

NUVEEN GEORGIA DIVIDEND ADVANTAGE MUNICIPAL FUND 2  
Form N-CSR  
August 07, 2003

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

FORM N-CSR

CERTIFIED SHAREHOLDER REPORT OF REGISTERED MANAGEMENT INVESTMENT COMPANIES

Investment Company Act file number 811-21152  
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Nuveen Georgia Dividend Advantage Municipal Fund 2  
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(Exact name of registrant as specified in charter)

Nuveen Investments  
333 West Wacker Drive  
Chicago, IL 60606  
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(Address of principal executive offices) (Zip code)

Jessica R. Droeger  
Nuveen Investments  
333 West Wacker Drive  
Chicago, IL 60606  
-----

(Name and address of agent for service)

Registrant's telephone number, including area code: (312) 917-7700  
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Date of fiscal year end: May 31st  
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Date of reporting period: May 31st  
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Form N-CSR is to be used by management investment companies to file reports with the Commission not later than 10 days after the transmission to stockholders of any report that is required to be transmitted to stockholders under Rule 30e-1 under the Investment Company Act of 1940 (17 CFR 270.30e-1). The Commission may use the information provided on Form N-CSR in its regulatory, disclosure review, inspection, and policymaking roles.

A registrant is required to disclose the information specified by Form N-CSR, and the Commission will make this information public. A registrant is not required to respond to the collection of information contained in Form N-CSR unless the Form displays a currently valid Office of Management and Budget ("OMB") control number. Please direct comments concerning the accuracy of the information collection burden estimate and any suggestions for reducing the burden to Secretary, Securities and Exchange Commission, 450 Fifth Street, NW, Washington, DC 20549-0609. The OMB has reviewed this collection of information under the clearance requirements of 44 U.S.C. ss. 3507.

ITEM 1. REPORTS TO STOCKHOLDERS.

Nuveen  
Municipal Closed-End  
Exchange-Traded  
Funds

Annual Report May 31, 2003

GEORGIA  
NPG  
NZX  
NKG

NORTH CAROLINA  
NNC  
NRB  
NNO  
NII

Photo of: 2 woman with graduation cap.

Photo of: Man and child working on computer.

DEPENDABLE,  
TAX-FREE INCOME  
BECAUSE  
IT'S NOT WHAT YOU EARN,  
IT'S WHAT YOU KEEP. (R)

Logo: NUVEEN Investments

FASTER Information  
RECEIVE your  
NUVEEN FUND REPORT  
Electronically

By registering for electronic delivery, you will receive an e-mail as soon as your Nuveen Fund information is available. Click on the link and you will be taken directly to the report. Your Fund report can be viewed and saved on your computer. Your report will arrive faster via e-mail than by traditional mail.

Registering is easy and only takes a few minutes (see instructions at right).

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WILL MY E-MAIL ADDRESS BE DISTRIBUTED TO OTHER COMPANIES?

No, your e-mail address is strictly confidential and will not be used for anything other than notification of shareholder information.

WHAT IF I CHANGE MY MIND AND WANT TO RECEIVE INVESTOR MATERIALS THROUGH REGULAR MAIL DELIVERY AGAIN?

If you decide you do not like receiving your reports electronically, it's a

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simple process to go back to regular mail delivery.

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If your Nuveen Fund dividends and statements

COME FROM YOUR FINANCIAL ADVISOR OR BROKERAGE ACCOUNT,

follow the steps outlined below:

- 1 Go to [www.investordelivery.com](http://www.investordelivery.com)
- 2 Refer to the address sheet that accompanied this report. Enter the personal 13-character Enrollment Number imprinted near your name.
- 3 You'll be taken to a page with several options. Select the New Enrollment-Create screen. Once there, enter your e-mail address (e.g. [yourID@providerID.com](mailto:yourID@providerID.com)), and a personal, 4-digit PIN number of your choice. (Pick a number that's easy to remember.)
- 4 Click Submit. Confirm the information you just entered is correct, then click Submit again.
- 5 You should get a confirmation e-mail within 24 hours. If you do not, go back through these steps to make sure all the information is correct.
- 6 Use this same process if you need to change your registration information or cancel internet viewing.

If your Nuveen Fund dividends and statements

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follow the steps outlined below:

- 1 Go to [www.nuveen.com](http://www.nuveen.com)
- 2 Select Access Your Account. Select the E-Report Enrollment section. Click on Enrollment Today.
- 3 You'll be taken to a screen that asks for your Social Security number and e-mail address. Fill in this information, then click Enroll.
- 4 You should get a confirmation e-mail within 24 hours. If you do not, go back through these steps to make sure all the information is correct.
- 5 Use this same process if you need to change your registration information or cancel internet viewing.

Logo: NUVEEN Investments

Photo of: Timothy R. Schwertfeger

Timothy R. Schwertfeger  
Chairman of the Board

Sidebar text: " No one knows what the future will bring, which is why we think a well-balanced portfolio ..... is an important component in achieving your long-term financial goals."

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Dear  
SHAREHOLDER

Once again, I am pleased to report that over the most recent reporting period your Fund continued to provide you with monthly tax-free income and an attractive total return. For more specific information about the performance of your Fund, please see the Portfolio Manager's Comments and Performance Overview sections of this report.

With interest rates at historically low levels, many have begun to wonder whether interest rates will rise, and whether that possibility should cause them to adjust their holdings of fixed-income investments. No one knows what the future will bring, which is why we think a well-balanced portfolio that is structured and carefully monitored with the help of an investment professional is an important component in achieving your long-term financial goals. A well-diversified portfolio may actually help to reduce your overall investment risk, and we believe that municipal bond investments like your Nuveen Fund can be important building blocks in a portfolio crafted to perform well through a variety of market conditions.

I'd also like to direct your attention to the inside front cover of this report, which explains the quick and easy process to begin receiving Fund reports like this via e-mail and the internet. Thousands of Nuveen Fund shareholders already have signed-up, and they are getting their Fund information faster and more conveniently than ever. I urge you to consider joining them.

Since 1898, Nuveen Investments has offered financial products and solutions that incorporate careful research, diversification, and the application of conservative risk-management principles. We are grateful that you have chosen us as a partner as you pursue your financial goals. We look forward to continuing to earn your trust in the months and years ahead.

Sincerely,

/s/ Timothy R. Schwertfeger

Timothy R. Schwertfeger  
Chairman of the Board

July 15, 2003

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Nuveen Georgia and North Carolina Municipal Closed-End Exchange-Traded Funds  
(NPG, NZX, NKG, NNC, NRB, NNO, NII)

Portfolio Manager's  
Comments

Portfolio manager Rick Huber reviews economic and market conditions, key investment strategies and the recent performance of the Funds. With 18 years of investment experience, Rick assumed portfolio management responsibility for these Funds in January 2003.

WHAT FACTORS AFFECTED THE U.S. ECONOMY AND MUNICIPAL MARKET DURING THE  
TWELVE-MONTH PERIOD ENDED MAY 31, 2003?

The underlying economic and market conditions remained similar to those we discussed in our last shareholder report dated November 30, 2002. We believe the most influential factors affecting the performance of the U.S. economy and the

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municipal market continued to be the sluggish pace of economic growth and interest rates that remained at 40-year lows. At the same time, continued geopolitical concerns, centering on the threat of terrorism and the Iraqi situation, also had an impact during this reporting period.

In the municipal market, the slow economic recovery and the continued lack of inflationary pressures during the reporting period created conditions that helped many bonds, and especially higher-rated bonds, perform well. Following a record \$357 billion of new supply in calendar year 2002, municipal issuance nationwide remained strong during the first five months of 2003, with \$145.6 billion in new municipal securities, up 14% over the same period in 2002. Much of this increase in supply reflects issuance intended to address fiscal problems facing states and localities as the result of slow economic growth, rising costs (especially for healthcare and pensions) and sharp declines in tax collections. Given the relatively low interest rate environment, many states and local governments have turned to borrowing in order to close budget gaps, fund needed capital projects and free up cash for operating purposes.

The heavy supply of municipal bonds was met with evidence of continued strong demand over most of this reporting period, as the record issuance was absorbed without a significant decline in prices. Both individual and institutional investors were active buyers.

### HOW WERE ECONOMIC AND MARKET CONDITIONS IN GEORGIA AND NORTH CAROLINA?

Georgia's economy remained sluggish, but began to show signs of recovery during this reporting period. Over the twelve months, job growth in the state's health services, education and government sectors helped to offset weakness in retail sales, construction and telecommunications. As of May 2003, unemployment in the state was 4.8%, down from 5.1% in May 2002 and well below the current national average of 6.1%. With 13 military bases, Georgia also benefited from recent increases in defense spending. Although Georgia's debt levels remain above-average, debt ratios are relatively moderate, and the state has not exhausted its reserve balances. During the first five months of 2003, Georgia issued \$1.6 billion in new bonds, down 44% from the same period in 2002. This drop-off in supply mainly was a reflection of the heavier volume brought to market

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during calendar year 2002. In general, while Georgia's manufacturing and transportation industries currently remain stalled awaiting improvement in the national economy, the state's location, strong population trends, and below-average business costs are expected to encourage economic growth over the long term. As of May 31, 2003, Georgia maintained its Aaa/AAA ratings with stable outlooks from both Moody's and Standard & Poor's, respectively.

North Carolina's economy showed mixed results over the course of this reporting period. While the recession in manufacturing, especially in furniture and transportation equipment, served as the primary drag on the state's economy, this was offset to some degree by growth in the services sector. North Carolina also remained a national banking center as well as a center for high-tech firms and professionals attracted by the state's universities. Over the past 12 months, North Carolina's unemployment fell to 6.1% in May 2003 from 6.8% a year earlier, bringing it more closely in line with the national average. Municipal issuance in the state for the first five months of 2003 topped \$4.3 billion, nearly double the amount seen during the same period last year. Even with increased issuance, the state's debt ratios remain among the lowest in the nation at 1.4% of per capita income. In August 2002, the state's budget problems contributed to Moody's decision to downgrade North Carolina's general obligation debt to Aa1 with a stable outlook, while Standard & Poor's maintained its AAA

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rating for the state.

HOW DID THE FUNDS PERFORM OVER THE TWELVE MONTHS ENDED MAY 31, 2003?

Individual results for these Funds, as well as for selected benchmarks, are presented in the accompanying table.

	MARKET YIELD		TOTAL RETURN ON NAV	LEHMAN TOTAL RETURN <sup>1</sup>	LIPPER AVERAGE <sup>2</sup>
	5/31/03	TAXABLE- EQUIVALENT <sup>3</sup>	1 YEAR ENDED 5/31/03	1 YEAR ENDED 5/31/03	1 YEAR ENDED 5/31/03
NPG	5.17%	7.66%	13.78%	10.36%	15.88%
NZX	5.35%	7.93%	18.82%	10.36%	15.88%
NKG	5.37%	7.96%	NA	--	--
NNC	5.17%	7.83%	15.80%	10.36%	15.88%
NRB	5.36%	8.12%	17.75%	10.36%	15.88%
NNO	5.15%	7.80%	18.98%	10.36%	15.88%
NII	5.29%	8.02%	NA	--	--

Past performance is not predictive of future results.

For additional information, see the individual Performance Overview for your Fund in this report.

For the twelve months ended May 31, 2003, all of the Funds in this report with at least one year of performance history outperformed the national, unleveraged Lehman Brothers Municipal Bond Index. Their performances were generally favorable when compared with the Lipper Other States Municipal Debt Funds category, with NPG the primary exception. While these Lipper comparisons carry some value, we believe they have limited usefulness because the Lipper average includes the results of funds from ten different states, each with its own unique conditions and circumstances.

The performance of these Funds benefited when compared with the results of the Lehman Index from their use of leverage, a strategy that can provide the opportunity for additional income for common shareholders. Most of the Funds also were helped by their relatively long durations.<sup>4</sup> During

- 1 The total annual returns on common share net asset value (NAV) for these Nuveen Funds are compared with the total annual return of the Lehman Brothers Municipal Bond Index, an unleveraged, unmanaged national index comprising a broad range of investment-grade municipal bonds. Results for the Lehman index do not reflect any expenses.
- 2 The total returns of these Funds are compared with the average annualized return of the 36 funds in the Lipper Other States Municipal Debt Funds category. Fund and Lipper returns assume reinvestment of dividends. It should be noted that the performance of the Lipper Other States category represents the overall average of annual returns for funds from 10 different states with a wide variety of economic conditions, municipal market conditions, and investment guidelines, making direct comparisons less applicable.

- 3 The taxable-equivalent yield represents the yield that must be earned on a taxable investment in order to equal the yield of the Nuveen Fund on an after-tax basis. The taxable-equivalent yield is based on the Fund's market yield on the indicated date and a federal income tax rate of 28% plus the applicable state income tax rate. The combined federal and state tax rates used in this report are as follows: Georgia 32.5% and North Carolina 34%.
- 4 Duration is a measure of a fund's NAV volatility in reaction to interest rate movements. Fund duration, also known as leverage-adjusted duration, takes into account the leveraging process for a fund and therefore is generally longer than the duration of the actual portfolio of individual bonds that make up the fund. References to duration in this commentary are intended to indicate fund duration unless otherwise noted.

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periods of declining interest rates, such as that we experienced over most of the twelve-month reporting period, longer duration investments generally would be expected to outperform shorter duration investments, assuming all other factors were equal. As of May 31, 2003, the durations of these Funds, with the exception of NNC, ranged from 8.80 to 11.54, compared with 7.80 for the Lehman index. (Please see the individual Performance Overview pages for individual Fund durations.)

In addition to leverage and duration, the relative performances of these Nuveen Funds were influenced by factors including call exposure, portfolio trading activity, and the price movement of specific sectors and holdings. For example, as of May 31, 2003, NPG held 15% of its portfolio in multifamily housing bonds. For most of the reporting period, the housing sector in Georgia underperformed the broader municipal market and lagged most other revenue bond sectors, as measured by subcategories of the Lehman index. While we continued to hold these securities because we like their long-term potential, their performance over this reporting period was a primary reason why NPG's performance lagged the other Nuveen Georgia Funds.

#### HOW DID THE MARKET ENVIRONMENT AND THE FUNDS' RETURNS AFFECT DIVIDENDS AND SHARE PRICES?

As noted earlier, with short-term interest rates at historically low levels, the dividend-payment capabilities of these Funds benefited from their use of leverage. The amount of this benefit is tied in part to the short-term rates the Funds pay their MuniPreferred(R) shareholders. Low short-term rates can enable the Funds to reduce the amount of income paid to MuniPreferred shareholders, which potentially can leave more earnings to support common share dividends. During the 12 months ended May 31, 2003, the continued low level of short-term interest rates enabled us to implement two dividend increases in NNC and NRB and one increase in both NPG and NZX. As of May 2003, NNO had paid shareholders dependable, attractive dividends for 17 consecutive months, while NKG and NII--which were introduced in September 2002--declared their first monthly distributions in November 2002.

Over the course of this twelve-month reporting period, strong demand and favorable market conditions helped to boost the share prices and net asset values of these Funds. As of May 31, 2003, NPG, NNC, NRB and NII continued to trade at premiums to their common share NAVs, while NZX, NKG and NNO were trading at virtually the same levels as their NAVs (see charts on individual Performance Overview pages).

#### WHAT KEY STRATEGIES WERE USED TO MANAGE THESE FUNDS DURING THE YEAR ENDED MAY

31, 2003?

Over this twelve-month reporting period, we continued to place strong emphasis on diversifying the portfolios, enhancing call protection, and improving dividend-paying capabilities. Strategically, our main focus centered on systematically shortening the Funds' durations, which we believed would enhance our ability to control the Funds' interest rate risk and produce more consistent returns over time. Interest rate risk is the risk that the value of a Fund's portfolio will decline when market interest rates rise (since bond prices move in the opposite direction of interest rates). The longer the duration of a Fund's portfolio, the greater its interest rate risk.

In line with our duration strategy as well as the recent steepness of the municipal yield curve, we concentrated on finding value in the intermediate part of the yield curve (i.e., bonds that mature in 15 to 20 years), particularly in the newer Funds with longer durations. In many cases, bonds in this part of the curve were offering yields similar to those of longer-term bonds but, in our opinion, had less inherent interest rate risk.

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We also continued to look for individual issues that we believed would perform well regardless of the future direction of interest rates. All the Georgia and North Carolina Funds remained solidly invested in education and healthcare bonds, and the Georgia Funds also had relatively large exposures to water and sewer bonds. These three sectors were among the top performing Lehman Index sectors over this reporting period.

NKG and NII were introduced in September 2002 and are fully invested. As mentioned earlier, these Funds began paying regular monthly dividends in November 2002. As attractive opportunities have arisen, we have replaced bonds from Puerto Rico and other states that were purchased during the initial investment phase last fall with Georgia or North Carolina securities. As of May 31, 2003, approximately 85% of NKG's portfolio were invested in Georgia bonds, and 90% of NII was invested in North Carolina securities. We expect to continue to incrementally increase these percentages through additional purchases of in-state bonds, while closely monitoring the generation of capital gains from sales of any non-Georgia or non-North Carolina securities.

Given the current geopolitical and economic climate, we believed that maintaining strong credit quality remained a vital requirement. As of May 31, 2003, each of these Funds offered excellent credit quality, with allocations of bonds rated AAA/U.S. guaranteed and AA ranging from 78% to 93%. In general, our weightings in AAA and insured bonds benefited the performance of these Funds during the past year.

WHAT IS YOUR OUTLOOK FOR THE MUNICIPAL MARKET IN GENERAL AND THESE FUNDS IN PARTICULAR?

We continue to believe the U.S. economy is slowly headed for a recovery, but one that may take longer and be less robust than some originally anticipated. As a result, we think that inflation and interest rates will remain relatively low over the near term.

However, the threat of an eventual rise in interest rates remains, and we intend to keep a careful watch on the Funds' durations and holdings to be as well-positioned as possible if and when rates do reverse course.

In Georgia, where supply has been tight during the first part of 2003, we expect to see issuance pick up slightly in coming months. While North Carolina issuance should continue to be strong, given the state's budget deficit and continued need for spending on infrastructure, education and healthcare. Recently,



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anticipation of changes to the national tax code led some to wonder about the new law's potential impact on tax-exempt investments. The final version of the 2003 tax relief law reduced, but did not eliminate, taxes on corporate dividends, and, as a result, we do not expect to see any significant impact on the demand or pricing for tax-exempt municipal bonds.

Looking at bond call exposure, we believe these Funds offer good levels of call protection. As of May 31, 2003, the percentage of bonds eligible for calls among the seven Funds ranged from zero to 14% during the remainder of 2003 and through 2004. The number of actual calls over the coming months will depend largely on market interest rates during this time.

We believe that these Nuveen Funds can continue to serve as attractive sources of tax-free income, as well as offer considerable portfolio diversification potential. We remain convinced that these Funds are quality investments that can continue to benefit shareholders as part of a well-balanced core investment portfolio.

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### Nuveen Georgia Premium Income Municipal Fund

#### Performance

Overview As of May 31, 2003

NPG

#### Pie Chart:

##### CREDIT QUALITY

AAA/U.S. Guaranteed	70%
AA	13%
A	12%
BBB	2%
BB or Lower	3%

##### PORTFOLIO STATISTICS

Share Price	\$16.95
Common Share Net Asset Value	\$15.36
Market Yield	5.17%
Taxable-Equivalent Yield (Federal Income Tax Rate) <sup>1</sup>	7.18%
Taxable-Equivalent Yield (Federal and State Income Tax Rate) <sup>1</sup>	7.66%
Net Assets Applicable to Common Shares (\$000)	\$58,050
Average Effective Maturity (Years)	21.14
Leverage-Adjusted Duration	8.80

AVERAGE ANNUAL TOTAL RETURN (Inception 5/20/93)

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	ON SHARE PRICE	ON NAV
1-Year	12.92%	13.78%
5-Year	8.12%	7.07%
10-Year	6.92%	6.80%

TOP FIVE SECTORS (as a % of total investments)

Healthcare	22%
Housing/Multifamily	15%
Water and Sewer	15%
Education and Civic Organizations	10%
Tax Obligation/Limited	9%

Bar Chart:

2002-2003 MONTHLY TAX-FREE DIVIDENDS PER SHARE

Jun	0.0715
Jul	0.0715
Aug	0.0715
Sep	0.0715
Oct	0.0715
Nov	0.0715
Dec	0.0715
Jan	0.0715
Feb	0.0715
Mar	0.073
Apr	0.073
May	0.073

Line Chart:

SHARE PRICE PERFORMANCE

Weekly Closing Price

Past performance is not predictive of future results.

6/1/02	16
	16.32
	16.4
	16.47
	16.5
	16.72
	16.52
	16.5
	16.7
	16.61
	16.6
	16.47
	16.09
	16.04
	16.2
	16.08
	15.95

	16.55
	16.64
	15.96
	15.9
	15.85
	16
	16.1
	15.7
	15.95
	15.98
	15.85
	15.65
	15.85
	16
	16
	16
	16.25
	16.3
	16.61
	16.35
	16.55
	16.45
	16.5
	16.26
	16.22
	15.94
	15.95
	16.02
	16.27
	16.25
	16.1
	16.37
	16.95
	15.7
5/31/03	15.95

1 Taxable-equivalent yield represents the yield on a taxable investment necessary to equal the yield of the Nuveen Fund on an after-tax basis. It is calculated using the current market yield and a federal income tax rate of 28%. The rate shown for federal and state highlights the added value of owning shares that are also exempt from state income taxes. It is based on a combined federal and state income tax rate of 32.5%.

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Nuveen Georgia Dividend Advantage Municipal Fund

Performance

Overview As of May 31, 2003

NZX

Pie Chart:

CREDIT QUALITY

AAA/U.S. Guaranteed	68%
AA	15%
A	9%

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BBB 8%

PORTFOLIO STATISTICS

Share Price	\$15.59
Common Share Net Asset Value	\$15.62
Market Yield	5.35%
Taxable-Equivalent Yield (Federal Income Tax Rate)1	7.43%
Taxable-Equivalent Yield (Federal and State Income Tax Rate)1	7.93%
Net Assets Applicable to Common Shares (\$000)	\$30,576
Average Effective Maturity (Years)	21.13
Leverage-Adjusted Duration	11.06

AVERAGE ANNUAL TOTAL RETURN (Inception 9/25/01)

	ON SHARE PRICE	ON NAV
1-Year	12.56%	18.82%
Since Inception	8.25%	11.55%

TOP FIVE SECTORS (as a % of total investments)

Education and Civic Organizations	19%
Healthcare	15%
Water and Sewer	14%
Housing/Single Family	11%
Utilities	10%

Bar Chart:

2002-2003 MONTHLY TAX-FREE DIVIDENDS PER SHARE<sup>2</sup>

Jun	0.0665
Jul	0.0665
Aug	0.0665
Sep	0.0665
Oct	0.0665
Nov	0.0665
Dec	0.0665
Jan	0.0665
Feb	0.0665
Mar	0.0695
Apr	0.0695

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May 0.0695

Line Chart:  
 SHARE PRICE PERFORMANCE  
 Weekly Closing Price

Past performance is not predictive of future results.

6/1/02	14.56
	14.55
	14.5
	14.48
	14.63
	14.8
	14.97
	14.75
	15.2
	15.07
	15.3
	15.23
	15.4
	15.25
	15
	14.94
	14.86
	15.22
	15.6
	15.25
	14.63
	15.25
	15.15
	14.9
	14.6
	14.8
	14.55
	14.5
	14.25
	14.78
	15
	14.85
	14.75
	14.93
	15.01
	14.84
	14.85
	14.75
	14.9
	15.35
	15
	15.15
	14.69
	14.73
	14.73
	14.66
	14.87
	14.95
	14.99
	15.59
	14.6
5/31/03	14.8

1 Taxable-equivalent yield represents the yield on a taxable investment

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necessary to equal the yield of the Nuveen Fund on an after-tax basis. It is calculated using the current market yield and a federal income tax rate of 28%. The rate shown for federal and state highlights the added value of owning shares that are also exempt from state income taxes. It is based on a combined federal and state income tax rate of 32.5%.

- 2 The Fund also paid shareholders a capital gains distribution in December 2002 of \$0.1278 per share.

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### Nuveen Georgia Dividend Advantage Municipal Fund 2 Performance Overview As of May 31, 2003

NKG

#### Pie Chart:

#### CREDIT QUALITY

AAA/U.S. Guaranteed	82%
AA	11%
A	5%
BBB	2%

#### PORTFOLIO STATISTICS

Share Price	\$14.98
Net Asset Value	\$15.01
Market Yield	5.37%
Taxable-Equivalent Yield (Federal Income Tax Rate) <sup>1</sup>	7.46%
Taxable-Equivalent Yield (Federal and State Income Tax Rate) <sup>1</sup>	7.96%
Net Assets Applicable to Common Shares (\$000)	\$68,325
Average Effective Maturity (Years)	22.55
Leverage-Adjusted Duration	11.54

#### CUMULATIVE TOTAL RETURN (Inception 9/25/02)

	ON SHARE PRICE	ON NAV
Since Inception	3.16%	8.22%

#### TOP FIVE SECTORS (as a % of total investments)

Tax Obligation/Limited	23%
------------------------	-----

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Water and Sewer	20%
-----	-----
Healthcare	18%
-----	-----
Education and Civic Organizations	14%
-----	-----
Utilities	4%
-----	-----

Bar Chart:

2002-2003 MONTHLY TAX-FREE DIVIDENDS PER SHARE

Nov	0.067
Dec	0.067
Jan	0.067
Feb	0.067
Mar	0.067
Apr	0.067
May	0.067

Line Chart:

Share Price Performance

Weekly Closing Price

Past performance is not predictive of future results.

9/27/02	15
	15.01
	15.01
	15
	15.01
	15.1
	15.02
	15
	14.35
	14.4
	14.64
	14.4
	14.4
	14.2
	14.7
	14.15
	14.3
	14.25
	14.1
	14.1
	14.45
	14.5
	14.35
	14.29
	14.25
	14.56
	14.35
	14.17
	14
	14.07
	14.5
	14.47
	14.55
5/31/03	14.98

1 Taxable-equivalent yield represents the yield on a taxable investment necessary to equal the yield of the Nuveen Fund on an after-tax basis. It

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is calculated using the current market yield and a federal income tax rate of 28%. The rate shown for federal and state highlights the added value of owning shares that are also exempt from state income taxes. It is based on a combined federal and state income tax rate of 32.5%.

8

Nuveen North Carolina Premium Income Municipal Fund

Performance

Overview As of May 31, 2003

NNC

Pie Chart:

CREDIT QUALITY

AAA/U.S. Guaranteed	54%
AA	24%
A	14%
BBB	8%

### PORTFOLIO STATISTICS

Share Price	\$16.95
Common Share Net Asset Value	\$15.50
Market Yield	5.17%
Taxable-Equivalent Yield (Federal Income Tax Rate) <sup>1</sup>	7.18%
Taxable-Equivalent Yield (Federal and State Income Tax Rate) <sup>1</sup>	7.83%
Net Assets Applicable to Common Shares (\$000)	\$97,785
Average Effective Maturity (Years)	17.99
Leverage-Adjusted Duration	7.48

### AVERAGE ANNUAL TOTAL RETURN (Inception 5/20/93)

	ON SHARE PRICE	ON NAV
1-Year	10.27%	15.80%
5-Year	8.03%	7.31%
10-Year	6.67%	6.80%

### TOP FIVE SECTORS (as a % of total investments)



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Healthcare	21%
US Guaranteed	14%
Tax Obligation/Limited	10%
Education and Civic Organizations	10%
Tax Obligation/General	9%

Bar Chart:

2002-2003 MONTHLY TAX-FREE DIVIDENDS PER SHARE2

Jun	0.0705
Jul	0.0705
Aug	0.0705
Sep	0.0705
Oct	0.0705
Nov	0.0705
Dec	0.0715
Jan	0.0715
Feb	0.0715
Mar	0.073
Apr	0.073
May	0.073

Line Chart:

SHARE PRICE PERFORMANCE

Weekly Closing Price

Past performance is not predictive of future results.

6/1/02	16.4
	16.4
	16.7
	16.69
	16.43
	16.45
	16.72
	16.35
	16.75
	16.8
	16.56
	16.46
	16.39
	16.39
	16.15
	15.79
	15.86
	15.7
	15.69
	14.61
	14.76
	14.95
	15.39
	15.43
	15.4
	15.25
	15.23
	15.15
	15.3
	15.33
	15.8
	15.62

	15.73
	15.55
	15.87
	16.15
	16.45
	16.27
	16.6
	16.5
	16.61
	16.28
	16.22
	16.65
	16.15
	16.41
	16.33
	16.56
	16.73
5/31/03	16.95

- 1 Taxable-equivalent yield represents the yield on a taxable investment necessary to equal the yield of the Nuveen Fund on an after-tax basis. It is calculated using the current market yield and a federal income tax rate of 28%. The rate shown for federal and state highlights the added value of owning shares that are also exempt from state income taxes. It is based on a combined federal and state income tax rate of 34%.
- 2 The Fund also paid shareholders a net ordinary income distribution in December 2002 of \$0.0031 per share.

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Nuveen North Carolina Dividend Advantage Municipal Fund

Performance

Overview As of May 31, 2003

NRB

Pie Chart:

CREDIT QUALITY

AAA/U.S. Guaranteed	53%
AA	30%
A	10%
BBB	5%
NR	2%

PORTFOLIO STATISTICS

Share Price	\$16.45
Common Share Net Asset Value	\$15.87
Market Yield	5.36%
Taxable-Equivalent Yield (Federal Income Tax Rate) <sup>1</sup>	7.44%

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Taxable-Equivalent Yield  
(Federal and State Income Tax Rate)<sup>1</sup> 8.12%

Net Assets Applicable to  
Common Shares (\$000) \$35,591

Average Effective Maturity (Years) 18.73

Leverage-Adjusted Duration 9.18

AVERAGE ANNUAL TOTAL RETURN (Inception 1/31/01)

	ON SHARE PRICE	ON NAV
1-Year	13.52%	17.75%
Since Inception	10.08%	10.80%

TOP FIVE SECTORS (as a % of total investments)

Education and Civic Organizations	19%
Water and Sewer	17%
Healthcare	14%
Utilities	13%
Tax Obligation/Limited	10%

Bar Chart:

2002-2003 MONTHLY TAX-FREE DIVIDENDS PER SHARE<sup>2</sup>

Jun	0.07
Jul	0.07
Aug	0.07
Sep	0.072
Oct	0.072
Nov	0.072
Dec	0.072
Jan	0.072
Feb	0.072
Mar	0.0735
Apr	0.0735
May	0.0735

Line Chart:

SHARE PRICE PERFORMANCE

Weekly Closing Price

Past performance is not predictive of future results.

6/1/02	15.2
	15.9
	15.65
	15.5
	15.38
	15.32
	15.37

	14.89
	15
	15.22
	15.11
	15.1
	15.1
	15.1
	15.18
	15.29
	15.35
	15.48
	15.4
	14.45
	14.5
	15.24
	15.25
	15.35
	15.3
	15.45
	15.35
	15.37
	15.75
	15.76
	15.87
	15.55
	15.68
	15.65
	15.6
	15.6
	15.73
	15.65
	15.85
	15.82
	15.82
	15.8
	15.62
	15.8
	15.89
	16.1
	16.27
	16.25
	16.35
	16.45
	15.3
5/31/03	15.45

- 1 Taxable-equivalent yield represents the yield on a taxable investment necessary to equal the yield of the Nuveen Fund on an after-tax basis. It is calculated using the current market yield and a federal income tax rate of 28%. The rate shown for federal and state highlights the added value of owning shares that are also exempt from state income taxes. It is based on a combined federal and state income tax rate of 34%.
- 2 The Fund also paid shareholders a capital gains distribution in December 2002 of \$0.1311 per share.

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## Performance

Overview As of May 31, 2003

NNO

### Pie Chart:

#### CREDIT QUALITY

AAA/U.S. Guaranteed	62%
AA	22%
A	8%
BBB	8%

#### PORTFOLIO STATISTICS

Share Price	\$15.97
Common Share Net Asset Value	\$15.98
Market Yield	5.15%
Taxable-Equivalent Yield (Federal Income Tax Rate)1	7.15%
Taxable-Equivalent Yield (Federal and State Income Tax Rate)1	7.80%
Net Assets Applicable to Common Shares (\$000)	\$59,642
Average Effective Maturity (Years)	15.50
Leverage-Adjusted Duration	9.13

#### AVERAGE ANNUAL TOTAL RETURN (Inception 11/16/01)

	ON SHARE PRICE	ON NAV
1-Year	14.10%	18.98%
Since Inception	10.11%	13.56%

#### TOP FIVE SECTORS (as a % of total investments)

Education and Civic Organizations	16%
Healthcare	15%
Tax Obligation/Limited	14%
Tax Obligation/General	13%
Utilities	11%

### Bar Chart:

2002-2003 MONTHLY TAX-FREE DIVIDENDS PER SHARE<sup>2</sup>

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Jun	0.0685
Jul	0.0685
Aug	0.0685
Sep	0.0685
Oct	0.0685
Nov	0.0685
Dec	0.0685
Jan	0.0685
Feb	0.0685
Mar	0.0685
Apr	0.0685
May	0.0685

Line Chart:

SHARE PRICE PERFORMANCE

Weekly Closing Price

Past performance is not predictive of future results.

6/1/02	15.2
	15.9
	15.65
	15.5
	15.38
	15.32
	15.37
	14.89
	15
	15.22
	15.11
	15.1
	15.1
	15.1
	15.18
	15.29
	15.35
	15.48
	15.4
	14.45
	14.5
	15.24
	15.25
	15.35
	15.3
	15.45
	15.35
	15.37
	15.75
	15.76
	15.87
	15.55
	15.68
	15.65
	15.6
	15.6
	15.73
	15.65
	15.85
	15.82
	15.82
	15.8
	15.62
	15.8
	15.89

	16.1
	16.27
	16.25
	16.35
5/31/03	16.45

- 1 Taxable-equivalent yield represents the yield on a taxable investment necessary to equal the yield of the Nuveen Fund on an after-tax basis. It is calculated using the current market yield and a federal income tax rate of 28%. The rate shown for federal and state highlights the added value of owning shares that are also exempt from state income taxes. It is based on a combined federal and state income tax rate of 34%.
- 2 The Fund also paid shareholders a capital gains distribution in December 2002 of \$0.1293 per share.

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Nuveen North Carolina Dividend Advantage Municipal Fund 3

Performance

Overview As of May 31, 2003

NII

Pie Chart:

CREDIT QUALITY

AAA/U.S. Guaranteed	64%
AA	28%
A	4%
BBB	3%
NR	1%

PORTFOLIO STATISTICS

Share Price	\$15.20
Common Share Net Asset Value	\$14.96
Market Yield	5.29%
Taxable-Equivalent Yield (Federal Income Tax Rate) <sup>1</sup>	7.35%
Taxable-Equivalent Yield (Federal and State Income Tax Rate) <sup>1</sup>	8.02%
Net Assets Applicable to Common Shares (\$000)	\$58,653
Average Effective Maturity (Years)	19.40
Leverage-Adjusted Duration	9.62

CUMULATIVE TOTAL RETURN (Inception 9/25/02)

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	ON SHARE PRICE	ON NAV
Since Inception	4.56%	7.86%

TOP FIVE SECTORS (as a % of total investments)

Tax Obligation/Limited	25%
Water and Sewer	15%
Utilities	12%
Education and Civic Organizations	11%
Healthcare	10%

Bar Chart:

2002-2003 MONTHLY TAX-FREE DIVIDENDS PER SHARE

Nov	0.067
Dec	0.067
Jan	0.067
Feb	0.067
Mar	0.067
Apr	0.067
May	0.067

Line Chart:

SHARE PRICE PERFORMANCE

Weekly Closing Price

Past performance is not predictive of future results.

9/27/02	15.01
	15.03
	15.2
	15.05
	15.01
	15
	15.06
	15
	14.6
	14.6
	14.94
	14.65
	14.84
	14.81
	14.9
	14.8
	15
	14.9
	14.98
	14.95
	14.85
	14.85
	14.86
	14.85
	14.8
	14.7
	14.98



	14.99
	14.94
	15.07
	15.05
	15.26
	15.6
5/31/03	15.2

- 1 Taxable-equivalent yield represents the yield on a taxable investment necessary to equal the yield of the Nuveen Fund on an after-tax basis. It is calculated using the current market yield and a federal income tax rate of 28%. The rate shown for federal and state highlights the added value of owning shares that are also exempt from state income taxes. It is based on a combined federal and state income tax rate of 34%.

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Report of  
INDEPENDENT AUDITORS

THE BOARD OF TRUSTEES AND SHAREHOLDERS

NUVEEN GEORGIA PREMIUM INCOME MUNICIPAL FUND  
NUVEEN GEORGIA DIVIDEND ADVANTAGE MUNICIPAL FUND  
NUVEEN GEORGIA DIVIDEND ADVANTAGE MUNICIPAL FUND 2  
NUVEEN NORTH CAROLINA PREMIUM INCOME MUNICIPAL FUND  
NUVEEN NORTH CAROLINA DIVIDEND ADVANTAGE MUNICIPAL FUND  
NUVEEN NORTH CAROLINA DIVIDEND ADVANTAGE MUNICIPAL FUND 2  
NUVEEN NORTH CAROLINA DIVIDEND ADVANTAGE MUNICIPAL FUND 3

We have audited the accompanying statements of assets and liabilities, including the portfolios of investments, of Nuveen Georgia Premium Income Municipal Fund, Nuveen Georgia Dividend Advantage Municipal Fund, Nuveen Georgia Dividend Advantage Municipal Fund 2, Nuveen North Carolina Premium Income Municipal Fund, Nuveen North Carolina Dividend Advantage Municipal Fund, Nuveen North Carolina Dividend Advantage Municipal Fund 2 and Nuveen North Carolina Dividend Advantage Municipal Fund 3 as of May 31, 2003, and the related statements of operations, changes in net assets and the financial highlights for the periods indicated therein. These financial statements and financial highlights are the responsibility of the Funds' management. Our responsibility is to express an opinion on these financial statements and financial highlights based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements and financial highlights are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements and financial highlights. Our procedures included confirmation of securities owned as of May 31, 2003, by correspondence with the custodian and brokers or by other appropriate auditing procedures where replies from brokers were not received. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements and financial highlights referred to above present fairly, in all material respects, the financial position of Nuveen Georgia Premium Income Municipal Fund, Nuveen Georgia Dividend Advantage

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Municipal Fund, Nuveen Georgia Dividend Advantage Municipal Fund 2, Nuveen North Carolina Premium Income Municipal Fund, Nuveen North Carolina Dividend Advantage Municipal Fund, Nuveen North Carolina Dividend Advantage Municipal Fund 2 and Nuveen North Carolina Dividend Advantage Municipal Fund 3 at May 31, 2003, and the results of their operations, changes in their net assets and their financial highlights for the periods indicated therein in conformity with accounting principles generally accepted in the United States.

Ernst & Young LLP

CHICAGO, ILLINOIS  
JULY 11, 2003

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Nuveen Georgia Premium Income Municipal Fund (NPG)

Portfolio of  
Investments May 31, 2003

PRINCIPAL AMOUNT (000)	DESCRIPTION(1)	OPTIONAL C PROVISIO
-----		
	CONSUMER STAPLES - 6.6%	
\$ 2,000	Cartersville Development Authority, Georgia, Sewerage Facilities Revenue Refunding Bonds, Anheuser-Busch Project, Series 1997, 6.125%, 5/01/27 (Alternative Minimum Tax)	5/07 at 101
2,000	The Children's Trust Fund, Puerto Rico, Tobacco Settlement Asset-Backed Bonds, Series 2002 Refunding, 5.500%, 5/15/39	5/12 at 100
-----		
	EDUCATION AND CIVIC ORGANIZATIONS - 13.9%	
3,000	Athens Housing Authority, Georgia, Student Housing Lease Revenue Bonds, UGAREF East Campus Housing LLC Project, Series 2002, 5.000%, 12/01/33 - AMBAC Insured	12/12 at 100
1,210	Atlanta Urban Residential Finance Authority, Georgia, Dormitory Facility Revenue Refunding Bonds, Morehouse College Project, Series 1995: 5.750%, 12/01/20 - MBIA Insured	12/05 at 102
1,375	5.750%, 12/01/25 - MBIA Insured	12/05 at 102
395	DeKalb County Development Authority, Georgia, Revenue Bonds, Emory University Project, Series 1994-A, 6.000%, 10/01/14	10/04 at 102
1,550	Private Colleges and Universities Authority, Revenue Bonds, Georgia, Agnes Scott College Project, Series 1993, 5.625%, 6/01/23	6/03 at 102
-----		
	HEALTHCARE - 32.2%	

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3,000	Albany-Dougherty County Hospital Authority, Georgia, Revenue Bonds, Phoebe Putney Memorial Hospital, Series 1993, 5.700%, 9/01/13 - AMBAC Insured	9/03 at 102
2,300	Chatham County Hospital Authority, Savannah, Georgia, Hospital Revenue Improvement Bonds, Memorial Health University Medical Center, Inc., Series 2001A, 6.125%, 1/01/24	7/11 at 101
2,000	Clarke County Hospital Authority, Georgia, Hospital Revenue Certificates, Athens Regional Medical Center, Series 2002, 5.125%, 1/01/32 - MBIA Insured	1/12 at 101
3,000	Floyd County Hospital Authority, Georgia, Revenue Anticipation Certificates, Floyd Medical Center Project, Series 2002, 5.200%, 7/01/32 - MBIA Insured	7/12 at 101
1,765	Gainesville and Hall Counties Hospital Authority, Georgia, Revenue Anticipation Certificates, Northeast Georgia Healthcare System Inc. Project, Series 1995, 6.000%, 10/01/25 - MBIA Insured	10/05 at 102
1,750	Gainesville and Hall Counties Hospital Authority, Georgia, Revenue Anticipation Certificates, Northeast Georgia Healthcare System Inc. Project, Series 2001, 5.500%, 5/15/31	5/11 at 100
3,750	Gwinnett County Hospital Authority, Georgia, Revenue Anticipation Certificates, Gwinnett Hospital System Inc., Series 1997B, 5.300%, 9/01/27 - MBIA Insured	2/12 at 102
-----		
HOUSING/MULTIFAMILY - 21.5%		
1,145	Clayton County Housing Authority, Georgia, Multifamily Housing Revenue Bonds, Advantages Project, Series 1995, 5.800%, 12/01/20	12/05 at 102
3,400	DeKalb County Housing Authority, Georgia, Multifamily Housing Revenue Bonds, Lakes at Indian Creek Apartments Project, Series 1994, 7.150%, 1/01/25 (Alternative Minimum Tax) - FSA Insured	1/05 at 102
935	Decatur Housing Authority, Georgia, Mortgage Revenue Refunding Bonds, FHA-Insured Mortgage Loan, Park Trace Apartments Section 8 Assisted Project, Series 1992A, 6.450%, 7/01/25 - MBIA Insured	7/03 at 101
2,000	Lawrenceville Housing Authority, Georgia, Multifamily Housing Senior Revenue Bonds, Brisben Greens of Hillcrest II Project, Series 2000A-1, 5.800%, 12/01/33 (Alternative Minimum Tax) - AMBAC Insured	12/10 at 100
3,000	Macon-Bibb County Urban Development Authority, Georgia, Multifamily Housing Revenue Refunding Bonds, Series 1997A, 5.550%, 1/01/24 - MBIA Insured	1/04 at 103
1,500	Marietta Housing Authority, Georgia, Multifamily Housing Revenue Bonds, GNMA Collateralized, Country Oaks Apartments, Series 1996, 6.150%, 10/20/26 (Alternative Minimum Tax)	10/06 at 102

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PRINCIPAL AMOUNT (000)	DESCRIPTION(1)	OPTIONAL C PROVISIO
-----		
	HOUSING/SINGLE FAMILY - 7.3%	
\$ 165	Fulton County Housing Authority, Georgia, Single Family Mortgage Revenue Bonds, GNMA Mortgage-Backed Securities Program, Series 1995A, 6.550%, 3/01/18 (Alternative Minimum Tax)	3/05 at 102
2,995	Georgia Housing and Finance Authority, Single Family Mortgage Bonds, Series 2001A, Subseries A-2, 5.700%, 12/01/31 (Alternative Minimum Tax)	12/10 at 100
900	Georgia Housing and Finance Agency, Single Family Mortgage Bonds, Series 2002B-2, 5.350%, 12/01/22 (Alternatives Minimum Tax)	12/11 at 100
-----		
	INDUSTRIALS - 0.9%	
500	Savannah Economic Development Authority, Georgia, Revenue Bonds, GTREP Project, Series 2002, 5.000%, 7/01/22 - MBIA Insured	7/12 at 100
-----		
	MATERIALS - 6.4%	
2,500	Effingham County Industrial Development Authority, Georgia, Pollution Control Revenue Refunding Bonds, Georgia-Pacific Project, Series 2001, 6.500%, 6/01/31	6/11 at 101
1,500	Richmond County Development Authority, Georgia, Environmental Improvement Revenue Bonds, International Paper Company Project, Series 2001A, 6.250%, 2/01/25 (Alternative Minimum Tax)	2/11 at 101
-----		
	TAX OBLIGATION/GENERAL - 9.9%	
2,500	Forsyth County School District, Georgia, General Obligation Bonds, Series 1999, 5.750%, 2/01/19	2/10 at 102
2,500	Gwinnett County School District, Georgia, General Obligation Bonds, Series 2002 Refunding, 5.000%, 2/01/15	2/13 at 100
-----		
	TAX OBLIGATION/LIMITED - 13.6%	
3,000	Cobb-Marietta Coliseum and Exhibit Hall Authority, Georgia, Revenue Refunding Bonds, Series 1993, 5.625%, 10/01/26 - MBIA Insured	10/19 at 100

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2,600	Macon-Bibb County Urban Development Authority, Georgia, Revenue Refunding Bonds, Public Facilities Projects, Series 2002A, 5.375%, 8/01/17	8/12 at 101
1,000	Metropolitan Atlanta Rapid Transit Authority, Georgia, Sales Tax Revenue Refunding Bonds, Series 1992P, 6.250%, 7/01/20 - AMBAC Insured	No Opt. C
-----		
TRANSPORTATION - 2.1%		
1,000	Atlanta, Georgia, Airport Facilities Revenue Refunding Bonds, Series 1994A, 6.500%, 1/01/09 - AMBAC Insured	No Opt. C
-----		
U.S. GUARANTEED - 2.3%		
1,160	DeKalb County Development Authority, Georgia, Revenue Bonds, Emory University Project, Series 1994-A, 6.000%, 10/01/14 (Pre-refunded to 10/01/04)	10/04 at 102
85	Georgia Municipal Electric Authority, Project One Special Obligation Bonds, Fifth Crossover, Series 1998, 6.400%, 1/01/09	No Opt. C
-----		
UTILITIES - 7.2%		
885	Coweta County Development Authority, Georgia, Revenue Bonds, Newnan Water, Sewer and Light Commission Project, Series 2002, 5.250%, 1/01/18 - FGIC Insured	1/13 at 100
1,000	Georgia Municipal Electric Authority, Power Revenue Bonds, Series 1993Z, 5.500%, 1/01/20 - FGIC Insured	No Opt. C
1,665	Georgia Municipal Electric Authority, Project One Special Obligation Bonds, Fifth Crossover, Series 1998, 6.400%, 1/01/09	No Opt. C
-----		
WATER AND SEWER - 21.0%		
Augusta, Georgia, Water and Sewerage Revenue Bonds, Series 2002:		
500	5.000%, 10/01/16 - FSA Insured	10/12 at 100
1,990	5.000%, 10/01/17 - FSA Insured	10/12 at 100
3,500	Coweta County Water and Sewer Authority, Georgia, Revenue Bonds, Series 2001, 5.250%, 6/01/26 - AMBAC Insured	6/11 at 102
2,500	DeKalb County, Georgia, Water and Sewerage Bonds, Series 2000, 5.125%, 10/01/31	10/10 at 101

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Portfolio of Investments May 31, 2003

PRINCIPAL AMOUNT (000)	DESCRIPTION(1)	OPTIONAL C PROVISIO
-----		
	WATER AND SEWER (continued)	
\$ 1,685	Harris County, Georgia, Water System Revenue Bonds, Series 2002, 4.750%, 12/01/27 - AMBAC Insured	12/12 at 100
1,000	Milledgeville, Georgia, Water and Sewerage Revenue Refunding Bonds, Series 1996, 6.000%, 12/01/21 - FSA Insured	No Opt. C
-----		
\$ 78,205	Total Long-Term Investments (cost \$78,151,371) - 144.9%	
=====		
	Other Assets Less Liabilities - 3.0%	
-----		
	Preferred Shares, at Liquidation Value - (47.9)%	
-----		
	Net Assets Applicable to Common Shares - 100%	
=====		

(1) All percentages shown in the Portfolio of Investments are based on net assets applicable to Common shares.

\* Optional Call Provisions (not covered by the report of independent auditors): Dates (month and year) and prices of the earliest optional call or redemption. There may be other call provisions at varying prices at later dates.

\*\* Ratings (not covered by the report of independent auditors): Using the higher of Standard & Poor's or Moody's rating.

\*\*\* Securities are backed by an escrow or trust containing sufficient U.S. Government or U.S. Government agency securities which ensures the timely payment of principal and interest. Such securities are normally considered to be equivalent to AAA rated securities.

See accompanying notes to financial statements.

Nuveen Georgia Dividend Advantage Municipal Fund (NZX)

Portfolio of  
Investments May 31, 2003

PRINCIPAL AMOUNT (000)	DESCRIPTION(1)	OPTIONAL C PROVISIO
-----		

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CONSUMER DISCRETIONARY - 2.6%

\$	750	DeKalb County Development Authority, Georgia, Pollution Control Revenue Bonds, General Motors Corporation Projects, Series 2002 Refunding, 6.000%, 3/15/21	12/12 at 101
----	-----	--	--------------

CONSUMER STAPLES - 6.3%

1,000	Cartersville Development Authority, Georgia, Waste and Wastewater Facilities Revenue Bonds, Anheuser Busch Project, Series 2002 Refunding, 5.950%, 2/01/32 (Alternative Minimum Tax)	2/12 at 100
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1,000	The Children's Trust Fund, Puerto Rico, Tobacco Settlement Asset-Backed Bonds, Series 2002 Refunding, 5.500%, 5/15/39	5/12 at 100
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EDUCATION AND CIVIC ORGANIZATIONS - 27.3%

1,000	Athens Housing Authority, Georgia, Student Housing Lease Revenue Bonds, UGAREF East Campus Housing LLC Project, Series 2002, 5.250%, 12/01/21 - AMBAC Insured	12/12 at 100
-------	---	--------------

1,200	Atlanta Development Authority, Georgia, Revenue Bonds, Yamacraw Design Center Project, Series 2001A, 5.125%, 1/01/27 - MBIA Insured	1/12 at 100
-------	---	-------------

1,620	Bulloch County Development Authority, Georgia, Student Housing Lease Revenue Bonds, Georgia Southern University Project, Series 2002, 5.000%, 8/01/20 - AMBAC Insured	8/12 at 100
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1,485	Fulton County Development Authority, Georgia, Georgia Tech Athletic Association, Revenue Bonds, Series 2001, 5.000%, 10/01/20 - AMBAC Insured	4/12 at 100
-------	---	-------------

1,225	Private Colleges and University Authority, Georgia, Emory University Revenue Bonds, Series 2001A, 5.000%, 9/01/31	9/11 at 100
-------	---	-------------

1,250	Private Colleges and Universities Authority, Georgia, Mercer University Project, Revenue Bonds, Series 2001, 5.750%, 10/01/31	10/11 at 102
-------	---	--------------

HEALTHCARE - 21.4%

1,000	Clarke County Hospital Authority, Georgia, Hospital Revenue Certificates, Athens Regional Medical Center, Series 2002, 5.375%, 1/01/19 - MBIA Insured	1/12 at 101
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1,250	Gainesville and Hall County Hospital Authority, Georgia, Revenue Anticipation Certificates, Northeast Georgia Health System Inc. Project, Series 2001, 5.500%, 5/15/31	5/11 at 100
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1,900	Gwinnett County Hospital Authority, Georgia, Revenue Anticipation Certificates, Gwinnett Hospital System Inc., Series 1997B, 5.300%, 9/01/27 - MBIA Insured	2/12 at 102
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2,000	Valdosta and Lowndes Counties Hospital Authority, Georgia, South Georgia Medical Center Project, Revenue Certificates, Series 2002, 5.250%, 10/01/27 - AMBAC Insured	10/12 at 101
-----		
HOUSING/MULTIFAMILY - 12.0%		
1,000	DeKalb County Housing Authority, Georgia, Multifamily Housing Revenue Bonds, GNMA Collateralized, Castaways Apartments Project, Series 2001A, 5.400%, 2/20/29	8/11 at 103
1,000	DeKalb County Housing Authority, Georgia, Multifamily Housing Revenue Bonds, GNMA Collateralized, Snapwoods Apartments Project, Series 2001A, 5.500%, 12/20/32	12/11 at 103
1,400	Savannah Housing Authority, Georgia, Multifamily Housing Revenue Refunding Bonds, Chatham Gardens Project, Series 2001, 5.625%, 8/01/31 (Alternative Minimum Tax) (Mandatory put 2/01/19)	8/16 at 100
-----		
HOUSING/SINGLE FAMILY - 16.1%		
2,000	Georgia Housing and Finance Authority, Single Family Mortgage Bonds, Series 2002A, Subseries A-2, 5.450%, 12/01/22 (Alternative Minimum Tax)	12/11 at 100
650	Georgia Housing and Finance Authority, Single Family Mortgage Bonds, Series 2002B-2, 5.350%, 12/01/22 (Alternative Minimum Tax)	12/11 at 100
2,025	Georgia Housing and Finance Authority, Single Family Mortgage Bonds, Series 2002C-2, 5.300%, 6/01/33 (Alternative Minimum Tax)	12/12 at 100

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Nuveen Georgia Dividend Advantage Municipal Fund (NZX) (continued)  
Portfolio of Investments May 31, 2003

PRINCIPAL AMOUNT (000)	DESCRIPTION(1)	OPTIONAL C PROVISIO
-----		
INDUSTRIALS - 2.7%		
\$ 750	Savannah Economic Development Authority, Georgia, Revenue Bonds, GTREP Project, Series 2002, 5.000%, 7/01/19 - MBIA Insured	7/12 at 100
-----		
MATERIALS - 3.4%		
1,000	Richmond County Development Authority, Georgia, Environmental Improvement Revenue Refunding Bonds, International Paper Company Project, Series 2002A, 6.000%, 2/01/25 (Alternative	2/12 at 101



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Minimum Tax)

-----		
	TAX OBLIGATION/GENERAL - 7.3%	
2,000	Georgia, General Obligation Bonds, Series 2002D, 5.000%, 8/01/18	8/12 at 100
-----		
	TAX OBLIGATION/LIMITED - 9.3%	
1,525	Macon-Bibb County Urban Development Authority, Georgia, Public Facilities Projects, Revenue Refunding Bonds, Series 2002A, 5.000%, 8/01/14	8/12 at 101
1,000	Rockdale County Water and Sewerage Authority, Georgia, Revenue Bonds, Series 1999A, 5.375%, 7/01/29 - MBIA Insured	1/10 at 101
-----		
	TRANSPORTATION - 3.7%	
1,000	Atlanta, Georgia, Airport General Revenue Refunding Bonds, Series 2000A, 5.400%, 1/01/15 - FGIC Insured	1/10 at 101
-----		
	UTILITIES - 14.2%	
1,500	Coweta County Development Authority, Georgia, Revenue Bonds, Newnan Water, Sewer and Light Commission Project, Series 2002, 5.250%, 1/01/18 - FGIC Insured	1/13 at 100
1,250	Georgia Municipal Electric Authority, Revenue Bonds, Combustion Turbine Project, Series 2002A, 5.250%, 11/01/20 - MBIA Insured	11/12 at 100
1,200	Summerville, Georgia, Combined Public Utility Revenue Refunding and Improvement Bonds, Series 2002, 5.750%, 1/01/26	1/12 at 101
-----		
	WATER AND SEWER - 20.1%	
2,065	Augusta, Georgia, Water and Sewerage Revenue Bonds, Series 2002, 5.000%, 10/01/16 - FSA Insured	10/12 at 100
2,200	DeKalb County, Georgia, Water and Sewerage Bonds, Series 2000, 5.125%, 10/01/31	10/10 at 101
1,395	Macon Water Authority, Georgia, Water and Sewer Revenue Bonds, Series 2001B, 5.000%, 10/01/21	10/11 at 101
-----		
\$ 41,640	Total Long-Term Investments (cost \$42,189,306) - 146.4%	
=====		
	Other Assets Less Liabilities - 2.7%	
	-----	
	Preferred Shares, at Liquidation Value - (49.1)%	
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Net Assets Applicable to Common Shares - 100%

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(1) All percentages shown in the Portfolio of Investments are based on net assets applicable to Common shares.

\* Optional Call Provisions (not covered by the report of independent auditors): Dates (month and year) and prices of the earliest optional call or redemption. There may be other call provisions at varying prices at later dates.

\*\* Ratings (not covered by the report of independent auditors): Using the higher of Standard & Poor's or Moody's rating.

See accompanying notes to financial statements.

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Nuveen Georgia Dividend Advantage Municipal Fund 2 (NKG)

Portfolio of  
Investments May 31, 2003

PRINCIPAL AMOUNT (000)	DESCRIPTION(1)	OPTIONAL C PROVISIO
-----		
	CONSUMER DISCRETIONARY - 2.7%	
\$ 1,750	DeKalb County Development Authority, Georgia, Pollution Control Revenue Refunding Bonds, General Motors Corporation Projects, Series 2002 Refunding, 6.000%, 3/15/21	12/12 at 101
-----		
	CONSUMER STAPLES - 2.5%	
2,000	The Children's Trust Fund, Puerto Rico, Tobacco Settlement Asset-Backed Bonds, Series 2002 Refunding, 5.500%, 5/15/39	5/12 at 100
-----		
	EDUCATION AND CIVIC ORGANIZATIONS - 19.6%	
	Athens-Clarke County Unified Government Development Authority, Georgia, Educational Facilities Revenue Bonds, UGAREF CCRC Building LLC Project, Series 2002:	
1,225	5.000%, 12/15/18 - AMBAC Insured	12/12 at 100
1,240	5.000%, 12/15/19 - AMBAC Insured	12/12 at 100
	Athens Housing Authority, Georgia, Student Housing Lease Revenue Bonds, UGAREF East Campus Housing LLC Project, Series 2002:	
3,500	5.000%, 12/01/27 - AMBAC Insured	12/12 at 100
3,000	5.000%, 12/01/33 - AMBAC Insured	12/12 at 100

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1,050	Fulton County Development Authority, Georgia, TUFF Morehouse Project, Series 2002A, 5.000%, 2/01/34 - AMBAC Insured	2/12 at 100
1,315	Private Colleges and University Authority, Georgia, Emory University Revenue Bonds, Series 2001A, 5.125%, 9/01/33	9/11 at 100
1,250	Private Colleges and Universities Authority, Georgia, Mercer University Project, Revenue Bonds, Series 2001, 5.750%, 10/01/31	10/11 at 102
-----		
HEALTHCARE - 25.6%		
2,000	Clarke County Hospital Authority, Georgia, Hospital Revenue Certificates, Athens Regional Medical Center, Series 2002, 5.125%, 1/01/32 - MBIA Insured	1/12 at 101
	Floyd County Hospital Authority, Georgia, Revenue Anticipation Certificates, Floyd Medical Center Project, Series 2002:	
1,480	5.000%, 7/01/22 - MBIA Insured	7/12 at 101
1,000	5.200%, 7/01/32 - MBIA Insured	7/12 at 101
1,250	Gainesville and Hall County Hospital Authority, Georgia, Revenue Anticipation Certificates, Northeast Georgia Health System Inc. Project, Series 2001, 5.500%, 5/15/31	5/11 at 100
3,000	Glynn-Brunswick Memorial Hospital Authority, Georgia, Revenue Anticipation Certificates, Southeast Georgia Health Systems Project, Series 1996, 5.250%, 8/01/13 - MBIA Insured	8/06 at 102
	Newnan Hospital Authority, Georgia, Revenue Anticipation Certificates, Newnan Hospital Inc., Series 2002:	
2,260	5.500%, 1/01/19 - MBIA Insured	1/13 at 100
3,020	5.500%, 1/01/20 - MBIA Insured	1/13 at 100
1,945	Tift County Hospital Authority, Georgia, Revenue Anticipation Bonds, Tift Regional Medical Center, Series 2002, 5.250%, 12/01/19 - AMBAC Insured	12/12 at 101
-----		
HOUSING/MULTIFAMILY - 4.5%		
	Savannah Economic Development Authority, Georgia, Multifamily Housing Revenue Bonds, Snap I-II-III Apartments, GNMA Collateral, Series 2002A:	
500	5.150%, 11/20/22 (Alternative Minimum Tax)	11/12 at 102
1,000	5.200%, 11/20/27 (Alternative Minimum Tax)	11/12 at 102
1,500	5.250%, 11/20/32 (Alternative Minimum Tax)	11/12 at 102

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		HOUSING/SINGLE FAMILY - 6.3%	
\$	2,425	Georgia Housing and Finance Authority, Single Family Mortgage Bonds, 2001 Series B, Subseries B-2, 5.400%, 12/01/31 (Alternative Minimum Tax)	6/11 at 100
	1,700	Georgia Housing and Finance Authority, Single Family Mortgage Bonds, 2002 Series C-2, 5.100%, 12/01/22 (Alternative Minimum Tax)	12/12 at 100

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		MATERIALS - 1.5%	
	1,000	Richmond County Development Authority, Georgia, Environmental Improvement Revenue Bonds, International Paper Company Project, Series 2001A, 6.250%, 2/01/25 (Alternative Minimum Tax)	2/11 at 101

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		TAX OBLIGATION/GENERAL - 6.0%	
	750	Georgia, General Obligation Bonds, Series 1998D, 5.250%, 10/01/15	No Opt. C
	1,410	Oconee County, Georgia, General Obligation Bonds, Series 2003, Recreation Project: 5.500%, 1/01/23 - AMBAC Insured	1/13 at 101
	1,470	5.250%, 1/01/26 - AMBAC Insured	1/13 at 101

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		TAX OBLIGATION/LIMITED - 34.0%	
	1,405	Clayton County Development Authority, Georgia, Revenue Bonds, TUFF Archives LLC Project, Series 2001A, 5.250%, 7/01/21 - MBIA Insured	7/12 at 100
	4,000	Forsyth County Water and Sewer Authority, Georgia, Revenue Bonds, Series 2002, 5.000%, 4/01/32	4/13 at 100
	1,620	Georgia Local Government, Certificates of Participation, Series 1998A, 4.750%, 6/01/28 - MBIA Insured	No Opt. C
	750	Georgia Municipal Association Inc., Certificates of Participation, City of Atlanta Court Project, Series 2002, 5.125%, 12/01/21 - AMBAC Insured	1/12 at 101
	2,500	Metropolitan Atlanta Rapid Transit Authority, Georgia, Sales Tax Revenue Refunding Bonds, Series 1992P, 6.250%, 7/01/20 - AMBAC Insured	No Opt. C
	2,000	Puerto Rico Highway and Transportation Authority, Highway Revenue Bonds, Series 1996Y, 5.500%, 7/01/36 - FSA Insured	7/16 at 100
	5,000	Puerto Rico Public Buildings Authority, Guaranteed Government Facilities Revenue Bonds, Series 2002F Refunding, 5.250%, 7/01/21 - CIFG Insured	No Opt. C

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	Puerto Rico Municipal Finance Agency, Series 2002A:		
800	5.250%, 8/01/21 - FSA Insured		8/12 at 100
2,500	5.000%, 8/01/27 - FSA Insured		8/12 at 100

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 TRANSPORTATION - 5.9%

3,650	Atlanta, Georgia, Airport General Revenue Refunding Bonds, Series 2000A, 5.500%, 1/01/21 - FGIC Insured		1/10 at 101
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 U.S. GUARANTEED - 0.9%

525	Atlanta, Georgia, Water and Wastewater Revenue Bonds, Series 1999A, 5.000%, 11/01/38 (Pre-refunded to 5/01/09) - FGIC Insured		5/09 at 101
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 UTILITIES - 6.4%

1,000	Elberton Combined Utility System, Georgia, Revenue Refunding and Improvement Bonds, Series 2001, 5.000%, 1/01/22 - AMBAC Insured		1/12 at 100
2,000	Georgia Municipal Electric Authority, General Power Revenue Bonds, Series 2002A, 5.000%, 1/01/17 - FSA Insured		1/13 at 100
1,000	Development Authority of Monroe County, Georgia, Pollution Control Revenue Bonds, Georgia Power Company Scherer Plant Project, Series 2001, 4.200%, 1/01/12 (Mandatory put 12/01/08) - AMBAC Insured		No Opt. C

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PRINCIPAL AMOUNT (000)	DESCRIPTION(1)	OPTIONAL C PROVISIO
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 WATER AND SEWER - 28.9%

\$ 3,000	Atlanta, Georgia, Water and Wastewater Revenue Bonds, Series 2001A, 5.000%, 11/01/39 - MBIA Insured		5/12 at 100
	Augusta, Georgia, Water and Sewerage Revenue Bonds, Series 2002:		
1,000	5.250%, 10/01/22 - FSA Insured		10/12 at 100
3,500	5.000%, 10/01/27 - FSA Insured		10/12 at 100
	DeKalb County, Georgia, Water and Sewerage Bonds, Series 2000:		
2,500	5.125%, 10/01/31		10/10 at 101
2,500	5.375%, 10/01/35		10/10 at 101
2,000	Delaware County Industrial Development Authority, Pennsylvania, Water Facilities Revenue Bonds, Pennsylvania Suburban Water Company Project, Series 2002A,		9/13 at 100

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		5.150%, 9/01/32 (Alternative Minimum Tax) - AMBAC Insured	
950	Fulton County, Georgia, Water and Sewerage Revenue Bonds, Series 1998, 5.000%, 1/01/16 - FGIC Insured		7/08 at 101
3,100	Harris County, Georgia, Water System Revenue Bonds, Series 2002, 5.000%, 12/01/22 - AMBAC Insured		12/12 at 100
-----			
\$ 91,340	Total Long-Term Investments (cost \$94,773,992) - 144.8%		
=====			
	Other Assets Less Liabilities - 3.5%		
	-----		
	Preferred Shares, at Liquidation Value - (48.3)%		
	-----		
	Net Assets Applicable to Common Shares - 100%		
	=====		

- (1) All percentages shown in the Portfolio of Investments are based on net assets applicable to Common shares.
- \* Optional Call Provisions (not covered by the report of independent auditors): Dates (month and year) and prices of the earliest optional call or redemption. There may be other call provisions at varying prices at later dates.
- \*\* Ratings (not covered by the report of independent auditors): Using the higher of Standard & Poor's or Moody's rating.

See accompanying notes to financial statements.

Nuveen North Carolina Premium Income Municipal Fund (NNC)  
 Portfolio of  
 Investments May 31, 2003

PRINCIPAL AMOUNT (000)	DESCRIPTION(1)	OPTIONAL C PROVISIO
-----		
	EDUCATION AND CIVIC ORGANIZATIONS - 14.1%	
\$ 1,050	North Carolina Capital Facilities Financing Agency, Educational Facilities Revenue Bonds, Johnson and Wales University Project, Series 2003A, 5.000%, 4/01/33 - XLCA Insured	4/13 at 100
	North Carolina State Education Assistance Authority, Guaranteed Student Loan Subordinate Lien Revenue Bonds, Series 1995A:	
1,000	6.050%, 7/01/10 (Alternative Minimum Tax)	7/05 at 102
2,400	6.300%, 7/01/15 (Alternative Minimum Tax)	7/05 at 102
5,875	North Carolina State Education Assistance Authority, Guaranteed Student Loan Subordinate Lien Revenue Bonds, Series 1996, 6.350%, 7/01/16 (Alternative Minimum Tax)	7/06 at 102

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1,000	University of North Carolina System, Pool Revenue Refunding Bonds, Series 2002A, 5.375%, 4/01/22 - AMBAC Insured	10/12 at 100
1,675	University of North Carolina at Wilmington, General Revenue Bonds, Series 2002A, 5.000%, 1/01/23 - AMBAC Insured	1/12 at 101

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HEALTHCARE - 30.7%

5,630	Charlotte-Mecklenburg Hospital Authority, North Carolina, Healthcare System Revenue Bonds, DBA Carolinas Healthcare System, Series 2001A, 5.000%, 1/15/31	1/11 at 101
	North Carolina Medical Care Commission, Healthcare Facilities Revenue Bonds, Union Regional Medical Center Project, Series 2002A:	
1,000	5.500%, 1/01/19	1/12 at 100
550	5.500%, 1/01/20	1/12 at 100
1,750	5.375%, 1/01/32	1/12 at 100
2,000	North Carolina Medical Care Commission, Healthcare Facilities Revenue Bonds, Stanly Memorial Hospital Project, Series 1999, 6.375%, 10/01/29	10/09 at 101
3,250	North Carolina Medical Care Commission, Healthcare Facilities Revenue Bonds, WakeMed Project, Series 2001, 5.000%, 10/01/32 - AMBAC Insured	10/11 at 101
3,000	North Carolina Medical Care Commission, Hospital Revenue Refunding Bonds, Carolina Medicorp Project, Series 1992, 5.500%, 5/01/15	11/03 at 101
3,615	North Carolina Medical Care Commission, Hospital Revenue Bonds, FirstHealth of the Carolinas Project, Series 1998, 4.750%, 10/01/26	10/08 at 101
3,000	North Carolina Medical Care Commission, Hospital Revenue Bonds, Southeastern Regional Medical Center, Series 2002, 5.375%, 6/01/32	6/12 at 101
5,000	North Carolina Medical Care Commission, Health System Revenue Bonds, Mission-St. Joseph Health System, Series 2001, 5.250%, 10/01/31	10/11 at 101

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HOUSING/MULTIFAMILY - 8.6%

1,000	Asheville Housing Authority, North Carolina, Multifamily Housing Revenue Bonds, GNMA Collateralized, Woodridge Apartments, Series 1997, 5.800%, 11/20/39 (Alternative Minimum Tax)	11/07 at 102
1,000	Charlotte, North Carolina, Mortgage Revenue Refunding Bonds, FHA-Insured Mortgage Loan, Tryon Hills Apartments Project, Series 1993A, 5.875%, 1/01/25 - MBIA Insured	7/03 at 105
3,000	Mecklenburg County, North Carolina, Multifamily Housing Revenue Bonds, Sycamore Green Apartments, Series 2001, 5.500%, 1/15/35 (Alternative Minimum Tax) - FGIC Insured	1/12 at 102

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2,290	Mecklenburg County, North Carolina, Multifamily Housing Revenue Bonds, Little Rock Apartments, FNMA Enhanced, Series 2003, 5.375%, 1/01/36 (Alternative Minimum Tax) (WI, settling 6/02/03)	7/13 at 105
	North Carolina Housing Finance Agency, Multifamily Revenue Bonds, FHA-Insured Mortgage Loan Resolution, Series 1993:	
280	5.800%, 7/01/14	7/03 at 102
435	5.900%, 7/01/26	7/03 at 102

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PRINCIPAL AMOUNT (000)	DESCRIPTION(1)	OPTIONAL C PROVISIO
-----		
	HOUSING/SINGLE FAMILY - 12.7%	
\$ 685	North Carolina Housing Finance Agency, Single Family Revenue Bonds, Series 1994X, 6.700%, 9/01/26 (Alternative Minimum Tax)	3/04 at 102
6,310	North Carolina Housing Finance Agency, Home Ownership Revenue Bonds, Series 1999-6A, 6.200%, 1/01/29 (Alternative Minimum Tax)	7/09 at 100
3,235	North Carolina Housing Finance Agency, Single Family Revenue Bonds, Series 1996HH, 1998 Trust Agreement, 6.300%, 3/01/26 (Alternative Minimum Tax)	3/06 at 102
1,485	North Carolina Housing Finance Agency, Home Ownership Program Bonds, Series 2001-10A, 1998 Trust Agreement, 5.400%, 7/01/32 (Alternative Minimum Tax) - AMBAC Insured	7/10 at 100
-----		
	MATERIALS - 4.3%	
2,100	Haywood County Industrial Facilities and Pollution Control Financing Authority, North Carolina, Environmental Improvement Revenue Bonds, Champion International Corporation Project, Series 1995A, 5.750%, 12/01/25 (Alternative Minimum Tax)	12/05 at 102
2,000	Haywood County Industrial Facilities and Pollution Control Financing Authority, North Carolina, Pollution Control Revenue Refunding Bonds, Champion International Corporation Project, Series 1995, 6.000%, 3/01/20	3/06 at 102
-----		
	TAX OBLIGATION/GENERAL - 13.3%	
1,890	Craven County, North Carolina, General Obligation Bonds, Series 2002, 5.000%, 5/01/21 - AMBAC Insured	5/12 at 101
4,285	Durham County, North Carolina, General Obligation Public Improvement Bonds, Series 2002B, 5.000%, 4/01/16	4/12 at 100
1,000	Johnston County, North Carolina, General Obligation Bonds,	6/11 at 102



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	Series 2001, 5.000%, 6/01/16 - FGIC Insured	
4,500	North Carolina, General Obligation Bonds, Series 2000A, 5.100%, 9/01/16	9/10 at 102
-----		
	TAX OBLIGATION/LIMITED - 14.4%	
1,330	Cabarrus County, North Carolina, Certificates of Participation, Series 2002, 5.250%, 2/01/17	2/13 at 100
6,000	Charlotte, North Carolina, Refunding Certificates of Participation, Convention Facility Project, Series 1993C, 5.250%, 12/01/20 - AMBAC Insured	12/03 at 102
	Charlotte, North Carolina, Storm Water Fee Revenue Bonds, Series 2002:	
1,050	5.250%, 6/01/20	6/12 at 101
1,750	5.000%, 6/01/25	6/12 at 101
2,180	Concord, North Carolina, Certificates of Participation, Series 1996A, 6.125%, 6/01/21 - MBIA Insured	6/06 at 102
750	Johnston County Finance Corporation, North Carolina, Installment Payment Revenue Bonds, School and Museum Projects, Series 1999, 5.250%, 8/01/21 - FSA Insured	8/09 at 101
-----		
	TRANSPORTATION - 7.3%	
	Raleigh-Durham Airport Authority, North Carolina, Airport Revenue Bonds, Series 2001A:	
2,250	5.250%, 11/01/16 - FGIC Insured	5/11 at 101
4,450	5.000%, 11/01/31 - FGIC Insured	5/11 at 101
-----		
	U.S. GUARANTEED - 20.7%	
4,000	Charlotte, North Carolina, Water and Sewer System Revenue Bonds, Series 2000, 5.250%, 6/01/25 (Pre-refunded to 6/01/10)	6/10 at 101
2,000	Charlotte, North Carolina, Storm Water Fee Revenue Bonds, Series 2000, 6.000%, 6/01/25 (Pre-refunded to 6/01/10)	6/10 at 101
2,900	Fayetteville Public Works Commission, North Carolina, Revenue Bonds, Series 1997, 5.125%, 3/01/24 (Pre-refunded to 3/01/07) - FSA Insured	3/07 at 101
1,000	North Carolina Eastern Municipal Power Agency, Power System Revenue Bonds, Series 1985G, 5.750%, 12/01/16 (Pre-refunded to 9/01/03)	9/03 at 102
2,265	North Carolina Municipal Power Agency 1, Catawba Electric Revenue Bonds, Series 1980, 10.500%, 1/01/10	No Opt. C

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Nuveen North Carolina Premium Income Municipal Fund (NNC) (continued)  
 Portfolio of Investments May 31, 2003

PRINCIPAL AMOUNT (000)	DESCRIPTION(1)	OPTIONAL C PROVISIO
-----		
	U.S. GUARANTEED (continued)	
\$ 2,000	Orange County, North Carolina, General Obligation School Bonds, Series 1994, 5.500%, 2/01/11 (Pre-refunded to 2/01/04)	2/04 at 102
3,340	University of North Carolina Hospitals at Chapel Hill, Revenue Bonds, Series 1996, 5.250%, 2/15/26 (Pre-refunded to 2/15/06)	2/06 at 102
-----		
	UTILITIES - 10.8%	
2,600	North Carolina Eastern Municipal Power Agency, Power System Revenue Bonds, Series 1993-D, 5.600%, 1/01/16	7/03 at 102
4,000	North Carolina Municipal Power Agency 1, Catawba Electric Revenue Bonds, Series 1999B, 6.500%, 1/01/20	1/10 at 101
2,000	North Carolina Municipal Power Agency 1, Catawba Electric Revenue Bonds, Series 2003A, 5.250%, 1/01/15 - AMBAC Insured	1/13 at 100
1,000	Wake County Industrial Facilities and Pollution Control Financing Authority, North Carolina, Revenue Refunding Bonds, Carolina Power and Light Company Project, Series 2002, 5.375%, 2/01/17	2/12 at 101
-----		
	WATER AND SEWER - 6.9%	
	Thomasville, North Carolina, Combined Enterprise System Revenue Bonds, Series 2002:	
370	5.000%, 5/01/20 - MBIA Insured	5/12 at 101
390	5.000%, 5/01/21 - MBIA Insured	5/12 at 101
1,250	5.125%, 5/01/27 - MBIA Insured	5/12 at 101
2,180	Union, North Carolina, Enterprise Systems Revenue Bonds, Series 1996, 5.500%, 6/01/21 - MBIA Insured	6/06 at 102
2,000	Winston-Salem, North Carolina, Water and Sewer System Revenue Bonds, Series 2002A, 5.000%, 6/01/18	6/12 at 100
-----		
\$ 130,345	Total Long-Term Investments (cost \$128,941,817) - 143.8%	
=====		
	Other Assets Less Liabilities - 4.1%	
-----		
	Preferred Shares, at Liquidation Value - (47.9)%	
-----		
	Net Assets Applicable to Common Shares - 100%	
=====		

- (1) All percentages shown in the Portfolio of Investments are based on net assets applicable to Common shares.
- \* Optional Call Provisions (not covered by the report of independent auditors): Dates (month and year) and prices of the earliest optional call or redemption. There may be other call provisions at varying prices at later dates.
- \*\* Ratings (not covered by the report of independent auditors): Using the higher of Standard & Poor's or Moody's rating.
- \*\*\* Securities are backed by an escrow or trust containing sufficient U.S. Government or U.S. Government agency securities which ensures the timely payment of principal and interest. Such securities are normally considered to be equivalent to AAA rated securities.
- (WI) Security purchased on a when-issued basis.

See accompanying notes to financial statements.

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Nuveen North Carolina Dividend Advantage Municipal Fund (NRB)  
Portfolio of  
Investments May 31, 2003

PRINCIPAL AMOUNT (000)	DESCRIPTION(1)	OPTIONAL C PROVISIO
-----		
EDUCATION AND CIVIC ORGANIZATIONS - 27.3%		
\$ 500	North Carolina Capital Facilities Finance Agency, Educational Facilities Revenue Bonds, High Point University Project, Series 2001, 5.125%, 9/01/18	9/11 at 101
2,250	North Carolina Capital Facilities Financing Agency, Revenue Bonds, Duke University Project, Series 2001A, 5.125%, 10/01/26	10/11 at 100
1,750	University of North Carolina at Chapel Hill, General Revenue Bonds, Series 2001A, 5.000%, 12/01/25	6/11 at 100
1,845	University of North Carolina at Chapel Hill, General Revenue Bonds, Series 2002B, 5.000%, 12/01/11	No Opt. C
2,450	University of North Carolina System, Pool Revenue Bonds, Series 2002A Refunding, 5.375%, 4/01/17 - AMBAC Insured	10/12 at 100
-----		
HEALTHCARE - 20.9%		

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1,110	North Carolina Medical Care Commission, Healthcare Facilities Revenue Bonds, Union Regional Medical Center Project, Series 2002A, 5.250%, 1/01/15	1/12 at 100
2,500	North Carolina Medical Care Commission, Healthcare Revenue Bonds, Carolina Medicorp Project, Series 1996, 5.250%, 5/01/26	5/07 at 100
1,500	North Carolina Medical Care Commission, Hospital Revenue Bonds, Southeastern Regional Medical Center, Series 2002, 5.250%, 6/01/22	6/12 at 101
2,000	North Carolina Medical Care Commission, Health System Revenue Bonds, Mission-St. Joseph Health System, Series 2001, 5.250%, 10/01/31	10/11 at 101
-----		
HOUSING/MULTIFAMILY - 14.2%		
2,250	Durham Housing Authority, North Carolina, Multifamily Housing Revenue Bonds, Naples Terrace Apartments Project, FNMA Guaranteed, Series 2001, 5.700%, 6/01/33 (Alternative Minimum Tax)	6/11 at 100
2,500	Mecklenburg County, North Carolina, Multifamily Housing Revenue Bonds, Sycamore Green Apartments, Series 2001, 5.500%, 1/15/35 (Alternative Minimum Tax) - FGIC Insured	1/12 at 102
-----		
HOUSING/SINGLE FAMILY - 6.0%		
1,470	North Carolina Housing Finance Agency, Home Ownership Revenue Bonds, Series 1999-5A, 1998 Trust Agreement, 5.625%, 7/01/30 (Alternative Minimum Tax)	7/09 at 100
595	North Carolina Housing Finance Agency, Home Ownership Program Bonds, Series 2001-10A, 1998 Trust Agreement, 5.400%, 7/01/32 (Alternative Minimum Tax) - AMBAC Insured	7/10 at 100
-----		
LONG-TERM CARE - 2.6%		
900	North Carolina Medical Care Commission, Healthcare Facilities Revenue Bonds, First Mortgage, Salemtowne Project, Series 2001, 6.625%, 4/01/31	4/11 at 101
-----		
MATERIALS - 4.4%		
750	Columbus County Industrial Facilities and Pollution Control Financing Authority, North Carolina, Environmental Improvement Revenue Bonds, International Paper Company Project, Series 1997A, 6.150%, 4/01/21 (Alternative Minimum Tax)	4/07 at 102
750	Columbus County Industrial Facilities and Pollution Control Financing Authority, North Carolina, Solid Waste Disposal Revenue Bonds, International Paper Company Project, Series 1996A Refunding, 5.800%, 12/01/16 (Alternative Minimum Tax)	12/07 at 102

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 TAX OBLIGATION/GENERAL - 6.4%

2,000	Mecklenburg County, North Carolina, General Obligation Public Improvement Bonds, Series 2000D, 5.000%, 4/01/13	4/10 at 101
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Nuveen North Carolina Dividend Advantage Municipal Fund (NRB) (contin  
 Portfolio of Investments May 31, 2003

PRINCIPAL AMOUNT (000)	DESCRIPTION(1)	OPTIONAL C PROVISIO
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TAX OBLIGATION/LIMITED - 14.8%

\$ 1,330	Cabarrus County, North Carolina, Certificates of Participation, Series 2002, 5.250%, 2/01/15	2/13 at 100
1,870	Dare County, North Carolina, Certificates of Participation, Series 2002, 5.250%, 6/01/15 - AMBAC Insured	12/12 at 100
1,360	Duplin County, North Carolina, Certificates of Participation, Series 2002 Refunding, 5.000%, 9/01/12 - AMBAC Insured	No Opt. C

-----  
 TRANSPORTATION - 4.8%

1,530	Raleigh-Durham Airport Authority, North Carolina, Airport Revenue Bonds, Series 2001A, 5.250%, 11/01/18 - FGIC Insured	5/11 at 101
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 UTILITIES - 19.3%

Greenville Utilities Commission, North Carolina, Combined Enterprise System Revenue Bonds, Series 2001:		
1,000	5.250%, 9/01/20 - FSA Insured	9/11 at 101
500	5.250%, 9/01/21 - FSA Insured	9/11 at 101
2,500	North Carolina Eastern Municipal Power Agency, Power System Revenue Refunding Bonds, Series 1993, 5.500%, 1/01/17 - FGIC Insured	7/03 at 100
1,000	North Carolina Eastern Municipal Power Agency, Power System Revenue Refunding Bonds, Series 1999B, 5.650%, 1/01/16	1/09 at 102
1,500	Wake County Industrial Facilities and Pollution Control Financing Authority, North Carolina, Revenue Refunding Bonds, Carolina Power and Light Company Project, Series 2002 Refunding, 5.375%, 2/01/17	2/12 at 101

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WATER AND SEWER - 23.9%

	2,290	Broad River Water Authority, North Carolina, Water System Revenue Bonds, Series 2000, 5.375%, 6/01/26 - MBIA Insured	6/10 at 101
	2,250	Charlotte, North Carolina, Water and Sewer System Revenue Bonds, Series 2001, 5.125%, 6/01/26	6/11 at 101
		Greensboro, North Carolina, Combined Enterprise System Revenue Bonds, Series 2001A:	
	500	5.125%, 6/01/20	6/11 at 101
	500	5.125%, 6/01/21	6/11 at 101
	2,275	Winston-Salem, North Carolina, Water and Sewer System Revenue Bonds, Series 2002A, 5.000%, 6/01/17	6/12 at 100

\$ 47,525 Total Long-Term Investments (cost \$48,197,449) - 144.6%

Other Assets Less Liabilities - 3.2%

Preferred Shares, at Liquidation Value - (47.8)%

Net Assets Applicable to Common Shares - 100%

(1) All percentages shown in the Portfolio of Investments are based on net assets applicable to Common shares.

\* Optional Call Provisions (not covered by the report of independent auditors): Dates (month and year) and prices of the earliest optional call or redemption. There may be other call provisions at varying prices at later dates.

\*\* Ratings (not covered by the report of independent auditors): Using the higher of Standard & Poor's or Moody's rating.

N/R Investment is not rated.

See accompanying notes to financial statements.

Nuveen North Carolina Dividend Advantage Municipal Fund 2 (NNO)  
 Portfolio of  
 Investments May 31, 2003

PRINCIPAL AMOUNT (000)	DESCRIPTION(1)	OPTIONAL C PROVISIO
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EDUCATION AND CIVIC ORGANIZATIONS - 22.6%

Appalachian State University, North Carolina, Housing and Student Center System Revenue Bonds, Series 2001 Refunding:

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\$	600	5.125%, 7/15/24	1/11 at 101
	200	5.125%, 7/15/27	1/11 at 101
		Appalachian State University, North Carolina, Housing and Student Center System Revenue Bonds, Series 2002 Refunding:	
	1,000	5.000%, 7/15/13 - MBIA Insured	7/12 at 100
	1,040	5.000%, 7/15/14 - MBIA Insured	7/12 at 100
	1,000	5.000%, 7/15/15 - MBIA Insured	7/12 at 100
	3,750	North Carolina Capital Facilities Financing Agency, Revenue Bonds, Duke University Project, Series 2001A, 5.125%, 10/01/26	10/11 at 100
	1,840	Board of Governors of the University of North Carolina at Chapel Hill, General Revenue Bonds, Series 2002B, 5.000%, 12/01/11	No Opt. C
	400	Board of Governors of the University of North Carolina at Greensboro, General Revenue Refunding Bonds, Series 2002B, 5.375%, 4/01/17 - FSA Insured	4/11 at 101
		University of North Carolina System, Pool Revenue Refunding Bonds, Series 2002A:	
	1,155	5.375%, 4/01/16 - AMBAC Insured	10/12 at 100
	1,100	5.375%, 4/01/19 - AMBAC Insured	10/12 at 100

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HEALTHCARE - 21.4%

	4,000	Charlotte-Mecklenburg Hospital Authority, North Carolina, Healthcare System Revenue Bonds, DBA Carolinas Healthcare System, Series 2001A, 5.000%, 1/15/31	1/11 at 101
	2,225	New Hanover County, North Carolina Hospital Revenue Bonds, New Hanover Regional Medical Center Project, Series 1993, 4.750%, 10/01/23 - AMBAC Insured	10/03 at 102
	1,005	North Carolina Medical Care Commission, Healthcare Facilities Revenue Bonds, Union Regional Medical Center Project, Series 2002A, 5.250%, 1/01/13	1/12 at 100
	1,000	North Carolina Medical Care Commission, Healthcare Facilities Revenue Bonds, WakeMed Project, Series 2001, 5.000%, 10/01/32 - AMBAC Insured	10/11 at 101
		North Carolina Medical Care Commission, Hospital Revenue Bonds, Southeastern Regional Medical Center, Series 2002:	
	1,000	5.500%, 6/01/15	6/12 at 101
	2,000	5.250%, 6/01/22	6/12 at 101
	1,000	North Carolina Medical Care Commission, Health System Revenue Bonds, Mission-St. Joseph Health System, Series 2001, 5.250%, 10/01/31	10/11 at 101

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HOUSING/MULTIFAMILY - 6.3%

	3,500	Mecklenburg County, North Carolina, Multifamily Housing Revenue Bonds, Sycamore Green Apartments, Series 2001, 5.500%, 1/15/35 (Alternative Minimum Tax) - FGIC Insured	1/12 at 102
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HOUSING/SINGLE FAMILY - 4.5%		
505	North Carolina Housing Finance Agency, Home Ownership Program Bonds, Series 10A, 1998 Trust Agreement, 5.400%, 7/01/32 (Alternative Minimum Tax) - AMBAC Insured	7/10 at 100
	North Carolina Housing Finance Agency, Home Ownership Program Bonds, Series 13A:	
1,000	4.700%, 7/01/12 (Alternative Minimum Tax)	7/11 at 100
1,000	4.850%, 7/01/13 (Alternative Minimum Tax)	7/11 at 100

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Nuveen North Carolina Dividend Advantage Municipal Fund 2 (NNO) (cont)  
Portfolio of Investments May 31, 2003

PRINCIPAL AMOUNT (000)	DESCRIPTION(1)	OPTIONAL C PROVISIO
<hr/>		
MATERIALS - 4.3%		
\$ 1,400	Haywood County Industrial Facilities and Pollution Control Financing Authority, North Carolina, Solid Waste Disposal Revenue Bonds, Champion International Corporation Project, Series 1993, 5.500%, 10/01/18 (Alternative Minimum Tax)	10/03 at 102
1,100	Northampton County Industrial Facilities and Pollution Control Financing Authority, North Carolina, Environmental Improvement Revenue Bonds, International Paper Company Project, Series 2001A, 6.200%, 2/01/25 (Alternative Minimum Tax)	2/11 at 101
<hr/>		
TAX OBLIGATION/GENERAL - 18.0%		
250	Durham County, North Carolina, General Obligation Bonds, Series 2000, 5.600%, 5/01/15	5/10 at 102
3,000	Mecklenburg County, North Carolina, General Obligation Public Improvement Bonds, Series 2000D, 5.000%, 4/01/13	4/10 at 101
3,000	North Carolina, General Obligation Bonds, Series 2000A, 5.100%, 9/01/16	9/10 at 102
3,200	Wake County, North Carolina, General Obligation School Bonds, Series 2000, 5.400%, 2/01/13	2/10 at 101
<hr/>		
TAX OBLIGATION/LIMITED - 19.8%		
1,330	Cabarrus County, North Carolina, Certificates of Participation, Series 2002, 5.250%, 2/01/16	2/13 at 100



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	Charlotte, North Carolina, Storm Water Fee Revenue Bonds, Series 2002:		
1,850	5.250%, 6/01/18		6/12 at 101
400	5.250%, 6/01/19		6/12 at 101
1,325	Dare County, North Carolina, Certificates of Participation, Series 2002, 5.250%, 6/01/17 - AMBAC Insured		12/12 at 100
	Hartnett County, North Carolina, Certificates of Participation, Series 2002:		
1,000	5.250%, 12/01/15 - FSA Insured		12/12 at 101
2,025	5.375%, 12/01/16 - FSA Insured		12/12 at 101
825	5.000%, 12/01/18 - FSA Insured		12/12 at 101
1,595	Rutherford County, North Carolina, Certificates of Participation, Series 2002, 5.000%, 9/01/18 - AMBAC Insured		9/12 at 101

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TRANSPORTATION - 12.5%

	Raleigh-Durham Airport Authority, North Carolina, Airport Revenue Bonds, Series 2001A:		
1,000	5.250%, 11/01/15 - FGIC Insured		5/11 at 101
2,320	5.250%, 11/01/16 - FGIC Insured		5/11 at 101
2,230	5.250%, 11/01/17 - FGIC Insured		5/11 at 101
	University of North Carolina at Charlotte, Parking System Revenue Bonds, Series 2002:		
360	5.000%, 1/01/17 - MBIA Insured		1/12 at 101
270	5.000%, 1/01/20 - MBIA Insured		1/12 at 101
500	5.125%, 1/01/27 - MBIA Insured		1/12 at 101

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U.S. GUARANTEED - 5.7%

3,000	Fayetteville, North Carolina, Public Works Commission, Revenue Bonds, Series 1997, 5.125%, 3/01/24 (Pre-refunded to 3/01/07) - FSA Insured		3/07 at 101
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UTILITIES - 15.9%

2,500	North Carolina Eastern Municipal Power Agency, Power System Revenue Refunding Bonds, Series 1993, 5.500%, 1/01/17 - FGIC Insured		7/03 at 100
2,400	North Carolina Eastern Municipal Power Agency, Power System Revenue Bonds, Series 1993D, 5.600%, 1/01/16		7/03 at 102
1,500	North Carolina Municipal Power Agency 1, Catawba Electric Revenue Bonds, Series 1999B, 6.500%, 1/01/20		1/10 at 101
2,600	Wake County Industrial Facilities and Pollution Control Financing Authority, North Carolina, Revenue Refunding Bonds, Carolina Power and Light Company Project, Series 2002, 5.375%, 2/01/17		2/12 at 101

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PRINCIPAL AMOUNT (000)	DESCRIPTION(1)	OPTIONAL C PROVISIO
	WATER AND SEWER - 13.1%	
\$ 4,520	Charlotte, North Carolina, Water and Sewer System Revenue Bonds, Series 2002, 5.250%, 7/01/13	No Opt. C
1,465	Orange Water and Sewer Authority, North Carolina, Water and Sewer System Revenue Bonds, Series 2001, 5.000%, 7/01/20	7/11 at 101
850	Raleigh, North Carolina, Combined Enterprise System Revenue Bonds, Series 1999, 4.750%, 3/01/24	3/09 at 101
\$ 78,135	Total Long-Term Investments (cost \$79,569,102) - 144.1%	
	Other Assets Less Liabilities - 2.8%	
	Preferred Shares, at Liquidation Value - (46.9)%	
	Net Assets Applicable to Common Shares - 100%	

(1) All percentages shown in the Portfolio of Investments are based on net assets applicable to Common shares.

\* Optional Call Provisions (not covered by the report of independent auditors): Dates (month and year) and prices of the earliest optional call or redemption. There may be other call provisions at varying prices at later dates.

\*\* Ratings (not covered by the report of independent auditors): Using the higher of Standard & Poor's or Moody's rating.

See accompanying notes to financial statements.

Nuveen North Carolina Dividend Advantage Municipal Fund 3 (NII)

Portfolio of  
Investments May 31, 2003

PRINCIPAL AMOUNT (000)	DESCRIPTION(1)	OPTIONAL C PROVISIO
	CONSUMER STAPLES - 2.9%	
\$ 2,000	The Children's Trust Fund, Puerto Rico, Tobacco Settlement	5/12 at 100

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Asset-Backed Bonds, Series 2002 Refunding, 5.500%, 5/15/39

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EDUCATION AND CIVIC ORGANIZATIONS - 15.6%		
	North Carolina Capital Facilities Financing Agency, Revenue Bonds, Duke University Project, Series 2001A:	
1,750	5.125%, 10/01/26	10/11 at 100
2,000	5.125%, 10/01/41	10/11 at 100
3,000	North Carolina Capital Facilities Financing Agency, Revenue Bonds, Duke University Project, Series 2002A, 5.125%, 7/01/42	10/12 at 100
1,900	University of North Carolina System, Pool Revenue Bonds, Series 2002A Refunding, 5.000%, 4/01/27 - AMBAC Insured	10/12 at 100

---

HEALTHCARE - 14.3%		
2,000	Charlotte-Mecklenburg Hospital Authority, North Carolina, Healthcare System Revenue Bonds, Series 1997A, DBA Carolinas Healthcare System, 5.125%, 1/15/22	1/07 at 102
1,750	Charlotte-Mecklenburg Hospital Authority, North Carolina, Healthcare System Revenue Bonds, DBA Carolinas Healthcare System, Series 2001A, 5.000%, 1/15/31	1/11 at 101
2,500	North Carolina Medical Care Commission, Healthcare Facilities Revenue Bonds, Duke University Health System, Series 1998A, 4.750%, 6/01/28	6/08 at 101
2,000	North Carolina Medical Care Commission, Hospital Revenue Bonds, FirstHealth of the Carolinas Project, Series 1998, 4.750%, 10/01/26	10/08 at 101

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HOUSING/MULTIFAMILY - 1.8%		
1,000	Mecklenburg County, North Carolina, Multifamily Housing Revenue Bonds, Little Rock Apartments, FNMA Enhanced, Series 2003, 5.150%, 1/01/22 (Alternative Minimum Tax) (WI, settling 6/02/03)	7/13 at 105

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HOUSING/SINGLE FAMILY - 2.7%		
1,495	North Carolina Housing Finance Agency, Home Ownership Revenue Bonds, Trust Agreement, Series 1999-5A, 5.625%, 7/01/30 (Alternative Minimum Tax)	7/09 at 100

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LONG-TERM CARE - 1.6%		
900	North Carolina Medical Care Commission, Healthcare Facilities Revenue Bonds, First Mortgage, Salemtowne Project, Series 2001, 6.625%, 4/01/31	4/11 at 101

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MATERIALS - 5.0%		
1,400	Haywood County Industrial Facilities and Pollution Control Financing Authority, North Carolina, Environmental Improvement Revenue Bonds, Champion International Corporation Project, Series 1995A, 5.750%, 12/01/25 (Alternative Minimum Tax)	12/05 at 102
1,500	Martin County Industrial Facilities and Pollution Control Financing Authority, North Carolina, Solid Waste Disposal Revenue Bonds, Weyerhaeuser Company Project, Series 1991, 7.250%, 9/01/14 (Alternative Minimum Tax)	9/03 at 101

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TAX OBLIGATION/GENERAL - 14.3%		
Lincoln County, North Carolina, General Obligation Bonds, Series 2002A:		
850	5.000%, 6/01/19 - FGIC Insured	6/12 at 101
900	5.000%, 6/01/20 - FGIC Insured	6/12 at 101
1,050	5.000%, 6/01/21 - FGIC Insured	6/12 at 101
1,000	Mecklenburg County, North Carolina, General Obligation Public Improvement Bonds, Series 2000D, 5.000%, 4/01/13	4/10 at 101

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PRINCIPAL AMOUNT (000)	DESCRIPTION(1)	OPTIONAL C PROVISIO
TAX OBLIGATION/GENERAL (continued)		
\$ 1,000	North Carolina, General Obligation Bonds, Series 2000A, 5.100%, 9/01/16	9/10 at 102
2,000	Puerto Rico, Public Improvement Refunding Bonds, General Obligation Bonds, Series 1997, 6.500%, 7/01/15 - MBIA Insured	No Opt. C
400	Raleigh, North Carolina, General Obligation Bonds, Series 2002, 5.000%, 6/01/21	6/12 at 100
TAX OBLIGATION/LIMITED - 37.1%		
3,900	Cary, North Carolina, General Obligation Water Bonds, Series 2001, 5.000%, 3/01/20	3/11 at 102
1,550	Cary, North Carolina, Certificates of Participation, Public Improvement Projects, Series 2002A, 5.000%, 12/01/17	12/12 at 100
1,500	Centennial Authority, North Carolina, Hotel Tax Revenue Bonds, Arena Project, Series 1997, 5.125%, 9/01/19 - FSA Insured	9/07 at 102
3,000	Dare County, North Carolina, Certificates of Participation, Series 2002, 5.000%, 6/01/23 - AMBAC Insured	12/12 at 100

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	Duplin County, North Carolina, Certificates of Participation, Series 2002 Refunding:		
1,230	5.000%, 9/01/13 - AMBAC Insured		No Opt. C
1,290	5.000%, 9/01/14 - AMBAC Insured		No Opt. C
	Forsyth County, North Carolina, Certificates of Participation, Series 2002, Public Facilities Equipment Project:		
1,325	5.125%, 1/01/16		1/13 at 101
770	5.250%, 1/01/19		1/13 at 101
1,235	5.250%, 1/01/23		1/13 at 101
2,000	Puerto Rico Municipal Finance Agency, 2002 Series A, 5.000%, 8/01/27 - FSA Insured		8/12 at 100
2,000	Rutherford County, North Carolina, Certificates of Participation, Series 2002, 5.000%, 9/01/21 - AMBAC Insured		9/12 at 101

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TRANSPORTATION - 9.1%

	Raleigh Durham Airport Authority, North Carolina, Airport Revenue Bonds, Series 2001A:		
1,780	5.250%, 11/01/15 - FGIC Insured		5/11 at 101
3,100	5.000%, 11/01/20 - FGIC Insured		5/11 at 101

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U.S. GUARANTEED - 0.9%

500	North Carolina Eastern Municipal Power Agency, Power System Revenue Bonds, Series 1985G, 5.750%, 12/01/16 (Pre-refunded to 9/01/03)		9/03 at 102
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UTILITIES - 18.2%

4,000	North Carolina Eastern Municipal Power Agency, Power System Revenue Refunding Bonds, Series 1993, 5.500%, 1/01/17 - FGIC Insured		7/03 at 100
2,665	North Carolina Municipal Power Agency 1, Catawba Electric Revenue Bonds, Series 2003A, 5.250%, 1/01/15 - AMBAC Insured		1/13 at 100
1,775	Puerto Rico Electric Power Authority, Power Revenue Bonds, 2002 Series II, 5.375%, 7/01/19 - MBIA Insured		7/12 at 101
1,400	Wake County Industrial Facilities and Pollution Control Financing Authority, North Carolina, Revenue Refunding Bonds, Carolina Power and Light Company Project, Series 2002, 5.375%, 2/01/17		2/12 at 101

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PRINCIPAL AMOUNT (000)	DESCRIPTION(1)	OPTIONAL C PROVISIO
	WATER AND SEWER - 22.4%	
\$ 750	Broad River Water Authority, North Carolina, Water System Revenue Bonds, Series 2000, 5.375%, 6/01/26 - MBIA Insured	6/10 at 101
	Charlotte, North Carolina, Water and Sewer System Revenue Bonds, Series 2001:	
750	5.125%, 6/01/26	6/11 at 101
1,780	5.125%, 6/01/26 - FGIC Insured	6/11 at 101
	Durham County, North Carolina, Enterprise System Revenue Bonds, Series 2002:	
680	5.000%, 6/01/16 - MBIA Insured	6/13 at 100
710	5.000%, 6/01/17 - MBIA Insured	6/13 at 100
300	5.000%, 6/01/18 - MBIA Insured	6/13 at 100
2,500	Kannapolis, North Carolina, Water and Sewer Revenue Bonds, Series 2001B, 5.250%, 2/01/26 (Alternative Minimum Tax) - FSA Insured	2/12 at 101
1,000	Orange Water and Sewer Authority, North Carolina, Water and Sewer System Revenue Bonds, Series 2001, 5.000%, 7/01/26	7/11 at 101
	Winston-Salem, North Carolina, Water and Sewer System Revenue Bonds, Series 2002A:	
500	5.000%, 6/01/17	6/12 at 100
3,215	5.000%, 6/01/19	6/12 at 100
\$ 79,600	Total Long-Term Investments (cost \$82,210,482) - 145.9%	
	Other Assets Less Liabilities - 1.8%	
	Preferred Shares, at Liquidation Value - (47.7)%	
	Net Assets Applicable to Common Shares - 100%	

(1) All percentages shown in the Portfolio of Investments are based on net assets applicable to Common shares.

\* Optional Call Provisions (not covered by the report of independent auditors): Dates (month and year) and prices of the earliest optional call or redemption. There may be other call provisions at varying prices at later dates.

\*\* Ratings (not covered by the report of independent auditors): Using the higher of Standard & Poor's or Moody's rating.

\*\*\* Securities are backed by an escrow or trust containing sufficient U.S. Government or U.S. Government agency securities which ensures the timely payment of principal and interest. Such securities are normally considered to be equivalent to AAA rated securities.

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N/R Investment is not rated.

(WI) Security purchased on a when-issued basis.

See accompanying notes to financial statements.

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Statement of  
Assets and Liabilities May 31, 2003

	GEORGIA PREMIUM INCOME (NPG)
-----	
ASSETS	
Investments, at market value (cost \$78,151,371, \$42,189,306 and \$94,773,992, respectively)	\$84,092,701
Cash	279,409
Receivables:	
Interest	1,546,966
Investments sold	5,000
Other assets	3,105
-----	
Total assets	85,927,181
-----	
LIABILITIES	
Cash overdraft	--
Payable for investments purchased	--
Accrued expenses:	
Management fees	47,060
Other	29,526
Preferred share dividends payable	610
-----	
Total liabilities	77,196
-----	
Preferred shares, at liquidation value	27,800,000
-----	
Net assets applicable to Common shares	\$58,049,985
=====	
Common shares outstanding	3,778,174
=====	
Net asset value per Common share outstanding (net assets applicable to Common shares, divided by Common shares outstanding)	\$ 15.36
=====	
NET ASSETS APPLICABLE TO COMMON SHARES CONSIST OF:	
-----	
Common shares, \$.01 par value per share	\$ 37,782
Paid-in surplus	52,265,692
Undistributed (Over-distribution of) net investment income	596,770
Accumulated net realized gain (loss) from investments	(791,589)
Net unrealized appreciation of investments	5,941,330
=====	
Net assets applicable to Common shares	\$58,049,985
=====	

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Authorized shares:	
Common	Unlimited
Preferred	Unlimited

See accompanying notes to financial statements.

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Statement of  
Assets and Liabilities (continued)

	NORTH CAROLINA PREMIUM INCOME (NNC)	NORTH CAROLINA DIVIDEND ADVANTAGE (NRB)
-----		
ASSETS		
Investments, at market value (cost \$128,941,817, \$48,197,449, \$79,569,102 and \$82,210,482, respectively)	\$140,635,927	\$51,462,278
Cash	--	224,770
Receivables:		
Interest	2,416,938	878,061
Investments sold	5,525,272	56,242
Other assets	9,200	10,336
-----		
Total assets	148,587,337	52,631,687
-----		
LIABILITIES		
Cash overdraft	329,392	--
Payable for investments purchased	3,547,821	--
Accrued expenses:		
Management fees	79,219	15,506
Other	43,208	24,145
Preferred share dividends payable	2,562	932
-----		
Total liabilities	4,002,202	40,583
-----		
Preferred shares, at liquidation value	46,800,000	17,000,000
-----		
Net assets applicable to Common shares	\$ 97,785,135	\$35,591,104
=====		
Common shares outstanding	6,308,273	2,242,127
=====		
Net asset value per Common share outstanding (net assets applicable to Common shares, divided by Common shares outstanding)	\$ 15.50	\$ 15.87
=====		
NET ASSETS APPLICABLE TO COMMON SHARES CONSIST OF:		
-----		
Common shares, \$.01 par value per share	\$ 63,083	\$ 22,421
Paid-in surplus	87,113,614	31,750,009
Undistributed (Over-distribution of) net investment income	1,032,400	391,574
Accumulated net realized gain (loss) from investments	(2,118,072)	162,271
Net unrealized appreciation of investments	11,694,110	3,264,829
-----		



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Net assets applicable to Common shares	\$ 97,785,135	\$35,591,104
=====		
Authorized shares:		
Common	Unlimited	Unlimited
Preferred	Unlimited	Unlimited
=====		

See accompanying notes to financial statements.

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Statement of  
Operations Year Ended May 31, 2003

	GEORGIA PREMIUM INCOME (NPG)
-----	
INVESTMENT INCOME	\$4,341,225
-----	
EXPENSES	
Management fees	541,551
Preferred shares - auction fees	70,177
Preferred shares - dividend disbursing agent fees	10,000
Shareholders' servicing agent fees and expenses	9,426
Custodian's fees and expenses	30,749
Trustees' fees and expenses	992
Professional fees	10,435
Shareholders' reports - printing and mailing expenses	19,547
Stock exchange listing fees	678
Investor relations expense	10,776
Other expenses	11,237
-----	
Total expenses before custodian fee credit and expense reimbursement	715,568
Custodian fee credit	(13,019)
Expense reimbursement	--
-----	
Net expenses	702,549
-----	
Net investment income	3,638,676
-----	
REALIZED AND UNREALIZED GAIN FROM INVESTMENTS	
Net realized gain from investments	920,606
Change in net unrealized appreciation (depreciation) of investments	2,936,582
-----	
Net gain from investments	3,857,188
-----	
DISTRIBUTIONS TO PREFERRED SHAREHOLDERS	
From net investment income	(258,111)
From accumulated net realized gains from investments	--
-----	
Decrease in net assets applicable to Common shares from distributions to Preferred shareholders	(258,111)
-----	

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Net increase in net assets applicable to Common shares  
from operations \$7,237,753

\* For the period September 25, 2002 (commencement of operations) through May 31, 2003.

See accompanying notes to financial statements.

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Statement of  
Operations Year Ended May 31, 2003 (continued)

	NORTH CAROLINA PREMIUM INCOME (NNC)	NORTH CAROLINA DIVIDEND ADVANTAGE (NRB)
INVESTMENT INCOME	\$ 7,335,996	\$2,511,461
EXPENSES		
Management fees	908,342	329,390
Preferred shares - auction fees	118,407	44,283
Preferred shares - dividend disbursing agent fees	10,000	10,000
Shareholders' servicing agent fees and expenses	18,665	1,188
Custodian's fees and expenses	42,399	29,252
Trustees' fees and expenses	1,701	436
Professional fees	11,283	9,285
Shareholders' reports - printing and mailing expenses	26,099	3,234
Stock exchange listing fees	15,087	18
Investor relations expense	17,952	2,594
Other expenses	13,075	6,943
Total expenses before custodian fee credit and expense reimbursement	1,183,010	436,623
Custodian fee credit	(18,401)	(3,291)
Expense reimbursement	--	(152,026)
Net expenses	1,164,609	281,306
Net investment income	6,171,387	2,230,155
REALIZED AND UNREALIZED GAIN FROM INVESTMENTS		
Net realized gain from investments	900,218	554,560
Change in net unrealized appreciation (depreciation) of investments	7,102,237	2,922,001
Net gain from investments	8,002,455	3,476,561
DISTRIBUTIONS TO PREFERRED SHAREHOLDERS		
From net investment income	(455,407)	(137,647)
From accumulated net realized gains from investments	--	(39,141)
Decrease in net assets applicable to Common shares from distributions to Preferred shareholders	(455,407)	(176,788)
Net increase in net assets applicable to Common shares		

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from operations \$13,718,435 \$5,529,928

\* For the period September 25, 2002 (commencement of operations) through May 31, 2003.

See accompanying notes to financial statements.

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Statement of  
Changes in Net Assets

	GEORGIA PREMIUM INCOME (NPG)	DIVIDEND
	YEAR ENDED 5/31/03	YEAR ENDED 5/31/02
<hr/>		
OPERATIONS		
Net investment income	\$ 3,638,676	\$ 3,856,072
Net realized gain (loss) from investments	920,606	570,501
Change in net unrealized appreciation (depreciation) of investments	2,936,582	(195,055)
Distributions to Preferred Shareholders:		
From net investment income	(258,111)	(460,881)
From accumulated net realized gains from investments	--	--
		(127,070)
		(35,840)
<hr/>		
Net increase in net assets applicable to Common shares from operations	7,237,753	3,770,637
<hr/>		
DISTRIBUTIONS TO COMMON SHAREHOLDERS		
From net investment income	(3,254,832)	(3,187,446)
From accumulated net realized gains from investment transactions	--	--
		(250,160)
<hr/>		
Decrease in net assets applicable to Common shares from distributions to Common shareholders	(3,254,832)	(3,187,446)
<hr/>		
CAPITAL SHARE TRANSACTIONS		
Common shares:		
Net proceeds from sale of shares	--	--
Net proceeds from shares issued to shareholders due to reinvestment of distributions	157,705	158,444
Preferred shares offering costs	--	--
		15,100
		54,750
<hr/>		
Net increase in net assets applicable to Common shares from capital share transactions	157,705	158,444
		69,860
<hr/>		

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Net increase in net assets applicable to Common shares	4,140,626	741,635	3,195,100
Net assets applicable to Common shares at the beginning of period	53,909,359	53,167,724	27,381,380
Net assets applicable to Common shares at the end of period	\$58,049,985	\$53,909,359	\$30,576,490
Undistributed (Over-distribution of) net investment income at the end of period	\$ 596,770	\$ 520,560	\$ 267,230

See accompanying notes to financial statements.

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Statement of  
Changes in Net Assets (continued)

	NORTH CAROLINA PREMIUM INCOME (NNC)	
	YEAR ENDED 5/31/03	YEAR ENDED 5/31/02
OPERATIONS		
Net investment income	\$ 6,171,387	\$ 6,403,807
Net realized gain (loss) from investments	900,218	1,171,228
Change in net unrealized appreciation (depreciation) of investments	7,102,237	(237,275)
Distributions to Preferred Shareholders:		
From net investment income	(455,407)	(795,822)
From accumulated net realized gains from investments	--	--
Net increase in net assets applicable to Common shares from operations	13,718,435	6,541,938
DISTRIBUTIONS TO COMMON SHAREHOLDERS		
From net investment income	(5,417,766)	(5,047,923)
From accumulated net realized gains from investment transactions	--	--
Decrease in net assets applicable to Common shares from distributions to Common shareholders	(5,417,766)	(5,047,923)
CAPITAL SHARE TRANSACTIONS		
Common shares:		
Net proceeds from sale of shares	--	--
Net proceeds from shares issued to shareholders due to reinvestment of distributions	198,718	177,785
Preferred shares offering costs	--	--

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Net increase in net assets applicable to Common shares from capital share transactions	198,718	177,785
-----		
Net increase in net assets applicable to Common shares	8,499,387	1,671,800
Net assets applicable to Common shares at the beginning of period	89,285,748	87,613,948
-----		
Net assets applicable to Common shares at the end of period	\$97,785,135	\$89,285,748
=====		
Undistributed (Over-distribution of) net investment income at the end of period	\$ 1,032,400	\$ 685,795
=====		

See accompanying notes to financial statements.

		NORTH DIVIDEND A
		-----
		YEAR ENDED 5/31/03
-----		
OPERATIONS		
Net investment income		\$ 3,526,406
Net realized gain (loss) from investments		713,547
Change in net unrealized appreciation (depreciation) of investments		5,899,711
Distributions to Preferred Shareholders:		
From net investment income		(273,894)
From accumulated net realized gains from investments		(71,543)
-----		
Net increase in net assets applicable to Common shares from operations		9,794,227
-----		
DISTRIBUTIONS TO COMMON SHAREHOLDERS		
From net investment income		(3,067,763)
From accumulated net realized gains from investment transactions		(482,556)
-----		
Decrease in net assets applicable to Common shares from distributions to Common shareholders		(3,550,319)
-----		
CAPITAL SHARE TRANSACTIONS		

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Common shares:	
Net proceeds from sale of shares	--
Net proceeds from shares issued to shareholders due to reinvestment of distributions	4,123
Preferred shares offering costs	10,548
-----	
Net increase in net assets applicable to Common shares from capital share transactions	14,671
-----	
Net increase in net assets applicable to Common shares	6,258,579
Net assets applicable to Common shares at the beginning of period	53,383,321
-----	
Net assets applicable to Common shares at the end of period	\$59,641,900
=====	
Undistributed (Over-distribution of) net investment income at the end of period	\$ 181,840
=====	

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See accompanying notes to financial statements.

Notes to  
Financial Statements

1. GENERAL INFORMATION AND SIGNIFICANT ACCOUNTING POLICIES

The state Funds (the "Funds") covered in this report and their corresponding Common share stock exchange symbols are Nuveen Georgia Premium Income Municipal Fund (NPG), Nuveen Georgia Dividend Advantage Municipal Fund (NZX), Nuveen Georgia Dividend Advantage Municipal Fund 2 (NKG), Nuveen North Carolina Premium Income Municipal Fund (NNC), Nuveen North Carolina Dividend Advantage Municipal Fund (NRB), Nuveen North Carolina Dividend Advantage Municipal Fund 2 (NNO) and Nuveen North Carolina Dividend Advantage Municipal Fund 3 (NII). Georgia Premium Income (NPG), Georgia Dividend Advantage (NZX), Georgia Dividend Advantage 2 (NKG), North Carolina Dividend Advantage (NRB), North Carolina Dividend Advantage 2 (NNO) and North Carolina Dividend Advantage 3 (NII) are traded on the American Stock Exchange while North Carolina Premium Income (NNC) is traded on the New York Stock Exchange. The Funds are registered under the Investment Company Act of 1940, as amended, as closed-end management investment companies.

Prior to the commencement of operations of Georgia Dividend Advantage (NZX), Georgia Dividend Advantage 2 (NKG), North Carolina Dividend Advantage 2 (NNO) and North Carolina Dividend Advantage 3 (NII), each Fund had no operations other than those related to organizational matters, the initial capital contribution of \$100,275 per Fund by Nuveen Advisory Corp. (the "Adviser"), a wholly owned subsidiary of Nuveen Investments, Inc. (formerly, The John Nuveen Company), and the recording of the organization expenses (\$11,500 per Fund) and their reimbursement by Nuveen Investments, LLC (formerly, Nuveen Investments), also a wholly owned subsidiary of Nuveen Investments, Inc.

Each Fund seeks to provide current income exempt from both regular federal and designated state income taxes by investing primarily in a diversified portfolio of municipal obligations issued by state and local government authorities within

a single state.

The following is a summary of significant accounting policies followed by the Funds in the preparation of their financial statements in accordance with accounting principles generally accepted in the United States.

#### Securities Valuation

The prices of municipal bonds in each Fund's investment portfolio are provided by a pricing service approved by the Fund's Board of Trustees. When price quotes are not readily available (which is usually the case for municipal securities), the pricing service establishes fair market value based on yields or prices of municipal bonds of comparable quality, type of issue, coupon, maturity and rating, indications of value from securities dealers and general market conditions. If it is determined that market prices for a security are unavailable or inappropriate, the Board of Trustees of the Funds, or its designee, may establish a fair value for the security. Temporary investments in securities that have variable rate and demand features qualifying them as short-term securities are valued at amortized cost, which approximates market value.

#### Securities Transactions

Securities transactions are recorded on a trade date basis. Realized gains and losses from such transactions are determined on the specific identification method. Securities purchased or sold on a when-issued or delayed delivery basis may have extended settlement periods. The securities so purchased are subject to market fluctuation during this period. The Funds have instructed the custodian to segregate assets with a current value at least equal to the amount of the when-issued and delayed delivery purchase commitments. At May 31, 2003, North Carolina Premium Income (NNC) and North Carolina Dividend Advantage 3 (NII) had outstanding when-issued purchase commitments of \$2,428,084 and \$1,063,755, respectively. There were no such outstanding purchase commitments in any of the other Funds.

#### Investment Income

Interest income, which includes the amortization of premiums and accretion of discounts for financial reporting purposes, is recorded on an accrual basis.

#### Income Taxes

Each Fund is a separate taxpayer for federal income tax purposes. Each Fund intends to comply with the requirements of the Internal Revenue Code applicable to regulated investment companies and to distribute all of its net investment income to its shareholders. Therefore, no federal income tax provision is required. Furthermore, each Fund intends to satisfy conditions which will enable interest from municipal securities, which is exempt from regular federal and designated state income taxes, to retain such tax-exempt status when distributed to shareholders of the Funds. All monthly tax-exempt income dividends paid during the fiscal year ended May 31, 2003, have been designated Exempt Interest Dividends.

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#### Dividends and Distributions to Common Shareholders

Dividends from tax-exempt net investment income are declared and paid monthly. Net realized capital gains and/or market discount from investment transactions, if any, are distributed to shareholders not less frequently than annually. Furthermore, capital gains are distributed only to the extent they exceed available capital loss carryforwards.

Distributions to Common shareholders of tax-exempt net investment income, net realized capital gains and/or market discount, if any, are recorded on the

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ex-dividend date. The amount and timing of distributions are determined in accordance with federal income tax regulations, which may differ from accounting principles generally accepted in the United States.

### Preferred Shares

The Funds have issued and outstanding \$25,000 stated value Preferred shares. Each Fund's Preferred shares are issued in one Series. The dividend rate on each Series may change every seven days, as set pursuant to a dutch auction process by the auction agent, and is payable at or near the end of each rate period. The number of Preferred shares outstanding for each Fund is as follows:

	GEORGIA PREMIUM INCOME (NPG)	GEORGIA DIVIDEND ADVANTAGE (NZX)	GEORGIA DIVIDEND ADVANTAGE 2 (NKG)	NORTH CAROLINA PREMIUM INCOME (NNC)	NORTH CAROLINA DIVIDEND ADVANTAGE (NRB)	NORTH CAROLINA DIVIDEND ADVANTAGE 2 (NNO)	ADVANTAGE 3 (NII)
Number of shares:							
Series M	--	600	--	--	--	--	--
Series T	--	--	--	--	680	--	--
Series W	--	--	--	--	--	--	--
Series TH	1,112	--	--	1,872	--	--	--
Series F	--	--	1,320	--	--	1,120	--

Effective November 15, 2002, Georgia Dividend Advantage 2 (NKG) issued 1,320 Series F, \$25,000 stated value Preferred shares. Effective November 15, 2002, North Carolina Dividend Advantage 3 (NII) issued 1,120 Series W, \$25,000 stated value Preferred shares.

### Derivative Financial Instruments

The Funds may invest in certain derivative financial instruments including futures, forward, swap and option contracts, and other financial instruments with similar characteristics. Although the Funds are authorized to invest in such financial instruments, and may do so in the future, they did not make any such investments during the fiscal year ended May 31, 2003.

### Custodian Fee Credit

Each Fund has an arrangement with the custodian bank whereby certain custodian fees and expenses are reduced by credits earned on each Fund's cash on deposit with the bank. Such deposit arrangements are an alternative to overnight investments.

### Offering Costs

Nuveen Investments, LLC has agreed to pay all Common share offering costs (other than the sales load) that exceed \$.03 per Common share for Georgia Dividend Advantage (NZX), Georgia Dividend Advantage 2 (NKG), North Carolina Dividend Advantage 2 (NNO) and North Carolina Dividend Advantage 3 (NII). Georgia Dividend Advantage's (NZX), Georgia Dividend Advantage 2's (NKG), North Carolina Dividend Advantage 2's (NNO) and North Carolina Dividend Advantage 3's (NII) share of Common share offering costs (\$58,470, \$136,200, \$111,750 and \$117,375, respectively) were recorded as a reduction of the proceeds from the sale of Common shares.

Costs incurred by Georgia Dividend Advantage (NZX), Georgia Dividend Advantage 2 (NKG), North Carolina Dividend Advantage 2 (NNO) and North Carolina Dividend Advantage 3 (NII) in connection with their offering of Preferred shares (\$260,991, \$782,000, \$410,844 and \$678,500, respectively) were recorded as a reduction to paid-in surplus.



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Use of Estimates

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

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Notes to  
Financial Statements (continued)

2. FUND SHARES

Transactions in Common and Preferred shares were as follows:

	GEORGIA PREMIUM INCOME (NPG)		GEORGIA DIVIDEND ADVANTAGE (NZX)	
	YEAR ENDED 5/31/03	YEAR ENDED 5/31/02	YEAR ENDED 5/31/03	FOR THE PERIOD 9/25/01 (COMMENCEMENT OF OPERATIONS) THROUGH 5/31/02
Common shares:				
Shares sold	--	--	--	1,949,000
Shares issued to shareholders due to reinvestment of distributions	9,788	10,384	1,266	336
	9,788	10,384	1,266	1,949,336
Preferred shares sold	--	--	--	600

	NORTH CAROLINA PREMIUM INCOME (NNC)		NORTH CAROLINA DIVIDEND ADVANTAGE (NRB)		NORTH CAROLINA DIVIDEND ADVANTAGE 2 (NNO)	
	YEAR ENDED 5/31/03	YEAR ENDED 5/31/02	YEAR ENDED 5/31/03	YEAR ENDED 5/31/02	YEAR ENDED 5/31/03	FOR THE PERIOD 11/16/01 (COMMENCEMENT OF OPERATIONS) THROUGH 5/31/02
Common shares:						
Shares sold	--	--	--	--	--	3,725,000
Shares issued						

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to shareholders due to reinvestment of distributions	12,357	11,774	7,322	3,402	424	--
	12,357	11,774	7,322	3,402	424	3,725,000
Preferred shares sold	--	--	--	--	--	1,120

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3. SECURITIES TRANSACTIONS

Purchases and sales (including maturities) of investments in long-term municipal securities for the fiscal year ended May 31, 2003, were as follows:

	GEORGIA PREMIUM INCOME (NPG)	GEORGIA DIVIDEND ADVANTAGE (NZX)	AD
Purchases	\$18,007,292	\$20,527,949	\$10
Sales and maturities	18,408,065	20,965,009	1

	NORTH CAROLINA PREMIUM INCOME (NNC)	NORTH CAROLINA DIVIDEND ADVANTAGE (NRB)	NORTH CAROLINA DIVIDEND ADVANTAGE 2 (NNO)	AD
Purchases	\$21,619,234	\$20,222,877	\$18,238,782	\$8
Sales and maturities	22,497,805	21,155,066	21,186,811	

\* For the period September 25, 2002 (commencement of operations) through May 31, 2003.

4. INCOME TAX INFORMATION

The following information is presented on an income tax basis. Differences between amounts for financial statement and federal income tax purposes are primarily due to timing differences in recognizing income on taxable market discount securities and timing differences in recognizing certain gains and losses on security transactions.

At May 31, 2003, the cost of investments were as follows:

	GEORGIA PREMIUM INCOME (NPG)	GEORGIA DIVIDEND ADVANTAGE (NZX)	ADV
--	---------------------------------------	---	-----

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Cost of investments	\$78,114,228	\$42,189,306	\$94
---------------------	--------------	--------------	------

	NORTH CAROLINA PREMIUM INCOME (NNC)	NORTH CAROLINA DIVIDEND ADVANTAGE (NRB)	NORTH CAROLINA DIVIDEND ADVANTAGE 2 (NNO)	ADV
--	---	---	---	-----

Cost of investments	\$128,853,782	\$48,196,891	\$79,565,478	\$82
---------------------	---------------	--------------	--------------	------

Gross unrealized appreciation and gross unrealized depreciation on investments on May 31, 2003, were as follows:

	GEORGIA PREMIUM INCOME (NPG)	GEORGIA DIVIDEND ADVANTAGE (NZX)	ADV
--	---------------------------------------	---	-----

Gross unrealized:			
Appreciation	\$6,593,595	\$2,675,044	\$4
Depreciation	(615,122)	(114,533)	
Net unrealized appreciation on investments	\$5,978,473	\$2,560,511	\$4

	NORTH CAROLINA PREMIUM INCOME (NNC)	NORTH CAROLINA DIVIDEND ADVANTAGE (NRB)	NORTH CAROLINA DIVIDEND ADVANTAGE 2 (NNO)	ADV
--	---	---	---	-----

Gross unrealized:				
Appreciation	\$11,793,815	\$3,265,387	\$6,403,910	\$3
Depreciation	(11,670)	--	--	
Net unrealized appreciation on investments	\$11,782,145	\$3,265,387	\$6,403,910	\$3

Notes to  
Financial Statements (continued)

The tax components of undistributed net investment income and net realized gains at May 31, 2003, were as follows:

GEORGIA	GEORGIA
---------	---------

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	PREMIUM INCOME (NPG)	DIVIDEND ADVANTAGE (NZX)	ADV
Undistributed net tax-exempt income	\$810,588	\$404,728	
Undistributed net ordinary income *	25,456	--	
Undistributed net long-term capital gains	--	28,502	

	NORTH CAROLINA PREMIUM INCOME (NNC)	NORTH CAROLINA DIVIDEND ADVANTAGE (NRB)	NORTH CAROLINA DIVIDEND ADVANTAGE 2 (NNO)	ADV
Undistributed net tax-exempt income	\$1,383,598	\$556,745	\$436,225	
Undistributed net ordinary income *	14,680	66,536	76,010	
Undistributed net long-term capital gains	--	95,735	36,751	

\* Net ordinary income consists of taxable market discount income and net short-term capital gains, if any.

The tax character of distributions paid during the fiscal years ended May 31, 2003 and May 31, 2002, was designated for purposes of the dividends paid deduction as follows:

2003	GEORGIA PREMIUM INCOME (NPG)	GEORGIA DIVIDEND ADVANTAGE (NZX)	ADV
Distributions from net tax-exempt income	\$3,506,728	\$1,701,839	\$2
Distributions from net ordinary income *	--	212,091	
Distributions from net long-term capital gains	--	73,921	

2003	NORTH CAROLINA PREMIUM INCOME (NNC)	NORTH CAROLINA DIVIDEND ADVANTAGE (NRB)	NORTH CAROLINA DIVIDEND ADVANTAGE 2 (NNO)	ADV
Distributions from net tax-exempt income	\$5,826,633	\$2,058,342	\$3,348,540	\$1
Distributions from net ordinary income *	22,385	--	554,099	
Distributions from net long-term capital gains	--	332,522	--	

\* Net ordinary income consists of taxable market discount income and net short-term capital gains, if any.

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	GEORGIA PREMIUM INCOME (NPG)	GEORGIA DIVIDEND ADVANTAGE (NZX)	NORTH CAROLINA PREMIUM INCOME (NNC)	NORTH CAROLINA DIVIDEND ADVANTAGE (NRB)	ADVANTAGE
2002					
Distributions from net tax-exempt income	\$3,537,237	\$892,422	\$5,824,960	\$2,119,636	\$1
Distributions from net ordinary income *	94,734	--	--	--	
Distributions from net long-term capital gains	--	--	--	--	

\* Net ordinary income consists of taxable market discount income and net short-term capital gains, if any.

At May 31, 2003, the following Funds had unused capital loss carryforwards available for federal income tax purposes to be applied against future capital gains, if any. If not applied, the carryforwards will expire as follows:

	GEORGIA PREMIUM INCOME (NPG)	
Expiration year:		
2004	\$320,996	\$1
2005	340,685	
2006	--	
2007	--	
2008	129,908	
2009	--	
2010	--	
Total	\$791,589	\$2

5. MANAGEMENT FEE AND OTHER TRANSACTIONS WITH AFFILIATES

Under Georgia Premium Income's (NPG) and North Carolina Premium Income's (NNC) investment management agreements with the Adviser, each Fund pays an annual management fee, payable monthly, at the rates set forth below, which are based upon the average daily net assets (including net assets attributable to Preferred shares) of each Fund as follows:

AVERAGE DAILY NET ASSETS (INCLUDING NET ASSETS ATTRIBUTABLE TO PREFERRED SHARES)	MANAGEMENT FEE
For the first \$125 million	.6500%
For the next \$125 million	.6375
For the next \$250 million	.6250
For the next \$500 million	.6125
For the next \$1 billion	.6000
For the next \$3 billion	.5875
For net assets over \$5 billion	.5750

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Under Georgia Dividend Advantage's (NZX), Georgia Dividend Advantage 2's (NKG), North Carolina Dividend Advantage's (NRB), North Carolina Dividend Advantage 2's (NNO) and North Carolina Dividend Advantage 3's (NII) investment management agreements with the Adviser, each Fund pays an annual management fee, payable monthly, at the rates set forth below, which are based upon the average daily net assets (including net assets attributable to Preferred shares) of each Fund as follows:

AVERAGE DAILY NET ASSETS (INCLUDING NET ASSETS ATTRIBUTABLE TO PREFERRED SHARES)	MANAGEMENT FEE
For the first \$125 million	.6500%
For the next \$125 million	.6375
For the next \$250 million	.6250
For the next \$500 million	.6125
For the next \$1 billion	.6000
For net assets over \$2 billion	.5750

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Notes to  
Financial Statements (continued)

For the first ten years of Georgia Dividend Advantage's (NZX) operations, the Adviser has agreed to reimburse the Fund, as a percentage of average daily net assets (including net assets attributable to Preferred shares), for fees and expenses in the amounts, and for the time periods set forth below:

YEAR ENDING SEPTEMBER 30,		YEAR ENDING SEPTEMBER 30,	
2001*	.30%	2007	.25%
2002	.30	2008	.20
2003	.30	2009	.15
2004	.30	2010	.10
2005	.30	2011	.05
2006	.30		

\* From the commencement of operations.

The Adviser has not agreed to reimburse Georgia Dividend Advantage (NZX) for any portion of its fees and expenses beyond September 30, 2011.

For the first eight years of Georgia Dividend Advantage 2's (NKG) and North Carolina Dividend Advantage 3's (NII) operations, the Adviser has agreed to reimburse the Funds, as a percentage of average daily net assets (including net assets attributable to Preferred shares), for fees and expenses in the amounts, and for the time periods set forth below:

YEAR ENDING SEPTEMBER 30,		YEAR ENDING SEPTEMBER 30,	
2002*	.32%	2007	.32%
2003	.32	2008	.24
2004	.32	2009	.16
2005	.32	2010	.08

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2006 .32

\* From the commencement of operations.

The Adviser has not agreed to reimburse Georgia Dividend Advantage 2 (NKG) and North Carolina Dividend Advantage 3 (NII) for any portion of its fees and expenses beyond September 30, 2010.

For the first ten years of North Carolina Dividend Advantage's (NRB) operations, the Adviser has agreed to reimburse the Fund, as a percentage of average daily net assets (including net assets attributable to Preferred shares), for fees and expenses in the amounts, and for the time periods set forth below:

YEAR ENDING JANUARY 31,		YEAR ENDING JANUARY 31,	
2001*	.30%	2007	.25%
2002	.30	2008	.20
2003	.30	2009	.15
2004	.30	2010	.10
2005	.30	2011	.05
2006	.30		

\* From the commencement of operations.

The Adviser has not agreed to reimburse North Carolina Dividend Advantage (NRB) for any portion of its fees and expenses beyond January 31, 2011.

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For the first ten years of North Carolina Dividend Advantage 2's (NNO) operations, the Adviser has agreed to reimburse the Fund, as a percentage of average daily net assets (including net assets attributable to Preferred shares), for fees and expenses in the amounts, and for the time periods set forth below:

YEAR ENDING NOVEMBER 30,		YEAR ENDING NOVEMBER 30,	
2001*	.30%	2007	.25%
2002	.30	2008	.20
2003	.30	2009	.15
2004	.30	2010	.10
2005	.30	2011	.05
2006	.30		

\* From the commencement of operations.

The Adviser has not agreed to reimburse North Carolina Dividend Advantage 2 (NNO) for any portion of its fees and expenses beyond November 30, 2011.

The management fee compensates the Adviser for overall investment advisory and administrative services and general office facilities. The Funds pay no compensation directly to those of its Trustees who are affiliated with the Adviser or to their officers, all of whom receive remuneration for their services to the Funds from the Adviser.

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6. SUBSEQUENT EVENT - DISTRIBUTIONS TO COMMON SHAREHOLDERS

The Funds declared Common share dividend distributions from their tax-exempt net investment income which were paid on July 1, 2003, to shareholders of record on June 15, 2003, as follows:

	GEORGIA PREMIUM INCOME (NPG)	GEORGIA DIVIDEND ADVANTAGE (NZX)	GEORGIA DIVIDEND ADVANTAGE 2 (NKG)	NORTH CAROLINA PREMIUM INCOME (NNC)	NORTH CAROLINA DIVIDEND ADVANTAGE (NRB)	NORTH CAROLINA DIVIDEND ADVANTAGE 2 (NNO)	ADVANTAGE 2 (NNO)
Dividend per share	\$ .0730	\$ .0710	\$ .0670	\$ .0730	\$ .0735	\$ .0695	

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Financial  
HIGHLIGHTS

Selected data for a Common share outstanding throughout each period:

	Investment Operations					
	Beginning Common Share Net Asset Value	Net Investment Income	Net Realized/ Unrealized Investment Gain (Loss)	Distributions from Net Investment Income to Preferred Share- holders+	Distributions from Capital Gains to Preferred Share- holders+	To
GEORGIA PREMIUM INCOME (NPG)						
Year Ended 5/31:						
2003	\$14.31	\$ .96	\$ 1.02	\$ (.07)	\$--	\$1
2002	14.15	1.02	.11	(.12)	--	1
2001	12.80	1.06	1.35	(.26)	--	2
2000	14.45	1.03	(1.65)	(.23)	--	(
1999	14.58	1.01	(.13)	(.21)	--	
GEORGIA DIVIDEND ADVANTAGE (NZX)						
Year Ended 5/31:						
2003	14.00	.96	1.65	(.06)	(.02)	2
2002(a)	14.33	.58	(.19)	(.06)	--	
GEORGIA DIVIDEND ADVANTAGE 2 (NKG)						



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Year Ended 5/31:  
 2003 (b) 14.33 .47 .92 (.04) -- 1

	Offering Costs and Preferred Share Underwriting Discounts	Ending Common Share Net Asset Value	Ending Market Value	Total Returns	
				Based on Market Value**	Based on Common Share Net Asset Value**

GEORGIA PREMIUM  
INCOME (NPG)

Year Ended 5/31:					
2003	\$--	\$15.36	\$16.9500	12.92%	13.78%
2002	--	14.31	15.8300	8.98	7.32
2001	--	14.15	15.3500	30.41	16.98
2000	--	12.80	12.4375	(18.84)	(5.87)
1999	--	14.45	16.2500	13.42	4.64

GEORGIA DIVIDEND  
ADVANTAGE (NZX)

Year Ended 5/31:					
2003	.03	15.62	15.5900	12.56	18.82
2002 (a)	(.19)	14.00	14.7400	1.42	1.02

GEORGIA DIVIDEND  
ADVANTAGE 2 (NKG)

Year Ended 5/31:					
2003 (b)	(.20)	15.01	14.9800	3.16	8.22

Ratios/Supplemental Data

	Before Credit/Reimbursement		After Credit/Reimbursement	
	Ratio of Ending Net Assets Applicable to Common Shares (000)	Ratio of Expenses to Average Net Assets Applicable to Common Shares++	Ratio of Net Investment Income to Average Net Assets Applicable to Common Shares++	Ratio of Expenses to Average Net Assets Applicable to Common Shares++

GEORGIA PREMIUM  
INCOME (NPG)

Year Ended 5/31:				
2003	\$58,050	1.29%	6.53%	1.26%
2002	53,909	1.37	7.12	1.35
2001	53,168	1.41	7.67	1.40
2000	47,991	1.43	7.73	1.40
1999	54,022	1.34	6.87	1.33

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GEORGIA DIVIDEND  
ADVANTAGE (NZX)

Year Ended 5/31:				
2003	30,576	1.31	6.00	.83
2002 (a)	27,381	1.37*	5.70*	.92*

GEORGIA DIVIDEND  
ADVANTAGE 2 (NKG)

Year Ended 5/31:				
2003 (b)	68,325	1.16*	4.36*	.69*

Preferred Shares at End of Period

Aggregate Amount Outstanding (000)	Liquidation and Market Value Per Share	Asset Coverage Per Share
---	---	--------------------------------

GEORGIA PREMIUM  
INCOME (NPG)

Year Ended 5/31:			
2003	\$27,800	\$25,000	\$77,203
2002	27,800	25,000	73,480
2001	27,800	25,000	72,813
2000	27,800	25,000	68,157
1999	27,800	25,000	73,581

GEORGIA DIVIDEND  
ADVANTAGE (NZX)

Year Ended 5/31:			
2003	15,000	25,000	75,961
2002 (a)	15,000	25,000	70,636

GEORGIA DIVIDEND  
ADVANTAGE 2 (NKG)

Year Ended 5/31:			
2003 (b)	33,000	25,000	76,761

\* Annualized.

\*\* Total Investment Return on Market Value is the combination of reinvested dividend income, reinvested capital gains distributions, if any, and changes in stock price per share. Total Return on Common Share Net Asset Value is the combination of reinvested dividend income, reinvested capital gains distributions, if any, and changes in Common share net asset value per share. Total returns are not annualized.

\*\*\* After custodian fee credit and expense reimbursement, where applicable.

+ The amounts shown are based on Common share equivalents.

++ Ratios do not reflect the effect of dividend payments to Preferred shareholders; income ratios reflect income earned on assets attributable to Preferred shares.

(a) For the period September 25, 2001 (commencement of operations) through May 31, 2002.

(b) For the period September 25, 2002 (commencement of operations) through May

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31, 2003.

See accompanying notes to financial statements.

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Financial HIGHLIGHTS (continued)

Selected data for a Common share outstanding throughout each period:

	Investment Operations					
	Beginning Common Share Net Asset Value	Net Investment Income	Net Realized/ Unrealized Investment Gain (Loss)	Distributions from Net Investment Income to Preferred Share- holders+	Distributions from Capital Gains to Preferred Share- holders+	To
=====						
NORTH CAROLINA PREMIUM INCOME (NNC)						
-----						
Year Ended 5/31:						
2003	\$14.18	\$ .98	\$ 1.27	\$ (.07)	\$--	\$2
2002	13.94	1.02	.15	(.13)	--	1
2001	12.62	1.03	1.31	(.27)	--	2
2000	14.28	1.02	(1.61)	(.26)	--	(
1999	14.48	1.02	(.22)	(.21)	--	
NORTH CAROLINA DIVIDEND ADVANTAGE (NRB)						
-----						
Year Ended 5/31:						
2003	14.39	1.00	1.54	(.06)	(.02)	2
2002	13.90	1.06	.38	(.13)	--	1
2001 (a)	14.33	.25	(.26)	(.05)	--	(
NORTH CAROLINA DIVIDEND ADVANTAGE 2 (NNO)						
-----						
Year Ended 5/31:						
2003	14.30	.94	1.78	(.07)	(.02)	2
2002 (b)	14.33	.38	.11	(.04)	--	
NORTH CAROLINA DIVIDEND ADVANTAGE 3 (NII)						
-----						
Year Ended 5/31:						
2003 (c)	14.33	.49	.87	(.05)	--	1
=====						

Total Returns

Offering

Based  
on

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	Costs and Preferred Share Underwriting Discounts	Ending Common Share Net Asset Value	Ending Market Value	Based on Market Value**	Common Share Net Asset Value**
--	--	-------------------------------------	---------------------	-------------------------	--------------------------------

NORTH CAROLINA  
PREMIUM INCOME (NNC)

Year Ended 5/31:					
2003	\$--	\$15.50	\$16.9500	10.27%	15.80%
2002	--	14.18	16.2100	15.44	7.62
2001	--	13.94	14.8000	14.03	16.65
2000	--	12.62	13.6875	(7.76)	(5.98)
1999	--	14.28	15.6875	9.87	4.11

NORTH CAROLINA  
DIVIDEND ADVANTAGE (NRB)

Year Ended 5/31:					
2003	.01	15.87	16.4500	13.52	17.75
2002	--	14.39	15.4400	7.54	9.58
2001 (a)	(.17)	13.90	15.1500	2.42	(1.57)

NORTH CAROLINA  
DIVIDEND  
ADVANTAGE 2 (NNO)

Year Ended 5/31:					
2003	--	15.98	15.9700	14.10	18.98
2002 (b)	(.14)	14.30	14.9000	1.64	2.22

NORTH CAROLINA  
DIVIDEND  
ADVANTAGE 3 (NII)

Year Ended 5/31:					
2003 (c)	(.21)	14.96	15.2000	4.56	7.86

Ratios/Supplemental Data

	Before Credit/Reimbursement		After Credit/Reimbursement	
	Ratio of Expenses to Average Net Assets Applicable to Common Shares (000)	Ratio of Net Investment Income to Average Net Assets Applicable to Common Shares++	Ratio of Expenses to Average Net Assets Applicable to Common Shares++	Ratio of Net Investment Income to Average Net Assets Applicable to Common Shares++
Ending Net Assets Applicable to Common Shares (000)				

NORTH CAROLINA  
PREMIUM INCOME (NNC)

Year Ended 5/31:				
2003	\$97,785	1.27%	6.60%	1.25%
2002	89,286	1.33	7.17	1.32
2001	87,614	1.34	7.47	1.30

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2000	79,167	1.37	7.81	1.35
1999	89,377	1.30	6.97	1.30

NORTH CAROLINA  
DIVIDEND ADVANTAGE (NRB)

Year Ended 5/31:

2003	35,591	1.30	6.16	.83
2002	32,148	1.44	6.86	.90
2001 (a)	31,015	1.31*	5.02*	.85*

NORTH CAROLINA  
DIVIDEND  
ADVANTAGE 2 (NNO)

Year Ended 5/31:

2003	59,642	1.24	5.80	.76
2002 (b)	53,383	1.19*	4.70*	.74*

NORTH CAROLINA  
DIVIDEND  
ADVANTAGE 3 (NII)

Year Ended 5/31:

2003 (c)	58,653	1.18*	4.61*	.71*
----------	--------	-------	-------	------

Preferred Shares at End of Period

Aggregate Amount Outstanding (000)	Liquidation and Market Value Per Share	Asset Coverage Per Share
---	---	--------------------------------

NORTH CAROLINA  
PREMIUM INCOME (NNC)

Year Ended 5/31:

2003	\$46,800	\$25,000	\$77,236
2002	46,800	25,000	72,695
2001	46,800	25,000	71,802
2000	46,800	25,000	67,290
1999	46,800	25,000	72,744

NORTH CAROLINA  
DIVIDEND ADVANTAGE (NRB)

Year Ended 5/31:

2003	17,000	25,000	77,340
2002	17,000	25,000	72,277
2001 (a)	17,000	25,000	70,610

NORTH CAROLINA  
DIVIDEND  
ADVANTAGE 2 (NNO)

Year Ended 5/31:

2003	28,000	25,000	78,252
2002 (b)	28,000	25,000	72,664

NORTH CAROLINA

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DIVIDEND  
ADVANTAGE 3 (NII)

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Year Ended 5/31:			
2003 (c)	28,000	25,000	77,369

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- \* Annualized.
- \*\* Total Investment Return on Market Value is the combination of reinvested dividend income, reinvested capital gains distributions, if any, and changes in stock price per share. Total Return on Common Share Net Asset Value is the combination of reinvested dividend income, reinvested capital gains distributions, if any, and changes in Common share net asset value per share. Total returns are not annualized.
- \*\*\* After custodian fee credit and expense reimbursement, where applicable.
- + The amounts shown are based on Common share equivalents.
- ++ Ratios do not reflect the effect of dividend payments to Preferred shareholders; income ratios reflect income earned on assets attributable to Preferred shares.
- (a) For the period January 31, 2001 (commencement of operations) through May 31, 2001.
- (b) For the period November 16, 2001 (commencement of operations) through May 31, 2002.
- (c) For the period September 25, 2002 (commencement of operations) through May 31, 2003.

See accompanying notes to financial statements.

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Trustees  
AND OFFICERS

The management of the Fund, including general supervision of the duties performed for the Fund under the management agreement between Nuveen Advisory and the Fund, is the responsibility of the Board of Trustees of the Fund. The number of trustees of the Fund is currently set at seven. None of the trustees who are not "interested" persons of the Fund has ever been a director or employee of, or consultant to, Nuveen or its affiliates. The names and business addresses of the trustees and officers of the Fund, their principal occupations and other affiliations during the past five years, the number of portfolios each oversees and other directorships they hold are set forth below.

NAME, BIRTHDATE AND ADDRESS	POSITION(S) HELD WITH THE FUND	YEAR FIRST ELECTED OR APPOINTED (2)	PRINCIPAL OCCUPATION(S) INCLUDING OTHER DIRECTORSHIPS DURING PAST 5 YEARS
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TRUSTEE WHO IS AN INTERESTED PERSON OF THE FUNDS:

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Timothy R. Schwertfeger (1)	Chairman of the	1994	Chairman and Director (since 19
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3/28/49  
333 W. Wacker Drive  
Chicago, IL 60606

Board and  
Trustee

Investments, Inc. and Nuveen In  
Director (since 1992) and Chair  
Nuveen Advisory Corp. and Nuvee  
Advisory Corp.; Chairman and Di  
of Nuveen Asset Management, Inc  
of Institutional Capital Corpor  
(since 1999) of Rittenhouse Ass  
Chairman of Nuveen Investments

TRUSTEES WHO ARE NOT INTERESTED PERSONS OF THE FUNDS:

Robert P. Bremner  
8/22/40  
333 W. Wacker Drive  
Chicago, IL 60606

Trustee

1997

Private Investor and Management

Lawrence H. Brown  
7/29/34  
333 W. Wacker Drive  
Chicago, IL 60606

Trustee

1993

Retired (since 1989) as Senior  
Northern Trust Company; Directo  
Highland Park-Highwood (since 2

Anne E. Impellizzeri  
1/26/33  
333 W. Wacker Drive  
Chicago, IL 60606

Trustee

1994

Retired, formerly, Executive Di  
Manitoga/The Russel Wright Desi  
President and Chief Executive O  
Institute (since 1990); prior t  
Metropolitan Life Insurance Co.

Peter R. Sawers  
4/3/33  
333 W. Wacker Drive  
Chicago, IL 60606

Trustee

1991

Adjunct Professor of Business a  
University of Dubuque, Iowa; fo  
Adjunct Professor, Lake Forest  
Management, Lake Forest, Illino  
Executive Director, Towers Perr  
management consulting firm; Cha  
Certified Management Consultant  
Service Corps of Chicago, a not

William J. Schneider  
9/24/44  
333 W. Wacker Drive  
Chicago, IL 60606

Trustee

1997

Senior Partner and Chief Operat  
Miller-Valentine Group, Vice Pr  
Miller-Valentine Realty, a deve  
company; Chair, MiamiValley Hos  
Miami Valley Economic Developme  
Member, Community Advisory Boar  
Dayton, Ohio and Business Advis  
Federal Reserve Bank.

Judith M. Stockdale  
12/29/47  
333 W. Wacker Drive  
Chicago, IL 60606

Trustee

1997

Executive Director, Gaylord and  
Foundation (since 1994); prior  
Director, Great Lakes Protectio  
to 1994).

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NAME, BIRTHDATE AND ADDRESS	POSITION(S) HELD WITH THE FUND	YEAR FIRST ELECTED OR APPOINTED(3)	PRINCIPAL OCCUPATION(S) INCLUDING OTHER DIRECTORSHIPS DURING PAST 5 YEARS
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-----  
OFFICERS OF THE FUNDS:  
-----

Gifford R. Zimmerman 9/9/56 333 W. Wacker Drive Chicago, IL 60606	Chief Administrative Officer	1988	Managing Director (since 2002), and Associate General Counsel, and Assistant General Counsel of Managing Director (since 2002), Assistant Secretary, formerly, Advisory Corp. and Nuveen Insti Managing Director (since 2002), Associate General Counsel, form (since 2000), of Nuveen Asset M Secretary of Nuveen Investments Assistant Secretary of NWQ Inve Company, LLC (since 2002); Vice Assistant Secretary of Nuveen I (since 2002); Managing Director Counsel and Assistant Secretary Management, Inc. (since May 200 Financial Analyst.
--	------------------------------------	------	---

Michael T. Atkinson 2/3/66 333 W. Wacker Drive Chicago, IL 60606	Vice President and Assistant Secretary	2000	Vice President (since 2002), fo Vice President (since 2000), pr Nuveen Investments, LLC.
---	--	------	--

Paul L. Brennan 11/10/66 333 W. Wacker Drive Chicago, IL 60606	Vice President	1999	Vice President (since 2002), fo Vice President (since 1997), of prior thereto, portfolio manage Inc.; Chartered Financial Analy Accountant.
---	----------------	------	---

Peter H. D'Arrigo 11/28/67 333 W. Wacker Drive Chicago, IL 60606	Vice President and Treasurer	1999	Vice President of Nuveen Invest prior thereto, Assistant Vice P Vice President and Treasurer of Inc. (since 1999); Vice Preside Nuveen Advisory Corp. and Nuvee Advisory Corp. (since 1999); Vi Treasurer of Nuveen Asset Manag Inc. (since 2002) and of Nuveen Advisers Inc. (since 2002); Ass of NWQ Investment Management Co (since 2002); Chartered Financi
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Susan M. DeSanto 9/8/54 333 W. Wacker Drive Chicago, IL 60606	Vice President	2001	Vice President of Nuveen Adviso previously, Vice President of V Advisory Corp. (since 1998); Vi Institutional Advisory Corp. (s Assistant Vice President of Van Advisory Corp. (since 1994).
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Jessica R. Droeger 9/24/64 333 W. Wacker Drive Chicago, IL 60606	Vice President and Secretary	2000	Vice President (since 2002) and Counsel (since 1998); formerly, President (since 1998) of Nuveen Vice President (since 2002) and (since 1998), formerly Assistant Nuveen Advisory Corp. and Nuveen Advisory Corp.
---	---------------------------------	------	---

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Trustees  
AND OFFICERS (continued)

NAME, BIRTHDATE AND ADDRESS	POSITION(S) HELD WITH THE FUND	YEAR FIRST ELECTED OR APPOINTED(3)	PRINCIPAL OCCUPATION(S) INCLUDING OTHER DIRECTORSHIPS DURING PAST 5 YEARS
OFFICERS OF THE FUNDS (CONTINUED):			
Lorna C. Ferguson 10/24/45 333 W. Wacker Drive Chicago, IL 60606	Vice President	1998	Vice President of Nuveen Invest President (since 1998) of Nuveen Nuveen Institutional Advisory C
William M. Fitzgerald 3/2/64 333 W. Wacker Drive Chicago, IL 60606	Vice President	1995	Managing Director (since 2002) LLC; Managing Director (since 2 President of Nuveen Advisory Co Institutional Advisory Corp. (s Director of Nuveen Asset Manage Vice President of Nuveen Invest (since 2002); Chartered Financi
Stephen D. Foy 5/31/54 333 W. Wacker Drive Chicago, IL 60606	Vice President and Controller	1998	Vice President (since 1993) and (since 1998) of Nuveen Investme President and Funds Controller Investments, Inc.; Certified Pu
J. Thomas Futrell 7/5/55 333 W. Wacker Drive Chicago, IL 60606	Vice President	1988	Vice President of Nuveen Adviso Chartered Financial Analyst.
Richard A. Huber 3/26/63 333 W. Wacker Drive Chicago, IL 60606	Vice President	1997	Vice President of Nuveen Instit (since 1998) and Nuveen Advisor prior thereto, Vice President a Flagship Financial, Inc.
Steven J. Krupa	Vice President	1990	Vice President of Nuveen Adviso



333 W. Wacker Drive  
Chicago, IL 60606

Analyst.

- (1) Mr. Schwertfeger is an "interested person" of the Funds, as defined in the Investment Company Act of 1940, because he is an officer and trustee of Nuveen Advisory Corp.
- (2) Trustees serve a one-year term until his/her successor is elected. The year first elected or appointed represents the year in which the Trustee was first elected or appointed to any fund in the Nuveen Complex.
- (3) Officers serve a one-year term through July of each year. The year first elected or appointed represents the year in which the Officer was first elected or appointed to any fund in the Nuveen Complex.

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Build Your Wealth  
AUTOMATICALLY

SIDEBAR TEXT: NUVEEN MAKES REINVESTING EASY. A PHONE CALL IS ALL IT TAKES TO SET UP YOUR REINVESTMENT ACCOUNT.

NUVEEN CLOSED-END EXCHANGE-TRADED FUNDS DIVIDEND REINVESTMENT PLAN

Your Nuveen Closed-End Exchange-Traded Fund allows you to conveniently reinvest dividends and/or capital gains distributions in additional fund shares.

By choosing to reinvest, you'll be able to invest money regularly and automatically, and watch your investment grow through the power of tax-free compounding. Just like dividends or distributions in cash, there may be times when income or capital gains taxes may be payable on dividends or distributions that are reinvested.

It is important to note that an automatic reinvestment plan does not ensure a profit, nor does it protect you against loss in a declining market.

EASY AND CONVENIENT

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

HOW SHARES ARE PURCHASED

The shares you acquire by reinvesting will either be purchased on the open market or newly issued by the Fund. If the shares are trading at or above net asset value at the time of valuation, the Fund will issue new shares at the then-current market price. If the shares are trading at less than net asset value, shares for your account will be purchased on the open market. Dividends and distributions received to purchase shares in the open market will normally be invested shortly after the dividend payment date. No interest will be paid on dividends and distributions awaiting reinvestment. Because the market price of shares may increase before purchases are completed, the average purchase price per share may exceed the market price at the time of valuation, resulting in the acquisition of fewer shares than if the dividend or distribution had been paid in shares issued by the Fund. A pro rata portion of any applicable brokerage commissions on open market purchases will be paid by Plan participants. These commissions usually will be lower than those charged on individual transactions.

FLEXIBILITY

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You may change your distribution option or withdraw from the Plan at any time, should your needs or situation change. Should you withdraw, you can receive a certificate for all whole shares credited to your reinvestment account and cash payment for fractional shares, or cash payment for all reinvestment account shares, less brokerage commissions and a \$2.50 service fee.

You can reinvest whether your shares are registered in your name, or in the name of a brokerage firm, bank, or other nominee. Ask your investment advisor if his or her firm will participate on your behalf. Participants whose shares are registered in the name of one firm may not be able to transfer the shares to another firm and continue to participate in the Plan.

The Fund reserves the right to amend or terminate the Plan at any time. Although the Fund reserves the right to amend the Plan to include a service charge payable by the participants, there is no direct service charge to participants in the Plan at this time.

For more information on the Nuveen Automatic Reinvestment Plan or to enroll in or withdraw from the Plan, speak with your financial advisor or call us at (800) 257-8787.

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### Fund INFORMATION

#### BOARD OF TRUSTEES

Robert P. Bremner  
Lawrence H. Brown  
Anne E. Impellizzeri  
Peter R. Sawers  
William J. Schneider  
Timothy R. Schwertfeger  
Judith M. Stockdale

#### FUND MANAGER

Nuveen Advisory Corp.  
333 West Wacker Drive  
Chicago, IL 60606

#### CUSTODIAN

State Street Bank & Trust  
Boston, MA

#### TRANSFER AGENT AND SHAREHOLDER SERVICES

State Street Bank & Trust  
Nuveen Funds  
P.O. Box 43071  
Providence, RI 02940-3071  
(800) 257-8787

#### LEGAL COUNSEL

Morgan, Lewis &  
Bockius LLP  
Washington, D.C.

#### INDEPENDENT AUDITORS

Ernst & Young LLP  
Chicago, IL

POLICY CHANGE

On November 14, 2002, the Board adopted a policy that allows these Funds, in addition to investments in municipal bonds, to invest up to 5% of its net assets (including assets attributable to preferred shares, if any) in tax-exempt or taxable fixed-income securities or equity securities for the purpose of acquiring control of an issuer whose municipal bonds (a) the Fund already owns and (b) have deteriorated or are expected shortly to deteriorate significantly in credit quality, provided Nuveen Advisory determines that such investment should enable the Fund to better maximize the value of its existing investment in such issuer. This policy is a non-fundamental policy of each Fund which means that it can be changed at any time by the Board of Trustees without vote of the shareholders.

Glossary of Terms Used in this Report

**Average Annual Total Return:** This is a commonly used method to express an investment's performance over a particular, usually multi-year time period. It expresses the return (including change in NAV and reinvested dividends) that would have been necessary on an annual basis to equal the investment's actual performance over the time period being considered.

**Average Effective Maturity:** The average of all the maturities of the bonds in a fund's portfolio, computed by weighting each maturity date (the date the security comes due) by the market value of the security. This figure does not account for the likelihood of prepayments or the exercise of call provisions.

**Leverage-Adjusted Duration:** Duration is a measure of a bond or bond fund's sensitivity to changes in interest rates. Generally, the longer a bond or fund's duration, the more the price of the bond or fund will change as interest rates change. Leverage-adjusted duration takes into account the leveraging process for a Fund and therefore is generally longer than the duration of the actual portfolio of individual bonds that make up the Fund.

**Market Yield (also known as Dividend Yield or Current Yield):** An investment's current annualized dividend divided by its current market price.

**Net Asset Value (NAV):** A fund's NAV is calculated by subtracting the liabilities of the fund from its total assets and then dividing the remainder by the number of shares outstanding. Fund NAVs are calculated at the end of each business day.

**Taxable-Equivalent Yield:** The yield necessary from a fully taxable investment to equal, on an after-tax basis, the yield of a municipal bond investment.

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Each Fund intends to repurchase shares of its own common or preferred stock in the future at such times and in such amounts as is deemed advisable. No shares were repurchased during the period ended May 31, 2003. Any future repurchases will be reported to shareholders in the next annual or semiannual report.

Serving Investors  
FOR GENERATIONS

Since 1898, financial advisors and their clients have relied on Nuveen Investments to provide dependable investment solutions. For the past century, Nuveen Investments has adhered to the belief that the best approach to investing

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is to apply conservative risk-management principles to help minimize volatility.

Building on this tradition, we today offer a range of high quality equity and fixed-income solutions that are integral to a well-diversified core portfolio. Our clients have come to appreciate this diversity, as well as our continued adherence to proven, long-term investing principles.

Managing \$80 billion in assets, Nuveen Investments offers access to a number of different asset classes and investing solutions through a variety of products. Nuveen Investments markets its capabilities under four distinct brands: Nuveen, a leader in tax-free investments; NWQ, a leader in value-style equities; Rittenhouse, a leader in growth-style equities; and Symphony, a leading institutional manager of market-neutral alternative investment portfolios.

To learn more about the products and services Nuveen Investments offers and for a prospectus, where applicable, talk to your financial advisor, or call us at (800) 257-8787. Please read the information carefully before you invest.

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EAN-C-0503D

ITEM 2. CODE OF ETHICS.

Not applicable at this time.

ITEM 3. AUDIT COMMITTEE FINANCIAL EXPERT.

Not applicable at this time.

ITEM 4. PRINCIPAL ACCOUNTANT FEES AND SERVICES.

Not applicable at this time.

ITEMS 5-6. [RESERVED]

ITEM 7. DISCLOSURE OF PROXY VOTING POLICIES AND PROCEDURES FOR CLOSED-END MANAGEMENT INVESTMENT COMPANIES

Not applicable to this registrant.

ITEM 8. [RESERVED]

ITEM 9. CONTROLS AND PROCEDURES.

(a) The registrant's principal executive officer and principal financial officer have concluded that the registrant's Disclosure Controls and Procedures are effective, based on our evaluation of such Disclosure Controls and Procedures as of a date within 90 days of the filing of this report on Form N-CSR.

(b) There were no significant changes in the registrant's internal controls or in other factors that could significantly affect these controls subsequent to the date of our evaluation.

ITEM 10. EXHIBITS.

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File the exhibits listed below as part of this Form. Letter or number the exhibits in the sequence indicated.

(a) Any code of ethics, or amendment thereto, that is the subject of the disclosure required by Item 2, to the extent that the registrant intends to satisfy the Item 2 requirements through filing of an exhibit: Not applicable.

(b) A separate certification for each principal executive officer and principal financial officer of the registrant as required by Rule 30a-2 under the Act (17 CFR 270.30a-2) in the exact form set forth below: Ex-99.CERT Attached hereto.

(c) A separate certification for each principal executive officer and principal financial officer of the registrant as required by Section 906 of the Sarbanes-Oxley Act of 2002. Ex-99.906 CERT attached hereto.

SIGNATURES

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

(Registrant) Nuveen Georgia Dividend Advantage Municipal Fund 2  
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By (Signature and Title)\* /s/ Jessica R. Droeger  
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Jessica R. Droeger  
Vice President and Secretary

Date August 1, 2003  
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Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

By (Signature and Title)\* /s/ Gifford R. Zimmerman  
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Gifford R. Zimmerman  
Chief Administrative Officer  
(Principal Executive Officer)

Date August 1, 2003  
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By (Signature and Title)\* /s/ Stephen D. Foy  
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Stephen D. Foy  
Vice President and Controller  
(Principal Financial Officer)

Date August 1, 2003  
-----

\* Print the name and title of each signing officer under his or her signature.

