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DELAWARE INVESTMENTS DIVIDEND & INCOME FUND INC

Form N-PX

August 29, 2008

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT

INVESTMENT COMPANIES

Investment Company Act File Number: 811-07460

Exact Name of Registrant as

Specified in Charter: Delaware Investments Dividend and
Income Fund, Inc.

Address of principal executive offices: 2005 Market Street
Philadelphia, PA 19103

Name and address of agent for service: David F. Connor, Esq.
2005 Market Street
Philadelphia, PA 19103

Registrant's telephone number: (800) 523-1918

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Date of fiscal year end:

November 30

Date of reporting period:

July 1, 2007 - June 30, 2008

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ITEM 1. PROXY VOTING RECORD.

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===== DELAWARE INVESTMENTS DIVIDEND AND INCOME FUND, INC. =====

ABBOTT LABORATORIES

Ticker: ABT Security ID: 002824100

Meeting Date: APR 25, 2008 Meeting Type: Annual

Record Date: FEB 26, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director R.S. Austin	For	For	Management
1.2	Elect Director W.M. Daley	For	For	Management
1.3	Elect Director W.J. Farrell	For	For	Management
1.4	Elect Director H.L. Fuller	For	For	Management
1.5	Elect Director W.A. Osborn	For	For	Management
1.6	Elect Director D.A.L. Owen	For	For	Management
1.7	Elect Director B. Powell, Jr.	For	For	Management
1.8	Elect Director W.A. Reynolds	For	For	Management
1.9	Elect Director R.S. Roberts	For	For	Management
1.10	Elect Director S.C. Scott, III	For	For	Management
1.11	Elect Director W.D. Smithburg	For	For	Management
1.12	Elect Director G.F. Tilton	For	For	Management
1.13	Elect Director M.D. White	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Human Rights Policy to Address Access to Medicines	Against	Against	Shareholder
4	Advisory Vote to Ratify Named Executive	Against	For	Shareholder

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Officers' Compensation

ALEXANDRIA REAL ESTATE EQUITIES, INC.

Ticker: ARE Security ID: 015271109

Meeting Date: MAY 22, 2008 Meeting Type: Annual

Record Date: MAR 31, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Joel S. Marcus	For	For	Management
1.2	Elect Director James H. Richardson	For	For	Management
1.3	Elect Director Richard B. Jennings	For	For	Management
1.4	Elect Director John L. Atkins, III	For	For	Management
1.5	Elect Director Richard H. Klein	For	For	Management
1.6	Elect Director Martin A. Simonetti	For	For	Management
1.7	Elect Director Alan G. Walton	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

ALLIED WASTE INDUSTRIES, INC.

Ticker: AW Security ID: 019589308

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Meeting Date: MAY 22, 2008 Meeting Type: Annual

Record Date: MAR 24, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director David P. Abney	For	For	Management
1.2	Elect Director Charles H. Cotros	For	For	Management
1.3	Elect Director James W. Crownover	For	For	Management
1.4	Elect Director William J. Flynn	For	For	Management
1.5	Elect Director David I. Foley	For	For	Management
1.6	Elect Director Nolan Lehmann	For	For	Management
1.7	Elect Director Leon J. Level	For	For	Management
1.8	Elect Director James A. Quella	For	Withhold	Management
1.9	Elect Director John M. Trani	For	For	Management
1.10	Elect Director John J. Zillmer	For	For	Management
2	Ratify Auditors	For	For	Management

ALLSTATE CORP., THE

Ticker: ALL Security ID: 020002101

Meeting Date: MAY 20, 2008 Meeting Type: Annual

Record Date: MAR 24, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director F. Duane Ackerman	For	For	Management
2	Elect Director Robert D. Beyer	For	For	Management

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3	Elect Director W. James Farrell	For	For	Management
4	Elect Director Jack M. Greenberg	For	For	Management
5	Elect Director Ronald T. LeMay	For	For	Management
6	Elect Director J. Christopher Reyes	For	For	Management
7	Elect Director H. John Riley, Jr.	For	For	Management
8	Elect Director Joshua I. Smith	For	For	Management
9	Elect Director Judith A. Sprieser	For	For	Management
10	Elect Director Mary Alice Taylor	For	For	Management
11	Elect Director Thomas J. Wilson	For	For	Management
12	Ratify Auditors	For	For	Management
13	Provide for Cumulative Voting	Against	For	Shareholder
14	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder
15	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder

ANNALY CAPITAL MANAGEMENT INC.

Ticker: NLY Security ID: 035710409

Meeting Date: APR 21, 2008 Meeting Type: Special

Record Date: MAR 17, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Increase Authorized Common Stock	For	For	Management

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ANNALY CAPITAL MANAGEMENT INC.

Ticker: NLY Security ID: 035710409

Meeting Date: MAY 20, 2008 Meeting Type: Annual

Record Date: MAR 27, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael J. Farrell	For	For	Management
1.2	Elect Director Jonathan D. Green	For	For	Management
1.3	Elect Director John A. Lambiase	For	For	Management
2	Ratify Auditors	For	For	Management

APARTMENT INVESTMENT & MANAGEMENT CO.

Ticker: AIV Security ID: 03748R101

Meeting Date: APR 28, 2008 Meeting Type: Annual

Record Date: FEB 29, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James N. Bailey	For	For	Management
1.2	Elect Director Terry Considine	For	For	Management
1.3	Elect Director Richard S. Ellwood	For	For	Management

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1.4	Elect Director Thomas L. Keltner	For	For	Management
1.5	Elect Director J. Landis Martin	For	For	Management
1.6	Elect Director Robert A. Miller	For	For	Management
1.7	Elect Director Thomas L. Rhodes	For	For	Management
1.8	Elect Director Michael A. Stein	For	For	Management
2	Ratify Auditors	For	For	Management

ASHFORD HOSPITALITY TRUST INC.

Ticker: AHT Security ID: 044103109

Meeting Date: JUN 10, 2008 Meeting Type: Annual

Record Date: MAR 17, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Archie Bennett, Jr.	For	For	Management
1.2	Elect Director Montgomery J. Bennett	For	For	Management
1.3	Elect Director Martin L. Edelman	For	For	Management
1.4	Elect Director W.D. Minami	For	For	Management
1.5	Elect Director W. Michael Murphy	For	For	Management
1.6	Elect Director Phillip S. Payne	For	For	Management
1.7	Elect Director Charles P. Toppino	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	Against	Management

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AT&T INC

Ticker: T Security ID: 00206R102

Meeting Date: APR 25, 2008 Meeting Type: Annual

Record Date: FEB 27, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Randall L. Stephenson	For	For	Management
2	Elect Director William F. Aldinger III	For	For	Management
3	Elect Director Gilbert F. Amelio	For	For	Management
4	Elect Director Reuben V. Anderson	For	For	Management
5	Elect Director James H. Blanchard	For	For	Management
6	Elect Director August A. Busch III	For	For	Management
7	Elect Director James P. Kelly	For	For	Management
8	Elect Director Jon C. Madonna	For	For	Management
9	Elect Director Lynn M. Martin	For	For	Management
10	Elect Director John B. McCoy	For	For	Management
11	Elect Director Mary S. Metz	For	For	Management
12	Elect Director Joyce M. Roche	For	For	Management
13	Elect Director Laura D' Andrea Tyson	For	For	Management
14	Elect Director Patricia P. Upton	For	For	Management
15	Ratify Auditors	For	For	Management
16	Report on Political Contributions	Against	For	Shareholder
17	Exclude Pension Credits from Earnings Performance Measure	Against	For	Shareholder
18	Require Independent Lead Director	Against	For	Shareholder

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19	Establish SERP Policy	Against	For	Shareholder
20	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder

B&G FOODS, INC.

Ticker: BGS Security ID: 05508R106

Meeting Date: MAY 6, 2008 Meeting Type: Annual

Record Date: MAR 21, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert C. Cantwell	For	For	Management
1.2	Elect Director James R. Chambers	For	For	Management
1.3	Elect Director Cynthia T. Jamison	For	For	Management
1.4	Elect Director Dennis M. Mullen	For	For	Management
1.5	Elect Director Alfred Poe	For	For	Management
1.6	Elect Director Stephen C. Sherrill	For	For	Management
1.7	Elect Director David L. Wenner	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management

BAXTER INTERNATIONAL INC.

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Ticker: BAX Security ID: 071813109

Meeting Date: MAY 6, 2008 Meeting Type: Annual

Record Date: MAR 7, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Wayne T. Hockmeyer	For	For	Management
2	Elect Director Joseph B. Martin	For	For	Management
3	Elect Director Robert L. Parkinson	For	For	Management
4	Elect Director Thomas T. Stallkamp	For	For	Management
5	Elect Director Albert P.L. Stroucken	For	For	Management
6	Ratify Auditors	For	For	Management

BRANDYWINE REALTY TRUST

Ticker: BDN Security ID: 105368203

Meeting Date: JUN 18, 2008 Meeting Type: Annual

Record Date: MAR 27, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Walter D'Alessio	For	For	Management
1.2	Elect Director D. Pike Aloian	For	For	Management
1.3	Elect Director Anthony A. Nichols, Sr.	For	For	Management
1.4	Elect Director Donald E. Axinn	For	For	Management
1.5	Elect Director Wyche Fowler	For	For	Management

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1.6	Elect Director Michael J. Joyce	For	For	Management
1.7	Elect Director Charles P. Pizzi	For	For	Management
1.8	Elect Director Gerard H. Sweeney	For	For	Management
2	Ratify Auditors	For	For	Management

BRISTOL-MYERS SQUIBB CO.

Ticker: BMY Security ID: 110122108

Meeting Date: MAY 6, 2008 Meeting Type: Annual

Record Date: MAR 10, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Lewis B. Campbell	For	For	Management
2	Elect Director James M. Cornelius	For	For	Management
3	Elect Director Louis J. Freeh	For	For	Management
4	Elect Director Laurie H. Glimcher	For	For	Management
5	Elect Director Michael Grobstein	For	For	Management
6	Elect Director Leif Johansson	For	For	Management
7	Elect Director Alan J. Lacey	For	For	Management
8	Elect Director Vicki L. Sato	For	For	Management
9	Elect Director Togo D. West, Jr.	For	For	Management
10	Elect Director R. Sanders Williams	For	For	Management
11	Ratify Auditors	For	For	Management
12	Increase Disclosure of Executive Compensation	Against	Against	Shareholder

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CAMDEN PROPERTY TRUST

Ticker: CPT Security ID: 133131102

Meeting Date: MAY 6, 2008 Meeting Type: Annual

Record Date: MAR 14, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard J. Campo	For	For	Management
1.2	Elect Director William R. Cooper	For	For	Management
1.3	Elect Director Scott S. Ingraham	For	For	Management
1.4	Elect Director Lewis A. Levey	For	For	Management
1.5	Elect Director William B. McGuire, Jr.	For	For	Management
1.6	Elect Director William F. Paulsen	For	For	Management
1.7	Elect Director D. Keith Oden	For	For	Management
1.8	Elect Director F. Gardner Parker	For	For	Management
1.9	Elect Director Steven A. Webster	For	Withhold	Management
2	Ratify Auditors	For	For	Management

CEDAR SHOPPING CENTERS, INC.

Ticker: CDR Security ID: 150602209

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Meeting Date: SEP 12, 2007 Meeting Type: Special

Record Date: AUG 1, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Increase Authorized Common Stock	For	For	Management
2	Increase Authorized Preferred Stock	For	For	Management

CHEVRON CORPORATION

Ticker: CVX Security ID: 166764100

Meeting Date: MAY 28, 2008 Meeting Type: Annual

Record Date: MAR 31, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director S. H. Armacost	For	For	Management
2	Elect Director L. F. Deily	For	For	Management
3	Elect Director R. E. Denham	For	For	Management
4	Elect Director R. J. Eaton	For	For	Management
5	Elect Director S. Ginn	For	For	Management
6	Elect Director F. G. Jenifer	For	For	Management
7	Elect Director J. L. Jones	For	For	Management
8	Elect Director S. Nunn	For	For	Management
9	Elect Director D. J. O'Reilly	For	For	Management
10	Elect Director D. B. Rice	For	For	Management
11	Elect Director P. J. Robertson	For	For	Management

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12	Elect Director K. W. Sharer	For	For	Management
13	Elect Director C. R. Shoemate	For	For	Management
14	Elect Director R. D. Sugar	For	For	Management
15	Elect Director C. Ware	For	For	Management
16	Ratify Auditors	For	For	Management
17	Increase Authorized Common Stock	For	For	Management
18	Require Independent Board Chairman	Against	Against	Shareholder
19	Adopt Human Rights Policy	Against	For	Shareholder
20	Report on Environmental Impact of Oil Sands Operations in Canada	Against	For	Shareholder
21	Adopt Quantitative GHG Goals for Products and Operations	Against	Against	Shareholder
22	Adopt Guidelines for Country Selection	Against	Against	Shareholder
23	Report on Market Specific Environmental Laws	Against	Against	Shareholder

CHIMERA INVESTMENT CORP.

Ticker: CIM Security ID: 16934Q109

Meeting Date: MAY 20, 2008 Meeting Type: Annual

Record Date: MAR 27, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Mark Abrams	For	For	Management
1.2	Elect Director Paul Donlin	For	For	Management

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2 Ratify Auditors For For Management

CHUBB CORP., THE

Ticker: CB Security ID: 171232101

Meeting Date: APR 29, 2008 Meeting Type: Annual

Record Date: MAR 10, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Zoe Baird	For	For	Management
2	Elect Director Sheila P. Burke	For	For	Management
3	Elect Director James I. Cash, Jr.	For	For	Management
4	Elect Director Joel J. Cohen	For	For	Management
5	Elect Director John D. Finnegan	For	For	Management
6	Elect Director Klaus J. Mangold	For	For	Management
7	Elect Director Martin G. McGuinn	For	For	Management
8	Elect Director Lawrence M. Small	For	For	Management
9	Elect Director Jess Soderberg	For	For	Management
10	Elect Director Daniel E. Somers	For	For	Management
11	Elect Director Karen Hastie Williams	For	For	Management
12	Elect Director Alfred W. Zollar	For	For	Management
13	Ratify Auditors	For	For	Management

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CLEAR CHANNEL COMMUNICATIONS, INC.

Ticker: CCU Security ID: 184502102

Meeting Date: MAY 27, 2008 Meeting Type: Annual

Record Date: APR 18, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Alan D. Feld	For	For	Management
2	Elect Director Perry J. Lewis	For	For	Management
3	Elect Director L. Lowry Mays	For	For	Management
4	Elect Director Mark P. Mays	For	For	Management
5	Elect Director Randall T. Mays	For	For	Management
6	Elect Director B. J. McCombs	For	For	Management
7	Elect Director Phyllis B. Riggins	For	For	Management
8	Elect Director Theodore H. Strauss	For	For	Management
9	Elect Director J. C. Watts	For	For	Management
10	Elect Director John H. Williams	For	For	Management
11	Elect Director John B. Zachry	For	For	Management
12	Ratify Auditors	For	For	Management
13	Adopt Policy for Engagement With Proponents of Shareholder Proposals	Against	For	Shareholder
	Supported by a Majority Vote			
14	Require Independent Compensation Committee	Against	For	Shareholder
15	Adopt Anti Gross-up Policy	Against	For	Shareholder
16	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder

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 CONOCOPHILLIPS

Ticker: COP Security ID: 20825C104

Meeting Date: MAY 14, 2008 Meeting Type: Annual

Record Date: MAR 17, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Harold W. McGraw III	For	For	Management
2	Elect Director James J. Mulva	For	For	Management
3	Elect Director Bobby S. Shackouls	For	For	Management
4	Declassify the Board of Directors	For	For	Management
5	Ratify Auditors	For	For	Management
6	Require Director Nominee Qualifications	Against	Against	Shareholder
7	Report on Indigenous Peoples Rights Policies	Against	Against	Shareholder
8	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder
9	Report on Political Contributions	Against	For	Shareholder
10	Adopt Greenhouse Gas Emissions Goals for Products and Operations	Against	For	Shareholder
11	Report on Community Environmental Impacts of Operations	Against	Against	Shareholder
12	Report on Environmental Damage from Drilling in the National Petroleum	Against	For	Shareholder

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Reserve

13	Report on Environmental Impact of Oil Sands Operations in Canada	Against	For	Shareholder
14	Report on Global Warming	Against	Against	Shareholder

DISCOVER FINANCIAL SERVICES

Ticker: DFS Security ID: 254709108

Meeting Date: APR 10, 2008 Meeting Type: Annual

Record Date: FEB 11, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Jeffrey S. Aronin	For	For	Management
2	Elect Director Mary K. Bush	For	For	Management
3	Elect Director Gregory C. Case	For	For	Management
4	Elect Director Dennis D. Dammerman	For	For	Management
5	Elect Director Robert M. Devlin	For	For	Management
6	Elect Director Philip A. Laskawy	For	For	Management
7	Elect Director Michael H. Moskow	For	For	Management
8	Elect Director David W. Nelms	For	For	Management
9	Elect Director Michael L. Rankowitz	For	For	Management
10	Elect Director E. Follin Smith	For	For	Management
11	Elect Director Lawrence A. Weinbach	For	For	Management
12	Ratify Auditors	For	For	Management

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DUKE REALTY CORPORATION

Ticker: DRE Security ID: 264411505

Meeting Date: APR 30, 2008 Meeting Type: Annual

Record Date: MAR 3, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Barrington H. Branch	For	For	Management
1.2	Elect Director Geoffrey Button	For	For	Management
1.3	Elect Director William Cavanaugh III	For	For	Management
1.4	Elect Director Ngaire E. Cuneo	For	For	Management
1.5	Elect Director Charles R. Eitel	For	For	Management
1.6	Elect Director R. Glenn Hubbard, Ph.D.	For	For	Management
1.7	Elect Director M.C. Jischke, Ph.D.	For	For	Management
1.8	Elect Director L. Ben Lytle	For	For	Management
1.9	Elect Director Dennis D. Oklak	For	For	Management
1.10	Elect Director William O. Mccoy	For	For	Management
1.11	Elect Director Jack R. Shaw	For	For	Management
1.12	Elect Director Robert J. Woodward, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management

E.I. DU PONT DE NEMOURS & CO.

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Ticker: DD Security ID: 263534109

Meeting Date: APR 30, 2008 Meeting Type: Annual

Record Date: MAR 5, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard H. Brown	For	For	Management
1.2	Elect Director Robert A. Brown	For	For	Management
1.3	Elect Director Bertrand P. Collomb	For	For	Management
1.4	Elect Director Curtis J. Crawford	For	For	Management
1.5	Elect Director Alexander M. Cutler	For	For	Management
1.6	Elect Director John T. Dillon	For	For	Management
1.7	Elect Director Eleuthere I. du Pont	For	For	Management
1.8	Elect Director Marillyn A. Hewson	For	For	Management
1.9	Elect Director Charles O. Holliday, Jr.	For	For	Management
1.10	Elect Director Lois D. Juliber	For	For	Management
1.11	Elect Director Sean O'Keefe	For	For	Management
1.12	Elect Director William K. Reilly	For	For	Management
2	Ratify Auditors	For	For	Management
3	Report on Plant Closures	Against	Against	Shareholder
4	Require Independent Board Chairman	Against	For	Shareholder
5	Report on Global Warming	Against	Against	Shareholder
6	Amend Human Rights Policies	Against	Against	Shareholder
7	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder

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EQUITY LIFESTYLE PROPERTIES INC

Ticker: ELS Security ID: 29472R108

Meeting Date: MAY 8, 2008 Meeting Type: Annual

Record Date: MAR 7, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Philip C. Calian	For	For	Management
1.2	Elect Director Donald S. Chisholm	For	For	Management
1.3	Elect Director Thomas E. Dobrowski	For	For	Management
1.4	Elect Director Thomas P. Heneghan	For	For	Management
1.5	Elect Director Sheli Z. Rosenberg	For	For	Management
1.6	Elect Director Howard Walker	For	Withhold	Management
1.7	Elect Director Gary L. Waterman	For	For	Management
1.8	Elect Director Samuel Zell	For	For	Management
2	Ratify Auditors	For	For	Management

EQUITY RESIDENTIAL

Ticker: EQR Security ID: 29476L107

Meeting Date: JUN 10, 2008 Meeting Type: Annual

Record Date: MAR 31, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1.1	Elect Trustee John W. Alexander	For	For	Management
1.2	Elect Trustee Charles L. Atwood	For	For	Management
1.3	Elect Trustee Stephen O. Evans	For	For	Management
1.4	Elect Trustee Boone A. Knox	For	For	Management
1.5	Elect Trustee John E. Neal	For	For	Management
1.6	Elect Trustee David J. Neithercut	For	For	Management
1.7	Elect Trustee Desiree G. Rogers	For	For	Management
1.8	Elect Trustee Sheli Z. Rosenberg	For	For	Management
1.9	Elect Trustee Gerald A. Spector	For	For	Management
1.10	Elect Trustee B. Joseph White	For	For	Management
1.11	Elect Trustee Samuel Zell	For	For	Management
2	Ratify Auditors	For	For	Management

FOSTER WHEELER LTD

Ticker: FWLT Security ID: G36535139

Meeting Date: JAN 8, 2008 Meeting Type: Special

Record Date: NOV 19, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	INCREASE IN THE AUTHORIZED SHARE CAPITAL	For	For	Management
	OF THE COMPANY DESCRIBED IN THE PROXY			
	STATEMENT.			

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FOSTER WHEELER LTD

Ticker: FWLT Security ID: G36535139

Meeting Date: MAY 6, 2008 Meeting Type: Annual

Record Date: MAR 10, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jack A. Fusco	For	For	Management
1.2	Elect Director Edward G. Galante	For	For	Management
1.3	Elect Director Raymond J. Milchovich	For	For	Management
2	APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP	For	For	Management

AS FOSTER WHEELER LTD. S INDEPENDENT
REGISTERED PUBLIC ACCOUNTING FIRM FOR
2008 AND AUTHORIZATION OF THE BOARD,
THROUGH THE AUDIT COMMITTEE, TO SET THE
FIRM S REMUNERATION.

GAP, INC., THE

Ticker: GPS Security ID: 364760108

Meeting Date: JUN 2, 2008 Meeting Type: Annual

Record Date: APR 7, 2008

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Howard P. Behar	For	For	Management
1.2	Elect Director Adrian D.P. Bellamy	For	For	Management
1.3	Elect Director Domenico De Sole	For	For	Management
1.4	Elect Director Donald G. Fisher	For	For	Management
1.5	Elect Director Doris F. Fisher	For	For	Management
1.6	Elect Director Robert J. Fisher	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 Glenn K. Murphy	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 Kneeland C. Youngblood	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Qualified Employee Stock Purchase Plan	For	For	Management

GENERAL GROWTH PROPERTIES, INC.

Ticker: GGP Security ID: 370021107

Meeting Date: MAY 14, 2008 Meeting Type: Annual

Record Date: MAR 17, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1.1	Elect Director Matthew Bucksbaum	For	Withhold	Management
1.2	Elect Director Bernard Freibaum	For	Withhold	Management
1.3	Elect Director Beth Stewart	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	Against	For	Shareholder

GRUPO AEROPORTUARIO DEL CENTRO NORTE S.A.B. DE C.V.

Ticker: OMAB Security ID: 400501102

Meeting Date: APR 3, 2008 Meeting Type: Annual/Special

Record Date: MAR 6, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Accept Financial Statements and Statutory Reports for the Period Ended December 31, 2007	For	For	Management
2	Accept Tax Report in Accordance with Art. 28, Section IV of Stock Market Law	For	For	Management
3	Authorize Board to Ratify and Execute Approved Resolutions in Proposals I and II	For	For	Management
4	Approve Allocation of Income, Increase in Reserves, Allocation of Stock Repurchase Reserve and Dividends	For	For	Management
5	Approve Change in Dividends Policy	For	For	Management

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6	Elect Directors, Alternates and Chairs of Special Committees (Bundled)	For	For	Management
7	Approve Remuneration of Directors and Members of the Special Committees	For	For	Management
8	Amend Corporate Bylaws	For	For	Management
9	Authorize Board to Ratify and Execute Approved Resolutions	For	For	Management

H. J. HEINZ CO.

Ticker: HNZ Security ID: 423074103

Meeting Date: AUG 15, 2007 Meeting Type: Annual

Record Date: JUN 6, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director W.R. Johnson	For	For	Management
1.2	Elect Director C.E. Bunch	For	For	Management
1.3	Elect Director L.S. Coleman, Jr.	For	For	Management
1.4	Elect Director J.G. Drosdick	For	For	Management
1.5	Elect Director E.E. Holiday	For	For	Management
1.6	Elect Director C. Kendle	For	For	Management
1.7	Elect Director D.R. O'Hare	For	For	Management
1.8	Elect Director N. Peltz	For	For	Management
1.9	Elect Director D.H. Reilley	For	For	Management
1.10	Elect Director L.C. Swann	For	For	Management

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1.11	Elect Director T.J. Usher	For	For	Management
1.12	Elect Director M.F. Weinstein	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Nonqualified Employee Stock Purchase Plan	For	For	Management
4	Approve Executive Incentive Bonus Plan	For	For	Management
5	Reduce Supermajority Vote Requirement	For	For	Management
6	Reduce Supermajority Vote Requirement	For	For	Management
7	Company Specific--Provide Majority Vote for the Election of Directors	For	For	Management

HARTFORD FINANCIAL SERVICES GROUP, INC., THE

Ticker: HIG Security ID: 416515104

Meeting Date: MAY 21, 2008 Meeting Type: Annual

Record Date: MAR 24, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Ramani Ayer	For	For	Management
2	Elect Director Ramon de Oliveira	For	For	Management
3	Elect Director Trevor Fetter	For	For	Management
4	Elect Director Edward J. Kelly, III	For	For	Management
5	Elect Director Paul G. Kirk, Jr.	For	For	Management
6	Elect Director Thomas M. Marra	For	For	Management
7	Elect Director Gail J. McGovern	For	For	Management

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8	Elect Director Michael G. Morris	For	For	Management
9	Elect Director Charles B. Strauss	For	For	Management
10	Elect Director H. Patrick Swygert	For	For	Management
11	Ratify Auditors	For	For	Management

HEALTH CARE REIT, INC.

Ticker: HCN Security ID: 42217K106

Meeting Date: MAY 1, 2008 Meeting Type: Annual

Record Date: MAR 7, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William C. Ballard, Jr.	For	For	Management
1.2	Elect Director Peter J. Grua	For	For	Management
1.3	Elect Director R. Scott Trumbull	For	For	Management
2	Ratify Auditors	For	For	Management

HERSHA HOSPITALITY TRUST

Ticker: HT Security ID: 427825104

Meeting Date: MAY 22, 2008 Meeting Type: Annual

Record Date: MAR 31, 2008

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Donald J. Landry	For	For	Management
1.2	Elect Director Thomas S. Capello	For	For	Management
1.3	Elect Director Jay H. Shah	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

HIGHLAND HOSPITALITY CORP

Ticker: HIH Security ID: 430141101

Meeting Date: JUL 12, 2007 Meeting Type: Special

Record Date: MAY 25, 2007

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

HIGHWOODS PROPERTIES, INC.

Ticker: HIW Security ID: 431284108

Meeting Date: MAY 15, 2008 Meeting Type: Annual

Record Date: MAR 3, 2008

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Thomas W. Adler	For	For	Management
1.2	Elect Director Kay N. Callison	For	For	Management
1.3	Elect Director O. Temple Sloan, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	For	For	Management

HOST HOTELS & RESORTS, INC.

Ticker: HST Security ID: 44107P104

Meeting Date: MAY 14, 2008 Meeting Type: Annual

Record Date: MAR 27, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Roberts M. Baylis	For	For	Management
2	Elect Director Terence C. Golden	For	Against	Management
3	Elect Director Ann M. Korologos	For	For	Management
4	Elect Director Richard E. Marriott	For	For	Management
5	Elect Director Judith A. McHale	For	For	Management
6	Elect Director John B. Morse Jr	For	For	Management
7	Elect Director W. Edward Walter	For	For	Management
8	Ratify Auditors	For	For	Management

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HUNTINGTON BANCSHARES INC.

Ticker: HBAN Security ID: 446150104

Meeting Date: APR 23, 2008 Meeting Type: Annual

Record Date: FEB 20, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Don M. Casto, III	For	For	Management
1.2	Elect Director Michael J. Endres	For	For	Management
1.3	Elect Director Wm. J. Lhota	For	For	Management
1.4	Elect Director David L. Porteous	For	For	Management
2	Declassify the Board of Directors	For	For	Management
3	Ratify Auditors	For	For	Management

INTEL CORP.

Ticker: INTC Security ID: 458140100

Meeting Date: MAY 21, 2008 Meeting Type: Annual

Record Date: MAR 24, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Craig R. Barrett	For	For	Management
2	Elect Director Charlene Barshefsky	For	For	Management

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3	Elect Director Carol A. Bartz	For	For	Management
4	Elect Director Susan L. Decker	For	For	Management
5	Elect Director Reed E. Hundt	For	For	Management
6	Elect Director Paul S. Otellini	For	For	Management
7	Elect Director James D. Plummer	For	For	Management
8	Elect Director David S. Pottruck	For	For	Management
9	Elect Director Jane E. Shaw	For	For	Management
10	Elect Director John L. Thornton	For	For	Management
11	Elect Director David B. Yoffie	For	For	Management
12	Ratify Auditors	For	For	Management
13	Amend Bylaws to Establish a Board Committee on Sustainability	Against	Against	Shareholder

INTERNATIONAL BUSINESS MACHINES CORP.

Ticker: IBM Security ID: 459200101

Meeting Date: APR 29, 2008 Meeting Type: Annual

Record Date: FEB 29, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director C. Black	For	For	Management
1.2	Elect Director W.R. Brody	For	For	Management
1.3	Elect Director K.I. Chenault	For	For	Management
1.4	Elect Director M.L. Eskew	For	For	Management
1.5	Elect Director S.A. Jackson	For	For	Management

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1.6	Elect Director L.A. Noto	For	For	Management
1.7	Elect Director J.W. Owens	For	For	Management
1.8	Elect Director S.J. Palmisano	For	For	Management
1.9	Elect Director J.E. Spero	For	For	Management
1.10	Elect Director S. Taurel	For	For	Management
1.11	Elect Director L.H. Zambrano	For	For	Management
2	Ratify Auditors	For	For	Management
3	Restore or Provide for Cumulative Voting	Against	For	Shareholder
4	Review Executive Compensation	Against	For	Shareholder
5	Amend Bylaws to Establish a Board Committee on Human Rights	Against	Against	Shareholder
6	Amend Bylaw -- Call Special Meetings	Against	For	Shareholder
7	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder

JOHNSON & JOHNSON

Ticker: JNJ Security ID: 478160104

Meeting Date: APR 24, 2008 Meeting Type: Annual

Record Date: FEB 26, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Mary Sue Coleman	For	For	Management
1.2	Elect Director James G. Cullen	For	For	Management
1.3	Elect Director Michael M.E. Johns	For	Withhold	Management

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1.4	Elect Director Arnold G. Langbo	For	Withhold	Management
1.5	Elect Director Susan L. Lindquist	For	For	Management
1.6	Elect Director Leo F. Mullin	For	For	Management
1.7	Elect Director William D. Perez	For	Withhold	Management
1.8	Elect Director Christine A. Poon	For	For	Management
1.9	Elect Director Charles Prince	For	Withhold	Management
1.10	Elect Director Steven S. Reinemund	For	For	Management
1.11	Elect Director David Satcher	For	For	Management
1.12	Elect Director William C. Weldon	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder

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KRAFT FOODS INC

Ticker: KFT Security ID: 50075N104

Meeting Date: MAY 13, 2008 Meeting Type: Annual

Record Date: MAR 10, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Ajay Banga	For	For	Management
1.2	Elect Director Jan Bennink	For	For	Management
1.3	Elect Director Myra M. Hart	For	For	Management
1.4	Elect Director Lois D. Juliber	For	For	Management
1.5	Elect Director Mark D. Ketchum	For	For	Management
1.6	Elect Director Richard A. Lerner	For	For	Management
1.7	Elect Director John C. Pope	For	For	Management
1.8	Elect Director Fredric G. Reynolds	For	For	Management
1.9	Elect Director Irene B. Rosenfeld	For	For	Management
1.10	Elect Director Mary L. Schapiro	For	For	Management
1.11	Elect Director Deborah C. Wright	For	For	Management
1.12	Elect Director Frank G. Zarb	For	For	Management
2	Ratify Auditors	For	For	Management

LIMITED BRANDS

Ticker: LTD Security ID: 532716107

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Meeting Date: MAY 19, 2008 Meeting Type: Annual

Record Date: MAR 26, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Donna A. James	For	Withhold	Management
1.2	Elect Director Jeffrey H. Miro	For	Withhold	Management
1.3	Elect Director Jeffrey B. Swartz	For	Withhold	Management
1.4	Elect Director Raymond Zimmerman	For	Withhold	Management
2	Ratify Auditors	For	For	Management

MACERICH CO., THE

Ticker: MAC Security ID: 554382101

Meeting Date: MAY 29, 2008 Meeting Type: Annual

Record Date: MAR 11, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Dana K. Anderson	For	For	Management
2	Elect Director Diana M. Laing	For	For	Management
3	Elect Director Stanley A. Moore	For	For	Management
4	Ratify Auditors	For	For	Management
5	Declassify the Board of Directors	For	For	Management

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MACQUARIE INFRASTRUCTURE CO LLC

Ticker: MIC Security ID: 55608B105

Meeting Date: MAY 27, 2008 Meeting Type: Annual

Record Date: APR 7, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Norman H. Brown, Jr.	For	Did Not Vote	Management
1.2	Elect Director George W. Carmany, III	For	Did Not Vote	Management
1.3	Elect Director William H. Webb	For	Did Not Vote	Management
2	Ratify Auditors	For	Did Not Vote	Management

MATTEL, INC.

Ticker: MAT Security ID: 577081102

Meeting Date: MAY 29, 2008 Meeting Type: Annual

Record Date: APR 4, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Michael J. Dolan	For	For	Management

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2	Elect Director Robert A. Eckert	For	For	Management
3	Elect Director Frances D. Fergusson	For	For	Management
4	Elect Director Tully M. Friedman	For	For	Management
5	Elect Director Dominic Ng	For	For	Management
6	Elect Director Vasant M. Prabhu	For	For	Management
7	Elect Director Andrea L. Rich	For	For	Management
8	Elect Director Ronald L. Sargent	For	For	Management
9	Elect Director Dean A. Scarborough	For	For	Management
10	Elect Director Christopher A. Sinclair	For	For	Management
11	Elect Director G. Craig Sullivan	For	For	Management
12	Elect Director Kathy Brittain White	For	For	Management
13	Ratify Auditors	For	For	Management
14	Report on Product Safety and Working Conditions	Against	Against	Shareholder

MEDICAL PROPERTIES TRUST, INC

Ticker: MPW Security ID: 58463J304

Meeting Date: MAY 22, 2008 Meeting Type: Annual

Record Date: APR 1, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Edward K. Aldag, Jr.	For	For	Management
1.2	Elect Director Virginia A. Clarke	For	For	Management
1.3	Elect Director G. Steven Dawson	For	For	Management

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1.4	Elect Director R. Steven Hamner	For	For	Management
1.5	Elect Director Robert E. Holmes, Ph.D.	For	For	Management
1.6	Elect Director Sherry A. Kellett	For	For	Management
1.7	Elect Director William G. Mckenzie	For	For	Management
1.8	Elect Director L. Glenn Orr, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management

MORGAN STANLEY

Ticker: MS Security ID: 617446448

Meeting Date: APR 8, 2008 Meeting Type: Annual

Record Date: FEB 8, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Roy J. Bostock	For	For	Management
2	Elect Director Erskine B. Bowles	For	For	Management
3	Elect Director Howard J. Davies	For	For	Management
4	Elect Director C. Robert Kidder	For	For	Management
5	Elect Director John J. Mack	For	For	Management
6	Elect Director Donald T. Nicolaisen	For	For	Management
7	Elect Director Charles H. Noski	For	For	Management
8	Elect Director Hutham S. Olayan	For	For	Management
9	Elect Director Charles E. Phillips, Jr.	For	For	Management
10	Elect Director Griffith Sexton	For	For	Management
11	Elect Director Laura D. Tyson	For	For	Management

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12	Ratify Auditors	For	For	Management
13	Eliminate Supermajority Vote Requirement	For	For	Management
14	Approve Report of the Compensation Committee	Against	For	Shareholder
15	Report on Human Rights Investment Policies	Against	Against	Shareholder

MOTOROLA, INC.

Ticker: MOT Security ID: 620076109

Meeting Date: MAY 5, 2008 Meeting Type: Annual

Record Date: MAR 14, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director G. Brown	For	For	Management
1.2	Elect Director D. Dorman	For	For	Management
1.3	Elect Director W. Hambrecht	For	For	Management
1.4	Elect Director J. Lewent	For	For	Management
1.5	Elect Director K. Meister	For	For	Management
1.6	Elect Director T. Meredith	For	For	Management
1.7	Elect Director N. Negroponte	For	For	Management
1.8	Elect Director S. Scott III	For	For	Management
1.9	Elect Director R. Sommer	For	For	Management
1.10	Elect Director J. Stengel	For	For	Management
1.11	Elect Director A. Vinciquerra	For	For	Management

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1.12	Elect Director D. Warner III	For	For	Management
1.13	Elect Director J. White	For	For	Management
1.14	Elect Director M. White	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder
4	Claw-back of Payments under Restatements	Against	Against	Shareholder
5	Amend Human Rights Policies	Against	Against	Shareholder

PFIZER INC.

Ticker: PFE Security ID: 717081103

Meeting Date: APR 24, 2008 Meeting Type: Annual

Record Date: FEB 28, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Dennis A. Ausiello	For	For	Management
2	Elect Director Michael S. Brown	For	For	Management
3	Elect Director M. Anthony Burns	For	For	Management
4	Elect Director Robert N. Burt	For	For	Management
5	Elect Director W. Don Cornwell	For	For	Management
6	Elect Director William H. Gray, III	For	For	Management
7	Elect Director Constance J. Horner	For	For	Management
8	Elect Director William R. Howell	For	For	Management
9	Elect Director James M. Kilts	For	For	Management

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10	Elect Director Jeffrey B. Kindler	For	For	Management
11	Elect Director George A. Lorch	For	For	Management
12	Elect Director Dana G. Mead	For	For	Management
13	Elect Director Suzanne Nora Johnson	For	For	Management
14	Elect Director William C. Steere, Jr.	For	For	Management
15	Ratify Auditors	For	For	Management
16	Prohibit Executive Stock-Based Awards	Against	Against	Shareholder
17	Require Independent Board Chairman	Against	For	Shareholder

PROGRESS ENERGY, INC.

Ticker: PGN Security ID: 743263105

Meeting Date: MAY 14, 2008 Meeting Type: Annual

Record Date: MAR 7, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director James E. Bostic	For	For	Management
2	Elect Director David L. Burner	For	For	Management
3	Elect Director Harris E. DeLoach, Jr.	For	For	Management
4	Elect Director William D. Johnson	For	For	Management
5	Elect Director Robert W. Jones	For	For	Management
6	Elect Director W. Steven Jones	For	For	Management
7	Elect Director E. Marie McKee	For	For	Management
8	Elect Director John H. Mullin, III	For	For	Management
9	Elect Director Charles W. Pryor, Jr.	For	For	Management

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10	Elect Director Carlos A. Saladrigas	For	For	Management
11	Elect Director Theresa M. Stone	For	For	Management
12	Elect Director Alfred C. Tollison, Jr.	For	For	Management
13	Ratify Auditors	For	For	Management
14	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder

PS BUSINESS PARKS, INC.

Ticker: PSB Security ID: 69360J107

Meeting Date: MAY 5, 2008 Meeting Type: Annual

Record Date: MAR 14, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Ronald L. Havner, Jr.	For	For	Management
1.2	Elect Director Joseph D. Russell, Jr.	For	For	Management
1.3	Elect Director R. Wesley Burns	For	For	Management
1.4	Elect Director Arthur M. Friedman	For	For	Management
1.5	Elect Director James H. Kropp	For	For	Management
1.6	Elect Director Harvey Lenkin	For	For	Management
1.7	Elect Director Michael V. Mcgee	For	For	Management
1.8	Elect Director Alan K. Pribble	For	For	Management
2	Ratify Auditors	For	For	Management

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PUBLIC STORAGE

Ticker: PSA Security ID: 74460D109

Meeting Date: MAY 8, 2008 Meeting Type: Annual

Record Date: MAR 10, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Trustee B. Wayne Hughes	For	For	Management
1.2	Elect Trustee Ronald L. Havner, Jr.	For	For	Management
1.3	Elect Trustee Harvey Lenkin	For	For	Management
1.4	Elect Trustee Dann V. Angeloff	For	For	Management
1.5	Elect Trustee William C. Baker	For	For	Management
1.6	Elect Trustee John T. Evans	For	For	Management
1.7	Elect Trustee Uri P. Harkham	For	For	Management
1.8	Elect Trustee B. Wayne Hughes, Jr	For	For	Management
1.9	Elect Trustee Gary E. Pruitt	For	For	Management
1.10	Elect Trustee Daniel C. Staton	For	For	Management
2	Ratify Auditors	For	For	Management

R. R. DONNELLEY & SONS CO.

Ticker: RRD Security ID: 257867101

Meeting Date: MAY 28, 2008 Meeting Type: Annual

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Record Date: APR 2, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Thomas J. Quinlan, III	For	For	Management
2	Elect Director Stephen M. Wolf	For	For	Management
3	Elect Director Lee A. Chaden	For	For	Management
4	Elect Director E.V. (Rick) Goings	For	For	Management
5	Elect Director Judith H. Hamilton	For	For	Management
6	Elect Director Thomas S. Johnson	For	For	Management
7	Elect Director John C. Pope	For	For	Management
8	Elect Director Michael T. Riordan	For	For	Management
9	Elect Director Oliver R. Sockwell	For	For	Management
10	Ratify Auditors	For	For	Management
11	Amend Omnibus Stock Plan	For	For	Management
12	Report on Sustainable Forestry	Against	Against	Shareholder
13	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder

RAMCO-GERSHENSON PROPERTIES TRUST

Ticker: RPT Security ID: 751452202

Meeting Date: JUN 11, 2008 Meeting Type: Annual

Record Date: APR 14, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1.1	Elect Director Arthur H. Goldberg	For	For	Management
1.2	Elect Director Mark K. Rosenfeld	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Non-Employee Director Restricted Stock Plan	For	For	Management
4	Declassify the Board of Directors	Against	For	Shareholder

SAFEWAY INC.

Ticker: SWY Security ID: 786514208

Meeting Date: MAY 14, 2008 Meeting Type: Annual

Record Date: MAR 17, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Steven A. Burd	For	For	Management
2	Elect Director Janet E. Grove	For	For	Management
3	Elect Director Mohan Gyani	For	For	Management
4	Elect Director Paul Hazen	For	For	Management
5	Elect Director Frank C. Herringer	For	For	Management
6	Elect Director Robert I. MacDonnell	For	For	Management
7	Elect Director Douglas J. MacKenzie	For	For	Management
8	Elect Director Kenneth W. Oder	For	For	Management
9	Elect Director Rebecca A. Stirn	For	For	Management
10	Elect Director William Y. Tauscher	For	For	Management
11	Elect Director Raymond G. Viault	For	For	Management

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12	Ratify Auditors	For	For	Management
13	Provide for Cumulative Voting	Against	For	Shareholder
14	Submit SERP to Shareholder Vote	Against	For	Shareholder
15	Adopt Policy on 10b5-1 Plans	Against	For	Shareholder

SL GREEN REALTY CORP.

Ticker: SLG Security ID: 78440X101

Meeting Date: JUN 25, 2008 Meeting Type: Annual

Record Date: APR 4, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Marc Holliday	For	For	Management
1.2	Elect Director John S. Levy	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Approve Qualified Employee Stock Purchase Plan	For	For	Management

SPIRIT FINANCE CORPORATON

Ticker: SFC Security ID: 848568309

Meeting Date: JUL 2, 2007 Meeting Type: Annual

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Record Date: APR 23, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Merger Agreement	For	For	Management
2.1	Elect Director Morton H. Fleischer	For	For	Management
2.2	Elect Director Christopher H. Volk	For	For	Management
2.3	Elect Director Willie R. Barnes	For	For	Management
2.4	Elect Director Linda J. Blessing	For	For	Management
2.5	Elect Director Dennis E. Mitchem	For	For	Management
2.6	Elect Director Paul F. Oreffice	For	For	Management
2.7	Elect Director James R. Parish	For	For	Management
2.8	Elect Director Kenneth B. Roath	For	For	Management
2.9	Elect Director Casey J. Sylla	For	For	Management
2.10	Elect Director Shelby Yastrow	For	For	Management
3	Ratify Auditors	For	For	Management
4	Adjourn Meeting	For	For	Management

TIME WARNER CABLE INC.

Ticker: TWC Security ID: 88732J108

Meeting Date: MAY 29, 2008 Meeting Type: Annual

Record Date: APR 2, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director David C. Chang	For	For	Management

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1.2	Elect Director James E. Copeland, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management

VENTAS, INC.

Ticker: VTR Security ID: 92276F100

Meeting Date: MAY 19, 2008 Meeting Type: Annual

Record Date: MAR 24, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Debra A. Cafaro	For	For	Management
1.2	Elect Director Douglas Crocker II	For	For	Management
1.3	Elect Director Ronald G. Geary	For	Withhold	Management
1.4	Elect Director Jay M. Gellert	For	For	Management
1.5	Elect Director Robert D. Reed	For	For	Management
1.6	Elect Director Sheli Z. Rosenberg	For	Withhold	Management
1.7	Elect Director James D. Shelton	For	For	Management
1.8	Elect Director Thomas C. Theobald	For	For	Management
2	Ratify Auditors	For	Against	Management
3	Eliminate the Board's Ability to grant Waivers	For	For	Management

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VERIZON COMMUNICATIONS

Ticker: VZ Security ID: 92343V104

Meeting Date: MAY 1, 2008 Meeting Type: Annual

Record Date: MAR 3, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Richard L. Carrion	For	For	Management
2	Elect Director M. Frances Keeth	For	For	Management
3	Elect Director Robert W. Lane	For	For	Management
4	Elect Director Sandra O. Moose	For	For	Management
5	Elect Director Joseph Neubauer	For	For	Management
6	Elect Director Donald T. Nicolaisen	For	For	Management
7	Elect Director Thomas H. O'Brien	For	For	Management
8	Elect Director Clarence Otis, Jr.	For	For	Management
9	Elect Director Hugh B. Price	For	For	Management
10	Elect Director Ivan G. Seidenberg	For	For	Management
11	Elect Director John W. Snow	For	For	Management
12	Elect Director John R. Stafford	For	For	Management
13	Ratify Auditors	For	For	Management
14	Prohibit Executive Stock-Based Awards	Against	Against	Shareholder
15	Amend EEO Policy to Prohibit Discrimination based on Gender Identity	Against	Against	Shareholder
16	Require Independent Board Chairman	Against	Against	Shareholder

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WACHOVIA CORP.

Ticker: WB Security ID: 929903102

Meeting Date: APR 22, 2008 Meeting Type: Annual

Record Date: FEB 14, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director John D. Baker, II	For	For	Management
2	Elect Director Peter C. Browning	For	For	Management
3	Elect Director John T. Casteen, III	For	For	Management
4	Elect Director Jerry Gitt	For	For	Management
5	Elect Director William H. Goodwin, Jr.	For	For	Management
6	Elect Director Maryellen C. Herringer	For	For	Management
7	Elect Director Robert A. Ingram	For	For	Management
8	Elect Director Donald M. James	For	For	Management
9	Elect Director Mackey J. McDonald	For	For	Management
10	Elect Director Joseph Neubauer	For	For	Management
11	Elect Director Timothy D. Proctor	For	For	Management
12	Elect Director Ernest S. Rady	For	For	Management
13	Elect Director Van L. Richey	For	For	Management
14	Elect Director Ruth G. Shaw	For	For	Management
15	Elect Director Lanty L. Smith	For	For	Management
16	Elect Director G. Kennedy Thompson	For	For	Management
17	Elect Director Dona Davis Young	For	For	Management
18	Ratify Auditors	For	For	Management
19	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder
20	Report on Political Contributions	Against	For	Shareholder

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21 Require Two Candidates for Each Board Against Against Shareholder
 Seat

 WASTE MANAGEMENT, INC.

Ticker: WMI Security ID: 94106L109

Meeting Date: MAY 9, 2008 Meeting Type: Annual

Record Date: MAR 12, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Pastora San Juan Cafferty	For	For	Management
2	Elect Director Frank M. Clark, Jr.	For	For	Management
3	Elect Director Patrick W. Gross	For	For	Management
4	Elect Director Thomas I. Morgan	For	For	Management
5	Elect Director John C. Pope	For	For	Management
6	Elect Director W. Robert Reum	For	For	Management
7	Elect Director Steven G. Rothmeier	For	For	Management
8	Elect Director David P. Steiner	For	For	Management
9	Elect Director Thomas H. Weidemeyer	For	For	Management
10	Ratify Auditors	For	For	Management
11	Repot on Political Contributions	Against	For	Shareholder

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WYETH

Ticker: WYE Security ID: 983024100

Meeting Date: APR 24, 2008 Meeting Type: Annual

Record Date: MAR 3, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Robert M. Amen	For	For	Management
2	Elect Director Michael J. Critelli	For	For	Management
3	Elect Director Robert Essner	For	For	Management
4	Elect Director John D. Feerick	For	For	Management
5	Elect Director Frances D. Fergusson	For	For	Management
6	Elect Director Victor F. Ganzi	For	For	Management
7	Elect Director Robert Langer	For	For	Management
8	Elect Director John P. Mascotte	For	For	Management
9	Elect Director Raymond J. McGuire	For	For	Management
10	Elect Director Mary Lake Polan	For	For	Management
11	Elect Director Bernard Poussot	For	For	Management
12	Elect Director Gary L. Rogers	For	For	Management
13	Elect Director John R. Torell III	For	For	Management
14	Ratify Auditors	For	For	Management
15	Amend Omnibus Stock Plan	For	For	Management
16	Amend Non-Employee Director Restricted Stock Plan	For	For	Management
17	Report on Political Contributions	Against	For	Shareholder
18	Claw-back of Payments under Restatements	Against	Against	Shareholder

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XEROX CORP.

Ticker: XRX Security ID: 984121103

Meeting Date: MAY 22, 2008 Meeting Type: Annual

Record Date: MAR 24, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Glenn A. Britt	For	For	Management
1.2	Elect Director Ursula M. Burns	For	For	Management
1.3	Elect Director Richard J. Harrington	For	For	Management
1.4	Elect Director William Curt Hunter	For	For	Management
1.5	Elect Director Vernon E. Jordan, Jr.	For	For	Management
1.6	Elect Director Robert A. McDonald	For	For	Management
1.7	Elect Director Anne M. Mulcahy	For	For	Management
1.8	Elect Director N. J. Nicholas, Jr.	For	For	Management
1.9	Elect Director Ann N. Reese	For	For	Management
1.10	Elect Director Mary Agnes Wilderotter	For	For	Management
2	Ratify Auditors	For	For	Management
3	Adopt Majority Voting for Uncontested Election of Directors	For	For	Management
4	Report on Vendor Human Rights Standards	Against	Against	Shareholder

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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.

DELAWARE INVESTMENTS DIVIDEND AND INCOME FUND, INC.

By: Patrick P. Coyne

Name: Patrick P. Coyne

Title: Chairman/President/

Chief Executive Officer

Date: August 25, 2008