

Edgar Filing: Eaton Vance Floating-Rate Income Trust - Form N-Q

Eaton Vance Floating-Rate Income Trust
Form N-Q
October 29, 2009

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

Form N-Q

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

811-21574

Investment Company Act File Number

Eaton Vance Floating Rate Income Trust

(Exact Name of Registrant as Specified in Charter)

Two International Place, Boston, Massachusetts 02110

(Address of Principal Executive Offices)

Maureen A. Gemma

Two International Place, Boston, Massachusetts 02110

(Name and Address of Agent for Services)

(617) 482-8260

(Registrant's Telephone Number, Including Area Code)

May 31

Date of Fiscal Year End

August 31, 2009

Date of Reporting Period

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Item 1. Schedule of Investments

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Borrower/Tranche Description	Value
Aerospace and Defense 2.9%	
AWAS Capital, Inc.	
1,820 Term Loan - Second Lien, 6.63%, Maturing March 22, 2013	\$ 850,812
CACI International, Inc.	
1,781 Term Loan, 1.90%, Maturing May 3, 2011	1,749,630
DAE Aviation Holdings, Inc.	
451 Term Loan, 4.24%, Maturing July 31, 2014	377,505
460 Term Loan, 4.24%, Maturing July 31, 2014	384,894
Evergreen International Aviation	
1,457 Term Loan, 11.50%, Maturing October 31, 2011	1,058,433
Hawker Beechcraft Acquisition	
4,464 Term Loan, 2.37%, Maturing March 26, 2014	3,359,148
263 Term Loan, 2.60%, Maturing March 26, 2014	198,258
Hexcel Corp.	
494 Term Loan, 6.50%, Maturing May 21, 2014	496,219
IAP Worldwide Services, Inc.	
975 Term Loan, 9.25%, Maturing December 30, 2012 ⁽²⁾	723,038
Spirit AeroSystems, Inc.	
1,266 Term Loan, 2.26%, Maturing December 31, 2011	1,231,193
TransDigm, Inc.	
1,800 Term Loan, 2.40%, Maturing June 23, 2013	1,749,375
Vought Aircraft Industries, Inc.	
552 Term Loan, 7.50%, Maturing December 17, 2011	549,088
324 Term Loan, 7.50%, Maturing December 22, 2011	321,545
Wesco Aircraft Hardware Corp.	
1,264 Term Loan, 2.52%, Maturing September 29, 2013	1,166,270
	\$ 14,215,408
Air Transport 1.3%	
Delta Air Lines, Inc.	
750 Term Loan, 2.20%, Maturing April 30, 2012	\$ 633,750
1,323 Term Loan - Second Lien, 3.53%, Maturing April 30, 2014	1,022,018
Northwest Airlines, Inc.	
5,155 DIP Loan, 2.28%, Maturing December 31, 2010	4,942,431
	\$ 6,598,199
Automotive 5.4%	

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	Accuride Corp.	
1,797	Term Loan, 3.00%, Maturing January 31, 2012	\$ 1,671,408
	Adesa, Inc.	
3,903	Term Loan, 2.52%, Maturing October 18, 2013	3,679,943
	Allison Transmission, Inc.	
1,895	Term Loan, 3.03%, Maturing September 30, 2014	1,628,145
	CSA Acquisition Corp.	
257	Term Loan, 3.13%, Maturing December 23, 2011	209,445
643	Term Loan, 3.13%, Maturing December 23, 2011	523,183
483	Term Loan, 3.13%, Maturing December 23, 2012	386,402
	Dayco Products, LLC	
1,921	Term Loan, 0.00%, Maturing June 21, 2011 ⁽³⁾	822,614
	Delphi Corp.	
1,361	DIP Loan, 0.00%, Maturing September 30, 2009 ⁽³⁾	760,998
139	DIP Loan, 10.50%, Maturing September 30, 2009	77,502
	Federal-Mogul Corp.	
1,656	Term Loan, 2.22%, Maturing December 27, 2014	1,262,550
2,269	Term Loan, 2.22%, Maturing December 27, 2015	1,730,406

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Principal Amount* (000 \$ omitted)	Borrower/Tranche Description	Value
	Ford Motor Co.	
2,420	Term Loan, 3.50%, Maturing December 15, 2013	\$ 2,112,762
	Goodyear Tire & Rubber Co.	
5,675	Term Loan - Second Lien, 2.02%, Maturing April 30, 2010	5,260,725
	HLI Operating Co., Inc.	
425	DIP Loan, 26.00%, Maturing November 30, 2009 ⁽²⁾	407,952
EUR 87	Term Loan, 3.56%, Maturing May 30, 2014	9,384
EUR 1,482	Term Loan, 8.49%, Maturing May 30, 2014	159,395
	Keystone Automotive Operations, Inc.	
1,421	Term Loan, 3.77%, Maturing January 12, 2012	788,907
	LKQ Corp.	
1,115	Term Loan, 2.53%, Maturing October 12, 2014	1,092,330
	TriMas Corp.	
263	Term Loan, 2.62%, Maturing August 2, 2011	237,562
2,094	Term Loan, 2.65%, Maturing August 2, 2013	1,894,643
	TRW Automotive, Inc.	
916	Term Loan, 6.31%, Maturing February 2, 2014	915,880
	United Components, Inc.	
1,180	Term Loan, 2.72%, Maturing June 30, 2010	1,076,998
		\$ 26,709,134
	Beverage and Tobacco 0.5%	
	Culligan International Co.	
EUR 1,075	Term Loan - Second Lien, 5.28%, Maturing May 31, 2013	\$ 423,808
	Southern Wine & Spirits of America, Inc.	
1,237	Term Loan, 2.10%, Maturing May 31, 2012	1,203,305
	Van Houtte, Inc.	
118	Term Loan, 3.09%, Maturing July 11, 2014	111,766
863	Term Loan, 3.09%, Maturing July 11, 2014	819,615
		\$ 2,558,494
	Building and Development 2.7%	
	Beacon Sales Acquisition, Inc.	
1,214	Term Loan, 2.56%, Maturing September 30, 2013	\$ 1,153,716
	Brickman Group Holdings, Inc.	
767	Term Loan, 2.34%, Maturing January 23, 2014	717,203
	Epco/Fantome, LLC	
1,496	Term Loan, 2.89%, Maturing November 23, 2010	1,144,440
	Forestar USA Real Estate Group, Inc.	
1,700	Revolving Loan, 3.76%, Maturing December 1, 2010 ⁽⁴⁾	1,402,190
1,214	Term Loan, 5.11%, Maturing December 1, 2010	1,001,786
	Hovstone Holdings, LLC	
975	Term Loan, 5.50%, Maturing September 7, 2009 ⁽²⁾⁽⁵⁾	392,308

	LNR Property Corp.	
1,282	Term Loan, 3.78%, Maturing July 3, 2011	816,914
	Metroflag BP, LLC	
500	Term Loan - Second Lien, 0.00%, Maturing October 2, 2009 ⁽³⁾	5,250
	Mueller Water Products, Inc.	
1,406	Term Loan, 6.02%, Maturing May 24, 2014	1,335,866
	NCI Building Systems, Inc.	
373	Term Loan, 3.14%, Maturing June 18, 2010	321,818
	November 2005 Land Investors	
305	Term Loan, 0.00%, Maturing May 9, 2011 ⁽²⁾⁽³⁾	129,557
	Panolam Industries Holdings, Inc.	
1,039	Term Loan, 5.00%, Maturing September 30, 2012	852,165
	Re/Max International, Inc.	
725	Term Loan, 3.91%, Maturing December 17, 2012	703,385
2,455	Term Loan, 7.91%, Maturing December 17, 2012	2,381,408
	Realogy Corp.	
321	Term Loan, 3.26%, Maturing September 1, 2014	246,215
677	Term Loan, 3.28%, Maturing September 1, 2014	520,044

Table of Contents**Principal
Amount*****(000 s omitted)****Borrower/Tranche Description****Value**

1,644	South Edge, LLC Term Loan, 0.00%, Maturing October 31, 2009 ⁽³⁾	\$ 505,453
		\$ 13,629,718

Business Equipment and Services 12.4%

1,060	ACCO Brands Corp. Term Loan, 7.75%, Maturing August 17, 2012	\$ 992,675
1,716	Activant Solutions, Inc. Term Loan, 2.48%, Maturing May 1, 2013	1,578,952
946	Term Loan, 2.81%, Maturing May 1, 2013	870,080
1,345	Axiom Corp. Term Loan, 2.31%, Maturing September 15, 2012	1,311,131
893	Affiliated Computer Services Term Loan, 2.26%, Maturing March 20, 2013	877,004
2,594	Affinion Group, Inc. Term Loan, 2.76%, Maturing October 17, 2012	2,484,271
1,092	Allied Barton Security Service Term Loan, 6.75%, Maturing February 21, 2015	1,101,933
3,821	Education Management, LLC Term Loan, 2.38%, Maturing June 1, 2013	3,670,889
274	Info USA, Inc. Term Loan, 2.60%, Maturing February 14, 2012	261,592
1,000	Intergraph Corp. Term Loan - Second Lien, 6.30%, Maturing November 29, 2014	937,500
2,508	iPayment, Inc. Term Loan, 2.46%, Maturing May 10, 2013	2,093,949
1,184	Kronos, Inc. Term Loan, 2.60%, Maturing June 11, 2014	1,104,400
3,156	Language Line, Inc. Term Loan, 3.85%, Maturing June 11, 2011	3,061,174
985	Mitchell International, Inc. Term Loan, 2.63%, Maturing March 28, 2014	879,011
1,000	Term Loan - Second Lien, 5.88%, Maturing March 28, 2015	650,000
2,488	N.E.W. Holdings I, LLC Term Loan, 2.77%, Maturing May 22, 2014	2,335,258
2,201	Protection One, Inc. Term Loan, 2.53%, Maturing March 31, 2012	2,057,716
223	Quantum Corp. Term Loan, 4.10%, Maturing July 12, 2014	198,420
997	Quintiles Transnational Corp. Term Loan, 2.47%, Maturing March 31, 2013	942,142
1,875	Term Loan - Second Lien, 4.26%, Maturing March 31, 2014	1,781,250
7,377	Sabre, Inc. Term Loan, 2.65%, Maturing September 30, 2014	6,075,782

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		Serena Software, Inc.	
	997	Term Loan, 2.63%, Maturing March 10, 2013	929,333
		Sitel (Client Logic)	
	1,958	Term Loan, 5.96%, Maturing January 29, 2014	1,556,547
		Solera Holdings, LLC	
EUR	831	Term Loan, 3.06%, Maturing May 15, 2014	1,071,695
		SunGard Data Systems, Inc.	
	2,259	Term Loan, 2.03%, Maturing February 11, 2013	2,130,088
	7,312	Term Loan, 4.08%, Maturing February 28, 2016	7,094,405
		TDS Investor Corp.	
EUR	1,054	Term Loan, 3.62%, Maturing August 23, 2013	1,195,848
		Ticketmaster	
	1,950	Term Loan, 3.60%, Maturing July 22, 2014	1,862,250

Table of Contents**Principal
Amount***

(000 s omitted)	Borrower/Tranche Description	Value
	Travelport, LLC	
987	Term Loan, 2.76%, Maturing August 23, 2013	\$ 891,380
2,334	Term Loan, 2.88%, Maturing August 23, 2013	2,110,760
468	Term Loan, 3.10%, Maturing August 23, 2013	423,525
	Valassis Communications, Inc.	
338	Term Loan, 2.02%, Maturing March 2, 2014	321,601
1,464	Term Loan, 2.02%, Maturing March 2, 2014	1,392,639
	VWR International, Inc.	
2,192	Term Loan, 2.76%, Maturing June 28, 2013	2,037,394
	West Corp.	
3,697	Term Loan, 2.64%, Maturing October 24, 2013	3,525,782
		\$ 61,808,376
	Cable and Satellite Television 11.4%	
	Atlantic Broadband Finance, LLC	
2,306	Term Loan, 6.75%, Maturing June 8, 2013	\$ 2,317,868
86	Term Loan, 2.85%, Maturing September 1, 2013	85,231
	Bragg Communications, Inc.	
2,083	Term Loan, 3.17%, Maturing August 31, 2014	2,038,626
	Bresnan Broadband Holdings, LLC	
549	Term Loan, 2.52%, Maturing March 29, 2014	529,766
1,325	Term Loan - Second Lien, 4.78%, Maturing March 29, 2014	1,238,875
	Cequel Communications, LLC	
2,480	Term Loan, 2.28%, Maturing November 5, 2013	2,353,503
4,364	Term Loan, 6.28%, Maturing May 5, 2014 ⁽²⁾	4,058,783
1,800	Term Loan - Second Lien, 4.78%, Maturing May 5, 2014	1,638,000
	Charter Communications Operating, Inc.	
6,681	Term Loan, 6.25%, Maturing April 28, 2013	6,225,759
	CSC Holdings, Inc.	
3,826	Term Loan, 2.02%, Maturing March 29, 2013	3,713,043
	CW Media Holdings, Inc.	
1,670	Term Loan, 3.85%, Maturing February 15, 2015	1,464,600
	Foxco Acquisition Sub., LLC	
649	Term Loan, 7.25%, Maturing July 2, 2015	540,044
	Insight Midwest Holdings, LLC	
3,999	Term Loan, 2.28%, Maturing April 6, 2014	3,844,399
	MCC Iowa, LLC	
544	Term Loan, 1.76%, Maturing March 31, 2010	539,672
3,861	Term Loan, 2.01%, Maturing January 31, 2015	3,626,475
	Mediacom Illinois, LLC	
3,996	Term Loan, 2.01%, Maturing January 31, 2015	3,737,619
1,000	Term Loan, 0.00%, Maturing March 31, 2017 ⁽³⁾⁽⁶⁾	1,002,500
	NTL Investment Holdings, Ltd.	
GBP 296	Term Loan, 3.89%, Maturing March 30, 2012	447,945

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GBP	1,055	Term Loan, 5.12%, Maturing September 3, 2012	1,595,953
		ProSiebenSat.1 Media AG	
EUR	410	Term Loan, 3.53%, Maturing March 2, 2015	342,979
EUR	140	Term Loan, 2.73%, Maturing June 26, 2015	161,281
EUR	3,144	Term Loan, 2.73%, Maturing June 26, 2015	3,615,372
EUR	410	Term Loan, 3.78%, Maturing March 2, 2016	342,979
EUR	413	Term Loan, 8.15%, Maturing March 2, 2017 ⁽²⁾	79,982
EUR	565	Term Loan - Second Lien, 4.90%, Maturing September 2, 2016	135,037
		UPC Broadband Holding B.V.	
	1,410	Term Loan, 2.03%, Maturing December 31, 2014	1,335,412
	765	Term Loan, 3.78%, Maturing December 31, 2016	741,387
EUR	2,614	Term Loan, 4.29%, Maturing December 31, 2016	3,434,466
EUR	2,886	Term Loan, 4.54%, Maturing December 31, 2017	3,802,567
		Virgin Media Investment Holdings, Ltd.	
GBP	262	Term Loan, 5.31%, Maturing March 30, 2012	396,446

Table of Contents**Principal
Amount***

(000 \$ omitted)		Borrower/Tranche Description	Value
YPSO Holding SA			
EUR	209	Term Loan, 2.99%, Maturing July 28, 2014	\$ 234,728
EUR	249	Term Loan, 2.99%, Maturing July 28, 2014	280,025
EUR	542	Term Loan, 2.99%, Maturing July 28, 2014	608,233
			\$ 56,509,555

Chemicals and Plastics 7.3%

Ashland, Inc.			
	844	Term Loan, 7.65%, Maturing November 20, 2014	\$ 862,781
AZ Chem US, Inc.			
	500	Term Loan - Second Lien, 6.00%, Maturing February 28, 2014	397,500
Brenntag Holding GmbH and Co. KG			
	1,729	Term Loan, 2.27%, Maturing December 23, 2013	1,651,276
	422	Term Loan, 2.31%, Maturing December 23, 2013	403,181
	1,600	Term Loan - Second Lien, 4.27%, Maturing December 23, 2015	1,400,000
Celanese Holdings, LLC			
	4,594	Term Loan, 2.35%, Maturing April 2, 2014	4,404,020
First Chemical Holding			
EUR	965	Term Loan, 3.82%, Maturing December 18, 2015	816,450
Georgia Gulf Corp.			
	730	Term Loan, 9.02%, Maturing October 3, 2013	706,986
Hexion Specialty Chemicals, Inc.			
	490	Term Loan, 2.88%, Maturing May 5, 2012	352,800
	1,044	Term Loan, 2.88%, Maturing May 5, 2013	801,672
	4,805	Term Loan, 2.88%, Maturing May 5, 2013	3,690,456
Huntsman International, LLC			
	2,500	Term Loan, 2.01%, Maturing August 16, 2012	2,342,187
INEOS Group			
	2,493	Term Loan, 9.50%, Maturing December 14, 2013	1,916,761
	2,398	Term Loan, 10.00%, Maturing December 14, 2014	1,843,703
EUR	750	Term Loan - Second Lien, 7.71%, Maturing December 14, 2012	720,384
ISP Chemco, Inc.			
	2,940	Term Loan, 2.06%, Maturing June 4, 2014	2,784,180
Kranton Polymers, LLC			
	2,395	Term Loan, 2.63%, Maturing May 12, 2013	2,080,390
MacDermid, Inc.			
	546	Term Loan, 2.26%, Maturing April 12, 2014	459,328
EUR	726	Term Loan, 2.70%, Maturing April 12, 2014	774,548
Millenium Inorganic Chemicals			
	358	Term Loan, 2.85%, Maturing April 30, 2014	266,644
	1,075	Term Loan - Second Lien, 6.35%, Maturing October 31, 2014	731,000
Momentive Performance Material			
	1,804	Term Loan, 2.56%, Maturing December 4, 2013	1,473,063
Nalco Co.			

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	550	Term Loan, 6.50%, Maturing May 6, 2016	559,281
		Rockwood Specialties Group, Inc.	
	4,140	Term Loan, 6.00%, Maturing May 15, 2014	4,182,646
		Schoeller Arca Systems Holding	
EUR	72	Term Loan, 4.33%, Maturing November 16, 2015	56,977
EUR	206	Term Loan, 4.33%, Maturing November 16, 2015	162,451
EUR	222	Term Loan, 4.33%, Maturing November 16, 2015	174,813
			\$ 36,015,478
Clothing/Textiles	0.7%		
		Hanesbrands, Inc.	
	1,216	Term Loan, 5.24%, Maturing September 5, 2013	\$ 1,222,152
	950	Term Loan - Second Lien, 4.25%, Maturing March 5, 2014	912,475
		St. John Knits International, Inc.	
	568	Term Loan, 9.25%, Maturing March 23, 2012	425,697

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Principal Amount* (000 \$ omitted)	Borrower/Tranche Description	Value
	The William Carter Co.	
1,051	Term Loan, 1.79%, Maturing July 14, 2012	\$ 1,025,133
		\$ 3,585,457
Conglomerates	4.2%	
	Amsted Industries, Inc.	
1,872	Term Loan, 2.53%, Maturing October 15, 2010	\$ 1,754,597
	Blount, Inc.	
249	Term Loan, 2.03%, Maturing August 9, 2010	235,813
	Doncasters (Dunde HoldCo 4 Ltd.)	
473	Term Loan, 2.77%, Maturing July 13, 2015	338,218
473	Term Loan, 3.27%, Maturing July 13, 2015	338,218
GBP	550 Term Loan - Second Lien, 5.05%, Maturing January 13, 2016	440,971
	GenTek, Inc.	
555	Term Loan, 2.54%, Maturing February 25, 2011	518,723
	Jarden Corp.	
774	Term Loan, 2.35%, Maturing January 24, 2012	756,232
1,961	Term Loan, 2.35%, Maturing January 24, 2012	1,916,094
816	Term Loan, 3.10%, Maturing January 24, 2012	808,400
	Johnson Diversey, Inc.	
1,793	Term Loan, 2.48%, Maturing December 16, 2011	1,759,712
	Manitowoc Company, Inc. (The)	
1,892	Term Loan, 7.50%, Maturing August 21, 2014	1,725,273
	Polymer Group, Inc.	
2,553	Term Loan, 2.85%, Maturing November 22, 2012	2,448,159
	RBS Global, Inc.	
341	Term Loan, 2.56%, Maturing July 19, 2013	310,822
3,425	Term Loan, 2.96%, Maturing July 19, 2013	3,165,272
	RGIS Holdings, LLC	
2,846	Term Loan, 3.04%, Maturing April 30, 2014	2,479,381
142	Term Loan, 3.10%, Maturing April 30, 2014	123,969
	US Investigations Services, Inc.	
1,000	Term Loan, 3.36%, Maturing February 21, 2015	932,000
	Vertrue, Inc.	
919	Term Loan, 3.60%, Maturing August 16, 2014	735,168
		\$ 20,787,022
Containers and Glass Products	4.0%	
	Berry Plastics Corp.	
1,895	Term Loan, 2.27%, Maturing April 3, 2015	\$ 1,614,016
	Consolidated Container Co.	
1,000	Term Loan - Second Lien, 5.76%, Maturing September 28, 2014	797,500
	Crown Americas, Inc.	

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679	Term Loan, 2.02%, Maturing November 15, 2012	673,342
	Graham Packaging Holdings Co.	
1,325	Term Loan, 2.56%, Maturing October 7, 2011	1,294,892
3,249	Term Loan, 6.75%, Maturing April 5, 2014	3,256,306
	Graphic Packaging International, Inc.	
2,568	Term Loan, 2.53%, Maturing May 16, 2014	2,486,887
478	Term Loan, 3.27%, Maturing May 16, 2014	468,301
	JSG Acquisitions	
2,055	Term Loan, 3.92%, Maturing December 31, 2013	1,969,717
2,055	Term Loan, 4.17%, Maturing December 13, 2014	1,969,718
	Owens-Brockway Glass Container	
1,724	Term Loan, 1.77%, Maturing June 14, 2013	1,691,903
	Smurfit-Stone Container Corp.	
1,621	Revolving Loan, 2.84%, Maturing July 28, 2010	1,552,346
538	Revolving Loan, 3.05%, Maturing July 28, 2010	514,866
211	Term Loan, 2.57%, Maturing November 1, 2011	201,718
370	Term Loan, 2.57%, Maturing November 1, 2011	354,127

Table of Contents**Principal
Amount***

(000 s omitted)	Borrower/Tranche Description	Value
698	Term Loan, 2.57%, Maturing November 1, 2011	\$ 667,180
325	Term Loan, 4.50%, Maturing November 1, 2011	311,176
		\$ 19,823,995
Cosmetics/Toiletries	0.7%	
	American Safety Razor Co.	
489	Term Loan, 2.71%, Maturing July 31, 2013	\$ 457,480
1,050	Term Loan - Second Lien, 6.52%, Maturing July 31, 2014	824,250
	KIK Custom Products, Inc.	
1,075	Term Loan - Second Lien, 5.26%, Maturing November 30, 2014	510,625
	Prestige Brands, Inc.	
1,583	Term Loan, 2.51%, Maturing April 7, 2011	1,559,272
		\$ 3,351,627
Drugs	0.8%	
	Graceway Pharmaceuticals, LLC	
1,765	Term Loan, 3.01%, Maturing May 3, 2012	\$ 1,429,351
275	Term Loan, 8.51%, Maturing November 3, 2013	68,750
1,000	Term Loan - Second Lien, 6.76%, Maturing May 3, 2013	413,750
	Pharmaceutical Holdings Corp.	
378	Term Loan, 3.54%, Maturing January 30, 2012	355,362
	Warner Chilcott Corp.	
498	Term Loan, 2.26%, Maturing January 18, 2012	496,529
1,419	Term Loan, 2.45%, Maturing January 18, 2012	1,415,789
		\$ 4,179,531
Ecological Services and Equipment	1.0%	
	Blue Waste B.V. (AVR Acquisition)	
EUR 1,000	Term Loan, 2.78%, Maturing April 1, 2015	\$ 1,309,951
	Cory Environmental Holdings	
GBP 500	Term Loan - Second Lien, 5.49%, Maturing September 30, 2014	508,735
	Kemble Water Structure, Ltd.	
GBP 1,500	Term Loan - Second Lien, 5.63%, Maturing October 13, 2013	1,599,462
	Sensus Metering Systems, Inc.	
1,705	Term Loan, 7.00%, Maturing June 3, 2013	1,713,940
		\$ 5,132,088
Electronics/Electrical	4.6%	
	Aspect Software, Inc.	
1,033	Term Loan, 3.31%, Maturing July 11, 2011	\$ 937,513
2,000	Term Loan - Second Lien, 7.31%, Maturing July 11, 2013	1,245,000

FCI International S.A.S.		
231	Term Loan, 3.41%, Maturing November 1, 2013	164,132
231	Term Loan, 3.41%, Maturing November 1, 2013	164,132
240	Term Loan, 3.41%, Maturing November 1, 2013	170,488
240	Term Loan, 3.41%, Maturing November 1, 2013	170,488
Freescale Semiconductor, Inc.		
2,992	Term Loan, 2.03%, Maturing December 1, 2013	2,253,090
Infor Enterprise Solutions Holdings		
1,481	Term Loan, 3.02%, Maturing July 28, 2012	1,260,176
1,660	Term Loan, 4.02%, Maturing July 28, 2012	1,402,756
3,182	Term Loan, 4.02%, Maturing July 28, 2012	2,688,616
500	Term Loan, 5.76%, Maturing March 2, 2014	278,281
183	Term Loan - Second Lien, 6.51%, Maturing March 2, 2014	105,417
317	Term Loan - Second Lien, 6.51%, Maturing March 2, 2014	178,917
Network Solutions, LLC		
713	Term Loan, 2.83%, Maturing March 7, 2014	623,854
Open Solutions, Inc.		
2,912	Term Loan, 2.63%, Maturing January 23, 2014	2,449,837
Sensata Technologies Finance Co.		
3,796	Term Loan, 2.25%, Maturing April 27, 2013	3,128,269

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Amount***

(000 s omitted)	Borrower/Tranche Description	Value
	Spectrum Brands, Inc.	
114	Term Loan, 2.58%, Maturing March 30, 2013	\$ 106,709
2,702	Term Loan, 6.25%, Maturing March 30, 2013	2,536,512
	SS&C Technologies, Inc.	
721	Term Loan, 2.48%, Maturing November 23, 2012	691,965
	VeriFone, Inc.	
774	Term Loan, 3.02%, Maturing October 31, 2013	738,692
	Vertafore, Inc.	
1,446	Term Loan, 2.89%, Maturing January 31, 2012	1,377,220
		\$ 22,672,064
	Equipment Leasing 0.6%	
	Hertz Corp.	
2,427	Term Loan, 2.03%, Maturing December 21, 2012	\$ 2,316,398
444	Term Loan, 2.36%, Maturing December 21, 2012	424,127
		\$ 2,740,525
	Farming/Agriculture 0.2%	
	Central Garden & Pet Co.	
1,170	Term Loan, 1.77%, Maturing February 28, 2014	\$ 1,107,957
		\$ 1,107,957
	Financial Intermediaries 2.2%	
	Citco III, Ltd.	
3,153	Term Loan, 2.85%, Maturing June 30, 2014	\$ 2,711,675
	Grosvenor Capital Management	
1,460	Term Loan, 2.28%, Maturing December 5, 2013	1,313,895
	Jupiter Asset Management Group	
GBP 447	Term Loan, 2.76%, Maturing June 30, 2015	602,183
	LPL Holdings, Inc.	
4,388	Term Loan, 2.17%, Maturing December 18, 2014	4,076,823
	Nuveen Investments, Inc.	
1,578	Term Loan, 3.39%, Maturing November 2, 2014	1,289,847
	Oxford Acquisition III, Ltd.	
898	Term Loan, 2.50%, Maturing May 24, 2014	539,059
	RJO Holdings Corp. (RJ O Brien)	
974	Term Loan, 3.28%, Maturing July 31, 2014	464,088
		\$ 10,997,570
	Food Products 4.2%	
	Acosta, Inc.	

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	3,251	Term Loan, 2.54%, Maturing July 28, 2013	\$	3,100,950
		Advantage Sales & Marketing, Inc.		
	1,803	Term Loan, 2.28%, Maturing March 29, 2013		1,727,486
		Dean Foods Co.		
	3,756	Term Loan, 1.97%, Maturing April 2, 2014		3,606,313
		Dole Food Company, Inc.		
	164	Term Loan, 7.37%, Maturing April 12, 2013		165,923
	287	Term Loan, 8.00%, Maturing April 12, 2013		290,049
	1,069	Term Loan, 8.00%, Maturing April 12, 2013		1,080,749
		Michael Foods, Inc.		
	468	Term Loan, 6.50%, Maturing April 30, 2014		474,893
		Pinnacle Foods Finance, LLC		
	5,588	Term Loan, 3.03%, Maturing April 2, 2014		5,184,994
		Provimi Group SA		
	220	Term Loan, 2.51%, Maturing June 28, 2015		194,115
	270	Term Loan, 2.51%, Maturing June 28, 2015		238,882
EUR	284	Term Loan, 2.74%, Maturing June 28, 2015		359,938
EUR	470	Term Loan, 2.74%, Maturing June 28, 2015		595,298
EUR	490	Term Loan, 2.74%, Maturing June 28, 2015		620,309
EUR	632	Term Loan, 2.74%, Maturing June 28, 2015		799,919

Table of Contents**Principal
Amount***

(000 s omitted)	Borrower/Tranche Description	Value
EUR 29	Term Loan - Second Lien, 4.74%, Maturing June 28, 2015	\$ 20,800
EUR 837	Term Loan - Second Lien, 2.25%, Maturing December 28, 2016 ⁽⁴⁾	599,914
178	Term Loan - Second Lien, 4.54%, Maturing December 28, 2016	88,943
	Reddy Ice Group, Inc.	
2,190	Term Loan, 2.02%, Maturing August 9, 2012	1,883,400
		\$ 21,032,875

Food Service 3.2%

	AFC Enterprises, Inc.	
453	Term Loan, 7.00%, Maturing May 11, 2011	\$ 450,241
	Aramark Corp.	
5,622	Term Loan, 2.47%, Maturing January 26, 2014	5,280,053
357	Term Loan, 3.75%, Maturing January 26, 2014	335,654
GBP 1,219	Term Loan, 3.33%, Maturing January 27, 2014	1,855,101
	Buffets, Inc.	
983	Term Loan, 18.00%, Maturing April 30, 2012	1,002,373
118	Term Loan, 7.85%, Maturing November 1, 2013 ⁽²⁾	82,472
577	Term Loan - Second Lien, 19.12%, Maturing November 1, 2013 ⁽²⁾	403,575
	CBRL Group, Inc.	
1,841	Term Loan, 1.98%, Maturing April 27, 2013	1,772,328
	Denny s, Inc.	
136	Term Loan, 2.38%, Maturing March 31, 2012	130,240
428	Term Loan, 3.13%, Maturing March 31, 2012	410,616
	NPC International, Inc.	
387	Term Loan, 2.21%, Maturing May 3, 2013	360,953
	OSI Restaurant Partners, LLC	
155	Term Loan, 3.04%, Maturing May 9, 2013	123,394
1,774	Term Loan, 2.56%, Maturing May 9, 2014	1,416,332
	QCE Finance, LLC	
1,216	Term Loan, 2.88%, Maturing May 5, 2013	918,198
1,050	Term Loan - Second Lien, 6.35%, Maturing November 5, 2013	506,625
	Sagittarius Restaurants, LLC	
376	Term Loan, 10.25%, Maturing March 29, 2013	310,513
	Selecta	
EUR 741	Term Loan - Second Lien, 5.34%, Maturing December 28, 2015	302,855
		\$ 15,661,523

Food/Drug Retailers 3.9%

	General Nutrition Centers, Inc.	
4,193	Term Loan, 2.72%, Maturing September 16, 2013	\$ 3,883,480
	Iceland Foods Group, Ltd.	
GBP 347	Term Loan, 2.34%, Maturing May 2, 2014	558,399
GBP 1,625	Term Loan, 3.09%, Maturing May 2, 2015	2,615,660

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Pantry, Inc. (The)

250	Term Loan, 1.77%, Maturing May 15, 2014	235,141
868	Term Loan, 1.77%, Maturing May 15, 2014	816,741

Rite Aid Corp.

6,730	Term Loan, 2.03%, Maturing June 1, 2014	5,839,642
1,191	Term Loan, 6.00%, Maturing June 4, 2014	1,127,480
1,000	Term Loan, 9.50%, Maturing June 4, 2014	1,040,000

Roundy s Supermarkets, Inc.

3,089	Term Loan, 3.03%, Maturing November 3, 2011	3,021,080
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\$ 19,137,623

Forest Products 2.8%

Appleton Papers, Inc.

1,969	Term Loan, 6.50%, Maturing June 5, 2014	\$ 1,742,324
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Georgia-Pacific Corp.

1,084	Term Loan, 2.37%, Maturing December 20, 2012	1,052,378
5,933	Term Loan, 2.61%, Maturing December 20, 2012	5,761,429
1,561	Term Loan, 3.81%, Maturing December 23, 2014	1,558,117

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Principal Amount* (000 \$ omitted)	Borrower/Tranche Description	Value
	Newpage Corp.	
3,307	Term Loan, 4.06%, Maturing December 5, 2014	\$ 3,085,294
	Xerium Technologies, Inc.	
1,298	Term Loan, 6.10%, Maturing May 18, 2012	889,019
		\$ 14,088,561
Healthcare 15.2%		
	Accellent, Inc.	
2,292	Term Loan, 2.87%, Maturing November 22, 2012	\$ 2,086,063
	American Medical Systems	
935	Term Loan, 2.56%, Maturing July 20, 2012	907,389
	AMN Healthcare, Inc.	
204	Term Loan, 2.35%, Maturing November 2, 2011	192,977
	Biomet, Inc.	
2,955	Term Loan, 3.58%, Maturing December 26, 2014	2,848,723
	Bright Horizons Family Solutions, Inc.	
1,064	Term Loan, 7.50%, Maturing May 15, 2015	1,044,960
	Cardinal Health 409, Inc.	
2,401	Term Loan, 2.51%, Maturing April 10, 2014	2,103,876
	Carestream Health, Inc.	
3,287	Term Loan, 2.26%, Maturing April 30, 2013	3,062,230
500	Term Loan - Second Lien, 5.51%, Maturing October 30, 2013	356,979
	Carl Zeiss Vision Holding GmbH	
1,300	Term Loan, 2.76%, Maturing March 23, 2015	725,833
	Community Health Systems, Inc.	
470	Term Loan, 2.51%, Maturing July 25, 2014	438,707
9,203	Term Loan, 2.61%, Maturing July 25, 2014	8,596,935
	Concentra, Inc.	
727	Term Loan - Second Lien, 6.85%, Maturing June 25, 2015 ⁽²⁾	548,859
	ConMed Corp.	
506	Term Loan, 1.76%, Maturing April 13, 2013	470,890
	Convatec Cidron Healthcare	
EUR 746	Term Loan, 4.79%, Maturing July 30, 2016	1,043,103
	CRC Health Corp.	
532	Term Loan, 2.85%, Maturing February 6, 2013	439,065
535	Term Loan, 2.85%, Maturing February 6, 2013	441,272
	Dako EQT Project Delphi	
500	Term Loan - Second Lien, 4.35%, Maturing December 12, 2016	203,750
	DaVita, Inc.	
622	Term Loan, 1.86%, Maturing October 5, 2012	600,251
	DJO Finance, LLC	
887	Term Loan, 3.40%, Maturing May 15, 2014	854,734
	Fenwal, Inc.	
500	Term Loan - Second Lien, 5.62%, Maturing August 28, 2014	393,750

	Fresenius Medical Care Holdings	
2,852	Term Loan, 1.97%, Maturing March 31, 2013	2,764,374
	Hanger Orthopedic Group, Inc.	
800	Term Loan, 2.27%, Maturing May 30, 2013	754,121
	HCA, Inc.	
9,781	Term Loan, 2.85%, Maturing November 18, 2013	9,227,806
	Health Management Association, Inc.	
8,220	Term Loan, 2.35%, Maturing February 28, 2014	7,745,061
	HealthSouth Corp.	
2,852	Term Loan, 2.53%, Maturing March 10, 2013	2,772,564
	Iasis Healthcare, LLC	
154	Term Loan, 2.26%, Maturing March 14, 2014	146,013
572	Term Loan, 2.26%, Maturing March 14, 2014	542,074
1,652	Term Loan, 2.26%, Maturing March 14, 2014	1,566,437
	Ikarria Acquisition, Inc.	
545	Term Loan, 2.64%, Maturing March 28, 2013	497,570

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Principal Amount* (000 \$ omitted)	Borrower/Tranche Description	Value
	IM U.S. Holdings, LLC	
985	Term Loan, 2.40%, Maturing June 26, 2014	\$ 938,633
700	Term Loan - Second Lien, 4.51%, Maturing June 26, 2015	674,625
	Invacare Corp.	
428	Term Loan, 2.51%, Maturing February 12, 2013	409,331
	inVentiv Health, Inc.	
926	Term Loan, 2.35%, Maturing July 6, 2014	870,612
	LifePoint Hospitals, Inc.	
2,251	Term Loan, 2.02%, Maturing April 15, 2012	2,194,560
	MultiPlan Merger Corp.	
1,078	Term Loan, 2.81%, Maturing April 12, 2013	1,024,276
1,514	Term Loan, 2.81%, Maturing April 12, 2013	1,438,176
	Mylan, Inc.	
2,630	Term Loan, 3.81%, Maturing October 2, 2014	2,560,552
	National Mentor Holdings, Inc.	
69	Term Loan, 2.44%, Maturing June 29, 2013	60,711
1,122	Term Loan, 2.60%, Maturing June 29, 2013	992,712
	National Renal Institutes, Inc.	
913	Term Loan, 5.63%, Maturing March 31, 2013 ⁽²⁾	723,606
	Physiotherapy Associates, Inc.	
836	Term Loan, 7.50%, Maturing June 27, 2013	570,573
	RadNet Management, Inc.	
609	Term Loan, 4.57%, Maturing November 15, 2012	572,818
650	Term Loan, 9.64%, Maturing November 15, 2013	581,750
	ReAble Therapeutics Finance, LLC	
2,674	Term Loan, 2.46%, Maturing November 16, 2013	2,597,241
	Renal Advantage, Inc.	
1	Term Loan, 3.08%, Maturing October 5, 2012	860
	Select Medical Holdings Corp.	
3,263	Term Loan, 4.16%, Maturing August 5, 2014	3,100,143
	Sunrise Medical Holdings, Inc.	
429	Term Loan, 6.31%, Maturing May 13, 2010	246,708
	TZ Merger Sub., Inc. (TriZetto)	
748	Term Loan, 7.50%, Maturing July 24, 2015	742,505
	Vanguard Health Holding Co., LLC	
1,314	Term Loan, 2.51%, Maturing September 23, 2011	1,287,562
	Viant Holdings, Inc.	
578	Term Loan, 2.85%, Maturing June 25, 2014	566,077
		\$ 75,530,397
	Home Furnishings 1.5%	
	Hunter Fan Co.	
484	Term Loan, 2.78%, Maturing April 16, 2014	\$ 337,264
	Interline Brands, Inc.	

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584	Term Loan, 2.02%, Maturing June 23, 2013	535,740
1,041	Term Loan, 2.02%, Maturing June 23, 2013	955,075
	National Bedding Co., LLC	
1,472	Term Loan, 2.31%, Maturing August 31, 2011	1,337,383
2,050	Term Loan - Second Lien, 5.29%, Maturing August 31, 2012	1,394,000
	Simmons Co.	
3,108	Term Loan, 10.50%, Maturing December 19, 2011	3,045,631
1,090	Term Loan, 7.35%, Maturing February 15, 2012 ⁽²⁾	32,709
		\$ 7,637,802

Industrial Equipment 3.6%

	Brand Energy and Infrastructure Services, Inc.	
733	Term Loan, 2.61%, Maturing February 7, 2014	\$ 665,311
884	Term Loan, 3.68%, Maturing February 7, 2014	822,352

Table of Contents**Principal
Amount*****(000 s omitted)**

	Borrower/Tranche Description	Value
	CEVA Group PLC U.S.	
1,162	Term Loan, 3.26%, Maturing January 4, 2014	\$ 925,580
2,240	Term Loan, 3.26%, Maturing January 4, 2014	1,784,818
847	Term Loan, 3.60%, Maturing January 4, 2014	661,949
	EPD Holdings (Goodyear Engineering Products)	
151	Term Loan, 2.53%, Maturing July 13, 2014	106,862
1,053	Term Loan, 2.53%, Maturing July 13, 2014	746,134
850	Term Loan - Second Lien, 6.02%, Maturing July 13, 2015	384,625
	Generac Acquisition Corp.	
1,890	Term Loan, 2.78%, Maturing November 7, 2013	1,606,212
500	Term Loan - Second Lien, 6.28%, Maturing April 7, 2014	305,469
	Gleason Corp.	
146	Term Loan, 2.26%, Maturing June 30, 2013	137,185
634	Term Loan, 2.26%, Maturing June 30, 2013	595,949
	Jason, Inc.	
443	Term Loan, 5.35%, Maturing April 30, 2010	221,401
	John Maneely Co.	
2,863	Term Loan, 3.62%, Maturing December 8, 2013	2,275,961
	KION Group GmbH	
250	Term Loan, 2.51%, Maturing December 23, 2014	161,562
250	Term Loan, 2.76%, Maturing December 23, 2015	161,563
	Polypore, Inc.	
4,809	Term Loan, 2.53%, Maturing July 3, 2014	4,580,647
	Sequa Corp.	
794	Term Loan, 3.84%, Maturing November 30, 2014	684,128
	TFS Acquisition Corp.	
1,945	Term Loan, 5.10%, Maturing August 11, 2013	875,250
		\$ 17,702,958
Insurance 3.3%		
	Alliant Holdings I, Inc.	
840	Term Loan, 3.60%, Maturing August 21, 2014	\$ 781,050
	AmWINS Group, Inc.	
987	Term Loan, 2.98%, Maturing June 8, 2013	676,373
500	Term Loan - Second Lien, 6.11%, Maturing June 8, 2014	237,500
	Applied Systems, Inc.	
2,368	Term Loan, 2.76%, Maturing September 26, 2013	2,198,356
	CCC Information Services Group, Inc.	
1,624	Term Loan, 2.52%, Maturing February 10, 2013	1,563,219
	Conseco, Inc.	
3,823	Term Loan, 6.50%, Maturing October 10, 2013	2,943,911
	Crawford & Company	
1,341	Term Loan, 3.10%, Maturing October 31, 2013	1,202,981
	Crump Group, Inc.	

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997	Term Loan, 3.27%, Maturing August 4, 2014 Getty Images, Inc.	882,427
1,987	Term Loan, 6.25%, Maturing July 2, 2015 Hub International Holdings, Inc.	2,002,744
436	Term Loan, 2.76%, Maturing June 13, 2014	400,718
1,941	Term Loan, 2.76%, Maturing June 13, 2014 U.S.I. Holdings Corp.	1,783,273
1,887	Term Loan, 3.35%, Maturing May 4, 2014	1,660,120
		\$ 16,332,672

Leisure Goods/Activities/Movies 7.2%

	24 Hour Fitness Worldwide, Inc.	
820	Term Loan, 2.93%, Maturing June 8, 2012 AMC Entertainment, Inc.	\$ 721,296
4,014	Term Loan, 1.76%, Maturing January 26, 2013 AMF Bowling Worldwide, Inc.	3,833,814
1,200	Term Loan - Second Lien, 6.53%, Maturing December 8, 2013	630,000

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Amount***

(000 s omitted)	Borrower/Tranche Description	Value
	Bombardier Recreational Products	
2,028	Term Loan, 3.28%, Maturing June 28, 2013	\$ 1,386,541
	Butterfly Wendel US, Inc.	
304	Term Loan, 3.22%, Maturing June 22, 2013	188,311
304	Term Loan, 2.97%, Maturing June 22, 2014	188,372
	Carmike Cinemas, Inc.	
1,441	Term Loan, 4.49%, Maturing May 19, 2012	1,363,938
	Cedar Fair, L.P.	
410	Term Loan, 2.26%, Maturing August 30, 2012	395,889
1,487	Term Loan, 4.26%, Maturing February 17, 2014	1,450,275
	Cinemark, Inc.	
3,963	Term Loan, 2.09%, Maturing October 5, 2013	3,831,649
	Deluxe Entertainment Services	
1,081	Term Loan, 2.65%, Maturing January 28, 2011	973,041
62	Term Loan, 2.85%, Maturing January 28, 2011	55,807
109	Term Loan, 2.85%, Maturing January 28, 2011	98,455
	Easton-Bell Sports, Inc.	
1,245	Term Loan, 2.26%, Maturing March 16, 2012	1,173,645
	Fender Musical Instruments Corp.	
331	Term Loan, 2.54%, Maturing June 9, 2014	268,194
656	Term Loan, 2.85%, Maturing June 9, 2014	530,970
	Mega Blocks, Inc.	
1,752	Term Loan, 9.75%, Maturing July 26, 2012	735,840
	Metro-Goldwyn-Mayer Holdings, Inc.	
5,685	Term Loan, 3.51%, Maturing April 8, 2012	3,213,669
	National CineMedia, LLC	
2,850	Term Loan, 2.38%, Maturing February 13, 2015	2,685,413
	Regal Cinemas Corp.	
3,751	Term Loan, 4.35%, Maturing November 10, 2010	3,738,900
	Revolution Studios Distribution Co., LLC	
1,109	Term Loan, 4.02%, Maturing December 21, 2014	1,009,583
900	Term Loan - Second Lien, 7.27%, Maturing June 21, 2015	517,500
	Six Flags Theme Parks, Inc.	
1,449	Term Loan, 2.66%, Maturing April 30, 2015	1,410,844
	Southwest Sports Group, LLC	
2,000	Term Loan, 6.75%, Maturing December 22, 2010	1,660,000
	Universal City Development Partners, Ltd.	
1,925	Term Loan, 6.00%, Maturing June 9, 2011	1,893,665
	Zuffa, LLC	
1,977	Term Loan, 2.31%, Maturing June 20, 2016	1,789,597
		\$ 35,745,208

Lodging and Casinos 2.4%
Ameristar Casinos, Inc.

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1,182	Term Loan, 3.76%, Maturing November 10, 2012	\$ 1,174,737
	Harrah s Operating Co.	
442	Term Loan, 3.50%, Maturing January 28, 2015	358,292
867	Term Loan, 3.51%, Maturing January 28, 2015	701,870
	Isle of Capri Casinos, Inc.	
148	Term Loan, 2.01%, Maturing November 30, 2013	138,914
43	Term Loan, 2.35%, Maturing November 30, 2013	40,545
370	Term Loan, 2.35%, Maturing November 30, 2013	347,282
	LodgeNet Entertainment Corp.	
2,589	Term Loan, 2.59%, Maturing April 4, 2014	2,230,557
	New World Gaming Partners, Ltd.	
224	Term Loan, 3.10%, Maturing June 30, 2014	160,099
1,108	Term Loan, 3.10%, Maturing June 30, 2014	790,462
	Penn National Gaming, Inc.	
1,002	Term Loan, 2.03%, Maturing October 3, 2012	980,278

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Amount***

(000 s omitted)	Borrower/Tranche Description	Value
	Venetian Casino Resort/Las Vegas Sands, Inc.	
950	Term Loan, 2.09%, Maturing May 14, 2014	\$ 746,592
3,763	Term Loan, 2.09%, Maturing May 23, 2014	2,956,204
	VML US Finance, LLC	
225	Term Loan, 2.85%, Maturing May 25, 2012	206,972
523	Term Loan, 2.85%, Maturing May 25, 2013	481,704
	Wimar OpCo, LLC	
1,954	Term Loan, 0.00%, Maturing January 3, 2012 ⁽³⁾	542,341
		\$ 11,856,849
	Nonferrous Metals/Minerals 1.4%	
	Euramax International, Inc.	
343	Term Loan, 10.00%, Maturing June 29, 2013 ⁽²⁾	\$ 156,106
334	Term Loan, 14.00%, Maturing June 29, 2013 ⁽²⁾	143,500
	Murray Energy Corp.	
897	Term Loan, 6.94%, Maturing January 28, 2010	869,682
	Noranda Aluminum Acquisition	
1,258	Term Loan, 2.27%, Maturing May 18, 2014	930,976
	Novelis, Inc.	
697	Term Loan, 2.27%, Maturing June 28, 2014	636,801
1,533	Term Loan, 2.42%, Maturing June 28, 2014	1,400,989
	Oxbow Carbon and Mineral Holdings	
251	Term Loan, 2.26%, Maturing May 8, 2014	233,707
2,632	Term Loan, 2.40%, Maturing May 8, 2014	2,450,609
		\$ 6,822,370
	Oil and Gas 3.3%	
	Atlas Pipeline Partners, L.P.	
1,042	Term Loan, 6.75%, Maturing July 20, 2014	\$ 1,021,266
	Big West Oil, LLC	
358	Term Loan, 4.50%, Maturing May 1, 2014	334,231
451	Term Loan, 4.50%, Maturing May 1, 2014	420,176
	Dresser, Inc.	
1,577	Term Loan, 2.68%, Maturing May 4, 2014	1,479,796
1,000	Term Loan - Second Lien, 6.02%, Maturing May 4, 2015	843,125
	Dynegy Holdings, Inc.	
374	Term Loan, 4.02%, Maturing April 2, 2013	362,026
4,623	Term Loan, 4.02%, Maturing April 2, 2013	4,474,330
	Enterprise GP Holdings, L.P.	
1,312	Term Loan, 2.67%, Maturing October 31, 2014	1,287,155
	Hercules Offshore, Inc.	
2,000	Term Loan, 7.58%, Maturing July 6, 2013	1,850,000
	Niska Gas Storage	

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52	Term Loan, 2.02%, Maturing May 13, 2011	49,533
77	Term Loan, 2.02%, Maturing May 13, 2011	73,124
748	Term Loan, 2.02%, Maturing May 12, 2013	711,165
	Precision Drilling Corp.	
1,000	Term Loan, 4.28%, Maturing December 23, 2013	985,000
	Targa Resources, Inc.	
1,046	Term Loan, 2.26%, Maturing October 31, 2012	1,031,473
1,410	Term Loan, 2.60%, Maturing October 31, 2012	1,390,025
		\$ 16,312,425

Publishing 9.5%

	American Media Operations, Inc.	
3,461	Term Loan, 10.00%, Maturing January 31, 2013 ⁽²⁾	\$ 3,004,965
	Aster Zweite Beteiligungs GmbH	
850	Term Loan, 4.01%, Maturing September 27, 2013	631,833
	CanWest MediaWorks, Ltd.	
884	Term Loan, 4.75%, Maturing July 10, 2014	477,495

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Principal Amount* (000 \$ omitted)	Borrower/Tranche Description	Value
	Dex Media West, LLC	
823	Term Loan, 7.00%, Maturing October 24, 2014	\$ 702,086
	GateHouse Media Operating, Inc.	
1,525	Term Loan, 2.27%, Maturing August 28, 2014	413,275
650	Term Loan, 2.28%, Maturing August 28, 2014	176,150
750	Term Loan, 2.53%, Maturing August 28, 2014	203,250
	Idearc, Inc.	
7,774	Term Loan, 0.00%, Maturing November 17, 2014 ⁽³⁾	3,621,462
	Laureate Education, Inc.	
502	Term Loan, 3.75%, Maturing August 17, 2014	454,643
3,355	Term Loan, 3.75%, Maturing August 17, 2014	3,037,862
	Local Insight Regatta Holdings, Inc.	
1,803	Term Loan, 7.75%, Maturing April 23, 2015	1,316,400
	MediaNews Group, Inc.	
1,134	Term Loan, 6.76%, Maturing August 25, 2010	233,860
775	Term Loan, 6.76%, Maturing August 2, 2013	160,188
	Mediannuaire Holding	
EUR 680	Term Loan, 2.77%, Maturing October 10, 2014	643,794
EUR 680	Term Loan, 3.27%, Maturing October 10, 2015	643,794
	Merrill Communications, LLC	
5,113	Term Loan, 8.50%, Maturing December 24, 2012	3,783,718
	Nebraska Book Co., Inc.	
1,404	Term Loan, 9.25%, Maturing March 4, 2011	1,396,641
	Nelson Education, Ltd.	
491	Term Loan, 3.10%, Maturing July 5, 2014	393,000
	Nielsen Finance, LLC	
6,591	Term Loan, 2.28%, Maturing August 9, 2013	6,165,114
1,000	Term Loan, 4.03%, Maturing May 1, 2016	941,667
	Philadelphia Newspapers, LLC	
779	Term Loan, 0.00%, Maturing June 29, 2013 ⁽³⁾	168,758
	R.H. Donnelley Corp.	
1,780	Term Loan, 6.75%, Maturing June 30, 2010	1,469,809
	Reader's Digest Association, Inc. (The)	
2,000	DIP Loan, 9.17%, Maturing August 21, 2010 ⁽⁴⁾	2,061,250
8,030	Term Loan, 4.65%, Maturing March 2, 2014	3,228,101
	SGS International, Inc.	
701	Term Loan, 2.80%, Maturing December 30, 2011	662,875
	Source Interlink Companies, Inc.	
916	Term Loan, 10.75%, Maturing June 18, 2013	755,667
466	Term Loan, 15.00%, Maturing June 18, 2013 ⁽²⁾	83,961
	Source Media, Inc.	
1,184	Term Loan, 5.27%, Maturing November 8, 2011	846,703
	Trader Media Corp.	
GBP 1,507	Term Loan, 2.89%, Maturing March 23, 2015	1,907,353
	Tribune Co.	

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2,479	Term Loan, 0.00%, Maturing April 10, 2010 ⁽³⁾	1,031,968
1,990	Term Loan, 0.00%, Maturing May 17, 2014 ⁽³⁾	795,703
2,256	Term Loan, 0.00%, Maturing May 17, 2014 ⁽³⁾	956,118
	Xsys, Inc.	
1,933	Term Loan, 4.01%, Maturing September 27, 2013	1,436,610
1,963	Term Loan, 4.01%, Maturing September 27, 2014	1,459,301
	Yell Group, PLC	
2,900	Term Loan, 3.26%, Maturing February 10, 2013	1,992,541
		\$ 47,257,915

Radio and Television 5.5%

	Block Communications, Inc.	
917	Term Loan, 2.60%, Maturing December 22, 2011	\$ 797,573
	Citadel Broadcasting Corp.	
1,000	Term Loan, 2.34%, Maturing June 12, 2014	574,750

Table of Contents**Principal
Amount*****(000 s omitted)**

	Borrower/Tranche Description	Value
	CMP KC, LLC	
959	Term Loan, 6.25%, Maturing May 5, 2013 ⁽⁵⁾	\$ 275,143
	CMP Susquehanna Corp.	
2,715	Term Loan, 2.31%, Maturing May 5, 2013	1,710,684
	Discovery Communications, Inc.	
998	Term Loan, 5.25%, Maturing May 14, 2014	1,012,879
	Emmis Operating Co.	
852	Term Loan, 4.60%, Maturing November 2, 2013	587,038
	Gray Television, Inc.	
1,214	Term Loan, 3.78%, Maturing January 19, 2015	887,574
	HIT Entertainment, Inc.	
970	Term Loan, 2.73%, Maturing March 20, 2012	813,541
	Intelsat Corp.	
2,878	Term Loan, 2.78%, Maturing January 3, 2014	2,734,531
2,878	Term Loan, 2.78%, Maturing January 3, 2014	2,741,727
2,879	Term Loan, 2.78%, Maturing January 3, 2014	2,735,364
	Ion Media Networks, Inc.	
369	DIP Loan, 10.17%, Maturing May 29, 2010 ⁽⁴⁾	534,477
2,775	Term Loan, 0.00%, Maturing January 15, 2012 ⁽³⁾	527,250
	NEP II, Inc.	
684	Term Loan, 2.51%, Maturing February 16, 2014	641,475
	Nexstar Broadcasting, Inc.	
1,860	Term Loan, 2.24%, Maturing October 1, 2012	1,580,932
1,967	Term Loan, 2.35%, Maturing October 1, 2012	1,671,602
	NextMedia Operating, Inc.	
72	Term Loan, 8.25%, Maturing November 15, 2012	50,349
162	Term Loan, 8.25%, Maturing November 15, 2012	113,288
	Raycom TV Broadcasting, LLC	
1,125	Term Loan, 1.81%, Maturing June 25, 2014	843,750
	SFX Entertainment	
1,177	Term Loan, 3.71%, Maturing June 21, 2013	1,091,888
	Sirius Satellite Radio, Inc.	
491	Term Loan, 2.56%, Maturing December 19, 2012	450,722
	Spanish Broadcasting System, Inc.	
965	Term Loan, 2.35%, Maturing June 10, 2012	617,431
	Univision Communications, Inc.	
4,400	Term Loan, 2.51%, Maturing September 29, 2014	3,477,571
	Young Broadcasting, Inc.	
786	Term Loan, 0.00%, Maturing November 3, 2012 ⁽³⁾	397,170
973	Term Loan, 0.00%, Maturing November 3, 2012 ⁽³⁾	491,113
		\$ 27,359,822

Rail Industries 0.4%**Kansas City Southern Railway Co.**

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2,182	Term Loan, 2.25%, Maturing April 26, 2013	\$	2,040,637
		\$	2,040,637

Retailers (Except Food and Drug) 3.7%

	American Achievement Corp.		
742	Term Loan, 6.25%, Maturing March 25, 2011	\$	637,831
	Amscan Holdings, Inc.		
562	Term Loan, 2.88%, Maturing May 25, 2013		495,318
	Cumberland Farms, Inc.		
1,695	Term Loan, 2.42%, Maturing September 29, 2013		1,546,670
	Educate, Inc.		
500	Term Loan - Second Lien, 5.85%, Maturing June 14, 2014		417,500
	FTD, Inc.		
1,534	Term Loan, 6.75%, Maturing July 31, 2014		1,524,620
	Harbor Freight Tools USA, Inc.		
991	Term Loan, 9.75%, Maturing July 15, 2010		980,681

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Principal Amount* (000 s omitted)	Borrower/Tranche Description	Value
	Josten s Corp.	
2,103	Term Loan, 2.64%, Maturing October 4, 2011	\$ 2,013,358
	Mapco Express, Inc.	
374	Term Loan, 5.75%, Maturing April 28, 2011	341,435
	Orbitz Worldwide, Inc.	
2,279	Term Loan, 3.45%, Maturing July 25, 2014	1,905,218
	Oriental Trading Co., Inc.	
1,738	Term Loan, 9.75%, Maturing July 31, 2013	1,370,658
1,225	Term Loan - Second Lien, 6.26%, Maturing January 31, 2013	330,750
	Rent-A-Center, Inc.	
710	Term Loan, 2.03%, Maturing November 15, 2012	695,359
	Rover Acquisition Corp.	
2,389	Term Loan, 2.71%, Maturing October 26, 2013	2,300,665
	Savers, Inc.	
378	Term Loan, 3.03%, Maturing August 11, 2012	362,540
413	Term Loan, 3.03%, Maturing August 11, 2012	396,662
	Yankee Candle Company, Inc. (The)	
3,150	Term Loan, 2.27%, Maturing February 6, 2014	2,936,924
		\$ 18,256,189
	Steel 0.4%	
	Algoma Acquisition Corp.	
1,569	Term Loan, 2.77%, Maturing June 20, 2013	\$ 1,428,084
	Niagara Corp.	
1,127	Term Loan, 7.25%, Maturing June 29, 2014	507,150
		\$ 1,935,234
	Surface Transport 0.5%	
	Gainey Corp.	
1,288	Term Loan, 0.00%, Maturing April 20, 2012 ⁽³⁾	\$ 199,642
	Oshkosh Truck Corp.	
1,573	Term Loan, 6.63%, Maturing December 6, 2013	1,572,075
	Swift Transportation Co., Inc.	
1,113	Term Loan, 3.56%, Maturing May 10, 2014	888,738
		\$ 2,660,455
	Telecommunications 3.9%	
	Alaska Communications Systems Holdings, Inc.	
1,100	Term Loan, 2.35%, Maturing February 1, 2012	\$ 1,057,534
	Asurion Corp.	
3,175	Term Loan, 3.28%, Maturing July 13, 2012	3,043,453
1,000	Term Loan - Second Lien, 6.78%, Maturing January 13, 2013	911,667

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	Centennial Cellular Operating Co., LLC	
4,595	Term Loan, 2.57%, Maturing February 9, 2011	4,567,058
	CommScope, Inc.	
2,057	Term Loan, 3.10%, Maturing November 19, 2014	2,015,137
	Intelsat Subsidiary Holding Co.	
1,070	Term Loan, 2.78%, Maturing July 3, 2013	1,026,069
	IPC Systems, Inc.	
500	Term Loan - Second Lien, 5.56%, Maturing May 31, 2015	262,500
	Macquarie UK Broadcast Ventures, Ltd.	
GBP 828	Term Loan, 2.54%, Maturing December 26, 2014	1,133,887
	NTelos, Inc.	
1,500	Term Loan, 5.75%, Maturing August 13, 2015	1,502,812
	Palm, Inc.	
909	Term Loan, 3.77%, Maturing April 24, 2014	783,851
	Stratos Global Corp.	
1,093	Term Loan, 3.10%, Maturing February 13, 2012	1,059,968
	Trilogy International Partners	
950	Term Loan, 4.10%, Maturing June 29, 2012	755,250

Table of Contents**Principal
Amount*****(000 s omitted)****Borrower/Tranche Description****Value**

	Windstream Corp.	
1,384	Term Loan, 1.97%, Maturing July 17, 2013	\$ 1,345,189
		\$ 19,464,375

Utilities 4.1%

	AEI Finance Holding, LLC	
302	Term Loan, 3.26%, Maturing March 30, 2012	\$ 273,000
2,102	Term Loan, 3.60%, Maturing March 30, 2014	1,901,952
	Astoria Generating Co.	
1,000	Term Loan - Second Lien, 4.10%, Maturing August 23, 2013	905,625
	BRSP, LLC	
1,000	Term Loan, 7.50%, Maturing June 24, 2014	937,500
	Calpine Corp.	
3,992	DIP Loan, 3.48%, Maturing March 29, 2014	3,679,876
	Covanta Energy Corp.	
1,245	Term Loan, 1.81%, Maturing February 9, 2014	1,198,397
627	Term Loan, 2.20%, Maturing February 9, 2014	603,560
	Electricinvest Holding Co.	
GBP 480	Term Loan, 5.04%, Maturing October 24, 2012	513,391
EUR 477	Term Loan - Second Lien, 5.00%, Maturing October 24, 2012	449,254
	NRG Energy, Inc.	
2,130	Term Loan, 2.25%, Maturing June 1, 2014	2,016,746
2,471	Term Loan, 2.35%, Maturing June 1, 2014	2,340,422
	Pike Electric, Inc.	
1,136	Term Loan, 1.81%, Maturing July 1, 2012	1,073,934
309	Term Loan, 1.81%, Maturing December 10, 2012	291,544
	TXU Texas Competitive Electric Holdings Co., LLC	
1,474	Term Loan, 3.76%, Maturing October 10, 2014	1,120,878
3,862	Term Loan, 3.78%, Maturing October 10, 2014	2,945,388
		\$ 20,251,467

Total Senior Floating-Rate Interests**(identified cost \$805,755,634)****\$ 709,509,555****Corporate Bonds & Notes 8.6%****Principal
Amount*****(000 s omitted)****Security****Value****Aerospace and Defense 0.0%**

	Alion Science and Technologies Corp.		
155	10.25%, 2/1/15	\$	103,850
	Hawker Beechcraft Acquisition		
145	9.75%, 4/1/17		83,375
		\$	187,225
Automotive	0.1%		
	Allison Transmission, Inc.		
55	11.00%, 11/1/15 ⁽⁷⁾	\$	49,775
	Altra Industrial Motion, Inc.		
375	9.00%, 12/1/11		378,750
	Commercial Vehicle Group, Inc., Sr. Notes		
110	8.00%, 7/1/13		66,000
	Tenneco, Inc., Sr. Notes		
50	8.125%, 11/15/15		45,875
		\$	540,400
Broadcast Radio and Television	0.1%		
	Rainbow National Services, LLC, Sr. Sub. Debs.		
335	10.375%, 9/1/14 ⁽⁷⁾	\$	351,750

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Principal Amount*				Value
(000 s omitted)				
Security				
		Warner Music Group, Sr. Sub. Notes		
65		7.375%, 4/15/14	\$	58,988
		XM Satellite Radio Holdings, Inc., Sr. Notes		
235		13.00%, 8/1/13 ⁽⁷⁾		224,425
			\$	635,163
Building and Development 0.5%				
		Grohe Holding GmbH, Variable Rate		
EUR	2,000	3.871%, 1/15/14	\$	2,128,895
		Panoram Industries International, Sr. Sub. Notes		
	470	10.75%, 10/1/13 ⁽³⁾		21,150
		Texas Industries, Inc., Sr. Notes		
	135	7.25%, 7/15/13		126,900
			\$	2,276,945
Business Equipment and Services 0.7%				
		Affinion Group, Inc.		
	110	10.125%, 10/15/13	\$	109,863
	235	11.50%, 10/15/15		226,775
		Education Management, LLC, Sr. Notes		
	445	8.75%, 6/1/14		458,350
		Education Management, LLC, Sr. Sub. Notes		
	655	10.25%, 6/1/16		688,569
		MediMedia USA, Inc., Sr. Sub. Notes		
	180	11.375%, 11/15/14 ⁽⁷⁾		117,900
		Rental Service Corp.		
	310	9.50%, 12/1/14		279,000
		SunGard Data Systems, Inc., Sr. Notes		
	880	10.625%, 5/15/15 ⁽⁷⁾		913,000
		Ticketmaster Entertainment, Inc.		
	220	10.75%, 8/1/16		212,300
		West Corp.		
	375	9.50%, 10/15/14		347,812
			\$	3,353,569
Cable and Satellite Television 0.2%				
		CCO Holdings, LLC/CCO Capital Corp., Sr. Notes		
	380	8.75%, 11/15/13 ⁽³⁾	\$	385,700
		Charter Communications, Inc., Sr. Notes		
	30	8.375%, 4/30/14 ⁽³⁾⁽⁷⁾		30,525
	205	10.875%, 9/15/14 ⁽³⁾⁽⁷⁾		223,450
		Kabel Deutschland GmbH		

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220	10.625%, 7/1/14 National Cable PLC	230,725
40	8.75%, 4/15/14	40,800
		\$ 911,200

Chemicals and Plastics 0.2%

	CII Carbon, LLC	
195	11.125%, 11/15/15 ⁽⁷⁾	\$ 180,863
	INEOS Group Holdings PLC, Sr. Sub. Notes	
345	8.50%, 2/15/16 ⁽⁷⁾	160,425
	Nova Chemicals Corp., Sr. Notes, Variable Rate	
215	4.538%, 11/15/13	190,275
	Reichhold Industries, Inc., Sr. Notes	
500	9.00%, 8/15/14 ⁽⁷⁾	367,500
	Wellman Holdings, Inc., Sr. Sub. Notes	
150	5.00%, 1/29/19 ⁽²⁾⁽⁵⁾	43,786
		\$ 942,849

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Principal Amount* (000 s omitted)	Security	Value
Clothing/Textiles	0.2%	
	Levi Strauss & Co., Sr. Notes	
515	9.75%, 1/15/15	\$ 529,162
85	8.875%, 4/1/16	85,425
	Perry Ellis International, Inc., Sr. Sub. Notes	
400	8.875%, 9/15/13	354,000
		\$ 968,587
Conglomerates	0.1%	
	RBS Global & Rexnord Corp.	
180	9.50%, 8/1/14 ⁽⁷⁾	\$ 166,500
175	11.75%, 8/1/16	147,875
		\$ 314,375
Containers and Glass Products	0.4%	
	Berry Plastics Corp., Sr. Notes, Variable Rate	
1,000	5.881%, 2/15/15	\$ 907,500
	Intertape Polymer US, Inc., Sr. Sub. Notes	
865	8.50%, 8/1/14	588,200
	Pliant Corp.	
287	11.625%, 6/15/09 ⁽²⁾⁽¹¹⁾	214,984
	Smurfit-Stone Container Corp., Sr. Notes	
45	8.375%, 7/1/12 ⁽³⁾	28,462
350	8.00%, 3/15/17 ⁽³⁾	218,750
		\$ 1,957,896
Ecological Services and Equipment	0.1%	
	Waste Services, Inc., Sr. Sub. Notes	
570	9.50%, 4/15/14	\$ 567,150
		\$ 567,150
Electronics/Electrical	0.3%	
	Advanced Micro Devices, Inc., Sr. Notes	
230	7.75%, 11/1/12	\$ 191,475
	Amkor Technologies, Inc., Sr. Notes	
225	9.25%, 6/1/16	231,750
	Avago Technologies Finance	
195	10.125%, 12/1/13	204,750
240	11.875%, 12/1/15	258,600
	Ceridian Corp., Sr. Notes	
305	11.25%, 11/15/15	260,775

NXP BV/NXP Funding, LLC, Variable Rate

875 3.259%, 10/15/13 545,781

\$ 1,693,131

Equipment Leasing 0.0%

Hertz Corp.

120 8.875%, 1/1/14

\$ 115,500

95 10.50%, 1/1/16

94,050

\$ 209,550

Financial Intermediaries 0.1%

Ford Motor Credit Co., Sr. Notes

335 8.00%, 12/15/16

\$ 293,894

\$ 293,894

Table of Contents**Principal****Amount*****(000 s omitted)**

	Security	Value
Food Products	0.1%	
	ASG Consolidated, LLC/ASG Finance, Inc., Sr. Disc. Notes	
580	11.50%, 11/1/11	\$ 530,700
		\$ 530,700
Food Service	0.1%	
	El Pollo Loco, Inc.	
300	11.75%, 11/15/13	\$ 258,000
	NPC International, Inc., Sr. Sub. Notes	
360	9.50%, 5/1/14	343,800
		\$ 601,800
Food/Drug Retailers	0.2%	
	General Nutrition Center, Sr. Notes, Variable Rate	
755	6.404%, 3/15/14 ⁽²⁾	\$ 662,512
	General Nutrition Center, Sr. Sub. Notes	
430	10.75%, 3/15/15	408,500
		\$ 1,071,012
Forest Products	0.1%	
	Jefferson Smurfit Corp., Sr. Notes	
105	8.25%, 10/1/12 ⁽³⁾	\$ 66,413
85	7.50%, 6/1/13 ⁽³⁾	53,125
	NewPage Corp.	
610	10.00%, 5/1/12	333,975
190	12.00%, 5/1/13	61,275
	NewPage Corp., Variable Rate	
155	7.278%, 5/1/12	67,038
	Verso Paper Holdings, LLC/Verso Paper, Inc.	
255	11.375%, 8/1/16	116,662
		\$ 698,488
Healthcare	1.0%	
	Accellent, Inc.	
320	10.50%, 12/1/13	\$ 297,600
	AMR HoldCo, Inc./EmCare HoldCo, Inc., Sr. Sub. Notes	
355	10.00%, 2/15/15	372,750
	Biomet, Inc.	
725	11.625%, 10/15/17	770,313
	DJO Finance, LLC/DJO Finance Corp.	
220	10.875%, 11/15/14	212,300

	HCA, Inc.		
80	9.125%, 11/15/14		81,000
145	9.25%, 11/15/16		147,175
	MultiPlan, Inc., Sr. Sub. Notes		
540	10.375%, 4/15/16 ⁽⁷⁾		526,500
	National Mentor Holdings, Inc.		
330	11.25%, 7/1/14		304,425
	Res-Care, Inc., Sr. Notes		
220	7.75%, 10/15/13		210,100
	US Oncology, Inc.		
1,915	10.75%, 8/15/14		1,948,512
			\$ 4,870,675
Home Furnishings	0.0%		
	Interline Brands, Inc., Sr. Sub. Notes		
125	8.125%, 6/15/14	\$	124,063
		\$	124,063
Industrial Equipment	0.1%		
	Chart Industries, Inc., Sr. Sub. Notes		
215	9.125%, 10/15/15	\$	208,550

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Principal Amount* (000 s omitted)	Security	Value
	ESCO Corp., Sr. Notes	
160	8.625%, 12/15/13 ⁽⁷⁾	\$ 156,000
	ESCO Corp., Sr. Notes, Variable Rate	
160	4.504%, 12/15/13 ⁽⁷⁾	143,600
		\$ 508,150
Insurance 0.1%		
	Alliant Holdings I, Inc.	
115	11.00%, 5/1/15 ⁽⁷⁾	\$ 105,512
	HUB International Holdings, Inc.	
140	9.00%, 12/15/14 ⁽⁷⁾	126,875
	U.S.I. Holdings Corp., Sr. Notes, Variable Rate	
115	4.758%, 11/15/14 ⁽⁷⁾	89,413
		\$ 321,800
Leisure Goods/Activities/Movies 0.4%		
	AMC Entertainment, Inc.	
760	11.00%, 2/1/16	\$ 790,400
	Bombardier, Inc.	
145	8.00%, 11/15/14 ⁽⁷⁾	142,281
	HRP Myrtle Beach Operations, LLC/HRP Myrtle Beach Capital Corp., Variable Rate	
405	0.00%, 4/1/12 ⁽³⁾⁽⁷⁾	41
	Marquee Holdings, Inc., Sr. Disc. Notes	
475	9.505%, 8/15/14	398,406
	Royal Caribbean Cruises, Sr. Notes	
105	7.00%, 6/15/13	93,712
40	6.875%, 12/1/13	34,800
25	7.25%, 6/15/16	20,438
50	7.25%, 3/15/18	39,250
	Universal City Development Partners, Sr. Notes	
280	11.75%, 4/1/10	280,000
		\$ 1,799,328
Lodging and Casinos 0.7%		
	Buffalo Thunder Development Authority	
535	9.375%, 12/15/14 ⁽³⁾⁽⁷⁾	\$ 97,638
	CCM Merger, Inc.	
370	8.00%, 8/1/13 ⁽⁷⁾	301,550
	Chukchansi EDA, Sr. Notes, Variable Rate	
310	4.913%, 11/15/12 ⁽⁷⁾	229,400
	Fontainebleau Las Vegas Casino, LLC	

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525	10.25%, 6/15/15 ⁽³⁾⁽⁷⁾	21,000
	Galaxy Entertainment Finance	
320	9.875%, 12/15/12 ⁽⁷⁾	312,000
	Greektown Holdings, LLC, Sr. Notes	
110	10.75%, 12/1/13 ⁽³⁾⁽⁷⁾	24,200
	Host Hotels and Resorts, LP, Sr. Notes	
280	6.75%, 6/1/16	261,800
	Indianapolis Downs, LLC & Capital Corp., Sr. Notes	
115	11.00%, 11/1/12 ⁽⁷⁾	82,225
	Inn of the Mountain Gods, Sr. Notes	
565	12.00%, 11/15/10 ⁽³⁾	251,425
	Majestic HoldCo, LLC	
150	12.50%, 10/15/11 ⁽³⁾⁽⁷⁾	15
	MGM Mirage, Inc.	
20	7.50%, 6/1/16	14,400
	Mohegan Tribal Gaming Authority, Sr. Sub. Notes	
165	8.00%, 4/1/12	136,125
240	7.125%, 8/15/14	169,200
260	6.875%, 2/15/15	180,700

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Principal Amount* (000 s omitted)		Value
	Security	
	OED Corp./Diamond Jo, LLC	
125	8.75%, 4/15/12	\$ 130,312
	Park Place Entertainment	
405	7.875%, 3/15/10	392,850
	Pinnacle Entertainment, Inc., Sr. Sub. Notes	
70	7.50%, 6/15/15	61,250
	Pokagon Gaming Authority, Sr. Notes	
112	10.375%, 6/15/14 ⁽⁷⁾	113,680
	San Pasqual Casino	
125	8.00%, 9/15/13 ⁽⁷⁾	118,750
	Seminole Hard Rock Entertainment, Variable Rate	
195	3.129%, 3/15/14 ⁽⁷⁾	149,175
	Tunica-Biloxi Gaming Authority, Sr. Notes	
345	9.00%, 11/15/15 ⁽⁷⁾	308,775
	Waterford Gaming, LLC, Sr. Notes	
310	8.625%, 9/15/14 ⁽⁷⁾	265,829
		\$ 3,622,299
	Nonferrous Metals/Minerals 0.2%	
	FMG Finance PTY, Ltd.	
785	10.625%, 9/1/16 ⁽⁷⁾	\$ 847,800
		\$ 847,800
	Oil and Gas 0.7%	
	Allis-Chalmers Energy, Inc., Sr. Notes	
370	9.00%, 1/15/14	\$ 279,350
	Clayton Williams Energy, Inc.	
205	7.75%, 8/1/13	156,825
	Compton Pet Finance Corp.	
410	7.625%, 12/1/13	284,950
	Denbury Resources, Inc., Sr. Sub. Notes	
55	7.50%, 12/15/15	53,900
	El Paso Corp., Sr. Notes	
245	9.625%, 5/15/12	255,788
	Forbes Energy Services, Sr. Notes	
350	11.00%, 2/15/15	252,000
	OPTI Canada, Inc., Sr. Notes	
110	7.875%, 12/15/14	70,950
195	8.25%, 12/15/14	127,725
	Petrohawk Energy Corp., Sr. Notes	
335	9.125%, 7/15/13	341,700
	Petroleum Development Corp., Sr. Notes	
135	12.00%, 2/15/18	126,225

	Petroplus Finance, Ltd.		
510	7.00%, 5/1/17 ⁽⁷⁾		448,800
	Quicksilver Resources, Inc.		
320	7.125%, 4/1/16		267,200
	Sandridge Energy, Inc., Sr. Notes		
260	8.00%, 6/1/18 ⁽⁷⁾		236,600
	SemGroup, L.P., Sr. Notes		
605	8.75%, 11/15/15 ⁽³⁾⁽⁷⁾		39,325
	SESI, LLC, Sr. Notes		
65	6.875%, 6/1/14		62,075
	Stewart & Stevenson, LLC, Sr. Notes		
380	10.00%, 7/15/14		336,300
			\$ 3,339,713
Publishing 0.4%			
	Dex Media West/Finance, Series B		
90	9.875%, 8/15/13 ⁽³⁾		\$ 19,125

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Amount***

(000 s omitted)	Security	Value
	Harland Clarke Holdings	
40	9.50%, 5/15/15	\$ 34,200
	Laureate Education, Inc.	
100	10.00%, 8/15/15 ⁽⁷⁾	90,750
1,179	10.25%, 8/15/15 ⁽²⁾⁽⁷⁾	1,004,569
	Local Insight Regatta Holdings, Inc.	
100	11.00%, 12/1/17	38,500
	Nielsen Finance, LLC	
585	10.00%, 8/1/14	555,750
80	12.50%, (0.00% until 2011), 8/1/16	56,400
	Reader s Digest Association, Inc. (The), Sr. Sub. Notes	
505	9.00%, 2/15/17 ⁽³⁾	13,256
		\$ 1,812,550
Rail Industries	0.1%	
	American Railcar Industry, Sr. Notes	
195	7.50%, 3/1/14	\$ 181,838
	Kansas City Southern Mexico, Sr. Notes	
315	7.625%, 12/1/13	286,650
100	7.375%, 6/1/14	89,000
220	8.00%, 6/1/15	218,900
		\$ 776,388
Retailers (Except Food and Drug)	0.6%	
	Amscan Holdings, Inc., Sr. Sub. Notes	
455	8.75%, 5/1/14	\$ 414,050
	Neiman Marcus Group, Inc.	
841	9.00%, 10/15/15	630,715
1,020	10.375%, 10/15/15	765,000
	Sally Holdings, LLC, Sr. Notes	
530	10.50%, 11/15/16	552,525
	Yankee Acquisition Corp., Series B	
465	8.50%, 2/15/15	423,150
		\$ 2,785,440
Steel	0.0%	
	RathGibson, Inc., Sr. Notes	
495	11.25%, 2/15/14 ⁽³⁾	\$ 180,675
		\$ 180,675
Surface Transport	0.0%	

	CEVA Group, PLC, Sr. Notes		
230	10.00%, 9/1/14 ⁽⁷⁾	\$	199,238
		\$	199,238
Telecommunications 0.6%			
	Digicel Group, Ltd., Sr. Notes		
310	9.25%, 9/1/12 ⁽⁷⁾	\$	310,775
989	9.125%, 1/15/15 ⁽⁷⁾		890,100
	Intelsat Bermuda, Ltd.		
815	11.25%, 6/15/16		853,712
	Qwest Corp., Sr. Notes, Variable Rate		
1,025	3.879%, 6/15/13		953,250
		\$	3,007,837
Utilities 0.2%			
	AES Corp.		
55	8.00%, 10/15/17	\$	52,937
	Edison Mission Energy, Sr. Notes		
25	7.50%, 6/15/13		22,375
	NGC Corp.		
430	7.625%, 10/15/26		268,750

Table of Contents**Principal
Amount***

(000 s omitted)	Security	Value
	NRG Energy, Inc.	
175	7.25%, 2/1/14	\$ 170,625
390	7.375%, 1/15/17	372,450
	Reliant Energy, Inc., Sr. Notes	
20	7.625%, 6/15/14	18,400
		\$ 905,537

**Total Corporate Bonds & Notes
(identified cost \$50,716,062)****\$ 42,855,427****Asset-Backed Securities 0.2%****Principal
Amount**

(000 s omitted)	Security	Value
\$ 558	Alzette European CLO SA, Series 2004-1A, Class E2, 7.129%, 12/15/20 ⁽⁹⁾	\$ 83,643
696	Avalon Capital Ltd. 3, Series 1A, Class D, 2.357%, 2/24/19 ⁽⁷⁾⁽⁹⁾	69,609
837	Babson Ltd., Series 2005-1A, Class C1, 2.459%, 4/15/19 ⁽⁷⁾⁽⁹⁾	125,532
1,000	Bryant Park CDO Ltd., Series 2005-1A, Class C, 2.559%, 1/15/19 ⁽⁷⁾⁽⁹⁾	30,000
871	Centurion CDO 8 Ltd., Series 2005-8A, Class D, 6.129%, 3/8/17 ⁽⁹⁾	174,222
750	Centurion CDO 9 Ltd., Series 2005-9A, Class D1, 5.264%, 7/17/19 ⁽⁹⁾	150,000
750	Comstock Funding Ltd., Series 2006-1A, Class D, 4.61%, 5/30/20 ⁽⁷⁾⁽⁹⁾	37,500
1,000	First CLO Ltd., Series 2004-1A1, Class C, 2.80%, 7/27/16 ⁽⁷⁾⁽⁹⁾	200,000

**Total Asset-Backed Securities
(identified cost \$6,244,593)****\$ 870,506****Common Stocks 0.0%****Shares**

Security	Value
Building and Development 0.0%	
569 United Subcontractors, Inc. ⁽⁵⁾⁽⁸⁾	\$ 72,822
	\$ 72,822

Chemicals and Plastics 0.0%

146 Wellman Holdings, Inc. ⁽⁵⁾⁽⁸⁾	\$ 36,478
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		\$	36,478
Food Service	0.0%		
25,547	Buffets, Inc. ⁽⁸⁾	\$	102,188
		\$	102,188
Nonferrous Metals/Minerals	0.0%		
701	Euramax International, Inc. ⁽⁵⁾⁽⁸⁾	\$	0
		\$	0
Publishing	0.0%		
2,290	Source Interlink Companies, Inc. ⁽⁵⁾⁽⁸⁾	\$	32,518
		\$	32,518
Total Common Stocks			
(identified cost \$181,258)		\$	244,006

Table of Contents**Convertible Preferred Stocks 0.0%**

Shares	Security	Value
Telecommunications	0.0%	
479	Crown Castle International Corp., 6.25% ⁽²⁾	\$ 24,249
Total Convertible Preferred Stocks		
(identified cost \$22,753)		\$ 24,249

Miscellaneous 0.0%

Shares	Security	Value
Oil and Gas	0.0%	
115,000	VeraSun Energy Corp., Escrow Certificate ⁽³⁾⁽⁵⁾⁽⁸⁾	\$ 0
Total Miscellaneous		
(identified cost \$0)		\$ 0

Closed-End Investment Companies 2.3%

Shares	Security	Value
173,420	BlackRock Floating Rate Income Strategies Fund II, Inc.	\$ 1,985,659
20,864	BlackRock Global Floating Rate Income Trust	243,483
2,933	First Trust/Four Corners Senior Floating Rate Income Fund	31,970
345,089	First Trust/Four Corners Senior Floating Rate Income Fund II	3,744,216
521,233	ING Prime Rate Trust	2,439,370
173,333	LMP Corporate Loan Fund, Inc.	1,598,130
50,753	Nuveen Floating Rate Income Fund	427,848
8,502	Nuveen Floating Rate Income Opportunity Fund	70,652
23,445	Nuveen Senior Income Fund	121,914
136	PIMCO Floating Rate Income Fund	1,447
1,620	PIMCO Floating Rate Strategy Fund	13,932
293	Pioneer Floating Rate Trust	3,030
268,136	Van Kampen Senior Income Trust	927,750
Total Closed-End Investment Companies		
(identified cost \$18,598,351)		\$ 11,609,401

Table of Contents**Short-Term Investments 1.7%****Interest**

(000 s Omitted)	Description	Value
\$ 8,368	Cash Management Portfolio, 0.00% ⁽¹⁰⁾	\$ 8,368,221
Total Short-Term Investments (identified cost \$8,368,221)		\$ 8,368,221
Total Investments 155.7% (identified cost \$889,886,872)		\$ 773,481,365
Less Unfunded Loan Commitments (0.6)%		\$ (3,119,865)
Net Investments 155.1% (identified cost \$886,767,007)		\$ 770,361,500
Other Assets, Less Liabilities (25.9)%		\$ (128,667,959)
Auction Preferred Shares Plus Cumulative Unpaid Dividends (29.2)%		\$ (145,053,808)
Net Assets Applicable to Common Shares 100.0%		\$ 496,639,733

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

DIP - Debtor in Possession

EUR - Euro

GBP - British Pound Sterling

* In U.S. dollars unless otherwise indicated.

- (1) Senior floating-rate interests (Senior Loans) often require prepayments from excess cash flows or permit the borrowers to repay at their election. The degree to which borrowers repay, whether as a contractual requirement or at their election, cannot be predicted with accuracy. As a result, the actual remaining maturity may be substantially less than the stated maturities shown. However, Senior Loans will have an expected average life of approximately two to four years. The stated interest rate represents the weighted

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average interest rate of all contracts within the senior loan facility and includes commitment fees on unfunded loan commitments, if any. Senior Loans typically have rates of interest which are redetermined either daily, monthly, quarterly or semi-annually by reference to a base lending rate, plus a premium. These base rates are primarily the London Interbank Offered Rate (LIBOR) and secondarily, the prime rate offered by one or more major United States banks (the Prime Rate) and the certificate of deposit (CD) rate or other base lending rates used by commercial lenders.

- (2) Represents a payment-in-kind security which may pay all or a portion of interest/dividends in additional par/shares.
- (3) Currently the issuer is in default with respect to interest payments.
- (4) Unfunded or partially unfunded loan commitments. The Trust may enter into certain credit agreements all or a portion of which may be unfunded. The Trust is obligated to fund these commitments at the borrower's discretion.
- (5) Security valued at fair value using methods determined in good faith by or at the direction of the Trustees.
- (6) This Senior Loan will settle after August 31, 2009, at which time the interest rate will be determined.
- (7) Security exempt from registration under Rule 144A of the Securities Act of 1933. These securities may be sold in transactions exempt from registration, normally to qualified institutional buyers. At August 31, 2009, the aggregate value of these securities is \$10,631,170 or 2.1% of the Trust's net assets applicable to common shares.
- (8) Non-income producing security.
- (9) Variable rate security. The stated interest rate represents the rate in effect at August 31, 2009.
- (10) Affiliated investment company available to Eaton Vance portfolios and funds which invests in high quality, U.S. dollar denominated money market instruments. The rate shown is the annualized seven-day yield as of August 31, 2009. Net income allocated from the investment in Cash Management Portfolio for the fiscal year to date ended August 31, 2009 was \$143.
- (11) Defaulted matured bond.

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A summary of financial instruments outstanding at August 31, 2009 is as follows:

Forward Foreign Currency Exchange Contracts**Sales**

Settlement Date	Deliver	In Exchange For	Net Unrealized Depreciation
9/30/09	British Pound Sterling 8,672,113	United States Dollar 14,068,335	\$ (48,471)
9/30/09	Euro 19,468,204	United States Dollar 27,888,203	(22,309)
			\$ (70,780)

At August 31, 2009, the Trust had sufficient cash and/or securities to cover commitments under these contracts.

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

At August 31, 2009, the aggregate fair value of derivative instruments (not accounted for as hedging instruments under Financial Accounting Standards Board (FASB) Statement of Financial Accounting Standards No. 133) in a liability position and whose primary underlying risk exposure is foreign exchange risk was \$70,780.

The cost and unrealized appreciation (depreciation) of investments of the Trust at August 31, 2009, as determined on a federal income tax basis, were as follows:

Aggregate cost	\$ 887,271,050
Gross unrealized appreciation	\$ 8,009,167
Gross unrealized depreciation	(124,918,717)
Net unrealized depreciation	\$ (116,909,550)

FASB Statement of Financial Accounting Standards No. 157, Fair Value Measurements, established a three-tier hierarchy to prioritize the assumptions, referred to as inputs, used in valuation techniques to measure fair value. The three-tier hierarchy of inputs is summarized in the three broad levels listed below.

Level 1 quoted prices in active markets for identical investments

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

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

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

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At August 31, 2009, the inputs used in valuing the Trust's investments, which are carried at value, were as follows:

Assets Description	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
Senior Floating-Rate Interests (Less Unfunded Loan Commitments)	\$	\$ 705,722,239	\$ 667,451	\$ 706,389,690
Corporate Bonds & Notes		42,811,641	43,786	42,855,427
Asset-Backed Securities		870,506		870,506
Common Stocks		102,188	141,818	244,006
Convertible Preferred Stocks		24,249		24,249
Closed-End Investment Companies	11,609,401			11,609,401
Short-Term Investments	8,368,221			8,368,221
Miscellaneous			0	0
Total Investments	\$ 19,977,622	\$ 749,530,823	\$ 853,055	\$ 770,361,500
Liability Description				
Forward Foreign Currency Exchange Contracts	\$	\$ (70,780)	\$	\$ (70,780)
Total	\$	\$ (70,780)	\$	\$ (70,780)

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

	Investments in Senior Floating-Rate Interests	Investments in Corporate Bonds & Notes	Investments in Common Stocks	Investments in Miscellaneous	Total
Balance as of May 31, 2009	\$ 745,413	\$ 42,632	\$ 36,466	\$	\$ 824,511
Realized gains (losses)	(900,416)				(900,416)

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Change in net unrealized appreciation (depreciation)	855,467	(3,555)	13	851,925
Net purchases (sales)	(33,013)	3,953	105,339	76,279
Accrued discount (premium)		756		756
Net transfers to (from) Level 3			0	0
Balance as of August 31, 2009	\$ 667,451	\$ 43,786	\$ 141,818	\$ 0 \$ 853,055

Change in net unrealized appreciation (depreciation) on investments still held as of August 31, 2009	\$ (3,539)	\$ (3,555)	\$ 13	\$ (7,081)
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For information on the Trust's policy regarding the valuation of investments and other significant accounting policies, please refer to the Trust's most recent financial statements included in its semiannual or annual report to shareholders.

On October 19, 2009, the Trust's Trustees approved the redemption of \$65 million of the Trust's Auction Preferred Shares at a redemption price of \$25,000 per share plus accumulated but unpaid dividends. It is anticipated that the redemption will be completed by November 10, 2009. The Trust has arranged to increase the commitment under its existing financing arrangement to fund the redemption.

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Item 2. Controls and Procedures

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

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

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Signatures

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

Eaton Vance Floating Rate Income Trust

By: /s/ Scott H. Page

Scott H. Page
President

Date: October 26, 2009

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

By: /s/ Scott H. Page

Scott H. Page
President

Date: October 26, 2009

By: /s/ Barbara E. Campbell

Barbara E. Campbell
Treasurer

Date: October 26, 2009