Investments 150.9% (identified cost \$2,860,572,209)		\$ 2,694,011,643
Less Unfunded Loan Commitments (0.2)%		\$ (3,799,610)
Net Investments 150.7% (identified cost \$2,856,772,599)		\$ 2,690,212,033
Other Assets, Less Liabilities (35.7)%		\$ (637,785,193)
Auction Preferred Shares Plus Cumulative Unpaid Dividends (15.0)%		\$ (266,688,360)
Net Assets Applicable to Common Shares 100.0%		\$ 1,785,738,480

DIP Debtor in Possession

PIK Payment In Kind

REIT Real Estate Investment Trust

EUR Euro

GBP British Pound Sterling

* In U.S. dollars unless otherwise indicated.

(1) Senior floating-rate interests 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, it is anticipated that the senior floating-rate interests 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. Senior Loans typically have rates of interest which are redetermined either daily, monthly, quarterly or semi-annually by reference to a base lending rate, plus a premium. These base lending rates are primarily the London-Interbank Offered Rate (LIBOR), and secondarily the prime rate offered by one or more major United States banks (the Prime Rate) and the certificate of deposit (CD) rate or other base lending rates used by commercial lenders.

(2) Unfunded or partially unfunded loan commitments. The Fund may enter into certain credit agreements all or a portion of which may be unfunded. The Fund is obligated to fund these commitments at the borrower s discretion.

- (3) Defaulted security. Currently the issuer is in default with respect to interest payments.

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- (4) Security valued at fair value using methods determined in good faith by or at the direction of the Trustees.
- (5) Security exempt from registration under Rule 144A of the Securities Act of 1933. These securities may be sold in transactions exempt from registration, normally to qualified institutional buyers. At July 31, 2008, the aggregate value of the securities is \$187,667,877 or 10.5% of the Fund's net assets.
- (6) Variable rate mortgage security. The stated interest rate represents the rate in effect at July 31, 2008.
- (7) All or a portion of this security was on loan at July 31, 2008. As of July 31, 2008 the value of the securities loaned and the value of the collateral amounted to \$330,419,186 and \$344,560,659 respectively.
- (8) Adjustable rate mortgage.
- (9) Weighted average fixed-rate coupon that changes/updates monthly.
- (10) Restricted security.
- (11) Non-income producing security.
- (12) Affiliated investment company available to Eaton Vance portfolios and funds which invests in high quality, U.S. dollar denominated money market instruments. The rate shown is the annualized seven-day yield as of July 31, 2008. Net income allocated from the Investment in Cash Management Portfolio for the fiscal year to date ended July 31, 2008 was \$197,038.
- (13) Defaulted security
- (14) Issuer is in default and security is currently not accruing interest.

A summary of financial instruments at July 31, 2008 is as follows:

Forward Foreign Currency Exchange Contracts

Sales

Settlement Date	Deliver	In Exchange For	Net Unrealized Appreciation (Depreciation)
8/29/08	British Pound Sterling 20,639,825	United States Dollar 40,793,169	\$ (16,528)
8/29/08	Euro 66,519,849	United States Dollar 103,741,031	89,154
			\$ 72,626

Credit Default Swaps

Counterparty	Reference Entity	Buy/Sell	Notional Amount (000s omitted)	Pay/Receive Annual Fixed Rate	Termination Date	Net Unrealized Appreciation
Lehman Brothers, Inc.	Inergy, L.P.	Sell	\$ 2,000	2.40%	3/20/10	\$ 17,760

At July 31, 2008, the Fund had sufficient cash and/or securities to cover commitments under these contracts.

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The cost and unrealized appreciation (depreciation) of investments of the Fund at July 31, 2008, as determined on a federal income tax basis, were as follows:

Aggregate cost	\$	2,866,832,550
Gross unrealized appreciation	\$	15,789,547
Gross unrealized depreciation		(192,410,064)
Net unrealized depreciation	\$	(176,620,517)

Restricted Securities

At July 31, 2008, the Fund owned the following securities (representing 0.2% of net assets applicable to common shares) which were restricted as to public resale and not registered under the Securities Act of 1933 (excluding Rule 144A securities). The Fund has various registration rights (exercisable under a variety of circumstances) with respect to these securities. The value of these securities is determined based on valuations provided by brokers when available, or if not available, they are valued at fair value using methods determined in good faith by or at the direction of the Trustees.

Description	Date of Acquisition	Shares/Units	Cost	Value
Common Stocks				
Environmental Systems Products Holdings, Inc.	10/25/07	2,484	\$ 0	\$ 0
Preferred Stocks				
Environmental Systems Products Holdings, Series A	10/25/07	2,484	43,470	151,325
Fontainebleau Resorts LLC (PIK)	6/1/07	5,375	5,375,420	3,424,143
Total Restricted Securities			\$ 5,418,890	\$ 3,575,468

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The Fund adopted Financial Accounting Standards Board Statement of Financial Accounting Standards No. 157 (FAS 157), Fair Value Measurements, effective May 1, 2008. FAS 157 established a three-tier hierarchy to prioritize the assumptions, referred to as inputs, used in valuation techniques to measure fair value. The three-tier hierarchy of inputs is summarized in the three broad levels listed below.

- Level 1 quoted prices in active markets for identical investments
- Level 2 other significant observable inputs (including quoted prices for similar investments, interest rates, prepayment speeds, credit risk, etc.)
- Level 3 significant unobservable inputs (including a fund's own assumptions in determining the fair value of investments)

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

At July 31, 2008, the inputs used in valuing the Fund's investments, which are carried at value, were as follows:

	Valuation Inputs	Investments in Securities	Other Financial Instruments*
Level 1	Quoted Prices	\$ 9,560,671	\$ 72,626
Level 2	Other Significant Observable Inputs	2,673,424,540	17,760
Level 3	Significant Unobservable Inputs	7,226,822	
Total		\$ 2,690,212,033	\$ 90,386

*Other financial instruments are swap contracts and forward foreign currency exchange contracts not reflected in the Portfolio of Investments, which are valued at the unrealized appreciation (depreciation) on the instrument.

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

	Investments In Securities
Balance as of April 30, 2008	\$ 11,687,566
Realized gains (losses)	(35)
Change in net unrealized appreciation (depreciation)	(1,063,774)
Net purchases (sales)	(3,868)
Accrued discount (premium)	(535)
Net transfers to (from) Level 3	(3,392,532)
Balance as of July 31, 2008	\$ 7,226,822

Interests in senior floating-rate loans (Senior Loans) for which reliable market quotations are readily available are valued generally at the average mean of bid and ask quotations obtained from an independent pricing service. Other Senior Loans are valued at fair value by the investment adviser under procedures approved by the Trustees. In fair valuing a Senior Loan, the investment adviser utilizes one or more of the

following valuation techniques: (i) a matrix pricing approach that considers the yield on the Senior Loan relative to yields on other loan interests issued by companies of comparable credit quality; (ii) a comparison of the value of the borrower's outstanding equity and debt to that of comparable public companies; (iii) a discounted cash flow analysis; or (iv) when the investment adviser believes it is likely that a borrower will be liquidated or sold, an analysis of the terms of such liquidation or sale. In certain cases, the investment adviser will use a combination of analytical methods to determine fair value, such as when only a portion of a borrower's assets are likely to be sold. In conducting its assessment and analyses for purposes of determining fair value of a Senior Loan, the investment adviser will use its discretion and judgment in considering and appraising relevant factors. Fair value determinations are made by the portfolio managers of the Fund based on information available to such managers. The portfolio managers of other funds managed by the investment adviser that invest in Senior Loans may not possess the same information about a Senior Loan borrower as the portfolio managers of the Fund. At times, the fair value of a Senior Loan determined by the portfolio managers of other funds managed by the investment adviser that invest in Senior Loans may vary from the fair value of the same Senior Loan determined by the portfolio managers of the Fund. The fair value of each Senior Loan is periodically reviewed and approved by the investment adviser's Valuation Committee and by the Trustees based upon procedures approved by the Trustees. Junior loans are valued in the same manner as Senior Loans. Debt obligations, including listed securities and securities for which quotations are available, will normally be valued on the basis of market quotations provided by independent pricing services. The pricing services consider various factors relating to bonds and/or market transactions to determine market value. Short-term debt securities with a remaining maturity of sixty days or less are valued at amortized cost, which approximates market value. If short-term debt securities are acquired with a remaining maturity of more than sixty days, they will be valued by a pricing service. Equity securities listed on a U.S. securities exchange generally are valued at the last sale price on the day of valuation or, if no sales took place on such date, at the mean between the closing bid and asked prices therefore on the exchange where such securities are principally traded. Equity securities listed on the NASDAQ Global or Global Select Market generally are valued at the NASDAQ official closing price. Unlisted or listed securities for which closing sales prices or closing quotations are not available are valued at the mean between the latest available bid and asked prices or, in the case of preferred equity securities that are not listed or traded in the over-the-counter market, by an independent pricing service. The value of interest rate swaps and floors is generally based upon dealer quotations.

Forward foreign currency exchange contracts are generally valued using prices supplied by a pricing vendor or dealers. Credit default swaps are valued by a broker-dealer (usually the counterparty to the agreement). Foreign securities and currencies are valued in U.S. dollars, based on foreign currency exchange rate quotations supplied by an independent quotation service. The independent service uses a proprietary model to determine the exchange rate. Inputs to the model include reported trades and implied bid/ask spreads. Investments for which valuations or market quotations are not readily available are valued at fair value using methods determined in good faith by or at the direction of the Trustees of the Fund considering relevant factors, data and information including the market value of freely tradable securities of the same class in the principal market on which such securities are normally traded. The Fund may invest in Cash Management Portfolio (Cash Management), an affiliated investment company managed by Boston Management and Research (BMR), a subsidiary of Eaton Vance Management (EVM). Cash Management values its investment securities utilizing the amortized cost valuation technique permitted by Rule 2a-7 of the 1940 Act. This technique involves initially valuing a portfolio security at its cost and thereafter assuming a constant amortization to maturity of any discount or premium.

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.

Signatures

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

Eaton Vance Limited Duration Income Fund

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

Date: September 29, 2008

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

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

Date: September 29, 2008

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

Date: September 29, 2008
