

Edgar Filing: PROGRESSIVE RETURN FUND INC - Form N-PX

PROGRESSIVE RETURN FUND INC  
Form N-PX  
August 27, 2004

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

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF  
REGISTERED MANAGEMENT INVESTMENT COMPANY

Investment Company Act file number: 811-05891

Progressive Return Fund, Inc.  
(Exact name of Registrant as specified in charter)

383 Madison Avenue  
New York, New York 10179  
(Address of principal executive offices)

Progressive Return Fund, Inc.  
383 Madison Avenue  
New York, New York 10179  
(Name and address of agent for service)

Registrant's telephone number: 212-272-3550

Date of fiscal year end: December 31

Date of reporting period: July 1, 2003 - June 30, 2004

===== PROGRESSIVE RETURN FUND, INC. =====

3M CO

Ticker: MMM Security ID: 88579Y101  
Meeting Date: MAY 11, 2004 Meeting Type: Annual  
Record Date: MAR 12, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Edward A. Brennan	For	Withhold	Management
1.2	Elect Director Michael L. Eskew	For	For	Management
1.3	Elect Director W. James McNerney, Jr.	For	Withhold	Management
1.4	Elect Director Kevin W. Sharer	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Increase Authorized Common Stock	For	For	Management
4	Separate Chairman and CEO Positions	Against	For	Shareholder

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### ABBOTT LABORATORIES

Ticker: ABT Security ID: 002824100  
 Meeting Date: APR 23, 2004 Meeting Type: Annual  
 Record Date: FEB 25, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Roxanne S. Austin	For	For	Management
1.2	Elect Director H.Laurance Fuller	For	For	Management
1.3	Elect Director Richard A. Gonzalez	For	For	Management
1.4	Elect Director Jack M. Greenberg	For	For	Management
1.5	Elect Director Jeffrey M. Leiden	For	For	Management
1.6	Elect Director David A. Lord Owen	For	For	Management
1.7	Elect Director Boone Powell Jr.	For	For	Management
1.8	Elect Director Addison Barry Rand	For	For	Management
1.9	Elect Director W.Ann Reynolds	For	For	Management
1.10	Elect Director Roy S. Roberts	For	For	Management
1.11	Elect Director William D. Smithburg	For	For	Management
1.12	Elect Director John R. Walter	For	For	Management
1.13	Elect Director Miles D. White	For	For	Management
2	Ratify Auditors	For	For	Management
3	Drug Pricing	Against	Against	Shareholder
4	Report on Political Contributions/Activities	Against	Against	Shareholder
5	Prohibit Awards to Executives	Against	Against	Shareholder
6	Report on Operational Impact of HIV/AIDS, TB, and Malaria Pandemic	Against	Against	Shareholder

### ADOBE SYSTEMS INC.

Ticker: ADBE Security ID: 00724F101  
 Meeting Date: APR 28, 2004 Meeting Type: Annual  
 Record Date: MAR 3, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael R. Cannon	For	For	Management
1.2	Elect Director Bruce R. Chizen	For	For	Management
1.3	Elect Director James E. Daley	For	For	Management
1.4	Elect Director Charles M. Geschke	For	For	Management
1.5	Elect Director Delbert W. Yocam	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Expense Stock Options	Against	For	Shareholder
4	Adopt a Plocy that will Committ Executives to Hold a Significant Percentage of their Shares	Against	For	Shareholder
5	Ratify Auditors	For	For	Management

### AFLAC INCORPORATED

Ticker: AFL Security ID: 001055102  
 Meeting Date: MAY 3, 2004 Meeting Type: Annual  
 Record Date: FEB 25, 2004

#	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

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1.3	Elect	Director	Michael H. Armacost	For	Withhold	Management
1.4	Elect	Director	Kriss Cloninger III	For	For	Management
1.5	Elect	Director	Joe Frank Harris	For	For	Management
1.6	Elect	Director	Elizabeth J. Hudson	For	For	Management
1.7	Elect	Director	Kenneth S. Janke, Sr.	For	For	Management
1.8	Elect	Director	Douglas W. Johnson	For	For	Management
1.9	Elect	Director	Robert B. Johnson	For	For	Management
1.10	Elect	Director	Charles B. Knapp	For	For	Management
1.11	Elect	Director	Hidefumi Matsui	For	For	Management
1.12	Elect	Director	Nobuhiro Mori	For	For	Management
1.13	Elect	Director	E. Stephen Purdom, M.D.	For	For	Management
1.14	Elect	Director	Barbara K. Rimer, Ph.D.	For	For	Management
1.15	Elect	Director	Marvin R. Schuster	For	For	Management
1.16	Elect	Director	Glenn Vaughn, Jr.	For	For	Management
1.17	Elect	Director	Robert L. Wright	For	For	Management
2	Approve	Omnibus	Stock Plan	For	For	Management
3	Ratify	Auditors		For	For	Management

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### AGERE SYSTEMS INC

Ticker:           AGR.A                   Security ID: 00845V209  
 Meeting Date: FEB 19, 2004   Meeting Type: Annual  
 Record Date: DEC 22, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard L. Clemmer	For	For	Management
1.2	Elect Director John T. Dickson	For	For	Management

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### AGILENT TECHNOLOGIES INC.

Ticker:           A                       Security ID: 00846U101  
 Meeting Date: MAR 2, 2004   Meeting Type: Annual  
 Record Date: JAN 5, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James G. Cullen	For	For	Management
1.2	Elect Director Robert L. Joss	For	For	Management
1.3	Elect Director Walter B. Hewlett	For	For	Management
2	Ratify Auditors	For	For	Management

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### ALCOA INC.

Ticker:           AA                       Security ID: 013817101  
 Meeting Date: APR 30, 2004   Meeting Type: Annual  
 Record Date: FEB 2, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Alain J.P. Belda	For	For	Management
1.2	Elect Director Carlos Ghosn	For	For	Management
1.3	Elect Director Henry B. Schacht	For	For	Management
1.4	Elect Director Franklin A. Thomas	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Report on Pay Disparity	Against	Against	Shareholder

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4	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	Against	Against	Shareholder
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ALLERGAN, INC.

Ticker: AGN Security ID: 018490102  
 Meeting Date: APR 28, 2004 Meeting Type: Annual  
 Record Date: MAR 8, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Handel E. Evans	For	For	Management
1.2	Elect Director Michael R. Gallagher	For	For	Management
1.3	Elect Director Gavin S. Herbert	For	Withhold	Management
1.4	Elect Director Stephen J. Ryan	For	For	Management
2	Ratify Auditors	For	For	Management
3	Expense Stock Options	Against	For	Shareholder
4	Separate Chairman and CEO Positions	Against	For	Shareholder

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ALLSTATE CORP., THE

Ticker: ALL Security ID: 020002101  
 Meeting Date: MAY 18, 2004 Meeting Type: Annual  
 Record Date: MAR 19, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director F. Duane Ackerman	For	For	Management
1.2	Elect Director James G. Andress	For	For	Management
1.3	Elect Director Edward A. Brennan	For	For	Management
1.4	Elect Director W. James Farrell	For	For	Management
1.5	Elect Director Jack M. Greenberg	For	For	Management
1.6	Elect Director Ronald T. LeMay	For	For	Management
1.7	Elect Director Edward M. Liddy	For	For	Management
1.8	Elect Director J. Christopher Reyes	For	For	Management
1.9	Elect Director H. John Riley, Jr.	For	For	Management
1.10	Elect Director Joshua I. Smith	For	For	Management
1.11	Elect Director Judith A. Sprieser	For	For	Management
1.12	Elect Director Mary Alice Taylor	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Executive Incentive Bonus Plan	For	For	Management
4	Amend Executive Incentive Bonus Plan	For	For	Management
5	Provide for Cumulative Voting	Against	For	Shareholder

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ALLTEL CORP.

Ticker: AT Security ID: 020039103  
 Meeting Date: APR 22, 2004 Meeting Type: Annual  
 Record Date: FEB 24, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Scott T. Ford	For	For	Management
1.2	Elect Director Lawrence L. Gellerstedt, III	For	For	Management
1.3	Elect Director Emon A. Mahony, Jr.	For	For	Management

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1.4	Elect	Director Ronald Townsend	For	For	Management
2	Ratify	Auditors	For	For	Management
3	Ammend	EEO - Sexual Orientation	Against	For	Shareholder

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ALTERA CORP.

Ticker:           ALTR                   Security ID: 021441100  
 Meeting Date: MAY 11, 2004   Meeting Type: Annual  
 Record Date: MAR 16, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John P. Daane	For	For	Management
1.2	Elect Director Robert W. Reed	For	For	Management
1.3	Elect Director Charles M. Clough	For	For	Management
1.4	Elect Director Robert J. Finocchio Jr	For	For	Management
1.5	Elect Director Kevin Mcgarity	For	For	Management
1.6	Elect Director Paul Newhagen	For	For	Management
1.7	Elect Director William E. Terry	For	For	Management
1.8	Elect Director Susan Wang	For	For	Management
2	Amend Stock Option Plan	For	For	Management
3	Amend Employee Stock Purchase Plan	For	For	Management
4	Ratify Auditors	For	For	Management
5	Approve Option Expensing	Against	For	Shareholder

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ALTRIA GROUP, INC.

Ticker:           MO                   Security ID: 02209S103  
 Meeting Date: APR 29, 2004   Meeting Type: Annual  
 Record Date: MAR 8, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Elizabeth E. Bailey	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 Robert E. R. Huntley	For	For	Management
1.6	Elect Director Thomas W. Jones	For	For	Management
1.7	Elect Director Lucio A. Noto	For	For	Management
1.8	Elect Director John S. Reed	For	For	Management
1.9	Elect Director Carlos Slim Helu	For	For	Management
1.10	Elect Director Stephen M. Wolf	For	For	Management
2	Ratify Auditors	For	For	Management
3	Report on Product Warnings for Pregnant Women	Against	Against	Shareholder
4	Report on Health Risks Associated with Cigarette Filters	Against	Against	Shareholder
5	Political Contributions/Activities	Against	Against	Shareholder
6	Cease Use of Light and Ultra Light in Cigarette Marketing	Against	Against	Shareholder
7	Place Canadian Style Warnings on Cigarette Packaging	Against	Against	Shareholder
8	Separate Chairman and CEO Positions	Against	For	Shareholder

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AMERICAN ELECTRIC POWER CO.

Ticker: AEP Security ID: 025537101  
 Meeting Date: APR 27, 2004 Meeting Type: Annual  
 Record Date: MAR 3, 2004

#	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 John P. DesBarres	For	For	Management
1.4	Elect Director Robert W. Fri	For	For	Management
1.5	Elect Director William R. Howell	For	For	Management
1.6	Elect Director Lester A. Hudson, Jr.	For	For	Management
1.7	Elect Director Leonard J. Kujawa	For	For	Management
1.8	Elect Director Michael G. Morris	For	For	Management
1.9	Elect Director Richard L. Sandor	For	For	Management
1.10	Elect Director Donald G. Smith	For	For	Management
1.11	Elect Director Kathryn D. Sullivan	For	For	Management
2	Ratify Auditors	For	For	Management
3	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	Against	For	Shareholder
4	Submit Executive Pension Benefit to Vote	Against	Against	Shareholder
5	Prohibit Auditor from Providing Non-Audit Services	Against	Against	Shareholder
6	Establish Term Limits for Directors	Against	Against	Shareholder

AMERICAN EXPRESS CO.

Ticker: AXP Security ID: 025816109  
 Meeting Date: APR 26, 2004 Meeting Type: Annual  
 Record Date: FEB 27, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Daniel F. Akerson	For	For	Management
1.2	Elect Director Charlene Barshefsky	For	For	Management
1.3	Elect Director William G. Bowen	For	For	Management
1.4	Elect Director Ursula M. Burns	For	For	Management
1.5	Elect Director Kenneth I. Chenault	For	For	Management
1.6	Elect Director Peter R. Dolan	For	For	Management
1.7	Elect Director Vernon E. Jordan, Jr.	For	For	Management
1.8	Elect Director Jan Leschly	For	For	Management
1.9	Elect Director Richard A. McGinn	For	For	Management
1.10	Elect Director Edward D. Miller	For	For	Management
1.11	Elect Director Frank P. Popoff	For	For	Management
1.12	Elect Director Robert D. Walter	For	For	Management
2	Ratify Auditors	For	For	Management
3	Establish Term Limits for Directors	Against	Against	Shareholder
4	Report on Political Contributions/Activities	Against	Against	Shareholder

AMERICAN INTERNATIONAL GROUP, INC.

Ticker: AIG Security ID: 026874107  
 Meeting Date: MAY 19, 2004 Meeting Type: Annual  
 Record Date: MAR 26, 2004

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director M. Bernard Aidinoff	For	For	Management
1.2	Elect Director Pei-Yuan Chia	For	For	Management
1.3	Elect Director Marshall A. Cohen	For	For	Management
1.4	Elect Director Willaim S. Cohen	For	For	Management
1.5	Elect Director Martin S. Feldstein	For	For	Management
1.6	Elect Director Ellen V. Futter	For	For	Management
1.7	Elect Director Maurice R. Greenberg	For	For	Management
1.8	Elect Director Carla A. Hills	For	For	Management
1.9	Elect Director Frank J. Hoenemeyer	For	For	Management
1.10	Elect Director Richard C. Holbrooke	For	For	Management
1.11	Elect Director Donald P. Kanak	For	For	Management
1.12	Elect Director Howard I. Smith	For	For	Management
1.13	Elect Director Martin J. Sullivan	For	For	Management
1.14	Elect Director Edmund S.W. Tse	For	For	Management
1.15	Elect Director Frank G. Zarb	For	For	Management
2	Approve Executive Incentive Bonus Plan	For	For	Management
3	Approve Non-Employee Director Stock Option Plan	For	For	Management
4	Ratify Auditors	For	For	Management
5	Report on Political Contributions/Activities	Against	Against	Shareholder
6	Divest from Tobacco Equities	Against	Against	Shareholder
7	Link Executive Compensation to Predatory Lending	Against	Against	Shareholder

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### AMGEN, INC.

Ticker: AMGN                      Security ID: 031162100  
Meeting Date: MAY 13, 2004      Meeting Type: Annual  
Record Date: MAR 19, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Frank J. Biondi, Jr.	For	For	Management
1.2	Elect Director Jerry D. Choate	For	Withhold	Management
1.3	Elect Director Frank C. Herringer	For	For	Management
1.4	Elect Director Gilbert S. Omenn	For	For	Management
2	Ratify Auditors	For	For	Management
3	Prepare Glass Ceiling Report	Against	Against	Shareholder
4	Expense Stock Options	Against	For	Shareholder

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### ANALOG DEVICES, INC.

Ticker: ADI                        Security ID: 032654105  
Meeting Date: MAR 9, 2004      Meeting Type: Annual  
Record Date: JAN 16, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jerald G. Fishman	For	For	Management
1.2	Elect Director F. Grant Saviers	For	For	Management
2	Increase Authorized Common Stock	For	For	Management
3	Ratify Auditors	For	For	Management

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ANHEUSER-BUSCH COMPANIES, INC.

Ticker: BUD Security ID: 035229103  
 Meeting Date: APR 28, 2004 Meeting Type: Annual  
 Record Date: MAR 1, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director August A. Busch III	For	For	Management
1.2	Elect Director Carlos Fernandez G.	For	For	Management
1.3	Elect Director James R. Jones	For	For	Management
1.4	Elect Director Andrew C. Taylor	For	For	Management
1.5	Elect Director Douglas A. Warner III	For	For	Management
2	Ratify Auditors	For	For	Management

AON CORP.

Ticker: AOC Security ID: 037389103  
 Meeting Date: MAY 21, 2004 Meeting Type: Annual  
 Record Date: MAR 24, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Patrick G. Ryan	For	For	Management
1.2	Elect Director Edgar D. Jannotta	For	Withhold	Management
1.3	Elect Director Jan Kalff	For	Withhold	Management
1.4	Elect Director Lester B. Knight	For	For	Management
1.5	Elect Director J. Michael Losh	For	For	Management
1.6	Elect Director R. Eden Martin	For	For	Management
1.7	Elect Director Andrew J. McKenna	For	For	Management
1.8	Elect Director Robert S. Morrison	For	For	Management
1.9	Elect Director Richard C. Notebaert	For	For	Management
1.10	Elect Director Michael D. O'Halleran	For	For	Management
1.11	Elect Director John W. Rogers, Jr.	For	For	Management
1.12	Elect Director Gloria Santona	For	For	Management
1.13	Elect Director Carolyn Y. Woo	For	For	Management
2	Ratify Auditors	For	For	Management

APPLE COMPUTER, INC.

Ticker: AAPL Security ID: 037833100  
 Meeting Date: APR 22, 2004 Meeting Type: Annual  
 Record Date: FEB 24, 2004

#	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 Arthur D. Levinson	For	For	Management
1.6	Elect Director Jerome B. York	For	For	Management
2	Ratify Auditors	For	For	Management
3	Limit Executive Compensation	Against	Against	Shareholder

APPLIED MATERIALS, INC.



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Ticker: AMAT Security ID: 038222105  
 Meeting Date: MAR 24, 2004 Meeting Type: Annual  
 Record Date: JAN 30, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael H. Armacost	For	For	Management
1.2	Elect Director Deborah A. Coleman	For	For	Management
1.3	Elect Director Herbert M. Dwight, Jr.	For	For	Management
1.4	Elect Director Philip V. Gerdine	For	For	Management
1.5	Elect Director Paul R. Low	For	For	Management
1.6	Elect Director Dan Maydan	For	For	Management
1.7	Elect Director Steven L. Miller	For	For	Management
1.8	Elect Director James C. Morgan	For	For	Management
1.9	Elect Director Gerhard H. Parker	For	For	Management
1.10	Elect Director Michael R. Splinter	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management

### ARCHER-DANIELS-MIDLAND COMPANY

Ticker: ADM Security ID: 039483102  
 Meeting Date: NOV 6, 2003 Meeting Type: Annual  
 Record Date: SEP 12, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director G. Allen Andreas	For	For	Management
1.2	Elect Director Mollie Hale Carter	For	For	Management
1.3	Elect Director Roger S. Joslin	For	For	Management
1.4	Elect Director D.J. Mimran	For	For	Management
1.5	Elect Director Patrick J. Moore	For	For	Management
1.6	Elect Director M. Brian Mulrone	For	For	Management
1.7	Elect Director J. K. Vanier	For	For	Management
1.8	Elect Director O. G. Webb	For	For	Management
1.9	Elect Director Kelvin R. Westbrook	For	For	Management

### AT&T CORP.

Ticker: T Security ID: 001957505  
 Meeting Date: MAY 19, 2004 Meeting Type: Annual  
 Record Date: MAR 25, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Directors William F. Aldinger	For	For	Management
1.2	Elect Directors Kenneth T. Derr	For	For	Management
1.3	Elect Directors David W. Dorman	For	For	Management
1.4	Elect Directors M. Kathryn Eickhoff	For	For	Management
1.5	Elect Directors Herbet L. Henkel	For	For	Management
1.6	Elect Directors Frank C. Herringer	For	For	Management
1.7	Elect Directors Shirley Ann Jackson	For	For	Management
1.8	Elect Directors Jon C. Madonna	For	For	Management
1.9	Elect Directors Donald F. McHenry	For	For	Management
1.10	Elect Directors Tony L. White	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Establish Term Limits for Directors	Against	Against	Shareholder
5	Submit Shareholder Rights Plan (Poison)	Against	For	Shareholder

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	Fill) to Shareholder Vote			
6	Separate Chairman and CEO Positions	Against	For	Shareholder
7	Report on Executive Compensation	Against	Against	Shareholder

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### AT&T WIRELESS SERVICES, INC.

Ticker:           AWE                           Security ID: 00209A106  
Meeting Date: MAY 19, 2004   Meeting Type: Annual  
Record Date: MAR 22, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Merger Agreement	For	For	Management
2.1	Elect Director Nobuharu Ono	For	For	Management
2.2	Elect Director Carolyn M. Ticknor	For	For	Management
2.3	Elect Director John D. Zeglis	For	For	Management
3	Ratify Auditors	For	For	Management
4	Limit Executive Compensation	Against	Against	Shareholder
5	Prohibit Awards to Executives	Against	Against	Shareholder
6	Require Affirmative Vote of a Majority of the Shares to Elect Directors	Against	Against	Shareholder

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### AUTOMATIC DATA PROCESSING, INC.

Ticker:           ADP                           Security ID: 053015103  
Meeting Date: NOV 11, 2003   Meeting Type: Annual  
Record Date: SEP 12, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gregory D. Brenneman	For	Did Not Vote	Management
1.2	Elect Director Leslie A. Brun	For	Did Not Vote	Management
1.3	Elect Director Gary C. Butler	For	Did Not Vote	Management
1.4	Elect Director Joseph A. Califano, Jr.	For	Did Not Vote	Management
1.5	Elect Director Leon G. Cooperman	For	Did Not Vote	Management
1.6	Elect Director Ann Dibble Jordan	For	Did Not Vote	Management
1.7	Elect Director Harvey M. Krueger	For	Did Not Vote	Management
1.8	Elect Director Frederic V. Malek	For	Did Not Vote	Management
1.9	Elect Director Henry Taub	For	Did Not Vote	Management
1.10	Elect Director Arthur F. Weinbach	For	Did Not Vote	Management
1.11	Elect Director Josh S. Weston	For	Did Not Vote	Management
2	Amend Stock Option Plan	For	Did Not Vote	Management
3	Amend Employee Stock Purchase Plan	For	Did Not Vote	Management
4	Approve Outside Director Stock Awards in Lieu of Cash	For	Did Not Vote	Management

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5	Ratify Auditors	For	Did Not Vote	Management
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BAKER HUGHES INCORPORATED

Ticker: BHI Security ID: 057224107  
 Meeting Date: APR 28, 2004 Meeting Type: Annual  
 Record Date: MAR 3, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Edward P. Djerejian	For	Withhold	Management
1.2	Elect Director H. John Riley, Jr.	For	Withhold	Management
1.3	Elect Director Charles L. Watson	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	Against	For	Shareholder
4	Submit Shareholder Rights Plan (Poison Pill) to Shareholder Vote	Against	Against	Shareholder

BANK OF AMERICA CORP.

Ticker: BAC Security ID: 060505104  
 Meeting Date: MAR 17, 2004 Meeting Type: Special  
 Record Date: JAN 26, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Merger Agreement	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Increase Authorized Common Stock	For	For	Management
4	Adjourn Meeting	For	Against	Management

BANK OF AMERICA CORP.

Ticker: BAC Security ID: 060505104  
 Meeting Date: MAY 26, 2004 Meeting Type: Annual  
 Record Date: APR 7, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William Barnet, III	For	For	Management
1.2	Elect Director Charles W. Coker	For	For	Management
1.3	Elect Director John T. Collins	For	For	Management
1.4	Elect Director Gary L. Countryman	For	For	Management
1.5	Elect Director Paul Fulton	For	For	Management
1.6	Elect Director Charles K. Gifford	For	For	Management
1.7	Elect Director Donald E. Guinn	For	For	Management
1.8	Elect Director James H. Hance, Jr.	For	For	Management
1.9	Elect Director Kenneth D. Lewis	For	For	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 C. Steven McMillan	For	For	Management
1.13	Elect Director Eugene M. McQuade	For	For	Management
1.14	Elect Director Patricia E. Mitchell	For	For	Management
1.15	Elect Director Edward L. Romero	For	For	Management
1.16	Elect Director Thomas M. Ryan	For	For	Management

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1.17	Elect	Director O. Temple Sloan, Jr.	For	For	Management
1.18	Elect	Director Meredith R. Spangler	For	For	Management
1.19	Elect	Director Jackie M. Ward	For	For	Management
2	Ratify	Auditors	For	For	Management
3	Change	Date of Annual Meeting	Against	Against	Shareholder
4	Adopt	Nomination Procedures for the Board	Against	Against	Shareholder
5	Charitable	Contributions	Against	Against	Shareholder
6	Establish	Independent Committee to Review Mutual Fund Policy	Against	Against	Shareholder
7	Adopt	Standards Regarding Privacy and Information Security	Against	Against	Shareholder

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BANK OF NEW YORK CO., INC., THE

Ticker: BK Security ID: 064057102  
 Meeting Date: APR 13, 2004 Meeting Type: Annual  
 Record Date: FEB 23, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Frank J. Biondi, Jr.	For	For	Management
1.2	Elect Director Nicholas M. Donofrio	For	For	Management
1.3	Elect Director Alan R. Griffith	For	For	Management
1.4	Elect Director Gerald L. Hassell	For	For	Management
1.5	Elect Director Richard J. Kogan	For	For	Management
1.6	Elect Director Michael J. Kowalski	For	For	Management
1.7	Elect Director John A. Luke, Jr.	For	For	Management
1.8	Elect Director John C. Malone	For	For	Management
1.9	Elect Director Paul Myners, CBE	For	For	Management
1.10	Elect Director Robert C. Pozen	For	For	Management
1.11	Elect Director Catherine A. Rein	For	For	Management
1.12	Elect Director Thomas A. Renyi	For	For	Management
1.13	Elect Director William C. Richardson	For	For	Management
1.14	Elect Director Brian L. Roberts	For	For	Management
1.15	Elect Director Samuel C. Scott III	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Executive Incentive Bonus Plan	For	For	Management
4	Report on Political Contributions	Against	Against	Shareholder
5	Limit Executive Compensation	Against	Against	Shareholder
6	Limit Composition of Committee to Independent Directors	Against	Against	Shareholder
7	Submit Shareholder Rights Plan (Poison Pill) to Shareholder Vote	Against	For	Shareholder

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BANK ONE CORP.

Ticker: ONE Security ID: 06423A103  
 Meeting Date: MAY 25, 2004 Meeting Type: Annual  
 Record Date: APR 2, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Merger Agreement	For	For	Management
2.1	Elect Director John H. Bryan	For	For	Management
2.2	Elect Director Stephen B. Burke	For	For	Management
2.3	Elect Director James S. Crown	For	For	Management
2.4	Elect Director James Dimon	For	For	Management
2.5	Elect Director Maureen A. Fay	For	For	Management

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2.6	Elect	Director	Laban P. Jackson, Jr.	For	For	Management
2.7	Elect	Director	John W. Kessler	For	For	Management
2.8	Elect	Director	Robert I. Lipp	For	For	Management
2.9	Elect	Director	Richard A. Manoogian	For	For	Management
2.10	Elect	Director	David C. Novak	For	For	Management
2.11	Elect	Director	John W. Rogers, Jr.	For	For	Management
2.12	Elect	Director	Frederick P. Stratton, Jr.	For	For	Management
3	Ratify	Auditors		For	For	Management

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### BAXTER INTERNATIONAL INC.

Ticker: BAX Security ID: 071813109  
 Meeting Date: MAY 4, 2004 Meeting Type: Annual  
 Record Date: MAR 5, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John D. Forsyth	For	For	Management
1.2	Elect Director Gail D. Fosler	For	For	Management
1.3	Elect Director Carole J. Uhrich	For	For	Management
2	Ratify Auditors	For	For	Management
3	Provide for Cumulative Voting	Against	For	Shareholder

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### BECTON, DICKINSON AND COMPANY

Ticker: BDJ Security ID: 075887109  
 Meeting Date: FEB 11, 2004 Meeting Type: Annual  
 Record Date: DEC 15, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Henry P. Becton, Jr.	For	For	Management
1.2	Elect Director Edward F. DeGraan	For	For	Management
1.3	Elect Director James F. Orr	For	For	Management
1.4	Elect Director Margaretha af Ugglas	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Provide for Cumulative Voting	Against	For	Shareholder

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### BELLSOUTH CORP.

Ticker: BLS Security ID: 079860102  
 Meeting Date: APR 26, 2004 Meeting Type: Annual  
 Record Date: MAR 8, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James H. Blanchard	For	For	Management
1.2	Elect Director Armando M. Codina	For	For	Management
1.3	Elect Director Leo F. Mullin	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	For	For	Management
4	Approve Omnibus Stock Plan	For	For	Management
5	Limit Executive Compensation	Against	Against	Shareholder
6	Limit Executive Compensation	Against	Against	Shareholder

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7	Report on Political Contributions/Activities	Against	Against	Shareholder
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BEST BUY CO., INC.

Ticker:           BBY                           Security ID: 086516101  
 Meeting Date: JUN 24, 2004   Meeting Type: Annual  
 Record Date: APR 26, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Bradbury H. Anderson	For	For	Management
1.2	Elect Director K.J. Higgins Victor	For	For	Management
1.3	Elect Director Allen U. Lenzmeier	For	For	Management
1.4	Elect Director Frank D. Trestman	For	For	Management
1.5	Elect Director James C. Wetherbe	For	For	Management
1.6	Elect Director Ronald James	For	For	Management
1.7	Elect Director Matthew H. Paull	For	For	Management
1.8	Elect Director Mary A. Tolan	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management

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BOEING CO., THE

Ticker:           BA                           Security ID: 097023105  
 Meeting Date: MAY 3, 2004   Meeting Type: Annual  
 Record Date: MAR 5, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John H. Biggs	For	Withhold	Management
1.2	Elect Director John E. Bryson	For	Withhold	Management
1.3	Elect Director Linda Z. Cook	For	For	Management
1.4	Elect Director Rozanne L. Ridgway	For	Withhold	Management
2	Reduce Supermajority Vote Requirement	For	For	Management
3	Ratify Auditors	For	For	Management
4	Develop Ethical Criteria for Military Contracts	Against	Against	Shareholder
5	Adopt Amended Workplace Code of Conduct	Against	For	Shareholder
6	Declassify the Board of Directors	Against	For	Shareholder
7	Amend Vote Requirements to Amend Articles/Bylaws/Charter	Against	For	Shareholder
8	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	Against	For	Shareholder
9	Adopt a Policy that will Commit Executive & Directors to Hold at least 75% of their Shares	Against	For	Shareholder
10	Provide Employees Choice of Pension Plans at Retirement or Termination	Against	Against	Shareholder

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BOSTON SCIENTIFIC CORP.

Ticker:           BSX                           Security ID: 101137107  
 Meeting Date: MAY 11, 2004   Meeting Type: Annual  
 Record Date: MAR 19, 2004

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Ursula M. Burns	For	For	Management
1.2	Elect Director Marye Anne Fox	For	For	Management
1.3	Elect Director N.J. Nicholas, Jr.	For	For	Management
1.4	Elect Director John E. Pepper	For	For	Management
2	Ratify Auditors	For	For	Management

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### BRISTOL-MYERS SQUIBB CO.

Ticker: BMY                      Security ID: 110122108  
 Meeting Date: MAY 4, 2004      Meeting Type: Annual  
 Record Date: MAR 8, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Peter R. Dolan	For	For	Management
1.2	Elect Director Louis V. Gerstner, Jr.	For	For	Management
1.3	Elect Director Leif Johansson	For	For	Management
2	Ratify Auditors	For	For	Management
3	Report on Political Contributions/Activities	Against	Against	Shareholder
4	Cease Political Contributions/Activities	Against	Against	Shareholder
5	Separate Chairman and CEO Positions	Against	For	Shareholder
6	Report on Operational Impact of HIV/AIDS, TB, and Malaria Pandemic	Against	Against	Shareholder
7	Require Affirmative Vote of a Majority of the Shares to Elect Directors	Against	Against	Shareholder

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### CAMPBELL SOUP CO.

Ticker: CPB                      Security ID: 134429109  
 Meeting Date: NOV 21, 2003      Meeting Type: Annual  
 Record Date: SEP 23, 2003

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

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CARDINAL HEALTH, INC.

Ticker: CAH Security ID: 14149Y108  
 Meeting Date: NOV 5, 2003 Meeting Type: Annual  
 Record Date: SEP 8, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Dave Bing	For	For	Management
1.2	Elect Director John F. Finn	For	For	Management
1.3	Elect Director John F. Havens	For	For	Management
1.4	Elect Director David W. Raisbeck	For	For	Management
1.5	Elect Director Robert D. Walter	For	For	Management

CARNIVAL CORP.

Ticker: CCL Security ID: 143658300  
 Meeting Date: APR 22, 2004 Meeting Type: Annual  
 Record Date: FEB 23, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Micky Arison	For	For	Management
1.2	Elect Director Amb Richard G. Capen Jr	For	For	Management
1.3	Elect Director Robert H. Dickinson	For	For	Management
1.4	Elect Director Arnold W. Donald	For	For	Management
1.5	Elect Director Pier Luigi Foschi	For	For	Management
1.6	Elect Director Howard S. Frank	For	For	Management
1.7	Elect Director Baroness Hogg	For	For	Management
1.8	Elect Director A. Kirk Lanterman	For	For	Management
1.9	Elect Director Modesto A. Maidique	For	For	Management
1.10	Elect Director John P. McNulty	For	For	Management
1.11	Elect Director Peter Ratcliffe	For	For	Management
1.12	Elect Director Sir John Parker	For	For	Management
1.13	Elect Director Stuart Subotnick	For	For	Management
1.14	Elect Director Uzi Zucker	For	For	Management
2	Ratify Auditors	For	For	Management
3	TO AUTHORIZE THE AUDIT COMMITTEE OF CARNIVAL PLC TO AGREE THE REMUNERATION OF THE INDEPENDENT AUDITORS.	For	For	Management
4	TO RECEIVE THE ACCOUNTS AND REPORTS FOR CARNIVAL PLC FOR THE FINANCIAL PERIOD ENDED NOVEMBER 30, 2003.	For	For	Management
5	TO APPROVE THE DIRECTORS REMUNERATION REPORT OF CARNIVAL PLC.	For	For	Management
6	TO APPROVE LIMITS ON THE AUTHORITY TO ALLOT SHARES BY CARNIVAL PLC.	For	For	Management
7	TO APPROVE THE DISAPPLICATION OF PRE-EMPTION RIGHTS FOR CARNIVAL PLC SHARES.	For	For	Management

CATERPILLAR INC.

Ticker: CAT Security ID: 149123101  
 Meeting Date: APR 14, 2004 Meeting Type: Annual  
 Record Date: FEB 17, 2004



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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John T. Dillon	For	For	Management
1.2	Elect Director Juan Gallardo	For	For	Management
1.3	Elect Director William A. Osborn	For	For	Management
1.4	Elect Director Gordon R. Parker	For	For	Management
1.5	Elect Director Edward B. Rust, Jr.	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Submit Shareholder Rights Plan (Poison Pill) to Shareholder Vote	Against	For	Shareholder
5	Report on Equipment Sales to Israel	Against	Against	Shareholder
6	Report on Operational Impact of HIV/AIDS, TB, and Malaria Pandemic	Against	Against	Shareholder

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### CENDANT CORPORATION

Ticker: CD Security ID: 151313103  
 Meeting Date: APR 20, 2004 Meeting Type: Annual  
 Record Date: FEB 23, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director The Right Honourable Brian Mulroney	For	For	Management
1.2	Elect Director Ronald L. Nelson	For	For	Management
1.3	Elect Director Robert W. Pittman	For	For	Management
1.4	Elect Director Myra J. Biblowit	For	For	Management
1.5	Elect Director Sheli Z. Rosenberg	For	For	Management
2	Declassify the Board of Directors	For	For	Management
3	Ratify Auditors	For	For	Management
4	Separate Chairman and CEO Positions	Against	Against	Shareholder
5	Limit Executive Compensation	Against	Against	Shareholder

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### CENTERPOINT ENERGY INC

Ticker: CNP Security ID: 15189T107  
 Meeting Date: JUN 3, 2004 Meeting Type: Annual  
 Record Date: APR 5, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert T. O'Connell	For	For	Management
1.2	Elect Director Milton Carroll	For	For	Management
1.3	Elect Director John T. Cater	For	For	Management
1.4	Elect Director Michael E. Shannon	For	For	Management
2	Ratify Auditors	For	For	Management
3	Limit Awards to Executives	Against	Against	Shareholder
4	Declassify the Board of Directors	Against	For	Shareholder
5	Other Business	For	Against	Management

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### CHARLES SCHWAB CORP., THE

Ticker: SCH Security ID: 808513105  
 Meeting Date: MAY 17, 2004 Meeting Type: Annual  
 Record Date: MAR 18, 2004

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Donald G. Fisher	For	For	Management
1.2	Elect Director Paula A. Sneed	For	For	Management
1.3	Elect Director David B. Yoffie	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management

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CHEVRONTEXACO CORP.

Ticker: CVX Security ID: 166764100  
 Meeting Date: APR 28, 2004 Meeting Type: Annual  
 Record Date: MAR 1, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Samuel H. Armacost	For	For	Management
1.2	Elect Director Robert E. Denham	For	For	Management
1.3	Elect Director Robert J. Eaton	For	For	Management
1.4	Elect Director Sam Ginn	For	For	Management
1.5	Elect Director Carla Anderson Hills	For	For	Management
1.6	Elect Director Franklyn G. Jenifer	For	For	Management
1.7	Elect Director J. Bennett Johnston	For	For	Management
1.8	Elect Director Sam Nunn	For	For	Management
1.9	Elect Director David J. O'Reilly	For	For	Management
1.10	Elect Director Peter J. Robertson	For	For	Management
1.11	Elect Director Charles R. Shoemate	For	For	Management
1.12	Elect Director Carl Ware	For	For	Management
2	Ratify Auditors	For	For	Management
3	Adopt Shareholder Rights Plan (Poison Pill) Policy	For	For	Management
4	Amend Omnibus Stock Plan	For	For	Management
5	Report on Operational Impact of HIV/AIDS, TB, and Malaria Pandemic	Against	Against	Shareholder
6	Report on Political Contributions/Activities	Against	Against	Shareholder
7	Require Affirmative Vote of a Majority of the Shares to Elect Directors	Against	Against	Shareholder
8	Report on Health and Environmental Initiatives in Ecuador	Against	Against	Shareholder
9	Report on Renewable Energy	Against	Against	Shareholder

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CIRCUIT CITY STORES, INC.

Ticker: CC Security ID: 172737108  
 Meeting Date: JUN 15, 2004 Meeting Type: Annual  
 Record Date: APR 21, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director E.V. Goings	For	For	Management
1.2	Elect Director James F. Hardymon	For	For	Management
1.3	Elect Director Allen B. King	For	For	Management
1.4	Elect Director J. Patrick Spainhour	For	For	Management
1.5	Elect Director Carolyn Y. Woo	For	For	Management
2	Amend Employee Stock Purchase Plan	For	For	Management
3	Amend Non-Employee Director Omnibus Stock Plan	For	For	Management
4	Ratify Auditors	For	For	Management

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CISCO SYSTEMS, INC.

Ticker: CSCO Security ID: 17275R102  
 Meeting Date: NOV 11, 2003 Meeting Type: Annual  
 Record Date: SEP 12, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Carol A. Bartz	For	For	Management
1.2	Elect Director Larry R. Carter	For	For	Management
1.3	Elect Director John T. Chambers	For	For	Management
1.4	Elect Director Dr. James F. Gibbons	For	For	Management
1.5	Elect Director Dr. John L. Hennessy	For	For	Management
1.6	Elect Director Roderick C. McGearry	For	For	Management
1.7	Elect Director James C. Morgan	For	For	Management
1.8	Elect Director John P. Morgridge	For	For	Management
1.9	Elect Director Donald T. Valentine	For	For	Management
1.10	Elect Director Steven M. West	For	For	Management
1.11	Elect Director Jerry Yang	For	For	Management
2	Amend Employee Stock Purchase Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Report on Company Products Used by the Government to Monitor the Internet	Against	Against	Shareholder
5	Report on Pay Disparity	Against	Against	Shareholder

CITIGROUP INC.

Ticker: C Security ID: 172967101  
 Meeting Date: APR 20, 2004 Meeting Type: Annual  
 Record Date: FEB 27, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director C. Michael Armstrong	For	For	Management
1.2	Elect Director Alain J.P. Belda	For	For	Management
1.3	Elect Director George David	For	For	Management
1.4	Elect Director Kenneth T. Derr	For	For	Management
1.5	Elect Director John M. Deutch	For	For	Management
1.6	Elect Director Roberto Hernandez Ramirez	For	For	Management
1.7	Elect Director Ann Dibble Jordan	For	For	Management
1.8	Elect Director Dudley C. Mecum	For	For	Management
1.9	Elect Director Richard D. Parsons	For	For	Management
1.10	Elect Director Andrall E. Pearson	For	For	Management
1.11	Elect Director Charles Prince	For	For	Management
1.12	Elect Director Robert E. Rubin	For	For	Management
1.13	Elect Director Franklin A. Thomas	For	For	Management
1.14	Elect Director Sanford I. Weill	For	For	Management
1.15	Elect Director Robert B. Willumstad	For	For	Management
2	Ratify Auditors	For	For	Management
3	Limit Executive Compensation	Against	Against	Shareholder
4	Report on Political Contributions/Activities	Against	Against	Shareholder
5	Prohibit Awards to Executives	Against	Against	Shareholder
6	Separate Chairman and CEO Positions	Against	Against	Shareholder

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CLEAR CHANNEL COMMUNICATIONS, INC.

Ticker: CCU Security ID: 184502102  
 Meeting Date: APR 28, 2004 Meeting Type: Annual  
 Record Date: MAR 8, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Alan D. Feld	For	Withhold	Management
1.2	Elect Director Thomas O. Hicks	For	For	Management
1.3	Elect Director Perry J. Lewis	For	For	Management
1.4	Elect Director L. Lowry Mays	For	For	Management
1.5	Elect Director Mark P. Mays	For	For	Management
1.6	Elect Director Randall T. Mays	For	For	Management
1.7	Elect Director B.J. Mccombs	For	For	Management
1.8	Elect Director Phyllis B. Riggins	For	For	Management
1.9	Elect Director Theodore H. Strauss	For	For	Management
1.10	Elect Director J.C. Watts	For	For	Management
1.11	Elect Director John H. Williams	For	For	Management
2	Ratify Auditors	For	For	Management

COCA-COLA COMPANY, THE

Ticker: KO Security ID: 191216100  
 Meeting Date: APR 21, 2004 Meeting Type: Annual  
 Record Date: FEB 23, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Herbert A. Allen	For	For	Management
1.2	Elect Director Ronald W. Allen	For	For	Management
1.3	Elect Director Cathleen P. Black	For	For	Management
1.4	Elect Director Warren E. Buffett	For	Withhold	Management
1.5	Elect Director Douglas N. Daft	For	For	Management
1.6	Elect Director Barry Diller	For	For	Management
1.7	Elect Director Donald R. Keough	For	For	Management
1.8	Elect Director Susan Bennett King	For	For	Management
1.9	Elect Director Maria Elena Lagomasino	For	For	Management
1.10	Elect Director Donald F. Mchenry	For	For	Management
1.11	Elect Director Robert L. Nardelli	For	For	Management
1.12	Elect Director Sam Nunn	For	For	Management
1.13	Elect Director J. Pedro Reinhard	For	For	Management
1.14	Elect Director James D. Robinson III	For	For	Management
1.15	Elect Director Peter V. Ueberroth	For	For	Management
1.16	Elect Director James B. Williams	For	For	Management
2	Ratify Auditors	For	For	Management
3	Report on Operational Impact of HIV/AIDS Pandemic	For	For	Shareholder
4	Report on Stock Option Distribution by Race and Gender	Against	Against	Shareholder
5	Prohibit Awards to Executives	Against	Against	Shareholder
6	Submit Executive Compensation to Vote	Against	For	Shareholder
7	Submit Executive Compensation to Vote	Against	Against	Shareholder
8	Implement China Principles	Against	Against	Shareholder
9	Separate Chairman and CEO Positions	Against	For	Shareholder

COCA-COLA ENTERPRISES INC.

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Ticker: CCE Security ID: 191219104  
 Meeting Date: APR 30, 2004 Meeting Type: Annual  
 Record Date: MAR 4, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John R. Alm	For	For	Management
1.2	Elect Director J. Trevor Eyton	For	For	Management
1.3	Elect Director Gary P. Fayard	For	For	Management
1.4	Elect Director L. Phillip Humann	For	For	Management
1.5	Elect Director Paula G. Rosput	For	For	Management
2	Approve Executive Incentive Bonus Plan	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Amend Deferred Compensation Plan	For	For	Management
5	Approve Employee Stock Purchase Plan	For	For	Management
6	Approve Employee Stock Purchase Plan	For	For	Management
7	Ratify Auditors	For	For	Management
8	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	Against	For	Shareholder
9	Report on Recycling Policy	Against	Against	Shareholder

### COLGATE-PALMOLIVE CO.

Ticker: CL Security ID: 194162103  
 Meeting Date: MAY 7, 2004 Meeting Type: Annual  
 Record Date: MAR 9, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jill K. Conway	For	For	Management
1.2	Elect Director Ronald E. Ferguson	For	For	Management
1.3	Elect Director Carlos M. Gutierrez	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 Reuben Mark	For	For	Management
1.9	Elect Director Elizabeth A. Monrad	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	Against	For	Shareholder
5	Adopt ILO Based Code of Conduct	Against	Against	Shareholder
6	Separate Chairman and CEO Positions	Against	For	Shareholder

### COMCAST CORP.

Ticker: CMCSA Security ID: 20030N101  
 Meeting Date: MAY 26, 2004 Meeting Type: Annual  
 Record Date: MAR 15, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director S. Decker Anstrom	For	For	Management
1.2	Elect Director C. Michael Armstrong	For	For	Management
1.3	Elect Director Kenneth J. Bacon	For	For	Management
1.4	Elect Director Sheldon M. Bonovitz	For	For	Management
1.5	Elect Director Julian A. Brodsky	For	For	Management

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1.6	Elect	Director Joseph L. Castle, II	For	For	Management
1.7	Elect	Director J. Michael Cook	For	For	Management
1.8	Elect	Director Brian L. Roberts	For	For	Management
1.9	Elect	Director Ralph J. Roberts	For	For	Management
1.10	Elect	Director Dr. Judith Rodin	For	For	Management
1.11	Elect	Director Michael I. Sovern	For	For	Management
2	Ratify	Auditors	For	For	Management
3	Amend	Restricted Stock Plan	For	For	Management
4	Amend	Articles/Bylaws/Charter-Non-Routine	For	For	Management
5	Require	Two-Thirds Majority of Independent Directors on Board	Against	For	Shareholder
6	Political	Contributions/Activities	Against	Against	Shareholder
7	Nominate	Two Directors for every open Directorships	Against	Against	Shareholder
8	Limit	Executive Compensation	Against	Against	Shareholder
9	Adopt	a Recapitalization Plan	Against	For	Shareholder

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### CONAGRA FOODS INC.

Ticker: CAG Security ID: 205887102  
 Meeting Date: SEP 25, 2003 Meeting Type: Annual  
 Record Date: JUL 31, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director David H. Batchelder	For	For	Management
1.2	Elect Director Robert A. Krane	For	For	Management
1.3	Elect Director Mark H. Rauenhorst	For	For	Management
1.4	Elect Director Bruce Rohde	For	For	Management
2	Ratify Auditors	For	For	Management
4	Genetically Modified Organisms (GMO)	Against	Against	Shareholder
5	Modify Current and Future Stock Option Plans	Against	Against	Shareholder
6	Submit Shareholder Rights Plan (Poison Pill) to Shareholder Vote	Against	For	Shareholder

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### CONCORD EFS, INC.

Ticker: CE Security ID: 206197105  
 Meeting Date: FEB 26, 2004 Meeting Type: Special  
 Record Date: JAN 16, 2004

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

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### CONCORD EFS, INC.

Ticker: CE Security ID: 206197105  
 Meeting Date: OCT 28, 2003 Meeting Type: Special  
 Record Date: SEP 8, 2003

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

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 CONOCOPHILLIPS

Ticker: COP Security ID: 20825C104  
 Meeting Date: MAY 5, 2004 Meeting Type: Annual  
 Record Date: MAR 10, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director David L. Boren	For	For	Management
1.2	Elect Director James E. Copeland, Jr.	For	For	Management
1.3	Elect Director Kenneth M. Duberstein	For	For	Management
1.4	Elect Director Ruth R. Harkin	For	For	Management
1.5	Elect Director William R. Rhodes	For	For	Management
1.6	Elect Director J. Stapleton Roy	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Limit Executive Compensation	Against	Against	Shareholder
5	Limit Executive Compensation	Against	Against	Shareholder
6	Report on Drilling in the Arctic National Wildlife Refuge	Against	Against	Shareholder

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 CSX CORP.

Ticker: CSX Security ID: 126408103  
 Meeting Date: MAY 5, 2004 Meeting Type: Annual  
 Record Date: MAR 5, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director E.E. Bailey	For	For	Management
1.2	Elect Director R.L. Burrus, Jr.	For	For	Management
1.3	Elect Director E.J. Kelly, III	For	For	Management
1.4	Elect Director R.D. Kunisch	For	For	Management
1.5	Elect Director S.J. Morcott	For	For	Management
1.6	Elect Director D.M. Ratcliffe	For	For	Management
1.7	Elect Director C.E. Rice	For	For	Management
1.8	Elect Director W.C. Richardson	For	For	Management
1.9	Elect Director F.S. Royal, M.D.	For	For	Management
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
3	Limit Executive Compensation	Against	Against	Shareholder
4	Submit Shareholder Rights Plan (Poison Pill) to Shareholder Vote	Against	For	Shareholder
5	Limit Awards to Executives	Against	For	Shareholder

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 CVS CORPORATION

Ticker: CVS Security ID: 126650100  
 Meeting Date: MAY 12, 2004 Meeting Type: Annual  
 Record Date: MAR 15, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director W. Don Cornwell	For	For	Management
1.2	Elect Director Thomas P. Gerrity	For	For	Management

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1.3	Elect	Director Stanley P. Goldstein	For	For	Management
1.4	Elect	Director Marian L. Heard	For	For	Management
1.5	Elect	Director William H. Joyce	For	For	Management
1.6	Elect	Director Terry R. Lautenbach	For	For	Management
1.7	Elect	Director Terrence Murray	For	For	Management
1.8	Elect	Director Sheli Z. Rosenberg	For	For	Management
1.9	Elect	Director Thomas M. Ryan	For	For	Management
2	Amend	Omnibus Stock Plan	For	For	Management
3	Ratify	Auditors	For	For	Management
4	Limit	Executive Compensation	Against	Against	Shareholder

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### DELPHI CORP.

Ticker: DPH Security ID: 247126105  
 Meeting Date: MAY 6, 2004 Meeting Type: Annual  
 Record Date: MAR 8, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Oscar de Paula Bernardes Neto	For	Withhold	Management
1.2	Elect Director Dr. Bernd Gottschalk	For	Withhold	Management
1.3	Elect Director John D. Opie	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Approve Omnibus Stock Plan	For	For	Management
5	Submit Shareholder Rights Plan (Poison Pill) to Shareholder Vote	Against	For	Shareholder
6	Declassify the Board of Directors	Against	For	Shareholder
7	Amend Workplace Code of Conduct	Against	For	Shareholder

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### DOMINION RESOURCES, INC.

Ticker: D Security ID: 25746U109  
 Meeting Date: APR 23, 2004 Meeting Type: Annual  
 Record Date: FEB 27, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Susan B. Allen	For	For	Management
1.2	Elect Director Peter W. Brown	For	For	Management
1.3	Elect Director Ronald J. Calise	For	For	Management
1.4	Elect Director Thos. E. Capps	For	For	Management
1.5	Elect Director George A. Davidson, Jr.	For	For	Management
1.6	Elect Director John W. Harris	For	For	Management
1.7	Elect Director Robert S. Jepson, Jr.	For	For	Management
1.8	Elect Director Benjamin J. Lambert, III	For	For	Management
1.9	Elect Director Richard L. Leatherwood	For	For	Management
1.10	Elect Director Margaret A. McKenna	For	For	Management
1.11	Elect Director Kenneth A. Randall	For	For	Management
1.12	Elect Director Frank S. Royal	For	For	Management
1.13	Elect Director S. Dallas Simmons	For	For	Management
1.14	Elect Director Robert H. Spilman	For	For	Management
1.15	Elect Director David A. Wollard	For	For	Management
2	Ratify Auditors	For	For	Management
3	Submit Executive Compensation to Vote	Against	Against	Shareholder



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DOW CHEMICAL COMPANY, THE

Ticker: DOW Security ID: 260543103  
 Meeting Date: MAY 13, 2004 Meeting Type: Annual  
 Record Date: MAR 15, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Arnold A. Allemang	For	For	Management
1.2	Elect Director John C. Danforth	For	For	Management
1.3	Elect Director Jeff M. Fettig	For	For	Management
1.4	Elect Director Andrew N. Liveris	For	For	Management
1.5	Elect Director James M. Ringler	For	For	Management
1.6	Elect Director William S. Stavropoulos	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	For	For	Management
4	Report on Social Initiatives in Bhopal	Against	Against	Shareholder

DUKE ENERGY CORP.

Ticker: DUK Security ID: 264399106  
 Meeting Date: MAY 13, 2004 Meeting Type: Annual  
 Record Date: MAR 15, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Paul M. Anderson	For	For	Management
1.2	Elect Director Ann M. Gray	For	For	Management
1.3	Elect Director Michael E.J. Phelps	For	Withhold	Management
1.4	Elect Director James T. Rhodes	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	Against	For	Shareholder

E.I. DU PONT DE NEMOURS & CO.

Ticker: DD Security ID: 263534109  
 Meeting Date: APR 28, 2004 Meeting Type: Annual  
 Record Date: MAR 9, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Alain J. P. Belda	For	For	Management
1.2	Elect Director Richard H. Brown	For	For	Management
1.3	Elect Director Curtis J. Crawford	For	For	Management
1.4	Elect Director John T. Dillon	For	For	Management
1.5	Elect Director Louisa C. Duemling	For	For	Management
1.6	Elect Director Charles O. Holliday, Jr.	For	For	Management
1.7	Elect Director Deborah C. Hopkins	For	For	Management
1.8	Elect Director Lois D. Juliber	For	For	Management
1.9	Elect Director Masahisa Naitoh	For	For	Management
1.10	Elect Director William K. Reilly	For	For	Management
1.11	Elect Director H. Rodney Sharp, III	For	For	Management
1.12	Elect Director Charles M. Vest	For	For	Management
2	Ratify Auditors	For	For	Management
3	Report on Executive Ties to Government	Against	Against	Shareholder
4	Adopt and Report on a Code of Corporate Conduct	Against	Against	Shareholder

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5	Limit Executive Compensation	Against	Against	Shareholder
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### EDISON INTERNATIONAL

Ticker: EIX Security ID: 281020107  
 Meeting Date: MAY 20, 2004 Meeting Type: Annual  
 Record Date: MAR 22, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John E. Bryson	For	For	Management
1.2	Elect Director France A. Cordova	For	For	Management
1.3	Elect Director Bradford M. Freeman	For	For	Management
1.4	Elect Director Bruce Karatz	For	For	Management
1.5	Elect Director Luis G. Nogales	For	For	Management
1.6	Elect Director Ronald L. Olson	For	For	Management
1.7	Elect Director James M. Rosser	For	For	Management
1.8	Elect Director Richard T. Schlosberg, III	For	For	Management
1.9	Elect Director Robert H. Smith	For	For	Management
1.10	Elect Director Thomas C. Sutton	For	For	Management
2	Submit Shareholder Rights Plan (Poison Pill) to Shareholder Vote	Against	Against	Shareholder

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### ELI LILLY AND CO.

Ticker: LLY Security ID: 532457108  
 Meeting Date: APR 19, 2004 Meeting Type: Annual  
 Record Date: FEB 13, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Steven C. Beering	For	For	Management
1.2	Elect Director Winfried Bischoff	For	For	Management
1.3	Elect Director Franklyn G. Prendergast	For	For	Management
1.4	Elect Director Kathi P. Seifert	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Limit Executive Compensation	Against	Against	Shareholder
5	Report on Drug Pricing	Against	Against	Shareholder

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### EMC CORP.

Ticker: EMC Security ID: 268648102  
 Meeting Date: MAY 5, 2004 Meeting Type: Annual  
 Record Date: MAR 8, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John R. Egan	For	For	Management
1.2	Elect Director Michael C. Ruetters	For	For	Management
1.3	Elect Director David N. Strohm	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Amend Employee Stock Purchase Plan	For	For	Management
4	Ratify Auditors	For	For	Management
5	Limit Executive Compensation	Against	Against	Shareholder

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 EMERSON ELECTRIC CO.

Ticker: EMR Security ID: 291011104  
 Meeting Date: FEB 3, 2004 Meeting Type: Annual  
 Record Date: NOV 24, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director C. Fernandez G.	For	For	Management
1.2	Elect Director C.F. Knight	For	For	Management
1.3	Elect Director G.A. Lodge	For	For	Management
1.4	Elect Director R.L. Ridgway	For	For	Management
1.5	Elect Director E.E. Whitacre, Jr.	For	For	Management
2	Approve Executive Incentive Bonus Plan	For	For	Management
3	Ratify Auditors	For	For	Management

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 EXELON CORP.

Ticker: EXC Security ID: 30161N101  
 Meeting Date: APR 27, 2004 Meeting Type: Annual  
 Record Date: MAR 1, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Nicholas DeBenedictis	For	For	Management
1.2	Elect Director G. Fred Dibona, Jr.	For	For	Management
1.3	Elect Director Sue L. Gin	For	For	Management
1.4	Elect Director Edgar D. Jannotta	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management

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 EXXON MOBIL CORP.

Ticker: XOM Security ID: 30231G102  
 Meeting Date: MAY 26, 2004 Meeting Type: Annual  
 Record Date: APR 5, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael J. Boskin	For	For	Management
1.2	Elect Director James R. Houghton	For	For	Management
1.3	Elect Director William R. Howell	For	For	Management
1.4	Elect Director Reatha Clark King	For	For	Management
1.5	Elect Director Philip E. Lippincott	For	For	Management
1.6	Elect Director Harry J. Longwell	For	For	Management
1.7	Elect Director Henry A. McKinnell, Jr.	For	For	Management
1.8	Elect Director Marilyn Carlson Nelson	For	For	Management
1.9	Elect Director Lee R. Raymond	For	For	Management
1.10	Elect Director Walter V. Shipley	For	For	Management
1.11	Elect Director Rex W. Tillerson	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Non-Employee Director Restricted Stock Plan	For	For	Management
4	Affirm Political Nonpartisanship	Against	Against	Shareholder
5	Report on Political	Against	Against	Shareholder

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Contributions/Activities				
6	Report on Equatorial Guinea	Against	Against	Shareholder
7	Separate Chairman and CEO Positions	Against	Abstain	Shareholder
8	Prohibit Awards to Executives	Against	Against	Shareholder
9	Report on Stock Option Distribution by Race and Gender	Against	Against	Shareholder
10	Amend EEO Statement to Include Reference to Sexual Orientation	Against	For	Shareholder
11	Report on Climate Change Research	Against	Against	Shareholder

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### FANNIE MAE

Ticker: FNM Security ID: 313586109  
 Meeting Date: MAY 25, 2004 Meeting Type: Annual  
 Record Date: APR 6, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Stephen B. Ashley	For	For	Management
1.2	Elect Director Kenneth M. Duberstein	For	For	Management
1.3	Elect Director Thomas P. Gerrity	For	For	Management
1.4	Elect Director Timothy Howard	For	For	Management
1.5	Elect Director Ann Korologos	For	For	Management
1.6	Elect Director Frederic V. Malek	For	For	Management
1.7	Elect Director Donald B. Marron	For	For	Management
1.8	Elect Director Daniel H. Mudd	For	For	Management
1.9	Elect Director Anne M. Mulcahy	For	For	Management
1.10	Elect Director Joe K. Pickett	For	For	Management
1.11	Elect Director Leslie Rahl	For	For	Management
1.12	Elect Director Franklin D. Raines	For	For	Management
1.13	Elect Director H. Patrick Swygert	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Employee Stock Purchase Plan	For	For	Management
4	Provide for Cumulative Voting	Against	For	Shareholder

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### FEDERATED DEPARTMENT STORES, INC.

Ticker: FD Security ID: 31410H101  
 Meeting Date: MAY 21, 2004 Meeting Type: Annual  
 Record Date: APR 2, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Sara Levinson	For	Withhold	Management
1.2	Elect Director Joseph Neubauer	For	Withhold	Management
1.3	Elect Director Joseph A. Pichler	For	Withhold	Management
1.4	Elect Director Karl M. von der Heyden	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Declassify the Board of Directors	Against	For	Shareholder

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### FEDEX CORPORATION

Ticker: FDX Security ID: 31428X106  
 Meeting Date: SEP 29, 2003 Meeting Type: Annual

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Record Date: AUG 4, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director August A. Busch IV	For	For	Management
1.2	Elect Director John A. Edwardson	For	For	Management
1.3	Elect Director George J. Mitchell	For	Withhold	Management
1.4	Elect Director Joshua I. Smith	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Declassify the Board of Directors	Against	For	Shareholder

### FIFTH THIRD BANCORP

Ticker: FITB Security ID: 316773100  
 Meeting Date: MAR 23, 2004 Meeting Type: Annual  
 Record Date: JAN 30, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Darryl F. Allen	For	For	Management
1.2	Elect Director Allen M. Hill	For	For	Management
1.3	Elect Director Dr Mitchel D Livingston	For	For	Management
1.4	Elect Director Hendrik G. Meijer	For	For	Management
1.5	Elect Director James E. Rogers	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Adopt Sexual Orientation Non-Discrimination Policy	None	For	Shareholder

### FIRST DATA CORP.

Ticker: FDC Security ID: 319963104  
 Meeting Date: MAY 19, 2004 Meeting Type: Annual  
 Record Date: MAR 22, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Henry C. Duques	For	For	Management
1.2	Elect Director Charles T. Fote	For	For	Management
1.3	Elect Director Richard P. Kiphart	For	For	Management
1.4	Elect Director Joan E. Spero	For	For	Management
2	Ratify Auditors	For	For	Management

### FLEETBOSTON FINANCIAL CORP.

Ticker: FLT Security ID: 339030108  
 Meeting Date: MAR 17, 2004 Meeting Type: Special  
 Record Date: JAN 26, 2004

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

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FORD MOTOR COMPANY

Ticker: F Security ID: 345370860  
 Meeting Date: MAY 13, 2004 Meeting Type: Annual  
 Record Date: MAR 17, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John R. H. Bond	For	Withhold	Management
1.2	Elect Director Stephen G. Butler	For	For	Management
1.3	Elect Director Kimberly A. Casiano	For	For	Management
1.4	Elect Director Edsel B. Ford II	For	For	Management
1.5	Elect Director William Clay Ford	For	For	Management
1.6	Elect Director William Clay Ford, Jr.	For	For	Management
1.7	Elect Director Irvine O. Hockaday, Jr.	For	For	Management
1.8	Elect Director Marie-Josée Kravis	For	For	Management
1.9	Elect Director Richard A. Manoogian	For	For	Management
1.10	Elect Director Ellen R. Marram	For	For	Management
1.11	Elect Director Homer A. Neal	For	For	Management
1.12	Elect Director Jorma Ollila	For	For	Management
1.13	Elect Director Carl E. Reichardt	For	For	Management
1.14	Elect Director Robert E. Rubin	For	Withhold	Management
1.15	Elect Director Nicholas V. Scheele	For	For	Management
1.16	Elect Director John L. Thornton	For	For	Management
2	Ratify Auditors	For	For	Management
3	Increase Disclosure of Executive Compensation	Against	Against	Shareholder
4	Establish Other Board Committee	Against	For	Shareholder
5	Prohibit Awards to Executives	Against	Against	Shareholder
6	Amend By Laws Relating to Board Independence	Against	Against	Shareholder
7	Report on Greenhouse Gas Emissions	Against	Against	Shareholder

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 FPL GROUP, INC.

Ticker: FPL Security ID: 302571104  
 Meeting Date: MAY 21, 2004 Meeting Type: Annual  
 Record Date: MAR 16, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director H. Jesse Arnelle	For	For	Management
1.2	Elect Director Sherry S. Barrat	For	For	Management
1.3	Elect Director Robert M. Beall, II	For	For	Management
1.4	Elect Director J. Hyatt Brown	For	For	Management
1.5	Elect Director James L. Camaren	For	For	Management
1.6	Elect Director Lewis Hay III	For	For	Management
1.7	Elect Director Frederic V. Malek	For	For	Management
1.8	Elect Director Michael H. Thaman	For	For	Management
1.9	Elect Director Paul R. Tregurtha	For	For	Management
1.10	Elect Director Frank G. Zarb	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Approve Executive Incentive Bonus Plan	For	For	Management
5	Approve Executive Incentive Bonus Plan	For	For	Management
6	Increase Authorized Common Stock	For	For	Management

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FRANKLIN RESOURCES, INC.

Ticker: BEN Security ID: 354613101  
 Meeting Date: JAN 29, 2004 Meeting Type: Annual  
 Record Date: DEC 1, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Harmon E. Burns	For	For	Management
1.2	Elect Director Charles Crocker	For	For	Management
1.3	Elect Director Robert D. Joffe	For	For	Management
1.4	Elect Director Charles B. Johnson	For	For	Management
1.5	Elect Director Rupert H. Johnson, Jr.	For	For	Management
1.6	Elect Director Thomas H. Kean	For	For	Management
1.7	Elect Director James A. McCarthy	For	For	Management
1.8	Elect Director Chutta Ratnathicam	For	For	Management
1.9	Elect Director Peter M. Sacerdote	For	For	Management
1.10	Elect Director Anne M. Tatlock	For	For	Management
1.11	Elect Director Louis E. Woodworth	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Amend Executive Incentive Bonus Plan	For	For	Management

FREDDIE MAC

Ticker: FRE Security ID: 313400301  
 Meeting Date: MAR 31, 2004 Meeting Type: Annual  
 Record Date: FEB 20, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Joan E. Donoghue	For	For	Management
1.2	Elect Director Michelle Engler	For	For	Management
1.3	Elect Director Richard Karl Goeltz	For	For	Management
1.4	Elect Director George D. Gould	For	For	Management
1.5	Elect Director Henry Kaufman	For	For	Management
1.6	Elect Director John B. Mccoy	For	For	Management
1.7	Elect Director Shaun F. O'Malley	For	For	Management
1.8	Elect Director Ronald F. Poe	For	For	Management
1.9	Elect Director Stephen A. Ross	For	For	Management
1.10	Elect Director Donald J. Schuenke	For	For	Management
1.11	Elect Director Christina Seix	For	For	Management
1.12	Elect Director Richard F. Syron	For	For	Management
1.13	Elect Director William J. Turner	For	For	Management
2	Ratify Auditors	For	For	Management

GAP, INC., THE

Ticker: GPS Security ID: 364760108  
 Meeting Date: MAY 12, 2004 Meeting Type: Annual  
 Record Date: MAR 15, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Howard Behar	For	For	Management
1.2	Elect Director Adrian D.P. Bellamy	For	For	Management
1.3	Elect Director Donald G. Fisher	For	For	Management
1.4	Elect Director Doris F. Fisher	For	For	Management
1.5	Elect Director Robert J. Fisher	For	For	Management

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1.6	Elect	Director	Glenda A. Hatchett	For	For	Management
1.7	Elect	Director	Penelope L. Hughes	For	For	Management
1.8	Elect	Director	Bob L. Martin	For	For	Management
1.9	Elect	Director	Jorge P. Montoya	For	For	Management
1.10	Elect	Director	Paul S. Pressler	For	For	Management
1.11	Elect	Director	James M. Schneider	For	For	Management
1.12	Elect	Director	Mayo A. Shattuck III	For	For	Management
1.13	Elect	Director	Margaret C. Whitman	For	For	Management
2	Ratify	Auditors		For	For	Management
3	Approve	Executive Incentive Bonus Plan		For	For	Management
4	Limit	Executive Compensation		Against	Against	Shareholder

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### GENERAL DYNAMICS CORP.

Ticker:           GD                           Security ID: 369550108  
Meeting Date: MAY 5, 2004   Meeting Type: Annual  
Record Date: MAR 12, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Nicholas D. Chabraja	For	For	Management
1.2	Elect Director James S. Crown	For	For	Management
1.3	Elect Director Lester Crown	For	For	Management
1.4	Elect Director William P. Fricks	For	For	Management
1.5	Elect Director Charles H. Goodman	For	For	Management
1.6	Elect Director Jay L. Johnson	For	For	Management
1.7	Elect Director George A. Joulwan	For	For	Management
1.8	Elect Director Paul G. Kaminski	For	For	Management
1.9	Elect Director John M. Keane	For	For	Management
1.10	Elect Director Lester L. Lyles	For	For	Management
1.11	Elect Director Carl E. Mundy, Jr.	For	For	Management
1.12	Elect Director Robert Walmsley	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Submit Shareholder Rights Plan (Poison Pill) to Shareholder Vote	Against	For	Shareholder
4	Report on Foreign Military Sales	Against	Against	Shareholder

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### GENERAL ELECTRIC CO.

Ticker:           GE                           Security ID: 369604103  
Meeting Date: APR 28, 2004   Meeting Type: Annual  
Record Date: MAR 1, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James I. Cash, Jr.	For	For	Management
1.2	Elect Director Dennis D. Dammerman	For	For	Management
1.3	Elect Director Ann M. Fudge	For	For	Management
1.4	Elect Director Claudio X. Gonzalez	For	Withhold	Management
1.5	Elect Director Jeffrey R. Immelt	For	For	Management
1.6	Elect Director Andrea Jung	For	For	Management
1.7	Elect Director Alan G. Lafley	For	For	Management
1.8	Elect Director Kenneth G. Langone	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 Sam Nunn	For	For	Management
1.12	Elect Director Roger S. Penske	For	For	Management
1.13	Elect Director Robert J. Swieringa	For	For	Management



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1.14	Elect	Director Douglas A. Warner III	For	For	Management
1.15	Elect	Director Robert C. Wright	For	For	Management
2	Ratify	Auditors	For	For	Management
3	Amend	Omnibus Stock Plan	For	For	Management
4	Provide	for Cumulative Voting	Against	Against	Shareholder
5	Eliminate	Animal Testing	Against	Against	Shareholder
6	Report	on Nuclear Fuel Storage Risks	Against	Against	Shareholder
7	Report	on PCB Clean-up	Against	Against	Shareholder
8	Report	on Foreign Outsourcing	Against	Against	Shareholder
9	Prepare	Sustainability Report	Against	Against	Shareholder
10	Limit	Composition of Management	Against	Against	Shareholder
		Development and Compensation Committee to			
		Independent Directors			
11	Report	on Pay Disparity	Against	Against	Shareholder
12	Limit	Awards to Executives	Against	Against	Shareholder
13	Limit	Board Service for Other Companies	Against	For	Shareholder
14	Separate	Chairman and CEO Positions	Against	Against	Shareholder
15	Hire	Advisor/Maximize Shareholder Value	Against	Against	Shareholder
16	Adopt	a Retention Ratio for Executives	Against	Against	Shareholder
		and Directors			
17	Require	70% to 80% Independent Board	Against	Against	Shareholder
18	Report	on Political	Against	Against	Shareholder
		Contributions/Activities			

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GENERAL MOTORS CORP.

Ticker: GM Security ID: 370442105  
 Meeting Date: JUN 2, 2004 Meeting Type: Annual  
 Record Date: APR 5, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Percy N. Barnevik	For	For	Management
1.2	Elect Director John H. Bryan	For	For	Management
1.3	Elect Director Armando M. Codina	For	For	Management
1.4	Elect Director George M.C. Fisher	For	For	Management
1.5	Elect Director Karen Katen	For	For	Management
1.6	Elect Director Kent Kresa	For	For	Management
1.7	Elect Director Alan G. Lafley	For	For	Management
1.8	Elect Director Philip A. Laskawy	For	For	Management
1.9	Elect Director E.Stanley O'Neal	For	For	Management
1.10	Elect Director Eckhard Pfeiffer	For	For	Management
1.11	Elect Director G.Richard Wagoner, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management
3	Prohibit Awards to Executives	Against	Against	Shareholder
4	Prohibit Awards to Executives	Against	Against	Shareholder
5	Separate Chairman and CEO Positions	Against	Against	Shareholder
6	Limit Composition of Committees to	Against	Against	Shareholder
	Independent Directors			
7	Report on Greenhouse Gas Emissions	Against	Against	Shareholder
8	Submit Severance Agreement	Against	For	Shareholder
	(Change-in-Control) to Shareholder Vote			
9	Establish Executive and Director Stock	Against	Against	Shareholder
	Ownership Guidelines			

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GENERAL MOTORS CORP.

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Ticker: GM Security ID: 370442105  
 Meeting Date: OCT 3, 2003 Meeting Type: Written Consent  
 Record Date: AUG 1, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Amend Articles	For	For	Management
2	Amend Articles	For	For	Management
3	Approve Hughes Split-Off	For	For	Management
4	Approve GM/News Stock Sale	For	For	Management
5	Approve News Stock Acquisition	For	For	Management
6	Amend Articles	For	For	Management

### GEORGIA-PACIFIC CORP.

Ticker: GP Security ID: 373298108  
 Meeting Date: MAY 4, 2004 Meeting Type: Annual  
 Record Date: MAR 10, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Barbara L. Bowles	For	Withhold	Management
1.2	Elect Director Donald V. Fites	For	Withhold	Management
1.3	Elect Director David R. Goode	For	Withhold	Management
1.4	Elect Director Karen N. Horn	For	For	Management
1.5	Elect Director William R. Johnson	For	For	Management
1.6	Elect Director James B. Williams	For	Withhold	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Ratify Auditors	For	For	Management

### GILLETTE CO., THE

Ticker: G Security ID: 375766102  
 Meeting Date: MAY 20, 2004 Meeting Type: Annual  
 Record Date: MAR 22, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Edward F. DeGraan	For	Withhold	Management
1.2	Elect Director Wilbur H. Gantz	For	Withhold	Management
1.3	Elect Director James M. Kiltz	For	Withhold	Management
1.4	Elect Director Jorge Paulo Lemann	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Declassify the Board of Directors	Against	For	Shareholder
5	Prohibit Auditor from Providing Non-Audit Services	Against	Against	Shareholder
6	Expense Stock Options	Against	For	Shareholder

### GOLDMAN SACHS GROUP, INC., THE

Ticker: GS Security ID: 38141G104  
 Meeting Date: MAR 31, 2004 Meeting Type: Annual  
 Record Date: FEB 2, 2004

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Lloyd C. Blankfein	For	For	Management
1.2	Elect Director Lord Browne Of Madingley	For	For	Management
1.3	Elect Director Claes Dahlback	For	For	Management
1.4	Elect Director James A. Johnson	For	For	Management
1.5	Elect Director Lois D. Juliber	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	Against	For	Shareholder

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### GUIDANT CORP.

Ticker: GDT Security ID: 401698105  
 Meeting Date: MAY 18, 2004 Meeting Type: Annual  
 Record Date: MAR 11, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Maurice A. Cox, Jr.	For	For	Management
1.2	Elect Director Nancy-Ann Min DeParle	For	For	Management
1.3	Elect Director Ronald W. Dollens	For	For	Management
1.4	Elect Director Enrique C. Falla	For	For	Management
1.5	Elect Director Kristina M. Johnson, Ph.D.	For	For	Management
2	Ratify Auditors	For	For	Management
3	Expense Stock Options	Against	For	Shareholder

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### HARLEY-DAVIDSON, INC.

Ticker: HDI Security ID: 412822108  
 Meeting Date: APR 24, 2004 Meeting Type: Annual  
 Record Date: MAR 10, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Barry K. Allen	For	For	Management
1.2	Elect Director Richard I. Beattie	For	For	Management
2	Amend Executive Incentive Bonus Plan	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Ratify Auditors	For	For	Management

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### HARTFORD FINANCIAL SERVICES GROUP, INC., THE

Ticker: HIG Security ID: 416515104  
 Meeting Date: MAY 20, 2004 Meeting Type: Annual  
 Record Date: MAR 22, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Ramani Ayer	For	For	Management
1.2	Elect Director Ronald E. Ferguson	For	For	Management
1.3	Elect Director Edward J. Kelly, III	For	For	Management
1.4	Elect Director Paul G. Kirk, Jr.	For	For	Management
1.5	Elect Director Thomas M. Marra	For	For	Management
1.6	Elect Director Gail J. McGovern	For	For	Management
1.7	Elect Director Robert W. Selander	For	For	Management
1.8	Elect Director Charles B. Strauss	For	For	Management

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1.9	Elect	Director	H. Patrick Swygert	For	For	Management
1.10	Elect	Director	Gordon I. Ulmer	For	For	Management
1.11	Elect	Director	David K. Zwiener	For	For	Management
2	Ratify	Auditors		For	For	Management
3	Limit	Executive Compensation		Against	Against	Shareholder

HCA, INC.

Ticker: HCA Security ID: 404119109  
 Meeting Date: MAY 27, 2004 Meeting Type: Annual  
 Record Date: APR 1, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director C. Michael Armstrong	For	For	Management
1.2	Elect Director Magdalena H. Averhoff, M.D.	For	For	Management
1.3	Elect Director Jack O. Bovender, Jr.	For	For	Management
1.4	Elect Director Richard M. Bracken	For	For	Management
1.5	Elect Director Martin Feldstein	For	For	Management
1.6	Elect Director Thomas F. Frist, Jr., M.D.	For	For	Management
1.7	Elect Director Frederick W. Gluck	For	For	Management
1.8	Elect Director Glenda A. Hatchett	For	For	Management
1.9	Elect Director Charles O. Holliday, Jr.	For	For	Management
1.10	Elect Director T. Michael Long	For	For	Management
1.11	Elect Director John H. McArthur	For	For	Management
1.12	Elect Director Kent C. Nelson	For	For	Management
1.13	Elect Director Frank S. Royal, M.D.	For	For	Management
1.14	Elect Director Harold T. Shapiro	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Management Stock Purchase Plan	For	For	Management

HEWLETT-PACKARD CO.

Ticker: HPQ Security ID: 428236103  
 Meeting Date: MAR 17, 2004 Meeting Type: Annual  
 Record Date: JAN 20, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director L.T. Babbio, Jr.	For	For	Management
1.2	Elect Director P.C. Dunn	For	For	Management
1.3	Elect Director C.S. Fiorina	For	For	Management
1.4	Elect Director R.A. Hackborn	For	For	Management
1.5	Elect Director G.A. Keyworth II	For	For	Management
1.6	Elect Director R.E. Knowling, Jr.	For	For	Management
1.7	Elect Director S.M. Litvack	For	Withhold	Management
1.8	Elect Director R.L. Ryan	For	For	Management
1.9	Elect Director L.S. Salhany	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Expense Stock Options	Against	For	Shareholder

HILTON HOTELS CORP.

## Edgar Filing: PROGRESSIVE RETURN FUND INC - Form N-PX

Ticker: HLT Security ID: 432848109  
 Meeting Date: MAY 27, 2004 Meeting Type: Annual  
 Record Date: MAR 29, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director A. Steven Crown	For	For	Management
1.2	Elect Director David Michels	For	For	Management
1.3	Elect Director John H. Myers	For	For	Management
1.4	Elect Director Donna F. Tuttle	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Approve Incentive Bonus Plan	For	For	Management
5	Declassify the Board of Directors	Against	For	Shareholder
6	Require Majority of Independent Directors on Board	Against	For	Shareholder

### HOME DEPOT, INC. (THE)

Ticker: HD Security ID: 437076102  
 Meeting Date: MAY 27, 2004 Meeting Type: Annual  
 Record Date: MAR 29, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gregory D. Brenneman	For	For	Management
1.2	Elect Director Richard H. Brown	For	For	Management
1.3	Elect Director John L. Clendenin	For	For	Management
1.4	Elect Director Berry R. Cox	For	For	Management
1.5	Elect Director Claudio X. Gonzalez	For	Withhold	Management
1.6	Elect Director Milledge A. Hart, III	For	For	Management
1.7	Elect Director Bonnie G. Hill	For	For	Management
1.8	Elect Director Kenneth G. Langone	For	For	Management
1.9	Elect Director Robert L. Nardelli	For	For	Management
1.10	Elect Director Roger S. Penske	For	For	Management
2	Ratify Auditors	For	For	Management
3	Establish Term Limits for Directors	Against	Against	Shareholder
4	Submit Shareholder Rights Plan (Poison Pill) to Shareholder Vote	Against	For	Shareholder
5	Performance- Based/Indexed Options	Against	For	Shareholder
6	Adopt ILO Based Code of Conduct	Against	Against	Shareholder
7	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	Against	For	Shareholder
8	Require Affirmative Vote of the Majority of the Shares to Elect Directors	Against	Against	Shareholder

### HONEYWELL INTERNATIONAL, INC.

Ticker: HON Security ID: 438516106  
 Meeting Date: APR 26, 2004 Meeting Type: Annual  
 Record Date: FEB 27, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James J. Howard	For	Withhold	Management
1.2	Elect Director Bruce Karatz	For	Withhold	Management
1.3	Elect Director Russell E. Palmer	For	Withhold	Management
1.4	Elect Director Ivan G. Seidenberg	For	Withhold	Management

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1.5	Elect Director Eric K. Shinseki	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	Against	For	Shareholder
4	Amend Vote Requirements to Amend Articles/Bylaws/Charter	Against	For	Shareholder
5	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	Against	For	Shareholder
6	Report on Pay Disparity	Against	Against	Shareholder
7	Provide for Cumulative Voting	Against	For	Shareholder

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HSBC HOLDINGS PLC

Ticker: Security ID: 404280406  
 Meeting Date: MAY 28, 2004 Meeting Type: Annual  
 Record Date: APR 14, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	TO RECEIVE THE REPORT AND ACCOUNTS FOR 2003	For	For	Management
2.1	Elect Director The Lord Butler	For	For	Management
2.2	Elect Director The Baroness Dunn	For	For	Management
2.3	Elect Director R A Fairhead	For	For	Management
2.4	Elect Director W K L Fung	For	For	Management
2.5	Elect Director M F Geoghegan	For	For	Management
2.6	Elect Director S Hintze	For	For	Management
2.7	Elect Director Sir John Kemp-Welch	For	For	Management
2.8	Elect Director Sir Mark Moody-Stuart	For	For	Management
2.9	Elect Director H Sohmen	For	For	Management
3	Ratify Auditors	For	For	Management
4	TO APPROVE THE DIRECTORS REMUNERATION REPORT FOR 2003	For	For	Management
5	TO AUTHORISE THE COMPANY TO PURCHASE ITS OWN ORDINARY SHARES	For	For	Management
6	TO AUTHORISE THE DIRECTORS TO ALLOT SHARES	For	For	Management
7	TO DISAPPLY PRE-EMPTION RIGHTS (SPECIAL RESOLUTION)	For	For	Management
8	TO INCREASE THE FEES PAYABLE TO EACH DIRECTOR TO 55,000 POUNDS PER ANNUM	For	For	Management

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ILLINOIS TOOL WORKS INC.

Ticker: ITW Security ID: 452308109  
 Meeting Date: MAY 7, 2004 Meeting Type: Annual  
 Record Date: MAR 9, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William F. Aldinger	For	For	Management
1.2	Elect Director Michael J. Birck	For	For	Management
1.3	Elect Director Marvin D. Brailsford	For	For	Management
1.4	Elect Director James R. Cantalupo	For	For	Management
1.5	Elect Director Susan Crown	For	For	Management
1.6	Elect Director Don H. Davis, Jr.	For	For	Management
1.7	Elect Director W. James Farrell	For	For	Management
1.8	Elect Director Robert C. McCormack	For	For	Management
1.9	Elect Director Robert S. Morrison	For	For	Management

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1.10	Elect	Director Harold B. Smith	For	For	Management
2	Ratify	Auditors	For	For	Management

### IMS HEALTH INC.

Ticker:           RX                           Security ID: 449934108  
Meeting Date: MAY 7, 2004   Meeting Type: Annual  
Record Date: MAR 5, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James D. Edwards	For	For	Management
1.2	Elect Director David M. Thomas	For	For	Management
1.3	Elect Director William C. Van Faasen	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	Against	For	Shareholder
4	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	Against	For	Shareholder

### INTEL CORP.

Ticker:           INTC                           Security ID: 458140100  
Meeting Date: MAY 19, 2004   Meeting Type: Annual  
Record Date: MAR 22, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Craig R. Barrett	For	For	Management
1.2	Elect Director Charlene Barshefsky	For	For	Management
1.3	Elect Director E. John P. Browne	For	For	Management
1.4	Elect Director Andrew S. Grove	For	For	Management
1.5	Elect Director D. James Guzy	For	Withhold	Management
1.6	Elect Director Reed E. Hundt	For	For	Management
1.7	Elect Director Paul S. Otellini	For	For	Management
1.8	Elect Director David S. Pottruck	For	For	Management
1.9	Elect Director Jane E. Shaw	For	For	Management
1.10	Elect Director John L. Thornton	For	For	Management
1.11	Elect Director David B. Yoffie	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Expense Stock Options	Against	For	Shareholder
5	Limit/Prohibit Awards to Executives	Against	For	Shareholder
6	Performance- Based/Indexed Options	Against	For	Shareholder

### INTERNATIONAL BUSINESS MACHINES CORP.

Ticker:           IBM                               Security ID: 459200101  
Meeting Date: APR 27, 2004   Meeting Type: Annual  
Record Date: FEB 27, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Cathleen Black	For	For	Management
1.2	Elect Director Kenneth I. Chenault	For	For	Management
1.3	Elect Director Carlos Ghosn	For	For	Management
1.4	Elect Director Nannerl O. Keohane	For	For	Management

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1.5	Elect	Director Charles F. Knight	For	For	Management
1.6	Elect	Director Lucio A. Noto	For	For	Management
1.7	Elect	Director Samuel J. Palmisano	For	For	Management
1.8	Elect	Director John B. Slaughter	For	For	Management
1.9	Elect	Director Joan E. Spero	For	For	Management
1.10	Elect	Director Sidney Taurel	For	For	Management
1.11	Elect	Director Charles M. Vest	For	For	Management
1.12	Elect	Director Lorenzo H. Zambrano	For	For	Management
2	Ratify	Auditors	For	For	Management
3	Ratify	Auditors for the Company's Business Consulting Services Unit	For	For	Management
4	Approve	Executive Incentive Bonus Plan	For	For	Management
5	Provide	for Cumulative Voting	Against	For	Shareholder
6	Amend	Pension and Retirement Medical Insurance Plans	Against	Against	Shareholder
7	Submit	Executive Compensation to Vote	Against	For	Shareholder
8	Expense	Stock Options	Against	For	Shareholder
9	Limit	Awards to Executives	Against	Against	Shareholder
10	China	Principles	Against	Against	Shareholder
11	Report	on Political Contributions/Activities	Against	Against	Shareholder
12	Report	on Executive Compensation	Against	Against	Shareholder

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### INTERNATIONAL PAPER CO.

Ticker: IP Security ID: 460146103  
 Meeting Date: MAY 11, 2004 Meeting Type: Annual  
 Record Date: MAR 17, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Martha F. Brooks	For	For	Management
1.2	Elect Director James A. Henderson	For	For	Management
1.3	Elect Director Robert D. Kennedy	For	For	Management
1.4	Elect Director W. Craig McClelland	For	Withhold	Management
1.5	Elect Director Robert M. Amen	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Amend Omnibus Stock Plan	For	For	Management
5	Limit Executive Compensation	Against	Against	Shareholder

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### JOHN HANCOCK FINANCIAL SERVICES, INC.

Ticker: JHF Security ID: 41014S106  
 Meeting Date: FEB 24, 2004 Meeting Type: Special  
 Record Date: JAN 2, 2004

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

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### JOHNSON & JOHNSON

Ticker: JNJ Security ID: 478160104  
 Meeting Date: APR 22, 2004 Meeting Type: Annual



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Record Date: FEB 24, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gerard N. Burrow	For	For	Management
1.2	Elect Director Mary S. Coleman	For	For	Management
1.3	Elect Director James G. Cullen	For	For	Management
1.4	Elect Director Robert J. Darretta	For	For	Management
1.5	Elect Director M. Judah Folkman	For	For	Management
1.6	Elect Director Ann D. Jordan	For	For	Management
1.7	Elect Director Arnold G. Langbo	For	For	Management
1.8	Elect Director Susan L. Lindquist	For	For	Management
1.9	Elect Director Leo F. Mullin	For	For	Management
1.10	Elect Director Steven S Reinemund	For	For	Management
1.11	Elect Director David Satcher	For	For	Management
1.12	Elect Director Henry B. Schacht	For	For	Management
1.13	Elect Director William C. Weldon	For	For	Management
2	Ratify Auditors	For	For	Management
3	Cease Charitable Contributions	Against	Against	Shareholder

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JPMORGAN CHASE & CO.

Ticker: JPM Security ID: 46625H100  
 Meeting Date: MAY 25, 2004 Meeting Type: Annual  
 Record Date: APR 2, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Merger Agreement	For	For	Management
2.1	Elect Director Hans W. Becherer	For	For	Management
2.2	Elect Director Frank A. Bennack, Jr.	For	For	Management
2.3	Elect Director John H. Biggs	For	For	Management
2.4	Elect Director Lawrence A. Bossidy	For	For	Management
2.5	Elect Director Ellen V. Futter	For	For	Management
2.6	Elect Director William H. Gray, III	For	For	Management
2.7	Elect Director William B. Harrison, Jr	For	For	Management
2.8	Elect Director Helene L. Kaplan	For	For	Management
2.9	Elect Director Lee R. Raymond	For	For	Management
2.10	Elect Director John R. Stafford	For	For	Management
3	Ratify Auditors	For	For	Management
4	Amend Executive Incentive Bonus Plan	For	For	Management
5	Adjourn Meeting	For	Against	Management
6	Establish Term Limits for Directors	Against	Against	Shareholder
7	Charitable Contributions	Against	Against	Shareholder
8	Political Contributions	Against	Against	Shareholder
9	Separate Chairman and CEO Positions	Against	For	Shareholder
10	Provide Adequate Disclosure for over the counter Derivatives	Against	Against	Shareholder
11	Auditor Independence	Against	Against	Shareholder
12	Submit Non-Employee Director Compensation to Vote	Against	Against	Shareholder
13	Report on Pay Disparity	Against	Against	Shareholder

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KIMBERLY-CLARK CORP.

Ticker: KMB Security ID: 494368103  
 Meeting Date: APR 29, 2004 Meeting Type: Annual  
 Record Date: MAR 1, 2004

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Pastora San Juan Cafferty	For	Withhold	Management
1.2	Elect Director Claudio X. Gonzalez	For	Withhold	Management
1.3	Elect Director Linda Johnson Rice	For	Withhold	Management
1.4	Elect Director Marc J. Shapiro	For	Withhold	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Submit Shareholder Rights Plan (Poison Pill) to Shareholder Vote	Against	For	Shareholder

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### KOHL'S CORP.

Ticker: KSS Security ID: 500255104  
 Meeting Date: APR 28, 2004 Meeting Type: Annual  
 Record Date: MAR 3, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Wayne Embry	For	For	Management
1.2	Elect Director John F. Herma	For	Withhold	Management
1.3	Elect Director R. Lawrence Montgomery	For	Withhold	Management
1.4	Elect Director Frank V. Sica	For	For	Management
2	Ratify Auditors	For	For	Management
3	Performance-Based Stock/Indexed Options	Against	For	Shareholder
4	Separate Chairman and CEO Positions	Against	For	Shareholder

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### KROGER CO., THE

Ticker: KR Security ID: 501044101  
 Meeting Date: JUN 24, 2004 Meeting Type: Annual  
 Record Date: APR 26, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John L. Clendenin	For	For	Management
1.2	Elect Director David B. Dillon	For	For	Management
1.3	Elect Director David B. Lewis	For	For	Management
1.4	Elect Director Don W. McGeorge	For	For	Management
1.5	Elect Director W. Rodney McMullen	For	For	Management
1.6	Elect Director Susan M. Phillips	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	Against	For	Shareholder
4	Separate Chairman and CEO Positions	Against	For	Shareholder
5	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	Against	Against	Shareholder

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### LEHMAN BROTHERS HOLDINGS INC.

Ticker: LEH Security ID: 524908100  
 Meeting Date: APR 2, 2004 Meeting Type: Annual  
 Record Date: FEB 13, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Roger S. Berlind	For	For	Management

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1.2	Elect	Director	Marsha Johnson Evans	For	For	Management
1.3	Elect	Director	Sir Christopher Gent	For	For	Management
1.4	Elect	Director	Dina Merrill	For	For	Management
2	Ratify	Auditors		For	For	Management

### LINEAR TECHNOLOGY CORP.

Ticker: LLTC                      Security ID: 535678106  
 Meeting Date: NOV 5, 2003      Meeting Type: Annual  
 Record Date: SEP 8, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert H. Swanson, Jr.	For	Withhold	Management
1.2	Elect Director David S. Lee	For	For	Management
1.3	Elect Director Leo T. McCarthy	For	For	Management
1.4	Elect Director Richard M. Moley	For	For	Management
1.5	Elect Director Thomas S. Volpe	For	For	Management
2	Ratify Auditors	For	For	Management

### LOCKHEED MARTIN CORP.

Ticker: LMT                      Security ID: 539830109  
 Meeting Date: APR 22, 2004      Meeting Type: Annual  
 Record Date: MAR 1, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director E.C. 'Pete' Aldridge, Jr.	For	For	Management
1.2	Elect Director Nolan D. Archibald	For	For	Management
1.3	Elect Director Norman R. Augustine	For	Withhold	Management
1.4	Elect Director Marcus C. Bennett	For	For	Management
1.5	Elect Director Vance D. Coffman	For	For	Management
1.6	Elect Director Gwendolyn S. King	For	For	Management
1.7	Elect Director Douglas H. McCorkindale	For	For	Management
1.8	Elect Director Eugene F. Murphy	For	For	Management
1.9	Elect Director Joseph W. Ralston	For	Withhold	Management
1.10	Elect Director Frank Savage	For	For	Management
1.11	Elect Director Anne Stevens	For	For	Management
1.12	Elect Director Robert J. Stevens	For	For	Management
1.13	Elect Director James R. Ukropina	For	For	Management
1.14	Elect Director Douglas C. Yearley	For	For	Management
2	Ratify Auditors	For	For	Management
3	Report on Executive Ties to Government	Against	Against	Shareholder
4	Submit Shareholder Rights Plan (Poison Pill) to Shareholder Vote	Against	Against	Shareholder
5	Prohibit Auditor from Providing Non-Audit Services	Against	Against	Shareholder
6	Develop Ethical Criteria for Military Contracts	Against	Against	Shareholder

### LOWE

Ticker: LOW                      Security ID: 548661107  
 Meeting Date: MAY 28, 2004      Meeting Type: Annual

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Record Date: APR 1, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Leonard L. Berry	For	For	Management
1.2	Elect Director Paul Fulton	For	For	Management
1.3	Elect Director Dawn E. Hudson	For	Withhold	Management
1.4	Elect Director Marshall O. Larsen	For	For	Management
1.5	Elect Director Robert A. Niblock	For	For	Management
1.6	Elect Director Stephen F. Page	For	For	Management
1.7	Elect Director O. Temple Sloan, Jr.	For	For	Management
1.8	Elect Director Robert L. Tillman	For	For	Management
2	Ratify Auditors	For	For	Management

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LSI LOGIC CORP.

Ticker: LSI Security ID: 502161102  
 Meeting Date: MAY 6, 2004 Meeting Type: Annual  
 Record Date: MAR 11, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Wilfred J. Corrigan	For	For	Management
1.2	Elect Director James H. Keyes	For	For	Management
1.3	Elect Director Malcolm R. Currie	For	For	Management
1.4	Elect Director T.Z. Chu	For	For	Management
1.5	Elect Director R. Douglas Norby	For	For	Management
1.6	Elect Director Matthew J. O'Rourke	For	For	Management
1.7	Elect Director Gregorio Reyes	For	For	Management
1.8	Elect Director Larry W. Sonsini	For	For	Management
2	Amend Employee Stock Purchase Plan	For	Against	Management
3	Amend Employee Stock Purchase Plan	For	For	Management
4	Approve/Amend Executive Incentive Bonus Plan	For	For	Management
5	Ratify Auditors	For	For	Management

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MARATHON OIL CORP

Ticker: MRO Security ID: 565849106  
 Meeting Date: APR 28, 2004 Meeting Type: Annual  
 Record Date: MAR 1, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Charles F. Bolden, Jr.	For	For	Management
1.2	Elect Director Charles R. Lee	For	For	Management
1.3	Elect Director Dennis H. Reilley	For	For	Management
1.4	Elect Director Thomas J. Usher	For	For	Management
2	Ratify Auditors	For	For	Management
3	Report on Greenhouse Gas Emissions	Against	For	Shareholder
4	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	Against	For	Shareholder

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MARRIOTT INTERNATIONAL INC. (NEW)

Ticker: MAR Security ID: 571903202

## Edgar Filing: PROGRESSIVE RETURN FUND INC - Form N-PX

Meeting Date: APR 30, 2004 Meeting Type: Annual

Record Date: MAR 8, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Lawrence W. Kellner	For	For	Management
1.2	Elect Director John W. Marriott III	For	For	Management
1.3	Elect Director Harry J. Pearce	For	For	Management
2	Ratify Auditors	For	For	Management
3	Provide for Cumulative Voting	Against	For	Shareholder

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### MARSH & MCLENNAN COMPANIES, INC.

Ticker: MMC Security ID: 571748102

Meeting Date: MAY 20, 2004 Meeting Type: Annual

Record Date: MAR 22, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Lewis W. Bernard	For	For	Management
1.2	Elect Director Mathis Cabiallavetta	For	For	Management
1.3	Elect Director Zachary W. Carter	For	For	Management
1.4	Elect Director Robert F. Erburu	For	For	Management
1.5	Elect Director Oscar Fanjul	For	For	Management
1.6	Elect Director Ray J. Groves	For	For	Management
2	Ratify Auditors	For	For	Management

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### MASCO CORP.

Ticker: MAS Security ID: 574599106

Meeting Date: MAY 11, 2004 Meeting Type: Annual

Record Date: MAR 15, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Peter A. Dow	For	For	Management
1.2	Elect Director Anthony F. Earley, Jr.	For	For	Management
1.3	Elect Director Wayne B. Lyon	For	For	Management
1.4	Elect Director David L. Johnston	For	For	Management
1.5	Elect Director J. Michael Losh	For	For	Management
2	Approve Executive Incentive Bonus Plan	For	For	Management
3	Ratify Auditors	For	For	Management

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### MATTEL, INC.

Ticker: MAT Security ID: 577081102

Meeting Date: MAY 13, 2004 Meeting Type: Annual

Record Date: MAR 17, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Eugene P. Beard	For	For	Management
1.2	Elect Director Michael J. Dolan	For	For	Management
1.3	Elect Director Robert A. Eckert	For	For	Management
1.4	Elect Director Tully M. Friedman	For	For	Management
1.5	Elect Director Ronald M. Loeb	For	For	Management
1.6	Elect Director Andrea L. Rich	For	For	Management

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1.7	Elect	Director Ronald L. Sargent	For	For	Management
1.8	Elect	Director Christopher A. Sinclair	For	For	Management
1.9	Elect	Director G. Craig Sullivan	For	For	Management
1.10	Elect	Director John L. Vogelstein	For	For	Management
1.11	Elect	Director Kathy Brittain White	For	For	Management
2	Ratify	Auditors	For	For	Management
3	Limit	Awards to Executives	Against	Against	Shareholder
4	Prohibit	Auditor from Providing Non-Audit Services	Against	Against	Shareholder

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### MAXIM INTEGRATED PRODUCTS, INC.

Ticker:           MXIM                   Security ID: 57772K101  
Meeting Date: NOV 13, 2003   Meeting Type: Annual  
Record Date:   SEP 15, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James R. Bergman	For	For	Management
1.2	Elect Director John F. Gifford	For	Withhold	Management
1.3	Elect Director B. Kipling Hagopian	For	For	Management
1.4	Elect Director M. D. Sampels	For	For	Management
1.5	Elect Director A. R. Frank Wazzan	For	For	Management
2	Amend Stock Option Plan	For	Against	Management
3	Amend Employee Stock Purchase Plan	For	For	Management
4	Ratify Auditors	For	For	Management

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### MAY DEPARTMENT STORES CO., THE

Ticker:           MAY                   Security ID: 577778103  
Meeting Date: MAY 21, 2004   Meeting Type: Annual  
Record Date:   APR 2, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Eugene S. Kahn	For	Withhold	Management
1.2	Elect Director Helene L. Kaplan	For	Withhold	Management
1.3	Elect Director James M. Kilts	For	Withhold	Management
1.4	Elect Director Russell E. Palmer	For	Withhold	Management
1.5	Elect Director William P. Stiritz	For	Withhold	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	Declassify the Board of Directors	Against	For	Shareholder

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### MBNA CORP.

Ticker:           KRB                   Security ID: 55262L100  
Meeting Date: MAY 3, 2004   Meeting Type: Annual  
Record Date:   FEB 13, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James H. Berick	For	Withhold	Management
1.2	Elect Director Benjamin R. Civiletti	For	Withhold	Management
1.3	Elect Director Bruce L. Hammonds	For	Withhold	Management

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1.4	Elect	Director	William L. Jews	For	For	Management
1.5	Elect	Director	Randolph D. Lerner	For	Withhold	Management
1.6	Elect	Director	Stuart L. Markowitz	For	For	Management
1.7	Elect	Director	William B. Milstead	For	For	Management
2	Ratify		Auditors	For	For	Management
3	Expense		Stock Options	Against	For	Shareholder
4	Require		Majority of Independent Directors	Against	For	Shareholder
			on Board			

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### MCDONALD'S CORP.

Ticker: MCD Security ID: 580135101  
 Meeting Date: MAY 20, 2004 Meeting Type: Annual  
 Record Date: MAR 22, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Edward A. Brennan	For	For	Management
1.2	Elect Director Walter E. Massey	For	For	Management
1.3	Elect Director John W. Rogers, Jr.	For	For	Management
1.4	Elect Director Anne-Marie Slaughter	For	For	Management
1.5	Elect Director Roger W. Stone	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Approve/Amend Executive Incentive Bonus Plan	For	For	Management

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### MEDCO HEALTH SOLUTIONS INC

Ticker: MHS Security ID: 58405U102  
 Meeting Date: APR 21, 2004 Meeting Type: Annual  
 Record Date: MAR 10, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director David B. Snow, Jr.	For	For	Management
1.2	Elect Director Howard W. Barker, Jr.	For	For	Management
1.3	Elect Director Brian L. Strom, Md, Mph	For	For	Management
2	Ratify Auditors	For	For	Management

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### MELLON FINANCIAL CORP.

Ticker: MEL Security ID: 58551A108  
 Meeting Date: APR 20, 2004 Meeting Type: Annual  
 Record Date: FEB 6, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jared L. Cohon	For	For	Management
1.2	Elect Director Ira J. Gumberg	For	For	Management
1.3	Elect Director Martin G. Mcguinn	For	For	Management
1.4	Elect Director David S. Shapira	For	For	Management
1.5	Elect Director John P. Surma	For	For	Management
1.6	Elect Director Edward J. Mcaniff	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

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MERCK & CO., INC.

Ticker: MRK Security ID: 589331107  
 Meeting Date: APR 27, 2004 Meeting Type: Annual  
 Record Date: FEB 24, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Peter C. Wendell	For	For	Management
1.2	Elect Director William G. Bowen	For	For	Management
1.3	Elect Director William M. Daley	For	For	Management
1.4	Elect Director Thomas E. Shenk	For	For	Management
1.5	Elect Director Wendell P. Weeks	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	For	For	Management
4	Prohibit Awards to Executives	Against	Against	Shareholder
5	Develop Ethical Criteria for Patent Extension	Against	Against	Shareholder
6	Link Executive Compensation to Social Issues	Against	Against	Shareholder
7	Report on Political Contributions	Against	Against	Shareholder
8	Report on Operational Impact of HIV/AIDS, TB, and Malaria Pandemic	Against	Against	Shareholder

MERRILL LYNCH & CO., INC.

Ticker: MER Security ID: 590188108  
 Meeting Date: APR 23, 2004 Meeting Type: Annual  
 Record Date: FEB 24, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director David K. Newbigging	For	For	Management
1.2	Elect Director Joseph W. Prueher	For	For	Management
2	Ratify Auditors	For	For	Management
3	Restore or Provide for Cumulative Voting	Against	For	Shareholder
4	Separate Chairman and CEO Positions	Against	For	Shareholder

METLIFE, INC

Ticker: MET Security ID: 59156R108  
 Meeting Date: APR 27, 2004 Meeting Type: Annual  
 Record Date: MAR 1, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Curtis H. Barnette	For	For	Management
1.2	Elect Director John C. Danforth	For	Withhold	Management
1.3	Elect Director Burton A. Dole, Jr.	For	For	Management
1.4	Elect Director Harry P. Kamen	For	Withhold	Management
1.5	Elect Director Charles M. Leighton	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Approve Non-Employee Director Omnibus Stock Plan	For	For	Management



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5	Ratify Auditors	For	For	Management
6	Limit Executive Compensation	Against	Against	Shareholder

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MICRON TECHNOLOGY, INC.

Ticker: MU Security ID: 595112103  
 Meeting Date: NOV 21, 2003 Meeting Type: Annual  
 Record Date: SEP 22, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Steven R. Appleton	For	For	Management
1.2	Elect Director James W. Bagley	For	For	Management
1.3	Elect Director Robert A. Lothrop	For	For	Management
1.4	Elect Director Thomas T. Nicholson	For	For	Management
1.5	Elect Director Gordon C. Smith	For	For	Management
1.6	Elect Director William P. Weber	For	For	Management
2	Amend Employee Stock Purchase Plan	For	For	Management
3	Amend Stock Option Plan	For	For	Management
4	Ratify Auditors	For	For	Management

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MICROSOFT CORP.

Ticker: MSFT Security ID: 594918104  
 Meeting Date: NOV 11, 2003 Meeting Type: Annual  
 Record Date: SEP 12, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William H. Gates, III	For	For	Management
1.2	Elect Director Steven A. Ballmer	For	For	Management
1.3	Elect Director James I. Cash, Jr., Ph.D.	For	For	Management
1.4	Elect Director Raymond V. Gilmartin	For	For	Management
1.5	Elect Director Ann McLaughlin Korologos	For	For	Management
1.6	Elect Director David F. Marquardt	For	For	Management
1.7	Elect Director Charles H. Noski	For	For	Management
1.8	Elect Director Dr. Helmut Panke	For	For	Management
1.9	Elect Director Wm. G. Reed, Jr.	For	For	Management
1.10	Elect Director Jon A. Shirley	For	Withhold	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Amend Non-Employee Director Stock Option Plan	For	For	Management
4	Refrain from Giving Charitable Contributions	Against	Against	Shareholder

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MONSANTO CO.

Ticker: MON Security ID: 61166W101  
 Meeting Date: JAN 29, 2004 Meeting Type: Annual  
 Record Date: DEC 1, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Frank V. Atlee III	For	For	Management
1.2	Elect Director Gwendolyn S. King	For	For	Management
1.3	Elect Director Sharon R. Long, Ph.D.	For	For	Management

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2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Report on Impact of Genetically Engineered Seed	Against	Against	Shareholder
5	Report on Export of Hazardous Pesticides	Against	Against	Shareholder
6	Submit Shareholder Rights Plan (Poison Pill) to Shareholder Vote	Against	For	Shareholder

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### MORGAN STANLEY

Ticker: MWD Security ID: 617446448  
 Meeting Date: APR 20, 2004 Meeting Type: Annual  
 Record Date: FEB 20, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John W. Madigan	For	Withhold	Management
1.2	Elect Director Dr. Klaus Zumwinkel	For	For	Management
1.3	Elect Director Sir Howard Davies	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	Against	For	Shareholder
4	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	Against	For	Shareholder
5	Report on Political Contributions/Activities	Against	Against	Shareholder

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### MOTOROLA, INC.

Ticker: MOT Security ID: 620076109  
 Meeting Date: MAY 3, 2004 Meeting Type: Annual  
 Record Date: MAR 5, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Edward Zander	For	For	Management
1.2	Elect Director H. Laurence Fuller	For	For	Management
1.3	Elect Director Judy Lewent	For	For	Management
1.4	Elect Director Walter Massey	For	For	Management
1.5	Elect Director Nicholas Negroponte	For	For	Management
1.6	Elect Director Indra Nooyi	For	For	Management
1.7	Elect Director John Pepper, Jr.	For	For	Management
1.8	Elect Director Samuel Scott III	For	For	Management
1.9	Elect Director Douglas Warner III	For	For	Management
1.10	Elect Director John White	For	For	Management
1.11	Elect Director Mike Zafirovski	For	For	Management
2	Limit Executive Compensation	Against	Against	Shareholder
3	Limit Awards to Executives	Against	Against	Shareholder

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### NATIONAL CITY CORP.

Ticker: NCC Security ID: 635405103  
 Meeting Date: APR 27, 2004 Meeting Type: Annual  
 Record Date: MAR 5, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1.1	Elect	Director	John E. Barfield	For	For	Management
1.2	Elect	Director	James S. Broadhurst	For	For	Management
1.3	Elect	Director	John W. Brown	For	For	Management
1.4	Elect	Director	Christopher M. Connor	For	For	Management
1.5	Elect	Director	David A. Daberko	For	For	Management
1.6	Elect	Director	Joseph T. Gorman	For	For	Management
1.7	Elect	Director	Bernadine P. Healy	For	For	Management
1.8	Elect	Director	Paul A. Ormond	For	For	Management
1.9	Elect	Director	Robert A. Paul	For	For	Management
1.10	Elect	Director	Gerald L. Shaheen	For	For	Management
1.11	Elect	Director	Jerry Sue Thornton	For	For	Management
1.12	Elect	Director	Morry Weiss	For	For	Management
2	Approve	Omnibus	Stock Plan	For	For	Management
3	Amend	Executive	Incentive Bonus Plan	For	For	Management
4	Ratify	Auditors		For	For	Management

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### NEXTEL COMMUNICATIONS, INC.

Ticker: NXTL Security ID: 65332V103

Meeting Date: MAY 27, 2004 Meeting Type: Annual

Record Date: APR 2, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Keith J. Bane	For	For	Management
1.2	Elect Director V. Janet Hill	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Employee Stock Purchase Plan	For	For	Management

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### NIKE, INC.

Ticker: NKE Security ID: 654106103

Meeting Date: SEP 22, 2003 Meeting Type: Annual

Record Date: JUL 25, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Thomas E. Clarke as Class A Director	For	For	Management
1.2	Elect Director Ralph D. DeNunzio as Class A Director	For	For	Management
1.3	Elect Director Richard K. Donahue as Class A Director	For	Withhold	Management
1.4	Elect Director Delbert J. Hayes as Class A Director	For	For	Management
1.5	Elect Director Douglas G. Houser as Class A Director	For	For	Management
1.6	Elect Director Jeanne P. Jackson as Class A Director	For	For	Management
1.7	Elect Director Philip H. Knight as Class A Director	For	For	Management
1.8	Elect Director Charles W. Robinson as Class A Director	For	For	Management
1.9	Elect Director John R. Thompson, Jr. as Class A Director	For	Withhold	Management
1.10	Elect Director Jill K. Conway as Class B Director	For	For	Management
1.11	Elect Director Alan B. Graf, Jr. as Class	For	For	Management

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	B Director			
1.12	Elect Director John E. Jaqua as Class B Director	For	For	Management
1.13	Elect Director A. Michael Spence as Class B Director	For	For	Management
2	Amend Omnibus Stock Plan	For	Against	Management
3	Ratify Auditors	For	For	Management

### OMNICOM GROUP INC.

Ticker: OMC                      Security ID: 681919106  
 Meeting Date: MAY 25, 2004      Meeting Type: Annual  
 Record Date: APR 9, 2004

#	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 Robert Charles Clark	For	For	Management
1.4	Elect Director Leonard S. Coleman, Jr.	For	For	Management
1.5	Elect Director Errol M. Cook	For	For	Management
1.6	Elect Director Susan S. Denison	For	For	Management
1.7	Elect Director Michael A. Henning	For	For	Management
1.8	Elect Director John R. Murphy	For	For	Management
1.9	Elect Director John R. Purcell	For	For	Management
1.10	Elect Director Linda Johnson Rice	For	For	Management
1.11	Elect Director Gary L. Roubos	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Non-Employee Director Stock Option Plan	For	For	Management

### ORACLE CORP.

Ticker: ORCL                      Security ID: 68389X105  
 Meeting Date: OCT 13, 2003      Meeting Type: Annual  
 Record Date: AUG 21, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Lawrence J. Ellison	For	For	Management
1.2	Elect Director Donald L. Lucas	For	For	Management
1.3	Elect Director Michael J. Boskin	For	For	Management
1.4	Elect Director Jeffrey O. Henley	For	For	Management
1.5	Elect Director Jack F. Kemp	For	For	Management
1.6	Elect Director Jeffrey Berg	For	For	Management
1.7	Elect Director Safra Catz	For	For	Management
1.8	Elect Director Hector Garcia-Molina	For	For	Management
1.9	Elect Director Joseph A. Grundfest	For	For	Management
1.10	Elect Director H. Raymond Bingham	For	For	Management
2	Approve Executive Incentive Bonus Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Amend Non-Employee Director Omnibus Stock Plan	For	For	Management
5	Implement China Principles	Against	Against	Shareholder

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PAYCHEX, INC.

Ticker: PAYX Security ID: 704326107  
 Meeting Date: OCT 2, 2003 Meeting Type: Annual  
 Record Date: AUG 4, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director B. Thomas Golisano	For	Withhold	Management
1.2	Elect Director Betsy S. Atkins	For	For	Management
1.3	Elect Director G. Thomas Clark	For	Withhold	Management
1.4	Elect Director David J. S. Flaschen	For	For	Management
1.5	Elect Director Phillip Horsley	For	For	Management
1.6	Elect Director Grant M. Inman	For	For	Management
1.7	Elect Director J. Robert Sebo	For	Withhold	Management
1.8	Elect Director Joseph M. Tucci	For	Withhold	Management

PEPSI BOTTLING GROUP, INC., THE

Ticker: PBG Security ID: 713409100  
 Meeting Date: MAY 26, 2004 Meeting Type: Annual  
 Record Date: MAR 29, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Linda G. Alvarado	For	For	Management
1.2	Elect Director Barry H. Beracha	For	For	Management
1.3	Elect Director John T. Cahill	For	For	Management
1.4	Elect Director Ira D. Hall	For	For	Management
1.5	Elect Director Thomas H. Kean	For	For	Management
1.6	Elect Director Susan D. Kronick	For	For	Management
1.7	Elect Director Blythe J. McGarvie	For	For	Management
1.8	Elect Director Margaret D. Moore	For	For	Management
1.9	Elect Director Rogelio Rebolledo	For	For	Management
1.10	Elect Director Clay G. Small	For	For	Management
2	Approve Omnibus Stock Plan	For	Against	Management
3	Ratify Auditors	For	For	Management

PEPSICO, INC.

Ticker: PEP Security ID: 713448108  
 Meeting Date: MAY 5, 2004 Meeting Type: Annual  
 Record Date: MAR 12, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John F. Akers	For	For	Management
1.2	Elect Director Robert E. Allen	For	For	Management
1.3	Elect Director Ray L. Hunt	For	For	Management
1.4	Elect Director Arthur C. Martinez	For	For	Management
1.5	Elect Director Indra K. Nooyi	For	For	Management
1.6	Elect Director Franklin D. Raines	For	For	Management
1.7	Elect Director Steven S. Reinemund	For	For	Management
1.8	Elect Director Sharon Percy Rockefeller	For	For	Management
1.9	Elect Director James J. Schiro	For	For	Management
1.10	Elect Director Franklin A. Thomas	For	For	Management
1.11	Elect Director Cynthia M. Trudell	For	For	Management
1.12	Elect Director Solomon D. Trujillo	For	For	Management
1.13	Elect Director Daniel Vasella	For	For	Management

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2	Ratify Auditors	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Report on Political Contributions/Activities	Against	Against	Shareholder
5	Report on Operational Impact of HIV/AIDS, TB, and Malaria Pandemic	Against	Against	Shareholder

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PFIZER INC.

Ticker: PFE Security ID: 717081103  
 Meeting Date: APR 22, 2004 Meeting Type: Annual  
 Record Date: FEB 27, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael S. Brown	For	For	Management
1.2	Elect Director M. Anthony Burns	For	For	Management
1.3	Elect Director Robert N. Burt	For	For	Management
1.4	Elect Director W. Don Cornwell	For	For	Management
1.5	Elect Director William H. Gray III	For	For	Management
1.6	Elect Director Constance J. Horner	For	For	Management
1.7	Elect Director William R. Howell	For	For	Management
1.8	Elect Director Stanley O. Ikenberry	For	For	Management
1.9	Elect Director George A. Lorch	For	For	Management
1.10	Elect Director Henry A. Mckinnell	For	For	Management
1.11	Elect Director Dana G. Mead	For	For	Management
1.12	Elect Director Franklin D. Raines	For	For	Management
1.13	Elect Director Ruth J. Simmons	For	For	Management
1.14	Elect Director William C. Steere, Jr.	For	For	Management
1.15	Elect Director Jean-Paul Valles	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Report on Operational Impact of HIV/AIDS, TB, and Malaria Pandemic	Against	Against	Shareholder
5	Cease Political Contributions/Activities	Against	Against	Shareholder
6	Report on Political Contributions/Activities	Against	Against	Shareholder
7	Establish Term Limits for Directors	Against	Against	Shareholder
8	Report on Drug Pricing	Against	Against	Shareholder
9	Limit Awards to Executives	Against	Against	Shareholder
10	Amend Animal Testing Policy	Against	Against	Shareholder

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PIPER JAFFRAY COS

Ticker: PJC Security ID: 724078100  
 Meeting Date: APR 28, 2004 Meeting Type: Annual  
 Record Date: MAR 3, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Andrew S. Duff	For	For	Management
1.2	Elect Director Samuel L. Kaplan	For	For	Management
1.3	Elect Director Frank L. Sims	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

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PROCTER & GAMBLE COMPANY, THE

Ticker: PG Security ID: 742718109  
 Meeting Date: OCT 14, 2003 Meeting Type: Annual  
 Record Date: AUG 1, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Norman R. Augustine	For	For	Management
1.2	Elect Director A.G. Lafley	For	For	Management
1.3	Elect Director Johnathan A. Rodgers	For	For	Management
1.4	Elect Director John F. Smith, Jr.	For	For	Management
1.5	Elect Director Margaret C. Whitman	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Non-Employee Director Omnibus Stock Plan	For	Against	Management
4	Declassify the Board of Directors	Against	For	Shareholder
5	Label Genetically Engineered Foods	Against	Against	Shareholder

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PROGRESS ENERGY, INC.

Ticker: PGN Security ID: 743263105  
 Meeting Date: MAY 12, 2004 Meeting Type: Annual  
 Record Date: MAR 5, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Charles Coker	For	For	Management
1.2	Elect Director Robert McGehee	For	For	Management
1.3	Elect Director E. Marie McKee	For	For	Management
1.4	Elect Director Peter Rummell	For	For	Management
1.5	Elect Director Jean Wittner	For	For	Management
2	Prohibit Awards to Executives	Against	Against	Shareholder

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PUBLIC SERVICE ENTERPRISE GROUP INC.

Ticker: PEG Security ID: 744573106  
 Meeting Date: APR 20, 2004 Meeting Type: Annual  
 Record Date: FEB 20, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Albert R. Gamper, Jr.	For	For	Management
1.2	Elect Director Ernest H. Drew	For	For	Management
1.3	Elect Director William V. Hickey	For	For	Management
1.4	Elect Director Richard J. Swift	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Require Two Candidates for Each Board Seat	Against	Against	Shareholder

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QUALCOMM INC.

Ticker: QCOM Security ID: 747525103  
 Meeting Date: MAR 2, 2004 Meeting Type: Annual

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Record Date: JAN 2, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Adelia A. Coffman	For	Withhold	Management
1.2	Elect Director Raymond V. Dittamore	For	For	Management
1.3	Elect Director Irwin Mark Jacobs	For	For	Management
1.4	Elect Director Richard Sulpizio	For	For	Management
2	Amend Stock Option Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Declassify the Board of Directors	Against	For	Shareholder

### RAYTHEON CO.

Ticker: RTN Security ID: 755111507  
 Meeting Date: MAY 5, 2004 Meeting Type: Annual  
 Record Date: MAR 8, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John M. Deutch	For	For	Management
1.2	Elect Director Michael C. Ruettgers	For	For	Management
1.3	Elect Director William R. Spivey	For	For	Management
1.4	Elect Director William H. Swanson	For	For	Management
1.5	Elect Director Linda G. Stuntz	For	For	Management
2	Ratify Auditors	For	For	Management
3	Develop Ethical Criteria for Military Contracts	Against	Against	Shareholder
4	Submit Shareholder Rights Plan (Poison Pill) to Shareholder Vote	Against	For	Shareholder
5	Declassify the Board of Directors	Against	For	Shareholder
6	Implement MacBride Principles	Against	Against	Shareholder
7	Expense Stock Options	Against	For	Shareholder
8	Submit Executive Pension Benefit to Vote	Against	For	Shareholder
9	Limit Executive Compensation	Against	Against	Shareholder

### RELIANT ENERGY INC.

Ticker: RRI Security ID: 75952B105  
 Meeting Date: JUN 2, 2004 Meeting Type: Annual  
 Record Date: APR 7, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Laree E. Perez	For	For	Management
1.2	Elect Director William L. Transier	For	For	Management
2	Ratify Auditors	For	For	Management
3	Adopt Executive Retention Ratio	Against	Against	Shareholder

### ROHM AND HAAS CO.

Ticker: ROH Security ID: 775371107  
 Meeting Date: MAY 3, 2004 Meeting Type: Annual  
 Record Date: MAR 5, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1.1	Elect	Director William J. Avery	For	For	Management
1.2	Elect	Director J. Michael Fitzpatrick	For	For	Management
1.3	Elect	Director Earl G. Graves, Sr.	For	For	Management
1.4	Elect	Director Raj L. Gupta	For	For	Management
1.5	Elect	Director David W. Haas	For	For	Management
1.6	Elect	Director Thomas W. Haas	For	For	Management
1.7	Elect	Director James A. Henderson	For	For	Management
1.8	Elect	Director Richard L. Keyser	For	For	Management
1.9	Elect	Director Jorge P. Montoya	For	For	Management
1.10	Elect	Director Sandra O. Moose	For	For	Management
1.11	Elect	Director Gilbert S. Omenn	For	For	Management
1.12	Elect	Director Gary L. Rogers	For	For	Management
1.13	Elect	Director Ronaldo H. Schmitz	For	For	Management
1.14	Elect	Director Marna C. Whittington	For	For	Management
2	Approve	Executive Incentive Bonus Plan	For	For	Management
3	Approve	Executive Incentive Bonus Plan	For	For	Management
4	Amend	Omnibus Stock Plan	For	For	Management
5	Ratify	Auditors	For	For	Management
6	Other	Business	For	Against	Management

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### SAFEWAY INC.

Ticker:            SWY                            Security ID: 786514208  
Meeting Date: MAY 20, 2004    Meeting Type: Annual  
Record Date:  MAR 25, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Steven A. Burd	For	Withhold	Management
1.2	Elect Director Robert I. MacDonnell	For	For	Management
1.3	Elect Director William Y. Tauscher	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	For	For	Management
4	Approve Repricing of Options	For	For	Management
5	Amend Bylaws to Require Independent Director as Chairman of the Board	Against	For	Shareholder
6	Provide for Cumulative Voting	Against	For	Shareholder
7	Report on Genetically Modified Organisms (GMO)	Against	Against	Shareholder
8	Prepare Sustainability Report	Against	For	Shareholder
9	Report on Political Contributions	Against	Against	Shareholder
10	Expense Stock Options	Against	For	Shareholder

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### SARA LEE CORP.

Ticker:            SLE                            Security ID: 803111103  
Meeting Date: OCT 30, 2003    Meeting Type: Annual  
Record Date:  SEP 2, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director J.T. Battenberg III	For	For	Management
1.2	Elect Director Charles W. Coker	For	For	Management
1.3	Elect Director James S. Crown	For	For	Management
1.4	Elect Director Willie D. Davis	For	For	Management
1.5	Elect Director Vernon E. Jordan, Jr.	For	For	Management
1.6	Elect Director Laurette T. Koellner	For	For	Management
1.7	Elect Director Cornelis J.A. Van Lede	For	For	Management

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1.8	Elect Director Joan D. Manley	For	For	Management
1.9	Elect Director Cary D. McMillan	For	For	Management
1.10	Elect Director C. Steven McMillan	For	For	Management
1.11	Elect Director Rozanne L. Ridgway	For	For	Management
1.12	Elect Director Richard L. Thomas	For	For	Management
2	Ratify Auditors	For	For	Management
3	Report on Charitable Contributions	Against	Against	Shareholder
4	Implement and Monitor Code of Corporate Conduct - ILO Standards	Against	Against	Shareholder

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### SBC COMMUNICATIONS INC.

Ticker: SBC Security ID: 78387G103  
 Meeting Date: APR 30, 2004 Meeting Type: Annual  
 Record Date: MAR 2, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James E. Barnes	For	For	Management
1.2	Elect Director James A. Henderson	For	For	Management
1.3	Elect Director John B. McCoy	For	For	Management
1.4	Elect Director S. Donley Ritchey	For	For	Management
1.5	Elect Director Joyce M. Roche	For	For	Management
1.6	Elect Director Patricia P. Upton	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Bylaws	For	For	Management
4	Report on Political Contributions/Activities	Against	Against	Shareholder
5	Change Size of Board of Directors	Against	Against	Shareholder

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### SCHERING-PLOUGH CORP.

Ticker: SGP Security ID: 806605101  
 Meeting Date: APR 27, 2004 Meeting Type: Annual  
 Record Date: MAR 5, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Fred Hassan	For	For	Management
1.2	Elect Director Philip Leder, M.D.	For	For	Management
1.3	Elect Director Eugene R. McGrath	For	For	Management
1.4	Elect Director Richard de J. Osborne	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management

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### SCHLUMBERGER LTD.

Ticker: SLB Security ID: 806857108  
 Meeting Date: APR 14, 2004 Meeting Type: Annual  
 Record Date: FEB 25, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director J. Deutch	For	For	Management
1.2	Elect Director J.S. Gorelick	For	For	Management
1.3	Elect Director A. Gould	For	For	Management

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1.4	Elect	Director T. Isaac	For	For	Management
1.5	Elect	Director A. Lajous	For	For	Management
1.6	Elect	Director A. Levy-Lang	For	For	Management
1.7	Elect	Director D. Primat	For	For	Management
1.8	Elect	Director T. Sandvold	For	For	Management
1.9	Elect	Director N. Seydoux	For	For	Management
1.10	Elect	Director L.G. Stuntz	For	For	Management
2	ADOPTION AND APPROVAL OF FINANCIALS AND DIVIDENDS		For	For	Management
3	APPROVAL OF ADOPTION OF THE 2004 STOCK AND DEFERRAL PLAN FOR NON-EMPLOYEE DIRECTORS		For	For	Management
4	APPROVAL OF AUDITORS		For	For	Management

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### SEARS, ROEBUCK & CO.

Ticker: S Security ID: 812387108  
 Meeting Date: MAY 13, 2004 Meeting Type: Annual  
 Record Date: MAR 15, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William L. Bax	For	For	Management
1.2	Elect Director Donald J. Carty	For	Withhold	Management
1.3	Elect Director Alan J. Lacy	For	Withhold	Management
1.4	Elect Director Hugh B. Price	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	Against	For	Shareholder
4	Submit Shareholder Rights Plan (Poison Pill) to Shareholder Vote	Against	For	Shareholder
5	Establish Other Board Committee	Against	For	Shareholder

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### SOLELECTRON CORP.

Ticker: SLR Security ID: 834182107  
 Meeting Date: JAN 7, 2004 Meeting Type: Annual  
 Record Date: NOV 18, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William A. Hasler	For	For	Management
1.2	Elect Director Michael R. Cannon	For	For	Management
1.3	Elect Director Richard A. D'Amore	For	For	Management
1.4	Elect Director Heinz Fridrich	For	For	Management
1.5	Elect Director William R. Graber	For	For	Management
1.6	Elect Director Dr. Paul R. Low	For	For	Management
1.7	Elect Director C. Wesley M. Scott	For	For	Management
1.8	Elect Director Osamu Yamada	For	For	Management
1.9	Elect Director Cyril Yansouni	For	For	Management
2	Approve Option Exchange Program	For	Against	Management
3	Ratify Auditors	For	For	Management

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### SOUTHWEST AIRLINES CO.

Ticker: LUV Security ID: 844741108

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Meeting Date: MAY 19, 2004 Meeting Type: Annual

Record Date: MAR 23, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Herbert D. Kelleher	For	Withhold	Management
1.2	Elect Director Rollin W. King	For	For	Management
1.3	Elect Director June M. Morris	For	Withhold	Management
1.4	Elect Director C. Webb Crockett	For	Withhold	Management
1.5	Elect Director William P. Hobby	For	For	Management
1.6	Elect Director Travis C. Johnson	For	For	Management
2	Ratify Auditors	For	For	Management

### SPRINT CORP.

Ticker: FON Security ID: 852061100

Meeting Date: APR 20, 2004 Meeting Type: Annual

Record Date: FEB 20, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gordon M. Bethune	For	For	Management
1.2	Elect Director E. Linn Draper, Jr.	For	For	Management
1.3	Elect Director Deborah A. Henretta	For	For	Management
1.4	Elect Director Linda Koch Lorimer	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Performance- Based/Indexd Options	Against	For	Shareholder
4	Limit Executive Compensation	Against	Against	Shareholder
5	Separate Chairman and CEO Positions	Against	For	Shareholder
6	Report on Foreign Outsourcing	Against	Against	Shareholder

### ST. PAUL TRAVELERS COMPANIES, INC., THE

Ticker: STA Security ID: 792860108

Meeting Date: MAR 19, 2004 Meeting Type: Special

Record Date: FEB 6, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Issue Shares in Connection with a Merger Agreement	For	For	Management
2	Amend Bylaws	For	For	Management
3	Amend Articles	For	For	Management
4	Reduce Supermajority Vote Requirement	For	For	Management

### STAPLES, INC.

Ticker: SPLS Security ID: 855030102

Meeting Date: JUN 17, 2004 Meeting Type: Annual

Record Date: APR 19, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Arthur M. Blank	For	For	Management
1.2	Elect Director Gary L. Crittenden	For	For	Management
1.3	Elect Director Martin Trust	For	For	Management
1.4	Elect Director Paul F. Walsh	For	For	Management

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2	Approve Omnibus Stock Plan	For	For	Management
3	Amend Employee Stock Purchase Plan	For	For	Management
4	Amend Employee Stock Purchase Plan	For	For	Management
5	Ratify Auditors	For	For	Management
6	Submit Shareholder Rights Plan (Poison Pill) to Shareholder Vote	Against	Against	Shareholder
7	Submit Shareholder Rights Plan (Poison Pill) to Shareholder Vote	Against	For	Shareholder
8	Limit Executive Compensation	Against	Against	Shareholder
9	Prohibit Auditor from Providing Non-Audit Services	Against	Against	Shareholder

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### STARBUCKS CORP.

Ticker: SBUX Security ID: 855244109  
 Meeting Date: MAR 30, 2004 Meeting Type: Annual  
 Record Date: JAN 26, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William W. (Bill) Bradley	For	For	Management
1.2	Elect Director Gregory B. Maffei	For	For	Management
1.3	Elect Director Orin C. Smith	For	For	Management
1.4	Elect Director Olden Lee	For	For	Management
2	Ratify Auditors	For	For	Management

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### SUN MICROSYSTEMS, INC.

Ticker: SUNW Security ID: 866810104  
 Meeting Date: NOV 13, 2003 Meeting Type: Annual  
 Record Date: SEP 15, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Scott G. McNealy	For	For	Management
1.2	Elect Director James L. Barksdale	For	For	Management
1.3	Elect Director L. John Doerr	For	For	Management
1.4	Elect Director Robert J. Fisher	For	For	Management
1.5	Elect Director Michael E. Lehman	For	For	Management
1.6	Elect Director Robert L. Long	For	For	Management
1.7	Elect Director M. Kenneth Oshman	For	For	Management
1.8	Elect Director Naomi O. Seligman	For	For	Management
1.9	Elect Director Lynn E. Turner	For	For	Management
2	Amend Employee Stock Purchase Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Implement China Principles	Against	Against	Shareholder

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### SUNGARD DATA SYSTEMS INC.

Ticker: SDS Security ID: 867363103  
 Meeting Date: MAY 14, 2004 Meeting Type: Annual  
 Record Date: MAR 15, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gregory S. Bentley	For	Withhold	Management

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1.2	Elect	Director	Michael C. Brooks	For	For	Management
1.3	Elect	Director	Cristobal Conde	For	For	Management
1.4	Elect	Director	Ramon de Oliveira	For	For	Management
1.5	Elect	Director	Henry C. Duques	For	For	Management
1.6	Elect	Director	Albert A. Eisenstat	For	For	Management
1.7	Elect	Director	Bernard Goldstein	For	For	Management
1.8	Elect	Director	Janet Brutschea Haugen	For	For	Management
1.9	Elect	Director	James L. Mann	For	For	Management
1.10	Elect	Director	Malcolm I. Ruddock	For	For	Management
2	Ratify	Auditors		For	For	Management

### SYSCO CORPORATION

Ticker: SY Y Security ID: 871829107  
 Meeting Date: NOV 7, 2003 Meeting Type: Annual  
 Record Date: SEP 9, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jonathan Golden as Class II Director	For	Withhold	Management
1.2	Elect Director Joseph A. Hafner, Jr. as Class II Director	For	For	Management
1.3	Elect Director Thomas E. Lankford as Class II Director	For	Withhold	Management
1.4	Elect Director Richard J. Schnieders as Class II Director	For	Withhold	Management
1.5	Elect Director John K. Stubblefield, Jr. as Class III Director	For	For	Management
2	Increase Authorized Common Stock	For	For	Management
3	Approve Omnibus Stock Plan	For	Against	Management
4	Report on the Impact of Genetically Engineered Products	Against	Against	Shareholder

### TARGET CORPORATION

Ticker: TGT Security ID: 87612E106  
 Meeting Date: MAY 19, 2004 Meeting Type: Annual  
 Record Date: MAR 22, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Calvin Darden	For	For	Management
1.2	Elect Director Michele J. Hooper	For	For	Management
1.3	Elect Director Anne M. Mulcahy	For	For	Management
1.4	Elect Director Stephen W. Sanger	For	For	Management
1.5	Elect Director Warren R. Staley	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management

### TENET HEALTHCARE CORP.

Ticker: THC Security ID: 88033G100  
 Meeting Date: MAY 6, 2004 Meeting Type: Annual  
 Record Date: MAR 11, 2004

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Trevor Fetter	For	For	Management
1.2	Elect Director Van B. Honeycutt	For	For	Management
1.3	Elect Director John C. Kane	For	For	Management
1.4	Elect Director Edward A. Kangas	For	For	Management
1.5	Elect Director J. Robert Kerrey	For	For	Management
1.6	Elect Director Richard R. Pettingill	For	For	Management
2	Ratify Auditors	For	For	Management

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TEXAS INSTRUMENTS INC.

Ticker: TXN Security ID: 882508104  
 Meeting Date: APR 15, 2004 Meeting Type: Annual  
 Record Date: FEB 17, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James R. Adams	For	For	Management
1.2	Elect Director David L. Boren	For	For	Management
1.3	Elect Director Daniel A. Carp	For	For	Management
1.4	Elect Director Thomas J. Engibous	For	For	Management
1.5	Elect Director Gerald W. Fronterhouse	For	For	Management
1.6	Elect Director David R. Goode	For	For	Management
1.7	Elect Director Wayne R. Sanders	For	For	Management
1.8	Elect Director Ruth J. Simmons	For	For	Management
1.9	Elect Director Richard K. Templeton	For	For	Management
1.10	Elect Director Christine Todd Whitman	For	For	Management
2	Ratify Auditors	For	For	Management
3	Expense Stock Options	Against	For	Shareholder

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TIME WARNER INC

Ticker: TWX Security ID: 887317105  
 Meeting Date: MAY 21, 2004 Meeting Type: Annual  
 Record Date: MAR 23, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James L. Barksdale	For	For	Management
1.2	Elect Director Stephen F. Bollenbach	For	For	Management
1.3	Elect Director Stephen M. Case	For	For	Management
1.4	Elect Director Frank J. Caufield	For	For	Management
1.5	Elect Director Robert C. Clark	For	For	Management
1.6	Elect Director Miles R. Gilburne	For	For	Management
1.7	Elect Director Carla A. Hills	For	For	Management
1.8	Elect Director Reuben Mark	For	For	Management
1.9	Elect Director Michael A. Miles	For	For	Management
1.10	Elect Director Kenneth J. Novack	For	For	Management
1.11	Elect Director Richard D. Parsons	For	For	Management
1.12	Elect Director R. E. Turner	For	For	Management
1.13	Elect Director Francis T. Vincent, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management
3	Adopt China Principles	Against	Against	Shareholder
4	Report on Pay Disparity	Against	Against	Shareholder

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## Edgar Filing: PROGRESSIVE RETURN FUND INC - Form N-PX

TOYS 'R' US, INC.

Ticker: TOY Security ID: 892335100  
 Meeting Date: JUN 2, 2004 Meeting Type: Annual  
 Record Date: APR 9, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director RoAnn Costin	For	For	Management
1.2	Elect Director John H. Eyler, Jr.	For	For	Management
1.3	Elect Director Roger N. Farah	For	For	Management
1.4	Elect Director Peter A. Georgescu	For	For	Management
1.5	Elect Director Cinda A. Hallman	For	For	Management
1.6	Elect Director Calvin Hill	For	For	Management
1.7	Elect Director Nancy Karch	For	For	Management
1.8	Elect Director Norman S. Matthews	For	For	Management
1.9	Elect Director Arthur B. Newman	For	For	Management
1.10	Elect Director Frank R. Noonan	For	For	Management
2	Require a Majority Vote for the Election of Directors	Against	Against	Shareholder

TRAVELERS PROPERTY CASUALTY CORP.

Ticker: TVCR Security ID: 89420G109  
 Meeting Date: MAR 19, 2004 Meeting Type: Special  
 Record Date: FEB 6, 2004

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

TRI-CONTINENTAL CORP.

Ticker: TY Security ID: 895436103  
 Meeting Date: MAY 20, 2004 Meeting Type: Annual  
 Record Date: MAR 15, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Alice Ilchman	For	For	Management
1.2	Elect Director Frank Mcpherson	For	For	Management
1.3	Elect Director Leroy Richie	For	For	Management
1.4	Elect Director Brian Zino	For	For	Management
2	Ratify Auditors	For	For	Management
3	Provide for Cumulative Voting	Against	For	Shareholder

TXU CORP.

Ticker: TXU Security ID: 873168108  
 Meeting Date: MAY 21, 2004 Meeting Type: Annual  
 Record Date: MAR 22, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Derek C. Bonham	For	For	Management
1.2	Elect Director E. Gail de Planque	For	For	Management



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1.3	Elect	Director	William M. Griffin	For	For	Management
1.4	Elect	Director	Kerney Laday	For	For	Management
1.5	Elect	Director	Jack E. Little	For	For	Management
1.6	Elect	Director	Erle Nye	For	For	Management
1.7	Elect	Director	J.E. Oesterreicher	For	For	Management
1.8	Elect	Director	Michael W. Ranger	For	For	Management
1.9	Elect	Director	Herbert H. Richardson	For	For	Management
1.10	Elect	Director	C. John Wilder	For	For	Management
2	Ratify	Auditors		For	For	Management
3	Limit	Executive Compensation		Against	Against	Shareholder

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### TYCO INTERNATIONAL LTD.

Ticker: TYC Security ID: 902124106  
 Meeting Date: MAR 25, 2004 Meeting Type: Annual  
 Record Date: MAR 25, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Dennis C. Blair	For	For	Management
1.2	Elect Director Edward D. Breen	For	For	Management
1.3	Elect Director George W. Buckley	For	For	Management
1.4	Elect Director Brian Duperreault	For	For	Management
1.5	Elect Director Bruce S. Gordon	For	For	Management
1.6	Elect Director John A. Krol	For	For	Management
1.7	Elect Director Mackey J. Mcdonald	For	For	Management
1.8	Elect Director H. Carl Mccall	For	For	Management
1.9	Elect Director Brendan R. O'Neill	For	For	Management
1.10	Elect Director Sandra S. Wijnberg	For	For	Management
1.11	Elect Director Jerome B. York	For	For	Management
2	Ratify Auditors	For	For	Management
3	ADOPTION OF THE AMENDED AND RESTATED BYE-LAWS.	For	For	Management
4	APPROVAL OF TYCO 2004 STOCK AND INCENTIVE PLAN.	For	For	Management
5	SHAREHOLDER PROPOSAL REGARDING ENVIRONMENTAL REPORTING.	For	For	Shareholder
6	SHAREHOLDER PROPOSAL TO CHANGE TYCO S JURISDICTION OF INCORPORATION FROM BERMUDA TO A U.S. STATE.	Against	Against	Shareholder
7	SHAREHOLDER PROPOSAL ON COMMON SENSE EXECUTIVE COMPENSATION.	Against	Against	Shareholder

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### U.S. BANCORP

Ticker: USB Security ID: 902973304  
 Meeting Date: APR 20, 2004 Meeting Type: Annual  
 Record Date: FEB 26, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Victoria Buyniski Gluckman	For	Withhold	Management
1.2	Elect Director Arthur D. Collins, Jr.	For	Withhold	Management
1.3	Elect Director Jerry W. Levin	For	Withhold	Management
1.4	Elect Director Thomas E. Petry	For	Withhold	Management
1.5	Elect Director Richard G. Reiten	For	Withhold	Management
2	Ratify Auditors	For	For	Management

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3	Limit Executive Compensation	Against	Against	Shareholder
4	Submit Executive Compensation to Vote	Against	For	Shareholder
5	Amend Vote Requirements to Amend Articles/Bylaws/Charter	Against	For	Shareholder

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### UNION PACIFIC CORP.

Ticker: UNP                      Security ID: 907818108  
 Meeting Date: APR 16, 2004      Meeting Type: Annual  
 Record Date: FEB 6, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director P.F. Anschutz	For	For	Management
1.2	Elect Director R.K. Davidson	For	For	Management
1.3	Elect Director T.J. Donohue	For	For	Management
1.4	Elect Director A.W. Dunham	For	For	Management
1.5	Elect Director S.F. Eccles	For	For	Management
1.6	Elect Director I.J. Evans	For	For	Management
1.7	Elect Director J.R. Hope	For	For	Management
1.8	Elect Director M.W. Mcconnell	For	For	Management
1.9	Elect Director S.R. Rogel	For	For	Management
1.10	Elect Director E. Zedillo	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Limit Executive Compensation	Against	Against	Shareholder
5	Report on Political Contributions/Activities	Against	Against	Shareholder

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### UNITED PARCEL SERVICE, INC.

Ticker: UPS                      Security ID: 911312106  
 Meeting Date: MAY 6, 2004      Meeting Type: Annual  
 Record Date: MAR 8, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Calvin Darden	For	For	Management
1.2	Elect Director Michael L. Eskew	For	For	Management
1.3	Elect Director James P. Kelly	For	For	Management
1.4	Elect Director Ann M. Livermore	For	For	Management
1.5	Elect Director Gary E. MacDougal	For	For	Management
1.6	Elect Director Victor A. Pelson	For	For	Management
1.7	Elect Director Lea N. Soupata	For	For	Management
1.8	Elect Director Robert M. Teeter	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

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### UNITED TECHNOLOGIES CORP.

Ticker: UTX                      Security ID: 913017109  
 Meeting Date: APR 14, 2004      Meeting Type: Annual  
 Record Date: FEB 17, 2004

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Betsy J. Bernard	For	For	Management
1.2	Elect Director George David	For	For	Management
1.3	Elect Director Jean-Pierre Garnier	For	For	Management
1.4	Elect Director Jamie S. Gorelick	For	For	Management
1.5	Elect Director Charles R. Lee	For	For	Management
1.6	Elect Director Richard D. McCormick	For	For	Management
1.7	Elect Director Harold McGraw III	For	For	Management
1.8	Elect Director Frank P. Popoff	For	For	Management
1.9	Elect Director H. Patrick Swygert	For	For	Management
1.10	Elect Director Andre Villeneuve	For	For	Management
1.11	Elect Director H. A. Wagner	For	For	Management
1.12	Elect Director Christine Todd Whitman	For	For	Management
2	Ratify Auditors	For	For	Management
3	Disclosure of Executive Compensation	Against	Against	Shareholder
4	Develop Ethical Criteria for Military Contracts	Against	Against	Shareholder
5	Performance-Based/Indexed Options	Against	For	Shareholder
6	Separate Chairman and CEO Positions	Against	For	Shareholder

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### UNITEDHEALTH GROUP INCORPORATED

Ticker: UNH Security ID: 91324P102  
 Meeting Date: MAY 12, 2004 Meeting Type: Annual  
 Record Date: MAR 15, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William C. Ballard, Jr.	For	For	Management
1.2	Elect Director Richard T. Burke	For	For	Management
1.3	Elect Director Stephen J. Hemsley	For	For	Management
1.4	Elect Director Donna E. Shalala	For	For	Management
2	Ratify Auditors	For	For	Management
3	Expense Stock Options	Against	For	Shareholder
4	Limit Awards to Executives	Against	Against	Shareholder

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### UNOCAL CORP.

Ticker: UCL Security ID: 915289102  
 Meeting Date: MAY 24, 2004 Meeting Type: Annual  
 Record Date: MAR 25, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard D. McCormick	For	For	Management
1.2	Elect Director Marina v.N. Whitman	For	For	Management
1.3	Elect Director Charles R. Williamson	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Approve Deferred Compensation Plan	For	For	Management
5	Separate Chairman and CEO Positions	Against	Against	Shareholder
6	Limit Awards to Executives	Against	Against	Shareholder
7	Establish Other Board Committee	Against	For	Shareholder
8	Report on Greenhouse Gas Emissions	Against	Against	Shareholder

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UNUMPROVIDENT CORPORATION

Ticker: UNM Security ID: 91529Y106  
 Meeting Date: MAY 13, 2004 Meeting Type: Annual  
 Record Date: MAR 26, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Ronald E. Goldsberry	For	For	Management
1.2	Elect Director Hugh O. Maclellan, Jr.	For	For	Management
1.3	Elect Director C. William Pollard	For	For	Management
1.4	Elect Director John W. Rowe	For	For	Management
2	Approve Executive Incentive Bonus Plan	For	For	Management
3	Amend Employee Stock Purchase Plan	For	For	Management
4	Ratify Auditors	For	For	Management
5	Require Affirmative Vote of the Majority of the Shares to Elect Directors	Against	Against	Shareholder
6	Establish Other Board Committee	Against	For	Shareholder

VERIZON COMMUNICATIONS

Ticker: VZ Security ID: 92343V104  
 Meeting Date: APR 28, 2004 Meeting Type: Annual  
 Record Date: MAR 1, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James R. Barker	For	For	Management
1.2	Elect Director Richard L. Carrion	For	For	Management
1.3	Elect Director Robert W. Lane	For	For	Management
1.4	Elect Director Sandra O. Moose	For	For	Management
1.5	Elect Director Joseph Neubauer	For	For	Management
1.6	Elect Director Thomas H. O'Brien	For	For	Management
1.7	Elect Director Hugh B. Price	For	For	Management
1.8	Elect Director Ivan G. Seidenberg	For	For	Management
1.9	Elect Director Walter V. Shipley	For	For	Management
1.10	Elect Director John R. Stafford	For	For	Management
1.11	Elect Director Robert D. Storey	For	For	Management
2	Ratify Auditors	For	For	Management
3	Restore or Provide for Cumulative Voting	Against	For	Shareholder
4	Require Majority of Independent Directors on Board	Against	Against	Shareholder
5	Separate Chairman and CEO Positions	Against	For	Shareholder
6	Submit Shareholder Rights Plan (Poison Pill) to Shareholder Vote	Against	Against	Shareholder
7	Submit Executive Compensation to Vote	Against	For	Shareholder
8	Prohibit Awards to Executives	Against	Against	Shareholder
9	Report on Stock Option Distribution by Race and Gender	Against	Against	Shareholder
10	Report on Political Contributions/Activities	Against	Against	Shareholder
11	Cease Charitable Contributions	Against	Against	Shareholder

WACHOVIA CORP.

Ticker: WB Security ID: 929903102  
 Meeting Date: APR 20, 2004 Meeting Type: Annual  
 Record Date: FEB 18, 2004

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James S. Balloun	For	For	Management
1.2	Elect Director John T. Casteen, III	For	For	Management
1.3	Elect Director Joseph Neubauer	For	For	Management
1.4	Elect Director Lanty L. Smith	For	For	Management
1.5	Elect Director Dona Davis Young	For	For	Management
2	Ratify Auditors	For	For	Management
3	Require Two Candidates for Each Board Seat	Against	Against	Shareholder
4	Report on Political Contributions/Activities	Against	Against	Shareholder
5	Separate Chairman and CEO Positions	Against	Against	Shareholder

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WAL-MART STORES, INC.

Ticker: WMT Security ID: 931142103  
 Meeting Date: JUN 4, 2004 Meeting Type: Annual  
 Record Date: APR 5, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James W. Breyer	For	For	Management
1.2	Elect Director M. Michele Burns	For	For	Management
1.3	Elect Director Thomas M. Coughlin	For	For	Management
1.4	Elect Director David D. Glass	For	For	Management
1.5	Elect Director Roland A. Hernandez	For	For	Management
1.6	Elect Director Dawn G. Lepore	For	For	Management
1.7	Elect Director John D. Opie	For	For	Management
1.8	Elect Director J. Paul Reason	For	For	Management
1.9	Elect Director H. Lee Scott, Jr.	For	For	Management
1.10	Elect Director Jack C. Shewmaker	For	For	Management
1.11	Elect Director Jose H. Villarreal	For	For	Management
1.12	Elect Director John T. Walton	For	For	Management
1.13	Elect Director S. Robson Walton	For	For	Management
1.14	Elect Director Christopher J. Williams	For	For	Management
2	Approve Stock Option Plan	For	For	Management
3	Approve Stock Option Plan	For	For	Management
4	Amend Employee Stock Purchase Plan	For	For	Management
5	Ratify Auditors	For	For	Management
6	Separate Chairman and CEO Positions	Against	For	Shareholder
7	Prepare Sustainability Report	Against	For	Shareholder
8	Report on Stock Option Distribution by Race and Gender	Against	For	Shareholder
9	Report on Genetically Modified Organisms (GMO)	Against	Against	Shareholder
10	Prepare Diversity Report	Against	For	Shareholder
11	Submit Executive Compensation to Vote	Against	For	Shareholder

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WALGREEN CO.

Ticker: WAG Security ID: 931422109  
 Meeting Date: JAN 14, 2004 Meeting Type: Annual  
 Record Date: NOV 17, 2003

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director David W. Bernauer	For	For	Management

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1.2	Elect Director William C. Foote	For	For	Management
1.3	Elect Director James J. Howard	For	For	Management
1.4	Elect Director Alan G. McNally	For	For	Management
1.5	Elect Director Cordell Reed	For	For	Management
1.6	Elect Director Jeffrey A. Rein	For	For	Management
1.7	Elect Director David Y. Schwartz	For	For	Management
1.8	Elect Director John B. Schwemm	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	Approve Non-Employee Director Omnibus Stock Plan	For	Against	Management

### WALT DISNEY COMPANY, THE

Ticker: DIS Security ID: 254687106  
 Meeting Date: MAR 3, 2004 Meeting Type: Annual  
 Record Date: JAN 16, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John E. Bryson	For	For	Management
1.2	Elect Director John S. Chen	For	For	Management
1.3	Elect Director Michael D. Eisner	For	Withhold	Management
1.4	Elect Director Judith L. Estrin	For	For	Management
1.5	Elect Director Robert A. Iger	For	For	Management
1.6	Elect Director Aylwin B. Lewis	For	For	Management
1.7	Elect Director Monica C. Lozano	For	For	Management
1.8	Elect Director Robert W. Matschullat	For	For	Management
1.9	Elect Director George J. Mitchell	For	For	Management
1.10	Elect Director Leo J. O'Donovan, S.J.	For	For	Management
1.11	Elect Director Gary L. Wilson	For	For	Management
2	Ratify Auditors	For	For	Management
3	China Principles	Against	Against	Shareholder
4	Report on Supplier Labor Standards in China	Against	For	Shareholder
5	Report on Amusement Park Safety	Against	Against	Shareholder

### WASHINGTON MUTUAL, INC

Ticker: WM Security ID: 939322103  
 Meeting Date: APR 20, 2004 Meeting Type: Annual  
 Record Date: FEB 27, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Anne V. Farrell	For	For	Management
1.2	Elect Director Stephen E. Frank	For	For	Management
1.3	Elect Director Margaret Osmer Mcquade	For	For	Management
1.4	Elect Director William D. Schulte	For	For	Management
2	Ratify Auditors	For	For	Management
3	Limit Executive Compensation	Against	Against	Shareholder

### WASTE MANAGEMENT, INC.

Ticker: WMI Security ID: 94106L109

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Meeting Date: MAY 14, 2004 Meeting Type: Annual

Record Date: MAR 19, 2004

#	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 Robert S. Miller	For	For	Management
1.4	Elect Director A. Maurice Myers	For	For	Management
1.5	Elect Director John C. Pope	For	For	Management
1.6	Elect Director W. Robert Reum	For	For	Management
1.7	Elect Director Steven G. Rothmeier	For	For	Management
1.8	Elect Director David P. Steiner	For	For	Management
1.9	Elect Director Carl W. Vogt	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Approve Executive Incentive Bonus Plan	For	For	Management

### WELLS FARGO & COMPANY

Ticker: WFC Security ID: 949746101

Meeting Date: APR 27, 2004 Meeting Type: Annual

Record Date: MAR 9, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director J.A. Blanchard III	For	For	Management
1.2	Elect Director Susan E. Engel	For	For	Management
1.3	Elect Director Enrique Hernandez, Jr.	For	For	Management
1.4	Elect Director Robert L. Joss	For	For	Management
1.5	Elect Director Reatha Clark King	For	For	Management
1.6	Elect Director Richard M. Kovacevich	For	For	Management
1.7	Elect Director Richard D. McCormick	For	For	Management
1.8	Elect Director Cynthia H. Milligan	For	For	Management
1.9	Elect Director Philip J. Quigley	For	For	Management
1.10	Elect Director Donald B. Rice	For	Withhold	Management
1.11	Elect Director Judith M. Runstad	For	Withhold	Management
1.12	Elect Director Stephen W. Sanger	For	For	Management
1.13	Elect Director Susan G. Swenson	For	For	Management
1.14	Elect Director Michael W. Wright	For	Withhold	Management
2	Approve Retirement Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Expense Stock Options	Against	For	Shareholder
5	Limit Executive Compensation	Against	Against	Shareholder
6	Link Executive Compensation to Social Issues	Against	Against	Shareholder
7	Report on Political Contributions/Activities	Against	Against	Shareholder

### WYETH

Ticker: WYE Security ID: 983024100

Meeting Date: APR 22, 2004 Meeting Type: Annual

Record Date: MAR 12, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Clifford L. Alexander, Jr.	For	For	Management

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1.2	Elect	Director Frank A. Bennack, Jr.	For	For	Management
1.3	Elect	Director Richard L. Carrion	For	For	Management
1.4	Elect	Director Robert Essner	For	For	Management
1.5	Elect	Director John D. Feerick	For	For	Management
1.6	Elect	Director Robert Langer	For	For	Management
1.7	Elect	Director John P. Mascotte	For	For	Management
1.8	Elect	Director Mary Lake Polan	For	For	Management
1.9	Elect	Director Ivan G. Seidenberg	For	For	Management
1.10	Elect	Director Walter V. Shipley	For	For	Management
1.11	Elect	Director John R. Torell III	For	For	Management
2	Ratify	Auditors	For	For	Management
3	Report	on Drug Pricing	Against	Against	Shareholder
4	Amend	Animal Testing Policy	Against	Against	Shareholder

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### XCEL ENERGY INC.

Ticker: XEL Security ID: 98389B100  
 Meeting Date: MAY 20, 2004 Meeting Type: Annual  
 Record Date: MAR 22, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Declassify the Board of Directors	For	For	Management
2.1	Elect Director David A. Christensen	For	For	Management
2.2	Elect Director Margaret R. Preska	For	For	Management
2.3	Elect Director W. Thomas Stephens	For	For	Management
2.4	Elect Director Richard H. Anderson	For	For	Management
2.5	Elect Director Richard C. Kelly	For	For	Management
2.6	Elect Director Ralph R. Peterson	For	For	Management
3	Approve Non-Employee Director Omnibus Stock Plan	For	For	Management

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### YAHOO!, INC.

Ticker: YHOO Security ID: 984332106  
 Meeting Date: MAY 21, 2004 Meeting Type: Annual  
 Record Date: MAR 25, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Terry S. Semel	For	Withhold	Management
1.2	Elect Director Jerry Yang	For	Withhold	Management
1.3	Elect Director Roy J. Bostock	For	Withhold	Management
1.4	Elect Director Ronald W. Burkle	For	Withhold	Management
1.5	Elect Director Eric Hippeau	For	Withhold	Management
1.6	Elect Director Arthur H. Kern	For	Withhold	Management
1.7	Elect Director Robert A. Kotick	For	Withhold	Management
1.8	Elect Director Edward R. Kozel	For	Withhold	Management
1.9	Elect Director Gary L. Wilson	For	Withhold	Management
2	Amend Employee Stock Purchase Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Expense Stock Options	Against	For	Shareholder

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### ZWEIG FUND, INC., THE



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Ticker: ZF Security ID: 989834106  
Meeting Date: MAY 12, 2004 Meeting Type: Annual  
Record Date: FEB 13, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director R. Keith Walton	For	For	Management
1.2	Elect Director Alden Olson	For	For	Management
1.3	Elect Director Daniel Geraci	For	For	Management

### SIGNATURES

Pursuant to the requirements of the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

(Registrant) Progressive Return Fund, Inc.

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

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Ralph W. Bradshaw  
President

Date August 27, 2004