

Eaton Vance Floating-Rate Income Trust  
Form N-Q  
October 29, 2004

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

**FORM N-Q**

**QUARTERLY SCHEDULE OF PORTFOLIO HOLDINGS OF REGISTERED  
MANAGEMENT INVESTMENT COMPANY**

Investment Company Act file number 811-21574  
Eaton Vance Floating Rate Income Trust  
(Exact name of registrant as specified in charter)  
The Eaton Vance Building, 255 State Street, Boston, Massachusetts 02109  
(Address of principal executive offices)  
Eaton Vance Management, 255 State Street, Boston, Massachusetts 02109  
(Name and address of agent for service)

Registrant's telephone number, including area code: (617) 482-8260

Date of fiscal year end: November 30

Date of reporting period: August 31, 2004

---

**Item 1. Schedule of Investments**

---

Edgar Filing: Eaton Vance Floating-Rate Income Trust - Form N-Q

Eaton Vance Floating-Rate Income Trust  
 PORTFOLIO OF INVESTMENTS (Unaudited)

as of August 31, 2004

Senior, Floating Rate Interests 76.7% (1)

Principal Amount		Borrower/Tranche Description	Value
<b>Advertising 0.4%</b>			
		<b>Adams Outdoor Advertising, L.P.</b>	
	2,000,000	Term Loan, Maturing October 15, 2011 (1)	2,024,166
		<b>Lamar Media Corp.</b>	
	1,000,000	Term Loan, Maturing June 30, 2010	1,010,000
			\$ 3,034,166
<b>Aerospace and Defense 1.2%</b>			
		<b>ARINC, Inc.</b>	
	2,992,500	Term Loan, Maturing March 10, 2010	3,037,387
		<b>DRS Technologies, Inc.</b>	
	3,844,814	Term Loan, Maturing November 4, 2010	3,880,859
		<b>Standard Aero Holdings, Inc.</b>	
	844,848	Term Loan, Maturing August 24, 2012	844,848
		<b>Transdigm, Inc.</b>	
	995,006	Term Loan, Maturing July 22, 2010	1,010,243
			\$ 8,773,337
<b>Auto Components 7.3%</b>			
		<b>Dayco Products, LLC</b>	
	1,550,000	Term Loan, Maturing June 23, 2011	1,575,673
		<b>Exide Technologies</b>	
	1,000,000	Term Loan, Maturing May 5, 2010	1,004,375
	1,000,000	Term Loan, Maturing May 5, 2010	1,005,000
		<b>Federal-Mogul Corp.</b>	
	2,852,861	Revolving Loan, Maturing December 31, 2004	2,654,944
	2,000,000	Term Loan, Maturing February 24, 2005	1,869,376
	563,750	Term Loan, Maturing February 24, 2005	567,978
	4,366,382	Revolving Loan, Maturing February 24, 2005	4,355,466
		<b>Gleason Corp.</b>	
	585,000	Term Loan, Maturing July 27, 2011	592,312

Edgar Filing: Eaton Vance Floating-Rate Income Trust - Form N-Q

1,000,000	Term Loan, Maturing January 31, 2012	1,010,000
	<b>HLI Operating Co., Inc.</b>	
1,345,781	Term Loan, Maturing June 3, 2009	1,373,537
	<b>Key Automotive Group</b>	
3,750,000	Term Loan, Maturing June 29, 2010	3,796,875
	<b>Metaldyne, Inc.</b>	
6,271,519	Term Loan, Maturing December 31, 2009	6,288,502
	<b>Plastech Engineered Products, Inc.</b>	
1,000,000	Term Loan, Maturing March 31, 2010	1,015,000
	<b>R.J. Tower Corp.</b>	
2,000,000	Term Loan, Maturing January 29, 2010	2,042,500
	<b>The Goodyear Tire &amp; Rubber Co.</b>	
5,500,000	Term Loan, Maturing March 31, 2006	5,572,187
2,000,000	Term Loan, Maturing September 30, 2007	2,023,750
	<b>TI Automotive, Ltd.</b>	
9,000,000	Term Loan, Maturing June 30, 2011	9,030,942
	<b>TRW Automotive, Inc.</b>	
3,990,000	Term Loan, Maturing February 28, 2011	4,062,319
	<b>United Components, Inc.</b>	
1,870,000	Term Loan, Maturing June 30, 2010	1,896,881
		\$ 51,737,617

**Broadcast Media 2.8%**

	<b>CanWest Media, Inc.</b>	
3,004,375	Term Loan, Maturing August 15, 2009	3,043,807
	<b>Cumulus Media, Inc.</b>	
1,100,000	Term Loan, Maturing March 28, 2009	1,107,562
3,300,000	Term Loan, Maturing March 28, 2010	3,327,845
	<b>Emmis Operating Co.</b>	
2,000,000	Term Loan, Maturing November 10, 2011	2,016,250
	<b>NEP Supershooters, L.P.</b>	
1,500,000	Term Loan, Maturing August 3, 2011	1,507,500
	<b>Rainbow National Services, LLC</b>	

Edgar Filing: Eaton Vance Floating-Rate Income Trust - Form N-Q

3,600,000	Term Loan, Maturing March 31, 2012	3,646,800
	<b>Sinclair Television Group, Inc.</b>	
1,900,000	Term Loan, Maturing June 30, 2009	1,911,875
3,100,000	Term Loan, Maturing December 31, 2009	3,135,520
		\$ <b>19,697,159</b>

**Cable Television 3.6%**

	<b>Atlantic Broadband Finance, LLC</b>	
2,000,000	Term Loan, Maturing February 10, 2011	2,027,500
	<b>Bresnan Communications, LLC</b>	
1,884,762	Term Loan, Maturing September 30, 2010	1,912,446
	<b>Canadian Cable Acquisition Company, Inc.</b>	
1,000,000	Term Loan, Maturing July 27, 2011	1,009,688
	<b>Charter Communications Operating, LLC</b>	
5,000,000	Term Loan, Maturing April 27, 2010	4,884,260
10,500,000	Term Loan, Maturing April 27, 2011	10,376,404
	<b>Insight Midwest Holdings, LLC</b>	
1,880,000	Term Loan, Maturing December 31, 2008	1,881,645
995,000	Term Loan, Maturing December 31, 2009	1,010,547
	<b>MCC Iowa, LLC</b>	
2,500,000	Term Loan, Maturing March 31, 2010	2,495,702
		\$ <b>25,598,192</b>

**Casinos and Gaming 0.9%**

	<b>Alliance Gaming Corp.</b>	
1,819,326	Term Loan, Maturing September 5, 2009	1,843,583
	<b>Marina District Finance Co.</b>	
769,717	Term Loan, Maturing December 31, 2007	774,207
3,853,979	Term Loan, Maturing December 31, 2008	3,875,658
		\$ <b>6,493,448</b>

**Chemicals 5.5%**

	<b>Brenntag AG</b>	
2,500,000	Term Loan, Maturing February 27, 2012	2,532,812

Edgar Filing: Eaton Vance Floating-Rate Income Trust - Form N-Q

	<b>Celanese AG</b>		
3,104,170	Term Loan, Maturing June 4, 2011		3,146,368
2,000,000	Term Loan, Maturing December 8, 2011		2,042,084
	<b>Hercules, Inc.</b>		
3,000,000	Term Loan, Maturing October 8, 2010		3,025,314
	<b>Huntsman International, LLC</b>		
921,129	Term Loan, Maturing December 31, 2010		934,946
	<b>Huntsman, LLC</b>		
322,380	Term Loan, Maturing March 31, 2007		324,049
2,032,948	Term Loan, Maturing March 31, 2007		2,043,477
	<b>Innophos, Inc.</b>		
461,182	Term Loan, Maturing August 13, 2010		464,929
	<b>Kosa B.V.</b>		
9,000,000	Term Loan, Maturing April 29, 2010		9,000,000
	<b>Kraton Polymers, LLC</b>		
980,834	Term Loan, Maturing December 5, 2008		982,060
	<b>Nalco Co.</b>		
2,701,282	Term Loan, Maturing November 4, 2010		2,745,902
	<b>Polymer Group, Inc.</b>		
3,914,286	Term Loan, Maturing April 27, 2010		3,942,829
2,500,000	Term Loan, Maturing April 27, 2011		2,509,375
	<b>Ripplewood Phosphorus, LLC</b>		
575,000	Term Loan, Maturing July 20, 2011		580,750
	<b>Rockwood Specialties Group, Inc.</b>		
3,590,000	Term Loan, Maturing July 30, 2012		3,619,811
	<b>VWR International, Inc.</b>		
1,246,000	Term Loan, Maturing April 7, 2011		1,266,092
		\$	<b>39,160,798</b>
<b>Coal 0.6%</b>			
	<b>Foundation Coal Corp.</b>		
2,065,000	Term Loan, Maturing July 30, 2011		2,087,973
	<b>Peabody Energy Corp.</b>		
1,975,000	Term Loan, Maturing March 31, 2010		1,998,145
		\$	<b>4,086,118</b>

Edgar Filing: Eaton Vance Floating-Rate Income Trust - Form N-Q

<b>Commercial Services</b>	<b>1.8%</b>		
		<b>Acosta Sales Company, Inc.</b>	
	1,150,000	Term Loan, Maturing August 13, 2010	1,161,500
		<b>Advanstar Communications, Inc.</b>	
	456,349	Term Loan, Maturing October 11, 2007	459,296
		<b>Corrections Corp. of America</b>	
	2,363,455	Term Loan, Maturing March 31, 2008	2,404,815
		<b>Environmental Systems Products Holdings, Inc.</b>	
	1,672,784	Term Loan, Maturing December 12, 2008	1,684,285
		<b>Geo Group</b>	
	1,051,169	Term Loan, Maturing July 9, 2009	1,062,994
		<b>Pike Electric</b>	
	3,747,533	Term Loan, Maturing July 1, 2012	3,817,020
		<b>United Rentals, Inc.</b>	
	334,029	Term Loan, Maturing February 14, 2011	339,179
	1,665,971	Term Loan, Maturing February 14, 2011	1,685,338
			<b>\$ 12,614,427</b>
<b>Communications Equipment</b>	<b>0.7%</b>		
		<b>Language Line, LLC</b>	
	5,000,000	Term Loan, Maturing June 11, 2011	5,053,125
			<b>\$ 5,053,125</b>
<b>Computer Software &amp; Services</b>	<b>1.0%</b>		
		<b>CCC Information Services Group</b>	
	1,000,000	Term Loan, Maturing August 20, 2010	1,000,000
		<b>Mitchell International, Inc</b>	
	500,000	Term Loan, Maturing August 13, 2011	503,750
	1,250,000	Term Loan, Maturing August 13, 2012	1,250,000
		<b>UGS Corp.</b>	
	4,000,000	Term Loan, Maturing May 27, 2011	4,030,000
			<b>\$ 6,783,750</b>
<b>Construction Materials</b>	<b>0.7%</b>		
		<b>Formica Corp.</b>	
	359,910	Term Loan, Maturing June 10, 2010	365,309
	879,711	Term Loan, Maturing June 10, 2010	892,906

Edgar Filing: Eaton Vance Floating-Rate Income Trust - Form N-Q

449,888	Term Loan, Maturing June 10, 2010	456,636
1,310,491	Term Loan, Maturing June 10, 2010	1,330,149
	<b>Ply Gem Industries, Inc.</b>	
1,700,000	Term Loan, Maturing February 12, 2011	1,706,907
300,000	Term Loan, Maturing February 12, 2011	301,219
	\$	<b>5,053,126</b>
<b>Containers and Packaging - Metal and Glass 1.8%</b>		
	<b>BWAY Corp.</b>	
6,810,000	Term Loan, Maturing June 30, 2011	6,912,150
	<b>Kranson Industries, Inc.</b>	
860,000	Term Loan, Maturing July 30, 2011	869,137
	<b>Owens-Illinois, Inc.</b>	
2,000,000	Term Loan, Maturing April 1, 2007	2,023,542
	<b>Silgan Holdings, Inc.</b>	
2,727,506	Term Loan, Maturing December 31, 2008	2,756,060
	\$	<b>12,560,889</b>
<b>Containers and Packaging - Paper 1.1%</b>		
	<b>Graham Packaging Co.</b>	
1,497,355	Term Loan, Maturing February 16, 2010	1,508,585
	<b>Graphic Packaging International, Inc.</b>	
1,960,101	Term Loan, Maturing August 8, 2009	1,989,502
	<b>Solo Cup Co.</b>	
3,989,975	Term Loan, Maturing February 27, 2011	4,035,692
	\$	<b>7,533,779</b>
<b>Educational Services 0.4%</b>		
	<b>Jostens, Inc.</b>	
909,633	Term Loan, Maturing July 15, 2010	923,277
	<b>Knowledge Learning Corp.</b>	
1,000,000	Term Loan, Maturing May 15, 2010	1,007,500
	<b>Weekly Reader Corp.</b>	
1,000,000	Term Loan, Maturing March 18, 2009	1,000,625
	\$	<b>2,931,402</b>



Edgar Filing: Eaton Vance Floating-Rate Income Trust - Form N-Q

<b>Electronic Equipment &amp; Instruments 1.3%</b>			
		<b>Communications &amp; Power Industries, Inc.</b>	
1,992,500		Term Loan, Maturing July 23, 2010	2,028,614
		<b>Invensys International Holdings, Ltd.</b>	
3,492,730		Term Loan, Maturing September 5, 2009	3,540,755
		<b>SecurityCo, Inc.</b>	
1,000,000		Term Loan, Maturing June 28, 2010	1,005,000
3,000,000		Term Loan, Maturing June 28, 2011	3,015,000
			<b>\$ 9,589,369</b>
<b>Entertainment 2.8%</b>			
		<b>Metro-Goldwyn-Mayer Studios, Inc.</b>	
12,000,000		Term Loan, Maturing April 26, 2011	12,058,500
		<b>Six Flags Theme Parks, Inc.</b>	
4,000,000		Term Loan, Maturing June 30, 2009	4,021,252
		<b>WMG Acquisition Corp.</b>	
3,989,975		Term Loan, Maturing February 28, 2011	4,046,976
			<b>\$ 20,126,728</b>
<b>Environmental Services 0.6%</b>			
		<b>Allied Waste Industries, Inc.</b>	
714,286		Term Loan, Maturing January 15, 2009	725,179
1,000,000		Term Loan, Maturing January 5, 2010	1,015,625
2,000,000		Term Loan, Maturing July 15, 2010	2,033,076
		<b>Ionics, Inc.</b>	
797,144		Term Loan, Maturing February 13, 2011	809,599
			<b>\$ 4,583,479</b>
<b>Financials 0.6%</b>			
		<b>Refco Group Ltd., LLC</b>	
4,000,000		Term Loan, Maturing August 5, 2011	3,992,916
			<b>\$ 3,992,916</b>
<b>Food, Beverages and Tobacco 2.2%</b>			
		<b>Constellation Brands, Inc.</b>	
3,125,000		Term Loan, Maturing November 30, 2008	3,140,991
		<b>Dr. Pepper/Seven Up Bottling Group, Inc.</b>	
3,087,754		Term Loan, Maturing December 19, 2010	3,122,973

Edgar Filing: Eaton Vance Floating-Rate Income Trust - Form N-Q

	<b>Michael Foods, Inc.</b>	
1,000,000	Term Loan, Maturing November 20, 2011	1,029,375
	<b>Pierre Merger Corp.</b>	
720,000	Term Loan, Maturing June 30, 2010	725,850
	<b>Reddy Ice Group, Inc.</b>	
2,588,750	Term Loan, Maturing July 31, 2009	2,623,807
	<b>Seminis Vegetable Seeds, Inc.</b>	
1,282,989	Term Loan, Maturing September 30, 2009	1,302,234
	<b>Southern Wine &amp; Spirits of America, Inc.</b>	
1,994,839	Term Loan, Maturing June 28, 2008	2,019,152
	<b>Sunny Delight</b>	
745,000	Term Loan, Maturing August 20, 2010	752,450
600,000	Term Loan, Maturing August 20, 2010	606,000
		<b>\$ 15,322,832</b>
<b>Funeral Service 0.1%</b>		
	<b>Alderwoods Group</b>	
574,496	Term Loan, Maturing August 19, 2010	581,408
		<b>\$ 581,408</b>
<b>Health Care - Equipment &amp; Supplies 1.1%</b>		
	<b>Hanger Orthopedic Group, Inc.</b>	
2,500,000	Term Loan, Maturing September 30, 2009	2,503,125
	<b>Leiner Health Products, Inc.</b>	
2,000,000	Term Loan, Maturing May 27, 2011	2,025,000
	<b>Sola International, Inc.</b>	
2,962,500	Term Loan, Maturing December 11, 2009	3,003,234
		<b>\$ 7,531,359</b>
<b>Health Care - Providers &amp; Services 2.5%</b>		
	<b>Accredo Health, Inc.</b>	
2,300,000	Term Loan, Maturing April 30, 2011	2,314,375
	<b>DaVita, Inc.</b>	
4,973,750	Term Loan, Maturing March 31, 2009	5,023,931
	<b>Express Scripts, Inc.</b>	
3,000,000	Term Loan, Maturing February 13, 2010	3,029,376

Edgar Filing: Eaton Vance Floating-Rate Income Trust - Form N-Q

		<b>Fresenius Medical Care Holdings, Inc.</b>	
1,496,250		Term Loan, Maturing February 21, 2010	1,508,718
		<b>Iasis Healthcare, LLC</b>	
4,000,000		Term Loan, Maturing June 16, 2011	4,054,376
		<b>Medcath Holdings Corp.</b>	
1,565,000		Term Loan, Maturing July 2, 2011	1,587,497
			\$ 17,518,273
<b>Hotels 0.9%</b>			
		<b>Boca Resorts, Inc.</b>	
2,200,000		Term Loan, Maturing July 22, 2009	2,200,000
		<b>Wyndham International, Inc.</b>	
1,861,771		Term Loan, Maturing December 31, 2004	1,824,149
2,328,197		Term Loan, Maturing June 30, 2006	2,281,149
			\$ 6,305,298
<b>Household Furnishing &amp; Appliances 1.2%</b>			
		<b>Home Interiors &amp; Gifts, Inc.</b>	
3,000,000		Term Loan, Maturing March 31, 2011	2,775,000
		<b>Sealy Mattress Co.</b>	
1,963,303		Term Loan, Maturing April 6, 2012	1,985,798
		<b>Simmons Co.</b>	
3,917,038		Term Loan, Maturing December 19, 2011	3,953,149
			\$ 8,713,947
<b>Household Products 0.5%</b>			
		<b>United Industries Corp.</b>	
1,200,000		Term Loan, Maturing April 29, 2011	1,215,750
2,500,000		Term Loan, Maturing October 31, 2011	2,542,187
			\$ 3,757,937
<b>Insurance 1.8%</b>			
		<b>Conseco, Inc.</b>	
12,500,000		Term Loan, Maturing June 22, 2010	12,690,100
			\$ 12,690,100
<b>Leisure Equipment &amp; Products 0.6%</b>			
		<b>Bombardier Recreational Products, Inc.</b>	
2,933,000		Term Loan, Maturing December 18, 2010	2,979,746

Edgar Filing: Eaton Vance Floating-Rate Income Trust - Form N-Q

	1,257,000	Term Loan, Maturing December 18, 2010	1,277,034
			\$ 4,256,780
<b>Machinery 0.1%</b>			
		<b>Bucyrus International, Inc.</b>	
	750,000	Term Loan, Maturing July 28, 2010	757,031
			\$ 757,031
<b>Manufacturing 2.6%</b>			
		<b>Dresser, Inc.</b>	
	570,732	Term Loan, Maturing March 31, 2007	579,382
		<b>Energys Holdings, Inc.</b>	
	1,000,000	Term Loan, Maturing March 17, 2011	1,012,500
		<b>Harbor Freight Tools USA, Inc.</b>	
	3,500,000	Term Loan, Maturing July 15, 2010	3,519,687
		<b>IPG (US), Inc.</b>	
	800,000	Term Loan, Maturing July 28, 2011	809,000
		<b>Mueller Group, Inc.</b>	
	2,834,862	Term Loan, Maturing April 23, 2011	2,849,037
		<b>Polypore, Inc.</b>	
	500,000	Term Loan, Maturing November 12, 2011	504,063
		<b>St. Marys Cement, Inc.</b>	
	3,984,987	Term Loan, Maturing December 4, 2010	4,019,856
		<b>Synthetic Industries, Inc.</b>	
	4,981,916	Term Loan, Maturing December 30, 2007	4,944,551
			\$ 18,238,076
<b>Miscellaneous 1.8%</b>			
		<b>Coinstar, Inc.</b>	
	6,075,000	Term Loan, Maturing July 7, 2011	6,177,516
		<b>Laidlaw International, Inc.</b>	
	6,524,929	Term Loan, Maturing June 19, 2009	6,635,037
			\$ 12,812,553
<b>Office Equipment and Supplies 0.2%</b>			
		<b>Buhrmann US, Inc.</b>	
	1,478,711	Term Loan, Maturing December 31, 2010	1,498,735
			\$ 1,498,735

Edgar Filing: Eaton Vance Floating-Rate Income Trust - Form N-Q

<b>Oil &amp; Gas 1.4%</b>			
		<b>Beldon &amp; Blake Corp.</b>	
2,520,000	Term Loan, Maturing July 21, 2011		2,543,625
		<b>BPL Acquisition, L.P.</b>	
2,000,000	Term Loan, Maturing May 4, 2010		2,025,000
		<b>La Grange Acquisition, L.P.</b>	
2,000,000	Term Loan, Maturing January 18, 2008		2,030,000
		<b>Pride Offshore, Inc.</b>	
2,630,000	Term Loan, Maturing July 7, 2011		2,663,422
		<b>Williams Production RMT Co.</b>	
497,500	Term Loan, Maturing May 30, 2007		505,170
			\$ 9,767,217
<b>Paper and Forest Products 1.8%</b>			
		<b>Appleton Papers, Inc.</b>	
3,900,000	Term Loan, Maturing June 11, 2010		3,946,313
		<b>Buckeye Technologies, Inc.</b>	
1,000,000	Term Loan, Maturing March 15, 2008		1,013,333
		<b>Koch Cellulose, LLC</b>	
1,088,377	Term Loan, Maturing May 7, 2011		1,098,580
4,404,605	Term Loan, Maturing May 7, 2011		4,445,898
		<b>RLC Industries Co.</b>	
2,000,000	Term Loan, Maturing February 24, 2010		2,020,000
			\$ 12,524,124
<b>Personal Products 0.6%</b>			
		<b>Prestige Brands, Inc.</b>	
1,496,250	Term Loan, Maturing April 7, 2011		1,501,237
2,000,000	Term Loan, Maturing April 7, 2011		2,050,834
		<b>Revlon Consumer Products Corp.</b>	
625,000	Term Loan, Maturing July 9, 2010		635,938
			\$ 4,188,009
<b>Publishing &amp; Printing 3.5%</b>			
		<b>CBD Media, LLC</b>	
918,367	Term Loan, Maturing December 31, 2009		930,612
		<b>Dex Media East, LLC</b>	
4,873,104	Term Loan, Maturing May 8, 2009		4,941,123
		<b>Dex Media West, LLC</b>	
4,569,618	Term Loan, Maturing March 9, 2010		4,640,068

Edgar Filing: Eaton Vance Floating-Rate Income Trust - Form N-Q

	<b>Freedom Communications Holdings, Inc.</b>	
3,500,000	Term Loan, Maturing May 18, 2012	3,554,142
	<b>Herald Media, Inc.</b>	
1,000,000	Term Loan, Maturing January 22, 2012	1,013,750
	<b>Merrill Communications, LLC</b>	
1,550,000	Term Loan, Maturing February 9, 2009	1,565,500
	<b>Morris Publishing Group, LLC</b>	
2,950,000	Term Loan, Maturing March 31, 2011	2,985,031
	<b>Newspaper Holdings, Inc.</b>	
2,400,000	Term Loan, Maturing August 24, 2011	2,392,800
	<b>R.H. Donnelley, Inc.</b>	
985,259	Term Loan, Maturing June 30, 2010	993,880
	<b>Transwestern Publishing Co., LLC</b>	
1,995,000	Term Loan, Maturing February 25, 2011	2,009,651
		\$ 25,026,557

**Restaurants 0.9%**

	<b>Buffets, Inc.</b>	
1,000,000	Term Loan, Maturing June 28, 2009	1,011,250
1,477,881	Term Loan, Maturing June 28, 2009	1,494,507
	<b>CKE Restaurants, Inc.</b>	
2,535,357	Term Loan, Maturing July 2, 2008	2,573,388
	<b>Jack in the Box, Inc.</b>	
997,494	Term Loan, Maturing January 8, 2011	1,011,209
		\$ 6,090,354

**Retail - Food and Drug 2.0%**

	<b>Domino's, Inc.</b>	
1,973,232	Term Loan, Maturing June 25, 2010	2,006,838
	<b>General Nutrition Centers, Inc.</b>	
2,985,000	Term Loan, Maturing December 5, 2009	3,019,328
	<b>Giant Eagle, Inc.</b>	
4,626,521	Term Loan, Maturing August 6, 2009	4,681,461
	<b>Pathmark Stores, Inc.</b>	
1,511,021	Term Loan, Maturing July 15, 2007	1,531,167
	<b>The Jean Coutu Group (PJC), Inc.</b>	

Edgar Filing: Eaton Vance Floating-Rate Income Trust - Form N-Q

	3,100,000	Term Loan, Maturing July 30, 2011	3,130,296
			\$ 14,369,090
<b>Retail - Specialty</b>	<b>1.7%</b>		
		<b>FTD, Inc.</b>	
	1,988,753	Term Loan, Maturing February 28, 2011	2,008,641
		<b>Getty Petroleum Marketing, Inc.</b>	
	4,500,000	Term Loan, Maturing May 19, 2010	4,574,534
		<b>Oriental Trading Co.</b>	
	2,348,459	Term Loan, Maturing August 4, 2010	2,381,730
		<b>Savers, Inc.</b>	
	875,000	Term Loan, Maturing August 4, 2009	880,469
	1,500,000	Term Loan, Maturing August 4, 2010	1,512,188
		<b>Travelcenters of America, Inc.</b>	
	500,000	Term Loan, Maturing November 30, 2008	506,667
			\$ 11,864,229
<b>Road &amp; Rail</b>	<b>0.4%</b>		
		<b>NFIL Holdings Corp.</b>	
	238,095	Term Loan, Maturing February 27, 2010	241,518
	729,762	Term Loan, Maturing February 27, 2010	739,568
		<b>RailAmerica, Inc.</b>	
	209,262	Term Loan, Maturing May 31, 2009	212,375
	1,426,233	Term Loan, Maturing May 31, 2009	1,447,448
			\$ 2,640,909
<b>Semiconductor Equipment and Products</b>	<b>0.2%</b>		
		<b>Memec Group, Ltd.</b>	
	1,500,000	Term Loan, Maturing June 15, 2009	1,490,625
			\$ 1,490,625
<b>Services</b>	<b>0.1%</b>		
		<b>Allied Security Holdings, LLC</b>	
	880,000	Term Loan, Maturing June 30, 2010	888,800
			\$ 888,800
<b>Telecommunications - Wireless</b>	<b>5.5%</b>		
		<b>American Tower, L.P.</b>	
	1,500,000	Term Loan, Maturing August 31, 2011	1,522,734

Edgar Filing: Eaton Vance Floating-Rate Income Trust - Form N-Q

	<b>Cellular South, Inc.</b>	
500,000	Term Loan, Maturing May 4, 2011	506,250
	<b>Centennial Cellular Operating Co., LLC</b>	
4,987,469	Term Loan, Maturing February 9, 2011	5,005,005
	<b>Dobson Cellular Systems, Inc.</b>	
5,972,462	Term Loan, Maturing March 31, 2010	5,970,223
	<b>Nextel Finance Co.</b>	
9,000,000	Term Loan, Maturing December 15, 2010	9,057,636
	<b>Nextel Partners Operating Corp.</b>	
6,500,000	Term Loan, Maturing May 31, 2011	6,591,813
	<b>SBA Senior Finance, Inc.</b>	
2,230,769	Term Loan, Maturing October 31, 2008	2,250,636
	<b>Western Wireless Corp.</b>	
8,000,000	Term Loan, Maturing May 28, 2011	8,121,432
		<b>\$ 39,025,729</b>

**Telecommunications - Wireline 2.1%**

	<b>Consolidated Communications, Inc.</b>	
2,000,000	Term Loan, Maturing April 14, 2012	2,027,500
	<b>NTELOS, Inc.</b>	
4,721,709	Term Loan, Maturing July 25, 2008	4,674,491
	<b>Qwest Corp.</b>	
8,000,000	Term Loan, Maturing June 30, 2007	8,278,000
		<b>\$ 14,979,991</b>

**Theaters 2.1%**

	<b>Cinemark, Inc.</b>	
1,992,500	Term Loan, Maturing March 31, 2011	2,007,444
	<b>Loews Cineplex Entertainment Corp.</b>	
4,325,000	Term Loan, Maturing July 30, 2011	4,362,394
	<b>Regal Cinemas Corp.</b>	
8,704,773	Term Loan, Maturing November 10, 2010	8,813,582
		<b>\$ 15,183,420</b>

**Transportation 0.4%**

	<b>Horizon Lines, LLC</b>	
3,025,000	Term Loan, Maturing July 7, 2011	3,076,676



Edgar Filing: Eaton Vance Floating-Rate Income Trust - Form N-Q

		\$	3,076,676
<b>Utility</b>	<b>3.3%</b>		
	<b>Allegheny Energy Supply Company, LLC</b>		
	2,000,000 Term Loan, Maturing March 8, 2011		2,031,750
	1,995,000 Term Loan, Maturing March 8, 2011		2,029,705
	<b>CenterPoint Energy, Inc.</b>		
	7,486,413 Term Loan, Maturing October 7, 2006		7,522,909
	<b>Coletto Creek WLE, L.P.</b>		
	1,000,000 Term Loan, Maturing June 30, 2011		1,015,625
	670,000 Term Loan, Maturing June 30, 2012		680,888
	<b>Dynegy Holdings, Inc.</b>		
	6,000,000 Term Loan, Maturing May 28, 2010		6,114,378
	<b>NRG Energy, Inc.</b>		
	1,483,040 Term Loan, Maturing June 23, 2010		1,533,093
	2,664,419 Term Loan, Maturing June 23, 2010		2,755,009
		\$	23,683,357
<b>Total Senior, Floating Rate Interests</b>	<b>(identified cost \$545,496,693)</b>	\$	544,187,241

**Corporate Bonds & Notes 10.5%**

Principal Amount (000 s omitted)	Security	Value
<b>Aerospace and Defense</b>	<b>0.2%</b>	
	<b>Argo Tech Corp., Sr. Notes</b>	
500	9.25%, 6/1/11 (2)	530,000
	<b>Sequa Corp.</b>	
500	8.875%, 4/1/08	541,250
	<b>Standard Aero Holdings, Inc., Sr. Sub. Notes</b>	
100	8.25%, 9/1/14 (2)	103,250
		\$ 1,174,500
<b>Apparel</b>	<b>0.1%</b>	
	<b>J Crew Operating Corp., Sr. Sub. Notes</b>	
110	10.375%, 10/15/07	112,750
	<b>Levi Strauss &amp; Co.</b>	
530	7.00%, 11/1/06	524,700
		\$ 637,450

Edgar Filing: Eaton Vance Floating-Rate Income Trust - Form N-Q

<b>Auto Components 0.2%</b>			
		<b>Collins and Aikman Prodcets Co., Sr. Sub. Notes</b>	
	70	12.875%, 8/24/12 (2)	70,175
		<b>Keystone Automotive Operations, Inc., Sr. Sub. Notes</b>	
	500	9.75%, 11/1/13	541,250
		<b>Metaldyne Corp., Sr. Notes</b>	
	500	10.00%, 11/1/13	496,250
			\$ 1,107,675
<b>Banks and Money Services 0.1%</b>			
		<b>Refco Finance Holdings LLC, Sr. Sub. Notes</b>	
	770	9.00%, 8/1/12 (2)	800,800
			\$ 800,800
<b>Broadcast Media 0.2%</b>			
		<b>CCO Holdings LLC / CCO Capital Corp., Senior Notes</b>	
	1,000	8.75%, 11/15/13	990,000
		<b>Insight Communications, Sr. Disc. Notes</b>	
	20	12.25%, 2/15/11	18,050
		<b>Rainbow National Services LLC, Sr. Notes</b>	
	115	8.75%, 9/1/12 (2)	118,737
		<b>Rainbow National Services LLC, Sr. Sub. Notes</b>	
	255	10.375%, 9/1/14 (2)	265,200
			\$ 1,391,987
<b>Cable Television 0.1%</b>			
		<b>Cablevision Systems Corp., Sr. Notes</b>	
	70	8.00%, 4/15/12 (2)	72,100
		<b>Kabel Deutschland GMBH</b>	
	870	10.625%, 7/1/14 (2)	896,100
			\$ 968,200
<b>Casinos and Gaming 0.3%</b>			
		<b>Inn of the Mountain Gods, Sr. Notes</b>	
	1,000	12.00%, 11/15/10	1,135,000
		<b>Majestic Star Casino LLC</b>	
	500	9.50%, 10/15/10	513,750

Edgar Filing: Eaton Vance Floating-Rate Income Trust - Form N-Q

<b>Waterford Gaming LLC, Sr. Notes</b>		
423	8.625%, 9/15/12 (2)	452,610
		<b>\$ 2,101,360</b>
<b>Chemicals</b>	<b>1.0%</b>	
<b>BCP Caylux Holdings, Sr. Sub. Notes</b>		
815	9.625%, 6/15/14 (2)	879,182
<b>Borden U.S. Finance/Nova Scotia Finance, Sr. Note</b>		
1,115	9.00%, 7/15/14 (2)	1,154,025
<b>Innophos, Inc., Sr. Sub. Notes</b>		
1,070	8.875%, 8/15/14 (2)	1,118,150
<b>Lyondell Chemical Co.</b>		
1,005	9.50%, 12/15/08	1,079,119
<b>OM Group, Inc.</b>		
1,010	9.25%, 12/15/11	1,045,350
<b>Polyone Corp.</b>		
750	10.625%, 5/15/10	819,375
<b>Rhodia SA, Sr. Notes</b>		
780	10.25%, 6/1/10	799,500
<b>Rockwood Specialties Group, Sr. Sub. Notes</b>		
450	10.625%, 5/15/11	492,750
		<b>\$ 7,387,451</b>
<b>Coal</b>	<b>0.0%</b>	
<b>Alpha Natural Resources, Sr. Notes</b>		
90	10.00%, 6/1/12 (2)	99,000
		<b>\$ 99,000</b>
<b>Commercial Services</b>	<b>0.6%</b>	
<b>Advanstar Communications, Inc.</b>		
1,000	10.75%, 8/15/10	1,107,500
<b>Affinity Group, Inc., Sr. Sub. Notes</b>		
500	9.00%, 2/15/12	525,000
<b>Amerco, Inc.</b>		
1,000	9.00%, 3/15/09	1,045,000
<b>Norcross Safety Products LLC/Norcross Capital Corp., Sr. Sub. Notes, Series B</b>		
1,000	9.875%, 8/15/11	1,100,000

Edgar Filing: Eaton Vance Floating-Rate Income Trust - Form N-Q

		<b>United Rentals North America, Inc., Sr. Sub. Notes</b>	
145		7.00%, 2/15/14	129,050
		<b>Waste Services, Inc., Sr. Sub. Notes</b>	
635		9.50%, 4/15/14 (2)	565,150
			<b>\$ 4,471,700</b>
<b>Communications Services 0.2%</b>			
		<b>US Oncology, Inc., Sr. Notes</b>	
390		9.00%, 8/15/12 (2)	410,475
		<b>US Oncology, Inc., Sr. Sub. Notes</b>	
700		10.75%, 8/15/14 (2)	740,250
			<b>\$ 1,150,725</b>
<b>Computer Software &amp; Services 0.2%</b>			
		<b>UGS Corp., Sr. Sub. Notes</b>	
1,055		10.00%, 6/1/12 (2)	1,155,225
			<b>\$ 1,155,225</b>
<b>Construction Materials 0.1%</b>			
		<b>Collins &amp; Aikman Floor Cover</b>	
400		9.75%, 2/15/10	412,000
		<b>Ply Gem Industries, Inc., Sr. Sub. Notes</b>	
115		9.00%, 2/15/12 (2)	116,150
		<b>THL Buildco (Nortek, Inc.), Sr. Sub. Notes</b>	
210		8.50%, 9/1/14 (2)	219,975
			<b>\$ 748,125</b>
<b>Consumer Products 0.2%</b>			
		<b>Amscan Holdings, Inc., Sr. Sub. Notes</b>	
1,030		8.75%, 5/1/14 (2)	1,031,287
		<b>Fedders North America, Inc., Sr. Notes</b>	
15		9.875%, 3/1/14	12,075
		<b>Samsonite Corp., Sr. Sub. Notes</b>	
500		8.875%, 6/1/11 (2)	517,500
			<b>\$ 1,560,862</b>
<b>Containers and Packaging - Paper 0.2%</b>			
		<b>Intertape Polymer US, Inc., Sr. Sub. Notes</b>	

Edgar Filing: Eaton Vance Floating-Rate Income Trust - Form N-Q

	950	8.50%, 8/1/14 (2)	959,500
		<b>Solo Cup Co., Sr. Sub. Notes</b>	
	120	8.50%, 2/15/14	117,000
			<b>\$ 1,076,500</b>
<b>Containers and Packaging - Plastics</b>	<b>0.2%</b>		
		<b>Plastipak Holdings, Inc.</b>	
	500	10.75%, 9/1/11	542,500
		<b>Pliant Corp.</b>	
	750	11.125%, 9/1/09	808,125
			<b>\$ 1,350,625</b>
<b>Engineering</b>	<b>0.0%</b>		
		<b>Shaw Group, Inc., Sr. Notes</b>	
	45	10.75%, 3/15/10	45,394
			<b>\$ 45,394</b>
<b>Entertainment</b>	<b>0.2%</b>		
		<b>LCE Acquisition Corp., Sr. Sub. Notes</b>	
	790	9.00%, 8/1/14 (2)	805,800
		<b>Marquee Holdings, Inc., Sr. Disc. Notes</b>	
	385	0.00%, 8/15/14 (2)	227,631
		<b>Marquee, Inc., Sr. Notes</b>	
	215	8.625%, 8/15/12 (2)	225,750
			<b>\$ 1,259,181</b>
<b>Financials</b>	<b>0.6%</b>		
		<b>Paxson Communications Corp.</b>	
	4,500	4.35%, 1/15/10 (2)	4,500,000
			<b>\$ 4,500,000</b>
<b>Food, Beverages and Tobacco</b>	<b>0.1%</b>		
		<b>WH Holdings Ltd. and WH Capital Corp., Sr. Notes</b>	
	500	9.50%, 4/1/11	537,500
			<b>\$ 537,500</b>
<b>Funeral Service</b>	<b>0.0%</b>		
		<b>Alderwoods Group, Inc., Sr. Notes</b>	
	70	7.75%, 9/15/12 (2)	73,150
			<b>\$ 73,150</b>

Edgar Filing: Eaton Vance Floating-Rate Income Trust - Form N-Q

<b>Health Care - Equipment &amp; Supplies 0.1%</b>		
	<b>Inverness Medical Innovations, Inc., Sr. Sub. Notes</b>	
530	8.75%, 2/15/12 (2)	511,450
	<b>Medical Device Manufacturing, Inc., Sr. Sub. Notes</b>	
230	10.00%, 7/15/12 (2)	243,800
		<b>\$ 755,250</b>
<b>Health Care - Providers &amp; Services 0.2%</b>		
	<b>Healthsouth Corp.</b>	
50	7.625%, 6/1/12	48,125
	<b>Healthsouth Corp., Sr. Notes</b>	
1,050	8.375%, 10/1/11	1,034,250
	<b>Tenet Healthcare Corp., Sr. Notes</b>	
490	9.875%, 7/1/14 (2)	513,275
		<b>\$ 1,595,650</b>
<b>Investment Services 0.1%</b>		
	<b>First CLO, Ltd., Sr. Sub. Notes</b>	
1,000	Variable Rate, 3.96%, 7/27/16 (2)	1,000,000
		<b>\$ 1,000,000</b>
<b>Machinery 0.1%</b>		
	<b>Blount Inc.</b>	
45	8.875%, 8/1/12	47,250
	<b>Thermadyne Holdings Corp., Sr. Sub. Notes</b>	
750	9.25%, 2/1/14	738,750
		<b>\$ 786,000</b>
<b>Manufacturing 0.5%</b>		
	<b>Amsted Industries, Inc., Sr. Notes</b>	
1,000	10.25%, 10/15/11 (2)	1,085,000
	<b>MAAX Corp., Sr. Sub. Notes</b>	
750	9.75%, 6/15/12 (2)	795,000
	<b>Mueller Group, Inc., Sr. Sub. Notes</b>	
600	10.00%, 5/1/12 (2)	649,500
	<b>Oxford Industries, Inc., Sr. Notes</b>	
1,000	8.875%, 6/1/11 (2)	1,075,000
		<b>\$ 3,604,500</b>

Edgar Filing: Eaton Vance Floating-Rate Income Trust - Form N-Q

<b>Miscellaneous 2.8%</b>			
		<b>Dow Jones CDX HY</b>	
	20,000	8.00%, 12/29/09 (2)	19,762,500
			\$ 19,762,500
<b>Oil &amp; Gas 0.1%</b>			
		<b>Belden &amp; Blake Corp., Sr. Notes</b>	
	45	8.75%, 7/15/12 (2)	47,137
		<b>Transmontaigne, Inc., Sr. Sub. Notes</b>	
	515	9.125%, 6/1/10	574,225
			\$ 621,362
<b>Paper and Forest Products 0.2%</b>			
		<b>Caraustar Industries, Inc., Sr. Sub. Notes</b>	
	855	9.875%, 4/1/11	908,438
		<b>Newark Group, Inc., Sr. Sub. Notes</b>	
	500	9.75%, 3/15/14 (2)	487,500
			\$ 1,395,938
<b>Publishing and Printing 0.1%</b>			
		<b>Houghton Mifflin Co., Sr. Sub. Notes</b>	
	500	9.875%, 2/1/13	524,375
			\$ 524,375
<b>Retail - Food and Drug 0.1%</b>			
		<b>Jean Coutu Group, Inc., Sr. Sub. Notes</b>	
	815	8.50%, 8/1/14 (2)	825,188
			\$ 825,188
<b>Retail - Specialty 0.1%</b>			
		<b>Petro Stopping Centers LP/Petro Financial Corp., Sr. Notes</b>	
	500	9.00%, 2/15/12	522,500
			\$ 522,500
<b>Semiconductor Equipment and Products 0.0%</b>			
		<b>Amkor Technologies, Inc.</b>	
	315	5.75%, 6/1/06	293,344
		<b>Freescale Semiconductor, Sr. Notes</b>	
	35	6.875%, 7/15/11 (2)	35,831
			\$ 329,175

Edgar Filing: Eaton Vance Floating-Rate Income Trust - Form N-Q

<b>Services 0.0%</b>		
	<b>Allied Security Escrow, Sr. Sub. Notes</b>	
45	11.375%, 7/15/11 (2)	47,700
		\$ 47,700
<b>Telecommunications - Wireless 0.6%</b>		
	<b>Alamosa Delaware, Inc.</b>	
15	0.00%, 7/31/09	15,000
35	11.00%, 7/31/10	38,500
1,045	8.50%, 1/31/12	1,045,000
	<b>Centennial Cellular Operating Co./Centennial Communications Corp., Sr. Notes</b>	
500	10.125%, 6/15/13	516,250
	<b>Inmarsat Finance PLC</b>	
145	7.625%, 6/30/12 (2)	142,825
	<b>PanAmSat Corp.</b>	
170	9.00%, 8/15/14 (2)	178,075
	<b>Rural Cellular Corp.</b>	
1,000	5.61%, 3/15/10 (2)	1,020,000
	<b>UbiquiTel Operating Co., Sr. Notes</b>	
1,075	9.875%, 3/1/11	1,107,250
	<b>Western Wireless Corp., Sr. Notes</b>	
30	9.25%, 7/15/13	30,975
		\$ 4,093,875
<b>Telecommunications - Wireline 0.2%</b>		
	<b>Qwest Capital Funding, Inc.</b>	
70	7.75%, 8/15/06	70,350
	<b>Qwest Services Corp.</b>	
1,000	13.00%, 12/15/07 (2)	1,137,500
170	14.00%, 12/15/14 (2)	202,725
		\$ 1,410,575
<b>Transportation 0.3%</b>		
	<b>Horizon Lines, LLC</b>	
1,150	9.00%, 11/1/12 (2)	1,213,250
	<b>OMI Corp., Sr. Notes</b>	
65	7.625%, 12/1/13	65,650
	<b>Quality Distribution LLC/QD Capital Corp.</b>	



Edgar Filing: Eaton Vance Floating-Rate Income Trust - Form N-Q

	750	9.00%, 11/15/10 (2)		698,438
			\$	<b>1,977,338</b>
<b>Utility</b>	<b>0.2%</b>			
		<b>NRG Energy, Inc., Sr. Notes</b>		
	1,250	8.00%, 12/15/13 (2)		1,318,750
			\$	<b>1,318,750</b>
<b>Total Corporate Bonds &amp; Notes</b>				
<b>(identified cost \$73,645,435)</b>			\$	<b>74,168,086</b>

**Commercial Paper 6.8%**

Principal Amount (000 s omitted)		Security		Value
		<b>CRC Funding, LLC</b>		
14,000	1.50%, 9/1/04			14,000,000
		<b>Kitty Hawk Funding Corp.</b>		
10,000	1.52%, 9/22/04			9,991,133
		<b>Receivables Capital Corp., LLC</b>		
10,000	1.53%, 9/20/04			9,991,925
		<b>Yorktown Capital, LLC</b>		
14,000	1.52%, 9/2/04			13,999,409
			\$	<b>47,982,467</b>
<b>Total Commercial Paper</b>				
<b>(identified cost \$47,982,467)</b>			\$	<b>47,982,467</b>

**Short-Term Investments 3.0%**

Principal Amount	Maturity Date	Borrower	Rate	Amount
21,492,000	09/01/04	Investors Bank and Trust Time Deposit	1.58%	21,492,000
<b>Total Short-Term Investments</b>				
<b>(at amortized cost)</b>			\$	<b>21,492,000</b>
<b>Total Investments</b>	<b>97.0%</b>			
<b>(identified cost \$688,616,595)</b>			\$	<b>687,829,794</b>

Edgar Filing: Eaton Vance Floating-Rate Income Trust - Form N-Q

<b>Other Assets, Less Liabilities</b>	<b>3.0%</b>	<b>\$</b>	<b>21,539,478</b>
<b>Net Assets</b>	<b>100.0%</b>	<b>\$</b>	<b>709,369,272</b>

Note: The Trust has made commitments to fund specified amounts under certain existing credit arrangements. Pursuant to the terms of these arrangements, the Trust had unfunded loan commitments of \$2,152,221 as of August 31, 2004.

---

(1) Senior floating-rate interests often require prepayments from excess cash flows or permit the borrower to repay at its election. The degree to which borrowers repay, whether as a contractual requirement or at their election, cannot be predicted with accuracy. As a result, the actual remaining maturity may be substantially less than the stated maturities shown. However, it is anticipated that the senior floating-rate interests will have an expected average life of approximately two to three years.

(2) Security exempt from registration under Rule 144A of the Securities Act of 1933. These securities may be sold in transactions exempt from registration, normally to qualified institutional buyers. At August 31, 2004, the aggregate value of the securities is \$51,097,616 or 7.2% of the Trust's net assets.

## Edgar Filing: Eaton Vance Floating-Rate Income Trust - Form N-Q

The Trust did not have any open financial instruments at August 31, 2004.

The cost and unrealized appreciation (depreciation) in value of the investments owned at August 31, 2004, as computed on a federal income tax basis, were as follows:

<b>Aggregate cost</b>	<b>\$</b>	<b>688,631,188</b>
Gross unrealized appreciation	\$	1,563,365
Gross unrealized depreciation		(2,364,759)
<b>Net unrealized depreciation</b>	<b>\$</b>	<b>(801,394)</b>

**Item 2. Controls and Procedures**

(a) It is the conclusion of the registrant's principal executive officer and principal financial officer that the effectiveness of the registrant's current disclosure controls and procedures (such disclosure controls and procedures having been evaluated within 90 days of the date of this filing) provide reasonable assurance that the information required to be disclosed by the registrant on this Form N-Q has been recorded, processed, summarized and reported within the time period specified in the Commission's rules and forms and that the information required to be disclosed by the registrant on this Form N-Q has been accumulated and communicated to the registrant's principal executive officer and principal financial officer in order to allow timely decisions regarding required disclosure.

(b) There have been no changes in the registrant's internal controls over financial reporting during the fiscal quarter for which the report is being filed that have materially affected, or are reasonably likely to materially affect the registrant's internal control over financial reporting.

---

## Edgar Filing: Eaton Vance Floating-Rate Income Trust - Form N-Q

### Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934 and 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.

#### Eaton Vance Floating Rate Income Trust

By: /s/ Payson F. Swaffield  
Payson F. Swaffield  
President and Principal Executive Officer

Date: October 22, 2004

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

By: /s/ Payson F. Swaffield  
Payson F. Swaffield  
President and Principal Executive Officer

Date: October 22, 2004

By: /s/ Barbara E. Campbell  
Barbara E. Campbell  
Treasurer and Principal Financial Officer

Date: October 22, 2004

---