COHEN & STEERS QUALITY INCOME REALTY FUND INC

Form N-PX August 31, 2004

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT INVESTMENT

Investment Company Act file number 811-10481

Cohen & Steers Quality Income Realty Fund, Inc.

(Exact name of registrant as specified in charter)

757 Third Avenue New York, NY

10017

(Address of principal executive offices)

(Zip code)

757 Third Avenue New York, NY 10017

(Name and address of agent for service)

Lawrence B. Stoller

Registrant's telephone number, including area code: 212-832-3232

Date of fiscal year end: 12/31

Date of reporting period: 07/01/2003 - 06/30/2004

ITEM 1. PROXY VOTING RECORD

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

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

Cohen & Steers Quality Income Realty Fund

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CARRA T	F. GARDNER PARKER D. KEITH ODEN SCOTT S. INGRAHAM WILLIAM R. COOPER MERICA REALTY CORPORATION CUSIP: 144418100 Cicker: CRE SSAL TIMOTHY HOWARD PHILIP L. HAWKINS THOMAS A. CARR	Meeting	Date:		Mgmt Mgmt Mgmt Mgmt 4 Type Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For Agenda: 93212 ISIN: Vote For For For For For For For	For/A Mana
CARRA T	F. GARDNER PARKER D. KEITH ODEN SCOTT S. INGRAHAM WILLIAM R. COOPER MERICA REALTY CORPORATION CUSIP: 144418100 Cicker: CRE SSAL TIMOTHY HOWARD PHILIP L. HAWKINS THOMAS A. CARR JOAN CARTER	Meeting	Date:		Mgmt Mgmt Mgmt Mgmt 4 Type Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgm	For For Agenda: 93212 ISIN: Vote For For For For For	For/A Mana
CARRA T Propo	F. GARDNER PARKER D. KEITH ODEN SCOTT S. INGRAHAM WILLIAM R. COOPER MERICA REALTY CORPORATION CUSIP: 144418100 'icker: CRE Sal TIMOTHY HOWARD PHILIP L. HAWKINS THOMAS A. CARR JOAN CARTER ROBERT E. TORRAY	Meeting	Date:		Mgmt Mgmt Mgmt Mgmt 4 Type Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgm	For	For/A Mana
CARRA T	F. GARDNER PARKER D. KEITH ODEN SCOTT S. INGRAHAM WILLIAM R. COOPER MERICA REALTY CORPORATION CUSIP: 144418100 Cicker: CRE Sal TIMOTHY HOWARD PHILIP L. HAWKINS THOMAS A. CARR JOAN CARTER ROBERT E. TORRAY WESLEY S. WILLIAMS, JR.	Meeting	Date:		Mgmt Mgmt Mgmt Mgmt 4 Type Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgm	For For Agenda: 93212 ISIN: Vote For For For For For For For For For Fo	For/A Mana
CARRA T	F. GARDNER PARKER D. KEITH ODEN SCOTT S. INGRAHAM WILLIAM R. COOPER MERICA REALTY CORPORATION CUSIP: 144418100 'icker: CRE Sal TIMOTHY HOWARD PHILIP L. HAWKINS THOMAS A. CARR JOAN CARTER ROBERT E. TORRAY	Meeting	Date:		Mgmt Mgmt Mgmt Mgmt 4 Type Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgm	For For Agenda: 93212 ISIN: Vote For For For For For For For For For Fo	For/A Mana

MEMBERS OF THE BOARD OF DIRECTORS TO SIX YEARS

CEDAI	R SHOPPING CENTERS, INC.	34		3 1		Agenda: 9321	66588
	CUSIP: 150602209 Ficker: CDR	Meeting Meeting		Annual 6/29/2004		ISIN:	
Propo	osal				Type	Vote	For/A Mana
	TEO C HITMAN						
01	LEO S. ULLMAN BRENDA J. WALKER				Mgmt Mgmt	For For	
	EVERETT B. MILLER, III				Mgmt		
	RICHARD HOMBURG				Mamt		
	JAMES J. BURNS				Mgmt	For	
	ROGER M. WIDMANN				Mgmt		
02	TO APPROVE THE 2004 STOCK INCENTIVE PLAN.				Mgmt	Against	А
03	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2004.				Mgmt	For	
COLOI	 NIAL PROPERTIES TRUST CUSIP: 195872106	 Meeting	Tyne:	Annual			07279
	Ficker: CLP			4/21/2004		TSTN:	
	10.001.001	1100011119	2400.	1, 21, 2001		1011.	For/A
Prop	osal				Type	Vote	Mana
01	JOHN W. SPIEGEL				Mgmt	For	
	M. MILLER GORRIE				Mgmt	For	
	JAMES K. LOWDER				Mgmt	For	
	HERBERT A. MEISLER				Mgmt	For	
02	TO RATIFY THE APPOINTMENT OF				Mgmt	For	
	PRICEWATERHOUSECOOPERS LLP, AS INDEPENDENT AUDITORS OF THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER						
	31, 2004.						
03	TO APPROVE AN AMENDMENT TO OUR DECLARATION OF TRUST TO PROVIDE FOR THE ANNUAL ELECTION OF TRUSTEES.				Mgmt	For	
CRES	CENT REAL ESTATE EQUITIES COMPAN					Agenda: 9321	93597
	CUSIP: 225756105	Meeting					
	Ticker: CEI	Meeting	Date:	6/28/2004		ISIN:	
Prop	osal				Туре	Vote	For/A Mana
01	DENNIS H. ALBERTS TERRY N. WORRELL				Mgmt Mgmt	For For	
02	TO APPROVE THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT AUDITORS OF THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2004				Mgmt	For	
EOUT	 IY OFFICE PROPERTIES TRUST					Agenda: 9321	30886

Ι	Ticker: EOP	Meeting	Date:	5/19/200	4	ISIN:	For/A
Propo	osal 				Туре	Vote	Mana
01	DAVID K. MCKOWN				Mgmt		
	SAMUEL ZELL				Mgmt	For	
	J. H.W.R. VAN DER VLIST				Mgmt		
	THOMAS E. DOBROWSKI				_	For	
	SHELI Z. ROSENBERG				Mgmt		ļ
	RICHARD D. KINCAID				Mgmt		
	JAMES D. HARPER, JR. WILLIAM M. GOODYEAR				Mgmt Mgmt		
01	EDWIN N. SIDMAN				Mgmt	For	
02	RATIFICATION OF THE AUDIT COMMITTEE S APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS.				Mgmt	For	
	I INDUSTRIAL REALTY TRUST, INC. CUSIP: 32054K103	Mooting	T	~~~~~		Agenda: 932	 139428
	CUSIP: 32054K103 Ficker: FR	Meeting Meeting			4	ISIN:	
_	.ICKEL. IK	1.100011119	Dacc.	J/ 12/ 200	1	TO TIV •	For/A
Propo	osal 				Туре	Vote	Mana
01	J. STEVEN WILSON					For	
	JAY H. SHIDLER				Mgmt		ļ
02	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY S INDEPENDENT AUDITORS.				Mgmt		
GABLE	ES RESIDENTIAL TRUST					Agenda: 932	 125859
	CUSIP: 362418105	Meeting					
Ι	Ticker: GBP	Meeting	Date:	5/21/200	4	ISIN:	
							For/A
Propo	osal 				Туре 	Vote	Mana
01	CHRIS C. STROUP				Mgmt	For	
	JAMES D. MOTTA				Mgmt	For	ļ
	MARCUS E. BROMLEY				_	For	
02	TO APPROVE THE GABLES RESIDENTIAL				Mgmt	For	
	TRUST 2004 EQUITY INCENTIVE PLAN						
	AUTHORIZING THE ISSUANCE OF UP TO 1,250,000 COMMON SHARES OF BENEFICIAL INTEREST.						
GLIMO						Agenda: 932	
	CUSIP: 379302102	Meeting	Type:	Annual			ļ
I	Ticker: GRT	Meeting	Date:	5/7/2004		ISIN:	
Propo					Туре	Vote	For/A Mana
01	NILES C. OVERLY				Mgmt		
	PHILIP G. BARACH				_	For	
0.0	WILLIAM S. WILLIAMS					For	
02	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY S INDEPENDENT PUBLIC				Mgmt	For	

ACCOUNTANTS FOR THE FISCAL YEAR ENDING

DECEMBER 31, 2004.

APPROVAL OF THE 2004 INCENTIVE 03 Mgmt For

COMPENSATION PLAN.

	PROPERTIES TRUST CUSIP: 40426W101	Meeting	Tuno.	7 nnual		Agenda:	932130975
	icker: HRP				1	ISIN:	
_	ionel. Ind	110001115	Ducc.	0/11/201		1011.	For
Propo	sal				Туре	Vote	
01	PATRICK F. DONELAN				Mgmt	F	or
	H CARE PROPERTY INVESTORS, INC.					Agenda:	932127815
	CUSIP: 421915109 icker: HCP	Meeting				ISIN:	
Τ.	icker: ncr	меестия	Date.	5/7/2004		191N:	For
Propo	sal				Туре	Vote	
01	KENNETH B. ROATH				Mgmt	F(or
~ _	HAROLD M. MESSMER, JR.				Mgmt		
	MICHAEL D. MCKEE				Mgmt		
	DAVID B. HENRY				Mgmt		
	JAMES F. FLAHERTY III				Mgmt		
	JOSEPH P. SULLIVAN				Mgmt		
	MARY A. CIRILLO				Mamt		
	RICHARD M. ROSENBERG				Mgmt		
	ROBERT R. FANNING, JR.				Mgmt		
	PETER L. RHEIN				Mgmt		
02	APPROVAL OF THE AMENDMENT TO THE				_	Aga:	
02	CHARTER TO INCREASE THE COMPANY S AUTHORIZED COMMON STOCK TO 750,000,000.				rigilic	Aya	
03	APPROVAL OF THE AMENDMENT TO THE CHARTER TO DECLASSIFY THE BOARD.				Mgmt	F	or
04	RATIFICATION OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2004.				Mgmt	F¢	or
	 H CARE REIT, INC. CUSIP: 42217K106					Agenda:	932120607
	icker: HCN	Meeting Meeting		5/6/2004		ISIN:	For
Propo	sal				Туре	Vote	Ma
01	JEFFREY H. DONAHUE				Mgmt	F(or
	BRUCE G. THOMPSON				Mgmt		or
	THOMAS J. DEROSA				Mgmt		or
02	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS FOR THE FISCAL YEAR 2004.				Mgmt		or

HERITAGE PROPERTY INVESTMENT TRUST, CUSIP: 42725M107 Meeting Type: Annual

Agenda: 932141601

7	Ticker: HTG	Meeting Dat	te:	5/7/2004		ISIN:	D /
Propo					Type	Vote	For/ Mana
 01	KEVIN C. PHELAN				Mgmt	 Withheld	
	JOSEPH L. BARRY				Mgmt		
	DAVID W. LAUGHTON				Mgmt		
	RICHARD C. GARRISON				Mgmt		
02	TO VOTE AND ACT WITH DISCRETIONARY				_	Against	I
02	AUTHORITY UPON, OR IN REGARD TO, ANY OTHER MATTERS WHICH MAY PROPERLY COME BEFORE THE ANNUAL MEETING OR ANY ADJOURNED OR POSTPONED SESSION THEREOF.				119.110	ngamoe	-
 HIGHW	WOODS PROPERTIES, INC. CUSIP: 431284108	 Meeting Typ		Annual		Agenda: 93210)3954
7	Ticker: HIW	Meeting Dat			1	ISIN:	
-	10/101 • 11111	110001119 Dat	•	0,10,200	-	1011.	For/F
Propo	osal				Type	Vote	Mana
01	EDWARD J. FRITSCH				Mgmt	For	
	LAWRENCE S. KAPLAN				Mgmt		
	L. GLENN ORR, JR.				Mgmt		
	WILLIAM E. GRAHAM, JR.				Mgmt		
02	RATIFICATION OF THE APPOINTMENT OF				_	For	
	ERNST & YOUNG LLP AS INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2004.				-		
03	OTHER BUSINESS: IN HIS DISCRETION, THE PROXY IS AUTHORIZED TO VOTE UPON SUCH OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE MEETING OR ANY ADJOURNMENTS THEREOF.				rigine	Against	F
 HOME	PROPERTIES, INC.					 Agenda: 93211	 -6583
	CUSIP: 437306103	Meeting Typ	pe:	Annual			
]	Ticker: HME	Meeting Dat	e:	5/4/2004		ISIN:	
							For/F
Propo	osal 				Туре	Vote 	Mana
01	AMY L. TAIT				Mgmt	For	
	ALAN L. GOSULE				Mgmt	For	
	PAUL L. SMITH				Mgmt		
	CLIFFORD W. SMITH, JR.				Mgmt	For	
01	ROGER W. KOBER				Mgmt	For	
	LEONARD F. HELBIG, III				Mgmt	For	
	NORMAN P. LEENHOUTS				Mgmt		
	NELSON B. LEENHOUTS				Mgmt	For	
	EDWARD J. PETTINELLA				Mgmt	For	
	WILLIAM BALDERSTON, III				Mgmt		
02	TO RATIFY THE APPOINTMENT OF				Mgmt		
	PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITORS FOR 2004.				5	- 01	
 HOSP]	TALITY PROPERTIES TRUST					Agenda: 93213	 36371

CUSIP: 44106M102 Meeting Type: Annual

Ticker: HPT Meeting Date: 5/11/2004 ISIN:

Proposal Type Vote Mana
Ol ARTHUR G. KOUMANTZELIS Mgmt Withheld A

ISTAR FINANCIAL INC. Agenda: 932143821

CUSIP: 45031U101 Meeting Type: Annual

Ticker: SFI Meeting Date: 5/25/2004 ISIN:

For/A Type Vote Mana Proposal Mgmt For 01 WILLIS ANDERSEN, JR. JEFFREY A. WEBER Mgmt ROBERT W. HOLMAN, JR. Mgmt Mgmt ROBIN JOSEPHS Mgmt JAY SUGARMAN For Mgmt JOHN G. MCDONALD For Mgmt GEORGE R. PUSKAR For AUTHORIZATION OF ISSUANCE OF COMMON Mgmt For STOCK EQUIVALENTS TO DIRECTORS UNDER A NON-EMPLOYEE DIRECTORS DEFERRAL PROGRAM. APPROVAL OF EXTENDING THE ISTAR 0.3 Mgmt For FINANCIAL INC. HIGH PERFORMANCE UNIT PROGRAM TO ADD 2007 HPU PLAN AND 2008 HPU PLAN. RATIFICATION OF THE APPOINTMENT OF Mamt For PRICEWATERHOUSECOOPERS LLP AS THE COMPANY S INDEPENDENT ACCOUNTANTS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2004.

KEYSTONE PROPERTY TRUST Agenda: 932169445

CUSIP: 493596100 Meeting Type: Annual

Ticker: KTR Meeting Date: 6/3/2004 ISIN:

For/A Mana Proposal Type Vote For DONALD E. CALLAGHAN Mgmt JONATHAN D. EILIAN Mgmt For JOHN S. MOODY Mgmt For APPROVAL OF AMENDMENT TO THE COMPANY S 0.2 Mgmt For DECLARATION OF TRUST TO DECLASSIFY THE BOARD OF TRUSTEES OVER A THREE- YEAR

KILROY REALTY CORPORATION Agenda: 932125392

CUSIP: 49427F108 Meeting Type: Annual

Ticker: KRC Meeting Date: 5/18/2004 ISIN:

For/A
Proposal Type Vote Mana
O1 WILLIAM P. DICKEY Mgmt Withheld A
E. F. BRENNAN, PH.D. Mgmt For
JOHN R. D'EATHE Mgmt Withheld A

For/A

KRAM	40NT REALTY TRUST	Mooting	Time.	70012		Agenda: 9	32161057
	CUSIP: 50075Q107 Ticker: KRT	Meeting I Meeting I		Annual 6/10/2004	1	ISIN:	
Prop	posal				Туре	Vote	For/A Mana
01					Mgmt		
02	LAURENCE GERBER THE RATIFICATION OF THE APPOINTMENT OF BDO SEIDMAN LLP AS THE COMPANY S				Mgmt Mgmt		
03	INDEPENDENT PUBLIC ACCOUNTANTS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2004. TO VOTE AND OTHERWISE REPRESENT THE				Mgmt	For	
	UNDERSIGNED ON ANY OTHER MATTERS WHICH MAY PROPERLY COME BEFORE THE MEETING OR ANY ADJOURNMENT(S) OR POSTPONEMENT(S) THEREOF, IN THEIR DISCRETION.				9		
 LIBE	ERTY PROPERTY TRUST					 Agenda: 9	 32118690
	CUSIP: 531172104 Ticker: LRY	Meeting I Meeting I		Annual 5/5/2004		ISIN:	
Prop	posal				Туре	Vote	For/A Mana
01	M. LEANNE LACHMAN J. ANTHONY HAYDEN				_	For For	
02	APPROVAL OF THE PROPOSAL TO AMEND THE DECLARATION OF TRUST OF THE TRUST TO AMEND AND RESTATE IN ITS ENTIRETY ARTICLE VII OF THE DECLARATION OF TRUST.				_	For	
03	APPROVAL OF THE PROPOSAL TO AMEND THE DECLARATION OF TRUST TO AMEND SECTIONS 6.2, 6.3 AND 10.1 (D) OF THE DECLARATION OF TRUST.				Mgmt	Again	st A
04	APPROVAL OF THE PROPOSAL TO AMEND THE TRUST S AMENDED AND RESTATED SHARE INCENTIVE PLAN, INCLUDING AN AMENDMENT TO INCREASE THE NUMBER OF SHARES AVAILABLE FOR AWARDS THEREUNDER BY 1,500,000 SHARES TO 11,426,256 SHARES.				Mgmt	For	
THE	MACERICH COMPANY					Agenda: 9	 32141396
	CUSIP: 554382101 Ticker: MAC	Meeting I Meeting I		Annual 5/28/2004	ı	ISIN:	For/A
Prop	oosal 				Туре	Vote	Mana
01	DR. WILLIAM P. SEXTON FRED S. HUBBELL				Mgmt Mgmt	For	
	EDWARD C. COPPOLA DIANA M. LAING				Mgmt Mgmt	For For	
02	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY S INDEPENDENT ACCOUNTANTS FOR				Mgmt	For	

THE YEAR ENDING DECEMBER 31, 2004.

MACK	-CALI REALTY CORPORATION					Agenda: 93214	13934
	CUSIP: 554489104 Ticker: CLI	Meeting Meeting			4	ISIN:	D = / 7
Prop	osal				Туре	Vote	For/A Mana
01	ROY J. ZUCKERBERG VINCENT TESE ALAN S. BERNIKOW				Mgmt	For For For	
01 02	MARTIN D. GRUSS RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT AUDITORS OF THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2004.				Mgmt Mgmt	For For	
03	APPROVAL AND ADOPTION OF THE MACK-CALI REALTY CORPORATION 2004 INCENTIVE STOCK PLAN.				Mgmt	For	
04	APPROVAL AND ADOPTION OF A SHAREHOLDER PROPOSAL, IF PRESENTED AT THE ANNUAL MEETING, REQUESTING THAT THE COMPANY IMPLEMENT A COMPREHENSIVE POLICY GOVERNING RELATED PARTY TRANSACTIONS.				Shr	Against	
	IRE PROPERTIES INC.					Agenda: 93216	6552
	CUSIP: 559775101 Ticker: MPG			Annual 6/3/2004		ISIN:	For/A
Prop	osal				Туре		Mana
01	WALTER L. WEISMAN ROBERT F. MAGUIRE III RICHARD I. GILCHRIST LAWRENCE S. KAPLAN ANDREA L. VAN DE KAMP CAROLINE S. MCBRIDE RATIFICATION OF THE SELECTION OF KPMG LLP AS THE COMPANY S INDEPENDENT AUDITORS FOR THE YEAR ENDED DECEMBER 31, 2004.				Mgmt	For For For For For	
 MID-	AMERICA APARTMENT COMMUNITIES, I CUSIP: 59522J103	 Meeting	Type:	 Annual		Agenda: 93214	 16891
	Ticker: MAA			5/24/200	4	ISIN:	For/A
Prop	osal					Vote	Mana
01	JOHN F. FLOURNOY MICHAEL S. STARNES ROBERT F. FOGELMAN RATIFICATION OF KPMG LLP AS THE				Mgmt Mgmt Mgmt Mgmt	For	
0.6	COMPANY S INDEPENDENT AUDITORS FOR 2004.						
03	APPROVAL OF THE AMENDED AND RESTATED				Mgmt	Against	A

CHARTER.

CUSIP: 65105M108

Ticker: NCT

04 APPROVAL OF THE 2004 STOCK PLAN. Mgmt For

THE M	ILLS CORPORATION					Agenda: 932	165699
				: Annual	_		
T	icker: MLS	Meeting	Date:	: 6/10/2004	•	ISIN:	For/A
Propos	sal				Type	Vote	For/A Mana
01	ROBERT P. PINCUS				Mgmt	 For	
<u> </u>	JAMES C. BRAITHWAITE				Mgmt		
	HON JOSEPH B GILDENHORN					For	
	HARRY H. NICK				-	For	
02	PROPOSAL TO RATIFY THE APPOINTMENT OF				_	For For	
UZ	ERNST & YOUNG LLP AS AUDITORS FOR 2004.				Мдшс	Ē OT	
03	PROPOSAL TO APPROVE THE AMENDMENT TO THE MILLS CORPORATION S CERTIFICATE OF INCORPORATION TO INCREASE THE TOTAL NUMBER OF AUTHORIZED SHARES OF CAPITAL STOCK FROM 170,000,000 TO 190,000,000 AND THE NUMBER OF AUTHORIZED SHARES OF PREFERRED STOCK FROM 20,000	1			Mgmt	For	
04	PROPOSAL TO APPROVE THE MILLS CORPORATION S 2004 STOCK INCENTIVE PLAN.				Mgmt	For	
05	PROPOSAL TO APPROVE THE EXECUTIVE HIGH PERFORMANCE PROGRAM.				Mgmt	For	
NATIO	NWIDE HEALTH PROPERTIES, INC.					Agenda: 932	.110822
		Meeting	Type:	. Annual		3	
				: 4/16/2004	÷	ISIN:	For/A
Propos	sal				Туре	Vote	Mana
01	DAVID R. BANKS				Mgmt	For	
	JACK D. SAMUELSON				_	For	
	DOUGLAS M. PASQUALE				_	For	
	LAN EXCEL REALTY TRUST, INC.					Agenda: 9320	.099129
	CUSIP: 648053106	Meeting					
T	icker: NXL	Meeting	Date:	: 5/12/2004	L	ISIN:	
					m	77-± 0	For/A
Propos	sal 				Туре 	Vote 	Mana
01	WILLIAM NEWMAN				Mgmt	For	
	NINA MATIS				Mgmt		
	GEORGE PUSKAR				Mgmt	For	
	NORMAN GOLD				Mgmt	For	
	STLE INVESTMENT CORP.					 Agenda: 932	

Meeting Type: Annual

Meeting Date: 5/27/2004

For/A

ISIN:

Proposal					Type	Vote	Mana
ERNST & YO	RAIN DAPPROVE THE APPOINTMENT OF UNG LLP AS THE COMPANY S I AUDITORS FOR THE FISCAL					For For	
NEWCASTLE INVESTM		Mooting				Agenda: 9	 32170335
CUSIP: 65105		Meeting Meeting			4	ISIN:	For/A
Proposal					Туре	Vote	
ERNST & YO	RAIN O APPROVE THE APPOINTMENT OF UNG LLP AS THE COMPANY S I AUDITORS FOR THE FISCAL				Mgmt Mgmt		
PRENTISS PROPERTI		Meeting	Type:	Annual		Agenda: 9	32125354
Ticker: PP	0100			5/5/2004		ISIN:	E / 7
Proposal					Туре	Vote	For/A Mana
01 RONALD G. 2 DR. L. M. 1 02 RATIFICATION PRICEWATER	STEINHART				_	For For For	
2004. 03 APPROVAL OF COMPANY SET TRUSTEES SEAMENDED (TRUSTEES TO COMPANY SET TO C	F AN AMENDMENT TO THE AMENDED AND RESTATED HARE INCENTIVE PLAN, AS HE TRUSTEES PLAN) TO HE AGGREGATE NUMBER OF THE COMMON SHARES OF BENEFICIAL PAR VALUE \$0.01 PER SHARE				Mgmt	For	
COMPANY S AS AMENDED INCREASE TI COMPANY S ISSUED UND	F AN AMENDMENT TO THE 1996 SHARE INCENTIVE PLAN, (THE 1996 PLAN), TO HE AGGREGATE NUMBER OF THE COMMON SHARES THAT MAY BE ER THE 1996 PLAN BY COMMON SHARES.				Mgmt	For	
RECKSON ASSOCIATE	S REALTY CORP.					Agenda: 9	 32145988
CUSIP: 75621 Ticker: RA	K106	Meeting Meeting		Annual 6/2/2004		ISIN:	
Proposal					Туре	Vote	For/A Mana
	HE ARTICLES OF INCORPORATION				Mgmt	For	

OF THE COMPANY TO ELIMINATE THE

04	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS FOR FISCAL YEAR 2004.		Mgm	nt Fo	r
03	APPROVAL OF AMENDMENT TO THE DEFERRED COMPENSATION PLAN FOR DIRECTORS.		Mgm		
02	APPROVAL OF AMENDMENTS TO THE 1995 OUTSIDE DIRECTORS STOCK OPTION PLAN.		Mgm	nt Fo	r
	MICHAEL A. ELIA		-	nt Fo nt Fo	
	CHARLES E. LANNON ANTHONY P. GAMMIE		-	nt Fo	
	JOHN E. BURNS		_	nt Fo	
01	ROBERT J. ATTEA KENNETH F. MYSZKA		_	nt Fo nt Fo	
Propo				vote	Man
		needing Date.			For/
	N SELF STORAGE, INC. CUSIP: 84610H108 icker: SSS	Meeting Type: Meeting Date:		Agenda: ISIN:	932138325
01	G. WILLIAM MILLER		Mgm	nt 	
	MELVYN E. BERGSTEIN J. ALBERT SMITH, JR.		Mgn Mgn		
	KAREN N. HORN		Mgm		
	LINDA WALKER BYNOE		Mgm		
01	PIETER S. VAN DEN BERG BIRCH BAYH		Mgm Mgm		
Propo				vote	Mana
		J			For/
	CUSIP: 828806604 icker: SPGPRF	Meeting Type: Meeting Date:		ISIN:	
	PROPERTY GROUP, INC.			Agenda:	932130204
	OF THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2004.				
04	TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS THE INDEPENDENT AUDITORS		Mgm	nt Fo	r
	RONALD H. MENAKER		-	nt Fo	
	JOHN RUFFLE* PETER QUICK*		_	nt Fo nt Fo	
	LEWIS S. RANIERI		_	nt Fo	
	DOUGLAS CROCKER II*** ELIZABETH MCCAUL**		Mgm Mgm	nt Fo nt Fo	
	STANLEY STEINBERG*		Mgm		
	DONALD J. RECHLER		Mgm	nt Fo	r
03	LIMIT. SCOTT H. RECHLER		Mgm	nt Fo	r
	TO AMEND THE PROVISION REGARDING THE COMPANY S COMMON STOCK OWNERSHIP				
			Mgm	nt Fo	r
)2	DIRECTORS. TO AMEND THE ARTICLES OF INCORPORATION				

CUSIP: 892081100 Meeting Type: Annual

	Ticker: TCT	Meeting Da	ate:	5/5/2004		ISIN: Vote	For/ <i>I</i> Mana
01	NANCY LERNER BECK				Mgmt	For	
	JAMES H. BERICK				Mgmt	For	
	H. GRANT HATHAWAY				Mgmt		
	HARVEY SCHULWEIS				Mgmt		
	MILTON A. WOLF				Mgmt		
	ADT BIDDLE PROPERTIES INC.					 Agenda: 9320	 092834
01	CUSIP: 917286205	Meeting T	oav'	Annual		1190	7222
	Ticker: UBA			3/10/2004	ı	TSTN:	
	IICKei. ODA	MEECTING -	acc.	J/ ±U/ 200 -		T \(\Omega \tau \cdot \)	For/A
Prop	osal				Туре	Vote	Mana
01					Mgmt	 For	
	ROBERT J. MUELLER**				Mgmt		
	WILLING L. BIDDLE**				Mgmt		
	E. VIRGIL CONWAY**				Mamt		
	E. VIRGIL CONWAI""				Мушс	τ ∪ τ	
02	TO RATIFY THE APPOINTMENT OF ERNST &				Mgmt	For	
	YOUNG LLP AS THE INDEPENDENT AUDITORS						
	OF THE COMPANY FOR ONE YEAR.					_	
03	TO AMEND THE COMPANY S DIVIDEND				Mgmt	For	
	REINVESTMENT AND SHARE PURCHASE PLAN.						
04	TO AMEND THE COMPANY S RESTRICTED				Mgmt	For	
	STOCK AWARD PLAN.						
	AS, INC.					 Agenda: 9321	 118208
	CUSIP: 92276F100	Meeting T				-	-1020c
	Ticker: VTR	Meeting D	vate:	5/21/2004	£	ISIN:	
Prop	posal				Туре	Vote	For/A Mana
01	JAY M. GELLERT				Mgmt	For	
	THOMAS C. THEOBALD				Mgmt	For	
	DEBRA A. CAFARO				Mgmt	For	
	SHELI Z. ROSENBERG				Mgmt	For	
	RONALD G. GEARY				Mgmt		
	DOUGLAS CROCKER II				Mgmt		
02	TO RATIFY THE SELECTION OF ERNST &				-		
UZ		-			Mgmt	For	
	YOUNG LLP AS THE COMPANY S INDEPENDENT						
	AUDITORS FOR FISCAL YEAR 2004.						
03	TO ADOPT THE COMPANY S 2004 STOCK PLAN	·			Mgmt	For	
	FOR DIRECTORS WHICH AMENDS AND						
	RESTATES THE COMPANY S 2000 STOCK						
	OPTION PLAN FOR DIRECTORS.						
 VORN	 ADO REALTY TRUST					 Agenda: 9321	 169 <u>1</u> 54
	CUSIP: 929042109	Meeting T					-03
	Ticker: VNO	Meeting D	ate:	5/27/2004		ISIN:	For /:
Prop	posal				Type	Vote	For/A Mana
	DR. RICHARD R. WEST				Mam+	For	
01	DR. RICHARD R. WEST				Mgmt Mgmt		
01					_	For For	

DAVID MANDELBAUM Mgmt For 02 RATIFICATION OF SELECTION OF Mgmt For INDEPENDENT AUDITORS.

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) Cohen & Steers Quality Income Realty Fund, Inc.

By (Signature) /S/ Adam M. Derechin

Name Adam M. Derechin

Title Vice President

Date 08-31-2004