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CORNERSTONE TOTAL RETURN FUND INC  
Form N-PX  
August 20, 2009

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OMB APPROVAL  
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OMB Number: 3235-0582  
Expires: March 31, 2012  
Estimated average burden  
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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT  
INVESTMENT COMPANY

Investment Company Act file number 811-02363  
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Cornerstone Total Return Fund, Inc.  
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(Exact name of registrant as specified in charter)

305 Madison Avenue, Suite 740 New York, New York 10165  
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(Address of principal executive offices) (Zip code)

Frank J. Maresca

Ultimus Fund Solutions, LLC 305 Madison Avenue, Suite 740 New York, NY 10165  
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(Name and address of agent for service)

Registrant's telephone number, including area code: (212) 652-6155  
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Date of fiscal year end: December 31, 2009  
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Date of reporting period: July 1, 2008 - June 30, 2009  
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Form N-PX is to be used by a registered management investment company, other than a small business investment company registered on Form N-5 (ss.ss. 239.24 and 274.5 of this chapter), to file reports with the Commission, not later than August 31 of each year, containing the registrant's proxy voting record for the most recent twelve-month period ended June 30, pursuant to section 30 of the Investment Company Act of 1940 and rule 30b1-4 thereunder (17 CFR 270.30b1-4). The Commission may use the information provided on Form N-PX in its regulatory, disclosure review, inspection, and policymaking roles.

A registrant is required to disclose the information specified by Form N-PX, and the Commission will make this information public. A registrant is not

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required to respond to the collection of information contained in Form N-PX unless the Form displays a currently valid Office of Management and Budget ("OMB") control number. Please direct comments concerning the accuracy of the information collection burden estimate and any suggestions for reducing the burden to the Secretary, Securities and Exchange Commission, 450 Fifth Street, NW, Washington, DC 20549-0609. The OMB has reviewed this collection of information under the clearance requirements of 44 U.S.C. ss. 3507.

ITEM 1. PROXY VOTING RECORD.

Disclose the following information for each matter relating to a portfolio security considered at any shareholder meeting held during the period covered by the report and with respect to which the registrant was entitled to vote:

- (a) The name of the issuer of the portfolio security;
- (b) The exchange ticker symbol of the portfolio security;
- (c) The Council on Uniform Securities Identification Procedures ("CUSIP") number for the portfolio security;
- (d) The shareholder meeting date;
- (e) A brief identification of the matter voted on;
- (f) Whether the matter was proposed by the issuer or by a security holder;
- (g) Whether the registrant cast its vote on the matter;
- (h) How the registrant cast its vote (e.g., for or against proposal, or abstain; for or withhold regarding election of directors); and
- (i) Whether the registrant cast its vote for or against management.

SIGNATURES

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[See General Instruction F]

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) Cornerstone Total Return Fund, Inc.

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By (Signature and Title)\* /s/ Ralph W. Bradshaw

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Ralph W. Bradshaw, President and Chairman  
(Principal Executive Officer)

Date July 31, 2009

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

EXHIBIT A

\*\*\*\*\* FORM N-PX REPORT \*\*\*\*\*

ICA File Number: 811-02363  
Reporting Period: 07/01/2008 - 06/30/2009  
Cornerstone Total Return Fund, Inc.

===== CORNERSTONE TOTAL RETURN FUND, INC. =====

ABBOTT LABORATORIES

Ticker: ABT Security ID: 002824100  
Meeting Date: APR 24, 2009 Meeting Type: Annual  
Record Date: FEB 25, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director R.J. Alpern	For	For	Management
1.2	Elect Director R.S. Austin	For	For	Management
1.3	Elect Director W.M. Daley	For	For	Management
1.4	Elect Director W.J. Farrell	For	For	Management
1.5	Elect Director H.L. Fuller	For	For	Management
1.6	Elect Director W.A. Osborn	For	For	Management
1.7	Elect Director D.A.L. Owen	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	For	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	Approve Omnibus Stock Plan	For	For	Management
3	Approve Nonqualified Employee Stock Purchase Plan	For	For	Management
4	Ratify Auditors	For	For	Management
5	Report on Animal Testing	Against	Against	Shareholder
6	Adopt Principles for Health Care Reform	Against	Against	Shareholder
7	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder

ADAMS EXPRESS CO., THE

Ticker: ADX Security ID: 006212104  
Meeting Date: MAR 19, 2009 Meeting Type: Annual  
Record Date: FEB 6, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Enrique R. Arzac	For	For	Management
1.2	Elect Director Phyllis O. Bonanno	For	For	Management
1.3	Elect Director Kenneth J. Dale	For	For	Management
1.4	Elect Director Daniel E. Emerson	For	For	Management
1.5	Elect Director Frederic A. Escherich	For	For	Management
1.6	Elect Director Roger W. Gale	For	For	Management

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1.7	Elect Director	Thomas H. Lenagh	For	For	Management
1.8	Elect Director	Kathleen T. McGahran	For	For	Management
1.9	Elect Director	Douglas G. Ober	For	For	Management
1.10	Elect Director	Craig R. Smith	For	For	Management
2	Ratify Auditors		For	For	Management

### AETNA INC.

Ticker: AET                      Security ID: 00817Y108  
 Meeting Date: MAY 29, 2009      Meeting Type: Annual  
 Record Date: MAR 27, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Frank M. Clark	For	For	Management
2	Elect Director Betsy Z. Cohen	For	For	Management
3	Elect Director Molly J. Coye, M.D.	For	For	Management
4	Elect Director Roger N. Farah	For	For	Management
5	Elect Director Barbara Hackman Franklin	For	For	Management
6	Elect Director Jeffrey E. Garten	For	For	Management
7	Elect Director Earl G. Graves	For	For	Management
8	Elect Director Gerald Greenwald	For	For	Management
9	Elect Director Ellen M. Hancock	For	For	Management
10	Elect Director Richard J. Harrington	For	For	Management
11	Elect Director Edward J. Ludwig	For	For	Management
12	Elect Director Joseph P. Newhouse	For	For	Management
13	Elect Director Ronald A. Williams	For	For	Management
14	Ratify Auditors	For	For	Management
15	Provide for Cumulative Voting	Against	For	Shareholder
16	Adopt a Policy to Elect a Retired Management Employee	Against	Against	Shareholder

### AFLAC INCORPORATED

Ticker: AFL                      Security ID: 001055102  
 Meeting Date: MAY 4, 2009      Meeting Type: Annual  
 Record Date: FEB 24, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Daniel P. Amos	For	For	Management
1.2	Elect Director John Shelby Amos, II	For	For	Management
1.3	Elect Director Paul S. Amos, II	For	For	Management
1.4	Elect Director Yoshiro Aoki	For	For	Management
1.5	Elect Director Michael H. Armacost	For	For	Management
1.6	Elect Director Kriss Cloninger, III	For	For	Management
1.7	Elect Director Joe Frank Harris	For	For	Management
1.8	Elect Director Elizabeth J. Hudson	For	For	Management
1.9	Elect Director Kenneth S. Janke, Sr.	For	For	Management
1.10	Elect Director Douglas W. Johnson	For	For	Management
1.11	Elect Director Robert B. Johnson	For	For	Management
1.12	Elect Director Charles B. Knapp	For	For	Management
1.13	Elect Director E. Stephen Purdom	For	For	Management
1.14	Elect Director Barbara K. Rimer	For	For	Management
1.15	Elect Director Marvin R. Schuster	For	For	Management
1.16	Elect Director David Gary Thompson	For	For	Management
1.17	Elect Director Robert L. Wright	For	For	Management
2	Advisory Vote to Ratify Named Executive	For	For	Management

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	Officers' Compensation			
3	Ratify Auditors	For	For	Management

### AGILENT TECHNOLOGIES INC.

Ticker: A Security ID: 00846U101  
 Meeting Date: MAR 11, 2009 Meeting Type: Annual  
 Record Date: JAN 13, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William P. Sullivan	For	For	Management
1.2	Elect Director Robert J. Herbold	For	For	Management
1.3	Elect Director Koh Boon Hwee	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management

### AIR PRODUCTS & CHEMICALS, INC.

Ticker: APD Security ID: 009158106  
 Meeting Date: JAN 22, 2009 Meeting Type: Annual  
 Record Date: NOV 30, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Mario L. Baeza	For	For	Management
1.2	Elect Director Edward E. Hagenlocker	For	For	Management
1.3	Elect Director John E. McGlade	For	For	Management
1.4	Elect Director Charles H. Noski	For	For	Management
2	Ratify Auditors	For	For	Management

### ALLIED WASTE INDUSTRIES, INC.

Ticker: AW Security ID: 019589308  
 Meeting Date: NOV 14, 2008 Meeting Type: Special  
 Record Date: OCT 6, 2008

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

### ALPINE GLOBAL PREMIER PROPERTIES FUND

Ticker: AWP Security ID: 02083A103  
 Meeting Date: MAR 12, 2009 Meeting Type: Annual  
 Record Date: JAN 12, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Trustee Laurence B. Ashkin	For	For	Management
1.2	Elect Trustee Samuel A. Lieber	For	For	Management

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ALTRIA GROUP, INC.

Ticker: MO Security ID: 02209S103  
 Meeting Date: MAY 19, 2009 Meeting Type: Annual  
 Record Date: MAR 30, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Elizabeth E. Bailey	For	For	Management
2	Elect Director Gerald L. Baliles	For	For	Management
3	Elect Director Dinyar S. Devitre	For	For	Management
4	Elect Director Thomas F. Farrell	For	For	Management
5	Elect Director Robert E. R. Huntley	For	For	Management
6	Elect Director Thomas W. Jones	For	For	Management
7	Elect Director George Munoz	For	For	Management
8	Elect Director Nabil Y. Sakkab	For	For	Management
9	Elect Director Michael E. Szymanczyk	For	For	Management
10	Ratify Auditors	For	For	Management
11	Reduce Tobacco Harm to Health	Against	Against	Shareholder
12	Report on Marketing Practices on the Poor	Against	Against	Shareholder
13	Adopt Principles for Health Care Reform	Against	Against	Shareholder
14	Adopt Human Rights Protocols for Company and Suppliers	Against	For	Shareholder
15	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder
16	Report on Political Contributions	Against	For	Shareholder

AMAZON.COM, INC.

Ticker: AMZN Security ID: 023135106  
 Meeting Date: MAY 28, 2009 Meeting Type: Annual  
 Record Date: APR 1, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Jeffrey P. Bezos	For	For	Management
2	Elect Director Tom A. Alberg	For	For	Management
3	Elect Director John Seely Brown	For	For	Management
4	Elect Director L. John Doerr	For	For	Management
5	Elect Director William B. Gordon	For	For	Management
6	Elect Director Alain Monie	For	For	Management
7	Elect Director Thomas O. Ryder	For	For	Management
8	Elect Director Patricia Q. Stonesifer	For	For	Management
9	Ratify Auditors	For	For	Management

AMERICAN ELECTRIC POWER CO.

Ticker: AEP Security ID: 025537101  
 Meeting Date: APR 28, 2009 Meeting Type: Annual  
 Record Date: MAR 2, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director E. R. Brooks	For	For	Management
1.2	Elect Director Donald M. Carlton	For	For	Management
1.3	Elect Director Ralph D. Crosby, Jr.	For	For	Management

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1.4	Elect Director Linda A. Goodspeed	For	For	Management
1.5	Elect Director Thomas E. Hoaglin	For	For	Management
1.6	Elect Director Lester A. Hudson, Jr.	For	For	Management
1.7	Elect Director Michael G. Morris	For	For	Management
1.8	Elect Director Lionel L. Nowell III	For	For	Management
1.9	Elect Director Richard L. Sandor	For	For	Management
1.10	Elect Director Kathryn D. Sullivan	For	For	Management
1.11	Elect Director Sara Martinez Tucker	For	For	Management
1.12	Elect Director John F. Turner	For	For	Management
2	Eliminate Cumulative Voting and Adopt Majority Voting for Uncontested Election of Directors	For	For	Management
3	Ratify Auditors	For	For	Management

### AMGEN, INC.

Ticker:            AMGN                    Security ID: 031162100  
Meeting Date: MAY 6, 2009    Meeting Type: Annual  
Record Date:  MAR 9, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director David Baltimore	For	For	Management
2	Elect Director Frank J. Biondi, Jr.	For	For	Management
3	Elect Director Francois de Carbonnel	For	For	Management
4	Elect Director Jerry D. Choate	For	For	Management
5	Elect Director Vance D. Coffman	For	For	Management
6	Elect Director Frederick W. Gluck	For	For	Management
7	Elect Director Frank C. Herringer	For	For	Management
8	Elect Director Gilbert S. Omenn	For	For	Management
9	Elect Director Judith C. Pelham	For	For	Management
10	Elect Director J. Paul Reason	For	For	Management
11	Elect Director Leonard D. Schaeffer	For	For	Management
12	Elect Director Kevin W. Sharer	For	For	Management
13	Ratify Auditors	For	For	Management
14	Approve Omnibus Stock Plan	For	For	Management
15	Reduce Supermajority Vote Requirement	For	For	Management
16	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder
17	Reincorporate in Another State [from Delaware to North Dakota ]	Against	Against	Shareholder

### AON CORP.

Ticker:            AOC                    Security ID: 037389103  
Meeting Date: MAY 15, 2009   Meeting Type: Annual  
Record Date:  MAR 18, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Lester B. Knight	For	For	Management
2	Elect Director Gregory C. Case	For	For	Management
3	Elect Director Fulvio Conti	For	For	Management
4	Elect Director Edgar D. Jannotta	For	For	Management
5	Elect Director Jan Kalff	For	For	Management
6	Elect Director J. Michael Losh	For	For	Management
7	Elect Director R. Eden Martin	For	For	Management
8	Elect Director Andrew J. McKenna	For	For	Management

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9	Elect Director Robert S. Morrison	For	For	Management
10	Elect Director Richard B. Myers	For	For	Management
11	Elect Director Richard C. Notebaert	For	For	Management
12	Elect Director John W. Rogers, Jr.	For	For	Management
13	Elect Director Gloria Santona	For	For	Management
14	Elect Director Carolyn Y. Woo	For	For	Management
15	Ratify Auditors	For	For	Management

### APPLE INC.

Ticker: AAPL Security ID: 037833100  
 Meeting Date: FEB 25, 2009 Meeting Type: Annual  
 Record Date: DEC 29, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William V. Campbell	For	For	Management
1.2	Elect Director Millard S. Drexler	For	For	Management
1.3	Elect Director Albert A. Gore, Jr.	For	For	Management
1.4	Elect Director Steven P. Jobs	For	For	Management
1.5	Elect Director Andrea Jung	For	For	Management
1.6	Elect Director A.D. Levinson	For	For	Management
1.7	Elect Director Eric E. Schmidt	For	For	Management
1.8	Elect Director Jerome B. York	For	For	Management
2	Report on Political Contributions	Against	Against	Shareholder
3	Adopt Principles for Health Care Reform	Against	Against	Shareholder
4	Prepare Sustainability Report	Against	Against	Shareholder
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder

### ARCHER-DANIELS-MIDLAND COMPANY

Ticker: ADM Security ID: 039483102  
 Meeting Date: NOV 6, 2008 Meeting Type: Annual  
 Record Date: SEP 12, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director George W. Buckley	For	For	Management
2	Elect Director Mollie Hale Carter	For	For	Management
3	Elect Director Victoria F. Haynes	For	Against	Management
4	Elect Director Antonio Maciel Neto	For	Against	Management
5	Elect Director Patrick J. Moore	For	For	Management
6	Elect Director M. Brian Mulrone	For	For	Management
7	Elect Director Thomas F. O Neill	For	Against	Management
8	Elect Director Kelvin R. Westbrook	For	Against	Management
9	Elect Director Patricia A. Woertz	For	For	Management
10	Ratify Auditors	For	For	Management
11	Adopt ILO Based Code of Conduct	Against	For	Shareholder

### AT&T INC

Ticker: T Security ID: 00206R102  
 Meeting Date: APR 24, 2009 Meeting Type: Annual  
 Record Date: FEB 25, 2009

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Randall L. Stephenson	For	For	Management
1.2	Elect Director William F. Aldinger III	For	Against	Management
1.3	Elect Director Gilbert F. Amelio	For	Against	Management
1.4	Elect Director Reuben V. Anderson	For	For	Management
1.5	Elect Director James H. Blanchard	For	Against	Management
1.6	Elect Director August A. Busch III	For	For	Management
1.7	Elect Director Jaime Chico Pardo	For	For	Management
1.8	Elect Director James P. Kelly	For	For	Management
1.9	Elect Director Jon C. Madonna	For	For	Management
1.10	Elect Director Lynn M. Martin	For	For	Management
1.11	Elect Director John B. McCoy	For	For	Management
1.12	Elect Director Mary S. Metz	For	For	Management
1.13	Elect Director Joyce M. Roche	For	For	Management
1.14	Elect Director Laura D Andrea Tyson	For	For	Management
1.15	Elect Director Patricia P. Upton	For	Against	Management
2	Ratify Auditors	For	For	Management
3	Increase Authorized Common Stock	For	For	Management
4	Report on Political Contributions	Against	For	Shareholder
5	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder
6	Provide for Cumulative Voting	Against	For	Shareholder
7	Require Independent Board Chairman	Against	For	Shareholder
8	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder
9	Exclude Pension Credits ftom Earnings Performance Measure	Against	For	Shareholder

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### AUTOMATIC DATA PROCESSING, INC.

Ticker: ADP Security ID: 053015103  
 Meeting Date: NOV 11, 2008 Meeting Type: Annual  
 Record Date: SEP 12, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gregory D. Brenneman	For	For	Management
1.2	Elect Director Leslie A. Brun	For	For	Management
1.3	Elect Director Gary C. Butler	For	For	Management
1.4	Elect Director Leon G. Cooperman	For	For	Management
1.5	Elect Director Eric C. Fast	For	For	Management
1.6	Elect Director R. Glenn Hubbard	For	For	Management
1.7	Elect Director John P. Jones	For	For	Management
1.8	Elect Director Frederic V. Malek	For	For	Management
1.9	Elect Director Charles H. Noski	For	For	Management
1.10	Elect Director Sharon T. Rowlands	For	For	Management
1.11	Elect Director Gregory L. Summe	For	For	Management
1.12	Elect Director Henry Taub	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

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### BANK OF AMERICA CORP.

Ticker: BAC Security ID: 060505104  
 Meeting Date: DEC 5, 2008 Meeting Type: Special  
 Record Date: OCT 10, 2008

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Issue Shares in Connection with Acquisition	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Increase Authorized Common Stock	For	For	Management
4	Adjourn Meeting	For	For	Management

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BANK OF AMERICA CORP.

Ticker: BAC Security ID: 060505104  
 Meeting Date: APR 29, 2009 Meeting Type: Annual  
 Record Date: MAR 4, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William Barnet, III	For	For	Management
1.2	Elect Director Frank P. Bramble, Sr.	For	Against	Management
1.3	Elect Director Virgis W. Colbert	For	For	Management
1.4	Elect Director John T. Collins	For	For	Management
1.5	Elect Director Gary L. Countryman	For	For	Management
1.6	Elect Director Tommy R. Franks	For	For	Management
1.7	Elect Director Charles K. Gifford	For	For	Management
1.8	Elect Director Kenneth D. Lewis	For	Against	Management
1.9	Elect Director Monica C. Lozano	For	Against	Management
1.10	Elect Director Walter E. Massey	For	For	Management
1.11	Elect Director Thomas J. May	For	For	Management
1.12	Elect Director Patricia E. Mitchell	For	For	Management
1.13	Elect Director Joseph W. Prueher	For	For	Management
1.14	Elect Director Charles O. Rossotti	For	For	Management
1.15	Elect Director Thomas M. Ryan	For	For	Management
1.16	Elect Director O. Temple Sloan, Jr.	For	Against	Management
1.17	Elect Director Robert L. Tillman	For	Against	Management
1.18	Elect Director Jackie M. Ward	For	Against	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
4	Report on Government Service of Employees	Against	Against	Shareholder
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder
6	Provide for Cumulative Voting	Against	For	Shareholder
7	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder
8	Require Independent Board Chairman	Against	For	Shareholder
9	Report on Predatory Lending Policies	Against	For	Shareholder
10	Adopt Principles for Health Care Reform	Against	Against	Shareholder
11	TARP Related Compensation	Against	For	Shareholder

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BANK OF NEW YORK MELLON CORP., THE

Ticker: BK Security ID: 064058100  
 Meeting Date: APR 14, 2009 Meeting Type: Annual  
 Record Date: FEB 13, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Ruth E. Bruch	For	For	Management

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1.2	Elect Director	Nicholas M. Donofrio	For	For	Management
1.3	Elect Director	Gerald L. Hassell	For	For	Management
1.4	Elect Director	Edmund F. Kelly	For	For	Management
1.5	Elect Director	Robert P. Kelly	For	For	Management
1.6	Elect Director	Richard J. Kogan	For	For	Management
1.7	Elect Director	Michael J. Kowalski	For	For	Management
1.8	Elect Director	John A. Luke, Jr.	For	For	Management
1.9	Elect Director	Robert Mehrabian	For	For	Management
1.10	Elect Director	Mark A. Nordenberg	For	For	Management
1.11	Elect Director	Catherine A. Rein	For	For	Management
1.12	Elect Director	William C. Richardson	For	For	Management
1.13	Elect Director	Samuel C. Scott III	For	For	Management
1.14	Elect Director	John P. Surma	For	For	Management
1.15	Elect Director	Wesley W. von Schack	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation		For	For	Management
3	Ratify Auditors		For	For	Management
4	Provide for Cumulative Voting		Against	For	Shareholder
5	Stock Retention/Holding Period		Against	For	Shareholder

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### BAXTER INTERNATIONAL INC.

Ticker: BAX Security ID: 071813109  
 Meeting Date: MAY 5, 2009 Meeting Type: Annual  
 Record Date: MAR 9, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Walter E. Boomer	For	For	Management
1.2	Elect Director James R. Gavin III	For	For	Management
1.3	Elect Director Peter S. Hellman	For	For	Management
1.4	Elect Director K. J. Storm	For	For	Management
2	Ratify Auditors	For	For	Management
3	Report on Animal Testing	Against	Against	Shareholder

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### BED BATH & BEYOND INC.

Ticker: BBY Security ID: 075896100  
 Meeting Date: JUL 3, 2008 Meeting Type: Annual  
 Record Date: MAY 9, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Warren Eisenberg	For	For	Management
1.2	Elect Director Leonard Feinstein	For	For	Management
1.3	Elect Director Dean S. Adler	For	Withhold	Management
1.4	Elect Director Stanley F. Barshay	For	For	Management
1.5	Elect Director Patrick R. Gaston	For	For	Management
1.6	Elect Director Jordan Heller	For	For	Management
1.7	Elect Director Robert S. Kaplan	For	For	Management
1.8	Elect Director Victoria A. Morrison	For	For	Management
2	Ratify Auditors	For	For	Management

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### BED BATH & BEYOND INC.

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Ticker:           BBBY                   Security ID: 075896100  
 Meeting Date: JUN 30, 2009   Meeting Type: Annual  
 Record Date: MAY 5, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Warren Eisenberg	For	For	Management
1.2	Elect Director Leonard Feinstein	For	For	Management
1.3	Elect Director Steven H. Temares	For	For	Management
1.4	Elect Director Dean S. Adler	For	For	Management
1.5	Elect Director Stanley F. Barshay	For	For	Management
1.6	Elect Director Klaus Eppler	For	For	Management
1.7	Elect Director Patrick R. Gaston	For	For	Management
1.8	Elect Director Jordan Heller	For	For	Management
1.9	Elect Director Victoria A. Morrison	For	For	Management
1.10	Elect Director Fran Stoller	For	For	Management
2	Ratify Auditors	For	For	Management
3	Adopt Majority Voting for Uncontested Election of Directors	For	For	Management
4	Eliminate Supermajority Vote Requirement	For	For	Management
5	Eliminate Supermajority Vote Requirement	For	For	Management
6	Re-Approve Performance Goals Under Omnibus Stock Plan	For	For	Management
7	Prepare Sustainability Report	Against	For	Shareholder

### BLUE CHIP VALUE FUND, INC.

Ticker:           BLU                   Security ID: 095333100  
 Meeting Date: MAY 1, 2009   Meeting Type: Annual  
 Record Date: MAR 6, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Trustee Kenneth V. Penland	For	For	Management
1.2	Elect Trustee Roberta M. Wilson	For	For	Management
2	Ratify Auditors	For	For	Management

### BOULDER TOTAL RETURN FUND, INC.

Ticker:           BTF                   Security ID: 101541100  
 Meeting Date: APR 24, 2009   Meeting Type: Annual  
 Record Date: MAR 4, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Classify the Board of Directors	For	Against	Management
2.1	Elect Trustee Joel W. Looney	For	For	Management
2.2	Elect Trustee Richard I. Barr	For	For	Management
2.3	Elect Trustee Dr. Dean L. Jacobson	For	For	Management

### BRISTOL-MYERS SQUIBB CO.

Ticker:           BMY                   Security ID: 110122108  
 Meeting Date: MAY 5, 2009   Meeting Type: Annual

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Record Date: MAR 12, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director L. Andreotti	For	For	Management
2	Elect Director L. B. Campbell	For	For	Management
3	Elect Director J. M. Cornelius	For	For	Management
4	Elect Director L. J. Freeh	For	For	Management
5	Elect Director L. H. Glimcher	For	For	Management
6	Elect Director M. Grobstein	For	For	Management
7	Elect Director L. Johansson	For	For	Management
8	Elect Director A. J. Lacy	For	For	Management
9	Elect Director V. L. Sato	For	For	Management
10	Elect Director T. D. West, Jr.	For	For	Management
11	Elect Director R. S. Williams	For	For	Management
12	Ratify Auditors	For	For	Management
13	Increase Disclosure of Executive Compensation	Against	Against	Shareholder
14	Reduce Supermajority Vote Requirement	Against	Against	Shareholder
15	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder
16	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder

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CELGENE CORP.

Ticker: CELG Security ID: 151020104  
 Meeting Date: JUN 17, 2009 Meeting Type: Annual  
 Record Date: APR 21, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Sol J. Barer	For	For	Management
1.2	Elect Director Robert J. Hugin	For	For	Management
1.3	Elect Director Michael D. Casey	For	For	Management
1.4	Elect Director Rodman L. Drake	For	For	Management
1.5	Elect Director A. Hull Hayes, Jr.	For	For	Management
1.6	Elect Director Gilla Kaplan	For	For	Management
1.7	Elect Director James J. Loughlin	For	For	Management
1.8	Elect Director Ernest Mario	For	For	Management
1.9	Elect Director Walter L. Robb	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

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CHARLES SCHWAB CORP., THE

Ticker: SCHW Security ID: 808513105  
 Meeting Date: MAY 14, 2009 Meeting Type: Annual  
 Record Date: MAR 16, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Nancy H. Bechtle	For	For	Management
1.2	Elect Director Walter W. Bettinger II	For	For	Management
1.3	Elect Director C. Preston Butcher	For	For	Management
2	Report on Political Contributions	Against	For	Shareholder
3	Adopt a Policy in which the Company	Against	For	Shareholder

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will not Make or Promise to Make Any  
Death Benefit Payments to Senior  
Executives

4	Amend Corporate Executive Bonus Plan	Against	For	Shareholder
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### CHEVRON CORPORATION

Ticker: CVX Security ID: 166764100

Meeting Date: MAY 27, 2009 Meeting Type: Annual

Record Date: APR 1, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director S. H. Armacost	For	For	Management
1.2	Elect Director L. F. Deily	For	For	Management
1.3	Elect Director R. E. Denham	For	For	Management
1.4	Elect Director R. J. Eaton	For	For	Management
1.5	Elect Director E. Hernandez	For	For	Management
1.6	Elect Director F. G. Jenifer	For	For	Management
1.7	Elect Director S. Nunn	For	For	Management
1.8	Elect Director D. J. O'Reilly	For	For	Management
1.9	Elect Director D. B. Rice	For	For	Management
1.10	Elect Director K. W. Sharer	For	For	Management
1.11	Elect Director C. R. Shoemate	For	For	Management
1.12	Elect Director R. D. Sugar	For	For	Management
1.13	Elect Director C. Ware	For	For	Management
1.14	Elect Director J. S. Watson	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Executive Incentive Bonus Plan	For	For	Management
4	Amend Omnibus Stock Plan	For	For	Management
5	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder
6	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder
7	Adopt Quantitative GHG Goals for Products and Operations	Against	Against	Shareholder
8	Adopt Guidelines for Country Selection	Against	For	Shareholder
9	Adopt Human Rights Policy	Against	For	Shareholder
10	Report on Market Specific Environmental Laws	Against	Against	Shareholder

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### CHUBB CORP., THE

Ticker: CB Security ID: 171232101

Meeting Date: APR 28, 2009 Meeting Type: Annual

Record Date: MAR 9, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Zoe Baird	For	For	Management
1.2	Elect Director Sheila P. Burke	For	For	Management
1.3	Elect Director James I. Cash, Jr.	For	For	Management
1.4	Elect Director Joel J. Cohen	For	For	Management
1.5	Elect Director John D. Finnegan	For	For	Management
1.6	Elect Director Klaus J. Mangold	For	For	Management
1.7	Elect Director Martin G. McGuinn	For	For	Management
1.8	Elect Director Lawrence M. Small	For	For	Management
1.9	Elect Director Jess Soderberg	For	For	Management

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1.10	Elect Director Daniel E. Somers	For	For	Management
1.11	Elect Director Karen Hastie Williams	For	For	Management
1.12	Elect Director James M. Zimmerman	For	For	Management
1.13	Elect Director Alfred W. Zollar	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

### CISCO SYSTEMS, INC.

Ticker: CSCO Security ID: 17275R102  
 Meeting Date: NOV 13, 2008 Meeting Type: Annual  
 Record Date: SEP 15, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Carol A. Bartz	For	For	Management
2	Elect Director M. Michele Burns	For	For	Management
3	Elect Director Michael D. Capellas	For	For	Management
4	Elect Director Larry R. Carter	For	For	Management
5	Elect Director John T. Chambers	For	For	Management
6	Elect Director Brian L. Halla	For	For	Management
7	Elect Director John L. Hennessy	For	For	Management
8	Elect Director Richard M. Kovacevich	For	For	Management
9	Elect Director Roderick C. McGeary	For	For	Management
10	Elect Director Michael K. Powell	For	For	Management
11	Elect Director Steven M. West	For	For	Management
12	Elect Director Jerry Yang	For	Against	Management
13	Ratify Auditors	For	For	Management
14	Amend Bylaws to Establish a Board Committee on Human Rights	Against	Against	Shareholder
15	Report on Internet Fragmentation	Against	For	Shareholder

### COCA-COLA COMPANY, THE

Ticker: KO Security ID: 191216100  
 Meeting Date: APR 22, 2009 Meeting Type: Annual  
 Record Date: FEB 23, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Herbert A. Allen	For	For	Management
1.2	Elect Director Ronald W. Allen	For	Against	Management
1.3	Elect Director Cathleen P. Black	For	Against	Management
1.4	Elect Director Barry Diller	For	Against	Management
1.5	Elect Director Alexis M. Herman	For	Against	Management
1.6	Elect Director Muhtar Kent	For	For	Management
1.7	Elect Director Donald R. Keough	For	For	Management
1.8	Elect Director Maria Elena Lagomsino	For	Against	Management
1.9	Elect Director Donald F. McHenry	For	For	Management
1.10	Elect Director Sam Nunn	For	For	Management
1.11	Elect Director James D. Robinson III	For	Against	Management
1.12	Elect Director Peter V. Ueberroth	For	Against	Management
1.13	Elect Director Jacob Wallenberg	For	For	Management
1.14	Elect Director James B. Williams	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder
4	Require Independent Board Chairman	Against	For	Shareholder

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5	Amend Bylaws to Establish a Board Committee on Human Rights	Against	Against	Shareholder
6	Performance-Based Awards	Against	Against	Shareholder

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COLGATE-PALMOLIVE CO.

Ticker: CL Security ID: 194162103  
 Meeting Date: MAY 8, 2009 Meeting Type: Annual  
 Record Date: MAR 9, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John T. Cahill	For	For	Management
1.2	Elect Director Jill K. Conway	For	For	Management
1.3	Elect Director Ian Cook	For	For	Management
1.4	Elect Director Ellen M. Hancock	For	For	Management
1.5	Elect Director David W. Johnson	For	For	Management
1.6	Elect Director Richard J. Kogan	For	For	Management
1.7	Elect Director Delano E. Lewis	For	For	Management
1.8	Elect Director J. Pedro Reinhard	For	For	Management
1.9	Elect Director Stephen I. Sadove	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder

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COMCAST CORP.

Ticker: CMCSA Security ID: 20030N101  
 Meeting Date: MAY 13, 2009 Meeting Type: Annual  
 Record Date: MAR 4, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director S. Decker Anstrom	For	Withhold	Management
1.2	Elect Director Kenneth J. Bacon	For	For	Management
1.3	Elect Director Sheldon M. Bonovitz	For	For	Management
1.4	Elect Director Edward D. Breen	For	For	Management
1.5	Elect Director Julian A. Brodsky	For	For	Management
1.6	Elect Director Joseph J. Collins	For	Withhold	Management
1.7	Elect Director J. Michael Cook	For	For	Management
1.8	Elect Director Gerald L. Hassell	For	For	Management
1.9	Elect Director Jeffrey A. Honickman	For	For	Management
1.10	Elect Director Brian L. Roberts	For	For	Management
1.11	Elect Director Ralph J. Roberts	For	For	Management
1.12	Elect Director Dr. Judith Rodin	For	Withhold	Management
1.13	Elect Director Michael I. Sovern	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Amend Qualified Employee Stock Purchase Plan	For	For	Management
4	Amend Restricted Stock Plan	For	For	Management
5	Amend Stock Option Plan	For	For	Management
6	Increase Disclosure of Executive Compensation	Against	Against	Shareholder
7	Seek Shareholder Approval on Certain Future Death Benefit Arrangements	Against	For	Shareholder
8	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder

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9      Adopt a Recapitalization Plan                      Against    For                      Shareholder

CONAGRA FOODS INC.

Ticker:            CAG                      Security ID: 205887102  
 Meeting Date: SEP 25, 2008      Meeting Type: Annual  
 Record Date: AUG 1, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Mogens C. Bay	For	For	Management
1.2	Elect Director Stephen G. Butler	For	For	Management
1.3	Elect Director Steven F. Goldstone	For	For	Management
1.4	Elect Director W.G. Jurgensen	For	For	Management
1.5	Elect Director Ruth Ann Marshall	For	For	Management
1.6	Elect Director Gary M. Rodkin	For	For	Management
1.7	Elect Director Andrew J. Schindler	For	For	Management
1.8	Elect Director Kenneth E. Stinson	For	For	Management
2	Ratify Auditors	For	For	Management

CORNING INC.

Ticker:            GLW                      Security ID: 219350105  
 Meeting Date: APR 30, 2009      Meeting Type: Annual  
 Record Date: FEB 26, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James B. Flaws	For	For	Management
1.2	Elect Director James R. Houghton	For	For	Management
1.3	Elect Director James J. O'Connor	For	Withhold	Management
1.4	Elect Director Deborah D. Rieman	For	For	Management
1.5	Elect Director Peter F. Volanakis	For	For	Management
1.6	Elect Director Mark S. Wrighton	For	For	Management
2	Ratify Auditors	For	For	Management
3	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
4	Declassify the Board of Directors	Against	For	Shareholder

CSX CORP.

Ticker:            CSX                      Security ID: 126408103  
 Meeting Date: MAY 6, 2009      Meeting Type: Annual  
 Record Date: MAR 6, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director D. M. Alvarado	For	For	Management
1.2	Elect Director A. Behring	For	For	Management
1.3	Elect Director Sen. J. B. Breaux	For	For	Management
1.4	Elect Director S. T. Halverson	For	For	Management
1.5	Elect Director E. J. Kelly, III	For	For	Management
1.6	Elect Director G. H. Lamphere	For	For	Management
1.7	Elect Director J. D. McPherson	For	For	Management
1.8	Elect Director T. T. O'Toole	For	For	Management
1.9	Elect Director D. M. Ratcliffe	For	For	Management

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1.10	Elect Director D. J. Shepard	For	For	Management
1.11	Elect Director M. J. Ward	For	For	Management
2	Ratify Auditors	For	For	Management

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### CVS CAREMARK CORP

Ticker: CVS Security ID: 126650100  
 Meeting Date: MAY 6, 2009 Meeting Type: Annual  
 Record Date: MAR 12, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Edwin M. Banks	For	For	Management
1.2	Elect Director C. David Brown II	For	For	Management
1.3	Elect Director David W. Dorman	For	For	Management
1.4	Elect Director Kristen E. Gibney Williams	For	For	Management
1.5	Elect Director Marian L. Heard	For	For	Management
1.6	Elect Director William H. Joyce	For	For	Management
1.7	Elect Director Jean-Pierre Million	For	For	Management
1.8	Elect Director Terrence Murray	For	For	Management
1.9	Elect Director C.A. Lance Piccolo	For	For	Management
1.10	Elect Director Sheli Z. Rosenberg	For	For	Management
1.11	Elect Director Thomas M. Ryan	For	For	Management
1.12	Elect Director Richard J. Swift	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder
4	Require Independent Board Chairman	Against	For	Shareholder
5	Report on Political Contributions	Against	For	Shareholder
6	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder

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### DANAHER CORP.

Ticker: DHR Security ID: 235851102  
 Meeting Date: MAY 5, 2009 Meeting Type: Annual  
 Record Date: MAR 9, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Mortimer M. Caplin	For	For	Management
1.2	Elect Director Donald J. Ehrlich	For	For	Management
1.3	Elect Director Walter G. Lohr, Jr.	For	Against	Management
1.4	Elect Director Linda P. Hefner	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Adopt Employment Contract	Against	For	Shareholder
5	Stock Retention/Holding Period	Against	For	Shareholder
6	Report on Mercury Product Policies	Against	For	Shareholder

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### DENALI FUND INC, THE

Ticker: DNY Security ID: 24823A102  
 Meeting Date: APR 24, 2009 Meeting Type: Annual

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

Record Date: FEB 25, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Trustee Joel W. Looney	For	For	Management
1.2	Elect Trustee Dean L. Jacobson	For	For	Management

DEVON ENERGY CORP.

Ticker: DVN Security ID: 25179M103  
 Meeting Date: JUN 3, 2009 Meeting Type: Annual  
 Record Date: APR 6, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert L. Howard	For	For	Management
1.2	Elect Director Michael M. Kanovsky	For	For	Management
1.3	Elect Director J. Todd Mitchell	For	For	Management
1.4	Elect Director J. Larry Nichols	For	For	Management
2	Elect Director Robert A. Mosbacher, Jr.	For	For	Management
3	Ratify Auditors	For	For	Management
4	Approve Omnibus Stock Plan	For	For	Management
5	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

DOMINION RESOURCES, INC.

Ticker: D Security ID: 25746U109  
 Meeting Date: MAY 5, 2009 Meeting Type: Annual  
 Record Date: FEB 27, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Peter W. Brown	For	For	Management
1.2	Elect Director George A. Davidson, Jr.	For	For	Management
1.3	Elect Director Thomas F. Farrell, II	For	For	Management
1.4	Elect Director John W. Harris	For	For	Management
1.5	Elect Director Robert S. Jepson, Jr.	For	For	Management
1.6	Elect Director Mark J. Kington	For	For	Management
1.7	Elect Director Benjamin J. Lambert, III	For	For	Management
1.8	Elect Director Margaret A. McKenna	For	For	Management
1.9	Elect Director Frank S. Royal	For	For	Management
1.10	Elect Director David A. Wollard	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Establish Fossil-Fuel-Free Energy Goal	Against	Against	Shareholder
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder
6	Submit SERP to Shareholder Vote	Against	For	Shareholder

DUKE ENERGY CORP.

Ticker: DUK Security ID: 26441C105  
 Meeting Date: MAY 7, 2009 Meeting Type: Annual  
 Record Date: MAR 12, 2009

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William Barnet, III	For	For	Management
1.2	Elect Director G. Alex Bernhardt, Sr.	For	For	Management
1.3	Elect Director Michael G. Browning	For	For	Management
1.4	Elect Director Daniel R. DiMicco	For	For	Management
1.5	Elect Director Ann Maynard Gray	For	For	Management
1.6	Elect Director James H. Hance, Jr	For	For	Management
1.7	Elect Director James T. Rhodes	For	For	Management
1.8	Elect Director James E. Rogers	For	For	Management
1.9	Elect Director Philip R. Sharp	For	For	Management
1.10	Elect Director Dudley S. Taft	For	For	Management
2	Ratify Auditors	For	For	Management

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### E.I. DU PONT DE NEMOURS & CO.

Ticker: DD Security ID: 263534109  
 Meeting Date: APR 29, 2009 Meeting Type: Annual  
 Record Date: MAR 4, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Samuel W. Bodman	For	For	Management
2	Elect Director Richard H. Brown	For	For	Management
3	Elect Director Robert A. Brown	For	For	Management
4	Elect Director Bertrand P. Collomb	For	For	Management
5	Elect Director Curtis J. Crawford	For	For	Management
6	Elect Director Alexander M. Cutler	For	For	Management
7	Elect Director John T. Dillon	For	For	Management
8	Elect Director Eleuthere I. Du Pont	For	For	Management
9	Elect Director Marillyn Hewson	For	For	Management
10	Elect Director Charles O. Holliday, Jr.	For	For	Management
11	Elect Director Lois D. Juliber	For	For	Management
12	Elect Director Ellen J. Kullman	For	For	Management
13	Elect Director William K. Reily	For	For	Management
14	Ratify Auditors	For	For	Management
15	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Shareholder

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### EBAY INC.

Ticker: EBAY Security ID: 278642103  
 Meeting Date: APR 29, 2009 Meeting Type: Annual  
 Record Date: MAR 4, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Marc L. Andreessen	For	For	Management
1.2	Elect Director William C. Ford, Jr.	For	For	Management
1.3	Elect Director Dawn G. Lepore	For	For	Management
1.4	Elect Director Pierre M. Omidyar	For	For	Management
1.5	Elect Director Richard T. Schlosberg, III	For	For	Management
2	Approve Stock Option Exchange Program	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Ratify Auditors	For	For	Management

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## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

EL PASO CORP

Ticker: EP Security ID: 28336L109  
 Meeting Date: MAY 6, 2009 Meeting Type: Annual  
 Record Date: MAR 11, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Juan Carlos Braniff	For	For	Management
1.2	Elect Director James L. Dunlap	For	For	Management
1.3	Elect Director Douglas L. Foshee	For	For	Management
1.4	Elect Director Robert W. Goldman	For	For	Management
1.5	Elect Director Anthony W. Hall, Jr.	For	For	Management
1.6	Elect Director Thomas R. Hix	For	For	Management
1.7	Elect Director Ferrell P. McClean	For	For	Management
1.8	Elect Director Steven J. Shapiro	For	For	Management
1.9	Elect Director J. Michael Talbert	For	For	Management
1.10	Elect Director Robert F. Vagt	For	For	Management
1.11	Elect Director John L. Whitmire	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Amend Qualified Employee Stock Purchase Plan	For	For	Management
4	Ratify Auditors	For	For	Management

EMC CORPORATION

Ticker: EMC Security ID: 268648102  
 Meeting Date: MAY 6, 2009 Meeting Type: Annual  
 Record Date: MAR 5, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Michael W. Brown	For	For	Management
2	Elect Director Randolph L. Cowen	For	For	Management
3	Elect Director Michael J. Cronin	For	For	Management
4	Elect Director Gail Deegan	For	For	Management
5	Elect Director John R. Egan	For	For	Management
6	Elect Director W. Paul Fitzgerald	For	For	Management
7	Elect Director Edmund F. Kelly	For	For	Management
8	Elect Director Windle B. Priem	For	For	Management
9	Elect Director Paul Sagan	For	For	Management
10	Elect Director David N. Strohm	For	For	Management
11	Elect Director Joseph M. Tucci	For	For	Management
12	Ratify Auditors	For	For	Management
13	Amend Qualified Employee Stock Purchase Plan	For	For	Management
14	Permit Right to Call Special Meeting	For	For	Management
15	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder

EMERSON ELECTRIC CO.

Ticker: EMR Security ID: 291011104  
 Meeting Date: FEB 3, 2009 Meeting Type: Annual  
 Record Date: NOV 25, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1.1	Elect Director A.A. Busch III	For	For	Management
1.2	Elect Director A.F. Golden	For	Withhold	Management
1.3	Elect Director H. Green	For	For	Management
1.4	Elect Director W.R. Johnson	For	For	Management
1.5	Elect Director J.B. Menzer	For	For	Management
1.6	Elect Director V.R. Loucks, Jr.	For	Withhold	Management
2	Ratify Auditors	For	For	Management

### EOG RESOURCES, INC.

Ticker: EOG Security ID: 26875P101  
 Meeting Date: APR 29, 2009 Meeting Type: Annual  
 Record Date: MAR 5, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director George A. Alcorn	For	For	Management
1.2	Elect Director Charles R. Crisp	For	For	Management
1.3	Elect Director James C. Day	For	For	Management
1.4	Elect Director Mark G. Papa	For	For	Management
1.5	Elect Director H. Leighton Steward	For	For	Management
1.6	Elect Director Donald F. Textor	For	For	Management
1.7	Elect Director Frank G. Wisner	For	For	Management
2	Ratify Auditors	For	For	Management

### EXPRESS SCRIPTS, INC.

Ticker: ESRX Security ID: 302182100  
 Meeting Date: MAY 27, 2009 Meeting Type: Annual  
 Record Date: MAR 31, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gary G. Benanav	For	For	Management
1.2	Elect Director Frank J. Borelli	For	For	Management
1.3	Elect Director Maura C. Breen	For	For	Management
1.4	Elect Director Nicholas J. LaHowchic	For	For	Management
1.5	Elect Director Thomas P. Mac Mahon	For	For	Management
1.6	Elect Director Frank Mergenthaler	For	For	Management
1.7	Elect Director Woodrow A Myers, Jr, MD	For	For	Management
1.8	Elect Director John O. Parker, Jr.	For	For	Management
1.9	Elect Director George Paz	For	For	Management
1.10	Elect Director Samuel K. Skinner	For	For	Management
1.11	Elect Director Seymour Sternberg	For	For	Management
1.12	Elect Director Barrett A. Toan	For	For	Management
2	Ratify Auditors	For	For	Management

### EXXON MOBIL CORP.

Ticker: XOM Security ID: 30231G102  
 Meeting Date: MAY 27, 2009 Meeting Type: Annual  
 Record Date: APR 6, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director M.J. Boskin	For	For	Management

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1.2	Elect Director L.R. Faulkner	For	For	Management
1.3	Elect Director K.C. Frazier	For	For	Management
1.4	Elect Director .W. George	For	For	Management
1.5	Elect Director R.C. King	For	For	Management
1.6	Elect Director M.C. Nelson	For	For	Management
1.7	Elect Director S.J. Palmisano	For	For	Management
1.8	Elect Director S.S Reinemund	For	For	Management
1.9	Elect Director R.W. Tillerson	For	For	Management
1.10	Elect Director E.E. Whitacre, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management
3	Provide for Cumulative Voting	Against	For	Shareholder
4	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder
5	Reincorporate in Another State [from New Jersey to North Dakota]	Against	Against	Shareholder
6	Require Independent Board Chairman	Against	For	Shareholder
7	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder
8	Compare CEO Compensation to Average U.S. per Capita Income	Against	Against	Shareholder
9	Review Anti-discrimination Policy on Corporate Sponsorships and Executive Perks	Against	Against	Shareholder
10	Amend EEO Policy to Prohibit Discrimination based on Sexual Orientation and Gender Identity	Against	For	Shareholder
11	Adopt Quantitative GHG Goals for Products and Operations	Against	For	Shareholder
12	Report on Climate Change Impacts on Emerging Countries	Against	Against	Shareholder
13	Adopt Policy to Increase Renewable Energy	Against	For	Shareholder

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FIRSTENERGY CORP

Ticker: FE Security ID: 337932107  
 Meeting Date: MAY 19, 2009 Meeting Type: Annual  
 Record Date: MAR 23, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Paul T. Addison	For	Withhold	Management
1.2	Elect Director Anthony J. Alexander	For	Withhold	Management
1.3	Elect Director Michael J. Anderson	For	Withhold	Management
1.4	Elect Director Dr. Carol A. Cartwright	For	Withhold	Management
1.5	Elect Director William T. Cottle	For	Withhold	Management
1.6	Elect Director Robert B. Heisler, Jr.	For	Withhold	Management
1.7	Elect Director Ernest J. Novak, Jr.	For	Withhold	Management
1.8	Elect Director Catherine A. Rein	For	Withhold	Management
1.9	Elect Director George M. Smart	For	Withhold	Management
1.10	Elect Director Wes M. Taylor	For	Withhold	Management
1.11	Elect Director Jesse T. Williams, Sr.	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Adopt Simple Majority Vote	Against	For	Shareholder
4	Amend Bylaws to Reduce the Percentage of Shares Required to Call Special Shareholder Meeting	Against	For	Shareholder
5	Establish Shareholder Proponent Engagement Process	Against	For	Shareholder
6	Require a Majority Vote for the	Against	For	Shareholder

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### Election of Directors

#### FREEMPORT-MCMORAN COPPER & GOLD INC.

Ticker: FCX Security ID: 35671D857  
 Meeting Date: JUN 11, 2009 Meeting Type: Annual  
 Record Date: APR 14, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard C. Adkerson	For	For	Management
1.2	Elect Director Robert J. Allison, Jr.	For	For	Management
1.3	Elect Director Robert A. Day	For	For	Management
1.4	Elect Director Gerald J. Ford	For	For	Management
1.5	Elect Director H. Devon Graham, Jr.	For	For	Management
1.6	Elect Director J. Bennett Johnston	For	For	Management
1.7	Elect Director Charles C. Krulak	For	For	Management
1.8	Elect Director Bobby Lee Lackey	For	For	Management
1.9	Elect Director Jon C. Madonna	For	For	Management
1.10	Elect Director Dustan E. McCoy	For	For	Management
1.11	Elect Director Gabrielle K. McDonald	For	For	Management
1.12	Elect Director James R. Moffett	For	For	Management
1.13	Elect Director B.M. Rankin, Jr.	For	For	Management
1.14	Elect Director J. Stapleton Roy	For	For	Management
1.15	Elect Director Stephen H. Siegele	For	For	Management
1.16	Elect Director J. Taylor Wharton	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Request Director Nominee Environmental Qualifications	Against	For	Shareholder

#### GABELLI GLOBAL MULTIMEDIA TRUST, INC., THE

Ticker: GGT Security ID: 36239Q109  
 Meeting Date: MAY 18, 2009 Meeting Type: Annual  
 Record Date: MAR 16, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Trustee Anthony R. Pustorino	For	For	Management

#### GENERAL AMERICAN INVESTORS CO., INC.

Ticker: GAM Security ID: 368802104  
 Meeting Date: APR 15, 2009 Meeting Type: Annual  
 Record Date: FEB 17, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Rodney B. Berens	For	For	Management
1.2	Elect Director Lewis B. Cullman	For	For	Management
1.3	Elect Director Spencer Davidson	For	For	Management
1.4	Elect Director Gerald M. Edelman	For	For	Management
1.5	Elect Director John D. Gordan, III	For	For	Management
1.6	Elect Director Daniel M. Neidich	For	Withhold	Management
1.7	Elect Director D. Ellen Shuman	For	For	Management

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1.8	Elect Director Joseph T. Stewart, Jr	For	For	Management
1.9	Elect Director Raymond S. Troubh	For	For	Management
2.	Ratify Auditors	For	For	Management

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### GENERAL DYNAMICS CORP.

Ticker:           GD                           Security ID: 369550108  
Meeting Date: MAY 6, 2009           Meeting Type: Annual  
Record Date: MAR 9, 2009

#	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 Jay L. Johnson	For	For	Management
5	Elect Director George A. Joulwan	For	For	Management
6	Elect Director Paul G. Kaminski	For	For	Management
7	Elect Director John M. Keane	For	For	Management
8	Elect Director Deborah J. Lucas	For	For	Management
9	Elect Director Lester L. Lyles	For	For	Management
10	Elect Director J. Christopher Reyes	For	For	Management
11	Elect Director Robert Walmsley	For	For	Management
12	Approve Omnibus Stock Plan	For	For	Management
13	Approve Nonqualified Employee Stock Purchase Plan	For	For	Management
14	Ratify Auditors	For	For	Management
15	Report on Space-based Weapons Program	Against	Against	Shareholder
16	Adopt a Policy in which the Company will not Make or Promise to Make Any Death Benefit Payments to Senior Executives	Against	For	Shareholder

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### GENERAL ELECTRIC CO.

Ticker:           GE                           Security ID: 369604103  
Meeting Date: APR 22, 2009           Meeting Type: Annual  
Record Date: FEB 23, 2009

#	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 Susan Hockfield	For	For	Management
1.5	Elect Director Jeffrey R. Immelt	For	For	Management
1.6	Elect Director Andrea Jung	For	For	Management
1.7	Elect Director Alan G. (A.G.) Lafley	For	Against	Management
1.8	Elect Director Robert W. Lane	For	For	Management
1.9	Elect Director Ralph S. Larsen	For	For	Management
1.10	Elect Director Rochelle B. Lazarus	For	For	Management
1.11	Elect Director James J. Mulva	For	For	Management
1.12	Elect Director Sam Nunn	For	For	Management
1.13	Elect Director Roger S. Penske	For	Against	Management
1.14	Elect Director Robert J. Swieringa	For	For	Management
1.15	Elect Director Douglas A. Warner III	For	For	Management
2	Ratify Auditors	For	For	Management
3	Provide for Cumulative Voting	Against	For	Shareholder

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4	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder
5	Evaluate the Potential Conversion of the Corporation's Business Units into Four or More Public Corporations and Distribute New Shares	Against	Against	Shareholder
6	Adopt Policy to Cease the Payments of Dividends or Equivalent Payments to Senior Executives for Shares Not Owned	Against	For	Shareholder
7	Submit Severance Agreement (Change in Control) to shareholder Vote	Against	For	Shareholder

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### GILEAD SCIENCES, INC.

Ticker: GILD Security ID: 375558103  
 Meeting Date: MAY 6, 2009 Meeting Type: Annual  
 Record Date: MAR 9, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Paul Berg	For	For	Management
1.2	Elect Director John F. Cogan	For	For	Management
1.3	Elect Director Etienne F. Davignon	For	For	Management
1.4	Elect Director James M. Denny	For	For	Management
1.5	Elect Director Carla A. Hills	For	For	Management
1.6	Elect Director John W. Madigan	For	For	Management
1.7	Elect Director John C. Martin	For	For	Management
1.8	Elect Director Gordon E. Moore	For	For	Management
1.9	Elect Director Nicholas G. Moore	For	For	Management
1.10	Elect Director Richard J. Whitley	For	For	Management
1.11	Elect Director Gayle E. Wilson	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management

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### GOLDMAN SACHS GROUP, INC., THE

Ticker: GS Security ID: 38141G104  
 Meeting Date: MAY 8, 2009 Meeting Type: Annual  
 Record Date: MAR 9, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Lloyd C. Blankfein	For	For	Management
2	Elect Director John H. Bryan	For	For	Management
3	Elect Director Gary D. Cohn	For	For	Management
4	Elect Director Claes Dahlback	For	For	Management
5	Elect Director Stephen Friedman	For	For	Management
6	Elect Director William W. George	For	For	Management
7	Elect Director Rajat K. Gupta	For	For	Management
8	Elect Director James A. Johnson	For	For	Management
9	Elect Director Lois D. Juliber	For	For	Management
10	Elect Director Lakshmi N. Mittal	For	Against	Management
11	Elect Director James J. Schiro	For	For	Management
12	Elect Director Ruth J. Simmons	For	For	Management
13	Ratify Auditors	For	For	Management
14	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
15	Provide for Cumulative Voting	Against	For	Shareholder

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16	Reduce Supermajority Vote Requirement	Against	For	Shareholder
17	Amend By-Laws to Establish Board U.S. Economic Security Committee	Against	Against	Shareholder
18	Report on Political Contributions	Against	For	Shareholder

### GOODYEAR TIRE & RUBBER CO., THE

Ticker: GT Security ID: 382550101  
 Meeting Date: APR 7, 2009 Meeting Type: Annual  
 Record Date: FEB 13, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James C. Boland	For	For	Management
1.2	Elect Director James A. Firestone	For	For	Management
1.3	Elect Director Robert J. Keegan	For	For	Management
1.4	Elect Director W. Alan McCollough	For	For	Management
1.5	Elect Director Denise M. Morrison	For	For	Management
1.6	Elect Director Rodney O'Neal	For	For	Management
1.7	Elect Director Shirley D. Peterson	For	For	Management
1.8	Elect Director Stephanie A. Streeter	For	For	Management
1.9	Elect Director G. Craig Sullivan	For	For	Management
1.10	Elect Director Thomas H. Weidemeyer	For	For	Management
1.11	Elect Director Michael R. Wessel	For	For	Management
2	Adopt Majority Voting for Uncontested Election of Directors	For	For	Management
3	Amend Code of Regulations	For	For	Management
4	Ratify Auditors	For	For	Management

### GOOGLE INC

Ticker: GOOG Security ID: 38259P508  
 Meeting Date: MAY 7, 2009 Meeting Type: Annual  
 Record Date: MAR 10, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Eric Schmidt	For	Withhold	Management
1.2	Elect Director Sergey Brin	For	Withhold	Management
1.3	Elect Director Larry Page	For	Withhold	Management
1.4	Elect Director L. John Doerr	For	Withhold	Management
1.5	Elect Director John L. Hennessy	For	Withhold	Management
1.6	Elect Director Arthur D. Levinson	For	Withhold	Management
1.7	Elect Director Ann Mather	For	Withhold	Management
1.8	Elect Director Paul S. Otellini	For	Withhold	Management
1.9	Elect Director K. Ram Shriram	For	Withhold	Management
1.10	Elect Director Shirley M. Tilghman	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	Against	Management
4	Report on Political Contributions	For	For	Shareholder
5	Adopt Policies to Protect Freedom of Access to the Internet	Against	Against	Shareholder
6	Adopt Principles for Health Care Reform	Against	Against	Shareholder

### H&Q HEALTHCARE INVESTORS

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

Ticker: HQH Security ID: 404052102  
 Meeting Date: JUN 11, 2009 Meeting Type: Annual  
 Record Date: APR 30, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Trustee Lawrence S. Lewin	For	For	Management
1.2	Elect Trustee Daniel R. Omstead, Ph.D.	For	For	Management
1.3	Elect Trustee Uwe E. Reinhardt, Ph.D.	For	Withhold	Management
2	Ratify Auditors	For	For	Management

### H&Q LIFE SCIENCES INVESTORS

Ticker: HQL Security ID: 404053100  
 Meeting Date: JUN 11, 2009 Meeting Type: Annual  
 Record Date: APR 30, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Trustee Rakesh K. Jain, Ph.D.	For	For	Management
1.2	Elect Trustee Daniel R. Omstead, Ph.D.	For	For	Management
1.3	Elect Trustee Lucinda H. Stebbins	For	For	Management
2	Ratify Auditors	For	For	Management

### H. J. HEINZ CO.

Ticker: HNZ Security ID: 423074103  
 Meeting Date: AUG 13, 2008 Meeting Type: Annual  
 Record Date: JUN 4, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director W.R. Johnson	For	For	Management
2	Elect Director C.E. Bunch	For	For	Management
3	Elect Director L.S. Coleman, Jr.	For	For	Management
4	Elect Director J.G. Drosdick	For	For	Management
5	Elect Director E.E. Holiday	For	For	Management
6	Elect Director C. Kendle	For	For	Management
7	Elect Director D.R. O'Hare	For	For	Management
8	Elect Director N. Peltz	For	For	Management
9	Elect Director D.H. Reilley	For	For	Management
10	Elect Director L.C. Swann	For	For	Management
11	Elect Director T.J. Usher	For	For	Management
12	Elect Director M.F. Weinstein	For	For	Management
13	Ratify Auditors	For	For	Management
14	Reduce Supermajority Vote Requirement to Amend Limitation of Director Liability and Director/Officer Indemnification	For	For	Management
15	Reduce Supermajority Vote Requirement to Approve Certain Business Combinations	For	For	Management

### HALLIBURTON CO.

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

Ticker: HAL Security ID: 406216101  
 Meeting Date: MAY 20, 2009 Meeting Type: Annual  
 Record Date: MAR 23, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Alan M. Bennett	For	For	Management
1.2	Elect Director James R. Boyd	For	For	Management
1.3	Elect Director Milton Carroll	For	For	Management
1.4	Elect Director S. Malcolm Gillis	For	For	Management
1.5	Elect Director James T. Hackett	For	For	Management
1.6	Elect Director David J. Lesar	For	For	Management
1.7	Elect Director Robert A. Malone	For	For	Management
1.8	Elect Director J. Landis Martin	For	For	Management
1.9	Elect Director Jay A. Precourt	For	For	Management
1.10	Elect Director Debra L. Reed	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Amend Qualified Employee Stock Purchase Plan	For	For	Management
5	Review and Asses Human Rights Policies	Against	For	Shareholder
6	Report on Political Contributions	Against	For	Shareholder
7	Adopt Low Carbon Energy Policy	Against	Against	Shareholder
8	Disclose Information on Compensation Consultant	Against	For	Shareholder
9	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder
10	Establish Independent Director Committee to Review and Report on Financial Misconducts and Human Rights Abuses	Against	For	Shareholder

### HEWLETT-PACKARD COMPANY

Ticker: HPQ Security ID: 428236103  
 Meeting Date: MAR 18, 2009 Meeting Type: Annual  
 Record Date: JAN 20, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Lawrence T. Babbio, Jr.	For	For	Management
2	Elect Director Sari M. Baldauf	For	For	Management
3	Elect Director Rajiv L. Gupta	For	For	Management
4	Elect Director John H. Hammergren	For	For	Management
5	Elect Director Mark V. Hurd	For	For	Management
6	Elect Director Joel Z. Hyatt	For	For	Management
7	Elect Director John R. Joyce	For	For	Management
8	Elect Director Robert L. Ryan	For	For	Management
9	Elect Director Lucille S. Salhany	For	For	Management
10	Elect Director G. Kennedy Thompson	For	For	Management
11	Ratify Auditors	For	For	Management

### HOME DEPOT, INC.

Ticker: HD Security ID: 437076102  
 Meeting Date: MAY 28, 2009 Meeting Type: Annual  
 Record Date: MAR 30, 2009

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director F. Duane Ackerman	For	For	Management
2	Elect Director David H. Batchelder	For	For	Management
3	Elect Director Francis S. Blake	For	For	Management
4	Elect Director Ari Bousbib	For	For	Management
5	Elect Director Gregory D. Brenneman	For	For	Management
6	Elect Director Albert P. Carey	For	For	Management
7	Elect Director Armando Codina	For	For	Management
8	Elect Director Bonnie G. Hill	For	For	Management
9	Elect Director Karen L. Katen	For	For	Management
10	Ratify Auditors	For	For	Management
11	Approve Right to Call Special Meetings	For	Against	Management
12	Provide for Cumulative Voting	Against	For	Shareholder
13	Call Special Meetings	Against	For	Shareholder
14	Prepare Employment Diversity Report	Against	For	Shareholder
15	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder
16	Assess Energy Use and Establish Reduction Targets	Against	For	Shareholder

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### HUDSON CITY BANCORP, INC.

Ticker: HCBK Security ID: 443683107  
 Meeting Date: APR 21, 2009 Meeting Type: Annual  
 Record Date: MAR 2, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Denis J. Salamone	For	For	Management
1.2	Elect Director Michael W. Azzara	For	For	Management
1.3	Elect Director Victoria H. Bruni	For	For	Management
2	Ratify Auditors	For	For	Management

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### ILLINOIS TOOL WORKS INC.

Ticker: ITW Security ID: 452308109  
 Meeting Date: MAY 8, 2009 Meeting Type: Annual  
 Record Date: MAR 10, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William F. Aldinger	For	For	Management
1.2	Elect Director Marvin D. Brailsford	For	For	Management
1.3	Elect Director Susan Crown	For	For	Management
1.4	Elect Director Don H. Davis, Jr.	For	For	Management
1.5	Elect Director Robert C. McCormack	For	For	Management
1.6	Elect Director Robert S. Morrison	For	For	Management
1.7	Elect Director James A. Skinner	For	For	Management
1.8	Elect Director Harold B. Smith	For	For	Management
1.9	Elect Director David B. Speer	For	For	Management
1.10	Elect Director Pamela B. Strobel	For	For	Management
2	Ratify Auditors	For	For	Management
3	Submit SERP to Shareholder Vote	Against	For	Shareholder

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### INTEL CORPORATION

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

Ticker: INTC Security ID: 458140100  
 Meeting Date: MAY 20, 2009 Meeting Type: Annual  
 Record Date: MAR 23, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Charlene Barshefsky	For	For	Management
2	Elect Director Susan L. Decker	For	For	Management
3	Elect Director John J. Donahoe	For	For	Management
4	Elect Director Reed E. Hundt	For	For	Management
5	Elect Director Paul S. Otellini	For	For	Management
6	Elect Director James D. Plummer	For	For	Management
7	Elect Director David S. Pottruck	For	For	Management
8	Elect Director Jane E. Shaw	For	For	Management
9	Elect Director John L. Thornton	For	For	Management
10	Elect Director Frank D. Yeary	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 Stock Option Exchange Program	For	For	Management
15	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
16	Provide for Cumulative Voting	Against	For	Shareholder
17	Adopt Policy on Human Rights to Water	Against	Against	Shareholder

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### INTERNATIONAL BUSINESS MACHINES CORP.

Ticker: IBM Security ID: 459200101  
 Meeting Date: APR 28, 2009 Meeting Type: Annual  
 Record Date: FEB 27, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director A. J. P. Belda	For	For	Management
1.2	Elect Director C. Black	For	For	Management
1.3	Elect Director W. R. Brody	For	For	Management
1.4	Elect Director K. I. Chenault	For	For	Management
1.5	Elect Director M. L. Eskew	For	For	Management
1.6	Elect Director S. A. Jackson	For	For	Management
1.7	Elect Director T. Nishimuro	For	For	Management
1.8	Elect Director J. W. Owens	For	For	Management
1.9	Elect Director S. J. Palmisano	For	For	Management
1.10	Elect Director J. E. Spero	For	For	Management
1.11	Elect Director S. Taurel	For	For	Management
1.12	Elect Director L. H. Zambrano	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Provide for Cumulative Voting	Against	For	Shareholder
5	Review Executive Compensation	Against	For	Shareholder
6	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder

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### INTUIT INC.

Ticker: INTU Security ID: 461202103  
 Meeting Date: DEC 16, 2008 Meeting Type: Annual  
 Record Date: OCT 21, 2008

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Stephen M. Bennett	For	For	Management
1.2	Elect Director Christopher W. Brody	For	For	Management
1.3	Elect Director William V. Campbell	For	For	Management
1.4	Elect Director Scott D. Cook	For	For	Management
1.5	Elect Director Diane B. Greene	For	Withhold	Management
1.6	Elect Director Michael R. Hallman	For	For	Management
1.7	Elect Director Edward A. Kangas	For	For	Management
1.8	Elect Director Suzanne Nora Johnson	For	For	Management
1.9	Elect Director Dennis D. Powell	For	For	Management
1.10	Elect Director Stratton D. Sclavos	For	For	Management
1.11	Elect Director Brad D. Smith	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management

### JAPAN EQUITY FUND, INC., THE

Ticker: JEQ                      Security ID: 471057109  
 Meeting Date: JUN 1, 2009      Meeting Type: Annual  
 Record Date: MAR 17, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Trustee Yoshihiro Fujisawa	For	For	Management
1.2	Elect Trustee Martin J. Gruber	For	For	Management

### JOHNSON & JOHNSON

Ticker: JNJ                      Security ID: 478160104  
 Meeting Date: APR 23, 2009      Meeting Type: Annual  
 Record Date: FEB 24, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Mary Sue Coleman	For	For	Management
1.2	Elect Director James G. Cullen	For	For	Management
1.3	Elect Director Michael M.E. Johns	For	For	Management
1.4	Elect Director Arnold G. Langbo	For	For	Management
1.5	Elect Director Susan L. Lindquist	For	For	Management
1.6	Elect Director Leo F. Mullin	For	For	Management
1.7	Elect Director Wiliam D. Perez	For	For	Management
1.8	Elect Director Charles Prince	For	For	Management
1.9	Elect Director David Satcher	For	For	Management
1.10	Elect Director William C. Weldon	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Against Officers' Compensation	For	For	Shareholder

### JPMORGAN CHASE & CO.

Ticker: JPM                      Security ID: 46625H100  
 Meeting Date: MAY 19, 2009      Meeting Type: Annual  
 Record Date: MAR 20, 2009

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Crandall C. Bowles	For	For	Management
1.2	Elect Director Stephen B. Burke	For	For	Management
1.3	Elect Director David M. Cote	For	For	Management
1.4	Elect Director James S. Crown	For	For	Management
1.5	Elect Director James Dimon	For	For	Management
1.6	Elect Director Ellen V. Futter	For	For	Management
1.7	Elect Director William H. Gray, III	For	For	Management
1.8	Elect Director Laban P. Jackson, Jr.	For	For	Management
1.9	Elect Director David C. Novak	For	For	Management
1.10	Elect Director Lee R. Raymond	For	For	Management
1.11	Elect Director William C. Weldon	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Disclose Prior Government Service	Against	Against	Shareholder
5	Provide for Cumulative Voting	Against	For	Shareholder
6	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder
7	Report on Predatory Lending Policies	Against	Against	Shareholder
8	Amend Key Executive Performance Plan	Against	For	Shareholder
9	Stock Retention/Holding Period	Against	For	Shareholder
10	Prepare Carbon Principles Report	Against	Against	Shareholder

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### JPMORGAN TRUST II

Ticker: Security ID: 4812C2684  
Meeting Date: JUN 22, 2009 Meeting Type: Special  
Record Date: MAR 23, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Trustee William J. Armstrong	For	For	Management
1.2	Elect Trustee John F. Finn	For	For	Management
1.3	Elect Trustee Matthew Goldstein	For	For	Management
1.4	Elect Trustee Robert J. Higgins	For	For	Management
1.5	Elect Trustee Peter C. Marshall	For	For	Management
1.6	Elect Trustee Marilyn McCoy	For	For	Management
1.7	Elect Trustee William G. Morton, Jr.	For	For	Management
1.8	Elect Trustee Robert A. Oden, Jr.	For	For	Management
1.9	Elect Trustee Fergus Reid, III	For	For	Management
1.10	Elect Trustee Frederick W. Ruebeck	For	For	Management
1.11	Elect Trustee James J. Schonbachler	For	For	Management
1.12	Elect Trustee Frankie D. Hughes	For	For	Management
1.13	Elect Trustee Leonard M. Spalding, Jr.	For	For	Management

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### KRAFT FOODS INC

Ticker: KFT Security ID: 50075N104  
Meeting Date: MAY 20, 2009 Meeting Type: Annual  
Record Date: MAR 12, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Ajay Banga	For	Against	Management
1.2	Elect Director Myra M. Hart	For	For	Management
1.3	Elect Director Lois D. Juliber	For	For	Management
1.4	Elect Director Mark D. Ketchum	For	For	Management

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1.5	Elect Director Richard A. Lerner	For	For	Management
1.6	Elect Director John C. Pope	For	For	Management
1.7	Elect Director Fredric G. Reynolds	For	For	Management
1.8	Elect Director Irene B. Rosenfeld	For	For	Management
1.9	Elect Director Deborah C. Wright	For	For	Management
1.10	Elect Director Frank G. Zarb	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder

### KROGER CO., THE

Ticker: KR Security ID: 501044101  
 Meeting Date: JUN 25, 2009 Meeting Type: Annual  
 Record Date: APR 27, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Reuben V. Anderson	For	For	Management
2	Elect Director Robert D. Beyer	For	For	Management
3	Elect Director David B. Dillon	For	For	Management
4	Elect Director Susan J. Kropf	For	For	Management
5	Elect Director John T. Lamacchia	For	For	Management
6	Elect Director David B. Lewis	For	For	Management
7	Elect Director Don W. McGeorge	For	For	Management
8	Elect Director W. Rodney McMullen	For	For	Management
9	Elect Director Jorge P. Montoya	For	For	Management
10	Elect Director Clyde R. Moore	For	For	Management
11	Elect Director Susan M. Phillips	For	For	Management
12	Elect Director Steven R. Rogel	For	For	Management
13	Elect Director James A. Runde	For	For	Management
14	Elect Director Ronald L. Sargent	For	For	Management
15	Elect Director Bobby S. Shackouls	For	For	Management
16	Ratify Auditors	For	For	Management
17	Increase Purchasing of Cage Free Eggs	Against	Against	Shareholder
18	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

### LIBERTY ALL-STAR EQUITY FUND

Ticker: USA Security ID: 530158104  
 Meeting Date: APR 23, 2009 Meeting Type: Annual  
 Record Date: FEB 13, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Trustee John A. Benning	For	For	Management
1.2	Elect Trustee Edmund J. Burke	For	Withhold	Management

### LIBERTY ALL-STAR GROWTH FUND, INC.

Ticker: ASG Security ID: 529900102  
 Meeting Date: APR 23, 2009 Meeting Type: Annual  
 Record Date: FEB 13, 2009

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Trustee Thomas W. Brock	For	For	Management
1.2	Elect Trustee John J. Neuhauser	For	For	Management
1.3	Elect Trustee Edmund J. Burke	For	Withhold	Management

### LOCKHEED MARTIN CORP.

Ticker: LMT                      Security ID: 539830109  
 Meeting Date: APR 23, 2009      Meeting Type: Annual  
 Record Date: MAR 2, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director E. C. "Pete" Aldrige, Jr.	For	Against	Management
1.2	Elect Director Nolan D. Archibald	For	Against	Management
1.3	Elect Director David B. Burritt	For	For	Management
1.4	Elect Director James O. Ellis, Jr.	For	For	Management
1.5	Elect Director Gwendolyn S. King	For	For	Management
1.6	Elect Director James M. Loy	For	For	Management
1.7	Elect Director Douglas H. McCorkindale	For	Against	Management
1.8	Elect Director Joseph W. Ralston	For	For	Management
1.9	Elect Director Frank Savage	For	For	Management
1.10	Elect Director James Schneider	For	Against	Management
1.11	Elect Director Anne Stevens	For	Against	Management
1.12	Elect Director Robert J. Stevens	For	For	Management
1.13	Elect Director James R. Ukropina	For	For	Management
2	Ratify Auditors	For	For	Management
3	Reduce Supermajority Vote Requirement	For	For	Management
4	Report on Space-based Weapons Program	Against	Against	Shareholder
5	Adopt a Policy in which the Company will not Make or Promise to Make Any Death Benefit Payments to Senior Executives	Against	For	Shareholder
6	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder

### LOWE'S COMPANIES, INC.

Ticker: LOW                      Security ID: 548661107  
 Meeting Date: MAY 29, 2009      Meeting Type: Annual  
 Record Date: MAR 27, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Peter C. Browning	For	For	Management
1.2	Elect Director Marshall O. Larsen	For	For	Management
1.3	Elect Director Stephen F. Page	For	For	Management
1.4	Elect Director O. Temple Sloan, Jr.	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Eliminate Supermajority Vote Requirement	For	For	Management
5	Reincorporate in Another State from Delaware to North Dakota	Against	Against	Shareholder
6	Adopt Principles for Health Care Reform	Against	Against	Shareholder
7	Require Independent Board Chairman	Against	Against	Shareholder

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 MATTEL, INC.

Ticker: MAT Security ID: 577081102  
 Meeting Date: MAY 13, 2009 Meeting Type: Annual  
 Record Date: MAR 20, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael J. Dolan	For	For	Management
1.2	Elect Director Robert A. Eckert	For	For	Management
1.3	Elect Director Frances D. Fergusson	For	For	Management
1.4	Elect Director Tully M. Friedman	For	For	Management
1.5	Elect Director Dominic Ng	For	For	Management
1.6	Elect Director Vasant M. Prabhu	For	For	Management
1.7	Elect Director Andrea L. Rich	For	For	Management
1.8	Elect Director Ronald L. Sargent	For	For	Management
1.9	Elect Director Dean A. Scarborough	For	For	Management
1.10	Elect Director Christopher A. Sinclair	For	For	Management
1.11	Elect Director G. Craig Sullivan	For	For	Management
1.12	Elect Director Kathy Brittain White	For	For	Management
2	Ratify Auditors	For	For	Management
3	Report on Product Safety and Working Conditions	Against	Against	Shareholder
4	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder

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 MCDONALD'S CORP.

Ticker: MCD Security ID: 580135101  
 Meeting Date: MAY 27, 2009 Meeting Type: Annual  
 Record Date: MAR 30, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Robert A. Eckert	For	For	Management
2	Elect Director Enrique Hernandez, Jr.	For	For	Management
3	Elect Director Jeanne P. Jackson	For	For	Management
4	Elect Director Andrew J. McKenna	For	For	Management
5	Ratify Auditors	For	For	Management
6	Amend Omnibus Stock Plan	For	For	Management
7	Approve Executive Incentive Bonus Plan	For	For	Management
8	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder
9	Phase out Sales of Eggs from Battery Cage Hens	Against	Against	Shareholder

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 MCKESSON CORPORATION

Ticker: MCK Security ID: 58155Q103  
 Meeting Date: JUL 23, 2008 Meeting Type: Annual  
 Record Date: MAY 30, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Andy D. Bryant	For	For	Management

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2	Elect Director	Wayne A. Budd	For	For	Management
3	Elect Director	John H. Hammergren	For	For	Management
4	Elect Director	Alton F. Irby III	For	For	Management
5	Elect Director	M. Christine Jacobs	For	For	Management
6	Elect Director	Marie L. Knowles	For	For	Management
7	Elect Director	David M. Lawrence	For	For	Management
8	Elect Director	Edward A. Mueller	For	For	Management
9	Elect Director	James V. Napier	For	For	Management
10	Elect Director	Jane E. Shaw	For	For	Management
11	Ratify Auditors		For	For	Management

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### MEDTRONIC, INC.

Ticker: MDT Security ID: 585055106  
 Meeting Date: AUG 21, 2008 Meeting Type: Annual  
 Record Date: JUN 23, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Victor J. Dzau	For	For	Management
1.2	Elect Director William A. Hawkins	For	For	Management
1.3	Elect Director Shirley A. Jackson	For	For	Management
1.4	Elect Director Denise M. O'Leary	For	For	Management
1.5	Elect Director Jean-Pierre Rosso	For	For	Management
1.6	Elect Director Jack W. Schuler	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management

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### MERCK & CO., INC.

Ticker: MRK Security ID: 589331107  
 Meeting Date: APR 28, 2009 Meeting Type: Annual  
 Record Date: FEB 27, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Leslie A. Brun	For	For	Management
2	Elect Director Thomas R. Cech	For	For	Management
3	Elect Director Richard T. Clark	For	For	Management
4	Elect Director Thomas H. Glocer	For	For	Management
5	Elect Director Steven F. Goldstone	For	For	Management
6	Elect Director William B. Harrison, Jr.	For	For	Management
7	Elect Director Harry R. Jacobson	For	For	Management
8	Elect Director William N. Kelley	For	For	Management
9	Elect Director Rochelle B. Lazarus	For	For	Management
10	Elect Director Carlos E. Represas	For	For	Management
11	Elect Director Thomas E. Shenk	For	For	Management
12	Elect Director Anne M. Tatlock	For	For	Management
13	Elect Director Samuel O. Thier	For	For	Management
14	Elect Director Wendell P. Weeks	For	For	Management
15	Elect Director Peter C. Wendell	For	For	Management
16	Ratify Auditors	For	For	Management
17	Fix Number of Directors	For	For	Management
18	Amend Bylaws-- Call Special Meetings	Against	For	Shareholder
19	Require Independent Lead Director	Against	Against	Shareholder
20	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder

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METLIFE, INC

Ticker: MET Security ID: 59156R108  
 Meeting Date: APR 28, 2009 Meeting Type: Annual  
 Record Date: MAR 2, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director C. Robert Henrikson	For	For	Management
1.2	Elect Director John M. Keane	For	For	Management
1.3	Elect Director Catherine R. Kinney	For	For	Management
1.4	Elect Director Hugh B. Price	For	For	Management
1.5	Elect Director Kenton J. Sicchitano	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

MICROSOFT CORP.

Ticker: MSFT Security ID: 594918104  
 Meeting Date: NOV 19, 2008 Meeting Type: Annual  
 Record Date: SEP 5, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Steven A. Ballmer	For	For	Management
2	Elect Director James I. Cash, Jr.	For	For	Management
3	Elect Director Dina Dublon	For	For	Management
4	Elect Director William H. Gates, III	For	For	Management
5	Elect Director Raymond V. Gilmartin	For	For	Management
6	Elect Director Reed Hastings	For	For	Management
7	Elect Director David F. Marquardt	For	For	Management
8	Elect Director Charles H. Noski	For	For	Management
9	Elect Director Helmut Panke	For	For	Management
10	Approve Executive Incentive Bonus Plan	For	For	Management
11	Amend Non-Employee Director Omnibus Stock Plan	For	For	Management
12	Ratify Auditors	For	For	Management
13	Adopt Policies to Protect Freedom of Access to the Internet	Against	Against	Shareholder
14	Amend Bylaws to Establish a Board Committee on Human Rights	Against	Against	Shareholder
15	Report on Charitable Contributions	Against	Against	Shareholder

MONSANTO CO.

Ticker: MON Security ID: 61166W101  
 Meeting Date: JAN 14, 2009 Meeting Type: Annual  
 Record Date: NOV 17, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Janice L. Fields	For	For	Management
2	Elect Director Hugh Grant	For	For	Management
3	Elect Director C. Steven McMillan	For	For	Management
4	Elect Director Robert J. Stevens	For	For	Management
5	Ratify Auditors	For	For	Management

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MORGAN STANLEY

Ticker: MS Security ID: 617446448  
 Meeting Date: FEB 9, 2009 Meeting Type: Special  
 Record Date: DEC 15, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Conversion of Securities	For	For	Management
2	Adjourn Meeting	For	For	Management

MORGAN STANLEY

Ticker: MS Security ID: 617446448  
 Meeting Date: APR 29, 2009 Meeting Type: Annual  
 Record Date: MAR 4, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Roy J. Bostock	For	Against	Management
1.2	Elect Director Erskine B. Bowles	For	For	Management
1.3	Elect Director Howard J. Davies	For	For	Management
1.4	Elect Director Nobuyuki Hirano	For	For	Management
1.5	Elect Director C. Robert Kidder	For	For	Management
1.6	Elect Director John J. Mack	For	For	Management
1.7	Elect Director Donald T. Nicolaisen	For	For	Management
1.8	Elect Director Charles H. Noski	For	For	Management
1.9	Elect Director Hutham S. Olayan	For	For	Management
1.10	Elect Director Charles E. Phillips, Jr.	For	For	Management
1.11	Elect Director Griffith Sexton	For	For	Management
1.12	Elect Director Laura D. Tyson	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Amend Omnibus Stock Plan	For	Against	Management
5	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder
6	Require Independent Board Chairman	Against	For	Shareholder

NEWS CORPORATION

Ticker: NWS Security ID: 65248E203  
 Meeting Date: OCT 17, 2008 Meeting Type: Annual  
 Record Date: AUG 18, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Peter Chernin	For	For	Management
2	Elect Director Sir Roderick I. Eddington	For	Withhold	Management
3	Elect Director Mark Hurd	For	For	Management
4	Elect Director Andrew S.B. Knight	For	Withhold	Management
5	Elect Director James R. Murdoch	For	For	Management
6	Elect Director K. Rupert Murdoch	For	For	Management
7	Elect Director Jose Maria Aznar	For	For	Management

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8	Elect Director Natalie Bancroft	For	For	Management
9	Elect Director Peter L. Barnes	For	For	Management
10	Elect Director Kenneth E. Cowley	For	For	Management
11	Elect Director David F. DeVoe	For	For	Management
12	Elect Director Viet Dinh	For	Withhold	Management
13	Elect Director Lachlan K. Murdoch	For	For	Management
14	Elect Director Thomas J. Perkins	For	Withhold	Management
15	Elect Director Arthur M. Siskind	For	For	Management
16	Elect Director John L. Thornton	For	Withhold	Management
17	Ratify Auditors	For	For	Management
18	Declassify the Board of Directors	For	For	Management

NIKE, INC.

Ticker: NKE Security ID: 654106103  
 Meeting Date: SEP 22, 2008 Meeting Type: Annual  
 Record Date: JUL 25, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jill K. Conway	For	For	Management
1.2	Elect Director Alan B. Graf, Jr.	For	For	Management
1.3	Elect Director Jeanne P. Jackson	For	For	Management
2	Ratify Auditors	For	For	Management

NISOURCE INC.

Ticker: NI Security ID: 65473P105  
 Meeting Date: MAY 12, 2009 Meeting Type: Annual  
 Record Date: MAR 17, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Richard A. Abdo	For	For	Management
2	Elect Director Steven C. Beering	For	For	Management
3	Elect Director Dennis E. Foster	For	For	Management
4	Elect Director Michael E. Jesanis	For	For	Management
5	Elect Director Marty R. Kittrell	For	For	Management
6	Elect Director W. Lee Nutter	For	For	Management
7	Elect Director Deborah S. Parker	For	For	Management
8	Elect Director Ian M. Rolland	For	For	Management
9	Elect Director Robert C. Skaggs, Jr.	For	For	Management
10	Elect Director Richard L. Thompson	For	For	Management
11	Elect Director Carolyn Y. Woo	For	For	Management
12	Ratify Auditors	For	For	Management
13	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder

OCCIDENTAL PETROLEUM CORP.

Ticker: OXY Security ID: 674599105  
 Meeting Date: MAY 1, 2009 Meeting Type: Annual  
 Record Date: MAR 11, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1.1	Elect Director	Spencer Abraham	For	Against	Management
1.2	Elect Director	Ronald W. Burkle	For	Against	Management
1.3	Elect Director	John S. Chalsty	For	Against	Management
1.4	Elect Director	Edward P. Djerejian	For	Against	Management
1.5	Elect Director	John E. Feick	For	Against	Management
1.6	Elect Director	Ray R. Irani	For	Against	Management
1.7	Elect Director	Irvin W. Maloney	For	Against	Management
1.8	Elect Director	Avedick B. Poladian	For	Against	Management
1.9	Elect Director	Rodolfo Segovia	For	Against	Management
1.10	Elect Director	Aziz D. Syriani	For	Against	Management
1.11	Elect Director	Rosemary Tomich	For	Against	Management
1.12	Elect Director	Walter L. Weisman	For	Against	Management
2	Ratify Auditors		For	For	Management
3	Provide Right to Call Special Meeting		For	For	Management
4	Report on Host Country Social and Environmental Laws		Against	Against	Shareholder

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OMNICOM GROUP INC.

Ticker: OMC Security ID: 681919106  
 Meeting Date: MAY 19, 2009 Meeting Type: Annual  
 Record Date: MAR 30, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John D. Wren	For	For	Management
1.2	Elect Director Bruce Crawford	For	For	Management
1.3	Elect Director Alan R. Batkin	For	Withhold	Management
1.4	Elect Director Robert Charles Clark	For	For	Management
1.5	Elect Director Leonard S. Coleman, Jr.	For	Withhold	Management
1.6	Elect Director Errol M. Cook	For	For	Management
1.7	Elect Director Susan S. Denison	For	Withhold	Management
1.8	Elect Director Michael A. Henning	For	Withhold	Management
1.9	Elect Director John R. Murphy	For	For	Management
1.10	Elect Director John R. Purcell	For	For	Management
1.11	Elect Director Linda Johnson Rice	For	Withhold	Management
1.12	Elect Director Gary L. Roubos	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Amend Qualified Employee Stock Purchase Plan	For	For	Management

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ORACLE CORP.

Ticker: ORCL Security ID: 68389X105  
 Meeting Date: OCT 10, 2008 Meeting Type: Annual  
 Record Date: AUG 12, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jeffrey O. Henley	For	For	Management
1.2	Elect Director Lawrence J. Ellison	For	For	Management
1.3	Elect Director Donald L. Lucas	For	For	Management
1.4	Elect Director Michael J. Boskin	For	For	Management
1.5	Elect Director Jack F. Kemp	For	For	Management
1.6	Elect Director Jeffrey S. Berg	For	Withhold	Management
1.7	Elect Director Safra A. Catz	For	For	Management
1.8	Elect Director Hector Garcia-Molina	For	Withhold	Management
1.9	Elect Director H. Raymond Bingham	For	For	Management

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1.10	Elect Director Charles E. Phillips, Jr.	For	For	Management
1.11	Elect Director Naomi O. Seligman	For	Withhold	Management
1.12	Elect Director George H. Conrades	For	For	Management
1.13	Elect Director Bruce R. Chizen	For	For	Management
2	Approve Executive Incentive Bonus Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder

### PAYCHEX, INC.

Ticker: PAYX Security ID: 704326107  
 Meeting Date: OCT 7, 2008 Meeting Type: Annual  
 Record Date: AUG 11, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director B. Thomas Golisano	For	For	Management
2	Elect Director David J. S. Flaschen	For	For	Management
3	Elect Director Phillip Horsley	For	For	Management
4	Elect Director Grant M. Inman	For	For	Management
5	Elect Director Pamela A. Joseph	For	For	Management
6	Elect Director Jonathan J. Judge	For	For	Management
7	Elect Director Joseph M. Tucci	For	For	Management
8	Elect Director Joseph M. Velli	For	For	Management
9	Ratify Auditors	For	For	Management

### PEABODY ENERGY CORP.

Ticker: BTU Security ID: 704549104  
 Meeting Date: MAY 7, 2009 Meeting Type: Annual  
 Record Date: MAR 13, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gregory H. Boyce	For	For	Management
1.2	Elect Director William E. James	For	For	Management
1.3	Elect Director Robert B. Karn III	For	Withhold	Management
1.4	Elect Director M. Frances Keeth	For	For	Management
1.5	Elect Director Henry E. Lentz	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management

### PEPSICO, INC.

Ticker: PEP Security ID: 713448108  
 Meeting Date: MAY 6, 2009 Meeting Type: Annual  
 Record Date: MAR 6, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director S.L. Brown	For	For	Management
2	Elect Director I.M. Cook	For	For	Management
3	Elect Director D. Dublon	For	For	Management
4	Elect Director V.J. Dzau	For	For	Management
5	Elect Director R.L. Hunt	For	For	Management

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6	Elect Director A. Ibarguen	For	For	Management
7	Elect Director A.C. Martinez	For	For	Management
8	Elect Director I.K. Nooyi	For	For	Management
9	Elect Director S.P. Rockefeller	For	For	Management
10	Elect Director J.J. Schiro	For	Against	Management
11	Elect Director L.G. Trotter	For	For	Management
12	Elect Director D.Vasella	For	For	Management
13	Elect Director M.D. White	For	For	Management
14	Ratify Auditors	For	For	Management
15	Amend Executive Incentive Bonus Plan	For	For	Management
16	Report on Recycling	Against	Against	Shareholder
17	Report on Genetically Engineered Products	Against	Against	Shareholder
18	Report on Charitable Contributions	Against	Against	Shareholder
19	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder

### PETROLEUM & RESOURCES CORP.

Ticker: PEO Security ID: 716549100  
 Meeting Date: MAR 19, 2009 Meeting Type: Annual  
 Record Date: FEB 6, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Enrique R. Arzac	For	For	Management
1.2	Elect Director Phyllis O. Bonanno	For	For	Management
1.3	Elect Director Kenneth J. Dale	For	For	Management
1.4	Elect Director Daniel E. Emerson	For	For	Management
1.5	Elect Director Frederic A. Escherich	For	For	Management
1.6	Elect Director Roger W. Gale	For	For	Management
1.7	Elect Director Thomas H. Lenagh	For	For	Management
1.8	Elect Director Kathleen T. McGahran	For	For	Management
1.9	Elect Director Douglas G. Ober	For	For	Management
1.10	Elect Director Craig R. Smith	For	For	Management
2	Ratify Auditors	For	For	Management

### PFIZER INC.

Ticker: PFE Security ID: 717081103  
 Meeting Date: APR 23, 2009 Meeting Type: Annual  
 Record Date: FEB 24, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Dennis A. Ausiello	For	For	Management
1.2	Elect Director Michael S. Brown	For	For	Management
1.3	Elect Director M. Anthony Burns	For	For	Management
1.4	Elect Director Robert N. Burt	For	For	Management
1.5	Elect Director W. Don Cornwell	For	For	Management
1.6	Elect Director William H. Gray, III	For	For	Management
1.7	Elect Director Constance J. Horner	For	For	Management
1.8	Elect Director James M. Kilts	For	For	Management
1.9	Elect Director Jeffrey B. Kindler	For	For	Management
1.10	Elect Director George A. Lorch	For	For	Management
1.11	Elect Director Dana G. Mead	For	For	Management
1.12	Elect Director Suzanne Nora Johnson	For	For	Management
1.13	Elect Director Stephen W. Sanger	For	For	Management

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1.14	Elect Director William C. Steere, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Limit/Prohibit Executive Stock-Based Awards	Against	Against	Shareholder
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder
6	Provide for Cumulative Voting	Against	For	Shareholder
7	Amend Bylaws -- Call Special Meetings	Against	For	Shareholder

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### PHILIP MORRIS INTERNATIONAL INC.

Ticker: PM Security ID: 718172109  
 Meeting Date: MAY 5, 2009 Meeting Type: Annual  
 Record Date: MAR 10, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Harold Brown	For	For	Management
1.2	Elect Director Mathis Cabiallavetta	For	For	Management
1.3	Elect Director Louis C. Camilleri	For	For	Management
1.4	Elect Director J. Dudley Fishburn	For	For	Management
1.5	Elect Director Graham Mackay	For	For	Management
1.6	Elect Director Sergio Marchionne	For	Against	Management
1.7	Elect Director Lucio A. Noto	For	For	Management
1.8	Elect Director Carlos Slim Helu	For	For	Management
1.9	Elect Director Stephen M. Wolf	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management

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### PROCTER & GAMBLE COMPANY, THE

Ticker: PG Security ID: 742718109  
 Meeting Date: OCT 14, 2008 Meeting Type: Annual  
 Record Date: AUG 15, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Kenneth I. Chenault	For	For	Management
1.2	Elect Director Scott D. Cook	For	For	Management
1.3	Elect Director Rajat K. Gupta	For	For	Management
1.4	Elect Director A.G. Lafley	For	For	Management
1.5	Elect Director Charles R. Lee	For	For	Management
1.6	Elect Director Lynn M. Martin	For	For	Management
1.7	Elect Director W. James McNeerney, Jr.	For	For	Management
1.8	Elect Director Johnathan A. Rodgers	For	For	Management
1.9	Elect Director Ralph Snyderman	For	For	Management
1.10	Elect Director Margaret C. Whitman	For	For	Management
1.11	Elect Director Patricia A. Woertz	For	For	Management
1.12	Elect Director Ernesto Zedillo	For	For	Management
2	Ratify Auditors	For	For	Management
3	Adopt Majority Voting for Uncontested Election of Directors	For	For	Management
4	Rotate Annual Meeting Location	Against	Against	Shareholder
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder

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PULTE HOMES INC.

Ticker: PHM Security ID: 745867101  
 Meeting Date: MAY 14, 2009 Meeting Type: Annual  
 Record Date: MAR 17, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Debra J. Kelly-Ennis	For	Withhold	Management
1.2	Elect Director Bernard W. Reznicek	For	Withhold	Management
1.3	Elect Director Richard G. Wolford	For	Withhold	Management
2	Amend Stock Ownership Limitations	For	Against	Management
3	Amend Omnibus Stock Plan	For	Against	Management
4	Ratify Auditors	For	For	Management
5	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
6	Declassify the Board of Directors	Against	For	Shareholder
7	Require Independent Board Chairman	Against	For	Shareholder
8	Performance-Based Equity Awards	Against	For	Shareholder
9	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder
10	Report on Pay Disparity	Against	Against	Shareholder

QUALCOMM INC

Ticker: QCOM Security ID: 747525103  
 Meeting Date: MAR 3, 2009 Meeting Type: Annual  
 Record Date: JAN 2, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Barbara T. Alexander	For	For	Management
1.2	Elect Director Stephen M. Bennett	For	For	Management
1.3	Elect Director Donald G. Cruickshank	For	For	Management
1.4	Elect Director Raymond V. Dittamore	For	For	Management
1.5	Elect Director Thomas W. Horton	For	For	Management
1.6	Elect Director Irwin Mark Jacobs	For	For	Management
1.7	Elect Director Paul E. Jacobs	For	For	Management
1.8	Elect Director Robert E. Kahn	For	For	Management
1.9	Elect Director Sherry Lansing	For	For	Management
1.10	Elect Director Duane A. Nelles	For	For	Management
1.11	Elect Director Marc I. Stern	For	For	Management
1.12	Elect Director Brent Scowcroft	For	For	Management
2	Ratify Auditors	For	For	Management

REPUBLIC SERVICES, INC.

Ticker: RSG Security ID: 760759100  
 Meeting Date: MAY 14, 2009 Meeting Type: Annual  
 Record Date: MAR 16, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James E. O'Connor	For	For	Management
1.2	Elect Director John W. Croghan	For	For	Management
1.3	Elect Director James W. Crownover	For	For	Management
1.4	Elect Director William J. Flynn	For	For	Management

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1.5	Elect Director David I. Foley	For	For	Management
1.6	Elect Director Nolan Lehmann	For	For	Management
1.7	Elect Director W. Lee Nutter	For	For	Management
1.8	Elect Director Ramon A. Rodriguez	For	For	Management
1.9	Elect Director Allan C. Sorensen	For	For	Management
1.10	Elect Director John M. Trani	For	For	Management
1.11	Elect Director Michael W. Wickham	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Approve Qualified Employee Stock Purchase Plan	For	For	Management

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SARA LEE CORP.

Ticker: SLE Security ID: 803111103  
 Meeting Date: OCT 30, 2008 Meeting Type: Annual  
 Record Date: SEP 3, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Brenda C. Barnes	For	For	Management
2	Elect Director Christopher B. Begley	For	For	Management
3	Elect Director Crandall C. Bowles	For	For	Management
4	Elect Director Virgis W. Colbert	For	For	Management
5	Elect Director James S. Crown	For	For	Management
6	Elect Director Laurette T. Koellner	For	For	Management
7	Elect Director Cornelis J.A. van Lede	For	For	Management
8	Elect Director John McAdam	For	For	Management
9	Elect Director Ian Prosser	For	For	Management
10	Elect Director Rozanne L. Ridgway	For	For	Management
11	Elect Director Norman R. Sorensen	For	For	Management
12	Elect Director Jeffrey W. Ubben	For	For	Management
13	Elect Director Jonathan P. Ward	For	For	Management
14	Ratify Auditors	For	For	Management
15	Re-Approve Performance Measures	For	For	Management

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SCHLUMBERGER LTD.

Ticker: SLB Security ID: 806857108  
 Meeting Date: APR 8, 2009 Meeting Type: Annual  
 Record Date: FEB 18, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect P. Camus as Director	For	For	Management
1.2	Elect J.S. Gorelick as Director	For	For	Management
1.3	Elect A. Gould as Director	For	For	Management
1.4	Elect T. Issac as Director	For	For	Management
1.5	Elect N. Kudryavtsev as Director	For	For	Management
1.6	Elect A. Lajous as Director	For	For	Management
1.7	Elect M.E. Marks as Director	For	For	Management
1.8	Elect L.R. Reif as Director	For	For	Management
1.9	Elect T.I. Sandvold as Director	For	For	Management
1.10	Elect H. Seydoux as Director	For	For	Management
1.11	Elect L.G. Stuntz as Director	For	For	Management
2	Adopt and Approve Financials and Dividends	For	For	Management
3	Advisory Vote to Ratify Named Executive	Against	For	Shareholder

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4	Officers' Compensation Approval of Independent Registered Public Accounting Firm	For	For	Management
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SIMON PROPERTY GROUP, INC.

Ticker: SPG                      Security ID: 828806109  
 Meeting Date: MAY 8, 2009      Meeting Type: Annual  
 Record Date: MAR 9, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Increase in Size of Board	For	For	Management
2	Reduce Supermajority Vote Requirement	For	For	Management
3	Increase Authorized Common Stock	For	For	Management
4	Amend Charter to Delete Obsolete or Unnecessary Provisions	For	For	Management
5.1	Elect Director Melvyn E. Bergstein	For	For	Management
5.2	Elect Director Linda Walker Bynoe	For	For	Management
5.3	Elect Director Karen N. Horn	For	For	Management
5.4	Elect Director Reuben S. Leibowitz	For	For	Management
5.5	Elect Director J. Albert Smith, Jr.	For	For	Management
5.6	Elect Director Pieter S. van den Berg	For	For	Management
5.7	Elect Director Allan Hubbard	For	For	Management
5.8	Elect Director Daniel C. Smith	For	For	Management
6	Adjourn Meeting	For	For	Management
7	Ratify Auditors	For	For	Management

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SOUTHERN COMPANY

Ticker: SO                      Security ID: 842587107  
 Meeting Date: MAY 27, 2009      Meeting Type: Annual  
 Record Date: MAR 30, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Juanita Powell Baranco	For	For	Management
1.2	Elect Director Francis S. Blake	For	For	Management
1.3	Elect Director Jon A. Boscia	For	For	Management
1.4	Elect Director Thomas F. Chapman	For	For	Management
1.5	Elect Director H. William Habermeyer, Jr.	For	For	Management
1.6	Elect Director Veronica M. "Ronee" Hagen	For	For	Management
1.7	Elect Director Warren A. Hood, Jr.	For	For	Management
1.8	Elect Director Donald M. James	For	For	Management
1.9	Elect Director J. Neal Purcell	For	For	Management
1.10	Elect Director David M. Ratcliffe	For	For	Management
1.11	Elect Director William G. Smith, Jr.	For	For	Management
1.12	Elect Director Gerald J. St. Pe	For	For	Management
2	Ratify Auditors	For	For	Management
3	Adopt Majority Voting and Eliminate Cumulative Voting for Uncontested Election of Directors	For	For	Management
4	Eliminate Cumulative Voting	For	For	Management
5	Report on Reducing GHG Emissions	Against	Against	Shareholder
6	Submit SERP to Shareholder Vote	Against	For	Shareholder

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SPECTRA ENERGY CORP.

Ticker: SE Security ID: 847560109  
 Meeting Date: MAY 7, 2009 Meeting Type: Annual  
 Record Date: MAR 9, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Declassify the Board of Directors	For	For	Management
2.1	Elect Director Gregory L. Ebel	For	For	Management
2.2	Elect Director Peter B. Hamilton	For	For	Management
2.3	Elect Director Michael E. J. Phelps	For	For	Management
3	Ratify Auditors	For	For	Management

ST. JUDE MEDICAL, INC.

Ticker: STJ Security ID: 790849103  
 Meeting Date: MAY 8, 2009 Meeting Type: Annual  
 Record Date: MAR 11, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John W. Brown	For	For	Management
1.2	Elect Director Daniel J. Starks	For	For	Management
2	Approve Executive Incentive Bonus Plan	For	For	Management
3	Ratify Auditors	For	For	Management

STAPLES, INC.

Ticker: SPLS Security ID: 855030102  
 Meeting Date: JUN 9, 2009 Meeting Type: Annual  
 Record Date: APR 13, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Basil L. Anderson	For	Against	Management
1.2	Elect Director Arthur M. Blank	For	Against	Management
1.3	Elect Director Mary Elizabeth Burton	For	Against	Management
1.4	Elect Director Justin King	For	Against	Management
1.5	Elect Director Carol Meyrowitz	For	Against	Management
1.6	Elect Director Rowland T. Moriarty	For	Against	Management
1.7	Elect Director Robert C. Nakasone	For	Against	Management
1.8	Elect Director Ronald L. Sargent	For	Against	Management
1.9	Elect Director Elizabeth A. Smith	For	For	Management
1.10	Elect Director Robert E. Sulentic	For	Against	Management
1.11	Elect Director Vijay Vishwanath	For	Against	Management
1.12	Elect Director Paul F. Walsh	For	Against	Management
2	Amend Qualified Employee Stock Purchase Plan	For	For	Management
3	Amend Nonqualified Employee Stock Purchase Plan	For	For	Management
4	Ratify Auditors	For	For	Management
5	Reincorporate in Another State [from Delaware to North Dakota]	Against	For	Shareholder

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STATE STREET CORP. (BOSTON)

Ticker: STT Security ID: 857477103  
 Meeting Date: MAY 20, 2009 Meeting Type: Annual  
 Record Date: MAR 13, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director K. Burnes	For	For	Management
1.2	Elect Director P. Coym	For	For	Management
1.3	Elect Director P. de Saint-Aignan	For	For	Management
1.4	Elect Director A. Fawcett	For	For	Management
1.5	Elect Director D. Gruber	For	For	Management
1.6	Elect Director L. Hill	For	For	Management
1.7	Elect Director R. Kaplan	For	For	Management
1.8	Elect Director C. LaMantia	For	For	Management
1.9	Elect Director R. Logue	For	For	Management
1.10	Elect Director R. Sergel	For	For	Management
1.11	Elect Director R. Skates	For	For	Management
1.12	Elect Director G. Summe	For	For	Management
1.13	Elect Director R. Weissman	For	For	Management
2	Adopt Majority Voting for Uncontested Election of Directors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
5	Ratify Auditors	For	For	Management
6	Limit Auditor from Providing Non-Audit Services	Against	Against	Shareholder

STRYKER CORP.

Ticker: SYK Security ID: 863667101  
 Meeting Date: APR 29, 2009 Meeting Type: Annual  
 Record Date: MAR 2, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John W. Brown	For	For	Management
1.2	Elect Director Howard E. Cox, Jr.	For	For	Management
1.3	Elect Director Donald M. Engelman	For	For	Management
1.4	Elect Director Louise L. Francesconi	For	For	Management
1.5	Elect Director Howard L. Lance	For	For	Management
1.6	Elect Director Stephen P. MacMillan	For	For	Management
1.7	Elect Director William U. Parfet	For	For	Management
1.8	Elect Director Ronda E. Stryker	For	For	Management
2	Ratify Auditors	For	For	Management

TATA MOTORS LTD.

Ticker: TTM Security ID: 876568502  
 Meeting Date: JUL 24, 2008 Meeting Type: Annual  
 Record Date: JUN 13, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	RECEIVE; CONSIDER AND ADOPT THE AUDITED	For	For	Management

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	PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED MARCH 31, 2008.			
2	DECLARE A DIVIDEND ON ORDINARY SHARES.	For	For	Management
3	APPOINT A DIRECTOR IN PLACE OF MR RATAN N TATA, WHO RETIRES BY ROTATION AND IS ELIGIBLE FOR REAPPOINTMENT.	For	For	Management
4	APPOINT A DIRECTOR IN PLACE OF MR R GOPALAKRISHNAN, WHO RETIRES BY ROTATION AND IS ELIGIBLE FOR REAPPOINTMENT.	For	For	Management
5	Ratify Auditors	For	For	Management
6	APPOINTMENT OF DR R A MASHELKAR AS A DIRECTOR.	For	For	Management
7	COMMISSION TO NON-WHOLE-TIME DIRECTORS.	For	For	Management
8	REVISION IN THE TERMS OF REMUNERATION OF MR RAVI KANT, MANAGING DIRECTOR.	For	For	Management
9	INCREASE IN THE AUTHORISED SHARE CAPITAL AND THE ALTERATION OF THE CAPITAL CLAUSE IN THE MEMORANDUM OF ASSOCIATION.	For	Against	Management
10	ALTERATION OF THE ARTICLES OF ASSOCIATION OF THE COMPANY.	For	Against	Management
11	RAISING OF ADDITIONAL LONG TERM RESOURCES.	For	Against	Management
12	INCREASE IN BORROWING LIMITS.	For	Against	Management
13	CREATION OF CHARGES.	For	Against	Management

### TEMPLETON EMERGING MARKETS FUND

Ticker: EMF Security ID: 880191101  
 Meeting Date: FEB 20, 2009 Meeting Type: Annual  
 Record Date: DEC 19, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Trustee Ann Torre Bates	For	For	Management
1.2	Elect Trustee David W. Niemiec	For	For	Management
1.3	Elect Trustee Larry D. Thompson	For	For	Management
1.4	Elect Trustee Robert E. Wade	For	For	Management

### TEXAS INSTRUMENTS, INC.

Ticker: TXN Security ID: 882508104  
 Meeting Date: APR 16, 2009 Meeting Type: Annual  
 Record Date: FEB 17, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director J. R. Adams	For	For	Management
2	Elect Director D.L. Boren	For	For	Management
3	Elect Director D. A. Carp	For	For	Management
4	Elect Director C.S. Cox	For	For	Management
5	Elect Director D.R. Goode	For	For	Management
6	Elect Director S.P. MacMillan	For	For	Management
7	Elect Director P.H. Patsley	For	For	Management
8	Elect Director W.R. Sanders	For	For	Management
9	Elect Director R.J. Simmons	For	For	Management
10	Elect Director R.K. Templeton	For	For	Management
11	Elect Director C.T. Whitman	For	For	Management

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12	Ratify Auditors	For	For	Management
13	Approve Omnibus Stock Plan	For	For	Management
14	Approve Non-Employee Director Omnibus Stock Plan	For	For	Management
15	Require Independent Board Chairman	Against	For	Shareholder

### TIME WARNER CABLE INC.

Ticker: TWC                      Security ID: 88732J207  
 Meeting Date: JUN 3, 2009      Meeting Type: Annual  
 Record Date: APR 8, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Carole Black	For	For	Management
2	Elect Director Glenn A. Britt	For	For	Management
3	Elect Director Thomas H. Castro	For	For	Management
4	Elect Director David C. Chang	For	For	Management
5	Elect Director James E. Copeland, Jr.	For	For	Management
6	Elect Director Peter R. Haje	For	For	Management
7	Elect Director Donna A. James	For	For	Management
8	Elect Director Don Logan	For	For	Management
9	Elect Director N.J. Nicholas, Jr.	For	For	Management
10	Elect Director Wayne H. Pace	For	For	Management
11	Elect Director Edward D. Shirley	For	For	Management
12	Elect Director John E. Sununu	For	For	Management
13	Ratify Auditors	For	For	Management

### TIME WARNER INC

Ticker: TWX                      Security ID: 887317105  
 Meeting Date: JAN 16, 2009      Meeting Type: Special  
 Record Date: NOV 20, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Reverse Stock Split	For	For	Management

### TJX COMPANIES, INC., THE

Ticker: TJX                      Security ID: 872540109  
 Meeting Date: JUN 2, 2009      Meeting Type: Annual  
 Record Date: APR 13, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jose B. Alvarez	For	For	Management
1.2	Elect Director Alan M. Bennett	For	For	Management
1.3	Elect Director David A. Brandon	For	Withhold	Management
1.4	Elect Director Bernard Cammarata	For	For	Management
1.5	Elect Director David T. Ching	For	For	Management
1.6	Elect Director Michael F. Hines	For	For	Management
1.7	Elect Director Amy B. Lane	For	For	Management
1.8	Elect Director Carol Meyrowitz	For	For	Management
1.9	Elect Director John F. O'Brien	For	For	Management
1.10	Elect Director Robert F. Shapiro	For	For	Management

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1.11	Elect Director Willow B. Shire	For	For	Management
1.12	Elect Director Fletcher H. Wiley	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

### TRANSOCEAN INC.

Ticker: RIG Security ID: G90073100  
 Meeting Date: DEC 8, 2008 Meeting Type: Special  
 Record Date: OCT 27, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	APPROVAL OF THE MERGER TRANSACTION TO BE EFFECTED BY THE SCHEMES OF ARRANGEMENT, ATTACHED TO THE ACCOMPANYING PROXY STATEMENT AS ANNEX B.	For	For	Management
2	APPROVAL OF THE MOTION TO ADJOURN THE MEETING TO A LATER DATE TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE MEETING TO APPROVE THE MERGER TRANSACTION.	For	For	Management

### TRAVELERS COMPANIES, INC., THE

Ticker: TRV Security ID: 89417E109  
 Meeting Date: MAY 5, 2009 Meeting Type: Annual  
 Record Date: MAR 6, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Alan L. Beller	For	For	Management
1.2	Elect Director John H. Dasburg	For	For	Management
1.3	Elect Director Janet M. Dolan	For	For	Management
1.4	Elect Director Kenneth M. Duberstein	For	For	Management
1.5	Elect Director Jay S. Fishman	For	For	Management
1.6	Elect Director Lawrence G. Graev	For	For	Management
1.7	Elect Director Patricia L. Higgins	For	For	Management
1.8	Elect Director Thomas R. Hodgson	For	For	Management
1.9	Elect Director Cleve L. Killingsworth, Jr.	For	For	Management
1.10	Elect Director Robert I. Lipp	For	For	Management
1.11	Elect Director Blythe J. McGarvie	For	For	Management
1.12	Elect Director Laurie J. Thomsen	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Report on Political Contributions	Against	For	Shareholder

### U.S. BANCORP

Ticker: USB Security ID: 902973304  
 Meeting Date: APR 21, 2009 Meeting Type: Annual  
 Record Date: FEB 23, 2009

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Douglas M. Baker, Jr.	For	For	Management
1.2	Elect Director Y. Marc Belton	For	For	Management
1.3	Elect Director Richard K. Davis	For	For	Management
1.4	Elect Director Joel W. Johnson	For	For	Management
1.5	Elect Director David O'Maley	For	For	Management
1.6	Elect Director O'dell M. Owens	For	For	Management
1.7	Elect Director Craig D. Schnuck	For	For	Management
1.8	Elect Director Patrick T. Stokes	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

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### UNITED PARCEL SERVICE, INC.

Ticker: UPS Security ID: 911312106  
 Meeting Date: MAY 7, 2009 Meeting Type: Annual  
 Record Date: MAR 9, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director F. Duane Ackerman	For	For	Management
1.2	Elect Director Michael J. Burns	For	For	Management
1.3	Elect Director D. Scott Davis	For	For	Management
1.4	Elect Director Stuart E. Eizenstat	For	For	Management
1.5	Elect Director Michael L. Eskew	For	For	Management
1.6	Elect Director William R. Johnson	For	For	Management
1.7	Elect Director Ann M. Livermore	For	For	Management
1.8	Elect Director Rudy Markham	For	For	Management
1.9	Elect Director John W. Thompson	For	For	Management
1.10	Elect Director Carol B. Tome	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management

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### UNITED TECHNOLOGIES CORP.

Ticker: UTX Security ID: 913017109  
 Meeting Date: APR 8, 2009 Meeting Type: Annual  
 Record Date: FEB 10, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Louis R. Chenevert	For	For	Management
1.2	Elect Director George David	For	For	Management
1.3	Elect Director John V. Faraci	For	For	Management
1.4	Elect Director Jean-Pierre Garnier	For	For	Management
1.5	Elect Director Jamie S. Gorelick	For	For	Management
1.6	Elect Director Carlos M. Gutierrez	For	For	Management
1.7	Elect Director Edward A. Kangas	For	For	Management
1.8	Elect Director Charles R. Lee	For	For	Management
1.9	Elect Director Richard D. McCormick	For	For	Management
1.10	Elect Director Harold McGraw III	For	For	Management
1.11	Elect Director Richard B. Myers	For	For	Management
1.12	Elect Director H. Patrick Swygert	For	For	Management
1.13	Elect Director Andre Villeneuve	For	For	Management
1.14	Elect Director Christine Todd Whitman	For	For	Management
2	Ratify Auditors	For	For	Management



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WAL-MART STORES, INC.

Ticker: WMT Security ID: 931142103  
Meeting Date: JUN 5, 2009 Meeting Type: Annual  
Record Date: APR 9, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Aida M. Alvarez	For	For	Management
2	Elect Director James W. Breyer	For	For	Management
3	Elect Director M. Michele Burns	For	For	Management
4	Elect Director James I. Cash, Jr.	For	For	Management
5	Elect Director Roger C. Corbett	For	For	Management
6	Elect Director Douglas N. Daft	For	For	Management
7	Elect Director Michael T. Duke	For	For	Management
8	Elect Director Gregory B. Penner	For	For	Management
9	Elect Director Allen I. Questrom	For	For	Management
10	Elect Director H. Lee Scott, Jr.	For	For	Management
11	Elect Director Arne M. Sorenson	For	For	Management
12	Elect Director Jim C. Walton	For	For	Management
13	Elect Director S. Robson Walton	For	For	Management
14	Elect Director Christopher J. Williams	For	For	Management
15	Elect Director Linda S. Wolf	For	For	Management
16	Ratify Auditors	For	For	Management
17	Amend EEO Policy to Prohibit Discrimination based on Sexual Orientation and Gender Identity	Against	For	Shareholder
18	Pay For Superior Performance	Against	Against	Shareholder
19	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder
20	Report on Political Contributions	Against	For	Shareholder
21	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder
22	Stock Retention/Holding Period	Against	Against	Shareholder

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WALGREEN CO.

Ticker: WAG Security ID: 931422109  
Meeting Date: JAN 14, 2009 Meeting Type: Annual  
Record Date: NOV 17, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William C. Foote	For	For	Management
1.2	Elect Director Mark P. Frissora	For	For	Management
1.3	Elect Director Alan G. McNally	For	For	Management
1.4	Elect Director Cordell Reed	For	For	Management
1.5	Elect Director Nancy M. Schlichting	For	For	Management
1.6	Elect Director David Y. Schwartz	For	For	Management
1.7	Elect Director Alejandro Silva	For	For	Management
1.8	Elect Director James A. Skinner	For	For	Management
1.9	Elect Director Marilou M. Von Ferstel	For	For	Management
1.10	Elect Director Charles R. Walgreen III	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Qualified Employee Stock Purchase Plan	For	For	Management
4	Require Independent Board Chairman	Against	For	Shareholder

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5      Advisory Vote to Ratify Named Executive Against      For      Shareholder  
        Officers' Compensation

WALT DISNEY COMPANY, THE

Ticker:            DIS                            Security ID: 254687106  
 Meeting Date: MAR 10, 2009      Meeting Type: Annual  
 Record Date: JAN 9, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Susan E. Arnold	For	For	Management
2	Elect Director John E. Bryson	For	For	Management
3	Elect Director John S. Chen	For	For	Management
4	Elect Director Judith L. Estrin	For	For	Management
5	Elect Director Robert A. Iger	For	For	Management
6	Elect Director Steven P. Jobs	For	For	Management
7	Elect Director Fred H. Langhammer	For	For	Management
8	Elect Director Aylwin B. Lewis	For	For	Management
9	Elect Director Monica C. Lozano	For	For	Management
10	Elect Director Robert W. Matschullat	For	For	Management
11	Elect Director John E. Pepper , Jr.	For	For	Management
12	Elect Director Orin C. Smith	For	For	Management
13	Ratify Auditors	For	For	Management
14	Amend Omnibus Stock Plan	For	For	Management
15	Amend Executive Incentive Bonus Plan	For	For	Management
16	Report on Political Contributions	Against	For	Shareholder
17	Adopt a Policy in which the Company will not Make or Promise to Make Any Death Benefit Payments to Senior Executives	Against	For	Shareholder
18	Advisory Vote to Ratify Named Executive Against Officers' Compensation	For		Shareholder

WASTE MANAGEMENT, INC.

Ticker:            WMI                            Security ID: 94106L109  
 Meeting Date: MAY 8, 2009      Meeting Type: Annual  
 Record Date: MAR 11, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Pastora San Juan Cafferty	For	For	Management
1.2	Elect Director Frank M. Clark, Jr.	For	For	Management
1.3	Elect Director Patrick W. Gross	For	For	Management
1.4	Elect Director John C. Pope	For	For	Management
1.5	Elect Director W. Robert Reum	For	For	Management
1.6	Elect Director Steven G. Rothmeier	For	For	Management
1.7	Elect Director David P. Steiner	For	For	Management
1.8	Elect Director Thomas H. Weidemeyer	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Qualified Employee Stock Purchase Plan	For	For	Management
4	Approve Omnibus Stock Plan	For	For	Management
5	Report on Political Contributions	Against	For	Shareholder
6	Reduce Supermajority Vote Requirement	Against	For	Shareholder

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### WEATHERFORD INTERNATIONAL LTD

Ticker: WFT Security ID: G95089101  
 Meeting Date: FEB 17, 2009 Meeting Type: Court  
 Record Date: DEC 15, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Reincorporation through Scheme of Arrangement with Subsidiary	For	For	Management
2	Adjourn Meeting	For	For	Management
3	Transact Other Business (Non-Voting)	None	None	Management

### WELLS FARGO AND COMPANY

Ticker: WFC Security ID: 949746101  
 Meeting Date: APR 28, 2009 Meeting Type: Annual  
 Record Date: FEB 27, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director John D. Baker II	For	For	Management
2	Elect Director John S. Chen	For	Against	Management
3	Elect Director Lloyd H. Dean	For	For	Management
4	Elect Director Susan E. Engel	For	Against	Management
5	Elect Director Enrique Hernandez, Jr.	For	For	Management
6	Elect Director Donald M. James	For	Against	Management
7	Elect Director Robert L. Joss	For	For	Management
8	Elect Director Richard M. Kovacevich	For	For	Management
9	Elect Director Richard D. McCormick	For	Against	Management
10	Elect Director Mackey J. McDonald	For	Against	Management
11	Elect Director Cynthia H. Milligan	For	Against	Management
12	Elect Director Nicholas G. Moore	For	For	Management
13	Elect Director Philip J. Quigley	For	Against	Management
14	Elect Director Donald B. Rice	For	Against	Management
15	Elect Director Judith M. Runstad	For	For	Management
16	Elect Director Stephen W. Sanger	For	Against	Management
17	Elect Director Robert K. Steel	For	For	Management
18	Elect Director John G. Stumpf	For	For	Management
19	Elect Director Susan G. Swenson	For	For	Management
20	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
21	Ratify Auditors	For	For	Management
22	Amend Omnibus Stock Plan	For	Against	Management
23	Require Independent Board Chairman	Against	For	Shareholder
24	Report on Political Contributions	Against	For	Shareholder

### XEROX CORPORATION

Ticker: XRX Security ID: 984121103  
 Meeting Date: MAY 21, 2009 Meeting Type: Annual  
 Record Date: MAR 23, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Glenn A. Britt	For	For	Management

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1.2	Elect Director Ursula M. Burns	For	For	Management
1.3	Elect Director Richard J. Harrington	For	For	Management
1.4	Elect Director William Curt Hunter	For	For	Management
1.5	Elect Director Robert A. McDonald	For	For	Management
1.6	Elect Director Anne M. Mulcahy	For	For	Management
1.7	Elect Director N. J. Nicholas, Jr.	For	For	Management
1.8	Elect Director Charles Prince	For	For	Management
1.9	Elect Director Ann N. Reese	For	For	Management
1.10	Elect Director Mary Agnes Wilderotter	For	For	Management
2	Ratify Auditors	For	For	Management

### XILINX, INC.

Ticker: XLNX Security ID: 983919101  
 Meeting Date: AUG 14, 2008 Meeting Type: Annual  
 Record Date: JUN 16, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Willem P. Roelandts	For	For	Management
1.2	Elect Director Moshe N. Gavriellov	For	For	Management
1.3	Elect Director John L. Doyle	For	For	Management
1.4	Elect Director Jerald G. Fishman	For	For	Management
1.5	Elect Director Philip T. Gianos	For	For	Management
1.6	Elect Director William G. Howard, Jr.	For	For	Management
1.7	Elect Director J. Michael Patterson	For	For	Management
1.8	Elect Director Marshall C. Turner	For	For	Management
1.9	Elect Director E.W. Vanderslice	For	For	Management
2	Amend Qualified Employee Stock Purchase Plan	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Ratify Auditors	For	For	Management

### XTO ENERGY INC

Ticker: XTO Security ID: 98385X106  
 Meeting Date: MAY 19, 2009 Meeting Type: Annual  
 Record Date: MAR 31, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Declassify the Board of Directors	For	For	Management
2.1	Elect Director Phillip R. Kevil	For	For	Management
2.2	Elect Director Herbert D. Simons	For	Against	Management
2.3	Elect Director Vaughn O. Vennerberg II	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Ratify Auditors	For	For	Management
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder
6	Adopt a Policy in which the Company will not Make or Promise to Make Any Death Benefit Payments to Senior Executives	Against	For	Shareholder

### ZWEIG FUND, INC., THE

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Ticker: ZF Security ID: 989834106  
Meeting Date: MAY 5, 2009 Meeting Type: Annual  
Record Date: FEB 12, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Trustee Charles H. Brunie	For	Withhold	Management
1.2	Elect Trustee James B. Rogers, Jr.	For	Withhold	Management

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ZWEIG TOTAL RETURN FUND, INC., THE

Ticker: ZTR Security ID: 989837109  
Meeting Date: MAY 5, 2009 Meeting Type: Annual  
Record Date: FEB 12, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Trustee Charles H. Brunie	For	Withhold	Management
1.2	Elect Trustee James B. Rogers, Jr.	For	Withhold	Management
2	Approve Conversion from Closed-End to Open-End Fund	Against	Against	Management

===== END NPX REPORT