

===== VP CONVERTIBLE PORTFOLIO =====

ARGON ST INC

Ticker: STST Security ID: 040149106  
 Meeting Date: FEB 26, 2008 Meeting Type: Annual  
 Record Date: JAN 2, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Terry L. Collins	For	For	Management
1.2	Elect Director S. Kent Rockwell	For	For	Management
1.3	Elect Director John Irvin	For	For	Management
1.4	Elect Director Victor F. Sellier	For	For	Management
1.5	Elect Director Thomas E. Murdock	For	For	Management
1.6	Elect Director Lloyd A. Semple	For	For	Management
1.7	Elect Director Peter A. Marino	For	For	Management
1.8	Elect Director David C. Karlgaard, Ph.D.	For	For	Management
1.9	Elect Director Robert McCashin	For	For	Management
1.10	Elect Director Maureen Baginski	For	For	Management
2	Approve Omnibus Stock Plan	For	Against	Management
3	Ratify Auditors	For	For	Management

-----  
 AXSYS TECHNOLOGIES, INC.

Ticker: AXYS Security ID: 054615109  
 Meeting Date: MAY 15, 2008 Meeting Type: Annual  
 Record Date: MAR 17, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Stephen W. Bershad	For	For	Management
1.2	Elect Director A.J. Fiorelli, Jr.	For	For	Management
1.3	Elect Director Eliot M. Fried	For	For	Management
1.4	Elect Director Richard F. Hamm, Jr.	For	For	Management
1.5	Elect Director Robert G. Stevens	For	For	Management

-----  
 BAKER HUGHES INCORPORATED

Ticker: BHI Security ID: 057224107  
 Meeting Date: APR 24, 2008 Meeting Type: Annual  
 Record Date: FEB 25, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Larry D. Brady	For	For	Management
1.2	Elect Director Clarence P. Cazalot, Jr.	For	For	Management
1.3	Elect Director Chad C. Deaton	For	For	Management
1.4	Elect Director Edward P. Djerejian	For	For	Management
1.5	Elect Director Anthony G. Fernandes	For	For	Management
1.6	Elect Director Claire W. Gargalli	For	For	Management
1.7	Elect Director Pierre H. Jungels	For	For	Management
1.8	Elect Director James A. Lash	For	For	Management
1.9	Elect Director James F. McCall	For	For	Management
1.10	Elect Director J. Larry Nichols	For	For	Management
1.11	Elect Director H. John Riley, Jr.	For	For	Management
1.12	Elect Director Charles L. Watson	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Executive Incentive Bonus Plan	For	For	Management
4	Other Business	For	Against	Management

-----  
BOSTON SCIENTIFIC CORP.

Ticker: BSX Security ID: 101137107  
Meeting Date: MAY 6, 2008 Meeting Type: Annual  
Record Date: MAR 7, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Ursula M. Burns	For	For	Management
1.2	Elect Director Warren B. Rudman	For	For	Management
1.3	Elect Director James R. Tobin	For	For	Management
1.4	Elect Director Nancy-Ann DeParle	For	For	Management
1.5	Elect Director J. Raymond Elliott	For	For	Management
1.6	Elect Director Marye Anne Fox	For	For	Management
1.7	Elect Director Ray J. Groves	For	For	Management
1.8	Elect Director N.J. Nicholas, Jr.	For	For	Management
1.9	Elect Director Pete M. Nicholas	For	For	Management
1.10	Elect Director John E. Pepper	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Other Business	For	Against	Management

-----  
COSTCO WHOLESALE CORPORATION

Ticker: COST Security ID: 22160K105  
Meeting Date: JAN 29, 2008 Meeting Type: Annual  
Record Date: NOV 23, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Susan L. Decker	For	For	Management
1.2	Elect Director Richard D. DiCerchio	For	For	Management
1.3	Elect Director Richard M. Libenson	For	For	Management
1.4	Elect Director John W. Meisenbach	For	For	Management
1.5	Elect Director Charles T. Munger	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

-----  
FRONTIER OIL CORP.

Ticker: FTO Security ID: 35914P105  
Meeting Date: APR 22, 2008 Meeting Type: Annual  
Record Date: MAR 7, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James R. Gibbs	For	For	Management
1.2	Elect Director Douglas Y. Bech	For	For	Management
1.3	Elect Director G. Clyde Buck	For	For	Management
1.4	Elect Director T. Michael Dossey	For	For	Management
1.5	Elect Director James H. Lee	For	For	Management
1.6	Elect Director Paul B. Loyd, Jr.	For	For	Management
1.7	Elect Director Michael E. Rose	For	For	Management
2	Ratify Auditors	For	For	Management

-----

GULF ISLAND FABRICATION, INC.

Ticker: GIF Security ID: 402307102  
 Meeting Date: APR 24, 2008 Meeting Type: Annual  
 Record Date: MAR 3, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gregory J. Cotter	For	For	Management
1.2	Elect Director J.P. ('Jack') Laborde	For	For	Management
1.3	Elect Director Christopher M. Harding	For	For	Management

HESS CORPORATION

Ticker: HES Security ID: 42809H107  
 Meeting Date: MAY 7, 2008 Meeting Type: Annual  
 Record Date: MAR 17, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Edith E. Holiday	For	For	Management
1.2	Elect Director John H. Mullin	For	For	Management
1.3	Elect Director John J. O'Connor	For	For	Management
1.4	Elect Director F. Borden Walker	For	For	Management
1.5	Elect Director Robert N. Wilson	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	For	For	Management
4	Approve Omnibus Stock Plan	For	For	Management

ION GEOPHYSICAL CORP.

Ticker: IO Security ID: 462044108  
 Meeting Date: MAY 27, 2008 Meeting Type: Annual  
 Record Date: APR 2, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert P. Peebler	For	For	Management
1.2	Elect Director John N. Seitz	For	For	Management
1.3	Elect Director Sam K. Smith	For	For	Management
2	Amend Omnibus Stock Plan	For	Against	Management
3	Ratify Auditors	For	For	Management

JOHNSON & JOHNSON

Ticker: JNJ Security ID: 478160104  
 Meeting Date: APR 24, 2008 Meeting Type: Annual  
 Record Date: FEB 26, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Mary Sue Coleman	For	For	Management
1.2	Elect Director James G. Cullen	For	For	Management
1.3	Elect Director Michael M.E. Johns	For	Withhold	Management
1.4	Elect Director Arnold G. Langbo	For	Withhold	Management
1.5	Elect Director Susan L. Lindquist	For	For	Management
1.6	Elect Director Leo F. Mullin	For	For	Management
1.7	Elect Director William D. Perez	For	Withhold	Management

1.8	Elect Director Christine A. Poon	For	For	Management
1.9	Elect Director Charles Prince	For	Withhold	Management
1.10	Elect Director Steven S. Reinemund	For	For	Management
1.11	Elect Director David Satcher	For	For	Management
1.12	Elect Director William C. Weldon	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder

-----

MCDERMOTT INTERNATIONAL, INC.

Ticker: MDR Security ID: 580037109  
Meeting Date: MAY 9, 2008 Meeting Type: Annual  
Record Date: MAR 31, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	DIRECTOR ROGER A. BROWN	For	For	Management
1.2	DIRECTOR OLIVER D. KINGSLEY, JR.	For	For	Management
1.3	DIRECTOR BRUCE W. WILKINSON	For	For	Management
2	APPROVE AMENDMENT TO ARTICLES OF INCORPORATION TO CHANGE THE PERIOD WITHIN WHICH OUR BOARD OF DIRECTORS MAY SET A RECORD DATE OF A MEETING OF STOCKHOLDERS.			
3	RATIFICATION OF APPOINTMENT OF MCDERMOTT S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2008.	For	For	Management

-----

MERRILL LYNCH & CO., INC.

Ticker: MER Security ID: 590188108  
Meeting Date: APR 24, 2008 Meeting Type: Annual  
Record Date: FEB 26, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Carol T. Christ	For	For	Management
2	Elect Director Armando M. Codina	For	For	Management
3	Elect Director Judith Mayhew Jonas	For	For	Management
4	Elect Director John A. Thain	For	For	Management
5	Ratify Auditors	For	For	Management
6	Provide for Cumulative Voting	Against	For	Shareholder
7	Compensation- Miscellaneous Company Specific--Prohibiting Executive Officer Stock Sales during Buyback	Against	Against	Shareholder
8	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder
9	Adopt Employment Contract	Against	For	Shareholder

-----

MICROSOFT CORP.

Ticker: MSFT Security ID: 594918104  
Meeting Date: NOV 13, 2007 Meeting Type: Annual  
Record Date: SEP 7, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
---	----------	---------	-----------	---------

1	Elect Director William H. Gates, III	For	For	Management
2	Elect Director Steven A. Ballmer	For	For	Management
3	Elect Director James I. Cash, Jr.	For	For	Management
4	Elect Director Dina Dublon	For	For	Management
5	Elect Director Raymond V. Gilmartin	For	For	Management
6	Elect Director Reed Hastings	For	For	Management
7	Elect Director David F. Marquardt	For	For	Management
8	Elect Director Charles H. Noski	For	For	Management
9	Elect Director Helmut Panke	For	For	Management
10	Elect Director Jon A. Shirley	For	For	Management
11	Ratify Auditors	For	For	Management
12	Adopt Policies to Protect Freedom of Access to the Internet	Against	Against	Shareholder
13	Amend Bylaws to Establish a Board Committee on Human Rights	Against	Against	Shareholder

-----

MORGAN STANLEY

Ticker: MS Security ID: 617446448  
Meeting Date: APR 8, 2008 Meeting Type: Annual  
Record Date: FEB 8, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Roy J. Bostock	For	For	Management
2	Elect Director Erskine B. Bowles	For	For	Management
3	Elect Director Howard J. Davies	For	For	Management
4	Elect Director C. Robert Kidder	For	For	Management
5	Elect Director John J. Mack	For	For	Management
6	Elect Director Donald T. Nicolaisen	For	For	Management
7	Elect Director Charles H. Noski	For	For	Management
8	Elect Director Hutham S. Olayan	For	For	Management
9	Elect Director Charles E. Phillips, Jr.	For	For	Management
10	Elect Director Griffith Sexton	For	For	Management
11	Elect Director Laura D. Tyson	For	For	Management
12	Ratify Auditors	For	For	Management
13	Eliminate Supermajority Vote Requirement	For	For	Management
14	Approve Report of the Compensation Committee	Against	For	Shareholder
15	Report on Human Rights Investment Policies	Against	Against	Shareholder

-----

TIDEWATER INC.

Ticker: TDW Security ID: 886423102  
Meeting Date: JUL 12, 2007 Meeting Type: Annual  
Record Date: MAY 18, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard T. Dumoulin	For	For	Management
1.2	Elect Director J. Wayne Leonard	For	For	Management
1.3	Elect Director Dean E. Taylor	For	For	Management
2	Ratify Auditors	For	For	Management