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COHEN & STEERS INC

Form 13F-HR

February 17, 2009

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Form 13F
Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: December 31, 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 February 14, 2009

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: 350

Form 13F Information Table Value Total: 8,778,021 (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/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTHE MANA
Abbott Laboratories Comm	COM	002824100	27,447	514,263	SH		Sole	
Acadia Realty Trust Comm	COM	004239109	25,171	1,763,895	SH		Sole	
ACE Ltd Common	COM	H0023R105	10,806	204,200	SH		Sole	
ACM Income Fund CEF	COM	01881E101	4,592	648,600	SH		Sole	
Advent Claymore Conv Sec	COM	00764C109	6,368	581,518	SH		Sole	
Advent Claymore Global C	COM	007639107	3,152	539,703	SH		Sole	
Aflac Inc	COM	001055102	20,387	444,749	SH		Sole	
AGL Resources Inc	COM	001204106	9,342	298,000	SH		Sole	
Alcoa Inc Common	COM	013817101	2,601	230,958	SH		Sole	
Alexandria Real Estate E	COM	015271109	4,118	68,245	SH		Sole	
Allegheny Energy, Inc.	COM	017361106	8,725	257,672	SH		Sole	
Alliant Energy Corp Comm	COM	018802108	2,224	76,200	SH		Sole	
Allstate Corp/The Common	COM	020002101	6,206	189,425	SH		Sole	
Alpine Global Premier Pr	COM	02083A103	1,135	287,300	SH		Sole	
Alpine Total Dynamic Div	COM	021060108	3,120	504,800	SH		Sole	
Altria Group Inc Common	COM	02209S103	16,051	1,065,808	SH		Sole	
AMB Property Corp Common	COM	00163T109	94,620	4,040,073	SH		Sole	
Ameren Corp Common	COM	023608102	14,847	446,400	SH		Sole	
American Campus Communit	COM	024835100	54,156	2,644,300	SH		Sole	
American Electric Power	COM	025537101	499	15,000	SH		Sole	
American Land Lease Inc	COM	027118108	131	9,500	SH		Sole	
American Tower Corporati	COM	029912201	3,667	125,073	SH		Sole	
Apache Corp Common	COM	037411105	8,698	116,700	SH		Sole	

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Apartment Invt & Mgmt	COM	03748R101	94,595	8,190,054	SH	Sole
Archer Daniels Midland C	COM	039483102	4,676	162,179	SH	Sole
AT&T Common	COM	00206R102	20,706	726,509	SH	Sole
AvalonBay Communities In	COM	053484101	157,606	2,601,630	SH	Sole
Avery Dennison Corp Comm	COM	053611109	1,051	32,100	SH	Sole
Bank of America Corp Com	COM	060505104	12,033	854,649	SH	Sole
Bank Of New York Mellon	COM	064058100	7,401	261,200	SH	Sole
Barclays Bank 7.10% (BCS	PFD	06739H776	96	7,000	SH	Sole
Barclays Bank 8.125% (BC	PFD	06739H362	18,872	1,256,400	SH	Sole
Barclays Bank Plc 7.75%	PFD	06739H511	530	35,700	SH	Sole
BB&T Corp Common	COM	054937107	3,616	131,700	SH	Sole
Becton Dickinson & C	COM	075887109	15,593	228,000	SH	Sole
Bemis Co Common	COM	081437105	1,177	49,700	SH	Sole
BioMed Realty Trust Inc	COM	09063H107	83,130	7,092,918	SH	Sole
Blackrock Corp HY Fund V	COM	09255P107	1,732	276,300	SH	Sole
Blackrock Corporate High	COM	09255L106	821	218,300	SH	Sole
Blackrock Corporate High	COM	09255N102	198	32,800	SH	Sole
Blackrock Corporate HY F	COM	09255M104	304	83,800	SH	Sole
BlackRock Debt Strategie	COM	09255R103	212	83,300	SH	Sole
Blackrock Global Enrg &	COM	09250U101	3,054	200,900	SH	Sole
Blackrock Health Science	COM	09250W107	4,386	220,500	SH	Sole
Blackrock Inc. COM	COM	09247X101	10,826	80,700	SH	Sole
Blackrock Ltd Duration I	COM	09249W101	4,734	441,220	SH	Sole
Blackrock Pfd & Eq Adv T	COM	092508100	2,585	309,618	SH	Sole
Blackrock Preferred Oppo	COM	09249V103	226	30,400	SH	Sole
Blackrock Real Asset Equ	COM	09254B109	2,814	401,400	SH	Sole
Boeing Co Common	COM	097023105	8,601	201,568	SH	Sole
Boston Properties Inc 2.	BOND	10112RAK0	1,511	1,900,000	SH	Sole
Boston Properties Inc Co	COM	101121101	389,195	7,076,286	SH	Sole
Brandywine Realty Trust	COM	105368203	32,494	4,214,528	SH	Sole
BRE Properties Inc Commo	COM	05564E106	41,154	1,470,842	SH	Sole
Brookfield Properties Co	COM	112900105	54,731	7,080,187	SH	Sole
Calamos Convertible & In	COM	12811P108	3,025	356,744	SH	Sole
Calamos Strat Tot Return	COM	128125101	8,277	1,324,300	SH	Sole
Camden Property Trust Co	COM	133131102	30,596	976,257	SH	Sole
Carnival Corp Common	COM	143658300	1	50	SH	Sole
CBL & Associates Propert	COM	124830100	17,090	2,629,152	SH	Sole
Cemig SA-Spons ADR Commo	COM	204409601	234	17,000	SH	Sole
CenterPoint Energy, Inc.	COM	15189T107	7,506	594,818	SH	Sole
Chevron Corp Common	COM	166764100	21,458	290,100	SH	Sole
China Mobile Ltd ADR	COM	16941M109	2,370	46,600	SH	Sole
Citigroup Inc Common	COM	172967101	819	122,000	SH	Sole
Cleco Corp Common	COM	12561W105	9,560	418,776	SH	Sole
Clough Global Allocation	COM	18913Y103	807	75,600	SH	Sole
Clough Global Equity Fun	COM	18914C100	2,337	245,500	SH	Sole
Clough Global Opportunit	COM	18914E106	9,596	1,060,285	SH	Sole
CMS Energy Corp Common	COM	125896100	9,847	974,000	SH	Sole
CNOOC Ltd ADR	COM	126132109	405	4,250	SH	Sole
Colonial Properties Trus	COM	195872106	7,740	929,154	SH	Sole
Consolidated Edison Inc	COM	209115104	12,361	317,500	SH	Sole
Corning Inc Common	COM	219350105	9,337	979,700	SH	Sole
Corporate Office Propert	COM	22002T108	3,650	118,900	SH	Sole
Corrections Corp of Amer	COM	22025Y407	18,164	1,110,327	SH	Sole
Costco Wholesale Corp Co	COM	22160K105	4,043	77,000	SH	Sole
Crown Castle Intl Corp C	COM	228227104	501	28,500	SH	Sole
DCP Midstream Partners L	COM	23311P100	1,057	112,471	SH	Sole
DCT Industrial Trust Com	COM	233153105	43,254	8,548,344	SH	Sole
Developers Diversified R	COM	251591103	59,697	12,233,009	SH	Sole
Devon Energy Corp Common	COM	25179M103	13,317	202,673	SH	Sole
Diageo PLC ADR	COM	25243Q205	2,491	43,900	SH	Sole
DiamondRock Hospitality	COM	252784301	8,838	1,743,180	SH	Sole
Digital Realty Trust Inc	COM	253868103	39,526	1,203,209	SH	Sole

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Disney Co Common	COM	254687106	11,270	496,700	SH	Sole
DNP Select Income Fund C	COM	23325P104	1,501	244,100	SH	Sole
Dominion Resources Inc/V	COM	25746U109	20,665	576,600	SH	Sole
Douglas Emmett Common	COM	25960P109	85,858	6,573,957	SH	Sole
Dow 30 Enhanced Premium	COM	260537105	2,701	303,872	SH	Sole
Dow Chemical Co/The Comm	COM	260543103	3,690	244,500	SH	Sole
DPL Inc Common	COM	233293109	10,315	451,600	SH	Sole
Duff & Phelps Utility &	COM	26432K108	244	24,100	SH	Sole
Duke Energy Corp Common	COM	26441C105	83,225	5,544,668	SH	Sole
Duke Realty Corp Common	COM	264411505	6,286	573,612	SH	Sole
Duncan Energy Partners C	COM	265026104	1,359	99,900	SH	Sole
DWS Gbl Commodities Stk	COM	23338Y100	808	148,037	SH	Sole
DWS RREEF Real Estate CE	COM	233384106	666	341,392	SH	Sole
DWS RREEF Real Estate II	COM	23338X102	436	661,100	SH	Sole
EastGroup Properties Inc	COM	277276101	63,062	1,772,350	SH	Sole
Eaton Vance Enh Eq Inc	COM	278277108	6,197	580,817	SH	Sole
Eaton Vance Enhanced Eq	COM	278274105	3,109	259,087	SH	Sole
Eaton Vance Float Rate I	COM	278279104	205	25,500	SH	Sole
Eaton Vance Ltd Duration	COM	27828H105	6,125	619,336	SH	Sole
Eaton Vance Senior Float	COM	27828Q105	238	30,500	SH	Sole
Eaton Vance Short Durati	COM	27828V104	1,351	116,000	SH	Sole
Eaton Vance T/M Buy-Writ	COM	27828X100	3,714	296,393	SH	Sole
Eaton Vance T/M Buy-Writ	COM	27828Y108	8,240	807,869	SH	Sole
Eaton Vance TA Gl Div &	COM	27828S101	5,105	480,700	SH	Sole
Eaton Vance TA GL Div Op	COM	27828U106	1,787	125,900	SH	Sole
Eaton Vance Tax Man Gbl	COM	27829C105	11,432	1,129,665	SH	Sole
Eaton Vance Tax Man Gbl	COM	27829F108	15,751	1,599,026	SH	Sole
Eaton Vance Tax-Adv Dvd	COM	27828G107	6,703	575,300	SH	Sole
Eaton Vance Tax-Mgd Dvsf	COM	27828N102	18,915	1,749,805	SH	Sole
Education Realty Trust I	COM	28140H104	17,859	3,421,340	SH	Sole
EI Du Pont de Nemours &a	COM	263534109	789	31,200	SH	Sole
Eli Lilly and Co Common	COM	532457108	2,195	54,500	SH	Sole
Enbridge Energy Common	COM	29250R106	4,114	161,318	SH	Sole
Energy Income And Growth	COM	292697109	1,359	99,300	SH	Sole
Energy Transfer Partners	COM	29273R109	8,154	239,765	SH	Sole
Energy Corp Common	COM	29364G103	38,170	459,154	SH	Sole
Enterprise Products Ptnr	COM	293792107	12,032	580,400	SH	Sole
Equitable Resources Inc	COM	294549100	6,305	187,917	SH	Sole
Equity Lifestyle Propert	COM	29472R108	81,534	2,125,518	SH	Sole
Equity Residential Commo	COM	29476L107	364,645	12,228,235	SH	Sole
Essex Property Trust Inc	COM	297178105	96,310	1,254,849	SH	Sole
Ethan Allen Interiors In	COM	297602104	800	55,700	SH	Sole
Evergreen Global Div Opp	COM	30024H101	9,567	1,002,900	SH	Sole
Evergreen Income Advanta	COM	30023Y105	798	144,808	SH	Sole
Evergreen Managed Income	COM	30024Y104	1,847	181,100	SH	Sole
Evergreen Util & High In	COM	30034Q109	1,750	151,792	SH	Sole
Exelon Corp Common	COM	30161N101	82,481	1,483,204	SH	Sole
Exterran Partners LP Com	COM	30225N105	525	46,760	SH	Sole
Extra Space Storage Inc	COM	30225T102	33,362	3,232,720	SH	Sole
Exxon Mobil Corp Common	COM	30231G102	28,296	354,447	SH	Sole
F&C / Claymore Pfd Sec I	COM	338478100	1,902	245,400	SH	Sole
F&C / Claymore Total Ret	COM	338479108	299	37,100	SH	Sole
Fairpoint Communications	COM	305560104	1,060	323,139	SH	Sole
Federal Realty Invs Trus	COM	313747206	228,413	3,679,300	SH	Sole
Fiduciary/Claymore Mlp O	COM	31647Q106	993	79,961	SH	Sole
First Trust Aberdeen Emg	COM	33731K102	690	67,300	SH	Sole
First Trust Aberdeen Glo	COM	337319107	656	63,100	SH	Sole
First Trust/Four Crns SR	COM	33733U108	889	127,000	SH	Sole
FirstEnergy Corp Common	COM	337932107	48,413	996,569	SH	Sole
Forest City Enterprises	COM	345550107	2,650	395,635	SH	Sole
FPL Group Inc Common	COM	302571104	83,448	1,658,015	SH	Sole
Franklin Resources Inc C	COM	354613101	3,890	61,000	SH	Sole

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Franklin Templeton Ltd D	COM	35472T101	649	76,800	SH	Sole
Frontier Communications	COM	35906A108	7,835	896,500	SH	Sole
Gabelli Dividend & Incom	COM	36242H104	7,969	773,708	SH	Sole
Gabelli Global Deal Fund	COM	36245G103	1,214	92,400	SH	Sole
Gannett Co Common	COM	364730101	1,097	137,100	SH	Sole
General American Investo	COM	368802104	1,905	109,500	SH	Sole
General Dynamics Corp Co	COM	369550108	17,122	297,319	SH	Sole
General Electric Co Comm	COM	369604103	13,526	834,985	SH	Sole
Glimcher Realty Trust Co	COM	379302102	4,374	1,556,489	SH	Sole
Goldman Sach Group, Inc.	COM	38141G104	2,745	32,530	SH	Sole
Google Inc CL A Common	COM	38259P508	800	2,600	SH	Sole
Great Plains Energy Inc	COM	391164100	9,448	488,767	SH	Sole
H & Q Healthcare Investo	COM	404052102	2,731	246,700	SH	Sole
H & Q Life Sciences Invs	COM	404053100	2,220	257,000	SH	Sole
Harley-Davidson Inc Comm	COM	412822108	689	40,600	SH	Sole
Harris Corp Common	COM	413875105	12,613	331,500	SH	Sole
HCC Insurance Holdings I	COM	404132102	16,191	605,281	SH	Sole
HCP Inc Common	COM	40414L109	186,314	6,709,213	SH	Sole
Health Care REIT Inc Com	COM	42217K106	130,750	3,098,361	SH	Sole
Health Care REIT Inc PFD	PFD	42217K502	916	30,000	SH	Sole
Hewlett-Packard Co Commo	COM	428236103	3,983	109,774	SH	Sole
Highland Credit Strategi	COM	43005Q107	2,748	482,221	SH	Sole
Highwoods Properties Inc	COM	431284108	53,665	1,961,455	SH	Sole
Home Depot Inc	COM	437076102	1,261	54,800	SH	Sole
Home Properties Inc Comm	COM	437306103	47,814	1,177,702	SH	Sole
Hospitality Properties T	COM	44106M102	92,699	6,233,977	SH	Sole
Host Hotels & Resorts Co	COM	44107P104	231,973	30,643,839	SH	Sole
HSBC Holdings PLC 6.20%	PFD	404280604	270	14,550	SH	Sole
HSBC Holdings PLC ADR	COM	404280406	788	16,200	SH	Sole
ING Asia Pacific High Di	COM	44983J107	953	84,000	SH	Sole
ING Clarion Global Real	COM	44982G104	2,858	718,013	SH	Sole
ING Global Advntge & Pre	COM	44982N109	4,435	398,800	SH	Sole
ING Global Eqty Div & Pr	COM	45684E107	2,489	255,844	SH	Sole
ING Risk Managed Natural	COM	449810100	4,706	355,731	SH	Sole
Inland Real Estate Corp	COM	457461200	23,232	1,789,807	SH	Sole
Intel Corp Common	COM	458140100	9,741	664,436	SH	Sole
International Business M	COM	459200101	12,176	144,683	SH	Sole
International Paper Co C	COM	460146103	1,305	110,600	SH	Sole
ITC Holdings Corp Common	COM	465685105	8,033	183,900	SH	Sole
John Hancock Pat Prem Di	COM	41013T105	363	51,100	SH	Sole
John Hancock Preferred I	COM	41013W108	423	30,500	SH	Sole
John Hancock Preferred I	COM	41013X106	1,495	113,300	SH	Sole
John Hancock Preferred I	COM	41021P103	1,485	134,871	SH	Sole
John Hancock T/A Dvd Inc	COM	41013V100	90	8,762	SH	Sole
Johnson & Johnson Common	COM	478160104	23,951	400,336	SH	Sole
Johnson Controls Common	COM	478366107	705	38,800	SH	Sole
JPMorgan Chase Common	COM	46625H100	14,532	460,939	SH	Sole
Kilroy Realty Corp Commo	COM	49427F108	75,123	2,245,144	SH	Sole
Kimberly-Clark Corp Comm	COM	494368103	2,495	47,300	SH	Sole
Kimco Realty Corp Common	COM	49446R109	39,927	2,184,230	SH	Sole
Kinder Morgan Energy Par	COM	494550106	13,066	285,592	SH	Sole
Kraft Foods Inc Common	COM	50075N104	3,290	122,526	SH	Sole
L-3 Communications Holdi	COM	502424104	8,750	118,600	SH	Sole
LaSalle Hotel Properties	COM	517942108	42	3,828	SH	Sole
Liberty All-Star Equity	COM	530158104	2,166	618,986	SH	Sole
Liberty All-Star Growth	COM	529900102	740	284,600	SH	Sole
Liberty Property Trust C	COM	531172104	157,885	6,915,623	SH	Sole
LMP Cap & Inc CEF CEF	COM	50208A102	4,471	578,459	SH	Sole
Lockheed Martin Corp Com	COM	539830109	13,840	164,600	SH	Sole
LTC Properties Inc Commo	COM	502175102	322	15,863	SH	Sole
Macerich Co/The Common	COM	554382101	196,123	10,799,620	SH	Sole
Mack-Cali Realty Corp Co	COM	554489104	158,872	6,484,566	SH	Sole

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Macquarie Global Infr To	COM	55608D101	1,686	139,880	SH	Sole
Magellan Midstream Partn	COM	559080106	6,553	216,900	SH	Sole
Maguire Properties Inc C	COM	559775101	2,260	1,548,263	SH	Sole
Marathon Oil Corp Common	COM	565849106	13,341	487,600	SH	Sole
Markwest Energy Partners	COM	570759100	1,891	237,000	SH	Sole
Marshall & Ilsley Corp C	COM	571837103	2,714	199,000	SH	Sole
Mattel Inc Common	COM	577081102	6,712	419,500	SH	Sole
McDonald's Corp Common	COM	580135101	25,357	407,739	SH	Sole
Medtronic Common	COM	585055106	19,039	605,925	SH	Sole
Merck and Co Inc Common	COM	589331107	2,959	97,329	SH	Sole
Metlife Inc Common	COM	59156R108	15,363	440,700	SH	Sole
MFS Intermediate Income	COM	55273C107	1,533	245,300	SH	Sole
MFS Mutimarket Inc. Trus	COM	552737108	1,822	378,800	SH	Sole
Microchip Technology Inc	COM	595017104	11,367	582,048	SH	Sole
Microsoft Common	COM	594918104	18,354	944,130	SH	Sole
Mid-America Apartment Co	COM	59522J103	14,614	393,266	SH	Sole
Mission West Properties	COM	605203108	3,649	476,925	SH	Sole
MLP & Strategic Equity F	COM	55312N106	505	54,449	SH	Sole
Monsanto Co Common	COM	61166W101	9,992	142,034	SH	Sole
Morgan Stanley Common	COM	617446448	104	6,500	SH	Sole
MS Emerging Mkts Domesti	COM	617477104	2,833	270,000	SH	Sole
Nasdaq Premium Income &	COM	63110R105	4,367	470,000	SH	Sole
National Retail Properti	COM	637417106	23,720	1,379,900	SH	Sole
Nationwide Health Proper	COM	638620104	160,520	5,589,169	SH	Sole
Neuberger Berman Dvd Adv	COM	64127J102	1,117	154,500	SH	Sole
Newell Rubbermaid Inc Co	COM	651229106	1,188	121,500	SH	Sole
NFJ Dvd Interest & Pr St	COM	65337H109	6,523	503,700	SH	Sole
Nicholas Applegate Eq &	COM	65370K100	2,375	195,850	SH	Sole
Nicholas-Applegate Conv.	COM	65370F101	3,183	685,900	SH	Sole
Nicholas-Applegate Conv.	COM	65370G109	3,952	919,104	SH	Sole
Nike Inc Common	COM	654106103	9,406	184,437	SH	Sole
Nordstrom Inc Common	COM	655664100	2,664	200,140	SH	Sole
Norfolk Southern Corpora	COM	655844108	4,691	99,700	SH	Sole
Northeast Utilities Comm	COM	664397106	18,727	778,345	SH	Sole
Northwest Natural Gas Co	COM	667655104	619	14,000	SH	Sole
NSTAR Common	COM	67019E107	15,545	426,013	SH	Sole
Nuveen Diversified Divid	COM	6706EP105	1,830	290,051	SH	Sole
Nuveen Equity Premium Ad	COM	6706ET107	2,583	249,800	SH	Sole
Nuveen Floating Rate Inc	COM	6706EN100	274	51,200	SH	Sole
Nuveen Multi-Currency Sh	COM	67090N109	1,304	93,800	SH	Sole
Nuveen Real Estate Incom	COM	67071B108	1,003	197,505	SH	Sole
OGE Energy Corp Common	COM	670837103	17,046	661,200	SH	Sole
Omega Healthcare Investo	COM	681936100	80,360	5,031,882	SH	Sole
Pepco Holdings Inc Commo	COM	713291102	19,753	1,112,195	SH	Sole
PepsiCo, Inc.	COM	713448108	6,885	125,710	SH	Sole
Petro-Canada Common	COM	71644E102	2,421	110,600	SH	Sole
Pfizer Inc Common	COM	717081103	12,804	722,959	SH	Sole
PG&E Corp Common	COM	69331C108	56,751	1,466,062	SH	Sole
Philip Morris Internatio	COM	718172109	1,516	34,833	SH	Sole
PIMCO High Income Fund C	COM	722014107	754	136,300	SH	Sole
Pinnacle West Capital Co	COM	723484101	18,864	587,100	SH	Sole
Pioneer Diversified High	COM	723653101	182	15,300	SH	Sole
Pioneer Floating Rate Tr	COM	72369J102	199	28,300	SH	Sole
Pioneer High Income Trus	COM	72369H106	3,572	447,000	SH	Sole
Pitney Bowes Inc Common	COM	724479100	2,184	85,700	SH	Sole
Plum Creek Timber co Com	COM	729251108	50,682	1,458,927	SH	Sole
PNC Financial Services G	COM	693475105	2,675	54,600	SH	Sole
Post Properties Inc Comm	COM	737464107	46	2,772	SH	Sole
PPG Industries Inc Commo	COM	693506107	1,010	23,800	SH	Sole
PPL Corp Common	COM	69351T106	34,906	1,137,372	SH	Sole
Praxair Inc Common	COM	74005P104	2,974	50,100	SH	Sole
Preferred & Corp. Inc. S	COM	09255J101	187	30,800	SH	Sole

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Procter & Gamble Co Comm	COM	742718109	24,647	398,676	SH	Sole
Progress Energy Inc Comm	COM	743263105	12,037	302,050	SH	Sole
Prologis Common	COM	743410102	200,903	14,463,800	SH	Sole
PS Business Parks Inc Co	COM	69360J107	42,018	940,819	SH	Sole
Public Service Enterpris	COM	744573106	40,416	1,385,530	SH	Sole
Public Storage Inc Commo	COM	74460D109	396,771	4,990,831	SH	Sole
Public Storage Inc Serie	COM	74460D729	6,619	275,317	SH	Sole
Putnam Premier Income Fu	COM	746853100	1,403	362,600	SH	Sole
Qualcomm Inc COM	COM	747525103	8,858	247,200	SH	Sole
Rayonier Inc Common	COM	754907103	36,482	1,163,722	SH	Sole
Reaves Utility Inc CEF	COM	756158101	1,205	102,900	SH	Sole
Regency Centers Corp Com	COM	758849103	230,053	4,926,197	SH	Sole
Royal Bank of Scotland 6	PFD	780097754	215	24,500	SH	Sole
Royal Bank of Scotland G	PFD	780097739	1,123	127,398	SH	Sole
Royal Bank of Scotland G	PFD	780097713	4,214	417,272	SH	Sole
Royal Bank of Scotland P	PFD	780097770	1,189	130,700	SH	Sole
RR Donnelley & Sons Co C	COM	257867101	678	49,900	SH	Sole
SB Emerging Markets Debt	COM	95766A101	924	73,400	SH	Sole
SBA Communications Corp	COM	78388J106	478	29,300	SH	Sole
SCANA Corp Common	COM	80589M102	4,133	116,100	SH	Sole
Schlumberger LTD Common	COM	806857108	15,340	362,398	SH	Sole
Sempra Energy Common	COM	816851109	9,430	221,200	SH	Sole
Senior Housing Prop Trus	COM	81721M109	29,442	1,642,935	SH	Sole
Sierra Pacific Resources	COM	67073Y106	12,036	1,217,000	SH	Sole
Simon Property Group Inc	COM	828806109	667,582	12,565,094	SH	Sole
SL Green Realty Corp Com	COM	78440X101	40,566	1,566,184	SH	Sole
Sonoco Products Common	COM	835495102	2,402	103,700	SH	Sole
Southern Union Co Common	COM	844030106	206	15,797	SH	Sole
Sovran Self Storage Inc	COM	84610H108	56,515	1,569,850	SH	Sole
Spectra Energy Corp Comm	COM	847560109	22,249	1,413,555	SH	Sole
Starwood Hotels & Resort	COM	85590A401	67,540	3,773,164	SH	Sole
Strategic Hotel Capital	COM	86272T106	2,195	1,306,532	SH	Sole
Sunamerica Focused Alpha	COM	867037103	5,449	570,600	SH	Sole
Sunstone Hotel Investors	COM	867892101	1,095	176,872	SH	Sole
SunTrust Banks Common	COM	867914103	2,295	77,700	SH	Sole
Swiss Helvetia Fund CEF	COM	870875101	965	77,600	SH	Sole
Sysco Corp Common	COM	871829107	1,241	54,100	SH	Sole
Taubman Centers Inc Comm	COM	876664103	80,575	3,164,789	SH	Sole
TCF Financial Corp Commo	COM	872275102	2,138	156,500	SH	Sole
Teco Energy Common	COM	872375100	3,309	267,900	SH	Sole
Templeton Emg Mkts Incom	COM	880192109	373	40,800	SH	Sole
Teva Pharmaceutical ADR	COM	881624209	15,542	365,084	SH	Sole
Texas Instruments Inc Co	COM	882508104	1,847	119,000	SH	Sole
The Hershey Company Comm	COM	427866108	1,417	40,800	SH	Sole
The Southern Co Common	COM	842587107	85,592	2,313,300	SH	Sole
Total SA Spon ADR	COM	89151E109	1,679	30,350	SH	Sole
U-Store-It Trust Common	COM	91274F104	3,485	783,262	SH	Sole
UDR INC Common	COM	902653104	105,636	7,660,346	SH	Sole
Ultrashort Financial Pro	COM	74347R297	135	3,566	SH	Sole
United Parcel Service In	COM	911312106	9,507	172,360	SH	Sole
United Technologies Corp	COM	913017109	6,077	113,373	SH	Sole
Urstadt Biddle Propertie	COM	917286205	12,652	794,287	SH	Sole
US Bancorp Common	COM	902973304	18,955	757,900	SH	Sole
Valero Energy Corp Commo	COM	91913Y100	879	40,600	SH	Sole
Vectren Corp Common	COM	92240G101	10,156	406,067	SH	Sole
Ventas Inc Common	COM	92276F100	192,489	5,733,926	SH	Sole
Verizon Communications I	COM	92343V104	15,604	460,286	SH	Sole
VF Corp Common	COM	918204108	1,084	19,800	SH	Sole
Vornado Realty Trust 2.8	BOND	929042AC3	505	680,000	SH	Sole
Vornado Realty Trust Com	COM	929042109	480,906	7,968,599	SH	Sole
Wal-Mart Stores Inc	COM	931142103	13,880	247,600	SH	Sole
Weingarten Realty Invest	COM	948741103	69,229	3,345,968	SH	Sole

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Wells Fargo & Co Common	COM	949746101	15,016	509,387 SH	Sole
Western Asset Emerging M	COM	95766E103	1,020	125,300 SH	Sole
Western Asset Gl High In	COM	95766B109	735	101,100 SH	Sole
Western Asset High Incom	COM	95766J102	1,520	300,974 SH	Sole
Western Asset Managed In	COM	95766K109	1,831	460,100 SH	Sole
Western Asset Opportunit	COM	95766L107	652	153,087 SH	Sole
Western Asset Premier BO	COM	957664105	219	24,600 SH	Sole
Western Asset Worldwide	COM	957668106	394	43,000 SH	Sole
Western Asset/Claymore I	COM	95766R104	3,374	321,575 SH	Sole
WGL Holdings Inc Common	COM	92924F106	3,122	95,500 SH	Sole
Williams Cos Inc Common	COM	969457100	274	18,928 SH	Sole
Williams Partners LP Com	PRTNRS	96950F104	6,165	516,300 SH	Sole
Wilmington Trust Corp Co	COM	971807102	2,273	102,200 SH	Sole
Wisconsin Energy Group C	COM	976657106	20,521	488,828 SH	Sole
Worthington Industries C	COM	981811102	1,616	146,600 SH	Sole
Xcel Energy Inc Common	COM	98389B100	39,772	2,144,034 SH	Sole
Zweig Fund Inc CEF	COM	989834106	769	267,000 SH	Sole

 350 Data Records

8,778,021 Value Total

01 Other Manager on whose behalf report is filed