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COHEN & STEERS INC
Form 13F-HR
May 14, 2007

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

Form 13F
Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: March 31, 2007
Check here if Amendment [] ; Amendment Number:
This Amendment (Check only one.): [] is a restatement.
[] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Cohen & Steers Capital Management Inc.
Address: 280 Park Avenue
10th Floor
New York, NY 10017

Form 13F File Number: 28-2405

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Robert Steers
Title: Co-Chariman and Co-Chief Executive Officer
Phone: (212) 832-3232

Signature, Place, and Dating of Signing:

/s/ Robert Steers New York, NY May 14, 2007

Report Type (Check only one.):

- [] 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)
- [] 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
- [X] 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager:
[If there are no entries in this list, omit this section.]

Form 13F File Number Name

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028-01190

FRANK RUSSELL COMPANY

Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 1

Form 13F Information Table Entry Total: 372

Form 13F Information Table Value Total: 20,768,973 (thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

| No. | Form 13F File Number | Name |
|-----|----------------------|--------------------------|
| 01 | | Cohen & Steers Europe SA |

FORM 13F INFORMATION TABLE

| ITEM 1: ----- NAME OF ISSUER ----- | ITEM 2: TITLE OF CLASS | ITEM 3: CUSIP | ITEM 4: VALUE (X\$1000) | ITEM 5: SHARES/ PRN AMT | ITEM 6: SH/ PUT/ CALL INVSTMT DSCRETN | ITEM 7: OTHER MANAG |
|---------------------------------------------|---------------------------------|------------------|-------------------------------|-------------------------------|------------------------------------------------------|---------------------------|
| 3M Co Common | COM | 88579Y101 | 1,850 | 24,200 | SH | Sole |
| Abbott Laboratories | COM | 002824100 | 2,193 | 39,300 | SH | Sole |
| ACE Ltd Common | COM | G0070K103 | 1,655 | 29,000 | SH | Sole |
| Advent Claymore Conv Sec & Inc | COM | 00764C109 | 17,098 | 611,500 | SH | Sole |
| Advent/Claymore Enh Gr & Inc | COM | 00765E104 | 5,455 | 274,800 | SH | Sole |
| AES Corp Common | COM | 00130H105 | 1,829 | 85,000 | SH | Sole |
| Aflac Inc | COM | 001055102 | 2,541 | 54,000 | SH | Sole |
| AGL Resources Inc | COM | 001204106 | 14,802 | 346,500 | SH | Sole |
| Alcoa Inc Common | COM | 013817101 | 464 | 13,700 | SH | Sole |
| Alexandria Real Estate Equitie | COM | 015271109 | 179,965 | 1,793,011 | SH | Sole |
| Allegheny Energy, Inc. | COM | 017361106 | 3,243 | 66,000 | SH | Sole |
| Alliant Energy Corp Common | COM | 018802108 | 359 | 8,000 | SH | Sole |
| Allstate Corp/The Common | COM | 020002101 | 1,658 | 27,600 | SH | Sole |
| Alpine Global Dynamic Div CEF | COM | 02082E106 | 3,424 | 143,605 | SH | Sole |
| Alpine Total Dynamic Div Fund | COM | 021060108 | 624 | 30,000 | SH | Sole |
| Altria Group Inc Common | COM | 02209S103 | 7,815 | 89,000 | SH | Sole |
| AMB Property Corp Common | COM | 00163T109 | 130,325 | 2,216,794 | SH | Sole |
| Ameren Corp Common | COM | 023608102 | 92,311 | 1,835,200 | SH | Sole |
| American Campus Communities In | COM | 024835100 | 73,382 | 2,422,632 | SH | Sole |
| American Financial Realty Trus | COM | 02607P305 | 639 | 63,442 | SH | Sole |
| American International Group I | COM | 026874107 | 1,694 | 25,200 | SH | Sole |

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| | | | | | | | |
|----------------------------------|-----|-----------|---------|-----------|----|------|---|
| Annaly Capital Management Common | COM | 035710409 | 56,502 | 3,650,000 | SH | Sole | 3 |
| Apartment Invnt & Mgmt | COM | 03748R101 | 446,224 | 7,734,862 | SH | Sole | 7 |
| Aquila Inc COMMON | COM | 03840P102 | 939 | 224,600 | SH | Sole | |
| Archer Daniels Midland Common | COM | 039483102 | 969 | 26,400 | SH | Sole | |
| Archstone-Smith Trust Common | COM | 039583109 | 447,718 | 8,248,307 | SH | Sole | 7 |
| AT&T Common | COM | 00206R102 | 36,352 | 921,927 | SH | Sole | |
| Atmos Energy Corp Common | COM | 049560105 | 6,584 | 210,500 | SH | Sole | |
| AvalonBay Communities Inc Common | COM | 053484101 | 519,872 | 3,999,011 | SH | Sole | 3 |
| Avery Dennison Corp Common | COM | 053611109 | 1,928 | 30,000 | SH | Sole | |
| Baker Hughes Inc Common | COM | 057224107 | 1,012 | 15,300 | SH | Sole | |
| Bank of America Corp Common | COM | 060505104 | 9,000 | 176,400 | SH | Sole | |
| Becton Dickinson Co Common | COM | 075887109 | 131 | 1,700 | SH | Sole | |
| Bemis Co Common | COM | 081437105 | 2,271 | 68,000 | SH | Sole | |
| BioMed Realty Trust Inc Common | COM | 09063H107 | 198,434 | 7,545,030 | SH | Sole | 6 |
| Blackrock Corp HY Fund VI CEF | COM | 09255P107 | 7,981 | 586,000 | SH | Sole | |
| Blackrock Corporate High Y CEF | COM | 09255L106 | 3,069 | 372,900 | SH | Sole | |
| Blackrock Corporate High Yield | COM | 09255N102 | 3,888 | 283,200 | SH | Sole | |
| Blackrock Dividend Achievers CEF | COM | 09250N107 | 4,609 | 308,100 | SH | Sole | |
| Blackrock Global Enrg & Res CEF | COM | 09250U101 | 13,528 | 484,700 | SH | Sole | |
| Blackrock Global Opportunities | COM | 092501105 | 2,093 | 74,600 | SH | Sole | |
| Blackrock Health Sciences Trus | COM | 09250W107 | 4,442 | 163,900 | SH | Sole | |
| Blackrock Ltd Duration Inc Tru | COM | 09249W101 | 4,594 | 236,800 | SH | Sole | |
| Blackrock Pfd & Eq Adv Tr CEF | COM | 092508100 | 830 | 35,000 | SH | Sole | |
| Blackrock Real Asset Equity CEF | COM | 09254B109 | 4,411 | 292,100 | SH | Sole | |
| Blackrock Strat Dvd Achv Trs CEF | COM | 09249Y107 | 5,567 | 367,000 | SH | Sole | |
| Blackrock World Investment Tru | COM | 09250K103 | 396 | 23,500 | SH | Sole | |
| Boeing Co Common | COM | 097023105 | 409 | 4,600 | SH | Sole | |
| Boston Properties Inc Common | COM | 101121101 | 753,157 | 6,415,312 | SH | Sole | 5 |
| BP PLC Common | COM | 055622104 | 907 | 14,000 | SH | Sole | |
| Brandywine Realty Trust Common | COM | 105368203 | 252,175 | 7,547,881 | SH | Sole | 7 |
| BRE Properties Inc Common | COM | 05564E106 | 308,422 | 4,883,962 | SH | Sole | 4 |
| Brookfield Properties Co Common | COM | 112900105 | 316,626 | 7,856,732 | SH | Sole | 6 |
| C&S REIT and Utility Income Fu | COM | 19247Y108 | 140 | 6,201 | SH | Sole | |
| C&S Select Utility Fund CEF | COM | 19248A109 | 152 | 5,786 | SH | Sole | |
| Calamos Global Total Return | COM | 128118106 | 1,028 | 60,000 | SH | Sole | |
| Calamos Strat Tot Return Fd CEF | COM | 128125101 | 17,173 | 1,137,300 | SH | Sole | 1 |
| Camden Property Trust Common | COM | 133131102 | 203,541 | 2,894,911 | SH | Sole | 2 |
| Canadian Pacific Railway Ltd | COM | 13645T100 | 28 | 500 | SH | Sole | |
| Capital And Inc Strat Fd Inc | COM | 09256A109 | 3,059 | 151,200 | SH | Sole | |
| Carnival Corp Common | COM | 143658300 | 258 | 5,500 | SH | Sole | |
| CBL & Associates Properties | COM | 124830100 | 57,116 | 1,273,764 | SH | Sole | 1 |
| Cedar Shopping Centers Inc | COM | 150602209 | 97,928 | 6,044,900 | SH | Sole | 5 |
| Chevron Corp Common | COM | 166764100 | 3,195 | 43,200 | SH | Sole | |
| Citigroup Inc Common | COM | 172967101 | 8,635 | 168,200 | SH | Sole | |
| Citizens Communications Co | COM | 17453B101 | 34,984 | 2,340,100 | SH | Sole | 2 |
| Cleco Corp Common | COM | 12561W105 | 13,101 | 507,200 | SH | Sole | |
| Clough Global Allocation Fd CEF | COM | 18913Y103 | 1,865 | 89,600 | SH | Sole | |
| Clough Global Equity Fund CEF | COM | 18914C100 | 3,561 | 176,900 | SH | Sole | |
| Clough Global Opportunities Fu | COM | 18914E106 | 7,395 | 424,000 | SH | Sole | |
| CMS Energy Corp Common | COM | 125896100 | 2,058 | 115,600 | SH | Sole | |
| Coca-Cola Co/The Common | COM | 191216100 | 2,894 | 60,300 | SH | Sole | |
| Colonial Properties Trust Common | COM | 195872106 | 206,682 | 4,525,552 | SH | Sole | 4 |
| Comerica Common | COM | 200340107 | 6,338 | 107,200 | SH | Sole | |
| ConocoPhillips Common | COM | 20825C104 | 3,670 | 53,700 | SH | Sole | |
| Consolidated Edison Inc Common | COM | 209115104 | 115,993 | 2,271,700 | SH | Sole | 2 |
| Constellation Energy Group Inc | COM | 210371100 | 24,955 | 287,000 | SH | Sole | |

ITEM 1:

ITEM 2:

ITEM 3:

ITEM 4:

ITEM 5:

ITEM 6:

ITEM 7:

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X1000) | SHARES/ PRN AMT | SH/ PUT/ PRN CALL | INVSTMT DSCRETN | OTHER MANAGERS |
|----------------------------------|----------------|-----------|---------------|-----------------|-------------------|-----------------|----------------|
| Corporate Office Properties Tr | COM | 22002T108 | 292 | 6,400 | SH | Sole | |
| Costco Wholesale Corp Common | COM | 22160K105 | 888 | 16,500 | SH | Sole | |
| Countrywide Financial Corp | COM | 222372104 | 414 | 12,300 | SH | Sole | |
| Cousins Properties Inc Common | COM | 222795106 | 28,651 | 871,912 | SH | Sole | |
| Crescent Real Estate EQT Co | COM | 225756105 | 28,545 | 1,423,005 | SH | Sole | 1 |
| DCP Midstream Partners LP Common | COM | 23311P100 | 14,878 | 380,500 | SH | Sole | |
| DCT Industrial Trust Common | COM | 233153105 | 137,112 | 11,590,241 | SH | Sole | 11 |
| Developers Diversified Realty | COM | 251591103 | 319,400 | 5,077,891 | SH | Sole | 4 |
| Devon Energy Corp Common | COM | 25179M103 | 1,087 | 15,700 | SH | Sole | |
| Diageo PLC Common | COM | 25243Q205 | 1,433 | 17,700 | SH | Sole | |
| DiamondRock Hospitality Co | COM | 252784301 | 81,341 | 4,281,074 | SH | Sole | 4 |
| Digital Realty Trust Inc Common | COM | 253868103 | 12,498 | 313,239 | SH | Sole | |
| Disney Co Common | COM | 254687106 | 48 | 1,400 | SH | Sole | |
| Dividend Cap Real Inc Alloc CEF | COM | 25537T105 | 6,070 | 392,900 | SH | Sole | |
| Dominion Resources Inc/VA Common | COM | 25746U109 | 57,567 | 648,500 | SH | Sole | |
| Douglas Emmett Common | COM | 25960P109 | 61,799 | 2,420,639 | SH | Sole | 2 |
| Dow 30 Prem & Div Inc Fund CEF | COM | 260582101 | 723 | 33,700 | SH | Sole | |
| Dow Chemical Co/The Common | COM | 260543103 | 4,999 | 109,000 | SH | Sole | |
| DPL Inc Common | COM | 233293109 | 10,714 | 344,600 | SH | Sole | |
| DREMAN/CLAYMORE CEF | COM | 26153R100 | 5,682 | 262,200 | SH | Sole | |
| DTE Energy Co Common | COM | 233331107 | 97,294 | 2,031,200 | SH | Sole | 2 |
| Duke Energy Corp Common | COM | 26441C105 | 175,369 | 8,643,120 | SH | Sole | 8 |
| Duke Realty Corp Common | COM | 264411505 | 18,831 | 433,200 | SH | Sole | |
| Duncan Energy Partners Common | COM | 265026104 | 3,823 | 147,900 | SH | Sole | |
| DWS Gbl Commodities Stk CEF | COM | 23338Y100 | 1,766 | 109,001 | SH | Sole | |
| DWS RREEF Real Estate CEF | COM | 233384106 | 5,443 | 215,547 | SH | Sole | |
| DWS RREEF Real Estate II CEF | COM | 23338X102 | 8,048 | 415,900 | SH | Sole | |
| E.ON AG Common | COM | 268780103 | 59,735 | 1,322,738 | SH | Sole | 1 |
| EastGroup Properties Inc Common | COM | 277276101 | 99,868 | 1,957,036 | SH | Sole | 1 |
| Eastman Chemical Company Common | COM | 277432100 | 2,217 | 35,000 | SH | Sole | |
| Eaton Vance Enh Eq Inc II CEF | COM | 278277108 | 16,017 | 794,477 | SH | Sole | |
| Eaton Vance Enhanced Eq Incm CEF | COM | 278274105 | 5,199 | 247,800 | SH | Sole | |
| Eaton Vance Ltd Duration Inc F | COM | 27828H105 | 6,099 | 331,100 | SH | Sole | |
| Eaton Vance T/M Buy-Write Inco | COM | 27828X100 | 6,779 | 315,600 | SH | Sole | |
| Eaton Vance T/M Buy-Write Opp | COM | 27828Y108 | 14,131 | 689,000 | SH | Sole | |
| Eaton Vance TA Gl Div & Inc CEF | COM | 27828S101 | 11,123 | 427,000 | SH | Sole | |
| Eaton Vance TA GL Div Opp CEF | COM | 27828U106 | 2,723 | 89,500 | SH | Sole | |
| Eaton Vance Tax Man Gbl Br CEF | COM | 27829C105 | 17,971 | 909,900 | SH | Sole | |
| Eaton Vance Tax-Adv Dvd Inc CEF | COM | 27828G107 | 11,838 | 426,900 | SH | Sole | |
| Eaton Vance Tax-Mgd Dvsfied Eq | COM | 27828N102 | 17,051 | 853,400 | SH | Sole | |
| Edison International Common | COM | 281020107 | 46,833 | 953,240 | SH | Sole | |
| Education Realty Trust Inc | COM | 28140H104 | 48,718 | 3,296,200 | SH | Sole | 3 |
| EI Du Pont de Nemours | COM | 263534109 | 4,350 | 88,000 | SH | Sole | |
| Eli Lilly and Co Common | COM | 532457108 | 4,522 | 84,200 | SH | Sole | |
| Energy East Corp Common | COM | 29266M109 | 8,217 | 337,300 | SH | Sole | |
| Energy Income And Growth Fd CEF | COM | 292697109 | 2,762 | 94,400 | SH | Sole | |
| Entergy Corp Common | COM | 29364G103 | 141,579 | 1,349,404 | SH | Sole | 1 |
| Enterprise Products Ptnrs Common | COM | 293792107 | 11,225 | 353,000 | SH | Sole | |
| Entertainment Properties Trust | COM | 29380T105 | 77,066 | 1,279,100 | SH | Sole | 1 |
| Equitable Resources Inc Common | COM | 294549100 | 70,365 | 1,456,220 | SH | Sole | 1 |
| Equity Inns Inc Common | COM | 294703103 | 21,317 | 1,301,400 | SH | Sole | 1 |
| Equity Lifestyle Properties | COM | 29472R108 | 48,107 | 890,700 | SH | Sole | |
| Equity One Inc Common | COM | 294752100 | 46,054 | 1,737,900 | SH | Sole | 1 |
| Equity Residential Common | COM | 29476L107 | 641,383 | 13,298,423 | SH | Sole | 12 |
| Essex Property Trust Inc Common | COM | 297178105 | 165,151 | 1,275,498 | SH | Sole | 1 |
| Evergreen Income Advantage Fun | COM | 30023Y105 | 1,940 | 135,000 | SH | Sole | |
| Exelon Corp Common | COM | 30161N101 | 164,052 | 2,387,597 | SH | Sole | 2 |

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|----------------------------------|-----|-----------|---------|-----------|----|------|---|
| Extra Space Storage Inc Common | COM | 30225T102 | 145,384 | 7,676,044 | SH | Sole | 6 |
| Exxon Mobil Corp Common | COM | 30231G102 | 936 | 12,400 | SH | Sole | |
| F&C / Claymore Pfd Sec Inc Fun | COM | 338478100 | 5,439 | 243,900 | SH | Sole | |
| Fairpoint Communications Inc | COM | 305560104 | 35,366 | 1,841,000 | SH | Sole | 1 |
| Federal Realty Invs Trust Common | COM | 313747206 | 218,374 | 2,409,785 | SH | Sole | 2 |
| Fidelity National Info Service | COM | 31620M106 | 208 | 4,567 | SH | Sole | |
| Fidelity National Title Group | COM | 31620R105 | 269 | 11,215 | SH | Sole | |
| Fiduciary/Claymore Mlp Oppor | COM | 31647Q106 | 2,326 | 95,600 | SH | Sole | |
| Fifth Third Bancorp Common | COM | 316773100 | 6,550 | 169,300 | SH | Sole | |
| First Horizon National Corp | COM | 320517105 | 5,476 | 131,850 | SH | Sole | |
| First Industrial Realty Trust | COM | 32054K103 | 58,170 | 1,284,100 | SH | Sole | 1 |
| First Potomac Realty Trust | COM | 33610F109 | 14,982 | 524,400 | SH | Sole | |
| FirstEnergy Corp Common | COM | 337932107 | 75,663 | 1,142,255 | SH | Sole | 1 |
| Forest City Enterprises Inc | COM | 345550107 | 3,038 | 45,900 | SH | Sole | |
| Fortress Investment Group | COM | 34958B106 | 1,256 | 43,800 | SH | Sole | |
| FPL Group Inc Common | COM | 302571104 | 107,230 | 1,752,986 | SH | Sole | 1 |
| Franklin Resources Inc | COM | 354613101 | 205 | 1,700 | SH | Sole | |
| Freddie Mac Common | COM | 313400301 | 1,249 | 21,000 | SH | Sole | |
| Ft/Fid Asset Mgmt Cov Call | COM | 337318109 | 3,329 | 183,100 | SH | Sole | |
| Gabelli Dividend & Income Tr | COM | 36242H104 | 12,106 | 562,808 | SH | Sole | |
| Gabelli Equity Trust CEF | COM | 362397101 | 395 | 40,000 | SH | Sole | |
| Gabelli Global Deal Fund CEF | COM | 36245G103 | 843 | 43,100 | SH | Sole | |
| General Dynamics Corp Common | COM | 369550108 | 1,925 | 25,200 | SH | Sole | |
| General Electric Co Common | COM | 369604103 | 5,679 | 160,600 | SH | Sole | |
| General Growth Properties Inc | COM | 370021107 | 257,248 | 3,984,009 | SH | Sole | 2 |

| ITEM 1: | ITEM 2: | ITEM 3: | ITEM 4: | ITEM 5: | ITEM 6: | ITEM 7: |
|--------------------------------|----------------|-----------|---------------|-----------------|------------------------------|---------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X1000) | SHARES/ PRN AMT | SH/ PUT/ INVSTMT CALL DCRETN | OTHER MANAGER |
| General Mills Inc Common | COM | 370334104 | 2,160 | 37,100 | SH | Sole |
| Glimcher Realty Trust Common | COM | 379302102 | 157,303 | 5,821,734 | SH | Sole |
| GlobalSantaFe Corp Common | COM | G3930E101 | 1,301 | 21,100 | SH | Sole |
| GMH Communities Trust Common | COM | 36188G102 | 29,808 | 2,983,813 | SH | Sole |
| Gramercy Capital Corp/New York | COM | 384871109 | 67,435 | 2,198,000 | SH | Sole |
| Harrah's Entertainment Inc | COM | 413619107 | 583 | 6,900 | SH | Sole |
| Hawaiian Electric Industries I | COM | 419870100 | 18,988 | 730,600 | SH | Sole |
| HCC Insurance Holdings Inc | COM | 404132102 | 1,688 | 54,800 | SH | Sole |
| Health Care Property Investors | COM | 421915109 | 294,254 | 8,166,904 | SH | Sole |
| Health Care REIT Inc Common | COM | 42217K106 | 224,754 | 5,119,670 | SH | Sole |
| Healthcare Realty Trust Inc | COM | 421946104 | 2,611 | 70,000 | SH | Sole |
| Hewlett-Packard Co Common | COM | 428236103 | 173 | 4,300 | SH | Sole |
| Highland Distressed Opprtnties | COM | 430067108 | 719 | 50,000 | SH | Sole |
| Highwoods Properties Inc | COM | 431284108 | 140,407 | 3,555,500 | SH | Sole |
| Hilton Hotels Corp Common | COM | 432848109 | 216,577 | 6,022,711 | SH | Sole |
| HJ Heinz Co Common | COM | 423074103 | 4,542 | 96,400 | SH | Sole |
| Home Properties Inc Common | COM | 437306103 | 261,352 | 4,948,911 | SH | Sole |
| Hospitality Properties Trust | COM | 44106M102 | 161,680 | 3,454,700 | SH | Sole |
| Host Hotels Resorts Common | COM | 44107P104 | 318,586 | 12,108,899 | SH | Sole |
| HRPT Properties Trust Common | COM | 40426W101 | 89,470 | 7,274,000 | SH | Sole |
| HSBC Holdings PLC Spons ADR | COM | 404280406 | 1,256 | 14,300 | SH | Sole |
| ING Clarion Global Real Estate | COM | 44982G104 | 16,127 | 744,913 | SH | Sole |
| ING Clarion Real Estate Income | COM | 449788108 | 5,103 | 282,700 | SH | Sole |
| ING Global Advntge Premium | COM | 44982N109 | 11,090 | 501,600 | SH | Sole |
| ING Global Eqty Div Premium | COM | 45684E107 | 3,997 | 190,500 | SH | Sole |
| ING Risk Managed Natural Res | COM | 449810100 | 3,991 | 205,100 | SH | Sole |

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|----------------------------------|-----|-----------|---------|------------|----|------|----|
| Inland Real Estate Corp Common | COM | 457461200 | 121,711 | 6,636,333 | SH | Sole | 6 |
| IntegrYS Energy Group Inc Common | COM | 45822P105 | 24,524 | 441,800 | SH | Sole | |
| Intel Corp Common | COM | 458140100 | 386 | 20,200 | SH | Sole | |
| Intercontinental Hotels ADR | COM | 45857P202 | 470 | 19,012 | SH | Sole | |
| International Business Machine | COM | 459200101 | 434 | 4,600 | SH | Sole | |
| iStar Financial Inc Common | COM | 45031U101 | 160,603 | 3,429,500 | SH | Sole | 3 |
| ITC Holdings Corp Common | COM | 465685105 | 25,688 | 593,400 | SH | Sole | |
| JC Penney Co Inc Common | COM | 708160106 | 1,060 | 12,900 | SH | Sole | |
| John Han Bk & Thrift Opp Fd | COM | 409735107 | 12,899 | 1,340,900 | SH | Sole | 1 |
| John Hancock Preferred Income | COM | 41013X106 | 1,613 | 64,300 | SH | Sole | |
| John Hancock Preferred Income | COM | 41021P103 | 4,433 | 192,000 | SH | Sole | |
| John Hancock T/A Dvd Income | COM | 41013V100 | 10,807 | 533,400 | SH | Sole | |
| Johnson & Johnson Common | COM | 478160104 | 2,163 | 35,900 | SH | Sole | |
| Johnson Controls Common | COM | 478366107 | 871 | 9,200 | SH | Sole | |
| JPMorgan Chase Co Common | COM | 46625H100 | 1,389 | 28,700 | SH | Sole | |
| Kayne Anderson Energy Tot Rt | COM | 48660P104 | 8,536 | 319,332 | SH | Sole | |
| Kayne Anderson Mlp Investmen | COM | 486606106 | 215 | 6,100 | SH | Sole | |
| Kellogg Company Common | COM | 487836108 | 2,211 | 43,000 | SH | Sole | |
| Keycorp Common | COM | 493267108 | 4,414 | 117,800 | SH | Sole | |
| Kilroy Realty Corp Common | COM | 49427F108 | 186,717 | 2,531,750 | SH | Sole | 2 |
| Kimberly-Clark Corp Common | COM | 494368103 | 4,493 | 65,600 | SH | Sole | |
| Kimco Realty Corp Common | COM | 49446R109 | 41,740 | 856,381 | SH | Sole | |
| Kinder Morgan Energy Partners | COM | 494550106 | 13,096 | 248,592 | SH | Sole | |
| Kite Realty Group Trust Common | COM | 49803T102 | 18,164 | 910,500 | SH | Sole | |
| Kraft Foods Inc Common | COM | 50075N104 | 4,518 | 142,700 | SH | Sole | |
| Legg Mason Inc Common | COM | 524901105 | 75 | 800 | SH | Sole | |
| Leggett & Platt Common | COM | 524660107 | 4,461 | 196,800 | SH | Sole | |
| Liberty All Star Equity Fund | COM | 530158104 | 5,629 | 662,186 | SH | Sole | |
| Liberty Property Trust Common | COM | 531172104 | 605,767 | 12,433,655 | SH | Sole | 11 |
| Linear Technology Corp Common | COM | 535678106 | 704 | 22,300 | SH | Sole | |
| Lockheed Martin Corp Common | COM | 539830109 | 1,552 | 16,000 | SH | Sole | |
| Macerich Co/The Common | COM | 554382101 | 427,731 | 4,631,127 | SH | Sole | 4 |
| Mack-Cali Realty Corp Common | COM | 554489104 | 474,889 | 9,970,372 | SH | Sole | 9 |
| Macquarie Global Infr Tot Rt | COM | 55608D101 | 2,891 | 94,000 | SH | Sole | |
| Macquarie/Ft Gl Int/Ut Dv In | COM | 55607W100 | 1,414 | 50,300 | SH | Sole | |
| Madison/Claymore Covered Cal | COM | 556582104 | 2,749 | 180,270 | SH | Sole | |
| Magellan Midstream Holdings | COM | 55907R108 | 1,050 | 39,800 | SH | Sole | |
| Magellan Midstream Partners | COM | 559080106 | 2,672 | 57,100 | SH | Sole | |
| Maguire Properties Inc Common | COM | 559775101 | 237,341 | 6,674,376 | SH | Sole | 6 |
| Masco Corp Common | COM | 574599106 | 3,644 | 133,000 | SH | Sole | |
| McDonald's Corp Common | COM | 580135101 | 797 | 17,700 | SH | Sole | |
| Medtronic Common | COM | 585055106 | 1,732 | 35,300 | SH | Sole | |
| Merck and Co Inc Common | COM | 589331107 | 4,333 | 98,100 | SH | Sole | |
| Microchip Technology Inc Common | COM | 595017104 | 821 | 23,100 | SH | Sole | |
| Microsoft Common | COM | 594918104 | 1,040 | 37,300 | SH | Sole | |
| Mid-America Apartment Comm | COM | 59522J103 | 137,095 | 2,436,820 | SH | Sole | 2 |
| Mirant Corp Common | COM | 60467R100 | 4,329 | 107,000 | SH | Sole | |
| Mission West Properties Common | COM | 605203108 | 39,901 | 2,759,400 | SH | Sole | 2 |
| Monsanto Co Common | COM | 61166W101 | 1,094 | 19,900 | SH | Sole | |
| Morgan Stanley Common | COM | 617446448 | 536 | 6,800 | SH | Sole | |
| National City Corp Common | COM | 635405103 | 6,742 | 181,000 | SH | Sole | |
| National Retail Properties | COM | 637417106 | 22,598 | 934,200 | SH | Sole | |
| Nationwide Health Properties I | COM | 638620104 | 299,601 | 9,584,186 | SH | Sole | 9 |
| Neuberger Berman Dvd Adv Fd | COM | 64127J102 | 4,058 | 165,700 | SH | Sole | |
| Neuberger Berman Income Opp | COM | 64126L108 | 3,961 | 235,100 | SH | Sole | |
| Neuberger Berman Real Estate | COM | 64190A103 | 8,114 | 449,300 | SH | Sole | |

ITEM 1:

ITEM 2:

ITEM 3:

ITEM 4:

ITEM 5:

ITEM 6:

ITEM 7:

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | OTHER MANAGER |
|----------------------------------|----------------------|-----------|------------------|--------------------|------------|--------------|--------------------|------------------|
| Neuberger Berman Realty Inc | COM | 64126G109 | 3,592 | 150,086 | SH | | Sole | |
| Newcastle Investment Corp | COM | 65105M108 | 166,404 | 6,000,876 | SH | | Sole | 5 |
| Newell Rubbermaid Inc Common | COM | 651229106 | 2,238 | 72,000 | SH | | Sole | |
| NFJ Dvd Interest & Pr Strat CEF | COM | 65337H109 | 16,939 | 664,000 | SH | | Sole | |
| Nicholas-Applegate Conv. & Inc | COM | 65370G109 | 2232 | 141,700 | SH | | Sole | |
| Nicholas-Applegate Intl & Prem | COM | 65370C108 | 300 | 10,000 | SH | | Sole | |
| Nike Inc Common | COM | 654106103 | 1318 | 12,400 | SH | | Sole | |
| NiSource Inc Common | COM | 65473P105 | 4025 | 164,700 | SH | | Sole | |
| Nokia OYJ Common | COM | 654902204 | 364 | 15,900 | SH | | Sole | |
| Nordstrom Inc Common | COM | 655664100 | 709 | 13,400 | SH | | Sole | |
| Northeast Utilities Common | COM | 664397106 | 20491 | 625,300 | SH | | Sole | |
| Northrop Grumman Corp Common | COM | 666807102 | 742 | 10,000 | SH | | Sole | |
| NRG Energy Common | COM | 629377508 | 9797 | 136,000 | SH | | Sole | |
| NSTAR Common | COM | 67019E107 | 25318 | 720,900 | SH | | Sole | |
| Nuveen Diversified Dividend | COM | 6706EP105 | 5416 | 269,200 | SH | | Sole | |
| Nuveen Equity Prem & Growth | COM | 6706EW100 | 4221 | 213,700 | SH | | Sole | |
| Nuveen Equity Premium Income | COM | 6706ER101 | 9657 | 519,460 | SH | | Sole | |
| Nuveen Global Value Oppty CEF | COM | 6706EH103 | 1897 | 95,100 | SH | | Sole | |
| Nuveen Real Estate Income Fd | COM | 67071B108 | 6435 | 239,500 | SH | | Sole | |
| Nuveen Tax-Adv Tot Ret Strat | COM | 67090H102 | 2032 | 75,500 | SH | | Sole | |
| OGE Energy Corp Common | COM | 670837103 | 1940 | 50,000 | SH | | Sole | |
| Old Mutual Claymore Long-Short | COM | 68003N103 | 2919 | 157,100 | SH | | Sole | |
| Omega Healthcare Investors Inc | COM | 681936100 | 12809 | 746,900 | SH | | Sole | |
| Paccar Inc Common | COM | 693718108 | 404 | 5,500 | SH | | Sole | |
| Parkway Properties Inc/Md Common | COM | 70159Q104 | 117609 | 2,250,900 | SH | | Sole | 1 |
| Paychex Inc Common | COM | 704326107 | 1409 | 37,200 | SH | | Sole | |
| Pennsylvania Real Estate Inves | COM | 709102107 | 12714 | 286,800 | SH | | Sole | |
| Pepco Holdings Inc Common | COM | 713291102 | 68777 | 2,370,000 | SH | | Sole | 2 |
| Petro-Canada Common | COM | 71644E102 | 859 | 21,900 | SH | | Sole | |
| Pfizer Inc Common | COM | 717081103 | 5814 | 230,150 | SH | | Sole | |
| PG&E Corp Common | COM | 69331C108 | 112494 | 2,330,507 | SH | | Sole | 2 |
| PIMCO Corporate Opportunity | COM | 72201B101 | 1411 | 84,700 | SH | | Sole | |
| PIMCO Global StocksPLUS & Inc | COM | 722011103 | 1369 | 50,000 | SH | | Sole | |
| Pinnacle West Capital Corp | COM | 723484101 | 57307 | 1,187,700 | SH | | Sole | 1 |
| Pitney Bowes Inc Common | COM | 724479100 | 3754 | 82,700 | SH | | Sole | |
| Plum Creek Timber co Common | COM | 729251108 | 224564 | 5,696,700 | SH | | Sole | 5 |
| PNC Financial Services Group | COM | 693475105 | 266 | 3,700 | SH | | Sole | |
| PNM Resources Common | COM | 69349H107 | 2258 | 69,900 | SH | | Sole | |
| Post Properties Inc Common | COM | 737464107 | 119052 | 2,603,356 | SH | | Sole | 2 |
| PPG Industries Inc Common | COM | 693506107 | 2018 | 28,700 | SH | | Sole | |
| PPL Corp Common | COM | 69351T106 | 59427 | 1,452,978 | SH | | Sole | 1 |
| Preferred Income Strategies | COM | 09255H105 | 1667 | 80,000 | SH | | Sole | |
| Procter Gamble Co Common | COM | 742718109 | 2059 | 32,600 | SH | | Sole | |
| Progress Energy Inc Common | COM | 743263105 | 110950 | 2,199,650 | SH | | Sole | 2 |
| Prologis Common | COM | 743410102 | 387600 | 5,969,513 | SH | | Sole | 5 |
| PS Business Parks Inc Common | COM | 69360J107 | 17224 | 244,238 | SH | | Sole | |
| Public Service Enterprise Grou | COM | 744573106 | 120495 | 1,451,043 | SH | | Sole | 1 |
| Public Storage Inc Common | COM | 74460D109 | 598291 | 6,319,751 | SH | | Sole | 5 |
| Public Storage Inc Series A | COM | 74460D729 | 21895 | 826,200 | SH | | Sole | |
| Questar Corp Common | COM | 748356102 | 1038 | 11,639 | SH | | Sole | |
| Ramco-Gershenson Properties | COM | 751452202 | 55294 | 1,548,400 | SH | | Sole | 1 |
| Rayonier Inc Common | COM | 754907103 | 55295 | 1,285,911 | SH | | Sole | 1 |
| Real Estate Income Fund CEF | COM | 50208C108 | 7359 | 297,707 | SH | | Sole | |
| Reaves Utility Inc CEF | COM | 756158101 | 4208 | 169,000 | SH | | Sole | |
| Regency Centers Corp Common | COM | 758849103 | 102287 | 1,224,267 | SH | | Sole | 1 |
| Rio Tinto Plc ADR ADR | COM | 767204100 | 68 | 300 | SH | | Sole | |
| Royce Value Trust CEF | COM | 780910105 | 883 | 40,000 | SH | | Sole | |

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|----------------------------------|-----|-----------|--------|------------|----|------|----|
| RR Donnelley & Sons Co Common | COM | 257867101 | 4032 | 110,200 | SH | Sole | |
| Salomon Brothers Cap & Inc | COM | 50208A102 | 8688 | 451,559 | SH | Sole | |
| SCANA Corp Common | COM | 80589M102 | 6778 | 157,000 | SH | Sole | |
| Schlumberger LTD Common | COM | 806857108 | 898 | 13,000 | SH | Sole | |
| Sempra Energy Common | COM | 816851109 | 13329 | 218,468 | SH | Sole | |
| Senior Housing Prop Trust Common | COM | 81721M109 | 171985 | 7,195,992 | SH | Sole | 6 |
| Sierra Pacific Resources Common | COM | 826428104 | 1357 | 78,100 | SH | Sole | |
| Simon Property Group Inc Common | COM | 828806109 | 717446 | 6,448,950 | SH | Sole | 5 |
| SL Green Realty Corp Common | COM | 78440X101 | 316335 | 2,305,989 | SH | Sole | 2 |
| Small Cap Prem & Div Inc Fund | COM | 83165P101 | 3588 | 177,200 | SH | Sole | |
| Sonoco Products Common | COM | 835495102 | 2041 | 54,300 | SH | Sole | |
| South Jersey Industries Common | COM | 838518108 | 799 | 21,000 | SH | Sole | |
| Southern Union Co Common | COM | 844030106 | 1285 | 42,300 | SH | Sole | |
| Sovran Self Storage Inc Common | COM | 84610H108 | 122229 | 2,205,900 | SH | Sole | 2 |
| Spectra Energy Corp Common | COM | 847560109 | 109138 | 4,154,460 | SH | Sole | 4 |
| Spirit Finance Corp Common | COM | 848568309 | 137366 | 9,219,200 | SH | Sole | 9 |
| Starwood Hotels & Resorts Worl | COM | 85590A401 | 255175 | 3,934,847 | SH | Sole | 3 |
| Strategic Hotel Capital Inc | COM | 86272T106 | 247075 | 10,803,459 | SH | Sole | 10 |
| Sun Communities Inc Common | COM | 866674104 | 64291 | 2,072,578 | SH | Sole | 1 |
| Sunamerica Focused Alpha Gr | COM | 867037103 | 6909 | 352,500 | SH | Sole | |
| Sunstone Hotel Investors Inc | COM | 867892101 | 12941 | 474,700 | SH | Sole | |
| Supervalu Common | COM | 868536103 | 500 | 12,800 | SH | Sole | |
| Tanger Factory Outlet Centrs | COM | 875465106 | 44778 | 1,108,651 | SH | Sole | 1 |
| Targa Resources Partners LP | COM | 87611X105 | 11459 | 395,000 | SH | Sole | |

| ITEM 1: | ITEM 2: | ITEM 3: | ITEM 4: | ITEM 5: | ITEM 6: | ITEM 7: | |
|--------------------------------|----------------|-----------|---------------|-----------------|-------------------------------|---------------|---|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X1000) | SHARES/ PRN AMT | SH/ PUT/ INVSTMT CALL DSCRETN | OTHER MANAGER | |
| Taubman Centers Inc Common | COM | 876664103 | 88444 | 1,525,155 | SH | Sole | 1 |
| TCW Strategic Income Fund CEF | COM | 872340104 | 1299 | 246,900 | SH | Sole | |
| Teco Energy Common | COM | 872375100 | 13321 | 774,000 | SH | Sole | |
| Teva Pharmaceutical ADR | COM | 881624209 | 1052 | 28,100 | SH | Sole | |
| The Hershey Company Common | COM | 427866108 | 1044 | 19,100 | SH | Sole | |
| The Southern Co Common | COM | 842587107 | 143211 | 3,907,524 | SH | Sole | 3 |
| Thomas Properties Group Inc | COM | 884453101 | 10741 | 692,100 | SH | Sole | |
| Time Warner Common | COM | 887317105 | 1213 | 61,500 | SH | Sole | |
| TS&W/Claymore T/A Balanced CEF | COM | 87280R108 | 2657 | 170,900 | SH | Sole | |
| TXU Corp Common | COM | 873168108 | 126603 | 1,975,080 | SH | Sole | 1 |
| U-Store-It Trust Common | COM | 91274F104 | 112271 | 5,580,054 | SH | Sole | 5 |
| UDR INC Common | COM | 902653104 | 240066 | 7,853,000 | SH | Sole | 7 |
| Union Pacific Corp Common | COM | 907818108 | 41 | 400 | SH | Sole | |
| United Parcel Service Inc | COM | 911312106 | 2138 | 30,500 | SH | Sole | |
| Universal Compression Partners | COM | 913430104 | 6427 | 208,000 | SH | Sole | |
| Urstadt Biddle Properties Inc | COM | 917286205 | 38868 | 1,987,077 | SH | Sole | 1 |
| US Bancorp Common | COM | 902973304 | 8186 | 234,100 | SH | Sole | |
| Vectren Corp Common | COM | 92240G101 | 21469 | 750,667 | SH | Sole | |
| Ventas Inc Common | COM | 92276F100 | 426610 | 10,126,056 | SH | Sole | 9 |
| Verizon Communications Inc | COM | 92343V104 | 26142 | 689,400 | SH | Sole | |
| Vodafone Group PLC Common | COM | 92857W209 | 322 | 11,987 | SH | Sole | |
| Vornado Realty Trust Common | COM | 929042109 | 769225 | 6,445,661 | SH | Sole | 5 |
| Wachovia Corp Common | COM | 929903102 | 710 | 12,900 | SH | Sole | |
| Wal-Mart de Mexico SA de CV | COM | 93114W107 | 1302 | 30,700 | SH | Sole | |
| Washington Mututal Inc. Common | COM | 939322103 | 6445 | 159,600 | SH | Sole | |
| Washington Real Estate Inv | COM | 939653101 | 22729 | 607,395 | SH | Sole | |
| Waste Management Inc Common | COM | 94106L109 | 2123 | 61,700 | SH | Sole | |

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|---------------------------------|----------|-----------|-------|-----------|----|------|---|
| Weingarten Realty Investors | COM | 948741103 | 41725 | 877,327 | SH | Sole | |
| Wells Fargo & Co Common | COM | 949746101 | 2135 | 62,000 | SH | Sole | |
| Western Asset Emerging Mkts | COM | 95766E103 | 778 | 60,000 | SH | Sole | |
| Western Asset Gl High Inc Fund | COM | 95766B109 | 3238 | 230,000 | SH | Sole | |
| Western Asset High Income Fund | COM | 95766J102 | 11912 | 1,055,100 | SH | Sole | 1 |
| Western Asset Managed Inc Fund | COM | 95766K109 | 3951 | 575,100 | SH | Sole | |
| Western Asset Opportunity Fund | COM | 95766L107 | 6035 | 863,400 | SH | Sole | |
| Weyerhaeuser Co Common | COM | 962166104 | 1487 | 19,900 | SH | Sole | |
| Williams Cos Inc Common | COM | 969457100 | 1887 | 66,300 | SH | Sole | |
| Windstream Corp Common | COM | 97381W104 | 12266 | 835,000 | SH | Sole | |
| Wisconsin Energy Group Common | COM | 976657106 | 2377 | 49,000 | SH | Sole | |
| Xcel Energy Inc Common | COM | 98389B100 | 80109 | 3,244,603 | SH | Sole | 3 |
| Yum! Brands Common | COM | 988498101 | 1750 | 30,300 | SH | Sole | |
| Barclays Bank PLC 6.625% (BCS) | ADR | 06739F390 | 2464 | 92,800 | SH | Sole | |
| HSBC Holdings PLC 6.20% (HBC A) | ADR | 404280604 | 533 | 21,100 | SH | Sole | |
| Prudential PLC 6.52% (PUK A) | PER | G7293H189 | 308 | 12,000 | SH | Sole | |
| Royal Bank of Scotland Group | ADR | 780097747 | 139 | 5,500 | SH | Sole | |
| Royal Bank of Scotland Pfd H | SPON ADR | 780097879 | 3281 | 127,400 | SH | Sole | |
| Royal Bank of Scotland Pfd N | ADR | 780097770 | 135 | 5,300 | SH | Sole | |
| Teekay LNG Partners LP Common | PRTNR | Y8564M105 | 6705 | 179,700 | SH | Sole | |
| Teekay Offshore Partners LP | PRTNR | Y8565J101 | 6241 | 215,200 | SH | Sole | |
| Williams Partners LP Common | COM UNIT | 96950F104 | 15240 | 319,300 | SH | Sole | |
| Crescent Real Estate EQT Pfd A | PFD CV | 225756204 | 53983 | 2,425,100 | SH | Sole | 2 |

372 Data Records

20,768,973 Value Total

01 Other Manager on whose behalf report is filed