

EATON VANCE SENIOR FLOATING RATE TRUST

Form N-Q

September 29, 2009

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

**Form N-Q**

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

**811-21411**

**Investment Company Act File Number**

**Eaton Vance Senior Floating-Rate 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)

October 31

Date of Fiscal Year End

July 31, 2009

Date of Reporting Period

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**Item 1. Schedule of Investments**

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Eaton Vance Senior Floating-Rate Trust

as of July 31, 2009

**PORTFOLIO OF INVESTMENTS (Unaudited)**

Senior Floating-Rate Interests 146.3%

**Principal****Amount\*****(000 s omitted)**

	<b>Borrower/Tranche Description</b>	<b>Value</b>
<b>Aerospace and Defense 2.9%</b>		
	<b>ACTS Aero Technical Support &amp; Service, Inc.</b>	
709	Term Loan, 0.00%, Maturing October 5, 2014 <sup>(2)</sup>	\$ 161,381
	<b>AWAS Capital, Inc.</b>	
684	Term Loan, 2.38%, Maturing March 22, 2013	608,657
	<b>DAE Aviation Holdings, Inc.</b>	
408	Term Loan, 4.24%, Maturing July 31, 2014	339,050
416	Term Loan, 4.24%, Maturing July 31, 2014	345,686
	<b>Evergreen International Aviation</b>	
1,370	Term Loan, 11.50%, Maturing October 31, 2011	840,020
	<b>Hawker Beechcraft Acquisition</b>	
4,342	Term Loan, 2.39%, Maturing March 26, 2014	2,969,059
256	Term Loan, 2.60%, Maturing March 26, 2014	175,235
	<b>Hexcel Corp.</b>	
825	Term Loan, 6.50%, Maturing May 21, 2014	828,438
	<b>IAP Worldwide Services, Inc.</b>	
884	Term Loan, 9.25%, Maturing December 30, 2012 <sup>(3)</sup>	632,200
	<b>Spirit AeroSystems, Inc.</b>	
1,585	Term Loan, 2.26%, Maturing December 31, 2011	1,549,661
	<b>TransDigm, Inc.</b>	
1,625	Term Loan, 2.41%, Maturing June 23, 2013	1,577,604
	<b>Vought Aircraft Industries, Inc.</b>	
914	Term Loan, 7.50%, Maturing December 17, 2011	897,865
216	Term Loan, 7.50%, Maturing December 22, 2011	213,823
	<b>Wesco Aircraft Hardware Corp.</b>	
1,143	Term Loan, 2.54%, Maturing September 29, 2013	1,028,768
		<b>\$ 12,167,447</b>
<b>Air Transport 1.6%</b>		
	<b>Airport Development and Investment, Ltd.</b>	
GBP 783	Term Loan - Second Lien, 5.05%, Maturing April 7, 2011	\$ 733,673
	<b>Delta Air Lines, Inc.</b>	
750	Term Loan, 2.23%, Maturing April 30, 2012	592,500
1,176	Term Loan - Second Lien, 3.55%, Maturing April 30, 2014	808,991
	<b>Northwest Airlines, Inc.</b>	
4,917	Term Loan, 2.29%, Maturing December 31, 2010	4,698,648
		<b>\$ 6,833,812</b>

**Automotive 6.2%**

	<b>Accuride Corp.</b>	
1,958	Term Loan, 3.00%, Maturing January 31, 2012	\$ 1,806,224
	<b>Adesa, Inc.</b>	
2,544	Term Loan, 2.54%, Maturing October 18, 2013	2,372,098
	<b>Affina Group, Inc.</b>	
1,326	Term Loan, 3.49%, Maturing November 30, 2011	1,219,865
	<b>Allison Transmission, Inc.</b>	
1,898	Term Loan, 3.06%, Maturing September 30, 2014	1,655,292
	<b>CSA Acquisition Corp.</b>	
353	Term Loan, 3.13%, Maturing December 23, 2011	248,862
882	Term Loan, 3.13%, Maturing December 23, 2011	621,644
483	Term Loan, 3.13%, Maturing December 23, 2012	337,750
	<b>Dayco Products, LLC</b>	
1,728	Term Loan, 0.00%, Maturing June 21, 2011 <sup>(2)</sup>	486,127

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

<b>(000 s omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Delphi Corp.</b>	
1,361	DIP Loan, 0.00%, Maturing September 30, 2009 <sup>(2)</sup>	\$ 648,914
139	DIP Loan, 10.50%, Maturing September 30, 2009	66,087
	<b>Federal-Mogul Corp.</b>	
1,489	Term Loan, 2.24%, Maturing December 27, 2014	1,127,790
3,128	Term Loan, 2.23%, Maturing December 27, 2015	2,369,145
	<b>Ford Motor Co.</b>	
2,225	Term Loan, 3.50%, Maturing December 15, 2013	1,899,897
	<b>Goodyear Tire &amp; Rubber Co.</b>	
5,400	Term Loan - Second Lien, 2.04%, Maturing April 30, 2010	5,004,002
	<b>HLI Operating Co., Inc.</b>	
531	DIP Loan, 26.00%, Maturing November 30, 2009 <sup>(3)</sup>	509,940
EUR 109	Term Loan, 3.56%, Maturing May 30, 2014	11,662
EUR 1,853	Term Loan, 9.50%, Maturing May 30, 2014	201,392
	<b>Keystone Automotive Operations, Inc.</b>	
1,327	Term Loan, 3.79%, Maturing January 12, 2012	630,253
	<b>LKQ Corp.</b>	
945	Term Loan, 2.55%, Maturing October 12, 2014	926,106
	<b>TriMas Corp.</b>	
234	Term Loan, 2.62%, Maturing August 2, 2011	211,523
1,975	Term Loan, 2.65%, Maturing August 2, 2013	1,782,442
	<b>TRW Automotive, Inc.</b>	
997	Term Loan, 6.31%, Maturing February 2, 2014	949,453
	<b>United Components, Inc.</b>	
1,137	Term Loan, 3.21%, Maturing June 30, 2010	1,003,537
		<b>\$ 26,090,005</b>
	<b>Beverage and Tobacco 0.3%</b>	
	<b>Culligan International Co.</b>	
EUR 975	Term Loan - Second Lien, 5.48%, Maturing May 31, 2013	\$ 358,997
	<b>Southern Wine &amp; Spirits of America, Inc.</b>	
1,000	Term Loan, Maturing May 31, 2012 <sup>(4)</sup>	967,500
		<b>\$ 1,326,497</b>
	<b>Brokers, Dealers and Investment Houses 0.2%</b>	
	<b>AmeriTrade Holding Corp.</b>	
730	Term Loan, 1.79%, Maturing December 31, 2012	\$ 709,362
		<b>\$ 709,362</b>
	<b>Building and Development 3.2%</b>	
	<b>Beacon Sales Acquisition, Inc.</b>	
1,143	Term Loan, 2.56%, Maturing September 30, 2013	\$ 1,040,130

	<b>Brickman Group Holdings, Inc.</b>	
1,186	Term Loan, 2.34%, Maturing January 23, 2014	1,089,421
	<b>Epco/Fantome, LLC</b>	
1,342	Term Loan, 2.91%, Maturing November 23, 2010	1,026,630
	<b>Forestar USA Real Estate Group, Inc.</b>	
1,550	Revolving Loan, 0.38%, Maturing December 1, 2010 <sup>(5)</sup>	1,278,467
1,205	Term Loan, 4.91%, Maturing December 1, 2010	993,771
	<b>Hovstone Holdings, LLC</b>	
907	Term Loan, 5.50%, Maturing September 25, 2009 <sup>(3)(6)</sup>	364,778
	<b>LNR Property Corp.</b>	
1,026	Term Loan, 3.81%, Maturing July 3, 2011	625,749
	<b>Metroflag Bp, LLC</b>	
500	Term Loan - Second Lien, 0.00%, Maturing October 2, 2009 <sup>(2)</sup>	5,250
	<b>Mueller Water Products, Inc.</b>	
1,831	Term Loan, 6.03%, Maturing May 24, 2014	1,687,975
	<b>NCI Building Systems, Inc.</b>	
553	Term Loan, 2.91%, Maturing June 18, 2010	479,781
	<b>November 2005 Land Investors</b>	
305	Term Loan, 0.00%, Maturing May 9, 2011 <sup>(2)(3)</sup>	129,557



**Table of Contents**

<b>Principal Amount*</b> (000 \$ omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Panoram Industries Holdings, Inc.</b>	
1,000	Term Loan, 5.00%, Maturing September 30, 2012	\$ 737,713
	<b>Re/Max International, Inc.</b>	
634	Term Loan, 3.91%, Maturing December 17, 2012	583,737
1,955	Term Loan, 8.01%, Maturing December 17, 2012	1,769,329
	<b>Realogy Corp.</b>	
321	Term Loan, 3.28%, Maturing September 1, 2014	248,390
677	Term Loan, 3.31%, Maturing September 1, 2014	524,638
	<b>South Edge, LLC</b>	
788	Term Loan, 0.00%, Maturing October 31, 2009 <sup>(2)</sup>	196,875
	<b>Wintergames Acquisition ULC</b>	
885	Term Loan, 7.79%, Maturing October 31, 2009	698,010
		<b>\$ 13,480,201</b>
<b>Business Equipment and Services 11.9%</b>		
	<b>ACCO Brands Corp.</b>	
1,014	Term Loan, 7.75%, Maturing August 17, 2012	\$ 930,306
	<b>Activant Solutions, Inc.</b>	
1,170	Term Loan, 2.48%, Maturing May 1, 2013	1,059,118
	<b>Affiliated Computer Services</b>	
796	Term Loan, 2.29%, Maturing March 20, 2013	782,388
707	Term Loan, 2.29%, Maturing March 20, 2013	694,590
	<b>Affinion Group, Inc.</b>	
2,379	Term Loan, 2.79%, Maturing October 17, 2012	2,267,123
	<b>Allied Barton Security Service</b>	
993	Term Loan, 6.75%, Maturing February 21, 2015	998,033
	<b>Education Management, LLC</b>	
4,642	Term Loan, 2.38%, Maturing June 1, 2013	4,456,292
	<b>Info USA, Inc.</b>	
274	Term Loan, 2.60%, Maturing February 14, 2012	261,220
	<b>Intergraph Corp.</b>	
1,000	Term Loan, 2.66%, Maturing May 29, 2014	951,875
1,000	Term Loan - Second Lien, 6.43%, Maturing November 29, 2014	915,000
	<b>iPayment, Inc.</b>	
2,489	Term Loan, 2.46%, Maturing May 10, 2013	2,034,452
	<b>Kronos, Inc.</b>	
1,042	Term Loan, 2.60%, Maturing June 11, 2014	967,315
	<b>Language Line, Inc.</b>	
1,880	Term Loan, 3.85%, Maturing June 11, 2011	1,828,522
	<b>Mitchell International, Inc.</b>	
1,000	Term Loan - Second Lien, 5.88%, Maturing March 28, 2015	600,000
	<b>N.E.W. Holdings I, LLC</b>	
1,906	Term Loan, 2.80%, Maturing May 22, 2014	1,767,885
	<b>Protection One, Inc.</b>	

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	889	Term Loan, 2.54%, Maturing March 31, 2012 <b>Quantum Corp.</b>	849,065
	199	Term Loan, 4.10%, Maturing July 12, 2014 <b>Quintiles Transnational Corp.</b>	177,285
	997	Term Loan, 2.48%, Maturing March 31, 2013	946,715
	1,700	Term Loan - Second Lien, 4.29%, Maturing March 31, 2014 <b>Sabre, Inc.</b>	1,589,500
	6,057	Term Loan, 2.67%, Maturing September 30, 2014 <b>Serena Software, Inc.</b>	4,898,839
	477	Term Loan, 2.63%, Maturing March 10, 2013 <b>Sitel (Client Logic)</b>	440,032
	1,867	Term Loan, 5.96%, Maturing January 29, 2014 <b>Solera Holdings, LLC</b>	1,390,807
EUR	738	Term Loan, 3.06%, Maturing May 15, 2014	915,533

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

	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>SunGard Data Systems, Inc.</b>	
244	Term Loan, 2.45%, Maturing February 11, 2013	\$ 231,343
6,879	Term Loan, 4.35%, Maturing February 28, 2016	6,607,643
	<b>TDS Investor Corp.</b>	
3,178	Term Loan, 2.90%, Maturing August 23, 2013	2,706,057
437	Term Loan, 3.10%, Maturing August 23, 2013	372,118
EUR 1,054	Term Loan, 3.62%, Maturing August 23, 2013	1,172,020
	<b>Ticketmaster</b>	
1,750	Term Loan, 3.60%, Maturing July 22, 2014	1,697,500
	<b>Transaction Network Services, Inc.</b>	
505	Term Loan, 9.50%, Maturing May 4, 2012	508,183
	<b>Valassis Communications, Inc.</b>	
460	Term Loan, 2.04%, Maturing March 2, 2014	438,510
1,794	Term Loan, 2.04%, Maturing March 2, 2014	1,708,921
	<b>VWR International, Inc.</b>	
1,000	Term Loan, 2.79%, Maturing June 28, 2013	917,917
	<b>West Corp.</b>	
2,379	Term Loan, 2.67%, Maturing October 24, 2013	2,259,904
		<b>\$ 50,342,011</b>
	<b>Cable and Satellite Television 10.9%</b>	
	<b>Atlantic Broadband Finance, LLC</b>	
2,582	Term Loan, 6.75%, Maturing June 8, 2013	\$ 2,586,050
96	Term Loan, 2.85%, Maturing September 1, 2013	95,309
	<b>Bragg Communications, Inc.</b>	
2,112	Term Loan, 3.17%, Maturing August 31, 2014	2,070,127
	<b>Bresnan Broadband Holdings, LLC</b>	
499	Term Loan, 2.52%, Maturing March 29, 2014	480,359
1,200	Term Loan - Second Lien, 4.81%, Maturing March 29, 2014	1,116,000
	<b>Cequel Communications, LLC</b>	
1,492	Term Loan, 2.30%, Maturing November 5, 2013	1,429,637
3,931	Term Loan, 6.31%, Maturing May 5, 2014 <sup>(3)</sup>	3,562,637
1,550	Term Loan - Second Lien, 4.81%, Maturing May 5, 2014	1,389,188
	<b>Charter Communications Operating, Inc.</b>	
6,870	Term Loan, 6.25%, Maturing April 28, 2013	6,433,336
	<b>CSC Holdings, Inc.</b>	
2,930	Term Loan, 2.04%, Maturing March 29, 2013	2,837,664
	<b>CW Media Holdings, Inc.</b>	
614	Term Loan, 3.85%, Maturing February 15, 2015	530,396
	<b>Foxco Acquisition Sub., LLC</b>	
582	Term Loan, 7.25%, Maturing July 2, 2015	463,801
	<b>Insight Midwest Holdings, LLC</b>	
3,594	Term Loan, 2.31%, Maturing April 6, 2014	3,412,090
	<b>MCC Iowa, LLC</b>	

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	5,748	Term Loan, 2.02%, Maturing January 31, 2015	5,422,338
		<b>Mediacom Illinois, LLC</b>	
	3,702	Term Loan, 2.02%, Maturing January 31, 2015	3,483,409
		<b>NTL Investment Holdings, Ltd.</b>	
GBP	127	Term Loan, 3.89%, Maturing March 30, 2012	197,366
GBP	703	Term Loan, 3.81%, Maturing September 3, 2012	1,089,472
		<b>ProSiebenSat.1 Media AG</b>	
EUR	410	Term Loan, 3.53%, Maturing March 2, 2015	221,086
EUR	11	Term Loan, 3.14%, Maturing June 26, 2015	12,223
EUR	273	Term Loan, 3.14%, Maturing June 26, 2015	301,196
EUR	410	Term Loan, 3.78%, Maturing March 2, 2016	221,086
EUR	358	Term Loan, 8.15%, Maturing March 2, 2017 <sup>(3)</sup>	24,737
EUR	520	Term Loan - Second Lien, 4.90%, Maturing September 2, 2016	66,698
		<b>UPC Broadband Holding B.V.</b>	
	1,264	Term Loan, 2.06%, Maturing December 31, 2014	1,209,644
	686	Term Loan, 3.81%, Maturing December 31, 2016	670,979

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

<b>(000 s omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
EUR 2,353	Term Loan, 4.52%, Maturing December 31, 2016	\$ 3,019,960
EUR 1,697	Term Loan, 4.77%, Maturing December 31, 2017	2,179,700
	<b>Virgin Media Investment Holding</b>	
GBP 240	Term Loan, 5.31%, Maturing March 30, 2012	371,094
	<b>YPSO Holding SA</b>	
EUR 209	Term Loan, 3.44%, Maturing July 28, 2014	221,576
EUR 249	Term Loan, 3.44%, Maturing July 28, 2014	264,336
EUR 542	Term Loan, 3.44%, Maturing July 28, 2014	574,154
		<b>\$ 45,957,648</b>

**Chemicals and Plastics 7.3%**

	<b>Ashland, Inc.</b>	
786	Term Loan, 7.65%, Maturing November 20, 2014	\$ 800,938
	<b>AZ Chem US, Inc.</b>	
500	Term Loan - Second Lien, 6.00%, Maturing February 28, 2014	357,500
	<b>Brenntag Holding GmbH and Co. KG</b>	
1,493	Term Loan, 2.29%, Maturing December 23, 2013	1,422,369
365	Term Loan, 2.33%, Maturing December 23, 2013	347,290
1,000	Term Loan - Second Lien, 4.29%, Maturing December 23, 2015	827,500
	<b>Celanese Holdings, LLC</b>	
4,130	Term Loan, 2.35%, Maturing April 2, 2014	3,921,504
	<b>First Chemical Holding</b>	
EUR 965	Term Loan, 4.56%, Maturing December 18, 2014	511,340
	<b>Georgia Gulf Corp.</b>	
654	Term Loan, 9.02%, Maturing October 3, 2013	607,144
	<b>Hexion Specialty Chemicals, Inc.</b>	
490	Term Loan, 2.88%, Maturing May 5, 2012	352,800
957	Term Loan, 2.88%, Maturing May 5, 2013	722,754
4,407	Term Loan, 2.88%, Maturing May 5, 2013	3,327,160
	<b>Huntsman International, LLC</b>	
2,500	Term Loan, 2.04%, Maturing August 16, 2012	2,323,750
	<b>INEOS Group</b>	
2,295	Term Loan, 7.50%, Maturing December 14, 2013	1,778,344
2,200	Term Loan, 8.00%, Maturing December 14, 2014	1,704,692
EUR 750	Term Loan - Second Lien, 7.71%, Maturing December 14, 2012	632,298
	<b>ISP Chemco, Inc.</b>	
1,561	Term Loan, 2.06%, Maturing June 4, 2014	1,458,376
	<b>Kranton Polymers, LLC</b>	
2,751	Term Loan, 2.63%, Maturing May 12, 2013	2,303,898
	<b>MacDermid, Inc.</b>	
EUR 726	Term Loan, 2.75%, Maturing April 12, 2014	731,237
	<b>Millenium Inorganic Chemicals</b>	
313	Term Loan, 2.85%, Maturing April 30, 2014	233,313
975	Term Loan - Second Lien, 6.35%, Maturing October 31, 2014	609,375

		<b>Momentive Performance Material</b>	
	1,682	Term Loan, 2.56%, Maturing December 4, 2013	1,329,882
		<b>Nalco Co.</b>	
	500	Term Loan, 6.50%, Maturing May 6, 2016	506,875
		<b>Rockwood Specialties Group, Inc.</b>	
	3,210	Term Loan, 6.00%, Maturing May 15, 2014	3,249,969
		<b>Schoeller Arca Systems Holding</b>	
EUR	145	Term Loan, 4.33%, Maturing November 16, 2015	113,293
EUR	412	Term Loan, 4.33%, Maturing November 16, 2015	323,020
EUR	443	Term Loan, 4.33%, Maturing November 16, 2015	347,601
			<b>\$ 30,844,222</b>
<b>Clothing/Textiles</b>	<b>0.4%</b>		
		<b>Hanesbrands, Inc.</b>	
	850	Term Loan - Second Lien, 4.25%, Maturing March 5, 2014	\$ 818,833
		<b>St. John Knits International, Inc.</b>	
	505	Term Loan, 10.00%, Maturing March 23, 2012	378,397

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

<b>(000 s omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>The William Carter Co.</b>	
622	Term Loan, 1.81%, Maturing July 14, 2012	\$ 606,556
		<b>\$ 1,803,786</b>

**Conglomerates 4.6%**

	<b>Amsted Industries, Inc.</b>		
1,680	Term Loan, 2.53%, Maturing October 15, 2010	\$ 1,576,037	
	<b>Blount, Inc.</b>		
249	Term Loan, 2.06%, Maturing August 9, 2010	233,946	
	<b>Doncasters (Dunde HoldCo 4 Ltd.)</b>		
428	Term Loan, 2.79%, Maturing July 13, 2015	298,517	
428	Term Loan, 3.29%, Maturing July 13, 2015	298,517	
GBP	500	Term Loan - Second Lien, 5.09%, Maturing January 13, 2016	390,468
	<b>GenTek, Inc.</b>		
496	Term Loan, 2.54%, Maturing February 25, 2011	459,368	
	<b>Jarden Corp.</b>		
988	Term Loan, 2.35%, Maturing January 24, 2012	966,452	
1,753	Term Loan, 2.35%, Maturing January 24, 2012	1,714,909	
	<b>Johnson Diversey, Inc.</b>		
1,605	Term Loan, 3.02%, Maturing December 16, 2011	1,570,457	
	<b>Manitowoc Company, Inc. (The)</b>		
1,742	Term Loan, 7.50%, Maturing August 21, 2014	1,584,221	
	<b>Polymer Group, Inc.</b>		
2,287	Term Loan, 2.67%, Maturing November 22, 2012	2,166,970	
	<b>RBS Global, Inc.</b>		
786	Term Loan, 2.31%, Maturing July 19, 2013	707,554	
3,785	Term Loan, 2.96%, Maturing July 19, 2013	3,444,201	
	<b>RGIS Holdings, LLC</b>		
2,710	Term Loan, 3.04%, Maturing April 30, 2014	2,317,320	
136	Term Loan, 3.10%, Maturing April 30, 2014	115,866	
	<b>US Investigations Services, Inc.</b>		
1,000	Term Loan, 3.36%, Maturing February 21, 2015	895,625	
	<b>Vertrue, Inc.</b>		
822	Term Loan, 3.60%, Maturing August 16, 2014	657,781	
		<b>\$ 19,398,209</b>	

**Containers and Glass Products 4.5%**

	<b>Berry Plastics Corp.</b>	
1,995	Term Loan, 2.30%, Maturing April 3, 2015	\$ 1,701,149
	<b>Consolidated Container Co.</b>	
1,000	Term Loan - Second Lien, 5.79%, Maturing September 28, 2014	730,000
	<b>Crown Americas, Inc.</b>	
606	Term Loan, 2.04%, Maturing November 15, 2012	593,367

	<b>Graham Packaging Holdings Co.</b>	
1,192	Term Loan, 2.56%, Maturing October 7, 2011	1,151,386
1,948	Term Loan, 6.75%, Maturing April 5, 2014	1,947,750
	<b>Graphic Packaging International, Inc.</b>	
4,476	Term Loan, 2.52%, Maturing May 16, 2014	4,269,558
478	Term Loan, 3.26%, Maturing May 16, 2014	461,430
	<b>JSG Acquisitions</b>	
1,845	Term Loan, 2.42%, Maturing December 31, 2013	1,771,778
1,845	Term Loan, 2.67%, Maturing December 13, 2014	1,771,777
	<b>Owens-Brockway Glass Container</b>	
1,556	Term Loan, 1.79%, Maturing June 14, 2013	1,499,535



**Table of Contents****Principal  
Amount\*****(000 s omitted)****Borrower/Tranche Description****Value****Smurfit-Stone Container Corp.**

487	Revolving Loan, 3.05%, Maturing December 31, 2009	\$ 463,102
1,470	Term Loan, 2.89%, Maturing November 1, 2009	1,396,274
191	Term Loan, 2.57%, Maturing November 1, 2011	181,156
336	Term Loan, 2.57%, Maturing November 1, 2011	317,261
633	Term Loan, 2.57%, Maturing November 1, 2011	599,171
295	Term Loan, 4.50%, Maturing November 1, 2011	278,781
		<b>\$ 19,133,475</b>

**Cosmetics/Toiletries 0.6%****American Safety Razor Co.**

489	Term Loan, 2.71%, Maturing July 31, 2013	\$ 464,820
900	Term Loan - Second Lien, 6.54%, Maturing July 31, 2014	648,000
	<b>KIK Custom Products, Inc.</b>	
975	Term Loan - Second Lien, 5.29%, Maturing November 30, 2014	446,062
	<b>Prestige Brands, Inc.</b>	
1,158	Term Loan, 2.54%, Maturing April 7, 2011	1,137,507
		<b>\$ 2,696,389</b>

**Drugs 0.8%****Graceway Pharmaceuticals, LLC**

696	Term Loan, 3.04%, Maturing May 3, 2012	\$ 555,062
275	Term Loan, 8.54%, Maturing November 3, 2013	68,750
2,000	Term Loan - Second Lien, 6.79%, Maturing May 3, 2013	800,000
	<b>Pharmaceutical Holdings Corp.</b>	
340	Term Loan, 3.56%, Maturing January 30, 2012	311,320
	<b>Warner Chilcott Corp.</b>	
444	Term Loan, 2.29%, Maturing January 18, 2012	432,862
1,265	Term Loan, 2.46%, Maturing January 18, 2012	1,234,249
		<b>\$ 3,402,243</b>

**Ecological Services and Equipment 1.4%****Blue Waste B.V. (AVR Acquisition)**

EUR	1,000	Term Loan, 2.79%, Maturing April 1, 2015	\$ 1,275,643
		<b>Cory Environmental Holdings</b>	
GBP	500	Term Loan - Second Lien, 5.49%, Maturing September 30, 2014	522,016
		<b>Environmental Systems Products Holdings, Inc.</b>	
	1,064	Term Loan - Second Lien, 13.50%, Maturing December 12, 2010	818,186
		<b>Kemble Water Structure, Ltd.</b>	
GBP	1,250	Term Loan - Second Lien, 5.63%, Maturing October 13, 2013	1,363,206
		<b>Sensus Metering Systems, Inc.</b>	
	2,074	Term Loan, 7.00%, Maturing June 3, 2013	2,053,174

		\$ 6,032,225
<b>Electronics/ Electrical</b>	<b>4.1%</b>	
	<b>Aspect Software, Inc.</b>	
889	Term Loan, 3.31%, Maturing July 11, 2011	\$ 773,088
1,800	Term Loan - Second Lien, 7.38%, Maturing July 11, 2013	976,500
	<b>FCI International S.A.S.</b>	
207	Term Loan, 3.41%, Maturing November 1, 2013	140,650
207	Term Loan, 3.41%, Maturing November 1, 2013	140,650
215	Term Loan, 3.41%, Maturing November 1, 2013	146,096
215	Term Loan, 3.41%, Maturing November 1, 2013	146,096
	<b>Freescale Semiconductor, Inc.</b>	
2,992	Term Loan, 2.06%, Maturing December 1, 2013	2,222,832
	<b>Infor Enterprise Solutions Holdings</b>	
1,510	Term Loan, 4.04%, Maturing July 28, 2012	1,298,621
2,894	Term Loan, 4.04%, Maturing July 28, 2012	2,489,023
500	Term Loan, 5.79%, Maturing March 2, 2014	277,500
183	Term Loan - Second Lien, 6.54%, Maturing March 2, 2014	96,250
317	Term Loan - Second Lien, 6.54%, Maturing March 2, 2014	174,167

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

	<b>Network Solutions, LLC</b>	
672	Term Loan, 2.84%, Maturing March 7, 2014	\$ 586,334
	<b>Open Solutions, Inc.</b>	
2,053	Term Loan, 2.63%, Maturing January 23, 2014	1,463,703
	<b>Sensata Technologies Finance Co.</b>	
2,736	Term Loan, 2.25%, Maturing April 27, 2013	2,305,638
	<b>Spectrum Brands, Inc.</b>	
105	Term Loan, 2.60%, Maturing March 30, 2013	96,141
2,084	Term Loan, 6.25%, Maturing March 30, 2013	1,910,256
	<b>VeriFone, Inc.</b>	
705	Term Loan, 3.04%, Maturing October 31, 2013	673,514
	<b>Vertafore, Inc.</b>	
1,207	Term Loan, 3.16%, Maturing January 31, 2012	1,152,764
		<b>\$ 17,069,823</b>
<b>Equipment Leasing</b>	<b>0.4%</b>	
	<b>AWAS Capital, Inc.</b>	
1,630	Term Loan - Second Lien, 6.63%, Maturing March 22, 2013	\$ 745,732
	<b>Hertz Corp.</b>	
1,078	Term Loan, 2.05%, Maturing December 21, 2012	1,020,546
15	Term Loan, 2.36%, Maturing December 21, 2012	14,015
		<b>\$ 1,780,293</b>
<b>Farming/ Agriculture</b>	<b>0.7%</b>	
	<b>BF Bolthouse HoldCo, LLC</b>	
1,150	Term Loan - Second Lien, 5.79%, Maturing December 16, 2013	\$ 999,063
	<b>Central Garden &amp; Pet Co.</b>	
1,858	Term Loan, 1.79%, Maturing February 28, 2014	1,727,781
		<b>\$ 2,726,844</b>
<b>Financial Intermediaries</b>	<b>2.1%</b>	
	<b>Citco III, Ltd.</b>	
2,612	Term Loan, 2.85%, Maturing June 30, 2014	\$ 1,828,333
	<b>Grosvenor Capital Management</b>	
1,429	Term Loan, 2.31%, Maturing December 5, 2013	1,236,130
	<b>Jupiter Asset Management Group</b>	
GBP 405	Term Loan, 3.11%, Maturing June 30, 2015	512,280
	<b>LPL Holdings, Inc.</b>	
4,001	Term Loan, 2.19%, Maturing December 18, 2014	3,670,471
	<b>Nuveen Investments, Inc.</b>	
1,359	Term Loan, 3.39%, Maturing November 2, 2014	1,108,260
	<b>Oxford Acquisition III, Ltd.</b>	

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898	Term Loan, 2.50%, Maturing May 24, 2014 <b>RJO Holdings Corp. (R J O Brien)</b>	480,661
450	Term Loan, 3.30%, Maturing July 31, 2014	198,210
		<b>\$ 9,034,345</b>

**Food Products 4.1%**

	<b>Acosta, Inc.</b>	
3,009	Term Loan, 2.54%, Maturing July 28, 2013	\$ 2,862,143
	<b>Advantage Sales &amp; Marketing, Inc.</b>	
1,687	Term Loan, 2.31%, Maturing March 29, 2013	1,611,694
	<b>Dean Foods Co.</b>	
3,389	Term Loan, 1.97%, Maturing April 2, 2014	3,269,274
	<b>Dole Food Company, Inc.</b>	
108	Term Loan, 7.37%, Maturing April 12, 2013	108,724
188	Term Loan, 8.00%, Maturing April 12, 2013	190,060
702	Term Loan, 8.00%, Maturing April 12, 2013	708,181
	<b>Pinnacle Foods Finance, LLC</b>	
4,712	Term Loan, 3.06%, Maturing April 2, 2014	4,311,578

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

	205	Term Loan, 2.54%, Maturing June 28, 2015	\$	161,262
	252	Term Loan, 2.54%, Maturing June 28, 2015		198,453
EUR	265	Term Loan, 2.79%, Maturing June 28, 2015		297,289
EUR	439	Term Loan, 2.79%, Maturing June 28, 2015		491,683
EUR	457	Term Loan, 2.79%, Maturing June 28, 2015		512,341
EUR	598	Term Loan, 2.79%, Maturing June 28, 2015		670,219
EUR	24	Term Loan - Second Lien, 4.79%, Maturing June 28, 2015		12,695
EUR	697	Term Loan - Second Lien, 2.28%, Maturing December 28, 2016 <sup>(5)</sup>		366,148
	148	Term Loan - Second Lien, 4.54%, Maturing December 28, 2016		54,601

**Reddy Ice Group, Inc.**

	1,970	Term Loan, 2.04%, Maturing August 9, 2012		1,592,416
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**\$ 17,418,761****Food Service 3.5%****AFC Enterprises, Inc.**

	417	Term Loan, 2.63%, Maturing May 11, 2011	\$	412,585
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**Aramark Corp.**

	358	Term Loan, 1.73%, Maturing January 26, 2014		340,936
	5,642	Term Loan, 2.47%, Maturing January 26, 2014		5,366,564
GBP	975	Term Loan, 3.33%, Maturing January 27, 2014		1,514,681

**Buffets, Inc.**

	983	Term Loan, 15.29%, Maturing April 30, 2012		950,780
	106	Term Loan, 7.85%, Maturing November 1, 2013 <sup>(3)</sup>		49,649
	499	Term Loan - Second Lien, 19.12%, Maturing November 1, 2013 <sup>(3)</sup>		233,229

**CBRL Group, Inc.**

	1,655	Term Loan, 2.52%, Maturing April 27, 2013		1,579,862
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**NPC International, Inc.**

	350	Term Loan, 2.22%, Maturing May 3, 2013		322,199
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**OSI Restaurant Partners, LLC**

	186	Term Loan, 3.05%, Maturing May 9, 2013		142,554
	2,146	Term Loan, 2.63%, Maturing May 9, 2014		1,646,711

**QCE Finance, LLC**

	1,216	Term Loan, 2.88%, Maturing May 5, 2013		927,319
	950	Term Loan - Second Lien, 6.35%, Maturing November 5, 2013		498,750

**Sagittarius Restaurants, LLC**

	354	Term Loan, 10.25%, Maturing March 29, 2013		297,561
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**Selecta**

EUR	741	Term Loan - Second Lien, 5.34%, Maturing December 28, 2015		303,743
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**\$ 14,587,123****Food/Drug Retailers 4.4%****General Nutrition Centers, Inc.**

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	4,836	Term Loan, 2.73%, Maturing September 16, 2013	\$	4,421,735
		<b>Iceland Foods Group, Ltd.</b>		
GBP	267	Term Loan, 2.36%, Maturing May 2, 2014		436,108
GBP	1,250	Term Loan, 3.11%, Maturing May 2, 2015		2,042,821
		<b>Pantry, Inc. (The)</b>		
	224	Term Loan, 1.79%, Maturing May 15, 2014		209,947
	777	Term Loan, 1.79%, Maturing May 15, 2014		729,235
		<b>Rite Aid Corp.</b>		
	6,320	Term Loan, 2.05%, Maturing June 1, 2014		5,259,820
	1,067	Term Loan, 6.00%, Maturing June 4, 2014		964,245
	1,000	Term Loan, 9.50%, Maturing June 4, 2014		1,030,000
		<b>Roundy s Supermarkets, Inc.</b>		
	3,340	Term Loan, 3.05%, Maturing November 3, 2011		3,253,944
			\$	<b>18,347,855</b>
<b>Forest Products</b>	<b>2.9%</b>			
		<b>Appleton Papers, Inc.</b>		
	1,822	Term Loan, 6.50%, Maturing June 5, 2014	\$	1,594,012

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

	<b>Georgia-Pacific Corp.</b>	
1,084	Term Loan, 2.31%, Maturing December 20, 2012	\$ 1,048,709
5,978	Term Loan, 2.59%, Maturing December 20, 2012	5,783,964
1,571	Term Loan, 3.77%, Maturing December 23, 2014	1,537,326
	<b>Newpage Corp.</b>	
1,758	Term Loan, 4.06%, Maturing December 5, 2014	1,528,318
	<b>Xerium Technologies, Inc.</b>	
1,215	Term Loan, 6.10%, Maturing May 18, 2012	783,956
		<b>\$ 12,276,285</b>
<b>Healthcare 16.1%</b>		
	<b>Accellent, Inc.</b>	
2,264	Term Loan, 3.17%, Maturing November 22, 2012	\$ 2,060,017
	<b>Alliance Imaging, Inc.</b>	
480	Term Loan, 3.14%, Maturing December 29, 2011	465,023
	<b>American Medical Systems</b>	
860	Term Loan, 2.56%, Maturing July 20, 2012	834,463
	<b>AMN Healthcare, Inc.</b>	
179	Term Loan, 2.35%, Maturing November 2, 2011	168,855
	<b>AMR HoldCo, Inc.</b>	
1,093	Term Loan, 2.30%, Maturing February 10, 2012	1,046,809
	<b>Biomet, Inc.</b>	
1,783	Term Loan, 3.58%, Maturing December 26, 2014	1,693,788
EUR 1,204	Term Loan, 3.98%, Maturing December 26, 2014	1,637,385
	<b>Bright Horizons Family Solutions, Inc.</b>	
940	Term Loan, 7.50%, Maturing May 15, 2015	889,713
	<b>Cardinal Health 409, Inc.</b>	
4,204	Term Loan, 2.54%, Maturing April 10, 2014	3,601,695
	<b>Carestream Health, Inc.</b>	
2,669	Term Loan, 2.29%, Maturing April 30, 2013	2,465,639
1,000	Term Loan - Second Lien, 5.54%, Maturing October 30, 2013	666,563
	<b>Carl Zeiss Vision Holding GmbH</b>	
1,300	Term Loan, 2.79%, Maturing March 23, 2015	643,500
	<b>Community Health Systems, Inc.</b>	
475	Term Loan, 2.54%, Maturing July 25, 2014	447,628
9,313	Term Loan, 2.90%, Maturing July 25, 2014	8,772,029
	<b>Concentra, Inc.</b>	
612	Term Loan - Second Lien, 6.85%, Maturing June 25, 2015 <sup>(3)</sup>	418,922
	<b>ConMed Corp.</b>	
464	Term Loan, 1.79%, Maturing April 13, 2013	422,366
	<b>Convatec Cidron Healthcare</b>	
EUR 746	Term Loan, 5.01%, Maturing July 30, 2016	1,033,210
	<b>CRC Health Corp.</b>	
484	Term Loan, 2.85%, Maturing February 6, 2013	391,893

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486	Term Loan, 2.85%, Maturing February 6, 2013 <b>Dako EQT Project Delphi</b>	393,863
500	Term Loan - Second Lien, 4.35%, Maturing December 12, 2016 <b>DaVita, Inc.</b>	210,834
548	Term Loan, 1.88%, Maturing October 5, 2012 <b>DJO Finance, LLC</b>	526,077
788	Term Loan, 3.41%, Maturing May 15, 2014 <b>Fenwal, Inc.</b>	738,094
500	Term Loan - Second Lien, 5.92%, Maturing August 28, 2014 <b>Fresenius Medical Care Holdings</b>	341,250
493	Term Loan, 1.97%, Maturing March 31, 2013 <b>Hanger Orthopedic Group, Inc.</b>	478,148
703	Term Loan, 2.29%, Maturing May 30, 2013 <b>HCA, Inc.</b>	657,438
9,547	Term Loan, 2.85%, Maturing November 18, 2013	8,979,719



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<b>Principal Amount*</b> <b>(000 s omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Health Management Association, Inc.</b>	
4,651	Term Loan, 2.35%, Maturing February 28, 2014	\$ 4,330,577
	<b>HealthSouth Corp.</b>	
2,294	Term Loan, 2.54%, Maturing March 10, 2013	2,192,215
	<b>Iasis Healthcare, LLC</b>	
78	Term Loan, 2.28%, Maturing March 14, 2014	73,033
289	Term Loan, 2.29%, Maturing March 14, 2014	271,133
836	Term Loan, 2.29%, Maturing March 14, 2014	783,498
	<b>Ikaria Acquisition, Inc.</b>	
488	Term Loan, 2.65%, Maturing March 28, 2013	444,267
	<b>IM U.S. Holdings, LLC</b>	
985	Term Loan, 2.42%, Maturing June 26, 2014	948,810
625	Term Loan - Second Lien, 4.54%, Maturing June 26, 2015	582,031
	<b>Invacare Corp.</b>	
513	Term Loan, 2.54%, Maturing February 12, 2013	461,250
	<b>LifePoint Hospitals, Inc.</b>	
2,022	Term Loan, 2.30%, Maturing April 15, 2012	1,943,425
	<b>MultiPlan Merger Corp.</b>	
1,042	Term Loan, 2.81%, Maturing April 12, 2013	994,006
1,457	Term Loan, 2.81%, Maturing April 12, 2013	1,390,025
	<b>Mylan, Inc.</b>	
1,582	Term Loan, 3.81%, Maturing October 2, 2014	1,541,184
	<b>National Mentor Holdings, Inc.</b>	
62	Term Loan, 2.44%, Maturing June 29, 2013	52,873
1,007	Term Loan, 2.60%, Maturing June 29, 2013	864,554
	<b>National Renal Institutes, Inc.</b>	
819	Term Loan, 5.63%, Maturing March 31, 2013 <sup>(3)</sup>	594,082
	<b>Physiotherapy Associates, Inc.</b>	
748	Term Loan, 7.50%, Maturing June 27, 2013	489,942
	<b>RadNet Management, Inc.</b>	
1,036	Term Loan, 4.59%, Maturing November 15, 2012	958,536
	<b>ReAble Therapeutics Finance, LLC</b>	
2,514	Term Loan, 2.47%, Maturing November 16, 2013	2,451,305
	<b>Renal Advantage, Inc.</b>	
1	Term Loan, 3.09%, Maturing October 5, 2012	781
	<b>Select Medical Holdings Corp.</b>	
3,105	Term Loan, 2.72%, Maturing February 24, 2012	2,968,168
	<b>Sunrise Medical Holdings, Inc.</b>	
416	Term Loan, 6.31%, Maturing May 13, 2010	238,956
	<b>TZ Merger Sub., Inc. (TriZetto)</b>	
748	Term Loan, 7.50%, Maturing July 24, 2015	733,153
	<b>Vanguard Health Holding Co., LLC</b>	
2,139	Term Loan, 2.54%, Maturing September 23, 2011	2,070,724
	<b>Viant Holdings, Inc.</b>	
505	Term Loan, 2.85%, Maturing June 25, 2014	439,720

		<b>\$ 67,803,169</b>
<b>Home Furnishings</b>	<b>1.6%</b>	
	<b>Hunter Fan Co.</b>	
428	Term Loan, 2.81%, Maturing April 16, 2014	\$ 272,654
	<b>Interline Brands, Inc.</b>	
525	Term Loan, 1.98%, Maturing June 23, 2013	474,928
936	Term Loan, 1.98%, Maturing June 23, 2013	846,664
	<b>National Bedding Co., LLC</b>	
1,472	Term Loan, 2.31%, Maturing August 31, 2011	1,284,624
2,050	Term Loan - Second Lien, 5.31%, Maturing August 31, 2012	1,359,833
	<b>Simmons Co.</b>	
2,799	Term Loan, 10.50%, Maturing December 19, 2011	2,659,411
1,047	Term Loan, 8.22%, Maturing February 15, 2012 <sup>(3)</sup>	31,411
		<b>\$ 6,929,525</b>

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<b>Principal Amount*</b> (000 s omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
<b>Industrial Equipment</b>	<b>3.8%</b>	
	<b>Brand Energy and Infrastructure Services, Inc.</b>	
786	Term Loan, 3.67%, Maturing February 7, 2014	\$ 735,892
	<b>CEVA Group PLC U.S.</b>	
2,240	Term Loan, 3.29%, Maturing January 4, 2014	1,672,801
3,474	Term Loan, 3.29%, Maturing January 4, 2014	2,594,004
1,006	Term Loan, 3.60%, Maturing January 4, 2014	722,423
	<b>EPD Holdings (Goodyear Engineering Products)</b>	
146	Term Loan, 2.55%, Maturing July 13, 2014	99,423
1,021	Term Loan, 2.55%, Maturing July 13, 2014	694,198
775	Term Loan - Second Lien, 6.05%, Maturing July 13, 2015	308,062
	<b>FR Brand Acquisition Corp.</b>	
733	Term Loan, 2.60%, Maturing February 7, 2014	679,973
	<b>Generac Acquisition Corp.</b>	
1,744	Term Loan, 2.81%, Maturing November 7, 2013	1,369,277
500	Term Loan - Second Lien, 6.31%, Maturing April 7, 2014	282,500
	<b>Gleason Corp.</b>	
138	Term Loan, 2.42%, Maturing June 30, 2013	129,412
568	Term Loan, 2.42%, Maturing June 30, 2013	531,457
	<b>Jason, Inc.</b>	
399	Term Loan, 5.35%, Maturing April 30, 2010	199,261
	<b>John Maneely Co.</b>	
2,672	Term Loan, 3.63%, Maturing December 8, 2013	2,092,513
	<b>KION Group GmbH</b>	
250	Term Loan, 2.29%, Maturing December 23, 2014	156,250
250	Term Loan, 2.79%, Maturing December 23, 2015	156,250
	<b>Polypore, Inc.</b>	
2,965	Term Loan, 2.56%, Maturing July 3, 2014	2,801,452
	<b>Sequa Corp.</b>	
794	Term Loan, 3.84%, Maturing November 30, 2014	649,376
	<b>TFS Acquisition Corp.</b>	
681	Term Loan, 5.10%, Maturing August 11, 2013	314,847
		<b>\$ 16,189,371</b>
<b>Insurance</b>	<b>3.3%</b>	
	<b>AmWINS Group, Inc.</b>	
987	Term Loan, 3.14%, Maturing June 8, 2013	\$ 635,642
500	Term Loan - Second Lien, 6.11%, Maturing June 8, 2014	200,000
	<b>Applied Systems, Inc.</b>	
1,231	Term Loan, 2.79%, Maturing September 26, 2013	1,138,917
	<b>CCC Information Services Group, Inc.</b>	
1,563	Term Loan, 2.54%, Maturing February 10, 2013	1,501,524
	<b>Conseco, Inc.</b>	
3,434	Term Loan, 6.50%, Maturing October 10, 2013	2,506,598

	<b>Crawford &amp; Company</b>	
1,211	Term Loan, 3.10%, Maturing October 31, 2013	1,041,890
	<b>Crump Group, Inc.</b>	
838	Term Loan, 3.29%, Maturing August 4, 2014	678,422
	<b>Getty Images, Inc.</b>	
1,987	Term Loan, 6.25%, Maturing July 2, 2015	2,007,215
	<b>Hub International Holdings, Inc.</b>	
498	Term Loan, 2.79%, Maturing June 13, 2014	459,319
2,217	Term Loan, 2.79%, Maturing June 13, 2014	2,043,990
	<b>U.S.I. Holdings Corp.</b>	
1,813	Term Loan, 3.35%, Maturing May 4, 2014	1,541,050
		<b>\$ 13,754,567</b>

**Leisure Goods/Activities/ Movies 8.2%**

	<b>24 Hour Fitness Worldwide, Inc.</b>	
1,621	Term Loan, 2.94%, Maturing June 8, 2012	\$ 1,401,787

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<b>Principal Amount*</b> <b>(000 s omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
3,797	<b>AMC Entertainment, Inc.</b> Term Loan, 1.79%, Maturing January 26, 2013	\$ 3,612,453
1,000	<b>AMF Bowling Worldwide, Inc.</b> Term Loan - Second Lien, 6.55%, Maturing December 8, 2013	525,000
1,823	<b>Bombardier Recreational Products</b> Term Loan, 3.30%, Maturing June 28, 2013	1,303,291
280	<b>Butterfly Wendel US, Inc.</b> Term Loan, 3.05%, Maturing June 22, 2013	166,816
280	Term Loan, 2.80%, Maturing June 22, 2014	166,870
893	<b>Carmike Cinemas, Inc.</b> Term Loan, 4.10%, Maturing May 19, 2012	843,512
720	Term Loan, 4.49%, Maturing May 19, 2012	680,212
1,426	<b>Cedar Fair, L.P.</b> Term Loan, 2.29%, Maturing August 30, 2012	1,397,380
3,514	<b>Cinemark, Inc.</b> Term Loan, 2.23%, Maturing October 5, 2013	3,376,564
1,030	<b>Deluxe Entertainment Services</b> Term Loan, 2.67%, Maturing January 28, 2011	937,003
59	Term Loan, 2.85%, Maturing January 28, 2011	53,740
104	Term Loan, 2.85%, Maturing January 28, 2011	94,808
1,228	<b>Easton-Bell Sports, Inc.</b> Term Loan, 2.26%, Maturing March 16, 2012	1,138,708
332	<b>Fender Musical Instruments Corp.</b> Term Loan, 2.54%, Maturing June 9, 2014	252,478
654	Term Loan, 2.85%, Maturing June 9, 2014	497,359
1,584	<b>Mega Blocks, Inc.</b> Term Loan, 9.75%, Maturing July 26, 2012	629,640
4,811	<b>Metro-Goldwyn-Mayer Holdings, Inc.</b> Term Loan, 3.54%, Maturing April 8, 2012	2,790,380
2,750	<b>National CineMedia, LLC</b> Term Loan, 2.38%, Maturing February 13, 2015	2,591,875
4,174	<b>Regal Cinemas Corp.</b> Term Loan, 4.35%, Maturing November 10, 2010	4,146,118
1,006	<b>Revolution Studios Distribution Co., LLC</b> Term Loan, 4.04%, Maturing December 21, 2014	915,167
800	Term Loan - Second Lien, 7.29%, Maturing June 21, 2015	460,000
1,105	<b>Six Flags Theme Parks, Inc.</b> Term Loan, 2.66%, Maturing April 30, 2015	1,078,482
1,875	<b>Southwest Sports Group, LLC</b> Term Loan, 6.75%, Maturing December 22, 2010	1,664,062
1,721	<b>Universal City Development Partners, Ltd.</b> Term Loan, 6.00%, Maturing June 9, 2011	1,693,374
2,346	<b>Zuffa, LLC</b> Term Loan, 2.38%, Maturing June 20, 2016	2,052,397

\$ 34,469,476

**Lodging and Casinos 2.1%**

	<b>Ameristar Casinos, Inc.</b>	
1,062	Term Loan, 3.76%, Maturing November 10, 2012	\$ 1,034,963
	<b>Harrah s Operating Co.</b>	
1,326	Term Loan, 3.50%, Maturing January 28, 2015	1,066,087
	<b>LodgeNet Entertainment Corp.</b>	
2,052	Term Loan, 2.59%, Maturing April 4, 2014	1,769,962
	<b>New World Gaming Partners, Ltd.</b>	
204	Term Loan, 3.10%, Maturing June 30, 2014	133,395
1,006	Term Loan, 3.10%, Maturing June 30, 2014	658,616
	<b>Penn National Gaming, Inc.</b>	
370	Term Loan, 2.08%, Maturing October 3, 2012	363,145

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

<b>(000 s omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Venetian Casino Resort/ Las Vegas Sands, Inc.</b>	
856	Term Loan, 2.09%, Maturing May 14, 2014	\$ 678,229
3,391	Term Loan, 2.09%, Maturing May 23, 2014	2,685,514
	<b>Wimar OpCo, LLC</b>	
1,883	Term Loan, 0.00%, Maturing January 3, 2012 <sup>(2)</sup>	555,576
		<b>\$ 8,945,487</b>
<b>Nonferrous Metals/Minerals 2.0%</b>		
	<b>Alpha Natural Resources, LLC</b>	
816	Term Loan, 2.13%, Maturing October 26, 2012	\$ 807,778
	<b>Euramax International, Inc.</b>	
307	Term Loan, 10.00%, Maturing June 29, 2013 <sup>(3)</sup>	115,755
296	Term Loan, 14.00%, Maturing June 29, 2013 <sup>(3)</sup>	111,571
	<b>Murray Energy Corp.</b>	
851	Term Loan, 6.94%, Maturing January 28, 2010	825,310
	<b>Noranda Aluminum Acquisition</b>	
2,092	Term Loan, 2.29%, Maturing May 18, 2014	1,474,761
	<b>Novelis, Inc.</b>	
620	Term Loan, 2.29%, Maturing June 28, 2014	557,365
1,364	Term Loan, 2.43%, Maturing June 28, 2014	1,226,228
	<b>Oxbow Carbon and Mineral Holdings</b>	
296	Term Loan, 2.29%, Maturing May 8, 2014	272,642
3,107	Term Loan, 2.41%, Maturing May 8, 2014	2,858,875
		<b>\$ 8,250,285</b>
<b>Oil and Gas 2.9%</b>		
	<b>Atlas Pipeline Partners, L.P.</b>	
937	Term Loan, 6.75%, Maturing July 20, 2014	\$ 908,547
	<b>Big West Oil, LLC</b>	
315	Term Loan, 4.50%, Maturing May 1, 2014	283,481
399	Term Loan, 4.50%, Maturing May 1, 2014	358,875
	<b>Dresser, Inc.</b>	
1,432	Term Loan, 3.10%, Maturing May 4, 2014	1,337,652
1,000	Term Loan - Second Lien, 6.04%, Maturing May 4, 2015	770,833
	<b>Dynegy Holdings, Inc.</b>	
187	Term Loan, 1.79%, Maturing April 2, 2013	181,508
2,310	Term Loan, 1.79%, Maturing April 2, 2013	2,241,001
	<b>Enterprise GP Holdings, L.P.</b>	
1,114	Term Loan, 2.68%, Maturing October 31, 2014	1,090,779
	<b>Hercules Offshore, Inc.</b>	
1,000	Term Loan, Maturing July 6, 2013 <sup>(4)</sup>	925,000
	<b>Niska Gas Storage</b>	
61	Term Loan, 2.04%, Maturing May 13, 2011	57,982

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41	Term Loan, 2.04%, Maturing May 13, 2011	39,276
594	Term Loan, 2.04%, Maturing May 12, 2013	563,970
	<b>Precision Drilling Corp.</b>	
1,000	Term Loan, 4.30%, Maturing December 23, 2013	985,000
	<b>Targa Resources, Inc.</b>	
939	Term Loan, 2.29%, Maturing October 31, 2012	922,746
1,366	Term Loan, 2.60%, Maturing October 31, 2012	1,342,917
		<b>\$ 12,009,567</b>

**Publishing 9.1%**

	<b>American Media Operations, Inc.</b>	
4,199	Term Loan, 10.00%, Maturing January 31, 2013 <sup>(3)</sup>	\$ 3,366,247
	<b>Aster Zweite Beteiligungs GmbH</b>	
775	Term Loan, 4.01%, Maturing September 27, 2013	508,594
	<b>CanWest MediaWorks, Ltd.</b>	
786	Term Loan, 4.75%, Maturing July 10, 2014	412,650
	<b>Dex Media West, LLC</b>	
1,709	Term Loan, 7.00%, Maturing October 24, 2014	1,392,023



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<b>Principal Amount*</b> <b>(000 s omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>GateHouse Media Operating, Inc.</b>	
2,078	Term Loan, 2.29%, Maturing August 28, 2014	\$ 525,503
872	Term Loan, 2.30%, Maturing August 28, 2014	220,425
675	Term Loan, 2.55%, Maturing August 28, 2014	170,678
	<b>Idearc, Inc.</b>	
7,082	Term Loan, 0.00%, Maturing November 17, 2014 <sup>(2)</sup>	3,269,524
	<b>Laureate Education, Inc.</b>	
349	Term Loan, 3.75%, Maturing August 17, 2014	308,663
2,332	Term Loan, 3.75%, Maturing August 17, 2014	2,062,441
	<b>Local Insight Regatta Holdings, Inc.</b>	
1,635	Term Loan, 6.25%, Maturing April 23, 2015	1,013,688
	<b>MediaNews Group, Inc.</b>	
703	Term Loan, 6.79%, Maturing August 2, 2013	142,943
	<b>Merrill Communications, LLC</b>	
1,225	Term Loan, 8.50%, Maturing December 24, 2012	882,223
1,001	Term Loan - Second Lien, 14.75%, Maturing November 15, 2013 <sup>(3)</sup>	530,530
	<b>Nebraska Book Co., Inc.</b>	
1,373	Term Loan, 9.25%, Maturing March 4, 2011	1,359,397
	<b>Nelson Education, Ltd.</b>	
491	Term Loan, 3.10%, Maturing July 5, 2014	358,613
	<b>Nielsen Finance, LLC</b>	
5,950	Term Loan, 2.30%, Maturing August 9, 2013	5,548,174
1,000	Term Loan, 0.00%, Maturing May 1, 2016 <sup>(4)</sup>	943,750
	<b>PagesJaunes Group, SA</b>	
EUR 500	Term Loan, 4.90%, Maturing April 10, 2016	241,707
	<b>Philadelphia Newspapers, LLC</b>	
708	Term Loan, 0.00%, Maturing June 29, 2013 <sup>(2)</sup>	155,777
	<b>R.H. Donnelley Corp.</b>	
2,645	Term Loan, 6.75%, Maturing June 30, 2010	2,040,910
	<b>Reader s Digest Association, Inc. (The)</b>	
6,710	Term Loan, 2.64%, Maturing March 2, 2014	3,321,686
	<b>SGS International, Inc.</b>	
634	Term Loan, 2.92%, Maturing December 30, 2011	576,551
	<b>Source Interlink Companies, Inc.</b>	
916	Term Loan, 10.75%, Maturing June 18, 2013	755,668
458	Term Loan, 15.00%, Maturing June 18, 2013 <sup>(3)</sup>	82,436
	<b>Trader Media Corp.</b>	
GBP 1,315	Term Loan, 2.89%, Maturing March 23, 2015	1,563,104
	<b>Tribune Co.</b>	
1,547	Term Loan, 0.00%, Maturing April 10, 2010 <sup>(2)</sup>	632,900
1,935	Term Loan, 0.00%, Maturing May 17, 2014 <sup>(2)</sup>	797,864
2,990	Term Loan, 0.00%, Maturing May 17, 2014 <sup>(2)</sup>	1,153,466
	<b>Xsys, Inc.</b>	
1,801	Term Loan, 4.01%, Maturing September 27, 2013	1,181,665
1,828	Term Loan, 4.01%, Maturing September 27, 2014	1,199,842

	<b>Yell Group, PLC</b>	
2,600	Term Loan, 3.29%, Maturing February 10, 2013	1,573,000
		<b>\$ 38,292,642</b>

**Radio and Television 5.3%**

	<b>Block Communications, Inc.</b>	
820	Term Loan, 2.60%, Maturing December 22, 2011	\$ 713,618
	<b>Citadel Broadcasting Corp.</b>	
1,000	Term Loan, 2.34%, Maturing June 12, 2014	567,500
	<b>CMP KC, LLC</b>	
959	Term Loan, 6.25%, Maturing May 5, 2013 <sup>(6)</sup>	275,143
	<b>CMP Susquehanna Corp.</b>	
1,574	Term Loan, 2.31%, Maturing May 5, 2013	858,098
	<b>Discovery Communications, Inc.</b>	
998	Term Loan, 5.25%, Maturing May 14, 2014	1,013,709

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<b>Principal Amount*</b> <b>(000 s omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Emmis Operating Co.</b>	
762	Term Loan, 2.60%, Maturing November 2, 2013	\$ 508,057
	<b>Gray Television, Inc.</b>	
1,086	Term Loan, 3.81%, Maturing January 19, 2015	693,689
	<b>HIT Entertainment, Inc.</b>	
750	Term Loan, 3.26%, Maturing March 20, 2012	609,647
	<b>Intelsat Corp.</b>	
2,447	Term Loan, 2.80%, Maturing January 3, 2014	2,340,215
2,447	Term Loan, 2.80%, Maturing January 3, 2014	2,340,215
2,447	Term Loan, 2.80%, Maturing January 3, 2014	2,340,927
	<b>Ion Media Networks, Inc.</b>	
332	DIP Loan, 10.17%, Maturing May 29, 2010 <sup>(5)</sup>	327,926
2,500	Term Loan, 0.00%, Maturing January 15, 2012 <sup>(2)</sup>	675,000
	<b>NEP II, Inc.</b>	
611	Term Loan, 2.54%, Maturing February 16, 2014	537,617
	<b>Nexstar Broadcasting, Inc.</b>	
1,667	Term Loan, 2.24%, Maturing October 1, 2012	1,254,632
1,763	Term Loan, 2.35%, Maturing October 1, 2012	1,326,588
	<b>NextMedia Operating, Inc.</b>	
68	Term Loan, 8.25%, Maturing November 15, 2012	45,854
153	Term Loan, 8.25%, Maturing November 15, 2012	103,172
	<b>Raycom TV Broadcasting, LLC</b>	
875	Term Loan, 1.81%, Maturing June 25, 2014	656,250
	<b>SFX Entertainment</b>	
1,046	Term Loan, 3.72%, Maturing June 21, 2013	978,416
	<b>Sirius Satellite Radio, Inc.</b>	
491	Term Loan, 2.56%, Maturing December 19, 2012	433,528
	<b>Univision Communications, Inc.</b>	
4,200	Term Loan, 2.54%, Maturing September 29, 2014	3,401,126
	<b>Young Broadcasting, Inc.</b>	
709	Term Loan, 0.00%, Maturing November 3, 2012 <sup>(2)</sup>	354,638
		<b>\$ 22,355,565</b>
	<b>Rail Industries 0.4%</b>	
	<b>Kansas City Southern Railway Co.</b>	
1,964	Term Loan, 2.30%, Maturing April 26, 2013	\$ 1,826,752
		<b>\$ 1,826,752</b>
	<b>Retailers (Except Food and Drug) 3.3%</b>	
	<b>American Achievement Corp.</b>	
211	Term Loan, 6.26%, Maturing March 25, 2011	\$ 181,583
	<b>Amscan Holdings, Inc.</b>	
489	Term Loan, 2.88%, Maturing May 25, 2013	431,322

	<b>Cumberland Farms, Inc.</b>	
1,525	Term Loan, 2.44%, Maturing September 29, 2013	1,392,003
	<b>Educate, Inc.</b>	
500	Term Loan - Second Lien, 5.85%, Maturing June 14, 2014	435,000
	<b>FTD, Inc.</b>	
1,369	Term Loan, 6.75%, Maturing July 31, 2014	1,339,896
	<b>Harbor Freight Tools USA, Inc.</b>	
420	Term Loan, 9.75%, Maturing July 15, 2010	406,289
	<b>Josten s Corp.</b>	
1,510	Term Loan, 2.64%, Maturing October 4, 2011	1,468,223
	<b>Orbitz Worldwide, Inc.</b>	
1,159	Term Loan, 3.51%, Maturing July 25, 2014	843,427
	<b>Oriental Trading Co., Inc.</b>	
2,530	Term Loan, 9.75%, Maturing July 31, 2013	1,796,507
1,125	Term Loan - Second Lien, 6.29%, Maturing January 31, 2013	196,875
	<b>Rover Acquisition Corp.</b>	
2,194	Term Loan, 2.72%, Maturing October 26, 2013	2,110,388

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Amount\***

<b>(000 s omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Savers, Inc.</b>	
333	Term Loan, 3.06%, Maturing August 11, 2012	\$ 318,222
365	Term Loan, 3.06%, Maturing August 11, 2012	348,173
	<b>Yankee Candle Company, Inc. (The)</b>	
2,958	Term Loan, 2.29%, Maturing February 6, 2014	2,706,928
		<b>\$ 13,974,836</b>
<b>Steel 0.5%</b>		
	<b>Algoma Acquisition Corp.</b>	
1,534	Term Loan, 2.79%, Maturing June 20, 2013	\$ 1,273,428
	<b>Niagara Corp.</b>	
1,989	Term Loan, 7.25%, Maturing June 29, 2014	1,014,607
		<b>\$ 2,288,035</b>
<b>Surface Transport 0.6%</b>		
	<b>Gainey Corp.</b>	
1,217	Term Loan, 0.00%, Maturing April 20, 2012 <sup>(2)</sup>	\$ 131,887
	<b>Oshkosh Truck Corp.</b>	
1,794	Term Loan, 6.62%, Maturing December 6, 2013	1,781,722
	<b>Swift Transportation Co., Inc.</b>	
804	Term Loan, 3.56%, Maturing May 10, 2014	624,471
		<b>\$ 2,538,080</b>
<b>Telecommunications 4.6%</b>		
	<b>Alaska Communications Systems Holdings, Inc.</b>	
985	Term Loan, 2.35%, Maturing February 1, 2012	\$ 940,083
	<b>Asurion Corp.</b>	
1,900	Term Loan, 3.58%, Maturing July 13, 2012	1,834,687
1,000	Term Loan - Second Lien, 6.79%, Maturing January 13, 2013	904,167
	<b>Centennial Cellular Operating Co., LLC</b>	
4,446	Term Loan, 2.60%, Maturing February 9, 2011	4,433,051
	<b>CommScope, Inc.</b>	
1,338	Term Loan, 3.10%, Maturing November 19, 2014	1,309,424
	<b>Intelsat Subsidiary Holding Co.</b>	
948	Term Loan, 2.80%, Maturing July 3, 2013	903,149
	<b>Iowa Telecommunications Services</b>	
1,616	Term Loan, 2.31%, Maturing November 23, 2011	1,539,240
	<b>IPC Systems, Inc.</b>	
500	Term Loan - Second Lien, 5.56%, Maturing May 31, 2015	255,000
	<b>Macquarie UK Broadcast Ventures, Ltd.</b>	
GBP 755	Term Loan, 2.59%, Maturing December 26, 2014	1,052,946
	<b>NTelos, Inc.</b>	

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1,154	Term Loan, 2.54%, Maturing August 24, 2011 <b>Palm, Inc.</b>	1,146,561
761	Term Loan, 3.79%, Maturing April 24, 2014 <b>Stratos Global Corp.</b>	639,607
977	Term Loan, 3.10%, Maturing February 13, 2012 <b>Trilogy International Partners</b>	947,205
850	Term Loan, 4.10%, Maturing June 29, 2012 <b>Windstream Corp.</b>	578,000
3,028	Term Loan, 1.98%, Maturing July 17, 2013	2,937,265
		<b>\$ 19,420,385</b>

**Utilities 3.5%**

	<b>AEI Finance Holding, LLC</b>	
270	Term Loan, 3.29%, Maturing March 30, 2012	\$ 229,963
1,879	Term Loan, 3.60%, Maturing March 30, 2014 <b>Astoria Generating Co.</b>	1,602,120
1,000	Term Loan - Second Lien, 4.10%, Maturing August 23, 2013 <b>BRSP, LLC</b>	905,833
1,000	Term Loan, 7.50%, Maturing June 24, 2014	942,500

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<b>Principal Amount*</b> <b>(000 s omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Calpine Corp.</b>	
2,992	DIP Loan, 3.48%, Maturing March 29, 2014	\$ 2,754,261
	<b>Electricinvest Holding Co.</b>	
GBP 480	Term Loan, 5.08%, Maturing October 24, 2012	517,973
EUR 477	Term Loan - Second Lien, 5.08%, Maturing October 24, 2012	440,879
	<b>NRG Energy, Inc.</b>	
1,046	Term Loan, Maturing June 1, 2014 <sup>(4)</sup>	994,515
1,954	Term Loan, Maturing June 1, 2014 <sup>(4)</sup>	1,857,735
	<b>Pike Electric, Inc.</b>	
146	Term Loan, 1.81%, Maturing July 1, 2012	132,347
340	Term Loan, 1.81%, Maturing December 10, 2012	307,493
	<b>TXU Texas Competitive Electric Holdings Co., LLC</b>	
1,335	Term Loan, 3.80%, Maturing October 10, 2014	1,029,923
3,823	Term Loan, 3.80%, Maturing October 10, 2014	2,961,413
		<b>\$ 14,676,955</b>

**Total Senior Floating-Rate Interests**  
(identified cost \$716,320,836) **\$ 617,183,558**

**Corporate Bonds & Notes 7.4%**

<b>Principal Amount</b> <b>(000 s omitted)*</b>	<b>Security</b>	<b>Value</b>
	<b>Aerospace and Defense 0.0%</b>	
	<b>Alion Science and Technologies Corp.</b>	
145	10.25%, 2/1/15	\$ 78,300
	<b>Hawker Beechcraft Acquisition</b>	
125	9.75%, 4/1/17	63,125
		<b>\$ 141,425</b>

**Air Transport 0.0%**

	<b>Continental Airlines</b>	
194	7.033%, 6/15/11	\$ 152,904
		<b>\$ 152,904</b>

**Automotive 0.1%**

	<b>Altra Industrial Motion, Inc.</b>	
335	9.00%, 12/1/11	\$ 332,488

		<b>Commercial Vehicle Group, Inc., Sr. Notes</b>	
100		8.00%, 7/1/13	57,500
		<b>Tenneco, Inc., Sr. Notes</b>	
40		8.125%, 11/15/15	36,500
			<b>\$ 426,488</b>
<b>Broadcast Radio and Television 0.0%</b>			
		<b>Warner Music Group, Sr. Sub. Notes</b>	
65		7.375%, 4/15/14	\$ 59,150
			<b>\$ 59,150</b>
<b>Brokers, Dealers and Investment Houses 0.0%</b>			
		<b>Nuveen Investments, Inc., Sr. Notes</b>	
25		10.50%, 11/15/15 <sup>(7)</sup>	\$ 17,875
			<b>\$ 17,875</b>
<b>Building and Development 0.5%</b>			
		<b>Grohe Holding GmbH, Variable Rate</b>	
EUR	2,000	3.871%, 1/15/14 <sup>(8)</sup>	\$ 2,023,925



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<b>Principal Amount (000 s omitted)*</b>	<b>Security</b>	<b>Value</b>
	<b>Panoram Industries International, Sr. Sub. Notes</b>	
425	10.75%, 10/1/13 <sup>(2)</sup>	\$ 23,375
	<b>Texas Industries, Inc., Sr. Notes</b>	
115	7.25%, 7/15/13 <sup>(7)</sup>	106,375
		<b>\$ 2,153,675</b>
<b>Business Equipment and Services 0.4%</b>		
	<b>Affinion Group, Inc.</b>	
95	10.125%, 10/15/13	\$ 94,525
205	11.50%, 10/15/15	190,650
	<b>Ceridian Corp., Sr. Notes</b>	
275	11.25%, 11/15/15 <sup>(7)</sup>	235,813
	<b>Education Management, LLC, Sr. Notes</b>	
390	8.75%, 6/1/14	393,412
	<b>MediMedia USA, Inc., Sr. Sub. Notes</b>	
170	11.375%, 11/15/14 <sup>(7)</sup>	97,750
	<b>Ticketmaster Entertainment, Inc.</b>	
185	10.75%, 7/28/16	172,975
	<b>West Corp.</b>	
380	9.50%, 10/15/14	362,900
		<b>\$ 1,548,025</b>
<b>Cable and Satellite Television 0.1%</b>		
	<b>Kabel Deutschland GmbH</b>	
190	10.625%, 7/1/14	\$ 199,975
	<b>Mediacom Broadband Corp., Sr. Notes</b>	
120	8.50%, 10/15/15	114,600
	<b>National Cable PLC</b>	
40	8.75%, 4/15/14	40,600
		<b>\$ 355,175</b>
<b>Chemicals and Plastics 0.1%</b>		
	<b>CH Carbon, LLC</b>	
185	11.125%, 11/15/15 <sup>(7)</sup>	\$ 148,925
	<b>Nova Chemicals Corp., Sr. Notes, Variable Rate</b>	
195	4.538%, 11/15/13	175,500
	<b>Reichhold Industries, Inc., Sr. Notes</b>	
445	9.00%, 8/15/14 <sup>(7)</sup>	173,550
	<b>Wellman Holdings, Inc., Sr. Sub. Notes</b>	
438	5.00%, 1/29/19 <sup>(6)</sup>	127,896
		<b>\$ 625,871</b>

<b>Clothing/Textiles</b>	<b>0.2%</b>		
		<b>Levi Strauss &amp; Co., Sr. Notes</b>	
505	9.75%, 1/15/15		\$ 515,100
75	8.875%, 4/1/16		74,812
		<b>Perry Ellis International, Inc., Sr. Sub. Notes</b>	
360	8.875%, 9/15/13		315,000
			<b>\$ 904,912</b>
<b>Conglomerates</b>	<b>0.1%</b>		
		<b>RBS Global &amp; Rexnord Corp.</b>	
161	9.50%, 8/1/14 <sup>(7)</sup>		\$ 140,875
155	11.75%, 8/1/16		125,550
			<b>\$ 266,425</b>
<b>Containers and Glass Products</b>	<b>0.6%</b>		
		<b>Berry Plastics Corp., Sr. Notes, Variable Rate</b>	
2,000	4.538%, 2/15/15		\$ 1,810,000
		<b>Intertape Polymer US, Inc., Sr. Sub. Notes</b>	
310	8.50%, 8/1/14		165,850

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<b>Principal Amount</b> (000 \$ omitted)*	<b>Security</b>	<b>Value</b>
	<b>Pliant Corp., Sr. Notes</b>	
345	11.625%, 6/15/09 <sup>(3)(9)</sup>	\$ 257,164
	<b>Smurfit-Stone Container Corp., Sr. Notes</b>	
45	8.38%, 7/1/12 <sup>(2)</sup>	23,400
300	8.00%, 3/15/17 <sup>(2)</sup>	152,250
		<b>\$ 2,408,664</b>
	<b>Ecological Services and Equipment 0.2%</b>	
	<b>Environmental Systems Product Holdings, Inc., Jr. Notes</b>	
373	18.00%, 3/31/15 <sup>(3)(6)</sup>	\$ 298,205
	<b>Waste Services, Inc., Sr. Sub. Notes</b>	
440	9.50%, 4/15/14	434,500
		<b>\$ 732,705</b>
	<b>Electronics/Electrical 0.3%</b>	
	<b>Advanced Micro Devices, Inc., Sr. Notes</b>	
220	7.75%, 11/1/12	\$ 172,150
	<b>Amkor Technologies, Inc., Sr. Notes</b>	
50	7.75%, 5/15/13	48,750
190	9.25%, 6/1/16	194,750
	<b>Avago Technologies Finance</b>	
170	10.125%, 12/1/13	177,650
215	11.875%, 12/1/15	224,675
	<b>NXP BV/NXP Funding, LLC, Variable Rate</b>	
775	3.259%, 10/15/13	477,594
		<b>\$ 1,295,569</b>
	<b>Equipment Leasing 0.0%</b>	
	<b>Hertz Corp.</b>	
25	8.875%, 1/1/14	\$ 24,188
		<b>\$ 24,188</b>
	<b>Financial Intermediaries 0.1%</b>	
	<b>Ford Motor Credit Co., Sr. Notes</b>	
230	8.00%, 12/15/16	\$ 206,429
		<b>\$ 206,429</b>
	<b>Food Products 0.1%</b>	
	<b>ASG Consolidated, LLC/ASG Finance, Inc., Sr. Disc. Notes</b>	
520	11.50%, 11/1/11	\$ 481,000

			<b>\$ 481,000</b>
<b>Food Service</b>	<b>0.1%</b>		
		<b>Aramark Services, Inc.</b>	
50	8.50%, 2/1/15		\$ 50,625
		<b>El Pollo Loco, Inc.</b>	
275	11.75%, 11/15/13		235,125
		<b>NPC International, Inc., Sr. Sub. Notes</b>	
320	9.50%, 5/1/14		304,000
			<b>\$ 589,750</b>
<b>Food/Drug Retailers</b>	<b>0.2%</b>		
		<b>General Nutrition Center, Sr. Notes, Variable Rate</b>	
665	6.404%, 3/15/14 <sup>(3)</sup>		\$ 590,187
		<b>General Nutrition Center, Sr. Sub. Notes</b>	
385	10.75%, 3/15/15		363,825
			<b>\$ 954,012</b>
<b>Forest Products</b>	<b>0.1%</b>		
		<b>Jefferson Smurfit Corp., Sr. Notes</b>	
90	8.25%, 10/1/12 <sup>(2)</sup>		\$ 45,900
75	7.50%, 6/1/13 <sup>(2)</sup>		37,312

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<b>Principal Amount</b> <b>(000 s omitted)*</b>	<b>Security</b>	<b>Value</b>
	<b>NewPage Corp.</b>	
520	10.00%, 5/1/12	\$ 234,000
165	12.00%, 5/1/13	48,675
	<b>NewPage Corp., Variable Rate</b>	
135	7.278%, 5/1/12	57,375
	<b>Verso Paper Holdings, LLC/Verso Paper, Inc.</b>	
225	11.375%, 8/1/16	77,625
		<b>\$ 500,887</b>
<b>Healthcare 0.6%</b>		
	<b>Accellent, Inc.</b>	
285	10.50%, 12/1/13	\$ 264,338
	<b>AMR HoldCo, Inc./EmCare HoldCo, Inc., Sr. Sub. Notes</b>	
325	10.00%, 2/15/15	337,187
	<b>DJO Finance, LLC/DJO Finance Corp.</b>	
190	10.875%, 11/15/14	180,500
	<b>HCA, Inc.</b>	
70	9.125%, 11/15/14	72,275
115	9.25%, 11/15/16	120,175
	<b>MultiPlan, Inc., Sr. Sub. Notes</b>	
485	10.375%, 4/15/16 <sup>(7)</sup>	468,025
	<b>National Mentor Holdings, Inc.</b>	
290	11.25%, 7/1/14	255,200
	<b>Res-Care, Inc., Sr. Notes</b>	
195	7.75%, 10/15/13	186,225
	<b>US Oncology, Inc.</b>	
265	9.00%, 8/15/12	270,631
515	10.75%, 8/15/14	512,425
		<b>\$ 2,666,981</b>
<b>Home Furnishings 0.0%</b>		
	<b>Interline Brands, Inc., Sr. Sub. Notes</b>	
115	8.125%, 6/15/14	\$ 115,288
		<b>\$ 115,288</b>
<b>Industrial Equipment 0.1%</b>		
	<b>Chart Industries, Inc., Sr. Sub. Notes</b>	
195	9.125%, 10/15/15	\$ 188,175
	<b>ESCO Corp., Sr. Notes</b>	
145	8.625%, 12/15/13 <sup>(7)</sup>	134,125
	<b>ESCO Corp., Sr. Notes, Variable Rate</b>	
145	4.504%, 12/15/13 <sup>(7)</sup>	122,525

			\$	<b>444,825</b>
<b>Insurance</b>	<b>0.0%</b>			
		<b>Alliant Holdings I, Inc.</b>		
100		11.00%, 5/1/15 <sup>(7)</sup>	\$	88,500
			\$	<b>88,500</b>
<b>Leisure Goods/Activities/Movies</b>	<b>0.3%</b>			
		<b>Bombardier, Inc.</b>		
130		8.00%, 11/15/14 <sup>(7)</sup>	\$	126,100
		<b>HRP Myrtle Beach Operations, LLC/HRP Myrtle Beach Capital Corp., Variable Rate</b>		
360		0.00%, 4/1/12 <sup>(2)(7)</sup>		36
		<b>Marquee Holdings, Inc., Sr. Disc. Notes</b>		
665		9.505%, 8/15/14		548,625
		<b>Royal Caribbean Cruises, Sr. Notes</b>		
95		7.00%, 6/15/13		85,500
35		6.875%, 12/1/13		31,150
25		7.25%, 6/15/16		20,750
50		7.25%, 3/15/18		39,750

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<b>Principal Amount (000 s omitted)*</b>		<b>Value</b>
	<b>Security</b>	
	<b>Universal City Development Partners, Sr. Notes</b>	
240	11.75%, 4/1/10	\$ 239,400
		<b>\$ 1,091,311</b>
	<b>Lodging and Casinos 0.8%</b>	
	<b>Buffalo Thunder Development Authority</b>	
480	9.375%, 12/15/14 <sup>(2)(7)</sup>	\$ 73,200
	<b>CCM Merger, Inc.</b>	
325	8.00%, 8/1/13 <sup>(7)</sup>	251,875
	<b>Chukchansi EDA, Sr. Notes, Variable Rate</b>	
280	4.913%, 11/15/12 <sup>(7)</sup>	192,500
	<b>Fontainebleau Las Vegas Casino, LLC</b>	
485	10.25%, 6/15/15 <sup>(2)(7)</sup>	16,975
	<b>Galaxy Entertainment Finance</b>	
300	9.875%, 12/15/12 <sup>(7)</sup>	286,500
	<b>Greektown Holdings, LLC, Sr. Notes</b>	
95	10.75%, 12/1/13 <sup>(2)(7)</sup>	14,725
	<b>Host Hotels and Resorts, LP, Sr. Notes</b>	
240	6.75%, 6/1/16	223,800
	<b>Indianapolis Downs, LLC &amp; Capital Corp., Sr. Notes</b>	
85	11.00%, 11/1/12 <sup>(7)</sup>	64,175
	<b>Inn of the Mountain Gods, Sr. Notes</b>	
500	12.00%, 11/15/10 <sup>(2)</sup>	205,000
	<b>Majestic HoldCo, LLC</b>	
140	12.50%, 10/15/11 <sup>(2)(7)</sup>	16
	<b>MGM Mirage, Inc.</b>	
20	7.50%, 6/1/16	14,700
	<b>Mohegan Tribal Gaming Authority, Sr. Sub. Notes</b>	
140	8.00%, 4/1/12	115,500
215	7.125%, 8/15/14	151,575
230	6.875%, 2/15/15	159,850
	<b>OED Corp./Diamond Jo, LLC</b>	
475	8.75%, 4/15/12	491,625
	<b>Pinnacle Entertainment, Inc., Sr. Sub. Notes</b>	
60	7.50%, 6/15/15	53,550
	<b>Pokagon Gaming Authority, Sr. Notes</b>	
102	10.375%, 6/15/14 <sup>(7)</sup>	102,000
	<b>San Pasqual Casino</b>	
110	8.00%, 9/15/13 <sup>(7)</sup>	94,050
	<b>Seminole Hard Rock Entertainment, Variable Rate</b>	
175	3.129%, 3/15/14 <sup>(7)</sup>	132,125
	<b>Tunica-Biloxi Gaming Authority, Sr. Notes</b>	
310	9.00%, 11/15/15 <sup>(7)</sup>	274,350
	<b>Waterford Gaming, LLC, Sr. Notes</b>	

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289	8.625%, 9/15/14 <sup>(7)</sup>	248,553
	<b>Wynn Las Vegas, LLC</b>	
110	6.625%, 12/1/14	102,575
		<b>\$ 3,269,219</b>
<b>Nonferrous Metals/Minerals 0.2%</b>		
	<b>FMG Finance PTY, Ltd.</b>	
675	10.625%, 9/1/16 <sup>(7)</sup>	\$ 700,312
		<b>\$ 700,312</b>
<b>Oil and Gas 0.7%</b>		
	<b>Allis-Chalmers Energy, Inc., Sr. Notes</b>	
335	9.00%, 1/15/14	\$ 245,388
	<b>Clayton Williams Energy, Inc.</b>	
175	7.75%, 8/1/13	132,125
	<b>Compton Pet Finance Corp.</b>	
360	7.625%, 12/1/13	236,700



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<b>Principal Amount</b> (000 s omitted)*		<b>Value</b>
	<b>Security</b>	
	<b>Denbury Resources, Inc., Sr. Sub. Notes</b>	
50	7.50%, 12/15/15	\$ 49,750
	<b>El Paso Corp., Sr. Notes</b>	
225	9.625%, 5/15/12	234,575
	<b>Forbes Energy Services, Sr. Notes</b>	
310	11.00%, 2/15/15	223,200
	<b>OPTI Canada, Inc., Sr. Notes</b>	
95	7.875%, 12/15/14	62,700
175	8.25%, 12/15/14	116,375
	<b>Petrohawk Energy Corp., Sr. Notes</b>	
295	9.125%, 7/15/13	307,537
	<b>Petroleum Development Corp., Sr. Notes</b>	
115	12.00%, 2/15/18	102,925
	<b>Petroplus Finance, Ltd.</b>	
465	7.00%, 5/1/17 <sup>(7)</sup>	399,900
	<b>Quicksilver Resources, Inc.</b>	
290	7.125%, 4/1/16	245,050
	<b>SandRidge Energy, Inc., Sr. Notes</b>	
225	8.00%, 6/1/18 <sup>(7)</sup>	205,875
	<b>SemGroup, L.P., Sr. Notes</b>	
540	8.75%, 11/15/15 <sup>(2)(7)</sup>	18,900
	<b>SESI, LLC, Sr. Notes</b>	
60	6.875%, 6/1/14	57,000
	<b>Stewart &amp; Stevenson, LLC, Sr. Notes</b>	
335	10.00%, 7/15/14	293,125
		<b>\$ 2,931,125</b>
<b>Publishing</b>	<b>0.2%</b>	
	<b>Dex Media West/Finance, Series B</b>	
112	9.875%, 8/15/13 <sup>(2)</sup>	\$ 21,000
	<b>Harland Clarke Holdings</b>	
35	9.50%, 5/15/15	28,262
	<b>Local Insight Regatta Holdings, Inc.</b>	
90	11.00%, 12/1/17	25,650
	<b>Nielsen Finance, LLC</b>	
515	10.00%, 8/1/14	520,150
70	12.50%, (0.00% until 2011), 8/1/16	51,275
	<b>Reader s Digest Association, Inc. (The), Sr. Sub. Notes</b>	
455	9.00%, 2/15/17 <sup>(2)</sup>	29,575
		<b>\$ 675,912</b>
<b>Rail Industries</b>	<b>0.2%</b>	
	<b>American Railcar Industry, Sr. Notes</b>	

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175	7.50%, 3/1/14	\$	161,000
	<b>Kansas City Southern Mexico, Sr. Notes</b>		
280	7.625%, 12/1/13		253,400
100	7.375%, 6/1/14		88,500
190	8.00%, 6/1/15		185,250
		\$	<b>688,150</b>

**Retailers (Except Food and Drug) 0.3%**

	<b>Amscan Holdings, Inc., Sr. Sub. Notes</b>		
400	8.75%, 5/1/14	\$	360,000
	<b>Neiman Marcus Group, Inc.</b>		
561	9.00%, 10/15/15		418,242
165	10.375%, 10/15/15		119,625
	<b>Sally Holdings, LLC</b>		
10	9.25%, 11/15/14		10,350

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<b>Principal Amount</b> (000 s omitted)*	<b>Security</b>	<b>Value</b>
	<b>Sally Holdings, LLC, Sr. Notes</b>	
20	10.50%, 11/15/16	\$ 20,700
	<b>Yankee Acquisition Corp., Series B</b>	
545	8.50%, 2/15/15	490,500
		<b>\$ 1,419,417</b>
<b>Steel 0.1%</b>		
	<b>RathGibson, Inc., Sr. Notes</b>	
445	11.25%, 2/15/14 <sup>(2)</sup>	\$ 160,200
	<b>Steel Dynamics, Inc., Sr. Notes</b>	
60	7.375%, 11/1/12	59,850
		<b>\$ 220,050</b>
<b>Surface Transport 0.0%</b>		
	<b>CEVA Group, PLC, Sr. Notes</b>	
210	10.00%, 9/1/14 <sup>(7)</sup>	\$ 156,450
		<b>\$ 156,450</b>
<b>Telecommunications 0.5%</b>		
	<b>Digicel Group, Ltd., Sr. Notes</b>	
300	9.25%, 9/1/12 <sup>(7)</sup>	\$ 301,500
882	9.125%, 1/15/15 <sup>(7)</sup>	771,750
	<b>Qwest Corp., Sr. Notes, Variable Rate</b>	
925	3.879%, 6/15/13	874,125
	<b>Windstream Corp., Sr. Notes</b>	
190	8.125%, 8/1/13	192,850
60	8.625%, 8/1/16	61,200
		<b>\$ 2,201,425</b>
<b>Utilities 0.2%</b>		
	<b>AES Corp.</b>	
55	8.00%, 10/15/17	\$ 54,175
	<b>Edison Mission Energy, Sr. Notes</b>	
25	7.50%, 6/15/13	22,938
	<b>NGC Corp.</b>	
390	7.625%, 10/15/26	251,550
	<b>NRG Energy, Inc.</b>	
165	7.25%, 2/1/14	162,525
355	7.375%, 1/15/17	343,462
	<b>Reliant Energy, Inc., Sr. Notes</b>	
20	7.625%, 6/15/14	18,700

\$ 853,350

**Total Corporate Bonds & Notes**  
**(identified cost \$39,206,655)**

\$ 31,367,444

**Table of Contents****Asset-Backed Securities 0.1%****Principal****Amount****(000 s omitted)**

	<b>Security</b>	<b>Value</b>
\$ 547	Alzette European CLO SA, Series 2004-1A, Class E2, 7.13%, 12/15/20 <sup>(10)</sup>	\$ 32,808
686	Avalon Capital Ltd. 3, Series 1A, Class D, 2.559%, 2/24/19 <sup>(7)(10)</sup>	27,441
837	Babson Ltd., Series 2005-1A, Class C1, 3.081%, 4/15/19 <sup>(7)(10)</sup>	66,951
1,000	Bryant Park CDO Ltd., Series 2005-1A, Class C, 3.181%, 1/15/19 <sup>(7)(10)</sup>	30,000
1,000	Carlyle High Yield Partners, Series 2004-6A, Class C, 3.406%, 8/11/16 <sup>(7)(10)</sup>	100,000
871	Centurion CDO 8 Ltd., Series 2005-8A, Class D, 6.129%, 3/8/17 <sup>(10)</sup>	52,267
750	Centurion CDO 9 Ltd., Series 2005-9A, Class D1, 5.264%, 7/17/19 <sup>(10)</sup>	45,000
750	Comstock Funding Ltd., Series 2006-1A, Class D, 4.918%, 5/30/20 <sup>(7)(10)</sup>	22,500
1,500	Dryden Leveraged Loan, Series 2004-6A, Class C1, 3.041%, 7/30/16 <sup>(7)(10)</sup>	45,000
1,000	First CLO Ltd., Series 2004-1A1, Class C, 2.804%, 7/27/16 <sup>(7)(10)</sup>	100,000
1,000	Schiller Park CLO Ltd., Series 2007-1A, Class D, 2.254%, 4/25/21 <sup>(7)(10)</sup>	100,000

**Total Asset-Backed Securities****(identified cost \$9,703,909)****\$ 621,967****Common Stocks 0.1%****Shares****Security****Value****Air Transport 0.0%**

1,535	Delta Air Lines, Inc. <sup>(11)</sup>	\$ 10,638
		<b>\$ 10,638</b>

**Building and Development 0.0%**

508	United Subcontractors, Inc. <sup>(6)(11)</sup>	\$ 64,949
		<b>\$ 64,949</b>

**Chemicals and Plastics 0.1%**

438	Wellman Holdings, Inc. <sup>(6)(11)</sup>	\$ 109,394
		<b>\$ 109,394</b>

**Ecological Services and Equipment 0.0%**

6,211	Environmental Systems Products Holdings, Inc. <sup>(6)(11)(12)</sup>	\$ 53,601
		<b>\$ 53,601</b>

**Food Service 0.0%**

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23,029	Buffets, Inc. <sup>(11)</sup>	\$	31,665
		\$	<b>31,665</b>
<b>Nonferrous Metals/Minerals 0.0%</b>			
701	Euramax International, Inc. <sup>(6)(11)</sup>	\$	0
		\$	<b>0</b>
<b>Publishing 0.0%</b>			
2,290	Source Interlink Companies, Inc. <sup>(6)(11)</sup>	\$	32,518
		\$	<b>32,518</b>
<b>Total Common Stocks</b>			
<b>(identified cost \$258,207)</b>		\$	<b>302,765</b>

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

<b>Shares</b>	<b>Security</b>	<b>Value</b>
<b>Telecommunications</b>	<b>0.0%</b>	
484	Crown Castle International Corp., 6.25% <sup>(3)</sup>	\$ 24,563
		<b>\$ 24,563</b>
<b>Total Convertible Preferred Stocks (identified cost \$23,003)</b>		<b>\$ 24,563</b>

**Preferred Stocks 0.1%**

<b>Shares</b>	<b>Security</b>	<b>Value</b>
<b>Ecological Services and Equipment</b>	<b>0.1%</b>	
2,845	Environmental Systems Products Holdings, Inc., Series A <sup>(6)(11)(12)</sup>	252,949
		<b>\$ 252,949</b>
<b>Total Preferred Stocks (identified cost \$49,788)</b>		<b>\$ 252,949</b>

**Miscellaneous 0.0%**

<b>Shares</b>	<b>Security</b>	<b>Value</b>
<b>Air Transport</b>	<b>0.0%</b>	
1,000,000	Delta Air Lines, Inc., Escrow Certificate <sup>(11)</sup>	11,100
		<b>\$ 11,100</b>
<b>Oil and Gas</b>	<b>0.0%</b>	
105,000	VeraSun Energy Corp., Escrow Certificate <sup>(6)(11)</sup>	\$ 0
		<b>\$ 0</b>
<b>Total Miscellaneous (identified cost \$0)</b>		<b>\$ 11,100</b>

**Table of Contents****Short-Term Investments 1.6%****Interest**

<b>(000 s omitted)</b>	<b>Description</b>	<b>Value</b>
\$ 6,693	Cash Management Portfolio, 0.00% <sup>(13)</sup>	\$ 6,692,862
		<b>\$ 6,692,862</b>
<b>Total Short-Term Investments</b> <b>(identified cost \$6,692,862)</b>		<b>\$ 6,692,862</b>
<b>Total Investments 155.6%</b> <b>(identified cost \$772,255,260)</b>		<b>\$ 656,457,208</b>
<b>Less Unfunded Loan Commitments (0.5)%</b>		<b>\$ (2,179,602)</b>
<b>Net Investments 155.1%</b> <b>(identified cost \$770,075,658)</b>		<b>\$ 654,277,606</b>
<b>Other Assets, Less Liabilities (24.0)%</b>		<b>\$ (101,234,219)</b>
<b>Auction Preferred Shares Plus Cumulative Unpaid Dividends (31.1)%</b>		<b>\$ (131,312,055)</b>
<b>Net Assets Applicable to Common Shares 100.0%</b>		<b>\$ 421,731,332</b>

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 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) Defaulted security. Currently the issuer is in default with respect to interest payments.
- (3) Represents a payment-in-kind security which may pay all or a portion of interest/dividends in additional par/shares.
- (4) This Senior Loan will settle after July 31, 2009, at which time the interest rate will be determined.
- (5) 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.
- (6) Security valued at fair value using methods determined in good faith by or at the direction of the Trustees.
- (7) Security exempt from registration under Rule 144A of the Securities Act of 1933. These securities may be sold in transactions exempt from registration, normally to qualified institutional buyers. At July 31, 2009, the aggregate value of these securities is \$6,788,172 or 1.6% of the Trust's net assets applicable to common shares.
- (8) 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.
- (9) Defaulted security.
- (10) Variable rate security. The stated interest rate represents the rate in effect at July 31, 2009.
- (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 July 31, 2009. Net income allocated from the investment in Cash Management Portfolio for the fiscal year to date ended July 31, 2009 was \$30,405.

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

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

<b>Settlement Date</b>	<b>Deliver</b>	<b>In Exchange For</b>	<b>Net Unrealized Depreciation</b>
8/28/09	British Pound Sterling 7,710,539	United States Dollar 12,610,278	\$ (269,077)
8/31/09	Euro 15,084,034	United States Dollar 21,130,469	(370,109)
			<b>\$ (639,186)</b>

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

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

At July 31, 2009, the aggregate fair value of derivative instruments (not accounted for as hedging instruments under Financial Accounting Standards Board (FASB) Statement of Financial Accounting Standards No. 133) in a liability position and whose primary underlying risk exposure is foreign exchange risk was \$639,186.

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

<b>Aggregate cost</b>	<b>\$ 770,191,562</b>
Gross unrealized appreciation	\$ 7,038,623
Gross unrealized depreciation	(122,952,579)
<b>Net unrealized depreciation</b>	<b>\$ (115,913,956)</b>

**Restricted Securities**

At July 31, 2009, 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>				
Environmental Systems Products Holdings, Inc.	10/25/07	6,211	\$ 0 <sup>(1)</sup>	\$ 53,601
<b>Preferred Stocks</b>				
Environmental Systems Products Holdings, Inc., Series A	10/25/07	2,845	\$ 49,788	\$ 252,949
<b>Total Restricted Securities</b>			<b>\$ 49,788</b>	<b>\$ 306,550</b>

(1) Less than \$0.50.

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

Level 1 quoted prices in active markets for identical investments

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

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

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

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At July 31, 2009, 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)	\$	\$ 614,364,035	\$ 639,921	\$ 615,003,956
Corporate Bonds & Notes		30,941,343	426,101	31,367,444
Asset-Backed Securities		621,967		621,967
Common Stocks		42,303	260,462	302,765
Convertible Preferred Stocks	24,563			24,563
Preferred Stocks			252,949	252,949
Miscellaneous		11,100	0	11,100
Short-Term Investments	6,692,862			6,692,862
<b>Total Investments</b>	<b>\$ 6,717,425</b>	<b>\$ 645,980,748</b>	<b>\$ 1,579,433</b>	<b>\$ 654,277,606</b>
<b>Liability Description</b>				
Forward Foreign Currency Exchange Contracts	\$	\$ (639,186)	\$	\$ (639,186)
<b>Total</b>	<b>\$</b>	<b>\$ (639,186)</b>	<b>\$</b>	<b>\$ (639,186)</b>

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</b>	<b>Investments in Preferred Stocks</b>	<b>Total</b>
<b>Balance as of October 31, 2008</b>	<b>\$ 659,148</b>	<b>\$ 269,280</b>	<b>\$ 0</b>	<b>\$ 65,350</b>	<b>\$ 993,778</b>
Realized gains (losses)	(803,059) (191,353)	20,698	31,040	187,599	(803,059) 47,984

Change in net unrealized appreciation (depreciation)					
Net purchases (sales)	(48,137)	124,917	229,422		306,202
Accrued discount (premium)	6,225	11,206			17,431
Net transfers to (from) Level 3	1,017,097				1,017,097

**Balance as of July 31, 2009**    \$    **639,921**    \$    **426,101**    \$    **260,462**    \$    **252,949**    \$    **1,579,433**

**Change in net unrealized appreciation (depreciation) on investments still held as of July 31, 2009**    \$    **(584,309)**    \$    **20,698**    \$    **31,040**    \$    **187,599**    \$    **(344,972)**

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 Senior Floating-Rate Trust**

By: /s/ Scott H. Page

Scott H. Page  
President

Date: September 25, 2009

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

By: /s/ Scott H. Page

Scott H. Page  
President

Date: September 25, 2009

By: /s/ Barbara E. Campbell

Barbara E. Campbell  
Treasurer

Date: September 25, 2009