

EATON VANCE SENIOR INCOME TRUST  
Form N-Q  
May 31, 2005

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

**FORM N-Q**

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

Investment Company Act file number 811-09013  
Eaton Vance Senior Income Trust  
(Exact name of registrant as specified in charter)  
The Eaton Vance Building, 255 State Street, Boston, Massachusetts 02109  
(Address of principal executive offices) (Zip code)

Alan R. Dynner, Esq.  
Eaton Vance Management, 255 State Street, Boston, Massachusetts 02109  
(Name and address of agent for service)

Registrant's telephone number, including area code: (617) 482-8260

Date of fiscal year end: June 30

Date of reporting period: March 31, 2005

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**Item 1. Schedule of Investments**

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Eaton Vance Senior Income Trust  
 PORTFOLIO OF INVESTMENTS (Unaudited)

as of March 31, 2005

Senior, Floating Rate Interests 144.6% (1)

Principal Amount	Borrower/Tranche Description	Value
<b>Aerospace and Defense 2.2%</b>		
	<b>DynCorp International, LLC</b>	
\$ 655,000	Term Loan, 6.06%, Maturing February 11, 2011	\$ 663,187
	<b>Hexcel Corp.</b>	
285,000	Term Loan, 5.23%, Maturing March 1, 2012	289,364
	<b>K&amp;F Industries, Inc.</b>	
381,900	Term Loan, 5.33%, Maturing November 18, 2012	388,901
	<b>Standard Aero Holdings, Inc.</b>	
1,153,046	Term Loan, 5.30%, Maturing August 24, 2012	1,171,423
	<b>Transdigm, Inc.</b>	
1,980,000	Term Loan, 4.94%, Maturing July 22, 2010	2,013,721
	<b>United Defense Industries, Inc.</b>	
1,519,277	Term Loan, 4.85%, Maturing June 30, 2009	1,522,441
	<b>Vought Aircraft Industries, Inc.</b>	
1,132,329	Term Loan, 5.35%, Maturing December 17, 2011	1,150,730
		\$ 7,199,767
<b>Air Transport 0.6%</b>		
	<b>United Airlines, Inc.</b>	
1,995,219	DIP Loan, 7.50%, Maturing June 30, 2005	2,013,509
		\$ 2,013,509
<b>Automotive 8.2%</b>		
	<b>Accuride Corp.</b>	
1,573,775	Term Loan, 5.34%, Maturing January 31, 2012	1,590,742
	<b>Affina Group, Inc.</b>	
334,163	Term Loan, 5.44%, Maturing November 30, 2011	339,133
	<b>Collins &amp; Aikman Products Co.</b>	
1,480,597	Revolving Loan, 6.34%, Maturing August 31, 2009	1,478,129

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	<b>CSA Acquisition Corp.</b>	
\$ 124,272	Term Loan, 4.75%, Maturing December 23, 2011	\$ 124,945
199,916	Term Loan, 4.75%, Maturing December 23, 2011	200,999
	<b>Dayco Products, LLC</b>	
1,389,500	Term Loan, 6.24%, Maturing June 23, 2011	1,413,816
	<b>Dura Operating Corp.</b>	
743,482	Term Loan, 5.35%, Maturing March 31, 2007	750,917
	<b>Exide Technologies</b>	
474,826	Term Loan, 6.24%, Maturing May 5, 2010	478,387
474,826	Term Loan, 6.24%, Maturing May 5, 2010	480,168
	<b>Federal-Mogul Corp.</b>	
1,500,000	Term Loan, 4.90%, Maturing February 24, 2005	1,410,234
750,000	Term Loan, 5.10%, Maturing February 24, 2005	703,711
763,183	Term Loan, 6.60%, Maturing February 24, 2005	767,953
	<b>HLI Operating Co., Inc.</b>	
2,136,250	Term Loan, 6.57%, Maturing June 3, 2009	2,169,629
	<b>Key Automotive Group</b>	
961,403	Term Loan, 5.74%, Maturing June 29, 2010	975,224
	<b>Meridian Automotive Systems, Inc.</b>	
148,500	Term Loan, 6.84%, Maturing April 27, 2010	146,607
	<b>Metaldyne Corp.</b>	
1,316,537	Term Loan, 7.06%, Maturing December 31, 2009	1,327,070
	<b>Plastech Engineered Products, Inc.</b>	
479,310	Term Loan, 7.85%, Maturing March 31, 2010	476,839
	<b>R.J. Tower Corp.</b>	
925,000	DIP Loan, 6.19%, Maturing February 2, 2007	947,933
	<b>Tenneco Automotive, Inc.</b>	
1,386,841	Term Loan, 4.94%, Maturing December 12, 2010	1,415,733

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		<b>The Goodyear Tire &amp; Rubber Co.</b>	
\$	2,500,000	Term Loan, 6.56%, Maturing March 31, 2006	\$ 2,526,562
	900,000	Term Loan, 9.25%, Maturing March 31, 2006	909,450
	500,000	Term Loan, 0.00%, Maturing September 30, 2007	504,219
		<b>TI Automotive, Ltd.</b>	
	650,000	Term Loan, 6.03%, Maturing June 30, 2011	647,766
		<b>Trimas Corp.</b>	
	2,149,222	Term Loan, 6.19%, Maturing December 31, 2009	2,185,043
		<b>TRW Automotive, Inc.</b>	
	1,582,808	Term Loan, 4.38%, Maturing February 27, 2011	1,600,285
		<b>United Components, Inc.</b>	
	902,724	Term Loan, 5.29%, Maturing June 30, 2010	916,829
			\$ <b>26,488,323</b>
<b>Beverage and Tobacco 2.0%</b>			
		<b>Constellation Brands, Inc.</b>	
	2,234,942	Term Loan, 4.99%, Maturing December 22, 2011	2,273,121
		<b>Culligan International Co.</b>	
	850,000	Term Loan, 5.27%, Maturing September 30, 2011	866,114
		<b>DS Waters, L.P.</b>	
	310,449	Term Loan, 7.49%, Maturing November 7, 2009	301,058
		<b>Southern Wine &amp; Spirits of America, Inc.</b>	
	2,433,829	Term Loan, 5.35%, Maturing June 28, 2008	2,471,098
		<b>Sunny Delight Beverages Co.</b>	
	570,912	Term Loan, 6.83%, Maturing August 20, 2010	575,194
			\$ <b>6,486,585</b>
<b>Building and Development 8.4%</b>			
		<b>AGBRI Octagon</b>	
	443,989	Term Loan, 4.97%, Maturing May 31, 2005	440,659
		<b>DMB/CHII, LLC</b>	
	442,504	Term Loan, 5.19%, Maturing March 3, 2009	443,610
		<b>Formica Corp.</b>	
	156,649	Term Loan, 7.75%, Maturing June 10, 2010	158,216

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\$	80,111	Term Loan, 7.76%, Maturing June 10, 2010	\$	80,912
	229,192	Term Loan, 7.76%, Maturing June 10, 2010		231,484
	64,643	Term Loan, 7.76%, Maturing June 10, 2010		65,289
		<b>FT-FIN Acquisition, LLC</b>		
	686,462	Term Loan, 7.25%, Maturing November 17, 2007		688,178
		<b>General Growth Properties, Inc.</b>		
	4,714,405	Term Loan, 5.10%, Maturing November 12, 2008		4,799,316
		<b>Landsource Communities, LLC</b>		
	1,502,000	Term Loan, 5.38%, Maturing March 31, 2010		1,524,061
		<b>LNR Property Corp.</b>		
	2,335,000	Term Loan, 5.81%, Maturing February 3, 2008		2,369,661
		<b>LNR Property Holdings</b>		
	500,000	Term Loan, 7.31%, Maturing February 3, 2008		505,625
		<b>MAAX Corp.</b>		
	436,700	Term Loan, 5.50%, Maturing June 4, 2011		441,613
		<b>Mueller Group, Inc.</b>		
	1,179,528	Term Loan, 5.67%, Maturing April 23, 2011		1,193,534
		<b>Newkirk Master, L.P.</b>		
	1,124,570	Term Loan, 7.35%, Maturing November 24, 2006		1,141,438
		<b>Newkirk Tender Holdings, LLC</b>		
	911,305	Term Loan, 7.59%, Maturing May 25, 2006		918,140
	1,111,111	Term Loan, 9.09%, Maturing May 25, 2006		1,119,444
		<b>Nortek, Inc.</b>		
	945,250	Term Loan, 5.59%, Maturing August 27, 2011		960,610
		<b>Panolam Industries Holdings</b>		
	531,926	Term Loan, 6.13%, Maturing June 3, 2011		539,240
	641,167	Term Loan, 10.38%, Maturing December 3, 2011		656,395
		<b>Ply Gem Industries, Inc.</b>		
	96,622	Term Loan, 5.28%, Maturing February 12, 2011		97,951
	375,000	Term Loan, 5.60%, Maturing February 12, 2011		380,156

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\$	658,028	Term Loan, 5.60%, Maturing February 12, 2011	\$	667,075
		<b>South Edge, LLC</b>		
	328,125	Term Loan, 4.44%, Maturing October 31, 2007		330,176
	421,875	Term Loan, 4.69%, Maturing October 31, 2009		426,885
		<b>Sugarloaf Mills, LLC</b>		
	1,200,000	Term Loan, 5.76%, Maturing April 7, 2008		1,200,000
		<b>The Woodlands Community Property Co.</b>		
	554,000	Term Loan, 4.94%, Maturing November 30, 2007		560,925
	923,000	Term Loan, 6.94%, Maturing November 30, 2007		936,845
		<b>Tousa/Kolter, LLC</b>		
	962,000	Term Loan, 4.20%, Maturing January 7, 2008		966,810
		<b>Tower Financing, LLC</b>		
	1,500,000	Term Loan, 6.19%, Maturing July 9, 2008		1,501,875
		<b>Whitehall Street Real Estate, L.P.</b>		
	1,746,765	Term Loan, 6.60%, Maturing September 11, 2006 (2)		1,785,717
			\$	<b>27,131,840</b>
<b>Business Equipment and Services</b>	<b>3.6%</b>			
		<b>Allied Security Holdings, LLC</b>		
	837,698	Term Loan, 7.35%, Maturing June 30, 2010		851,310
		<b>Baker &amp; Taylor, Inc.</b>		
	1,700,000	Term Loan, 9.35%, Maturing May 6, 2011		1,721,250
		<b>Global Imaging Systems, Inc.</b>		
	487,579	Term Loan, 4.35%, Maturing May 10, 2010		492,150
		<b>Info USA, Inc.</b>		
	368,688	Term Loan, 5.75%, Maturing June 9, 2010		371,453
		<b>Iron Mountain, Inc.</b>		
	4,010,090	Term Loan, 4.69%, Maturing April 2, 2011		4,064,728
		<b>Mitchell International, Inc.</b>		
	453,152	Term Loan, 6.09%, Maturing August 13, 2011		461,365
	744,997	Term Loan, 8.80%, Maturing August 13, 2012		765,484

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		<b>Quintiles Transnational Corp.</b>	
\$	751,694	Term Loan, 4.84%, Maturing September 25, 2009	\$ 757,331
		<b>Telcordia Technologies, Inc.</b>	
	1,060,000	Term Loan, 5.58%, Maturing September 15, 2012	1,065,742
		<b>Williams Scotsman, Inc.</b>	
	989,796	Term Loan, 5.81%, Maturing December 31, 2006	1,003,406
			<b>\$ 11,554,219</b>

**Cable and Satellite Television 8.8%**

		<b>Adelphia Communications Corp.</b>	
	1,820,000	DIP Loan, 5.38%, Maturing March 31, 2006	1,829,384
		<b>Atlantic Broadband Finance, LLC</b>	
	1,494,183	Term Loan, 5.70%, Maturing February 10, 2011	1,527,802
		<b>Bragg Communication, Inc.</b>	
	557,245	Term Loan, 5.39%, Maturing August 31, 2011	566,649
		<b>Bresnan Communications, LLC</b>	
	500,000	Term Loan, 6.46%, Maturing September 30, 2009	506,250
	1,000,000	Term Loan, 6.32%, Maturing September 30, 2010	1,016,875
		<b>Canadian Cable Acquisition Co., Inc.</b>	
	1,004,950	Term Loan, 6.09%, Maturing July 30, 2011	1,018,455
		<b>Cebridge Connections, Inc.</b>	
	759,263	Term Loan, 6.11%, Maturing February 23, 2009	764,008
	792,000	Term Loan, 8.79%, Maturing February 23, 2010	806,850
		<b>Charter Communications Operating, LLC</b>	
	7,190,650	Term Loan, 5.98%, Maturing April 27, 2011	7,235,268
		<b>Insight Midwest Holdings, LLC</b>	
	1,975,000	Term Loan, 5.75%, Maturing December 31, 2009	2,015,118
	1,481,250	Term Loan, 5.75%, Maturing December 31, 2009	1,511,183
		<b>Mediacom Broadband</b>	
	843,625	Term Loan, 5.25%, Maturing September 30, 2010	861,816



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		<b>Mediacom Illinois, LLC</b>	
\$	1,995,000	Term Loan, 5.00%, Maturing March 31, 2013	\$ 2,032,562
		<b>NTL, Inc.</b>	
	1,750,000	Term Loan, 5.20%, Maturing April 13, 2012	1,782,813
		<b>PanAmSat Corp.</b>	
	2,719,273	Term Loan, 5.75%, Maturing August 20, 2011	2,766,338
		<b>UGS Corp.</b>	
	398,000	Term Loan, 4.58%, Maturing May 27, 2011	405,960
		<b>UPC Broadband Holdings B.V.</b>	
	1,780,000	Term Loan, 5.75%, Maturing September 30, 2012	1,801,260
			<b>\$ 28,448,591</b>
<b>Chemicals and Plastics</b>	<b>6.5%</b>		
		<b>Brenntag AG</b>	
	1,275,000	Term Loan, 5.88%, Maturing December 9, 2011	1,296,915
		<b>Gentek, Inc.</b>	
	430,000	Term Loan, 8.56%, Maturing April 15, 2005	433,583
	315,000	Term Loan, 5.81%, Maturing February 25, 2011	319,331
		<b>Hercules, Inc.</b>	
	495,000	Term Loan, 4.01%, Maturing October 8, 2010	502,271
		<b>Huntsman International, LLC</b>	
	2,083,123	Term Loan, 5.38%, Maturing December 31, 2010	2,127,390
		<b>Huntsman, LLC</b>	
	1,200,000	Term Loan, 5.88%, Maturing March 31, 2010	1,222,950
		<b>Innophos, Inc.</b>	
	507,693	Term Loan, 5.36%, Maturing August 13, 2010	516,895
		<b>Invista B.V.</b>	
	2,018,648	Term Loan, 5.88%, Maturing April 29, 2011	2,060,914
	875,818	Term Loan, 5.88%, Maturing April 29, 2011	894,156
		<b>ISP Chemco, Inc.</b>	
	693,000	Term Loan, 4.74%, Maturing March 27, 2011	702,096
		<b>Kraton Polymer</b>	
	1,475,301	Term Loan, 5.78%, Maturing December 5, 2008	1,502,962

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		<b>Mosaic Co.</b>	
\$	770,000	Term Loan, 4.46%, Maturing June 15, 2007	\$ 779,785
		<b>Nalco Co.</b>	
	3,329,426	Term Loan, 4.95%, Maturing November 4, 2010	3,399,251
		<b>Niagara Acquisition, Inc.</b>	
	265,000	Term Loan, 4.75%, Maturing February 11, 2012	269,720
		<b>Resolution Specialty Materials</b>	
	746,250	Term Loan, 5.56%, Maturing August 2, 2010	756,511
		<b>Rockwood Specialties Group, Inc.</b>	
	2,335,000	Term Loan, 4.95%, Maturing July 30, 2012	2,386,704
		<b>Solo Cup Co.</b>	
	1,356,860	Term Loan, 4.97%, Maturing February 27, 2011	1,378,569
		<b>Wellman, Inc.</b>	
	400,000	Term Loan, 6.74%, Maturing February 10, 2009	406,833
		<b>Westlake Chemical Corp.</b>	
	40,074	Term Loan, 5.22%, Maturing July 31, 2010	40,600
			\$ <b>20,997,436</b>
<b>Clothing/Textiles</b>	<b>0.4%</b>		
		<b>Propex Fabrics, Inc.</b>	
	187,625	Term Loan, 5.04%, Maturing December 1, 2011	189,032
		<b>SI Corp.</b>	
	855,808	Term Loan, 7.10%, Maturing December 9, 2009	870,250
		<b>St. John Knits International, Inc.</b>	
	204,241	Term Loan, 2.64%, Maturing March 23, 2012	207,177
			\$ <b>1,266,459</b>
<b>Conglomerates</b>	<b>3.1%</b>		
		<b>Amsted Industries, Inc.</b>	
	2,163,050	Term Loan, 5.51%, Maturing October 15, 2010	2,199,552
		<b>Blount, Inc.</b>	
	739,049	Term Loan, 5.31%, Maturing August 9, 2010	752,136

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		<b>Goodman Global Holdings, Inc.</b>	
\$	643,388	Term Loan, 5.13%, Maturing December 23, 2011	\$ 655,250
		<b>Johnson Diversey, Inc.</b>	
	1,199,414	Term Loan, 5.00%, Maturing November 30, 2009	1,217,218
		<b>Polymer Group, Inc.</b>	
	1,173,294	Term Loan, 6.34%, Maturing April 27, 2010	1,199,204
	1,250,000	Term Loan, 9.34%, Maturing April 27, 2011	1,281,250
		<b>PP Acquisition Corp.</b>	
	1,168,750	Term Loan, 5.35%, Maturing November 12, 2011	1,184,820
		<b>Rexnord Corp.</b>	
	1,575,521	Term Loan, 5.42%, Maturing November 30, 2009	1,595,215
			<b>\$ 10,084,645</b>
<b>Containers and Glass Products</b>	<b>8.7%</b>		
		<b>Berry Plastics Corp.</b>	
	2,139,317	Term Loan, 4.77%, Maturing July 22, 2010	2,179,429
		<b>BWAY Corp.</b>	
	325,500	Term Loan, 5.00%, Maturing June 30, 2011	330,654
		<b>Celanese AG</b>	
	2,132,012	Term Loan, 5.63%, Maturing April 6, 2011	2,179,650
		<b>Consolidated Container Holding, LLC</b>	
	645,125	Term Loan, 6.69%, Maturing December 15, 2008	653,592
		<b>Dr. Pepper/Seven Up Bottling Group, Inc.</b>	
	1,321,377	Term Loan, 4.22%, Maturing December 19, 2010	1,348,836
		<b>Graham Packaging Holdings Co.</b>	
	2,294,250	Term Loan, 5.23%, Maturing October 7, 2011	2,344,150
	1,000,000	Term Loan, 7.31%, Maturing October 7, 2012	1,032,708
		<b>Graphic Packaging International, Inc.</b>	
	5,062,742	Term Loan, 5.15%, Maturing August 8, 2009	5,158,302
		<b>IPG (US), Inc.</b>	
	368,150	Term Loan, 4.98%, Maturing July 28, 2011	373,672

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		<b>Kranson Industries, Inc.</b>	
\$	496,250	Term Loan, 5.85%, Maturing July 30, 2011	\$ 503,694
		<b>Owens-Illinois, Inc.</b>	
	486,733	Term Loan, 5.53%, Maturing April 1, 2007	495,250
	394,214	Term Loan, 5.58%, Maturing April 1, 2008	401,951
		<b>Printpack Holdings, Inc.</b>	
	2,559,398	Term Loan, 5.13%, Maturing April 30, 2009	2,602,588
		<b>Silgan Holdings, Inc.</b>	
	3,814,568	Term Loan, 4.87%, Maturing December 31, 2008	3,871,787
		<b>Smurfit-Stone Container Corp.</b>	
	315,687	Term Loan, 2.10%, Maturing November 1, 2011	322,050
	2,522,910	Term Loan, 4.78%, Maturing November 1, 2011	2,573,631
	801,916	Term Loan, 4.88%, Maturing November 1, 2011	818,255
		<b>U.S. Can Corp.</b>	
	990,000	Term Loan, 6.60%, Maturing January 10, 2010	994,331
			\$ 28,184,530
<b>Cosmetics/Toiletries</b>	<b>0.6%</b>		
		<b>American Safety Razor Co.</b>	
	250,000	Term Loan, 5.71%, Maturing February 28, 2012	255,625
		<b>Prestige Brands, Inc.</b>	
	891,000	Term Loan, 5.38%, Maturing April 7, 2011	906,407
		<b>Revlon Consumer Products Corp.</b>	
	716,719	Term Loan, 8.91%, Maturing July 9, 2010	749,568
			\$ 1,911,600
<b>Drugs</b>	<b>0.9%</b>		
		<b>Herbalife International, Inc.</b>	
	304,238	Term Loan, 5.16%, Maturing December 21, 2010	309,752
		<b>Warner Chilcott Corp.</b>	
	628,857	Term Loan, 5.58%, Maturing January 18, 2012	636,168
	290,514	Term Loan, 5.58%, Maturing January 18, 2012	293,892
	1,560,629	Term Loan, 5.58%, Maturing January 18, 2012	1,578,771
			\$ 2,818,583

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<b>Ecological Services and Equipment 3.0%</b>			
\$	380,049	<b>Alderwoods Group, Inc.</b> Term Loan, 4.87%, Maturing September 29, 2009	\$ 386,225
		<b>Allied Waste Industries, Inc.</b> Term Loan, 2.87%, Maturing January 15, 2010	993,341
	993,341	Term Loan, 5.04%, Maturing January 15, 2012	2,682,020
	2,682,020	<b>Casella Waste Systems, Inc.</b> Term Loan, 5.65%, Maturing January 24, 2010	1,635,697
	1,617,000	<b>Envirocare of Utah, LLC</b> Term Loan, 5.79%, Maturing January 31, 2010	390,000
	390,000	<b>Environmental Systems, Inc.</b> Term Loan, 6.28%, Maturing December 12, 2008	1,218,271
	1,195,116	<b>IESI Corp.</b> Term Loan, 4.71%, Maturing January 20, 2012	448,345
	441,176	<b>National Waterworks, Inc.</b> Term Loan, 5.60%, Maturing November 22, 2009	1,284,853
	1,262,755	<b>Sensus Metering Systems, Inc.</b> Term Loan, 5.43%, Maturing December 17, 2010	431,058
	426,087	Term Loan, 5.43%, Maturing December 17, 2010	64,659
	63,913		\$ <b>9,534,469</b>
<b>Electronics/Electrical 4.0%</b>			
		<b>AMI Semiconductor</b> Term Loan, 7.25%, Maturing September 30, 2008	498,862
	492,500	<b>Communications &amp; Power, Inc.</b> Term Loan, 5.14%, Maturing July 23, 2010	451,389
	444,444	<b>Energys Capital, Inc.</b> Term Loan, 4.99%, Maturing March 17, 2011	1,011,420
	992,500	<b>Fairchild Semiconductor Corp.</b> Term Loan, 4.69%, Maturing June 19, 2008	1,491,308
	1,473,806	Term Loan, 4.69%, Maturing December 31, 2010	674,117
	663,338		

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		<b>Invensys International Holding</b>	
\$	2,326,015	Term Loan, 6.09%, Maturing September 5, 2009	\$ 2,369,628
		<b>Memec Group, Ltd.</b>	
	1,000,000	Term Loan, 11.06%, Maturing June 15, 2010	1,028,750
		<b>Panavision, Inc.</b>	
	1,058,580	Term Loan, 8.48%, Maturing January 12, 2007	1,083,059
		<b>Rayovac Corp.</b>	
	2,480,000	Term Loan, 4.68%, Maturing February 7, 2012	2,528,050
		<b>Security Co., Inc.</b>	
	496,250	Term Loan, 7.00%, Maturing June 28, 2010	504,934
	500,000	Term Loan, 10.31%, Maturing June 28, 2011	510,000
		<b>Vertafore, Inc.</b>	
	269,325	Term Loan, 5.62%, Maturing December 22, 2010	273,028
	500,000	Term Loan, 8.87%, Maturing December 22, 2011	509,063
			\$ <b>12,933,608</b>
<b>Equipment Leasing</b>	<b>0.6%</b>		
		<b>Ashtead Group, PLC</b>	
	1,000,000	Term Loan, 5.31%, Maturing November 12, 2009	1,015,625
		<b>United Rentals, Inc.</b>	
	166,667	Term Loan, 2.25%, Maturing February 14, 2011	169,427
	825,000	Term Loan, 5.10%, Maturing February 14, 2011	840,211
			\$ <b>2,025,263</b>
<b>Farming/Agriculture</b>	<b>0.2%</b>		
		<b>Central Garden &amp; Pet Co.</b>	
	786,745	Term Loan, 4.57%, Maturing May 19, 2009	795,596
			\$ <b>795,596</b>
<b>Financial Intermediaries</b>	<b>2.8%</b>		
		<b>AIMCO Properties, L.P.</b>	
	2,350,000	Term Loan, 4.75%, Maturing November 2, 2009	2,397,000
		<b>Coinstar, Inc.</b>	
	310,994	Term Loan, 4.59%, Maturing July 7, 2011	316,825

		<b>Corrections Corp. of America</b>	
\$	582,311	Term Loan, 4.95%, Maturing March 31, 2008	\$ 591,045
		<b>Fidelity National Information Solutions, Inc.</b>	
	3,650,000	Term Loan, 4.51%, Maturing March 9, 2013	3,667,338
		<b>Refco Group Ltd., LLC</b>	
	1,881,475	Term Loan, 4.85%, Maturing August 5, 2011	1,905,876
			<b>\$ 8,878,084</b>
<b>Food Products</b>	<b>3.9%</b>		
		<b>Acosta Sales Co., Inc.</b>	
	522,375	Term Loan, 5.60%, Maturing August 13, 2010	530,374
		<b>American Seafoods Holdings, LLC</b>	
	292,075	Term Loan, 6.09%, Maturing September 30, 2007	292,623
	744,752	Term Loan, 6.34%, Maturing March 31, 2009	756,622
		<b>Atkins Nutritional, Inc.</b>	
	414,404	Term Loan, 8.25%, Maturing November 26, 2009	290,601
		<b>Del Monte Corp.</b>	
	450,000	Term Loan, 4.27%, Maturing February 8, 2012	457,594
		<b>Doane Pet Care Co.</b>	
	1,074,600	Term Loan, 6.70%, Maturing November 5, 2009	1,094,077
		<b>Interstate Brands Corp.</b>	
	485,000	Term Loan, 6.77%, Maturing July 19, 2007	478,331
	901,793	Term Loan, 7.05%, Maturing July 19, 2007	890,972
		<b>Merisant Co.</b>	
	1,470,564	Term Loan, 5.48%, Maturing January 31, 2010	1,471,483
		<b>Michael Foods, Inc.</b>	
	919,293	Term Loan, 5.07%, Maturing November 20, 2010	936,817
	1,000,000	Term Loan, 6.59%, Maturing November 20, 2011	1,030,000
		<b>National Dairy Holdings, L.P.</b>	
	160,000	Term Loan, 4.83%, Maturing March 15, 2012	162,800

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		<b>Pinnacle Foods Holdings Corp.</b>	
\$	3,216,880	Term Loan, 5.81%, Maturing November 25, 2010	\$ 3,258,599
		<b>Reddy Ice Group, Inc.</b>	
	985,000	Term Loan, 5.35%, Maturing July 31, 2009	990,849
			<b>\$ 12,641,742</b>
<b>Food Service</b>	<b>3.5%</b>		
		<b>AFC Enterprises, Inc.</b>	
	916,696	Term Loan, 7.75%, Maturing May 23, 2009	926,150
		<b>Buffets, Inc.</b>	
	1,125,839	Term Loan, 6.27%, Maturing June 28, 2009	1,135,220
	209,091	Term Loan, 6.59%, Maturing June 28, 2009	210,833
		<b>Carrols Corp.</b>	
	793,013	Term Loan, 5.38%, Maturing May 31, 2010	809,533
		<b>CKE Restaurants, Inc.</b>	
	255,621	Term Loan, 5.31%, Maturing May 1, 2010	261,372
		<b>Denny s, Inc.</b>	
	1,246,878	Term Loan, 6.21%, Maturing September 21, 2009	1,279,608
		<b>Domino s, Inc.</b>	
	3,136,341	Term Loan, 4.88%, Maturing June 25, 2010	3,191,227
		<b>Gate Gourmet Borrower, LLC</b>	
	1,230,000	Term Loan, 9.51%, Maturing December 31, 2008	1,205,016
		<b>Jack in the Box, Inc.</b>	
	742,500	Term Loan, 4.80%, Maturing January 8, 2011	754,566
		<b>Maine Beverage Co., LLC</b>	
	446,429	Term Loan, 6.22%, Maturing June 30, 2010	448,661
		<b>Ruth Chris Steak House, Inc.</b>	
	419,762	Term Loan, 6.00%, Maturing March 11, 2011	425,009
		<b>Weight Watchers International, Inc.</b>	
	497,500	Term Loan, 4.16%, Maturing March 31, 2010	503,926
			<b>\$ 11,151,121</b>
<b>Food/Drug Retailers</b>	<b>3.0%</b>		
		<b>Cumberland Farms, Inc.</b>	
	2,335,092	Term Loan, 5.58%, Maturing September 8, 2008	2,354,065



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		<b>General Nutrition Centers, Inc.</b>	
\$	341,297	Term Loan, 5.86%, Maturing December 5, 2009	\$ 346,416
		<b>Giant Eagle, Inc.</b>	
	2,834,149	Term Loan, 4.66%, Maturing August 6, 2009	2,883,746
		<b>Roundy s, Inc.</b>	
	1,187,500	Term Loan, 4.84%, Maturing June 6, 2009	1,200,117
		<b>The Jean Coutu Group (PJC), Inc.</b>	
	1,916,622	Term Loan, 5.00%, Maturing July 30, 2011	1,956,902
		<b>The Pantry, Inc.</b>	
	1,061,076	Term Loan, 5.10%, Maturing March 12, 2011	1,082,630
			<b>\$ 9,823,876</b>
<b>Forest Products</b>	<b>1.3%</b>		
		<b>Boise Cascade Holdings, LLC</b>	
	2,173,265	Term Loan, 5.13%, Maturing September 29, 2010	2,216,730
		<b>Buckeye Technologies, Inc.</b>	
	193,951	Term Loan, 4.86%, Maturing April 15, 2010	197,184
		<b>Koch Cellulose, LLC</b>	
	286,936	Term Loan, 4.44%, Maturing May 7, 2011	291,778
	936,258	Term Loan, 5.34%, Maturing May 7, 2011	952,058
		<b>RLC Industries Co.</b>	
	585,964	Term Loan, 4.59%, Maturing February 24, 2010	588,162
			<b>\$ 4,245,912</b>
<b>Healthcare</b>	<b>8.7%</b>		
		<b>Accredo Health, Inc.</b>	
	972,125	Term Loan, 4.60%, Maturing April 30, 2011	977,593
		<b>Alliance Imaging, Inc.</b>	
	1,204,361	Term Loan, 5.10%, Maturing June 10, 2008	1,225,062
		<b>AMN Healthcare, Inc.</b>	
	346,182	Term Loan, 6.10%, Maturing October 2, 2008	350,293

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	<b>AMR HoldCo, Inc.</b>	
\$ 895,000	Term Loan, 5.35%, Maturing February 10, 2012	\$ 909,544
	<b>Ardent Health Services, Inc.</b>	
572,125	Term Loan, 5.25%, Maturing July 12, 2011	573,377
	<b>Colgate Medical, Ltd.</b>	
312,500	Term Loan, 5.09%, Maturing December 30, 2008	317,285
	<b>Community Health Systems, Inc.</b>	
3,421,556	Term Loan, 4.64%, Maturing August 19, 2011	3,474,406
	<b>Concentra Operating Corp.</b>	
982,575	Term Loan, 5.17%, Maturing June 30, 2009	997,723
	<b>Conmed Corp.</b>	
1,099,899	Term Loan, 5.02%, Maturing December 31, 2007	1,113,648
	<b>Cross Country Healthcare, Inc.</b>	
306,517	Term Loan, 6.12%, Maturing June 5, 2009	309,582
	<b>DJ Orthopedics, Inc.</b>	
949,367	Term Loan, 5.04%, Maturing May 15, 2009	967,761
	<b>Encore Medical IHC, Inc.</b>	
839,375	Term Loan, 5.77%, Maturing October 4, 2010	853,539
	<b>Envision Worldwide, Inc.</b>	
696,111	Term Loan, 7.68%, Maturing September 30, 2010	703,072
	<b>FHC Health Systems, Inc.</b>	
348,214	Term Loan, 8.91%, Maturing December 18, 2009	354,308
243,750	Term Loan, 11.91%, Maturing December 18, 2009	246,797
750,000	Term Loan, 11.77%, Maturing February 7, 2011	768,750
	<b>Hanger Orthopedic Group, Inc.</b>	
989,949	Term Loan, 6.59%, Maturing September 30, 2009	1,001,086
	<b>Healthcare Partners, LLC</b>	
205,000	Term Loan, 6.75%, Maturing March 2, 2011	208,459
	<b>Healthsouth Corp.</b>	
495,000	Term Loan, 7.25%, Maturing June 14, 2007	499,796
140,000	Term Loan, 2.85%, Maturing March 21, 2010	141,466

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	<b>Kinetic Concepts, Inc.</b>	
\$ 283,958	Term Loan, 4.85%, Maturing October 3, 2009	\$ 287,863
	<b>Knowledge Learning Corp.</b>	
1,515,630	Term Loan, 5.35%, Maturing January 7, 2012	1,532,681
	<b>Leiner Health Products, Inc.</b>	
530,988	Term Loan, 6.38%, Maturing May 27, 2011	540,944
	<b>Magellan Health Services, Inc.</b>	
457,958	Term Loan, 5.03%, Maturing August 15, 2008	465,400
727,008	Term Loan, 5.26%, Maturing August 15, 2008	738,822
	<b>Medcath Holdings Corp.</b>	
248,750	Term Loan, 5.12%, Maturing July 2, 2011	252,870
	<b>National Mentor, Inc.</b>	
920,375	Term Loan, 6.02%, Maturing September 30, 2011	936,770
	<b>Rural/Metro Operating Co., LLC</b>	
50,441	Term Loan, 5.25%, Maturing March 4, 2011	51,229
194,559	Term Loan, 5.43%, Maturing March 4, 2011	197,599
	<b>Select Medical Holding Corp.</b>	
775,000	Term Loan, 4.63%, Maturing February 24, 2012	780,522
	<b>Sunrise Medical Holdings, Inc.</b>	
504,900	Term Loan, 6.13%, Maturing May 13, 2010	510,580
	<b>Sybron Dental Management, Inc.</b>	
754,601	Term Loan, 4.68%, Maturing June 6, 2009	759,435
	<b>Team Health, Inc.</b>	
1,119,000	Term Loan, 6.56%, Maturing March 23, 2011	1,121,798
	<b>Triad Hospitals Holdings, Inc.</b>	
1,445,632	Term Loan, 5.10%, Maturing March 31, 2008	1,472,035
	<b>Vanguard Health Holding Co., LLC</b>	
1,654,181	Term Loan, 6.34%, Maturing September 23, 2011	1,688,557
	<b>VWR International, Inc.</b>	
617,850	Term Loan, 5.17%, Maturing April 7, 2011	629,757
		\$ 27,960,409

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<b>Home Furnishings 3.1%</b>			
\$	436,000	<b>General Binding Corp.</b> Term Loan, 6.97%, Maturing January 15, 2008	\$ 436,818
	1,532,720	<b>Interline Brands, Inc.</b> Term Loan, 5.34%, Maturing December 31, 2010	1,551,879
	1,396,500	<b>Jarden Corp.</b> Term Loan, 5.09%, Maturing January 24, 2012	1,416,575
	394,568	<b>Juno Lighting, Inc.</b> Term Loan, 5.37%, Maturing November 21, 2010	402,460
	1,575,200	<b>Knoll, Inc.</b> Term Loan, 5.95%, Maturing September 30, 2011	1,595,875
	1,465,619	<b>Sealy Mattress Co.</b> Term Loan, 4.88%, Maturing April 6, 2012	1,496,152
	1,950,744	<b>Simmons Co.</b> Term Loan, 5.63%, Maturing December 19, 2011	1,987,320
	982,500	<b>Tempur-Pedic, Inc.</b> Term Loan, 5.34%, Maturing June 30, 2009	991,711
			\$ <b>9,878,790</b>
<b>Industrial Equipment 1.9%</b>			
	277,200	<b>Alliance Laundry Holdings, LLC</b> Term Loan, 4.97%, Maturing January 27, 2012	280,781
	101,000	<b>Bucyrus International, Inc.</b> Term Loan, 4.72%, Maturing July 28, 2010	103,020
	1,065,936	<b>Chart Industries, Inc.</b> Term Loan, 6.63%, Maturing September 15, 2009	1,073,930
	600,863	<b>Colfax Corp.</b> Term Loan, 5.38%, Maturing November 30, 2011	609,625
	1,129,339	<b>Flowserve Corp.</b> Term Loan, 5.84%, Maturing June 30, 2009	1,151,220
	271,514	<b>Gleason Corp.</b> Term Loan, 5.60%, Maturing July 27, 2011	276,265
	750,000	Term Loan, 8.10%, Maturing January 31, 2012	766,875

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		<b>Itron, Inc.</b>	
\$	700,608	Term Loan, 5.39%, Maturing December 17, 2010	\$ 709,074
		<b>Maxim Crane Works, L.P.</b>	
	475,000	Term Loan, 5.80%, Maturing January 28, 2010	485,094
	510,000	Term Loan, 8.56%, Maturing January 28, 2012	528,806
			\$ <b>5,984,690</b>
<b>Insurance</b>	<b>3.1%</b>		
		<b>Alliant Resources Group, Inc.</b>	
	992,500	Term Loan, 6.88%, Maturing August 31, 2011	997,463
		<b>CCC Information Services Group</b>	
	1,033,811	Term Loan, 5.85%, Maturing August 20, 2010	1,046,733
		<b>Conseco, Inc.</b>	
	2,876,702	Term Loan, 6.35%, Maturing June 22, 2010	2,934,236
		<b>Hilb, Rogal &amp; Hobbs Co.</b>	
	3,318,857	Term Loan, 5.38%, Maturing December 15, 2011	3,377,976
		<b>U.S.I. Holdings Corp.</b>	
	985,000	Term Loan, 5.23%, Maturing August 11, 2007	990,233
	670,000	Term Loan, 5.27%, Maturing August 11, 2008	673,560
			\$ <b>10,020,201</b>
<b>Leisure Goods/Activities/Movies</b>	<b>6.7%</b>		
		<b>Alliance Atlantis Communications, Inc.</b>	
	339,000	Term Loan, 4.61%, Maturing December 31, 2011	344,721
		<b>AMF Bowling Worldwide, Inc.</b>	
	350,056	Term Loan, 5.89%, Maturing August 27, 2009	352,791
		<b>Cinemark, Inc.</b>	
	1,980,000	Term Loan, 4.35%, Maturing March 31, 2011	2,022,695
		<b>Hollywood Entertainment Corp.</b>	
	625,000	Term Loan, 6.35%, Maturing March 31, 2008	627,734
		<b>Loews Cineplex Entertainment Corp.</b>	
	2,073,007	Term Loan, 4.90%, Maturing July 30, 2011	2,111,715

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		<b>Metro-Goldwyn-Mayer Studios, Inc.</b>	
\$	4,477,500	Term Loan, 5.35%, Maturing April 30, 2011	\$ 4,487,995
		<b>Regal Cinemas Corp.</b>	
	4,463,650	Term Loan, 5.09%, Maturing November 10, 2010	4,546,545
		<b>Six Flags Theme Parks, Inc.</b>	
	337,500	Revolving Loan, 2.37%, Maturing June 30, 2008	331,594
	2,246,630	Term Loan, 5.25%, Maturing June 30, 2009	2,285,245
		<b>Universal City Development Partners, Ltd.</b>	
	1,007,475	Term Loan, 4.73%, Maturing June 9, 2011	1,025,106
		<b>WMG Acquisition Corp.</b>	
	3,366,000	Term Loan, 5.21%, Maturing February 28, 2011	3,397,206
			\$ <b>21,533,347</b>
<b>Lodging and Casinos</b>	<b>4.5%</b>		
		<b>Alliance Gaming Corp.</b>	
	1,696,174	Term Loan, 5.65%, Maturing September 5, 2009	1,706,775
		<b>Ameristar Casinos, Inc.</b>	
	294,255	Term Loan, 5.06%, Maturing December 31, 2006	299,098
	1,176,214	Term Loan, 5.06%, Maturing December 31, 2006	1,196,063
		<b>Argosy Gaming Co.</b>	
	1,144,250	Term Loan, 4.85%, Maturing June 30, 2011	1,153,309
		<b>CNL Hospitality Partners, L.P.</b>	
	528,528	Term Loan, 5.25%, Maturing October 13, 2006	538,438
		<b>CNL Resort Hotel, L.P.</b>	
	850,000	Term Loan, 5.34%, Maturing August 18, 2006	850,000
		<b>Globalcash Access, LLC</b>	
	285,048	Term Loan, 5.60%, Maturing March 10, 2010	290,036
		<b>Isle of Capri Casinos, Inc.</b>	
	1,211,963	Term Loan, 4.53%, Maturing February 4, 2012	1,230,445
		<b>Marina District Finance Co., Inc.</b>	
	1,471,313	Term Loan, 4.99%, Maturing October 14, 2011	1,491,237

		<b>Penn National Gaming, Inc.</b>	
\$	400,127	Term Loan, 5.55%, Maturing July 31, 2006	\$ 402,128
		<b>Pinnacle Entertainment, Inc.</b>	
	735,000	Term Loan, 5.85%, Maturing August 27, 2010	748,322
		<b>Seminole Tribe of Florida</b>	
	350,000	Term Loan, 4.88%, Maturing September 30, 2011	354,594
		<b>Venetian Casino Resort, LLC</b>	
	2,031,035	Term Loan, 4.81%, Maturing June 15, 2011	2,058,708
		<b>Wyndham International, Inc.</b>	
	1,524,417	Term Loan, 7.56%, Maturing June 30, 2006	1,531,245
		<b>Wynn Las Vegas, LLC</b>	
	665,000	Term Loan, 4.98%, Maturing December 14, 2011	677,572
			<b>\$ 14,527,970</b>
<b>Nonferrous Metals/Minerals 2.3%</b>			
		<b>Compass Minerals Group, Inc.</b>	
	395,099	Term Loan, 5.60%, Maturing November 28, 2009	400,778
		<b>Consol Energy, Inc.</b>	
	740,000	Term Loan, 5.19%, Maturing June 30, 2010	740,232
		<b>Foundation Coal Corp.</b>	
	778,191	Term Loan, 5.03%, Maturing July 30, 2011	792,004
		<b>ICG, LLC</b>	
	473,813	Term Loan, 5.36%, Maturing November 5, 2010	482,104
		<b>International Mill Service, Inc.</b>	
	249,375	Term Loan, 5.35%, Maturing December 31, 2010	253,427
	1,000,000	Term Loan, 8.60%, Maturing October 26, 2011	1,017,500
		<b>Magnequench, Inc.</b>	
	435,466	Term Loan, 10.27%, Maturing September 30, 2009	440,365
	500,000	Term Loan, 13.77%, Maturing December 31, 2009	505,625
		<b>Novelis, Inc.</b>	
	649,558	Term Loan, 4.50%, Maturing January 6, 2012	660,885
	1,126,212	Term Loan, 4.50%, Maturing January 6, 2012	1,146,061

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		<b>Stillwater Mining Co.</b>	
\$	936,949	Term Loan, 6.23%, Maturing June 30, 2007	\$ 958,031
			<b>\$ 7,397,012</b>
<b>Oil and Gas 6.0%</b>			
		<b>Beldon &amp; Blake Corp.</b>	
	445,257	Term Loan, 5.05%, Maturing July 21, 2011	452,492
		<b>Dresser Rand Group, Inc.</b>	
	444,431	Term Loan, 5.35%, Maturing October 29, 2011	452,765
		<b>Dresser, Inc.</b>	
	254,878	Term Loan, 5.60%, Maturing April 10, 2009	260,294
		<b>Dynegy Holdings, Inc.</b>	
	2,630,125	Term Loan, 6.72%, Maturing May 28, 2010	2,688,482
		<b>El Paso Corp.</b>	
	1,071,750	Term Loan, 5.27%, Maturing November 23, 2009	1,086,487
	2,269,952	Term Loan, 5.63%, Maturing November 23, 2009	2,304,712
		<b>Getty Petroleum Marketing, Inc.</b>	
	1,520,000	Term Loan, 6.36%, Maturing May 19, 2010	1,547,550
		<b>LB Pacific, L.P.</b>	
	545,000	Term Loan, 6.01%, Maturing March 3, 2012	555,559
		<b>Lyondell-Citgo Refining, L.P.</b>	
	942,875	Term Loan, 4.59%, Maturing May 21, 2007	957,607
		<b>Magellan Midstream Holdings, L.P.</b>	
	1,349,928	Term Loan, 5.09%, Maturing December 10, 2011	1,373,552
		<b>Mainline, L.P.</b>	
	800,000	Term Loan, 5.43%, Maturing December 17, 2011	810,000
		<b>Semgroup, L.P.</b>	
	267,692	Term Loan, 7.50%, Maturing August 27, 2008	270,871
	312,308	Term Loan, 7.50%, Maturing August 27, 2008	316,016
		<b>Sprague Energy Corp.</b>	
	514,286	Revolving Loan, 2.48%, Maturing August 10, 2007	513,000



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		<b>The Premcor Refining Group, Inc.</b>	
\$	2,000,000	Term Loan, 4.44%, Maturing April 13, 2009	\$ 2,027,500
		<b>Universal Compression, Inc.</b>	
	555,000	Term Loan, 4.85%, Maturing February 15, 2012	563,758
		<b>Williams Production RMT Co.</b>	
	2,952,637	Term Loan, 5.31%, Maturing May 30, 2007	3,004,309
			<b>\$ 19,184,954</b>
<b>Publishing</b>	<b>9.2%</b>		
		<b>Advanstar Communications, Inc.</b>	
	243,714	Term Loan, 7.35%, Maturing November 17, 2007	245,491
		<b>Advertising Directory Solution</b>	
	1,371,563	Term Loan, 6.60%, Maturing May 9, 2010	1,405,137
	723,248	Term Loan, 4.85%, Maturing November 9, 2011	726,035
		<b>ALM Media Holdings, Inc.</b>	
	714,717	Term Loan, 6.21%, Maturing March 4, 2010	722,310
		<b>American Media Operations, Inc.</b>	
	116,116	Term Loan, 5.56%, Maturing April 1, 2006	115,971
	1,098,681	Term Loan, 5.31%, Maturing April 1, 2007	1,116,878
	873,909	Term Loan, 5.31%, Maturing April 1, 2008	888,657
		<b>CBD Media, LLC</b>	
	500,000	Term Loan, 5.09%, Maturing December 31, 2009	507,396
		<b>Dex Media East, LLC</b>	
	1,366,083	Term Loan, 4.69%, Maturing November 8, 2008	1,387,428
	1,631,864	Term Loan, 4.62%, Maturing May 8, 2009	1,661,017
		<b>Dex Media West, LLC</b>	
	658,904	Term Loan, 4.91%, Maturing September 9, 2009	669,291
	2,099,087	Term Loan, 4.66%, Maturing March 9, 2010	2,136,039
		<b>Freedom Communications</b>	
	1,425,000	Term Loan, 4.60%, Maturing May 18, 2012	1,451,006

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	<b>Herald Media, Inc.</b>	
\$ 148,875	Term Loan, 5.56%, Maturing July 22, 2011	\$ 151,620
500,000	Term Loan, 8.56%, Maturing January 22, 2012	509,688
	<b>Lamar Media Corp.</b>	
2,493,750	Term Loan, 4.53%, Maturing June 30, 2010	2,526,869
	<b>Liberty Group Operating, Inc.</b>	
725,000	Term Loan, 6.75%, Maturing February 28, 2012	736,328
	<b>Merrill Communications, LLC</b>	
696,565	Term Loan, 5.22%, Maturing February 9, 2009	706,361
	<b>Morris Publishing Group, LLC</b>	
790,000	Term Loan, 4.63%, Maturing September 30, 2010	796,666
1,197,000	Term Loan, 4.88%, Maturing March 31, 2011	1,213,833
	<b>Nebraska Book Co., Inc.</b>	
480,150	Term Loan, 5.88%, Maturing March 4, 2011	487,952
	<b>R.H. Donnelley Corp.</b>	
134,799	Term Loan, 4.68%, Maturing December 31, 2009	136,350
2,800,188	Term Loan, 4.73%, Maturing June 30, 2010	2,851,101
	<b>Source Media, Inc.</b>	
248,471	Term Loan, 5.34%, Maturing November 8, 2011	252,353
250,000	Term Loan, 8.46%, Maturing August 30, 2012	255,391
	<b>SP Newsprint Co.</b>	
969,921	Term Loan, 5.59%, Maturing January 9, 2010	990,532
516,316	Term Loan, 5.85%, Maturing January 9, 2010	525,351
	<b>Sun Media Corp.</b>	
2,396,087	Term Loan, 4.73%, Maturing February 7, 2009	2,435,522
	<b>Transwestern Publishing Co., LLC</b>	
396,563	Term Loan, 4.52%, Maturing February 25, 2011	398,545
792,002	Term Loan, 7.50%, Maturing February 25, 2011	801,571
	<b>Weekly Reader Corp.</b>	
750,000	Term Loan, 6.76%, Maturing March 18, 2009	751,406
		<b>\$ 29,560,095</b>

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<b>Radio and Television 4.9%</b>			
\$	300,000	<b>Adams Outdoor Advertising, L.P.</b> Term Loan, 6.17%, Maturing April 15, 2012	\$ 304,969
	925,157	<b>Block Communications, Inc.</b> Term Loan, 5.35%, Maturing November 30, 2009	933,830
	1,998,142	<b>CanWest Media, Inc.</b> Term Loan, 5.04%, Maturing August 15, 2009	2,029,363
	3,270,303	<b>DirecTV Holdings, LLC</b> Term Loan, 4.56%, Maturing March 6, 2010	3,281,340
	997,500	<b>Gray Television, Inc.</b> Term Loan, 4.35%, Maturing December 31, 2010	1,012,047
	534,505	<b>NEP Supershooters, L.P.</b> Term Loan, 10.85%, Maturing August 3, 2011	530,496
	670,846	<b>Nexstar Broadcasting, Inc.</b> Term Loan, 6.35%, Maturing December 31, 2010	674,200
	366,317	Term Loan, 6.50%, Maturing December 31, 2010	368,149
	1,488,680	<b>Rainbow National Services, LLC</b> Term Loan, 5.69%, Maturing March 31, 2012	1,512,561
	1,200,000	<b>Raycom National, LLC</b> Term Loan, 4.56%, Maturing February 24, 2012	1,218,000
	1,246,843	<b>Spanish Broadcasting System</b> Term Loan, 6.10%, Maturing October 31, 2009	1,267,105
	2,650,000	<b>Susquehanna Media Co.</b> Term Loan, 5.17%, Maturing March 31, 2012	2,699,688
			<b>\$ 15,831,748</b>
<b>Rail Industries 0.4%</b>			
	369,075	<b>Kansas City Southern Industries, Inc.</b> Term Loan, 4.53%, Maturing March 30, 2008	375,488
	685,289	<b>Railamerica, Inc.</b> Term Loan, 4.88%, Maturing September 29, 2011	699,280

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\$	81,009	Term Loan, 4.88%, Maturing September 29, 2011	\$	82,646
			\$	<b>1,157,414</b>
<b>Retailers (Except Food and Drug) 5.2%</b>				
		<b>American Achievement Corp.</b>		
	314,938	Term Loan, 5.25%, Maturing March 25, 2011		320,056
		<b>Amscan Holdings, Inc.</b>		
	496,250	Term Loan, 5.61%, Maturing April 30, 2012		500,592
		<b>Coinmach Laundry Corp.</b>		
	3,781,523	Term Loan, 5.77%, Maturing July 25, 2009		3,833,519
		<b>CSK Auto, Inc.</b>		
	1,980,000	Term Loan, 4.85%, Maturing June 20, 2009		2,002,275
		<b>FTD, Inc.</b>		
	465,588	Term Loan, 5.11%, Maturing February 28, 2011		473,736
		<b>Harbor Freight Tools USA, Inc.</b>		
	995,000	Term Loan, 5.04%, Maturing July 15, 2010		1,004,079
		<b>Home Interiors &amp; Gifts, Inc.</b>		
	681,969	Term Loan, 8.38%, Maturing March 31, 2011		660,487
		<b>Josten's Corp.</b>		
	2,347,400	Term Loan, 5.19%, Maturing December 6, 2011		2,388,235
		<b>Musicland Group, Inc.</b>		
	342,264	Revolving Loan, 2.48%, Maturing August 11, 2008		343,119
		<b>Oriental Trading Co., Inc.</b>		
	1,804,749	Term Loan, 5.38%, Maturing August 4, 2010		1,838,588
		<b>Rent-A-Center, Inc.</b>		
	1,278,440	Term Loan, 4.46%, Maturing June 30, 2010		1,298,255
		<b>Savers, Inc.</b>		
	365,665	Term Loan, 6.77%, Maturing August 4, 2009		368,636
	500,000	Term Loan, 10.48%, Maturing August 4, 2010		506,250
		<b>Travelcenters of Ameria, Inc.</b>		
	1,061,000	Term Loan, 4.51%, Maturing October 1, 2008		1,073,599
			\$	<b>16,611,426</b>

<b>Surface Transport 0.8%</b>			
		<b>Horizon Lines, LLC</b>	
\$	248,125	Term Loan, 5.60%, Maturing July 7, 2011	\$ 250,813
		<b>NFIL Holdings Corp.</b>	
	328,188	Term Loan, 4.40%, Maturing February 27, 2010	333,931
	892,713	Term Loan, 4.91%, Maturing February 27, 2010	906,103
		<b>Sirva Worldwide, Inc.</b>	
	1,197,059	Term Loan, 5.17%, Maturing December 31, 2010	1,181,347
			\$ <b>2,672,194</b>
<b>Telecommunications 8.3%</b>			
		<b>Alaska Communications Systems Holdings, Inc.</b>	
	530,000	Term Loan, 5.09%, Maturing February 1, 2012	539,026
		<b>American Tower, L.P.</b>	
	1,339,875	Term Loan, 4.23%, Maturing August 31, 2011	1,360,287
		<b>Cellular South, Inc.</b>	
	347,375	Term Loan, 4.74%, Maturing May 4, 2011	353,346
		<b>Centennial Cellular Operating Co., LLC</b>	
	1,980,000	Term Loan, 5.46%, Maturing February 9, 2011	2,018,208
		<b>Consolidated Communications, Inc.</b>	
	1,486,656	Term Loan, 5.34%, Maturing October 14, 2011	1,501,522
		<b>D&amp;E Communications, Inc.</b>	
	469,025	Term Loan, 4.92%, Maturing December 31, 2011	474,888
		<b>Fairpoint Communications, Inc.</b>	
	1,130,000	Term Loan, 5.15%, Maturing February 8, 2012	1,148,363
		<b>Iowa Telecommunications Service</b>	
	334,000	Term Loan, 5.08%, Maturing November 23, 2005	339,288
		<b>Nextel Partners Operation Corp.</b>	
	1,325,000	Term Loan, 5.44%, Maturing May 31, 2011	1,346,946

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	<b>nTelos, Inc.</b>	
\$ 648,375	Term Loan, 5.35%, Maturing February 18, 2011	\$ 654,319
	<b>Qwest Corp.</b>	
5,000,000	Term Loan, 7.39%, Maturing June 4, 2007	5,180,080
	<b>SBA Senior Finance, Inc.</b>	
1,956,568	Term Loan, 5.96%, Maturing October 31, 2008	1,995,699
	<b>Spectrasite Communications, Inc.</b>	
1,222,935	Term Loan, 4.52%, Maturing May 23, 2012	1,239,113
	<b>Stratos Global Corp.</b>	
805,000	Term Loan, 5.34%, Maturing December 3, 2010	817,578
	<b>Triton PCS, Inc.</b>	
827,925	Term Loan, 6.10%, Maturing November 18, 2009	845,104
	<b>USA Mobility, Inc.</b>	
156,989	Term Loan, 5.33%, Maturing November 16, 2006	158,167
	<b>Valor Telecom Enterprise, LLC</b>	
1,236,700	Term Loan, 6.24%, Maturing February 14, 2012	1,256,796
	<b>Viasystems, Inc.</b>	
997,500	Term Loan, 6.49%, Maturing September 30, 2009	1,007,682
	<b>Westcom Corp.</b>	
475,000	Term Loan, 5.41%, Maturing December 17, 2010	483,016
600,000	Term Loan, 9.66%, Maturing May 17, 2011	624,000
	<b>Western Wireless Corp.</b>	
3,326,119	Term Loan, 5.72%, Maturing May 28, 2011	3,349,678
	<b>Winstar Communications, Inc.</b>	
169,348	DIP Loan, 0.00%, Maturing December 31, 2005 (2) (3)	61,609
		\$ 26,754,715
<b>Utilities 3.2%</b>		
	<b>Allegheny Energy Supply Co., LLC</b>	
1,835,931	Term Loan, 5.11%, Maturing October 28, 2011	1,863,470
	<b>Coletto Creek WLE, L.P.</b>	
906,820	Term Loan, 5.10%, Maturing June 30, 2011	927,601

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		<b>KGen, LLC</b>		
\$	480,000	Term Loan, 5.64%, Maturing August 5, 2011	\$	483,600
		<b>Murray Energy Corp.</b>		
	750,000	Term Loan, 5.94%, Maturing January 28, 2010		763,125
		<b>NRG Energy, Inc.</b>		
	865,427	Term Loan, 4.33%, Maturing December 20, 2011		879,923
	1,097,962	Term Loan, 5.25%, Maturing December 20, 2011		1,116,353
		<b>Pike Electric, Inc.</b>		
	260,000	Term Loan, 5.00%, Maturing July 1, 2012		264,631
	444,000	Term Loan, 5.06%, Maturing July 1, 2012		451,215
		<b>Plains Resources, Inc.</b>		
	1,006,686	Term Loan, 4.72%, Maturing July 23, 2010		1,020,843
		<b>Reliant Energy, Inc.</b>		
	1,265,000	Term Loan, 6.02%, Maturing December 22, 2010		1,282,055
		<b>Texas Genco, LLC</b>		
	1,150,044	Term Loan, 5.01%, Maturing December 14, 2011		1,167,294
			\$	<b>10,220,110</b>
<b>Total Senior, Floating Rate Interests</b>				
<b>(identified cost \$460,404,800)</b>			\$	<b>465,910,833</b>

**Corporate Bonds & Notes 14.6%**

Principal  
Amount  
(000 s omitted)

Security

<b>Aerospace and Defense 0.2%</b>				
		<b>Argo Tech Corp., Sr. Notes</b>		
	300	9.25%, 6/1/11		324,000
		<b>BE Aerospace, Sr. Sub. Notes, Series B</b>		
	35	8.00%, 3/1/08		34,912
		<b>Sequa Corp.</b>		
	300	8.875%, 4/1/08		316,500
		<b>Standard Aero Holdings, Inc., Sr. Sub. Notes</b>		
	15	8.25%, 9/1/14 (4)		15,600
			\$	<b>691,012</b>

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<b>Air Transport 0.4%</b>			
		<b>American Airlines</b>	
\$	895	7.80%, 10/1/06	\$ 819,983
	15	8.608%, 4/1/11	13,835
	20	7.858%, 10/1/11	20,444
		<b>Continental Airlines</b>	
	294	7.033%, 6/15/11	248,831
		<b>Delta Air Lines</b>	
	6	7.779%, 11/18/05	4,477
	69	9.50%, 11/18/08 (4)	56,925
		<b>Northwest Airlines, Inc.</b>	
	25	8.875%, 6/1/06	21,250
			\$ 1,185,745
<b>Automotive 0.4%</b>			
		<b>Altra Industrial Motion</b>	
	35	9.00%, 12/1/11 (4)	34,825
		<b>Delphi Auto Systems Corp.</b>	
	105	6.55%, 6/15/06	103,247
		<b>Keystone Automotive Operations, Inc., Sr. Sub. Notes</b>	
	470	9.75%, 11/1/13	474,700
		<b>Metaldyne Corp.</b>	
	30	11.00%, 6/15/12	24,450
		<b>Metaldyne Corp., Sr. Notes</b>	
	105	10.00%, 11/1/13 (4)	96,075
		<b>Tenneco Automotive, Inc., Sr. Notes, Series B</b>	
	230	10.25%, 7/15/13	257,600
		<b>Tenneco Automotive, Inc., Sr. Sub. Notes</b>	
	140	8.625%, 11/15/14 (4)	136,850
		<b>TRW Automotive, Inc., Sr. Sub. Notes</b>	
	65	11.00%, 2/15/13	73,125
		<b>United Components, Inc., Sr. Sub. Notes</b>	
	65	9.375%, 6/15/13	65,162
			\$ 1,266,034
<b>Building and Development 0.2%</b>			
		<b>Coleman Cable, Inc., Sr. Notes</b>	
	60	9.875%, 10/1/12 (4)	61,500



		<b>MAAX Corp., Sr. Sub. Notes</b>	
\$	65	9.75%, 6/15/12	\$ 66,625
		<b>Mueller Group, Inc., Sr. Sub. Notes</b>	
	185	10.00%, 4/25/11	200,725
		<b>Mueller Holdings, Inc., Disc. Notes</b>	
	105	14.75%, 4/15/14	72,975
		<b>Owens Corning</b>	
	10	7.70%, 5/1/08 (3)	6,650
		<b>Ply Gem Industries, Inc., Sr. Sub. Notes</b>	
	120	9.00%, 2/15/12	114,000
		<b>RMCC Acquisition Co., Sr. Sub. Notes</b>	
	180	9.50%, 11/1/12 (4)	177,300
			\$ <b>699,775</b>
<b>Business Equipment and Services 0.2%</b>			
		<b>Amerco, Inc.</b>	
	180	9.00%, 3/15/09	189,900
		<b>Quintiles Transnational Corp., Sr. Sub. Notes</b>	
	260	10.00%, 10/1/13	293,800
		<b>Williams Scotsman, Inc., Sr. Notes</b>	
	50	10.00%, 8/15/08	53,750
			\$ <b>537,450</b>
<b>Cable and Satellite Television 0.4%</b>			
		<b>Adelphia Communications, Sr. Notes, Series B</b>	
	270	9.25%, 10/1/32 (3)	228,825
		<b>Charter Communication Holdings II, Sr. Notes</b>	
	60	10.25%, 9/15/10	61,500
		<b>Charter Communications Holdings, LLC, Sr. Notes</b>	
	85	10.25%, 1/15/10	68,637
		<b>Ono Finance PLC, Sr. Notes</b>	
	45	14.00%, 2/15/11	51,412
		<b>PanAmSat Corp.</b>	
	101	9.00%, 8/15/14	107,060
		<b>Rogers Cable, Inc.</b>	
	85	6.75%, 3/15/15	84,150
		<b>UGS Corp., Sr. Sub. Notes</b>	
	545	10.00%, 6/1/12 (4)	604,950
			\$ <b>1,206,534</b>

<b>Chemicals and Plastics</b>		<b>0.9%</b>		
			<b>Avecia Group PLC</b>	
\$	25		11.00%, 7/1/09	\$ 26,250
			<b>BCP Caylux Holdings, Sr. Sub. Notes</b>	
	172		9.625%, 6/15/14	196,940
			<b>Borden U.S. Finance/Nova Scotia Finance, Sr. Notes</b>	
	95		9.00%, 7/15/14 (4)	103,075
			<b>Crystal US Holdings/US Holdings 3, LLC, Sr. Disc. Notes</b>	
	179		10.50%, 10/1/14 (4)	126,195
			<b>Equistar Chemical, Sr. Notes</b>	
	110		10.625%, 5/1/11	124,025
			<b>Hercules, Inc.</b>	
	30		11.125%, 11/15/07	34,500
			<b>Huntsman International, LLC, Sr. Notes</b>	
	80		9.875%, 3/1/09	86,800
			<b>Huntsman, LLC</b>	
	91		11.625%, 10/15/10	106,925
			<b>Innophos, Inc., Sr. Sub. Notes</b>	
	40		8.875%, 8/15/14 (4)	42,200
			<b>Key Plastics, LLC, Jr. Sub. Notes</b>	
	65		4.00%, 4/26/07 (2)	65,807
			<b>Key Plastics, LLC, Sr. Sub. Notes</b>	
	118		7.00%, 4/26/07 (2)	118,595
			<b>Lyondell Chemical Co., Series A</b>	
	40		9.625%, 5/1/07	43,100
			<b>Lyondell Chemical Co., Sr. Notes</b>	
	247		10.50%, 6/1/13	285,285
			<b>Milacron Escrow Corp.</b>	
	315		11.50%, 5/15/11	344,925
			<b>Nalco Co., Sr. Sub. Notes</b>	
	100		8.875%, 11/15/13	107,500
			<b>OM Group, Inc.</b>	
	460		9.25%, 12/15/11	476,100
			<b>Polyone Corp., Sr. Notes</b>	
	130		10.625%, 5/15/10	144,950
			<b>Rhodia SA, Sr. Notes</b>	
	450		10.25%, 6/1/10	492,750
			<b>Solo Cup Co., Sr. Sub. Notes</b>	
	10		8.50%, 2/15/14	10,000
				\$ 2,935,922

<b>Clothing/Textiles 0.3%</b>			
		<b>GFSI, Inc., Sr. Sub. Notes, Series B</b>	
\$	60	9.625%, 3/1/07	\$ 57,900
		<b>Levi Strauss &amp; Co., Sr. Notes</b>	
	270	12.25%, 12/15/12	295,650
		<b>Levi Strauss &amp; Co., Sr. Notes, Variable Rate</b>	
	100	7.73%, 4/1/12 (4)	98,750
		<b>Oxford Industries, Inc., Sr. Notes</b>	
	100	8.875%, 6/1/11	106,500
		<b>Perry Ellis International, Inc., Sr. Sub. Notes</b>	
	60	8.875%, 9/15/13	62,100
		<b>Phillips Van-Heusen, Sr. Notes</b>	
	40	7.25%, 2/15/11	40,800
	100	8.125%, 5/1/13	105,250
		<b>William Carter, Series B</b>	
	104	10.875%, 8/15/11	115,440
			\$ <b>882,390</b>
<b>Commercial Services 0.1%</b>			
		<b>Affinity Group, Inc., Sr. Sub. Notes</b>	
	120	9.00%, 2/15/12	126,600
		<b>Norcross Safety Products LLC/Norcross Capital Corp., Sr. Sub. Notes, Series B</b>	
	150	9.875%, 8/15/11	159,750
		<b>Vertis, Inc., Sub. Notes</b>	
	75	13.50%, 12/7/09 (4)	61,500
			\$ <b>347,850</b>
<b>Conglomerates 0.2%</b>			
		<b>Amsted Industries, Inc., Sr. Notes</b>	
	500	10.25%, 10/15/11 (4)	547,500
		<b>Rexnord Corp.</b>	
	65	10.125%, 12/15/12	71,825
			\$ <b>619,325</b>

<b>Consumer Products 0.1%</b>			
		<b>Fedders North America, Inc.</b>	
\$	95	9.875%, 3/1/14	\$ 71,725
		<b>Samsonite Corp., Sr. Sub. Notes</b>	
	195	8.875%, 6/1/11	205,237
			\$ <b>276,962</b>
<b>Containers and Glass Products 0.3%</b>			
		<b>Crown Euro Holdings SA</b>	
	65	9.50%, 3/1/11	71,662
	340	10.875%, 3/1/13	396,100
		<b>Intertape Polymer US, Inc., Sr. Sub. Notes</b>	
	180	8.50%, 8/1/14	177,855
		<b>Jefferson Smurfit</b>	
	170	8.25%, 10/1/12	175,525
		<b>Owens-Illinois, Inc., Sr. Notes</b>	
	70	8.10%, 5/15/07	72,800
		<b>Pliant Corp.</b>	
	95	11.125%, 6/15/09	85,975
			\$ <b>979,917</b>
<b>Ecological Services and Equipment 0.2%</b>			
		<b>Allied Waste North America, Series B</b>	
	140	8.875%, 4/1/08	145,425
	130	9.25%, 9/1/12	139,750
		<b>IMCO Recycling Escrow, Inc., Sr. Notes</b>	
	70	9.00%, 11/15/14 (4)	73,850
		<b>National Waterworks, Inc., Series B</b>	
	115	10.50%, 12/1/12	128,512
		<b>Waste Services, Inc., Sr. Sub. Notes</b>	
	280	9.50%, 4/15/14 (4)	284,200
			\$ <b>771,737</b>
<b>Electronics/Electrical 0.1%</b>			
		<b>AMI Semiconductor, Inc., Sr. Sub. Notes</b>	
	121	10.75%, 2/1/13	145,502
		<b>CPI HoldCo, Inc., Sr. Notes, Variable Rate</b>	
	50	8.83%, 2/1/15 (4)	48,500
		<b>Danka Business Systems, Sr. Notes</b>	
	25	11.00%, 6/15/10	24,125
			\$ <b>218,127</b>

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<b>Engineering 0.0%</b>				
		<b>Shaw Group, Inc., Sr. Notes</b>		
\$	80	10.75%, 3/15/10	\$	87,200
			\$	<b>87,200</b>
<b>Entertainment 0.3%</b>				
		<b>AMC Entertainment, Inc., Sr. Sub. Notes</b>		
	115	9.875%, 2/1/12		121,900
		<b>LCE Acquisition Corp., Sr. Sub. Notes</b>		
	280	9.00%, 8/1/14 (4)		280,000
		<b>Marquee Holdings, Inc., Sr. Disc. Notes</b>		
	325	12.00%, 8/15/14 (4)		217,750
		<b>Royal Caribbean Cruises, Sr. Notes</b>		
	245	8.75%, 2/2/11		279,606
			\$	<b>899,256</b>
<b>Equipment Leasing 0.0%</b>				
		<b>United Rentals North America, Inc.</b>		
	40	6.50%, 2/15/12		39,100
		<b>United Rentals North America, Inc., Sr. Sub. Notes</b>		
	125	7.00%, 2/15/14		115,000
			\$	<b>154,100</b>
<b>Financial Intermediaries 1.6%</b>				
		<b>Alzette, Variable Rate</b>		
	500	8.691%, 12/15/20		500,000
		<b>Avalon Capital, Ltd. 3, Series 1A, Class D, Variable Rate</b>		
	380	4.82%, 2/24/19 (4)		380,000
		<b>Babson Ltd., Series 2005-1A, Class C1, Variable Rate</b>		
	500	5.315%, 4/15/19 (4)		500,000
		<b>Bryant Park CDO Ltd., Series 2005-1A, Class C, Variable Rate</b>		
	500	4.941%, 1/15/19 (4)		500,000
		<b>Carlyle High Yield Partners, Series 2004-6A, Class C</b>		
	500	5.224%, 8/15/16 (4)		500,000

		<b>Centurion CDO 8 Ltd., Series 2005-8A, Class D, Variable Rate</b>	
\$	500	8.297%, 3/8/17	\$ 500,000
		<b>Dryden Leveraged Loan, Series 2004-6A, Class C1</b>	
	500	4.055%, 7/30/16 (4)	500,000
		<b>E*Trade Financial Corp., Sr. Notes</b>	
	130	8.00%, 6/15/11	134,550
		<b>General Motors Acceptance Corp.</b>	
	225	6.125%, 9/15/06	224,039
		<b>General Motors Acceptance Corp., Variable Rate</b>	
	380	3.92%, 10/20/05	379,192
	95	3.695%, 5/18/06	92,979
		<b>Refco Finance Holdings, LLC, Sr. Sub. Notes</b>	
	315	9.00%, 8/1/12 (4)	335,475
		<b>Stanfield Vantage Ltd., Series 2005-1A, Class D, Variable Rate</b>	
	500	5.337%, 3/21/17	500,000
			\$ <b>5,046,235</b>
<b>Food Products</b>	<b>0.6%</b>		
		<b>American Seafood Group, LLC</b>	
	400	10.125%, 4/15/10	432,000
		<b>ASG Consolidated, LLC/ASG Finance, Inc., Sr. Disc. Notes</b>	
	220	11.50% (0.00% until 2008), 11/1/11 (4)	155,100
		<b>Pierre Foods, Inc., Sr. Sub. Notes</b>	
	175	9.875%, 7/15/12	184,187
		<b>Pinnacle Foods Holdings Corp., Sr. Sub. Notes</b>	
	1,080	8.25%, 12/1/13	928,800
		<b>UAP Holding Corp., Sr. Disc. Notes</b>	
	265	10.75%, 7/15/12	212,000
		<b>United Agricultural Products, Sr. Notes</b>	
	50	8.25%, 12/15/11	52,250
		<b>WH Holdings Ltd./WH Capital Corp., Sr. Notes</b>	
	42	9.50%, 4/1/11	45,570
			\$ <b>2,009,907</b>

<b>Forest Products 0.4%</b>			
\$	80	<b>Boise Cascade, LLC, Sr. Notes, Variable Rate</b> 5.535%, 10/15/12 (4)	\$ 82,000
	260	<b>Caraustar Industries, Inc., Sr. Sub. Notes</b> 9.875%, 4/1/11	274,300
	145	<b>Georgia-Pacific Corp.</b> 9.50%, 12/1/11	171,825
	180	9.375%, 2/1/13	202,050
	250	<b>MDP Acquisitions/JSG Funding PLC, Sr. Notes</b> 9.625%, 10/1/12	270,000
	55	<b>Neenah Paper, Inc., Sr. Notes</b> 7.375%, 11/15/14 (4)	53,075
	155	<b>Newark Group, Inc., Sr. Sub. Notes</b> 9.75%, 3/15/14	158,100
			\$ <b>1,211,350</b>
<b>Healthcare 0.8%</b>			
	130	<b>AMR HoldCo, Inc./EmCare HoldCo, Inc., Sr. Sub. Notes</b> 10.00%, 2/15/15 (4)	135,850
	125	<b>Ardent Health Services, Inc., Sr. Sub. Notes</b> 10.00%, 8/15/13	148,750
	90	<b>HCA, Inc.</b> 5.50%, 12/1/09	89,441
	145	<b>Healthsouth Corp.</b> 7.625%, 6/1/12	139,925
	245	<b>Healthsouth Corp., Sr. Notes</b> 8.375%, 10/1/11	242,550
	120	<b>Inverness Medical Innovations, Inc., Sr. Sub. Notes</b> 8.75%, 2/15/12	122,400
	90	<b>Magellan Health Services, Inc., Sr. Notes, Series A</b> 9.375%, 11/15/08	97,312
	125	<b>Medical Device Manufacturing, Inc., Sr. Sub. Notes, Series B</b> 10.00%, 7/15/12	134,375
	205	<b>Medquest, Inc.</b> 11.875%, 8/15/12	201,925
	70	<b>National Mentor, Inc., Sr. Sub. Notes</b> 9.625%, 12/1/12 (4)	73,325

		<b>National Nephrology Association, Sr. Sub. Notes</b>	
\$	65	9.00%, 11/1/11 (4)	\$ 72,394
		<b>Pacificare Health System</b>	
	146	10.75%, 6/1/09	162,060
		<b>Rotech Healthcare, Inc.</b>	
	5	9.50%, 4/1/12	5,400
		<b>Tenet Healthcare Corp., Sr. Notes</b>	
	30	9.875%, 7/1/14	31,350
		<b>US Oncology, Inc., Sr. Notes</b>	
	120	9.00%, 8/15/12 (4)	127,200
		<b>US Oncology, Inc., Sr. Sub. Notes</b>	
	240	10.75%, 8/15/14 (4)	265,200
		<b>Vanguard Health Holding Co. II LLC, Sr. Sub. Notes</b>	
	255	9.00%, 10/1/14	269,662
		<b>VWR International, Inc., Sr. Sub. Notes</b>	
	120	8.00%, 4/15/14	122,100
			\$ 2,441,219
<b>Home Furnishings</b>	<b>0.0%</b>		
		<b>Interface, Inc., Sr. Sub. Notes</b>	
	20	9.50%, 2/1/14	21,150
		<b>Interline Brands, Inc., Sr. Sub. Notes</b>	
	32	11.50%, 5/15/11	36,640
			\$ 57,790
<b>Industrial Equipment</b>	<b>0.2%</b>		
		<b>Case New Holland, Inc., Sr. Notes</b>	
	110	9.25%, 8/1/11 (4)	117,700
		<b>Manitowoc Co., Inc. (The)</b>	
	29	10.50%, 8/1/12	33,060
		<b>Terex Corp.</b>	
	95	10.375%, 4/1/11	103,787
		<b>Thermadyne Holdings Corp., Sr. Sub. Notes</b>	
	265	9.25%, 2/1/14	255,725
			\$ 510,272
<b>Industrial Gases</b>	<b>0.0%</b>		
		<b>Flowserve Corp.</b>	
	5	12.25%, 8/15/10	5,462
			\$ 5,462



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<b>Information Technology 0.0%</b>				
		<b>Stratus Technologies, Inc., Sr. Notes</b>		
\$	25	10.375%, 12/1/08	\$	24,875
			\$	<b>24,875</b>
<b>Leisure Goods/Activities/Movies 0.0%</b>				
		<b>True Temper Sports, Inc., Sr. Sub. Notes</b>		
	25	8.375%, 9/15/11		23,375
		<b>Universal City Development Partners, Sr. Notes</b>		
	95	11.75%, 4/1/10		108,775
			\$	<b>132,150</b>
<b>Lodging and Casinos 0.8%</b>				
		<b>Ameristar Casinos, Inc.</b>		
	95	10.75%, 2/15/09		104,262
		<b>Chukchansi EDA, Sr. Notes</b>		
	230	14.50%, 6/15/09 (4)		284,050
		<b>Hollywood Casino Shreveport, 1st Mtg. Notes</b>		
	70	13.00%, 8/1/06 (3)		58,100
		<b>Host Marriott L.P., Sr. Notes</b>		
	30	6.375%, 3/15/15 (4)		28,800
		<b>Inn of the Mountain Gods, Sr. Notes</b>		
	165	12.00%, 11/15/10		194,700
		<b>Kerzner International</b>		
	210	8.875%, 8/15/11		226,275
		<b>Majestic Star Casino LLC</b>		
	240	9.50%, 10/15/10		252,300
		<b>Meristar Hospitality Operations/Finance</b>		
	130	10.50%, 6/15/09		139,750
		<b>Mohegan Tribal Gaming, Sr. Sub. Notes</b>		
	60	8.00%, 4/1/12		63,900
		<b>MTR Gaming Group, Series B</b>		
	110	9.75%, 4/1/10		120,450
		<b>OED Corp. / Diamond Jo</b>		
	140	8.75%, 4/15/12		132,650

		<b>Premier Entertainment Biloxi, LLC/Premier Finance Biloxi Corp.</b>	
\$	15	10.75%, 2/1/12	\$ 15,375
		<b>Seneca Gaming Corp., Sr. Notes</b>	
	105	7.25%, 5/1/12	105,000
		<b>Trump Atlantic City Associates, Inc.</b>	
	295	11.25%, 5/1/06 (3)	290,575
		<b>Trump Holdings and Funding, Sr. Notes</b>	
	275	11.625%, 3/15/10 (3)	300,437
		<b>Waterford Gaming LLC, Sr. Notes</b>	
	395	8.625%, 9/15/12 (4)	416,725
			<b>\$ 2,733,349</b>
<b>Manufacturing 0.0%</b>			
		<b>Aearo Co. I, Sr. Sub. Notes</b>	
	65	8.25%, 4/15/12	68,900
			<b>\$ 68,900</b>
<b>Nonferrous Metals/Minerals 0.1%</b>			
		<b>Alpha Natural Resources, Sr. Notes</b>	
	75	10.00%, 6/1/12 (4)	84,375
		<b>General Cable Corp., Sr. Notes</b>	
	45	9.50%, 11/15/10	49,725
		<b>Ispat Inland ULC, Sr. Notes</b>	
	127	9.75%, 4/1/14	149,225
			<b>\$ 283,325</b>
<b>Oil and Gas 1.0%</b>			
		<b>ANR Pipeline Co.</b>	
	70	8.875%, 3/15/10	76,049
		<b>Coastal Corp., Sr. Debs.</b>	
	130	9.625%, 5/15/12	142,350
		<b>Dresser, Inc.</b>	
	110	9.375%, 4/15/11	117,150
		<b>Dynegy Holdings, Inc., Sr. Notes</b>	
	5	10.125%, 7/15/13 (4)	5,475
		<b>Dynegy Holdings, Inc., Sr. Debs.</b>	
	20	7.625%, 10/15/26	15,525
		<b>El Paso Corp.</b>	
	105	6.95%, 12/15/07	106,837
		<b>El Paso Production Holding Co.</b>	
	95	7.75%, 6/1/13	96,662

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		<b>Giant Industries</b>	
\$	130	8.00%, 5/15/14	\$ 130,650
		<b>Hanover Compressor Co., Sr. Sub. Notes</b>	
	355	0.00%, 3/31/07	314,175
		<b>Hanover Equipment Trust 01, Series B</b>	
	70	8.75%, 9/1/11	74,200
		<b>Northwest Pipeline Corp.</b>	
	70	8.125%, 3/1/10	75,250
		<b>Parker Drilling Co., Sr. Notes</b>	
	85	9.625%, 10/1/13	94,350
		<b>Petrobras International Finance Co.</b>	
	30	7.75%, 9/15/14	29,550
		<b>Plains E&amp;P Co., Sr. Sub. Notes</b>	
	115	8.75%, 7/1/12	125,925
		<b>Port Arthur Finance Corp.</b>	
	287	12.50%, 1/15/09	333,773
		<b>Premcor Refining Group, Sr. Notes</b>	
	210	9.50%, 2/1/13	235,725
		<b>Premcor Refining Group, Sr. Sub. Notes</b>	
	40	7.75%, 2/1/12	41,500
		<b>SESI, LLC</b>	
	220	8.875%, 5/15/11	235,950
		<b>Southern Natural Gas</b>	
	50	8.875%, 3/15/10	54,465
	150	8.00%, 3/1/32	161,800
		<b>Titan Petrochemicals Group, Ltd.</b>	
	35	8.50%, 3/18/12 (4)	32,900
		<b>Transmontaigne, Inc., Sr. Sub. Notes</b>	
	320	9.125%, 6/1/10	340,800
		<b>United Refining Co., Sr. Notes</b>	
	135	10.50%, 8/15/12	136,350
	70	10.50%, 8/15/12 (4)	70,700
		<b>Williams Cos., Inc. (The)</b>	
	45	8.75%, 3/15/32	53,663
			\$ <b>3,101,774</b>
<b>Publishing</b>	<b>0.8%</b>		
		<b>Advanstar Communications, Inc.</b>	
	185	10.75%, 8/15/10	206,738

		<b>Advanstar Communications, Inc., Variable Rate</b>	
\$	1,478	10.294%, 8/15/08	\$ 1,536,600
		<b>Advertising Directory Solutions, Sr. Notes</b>	
	45	9.25%, 11/15/12 (4)	47,475
		<b>American Media Operations, Inc., Series B</b>	
	170	10.25%, 5/1/09	175,950
		<b>CBD Media, Inc., Sr. Sub. Notes</b>	
	70	8.625%, 6/1/11	72,450
		<b>Dex Media East LLC</b>	
	80	9.875%, 11/15/09	88,400
		<b>Dex Media West LLC, Sr. Sub. Notes</b>	
	217	9.875%, 8/15/13	243,040
		<b>Houghton Mifflin Co., Sr. Sub. Notes</b>	
	190	9.875%, 2/1/13	196,650
		<b>Primedia, Inc.</b>	
	35	8.875%, 5/15/11	36,663
			\$ <b>2,603,966</b>
<b>Radio and Television</b>	<b>1.4%</b>		
		<b>CanWest Media, Inc., Sr. Sub. Notes</b>	
	120	10.625%, 5/15/11	131,400
	217	8.00%, 9/15/12	229,805
		<b>CSC Holdings, Inc., Sr. Sub. Notes</b>	
	180	10.50%, 5/15/16	198,900
		<b>Fisher Communications, Inc., Sr. Notes</b>	
	55	8.625%, 9/15/14	59,125
		<b>Insight Communications, Sr. Disc. Notes</b>	
	445	12.25%, 2/15/11	445,000
		<b>Kabel Deutschland GMBH</b>	
	345	10.625%, 7/1/14 (4)	382,950
		<b>LBI Media, Inc., Sr. Disc. Notes</b>	
	80	11.00%, 10/15/13	59,200
		<b>Muzak LLC/Muzak Finance, Sr. Notes</b>	
	20	10.00%, 2/15/09	16,500
		<b>Nexstar Finance Holdings LLC, Inc., Sr. Disc. Notes</b>	
	230	11.375%, 4/1/13	181,700

		<b>Nextmedia Operating, Inc.</b>	
\$	120	10.75%, 7/1/11	\$ 131,550
		<b>Paxson Communications Corp.</b>	
	65	12.25%, 1/15/09	60,775
		<b>Paxson Communications Corp., Variable Rate</b>	
	2,000	5.41%, 1/15/10 (4)	2,015,000
		<b>Rainbow National Services, LLC, Sr. Notes</b>	
	100	8.75%, 9/1/12 (4)	108,000
		<b>Rainbow National Services, LLC, Sr. Sub. Debs.</b>	
	380	10.375%, 9/1/14 (4)	426,550
		<b>Sinclair Broadcast Group, Inc., Convertible Bond</b>	
	35	4.875%, 7/15/18	30,713
			\$ <b>4,477,168</b>
<b>Rail Industries 0.0%</b>			
		<b>Progress Rail Services Corp., Sr. Notes</b>	
	105	7.75%, 4/1/12 (4)	105,525
			\$ <b>105,525</b>
<b>Retailers (Except Food and Drug) 0.1%</b>			
		<b>Coinmach Corp., Sr. Notes</b>	
	29	9.00%, 2/1/10	30,305
		<b>Home Interiors &amp; Gifts, Inc.</b>	
	40	10.125%, 6/1/08	33,200
		<b>JC Penny Co., Inc.</b>	
	75	7.125%, 11/15/23	76,125
		<b>Jostens Holding Corp., Sr. Disc. Notes</b>	
	45	10.25%, 12/1/13	33,075
			\$ <b>172,705</b>
<b>Semiconductors 0.3%</b>			
		<b>Advanced Micro Devices, Inc., Sr. Notes</b>	
	415	7.75%, 11/1/12 (4)	409,813
		<b>Amkor Technologies, Inc.</b>	
	60	5.75%, 6/1/06	57,150
		<b>Amkor Technologies, Inc., Sr. Notes</b>	
	45	7.125%, 3/15/11	38,138
	445	7.75%, 5/15/13	376,025
		<b>STATS ChipPAC Ltd., Sr. Notes</b>	
	70	6.75%, 11/15/11 (4)	66,500
			\$ <b>947,626</b>

<b>Surface Transport 0.1%</b>			
\$	150	<b>Horizon Lines, LLC</b> 9.00%, 11/1/12 (4)	\$ 160,500
	45	<b>OMI Corp., Sr. Notes</b> 7.625%, 12/1/13	46,969
	15	<b>Petroleum Helicopters, Series B</b> 9.375%, 5/1/09	16,013
	70	<b>Quality Distribution LLC/QD Capital Corp.</b> 9.00%, 11/15/10	68,950
			\$ <b>292,432</b>
<b>Telecommunications 1.8%</b>			
	60	<b>AirGate PCS, Inc., Sr. Notes, Variable Rate</b> 6.41%, 10/15/11 (4)	61,500
	90	<b>Alamosa Delaware, Inc., Sr. Disc. Notes</b> 12.00%, 7/31/09	98,325
	225	<b>Alamosa Delaware, Inc., Sr. Notes</b> 11.00%, 7/31/10	257,063
	15	8.50%, 1/31/12	15,619
	74	<b>American Tower Corp., Sr. Notes</b> 9.375%, 2/1/09	78,070
	17	<b>Centennial Cellular Operating Co., LLC, Sr. Sub. Notes</b> 10.75%, 12/15/08	17,595
	320	<b>Centennial Cellular Operating Co./Centennial Communications Corp., Sr. Notes</b> 10.125%, 6/15/13	355,200
	235	<b>Inmarsat Finance PLC</b> 7.625%, 6/30/12	235,000
	175	<b>LCI International, Inc., Sr. Notes</b> 7.25%, 6/15/07	165,813
	110	<b>New Skies Satellites NV, Sr. Notes, Variable Rate</b> 7.438%, 11/1/11 (4)	112,750
	145	<b>New Skies Satellites NV, Sr. Sub. Notes</b> 9.125%, 11/1/12 (4)	148,625

		<b>Nextel Communications, Inc., Sr. Notes</b>	
\$	10	7.375%, 8/1/15	\$ 10,613
		<b>Nextel Partners, Inc., Sr. Notes</b>	
	11	12.50%, 11/15/09	12,155
		<b>Nortel Networks Ltd.</b>	
	410	4.25%, 9/1/08	381,300
		<b>Qwest Capital Funding, Inc.</b>	
	250	7.75%, 8/15/06	254,063
	25	7.90%, 8/15/10	24,063
		<b>Qwest Services Corp.</b>	
	135	13.00%, 12/15/07 (4)	150,863
	238	14.00%, 12/15/10 (4)	276,675
		<b>Rogers Wireless, Inc.</b>	
	300	7.50%, 3/15/15	311,250
		<b>Rogers Wireless, Inc., Sr. Sub. Notes</b>	
	90	8.00%, 12/15/12	92,925
		<b>Rogers Wireless, Inc., Variable Rate</b>	
	790	6.135%, 12/15/10	821,600
		<b>Rural Cellular Corp., Variable Rate</b>	
	1,500	7.51%, 3/15/10	1,545,000
		<b>SBA Telecommunications, Sr. Disc. Notes</b>	
	90	9.75%, 12/15/11	78,075
		<b>UbiquiTel Operating Co., Sr. Notes</b>	
	215	9.875%, 3/1/11	238,113
		<b>Western Wireless Corp., Sr. Notes</b>	
	170	9.25%, 7/15/13	194,650
			\$ <b>5,936,905</b>
<b>Utilities</b>	<b>0.3%</b>		
		<b>AES Corp., Sr. Notes</b>	
	15	9.375%, 9/15/10	16,613
	25	8.75%, 5/15/13 (4)	27,375
	15	9.00%, 5/15/15 (4)	16,575
		<b>Calpine Corp., Sr. Notes</b>	
	75	8.25%, 8/15/05	75,375
	185	7.625%, 4/15/06	180,375
		<b>Mission Energy Holding Co.</b>	
	115	13.50%, 7/15/08	138,575

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		<b>NRG Energy, Inc., Sr. Notes</b>	
\$	101	8.00%, 12/15/13 (4)	\$ 107,313
		<b>Orion Power Holdings, Inc., Sr. Notes</b>	
	380	12.00%, 5/1/10	463,600
		<b>Reliant Energy, Inc.</b>	
	35	9.25%, 7/15/10	37,625
			<b>\$ 1,063,426</b>

**Total Corporate Bonds & Notes  
(identified cost \$45,619,468)** **\$ 46,985,697**

**Common Stocks 0.4%**

**Shares**

975	Crown Castle International Corp. (5)	15,649
4,043	Crown Castle International Corp., (PIK)	204,677
2,992	Environmental Systems Products (2) (5) (6)	77,582
10,443	Hayes Lemmerz International (5)	53,364
8	Knowledge Universe, Inc. (2) (6)	11,862
24,880	Maxim Crane Works Holdings (2) (5)	528,700
31,662	Thermadyne Holdings Corp. (5)	385,960

**Total Common Stocks  
(identified cost, \$1,028,320)** **\$ 1,277,794**

**Preferred Stocks 0.0%**

35	Hayes Lemmerz International, Series A (2) (5) (6)	773
15	Key Plastics, LLC, Series A (2) (5) (6)	14,856
1,790	Williams Cos., Inc. (The) (4)	162,890

**Total Preferred Stocks  
(identified cost, \$107,406)** **\$ 178,519**

**Warrants 0.0%**

**Shares/Rights**

210	American Tower Corp., Exp. 8/1/08 (5)	47,145
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\$	105	Mueller Holdings, Inc., Exp. 4/15/14 (5)	\$	8,426
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<b>Total Warrants</b> <b>(identified cost, \$14,075)</b>			\$	<b>55,571</b>
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**Closed-End Investment Companies 2.1%**

<b>Shares</b>				
	90,000	ING Prime Rate Trust	\$	656,100
	725,000	Van Kampen Senior Income Trust		6,177,000

<b>Total Closed-End Investment Companies</b> <b>(identified cost, \$6,291,972)</b>				<b>6,833,100</b>
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**Short-Term Investments 4.2%**

Principal Amount	Maturity Date	Borrower	Rate	Amount
6,438,000	04/01/05	General Electric Co. Commercial Paper	2.83%	6,437,495
2,000,000	04/01/05	Investors Bank and Trust Company Time Deposit	2.85%	2,000,000
5,000,000	04/05/05	Prudential Funding, LLC Commercial Paper	2.77%	4,998,076

<b>Total Short-Term Investments</b> <b>(at amortized cost)</b>			\$	<b>13,435,571</b>
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<b>Total Investments 165.9%</b> <b>(identified cost \$526,901,611)</b>			\$	<b>534,677,085</b>
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<b>Other Assets, Less Liabilities (31.8)%</b>			\$	<b>(102,445,883)</b>
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<b>Auction Preferred Shares Plus Cumulative Unpaid Dividends (34.1)%</b>			\$	<b>(110,027,255)</b>
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<b>Net Assets Applicable to Common Shares 100.0%</b>			\$	<b>322,203,947</b>
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Note: The Trust has made commitments to fund specified amounts under certain existing credit arrangements. Pursuant to the terms of these arrangements, the Trust had unfunded loan commitments of \$5,462,353 as of March 31, 2005.

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PIK - Payment In Kind.

- (1) Senior floating-rate interests often require prepayments from excess cash flows or permit the borrower to repay at its election. The degree to which borrowers repay, whether as a contractual requirement or at their election, cannot be predicted with accuracy. As a result, the actual remaining maturity may be substantially less than the stated maturities shown. However, it is anticipated that the senior floating-rate interests will have an expected average life of approximately two to three years. The stated interest rate represents the weighted average interest rate of all contracts within the senior loan facility. Senior Loans typically have rates of interest which are redetermined either daily, monthly, quarterly or semi-annually by reference to a base lending rate, plus a premium. These base lending rates are primarily the London-Interbank Offered Rate ( LIBOR ), and secondarily the prime rate offered by one or more major United States banks (the Prime Rate ) and the certificate of deposit ( CD ) rate or other base lending rates used by commercial lenders.
- (2) Security valued at fair value using methods determined in good faith by or at the direction of the Trustees.
- (3) Defaulted security.
- (4) 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 March 31, 2005, the aggregate value of the securities is \$12,574,768 or 3.9% of the Trust's net assets.
- (5) Non-income producing security.
- (6) Restricted security.

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The Trust had the following swap agreements outstanding at March 31, 2005:

At March 31, 2005, the Trust had entered into credit default swaps with Credit Suisse First Boston dated February 6, 2004 whereby the Trust will receive 2.45% per year times the notional amount of \$2,000,000. The Trust makes payment only upon a default event on underlying loan assets (47 in total, each representing 2.128% of the notional value of the swap).

At March 31, 2005, the Trust had entered into credit default swaps with Lehman Brothers Special Financing, Inc. dated March 15, 2005 whereby the Trust will receive 2.2% per year times the notional amount of \$1,500,000. The Trust makes payment only upon a default event on the underlying loan asset, Inergy, L.P.

At March 31, 2005, the Trust had sufficient cash segregated to cover potential obligations arising from open swap contracts.

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

<b>Aggregate cost</b>	<b>\$</b>	<b>526,921,438</b>
Gross unrealized appreciation	\$	8,737,511
Gross unrealized depreciation		(981,864)
<b>Net unrealized appreciation</b>	<b>\$</b>	<b>7,755,647</b>

At March 31, 2005, the Trust owned the following securities (representing less than 0.1% of net assets) 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 fair 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.

Description	Date of Acquisition	Shares/Face	Cost	Fair Value
<b>Common Stocks</b>				
Environmental Systems Products	10/24/00	2,992	\$ 0	\$ 77,582
Knowledge Universe, Inc.	5/14/03	8	8,000	11,862
			<b>\$ 8,000</b>	<b>\$ 89,444</b>
<b>Preferred Stocks</b>				
Hayes Lemmerz International, Series A	6/04/03	35	\$ 1,750	\$ 773
Key Plastics, LLC, Series A	4/26/01	15	15,231	14,856
			<b>\$ 16,981</b>	<b>\$ 15,629</b>

\$ 24,981 \$ 105,073

**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 Income Trust

By: /s/James B. Hawkes  
James B. Hawkes  
President and Principal Executive Officer

Date: May 23, 2005

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

By: /s/James B. Hawkes  
James B. Hawkes  
President and Principal Executive Officer

Date: May 23, 2005

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

Date: May 23, 2005

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