



VICTORY FUND HOLDINGS

As of March 31, 2024

VICTORY TAX EXEMPT INTERMEDIATE-TERM FUND

CUSIP	TICKER	SECURITY NAME	SHARES/PAR/CONTRACTS	MARKET VALUE
009730PT3		AKRON ETC 4.00% 11/15/36	1,000,000.00	987,319.18
009730PU0		AKRON ETC 4.00% 11/15/37	800,000.00	781,218.50
009730PV8		AKRON ETC 4.00% 11/15/38	500,000.00	471,030.31
010684AW8		ALACHUA C 4.% 10/01/40	700,000.00	591,041.14
017095AE0		ALLEGANY 5.% 12/01/32	1,390,000.00	1,388,275.54
017095AF7		ALLEGANY 5.% 12/01/37	1,500,000.00	1,515,537.18
017095AG5		ALLEGANY 5.% 12/01/42	1,925,000.00	1,875,037.26
01728A3V6		ALLEGHENY 5.% 04/01/35	7,315,000.00	7,691,150.03
01728A3W4		ALLEGHENY 5.% 04/01/36	8,000,000.00	8,383,743.92
01728A5A0		ALLEGHENY 4.% 07/15/38	1,500,000.00	1,523,287.70
01728A5C6		ALLEGHENY 4.00% 07/15/39	3,495,000.00	3,540,136.98
017357B94		ALLEGHENY 4.% 12/01/33	1,500,000.00	1,539,690.98
017357C28		ALLEGHENY 4.% 12/01/34	1,475,000.00	1,511,913.26
01757LGB6		ALLEN CNT 4.% 08/01/36	5,000,000.00	5,133,255.75
01757LGC4		ALLEN CNT 4.% 08/01/37	10,800,000.00	11,049,131.16
01757LGX8		ALLEN CNTY 4.00% 12/01/40	7,500,000.00	7,633,764.30
01843AAC0		ALLENTOWN 5.75% 06/15/43	600,000.00	628,278.67
038315EV5		APPLING C VRN 09/01/41	13,670,000.00	13,670,000.00
04052BMS0		ARIZONA I 4.00% 12/15/41	955,000.00	785,438.90
04084RBV2		ARKANSAS 5.00% 09/01/37	1,300,000.00	1,354,334.35
04084RBW0		ARKANSAS 5.00% 09/01/38	2,000,000.00	2,073,413.54
04084RBX8		ARKANSAS 5.00% 09/01/39	1,000,000.00	1,031,779.63
041807DD7		ARLINGTON VRN 06/15/56	2,000,000.00	1,982,888.18
04184RCY4		ARLINGTON 5.% 02/15/34	1,500,000.00	1,613,249.93
04184RCZ1		ARLINGTON 5.% 02/15/35	1,500,000.00	1,611,777.08
04184RDA5		ARLINGTON 5.% 02/15/36	3,100,000.00	3,313,384.94
04184RDB3		ARLINGTON 5.% 02/15/37	3,305,000.00	3,516,447.95



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CUSIP	TICKER	SECURITY NAME	SHARES/PAR/CONTRACTS	MARKET VALUE
04184RDC1		ARLINGTON 5.% 02/15/38	4,380,000.00	4,641,851.29
044293BE7		ASHLAND M 4.% 02/01/36	2,410,000.00	2,430,883.04
044293BX5		ASHLAND K 4.00% 02/01/35	470,000.00	480,134.84
044293BZ0		ASHLAND K 4.00% 02/01/37	1,115,000.00	1,125,910.53
048339VH5		ATLANTIC 5.% 03/01/32	630,000.00	658,816.18
048339VJ1		ATLANTIC 5.% 03/01/37	750,000.00	777,270.41
048339VW2		ATLANTIC 5.% 03/01/32	1,660,000.00	1,751,534.81
048339VX0		ATLANTIC 5.% 03/01/37	1,250,000.00	1,310,074.24
052409DR7		AUSTIN CO 5.% 01/01/34	1,105,000.00	1,118,098.18
074851SW7		BEAVER CN 4.% 04/15/30	4,490,000.00	4,625,602.98
08451PAN1		BERKS CO 4.% 11/01/33	1,300,000.00	669,500.00
08451PAP6		BERKS CO 5.% 11/01/34	2,000,000.00	1,030,000.00
08451PAQ4		BERKS CO 5.% 11/01/35	3,000,000.00	1,545,000.00
084538JC2		BERKS CNTY VRN 02/01/40	3,300,000.00	1,792,611.35
09182NCT5		BLACK BEL 5.25% 12/01/53	4,000,000.00	4,323,111.28
09182TCG0		BLACK BEL VRN 02/01/53	12,000,000.00	12,688,086.60
09182TCQ8		BLACK BEL VRN 01/01/54	5,000,000.00	5,358,498.40
09182TCR6		BLACK BEL VRN 06/01/49	4,000,000.00	4,249,762.88
09182TCT2		BLACK BELT VRN 06/01/2049	2,500,000.00	2,534,283.08
09182TDB0		BLACK BEL VRN 10/01/54	3,000,000.00	3,305,360.19
09182TDL8		BLACK BEL VRN 05/01/55	1,500,000.00	1,619,004.93
096391AL1		BLUFFTON 5.% 12/01/31	1,500,000.00	1,567,101.18
096391AM9		BLUFFTON 4.% 12/01/32	1,500,000.00	1,510,408.40
096391AN7		BLUFFTON 4.% 12/01/33	1,600,000.00	1,611,068.48
096391AP2		BLUFFTON 4.% 12/01/34	1,795,000.00	1,805,186.16
09659MAK2		BRD OF MA 5.% 12/01/25	2,740,000.00	2,759,659.06
09659MAM8		BRD OF MA 5.% 12/01/27	2,990,000.00	3,005,963.07



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CUSIP	TICKER	SECURITY NAME	SHARES/PAR/CONTRACTS	MARKET VALUE
09659MAN6		BRD OF MA 5.% 12/01/28	1,640,000.00	1,646,353.08
09659MAP1		BRD OF MA 5.% 12/01/29	1,600,000.00	1,604,163.82
09659MAQ9		BRD OF MA 5.% 12/01/30	1,700,000.00	1,702,398.92
09659MAR7		BRD OF MA 5.25% 12/01/35	5,150,000.00	5,162,730.80
097552TJ2		BOLINGBRO 5.% 01/01/30	1,500,000.00	1,596,598.55
097552TK9		BOLINGBRO 5.% 01/01/31	2,400,000.00	2,554,686.77
097552TL7		BOLINGBRO 5.% 01/01/32	2,350,000.00	2,501,614.90
097552TR4		BOLINGBRO 5.% 01/01/38	1,500,000.00	1,576,771.89
115065XS8		BROWARD S 5.% 07/01/29	2,000,000.00	2,042,053.08
115065XT6		BROWARD S 5.% 07/01/30	2,000,000.00	2,042,084.80
115085AS1		BROWARD C 4.% 09/01/39	7,000,000.00	7,146,678.42
115085AT9		BROWARD C 4.% 09/01/40	9,300,000.00	9,440,056.23
115085AV4		BROWARD C 4.% 09/01/41	6,975,000.00	7,046,114.94
118612MR8		BUCKS CNT 5.% 10/01/30	325,000.00	333,322.65
118612MS6		BUCKS CNT 5.% 10/01/31	450,000.00	461,547.52
118612MV9		BUCKS CNT 5.% 10/01/37	2,260,000.00	2,297,575.57
12008ESY3		BUILD NYC 5.% 07/01/42	500,000.00	507,460.75
12008EUG9		BUILD NYC 4.5% 06/15/43	700,000.00	678,701.20
12008EUS3		BUILD NYC 6.75% 04/15/43	1,810,000.00	1,914,206.19
121342NR6		BURKE DEV VRN 01/01/40	6,500,000.00	6,298,568.06
121342QC6		BURKE CO 2.2% 10/01/32	1,850,000.00	1,580,111.88
121342QE2		BURKE CO VRN 10/01/32	2,500,000.00	2,514,795.30
123592DQ7		BUTLER CO 5.% 07/01/35	1,885,000.00	1,893,474.24
13013JDG8		CA CMNTY VRN 11/01/54	1,000,000.00	1,075,555.34
13032UK72		CA HLTH F 5.% 11/15/38	1,500,000.00	1,619,432.49
13032UK80		CA HLTH F 5.% 11/15/43	1,500,000.00	1,579,581.75
13058TLH1		CA SCH FI 5.00% 08/01/31	50,000.00	51,201.26



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13058TLJ7		CA SCH FI 5.00% 08/01/36	150,000.00	153,603.78
13058TLX6		CA SCH FI 5.00% 08/01/31	450,000.00	452,039.23
13058TLY4		CA SCH FI 5.00% 08/01/36	1,450,000.00	1,467,231.03
13068LNR2		CA PUBLIC 5.% 10/01/31	11,465,000.00	11,569,031.92
13077DNV0		CA ST UNI 5.00% 11/01/29	165,000.00	166,553.40
13078RGE4		CA STATEW 5.% 05/15/32	1,250,000.00	1,287,302.50
13078RGF1		CA STATEW 5.% 05/15/33	2,000,000.00	2,059,752.66
13078RGG9		CA STATEW 5.% 05/15/34	1,250,000.00	1,292,332.94
13078RGH7		CA STATEW 5.% 05/15/35	2,000,000.00	2,064,972.68
131393TW0		CALUMET C 4.5% 03/01/43	1,000,000.00	1,011,442.49
139372RH1		CAPE CORA 4.% 10/01/35	1,485,000.00	1,515,794.79
139372RJ7		CAPE CORA 4.% 10/01/36	1,400,000.00	1,424,303.68
139372RK4		CAPE CORA 4.% 10/01/37	3,000,000.00	3,042,241.05
139404FK8		CAPE GIRA 6.% 03/01/33	1,780,000.00	1,818,291.75
139404GS0		CAPE GIRA 5.% 03/01/32	500,000.00	522,796.86
139404GT8		CAPE GIRA 5.% 03/01/36	750,000.00	778,221.42
139404HR1		CAPE GIRA 4.% 03/01/41	750,000.00	734,954.39
140427BY0		CAPITAL P 5.% 11/01/42	1,000,000.00	1,019,509.12
140427BZ7		CAPITAL P 5.% 11/01/43	1,000,000.00	1,013,853.15
14054CFJ3		CAPITAL T 6.% 05/01/43	3,710,000.00	3,702,574.18
145810DM6		CARSON CI 5.% 09/01/29	620,000.00	646,258.94
145810DP9		CARSON CI 5.% 09/01/31	1,000,000.00	1,039,760.13
145810DR5		CARSON CI 5.% 09/01/33	1,000,000.00	1,038,702.55
145810DT1		CARSON CI 5.% 09/01/37	1,950,000.00	2,006,446.92
14760RAQ4		CASINO RE 5.% 11/01/29	1,000,000.00	1,009,457.02
14760RAR2		CASINO RE 5.% 11/01/30	1,000,000.00	1,009,452.67
152241AY1		CENTERVIL 5.25% 11/01/37	2,250,000.00	2,120,077.73



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154871CN5		CENTRL PL 5.% 09/01/37	3,210,000.00	3,446,842.56
154871CU9		CENTRL PL VRN 05/01/53	17,000,000.00	17,779,973.77
155498CA4		CENT TX R .% 01/01/26	2,535,000.00	2,387,874.18
156792E22		CERRITOS .% 08/01/25	1,510,000.00	1,449,683.07
156792FB4		CERRITOS .% 08/01/27	1,000,000.00	909,522.32
156792FC2		CERRITOS .% 08/01/28	1,000,000.00	879,780.43
158249LV2		CHAMPAIGN 4.00% 06/01/34	1,000,000.00	1,028,255.23
158249LW0		CHAMPAIGN 4.00% 06/01/35	1,290,000.00	1,321,864.39
158249LX8		CHAMPAIGN 4.00% 06/01/36	1,575,000.00	1,604,665.00
16532VBM5		CHESAPEAKE VA4% 07/01/36	1,175,000.00	1,187,732.07
16532VBN3		CHESAPEAKE VA 4% 7/01/37	1,205,000.00	1,218,379.37
165588CX0		CHESTER C 5.% 10/01/34	1,000,000.00	1,002,608.03
165588DK7		CHESTER C 5.125% 10/15/37	2,750,000.00	2,670,881.48
165588FL3		CHESTER C 5.625% 10/15/42	8,875,000.00	8,735,816.93
167486P78		CHICAGO 5.5% 01/01/41	1,500,000.00	1,620,376.17
167505WH5		CHICAGO B .% 12/01/25	1,600,000.00	1,493,280.88
167505WJ1		CHICAGO B .% 12/01/26	3,700,000.00	3,320,145.05
167505XQ4		CHICAGO I 5.00% 12/01/39	4,700,000.00	4,889,968.97
167505XZ4		CHICAGO B 5.00% 12/01/43	7,965,000.00	8,240,364.07
167505YK6		CHICAGO 4.00% 12/01/2040	21,900,000.00	20,577,973.21
167505YL4		CHICAGO B 4.% 12/01/41	8,710,000.00	8,164,825.60
167510BG0		CHICAGO B 5.5% 04/01/43	5,000,000.00	5,551,246.65
167562QT7		CHICAGO M 4.% 01/01/34	3,500,000.00	3,542,716.07
167562QU4		CHICAGO M 4.% 01/01/35	3,000,000.00	3,033,945.48
167593N99		CHICAGO O 4.% 01/01/36	2,000,000.00	2,068,034.82
167593P30		CHICAGO O 4.00% 01/01/38	1,000,000.00	1,023,381.96
167593RK0		CHICAGO A 5.% 01/01/33	11,560,000.00	11,729,753.05



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167593RL8		CHICAGO A 5.% 01/01/34	5,675,000.00	5,744,406.50
167615G31		CHICAGO 4.00% 01/01/34	1,200,000.00	1,229,605.50
167615G56		CHICAGO P 4.00% 01/01/36	1,300,000.00	1,318,758.01
167615G64		CHICAGO 5.00% 01/01/37	2,000,000.00	2,126,964.12
167615G72		CHICAGO 4.00% 01/01/38	1,750,000.00	1,751,758.38
167615G80		CHICAGO 5.00% 01/01/39	1,500,000.00	1,575,492.68
167615G98		CHICAGO 5.00% 01/01/40	1,125,000.00	1,175,047.36
167686AK0		CHICAGO - 3.04% 12/01/28	270,000.00	256,868.44
167686AL8		CHICAGO - 3.2% 12/01/29	325,000.00	309,484.96
167686AM6		CHICAGO - 3.29% 12/01/30	350,000.00	332,818.38
167686AN4		CHICAGO - 3.38% 12/01/31	373,000.00	354,172.57
167686AP9		CHICAGO - 3.45% 12/01/32	300,000.00	284,429.67
167727VE3		CHICAGO W 5.% 01/01/31	1,000,000.00	1,000,770.49
167727VF0		CHICAGO W 5.% 01/01/32	1,000,000.00	1,000,772.86
167727WS1		CHICAGO W 5.% 01/01/33	3,500,000.00	3,540,763.28
167727WT9		CHICAGO WS 5 1/1/2034	1,000,000.00	1,013,491.74
167727WU6		CHICAGO W 5.% 01/01/35	1,250,000.00	1,267,256.74
167727ZE9		CHICAGO I 5.% 01/01/35	8,000,000.00	8,363,897.12
167736C21		CHICAGO W 5.% 11/01/31	2,000,000.00	2,013,047.18
167736C47		CHICAGO W 5.% 11/01/33	2,000,000.00	2,013,476.10
167736L47		CHICAGO W 5.25% 11/01/34	2,105,000.00	2,277,605.77
167736L54		CHICAGO W 5.25% 11/01/35	1,635,000.00	1,769,569.66
167736L62		CHICAGO W 5.% 11/01/36	2,665,000.00	2,788,428.25
167736P84		CHICAGO-R 5.% 11/01/36	3,145,000.00	3,348,047.24
167736P92		CHICAGO-R 5.% 11/01/37	2,500,000.00	2,655,097.78
17877SAN2		CITYPLACE VRN 05/01/33	3,470,000.00	3,483,245.48
17877SAP7		CITYPLACE VRN 05/01/38	7,900,000.00	8,076,543.99



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179027WN3		CLACKAMAS 5.% 11/15/32	1,000,000.00	1,009,088.52
179027WP8		CLACKAMAS 5.% 11/15/37	500,000.00	498,331.15
18085PQG2		CLARK CO 5.% 07/01/32	20,470,000.00	20,554,026.07
18085PQH0		CLARK CO 5.% 07/01/33	10,845,000.00	10,889,535.21
187145ET0		CLIFTON H 4.% 08/15/32	1,300,000.00	1,319,631.31
187145KH9		CLIFTON T 4.% 08/15/33	2,130,000.00	2,206,914.30
187145KJ5		CLIFTON T 4.% 08/15/34	2,275,000.00	2,353,104.71
187145KK2		CLIFTON T 4.% 08/15/35	2,375,000.00	2,445,497.29
187145KL0		CLIFTON T 4.% 08/15/36	3,710,000.00	3,797,483.54
187145KM8		CLIFTON T 4.% 08/15/37	3,860,000.00	3,929,214.47
187145KN6		CLIFTON T 4.% 08/15/38	4,015,000.00	4,064,791.42
187145KQ9		CLIFTON T 4.% 08/15/39	4,305,000.00	4,336,693.67
187145PA9		CLIFTON H 4.% 08/15/38	1,085,000.00	1,043,605.16
187145PB7		CLIFTON H 4.% 08/15/39	1,130,000.00	1,073,218.26
187145PC5		CLIFTON H 4.% 08/15/40	1,180,000.00	1,106,964.63
187145PD3		CLIFTON H 4.% 08/15/41	1,225,000.00	1,136,907.70
187145PE1		CLIFTON H 4.% 08/15/42	1,035,000.00	950,363.13
190784AB4		COBB CNTY VRN 04/01/33	4,975,000.00	4,513,537.16
19645UPU2		CO EDUCTN 4.25% 07/01/43	3,000,000.00	2,880,082.86
19648AV77		COLORADO 5.% 12/01/28	1,000,000.00	1,003,945.69
19648AW27		COLORADO 5.% 12/01/35	4,000,000.00	4,016,394.36
19648AW43		COLORADO 5.% 12/01/29	1,500,000.00	1,506,527.72
19648FJY1		COMMON 4.00% 8/1/38	1,000,000.00	1,010,947.27
19648FJZ8		COMMON 4.00% 8/1/39	1,250,000.00	1,251,944.25
19648FPP3		COLORADO 4.% 11/01/39	3,500,000.00	3,546,594.94
19648FRV8		COLORADO 4.00% 12/01/40	2,000,000.00	1,803,191.84
19648FWR1		COLORADO 5.00% 11/01/41	2,500,000.00	2,747,220.60



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20281PJQ6		CMWLTH FI 5.% 06/01/34	5,000,000.00	5,110,136.40
20772KGF0		CONNECTIC 4.% 04/15/37	1,825,000.00	1,880,356.52
20774Y4L8		CONNECTIC 5.% 07/01/32	1,950,000.00	2,025,654.44
20774Y4N4		CONNECTIC 5.% 07/01/34	725,000.00	753,209.03
20774Y4P9		CONNECTIC 5.% 07/01/35	1,170,000.00	1,213,683.71
20774Y4Q7		CONNECTIC 5.% 07/01/36	1,125,000.00	1,162,492.56
20774Y4R5		CONNECTIC 5.% 07/01/37	1,275,000.00	1,312,613.05
20774YQJ9		CT HLTH & 5.% 07/01/34	10,000,000.00	10,038,819.90
20775DCL4		CONNECTICUT 5.00% 7/1/33	2,000,000.00	2,120,706.78
20775DCR1		CONNECTIC 4.00% 07/01/38	7,000,000.00	6,772,108.00
20775DFB3		CONNECTIC 4.00% 07/01/38	2,000,000.00	2,026,836.86
20775DFC1		CONNECTIC 4.00% 07/01/39	2,000,000.00	2,018,249.20
213185KM2		COOK COUN 5.% 11/15/31	2,500,000.00	2,624,150.85
213185LH2		COOK CNTY 5.% 11/15/34	2,000,000.00	2,096,333.00
213185LJ8		COOK CNTY 5.% 11/15/35	2,000,000.00	2,094,316.40
213187EJ2		COOK CO C 5.% 12/01/43	1,650,000.00	1,783,670.36
213248BE6		COOK CO S 4.% 11/15/34	3,750,000.00	3,831,261.08
213248BF3		COOK CO S 5.% 11/15/35	7,000,000.00	7,429,953.79
213248BG1		COOK CO S 5.% 11/15/36	5,000,000.00	5,281,670.40
220245YR9		CORPUS CH 4.% 07/15/32	1,800,000.00	1,830,249.90
220245YS7		CORPUS CH 4.% 07/15/33	1,100,000.00	1,118,342.46
220245YT5		CORPUS CH 4.% 07/15/34	1,050,000.00	1,066,935.37
220245YU2		CORPUS CH 4.% 07/15/35	1,000,000.00	1,014,429.32
230614NY1		PENN STAT 4.0%0 11/01/36	1,250,000.00	1,263,125.14
230614NZ8		PENN STAT 4.00% 11/01/37	2,130,000.00	2,145,907.24
2322655K0		CUYAHOGA 4.% 02/15/29	7,430,000.00	7,304,096.12
2322655P9		CUYAHOGA 5.% 02/15/37	4,000,000.00	4,073,957.52



VICTORY FUND HOLDINGS

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VICTORY TAX EXEMPT INTERMEDIATE-TERM FUND

CUSIP	TICKER	SECURITY NAME	SHARES/PAR/CONTRACTS	MARKET VALUE
23825EDS0		DAUPHIN G 4.% 06/01/30	2,000,000.00	2,025,099.02
23825EDT8		DAUPHIN G 4.% 06/01/31	1,000,000.00	1,019,561.54
246008PNO		DELAWARE 5.% 10/01/30	1,200,000.00	1,227,724.92
246008PP5		DELAWARE 5.00% 10/01/35	2,220,000.00	2,289,330.96
246008PQ3		DELAWARE 5.00% 10/01/39	2,250,000.00	2,263,824.41
246343LE5		DE RIVER 5.% 07/01/34	3,000,000.00	3,179,932.26
24918EEA4		DENVER HL 5.% 12/01/34	7,355,000.00	7,569,480.77
24918EEH9		DENVER HL 4.% 12/01/37	1,250,000.00	1,186,462.50
24918EEK2		DENVER HL 4.% 12/01/38	1,250,000.00	1,173,741.34
24918EEL0		DENVER CO 4.00% 12/01/39	1,000,000.00	927,973.10
251135GN3		DETROIT M 5.% 07/01/36	1,000,000.00	1,001,036.30
251135GP8		DETROIT M 5.% 07/01/37	2,000,000.00	2,001,942.44
25483VVN1		DIST OF C 5.% 07/01/39	800,000.00	825,310.73
25483VWB6		COLUMBIA 4.00% 07/01/39	1,000,000.00	970,851.82
259234CF7		DOUGLAS H 5.% 11/01/28	1,250,000.00	1,278,978.44
259234CH3		DOUGLAS H 5.% 11/01/30	1,600,000.00	1,636,938.48
26118RAJ3		DOWNTOWN 5.% 09/01/29	1,215,000.00	1,230,210.21
26118RAK0		DOWNTOWN 5.% 09/01/30	1,380,000.00	1,396,766.01
26118RAL8		DOWNTOWN 5.% 09/01/31	2,000,000.00	2,024,338.08
26118RAM6		DOWNTOWN 5.% 09/01/32	1,500,000.00	1,518,295.91
26118RAN4		DOWNTOWN 5.% 09/01/33	2,680,000.00	2,712,757.99
282726DN5		EL CAMINO .% 08/01/26	6,810,000.00	6,325,925.86
282726DP0		EL CAMINO .% 08/01/27	7,665,000.00	6,917,919.81
282726DQ8		EL CAMINO .% 08/01/28	5,500,000.00	4,829,452.93
292723AK9		S E ENERG VRN 11/01/53	5,000,000.00	5,425,448.25
292723AY9		ENERGY SE VRN 04/01/54	2,000,000.00	2,229,830.62
295425TE2		ERIE PA C 4.% 04/01/33	1,150,000.00	1,194,365.88



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VICTORY TAX EXEMPT INTERMEDIATE-TERM FUND

CUSIP	TICKER	SECURITY NAME	SHARES/PAR/CONTRACTS	MARKET VALUE
296110FX2		ESCAMBIA FL 5.00% 8/15/35	3,100,000.00	3,254,929.04
296110GC7		ESCAMBIA 5.00% 08/15/40	2,900,000.00	2,968,553.74
29681CBE7		ESSEX CNT 4.% 06/15/38	550,000.00	550,013.30
311450FW5		FARMINGTO 2.15% 04/01/33	10,000,000.00	8,153,669.00
339511ET0		FLINT 4.00% 7/1/2032	2,525,000.00	2,462,954.77
339511EU7		FLINT 4.00% 7/1/2032	2,620,000.00	2,540,257.42
339511EV5		FLINT 4.00% 7/1/2032	2,730,000.00	2,633,656.44
339511EW3		FLINT HOS 4.00% 07/01/35	1,635,000.00	1,567,210.09
339511EX1		FLINT HOS 4.00% 07/01/38	1,855,000.00	1,741,459.36
34061QBF3		FLORIDA D 4.00% 11/15/39	5,260,000.00	5,303,491.94
34061QBP1		FLORIDA D 5.% 02/01/40	2,845,000.00	2,804,447.17
34061QCR6		FLORIDA D 5.% 08/01/43	1,500,000.00	1,608,942.84
34061QCS4		FLORIDA D 5.% 08/01/44	1,500,000.00	1,597,719.50
34061UFV5		FL DEV FI 5.% 06/15/35	1,000,000.00	1,023,468.78
34061UFW3		FL DEV FI 5.% 06/15/40	1,650,000.00	1,666,745.85
34061UKL1		FL ST DEV 5.% 06/15/42	2,250,000.00	2,267,195.15
34073TLM7		FL HIGHER 5.% 03/01/39	7,055,000.00	5,115,850.85
34073TNA1		FLORIDA I 4.00% 10/01/39	800,000.00	755,482.18
34073TND5		FLORIDA I 5.00% 10/01/35	1,250,000.00	1,308,566.09
34073TNE3		FLORIDA I 5.00% 10/01/36	1,000,000.00	1,041,795.81
34073TNF0		FLORIDA I 4.00% 10/01/37	1,000,000.00	966,778.03
34073TNG8		FLORIDA I 4.00% 10/01/38	750,000.00	716,670.11
345105HZ6		FOOTHILL .% 01/15/35	5,500,000.00	3,784,491.10
346668DH6		FORSYTH-A VRN 03/01/31	8,500,000.00	8,288,904.63
358184PU7		FRESNO FI 5.% 04/01/32	1,000,000.00	1,060,830.46
358184PX1		FRESNO FI 5.% 04/01/35	1,000,000.00	1,061,423.87
358184PY9		FRESNO FI 5.% 04/01/36	420,000.00	445,596.86



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CUSIP	TICKER	SECURITY NAME	SHARES/PAR/CONTRACTS	MARKET VALUE
363128CT4		GAITHERSB 5.% 01/01/33	3,000,000.00	3,026,669.76
363128CU1		GAITHERSB 5.% 01/01/36	1,000,000.00	1,001,808.17
363433AZ6		GALESBURG 4.% 10/01/36	1,125,000.00	1,062,970.59
363433BA0		GALESBURG 4.% 10/01/41	1,475,000.00	1,286,989.15
37255MAB1		GEO L SMI 4.% 01/01/36	1,000,000.00	1,017,320.25
37546ABL3		GILBERTS 5.% 03/01/30	5,221,000.00	5,299,549.21
380037GZ8		GLYNN BRU 4.% 08/01/36	1,840,000.00	1,823,184.06
380037HA2		GLYNN BRU 4.% 08/01/37	1,500,000.00	1,485,665.93
38546WDH0		GRAND FOR 4.% 12/01/36	2,475,000.00	2,398,799.40
38546WDK3		GRAND FOR 4.% 12/01/38	1,100,000.00	1,047,088.35
38546WDM9		GRAND FOR 4.% 12/01/40	1,700,000.00	1,597,141.01
38546WDN7		GRAND FOR 4.% 12/01/41	1,750,000.00	1,633,230.85
38546WEM8		GRAND FOR 5.% 12/01/42	350,000.00	377,871.16
38546WEN6		GRAND FOR 5.% 12/01/43	695,000.00	746,394.85
39081JBB3		GREAT LAK 4.% 07/01/32	13,560,000.00	13,801,087.44
396649ET8		GREENEVIL 5.% 07/01/35	2,710,000.00	2,875,581.03
396649EU5		GREENEVIL 5.% 07/01/36	3,000,000.00	3,168,611.07
396649EV3		GREENEVIL 5.% 07/01/37	3,500,000.00	3,682,343.56
400653HG9		GUAM PWR 5.% 10/01/29	1,000,000.00	1,003,981.63
400653HH7		GUAM PWR 5.% 10/01/30	1,000,000.00	1,003,987.35
400653HJ3		GUAM PWR 5.% 10/01/31	695,000.00	697,776.57
400653HK0		GUAM PWR 5.% 10/01/32	1,000,000.00	1,005,918.43
40065FAY0		GUAM WTRW 5.% 07/01/28	1,000,000.00	1,002,371.98
40065FBN3		GUAM WTRW 5.% 07/01/24	600,000.00	601,876.28
40065FBP8		GUAM WTRW 5.% 07/01/25	750,000.00	752,345.36
40065FBQ6		GUAM WTRW 5.% 07/01/29	1,000,000.00	1,003,127.14
40065HDN7		GUAM GOVT 5.% 12/01/30	1,500,000.00	1,532,253.80



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CUSIP	TICKER	SECURITY NAME	SHARES/PAR/CONTRACTS	MARKET VALUE
40065HDP2		GUAM GOVT 5.% 12/01/31	2,000,000.00	2,039,947.50
405815LG4		HALIFAX H 5.% 06/01/36	2,750,000.00	2,811,843.32
4067927D7		HAMDEN-A- 5.% 08/15/30	1,200,000.00	1,280,254.57
407272X81		HAMILTON 5.00% 09/15/39	1,375,000.00	1,391,899.01
407272X99		HAMILTON OH 5.00% 9/15/40	1,100,000.00	1,110,289.93
40727RBR8		HAMILTON 5.% 01/01/31	1,350,000.00	1,356,480.26
40727RBS6		HAMILTON 5.% 01/01/36	1,400,000.00	1,395,730.63
40727RCK2		HAMILTON 5.5% 01/01/43	750,000.00	758,721.83
407287KN0		HAMILTON .% 12/01/25	4,365,000.00	4,124,994.93
408395SA0		HAMMOND S 5.% 07/15/33	1,165,000.00	1,250,408.75
408395SB8		HAMMOND S 5.% 07/15/34	1,000,000.00	1,073,108.67
408395SC6		HAMMOND S 5.% 07/15/35	1,250,000.00	1,337,157.44
408395SD4		HAMMOND S 5.% 07/15/38	3,000,000.00	3,172,380.99
41154VAJ8		HARBOR PO 5.% 04/01/30	9,100,000.00	9,222,361.06
412003AC9		OHIO NORT 5.25% 05/01/40	2,000,000.00	1,911,245.88
414009EZ9		HARRIS CU 5.% 06/01/28	1,400,000.00	1,358,469.11
414009MR8		HARRIS CNTY VRN 12/1/49	3,330,000.00	3,323,165.31
414962QZ6		HARRIS CO 5.% 03/01/30	750,000.00	760,493.54
414962RA0		HARRIS CO 5.% 03/01/31	2,030,000.00	2,058,431.19
414962RB8		HARRIS CO 5.% 03/01/32	2,500,000.00	2,535,050.78
416489UY6		HARTFORD 5.% 07/15/33	750,000.00	817,598.93
416489UZ3		HARTFORD 5.% 07/15/34	1,000,000.00	1,089,651.41
416489VA7		HARTFORD 5.% 07/15/35	750,000.00	814,971.37
416489VB5		HARTFORD 5.% 07/15/36	1,000,000.00	1,080,445.18
416489VC3		HARTFORD 4.% 07/15/37	1,000,000.00	1,024,276.43
44237NGS5		HOUSTON-R 5.% 09/01/29	2,300,000.00	2,313,584.31
44237NGT3		HOUSTON-R 5.% 09/01/30	1,000,000.00	1,005,918.73



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CUSIP	TICKER	SECURITY NAME	SHARES/PAR/CONTRACTS	MARKET VALUE
44237NHS4		HOUSTON-R 5.% 09/01/32	5,615,000.00	5,648,380.16
44237NHT2		HOUSTON-R 5.% 09/01/33	5,345,000.00	5,376,841.98
44237NHU9		HOUSTON-R 5.% 09/01/34	2,150,000.00	2,162,834.19
44237NHV7		HOUSTON-R 5.% 09/01/35	1,575,000.00	1,584,418.97
442577DZ2		HOWARD CO 1.60% 06/01/29	3,000,000.00	2,710,811.46
44420RBC3		HUDSON NY 5.% 02/15/38	2,500,000.00	2,612,145.80
44706HDS3		HUNTSVILL 4.00% 06/01/39	2,000,000.00	2,018,597.86
44706HDT1		HUNTSVILL 4.00% 06/01/40	2,555,000.00	2,565,069.36
451295ZU6		ID HLTH F 5.% 03/01/35	5,805,000.00	6,214,347.47
451295ZV4		ID HLTH F 5.% 03/01/36	7,520,000.00	8,010,709.40
45129WQG8		ID HSG & 4.00% 07/15/38	3,000,000.00	3,063,332.52
452017AL0		ILLINOIS 5.% 10/01/35	600,000.00	647,898.52
452017AN6		ILLINOIS 5.% 10/01/37	700,000.00	747,599.54
452017AQ9		ILLINOIS 5.% 10/01/39	700,000.00	740,028.47
45201QCY8		IL EDU FA 4.45% 11/01/36	4,500,000.00	4,646,075.27
45201QCZ5		ILLINOIS 4.% 11/01/36	9,750,000.00	9,932,945.69
45201QDA9		ILLINOIS 3.9% 11/01/36	2,220,000.00	2,280,371.50
452024JB9		IL MUN EL 4.% 02/01/33	14,650,000.00	14,705,880.81
45202WAH3		IL FIN AU 3.9% 03/01/30	20,000,000.00	20,016,085.80
452031AP2		IL FIN AU 4.00% 10/01/40	1,000,000.00	933,539.35
45203EAE9		ILLINOIS VRN 10/01/39	14,000,000.00	12,878,475.82
45203H5C2		IL FIN AU 5.% 11/15/34	3,700,000.00	3,758,884.91
45203H5D0		IL FIN AU 5.% 11/15/35	3,000,000.00	3,048,057.39
45203H6Y3		ILLINOIS 5.% 05/15/36	1,400,000.00	660,522.56
45203H7A4		ILLINOIS 5.% 05/15/31	1,875,000.00	900,820.05
45203H8X3		IL FIN AU 4.% 05/15/27	2,485,000.00	2,440,568.52
45203HU67		ILLINOIS 5.% 05/15/30	1,000,000.00	1,000,838.32



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CUSIP	TICKER	SECURITY NAME	SHARES/PAR/CONTRACTS	MARKET VALUE
45203HV41		ILLINOIS 5.% 05/15/35	1,100,000.00	1,098,117.35
45203HY48		ILLINOIS 5.% 08/15/35	4,000,000.00	4,054,491.88
45203HZQ8		IL FIN AU 5.% 09/01/34	3,385,000.00	3,405,097.39
45203KAN5		IL FIN AU 5.% 02/15/37	1,000,000.00	1,009,433.75
45204EA57		IL FIN AU 0.00% 02/15/27	7,650,000.00	1,439,023.06
45204EBU1		ILLINOIS 5.% 12/01/34	3,500,000.00	3,597,884.22
45204EBV9		ILLINOIS 4.% 12/01/35	5,000,000.00	5,012,879.55
45204EBZ0		ILLINOIS 4.% 12/01/36	3,000,000.00	3,008,180.01
45204EFG8		ILLINOIS 4.% 02/15/36	18,000,000.00	18,334,063.98
45204EHR2		IL ST FIN 4.% 10/01/31	1,000,000.00	1,016,627.43
45204EHS0		IL ST FIN 4.% 10/01/32	1,000,000.00	1,021,797.10
45204EHU5		IL ST FIN 4.% 10/01/34	1,000,000.00	1,021,833.88
45204EJ82		IL FIN AU 5.4% 04/01/27	1,435,000.00	1,426,122.67
45204FNJ0		ILLINOIS 4.% 08/01/39	1,850,000.00	1,753,214.73
45204FNK7		ILLINOIS 4.% 08/01/40	3,780,000.00	3,574,046.93
45204FNL5		ILLINOIS 4.% 08/01/41	1,935,000.00	1,825,574.30
45204FNM3		ILLINOIS 4.% 08/01/43	2,105,000.00	1,970,886.39
452143FC9		IL SPORTS 5.25% 06/15/30	3,000,000.00	3,011,083.59
452143FD7		IL SPORTS 5.25% 06/15/31	5,000,000.00	5,018,425.00
452143FE5		IL SPORTS 5.25% 06/15/32	5,000,000.00	5,023,294.45
452143FL9		ILLINOIS 5.00% 06/15/30	1,025,000.00	1,093,054.28
4521525M9		ILLINOIS ST 5.00% 11/1/32	10,000,000.00	10,930,365.80
452152VH1		ILLINOIS 5.25% 02/01/31	9,000,000.00	9,023,242.23
452153FK0		ILLINOIS 5.25% 05/01/2043	2,500,000.00	2,719,079.60
452252KN8		IL TOLL H 5.% 01/01/34	5,870,000.00	6,019,246.75
452252KP3		IL TOLL H 5.% 01/01/35	5,600,000.00	5,742,457.95
452252KQ1		IL TOLL H 5.% 01/01/36	7,000,000.00	7,178,246.53



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CUSIP	TICKER	SECURITY NAME	SHARES/PAR/CONTRACTS	MARKET VALUE
452252LG2		IL TOLL H 5.% 12/01/32	5,000,000.00	5,150,261.70
45462TJT0		INDIANA B 0% 01/15/30	740,000.00	577,186.34
45462TJU7		INDIANA B 0% 07/15/30	750,000.00	572,716.25
45462TJW3		INDIANA B 0% 07/15/31	1,490,000.00	1,089,663.33
45462TJY9		INDIANA B 0% 07/15/32	1,400,000.00	978,869.19
45470ECQ6		INDIANA F 5.% 07/01/40	6,240,000.00	6,585,801.27
45470ECR4		INDIANA F 5.% 07/01/42	7,240,000.00	7,575,620.55
45471CBG2		IN FIN AU 4.% 04/01/42	2,400,000.00	2,151,526.97
45471CBQ0		IN FIN AU 4.% 04/01/35	1,210,000.00	1,173,192.63
45471CBR8		IN FIN AU 4.% 04/01/36	1,255,000.00	1,201,770.40
45471CBS6		IN FIN AU 4.% 04/01/37	1,310,000.00	1,238,489.50
45471CBT4		IN FIN AU 4.% 04/01/38	2,045,000.00	1,908,308.03
45471CBU1		IN FIN AU 4.% 04/01/39	1,625,000.00	1,497,484.38
45471CBV9		IN FIN AU 4.% 04/01/40	2,215,000.00	2,016,641.12
45471CBW7		IN FIN AU 4.% 04/01/41	2,305,000.00	2,083,896.42
45471FAE1		INDIANA F 5.% 06/01/43	855,000.00	903,840.91
455059AG0		INDIANA S 3.125% 12/01/24	6,000,000.00	5,972,154.72
455059AK1		INDIANA F 1.4% 08/01/29	7,000,000.00	6,167,289.87
45506D3U7		DEPAUW 4.00% 07/01/36	3,660,000.00	3,689,849.75
45506D3W3		DEPAUW 4.00% 07/01/2038	4,030,000.00	3,993,475.34
45506D3X1		DEPAUW 4.00% 07/01/2039	3,605,000.00	3,522,619.30
45506DA54		INDIANA S 5.% 09/01/30	1,250,000.00	1,303,402.04
45506DA62		INDIANA S 5.% 09/01/31	1,500,000.00	1,564,107.17
45506DU94		INDIANA S 5.% 11/15/33	2,000,000.00	2,057,442.62
45506DV28		INDIANA S 5.% 11/15/38	3,000,000.00	3,022,325.82
45506EBU6		INDIANA S 4.% 11/15/41	8,400,000.00	7,507,186.01
45506EED1		IN FIN AU 4.% 11/15/43	1,505,000.00	1,282,118.83



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CUSIP	TICKER	SECURITY NAME	SHARES/PAR/CONTRACTS	MARKET VALUE
45663NBU5		INFIRMARY 5.% 02/01/36	8,000,000.00	8,247,115.44
462466FW8		IA FIN AU 4.% 08/15/35	5,425,000.00	5,456,726.27
462466FX6		IA FIN AU 4.% 08/15/36	15,105,000.00	15,127,914.74
46247DAE7		IOWA HIGH 4.75% 10/01/42	1,500,000.00	1,535,144.01
46360RPY7		IRVINE IM 5.% 09/02/29	1,000,000.00	1,005,230.48
472682ZQ9		JEFFERSON 5.25% 10/01/45	3,000,000.00	3,265,196.70
478232PG0		JOHNSON C 5.25% 09/27/24	7,360,943.00	7,372,671.93
485722AL6		KARNES CO 5.% 02/01/29	4,000,000.00	4,003,480.52
485722AM4		KARNES CO 5.% 02/01/34	4,000,000.00	4,002,869.28
488764XF3		KENDALL S 5.% 02/01/35	5,000,000.00	5,136,671.45
488764XG1		KENDALL S 5.% 02/01/36	6,000,000.00	6,165,618.42
49126KLC3		KENTUCKY 5.% 08/15/41	480,000.00	490,526.88
49126PEF3		KENTUCKY VRN 02/01/46	20,000,000.00	20,025,639.40
49126PFD7		KY ECON D 5.% 05/15/26	4,250,000.00	4,160,950.13
49126PFE5		KY ECON D 5.% 05/15/31	3,205,000.00	2,851,642.34
49126VCF2		KY ECON-B .% 10/01/24	6,130,000.00	6,021,105.88
491501ER9		KENTUCKY VRN 09/01/42	7,000,000.00	6,911,076.76
49151FD31		KENTUCKY 4.00% 11/1/36	2,000,000.00	2,048,712.00
49151FD56		KENTUCKY 4.00% 11/1/38	500,000.00	507,196.09
49151FML1		KY PROP & 5.% 02/01/32	2,000,000.00	2,072,653.36
49151FMM9		KY PROP & 5.% 02/01/33	2,250,000.00	2,325,372.05
49151FZJ2		KY PPTY & 5.% 05/01/37	5,000,000.00	5,335,804.75
494791UA2		KING CO P 5.25% 12/01/45	2,500,000.00	2,722,271.93
499526AK7		KNOX CO H 5.% 07/01/39	450,000.00	490,235.06
499526AL5		KNOX CO H 5.% 07/01/40	420,000.00	455,520.81
499526AM3		KNOX CO H 5.% 07/01/41	825,000.00	892,510.68
499526AN1		KNOX CO H 5.% 07/01/42	1,100,000.00	1,186,706.99



VICTORY FUND HOLDINGS

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VICTORY TAX EXEMPT INTERMEDIATE-TERM FUND

CUSIP	TICKER	SECURITY NAME	SHARES/PAR/CONTRACTS	MARKET VALUE
499526AP6		KNOX CO H 5.% 07/01/43	550,000.00	591,004.40
499526AQ4		KNOX CO H 5.% 07/01/44	625,000.00	668,018.39
50825JLE4		LAKE CO S 5.% 06/01/29	1,250,000.00	1,252,881.63
50825JLF1		LAKE CO S 5.% 06/01/30	2,225,000.00	2,230,129.29
514273AC5		LANCASTER 5.% 10/01/42	3,360,000.00	3,435,118.08
517039TP8		LAREDO TX 4.% 03/01/32	740,000.00	750,877.27
517039TQ6		LAREDO TX 4.% 03/01/33	1,000,000.00	1,014,753.80
517039TR4		LAREDO TX 4.% 03/01/34	1,000,000.00	1,014,807.36
517039TT0		LAREDO TX 4.% 03/01/36	1,500,000.00	1,520,508.96
517704EQ1		LAS VEGAS 4.% 07/01/33	2,000,000.00	2,040,755.32
517704ER9		LAS VEGAS 4.% 07/01/34	4,560,000.00	4,649,644.90
518324AS7		LATROBE I 4.% 03/01/40	250,000.00	217,367.88
518324AT5		LATROBE I 4.% 03/01/41	250,000.00	215,054.32
518324AU2		LATROBE I 4.% 03/01/46	750,000.00	605,670.20
523470GA4		LEE CO AR 5.% 10/01/33	4,000,000.00	4,118,743.60
523494NN8		LEE CO SC 5.% 08/01/28	3,750,000.00	3,768,487.91
52349AAH1		LEE CO-RE 5.% 10/01/24	2,700,000.00	2,721,881.26
52349EDV9		LEE CNTY FL 5% 11/15/39	1,500,000.00	1,518,186.38
523520DF8		LEE 4.00% 10/1/37	4,970,000.00	5,095,116.82
523520DG6		LEE 4.00% 10/1/38	5,230,000.00	5,330,999.67
52385LDK2		LEE MEM H 4.% 04/01/37	5,000,000.00	5,109,224.70
52480GDR2		LEHIGH VY 4.00% 07/01/37	2,000,000.00	2,010,222.94
52480GDS0		LEHIGH VY 4.00% 07/01/38	2,000,000.00	2,002,581.64
52480GDT8		LEHIGH VY 4.00% 07/01/39	2,000,000.00	1,989,857.78
529050ES1		LEXINGTON 4.% 11/01/31	1,000,000.00	1,025,505.37
529050ET9		LEXINGTON 4.% 11/01/32	1,000,000.00	1,024,773.41
539243TY1		LIVONIA P 5.% 05/01/32	2,775,000.00	2,879,592.41



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CUSIP	TICKER	SECURITY NAME	SHARES/PAR/CONTRACTS	MARKET VALUE
539243TZ8		LIVONIA P 5.% 05/01/33	2,875,000.00	2,983,465.27
539243UA1		LIVONIA P 5.% 05/01/34	2,965,000.00	3,077,047.11
539243UB9		LIVONIA P 5.% 05/01/35	3,065,000.00	3,181,070.94
539243UE3		LIVONIA P 5.% 05/01/36	2,770,000.00	2,874,737.88
542519EW9		LONG BEAC 5.% 09/27/24	4,674,200.00	4,689,027.64
542519EX7		LONG BEAC 5.25% 09/27/24	2,000,000.00	2,008,803.72
545610BF3		LOS RANCH 4.00% 09/01/35	300,000.00	302,766.36
545610BG1		LOS RANCH 4.00% 09/01/40	1,200,000.00	1,151,234.62
54628CDX7		LOUISIANA 3.5% 11/01/32	18,750,000.00	18,008,819.06
546395P81		LA PUB FA 5.% 07/01/33	55,000.00	56,093.98
546395P99		LA PUB FA 5.% 07/01/34	85,000.00	86,690.69
546395R22		LA PUB FA 5.% 07/01/33	8,940,000.00	9,064,195.73
546395R30		LA PUB FA 5.% 07/01/34	13,465,000.00	13,652,523.02
5463986J2		LA PUB FA 4.% 12/15/33	3,095,000.00	3,141,729.86
546399CH7		LA PUB FA 5.% 05/15/34	2,975,000.00	3,098,266.89
546399CJ3		LA PUB FA 5.% 05/15/35	2,000,000.00	2,079,273.52
546399CK0		LA PUB FA 5.% 05/15/36	1,560,000.00	1,616,589.51
546399DB9		LA PUB FA 5.% 05/15/34	25,000.00	25,950.39
546399DC7		LA PUB FA 4.% 05/15/35	35,000.00	35,618.43
546399DS2		LA PUB FA 5.% 05/15/34	2,225,000.00	2,288,801.72
546399DT0		LA PUB FA 4.% 05/15/35	3,465,000.00	3,483,851.68
546399DW3		LA PUB FA 4.% 05/15/36	15,000.00	15,265.04
546399DX1		LA PUB FA 4.% 05/15/36	1,485,000.00	1,489,651.39
546399NU6		LA PUB FA 4.% 12/15/32	305,000.00	312,769.71
546399NX0		LA PUB FA 4.% 12/15/32	2,430,000.00	2,453,203.03
546399RN8		LOUISIANA 5.00% 10/01/43	640,000.00	672,879.30
546540PW9		LA UNIV A 4.% 07/01/31	1,000,000.00	1,017,160.34



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CUSIP	TICKER	SECURITY NAME	SHARES/PAR/CONTRACTS	MARKET VALUE
546540PX7		LA UNIV A 4.% 07/01/32	1,000,000.00	1,017,099.91
546540PY5		LA UNIV A 4.% 07/01/33	1,000,000.00	1,017,079.32
547804AF1		LOWER AL 5.% 09/01/34	15,000,000.00	16,085,102.40
550697VF0		LUZERNE C 5.% 11/15/29	5,000,000.00	5,102,707.65
557021JP8		MADISON S 5.% 12/01/28	1,210,000.00	1,239,793.50
557021JQ6		MADISON S 5.% 12/01/29	1,250,000.00	1,281,094.36
557738NF4		MADISON C 5.% 11/01/31	1,000,000.00	1,046,987.61
557738NG2		MADISON C 5.% 11/01/32	2,000,000.00	2,087,244.42
557738NH0		MADISON C 5.% 11/01/33	750,000.00	785,589.24
56035DBS0		MAIN STRE 5.% 05/15/37	3,500,000.00	3,731,262.71
56035DBT8		MAIN STRE 5.% 05/15/38	2,500,000.00	2,648,300.35
56035DCZ3		MAIN STRE VRN 05/01/52	12,750,000.00	12,817,948.32
56035DEE8		MAIN VRN 12/1/52	12,000,000.00	12,610,523.04
56035DEN8		MAIN ST N VRN 06/01/53	7,500,000.00	7,918,643.18
56035DFC1		MAIN ST N VRN 07/01/53	5,000,000.00	5,301,068.50
56035DFK3		MAIN ST N VRN 09/01/53	4,000,000.00	4,254,498.92
56035DFT4		MAIN ST N VRN 12/01/54	6,000,000.00	6,353,522.16
56035DGC0		MAIN ST N VRN 12/01/53	5,000,000.00	5,256,321.35
563017EA6		MANHATTAN 4.% 06/01/36	1,640,000.00	1,440,442.31
56681NEM5		MARICOPA 5.00% 07/01/39	2,000,000.00	1,998,118.14
56681NGS0		MARICOPA 4.% 07/01/41	1,250,000.00	1,087,504.76
56682HCS6		MARICOPA VRN 01/01/35	2,115,000.00	2,111,427.77
57420NBX8		MD ECON D 5.% 06/01/30	1,250,000.00	1,321,400.16
57420NBY6		MD ECON D 5.% 06/01/31	1,000,000.00	1,057,182.08
57420NBZ3		MD ECON D 5.% 06/01/32	1,000,000.00	1,057,239.84
57420NCC3		MD ECON D 5.% 06/01/35	2,000,000.00	2,114,620.98
5742188G1		MARYLAND 4.00% 07/01/38	1,500,000.00	1,499,382.36



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CUSIP	TICKER	SECURITY NAME	SHARES/PAR/CONTRACTS	MARKET VALUE
5742188H9		MARYLAND 4.00% 07/01/39	1,585,000.00	1,548,121.84
5742188J5		MARYLAND 4.00% 07/01/40	1,645,000.00	1,590,812.60
574218B69		MARYLAND 5.0% 07/01/33	1,000,000.00	1,025,245.59
574218B77		MARYLAND 5.0% 07/01/34	1,000,000.00	1,025,279.77
574218C27		MARYLAND 5.0% 07/01/35	1,310,000.00	1,340,844.55
574218C35		MARYLAND 5.0% 07/01/36	1,000,000.00	1,021,258.77
574218S79		MARYLAND 5.5% 01/01/29	1,415,000.00	1,453,360.85
574218S87		MARYLAND 5.5% 01/01/30	1,750,000.00	1,805,908.90
574218S95		MARYLAND 5.5% 01/01/31	1,585,000.00	1,652,124.04
574218T29		MARYLAND 5.5% 01/01/36	5,000,000.00	5,160,004.45
574218XW8		MD HLTH & 5.0% 07/01/33	1,000,000.00	1,016,280.36
574218XX6		MD HLTH & 5.0% 07/01/34	2,200,000.00	2,236,243.31
574218Y80		MARYLAND 5.0% 07/01/34	2,500,000.00	2,625,378.60
574218Z22		MARYLAND 5.0% 07/01/31	3,190,000.00	3,361,315.03
574218Z30		MARYLAND 5.0% 07/01/32	6,505,000.00	6,846,133.32
574218Z48		MARYLAND 5.0% 07/01/33	3,600,000.00	3,783,398.33
57421CBH6		MARYLAND 4.00% 01/01/38	865,000.00	817,692.02
57584X4K4		MA DEV FI 4.0% 10/01/32	3,600,000.00	3,398,479.99
57584X4L2		MA DEV FI 5.0% 10/01/37	1,000,000.00	1,006,284.33
57584XC74		MA DEV FI 5.0% 01/01/31	450,000.00	461,822.90
57584XC82		MA DEV FI 5.0% 01/01/32	645,000.00	661,972.54
57584XC90		MA DEV FI 5.0% 01/01/33	535,000.00	549,098.44
57584XCF6		MA ST DEV 5.0% 04/15/33	2,155,000.00	2,173,137.28
57584XD24		MA DEV FI 5.0% 01/01/34	700,000.00	718,473.21
57584XD32		MA DEV FI 5.0% 01/01/35	735,000.00	753,867.29
57584XD40		MA DEV FI 5.0% 01/01/36	1,000,000.00	1,023,290.94
57584XJX0		MASSACHUS 5.0% 07/01/30	2,000,000.00	2,047,179.42



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CUSIP	TICKER	SECURITY NAME	SHARES/PAR/CONTRACTS	MARKET VALUE
57584XJY8		MASSACHUS 5.% 07/01/31	1,675,000.00	1,714,571.42
57584XJZ5		MASSACHUS 5.% 07/01/36	2,000,000.00	2,042,524.42
57584XM32		MA DEV FI 5.% 07/01/32	1,250,000.00	1,289,130.21
57584XM40		MA DEV FI 5.% 07/01/33	1,250,000.00	1,289,186.00
57584XM57		MA DEV FI 5.% 07/01/34	1,000,000.00	1,031,393.13
57584XWQ0		MA DEV FI 5.% 07/01/36	2,105,000.00	2,164,330.48
57584Y3U1		MASSACHUS 5.% 10/01/42	3,500,000.00	3,896,070.47
57584YJU4		MA ST DEV 5.% 07/01/43	10,000,000.00	10,412,375.60
57584YPF0		MA DEV FI VRN 07/01/49	2,500,000.00	2,489,493.55
57584YQE2		MASSACHUS 5.% 07/01/36	2,000,000.00	2,046,163.02
57584YQG7		MASSACHUS 5.% 07/01/38	1,000,000.00	1,015,928.88
57584YQH5		MASSACHUS 5.% 07/01/39	2,250,000.00	2,278,955.68
57584YRZ4		MA DEV FI 5.% 07/01/36	895,000.00	933,749.42
57584YSA8		MA DEV FI 5.% 07/01/37	1,215,000.00	1,261,705.45
57584YSB6		MA DEV FI 5.% 07/01/38	335,000.00	346,262.14
57584YTG4		MASSACHUS 5.% 07/01/37	800,000.00	861,127.26
57584YTH2		MASSACHUS 5.% 07/01/38	600,000.00	642,397.16
57584YV97		MA DEV FI 4.% 09/01/41	1,010,000.00	938,892.68
57584YX61		MASSACHUS 4.% 06/01/35	2,300,000.00	2,288,761.81
57584YX79		MASSACHUS 4.% 06/01/41	2,750,000.00	2,550,485.47
576528DQ3		MATAGORDA 4.% 06/01/30	5,405,000.00	5,404,621.87
590743CS7		MESQUITE 5.% 02/15/26	1,049,028.38	39,338.56
590743CU2		MESQUITE 5.% 02/15/35	363,775.97	13,641.60
592041WG8		MET GOVT 5.% 07/01/40	5,500,000.00	5,599,912.40
592248AY4		MET PIER .% 06/15/26	5,000,000.00	4,603,558.75
592250EB6		MET PIER 5.00% 06/15/42	2,000,000.00	2,135,599.68
592250EWO		MET PIER 4.% 12/15/42	8,000,000.00	7,880,477.92



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CUSIP	TICKER	SECURITY NAME	SHARES/PAR/CONTRACTS	MARKET VALUE
59259Y5W5		MET TRAN A 5 11/15/2034	6,295,000.00	6,462,258.97
59259Y6S3		NY MTA 5.00% 11/15/2034	2,000,000.00	2,053,140.26
59261AAT4		MET TRANS 5.% 11/15/34	2,000,000.00	2,053,141.02
59261AAU1		MET TRANS 5.% 11/15/35	3,000,000.00	3,079,763.25
59261AC88		MTA NY 4.00% 11/15/41	9,820,000.00	9,937,857.68
59261AHH3		MTA NY 5.00% 11/15/2036	3,705,000.00	3,871,405.04
59261AL54		MET TRANS VRN 11/01/32	3,000,000.00	2,968,896.33
59261APZ4		MET TRANS 5.% 11/15/29	7,030,000.00	7,581,320.72
59261AQD2		MET TRANS 4.00% 11/15/32	9,300,000.00	9,559,941.23
59261AQH3		MET TRANS 4.% 11/15/35	9,040,000.00	9,226,927.31
592643CY4		MET WASHI 4.00% 10/01/35	1,000,000.00	1,024,398.42
592643CZ1		MET WASHI 4.00% 10/01/36	1,250,000.00	1,273,241.61
592643DB3		MET WASHI 4.00% 10/01/38	1,000,000.00	1,008,486.48
593338AQ9		MIAMI-DAD 5.% 07/01/30	2,000,000.00	2,007,834.48
593338AR7		MIAMI-DAD 5.% 07/01/31	2,000,000.00	2,007,767.80
59334DML5		MIAMI-DAD 4.% 10/01/41	210,000.00	213,482.48
59334KHJ0		MIAMI-DAD 5.% 07/01/28	10,000,000.00	10,009,856.40
59334KHK7		MIAMI-DAD 5.% 07/01/29	7,000,000.00	7,008,991.36
59334KJG4		MIAMI-DAD 5.% 07/01/29	1,000,000.00	1,003,869.86
59334KJH2		MIAMI-DAD 5.% 07/01/30	1,610,000.00	1,616,241.41
59334KJJ8		MIAMI-DAD 5.% 07/01/31	1,255,000.00	1,259,873.72
59334KJK5		MIAMI-DAD 5.% 07/01/32	2,000,000.00	2,007,780.16
59334KJL3		MIAMI-DAD 5.% 07/01/33	2,000,000.00	2,007,793.74
59334KJS8		MIAMI-DAD 5.% 07/01/34	2,000,000.00	2,007,858.42
594479HJ9		MICHIGAN 4.% 12/01/41	2,375,000.00	1,869,975.11
594479JN8		MI FIN AU 5.375% 11/01/43	3,530,000.00	3,597,048.50
59447P6X4		MICHIGAN 5.% 05/01/24	2,000,000.00	2,002,328.04



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CUSIP	TICKER	SECURITY NAME	SHARES/PAR/CONTRACTS	MARKET VALUE
59447P6Y2		MICHIGAN 5.% 05/01/25	1,700,000.00	1,729,277.25
59447TML4		MICHIGAN 4.% 11/15/35	6,000,000.00	6,030,937.98
59447TMM2		MICHIGAN 4.% 11/15/36	1,000,000.00	1,012,434.69
59447TSG9		MICHIGAN 5.% 11/01/34	1,000,000.00	1,091,619.57
59447TSH7		MICHIGAN 5.% 11/01/35	1,000,000.00	1,086,496.35
59447TSJ3		MICHIGAN 5.% 11/01/36	1,000,000.00	1,080,654.30
59447TSK0		MICHIGAN 5.% 11/01/37	1,250,000.00	1,343,530.09
599772AA8		MILITARY 4.00% 06/01/36	1,045,000.00	923,318.39
599772AB6		MILITARY 4.00% 06/01/41	1,000,000.00	838,723.14
60374VEB5		MINNEAPOL 5.% 11/15/36	5,000,000.00	5,144,081.50
605277AL6		MS BUSINE 3.2% 09/01/28	6,000,000.00	5,910,843.66
60534TFR1		MS DEV BA 5.% 09/01/30	5,290,000.00	5,294,741.85
60534XFD3		MISSISSIPPI 5.00% 4/1/28	200,000.00	200,021.70
605360SR8		FGH 4.00% 1/1/36	2,240,000.00	2,256,271.76
605360SS6		FGH 4.00% 1/1/37	2,260,000.00	2,263,981.80
605360SU1		FGH 4.00% 1/1/39	1,850,000.00	1,817,347.80
605360SV9		FGH 4.00% 1/1/40	2,675,000.00	2,613,176.34
60635H2J7		MISSOURI 5.% 05/15/32	1,555,000.00	733,264.32
60635H2K4		MISSOURI 5.% 05/15/36	4,565,000.00	2,118,991.06
60635H2Q1		MO ST HLT 5.% 02/01/29	1,000,000.00	1,018,967.59
60635H2R9		MO ST HLT 5.% 02/01/34	2,000,000.00	2,035,366.52
60636SEN0		MO DEV FI 5.% 06/01/30	1,000,000.00	1,000,671.31
60636SEP5		MO DEV FI 5.% 06/01/31	4,215,000.00	4,217,838.25
606907BG7		MOSENV 2.9% 9/1/33	25,000,000.00	23,334,219.00
610530FX0		MONROE CN VRN 12/01/41	3,500,000.00	3,520,713.42
61075TWM6		MONROE CN 4.00% 12/01/38	1,200,000.00	1,155,517.55
61075TWN4		MONROE CN 4.00% 12/01/39	1,200,000.00	1,153,593.76



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CUSIP	TICKER	SECURITY NAME	SHARES/PAR/CONTRACTS	MARKET VALUE
613520ME2		MONTGOMERY 3.00% 11/15/36	7,000,000.00	5,860,646.82
613520MF9		MONTGOMERY 5.00% 11/15/37	2,200,000.00	2,278,497.69
613603A74		MONTGOMER 4.% 09/01/36	1,100,000.00	1,120,975.71
613603A82		MONTGOMER 4.% 09/01/37	1,000,000.00	1,013,591.84
613603A90		MONTGOMER 4.% 09/01/38	900,000.00	907,521.86
613603B24		MONTGOMER 4.% 09/01/39	1,000,000.00	1,003,533.94
613603YR4		MONTGOMER 5.% 09/01/34	1,750,000.00	1,861,928.72
613603YS2		MONTGOMER 5.% 09/01/35	1,850,000.00	1,959,774.87
613603YU7		MONTGOMER 5.% 09/01/37	1,750,000.00	1,836,743.51
61361TAA9		MONTGOMER VRN 10/01/53	5,000,000.00	5,079,946.50
614707SY4		MONTOUR S 5.% 04/01/33	1,000,000.00	1,026,411.29
614707SZ1		MONTOUR S 5.% 04/01/34	1,500,000.00	1,539,652.86
614707TA5		MONTOUR S 5.% 04/01/35	1,500,000.00	1,539,688.58
63165CAB8		NASSAU CO 5.% 07/01/43	1,000,000.00	1,026,470.11
63608SAL6		NATIONAL 4.0% 01/01/41	5,100,000.00	4,225,058.08
63967UAC6		IMMANUEL 4.00% 01/01/35	795,000.00	806,555.07
63967UAD4		IMMANUEL 4.00% 01/01/36	1,240,000.00	1,252,277.59
63967UAF9		IMMANUEL 4.00% 01/01/38	2,595,000.00	2,596,869.75
63967UAG7		IMMANUEL 4.00% 01/01/39	1,800,000.00	1,800,358.15
642835PB2		NEW BRUNS 5.% 09/01/35	1,455,000.00	1,521,932.53
642835PC0		NEW BRUNS 5.% 09/01/36	2,000,000.00	2,091,655.74
64461XFNO		NH HLTH & 5.% 08/01/34	2,880,000.00	3,018,981.66
64461XFP5		NH HLTH & 5.% 08/01/35	2,700,000.00	2,831,000.44
64461XFQ3		NH HLTH & 5.% 08/01/36	2,000,000.00	2,091,776.74
64461XFR1		NH HLTH & 5.% 08/01/37	1,500,000.00	1,566,403.32
6450205U8		NEW HAVEN 5.% 08/01/28	1,000,000.00	1,060,818.94
6450205W4		NEW HAVEN 5.5% 08/01/30	1,000,000.00	1,083,739.24



VICTORY FUND HOLDINGS

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VICTORY TAX EXEMPT INTERMEDIATE-TERM FUND

CUSIP	TICKER	SECURITY NAME	SHARES/PAR/CONTRACTS	MARKET VALUE
6450205Y0		NEW HAVEN 5.5% 08/01/32	1,200,000.00	1,300,642.09
6450206C7		NEW HAVEN 5.5% 08/01/36	1,810,000.00	1,949,946.34
64542RDG3		NEW HOPE 5.% 07/01/30	7,500,000.00	6,762,134.18
64542RDH1		NEW HOPE 5.% 07/01/35	9,000,000.00	8,114,561.01
64542UCJ1		NEW HOPE 5.% 11/01/31	1,000,000.00	1,007,655.26
64542UCK8		NEW HOPE 4.% 11/01/36	1,475,000.00	1,380,224.79
645771YZ3		NJ BLDG A 4.% 06/15/30	400,000.00	407,536.68
645771ZP4		NJ BLDG A 4.% 06/15/30	600,000.00	611,305.03
64577XAZ9		NEW JERSEY 5.00% 11/1/36	2,000,000.00	2,192,017.66
64577XBB1		NEW JERSE 4.% 11/01/38	1,500,000.00	1,525,506.93
64577XBC9		NEW JERSE 4.% 11/01/39	2,000,000.00	2,033,790.44
64578EMC8		NJ EDU EC 5.% 06/15/37	16,280,000.00	17,574,248.28
64578JBA3		NEW JERSE 3.125% 07/01/29	665,000.00	643,766.09
64578JBB1		NEW JERSE 3.375% 07/01/30	1,000,000.00	977,780.30
64579F7K3		NJ HLTH C 5.% 07/01/27	2,000,000.00	2,038,417.82
64579F7N7		NJ HLTH C 5.% 07/01/30	1,500,000.00	1,524,857.49
64580ABV2		NJ HLTH C 5.% 10/01/33	2,000,000.00	2,150,274.82
64580ABW0		NJ HLTH C 5.% 10/01/34	2,000,000.00	2,149,167.02
64580ABX8		NJ HLTH C 5.% 10/01/35	2,620,000.00	2,810,809.94
6460667V6		NJ EDU FA 4.00% 07/01/33	350,000.00	356,796.28
6460667W4		NJ EDU FA 4.00% 07/01/34	490,000.00	499,514.80
6460667X2		NJ EDU FA 4.00% 07/01/35	275,000.00	280,339.94
6460668F0		NJ EDU FA 4.00% 07/01/33	150,000.00	152,521.21
6460668G8		NJ EDU FA 4.00% 07/01/34	260,000.00	264,369.98
6460668H6		NJ EDU FA 4.00% 07/01/35	975,000.00	991,387.60
646066F21		NEW JERSE 5.5% 09/01/31	4,590,000.00	4,831,927.52
646066F39		NEW JERSE 5.5% 09/01/32	8,075,000.00	8,504,829.02



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CUSIP	TICKER	SECURITY NAME	SHARES/PAR/CONTRACTS	MARKET VALUE
646066J27		NEW JERSE 5.% 07/01/34	3,000,000.00	3,194,912.58
646066J35		NEW JERSE 5.% 07/01/35	3,350,000.00	3,568,520.60
646066UX6		NEW JERSE 4.% 07/01/36	1,800,000.00	1,826,723.14
6461365F4		NEW JER 5.00% 6/15/2034	10,000,000.00	10,870,872.50
6461366Z9		NJ TRANSP 4.% 06/15/36	2,500,000.00	2,598,335.45
6461367A3		NJ TRANSP 4.% 06/15/37	2,250,000.00	2,332,359.36
646136WK3		NJ TRN TR 0.00% 12/15/38	11,405,000.00	6,401,740.66
646136XC0		NJ ST TRA .% 12/15/25	20,000,000.00	18,739,769.00
6461395D3		NJ TURNPI 5.% 01/01/34	10,000,000.00	10,042,799.40
6461396F7		NJ TPK AU 5.% 01/01/35	4,725,000.00	4,876,822.05
6461397J8		NEW JERSE 4.% 01/01/35	3,500,000.00	3,594,453.42
64613CCU0		NJ TRANSP 4.25% 06/15/40	2,000,000.00	2,093,600.62
64613CDQ8		NJ ST TRA 4.25% 06/15/44	1,000,000.00	1,010,902.63
64704CAA6		NEW MEMPH 0.0% 04/01/32	875,000.00	646,827.09
64704CAB4		NEW MEMPH 0.0% 04/01/33	625,000.00	444,607.07
64704CAC2		NEW MEMPH 0.0% 04/01/34	875,000.00	598,390.80
64704CAD0		NEW MEMPH 0.00% 04/01/35	875,000.00	571,352.93
647377AM2		NM HOSP E 5% 07/01/39	1,075,000.00	949,432.70
64763KAD0		NEW ORLEA 5.% 10/01/37	2,000,000.00	2,117,645.42
64763XAV2		NEW ORLEA 5.% 01/01/35	1,840,000.00	1,966,641.22
64763XAW0		NEW ORLEA 5.% 01/01/36	1,250,000.00	1,330,321.31
64763XAX8		NEW ORLEA 5.% 01/01/37	1,500,000.00	1,588,477.59
64763XAY6		NEW ORLEA 5.% 01/01/38	1,300,000.00	1,371,412.03
649519DG7		ONE 2.625% 9/15/69	3,350,000.00	3,060,705.69
649519DP7		NY LIBERT 2.1% 11/15/32	6,730,000.00	5,980,879.33
649519DQ5		NY LIBERT 2.2% 11/15/33	9,000,000.00	7,981,279.02
64966MU98		NEW YORK VRN 10/01/46	3,820,000.00	3,820,000.00



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CUSIP	TICKER	SECURITY NAME	SHARES/PAR/CONTRACTS	MARKET VALUE
64971XZM3		NYC TRANS 4.% 11/01/38	1,250,000.00	1,294,531.25
64985TCL3		NY ST URB 4.% 03/15/39	5,000,000.00	5,159,443.30
649907B92		NY DORM A 5.% 10/01/27	1,000,000.00	1,006,931.84
649907C34		NY DORM A 5.% 10/01/28	1,000,000.00	1,007,058.18
649907C59		NY DORM A 5.% 10/01/29	1,300,000.00	1,309,377.67
64990BZB2		NY DORM A 5.% 05/01/24	735,000.00	735,089.05
64990BZC0		NY DORM A 5.% 05/01/25	1,175,000.00	1,175,134.37
64990BZD8		NY DORM A 5.% 05/01/26	980,000.00	980,115.51
64990CQA2		NEW YORK 5.% 12/01/35	600,000.00	570,480.42
64990FSP0		NEW YORK 5.00% 02/15/32	5,000.00	5,069.87
64990FZW7		DASNY -A- 4.% 03/15/41	21,605,000.00	21,719,398.48
64990G3K6		NEW YORK 6.00% 07/01/40	3,380,000.00	3,059,538.25
64990GC91		NY DORM AUTH 4.00% 7/1/40	4,535,000.00	4,674,517.87
64990GZK1		DASNY -A 4.00% 09/01/36	500,000.00	488,403.63
64990GZL9		DASNY -A 4.00% 09/01/37	350,000.00	337,966.80
64990GZM7		DASNY -A 4.00% 09/01/38	1,250,000.00	1,193,159.30
64990GZP0		DASNY -A 4.00% 09/01/40	750,000.00	701,712.00
650036DD5		NY ST URB 4.% 03/15/39	5,785,000.00	5,881,446.54
650348AG0		NEWARK HG 4.% 04/01/32	1,635,000.00	1,653,137.04
650348AH8		NEWARK HG 4.% 04/01/33	2,000,000.00	2,022,081.76
650348AJ4		NEWARK HG 4.% 04/01/34	4,470,000.00	4,519,247.69
650348AK1		NEWARK HG 4.% 04/01/35	1,650,000.00	1,668,190.39
650348AL9		NEWARK HG 4.% 04/01/36	2,150,000.00	2,170,135.91
650360AB6		NEWARK NJ 5.% 11/15/42	1,000,000.00	1,106,771.70
65038HAK7		NEWARK HS 4.% 12/01/29	500,000.00	503,174.40
65038HAL5		NEWARK HS 4.% 12/01/30	750,000.00	754,771.44
65038HAM3		NEWARK HS 4.% 12/01/31	500,000.00	503,017.54



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CUSIP	TICKER	SECURITY NAME	SHARES/PAR/CONTRACTS	MARKET VALUE
653424DE8		NIAGARA F 5.% 06/15/24	1,450,000.00	1,454,176.48
653424DF5		NIAGARA F 5.% 06/15/25	1,670,000.00	1,674,682.86
65820YRQ1		NORTH CAR 5.00% 10/01/40	1,050,000.00	960,551.09
65820YRR9		NORTH CAR 5.00% 10/01/45	1,000,000.00	863,260.35
65820YSC1		NORTH 4.00% 09/01/40	3,050,000.00	2,549,404.60
65821DTF8		NORTH CAR 5.% 10/01/25	635,000.00	631,058.28
65821DTG6		NORTH CAR 5.% 10/01/30	1,850,000.00	1,843,896.24
65821DXP1		NC MED CA 4.00% 10/01/40	600,000.00	556,049.65
65821DXR7		NC MED CA 5.00% 10/01/45	1,800,000.00	1,822,050.79
659231AL8		NORTH EAS 5.% 01/01/36	7,000,000.00	7,132,408.36
659231BB9		NORTH EAS 5.% 01/01/36	5,485,000.00	5,630,670.19
660393R84		NORTH LAS 4.% 06/01/35	1,870,000.00	1,925,299.47
660393S26		NORTH LAS 4.% 06/01/37	7,345,000.00	7,494,374.09
660393S34		NORTH LAS 4.% 06/01/38	6,135,000.00	6,234,850.07
66285WBU9		N TX HWY .% 01/01/29	20,000,000.00	17,064,083.80
66285WPN0		N TX TOLL 5.% 01/01/34	7,500,000.00	7,590,498.75
66285WSN7		N TX TOLL 5.% 01/01/34	1,515,000.00	1,556,471.78
66285WWC6		N TX TOLL 4.% 01/01/43	14,120,000.00	14,120,741.16
66285WXG6		N TX TOLL 4.% 01/01/35	2,000,000.00	2,037,534.94
66285WXH4		N TX TOLL 4.% 01/01/36	1,695,000.00	1,721,950.31
66285WZC3		NORTH TEX 4.% 01/01/44	1,085,000.00	1,065,855.55
66353RCH5		NORTHAMPT VRN 08/15/48	4,645,000.00	4,641,754.54
664556BV8		N EASTRN- 5.% 03/01/37	1,525,000.00	1,485,378.88
665245YM2		NTHRN IL 4.% 04/01/35	1,200,000.00	1,226,125.58
665245YR1		NTHRN IL UNI 4.00% 4/1/39	1,375,000.00	1,360,895.00
665245ZN9		NTHRN ILL 4.% 10/01/43	1,300,000.00	1,244,790.07
665250CQ7		NTHRN IL 4.% 12/01/31	1,800,000.00	1,839,244.54



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CUSIP	TICKER	SECURITY NAME	SHARES/PAR/CONTRACTS	MARKET VALUE
665250CR5		NTHRN IL 4.% 12/01/32	2,100,000.00	2,144,866.92
665250CS3		NTHRN IL 4.% 12/01/33	4,000,000.00	4,084,132.40
665250CU8		NTHRN IL 4.% 12/01/35	5,000,000.00	5,085,178.40
67756CCS5		OHIO HOSP 5.% 01/15/35	6,000,000.00	6,156,215.04
67756CCT3		OHIO HOSP 5.% 01/15/36	3,070,000.00	3,147,782.23
67756CCY2		OHIO HOSP 5.% 01/15/34	7,210,000.00	7,402,301.66
67756CEC8		OHIO ST 4.00% 01/15/38	1,000,000.00	1,015,957.87
67756CEE4		OHIO ST 4.00% 01/15/40	1,800,000.00	1,817,778.49
67756CEX2		OHIO ST-R 4.% 11/15/36	1,260,000.00	1,217,685.33
67756CEZ7		OHIO ST-R 4.% 11/15/38	1,270,000.00	1,205,318.29
67756CFB9		OHIO ST-R 4.% 11/15/40	655,000.00	600,160.44
67756DDN3		OHIO ST H 5.% 05/01/31	1,000,000.00	1,016,643.83
67756DDQ6		OHIO ST H 5.% 05/01/33	500,000.00	508,349.42
67884XCE5		OKLAHOMA 5.% 08/15/33	4,100,000.00	4,210,825.30
68450LEK7		ORANGE HL 5.% 10/01/35	4,000,000.00	4,172,838.44
68608JYH8		OREGON FACS 5.00% 10/1/35	275,000.00	293,432.88
68608JYJ4		OREGON FACS 5.00% 10/1/40	1,750,000.00	1,822,253.06
692160PY4		OYSTER BA 4.% 02/15/25	9,750,000.00	9,817,055.04
692160PZ1		OYSTER BA 4.% 02/15/26	3,000,000.00	3,056,113.83
696506AR5		PALM BEAC 4.% 10/01/41	3,695,000.00	3,478,546.57
69650MAX7		PALM BEACH 4.00% 11/15/41	250,000.00	235,396.67
69651ABZ6		PALM BEAC 5.% 11/01/39	1,150,000.00	1,186,562.38
69651ACC6		PALM BEAC 5.% 11/01/42	850,000.00	870,806.88
700387DG5		PARK CREE 5.% 12/01/32	1,250,000.00	1,282,163.71
700387DJ9		PARK CREE 5.% 12/01/34	1,000,000.00	1,025,775.15
70252AAS4		PASCO CNT 5.5% 09/01/41	750,000.00	863,839.31
70252AAT2		PASCO CNT 5.5% 09/01/42	1,000,000.00	1,146,640.63



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CUSIP	TICKER	SECURITY NAME	SHARES/PAR/CONTRACTS	MARKET VALUE
70252AAU9		PASCO CNT 5.5% 09/01/43	750,000.00	855,661.47
70275QAB9		PASSAIC C 5.25% 07/01/43	665,000.00	690,602.90
70342PAN4		PATRIOTS VRN 10/01/54	3,000,000.00	3,211,662.60
70869PNH6		PA ECON D 4.00% 07/01/33	1,750,000.00	1,764,403.39
70869PNJ2		PA ECON D 4.00% 07/01/41	1,050,000.00	981,934.49
70869PPF8		PA ECO DE 5.% 07/01/42	3,000,000.00	3,144,432.45
70870JFL7		PA ECO DE 4.% 05/15/43	1,125,000.00	1,120,504.53
709144NT2		PENNSYLVA 5.% 07/01/34	1,350,000.00	1,440,470.05
709144NU9		PENNSYLVA 5.% 07/01/35	750,000.00	800,530.30
709144NW5		PENNSYLVA 5.% 07/01/37	800,000.00	847,132.45
70917SJG9		PA HGR ED 5.25% 07/15/25	1,730,000.00	1,730,152.45
709224KV0		PA TURNPI 5.% 12/01/34	2,000,000.00	2,065,589.44
709224KY4		PA TURNPI 5.% 12/01/35	2,000,000.00	2,065,676.12
709224LV9		PA TURNPI 5.% 06/01/36	8,255,000.00	8,494,825.91
709224PH6		PA TPK CO 4.% 06/01/34	20,000,000.00	20,316,136.20
709225HD1		PA TPK CO 5.% 12/01/41	2,000,000.00	2,216,740.12
709225HE9		PA TPK CO 5.% 12/01/43	1,675,000.00	1,834,458.54
71780CAZ3		PHIL IND- 5.% 06/15/40	900,000.00	876,646.22
71780CBV1		PHILADELP 5.5% 06/15/43	1,750,000.00	1,760,238.41
71783DBU8		PHILADELP 5.% 05/01/35	750,000.00	805,084.31
71783DBX2		PHILADELP 5.% 05/01/38	2,500,000.00	2,648,285.48
717883TG7		PHILADELP 5.% 09/01/31	9,895,000.00	10,152,111.28
717883TH5		PHILADELP 5.% 09/01/32	5,000,000.00	5,130,138.00
717883TJ1		PHILADELP 5.% 09/01/33	4,000,000.00	4,104,378.96
717883TK8		PHILADELP 5.% 09/01/34	5,100,000.00	5,312,427.09
717883VC3		PHILADELP 5.% 09/01/35	1,000,000.00	1,073,549.19
717883VD1		PHILADELP 5.% 09/01/36	1,000,000.00	1,069,507.06



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CUSIP	TICKER	SECURITY NAME	SHARES/PAR/CONTRACTS	MARKET VALUE
717883VE9		PHILADELP 5.% 09/01/37	1,000,000.00	1,065,637.05
717883WE8		PHILADELP 4.% 09/01/38	1,700,000.00	1,725,045.79
717883WF5		PHILADELP 4.% 09/01/39	1,600,000.00	1,611,702.03
71884WAN1		PHOENIX I VRN 07/01/24	3,270,000.00	3,286,338.78
71884WAP6		PHOENIX I VRN 07/01/25	2,115,000.00	2,172,294.06
71885FDH7		PHOENIX I 3.75% 07/01/24	1,200,000.00	1,196,533.45
71885FDJ3		PHOENIX I 5.% 07/01/34	11,100,000.00	11,106,350.64
71885FEH6		PHOENIX I 5.% 07/01/36	1,675,000.00	1,685,167.42
71885MBH4		PHOENIX I 5.% 10/01/36	4,250,000.00	4,390,636.33
72177MUP0		PIMA INDL 4.% 06/15/41	3,500,000.00	2,962,100.89
72178AAG7		PIMA CNTY 6.75% 11/15/42	3,000,000.00	3,149,534.46
72178AAL6		PIMA CO I 5.625% 11/15/30	10,000,000.00	9,846,765.10
721901KV7		PIMA CO I 4.% 04/01/41	1,690,000.00	1,663,132.94
72316VAS8		DRS KIRAN 5.00% 7/1/29	800,000.00	817,226.20
725304VG1		PITTSBURG 4.00% 09/01/35	300,000.00	312,065.48
732203BB9		POMPANO B 3.5% 09/01/35	3,345,000.00	3,008,522.44
732203BC7		POMPANO B 4.00% 09/01/40	2,500,000.00	2,260,490.23
732203BF0		POMPANO B 4.% 09/01/36	1,050,000.00	1,011,750.37
732203BG8		POMPANO B 4.% 09/01/41	1,215,000.00	1,085,292.50
732203BK9		POMPANO B 2.% 01/01/29	3,300,000.00	3,056,814.32
732692DE5		PONTOTOC 4.% 09/01/40	2,000,000.00	1,924,520.56
73357CAB5		PORT GRTR 5.% 05/01/25	14,000,000.00	13,987,049.16
735220AT2		PORT ART VRN 04/01/40	4,700,000.00	4,700,000.00
735220AV7		PORT ART VRN 04/01/40	6,700,000.00	6,700,000.00
735352QF6		PORT ST L 4.% 09/01/31	1,000,000.00	1,015,129.85
73535EKZ2		PORT SAIN 4.% 07/01/31	3,195,000.00	3,255,127.09
73535ELA6		PORT SAIN 4.% 07/01/32	2,000,000.00	2,035,622.40



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CUSIP	TICKER	SECURITY NAME	SHARES/PAR/CONTRACTS	MARKET VALUE
73535ELB4		PORT SAIN 4.0% 07/01/33	2,785,000.00	2,833,274.52
744396JE3		PUB FIN A 6.375% 07/01/43	300,000.00	309,502.72
74439YDVO		PUB FIN A 4.0% 07/01/41	675,000.00	602,090.40
74439YES6		PUB FIN A 5.5% 07/01/43	2,000,000.00	2,115,663.60
74440DBT0		KY PUB EN VRN 12/01/49	20,000,000.00	20,003,524.80
74440DDT8		KY PUB EN VRN 08/01/52	7,500,000.00	7,334,678.63
74442EEE6		PUB FIN A 4.0% 06/15/29	230,000.00	222,414.33
74442EEF3		PUB FIN A 5.0% 06/15/39	410,000.00	405,853.74
74442EGT1		PUB FIN A 4.0% 07/01/41	770,000.00	651,948.06
74442ELE8		PUBLIC FI 6.625% 07/01/43	485,000.00	499,121.32
74442PA21		PUB FIN A 4.00% 04/01/42	900,000.00	829,440.93
74442PQU2		PUB FIN A 5.00% 01/01/40	3,500,000.00	3,504,867.42
74442PQV0		PUB FIN A 5.00% 01/01/45	3,275,000.00	3,166,480.16
74442PXF7		PUB FIN A 4.0% 01/01/42	1,150,000.00	1,098,185.60
74442PZN8		PUB FIN A 3.00% 04/01/25	5,000.00	4,971.64
74442PZQ1		PUB FIN A 5.00% 04/01/40	95,000.00	106,739.59
74442PZS7		PUB FIN A 3.00% 04/01/25	225,000.00	222,949.33
74442PZU2		PUB FIN A 5.00% 04/01/40	1,080,000.00	1,106,906.40
744434EJ6		PUBLIC PW 5.0% 01/01/37	2,400,000.00	2,471,680.66
74443DEV9		PUB FIN A 5.25% 10/01/38	3,250,000.00	3,279,815.40
74443DGZ8		PUBLIC FI 4.0% 03/01/29	890,000.00	829,756.47
74443DHA2		PUBLIC FI 4.0% 03/01/30	950,000.00	871,847.37
74443DHB0		PUBLIC FI 4.0% 03/01/34	3,520,000.00	3,046,234.89
74443DHU8		PUB FIN A 5.0% 04/01/35	785,000.00	843,044.20
74443DHX2		PUB FIN A 5.0% 04/01/43	4,185,000.00	4,298,437.10
74443QAE2		PUBLIC FI 4.05% 11/01/30	1,500,000.00	1,506,301.92
74443UAZ6		PUBLIC FI 5.25% 05/15/37	1,000,000.00	943,941.80



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CUSIP	TICKER	SECURITY NAME	SHARES/PAR/CONTRACTS	MARKET VALUE
74444VAK6		FRIENDS 4.00% 9/1/29	1,250,000.00	1,199,361.33
74444VAL4		FRIENDS 5.00% 9/1/39	2,230,000.00	2,153,195.39
74446CAD2		PUBLIC FIN 5.00% 11/15/41	4,680,000.00	4,855,427.88
745601HF4		PULASKI T 5.% 09/01/30	4,290,000.00	4,403,958.36
755638ZF3		READING S 5.% 03/01/36	2,000,000.00	2,108,377.22
755638ZG1		READING S 5.% 03/01/37	1,500,000.00	1,574,213.34
7599113D0		REGL TRAN 4.% 07/01/34	23,160,000.00	23,841,029.99
7599113E8		REGL TRAN 4.% 07/01/35	11,650,000.00	11,959,998.00
762244MC2		RI HLTH & 5.% 05/15/40	575,000.00	625,282.80
762244MD0		RI HLTH & 5.% 05/15/41	625,000.00	676,539.04
762244ME8		RI HLTH & 5.% 05/15/42	750,000.00	807,514.97
762244MF5		RI HLTH & 5.% 05/15/43	675,000.00	723,478.45
762244MG3		RI HLTH & 5.% 05/15/44	750,000.00	798,060.32
762322AT2		RI TURNPI 5.% 10/01/33	1,350,000.00	1,399,729.34
762322AV7		RI TURNPI 5.% 10/01/35	4,345,000.00	4,505,689.27
764791BA6		RICHMOND 5.% 01/01/35	6,500,000.00	6,535,315.80
773835BR3		ROCKPORT 3.05% 06/01/25	5,750,000.00	5,720,812.20
777543WJ4		ROSEMONT- 5.% 12/01/25	2,010,000.00	2,048,425.11
777543WK1		ROSEMONT- 5.% 12/01/26	2,110,000.00	2,182,096.13
778260FM6		ROSS CNTY 5.% 12/01/44	2,405,000.00	2,485,336.81
79020FAY2		SAINT JOHN LA VRN 6/1/37	6,750,000.00	6,424,935.32
790229SX7		ST JOHN B 5.25% 03/01/43	5,000,000.00	5,372,519.70
791524BT7		ST LOUIS 5.5% 09/01/33	2,750,000.00	2,750,294.77
792888KMO		SAINT PAU 5.% 11/15/29	1,750,000.00	1,797,751.29
792888KN8		SAINT PAU 5.% 11/15/30	1,275,000.00	1,309,790.22
794458GJ2		SALEM OR 4.% 05/15/40	800,000.00	695,637.33
79467BCY9		SALES TAX 4.00% 01/01/38	5,060,000.00	5,120,983.88



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VICTORY TAX EXEMPT INTERMEDIATE-TERM FUND

CUSIP	TICKER	SECURITY NAME	SHARES/PAR/CONTRACTS	MARKET VALUE
79467BCZ6		SALES TAX 4% 01/01/39	1,750,000.00	1,759,458.44
796247DF8		SAN ANTON 4.00% 04/01/39	700,000.00	639,394.88
796247DG6		SAN ANTON 4.00% 04/01/40	1,000,000.00	904,224.47
796247DH4		SAN ANTON 4.00% 04/01/41	895,000.00	800,204.51
79626PAC6		SAN ANTON VRN 04/01/43	14,935,000.00	14,927,040.99
797299KA1		SAN DIEGO 5.% 10/15/33	1,635,000.00	1,685,122.89
797299KB9		SAN DIEGO 5.% 10/15/34	1,000,000.00	1,030,677.34
797299KC7		SAN DIEGO 5.% 10/15/35	1,250,000.00	1,288,373.66
797299KV5		SAN DIEGO 5.% 10/15/30	775,000.00	798,724.26
797299KW3		SAN DIEGO 5.% 10/15/31	1,000,000.00	1,031,532.14
797299KX1		SAN DIEGO 5.% 10/15/32	1,000,000.00	1,030,583.95
797330AP2		SAN DIEGO 4.% 06/01/32	435,000.00	445,909.15
800766KX4		SANGAMON 5.% 02/01/26	4,215,000.00	4,219,216.56
800766MY0		SANGAMON 5.00% 02/01/25	5,765,000.00	5,770,749.49
802170AM2		EL CASTIL 5.00% 05/15/34	625,000.00	593,425.13
802170AN0		EL CASTIL 5.00% 05/15/39	480,000.00	448,040.07
803481AR1		SARATOGA 5.% 12/01/28	790,000.00	790,716.46
804833FC0		SAVANNAH 4.00% 07/01/39	2,500,000.00	2,531,496.43
810827XE0		SCRANTON 5.% 12/01/32	1,000,000.00	1,073,824.08
810827XF7		SCRANTON 5.% 12/01/33	1,600,000.00	1,717,955.94
810827XH3		SCRANTON 5.% 12/01/35	750,000.00	803,269.91
825485TR6		SHREVEPOR 5.% 12/01/31	5,330,000.00	5,378,515.42
825485TS4		SHREVEPOR 5.% 12/01/32	5,125,000.00	5,171,695.57
825485UN3		SHREVEPOR 5.% 12/01/33	1,515,000.00	1,555,314.54
825485UP8		SHREVEPOR 5.% 12/01/34	1,500,000.00	1,539,948.12
825485UQ6		SHREVEPOR 5.% 12/01/35	1,510,000.00	1,550,238.63
825485WL5		SHREVEPOR 5.% 12/01/30	1,000,000.00	1,086,249.01



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CUSIP	TICKER	SECURITY NAME	SHARES/PAR/CONTRACTS	MARKET VALUE
825485WM3		SHREVEPOR 5.% 12/01/31	2,000,000.00	2,171,792.60
82652UAC6		SIERRA VI 5.25% 06/15/38	4,845,000.00	4,867,086.61
82652UAD4		SIERRA VI 5.25% 06/15/42	4,460,000.00	4,362,253.75
830227EF7		SKAGIT PU 5.5% 12/01/38	300,000.00	328,896.15
830227EG5		SKAGIT PU 5.5% 12/01/39	500,000.00	545,726.40
830227EH3		SKAGIT PU 5.5% 12/01/40	500,000.00	543,747.60
830227EJ9		SKAGIT PU 5.5% 12/01/41	325,000.00	351,709.55
830227EK6		SKAGIT PU 5.5% 12/01/42	300,000.00	324,057.13
830227EL4		SKAGIT PU 5.5% 12/01/43	500,000.00	538,771.71
830227EM2		SKAGIT PU 5.5% 12/01/44	450,000.00	484,498.55
837151PQ6		SC PUB SV 5.% 12/01/34	9,835,000.00	10,184,599.04
837151QA0		SC PUB SV 5.% 12/01/35	7,000,000.00	7,251,302.94
838536HA1		S JERSEY 5.% 11/01/30	500,000.00	503,183.86
838536HB9		S JERSEY 5.% 11/01/31	750,000.00	754,781.80
838536HE3		S JERSEY 5.% 11/01/34	1,085,000.00	1,091,943.41
838536LK4		S JERSEY 4.00% 11/01/40	4,300,000.00	4,184,540.53
838536MN7		S JERSEY 4.5% 11/01/42	1,000,000.00	1,019,858.47
84131TBT8		S E ALABA VRN 06/01/49	3,000,000.00	3,213,793.02
84136FBT3		SOUTHEAST VRN 01/01/54	15,000,000.00	15,911,254.05
84136GAK1		SE ENERGY VRN 01/01/54	3,000,000.00	3,182,492.07
841466AK1		S E OVERT 5.% 03/01/30	3,195,000.00	3,197,392.99
841895AU9		SOUTHEAST 5.% 12/01/35	750,000.00	742,163.09
841895AX3		SOUTHEAST 5.5% 12/01/29	750,000.00	753,010.08
846562AD8		SPARKS NV 2.75% 06/15/28	1,175,000.00	1,105,889.86
850527KX9		SPRINGFIE 5.% 12/01/30	8,500,000.00	8,738,801.13
850578TS4		SPRINGFIE 5.% 03/01/34	3,000,000.00	3,045,775.23
852431BH7		STAFFORD 5.% 06/15/33	750,000.00	776,392.02



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CUSIP	TICKER	SECURITY NAME	SHARES/PAR/CONTRACTS	MARKET VALUE
852431BJ3		STAFFORD 5.% 06/15/34	2,620,000.00	2,709,773.46
852431BK0		STAFFORD 5.% 06/15/35	1,930,000.00	1,993,500.71
85732GUD0		ST PUB SC 5.% 06/01/29	10,000,000.00	10,486,130.50
85732GUF5		ST PUB SC 5.% 06/01/31	6,100,000.00	6,415,617.97
85732TKU5		STATE 4.00% 12/1/2031	13,085,000.00	13,293,080.94
86149UAA2		STODDARD 6.% 03/01/37	1,720,000.00	1,757,009.29
86589TAV6		SUMMIT AC 4.% 11/01/41	2,870,000.00	2,401,854.67
86607JAA2		SUMMIT 5.50% 12/1/2043	1,500,000.00	1,624,417.65
875146AU6		TAMPA -A 0.00% 09/01/36	700,000.00	422,600.14
875146AV4		TAMPA -A 0.00% 09/01/37	700,000.00	398,419.77
875146AW2		TAMPA -A 0.00% 09/01/38	850,000.00	455,618.67
875146AX0		TAMPA -A 0.00% 09/01/39	700,000.00	353,474.95
875146AY8		TAMPA -A 0.00% 09/01/40	850,000.00	404,707.58
875161CZ2		TAMPA HOS 4.00% 07/01/38	350,000.00	355,278.81
875161DA6		TAMPA HOS 4.00% 07/01/39	700,000.00	707,767.49
875518EY4		TANGIPAHO 4.% 02/01/38	2,375,000.00	2,311,515.61
875518EZ1		TANGIPAHO 4.% 02/01/39	2,330,000.00	2,245,469.95
875518FB3		TANGIPAHO 4.% 02/01/41	1,500,000.00	1,426,391.15
875518FC1		TANGIPAHO 4.% 02/01/42	1,500,000.00	1,413,912.96
87638RJY4		TARRANT C 5.% 11/15/30	2,145,000.00	2,193,573.59
87638RJZ1		TARRANT C 5.% 11/15/31	2,250,000.00	2,301,065.30
87638RKA4		TARRANT C 5.% 11/15/32	2,365,000.00	2,418,790.44
87638RKB2		TARRANT C 5.% 11/15/37	2,175,000.00	2,203,419.59
87972MBR2		TEMPE IND 4.% 12/01/38	2,690,000.00	2,386,760.12
880397CF9		TENNERGY VRN 10/01/53	12,500,000.00	13,341,075.00
880443JF4		TN ENERGY VRN 05/01/53	10,000,000.00	10,359,619.10
881099WX9		TERRE HAU 5.25% 09/28/28	10,000,000.00	10,045,476.50



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CUSIP	TICKER	SECURITY NAME	SHARES/PAR/CONTRACTS	MARKET VALUE
88256HBF4		TEXAS ST 5.% 12/15/30	9,835,000.00	10,432,483.43
882667BR8		TEXAS ST 4.00% 06/30/38	3,300,000.00	3,328,950.54
882667BS6		TEXAS ST 4.00% 12/31/38	3,850,000.00	3,876,414.12
882667BT4		TEXAS ST 4.% 06/30/39	2,150,000.00	2,147,793.61
88283KAW8		TEXAS TRA 5.% 08/15/33	10,000,000.00	10,039,418.80
88283KAX6		TEXAS TRA 5.% 08/15/34	8,500,000.00	8,533,556.56
888805CC0		TOBACCO S 4.00% 06/01/38	270,000.00	273,469.30
888805CD8		TOBACCO S 4.00% 06/01/39	300,000.00	302,020.68
888805CE6		TOBACCO S 4.00% 06/01/40	200,000.00	200,249.88
888808HM7		TOBACCO S 5.% 06/01/36	5,000,000.00	5,281,489.95
888809BA7		TOB SETT L 5.% 06/01/28	2,000,000.00	2,009,140.78
888809BB5		TOB SETT L 5.% 06/01/29	2,000,000.00	2,009,799.04
888809BC3		TOB SETT L 5.% 06/01/30	2,500,000.00	2,512,287.15
896221AD0		TRIMBLE C 3.75% 06/01/33	15,000,000.00	15,254,001.60
89706PAN4		TROPY CLU 5.% 06/01/33	6,960,000.00	7,037,656.41
899530AS8		TULSA CNT 5.% 11/15/28	940,000.00	950,820.85
899530AU3		TULSA CNT 5.% 11/15/30	1,780,000.00	1,801,957.62
914353N60		ILLINOIS 4.% 04/01/33	12,475,000.00	12,664,103.78
9151156D6		UNIV OF T 5.% 07/01/32	2,230,000.00	2,274,407.75
9151156E4		UNIV OF T 5.% 07/01/33	3,250,000.00	3,335,199.17
9151156F1		UNIV OF T 5.% 07/01/34	2,500,000.00	2,549,825.68
920100U51		VLY STREA 4.5% 05/10/24	4,695,000.00	4,694,076.21
92415TCA8		VERMONT S 4.% 05/01/37	4,190,000.00	3,809,808.12
92415TCE0		VT ECON D 4.% 05/01/33	3,950,000.00	3,686,808.70
924166HJ3		VT EDU HL 5.% 12/01/36	2,500,000.00	2,584,346.78
924166LJ8		VT EDUCTN 5.75% 10/01/43	3,000,000.00	3,137,477.43
927676UF1		VIRGIN IS 5.% 09/01/30	6,500,000.00	6,530,903.15



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CUSIP	TICKER	SECURITY NAME	SHARES/PAR/CONTRACTS	MARKET VALUE
92778VEK0		VIRGINIA 4.% 02/01/36	3,000,000.00	3,073,124.55
928104MX3		VA SMALL 4.% 01/01/37	500,000.00	492,014.20
928104MY1		VA SMALL 4.% 01/01/38	6,000,000.00	5,862,137.58
928104MZ8		VA SMALL 4.% 01/01/39	7,000,000.00	6,816,082.84
92870PAL2		VOLO VLG 4.% 03/01/36	1,250,000.00	1,260,587.13
92870PAN8		VOLO VLG 5.% 03/01/34	2,992,000.00	3,088,861.75
928836KR5		VOLUSIA C 5.% 10/15/28	1,000,000.00	1,011,978.45
928836KS3		VOLUSIA C 5.% 10/15/29	1,000,000.00	1,012,065.28
928836KT1		VOLUSIA C 5.% 10/15/30	1,500,000.00	1,519,128.12
928836KV6		VOLUSIA C 5.% 10/15/32	1,560,000.00	1,579,973.82
934023EU2		WARD CNTY 5.00% 06/01/43	4,500,000.00	3,900,709.17
93878LCL9		WA CONVEN 4.% 10/01/38	1,250,000.00	1,267,620.28
93878LCM7		WA CONVEN 4.% 10/01/39	500,000.00	504,255.07
93878LCN5		WA CONVEN 4.% 10/01/40	750,000.00	753,196.28
939783N93		WA ST HSG 4.75% 07/01/27	860,000.00	860,036.41
939783Q58		WA ST HSG 5.% 07/01/38	1,590,000.00	1,635,786.37
939783Q66		WA ST HSG 5.% 07/01/43	3,225,000.00	3,248,874.77
93978HSP1		WASHINGTON 5.% 08/15/35	1,775,000.00	1,820,879.40
93978HSQ9		WASHINGTON 5.% 08/15/36	2,500,000.00	2,556,287.58
93978HSR7		WASHINGTON 5.% 08/15/37	2,400,000.00	2,446,750.30
93978HTW5		WASHINGTON 5.% 07/01/35	2,355,000.00	2,417,505.82
93978HTX3		WASHINGTON 5.% 07/01/36	2,250,000.00	2,301,544.08
93978HTY1		WASHINGTON 4.% 07/01/37	3,125,000.00	2,960,196.03
93978HYE9		WASHINGTON 4.% 12/01/45	2,080,000.00	1,946,752.06
93978LGN0		WA HSG FI 5.875% 07/01/43	1,000,000.00	1,098,069.38
93978TS59		WA ST HSG 3.5% 12/20/35	2,586,569.57	2,403,073.75
940732DJ6		WASHINGTON 7.25% 10/04/24	1,000,000.00	1,005,471.04



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CUSIP	TICKER	SECURITY NAME	SHARES/PAR/CONTRACTS	MARKET VALUE
953140R93		WEST HAVE 5.% 11/01/32	400,000.00	419,454.90
953140S27		WEST HAVE 5.% 11/01/37	350,000.00	366,752.56
956622M92		WEST VIRG 5.% 06/01/33	1,850,000.00	1,944,183.00
956622N26		WEST VIRG 5.% 06/01/34	2,970,000.00	3,121,660.73
956622N34		WEST VIRG 5.% 06/01/35	2,405,000.00	2,527,913.49
956622R89		WEST VIRG 5.% 01/01/35	2,920,000.00	2,989,221.02
956622R97		WEST VIRG 5.% 01/01/36	2,065,000.00	2,105,414.73
956622T87		WEST VIRG 5.% 09/01/38	2,000,000.00	2,059,609.38
956622T95		CHARLESTON 5.00% 9/1/39	1,000,000.00	1,025,506.13
956622V84		WEST 4.125% 06/01/2042	5,000,000.00	5,088,199.25
956622W75		W VIRGINI 5.75% 09/01/43	4,000,000.00	4,430,374.76
95737TFT8		WESTCHEST 5.% 07/01/38	750,000.00	828,402.10
960875AM4		WESTMOREL 4.00% 07/01/37	1,400,000.00	1,343,191.12
967323AE6		WICHITA S 4.625% 09/01/33	3,725,000.00	3,627,916.18
968254CB6		WILKES-BA 4.% 03/01/42	2,600,000.00	2,126,646.55
969073MT9		WILL CNTY 4.00% 01/01/34	650,000.00	673,689.56
970016DY4		WILLIAMSO 5.% 12/01/28	1,835,000.00	1,884,540.60
970016DZ1		WILLIAMSO 5.% 12/01/29	1,925,000.00	1,978,030.32
970016EA5		WILLIAMSO 5.% 12/01/30	2,025,000.00	2,080,850.49
970016EB3		WILLIAMSO 5.% 12/01/34	6,000,000.00	6,165,872.04
97535RAF7		WINROCK T 4.% 05/01/33	600,000.00	575,075.91
97535RAG5		WINROCK T 4.25% 05/01/40	1,000,000.00	924,056.93
97712D5P7		WISCONSIN 4.00% 03/15/40	750,000.00	706,959.23
97712D6S0		WISCON ST 4.00% 02/15/35	500,000.00	512,896.43
97712D6U5		WISCON ST 4.00% 02/15/37	1,000,000.00	1,012,942.58
97712DKP0		WISCONSIN 5.% 08/15/34	1,000,000.00	1,005,308.30
97712DRA6		WISCONSIN 4.% 11/15/36	9,830,000.00	9,916,833.01



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CUSIP	TICKER	SECURITY NAME	SHARES/PAR/CONTRACTS	MARKET VALUE
97712JCF8		WI HLTH & 4.% 09/15/36	530,000.00	477,606.34
97712JCG6		WI HLTH & 4.% 09/15/41	510,000.00	427,610.52
97712JDR1		WI HLTH & 4.% 12/01/41	850,000.00	682,837.50
97712JDY6		WISCONSIN 4.% 01/01/27	360,000.00	337,476.57
97712JDZ3		WISCONSIN 4.% 01/01/28	370,000.00	337,192.48
97712JEA7		WISCONSIN 4.% 01/01/29	390,000.00	346,282.85
97712JEB5		WISCONSIN 4.% 01/01/30	405,000.00	350,149.28
97712JEC3		WISCONSIN 4.% 01/01/37	1,460,000.00	1,100,132.82
98267VDJ9		WYANDOTTE 5.25% 09/01/35	14,105,000.00	13,976,684.84
98267VDL4		WYANDOTTE 5.75% 03/01/41	10,000,000.00	9,781,660.50
985900EQ8		YAVAPAI CNTY 4% 08/01/38	1,000,000.00	1,009,475.25
Total:				3,151,852,067.12

Portfolio holdings are subject to change, are unaudited, and do not represent any type of recommendation. The Funds are distributed by Victory Capital Services, Inc. ("VCS"), member FINRA and SIPC. Victory Capital Management Inc., an affiliate of VCS, is the investment advisor to the Funds and receives a fee from the Funds for its services. Shares of the Fund may be subject to sales charges and other fees. An investor should consider the Fund's investment objectives, risks and charges and expenses carefully before investing or sending money. This and other important information about the investment company can be found in the Fund's prospectus. To obtain a prospectus, please call 1-800-235-8396 or visit www.vcm.com/prospectus. Please read the prospectus carefully before investing.

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