

EATON VANCE LIMITED DURATION INCOME FUND

Form N-Q

March 31, 2005

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

FORM N-Q

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

Investment Company Act file number	811-21323
Eaton Vance Limited Duration Income Fund (Exact name of registrant as specified in charter)	
The Eaton Vance Building, 255 State Street, Boston, Massachusetts (Address of principal executive offices)	02109 (Zip code)
Alan R. Dynner, Esq. Eaton Vance Management, 255 State Street, Boston, Massachusetts 02109 (Name and address of agent for service)	
Registrant's telephone number, including area code:	(617) 482-8260
Date of fiscal year end: April 30	
Date of reporting period: January 31, 2005	

Item 1. Schedule of Investments

Eaton Vance Limited Duration Income Fund
PORTFOLIO OF INVESTMENTS (Unaudited)

as of January 31, 2005

Senior, Floating Rate Interests 50.5%(1)

Principal Amount	Borrower/Tranche Description	Value
Aerospace and Defense 1.0%		
\$ 2,880,245	Alliant Techsystems, Inc. Term Loan, 4.36%, Maturing March 31, 2011	\$ 2,921,648
1,364,688	Caci International, Inc. Term Loan, 3.95%, Maturing May 3, 2011	1,382,599
3,023,475	K&F Industries, Inc. Term Loan, 5.08%, Maturing November 18, 2012	3,075,757
714,936	Standard Aero Holdings, Inc. Term Loan, 4.99%, Maturing August 24, 2012	726,331
5,260,250	Transdigm, Inc. Term Loan, 4.67%, Maturing July 22, 2010	5,337,513
5,125,468	United Defense Industries, Inc. Term Loan, 4.57%, Maturing June 30, 2009	5,191,674
1,330,000	Vought Aircraft Term Loan, 5.08%, Maturing December 17, 2011	1,351,612
		\$ 19,987,134
Air Transport 0.1%		
1,000,000	United Airlines, Inc. DIP Loan, 8.00%, Maturing June 30, 2005	1,009,375
		\$ 1,009,375
Automotive 2.6%		
1,209,000	Affina Group, Inc. Term Loan, 5.44%, Maturing November 30, 2011	1,229,553
2,960,420	Collins & Aikman Products, Co. Revolving Loan, 6.34%, Maturing August 31, 2009	2,970,906
258,750	CSA Acquisition Corp. Term Loan, 4.75%, Maturing December 23, 2011	261,553

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\$	416,250	Term Loan, 4.75%, Maturing December 23, 2011	\$	420,759
		Dayco Products, LLC		
	2,985,000	Term Loan, 5.37%, Maturing June 23, 2011		3,033,506
		Exide Technologies		
	1,275,000	Term Loan, 6.02%, Maturing May 5, 2010		1,243,125
	1,275,000	Term Loan, 6.02%, Maturing May 5, 2010		1,243,125
		Federal-Mogul Corp.		
	5,626,706	Term Loan, 6.33%, Maturing February 24, 2005		5,661,873
		HLI Operating Co., Inc.		
	5,696,667	Term Loan, 6.24%, Maturing June 3, 2009		5,803,479
		Key Automotive Group		
	1,167,781	Term Loan, 5.55%, Maturing June 29, 2010		1,188,217
		Meridian Automotive Systems		
	297,750	Term Loan, 6.83%, Maturing April 27, 2010		282,956
		Metaldyne Corp.		
	2,636,370	Term Loan, 7.06%, Maturing December 31, 2009		2,641,862
		Plastech Engineered Products		
	872,069	Term Loan, 5.31%, Maturing March 31, 2010		878,064
		R.J. Tower Corp.		
	1,745,625	Term Loan, 9.56%, Maturing January 29, 2010		1,779,993
		Tenneco Automotive, Inc.		
	2,089,012	Term Loan, 5.35%, Maturing December 12, 2009		2,129,922
	949,552	Term Loan, 5.40%, Maturing December 12, 2010		968,147
		The Goodyear Tire & Rubber Co.		
	8,000,000	Term Loan, 6.56%, Maturing March 31, 2006		8,147,504
	2,500,000	Term Loan, 7.03%, Maturing March 31, 2006		2,540,625
		TI Automotive Limited		
	1,375,000	Term Loan, 6.03%, Maturing June 30, 2011		1,367,266
		Trimas Corp.		
	4,719,134	Term Loan, 6.19%, Maturing December 31, 2009		4,786,235
		TRW Automotive, Inc.		
	2,000,000	Term Loan, 3.88%, Maturing October 31, 2010		2,009,376
	2,325,737	Term Loan, 4.38%, Maturing February 27, 2011		2,333,005
		United Components, Inc.		
	1,546,667	Term Loan, 4.78%, Maturing June 30, 2010		1,569,384
			\$	54,490,435

Beverage and Tobacco 0.6%			
		Constellation Brands, Inc.	
\$	5,620,000	Term Loan, 4.40%, Maturing December 22, 2011	\$ 5,697,275
		Culligan International Co.	
	1,200,000	Term Loan, 4.92%, Maturing September 30, 2011	1,218,250
		DS Waters, L.P.	
	448,893	Term Loan, 6.85%, Maturing November 7, 2009	421,258
		Southern Wine & Spirits of America	
	4,352,115	Term Loan, 4.81%, Maturing June 28, 2008	4,416,718
		Sunny Delight Beverages Co.	
	720,000	Term Loan, 6.78%, Maturing August 20, 2010	703,800
			\$ 12,457,301
Building and Development 2.7%			
		BRE/Homestead, LLC	
	4,000,000	Term Loan, 6.45%, Maturing January 11, 2006	3,992,500
		DMB/CHII, LLC	
	1,025,664	Term Loan, 4.85%, Maturing March 3, 2009	1,028,228
		Formica Corp.	
	78,427	Term Loan, 7.73%, Maturing June 10, 2010	78,819
	97,195	Term Loan, 7.73%, Maturing June 10, 2010	97,681
	190,054	Term Loan, 7.73%, Maturing June 10, 2010	191,004
	279,759	Term Loan, 7.73%, Maturing June 10, 2010	281,157
		FT-FIN Acquisition, LLC	
	1,454,151	Term Loan, 6.94%, Maturing November 17, 2007	1,457,786
		General Growth Properties, Inc.	
	10,005,000	Term Loan, 4.64%, Maturing November 12, 2008	10,085,250
		Landsource Communities, LLC	
	1,002,000	Term Loan, 5.06%, Maturing March 31, 2010	1,017,953
		Maax Corp.	
	925,350	Term Loan, 5.15%, Maturing June 4, 2011	935,760
		Mueller Group, Inc.	
	2,362,385	Term Loan, 5.97%, Maturing April 23, 2011	2,390,439

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	NCI Building Systems, Inc.		
\$	850,938	Term Loan, 4.39%, Maturing June 18, 2010	\$ 862,638
	Newkirk Master, L.P.		
	408,381	Term Loan, 7.02%, Maturing November 24, 2006	414,506
	Newkirk Tender Holdings, LLC		
	1,798,216	Term Loan, 7.06%, Maturing May 25, 2006	1,816,198
	3,833,333	Term Loan, 8.48%, Maturing May 25, 2006	3,871,667
	Nortek, Inc.		
	2,044,875	Term Loan, 4.75%, Maturing August 27, 2011	2,081,086
	Panoram Industries Holdings		
	1,143,534	Term Loan, 5.68%, Maturing June 3, 2011	1,159,258
	1,357,809	Term Loan, 9.94%, Maturing December 3, 2011	1,390,057
	Ply Gem Industries, Inc.		
	800,000	Term Loan, 4.59%, Maturing February 12, 2011	810,000
	315,881	Term Loan, 5.28%, Maturing February 12, 2011	319,830
	2,151,244	Term Loan, 5.28%, Maturing February 12, 2011	2,178,134
	South Edge, LLC		
	612,500	Term Loan, 4.44%, Maturing October 31, 2007	615,754
	2,287,500	Term Loan, 4.69%, Maturing October 31, 2009	2,306,802
	St. Marys Cement, Inc.		
	1,984,975	Term Loan, 4.56%, Maturing December 4, 2010	2,008,546
	Sugarloaf Mills, LLC		
	2,000,000	Term Loan, 5.40%, Maturing April 7, 2008	2,000,000
	The Woodlands Community Property Co.		
	1,174,000	Term Loan, 5.00%, Maturing November 30, 2007	1,184,272
	367,000	Term Loan, 7.13%, Maturing November 30, 2007	372,505
	Tousa/Kolter, LLC		
	2,019,333	Term Loan, 4.19%, Maturing January 7, 2008	2,029,430
	Tower Financing, LLC		
	2,750,000	Term Loan, 6.02%, Maturing July 9, 2008	2,753,437
	WFP Tower A Co., L.P.		
	4,500,000	Term Loan, 4.76%, Maturing June 12, 2006	4,504,221
	Whitehall Street Real Estate, L.P.		
	3,638,693	Term Loan, 6.33%, Maturing September 11, 2006(2)	3,703,461
			\$ 57,938,379

Business Equipment and Services		0.9%	
			Allied Security Holdings, LLC
\$	833,810	Term Loan, 6.81%, Maturing June 30, 2010	\$ 847,359
			Baker & Taylor, Inc.
	2,850,000	Term Loan, 9.35%, Maturing May 6, 2011	2,874,937
			Global Imaging Systems, Inc.
	2,417,685	Term Loan, 4.66%, Maturing May 10, 2010	2,447,906
			Infousa, Inc.
	761,250	Term Loan, 5.25%, Maturing June 9, 2010	770,766
			Iron Mountain, Inc.
	2,676,096	Term Loan, 4.19%, Maturing April 2, 2011	2,695,833
	2,000,000	Term Loan, 4.22%, Maturing April 2, 2011	2,017,916
			Language Line, Inc.
	3,115,789	Term Loan, 6.77%, Maturing June 11, 2011	3,159,931
			Mitchell International, Inc.
	458,325	Term Loan, 5.55%, Maturing August 13, 2011	465,630
	995,000	Term Loan, 8.80%, Maturing August 13, 2012	1,003,706
			Quintiles Transnational Corp.
	2,468,750	Term Loan, 6.82%, Maturing September 25, 2009	2,511,953
			United Online, Inc.
	480,000	Term Loan, 5.90%, Maturing December 13, 2008	486,600
			Worldspan, L.P.
	384,566	Term Loan, 6.43%, Maturing June 30, 2007	387,931
			\$ 19,670,468
Cable and Satellite Television		3.0%	
			Adelphia Communications Corp.
	1,974,534	DIP Loan, 4.81%, Maturing March 31, 2005	1,987,285
			Atlantic Broadband Finance, LLC
	1,935,000	Term Loan, 5.69%, Maturing February 10, 2011	1,974,102
			Bragg Communication, Inc.
	2,182,038	Term Loan, 4.90%, Maturing August 31, 2011	2,212,041
			Bresnan Communications, LLC
	6,500,000	Term Loan, 6.04%, Maturing September 30, 2010	6,602,576

		Canadien Cable Acquisition	
\$	497,500	Term Loan, 5.56%, Maturing July 30, 2011	\$ 503,253
		Cebridge Connections, Inc.	
	1,588,000	Term Loan, 8.23%, Maturing February 23, 2010	1,599,910
		Charter Communications Operating, LLC	
	13,208,625	Term Loan, 5.98%, Maturing April 27, 2011	13,185,034
		Insight Midwest Holdings, LLC	
	1,485,000	Term Loan, 5.44%, Maturing December 31, 2009	1,510,059
	9,900,000	Term Loan, 5.44%, Maturing December 31, 2009	10,068,607
		MCC Iowa, LLC	
	3,920,000	Term Loan, 4.11%, Maturing March 31, 2010	3,888,150
		Mediacom Broadband	
	2,482,513	Term Loan, 5.00%, Maturing September 30, 2010	2,516,183
		Mediacom Illinois, LLC	
	4,900,000	Term Loan, 4.88%, Maturing March 31, 2013	4,921,874
		NTL, Inc.	
	2,600,000	Term Loan, 5.20%, Maturing April 13, 2012	2,626,000
		Panamsat Corp.	
	5,714,914	Term Loan, 5.25%, Maturing August 20, 2011	5,765,743
		UGS Corp.	
	3,810,850	Term Loan, 4.83%, Maturing May 27, 2011	3,870,395
			\$ 63,231,212
Chemicals and Plastics	2.2%		
		Brenntag, AG	
	2,475,000	Term Loan, 4.73%, Maturing December 9, 2011	2,499,502
		Hercules, Inc.	
	833,700	Term Loan, 3.99%, Maturing October 8, 2010	843,470
		Huntsman International, LLC	
	8,626,617	Term Loan, 5.00%, Maturing December 31, 2010	8,762,486
		Huntsman, LLC	
	2,250,000	Term Loan, 6.05%, Maturing March 31, 2010	2,289,937
		Innophos, Inc.	
	443,888	Term Loan, 3.87%, Maturing August 13, 2010	449,991
		Invista B.V.	
	4,441,024	Term Loan, 5.31%, Maturing April 29, 2011	4,524,293
	2,003,683	Term Loan, 5.31%, Maturing April 29, 2011	2,037,496

		ISP Chemco, Inc.	
\$	1,488,750	Term Loan, 4.40%, Maturing March 27, 2011	\$ 1,507,050
		Kraton Polymer	
	2,690,283	Term Loan, 5.33%, Maturing December 5, 2008	2,714,945
		Nalco Co.	
	5,058,307	Term Loan, 4.64%, Maturing November 4, 2010	5,134,531
		Rockwood Specialties Group, Inc.	
	3,815,000	Term Loan, 4.95%, Maturing July 30, 2012	3,862,348
		Solo Cup Co.	
	3,440,168	Term Loan, 4.99%, Maturing February 27, 2011	3,505,748
		United Industries Corp.	
	5,020,011	Term Loan, 6.75%, Maturing April 29, 2011	5,032,561
	995,000	Term Loan, 8.75%, Maturing October 31, 2011	997,487
		Wellman, Inc.	
	750,000	Term Loan, 6.16%, Maturing February 10, 2009	763,438
		Westlake Chemical Corp.	
	1,000,000	Term Loan, 3.49%, Maturing July 31, 2010	1,013,125
			\$ 45,938,408
Clothing/Textiles	0.2%		
		Propex Fabrics, Inc.	
	400,000	Term Loan, 4.70%, Maturing December 1, 2011	401,500
		SI Corp.	
	1,820,668	Term Loan, 6.61%, Maturing December 9, 2009	1,851,391
		St. John Knits International	
	2,164,081	Term Loan, 6.06%, Maturing July 31, 2007	2,187,074
			\$ 4,439,965
Conglomerates	1.1%		
		Amsted Industries, Inc.	
	6,604,382	Term Loan, 5.43%, Maturing October 15, 2010	6,726,154
		Blount, Inc.	
	1,105,803	Term Loan, 5.08%, Maturing August 9, 2010	1,124,693
		Goodman Global Holdings, Inc.	
	1,350,000	Term Loan, 4.81%, Maturing December 23, 2011	1,371,937
		Johnson Diversey, Inc.	
	2,443,879	Term Loan, 4.43%, Maturing November 30, 2009	2,487,793

		Polymer Group, Inc.	
\$	2,345,833	Term Loan, 5.78%, Maturing April 27, 2010	\$ 2,373,690
	2,500,000	Term Loan, 8.78%, Maturing April 27, 2011	2,528,125
		PP Acquisition Corp.	
	4,844,391	Term Loan, 4.83%, Maturing November 12, 2011	4,917,057
		Rexnord Corp.	
	2,226,696	Term Loan, 5.46%, Maturing November 30, 2009	2,248,963
			\$ 23,778,412
Containers and Glass Products 2.4%			
		Berry Plastics Corp.	
	4,276,457	Term Loan, 4.22%, Maturing July 22, 2010	4,342,387
		Bway Corp.	
	2,408,700	Term Loan, 4.75%, Maturing June 30, 2011	2,449,848
		Celanese AG	
	2,244,375	Term Loan, 4.81%, Maturing April 6, 2011	2,252,791
		Consolidated Container Holding	
	1,243,750	Term Loan, 5.13%, Maturing December 15, 2008	1,260,074
		Dr. Pepper/Seven Up Bottling	
	3,641,703	Term Loan, 4.47%, Maturing December 19, 2010	3,703,612
		Graham Packaging Holdings Co.	
	4,500,000	Term Loan, 5.09%, Maturing October 7, 2011	4,567,099
	2,000,000	Term Loan, 6.81%, Maturing October 7, 2012	2,056,750
		Graphic Packaging International, Inc.	
	11,268,591	Term Loan, 5.14%, Maturing August 8, 2009	11,472,835
		IPG (US), Inc.	
	1,271,813	Term Loan, 4.79%, Maturing July 28, 2011	1,288,505
		Owens-Illinois, Inc.	
	3,783,663	Term Loan, 4.95%, Maturing April 1, 2007	3,852,431
		Printpack Holdings, Inc.	
	2,499,769	Term Loan, 4.38%, Maturing April 30, 2009	2,526,329
		Silgan Holdings, Inc.	
	2,052,642	Term Loan, 4.33%, Maturing December 31, 2008	2,082,149
		Smurfit-Stone Container Corp.	
	608,367	Term Loan, 2.10%, Maturing November 1, 2011	618,253
	1,545,389	Term Loan, 4.44%, Maturing November 1, 2011	1,570,260

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\$	4,861,953	Term Loan, 4.57%, Maturing November 1, 2011	\$	4,939,136
		U.S. Can Corp.		
	1,488,750	Term Loan, 6.40%, Maturing January 10, 2010		1,485,959
			\$	50,468,418
Cosmetics/Toiletries 0.5%				
		American Safety Razor Co.		
	488,724	Term Loan, 5.70%, Maturing April 29, 2011		491,167
	333,333	Term Loan, 9.11%, Maturing October 29, 2011		338,333
		Church & Dwight Co., Inc.		
	4,722,643	Revolving Loan, 4.31%, Maturing May 30, 2011		4,788,562
		Prestige Brands, Inc.		
	1,761,688	Term Loan, 5.29%, Maturing April 7, 2011		1,780,405
	2,000,000	Term Loan, 9.00%, Maturing April 7, 2011		2,052,084
		Revlon Consumer Products Corp.		
	1,670,000	Term Loan, 8.51%, Maturing July 9, 2010		1,738,191
			\$	11,188,742
Drugs 0.2%				
		Herbalife International, Inc.		
	645,000	Term Loan, 5.16%, Maturing December 21, 2010		656,086
		Warner Chilcott Corp.		
	1,128,473	Term Loan, 5.23%, Maturing January 18, 2012		1,138,206
	521,323	Term Loan, 5.23%, Maturing January 18, 2012		525,819
	2,800,520	Term Loan, 5.23%, Maturing January 18, 2012		2,824,674
			\$	5,144,785
Ecological Services and Equipment 1.0%				
		Alderwoods Group, Inc.		
	859,550	Term Loan, 4.63%, Maturing September 29, 2009(3)		872,980
		Allied Waste Industries, Inc.		
	6,985,011	Term Loan, 3.90%, Maturing January 15, 2009		7,084,331
	664,665	Term Loan, 5.13%, Maturing January 15, 2010		675,287
	981,531	Term Loan, 5.26%, Maturing January 15, 2010		997,277
		Environmental Systems, Inc.		
	698,440	Term Loan, 6.12%, Maturing December 12, 2008		707,171

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\$	1,000,000	Term Loan, 12.49%, Maturing December 12, 2010	\$	1,033,750
		IESI Corp.		
	1,764,706	Term Loan, 4.65%, Maturing January 20, 2012		1,767,465
		Ionics, Inc.		
	2,236,766	Term Loan, 5.31%, Maturing February 13, 2011		2,244,456
		National Waterworks, Inc.		
	3,857,143	Term Loan, 5.06%, Maturing November 22, 2009		3,924,643
		Sensus Metering Systems, Inc.		
	129,773	Term Loan, 4.92%, Maturing December 17, 2010		130,611
	865,151	Term Loan, 5.16%, Maturing December 17, 2010		870,738
			\$	20,308,709

Electronics/Electrical 1.5%

		AMI Semiconductor		
	1,493,706	Term Loan, 5.08%, Maturing September 30, 2008		1,512,377
		Amphenol Corp.		
	3,789,474	Term Loan, 3.79%, Maturing May 6, 2010		3,835,065
		Communications & Power, Inc.		
	1,903,821	Term Loan, 4.93%, Maturing July 23, 2010		1,931,485
		Energys Capital, Inc.		
	1,567,125	Term Loan, 4.27%, Maturing March 17, 2011		1,592,591
		Fairchild Semiconductor Corp.		
	7,633,750	Term Loan, 4.69%, Maturing June 19, 2008		7,719,630
	1,395,000	Term Loan, 4.69%, Maturing December 31, 2010		1,410,694
		Invensys International Holding		
	4,053,172	Term Loan, 6.09%, Maturing September 5, 2009		4,124,103
		Memec Group, Ltd.		
	2,125,000	Term Loan, 10.50%, Maturing June 15, 2010		2,134,562
		Rayovac Corp.		
	4,029,361	Term Loan, 5.46%, Maturing September 30, 2009		4,075,529
		Security Co., Inc.		
	995,000	Term Loan, 6.44%, Maturing June 28, 2010		1,004,950
	500,000	Term Loan, 10.31%, Maturing June 28, 2011		501,250
		Vertafore, Inc.		
	1,560,000	Term Loan, 5.27%, Maturing December 22, 2010		1,571,700
	500,000	Term Loan, 8.52%, Maturing December 22, 2011		508,750
			\$	31,922,686

Equipment Leasing 0.2%				
		Ashtead Group, PLC		
\$	1,000,000	Term Loan, 4.81%, Maturing November 12, 2009	\$	1,015,625
		United Rentals, Inc.		
	565,000	Term Loan, 3.36%, Maturing February 14, 2011		573,652
	2,803,813	Term Loan, 4.81%, Maturing February 14, 2011		2,847,185
			\$	4,436,462
Farming/Agriculture 0.2%				
		IMC Global, Inc.		
	4,721,155	Term Loan, 7.02%, Maturing November 17, 2006		4,739,450
		The Scotts Co.		
	392,763	Term Loan, 4.06%, Maturing September 30, 2010		396,971
			\$	5,136,421
Financial Intermediaries 0.6%				
		AIMCO Properties, L.P.		
	4,500,000	Term Loan, 4.18%, Maturing November 2, 2009		4,587,187
		Coinstar, Inc.		
	660,972	Term Loan, 4.84%, Maturing July 7, 2011		672,539
		Corrections Corp. of America		
	2,455,777	Term Loan, 4.86%, Maturing March 31, 2008		2,497,218
		Refco Group Ltd., LLC		
	3,118,500	Term Loan, 5.27%, Maturing August 5, 2011		3,156,312
		Wackenhut Corrections Corp.		
	1,514,513	Term Loan, 5.13%, Maturing July 9, 2009		1,541,017
			\$	12,454,273
Food Products 1.7%				
		Acosta Sales Co., Inc.		
	1,596,000	Term Loan, 4.62%, Maturing August 13, 2010		1,621,437
		American Seafoods Holdings, LLC		
	2,354,246	Term Loan, 5.81%, Maturing March 31, 2009		2,388,826
		Atkins Nutritional, Inc.		
	1,860,000	Term Loan, 8.18%, Maturing November 26, 2009		1,683,300
		Del Monte Corp.		
	2,407,019	Term Loan, 4.96%, Maturing December 20, 2010		2,422,063

		Doane Pet Care Co.	
\$	2,628,413	Term Loan, 6.43%, Maturing November 5, 2009	\$ 2,674,410
		Interstate Brands Corp.	
	625,000	Term Loan, 6.05%, Maturing July 19, 2006	610,677
	3,884,640	Term Loan, 5.97%, Maturing July 19, 2007	3,789,952
		Merisant Co.	
	5,481,954	Term Loan, 5.48%, Maturing January 31, 2010	5,505,938
		Michael Foods, Inc.	
	1,154,891	Term Loan, 5.07%, Maturing November 20, 2010	1,175,101
	3,000,000	Term Loan, 6.59%, Maturing November 20, 2011	3,086,250
		Pinnacle Foods Holdings Corp.	
	3,869,839	Term Loan, 5.81%, Maturing November 25, 2010	3,877,095
	1,092,661	Term Loan, 5.81%, Maturing November 25, 2010	1,093,571
		Reddy Ice Group, Inc.	
	4,345,000	Term Loan, 5.08%, Maturing July 31, 2009	4,401,124
		Seminis Vegetable Seeds, Inc.	
	870,867	Term Loan, 4.46%, Maturing September 30, 2009	875,403
			\$ 35,205,147
Food Service	0.9%		
		AFC Enterprises, Inc.	
	1,956,657	Term Loan, 5.78%, Maturing May 23, 2009	1,975,001
		Buffets, Inc.	
	418,182	Term Loan, 5.70%, Maturing June 28, 2009	420,273
	2,305,594	Term Loan, 6.27%, Maturing June 28, 2009	2,317,122
		Carrols Corp.	
	625,000	Term Loan, 5.06%, Maturing May 31, 2010	635,937
		CKE Restaurants, Inc.	
	1,748,205	Term Loan, 4.94%, Maturing May 1, 2010	1,774,428
		Denny s, Inc.	
	535,000	Term Loan, 5.73%, Maturing September 21, 2009	547,539
		Domino s, Inc.	
	7,163,304	Term Loan, 4.31%, Maturing June 25, 2010	7,264,786
		Gate Gourmet Borrower, LLC	
	1,000,000	Term Loan, 10.50%, Maturing December 31, 2008	963,750

		Jack in the Box, Inc.	
\$	1,485,000	Term Loan, 4.75%, Maturing January 8, 2011	\$ 1,505,884
		Maine Beverage Co., LLC	
	937,500	Term Loan, 5.89%, Maturing June 30, 2010	942,187
		Weight Watchers International	
	947,625	Term Loan, 4.16%, Maturing March 31, 2010	958,681
			\$ 19,305,588
Food/Drug Retailers 0.7%			
		Cumberland Farms, Inc.	
	1,957,101	Term Loan, 4.63%, Maturing September 8, 2008	1,957,101
	4,222,524	Term Loan, 5.10%, Maturing September 8, 2008	4,256,832
		General Nutrition Centers, Inc.	
	1,023,486	Term Loan, 5.55%, Maturing December 5, 2009	1,029,243
		Rite Aid Corp.	
	1,970,063	Term Loan, 4.24%, Maturing September 22, 2009	1,986,686
		The Jean Coutu Group (PJC), Inc.	
	2,992,500	Term Loan, 5.00%, Maturing July 30, 2011	3,040,194
		The Pantry, Inc.	
	2,120,853	Term Loan, 4.83%, Maturing March 12, 2011	2,156,642
			\$ 14,426,698
Forest Products 1.0%			
		Appleton Papers, Inc.	
	2,472,575	Term Loan, 4.56%, Maturing June 11, 2010	2,501,937
		Boise Cascade Holdings, LLC	
	8,009,041	Term Loan, 4.84%, Maturing September 29, 2010	8,123,755
	4,410,959	Term Loan, 4.84%, Maturing October 28, 2010	4,421,483
		Koch Cellulose, LLC	
	551,114	Term Loan, 4.39%, Maturing May 7, 2011	558,520
	2,190,998	Term Loan, 4.80%, Maturing May 7, 2011	2,220,441
		RLC Industries Co.	
	2,582,832	Term Loan, 4.08%, Maturing February 24, 2010	2,590,903
			\$ 20,417,039
Healthcare 3.4%			
		Accredo Health, Inc.	
	3,465,717	Term Loan, 4.48%, Maturing April 30, 2011	3,494,961

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	Alliance Imaging, Inc.		
\$	2,304,688	Term Loan, 4.92%, Maturing June 10, 2008	\$ 2,327,015
		Ardent Health Services, Inc.	
	2,194,500	Term Loan, 4.80%, Maturing July 12, 2011	2,213,017
		Colgate Medical, Ltd.	
	881,811	Term Loan, 4.55%, Maturing December 30, 2008	892,833
		Community Health Systems, Inc.	
	11,823,384	Term Loan, 4.15%, Maturing August 19, 2011	11,930,539
		Concentra Operating Corp.	
	4,925,250	Term Loan, 5.05%, Maturing June 30, 2009	4,988,869
		Conmed Corp.	
	1,727,252	Term Loan, 4.95%, Maturing December 31, 2007	1,748,033
		Corss Country Healthcare, Inc.	
	1,009,825	Term Loan, 5.64%, Maturing June 5, 2009	1,019,292
		Dade Behring Holdings, Inc.	
	1,608,742	Term Loan, 4.31%, Maturing October 3, 2008	1,620,807
		Davita, Inc.	
	10,236,431	Term Loan, 4.52%, Maturing March 31, 2009	10,274,817
		DJ Orthopedics, Inc.	
	950,000	Term Loan, 4.83%, Maturing May 15, 2009	965,437
		Encore Medical IHC, Inc.	
	1,650,000	Term Loan, 5.42%, Maturing October 4, 2010	1,677,844
		Envision Worldwide, Inc.	
	1,296,389	Term Loan, 7.39%, Maturing September 30, 2010	1,299,630
		FHC Health Systems, Inc.	
	1,857,143	Term Loan, 8.40%, Maturing December 18, 2009	1,885,000
	1,300,000	Term Loan, 10.40%, Maturing December 18, 2009	1,319,500
		Hanger Orthopedic Group, Inc.	
	496,231	Term Loan, 6.06%, Maturing September 30, 2009	500,573
		Kinetic Concepts, Inc.	
	3,041,500	Term Loan, 4.31%, Maturing October 3, 2009	3,066,845
		Knowledge Learning Corp.	
	3,320,000	Term Loan, 5.05%, Maturing January 7, 2012	3,351,125
		Leiner Health Products, Inc.	
	1,119,375	Term Loan, 5.56%, Maturing May 27, 2011	1,136,166

		Magellan Health Services, Inc.	
\$	277,778	Term Loan, 4.68%, Maturing August 15, 2008	\$ 281,771
	472,222	Term Loan, 4.74%, Maturing August 15, 2008	479,010
		Medcath Holdings Corp.	
	497,500	Term Loan, 5.12%, Maturing July 2, 2011	502,786
		National Mentor, Inc.	
	847,875	Term Loan, 5.48%, Maturing September 30, 2011	863,508
		SFBC International, Inc.	
	465,000	Term Loan, 5.61%, Maturing December 21, 2011	473,137
		Sunrise Medical Holdings, Inc.	
	2,064,650	Term Loan, 5.81%, Maturing May 13, 2010	2,087,877
		Team Health, Inc.	
	2,233,125	Term Loan, 5.81%, Maturing March 23, 2011	2,240,104
		Triad Hospitals Holdings	
	4,777,209	Term Loan, 4.83%, Maturing March 31, 2008	4,858,155
		Vanguard Health Holding Co., LLC	
	1,271,813	Term Loan, 5.79%, Maturing September 23, 2011	1,296,057
		Vicar Operating, Inc.	
	797,990	Term Loan, 4.38%, Maturing September 30, 2008	808,962
		VWR International, Inc.	
	1,189,933	Term Loan, 5.17%, Maturing April 7, 2011	1,211,650
			\$ 70,815,320
Home Furnishings	1.3%		
		General Binding Corp.	
	2,417,655	Term Loan, 6.85%, Maturing January 15, 2008	2,426,721
		Interline Brands, Inc.	
	3,423,913	Term Loan, 4.81%, Maturing December 31, 2010	3,466,712
		Jarden Corp.	
	2,970,000	Term Loan, 6.25%, Maturing January 24, 2012	3,000,760
		Juno Lighting, Inc.	
	844,145	Term Loan, 5.07%, Maturing November 21, 2010	858,918
		Knoll, Inc.	
	3,159,059	Term Loan, 5.40%, Maturing September 30, 2011	3,198,547
		Sealy Mattress Co.	
	3,871,834	Term Loan, 4.54%, Maturing April 6, 2012	3,929,912

		Simmons Co.	
\$	4,979,259	Term Loan, 5.67%, Maturing December 19, 2011	\$ 5,051,872
		Tempur-Pedic, Inc.	
	4,925,000	Term Loan, 4.81%, Maturing June 30, 2009	4,971,172
			\$ 26,904,614
Industrial Equipment	0.7%		
		Bucyrus International, Inc.	
	1,056,579	Term Loan, 4.58%, Maturing July 28, 2010	1,075,069
		Chart Industries, Inc.	
	1,418,403	Term Loan, 5.63%, Maturing September 15, 2009	1,427,268
		Colfax Corp.	
	2,307,108	Term Loan, 4.81%, Maturing November 30, 2011	2,334,025
		Flowserve Corp.	
	1,994,185	Term Loan, 5.36%, Maturing June 30, 2009	2,031,576
		Gleason Corp.	
	550,000	Term Loan, 5.21%, Maturing July 27, 2011	556,875
	1,250,000	Term Loan, 8.10%, Maturing January 31, 2012	1,275,000
		Itron, Inc.	
	1,521,547	Term Loan, 4.83%, Maturing December 17, 2010	1,538,029
		MTD Products	
	995,000	Term Loan, 4.63%, Maturing June 1, 2010	1,007,437
		SPX Corp.	
	260,615	Term Loan, 4.58%, Maturing September 30, 2008	262,162
	3,379,380	Term Loan, 4.63%, Maturing September 30, 2009	3,402,613
			\$ 14,910,054
Insurance	0.8%		
		Alliant Resources Group, Inc.	
	1,592,000	Term Loan, 5.67%, Maturing August 31, 2011	1,593,990
		CCC Information Services Group	
	1,098,898	Term Loan, 5.56%, Maturing August 20, 2010	1,112,634
		Conseco, Inc.	
	5,857,203	Term Loan, 6.08%, Maturing June 22, 2010	5,981,669
		Hilb, Rogal and Hobbs Co.	
	1,974,747	Term Loan, 4.81%, Maturing December 15, 2011	2,004,987
		U.S.I. Holdings Corp.	
	5,910,000	Term Loan, 5.23%, Maturing August 11, 2007	5,941,400
			\$ 16,634,680

Leisure Goods/Activities/Movies		2.3%		
\$	718,000		Alliance Atlantis Comm., Inc.	
			Term Loan, 4.29%, Maturing December 31, 2011	\$ 726,975
	1,786,474		AMF Bowling Worldwide, Inc.	
			Term Loan, 5.52%, Maturing August 27, 2009	1,805,456
	509,429		Bombardier Recreational Products, Inc.	
			Term Loan, 4.97%, Maturing December 18, 2010	517,548
	1,985,000		Cinemark, Inc.	
			Term Loan, 4.35%, Maturing March 31, 2011	2,018,497
	2,462,121		Hollywood Entertainment Corp.	
			Term Loan, 6.08%, Maturing March 31, 2008	2,475,971
	4,359,075		Loews Cineplex Entertainment	
			Term Loan, 4.64%, Maturing July 30, 2011	4,423,441
	8,728,125		Metro-Goldwyn-Mayer Studios, Inc.	
			Term Loan, 5.06%, Maturing April 30, 2011	8,751,036
	9,111,766		Regal Cinemas Corp.	
			Term Loan, 4.56%, Maturing November 10, 2010	9,229,463
	8,296,409		Six Flags Theme Parks, Inc.	
			Term Loan, 4.90%, Maturing June 30, 2009	8,441,596
	2,140,000		Universal City Development Partners, Ltd.	
			Term Loan, 4.58%, Maturing June 9, 2011	2,174,775
	6,600,125		WMG Acquisition Corp.	
			Term Loan, 5.21%, Maturing February 28, 2011	6,690,190
	455,714		Yankees Holdings & YankeeNets, LLC	
			Term Loan, 4.77%, Maturing June 25, 2007	463,689
	994,286		Term Loan, 5.01%, Maturing June 25, 2007	1,011,686
				\$ 48,730,323
Lodging and Casinos		1.7%		
	5,926,183		Alliance Gaming Corp.	
			Term Loan, 4.90%, Maturing September 5, 2009	5,966,925
	625,000		Ameristar Casinos, Inc.	
			Term Loan, 4.63%, Maturing December 31, 2006	634,636

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\$	2,772,680	Term Loan, 4.63%, Maturing December 31, 2006	\$	2,815,427
		Argosy Gaming Co.		
	2,394,000	Term Loan, 4.31%, Maturing June 30, 2011		2,411,208
		Boyd Gaming Corp.		
	4,960,075	Term Loan, 4.23%, Maturing June 30, 2011		5,029,829
		CNL Hospitality Partners, L.P.		
	1,143,534	Term Loan, 4.90%, Maturing October 13, 2006		1,162,116
		CNL Resort Hotel, L.P.		
	1,790,000	Term Loan, 5.59%, Maturing August 18, 2006		1,790,000
		Globalcash Access, LLC		
	1,105,224	Term Loan, 5.33%, Maturing March 10, 2010		1,123,875
		Isle of Capri Casinos, Inc.		
	1,998,987	Term Loan, 4.61%, Maturing April 25, 2008		2,008,233
		Marina District Finance Co., Inc.		
	2,850,000	Term Loan, 3.93%, Maturing October 14, 2011		2,879,093
		Mohegan Tribal Gaming Authority		
	659,090	Term Loan, 6.25%, Maturing March 31, 2008		660,738
		Penn National Gaming, Inc.		
	1,808,279	Term Loan, 5.07%, Maturing July 31, 2006		1,816,642
		Pinnacle Entertainment, Inc.		
	1,565,000	Term Loan, 5.58%, Maturing August 27, 2010		1,588,475
		Seminole Tribe of Florida		
	650,000	Term Loan, 4.88%, Maturing September 30, 2011		656,500
		Venetian Casino Resort, LLC		
	1,843,864	Term Loan, 4.90%, Maturing June 15, 2011		1,876,515
		Wyndham International, Inc.		
	2,122,347	Term Loan, 8.19%, Maturing December 31, 2004		2,134,020
		Wynn Las Vegas, LLC		
	197,026	Term Loan, 4.66%, Maturing December 14, 2011		199,797
			\$	34,754,029
Nonferrous Metals/Minerals 0.7%				
		Compass Minerals Group, Inc.		
	1,460,282	Term Loan, 4.80%, Maturing November 28, 2009		1,482,003
		Consol Energy, Inc.		
	1,560,000	Term Loan, 4.89%, Maturing June 30, 2010		1,565,850

		Foundation Coal Corp.	
\$	1,638,298	Term Loan, 4.73%, Maturing July 30, 2011	\$ 1,663,487
		ICG, LLC	
	1,496,250	Term Loan, 5.36%, Maturing November 5, 2010	1,520,564
		International Mill Service, Inc.	
	2,000,000	Term Loan, 8.33%, Maturing October 26, 2011	2,035,000
		Magnequench, Inc.	
	908,862	Term Loan, 9.92%, Maturing September 30, 2009	915,679
	1,600,000	Term Loan, 13.42%, Maturing December 31, 2009	1,616,000
		Novelis, Inc.	
	1,455,000	Term Loan, 4.13%, Maturing January 6, 2012	1,468,540
	2,530,000	Term Loan, 4.13%, Maturing January 6, 2012	2,552,841
			\$ 14,819,964
Oil and Gas	1.9%		
		Dresser Rand Group, Inc.	
	1,845,597	Term Loan, 4.56%, Maturing October 29, 2011	1,874,896
		Dresser, Inc.	
	1,631,252	Term Loan, 4.97%, Maturing April 10, 2009	1,651,642
		Dynegy Holdings, Inc.	
	4,427,750	Term Loan, 6.39%, Maturing May 28, 2010	4,510,770
		El Paso Corp.	
	3,767,993	Term Loan, 5.19%, Maturing November 23, 2009	3,811,166
	2,269,875	Term Loan, 5.27%, Maturing November 23, 2009	2,291,686
		Getty Petroleum Marketing, Inc.	
	3,238,333	Term Loan, 5.80%, Maturing May 19, 2010	3,301,076
		Lyondell-Citgo Refining, L.P.	
	2,977,544	Term Loan, 4.59%, Maturing May 21, 2007	3,011,041
		Magellan Midstream Holdings, L.P.	
	1,860,124	Term Loan, 5.09%, Maturing December 10, 2011	1,885,701
		Mainline, L.P.	
	800,000	Term Loan, 4.90%, Maturing December 17, 2011	807,000
		Semgroup, L.P.	
	1,231,913	Term Loan, 5.74%, Maturing August 27, 2010	1,245,772
		Sprague Energy Corp.	
	4,164,286	Revolving Loan, 4.54%, Maturing August 10, 2007	4,153,875

Williams Production RMT Co.			
\$	12,253,576	Term Loan, 4.99%, Maturing May 30, 2007	\$ 12,457,806
			\$ 41,002,431
Publishing 3.4%			
Advanstar Communications			
	359,177	Term Loan, 7.08%, Maturing November 17, 2007	361,797
Advertising Directory Solution			
	2,725,000	Term Loan, 6.23%, Maturing May 9, 2010	2,790,855
	2,900,000	Term Loan, 4.48%, Maturing November 9, 2011	2,929,000
American Media Operations, Inc.			
	2,288,918	Term Loan, 5.31%, Maturing April 1, 2007	2,323,968
CBD Media, LLC			
	1,696,854	Term Loan, 5.09%, Maturing December 31, 2009	1,722,307
Dex Media East, LLC			
	738,643	Term Loan, 4.28%, Maturing November 8, 2008	747,414
	4,723,242	Term Loan, 4.14%, Maturing May 8, 2009	4,785,533
Dex Media West, LLC			
	1,368,885	Term Loan, 4.60%, Maturing September 9, 2009	1,386,139
	8,449,027	Term Loan, 4.45%, Maturing March 9, 2010	8,565,201
Freedom Communications			
	4,750,000	Term Loan, 4.40%, Maturing May 18, 2012	4,824,813
Herald Media, Inc.			
	308,450	Term Loan, 5.03%, Maturing July 22, 2011	313,270
	625,000	Term Loan, 8.03%, Maturing January 22, 2012	635,352
Lamar Media Corp.			
	1,500,000	Term Loan, 4.06%, Maturing June 30, 2010	1,518,750
Liberty Group Operating			
	4,203,996	Term Loan, 6.01%, Maturing April 30, 2007	4,230,271
Merrill Communications, LLC			
	1,492,641	Term Loan, 5.08%, Maturing February 9, 2009	1,513,632
Morris Publishing Group, LLC			
	3,000,000	Term Loan, 4.06%, Maturing September 30, 2010	3,025,314
	4,500,000	Term Loan, 4.31%, Maturing March 31, 2011	4,557,659
Nebraska Book Co., Inc.			
	952,800	Term Loan, 4.67%, Maturing March 4, 2011	966,497

		Newspaper Holdings, Inc.	
\$	2,300,000	Term Loan, 4.31%, Maturing August 24, 2011	\$ 2,299,282
		R.H. Donnelley Corp.	
	1,733,975	Term Loan, 4.24%, Maturing December 31, 2009	1,746,586
	4,968,704	Term Loan, 4.28%, Maturing June 30, 2010	5,025,118
		Source Media, Inc.	
	2,043,000	Term Loan, 4.69%, Maturing November 8, 2011	2,067,261
	250,000	Term Loan, 7.94%, Maturing August 30, 2012	255,313
		Sun Media Corp.	
	2,577,814	Term Loan, 4.73%, Maturing February 7, 2009	2,599,566
		The Reader s Digest Association, Inc.	
	2,482,243	Term Loan, 4.55%, Maturing May 20, 2008	2,518,312
		Transwestern Publishing Co., LLC	
	828,800	Term Loan, 4.20%, Maturing February 25, 2011	840,455
	1,588,002	Term Loan, 5.79%, Maturing February 25, 2011	1,616,537
	395,600	Term Loan, 4.56%, Maturing August 24, 2012	401,163
		Weekly Reader Corp.	
	980,000	Term Loan, 6.76%, Maturing March 18, 2009	977,550
		Xerox Corp.	
	4,500,000	Term Loan, 4.33%, Maturing September 30, 2008	4,548,164
			\$ 72,093,079
Radio and Television	2.3%		
		Adams Outdoor Advertising, L.P.	
	2,636,750	Term Loan, 4.92%, Maturing October 15, 2011	2,674,653
	350,000	Term Loan, 6.17%, Maturing April 15, 2012	356,563
		Block Communications, Inc.	
	744,028	Term Loan, 5.31%, Maturing November 30, 2009	751,004
		Canwest Media, Inc.	
	3,496,749	Term Loan, 4.75%, Maturing August 15, 2009	3,547,015
		Cumulus Media, Inc.	
	2,493,750	Term Loan, 4.06%, Maturing March 28, 2010	2,505,179
	995,000	Term Loan, 4.25%, Maturing March 28, 2010	1,011,169

		DirecTV Holdings, LLC	
\$	8,866,531	Term Loan, 4.47%, Maturing March 6, 2010	\$ 9,000,637
		Emmis Operating Co.	
	5,575,000	Term Loan, 4.17%, Maturing November 10, 2011	5,640,428
		Entravision Communications Co.	
	1,160,000	Term Loan, 4.31%, Maturing February 27, 2012	1,172,809
		Gray Television, Inc.	
	6,284,250	Term Loan, 4.31%, Maturing December 31, 2010	6,370,658
		NEP Supershooters, L.P.	
	1,562,271	Term Loan, 10.56%, Maturing August 3, 2011	1,550,554
		Nexstar Broadcasting, Inc.	
	1,606,525	Term Loan, 4.31%, Maturing December 31, 2010	1,613,553
	877,247	Term Loan, 4.31%, Maturing December 31, 2010	884,375
		Rainbow National Services, LLC	
	3,128,663	Term Loan, 5.19%, Maturing March 31, 2012	3,177,548
		Raycom National, LLC	
	2,350,000	Term Loan, 4.56%, Maturing February 24, 2012	2,379,375
		Sinclair Television Group, Inc.	
	1,835,000	Term Loan, 4.33%, Maturing June 30, 2009	1,843,602
	2,985,000	Term Loan, 4.33%, Maturing December 31, 2009	3,012,984
		Susquehanna Media Co.	
	2,000,000	Term Loan, 4.17%, Maturing March 31, 2012	2,030,626
			\$ 49,522,732
Rail Industries	0.3%		
		Kansas City Southern Industries, Inc.	
	770,000	Term Loan, 4.30%, Maturing March 30, 2008	780,973
		Railamerica, Inc.	
	4,419,770	Term Loan, 4.38%, Maturing September 29, 2011	4,499,878
	522,465	Term Loan, 4.38%, Maturing September 29, 2011	531,717
			\$ 5,812,568
Retailers (Except Food and Drug)	1.5%		
		American Achievement Corp.	
	694,750	Term Loan, 6.75%, Maturing March 25, 2011	706,040
		Amscan Holdings, Inc.	
	985,050	Term Loan, 5.60%, Maturing April 30, 2012	991,207

		CKS Auto, Inc.	
\$	3,960,000	Term Loan, 4.85%, Maturing June 20, 2009	\$ 4,004,550
		Coinmach Laundry Corp.	
	4,618,388	Term Loan, 5.47%, Maturing July 25, 2009	4,674,677
		FTD, Inc.	
	992,500	Term Loan, 4.65%, Maturing February 28, 2011	1,007,388
		Harbor Freight Tools USA, Inc.	
	2,344,125	Term Loan, 4.75%, Maturing July 15, 2010	2,352,622
		Home Interiors & Gifts, Inc.	
	1,126,922	Term Loan, 7.17%, Maturing March 31, 2011	1,092,551
		Josten s Corp.	
	2,725,000	Term Loan, 4.81%, Maturing December 6, 2011	2,755,899
		Oriental Trading Co., Inc.	
	5,259,712	Term Loan, 5.38%, Maturing August 4, 2010	5,288,203
		Rent-A-Center, Inc.	
	2,577,740	Term Loan, 4.46%, Maturing June 30, 2010	2,613,183
		Riddell Bell Holdings, Inc.	
	498,750	Term Loan, 4.76%, Maturing September 30, 2011	507,582
		Savers, Inc.	
	839,640	Term Loan, 6.77%, Maturing August 4, 2009	846,462
	1,000,000	Term Loan, 10.48%, Maturing August 4, 2010	1,012,500
		Travelcenters of Ameria, Inc.	
	4,247,000	Term Loan, 4.32%, Maturing October 1, 2008	4,297,433
			\$ 32,150,297
Surface Transport	0.6%		
		Horizon Lines, LLC	
	980,075	Term Loan, 5.39%, Maturing July 7, 2011	992,326
		Laidlaw International, Inc.	
	6,333,240	Term Loan, 6.33%, Maturing June 19, 2009	6,363,918
		NFIL Holding Corp.	
	523,810	Term Loan, 4.50%, Maturing February 27, 2010	531,667
	1,529,589	Term Loan, 4.61%, Maturing February 27, 2010	1,550,621
		Sirva Worldwide, Inc.	
	2,441,176	Term Loan, 4.58%, Maturing December 31, 2010	2,416,765
			\$ 11,855,297

Telecommunications 3.3%			
		American Tower, L.P.	
\$	6,343,125	Term Loan, 4.23%, Maturing August 31, 2011	\$ 6,422,414
		Centennial Cellular Operating	
	3,826,112	Term Loan, 4.95%, Maturing February 9, 2011	3,860,486
		Cincinnati Bell, Inc.	
	8,905,101	Term Loan, 5.00%, Maturing June 30, 2008	8,995,541
		Consolidated Communications, Inc.	
	1,228,962	Term Loan, 4.67%, Maturing October 14, 2010	1,232,034
	2,110,835	Term Loan, 4.95%, Maturing October 14, 2011	2,146,456
		Iowa Telecommunications Service	
	2,458,000	Term Loan, 4.59%, Maturing November 23, 2005	2,485,653
		Nextel Partners Operation Corp.	
	4,800,000	Term Loan, 4.94%, Maturing May 31, 2011	4,870,714
		Ntelos, Inc.	
	2,987,280	Term Loan, 6.33%, Maturing July 25, 2008	2,991,014
		Qwest Corp.	
	12,500,000	Term Loan, 7.39%, Maturing June 4, 2007	13,052,450
		SBA Senior Finance, Inc.	
	2,782,893	Term Loan, 4.91%, Maturing October 31, 2008	2,822,897
		Spectrasite Communications, Inc.	
	3,597,000	Term Loan, 4.03%, Maturing May 23, 2012	3,627,726
		Stratos Global Corp.	
	1,646,000	Term Loan, 4.75%, Maturing December 3, 2010	1,664,518
		Triton PCS, Inc.	
	2,765,000	Term Loan, 5.75%, Maturing November 18, 2009	2,805,612
		USA Mobility, Inc.	
	470,286	Term Loan, 4.83%, Maturing November 16, 2006	473,813
		Valor Telecommunications Enterprises, LLC	
	3,491,250	Term Loan, 6.03%, Maturing November 10, 2011	3,510,525
	1,100,000	Term Loan, 10.23%, Maturing November 10, 2011	1,134,238
		Viasystems, Inc.	
	750,000	Term Loan, 6.49%, Maturing September 30, 2009	757,656

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		Westcom Corp.		
\$	1,000,000	Term Loan, 5.41%, Maturing December 17, 2010	\$	1,016,875
	1,000,000	Term Loan, 9.66%, Maturing May 17, 2011		1,040,000
		Western Wireless Corp.		
	5,373,000	Term Loan, 5.52%, Maturing May 28, 2011		5,417,773
			\$	70,328,395
Utilities	1.0%			
		Allegheny Energy Supply Co., LLC		
	3,674,681	Term Loan, 4.80%, Maturing October 28, 2011		3,747,715
		Cogentrix Delaware Holdings, Inc.		
	1,736,875	Term Loan, 4.83%, Maturing February 26, 2009		1,749,902
		Coletto Creek WLE, L.P.		
	945,250	Term Loan, 4.83%, Maturing June 30, 2011		962,579
		NRG Energy, Inc.		
	2,091,996	Term Loan, 2.45%, Maturing December 20, 2011		2,099,841
	2,660,754	Term Loan, 4.52%, Maturing December 20, 2011		2,678,049
		Pike Electric, Inc.		
	1,365,946	Term Loan, 4.69%, Maturing July 1, 2012		1,390,278
	1,043,000	Term Loan, 4.75%, Maturing July 1, 2012		1,059,297
		Plains Resources, Inc.		
	1,414,286	Term Loan, 4.39%, Maturing July 23, 2010		1,434,175
		Reliant Energy, Inc.		
	2,645,000	Term Loan, 5.05%, Maturing December 22, 2010		2,666,017
		Texas Genco, LLC		
	3,856,954	Term Loan, 4.48%, Maturing December 14, 2011		3,909,987
			\$	21,697,840
Total Senior, Floating Rate Interests				
(identified cost \$1,055,086,720)			\$	1,065,387,680

Mortgage Pass-Throughs 47.7%

Principal Amount (000 s omitted)	Security	Value
\$	Federal Home Loan Mortgage Corp.:	
2,352	3.181%, with maturity at 2025(4)	\$ 2,410,069
1,489	6.00%, with maturity at 2026	1,538,663

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\$	55,312	6.50%, with various maturities to 2025	\$	57,912,445
	27,042	7.00%, with various maturities to 2027		28,677,533
	1,643	7.13%, with maturity at 2023		1,757,747
	55,909	7.50%, with various maturities to 2028(5)		60,062,033
	2,089	7.65%, with maturity at 2022		2,262,257
	573	7.70%, with maturity at 2022		621,567
	39,050	8.00%, with various maturities to 2030		42,566,355
	27,216	8.50%, with various maturities to 2030		29,948,501
	341	8.75%, with maturity at 2010		362,028
	10,430	9.00%, with various maturities to 2023		11,537,846
	10,414	9.50%, with various maturities to 2025		11,754,312
	4,973	10.00%, with various maturities to 2022		5,670,145
	3,309	10.50%, with various maturities to 2021		3,786,955
	190	11.00%, with maturity at 2015		214,480
	369	11.50%, with various maturities to 2020		423,771
	3,086	12.00%, with various maturities to 2020		3,576,010
	1,256	12.50%, with various maturities to 2015		1,475,149
	521	13.00%, with maturity at 2015		623,250
	44	13.50%, with maturity at 2014		51,201
	199	14.00%, with maturity at 2014		245,487
			\$	267,477,804
		Federal National Mortgage Assn.:		
	1,212	6.00%, with maturity at 2023		1,254,623
	88,906	6.50%, with various maturities to 2029(5)		93,050,197
	1,146	6.75%, with maturity at 2023		1,212,166
	82,922	7.00%, with various maturities to 2028(5)		87,883,696
	24,043	7.50%, with various maturities to 2028		25,811,289
	28,914	8.00%, with various maturities to 2028		31,462,469
	161	8.25%, with maturity at 2018		175,847
	7,119	8.425%, with maturity at 2027		7,880,270
	15,570	8.50%, with various maturities to 2027		17,147,355
	2,399	8.616%, with maturity at 2029		2,670,924
	3,730	8.638%, with maturity at 2028(4)		4,128,624
	3,525	8.818%, with maturity at 2027		3,920,595
	27,669	9.00%, with various maturities to 2026		30,844,570

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\$	1,560	9.28%, with maturity at 2024	\$	1,735,412
	11,506	9.50%, with various maturities to 2030		12,976,164
	4,971	10.00%, with various maturities to 2021		5,676,792
	4,131	10.259%, with maturity at 2025		4,725,341
	4,461	10.278%, with maturity at 2019		5,050,256
	6,103	10.50%, with various maturities to 2025		7,027,282
	2,022	11.00%, with various maturities to 2020		2,333,730
	218	11.25%, with maturity at 2016		251,466
	4,947	11.50%, with various maturities to 2021		5,739,639
	15	11.75%, with maturity at 2014		17,581
	717	12.00%, with various maturities to 2016		842,969
	642	12.50%, with various maturities to 2015		753,740
	686	13.00%, with various maturities to 2015		817,554
	251	13.50%, with various maturities to 2017		306,284
	86	14.50%, with maturity at 2014		104,835
			\$	355,801,670
		Government National Mortgage Assn.:		
	9,162	6.00%, with maturity at 2024(5)		9,474,351
	78,643	6.50%, with various maturities to 2024(5)		82,363,239
	14,742	7.00%, with various maturities to 2024		15,638,900
	46,854	8.00%, with various maturities to 2025(5)		50,937,331
	4,288	8.50%, with various maturities to 2022		4,751,467
	20,364	9.00%, with various maturities to 2026		22,741,991
	28,248	9.50%, with various maturities to 2026(5)		31,975,620
	1,900	10.00%, with maturity at 2019		2,187,886
			\$	220,070,785
		Collateralized Mortgage Obligations:		
	1,137	Federal Home Loan Mortgage Corp., Series 1289, Class PV, 7.50%, 6/15/22		1,201,506
	6,233	Federal Home Loan Mortgage Corp., Series 1497, Class K, 7.00%, 4/15/23		6,577,829
	9,951	Federal Home Loan Mortgage Corp., Series 1529, Class Z, 7.00%, 6/15/23		10,531,436

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\$	6,438	Federal Home Loan Mortgage Corp., Series 1620, Class Z, 6.00%, 11/15/23	\$	6,712,353
	3,907	Federal Home Loan Mortgage Corp., Series 1650, Class K, 6.50%, 1/15/24		4,163,901
	1,829	Federal Home Loan Mortgage Corp., Series 1720, Class PJ, 7.25%, 1/15/24		1,902,886
	14,343	Federal Home Loan Mortgage Corp., Series 1730, Class Z, 7.00%, 5/15/24		15,193,907
	3,005	Federal Home Loan Mortgage Corp., Series 2198, Class ZA, 8.50%, 11/15/29		3,658,434
	4,300	Federal Home Loan Mortgage Corp., Series 24, Class J, 6.25%, 11/25/23		4,507,273
	5,152	Federal Home Loan Mortgage Corp., Series 40, Class K, 6.50%, 8/17/24		5,474,402
	1,217	Federal National Mortgage Assn., Series 1988-14, Class I, 9.20%, 6/25/18		1,345,190
	1,125	Federal National Mortgage Assn., Series 1989-1, Class D, 10.30%, 1/25/19		1,265,443
	2,266	Federal National Mortgage Assn., Series 1989-34, Class Y, 9.85%, 7/25/19		2,547,461
	523	Federal National Mortgage Assn., Series 1990-29, Class J, 9.00%, 3/25/20		579,843
	2,597	Federal National Mortgage Assn., Series 1990-43, Class Z, 9.50%, 4/25/20		2,927,079
	946	Federal National Mortgage Assn., Series 1991-98, Class J, 8.00%, 8/25/21		1,023,340
	500	Federal National Mortgage Assn., Series 1992-103, Class Z, 7.50%, 6/25/22		535,709
	968	Federal National Mortgage Assn., Series 1992-113, Class Z, 7.50%, 7/25/22		1,037,571
	1,901	Federal National Mortgage Assn., Series 1992-185, Class ZB, 7.00%, 10/25/22		2,014,953
	7,436	Federal National Mortgage Assn., Series 1992-77, Class ZA, 8.00%, 5/25/22		8,100,896
	3,898	Federal National Mortgage Assn., Series 1993-16, Class Z, 7.50%, 2/25/23		4,176,800
	3,701	Federal National Mortgage Assn., Series 1993-22, Class PM, 7.40%, 2/25/23		3,956,415

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\$	5,086	Federal National Mortgage Assn., Series 1993-25, Class J, 7.50%, 3/25/23	\$	5,450,777
	11,364	Federal National Mortgage Assn., Series 1993-30, Class PZ, 7.50%, 3/25/23		12,171,333
	8,248	Federal National Mortgage Assn., Series 1994-89, Class ZQ, 8.00%, 7/25/24		8,934,418
	9,084	Federal National Mortgage Assn., Series 1996-57, Class Z, 7.00%, 12/25/26		9,624,471
	5,198	Federal National Mortgage Assn., Series 1997-77, Class Z, 7.00%, 11/18/27		5,604,630
	7,630	Federal National Mortgage Assn., Series 2001-37, Class GA, 8.00%, 7/25/16		8,276,492
	1,662	Federal National Mortgage Assn., Series G92-44, Class Z, 8.00%, 7/25/22		1,797,961
	2,705	Federal National Mortgage Assn., Series G92-44, Class ZQ, 8.00%, 7/25/22		2,917,540
	6,026	Federal National Mortgage Assn., Series G93-29, Class Z, 7.00%, 8/25/23		6,382,673
	9,000	Government National Mortgage Assn., Series 2002-45, Class PG, 6.00%, 3/17/32		9,366,327
	3,340	Merrill Lynch Trust, Series 45, Class Z, 9.10%, 9/20/20		3,507,874
			\$	163,469,123
Total Mortgage Pass-Throughs				
(identified cost \$1,018,384,754)				\$ 1,006,819,382

Corporate Bonds & Notes 49.6%

Principal

Amount
(000 s omitted)

Security

Value

Aerospace and Defense 0.6%

\$	1,815	Argo Tech Corp., Sr. Notes 9.25%, 6/1/11(3)	\$	1,996,500
	1,895	Armor Holdings, Inc., Sr. Sub. Notes 8.25%, 8/15/13		2,117,662
	660	BE Aerospace, Sr. Sub. Notes, Series B 8.00%, 3/1/08		656,700
	11	Crown Castle International Corp., (PIK) 6.25%, 1/0/00		560,736

		Sequa Corp.	
\$	5,350	8.875%, 4/1/08	\$ 5,778,000
		Standard Aero Holdings, Inc., Sr. Sub. Notes	
	760	8.25%, 9/1/14(3)	820,800
		Vought Aircraft Industries, Inc., Sr. Notes	
	1,000	8.00%, 7/15/11	1,000,000
			\$ 12,369,662

Air Transport 0.3%

		American Airlines	
	3,615	7.80%, 10/1/06	3,183,266
	525	8.608%, 4/1/11	463,507
		Continental Airlines	
	475	8.00%, 12/15/05	469,062
		Delta Air Lines	
	199	7.779%, 11/18/05	170,462
	2,426	9.50%, 11/18/08(3)	2,147,010
		Northwest Airlines, Inc.	
	445	8.875%, 6/1/06	404,950
			\$ 6,838,257

Automotive 1.6%

		Accuride Corp., Sr. Sub Notes	
	650	8.50%, 2/1/15(3)	672,750
		Affinia Group, Inc.	
	1,070	9.00%, 11/30/14(3)	1,107,450
		Altra Industrial Motion	
	665	9.00%, 12/1/11(3)	671,650
		Cooper-Standard Automotive, Inc.	
	325	7.00%, 12/15/12(3)	320,937
		Keystone Automotive Operations, Inc., Sr. Sub. Notes	
	1,020	9.75%, 11/1/13	1,093,950
		Metaldyne Corp.	
	2,855	11.00%, 6/15/12(3)	2,383,925
		Metaldyne, Inc., Sr. Notes	
	2,640	10.00%, 11/1/13(3)	2,481,600
		Sonic Automotive, Inc., Sr. Sub. Notes	
	1,600	8.625%, 8/15/13	1,712,000
		Tenneco Automotive, Global Shares, Series B	
	10,855	10.25%, 7/15/13	12,808,900
		Tenneco Automotive, Inc., Sr. Sub. Notes	
	2,680	8.625%, 11/15/14(3)	2,800,600
		TRW Automotive, Inc., Sr. Notes	
	2,230	9.375%, 2/15/13	2,519,900

		TRW Automotive, Inc., Sr. Sub. Notes	
\$	3,900	11.00%, 2/15/13	\$ 4,582,500
		United Components, Inc., Sr. Sub. Notes	
	990	9.375%, 6/15/13	1,044,450
			\$ 34,200,612
Broadcasting 0.2%			
		Fisher Communications, Inc., Sr. Notes	
	995	8.625%, 9/15/14(3)	1,075,844
		XM Satellite Radio, Inc.	
	2,625	1.75%, 12/1/09(3)	2,503,594
			\$ 3,579,438
Building and Development 1.2%			
		Coleman Cable, Inc., Sr. Notes	
	1,060	9.875%, 10/1/12(3)	1,118,300
		Dayton Superior Corp., Sr. Notes	
	7,170	10.75%, 9/15/08	7,743,600
		MAAX Corp., Sr. Sub. Notes	
	1,150	9.75%, 6/15/12	1,221,875
		Owens Corning	
	195	7.70%, 5/1/08(6)	138,450
		Ply Gem Industries, Inc., Sr. Sub. Notes	
	1,740	9.00%, 2/15/12(3)	1,740,000
	2,625	9.00%, 2/15/12(3)	2,625,000
		RMCC Acquisition Co., Sr. Sub. Notes	
	3,495	9.50%, 11/1/12(3)	3,460,050
		Shaw Group, Inc., Sr. Notes	
	1,550	10.75%, 3/15/10	1,724,375
		WCI Communities, Inc., Sr. Sub. Notes	
	6,000	7.875%, 10/1/13	6,435,000
			\$ 26,206,650
Business Equipment and Services 1.9%			
		Affinity Group, Inc., Sr. Sub. Notes	
	3,450	9.00%, 2/15/12	3,708,750
		Allied Security Escrow, Sr. Sub. Notes	
	450	11.375%, 7/15/11(3)	473,625
		Amerco, Inc.	
	1,560	9.00%, 3/15/09	1,657,500
		Coinmach Corp., Sr. Notes	
	476	9.00%, 2/1/10	492,660

		E*Trade Financial Corp., Sr. Notes	
\$	2,420	8.00%, 6/15/11(3)	\$ 2,613,600
		Mobile Mini, Inc.	
	2,090	9.50%, 7/1/13	2,404,754
		Norcross Safety Products LLC/Norcross Capital Corp., Sr. Sub. Notes, Series B	
	4,660	9.875%, 8/15/11	5,195,900
		NSP Holdings LLC/NSP Holdings Capital Corp., Sr. Notes, (PIK)	
	3,270	11.75%, 1/1/12(3)	3,417,150
		Quintiles Transnational Corp., Sr. Sub. Notes	
	9,690	10.00%, 10/1/13	10,998,150
		Williams Scotsman, Inc., Sr. Notes	
	1,515	10.00%, 8/15/08	1,658,925
		Xerox Corp.	
	3,000	9.75%, 1/15/09	3,480,000
		Xerox Corp., Sr. Notes	
	1,855	7.125%, 6/15/10	2,008,037
	1,485	7.625%, 6/15/13	1,607,512
			\$ 39,716,563
Cable and Satellite Television	0.9%		
		Charter Communications Holdings, LLC, Sr. Notes	
	2,520	10.25%, 1/15/10	2,116,800
		Insight Communications, Sr. Disc. Notes	
	13,650	12.25%, 2/15/11	13,445,250
		UGS Corp., Sr. Sub. Notes	
	2,485	10.00%, 6/1/12(3)	2,783,200
			\$ 18,345,250
Chemicals and Plastics	4.2%		
		Acetex Corp., Sr. Notes	
	3,000	10.875%, 8/1/09	3,262,500
		Avecia Investments Ltd.	
	562	11.00%, 7/1/09	595,720
		BCP Caylux Holdings, Sr. Sub. Notes	
	4,880	9.625%, 6/15/14(3)	5,441,200
		Borden U.S. Finance/Nova Scotia Finance, Sr. Notes	
	1,765	9.00%, 7/15/14(3)	1,950,325
		Crystal US Holdings/US Holdings 3, LLC, Sr. Disc. Notes	
	5,165	10.50%, 10/1/14(3)	3,531,569
		Equistar Chemical, Sr. Notes	
	7,000	10.625%, 5/1/11	8,085,000
		Huntsman Advanced Materials, Sr. Notes	
	905	11.00%, 7/15/10(3)	1,067,900

		Huntsman International	
\$	6,000	9.875%, 3/1/09	\$ 6,570,000
		Huntsman LLC	
	6,825	11.625%, 10/15/10	7,985,250
		Innophos, Inc., Sr. Sub. Notes	
	1,100	8.875%, 8/15/14(3)	1,190,750
		Koppers, Inc.	
	1,835	9.875%, 10/15/13	2,091,900
		Lyondell Chemical Co.	
	1,940	9.50%, 12/15/08	2,104,900
	4,790	9.50%, 12/15/08	5,197,150
	995	11.125%, 7/15/12	1,174,100
		Lyondell Chemical Co., Series A	
	3,170	9.625%, 5/1/07	3,479,075
		Lyondell Chemical Co., Sr. Notes	
	2,412	10.50%, 6/1/13	2,858,220
		Nalco Co., Sr. Sub. Notes	
	2,960	8.875%, 11/15/13(3)	3,241,200
		OM Group, Inc.	
	11,180	9.25%, 12/15/11	11,962,600
		Polyone Corp.	
	2,490	10.625%, 5/15/10	2,788,800
		Polyone Corp., Sr. Notes	
	25	8.875%, 5/1/12	27,000
		Rhodia SA, Sr. Notes	
	6,450	10.25%, 6/1/10	7,369,125
		Rockwood Specialties Group, Sr. Sub. Notes	
	1,360	10.625%, 5/15/11	1,557,200
		UAP Holding Corp., Sr. Disc. Notes	
	5,535	10.75%, 7/15/12(3)	4,455,675
			\$ 87,987,159
Clothing/Textiles	1.0%		
		Levi Strauss & Co., Sr. Notes	
	3,250	11.625%, 1/15/08	3,420,625
		Oxford Industries, Inc., Sr. Notes	
	9,690	8.875%, 6/1/11	10,368,300
		Perry Ellis International, Inc., Sr. Sub. Notes	
	3,795	8.875%, 9/15/13	3,965,775
		Phillips Van-Heusen, Sr. Notes	
	1,175	7.25%, 2/15/11(3)	1,233,750
	2,500	8.125%, 5/1/13	2,725,000
			\$ 21,713,450

Computers - Integrated Systems	0.0%		
		Activant Solutions, Inc., Sr. Notes	
\$	1,000	10.50%, 6/15/11	\$ 1,082,500
			\$ 1,082,500
Conglomerates	0.6%		
		Amsted Industries, Inc., Sr. Notes	
	7,150	10.25%, 10/15/11(3)	8,079,500
		Goodman Global Holdings, Sr. Notes, Variable Rate	
	1,570	5.76%, 6/15/12(3)	1,617,100
		Mueller Group, Inc., Sr. Sub. Notes	
	2,625	10.00%, 4/25/11	2,848,125
			\$ 12,544,725
Containers and Glass Products	2.3%		
		Anchor Glass Container Corp.	
	5,000	11.00%, 2/15/13	5,400,000
		Crown Euro Holdings SA	
	20,495	10.875%, 3/1/13	24,132,862
		Graphic Packaging International Corp., Sr. Sub. Notes	
	3,265	9.50%, 8/15/13	3,656,800
		Intertape Polymer US, Inc., Sr. Sub. Notes	
	3,235	8.50%, 8/1/14	3,283,525
		Owens-Illinois, Inc., Sr. Notes	
	1,335	8.10%, 5/15/07	1,415,100
		Plastipak Holdings, Inc.	
	3,915	10.75%, 9/1/11	4,423,950
		Pliant Corp.	
	2,775	11.125%, 6/15/09	2,594,625
		Tekni-Plex, Inc., Sr. Notes	
	1,755	8.75%, 11/15/13(3)	1,763,775
		US Can Corp., Sr. Notes	
	820	10.875%, 7/15/10	881,500
			\$ 47,552,137
Cosmetics/Toiletries	0.5%		
		Aearo Co. I, Sr. Sub. Notes	
	1,665	8.25%, 4/15/12	1,723,275
		Del Laboratories Inc., Sr. Sub. Notes	
	1,780	8.00%, 2/1/12(3)	1,771,100
		GFSI, Inc., Sr. Sub. Notes, Series B	
	270	9.625%, 3/1/07	263,250
		Samsonite Corp., Sr. Sub. Notes	
	3,680	8.875%, 6/1/11	3,979,000

		True Temper Sports, Inc., Sr. Sub. Notes	
\$	700	8.375%, 9/15/11	\$ 668,500
		WH Holdings Ltd./WH Capital Corp., Sr. Notes	
	1,119	9.50%, 4/1/11	1,237,894
			\$ 9,643,019
Drugs	0.2%		
		Warner Chilcott Corp.	
	4,455	8.75%, 2/1/15(3)	4,599,787
			\$ 4,599,787
Ecological Services and Equipment	0.3%		
		Alderwoods Group, Inc., Sr. Notes	
	1,145	7.75%, 9/15/12(3)	1,233,737
		Allied Waste North America, Series B	
	3,500	8.875%, 4/1/08	3,675,000
		National Waterworks, Inc., Series B	
	1,500	10.50%, 12/1/12	1,687,500
			\$ 6,596,237
Electronics/Electrical	2.0%		
		Advanced Micro Devices, Inc., Sr. Notes	
	8,040	7.75%, 11/1/12(3)	8,060,100
		Amkor Technologies, Inc.	
	1,010	5.75%, 6/1/06	979,700
		Amkor Technologies, Inc., Sr. Notes	
	2,595	7.125%, 3/15/11	2,322,525
	7,930	7.75%, 5/15/13	7,097,350
		Danka Business Systems, Sr. Notes	
	2,350	11.00%, 6/15/10	2,479,250
		Hexcel Corp.	
	1,520	9.875%, 10/1/08	1,687,200
		Hexcel Corp., Sr. Sub. Notes	
	525	9.75%, 1/15/09	549,937
		Nortel Networks Ltd.	
	665	6.125%, 2/15/06	677,469
	1,575	4.25%, 9/1/08	1,525,781
		Rayovac Corp., Sr. Sub. Notes	
	5,445	7.375%, 2/1/15(3)	5,519,869
		Sanmina-SCI Corp., Sr. Notes	
	5,000	10.375%, 1/15/10	5,700,000
		Stratus Technologies, Inc., Sr. Notes	
	775	10.375%, 12/1/08	740,125
		Wesco Distribution Inc.	
	5,000	9.125%, 6/1/08	5,150,000
			\$ 42,489,306

Energy Services	0.1%		
		Aventine Renewable Energy Holdings, Inc., Variable Rate	
\$	1,385	8.501%, 12/15/11(3)	\$ 1,405,775
			\$ 1,405,775
Equipment Leasing	0.1%		
		United Rentals North America, Inc.	
	745	6.50%, 2/15/12	735,687
		United Rentals North America, Inc., Sr. Sub. Notes	
	2,250	7.00%, 2/15/14	2,103,750
			\$ 2,839,437
Farming/Agriculture	0.4%		
		IMC Global, Inc.	
	6,775	11.25%, 6/1/11	7,689,625
			\$ 7,689,625
Financial Intermediaries	0.6%		
		Alzette	
	750	8.691%, 12/15/20(3)	750,000
		Bryant Park CDO, Ltd., Series 2005-1A, Class C	
	1,000	4.941%, 1/15/19(3)	985,920
		Carlyle High Yield Partners, Series 2004-6A, Class C	
	1,000	4.36%, 8/15/16(3)	1,000,000
		Centurion CDO 8 Ltd., Series 2005 8A, Class D	
	1,000	8.20%, 3/8/17(3)	1,000,000
		Dryden Leveraged Loan, Series 2004-6A, Class C1	
	1,500	4.055%, 7/30/16(3)	1,500,000
		Refco Finance Holdings, LLC, Sr. Sub. Notes	
	7,285	9.00%, 8/1/12(3)	7,977,075
			\$ 13,212,995
Food Products	0.5%		
		ASG Consolidated, LLC/ASG Finance, Inc., Sr. Disc. Notes	
	4,240	11.50%, 11/1/11(3)	2,819,600
		Pierre Foods, Inc., Sr. Sub. Notes	
	3,225	9.875%, 7/15/12(3)	3,386,250
		Pinnacle Foods Holding, Sr. Sub. Notes	
	4,160	8.25%, 12/1/13	3,848,000
			\$ 10,053,850

Forest Products	2.4%		
		Boise Cascade, LLC, Sr. Notes, Variable Rate	
\$	1,520	5.535%, 10/15/12(3)	\$ 1,569,400
		Caraustar Industries, Inc., Sr. Sub. Notes	
	4,950	9.875%, 4/1/11	5,457,375
		Georgia-Pacific Corp.	
	15,225	9.50%, 12/1/11	18,840,937
		MDP Acquisitions/JSG Funding PLC, Sr. Notes	
	17,180	9.625%, 10/1/12	19,069,800
		Neenah Paper, Inc., Sr. Notes	
	1,085	7.375%, 11/15/14(3)	1,095,850
		Newark Group, Inc., Sr. Sub. Notes	
	3,885	9.75%, 3/15/14	4,088,962
		Stone Container Finance Canada	
	1,150	7.375%, 7/15/14	1,190,250
			\$ 51,312,574
Healthcare	4.1%		
		AMR Corp.	
	2,970	9.00%, 8/1/12	2,093,850
		AMR HoldCo, Inc./EmCare HoldCo, Inc., Sr. Sub. Notes	
	2,710	10.00%, 2/15/15(3)	2,798,075
		Ardent Health Services, Inc., Sr. Sub. Notes	
	6,995	10.00%, 8/15/13	7,274,800
		Carriage Services, Inc.	
	870	7.875%, 1/15/15(3)	901,537
		CDRV Investors, Inc., Sr. Disc. Notes	
	4,145	9.625%, 1/1/15(3)	2,497,362
		Concentra Operating Corp., Sr. Notes	
	7,000	9.50%, 8/15/10	7,805,000
		HCA, Inc.	
	2,080	5.50%, 12/1/09	2,081,876
		Healthsouth Corp.	
	1,125	7.625%, 6/1/12	1,133,437
		Inverness Medical Innovations, Inc., Sr. Sub. Notes	
	3,175	8.75%, 2/15/12(3)	3,270,250
		Knowledge Learning Center, Sr. Sub. Notes	
	2,200	7.75%, 2/1/15(3)	2,222,000

		Medical Device Manufacturing, Inc., Sr. Sub. Notes	
\$	2,645	10.00%, 7/15/12(3)	\$ 2,869,825
		Medquest, Inc.	
	6,000	11.875%, 8/15/12	7,050,000
		National Mentor, Inc., Sr. Sub. Notes	
	1,305	9.625%, 12/1/12(3)	1,376,775
		National Nephrology Association, Sr. Sub. Notes	
	2,000	9.00%, 11/1/11(3)	2,290,000
		Omega Healthcare Investors, Inc., Sr. Notes	
	1,165	7.00%, 4/1/14	1,182,475
		Pacificare Health System	
	7,017	10.75%, 6/1/09	7,964,295
		Rotech Healthcare, Inc.	
	3,675	9.50%, 4/1/12	4,079,250
		Tenet Healthcare Corp.	
	6,500	7.375%, 2/1/13	6,012,500
		Tenet Healthcare Corp., Sr. Notes	
	2,380	9.875%, 7/1/14(3)	2,481,150
	3,705	9.25%, 2/1/15(3)	3,723,525
		US Oncology, Inc., Sr. Notes	
	2,205	9.00%, 8/15/12(3)	2,403,450
		US Oncology, Inc., Sr. Sub. Notes	
	4,365	10.75%, 8/15/14(3)	5,008,837
		Vanguard Health Holdings II, Sr. Sub. Notes	
	4,730	9.00%, 10/1/14(3)	5,072,925
		VWR International, Inc., Sr. Sub. Notes	
	3,270	8.00%, 4/15/14	3,417,150
			\$ 87,010,344
Home Furnishings	0.1%		
		Fedders North America, Inc.	
	2,585	9.875%, 3/1/14	2,093,850
		Leslie's Poolmart, Sr. Notes	
	1,090	7.75%, 2/1/13(3)	1,114,525
			\$ 3,208,375
Industrial Equipment	0.7%		
		Case New Holland, Inc., Sr. Notes	
	560	9.25%, 8/1/11(3)	614,600
	7,135	9.25%, 8/1/11(3)	7,830,662
		Milacron Escrow Corp.	
	1,380	11.50%, 5/15/11	1,483,500
		Thermadyne Holdings Corp., Sr. Sub. Notes	
	4,575	9.25%, 2/1/14	4,460,625
			\$ 14,389,387

Leisure Goods/Activities/Movies	2.1%		
		AMC Entertainment, Inc., Sr. Sub. Notes	
\$	2,235	9.875%, 2/1/12	\$ 2,424,975
		LCE Acquisition Corp., Sr. Sub. Notes	
	4,465	9.00%, 8/1/14(3)	4,699,412
		Marquee Holdings, Inc., Sr. Disc. Notes	
	5,965	12.00%, 8/15/14(3)	4,086,025
		Royal Caribbean Cruises, Sr. Notes	
	8,675	8.75%, 2/2/11	10,214,812
		Universal City Development Partners, Sr. Notes	
	14,015	11.75%, 4/1/10	16,537,700
		Universal City Florida Holding, Sr. Notes	
	920	8.375%, 5/1/10(3)	961,400
		Universal City Florida Holding, Sr. Notes, Variable Rate	
	1,845	7.20%, 5/1/10(3)	1,928,025
		WMG Holdings Corp., Sr. Notes, Variable Rate	
	3,070	6.905%, 12/15/11(3)	3,116,050
			\$ 43,968,399
Lodging and Casinos	3.1%		
		Chukchansi EDA, Sr. Notes	
	800	14.50%, 6/15/09(3)	1,008,000
		Host Marriott L.P., Series I	
	3,505	9.50%, 1/15/07	3,811,688
		Inn of the Mountain Gods, Sr. Notes	
	5,230	12.00%, 11/15/10	6,119,100
		John Q Hamons Hotels/Finance, Series B	
	3,500	8.875%, 5/15/12	3,955,000
		Kerzner International	
	4,000	8.875%, 8/15/11	4,380,000
		Majestic Star Casino LLC	
	5,555	9.50%, 10/15/10	5,902,188
		Meristar Hospitality Operations/Finance	
	4,625	10.50%, 6/15/09	5,029,688
		MTR Gaming Group, Series B	
	2,500	9.75%, 4/1/10	2,750,000
		OED Corp./Diamond Jo LLC	
	3,830	8.75%, 4/15/12	3,772,550

		Penn National Gaming, Inc., Sr. Sub. Notes	
\$	850	11.125%, 3/1/08	\$ 905,250
		Premier Entertainment Biloxi, LLC/Premier Finance Biloxi Corp.	
	475	10.75%, 2/1/12	517,750
		Trump Atlantic City Associates, Inc.	
	5,510	11.25%, 5/1/06(6)	5,344,700
		Trump Holdings and Funding, Sr. Notes	
	6,545	11.625%, 3/15/10	7,297,675
		Venetian Casino Resort, LLC/Las Vegas Sands, Inc.	
	3,926	11.00%, 6/15/10	4,456,010
		Waterford Gaming LLC, Sr. Notes	
	9,086	8.625%, 9/15/12(3)	9,858,310
			\$ 65,107,909
Machinery	0.5%		
		Manitowoc Co., Inc. (The)	
	975	10.50%, 8/1/12	1,126,125
		Terex Corp.	
	8,645	10.375%, 4/1/11	9,639,175
			\$ 10,765,300
Mining - Coal	0.1%		
		Alpha Natural Resources, Sr. Notes	
	1,370	10.00%, 6/1/12(3)	1,561,800
			\$ 1,561,800
Nonferrous Metals/Minerals	0.5%		
		AK Steel Corp.	
	2,000	7.75%, 6/15/12	2,065,000
		General Cable Corp., Sr. Notes	
	1,510	9.50%, 11/15/10	1,706,300
		Novelis, Inc., Sr. Notes	
	3,360	7.25%, 2/15/15(3)	3,444,000
		Oregon Steel Mills, Inc.	
	1,140	10.00%, 7/15/09	1,271,100
		Ryerson Tull, Inc., Sr. Notes	
	1,845	8.25%, 12/15/11(3)	1,817,325
			\$ 10,303,725
Oil and Gas	2.7%		
		Coastal Corp.	
	350	7.50%, 8/15/06	367,063
		Dresser, Inc.	
	13,145	9.375%, 4/10/09	14,328,050

		Dresser-Rand Group, Inc., Sr. Sub. Notes	
\$	2,045	7.375%, 11/1/14(3)	\$ 2,101,238
		Dynergy Holdings, Inc., Sr. Notes	
	9,790	10.125%, 7/15/13(3)	10,915,850
		Dynergy Holdings	
	675	7.625%, 10/15/26	565,313
		El Paso CGP Co., Sr. Debs.	
	2,305	9.625%, 5/15/12	2,567,194
		El Paso Corp.	
	1,960	6.95%, 12/15/07	2,033,500
		El Paso Production Holding Co.	
	2,245	7.75%, 6/1/13	2,346,025
		Giant Industries	
	850	8.00%, 5/15/14	882,938
		Hanover Compressor Co., Sr. Sub. Notes	
	4,945	0.00%, 3/31/07	4,401,050
		Hanover Equipment Trust, Series B	
	675	8.75%, 9/1/11	732,375
		Parker Drilling Co., Sr. Notes	
	1,930	9.625%, 10/1/13	2,154,363
		Premcor Refining Group, Sr. Sub. Notes	
	1,265	7.75%, 2/1/12	1,382,013
		Sonat, Inc.	
	5,000	7.625%, 7/15/11	5,162,500
		Transmontaigne, Inc., Sr. Sub. Notes	
	4,800	9.125%, 6/1/10	5,184,000
		United Refining Co., Sr. Notes	
	2,320	10.50%, 8/15/12(3)	2,447,600
			\$ 57,571,072
Other Energy	0.2%		
		Inergy L.P/ Finance, Sr. Notes	
	3,980	6.875%, 12/15/14(3)	3,980,000
			\$ 3,980,000
Publishing	1.8%		
		Advanstar Communications, Inc.	
	6,980	10.75%, 8/15/10	7,887,400
		Advanstar Communications, Inc., Variable Rate	
	4,444	9.79%, 8/15/08	4,677,047
		Advertising Directory Solutions, Sr. Notes	
	870	9.25%, 11/15/12(3)	922,200

		American Media Operations, Inc.	
\$	2,040	8.875%, 1/15/11	\$ 2,157,300
		American Media Operations, Inc., Series B	
	6,145	10.25%, 5/1/09	6,459,931
		CBD Media, Inc., Sr. Sub. Notes	
	1,335	8.625%, 6/1/11	1,401,750
		Dex Media West LLC, Sr. Sub. Notes	
	5,475	9.875%, 8/15/13	6,234,656
		Houghton Mifflin Co., Sr. Sub. Notes	
	1,490	9.875%, 2/1/13	1,560,775
		Liberty Group Operating, Inc.	
	1,380	9.375%, 2/1/08	1,407,600
		Primedia, Inc.	
	3,180	8.875%, 5/15/11	3,370,800
		WDAC Subsidiary Corp., Sr. Notes	
	1,405	8.375%, 12/1/14(3)	1,376,900
			\$ 37,456,359

Radio and Television 3.5%

		3815668 Canada, Inc., Sr. Sub. Notes	
	2,156	8.00%, 9/15/12(3)	2,317,885
		CanWest Media, Inc., Sr. Sub. Notes	
	11,000	10.625%, 5/15/11	12,306,250
		CCO Holdings LLC / CCO Capital Corp., Senior Notes	
	2,000	8.75%, 11/15/13	2,040,000
		Corus Entertainment, Inc., Sr. Sub. Notes	
	880	8.75%, 3/1/12	960,300
		CSC Holdings, Inc., Sr. Notes	
	2,970	7.875%, 12/15/07	3,215,025
	5,000	8.125%, 7/15/09	5,512,500
		CSC Holdings, Inc., Sr. Sub. Notes	
	6,605	10.50%, 5/15/16	7,447,138
		Echostar DBS Corp., Sr. Notes	
	10,000	4.85%, 10/1/08	10,375,000
		Kabel Deutschland GMBH	
	4,965	10.625%, 7/1/14(3)	5,635,275
		Muzak Holdings LLC	
	1,310	9.875%, 3/15/09	933,375
		Muzak LLC/Muzak Finance, Sr. Notes	
	7,365	10.00%, 2/15/09	6,941,513
		Nexstar Finance Holdings LLC, Inc.	
	330	12.00%, 4/1/08	354,338

		Nexstar Finance Holdings LLC, Inc., Sr. Disc. Notes	
\$	3,450	11.375%, 4/1/13	\$ 2,742,750
		Paxson Communications Corp., Variable Rate	
	3,000	5.41%, 1/15/10(3)	3,045,000
		Rainbow National Services, LLC, Sr. Notes	
	1,805	8.75%, 9/1/12(3)	2,039,650
		Rainbow National Services, LLC, Sr. Sub. Debs.	
	6,905	10.375%, 9/1/14(3)	8,130,638
			\$ 73,996,637
Recycling	0.1%		
		IMCO Recycling Escrow Inc., Sr. Notes	
	1,085	9.00%, 11/15/14(3)	1,131,113
			\$ 1,131,113
REITS	0.2%		
		CB Richard Ellis Services, Inc., Sr. Notes	
	1,717	9.75%, 5/15/10	1,965,965
		CB Richard Ellis Services, Inc., Sr. Sub. Notes	
	2,600	11.25%, 6/15/11	2,977,000
			\$ 4,942,965
Retailers (Except Food and Drug)	0.2%		
		Home Interiors & Gifts, Inc.	
	1,960	10.125%, 6/1/08	1,617,000
		Jostens Holding Corp., Sr. Disc. Notes	
	1,250	10.25%, 12/1/13	893,750
		Penny (JC) Co., Inc.	
	1,875	8.00%, 3/1/10	2,135,156
		Riddell Bell Holdings, Sr. Sub. Notes	
	425	8.375%, 10/1/12(3)	439,875
			\$ 5,085,781
Steel	0.1%		
		Ispat Inland ULC, Sr. Notes	
	2,102	9.75%, 4/1/14	2,601,225
			\$ 2,601,225
Surface Transport	0.5%		
		H-Lines Finance Holding, Sr. Disc. Notes	
	2,355	11.00%, 4/1/13(3)	1,683,825
		Horizon Lines, LLC	
	4,380	9.00%, 11/1/12(3)	4,664,700

		OMI Corp., Sr. Notes	
\$	1,105	7.625%, 12/1/13	\$ 1,143,675
		Quality Distribution LLC/QD Capital Corp.	
	1,610	9.00%, 11/15/10(3)	1,585,850
		Quality Distribution LLC/QD Capital, Variable Rate	
	1,815	7.21%, 1/15/12(3)	1,778,700
			\$ 10,856,750
Telecommunications	4.3%		
		Adelphia Communications	
	2,500	10.25%, 6/15/11	2,237,500
		AirGate PCS, Inc., Variable Rate	
	1,080	6.41%, 10/15/11(3)	1,117,800
		Alamosa Delaware, Inc., Sr. Disc. Notes	
	1,615	12.00%, 7/31/09	1,748,238
		Alamosa Delaware, Inc., Sr. Notes	
	2,295	11.00%, 7/31/10	2,685,150
	175	8.50%, 1/31/12	187,250
		Alaska Communications Systems Holdings, Inc.	
	5,000	9.875%, 8/15/11	5,450,000
		American Tower, L.P., Sr. Notes	
	1,821	9.375%, 2/1/09	1,923,431
		Centennial Cellular Operating Co., LLC, Sr. Sub. Notes	
	420	10.75%, 12/15/08	436,800
		Centennial Cellular Operating Co./Centennial Communications Corp., Sr. Notes	
	6,490	10.125%, 6/15/13	7,382,375
		Crown Castle Operating Co., Sr. Notes	
	5,000	10.75%, 8/1/11	5,425,000
		Inmarsat Finance PLC	
	3,835	7.625%, 6/30/12	3,930,875
		Intelsat Bermuda Ltd., Sr. Notes, Variable Rate	
	5,450	7.794%, 1/15/12(3)	5,640,750
		IWO Escrow Co., Variable Rate	
	575	6.32%, 1/15/12(3)	577,875
		LCI International, Inc., Sr. Notes	
	3,150	7.25%, 6/15/07	3,071,250
		MCI, Inc., Sr. Notes	
	445	8.735%, 5/1/14	487,831

		Nextel Communications, Inc., Sr. Notes		
\$	6,225	7.375%, 8/1/15	\$	6,894,188
		Nextel Partners, Inc., Sr. Notes		
	1,918	12.50%, 11/15/09		2,157,750
		PanAmSat Corp., Sr. Notes		
	4,335	9.00%, 8/15/14		4,735,988
		Qwest Capital Funding, Inc.		
	510	7.75%, 8/15/06		524,025
	785	7.90%, 8/15/10		775,188
		Qwest Corp.		
	3,740	14.00%, 12/15/10(3)		4,459,950
	2,000	8.875%, 3/15/12(3)		2,285,000
		Qwest Corp., Sr. Notes		
	3,230	7.875%, 9/1/11(3)		3,472,250
		Qwest Services Corp.		
	1,105	13.50%, 12/15/07(3)		1,255,556
		Rogers Wireless Inc., Variable Rate		
	1,314	5.525%, 12/15/10		1,389,555
		Rogers Wireless, Inc.		
	435	7.50%, 3/15/15		468,713
		Rural Cellular Corp.		
	1,025	8.25%, 3/15/12		1,101,875
		Rural Cellular Corp., Variable Rate		
	2,000	6.38%, 3/15/10		2,115,000
		Telemig Celular SA/Amazonia Celular SA		
	1,755	8.75%, 1/20/09(3)		1,833,975
		Triton PCS, Inc.		
	2,765	8.50%, 6/1/13		2,675,138
		TSI Telecommunication, Series B		
	2,000	12.75%, 2/1/09		2,290,000
		UbiquiTel Operating Co., Sr. Notes		
	1,080	9.875%, 3/1/11		1,196,100
		US Unwired, Inc., Series B		
	4,470	10.00%, 6/15/12		5,006,400
		Western Wireless, Sr. Notes		
	3,290	9.25%, 7/15/13		3,849,300
			\$	90,788,076
Utilities	2.7%			
		AES Corp., Sr. Notes		
	4,500	8.75%, 6/15/08		4,893,750
	6,000	9.50%, 6/1/09		6,750,000
	6,965	8.75%, 5/15/13(3)		7,835,625
	945	9.00%, 5/15/15(3)		1,072,575
		Calpine Corp., Sr. Notes		
	1,045	8.25%, 8/15/05		1,050,225

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\$	4,010	7.625%, 4/15/06	\$	3,869,650
	680	10.50%, 5/15/06		664,700
	4,405	8.50%, 7/15/10(3)		3,479,950
		Mission Energy Holding Co.		
	3,290	13.50%, 7/15/08		4,120,725
		NRG Energy, Inc., Sr. Notes		
	1,822	8.00%, 12/15/13(3)		1,972,315
		Orion Power Holdings, Inc., Sr. Notes		
	12,415	12.00%, 5/1/10		15,580,825
		Reliant Energy Inc.		
	2,800	9.50%, 7/15/13		3,150,000
		Reliant Energy, Inc.		
	1,770	9.25%, 7/15/10		1,977,975
			\$	56,418,315
Waste Management	0.2%			
		Waste Services, Inc., Sr. Sub. Notes		
	4,515	9.50%, 4/15/14		4,447,275
			\$	4,447,275
Total Corporate Bonds & Notes				
(identified cost \$986,302,936)			\$	1,047,569,815

Convertible Preferred Stocks 0.0%

Shares		Security		Value
11,328		Crown Castle International Corp., (PIK)	\$	560,736
Total Convertible Preferred Stocks			\$	560,736
(identified cost, \$541,118)				

Commercial Paper 1.1%

Principal Amount (000 s omitted)		Security		Value
\$	1,500	Autobahn Funding Co.	\$	1,500,000
		2.55%, 2/1/05		
		General Electric Capital Corp.		
	21,933	2.48%, 2/1/05		21,933,000
Total Commercial Paper			\$	23,433,000
(at amortized cost)				

Short-Term Investments 0.5%

Principal Amount	Maturity Date	Borrower	Rate	Amount
\$ 10,000,000	02/01/05	Investors Bank and Trust Company Time Deposit	2.50%	\$ 10,000,000
Total Short-Term Investments (at amortized cost)				\$ 10,000,000
Total Investments 149.4% (identified cost \$3,093,748,528)				\$ 3,153,770,613
Other Assets, Less Liabilities (11.5)%				\$ (243,132,811)
Auction Preferred Shares Plus Cumulative Unpaid Dividends (37.9)%				\$ (800,163,515)
Net Assets Applicable to Common Shares 100.0%				\$ 2,110,474,287

Note: The Fund has made commitments to fund specified amounts under certain existing credit arrangements. Pursuant to the terms of these arrangements, the Fund had unfunded loan commitments of \$8,118,369 as of January 31, 2005.

PIK - Payment In Kind.

- (1) Senior floating-rate interests often require prepayments from excess cash flows or permit the borrower to repay at its election. The degree to which borrowers repay, whether as a contractual requirement or at their election, cannot be predicted with accuracy. As a result, the actual remaining maturity may be substantially less than the stated maturities shown. However, it is anticipated that the senior floating-rate interests will have an expected average life of approximately two to three years. The stated interest rate represents the weighted average interest rate of all contracts within the senior loan facility. Senior Loans typically have rates of interest which are redetermined either daily, monthly, quarterly or semi-annually by reference to a base lending rate, plus a premium. These base lending rates are primarily the London-Interbank Offered Rate (LIBOR), and secondarily the prime rate offered by one or more major United States banks (the Prime Rate) and the certificate of deposit (CD) rate or other base lending rates used by commercial lenders.
- (2) Security valued at fair value using methods determined in good faith by or at the direction of the Trustees.

- (3) 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 January 31, 2005, the aggregate value of the securities is \$284,489,537 or 13.5% of the Fund's net assets.
- (4) Adjustable rate mortgage.
- (5) All or a portion of these securities were on loan at January 31, 2005.
- (6) Defaulted security.

The Fund did not have any open financial instruments at January 31, 2005.

The cost and unrealized appreciation (depreciation) in value of the investments owned at January 31, 2005, as computed on a federal income tax basis, were as follows:

Aggregate cost	\$	3,097,509,820
Gross unrealized appreciation	\$	74,757,430
Gross unrealized depreciation		(18,496,637)
Net unrealized appreciation	\$	56,260,793

Item 2. Controls and Procedures

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

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

Signatures

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

Eaton Vance Limited Duration Income Fund

By: /s/ Thomas E. Faust Jr.
Thomas E. Faust Jr.
President and Principal Executive Officer

Date: March 17, 2005

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/ Thomas E. Faust Jr.
Thomas E. Faust Jr.
President and Principal Executive Officer

Date: March 17, 2005

By: /s/ James L. O Connor
James L. O Connor
Treasurer and Principal Financial Officer

Date: March 17, 2005
