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CORNERSTONE TOTAL RETURN FUND INC

Form NSAR-B/A

March 01, 2004

PAGE 1
000 B000000 12/31/2003
000 C000000 0000033934
000 D000000 N
000 E000000 NF
000 F000000 Y
000 G000000 Y
000 H000000 N
000 I000000 6.1
000 J000000 A
001 A000000 CORNERSTONE TOTAL RETURN FUND, INC.
001 B000000 811-02363
001 C000000 2122723550
002 A000000 383 MADISON AVENUE
002 B000000 NEW YORK
002 C000000 NY
002 D010000 10179
003 000000 N
004 000000 N
005 000000 N
006 000000 N
007 A000000 N
007 B000000 0
007 C010100 1
007 C010200 2
007 C010300 3
007 C010400 4
007 C010500 5
007 C010600 6
007 C010700 7
007 C010800 8
007 C010900 9
007 C011000 10
008 A000001 CORNERSTONE ADVISORS, INC.
008 B000001 A
008 C000001 801-60024
008 D010001 ASHEVILLE
008 D020001 NC
008 D030001 28801
010 A000001 BEAR STEARNS FUNDS MANAGEMENT INC.
010 B000001 801-29862
010 C010001 NEW YORK
010 C020001 NY
010 C030001 10179
012 A000001 AMERICAN STOCK TRANSFER & TRUST CO.
012 B000001 84-0000000
012 C010001 NEW YORK
012 C020001 NY
012 C030001 10038
013 A000001 TAIT, WELLER & BAKER
013 B010001 PHILADELPHIA
013 B020001 PA
PAGE 2
013 B030001 19103
015 A000001 CUSTODIAL TRUST COMPANY
015 B000001 C
015 C010001 PRINCETON
015 C020001 NJ
015 C030001 08540

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015 E030001 X
018 000000 Y
019 A000000 Y
019 B000000 3
019 C000000 CORNERSTON
020 A000001 E*TRADE SECURITIES
020 B000001 35-2167612
020 C000001 21
020 C000002 0
020 C000003 0
020 C000004 0
020 C000005 0
020 C000006 0
020 C000007 0
020 C000008 0
020 C000009 0
020 C000010 0
021 000000 21
022 A000001 BEAR, STEARNS & CO., INC.
022 B000001 13-3299429
022 C000001 10314
022 D000001 10585
022 C000002 0
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022 C000003 0
022 D000003 0
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023 D000000 10585
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025 D000001 0
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PAGE 3
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026 A000000 N
026 B000000 Y
026 C000000 N
026 D000000 Y
026 E000000 N
026 F000000 N
026 G010000 N
026 G020000 Y
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027 000000 N

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028	A010000	0
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048	D010000	0
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054	B000000	Y
054	C000000	N
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054	H000000	Y
054	I000000	N
054	J000000	Y
054	K000000	N
054	L000000	N
054	M000000	Y
054	N000000	N
054	O000000	N
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055	B000000	N
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060	B000000	Y
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062	O000000	0.0
062	P000000	0.0
062	Q000000	0.0

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062	R000000	0.0
063	A000000	0
063	B000000	0.0
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066	B000000	N
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066	E000000	N
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066	G000000	Y
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068	B000000	N
069	000000	N
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	PAGE	6
070	A020000	Y
070	B010000	Y
070	B020000	N
070	C010000	N
070	C020000	N
070	D010000	Y
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070	K020000	Y
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070	L020000	Y
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070	M020000	Y
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070	N020000	Y
070	O010000	Y
070	O020000	N
070	P010000	Y
070	P020000	N
070	Q010000	N
070	Q020000	N
070	R010000	Y
070	R020000	N
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072	B000000	14
072	C000000	1111
072	D000000	0
072	E000000	0
072	F000000	609
072	G000000	61

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072 H000000 0
 072 I000000 44
 072 J000000 12
 072 K000000 0
 072 L000000 14

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072 M000000 34
 072 N000000 0
 072 O000000 0
 072 P000000 0
 072 Q000000 33
 072 R000000 20
 072 S000000 15
 072 T000000 0
 072 U000000 0
 072 V000000 0
 072 W000000 29
 072 X000000 871
 072 Y000000 140
 072 Z000000 394
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 072BB000000 403
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 072CC020000 0
 072DD010000 9342
 072DD020000 0
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 074 B000000 1610
 074 C000000 0
 074 D000000 0
 074 E000000 0
 074 F000000 65034
 074 G000000 0
 074 H000000 0
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 074 J000000 0
 074 K000000 0
 074 L000000 84
 074 M000000 1
 074 N000000 66729
 074 O000000 0
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 074 Q000000 0
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 074 R020000 0
 074 R030000 0
 074 R040000 1030
 074 S000000 0
 074 T000000 65642
 074 U010000 4727
 074 U020000 0
 074 V010000 13.89

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074 V020000 0.00
 074 W000000 0.0000
 074 X000000 1096
 074 Y000000 0

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075	A000000	0
075	B000000	60939
076	000000	17.95
077	A000000	Y
077	B000000	Y
077	C000000	N
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077	O000000	N
077	P000000	N
077	Q010000	Y
077	Q020000	Y
077	Q030000	N
078	000000	N
080	A000000	NATIONAL UNION FIRE INSURANCE COMPANY
080	C000000	950
081	A000000	Y
081	B000000	3
082	A000000	Y
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083	A000000	N
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085	A000000	Y
085	B000000	N
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086	A020000	0
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086	C020000	0
086	D010000	0
086	D020000	0
086	E010000	0
086	E020000	0
086	F010000	0
086	F020000	0

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087	A010000	CORNERSTONE TOTAL RETURN FUND, INC.
087	A020000	21924U102
087	A030000	CRF
088	A000000	N
088	B000000	N
088	C000000	N
088	D000000	N
SIGNATURE	THOMAS WESTLE	
TITLE	SECRETARY	