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COHEN & STEERS INC  
Form 13F-HR  
August 14, 2008

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

Form 13F  
Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: June 30, 2008  
Check here if Amendment [ ]; Amendment Number:  
This Amendment (Check only one.): [ ] is a restatement.  
[ ] adds new holdings entries.

Institutional Investment Manager Filing this Report:

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

Form 13F File Number: 28-2405

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

Person Signing this Report on Behalf of Reporting Manager:

Name: Lisa Phelan  
Title: Senior Vice President and Chief Compliance Officer  
Phone: (212) 832-3232

Signature, Place, and Dating of Signing:

/s/ Lisa Phelan New York, NY August 14, 2008  
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Report Type (Check only one.):

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

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

Form 13F File Number Name

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028-01190

FRANK RUSSELL COMPANY

Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 1  
 Form 13F Information Table Entry Total: 377  
 Form 13F Information Table Value Total: 16,561,494 (thousands)

List of Other Included Managers:

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

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

FORM 13F INFORMATION TABLE

| ITEM 1:                  | ITEM 2:        | ITEM 3:   | ITEM 4:         | ITEM 5:                       | ITEM 6:         | ITEM 7:     |
|--------------------------|----------------|-----------|-----------------|-------------------------------|-----------------|-------------|
| NAME OF ISSUER           | TITLE OF CLASS | CUSIP     | VALUE (X\$1000) | SHARES/ SH/ PUT/ PRN AMT CALL | INVSTMT DSCRETN | OTHER MANAG |
| Abbott Laboratories Comm | COM            | 002824100 | 28,008          | 528,763 SH                    | Sole            |             |
| Acadia Realty Trust Comm | COM            | 004239109 | 27,229          | 1,176,215 SH                  | Sole            |             |
| ACM Income Fund CEF      | COM            | 01881E101 | 829             | 101,800 SH                    | Sole            |             |
| Advent Claymore Conv Sec | COM            | 00764C109 | 15,061          | 677,218 SH                    | Sole            |             |
| Advent Claymore Global C | COM            | 007639107 | 7,518           | 542,803 SH                    | Sole            |             |
| Advent/Claymore Enh Gr & | COM            | 00765E104 | 2,757           | 195,549 SH                    | Sole            |             |
| AES Corp Common          | COM            | 00130H105 | 533             | 27,755 SH                     | Sole            |             |
| Aflac Inc                | COM            | 001055102 | 25,915          | 412,649 SH                    | Sole            |             |
| AGL Resources Inc        | COM            | 001204106 | 10,305          | 298,000 SH                    | Sole            |             |
| Alcoa Inc Common         | COM            | 013817101 | 8,319           | 233,558 SH                    | Sole            |             |
| Alexandria Real Estate E | COM            | 015271109 | 8,361           | 85,900 SH                     | Sole            |             |
| Allegheny Energy, Inc.   | COM            | 017361106 | 11,810          | 235,672 SH                    | Sole            |             |
| Alliant Energy Corp Comm | COM            | 018802108 | 2,611           | 76,200 SH                     | Sole            |             |
| Allstate Corp/The Common | COM            | 020002101 | 8,097           | 177,600 SH                    | Sole            |             |
| Altria Group Inc Common  | COM            | 02209S103 | 8,530           | 414,908 SH                    | Sole            |             |
| AMB Property Corp Common | COM            | 00163T109 | 20,795          | 412,763 SH                    | Sole            |             |
| Ameren Corp Common       | COM            | 023608102 | 44,350          | 1,050,200 SH                  | Sole            |             |
| America Movil SAB de CV  | COM            | 02364W105 | 2,717           | 51,500 SH                     | Sole            |             |
| American Campus Communit | COM            | 024835100 | 119,575         | 4,295,068 SH                  | Sole            |             |
| American Electric Power  | COM            | 025537101 | 16,085          | 399,819 SH                    | Sole            |             |
| American International G | COM            | 026874107 | 11,260          | 425,522 SH                    | Sole            |             |
| American Land Lease Inc  | COM            | 027118108 | 646             | 34,019 SH                     | Sole            |             |
| American Tower Corporati | COM            | 029912201 | 5,453           | 129,073 SH                    | Sole            |             |

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|                          |     |           |         |           |    |      |
|--------------------------|-----|-----------|---------|-----------|----|------|
| American Water Works Co  | COM | 030420103 | 2,839   | 128,000   | SH | Sole |
| Apache Corp Common       | COM | 037411105 | 11,829  | 85,100    | SH | Sole |
| Apartment Invt & Mgmt    | COM | 03748R101 | 223,466 | 6,560,947 | SH | Sole |
| Archer Daniels Midland C | COM | 039483102 | 11,295  | 334,679   | SH | Sole |
| AT&T Common              | COM | 00206R102 | 20,915  | 620,809   | SH | Sole |
| AvalonBay Communities In | COM | 053484101 | 435,404 | 4,883,408 | SH | Sole |
| Avery Dennison Corp Comm | COM | 053611109 | 1,410   | 32,100    | SH | Sole |
| Bank of America Corp Com | COM | 060505104 | 15,105  | 632,799   | SH | Sole |
| Bank Of New York Mellon  | COM | 064058100 | 1,082   | 28,600    | SH | Sole |
| Barclays Bank 7.10% (BCS | PFD | 06739H776 | 147     | 7,000     | SH | Sole |
| Barclays Bank 8.125% (BC | PFD | 06739H362 | 37,804  | 1,537,350 | SH | Sole |
| Barclays Bank Plc 7.75%  | PFD | 06739H511 | 489     | 21,600    | SH | Sole |
| BB&T Corp Common         | COM | 054937107 | 3,272   | 143,700   | SH | Sole |
| Becton Dickinson and Co  | COM | 075887109 | 5,325   | 65,500    | SH | Sole |
| Bemis Co Common          | COM | 081437105 | 1,287   | 57,400    | SH | Sole |
| BioMed Realty Trust Inc  | COM | 09063H107 | 86,638  | 3,531,965 | SH | Sole |
| Blackrock Corp HY Fund V | COM | 09255P107 | 3,076   | 278,600   | SH | Sole |
| Blackrock Corporate High | COM | 09255L106 | 1,639   | 247,600   | SH | Sole |
| Blackrock Corporate High | COM | 09255N102 | 359     | 32,800    | SH | Sole |
| Blackrock Corporate HY F | COM | 09255M104 | 551     | 83,800    | SH | Sole |
| Blackrock Global Enrg &  | COM | 09250U101 | 7,923   | 213,100   | SH | Sole |
| Blackrock Global Eq Inc  | COM | 09255D104 | 978     | 70,285    | SH | Sole |
| Blackrock Health Science | COM | 09250W107 | 5,281   | 215,300   | SH | Sole |
| Blackrock Inc. COM       | COM | 09247X101 | 7,549   | 42,650    | SH | Sole |
| Blackrock International  | COM | 092524107 | 1,575   | 103,000   | SH | Sole |
| Blackrock Ltd Duration I | COM | 09249W101 | 5,990   | 391,480   | SH | Sole |
| Blackrock Pfd & Eq Adv T | COM | 092508100 | 9,234   | 606,318   | SH | Sole |
| Blackrock Preferred Oppo | COM | 09249V103 | 930     | 53,000    | SH | Sole |
| Blackrock Real Asset Equ | COM | 09254B109 | 5,950   | 329,100   | SH | Sole |
| Boeing Co Common         | COM | 097023105 | 13,444  | 204,568   | SH | Sole |
| Boston Properties Inc Co | COM | 101121101 | 585,621 | 6,491,039 | SH | Sole |
| Brandywine Realty Trust  | COM | 105368203 | 74,713  | 4,740,677 | SH | Sole |
| BRE Properties Inc Commo | COM | 05564E106 | 137,897 | 3,186,135 | SH | Sole |
| Brookfield Properties Co | COM | 112900105 | 92,844  | 5,218,922 | SH | Sole |
| Brunswick Corp Common    | COM | 117043109 | 1,011   | 95,400    | SH | Sole |
| Calamos Convertible & In | COM | 12811P108 | 5,617   | 423,912   | SH | Sole |
| Calamos Strat Tot Return | COM | 128125101 | 15,025  | 1,327,300 | SH | Sole |
| Calpine Corp Common      | COM | 131347304 | 526     | 23,300    | SH | Sole |
| Camden Property Trust Co | COM | 133131102 | 97,091  | 2,193,661 | SH | Sole |
| Capital And Inc Strat Fd | COM | 09256A109 | 3,534   | 203,200   | SH | Sole |
| Carnival Corp Common     | COM | 143658300 | 8,867   | 269,050   | SH | Sole |
| Cedar Shopping Centers I | COM | 150602209 | 25,400  | 2,167,200 | SH | Sole |
| Cemig SA-Spons ADR Commo | COM | 204409601 | 270     | 11,000    | SH | Sole |
| CenterPoint Energy, Inc. | COM | 15189T107 | 4,903   | 305,500   | SH | Sole |
| Chevron Corp Common      | COM | 166764100 | 20,560  | 207,400   | SH | Sole |
| China Mobile Ltd ADR     | COM | 16941M109 | 2,658   | 39,700    | SH | Sole |
| Citigroup Inc Common     | COM | 172967101 | 10,978  | 655,038   | SH | Sole |
| Cleco Corp Common        | COM | 12561W105 | 12,013  | 514,900   | SH | Sole |
| Clough Global Allocation | COM | 18913Y103 | 1,818   | 84,600    | SH | Sole |
| Clough Global Equity Fun | COM | 18914C100 | 4,788   | 239,300   | SH | Sole |
| Clough Global Opportunit | COM | 18914E106 | 18,199  | 1,021,285 | SH | Sole |
| CNOOC Ltd ADR            | COM | 126132109 | 1,033   | 5,950     | SH | Sole |
| Colonial Properties Trus | COM | 195872106 | 52,635  | 2,629,068 | SH | Sole |
| Consolidated Edison Inc  | COM | 209115104 | 31,276  | 800,100   | SH | Sole |
| Constellation Energy Gro | COM | 210371100 | 73,341  | 893,306   | SH | Sole |
| Corning Inc Common       | COM | 219350105 | 19,240  | 834,700   | SH | Sole |
| Corporate Office Propert | COM | 22002T108 | 4,954   | 144,300   | SH | Sole |
| Corrections Corp of Amer | COM | 22025Y407 | 176     | 6,402     | SH | Sole |
| Costco Wholesale Corp Co | COM | 22160K105 | 5,471   | 78,000    | SH | Sole |
| Crown Castle Intl Corp C | COM | 228227104 | 1,956   | 50,500    | SH | Sole |
| DCP Midstream Partners L | COM | 23311P100 | 13,133  | 449,000   | SH | Sole |
| Developers Diversified R | COM | 251591103 | 281,154 | 8,100,095 | SH | Sole |

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|                          |     |           |         |           |    |      |
|--------------------------|-----|-----------|---------|-----------|----|------|
| Devon Energy Corp Common | COM | 25179M103 | 18,008  | 149,873   | SH | Sole |
| Diageo PLC ADR           | COM | 25243Q205 | 5,806   | 78,600    | SH | Sole |
| DiamondRock Hospitality  | COM | 252784301 | 41,074  | 3,771,700 | SH | Sole |
| Digital Realty Trust Inc | COM | 253868103 | 41,446  | 1,013,102 | SH | Sole |
| Disney Co Common         | COM | 254687106 | 13,872  | 444,600   | SH | Sole |
| Dominion Resources Inc/V | COM | 25746U109 | 56,732  | 1,194,600 | SH | Sole |
| Douglas Emmett Common    | COM | 25960P109 | 129,567 | 5,897,471 | SH | Sole |
| Dow 30 Enhanced Preimum  | COM | 260537105 | 8,087   | 543,072   | SH | Sole |
| Dow Chemical Co/The Comm | COM | 260543103 | 7,929   | 227,100   | SH | Sole |
| DPL Inc Common           | COM | 233293109 | 12,731  | 482,600   | SH | Sole |
| DTE Energy Co Common     | COM | 233331107 | 1,625   | 38,300    | SH | Sole |
| Duff & Phelps Utility &  | COM | 26432K108 | 210     | 19,700    | SH | Sole |
| Duke Energy Corp Common  | COM | 26441C105 | 139,861 | 8,047,268 | SH | Sole |
| Duke Realty Corp Common  | COM | 264411505 | 98      | 4,356     | SH | Sole |
| Duncan Energy Partners C | COM | 265026104 | 2,668   | 147,900   | SH | Sole |
| DuPont Fabros Technology | COM | 26613Q106 | 41,991  | 2,252,713 | SH | Sole |
| DWS Glbl Commodities Stk | COM | 23338Y100 | 3,347   | 164,872   | SH | Sole |
| DWS RREEF Real Estate CE | COM | 233384106 | 3,753   | 232,547   | SH | Sole |
| DWS RREEF Real Estate II | COM | 23338X102 | 4,884   | 424,000   | SH | Sole |
| EastGroup Properties Inc | COM | 277276101 | 128,881 | 3,004,223 | SH | Sole |
| Eaton Vance Enh Eqt Inc  | COM | 278277108 | 11,338  | 660,725   | SH | Sole |
| Eaton Vance Enhanced Eq  | COM | 278274105 | 4,790   | 274,047   | SH | Sole |
| Eaton Vance Float Rate I | COM | 278279104 | 370     | 25,500    | SH | Sole |
| Eaton Vance Ltd Duration | COM | 27828H105 | 7,816   | 540,157   | SH | Sole |
| Eaton Vance Senior Float | COM | 27828Q105 | 1,925   | 134,600   | SH | Sole |
| Eaton Vance Short Durati | COM | 27828V104 | 1,674   | 108,400   | SH | Sole |
| Eaton Vance T/M Buy-Writ | COM | 27828X100 | 4,564   | 271,153   | SH | Sole |
| Eaton Vance T/M Buy-Writ | COM | 27828Y108 | 12,324  | 752,863   | SH | Sole |
| Eaton Vance TA Gl Div &  | COM | 27828S101 | 10,276  | 472,700   | SH | Sole |
| Eaton Vance TA GL Div Op | COM | 27828U106 | 3,450   | 115,100   | SH | Sole |
| Eaton Vance Tax Man Glbl | COM | 27829C105 | 16,365  | 1,049,065 | SH | Sole |
| Eaton Vance Tax Man Glbl | COM | 27829F108 | 16,082  | 1,057,326 | SH | Sole |
| Eaton Vance Tax-Adv Dvd  | COM | 27828G107 | 13,171  | 568,700   | SH | Sole |
| Eaton Vance Tax-Mgd Dvsf | COM | 27828N102 | 22,854  | 1,499,605 | SH | Sole |
| Education Realty Trust I | COM | 28140H104 | 35,766  | 3,069,993 | SH | Sole |
| EI Du Pont de Nemours an | COM | 263534109 | 1,338   | 31,200    | SH | Sole |
| El Paso Corp Common      | COM | 28336L109 | 783     | 36,000    | SH | Sole |
| Eli Lilly and Co Common  | COM | 532457108 | 2,723   | 59,000    | SH | Sole |
| Empresa Nacional de Elec | COM | 29244T101 | 214     | 5,000     | SH | Sole |
| Enbridge Energy Common   | COM | 29250R106 | 14,841  | 295,000   | SH | Sole |
| Energy Income And Growth | COM | 292697109 | 3,000   | 132,100   | SH | Sole |
| Energy Transfer Partners | COM | 29273R109 | 18,144  | 417,400   | SH | Sole |
| EnergySouth Common       | COM | 292970100 | 466     | 9,496     | SH | Sole |
| Entergy Corp Common      | COM | 29364G103 | 159,667 | 1,325,254 | SH | Sole |
| Enterprise Products Ptnr | COM | 293792107 | 23,304  | 788,900   | SH | Sole |
| Entertainment Properties | PFD | 29380T600 | 1,603   | 60,500    | SH | Sole |
| Entertainment Properties | COM | 29380T105 | 111,987 | 2,265,105 | SH | Sole |
| Equitable Resources Inc  | COM | 294549100 | 79,225  | 1,147,188 | SH | Sole |
| Equity Lifestyle Propert | COM | 29472R108 | 119,773 | 2,722,115 | SH | Sole |
| Equity One Inc Common    | COM | 294752100 | 36,288  | 1,765,828 | SH | Sole |
| Equity Residential Commo | COM | 29476L107 | 747,415 | 4,787,826 | SH | Sole |
| Essex Property Trust Inc | COM | 297178105 | 2,823   | 26,511    | SH | Sole |
| Ethan Allen Interiors In | COM | 297602104 | 1,370   | 55,700    | SH | Sole |
| Evergreen Global Div Opp | COM | 30024H101 | 13,458  | 888,900   | SH | Sole |
| Evergreen Income Advanta | COM | 30023Y105 | 3,320   | 318,608   | SH | Sole |
| Evergreen Managed Income | COM | 30024Y104 | 2,608   | 168,500   | SH | Sole |
| Exelon Corp Common       | COM | 30161N101 | 224,891 | 2,499,904 | SH | Sole |
| Exterran Partners LP Com | COM | 30225N105 | 6,012   | 193,500   | SH | Sole |
| Extra Space Storage Inc  | COM | 30225T102 | 116,130 | 7,560,574 | SH | Sole |
| Exxon Mobil Corp Common  | COM | 30231G102 | 28,824  | 327,047   | SH | Sole |
| F&C / Claymore Pfd Sec I | COM | 338478100 | 2,557   | 183,400   | SH | Sole |
| F&C / Claymore Total Ret | COM | 338479108 | 499     | 33,300    | SH | Sole |

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|                          |     |           |         |            |    |      |
|--------------------------|-----|-----------|---------|------------|----|------|
| Fairpoint Communications | COM | 305560104 | 8,916   | 1,236,626  | SH | Sole |
| Federal Realty Invs Trus | COM | 313747206 | 263,338 | 3,816,492  | SH | Sole |
| Fiduciary/Claymore Mlp O | COM | 31647Q106 | 3,404   | 164,661    | SH | Sole |
| First Industrial Realty  | COM | 32054K103 | 10,829  | 394,200    | SH | Sole |
| First Trust Aberdeen Emg | COM | 33731K102 | 1,314   | 75,300     | SH | Sole |
| First Trust Aberdeen Glo | COM | 337319107 | 1,047   | 64,100     | SH | Sole |
| First Trust/Four Crns SR | COM | 33733U108 | 1,719   | 121,100    | SH | Sole |
| FirstEnergy Corp Common  | COM | 337932107 | 127,329 | 1,546,569  | SH | Sole |
| Forest City Enterprises  | COM | 345550107 | 42,497  | 1,318,923  | SH | Sole |
| FPL Group Inc Common     | COM | 302571104 | 122,216 | 1,863,615  | SH | Sole |
| Franklin Resources Inc C | COM | 354613101 | 5,326   | 58,100     | SH | Sole |
| Franklin Templeton Ltd D | COM | 35472T101 | 836     | 74,800     | SH | Sole |
| Freddie Mac Common       | COM | 313400301 | 3,551   | 216,540    | SH | Sole |
| Frontier Communications  | COM | 17453B101 | 13,489  | 1,189,500  | SH | Sole |
| Gabelli Dividend & Incom | COM | 36242H104 | 13,201  | 747,908    | SH | Sole |
| Gabelli Global Deal Fund | COM | 36245G103 | 1,284   | 82,800     | SH | Sole |
| Gannett Co Common        | COM | 364730101 | 3,500   | 161,500    | SH | Sole |
| General American Investo | COM | 368802104 | 2,802   | 86,600     | SH | Sole |
| General Dynamics Corp Co | COM | 369550108 | 17,347  | 206,019    | SH | Sole |
| General Electric Co Comm | COM | 369604103 | 23,981  | 898,485    | SH | Sole |
| General Growth Propertie | COM | 370021107 | 582,429 | 16,626,563 | SH | Sole |
| Glimcher Realty Trust Co | COM | 379302102 | 55,076  | 4,926,200  | SH | Sole |
| Goldman Sach Group, Inc. | COM | 38141G104 | 2,711   | 15,500     | SH | Sole |
| Google Inc CL A Common   | COM | 38259P508 | 2,527   | 4,800      | SH | Sole |
| Gramercy Capital Corp/Ne | COM | 384871109 | 7,768   | 670,276    | SH | Sole |
| Great Plains Energy Inc  | COM | 391164100 | 4,353   | 172,200    | SH | Sole |
| H & Q Healthcare Investo | COM | 404052102 | 2,689   | 183,300    | SH | Sole |
| H & Q Life Sciences Invs | COM | 404053100 | 2,935   | 257,000    | SH | Sole |
| Harley-Davidson Inc Comm | COM | 412822108 | 1,472   | 40,600     | SH | Sole |
| Harris Corp Common       | COM | 413875105 | 10,997  | 217,800    | SH | Sole |
| HCC Insurance Holdings I | COM | 404132102 | 15,573  | 736,681    | SH | Sole |
| HCP Inc Common           | COM | 40414L109 | 618,684 | 7,339,470  | SH | Sole |
| Health Care REIT Inc Com | COM | 42217K106 | 219,968 | 4,943,104  | SH | Sole |
| Health Care REIT Inc PFD | PFD | 42217K502 | 3,192   | 100,000    | SH | Sole |
| Hewlett-Packard Co Commo | COM | 428236103 | 5,551   | 125,574    | SH | Sole |
| Highland Credit Strategi | COM | 43005Q107 | 8,299   | 620,221    | SH | Sole |
| Highwoods Properties Inc | COM | 431284108 | 102,509 | 3,262,546  | SH | Sole |
| Home Depot Inc           | COM | 437076102 | 1,283   | 54,800     | SH | Sole |
| Home Properties Inc Comm | COM | 437306103 | 161,532 | 3,361,029  | SH | Sole |
| Hospitality Properties T | COM | 44106M102 | 50,136  | 2,049,700  | SH | Sole |
| Host Hotels & Resorts Co | COM | 44107P104 | 324,275 | 23,756,371 | SH | Sole |
| HSBC Holdings PLC ADR    | COM | 404280406 | 7,915   | 103,200    | SH | Sole |
| ING Asia Pacific High Di | COM | 44983J107 | 418     | 22,100     | SH | Sole |
| ING Clarion Global Real  | COM | 44982G104 | 6,053   | 456,113    | SH | Sole |
| ING Global Advntge & Pre | COM | 44982N109 | 5,548   | 338,300    | SH | Sole |
| ING Global Eqty Div & Pr | COM | 45684E107 | 3,274   | 206,844    | SH | Sole |
| ING Risk Managed Natural | COM | 449810100 | 7,440   | 433,831    | SH | Sole |
| Inland Real Estate Corp  | COM | 457461200 | 47,816  | 3,315,974  | SH | Sole |
| Intel Corp Common        | COM | 458140100 | 13,331  | 620,636    | SH | Sole |
| International Business M | COM | 459200101 | 15,703  | 132,483    | SH | Sole |
| International Paper Co C | COM | 460146103 | 2,577   | 110,600    | SH | Sole |
| ITC Holdings Corp Common | COM | 465685105 | 14,081  | 275,500    | SH | Sole |
| John Han Bk & Thrift Opp | COM | 409735107 | 1,445   | 316,960    | SH | Sole |
| John Hancock Preferred I | COM | 41013W108 | 500     | 26,400     | SH | Sole |
| John Hancock Preferred I | COM | 41013X106 | 802     | 42,900     | SH | Sole |
| John Hancock Preferred I | COM | 41021P103 | 168     | 10,100     | SH | Sole |
| John Hancock T/A Dvd Inc | COM | 41013V100 | 7,369   | 503,000    | SH | Sole |
| Johnson & Johnson Common | COM | 478160104 | 24,333  | 378,186    | SH | Sole |
| Johnson Controls Common  | COM | 478366107 | 1,113   | 38,800     | SH | Sole |
| JPMorgan Chase Common    | COM | 46625H100 | 13,901  | 405,139    | SH | Sole |
| Kayne Anderson Energy To | COM | 48660P104 | 2,516   | 86,232     | SH | Sole |
| Kilroy Realty Corp Commo | COM | 49427F108 | 65,238  | 1,387,172  | SH | Sole |

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|                          |     |           |         |            |    |      |
|--------------------------|-----|-----------|---------|------------|----|------|
| Kimberly-Clark Corp Comm | COM | 494368103 | 2,828   | 47,300     | SH | Sole |
| Kimco Realty Corp Common | COM | 49446R109 | 403,442 | 1,707,174  | SH | Sole |
| Kinder Morgan Energy Par | COM | 494550106 | 21,434  | 384,592    | SH | Sole |
| Korea Electric Power Cor | COM | 500631106 | 294     | 20,200     | SH | Sole |
| Korea Equity Fund CEF    | COM | 50063B104 | 374     | 35,800     | SH | Sole |
| Kraft Foods Inc Common   | COM | 50075N104 | 3,247   | 114,126    | SH | Sole |
| L-3 Communications Holdi | COM | 502424104 | 10,714  | 117,900    | SH | Sole |
| LaSalle Hotel Properties | COM | 517942108 | 72,785  | 2,896,254  | SH | Sole |
| Liberty All Star Equity  | COM | 530158104 | 3,633   | 618,986    | SH | Sole |
| Liberty All-Star Growth  | COM | 529900102 | 1,481   | 317,900    | SH | Sole |
| Liberty Property Trust C | COM | 531172104 | 284,404 | 8,579,363  | SH | Sole |
| LMP Cap & Inc CEF CEF    | COM | 50208A102 | 9,045   | 585,459    | SH | Sole |
| Lockheed Martin Corp Com | COM | 539830109 | 19,969  | 202,400    | SH | Sole |
| Macerich Co/The Common   | COM | 554382101 | 645,103 | 10,383,112 | SH | Sole |
| Mack-Cali Realty Corp Co | COM | 554489104 | 243,161 | 7,116,205  | SH | Sole |
| Magellan Midstream Partn | COM | 559080106 | 11,634  | 326,900    | SH | Sole |
| Maguire Properties Inc C | COM | 559775101 | 60,849  | 4,999,873  | SH | Sole |
| Marathon Oil Corp Common | COM | 565849106 | 19,083  | 367,900    | SH | Sole |
| Markwest Energy Partners | COM | 570759100 | 15,556  | 435,739    | SH | Sole |
| Marshall & Ilsley Corp C | COM | 571837103 | 3,051   | 199,000    | SH | Sole |
| Mattel Inc Common        | COM | 577081102 | 6,904   | 403,300    | SH | Sole |
| McDonald's Corp Common   | COM | 580135101 | 19,043  | 338,739    | SH | Sole |
| Medtronic Common         | COM | 585055106 | 27,672  | 534,725    | SH | Sole |
| Merck and Co Inc Common  | COM | 589331107 | 4,430   | 117,529    | SH | Sole |
| Merrill Lynch Debt Strat | COM | 09255R103 | 446     | 83,300     | SH | Sole |
| Metlife Inc Common       | COM | 59156R108 | 9,937   | 188,300    | SH | Sole |
| MFS Intermediate Income  | COM | 55273C107 | 1,531   | 245,300    | SH | Sole |
| MFS Mutimarket Inc. Trus | COM | 552737108 | 2,037   | 357,300    | SH | Sole |
| Microchip Technology Inc | COM | 595017104 | 16,729  | 547,748    | SH | Sole |
| Microsoft Common         | COM | 594918104 | 24,019  | 873,080    | SH | Sole |
| Mid-America Apartment Co | COM | 59522J103 | 66,046  | 1,294,000  | SH | Sole |
| Mission West Properties  | COM | 605203108 | 18,779  | 1,713,476  | SH | Sole |
| MLP & Strategic Equity F | COM | 55312N106 | 3,361   | 238,203    | SH | Sole |
| Monsanto Co Common       | COM | 61166W101 | 5,416   | 42,834     | SH | Sole |
| Morgan Stanley Common    | COM | 617446448 | 8,087   | 224,200    | SH | Sole |
| MS Emerging Mkts Domesti | COM | 617477104 | 2,972   | 195,000    | SH | Sole |
| Nasdaq Premium Income &  | COM | 63110R105 | 7,604   | 482,500    | SH | Sole |
| National Retail Properti | COM | 637417106 | 19,525  | 934,200    | SH | Sole |
| Nationwide Health Proper | COM | 638620104 | 180,895 | 5,744,533  | SH | Sole |
| Neuberger Berman Dvd Adv | COM | 64127J102 | 2,406   | 163,700    | SH | Sole |
| Neuberger Berman Real Es | COM | 64190A103 | 1,680   | 179,729    | SH | Sole |
| Newell Rubbermaid Inc Co | COM | 651229106 | 2,255   | 134,300    | SH | Sole |
| NFJ Dvd Interest & Pr St | COM | 65337H109 | 10,591  | 498,400    | SH | Sole |
| Nicholas Applegate Eq &  | COM | 65370K100 | 3,965   | 200,650    | SH | Sole |
| Nicholas-Applegate Conv. | COM | 65370G109 | 5,821   | 504,004    | SH | Sole |
| Nicholas-Applegate Conv. | COM | 65370F101 | 1,314   | 110,900    | SH | Sole |
| Nike Inc Common          | COM | 654106103 | 15,942  | 267,437    | SH | Sole |
| Nokia OYJ ADR            | COM | 654902204 | 6,551   | 267,400    | SH | Sole |
| Nordstrom Inc Common     | COM | 655664100 | 6,243   | 206,040    | SH | Sole |
| Norfolk Southern Corpora | COM | 655844108 | 4,236   | 67,600     | SH | Sole |
| Northeast Utilities Comm | COM | 664397106 | 17,420  | 682,345    | SH | Sole |
| NRG Energy Common        | COM | 629377508 | 556     | 12,966     | SH | Sole |
| NSTAR Common             | COM | 67019E107 | 23,776  | 703,013    | SH | Sole |
| Nuveen Diversified Divid | COM | 6706EP105 | 3,834   | 318,428    | SH | Sole |
| Nuveen Equity Premium Ad | COM | 6706ET107 | 3,147   | 205,000    | SH | Sole |
| Nuveen Floating Rate Inc | COM | 6706EN100 | 544     | 51,200     | SH | Sole |
| Nuveen Global Value Oppt | COM | 6706EH103 | 1,895   | 104,100    | SH | Sole |
| Nuveen Real Estate Incom | COM | 67071B108 | 2,985   | 201,688    | SH | Sole |
| Nuveen Tax-Adv Tot Ret S | COM | 67090H102 | 1,454   | 89,500     | SH | Sole |
| OGE Energy Corp Common   | COM | 670837103 | 21,172  | 667,700    | SH | Sole |
| Omega Healthcare Investo | COM | 681936100 | 121,839 | 7,317,649  | SH | Sole |
| Paccar Inc Common        | COM | 693718108 | 4,198   | 100,350    | SH | Sole |

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|                          |     |           |         |           |    |      |
|--------------------------|-----|-----------|---------|-----------|----|------|
| Parkway Properties Inc/M | COM | 70159Q104 | 36,825  | 1,091,773 | SH | Sole |
| Pepco Holdings Inc Commo | COM | 713291102 | 63,691  | 2,483,100 | SH | Sole |
| PepsiCo, Inc.            | COM | 713448108 | 7,835   | 123,210   | SH | Sole |
| Petro-Canada Common      | COM | 71644E102 | 8,095   | 145,200   | SH | Sole |
| Pfizer Inc Common        | COM | 717081103 | 11,611  | 664,659   | SH | Sole |
| PG&E Corp Common         | COM | 69331C108 | 62,455  | 1,573,562 | SH | Sole |
| Philip Morris Internatio | COM | 718172109 | 8,406   | 170,208   | SH | Sole |
| Pinnacle West Capital Co | COM | 723484101 | 23,696  | 770,100   | SH | Sole |
| Pioneer Diversified High | COM | 723653101 | 296     | 15,300    | SH | Sole |
| Pioneer Floating Rate Tr | COM | 72369J102 | 390     | 28,300    | SH | Sole |
| Pitney Bowes Inc Common  | COM | 724479100 | 2,922   | 85,700    | SH | Sole |
| Plum Creek Timber co Com | COM | 729251108 | 182,413 | 4,271,005 | SH | Sole |
| PNC Financial Services G | COM | 693475105 | 2,855   | 50,000    | SH | Sole |
| Post Properties Inc Comm | COM | 737464107 | 17,001  | 571,448   | SH | Sole |
| PPG Industries Inc Commo | COM | 693506107 | 1,365   | 23,800    | SH | Sole |
| PPL Corp Common          | COM | 69351T106 | 63,721  | 1,219,072 | SH | Sole |
| Preferred & Corp. Inc. S | COM | 09255J101 | 414     | 27,100    | SH | Sole |
| Procter & Gamble Co Comm | COM | 742718109 | 26,135  | 429,776   | SH | Sole |
| Progress Energy Inc Comm | COM | 743263105 | 10,819  | 258,650   | SH | Sole |
| Prologis Common          | COM | 743410102 | 338,273 | 6,223,976 | SH | Sole |
| Prudential PLC 6.52% (PU | PFD | G7293H189 | 1,850   | 100,000   | SH | Sole |
| PS Business Parks Inc Co | COM | 69360J107 | 87,043  | 1,686,851 | SH | Sole |
| Public Service Enterpris | COM | 744573106 | 130,586 | 2,843,130 | SH | Sole |
| Public Storage Inc Commo | COM | 74460D109 | 412,495 | 5,105,776 | SH | Sole |
| Public Storage Inc Serie | COM | 74460D729 | 21,448  | 826,200   | SH | Sole |
| Putnam Premier Income Fu | COM | 746853100 | 1,812   | 300,900   | SH | Sole |
| Qualcomm Inc COM         | COM | 747525103 | 6,842   | 154,200   | SH | Sole |
| Questar Corp Common      | COM | 748356102 | 945     | 13,300    | SH | Sole |
| Ramco-Gershenson Propert | COM | 751452202 | 16,130  | 785,300   | SH | Sole |
| Rayonier Inc Common      | COM | 754907103 | 50,838  | 1,197,325 | SH | Sole |
| Reaves Utility Inc CEF   | COM | 756158101 | 1,976   | 87,800    | SH | Sole |
| Regency Centers Corp Com | COM | 758849103 | 281,600 | 4,763,200 | SH | Sole |
| Royal Bank of Scotland 6 | PFD | 780097754 | 36      | 1,900     | SH | Sole |
| Royal Bank of Scotland G | PFD | 780097739 | 1,933   | 103,798   | SH | Sole |
| Royal Bank of Scotland G | PFD | 780097713 | 5,172   | 252,902   | SH | Sole |
| Royal Bank of Scotland P | PFD | 780097770 | 2,358   | 130,700   | SH | Sole |
| RR Donnelley & Sons Co C | COM | 257867101 | 1,482   | 49,900    | SH | Sole |
| S & P Covered Call Fund  | COM | 78381P109 | 1,688   | 113,600   | SH | Sole |
| SB Emerging Markets Debt | COM | 95766A101 | 1,269   | 73,400    | SH | Sole |
| SBA Communications Corp  | COM | 78388J106 | 1,797   | 49,900    | SH | Sole |
| SCANA Corp Common        | COM | 80589M102 | 4,296   | 116,100   | SH | Sole |
| Schlumberger LTD Common  | COM | 806857108 | 23,096  | 214,998   | SH | Sole |
| SemGroup Energy Partners | COM | 81662W108 | 4,282   | 169,000   | SH | Sole |
| Sempra Energy Common     | COM | 816851109 | 63,295  | 1,121,251 | SH | Sole |
| Senior Housing Prop Trus | COM | 81721M109 | 114,471 | 5,861,218 | SH | Sole |
| Simon Property Group Inc | COM | 828806109 | 749,994 | 8,343,472 | SH | Sole |
| SL Green Realty Corp Com | COM | 78440X101 | 382,108 | 4,619,283 | SH | Sole |
| Small Cap Prem & Div Inc | COM | 83165P101 | 1,705   | 116,000   | SH | Sole |
| Sonoco Products Common   | COM | 835495102 | 3,210   | 103,700   | SH | Sole |
| Southern Union Co Common | COM | 844030106 | 535     | 19,797    | SH | Sole |
| Sovran Self Storage Inc  | COM | 84610H108 | 107,355 | 2,583,110 | SH | Sole |
| Spectra Energy Corp Comm | COM | 847560109 | 64,566  | 2,246,555 | SH | Sole |
| Starwood Hotels & Resort | COM | 85590A401 | 109,166 | 2,724,396 | SH | Sole |
| Strategic Hotel Capital  | COM | 86272T106 | 78,303  | 8,356,738 | SH | Sole |
| Sunamerica Focused Alpha | COM | 867037103 | 7,810   | 498,100   | SH | Sole |
| Sunstone Hotel Investors | COM | 867892101 | 59,009  | 3,554,675 | SH | Sole |
| SunTrust Banks Common    | COM | 867914103 | 2,630   | 72,600    | SH | Sole |
| Swiss Helvetia Fund CEF  | COM | 870875101 | 853     | 56,200    | SH | Sole |
| Sysco Corp Common        | COM | 871829107 | 1,488   | 54,100    | SH | Sole |
| Targa Resources Partners | COM | 87611X105 | 8,920   | 387,000   | SH | Sole |
| Taubman Centers Inc Comm | COM | 876664103 | 78,075  | 1,604,844 | SH | Sole |
| TCF Financial Corp Commo | COM | 872275102 | 2,633   | 218,900   | SH | Sole |

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|                          |        |           |         |            |    |      |
|--------------------------|--------|-----------|---------|------------|----|------|
| Teco Energy Common       | COM    | 872375100 | 6,832   | 317,900    | SH | Sole |
| Teekay LNG Partners LP C | PRTNRS | Y8564M105 | 4,732   | 179,700    | SH | Sole |
| Teekay Offshore Partners | PRTNRS | Y8565J101 | 4,106   | 207,900    | SH | Sole |
| Teva Pharmaceutical ADR  | COM    | 881624209 | 15,535  | 339,184    | SH | Sole |
| Texas Instruments Inc Co | COM    | 882508104 | 2,337   | 83,000     | SH | Sole |
| The Hershey Company Comm | COM    | 427866108 | 1,337   | 40,800     | SH | Sole |
| The Southern Co Common   | COM    | 842587107 | 126,739 | 3,629,400  | SH | Sole |
| Thomas Properties Group  | COM    | 884453101 | 906     | 92,024     | SH | Sole |
| Total SA Spon ADR        | COM    | 89151E109 | 2,852   | 33,450     | SH | Sole |
| Transocean Inc           | COM    | G90073100 | 12,677  | 83,196     | SH | Sole |
| UDR INC Common           | COM    | 902653104 | 212,127 | 9,478,300  | SH | Sole |
| United Parcel Service In | COM    | 911312106 | 10,650  | 173,260    | SH | Sole |
| United Technologies Corp | COM    | 913017109 | 6,668   | 108,073    | SH | Sole |
| Urstadt Biddle Propertie | COM    | 917286205 | 24,026  | 1,638,877  | SH | Sole |
| US Bancorp Common        | COM    | 902973304 | 15,406  | 552,400    | SH | Sole |
| U-Store-It Trust Common  | COM    | 91274F104 | 43,001  | 3,598,487  | SH | Sole |
| Valero Energy Corp Commo | COM    | 91913Y100 | 1,178   | 28,600     | SH | Sole |
| Vectren Corp Common      | COM    | 92240G101 | 13,454  | 431,067    | SH | Sole |
| Ventas Inc Common        | COM    | 92276F100 | 447,749 | 10,517,967 | SH | Sole |
| Verizon Communications I | COM    | 92343V104 | 17,905  | 505,786    | SH | Sole |
| VF Corp Common           | COM    | 918204108 | 1,409   | 19,800     | SH | Sole |
| Vornado Realty Trust Com | COM    | 929042109 | 618,957 | 7,033,603  | SH | Sole |
| Wachovia Corp Common     | COM    | 929903102 | 2,421   | 155,870    | SH | Sole |
| Wal-Mart Stores Inc      | COM    | 931142103 | 6,767   | 120,400    | SH | Sole |
| Washington Real Estate I | COM    | 939653101 | 13,854  | 461,044    | SH | Sole |
| Weingarten Realty Invest | COM    | 948741103 | 239     | 7,895      | SH | Sole |
| Wells Fargo & Co Common  | COM    | 949746101 | 18,043  | 759,687    | SH | Sole |
| Western Asset Emerging M | COM    | 95766E103 | 1,546   | 125,300    | SH | Sole |
| Western Asset Gl High In | COM    | 95766B109 | 1,182   | 106,800    | SH | Sole |
| Western Asset High Incom | COM    | 95766J102 | 3,606   | 377,574    | SH | Sole |
| Western Asset Managed In | COM    | 95766K109 | 2,853   | 505,800    | SH | Sole |
| Western Asset Opportunit | COM    | 95766L107 | 2,958   | 518,087    | SH | Sole |
| Western Asset Premier Bo | COM    | 957664105 | 195     | 15,900     | SH | Sole |
| Western Asset Worldwide  | COM    | 957668106 | 558     | 43,000     | SH | Sole |
| Western Asset/Claymore I | COM    | 95766R104 | 3,134   | 255,376    | SH | Sole |
| Weyerhaeuser Co Common   | COM    | 962166104 | 2,470   | 48,300     | SH | Sole |
| WGL Holdings Inc Common  | COM    | 92924F106 | 3,318   | 95,500     | SH | Sole |
| Williams Cos Inc Common  | COM    | 969457100 | 2,295   | 56,928     | SH | Sole |
| Williams Partners LP Com | PRTNRS | 96950F104 | 10,131  | 308,400    | SH | Sole |
| Wilmington Trust Corp Co | COM    | 971807102 | 2,702   | 102,200    | SH | Sole |
| Wisconsin Energy Group C | COM    | 976657106 | 1,114   | 24,628     | SH | Sole |
| Worthington Industries C | COM    | 981811102 | 3,305   | 161,200    | SH | Sole |
| Xcel Energy Inc Common   | COM    | 98389B100 | 39,499  | 1,968,034  | SH | Sole |
| Zweig Fund Inc CEF       | COM    | 989834106 | 783     | 169,500    | SH | Sole |

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377 Data Records

16.561,494 Value Total

01 Other Manager on whose behalf report is filed