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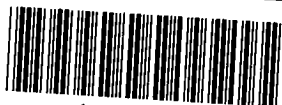
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SEC MAIL RECEIVED PROCESSING
JUL 21 2011
WASH. D.C. 200 SECTION

Re: Rutgers Enhanced Ins. Co. v. Ety et al.,
Civ. No. 10-4111-BLS1 (Mass. Super. Ct.)

Dear Sir or Madam:

Pursuant to Section 33 of the Investment Company Act of 1940, as amended, attached for filing on behalf of Eaton Vance Management and Eaton Vance Corp. is a Stipulation Of Dismissal With Prejudice filed with the Massachusetts Superior Court (Suffolk County) in the above-referenced matter.

Very truly yours,

James R. Carroll/kmc

James R. Carroll

Enclosure

cc: Maureen Gemma
Kathryn McElroy

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, ss.

SUPERIOR COURT
BUSINESS LITIGATION SESSION

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RUTGERS ENHANCED INSURANCE :
COMPANY, individually and on behalf of :
all others similarly situated, :

Plaintiff, :

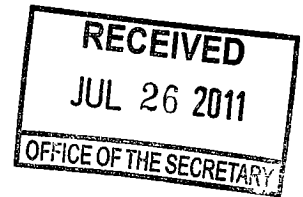
Civil Action
No. 10-4111-BLS1

v. :

BENJAMIN C. ESTY, THOMAS E. :
FAUST JR., ALLEN R. FREEDMAN, :
WILLIAM H. PARK, RONALD A. :
PEARLMAN, HELEN FRAME PETERS, :
HEIDI L. STEIGER, LYNN A. STOUT, :
RALPH F. VERNI, NORTON H. :
REAMER, EATON VANCE :
MANAGEMENT, EATON VANCE :
CORPORATION, EATON VANCE :
LIMITED DURATION INCOME FUND, :
and JOHN AND JANE DOES 1-100, :

Defendants. :

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STIPULATION OF DISMISSAL WITH PREJUDICE

Pursuant to Rule 41(a)(1)(ii) of the Massachusetts Rules of Civil Procedure, it is hereby stipulated and agreed to, by and among plaintiff Rutgers Enhanced Insurance Company and defendants Benjamin C. Esty, Thomas E. Faust Jr., Allen R. Freedman, William H. Park, Ronald A. Pearlman, Helen Frame Peters, Heidi L. Steiger, Lynn A. Stout, Ralph F. Verni, Norton H. Reamer, Eaton Vance Management, Eaton Vance Corp. and Eaton Vance Limited Duration Income Fund, that this action and all claims herein are dismissed with prejudice, without costs, and with each party waiving all rights of appeal.

Dated: July 21, 2011
Boston, Massachusetts

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Respectfully submitted,

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Corporation and Thomas E. Faust Jr.

CERTIFICATE OF SERVICE

I, Christopher A. Lisy, hereby certify that on July 21, 2011, I caused a true copy of the foregoing Stipulation Of Dismissal With Prejudice to be served by first-class mail, postage prepaid, upon the following counsel of record:

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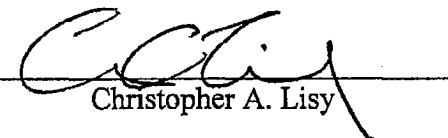
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Christopher A. Lisy