ALLIANCEBERNSTEIN NATIONAL MUNICIPAL INCOME FUND Form N-Q September 15, 2008

#### **UNITED STATES**

#### SECURITIES AND EXCHANGE COMMISSION

**WASHINGTON, D.C. 20549** 

# FORM N-Q

## QUARTERLY SCHEDULE OF PORTFOLIO HOLDINGS OF REGISTERED

#### MANAGEMENT INVESTMENT COMPANIES

Investment Company Act file number: 811-10573

# ALLIANCEBERNSTEIN NATIONAL MUNICIPAL INCOME FUND, INC.

(Exact name of registrant as specified in charter)

1345 Avenue of the Americas, New York, New York 10105

(Address of principal executive offices) (Zip code)

Joseph J. Mantineo

AllianceBernstein L.P.

1345 Avenue of the Americas

New York, New York 10105

(Name and address of agent for service)

Registrant s telephone number, including area code: (800) 221-5672

Date of fiscal year end: October 31, 2008

Date of reporting period: July 31, 2008

#### ITEM 1. SCHEDULE OF INVESTMENTS.

#### AllianceBernstein National Municipal Income Fund

#### Portfolio of Investments

July 31, 2008 (unaudited)

	Principal Amount (000)	U.S. \$ Value
MUNICIPAL OBLIGATIONS - 169.8%		
Long-Term Municipal Bonds - 169.8%		
Alabama - 5.7%		
Huntsville Hlth Care Auth (Huntsville Hosp Sys) (Prerefunded)		
Series 02B		
5.75%, 6/01/32	\$ 6,000	\$ 6,626,580
Jefferson Cnty Ltd Oblig Sch Warrants		
Series 04A		
5.25%, 1/01/18 - 1/01/23	3,100	2,809,747
Jefferson Cnty Swr Rev (Capital Impr Warrants) (Prerefunded)	,	, ,
FGIC Series 02		
5.00%, 2/01/41	1,535	1,627,069
FGIC Series 02B	-,	-,,,
5.00%, 2/01/41	2,465	2,636,589
Marshall Cnty Hlth Care Auth (Marshall Cnty Med Ctr)	2,103	2,030,307
Series 02A		
5.75%, 1/01/32	2,500	2,503,700
Series 02D	2,500	2,303,700
5.75%, 1/01/32	3,000	3,004,440
Montgomery Spl Care Fac Fin Auth (Baptist Hlth)	3,000	3,004,440
Series 04C		
5.125%, 11/15/24	1,500	1,455,570
	1,500	1,433,370
Montgomery Spl Care Fac Fin Auth (Baptist Hlth) (Prerefunded)		
Series 04C	1 910	1 007 026
5.25%, 11/15/29	1,810	1,987,036
		22,650,731
Alaska - 2.4%		
Alaska Intl Arpt Rev		
MBIA Series 03B		
5.00%, 10/01/26	2,000	2,006,180
Alaska Muni Bond Bank Auth		
MBIA Series 04G		
5.00%, 2/15/22 - 2/15/24	2,930	3,015,330
Four Dam Pwr Agy	_,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	2,022,020
Series 04		
5.00%, 7/01/24	1,035	1,024,878
5.25%, 7/01/25 - 7/01/26	3,580	3,565,258
3.25 10, 1101125 1101120	3,500	3,303,230
		9,611,646
		2,011,010
Arizona - 1.7%		
Arizona Cap Fac Fin Corp Student Hsg Rev (Arizona St Univ Proj)		
Series 00		
6.25%, 9/01/32	1,550	1,550,341

Phoenix Civic Impr Corp. Wastewtr Sys Rev		
MBIA Series 04		
5.00%, 7/01/23	1,250	1,280,738
Salt Verde Fin Corp. (Prepaid Gas)		
5.25%, 12/01/22 - 12/01/23	4,150	3,884,994
		6,716,073
Arkansas - 0.7%		
Arkansas Dev Fin Auth SFMR (Mtg Rev)		
GNMA/ FNMA Series 02A		
5.30%, 7/01/34	2,720	2,721,523
California - 12.6%		
California		
5.00%, 2/01/32	2,450	2,396,982
Series 04	1 100	1.074.102
5.00%, 2/01/33	1,100	1,074,183
California (Unrefunded)	20	20 111
5.25%, 4/01/30 Chula Vista IDP (San Diago Gas)	20	20,111
Chula Vista IDR (San Diego Gas) Series 96A		
5.30%, 7/01/21	4,000	4,042,440
Coachella Valley USD	4,000	4,042,440
MBIA Series 03		
5.00%, 9/01/31	1,000	1,003,960
Coast CCD	,	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
FSA Series 06B		
5.00%, 8/01/23 (a)	3,300	3,409,692
Coast CCD		
FSA Series 06B		
5.00%, 8/01/24 (a)	8,070	8,305,483
Golden St Tobacco Securitization Corp. (Prerefunded)		
RADIAN Series 03		
5.50%, 6/01/43	2,250	2,440,688
XLCA		
Series 03B	2,000	2.054.050
5.50%, 6/01/33	3,000	3,254,250
Grossmont-Cuyamaca CCD ASSURED GTY		
5.00%, 8/01/22 (a)	2,340	2,425,667
Grossmont-Cuyamaca CCD	2,540	2,423,007
ASSURED GTY		
5.00%, 8/01/23 (a)	2,140	2,207,924
Hartnell Comnty Coll (Prerefunded)	_,	_,_ ,, ,, _ ,
MBIA Series 03A		
5.00%, 8/01/27	1,155	1,260,174
La Quinta Fin Auth		
AMBAC Series 04A		
5.25%, 9/01/24	2,000	2,067,060
Los Angeles Comnty Redev Agy (Grand Central Square)		
Series 04L		
5.00%, 3/01/18	1,715	1,723,284
Los Angeles Regl Arpt (Laxfuel Corp) AMT		
AMBAC Series 01 5 50%, 1/01/32	9,500	8 664 000
5.50%, 1/01/32	9,300	8,664,000

Pomona COP		
AMBAC Series 03		
5.50%, 6/01/34	3,000	3,109,650
San Rafael Elem Sch Dist	3,000	3,107,030
FSA Series 03A		
5.00%, 8/01/28	2,820	2,867,855
	_,0_0	2,007,000
		50,273,403
		30,273,403
Colorado - 5.3%		
Avon Hsg Auth MFHR (Buffalo Ridge II Proj) AMT		
GNMA Series 02A		
5.70%, 10/20/43 (b)	4,950	4,997,371
Colorado Ed & Cultural Fac Auth (Knowledge Quest Charter Sch)		
Series 05		
6.50%, 5/01/36	495	462,360
Colorado Hlth Fac Auth (Evangelical Lutheran Proj)		
5.25%, 6/01/19 - 6/01/23	2,425	2,379,490
Colorado Hlth Fac Auth (Parkview Med Ctr)		
Series 04		
5.00%, 9/01/25	2,560	2,383,053
Colorado Toll Rev (Hwy E-470) (Prerefunded)		
Series 00		
Zero Coupon, 9/01/35	10,000	1,438,000
Denver City & Cnty MFHR (Clyburn Stapleton Proj) AMT		
GNMA Series 02		2026 761
5.50%, 12/20/43	2,155	2,036,561
Northwest Metro Dist No 3	1 000	0.65.550
6.125%, 12/01/25	1,000	867,750
Park Creek Metro Dist Rev Ltd (Ref-Sr-Ltd Tax Ppty Tax)		
Series 05 5.25%, 12/01/25	2,000	2 946 040
5.50%, 12/01/25 5.50%, 12/01/30	3,000 890	2,846,040 839,742
Todd Creek Farms Metro Dist No 1	690	039,742
6.125%, 12/01/22	1,970	1,813,759
Series 04	1,570	1,013,737
6.125%, 12/01/19	1,180	1,123,030
0.12370, 12701117	1,100	1,125,050
		21,187,156
		21,167,130
District Of Columbia - 0.9%		
Dist of Columbia Spl Tax Rev (Gallery Place Proj)		
FSA Series 02		
5.40%, 7/01/31	3,500	3,577,560
Florida - 16.0%		
Beacon Tradeport CDD		
Series 02B		
7.25%, 5/01/33	4,930	4,970,475
Brevard Cnty HFA SFMR (Mtg Rev) AMT		
GNMA Series 02C		
5.40%, 3/01/33	660	618,737
Collier Cnty CFD (Fiddler s Creek)		
Series 02A		
6.875%, 5/01/33	2,865	2,812,828
Series 02B		
6.625%, 5/01/33	2,155	2,053,004

Dade Cnty Arpt Rev (Miami Int 1 Arpt) AMT		
FGIC Series 02		
5.375%, 10/01/32	6,040	5,693,183
Florida Ed & Athletic Fac (FSU Fin Assistance)		
AMBAC Series 02		
5.00%, 10/01/31	5,000	4,872,500
Florida HFC MFHR (Westlake Apts) AMT		
FSA Series 02-D1		
5.40%, 3/01/42	8,780	8,165,225
Florida HFC MFHR (Westminster Apts) AMT		
FSA Series 02E-1		
5.40%, 4/01/42	3,000	2,789,670
Hamal CDD (Prerefunded)		
Series 01		
6.75%, 5/01/31	2,460	2,735,741
Lee Cnty Arpt Rev (Southwest Fl Int 1) AMT		
FSA Series 00A		
5.75%, 10/01/22 - 10/01/25	9,500	9,610,425
Lee Cnty IDA (Shell Point) (Prerefunded)		
Series 99A		
5.50%, 11/15/29	6,170	6,505,895
Miami Beach Hlth Fac Auth (Mount Sinai Med Ctr)		
6.75%, 11/15/24	4,000	4,066,800
Midtown Miami CDD		
Series 04A		
6.00%, 5/01/24	2,475	2,245,221
Miromar Lakes CDD		
Series 00A		
7.25%, 5/01/12	1,185	1,173,032
Orange Cnty Hosp Rev (Orlando Regl) (Prerefunded)		
Series 02		
5.75%, 12/01/32	2,800	3,112,228
Pinellas Cnty HFA SFMR (Mtg Rev) AMT		
GNMA/ FNMA Series 02A		
5.40%, 3/01/32	695	647,886
Univ of Central Florida Athletics Assoc, Inc.		
FGIC Series 04A		
5.125%, 10/01/24	1,325	1,246,096
Village CDD		
Series 03A		
6.00%, 5/01/22	720	722,340
		64,041,286
		. , , _ 30
Georgia - 1.6%		
Cartersville Dev Auth (Anheuser Busch Proj) AMT		
Series 02		
5.95%, 2/01/32	2,510	2,457,164
Georgia HFA SFMR (Mtg Rev) AMT		
Series 02A-02		
5.60%, 12/01/32	3,785	3,821,942

Hawaii - 1.0%		
Hawaii Dept of Budget & Fin Spl Purpose Rev (Elec Co & Subsidiary Prog)		
XLCA Series 03B		
5.00%, 12/01/22	4,500	4,182,165
Illinois - 18.9%		
Bolingbrook (Prerefunded)		
FGIC Series 02A		
5.375%, 1/01/38	5,000	5,396,700
Chicago (Prerefunded)		
FGIC Series 00C		
5.50%, 1/01/40	9,135	9,767,782
Chicago (Unrefunded)		
FGIC Series 00C		
5.50%, 1/01/40	5,450	5,553,550
FSA		
5.00%, 1/01/25	380	386,278
Chicago Arpt Rev (O Hare Int 1 Arpt)		
XLCA Series 03B-1		
5.25%, 1/01/34	4,860	4,746,470
Chicago Arpt Rev (O Hare Int   1 Arpt) AMT		
MBIA		
5.375%, 1/01/32 (b)	15,000	14,243,400
Chicago Hsg Agy SFMR (Mortgage Rev) AMT		
GNMA/ FNMA Series 02B		
6.00%, 10/01/33 (c)(d)	455	463,986
Chicago Incr Alloc (Diversey/Narragansett Redevelopment Proj)		
7.46%, 2/15/26	1,900	1,949,780
Chicago Sales Tax Rev		
FGIC Series 98		
5.25%, 1/01/28	5,710	5,816,377
Cook Cnty Sch Dist		
FSA Series 04		
5.00%, 12/01/20 (d)	2,000	2,084,160
Gilberts Spl Svc Area No 15 Spl Tax (Gilberts Town Ctr Proj)		
Series 03		
6.00%, 3/01/28	2,766	2,481,572
Hampshire Spl Svc Area No 14		
5.80%, 3/01/26	1,845	1,648,674
Illinois Fin Auth (Illinois Inst of Technology)		
Series 06A		
5.00%, 4/01/31	1,250	1,133,975
Illinois Fin Auth (Loyola Univ Chicago)		
XLCA Series 04A		
5.00%, 7/01/24	1,495	1,507,857
Manhattan (No 04-1 Brookstone Springs Proj)		
Series 05		
5.875%, 3/01/28	1,863	1,702,316
Metro Pier & Expo Auth (McCormick Place)		
MBIA Series 02A		
5.25%, 6/15/42	5,500	5,558,355

Univ of Illinois FAA Series 07A 5.2598, 1001/26 (a) 10.800 11.067,408 5.2598, 1001/26 (a) 10.800 11.067,408 6.2598, 1001/26 (a) 10.800 11.068,408			
1,080	Univ of Illionois		
Indiama - 4.7%   Hendricks Cany Bldg Fac Corp.   Series All   1,045   1,111,665   1,111,			
Indiana - 4.7%   Hendrick Cnty Bldg Fac Corp.   Series 04   S.50%, 7/15/21   1.045   1.111.765   1.05   1.05   1	5.25%, 10/01/26 (a)	10,800	11,067,408
Indiana - 4.7%   Hendrick Cnty Bldg Fac Corp.   Series 04   S.50%, 7/15/21   1.045   1.111.765   1.05   1.05   1			
Hendricks Cary Bldg Fac Corp. Sries Of Spries Of Sprie			75,508,640
Hendricks Cary Bldg Fac Corp. Sries Of Spries Of Sprie			
Series 04			
1,045   1,111,765   1,045   1,111,765   1,172,692   1,05   1,172,692   1,05   1,172,692   1,05   1,172,692   1,05   1,172,692   1,05   1,172,692   1,05   1,172,692   1,05   1,172,692   1,05   1,172,692   1,05   1,172,692   1,05   1,100   1,130,789   1,000   1,130,789   1,000   1,130,789   1,000   1,130,789   1,000   1,130,789   1,000   1,130,789   1,000   1,130,789   1,000   1,130,789   1,000   1,130,789   1,000   1,130,789   1,000   1,130,789   1,000   1,130,892,974   1,001,000   1,130,892,974   1,001,000   1,130,892,974   1,001,000   1,000			
Hendricks Cary Bidg Fac Corp. (First Mig)   Series Of		1 045	1 111 765
Series 04		1,013	1,111,703
1,105	• • • •		
FSA Series OHB		1,105	1,172,692
1,100	Indiana Bd Bk		
Indiana Dev Fin Auth (Inland Steel) Series 97 5.75%, 10/01/11 5.75%, 10/01/11 5.75%, 10/01/11 5.75%, 10/01/11 5.75%, 10/01/11 5.75%, 10/01/11 5.75%, 10/01/11 5.75%, 10/01/11 5.75%, 10/01/11 5.75%, 10/01/11 5.75%, 10/01/11 5.75%, 10/01/11 5.75%, 10/01/11 5.75%, 10/01/11 5.75%, 10/01/11 5.75%, 10/01/11 5.75%, 10/01/13 5.75%, 10/01/3	FSA Series 04B		
Series 97   5.75%,   1001/11   2.925   2.982,974   10diana HFA SFMR (Mtg Rev) AMT   10diana HFA S		1,100	1,130,789
5.75%, 1001/11       2,925       2,982,974         Indiana HFA SFMR (Mig Rev) AMT       1,715       1,640,826         GNMA/FNMA Series 02       1,715       1,640,826         5.55%, 7/01/32       10,000       10,850,000         MBIA Series 2A       10,000       10,850,000         S.25%, 7/01/33       10,000       10,850,000         Iowa - 0.2%         Coralville Urban Rev Tax Incr         Series 07C         5.00%, 6/01/18       260       262,940         Iowa Fin Auth SFMR (Mig Rev) AMT       360       335,524         GNMA/ FNMA Series 02       360       335,524         Kansas - 0.3%       360       335,524         Lenexa Hith Care Fac (Lakeview Village Inc.)       1,395       1,280,092         Louisiana - 4.3%         Calcasieu Parish SFMR (Mig Rev)       300       293,988         Louisiana Agriculture Fin Auth       4,270       4,230,161         Louisiana Agriculture Fin Auth       4,270       4,230,161         Louisiana HFA SFMR (Mig Rev) Amt       4,270       4,230,161         Colo%, 4,001,31 (c)       1,035       1,041,759         New Orleans       1,005       1,041,759         New Orleans	· ·		
Indiana HFA SFMR (Mig Rev) AMT			
SPAMA FRMA Series 02		2,925	2,982,974
5.55%, 7/01/32       1,715       1,640,826         Indianapolis Pub Impr Bond Bank (Prerefunded)       1,640,826         MBIA Series 2A       10,000       10,850,000         5.25%, 7/01/33       10,000       10,850,000         Iowa - 0.2%         Coralville Urban Rev Tax Incr         Series 07C         5.00%, 6/01/18       260       262,940         Iowa Fin Auth SFMR (Mg Rey) AMT       360       335,524         GNMA/ FRMA Series 02       598,464         Kansas - 0.3%         Lenexa Hith Care Fac (Lakeview Village Inc.)       1,395       1,289,092         Louisiana - 4.3%         Calcasieu Parish SFMR (Mg Rev)			
Indianpolis Pub Impr Bond Bank (Prerefunded)   MBIA Series 2A   10,000   10,850,000   18,889,046   18,889,0		1 715	1 640 926
MBIA Series 2A 5.25%, 7/01/33 10,000 10,850,000 18,889,046  10wa - 0.2% Coralville Urban Rev Tax Incr Series 07C 5.00%, 6/01/18 260 262,940 10wa Fin Auth SFMR (Mig Rev) AMT GNMA/ FNMA Series 02 5.40%, 7/01/32 360 335,524  Kansas - 0.3% Lenexa Hith Care Fac (Lakeview Village Inc.) 5.25%, 5/15/22 1,395 1,289,092  Louisiana - 4.3% Calcasieu Parish SFMR (Mig Rev) GNMA/ FNMA Series 02A 6.05%, 4/01/33 (c) 6.05%, 4/01/33 (c) 1,305 1,017,59 1,018 1		1,/13	1,040,820
5.25%, 7/01/33       10,000       10,850,000         Is 889,046         Is 899,046			
18,889,046		10.000	10.850.000
Coral ville Urban Rev Tax Incr   Series 07C   S.00%, 6/01/18   260   262,940     S.00%, 6/01/18   260   362,940     S.00%, 6/01/18   360   335,524     S.00%, 6/01/18   360   335,524     S.00%, 6/01/18   360   335,524     S.00%, 7/01/32   360   335,524     S.00%, 7/01/32   360   335,524     S.00%, 7/01/32   360   335,524     S.00%, 7/01/32   360   360     S.25%, 5/15/22   1,395   1,289,092     S.25%, 1/10/13 (c)   300   293,988     S.25%, 1/10/13 (c)   300   293,988     S.25%, 1/10/14   4,230,161     S.25%, 1/1	5.25 70, 1101133	10,000	10,050,000
Coral ville Urban Rev Tax Incr   Series 07C   S.00%, 6/01/18   260   262,940     S.00%, 6/01/18   260   362,940     S.00%, 6/01/18   360   335,524     S.00%, 6/01/18   360   335,524     S.00%, 6/01/18   360   335,524     S.00%, 7/01/32   360   335,524     S.00%, 7/01/32   360   335,524     S.00%, 7/01/32   360   335,524     S.00%, 7/01/32   360   360     S.25%, 5/15/22   1,395   1,289,092     S.25%, 1/10/13 (c)   300   293,988     S.25%, 1/10/13 (c)   300   293,988     S.25%, 1/10/14   4,230,161     S.25%, 1/1			18 880 046
Coral ville Urban Rev Tax Incr   Series 07C   360   262,940     Iowa Fin Auth SFMR (Mtg Rev) AMT     GNMA/ FNMA Series 02   5.40%, 7/01/32   360   335,524     Series 0.3%   360   360   360     Series 0.3%   360			10,009,040
Coralville Urban Rev Tax Incr   Series 07C	Iowo 02%		
Series 07C   5.00%, 6/01/18   260   262,940   1			
5.00%, 6/01/18       260       262,940         lowa Fin Auth SFMR (Mtg Rev) AMT       360       335,524         SA0%, 7/01/32       360       335,524         Kansas - 0.3%         Lenexa Hlth Care Fac (Lakeview Village Inc.)       1,395       1,289,092         Louisiana - 4.3%         Calcasieu Parish SFMR (Mtg Rev)         GNAJ FNMA Series 02A         6.05%, 4/01/33 (c)       300       293,988         Louisiana Agriculture Fin Auth       300       293,988         Louisiana Agriculture Fin Auth       4,270       4,230,161         Louisiana HFA SFMR (Mtg Rev) Amt       300       203,988         GNMAJ FNMA Series 02C       1,035       1,041,759         5.60%, 6/01/33 (c)       1,035       1,041,759         New Orleans       300       2,285       2,312,991         5.05%, 12/01/20       1,000       1,012,040         MBIA Series 05       5,00%, 12/01/29       2,499,606         RADIAN       4,200,161       4,200,161			
Name   September		260	262,940
SAMA   FNMA Series 02   SAMA   SAMA Series 02   SAMA   SAMA SERIES 02   SAMA   SAMA SERIES 02   SAMA SERIES 03   SAMA SERIES 03   SAMA SERIES 04   SAMA SERIES 04   SAMA SERIES 04   SAMA SERIES 05   SAMA SERIE		200	202,> .0
Sys. 464   Stansar - 0.3%   Sys. 464   Sys. 5/15/22   1,395   1,289,092			
Section	5.40%, 7/01/32	360	335,524
Kansas - 0.3%  Lenexa Hlth Care Fac (Lakeview Village Inc.) 5.25%, 5/15/22  Louisiana - 4.3%  Calcasieu Parish SFMR (Mtg Rev) GNMA/ FNMA Series 02A 6.05%, 4/01/33 (c) 300 293,988  Louisiana Agriculture Fin Auth 5.25%, 9/15/17 4,270 4,230,161  Louisiana HFA SFMR (Mtg Rev) Amt GNMA/ FNMA Series 02C 5.60%, 6/01/33 (c) 1,035 1,041,759  New Orleans  MBIA 5.00%, 3/01/18 2,285 2,312,991 5.25%, 12/01/20 1,000 1,012,040  MBIA Series 05 5.00%, 1/2/01/29 2,700 2,499,606  RADIAN			
Lenexa Hlth Care Fac (Lakeview Village Inc.)       1,395       1,289,092         5.25%, 5/15/22       1,395       1,289,092         Louisiana - 4.3%         Calcasieu Parish SFMR (Mtg Rev)         GNMA/ FNMA Series 02A         6.05%, 4/01/33 (c)       300       293,988         Louisiana Agriculture Fin Auth       4,270       4,230,161         Louisiana HFA SFMR (Mtg Rev) Amt       4,270       4,230,161         GNMA/ FNMA Series 02C       5.60%, 6/01/33 (c)       1,035       1,041,759         New Orleans       NBIA       5.00%, 3/01/18       2,285       2,312,991         5.00%, 3/01/18       2,285       2,312,991       5,25%, 12/01/20       1,000       1,012,040         MBIA Series 05       5,00%, 12/01/29       2,700       2,499,606         RADIAN			598,464
Lenexa Hlth Care Fac (Lakeview Village Inc.)       1,395       1,289,092         5.25%, 5/15/22       1,395       1,289,092         Louisiana - 4.3%         Calcasieu Parish SFMR (Mtg Rev)         GNMA/ FNMA Series 02A         6.05%, 4/01/33 (c)       300       293,988         Louisiana Agriculture Fin Auth       4,270       4,230,161         Louisiana HFA SFMR (Mtg Rev) Amt       4,270       4,230,161         GNMA/ FNMA Series 02C       5.60%, 6/01/33 (c)       1,035       1,041,759         New Orleans       NBIA       5.00%, 3/01/18       2,285       2,312,991         5.00%, 3/01/18       2,285       2,312,991       5,25%, 12/01/20       1,000       1,012,040         MBIA Series 05       5,00%, 12/01/29       2,700       2,499,606         RADIAN			
5.25%, 5/15/22 1,395 1,289,092  Louisiana - 4.3% Calcasieu Parish SFMR (Mtg Rev) GNMA/ FNMA Series 02A 6.05%, 4/01/33 (c) 300 293,988 Louisiana Agriculture Fin Auth 5.25%, 9/15/17 4,270 4,230,161 Louisiana HFA SFMR (Mtg Rev) Amt GNMA/ FNMA Series 02C 5.60%, 6/01/33 (c) 1,035 1,041,759 New Orleans MBIA 5.00%, 3/01/18 2,285 2,312,991 5.25%, 12/01/20 1,000 1,012,040 MBIA Series 05 5.00%, 12/01/29 2,700 2,499,606 RADIAN			
Louisiana - 4.3% Calcasieu Parish SFMR (Mtg Rev) GNMA/ FNMA Series 02A 6.05%, 4/01/33 (c) 300 293,988 Louisiana Agriculture Fin Auth 5.25%, 9/15/17 4,270 4,230,161 Louisiana HFA SFMR (Mtg Rev) Amt GNMA/ FNMA Series 02C 5.60%, 6/01/33 (c) 1,035 1,041,759 New Orleans MBIA 5.00%, 3/01/18 2,285 2,312,991 5.25%, 12/01/20 1,000 1,012,040 MBIA Series 05 5.00%, 12/01/29 2,700 2,499,606 RADIAN			
Calcasieu Parish SFMR (Mtg Rev) GNMA/ FNMA Series 02A 6.05%, 4/01/33 (c) 300 293,988 Louisiana Agriculture Fin Auth 5.25%, 9/15/17 4,270 4,230,161 Louisiana HFA SFMR (Mtg Rev) Amt GNMA/ FNMA Series 02C 5.60%, 6/01/33 (c) 1,035 1,041,759 New Orleans MBIA 5.00%, 3/01/18 2,285 2,312,991 5.25%, 12/01/20 1,000 1,012,040 MBIA Series 05 5.00%, 12/01/29 2,700 2,499,606 RADIAN	5.25%, 5/15/22	1,395	1,289,092
Calcasieu Parish SFMR (Mtg Rev) GNMA/ FNMA Series 02A 6.05%, 4/01/33 (c) 300 293,988 Louisiana Agriculture Fin Auth 5.25%, 9/15/17 4,270 4,230,161 Louisiana HFA SFMR (Mtg Rev) Amt GNMA/ FNMA Series 02C 5.60%, 6/01/33 (c) 1,035 1,041,759 New Orleans MBIA 5.00%, 3/01/18 2,285 2,312,991 5.25%, 12/01/20 1,000 1,012,040 MBIA Series 05 5.00%, 12/01/29 2,700 2,499,606 RADIAN			
GNMA/ FNMA Series 02A 6.05%, 4/01/33 (c) Louisiana Agriculture Fin Auth 5.25%, 9/15/17 Louisiana HFA SFMR (Mtg Rev) Amt GNMA/ FNMA Series 02C 5.60%, 6/01/33 (c) 1,035 1,041,759 New Orleans MBIA 5.00%, 3/01/18 5.25%, 12/01/20 1,000 1,012,040 MBIA Series 05 5.00%, 12/01/29 2,700 2,499,606 RADIAN			
6.05%, 4/01/33 (c) 300 293,988 Louisiana Agriculture Fin Auth 5.25%, 9/15/17 4,230,161 Louisiana HFA SFMR (Mtg Rev) Amt GNMA/ FNMA Series 02C 5.60%, 6/01/33 (c) 1,035 1,041,759 New Orleans MBIA 5.00%, 3/01/18 2,285 2,312,991 5.25%, 12/01/20 1,000 1,012,040 MBIA Series 05 5.00%, 12/01/29 2,700 2,499,606 RADIAN			
Louisiana Agriculture Fin Auth       4,270       4,230,161         5.25%, 9/15/17       4,230,161         Louisiana HFA SFMR (Mtg Rev) Amt       GNMA/ FNMA Series 02C         5.60%, 6/01/33 (c)       1,035       1,041,759         New Orleans       MBIA         5.00%, 3/01/18       2,285       2,312,991         5.25%, 12/01/20       1,000       1,012,040         MBIA Series 05       2,700       2,499,606         RADIAN		200	202.000
5.25%, 9/15/17       4,270       4,230,161         Louisiana HFA SFMR (Mtg Rev) Amt       GNMA/ FNMA Series 02C         5.60%, 6/01/33 (c)       1,035       1,041,759         New Orleans       MBIA         5.00%, 3/01/18       2,285       2,312,991         5.25%, 12/01/20       1,000       1,012,040         MBIA Series 05       5.00%, 12/01/29       2,700       2,499,606         RADIAN       A,2700       2,499,606		300	293,988
Louisiana HFA SFMR (Mtg Rev) Amt         GNMA/ FNMA Series 02C         5.60%, 6/01/33 (c)       1,035       1,041,759         New Orleans         MBIA       2,285       2,312,991         5.25%, 12/01/20       1,000       1,012,040         MBIA Series 05       5.00%, 12/01/29       2,700       2,499,606         RADIAN       2,700       2,499,606		4 270	4 230 161
GNMA/ FNMA Series 02C  5.60%, 6/01/33 (c)  New Orleans  MBIA  5.00%, 3/01/18  5.25%, 12/01/20  MBIA Series 05  5.00%, 12/01/29  2,700  2,499,606  RADIAN		4,270	4,230,101
5.60%, 6/01/33 (c)       1,035       1,041,759         New Orleans       MBIA         5.00%, 3/01/18       5.285       2,312,991         5.25%, 12/01/20       1,000       1,012,040         MBIA Series 05       5.00%, 12/01/29       2,700       2,499,606         RADIAN       ***********************************			
New Orleans MBIA  5.00%, 3/01/18 5.25%, 12/01/20 1,000 1,012,040 MBIA Series 05 5.00%, 12/01/29 2,700 2,499,606 RADIAN		1.035	1.041.759
MBIA 5.00%, 3/01/18 2,285 2,312,991 5.25%, 12/01/20 1,000 1,012,040 MBIA Series 05 5.00%, 12/01/29 2,700 2,499,606 RADIAN			, , , ,
5.25%, 12/01/20       1,000       1,012,040         MBIA Series 05       2,700       2,499,606         RADIAN       2,700       2,499,606			
5.25%, 12/01/20       1,000       1,012,040         MBIA Series 05       2,700       2,499,606         RADIAN       2,700       2,499,606	5.00%, 3/01/18	2,285	2,312,991
5.00%, 12/01/29 2,499,606 RADIAN		1,000	
RADIAN			
		2,700	2,499,606
5.00%, 12/01/22 5,875 5,780,236			
	5.00%, 12/01/22	5,875	5,780,236

17,170,781

Massachusetts - 4.2%		
Massachusetts (Prerefunded)		
Series 02C		
5.25%, 11/01/30	3,530	3,817,448
Massachusetts (Refunded)		
Series 02C		
5.25%, 11/01/30	3,470	3,752,562
Massachusetts HEFA (Berkshire Hlth Sys)		
RADIAN Series 01E		
5.70%, 10/01/25	2,000	2,029,220
Massachusetts HEFA (Cape Cod Hlthcare)		
RADIAN Series 01C		
5.25%, 11/15/31	2,100	1,968,435
Massachusetts HEFA (Tufts New England Med Ctr)		
MBIA Series 93		
5.38%, 7/01/18	2,900	2,918,183
Massachusetts HFA MFHR (Rental Rev)		
AMBAC Series 95E		
6.00%, 7/01/41	1,740	1,740,644
Massachusetts HFA MFHR (Rental Rev) AMT		
MBIA Series 00H		
6.65%, 7/01/41	540	547,257
		,
		16,773,749
		10,775,717
Michigan 61%		
Michigan - 6.1%  Detroit Sur Disp Roy		
Detroit Swr Disp Rev MBIA		
5.25%, 7/01/22	5,000	5,157,600
	3,000	3,137,000
Detroit Tax Incr (Diamler/Chrysler Assembly Plant) Series 98A		
5.50%, 5/01/21	1,595	1,291,918
Kent Hosp Fin Auth (Metro Hosp Proj)	1,393	1,291,916
Series 05A		
5.75%, 7/01/25	1,080	998,611
	1,000	990,011
Michigan Hosp Fin Auth (Trinity Hlth) Series 00A		
6.00%, 12/01/27	3,000	3,098,160
Michigan Strategic Fund Hlth Fac (Detroit Edison) AMT	3,000	3,098,100
XLCA Series 02C		
5.45%, 12/15/32	5,000	4,510,350
Plymouth Ed Ctr Pub Sch (Academy Rev)	3,000	4,510,550
Series 05		
5.125%, 11/01/23	2,140	1,954,484
	2,140	1,734,464
Saginaw Hosp Fin Auth (Covenant Med Ctr) Series 00F		
6.50%, 7/01/30	7,185	7,415,782
0.30 /0, 1/01/30	7,103	7,413,782

24,426,905

Minnesota - 0.5%		
Shakopee Hlth Care Fac (St Francis Regl Med Ctr)		
Series 04		
5.10%, 9/01/25	1,200	1,118,304
St. Paul Hsg & Redev Auth (Hltheast Proj)		
Series 05	1.000	1 000 000
6.00%, 11/15/25	1,000	1,002,230
		2 120 524
		2,120,534
20 1 1 1 4 20		
Mississippi - 1.2%		
Adams Cnty PCR (Int 1 Paper Co.) AMT Series 99		
6.25%, 9/01/23	1,000	953,550
Gulfport Hosp Fac Rev (Mem Hosp at Gulfport Proj)	1,000	755,550
Series 01A		
5.75%, 7/01/31	4,000	3,954,600
		4,908,150
		, ,
Missouri - 0.9%		
Kansas City (Downtown Arena Proj)		
Series 08C		
5.00%, 4/01/28	2,000	1,939,020
Missouri SFMR (Mtg Rev) AMT		
GNMA/ FNMA Series 02A-1	0-7	004.000
5.58%, 9/01/32 (c)	975	981,279
Riverside IDA (Riverside Horizons Proj) ACA Series 07A		
5.00%, 5/01/27	600	534,834
3.00 %, 3/01/27	000	334,634
		3,455,133
		3,433,133
Nevada - 10.7%		
Carson City Hosp Rev (Carson-Tahoe Hosp Proj)		
RADIAN Series 03A		
5.00%, 9/01/23	4,700	4,636,221
Clark Cnty Arpt Rev (Prerefunded)		
FGIC Series 01B		
5.25%, 7/01/34	11,920	12,742,957
Nevada Dept Business & Indl (Las Vegas Monorail Proj)		
AMBAC Series 00	( 500	4 (72 004
5.625%, 1/01/32	6,720	4,673,894
Reno Cap Impr Rev (Prerefunded) FGIC Series 02		
5.375%, 6/01/32	4,710	5,096,738
Reno Cap Impr Rev (Unrefunded)	4,710	3,070,730
FGIC Series 02		
5.375%, 6/01/32	2,790	2,809,391
Truckee Meadows Wtr Auth (Prerefunded)	·	
FSA Series 01A		
5.25%, 7/01/34	12,000	12,845,880
		42,805,081
New Hampshire - 1.4%		
New Hampshire HEFA (Covenant Hlth)		
Series 04		000
5.375%, 7/01/24	820	820,574

New Hampshire HEFA (Covenant Med Ctr)		
Series 02		
6.125%, 7/01/31 (e)	4,200	4,665,486

5,486,060

New Jersey - 1.9%		
Morris-Union Jointure Comnty COP		
RADIAN Series 04		
5.00%, 5/01/24	7,185	7,204,831
New Jersey EDA (New Jersey St Contract)		
Series 05		
5.25%, 3/01/25	500	517,090
		7,721,921
		7,721,721
New Mexico - 0.1%		
Dona Ana Cnty Tax Rev AMBAC Series 03		
	500	515 290
5.25%, 5/01/25	300	515,380
New York - 4.5%		
New York City		
Series 04G		
5.00%, 12/01/23	1,600	1,632,896
New York St Dorm Auth Rev		
5.00%, 3/15/26 (a)	7,000	7,231,700
New York St Enviro Fac Corp.		
5.00%, 6/15/27 (a)	3,500	3,604,195
New York St Enviro Fac Corp.		
5.00%, 6/15/24 (a)	3,500	3,652,110
New York St HFA (Econ Dev & Hsg)		
FGIC Series 05A		
5.00%, 9/15/25	300	306,075
Ulster Cnty IDA (Kingston Regl Sr Living CorpWoodland Pond at New Patlz Proj)		
6.00%, 9/15/27	1,775	1,661,968
		18,088,944
North Carolina - 1.0%		
Charlotte Arpt Rev		
Charlotte Arpt Rev MBIA Series 04A		
	2,895	3,000,291
MBIA Series 04A	2,895	3,000,291
MBIA Series 04A 5.25%, 7/01/24		3,000,291
MBIA Series 04A 5.25%, 7/01/24 Iredell Cnty COP	2,895 1,080	3,000,291 1,151,615
MBIA Series 04A 5.25%, 7/01/24 Iredell Cnty COP FSA Series 08		
MBIA Series 04A 5.25%, 7/01/24 Iredell Cnty COP FSA Series 08		1,151,615
MBIA Series 04A 5.25%, 7/01/24 Iredell Cnty COP FSA Series 08		
MBIA Series 04A 5.25%, 7/01/24 Iredell Cnty COP FSA Series 08 5.25%, 6/01/22		1,151,615
MBIA Series 04A 5.25%, 7/01/24 Iredell Cnty COP FSA Series 08 5.25%, 6/01/22  North Dakota - 1.1%		1,151,615
MBIA Series 04A 5.25%, 7/01/24 Iredell Cnty COP FSA Series 08 5.25%, 6/01/22  North Dakota - 1.1% North Dakota HFA SFMR (Mtg Rev) AMT		1,151,615
MBIA Series 04A 5.25%, 7/01/24 Iredell Cnty COP FSA Series 08 5.25%, 6/01/22  North Dakota - 1.1% North Dakota HFA SFMR (Mtg Rev) AMT Series 02	1,080	1,151,615 4,151,906
MBIA Series 04A 5.25%, 7/01/24 Iredell Cnty COP FSA Series 08 5.25%, 6/01/22  North Dakota - 1.1% North Dakota HFA SFMR (Mtg Rev) AMT Series 02 5.65%, 1/01/34		1,151,615
MBIA Series 04A 5.25%, 7/01/24 Iredell Cnty COP FSA Series 08 5.25%, 6/01/22  North Dakota - 1.1% North Dakota HFA SFMR (Mtg Rev) AMT Series 02 5.65%, 1/01/34 Series 98E	1,080	1,151,615 4,151,906 997,699
MBIA Series 04A 5.25%, 7/01/24 Iredell Cnty COP FSA Series 08 5.25%, 6/01/22  North Dakota - 1.1% North Dakota HFA SFMR (Mtg Rev) AMT Series 02 5.65%, 1/01/34 Series 98E 5.25%, 1/01/30	1,080	1,151,615 4,151,906
MBIA Series 04A 5.25%, 7/01/24 Iredell Cnty COP FSA Series 08 5.25%, 6/01/22  North Dakota - 1.1% North Dakota HFA SFMR (Mtg Rev) AMT Series 02 5.65%, 1/01/34 Series 98E 5.25%, 1/01/30 Ward Cnty Hlth Care Fac (Trinity Hlth)	1,080 1,030 1,300	1,151,615 4,151,906 997,699 1,294,410
MBIA Series 04A 5.25%, 7/01/24 Iredell Cnty COP FSA Series 08 5.25%, 6/01/22  North Dakota - 1.1% North Dakota HFA SFMR (Mtg Rev) AMT Series 02 5.65%, 1/01/34 Series 98E 5.25%, 1/01/30	1,080	1,151,615 4,151,906 997,699
MBIA Series 04A 5.25%, 7/01/24 Iredell Cnty COP FSA Series 08 5.25%, 6/01/22  North Dakota - 1.1% North Dakota HFA SFMR (Mtg Rev) AMT Series 02 5.65%, 1/01/34 Series 98E 5.25%, 1/01/30 Ward Cnty Hlth Care Fac (Trinity Hlth)	1,080 1,030 1,300	1,151,615 4,151,906 997,699 1,294,410 2,011,222
MBIA Series 04A 5.25%, 7/01/24 Iredell Cnty COP FSA Series 08 5.25%, 6/01/22  North Dakota - 1.1% North Dakota HFA SFMR (Mtg Rev) AMT Series 02 5.65%, 1/01/34 Series 98E 5.25%, 1/01/30 Ward Cnty Hlth Care Fac (Trinity Hlth)	1,080 1,030 1,300	1,151,615 4,151,906 997,699 1,294,410
MBIA Series 04A 5.25%, 7/01/24 Iredell Cnty COP FSA Series 08 5.25%, 6/01/22  North Dakota - 1.1%  North Dakota HFA SFMR (Mtg Rev) AMT Series 02 5.65%, 1/01/34 Series 98E 5.25%, 1/01/30 Ward Cnty Hlth Care Fac (Trinity Hlth) 5.125%, 7/01/18 - 7/01/20	1,080 1,030 1,300	1,151,615 4,151,906 997,699 1,294,410 2,011,222
MBIA Series 04A 5.25%, 7/01/24 Iredell Cnty COP FSA Series 08 5.25%, 6/01/22  North Dakota - 1.1% North Dakota HFA SFMR (Mtg Rev) AMT Series 02 5.65%, 1/01/34 Series 98E 5.25%, 1/01/30 Ward Cnty Hlth Care Fac (Trinity Hlth) 5.125%, 7/01/18 - 7/01/20  Ohio - 3.6%	1,080 1,030 1,300	1,151,615 4,151,906 997,699 1,294,410 2,011,222
MBIA Series 04A 5.25%, 7/01/24 Iredell Cnty COP FSA Series 08 5.25%, 6/01/22  North Dakota - 1.1% North Dakota HFA SFMR (Mtg Rev) AMT Series 02 5.65%, 1/01/34 Series 98E 5.25%, 1/01/30 Ward Cnty Hlth Care Fac (Trinity Hlth) 5.125%, 7/01/18 - 7/01/20  Ohio - 3.6% Cleveland Cuyahoga Port Auth (Univ Heights Ohio-Pub Parking Proj)	1,080 1,030 1,300	1,151,615 4,151,906 997,699 1,294,410 2,011,222
MBIA Series 04A 5.25%, 7/01/24 Iredell Cnty COP FSA Series 08 5.25%, 6/01/22  North Dakota - 1.1% North Dakota HFA SFMR (Mtg Rev) AMT Series 02 5.65%, 1/01/34 Series 98E 5.25%, 1/01/30 Ward Cnty Hlth Care Fac (Trinity Hlth) 5.125%, 7/01/18 - 7/01/20  Ohio - 3.6% Cleveland Cuyahoga Port Auth (Univ Heights Ohio-Pub Parking Proj) Series 01	1,080 1,030 1,300 2,075	1,151,615 4,151,906 997,699 1,294,410 2,011,222 4,303,331
MBIA Series 04A 5.25%, 7/01/24 Iredell Cnty COP FSA Series 08 5.25%, 6/01/22  North Dakota - 1.1% North Dakota HFA SFMR (Mtg Rev) AMT Series 02 5.65%, 1/01/34 Series 98E 5.25%, 1/01/30 Ward Cnty Hlth Care Fac (Trinity Hlth) 5.125%, 7/01/18 - 7/01/20  Ohio - 3.6% Cleveland Cuyahoga Port Auth (Univ Heights Ohio-Pub Parking Proj)	1,080 1,030 1,300	1,151,615 4,151,906 997,699 1,294,410 2,011,222

Cuyahoga Cnty Hosp Fac (Univ Hosp Hlth) Series 00

7.50%, 1/01/30 2,479,488

Fairfield Cnty Hosp Rev (Fairfield Med Ctr Proj)		
RADIAN Series 03		
5.00%, 6/15/22 - 6/15/24	5,210	5,182,290
Port Auth of Columbiana Cnty SWFR (Apex Enviro LLC) AMT	3,210	3,102,290
Series 04A		
7.125%, 8/01/25	1,840	1,839,982
7.12570, 6/01/25	1,040	1,039,902
		14.506.560
		14,586,560
Oregon - 1.2%		
Forest Grove Rev (Ref & Campus Impr Pacific Proj A)		
RADIAN Series 05A		
5.00%, 5/01/28	4,760	4,603,110
Pennsylvania - 3.2%		
Allegheny Cnty Hosp Dev Auth (West Pennsylvania Hlth Sys)		
5.00%, 11/15/28	4,800	3,759,216
Allegheny Cnty IDA (Residential Reserves Inc Proj)		
5.00%, 9/01/21	500	466,280
Montgomery Cnty IDA (Whitemarsh Continuing Care Ret Comnty)		
6.00%, 2/01/21	875	833,656
Pennsylvania EDA (30th St Station ) AMT		
ACA Series 02		
5.875%, 6/01/33	4,100	3,809,679
Pennsylvania Trpk Transp Rev (Prerefunded)		
AMBAC Series 01		
5.00%, 7/15/41	2,000	2,147,220
Philadelphia IDA (Leadership Learning Partners)		
Series 05A		
5.25%, 7/01/24	1,150	1,007,687
Wilkes-Barre Fin Auth (Wilkes Univ Proj)		
5.00%, 3/01/22	990	960,538
		12,984,276
Puerto Rico - 2.3%		
Puerto Rico (Pub Impr)		
5.25%, 7/01/23	2,625	2,614,132
Series 01A	_,,,	_,,,,,,,,
5.50%, 7/01/19	1,705	1,747,079
Series 03A	,	,,
5.25%, 7/01/23	500	497,930
Puerto Rico Govt Dev Bank (Sr Notes)		,
Series 06B		
5.00%, 12/01/15	1,000	1,012,160
Puerto Rico Pub Bldg Auth		
Series N		
5.50%, 7/01/22	3,370	3,429,144
	,	, ,

South Carolina - 2.6%   Charleston City Sch Dist No.   2,000   1,999,846   2,52%; (2010)   0,000   1,999,846   2,52%; (2010)   0,000   1,999,846   2,52%; (2010)   0,000   1,909,846   2,52%; (2010)   0,000   1,600,368   2,52%; (2010)   0,000   1,600,368   2,52%; (2010)   0,000   1,600,368   2,52%; (2010)   0,000   1,500   2,52%; (2010)   0,000   0,000   0			
Series 04   Series 05   Series 06   Series 07   Series 06   Series 07   Seri	Rhode Island - 1.4%		
South Carolina - 2-67   Caro	Rhode Island Hlth & Ed Bldg Corp Rev (Times2 Academy)		
South Carolina - 2.6%   Charleston City Sch Dist No.   2,000   1,999,346   2,000   1,999,346   2,000   1,999,346   2,000   1,999,346   2,000   1,999,346   2,000   1,999,346   2,000   1,999,346   2,000   1,999,346   2,000   1,999,346   2,000   1,909,346   2,000   1,909,346   2,000   1,000   1,606,368   3,000   1,201/29   3,000   3,529,343   3,000   3,201/29   3,000   3,201/29   3,000   3,529,343   3,000   3,201/29   3,000	Series 04		
Charleston Carly Sch Dist No 2   2,000   1,999,840   2,5958, 120103   1,600   1,600,380   3,5258, 120107   1,600   1,600,380   3,500,120107   1,500   1,600,380   3,500,420107   1,500   1,600,380   3,545   3,52,943   3,500,420107   1,500   1,500,380   1,500   1,500,380   1,500   1,500,380   1,500   1,500,380   1,500,42,120103   1,500   1,500,42,120103   1,000   1,500,42,202   1,500,42,120103   1,000   1,500,42,202   1,500,42,120103   1,000   1,500,42,202   1,500,42,120103   1,000   1,500,42,202   1,500,42,120103   1,000   1,500,42,202   1,500,44,202   1,	5.00%, 12/15/24	5,845	5,685,490
Charleston Carly Sch Dist No 2   2,000   1,999,840   2,5958, 120103   1,600   1,600,380   3,5258, 120107   1,600   1,600,380   3,500,120107   1,500   1,600,380   3,500,420107   1,500   1,600,380   3,545   3,52,943   3,500,420107   1,500   1,500,380   1,500   1,500,380   1,500   1,500,380   1,500   1,500,380   1,500,42,120103   1,500   1,500,42,120103   1,000   1,500,42,202   1,500,42,120103   1,000   1,500,42,202   1,500,42,120103   1,000   1,500,42,202   1,500,42,120103   1,000   1,500,42,202   1,500,42,120103   1,000   1,500,42,202   1,500,44,202   1,			
5.25%, [200120         2,000         1,999,840           Dorchester Cary Sch Dist No 2         3,850,120         1,600         1,606,368           8.00%, [20129         1,600         1,606,368         1,606,368           8.00%, [20129         5,450         5,452,943         5,450         5,452,943           Scrice, OS         5,00%, [20120]         550         496,386         5,00%, [20120]         550         496,386           Scage Lef Fac Corp, (Calhoun Sch Dist)         1,000         989,390         10,544,327         1,000         989,390           Temessee - 4.5%         1,000         989,390         10,544,327         1,000         989,390         10,544,327         1,000         989,390         10,544,327         1,000         989,390         10,544,327         1,000         989,390         10,544,327         1,000         10,544,327         1,000         10,544,327         1,000         10,544,327         1,000         10,544,327         1,000         10,544,327         1,000         10,544,327         1,000         10,544,327         1,000         10,544,322         1,000         10,544,322         1,000         10,544,322         1,000         1,000         1,000         1,000         1,000         1,000         1,000         1,00	South Carolina - 2.6%		
5.25%, [200120         2,000         1,999,840           Dorchester Cary Sch Dist No 2         3,850,120         1,600         1,606,368           8.00%, [20129         1,600         1,606,368         1,606,368           8.00%, [20129         5,450         5,452,943         5,450         5,452,943           Scrice, OS         5,00%, [20120]         550         496,386         5,00%, [20120]         550         496,386           Scage Lef Fac Corp, (Calhoun Sch Dist)         1,000         989,390         10,544,327         1,000         989,390           Temessee - 4.5%         1,000         989,390         10,544,327         1,000         989,390         10,544,327         1,000         989,390         10,544,327         1,000         989,390         10,544,327         1,000         989,390         10,544,327         1,000         10,544,327         1,000         10,544,327         1,000         10,544,327         1,000         10,544,327         1,000         10,544,327         1,000         10,544,327         1,000         10,544,327         1,000         10,544,322         1,000         10,544,322         1,000         10,544,322         1,000         1,000         1,000         1,000         1,000         1,000         1,000         1,00	Charleston Cnty Sch Dist		
ASSURED GTY Series 05  Newherry Investing in Childrens Ed (Newherry Cnty Sch Dist Proj)  ASSURED GTY Series 05  5.00%, 12/01/27  5.00%, 12/01/27  5.00%, 12/01/27  5.00%, 12/01/30  Seage Ed Fac Corp. (Calhoun Sch Dist)  READFAN  RADIAN  RADIAN  Tennessee - 4.5%  Ed Loan Rev (Educational Funding of South) AMT  Series 06  Series 07  Tennessee - 4.5%  Ed Loan Rev (Educational Funding of South) AMT  Series 90  Series 90  Series 90  Series 90  Series 91  Ed Loan Rev (Educational Funding of South) AMT  Series 90C  Series 97  Series 90C  Series 97  Series 90C  Series 97  Series 97  Series 90C  Series	· · · · · · · · · · · · · · · · · · ·	2,000	1,999,840
1,000	Dorchester Cnty Sch Dist No 2		
Newbern Investing in Childrens Ed (Newberry Cnty Sch Dist Proj)	ASSURED GTY		
ASSURED GTY Series 05 50096, 1201/127 50190, 1201/120 50190, 1201/120 50190, 1201/120 50190, 1201/120 50190, 1201/120 50190, 1201/121 50190, 1	5.00%, 12/01/29	1,600	1,606,368
5.00%, 12/01/27         5.450         5.452.943           Scries US         5.00%, 12/01/30         496,386           Scago Ed Fac Corp. (Calhoun Sch Dist)         10,544,927           RADIAN         10,544,927           Tennessee - 4.5%         10,544,927           Ed Loan Rev (Educational Funding of South) AMT         8,985         8,999,915           Scries OFA         8,985         8,999,915           Sullivan Cnty Hith Ed (Wellmont Hith Sys)         1,760         1,645,90           Scries OFA         725         679,137           Tennessee Energy Acquisition Corp.         725         679,137           Tennessee Energy Acquisition Corp.         725         679,137           Tennessee Energy Acquisition Corp. (Prepaid Gas)         725         679,137           Tennessee Energy Acquisition Corp. (Prepaid Gas)         725         789,137           Tennessee Energy Acquisition Corp. (Prepaid Gas)         725         789,137           Tennessee Energy Acquisition Corp. (Prepaid Gas)         725         789,138           Tennessee Energy Acquisition Corp. (Prepaid Gas)         725         789,138           Tennessee Energy Acquisition Corp. (Prepaid Gas)         725         789,138           Tennessee Energy Acquisition Corp. (Prepaid Gas)         71,944,822 <td< td=""><td>Newberry Investing in Childrens Ed (Newberry Cnty Sch Dist Proj)</td><td></td><td></td></td<>	Newberry Investing in Childrens Ed (Newberry Cnty Sch Dist Proj)		
Series 05   496,386   500%, 1201/130   550   496,386   500%, 1201/130   550   496,386   500%, 1201/130   1,000   589,390   500%, 1201/121   1,000   589,390   500%, 1201/121   1,000   589,390   500%, 1201/121   1,000   589,390   500%, 1201/12   1,000   589,390   500%, 1201/12   500%,			
Soo   1201/30   Soo   340,386   Saago Bd Fac Corp. (Calhoun Sch Dist)   RADIAN   Soo   1,000   989,390   Soo   1,000		5,450	5,452,943
Rap Ba Fa Corp. (Calhoun Sch Dist)         RADIAN           5.00%, 1201/21         1,000         989,390           5.00%, 1201/21         10,544,927           Tennessee - 4.5%           Ed Loan Rev (Educational Funding of South) AMT         Series 97A         8,885         8,999,915           Sullivan Carty Hith Ed (Wellmont Hith Sys)         Series 06C         Series 06C         925,901/22         1,760         1,664,590         5,259,901/22         5,000         4,706,000         5,259,901/22         5,000         4,706,000         5,259,901/22         5,000         4,706,000         5,259,901/22         5,000         4,706,000         5,259,901/22         5,000         4,706,000         5,259,901/22         5,000         4,706,000         5,259,901/22         5,000         4,706,000         1,895,180         5,259,180         5,259,901/20         5,000         4,706,000         1,895,180         5,259,180         5,259,901/20         5,000         4,706,000         1,895,180         5,259,180         5,259,180         5,259,180         5,259,180         5,259,180         5,259,180         5,259,180         5,259,180         5,259,180         5,259,180         5,259,180         5,259,180         5,259,180         5,259,180         5,259,180         5,259,180         5,259,180         5,259,180			
RADIAN 5.00%, 12/01/21 1.000 \$89.390  Tennessee - 4.5% Ed Loan Rev (Educational Funding of South) AMT Series ORA 6.20%, 12/01/21 8.985 8.999.915 Series ORA 6.20%, 9/01/22 1.764, 500		550	496,386
5.00%, 12/01/21  1,000 989,300  10,544,927  Temnessee -4.5%  Ed Loan Rev (Educational Funding of South) AMT  Series 97A  6.20%, 12/01/21  8,985 8,999,915  Sullivan Cnty Hlth Ed (Wellmont Hlth Sys)  Series OGC  5.00%, 9/01/22  1,760 1,664,590  5,25%, 9/01/26  1,760 1,664,590  5,25%, 9/01/26  1,760 1,664,590  725 679,137  Temnessee Energy Acquisition Corp.  Series Say  Series A  5,25%, 9/01/21  2,000 1,895,180  Temnessee Energy Acquisition Corp. (Prepaid Gas)  Series A  5,25%, 9/01/21  2,000 1,895,180  Temnessee Energy Acquisition Corp. (Prepaid Gas)  Series A  5,25%, 9/01/21  2,000 1,895,180  Temnessee Energy Acquisition Corp. (Prepaid Gas)  Series A  5,25%, 9/01/21  2,000 1,895,180  Texas - 28.3%  Bexar Cnty Hlth Fac Dev Corp  5,00%, 7/15/20  480 481,008  Series 2008  5,00%, 2/15/21  2,000 1,897,100  1,213,678  1,210,125,100  1,213,678  1,210,125  1,220,110/125  1,230,110/125  1			
Tennessee - 4.5%  Ed Loan Rev (Educational Funding of South) AMT  Series 97A 6.20%, 12/01/21 8,985 8,999,915 Sullivan Cnty Hith Ed (Wellmont Hith Sys)  Series 06C 5.00%, 9/01/22 1,760 1,664,590 725 679,137 Tennessee Energy Acquisition Corp. 5.25%, 9/01/29 5,000 4,706,000 Tennessee Energy Acquisition Corp. 5.25%, 9/01/21 2,000 1,895,180 Tennessee Energy Acquisition Corp. (Prepaid Gas) Series A 5.25%, 9/01/21 2,000 1,895,180 Texas - 28.3%  Bexar Cnty Hith Eac Dev Corp 5.00%, 7/01/27 525 462,845 Bexar Cnty Hith Fac Dev Corp 5.00%, 7/01/27 525 462,845 Bexar Cnty Hith Fac Dev Corp 5.00%, 7/01/27 525 462,845 Bexar Cnty Hith Fac Dev Corp 5.00%, 7/01/27 525 462,845 Bexar Cnty Hith Fac Dev Corp 5.00%, 7/01/27 525 462,845 Bexar Cnty Hith Fac Dev Corp 5.00%, 7/01/27 525 462,845 Bexar Cnty Hith Fac Dev Corp 5.00%, 7/01/27 50 1,433,116 Series 2008		1.000	000 200
Tennesse - 4.5%   Ed Loan Rev (Educational Funding of South) AMT   Series 97A   Series 97A   Sullivan Cnty Hith Ed (Wellmont Hith Sys)   Sullivan Cnty Hith Ed (Wellmont Hith Sys)   Series 06C   Seri	5.00%, 12/01/21	1,000	989,390
Tennesse - 4.5%   Ed Loan Rev (Educational Funding of South) AMT   Series 97A   Series 97A   Sullivan Cnty Hith Ed (Wellmont Hith Sys)   Sullivan Cnty Hith Ed (Wellmont Hith Sys)   Series 06C   Seri			
Ed Loan Rev (Educational Funding of South) AMT  6:20%, 12/01/21 8,985 8,999,915 Sullivan Cnty Hith Ed (Wellmont Hith Sys) Series 06C 5.00%, 9/01/22 1,760 1,664,590 5.25%, 9/01/26 725 679,137 Tennessee Energy Acquisition Corp. 5.25%, 9/01/22 5,000 2,25%, 9/01/22 5,000 2,25%, 9/01/20 5,000 2,25%, 9/01/20 5,000 2,25%, 9/01/20 5,000 2,25%, 9/01/20 5,000 2,25%, 9/01/20 5,000 2,25%, 9/01/20 5,000 2,25%, 9/01/20 5,000 2,25%, 9/01/20 5,000 2,25%, 9/01/21 2,000 1,895,180 2,000 1,895,100 2,000 2,0			10,544,927
Ed Loan Rev (Educational Funding of South) AMT  6:20%, 12/01/21 8,985 8,999,915 Sullivan Cnty Hith Ed (Wellmont Hith Sys) Series 06C 5.00%, 9/01/22 1,760 1,664,590 5.25%, 9/01/26 725 679,137 Tennessee Energy Acquisition Corp. 5.25%, 9/01/22 5,000 2,25%, 9/01/22 5,000 2,25%, 9/01/20 5,000 2,25%, 9/01/20 5,000 2,25%, 9/01/20 5,000 2,25%, 9/01/20 5,000 2,25%, 9/01/20 5,000 2,25%, 9/01/20 5,000 2,25%, 9/01/20 5,000 2,25%, 9/01/20 5,000 2,25%, 9/01/21 2,000 1,895,180 2,000 1,895,100 2,000 2,0			
Series 97A			
6.20%, 12/01/21 Sultivan Cnty Hith Ed (Wellmont Hith Sys) Series OEC 5.00%, 9/01/22			
Sullivan Cnty Hlth Ed (Wellmont Hlth Sys)         Series 06C       1,760       1,664,590       5,256,901,32       679,137         Tennessee Energy Acquisition Corp.       5,500       4,706,000       4,706,000       4,706,000       7,000       1,895,180       4,706,000       1,895,180			
Series 06C         5.00%, 9/01/22         1,760         1,664,590,137         5.09%, 9/01/23         679,137         7ep.137         7e		8,985	8,999,915
5.00%, 9/01/22       1,660, 1,664,590         5.25%, 9/01/26       725       679,137         Tennessee Energy Acquisition Corp.       5,000       4,706,000         Tennessee Energy Acquisition Corp. (Prepaid Gas)       8         Series A       5,25%, 9/01/21       2,000       1,895,180         Texas - 28.3%       3,200       1,895,180       1,944,822         Texas - 28.3%       525       462,845         Bexar Cnty Hith Fac Dev Corp       525       462,845         Bexar Cnty High Fin Corp MFHR (Doral Club & Sutton House Apts)       14,625       14,439,116         MBIA Series 01A       14,625       14,439,116         Camino Real Regl Mobility Auth       5,00%, 2/15/22       480       481,008         Series 2008       1,210       1,213,678         Solow, 8,15/21       1,210       1,213,678         Dallas-Fort Worth Arpt Rev (Fort Worth Intl Arpt) AMT       MBIA Series 03       2,000       1,887,100         Dallas-Fort Worth Arpt Rev (Int 1 Arpt)       5,00%, 1/10/125       2,000       6,500       6,107,276         Fisce 01       5,00%, 1/10/125       6,500       6,107,276       6,500       6,107,276         Frisce OF       5,00%, 2/15/23       3,200       3,301,112       3,301,112			
5.25%, 9/01/26       725       679,137         Tennessee Energy Acquisition Corp.       5,000       4,706,000         Tennessee Energy Acquisition Corp. (Prepaid Gas)       5,25%, 9/01/21       2,000       1,895,180         Series A       2,000       1,895,180         5.25%, 9/01/21       2,000       1,895,180         Texas - 28.3%         Bexar Cnty Hith Fac Dev Corp       525       462,845         5.00%, 7/01/27       525       462,845         Bexar Cnty Hgs Fin Corp MFHR (Doral Club & Sutton House Apts)       525       462,845         MBIA Series 01A       5,55%, 10/01/36 (b)       14,625       14,439,116         Camino Real Regl Mobility Auth       5,00%, 2/15/22       480       481,008         Series 2008       5,00%, 8/15/21       1,210       1,213,678         Dallas-Fort Worth Arpt Rev (Fort Worth Intl Arpt) AMT       MBIA Series 03A       2,000       1,887,100         5.25%, 11/01/25       2,000       1,887,100       2,000       1,887,100         PGIC Series 01       5,00%, 1/10/135       6,500       6,107,270         Frisco GO       6       6,500       6,107,270         Frisco GO       6       6,500       6,107,270         Frisco GO       6			
Tennessee Energy Acquisition Corp. 5,25%, 901/22 5,000 4,706,000 Tennessee Energy Acquisition Corp. (Prepaid Gas) Series A 5,25%, 901/21 2,000 1,895,180 2,000			
5.25%, 9/01/22 Tennessee Energy Acquisition Corp. (Prepaid Gas) Series A 5.25%, 9/01/21  2,000 1,895,180  17,944,822  Texas - 28.3%  Bexar Cnty Hlth Fac Dev Corp 5.00%, 7/01/27 5.00%, 7/01/27 5.55%, 10/01/36 (b) 14,625 14,439,116  Series OlA 5.55%, 10/01/36 (b) 14,625 14,439,116  Camino Real Regl Mobility Auth 5.00%, 2/15/22 480 481,008 Series 2008 5.00%, 8/15/21 1,210 1,213,678 Dallas-Fort Worth Arpt Rev (Fort Worth Intl Arpt) AMT MBIA Series 013 5.25%, 11/01/25 5.25%, 11/		725	679,137
Tennessee Energy Acquisition Corp. (Prepaid Gas) Series A 5.25%, 9/01/21 2,000 1,895,180 17,944,822  Texas - 28.3%  Bexar Cnty Hlth Fac Dev Corp 5.00%, 7/01/27 525 462,845  Bexar Cnty Hgs Fin Corp MFHR (Doral Club & Sutton House Apts) MBIA Series 01A 5.55%, 10/01/36 (b) 14,625 14,439,116 5.00%, 2/15/22 480 481,008 5.00%, 2/15/22 480 481,008 5.00%, 8/15/21 1,210 1,213,678 1,008 1,210 1,		5,000	4.706.000
Series A 5.25%, 9/01/21 2,000 1,895,180  17,944,822  Texas - 28.3%  Bexar Cnty Hith Fac Dev Corp 5.00%, 7/01/27 525 462,845  Bexar Cnty Hsg Fin Corp MFHR (Doral Club & Sutton House Apts)  MBIA Series 01A 5.55%, 10/01/36 (b) 14,625 14,439,116 Camino Real Regl Mobility Auth 5.00%, 2/15/22 480 481,008 Series 2008 5.00%, 8/15/21 1,210 1,213,678 Dallas-Fort Worth Arpt Rev (Fort Worth Intl Arpt) AMT MBIA Series 03A 5.25%, 11/01/25 2,000 1,887,100 Dallas-Fort Worth Arpt Rev (Int 1 Arpt) FGIC Series 01 5.50%, 11/01/35 6,500 6,107,270 Frisco GO FGIC Frisco GO FGIC FGIC Series O1 5.00%, 2/15/23 3,220 3,301,112 Garza Cnty Pub Fac Corp.		5,000	4,706,000
5.25%, 9/01/21 2,000 1,895,180  Texas - 28.3%  Bexar Cnty Hlth Fac Dev Corp 5.00%, 7/01/27 525 462,845  Bexar Cnty Hsg Fin Corp MFHR (Doral Club & Sutton House Apts)  MBIA Series 01A 5.55%, 10/01/36 (b) 14,625 14,439,116  Camino Real Regl Mobility Auth 5.00%, 2/15/22 480 481,008  Series 2008 5.00%, 8/15/21 1,210 1,213,678  Dallas-Fort Worth Arpt Rev (Fort Worth Intl Arpt) AMT  MBIA Series 03A 5.25%, 11/01/25 2,000 1,887,100  Dallas-Fort Worth Arpt Rev (Int 1 Arpt)  FGIC Series 01 5.50%, 11/01/35 6,500 6,107,270  Frisco GO  Frisco GO  FiglC 5.00%, 2/15/23 3,220 3,301,112  Garza Cnty Pub Fac Corp.			
Texas - 28.3%  Bexar Cnty Hith Fac Dev Corp 5.0%, 7/01/27 525 462,845  Bexar Cnty Hsg Fin Corp MFHR (Doral Club & Sutton House Apts)  MBIA Series 01A 5.55%, 10/01/36 (b) 14,625 14,439,116 Camino Real Regl Mobility Auth 5.00%, 2/15/22 480 481,008 Series 2008 Series 2008 Series 2008 Series 2008 Series 30A 5.25%, 11/01/25 2,000 1,887,100 Dallas-Fort Worth Arpt Rev (Fort Worth Intl Arpt) AMT  MBIA Series 03A 5.25%, 11/01/25 2,000 1,887,100 TGIC Series 01 5.50%, 11/01/35 6,500 6,107,270 Fisco GO FGIC 5.00%, 2/15/23 3,220 3,301,112 Garza Cnty Pub Fac Corp.		2 000	1 895 180
Texas - 28.3%  Bexar Cnty Hlth Fac Dev Corp  5.00%, 7/01/27  Bexar Cnty Hsg Fin Corp MFHR (Doral Club & Sutton House Apts)  MBIA Series 01A  5.55%, 10/01/36 (b)  Camino Real Regl Mobility Auth  5.00%, 2/15/22  480  481,008  Series 2008  5.00%, 8/15/21  Dallas-Fort Worth Arpt Rev (Fort Worth Intl Arpt) AMT  MBIA Series 03A  5.25%, 11/01/25  2,000  1,887,100  Dallas-Fort Worth Arpt Rev (Int 1 Arpt)  FGIC Series 01  5.50%, 11/01/35  Frisco GO  Frisco GO  FGIC  5.00%, 2/15/23  3,220  3,301,112  Garza Cnty Pub Fac Corp.	5.25 %, 7/01/21	2,000	1,075,100
Texas - 28.3%  Bexar Cnty Hlth Fac Dev Corp  5.00%, 7/01/27  Bexar Cnty Hsg Fin Corp MFHR (Doral Club & Sutton House Apts)  MBIA Series 01A  5.55%, 10/01/36 (b)  Camino Real Regl Mobility Auth  5.00%, 2/15/22  480  481,008  Series 2008  5.00%, 8/15/21  Dallas-Fort Worth Arpt Rev (Fort Worth Intl Arpt) AMT  MBIA Series 03A  5.25%, 11/01/25  2,000  1,887,100  Dallas-Fort Worth Arpt Rev (Int 1 Arpt)  FGIC Series 01  5.50%, 11/01/35  Frisco GO  Frisco GO  FGIC  5.00%, 2/15/23  3,220  3,301,112  Garza Cnty Pub Fac Corp.			17 044 922
Bexar Cnty Hith Fac Dev Corp   5.00%, 7/01/27   5.25			17,944,822
Bexar Cnty Hith Fac Dev Corp   5.00%, 7/01/27   5.25	TI 40.2 <i>c</i> /		
5.00%, 7/01/27       525       462,845         Bexar Cnty Hsg Fin Corp MFHR (Doral Club & Sutton House Apts)       Bexar Cnty Hsg Fin Corp MFHR (Doral Club & Sutton House Apts)         MBIA Series 01A       14,625       14,439,116         5.55%, 10/01/36 (b)       14,625       14,439,116         Camino Real Regl Mobility Auth       480       481,008         Series 2008       1,210       1,213,678         5.00%, 8/15/21       1,210       1,213,678         Dallas-Fort Worth Arpt Rev (Fort Worth Intl Arpt) AMT       3,200       1,887,100         MBIA Series 03A       2,000       1,887,100         5.25%, 11/01/25       2,000       1,887,100         Dallas-Fort Worth Arpt Rev (Int 1 Arpt)       5,50%, 11/01/35       6,500       6,107,270         Foisco GO       6,500       6,107,270       6,500       6,107,270         Frisco GO       6,500       6,107,270       6,500       6,107,270         5,00%, 2/15/23       3,220       3,301,112       3,301,112         Garza Cnty Pub Fac Corp.       3,301,112       3,301,112			
Bexar Cnty Hsg Fin Corp MFHR (Doral Club & Sutton House Apts)  MBIA Series 01A  5.55%, 10/01/36 (b) 14,625 14,439,116  Camino Real Regl Mobility Auth  5.00%, 2/15/22 480 481,008  Series 2008  5.00%, 8/15/21 1,210 1,213,678  Dallas-Fort Worth Arpt Rev (Fort Worth Intl Arpt) AMT  MBIA Series 03A  5.25%, 11/01/25 2,000 1,887,100  Dallas-Fort Worth Arpt Rev (Int 1 Arpt)  FGIC Series 01  5.50%, 11/01/35 6,500 6,107,270  Frisco GO  FGIC  5.00%, 2/15/23 3,220 3,301,112  Garza Cnty Pub Fac Corp.		525	462.045
MBIA Series 01A  5.55%, 10/01/36 (b)  Camino Real Regl Mobility Auth  5.00%, 2/15/22  \$480 481,008  Series 2008  5.00%, 8/15/21  1,210 1,213,678  Dallas-Fort Worth Arpt Rev (Fort Worth Intl Arpt) AMT  MBIA Series 03A  5.25%, 11/01/25  2,000 1,887,100  Dallas-Fort Worth Arpt Rev (Int 1 Arpt)  FGIC Series 01  5.50%, 11/01/35  6,500 6,107,270  Frisco GO  FGIC  5.00%, 2/15/23  3,220 3,301,112  Garza Cnty Pub Fac Corp.		525	462,845
5.55%, 10/01/36 (b) 14,625 14,439,116 Camino Real Regl Mobility Auth 5.00%, 2/15/22 480 481,008 Series 2008 5.00%, 8/15/21 1,210 1,213,678 Dallas-Fort Worth Arpt Rev (Fort Worth Intl Arpt) AMT MBIA Series 03A 5.25%, 11/01/25 2,000 1,887,100 Dallas-Fort Worth Arpt Rev (Int 1 Arpt) FGIC Series 01 5.50%, 11/01/35 6,500 6,107,270 Frisco GO FGIC 5.00%, 2/15/23 3,220 3,301,112 Garza Cnty Pub Fac Corp.			
Camino Real Regl Mobility Auth  5.00%, 2/15/22		14 625	14 430 116
5.00%, 2/15/22 480 481,008 Series 2008 5.00%, 8/15/21 1,210 1,213,678 Dallas-Fort Worth Arpt Rev (Fort Worth Intl Arpt) AMT MBIA Series 03A 5.25%, 11/01/25 2,000 1,887,100 Dallas-Fort Worth Arpt Rev (Int 1 Arpt) FGIC Series 01 5.50%, 11/01/35 6,500 6,107,270 Frisco GO FGIC 5.00%, 2/15/23 3,220 3,301,112 Garza Cnty Pub Fac Corp.		14,023	14,439,110
Series 2008 5.00%, 8/15/21 Dallas-Fort Worth Arpt Rev (Fort Worth Intl Arpt) AMT  MBIA Series 03A 5.25%, 11/01/25 Dallas-Fort Worth Arpt Rev (Int 1 Arpt) FGIC Series 01 5.50%, 11/01/35 Frisco GO FGIC 5.00%, 2/15/23 Garza Cnty Pub Fac Corp.		480	481 008
5.00%, 8/15/21 Dallas-Fort Worth Arpt Rev (Fort Worth Intl Arpt) AMT MBIA Series 03A 5.25%, 11/01/25 Dallas-Fort Worth Arpt Rev (Int 1 Arpt) FGIC Series 01 5.50%, 11/01/35 Frisco GO FGIC 5.00%, 2/15/23 Garza Cnty Pub Fac Corp.		100	101,000
Dallas-Fort Worth Arpt Rev (Fort Worth Intl Arpt) AMT  MBIA Series 03A  5.25%, 11/01/25  Dallas-Fort Worth Arpt Rev (Int 1 Arpt)  FGIC Series 01  5.50%, 11/01/35  Frisco GO  FGIC  5.00%, 2/15/23  Garza Cnty Pub Fac Corp.		1.210	1.213.678
MBIA Series 03A 5.25%, 11/01/25 2,000 1,887,100 Dallas-Fort Worth Arpt Rev (Int 1 Arpt) FGIC Series 01 5.50%, 11/01/35 6,500 6,107,270 Frisco GO FGIC 5.00%, 2/15/23 3,220 3,301,112 Garza Cnty Pub Fac Corp.		1,210	1,210,070
5.25%, 11/01/25 Dallas-Fort Worth Arpt Rev (Int 1 Arpt) FGIC Series 01 5.50%, 11/01/35 Frisco GO FGIC 5.00%, 2/15/23 Garza Cnty Pub Fac Corp.			
Dallas-Fort Worth Arpt Rev (Int 1 Arpt)  FGIC Series 01  5.50%, 11/01/35  6,500 6,107,270  Frisco GO  FGIC  5.00%, 2/15/23  3,220 3,301,112  Garza Cnty Pub Fac Corp.		2,000	1,887,100
5.50%, 11/01/35 6,500 6,107,270 Frisco GO FGIC 5.00%, 2/15/23 3,220 3,301,112 Garza Cnty Pub Fac Corp.			
Frisco GO FGIC 5.00%, 2/15/23 3,301,112 Garza Cnty Pub Fac Corp.			
FGIC 5.00%, 2/15/23 3,301,112 Garza Cnty Pub Fac Corp.	5.50%, 11/01/35	6,500	6,107,270
5.00%, 2/15/23 3,301,112 Garza Cnty Pub Fac Corp.			
Garza Cnty Pub Fac Corp.			
Garza Cnty Pub Fac Corp.		3,220	3,301,112
5.50%, 10/01/19 865 868,633			
	5.50%, 10/01/19	865	868,633

Gulf Coast Waste Disp Auth (Anheuser-Busch Proj) AMT		
Series 02		
5.90%, 4/01/36	9,000	9,161,640

Harris Cnty Toll Road Rev		
FSA Series 02		
5.125%, 8/15/32	7,500	8,121,075
Hidalgo Cnty Hlth Svc (Mission Hosp Inc Proj)	7,500	0,121,075
Series 05		
5.00%, 8/15/14 - 8/15/19	1,090	1,080,229
Houston Area Wtr Corp.	1,090	1,000,229
FGIC Series 02		
5.125%, 3/01/32	7,000	7,497,700
	7,000	7,497,700
Lewisville Combination Contract (Spl Assmt Cap Impt Dist No 2)  ACA Series 05		
	1 100	1.071.202
6.00%, 10/01/25	1,100	1,071,202
Lower Colorado River Auth (Prerefunded)		
AMBAC Series 03		424 = 20
5.25%, 5/15/25	125	136,728
MBIA		
5.00%, 5/15/31	30	32,553
MBIA Series 02A		
5.00%, 5/15/31	10	10,851
Lower Colorado River Auth (Unrefunded)		
AMBAC Series 03		
5.25%, 5/15/25	1,675	1,713,173
MBIA		
5.00%, 5/15/31	1,460	1,419,266
Matagorda Cnty Rev (Centerpoint Energy Houston Elec LLC)		
Series 04		
5.60%, 3/01/27 (c)(d)	2,000	1,843,780
Richardson Hosp Auth (Richardson Regl Med Ctr)		
FSA Series 04		
5.875%, 12/01/24	3,465	3,462,852
Series 04	, in the second	
6.00%, 12/01/19	2,745	2,821,339
San Antonio Arpt Rev AMT	2,7 .0	2,021,009
FGIC Series 02A		
5.25%, 7/01/27	5,250	5,001,780
Seguin Hgr Ed Auth (Texas Lutheran Univ Proj)	3,230	3,001,700
Series 04		
5.25%, 9/01/28 - 9/01/33	2,250	2,113,525
Texas	2,230	2,113,323
Series 05		
	9,000	0.000.760
5.00%, 4/01/28	8,000	8,089,760
Texas AMT		
Series 02A	0.470	0.601.720
5.50%, 8/01/41	9,470	9,601,728
Texas St Transp Commission		
Series 07		
5.00%, 4/01/23 (a)	20,600	21,375,384
		113,315,327
Utah - 0.9%		
Davis Cnty Sales Tax Rev		
AMBAC Series 03B		
5.25%, 10/01/23	2,005	2,079,225
	,	,,

Utah Hsg Corp MFHR (Bluffs Apts Proj) AMT GNMA Series 02A		
5.60%, 7/20/30	1,480	1,456,276
		3,535,501
Virginia - 2.0%		
Fauquier Cnty IDA Rev (Fauquier Hospital)		
RADIAN Series 02		
5.25%, 10/01/31	8,500	8,201,395
Washington - 3.4%		
King Cnty Swr Rev		
FSA Series 02A		
5.25%, 1/01/32	3,000	3,049,350
Seattle Hsg Auth MFHR (Wisteria Ct Proj)		
GNMA Series 03		
5.20%, 10/20/28	1,475	1,430,042
Twenty-Fifth Ave Ppty (Univ of Washington)		
MBIA Series 02		
5.25%, 6/01/33	9,750	9,133,410
		13,612,802
Wisconsin - 6.5%		
Wisconsin		
Series 03	2 = 00	2 720 240
5.00%, 11/01/26	3,700	3,529,319
Wisconsin HEFA (Bell Tower Residence Proj)		
FHLB Series 05	1 000	051 210
5.00%, 7/01/25	1,000	951,310
Series 05	1 705	1 702 102
5.00%, 7/01/20 Wisconsin HEFA (Ministry Hlth Care)	1,785	1,793,193
MBIA Series 02A		
5.25%, 2/15/32 (b)	13,615	13,658,296
Wisconsin Hsg & EDA SFMR (Mtg Rev) AMT	13,013	15,050,290
MBIA		
5.60%, 5/01/33	4,880	4,733,453
Series 02A	.,000	.,,,,,,,
5.50%, 9/01/32	1,530	1,542,638
		26,208,209
		20,200,207
<b>Total Investments - 169.8%</b> (cost \$684,734,976)		670 074 620
(cost \$684,734,976) Other assets less liabilities - (9.3)%		679,976,630
Other assets less flabilities - (9.3)%  Preferred Stock at redemption value - (60.5)%		(37,293,474 (242,225,000
1 referred Stock at redefiliption value - (00.3) 10		(242,223,000
Net Assets Applicable to Common Shareholders - 100.0% (f)		\$ 400,458,156

#### INTEREST RATE SWAP TRANSACTIONS

		Rate Type			
Swap	Notional	Termination	<b>Payments</b>	<b>Payments</b>	Unrealized
	Amount	Date	made by	received by	Appreciation/

Counterparty	(000)		the Portfolio	the Portfolio	(Depreciation)
Merrill Lynch	\$ 3,000	7/30/26	4.090%	BMA*	\$ (122,313)
Merrill Lynch	6,500	8/09/26	4.063%	BMA*	(273,309)
Merrill Lynch	7,100	11/15/26	4.377%	BMA*	(571,399)

<sup>(</sup>a) Security represents the underlying municipal obligation of an inverse floating rate obligation held by the Fund.

- (b) Position, or portion thereof, has been segregated to collateralize tender option bonds.
- (c) Variable rate coupon, rate shown as of July 31, 2008.
- (d) Indicates a security that has a zero coupon that remains in effect until a predetermined date at which time the stated coupon rate becomes effective until final maturity.
- (e) Position, or a portion thereof, has been segregated to collateralize interest rate swaps.
- (f) Portfolio percentages are calculated based on net assets applicable to common shareholders.
- \* Variable interest rate based on the Securities Industry & Financial Markets Association, formerly the Bond Market Association (BMA). As of July 31, 2008, the Portfolio held 54% of net assets in insured bonds (of this amount 13% represents the Portfolio s holding in pre-refunded bonds). 16% of the Portfolio s insured bonds were insured by MBIA.

#### Glossary:

ACA - ACA Capital

AMBAC - American Bond Assurance Corporation
AMT - Alternative Minimum Tax (subject to)

ASSURED GTY - Assured Guaranty

CDD - Community Development District
CFD - Community Facilities District
COP - Certificate of Participation
EDA - Economic Development Agency

FGIC - Financial Guaranty Insurance Company

FHLB - Federal Home Loan Bank

FNMA - Federal National Mortgage Association FSA - Financial Security Assurance Inc.

GNMA - Government National Mortgage Association

GO - General Obligation

HEFA - Health & Education Facility Authority

HFA - Housing Finance Authority
HFC - Housing Finance Corporation

 IDA
 Industrial Development Authority/Agency

 IDR
 Industrial Development Revenue

 MBIA
 Municipal Bond Investors Assurance

 MFHR
 Multi-Family Housing Revenue

 PCR
 Pollution Control Revenue Bond

RADIAN - Radian Group, Inc.

SFMR - Single Family Mortgage Revenue
SWFR - Solid Waste Facility Revenue
USD - Unified School District
XLCA - XL Capital Assurance Inc.

#### ITEM 2. CONTROLS AND PROCEDURES.

- (a) The registrant s principal executive officer and principal financial officer have concluded that the registrant s disclosure controls and procedures (as defined in Rule 30a-3(c) under the Investment Company Act of 1940, as amended) are effective at the reasonable assurance level based on their evaluation of these controls and procedures as of a date within 90 days of the filing date of this document.
- (b) There were no changes in the registrant s internal controls over financial reporting that occurred during the second fiscal quarter of the period that has materially affected, or is reasonably likely to materially affect, the registrant s internal control over financial reporting.

#### ITEM 3. EXHIBITS.

The following exhibits are attached to this Form N-Q:

EXHIBIT NO.	DESCRIPTION OF EXHIBIT
3 (a) (1)	Certification of Principal Executive Officer Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002
3 (a) (2)	Certification of Principal Financial Officer Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002

#### **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.

(Registrant): AllianceBernstein National Municipal Income Fund, Inc.

By: /s/ Marc O. Mayer Marc O. Mayer President

Date: September 3, 2008

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/ Marc O. Mayer Marc O. Mayer President

Date: September 3, 2008

By: /s/ Joseph J. Mantineo Joseph J. Mantineo

Treasurer and Chief Financial Officer

Date: September 3, 2008