

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

Eaton Vance Floating-Rate Income Trust  
Form N-Q  
April 28, 2010

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

**Form N-Q**

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

**811-21574**

**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

February 28, 2010

Date of Reporting Period

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EX-99.CERT Section 302 Certification

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**Item 1. Schedule of Investments**

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as of February 28, 2010

**PORTFOLIO OF INVESTMENTS (Unaudited)****Senior Floating-Rate Interests 138.5%****Principal****Amount\***

<b>(000 s omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
<b>Aerospace and Defense 3.1%</b>		
	<b>AWAS Capital, Inc.</b>	
945	Term Loan, 2.00%, Maturing March 22, 2013	\$ 883,834
1,796	Term Loan - Second Lien, 6.25%, Maturing March 22, 2013	1,446,178
	<b>Booz Allen Hamilton, Inc.</b>	
550	Term Loan, 6.00%, Maturing July 31, 2015	553,781
	<b>CACI International, Inc.</b>	
1,771	Term Loan, 1.74%, Maturing May 3, 2011	1,763,646
	<b>DAE Aviation Holdings, Inc.</b>	
942	Term Loan, 4.00%, Maturing July 31, 2014	880,503
965	Term Loan, 4.00%, Maturing July 31, 2014	902,328
	<b>Evergreen International Aviation</b>	
1,427	Term Loan, 10.50%, Maturing October 31, 2011 <sup>(2)</sup>	1,174,920
	<b>Hawker Beechcraft Acquisition</b>	
4,441	Term Loan, 2.23%, Maturing March 26, 2014	3,301,720
263	Term Loan, 2.25%, Maturing March 26, 2014	195,870
	<b>Hexcel Corp.</b>	
383	Term Loan, 6.50%, Maturing May 21, 2014	385,909
	<b>IAP Worldwide Services, Inc.</b>	
979	Term Loan, 9.25%, Maturing December 30, 2012 <sup>(2)</sup>	876,639
	<b>Spirit AeroSystems, Inc.</b>	
1,259	Term Loan, 2.00%, Maturing December 31, 2011	1,241,132
	<b>TransDigm, Inc.</b>	
1,800	Term Loan, 2.25%, Maturing June 23, 2013	1,762,031
	<b>Vought Aircraft Industries, Inc.</b>	
546	Term Loan, 7.50%, Maturing December 17, 2011	548,273
321	Term Loan, 7.50%, Maturing December 22, 2011	320,457
	<b>Wesco Aircraft Hardware Corp.</b>	
1,245	Term Loan, 2.48%, Maturing September 29, 2013	1,208,759
		<b>\$ 17,445,980</b>
<b>Air Transport 0.3%</b>		
	<b>Delta Air Lines, Inc.</b>	
750	Term Loan, 2.25%, Maturing April 30, 2012	\$ 705,625
1,316	Term Loan - Second Lien, 3.50%, Maturing April 30, 2014	1,123,419
		<b>\$ 1,829,044</b>

**Automotive 5.0%**

	<b>Accuride Corp.</b>	
525	DIP Loan, 1.00%, Maturing September 30, 2013 <sup>(3)</sup>	\$ 533,715
1,797	Term Loan, 9.25%, Maturing January 31, 2012	1,801,706
	<b>Adesa, Inc.</b>	
3,178	Term Loan, 2.98%, Maturing October 18, 2013	3,078,342
	<b>Allison Transmission, Inc.</b>	
1,885	Term Loan, 2.99%, Maturing September 30, 2014	1,734,970
	<b>Dayco Products, LLC</b>	
460	Term Loan, 10.50%, Maturing November 13, 2014	444,220
66	Term Loan, 12.50%, Maturing November 13, 2014 <sup>(2)</sup>	63,107
	<b>Federal-Mogul Corp.</b>	
3,637	Term Loan, 2.17%, Maturing December 27, 2014	3,193,956
2,258	Term Loan, 2.17%, Maturing December 27, 2015	1,982,688
	<b>Ford Motor Co.</b>	
2,402	Term Loan, 3.26%, Maturing December 15, 2013	2,255,835
	<b>Goodyear Tire &amp; Rubber Co.</b>	
7,175	Term Loan - Second Lien, 2.34%, Maturing April 30, 2010	6,690,688

**Table of Contents****Principal  
Amount\***

<b>(000 s omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Keystone Automotive Operations, Inc.</b>	
1,414	Term Loan, 3.75%, Maturing January 12, 2012	\$ 991,683
	<b>LKQ Corp.</b>	
1,044	Term Loan, 2.48%, Maturing October 12, 2014	1,036,690
	<b>TriMas Corp.</b>	
263	Term Loan, 6.00%, Maturing August 2, 2011	249,375
2,083	Term Loan, 6.00%, Maturing December 15, 2015	1,989,040
	<b>TRW Automotive, Inc.</b>	
650	Term Loan, 5.00%, Maturing May 30, 2016	652,979
	<b>United Components, Inc.</b>	
1,180	Term Loan, 2.25%, Maturing June 30, 2010	1,097,652
		<b>\$ 27,796,646</b>
	<b>Beverage and Tobacco 0.5%</b>	
	<b>Culligan International Co.</b>	
EUR 1,075	Term Loan - Second Lien, 5.18%, Maturing May 31, 2013	\$ 622,104
	<b>Southern Wine &amp; Spirits of America, Inc.</b>	
1,231	Term Loan, 5.50%, Maturing May 31, 2012	1,224,717
	<b>Van Houtte, Inc.</b>	
117	Term Loan, 2.75%, Maturing July 11, 2014	111,000
858	Term Loan, 2.75%, Maturing July 11, 2014	814,003
		<b>\$ 2,771,824</b>
	<b>Building and Development 2.5%</b>	
	<b>Beacon Sales Acquisition, Inc.</b>	
1,183	Term Loan, 2.25%, Maturing September 30, 2013	\$ 1,125,037
	<b>Brickman Group Holdings, Inc.</b>	
767	Term Loan, 2.25%, Maturing January 23, 2014	733,503
	<b>Epco/Fantome, LLC</b>	
1,428	Term Loan, 2.85%, Maturing November 23, 2010	1,313,760
	<b>Forestar USA Real Estate Group, Inc.</b>	
268	Revolving Loan, 0.46%, Maturing December 1, 2010 <sup>(3)</sup>	246,593
2,457	Term Loan, 5.08%, Maturing December 1, 2010	2,395,482
	<b>Metroflag BP, LLC</b>	
500	Term Loan - Second Lien, 0.00%, Maturing October 31, 2009 <sup>(4)(5)</sup>	0
	<b>Mueller Water Products, Inc.</b>	
802	Term Loan, 5.25%, Maturing May 24, 2014	799,753
	<b>NCI Building Systems, Inc.</b>	
191	Term Loan, 8.00%, Maturing June 18, 2010	186,059
	<b>November 2005 Land Investors</b>	
305	Term Loan, 0.00%, Maturing May 9, 2011 <sup>(6)</sup>	33,533
	<b>Panoram Industries Holdings, Inc.</b>	
892	Term Loan, 8.25%, Maturing December 31, 2013	811,607

**Re/Max International, Inc.**

684	Term Loan, 5.75%, Maturing December 17, 2012	685,395
3,258	Term Loan, 9.75%, Maturing December 17, 2012	3,290,188

**Realogy Corp.**

319	Term Loan, 3.23%, Maturing September 1, 2014	283,322
673	Term Loan, 3.25%, Maturing September 1, 2014	598,419

**South Edge, LLC**

1,644	Term Loan, 0.00%, Maturing October 31, 2009 <sup>(5)</sup>	657,500
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**WCI Communities, Inc.**

892	Term Loan, 10.18%, Maturing September 3, 2014	892,484
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**\$ 14,052,635**

**Business Equipment and Services 11.7%**

**Activant Solutions, Inc.**

1,610	Term Loan, 2.29%, Maturing May 1, 2013	\$ 1,539,227
887	Term Loan, 2.81%, Maturing May 1, 2013	848,199

**Axiom Corp.**

1,233	Term Loan, 3.25%, Maturing March 15, 2015	1,230,292
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<b>Principal Amount*</b> <b>(000 s omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Affinion Group, Inc.</b>	
2,594	Term Loan, 2.73%, Maturing October 17, 2012	\$ 2,529,677
	<b>Allied Barton Security Service</b>	
1,087	Term Loan, 6.75%, Maturing February 21, 2015	1,100,203
	<b>Education Management, LLC</b>	
3,801	Term Loan, 2.06%, Maturing June 1, 2013	3,625,453
	<b>Info USA, Inc.</b>	
271	Term Loan, 2.01%, Maturing February 14, 2012	264,664
	<b>Intergraph Corp.</b>	
1,000	Term Loan - Second Lien, 6.25%, Maturing November 29, 2014	973,750
	<b>iPayment, Inc.</b>	
2,469	Term Loan, 2.24%, Maturing May 10, 2013	2,314,792
	<b>Kronos, Inc.</b>	
1,159	Term Loan, 2.25%, Maturing June 11, 2014	1,100,978
	<b>Language Line, Inc.</b>	
2,200	Term Loan, 5.50%, Maturing October 30, 2015	2,213,750
	<b>Mitchell International, Inc.</b>	
980	Term Loan, 2.31%, Maturing March 28, 2014	909,729
1,000	Term Loan - Second Lien, 5.56%, Maturing March 28, 2015	830,000
	<b>N.E.W. Holdings I, LLC</b>	
2,408	Term Loan, 2.73%, Maturing May 22, 2014	2,307,248
	<b>Protection One, Inc.</b>	
304	Term Loan, 2.48%, Maturing March 31, 2012	292,011
1,724	Term Loan, 6.25%, Maturing March 31, 2014	1,667,157
	<b>Quantum Corp.</b>	
222	Term Loan, 3.75%, Maturing July 12, 2014	208,221
	<b>Quintiles Transnational Corp.</b>	
992	Term Loan, 2.25%, Maturing March 31, 2013	963,474
1,875	Term Loan - Second Lien, 4.25%, Maturing March 31, 2014	1,821,094
	<b>Sabre, Inc.</b>	
7,377	Term Loan, 2.49%, Maturing September 30, 2014	6,494,949
	<b>Safenet, Inc.</b>	
2,000	Term Loan, Maturing April 12, 2014 <sup>(7)</sup>	1,900,000
	<b>Serena Software, Inc.</b>	
997	Term Loan, 2.26%, Maturing March 10, 2013	933,904
	<b>Sitel (Client Logic)</b>	
2,958	Term Loan, 5.74%, Maturing January 29, 2014	2,814,956
	<b>Solera Holdings, LLC</b>	
EUR 826	Term Loan, 2.44%, Maturing May 15, 2014	1,083,029
	<b>SunGard Data Systems, Inc.</b>	
2,247	Term Loan, 1.98%, Maturing February 11, 2013	2,164,741
10,267	Term Loan, 3.87%, Maturing February 28, 2016	10,050,704
	<b>Ticketmaster</b>	
1,894	Term Loan, 7.00%, Maturing July 22, 2014	1,910,861
	<b>Travelport, LLC</b>	

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	982	Term Loan, 2.74%, Maturing August 23, 2013	928,338
	2,334	Term Loan, 2.74%, Maturing August 23, 2013	2,199,762
	468	Term Loan, 2.75%, Maturing August 23, 2013	441,384
EUR	1,054	Term Loan, 3.02%, Maturing August 23, 2013	1,349,360
		<b>VWR International, Inc.</b>	
	2,181	Term Loan, 2.73%, Maturing June 28, 2013	2,005,218
		<b>West Corp.</b>	
	1,499	Term Loan, 2.62%, Maturing October 24, 2013	1,452,438
	2,177	Term Loan, 4.12%, Maturing July 15, 2016	2,174,159
			<b>\$ 64,643,722</b>

**Cable and Satellite Television 10.3%**

		<b>Atlantic Broadband Finance, LLC</b>	
	2,295	Term Loan, 6.75%, Maturing June 8, 2013	\$ 2,302,570
	85	Term Loan, 2.51%, Maturing September 1, 2013	84,333

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<b>Principal Amount*</b> (000 s omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Bragg Communications, Inc.</b>	
2,072	Term Loan, 5.00%, Maturing August 31, 2014	\$ 2,041,203
	<b>Bresnan Broadband Holdings, LLC</b>	
546	Term Loan, 2.25%, Maturing March 29, 2014	528,271
663	Term Loan - Second Lien, 4.73%, Maturing March 29, 2014	653,391
	<b>Cequel Communications, LLC</b>	
2,146	Term Loan, 2.25%, Maturing November 5, 2013	2,042,106
1,453	Term Loan, 6.25%, Maturing May 5, 2014	1,462,248
2,300	Term Loan - Second Lien, 4.75%, Maturing May 5, 2014	2,251,527
	<b>Charter Communications Operating, Inc.</b>	
10,631	Term Loan, 2.23%, Maturing April 28, 2013	9,950,569
	<b>CSC Holdings, Inc.</b>	
3,807	Term Loan, 2.00%, Maturing March 29, 2013	3,709,743
	<b>CW Media Holdings, Inc.</b>	
1,662	Term Loan, 3.25%, Maturing February 15, 2015	1,552,179
	<b>Foxco Acquisition Sub., LLC</b>	
646	Term Loan, 7.50%, Maturing July 2, 2015	622,659
	<b>Insight Midwest Holdings, LLC</b>	
3,999	Term Loan, 2.25%, Maturing April 6, 2014	3,861,273
	<b>MCC Iowa, LLC</b>	
200	Term Loan, 1.71%, Maturing March 31, 2010	199,500
3,842	Term Loan, 1.96%, Maturing January 31, 2015	3,645,632
	<b>Mediacom Illinois, LLC</b>	
3,975	Term Loan, 1.96%, Maturing January 31, 2015	3,771,453
998	Term Loan, 5.50%, Maturing March 31, 2017	1,001,485
	<b>NTL Investment Holdings, Ltd.</b>	
GBP 409	Term Loan, 4.18%, Maturing September 3, 2012	619,611
	<b>ProSiebenSat.1 Media AG</b>	
EUR 410	Term Loan, 3.34%, Maturing March 2, 2015	388,812
EUR 140	Term Loan, 2.54%, Maturing June 26, 2015	168,796
EUR 3,144	Term Loan, 2.54%, Maturing June 26, 2015	3,783,833
EUR 410	Term Loan, 3.59%, Maturing March 2, 2016	388,812
EUR 421	Term Loan, 7.96%, Maturing March 2, 2017 <sup>(2)</sup>	209,984
EUR 565	Term Loan - Second Lien, 4.71%, Maturing September 2, 2016	429,028
	<b>UPC Broadband Holding B.V.</b>	
1,410	Term Loan, 2.18%, Maturing December 31, 2014	1,342,757
1,765	Term Loan, 3.93%, Maturing December 31, 2016	1,724,380
EUR 2,614	Term Loan, 4.18%, Maturing December 31, 2016	3,298,980
EUR 2,886	Term Loan, 4.99%, Maturing December 31, 2017	3,681,577
	<b>Virgin Media Investment Holding</b>	
GBP 208	Term Loan, 4.43%, Maturing March 30, 2012	315,056
	<b>YPSO Holding SA</b>	
EUR 209	Term Loan, 4.42%, Maturing July 28, 2014 <sup>(2)</sup>	240,093
EUR 250	Term Loan, 4.42%, Maturing July 28, 2014 <sup>(2)</sup>	286,426
EUR 542	Term Loan, 4.42%, Maturing July 28, 2014 <sup>(2)</sup>	622,136

\$ 57,180,423

**Chemicals and Plastics 6.2%**

	<b>Arizona Chemical, Inc.</b>	
500	Term Loan - Second Lien, 5.76%, Maturing February 28, 2014	\$ 486,250
	<b>Ashland, Inc.</b>	
521	Term Loan, 7.65%, Maturing November 20, 2014	528,101
	<b>Brenntag Holding GmbH and Co. KG</b>	
1,397	Term Loan, 1.99%, Maturing December 23, 2013	1,365,669
422	Term Loan, 2.01%, Maturing December 23, 2013	412,680
332	Term Loan, 1.98%, Maturing January 20, 2014	324,511
1,600	Term Loan - Second Lien, 4.25%, Maturing December 23, 2015	1,543,333
	<b>Celanese Holdings, LLC</b>	
1,555	Term Loan, 1.98%, Maturing April 2, 2014	1,498,064
2,576	Term Loan, 2.00%, Maturing April 2, 2014	2,479,862

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<b>Principal Amount*</b> (000 \$ omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Hexion Specialty Chemicals, Inc.</b>	
488	Term Loan, 4.06%, Maturing May 5, 2015	\$ 446,062
860	Term Loan, 4.06%, Maturing May 5, 2015	793,777
1,947	Term Loan, 4.06%, Maturing May 5, 2015	1,796,344
	<b>Huntsman International, LLC</b>	
2,500	Term Loan, 2.00%, Maturing August 16, 2012	2,373,652
1,000	Term Loan, 2.49%, Maturing June 30, 2016	951,667
	<b>INEOS Group</b>	
2,962	Term Loan, 9.50%, Maturing December 14, 2013	2,762,521
2,868	Term Loan, 10.00%, Maturing December 14, 2014	2,674,814
EUR 1,250	Term Loan - Second Lien, 7.02%, Maturing December 14, 2012	1,470,157
	<b>ISP Chemco, Inc.</b>	
1,429	Term Loan, 2.00%, Maturing June 4, 2014	1,362,307
	<b>Kranton Polymers, LLC</b>	
1,642	Term Loan, 2.25%, Maturing May 12, 2013	1,573,433
	<b>MacDermid, Inc.</b>	
542	Term Loan, 2.23%, Maturing April 12, 2014	486,435
EUR 721	Term Loan, 2.63%, Maturing April 12, 2014	810,006
	<b>Millenium Inorganic Chemicals</b>	
356	Term Loan, 2.50%, Maturing April 30, 2014	334,729
1,075	Term Loan - Second Lien, 6.00%, Maturing October 31, 2014	956,750
	<b>Momentive Performance Material</b>	
1,795	Term Loan, 2.50%, Maturing December 4, 2013	1,649,145
	<b>Nalco Co.</b>	
547	Term Loan, 6.50%, Maturing May 6, 2016	553,270
	<b>Rockwood Specialties Group, Inc.</b>	
4,119	Term Loan, 6.00%, Maturing May 15, 2014	4,141,375
	<b>Schoeller Arca Systems Holding</b>	
EUR 72	Term Loan, 5.07%, Maturing November 16, 2015	63,957
EUR 206	Term Loan, 5.07%, Maturing November 16, 2015	182,352
EUR 222	Term Loan, 5.07%, Maturing November 16, 2015	196,228
		<b>\$ 34,217,451</b>
<b>Clothing/Textiles</b>	<b>0.3%</b>	
	<b>Hanesbrands, Inc.</b>	
1,225	Term Loan, 5.25%, Maturing December 10, 2015	\$ 1,240,969
	<b>St. John Knits International, Inc.</b>	
514	Term Loan, 9.25%, Maturing March 23, 2012	470,572
		<b>\$ 1,711,541</b>
<b>Conglomerates</b>	<b>3.4%</b>	
	<b>Amsted Industries, Inc.</b>	
1,862	Term Loan, 2.25%, Maturing October 15, 2010	\$ 1,798,984

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	<b>Blount, Inc.</b>	
248	Term Loan, 5.50%, Maturing February 9, 2012	247,590
	<b>Doncasters (Dunde HoldCo 4 Ltd.)</b>	
436	Term Loan, 4.24%, Maturing July 13, 2015	380,781
436	Term Loan, 4.74%, Maturing July 13, 2015	380,781
GBP 550	Term Loan - Second Lien, 6.55%, Maturing January 13, 2016	645,753
	<b>Jarden Corp.</b>	
471	Term Loan, 2.00%, Maturing January 24, 2012	465,814
1,194	Term Loan, 2.00%, Maturing January 24, 2012	1,187,231
497	Term Loan, 2.75%, Maturing January 24, 2012	494,532
	<b>Manitowoc Company, Inc. (The)</b>	
2,367	Term Loan, 7.50%, Maturing August 21, 2014	2,363,797
	<b>Polymer Group, Inc.</b>	
2,147	Term Loan, 7.00%, Maturing November 22, 2014	2,168,039
	<b>RBS Global, Inc.</b>	
340	Term Loan, 2.50%, Maturing July 19, 2013	314,886
4,425	Term Loan, 2.79%, Maturing July 19, 2013	4,180,244

**Table of Contents****Principal  
Amount\*****(000 s omitted)****Borrower/Tranche Description****Value****RGIS Holdings, LLC**

2,846	Term Loan, 2.74%, Maturing April 30, 2014	\$ 2,596,769
142	Term Loan, 2.75%, Maturing April 30, 2014	129,838

**US Investigations Services, Inc.**

995	Term Loan, 3.25%, Maturing February 21, 2015	921,939
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**Vertrue, Inc.**

919	Term Loan, 3.26%, Maturing August 16, 2014	698,409
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**\$ 18,975,387****Containers and Glass Products 3.8%****Berry Plastics Corp.**

1,886	Term Loan, 2.25%, Maturing April 3, 2015	\$ 1,698,144
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**Consolidated Container Co.**

1,000	Term Loan - Second Lien, 5.75%, Maturing September 28, 2014	855,000
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**Crown Americas, Inc.**

672	Term Loan, 1.98%, Maturing November 15, 2012	665,280
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**Graham Packaging Holdings Co.**

1,276	Term Loan, 2.50%, Maturing October 7, 2011	1,263,726
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2,976	Term Loan, 6.75%, Maturing April 5, 2014	3,000,132
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**Graphic Packaging International, Inc.**

2,287	Term Loan, 2.25%, Maturing May 16, 2014	2,226,022
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1,316	Term Loan, 3.00%, Maturing May 16, 2014	1,294,689
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**JSG Acquisitions**

1,325	Term Loan, 3.63%, Maturing December 31, 2013	1,311,530
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1,325	Term Loan, 3.88%, Maturing December 13, 2014	1,311,530
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**Owens-Brockway Glass Container**

1,706	Term Loan, 1.73%, Maturing June 14, 2013	1,682,476
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**Reynolds Group Holdings, Inc.**

2,050	Term Loan, 6.25%, Maturing November 5, 2015	2,070,244
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**Smurfit-Stone Container Corp.**

1,620	Revolving Loan, 2.84%, Maturing July 28, 2010	1,620,064
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538	Revolving Loan, 3.06%, Maturing July 28, 2010	537,719
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211	Term Loan, 2.50%, Maturing November 1, 2011	209,588
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370	Term Loan, 2.50%, Maturing November 1, 2011	367,859
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698	Term Loan, 2.50%, Maturing November 1, 2011	693,210
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325	Term Loan, 4.50%, Maturing November 1, 2011	323,243
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**\$ 21,130,456****Cosmetics/Toiletries 0.8%****American Safety Razor Co.**

487	Term Loan, 2.75%, Maturing July 31, 2013	\$ 444,170
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1,050	Term Loan - Second Lien, 6.51%, Maturing July 31, 2014	627,375
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**Bausch & Lomb, Inc.**

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293	Term Loan, 3.50%, Maturing April 30, 2015	281,772
1,207	Term Loan, 3.50%, Maturing April 30, 2015	1,160,312
	<b>KIK Custom Products, Inc.</b>	
1,075	Term Loan - Second Lien, 5.25%, Maturing November 30, 2014	628,875
	<b>Prestige Brands, Inc.</b>	
1,329	Term Loan, 4.50%, Maturing April 7, 2011	1,317,912
		<b>\$ 4,460,416</b>

**Drugs 0.8%**

	<b>Graceway Pharmaceuticals, LLC</b>	
1,736	Term Loan, 3.37%, Maturing May 3, 2012	\$ 1,250,076
275	Term Loan, 8.48%, Maturing November 3, 2013	48,125
1,500	Term Loan - Second Lien, 6.73%, Maturing May 3, 2013	607,500
	<b>Pharmaceutical Holdings Corp.</b>	
333	Term Loan, 3.51%, Maturing January 30, 2012	318,058



**Table of Contents****Principal  
Amount\***

<b>(000 s omitted)</b>		<b>Borrower/Tranche Description</b>	<b>Value</b>
<b>Warner Chilcott Corp.</b>			
818		Term Loan, 5.50%, Maturing October 30, 2014	\$ 819,520
409		Term Loan, 5.75%, Maturing April 30, 2015	409,543
900		Term Loan, 5.75%, Maturing April 30, 2015	900,995
			<b>\$ 4,353,817</b>
<b>Ecological Services and Equipment 1.6%</b>			
<b>Blue Waste B.V. (AVR Acquisition)</b>			
EUR	1,000	Term Loan, 2.67%, Maturing April 1, 2015	\$ 1,275,979
<b>Cory Environmental Holdings</b>			
GBP	500	Term Loan - Second Lien, 4.85%, Maturing September 30, 2014	590,860
<b>Kemble Water Structure, Ltd.</b>			
GBP	4,500	Term Loan - Second Lien, 4.74%, Maturing October 13, 2013	5,569,332
<b>Sensus Metering Systems, Inc.</b>			
	1,697	Term Loan, 6.99%, Maturing June 3, 2013	1,703,249
			<b>\$ 9,139,420</b>
<b>Electronics/Electrical 5.3%</b>			
<b>Aspect Software, Inc.</b>			
	1,922	Term Loan, 3.25%, Maturing July 11, 2011	\$ 1,846,426
	2,000	Term Loan - Second Lien, 7.31%, Maturing July 11, 2013	1,858,334
<b>FCI International S.A.S.</b>			
	175	Term Loan, 3.62%, Maturing November 1, 2013	164,015
	175	Term Loan, 3.62%, Maturing November 1, 2013	164,015
	181	Term Loan, 3.62%, Maturing November 1, 2013	170,365
	181	Term Loan, 3.62%, Maturing November 1, 2013	170,365
<b>Freescale Semiconductor, Inc.</b>			
	2,907	Term Loan, 4.48%, Maturing December 1, 2013	2,692,941
<b>Infor Enterprise Solutions Holdings</b>			
	1,474	Term Loan, 2.98%, Maturing July 28, 2012	1,372,245
	1,652	Term Loan, 3.98%, Maturing July 28, 2012	1,545,215
	3,165	Term Loan, 3.98%, Maturing July 28, 2012	2,961,660
	500	Term Loan, 5.73%, Maturing March 2, 2014	407,500
	183	Term Loan - Second Lien, 6.48%, Maturing March 2, 2014	144,833
	317	Term Loan - Second Lien, 6.48%, Maturing March 2, 2014	253,333
<b>Network Solutions, LLC</b>			
	644	Term Loan, 2.50%, Maturing March 7, 2014	598,438
<b>Open Solutions, Inc.</b>			
	2,897	Term Loan, 2.38%, Maturing January 23, 2014	2,553,198
<b>Sensata Technologies Finance Co.</b>			
	3,776	Term Loan, 2.00%, Maturing April 27, 2013	3,561,342
<b>Spectrum Brands, Inc.</b>			
	264	Term Loan, 8.00%, Maturing March 30, 2013	264,555

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4,618	Term Loan, 8.00%, Maturing March 30, 2013	4,623,534
	<b>SS&amp;C Technologies, Inc.</b>	
683	Term Loan, 2.25%, Maturing November 23, 2012	655,286
	<b>VeriFone, Inc.</b>	
765	Term Loan, 2.98%, Maturing October 31, 2013	753,525
	<b>Vertafore, Inc.</b>	
2,432	Term Loan, 5.50%, Maturing July 31, 2014	2,352,752

**\$ 29,113,877**

**Equipment Leasing 0.5%**

**Hertz Corp.**

2,415	Term Loan, 1.99%, Maturing December 21, 2012	\$ 2,365,211
444	Term Loan, 2.00%, Maturing December 21, 2012	435,238

**\$ 2,800,449**

**Farming/Agriculture 0.5%**

**Central Garden & Pet Co.**

1,164	Term Loan, 3.75%, Maturing February 28, 2014	\$ 1,107,395
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**Table of Contents****Principal  
Amount\***

<b>(000 \$ omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Wm. Bolthouse Farms, Inc.</b>	
1,800	Term Loan, 5.50%, Maturing January 25, 2016	\$ 1,803,749
		<b>\$ 2,911,144</b>
	<b>Financial Intermediaries 2.6%</b>	
	<b>Citco III, Ltd.</b>	
2,255	Term Loan, 4.43%, Maturing June 30, 2014	\$ 2,179,593
	<b>First Data Corp.</b>	
997	Term Loan, 2.98%, Maturing September 24, 2014	874,084
2,000	Term Loan, 3.00%, Maturing September 24, 2014	1,749,862
	<b>Grosvenor Capital Management</b>	
1,401	Term Loan, 2.25%, Maturing December 5, 2013	1,275,236
	<b>Jupiter Asset Management Group</b>	
GBP 447	Term Loan, 2.70%, Maturing June 30, 2015	648,176
	<b>LPL Holdings, Inc.</b>	
4,365	Term Loan, 2.00%, Maturing December 18, 2014	4,196,017
	<b>Nuveen Investments, Inc.</b>	
2,578	Term Loan, 3.29%, Maturing November 2, 2014	2,255,570
	<b>Oxford Acquisition III, Ltd.</b>	
382	Term Loan, 2.25%, Maturing May 24, 2014	360,393
	<b>RJO Holdings Corp. (RJO Brien)</b>	
980	Term Loan, 5.23%, Maturing July 31, 2014 <sup>(2)</sup>	658,231
		<b>\$ 14,197,162</b>
	<b>Food Products 4.3%</b>	
	<b>Acosta, Inc.</b>	
3,235	Term Loan, 2.48%, Maturing July 28, 2013	\$ 3,101,138
	<b>Advantage Sales &amp; Marketing, Inc.</b>	
1,803	Term Loan, 2.26%, Maturing March 29, 2013	1,727,861
	<b>Dean Foods Co.</b>	
3,737	Term Loan, 1.64%, Maturing April 2, 2014	3,600,276
	<b>Dole Food Company, Inc.</b>	
164	Term Loan, 7.89%, Maturing April 12, 2013	164,179
286	Term Loan, 8.00%, Maturing April 12, 2013	285,516
926	Term Loan, 8.00%, Maturing April 12, 2013	926,366
	<b>Michael Foods, Inc.</b>	
436	Term Loan, 6.50%, Maturing April 30, 2014	438,962
	<b>Pinnacle Foods Finance, LLC</b>	
7,549	Term Loan, 2.98%, Maturing April 2, 2014	7,125,480
	<b>Provimi Group SA</b>	
220	Term Loan, 2.48%, Maturing June 28, 2015	208,106
270	Term Loan, 2.48%, Maturing June 28, 2015	256,100
EUR 284	Term Loan, 2.67%, Maturing June 28, 2015	366,514

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EUR	470	Term Loan, 2.67%, Maturing June 28, 2015	606,174
EUR	490	Term Loan, 2.67%, Maturing June 28, 2015	631,642
EUR	632	Term Loan, 2.67%, Maturing June 28, 2015	814,534
EUR	29	Term Loan - Second Lien, 4.67%, Maturing June 28, 2015	33,784
EUR	837	Term Loan - Second Lien, 2.22%, Maturing December 28, 2016	974,369
	178	Term Loan - Second Lien, 4.48%, Maturing December 28, 2016	152,092
		<b>Reddy Ice Group, Inc.</b>	
	2,190	Term Loan, 2.00%, Maturing August 9, 2012	2,166,731
			<b>\$ 23,579,824</b>

**Food Service 3.6%**

		<b>AFC Enterprises, Inc.</b>	
	399	Term Loan, 7.00%, Maturing May 11, 2011	\$ 403,228
		<b>Aramark Corp.</b>	
	8,240	Term Loan, 2.13%, Maturing January 26, 2014	7,883,335
	542	Term Loan, 2.14%, Maturing January 26, 2014	518,665
GBP	1,213	Term Loan, 2.73%, Maturing January 27, 2014	1,733,268

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<b>Principal Amount*</b> (000 \$ omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Buffets, Inc.</b>	
638	Term Loan, 18.00%, Maturing April 30, 2012	\$ 646,326
122	Term Loan, 7.53%, Maturing November 1, 2013 <sup>(2)</sup>	114,947
626	Term Loan - Second Lien, 17.75%, Maturing November 1, 2013 <sup>(2)</sup>	588,590
	<b>CBRL Group, Inc.</b>	
1,074	Term Loan, 1.75%, Maturing April 27, 2013	1,056,394
649	Term Loan, 2.75%, Maturing April 27, 2016	640,022
	<b>Denny's, Inc.</b>	
110	Term Loan, 2.24%, Maturing March 31, 2012	107,800
293	Term Loan, 2.35%, Maturing March 31, 2012	287,467
	<b>NPC International, Inc.</b>	
387	Term Loan, 2.00%, Maturing May 3, 2013	372,082
	<b>OSI Restaurant Partners, LLC</b>	
233	Term Loan, 2.52%, Maturing May 9, 2013	207,267
2,680	Term Loan, 2.56%, Maturing May 9, 2014	2,387,034
	<b>QCE Finance, LLC</b>	
1,210	Term Loan, 2.56%, Maturing May 5, 2013	1,042,267
1,050	Term Loan - Second Lien, 6.00%, Maturing November 5, 2013	644,700
	<b>Sagittarius Restaurants, LLC</b>	
372	Term Loan, 9.75%, Maturing March 29, 2013	363,092
	<b>Selecta</b>	
EUR 741	Term Loan - Second Lien, 4.99%, Maturing December 28, 2015	668,673
		<b>\$ 19,665,157</b>
<b>Food/Drug Retailers</b>	<b>4.0%</b>	
	<b>General Nutrition Centers, Inc.</b>	
5,649	Term Loan, 2.50%, Maturing September 16, 2013	\$ 5,398,206
	<b>Iceland Foods Group, Ltd.</b>	
GBP 1,625	Term Loan, 3.02%, Maturing May 2, 2015	2,422,048
	<b>Pantry, Inc. (The)</b>	
249	Term Loan, 1.98%, Maturing May 15, 2014	237,212
863	Term Loan, 1.98%, Maturing May 15, 2014	823,905
	<b>Rite Aid Corp.</b>	
8,688	Term Loan, 1.98%, Maturing June 1, 2014	7,765,155
1,185	Term Loan, 6.00%, Maturing June 4, 2014	1,132,944
1,000	Term Loan, 9.50%, Maturing June 4, 2014	1,042,750
	<b>Roundy's Supermarkets, Inc.</b>	
3,073	Term Loan, 4.62%, Maturing November 3, 2013	3,077,654
		<b>\$ 21,899,874</b>
<b>Forest Products</b>	<b>1.8%</b>	
	<b>Georgia-Pacific Corp.</b>	
2,731	Term Loan, 2.24%, Maturing December 20, 2012	\$ 2,676,089

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6,128	Term Loan, 2.26%, Maturing December 20, 2012	6,006,245
1,553	Term Loan, 3.50%, Maturing December 23, 2014	1,555,113
		<b>\$ 10,237,447</b>

**Health Care 16.1%**

	<b>Alliance Healthcare Services</b>	
1,350	Term Loan, 5.50%, Maturing June 1, 2016	\$ 1,347,891
	<b>American Medical Systems</b>	
441	Term Loan, 2.50%, Maturing July 20, 2012	430,423
	<b>Biomet, Inc.</b>	
6,930	Term Loan, 3.25%, Maturing December 26, 2014	6,730,205
	<b>Bright Horizons Family Solutions, Inc.</b>	
1,059	Term Loan, 7.50%, Maturing May 15, 2015	1,064,169
	<b>Cardinal Health 409, Inc.</b>	
2,389	Term Loan, 2.48%, Maturing April 10, 2014	2,182,720
	<b>Carestream Health, Inc.</b>	
3,224	Term Loan, 2.23%, Maturing April 30, 2013	3,059,264
500	Term Loan - Second Lien, 5.48%, Maturing October 30, 2013	441,000

**Table of Contents**

<b>Principal Amount*</b> (000 \$ omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
1,300	<b>Carl Zeiss Vision Holding GmbH</b> Term Loan, 2.73%, Maturing March 23, 2015	\$ 998,400
10,135	<b>Community Health Systems, Inc.</b> Term Loan, 2.50%, Maturing July 25, 2014	9,491,748
518	Term Loan, 2.50%, Maturing July 25, 2014	485,272
740	<b>Concentra, Inc.</b> Term Loan - Second Lien, 5.76%, Maturing June 25, 2015 <sup>(2)</sup>	639,833
500	<b>CONMED Corp.</b> Term Loan, 1.74%, Maturing April 13, 2013	475,317
EUR 746	<b>ConvaTec Cidron Healthcare</b> Term Loan, 4.68%, Maturing July 30, 2016	998,949
529	<b>CRC Health Corp.</b> Term Loan, 2.50%, Maturing February 6, 2013	498,358
532	Term Loan, 2.50%, Maturing February 6, 2013	500,863
500	<b>Dako EQT Project Delphi</b> Term Loan - Second Lien, 4.00%, Maturing December 12, 2016	326,250
622	<b>DaVita, Inc.</b> Term Loan, 1.74%, Maturing October 5, 2012	610,677
796	<b>DJO Finance, LLC</b> Term Loan, 3.23%, Maturing May 15, 2014	773,334
500	<b>Fenwal, Inc.</b> Term Loan - Second Lien, 5.50%, Maturing August 28, 2014	433,750
2,837	<b>Fresenius Medical Care Holdings</b> Term Loan, 1.63%, Maturing March 31, 2013	2,774,321
796	<b>Hanger Orthopedic Group, Inc.</b> Term Loan, 2.23%, Maturing May 30, 2013	781,701
10,781	<b>HCA, Inc.</b> Term Loan, 2.50%, Maturing November 18, 2013	10,252,134
9,175	<b>Health Management Association, Inc.</b> Term Loan, 2.00%, Maturing February 28, 2014	8,670,835
1,556	<b>HealthSouth Corp.</b> Term Loan, 2.51%, Maturing March 10, 2013	1,511,669
1,281	Term Loan, 4.01%, Maturing March 15, 2014	1,279,530
154	<b>Iasis Healthcare, LLC</b> Term Loan, 2.23%, Maturing March 14, 2014	147,348
569	Term Loan, 2.23%, Maturing March 14, 2014	544,267
1,644	Term Loan, 2.23%, Maturing March 14, 2014	1,572,673
1,520	<b>Ikaria Acquisition, Inc.</b> Term Loan, 2.49%, Maturing March 28, 2013	1,435,310
980	<b>IM U.S. Holdings, LLC</b> Term Loan, 2.24%, Maturing June 26, 2014	941,193
700	Term Loan - Second Lien, 4.50%, Maturing June 26, 2015	679,525
1,450	<b>IMS Health, Inc.</b> Term Loan, Maturing February 17, 2016 <sup>(7)</sup>	1,459,606
	<b>inVentiv Health, Inc.</b>	

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	921	Term Loan, 2.01%, Maturing July 6, 2014	876,921
		<b>LifePoint Hospitals, Inc.</b>	
	2,251	Term Loan, 1.89%, Maturing April 15, 2012	2,219,245
		<b>MultiPlan Merger Corp.</b>	
	983	Term Loan, 2.75%, Maturing April 12, 2013	962,869
	1,380	Term Loan, 2.75%, Maturing April 12, 2013	1,351,973
		<b>Mylan, Inc.</b>	
	4,593	Term Loan, 3.55%, Maturing October 2, 2014	4,551,606
		<b>National Mentor Holdings, Inc.</b>	
	69	Term Loan, 2.15%, Maturing June 29, 2013	62,483
	1,116	Term Loan, 2.26%, Maturing June 29, 2013	1,016,423
		<b>National Renal Institutes, Inc.</b>	
	788	Term Loan, 9.00%, Maturing March 31, 2013 <sup>(2)</sup>	764,332
		<b>Nyco Holdings</b>	
EUR	500	Term Loan, 2.84%, Maturing December 29, 2014	650,117



**Table of Contents****Principal  
Amount\***

<b>(000 s omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
EUR 500	Term Loan, 3.59%, Maturing December 29, 2015 <b>Physiotherapy Associates, Inc.</b>	\$ 650,117
831	Term Loan, 7.50%, Maturing June 27, 2013 <b>RadNet Management, Inc.</b>	656,691
1,601	Term Loan, 4.51%, Maturing November 15, 2012	1,557,100
650	Term Loan, 9.26%, Maturing November 15, 2013 <b>ReAble Therapeutics Finance, LLC</b>	611,000
2,659	Term Loan, 2.26%, Maturing November 16, 2013 <b>RehabCare Group, Inc.</b>	2,607,137
950	Term Loan, 6.00%, Maturing November 20, 2015 <b>Renal Advantage, Inc.</b>	950,594
1	Term Loan, 2.75%, Maturing October 5, 2012 <b>Select Medical Holdings Corp.</b>	860
2,472	Term Loan, 4.00%, Maturing August 5, 2014 <b>Sunrise Medical Holdings, Inc.</b>	2,432,037
429	Term Loan, 8.25%, Maturing May 13, 2010 <b>TZ Merger Sub., Inc. (TriZetto)</b>	366,845
744	Term Loan, 7.50%, Maturing July 24, 2015 <b>Vanguard Health Holding Co., LLC</b>	750,240
1,800	Term Loan, 5.00%, Maturing January 29, 2016 <b>Viant Holdings, Inc.</b>	1,806,188
578	Term Loan, 2.51%, Maturing June 25, 2014	564,633
		<b>\$ 88,947,946</b>
<b>Home Furnishings</b>	<b>0.9%</b>	
480	Term Loan, 2.73%, Maturing April 16, 2014 <b>Hunter Fan Co.</b>	\$ 396,600
283	Term Loan, 1.98%, Maturing June 23, 2013 <b>Interline Brands, Inc.</b>	262,117
1,041	Term Loan, 2.00%, Maturing June 23, 2013 <b>National Bedding Co., LLC</b>	962,882
1,465	Term Loan, 2.30%, Maturing August 31, 2011	1,428,178
2,050	Term Loan - Second Lien, 5.31%, Maturing August 31, 2012 <b>Simmons Co.</b>	1,834,750
1,131	Term Loan, 7.39%, Maturing February 15, 2012 <sup>(2)</sup>	7,069
		<b>\$ 4,891,596</b>
<b>Industrial Equipment</b>	<b>3.9%</b>	
729	Term Loan, 2.56%, Maturing February 7, 2014 <b>Brand Energy and Infrastructure Services, Inc.</b>	\$ 681,358
880	Term Loan, 3.56%, Maturing February 7, 2014 <b>Bucyrus International, Inc.</b>	835,762
1,460	Term Loan, 4.50%, Maturing February 21, 2016	1,471,397

<b>CEVA Group PLC U.S.</b>		
1,156	Term Loan, 3.24%, Maturing January 4, 2014	999,843
2,228	Term Loan, 3.24%, Maturing January 4, 2014	1,927,446
847	Term Loan, 3.25%, Maturing January 4, 2014	745,222
<b>EPD Holdings, (Goodyear Engineering Products)</b>		
150	Term Loan, 2.73%, Maturing July 13, 2014	123,849
1,048	Term Loan, 2.73%, Maturing July 13, 2014	864,728
850	Term Loan - Second Lien, 5.98%, Maturing July 13, 2015	619,438
<b>Generac Acquisition Corp.</b>		
1,805	Term Loan, 2.75%, Maturing November 7, 2013	1,672,658
<b>Gleason Corp.</b>		
146	Term Loan, 2.00%, Maturing June 30, 2013	142,293
634	Term Loan, 2.03%, Maturing June 30, 2013	618,139
<b>Jason, Inc.</b>		
441	Term Loan, 4.99%, Maturing April 30, 2010	288,555
<b>John Maneely Co.</b>		
2,389	Term Loan, 3.50%, Maturing December 8, 2013	2,254,604

**Table of Contents****Principal  
Amount\*****(000 s omitted)****Borrower/Tranche Description****Value****KION Group GmbH**1,003 Term Loan, 3.98%, Maturing December 23, 2014<sup>(2)</sup> \$ 745,8331,003 Term Loan, 4.23%, Maturing December 23, 2015<sup>(2)</sup> 745,833**Polypore, Inc.**

4,785 Term Loan, 2.48%, Maturing July 3, 2014 4,539,334

**Sequa Corp.**

794 Term Loan, 3.88%, Maturing November 30, 2014 732,073

**TFS Acquisition Corp.**1,985 Term Loan, 14.00%, Maturing August 11, 2013<sup>(2)</sup> 1,568,531**\$ 21,576,896****Insurance 3.3%****Alliant Holdings I, Inc.**

1,836 Term Loan, 3.25%, Maturing August 21, 2014 \$ 1,746,081

**AmWINS Group, Inc.**

982 Term Loan, 2.76%, Maturing June 8, 2013 917,286

500 Term Loan - Second Lien, 5.75%, Maturing June 8, 2014 412,500

**Applied Systems, Inc.**

2,261 Term Loan, 2.73%, Maturing September 26, 2013 2,158,940

**CCC Information Services Group, Inc.**

1,616 Term Loan, 2.48%, Maturing February 10, 2013 1,557,139

**Conseco, Inc.**

3,925 Term Loan, 7.50%, Maturing October 10, 2013 3,737,040

**Crawford & Company**

1,334 Term Loan, 5.25%, Maturing October 31, 2013 1,306,883

**Crump Group, Inc.**

923 Term Loan, 3.23%, Maturing August 4, 2014 833,108

**Hub International Holdings, Inc.**

434 Term Loan, 2.75%, Maturing June 13, 2014 400,443

1,931 Term Loan, 2.75%, Maturing June 13, 2014 1,782,020

623 Term Loan, 6.75%, Maturing June 30, 2014 617,398

**U.S.I. Holdings Corp.**

3,374 Term Loan, 3.01%, Maturing May 4, 2014 3,073,440

**\$ 18,542,278****Leisure Goods/Activities/Movies 8.0%****AMC Entertainment, Inc.**

5,489 Term Loan, 1.98%, Maturing January 26, 2013 \$ 5,328,922

**AMF Bowling Worldwide, Inc.**

1,200 Term Loan - Second Lien, 6.48%, Maturing December 8, 2013 888,000

**Bombardier Recreational Products**

2,028 Term Loan, 3.25%, Maturing June 28, 2013 1,571,582

**Butterfly Wendel US, Inc.**

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304	Term Loan, 3.00%, Maturing June 22, 2013	243,741
304	Term Loan, 2.75%, Maturing June 22, 2014	243,820
	<b>Carmike Cinemas, Inc.</b>	
2,950	Term Loan, 5.50%, Maturing January 27, 2016	2,949,080
	<b>Cedar Fair, L.P.</b>	
370	Term Loan, 2.23%, Maturing August 30, 2012	368,024
2,476	Term Loan, 4.23%, Maturing February 17, 2014	2,464,656
	<b>CFV I, LLC/Hicks Sports Group</b>	
92	Term Loan, 5.55%, Maturing July 1, 2010 <sup>(3)</sup>	92,398
	<b>Cinemark, Inc.</b>	
3,943	Term Loan, 2.01%, Maturing October 5, 2013	3,910,036
	<b>Deluxe Entertainment Services</b>	
62	Term Loan, 6.22%, Maturing January 28, 2011	57,461
106	Term Loan, 6.25%, Maturing January 28, 2011	98,212
1,010	Term Loan, 6.25%, Maturing January 28, 2011	936,080
	<b>Fender Musical Instruments Corp.</b>	
329	Term Loan, 2.51%, Maturing June 9, 2014	282,487
652	Term Loan, 2.51%, Maturing June 9, 2014	559,239

**Table of Contents****Principal  
Amount\***

<b>(000 s omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Formula One (Alpha D2, Ltd.)</b>	
2,000	Term Loan - Second Lien, 3.82%, Maturing June 30, 2014	\$ 1,763,334
	<b>Mega Blocks, Inc.</b>	
1,743	Term Loan, 9.75%, Maturing July 26, 2012	1,129,963
	<b>Metro-Goldwyn-Mayer Holdings, Inc.</b>	
3,655	Term Loan, 0.00%, Maturing April 8, 2012 <sup>(6)</sup>	2,218,930
	<b>National CineMedia, LLC</b>	
2,850	Term Loan, 2.01%, Maturing February 13, 2015	2,759,749
	<b>Regal Cinemas Corp.</b>	
4,729	Term Loan, 4.00%, Maturing November 10, 2010	4,741,239
	<b>Revolution Studios Distribution Co., LLC</b>	
1,086	Term Loan, 3.98%, Maturing December 21, 2014	983,151
900	Term Loan - Second Lien, 7.23%, Maturing June 21, 2015	630,000
	<b>Six Flags Theme Parks, Inc.</b>	
1,449	Term Loan, 2.48%, Maturing April 30, 2015	1,448,877
	<b>Southwest Sports Group, LLC</b>	
2,000	Term Loan, 6.75%, Maturing December 22, 2010	1,671,666
	<b>SW Acquisition Co., Inc.</b>	
2,025	Term Loan, 5.75%, Maturing May 31, 2016	2,041,453
	<b>Universal City Development Partners, Ltd.</b>	
2,850	Term Loan, 6.50%, Maturing November 6, 2014	2,874,938
	<b>Zuffa, LLC</b>	
1,967	Term Loan, 2.31%, Maturing June 20, 2016	1,868,384
		<b>\$ 44,125,422</b>
<b>Lodging and Casinos</b>	<b>2.8%</b>	
	<b>Ameristar Casinos, Inc.</b>	
1,176	Term Loan, 3.50%, Maturing November 10, 2012	\$ 1,175,449
	<b>Harrah s Operating Co.</b>	
408	Term Loan, 3.25%, Maturing January 28, 2015	330,925
795	Term Loan, 3.25%, Maturing January 28, 2015	643,765
3,000	Term Loan, 9.50%, Maturing October 31, 2016	3,005,001
	<b>Isle of Capri Casinos, Inc.</b>	
368	Term Loan, 3.25%, Maturing November 30, 2013	360,579
43	Term Loan, 5.00%, Maturing November 30, 2013	42,098
147	Term Loan, 5.00%, Maturing November 30, 2013	144,233
	<b>LodgeNet Entertainment Corp.</b>	
2,336	Term Loan, 2.26%, Maturing April 4, 2014	2,177,189
	<b>New World Gaming Partners, Ltd.</b>	
224	Term Loan, 2.75%, Maturing June 30, 2014	205,741
1,105	Term Loan, 2.75%, Maturing June 30, 2014	1,015,782
	<b>Penn National Gaming, Inc.</b>	
1,002	Term Loan, 1.98%, Maturing October 3, 2012	985,070
	<b>Tropicana Entertainment, Inc.</b>	

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191	Term Loan, 0.00%, Maturing December 29, 2012 <sup>(3)</sup>	177,758
	<b>Venetian Casino Resort/Las Vegas Sands, Inc.</b>	
946	Term Loan, 2.01%, Maturing May 14, 2014	828,188
3,744	Term Loan, 2.01%, Maturing May 23, 2014	3,279,119
	<b>VML US Finance, LLC</b>	
188	Term Loan, 4.76%, Maturing May 25, 2012	179,611
438	Term Loan, 4.76%, Maturing May 25, 2013	418,025
	<b>Wimar OpCo, LLC</b>	
1,954	Term Loan, 0.00%, Maturing January 3, 2012 <sup>(6)</sup>	591,200
		<b>\$ 15,559,733</b>

**Nonferrous Metals/Minerals 1.2%**

	<b>Euramax International, Inc.</b>	
343	Term Loan, 10.00%, Maturing June 29, 2013	\$ 289,053
342	Term Loan, 14.00%, Maturing June 29, 2013 <sup>(2)</sup>	288,323
	<b>Noranda Aluminum Acquisition</b>	
1,258	Term Loan, 2.23%, Maturing May 18, 2014	1,105,010

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<b>Principal Amount*</b> (000 \$ omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Novelis, Inc.</b>	
693	Term Loan, 2.23%, Maturing June 28, 2014	\$ 672,369
1,525	Term Loan, 2.24%, Maturing June 28, 2014	1,479,269
	<b>Oxbow Carbon and Mineral Holdings</b>	
2,808	Term Loan, 2.25%, Maturing May 8, 2014	2,731,164
		<b>\$ 6,565,188</b>
<b>Oil and Gas 3.4%</b>		
	<b>Atlas Pipeline Partners, L.P.</b>	
1,024	Term Loan, 6.75%, Maturing July 20, 2014	\$ 1,021,775
	<b>Big West Oil, LLC</b>	
358	Term Loan, 4.50%, Maturing May 1, 2014	353,944
451	Term Loan, 4.50%, Maturing May 1, 2014	444,959
	<b>Dresser, Inc.</b>	
1,577	Term Loan, 2.50%, Maturing May 4, 2014	1,513,442
1,000	Term Loan - Second Lien, 6.00%, Maturing May 4, 2015	941,667
	<b>Dynegy Holdings, Inc.</b>	
372	Term Loan, 3.98%, Maturing April 2, 2013	364,809
5,623	Term Loan, 3.98%, Maturing April 2, 2013	5,511,974
	<b>Enterprise GP Holdings, L.P.</b>	
1,299	Term Loan, 2.49%, Maturing October 31, 2014	1,287,680
	<b>Hercules Offshore, Inc.</b>	
2,281	Term Loan, 6.00%, Maturing July 6, 2013	2,170,915
	<b>Niska Gas Storage</b>	
52	Term Loan, 1.98%, Maturing May 13, 2011	50,023
76	Term Loan, 1.98%, Maturing May 13, 2011	73,846
744	Term Loan, 1.98%, Maturing May 12, 2013	718,356
	<b>Precision Drilling Corp.</b>	
893	Term Loan, 4.23%, Maturing December 23, 2013	880,023
	<b>SemGroup Corp.</b>	
1,150	Term Loan, 1.61%, Maturing November 27, 2013	1,146,645
	<b>Targa Resources, Inc.</b>	
2,200	Term Loan, 6.00%, Maturing June 4, 2017	2,211,000
		<b>\$ 18,691,058</b>
<b>Publishing 8.3%</b>		
	<b>American Media Operations, Inc.</b>	
2,447	Term Loan, 10.00%, Maturing January 31, 2013 <sup>(2)</sup>	\$ 2,332,616
	<b>Aster Zweite Beteiligungs GmbH</b>	
1,850	Term Loan, 2.89%, Maturing September 27, 2013	1,782,166
	<b>GateHouse Media Operating, Inc.</b>	
650	Term Loan, 2.23%, Maturing August 28, 2014	308,100
1,525	Term Loan, 2.23%, Maturing August 28, 2014	722,850

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	750	Term Loan, 2.48%, Maturing August 28, 2014	355,500
		<b>Getty Images, Inc.</b>	
	2,833	Term Loan, 6.25%, Maturing July 2, 2015	2,853,211
		<b>Lamar Media Corp.</b>	
	903	Term Loan, 5.50%, Maturing September 30, 2012	903,200
		<b>Laureate Education, Inc.</b>	
	500	Term Loan, 3.50%, Maturing August 17, 2014	462,737
	3,338	Term Loan, 3.50%, Maturing August 17, 2014	3,091,649
	1,496	Term Loan, 7.00%, Maturing August 31, 2014	1,489,227
		<b>Local Insight Regatta Holdings, Inc.</b>	
	1,803	Term Loan, 7.75%, Maturing April 23, 2015	1,535,049
		<b>MediaNews Group, Inc.</b>	
	1,134	Term Loan, 6.73%, Maturing August 25, 2010	536,696
	775	Term Loan, 6.73%, Maturing August 2, 2013	356,547
		<b>Mediannuaire Holding</b>	
EUR	680	Term Loan, 2.96%, Maturing October 10, 2014	670,779
EUR	680	Term Loan, 3.46%, Maturing October 10, 2015	670,593



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<b>Principal Amount*</b> (000 \$ omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Merrill Communications, LLC</b>	
5,113	Term Loan, 8.50%, Maturing December 24, 2012	\$ 4,486,773
	<b>Nelson Education, Ltd.</b>	
489	Term Loan, 2.75%, Maturing July 5, 2014	449,650
	<b>Nielsen Finance, LLC</b>	
6,447	Term Loan, 2.23%, Maturing August 9, 2013	6,106,382
995	Term Loan, 3.98%, Maturing May 1, 2016	968,869
	<b>Philadelphia Newspapers, LLC</b>	
779	Term Loan, 0.00%, Maturing June 29, 2013 <sup>(6)</sup>	183,038
	<b>Reader's Digest Association, Inc. (The)</b>	
1,490	Revolving Loan, 4.53%, Maturing March 3, 2014	894,285
4,528	Term Loan, 4.24%, Maturing March 3, 2014	2,716,948
	<b>SGS International, Inc.</b>	
610	Term Loan, 2.86%, Maturing December 30, 2011	587,171
	<b>Source Interlink Companies, Inc.</b>	
911	Term Loan, 10.75%, Maturing June 18, 2013	788,344
502	Term Loan, 15.00%, Maturing June 18, 2013 <sup>(2)</sup>	200,977
	<b>Source Media, Inc.</b>	
1,177	Term Loan, 5.26%, Maturing November 8, 2011	1,112,074
	<b>Trader Media Corp.</b>	
GBP 1,507	Term Loan, 2.67%, Maturing March 23, 2015	2,069,611
	<b>Tribune Co.</b>	
2,479	Term Loan, 0.00%, Maturing April 10, 2010 <sup>(6)</sup>	1,500,803
1,256	Term Loan, 0.00%, Maturing May 17, 2014 <sup>(6)</sup>	770,396
1,990	Term Loan, 0.00%, Maturing May 17, 2014 <sup>(6)</sup>	1,164,743
	<b>Xsys, Inc.</b>	
1,933	Term Loan, 2.89%, Maturing September 27, 2013	1,861,795
1,963	Term Loan, 2.89%, Maturing September 27, 2014	1,891,202
		<b>\$ 45,823,981</b>
 <b>Radio and Television 5.3%</b>		
	<b>Block Communications, Inc.</b>	
912	Term Loan, 2.28%, Maturing December 22, 2011	\$ 861,840
	<b>CMP KC, LLC</b>	
956	Term Loan, 6.25%, Maturing May 5, 2013 <sup>(4)</sup>	274,426
	<b>CMP Susquehanna Corp.</b>	
2,700	Term Loan, 2.25%, Maturing May 5, 2013	2,150,825
	<b>Discovery Communications, Inc.</b>	
993	Term Loan, 5.31%, Maturing May 14, 2014	1,001,805
	<b>Emmis Operating Co.</b>	
850	Term Loan, 4.25%, Maturing November 2, 2013	709,386
	<b>Gray Television, Inc.</b>	
1,208	Term Loan, 3.75%, Maturing January 19, 2015	1,095,307
	<b>HIT Entertainment, Inc.</b>	

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970	Term Loan, 2.50%, Maturing March 20, 2012	857,593
	<b>Intelsat Corp.</b>	
3,527	Term Loan, 2.73%, Maturing January 3, 2014	3,367,567
3,527	Term Loan, 2.73%, Maturing January 3, 2014	3,367,567
3,528	Term Loan, 2.73%, Maturing January 3, 2014	3,368,598
	<b>NEP II, Inc.</b>	
660	Term Loan, 2.53%, Maturing February 16, 2014	610,756
	<b>Nexstar Broadcasting, Inc.</b>	
1,956	Term Loan, 5.00%, Maturing October 1, 2012	1,904,204
1,850	Term Loan, 5.00%, Maturing October 1, 2012	1,800,199
	<b>Raycom TV Broadcasting, LLC</b>	
1,125	Term Loan, 1.81%, Maturing June 25, 2014	1,006,875
	<b>SFX Entertainment</b>	
977	Term Loan, 3.49%, Maturing June 21, 2013	967,458
	<b>Sirius Satellite Radio, Inc.</b>	
489	Term Loan, 2.50%, Maturing December 19, 2012	469,811

**Table of Contents****Principal  
Amount\***

<b>(000 \$ omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Univision Communications, Inc.</b>	
4,400	Term Loan, 2.50%, Maturing September 29, 2014	\$ 3,808,064
	<b>Young Broadcasting, Inc.</b>	
786	Term Loan, 0.00%, Maturing November 3, 2012 <sup>(6)</sup>	648,187
973	Term Loan, 0.00%, Maturing November 3, 2012 <sup>(6)</sup>	801,503
		<b>\$ 29,071,971</b>
<b>Rail Industries</b>	<b>0.4%</b>	
	<b>Kansas City Southern Railway Co.</b>	
2,171	Term Loan, 2.00%, Maturing April 26, 2013	\$ 2,120,588
		<b>\$ 2,120,588</b>
<b>Retailers (Except Food and Drug)</b>	<b>3.8%</b>	
	<b>American Achievement Corp.</b>	
482	Term Loan, 6.26%, Maturing March 25, 2011	\$ 458,188
	<b>Amscan Holdings, Inc.</b>	
559	Term Loan, 2.50%, Maturing May 25, 2013	534,024
	<b>Cumberland Farms, Inc.</b>	
1,685	Term Loan, 3.87%, Maturing September 29, 2013	1,541,759
	<b>Educate, Inc.</b>	
500	Term Loan - Second Lien, 5.51%, Maturing June 14, 2014	435,000
	<b>FTD, Inc.</b>	
1,373	Term Loan, 6.75%, Maturing July 31, 2014	1,377,919
	<b>Josten's Corp.</b>	
2,103	Term Loan, 2.23%, Maturing October 4, 2011	2,084,325
	<b>Mapco Express, Inc.</b>	
334	Term Loan, 6.50%, Maturing April 28, 2011	318,978
	<b>Neiman Marcus Group, Inc.</b>	
2,967	Term Loan, 2.26%, Maturing April 5, 2013	2,676,451
	<b>Orbitz Worldwide, Inc.</b>	
2,268	Term Loan, 3.24%, Maturing July 25, 2014	2,152,544
	<b>Oriental Trading Co., Inc.</b>	
1,738	Term Loan, 9.75%, Maturing July 31, 2013	1,520,539
1,225	Term Loan - Second Lien, 6.26%, Maturing January 31, 2013	241,938
	<b>Pilot Travel Centers, LLC</b>	
1,350	Term Loan, Maturing November 24, 2015 <sup>(7)</sup>	1,361,929
	<b>Rent-A-Center, Inc.</b>	
36	Term Loan, 2.01%, Maturing November 15, 2012	35,404
642	Term Loan, 3.26%, Maturing May 31, 2015	638,464
	<b>Rover Acquisition Corp.</b>	
2,377	Term Loan, 2.49%, Maturing October 26, 2013	2,326,494
	<b>Savers, Inc.</b>	
366	Term Loan, 2.98%, Maturing August 11, 2012	365,888

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411	Term Loan, 2.98%, Maturing August 11, 2012	411,097
	<b>Yankee Candle Company, Inc. (The)</b>	
2,577	Term Loan, 2.23%, Maturing February 6, 2014	2,483,847
		<b>\$ 20,964,788</b>
<b>Steel 0.1%</b>		
	<b>Niagara Corp.</b>	
1,121	Term Loan, 7.25%, Maturing June 29, 2014	\$ 773,663
		<b>\$ 773,663</b>
<b>Surface Transport 0.4%</b>		
	<b>Oshkosh Truck Corp.</b>	
1,367	Term Loan, 6.26%, Maturing December 6, 2013	\$ 1,370,844
	<b>Swift Transportation Co., Inc.</b>	
1,109	Term Loan, 8.25%, Maturing May 10, 2014	1,033,269
		<b>\$ 2,404,113</b>

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<b>Principal Amount*</b> (000 s omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
<b>Telecommunications</b>	<b>3.3%</b>	
	<b>Alaska Communications Systems Holdings, Inc.</b>	
1,100	Term Loan, 2.00%, Maturing February 1, 2012	\$ 1,071,396
	<b>Asurion Corp.</b>	
4,314	Term Loan, 3.23%, Maturing July 13, 2012	4,191,682
2,000	Term Loan - Second Lien, 6.73%, Maturing January 13, 2013	1,943,750
	<b>CommScope, Inc.</b>	
2,054	Term Loan, 2.96%, Maturing November 19, 2014	2,031,281
	<b>Intelsat Subsidiary Holding Co.</b>	
1,064	Term Loan, 2.73%, Maturing July 3, 2013	1,019,818
	<b>Macquarie UK Broadcast Ventures, Ltd.</b>	
GBP 828	Term Loan, 2.54%, Maturing December 26, 2014	1,039,421
	<b>NTelos, Inc.</b>	
1,496	Term Loan, 5.75%, Maturing August 13, 2015	1,507,940
	<b>Palm, Inc.</b>	
1,899	Term Loan, 3.76%, Maturing April 24, 2014	1,673,580
	<b>Stratos Global Corp.</b>	
1,081	Term Loan, 2.75%, Maturing February 13, 2012	1,067,487
	<b>TowerCo Finance, LLC</b>	
450	Term Loan, 6.00%, Maturing November 24, 2014	454,500
	<b>Trilogy International Partners</b>	
950	Term Loan, 3.75%, Maturing June 29, 2012	809,875
	<b>Windstream Corp.</b>	
1,377	Term Loan, 3.01%, Maturing December 17, 2015	1,368,397
		<b>\$ 18,179,127</b>
<b>Utilities</b>	<b>4.4%</b>	
	<b>AEI Finance Holding, LLC</b>	
302	Revolving Loan, 3.23%, Maturing March 30, 2012	\$ 276,394
2,052	Term Loan, 3.25%, Maturing March 30, 2014	1,880,530
	<b>Astoria Generating Co.</b>	
1,000	Term Loan - Second Lien, 4.01%, Maturing August 23, 2013	951,786
	<b>BRSP, LLC</b>	
977	Term Loan, 7.50%, Maturing June 24, 2014	979,201
	<b>Calpine Corp.</b>	
6,958	DIP Loan, 7.50%, Maturing March 29, 2014	6,558,411
	<b>Covanta Energy Corp.</b>	
261	Term Loan, 1.65%, Maturing February 9, 2014	250,160
515	Term Loan, 1.75%, Maturing February 9, 2014	494,164
	<b>Electricinvest Holding Co.</b>	
GBP 480	Term Loan, 5.04%, Maturing October 24, 2012	605,041
EUR 477	Term Loan - Second Lien, 4.92%, Maturing October 24, 2012	541,902
	<b>NRG Energy, Inc.</b>	
1,940	Term Loan, 1.99%, Maturing June 1, 2014	1,879,616

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2,471	Term Loan, 2.00%, Maturing June 1, 2014	2,393,921
	<b>Pike Electric, Inc.</b>	
1,136	Term Loan, 1.75%, Maturing July 1, 2012	1,079,616
309	Term Loan, 1.75%, Maturing December 10, 2012	293,087
	<b>TXU Texas Competitive Electric Holdings Co., LLC</b>	
997	Term Loan, 3.73%, Maturing October 10, 2014	806,002
1,466	Term Loan, 3.73%, Maturing October 10, 2014	1,179,539
3,842	Term Loan, 3.73%, Maturing October 10, 2014	3,106,816
	<b>Vulcan Energy Corp.</b>	
1,093	Term Loan, 5.50%, Maturing December 31, 2015	1,103,514
		<b>\$ 24,379,700</b>

<b>Total Senior Floating-Rate Interests</b>	
<b>(identified cost \$805,765,312)</b>	<b>\$ 766,731,744</b>

**Table of Contents****Corporate Bonds & Notes 11.5%****Principal  
Amount\***

<b>(000 s omitted)</b>	<b>Security</b>	<b>Value</b>
<b>Aerospace and Defense 0.0%</b>		
	<b>Allion Science and Technologies Corp.</b>	
155	10.25%, 2/1/15	\$ 119,350
		<b>\$ 119,350</b>
<b>Automotive 0.2%</b>		
	<b>Allison Transmission, Inc.</b>	
25	11.00%, 11/1/15 <sup>(8)</sup>	\$ 26,063
670	11.25%, 11/1/15 <sup>(2)(8)</sup>	696,800
	<b>American Axle &amp; Manufacturing Holdings, Inc., Sr. Notes</b>	
150	9.25%, 1/15/17 <sup>(8)</sup>	156,000
35	7.875%, 3/1/17	30,625
	<b>Commercial Vehicle Group, Inc., Sr. Notes</b>	
110	8.00%, 7/1/13	69,300
		<b>\$ 978,788</b>
<b>Broadcast Radio and Television 0.3%</b>		
	<b>Clear Channel Communications, Inc., Sr. Notes</b>	
1,000	6.25%, 3/15/11	\$ 955,000
	<b>Rainbow National Services, LLC, Sr. Sub. Notes</b>	
335	10.375%, 9/1/14 <sup>(8)</sup>	353,844
	<b>XM Satellite Radio Holdings, Inc., Sr. Notes</b>	
445	13.00%, 8/1/14 <sup>(8)</sup>	489,500
		<b>\$ 1,798,344</b>
<b>Building and Development 0.4%</b>		
	<b>Grohe Holding GmbH, Variable Rate</b>	
EUR 2,000	3.559%, 1/15/14 <sup>(9)</sup>	\$ 2,328,422
	<b>Texas Industries, Inc., Sr. Notes</b>	
135	7.25%, 7/15/13 <sup>(8)</sup>	131,962
		<b>\$ 2,460,384</b>
<b>Business Equipment and Services 0.7%</b>		
	<b>Affinion Group, Inc.</b>	
235	11.50%, 10/15/15	\$ 240,875
	<b>Brocade Communications Systems, Inc., Sr. Notes</b>	
40	6.625%, 1/15/18 <sup>(8)</sup>	40,600
40	6.875%, 1/15/20 <sup>(8)</sup>	41,000
	<b>Education Management, LLC, Sr. Notes</b>	

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445	8.75%, 6/1/14	457,237
	<b>Education Management, LLC, Sr. Sub. Notes</b>	
97	10.25%, 6/1/16	103,063
	<b>First Data Corp.</b>	
85	9.875%, 9/24/15	73,950
	<b>MediMedia USA, Inc., Sr. Sub. Notes</b>	
180	11.375%, 11/15/14 <sup>(8)</sup>	152,100
	<b>RSC Equipment Rental, Inc., Sr. Notes</b>	
750	10.00%, 7/15/17 <sup>(8)</sup>	806,250
	<b>SunGard Data Systems, Inc., Sr. Notes</b>	
1,380	10.625%, 5/15/15	1,497,300
	<b>Ticketmaster Entertainment, Inc.</b>	
220	10.75%, 8/1/16	243,100
	<b>West Corp.</b>	
320	9.50%, 10/15/14	319,200
		<b>\$ 3,974,675</b>
<b>Cable and Satellite Television 0.6%</b>		
	<b>CCO Holdings, LLC/CCO Capital Corp., Sr. Notes</b>	
170	8.75%, 11/15/13 <sup>(6)</sup>	\$ 173,400



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<b>Principal Amount*</b> (000 \$ omitted)	<b>Security</b>	<b>Value</b>
	<b>Charter Communications, Inc., Sr. Notes</b>	
30	8.375%, 4/30/14 <sup>(6)(8)</sup>	\$ 30,600
205	10.875%, 9/15/14 <sup>(6)(8)</sup>	229,344
	<b>Kabel Deutschland GmbH</b>	
220	10.625%, 7/1/14	231,550
	<b>Virgin Media Finance PLC, Sr. Notes</b>	
2,500	6.50%, 1/15/18 <sup>(8)</sup>	2,475,000
		<b>\$ 3,139,894</b>
	<b>Chemicals and Plastics 0.2%</b>	
	<b>CII Carbon, LLC</b>	
195	11.125%, 11/15/15 <sup>(8)</sup>	\$ 195,488
	<b>INEOS Group Holdings PLC, Sr. Sub. Notes</b>	
345	8.50%, 2/15/16 <sup>(8)</sup>	225,975
	<b>Reichhold Industries, Inc., Sr. Notes</b>	
500	9.00%, 8/15/14 <sup>(8)</sup>	470,000
	<b>Wellman Holdings, Inc., Sr. Sub. Notes</b>	
153	5.00%, 1/29/19 <sup>(4)</sup>	56,210
		<b>\$ 947,673</b>
	<b>Clothing/Textiles 0.1%</b>	
	<b>Levi Strauss &amp; Co., Sr. Notes</b>	
365	9.75%, 1/15/15	\$ 382,337
25	8.875%, 4/1/16	26,063
	<b>Perry Ellis International, Inc., Sr. Sub. Notes</b>	
400	8.875%, 9/15/13	404,000
		<b>\$ 812,400</b>
	<b>Conglomerates 0.1%</b>	
	<b>RBS Global &amp; Rexnord Corp.</b>	
180	9.50%, 8/1/14 <sup>(8)</sup>	\$ 183,150
175	11.75%, 8/1/16	182,875
		<b>\$ 366,025</b>
	<b>Containers and Glass Products 0.3%</b>	
	<b>Berry Plastics Corp., Sr. Notes, Variable Rate</b>	
1,000	5.001%, 2/15/15	\$ 940,000
	<b>Intertape Polymer US, Inc., Sr. Sub. Notes</b>	
865	8.50%, 8/1/14	730,925
		<b>\$ 1,670,925</b>

<b>Cosmetics/Toiletries 0.3%</b>			
	<b>Revlon Consumer Products Corp.</b>		
1,420	9.75%, 11/15/15 <sup>(8)</sup>	\$	1,466,150
		<b>\$</b>	<b>1,466,150</b>
<b>Ecological Services and Equipment 0.1%</b>			
	<b>Waste Services, Inc., Sr. Sub. Notes</b>		
570	9.50%, 4/15/14	\$	588,525
		<b>\$</b>	<b>588,525</b>
<b>Electronics/Electrical 0.2%</b>			
	<b>Amkor Technologies, Inc., Sr. Notes</b>		
140	9.25%, 6/1/16	\$	145,250
	<b>NXP BV/NXP Funding, LLC, Variable Rate</b>		
875	3.001%, 10/15/13		744,844
		<b>\$</b>	<b>890,094</b>

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<b>Principal Amount*</b> (000 s omitted)	<b>Security</b>	<b>Value</b>
<b>Equipment Leasing 0.0%</b>		
	<b>Hertz Corp.</b>	
120	8.875%, 1/1/14	\$ 122,400
95	10.50%, 1/1/16	98,800
		<b>\$ 221,200</b>
<b>Financial Intermediaries 0.5%</b>		
	<b>Ford Motor Credit Co., Sr. Notes</b>	
2,250	12.00%, 5/15/15	\$ 2,572,760
335	8.00%, 12/15/16	336,821
		<b>\$ 2,909,581</b>
<b>Food Products 0.3%</b>		
	<b>ASG Consolidated, LLC/ASG Finance, Inc., Sr. Disc. Notes</b>	
580	11.50%, 11/1/11	\$ 580,000
	<b>Smithfield Foods, Inc., Sr. Notes</b>	
1,000	10.00%, 7/15/14 <sup>(8)</sup>	1,087,500
		<b>\$ 1,667,500</b>
<b>Food Service 0.3%</b>		
	<b>El Pollo Loco, Inc.</b>	
300	11.75%, 11/15/13	\$ 270,000
	<b>NPC International, Inc., Sr. Sub. Notes</b>	
280	9.50%, 5/1/14	276,500
	<b>U.S. Foodservice, Inc., Sr. Notes</b>	
1,000	10.25%, 6/30/15 <sup>(8)</sup>	1,025,000
		<b>\$ 1,571,500</b>
<b>Food/Drug Retailers 0.2%</b>		
	<b>General Nutrition Center, Sr. Notes, Variable Rate</b>	
755	5.75%, 3/15/14 <sup>(2)</sup>	\$ 698,375
	<b>General Nutrition Center, Sr. Sub. Notes</b>	
430	10.75%, 3/15/15	436,987
		<b>\$ 1,135,362</b>
<b>Forest Products 0.2%</b>		
	<b>NewPage Corp., Sr. Notes</b>	
955	11.375%, 12/31/14	\$ 916,800
	<b>Verso Paper Holdings, LLC/Verso Paper, Inc.</b>	
255	11.375%, 8/1/16	193,163

		<b>\$ 1,109,963</b>
<b>Health Care</b>	<b>0.9%</b>	
	<b>Accellent, Inc.</b>	
320	10.50%, 12/1/13	\$ 320,800
	<b>Accellent, Inc., Sr. Notes</b>	
180	8.375%, 2/1/17 <sup>(8)</sup>	182,250
	<b>AMR HoldCo, Inc./EmCare HoldCo, Inc., Sr. Sub. Notes</b>	
355	10.00%, 2/15/15	373,637
	<b>Biomet, Inc.</b>	
725	11.625%, 10/15/17	804,750
	<b>DJO Finance, LLC/DJO Finance Corp.</b>	
220	10.875%, 11/15/14	236,500
	<b>DJO Finance, LLC/DJO Finance Corp., Sr. Notes</b>	
20	10.875%, 11/15/14 <sup>(8)</sup>	21,500
	<b>HCA, Inc.</b>	
145	9.25%, 11/15/16	154,244
	<b>MultiPlan, Inc., Sr. Sub. Notes</b>	
540	10.375%, 4/15/16 <sup>(8)</sup>	556,200
	<b>National Mentor Holdings, Inc.</b>	
330	11.25%, 7/1/14	330,000

**Table of Contents****Principal  
Amount\***

<b>(000 s omitted)</b>	<b>Security</b>	<b>Value</b>
	<b>Res-Care, Inc., Sr. Notes</b>	
220	7.75%, 10/15/13	\$ 217,250
	<b>US Oncology, Inc.</b>	
1,915	10.75%, 8/15/14	2,001,175
		<b>\$ 5,198,306</b>
<b>Industrial Equipment 0.4%</b>		
	<b>Chart Industries, Inc., Sr. Sub. Notes</b>	
215	9.125%, 10/15/15	\$ 215,537
	<b>ESCO Corp., Sr. Notes</b>	
660	8.625%, 12/15/13 <sup>(8)</sup>	653,400
	<b>Terex Corp., Sr. Notes</b>	
1,000	10.875%, 6/1/16	1,097,500
		<b>\$ 1,966,437</b>
<b>Insurance 0.1%</b>		
	<b>Alliant Holdings I, Inc.</b>	
115	11.00%, 5/1/15 <sup>(8)</sup>	\$ 117,587
	<b>Hub International Holdings, Inc.</b>	
140	9.00%, 12/15/14 <sup>(8)</sup>	134,400
	<b>U.S.I. Holdings Corp., Sr. Notes, Variable Rate</b>	
115	4.125%, 11/15/14 <sup>(8)</sup>	95,738
		<b>\$ 347,725</b>
<b>Leisure Goods/Activities/Movies 0.3%</b>		
	<b>AMC Entertainment, Inc.</b>	
760	11.00%, 2/1/16	\$ 818,900
	<b>HRP Myrtle Beach Operations, LLC/HRP Myrtle Beach Capital Corp.</b>	
220	12.50%, 4/1/13 <sup>(4)(6)(8)</sup>	0
	<b>HRP Myrtle Beach Operations, LLC/HRP Myrtle Beach Capital Corp., Variable Rate</b>	
405	0.00%, 4/1/12 <sup>(4)(6)(8)</sup>	0
	<b>Marquee Holdings, Inc., Sr. Disc. Notes</b>	
475	12.00%, 8/15/14	402,562
	<b>MU Finance PLC, Sr. Notes</b>	
165	8.375%, 2/1/17 <sup>(8)</sup>	155,512
	<b>Royal Caribbean Cruises, Sr. Notes</b>	
105	7.00%, 6/15/13	104,738
40	6.875%, 12/1/13	40,000
25	7.25%, 6/15/16	24,500
50	7.25%, 3/15/18	47,125

		<b>\$ 1,593,337</b>
<b>Lodging and Casinos</b>	<b>1.0%</b>	
	<b>Buffalo Thunder Development Authority</b>	
535	9.375%, 12/15/49 <sup>(6)(8)</sup>	\$ 94,963
	<b>CCM Merger, Inc.</b>	
370	8.00%, 8/1/13 <sup>(8)</sup>	308,950
	<b>Chukchansi EDA, Sr. Notes, Variable Rate</b>	
310	4.024%, 11/15/12 <sup>(8)</sup>	243,350
	<b>Fontainebleau Las Vegas Casino, LLC</b>	
525	10.25%, 6/15/49 <sup>(6)(8)</sup>	8,203
	<b>Galaxy Entertainment Finance</b>	
320	9.875%, 12/15/12 <sup>(8)</sup>	333,600
	<b>Greektown Holdings, LLC, Sr. Notes</b>	
110	10.75%, 12/1/13 <sup>(6)(8)</sup>	7,150
	<b>Harrah s Operating Co., Inc., Sr. Notes</b>	
1,000	11.25%, 6/1/17	1,042,500
	<b>Inn of the Mountain Gods, Sr. Notes</b>	
565	12.00%, 11/15/49 <sup>(6)</sup>	276,850

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<b>Principal Amount*</b> (000 \$ omitted)	<b>Security</b>	<b>Value</b>
	<b>Majestic HoldCo, LLC</b>	
150	12.50%, 12/31/49 <sup>(6)(8)</sup>	\$ 1,500
	<b>MGM Mirage, Inc.</b>	
85	8.375%, 2/1/11	83,300
	<b>Mohegan Tribal Gaming Authority, Sr. Sub. Notes</b>	
165	8.00%, 4/1/12	146,850
240	7.125%, 8/15/14	178,800
260	6.875%, 2/15/15	182,000
	<b>Park Place Entertainment</b>	
405	7.875%, 3/15/10	405,000
	<b>Peninsula Gaming, LLC</b>	
1,000	10.75%, 8/15/17 <sup>(8)</sup>	980,000
	<b>Pinnacle Entertainment, Inc., Sr. Sub. Notes</b>	
70	7.50%, 6/15/15	58,275
	<b>Pokagon Gaming Authority, Sr. Notes</b>	
112	10.375%, 6/15/14 <sup>(8)</sup>	117,040
	<b>San Pasqual Casino</b>	
125	8.00%, 9/15/13 <sup>(8)</sup>	119,375
	<b>Seminole Hard Rock Entertainment, Variable Rate</b>	
195	2.754%, 3/15/14 <sup>(8)</sup>	174,525
	<b>Tunica-Biloxi Gaming Authority, Sr. Notes</b>	
345	9.00%, 11/15/15 <sup>(8)</sup>	307,912
	<b>Waterford Gaming, LLC, Sr. Notes</b>	
293	8.625%, 9/15/14 <sup>(4)(8)</sup>	233,873
		<b>\$ 5,304,016</b>
	<b>Nonferrous Metals/Minerals 0.2%</b>	
	<b>FMG Finance PTY, Ltd.</b>	
785	10.625%, 9/1/16 <sup>(8)</sup>	\$ 879,200
	<b>Teck Resources, Ltd., Sr. Notes</b>	
335	10.75%, 5/15/19	413,725
		<b>\$ 1,292,925</b>
	<b>Oil and Gas 0.8%</b>	
	<b>Allis-Chalmers Energy, Inc., Sr. Notes</b>	
50	9.00%, 1/15/14	\$ 46,125
	<b>Antero Resources Finance Corp., Sr. Notes</b>	
40	9.375%, 12/1/17 <sup>(8)</sup>	41,000
	<b>Clayton Williams Energy, Inc.</b>	
160	7.75%, 8/1/13	154,400
	<b>Cloud Peak Energy Resources, LLC/Cloud Peak Energy Finance Corp.</b>	
1,000	8.25%, 12/15/17 <sup>(8)</sup>	1,002,500
335	8.50%, 12/15/19 <sup>(8)</sup>	340,025

	<b>Compton Pet Finance Corp.</b>	
410	7.625%, 12/1/13	332,100
	<b>Denbury Resources, Inc., Sr. Sub. Notes</b>	
55	7.50%, 12/15/15	55,825
	<b>El Paso Corp., Sr. Notes</b>	
245	9.625%, 5/15/12	262,851
	<b>Forbes Energy Services, Sr. Notes</b>	
350	11.00%, 2/15/15	334,250
	<b>McJunkin Red Man Corp., Sr. Notes</b>	
1,000	9.50%, 12/15/16 <sup>(8)</sup>	1,007,500
	<b>OPTI Canada, Inc., Sr. Notes</b>	
110	7.875%, 12/15/14	97,350
195	8.25%, 12/15/14	174,525
	<b>Petroleum Development Corp., Sr. Notes</b>	
135	12.00%, 2/15/18	142,425
	<b>Petroplus Finance, Ltd.</b>	
160	7.00%, 5/1/17 <sup>(8)</sup>	127,200



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<b>Principal Amount*</b> (000 s omitted)	<b>Security</b>	<b>Value</b>
	<b>Quicksilver Resources, Inc.</b>	
120	7.125%, 4/1/16	\$ 112,200
	<b>SESI, LLC, Sr. Notes</b>	
65	6.875%, 6/1/14	64,025
	<b>Stewart &amp; Stevenson, LLC, Sr. Notes</b>	
240	10.00%, 7/15/14	202,800
		<b>\$ 4,497,101</b>
<b>Publishing 0.6%</b>		
	<b>Laureate Education, Inc.</b>	
1,100	10.00%, 8/15/15 <sup>(8)</sup>	\$ 1,122,000
1,243	10.25%, 8/15/15 <sup>(2)(8)</sup>	1,231,169
	<b>Local Insight Regatta Holdings, Inc.</b>	
60	11.00%, 12/1/17	40,200
	<b>Nielsen Finance, LLC</b>	
555	10.00%, 8/1/14	578,588
	<b>Nielsen Finance, LLC</b>	
80	12.50%, (0.00% until 2011), 8/1/16	72,800
	<b>Reader s Digest Association, Inc. (The), Sr. Sub. Notes</b>	
505	9.00%, 2/15/17 <sup>(6)</sup>	7,575
		<b>\$ 3,052,332</b>
<b>Rail Industries 0.2%</b>		
	<b>American Railcar Industry, Sr. Notes</b>	
195	7.50%, 3/1/14	\$ 190,125
	<b>Kansas City Southern Mexico, Sr. Notes</b>	
315	7.625%, 12/1/13	315,787
100	7.375%, 6/1/14	100,000
220	8.00%, 6/1/15	226,600
500	8.00%, 2/1/18 <sup>(8)</sup>	496,250
		<b>\$ 1,328,762</b>
<b>Retailers (Except Food and Drug) 0.9%</b>		
	<b>Amscan Holdings, Inc., Sr. Sub. Notes</b>	
455	8.75%, 5/1/14	\$ 443,625
	<b>Neiman Marcus Group, Inc.</b>	
1,373	9.00%, 10/15/15	1,359,309
360	10.375%, 10/15/15	360,000
	<b>Sally Holdings, LLC, Sr. Notes</b>	
670	9.25%, 11/15/14	703,500
530	10.50%, 11/15/16	573,725
	<b>Toys R Us</b>	

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1,000	10.75%, 7/15/17 <sup>(8)</sup>	1,102,500
	<b>Yankee Acquisition Corp., Series B</b>	
250	8.50%, 2/15/15	251,250
		<b>\$ 4,793,909</b>
<b>Steel 0.0%</b>		
	<b>RathGibson, Inc., Sr. Notes</b>	
495	11.25%, 2/15/14 <sup>(6)</sup>	\$ 161,494
		<b>\$ 161,494</b>
<b>Surface Transport 0.1%</b>		
	<b>CEVA Group, PLC, Sr. Notes</b>	
230	10.00%, 9/1/14 <sup>(8)</sup>	\$ 231,150
	<b>Teekay Corp., Sr. Notes</b>	
70	8.50%, 1/15/20	71,400
		<b>\$ 302,550</b>
<b>Telecommunications 0.9%</b>		
	<b>Avaya, Inc.</b>	
1,000	9.75%, 11/1/15	\$ 955,000

**Table of Contents****Principal  
Amount\***

<b>(000 s omitted)</b>	<b>Security</b>	<b>Value</b>
	<b>Clearwire Communications LLC/Clearwire Finance, Inc., Sr. Notes</b>	
500	12.00%, 12/1/15 <sup>(8)</sup>	\$ 491,250
	<b>Digicel Group, Ltd., Sr. Notes</b>	
844	9.125%, 1/15/15 <sup>(8)</sup>	818,680
	<b>Intelsat Bermuda, Ltd.</b>	
900	11.25%, 6/15/16	965,250
	<b>NII Capital Corp.</b>	
335	10.00%, 8/15/16 <sup>(8)</sup>	365,150
	<b>Qwest Corp., Sr. Notes, Variable Rate</b>	
1,025	3.504%, 6/15/13	1,009,625
	<b>Telesat Canada/Telesat, LLC, Sr. Notes</b>	
590	11.00%, 11/1/15	646,050
		<b>\$ 5,251,005</b>
<b>Utilities 0.1%</b>		
	<b>AES Corp., Sr. Notes</b>	
55	8.00%, 10/15/17	\$ 54,931
	<b>NGC Corp.</b>	
430	7.625%, 10/15/26	298,850
	<b>Reliant Energy, Inc., Sr. Notes</b>	
20	7.625%, 6/15/14	19,200
		<b>\$ 372,981</b>
	<b>Total Corporate Bonds &amp; Notes</b>	
	<b>(identified cost \$66,092,869)</b>	<b>\$ 63,291,213</b>

**Asset-Backed Securities 0.7%****Principal  
Amount**

<b>(000 s omitted)</b>	<b>Security</b>	<b>Value</b>
\$ 558	Alzette European CLO SA, Series 2004-1A, Class E2, 6.75%, 12/15/20 <sup>(10)</sup>	\$ 66,914
589	Avalon Capital Ltd. 3, Series 1A, Class D, 2.202%, 2/24/19 <sup>(8)(10)</sup>	423,126
753	Babson Ltd., Series 2005-1A, Class C1, 2.201%, 4/15/19 <sup>(8)(10)</sup>	566,086
1,000	Bryant Park CDO Ltd., Series 2005-1A, Class C, 2.301%, 1/15/19 <sup>(8)(10)</sup>	322,500
985	Centurion CDO 8 Ltd., Series 2005-8A, Class D, 5.757%, 3/8/17 <sup>(10)</sup>	701,767
750	Centurion CDO 9 Ltd., Series 2005-9A, Class D1, 5.001%, 7/17/19 <sup>(10)</sup>	537,150
750	Comstock Funding Ltd., Series 2006-1A, Class D, 4.504%, 5/30/20 <sup>(8)(10)</sup>	323,025
1,000	First CLO Ltd., Series 2004-1A1, Class C, 2.549%, 7/27/16 <sup>(8)(10)</sup>	677,300

**Total Asset-Backed Securities**  
**(identified cost \$6,177,711)** **\$ 3,617,868**

**Common Stocks 0.5%**

Shares	Security	Value
<b>Automotive 0.1%</b>		
20,780	Dayco Products, LLC <sup>(11)</sup>	\$ 488,330
35,798	Hayes Lemmerz International, Inc. <sup>(4)(11)</sup>	180,064
		<b>\$ 668,394</b>
<b>Building and Development 0.1%</b>		
280	Panolam Holdings Co. <sup>(4)(11)(12)</sup>	\$ 153,860
569	United Subcontractors, Inc. <sup>(4)(11)</sup>	45,886
		<b>\$ 199,746</b>
<b>Chemicals and Plastics 0.0%</b>		
146	Wellman Holdings, Inc. <sup>(4)(11)</sup>	\$ 52,427
		<b>\$ 52,427</b>

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<b>Shares</b>	<b>Security</b>	<b>Value</b>
<b>Food Service</b>	<b>0.0%</b>	
25,547	Buffets, Inc. <sup>(11)</sup>	\$ 140,508
		<b>\$ 140,508</b>
<b>Nonferrous Metals/Minerals</b>	<b>0.0%</b>	
701	Euramax International, Inc. <sup>(4)(11)</sup>	\$ 0
		<b>\$ 0</b>
<b>Oil and Gas</b>	<b>0.0%</b>	
1,565	SemGroup Corp. <sup>(11)</sup>	\$ 37,690
		<b>\$ 37,690</b>
<b>Publishing</b>	<b>0.3%</b>	
967	Dex One Corp. <sup>(11)</sup>	\$ 28,817
4,429	Ion Media Networks, Inc. <sup>(4)(11)</sup>	1,266,074
2,290	Source Interlink Companies, Inc. <sup>(4)(11)</sup>	16,488
10,855	SuperMedia, Inc. <sup>(11)</sup>	455,910
		<b>\$ 1,767,289</b>
<b>Total Common Stocks</b>		
<b>(identified cost \$2,512,681)</b>		<b>\$ 2,866,054</b>
<b>Convertible Preferred Stocks</b>	<b>0.0%</b>	
<b>Shares</b>	<b>Security</b>	<b>Value</b>
<b>Wireless Telecommunication Services</b>	<b>0.0%</b>	
479	Crown Castle International Corp. <sup>(2)</sup>	\$ 27,692
<b>Total Convertible Preferred Stocks</b>		
<b>(identified cost \$22,753)</b>		<b>\$ 27,692</b>
<b>Closed-End Investment Companies</b>	<b>2.6%</b>	
<b>Shares</b>	<b>Security</b>	<b>Value</b>
173,420	BlackRock Floating Rate Income Strategies Fund II, Inc.	\$ 2,603,034
20,864	BlackRock Global Floating Rate Income Trust	321,306
2,933	First Trust/Four Corners Senior Floating Rate Income Fund	36,868

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345,089	First Trust/Four Corners Senior Floating Rate Income Fund II	4,420,590
521,233	ING Prime Rate Trust	3,101,336
173,333	LMP Corporate Loan Fund, Inc.	1,927,463
50,753	Nuveen Floating Rate Income Fund	579,599
8,502	Nuveen Floating Rate Income Opportunity Fund	97,348
23,445	Nuveen Senior Income Fund	165,053
136	PIMCO Floating Rate Income Fund	1,684
1,620	PIMCO Floating Rate Strategy Fund	16,022
293	Pioneer Floating Rate Trust	3,440
268,136	Van Kampen Senior Income Trust	1,268,283

**Total Closed-End Investment Companies**  
**(identified cost \$18,598,351)** **\$ 14,542,026**

**Warrants 0.0%**

**Oil and Gas 0.0%**

1,647	SemGroup Corp. Expires 11/30/14 <sup>(4)(11)</sup>	\$ 7,999
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**Total Warrants**  
**(identified cost \$16)** **\$ 7,999**

**Table of Contents****Miscellaneous 0.0%**

<b>Shares</b>	<b>Security</b>	<b>Value</b>
<b>Oil and Gas 0.0%</b>		
115,000	VeraSun Energy Corp., Escrow Certificate <sup>(4)(11)</sup>	\$ 0
<b>Total Miscellaneous</b>		
<b>(identified cost \$0)</b>		<b>\$ 0</b>

**Short-Term Investments 5.4%**

<b>Interest/ Principal Amount</b>	<b>Description</b>	<b>Value</b>
<b>(000 s omitted)</b>		
\$ 26,296	Eaton Vance Cash Reserves Fund, LLC, 0.01% <sup>(13)</sup>	\$ 26,295,832
3,667	State Street Bank and Trust Euro Time Deposit, 0.01%, 3/1/10	3,667,015

**Total Short-Term Investments**  
**(identified cost \$29,962,847)** **\$ 29,962,847**

**Total Investments 159.2%**  
**(identified cost \$929,132,540)** **\$ 881,047,443**

**Less Unfunded Loan Commitments (0.3)%** **\$ (1,624,057)**

**Net Investments 158.9%**  
**(identified cost \$927,508,483)** **\$ 879,423,386**

**Other Assets, Less Liabilities (44.4)%** **\$ (245,894,603)**

**Auction Preferred Shares Plus Cumulative Unpaid Dividends (14.5)%** **\$ (80,043,934)**

**Net Assets Applicable to Common Shares 100.0%** **\$ 553,484,849**

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



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- (2) Represents a payment-in-kind security which may pay all or a portion of interest/dividends in additional par/shares.
- (3) 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.
- (4) Security valued at fair value using methods determined in good faith by or at the direction of the Trustees.
- (5) Defaulted matured security.
- (6) Currently the issuer is in default with respect to interest payments.
- (7) This Senior Loan will settle after February 28, 2010, at which time the interest rate will be determined.
- (8) Security exempt from registration pursuant to Rule 144A under the Securities Act of 1933. These securities may be sold in certain transactions and remain exempt from registration, normally to qualified institutional buyers. At February 28, 2010, the aggregate value of these securities is \$26,696,965 or 4.8% of the Trust's net assets applicable to common shares.
- (9) Security exempt from registration under Regulation S of the Securities Act of 1933, which exempts from registration securities offered and sold outside the United States. Security may not be offered or sold in the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act of 1933.
- (10) Variable rate security. The stated interest rate represents the rate in effect at February 28, 2010.
- (11) Non-income producing security.
- (12) Restricted security.
- (13) 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 February 28, 2010. Net income allocated from the investment in Eaton Vance Cash Reserves Fund, LLC and Cash Management Portfolio, another affiliated investment company, for the fiscal year to date ended February 28, 2010 was \$2,349 and \$143, respectively.

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A summary of financial instruments outstanding at February 28, 2010 is as follows:

**Forward Foreign Currency Exchange Contracts****Sales**

<b>Settlement Date</b>	<b>Deliver</b>	<b>In Exchange For</b>	<b>Net Unrealized Appreciation (Depreciation)</b>
3/31/10	British Pound Sterling 10,604,794	United States Dollar 16,206,989	\$ 40,057
3/31/10	Euro 23,621,067	United States Dollar 31,957,651	(204,611)
			<b>\$ (164,554)</b>

At February 28, 2010, 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 February 28, 2010, the aggregate fair value of derivative instruments (not considered to be hedging instruments for accounting disclosure purposes) in an asset position and in a liability position and whose primary underlying risk exposure is foreign exchange risk was \$40,057 and \$204,611, respectively.

The cost and unrealized appreciation (depreciation) of investments of the Trust at February 28, 2010, as determined on a federal income tax basis, were as follows:

<b>Aggregate cost</b>	<b>\$ 928,402,421</b>
Gross unrealized appreciation	\$ 11,666,553
Gross unrealized depreciation	(60,645,588)
<b>Net unrealized depreciation</b>	<b>\$ (48,979,035)</b>

**Restricted Securities**

At February 28, 2010, the Trust owned the following securities (representing less than 0.1% of net assets applicable to common shares) which were restricted as to public resale and not registered under the Securities Act of 1933 (excluding Rule 144A securities). The Trust has various registration rights (exercisable under a variety of circumstances) with respect to these securities. The value of these securities is determined based on valuations provided by brokers when available, or if not available, they are valued at fair value using methods determined in

good faith by or at the direction of the Trustees.

<b>Description</b>	<b>Date of Acquisition</b>	<b>Shares</b>	<b>Cost</b>	<b>Value</b>
<b>Common Stocks</b>				
Panolam Holdings Co.	12/30/09	280	\$ 153,860	\$ 153,860
<b>Total Restricted Securities</b>			<b>\$ 153,860</b>	<b>\$ 153,860</b>

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

Level 1 quoted prices in active markets for identical investments

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

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

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 February 28, 2010, the inputs used in valuing the Trust's investments, which are carried at value, were as follows:

<b>Asset Description</b>	<b>Quoted Prices in Active Markets for Identical Assets (Level 1)</b>	<b>Significant Other Observable Inputs (Level 2)</b>	<b>Significant Unobservable Inputs (Level 3)</b>	<b>Total</b>
Senior Floating-Rate Interests (Less Unfunded Loan Commitments)	\$	\$ 764,833,261	\$ 274,426	\$ 765,107,687
Corporate Bonds & Notes		63,001,130	290,083	63,291,213
Asset-Backed Securities		3,617,868		3,617,868
Common Stocks	484,727	666,528	1,714,799	2,866,054
Convertible Preferred Stocks		27,692		27,692
Closed-End Investment Companies	14,542,026			14,542,026
Warrants			7,999	7,999
Miscellaneous			0	0
Short-Term Investments		29,962,847		29,962,847
<b>Total Investments</b>	<b>\$ 15,026,753</b>	<b>\$ 862,109,326</b>	<b>\$ 2,287,307</b>	<b>\$ 879,423,386</b>
Forward Foreign Currency Exchange Contracts	\$	\$ 40,057	\$	\$ 40,057
<b>Total</b>	<b>\$ 15,026,753</b>	<b>\$ 862,149,383</b>	<b>\$ 2,287,307</b>	<b>\$ 879,463,443</b>
<b>Liability Description</b>				
Forward Foreign Currency Exchange Contracts	\$	\$ (204,611)	\$	\$ (204,611)
<b>Total</b>	<b>\$</b>	<b>\$ (204,611)</b>	<b>\$</b>	<b>\$ (204,611)</b>

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

	<b>Investments in Senior Floating-Rate Interests</b>	<b>Investments in Corporate Bonds &amp; Notes</b>	<b>Investments in Common Stocks, Warrants and Miscellaneous</b>	<b>Total</b>
<b>Balance as of May 31, 2009</b>	<b>\$ 745,413</b>	<b>\$ 42,632</b>	<b>\$ 36,466</b>	<b>\$ 824,511</b>
Realized gains (losses)	(1,531,467)	603		(1,530,864)
Change in net unrealized appreciation (depreciation)	1,402,604	(22,205)	(19,021)	1,361,378
Net purchases (sales)	(397,657)	(27,508)	1,705,353	1,280,188
Accrued discount (premium)	18,033	2,908		20,941
Net transfers to (from) Level 3	37,500	293,653		331,153
<b>Balance as of February 28, 2010</b>	<b>\$ 274,426</b>	<b>\$ 290,083</b>	<b>\$ 1,722,798</b>	<b>\$ 2,287,307</b>
<b>Change in net unrealized appreciation (depreciation) on investments still held as of February 28, 2010</b>	<b>\$ (33,935)</b>	<b>\$ (22,205)</b>	<b>\$ (19,021)</b>	<b>\$ (75,161)</b>

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.

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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: April 26, 2010

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

By: /s/ Scott H. Page

Scott H. Page  
President

Date: April 26, 2010

By: /s/ Barbara E. Campbell

Barbara E. Campbell  
Treasurer

Date: April 26, 2010