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

FORM N-Q

QUARTERLY SCHEDULE OF PORTFOLIO HOLDINGS OF REGISTERED MANAGEMENT INVESTMENT COMPANY

Investment Company Act file number 811-08025

GLOBAL INCOME FUND, INC.

(Exact name of registrant as specified in charter)

11 Hanover Square, 12th Floor New York, NY (Address of principal executive offices)

10005

(Zip Code)

John F. Ramírez, Esq.
Global Income Fund, Inc.
11 Hanover Square
New York, NY 10005
(Name and address of agent for service)

Registrant's telephone number, including area code: 1-212-344-6310

Date of Fiscal Year End: 12/31

Date of Reporting Period: 9/30/12

Item 1. Schedule of Investments

GLOBAL INCOME FUND, INC. SCHEDULE OF PORTFOLIO INVESTMENTS September 30, 2012 (Unaudited)

hares		Cost		Value
	COMMON STOCKS (70.53%)			
	REAL ESTATE INVESTMENT TRUSTS (70.53%)			
	Diversified (9.17%)			
	United Kingdom (0.45%)			
19,900	British Land Company plc ADR (a)	\$ 151,44	¥1 \$	164,97
	United States (8.72%)			
19,000	Douglas Emmett, Inc.	424,73	,7	438,33
15,000	PS Business Parks, Inc.	964,50	57	1,002,30
8,500	Public Storage	1,141,29	15	1,182,94
7,000	Vornado Realty Trust	581,90)4	567,35
		3,112,50)3	3,190,92
	Total Diversified	3,263,94	4	3,355,89
	Healthcare Facilities (6.45%)			
	United States (6.45%)			
13,000	HCP, Inc.	532,93	8	578,24
19,000	Health Care REIT, Inc.	1,036,00)8	1,097,25
11,000	Ventas, Inc.	648,23	,9	684,73
		2,217,13	35	2,360,24
	Industrial (12.41%)			
	United States (12.41%)			
75,000	CubeSmart	895,9	12	965,23
37,000	Extra Space Storage Inc.	1,038,10	52	1,230,23
	ProLogis, Inc.	997,80	54	1,015,8
23,000	Sovran Self Storage, Inc.	1,175,32	23	1,330,55
		4,107,32	21	4,541,92
	Mortgage Investment (1.85%)			
	United States (1.85%)			
90,000	Newcastle Investment Corp.	665,5	4	677,70
	•			

	Office (6.10%)		
	United States (6.10%)		
	Boston Properties Inc.	734,002	774,270
	Kilroy Realty Corp.	999,440	985,160
13,000	Liberty Property Trust	453,805	471,120
		2,187,247	2,230,550
	Residential (12.53%)		
	United States (12.53%)		
	Apartment Investment and Management Company	389,893	389,850
	AvalonBay Communities, Inc.	554,230	543,960
	Education Realty Trust, Inc.	231,461	239,800
	Equity Residential Essex Property Trust, Inc.	536,562	517,770
	Post Properties, Inc.	968,299 562,802	963,560 575,520
	Senior Housing Properties Trust	419,689	413,820
	UDR, Inc.	991,711	943,160
		4,654,647	4,587,440
	Data:1 (22 020/ \		
	Retail (22.02%) Australia (0.47%)		
8 200	Westfield Group ADR (a)	151,352	172,938
0,200	Westheld Gloup ADA	131,332	172,730
	United States (21.55%)		
	CBL & Associates Properties, Inc.	993,870	1,173,700
	DDR Corp.	373,470	384,000
	Federal Realty Investment Trust	1,016,314	1,105,650
	General Growth Properties, Inc.	247,913	292,200
	Kimco Realty Corp. Regency Centers Corp.	1,018,929 487,338	1,114,850 536,030
	SL Green Realty Corp.	702,435	720,630
	Simon Property Group, Inc.	999,187	1,062,670
	Taubman Centers, Inc.	1,010,418	1,074,220
	Weingarten Realty Investors	394,980	421,650
	•	7,244,854	7,885,600
	Total retail	7,396,206	8,058,538
	Total common stocks	24,492,064	25,812,284
	Total Common Stocks	21,192,001	23,012,201
	PREFERRED STOCKS (8.50%)		
	REAL ESTATE INVESTMENT TRUSTS (8.50%)		
	Diversified (3.10%)		
15 000	United States (3.10%) PS Provinger Parks Inc. 6 70% Series P	290 700	275 200
	PS Business Parks, Inc., 6.70%, Series P Public Storage, 6.125%, Series A	380,700 391,839	375,300 383,250
	Public Storage, 6.45%, Series F		363,230
15,000	Tubile Storage, 6.1576, Series 1		375 750
		380,685 1,153,224	
	Industrial (2.19%)		
15 000	United States (2.19%)	1,153,224	1,134,300
	United States (2.19%) CubeSmart 7.75%, Series A	1,153,224	1,134,300
	United States (2.19%)	1,153,224 389,806 402,042	1,134,300 404,400 397,500
	United States (2.19%) CubeSmart 7.75%, Series A	1,153,224	1,134,300 404,400 397,500
	United States (2.19%) CubeSmart 7.75%, Series A Monmouth Real Estate Investment Corp., 7.875%, Series B Office (1.04%)	1,153,224 389,806 402,042	1,134,300 404,400 397,500
15,000	United States (2.19%) CubeSmart 7.75%, Series A Monmouth Real Estate Investment Corp., 7.875%, Series B Office (1.04%) United States (1.04%)	389,806 402,042 791,848	1,134,300 404,400 397,500 801,900
15,000	United States (2.19%) CubeSmart 7.75%, Series A Monmouth Real Estate Investment Corp., 7.875%, Series B Office (1.04%)	1,153,224 389,806 402,042	1,134,300 404,400 397,500 801,900
15,000	United States (2.19%) CubeSmart 7.75%, Series A Monmouth Real Estate Investment Corp., 7.875%, Series B Office (1.04%) United States (1.04%) Duke Realty Corp. 6.50%, Series K	389,806 402,042 791,848	1,134,300 404,400 397,500 801,900
15,000	United States (2.19%) CubeSmart 7.75%, Series A Monmouth Real Estate Investment Corp., 7.875%, Series B Office (1.04%) United States (1.04%) Duke Realty Corp. 6.50%, Series K Retail (2.17%)	389,806 402,042 791,848	1,134,300 404,400 397,500 801,900
15,000	United States (2.19%) CubeSmart 7.75%, Series A Monmouth Real Estate Investment Corp., 7.875%, Series B Office (1.04%) United States (1.04%) Duke Realty Corp. 6.50%, Series K Retail (2.17%) United States (2.17%)	389,806 402,042 791,848	1,134,300 404,400 397,500 801,900 379,500
15,000 15,000	United States (2.19%) CubeSmart 7.75%, Series A Monmouth Real Estate Investment Corp., 7.875%, Series B Office (1.04%) United States (1.04%) Duke Realty Corp. 6.50%, Series K Retail (2.17%)	389,806 402,042 791,848	1,134,300 404,400 397,500 801,900 379,500
15,000 15,000	United States (2.19%) CubeSmart 7.75%, Series A Monmouth Real Estate Investment Corp., 7.875%, Series B Office (1.04%) United States (1.04%) Duke Realty Corp. 6.50%, Series K Retail (2.17%) United States (2.17%) Pennsylvania Real Estate Investment Trust, 8.25%, Series A	389,806 402,042 791,848 373,313	1,134,300 404,400 397,500 801,900 379,500 395,550 399,300
15,000 15,000	United States (2.19%) CubeSmart 7.75%, Series A Monmouth Real Estate Investment Corp., 7.875%, Series B Office (1.04%) United States (1.04%) Duke Realty Corp. 6.50%, Series K Retail (2.17%) United States (2.17%) Pennsylvania Real Estate Investment Trust, 8.25%, Series A Realty Income Corp., 6.625%, Series F	389,806 402,042 791,848 373,313 380,663 396,285 776,948	1,134,300 404,400 397,500 801,900 379,500 395,550 399,300 794,850
15,000 15,000	United States (2.19%) CubeSmart 7.75%, Series A Monmouth Real Estate Investment Corp., 7.875%, Series B Office (1.04%) United States (1.04%) Duke Realty Corp. 6.50%, Series K Retail (2.17%) United States (2.17%) Pennsylvania Real Estate Investment Trust, 8.25%, Series A	389,806 402,042 791,848 373,313	1,134,300 404,400 397,500 801,900 379,500 395,550 399,300 794,850
15,000 15,000	United States (2.19%) CubeSmart 7.75%, Series A Monmouth Real Estate Investment Corp., 7.875%, Series B Office (1.04%) United States (1.04%) Duke Realty Corp. 6.50%, Series K Retail (2.17%) United States (2.17%) Pennsylvania Real Estate Investment Trust, 8.25%, Series A Realty Income Corp., 6.625%, Series F	389,806 402,042 791,848 373,313 380,663 396,285 776,948	1,134,300 404,400 397,500 801,900 379,500 395,550 399,300 794,850
15,000 15,000	United States (2.19%) CubeSmart 7.75%, Series A Monmouth Real Estate Investment Corp., 7.875%, Series B Office (1.04%) United States (1.04%) Duke Realty Corp. 6.50%, Series K Retail (2.17%) United States (2.17%) Pennsylvania Real Estate Investment Trust, 8.25%, Series A Realty Income Corp., 6.625%, Series F Total preferred stocks SHORT-TERM INVESTMENT (21.31%)	389,806 402,042 791,848 373,313 380,663 396,285 776,948	1,134,300 404,400 397,500 801,900 379,500 395,550 399,300 794,850
15,000 15,000 15,000 Principal Amount	United States (2.19%) CubeSmart 7.75%, Series A Monmouth Real Estate Investment Corp., 7.875%, Series B Office (1.04%) United States (1.04%) Duke Realty Corp. 6.50%, Series K Retail (2.17%) United States (2.17%) Pennsylvania Real Estate Investment Trust, 8.25%, Series A Realty Income Corp., 6.625%, Series F Total preferred stocks SHORT-TERM INVESTMENT (21.31%) United States (21.31%)	389,806 402,042 791,848 373,313 380,663 396,285 776,948 3,095,333	375,750 1,134,300 404,400 397,500 801,900 379,500 395,550 399,300 794,850 3,110,550
15,000 15,000 15,000 Principal Amount	United States (2.19%) CubeSmart 7.75%, Series A Monmouth Real Estate Investment Corp., 7.875%, Series B Office (1.04%) United States (1.04%) Duke Realty Corp. 6.50%, Series K Retail (2.17%) United States (2.17%) Pennsylvania Real Estate Investment Trust, 8.25%, Series A Realty Income Corp., 6.625%, Series F Total preferred stocks SHORT-TERM INVESTMENT (21.31%)	389,806 402,042 791,848 373,313 380,663 396,285 776,948	1,134,300 404,400 397,500 801,900 379,500 395,550 399,300 794,850

	WHOLLY-OWNED SUBSIDIARY (0.12%)		
	REAL ESTATE INVESTMENT TRUST (0.12%)		
Member			
Equity			
Interest	United States (0.12%)		
100%	Self Storage Group I LLC (b) (c) (d)	50,00	42,500
	Total investments (100.46%)	\$ 35,436,23	36,764,167
		1	
	Liabilities in excess of other assets (-0.46%)		(167,961)
	Net assets (100.00%)		\$ 36,596,206
(a) The compan	y is organized as a real estate investment trust as defined by the laws of its country of domicile		
(b) Controlled a	, .		
(c) Non-income	producing.		
	or restricted secuirity that has been fair valued.		
	·		
ADR	American Depositary Receipt		
LLC	Limited Liability Company		
REIT	Real Estate Investment Trust		
plc	Public limited company		

Notes to Schedule of Portfolio Investments (Unaudited)

Valuation of Investments

Portfolio securities are valued by various methods depending on the primary market or exchange on which they trade. Most equity securities for which the primary market is the United States are valued at the official closing price, last sale price or, if no sale has occurred, at the closing bid price. Most equity securities for which the primary market is outside the United States are valued using the official closing price or the last sale price in the principal market in which they are traded. If the last sale price on the local exchange is unavailable, the last evaluated quote or closing bid price normally is used. Debt obligations with remaining maturities of 60 days or less are valued at cost adjusted for amortization of premiums and accretion of discounts. Certain of the securities in which the Fund may invest are priced through pricing services that may utilize a matrix pricing system which takes into consideration factors such as yields, prices, maturities, call features, and ratings on comparable securities. Bonds may be valued according to prices quoted by a bond dealer that offers pricing services. Open end investment companies are valued at their net asset value. Foreign securities markets may be open on days when U.S. markets are closed. For this reason, the value of any foreign securities owned by the Fund could change on a day when stockholders cannot buy or sell shares of the Fund. Securities for which quotations are not readily available or reliable and other assets may be valued as determined in good faith by the Fund's Valuation Committee ("VC") under the direction of or pursuant to procedures established by the Fund's Board of Directors, called fair value pricing. Due to the inherent uncertainty of valuation, fair value pricing values may differ from the values that would have been used had a readily available market for the securities existed. These differences in valuation could be material. A security's valuation may differ depending on the method used for determining value. The use of fair value pricing by the Fund may cause the net asset value of its shares to differ from the net asset value that would be calculated using market prices.

Value Measurements

Inputs to valuation methods are prioritized by a three level hierarchy as follows:

- · Level 1 unadjusted quoted prices in active markets for identical assets or liabilities including securities actively traded on a securities exchange.
- · Level 2 observable inputs other than quoted prices included in level 1 that are observable for the asset or liability which may include quoted prices for similar instruments, interest rates, prepayment speeds, credit risk, yield curves, default rates, and similar data
- \cdot Level 3 unobservable inputs for the asset or liability including the Fund's own assumptions about the assumptions a market participant would use in valuing the asset or liability.

The availability of observable inputs can vary from security to security and is affected by a wide variety of factors, including, for example the type of security, whether the security is new and not yet established in the marketplace, the liquidity of markets, and other characteristics particular to the security. To the extent that valuation is based on models or inputs that are less observable or unobservable in the market, the determination of fair value requires more judgment. Accordingly, the degree of judgment exercised in determining fair value is greatest for investments categorized in level 3.

The inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, the level in the fair value hierarchy within which the fair value measurement falls in its entirety is determined based on the lowest level input that is significant to the fair value measurement in its entirety.

The inputs or methodology used for valuing investments are not an indication of the risk associated with investing in those securities.

The following is a description of the valuation techniques applied to the Fund's major categories of assets and liabilities measured at fair value on a recurring basis:

Equity securities (common and preferred stock) - Equity securities traded on a national securities exchange or market generally are stated normally at the official closing price, last sales price or, if no sale has occurred, at the closing bid price on the day of valuation. To the extent

these securities are actively traded and valuation adjustments are not applied, they may be categorized in level 1. Preferred stock and other equities on inactive markets or valued by reference to similar instruments may be categorized in level 2.

Restricted and/or illiquid securities - Restricted and/or illiquid securities for which quotations are not readily available or reliable may be valued as determined in good faith by the VC under the direction of or pursuant to procedures established by the Fund's Board of Directors. Restricted securities issued by publicly traded companies are generally valued at a discount to similar publicly traded securities. Restricted or illiquid securities issued by nonpublic entities may be valued by reference to comparable public entities or fundamental data relating to the issuer or both or similar inputs. Depending on the relative significance of valuation inputs, these instruments may be classified in either level 2 or level 3 of the fair value hierarchy.

The following is a summary of the inputs used as of September 30, 2012 in valuing the Fund's assets carried at fair value. Refer to the Schedule of Portfolio Investments for detailed information on specific investments.

	Le	evel 1	Level 2	Level 3		Total
Assets						
Investments, at value						
Common Stocks						
Real Estate Investment Trusts						
Diversified						
United Kingdom	\$		\$ -	\$	- \$,
United States	3	,190,925	-		-	3,190,925
Healthcare Facilities						
United States	2	,360,240	-		-	2,360,240
Industrial						
United States	4	,541,920	-		-	4,541,920
Mortgage Investment						
United States		677,700	-		-	677,700
Office						
United States	2	,230,550	-		-	2,230,550
Residential						
United States	4	,587,440	-		-	4,587,440
Retail						
Australia		172,938	-		-	172,938
United States	7	,885,600	-		-	7,885,600
Preferred Stocks						
Real Estate Investment Trusts						
Diversified						
United States	1	,134,300	-		-	1,134,300
Industrial						
United States		801,900	-		-	801,900
Office						
United States		379,500	-		-	379,500
Retail						
United States		794,850	-		-	794,850
Short-term investment						
United States		-	7,798,833		-	7,798,833
Wholly-owned subsidiary						
United States		-	-	42,50	0	42,500
Total investments, at value	\$ 28	,922,834	\$ 7,798,833	\$ 42,50	0 \$	36,764,167

There were no securities transferred from level 1 on December 31, 2011 to level 2 on September 30, 2012. Transfers from level 1 to level 2, or from level 2 to level 1 are valued utilizing values at the beginning of the period.

The following is a reconciliation of level 3 investments for which significant unobservable inputs were used to determine fair value including securities valued at zero:

	C	Wholly- Owned Subsidiary	
Balance at December 31, 2011	\$	-	
Cost of purchases		50,000	
Change in unrealized depreciation		(7,500)	
Balance at September 30, 2012	\$	42,500	
Net change in unrealized depreciation attributable			
to assets held as level 3 at September 30, 2012	\$	(7,500)	

There were no transfers into or out of level 3 assets during the period.

The VC under the direction of the Fund's Board of Directors considers various valuation approaches for valuing securities categorized within

level 3 of the fair value hierarchy. The factors used in determining the value of the Fund's private investments may include, but are not limited to, the discounts applied to the selection of comparable investments due to the private nature of the investment; the type of the security; the size of the holding; the initial cost of the security; the existence of any contractual restrictions on the security's disposition; the price and extent of public trading in similar securities of the issuer or of comparable companies; quotations or evaluated prices from broker-dealers and/or pricing services; information obtained from the issuer or analysts; an analysis of the company's or issuer's financial statements; an evaluation of the forces that influence the issuer and the market in which the security is purchased and sold. Significant changes in any of those inputs in isolation would result in a significantly lower or higher fair value measurement. The pricing of all fair value holdings is subsequently reported to the Fund's Board of Directors.

The following table presents additional information about valuation methodologies and inputs used for investments that are measured at fair value and categorized with level 3 as of September 30, 2012:

	Fair Value September 30,			Unobservable		
	20)12	Valuation Technique	Input	Amount	
Wholly-owned subsidiary						
			Analysis of financial condition, operating results, and tangible net	Discount rate for lack		
Real estate investment trust	\$	42,500	worth	of marketability	15%	

Investment in Self Storage Group I LLC

The Fund formed Self Storage Group I LLC ("SSGI"), a wholly owned and controlled subsidiary, which will seek to own, operate, manage, acquire, develop and redevelop professionally managed self storage facilities. SSGI is a Delaware limited liability company and the Fund is its sole member. SSGI will seek to qualify as a REIT for federal income tax purposes in 2012.

	Beginning	Membe	rship Equity	Ending		Value	
	Equity			Equity		Septemb	er
	Interest	Gross	Gross	Interest	Dividend	30,	
	Percentage	Additions	Reductions	Percentage	Income	2012	
Self Storage Group I LLC	0%	5 \$ 50,000	\$	- 100	% \$	- \$ 42.	500

The Fund's investment in SSGI has a limited trading market and/or certain restrictions on trading and, therefore, may be illiquid and/or restricted. This investment has been valued at fair value. Due to the inherent uncertainty of valuation, fair value pricing values may differ from the values that would have been used had a readily available market for the securities existed. These differences in valuation could be material. Illiquid and/or restricted securities owned at September 30, 2012, were as follows:

	Acquisition		
	Date	Cost	Value
Self Storage Group I LLC	7/9/12	\$ 50,000	\$ 42,500
Percent of net assets		0.14%	0.12%

Cost for Federal Income Tax Purposes

At September 30, 2012, for federal income tax purposes the aggregate cost of securities was \$35,436,230 and net unrealized appreciation was \$1,327,937, comprised of gross unrealized appreciation of \$1,476,001 and gross unrealized depreciation of \$148,064.

Item 2. Controls and Procedures

- (a) The registrant's principal executive officer and principal financial officer have concluded that the registrant's disclosure controls and procedures (as defined in Rule 30a-3(c) under the Investment Company Act of 1940, as amended (the "1940 Act")) are effective as of a date within 90 days of the filing date of this report that includes the disclosure required by this paragraph, based on their evaluation of the disclosure controls and procedures required by Rule 30a-3(b) under the 1940 Act and 15d-15(b) under the Securities Exchange Act of 1934.
- (b) There were no changes in the registrant's internal control over financial reporting (as defined in Rule 30a-3(d) under the 1940 Act) that occurred during the registrant's last fiscal quarter that have materially affected, or are reasonably likely to materially affect, the registrant's internal control over financial reporting.

Item 3. Exhibits

(a) Certifications of the registrant's principal executive officer and principal financial officer as required by Rule 30a-2(a) under the 1940 Act.

Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Global Income Fund, Inc.

By: <u>/s/ Mark C. Winmill</u>
Mark C. Winmill, President

Date: November 29, 2012

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

By: <u>/s/ Mark C. Winmill</u>
Mark C. Winmill, President

Date: November 29, 2012

By: /s/ Thomas O'Malley

Thomas O'Malley, Chief Financial Officer

Date: November 29, 2012

Exhibit Index

(a) Certifications of the registrant's principal executive and principal financial officer as required by Rule 30a-2(a) under the 1940 Act. (EX-99.CERT)

CERTIFICATIONS

- I, Mark C. Winmill, certify that:
- 1. I have reviewed this report on Form N-Q of Global Income Fund, Inc.;
- 2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
- 3. Based on my knowledge, the schedules of investments included in this report fairly present in all material respects the investments of the registrant as of the end of the fiscal quarter for which the report is filed;
- 4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Rule 30a-3(c) under the Investment Company Act of 1940) and internal control over financial reporting (as defined in Rule 30a-3(d) under the Investment Company Act of 1940) for the registrant and have:
- (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared:
- (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
- (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of a date within 90 days prior to the filing date of this report, based on such evaluation; and
- (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
- 5. The registrant's other certifying officer(s) and I have disclosed to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
- (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize, and report financial information; and
- (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: November 29, 2012

/s/ Mark C. Winmill
Mark C. Winmill
President

- I, Thomas O'Malley, certify that:
- 1. I have reviewed this report on Form N-Q of Global Income Fund, Inc.;
- 2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
- 3. Based on my knowledge, the schedules of investments included in this report fairly present in all material respects the investments of the registrant as of the end of the fiscal quarter for which the report is filed;
- 4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Rule 30a-3(c) under the Investment Company Act of 1940) and internal control over financial reporting (as defined in Rule 30a-3(d) under the Investment Company Act of 1940) for the registrant and have:
- (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under

our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

- (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of a date within 90 days prior to the filing date of this report, based on such evaluation; and
- (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
- 5. The registrant's other certifying officer(s) and I have disclosed to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
- (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize, and report financial information; and
- (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: November 29, 2012 /s/ Thomas O'Malley

Thomas O'Malley Chief Financial Officer