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Baltuch Marc Form 4/A January 20, 2011 OMB APPROV FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 OMB APPROV Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). TATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES OMB APPROV Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, ection 17(a) of the Public Utility Holding Company Act of 1935 or Section 1(b). Filed pursuant to Section 16(a) of the Investment Company Act of 1940 30(h) of the Investment Company Act of 1940 State Approx (Print or Type Response) State Approx State Approx							
	ddress of Reporting Person *	2. Issuer Name and Ticker Symbol ZWEIG TOTAL RETU INC [ZTR]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) THE ZWEI THIRD AV	(First) (Middle) G FUND,INC., 900 E	3. Date of Earliest Transaction (Month/Day/Year) 01/14/2011	Director 10% Owner XOfficer (give title Other (specify below) VP & CCO				
NEW YOR	(Street) K, NY 07055	4. If Amendment, Date Orig Filed(Month/Day/Year) 01/19/2011	nal	 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person 			
(City)	(State) (Zip)	Table I - Non-Derivati	ve Securities Ac	quired, Disposed of	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date 2A. De (Month/Day/Year) Execut any (Month	ion Date, if Transaction(A) o Code (D) h/Day/Year) (Instr. 8) (Instr	(A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	01/14/2011	Code V Amor $J(\underline{1})$ 400	$\begin{array}{c} \text{int} (D) \text{Price} \\ A \\ 3.34 \end{array}$	1,000	D		
Common Stock	01/14/2011	J <u>(1)</u> 5,00	0 A 3.34	10,000	I <u>(2)</u>	By Wife	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and int of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Addr	ess	Relationships						
	Director	10% Owner	Officer	Other				
Baltuch Marc THE ZWEIG FUND,INC. 900 THIRD AVE NEW YORK, NY 07055			VP & CCO					
Signatures								
Marc Baltuch	01/20/2011							
**Signature of Reporting Person	Date							

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Rights Offering

(2) The reporting person disclaims beneficial ownership of the securities held indirectly, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purpose of Section 16 or any other purpose.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.