

EATON VANCE SENIOR INCOME TRUST  
Form N-Q  
November 29, 2004

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: September 30, 2004

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**Item 1. Schedule of Investments**

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Eaton Vance Senior Income Trust  
PORTFOLIO OF INVESTMENTS (Unaudited)

as of September 30, 2004

Senior, Floating Rate Interests 141.8% (1)

Principal Amount	Borrower/Tranche Description	Value
<b>Advertising 0.9%</b>		
	<b>Adams Outdoor Advertising, L.P.</b>	
\$ 300,000	Term Loan, Maturing April 15, 2012	\$ 305,375
	<b>Lamar Media Corp.</b>	
2,500,000	Term Loan, Maturing June 30, 2010	2,523,437
		\$ 2,828,812
<b>Aerospace and Defense 1.5%</b>		
	<b>ARINC, Inc.</b>	
895,500	Term Loan, Maturing March 10, 2010	908,932
	<b>Standard Aero Holdings, Inc.</b>	
387,926	Term Loan, Maturing August 24, 2012	393,260
	<b>Transdigm, Inc.</b>	
1,990,000	Term Loan, Maturing July 22, 2010	2,017,985
	<b>United Defense Industries, Inc.</b>	
1,563,830	Term Loan, Maturing June 30, 2009	1,577,905
		\$ 4,898,082
<b>Auto Components 9.1%</b>		
	<b>Accuride Corp.</b>	
2,400,000	Term Loan, Maturing January 21, 2007	2,461,500
	<b>Collins and Aikman Products, Co.</b>	
1,389,040	Revolving Loan, Maturing August 31, 2009	1,390,776
	<b>Dayco Products, LLC</b>	
1,396,500	Term Loan, Maturing June 23, 2011	1,419,630
	<b>Dura Operating Corp.</b>	
982,412	Term Loan, Maturing March 31, 2007	990,702
	<b>Exide Technologies</b>	
915,000	Term Loan, Maturing May 5, 2010	917,287
915,000	Term Loan, Maturing May 5, 2010	917,859
	<b>Federal-Mogul Corp.</b>	
750,000	Term Loan, Maturing February 24, 2005	692,344
1,500,000	Term Loan, Maturing February 24, 2005	1,397,344
763,183	Term Loan, Maturing February 24, 2005	768,907

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		<b>Gleason Corp.</b>		
\$	275,000	Term Loan, Maturing July 27, 2011	\$	278,437
	500,000	Term Loan, Maturing January 31, 2012		505,000
		<b>HLI Operating Co., Inc.</b>		
	2,147,500	Term Loan, Maturing June 3, 2009		2,191,792
		<b>Key Automotive Group</b>		
	1,073,750	Term Loan, Maturing June 29, 2010		1,084,487
		<b>Meridian Automotive Systems, Inc.</b>		
	149,250	Term Loan, Maturing April 27, 2010		142,285
		<b>Metaldyne, Inc.</b>		
	1,318,193	Term Loan, Maturing December 31, 2009		1,318,056
		<b>Plastech Engineered Products, Inc.</b>		
	489,655	Term Loan, Maturing March 31, 2010		497,102
		<b>R.J. Tower Corp.</b>		
	500,000	Term Loan, Maturing January 29, 2010		508,750
		<b>Tenneco Automotive</b>		
	1,386,841	Term Loan, Maturing December 12, 2010		1,404,755
		<b>The Goodyear Tire &amp; Rubber Co.</b>		
	900,000	Term Loan, Maturing March 31, 2006		911,700
	2,500,000	Term Loan, Maturing March 31, 2006		2,537,110
		<b>TI Automotive, Ltd.</b>		
	650,000	Term Loan, Maturing June 30, 2011		650,812
		<b>TRW Automotive, Inc.</b>		
	2,871,644	Term Loan, Maturing February 27, 2009		2,900,957
	2,084,618	Term Loan, Maturing February 27, 2011		2,121,968
		<b>United Components, Inc.</b>		
	1,000,000	Term Loan, Maturing June 30, 2010		1,014,375
			\$	<b>29,023,935</b>

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<b>Broadcast Media 4.4%</b>			
\$	929,961	<b>Block Communications</b> Term Loan, Maturing November 30, 2009	\$ 936,936
		<b>CanWest Media, Inc.</b> Term Loan, Maturing August 15, 2009	2,288,791
	2,259,140	<b>Gray Television, Inc.</b> Term Loan, Maturing December 31, 2010	1,005,605
	997,500	<b>Lin Television Corp.</b> Term Loan, Maturing December 31, 2007	744,384
	735,000	Term Loan, Maturing December 31, 2007	699,775
	690,000	<b>NEP Supershooters, L.P.</b> Term Loan, Maturing August 3, 2011	502,500
	500,000	<b>Nexstar Broadcasting, Inc.</b> Term Loan, Maturing December 31, 2010	675,068
	674,225	Term Loan, Maturing December 31, 2010	369,083
	368,162	<b>PanAmsat Corp.</b> Term Loan, Maturing August 20, 2011	2,744,615
	2,739,905	<b>Rainbow National Services, LLC</b> Term Loan, Maturing March 31, 2012	1,509,708
	1,488,680	<b>Susquehanna Media Co.</b> Term Loan, Maturing March 31, 2012	2,683,125
	2,650,000		\$ <b>14,159,590</b>
<b>Cable Television 8.7%</b>			
		<b>Adelphia Communications Corp.</b> DIP Loan, Maturing March 31, 2005	972,908
	968,268	<b>Atlantic Broadband Finance, LLC</b> Term Loan, Maturing February 10, 2011	1,514,262
	1,494,183	<b>Bragg Communication, Inc.</b> Term Loan, Maturing August 31, 2011	565,600
	560,000	<b>Bresnan Communications, LLC</b> Term Loan, Maturing September 30, 2009	504,791
	500,000	Term Loan, Maturing September 30, 2010	1,014,063
	1,000,000		

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		<b>Canadian Cable Acquisition Company, Inc.</b>	
\$	760,000	Term Loan, Maturing July 27, 2011	\$ 767,363
		<b>Cebridge Connections, Inc.</b>	
	760,735	Term Loan, Maturing February 23, 2009	764,538
	796,000	Term Loan, Maturing February 23, 2010	801,970
		<b>Charter Communications Operating, LLC</b>	
	9,226,875	Term Loan, Maturing April 27, 2011	9,164,326
		<b>DirectTV Holdings, LLC</b>	
	3,303,673	Term Loan, Maturing March 6, 2010	3,326,386
		<b>Insight Midwest Holdings, LLC</b>	
	1,488,750	Term Loan, Maturing December 31, 2009	1,509,427
	1,985,000	Term Loan, Maturing December 31, 2009	2,012,846
		<b>MCC Iowa, LLC</b>	
	847,875	Term Loan, Maturing September 30, 2010	855,530
		<b>Mediacom Southeast</b>	
	775,692	Revolving Loan, Maturing March 31, 2008	775,692
	1,461,848	Term Loan, Maturing September 30, 2008	1,472,811
		<b>NTL, Inc.</b>	
	1,750,000	Term Loan, Maturing April 13, 2012	1,763,125
			\$ 27,785,638
<b>Casinos and Gaming</b>	<b>3.6%</b>		
		<b>Alliance Gaming Corp.</b>	
	2,721,489	Term Loan, Maturing September 5, 2009	2,757,774
		<b>Ameristar Casinos, Inc.</b>	
	1,270,900	Term Loan, Maturing December 31, 2006	1,287,978
		<b>Isle of Capri Casinos</b>	
	3,097,896	Term Loan, Maturing April 25, 2008	3,138,233
		<b>Marina District Finance Co.</b>	
	983,861	Term Loan, Maturing December 31, 2007	989,191
		<b>Penn National Gaming, Inc.</b>	
	803,679	Term Loan, Maturing July 31, 2006	816,538
		<b>Pinnacle Entertainment, Inc.</b>	
	735,000	Term Loan, Maturing August 27, 2010	744,187

		<b>Scientific Games Corp.</b>	
\$	992,500	Term Loan, Maturing December 31, 2009	\$ 1,006,974
		<b>Venetian Casino Resort, LLC</b>	
	863,636	Term Loan, Maturing June 15, 2011	877,131
			<b>\$ 11,618,006</b>
<b>Chemicals</b>	<b>6.7%</b>		
		<b>Brenntag AG</b>	
	1,275,000	Term Loan, Maturing December 9, 2011	1,297,312
		<b>Celanese AG</b>	
	344,908	Term Loan, Maturing June 4, 2011	350,890
	700,000	Term Loan, Maturing December 8, 2011	713,417
		<b>CP Kelco U.S., Inc.</b>	
	0	Term Loan, Maturing March 31, 2008	0
	0	Term Loan, Maturing September 30, 2008	0
		<b>FMC Corp.</b>	
	488,362	Term Loan, Maturing October 21, 2007	492,391
		<b>Georgia Gulf Corp.</b>	
	447,551	Term Loan, Maturing December 2, 2010	454,357
		<b>Hercules, Inc.</b>	
	497,500	Term Loan, Maturing October 8, 2010	501,853
		<b>Huntsman International, LLC</b>	
	2,308,763	Term Loan, Maturing December 31, 2010	2,343,972
		<b>Huntsman, LLC</b>	
	166,756	Term Loan, Maturing March 31, 2007	167,277
	1,051,580	Term Loan, Maturing March 31, 2007	1,054,866
		<b>IMC Global, Inc.</b>	
	2,781,234	Term Loan, Maturing November 17, 2006	2,794,445
		<b>Innophos, Inc.</b>	
	210,364	Term Loan, Maturing August 13, 2010	213,125
		<b>ISP Chemco, Inc.</b>	
	696,500	Term Loan, Maturing March 27, 2011	704,336
		<b>Kraton Polymers, LLC</b>	
	1,264,287	Term Loan, Maturing December 5, 2008	1,271,399

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		<b>Nalco Co.</b>	
\$	3,375,628	Term Loan, Maturing November 4, 2010	\$ 3,419,416
		<b>Polymer Group, Inc.</b>	
	1,271,813	Term Loan, Maturing April 27, 2010	1,281,616
	1,250,000	Term Loan, Maturing April 27, 2011	1,254,687
		<b>Rockwood Specialties Group, Inc.</b>	
	1,650,000	Term Loan, Maturing July 30, 2012	1,663,020
		<b>VWR International, Inc.</b>	
	617,850	Term Loan, Maturing April 7, 2011	628,341
		<b>Wellman, Inc.</b>	
	400,000	Term Loan, Maturing February 10, 2009	407,917
		<b>Westlake Chemical Corp.</b>	
	377,083	Term Loan, Maturing July 31, 2010	382,033
			\$ 21,396,670
<b>Coal</b>	<b>0.8%</b>		
		<b>Consol Energy, Inc.</b>	
	740,000	Term Loan, Maturing June 30, 2010	752,025
		<b>Foundation Coal Corp.</b>	
	950,000	Term Loan, Maturing July 30, 2011	961,162
		<b>Peabody Energy Corp.</b>	
	738,750	Term Loan, Maturing March 31, 2010	747,676
			\$ 2,460,863
<b>Commercial Services</b>	<b>5.3%</b>		
		<b>Acosta Sales Company, Inc.</b>	
	525,000	Term Loan, Maturing August 13, 2010	529,594
		<b>Advanstar Communications, Inc.</b>	
	298,128	Term Loan, Maturing November 17, 2007	300,053
		<b>Anthony Crane Rental, L.P.</b>	
	1,218,083	Term Loan, Maturing July 20, 2006	971,421
		<b>Baker &amp; Taylor, Inc.</b>	
	1,200,000	Term Loan, Maturing May 6, 2011	1,215,000
		<b>Coinmach Laundry Corp.</b>	
	3,801,015	Term Loan, Maturing July 25, 2009	3,845,559
		<b>Corrections Corp. of America</b>	
	984,773	Term Loan, Maturing March 31, 2008	1,002,006



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	<b>Environmental Systems Products Holdings, Inc.</b>	
\$ 794,791	Term Loan, Maturing December 12, 2008	\$ 800,255
	<b>Gate Gourmet Borrower, LLC</b>	
1,980,000	Term Loan, Maturing December 31, 2008	2,019,600
	<b>Identity Now Holdings, LLC</b>	
442,151	Term Loan, Maturing November 30, 2006 (2)	336,034
	<b>Interline Brands, Inc.</b>	
1,893,263	Term Loan, Maturing November 30, 2009	1,906,279
	<b>Panavision, Inc.</b>	
1,084,278	Term Loan, Maturing January 12, 2007	1,094,105
	<b>Pike Electric</b>	
271,374	Term Loan, Maturing July 1, 2012	276,293
	<b>SecurityCo, Inc.</b>	
498,750	Term Loan, Maturing June 28, 2010	498,750
	<b>United Rentals, Inc.</b>	
166,667	Term Loan, Maturing February 14, 2011	167,222
829,167	Term Loan, Maturing February 14, 2011	833,727
	<b>Williams Scotsman, Inc.</b>	
994,898	Term Loan, Maturing December 31, 2006	1,003,603
		\$ <b>16,799,501</b>
<b>Computer Software &amp; Services 0.7%</b>		
	<b>CCC Information Services Group</b>	
536,515	Term Loan, Maturing August 20, 2010	540,539
	<b>InfoUSA, Inc.</b>	
423,938	Term Loan, Maturing June 4, 2010	429,237
	<b>Mitchell International, Inc</b>	
230,000	Term Loan, Maturing August 13, 2011	231,941
498,750	Term Loan, Maturing August 13, 2012	499,062
	<b>UGS Corp.</b>	
399,000	Term Loan, Maturing May 27, 2011	402,866
		\$ <b>2,103,645</b>
<b>Construction Materials 0.8%</b>		
	<b>Formica Corp.</b>	
64,825	Term Loan, Maturing June 10, 2010	65,149
158,449	Term Loan, Maturing June 10, 2010	159,241
81,031	Term Loan, Maturing June 10, 2010	81,436
236,039	Term Loan, Maturing June 10, 2010	237,219

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		<b>Nortek, Inc.</b>	
\$	950,000	Term Loan, Maturing August 27, 2011	\$ 962,271
		<b>Ply Gem Industries, Inc.</b>	
	375,000	Term Loan, Maturing February 12, 2011	378,047
	659,685	Term Loan, Maturing February 12, 2011	665,045
	116,415	Term Loan, Maturing February 12, 2011	117,361
			\$ 2,665,769

**Containers and Packaging - Metal and Glass 2.6%**

		<b>BWAY Corp.</b>	
	358,333	Term Loan, Maturing June 30, 2011	363,820
		<b>Owens-Illinois, Inc.</b>	
	826,087	Term Loan, Maturing April 1, 2007	836,327
	1,500,000	Term Loan, Maturing April 1, 2008	1,521,094
		<b>Silgan Holdings, Inc.</b>	
	4,585,784	Term Loan, Maturing December 31, 2008	4,635,943
		<b>U.S. Can Corp.</b>	
	995,000	Term Loan, Maturing January 10, 2010	992,512
			\$ 8,349,696

**Containers and Packaging - Paper 5.1%**

		<b>Graphic Packaging International, Inc.</b>	
	4,950,000	Term Loan, Maturing August 8, 2009	4,988,363
		<b>Greif Bros. Corp.</b>	
	565,705	Term Loan, Maturing August 31, 2008	572,352
		<b>Jefferson Smurfit Corp.</b>	
	2,745,454	Term Loan, Maturing March 31, 2007	2,761,757
		<b>Printpack Holdings, Inc.</b>	
	3,063,901	Term Loan, Maturing April 30, 2009	3,094,540
		<b>Solo Cup Co.</b>	
	1,363,712	Term Loan, Maturing February 27, 2011	1,377,350
		<b>Stone Container Corp.</b>	
	3,154,684	Term Loan, Maturing June 30, 2009	3,176,865
	414,703	Term Loan, Maturing June 30, 2009	417,554
			\$ 16,388,781

<b>Containers and Packaging - Plastics</b>		<b>1.1%</b>	
		<b>Berry Plastics Corp.</b>	
\$	2,150,097	Term Loan, Maturing July 22, 2010	\$ 2,177,870
		<b>Consolidated Container Holdings, LLC</b>	
	648,375	Term Loan, Maturing December 15, 2008	656,885
		<b>Crown Americas, Inc.</b>	
	550,000	Term Loan, Maturing September 1, 2011	553,438
			\$ <b>3,388,193</b>
<b>Educational Services</b>		<b>1.1%</b>	
		<b>American Achievement Corp.</b>	
	348,250	Term Loan, Maturing March 25, 2011	351,842
		<b>Jostens, Inc.</b>	
	1,293,192	Term Loan, Maturing July 15, 2010	1,305,477
		<b>Knowledge Learning Corp.</b>	
	951,761	Term Loan, Maturing May 15, 2010	957,710
		<b>Weekly Reader Corp.</b>	
	750,000	Term Loan, Maturing March 18, 2009	750,469
			\$ <b>3,365,498</b>
<b>Electronic Equipment &amp; Instruments</b>		<b>1.2%</b>	
		<b>Communications &amp; Power Industries, Inc.</b>	
	497,500	Term Loan, Maturing July 23, 2010	505,377
		<b>Global Cash Access, LLC</b>	
	341,250	Term Loan, Maturing March 10, 2010	346,155
		<b>Invensys International Holdings, Ltd.</b>	
	2,076,015	Term Loan, Maturing September 5, 2009	2,098,073
		<b>Juno Lighting, Inc.</b>	
	425,455	Term Loan, Maturing November 21, 2010	431,836
		<b>SecurityCo, Inc.</b>	
	500,000	Term Loan, Maturing June 28, 2011	497,500
			\$ <b>3,878,941</b>

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<b>Entertainment 3.9%</b>			
		<b>Hollywood Entertainment Corp.</b>	
\$	625,000	Term Loan, Maturing March 31, 2008	\$ 627,734
		<b>Lions Gate Entertainment, Inc.</b>	
	388,889	Term Loan, Maturing December 31, 2008	392,292
		<b>Metro-Goldwyn-Mayer Studios, Inc.</b>	
	4,500,000	Term Loan, Maturing April 26, 2011	4,518,000
		<b>Six Flags Theme Parks, Inc.</b>	
	2,257,948	Term Loan, Maturing June 30, 2009	2,277,000
		<b>Universal City Development Partners, L.P.</b>	
	1,067,525	Term Loan, Maturing June 30, 2007	1,071,528
		<b>WMG Acquisition Corp.</b>	
	3,383,000	Term Loan, Maturing February 28, 2011	3,434,046
			\$ <b>12,320,600</b>
<b>Environmental Services 2.1%</b>			
		<b>Allied Waste Industries, Inc.</b>	
	500,000	Term Loan, Maturing January 15, 2009	507,313
	3,400,234	Term Loan, Maturing January 15, 2010	3,455,488
		<b>Casella Waste Systems, Inc.</b>	
	1,633,500	Term Loan, Maturing January 24, 2010	1,655,451
		<b>IESI Corp.</b>	
	495,000	Term Loan, Maturing September 30, 2010	502,734
		<b>Ionics, Inc.</b>	
	523,703	Term Loan, Maturing February 13, 2011	531,068
			\$ <b>6,652,054</b>
<b>Financials 0.6%</b>			
		<b>Refco Group Ltd., LLC</b>	
	1,830,000	Term Loan, Maturing August 5, 2011	1,830,000
			\$ <b>1,830,000</b>
<b>Food, Beverages and Tobacco 6.7%</b>			
		<b>American Seafood Holdings, Inc.</b>	
	337,034	Term Loan, Maturing September 30, 2007	337,034
	748,585	Term Loan, Maturing March 31, 2009	752,562

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		<b>Del Monte Corp.</b>		
\$	1,593,925	Term Loan, Maturing December 20, 2010	\$	1,619,826
		<b>Dr. Pepper/Seven Up Bottling Group, Inc.</b>		
	1,386,010	Term Loan, Maturing December 19, 2010		1,403,119
		<b>DS Waters Enterprises, L.P.</b>		
	967,500	Term Loan, Maturing November 7, 2009		932,186
		<b>Interstate Brands Corp.</b>		
	2,882,406	Term Loan, Maturing July 19, 2007		2,827,280
	485,000	Term Loan, Maturing July 19, 2007		474,694
		<b>Maine Beverage Company, LLC</b>		
	500,000	Term Loan, Maturing June 30, 2010		502,500
		<b>Merisant Co.</b>		
	1,654,928	Term Loan, Maturing January 31, 2010		1,664,030
		<b>Michael Foods, Inc.</b>		
	992,500	Term Loan, Maturing November 20, 2010		1,004,286
	1,000,000	Term Loan, Maturing November 20, 2011		1,028,438
		<b>Nutra Sweet</b>		
	1,327,500	Term Loan, Maturing June 30, 2008		1,314,225
		<b>Pinnacle Foods Holdings Corp.</b>		
	517,416	Term Loan, Maturing November 25, 2010		521,943
	2,715,711	Term Loan, Maturing November 25, 2010		2,739,473
		<b>Reddy Ice Group, Inc.</b>		
	990,000	Term Loan, Maturing July 31, 2009		1,002,788
		<b>Seminis Vegetable Seeds, Inc.</b>		
	467,632	Term Loan, Maturing September 30, 2009		474,257
		<b>Southern Wine &amp; Spirits of America, Inc.</b>		
	2,446,296	Term Loan, Maturing June 28, 2008		2,476,875
		<b>Sunny Delight</b>		
	340,000	Term Loan, Maturing August 20, 2010		344,250
			\$	<b>21,419,766</b>
<b>Funeral Service 0.2%</b>				
		<b>Alderwoods Group</b>		
	613,480	Term Loan, Maturing August 19, 2010		622,810
			\$	<b>622,810</b>

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<b>Health Care - Equipment &amp; Supplies</b>		<b>3.5%</b>		
			<b>Colgate Medical, Ltd.</b>	
\$	417,045		Term Loan, Maturing December 30, 2008	\$ 420,173
			<b>Conmed Corp.</b>	
	2,131,142		Term Loan, Maturing December 31, 2007	2,155,561
			<b>DJ Orthopedics, Inc.</b>	
	987,342		Term Loan, Maturing May 15, 2009	998,449
			<b>Empi Corp.</b>	
	1,390,263		Term Loan, Maturing November 24, 2009	1,393,739
			<b>Hanger Orthopedic Group, Inc.</b>	
	994,974		Term Loan, Maturing September 30, 2009	994,974
			<b>Kinetic Concepts, Inc.</b>	
	382,917		Term Loan, Maturing October 3, 2009	387,543
			<b>Leiner Health Products, Inc.</b>	
	533,663		Term Loan, Maturing May 27, 2011	540,834
			<b>Quintiles Transnational Corp.</b>	
	1,485,000		Term Loan, Maturing September 25, 2009	1,507,275
			<b>Sunrise Medical Holdings, Inc.</b>	
	507,450		Term Loan, Maturing May 13, 2010	511,890
			<b>Sybron Dental Management</b>	
	824,607		Term Loan, Maturing June 6, 2009	830,792
			<b>Triad Hospitals Holdings, Inc.</b>	
	1,456,042		Term Loan, Maturing March 31, 2008	1,477,882
				<b>\$ 11,219,112</b>
<b>Health Care - Providers &amp; Services</b>		<b>4.6%</b>		
			<b>Accredo Health, Inc.</b>	
	1,047,375		Term Loan, Maturing April 30, 2011	1,052,612
			<b>Alliance Imaging, Inc.</b>	
	1,306,425		Term Loan, Maturing June 10, 2008	1,302,956
			<b>AMN Healthcare, Inc.</b>	
	404,677		Term Loan, Maturing October 2, 2008	405,436
			<b>Ardent Health Services, Inc.</b>	
	575,000		Term Loan, Maturing July 12, 2011	577,516
			<b>Community Health Systems, Inc.</b>	
	3,438,750		Term Loan, Maturing July 5, 2010	3,446,119

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		<b>Concentra Operating Corp.</b>	
\$	987,525	Term Loan, Maturing June 30, 2009	\$ 1,001,515
		<b>Cross Country Healthcare, Inc.</b>	
	456,011	Term Loan, Maturing June 5, 2009	461,996
		<b>DaVita, Inc.</b>	
	2,959,596	Term Loan, Maturing March 31, 2009	2,991,273
		<b>FHC Health Systems, Inc.</b>	
	348,214	Term Loan, Maturing December 18, 2009	353,002
	243,750	Term Loan, Maturing December 18, 2009	247,102
		<b>Magellan Health Services, Inc.</b>	
	277,778	Term Loan, Maturing August 15, 2008	281,597
	493,056	Term Loan, Maturing August 15, 2008	499,835
		<b>Medcath Holdings Corp.</b>	
	249,375	Term Loan, Maturing July 2, 2011	252,804
		<b>Team Health</b>	
	1,194,000	Term Loan, Maturing March 23, 2011	1,198,478
		<b>Vanguard Health Holdings Co., LLC</b>	
	665,000	Term Loan, Maturing September 23, 2011	675,945
			\$ <b>14,748,186</b>
<b>Hotels 0.9%</b>			
		<b>CNL Hospitality Partners, L.P.</b>	
	1,056,338	Term Loan, Maturing April 2, 2005	1,056,338
		<b>Vail Resorts, Inc.</b>	
	981,313	Term Loan, Maturing December 10, 2008	990,820
		<b>Wyndham International, Inc.</b>	
	932,852	Term Loan, Maturing June 30, 2006	927,993
			\$ <b>2,975,151</b>
<b>Household Furnishing &amp; Appliances 1.8%</b>			
		<b>Goodman Global Holdings, Inc.</b>	
	537,059	Term Loan, Maturing November 21, 2009	541,591
		<b>Home Interiors &amp; Gifts, Inc.</b>	
	442,969	Term Loan, Maturing March 31, 2011	426,800
		<b>Sealy Mattress Co.</b>	
	1,623,212	Term Loan, Maturing April 6, 2012	1,643,502

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		<b>Simmons Co.</b>	
\$	1,968,889	Term Loan, Maturing December 19, 2011	\$ 1,988,271
		<b>Tempur-Pedic, Inc.</b>	
	987,500	Term Loan, Maturing June 30, 2009	993,672
			\$ <b>5,593,836</b>
<b>Household Products 1.7%</b>			
		<b>Central Garden &amp; Pet Co.</b>	
	494,987	Term Loan, Maturing May 19, 2009	500,865
		<b>Rayovac Corp.</b>	
	2,378,879	Term Loan, Maturing September 30, 2009	2,416,543
		<b>United Industries Corp.</b>	
	2,041,134	Term Loan, Maturing April 29, 2011	2,069,200
	498,750	Term Loan, Maturing October 31, 2011	507,478
			\$ <b>5,494,086</b>
<b>Insurance 2.6%</b>			
		<b>Alliant Resources Group, Inc.</b>	
	997,500	Term Loan, Maturing August 31, 2011	998,747
		<b>Conseco, Inc.</b>	
	2,992,500	Term Loan, Maturing June 22, 2010	3,045,491
		<b>Hilb, Rogal &amp; Hobbs Co.</b>	
	3,327,175	Term Loan, Maturing June 30, 2007	3,370,844
		<b>U.S.I. Holdings Corp.</b>	
	990,000	Term Loan, Maturing August 11, 2008	1,001,138
			\$ <b>8,416,220</b>
<b>Leisure 1.7%</b>			
		<b>AMF Bowling Worldwide, Inc.</b>	
	595,645	Term Loan, Maturing August 27, 2009	601,415
		<b>Blount, Inc.</b>	
	666,666	Term Loan, Maturing February 9, 2011	678,333
		<b>New England Sports Ventures, LLC</b>	
	4,000,000	Term Loan, Maturing February 28, 2005	4,000,000
			\$ <b>5,279,748</b>



<b>Leisure Equipment &amp; Products 0.4%</b>			
		<b>Bombardier Recreational Products, Inc.</b>	
\$	881,570	Term Loan, Maturing December 18, 2010	\$ 896,860
	388,050	Term Loan, Maturing December 18, 2010	395,023
			<b>\$ 1,291,883</b>
<b>Machinery 1.4%</b>			
		<b>Bucyrus International, Inc.</b>	
	110,000	Term Loan, Maturing July 28, 2010	111,650
		<b>Colfax Corp.</b>	
	668,359	Term Loan, Maturing May 30, 2009	671,701
		<b>Flowserve Corp.</b>	
	1,872,364	Term Loan, Maturing June 30, 2009	1,899,865
		<b>Rexnord Corp.</b>	
	1,833,333	Term Loan, Maturing November 30, 2009	1,850,902
			<b>\$ 4,534,118</b>
<b>Manufacturing 5.9%</b>			
		<b>AMSCAN Holdings, Inc.</b>	
	500,000	Term Loan, Maturing April 30, 2012	504,688
		<b>Amsted Industries, Inc.</b>	
	1,880,882	Term Loan, Maturing October 15, 2010	1,904,393
		<b>Chart Industries, Inc.</b>	
	1,189,707	Term Loan, Maturing September 15, 2009	1,187,477
		<b>Douglas Dynamics Holdings, Inc.</b>	
	147,227	Term Loan, Maturing March 30, 2010	149,068
	200,000	Term Loan, Maturing March 30, 2011	204,000
		<b>Dresser, Inc.</b>	
	261,585	Term Loan, Maturing March 31, 2007	264,610
		<b>Energys Holdings, Inc.</b>	
	997,500	Term Loan, Maturing March 17, 2011	1,009,345
		<b>Harbor Freight Tools USA, Inc.</b>	
	1,000,000	Term Loan, Maturing July 15, 2010	1,007,188
		<b>IPG (US), Inc.</b>	
	370,000	Term Loan, Maturing July 28, 2011	374,625
		<b>Itron, Inc.</b>	
	943,446	Term Loan, Maturing December 17, 2010	953,077
		<b>JohnsonDiversey, Inc.</b>	
	1,276,368	Term Loan, Maturing November 30, 2009	1,297,587

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		<b>MAAX Corp.</b>	
\$	438,900	Term Loan, Maturing June 4, 2011	\$ 441,369
		<b>Mueller Group, Inc.</b>	
	1,181,193	Term Loan, Maturing April 23, 2011	1,190,790
		<b>National Waterworks, Inc.</b>	
	1,400,510	Term Loan, Maturing November 22, 2009	1,422,393
		<b>Panolam Industries, Inc.</b>	
	530,221	Term Loan, Maturing December 31, 2006	531,878
		<b>Polypore, Inc.</b>	
	1,246,875	Term Loan, Maturing November 12, 2011	1,257,396
		<b>Roper Industries, Inc.</b>	
	481,250	Term Loan, Maturing December 29, 2008	488,469
		<b>Sensus Metering Systems, Inc.</b>	
	429,348	Term Loan, Maturing December 17, 2010	434,715
	64,402	Term Loan, Maturing December 17, 2010	65,207
		<b>Synthetic Industries, Inc.</b>	
	1,971,828	Term Loan, Maturing December 30, 2007	1,961,969
		<b>Trimas Corp.</b>	
	2,159,991	Term Loan, Maturing December 31, 2009	2,178,666
			\$ <b>18,828,910</b>
<b>Metals &amp; Mining 0.8%</b>			
		<b>Compass Minerals Group, Inc.</b>	
	684,010	Term Loan, Maturing November 28, 2009	694,484
		<b>Magnequench, Inc.</b>	
	481,034	Term Loan, Maturing September 30, 2009	484,041
	500,000	Term Loan, Maturing December 31, 2009	507,500
		<b>Stillwater Mining Co.</b>	
	997,500	Term Loan, Maturing June 30, 2007	1,012,463
			\$ <b>2,698,488</b>
<b>Miscellaneous 0.4%</b>			
		<b>Coinstar, Inc.</b>	
	375,000	Term Loan, Maturing July 7, 2011	381,328

		<b>Laidlaw International, Inc.</b>	
\$	962,788	Term Loan, Maturing June 19, 2009	\$ 978,885
			<b>\$ 1,360,213</b>
<b>Office Equipment and Supplies 1.6%</b>			
		<b>General Binding Corp.</b>	
	460,000	Term Loan, Maturing January 15, 2008	462,013
		<b>Global Imaging Systems, Inc.</b>	
	490,035	Term Loan, Maturing May 10, 2010	495,548
		<b>Iron Mountain, Inc.</b>	
	4,030,292	Term Loan, Maturing April 2, 2011	4,057,496
			<b>\$ 5,015,057</b>
<b>Oil &amp; Gas 3.9%</b>			
		<b>Cumberland Farms, Inc.</b>	
	2,399,878	Term Loan, Maturing September 8, 2008	2,419,377
		<b>La Grange Acquisition, L.P.</b>	
	1,750,000	Term Loan, Maturing January 18, 2008	1,775,704
		<b>Lyondell-Citgo Refining, L.P.</b>	
	947,625	Term Loan, Maturing May 21, 2007	954,732
		<b>Plains Resources, Inc.</b>	
	1,095,886	Term Loan, Maturing July 23, 2010	1,111,639
		<b>Sengroup, L.P.</b>	
	370,000	Term Loan, Maturing August 27, 2010	374,394
		<b>Sprague Energy Corp.</b>	
	471,429	Revolving Loan, Maturing August 10, 2007	470,250
		<b>The Premcor Refining Group, Inc.</b>	
	2,000,000	Term Loan, Maturing April 13, 2009	2,027,500
		<b>Transwestern Pipeline Co.</b>	
	847,875	Term Loan, Maturing April 30, 2009	854,234
		<b>Williams Production RMT Co.</b>	
	2,468,844	Term Loan, Maturing May 30, 2007	2,506,906
			<b>\$ 12,494,736</b>
<b>Paper and Forest Products 1.1%</b>			
		<b>Buckeye Technologies, Inc.</b>	
	242,500	Term Loan, Maturing April 15, 2010	246,036
		<b>Koch Cellulose, LLC</b>	
	286,936	Term Loan, Maturing May 7, 2011	290,881
	1,160,157	Term Loan, Maturing May 7, 2011	1,176,109

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<b>RLC Industries Co.</b>			
\$	764,679	Term Loan, Maturing February 24, 2010	\$ 769,458
<b>SP Newsprint Co.</b>			
	348,056	Term Loan, Maturing January 9, 2010	352,841
	644,444	Term Loan, Maturing January 9, 2010	653,306
			\$ <b>3,488,631</b>
<b>Personal Products 0.9%</b>			
<b>American Safety Razor Co.</b>			
	299,250	Term Loan, Maturing April 29, 2011	302,991
	333,334	Term Loan, Maturing October 29, 2011	334,167
<b>Prestige Brands, Inc.</b>			
	895,500	Term Loan, Maturing April 7, 2011	901,470
	1,000,000	Term Loan, Maturing April 7, 2011	1,024,583
<b>Revlon Consumer Products Corp.</b>			
	325,000	Term Loan, Maturing July 9, 2010	329,519
			\$ <b>2,892,730</b>
<b>Publishing &amp; Printing 6.8%</b>			
<b>American Media Operations, Inc.</b>			
	156,155	Term Loan, Maturing April 1, 2006	155,960
	1,104,388	Term Loan, Maturing April 1, 2007	1,120,264
	878,449	Term Loan, Maturing April 1, 2008	892,450
<b>Dex Media East, LLC</b>			
	1,583,690	Term Loan, Maturing November 8, 2008	1,601,342
	1,780,034	Term Loan, Maturing May 8, 2009	1,803,397
<b>Dex Media West, LLC</b>			
	1,152,971	Term Loan, Maturing September 9, 2009	1,166,869
	2,306,288	Term Loan, Maturing March 9, 2010	2,338,822
<b>Freedom Communications Holdings, Inc.</b>			
	1,425,000	Term Loan, Maturing May 18, 2012	1,448,156
<b>Herald Media, Inc.</b>			
	149,625	Term Loan, Maturing July 22, 2011	151,589
	250,000	Term Loan, Maturing January 22, 2012	254,063
<b>Liberty Group Operating, Inc.</b>			
	1,251,142	Term Loan, Maturing April 30, 2007	1,262,089

		<b>Merrill Communications, LLC</b>	
\$	695,625	Term Loan, Maturing February 9, 2009	\$ 703,451
		<b>Morris Publishing Group, LLC</b>	
	800,000	Term Loan, Maturing September 30, 2010	806,750
	1,200,000	Term Loan, Maturing March 31, 2011	1,214,250
		<b>Nebraska Book Co.</b>	
	482,575	Term Loan, Maturing March 4, 2011	489,210
		<b>R.H. Donnelley Corp.</b>	
	2,653,350	Term Loan, Maturing June 30, 2011	2,690,523
		<b>Sun Media Corp.</b>	
	2,409,837	Term Loan, Maturing February 7, 2009	2,436,572
		<b>Transwestern Publishing Co., LLC</b>	
	424,575	Term Loan, Maturing February 25, 2011	428,091
	796,001	Term Loan, Maturing February 25, 2011	803,463
			\$ 21,767,311

**Real Estate 6.8%**

		<b>AGBRI Octagon</b>	
	455,232	Term Loan, Maturing May 31, 2005	451,818
		<b>AIMCO Properties, L.P.</b>	
	2,500,000	Term Loan, Maturing May 30, 2008	2,523,438
		<b>AP-Knight, L.P.</b>	
	1,513,608	Term Loan, Maturing December 31, 2004	1,511,716
		<b>BRE/Homestead, LLC</b>	
	2,000,000	Term Loan, Maturing January 11, 2006	1,996,250
		<b>Concordia Properties, LLC</b>	
	1,000,000	Term Loan, Maturing January 31, 2006	1,000,625
		<b>Crescent Real Estate Equities, L.P.</b>	
	290,909	Term Loan, Maturing May 31, 2005	290,909
		<b>DMB/CHII, LLC</b>	
	827,110	Term Loan, Maturing March 3, 2009	829,178
		<b>GGP, L.P.</b>	
	939,043	Term Loan, Maturing April 30, 2008	944,912
		<b>Landsource Communities Development, LLC</b>	
	1,502,000	Term Loan, Maturing March 31, 2010	1,525,469

		<b>Newkirk Master, L.P.</b>	
\$	1,524,158	Term Loan, Maturing November 24, 2006	\$ 1,547,021
		<b>Newkirk Tender Holdings, LLC</b>	
	1,444,444	Term Loan, Maturing May 25, 2006	1,458,889
	911,305	Term Loan, Maturing May 25, 2006	920,418
		<b>Sugarloaf Mills, LLC</b>	
	1,200,000	Term Loan, Maturing April 7, 2008	1,197,000
		<b>The Woodlands Commercial Properties Co., L.P.</b>	
	1,720,833	Term Loan, Maturing November 26, 2005	1,731,589
		<b>Tower Financing I, LLC</b>	
	1,500,000	Term Loan, Maturing July 9, 2008	1,501,875
		<b>Whitehall Street Real Estate, L.P.</b>	
	2,250,000	Term Loan, Maturing September 11, 2006 (2)	2,258,708
			\$ <b>21,689,815</b>
<b>Restaurants</b>	<b>1.4%</b>		
		<b>AFC Enterprises, Inc.</b>	
	1,123,876	Term Loan, Maturing May 23, 2009	1,128,090
		<b>Buffets, Inc.</b>	
	209,091	Term Loan, Maturing June 28, 2009	210,746
	1,367,011	Term Loan, Maturing June 28, 2009	1,377,834
		<b>CKE Restaurants, Inc.</b>	
	313,043	Term Loan, Maturing July 2, 2008	319,304
		<b>Denny's, Inc.</b>	
	750,000	Term Loan, Maturing September 21, 2009	762,891
		<b>Jack in the Box, Inc.</b>	
	746,250	Term Loan, Maturing January 8, 2011	756,511
			\$ <b>4,555,376</b>
<b>Retail - Food and Drug</b>	<b>3.9%</b>		
		<b>Domino's, Inc.</b>	
	3,401,563	Term Loan, Maturing June 25, 2010	3,460,029
		<b>General Nutrition Centers, Inc.</b>	
	996,237	Term Loan, Maturing December 5, 2009	1,007,445
		<b>Giant Eagle, Inc.</b>	
	2,857,597	Term Loan, Maturing August 6, 2009	2,895,103
		<b>Roundy's, Inc.</b>	
	2,443,750	Term Loan, Maturing June 6, 2009	2,471,242

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		<b>The Jean Coutu Group (PJC), Inc.</b>	
\$	1,425,000	Term Loan, Maturing July 30, 2011	\$ 1,444,756
		<b>The Pantry, Inc.</b>	
	1,088,548	Term Loan, Maturing March 12, 2011	1,096,712
			<b>\$ 12,375,287</b>
<b>Retail - Multiline 1.4%</b>			
		<b>Kmart Corp.</b>	
	3,000,000	Term Loan, Maturing May 6, 2006	3,016,875
		<b>Rent-A-Center, Inc.</b>	
	1,293,188	Term Loan, Maturing June 30, 2010	1,300,867
			<b>\$ 4,317,742</b>
<b>Retail - Specialty 3.5%</b>			
		<b>CSK Auto, Inc.</b>	
	1,990,000	Term Loan, Maturing June 20, 2009	2,013,631
		<b>FTD, Inc.</b>	
	497,500	Term Loan, Maturing February 28, 2011	502,475
		<b>Getty Petroleum Marketing, Inc.</b>	
	1,573,333	Term Loan, Maturing May 19, 2010	1,598,900
		<b>Oriental Trading Co.</b>	
	1,854,116	Term Loan, Maturing August 4, 2010	1,880,383
	500,000	Term Loan, Maturing January 8, 2011	510,209
		<b>Petco Animal Supplies, Inc.</b>	
	493,728	Term Loan, Maturing October 2, 2008	500,980
		<b>Savers, Inc.</b>	
	425,000	Term Loan, Maturing August 4, 2009	427,656
	500,000	Term Loan, Maturing August 4, 2010	504,063
		<b>Travelcenters of America, Inc.</b>	
	3,054,177	Term Loan, Maturing November 30, 2008	3,094,898
			<b>\$ 11,033,195</b>
<b>Road &amp; Rail 0.7%</b>			
		<b>NFIL Holdings Corp.</b>	
	164,286	Term Loan, Maturing February 27, 2010	166,750
	839,226	Term Loan, Maturing February 27, 2010	850,766

		<b>RailAmerica, Inc.</b>	
\$	0	Term Loan, Maturing May 31, 2009	\$ 0
		<b>SIRVA Worldwide, Inc.</b>	
	1,197,059	Term Loan, Maturing December 31, 2010	1,207,533
			\$ <b>2,225,049</b>
<b>Semiconductor Equipment and Products 0.9%</b>			
		<b>AMI Semiconductor</b>	
	495,000	Term Loan, Maturing September 30, 2008	500,569
		<b>Fairchild Semiconductor Corp.</b>	
	1,481,250	Term Loan, Maturing June 19, 2008	1,501,155
		<b>Memec Group, Ltd.</b>	
	1,000,000	Term Loan, Maturing June 15, 2010	999,938
			\$ <b>3,001,662</b>
<b>Services 0.1%</b>			
		<b>Allied Security Holdings, LLC</b>	
	400,000	Term Loan, Maturing June 30, 2010	405,000
			\$ <b>405,000</b>
<b>Shipping Lines 0.1%</b>			
		<b>Horizon Lines, LLC</b>	
	249,375	Term Loan, Maturing July 7, 2011	253,271
			\$ <b>253,271</b>
<b>Telecommunications - Wireless 5.6%</b>			
		<b>American Tower, L.P.</b>	
	1,346,625	Term Loan, Maturing August 31, 2011	1,364,931
		<b>Cellular South, Inc.</b>	
	349,125	Term Loan, Maturing May 4, 2011	354,144
		<b>Centennial Cellular Operating Co., LLC</b>	
	1,990,000	Term Loan, Maturing February 9, 2011	2,007,568
		<b>Dobson Cellular Systems, Inc.</b>	
	1,485,000	Term Loan, Maturing March 31, 2010	1,477,389
		<b>Nextel Finance Co.</b>	
	4,962,500	Term Loan, Maturing December 15, 2010	4,992,518
		<b>Nextel Partners Operating Corp.</b>	
	1,325,000	Term Loan, Maturing May 31, 2011	1,344,185



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		<b>SBA Senior Finance, Inc.</b>	
\$	1,378,303	Term Loan, Maturing October 31, 2008	\$ 1,391,871
		<b>Spectrasite Communications, Inc.</b>	
	506,658	Term Loan, Maturing June 30, 2007	509,318
	1,335,193	Term Loan, Maturing December 31, 2007	1,354,387
		<b>Western Wireless Corp.</b>	
	2,842,875	Term Loan, Maturing May 28, 2011	2,886,027
		<b>Winstar Communications, Inc.</b>	
	169,348	DIP Loan, Maturing December 31, 2004 (2) (3)	44,437
			\$ 17,726,775
<b>Telecommunications - Wireline 2.8%</b>			
		<b>Cincinnati Bell, Inc.</b>	
	1,477,147	Term Loan, Maturing June 30, 2008	1,492,842
		<b>Consolidated Communications, Inc.</b>	
	996,667	Term Loan, Maturing October 14, 2011	1,009,125
		<b>D&amp;E Communications, Inc.</b>	
	471,425	Term Loan, Maturing December 31, 2011	478,939
		<b>NTELOS, Inc.</b>	
	807,972	Term Loan, Maturing July 25, 2008	799,892
		<b>Qwest Corp.</b>	
	5,000,000	Term Loan, Maturing June 4, 2007	5,185,415
			\$ 8,966,213
<b>Textiles and Apparel 0.2%</b>			
		<b>St. John Knits International, Inc.</b>	
	728,265	Term Loan, Maturing July 31, 2007	733,613
			\$ 733,613
<b>Theaters 2.6%</b>			
		<b>Cinemark, Inc.</b>	
	1,990,000	Term Loan, Maturing March 31, 2011	2,009,900
		<b>Loews Cineplex Entertainment Corp.</b>	
	1,605,000	Term Loan, Maturing July 30, 2011	1,622,626
		<b>Regal Cinemas Corp.</b>	
	4,486,194	Term Loan, Maturing November 10, 2010	4,542,271
			\$ 8,174,797

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<b>Utility 4.7%</b>			
		<b>Allegheny Energy Supply Company, LLC</b>	
\$	2,288,514	Term Loan, Maturing March 8, 2011	\$ 2,322,270
		<b>CenterPoint Energy, Inc.</b>	
	4,949,974	Term Loan, Maturing October 7, 2006	4,977,818
		<b>Coletto Creek WLE, L.P.</b>	
	458,850	Term Loan, Maturing June 30, 2011	467,071
	300,000	Term Loan, Maturing June 30, 2012	303,875
		<b>Dynegy Holdings, Inc.</b>	
	2,643,375	Term Loan, Maturing May 28, 2010	2,697,895
		<b>NRG Energy, Inc.</b>	
	700,302	Term Loan, Maturing June 23, 2010	721,311
	1,236,107	Term Loan, Maturing June 23, 2010	1,273,190
		<b>NUI Utilities, Inc.</b>	
	215,164	Term Loan, Maturing November 24, 2004	215,971
	1,097,336	Term Loan, Maturing November 24, 2004	1,101,451
		<b>Teton Power Funding, LLC</b>	
	848,782	Term Loan, Maturing March 12, 2011	857,270
			\$ <b>14,938,122</b>
<b>Total Senior, Floating Rate Interests (identified cost \$448,753,508)</b>			\$ <b>452,451,183</b>

**Corporate Bonds & Notes 15.4%**

<b>Principal Amount</b>		<b>Security</b>	<b>Value</b>
<b>Aerospace and Defense 0.2%</b>			
		<b>Argo Tech Corp., Sr. Notes</b>	
\$	300	9.25%, 6/1/11 (4)	\$ 323,250
		<b>K&amp;F Industries, Sr. Sub. Notes</b>	
	25	9.625%, 12/15/10	27,937
		<b>Sequa Corp.</b>	
	300	8.875%, 4/1/08	327,000
		<b>Standard Aero Holdings, Inc., Sr. Sub. Notes</b>	
	40	8.25%, 9/1/14 (4)	41,600
			\$ <b>719,787</b>

<b>Airlines 0.4%</b>			
		<b>American Airlines</b>	
\$	895	7.80%, 10/1/06	\$ 744,932
	15	8.608%, 4/1/11	12,728
	20	7.858%, 10/1/11	19,891
		<b>AMR Corp.</b>	
	255	9.00%, 8/1/12	156,825
		<b>Continental Airlines</b>	
	6	7.08%, 11/1/04	5,922
	20	8.00%, 12/15/05	18,400
	312	7.033%, 6/15/11	241,429
		<b>Delta Air Lines</b>	
	85	7.779%, 11/18/05	36,778
		<b>Delta Air Lines, Series 02-1</b>	
	21	7.779%, 1/2/12	8,023
			\$ 1,244,928
<b>Auto Components 0.5%</b>			
		<b>Dana Corp.</b>	
	175	10.125%, 3/15/10	199,500
		<b>Key Plastics, LLC, Jr. Sub. Notes</b>	
	65	4.00%, 4/26/07 (2)	65,813
		<b>Key Plastics, LLC, Sr. Sub. Notes</b>	
	118	7.00%, 4/26/07 (2)	118,655
		<b>Keystone Automotive Operations, Inc., Sr. Sub. Notes</b>	
	530	9.75%, 11/1/13	572,400
		<b>Metaldyne Corp.</b>	
	145	11.00%, 6/15/12 (4)	116,000
		<b>Metaldyne Corp., Sr. Notes</b>	
	50	10.00%, 11/1/13	46,750
		<b>Tenneco Automotive, Inc., Series B</b>	
	140	11.625%, 10/15/09	148,400
	230	10.25%, 7/15/13	263,350
		<b>TRW Automotive, Inc., Sr. Sub. Notes</b>	
	65	11.00%, 2/15/13	77,675
		<b>United Components, Inc., Sr. Sub. Notes</b>	
	65	9.375%, 6/15/13	70,362
			\$ 1,678,905

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<b>Broadcast Media</b>		<b>1.4%</b>		
			<b>CanWest Media, Inc., Sr. Sub. Notes</b>	
\$	120	10.625%, 5/15/11		\$ 137,100
			<b>CSC Holdings, Inc., Sr. Sub. Notes</b>	
	180	10.50%, 5/15/16		205,200
			<b>Fisher Communications, Inc., Sr. Notes</b>	
	55	8.625%, 9/15/14		57,475
			<b>Insight Communications, Sr. Disc. Notes</b>	
	460	12.25%, 2/15/11		432,400
			<b>Kabel Deutschland GMBH</b>	
	345	10.625%, 7/1/14 (4)		377,775
			<b>LBI Media, Inc., Sr. Disc. Notes</b>	
	80	11.00%, 10/15/13		58,100
			<b>Muzak LLC/Muzak Finance, Sr. Notes</b>	
	25	10.00%, 2/15/09		22,250
			<b>Nexstar Finance Holdings LLC, Inc., Sr. Disc. Notes</b>	
	230	11.375%, 4/1/13		177,387
			<b>Nextmedia Operating, Inc.</b>	
	65	10.75%, 7/1/11		73,531
			<b>PanAmSat Corp., Sr. Notes</b>	
	240	9.00%, 8/15/14 (4)		250,800
			<b>Paxson Communications Corp.</b>	
	65	12.25%, 1/15/09		56,062
	2,000	4.35%, 1/15/10 (4)		2,000,000
			<b>Rainbow National Services, LLC, Sr. Notes</b>	
	100	8.75%, 9/1/12 (4)		104,250
			<b>Rainbow National Services, LLC, Sr. Sub. Debs.</b>	
	320	10.375%, 9/1/14 (4)		336,800
			<b>Sinclair Broadcast Group, Inc.</b>	
	35	4.875%, 7/15/18		31,894
				\$ <b>4,321,024</b>
<b>Building &amp; Development</b>		<b>0.0%</b>		
			<b>THL Buildco (Nortek, Inc.), Sr. Sub. Notes</b>	
	120	8.50%, 9/1/14 (4)		126,300
				\$ <b>126,300</b>

<b>Building Materials 0.0%</b>				
		<b>Coleman Cable, Inc., Sr. Notes</b>		
\$	60	9.875%, 10/1/12 (4)	\$	61,275
			\$	<b>61,275</b>
<b>Cable Television 0.2%</b>				
		<b>Adelphia Communications, Sr. Notes, Series B</b>		
	270	9.25%, 10/1/32 (3)		238,950
		<b>Avalon Cable Holdings LLC, Sr. Disc. Notes</b>		
	82	11.875%, 12/1/08		86,228
		<b>Cablevision Systems Corp., Sr. Notes</b>		
	20	8.00%, 4/15/12 (4)		21,000
		<b>Charter Communications Holdings, LLC, Sr. Notes</b>		
	85	10.25%, 1/15/10		68,637
		<b>Charter Communications, Inc.</b>		
	100	5.75%, 10/15/05		89,500
		<b>Charter Communications Holdings, Sr. Notes</b>		
	20	10.00%, 4/1/09		16,300
			\$	<b>520,615</b>
<b>Casinos and Gaming 0.9%</b>				
		<b>Ameristar Casinos, Inc.</b>		
	150	10.75%, 2/15/09		171,000
		<b>Chukchansi EDA, Sr. Notes</b>		
	230	14.50%, 6/15/09 (4)		288,650
		<b>Hollywood Casino Shreveport, 1st Mtg. Notes</b>		
	70	13.00%, 8/1/06 (3)		59,587
		<b>Majestic Star Casino LLC</b>		
	240	9.50%, 10/15/10		246,000
		<b>MGM Grand, Inc.</b>		
	60	6.875%, 2/6/08		65,625
		<b>MTR Gaming Group, Series B</b>		
	110	9.75%, 4/1/10		120,450
		<b>OED Corp./Diamond Jo LLC</b>		
	140	8.75%, 4/15/12 (4)		130,200
		<b>Premier Entertainment Biloxi, LLC/Premier Finance</b>		
		<b>Biloxi Corp.</b>		
	15	10.75%, 2/1/12 (4)		15,900
		<b>Seneca Gaming Corp., Sr. Notes</b>		
	125	7.25%, 5/1/12 (4)		129,687

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		<b>Trump Atlantic City Associates, Inc.</b>		
\$	295	11.25%, 5/1/06 (5)	\$	255,912
		<b>Trump Holdings and Funding, Sr. Notes</b>		
	275	11.625%, 3/15/10		287,375
		<b>Venetian Casino/Las Vegas Sands</b>		
	645	11.00%, 6/15/10		749,812
		<b>Waterford Gaming LLC, Sr. Notes</b>		
	412	8.625%, 9/15/12 (4)		438,780
			\$	<b>2,958,978</b>

**Chemicals 1.0%**

		<b>Avecia Group PLC</b>		
	475	11.00%, 7/1/09		420,375
		<b>BCP Caylux Holdings, Sr. Sub. Notes</b>		
	265	9.625%, 6/15/14 (4)		287,525
		<b>Borden U.S. Finance/Nova Scotia Finance, Sr. Notes</b>		
	95	9.00%, 7/15/14 (4)		100,225
		<b>Crystal US Holdings/US Holdings 3, LLC, Sr. Disc. Notes</b>		
	110	10.50%, 10/1/14 (4)		66,275
		<b>Equistar Chemical, Sr. Notes</b>		
	110	10.625%, 5/1/11		125,950
		<b>Hercules, Inc.</b>		
	30	11.125%, 11/15/07		35,775
		<b>Huntsman International, LLC, Sr. Notes</b>		
	80	9.875%, 3/1/09		88,600
		<b>Huntsman, LLC</b>		
	155	11.625%, 10/15/10		180,187
		<b>Innophos, Inc., Sr. Sub. Notes</b>		
	60	8.875%, 8/15/14 (4)		64,200
		<b>Lyondell Chemical Co.</b>		
	5	9.50%, 12/15/08		5,481
	75	9.50%, 12/15/08		82,219
		<b>Lyondell Chemical Co., Series A</b>		
	40	9.625%, 5/1/07		43,750
		<b>Lyondell Chemical Co., Sr. Notes</b>		
	247	10.50%, 6/1/13		286,520
		<b>Nalco Co., Sr. Sub. Notes</b>		
	100	8.875%, 11/15/13 (4)		108,000

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		<b>OM Group, Inc.</b>	
\$	460	9.25%, 12/15/11	\$ 481,850
		<b>Polyone Corp., Sr. Notes</b>	
	120	8.875%, 5/1/12	123,000
		<b>Rhodia SA, Sr. Notes</b>	
	450	10.25%, 6/1/10	468,000
		<b>VWR International, Inc., Sr. Sub. Notes</b>	
	120	8.00%, 4/15/14 (4)	127,500
			\$ <b>3,095,432</b>

**Commercial Services 0.8%**

		<b>Advanstar Communications, Inc.</b>	
	1,485	9.22%, 8/15/08	1,551,825
	185	10.75%, 8/15/10	205,812
		<b>Affinity Group, Inc., Sr. Sub. Notes</b>	
	120	9.00%, 2/15/12	129,000
		<b>Coinmach Corp., Sr. Notes</b>	
	40	9.00%, 2/1/10	41,700
		<b>Interline Brands, Inc., Sr. Sub. Notes</b>	
	50	11.50%, 5/15/11	55,750
		<b>MDP Acquisitions/JSG Funding PLC, Sr. Notes</b>	
	250	9.625%, 10/1/12	283,750
		<b>Norcross Safety Products LLC/Norcross Capital Corp., Sr. Sub. Notes, Series B</b>	
	150	9.875%, 8/15/11	163,500
		<b>United Rentals North America, Inc., Sr. Sub. Notes</b>	
	125	7.00%, 2/15/14	111,562
		<b>Vertis, Inc., Sub. Notes</b>	
	105	13.50%, 12/7/09 (4)	105,525
		<b>Williams Scotsman, Inc., Sr. Notes</b>	
	45	10.00%, 8/15/08	48,487
			\$ <b>2,696,911</b>

**Computer Software & Services 0.2%**

		<b>UGS Corp., Sr. Sub. Notes</b>	
	545	10.00%, 6/1/12 (4)	596,775
			\$ <b>596,775</b>

<b>Construction Materials 0.1%</b>				
		<b>Ply Gem Industries, Inc., Sr. Sub. Notes</b>		
\$	90	9.00%, 2/15/12 (4)	\$	90,225
	95	9.00%, 2/15/12 (4)		95,237
			\$	<b>185,462</b>
<b>Consumer Products 0.1%</b>				
		<b>Fedders North America, Inc.</b>		
	95	9.875%, 3/1/14		79,562
		<b>Jostens Holding Corp., Sr. Disc. Notes</b>		
	45	10.25%, 12/1/13		31,162
		<b>Jostens IH Corp.</b>		
	90	7.625%, 10/1/12 (4)		90,900
		<b>Rayovac Corp., Sr. Sub. Notes</b>		
	30	8.50%, 10/1/13		32,700
		<b>Riddell Bell Holdings, Sr. Sub. Notes</b>		
	25	8.375%, 10/1/12 (4)		25,531
		<b>Samsonite Corp., Sr. Sub. Notes</b>		
	165	8.875%, 6/1/11 (4)		173,250
		<b>True Temper Sports, Inc., Sr. Sub. Notes</b>		
	25	8.375%, 9/15/11		23,375
			\$	<b>456,480</b>
<b>Containers and Packaging - Metal and Glass 0.2%</b>				
		<b>Crown Euro Holdings SA</b>		
	65	9.50%, 3/1/11		72,800
	340	10.875%, 3/1/13		396,950
			\$	<b>469,750</b>
<b>Containers and Packaging - Paper 0.2%</b>				
		<b>Graham Packaging Co., Sr. Notes</b>		
	45	8.50%, 10/15/12 (4)		46,125
		<b>Graham Packaging Co., Sr. Sub. Notes</b>		
	90	9.875%, 10/15/14 (4)		92,587
		<b>Jefferson Smurfit</b>		
	170	8.25%, 10/1/12		188,275
		<b>Pliant Corp.</b>		
	95	11.125%, 6/15/09		81,700
		<b>Solo Cup Co., Sr. Sub. Notes</b>		
	130	8.50%, 2/15/14 (4)		128,700
			\$	<b>537,387</b>



<b>Containers and Packaging - Plastics 0.1%</b>			
		<b>Intertape Polymer US, Inc., Sr. Sub. Notes</b>	
\$	180	8.50%, 8/1/14 (4)	\$ 182,700
		<b>Tekni-Plex, Inc., Series B</b>	
	15	12.75%, 6/15/10	12,600
		<b>Tekni-Plex, Inc., Sr. Notes</b>	
	55	8.75%, 11/15/13 (4)	52,525
			\$ 247,825
<b>Electronic Equipment &amp; Instruments 0.4%</b>			
		<b>Chippac International Ltd.</b>	
	90	12.75%, 8/1/09	95,737
		<b>Danka Business Systems, Sr. Notes</b>	
	25	11.00%, 6/15/10	26,375
		<b>Hexcel Corp.</b>	
	35	9.875%, 10/1/08	39,375
		<b>Mission Energy Holding Co.</b>	
	115	13.50%, 7/15/08	146,050
		<b>Wesco Distribution, Inc.</b>	
	1,000	9.125%, 6/1/08	1,036,250
			\$ 1,343,787
<b>Engineering 0.0%</b>			
		<b>Shaw Group, Inc., Sr. Notes</b>	
	35	10.75%, 3/15/10	36,925
			\$ 36,925
<b>Entertainment 0.4%</b>			
		<b>LCE Acquisition Corp., Sr. Sub. Notes</b>	
	240	9.00%, 8/1/14 (4)	249,000
		<b>Marquee Holdings, Inc., Sr. Disc. Notes</b>	
	325	12.00%, 8/15/14 (4)	194,187
		<b>Marquee, Inc., Sr. Notes</b>	
	180	8.625%, 8/15/12 (4)	191,700
		<b>Royal Caribbean Cruises, Sr. Notes</b>	
	310	8.75%, 2/2/11	363,475
		<b>Six Flags, Inc., Sr. Notes</b>	
	240	8.875%, 2/1/10	226,200
	40	9.625%, 6/1/14	37,600

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<b>Universal City Development Partners, Sr. Notes</b>				
\$	40	11.75%, 4/1/10	\$	46,800
			\$	<b>1,308,962</b>
<b>Environmental Services 0.1%</b>				
<b>Allied Waste Industries, Series B</b>				
	85	9.25%, 9/1/12		94,987
<b>Waste Services, Inc., Sr. Sub. Notes</b>				
	265	9.50%, 4/15/14 (4)		253,075
			\$	<b>348,062</b>
<b>Financials 0.4%</b>				
<b>Carlyle High Yield Partners, Series 2004-6A, Class C</b>				
	500	4.36%, 8/15/16 (2) (4)		500,000
<b>Dryden Leveraged Loan, Series 2004-6A, Class C1</b>				
	500	4.055%, 7/30/16 (2) (4)		500,000
<b>E*Trade Financial Corp., Sr. Notes</b>				
	130	8.00%, 6/15/11 (4)		135,850
<b>Refco Finance Holdings, LLC, Sr. Sub. Notes</b>				
	235	9.00%, 8/1/12 (4)		252,037
			\$	<b>1,387,887</b>
<b>Food, Beverages and Tobacco 0.6%</b>				
<b>American Seafood Group LLC</b>				
	400	10.125%, 4/15/10		428,000
<b>Chiquita Brands International, Sr. Notes</b>				
	25	7.50%, 11/1/14 (4)		25,125
<b>Merisant Co., Sr. Notes</b>				
	10	9.50%, 7/15/13 (4)		9,550
<b>Michael Foods, Sr. Sub. Notes</b>				
	35	8.00%, 11/15/13		36,837
<b>North Atlantic Trading Co., Sr. Notes</b>				
	75	9.25%, 3/1/12		72,375
<b>Pinnacle Foods Holdings Corp., Sr. Sub. Notes</b>				
	5	8.25%, 12/1/13 (4)		4,737
	1,065	8.25%, 12/1/13 (4)		1,009,087

		<b>UAP Holding Corp., Sr. Disc. Notes</b>	
\$	265	10.75%, 7/15/12 (4)	\$ 204,050
		<b>United Agricultural Products, Sr. Notes</b>	
	55	8.25%, 12/15/11 (4)	59,675
		<b>WH Holdings Ltd./WH Capital Corp., Sr. Notes</b>	
	70	9.50%, 4/1/11	76,125
			<b>\$ 1,925,561</b>
<b>Funeral Service</b>	<b>0.0%</b>		
		<b>Alderwoods Group, Inc., Sr. Notes</b>	
	60	7.75%, 9/15/12 (4)	63,750
			<b>\$ 63,750</b>
<b>Gaming</b>	<b>0.2%</b>		
		<b>Penn National Gaming, Inc, Sr. Sub. Notes</b>	
	555	11.125%, 3/1/08	602,175
			<b>\$ 602,175</b>
<b>Health Care - Equipment &amp; Supplies</b>	<b>0.2%</b>		
		<b>Inverness Medical Innovations, Inc., Sr. Sub. Notes</b>	
	110	8.75%, 2/15/12 (4)	111,100
		<b>Medical Device Manufacturing, Inc., Sr. Sub. Notes</b>	
	125	10.00%, 7/15/12 (4)	133,125
		<b>Medquest, Inc.</b>	
	205	11.875%, 8/15/12	234,725
		<b>Quintiles Transnational Corp., Sr. Sub. Notes</b>	
	260	10.00%, 10/1/13	276,900
			<b>\$ 755,850</b>
<b>Health Care - Providers &amp; Services</b>	<b>0.5%</b>		
		<b>Ardent Health Services, Inc., Sr. Sub. Notes</b>	
	125	10.00%, 8/15/13	126,875
		<b>Curative Health Services, Sr. Notes</b>	
	35	10.75%, 5/1/11 (4)	32,200
		<b>Healthsouth Corp.</b>	
	90	7.625%, 6/1/12	87,525

		<b>Healthsouth Corp., Sr. Notes</b>	
\$	245	8.375%, 10/1/11	\$ 244,694
		<b>Magellan Health Services, Inc., Sr. Notes, Series A</b>	
	159	9.375%, 11/15/08	172,640
		<b>National Nephrology Association, Sr. Sub. Notes</b>	
	65	9.00%, 11/1/11 (4)	75,481
		<b>Omega Healthcare Investors, Inc., Sr. Notes</b>	
	40	7.00%, 4/1/14 (4)	40,800
		<b>Pacificare Health System</b>	
	146	10.75%, 6/1/09	168,995
		<b>Rotech Healthcare, Inc.</b>	
	5	9.50%, 4/1/12	5,375
		<b>Tenet Healthcare Corp., Sr. Notes</b>	
	370	9.875%, 7/1/14 (4)	388,500
		<b>Vanguard Health Holdings II, Sr. Sub. Notes</b>	
	255	9.00%, 10/1/14 (4)	256,913
			\$ 1,599,998
<b>Hotels</b>	<b>0.5%</b>		
		<b>Felcor Lodging L.P., Sr. Notes</b>	
	1,000	5.84%, 6/1/11 (4)	1,015,000
		<b>Host Marriott L.P., Series I</b>	
	15	9.50%, 1/15/07	16,688
		<b>Inn of the Mountain Gods, Sr. Notes</b>	
	165	12.00%, 11/15/10	189,750
		<b>Sun International Hotels, Sr. Sub. Notes</b>	
	210	8.875%, 8/15/11	231,263
			\$ 1,452,701
<b>Household Furnishing &amp; Appliances</b>	<b>0.0%</b>		
		<b>Home Interiors &amp; Gifts</b>	
	110	10.125%, 6/1/08	95,700
			\$ 95,700
<b>Household Products</b>	<b>0.0%</b>		
		<b>Interface, Inc., Sr. Sub. Notes</b>	
	20	9.50%, 2/1/14	20,800
			\$ 20,800

<b>Information Technology 0.1%</b>			
		<b>New ASAT (Finance) Ltd., Sr. Notes</b>	
\$	95	9.25%, 2/1/11 (4)	\$ 80,275
		<b>Stratus Technologies, Inc., Sr. Notes</b>	
	90	10.375%, 12/1/08	81,900
			\$ <b>162,175</b>
<b>Machinery 0.3%</b>			
		<b>Case New Holland, Inc., Sr. Notes</b>	
	110	9.25%, 8/1/11 (4)	123,750
		<b>Flowserve Corp.</b>	
	5	12.25%, 8/15/10	5,675
		<b>Manitowoc Co., Inc. (The)</b>	
	45	10.50%, 8/1/12	52,088
		<b>Milacron Escrow Corp.</b>	
	245	11.50%, 5/15/11 (4)	260,925
		<b>Rexnord Corp.</b>	
	65	10.125%, 12/15/12	73,775
		<b>Terex Corp.</b>	
	120	10.375%, 4/1/11	136,200
		<b>Thermadyne Holdings Corp., Sr. Sub. Notes</b>	
	265	9.25%, 2/1/14	259,038
			\$ <b>911,451</b>
<b>Manufacturing 0.5%</b>			
		<b>Aearo Co. I, Sr. Sub. Notes</b>	
	65	8.25%, 4/15/12 (4)	66,625
		<b>AMSCAN Holdings, Inc., Sr. Sub. Notes</b>	
	225	8.75%, 5/1/14 (4)	230,625
		<b>Amsted Industries, Inc., Sr. Notes</b>	
	500	10.25%, 10/15/11 (4)	552,500
		<b>Dresser, Inc.</b>	
	110	9.375%, 4/15/11	121,550
		<b>MAAX Corp., Sr. Sub. Notes</b>	
	65	9.75%, 6/15/12 (4)	69,225
		<b>Mueller Group, Inc., Sr. Sub. Notes</b>	
	185	10.00%, 5/1/12 (4)	200,725
		<b>Mueller Holdings, Inc., Disc. Notes</b>	
	105	14.75%, 4/15/14 (4)	67,988

		<b>National Waterworks, Inc., Series B</b>	
\$	115	10.50%, 12/1/12	\$ 131,100
		<b>Oxford Industries, Inc., Sr. Notes</b>	
	100	8.875%, 6/1/11 (4)	109,000
			\$ <b>1,549,338</b>
<b>Metals &amp; Mining 0.1%</b>			
		<b>Alpha Natural Resources, Sr. Notes</b>	
	75	10.00%, 6/1/12 (4)	83,063
		<b>General Cable Corp., Sr. Notes</b>	
	50	9.50%, 11/15/10	55,750
		<b>Ispat Inland ULC, Sr. Notes</b>	
	195	9.75%, 4/1/14 (4)	215,963
			\$ <b>354,776</b>
<b>Oil &amp; Gas 1.0%</b>			
		<b>ANR Pipeline Co.</b>	
	70	8.875%, 3/15/10	79,100
		<b>Belden &amp; Blake Corp., Sr. Notes</b>	
	35	8.75%, 7/15/12 (4)	37,450
		<b>Continental Resources</b>	
	525	10.25%, 8/1/08	546,000
		<b>Denbury Resources, Inc.</b>	
	10	7.50%, 4/1/13	10,650
		<b>Giant Industries, Sr. Sub. Notes</b>	
	80	8.00%, 5/15/14	82,000
		<b>Gulfterra Energy Partner</b>	
	41	10.625%, 12/1/12	51,660
		<b>Gulfterra Energy Partner, Series B</b>	
	89	8.50%, 6/1/10	104,019
		<b>Hanover Compressor Co., Sr. Notes</b>	
	70	8.625%, 12/15/10	76,300
		<b>Hanover Compressor Co., Sr. Sub. Notes</b>	
	280	0.00%, 3/31/07	238,000
		<b>Northwest Pipeline Corp.</b>	
	70	8.125%, 3/1/10	78,838
		<b>Parker Drilling Co., Sr. Notes</b>	
	85	9.625%, 10/1/13	95,200
		<b>Plains E&amp;P Co.</b>	
	115	8.75%, 7/1/12	129,663

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		<b>Port Arthur Finance Corp.</b>	
\$	309	12.50%, 1/15/09	\$ 361,530
		<b>Premcor Refining Group, Sr. Notes</b>	
	210	9.50%, 2/1/13	248,325
		<b>Premcor Refining Group, Sr. Sub. Notes</b>	
	40	7.75%, 2/1/12	43,800
		<b>SESI, LLC</b>	
	585	8.875%, 5/15/11	642,038
		<b>Southern Natural Gas</b>	
	50	8.875%, 3/15/10	56,500
	150	8.00%, 3/1/32	155,625
		<b>Transmontaigne, Inc., Sr. Sub. Notes</b>	
	265	9.125%, 6/1/10	298,788
			\$ 3,335,486
<b>Paper and Forest Products</b>	<b>0.4%</b>		
		<b>Ainsworth Lumber, Sr. Notes</b>	
	115	7.25%, 10/1/12 (4)	116,725
		<b>Caraustar Industries, Inc., Sr. Sub. Notes</b>	
	260	9.875%, 4/1/11	279,500
		<b>Georgia-Pacific Corp.</b>	
	145	9.50%, 12/1/11	180,163
	180	9.375%, 2/1/13	212,850
		<b>Longview Fibre Co., Sr. Sub. Notes</b>	
	225	10.00%, 1/15/09	246,375
		<b>Newark Group, Inc., Sr. Sub. Notes</b>	
	160	9.75%, 3/15/14 (4)	165,600
			\$ 1,201,213
<b>Publishing &amp; Printing</b>	<b>0.7%</b>		
		<b>American Media, Inc., Series B</b>	
	170	10.25%, 5/1/09	179,775
		<b>Dex Media East LLC</b>	
	80	9.875%, 11/15/09	92,400
		<b>Dex Media West LLC, Sr. Sub. Notes</b>	
	217	9.875%, 8/15/13	256,060
		<b>Hollinger Participation Trust, Sr. Notes, (PIK)</b>	
	58	12.125%, 11/15/10 (4)	66,916

		<b>Houghton Mifflin Co., Sr. Sub. Notes</b>	
\$	190	9.875%, 2/1/13	\$ 200,450
		<b>Liberty Group Operating</b>	
	110	9.375%, 2/1/08	111,375
		<b>Primedia Inc., Sr. Notes</b>	
	1,000	6.615%, 5/15/10 (4)	1,010,000
		<b>Primedia, Inc.</b>	
	180	8.875%, 5/15/11	180,900
			<b>\$ 2,097,876</b>
<b>Retail - Food and Drug 0.1%</b>			
		<b>General Nutrition Center, Sr. Sub. Notes</b>	
	45	8.50%, 12/1/10 (4)	46,238
		<b>Jean Coutu Group, Inc., Sr. Sub. Notes</b>	
	145	8.50%, 8/1/14 (4)	144,638
		<b>Pierre Foods Inc., Sr. Sub. Notes</b>	
	155	9.875%, 7/15/12 (4)	160,425
			<b>\$ 351,301</b>
<b>Retail - Specialty 0.1%</b>			
		<b>Mothers Work, Inc.</b>	
	30	11.25%, 8/1/10	29,700
		<b>PCA LLC/PCA Finance Corp., Sr. Notes</b>	
	60	11.875%, 8/1/09	64,500
		<b>Petro Stopping Centers LP/Petro Financial Corp., Sr. Notes</b>	
	85	9.00%, 2/15/12	90,525
			<b>\$ 184,725</b>
<b>Semiconductor Equipment and Products 0.2%</b>			
		<b>AMI Semiconductor, Inc., Sr. Sub. Notes</b>	
	121	10.75%, 2/1/13	141,570
		<b>Amkor Technologies, Inc.</b>	
	285	5.75%, 6/1/06	250,800
		<b>Amkor Technologies, Inc., Sr. Notes</b>	
	85	7.125%, 3/15/11	70,125
	175	7.75%, 5/15/13	144,375
		<b>Amkor Technologies, Inc., Sr. Sub. Notes</b>	
	30	10.50%, 5/1/09	25,650
			<b>\$ 632,520</b>



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<b>Services 0.2%</b>				
		<b>Allied Security Escrow, Sr. Sub. Notes</b>		
\$	35	11.375%, 7/15/11 (4)	\$	36,925
		<b>Amerco, Inc.</b>		
	180	9.00%, 3/15/09		188,100
		<b>US Oncology, Inc., Sr. Notes</b>		
	120	9.00%, 8/15/12 (4)		124,800
		<b>US Oncology, Inc., Sr. Sub. Notes</b>		
	170	10.75%, 8/15/14 (4)		175,525
			\$	<b>525,350</b>
<b>Shipping Lines 0.0%</b>				
		<b>Horizon Lines, LLC</b>		
	125	9.00%, 11/1/12 (4)		132,500
			\$	<b>132,500</b>
<b>Telecommunications - Wireless 1.1%</b>				
		<b>American Tower Corp., Sr. Notes</b>		
	255	9.375%, 2/1/09		271,575
		<b>Centennial Cellular Operating Co., LLC, Sr. Sub. Notes</b>		
	35	10.75%, 12/15/08		36,575
		<b>Centennial Cellular Operating Co./Centennial Communications Corp., Sr. Notes</b>		
	260	10.125%, 6/15/13		274,950
		<b>LCI International, Inc., Sr. Notes</b>		
	110	7.25%, 6/15/07		100,375
		<b>Nextel Communications, Inc., Sr. Notes</b>		
	10	7.375%, 8/1/15		10,800
		<b>Nextel Partners, Inc., Sr. Notes</b>		
	116	12.50%, 11/15/09		134,560
		<b>Nortel Networks Ltd.</b>		
	115	6.125%, 2/15/06		117,875
	340	4.25%, 9/1/08		329,800
		<b>Rural Cellular Corp.</b>		
	1,500	5.61%, 3/15/10 (4)		1,533,750

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		<b>SBA Telecommunications, Sr. Disc. Notes</b>	
\$	90	9.75%, 12/15/11	\$ 73,350
		<b>UbiquiTel Operating Co., Sr. Notes</b>	
	155	9.875%, 3/1/11	162,169
		<b>US Unwired, Inc., Series B</b>	
	225	10.00%, 6/15/12	234,563
		<b>Western Wireless Corp., Sr. Notes</b>	
	170	9.25%, 7/15/13	174,250
			\$ <b>3,454,592</b>

**Telecommunications - Wireline 0.2%**

		<b>Inmarsat Finance PLC</b>	
	265	7.625%, 6/30/12 (4)	264,338
		<b>Qwest Capital Funding, Inc.</b>	
	45	7.75%, 8/15/06	45,394
	25	7.90%, 8/15/10	23,188
		<b>Qwest Services Corp.</b>	
	238	13.50%, 12/15/10 (4)	279,055
			\$ <b>611,975</b>

**Textiles and Apparel 0.2%**

		<b>GFSI, Inc., Sr. Sub. Notes, Series B</b>	
	60	9.625%, 3/1/07	58,350
		<b>J Crew Operating Corp., Sr. Sub. Notes</b>	
	160	10.375%, 10/15/07	164,800
		<b>Levi Strauss &amp; Co.</b>	
	225	7.00%, 11/1/06	226,125
		<b>Perry Ellis International, Inc., Sr. Sub. Notes</b>	
	60	8.875%, 9/15/13	63,900
		<b>Phillips Van-Heusen, Sr. Notes</b>	
	40	7.25%, 2/15/11 (4)	41,800
	100	8.125%, 5/1/13	107,500
		<b>William Carter, Series B</b>	
	104	10.875%, 8/15/11	117,260
			\$ <b>779,735</b>

**Transportation 0.1%**

		<b>OMI Corp., Sr. Notes</b>	
	135	7.625%, 12/1/13	139,219
		<b>Petroleum Helicopters, Series B</b>	
	15	9.375%, 5/1/09	16,200

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<b>Quality Distribution LLC/QD Capital Corp.</b>			
\$	30	9.00%, 11/15/10 (4)	\$ 28,688
			<b>\$ 184,107</b>
<b>Utility 0.4%</b>			
<b>AES Corp.</b>			
	17	10.00%, 7/15/05 (4)	17,510
<b>AES Corp., Sr. Notes</b>			
	15	9.375%, 9/15/10	16,969
	25	8.75%, 5/15/13 (4)	28,313
	15	9.00%, 5/15/15 (4)	16,988
<b>AES Corp., Sr. Sub. Notes</b>			
	25	8.50%, 11/1/07	25,750
<b>Calpine Corp., Sr. Notes</b>			
	130	8.25%, 8/15/05	128,375
	205	7.625%, 4/15/06	190,650
	35	8.50%, 7/15/10 (4)	26,950
<b>Dynegy Holdings, Inc., Sr. Notes</b>			
	5	10.125%, 7/15/13 (4)	5,775
<b>Illinois Power</b>			
	80	7.50%, 6/15/09	91,600
<b>NRG Energy, Inc., Sr. Notes</b>			
	320	8.00%, 12/15/13 (4)	344,400
<b>Orion Power Holdings, Inc., Sr. Notes</b>			
	380	12.00%, 5/1/10	476,900
<b>Reliant Energy, Inc.</b>			
	35	9.25%, 7/15/10	37,756
			<b>\$ 1,407,936</b>
<b>Wireless Communications 0.1%</b>			
<b>Alamosa Delaware, Inc., Sr. Disc. Notes</b>			
	70	12.00%, 7/31/09	72,450
<b>Alamosa Delaware, Inc., Sr. Notes</b>			
	90	11.00%, 7/31/10	102,375
	155	8.50%, 1/31/12	157,713
			<b>\$ 332,538</b>
<b>Total Corporate Bonds &amp; Notes</b>			
<b>(identified cost \$47,135,253)</b>			
			<b>\$ 49,069,586</b>

**Common Stocks 2.1%**

Shares/Rights		Security		Value
586		Crown Castle International Corp. (3)	\$	8,720
3,460		Crown Castle International Corp. (3)		158,728
2,992		Enviromental Systems Products (2) (3) (6)		61,635
10,443		Hayes Lemmerz International (3)		105,892
10		Identity Now Holdings Common (2) (3) (6)		0
1,418		IDT Corp., Class B (3)		21,313
8		Knowledge Universe, Inc. (2) (3) (6)		5,066
725,000		Van Kampen Senior Income Trust		6,314,750
<b>Total Common Stocks</b>				
<b>(identified cost, \$5,889,139)</b>			<b>\$</b>	<b>6,676,104</b>

**Preferred Stocks 0.0%**

Shares/Rights		Security		Value
35		Hayes Lemmerz International, Series A (2) (3) (6)	\$	1,533
15		Key Plastics, LLC, Series A (2) (3) (6)		15,062
1,790		Williams Cos., Inc. (The) (4)		127,090
<b>Total Preferred Stocks</b>				
<b>(identified cost, \$107,406)</b>			<b>\$</b>	<b>143,685</b>

**Warrants 0.2%**

Shares/Rights		Security		Value
210		American Tower Corp., Exp. 8/1/08 (2) (3)	\$	39,585
105		Mueller Holdings, Inc., Exp. 4/15/14 (3)		6,353
45,548		Thermadyne Holdings Corp. (3)		501,028
<b>Total Warrants</b>				
<b>(identified cost, \$429,913)</b>			<b>\$</b>	<b>546,966</b>

**Short-Term Investments 6.1%**

Principal Amount	Maturity Date	Borrower	Rate	Amount
\$ 5,000,000	10/04/04	Cortes Capital Corp. Commercial Paper	1.63%	\$ 4,999,321
6,000,000	10/01/04	Investors Bank & Trust Company Time Deposit	1.90%	6,000,000
2,076,000	10/01/04	Ranger Funding Co., LLC Commercial Paper	1.76%	2,076,000
6,394,000	10/01/04	USAA Capital Corp. Commercial Paper	1.84%	6,394,000
<b>Total Short-Term Investments (at amortized cost)</b>				<b>\$ 19,469,321</b>
<b>Total Investments 165.6% (identified cost \$521,784,540)</b>				<b>\$ 528,356,845</b>
<b>Other Assets, Less Liabilities (31.1)%</b>				<b>\$ (99,328,874)</b>
<b>Auction Preferred Shares Plus Cumulative Unpaid Dividends (34.5)%</b>				<b>\$ (110,024,571)</b>
<b>Net Assets Applicable to Common Shares 100.0%</b>				<b>\$ 319,003,400</b>

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 \$4,893,345 as of September 30, 2004.

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.

(2) Security valued at fair value using methods determined in good faith by or at the direction of the Trustees.

- (3) Non-income producing 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 September 30, 2004, the aggregate value of the securities is \$19,894,077 or 6.2% of the Trust's net assets.
- (5) Defaulted security.
- (6) Restricted security.

At September 30, 2004, 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 \$2,900,000. The Trust makes payment only upon a default event on underlying loan assets (50 in total, each representing 2% of the notional value of the swap). At September 30, 2004, 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 September 30, 2004, as computed on a federal income tax basis, were as follows:

<b>Aggregate cost</b>	<b>\$</b>	<b>521,794,704</b>
Gross unrealized appreciation	\$	7,922,509
Gross unrealized depreciation		(1,360,368)
<b>Net unrealized appreciation</b>	<b>\$</b>	<b>6,562,141</b>

**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: November 17, 2004

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: November 17, 2004

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

Date: November 17, 2004

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