

ALLIANCEBERNSTEIN INCOME FUND INC
Form N-Q
May 27, 2011

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM N-Q

QUARTERLY SCHEDULE OF PORTFOLIO HOLDINGS OF REGISTERED
MANAGEMENT INVESTMENT COMPANIES

Investment Company Act file number: 811-05207

ALLIANCEBERNSTEIN INCOME FUND, INC.

(Exact name of registrant as specified in charter)

1345 Avenue of the Americas,

New York, New York 10105

(Address of principal executive offices) (Zip code)

Joseph J. Mantineo

AllianceBernstein L.P.

1345 Avenue of the Americas

New York, New York 10105

(Name and address of agent for service)

Registrant's telephone number, including area code: (800) 221-5672

Date of fiscal year end: **December 31, 2011**

Date of reporting period: **March 31, 2011**

ITEM 1. SCHEDULE OF INVESTMENTS.

AllianceBernstein Income Fund

Portfolio of Investments

March 31, 2011 (unaudited)

	Principal Amount (000)	U.S. \$ Value
GOVERNMENTS - TREASURIES 86.9%		
Brazil 1.8%		
Brazil Notas do Tesouro Nacional Series F		
10.00%, 1/01/14	BRL 16,419	\$ 9,412,569
Republic of Brazil		
10.25%, 1/10/28	1,453	885,515
12.50%, 1/05/16-1/05/22	39,433	27,852,433
		38,150,517
South Africa 0.5%		
South Africa Government Bond Series R203		
8.25%, 9/15/17	ZAR 79,000	11,562,062
United States 84.6%		
U.S. Treasury Bonds		
5.375%, 2/15/31	U.S.\$ 1,961	2,242,588
6.25%, 8/15/23	10,000	12,418,750
6.625%, 2/15/27	73,570	95,227,169
U.S. Treasury Notes		
1.875%, 6/30/15-10/31/17 ^(a)	339,500	332,246,794
2.625%, 2/29/16-4/30/16	156,400	159,358,473
2.625%, 11/15/20 ^(a)	150,000	139,968,750
2.75%, 11/30/16 ^(a)	333,772	338,491,464
3.25%, 5/31/16 ^(a)	44,000	46,076,272
3.625%, 2/15/20 ^(a)	86,440	88,790,131
4.25%, 8/15/15	77,330	84,875,707
4.50%, 11/15/15 ^(a)	147,605	163,760,810
4.50%, 2/15/16	598	663,593
5.125%, 5/15/16	3,000	3,417,891
U.S. Treasury STRIPS		
Zero Coupon, 5/15/17 ^{(a) (b)}	259,750	220,005,652
Zero Coupon, 11/15/21	164,379	109,697,663
		1,797,241,707
Total Governments - Treasuries (cost \$1,843,912,555)		1,846,954,286
CORPORATES - INVESTMENT GRADES 16.1%		
Industrial 7.7%		
Basic 1.8%		
Anglo American Capital PLC		
9.375%, 4/08/19 ^(c)	3,492	4,652,800
	6,246	6,108,651

Edgar Filing: ALLIANCEBERNSTEIN INCOME FUND INC - Form N-Q

ArcelorMittal 5.25%, 8/05/20		
GTL Trade Finance, Inc. 7.25%, 10/20/17 ^(c)	2,536	2,853,000
International Paper Co. 7.95%, 6/15/18	2,600	3,127,995
Southern Copper Corp. 7.50%, 7/27/35	5,107	5,516,995
Teck Resources Ltd. 6.00%, 8/15/40	327	329,318

	Principal Amount (000)	U.S. \$ Value
Usiminas Commercial Ltd. 7.25%, 1/18/18 ^(c)	U.S.\$ 4,263	\$ 4,731,930
Vale Overseas Ltd. 6.875%, 11/21/36	10,673	11,365,262
		38,685,951
Capital Goods 0.5%		
Holcim US Finance Sarl & Cie SCS 6.00%, 12/30/19 ^(c)	644	674,953
Legrand France SA 8.50%, 2/15/25	10	11,854
Owens Corning 9.00%, 6/15/19	3,000	3,545,583
Republic Services, Inc. 5.25%, 11/15/21	6,098	6,383,704
		10,616,094
Communications - Media 0.4%		
CBS Corp. 8.20%, 5/15/14	3,700	4,336,707
DirecTV Holdings LLC / DirecTV Financing Co., Inc. 4.75%, 10/01/14	1,485	1,599,006
Time Warner Entertainment Co. LP 8.375%, 7/15/33	2,500	3,058,178
		8,993,891
Communications - Telecommunications 0.6%		
American Tower Corp. 5.05%, 9/01/20	4,310	4,187,299
Embarq Corp. 7.082%, 6/01/16	1,277	1,452,192
Qwest Corp. 7.625%, 6/15/15	700	805,000
United States Cellular Corp. 6.70%, 12/15/33	2,100	2,012,974
Verizon Communications, Inc. 4.60%, 4/01/21	5,066	5,044,312
		13,501,777
Consumer Cyclical - Automotive 0.4%		
Harley-Davidson Funding Corp. 5.75%, 12/15/14 ^(c)	2,155	2,309,110
Volvo Treasury AB 5.95%, 4/01/15 ^(c)	4,437	4,878,127
		7,187,237
Consumer Cyclical - Entertainment 0.1%		
Time Warner, Inc. 7.70%, 5/01/32	2,500	2,915,395

Consumer Non-Cyclical 0.5%

Bunge Ltd. Finance Corp. 8.50%, 6/15/19	2,600	3,087,409
Delhaize Group SA 5.875%, 2/01/14	1,205	1,315,619

	Principal Amount (000)	U.S. \$ Value
Newell Rubbermaid, Inc. 4.70%, 8/15/20	U.S.\$ 3,930	\$ 3,878,553
Reynolds American, Inc. 6.75%, 6/15/17	500	571,776
Whirlpool Corp. 8.60%, 5/01/14	520	603,326
		9,456,683
Energy 2.1%		
Anadarko Petroleum Corp. 5.95%, 9/15/16	4,262	4,634,435
Nabors Industries, Inc. 9.25%, 1/15/19	2,500	3,151,378
Noble Energy, Inc. 8.25%, 3/01/19	4,300	5,409,860
Noble Holding International Ltd. 4.90%, 8/01/20	389	394,676
TNK-BP Finance SA 7.50%, 7/18/16 ^(c)	12,083	13,532,960
7.875%, 3/13/18 ^(c)	8,270	9,469,150
Transocean, Inc. 7.50%, 4/15/31	2,200	2,468,840
Valero Energy Corp. 9.375%, 3/15/19	2,410	3,080,676
Weatherford International Ltd. 7.00%, 3/15/38	2,900	3,071,613
		45,213,588
Other Industrial 0.3%		
Noble Group Ltd. 6.75%, 1/29/20 ^(c)	2,803	2,999,210
8.50%, 5/30/13 ^(c)	3,093	3,456,427
		6,455,637
Technology 0.2%		
Agilent Technologies, Inc. 5.00%, 7/15/20	782	799,422
Xerox Corp. 4.25%, 2/15/15	2,225	2,342,146
		3,141,568
Transportation - Airlines 0.6%		
Delta Air Lines 2007-1 Class A Pass Through Trust 6.821%, 8/10/22	1,734	1,790,187
Qantas Airways Ltd. 6.05%, 4/15/16 ^(c)	5,000	5,325,100
Southwest Airlines Co. 5.25%, 10/01/14	2,720	2,904,927
5.75%, 12/15/16	1,780	1,925,293
		11,945,507

Transportation - Services	0.2%		
Asciano Finance Ltd.			
3.125%, 9/23/15 ^(c)		3,960	3,814,640

	Principal Amount (000)	U.S. \$ Value
4.625%, 9/23/20 ^(c)	U.S.\$ 1,080	\$ 1,022,871
		4,837,511
		162,950,839
Financial Institutions 6.5%		
Banking 3.7%		
Barclays Bank PLC		
4.75%, 3/15/20	EUR 10,000	10,310,126
8.55%, 6/15/11 ^(c)	U.S.\$ 638	635,607
Capital One Financial Corp.		
6.15%, 9/01/16	2,900	3,175,677
Citigroup, Inc.		
8.50%, 5/22/19	9,100	11,228,272
Fifth Third Bancorp		
5.45%, 1/15/17	3,100	3,212,933
Goldman Sachs Group, Inc. (The)		
6.00%, 6/15/20	4,980	5,264,482
HSBC Bank USA NA		
4.875%, 8/24/20	2,030	1,987,260
Itau Unibanco Holding SA/Cayman Island		
6.20%, 4/15/20 ^(c)	3,200	3,285,741
Macquarie Group Ltd.		
4.875%, 8/10/17 ^(c)	4,270	4,291,491
Manufacturers & Traders Trust Co.		
6.625%, 12/04/17	506	571,282
Merrill Lynch & Co., Inc.		
5.70%, 5/02/17	13,500	14,010,070
6.05%, 5/16/16	2,678	2,830,349
Morgan Stanley		
10.09%, 5/03/17 ^(c)	BRL 11,615	6,776,276
Royal Bank of Scotland PLC (The)		
5.625%, 8/24/20	U.S.\$ 3,895	3,886,591
VTB Bank OJSC Via VTB Capital SA		
6.875%, 5/29/18 ^(c)	2,716	2,946,860
Wachovia Bank NA		
4.875%, 2/01/15	3,841	4,090,001
		78,503,018
Brokerage 0.1%		
Jefferies Group, Inc.		
6.875%, 4/15/21	2,062	2,190,114
Finance 0.4%		
General Electric Capital Corp.		
6.44%, 11/15/22	GBP 149	259,897
SLM Corp.		
5.05%, 11/14/14	U.S.\$ 3,610	3,644,035
Series A		
5.375%, 5/15/14	3,885	4,028,698
		7,932,630

Insurance 1.7%

Aflac, Inc. 3.45%, 8/15/15

865

868,676

	Principal Amount (000)	U.S. \$ Value
American International Group, Inc. 4.25%, 5/15/13	U.S.\$ 4,480	\$ 4,628,454
CIGNA Corp. 5.125%, 6/15/20	1,690	1,761,629
Fairfax Financial Holdings Ltd. 8.30%, 4/15/26	5,000	5,193,750
Genworth Financial, Inc. 7.70%, 6/15/20	3,100	3,176,678
Guardian Life Insurance Co. of America 7.375%, 9/30/39 ^(c)	2,455	2,867,983
Hartford Financial Services Group, Inc. 5.95%, 10/15/36	3,533	3,317,399
Humana, Inc. 8.15%, 6/15/38	2,900	3,337,888
MetLife, Inc. 4.75%, 2/08/21	2,135	2,139,868
Nationwide Mutual Insurance Co. 9.375%, 8/15/39 ^(c)	2,700	3,283,478
Prudential Financial, Inc. Series D 7.375%, 6/15/19	575	675,117
Swiss Re Solutions Holding Corp. 7.75%, 6/15/30	2,800	3,191,605
Transatlantic Holdings, Inc. 8.00%, 11/30/39	2,122	2,228,376
		36,670,901
Other Finance 0.2%		
Aviation Capital Group Corp. 6.75%, 4/06/21 ^(c)	4,235	4,235,000
IIRSA Norte Finance Ltd. 8.75%, 5/30/24 ^(c)	330	368,337
Red Arrow International Leasing PLC 8.375%, 6/30/12	RUB 3,397	120,231
		4,723,568
REITS 0.4%		
Duke Realty LP 6.75%, 3/15/20	U.S.\$ 1,655	1,844,762
Entertainment Properties Trust 7.75%, 7/15/20 ^(c)	3,308	3,572,640
HCP, Inc. 5.375%, 2/01/21	3,468	3,502,271
		8,919,673
		138,939,904
Non Corporate Sectors 1.7%		
Agencies - Not Government Guaranteed 1.7%		
Ecopetrol SA 7.625%, 7/23/19	2,899	3,341,098
Gazprom OAO Via Gaz Capital SA 6.212%, 11/22/16 ^(c)	5,050	5,491,875
6.51%, 3/07/22 ^(c)	3,335	3,539,269

6.51%, 3/07/22^{(a) (c)}

10,228

10,854,465

Edgar Filing: ALLIANCEBERNSTEIN INCOME FUND INC - Form N-Q

	Principal Amount (000)	U.S. \$ Value
9.25%, 4/23/19 ^(c)	U.S.\$ 7,115	\$ 8,848,925
Petrobras International Finance Co. - Pifco		
5.75%, 1/20/20	3,150	3,249,647
VTB Capital SA		
6.875%, 5/29/18 ^(c)	725	786,625
		36,111,904
Utility 0.2%		
Electric 0.2%		
FirstEnergy Corp. Series C		
7.375%, 11/15/31	3,000	3,249,615
Union Electric Co.		
6.70%, 2/01/19	485	559,709
		3,809,324
Total Corporates - Investment Grades (cost \$310,674,722)		341,811,971
CORPORATES - NON-INVESTMENT GRADES 11.6%		
Industrial 9.1%		
Basic 2.1%		
AK Steel Corp.		
7.625%, 5/15/20	2,082	2,123,640
Evraz Group SA		
8.875%, 4/24/13 ^(c)	3,697	4,057,457
9.50%, 4/24/18 ^(c)	385	451,220
Georgia Gulf Corp.		
10.75%, 10/15/16	250	266,250
Georgia-Pacific LLC		
5.40%, 11/01/20 ^(c)	1,642	1,621,431
Huntsman International LLC		
5.50%, 6/30/16	1,809	1,777,343
Lyondell Chemical Co.		
11.00%, 5/01/18	2,773	3,113,076
Mondi Finance PLC		
5.75%, 4/03/17	EUR 942	1,369,181
Nalco Co.		
6.625%, 1/15/19 ^(c)	U.S.\$ 2,010	2,067,787
Severstal OAO Via Steel Capital SA		
9.25%, 4/19/14 ^(c)	230	260,763
9.75%, 7/29/13 ^(c)	9,646	10,887,922
Steel Dynamics, Inc.		
7.625%, 3/15/20	3,000	3,217,500
United States Steel Corp.		
6.05%, 6/01/17	965	995,156
7.375%, 4/01/20	1,477	1,547,158
Vedanta Resources PLC		
8.75%, 1/15/14 ^(c)	7,226	7,704,722
Weyerhaeuser Co.		
7.375%, 3/15/32	2,000	2,108,974
		43,569,580

	Principal Amount (000)	U.S. \$ Value
Capital Goods 1.1%		
BE Aerospace, Inc. 6.875%, 10/01/20	U.S.\$ 2,000	\$ 2,070,000
Berry Plastics Corp. 10.25%, 3/01/16	150	145,875
Bombardier, Inc. 7.50%, 3/15/18 ^(c)	3,000	3,240,000
Building Materials Corp. of America 7.00%, 2/15/20 ^(c)	635	658,812
7.50%, 3/15/20 ^(c)	2,498	2,597,920
CNH America LLC 7.25%, 1/15/16	2,000	2,185,000
Griffon Corp. 7.125%, 4/01/18 ^(c)	583	593,203
Huntington Ingalls Industries, Inc. 6.875%, 3/15/18 ^(c)	698	728,537
7.125%, 3/15/21 ^(c)	690	719,325
Mohawk Industries, Inc. 6.875%, 1/15/16	762	817,245
RBS Global, Inc./Rexnord LLC 11.75%, 8/01/16	2,150	2,305,875
Reynolds Group Issuer, Inc./Reynolds Group Issuer LLC/Reynolds Group Issuer Lu 7.125%, 4/15/19 ^(c)	3,000	3,075,000
SPX Corp. 6.875%, 9/01/17 ^(c)	2,900	3,117,500
		22,254,292
Communications - Media 1.3%		
CCO Holdings LLC/CCO Holdings Capital Corp. 7.875%, 4/30/18	565	600,312
8.125%, 4/30/20	187	203,363
Clear Channel Communications, Inc. 5.75%, 1/15/13	220	217,800
Columbus International, Inc. 11.50%, 11/20/14 ^(c)	3,959	4,562,747
DISH DBS Corp. 7.125%, 2/01/16	2,000	2,135,000
European Media Capital SA 10.00%, 2/01/15 ^{(d) (e)}	1,853	1,297,227
Intelsat Jackson Holdings SA 7.25%, 4/01/19 ^(c)	4,231	4,236,289
ION Media Networks, Inc. 8.381%, 1/15/13 ^{(c) (e) (f) (g)}	7,081	0
LIN Television Corp. 8.375%, 4/15/18	900	978,750
Quebecor Media, Inc. 7.75%, 3/15/16	3,000	3,112,500
Rainbow National Services LLC 10.375%, 9/01/14 ^(c)	1,750	1,815,625
Virgin Media Finance PLC 8.375%, 10/15/19	2,000	2,250,000

	Principal Amount (000)	U.S. \$ Value
XM Satellite Radio, Inc. 7.625%, 11/01/18 ^(c)	U.S.\$ 2,500	\$ 2,637,500
Ziggo Bond Co. BV 8.00%, 5/15/18 ^(c)	EUR 2,300	3,381,792
		27,428,905
Communications - Telecommunications 0.9%		
Cricket Communications, Inc. 7.75%, 5/15/16	U.S.\$ 2,970	3,155,625
eAccess Ltd. 8.25%, 4/01/18 ^(c)	1,596	1,637,895
Frontier Communications Corp. 8.125%, 10/01/18	2,000	2,152,500
Pacnet Ltd. 9.25%, 11/09/15 ^(c)	2,981	3,025,715
Sunrise Communications International SA 7.00%, 12/31/17 ^(c)	EUR 1,585	2,336,112
Vimpel Communications Via VIP Finance Ireland Ltd. OJSC 9.125%, 4/30/18 ^(c)	U.S.\$ 3,500	3,983,000
Windstream Corp. 7.50%, 4/01/23 ^(c)	2,000	1,970,000
7.75%, 10/01/21 ^(c)	1,070	1,087,387
		19,348,234
Consumer Cyclical - Automotive 0.5%		
American Axle & Manufacturing Holdings, Inc. 9.25%, 1/15/17 ^(c)	1,882	2,089,020
Ford Motor Co. 7.45%, 7/16/31 ^(a)	650	703,697
Ford Motor Credit Co. LLC 5.75%, 2/01/21	2,125	2,098,433
7.00%, 10/01/13	2,350	2,536,750
Goodyear Tire & Rubber Co. (The) 8.75%, 8/15/20	3,000	3,307,500
		10,735,400
Consumer Cyclical - Entertainment 0.3%		
Pinnacle Entertainment, Inc. 8.75%, 5/15/20	3,100	3,224,000
WMG Acquisition Corp. 9.50%, 6/15/16	2,800	2,961,000
		6,185,000
Consumer Cyclical - Other 0.5%		
Broder Brothers Co. 12.00%, 10/15/13 ^{(c) (h)}	607	607,338
Host Hotels & Resorts LP 9.00%, 5/15/17 ^(a)	2,000	2,255,000
MCE Finance Ltd. 10.25%, 5/15/18	2,420	2,804,175

Royal Caribbean Cruises Ltd.
7.00%, 6/15/13

2,000

2,130,000

	Principal Amount (000)	U.S. \$ Value
William Lyon Homes, Inc. 10.75%, 4/01/13	U.S.\$ 2,000	\$ 1,665,000
		9,461,513
Consumer Cyclical - Retailers 0.7%		
AutoNation, Inc. 6.75%, 4/15/18	481	503,246
Burlington Coat Factory Warehouse Corp. 10.00%, 2/15/19 ^(c)	401	388,970
JC Penney Co., Inc. 5.65%, 6/01/20	3,100	2,987,625
Limited Brands, Inc. 6.90%, 7/15/17	5,593	5,998,493
Rite Aid Corp. 8.00%, 8/15/20	3,200	3,388,000
Toys R US - Delaware, Inc. 7.375%, 9/01/16 ^(c)	2,220	2,325,450
		15,591,784
Consumer Non-Cyclical 0.6%		
CHS/Community Health Systems, Inc. 8.875%, 7/15/15	1,600	1,688,000
Fresenius Medical Care US Finance, Inc. 5.75%, 2/15/21 ^(c)	2,125	2,058,594
HCA, Inc. 8.50%, 4/15/19	1,895	2,103,450
Mylan Inc. 7.625%, 7/15/17 ^(c)	290	311,750
	290	314,650
Select Medical Corp. 7.625%, 2/01/15	250	254,375
Select Medical Holdings Corp. 6.211%, 9/15/15	5,000	4,868,750
		11,599,569
Energy 0.6%		
Chesapeake Energy Corp. 6.625%, 8/15/20	3,000	3,195,000
Cie Generale de Geophysique-Veritas 7.50%, 5/15/15	46	47,265
	857	955,555
Forest Oil Corp. 7.25%, 6/15/19	2,964	3,097,380
Hilcorp Energy I LP/Hilcorp Finance Co. 7.75%, 11/01/15 ^(c)	2,000	2,070,000
Tesoro Corp. 9.75%, 6/01/19	3,800	4,313,000
		13,678,200
Other Industrial 0.2%		
Marfrig Overseas Ltd. 9.50%, 5/04/20 ^(c)	4,151	4,327,417

	Principal Amount (000)	U.S. \$ Value
Services 0.3%		
Live Nation Entertainment, Inc. 8.125%, 5/15/18 ^(c)	U.S.\$1,820	\$ 1,870,050
Service Corp. International/US		
6.75%, 4/01/16	1,845	1,964,925
7.50%, 4/01/27	3,300	3,135,000
West Corp.		
11.00%, 10/15/16	150	161,250
		7,131,225
Technology 0.0%		
Freescale Semiconductor, Inc.		
9.25%, 4/15/18 ^(c)	407	445,665
10.125%, 12/15/16 ^(a)	300	318,750
		764,415
Transportation - Airlines 0.0%		
American Airlines, Inc.		
10.50%, 10/15/12	669	727,538
Transportation - Services 0.0%		
Quality Distribution LLC/QD Capital Corp.		
11.75%, 11/01/13 ^(h)	144	143,700
		192,946,772
Utility 1.4%		
Electric 1.1%		
AES Corp. (The)		
8.00%, 10/15/17	2,000	2,150,000
Calpine Corp.		
7.875%, 7/31/20 ^(c)	3,200	3,400,000
CMS Energy Corp.		
8.75%, 6/15/19	3,900	4,654,365
Duquesne Light Holdings, Inc.		
6.40%, 9/15/20 ^(c)	2,140	2,177,183
GenOn Energy, Inc.		
7.875%, 6/15/17	2,100	2,084,250
Inkia Energy Ltd.		
8.375%, 4/04/21 ^(c)	1,930	1,939,650
Mirant Americas Generation LLC		
8.50%, 10/01/21	3,200	3,328,000
NRG Energy, Inc.		
7.375%, 1/15/17	3,000	3,127,500
8.25%, 9/01/20 ^(c)	1,300	1,352,000
		24,212,948
Natural Gas 0.3%		
El Paso Corp.		
Series G		
7.75%, 1/15/32	2,000	2,241,164

	Principal Amount (000)	U.S. \$ Value
El Paso Pipeline Partners Operating Co. LLC 6.50%, 4/01/20	U.S.\$ 3,100	\$ 3,408,862
		5,650,026
		29,862,974
Financial Institutions 1.1%		
Banking 0.3%		
ABN Amro Bank NV 4.31%, 3/10/16	EUR 6,790	7,577,942
Brokerage 0.0%		
Lehman Brothers Holdings, Inc. 6.875%, 5/02/18 ^(f)	U.S.\$ 3,605	946,313
Finance 0.4%		
Ally Financial, Inc. 6.875%, 9/15/11	2,507	2,554,006
8.00%, 11/01/31	2,456	2,677,040
Series 8 6.75%, 12/01/14	2,640	2,781,900
		8,012,946
Insurance 0.0%		
Pearl Group Holdings Ltd. No 1 6.586%, 4/25/16	GBP 43	44,316
Other Finance 0.2%		
DTEK Finance BV 9.50%, 4/28/15 ^(e)	U.S.\$ 4,110	4,351,257
REITS 0.2%		
Developers Diversified Realty Corp. 7.875%, 9/01/20	3,000	3,439,926
		24,372,700
Total Corporates - Non-Investment Grades (cost \$241,716,036)		247,182,446
AGENCIES 7.1%		
Agency Debentures 7.1%		
Federal National Mortgage Association 4.375%, 10/15/15	76,865	83,858,101
5.375%, 6/12/17	59,222	67,527,826
Total Agencies (cost \$145,228,963)		151,385,927
MORTGAGE PASS-THRU S 6.2%		
Agency Fixed Rate 30-Year 3.4%		

Edgar Filing: ALLIANCEBERNSTEIN INCOME FUND INC - Form N-Q

Federal Home Loan Mortgage Corp. Gold		
Series 2006		
6.00%, 9/01/36	25,016	27,221,443
Series 2007		
7.00%, 2/01/37	7,147	8,137,012
Federal National Mortgage Association		
6.00%, 2/01/40-4/01/40	12,683	13,798,845
Series 1998		

	Principal Amount (000)	U.S. \$ Value
8.00%, 6/01/28 Series 1999	U.S.\$ 48	\$ 54,162
7.50%, 11/01/29 Series 2008	66	74,760
6.00%, 5/01/38	20,836	22,665,768
		71,951,990
Agency ARMs 2.8%		
Federal Home Loan Mortgage Corp. Series 2007		
5.605%, 1/01/37 ⁽ⁱ⁾	11,613	12,196,697
5.681%, 3/01/37 ⁽ⁱ⁾	7,617	8,083,802
5.733%, 2/01/37 ⁽ⁱ⁾	8,209	8,711,569
5.874%, 3/01/37 ⁽ⁱ⁾	2,711	2,877,362
5.993%, 2/01/37 ⁽ⁱ⁾	7,909	8,330,853
Federal National Mortgage Association Series 2006		
5.716%, 11/01/36 ⁽ⁱ⁾	5,575	5,878,366
Series 2007		
5.919%, 3/01/37 ⁽ⁱ⁾	13,467	14,222,578
		60,301,227
Total Mortgage Pass-Thru s (cost \$126,513,748)		132,253,217
BANK LOANS 2.6%		
Industrial 2.2%		
Basic 0.1%		
Flakeboard US GP I / Flakeboard America Limited		
7.76%, 7/28/12 ⁽ⁱ⁾	1,855	1,812,479
Ineos US Finance LLC		
7.50%, 12/16/13 ⁽ⁱ⁾	305	314,938
8.00%, 12/16/14 ⁽ⁱ⁾	349	361,997
		2,489,414
Capital Goods 0.3%		
Harbor Freight Tools USA, Inc. / Central Purchasing, LLC		
6.50%, 12/22/17 ⁽ⁱ⁾	5,486	5,534,255
Hawker Beechcraft Acquisition Company LLC		
2.25%-2.31%, 3/26/14 ⁽ⁱ⁾	113	99,331
2.31%, 3/26/14 ⁽ⁱ⁾	7	6,142
Manitowoc Co. Inc., (The)		
8.00%, 11/06/14 ⁽ⁱ⁾	125	125,224
Sequa Corp.		
3.56%, 12/03/14 ⁽ⁱ⁾	397	389,674
		6,154,626
Communications - Media 0.3%		
Cengage Learning Acquisitions, Inc. (Thomson Learning)		
	715	683,804

2.50%, 7/03/14⁽ⁱ⁾

	Principal Amount (000)	U.S. \$ Value
Charter Communications Operating, LLC 2.25%, 3/06/14 ⁽ⁱ⁾	U.S.\$ 589	\$ 587,097
Clear Channel Communications, Inc. 3.90%, 1/29/16 ⁽ⁱ⁾	408	359,279
Sunshine Acquisition Limited (aka HIT Entertainment) 5.56%, 6/01/12 ⁽ⁱ⁾	725	712,006
SuperMedia Inc. (fka Idearc Inc.) 11.00%, 12/31/15 ⁽ⁱ⁾	318	209,976
Univision Communications Inc. 4.50%, 3/31/17 ⁽ⁱ⁾	2,445	2,384,145
WideOpenWest Finance , LLC 2.76%-4.75%, 6/30/14 ⁽ⁱ⁾	1,466	1,391,479
		6,327,786
Communications - Telecommunications 0.3%		
Level 3 Financing, Inc. 2.55%, 3/13/14 ⁽ⁱ⁾	1,316	1,276,002
Lightsquared LP 12.00%, 10/01/14 ⁽ⁱ⁾	4,000	3,915,000
Sorenson Communications, Inc. 6.00%, 8/16/13 ⁽ⁱ⁾	918	874,391
		6,065,393
Consumer Cyclical - Automotive 0.0%		
Ford Motor Co. 3.01%, 12/15/13 ⁽ⁱ⁾	357	356,945
Consumer Cyclical - Entertainment 0.1%		
Las Vegas Sands, LLC 3.00%, 11/23/16 ⁽ⁱ⁾	884	862,620
London Arena and Waterfront Finance, LLC (O2 Arena) 2.79%, 3/08/12 ⁽ⁱ⁾	1,159	1,157,275
		2,019,895
Consumer Cyclical - Other 0.2%		
Caesars Entertainment Operating Company Inc. (fka Harrah s Operating Company, Inc.) 3.30%, 1/28/15 ⁽ⁱ⁾	601	557,963
3.30%-3.31%, 1/28/15 ⁽ⁱ⁾	549	509,724
CityCenter Holdings, LLC 7.50%, 1/21/15 ⁽ⁱ⁾	375	378,750
Great Atlantic & Pacific Tea Company, Inc., The 8.75%, 6/14/12 ⁽ⁱ⁾	250	253,020
November 2005 Land Investors, LLC (North Las Vegas Consortium) 7.25%, 4/30/10 ⁽ⁱ⁾	2,179	5,556
7.75%, 3/31/11 ⁽ⁱ⁾	61	12,651

	Principal Amount (000)	U.S. \$ Value
VML US Finance LLC (aka Venetian Macau) 4.79%, 5/25/12-5/28/13 ⁽ⁱ⁾	U.S.\$ 1,438	\$ 1,437,392
		3,155,056
Consumer Cyclical - Retailers 0.1%		
Burlington Coat Factory Warehouse Corporation 6.25%, 2/23/17 ⁽ⁱ⁾	1,000	987,220
Mattress Holding Corp. 2.56%-4.50%, 1/18/14 ⁽ⁱ⁾	481	454,182
Neiman Marcus Group Inc., The 4.31%, 4/06/16 ⁽ⁱ⁾	489	490,092
Targus Holdings, Inc. 8.75%, 11/22/12 ⁽ⁱ⁾	920	918,023
		2,849,517
Consumer Non-Cyclical 0.2%		
CHS/Community Health Systems, Inc. 2.56%, 7/25/14 ⁽ⁱ⁾	391	387,234
3.81%, 1/25/17 ⁽ⁱ⁾	187	186,665
Grifols Inc. 10/09/15 ⁽ⁱ⁾	500	497,500
Harlan Laboratories, Inc. (fka Harlan Sprague Dawley, Inc.) 3.75%-3.79%, 7/11/14 ⁽ⁱ⁾	880	817,309
HCA, Inc. 2.56%, 11/18/13 ⁽ⁱ⁾	895	889,809
HCR Healthcare, LLC 4.75%, 12/22/14 ⁽ⁱ⁾	475	472,968
U.S. Foodservice 2.75%-2.76%, 7/03/14 ⁽ⁱ⁾	997	969,362
		4,220,847
Energy 0.0%		
CITGO Petroleum Corporation 9.00%, 6/24/17 ⁽ⁱ⁾	347	364,254
Dalbo, Inc. 7.00%, 8/27/12 ⁽ⁱ⁾	480	438,075
		802,329
Other Industrial 0.0%		
Gavilon Group LLC, The 6.00%, 12/06/16 ⁽ⁱ⁾	346	346,144

	Principal Amount (000)	U.S. \$ Value
Services 0.3%		
Advantage Sales & Marketing Inc. 5.25%, 12/17/17 ⁽ⁱ⁾	U.S.\$ 848	\$ 848,502
Aveta, Inc. 8.50%, 4/14/15 ⁽ⁱ⁾	319	320,012
Global Cash Access, Inc. 7.00%, 3/01/16 ⁽ⁱ⁾	476	476,786
Koosharem LLC 10.25%, 6/30/14 ^{(h) (i)}	852	734,979
Sabre Inc. 2.25%-2.30%, 9/30/14 ⁽ⁱ⁾	2,178	2,049,727
ServiceMaster Co. (The) 2.75%, 7/24/14 ⁽ⁱ⁾	62	61,095
2.81%, 7/24/14 ⁽ⁱ⁾	625	613,493
Travelport LLC (fka Travelport Inc.) 4.74%, 8/21/15 ⁽ⁱ⁾	445	439,754
4.81%, 8/21/15 ⁽ⁱ⁾	89	88,237
West Corporation 4.55%-4.71%, 7/15/16 ⁽ⁱ⁾	485	485,810
		6,118,395
Technology 0.3%		
Avaya, Inc. 3.06%, 10/24/14 ⁽ⁱ⁾	121	117,563
4.81%, 10/26/17 ⁽ⁱ⁾	244	237,658
First Data Corporation 3.00%, 9/24/14 ⁽ⁱ⁾	932	891,904
IPC Systems, Inc. 2.50%-2.56%, 6/02/14 ⁽ⁱ⁾	1,748	1,685,566
5.56%, 6/01/15 ⁽ⁱ⁾	2,000	1,915,000
SunGard Data Systems Inc. (Solar Capital Corp.) 2.00%-2.01%, 2/28/14 ⁽ⁱ⁾	33	32,008
3.91%-3.94%, 2/28/16 ⁽ⁱ⁾	436	435,799
		5,315,498
Transportation - Airlines 0.0%		
Delta Air Lines, Inc. 3.51%, 4/30/14 ⁽ⁱ⁾	981	974,646
Transportation - Services 0.0%		
Swift Transportation Co., LLC 6.00%, 12/21/16 ⁽ⁱ⁾	377	379,228
		47,575,719
Financial Institutions 0.2%		
Finance 0.2%		
CIT Group, Inc. 6.25%, 8/11/15 ⁽ⁱ⁾	2,391	2,427,466
Delos Aircraft Inc. 7.00%, 3/17/16 ⁽ⁱ⁾	434	438,806

	Principal Amount (000)	U.S. \$ Value
International Lease Finance Corp (Delos Aircraft Inc) 6.75%, 3/17/15 ⁽ⁱ⁾	U.S.\$ 591	\$ 593,564
LPL Holdings, Inc. 2.00%-2.06%, 6/28/13 ⁽ⁱ⁾	187	186,299
4.25%, 6/25/15 ⁽ⁱ⁾	589	590,837
		4,236,972
Insurance 0.0%		
Asurion Corp. 3.26%-3.31%, 7/03/14 ⁽ⁱ⁾	296	292,790
		4,529,762
Utility 0.2%		
Electric 0.2%		
FirstLight Power Resources, Inc. (fka NE Energy, Inc.) 2.81%, 11/01/13 ⁽ⁱ⁾	538	530,434
4.81%, 5/01/14 ⁽ⁱ⁾	1,000	945,000
GBGH, LLC (US Energy) 4.00%, 6/09/13 ^{(e) (g) (i)}	286	128,855
12.00%, 6/09/14 ^{(e) (g) (h) (i)}	103	0
Texas Competitive Electric Holdings Company, LLC (TXU) 3.75%-3.80%, 10/10/14 ⁽ⁱ⁾	972	818,407
3.75%-3.80%, 10/10/14 ⁽ⁱ⁾	724	607,501
3.75%-3.80%, 10/10/14 ⁽ⁱ⁾	772	649,816
		3,680,013
Total Bank Loans (cost \$55,950,260)		55,785,494
COMMERCIAL MORTGAGE-BACKED SECURITIES 3.5%		
Non-Agency Fixed Rate CMBS 3.5%		
Banc of America Commercial Mortgage, Inc. Series 2007-5, Class A4 5.492%, 2/10/51	3,919	4,115,147
Commercial Mortgage Pass Through Certificates Series 2007-C9, Class A4 5.815%, 12/10/49	5,030	5,457,791
Credit Suisse Mortgage Capital Certificates Series 2006-C4, Class AM 5.509%, 9/15/39	13,000	12,787,303
Series 2006-C5, Class A3 5.311%, 12/15/39	13,000	13,649,830
JP Morgan Chase Commercial Mortgage Securities Corp. Series 2006-CB15, Class AM 5.855%, 6/12/43	1,651	1,661,266
Series 2007-C1, Class A4 5.716%, 2/15/51	5,224	5,532,076
Series 2007-CB18, Class A4 5.44%, 6/12/47	155	163,445

	Principal Amount (000)	U.S. \$ Value
Merrill Lynch Mortgage Trust Series 2008-C1, Class A4 5.69%, 2/12/51	U.S.\$ 6,000	\$ 6,356,936
Merrill Lynch/Countrywide Commercial Mortgage Trust Series 2006-4, Class AM 5.204%, 12/12/49	10,000	9,829,804
Series 2007-9, Class A4 5.70%, 9/12/49	5,220	5,469,244
Morgan Stanley Capital I Series 2006-IQ12, Class AMFX 5.37%, 12/15/43	8,500	8,527,715
		73,550,557
Non-Agency Floating Rate CMBS 0.0%		
Eclipse Ltd. Series 2007-1X, Class B 1.023%, 1/25/20 ^{(c) (i)}	GBP 59	54,960
Total Commercial Mortgage-Backed Securities (cost \$67,731,960)		73,605,517
QUASI-SOVEREIGNS 3.1%		
Quasi-Sovereign Bonds 3.1%		
Indonesia 0.3%		
Majapahit Holding BV 7.875%, 6/29/37 ^(c)	U.S.\$ 6,188	6,744,920
Kazakhstan 0.5%		
KazMunayGas National Co. 8.375%, 7/02/13 ^(c)	9,625	10,671,719
Russia 2.3%		
Russian Agricultural Bank OJSC Via RSHB Capital SA 6.299%, 5/15/17 ^(c)	22,568	23,644,494
7.125%, 1/14/14 ^(c)	12,351	13,431,712
7.75%, 5/29/18 ^(c)	9,905	11,095,581
		48,171,787
Total Quasi-Sovereigns (cost \$49,881,502)		65,588,426
INFLATION-LINKED SECURITIES 2.0%		
United States 2.0%		
U.S. Treasury Inflation Index 2.125%, 1/15/19 (TIPS) (cost \$41,067,446)	37,433	41,770,290
EMERGING MARKETS - SOVEREIGNS 1.8%		
Argentina 0.7%		
Republic of Argentina 7.82%, 12/31/33	EUR 12,751	13,688,418
El Salvador 0.3%		

Edgar Filing: ALLIANCEBERNSTEIN INCOME FUND INC - Form N-Q

El Salvador
7.65%, 6/15/35^(c)

U.S.\$ 5,957

5,957,000

