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<SUBMISSION-CONTACT>		
<CONTACT-NAME>	Gordon Ruckdeschel	</CONTACT-NAME>
<CONTACT-PHONE>	(212) 201-7016	</CONTACT-PHONE>
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<NOTIFY-INTERNET>	gordon@vfilings.com	</NOTIFY-INTERNET>
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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

**FORM N-PX**

**ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED  
MANAGEMENT INVESTMENT COMPANY**

Investment Company Act File Number 811-09749

LIFETIME ACHIEVEMENT FUND, INC.  
(Exact Name of Registrant as Specified in Charter)

15858 West Dodge Road, Suite 310, Omaha, Nebraska 68118  
(Address of Principal Executive Offices) (Zip Code)

(402) 330-1166  
(Registrant's Telephone Number, Including Area Code)

Manarin Investment Counsel, Ltd.  
15858 West Dodge Road, Suite 310  
Omaha, Nebraska 68118  
(Name and Address of Agent for Service)

Copies to:

JoAnn M. Strasser  
Thompson Hine LLP.  
312 Walnut Street, 14th floor  
Cincinnati, Ohio 45202

Date of fiscal year end: December 31

Date of reporting period: July 1, 2009 – June 30, 2010

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**Item 1. Proxy Voting Record.**

**Softbrands, Inc.**

Exchange Ticker Symbol: SBN CUSIP: 83402A107

Shareholder Meeting Date: 8/12/2009 Special Meeting

		Proposed by				
	Proposal	Issuer	Security Holder	Voted	LFTAX Voted	Management Recommended
1	Proposal to adopt the agreement and plan of merger, dated June 11, 2009, by and among Steel Holdings, Inc., Steel Merger Sub, Inc. and Softbrands, Inc.	X		YES	FOR	FOR
2	Proposal to adjourn the special meeting, if necessary, to solicit additional proxies if there are not sufficient votes in favor of adoption of the merger agreement.	X		YES	FOR	FOR

**iShares US Home Construction Index Fund**

Exchange Ticker Symbol: ITB CUSIP: 464288752

Shareholder Meeting Date: 11/4/2009 Special Meeting

		Proposed by				
	Proposal	Issuer	Security Holder	Voted	LFTAX Voted	Management Recommended
1	To approve a new investment advisory agreement between each company, on behalf of each of its funds, and Barclays Global Fund Advisors.	X		YES	Proportional	FOR

**iShares US Home Construction Index Fund**

Exchange Ticker Symbol: ITB CUSIP: 464288752

Shareholder Meeting Date: 11/4/2009 Special Meeting

		Proposed by				
	Proposal	Issuer	Security Holder	Voted	LFTAX Voted	Management Recommended
1.01	Elect Director George G.C. Parker	X		YES	Proportional	FOR
1.02	Elect Director J. Darrell Duffie	X		YES	Proportional	FOR
1.03	Elect Director Cecilia H. Herbert	X		YES	Proportional	FOR
1.04	Elect Director Charles A. Hurty	X		YES	Proportional	FOR
1.05	Elect Director John E. Kerrigan	X		YES	Proportional	FOR
1.06	Elect Director Robert H. Silver	X		YES	Proportional	FOR
1.07	Elect Director Lee T. Kranefuss	X		YES	Proportional	FOR
1.08	Elect Director John E. Martinez	X		YES	Proportional	FOR
1.09	Elect Director Robert S. Kapito	X		YES	Proportional	FOR

**Forward Select Income Fund - CL A**

Exchange Ticker Symbol: KIFAX CUSIP: 34987A319

Shareholder Meeting Date: 11/9/2009 Special Meeting

		Proposed by				
	Proposal	Issuer	Security Holder	Voted	LFTAX Voted	Management Recommended
1.01	Elect Director Dewitt F. Bowman	X		YES	Proportional	FOR
1.02	Elect Director Cecilia W. Herbert	X		YES	Proportional	FOR

**Delaware Small Cap Value Fd - CL A**

Exchange Ticker Symbol: DEVLX CUSIP: 246097109

Shareholder Meeting Date: 11/12/2009 Special Meeting

		Proposed by				
	Proposal	Issuer	Security Holder	Voted	LFTAX Voted	Management Recommended
1.01	Elect Director Thomas L. Bennett	X		YES	Proportional	FOR
1.02	Elect Director Patrick P. Coyne	X		YES	Proportional	FOR
1.03	Elect Director John A. Fry	X		YES	Proportional	FOR
1.04	Elect Director Anthony D. Knerr	X		YES	Proportional	FOR
1.05	Elect Director Lucinda S. Landreth	X		YES	Proportional	FOR
1.06	Elect Director Ann R. Leven	X		YES	Proportional	FOR
1.07	Elect Director Thomas F. Madison	X		YES	Proportional	FOR

1.08	Elect Director Janet L. Yeomans	X	YES	Proportional	FOR
1.09	Elect Director Richard Zecher	X	YES	Proportional	FOR
2	To approve a new investment advisory agreement between each fund and Delaware Management Company, a series of Delaware Management Business Trust	X	YES	Proportional	FOR

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**Level 3 Communications, Inc.**

Exchange Ticker Symbol: LVLT CUSIP: 52729N100

Shareholder Meeting Date: 5/20/2010 Annual Meeting

		Proposed by		Voted	LFTAX Voted	Management Recommended
Proposal	Issuer	Security Holder				
1.01	Elect Director Walter Scott, Jr.	X		YES	FOR	FOR
1.02	Elect Director James Q. Crowe	X		YES	FOR	FOR
1.03	Elect Director R. Douglas Bradbury	X		YES	FOR	FOR
1.04	Elect Director Douglas C. Eby	X		YES	FOR	FOR
1.05	Elect Director James O. Ellis, Jr.	X		YES	FOR	FOR
1.06	Elect Director Richard R. Jaros	X		YES	FOR	FOR
1.07	Elect Director Robert E. Julian	X		YES	FOR	FOR
1.08	Elect Director Michael J. Mahoney	X		YES	FOR	FOR
1.09	Elect Director Rahul N. Merchant	X		YES	FOR	FOR
1.1	Elect Director Charles C. Miller, III	X		YES	FOR	FOR
1.11	Elect Director Arun Netravali	X		YES	FOR	FOR
1.12	Elect Director John T. Reed	X		YES	FOR	FOR
1.13	Elect Director Michael B. Yanney	X		YES	FOR	FOR
1.14	Elect Director Albert C. Yates	X		YES	FOR	FOR
2	To approve the granting to the Level 3 board of directors of discretionary authority to amend our restated certificate of incorporation to effect a reverse stock split at one of four ratios.	X		YES	FOR	FOR
3	To approve an amendment to our restated certificate of incorporation increasing the number of authorized shares of our common stock, par value \$.01 per share, by 400 million from 2.5 billion to 2.9 billion;	X		YES	FOR	FOR
4	To approve the amendment and restatement to Level 3's 1995 stock plan (amended and restated as of 4/1/98) to among other things, extend the term of the plan to 5/20/20 and increase the number of shares of our common stock, par value \$.01 per shares, that are reserved for issuance under the plan by 50 million.	X		YES	FOR	FOR
5	To authorize the transaction of such other business as may properly come before the annual meeting or any adjournments or postponements thereof	X		YES	FOR	FOR

### SIGNATURES

Pursuant to the requirements of 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.

Lifetime Achievement Fund, Inc.

/s/ Roland R. Manarin

By: Roland R. Manarin, President  
Principal Executive Officer

Date: August 17, 2010

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UMB FUND SERVICES, INC.  
803 West Michigan Street  
Milwaukee, Wisconsin 53233  
(414) 299-2000

August 17, 2010

Securities and Exchange Commission  
100 F. Street N.E.  
Washington, D.C. 20549

Re: Lifetime Achievement Fund, Inc.  
Registration Nos. 333-95817; 811-09749  
Filing pursuant to Rule 30b1-4 of the Investment Company Act of 1940

Dear Sir or Madam:

On behalf of the above-named registrant and pursuant to Rule 30b1-4 under the Investment Company Act of 1940, as amended, we hereby file the Fund's Form N-PX for the one-year period ended June 30, 2010. Any questions regarding this filing may be directed to the undersigned at the telephone number provided above.

Sincerely,

/s/ Constance Dye Shannon  
Executive Vice President and General Counsel

Encl.

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