

BLUE CHIP VALUE FUND INC
Form N-PX
August 30, 2007

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

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT
INVESTMENT COMPANY

Investment Company Act file number 811-05003

BLUE CHIP VALUE FUND, INC.

(Exact name of registrant as specified in charter)

1225 Seventeenth Street, 26th Floor
Denver, CO 80202

(Address of principal executive offices) (Zip code)

Michael P. Malloy, Drinker Biddle & Reath LLP, One Logan Square,
18th & Cherry Streets, Philadelphia, PA 19103

(Name and address of agent for service)

Registrant's telephone number, including area code: 800-624-4190

Date of fiscal year end: December 31

Date of reporting period: July 1, 2006 - June 30, 2007

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***** FORM N-Px REPORT *****

ICA File Number: 811-05003
Reporting Period: 07/01/2006 - 06/30/2007
Blue Chip Value Fund, Inc.

===== BLUE CHIP VALUE FUND =====

ABBOTT LABORATORIES

Ticker: ABT Security ID: 002824100
Meeting Date: APR 27, 2007 Meeting Type: Annual
Record Date: FEB 28, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director R.S. Austin	For	For	Management
1.2	Elect Director W.M. Daley	For	For	Management
1.3	Elect Director W.J. Farrell	For	For	Management
1.4	Elect Director H.L. Fuller	For	For	Management
1.5	Elect Director R.A. Gonzalez	For	For	Management
1.6	Elect Director D.A.L. Owen	For	For	Management
1.7	Elect Director B. Powell Jr.	For	For	Management
1.8	Elect Director W.A. Reynolds	For	For	Management
1.9	Elect Director R.S. Roberts	For	For	Management
1.10	Elect Director S.C. Scott III	For	Withhold	Management
1.11	Elect Director W.D. Smithburg	For	For	Management
1.12	Elect Director G.F. Tilton	For	For	Management
1.13	Elect Director M.D. White	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder
4	Separate Chairman and CEO Positions	Against	Against	Shareholder

ACE LTD.

Ticker: ACE Security ID: G0070K103
Meeting Date: MAY 17, 2007 Meeting Type: Annual
Record Date: MAR 30, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	ELECTION OF DIRECTOR: BRIAN DUPERREAU	For	For	Management
2	ELECTION OF DIRECTOR: ROBERT M. HERNANDEZ	For	For	Management
3	ELECTION OF DIRECTOR: PETER MENIKOFF	For	For	Management
4	ELECTION OF DIRECTOR: ROBERT RIPP	For	For	Management

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5	ELECTION OF DIRECTOR: DERMOT F. SMURFIT	For	For	Management
6	RATIFICATION OF THE APPOINTMENT OF PRICewaterhouseCOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF ACE LIMITED FOR THE FISCAL YEAR ENDING DECEMBER 31, 2007	For	For	Management

ALTERA CORP.

Ticker: ALTR Security ID: 021441100
Meeting Date: MAY 8, 2007 Meeting Type: Annual
Record Date: MAR 12, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director John P. Daane	For	For	Management
2	Elect Director Robert W. Reed	For	For	Management
3	Elect Director Robert J. Finocchio, Jr.	For	For	Management
4	Elect Director Kevin McGarity	For	For	Management
5	Elect Director John Shoemaker	For	For	Management
6	Elect Director Susan Wang	For	For	Management
7	Amend Qualified Employee Stock Purchase Plan	For	For	Management
8	Ratify Auditors	For	For	Management

AMERICAN INTERNATIONAL GROUP, INC.

Ticker: AIG Security ID: 026874107
Meeting Date: MAY 16, 2007 Meeting Type: Annual
Record Date: MAR 23, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Marshall A. Cohen	For	For	Management
1.2	Elect Director Martin S. Feldstein	For	For	Management
1.3	Elect Director Ellen V. Futter	For	For	Management
1.4	Elect Director Stephen L. Hammerman	For	For	Management
1.5	Elect Director Richard C. Holbrooke	For	For	Management
1.6	Elect Director Fred H. Langhammer	For	For	Management
1.7	Elect Director George L. Miles, Jr.	For	For	Management
1.8	Elect Director Morris W. Offit	For	For	Management
1.9	Elect Director James F. Orr, III	For	For	Management
1.10	Elect Director Virginia M. Rometty	For	For	Management
1.11	Elect Director Martin J. Sullivan	For	For	Management
1.12	Elect Director Michael H. Sutton	For	For	Management
1.13	Elect Director Edmund S.W. Tse	For	For	Management
1.14	Elect Director Robert B. Willumstad	For	For	Management
1.15	Elect Director Frank G. Zarb	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Performance-Based and/or Time-Based Equity Awards	Against	For	Shareholder

AMGEN, INC.

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Ticker: AMGN Security ID: 031162100
 Meeting Date: MAY 9, 2007 Meeting Type: Annual
 Record Date: MAR 12, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Frank J. Biondi, Jr.	For	For	Management
2	Elect Director Jerry D. Choate	For	For	Management
3	Elect Director Frank C. Herringer	For	For	Management
4	Elect Director Gilbert S. Omenn	For	For	Management
5	Ratify Auditors	For	For	Management
6	Declassify the Board of Directors	For	For	Management
7	Declassify the Board of Directors	For	For	Management
8	Develop an Animal Welfare Policy	Against	Against	Shareholder
9	Prepare a Sustainability Report	Against	Against	Shareholder

BANK OF AMERICA CORP.

Ticker: BAC Security ID: 060505104
 Meeting Date: APR 25, 2007 Meeting Type: Annual
 Record Date: MAR 2, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director William Barnet, III	For	For	Management
2	Elect Director Frank P. Bramble, Sr.	For	For	Management
3	Elect Director John T. Collins	For	For	Management
4	Elect Director Gary L. Countryman	For	For	Management
5	Elect Director Tommy R. Franks	For	For	Management
6	Elect Director Charles K. Gifford	For	For	Management
7	Elect Director W. Steven Jones	For	For	Management
8	Elect Director Kenneth D. Lewis	For	For	Management
9	Elect Director Monica C. Lozano	For	For	Management
10	Elect Director Walter E. Massey	For	For	Management
11	Elect Director Thomas J. May	For	For	Management
12	Elect Director Patricia E. Mitchell	For	For	Management
13	Elect Director Thomas M. Ryan	For	For	Management
14	Elect Director O. Temple Sloan, Jr.	For	For	Management
15	Elect Director Meredith R. Spangler	For	For	Management
16	Elect Director Robert L. Tillman	For	For	Management
17	Elect Director Jackie M. Ward	For	For	Management
18	Ratify Auditors	For	For	Management
19	Prohibit Executive Stock-Based Awards	Against	Against	Shareholder
20	Change Size of Board of Directors	Against	Against	Shareholder
21	Separate Chairman and CEO Positions	Against	Against	Shareholder

BANK OF NEW YORK CO., INC., THE

Ticker: BK Security ID: 064057102
 Meeting Date: APR 10, 2007 Meeting Type: Annual
 Record Date: FEB 20, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Mr. Biondi	For	For	Management
1.2	Elect Director Mr. Donofrio	For	For	Management
1.3	Elect Director Mr. Hassell	For	For	Management
1.4	Elect Director Mr. Kogan	For	For	Management
1.5	Elect Director Mr. Kowalski	For	For	Management

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1.6	Elect Director Mr. Luke	For	For	Management
1.7	Elect Director Ms. Rein	For	For	Management
1.8	Elect Director Mr. Renyi	For	For	Management
1.9	Elect Director Mr. Richardson	For	For	Management
1.10	Elect Director Mr. Scott	For	For	Management
1.11	Elect Director Mr. Vaughan	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Vote Requirements to Amend Articles/Bylaws/Charter	Against	For	Shareholder
4	Restore or Provide for Cumulative Voting	Against	For	Shareholder
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder

BANK OF NEW YORK CO., INC., THE

Ticker: BK Security ID: 064057102
 Meeting Date: MAY 24, 2007 Meeting Type: Special
 Record Date: APR 12, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Merger Agreement	For	For	Management
2	Adopt Supermajority Vote Requirement for Mergers	For	For	Management
3	Increase Authorized Preferred and Common Stock	For	For	Management
4	Adjourn Meeting	For	For	Management

BARR PHARMACEUTICALS INC

Ticker: BRL Security ID: 068306109
 Meeting Date: NOV 9, 2006 Meeting Type: Annual
 Record Date: SEP 15, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Bruce L. Downey	For	For	Management
1.2	Elect Director Paul M. Bisaro	For	For	Management
1.3	Elect Director George P. Stephan	For	For	Management
1.4	Elect Director Harold N. Chefitz	For	For	Management
1.5	Elect Director Richard R. Frankovic	For	For	Management
1.6	Elect Director Peter R. Seaver	For	For	Management
1.7	Elect Director James S. Gilmore, III	For	Withhold	Management
2	Ratify Auditors	For	For	Management

BARR PHARMACEUTICALS INC

Ticker: BRL Security ID: 068306109
 Meeting Date: MAY 17, 2007 Meeting Type: Annual
 Record Date: MAR 30, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Bruce L. Downey	For	For	Management
1.2	Elect Director Paul M. Bisaro	For	For	Management
1.3	Elect Director George P. Stephan	For	For	Management

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1.4	Elect Director Harold N. Chefitz	For	For	Management
1.5	Elect Director Richard R. Frankovic	For	For	Management
1.6	Elect Director Peter R. Seaver	For	For	Management
1.7	Elect Director James S. Gilmore, III	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Approve Executive Incentive Bonus Plan	For	For	Management

BUNGE LIMITED

Ticker: BG Security ID: G16962105
 Meeting Date: MAY 25, 2007 Meeting Type: Annual
 Record Date: MAR 30, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	TO ELECT AS CLASS I DIRECTOR: JORGE BORN, JR.	For	For	Management
2	TO ELECT AS CLASS I DIRECTOR: BERNARD DE LA TOUR D AUVERGNE LAURAGUAIS	For	For	Management
3	TO ELECT AS CLASS I DIRECTOR: WILLIAM ENGELS	For	For	Management
4	TO ELECT AS CLASS I DIRECTOR: L. PATRICK LUPO	For	For	Management
5	TO ELECT AS CLASS II DIRECTOR: OCTAVIO CARABALLO	For	For	Management
6	Ratify Auditors	For	For	Management
7	TO APPROVE THE BUNGE LIMITED 2007 NON-EMPLOYEE DIRECTORS EQUITY INCENTIVE PLAN AS SET FORTH IN THE PROXY STATEMENT.	For	For	Management

CAMPBELL SOUP CO.

Ticker: CPB Security ID: 134429109
 Meeting Date: NOV 16, 2006 Meeting Type: Annual
 Record Date: SEP 19, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Edmund M. Carpenter	For	For	Management
1.2	Elect Director Paul R. Charron	For	For	Management
1.3	Elect Director Douglas R. Conant	For	For	Management
1.4	Elect Director Bennett Dorrance	For	For	Management
1.5	Elect Director Kent B. Foster	For	For	Management
1.6	Elect Director Harvey Golub	For	For	Management
1.7	Elect Director Randall W. Larrimore	For	For	Management
1.8	Elect Director Philip E. Lippincott	For	For	Management
1.9	Elect Director Mary Alice D. Malone	For	For	Management
1.10	Elect Director Sara Mathew	For	For	Management
1.11	Elect Director David C. Patterson	For	For	Management
1.12	Elect Director Charles R. Perrin	For	For	Management
1.13	Elect Director A. Barry Rand	For	For	Management
1.14	Elect Director George Strawbridge, Jr.	For	For	Management
1.15	Elect Director Les C. Vinney	For	For	Management
1.16	Elect Director Charlotte C. Weber	For	For	Management
2	Ratify Auditors	For	For	Management
3	Sustainability Report	Against	For	Shareholder

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CAREMARK RX, INC.

Ticker: CMX Security ID: 141705103
 Meeting Date: MAR 16, 2007 Meeting Type: Proxy Contest-White Ballot
 Record Date: JAN 15, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Merger Agreement	For	For	Management
2	Adjourn Meeting	For	For	Management

CITIGROUP INC.

Ticker: C Security ID: 172967101
 Meeting Date: APR 17, 2007 Meeting Type: Annual
 Record Date: FEB 21, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director C. Michael Armstrong	For	For	Management
2	Elect Director Alain J.P. Belda	For	For	Management
3	Elect Director George David	For	For	Management
4	Elect Director Kenneth T. Derr	For	For	Management
5	Elect Director John M. Deutch	For	For	Management
6	Elect Director Roberto Hernandez Ramirez	For	For	Management
7	Elect Director Klaus Kleinfeld	For	For	Management
8	Elect Director Andrew N. Liveris	For	For	Management
9	Elect Director Anne Mulcahy	For	For	Management
10	Elect Director Richard D. Parsons	For	For	Management
11	Elect Director Charles Prince	For	For	Management
12	Elect Director Judith Rodin	For	For	Management
13	Elect Director Robert E. Rubin	For	For	Management
14	Elect Director Franklin A. Thomas	For	For	Management
15	Ratify Auditors	For	For	Management
16	Report on Government Service of Employees	Against	Against	Shareholder
17	Report on Political Contributions	Against	For	Shareholder
18	Report on Charitable Contributions	Against	Against	Shareholder
19	Approve Report of the Compensation Committee	Against	For	Shareholder
20	Report on Pay Disparity	Against	Against	Shareholder
21	Separate Chairman and CEO Positions	Against	Against	Shareholder
22	Stock Retention/Holding Period	Against	Against	Shareholder
23	Restore or Provide for Cumulative Voting	Against	Against	Shareholder
24	Amend Bylaws to Permit Shareholders to Call Special Meetings	Against	For	Shareholder

COLGATE-PALMOLIVE CO.

Ticker: CL Security ID: 194162103
 Meeting Date: MAY 3, 2007 Meeting Type: Annual
 Record Date: MAR 7, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director John T. Cahill	For	For	Management
2	Elect Director Jill K. Conway	For	For	Management

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3	Elect Director Ellen M. Hancock	For	For	Management
4	Elect Director David W. Johnson	For	For	Management
5	Elect Director Richard J. Kogan	For	For	Management
6	Elect Director Delano E. Lewis	For	For	Management
7	Elect Director Reuben Mark	For	For	Management
8	Elect Director J. Pedro Reinhard	For	For	Management
9	Ratify Auditors	For	For	Management
10	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder
11	Pay for Superior Performance	Against	For	Shareholder

COMPUTER SCIENCES CORPORATION

Ticker: CSC Security ID: 205363104
Meeting Date: JUL 31, 2006 Meeting Type: Annual
Record Date: JUN 2, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Irving W. Bailey, II	For	For	Management
1.2	Elect Director David J. Barram	For	For	Management
1.3	Elect Director Stephen L. Baum	For	For	Management
1.4	Elect Director Rodney F. Chase	For	For	Management
1.5	Elect Director Van B. Honeycutt	For	For	Management
1.6	Elect Director F. Warren McFarlan	For	For	Management
1.7	Elect Director Thomas H. Patrick	For	For	Management
2	Approve Non-Employee Director Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Board Diversity	Against	For	Shareholder

COUNTRYWIDE FINANCIAL CORP.

Ticker: CFC Security ID: 222372104
Meeting Date: JUN 13, 2007 Meeting Type: Annual
Record Date: APR 16, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Henry G. Cisneros	For	For	Management
1.2	Elect Director Robert J. Donato	For	For	Management
1.3	Elect Director Harley W. Snyder	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder

DARDEN RESTAURANTS, INC.

Ticker: DRI Security ID: 237194105
Meeting Date: SEP 15, 2006 Meeting Type: Annual
Record Date: JUL 24, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Leonard L. Berry	For	Withhold	Management
1.2	Elect Director Odie C. Donald	For	Withhold	Management

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1.3	Elect Director David H. Hughes	For	Withhold	Management
1.4	Elect Director Charles A. Ledsinger, Jr.	For	For	Management
1.5	Elect Director William M. Lewis, Jr.	For	For	Management
1.6	Elect Director Connie Mack, III	For	Withhold	Management
1.7	Elect Director Andrew H. Madsen	For	Withhold	Management
1.8	Elect Director Clarence Otis, Jr.	For	Withhold	Management
1.9	Elect Director Michael D. Rose	For	Withhold	Management
1.10	Elect Director Maria A. Sastre	For	Withhold	Management
1.11	Elect Director Jack A. Smith	For	Withhold	Management
1.12	Elect Director Blaine Sweatt, III	For	Withhold	Management
1.13	Elect Director Rita P. Wilson	For	Withhold	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

DELL INC.

Ticker: DELL Security ID: 24702R101
Meeting Date: JUL 21, 2006 Meeting Type: Annual
Record Date: MAY 26, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Donald J. Carty	For	For	Management
1.2	Elect Director Michael S. Dell	For	For	Management
1.3	Elect Director William H. Gray, III	For	For	Management
1.4	Elect Director Sallie L. Krawcheck	For	For	Management
1.5	Elect Director Alan (A.G.) Lafley	For	For	Management
1.6	Elect Director Judy C. Lewent	For	For	Management
1.7	Elect Director Klaus S. Luft	For	For	Management
1.8	Elect Director Alex J. Mandl	For	For	Management
1.9	Elect Director Michael A. Miles	For	For	Management
1.10	Elect Director Samuel A. Nunn, Jr.	For	For	Management
1.11	Elect Director Kevin B. Rollins	For	For	Management
2	Ratify Auditors	For	For	Management
3	Adopt ILO-Based Code of Conduct	Against	Against	Shareholder
4	Compensation Company Specific--Declaration of Dividend	Against	Against	Shareholder

FIRST DATA CORP.

Ticker: FDC Security ID: 319963104
Meeting Date: MAY 30, 2007 Meeting Type: Annual
Record Date: APR 2, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director David A. Coulter	For	For	Management
2	Elect Director Henry C. Duques	For	For	Management
3	Elect Director Richard P. Kiphart	For	For	Management
4	Elect Director Joan E. Spero	For	For	Management
5	Amend Qualified Employee Stock Purchase Plan	For	For	Management
6	Approve Non-Employee Director Omnibus Stock Plan	For	For	Management
7	Amend Omnibus Stock Plan	For	For	Management
8	Ratify Auditors	For	For	Management

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FREDDIE MAC

Ticker: FRE Security ID: 313400301
 Meeting Date: SEP 8, 2006 Meeting Type: Annual
 Record Date: JUN 30, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Barbara T. Alexander	For	For	Management
1.2	Elect Director Geoffrey T. Boisi	For	For	Management
1.3	Elect Director Michelle Engler	For	For	Management
1.4	Elect Director Robert R. Glauber	For	For	Management
1.5	Elect Director Richard Karl Goeltz	For	For	Management
1.6	Elect Director Thomas S. Johnson	For	For	Management
1.7	Elect Director William M. Lewis, Jr.	For	For	Management
1.8	Elect Director Eugene M. McQuade	For	For	Management
1.9	Elect Director Shaun F. O'Malley	For	For	Management
1.10	Elect Director Jeffrey M. Peek	For	For	Management
1.11	Elect Director Ronald F. Poe	For	For	Management
1.12	Elect Director Stephen A. Ross	For	For	Management
1.13	Elect Director Richard F. Syron	For	For	Management
2	Ratify Auditors	For	For	Management
3	Report on Charitable Contributions	Against	Against	Shareholder

FREDDIE MAC

Ticker: FRE Security ID: 313400301
 Meeting Date: JUN 8, 2007 Meeting Type: Annual
 Record Date: MAR 30, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Barbara T. Alexander	For	For	Management
2	Elect Director Geoffrey T. Boisi	For	For	Management
3	Elect Director Michelle Engler	For	For	Management
4	Elect Director Robert R. Glauber	For	For	Management
5	Elect Director Richard Karl Goeltz	For	For	Management
6	Elect Director Thomas S. Johnson	For	For	Management
7	Elect Director William M. Lewis, Jr	For	For	Management
8	Elect Director Eugene M. McQuade	For	For	Management
9	Elect Director Shaud F. O Malley	For	For	Management
10	Elect Director Jeffrey M. Peek	For	For	Management
11	Elect Director Nicolas P. Retsinas	For	For	Management
12	Elect Director Stephen A. Ross	For	For	Management
13	Elect Director Richard F. Syron	For	For	Management
14	Ratify Auditors	For	For	Management
15	Amend Omnibus Stock Plan	For	For	Management

GENERAL DYNAMICS CORP.

Ticker: GD Security ID: 369550108
 Meeting Date: MAY 2, 2007 Meeting Type: Annual
 Record Date: MAR 9, 2007

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Nicholas D. Chabraja	For	For	Management
2	Elect Director James S. Crown	For	For	Management
3	Elect Director William P. Fricks	For	For	Management
4	Elect Director Charles H. Goodman	For	For	Management
5	Elect Director Jay L. Johnson	For	For	Management
6	Elect Director George A. Joulwan	For	For	Management
7	Elect Director Paul G. Kaminski	For	For	Management
8	Elect Director John M. Keane	For	For	Management
9	Elect Director Deborah J. Lucas	For	For	Management
10	Elect Director Lester L. Lyles	For	For	Management
11	Elect Director Carl E. Mundy, Jr.	For	For	Management
12	Elect Director Robert Walmsley	For	For	Management
13	Ratify Auditors	For	For	Management
14	Pay For Superior Performance	Against	For	Shareholder
15	Performance-Based and/or Equity Based Awards	Against	For	Shareholder

----- GENERAL ELECTRIC CO.

Ticker: GE Security ID: 369604103
Meeting Date: APR 25, 2007 Meeting Type: Annual
Record Date: FEB 26, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James I. Cash, Jr.	For	For	Management
1.2	Elect Director William M. Castell	For	For	Management
1.3	Elect Director Ann M. Fudge	For	For	Management
1.4	Elect Director Claudio X. Gonzalez	For	Withhold	Management
1.5	Elect Director Susan Hockfield	For	For	Management
1.6	Elect Director Jerry R. Immelt	For	For	Management
1.7	Elect Director Andrea Jung	For	For	Management
1.8	Elect Director Alan G. Lafley	For	For	Management
1.9	Elect Director Robert W. Lane	For	For	Management
1.10	Elect Director Ralph S. Larsen	For	For	Management
1.11	Elect Director Rochelle B. Lazarus	For	For	Management
1.12	Elect Director Sam Nunn	For	For	Management
1.13	Elect Director Roger S. Penske	For	For	Management
1.14	Elect Director Robert J. Swieringa	For	For	Management
1.15	Elect Director Douglas A. Warner III	For	For	Management
1.16	Elect Director Robert C. Wright	For	For	Management
2	Ratify Auditors	For	For	Management
3	Adopt Majority Vote Standard in Director Elections	For	For	Management
4	Approve Omnibus Stock Plan	For	For	Management
5	Company-Specific-Approve Material Terms of Senior Officer Performance Goals	For	For	Management
6	Provide for Cumulative Voting	Against	For	Shareholder
7	Company-Specific -- Adopt Policy on Overboarded Directors	Against	For	Shareholder
8	Company-Specific -- One Director from the Ranks of Retirees	Against	Against	Shareholder
9	Separate Chairman and CEO Positions	Against	For	Shareholder
10	Limit Dividend and Dividend Equivalent Payments to Executives	Against	For	Shareholder
11	Report on Charitable Contributions	Against	Against	Shareholder
12	Report on Global Warming	Against	Against	Shareholder
13	Adopt Ethical Criteria for Military Contracts	Against	Against	Shareholder

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14	Report on Pay Disparity	Against	Against	Shareholder
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INTEL CORP.

Ticker: INTC Security ID: 458140100
Meeting Date: MAY 16, 2007 Meeting Type: Annual
Record Date: MAR 19, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Craig R. Barrett	For	For	Management
2	Elect Director Charlene Barshefsky	For	Against	Management
3	Elect Director Susan L. Decker	For	For	Management
4	Elect Director D. James Guzy	For	For	Management
5	Elect Director Reed E. Hundt	For	For	Management
6	Elect Director Paul S. Otellini	For	For	Management
7	Elect Director James D. Plummer	For	For	Management
8	Elect Director David S. Pottruck	For	For	Management
9	Elect Director Jane E. Shaw	For	For	Management
10	Elect Director John L. Thornton	For	For	Management
11	Elect Director David B. Yoffie	For	For	Management
12	Ratify Auditors	For	For	Management
13	Amend Omnibus Stock Plan	For	For	Management
14	Approve Executive Incentive Bonus Plan	For	For	Management
15	Limit Executive Compensation	Against	Against	Shareholder

INTERNATIONAL BUSINESS MACHINES CORP.

Ticker: IBM Security ID: 459200101
Meeting Date: APR 24, 2007 Meeting Type: Annual
Record Date: FEB 23, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Cathleen Black	For	For	Management
1.2	Elect Director Kenneth I. Chenault	For	For	Management
1.3	Elect Director Juergen Dormann	For	For	Management
1.4	Elect Director Michael L. Eskew	For	For	Management
1.5	Elect Director Shirley Ann Jackson	For	For	Management
1.6	Elect Director Minoru Makiyara	For	For	Management
1.7	Elect Director Lucio A. Noto	For	For	Management
1.8	Elect Director James W. Owens	For	For	Management
1.9	Elect Director Samuel J. Palmisano	For	For	Management
1.10	Elect Director Joan E. Spero	For	For	Management
1.11	Elect Director Sidney Taurel	For	For	Management
1.12	Elect Director Lorenzo H. Zambrano	For	For	Management
2	Ratify Auditors	For	For	Management
3	Reduce Supermajority Vote Requirement	For	For	Management
4	Reduce Supermajority Vote Requirement	For	For	Management
5	Reduce Supermajority Vote Requirement	For	For	Management
6	Reduce Supermajority Vote Requirement	For	For	Management
7	Restore or Provide for Cumulative Voting	Against	For	Shareholder
8	Evaluate Age Discrimination in Retirement Plans	Against	Against	Shareholder
9	Review Executive Compensation	Against	For	Shareholder
10	Report on Outsourcing	Against	Against	Shareholder
11	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

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ITT CORP.

Ticker: ITT Security ID: 450911102
 Meeting Date: MAY 8, 2007 Meeting Type: Annual
 Record Date: MAR 12, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Steven R. Loranger	For	For	Management
1.2	Elect Director Curtis J. Crawford	For	For	Management
1.3	Elect Director Christina A. Gold	For	For	Management
1.4	Elect Director Ralph F. Hake	For	For	Management
1.5	Elect Director John J. Hamre	For	For	Management
1.6	Elect Director Raymond W. LeBoeuf	For	For	Management
1.7	Elect Director Frank T. MacInnis	For	For	Management
1.8	Elect Director Linda S. Sanford	For	For	Management
1.9	Elect Director Markos I. Tambakeras	For	For	Management
2	Ratify Auditors	For	For	Management

J. C. PENNEY CO., INC (HLDG CO)

Ticker: JCP Security ID: 708160106
 Meeting Date: MAY 18, 2007 Meeting Type: Annual
 Record Date: MAR 19, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Colleen C. Barrett	For	For	Management
1.2	Elect Director M. Anthony Burns	For	For	Management
1.3	Elect Director Maxine K. Clark	For	For	Management
1.4	Elect Director Anne Marie Tallman	For	For	Management
2	Ratify Auditors	For	For	Management
3	Submit Severance Agreement (Change in Control) to shareholder Vote	Against	For	Shareholder
4	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

MARATHON OIL CORP

Ticker: MRO Security ID: 565849106
 Meeting Date: APR 25, 2007 Meeting Type: Annual
 Record Date: FEB 26, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Charles F. Bolden, Jr.	For	For	Management
2	Elect Director Charles R. Lee	For	For	Management
3	Elect Director Dennis H. Reilley	For	For	Management
4	Elect Director John W. Snow	For	For	Management
5	Elect Director Thomas J. Usher	For	For	Management
6	Ratify Auditors	For	For	Management
7	Approve Omnibus Stock Plan	For	For	Management
8	Reduce Supermajority Vote Requirement	For	For	Management
9	Increase Authorized Common Stock	For	For	Management

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MBIA INC.

Ticker: MBI Security ID: 55262C100
Meeting Date: MAY 3, 2007 Meeting Type: Annual
Record Date: MAR 9, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director David C. Clapp	For	For	Management
1.2	Elect Director Gary C. Dunton	For	For	Management
1.3	Elect Director Claire L. Gaudiani	For	For	Management
1.4	Elect Director Daniel P. Kearney	For	For	Management
1.5	Elect Director Laurence H. Meyer	For	For	Management
1.6	Elect Director David M. Moffett	For	For	Management
1.7	Elect Director Debra J. Perry	For	For	Management
1.8	Elect Director John A. Rolls	For	For	Management
1.9	Elect Director Richard H. Walker	For	For	Management
1.10	Elect Director Jeffery W. Yabuki	For	For	Management
2	Ratify Auditors	For	For	Management

MEDTRONIC, INC.

Ticker: MDT Security ID: 585055106
Meeting Date: AUG 24, 2006 Meeting Type: Annual
Record Date: JUN 26, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard H. Anderson	For	For	Management
1.2	Elect Director Michael R. Bonsignore	For	For	Management
1.3	Elect Director Robert C. Pozen	For	For	Management
1.4	Elect Director Gordon M. Sprenger	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

MERRILL LYNCH & CO., INC.

Ticker: MER Security ID: 590188108
Meeting Date: APR 27, 2007 Meeting Type: Annual
Record Date: FEB 28, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John D. Finnegan	For	For	Management
1.2	Elect Director Joseph W. Prueher	For	For	Management
1.3	Elect Director Ann N. Reese	For	For	Management
2	Ratify Auditors	For	For	Management
3	Restore or Provide for Cumulative Voting	Against	For	Shareholder
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder
5	Performance-Based and/or Time-Based Equity Awards	Against	For	Shareholder

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MICROSOFT CORP.

Ticker: MSFT Security ID: 594918104
Meeting Date: NOV 14, 2006 Meeting Type: Annual
Record Date: SEP 8, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director William H. Gates, III	For	For	Management
2	Elect Director Steven A. Ballmer	For	For	Management
3	Elect Director James I. Cash, Jr., Ph.D.	For	For	Management
4	Elect Director Dina Dublon	For	For	Management
5	Elect Director Raymond V. Gilmartin	For	For	Management
6	Elect Director David F. Marquardt	For	For	Management
7	Elect Director Charles H. Noski	For	For	Management
8	Elect Director Helmut Panke	For	For	Management
9	Elect Director Jon A. Shirley	For	For	Management
10	Ratify Auditors	For	For	Management
11	Cease Product Sales that Can Be Used to Violate Human Rights	Against	Against	Shareholder
12	Amend EEO Statement to Not Reference Sexual Orientation	Against	Against	Shareholder
13	Establish Shareholder Advisory Committee	Against	Against	Shareholder

MORGAN STANLEY

Ticker: MS Security ID: 617446448
Meeting Date: APR 10, 2007 Meeting Type: Annual
Record Date: FEB 9, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Roy J. Bostock	For	For	Management
2	Elect Director Erskine B. Bowles	For	For	Management
3	Elect Director Howard J. Davies	For	For	Management
4	Elect Director C. Robert Kidder	For	For	Management
5	Elect Director John J. Mack	For	For	Management
6	Elect Director Donald T. Nicolaisen	For	For	Management
7	Elect Director Charles H. Noski	For	For	Management
8	Elect Director Hutham S. Olayan	For	For	Management
9	Elect Director Charles E. Phillips, Jr.	For	For	Management
10	Elect Director Griffith Sexton	For	For	Management
11	Elect Director Laura D. Tyson	For	For	Management
12	Elect Director Klaus Zumwinkel	For	Against	Management
13	Ratify Auditors	For	For	Management
14	Approve Omnibus Stock Plan	For	Against	Management
15	Amend Vote Requirements to Amend Articles/Bylaws/Charter	Against	For	Shareholder
16	Approve Report of the Compensation Committee	Against	For	Shareholder

NOKIA CORP.

Ticker: NOK Security ID: 654902204
Meeting Date: MAY 3, 2007 Meeting Type: Annual
Record Date: MAR 1, 2007

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Receive Financial Statements and Statutory Reports, Including Auditors' Report; Accept Financial Statements and Statutory Reports	For	For	Management
2	Approve Allocation of Income and Dividends of EUR 0.43 Per Share	For	For	Management
3	Approve Discharge of Board and President	For	For	Management
4	Amend Articles to Comply with New Finnish Companies Act	For	For	Management
5	Approve Remuneration of Directors	For	For	Management
6	Fix Number of Directors at 11	For	For	Management
7.1	Elect Director Georg Ehrnrooth	For	For	Management
7.2	Elect Director Daniel R. Hesse	For	For	Management
7.3	Elect Director Bengt Holmstrom	For	For	Management
7.4	Elect Director Per Karlsson	For	For	Management
7.5	Elect Director Jorma Ollila	For	For	Management
7.6	Elect Director Marjorie Scardino	For	For	Management
7.7	Elect Director Keijo Suila	For	For	Management
7.8	Elect Director Vesa Vainio	For	For	Management
7.9	Elect Director Lalita D. Gupte	For	For	Management
7.10	Elect Director Henning Kagermann	For	For	Management
7.11	Elect Director Olli-Pekka Kallasvuo	For	For	Management
8	Approve Remuneration of Auditors	For	For	Management
9	Reelect PricewaterhouseCoopers Oy as Auditor	For	For	Management
10	Approve Stock Option Plan for Key Employees; Approve Creation of Pool of Conditional Capital to Guarantee Conversion Rights	For	For	Management
11	Approve Minimum EUR 2.3 Billion Reduction in Share Premium Account	For	For	Management
12	Amend 2001, 2003, and 2005 Stock Option Plans Re: Record Subscription Prices in Invested Non-restricted Equity Fund	For	For	Management
13	Approve Creation of Pool of Capital without Preemptive Rights Consisting of up to 800 Million Shares	For	For	Management
14	Authorize Repurchase of up to 10 Percent of Issued Share Capital	For	For	Management
15	Mark The Box If you wish to Instruct Nokia S Legal Counsels To Vote In their Discretion On Your behalf Only Upon Item 15 *NOTE* Voting Options For Props 5-6, 8-9 are FOR or ABSTAIN	None	Abstain	Management

NORFOLK SOUTHERN CORP.

Ticker: NSC Security ID: 655844108
Meeting Date: MAY 10, 2007 Meeting Type: Annual
Record Date: MAR 5, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Alston D. Correll	For	For	Management
1.2	Elect Director Landon Hilliard	For	For	Management
1.3	Elect Director Burton M. Joyce	For	For	Management
1.4	Elect Director Jane Margaret O' Brien	For	For	Management
2	Ratify Auditors	For	For	Management

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OCCIDENTAL PETROLEUM CORP.

Ticker: OXY Security ID: 674599105
Meeting Date: MAY 4, 2007 Meeting Type: Annual
Record Date: MAR 15, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Spencer Abraham	For	Against	Management
2	Elect Director Ronald W. Burkle	For	For	Management
3	Elect Director John S. Chalsty	For	Against	Management
4	Elect Director Edward P. Djerejian	For	For	Management
5	Elect Director R. Chad Dreier	For	Against	Management
6	Elect Director John E. Feick	For	For	Management
7	Elect Director Ray R. Irani	For	For	Management
8	Elect Director Irvin W. Maloney	For	Against	Management
9	Elect Director Rodolfo Segovia	For	Against	Management
10	Elect Director Aziz D. Syriani	For	For	Management
11	Elect Director Rosemary Tomich	For	Against	Management
12	Elect Director Walter L. Weisman	For	For	Management
13	Ratify Auditors	For	For	Management
14	Amend Omnibus Stock Plan	For	Against	Management
15	Publish a Scientific Global Warming Report	Against	Against	Shareholder
16	Advisory Vote to Ratify Named Executive Officers Compensation	Against	For	Shareholder
17	Performance-Based and/or Time-Based Equity Awards	Against	For	Shareholder

PARKER-HANNIFIN CORP.

Ticker: PH Security ID: 701094104
Meeting Date: OCT 25, 2006 Meeting Type: Annual
Record Date: AUG 31, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert J. Kohlhepp	For	Withhold	Management
1.2	Elect Director Giulio Mazzalupi	For	Withhold	Management
1.3	Elect Director Klaus-Peter Mueller	For	Withhold	Management
1.4	Elect Director Markos I. Tambakeras	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	Against	For	Shareholder

RAYTHEON CO.

Ticker: RTN Security ID: 755111507
Meeting Date: MAY 2, 2007 Meeting Type: Annual
Record Date: MAR 8, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Barbara M. Barrett	For	For	Management
2	Elect Director Vernon E. Clark	For	For	Management
3	Elect Director John M. Deutch	For	For	Management
4	Elect Director Frederic M. Poses	For	For	Management

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5	Elect Director Michael C. Ruettggers	For	For	Management
6	Elect Director Ronald L. Skates	For	For	Management
7	Elect Director William R. Spivey	For	For	Management
8	Elect Director Linda G. Stuntz	For	For	Management
9	Elect Director William H. Swanson	For	For	Management
10	Ratify Auditors	For	For	Management
11	Separate Chairman and CEO Positions	Against	Against	Shareholder
12	Restore or Provide for Cumulative Voting	Against	For	Shareholder
13	Submit Supplemental Executive Retirement Plans to Shareholder vote	Against	For	Shareholder

STARWOOD HOTELS & RESORTS WORLDWIDE, INC.

Ticker: HOT Security ID: 85590A401
 Meeting Date: MAY 24, 2007 Meeting Type: Annual
 Record Date: MAR 21, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Bruce W. Duncan	For	For	Management
1.2	Elect Director Adam Aron	For	For	Management
1.3	Elect Director Charlene Barshefsky	For	For	Management
1.4	Elect Director Jean-Marc Chapus	For	Withhold	Management
1.5	Elect Director Lizanne Galbreath	For	For	Management
1.6	Elect Director Eric Hippeau	For	For	Management
1.7	Elect Director Stephen R. Quazzo	For	For	Management
1.8	Elect Director Thomas O. Ryder	For	For	Management
1.9	Elect Director Kneeland C. Youngblood	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend and Restatement of Charter	For	For	Management

SUNTRUST BANKS, INC.

Ticker: STI Security ID: 867914103
 Meeting Date: APR 17, 2007 Meeting Type: Annual
 Record Date: FEB 27, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert M. Beall, II	For	For	Management
1.2	Elect Director Jeffrey C. Crowe	For	For	Management
1.3	Elect Director J. Hicks Lanier	For	Withhold	Management
1.4	Elect Director Larry L. Prince	For	For	Management
1.5	Elect Director Frank S. Royal, M.D.	For	For	Management
1.6	Elect Director Phail Wynn, Jr.	For	For	Management
1.7	Elect Director James M. Wells, III	For	For	Management
2	Amend Rights and Preferences of Preferred Stock	For	For	Management
3	Declassify the Board of Directors	For	For	Management
4	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
5	Ratify Auditors	For	For	Management

TEVA PHARMACEUTICAL INDUSTRIES

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Ticker: TEVA Security ID: 881624209
Meeting Date: OCT 5, 2006 Meeting Type: Special
Record Date: AUG 29, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	TO APPROVE THE REMUNERATION OF MR. ELI HURVITZ IN HIS CAPACITY AS CHAIRMAN OF THE BOARD OF TEVA, IN AN AMOUNT OF THE NIS EQUIVALENT OF \$300,000 PER ANNUM PLUS VAT, TO BE ADJUSTED BY THE INCREASE OF THE ISRAELI CONSUMER PRICE INDEX, TOGETHER WITH AN OFFIC	For	For	Management
2	TO APPROVE THE REMUNERATION OF DR. PHILLIP FROST IN HIS CAPACITY AS VICE CHAIRMAN OF THE BOARD OF TEVA AND CHAIRMAN OF THE BOARD S SCIENCE AND TECHNOLOGY COMMITTEE, IN AN AMOUNT OF THE NIS EQUIVALENT OF \$275,000 PER ANNUM PLUS VAT, TO BE ADJUSTED BY THE	For	For	Management

TJX COMPANIES, INC., THE

Ticker: TJX Security ID: 872540109
Meeting Date: JUN 5, 2007 Meeting Type: Annual
Record Date: APR 16, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director David A. Brandon	For	Withhold	Management
1.2	Elect Director Bernard Cammarata	For	For	Management
1.3	Elect Director David T. Ching	For	For	Management
1.4	Elect Director Michael F. Hines	For	For	Management
1.5	Elect Director Amy B. Lane	For	For	Management
1.6	Elect Director Carol Meyrowitz	For	For	Management
1.7	Elect Director John F. O'Brien	For	For	Management
1.8	Elect Director Robert F. Shapiro	For	For	Management
1.9	Elect Director Willow B. Shire	For	For	Management
1.10	Elect Director Fletcher H. Wiley	For	For	Management
2	Approve Executive Incentive Bonus Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

TRANSOCEAN INC.

Ticker: RIG Security ID: G90078109
Meeting Date: MAY 10, 2007 Meeting Type: Annual
Record Date: MAR 19, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	ELECTION OF DIRECTOR: ROBERT L. LONG	For	For	Management
2	ELECTION OF DIRECTOR: MARTIN B. MCNAMARA	For	For	Management
3	ELECTION OF DIRECTOR: ROBERT M. SPRAGUE	For	For	Management
4	ELECTION OF DIRECTOR: J. MICHAEL TALBERT	For	For	Management
5	APPROVAL OF THE APPOINTMENT OF ERNST & YOUNG LLP TO SERVE AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR	For	For	Management

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WACHOVIA CORP.

Ticker: WB Security ID: 929903102
Meeting Date: AUG 31, 2006 Meeting Type: Special
Record Date: JUL 11, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Issue Shares in Connection with an Acquisition	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management

WACHOVIA CORP.

Ticker: WB Security ID: 929903102
Meeting Date: APR 17, 2007 Meeting Type: Annual
Record Date: FEB 12, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Ernest S. Rady	For	For	Management
1.2	Elect Director Jerry Gitt	For	For	Management
1.3	Elect Director John T. Casteen, III	For	For	Management
1.4	Elect Director Maryellen C. Herringer	For	For	Management
1.5	Elect Director Joseph Neubauer	For	For	Management
1.6	Elect Director Timothy D. Proctor	For	For	Management
1.7	Elect Director Van L. Richey	For	For	Management
1.8	Elect Director Dona Davis Young	For	For	Management
2	Declassify the Board of Directors	For	For	Management
3	Company Specific--Provide for Majority Voting	For	For	Management
4	Ratify Auditors	For	For	Management
5	Approve Report of the Compensation Committee	Against	For	Shareholder
6	Require Director Nominee Qualifications	Against	Against	Shareholder
7	Report on Political Contributions	Against	Against	Shareholder
8	Separate Chairman and CEO Positions	Against	Against	Shareholder

WALT DISNEY COMPANY, THE

Ticker: DIS Security ID: 254687106
Meeting Date: MAR 8, 2007 Meeting Type: Annual
Record Date: JAN 8, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John E. Bryson	For	For	Management
1.2	Elect Director John S. Chen	For	For	Management
1.3	Elect Director Judith L. Estrin	For	For	Management
1.4	Elect Director Robert A. Iger	For	For	Management
1.5	Elect Director Steven P. Jobs	For	For	Management
1.6	Elect Director Fred H. Langhammer	For	For	Management
1.7	Elect Director Aylwin B. Lewis	For	For	Management
1.8	Elect Director Monica C. Lozano	For	For	Management

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1.9	Elect Director Robert W. Matschullat	For	For	Management
1.10	Elect Director John E. Pepper, Jr.	For	For	Management
1.11	Elect Director Orin C. Smith	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Amend Executive Incentive Bonus Plan	For	For	Management
5	Company-Specific--Governance-Related - No Greenmail payments	Against	Against	Shareholder
6	Approve/Amend Terms of Existing Poison Pill	Against	For	Shareholder

WASHINGTON MUTUAL, INC

Ticker: WM Security ID: 939322103
 Meeting Date: APR 17, 2007 Meeting Type: Annual
 Record Date: FEB 28, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Anne V. Farrell	For	For	Management
1.2	Elect Director Stephen E. Frank	For	For	Management
1.3	Elect Director Kerry K. Killinger	For	For	Management
1.4	Elect Director Thomas C. Leppert	For	For	Management
1.5	Elect Director Charles M. Lillis	For	For	Management
1.6	Elect Director Phillip D. Matthews	For	For	Management
1.7	Elect Director Regina T. Montoya	For	For	Management
1.8	Elect Director Michael K. Murphy	For	For	Management
1.9	Elect Director Margaret Osmer Mcquade	For	For	Management
1.10	Elect Director Mary E. Pugh	For	For	Management
1.11	Elect Director William G. Reed, Jr.	For	For	Management
1.12	Elect Director Orin C. Smith	For	For	Management
1.13	Elect Director James H. Stever	For	For	Management
2	Ratify Auditors	For	For	Management
3	Establish SERP Policy	Against	For	Shareholder
4	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
5	Require Director Nominee Qualifications	Against	Against	Shareholder

WESTERN UNION CO

Ticker: WU Security ID: 959802109
 Meeting Date: MAY 10, 2007 Meeting Type: Annual
 Record Date: MAR 12, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Dinyar S. Devitre	For	For	Management
1.2	Elect Director Betsy D. Holden	For	For	Management
1.3	Elect Director Christina A. Gold	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Ratify Auditors	For	For	Management

XTO ENERGY INC

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Ticker: XTO Security ID: 98385X106
Meeting Date: MAY 15, 2007 Meeting Type: Annual
Record Date: MAR 30, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Lane G. Collins	For	For	Management
2	Elect Director Scott G. Sherman	For	For	Management
3	Elect Director Bob R. Simpson	For	For	Management
4	Ratify Auditors	For	For	Management

ZIMMER HOLDINGS INC

Ticker: ZMH Security ID: 98956P102
Meeting Date: MAY 7, 2007 Meeting Type: Annual
Record Date: MAR 8, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Larry C. Glasscock	For	For	Management
2	Elect Director John L. McGoldrick	For	For	Management
3	Ratify Auditors	For	For	Management
4	Declassify the Board of Directors	For	For	Management
5	Adopt Simple Majority Vote	Against	For	Shareholder

===== END NPX REPORT

SIGNATURES

Pursuant to the requirements of 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.

(Registrant) Blue Chip Value Fund, Inc.

By (Signature and Title)* /s/ Todger Anderson

Todger Anderson
President/Principal Executive Officer

Date August 30, 2007

*Print the name and title of each signing officer under his or her signature.