

ILLINOIS TOOL WORKS INC
Form 4
November 05, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
MORRISON ROBERT S

2. Issuer Name and Ticker or Trading Symbol
ILLINOIS TOOL WORKS INC
[ITW]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
11/01/2013

Director 10% Owner
 Officer (give title below) Other (specify below)

3600 W. LAKE AVENUE

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

GLENVIEW, IL 60026

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	11/01/2013		A ⁽¹⁾	V	775	A	\$ 78.98
					84,604	⁽²⁾	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)
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				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock Units	(3)							(3)	(3)	Common Stock	2,509

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MORRISON ROBERT S 3600 W. LAKE AVENUE GLENVIEW, IL 60026		X		

Signatures

Robert S. Morrison by Maria C. Green, Senior Vice President, General Counsel & Secretary, Attorney-In-Fact POA on File

11/05/2013

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) Represents shares of common stock acquired pursuant to the Illinois Tool Works Inc. 2011 Long-Term Incentive Plan representing quarterly chairman and directors fees.
- (2) Includes 28,904 shares of deferred stock under the ITW Directors' Deferred Fee Plan as of November 1, 2013.

- (3) Represents units of phantom stock under the Phantom Stock Plan for non-employee directors as of November 1, 2013. Each unit is equal in value to one share of common stock. The units are not transferable and have no voting rights. Additional units are credited in amounts equivalent to cash dividends paid on the common stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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Georgia Dividend Advantage

8,643 8,719 0 15,000 0 0 0 0 0 0 850 850 0 0

Georgia Dividend Advantage 2

10,345 10,486 0 15,000 0 0 0 0 0 0 850 850 0 0

Georgia Premium Income

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9,902	9,972	0	15,000	0	0	0	0	0	0	850	850	0	0
Maryland Dividend Advantage													
10,090	10,123	0	12,500	0	0	0	0	0	0	850	850	0	0
Maryland Dividend Advantage 2													
10,120	10,163	0	12,500	0	0	0	0	0	0	850	850	0	0
Maryland Dividend Advantage 3													
10,899	11,036	0	15,000	0	0	0	0	0	0	850	850	0	0
Maryland Premium Income													
14,742	14,818	0	15,000	0	0	0	0	0	0	850	850	0	0
Massachusetts Dividend Advantage													
8,597	8,691	0	12,500	0	0	0	0	0	0	850	850	0	0
Massachusetts Premium Income													
10,495	10,697	0	15,000	0	0	0	0	0	0	850	850	0	0
Insured Massachusetts Tax-Free Advantage													
9,197	9,336	0	15,000	0	0	0	0	0	0	850	850	0	0
Michigan Dividend Advantage ⁽⁷⁾													
8,641	8,720	0	0	0	0	0	0	0	0	850	850	0	0
Michigan Premium Income ⁽⁷⁾													
12,753	12,700	0	0	0	0	0	0	0	0	1,700	3,400	0	0
Michigan Quality Income ⁽⁷⁾													
15,986	15,852	0	0	0	0	0	0	0	0	1,700	3,400	0	0
Missouri Premium Income													
8,718	8,837	0	0	0	0	0	0	0	0	850	850	0	0
New Jersey Dividend Advantage													
11,738	11,876	0	0	0	0	0	0	0	0	850	850	0	0
New Jersey Dividend Advantage 2													
10,310	10,465	0	0	0	0	0	0	0	0	850	850	0	0
New Jersey Investment Quality													
21,756	21,785	0	0	0	0	0	0	0	0	3,400	3,400	0	0
New Jersey Value ⁽⁸⁾													
5,000	8,085	0	0	0	0	0	0	0	0	0	0	0	0
New Jersey Premium Income													
16,100	16,154	0	0	0	0	0	0	0	0	3,400	3,400	0	0
North Carolina Dividend Advantage													
8,908	8,958	0	12,500	0	0	0	0	0	0	850	850	0	0
North Carolina Dividend Advantage 2													
9,992	10,081	0	12,500	0	0	0	0	0	0	850	850	0	0
North Carolina Dividend Advantage 3													
10,041	10,151	0	15,000	0	0	0	0	0	0	850	850	0	0

	Audit Related Fees						Tax Fees				All Other Fees		Adviser and Adviser
	Audit Fees		Fund ⁽²⁾		Adviser and Adviser		Fund ⁽³⁾		Adviser and Adviser		Fund ⁽⁴⁾		
	Fund ⁽¹⁾	Fund ⁽²⁾	Entities		Fund ⁽³⁾		Entities		Fund ⁽⁴⁾				
	Fiscal Year Ended 2009	Fiscal Year Ended 2010	Fiscal Year Ended 2009	Fiscal Year Ended 2010	Fiscal Year Ended 2009	Fiscal Year Ended 2010	Fiscal Year Ended 2009	Fiscal Year Ended 2010	Fiscal Year Ended 2009	Fiscal Year Ended 2010	Fiscal Year Ended 2009	Fiscal Year Ended 2010	
Carolina													
Income	\$ 11,772	\$ 11,882	\$ 0	\$ 15,000	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 850	\$ 850	\$ 0
Dividend													
Stage ⁽⁷⁾	10,325	10,376	0	0	0	0	0	0	0	0	850	850	0
Dividend													
Stage 2 ⁽⁷⁾	9,452	9,523	0	0	0	0	0	0	0	0	850	850	0
Dividend													
Stage 3 ⁽⁷⁾	8,832	8,892	0	0	0	0	0	0	0	0	850	850	0
Quality													
Stage ⁽⁷⁾	14,823	14,927	0	0	0	0	0	0	0	0	1,700	3,400	0
Pennsylvania Value ⁽⁸⁾	5,000	7,897	0	0	0	0	0	0	0	0	0	0	0
Pennsylvania Dividend													
Stage	9,532	9,635	0	0	0	0	0	0	0	0	850	850	0
Pennsylvania Dividend													
Stage 2	9,886	9,866	0	0	0	0	0	0	0	0	850	850	0
Pennsylvania													
Investment Quality	18,743	18,859	0	0	0	0	0	0	0	0	850	850	0
Pennsylvania Premium													
Stage 2	17,824	17,824	0	0	0	0	0	0	0	0	850	850	0
Quality Income	14,008	14,097	0	6,250	0	0	0	0	0	0	850	850	0
Pennsylvania Dividend													
Stage	9,292	9,506	0	0	0	0	0	0	0	0	850	850	0
Pennsylvania Dividend													
Stage 2	11,197	11,477	0	0	0	0	0	0	0	0	850	850	0
Pennsylvania Premium													
Stage	13,515	13,551	0	4,000	0	0	0	0	0	0	850	850	0

- (1) Audit Fees are the aggregate fees billed for professional services for the audit of the Fund's annual financial statements and services provided in connection with statutory and regulatory filings or engagements.
- (2) Audit Related Fees are the aggregate fees billed for assurance and related services reasonably related to the performance of audit or review of financial statements and are not reported under Audit Fees.

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- (3) Tax Fees are the aggregate fees billed for professional services for tax advice, tax compliance and tax planning.
- (4) All Other Fees are the aggregate fees billed for products and services for agreed-upon procedures engagements for the leveraged Funds.
- (5) The Fund changed its fiscal year end from August 31 to February 28 beginning in 2009.
- (6) The Fund commenced operations on April 28, 2009.
- (7) The Fund changed its fiscal year end from July 31 to February 28 beginning in 2009.
- (8) The Fund commenced operations on April 27, 2009.

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Non-Audit Fees. The following tables provide the aggregate non-audit fees billed by each Fund's independent registered accounting firm for services rendered to each Fund, the Adviser and the Adviser Entities during each Fund's last two fiscal years.

Fund	Total Non-Audit Fees Billed to Fund		Total Non-Audit Fees Billed to Adviser and Adviser Entities (Engagements Related Directly to the Operations and Financial Reporting of Fund)		Total Non-Audit Fees Billed to Adviser and Adviser Entities (All Other Engagements)		Total	
	Fiscal Year Ended 2009	Fiscal Year Ended 2010	Fiscal Year Ended 2009	Fiscal Year Ended 2010	Fiscal Year Ended 2009	Fiscal Year Ended 2010	Fiscal Year Ended 2009	Fiscal Year Ended 2010
Floating Rate Income	\$ 10,000	\$ 10,000	\$ 0	\$ 0	\$ 0	\$ 0	\$ 10,000	\$ 10,000
Floating Rate Income Opportunity	10,000	10,000	0	0	0	0	10,000	10,000
Senior Income	16,000	10,000	0	0	0	0	16,000	10,000
Tax-Advantaged Floating Rate	2,000	0	0	0	0	0	2,000	0
Arizona Dividend Advantage	850	850	0	0	0	0	850	850
Arizona Dividend Advantage 2	850	850	0	0	0	0	850	850
Arizona Dividend Advantage 3	850	850	0	0	0	0	850	850
Arizona Premium Income	3,400	3,400	0	0	0	0	3,400	3,400
California Dividend Advantage ⁽¹⁾	850	850	0	0	0	0	850	850
California Dividend Advantage 2 ⁽¹⁾	850	850	0	0	0	0	850	850
California Dividend Advantage 3 ⁽¹⁾	850	850	0	0	0	0	850	850
California Investment Quality ⁽¹⁾	1,700	3,400	0	0	0	0	1,700	3,400
California Market Opportunity ⁽¹⁾	1,700	3,400	0	0	0	0	1,700	3,400

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California Value ⁽¹⁾	0	0	0	0	0	0	0	0
California Value 2 ⁽²⁾	N/A	0	N/A	0	N/A	0	N/A	0
California Performance Plus ⁽¹⁾	1,700	3,400	0	0	0	0	1,700	3,400
California Premium Income ⁽¹⁾	850	850	0	0	0	0	850	850
California Quality Income ⁽¹⁾	1,700	3,400	0	0	0	0	1,700	3,400
California Select Quality ⁽¹⁾	1,700	3,400	0	0	0	0	1,700	3,400
Insured California Dividend Advantage ⁽¹⁾	850	850	0	0	0	0	850	850
Insured California Premium Income ⁽¹⁾	1,700	3,400	0	0	0	0	1,700	3,400
Insured California Premium Income 2 ⁽¹⁾	1,700	3,400	0	0	0	0	1,700	3,400
Insured California Tax-Free Advantage ⁽¹⁾	850	0	0	0	0	0	850	0

Fund	Total Non-Audit Fees Billed to Fund		Total Non-Audit Fees Billed to Adviser and Adviser Entities (Engagements Related Directly to the Operations and Financial Reporting of Fund)		Total Non-Audit Fees Billed to Adviser and Adviser Entities (All Other Engagements)		Total	
	Fiscal Year Ended 2009	Fiscal Year Ended 2010	Fiscal Year Ended 2009	Fiscal Year Ended 2010	Fiscal Year Ended 2009	Fiscal Year Ended 2010	Fiscal Year Ended 2009	Fiscal Year Ended 2010
Connecticut Dividend Advantage	\$ 850	\$ 850	\$ 0	\$ 0	\$ 0	\$ 0	\$ 850	\$ 850
Connecticut Dividend Advantage 2	850	850	0	0	0	0	850	850
Connecticut Dividend Advantage 3	850	850	0	0	0	0	850	850
Connecticut Premium Income	850	850	0	0	0	0	850	850
Georgia Dividend Advantage	850	850	0	0	0	0	850	850
Georgia Dividend Advantage 2	850	850	0	0	0	0	850	850
Georgia Premium Income	850	850	0	0	0	0	850	850
Maryland Dividend Advantage	850	850	0	0	0	0	850	850
Maryland Dividend Advantage 2	850	850	0	0	0	0	850	850
Maryland Dividend Advantage 3	850	850	0	0	0	0	850	850
Maryland Premium Income	850	850	0	0	0	0	850	850
Massachusetts Dividend Advantage	850	850	0	0	0	0	850	850
Massachusetts Premium Income	850	850	0	0	0	0	850	850
Insured Massachusetts Tax-Free Advantage	850	850	0	0	0	0	850	850

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Michigan Dividend Advantage ⁽³⁾	850	850	0	0	0	0	850	850
Michigan Premium Income ⁽³⁾	1,700	3,400	0	0	0	0	1,700	3,400
Michigan Quality Income ⁽³⁾	1,700	3,400	0	0	0	0	1,700	3,400
Missouri Premium Income	850	850	0	0	0	0	850	850
New Jersey Dividend Advantage	850	850	0	0	0	0	850	850
New Jersey Dividend Advantage 2	850	850	0	0	0	0	850	850
New Jersey Investment Quality	3,400	3,400	0	0	0	0	3,400	3,400
New Jersey Value ⁽⁴⁾	0	0	0	0	0	0	0	0
New Jersey Premium Income	3,400	3,400	0	0	0	0	3,400	3,400
North Carolina Dividend Advantage	850	850	0	0	0	0	850	850
North Carolina Dividend Advantage 2	850	850	0	0	0	0	850	850

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Fund	Total Non-Audit Fees Billed to Fund		Total Non-Audit Fees Billed to Adviser and Adviser Entities (Engagements Related Directly to the Operations and Financial Reporting of Fund)		Total Non-Audit Fees Billed to Adviser and Adviser Entities (All Other Engagements)		Total	
	Fiscal Year Ended 2009	Fiscal Year Ended 2010	Fiscal Year Ended 2009	Fiscal Year Ended 2010	Fiscal Year Ended 2009	Fiscal Year Ended 2010	Fiscal Year Ended 2009	Fiscal Year Ended 2010
North Carolina Dividend Advantage 3	\$ 850	\$ 850	\$ 0	\$ 0	\$ 0	\$ 0	\$ 850	\$ 850
North Carolina Premium Income	850	850	0	0	0	0	850	850
Ohio Dividend Advantage ⁽³⁾	850	850	0	0	0	0	850	850
Ohio Dividend Advantage 2 ⁽³⁾	850	850	0	0	0	0	850	850
Ohio Dividend Advantage 3 ⁽³⁾	850	850	0	0	0	0	850	850
Ohio Quality Income ⁽³⁾	1,700	3,400	0	0	0	0	1,700	3,400
Pennsylvania Value ⁽⁴⁾	0	0	0	0	0	0	0	0
Pennsylvania Dividend Advantage	850	850	0	0	0	0	850	850
Pennsylvania Dividend Advantage 2	850	850	0	0	0	0	850	850
Pennsylvania Investment Quality	850	850	0	0	0	0	850	850
Pennsylvania Premium Income 2	850	850	0	0	0	0	850	850
Texas Quality Income	850	850	0	0	0	0	850	850
Virginia Dividend Advantage	850	850	0	0	0	0	850	850
Virginia Dividend Advantage 2	850	850	0	0	0	0	850	850
Virginia Premium Income	850	850	0	0	0	0	850	850

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- (1) The Fund changed its fiscal year end from August 31 to February 28 beginning in 2009.
- (2) The Fund commenced operations on April 28, 2009.
- (3) The Fund changed its fiscal year end from July 31 to February 28 beginning in 2009.
- (4) The Fund commenced operations on April 27, 2009.

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Audit Committee Pre-Approval Policies and Procedures. Generally, the audit committee must approve each Fund's independent registered public accounting firm's engagements (i) with the Fund for audit or non-audit services and (ii) with the Adviser and Adviser Entities for non-audit services if the engagement relates directly to the operations and financial reporting of the Fund. Regarding tax and research projects conducted by the independent registered public accounting firm for each Fund and the Adviser and Adviser Entities (with respect to the operations and financial reporting of each Fund), such engagements will be (i) pre-approved by the audit committee if they are expected to be for amounts greater than \$10,000; (ii) reported to the audit committee chairman for his verbal approval prior to engagement if they are expected to be for amounts under \$10,000 but greater than \$5,000; and (iii) reported to the audit committee at the next audit committee meeting if they are expected to be for an amount under \$5,000.

The audit committee has approved in advance all audit services and non-audit services that the independent registered public accounting firm provided to each Fund and to the Adviser and Adviser Entities (with respect to the operations and financial reporting of each Fund). None of the services rendered by the independent registered public accounting firm to each Fund or the Adviser or Adviser Entities were pre-approved by the audit committee pursuant to the pre-approval exception under Rule 2.01(c)(7)(i)(C) or Rule 2.01(c)(7)(ii) of Regulation S-X.

Additional Information

Appointment of the Independent Registered Public Accounting Firm

Each Board has appointed Ernst & Young LLP as independent registered public accounting firm to audit the books and records of each Fund for its current fiscal year. A representative of Ernst & Young LLP will be present at the Annual Meetings to make a statement, if such representative so desires, and to respond to shareholders' questions. Ernst & Young LLP has informed each Fund that it has no direct or indirect material financial interest in the Funds, Nuveen, the Adviser or any other investment company sponsored by Nuveen.

Section 16(a) Beneficial Interest Reporting Compliance

Section 30(h) of the 1940 Act and Section 16(a) of the 1934 Act require Board Members and officers, the Adviser, affiliated persons of the Adviser and persons who own more than 10% of a registered class of a Fund's equity securities to file forms reporting their affiliation with that Fund and reports of ownership and changes in ownership of that Fund's shares with the SEC and the New York Stock Exchange or NYSE Amex, as applicable. These persons and entities are required by SEC regulation to furnish the Funds with copies of all Section 16(a) forms they file. Based on a review of these forms furnished to each Fund, each Fund believes that its Board Members and officers, Adviser and affiliated persons of the Adviser have complied with all applicable Section 16(a) filing requirements during its last fiscal year. To the knowledge of management of the Funds, no shareholder of a Fund owns more than 10% of a registered class of a Fund's equity securities, except as provided in Appendix B.]

Information About the Adviser

The Adviser, located at 333 West Wacker Drive, Chicago, Illinois 60606, serves as investment adviser and manager for each Fund. The Adviser is a wholly-owned subsidiary of Nuveen. Nuveen is a wholly-owned subsidiary of Windy City, a corporation formed by investors led by

Madison Dearborn Partners, LLC (MDP), a private equity investment firm based in Chicago, Illinois. Windy City is controlled by MDP on behalf of the Madison Dearborn Capital Partner V funds.

Shareholder Proposals

To be considered for presentation at the annual meeting of shareholders of the Funds to be held in 2011, a shareholder proposal submitted pursuant to Rule 14a-8 of the 1934 Act must be received at the offices of that Fund, 333 West Wacker Drive, Chicago, Illinois 60606, not later than June 7, 2011. A shareholder wishing to provide notice in the manner prescribed by Rule 14a-4(c)(1) of a proposal submitted outside of the process of Rule 14a-8 must, pursuant to each Fund's By-Laws, submit such written notice to the Fund not later than August 22, 2011 or prior to August 5, 2011. Timely submission of a proposal does not mean that such proposal will be included in a proxy statement.

Shareholder Communications

Fund shareholders who want to communicate with the Board or any individual Board Member should write to the attention of Lorna Ferguson, Manager of Fund Board Relations, Nuveen Investments, 333 West Wacker Drive, Chicago, Illinois 60606. The letter should indicate that you are a Fund shareholder and note the fund or funds that you own. If the communication is intended for a specific Board Member and so indicates it will be sent only to that Board Member. If a communication does not indicate a specific Board Member it will be sent to the Independent Chairman and the outside counsel to the Independent Board Members for further distribution as deemed appropriate by such persons.

Expenses of Proxy Solicitation

With respect to routine items, such as the election of Board Members, the cost of preparing, printing and mailing the enclosed proxy, accompanying notice and proxy statement and all other costs in connection with the solicitation of proxies will be paid by the Funds pro rata based on the number of shareholder accounts. For non-routine items, such as updating investment policies, the costs in connection with the solicitation of proxies will be paid by the Funds subject to such non-routine items based on the number of shareholder accounts. Additional solicitation may be made by letter or telephone by officers or employees of Nuveen or the Adviser, or by dealers and their representatives. Any additional costs of solicitation will be paid by the Fund that requires additional solicitation.

Fiscal Year

The fiscal year end is: February 28 for California Dividend Advantage, California Dividend Advantage 2, California Dividend Advantage 3, California Investment Quality, California Market Opportunity, California Value, California Value 2, California Performance Plus, California Premium Income, California Quality Income, California Select Quality, Insured California Dividend Advantage, Insured California Premium Income, Insured California Premium Income 2, Insured California Tax-Free Advantage, Michigan Dividend Advantage, Michigan Premium Income, Michigan Quality Income, Ohio Dividend Advantage, Ohio Dividend Advantage 2, Ohio Dividend Advantage 3, Ohio Quality Income; April 30 for New Jersey Dividend Advantage, New Jersey Dividend Advantage 2, New Jersey Investment Quality, New Jersey Value, New Jersey Premium Income, Pennsylvania Value, Pennsylvania Dividend Advantage, Pennsylvania Dividend Advantage 2, Pennsylvania Investment Quality and Pennsylvania Premium Income 2;

May 31 for Connecticut Dividend Advantage, Connecticut Dividend Advantage 2, Connecticut Dividend Advantage 3, Connecticut Premium Income, Georgia Dividend Advantage, Georgia Dividend Advantage 2, Georgia Premium Income, Maryland Dividend Advantage, Maryland Dividend Advantage 2, Maryland Dividend Advantage 3, Massachusetts Dividend Advantage, Massachusetts Premium Income, Insured Massachusetts Tax-Free Advantage, Missouri Premium Income, North Carolina Dividend Advantage, North Carolina Dividend Advantage 2, North Carolina Dividend Advantage 3, North Carolina Premium Income, Virginia Dividend Advantage, Virginia Dividend Advantage 2 and Virginia Premium Income; June 30 for Tax-Advantaged Floating Rate; and July 31 for Floating Rate Income, Floating Rate Income Opportunity, Senior Income, Arizona Dividend Advantage, Arizona Dividend Advantage 2, Arizona Dividend Advantage 3, Arizona Premium Income, and Texas Quality Income.

Annual Report Delivery

Annual reports will be sent to shareholders of record of each Fund following each Fund's fiscal year end. Each Fund will furnish, without charge, a copy of its annual report and/or semi-annual report as available upon request. Such written or oral requests should be directed to such Fund at 333 West Wacker Drive, Chicago, Illinois 60606 or by calling 1-800-257-8787.

Important Notice Regarding the Availability of Proxy Materials for the Shareholder Meeting To Be Held on November 16, 2010:

Each Fund's Proxy Statement is available at www.nuveen.com/CEF/Info/Share-holder/ProxyStatements.aspx. For more information, shareholders may also contact the applicable Fund at the address and phone number set forth above.

Please note that only one annual report, semi-annual report or proxy statement may be delivered to two or more shareholders of a Fund who share an address, unless the Fund has received instructions to the contrary. To request a separate copy of an annual report, semi-annual report or proxy statement, or for instructions as to how to request a separate copy of such documents or as to how to request a single copy if multiple copies of such documents are received, shareholders should contact the applicable Fund at the address and phone number set forth above.

General

Management does not intend to present and does not have reason to believe that any other items of business will be presented at the Annual Meetings. However, if other matters are properly presented to the Annual Meetings for a vote, the proxies will be voted by the persons acting under the proxies upon such matters in accordance with their judgment of the best interests of the Fund.

A list of shareholders entitled to be present and to vote at each Annual Meeting will be available at the offices of the Funds, 333 West Wacker Drive, Chicago, Illinois, for inspection by any shareholder during regular business hours beginning ten days prior to the date of the Annual Meeting.

Failure of a quorum to be present at any Annual Meeting will necessitate adjournment and will subject that Fund to additional expense. The persons named in the enclosed proxy may also move for an adjournment of any Annual Meeting to permit further solicitation of proxies with respect to the proposal if they determine that adjournment and further solicitation is

reasonable and in the best interests of the shareholders. Under each Fund's By-Laws, an adjournment of a meeting with respect to a matter requires the affirmative vote of a majority of the shares entitled to vote on the matter present in person or represented by proxy at the meeting.

IF YOU CANNOT BE PRESENT AT THE MEETING, YOU ARE REQUESTED TO FILL IN, SIGN AND RETURN THE ENCLOSED PROXY PROMPTLY. NO POSTAGE IS REQUIRED IF MAILED IN THE UNITED STATES.

Kevin J. McCarthy
Vice President and Secretary

October 11, 2010

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APPENDIX A

Beneficial Ownership

The following table lists the dollar range of equity securities beneficially owned by each Board Member nominee in each Fund and in all Nuveen funds overseen by the Board Member nominee as of December 31, 2009. The information as to beneficial ownership is based on statements furnished by each Board Member and officer.

Board Member	Floating Rate	Floating Rate Income	Senior Income	Tax-Advantaged Floating Rate	Arizona Dividend Advantage	Arizona Dividend Advantage
Nominees	Income	Opportunity	Income	Rate	Advantage	2

Board Members/Nominees who are not interested persons of the Funds

Robert P. Bremner	\$0	\$0	\$0	\$0	\$0	\$0
Jack B. Evans	\$10,001-\$50,000	\$0	\$50,001-\$100,000	\$0	\$0	\$0
William C. Hunter	\$0	\$0	\$0	\$0	\$0	\$0
David J. Kundert	\$0	\$0	\$0	\$0	\$0	\$0
William J. Schneider	\$0	\$0	\$0	\$0	\$0	\$0
Judith M. Stockdale	\$0	\$0	\$0	\$0	\$0	\$0
Carole E. Stone	\$0	\$0	\$0	\$0	\$0	\$0
Terence J. Toth	\$0	\$50,001-\$100,000	Over \$100,000	\$0	\$0	\$0

Board Member/Nominee who is an interested person of the Funds

John P. Amboian	\$0	\$0	\$0	\$10,001-\$50,000	\$0	\$0
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Board Member	Arizona Dividend Advantage	Arizona Premium Income	California Premium Advantage	California Dividend Advantage	California Dividend Advantage	California Investment Quality
Nominees	3	Income	Advantage	2	3	Quality

Board Members/Nominees who are not interested persons of the Funds

Robert P. Bremner	\$0	\$0	\$0	\$0	\$0	\$0
Jack B. Evans	\$0	\$0	\$0	\$0	\$0	\$0
William C. Hunter	\$0	\$0	\$0	\$0	\$0	\$0
David J. Kundert	\$0	\$0	\$0	\$0	\$0	\$0
William J. Schneider	\$0	\$0	\$0	\$0	\$0	\$0
Judith M. Stockdale	\$0	\$0	\$0	\$0	\$0	\$0
Carole E. Stone	\$0	\$0	\$0	\$0	\$0	\$0

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Terence J. Toth	\$0	\$0	\$0	\$0	\$0	\$0
Board Member/Nominee who is an interested person of the Funds						
John P. Amboian	\$0	\$0	\$0	\$0	\$0	\$0

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Dollar Range of Equity Securities

Board Member Nominees	California Market Opportunity	California Value	California Value 2	California Performance Plus	California Premium Income	California Quality Income	California Select Quality
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Board Members/Nominees who are not interested persons of the Funds

Robert P. Bremner	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Jack B. Evans	\$0	\$0	\$0	\$0	\$0	\$0	\$0
William C. Hunter	\$0	\$0	\$0	\$0	\$0	\$0	\$0
David J. Kundert	\$0	\$0	\$0	\$0	\$0	\$0	\$0
William J. Schneider	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Judith M. Stockdale	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Carole E. Stone	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Terence J. Toth	\$0	\$0	\$0	\$0	\$0	\$0	\$0

Board Member/Nominee who is an interested person of the Funds

John P. Amboian	\$0	\$0	\$0	\$0	\$0	\$0	\$0
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Board Member Nominees	Insured California Dividend Advantage	Insured California Premium Income	Insured California Premium Income 2	Insured California Tax-Free Advantage	Connecticut Dividend Advantage	Connecticut Dividend Advantage 2
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Board Members/Nominees who are not interested persons of the Funds

Robert P. Bremner	\$0	\$0	\$0	\$0	\$0	\$0
Jack B. Evans	\$0	\$0	\$0	\$0	\$0	\$0
William C. Hunter	\$0	\$0	\$0	\$0	\$0	\$0
David J. Kundert	\$0	\$0	\$0	\$0	\$0	\$0
William J. Schneider	\$0	\$0	\$0	\$0	\$0	\$0
Judith M. Stockdale	\$0	\$0	\$0	\$0	\$0	\$0
Carole E. Stone	\$0	\$0	\$0	\$0	\$0	\$0
Terence J. Toth	\$0	\$0	\$0	\$0	\$0	\$0

Board Member/Nominee who is an interested person of the Funds

John P. Amboian	\$0	\$0	\$0	\$0	\$0	\$0
-----------------	-----	-----	-----	-----	-----	-----

Board Member	Dollar Range of Equity Securities					
	Connecticut Dividend Advantage	Connecticut Premium Income	Georgia Dividend Advantage	Georgia Dividend Advantage	Georgia Premium Income	Maryland Dividend Advantage
Nominees	3			2		

Board Members/Nominees who are not interested persons of the Funds

Robert P. Bremner	\$0	\$0	\$0	\$0	\$0	\$0
Jack B. Evans	\$0	\$0	\$0	\$0	\$0	\$0
William C. Hunter	\$0	\$0	\$0	\$0	\$0	\$0
David J. Kundert	\$0	\$0	\$0	\$0	\$0	\$0
William J. Schneider	\$0	\$0	\$0	\$0	\$0	\$0
Judith M. Stockdale	\$0	\$0	\$0	\$0	\$0	\$0
Carole E. Stone	\$0	\$0	\$0	\$0	\$0	\$0
Terence J. Toth	\$0	\$0	\$0	\$0	\$0	\$0

Board Member/Nominee who is an interested person of the Funds

John P. Amboian	\$0	\$0	\$0	\$0	\$0	\$0
-----------------	-----	-----	-----	-----	-----	-----

Board Member	Insured					
	Maryland Dividend Advantage	Maryland Dividend Advantage	Maryland Premium Income	Massachusetts Dividend Advantage	Massachusetts Premium Income	Massachusetts Tax-Free Advantage
Nominees	2	3				

Board Members/Nominees who are not interested persons of the Funds

Robert P. Bremner	\$0	\$0	\$0	\$0	\$0	\$0
Jack B. Evans	\$0	\$0	\$0	\$0	\$0	\$0
William C. Hunter	\$0	\$0	\$0	\$0	\$0	\$0
David J. Kundert	\$0	\$0	\$0	\$0	\$0	\$0
William J. Schneider	\$0	\$0	\$0	\$0	\$0	\$0
Judith M. Stockdale	\$0	\$0	\$0	\$0	\$0	\$0
Carole E. Stone	\$0	\$0	\$0	\$0	\$0	\$0
Terence J. Toth	\$0	\$0	\$0	\$0	\$0	\$0

Board Member/Nominee who is an interested person of the Funds

John P. Amboian	\$0	\$0	\$0	\$0	\$0	\$0
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Dollar Range of Equity Securities

Board Member	Michigan Dividend	Michigan Premium	Michigan Quality	Missouri Premium	New Jersey Dividend	New Jersey Dividend Advantage
Nominees	Advantage	Income	Income	Income	Advantage	2

Board Members/Nominees who are not interested persons of the Funds

Robert P. Bremner	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
Jack B. Evans	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
William C. Hunter	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
David J. Kundert	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
William J. Schneider	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
Judith M. Stockdale	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
Carole E. Stone	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
Terence J. Toth	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0

Board Member/Nominee who is an interested person of the Funds

John P. Amboian	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
-----------------	------	------	------	------	------	------

Board Member	New Jersey Investment	New Jersey Value	New Jersey Premium	North Carolina Dividend	North Carolina Dividend Advantage	North Carolina Dividend Advantage	North Carolina Premium Income
Nominees	Quality	Value	Income	Advantage	2	3	Income

Board Members/Nominees who are not interested persons of the Funds

Robert P. Bremner	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
Jack B. Evans	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
William C. Hunter	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
David J. Kundert	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
William J. Schneider	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
Judith M. Stockdale	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
Carole E. Stone	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
Terence J. Toth	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0

Board Member/Nominee who is an interested person of the Funds

John P. Amboian	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
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Board Member	Dollar Range of Equity Securities				Ohio Quality Income	Pennsylvania Value	Pennsylvania	
	Ohio Dividend Advantage	Ohio Dividend Advantage	Ohio Dividend Advantage	Ohio Dividend Advantage			Dividend Advantage	Dividend Advantage

Board Members/Nominees who are not interested persons of the Funds

Robert P. Bremner	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
Jack B. Evans	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
William C. Hunter	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
David J. Kundert	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
William J. Schneider	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
Judith M. Stockdale	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
Carole E. Stone	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
Terence J. Toth	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0

Board Member/Nominee who is an interested person of the Funds

John P. Amboian	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
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Dollar Range of Equity Securities

Board Member	Dollar Range of Equity Securities						Aggregate Range of Securities All Registered Investment Companies Overseen by Board Member Nominees in Family of Investment Companies ⁽¹⁾
	Pennsylvania Investment Quality	Pennsylvania Premium Income	Texas Quality Income	Virginia Dividend Advantage	Virginia Dividend Advantage	Virginia Premium Income	

Board Members/Nominees who are not interested persons of the Funds

Robert P. Bremner	\$0	\$0	\$0	\$0	\$0	\$0	Over \$100,000
Jack B. Evans	\$0	\$0	\$0	\$0	\$0	\$0	Over \$100,000
William C. Hunter	\$0	\$0	\$0	\$0	\$0	\$0	Over \$100,000
David J. Kundert	\$0	\$0	\$0	\$0	\$0	\$0	Over \$100,000
William J. Schneider	\$0	\$0	\$0	\$0	\$0	\$0	Over \$100,000
Judith M. Stockdale	\$0	\$0	\$0	\$0	\$0	\$0	Over \$100,000
Carole E. Stone	\$0	\$0	\$0	\$0	\$0	\$0	Over \$100,000
Terence J. Toth	\$0	\$0	\$0	\$0	\$0	\$0	Over \$100,000

Board Member/Nominee who is an interested person of the Funds

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John P. Amboian	\$0	\$0	\$0	\$0	\$0	\$0	Over \$100,000
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(1) The amounts reflect the aggregate dollar range of equity securities and the number of shares beneficially owned by the Board Member in the Funds and in all Nuveen funds overseen by the Board Member.

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The following table sets forth, for each Board Member and Board Member Nominee and for the Board Members and Board Member Nominees and officers as a group, the amount of shares beneficially owned in each Fund as of December 31, 2009. The information as to beneficial ownership is based on statements furnished by each Board Member and officer.

Fund Shares Owned By Board Members And Officers⁽¹⁾

Board Member Nominees	Floating	Floating		Tax-	Arizona	Arizona
	Rate	Rate	Senior	Advantaged	Dividend	Dividend
	Income	Opportunity	Income	Floating	Advantage	Advantage
				Rate		2
Board Members/Nominees who are not interested persons of the Funds						
Robert P. Bremner	0	0	0	0	0	0
Jack B. Evans	1,600	0	10,000	0	0	0
William C. Hunter	0	0	0	0	0	0
David J. Kundert	0	0	0	0	0	0
William J. Schneider	0	0	0	0	0	0
Judith M. Stockdale	0	0	0	0	0	0
Carole E. Stone	0	0	0	0	0	0
Terence J. Toth	0	8,329	14,608	0	0	0
Board Member/Nominee who is an interested person of the Funds						
John P. Amboian	0	0	0	16,845	0	0
All Board Members and Officers as a Group	1,600	8,329	24,608	16,845	0	0

Fund Shares Owned By Board Members And Officers⁽¹⁾

Board Member Nominees	Arizona	Arizona	California	California	California	California
	Dividend	Premium	Dividend	Dividend	Dividend	Investment
	Advantage	Income	Advantage	Advantage	Advantage	Quality
	3			2	3	
Board Members/Nominees who are not interested persons of the Funds						
Robert P. Bremner	0	0	0	0	0	0
Jack B. Evans	0	0	0	0	0	0
William C. Hunter	0	0	0	0	0	0
David J. Kundert	0	0	0	0	0	0
William J. Schneider	0	0	0	0	0	0
Judith M. Stockdale	0	0	0	0	0	0
Carole E. Stone	0	0	0	0	0	0
Terence J. Toth	0	0	0	0	0	0

Board Member/Nominee who is an interested person of the Funds

John P. Amboian	0	0	0	0	0	0
All Board Members and Officers as a Group	0	0	0	0	0	0

(1) The numbers include share equivalents of certain Nuveen funds in which the Board Member is deemed to be invested pursuant to the Deferred Compensation Plan.

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Fund Shares Owned By Board Members And Officers⁽¹⁾

Board Member Nominees	California	California	California	California	California	California	
	Market Opportunity	California Value	California Value 2	Performance Plus	Premium Income	Quality Income	Select Quality
Board Members/Nominees who are not interested persons of the Funds							
Robert P. Bremner	0	0		0	0	0	0
Jack B. Evans	0	0		0	0	0	0
William C. Hunter	0	0		0	0	0	0
David J. Kundert	0	0		0	0	0	0
William J. Schneider	0	0		0	0	0	0
Judith M. Stockdale	0	0		0	0	0	0
Carole E. Stone	0	0		0	0	0	0
Terence J. Toth	0	0		0	0	0	0
Board Member/Nominee who is an interested person of the Funds							
John P. Amboian	0		0	0	0	0	0
All Board Members and Officers as a Group							
	0		0	0	0	0	0

Fund Shares Owned By Board Members And Officers⁽¹⁾

Board Member Nominees	Insured California Dividend Advantage	Insured California Premium Income	Insured California Premium Income 2	Insured California Tax-Free Advantage	Connecticut Dividend Advantage	Connecticut Dividend Advantage 2
	Board Members/Nominees who are not interested persons of the Funds					
Robert P. Bremner	0	0	0	0	0	0
Jack B. Evans	0	0	0	0	0	0
William C. Hunter	0	0	0	0	0	0
David J. Kundert	0	0	0	0	0	0
William J. Schneider	0	0	0	0	0	0
Judith M. Stockdale	0	0	0	0	0	0
Carole E. Stone	0	0	0	0	0	0
Terence J. Toth	0	0	0	0	0	0
Board Member/Nominee who is an interested person of the Funds						
John P. Amboian	0	0	0	0	0	0
All Board Members and Officers as a Group						
	0	0	0	0	0	0

(1)

The numbers include share equivalents of certain Nuveen funds in which the Board Member is deemed to be invested pursuant to the Deferred Compensation Plan.

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Fund Shares Owned By Board Members And Officers⁽¹⁾

Board Member	Connecticut Dividend Advantage	Connecticut Premium Income	Georgia Dividend Advantage	Georgia Dividend Advantage	Georgia Premium Income	Maryland Dividend Advantage
Nominees	3			2		
Board Members/Nominees who are not interested persons of the Funds						
Robert P. Bremner	0	0	0	0	0	0
Jack B. Evans	0	0	0	0	0	0
William C. Hunter	0	0	0	0	0	0
David J. Kundert	0	0	0	0	0	0
William J. Schneider	0	0	0	0	0	0
Judith M. Stockdale	0	0	0	0	0	0
Carole E. Stone	0	0	0	0	0	0
Terence J. Toth	0	0	0	0	0	0
Board Member/Nominee who is an interested person of the Funds						
John P. Amboian	0	0	0	0	0	0
All Board Members and Officers as a Group						
	0	0	0	0	0	0

Board Member	Maryland Dividend Advantage	Maryland Dividend Advantage	Maryland Premium Income	Massachusetts Dividend Advantage	Massachusetts Premium Income	Insured Massachusetts Tax-Free Advantage
Nominees	2	3				
Board Members/Nominees who are not interested persons of the Funds						
Robert P. Bremner	0	0	0	0	0	0
Jack B. Evans	0	0	0	0	0	0
William C. Hunter	0	0	0	0	0	0
David J. Kundert	0	0	0	0	0	0
William J. Schneider	0	0	0	0	0	0
Judith M. Stockdale	0	0	0	0	0	0
Carole E. Stone	0	0	0	0	0	0
Terence J. Toth	0	0	0	0	0	0
Board Member/Nominee who is an interested person of the Funds						
John P. Amboian	0	0	0	0	0	0
All Board Members and Officers as a Group						
	0	0	0	0	0	0

(1)

The numbers include share equivalents of certain Nuveen funds in which the Board Member is deemed to be invested pursuant to the Deferred Compensation Plan.

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Fund Shares Owned By Board Members And Officers⁽¹⁾

Board Member	Michigan Dividend	Michigan Premium	Michigan Quality	Missouri Premium	New Jersey Dividend	New Jersey Dividend Advantage
Nominees	Advantage	Income	Income	Income	Advantage	2
Board Members/Nominees who are not interested persons of the Funds						
Robert P. Bremner	0	0	0	0	0	0
Jack B. Evans	0	0	0	0	0	0
William C. Hunter	0	0	0	0	0	0
David J. Kundert	0	0	0	0	0	0
William J. Schneider	0	0	0	0	0	0
Judith M. Stockdale	0	0	0	0	0	0
Carole E. Stone	0	0	0	0	0	0
Terence J. Toth	0	0	0	0	0	0
Board Member/Nominee who is an interested person of the Funds						
John P. Amboian	0	0	0	0	0	0
All Board Members and Officers as a Group	0	0	0	0	0	0

Board Member	New Jersey Investment	New Jersey Value	New Jersey Premium	North Carolina Dividend	North Carolina Dividend Advantage	North Carolina Dividend Advantage	North Carolina Premium Income
Nominees	Quality	Value	Income	Advantage	2	3	Income
Board Members/Nominees who are not interested persons of the Funds							
Robert P. Bremner	0	0	0	0	0	0	0
Jack B. Evans	0	0	0	0	0	0	0
William C. Hunter	0	0	0	0	0	0	0
David J. Kundert	0	0	0	0	0	0	0
William J. Schneider	0	0	0	0	0	0	0
Judith M. Stockdale	0	0	0	0	0	0	0
Carole E. Stone	0	0	0	0	0	0	0
Terence J. Toth	0	0	0	0	0	0	0
Board Member/Nominee who is an interested person of the Funds							
John P. Amboian	0	0	0	0	0	0	0
All Board Members and Officers as a Group	0	0	0	0	0	0	0

- (1) The numbers include share equivalents of certain Nuveen funds in which the Board Member is deemed to be invested pursuant to the Deferred Compensation Plan.

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Fund Shares Owned By Board Members And Officers⁽¹⁾							
Board Member	Ohio Dividend Advantage	Ohio Dividend Advantage 2	Ohio Dividend Advantage 3	Ohio Quality Income	Pennsylvania Value	Pennsylvania Dividend Advantage	Pennsylvania Dividend Advantage 2
Nominees	Advantage	2	3	Income	Value	Advantage	2
Board Members/Nominees who are not interested persons of the Funds							
Robert P. Bremner	0	0	0	0	0	0	0
Jack B. Evans	0	0	0	0	0	0	0
William C. Hunter	0	0	0	0	0	0	0
David J. Kundert	0	0	0	0	0	0	0
William J. Schneider	0	0	0	57	0	0	0
Judith M. Stockdale	0	0	0	0	0	0	0
Carole E. Stone	0	0	0	0	0	0	0
Terence J. Toth	0	0	0	0	0	0	0
Board Member/Nominee who is an interested person of the Funds							
John P. Amboian	0	0	0	0	0		0
All Board Members and Officers as a Group	0	0	0	57	0	0	0

Fund Shares Owned By Board Members And Officers⁽¹⁾						
Board Member	Pennsylvania Investment Quality	Pennsylvania Premium Income 2	Texas Quality Income	Virginia Dividend Advantage	Virginia Dividend Advantage 2	Virginia Premium Income
Nominees	Quality	Income 2	Income	Advantage	2	Income
Board Members/Nominees who are not interested persons of the Funds						
Robert P. Bremner	0	0	0	0	0	0
Jack B. Evans	0	0	0	0	0	0
William C. Hunter	0	0	0	0	0	0
David J. Kundert	0	0	0	0	0	0
William J. Schneider	0	0	0	0	0	0
Judith M. Stockdale	0	0	0	0	0	0
Carole E. Stone	0	0	0	0	0	0
Terence J. Toth	0	0	0	0	0	0
Board Member/Nominee who is an interested person of the Funds						
John P. Amboian	0	0	0	0	0	0
All Board Members and Officers as a Group	0	0	0	0	0	0

(1)

The numbers include share equivalents of certain Nuveen funds in which the Board Member is deemed to be invested pursuant to the Deferred Compensation Plan.

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APPENDIX B

List of Beneficial Owners Who Own More Than 5% of Any Class of Shares in Any Fund

The following chart lists each shareholder or group of shareholders who beneficially own more than 5% of any class of shares of any Fund*:

Fund and Class	Shareholder Name and Address	Amount of Shares Owned	Percentage Owned
Floating Rate Income (JFR) Common Shares	First Trust Portfolios L.P. ^(a) 1001 Warrenville Road Lisle, IL 60532	8,540,896	18.00%
	First Trust Advisors L.P. ^(a) 1001 Warrenville Road Lisle, IL 60532		
	The Charger Corporation ^(a) 1001 Warrenville Road Lisle, IL 60532		
Floating Rate Income Opportunity (JRO) Common Shares	First Trust Portfolios L.P. ^(a) 1001 Warrenville Road Lisle, IL 60532	4,550,991	16.00%
	First Trust Advisors L.P. ^(a) 1001 Warrenville Road Lisle, IL 60532		
	The Charger Corporation ^(a) 1001 Warrenville Road Lisle, IL 60532		
Senior Income (NSL) Common Shares	First Trust Portfolios L.P. ^(a) 1001 Warrenville Road Lisle, IL 60532	5,335,312	17.90%

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First Trust Advisors L.P.^(a)
1001 Warrenville Road
Lisle, IL 60532

The Charger Corporation^(a)
1001 Warrenville Road
Lisle, IL 60532

Arizona Dividend Advantage (NFZ) Auction Rate Preferred Shares	Citigroup Global Markets Inc. ^(b) 388 Greenwich Street New York, NY 10013	131	30.90%
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Citigroup Financial Products Inc.^(b)
388 Greenwich Street
New York, NY 10013

Citigroup Global Markets Holdings
Inc.^(b)
388 Greenwich Street
New York, NY 10013

Citigroup Inc.^(b)
399 Park Avenue
New York, NY 10043

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Fund and Class	Shareholder Name and Address	Amount of Shares Owned	Percentage Owned
	UBS AG Bahnhofstrasse 45 PO Box CH-8021 Zurich, Switzerland	39	9.20%
	Bank of America Corporation 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	68	16.00%
	Bank of America, N.A. 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	27	6.40%
	Blue Ridge Investments, L.L.C. 214 North Tryon Street Bank of America Corporate Center Charlotte, NC 28255	41	9.70%
	Merrill Lynch, Pierce, Fenner & Smith, Inc. 4 World Financial Center 250 Vesey Street New York, NY 10080	27	6.40%
Arizona Dividend Advantage 2 (NKR) Auction Rate Preferred Shares	Citigroup Global Markets Inc. ^(b) 388 Greenwich Street New York, NY 10013	120	16.70%
	Citigroup Financial Products Inc. ^(b) 388 Greenwich Street New York, NY 10013		

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Citigroup Global Markets Holdings
Inc.^(b)
388 Greenwich Street
New York, NY 10013

Citigroup Inc.^(b)
399 Park Avenue
New York, NY 10043

UBS AG	63	9.47%
Bahnhofstrasse 45		
PO Box CH-8021		
Zurich, Switzerland		

Bank of America Corporation	139	20.90%
100 North Tryon Street, Floor 25		
Bank of America Corporate Center		
Charlotte, NC 28255		

Blue Ridge Investments, L.L.C.	128	19.20%
214 North Tryon Street		
Bank of America Corporate Center		
Charlotte, NC 28255		

Fund and Class	Shareholder Name and Address	Amount of Shares Owned	Percentage Owned
	Merrill Lynch, Pierce, Fenner & Smith, Inc. 4 World Financial Center 250 Vesey Street New York, NY 10080	128	15.10%
	Karpus Management, Inc., d/b/a Karpus Investment Management 183 Sully's Trail Pittsford, New York 14534	85	12.78%
Arizona Dividend Advantage 3 (NXE) Auction Rate Preferred Shares	Citigroup Global Markets Inc. ^(b) 388 Greenwich Street New York, NY 10013	350	42.20%
	Citigroup Financial Products Inc. ^(b) 388 Greenwich Street New York, NY 10013		
	Citigroup Global Markets Holdings Inc. ^(b) 388 Greenwich Street New York, NY 10013		
	Citigroup Inc. ^(b) 399 Park Avenue New York, NY 10043		
	UBS AG Bahnhofstrasse 45 PO Box CH-8021 Zurich, Switzerland	76	10.33%
Arizona Premium Income (NAZ) Auction Rate Preferred Shares	Citigroup Global Markets Inc. ^(b) 388 Greenwich Street	158	13.20%

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New York, NY 10013

Citigroup Financial Products Inc.^(b)
388 Greenwich Street
New York, NY 10013

Citigroup Global Markets Holdings
Inc.^(b)
388 Greenwich Street
New York, NY 10013

Citigroup Inc.^(b)
399 Park Avenue
New York, NY 10043

UBS AG	94	8.43%
Bahnhofstrasse 45		
PO Box CH-8021		
Zurich, Switzerland		

Bank of America Corporation	401	35.90%
100 North Tryon Street, Floor 25		
Bank of America Corporate Center		
Charlotte, NC 28255		

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Fund and Class	Shareholder Name and Address	Amount of Shares Owned	Percentage Owned
California Dividend Advantage (NAC) Auction Rate Preferred Shares	Blue Ridge Investments, L.L.C. 214 North Tryon Street Bank of America Corporate Center Charlotte, NC 28255	394	35.30%
	Karpus Management, Inc., d/b/a Karpus Investment Management 183 Sully's Trail Pittsford, New York 14534	74	6.64%
	Citigroup Global Markets Inc. ^(b) 388 Greenwich Street New York, NY 10013	426	7.90%
	Citigroup Financial Products Inc. ^(b) 388 Greenwich Street New York, NY 10013		
	Citigroup Global Markets Holdings Inc. ^(b) 388 Greenwich Street New York, NY 10013		
	Citigroup Inc. ^(b) 399 Park Avenue New York, NY 10043		
	Bank of America Corporation 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	1,243	22.90%
	Bank of America N.A. 100 North Tryon Street, Floor 25 Bank of America Corporate Center	815	15.00%

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Charlotte, NC 28255

Blue Ridge Investments, L.L.C. 214 North Tryon Street Bank of America Corporate Center Charlotte, NC 28255	428	7.90%
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California Dividend Advantage 2 (NVX) Auction Rate Preferred Shares	Citigroup Global Markets Inc. ^(b) 388 Greenwich Street New York, NY 10013	367	8.30%
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Citigroup Financial Products Inc.^(b)
388 Greenwich Street
New York, NY 10013

Citigroup Global Markets Holdings
Inc.^(b)
388 Greenwich Street
New York, NY 10013

Citigroup Inc.^(b)
399 Park Avenue
New York, NY 10043

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Fund and Class	Shareholder Name and Address	Amount of Shares Owned	Percentage Owned
	Bank of America Corporation 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	563	14.70%
	Bank of America, N.A. 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	279	7.30%
	Blue Ridge Investments, L.L.C. 214 North Tryon Street Bank of America Corporate Center Charlotte, NC 28255	282	7.30%
	UBS AG Bahnhofstrasse 45 PO Box CH-8021 Zurich, Switzerland	224	5.83%
(NVX) Common Shares	First Trust Portfolios L.P. ^(a) 1001 Warrenville Road Lisle, IL 60532	940,462	6.40%
	First Trust Advisors L.P. ^(a) 1001 Warrenville Road Lisle, IL 60532		
	The Charger Corporation ^(a) 1001 Warrenville Road Lisle, IL 60532		
California Dividend Advantage 3 (NZH) Auction Rate Preferred Shares	Citigroup Global Markets Inc. ^(b) 388 Greenwich Street New York, NY 10013	335	12.10%

Citigroup Financial Products Inc.^(b)
388 Greenwich Street
New York, NY 10013

Citigroup Global Markets Holdings
Inc.^(b)
388 Greenwich Street
New York, NY 10013

Citigroup Inc.^(b)
399 Park Avenue
New York, NY 10043

Bank of America Corporation	408	14.70%
100 North Tryon Street, Floor 25		
Bank of America Corporate Center		
Charlotte, NC 28255		

Bank of America, N.A.	408	14.70%
100 North Tryon Street, Floor 25		
Bank of America Corporate Center		
Charlotte, NC 28255		

Fund and Class	Shareholder Name and Address	Amount of Shares Owned	Percentage Owned
	UBS AG Bahnhofstrasse 45 PO Box CH-8021 Zurich, Switzerland	395	6.41%
(NZH) MuniFund Term Preferred Shares	Karpus Management, Inc., d/b/a Karpus Investment Management 183 Sully's Trail Pittsford, New York 14534	580,000	6.72%
(NZH) Common Shares	First Trust Portfolios L.P. ^(a) 1001 Warrenville Road Lisle, IL 60532	1,452,573	6.00%
	First Trust Advisors L.P. ^(a) 1001 Warrenville Road Lisle, IL 60532		
	The Charger Corporation ^(a) 1001 Warrenville Road Lisle, IL 60532		
California Investment Quality (NQC) Auction Rate Preferred Shares	Bank of America Corporation 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	941	24.80%
	Bank of America, N.A. 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	396	10.40%
	Blue Ridge Investments, L.L.C. 214 North Tryon Street Bank of America Corporate Center Charlotte, NC 28255	545	14.40%

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California Market Opportunity (NCO) Auction Rate Preferred Shares	Bank of America Corporation 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	430	22.04%
	Merrill Lynch, Pierce, Fenner & Smith, Inc. 4 World Financial Center 250 Vesey Street New York, NY 10080	140	7.20%
	Blue Ridge Investments, L.L.C. 214 North Tryon Street Bank of America Corporate Center Charlotte, NC 28255	201	10.30%
California Performance Plus (NCP) Auction Rate Preferred Shares	Citigroup Global Markets Inc. ^(b) 388 Greenwich Street New York, NY 10013	187	5.30%

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Fund and Class	Shareholder Name and Address	Amount of Shares Owned	Percentage Owned
	Citigroup Financial Products Inc. ^(b) 388 Greenwich Street New York, NY 10013		
	Citigroup Global Markets Holdings Inc. ^(b) 388 Greenwich Street New York, NY 10013		
	Citigroup Inc. ^(b) 399 Park Avenue New York, NY 10043		
	Bank of America Corporation 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	481	14.70%
	Bank of America, N.A. 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	246	7.50%
	Blue Ridge Investments, L.L.C. 214 North Tryon Street Bank of America Corporate Center Charlotte, NC 28255	211	6.50%
California Premium Income (NCU) Auction Rate Preferred Shares	Bank of America Corporation 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	572	41.60%
	Bank of America, N.A. 100 North Tryon Street, Floor 25	105	7.60%

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Bank of America Corporate Center
Charlotte, NC 28255

Blue Ridge Investments, L.L.C. 214 North Tryon Street Bank of America Corporate Center Charlotte, NC 28255	467	34.00%
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Morgan Stanley ^(c) 1585 Broadway New York, NY 10036	90	5.80%
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Morgan Stanley & Co. Inc.^(c)
1585 Broadway
New York, NY 10036

California Quality Income (NUC) Auction Rate Preferred Shares	Citigroup Global Markets Inc. ^(b) 388 Greenwich Street New York, NY 10013	413	6.30%
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Citigroup Financial Products Inc.^(b)
388 Greenwich Street
New York, NY 10013

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Fund and Class	Shareholder Name and Address	Amount of Shares Owned	Percentage Owned
	Citigroup Global Markets Holdings Inc. ^(b) 388 Greenwich Street New York, NY 10013		
	Citigroup Inc. ^(b) 399 Park Avenue New York, NY 10043		
	Bank of America Corporation 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	912	14.50%
	Bank of America, N.A. 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	441	7.01%
	Blue Ridge Investments, L.L.C. 214 North Tryon Street Bank of America Corporate Center Charlotte, NC 28255	471	7.49%
	UBS AG Bahnhofstrasse 45 PO Box CH-8021 Zurich, Switzerland	431	6.85%
California Select Quality (NVC) Auction Rate Preferred Shares	Citigroup Global Markets Inc. ^(b) 388 Greenwich Street New York, NY 10013	430	6.50%
	Citigroup Financial Products Inc. ^(b) 388 Greenwich Street		

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New York, NY 10013

Citigroup Global Markets Holdings
Inc.^(b)

388 Greenwich Street
New York, NY 10013

Citigroup Inc.^(b)

399 Park Avenue
New York, NY 10043

Bank of America Corporation	927	14.67%
100 North Tryon Street, Floor 25		
Bank of America Corporate Center		
Charlotte, NC 28255		

Bank of America, N.A.	371	5.87%
100 North Tryon Street, Floor 25		
Bank of America Corporate Center		
Charlotte, NC 28255		

JP Morgan Chase & Co.	465	6.9%
270 Park Ave.		
New York, NY 10017		

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Fund and Class	Shareholder Name and Address	Amount of Shares Owned	Percentage Owned
	Blue Ridge Investments, L.L.C. 214 North Tryon Street Bank of America Corporate Center Charlotte, NC 28255	556	8.80%
	Karpus Management, Inc., d/b/a Karpus Investment Management 183 Sully s Trail Pittsford, New York 14534	385	6.09%
Insured California Dividend Advantage (NKL) Auction Rate Preferred Shares	Citigroup Global Markets Inc. ^(b) 388 Greenwich Street New York, NY 10013	560	12.90%
	Citigroup Financial Products Inc. ^(b) 388 Greenwich Street New York, NY 10013		
	Citigroup Global Markets Holdings Inc. ^(b) 388 Greenwich Street New York, NY 10013		
	Citigroup Inc. ^(b) 399 Park Avenue New York, NY 10043		
	Bank of America Corporation 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	655	15.10%
	Bank of America, N.A. 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	377	8.70%

	Blue Ridge Investments, L.L.C. 214 North Tryon Street Bank of America Corporate Center Charlotte, NC 28255	269	6.20%
	UBS AG Bahnhofstrasse 45 PO Box CH-8021 Zurich, Switzerland	249	5.75%
(NKL) Common Shares	First Trust Portfolios L.P. ^(a) 1001 Warrenville Road Lisle, IL 60532	1,029,017	6.80%
	First Trust Advisors L.P. ^(a) 1001 Warrenville Road Lisle, IL 60532		
	The Charger Corporation ^(a) 1001 Warrenville Road Lisle, IL 60532		

Fund and Class	Shareholder Name and Address	Amount of Shares Owned	Percentage Owned
Insured California Premium Income (NPC) Auction Rate Preferred Shares	Bank of America Corporation 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	592	32.89%
	Merrill Lynch, Pierce, Fenner & Smith, Inc. 4 World Financial Center 250 Vesey Street New York, NY 10080	146	8.10%
	Bank of America, N.A. 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	133	7.40%
	Blue Ridge Investments, L.L.C. 214 North Tryon Street Bank of America Corporate Center Charlotte, NC 28255	313	17.40%
	Morgan Stanley ^(c) 1585 Broadway New York, NY 10036	104	5.80%
	Morgan Stanley & Co. Inc. ^(c) 1585 Broadway New York, NY 10036		
Insured California Premium Income 2 (NCL) Auction Rate Preferred Shares	Bank of America Corporation 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	689	23.49%
		196	6.68%

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Bank of America, N.A.
 100 North Tryon Street, Floor 25
 Bank of America Corporate Center
 Charlotte, NC 28255

Blue Ridge Investments, L.L.C. 214 North Tryon Street Bank of America Corporate Center Charlotte, NC 28255	493	16.81%
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Connecticut Dividend Advantage (NFC) Auction Rate Preferred Shares	Bank of America Corporation 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	193	27.90%
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Blue Ridge Investments, L.L.C. 214 North Tryon Street Bank of America Corporate Center Charlotte, NC 28255	172	24.90%
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Morgan Stanley ^(c) 1585 Broadway New York, NY 10036	63	8.40%
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Fund and Class	Shareholder Name and Address	Amount of Shares Owned	Percentage Owned
	Morgan Stanley & Co. Inc. ^(c) 1585 Broadway New York, NY 10036		
Connecticut Dividend Advantage 2 (NGK) Auction Rate Preferred Shares	Bank of America Corporation ^(d) 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	111	18.00%
	Blue Ridge Investments, L.L.C. ^(d) 214 North Tryon Street Bank of America Corporate Center Charlotte, NC 28255		
	Morgan Stanley ^(c) 1585 Broadway New York, NY 10036	54	8.70%
	Morgan Stanley & Co. Inc. ^(c) 1585 Broadway New York, NY 10036		
Connecticut Dividend Advantage 3 (NGO) Auction Rate Preferred Shares	Bank of America Corporation 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	207	18.3.0%
	Blue Ridge Investments, L.L.C. 214 North Tryon Street Bank of America Corporate Center Charlotte, NC 28255	185	16.40%
Connecticut Premium Income (NTC) Auction Rate Preferred Shares	Citigroup Global Markets Inc. ^(b) 388 Greenwich Street New York, NY 10013	248	18.50%

Citigroup Financial Products Inc.^(b)
388 Greenwich Street
New York, NY 10013

Citigroup Global Markets Holdings
Inc.^(b)
388 Greenwich Street
New York, NY 10013

Citigroup Inc.^(b)
399 Park Avenue
New York, NY 10043

Bank of America Corporation 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	113	17.97%
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Blue Ridge Investments, L.L.C. 214 North Tryon Street Bank of America Corporate Center Charlotte, NC 28255	97	15.42%
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Fund and Class	Shareholder Name and Address	Amount of Shares Owned	Percentage Owned
	Morgan Stanley ^(c) 1585 Broadway New York, NY 10036	184	13.8%
	Morgan Stanley & Co. Inc. ^(c) 1585 Broadway New York, NY 10036		
	UBS AG Bahnhofstrasse 45 PO Box CH-8021 Zurich, Switzerland	70	5.23%
Georgia Dividend Advantage (NZX) Auction Rate Preferred Shares	Bank of America Corporation 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	91	16.40%
	Bank of America, N.A. 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	32	5.80%
	Blue Ridge Investments, L.L.C. 214 North Tryon Street Bank of America Corporate Center Charlotte, NC 28255	59	10.60%
Georgia Dividend Advantage 2 (NKG) Auction Rate Preferred Shares	Bank of America Corporation ^(e) 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	81	6.90%
	Bank of America, N.A. ^(e) 100 North Tryon Street, Floor 25		

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Bank of America Corporate Center
Charlotte, NC 28255

Georgia Premium Income (NPG) Auction Rate Preferred Shares	Bank of America Corporation 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	280	27.30%
	Blue Ridge Investments, L.L.C. 214 North Tryon Street Bank of America Corporate Center Charlotte, NC 28255	227	22.10%
	Bank of America, N.A. 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	53	5.20%
	Morgan Stanley ^(c) 1585 Broadway New York, NY 10036	54	5.30%

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Fund and Class	Shareholder Name and Address	Amount of Shares Owned	Percentage Owned
	Morgan Stanley & Co. Inc. ^(c) 1585 Broadway New York, NY 10036		
Maryland Dividend Advantage (NFM) Auction Rate Preferred Shares	Bank of America Corporation 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	71	6.90%
	Morgan Stanley ^(c) 1585 Broadway New York, NY 10036	55	5.30%
	Morgan Stanley & Co. Inc. ^(c) 1585 Broadway New York, NY 10036		
Maryland Dividend Advantage 2 (NZR) Auction Rate Preferred Shares	Bank of America Corporation 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	89	8.40%
	Blue Ridge Investments, L.L.C. 214 North Tryon Street Bank of America Corporate Center Charlotte, NC 28255	56	5.30%
(NZR) MuniFund Term Preferred Shares	Karpus Management, Inc., d/b/a Karpus Investment Management 183 Sully s Trail Pittsford, New York 14534	306,500	11.23%
Maryland Dividend Advantage 3 (NWI) Auction Rate Preferred Shares	Citigroup Global Markets Inc. ^(b) 388 Greenwich Street New York, NY 10013	594	42.40%

Citigroup Financial Products Inc.^(b)
388 Greenwich Street
New York, NY 10013

Citigroup Global Markets Holdings
Inc.^(b)
388 Greenwich Street
New York, NY 10013

Citigroup Inc.^(b)
399 Park Avenue
New York, NY 10043

Maryland Premium Income (NMY) Auction Rate Preferred Shares	Citigroup Global Markets Inc. ^(b) 388 Greenwich Street New York, NY 10013	479	36.20%
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Citigroup Financial Products Inc.^(b)
388 Greenwich Street
New York, NY 10013

Citigroup Global Markets Holdings
Inc.^(b)
388 Greenwich Street
New York, NY 10013

Fund and Class	Shareholder Name and Address	Amount of Shares Owned	Percentage Owned
	Citigroup Inc. ^(b) 399 Park Avenue New York, NY 10043		
	Bank of America Corporation 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	160	5.60%
	Blue Ridge Investments, L.L.C. 214 North Tryon Street Bank of America Corporate Center Charlotte, NC 28255	157	5.50%
Massachusetts Dividend Advantage (NMB) Auction Rate Preferred Shares	Bank of America Corporation 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	86	15.10%
	Blue Ridge Investments, L.L.C. 214 North Tryon Street Bank of America Corporate Center Charlotte, NC 28255	80	14.00%
	Morgan Stanley ^(c) 1585 Broadway New York, NY 10036	46	8.10%
	Morgan Stanley & Co. Inc. ^(c) 1585 Broadway New York, NY 10036		
Massachusetts Premium Income (NMT) Auction Rate Preferred Shares	Bank of America Corporation 100 North Tryon Street, Floor 25 Bank of America Corporate Center	174	30.20%

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Charlotte, NC 28255

	Blue Ridge Investments, L.L.C. 214 North Tryon Street Bank of America Corporate Center Charlotte, NC 28255	174	30.20%
	UBS AG Bahnhofstrasse 45 PO Box CH-8021 Zurich, Switzerland	210	15.44%
Insured Massachusetts Tax-Free Advantage (NGX) Auction Rate Preferred Shares	Bank of America Corporation 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	45	5.40%
	Blue Ridge Investments, L.L.C. 214 North Tryon Street Bank of America Corporate Center Charlotte, NC 28255	43	5.20%

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Fund and Class	Shareholder Name and Address	Amount of Shares Owned	Percentage Owned
	Morgan Stanley ^(c) 1585 Broadway New York, NY 10036	58	7.10%
	Morgan Stanley & Co. Inc. ^(c) 1585 Broadway New York, NY 10036		
Michigan Dividend Advantage (NZW) Auction Rate Preferred Shares	Citigroup Global Markets Inc. ^(b) 388 Greenwich Street New York, NY 10013	139	24.30%
	Citigroup Financial Products Inc. ^(b) 388 Greenwich Street New York, NY 10013		
	Citigroup Global Markets Holdings Inc. ^(b) 388 Greenwich Street New York, NY 10013		
	Citigroup Inc. ^(b) 399 Park Avenue New York, NY 10043		
Michigan Premium Income (NMP) Auction Rate Preferred Shares	Citigroup Global Markets Inc. ^(b) 388 Greenwich Street New York, NY 10013	286	13.30%
	Citigroup Financial Products Inc. ^(b) 388 Greenwich Street New York, NY 10013		

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Citigroup Global Markets Holdings
 Inc.^(b)
 388 Greenwich Street
 New York, NY 10013

Citigroup Inc.^(b)
 399 Park Avenue
 New York, NY 10043

Bank of America Corporation 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	234	10.90%
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Blue Ridge Investments, L.L.C. 214 North Tryon Street Bank of America Corporate Center Charlotte, NC 28255	234	10.90%
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UBS AG Bahnhofstrasse 45 PO Box CH-8021 Zurich, Switzerland	282	13.13%
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Michigan Quality Income (NUM) Auction Rate Preferred Shares	Citigroup Global Markets Inc. ^(b) 388 Greenwich Street New York, NY 10013	397	11.40%
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Fund and Class	Shareholder Name and Address	Amount of Shares Owned	Percentage Owned
	Citigroup Financial Products Inc. ^(b) 388 Greenwich Street New York, NY 10013		
	Citigroup Global Markets Holdings Inc. ^(b) 388 Greenwich Street New York, NY 10013		
	Citigroup Inc. ^(b) 399 Park Avenue New York, NY 10043		
	Bank of America Corporation 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	670	19.20%
	Blue Ridge Investments, L.L.C. 214 North Tryon Street Bank of America Corporate Center Charlotte, NC 28255	657	18.80%
	UBS AG Bahnhofstrasse 45 PO Box CH-8021 Zurich, Switzerland	471	13.48%
Missouri Premium Income (NOM) Auction Rate Preferred Shares	Bank of America Corporation 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	255	39.80%
	Blue Ridge Investments, L.L.C. 214 North Tryon Street	96	15.00%

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Bank of America Corporate Center
Charlotte, NC 28255

Bank of America, N.A. 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	159	24.80%
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New Jersey Dividend Advantage (NXJ)
Auction Rate Preferred Shares

Citigroup Global Markets Inc. ^(b) 388 Greenwich Street New York, NY 10013	179	9.70%
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Citigroup Financial Products Inc.^(b)
388 Greenwich Street
New York, NY 10013

Citigroup Global Markets Holdings
Inc.^(b)
388 Greenwich Street
New York, NY 10013

Citigroup Inc.^(b)
399 Park Avenue
New York, NY 10043

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Fund and Class	Shareholder Name and Address	Amount of Shares Owned	Percentage Owned
	Morgan Stanley ^(c) 1585 Broadway New York, NY 10036	168	9.60%
	Morgan Stanley & Co. Inc. ^(c) 1585 Broadway New York, NY 10036		
	Bank of America Corporation 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	375	21.30%
	Blue Ridge Investments, L.L.C. 214 North Tryon Street Bank of America Corporate Center Charlotte, NC 28255	375	21.30%
New Jersey Dividend Advantage 2 (NUJ) Auction Rate Preferred Shares	Citigroup Global Markets Inc. ^(b) 388 Greenwich Street New York, NY 10013	219	16.80%
	Citigroup Financial Products Inc. ^(b) 388 Greenwich Street New York, NY 10013		
	Citigroup Global Markets Holdings Inc. ^(b) 388 Greenwich Street New York, NY 10013		
	Citigroup Inc. ^(b) 399 Park Avenue New York, NY 10043		

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	Bank of America Corporation 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	283	22.70%
	Blue Ridge Investments, L.L.C. 214 North Tryon Street Bank of America Corporate Center Charlotte, NC 28255	203	16.30%
North Carolina Dividend Advantage (NRB) Auction Rate Preferred Shares	Bank of America Corporation 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	37	5.70%
	Bank of America, N.A. 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	37	5.70%
North Carolina Premium Income (NNC) Auction Rate Preferred Shares	Bank of America Corporation 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	99	11.50%

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Fund and Class	Shareholder Name and Address	Amount of Shares Owned	Percentage Owned
Ohio Dividend Advantage (NXI) Auction Rate Preferred Shares	Blue Ridge Investments, L.L.C. 214 North Tryon Street Bank of America Corporate Center Charlotte, NC 28255	98	11.40%
	Citigroup Global Markets Inc. ^(b) 388 Greenwich Street New York, NY 10013	186	15.00%
	Citigroup Financial Products Inc. ^(b) 388 Greenwich Street New York, NY 10013		
	Citigroup Global Markets Holdings Inc. ^(b) 388 Greenwich Street New York, NY 10013		
	Citigroup Inc. ^(b) 399 Park Avenue New York, NY 10043		
	Bank of America Corporation 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	142	11.50%
	Blue Ridge Investments, L.L.C. 214 North Tryon Street Bank of America Corporate Center Charlotte, NC 28255	129	10.40%
	UBS AG Bahnhofstrasse 45 PO Box CH-8021	209	18.02%

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Zurich, Switzerland

Ohio Dividend Advantage 2 (NBJ) Auction Rate Preferred Shares	Citigroup Global Markets Inc. ^(b) 388 Greenwich Street New York, NY 10013	96	10.40%
	Citigroup Financial Products Inc. ^(b) 388 Greenwich Street New York, NY 10013		
	Citigroup Global Markets Holdings Inc. ^(b) 388 Greenwich Street New York, NY 10013		
	Citigroup Inc. ^(b) 399 Park Avenue New York, NY 10043		
	Bank of America Corporation 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	112	12.10%

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Fund and Class	Shareholder Name and Address	Amount of Shares Owned	Percentage Owned
Ohio Dividend Advantage 3 (NVJ) Auction Rate Preferred Shares	Bank of America, N.A. 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	94	10.20%
	UBS AG Bahnhofstrasse 45 PO Box CH-8021 Zurich, Switzerland	114	12.34%
	Citigroup Global Markets Inc. ^(b) 388 Greenwich Street New York, NY 10013	69	10.50%
	Citigroup Financial Products Inc. ^(b) 388 Greenwich Street New York, NY 10013		
	Citigroup Global Markets Holdings Inc. ^(b) 388 Greenwich Street New York, NY 10013		
	Citigroup Inc. ^(b) 399 Park Avenue New York, NY 10043		
	Bank of America Corporation 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	33	5.40%
	Blue Ridge Investments, L.L.C. 214 North Tryon Street Bank of America Corporate Center	32	5.20%

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	UBS AG Bahnhofstrasse 45 PO Box CH-8021 Zurich, Switzerland	114	18.39%
	Karpus Management, Inc., d/b/a Karpus Investment Management 183 Sully s Trail Pittsford, New York 14534	65	10.48%
Ohio Quality Income (NUO) Auction Rate Preferred Shares	Citigroup Global Markets Inc. ^(b) 388 Greenwich Street New York, NY 10013	222	7.20%
	Citigroup Financial Products Inc. ^(b) 388 Greenwich Street New York, NY 10013		
	Citigroup Global Markets Holdings Inc. ^(b) 388 Greenwich Street New York, NY 10013		

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Fund and Class	Shareholder Name and Address	Amount of Shares Owned	Percentage Owned
	Citigroup Inc. ^(b) 399 Park Avenue New York, NY 10043		
	Bank of America Corporation 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	740	25.30%
	Blue Ridge Investments, L.L.C. 214 North Tryon Street Bank of America Corporate Center Charlotte, NC 28255	690	23.60%
	UBS AG Bahnhofstrasse 45 PO Box CH-8021 Zurich, Switzerland	342	11.51%
	Karpus Management, Inc., d/b/a Karpus Investment Management 183 Sully s Trail Pittsford, New York 14534	218	7.08%
Pennsylvania Dividend Advantage (NXM) Auction Rate Preferred Shares	Citigroup Global Markets Inc. ^(b) 388 Greenwich Street New York, NY 10013	238	26.40%
	Citigroup Financial Products Inc. ^(b) 388 Greenwich Street New York, NY 10013		
	Citigroup Global Markets Holdings Inc. ^(b) 388 Greenwich Street		

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New York, NY 10013

Citigroup Inc.^(b)
 399 Park Avenue
 New York, NY 10043

Bank of America Corporation 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	51	5.60%
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Blue Ridge Investments, L.L.C. 214 North Tryon Street Bank of America Corporate Center Charlotte, NC 28255	39	4.30%
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Pennsylvania Dividend Advantage 2 (NVY) Auction Rate Preferred Shares	Citigroup Global Markets Inc. ^(b) 388 Greenwich Street New York, NY 10013	220	23.90%
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Citigroup Financial Products Inc.^(b)
 388 Greenwich Street
 New York, NY 10013

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Fund and Class	Shareholder Name and Address	Amount of Shares Owned	Percentage Owned
	Citigroup Global Markets Holdings Inc. ^(b) 388 Greenwich Street New York, NY 10013		
	Citigroup Inc. ^(b) 399 Park Avenue New York, NY 10043		
Texas Quality Income (NTX) Auction Rate Preferred Shares	Bank of America Corporation 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	1,274	49.00%
	Blue Ridge Investments, L.L.C. 214 North Tryon Street Bank of America Corporate Center Charlotte, NC 28255	1,159	44.50%
	Morgan Stanley ^(c) 1585 Broadway New York, NY 10036	162	6.20%
	Morgan Stanley & Co. Inc. ^(c) 1585 Broadway New York, NY 10036		
	UBS AG Bahnhofstrasse 45 PO Box CH-8021 Zurich, Switzerland	174	6.69%
Virginia Dividend Advantage (NGB) Auction Rate Preferred Shares	Morgan Stanley ^(c) 1585 Broadway New York, NY 10036	83	8.70%

Morgan Stanley & Co. Inc.^(c)
 1585 Broadway
 New York, NY 10036

Virginia Dividend Advantage 2 (NNB) MuniFund Term Preferred Shares	Karpus Management, Inc., d/b/a Karpus Investment Management 183 Sully s Trail Pittsford, New York 14534	506,800	13.41%
Virginia Premium Income (NPV) Auction Rate Preferred Shares	Bank of America Corporation 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	176	17.20%
	Blue Ridge Investments, L.L.C. 214 North Tryon Street Bank of America Corporate Center Charlotte, NC 28255	85	8.30%
	Bank of America, N.A. 100 North Tryon Street, Floor 25 Bank of America Corporate Center Charlotte, NC 28255	91	8.90%

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Fund and Class	Shareholder Name and Address	Amount of Shares Owned	Percentage Owned
	UBS AG Bahnhofstrasse 45 PO Box CH-8021 Zurich, Switzerland	132	5.79%

* The information contained in this table is based on Schedule 13G filings made on or after December 1, 2009.

- (a) First Trust Portfolios L.P., First Trust Advisors L.P. and The Charger Corporation filed their schedule 13G jointly and did not differentiate holdings as to each entity.
- (b) Citigroup Global Markets Inc., Citigroup Financial Products Inc., Citigroup Global Markets Holdings Inc. and Citigroup Inc. filed their Schedule 13G jointly and did not differentiate holdings as to each entity.
- (c) Morgan Stanley and Morgan Stanley & Co., Inc. filed their schedule 13G jointly and did not differentiate holdings as to each entity.
- (d) Bank of America Corporation and Blue Ridge Investments, L.L.C. filed their schedule 13G jointly and did not differentiate holdings as to each entity.
- (e) Bank of America Corporation and Bank of America, N.A. filed their schedule 13G jointly and did not differentiate holdings as to each entity.

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APPENDIX C

**NUMBER OF BOARD AND COMMITTEE MEETINGS
HELD DURING EACH FUND'S LAST FISCAL YEAR**

Fund	Regular Board Meeting	Special Board Meeting	Executive Committee Meeting	Dividend Committee Meeting	Compliance, Risk Management and Regulatory Oversight Committee Meeting	Audit Committee Meeting	Nominating and Governance Committee Meeting
Floating Rate Income	5	4	0	4	5	4	4
Floating Rate Income Opportunity	5	4	0	4	5	4	4
Senior Income	5	4	0	4	5	4	4
Tax Advantaged Floating Rate	5	10	0	4	5	4	4
Arizona Dividend Advantage	5	9	0	4	5	4	4
Arizona Dividend Advantage 2	5	9	0	4	5	4	4
Arizona Dividend Advantage 3	5	9	0	4	5	4	4
Arizona Premium Income	5	9	0	4	5	4	4
California Dividend Advantage	5	10	0	5	5	4	4
California Dividend Advantage 2	5	10	0	5	5	4	4
California Dividend Advantage 3	5	10	1	5	5	4	4
California Investment Quality	5	10	0	5	5	4	4
California Market Opportunity	5	10	0	5	5	4	4
California Value	5	6	0	5	5	4	4
California Value 2	5	6	1	5	5	4	4
California Performance Plus	5	10	0	5	5	4	4
California Premium Income	5	10	0	5	5	4	4
California Quality Income	5	10	0	5	5	4	4
California Select Quality	5	10	0	5	5	4	4
Insured California Dividend Advantage	5	10	0	5	5	4	4
Insured California Premium Income	5	10	0	5	5	4	4
Insured California Premium Income 2	5	10	0	5	5	4	4
Insured California Tax-Free Advantage	5	10	0	5	5	4	4
Connecticut Dividend Advantage	5	5	1	4	5	4	4

C-1

Fund					Compliance, Risk Management and Regulatory Oversight Committee Meeting	Audit Committee Meeting	Nominating and Governance Committee Meeting
	Regular Board Meeting	Special Board Meeting	Executive Committee Meeting	Dividend Committee Meeting			
Connecticut Dividend Advantage 2	5	5	1	4	5	4	4
Connecticut Dividend Advantage 3	5	5	1	4	5	4	4
Connecticut Premium Income	5	5	1	4	5	4	4
Georgia Dividend Advantage	5	5	1	4	5	4	4
Georgia Dividend Advantage 2	5	5	1	4	5	4	4
Georgia Premium Income	5	5	1	4	5	4	4
Maryland Dividend Advantage	5	5	1	4	5	4	4
Maryland Dividend Advantage 2	5	5	1	4	5	4	4
Maryland Dividend Advantage 3	5	5	1	4	5	4	4
Maryland Premium Income	5	5	1	4	5	4	4
Massachusetts Dividend Advantage	5	5	1	4	5	4	4
Massachusetts Premium Income	5	5	1	4	5	4	4
Insured Massachusetts Tax-Free Advantage	5	5	1	4	5	4	4
Michigan Dividend Advantage	5	10	0	5	5	4	2
Michigan Premium Income	5	10	0	5	5	4	2
Michigan Quality Income	5	10	0	5	5	4	2
Missouri Premium Income	5	5	0	4	5	4	4
New Jersey Dividend Advantage	5	5	0	4	5	4	4
New Jersey Dividend Advantage 2	5	5	0	4	5	4	4
New Jersey Investment Quality	5	5	0	4	5	4	4
New Jersey Value	5	5	1	4	5	4	
New Jersey Premium Income	5	5	0	4	5	4	4
North Carolina Dividend Advantage	5	5	1	4	5	4	4
North Carolina Dividend Advantage 2	5	5	1	4	5	4	4
North Carolina Dividend Advantage 3	5	5	1	4	5	4	4
North Carolina Premium Income	5	5	1	4	5	4	4
Ohio Dividend Advantage	5	10	0	5	5	4	2
Ohio Dividend Advantage 2	5	10	0	5	5	4	2
Ohio Dividend Advantage 3	5	10	0	5	5	4	2
Ohio Quality Income	5	10	0	5	5	4	2

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Fund					Compliance, Risk Management and Regulatory Oversight Committee Meeting	Audit Committee Meeting	Nominating and Governance Committee Meeting
	Regular Board Meeting	Special Board Meeting	Executive Committee Meeting	Dividend Committee Meeting			
Pennsylvania Value	5	5	1	4	5	4	
Pennsylvania Dividend Advantage	5	5	0	4	5	4	4
Pennsylvania Dividend Advantage 2	5	5	0	4	5	4	4
Pennsylvania Investment Quality	5	5	0	4	5	4	4
Pennsylvania Premium Income 2	5	5	0	4	5	4	4
Texas Quality Income	5	9	0	4	5	4	4
Virginia Dividend Advantage	5	5	1	4	5	4	4
Virginia Dividend Advantage 2	5	5	1	4	5	4	4
Virginia Premium Income	5	5	1	4	5	4	4

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**NUVEEN FUND BOARD
AUDIT COMMITTEE CHARTER**

I. Organization and Membership

There shall be a committee of each Board of Directors/Trustees (the Board) of the Nuveen Management Investment Companies (the Funds or, individually, a Fund) to be known as the Audit Committee. The Audit Committee shall be comprised of at least three Directors/Trustees. Audit Committee members shall be independent of the Funds and free of any relationship that, in the opinion of the Directors/Trustees, would interfere with their exercise of independent judgment as an Audit Committee member. In particular, each member must meet the independence and experience requirements applicable to the Funds of the exchanges on which shares of the Funds are listed, Section 10A of the Securities Exchange Act of 1934 (the Exchange Act), and the rules and regulations of the Securities and Exchange Commission (the Commission). Each such member of the Audit Committee shall have a basic understanding of finance and accounting, be able to read and understand fundamental financial statements, and be financially literate, and at least one such member shall have accounting or related financial management expertise, in each case as determined by the Directors/Trustees, exercising their business judgment (this person may also serve as the Audit Committee's financial expert as defined by the Commission). The Board shall appoint the members and the Chairman of the Audit Committee, on the recommendation of the Nominating and Governance Committee. The Audit Committee shall meet periodically but in any event no less frequently than on a semi-annual basis. Except for the Funds, Audit Committee members shall not serve simultaneously on the audit committees of more than two other public companies.

II. Statement of Policy, Purpose and Processes

The Audit Committee shall assist the Board in oversight and monitoring of (1) the accounting and reporting policies, processes and practices, and the audits of the financial statements, of the Funds; (2) the quality and integrity of the financial statements of the Funds; (3) the Funds' compliance with legal and regulatory requirements, (4) the independent auditors' qualifications, performance and independence; and (5) oversight of the Pricing Procedures of the Funds and the Valuation Group. In exercising this oversight, the Audit Committee can request other committees of the Board to assume responsibility for some of the monitoring as long as the other committees are composed exclusively of independent directors.

In doing so, the Audit Committee shall seek to maintain free and open means of communication among the Directors/Trustees, the independent auditors, the internal auditors and the management of the Funds. The Audit Committee shall meet periodically with Fund management, the Funds' internal auditor, and the Funds' independent auditors, in separate executive sessions. The Audit Committee shall prepare reports of the Audit Committee as required by the Commission to be included in the Fund's annual proxy statements or otherwise.

The Audit Committee shall have the authority and resources in its discretion to retain special legal, accounting or other consultants to advise the Audit Committee and to otherwise discharge its responsibilities, including appropriate funding as determined by the Audit Committee for compensation to independent auditors engaged for the purpose of preparing

or issuing an audit report or performing other audit, review or attest services for a Fund, compensation to advisers employed by the Audit Committee, and ordinary administrative expenses of the Audit Committee that are necessary or appropriate in carrying out its duties, as determined in its discretion. The Audit Committee may request any officer or employee of Nuveen Investments, Inc. (or its affiliates) (collectively, Nuveen) or the Funds independent auditors or outside counsel to attend a meeting of the Audit Committee or to meet with any members of, or consultants to, the Audit Committee. The Funds independent auditors and internal auditors shall have unrestricted accessibility at any time to Committee members.

Responsibilities

Fund management has the primary responsibility to establish and maintain systems for accounting, reporting, disclosure and internal control.

The independent auditors have the primary responsibility to plan and implement an audit, with proper consideration given to the accounting, reporting and internal controls. Each independent auditor engaged for the purpose of preparing or issuing an audit report or performing other audit, review or attest services for the Funds shall report directly to the Audit Committee. The independent auditors are ultimately accountable to the Board and the Audit Committee. It is the ultimate responsibility of the Audit Committee to select, appoint, retain, evaluate, oversee and replace any independent auditors and to determine their compensation, subject to ratification of the Board, if required. These Audit Committee responsibilities may not be delegated to any other Committee or the Board.

The Audit Committee is responsible for the following:

With respect to Fund financial statements:

1. Reviewing and discussing the annual audited financial statements and semi-annual financial statements with Fund management and the independent auditors including major issues regarding accounting and auditing principles and practices, and the Funds disclosures in its periodic reports under Management s Discussion and Analysis.
2. Requiring the independent auditors to deliver to the Chairman of the Audit Committee a timely report on any issues relating to the significant accounting policies, management judgments and accounting estimates or other matters that would need to be communicated under PCAOB AU 380, Communications with Audit Committees., that arise during the auditors review of the Funds financial statements, which information the Chairman shall further communicate to the other members of the Audit Committee, as deemed necessary or appropriate in the Chairman s judgment.
3. Discussing with management the Funds press releases regarding financial results and dividends, as well as financial information and earnings guidance provided to analysts and rating agencies. This discussion may be done generally, consisting of discussing the types of information to be disclosed and the types of presentations to be made. The Chairman of the Audit Committee shall be authorized to have these discussions with management on behalf of the Audit Committee.
4. Discussing with management and the independent auditors (a) significant financial reporting issues and judgments made in connection with the preparation and

presentation of the Funds' financial statements, including any significant changes in the Funds' selection or application of accounting principles and any major issues as to the adequacy of the Funds' internal controls and any special audit steps adopted in light of material control deficiencies; and (b) analyses prepared by Fund management and/or the independent auditor setting forth significant financial reporting issues and judgments made in connection with the preparation of the financial statements, including analyses of the effects of alternative GAAP methods on the financial statements.

5. Discussing with management and the independent auditors the effect of regulatory and accounting initiatives on the Funds' financial statements.
6. Reviewing and discussing reports, both written and oral, from the independent auditors and/or Fund management regarding (a) all critical accounting policies and practices to be used; (b) all alternative treatments of financial information within generally accepted accounting principles that have been discussed with management, ramifications of the use of such alternative treatments and disclosures, and the treatment preferred by the independent auditors; and (c) other material written communications between the independent auditors and management, such as any management letter or schedule of unadjusted differences.
7. Discussing with Fund management the Funds' major financial risk exposures and the steps management has taken to monitor and control these exposures, including the Funds' risk assessment and risk management policies and guidelines. In fulfilling its obligations under this paragraph, the Audit Committee may review in a general manner the processes other Board committees have in place with respect to risk assessment and risk management.
8. Reviewing disclosures made to the Audit Committee by the Funds' principal executive officer and principal financial officer during their certification process for the Funds' periodic reports about any significant deficiencies in the design or operation of internal controls or material weaknesses therein and any fraud involving management or other employees who have a significant role in the Funds' internal controls. In fulfilling its obligations under this paragraph, the Audit Committee may review in a general manner the processes other Board committees have in place with respect to deficiencies in internal controls, material weaknesses, or any fraud associated with internal controls.

With respect to the independent auditors:

1. Selecting, appointing, retaining or replacing the independent auditors, subject, if applicable, only to Board and shareholder ratification; and compensating, evaluating and overseeing the work of the independent auditor (including the resolution of disagreements between Fund management and the independent auditor regarding financial reporting).
2. Meeting with the independent auditors and Fund management to review the scope, fees, audit plans and staffing for the audit, for the current year. At the conclusion of the audit, reviewing such audit results, including the independent auditors' evaluation of the Funds' financial and internal controls, any comments or recommendations of the independent auditors, any audit problems or difficulties and

management's response, including any restrictions on the scope of the independent auditor's activities or on access to requested information, any significant disagreements with management, any accounting adjustments noted or proposed by the auditor but not made by the Fund, any communications between the audit team and the audit firm's national office regarding auditing or accounting issues presented by the engagement, any significant changes required from the originally planned audit programs and any adjustments to the financial statements recommended by the auditors.

3. Pre-approving all audit services and permitted non-audit services, and the terms thereof, to be performed for the Funds by their independent auditors, subject to the de minimis exceptions for non-audit services described in Section 10a of the Exchange Act that the Audit Committee approves prior to the completion of the audit, in accordance with any policies or procedures relating thereto as adopted by the Board or the Audit Committee. The Chairman of the Audit Committee shall be authorized to give pre-approvals of such non-audit services on behalf of the Audit Committee.
4. Obtaining and reviewing a report or reports from the independent auditors at least annually (including a formal written statement delineating all relationships between the auditors and the Funds consistent with PCAOB Ethics and Independence Rule 3526, as may be amended, restated, modified or replaced) regarding (a) the independent auditor's internal quality-control procedures; (b) any material issues raised by the most recent internal quality-control review, or peer review, of the firm, or by any inquiry or investigation by governmental or professional authorities within the preceding five years, respecting one or more independent audits carried out by the firm; (c) any steps taken to deal with any such issues; and (d) all relationships between the independent auditor and the Funds and their affiliates, in order to assist the Audit committee in assessing the auditor's independence. After reviewing the foregoing report[s] and the independent auditor's work throughout the year, the Audit Committee shall be responsible for evaluating the qualifications, performance and independence of the independent auditor and their compliance with all applicable requirements for independence and peer review, and a review and evaluation of the lead partner, taking into account the opinions of Fund management and the internal auditors, and discussing such reports with the independent auditors. The Audit Committee shall present its conclusions with respect to the independent auditor to the Board.
5. Reviewing any reports from the independent auditors mandated by Section 10a(b) of the Exchange Act regarding any illegal act detected by the independent auditor (whether or not perceived to have a material effect on the Funds' financial statements) and obtaining from the independent auditors any information about illegal acts in accordance with Section 10a(b).
6. Ensuring the rotation of the lead (or coordinating) audit partner having primary responsibility for the audit and the audit partner responsible for reviewing the audit as required by law, and further considering the rotation of the independent auditor firm itself.

7. Establishing and recommending to the Board for ratification policies for the Funds, Fund management or the Fund adviser's hiring of employees or former employees of the independent auditor who participated in the audits of the Funds.
8. Taking, or recommending that the Board take, appropriate action to oversee the independence of the outside auditor.

With respect to any internal auditor:

9. Reviewing the proposed programs of the internal auditor for the coming year. It is not the obligation or responsibility of the Audit Committee to confirm the independence of any Nuveen internal auditors performing services relating to the Funds or to approve any termination or replacement of the Nuveen Manager of Internal Audit.
10. Receiving a summary of findings from any completed internal audits pertaining to the Funds and a progress report on the proposed internal audit plan for the Funds, with explanations for significant deviations from the original plan.

With respect to pricing and valuation oversight:

11. The Board has responsibilities regarding the pricing of a Fund's securities under the 1940 Act. The Board has delegated this responsibility to the Committee to address valuation issues that arise between Board meetings, subject to the Board's general supervision of such actions. The Committee is primarily responsible for the oversight of the Pricing Procedures and actions taken by the internal Valuation Group (Valuation Matters). The Valuation Group will report on Valuation Matters to the Committee and/or the Board of Directors/Trustees, as appropriate.
12. Performing all duties assigned to it under the Funds' Pricing Procedures, as such may be amended from time to time.
13. Periodically reviewing and making recommendations regarding modifications to the Pricing Procedures as well as consider recommendations by the Valuation Group regarding the Pricing Procedures.
14. Reviewing any issues relating to the valuation of a Fund's securities brought to the Committee's attention, including suspensions in pricing, pricing irregularities, price overrides, self-pricing, NAV errors and corrections thereto, and other pricing matters. In this regard, the Committee should consider the risks to the Funds in assessing the possible resolutions of these Valuation Matters.
15. Evaluating, as it deems necessary or appropriate, the performance of any pricing agent and recommend changes thereto to the full Board.
16. Reviewing any reports or comments from examinations by regulatory authorities relating to Valuation Matters of the Funds and consider management's responses to any such comments and, to the extent the Committee deems necessary or appropriate, propose to management and/or the full Board the modification of the Fund's policies and procedures relating to such matters. The Committee, if deemed necessary or desirable, may also meet with regulators.

17. Meeting with members of management of the Funds, outside counsel, or others in fulfilling its duties hereunder, including assessing the continued appropriateness and adequacy of the Pricing Procedures, eliciting any recommendations for improvements of such procedures or other Valuation Matters, and assessing the possible resolutions of issues regarding Valuation Matters brought to its attention.
18. Performing any special review, investigations or oversight responsibilities relating to Valuation as requested by the Board of Directors/Trustees.
19. Investigating or initiating an investigation of reports of improprieties or suspected improprieties in connection with the Fund's policies and procedures relating to Valuation Matters not otherwise assigned to another Board committee.

Other responsibilities:

20. Reviewing with counsel to the Funds, counsel to Nuveen, the Fund adviser's counsel and independent counsel to the Board legal matters that may have a material impact on the Fund's financial statements or compliance policies.
21. Receiving and reviewing periodic or special reports issued on exposure/controls, irregularities and control failures related to the Funds.
22. Reviewing with the independent auditors, with any internal auditor and with Fund management, the adequacy and effectiveness of the accounting and financial controls of the Funds, and eliciting any recommendations for the improvement of internal control procedures or particular areas where new or more detailed controls or procedures are desirable. Particular emphasis should be given to the adequacy of such internal controls to expose payments, transactions or procedures that might be deemed illegal or otherwise improper.
23. Reviewing the reports of examinations by regulatory authorities as they relate to financial statement matters.
24. Discussing with management and the independent auditor any correspondence with regulators or governmental agencies that raises material issues regarding the Funds' financial statements or accounting policies.
25. Obtaining reports from management with respect to the Funds' policies and procedures regarding compliance with applicable laws and regulations.
26. Reporting regularly to the Board on the results of the activities of the Audit Committee, including any issues that arise with respect to the quality or integrity of the Funds' financial statements, the Funds' compliance with legal or regulatory requirements, the performance and independence of the Funds' independent auditors, or the performance of the internal audit function.
27. Performing any special reviews, investigations or oversight responsibilities requested by the Board.
28. Reviewing and reassessing annually the adequacy of this charter and recommending to the Board approval of any proposed changes deemed necessary or advisable by the Audit Committee.

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29. Undertaking an annual review of the performance of the Audit Committee.
30. Establishing procedures for the receipt, retention and treatment of complaints received by the Funds regarding accounting, internal accounting controls or auditing matters, and the confidential, anonymous submission of concerns regarding questionable accounting or auditing matters by employees of Fund management, the investment adviser, administrator, principal underwriter, or any other provider of accounting related services for the Funds, as well as employees of the Funds.

Although the Audit Committee shall have the authority and responsibilities set forth in this Charter, it is not the responsibility of the Audit Committee to plan or conduct audits or to determine that the Funds' financial statements are complete and accurate and are in accordance with generally accepted accounting principles. That is the responsibility of management and the independent auditors. Nor is it the duty of the Audit Committee to conduct investigations, to resolve disagreements, if any, between management and the independent auditors or to ensure compliance with laws and regulations.

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Chicago, IL 60606-1286

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**FUND NAME PRINTS
HERE
COMMON SHARES**

**THIS PROXY IS SOLICITED BY THE BOARD OF THE FUND
FOR AN ANNUAL MEETING OF SHAREHOLDERS, NOVEMBER 16, 2010**

The Annual Meeting of shareholders will be held Tuesday, November 16, 2010 at 10:30 a.m. Central time, in the 32nd Floor Conference Room on Nuveen Investments, 333 West Wacker Drive, Chicago, Illinois, 60606. At this meeting, you will be asked to vote on the proposals described in the proxy statement attached. The undersigned hereby appoints Kevin J. McCarthy and Gilford R. Zimmerman, and each of them, with full power of substitution, proxies for the undersigned, to represent and vote the shares of the undersigned at the Annual Meeting of shareholders to be held on November 16, 2010, or any adjournment or adjournments thereof.

WHETHER OR NOT YOU PLAN TO JOIN US AT THE MEETING, PLEASE COMPLETE, DATE AND SIGN YOUR PROXY CARD AND RETURN IT IN THE ENCLOSED ENVELOPE SO THAT YOUR VOTE WILL BE COUNTED. AS AN ALTERNATIVE, PLEASE CONSIDER VOTING BY TELEPHONE AT (866)241-6192 OR OVER THE INTERNET (www.proxy-direct.com).

- Date: _____

SIGN HERE EXACTLY AS NAME(S) APPEAR(S) ON LEFT.
(Please sign in Box)

NOTE: PLEASE SIGN YOUR NAME EXACTLY AS IT APPEARS ON THIS PROXY. IF SHARES ARE HELD JOINTLY, EACH HOLDER MUST SIGN THE PROXY. IF YOU ARE SIGNING ON BEHALF OF AN ESTATE, TRUST OR CORPORATION, PLEASE STATE YOUR TITLE OR CAPACITY.

- NAZ-NQC-NCP-NPC-NCL-
NMP-NUM-NQJ-NNJ-NUO

In their discretion, the proxies are authorized to vote upon such other business as may properly come before the Annual Meeting.

Properly executed proxies will be voted as specified. If no specification is made, such shares will be voted FOR each proposal.

- **Please fill in box(es) as shown using black or blue ink or number 2 pencil. x**
PLEASE DO NOT USE FINE POINT PENS. -

1a. Election of Board Members:		FOR NOMINEES	WITHHOLD AUTHORITY
		listed at left	to vote for all
		(except as	nominees
		marked to the	listed at left
		contrary)	
		o	o

(INSTRUCTION: To withhold authority to vote for any individual nominee(s), write the number(s) of the nominee(s) on the line provided above.)

3. To transact such other business as may properly come before the Annual Meeting.

PLEASE SIGN ON REVERSE SIDE

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999 999 999 999 99

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- 1. Read your Combined Prospectus/Proxy Statement and have it at hand.**
- 2. Call toll-free 1-866-241-6192 or go to website: *www.proxy-direct.com***
- 3. Follow the recorded or on-screen directions.**
- 4. Do not mail your Proxy Card when you vote by phone or Internet.**

**FUND NAME PRINTS
HERE
PREFERRED SHARES**

**THIS PROXY IS SOLICITED BY THE BOARD OF THE FUND
FOR AN ANNUAL MEETING OF SHAREHOLDERS, NOVEMBER 16, 2010**

The Annual Meeting of shareholders will be held Tuesday, November 16, 2010 at 10:30 a.m. Central time, in the 32nd Floor Conference Room on Nuveen Investments, 333 West Wacker Drive, Chicago, Illinois, 60606. At this meeting, you will be asked to vote on the proposals described in the proxy statement attached. The undersigned hereby appoints Kevin J. McCarthy and Gilford R. Zimmerman, and each of them, with full power of substitution, proxies for the undersigned, to represent and vote the shares of the undersigned at the Annual Meeting of shareholders to be held on November 16, 2010, or any adjournment or adjournments thereof.

WHETHER OR NOT YOU PLAN TO JOIN US AT THE MEETING, PLEASE COMPLETE, DATE AND SIGN YOUR PROXY CARD AND RETURN IT IN THE ENCLOSED ENVELOPE SO THAT YOUR VOTE WILL BE COUNTED. AS AN ALTERNATIVE, PLEASE CONSIDER VOTING BY TELEPHONE AT (866)241-6192 OR OVER THE INTERNET (www.proxy-direct.com).

- Date: _____

SIGN HERE EXACTLY AS NAME(S) APPEAR(S) ON LEFT.
(Please sign in Box)

NOTE: PLEASE SIGN YOUR NAME EXACTLY AS IT APPEARS ON THIS PROXY. IF SHARES ARE HELD JOINTLY, EACH HOLDER MUST SIGN THE PROXY. IF YOU ARE SIGNING ON BEHALF OF AN ESTATE, TRUST OR CORPORATION, PLEASE STATE YOUR TITLE OR CAPACITY.

- NAZ-NQC-NCP-NPC-NCL-
NMP-NUM-NQJ-NNJ-NUO

In their discretion, the proxies are authorized to vote upon such other business as may properly come before the Annual Meeting.

Properly executed proxies will be voted as specified. If no specification is made, such shares will be voted FOR each proposal.

- **Please fill in box(es) as shown using black or blue ink or number 2 pencil. x**
PLEASE DO NOT USE FINE POINT PENS. -

1a. Election of Board Members:		<u>Preferred Shares</u>	FOR	WITHHOLD
(01) John P. Amboian	(05) Judith M. Stockdale	<u>Only:</u>	listed at left	to vote for all
(02) Robert P. Bremner	(06) Carole E. Stone	(08) William C. Hunter	(except as marked to	nominees listed at left
(03) Jack B. Evans	(07) Terence J. Toth	(09) William J. Schneider	the	
(04) David J. Kundert			contrary)	

o o

(INSTRUCTION: To withhold authority to vote for any individual nominee(s), write the number(s) of the nominee(s) on the line provided above.)

3. To transact such other business as may properly come before the Annual Meeting.

PLEASE SIGN ON REVERSE SIDE