

NUVEEN DIVIDEND ADVANTAGE MUNICIPAL FUND 3
Form N-CSR
January 09, 2009

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

FORM N-CSR

CERTIFIED SHAREHOLDER REPORT OF REGISTERED MANAGEMENT INVESTMENT COMPANIES

Investment Company Act file number 811-10345

Nuveen Dividend Advantage Municipal Fund 3

(Exact name of registrant as specified in charter)

Nuveen Investments
333 West Wacker Drive
Chicago, IL 60606

(Address of principal executive offices) (Zip code)

Kevin J. McCarthy
Nuveen Investments
333 West Wacker Drive
Chicago, IL 60606

(Name and address of agent for service)

Registrant's telephone number, including area code: (312) 917-7700

Date of fiscal year end: October 31

Date of reporting period: October 31, 2008

Form N-CSR is to be used by management investment companies to file reports with the Commission not later than 10 days after the transmission to stockholders of any report that is required to be transmitted to stockholders under Rule 30e-1 under the Investment Company Act of 1940 (17 CFR 270.30e-1). The Commission may use the information provided on Form N-CSR in its regulatory, disclosure review, inspection, and policymaking roles.

A registrant is required to disclose the information specified by Form N-CSR, and the Commission will make this information public. A registrant is not required to respond to the collection of information contained in Form N-CSR unless the Form displays a currently valid Office of Management and Budget ("OMB") control number. Please direct comments concerning the accuracy of the information collection burden estimate and any suggestions for reducing the burden to Secretary, Securities and Exchange Commission, 450 Fifth Street, NW, Washington, DC 20549-0609. The OMB has reviewed this collection of information under the clearance requirements of 44 U.S.C. ss. 3507.

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ITEM 1. REPORTS TO STOCKHOLDERS.

ANNUAL REPORT | Nuveen Investments
October 31, 2008 | MUNICIPAL CLOSED-END FUNDS

Photo of: Small child

NUVEEN PERFORMANCE
PLUS MUNICIPAL
FUND, INC.
NPP

NUVEEN MUNICIPAL
ADVANTAGE FUND, INC.
NMA

NUVEEN MUNICIPAL
MARKET OPPORTUNITY
FUND, INC.
NMO

NUVEEN DIVIDEND
ADVANTAGE
MUNICIPAL FUND
NAD

NUVEEN DIVIDEND
ADVANTAGE
MUNICIPAL FUND 2
NXZ

NUVEEN DIVIDEND
ADVANTAGE
MUNICIPAL FUND 3
NZF

IT'S NOT WHAT YOU EARN, IT'S WHAT YOU KEEP. (R)

Logo: NUVEEN Investments

Photo of: Man working on computer

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Photo of: Robert P. Bremner

Chairman's
LETTER TO SHAREHOLDERS

| Robert P. Bremner | Chairman of the Board

Dear Shareholders,

I'd like to use my initial letter to you to accomplish several things. First, I want to report that after fourteen years of service on your Fund's Board, including the last twelve as chairman, Tim Schwertfeger retired from the Board in June. The Board has elected me to replace him as the chairman, the first time this role has been filled by someone who is not an employee of Nuveen Investments. Electing an independent chairman marks a significant milestone in the management of your Fund, and it aligns us with what is now considered a "best practice" in the fund industry. Further, it demonstrates the independence with which your Board has always acted on your behalf.

Following Tim will not be easy. During my eleven previous years on the Nuveen Fund Board, I found that Tim always set a very high standard by combining insightful industry and market knowledge and sound, clear judgment. While the Board will miss his wise counsel, I am certain we will retain the primary commitment Tim shared with all of us - an unceasing dedication to creating and retaining value for Nuveen Fund shareholders. This focus on value over time is a touchstone that I and all the other Board members will continue to use when making decisions on your behalf.

Second, I also want to report that we are very fortunate to welcome two new Board members to our team. John Amboian, the current chairman and CEO of Nuveen Investments, has replaced Tim as Nuveen's representative on the Board. John's presence will allow the independent Board members to benefit not only from his leadership role at Nuveen but also his broad understanding of the fund industry and Nuveen's role within it. We also added Terry Toth as an independent director. A former CEO of the Northern Trust Company's asset management group, Terry will bring extensive experience in the fund industry to our deliberations.

Third, on behalf of the entire Board, I would like you to know that we are closely monitoring the unprecedented market developments and their distressing impact on the Funds. We believe that these Funds continue to be actively and constructively managed for the long term and at the same time we are very aware

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that these are trying times for our investors. We appreciate the patience you have shown with the Board and with Nuveen Investments as they manage your investment through this extremely difficult period.

Fourth, again on behalf of the entire Board, I would like to acknowledge the effort the whole Nuveen organization is making to resolve the auction rate preferred share situation in a satisfactory manner. As you know, we are actively pursuing a number of possible solutions, all with the goal of providing liquidity for preferred shareholders while preserving the potential benefits of leverage for common shareholders. We appreciate the patience you have shown as we've worked through the many difficulties involved.

Finally, I urge you to take the time to review the Portfolio Managers' Comments, the Common Share Dividend and Share Price Information, and the Performance Overview sections of this report. All of us are grateful that you have chosen Nuveen Investments as a partner as you pursue your financial goals, and, on behalf of myself and the other members of your Fund's Board, let me say we look forward to continuing to earn your trust in the months and years ahead.

Sincerely,

/s/ Robert P. Bremner

Robert P. Bremner
Chairman of the Board
December 23, 2008

Portfolio Managers' COMMENTS

Nuveen Investments Municipal Closed-End Funds | NPP, NMA, NMO
NAD, NXZ, NZF

Portfolio managers Tom Spalding and Paul Brennan discuss U.S. economic and municipal market conditions, key investment strategies, and the twelve-month performance of these six national Funds. A thirty-two-year veteran of Nuveen, Tom has managed NXZ since its inception in 2001 and NPP, NMA, NMO, and NAD since 2003. With nineteen years of industry experience, including eleven years at Nuveen, Paul assumed portfolio management responsibility for NZF in 2006.

WHAT FACTORS AFFECTED THE U.S. ECONOMY AND MUNICIPAL MARKET DURING THE TWELVE-MONTH REPORTING PERIOD ENDED OCTOBER 31, 2008?

During this period, stress in the financial and credit markets led to increased price volatility for many securities, reduced liquidity and a general flight to quality. The Federal Reserve (Fed) began in September 2007 a series of interest rate cuts that lowered the fed funds rate by 325 basis points--from 5.25% to 2.00%--over an eight-month period ending April 2008. In October 2008, the Fed announced two additional reductions of 50 basis points each, bringing the fed funds rate down to 1.00%, its lowest level since 2003. (On December 16, after the end of this twelve-month period, the Fed reduced the fed funds rate target to 0.25% or less.)

The Fed's rate-cutting actions also were a response to concerns about the pace of U.S. economic growth, as measured by the U.S. gross domestic product (GDP). After declining at an annual rate of 0.2% in the fourth quarter of 2007, GDP improved to a positive 0.9% in the first quarter of 2008 and posted growth of 2.8% in the second quarter of 2008 (all GDP numbers annualized). During the third quarter of 2008, however, GDP contracted at an annual rate of 0.5%, the biggest decrease since 2001, mainly as the result of the first decline in

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consumer spending since 1991 and an 18% drop in residential investment. The Consumer Price Index (CPI), driven largely by increased energy, food and transportation prices, registered a 3.7% year-over-year gain as of October 2008, while the core CPI (which excludes food and energy) rose 2.2% over this same period, above the Fed's unofficial target of 2.0% or lower. In the labor markets, October 2008 marked the tenth consecutive month of job losses. The national unemployment rate for October 2008 was 6.5%, its highest point in more than fourteen years, up from 4.8% in October 2007.

In the municipal bond market, performance was significantly impacted by concerns about the credit markets, downgrades of municipal bond insurers, failed auctions of preferred shares and institutional investors' need to unwind various leveraging strategies. These events created surges of selling pressure, especially in late September and early October 2008. While some investors curtailed purchases, non-traditional buyers of

Discussions of specific investments are for illustrative purposes only and are not intended as recommendations of individual investments. The views expressed in this commentary represent those of the portfolio managers as of the date of this report and are subject to change at any time, based on market conditions and other factors. The Funds disclaim any obligation to advise shareholders of such changes.

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municipal bonds such as hedge funds, traditional buyers such as tax-exempt money market funds, and institutions were forced to sell holdings of longer-maturity bonds into a market already experiencing reduced liquidity.

Combined with the Fed rate cuts, this selling produced a sharp steepening of the municipal yield curve, as longer-term interest rates rose and short-term rates declined over this period. In this environment, bonds with shorter maturities generally outperformed longer maturity bonds, and higher quality bonds tended to outperform lower quality credits.

Another item of note in the municipal market was the U.S. Supreme Court's May 2008 ruling that individual states could continue to offer their residents special tax treatment on municipal bonds issued within their borders. The high court's decision preserved tax rules in forty-two states, allowing them to continue to exempt from taxation the income their residents earn on in-state municipal bonds while taxing the income earned on municipal bonds issued in other states.

Over the twelve months ended October 31, 2008, municipal bond issuance nationwide totaled \$450.3 billion, a drop of 8% from the previous twelve months. In 2008, insured bonds comprised less than 20% of new supply, compared with the recent historical figure of approximately 50%. While market conditions during this period impacted the demand for municipal bonds, we continued to see demand from investors attracted by higher interest rates and yields relative to taxable bonds.

WHAT KEY STRATEGIES WERE USED TO MANAGE THESE FUNDS DURING THIS REPORTING PERIOD?

During this twelve-month period, with the municipal market characterized by volatility and a relatively steep yield curve, we sought to capitalize on a turbulent environment by continuing to focus on relative value and investing for

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the long term, preserving and enhancing liquidity, and managing duration(1) risk.

As events in the general financial markets unfolded, we found attractive opportunities in various sectors of the municipal market, using a fundamental approach to identify undervalued sectors and individual credits with the potential to perform well over the long term. Among the bonds we added during this period were health care and housing issues that we believed were attractively priced and had good credit fundamentals. Some of the Funds also added tobacco bonds to bring their allocations in line with the market.

In addition, some portfolio activity was driven by our efforts to boost liquidity or cash reserves. Especially during the commotion of September and October, we believed that it was prudent to take defensive measures that would reduce the Funds' exposure to market risk. These measures included pre-emptively selling some holdings and raising the Funds' cash reserves. Throughout the period, we selectively sold holdings with shorter durations, including pre-refunded(2) bonds. We also took advantage of strong bids to sell bonds that were attractive to the retail market. Given the market environment, retail demand was often strongest for higher credit quality bonds. At all times, we

- (1) Duration is a measure of a bond's price sensitivity as interest rates change, with longer duration bonds displaying more sensitivity to these changes than bonds with shorter durations.
- (2) Pre-refundings, also known as advance refundings or refinancings, occur when an issuer sells new bonds and uses the proceeds to fund principal and interest payments of older existing bonds. This process often results in lower borrowing costs for bond issuers.

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were careful to balance our efforts to enhance liquidity through sales to the retail market with our focus on maintaining the credit quality of our portfolios in an uncertain market. Some of our new purchases were also funded by reinvesting the proceeds from called or matured bonds.

As a key dimension of risk management, we employed a disciplined approach to duration positioning as an important component of our overall strategy. As part of this approach, we used inverse floating rate securities(3), in all six of these Funds. Inverse floaters typically provide the dual benefit of bringing the Funds' durations closer to our strategic target and enhancing their income-generation capabilities. NZF also used certain derivative instruments in an effort to lengthen its duration and help manage common share net asset value (NAV) volatility while trying to minimize any negative impact on its income stream or common share dividends over the short term. As of October 31, 2008, we continued to use inverse floaters in all of these Funds and the derivatives remained in place in NZF.

HOW DID THE FUNDS PERFORM?

Individual results for these Funds, as well as relevant index and peer group information, are presented in the accompanying table.

Annualized Total Returns on Common Share Net Asset Value
For periods ended 10/31/08

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	1-Year	5-Year	10-Year
NPP	-12.49%	1.63%	3.91%
NMA	-15.65%	0.89%	3.66%
NMO	-13.07%	1.35%	3.37%
NAD	-16.42%	0.85%	N/A
NXZ	-13.23%	2.79%	N/A
NZF	-14.99%	1.97%	N/A
Lipper General Leveraged Municipal Debt Funds Average (4)			
	-19.05%	0.29%	2.87%
Barclays Capital Municipal Bond Index (5)			
	-3.30%	2.73%	4.14%
S&P National Municipal Bond Index (6)			
	-4.15%	2.75%	N/A

Past performance is not predictive of future results. Current performance may be higher or lower than the data shown. Returns do not reflect the deduction of taxes that shareholders may have to pay on Fund distributions or upon the sale of Fund shares.

For additional information, see the individual Performance Overview for your Fund in this report.

- (3) An inverse floating rate security is a financial instrument designed to pay long-term tax-exempt interest at a rate that varies inversely with a short-term tax-exempt interest rate index. For the Nuveen Funds, the index typically used is the Securities Industry and Financial Markets (SIFM) Municipal Swap Index (previously referred to as the Bond Market Association Index or BMA). Inverse floaters, including those inverse floating rate securities in which the Funds invested during this reporting period, are further defined within the Notes to Financial Statements and Glossary of Terms Used in this Report sections of this shareholder report.
- (4) The Lipper General Leveraged Municipal Debt Funds Average is calculated using the returns of all closed-end funds in this category for each period as follows: 1 year, 54 funds; 5 years, 52 funds; and 10 years, 38 funds. Fund and Lipper returns assume reinvestment of dividends.
- (5) The Barclays Capital (formerly Lehman Brothers) Municipal Bond Index is an unleveraged, unmanaged national index comprising a broad range of investment-grade municipal bonds. Results for the Barclays Capital index do not reflect any expenses.
- (6) The Standard & Poor's (S&P) National Municipal Bond Index is an unleveraged, market value-weighted index designed to measure the performance of the investment-grade U.S. municipal bond market.

For the twelve months ended October 31, 2008, the total returns on common share NAV for all six of the Funds in this report exceeded the average return for the Lipper General Leveraged Municipal Debt Funds Average. The Funds underperformed

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the Barclays Capital Municipal Bond Index and the Standard & Poor's (S&P) National Municipal Bond Index.

Key management factors that influenced the Funds' returns included duration positioning, the use of derivatives, credit exposure and sector allocations. In addition, a major factor affecting each Fund's performance over this period was the use of leverage. The impact of leverage is discussed in more detail on page eight.

Given the changes in the interest rate environment during this period, bonds in the Barclays Capital Municipal Bond Index with maturities of ten years or less outperformed the market as a whole, with bonds maturing in one to six years benefiting the most. Because they were less sensitive to interest rate changes, these shorter bonds generally outperformed credits with longer maturities, with the biggest losses posted by bonds with the longest maturities (twenty-two years and longer). In general, the greater the Fund's exposure to the underperforming longer part of the yield curve, the greater the negative impact on the Fund's return. Overall, among these six Funds, NAD was the most heavily weighted in the longer part of the curve, while NMO had the smallest exposure to this part of the curve.

As mentioned earlier, NZF used derivative positions throughout this period to synthetically extend duration and move it closer to our strategic duration target. Despite the fact that longer duration municipal bonds generally underperformed those with shorter durations, the use of these derivatives had a positive impact on NZF's total return performance. This positive impact was attributable to the fact that the derivative positions provided exposure to taxable markets during a period when the taxable securities performed relatively well when compared with their non-taxable counterparts.

However, the inverse floaters used by all six of these Funds generally had a negative impact on performance. This resulted from the fact that the inverse floaters effectively increased the Funds' exposure to longer maturity bonds at a time when shorter maturities were in favor in the market.

Credit exposure, including exposure to bonds backed by municipal bond insurers, also was a factor in performance during this period. Because risk-averse investors generally sought higher quality investments as disruptions in the financial markets deepened, bonds with higher credit quality ratings typically performed very well. However, insured bonds with underlying credits that were rated BBB or non-rated, originally purchased because of the higher yields they offered, experienced a disproportionately negative impact (compared with bonds with underlying credits rated AA or A) if the insurer backing the bond was downgraded from AAA. As many investors avoided high-yield securities, bonds rated BBB or below and non-rated bonds generally posted poor returns. As of October 31, 2008, allocations of bonds rated BBB or lower and

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non-rated bonds accounted for approximately 9% of NMO's portfolio, 13% of NAD, 14% of NPP and NZF, 16% of NMA and 19% of NXZ. This lower-rated credit exposure, which was generally higher than that of the Barclays Capital Municipal Bond Index, was a negative influence on Funds' performances for this period. Conversely, the Funds' weightings in bonds rated AAA were generally positive for performance.

Sectors of the market that generally contributed positively to the Funds' performances included general obligation bonds, resource recovery, water and sewer, and utilities. Pre-refunded bonds, which are usually backed by U.S.

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Treasury securities, were one of the top performing segments of the market, due primarily to their shorter effective maturities, higher credit quality, and perceived safety. Holdings of pre-refunded bonds ranged from 18% to 40% among these Funds, with NMO having the heaviest weighting of pre-refunded issues and NAD the smallest.

In general, bonds that carried any credit risk, regardless of sector, continued to post weak performance. Revenue bonds as a whole, and the industrial development sector in particular, underperformed the general municipal market. Next to the industrial development sector, zero coupon bonds were among the worst performing categories. The health care and housing sectors also performed very poorly, as did lower-rated bonds backed by the 1998 master tobacco settlement agreement.

IMPACT OF THE FUNDS' CAPITAL STRUCTURES AND LEVERAGE STRATEGIES ON PERFORMANCE

In addition to the factors mentioned above, one of the primary factors negatively impacting the annual returns of these Funds relative to those of the unleveraged indexes was the Funds' use of financial leverage. While leverage offers opportunities to generate additional income and total returns for common shareholders, the benefits provided by leveraging are influenced by the price movements of the bonds in each Fund's portfolio. During this period, as yields on longer-term bonds rose and their prices correspondingly fell, declining valuations had a negative effect on performance that was magnified by the use of leverage. In addition, at various points during the twelve-month period, the Funds' borrowing costs were relatively high, negatively impacting their total returns. In the turbulent market environment of the past twelve months, the impact of any valuation change in the Fund's holdings-whether positive or negative-was magnified by the use of leverage.

RECENT DEVELOPMENTS IN THE MARKET ENVIRONMENT

Beginning in October, the nation's financial institutions and financial markets--including the municipal bond market--experienced significant turmoil. Reductions in demand decreased valuations of municipal bonds across all credit ratings, especially those with lower credit ratings, and this generally reduced the Funds' net asset values. The municipal market is one in which dealer firms make markets in bonds on a principal basis using their proprietary capital, and during the recent market turmoil these firms' capital was severely constrained. As a result, some firms were unwilling to commit their capital to purchase and to serve as a dealer for municipal bonds. This reduction in dealer

involvement in the market was accompanied by significant net selling pressure by investors, particularly with respect to lower-rated municipal bonds, as institutional investors generally removed money from the municipal bond market, at least in part because of their need to reduce the leveraging of their municipal investments. This de-leveraging was in part driven by the overall reduction in the amount of financing available for such leverage, the increased costs of such leverage financing, and the need to reduce leverage levels that had recently increased due to the decline in municipal bond prices.

Municipal bond prices were further negatively impacted by concerns that the need for further de-leveraging and a supply overhang as a large amount of new issues were postponed would cause selling pressure to persist for a period of time. In addition to falling prices, these market conditions resulted in greater price

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volatility of municipal bonds; wider credit spreads (i.e., lower quality bonds fell in price more than higher quality bonds); significantly reduced liquidity (i.e., the ability to sell bonds at a price close to their carrying value), particularly for lower quality bonds; and a lack of price transparency (i.e., the ability to accurately determine the price at which a bond would likely trade). Reduced liquidity was most pronounced in mid-October, and although liquidity improved considerably over ensuing weeks, it may reoccur if financial turmoil persists or worsens.

RECENT DEVELOPMENTS REGARDING BOND INSURANCE COMPANIES

As mentioned earlier, another factor that had an impact on the performance of these Funds was their position in bonds backed by municipal bond insurers that experienced downgrades in their credit ratings. During the period covered by this report, ACA, AMBAC, FGIC, MBIA, RAAI and SYNCORA (formerly XLCA) experienced one or more rating reductions by at least one or more rating agencies. Subsequent to the reporting period, AMBAC, MBIA and SYNCORA experienced further rating reductions while AGC and FSA received their first rating reductions by at least one rating agency. At the time this report was prepared, at least one rating agency has placed each of these insurers except AGC on "negative outlook" or "negative credit watch," which may presage one or more rating reductions for such insurer or insurers in the future. As concern increased about the balance sheets of these insurers, prices on bonds insured by these companies - especially those bonds with weaker underlying credits - declined, detracting from the Funds' performance. By the end of this period, most insured bonds were being valued according to their fundamentals as if they were uninsured. On the whole, the holdings of all of our Funds continued to be well diversified not only between insured and uninsured bonds, but also within the insured bond category. It is important to note that municipal bonds historically have had a very low rate of default.

RECENT DEVELOPMENTS IN THE AUCTION RATE PREFERRED SECURITIES MARKETS

Beginning in February 2008, more shares for sale were submitted in the regularly scheduled auctions for the auction rate preferred shares issued by these Funds than

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there were offers to buy. This meant that these auctions "failed to clear" and that many or all auction rate preferred shareholders who wanted to sell their shares in these auctions were unable to do so. This decline in liquidity in auction rate preferred shares did not lower the credit quality of these shares, and auction rate preferred shareholders unable to sell their shares received distributions at the "maximum rate" applicable to failed auctions as calculated in accordance with the pre-established terms of the auction rate preferred shares.

On June 11, 2008, Nuveen announced the Fund Board's approval of plans to use tender option bonds (TOBs), also known as floating rate securities, to refinance a portion of the municipal Funds' outstanding auction rate preferred shares, for which auctions have been failing for several months. This plan included an initial phase of approximately \$1 billion in forty-one Funds. During the twelve-month reporting period, NPP, NMA, NMO, NAD and NZF redeemed \$39,350,000, \$16,350,000, \$18,325,000, \$28,200,000 and \$41,225,000 of their outstanding auction rate preferred shares, respectively, at liquidation value, using the proceeds from the issuance of TOBs.

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On August 7, 2008, NXZ issued par redemption notices for all outstanding shares of its auction rate preferred securities totaling \$222 million. These redemptions were achieved through the issuance of \$196 million of variable rate demand preferred shares (VRDP) and the proceeds from the creation of TOBs. VRDP is a new instrument designed to replace the auction rate preferred securities used as leverage in many Nuveen closed-end Funds. VRDP is offered only to qualified institutional buyers, as defined pursuant to Rule 144A under the Securities Act of 1933.

For current, up-to-date information, please visit the Nuveen CEF Auction Rate Preferred Resource Center at:

<http://www.nuveen.com/ResourceCenter/AuctionRatePreferred.aspx>.

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Common Share Dividend and Share Price INFORMATION

During the twelve-month reporting period ended October 31, 2008, there was one dividend increase in NPP, NMA, NMO, NAD and NZF, while the dividend of NXZ remained stable throughout the period.

Due to capital gains generated by normal portfolio activity, common shareholders of the following Funds received capital gains or net ordinary income distributions at the end of December 2007 as follows:

	Long-Term Capital Gains (per share)	Short-Term Capital Gains and/or Ordinary Income (per share)
NMA	\$0.0238	--
NAD	--	\$0.0033

All of the Funds in this report seek to pay stable dividends at rates that reflect each Fund's past results and projected future performance. During certain periods, each Fund may pay dividends at a rate that may be more or less than the amount of net investment income actually earned by the Fund during the period. If a Fund has cumulatively earned more than it has paid in dividends, it holds the excess in reserve as undistributed net investment income (UNII) as part of the Fund's NAV. Conversely, if a Fund has cumulatively paid dividends in excess of its earnings, the excess constitutes negative UNII that is likewise reflected in the Fund's NAV. Each Fund will, over time, pay all of its net investment income as dividends to shareholders. As of October 31, 2008, NPP, NMA and NAD had positive UNII balances for both tax and financial statement purposes while NMO, NXZ and NZF had positive UNII balances for tax purposes and negative UNII balances for financial statement purposes.

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The Funds' Board of Directors/Trustees approved an open-market share repurchase program on July 30, 2008, under which each Fund may repurchase up to 10% of its common shares. As of October 31, 2008, the Funds had not repurchased any of their outstanding common shares.

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As of October 31, 2008, the Funds' common share prices were trading at discounts to their common share NAVs as shown in the accompanying chart:

	10/31/08 Discount	Twelve-Month Average Discount
NPP	-9.38%	-11.03%
NMA	-5.86%	-7.47%
NMO	-5.81%	-9.06%
NAD	-8.92%	-8.14%
NXZ	-2.83%	-2.24%
NZF	-11.40%	-8.61%

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NPP
Performance
OVERVIEW

Nuveen Performance
Plus Municipal
Fund, Inc.
as of October 31, 2008

Pie Chart:
Credit Quality (as a % of total investments)(1)

AAA/U.S. Guaranteed	48%
AA	32%
A	6%
BBB	10%
BB or Lower	2%
N/R	2%

Bar Chart:
2007-2008 Monthly Tax-Free Dividends Per Common Share

NOV	0.0575
DEC	0.0575
JAN	0.0575
FEB	0.0575
MAR	0.0575
APR	0.0575
MAY	0.0575
JUN	0.0575
JUL	0.0575
AUG	0.0575
SEP	0.0605
OCT	0.0605

Line Chart:
Common Share Price Performance -- Weekly Closing Price

11/01/07	13.53
	13.62
	13.19
	12.87
	13.07
	13.17
	13.27

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	13.05
	13.10
	13.27
	13.85
	13.94
	13.74
	13.95
	13.96
	14.20
	13.37
	13.1549
	12.83
	13.30
	13.00
	13.08
	13.40
	13.50
	13.47
	13.37
	13.27
	13.46
	13.48
	13.53
	13.56
	13.53
	13.49
	13.15
	12.86
	12.95
	13.06
	13.06
	12.71
	12.64
	12.58
	12.74
	12.74
	12.76
	12.87
	12.97
	12.69
	12.28
	11.43
	11.32
	8.35
	10.24
	11.72
10/31/08	11.50

FUND SNAPSHOT

Common Share Price	\$11.50

Common Share	
Net Asset Value	\$12.69

Premium/(Discount) to NAV	-9.38%

Market Yield	6.31%

Taxable-Equivalent Yield(2)	8.76%

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Net Assets Applicable to
Common Shares (\$000) \$760,496

Average Effective Maturity
on Securities (Years) 14.16

Leverage-Adjusted Duration 13.43

AVERAGE ANNUAL TOTAL RETURN
(Inception 6/22/89)

	ON SHARE PRICE	ON NAV
1-Year	-10.71%	-12.49%
5-Year	1.10%	1.63%
10-Year	3.29%	3.91%

STATES
(as a % of total investments)

Illinois	15.2%
California	9.5%
New Jersey	5.5%
New York	5.3%
Texas	4.9%
Florida	4.9%
Colorado	4.8%
Ohio	4.2%
Massachusetts	3.9%
Indiana	3.9%
Washington	3.4%
Michigan	3.1%
South Carolina	2.8%
Pennsylvania	2.2%
Georgia	2.2%
Utah	2.1%
Minnesota	2.0%
Wisconsin	1.9%
Nevada	1.9%
Louisiana	1.8%

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Other	14.5%

INDUSTRIES	
(as a % of total investments)	

U.S. Guaranteed	25.2%

Tax Obligation/Limited	15.2%

Tax Obligation/General	14.4%

Transportation	11.7%

Utilities	9.7%

Health Care	8.9%

Consumer Staples	4.4%

Other	10.5%

- (1) The percentages shown in the foregoing chart may reflect the ratings on certain bonds insured by ACA, AGC, AMBAC, FGIC, FSA, MBIA, RAAI and SYNCORA as of October 31, 2008. Please see the Portfolio Managers' Commentary for an expanded discussion of the affect on the Fund of changes to the ratings of certain bonds in the portfolio resulting from changes to the ratings of the underlying insurers both during the period and after period end.
- (2) Taxable-Equivalent Yield represents the yield that must be earned on a fully taxable investment in order to equal the yield of the Fund on an after-tax basis. It is based on a federal income tax rate of 28%. When comparing this Fund to investments that generate qualified dividend income, the Taxable-Equivalent Yield is lower.

13

NMA
Performance
OVERVIEW

Nuveen Municipal
Advantage
Fund, Inc.
as of October 31, 2008

Pie Chart:
Credit Quality (as a % of total investments) (1)

AAA/U.S. Guaranteed	44%
AA	32%
A	8%
BBB	12%
BB or Lower	4%

Bar Chart:
2007-2008 Monthly Tax-Free Dividends Per Common Share (3)

NOV	0.064
DEC	0.064

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JAN	0.064
FEB	0.064
MAR	0.064
APR	0.064
MAY	0.064
JUN	0.064
JUL	0.064
AUG	0.064
SEP	0.066
OCT	0.066

Line Chart:

Common Share Price Performance -- Weekly Closing Price

11/01/07	13.90
	13.96
	13.52
	13.17
	13.24
	13.46
	13.59
	13.36
	13.24
	13.69
	14.39
	14.59
	14.26
	14.46
	14.51
	14.58
	13.67
	13.47
	13.08
	13.45
	13.2799
	13.20
	13.37
	13.56
	13.65
	13.52
	13.55
	13.56
	13.57
	13.78
	13.75
	13.824
	13.73
	13.48
	13.23
	13.06
	13.18
	13.19
	13.09
	13.06
	13.22
	13.15
	13.11
	13.01
	13.35
	13.44
	13.21
	12.59
	11.80

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	11.85
	8.43
	10.36
	11.40
10/31/08	11.41

FUND SNAPSHOT

Common Share Price	\$11.41
Common Share Net Asset Value	\$12.12
Premium/(Discount) to NAV	-5.86%
Market Yield	6.94%
Taxable-Equivalent Yield(2)	9.64%
Net Assets Applicable to Common Shares (\$000)	\$523,602
Average Effective Maturity on Securities (Years)	14.60
Leverage-Adjusted Duration	14.54

AVERAGE ANNUAL TOTAL RETURN
(Inception 12/19/89)

	ON SHARE PRICE	ON NAV
1-Year	-13.16%	-15.65%
5-Year	0.07%	0.89%
10-Year	3.29%	3.66%

STATES

(as a % of total investments)

California	9.6%
Illinois	9.5%
Washington	9.1%
Texas	8.8%
Louisiana	8.3%
New York	7.6%
Ohio	4.7%
Colorado	4.5%
Tennessee	4.0%

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Oklahoma	3.2%
South Carolina	3.1%
Nevada	2.9%
New Jersey	2.6%
Alabama	2.1%
Florida	2.0%
Puerto Rico	1.9%
Wisconsin	1.8%
Other	14.3%

INDUSTRIES

(as a % of total investments)

U.S. Guaranteed	32.9%
Utilities	13.4%
Health Care	12.0%
Tax Obligation/Limited	11.5%
Tax Obligation/General	8.4%
Transportation	7.8%
Other	14.0%

- (1) The percentages shown in the foregoing chart may reflect the ratings on certain bonds insured by ACA, AGC, AMBAC, FGIC, FSA, MBIA, RAAI and SYNCORA as of October 31, 2008. Please see the Portfolio Managers' Commentary for an expanded discussion of the affect on the Fund of changes to the ratings of certain bonds in the portfolio resulting from changes to the ratings of the underlying insurers both during the period and after period end.
- (2) Taxable-Equivalent Yield represents the yield that must be earned on a fully taxable investment in order to equal the yield of the Fund on an after-tax basis. It is based on a federal income tax rate of 28%. When comparing this Fund to investments that generate qualified dividend income, the Taxable-Equivalent Yield is lower.
- (3) The Fund paid shareholders a capital gains distribution in December 2007 of \$0.0238 per share.

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Nuveen Municipal
Market Opportunity
Fund, Inc.
as of October 31, 2008

Pie Chart:

Credit Quality (as a % of total investments)(1)

AAA/U.S. Guaranteed	54%
AA	32%
A	5%
BBB	7%
BB or Lower	2%

Bar Chart:

2007-2008 Monthly Tax-Free Dividends Per Common Share

NOV	0.0605
DEC	0.0605
JAN	0.0605
FEB	0.0605
MAR	0.0605
APR	0.0605
MAY	0.0605
JUN	0.0605
JUL	0.0605
AUG	0.0605
SEP	0.063
OCT	0.063

Line Chart:

Common Share Price Performance -- Weekly Closing Price

11/01/07	13.55
	13.59
	13.12
	12.59
	12.95
	13.13
	13.25
	13.00
	12.72
	13.08
	13.73
	14.02
	13.74
	14.10
	14.13
	14.23
	13.35
	13.10
	12.90
	13.15
	12.91
	12.73
	12.97
	13.19
	13.08
	13.17
	13.18
	13.23
	13.32

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	13.37
	13.58
	13.65
	13.35
	13.04
	12.61
	12.65
	12.73
	12.56
	12.35
	12.30
	12.35
	12.40
	12.28
	12.32
	12.40
	12.49
	12.23
	11.98
	11.42
	10.99
	8.09
	10.06
	11.80
10/31/08	11.52

FUND SNAPSHOT

Common Share Price	\$11.52
Common Share Net Asset Value	\$12.23
Premium/(Discount) to NAV	-5.81%
Market Yield	6.56%
Taxable-Equivalent Yield(2)	9.11%
Net Assets Applicable to Common Shares (\$000)	\$557,346
Average Effective Maturity on Securities (Years)	11.97
Leverage-Adjusted Duration	11.99

AVERAGE ANNUAL TOTAL RETURN
(Inception 3/21/90)

	ON SHARE PRICE	ON NAV
1-Year	-9.87%	-13.07%
5-Year	1.61%	1.35%
10-Year	3.06%	3.37%

STATES

(as a % of total investments)

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Texas	13.8%
Washington	10.7%
Illinois	8.4%
New York	6.4%
California	5.7%
Minnesota	5.7%
South Carolina	5.3%
New Jersey	4.4%
Colorado	4.2%
Ohio	3.6%
Georgia	3.3%
North Dakota	3.0%
Massachusetts	2.5%
Puerto Rico	2.2%
Nevada	2.2%
Pennsylvania	1.9%
Oregon	1.7%
North Carolina	1.4%
Other	13.6%

INDUSTRIES
(as a % of total investments)

U.S. Guaranteed	38.9%
Tax Obligation/General	14.4%
Transportation	10.2%
Tax Obligation/Limited	9.7%
Health Care	8.1%
Utilities	5.7%
Consumer Staples	5.2%
Other	7.8%

(1) The percentages shown in the foregoing chart may reflect the ratings on certain bonds insured by ACA, AGC, AMBAC, FGIC, FSA, MBIA, RAAI and SYNCORA

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as of October 31, 2008. Please see the Portfolio Managers' Commentary for an expanded discussion of the affect on the Fund of changes to the ratings of certain bonds in the portfolio resulting from changes to the ratings of the underlying insurers both during the period and after period end.

- (2) Taxable-Equivalent Yield represents the yield that must be earned on a fully taxable investment in order to equal the yield of the Fund on an after-tax basis. It is based on a federal income tax rate of 28%. When comparing this Fund to investments that generate qualified dividend income, the Taxable-Equivalent Yield is lower.

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NAD
Performance
OVERVIEW

Nuveen Dividend
Advantage
Municipal Fund
as of October 31, 2008

Pie Chart:

Credit Quality (as a % of municipal bonds) (1)

AAA/U.S. Guaranteed	39%
AA	41%
A	7%
BBB	7%
BB or Lower	4%
N/R	2%

Bar Chart:

2007-2008 Monthly Tax-Free Dividends Per Common Share (3)

NOV	0.0635
DEC	0.0635
JAN	0.0635
FEB	0.0635
MAR	0.0635
APR	0.0635
MAY	0.0635
JUN	0.0635
JUL	0.0635
AUG	0.0635
SEP	0.0655
OCT	0.0655

Line Chart:

Common Share Price Performance -- Weekly Closing Price

11/01/07	13.67
	13.66
	13.27
	12.88
	13.20
	13.37
	13.31
	13.26
	12.95
	13.24
	14.15

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	14.056
	13.7899
	14.13
	14.09
	14.09
	13.42
	13.00
	12.60
	13.16
	12.85
	12.88
	13.27
	13.58
	13.43
	13.51
	13.30
	13.54
	13.45
	13.50
	13.43
	13.64
	13.56
	13.11
	12.90
	12.85
	13.10
	13.04
	12.71
	12.82
	12.82
	12.78
	12.80
	12.79
	12.71
	12.80
	12.50
	12.02
	11.68
	11.06
	7.90
	9.783
	10.90
10/31/08	10.72

FUND SNAPSHOT

Common Share Price	\$10.72

Common Share	
Net Asset Value	\$11.77

Premium/(Discount) to NAV	-8.92%

Market Yield	7.33%

Taxable-Equivalent Yield(2)	10.18%

Net Assets Applicable to	
Common Shares (\$000)	\$462,554

Average Effective Maturity	

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on Securities (Years)	14.58

Leverage-Adjusted Duration	15.26

AVERAGE ANNUAL TOTAL RETURN (Inception 5/26/99)

	ON SHARE PRICE	ON NAV
1-Year	-16.46%	-16.42%
5-Year	-0.74%	0.85%
Since Inception	2.67%	4.08%

STATES (as a % of municipal bonds)

Illinois	20.2%
New York	7.2%
Washington	7.2%
Florida	6.3%
Wisconsin	5.7%
Texas	5.2%
Indiana	4.3%
Louisiana	4.2%
New Jersey	4.1%
Pennsylvania	3.7%
Colorado	3.4%
Ohio	3.3%
Michigan	3.2%
California	3.1%
Missouri	2.9%
Rhode Island	2.2%
Other	13.8%

INDUSTRIES (as a % of total investments)

Tax Obligation/Limited	19.7%
U.S. Guaranteed	16.1%

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Tax Obligation/General	14.7%
Health Care	14.7%
Transportation	12.5%
Utilities	6.2%
Consumer Staples	5.1%
Other	11.0%

- (1) The percentages shown in the foregoing chart may reflect the ratings on certain bonds insured by ACA, AGC, AMBAC, FGIC, FSA, MBIA, RAAI and SYNCORA as of October 31, 2008. Please see the Portfolio Managers' Commentary for an expanded discussion of the affect on the Fund of changes to the ratings of certain bonds in the portfolio resulting from changes to the ratings of the underlying insurers both during the period and after period end.
- (2) Taxable-Equivalent Yield represents the yield that must be earned on a fully taxable investment in order to equal the yield of the Fund on an after-tax basis. It is based on a federal income tax rate of 28%. When comparing this Fund to investments that generate qualified dividend income, the Taxable-Equivalent Yield is lower.
- (3) The Fund paid shareholders a net ordinary income distribution in December 2007 of \$.0033 per share.

16

NXZ
Performance
OVERVIEW

Nuveen Dividend Advantage
Municipal Fund 2
as of October 31, 2008

Pie Chart:

Credit Quality (as a % of total investments)(1)

AAA/U.S. Guaranteed	49%
AA	27%
A	5%
BBB	13%
BB or Lower	5%
N/R	1%

Bar Chart:

2007-2008 Monthly Tax-Free Dividends Per Common Share

NOV	0.073
DEC	0.073
JAN	0.073
FEB	0.073
MAR	0.073
APR	0.073
MAY	0.073
JUN	0.073

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JUL	0.073
AUG	0.073
SEP	0.073
OCT	0.073

Line Chart:

Common Share Price Performance -- Weekly Closing Price

11/01/07	15.54
	15.50
	14.95
	14.47
	14.62
	14.92
	15.17
	15.17
	15.08
	14.80
	15.56
	15.68
	15.55
	15.90
	15.97
	16.15
	14.848
	14.56
	14.2399
	14.65
	14.11
	14.18
	14.65
	14.70
	14.63
	14.72
	14.95
	15.01
	15.03
	15.22
	15.21
	15.30
	15.27
	14.90
	14.47
	14.5269
	14.80
	14.73
	14.28
	14.37
	14.47
	14.80
	14.52
	14.6399
	14.56
	14.39
	14.10
	13.47
	12.13
	12.2604
	8.94
	10.71
	12.06
10/31/08	12.35

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FUND SNAPSHOT

Common Share Price	\$12.35
Common Share Net Asset Value	\$12.71
Premium/(Discount) to NAV	-2.83%
Market Yield	7.09%
Taxable-Equivalent Yield(2)	9.85%
Net Assets Applicable to Common Shares (\$000)	\$373,940
Average Effective Maturity on Securities (Years)	15.26
Leverage-Adjusted Duration	8.68

AVERAGE ANNUAL TOTAL RETURN (Inception 3/27/01)

	ON SHARE PRICE	ON NAV
1-Year	-15.21%	-13.23%
5-Year	2.60%	2.79%
Since Inception	3.77%	4.74%

STATES

(as a % of total investments)

Texas	18.2%
Illinois	9.1%
Michigan	8.6%
New York	6.6%
California	5.3%
Colorado	5.0%
New Mexico	4.3%
Alabama	3.5%
Washington	3.0%
Florida	2.9%
Louisiana	2.9%
Oregon	2.9%

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Kansas	2.6%
Minnesota	2.6%
Pennsylvania	2.6%
Indiana	2.3%
Massachusetts	2.2%
Nevada	2.0%
Other	13.4%

INDUSTRIES

(as a % of total investments)

U.S. Guaranteed	34.6%
Tax Obligation/Limited	16.6%
Health Care	13.4%
Transportation	10.8%
Consumer Staples	6.0%
Utilities	5.4%
Other	13.2%

(1) The percentages shown in the foregoing chart may reflect the ratings on certain bonds insured by ACA, AGC, AMBAC, FGIC, FSA, MBIA, RAAI and SYNCORA as of October 31, 2008. Please see the Portfolio Managers' Commentary for an expanded discussion of the affect on the Fund of changes to the ratings of certain bonds in the portfolio resulting from changes to the ratings of the underlying insurers both during the period and after period end.

(2) Taxable-Equivalent Yield represents the yield that must be earned on a fully taxable investment in order to equal the yield of the Fund on an after-tax basis. It is based on a federal income tax rate of 28%. When comparing this Fund to investments that generate qualified dividend income, the Taxable-Equivalent Yield is lower.

NZF
Performance
OVERVIEW

Nuveen Dividend
Advantage
Municipal Fund 3
as of October 31, 2008

Credit Quality (as a % of municipal bonds) (1), (2)

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AAA/U.S. Guaranteed	46%
AA	34%
A	6%
BBB	6%
BB or Lower	2%
N/R	6%

Bar Chart:

2007-2008 Monthly Tax-Free Dividends Per Common Share

NOV	0.064
DEC	0.064
JAN	0.064
FEB	0.064
MAR	0.064
APR	0.064
MAY	0.064
JUN	0.064
JUL	0.064
AUG	0.064
SEP	0.0665
OCT	0.0665

Line Chart:

Common Share Price Performance -- Weekly Closing Price

11/01/07	13.84
	13.77
	13.21
	13.01
	13.16
	13.41
	13.52
	13.28
	13.16
	13.41
	14.29
	14.43
	14.40
	14.65
	14.61
	14.82
	13.55
	13.42
	13.08
	13.73
	13.22
	13.05
	13.36
	13.62
	13.54
	13.62
	13.66
	13.77
	13.83
	13.79
	13.85
	13.80
	13.84
	13.45
	13.05
	13.14

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	13.15
	13.10
	12.93
	12.98
	12.90
	12.97
	12.90
	12.83
	12.94
	13.03
	12.82
	12.60
	11.64
	11.35
	7.55
	9.821
	11.30
10/31/08	10.72

FUND SNAPSHOT

Common Share Price	\$10.72
Common Share Net Asset Value	\$12.10
Premium/(Discount) to NAV	-11.40%
Market Yield	7.44%
Taxable-Equivalent Yield(3)	10.33%
Net Assets Applicable to Common Shares (\$000)	\$488,561
Average Effective Maturity on Securities (Years)	15.06
Leverage-Adjusted Duration	14.17

AVERAGE ANNUAL TOTAL RETURN
(Inception 9/25/01)

	ON SHARE PRICE	ON NAV
1-Year	-17.85%	-14.99%
5-Year	1.12%	1.97%
Since Inception	1.47%	3.62%

STATES
(as a % of municipal bonds) (2)

Texas	12.8%
Washington	11.1%
Illinois	10.6%

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California	8.1%
-----	-----
Michigan	6.8%
-----	-----
Iowa	4.5%
-----	-----
Indiana	4.1%
-----	-----
Wisconsin	3.3%
-----	-----
Colorado	3.2%
-----	-----
New Jersey	2.5%
-----	-----
Louisiana	2.5%
-----	-----
New York	2.4%
-----	-----
Kentucky	2.4%
-----	-----
Missouri	2.1%
-----	-----
Ohio	1.8%
-----	-----
Oregon	1.7%
-----	-----
Georgia	1.6%
-----	-----
Maryland	1.6%
-----	-----
Oklahoma	1.6%
-----	-----
Florida	1.5%
-----	-----
Other	13.8%
-----	-----
INDUSTRIES	
(as a % of total investments) (2)	
-----	-----
U.S. Guaranteed	25.0%
-----	-----
Transportation	14.9%
-----	-----
Health Care	14.1%
-----	-----
Tax Obligation/General	10.6%
-----	-----
Tax Obligation/Limited	6.5%
-----	-----
Utilities	5.6%
-----	-----
Education and Civic Organizations	5.1%
-----	-----
Water and Sewer	4.4%
-----	-----
Other	13.8%
-----	-----

(1) The percentages shown in the foregoing chart may reflect the ratings on certain bonds insured by ACA, AGC, AMBAC, FGIC, FSA, MBIA, RAAI and SYNCORA as of October 31, 2008. Please see the Portfolio Managers' Commentary for

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an expanded discussion of the affect on the Fund of changes to the ratings of certain bonds in the portfolio resulting from changes to the ratings of the underlying insurers both during the period and after period end.

- (2) Excluding derivative transactions.
- (3) Taxable-Equivalent Yield represents the yield that must be earned on a fully taxable investment in order to equal the yield of the Fund on an after-tax basis. It is based on a federal income tax rate of 28%. When comparing this Fund to investments that generate qualified dividend income, the Taxable-Equivalent Yield is lower.

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NPP
NMA
NMO

Shareholder MEETING REPORT

The annual meeting of shareholders was held on July 29, 2008, at The Northern Trust Company, 50 South La Salle Street, Chicago, IL 60675; at this meeting the shareholders were asked to vote on the election of Board Members, the elimination of Fundamental Investment Policies and the approval of new Fundamental Investment Policies. The meeting was subsequently adjourned to August 29, 2008, and additionally adjourned to September 30, 2008, October 28, 2008 and November 25, 2008.

	NPP		NMA	
	Common and Auction Rate Preferred shares voting together as a class	Auction Rate Preferred shares voting together as a class	Common and Auction Rate Preferred shares voting together as a class	Auction Rate Preferred shares voting together as a class
=====				
TO APPROVE THE ELIMINATION OF THE FUND'S FUNDAMENTAL POLICY RELATING TO INVESTMENTS IN MUNICIPAL SECURITIES AND BELOW INVESTMENT GRADE SECURITIES.				
For	31,015,202	3,989	22,214,414	2,94
Against	2,664,030	614	1,512,764	64
Abstain	1,133,036	83	1,572,156	13
Broker Non-Votes	8,713,336	11,180	5,763,413	8,94

Total	43,525,604	15,866	31,062,747	12,66
=====				
TO APPROVE THE ELIMINATION OF THE FUND'S FUNDAMENTAL POLICY RELATING TO INVESTMENTS IN MUNICIPAL SECURITIES.				
For	--	--	--	--
Against	--	--	--	--
Abstain	--	--	--	--
Broker Non-Votes	--	--	--	--

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Total	--	--	--	--
=====				
TO APPROVE THE NEW FUNDAMENTAL POLICY RELATING TO INVESTMENTS IN MUNICIPAL SECURITIES FOR THE FUND.				
For	31,228,341	4,033	22,370,519	3,04
Against	2,389,570	561	1,365,064	59
Abstain	1,194,357	92	1,563,751	9
Broker Non-Votes	8,713,336	11,180	5,763,413	8,94

Total	43,525,604	15,866	31,062,747	12,66
=====				
TO APPROVE THE ELIMINATION OF THE FUNDAMENTAL POLICY RELATING TO INVESTING IN OTHER INVESTMENT COMPANIES.				
For	30,642,197	3,990	22,072,817	3,02
Against	2,931,662	598	1,576,290	60
Abstain	1,238,409	98	1,650,227	9
Broker Non-Votes	8,713,336	11,180	5,763,413	8,94

Total	43,525,604	15,866	31,062,747	12,66
=====				
TO APPROVE THE ELIMINATION OF THE FUNDAMENTAL POLICY RELATING TO DERIVATIVES AND SHORT SALES.				
For	30,540,286	3,936	21,961,133	2,86
Against	3,003,058	630	1,703,165	68
Abstain	1,268,924	120	1,635,036	17
Broker Non-Votes	8,713,336	11,180	5,763,413	8,94

Total	43,525,604	15,866	31,062,747	12,66
=====				
TO APPROVE THE ELIMINATION OF THE FUNDAMENTAL POLICY RELATING TO COMMODITIES.				
For	30,384,824	3,926	22,033,116	2,96
Against	3,160,397	632	1,615,126	57
Abstain	1,267,047	128	1,651,092	18
Broker Non-Votes	8,713,336	11,180	5,763,413	8,94

Total	43,525,604	15,866	31,062,747	12,66
=====				
TO APPROVE THE NEW FUNDAMENTAL POLICY RELATING TO COMMODITIES.				
For	30,532,211	3,982	22,201,425	2,92
Against	3,048,760	579	1,478,403	64
Abstain	1,231,297	125	1,619,506	15
Broker Non-Votes	8,713,336	11,180	5,763,413	8,94

Total	43,525,604	15,866	31,062,747	12,66
=====				

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Shareholder MEETING REPORT (continued)

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	Auction Rate Preferred shares voting together as a class	Auction Rate Preferred shares voting together as a class	Auction Rate Preferred shares voting together as a class	Auction Rate Preferred shares voting together as a class
APPROVAL OF THE BOARD MEMBERS WAS REACHED AS FOLLOWS:				
John P. Amboian				
For	41,364,196	--	29,944,896	--
Withhold	2,161,391	--	1,116,819	--
Total	43,525,587	--	31,061,715	--
Robert P. Bremner				
For	41,356,327	--	29,939,708	--
Withhold	2,169,260	--	1,122,007	--
Total	43,525,587	--	31,061,715	--
Jack B. Evans				
For	41,332,715	--	29,935,063	--
Withhold	2,192,872	--	1,126,652	--
Total	43,525,587	--	31,061,715	--
William C. Hunter				
For	--	15,065	--	12,150
Withhold	--	784	--	450
Total	--	15,849	--	12,600
David J. Kundert				
For	41,359,760	--	29,927,129	--
Withhold	2,165,827	--	1,134,586	--
Total	43,525,587	--	31,061,715	--
William J. Schneider				
For	--	15,063	--	12,150
Withhold	--	786	--	450
Total	--	15,849	--	12,600
Judith M. Stockdale				
For	41,334,865	--	29,927,229	--
Withhold	2,190,722	--	1,134,486	--
Total	43,525,587	--	31,061,715	--
Carole E. Stone				
For	41,357,083	--	29,927,754	--
Withhold	2,168,504	--	1,133,961	--
Total	43,525,587	--	31,061,715	--
Terence J. Toth				
For	41,334,132	--	29,927,057	--
Withhold	2,191,455	--	1,134,658	--
Total	43,525,587	--	31,061,715	--

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NAD
 NXZ
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 Shareholder MEETING REPORT (continued)

	NAD		NXZ	
	Common and Auction Rate Preferred shares voting together as a class	Auction Rate Preferred shares voting together as a class	Common and Auction Rate Preferred shares voting together as a class	Auction Rate Preferred shares voting together as a class

TO APPROVE THE ELIMINATION OF THE FUND'S
 FUNDAMENTAL POLICY RELATING TO INVESTMENTS
 IN MUNICIPAL SECURITIES AND BELOW INVESTMENT
 GRADE SECURITIES.

For	18,885,210	2,378	--	--
Against	1,498,936	360	--	--
Abstain	613,768	103	--	--
Broker Non-Votes	5,613,613	7,252	--	--
Total	26,611,527	10,093	--	--

TO APPROVE THE ELIMINATION OF THE FUND'S
 FUNDAMENTAL POLICY RELATING TO INVESTMENTS IN
 MUNICIPAL SECURITIES.

For	--	--	14,502,552	1,777,338
Against	--	--	762,921	30,000
Abstain	--	--	444,031	6,000
Broker Non-Votes	--	--	4,434,989	5,666,667
Total	--	--	20,144,493	7,810,000

TO APPROVE THE NEW FUNDAMENTAL POLICY
 RELATING TO INVESTMENTS IN MUNICIPAL SECURITIES
 FOR THE FUND.

For	18,987,736	2,405	14,556,694	1,822,338
Against	1,357,368	334	723,338	25,000
Abstain	652,810	102	429,472	7,000
Broker Non-Votes	5,613,613	7,252	4,434,989	5,666,667
Total	26,611,527	10,093	20,144,493	7,810,000

TO APPROVE THE ELIMINATION OF THE FUNDAMENTAL
 POLICY RELATING TO INVESTING IN OTHER INVESTMENT
 COMPANIES.

For	--	--	--	--
Against	--	--	--	--
Abstain	--	--	--	--
Broker Non-Votes	--	--	--	--
Total	--	--	--	--

TO APPROVE THE ELIMINATION OF THE FUNDAMENTAL

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POLICY RELATING TO DERIVATIVES AND SHORT SALES.

For	--	--	--	--
Against	--	--	--	--
Abstain	--	--	--	--
Broker Non-Votes	--	--	--	--

 Total -- -- -- --

TO APPROVE THE ELIMINATION OF THE FUNDAMENTAL
 POLICY RELATING TO COMMODITIES.

For	--	--	--	--
Against	--	--	--	--
Abstain	--	--	--	--
Broker Non-Votes	--	--	--	--

 Total -- -- -- --

TO APPROVE THE NEW FUNDAMENTAL POLICY
 RELATING TO COMMODITIES.

For	--	--	--	--
Against	--	--	--	--
Abstain	--	--	--	--
Broker Non-Votes	--	--	--	--

 Total -- -- -- --

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NAD
 NXZ
 NZF
 Shareholder MEETING REPORT (continued)

	NAD		NXZ	
	Common and Auction Rate Preferred shares voting together as a class	Auction Rate Preferred shares voting together as a class	Common and Auction Rate Preferred shares voting together as a class	Auction Rate Preferred shares voting together as a class

APPROVAL OF THE BOARD MEMBERS WAS REACHED

AS FOLLOWS:

John P. Amboian				
For	25,358,735	--	19,549,143	--
Withhold	1,252,786	--	595,346	--
Total	26,611,521	--	20,144,489	--

Robert P. Bremner				
For	--	--	--	--
Withhold	--	--	--	--
Total	--	--	--	--

Jack B. Evans				
For	--	--	--	--

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Withhold	--	--	--	--

Total	--	--	--	--
=====				
William C. Hunter				
For	--	9,724	--	7,38
Withhold	--	363	--	42

Total	--	10,087	--	7,81
=====				
David J. Kundert				
For	25,342,294	--	19,548,963	--
Withhold	1,269,227	--	595,526	--

Total	26,611,521	--	20,144,489	--
=====				
William J. Schneider				
For	--	9,724	--	7,38
Withhold	--	363	--	42

Total	--	10,087	--	7,81
=====				
Judith M. Stockdale				
For	--	--	--	--
Withhold	--	--	--	--

Total	--	--	--	--
=====				
Carole E. Stone				
For	--	--	--	--
Withhold	--	--	--	--

Total	--	--	--	--
=====				
Terence J. Toth				
For	25,355,076	--	19,545,305	--
Withhold	1,256,445	--	599,184	--

Total	26,611,521	--	20,144,489	--
=====				

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Report of
INDEPENDENT REGISTERED
PUBLIC ACCOUNTING FIRM

THE BOARD OF DIRECTORS/TRUSTEES AND SHAREHOLDERS
NUVEEN PERFORMANCE PLUS MUNICIPAL FUND, INC.
NUVEEN MUNICIPAL ADVANTAGE FUND, INC.
NUVEEN MUNICIPAL MARKET OPPORTUNITY FUND, INC.
NUVEEN DIVIDEND ADVANTAGE MUNICIPAL FUND
NUVEEN DIVIDEND ADVANTAGE MUNICIPAL FUND 2
NUVEEN DIVIDEND ADVANTAGE MUNICIPAL FUND 3

We have audited the accompanying statements of assets and liabilities, including the portfolios of investments, of Nuveen Performance Plus Municipal Fund, Inc., Nuveen Municipal Advantage Fund, Inc., Nuveen Municipal Market Opportunity Fund, Inc., Nuveen Dividend Advantage Municipal Fund, Nuveen Dividend Advantage

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Municipal Fund 2, and Nuveen Dividend Advantage Municipal Fund 3 (the "Funds") as of October 31, 2008, and the related statements of operations and cash flows (Nuveen Dividend Advantage Municipal Fund 2 only) for the year then ended, the statements of changes in net assets for each of the two years in the period then ended, and the financial highlights for each of the five years in the period then ended. These financial statements and financial highlights are the responsibility of the Funds' management. Our responsibility is to express an opinion on these financial statements and financial highlights based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements and financial highlights are free of material misstatement. We were not engaged to perform an audit of the Funds' internal control over financial reporting. Our audits included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Funds' internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements and financial highlights, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. Our procedures included confirmation of securities owned as of October 31, 2008, by correspondence with the custodian and brokers or by other appropriate auditing procedures where replies from brokers were not received. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements and financial highlights referred to above present fairly, in all material respects, the financial positions of Nuveen Performance Plus Municipal Fund, Inc., Nuveen Municipal Advantage Fund, Inc., Nuveen Municipal Market Opportunity Fund, Inc., Nuveen Dividend Advantage Municipal Fund, Nuveen Dividend Advantage Municipal Fund 2, and Nuveen Dividend Advantage Municipal Fund 3 at October 31, 2008, the results of their operations and cash flows (Nuveen Dividend Advantage Municipal Fund 2 only) for the year then ended, changes in their net assets for each of the two years in the period then ended, and the financial highlights for each of the five years in the period then ended in conformity with U.S. generally accepted accounting principles.

/s/ Ernst & Young LLP

Chicago, Illinois
December 23, 2008

NPP

Nuveen Performance Plus Municipal Fund, Inc.
Portfolio of INVESTMENTS

October 31, 2008

PRINCIPAL
AMOUNT (000) DESCRIPTION (1)

OPTIO
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ALABAMA - 0.3% (0.2% OF TOTAL INVESTMENTS)

		Jefferson County, Alabama, Sewer Revenue Refunding Warrants, Series 1997A:	
\$	1,435	5.625%, 2/01/22 - FGIC Insured	2/09
	1,505	5.375%, 2/01/27 - FGIC Insured	12/08

	2,940	Total Alabama	

ALASKA - 0.1% (0.1% OF TOTAL INVESTMENTS)

	2,200	Northern Tobacco Securitization Corporation, Alaska, Tobacco Settlement Asset-Backed Bonds, Series 2006A, 5.000%, 6/01/46	6/14

ARIZONA - 1.5% (0.9% OF TOTAL INVESTMENTS)

	1,000	Arizona State Transportation Board, Highway Revenue Bonds, Series 2002B, 5.250%, 7/01/22 (Pre-refunded 7/01/12)	7/12
		Phoenix, Arizona, Civic Improvement Corporation, Senior Lien Airport Revenue Bonds, Series 2002B:	
	5,365	5.750%, 7/01/15 - FGIC Insured (Alternative Minimum Tax)	7/12
	5,055	5.750%, 7/01/16 - FGIC Insured (Alternative Minimum Tax)	7/12

	11,420	Total Arizona	

ARKANSAS - 0.5% (0.3% OF TOTAL INVESTMENTS)

	5,080	Independence County, Arkansas, Hydroelectric Power Revenue Bonds, Series 2003, 5.350%, 5/01/28 - ACA Insured	5/13
	1,000	Washington County, Arkansas, Hospital Revenue Bonds, Washington Regional Medical Center, Series 2005A, 5.000%, 2/01/35	2/15

	6,080	Total Arkansas	

CALIFORNIA - 15.2% (9.5% OF TOTAL INVESTMENTS)

	3,500	Alameda Corridor Transportation Authority, California, Subordinate Lien Revenue Bonds, Series 2004A, 0.000%, 10/01/25 - AMBAC Insured	10/17
	11,000	Anaheim Public Finance Authority, California, Subordinate Lease Revenue Bonds, Public Improvement Project, Series 1997C, 0.000%, 9/01/20 - FSA Insured	No
		California Department of Water Resources, Power Supply Revenue Bonds, Series 2002A:	
	4,000	6.000%, 5/01/15 (Pre-refunded 5/01/12)	5/12
	3,175	5.375%, 5/01/22 (Pre-refunded 5/01/12)	5/12
	3,365	California Health Facilities Financing Authority, Health Facility Revenue	3/13

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	Bonds, Adventist Health System/West, Series 2003A, 5.000%, 3/01/33	
	California Health Facilities Financing Authority, Revenue Bonds, Kaiser Permanente System, Series 2006:	
5,000	5.000%, 4/01/37	4/16
7,000	5.250%, 4/01/39	4/16
2,380	California Infrastructure Economic Development Bank, Revenue Bonds, J. David Gladstone Institutes, Series 2001, 5.250%, 10/01/34	10/11
3,500	California Pollution Control Financing Authority, Revenue Bonds, Pacific Gas and Electric Company, Series 2004C, 4.750%, 12/01/23 - FGIC Insured (Alternative Minimum Tax)	6/17
5,000	California, General Obligation Bonds, Series 2005, 5.000%, 3/01/31	3/16
4,000	California, General Obligation Bonds, Trust 2652, 0.751%, 6/01/37 (IF)	6/17

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PRINCIPAL AMOUNT (000)	DESCRIPTION (1)	OPTIO PROVI

	CALIFORNIA (continued)	
\$ 6,435	California, General Obligation Refunding Bonds, Series 2002, 6.000%, 4/01/16 - AMBAC Insured	No
5,000	Coast Community College District, Orange County, California, General Obligation Bonds, Series 2006C, 0.000%, 8/01/32 - FSA Insured	8/18
1,500	Golden State Tobacco Securitization Corporation, California, Enhanced Tobacco Settlement Asset-Backed Bonds, Series 2007A-1, 5.125%, 6/01/47	6/17
10,000	Golden State Tobacco Securitization Corporation, California, Enhanced Tobacco Settlement Asset-Backed Bonds, Series 2007A-2, 0.000%, 6/01/37	6/22
10,000	Golden State Tobacco Securitization Corporation, California, Tobacco Settlement Asset-Backed Bonds, Series 2003A-1, 6.750%, 6/01/39 (Pre-refunded 6/01/13)	6/13
1,000	Mt. Diablo Hospital District, California, Insured Hospital Revenue Bonds, Series 1993A, 5.125%, 12/01/23 - AMBAC Insured (ETM)	12/08
13,450	Ontario Redevelopment Financing Authority, San Bernardino County, California, Revenue Refunding Bonds, Redevelopment Project 1, Series 1995, 7.200%, 8/01/17 - MBIA Insured	No
7,770	Palmdale Community Redevelopment Agency, California, Residential Mortgage Revenue Refunding Bonds, Series 1991A, 7.150%, 2/01/10 (ETM)	No
2,325	Palmdale Community Redevelopment Agency, California, Restructured Single Family Mortgage Revenue Bonds, Series 1986D, 8.000%, 4/01/16 (Alternative Minimum Tax) (ETM)	No

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2,000	San Francisco Airports Commission, California, Revenue Bonds, San Francisco International Airport, Second Series 1999, Issue 23B, 5.125%, 5/01/30 (Pre-refunded 5/01/09) - FGIC Insured	5/09
2,000	San Francisco Airports Commission, California, Revenue Refunding Bonds, San Francisco International Airport, Second Series 2001, Issue 27B, 5.125%, 5/01/26 - FGIC Insured	5/11
3,000	San Joaquin Hills Transportation Corridor Agency, Orange County, California, Toll Road Revenue Refunding Bonds, Series 1997A, 0.000%, 1/15/35 - MBIA Insured	No
15,745	Walnut Valley Unified School District, Los Angeles County, California, General Obligation Refunding Bonds, Series 1997A, 7.200%, 2/01/16 - MBIA Insured	8/11
<hr/>		
132,145	Total California	
<hr/>		
COLORADO - 7.7% (4.8% OF TOTAL INVESTMENTS)		
5,240	Adams 12 Five Star Schools, Adams County, Colorado, General Obligation Bonds, Series 2005, 5.000%, 12/15/24 - FSA Insured	12/15
3,000	Colorado Educational and Cultural Facilities Authority, Charter School Revenue Bonds, Peak-to-Peak Charter School, Series 2004, 5.250%, 8/15/34 - SYNCORA GTY Insured	8/14
5,860	Colorado Health Facilities Authority, Revenue Refunding Bonds, Catholic Health Initiatives, Series 2001, 5.250%, 9/01/21 (Pre-refunded 9/01/11)	9/11
4,500	Denver City and County, Colorado, Airport System Revenue Refunding Bonds, Series 2001A, 5.500%, 11/15/16 - FGIC Insured (Alternative Minimum Tax)	11/11
20,000	Denver Convention Center Hotel Authority, Colorado, Senior Revenue Bonds, Convention Center Hotel, Series 2003A, 5.000%, 12/01/33 (Pre-refunded 12/01/13) - SYNCORA GTY Insured	12/13
12,615	E-470 Public Highway Authority, Colorado, Senior Revenue Bonds, Series 1997B, 0.000%, 9/01/21 - MBIA Insured	No
	E-470 Public Highway Authority, Colorado, Senior Revenue Bonds, Series 2000B:	
15,700	0.000%, 9/01/32 - MBIA Insured	No
33,120	0.000%, 9/01/33 - MBIA Insured	No
18,500	E-470 Public Highway Authority, Colorado, Toll Revenue Bonds, Series 2004A, 0.000%, 3/01/36 - MBIA Insured	No
755	Jefferson County School District R1, Colorado, General Obligation Bonds, Series 2004, 5.000%, 12/15/22 - FSA Insured (UB)	12/14
1,330	University of Colorado Hospital Authority, Revenue Bonds, Series 1999A, 5.000%, 11/15/29 - AMBAC Insured	11/09
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120,620	Total Colorado	
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NPP

Nuveen Performance Plus Municipal Fund, Inc. (continued)
 Portfolio of INVESTMENTS October 31, 2008

PRINCIPAL AMOUNT (000)	DESCRIPTION (1)	OPTIO PROVI

	DISTRICT OF COLUMBIA - 1.9% (1.2% OF TOTAL INVESTMENTS)	
\$ 5,275	District of Columbia Tobacco Settlement Corporation, Tobacco Settlement Asset-Backed Bonds, Series 2001, 6.250%, 5/15/24	5/11
5,590	District of Columbia, General Obligation Bonds, Series 1999B, 5.500%, 6/01/13 - FSA Insured	6/09
5,000	Washington Convention Center Authority, District of Columbia, Senior Lien Dedicated Tax Revenue Bonds, Series 2007A, 4.500%, 10/01/30 - AMBAC Insured	10/16

15,865	Total District of Columbia	

	FLORIDA - 7.8% (4.9% OF TOTAL INVESTMENTS)	
	Broward County Housing Finance Authority, Florida, Multifamily Housing Revenue Bonds, Venice Homes Apartments, Series 2001A:	
1,545	5.700%, 1/01/32 - FSA Insured (Alternative Minimum Tax)	7/11
1,805	5.800%, 1/01/36 - FSA Insured (Alternative Minimum Tax)	7/11
5,300	Escambia County Health Facilities Authority, Florida, Revenue Bonds, Ascension Health Credit Group, Series 2003A, 5.250%, 11/15/14	No
2,095	Florida Housing Finance Corporation, Homeowner Mortgage Revenue Bonds, Series 2000-11, 5.850%, 1/01/22 - FSA Insured (Alternative Minimum Tax)	1/10
5,675	Florida Housing Finance Corporation, Homeowner Mortgage Revenue Bonds, Series 2006-2, 4.950%, 7/01/37 (Alternative Minimum Tax)	1/16
10,050	Florida State Board of Education, Full Faith and Credit Public Education Capital Outlay Refunding Bonds, Series 2000D, 5.750%, 6/01/22	6/10
7,000	Hillsborough County Aviation Authority, Florida, Revenue Bonds, Tampa International Airport, Series 2003A, 5.250%, 10/01/17 - MBIA Insured (Alternative Minimum Tax)	10/13
10,000	JEA, Florida, Electric System Revenue Bonds, Series 2006-3A, 5.000%, 10/01/41 - FSA Insured (UB)	4/15
10,750	Martin County Industrial Development Authority, Florida, Industrial Development Revenue Bonds, Indiantown Cogeneration LP, Series 1994A, 7.875%, 12/15/25 (Alternative Minimum Tax)	12/08

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2,570	Miami-Dade County Housing Finance Authority, Florida, Multifamily Mortgage Revenue Bonds, Country Club Villas II Project, Series 2001-1A, 5.850%, 1/01/37 - FSA Insured (Alternative Minimum Tax)	6/11
3,500	Miami-Dade County, Florida, Aviation Revenue Bonds, Miami International Airport, Series 2005A, 5.000%, 10/01/37 - SYNCORA GTY Insured (Alternative Minimum Tax)	10/15
1,700	Miami-Dade County, Florida, Beacon Tradeport Community Development District, Special Assessment Bonds, Commercial Project, Series 2002A, 5.625%, 5/01/32 - RAAI Insured	5/12
4,500	Port Saint Lucie, Florida, Special Assessment Revenue Bonds, Southwest Annexation District 1B, Series 2007, 5.000%, 7/01/40 - MBIA Insured	7/17

66,490	Total Florida	
--------	---------------	--

GEORGIA - 3.6% (2.2% OF TOTAL INVESTMENTS)

4,920	Atlanta, Georgia, Airport General Revenue Refunding Bonds, Series 2000A, 5.600%, 1/01/30 (Pre-refunded 1/01/10) - FGIC Insured	1/10
5,000	Atlanta, Georgia, Water and Wastewater Revenue Bonds, Series 1999A, 5.500%, 11/01/22 - FGIC Insured	No
2,000	George L. Smith II World Congress Center Authority, Atlanta, Georgia, Revenue Refunding Bonds, Domed Stadium Project, Series 2000, 5.500%, 7/01/20 - MBIA Insured (Alternative Minimum Tax)	7/10
15,000	Private Colleges and Universities Authority, Georgia, Revenue Bonds, Emory University, Series 1999A, 5.500%, 11/01/25 (Pre-refunded 11/01/09)	11/09

26,920	Total Georgia	
--------	---------------	--

IDAHO - 0.1% (0.1% OF TOTAL INVESTMENTS)

390	Idaho Housing and Finance Association, Single Family Mortgage Bonds, Series 2000D, 6.200%, 7/01/14 (Alternative Minimum Tax)	1/10
-----	--	------

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PRINCIPAL AMOUNT (000)	DESCRIPTION (1)	OPTIONAL PROVIDER
IDAHO (continued)		
\$ 275	Idaho Housing and Finance Association, Single Family Mortgage Bonds, Series 2000G-2, 5.950%, 7/01/25 (Alternative Minimum Tax)	7/10
665	Total Idaho	

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ILLINOIS - 24.5% (15.2% OF TOTAL INVESTMENTS)		
10,000	Chicago Board of Education, Illinois, Unlimited Tax General Obligation Bonds, Dedicated Tax Revenues, Series 1998B-1, 0.000%, 12/01/19 - FGIC Insured	No
10,000	Chicago Board of Education, Illinois, Unlimited Tax General Obligation Bonds, Dedicated Tax Revenues, Series 1999A, 0.000%, 12/01/20 - FGIC Insured	No
32,170	Chicago, Illinois, General Obligation Bonds, City Colleges, Series 1999: 0.000%, 1/01/21 - FGIC Insured	No
32,670	Chicago, Illinois, General Obligation Bonds, City Colleges, Series 1999: 0.000%, 1/01/22 - FGIC Insured	No
9,145	Chicago, Illinois, Revenue Bonds, Midway Airport, Series 1996A, 5.500%, 1/01/29 - MBIA Insured	1/09
1,665	Chicago, Illinois, Third Lien General Airport Revenue Bonds, O'Hare International Airport, Series 2005A, 5.000%, 1/01/33 - FGIC Insured	1/16
8,000	DuPage County Forest Preserve District, Illinois, General Obligation Bonds, Series 2000: 0.000%, 11/01/18	No
15,285	DuPage County Forest Preserve District, Illinois, General Obligation Bonds, Series 2000: 0.000%, 11/01/19	No
2,000	Illinois Finance Authority, Revenue Bonds, Children's Memorial Hospital, Series 2008, 5.250%, 8/15/47 - AGC Insured (UB)	8/18
5,245	Illinois Finance Authority, Revenue Bonds, Loyola University of Chicago, Tender Option Bond Trust 1137, 7.720%, 7/01/46 (IF)	7/17
4,000	Illinois Health Facilities Authority, FHA-Insured Mortgage Revenue Refunding Bonds, Sinai Health System, Series 2003, 5.150%, 2/15/37	8/13
1,180	Illinois Health Facilities Authority, Revenue Bonds, Lake Forest Hospital, Series 2002A, 5.750%, 7/01/29	7/12
3,000	Illinois Health Facilities Authority, Revenue Bonds, Lake Forest Hospital, Series 2003, 6.000%, 7/01/33	7/13
4,580	Illinois Health Facilities Authority, Revenue Bonds, Midwest Care Center IX Inc., Series 2000, 6.250%, 8/20/35	8/10
2,160	Illinois Health Facilities Authority, Revenue Bonds, Silver Cross Hospital and Medical Centers, Series 1999, 5.250%, 8/15/15 (Mandatory put 8/15/09)	8/09
7,250	Kane, Kendall, LaSalle, and Will Counties, Illinois, Community College District 516, General Obligation Bonds, Series 2005E, 0.000%, 12/15/24 - FGIC Insured	12/1
3,700	Libertyville, Illinois, Affordable Housing Revenue Bonds, Liberty Towers Project, Series 1999A, 7.000%, 11/01/29 (Pre-refunded 11/01/09) (Alternative Minimum Tax)	11/09
6,000	McHenry County Conservation District, Illinois, General Obligation Bonds, Series 2001A, 5.625%, 2/01/21 (Pre-refunded 2/01/11) - FGIC Insured	2/11
5,000	Metropolitan Pier and Exposition Authority, Illinois, Revenue Bonds,	6/12

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	McCormick Place Expansion Project, Series 2002A, 5.250%, 6/15/42 - MBIA Insured	
10,650	Metropolitan Pier and Exposition Authority, Illinois, Revenue Bonds, McCormick Place Hospitality Facility, Series 1996A, 7.000%, 7/01/26 (ETM)	No
	Metropolitan Pier and Exposition Authority, Illinois, Revenue Refunding Bonds, McCormick Place Expansion Project, Series 1996A:	
9,400	0.000%, 12/15/18 - MBIA Insured	No
16,570	0.000%, 12/15/20 - MBIA Insured	No
23,550	0.000%, 12/15/22 - MBIA Insured	No
13,000	0.000%, 12/15/24 - MBIA Insured	No
5,100	Metropolitan Pier and Exposition Authority, Illinois, Revenue Refunding Bonds, McCormick Place Expansion Project, Series 1998A, 5.500%, 12/15/23 - FGIC Insured	No

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NPP

Nuveen Performance Plus Municipal Fund, Inc. (continued)
Portfolio of INVESTMENTS October 31, 2008

PRINCIPAL AMOUNT (000)	DESCRIPTION (1)	OPTIO PROVI
	ILLINOIS (continued)	
\$ 5,180	Metropolitan Pier and Exposition Authority, Illinois, Revenue Refunding Bonds, McCormick Place Expansion Project, Series 1998A, 5.500%, 12/15/23 - FGIC Insured (ETM)	No
17,865	Regional Transportation Authority, Cook, DuPage, Kane, Lake, McHenry and Will Counties, Illinois, General Obligation Bonds, Series 1999, 5.750%, 6/01/23 - FSA Insured	No
6,090	Sherman, Illinois, GNMA Mortgage Revenue Refunding Bonds, Villa Vianney, Series 1999A, 6.450%, 10/01/29	10/09
10,000	Will County Community High School District 210 Lincoln-Way, Illinois, General Obligation Bonds, Series 2006, 0.000%, 1/01/23 - FSA Insured	No
280,455	Total Illinois	

INDIANA - 6.2% (3.9% OF TOTAL INVESTMENTS)

2,465	Danville Multi-School Building Corporation, Indiana, First Mortgage Refunding Bonds, Series 2001, 5.250%, 7/15/18 - AMBAC Insured	7/11
3,000	Hospital Authority of Delaware County, Indiana, Hospital Revenue Bonds, Cardinal Health System, Series 2006, 5.250%, 8/01/36	8/16
14,000	Indiana Health Facility Financing Authority, Hospital Revenue Bonds,	8/10

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	Clarian Health Obligated Group, Series 2000A, 5.500%, 2/15/30 (Pre-refunded 8/15/10) - MBIA Insured	
750	Indiana Health Facility Financing Authority, Hospital Revenue Bonds, Clarian Health Obligation Group, Series 2006B, 5.000%, 2/15/23	2/16
2,500	Indiana Health Facility Financing Authority, Hospital Revenue Refunding Bonds, Columbus Regional Hospital, Series 1993, 7.000%, 8/15/15 - FSA Insured	No
4,320	Indiana Health Facility Financing Authority, Revenue Bonds, Ancilla Systems Inc. Obligated Group, Series 1997, 5.250%, 7/01/22 - MBIA Insured (ETM)	12/08
3,000	Indiana Health Facility Financing Authority, Revenue Bonds, Community Foundation of Northwest Indiana, Series 2007, 5.500%, 3/01/37	3/17
2,000	Indiana Health Facility Financing Authority, Revenue Bonds, Community Hospitals of Indiana, Series 2005A, 5.000%, 5/01/35 - AMBAC Insured	5/15
	Indiana Transportation Finance Authority, Highway Revenue Bonds, Series 2000:	
1,285	5.375%, 12/01/25 (Pre-refunded 12/01/10)	12/10
6,715	5.375%, 12/01/25 (Pre-refunded 12/01/10)	12/10
3,105	Indiana University, Student Fee Revenue Bonds, Series 20030, 5.250%, 8/01/20 - FGIC Insured	8/13
1,000	Marion County Convention and Recreational Facilities Authority, Indiana, Excise Taxes Lease Rental Revenue Refunding Senior Bonds, Series 2001A, 5.000%, 6/01/21 - MBIA Insured	6/11
2,395	Shelbyville Central Renovation School Building Corporation, Indiana, First Mortgage Bonds, Series 2005, 4.375%, 7/15/26 - MBIA Insured	7/15
1,800	Sunman Dearborn High School Building Corporation, Indiana, First Mortgage Bonds, Series 2005, 5.000%, 7/15/25 - MBIA Insured	1/15

48,335	Total Indiana	

	IOWA - 2.1% (1.3% OF TOTAL INVESTMENTS)	
1,500	Iowa Finance Authority, Health Facility Revenue Bonds, Care Initiatives Project, Series 2006A, 5.500%, 7/01/21	7/16
	Iowa Tobacco Settlement Authority, Asset Backed Settlement Revenue Bonds, Series 2005C:	
5,000	5.375%, 6/01/38	6/15
5,300	5.625%, 6/01/46	6/15
4,500	Iowa Tobacco Settlement Authority, Tobacco Asset-Backed Revenue Bonds, Series 2005B, 5.600%, 6/01/34	6/17
5,000	Iowa Tobacco Settlement Authority, Tobacco Settlement Asset-Backed Revenue Bonds, Series 2001B, 5.600%, 6/01/35 (Pre-refunded 6/01/11)	6/11

21,300	Total Iowa	

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PRINCIPAL AMOUNT (000)	DESCRIPTION (1)	OPTIO PROVI
KANSAS - 1.6% (1.0% OF TOTAL INVESTMENTS)		
\$ 3,790	Kansas Department of Transportation, Highway Revenue Bonds, Series 2008, 5.000%, 3/01/23 (UB)	3/14
5,790	Sedgwick County Unified School District 259, Wichita, Kansas, General Obligation Bonds, Series 2000, 3.500%, 9/01/17	9/10
3,200	Wyandotte County Unified School District 500, Kansas, General Obligation Bonds, Series 2001, 4.000%, 9/01/21 - FSA Insured	9/11
12,780	Total Kansas	
LOUISIANA - 2.9% (1.8% OF TOTAL INVESTMENTS)		
725	East Baton Rouge Mortgage Finance Authority, Louisiana, GNMA/FNMA Mortgage-Backed Securities Program Single Family Mortgage Revenue Refunding Bonds, Series 1997B-1, 5.750%, 10/01/26	4/09
4,000	Lafayette City and Parish, Louisiana, Utilities Revenue Bonds, Series 2004, 5.250%, 11/01/25 - MBIA Insured	11/14
4,650	Louisiana Public Facilities Authority, Revenue Bonds, Baton Rouge General Hospital, Series 2004, 5.250%, 7/01/33 - MBIA Insured	7/14
10,000	Tobacco Settlement Financing Corporation, Louisiana, Tobacco Settlement Asset-Backed Bonds, Series 2001B: 5.500%, 5/15/30	5/11
6,680	5.875%, 5/15/39	5/11
26,055	Total Louisiana	
MAINE - 0.7% (0.4% OF TOTAL INVESTMENTS)		
5,680	Portland, Maine, Airport Revenue Bonds, Series 2003A, 5.000%, 7/01/32 - FSA Insured	7/13
MARYLAND - 1.7% (1.1% OF TOTAL INVESTMENTS)		
7,720	Maryland Transportation Authority, Airport Parking Revenue Bonds, Baltimore-Washington International Airport Passenger Facility, Series 2002B, 5.125%, 3/01/20 - AMBAC Insured (Alternative Minimum Tax)	3/12

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5,660	Takoma Park, Maryland, Hospital Facilities Revenue Refunding and Improvement Bonds, Washington Adventist Hospital, Series 1995, 6.500%, 9/01/12 - FSA Insured (ETM)	No

13,380	Total Maryland	

MASSACHUSETTS - 6.3% (3.9% OF TOTAL INVESTMENTS)		
Massachusetts Development Finance Authority, Revenue Bonds, 100 Cambridge Street Redevelopment, M/SRBC Project, Series 2002A:		
4,000	5.125%, 8/01/28 - MBIA Insured	2/12
5,625	5.125%, 2/01/34 - MBIA Insured	2/12
995	Massachusetts Educational Finance Authority, Student Loan Revenue Refunding Bonds, Series 2000G, 5.700%, 12/01/11 - MBIA Insured (Alternative Minimum Tax)	12/09
8,730	Massachusetts Health and Educational Facilities Authority, Revenue Bonds, Berkshire Health System, Series 2008, 5.000%, 10/01/19 - AGC Insured (UB)	10/15
500	Massachusetts Health and Educational Facilities Authority, Revenue Bonds, CareGroup Inc., Series 2008E-1, 5.125%, 7/01/38	7/18
1,530	Massachusetts Health and Educational Facilities Authority, Revenue Bonds, Southcoast Health System Obligated Group, Series 1998A, 4.750%, 7/01/27 - MBIA Insured	1/09
5,745	Massachusetts Industrial Finance Agency, Resource Recovery Revenue Refunding Bonds, Ogden Haverhill Project, Series 1998A, 5.600%, 12/01/19 (Alternative Minimum Tax)	12/08
10,150	Massachusetts Turnpike Authority, Metropolitan Highway System Revenue Bonds, Senior Series 1997A, 5.000%, 1/01/37 - MBIA Insured	1/09
890	Massachusetts, General Obligation Bonds, Consolidated Loan, Series 2002C, 5.250%, 11/01/30 (Pre-refunded 11/01/12)	11/12

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Nuveen Performance Plus Municipal Fund, Inc. (continued)
Portfolio of INVESTMENTS October 31, 2008

PRINCIPAL AMOUNT (000)	DESCRIPTION (1)	OPTIO PROVI

MASSACHUSETTS (continued)		
Massachusetts, General Obligation Bonds, Consolidated Loan, Series 2002E:		
\$ 1,255	5.250%, 1/01/22 (Pre-refunded 1/01/13) - FGIC Insured	1/13
3,745	5.250%, 1/01/22 (Pre-refunded 1/01/13) - FGIC Insured	1/13

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8,500	Route 3 North Transportation Improvements Association, Massachusetts, Lease Revenue Bonds, Series 2000, 5.375%, 6/15/33 (Pre-refunded 6/15/10) - MBIA Insured	6/10
<hr/>		
51,665	Total Massachusetts	
<hr/>		
MICHIGAN - 5.0% (3.1% OF TOTAL INVESTMENTS)		
6,155	Birmingham City School District, Oakland County, Michigan, School Building and Site Bonds, Series 1998, 4.750%, 11/01/24 - FSA Insured	5/09
5,000	Detroit, Michigan, Second Lien Sewerage Disposal System Revenue Bonds, Series 2005A, 5.000%, 7/01/35 - MBIA Insured	7/15
1,500	Michigan State Building Authority, Revenue Bonds, Facilities Program, Series 2001I, 5.000%, 10/15/24	10/11
5,000	Michigan State Building Authority, Revenue Refunding Bonds, Facilities Program, Series 2003II, 5.000%, 10/15/29 - MBIA Insured	10/13
7,115	Michigan State Hospital Finance Authority, Hospital Revenue Refunding Bonds, Henry Ford Health System, Series 2003A, 5.500%, 3/01/16 (Pre-refunded 3/01/13)	3/13
3,000	Michigan Strategic Fund, Collateralized Limited Obligation Pollution Control Revenue Refunding Bonds, Detroit Edison Company, Series 1999A, 5.550%, 9/01/29 - MBIA Insured (Alternative Minimum Tax)	9/09
3,050	Michigan Tobacco Settlement Finance Authority, Tobacco Settlement Asset-Backed Revenue Bonds, Series 2008A, 6.875%, 6/01/42	6/18
10,000	Wayne County, Michigan, Airport Revenue Bonds, Detroit Metropolitan Wayne County Airport, Series 1998A, 5.375%, 12/01/16 - MBIA Insured (Alternative Minimum Tax)	12/08
<hr/>		
40,820	Total Michigan	
<hr/>		
MINNESOTA - 3.2% (2.0% OF TOTAL INVESTMENTS)		
3,000	Minneapolis-St. Paul Metropolitan Airports Commission, Minnesota, Subordinate Airport Revenue Bonds, Series 2001C, 5.250%, 1/01/26 (Pre-refunded 1/01/11) - FGIC Insured	1/11
18,820	St. Paul Housing and Redevelopment Authority, Minnesota, Sales Tax Revenue Refunding Bonds, Civic Center Project, Series 1996, 7.100%, 11/01/23 - FSA Insured	11/15
<hr/>		
21,820	Total Minnesota	
<hr/>		
MISSISSIPPI - 1.3% (0.8% OF TOTAL INVESTMENTS)		
9,750	Mississippi Business Finance Corporation, Pollution Control Revenue Refunding Bonds, System Energy Resources Inc. Project, Series 1998,	4/09

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5.875%, 4/01/22

2,475	Mississippi Hospital Equipment and Facilities Authority, Revenue Bonds, Baptist Memorial Healthcare, Series 2008, 5.000%, 9/01/24 (UB)	9/14
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12,225	Total Mississippi	
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MISSOURI - 1.8% (1.1% OF TOTAL INVESTMENTS)

6,350	Kansas City, Missouri, Airport Revenue Bonds, General Improvement Projects, Series 2003B, 5.250%, 9/01/17 - FGIC Insured	9/12
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1,845	Missouri Health and Educational Facilities Authority, Revenue Bonds, BJC Health System, Series 2003, 5.250%, 5/15/18	5/13
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3,815	Missouri Health and Educational Facilities Authority, Revenue Bonds, SSM Healthcare System, Series 2001A, 5.250%, 6/01/28 (Pre-refunded 6/01/11) - AMBAC Insured	6/11
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2,000	Missouri-Illinois Metropolitan District Bi-State Development Agency, Mass Transit Sales Tax Appropriation Bonds, Metrolink Cross County Extension Project, Series 2002B, 5.000%, 10/01/32 - FSA Insured	10/13
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14,010	Total Missouri	
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PRINCIPAL AMOUNT (000)	DESCRIPTION (1)	OPTIONAL PROVIDER
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MONTANA - 0.6% (0.4% OF TOTAL INVESTMENTS)

\$ 595	Montana Board of Housing, Single Family Mortgage Bonds, Series 2000A-2, 6.450%, 6/01/29 (Alternative Minimum Tax)	12/09
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4,795	Montana Higher Education Student Assistance Corporation, Student Loan Revenue Bonds, Subordinate Series 1998B, 5.500%, 12/01/31 (Alternative Minimum Tax)	12/08
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5,390	Total Montana	
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NEBRASKA - 0.2% (0.1% OF TOTAL INVESTMENTS)

1,220	Nebraska Investment Finance Authority, Single Family Housing Revenue Bonds, Series 2000E, 5.850%, 9/01/20 (Alternative Minimum Tax)	9/10
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NEVADA - 3.1% (1.9% OF TOTAL INVESTMENTS)

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10,900	Clark County School District, Nevada, General Obligation Bonds, Series 2002C, 5.500%, 6/15/19 (Pre-refunded 6/15/12) - MBIA Insured	6/12
	Director of Nevada State Department of Business and Industry, Revenue Bonds, Las Vegas Monorail Project, First Tier, Series 2000:	
3,500	0.000%, 1/01/21 - AMBAC Insured	No
2,780	0.000%, 1/01/28 - AMBAC Insured	No
6,980	5.375%, 1/01/40 - AMBAC Insured	1/10
5,000	Reno, Nevada, Health Facilities Revenue Bonds, Catholic Healthcare West, Series 2007A, 5.250%, 7/01/31	7/17
2,500	Reno, Nevada, Health Facility Revenue Bonds, Catholic Healthcare West, Trust 2634, 0.777%, 7/01/31 (IF)	7/17
<hr/>		
31,660	Total Nevada	
<hr/>		
	NEW HAMPSHIRE - 1.7% (1.0% OF TOTAL INVESTMENTS)	
3,265	New Hampshire Health and Education Facilities Authority, Revenue Bonds, Southern New Hampshire University, Series 2005, 5.000%, 1/01/30 - ACA Insured	1/15
	New Hampshire Housing Finance Authority, FHLMC Multifamily Housing Remarketed Revenue Bonds, Countryside LP, Series 1994:	
3,725	6.000%, 7/01/18 (Alternative Minimum Tax)	7/10
6,945	6.100%, 7/01/24 (Alternative Minimum Tax)	7/10
<hr/>		
13,935	Total New Hampshire	
<hr/>		
	NEW JERSEY - 8.8% (5.5% OF TOTAL INVESTMENTS)	
3,000	New Jersey Economic Development Authority, Transportation Sublease Revenue Bonds, Light Rail Transit System, Series 1999A, 5.250%, 5/01/17 (Pre-refunded 5/01/09) - FSA Insured	5/09
2,110	New Jersey Higher Education Assistance Authority, Student Loan Revenue Bonds, Series 2000A, 6.000%, 6/01/13 - MBIA Insured (Alternative Minimum Tax)	6/10
4,500	New Jersey Transportation Trust Fund Authority, Transportation System Bonds, Series 2001C, 5.500%, 12/15/18 - FSA Insured	No
9,250	New Jersey Transportation Trust Fund Authority, Transportation System Bonds, Series 2003C, 5.500%, 6/15/23 (Pre-refunded 6/15/13)	6/13
	New Jersey Transportation Trust Fund Authority, Transportation System Bonds, Series 2006C:	
35,000	0.000%, 12/15/29 - FSA Insured	No
10,000	0.000%, 12/15/30 - FGIC Insured	No
10,000	New Jersey Turnpike Authority, Revenue Bonds, Series 2005A, 5.000%, 1/01/20 - FSA Insured (UB)	7/13
11,070	Tobacco Settlement Financing Corporation, New Jersey, Tobacco Settlement Asset-Backed Bonds, Series 2002, 5.750%, 6/01/32	6/12

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(Pre-refunded 6/01/12)

4,450	Tobacco Settlement Financing Corporation, New Jersey, Tobacco Settlement Asset-Backed Bonds, Series 2003, 6.750%, 6/01/39 (Pre-refunded 6/01/13)	6/13
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NPP

Nuveen Performance Plus Municipal Fund, Inc. (continued)
Portfolio of INVESTMENTS October 31, 2008

PRINCIPAL AMOUNT (000)	DESCRIPTION (1)	OPTIO PROVI
NEW JERSEY (continued)		
	West Deptford Township, Gloucester County, New Jersey, General Obligation Bonds, Series 2000:	
\$ 3,150	5.500%, 9/01/21 (Pre-refunded 9/01/10) - FGIC Insured	9/10
3,335	5.500%, 9/01/22 (Pre-refunded 9/01/10) - FGIC Insured	9/10
95,865 Total New Jersey		
NEW YORK - 8.5% (5.3% OF TOTAL INVESTMENTS)		
5,500	Dormitory Authority of the State of New York, FHA-Insured Mortgage Revenue Bonds, Kaleida Health, Series 2004, 5.050%, 2/15/25	2/14
2,070	Dormitory Authority of the State of New York, Insured Revenue Bonds, 853 Schools Program, Gateway-Longview Inc., Series 1998A, 5.500%, 7/01/18 - AMBAC Insured	1/09
2,250	Dormitory Authority of the State of New York, Lease Revenue Bonds, State University Dormitory Facilities, Series 1999C, 5.500%, 7/01/29 (Pre-refunded 7/01/09) - MBIA Insured	7/09
	Dormitory Authority of the State of New York, Revenue Bonds, Marymount Manhattan College, Series 1999:	
1,580	6.375%, 7/01/13 - RAAI Insured	7/09
9,235	6.125%, 7/01/21 - RAAI Insured	7/09
1,500	Dormitory Authority of the State of New York, Revenue Bonds, St. Barnabas Hospital, Series 1997, 5.450%, 8/01/35 - AMBAC Insured	2/09
1,500	Hempstead Industrial Development Agency, New York, Resource Recovery Revenue Refunding Bonds, American Ref-Fuel Company of Hempstead LP, Series 2001, 5.000%, 12/01/10 (Mandatory put 6/01/10)	No
13,220	Metropolitan Transportation Authority, New York, Dedicated Tax Fund Bonds, Series 2002A, 5.500%, 11/15/26 - FSA Insured	11/12
13,335	Metropolitan Transportation Authority, New York, Transportation Revenue Bonds, Series 2006B, 4.500%, 11/15/32 - FSA Insured (UB)	11/16

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68	Metropolitan Transportation Authority, New York, Transportation Revenue Bonds, Series 2006B, Drivers 1662, 5.904%, 11/15/32 - FSA Insured (IF)	11/16
7,810	New York City Transitional Finance Authority, New York, Future Tax Secured Bonds, Fiscal Series 2000A, 5.750%, 8/15/24 (Pre-refunded 8/15/09)	8/09
6,300	New York City, New York, General Obligation Bonds, Fiscal Series 2000A, 6.250%, 5/15/26 - FSA Insured	5/10
3,000	New York State Energy Research and Development Authority, Pollution Control Revenue Bonds, Rochester Gas and Electric Corporation, Series 1998A, 5.950%, 9/01/33 - MBIA Insured (Alternative Minimum Tax)	3/09

67,368 Total New York

NORTH CAROLINA - 1.5% (1.0% OF TOTAL INVESTMENTS)

4,900	Charlotte-Mecklenburg Hospital Authority, North Carolina, Healthcare System Revenue Bonds, DBA Carolinas Healthcare System, Series 2005A, 5.000%, 1/15/45 (Pre-refunded 1/15/15)	1/15
2,000	North Carolina Municipal Power Agency 1, Catawba Electric Revenue Bonds, Series 1998A, 5.000%, 1/01/20 - MBIA Insured	1/09
5,500	The Charlotte-Mecklenberg Hospital Authority, North Carolina, Doing Business as Carolinas HealthCare System, Health Care Refunding Revenue Bonds, Series 2008A, 5.000%, 1/15/39 - AGC Insured	1/18

12,400 Total North Carolina

OHIO - 6.7% (4.2% OF TOTAL INVESTMENTS)

10,000	American Municipal Power Ohio Inc., General Revenue Bonds, Series 2008, 5.250%, 2/15/43	2/18
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PRINCIPAL AMOUNT (000)	DESCRIPTION (1)	OPTIONAL PROVIDE
OHIO (continued)		
	Buckeye Tobacco Settlement Financing Authority, Ohio, Tobacco Settlement Asset-Backed Revenue Bonds, Senior Lien, Series 2007A-2:	
\$ 345	5.125%, 6/01/24	6/17
3,570	5.875%, 6/01/30	6/17
3,475	5.750%, 6/01/34	6/17
14,830	5.875%, 6/01/47	6/17

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5,150	Buckeye Tobacco Settlement Financing Authority, Ohio, Tobacco Settlement Asset-Backed Revenue Bonds, Senior Lien, Series 2007A-3, 0.000%, 6/01/37	6/22
6,720	Cleveland, Ohio, Airport System Revenue Bonds, Series 2001A, 5.000%, 1/01/31 - FSA Insured	1/10
780	Cleveland, Ohio, Airport System Revenue Bonds, Series 2001A, 5.000%, 1/01/31 (Pre-refunded 1/01/10) - FSA Insured	1/10
3,650	Montgomery County, Ohio, Revenue Bonds, Catholic Health Initiatives, Series 2004A, 5.000%, 5/01/30	5/14
5,800	Ohio Water Development Authority, Solid Waste Disposal Revenue Bonds, Bay Shore Power, Series 1998A, 5.875%, 9/01/20 (Alternative Minimum Tax)	3/09
12,400	Ohio Water Development Authority, Solid Waste Disposal Revenue Bonds, Bay Shore Power, Series 1998B, 6.625%, 9/01/20 (Alternative Minimum Tax)	9/09
<hr/>		
66,720	Total Ohio	
<hr/>		
OKLAHOMA - 0.4% (0.2% OF TOTAL INVESTMENTS)		
3,400	Tulsa Municipal Airport Trust, Oklahoma, Revenue Refunding Bonds, American Airlines Inc., Series 2000B, 6.000%, 6/01/35 (Mandatory put 12/01/08) (Alternative Minimum Tax)	6/09
<hr/>		
OREGON - 1.2% (0.7% OF TOTAL INVESTMENTS)		
9,150	Port of St. Helens, Oregon, Pollution Control Revenue Bonds, Portland General Electric Company, Series 1985B, 4.800%, 6/01/10	No
<hr/>		
PENNSYLVANIA - 3.6% (2.2% OF TOTAL INVESTMENTS)		
Bethlehem Authority, Northampton and Lehigh Counties, Pennsylvania, Guaranteed Water Revenue Bonds, Series 1998:		
3,125	0.000%, 5/15/22 - FSA Insured	No
3,125	0.000%, 5/15/23 - FSA Insured	No
3,135	0.000%, 5/15/24 - FSA Insured	No
3,155	0.000%, 5/15/26 - FSA Insured	No
4,145	0.000%, 11/15/26 - FSA Insured	No
2,800	0.000%, 5/15/28 - FSA Insured	No
3,000	0.000%, 11/15/28 - FSA Insured	No
2,050	Carbon County Industrial Development Authority, Pennsylvania, Resource Recovery Revenue Refunding Bonds, Panther Creek Partners Project, Series 2000, 6.650%, 5/01/10 (Alternative Minimum Tax)	No
11,000	Delaware County Authority, Pennsylvania, Revenue Bonds, Catholic Health East, Series 1998A, 4.875%, 11/15/18 - AMBAC Insured	11/08
1,250	Erie, Pennsylvania, Water Authority, Water Revenue Bonds, Series 2008,	12/18

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5.000%, 12/01/43 - FSA Insured

PRINCIPAL AMOUNT (000)	DESCRIPTION (1)	OPTIO PROVI
	Pennsylvania Economic Development Financing Authority, Senior Lien Resource Recovery Revenue Bonds, Northampton Generating Project, Series 1994A:	
700	6.400%, 1/01/09 (Alternative Minimum Tax)	12/08
4,500	6.500%, 1/01/13 (Alternative Minimum Tax)	1/09
400	Pennsylvania Economic Development Financing Authority, Subordinate Resource Recovery Revenue Bonds, Northampton Generating Project, Series 1994C, 6.875%, 1/01/11 (Alternative Minimum Tax)	1/09
42,385	Total Pennsylvania	

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NPP

Nuveen Performance Plus Municipal Fund, Inc. (continued)
Portfolio of INVESTMENTS October 31, 2008

PRINCIPAL AMOUNT (000)	DESCRIPTION (1)	OPTIO PROVI
	PUERTO RICO - 0.6% (0.4% OF TOTAL INVESTMENTS)	
\$ 1,250	Puerto Rico Highway and Transportation Authority, Highway Revenue Bonds, Series 2000B, 5.875%, 7/01/21 (Pre-refunded 7/01/10) - MBIA Insured	7/10
25,000	Puerto Rico Sales Tax Financing Corporation, Sales Tax Revenue Bonds, Series 2007A, 0.000%, 8/01/47 - AMBAC Insured	No
3,750	Puerto Rico Sales Tax Financing Corporation, Sales Tax Revenue Bonds, Trust 2653, 0.777%, 8/01/57 (IF)	8/17
30,000	Total Puerto Rico	
	RHODE ISLAND - 0.7% (0.4% OF TOTAL INVESTMENTS)	
2,000	Kent County Water Authority, Rhode Island, General Revenue Bonds, Series 2002A, 5.000%, 7/15/23 - MBIA Insured	7/12
	Rhode Island Health and Educational Building Corporation, Revenue Refunding Bonds, Salve Regina University, Series 2002:	
1,260	5.250%, 3/15/17 - RAAI Insured	3/12
1,080	5.250%, 3/15/18 - RAAI Insured	3/12
1,570	Rhode Island Tobacco Settlement Financing Corporation, Tobacco Settlement Asset-Backed Bonds, Series 2002A, 6.125%, 6/01/32	6/12
5,910	Total Rhode Island	

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SOUTH CAROLINA - 4.5% (2.8% OF TOTAL INVESTMENTS)

2,625	Medical University Hospital Authority, South Carolina, FHA-Insured Mortgage Revenue Bonds, Series 2004A, 5.250%, 2/15/25 - MBIA Insured	8/14
22,855	Piedmont Municipal Power Agency, South Carolina, Electric Revenue Bonds, Series 2004A-2, 0.000%, 1/01/31 - AMBAC Insured	No
6,925	South Carolina, General Obligation Bonds, Series 1999A, 4.000%, 10/01/14	10/09
18,825	Tobacco Settlement Revenue Management Authority, South Carolina, Tobacco Settlement Asset-Backed Bonds, Series 2001B, 6.000%, 5/15/22 (Pre-refunded 5/15/12)	5/12

51,230 Total South Carolina

TENNESSEE - 1.4% (0.9% OF TOTAL INVESTMENTS)

2,860	Johnson City Health and Educational Facilities Board, Tennessee, Hospital Revenue Refunding and Improvement Bonds, Johnson City Medical Center, Series 1998C, 5.125%, 7/01/25 (Pre-refunded 7/01/23) - MBIA Insured	7/23
1,700	Memphis-Shelby County Airport Authority, Tennessee, Airport Revenue Bonds, Series 1999D, 6.000%, 3/01/24 - AMBAC Insured (Alternative Minimum Tax)	3/10
6,000	Metropolitan Government of Nashville-Davidson County Health and Educational Facilities Board, Tennessee, Revenue Refunding and Improvement Bonds, Meharry Medical College, Series 1996, 6.000%, 12/01/19 - AMBAC Insured	12/17

10,560 Total Tennessee

TEXAS - 7.9% (4.9% OF TOTAL INVESTMENTS)

3,975	Bell County Health Facilities Development Corporation, Texas, Revenue Bonds, Scott and White Memorial Hospital and Scott, Sherwood and Brindley Foundation, Series 2000A, 6.125%, 8/15/23 (Pre-refunded 2/15/10) - MBIA Insured	2/10
5,000	Bexar Metropolitan Water District, Texas, Waterworks System Revenue Bonds, Series 2006, 5.000%, 5/01/35 - MBIA Insured	5/16
4,000	Central Texas Regional Mobility Authority, Travis and Williamson Counties, Toll Road Revenue Bonds, Series 2005: 5.000%, 1/01/35 - FGIC Insured	1/15
13,000	5.000%, 1/01/45 - FGIC Insured	1/15

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PRINCIPAL AMOUNT (000)	DESCRIPTION (1)	OPTIO PROVI

	TEXAS (continued)	
\$ 4,000	Houston Community College, Texas, Limited Tax General Obligation Bonds, Series 2003, 5.000%, 2/15/27 - AMBAC Insured	2/13
3,885	Houston Independent School District, Public Facility Corporation, Harris County, Texas, Lease Revenue Bonds, Cesar E. Chavez High School, Series 1998A, 0.000%, 9/15/19 - AMBAC Insured	No
33,855	Leander Independent School District, Williamson and Travis Counties, Texas, General Obligation Bonds, Series 2006, 0.000%, 8/15/40	8/1
	Leander Independent School District, Williamson and Travis Counties, Texas, Unlimited Tax School Building and Refunding Bonds, Series 1998:	
4,930	0.000%, 8/15/20	12/0
3,705	0.000%, 8/15/22	12/0
215	Lubbock Housing Finance Corporation, Texas, GNMA Mortgage-Backed Securities Program Single Family Mortgage Revenue Refunding Bonds, Series 1997A, 6.125%, 12/01/17	11/08
3,480	Pearland, Texas, General Obligation Bonds, Series 2002, 5.000%, 3/01/27 (Pre-refunded 3/01/12) - FGIC Insured	3/12
6,835	San Antonio, Texas, Electric and Gas System Revenue Refunding Bonds, New Series 1998A, 4.500%, 2/01/21	2/09
6,000	Spring Branch Independent School District, Harris County, Texas, Limited Tax Schoolhouse and Refunding Bonds, Series 2001, 5.125%, 2/01/26 (Pre-refunded 2/01/11)	2/11
4,000	Tarrant Regional Water District, Texas, Water Revenue Refunding and Improvement Bonds, Series 1999, 5.000%, 3/01/22 - FSA Insured	3/13
1,740	Texas, General Obligation Bonds, Water Financial Assistance, State Participation Program, Series 1999C, 5.500%, 8/01/29 - MBIA Insured	8/09
1,690	Webb County, Laredo, Texas, Combination Tax and Sewer System, Revenue Certificates of Obligation, Series 1998A, 4.500%, 2/15/18 - MBIA Insured	2/09

100,310	Total Texas	

	UTAH - 3.4% (2.1% OF TOTAL INVESTMENTS)	
	Utah County, Utah, Hospital Revenue Bonds, IHC Health Services Inc., Series 1997:	
12,885	5.250%, 8/15/21 - MBIA Insured (ETM)	12/08
3,900	5.250%, 8/15/26 - MBIA Insured (ETM)	12/08
2,280	Utah Housing Corporation, Single Family Mortgage Bonds, Series 2002A-1, 5.300%, 7/01/18 (Alternative Minimum Tax)	1/12

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5	Utah Housing Finance Agency, Single Family Mortgage Bonds, Series 2000B, 6.250%, 7/01/22 (Alternative Minimum Tax)	1/10
905	Utah Housing Finance Agency, Single Family Mortgage Bonds, Series 2000D-1, 6.050%, 7/01/14 (Alternative Minimum Tax)	7/10
570	Utah Housing Finance Agency, Single Family Mortgage Bonds, Series 2000E-1, Class II, 6.150%, 1/01/27 (Alternative Minimum Tax)	7/10
1,175	Utah Housing Finance Agency, Single Family Mortgage Bonds, Series 2000E-1, Class III, 6.000%, 1/01/15 (Alternative Minimum Tax)	7/10
805	Utah Housing Finance Agency, Single Family Mortgage Bonds, Series 2001A-2, 5.650%, 7/01/27 (Alternative Minimum Tax)	7/11
615	Utah Housing Finance Agency, Single Family Mortgage Bonds, Series 2001B-1, 5.750%, 7/01/19 (Alternative Minimum Tax)	1/11
3,000	Utah Water Finance Agency, Revenue Bonds, Pooled Loan Financing Program, Series 2002C, 5.250%, 10/01/28 (Pre-refunded 10/01/12) - AMBAC Insured	10/12
<hr/>		
26,140	Total Utah	
<hr/>		

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NPP

Nuveen Performance Plus Municipal Fund, Inc. (continued)
Portfolio of INVESTMENTS October 31, 2008

PRINCIPAL AMOUNT (000)	DESCRIPTION (1)	OPTIO PROVI
<hr/>		
	VIRGIN ISLANDS - 0.8% (0.5% OF TOTAL INVESTMENTS)	
\$ 4,700	Virgin Islands Public Finance Authority, Gross Receipts Taxes Loan Note, Series 2003, 5.000%, 10/01/33 - RAAI Insured	10/14
2,500	Virgin Islands Public Finance Authority, Revenue Bonds, Refinery Project - Hovensa LLC, Series 2003, 6.125%, 7/01/22 (Alternative Minimum Tax)	1/14
<hr/>		
7,200	Total Virgin Islands	
<hr/>		
	WASHINGTON - 5.5% (3.4% OF TOTAL INVESTMENTS)	
12,235	Chelan County Public Utility District 1, Washington, Columbia River-Rock Island Hydro-Electric System Revenue Refunding Bonds, Series 1997A, 0.000%, 6/01/26 - MBIA Insured	No
	Cowlitz County Public Utilities District 1, Washington, Electric Production Revenue Bonds, Series 2004:	

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465	5.000%, 9/01/22 - FGIC Insured	9/14
3,100	5.000%, 9/01/28 - FGIC Insured	9/14
5,000	Energy Northwest, Washington, Electric Revenue Refunding Bonds, Nuclear Project 1, Series 2008, 5.500%, 7/01/16 (UB)	7/13
10,000	Washington State Healthcare Facilities Authority, Revenue Bonds, Providence Health Care Services, Series 2006A, 4.625%, 10/01/34 - FGIC Insured	10/16
4,685	Washington State Healthcare Facilities Authority, Revenue Bonds, Providence Services, Series 1999, 5.375%, 12/01/19 (Pre-refunded 12/01/09) - MBIA Insured	12/09
5,000	Washington State Housing Finance Commission, Non-Profit Housing Revenue Bonds, Kline Galland Center, Series 1999, 6.000%, 7/01/29 - RAAI Insured	7/09
12,000	Washington, Motor Vehicle Fuel Tax General Obligation Bonds, Series 2001D, 5.250%, 1/01/26	1/11

52,485	Total Washington	

	WEST VIRGINIA - 0.6% (0.4% OF TOTAL INVESTMENTS)	
5,000	Mason County, West Virginia, Pollution Control Revenue Bonds, Appalachian Power Company, Series 2003L, 5.500%, 10/01/22	10/11

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PRINCIPAL AMOUNT (000)	DESCRIPTION (1)	OPTIO PROVI

	WISCONSIN - 3.1% (1.9% OF TOTAL INVESTMENTS)	
11,620	Wisconsin Health and Educational Facilities Authority, Revenue Bonds, Marshfield Clinic, Series 1999, 6.250%, 2/15/29 - RAAI Insured	2/10
7,490	Wisconsin Health and Educational Facilities Authority, Revenue Bonds, Millennium Housing Foundation Inc., Series 1998, 6.100%, 1/01/28	1/09
9,810	Wisconsin Housing and Economic Development Authority, Home Ownership Revenue Bonds, Series 2005C, 4.875%, 3/01/36 (Alternative Minimum Tax)	9/14

28,920	Total Wisconsin	

\$ 1,601,118	Total Investments (cost \$1,299,989,044) - 160.8%	
=====		
	Floating Rate Obligations - (5.0)%	

	Other Assets Less Liabilities - 2.0%	

	Auction Rate Preferred Shares, at Liquidation Value - (57.8)% (5)	

Net Assets Applicable to Common Shares - 100%
=====

- (1) All percentages shown in the Portfolio of Investments are based on net assets applicable to Common shares unless otherwise noted.
- (2) Optional Call Provisions (not covered by the report of independent registered public accounting firm): Dates (month and year) and prices of the earliest optional call or redemption. There may be other call provisions at varying prices at later dates. Certain mortgage-backed securities may be subject to periodic principal paydowns.
- (3) Ratings (not covered by the report of independent registered public accounting firm): Using the higher of Standard & Poor's Group ("Standard & Poor's") or Moody's Investor Service, Inc. ("Moody's") rating. Ratings below BBB by Standard & Poor's or Baa by Moody's are considered to be below investment grade.

The Portfolio of Investments may reflect the ratings on certain bonds insured by ACA, AGC, AMBAC, FGIC, FSA, MBIA, RAAI and SYNCORA as of October 31, 2008. Please see the Portfolio Managers' Commentary for an expanded discussion of the affect on the Fund of changes to the ratings of certain bonds in the portfolio resulting from changes to the ratings of the underlying insurers both during the period and after period end.

- (4) Backed by an escrow or trust containing sufficient U.S. Government or U.S. Government agency securities which ensure the timely payment of principal and interest. Such investments are normally considered to be equivalent to AAA rated securities.
- (5) Auction Rate Preferred Shares, at Liquidation Value as a percentage of Total Investments is 35.9%.

N/R Not rated.

(ETM) Escrowed to maturity.

(IF) Inverse floating rate investment.

(UB) Underlying bond of an inverse floating rate trust reflected as a financing transaction pursuant to the provisions of SFAS No. 140.

See accompanying notes to financial statements.

NMA

Nuveen Municipal Advantage Fund, Inc.
Portfolio of INVESTMENTS

October 31, 2008

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PRINCIPAL AMOUNT (000)	DESCRIPTION (1)	OPTIO PROVI
ALABAMA - 3.5% (2.1% OF TOTAL INVESTMENTS)		
\$ 10,000	Jefferson County, Alabama, Sewer Revenue Capital Improvement Warrants, Series 1999A, 5.375%, 2/01/36 (Pre-refunded 2/01/09) - FGIC Insured	2/09
5,075	Lauderdale County and Florence Healthcare Authority, Alabama, Revenue Bonds, Coffee Health Group, Series 1999A, 5.250%, 7/01/24 - MBIA Insured	7/09
5,155	Phenix City Industrial Development Board, Alabama, Environmental Improvement Revenue Bonds, MeadWestvaco Corporation, Series 2002A, 6.350%, 5/15/35 (Alternative Minimum Tax)	5/12
20,230	Total Alabama	
ALASKA - 0.9% (0.5% OF TOTAL INVESTMENTS)		
Alaska Housing Finance Corporation, General Housing Purpose Bonds, Series 2005A:		
1,125	5.250%, 12/01/34 - FGIC Insured	12/14
1,280	5.250%, 12/01/41 - FGIC Insured	12/14
Northern Tobacco Securitization Corporation, Alaska, Tobacco Settlement Asset-Backed Bonds, Series 2006A:		
895	4.625%, 6/01/23	12/08
3,250	5.000%, 6/01/46	6/14
6,550	Total Alaska	
ARIZONA - 1.9% (1.2% OF TOTAL INVESTMENTS)		
4,905	Maricopa County Industrial Development Authority, Arizona, Health Facility Revenue Bonds, Catholic Healthcare West, Series 2007A, 5.250%, 7/01/32	7/17
5,000	Maricopa County Pollution Control Corporation, Arizona, Remarketed Revenue Refunding Bonds, Public Service Company of New Mexico, Series 1992A, 5.750%, 11/01/22	12/08
2,500	Phoenix, Arizona, Civic Improvement Corporation, Senior Lien Airport Revenue Bonds, Series 2008A, 5.000%, 7/01/38	7/18
12,405	Total Arizona	
CALIFORNIA - 16.0% (9.6% OF TOTAL INVESTMENTS)		
3,500	Alameda Corridor Transportation Authority, California, Subordinate Lien	10/17

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	Revenue Bonds, Series 2004A, 0.000%, 10/01/25 - AMBAC Insured		
	Calexico Unified School District, Imperial County, California, General Obligation Bonds, Series 2005B:		
4,070	0.000%, 8/01/32 - FGIC Insured		No
6,410	0.000%, 8/01/34 - FGIC Insured		No
3,000	California Health Facilities Financing Authority, Health Facility Revenue Bonds, Adventist Health System/West, Series 2003A, 5.000%, 3/01/33		3/13
7,500	California State Public Works Board, Lease Revenue Bonds, Department of Mental Health, Coalinga State Hospital, Series 2004A, 5.125%, 6/01/29		6/14
11,200	California, General Obligation Bonds, Series 2003, 5.250%, 2/01/28		8/13
4,000	California, General Obligation Bonds, Trust 2652, 0.751%, 6/01/37 (IF)		6/17
9,955	Capistrano Unified School District, Orange County, California, Special Tax Bonds, Community Facilities District, Series 2005, 0.000%, 9/01/31 - FGIC Insured		No

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PRINCIPAL AMOUNT (000)	DESCRIPTION (1)	OPTIO PROVI

	CALIFORNIA (continued)	
	Colton Joint Unified School District, San Bernardino County, California, General Obligation Bonds, Series 2006C:	
\$ 3,800	0.000%, 2/01/33 - FGIC Insured	2/1
3,795	0.000%, 2/01/37 - FGIC Insured	No
7,535	Contra Costa County, California, GNMA Mortgage-Backed Securities Program Home Mortgage Revenue Bonds, Series 1989, 7.750%, 5/01/22 (Alternative Minimum Tax) (ETM)	No
8,145	Cupertino Union School District, Santa Clara County, California, General Obligation Bonds, Series 2003B, 0.000%, 8/01/25 - FGIC Insured	8/1
2,510	Folsom Cordova Unified School District, Sacramento County, California, General Obligation Bonds, School Facilities Improvement District 1, Series 2004B, 0.000%, 10/01/28 - MBIA Insured	No
3,360	Folsom Cordova Unified School District, Sacramento County, California, General Obligation Bonds, School Facilities Improvement District 2, Series 2002A, 0.000%, 7/01/27 - MBIA Insured	No
2,315	Gateway Unified School District, California, General Obligation Bonds, Series 2004B, 0.000%, 8/01/32 - FGIC Insured	No
1,000	Golden State Tobacco Securitization Corporation, California, Enhanced Tobacco Settlement Asset-Backed Bonds, Series 2007A-1, 5.125%, 6/01/47	6/17
3,000	Golden State Tobacco Securitization Corporation, California, Tobacco Settlement Asset-Backed Revenue Bonds, Series 2005A, 0.000%,	No

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6/01/26 - FSA Insured

1,275	Madera Unified School District, Madera County, California, General Obligation Bonds, Series 2002, 5.250%, 8/01/23 - FSA Insured	8/12
	North Orange County Community College District, California, General Obligation Bonds, Series 2003B:	
7,735	0.000%, 8/01/25 - FGIC Insured	No
4,000	0.000%, 8/01/26 - FGIC Insured	No
5,000	Palmdale Community Redevelopment Agency, California, Residential Mortgage Revenue Refunding Bonds, Series 1991B, 7.375%, 2/01/12 (ETM)	No
5,000	Palmdale Community Redevelopment Agency, California, Single Family Restructured Mortgage Revenue Bonds, Series 1986A, 8.000%, 3/01/16 (Alternative Minimum Tax) (ETM)	No
9,315	Perris, California, GNMA Mortgage-Backed Securities Program Single Family Mortgage Revenue Bonds, Series 1989A, 7.600%, 1/01/23 (Alternative Minimum Tax) (ETM)	No
7,660	San Joaquin Hills Transportation Corridor Agency, Orange County, California, Senior Lien Toll Road Revenue Bonds, Series 1993, 0.000%, 1/01/24 (ETM)	No
23,000	San Joaquin Hills Transportation Corridor Agency, Orange County, California, Toll Road Revenue Refunding Bonds, Series 1997A, 0.000%, 1/15/35 - MBIA Insured	No
7,250	San Jose-Evergreen Community College District, Santa Clara County, California, General Obligation Bonds, Series 2005A, 0.000%, 9/01/29 - MBIA Insured	9/1

155,330	Total California	

COLORADO - 7.6% (4.5% OF TOTAL INVESTMENTS)

1,600	Arkansas River Power Authority, Colorado, Power Revenue Bonds, Series 2006, 5.250%, 10/01/40 - SYNCORA GTY Insured	10/16
9,440	Colorado Health Facilities Authority, Colorado, Revenue Bonds, Catholic Health Initiatives, Series 2006A, 4.500%, 9/01/38	9/16
8,350	Colorado Health Facilities Authority, Remarketed Revenue Bonds, Kaiser Permanente System, Series 1994A, 5.350%, 11/01/16 (ETM)	12/08
1,150	Colorado Health Facilities Authority, Revenue Bonds, Poudre Valley Health System, Series 2005C, 5.250%, 3/01/40 - FSA Insured	9/18
2,000	Denver Convention Center Hotel Authority, Colorado, Senior Revenue Bonds, Convention Center Hotel, Series 2006, 4.750%, 12/01/35 - SYNCORA GTY Insured	11/16

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NMA

Nuveen Municipal Advantage Fund, Inc. (continued)
 Portfolio of INVESTMENTS October 31, 2008

PRINCIPAL AMOUNT (000)	DESCRIPTION (1)	OPTIO PROVI

COLORADO (continued)		
	Denver, Colorado, Airport Revenue Bonds, Trust 2365:	
\$ 1,340	2.901%, 11/15/23 - FGIC Insured (IF)	11/16
825	1.184%, 11/15/24 - FGIC Insured (IF)	11/16
1,085	1.186%, 11/15/25 - FGIC Insured (IF)	11/16
	E-470 Public Highway Authority, Colorado, Senior Revenue Bonds, Series 1997B:	
2,650	0.000%, 9/01/16 - MBIA Insured	No
8,645	0.000%, 9/01/26 - MBIA Insured	No
1,000	E-470 Public Highway Authority, Colorado, Senior Revenue Bonds, Series 2000A, 5.750%, 9/01/35 (Pre-refunded 9/01/10) - MBIA Insured	9/10
	E-470 Public Highway Authority, Colorado, Senior Revenue Bonds, Series 2000B:	
7,500	0.000%, 9/01/29 - MBIA Insured	No
10,000	0.000%, 9/01/31 - MBIA Insured	No
10,000	0.000%, 9/01/32 - MBIA Insured	No
	Platte River Power Authority, Colorado, Power Revenue Refunding Bonds, Series 2002EE:	
1,030	5.375%, 6/01/17 (Pre-refunded 6/01/12)	6/12
4,890	5.375%, 6/01/18 (Pre-refunded 6/01/12)	6/12
	Platte River Power Authority, Colorado, Power Revenue Refunding Bonds, Series 2002EE:	
970	5.375%, 6/01/17	6/12
110	5.375%, 6/01/18	6/12

72,585	Total Colorado	

DISTRICT OF COLUMBIA - 0.2% (0.1% OF TOTAL INVESTMENTS)		
1,380	District of Columbia Housing Finance Agency, GNMA/FNMA Single Family Mortgage Revenue Bonds, Series 1997B, 5.900%, 12/01/28 (Alternative Minimum Tax)	12/08

FLORIDA - 3.4% (2.0% OF TOTAL INVESTMENTS)		
2,770	Florida Housing Finance Corporation, Housing Revenue Bonds, Stratford Point Apartments, Series 20000-1, 5.850%, 12/01/31 - FSA Insured (Alternative Minimum Tax)	12/10
8,100	South Miami Health Facilities Authority, Florida, Revenue Bonds, Baptist Health Systems of South Florida, Trust 1025, 7.368%, 8/15/42 (IF)	8/17

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10,130	Tampa, Florida, Healthcare System Revenue Bonds, Allegany Health System - St. Mary's Hospital, Series 1993, 5.125%, 12/01/23 - MBIA Insured (ETM)	12/08
21,000	Total Florida	

GEORGIA - 1.1% (0.7% OF TOTAL INVESTMENTS)		
4,000	Augusta, Georgia, Water and Sewerage Revenue Bonds, Series 2004, 5.250%, 10/01/39 - FSA Insured	10/14
2,900	Coffee County Hospital Authority, Georgia, Revenue Bonds, Coffee County Regional Medical Center, Series 2004, 5.000%, 12/01/26	12/14
6,900	Total Georgia	

HAWAII - 0.5% (0.3% OF TOTAL INVESTMENTS)		
2,215	Hawaii Housing and Community Development Corporation, GNMA Collateralized Multifamily Housing Revenue Bonds, Sunset Villas, Series 2000, 5.700%, 7/20/31	7/10
525	Hawaii Housing Finance and Development Corporation, Single Family Mortgage Purchase Revenue Bonds, Series 1997A, 5.750%, 7/01/30 (Alternative Minimum Tax)	1/09
2,740	Total Hawaii	

ILLINOIS - 15.9% (9.5% OF TOTAL INVESTMENTS)		
4,345	Chicago Board of Education, Illinois, Unlimited Tax General Obligation Bonds, Dedicated Tax Revenues, Series 1998B-1, 0.000%, 12/01/28 - FGIC Insured	No
4,010	Chicago Board of Education, Illinois, Unlimited Tax General Obligation Bonds, Dedicated Tax Revenues, Series 1999A, 0.000%, 12/01/31 - FGIC Insured	No

ILLINOIS (continued)		
\$ 5,865	Chicago, Illinois, General Obligation Bonds, Neighborhoods Alive 21 Program, Series 2000A, 6.500%, 1/01/35 (Pre-refunded 7/01/10) - FGIC Insured	7/10

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5,000	Chicago, Illinois, Second Lien Passenger Facility Charge Revenue Bonds, O'Hare International Airport, Series 2001A, 5.375%, 1/01/32 - AMBAC Insured (Alternative Minimum Tax)	1/11
2,000	Illinois Finance Authority, Revenue Bonds, Children's Memorial Hospital, Series 2008, 5.250%, 8/15/47 - AGC Insured (UB)	8/18
8,395	Illinois Finance Authority, Revenue Bonds, Loyola University of Chicago, Tender Option Bond Trust 1137, 7.720%, 7/01/46 (IF)	7/17
6,000	Illinois Health Facilities Authority, Revenue Bonds, Condell Medical Center, Series 2002, 5.750%, 5/15/22	5/12
6,165	Illinois Health Facilities Authority, Revenue Bonds, Sarah Bush Lincoln Health Center, Series 1996B, 5.750%, 2/15/22	2/09
10,740	Lake and McHenry Counties Community Unit School District 118, Wauconda, Illinois, General Obligation Bonds, Series 2005B, 0.000%, 1/01/23 - FSA Insured	1/1
1,090	Metropolitan Pier and Exposition Authority, Illinois, Revenue Bonds, McCormick Place Expansion Project, Series 1993A, 0.000%, 6/15/21 - FGIC Insured	No
	Metropolitan Pier and Exposition Authority, Illinois, Revenue Bonds, McCormick Place Expansion Project, Series 1999A:	
13,455	5.500%, 12/15/24 - FGIC Insured	12/09
10,430	5.250%, 12/15/28 - FGIC Insured	12/09
3,175	Metropolitan Pier and Exposition Authority, Illinois, Revenue Bonds, McCormick Place Expansion Project, Series 2002A, 0.000%, 6/15/41 - MBIA Insured	No
6,000	Metropolitan Pier and Exposition Authority, Illinois, Revenue Refunding Bonds, McCormick Place Expansion Project, Series 1996A, 0.000%, 6/15/24 - MBIA Insured	No
4,600	Regional Transportation Authority, Cook, DuPage, Kane, Lake, McHenry and Will Counties, Illinois, General Obligation Bonds, Series 1990A, 7.200%, 11/01/20 - AMBAC Insured	No
1,940	University of Illinois, Auxiliary Facilities Systems Revenue Bonds, Series 2003A, 5.000%, 4/01/23 - AMBAC Insured	4/13
7,500	Valley View Public Schools, Community Unit School District 365U of Will County, Illinois, General Obligation Bonds, Series 2005, 0.000%, 11/01/25 - MBIA Insured	No
23,125	Will County Community High School District 210 Lincoln-Way, Illinois, General Obligation Bonds, Series 2006, 0.000%, 1/01/24 - FSA Insured	No
123,835	Total Illinois	
INDIANA - 3.0% (1.8% OF TOTAL INVESTMENTS)		
5,205	Indiana Health Facility Financing Authority, Hospital Revenue Bonds, Clarian Health Obligated Group, Series 2000A, 5.500%, 2/15/30	8/10

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(Pre-refunded 8/15/10) - MBIA Insured

2,435	Indiana Health Facility Financing Authority, Revenue Bonds, Community Foundation of Northwest Indiana, Series 2007, 5.500%, 3/01/37	3/17
6,075	LaGrange County Jail Building Corporation, Indiana, First Mortgage Jail Bonds, Series 1998, 5.400%, 10/01/21 (Pre-refunded 10/01/09)	10/09
1,915	St. Joseph County Hospital Authority, Indiana, Revenue Bonds, Madison Center Inc., Series 1999, 5.450%, 2/15/12	2/09

15,630	Total Indiana	

IOWA - 0.5% (0.3% OF TOTAL INVESTMENTS)

4,000	Iowa Tobacco Settlement Authority, Asset Backed Settlement Revenue Bonds, Series 2005C, 5.375%, 6/01/38	6/15
250	Iowa Tobacco Settlement Authority, Tobacco Asset-Backed Revenue Bonds, Series 2005B, 5.600%, 6/01/34	6/17

4,250	Total Iowa	

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NMA

Nuveen Municipal Advantage Fund, Inc. (continued)
Portfolio of INVESTMENTS October 31, 2008

PRINCIPAL AMOUNT (000)	DESCRIPTION (1)	OPTIONAL PROVIDER

KANSAS - 0.2% (0.1% OF TOTAL INVESTMENTS)		
\$ 1,750	Wamego, Kansas, Pollution Control Revenue Bonds, Kansas Gas and Electric Company, Series 2004, 5.300%, 6/01/31 - MBIA Insured	6/14

KENTUCKY - 1.2% (0.7% OF TOTAL INVESTMENTS)		
1,000	Kentucky Economic Development Finance Authority, Louisville Arena Project Revenue Bonds, Louisville Arena Authority, Inc., Series 2008A-1, 6.000%, 12/01/33 - AGC Insured	6/18
5,500	Louisville and Jefferson County Metropolitan Sewer District, Kentucky, Sewer and Drainage System Revenue Bonds, Series 1997A, 5.250%, 5/15/27 - MBIA Insured	11/08

6,500	Total Kentucky	

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LOUISIANA - 14.0% (8.3% OF TOTAL INVESTMENTS)

13,500	DeSoto Parish, Louisiana, Pollution Control Revenue Refunding Bonds, Cleco Utility Group Inc. Project, Series 1999, 5.875%, 9/01/29 - AMBAC Insured	9/09
	Louisiana Public Facilities Authority, Extended Care Facilities Revenue Bonds, Comm-Care Corporation Project, Series 1994:	
720	11.000%, 2/01/14 (ETM)	No
6,460	11.000%, 2/01/14 (ETM)	No
6,650	Louisiana Public Facilities Authority, Revenue Bonds, Baton Rouge General Hospital, Series 2004, 5.250%, 7/01/33 - MBIA Insured	7/14
9,000	Louisiana Public Facilities Authority, Revenue Bonds, Ochsner Clinic Foundation Project, Series 2007A, 5.500%, 5/15/47	5/17
28	Louisiana State, Gasoline Tax Revenue Bonds, Series 2006, Residuals 660-1, 10.855%, 5/01/41 - FGIC Insured (IF)	5/16
	Louisiana State, Gasoline Tax Revenue Bonds, Series 2006:	
20,690	4.500%, 5/01/41 - FGIC Insured (UB)	5/16
10,000	5.000%, 5/01/41 - FGIC Insured (UB)	5/16
	Tobacco Settlement Financing Corporation, Louisiana, Tobacco Settlement Asset-Backed Bonds, Series 2001B:	
6,050	5.500%, 5/15/30	5/11
11,855	5.875%, 5/15/39	5/11

84,953	Total Louisiana	

MASSACHUSETTS - 2.0% (1.2% OF TOTAL INVESTMENTS)

620	Massachusetts Health and Educational Facilities Authority, Revenue Bonds, CareGroup Inc., Series 2008E-1, 5.125%, 7/01/33	7/18
1,750	Massachusetts Health and Educational Facilities Authority, Revenue Bonds, UMass Memorial Healthcare, Series 1998A, 5.000%, 7/01/28 - AMBAC Insured	1/09
180	Massachusetts Housing Finance Agency, Single Family Housing Revenue Bonds, Series 77, 5.950%, 6/01/25 - FSA Insured (Alternative Minimum Tax)	12/09
	Massachusetts Turnpike Authority, Metropolitan Highway System Revenue Bonds, Senior Series 1997A:	
2,000	5.125%, 1/01/17 - MBIA Insured	1/09
500	5.000%, 1/01/27 - MBIA Insured	1/09
5,000	5.000%, 1/01/37 - MBIA Insured	1/09
2,290	Massachusetts Turnpike Authority, Metropolitan Highway System Revenue Bonds, Subordinate Series 1997B, 5.250%, 1/01/29 - MBIA Insured	1/09

12,340	Total Massachusetts	

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MICHIGAN - 2.0% (1.2% OF TOTAL INVESTMENTS)

	Michigan State Hospital Finance Authority, Hospital Revenue Bonds, Detroit Medical Center Obligated Group, Series 1998A:	
4,995	5.250%, 8/15/23	2/09
3,000	5.250%, 8/15/28	2/09

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PRINCIPAL AMOUNT (000)	DESCRIPTION (1)	OPTIO PROVI

	MICHIGAN (continued)	
\$ 3,275	Michigan State Hospital Finance Authority, Revenue Refunding Bonds, Detroit Medical Center Obligated Group, Series 1993A, 6.500%, 8/15/18	2/09
3,050	Michigan Tobacco Settlement Finance Authority, Tobacco Settlement Asset-Backed Revenue Bonds, Series 2008A, 6.875%, 6/01/42	6/18

14,320	Total Michigan	

MINNESOTA - 1.3% (0.8% OF TOTAL INVESTMENTS)

5,000	Minneapolis-St. Paul Metropolitan Airports Commission, Minnesota, Subordinate Airport Revenue Bonds, Series 2001C, 5.250%, 1/01/32 (Pre-refunded 1/01/11) - FGIC Insured	1/11
555	Minnesota Housing Finance Agency, Single Family Mortgage Revenue Bonds, Series 2000C, 5.550%, 7/01/24 (Alternative Minimum Tax)	7/09
1,155	Minnesota Housing Finance Agency, Single Family Mortgage Revenue Bonds, Series 2000J, 5.400%, 1/01/23 (Alternative Minimum Tax)	1/10

6,710	Total Minnesota	

MISSOURI - 1.0% (0.6% OF TOTAL INVESTMENTS)

12,005	Kansas City Municipal Assistance Corporation, Missouri, Leasehold Revenue Bonds, Series 2004B-1, 0.000%, 4/15/29 - AMBAC Insured	No
140	Missouri Housing Development Commission, Single Family Mortgage Revenue Bonds, Homeownership Loan Program, Series 2000A-1, 7.500%, 3/01/31 (Alternative Minimum Tax)	9/09
1,500	Missouri-Illinois Metropolitan District Bi-State Development Agency, Mass Transit Sales Tax Appropriation Bonds, Metrolink Cross County Extension Project, Series 2002B, 5.000%, 10/01/32 - FSA Insured	10/13

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13,645	Total Missouri	
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NEVADA - 4.8% (2.9% OF TOTAL INVESTMENTS)

7,310	Clark County, Nevada, Limited Tax General Obligation Bank Bonds, Series 2000, 5.500%, 7/01/19 (Pre-refunded 7/01/10)	7/10
7,500	Clark County, Nevada, Subordinate Lien Airport Revenue Bonds, Series 1999A, 6.000%, 7/01/29 (Pre-refunded 7/01/10) - MBIA Insured	7/10
	Director of Nevada State Department of Business and Industry, Revenue Bonds, Las Vegas Monorail Project, First Tier, Series 2000:	
3,025	0.000%, 1/01/16 - AMBAC Insured	No
7,910	5.375%, 1/01/40 - AMBAC Insured	1/10
3,750	Henderson, Nevada, Healthcare Facility Revenue Refunding Bonds, Catholic Healthcare West, Series 2007B, Trust 2633, 1.032%, 7/01/31 (IF)	7/17
310	Nevada Housing Division, Single Family Mortgage Bonds, Senior Series 1997C-2, 5.750%, 4/01/29 (Alternative Minimum Tax)	4/09

29,805	Total Nevada	
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NEW JERSEY - 4.3% (2.6% OF TOTAL INVESTMENTS)

15,000	New Jersey Transportation Trust Fund Authority, Transportation System Bonds, Series 2006C, 0.000%, 12/15/30 - FGIC Insured	No
	Tobacco Settlement Financing Corporation, New Jersey, Tobacco Settlement Asset-Backed Bonds, Series 2002:	
12,075	5.750%, 6/01/32 (Pre-refunded 6/01/12)	6/12
5,050	6.125%, 6/01/42 (Pre-refunded 6/01/12)	6/12

32,125	Total New Jersey	
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NEW MEXICO - 1.1% (0.7% OF TOTAL INVESTMENTS)

7,500	Farmington, New Mexico, Pollution Control Revenue Refunding Bonds, Public Service Company of New Mexico - San Juan Project, Series 1997B, 5.800%, 4/01/22	4/09
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NMA

Nuveen Municipal Advantage Fund, Inc. (continued)
 Portfolio of INVESTMENTS October 31, 2008

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PRINCIPAL AMOUNT (000)	DESCRIPTION (1)	OPTIO PROVI
NEW YORK - 12.8% (7.6% OF TOTAL INVESTMENTS)		
\$ 7,000	Metropolitan Transportation Authority, New York, State Service Contract Refunding Bonds, Series 2002A, 5.125%, 1/01/29	7/12
	Nassau County, New York, General Obligation Improvement Bonds, Series 2000F:	
3,980	7.000%, 3/01/11 (Pre-refunded 3/01/10) - FSA Insured	3/10
4,070	7.000%, 3/01/12 (Pre-refunded 3/01/10) - FSA Insured	3/10
3,925	7.000%, 3/01/15 (Pre-refunded 3/01/10) - FSA Insured	3/10
4,975	New York City Industrial Development Agency, New York, Special Facilities Revenue Bonds, British Airways PLC, Series 1998, 5.250%, 12/01/32 (Alternative Minimum Tax)	12/08
3,000	New York City Industrial Development Agency, New York, Special Facilities Revenue Bonds, British Airways PLC, Series 2002, 7.625%, 12/01/32 (Alternative Minimum Tax)	12/12
9,850	New York City Municipal Water Finance Authority, New York, Water and Sewerage System Revenue Bonds, Fiscal Series 2000A, 5.750%, 6/15/31 (Pre-refunded 6/15/09) - FGIC Insured	6/09
5,000	New York City Municipal Water Finance Authority, New York, Water and Sewerage System Revenue Bonds, Series 2008, Trust 1199, 6.714%, 6/15/36 - FSA Insured (IF)	12/14
10,000	New York City Transitional Finance Authority, New York, Future Tax Secured Bonds, Fiscal Series 2000B, 6.000%, 11/15/29 (Pre-refunded 5/15/10)	5/10
7,435	New York City, New York, General Obligation Bonds, Fiscal Series 2000A, 5.750%, 5/15/20 (Pre-refunded 5/15/10)	5/10
5,250	New York State Mortgage Agency, Homeowner Mortgage Revenue Bonds, Series 94, 5.800%, 10/01/20 (Alternative Minimum Tax)	4/10
5,000	New York State Urban Development Corporation, Service Contract Revenue Bonds, Correctional Facilities, Series 1999C, 6.000%, 1/01/29 (Pre-refunded 1/01/09) - AMBAC Insured	1/09
69,485	Total New York	
NORTH CAROLINA - 2.0% (1.2% OF TOTAL INVESTMENTS)		
1,135	North Carolina Housing Finance Agency, Home Ownership Revenue Bonds, 1998 Trust Agreement, Series 10A, 5.400%, 7/01/32 - AMBAC Insured (Alternative Minimum Tax)	7/10
4,980	North Carolina Housing Finance Agency, Home Ownership Revenue Bonds, 1998 Trust Agreement, Series 7A, 6.250%, 1/01/29 (Alternative Minimum Tax)	7/09
1,240	North Carolina Housing Finance Agency, Home Ownership Revenue	1/10

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Bonds, 1998 Trust Agreement, Series 8A, 5.950%, 1/01/27
(Alternative Minimum Tax)

4,415	North Carolina Housing Finance Agency, Home Ownership Revenue Bonds, 1998 Trust Agreement, Series 9A, 5.875%, 7/01/31 (Alternative Minimum Tax)	1/10
11,770	Total North Carolina	

NORTH DAKOTA - 0.6% (0.3% OF TOTAL INVESTMENTS)

1,465	North Dakota Housing Finance Agency, Home Mortgage Finance Program Bonds, Series 1998B, 5.500%, 7/01/29 - MBIA Insured (Alternative Minimum Tax)	1/09
2,250	Ward County Health Care, North Dakota, Revenue Bonds, Trinity Obligated Group, Series 2006, 5.125%, 7/01/25	7/16
3,715	Total North Dakota	

OHIO - 7.9% (4.7% OF TOTAL INVESTMENTS)

5,000	Akron, Bath and Copley Joint Township Hospital District, Ohio, Hospital Facilities Revenue Bonds, Summa Health System, Series 1998A, 5.375%, 11/15/18	11/09
10,000	American Municipal Power Ohio Inc., General Revenue Bonds, Series 2008, 5.250%, 2/15/43	2/18
	Buckeye Tobacco Settlement Financing Authority, Ohio, Tobacco Settlement Asset-Backed Revenue Bonds, Senior Lien, Series 2007A-2:	
260	5.125%, 6/01/24	6/17
2,700	5.875%, 6/01/30	6/17
2,635	5.750%, 6/01/34	6/17
5,895	5.875%, 6/01/47	6/17

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PRINCIPAL AMOUNT (000)	DESCRIPTION (1)	OPTIONAL PROVIDER
	OHIO (continued)	
\$ 5,150	Buckeye Tobacco Settlement Financing Authority, Ohio, Tobacco Settlement Asset-Backed Revenue Bonds, Senior Lien, Series 2007A-3, 0.000%, 6/01/37	6/22
	Montgomery County, Ohio, Hospital Facilities Revenue Bonds, Kettering Medical Center, Series 1999:	
7,840	6.750%, 4/01/18 (Pre-refunded 4/01/10)	4/10
5,000	6.750%, 4/01/22 (Pre-refunded 4/01/10)	4/10

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1,235	Ohio Housing Finance Agency, GNMA Mortgage-Backed Securities Program Residential Mortgage Revenue Bonds, Series 2000D, 5.450%, 9/01/31 (Alternative Minimum Tax)	8/10
2,650	Ohio, General Obligation Bonds, Higher Education, Series 2003A, 5.000%, 5/01/22	5/13
48,365	Total Ohio	

OKLAHOMA - 5.3% (3.2% OF TOTAL INVESTMENTS)		
1,675	Oklahoma Development Finance Authority, Health System Revenue Bonds, Integris Baptist Medical Center, Series 2008B, 5.250%, 8/15/38	8/18
12,000	Oklahoma Development Finance Authority, Revenue Bonds, Saint John Health System, Series 2007, 5.000%, 2/15/42	2/17
2,000	Oklahoma Municipal Power Authority, Power Supply System Revenue Bonds, Series 2007, 4.500%, 1/01/47 - FGIC Insured	1/17
	Oklahoma State Industries Authority, Health System Revenue Bonds, Integris Baptist Medical Center, Series 1999A:	
2,110	5.750%, 8/15/29 (Pre-refunded 8/15/09) - MBIA Insured	8/09
2,890	5.750%, 8/15/29 (Pre-refunded 8/15/09) - MBIA Insured	8/09
10,000	Tulsa Municipal Airport Trust, Oklahoma, Revenue Refunding Bonds, American Airlines Inc., Series 2001B, 5.650%, 12/01/35 (Mandatory put 12/01/08) (Alternative Minimum Tax)	12/08
30,675	Total Oklahoma	

OREGON - 0.5% (0.3% OF TOTAL INVESTMENTS)		
3,000	Oregon State Facilities Authority, Revenue Bonds, Willamette University, Series 2007A, 5.000%, 10/01/36	10/17

PENNSYLVANIA - 1.2% (0.7% OF TOTAL INVESTMENTS)		
1,160	Carbon County Industrial Development Authority, Pennsylvania, Resource Recovery Revenue Refunding Bonds, Panther Creek Partners Project, Series 2000, 6.650%, 5/01/10 (Alternative Minimum Tax)	No
1,250	Erie, Pennsylvania, Water Authority, Water Revenue Bonds, Series 2008, 5.000%, 12/01/43 - FSA Insured	12/18
1,500	Pennsylvania Housing Finance Agency, Single Family Mortgage Revenue Bonds, Series 2008, 4.650%, 10/01/31 (Alternative Minimum Tax) (UB)	10/16
2,600	Pennsylvania Turnpike Commission, Turnpike Revenue Bonds, Series 2004A, 5.500%, 12/01/31 - AMBAC Insured	12/14
465	Washington County Authority, Pennsylvania, Capital Funding Revenue Bonds, Capital Projects and Equipment Acquisition Program, Series	No

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1999, 6.150%, 12/01/29 - AMBAC Insured

6,975	Total Pennsylvania	
PUERTO RICO - 3.2% (1.9% OF TOTAL INVESTMENTS)		
5,000	Puerto Rico Electric Power Authority, Power Revenue Bonds, Series 2005RR, 5.000%, 7/01/26 - SYNCORA GTY Insured	7/15
10,070	Puerto Rico Highway and Transportation Authority, Highway Revenue Bonds, Series 2007N, 5.250%, 7/01/39 - FGIC Insured	No
4,000	Puerto Rico, General Obligation Bonds, Series 2000B, 5.625%, 7/01/19 - MBIA Insured	7/10
19,070	Total Puerto Rico	

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NMA

Nuveen Municipal Advantage Fund, Inc. (continued)
Portfolio of INVESTMENTS October 31, 2008

PRINCIPAL AMOUNT (000)	DESCRIPTION (1)	OPTIO PROVI
RHODE ISLAND - 1.3% (0.8% OF TOTAL INVESTMENTS)		
\$ 1,235	Rhode Island Health and Educational Building Corporation, Hospital Financing Revenue Bonds, Lifespan Obligated Group, Series 1996, 5.500%, 5/15/16 - MBIA Insured	11/08
7,000	Rhode Island Housing and Mortgage Finance Corporation, Homeownership Opportunity Bond Program, Series 50A, 4.650%, 10/01/34	10/14
8,235	Total Rhode Island	
SOUTH CAROLINA - 5.2% (3.1% OF TOTAL INVESTMENTS)		
10,000	Greenville County School District, South Carolina, Installment Purchase Revenue Bonds, Series 2002, 6.000%, 12/01/20 (Pre-refunded 12/01/12)	12/12
2,500	Lexington County Health Service District, South Carolina, Hospital Revenue Refunding and Improvement Bonds, Series 2003, 5.750%, 11/01/28 (Pre-refunded 11/01/13)	11/13
3,000	Myrtle Beach, South Carolina, Hospitality and Accommodation Fee Revenue Bonds, Series 2004A, 5.000%, 6/01/36 - FGIC Insured	6/14

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1,220	Piedmont Municipal Power Agency, South Carolina, Electric Revenue Bonds, Series 2004A-2, 0.000%, 1/01/23 - FGIC Insured	No
2,125	South Carolina Public Service Authority, Revenue Refunding Bonds, Santee Cooper Electric System, Series 2003A, 5.000%, 1/01/21 - AMBAC Insured	7/13
7,585	Tobacco Settlement Revenue Management Authority, South Carolina, Tobacco Settlement Asset-Backed Bonds, Series 2001B, 6.375%, 5/15/28 (Pre-refunded 5/15/16)	5/16
<hr/>		
26,430	Total South Carolina	
<hr/>		
SOUTH DAKOTA - 0.4% (0.2% OF TOTAL INVESTMENTS)		
2,945	South Dakota Health and Educational Facilities Authority, Revenue Bonds, Sanford Health, Series 2007, 5.000%, 11/01/40	5/17
<hr/>		
TENNESSEE - 6.7% (4.0% OF TOTAL INVESTMENTS)		
6,000	Knox County Health, Educational and Housing Facilities Board, Tennessee, Hospital Revenue Bonds, Baptist Health System of East Tennessee Inc., Series 2002, 6.500%, 4/15/31	4/12
20,415	Knox County Health, Educational and Housing Facilities Board, Tennessee, Hospital Revenue Refunding Bonds, Covenant Health, Series 2002A, 0.000%, 1/01/18 - FSA Insured	1/1
14,385	Metropolitan Government of Nashville-Davidson County Health and Educational Facilities Board, Tennessee, Revenue Bonds, Ascension Health Credit Group, Series 1999A, 5.875%, 11/15/28 (Pre-refunded 11/15/09) - AMBAC Insured	11/09
1,750	Metropolitan Government of Nashville-Davidson County, Tennessee, Electric System Revenue Bonds, Series 2001A, 5.125%, 5/15/26	5/11
1,500	Sumner County Health, Educational, and Housing Facilities Board, Tennessee, Revenue Refunding Bonds, Sumner Regional Health System Inc., Series 2007, 5.500%, 11/01/46	11/17
<hr/>		
44,050	Total Tennessee	
<hr/>		
TEXAS - 14.8% (8.8% OF TOTAL INVESTMENTS)		
2,000	Abilene Higher Education Authority, Inc., Texas, Student Loan Revenue Bonds, Subordinate Series 1998B, 5.050%, 7/01/13 (Alternative Minimum Tax)	11/08
11,810	Brazos River Authority, Texas, Pollution Control Revenue Refunding Bonds, TXU Electric Company, Series 2001C, 5.750%, 5/01/36 (Mandatory put 11/01/11) (Alternative Minimum Tax)	No
6,000	Brazos River Authority, Texas, Revenue Refunding Bonds, Houston	No

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	Lighting and Power Company, Series 1998, 5.050%, 11/01/18 - AMBAC Insured (Alternative Minimum Tax)	
4,250	Ennis Independent School District, Ellis County, Texas, General Obligation Bonds, Series 2006, 0.000%, 8/15/26	8/1
8,400	Gulf Coast Waste Disposal Authority, Texas, Waste Disposal Revenue Bonds, Valero Energy Corporation, Series 1999, 5.700%, 4/01/32 (Alternative Minimum Tax)	4/09
7,500	Harris County Health Facilities Development Corporation, Texas, Thermal Utility Revenue Bonds, TECO Project, Series 2003, 5.000%, 11/15/30 - MBIA Insured	11/13

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PRINCIPAL AMOUNT (000)	DESCRIPTION (1)	OPTIO PROVI
	TEXAS (continued)	
\$ 1,540	Houston Community College, Texas, Limited Tax General Obligation Bonds, Series 2003, 5.000%, 2/15/28 -AMBAC Insured	2/13
3,460	Houston Community College, Texas, Limited Tax General Obligation Bonds, Series 2003, 5.000%, 2/15/28 (Pre-refunded 2/15/13) - AMBAC Insured	2/13
	Houston, Texas, Water Conveyance System Contract, Certificates of Participation, Series 1993A-J:	
5,490	6.800%, 12/15/10 - AMBAC Insured	No
2,000	6.800%, 12/15/11 - AMBAC Insured	No
9,345	Leander Independent School District, Williamson and Travis Counties, Texas, General Obligation Bonds, Series 2005, 0.000%, 8/15/34 - FGIC Insured	8/1
16,305	Matagorda County Navigation District 1, Texas, Revenue Bonds, Reliant Energy Inc., Series 1999B, 5.950%, 5/01/30 (Alternative Minimum Tax)	5/09
3,425	Sabine River Authority, Texas, Pollution Control Revenue Refunding Bonds, TXU Electric Company, Series 2001A, 5.500%, 5/01/22 (Mandatory put 11/01/11)	No
4,700	Sam Rayburn Municipal Power Agency, Texas, Power Supply System Revenue Refunding Bonds, Series 2002A, 6.000%, 10/01/21	10/12
4,000	Texas, General Obligation Bonds, Water Financial Assistance, State Participation Program, Series 1999C, 5.500%, 8/01/35	8/09
6,840	Travis County Health Facilities Development Corporation, Texas, Revenue Bonds, Ascension Health Credit Group, Series 1999A, 5.875%, 11/15/24 (Pre-refunded 11/15/09) - AMBAC Insured	11/09
245	Wood Glen Housing Finance Corporation, Texas, FHA-Insured Section 8 Assisted Mortgage Revenue Bonds, Copperwood I Project, Series 1990A, 7.625%, 1/01/10 - MBIA Insured (ETM)	12/08
3,000	Wylie Independent School District, Taylor County, Texas, General Obligation Bonds, Series 2005, 0.000%, 8/15/21	8/1

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100,310	Total Texas	
VIRGINIA - 0.2% (0.1% OF TOTAL INVESTMENTS)		
2,855	Tobacco Settlement Financing Corporation of Virginia, Tobacco Settlement Asset-Backed Bonds, Series 2007B2, 0.000%, 6/01/46	6/17
WASHINGTON - 15.2% (9.1% OF TOTAL INVESTMENTS)		
1,260	Central Puget Sound Regional Transit Authority, Washington, Sales Tax and Motor Vehicle Excise Tax Bonds, Series 1999, 4.750%, 2/01/28 - FGIC Insured	2/09
8,810	Chelan County Public Utility District 1, Washington, Hydro Consolidated System Revenue Bonds, Series 2001A, 5.600%, 1/01/36 - MBIA Insured (Alternative Minimum Tax)	7/11
5,665	Chelan County Public Utility District 1, Washington, Hydro Consolidated System Revenue Bonds, Series 2002B, 5.250%, 7/01/37 (Mandatory put 7/01/12) - AMBAC Insured (Alternative Minimum Tax)	7/12
10,730	Chelan County Public Utility District 1, Washington, Hydro Consolidated System Revenue Refunding Bonds, Series 2001C, 5.650%, 7/01/32 - MBIA Insured (Alternative Minimum Tax)	7/11
10,730	Pierce County School District 320, Sumner, Washington, Unlimited Tax General Obligation Bonds, Series 2000, 6.250%, 12/01/17 (Pre-refunded 12/01/10) - FSA Insured	12/10
10,550	Port of Seattle, Washington, Limited Tax General Obligation Bonds, Series 2000B, 5.750%, 12/01/25 (Alternative Minimum Tax)	12/10
5,315	Port of Seattle, Washington, Revenue Bonds, Series 2000B, 6.000%, 2/01/10 - MBIA Insured (Alternative Minimum Tax)	No
19,475	Port of Seattle, Washington, Special Facility Revenue Bonds, Terminal 18, Series 1999A, 6.000%, 9/01/29 (Pre-refunded 3/01/10) - MBIA Insured	3/10
5,000	Port of Seattle, Washington, Special Facility Revenue Bonds, Terminal 18, Series 1999B, 6.000%, 9/01/20 - MBIA Insured (Alternative Minimum Tax)	3/10
5,000	Washington State Healthcare Facilities Authority, Revenue Bonds, Providence Services, Series 1999, 5.375%, 12/01/19 (Pre-refunded 12/01/09) - MBIA Insured	12/09

NMA

Nuveen Municipal Advantage Fund, Inc. (continued)
Portfolio of INVESTMENTS October 31, 2008

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PRINCIPAL AMOUNT (000)	DESCRIPTION (1)	OPTIO PROVI
WASHINGTON (continued)		
\$ 1,270	Washington State, Motor Vehicle Fuel Tax General Obligation Bonds, Series 2003F, 0.000%, 12/01/24 - MBIA Insured	No
83,805	Total Washington	
WEST VIRGINIA - 0.8% (0.5% OF TOTAL INVESTMENTS)		
5,000	Mason County, West Virginia, Pollution Control Revenue Bonds, Appalachian Power Company, Series 2003L, 5.500%, 10/01/22	10/11
WISCONSIN - 3.1% (1.8% OF TOTAL INVESTMENTS)		
	Badger Tobacco Asset Securitization Corporation, Wisconsin, Tobacco Settlement Asset-Backed Bonds, Series 2002:	
1,195	6.000%, 6/01/17	6/12
6,375	6.125%, 6/01/27	6/12
565	Green Bay, Wisconsin, Water System Revenue Bonds, Series 2004, 5.000%, 11/01/29 - FSA Insured	11/14
5,000	Madison, Wisconsin, Industrial Development Revenue Refunding Bonds, Madison Gas and Electric Company Projects, Series 2002A, 5.875%, 10/01/34 (Alternative Minimum Tax)	4/12
3,000	Southeast Wisconsin Professional Baseball Park District, Sales Tax Revenue Refunding Bonds, Series 1998A, 5.500%, 12/15/19 - MBIA Insured	No
550	Wisconsin Housing and Economic Development Authority, Home Ownership Revenue Bonds, Series 2000B, 5.750%, 3/01/22 (Alternative Minimum Tax)	3/10
16,685	Total Wisconsin	
\$ 1,135,853	Total Investments (cost \$957,998,565) - 167.6%	
=====		
Floating Rate Obligations - (4.8)%		

Other Assets Less Liabilities - 2.4%		

Auction Rate Preferred Shares, at Liquidation Value - (65.2)% (5)		

Net Assets Applicable to Common Shares - 100%		
=====		

(1) All percentages shown in the Portfolio of Investments are based on net assets applicable to Common shares unless otherwise noted.

(2) Optional Call Provisions (not covered by the report of

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independent registered public accounting firm): Dates (month and year) and prices of the earliest optional call or redemption. There may be other call provisions at varying prices at later dates. Certain mortgage-backed securities may be subject to periodic principal paydowns.

- (3) Ratings (not covered by the report of independent registered public accounting firm): Using the higher of Standard & Poor's Group ("Standard & Poor's") or Moody's Investor Service, Inc. ("Moody's") rating. Ratings below BBB by Standard & Poor's or Baa by Moody's are considered to be below investment grade.

The Portfolio of Investments may reflect the ratings on certain bonds insured by ACA, AGC, AMBAC, FGIC, FSA, MBIA and SYNCORA as of October 31, 2008. Please see the Portfolio Managers' Commentary for an expanded discussion of the affect on the Fund of changes to the ratings of certain bonds in the portfolio resulting from changes to the ratings of the underlying insurers both during the period and after period end.

- (4) Backed by an escrow or trust containing sufficient U.S. Government or U.S. Government agency securities which ensure the timely payment of principal and interest. Such investments are normally considered to be equivalent to AAA rated securities.
- (5) Auction Rate Preferred Shares, at Liquidation Value as a percentage of Total Investments is 38.9%.

N/R Not rated.

(ETM) Escrowed to maturity.

(IF) Inverse floating rate investment.

(UB) Underlying bond of an inverse floating rate trust reflected as a financing transaction pursuant to the provisions of SFAS No. 140.

See accompanying notes to financial statements.

NMO

Nuveen Municipal Market Opportunity Fund, Inc.
Portfolio of INVESTMENTS

October 31, 2008

PRINCIPAL
AMOUNT (000)

DESCRIPTION (1)

OPTIO
PROVI

ALABAMA - 0.6% (0.4% OF TOTAL INVESTMENTS)

Henry County Water Authority, Alabama, Water Revenue Bonds,

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	Series 2006:		
\$	1,935	5.000%, 1/01/36 - RAAI Insured	1/16
	2,485	5.000%, 1/01/41 - RAAI Insured	1/16

	4,420	Total Alabama	
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ALASKA - 1.6% (0.9% OF TOTAL INVESTMENTS)

		Alaska Housing Finance Corporation, General Housing Purpose Bonds, Series 2005A:	
	1,125	5.250%, 12/01/34 - FGIC Insured	12/14
	1,275	5.250%, 12/01/41 - FGIC Insured	12/14
	12,280	Northern Tobacco Securitization Corporation, Alaska, Tobacco Settlement Asset-Backed Bonds, Series 2006A, 5.000%, 6/01/46	12/08

	14,680	Total Alaska	
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ARKANSAS - 1.5% (0.9% OF TOTAL INVESTMENTS)

	5,000	Arkansas Development Finance Authority, Hospital Revenue Bonds, Washington Regional Medical Center, Series 2000, 7.000%, 2/01/15 (Pre-refunded 2/01/10)	2/10
	3,480	Cabot School District 4, Lonoke County, Arkansas, General Obligation Refunding Bonds, Series 2003, 5.000%, 2/01/27 - AMBAC Insured	12/08

	8,480	Total Arkansas	
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CALIFORNIA - 9.3% (5.7% OF TOTAL INVESTMENTS)

	12,500	Anaheim Public Finance Authority, California, Subordinate Lease Revenue Bonds, Public Improvement Project, Series 1997C, 0.000%, 9/01/35 - FSA Insured	No
	1,350	Antelope Valley Union High School District, Los Angeles County, California, General Obligation Bonds, Series 2004B, 0.000%, 8/01/29 - MBIA Insured	No
	7,800	California County Tobacco Securitization Agency, Tobacco Settlement Asset-Backed Bonds, Los Angeles County Securitization Corporation, Series 2006A, 0.000%, 6/01/36 (Mandatory put 6/01/23)	12/18
	1,350	California Educational Facilities Authority, Revenue Refunding Bonds, Loyola Marymount University, Series 2001A, 0.000%, 10/01/39 - MBIA Insured	No
	4,295	California Health Facilities Financing Authority, Health Facility Revenue Bonds, Adventist Health System/West, Series 2003A, 5.000%, 3/01/33	3/13
	9,000	California Health Facilities Financing Authority, Revenue Bonds, Kaiser Permanente System, Series 2006, 5.250%, 3/01/45	3/16

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1,550	California Statewide Community Development Authority, Revenue Bonds, St. Joseph Health System, Series 2007A, 5.750%, 7/01/47 - FGIC Insured	7/18
6,250	California, Various Purpose General Obligation Bonds, Series 2005 Trust 2813, 0.930%, 3/01/35 - MBIA Insured (IF)	3/16
10,445	Castaic Lake Water Agency, California, Certificates of Participation, Water System Improvement Project, Series 1999, 0.000%, 8/01/29 - AMBAC Insured	No
8,365	Cupertino Union School District, Santa Clara County, California, General Obligation Bonds, Series 2003B, 0.000%, 8/01/26 - FGIC Insured	8/1
5,000	Golden State Tobacco Securitization Corporation, California, Enhanced Tobacco Settlement Asset-Backed Bonds, Series 2003B, 5.000%, 6/01/38 (Pre-refunded 6/01/13) - AMBAC Insured	6/13

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Nuveen Municipal Market Opportunity Fund, Inc. (continued)
Portfolio of INVESTMENTS October 31, 2008

PRINCIPAL AMOUNT (000)	DESCRIPTION (1)	OPTIO PROVI

	CALIFORNIA (continued)	
\$ 1,000	Golden State Tobacco Securitization Corporation, California, Enhanced Tobacco Settlement Asset-Backed Bonds, Series 2007A-1, 5.125%, 6/01/47	6/17
	Golden State Tobacco Securitization Corporation, California, Tobacco Settlement Asset-Backed Revenue Bonds, Series 2005A:	
3,500	0.000%, 6/01/26 - FSA Insured	No
3,000	5.000%, 6/01/45	6/15
1,500	Lincoln Unified School District, Placer County, California, Community Facilities District 1, Special Tax Bonds, Series 2005, 0.000%, 9/01/26 - AMBAC Insured	No
490	Los Angeles Department of Water and Power, California, Electric Plant Revenue Bonds, Second Series 1993, 4.750%, 10/15/20 (ETM)	12/08
995	Los Angeles Department of Water and Power, California, Electric Plant Revenue Bonds, Series 1994, 5.375%, 2/15/34 (ETM)	12/08
1,000	Pajaro Valley Unified School District, Santa Cruz County, California, General Obligation Bonds, Series 2005B, 0.000%, 8/01/29 - FSA Insured	No
8,040	Placentia-Yorba Linda Unified School District, Orange County, California, Certificates of Participation, Series 2006, 0.000%, 10/01/34 - FGIC Insured	No
	San Joaquin Hills Transportation Corridor Agency, Orange County,	

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	California, Toll Road Revenue Refunding Bonds, Series 1997A:	
5,000	5.650%, 1/15/17 - MBIA Insured	1/14
26,000	0.000%, 1/15/35 - MBIA Insured	No
5,000	San Jose-Evergreen Community College District, Santa Clara County, California, General Obligation Bonds, Series 2005A, 0.000%, 9/01/28 - MBIA Insured	9/1
4,825	Santa Monica Community College District, Los Angeles County, California, General Obligation Bonds, Series 2005C, 0.000%, 8/01/25 - MBIA Insured	8/1

128,255	Total California	

COLORADO - 7.0% (4.2% OF TOTAL INVESTMENTS)

1,085	Arkansas River Power Authority, Colorado, Power Revenue Bonds, Series 2006, 5.250%, 10/01/40 - SYNCORA GTY Insured	10/16
3,000	Broomfield, Colorado, Master Facilities Lease Purchase Agreement, Certificates of Participation, Series 1999, 5.750%, 12/01/24 - AMBAC Insured	12/09
6,285	Broomfield, Colorado, Sales and Use Tax Revenue Refunding and Improvement Bonds, Series 2002A, 5.500%, 12/01/22 - AMBAC Insured	12/12
11,465	Denver City and County, Colorado, Airport System Revenue Refunding Bonds, Series 2000A, 6.000%, 11/15/18 - AMBAC Insured (Alternative Minimum Tax)	11/10
	E-470 Public Highway Authority, Colorado, Senior Revenue Bonds, Series 2000B:	
2,200	0.000%, 9/01/22 - MBIA Insured	No
7,000	0.000%, 9/01/30 - MBIA Insured	No
15,960	0.000%, 9/01/33 - MBIA Insured	No
20,000	E-470 Public Highway Authority, Colorado, Senior Revenue Bonds, Series 2000B, 0.000%, 9/01/28 (Pre-refunded 9/01/10) - MBIA Insured	9/1
	E-470 Public Highway Authority, Colorado, Toll Revenue Bonds, Series 2004B:	
3,800	0.000%, 9/01/27 - MBIA Insured	9/2
13,300	0.000%, 9/01/31 - MBIA Insured	9/2
6,250	0.000%, 9/01/32 - MBIA Insured	9/2
10,000	0.000%, 3/01/36 - MBIA Insured	9/2

100,345	Total Colorado	

DISTRICT OF COLUMBIA - 1.4% (0.9% OF TOTAL INVESTMENTS)

10,000	Washington Convention Center Authority, District of Columbia, Senior Lien Dedicated Tax Revenue Bonds, Series 2007A, 4.500%, 10/01/30 - AMBAC Insured	10/16

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PRINCIPAL AMOUNT (000)	DESCRIPTION (1)	OPTIO PROVI

	FLORIDA - 0.8% (0.5% OF TOTAL INVESTMENTS)	
\$ 10,220	Florida Housing Finance Corporation, Homeowner Mortgage Revenue Bonds, Series 2008, Trust 1191, 7.103%, 7/01/32 (Alternative Minimum Tax) (IF)	1/17

	GEORGIA - 5.5% (3.3% OF TOTAL INVESTMENTS)	
15,000	Atlanta, Georgia, Airport General Revenue Refunding Bonds, Series 2000A, 5.600%, 1/01/30 (Pre-refunded 1/01/10) - FGIC Insured	1/10
14,330	Fulton County Facilities Corporation, Georgia, Certificates of Participation, Public Purpose Project, Series 1999, 5.500%, 11/01/18 - AMBAC Insured	11/10

29,330	Total Georgia	

	ILLINOIS - 13.9% (8.4% OF TOTAL INVESTMENTS)	
4,595	Bolingbrook, Illinois, General Obligation Refunding Bonds, Series 2002B, 0.000%, 1/01/32 - FGIC Insured	No
4,600	Chicago Board of Education, Illinois, Unlimited Tax General Obligation Bonds, Dedicated Tax Revenues, Series 1999A, 0.000%, 12/01/20 - FGIC Insured	No
4,000	Chicago, Illinois, Motor Fuel Tax Revenue Bonds, Series 2003A, 5.000%, 1/01/33 - AMBAC Insured	7/13
2,300	Chicago, Illinois, Motor Fuel Tax Revenue Refunding Bonds, Series 1993, 5.375%, 1/01/14 - AMBAC Insured	No
5,250	Chicago, Illinois, Revenue Bonds, Midway Airport, Series 1998B, 5.000%, 1/01/28 - MBIA Insured	1/09
3,400	Illinois Finance Authority, Illinois, Northwestern University, Revenue Bonds, Tender Option Bond Trust 3174, 10.395%, 12/01/42 (IF)	12/15
38,645	Illinois, General Obligation Bonds, Illinois FIRST Program, Series 2000, 5.500%, 4/01/25 - MBIA Insured	4/10
10,230	Lake and McHenry Counties Community Unit School District 118, Wauconda, Illinois, General Obligation Bonds, Series 2005B: 0.000%, 1/01/22 - FSA Insured	1/1
6,780	0.000%, 1/01/24 - FSA Insured	1/1
1,975	Lake County Community High School District 127, Grayslake, Illinois, General Obligation Bonds, Series 2002A, 9.000%, 2/01/13 -	No

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FGIC Insured

	Metropolitan Pier and Exposition Authority, Illinois, Revenue Bonds, McCormick Place Expansion Project, Series 2002A:		
6,500	0.000%, 6/15/25 - MBIA Insured		6/22
3,270	5.000%, 12/15/28 - MBIA Insured		6/12
3,700	0.000%, 6/15/30 - MBIA Insured		No
3,280	0.000%, 6/15/37 - MBIA Insured		No
11,715	0.000%, 12/15/38 - MBIA Insured		No
9,170	0.000%, 6/15/39 - MBIA Insured		No

 119,410 Total Illinois

INDIANA - 1.1% (0.7% OF TOTAL INVESTMENTS)

4,695	Indiana Educational Facilities Authority, Revenue Bonds, Butler University, Series 2001, 5.500%, 2/01/26 - MBIA Insured		2/11
2,000	Petersburg, Indiana, Pollution Control Revenue Refunding Bonds, Indianapolis Power and Light Company, Series 1991, 5.750%, 8/01/21		8/11

 6,695 Total Indiana

IOWA - 0.8% (0.5% OF TOTAL INVESTMENTS)

970	Iowa Finance Authority, Health Facility Revenue Bonds, Care Initiatives Project, Series 2006A, 5.000%, 7/01/19		7/16
5,000	Iowa Tobacco Settlement Authority, Tobacco Asset-Backed Revenue Bonds, Series 2005B, 5.600%, 6/01/34		6/17

 5,970 Total Iowa

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Nuveen Municipal Market Opportunity Fund, Inc. (continued)
 Portfolio of INVESTMENTS October 31, 2008

PRINCIPAL AMOUNT (000)	DESCRIPTION (1)	OPTIO PROVI

KANSAS - 0.5% (0.3% OF TOTAL INVESTMENTS)		
\$ 2,500	Kansas Development Finance Authority, Water Pollution Control Revolving Fund Leveraged Bonds, Series 2002-II, 5.500%, 11/01/21	11/12
500	Salina, Kansas, Hospital Revenue Bonds, Salina Regional Medical Center, Series 2006, 4.625%, 10/01/31	4/16

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3,000	Total Kansas	
KENTUCKY - 2.2% (1.3% OF TOTAL INVESTMENTS)		
Jefferson County School District Finance Corporation, Kentucky, School Building Revenue Bonds, Series 2000A:		
3,045	5.250%, 7/01/17 (Pre-refunded 1/01/10) - FSA Insured	1/10
7,490	5.250%, 7/01/20 (Pre-refunded 1/01/10) - FSA Insured	1/10
1,000	Kentucky Economic Development Finance Authority, Louisville Arena Project Revenue Bonds, Louisville Arena Authority, Inc., Series 2008A-1, 6.000%, 12/01/38 - AGC Insured	6/18
11,535	Total Kentucky	
LOUISIANA - 1.7% (1.0% OF TOTAL INVESTMENTS)		
7,415	Louisiana Local Government Environmental Facilities and Community Development Authority, Revenue Bonds, Baton Rouge Community College Facilities Corporation, Series 2002, 5.000%, 12/01/32 - MBIA Insured	12/12
3,350	Louisiana Public Facilities Authority, Revenue Bonds, Baton Rouge General Hospital, Series 2004, 5.250%, 7/01/33 - MBIA Insured	7/14
10,765	Total Louisiana	
MARYLAND - 1.0% (0.6% OF TOTAL INVESTMENTS)		
4,410	Maryland Community Development Administration, Department of Housing and Community Development, Residential Revenue Bonds, Series 2007D, 4.900%, 9/01/42 (Alternative Minimum Tax)	3/17
2,500	Maryland Department of Transportation, Consolidated Transportation Revenue Bonds, Series 2002, 5.500%, 2/01/16	No
6,910	Total Maryland	
MASSACHUSETTS - 4.1% (2.5% OF TOTAL INVESTMENTS)		
440	Massachusetts Bay Transportation Authority, Assessment Bonds, Series 2000A, 5.250%, 7/01/30	7/10
Massachusetts Bay Transportation Authority, Assessment Bonds, Series 2000A:		
4,150	5.250%, 7/01/30 (Pre-refunded 7/01/10)	7/10
660	5.250%, 7/01/30 (Pre-refunded 7/01/10)	7/10
8,315	Massachusetts Turnpike Authority, Metropolitan Highway System	1/09

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	Revenue Bonds, Senior Series 1997A, 5.000%, 1/01/37 - MBIA Insured	
10,000	Massachusetts Water Resources Authority, General Revenue Bonds, Series 2000A, 5.750%, 8/01/39 (Pre-refunded 8/01/10) - FGIC Insured	8/10
23,565	Total Massachusetts	

MICHIGAN - 1.5% (0.9% OF TOTAL INVESTMENTS)		
5,000	Detroit Water Supply System, Michigan, Water Supply System Revenue Bonds, Series 2006D, 4.625%, 7/01/32 - FSA Insured	7/16
2,090	Grand Rapids Building Authority, Kent County, Michigan, Limited Tax General Obligation Bonds, Series 2000, 5.375%, 8/01/17 - AMBAC Insured	8/10
3,050	Michigan Tobacco Settlement Finance Authority, Tobacco Settlement Asset-Backed Revenue Bonds, Series 2008A, 6.875%, 6/01/42	6/18
10,140	Total Michigan	

MINNESOTA - 9.3% (5.7% OF TOTAL INVESTMENTS)		
930	Minnesota Agricultural and Economic Development Board, Healthcare System Revenue Bonds, Fairview Hospital and Healthcare Services, Series 2000A, 6.375%, 11/15/29	11/10

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PRINCIPAL AMOUNT (000)	DESCRIPTION (1)	OPTIONAL PROVIDER

MINNESOTA (continued)		
\$ 29,070	Minnesota Agricultural and Economic Development Board, Healthcare System Revenue Bonds, Fairview Hospital and Healthcare Services, Series 2000A, 6.375%, 11/15/29 (Pre-refunded 11/15/10)	11/10
2,045	Minnesota Housing Finance Agency, Single Family Remarketed Mortgage Bonds, Series 1998H-2, 6.050%, 7/01/31 (Alternative Minimum Tax)	1/11
13,675	Minnesota, General Obligation Bonds, Series 2000, 5.125%, 11/01/16	11/10
2,925	St. Paul Housing and Redevelopment Authority, Minnesota, Sales Tax Revenue Refunding Bonds, Civic Center Project, Series 1996, 7.100%, 11/01/23 - FSA Insured	11/15
48,645	Total Minnesota	

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MISSISSIPPI - 1.0% (0.6% OF TOTAL INVESTMENTS)

5,900	Mississippi Business Finance Corporation, Pollution Control Revenue Refunding Bonds, System Energy Resources Inc. Project, Series 1998, 5.875%, 4/01/22	4/09
920	Mississippi Home Corporation, GNMA Mortgage-Backed Securities Program Single Family Mortgage Revenue Bonds, Series 1997D-5, 6.750%, 7/01/29 (Alternative Minimum Tax)	1/09
6,820	Total Mississippi	

MISSOURI - 0.7% (0.4% OF TOTAL INVESTMENTS)

Kansas City Municipal Assistance Corporation, Missouri, Leasehold Revenue Bonds, Series 2004B-1:		
8,000	0.000%, 4/15/27 - AMBAC Insured	No
5,000	0.000%, 4/15/31 - AMBAC Insured	No
13,000	Total Missouri	

NEBRASKA - 1.7% (1.1% OF TOTAL INVESTMENTS)

11,690	Omaha Convention Hotel Corporation, Nebraska, Convention Center Revenue Bonds, Series 2007, 5.000%, 2/01/35 - AMBAC Insured	2/17
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NEVADA - 3.6% (2.2% OF TOTAL INVESTMENTS)

Director of Nevada State Department of Business and Industry, Revenue Bonds, Las Vegas Monorail Project, First Tier, Series 2000:		
6,125	0.000%, 1/01/17 - AMBAC Insured	No
8,500	0.000%, 1/01/26 - AMBAC Insured	No
7,860	0.000%, 1/01/27 - AMBAC Insured	No
21,000	5.375%, 1/01/40 - AMBAC Insured	1/10
2,135	Reno, Nevada, Capital Improvement Revenue Bonds, Series 2005B, 0.000%, 6/01/37 - FGIC Insured	6/17
2,500	Reno, Nevada, Health Facility Revenue Bonds, Catholic Healthcare West, Trust 2634, 0.777%, 7/01/31 (IF)	7/17
48,120	Total Nevada	

NEW JERSEY - 7.3% (4.4% OF TOTAL INVESTMENTS)

18,400	New Jersey Health Care Facilities Financing Authority, Revenue Bonds, Saint Barnabas Health Care System, Series 2006A, 0.000%, 7/01/37	1/17
18,000	New Jersey Transportation Trust Fund Authority, Transportation System Bonds, Series 2000B, 5.750%, 6/15/17 (Pre-refunded 6/15/10)	6/10

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35,000	New Jersey Transportation Trust Fund Authority, Transportation System Bonds, Series 2006C, 0.000%, 12/15/34 - FSA Insured	No
5,000	New Jersey Turnpike Authority, Revenue Bonds, Growth and Income Securities, Series 2004B, 0.000%, 1/01/35 - AMBAC Insured	1/17
3,000	Rahway Valley Sewerage Authority, New Jersey, Sewer Revenue Bonds, Series 2005A, 0.000%, 9/01/25 - MBIA Insured	No
3,525	Tobacco Settlement Financing Corporation, New Jersey, Tobacco Settlement Asset-Backed Bonds, Series 2002, 6.125%, 6/01/42 (Pre-refunded 6/01/12)	6/12

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Nuveen Municipal Market Opportunity Fund, Inc. (continued)
Portfolio of INVESTMENTS October 31, 2008

PRINCIPAL AMOUNT (000)	DESCRIPTION (1)	OPTIO PROVI

	NEW JERSEY (continued)	
\$ 2,100	Tobacco Settlement Financing Corporation, New Jersey, Tobacco Settlement Asset-Backed Bonds, Series 2003, 6.375%, 6/01/32 (Pre-refunded 6/01/13)	6/13
4,000	Tobacco Settlement Financing Corporation, New Jersey, Tobacco Settlement Asset-Backed Bonds, Series 2007-1A, 5.000%, 6/01/41	6/17

89,025	Total New Jersey	

	NEW MEXICO - 2.0% (1.2% OF TOTAL INVESTMENTS)	
5,925	New Mexico Hospital Equipment Loan Council, Hospital Revenue Bonds, Presbyterian Healthcare Services, Series 2001A, 5.500%, 8/01/21 (Pre-refunded 8/01/11)	8/11
4,675	University of New Mexico, Revenue Refunding Bonds, Series 1992A, 6.250%, 6/01/12	No

10,600	Total New Mexico	

	NEW YORK - 10.5% (6.4% OF TOTAL INVESTMENTS)	
3,000	Long Island Power Authority, New York, Electric System General Revenue Bonds, Series 2006B, 5.000%, 12/01/35	6/16
6,750	Nassau County Tobacco Settlement Corporation, New York, Tobacco	7/09

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	Settlement Asset-Backed Bonds, Series 1999A, 6.400%, 7/15/33 (Pre-refunded 7/15/09)	
17,870	New York City Transitional Finance Authority, New York, Future Tax Secured Bonds, Fiscal Series 2000A, 5.750%, 8/15/24 (Pre-refunded 8/15/09)	8/09
5	New York City, New York, General Obligation Bonds, Fiscal Series 1997H, 6.125%, 8/01/25	8/09
1,000	New York City, New York, General Obligation Bonds, Fiscal Series 2002G: 5.000%, 8/01/17	8/12
6,530	5.750%, 8/01/18	8/12
5,000	New York City, New York, General Obligation Bonds, Fiscal Series 2003A, 5.750%, 8/01/16	8/12
10,000	Port Authority of New York and New Jersey, Special Project Bonds, JFK International Air Terminal LLC, Sixth Series 1997, 5.750%, 12/01/22 - MBIA Insured (Alternative Minimum Tax)	12/08
8,000	TSASC Inc., New York, Tobacco Flexible Amortization Bonds, Series 1999-1, 6.250%, 7/15/34 (Mandatory put 7/15/24) (Pre-refunded 7/15/09)	7/09
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58,155	Total New York	
<hr/>		
NORTH CAROLINA - 2.2% (1.4% OF TOTAL INVESTMENTS)		
1,900	Charlotte-Mecklenburg Hospital Authority, North Carolina, Healthcare System Revenue Bonds, DBA Carolinas Healthcare System, Series 2005A, 5.000%, 1/15/45 (Pre-refunded 1/15/15)	1/15
4,000	North Carolina Medical Care Commission, Health System Revenue Bonds, Mission St. Joseph's Health System, Series 2007, 4.500%, 10/01/31 (UB)	10/17
7,500	North Carolina Municipal Power Agency 1, Catawba Electric Revenue Bonds, Series 2003A, 5.250%, 1/01/19 - MBIA Insured	1/13
<hr/>		
13,400	Total North Carolina	
<hr/>		
NORTH DAKOTA - 4.9% (3.0% OF TOTAL INVESTMENTS)		
23,035	Fargo, North Dakota, Health System Revenue Bonds, MeritCare Obligated Group, Series 2000A, 5.625%, 6/01/31 - FSA Insured	6/10
	North Dakota Water Commission, Water Development and Management Program Bonds, Series 2000A:	
2,230	5.700%, 8/01/18 (Pre-refunded 8/01/10) - MBIA Insured	8/10
2,450	5.750%, 8/01/19 (Pre-refunded 8/01/10) - MBIA Insured	8/10
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27,715	Total North Dakota	
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PRINCIPAL AMOUNT (000)	DESCRIPTION (1)	OPTIO PROVI
OHIO - 5.9% (3.6% OF TOTAL INVESTMENTS)		
	Buckeye Tobacco Settlement Financing Authority, Ohio, Tobacco Settlement Asset-Backed Revenue Bonds, Senior Lien, Series 2007A-2:	
\$ 120	5.125%, 6/01/24	6/17
1,250	5.875%, 6/01/30	6/17
1,215	5.750%, 6/01/34	6/17
4,300	6.000%, 6/01/42	6/17
4,750	5.875%, 6/01/47	6/17
10,000	Columbus City School District, Franklin County, Ohio, General Obligation Bonds, Series 2006, 4.250%, 12/01/32 - FSA Insured (UB)	12/16
16,140	Montgomery County, Ohio, Hospital Facilities Revenue Bonds, Kettering Medical Center, Series 1999, 6.300%, 4/01/12	No
37,775	Total Ohio	
OKLAHOMA - 0.3% (0.2% OF TOTAL INVESTMENTS)		
1,675	Oklahoma Development Finance Authority, Health System Revenue Bonds, Integris Baptist Medical Center, Series 2008B, 5.250%, 8/15/38	8/18
300	Tulsa Municipal Airport Trust, Oklahoma, Revenue Refunding Bonds, American Airlines Inc., Series 2000B, 6.000%, 6/01/35 (Mandatory put 12/01/08) (Alternative Minimum Tax)	6/09
1,975	Total Oklahoma	
OREGON - 2.9% (1.7% OF TOTAL INVESTMENTS)		
5,000	Oregon Health Sciences University, Revenue Bonds, Series 2002A, 5.250%, 7/01/22 - MBIA Insured	1/13
6,780	Portland, Oregon, Water System Revenue Bonds, Series 2000A: 5.375%, 8/01/18 (Pre-refunded 8/01/10)	8/10
3,880	5.500%, 8/01/20 (Pre-refunded 8/01/10)	8/10
15,660	Total Oregon	
PENNSYLVANIA - 3.2% (1.9% OF TOTAL INVESTMENTS)		

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5,000	Delaware County Industrial Development Authority, Pennsylvania, Resource Recovery Revenue Refunding Bonds, Series 1997A, 6.200%, 7/01/19	1/09
5,000	Pennsylvania Higher Education Assistance Agency, Capital Acquisition Revenue Bonds, Series 2000, 5.875%, 12/15/30 (Pre-refunded 12/15/10) - MBIA Insured	12/10
7,550	Pennsylvania, General Obligation Bonds, Second Series 2001, 5.000%, 9/15/14	9/11

17,550	Total Pennsylvania	

PUERTO RICO - 3.7% (2.2% OF TOTAL INVESTMENTS)		
3,330	Puerto Rico Aqueduct and Sewerage Authority, Revenue Bonds, Senior Lien Series 2008A, 6.000%, 7/01/44	7/18
12,500	Puerto Rico Housing Finance Authority, Capital Fund Program Revenue Bonds, Series 2003, 4.500%, 12/01/23 (UB)	12/13
6,990	Puerto Rico, The Children's Trust Fund, Tobacco Settlement Asset-Backed Refunding Bonds, Series 2002, 5.375%, 5/15/33	5/12

22,820	Total Puerto Rico	

RHODE ISLAND - 0.4% (0.2% OF TOTAL INVESTMENTS)		
2,960	Rhode Island Tobacco Settlement Financing Corporation, Tobacco Settlement Asset-Backed Bonds, Series 2002A, 6.250%, 6/01/42	6/12

SOUTH CAROLINA - 8.7% (5.3% OF TOTAL INVESTMENTS)		
24,730	Greenville County School District, South Carolina, Installment Purchase Revenue Bonds, Series 2002, 5.500%, 12/01/22 (Pre-refunded 12/01/12)	12/12
21,570	Piedmont Municipal Power Agency, South Carolina, Electric Revenue Bonds, Series 2004A-2, 0.000%, 1/01/30 - AMBAC Insured	No

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Nuveen Municipal Market Opportunity Fund, Inc. (continued)
Portfolio of INVESTMENTS October 31, 2008

PRINCIPAL AMOUNT (000)	DESCRIPTION (1)	OPTIO PROVI

SOUTH CAROLINA (continued)

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\$	3,560	South Carolina Public Service Authority, Revenue Refunding Bonds, Santee Cooper Electric System, Series 2003A, 5.000%, 1/01/20 - AMBAC Insured	7/13
	11,665	Tobacco Settlement Revenue Management Authority, South Carolina, Tobacco Settlement Asset-Backed Bonds, Series 2001B, 6.375%, 5/15/28 (Pre-refunded 5/15/16)	5/16

	61,525	Total South Carolina	

TENNESSEE - 0.7% (0.4% OF TOTAL INVESTMENTS)			
	5,000	Knox County Health, Educational and Housing Facilities Board, Tennessee, Hospital Revenue Bonds, East Tennessee Children's Hospital, Series 2003A, 5.000%, 7/01/23 - RAAI Insured	7/13

TEXAS - 22.8% (13.8% OF TOTAL INVESTMENTS)			
	2,500	Alliance Airport Authority, Texas, Special Facilities Revenue Bonds, American Airlines Inc., Series 2007, 5.250%, 12/01/29 (Alternative Minimum Tax)	12/12
	12,250	Austin, Texas, Subordinate Lien Hotel Occupancy Tax Revenue Refunding Bonds, Series 1999, 5.800%, 11/15/29 (Pre-refunded 11/15/09) - AMBAC Insured	11/09
	11,255	Brazos River Authority, Texas, Pollution Control Revenue Refunding Bonds, TXU Electric Company, Series 2001C, 5.750%, 5/01/36 (Mandatory put 11/01/11) (Alternative Minimum Tax)	No
		Brownsville Independent School District, Cameron County, Texas, General Obligation Bonds, Series 1999:	
	5,015	5.625%, 8/15/25 (Pre-refunded 8/15/09)	8/09
	8,825	5.625%, 8/15/29 (Pre-refunded 8/15/09)	8/09
	1,000	Cedar Hill Independent School District, Dallas County, Texas, General Obligation Bonds, Series 2002, 0.000%, 8/15/32 - FGIC Insured	No
	15,000	Central Texas Regional Mobility Authority, Travis and Williamson Counties, Toll Road Revenue Bonds, Series 2005, 5.000%, 1/01/45 - FGIC Insured	1/15
		Clear Creek Independent School District, Galveston and Harris Counties, Texas, Unlimited Tax Schoolhouse and Refunding Bonds, Series 2000:	
	585	5.400%, 2/15/18	2/10
	340	5.650%, 2/15/19	2/10
	235	5.700%, 2/15/20	2/10
	270	5.700%, 2/15/21	2/10
		Clear Creek Independent School District, Galveston and Harris Counties, Texas, Unlimited Tax Schoolhouse and Refunding Bonds, Series 2000:	
	16,740	5.400%, 2/15/18 (Pre-refunded 2/15/10)	2/10
	9,660	5.650%, 2/15/19 (Pre-refunded 2/15/10)	2/10
	6,645	5.700%, 2/15/20 (Pre-refunded 2/15/10)	2/10

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7,750	5.700%, 2/15/21 (Pre-refunded 2/15/10)	2/10
2,500	Comal Independent School District, Comal, Bexar, Guadalupe, Hays, and Kendall Counties, Texas, General Obligation Bonds, Series 2005A, 0.000%, 2/01/23	No
6,000	Dallas-Ft. Worth International Airport Facility Improvement Corporation, Texas, Revenue Bonds, American Airlines Inc., Series 1999, 6.375%, 5/01/35 (Alternative Minimum Tax)	11/09
	Ennis Independent School District, Ellis County, Texas, General Obligation Bonds, Series 2006:	
3,950	0.000%, 8/15/30	8/1
4,000	0.000%, 8/15/31	8/1
1,440	Houston, Texas, Hotel Occupancy Tax and Special Revenue Bonds, Convention and Entertainment Project, Series 2001B, 0.000%, 9/01/32 - AMBAC Insured	No
1,250	Houston, Texas, Junior Lien Water and Sewerage System Revenue Refunding Bonds, Series 2001A, 5.000%, 12/01/20 - FSA Insured	12/11
9,350	Leander Independent School District, Williamson and Travis Counties, Texas, General Obligation Bonds, Series 2005, 0.000%, 8/15/32 - FGIC Insured	8/1

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PRINCIPAL AMOUNT (000)	DESCRIPTION (1)	OPTIO PROVI

	TEXAS (continued)	
\$ 6,000	Leander Independent School District, Williamson and Travis Counties, Texas, General Obligation Bonds, Series 2006, 0.000%, 8/15/33	8/1
15,000	San Antonio Independent School District, Bexar County, Texas, General Obligation Bonds, Series 1999, 5.800%, 8/15/29 (Pre-refunded 8/15/09)	8/09
3,295	Tarrant County, Texas, Cultural & Educational Facilities Financing Corporation, Revenue Bonds, Series 2007, Residuals 1760-3, 0.726%, 2/15/36 (IF)	2/17
5,000	White Settlement Independent School District, Tarrant County, Texas, General Obligation Bonds, Series 2005, 0.000%, 8/15/34	8/1
3,970	Wichita Falls, Wichita County, Texas, Priority Lien Water and Sewerage System Revenue Bonds, Series 2001, 5.000%, 8/01/21 (Pre-refunded 8/01/11) - AMBAC Insured	8/11
	Wylie Independent School District, Taylor County, Texas, General Obligation Bonds, Series 2005:	
3,000	0.000%, 8/15/23	8/1
2,000	0.000%, 8/15/24	8/1

164,825	Total Texas	

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WASHINGTON - 17.7% (10.7% OF TOTAL INVESTMENTS)		
5,500	Clark County Public Utility District 1, Washington, Generating System Revenue Refunding Bonds, Series 2000, 5.125%, 1/01/20 - FSA Insured	1/11
2,755	Cowlitz County, Washington, Special Sewerage Revenue Refunding Bonds, CSOB Wastewater Treatment Facilities, Series 2002, 5.500%, 11/01/16 - FGIC Insured	No
10,000	Energy Northwest, Washington, Electric Revenue Refunding Bonds, Nuclear Project 3, Series 2001A, 5.500%, 7/01/17 - FSA Insured	7/11
2,500	King County, Washington, Sewer Revenue Bonds, Series 2001, 5.000%, 1/01/23 - FGIC Insured	1/12
33,490	Port of Seattle, Washington, Revenue Bonds, Series 2000A, 5.625%, 2/01/30 (Pre-refunded 8/01/10) - MBIA Insured	8/10
6,950	Port of Seattle, Washington, Revenue Bonds, Series 2000B, 5.625%, 2/01/24 - MBIA Insured (Alternative Minimum Tax)	8/10
2,150	Seattle, Washington, General Obligation Refunding and Improvement Bonds, Series 2002, 4.500%, 12/01/20	12/12
3,000	Spokane County School District 81, Spokane, Washington, General Obligation Bonds, Series 2005, 5.000%, 6/01/24 - MBIA Insured	6/15
3,520	Washington State Healthcare Facilities Authority, Revenue Bonds, Children's Hospital and Regional Medical Center, Series 2001, 5.000%, 10/01/21 (Pre-refunded 10/01/11) - AMBAC Insured	10/11
7,890	Washington State Higher Education Facilities Authority, Revenue Bonds, Pacific Lutheran University, Series 1999, 5.950%, 11/01/29 (Pre-refunded 11/01/09) - RAAI Insured	11/09
11,130	Washington State Tobacco Settlement Authority, Tobacco Settlement Asset-Backed Revenue Bonds, Series 2002, 6.500%, 6/01/26	6/13
9,000	Washington, Motor Vehicle Fuel Tax General Obligation Bonds, Series 2002C, 5.000%, 1/01/21 - FSA Insured	1/12
97,885	Total Washington	

WISCONSIN - 1.0% (0.6% OF TOTAL INVESTMENTS)		
3,630	Badger Tobacco Asset Securitization Corporation, Wisconsin, Tobacco Settlement Asset-Backed Bonds, Series 2002, 6.125%, 6/01/27	6/12
1,755	Wisconsin Health and Educational Facilities Authority, Revenue Bonds, Divine Savior Healthcare, Series 2006, 4.750%, 5/01/25	5/16

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NMO

Nuveen Municipal Market Opportunity Fund, Inc. (continued)
 Portfolio of INVESTMENTS October 31, 2008

PRINCIPAL AMOUNT (000)	DESCRIPTION (1)	OPTIO PROVI

	WISCONSIN (continued)	
\$ 1,250	Wisconsin Health and Educational Facilities Authority, Revenue Bonds, United Lutheran Program for the Aging Inc., Series 1998, 5.700%, 3/01/28	3/09

6,635	Total Wisconsin	
\$ 1,265,500	Total Investments (cost \$982,534,401) - 165.0%	
=====		
	Floating Rate Obligations - (2.9)%	

	Other Assets Less Liabilities - 2.8%	

	Auction Rate Preferred Shares, at Liquidation Value - (64.9)% (5)	

	Net Assets Applicable to Common Shares - 100%	
=====		

- (1) All percentages shown in the Portfolio of Investments are based on net assets applicable to Common shares unless otherwise noted.
- (2) Optional Call Provisions (not covered by the report of independent registered public accounting firm): Dates (month and year) and prices of the earliest optional call or redemption. There may be other call provisions at varying prices at later dates. Certain mortgage-backed securities may be subject to periodic principal paydowns.
- (3) Ratings (not covered by the report of independent registered public accounting firm): Using the higher of Standard & Poor's Group ("Standard & Poor's") or Moody's Investor Service, Inc. ("Moody's") rating. Ratings below BBB by Standard & Poor's or Baa by Moody's are considered to be below investment grade.

 The Portfolio of Investments may reflect the ratings on certain bonds insured by ACA, AGC, AMBAC, FGIC, FSA, MBIA, RAAI and SYNCORA as of October 31, 2008. Please see the Portfolio Managers' Commentary for an expanded discussion of the affect on the Fund of changes to the ratings of certain bonds in the portfolio resulting from changes to the ratings of the underlying insurers both during the period and after period end.
- (4) Backed by an escrow or trust containing sufficient U.S. Government or U.S. Government agency securities which ensure the timely payment of principal and interest. Such investments are normally considered to be equivalent to AAA rated securities.

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(5) Auction Rate Preferred Shares, at Liquidation Value as a percentage of Total Investments is 39.3%.

N/R Not rated.

(ETM) Escrowed to maturity.

(IF) Inverse floating rate investment.

(UB) Underlying bond of an inverse floating rate trust reflected as a financing transaction pursuant to the provisions of SFAS No. 140.

See accompanying notes to financial statements.

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NAD

Nuveen Dividend Advantage Municipal Fund
Portfolio of INVESTMENTS

October 31, 2008

PRINCIPAL AMOUNT (000)	DESCRIPTION (1)	OPTIO PROVI

MUNICIPAL BONDS - 160.6% (97.4% OF TOTAL INVESTMENTS)		
ALABAMA - 0.3% (0.2% OF TOTAL INVESTMENTS)		
\$ 1,500	Alabama 21st Century Authority, Tobacco Settlement Revenue Bonds, Series 2000, 5.750%, 12/01/20	6/10

ALASKA - 0.2% (0.1% OF TOTAL INVESTMENTS)		
750	Alaska Housing Finance Corporation, General Housing Purpose Bonds, Series 2005A, 5.250%, 12/01/34 - FGIC Insured	12/14

ARIZONA - 1.1% (0.7% OF TOTAL INVESTMENTS)		
2,350	Phoenix, Arizona, Civic Improvement Corporation, Senior Lien Airport Revenue Bonds, Series 2008A, 5.000%, 7/01/33	7/18
5,000	Salt Verde Financial Corporation, Arizona, Senior Gas Revenue Bonds, Series 2007, 5.000%, 12/01/37	No

7,350	Total Arizona	

CALIFORNIA - 5.2% (3.1% OF TOTAL INVESTMENTS)		

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Nuveen Investments is a global investment management firm that seeks to help secure the long-term goals of institutions and high net worth investors as well as the consultants and financial advisors who serve them. Nuveen Investments markets its growing range of specialized investment solutions under the high-quality brands of HydePark, NWQ, Nuveen, Rittenhouse, Santa Barbara, Symphony and Tradewinds. In total, the Company managed \$134 billion of assets on September 30, 2008.

Find out how we can help you reach your financial goals.

To learn more about the products and services Nuveen Investments offers, talk to your financial advisor, or call us at (800) 257-8787. Please read the information provided carefully before you invest. Be sure to obtain a prospectus, where applicable. Investors should consider the investment objective and policies, risk considerations, charges and expenses of the Fund carefully before investing. The prospectus contains this and other information relevant to an investment in the Fund. For a prospectus, please contact your securities representative or Nuveen Investments, 333 W. Wacker Dr., Chicago, IL 60606. Please read the prospectus carefully before you invest or send money.

Learn more about Nuveen Funds at:

www.nuveen.com/etf

Share prices
Fund details
Daily financial news
Investor education
Interactive planning tools

EAN-B-1008D

ITEM 2. CODE OF ETHICS.

As of the end of the period covered by this report, the registrant has adopted a code of ethics that applies to the registrant's principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions. There were no amendments to or waivers from the Code during the period covered by this report. The registrant has posted the code of ethics on its website at www.nuveen.com/etf. (To view the code, click on the Shareholder Resources drop down menu box, click on Fund Governance and then click on Code of Conduct.)

ITEM 3. AUDIT COMMITTEE FINANCIAL EXPERT.

The registrant's Board of Directors or Trustees determined that the registrant has at least one "audit committee financial expert" (as defined in Item 3 of Form N-CSR) serving on its Audit Committee. The registrant's audit committee financial expert is Jack B. Evans, who is "independent" for purposes of Item 3 of Form N-CSR.

Mr. Evans was formerly President and Chief Operating Officer of SCI Financial Group, Inc., a full service registered broker-dealer and registered investment adviser ("SCI"). As part of his role as President and Chief Operating Officer, Mr. Evans actively supervised the Chief Financial Officer (the "CFO") and actively supervised the CFO's preparation of financial statements and other filings with various regulatory authorities. In such capacity, Mr. Evans was actively involved in the preparation of SCI's financial statements and the resolution of issues raised in connection therewith. Mr. Evans has also served on the audit committee of various reporting companies. At such companies, Mr. Evans was involved in the oversight of audits, audit plans, and the preparation

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of financial statements. Mr. Evans also formerly chaired the audit committee of the Federal Reserve Bank of Chicago.

ITEM 4. PRINCIPAL ACCOUNTANT FEES AND SERVICES.

Nuveen Dividend Advantage Municipal Fund 3

The following tables show the amount of fees that Ernst & Young LLP, the Fund's auditor, billed to the Fund during the Fund's last two full fiscal years. For engagements with Ernst & Young LLP the Audit Committee approved in advance all audit services and non-audit services that Ernst & Young LLP provided to the Fund, except for those non-audit services that were subject to the pre-approval exception under Rule 2-01 of Regulation S-X (the "pre-approval exception"). The pre-approval exception for services provided directly to the Fund waives the pre-approval requirement for services other than audit, review or attest services if: (A) the aggregate amount of all such services provided constitutes no more than 5% of the total amount of revenues paid by the Fund to its accountant during the fiscal year in which the services are provided; (B) the Fund did not recognize the services as non-audit services at the time of the engagement; and (C) the services are promptly brought to the Audit Committee's attention, and the Committee (or its delegate) approves the services before the audit is completed.

The Audit Committee has delegated certain pre-approval responsibilities to its Chairman (or, in his absence, any other member of the Audit Committee).

SERVICES THAT THE FUND'S AUDITOR BILLED TO THE FUND

FISCAL YEAR ENDED	AUDIT FEES BILLED TO FUND (1)	AUDIT-RELATED FEES BILLED TO FUND (2)	TAX BILLED TO
October 31, 2008	\$ 35,039	\$ 0	\$
Percentage approved pursuant to pre-approval exception	0%	0%	
October 31, 2007	\$ 30,797	\$ 0	\$ 5
Percentage approved pursuant to pre-approval exception	0%	0%	

- (1) "Audit Fees" are the aggregate fees billed for professional services for the audit of the Fund's annual financial statements and services provided in connection with statutory and regulatory filings or engagements.
- (2) "Audit Related Fees" are the aggregate fees billed for assurance and related services reasonably related to the performance of the audit or review of financial statements and are not reported under "Audit Fees".
- (3) "Tax Fees" are the aggregate fees billed for professional services for tax advice, tax compliance, and tax planning.
- (4) "All Other Fees" are the aggregate fees billed for products and services

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for agreed upon procedures engagements performed for leveraged funds.

SERVICES THAT THE FUND'S AUDITOR BILLED TO THE ADVISER AND AFFILIATED FUND SERVICE PROVIDERS

The following tables show the amount of fees billed by Ernst & Young LLP to Nuveen Asset Management ("NAM" or the "Adviser"), and any entity controlling, controlled by or under common control with NAM ("Control Affiliate") that provides ongoing services to the Fund ("Affiliated Fund Service Provider"), for engagements directly related to the Fund's operations and financial reporting, during the Fund's last two full fiscal years.

The tables also show the percentage of fees subject to the pre-approval exception. The pre-approval exception for services provided to the Adviser and any Affiliated Fund Service Provider (other than audit, review or attest services) waives the pre-approval requirement if: (A) the aggregate amount of all such services provided constitutes no more than 5% of the total amount of revenues paid to Ernst & Young LLP by the Fund, the Adviser and Affiliated Fund Service Providers during the fiscal year in which the services are provided that would have to be pre-approved by the Audit Committee; (B) the Fund did not recognize the services as non-audit services at the time of the engagement; and (C) the services are promptly brought to the Audit Committee's attention, and the Committee (or its delegate) approves the services before the Fund's audit is completed.

FISCAL YEAR ENDED	AUDIT-RELATED FEES BILLED TO ADVISER AND AFFILIATED FUND SERVICE PROVIDERS	TAX FEES BILLED TO ADVISER AND AFFILIATED FUND SERVICE PROVIDERS	ALL OTHER FEES BILLED TO ADVISER AND AFFILIATED FUND SERVICE PROVIDERS
October 31, 2008	\$ 0	\$ 0	
Percentage approved pursuant to pre-approval exception	0%	0%	
October 31, 2007	\$ 0	\$ 0	
Percentage approved pursuant to pre-approval exception	0%	0%	

NON-AUDIT SERVICES

The following table shows the amount of fees that Ernst & Young LLP billed during the Fund's last two full fiscal years for non-audit services. The Audit Committee is required to pre-approve non-audit services that Ernst & Young LLP provides to the Adviser and any Affiliated Fund Services Provider, if the engagement related directly to the Fund's operations and financial reporting (except for those subject to the de minimis exception described above). The Audit Committee requested and received information from Ernst & Young LLP about any non-audit services that Ernst & Young LLP rendered during the Fund's last

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fiscal year to the Adviser and any Affiliated Fund Service Provider. The Committee considered this information in evaluating Ernst & Young LLP's independence.

FISCAL YEAR ENDED	TOTAL NON-AUDIT FEES BILLED TO FUND	TOTAL NON-AUDIT FEES BILLED TO ADVISER AND AFFILIATED FUND SERVICE PROVIDERS (ENGAGEMENTS RELATED DIRECTLY TO THE OPERATIONS AND FINANCIAL REPORTING OF THE FUND)	TOTAL NON BILLED TO AFFILIATED PROVIDERS ENGA
October 31, 2008	\$ 850	\$ 0	\$
October 31, 2007	\$ 1,250	\$ 0	\$

"Non-Audit Fees billed to Adviser" for both fiscal year ends represent "Tax Fees" billed to Adviser in their respective amounts from the previous table.

Audit Committee Pre-Approval Policies and Procedures. Generally, the Audit Committee must approve (i) all non-audit services to be performed for the Fund by the Fund's independent accountants and (ii) all audit and non-audit services to be performed by the Fund's independent accountants for the Affiliated Fund Service Providers with respect to operations and financial reporting of the Fund. Regarding tax and research projects conducted by the independent accountants for the Fund and Affiliated Fund Service Providers (with respect to operations and financial reports of the Fund) such engagements will be (i) pre-approved by the Audit Committee if they are expected to be for amounts greater than \$10,000; (ii) reported to the Audit Committee chairman for his verbal approval prior to engagement if they are expected to be for amounts under \$10,000 but greater than \$5,000; and (iii) reported to the Audit Committee at the next Audit Committee meeting if they are expected to be for an amount under \$5,000.

ITEM 5. AUDIT COMMITTEE OF LISTED REGISTRANTS.

The registrant's Board of Directors or Trustees has a separately designated Audit Committee established in accordance with Section 3(a)(58)(A) of the Securities Exchange Act of 1934, as amended (15 U.S.C. 78c(a)(58)(A)). The members of the audit committee are Robert P. Bremner, Jack B. Evans, Terence J. Toth, William J. Schneider and David J. Kundert.

ITEM 6. SCHEDULE OF INVESTMENTS.

See Portfolio of Investments in Item 1.

ITEM 7. DISCLOSURE OF PROXY VOTING POLICIES AND PROCEDURES FOR CLOSED-END MANAGEMENT INVESTMENT COMPANIES.

The registrant invests its assets primarily in municipal bonds and cash management securities. On rare occasions the registrant may acquire, directly or through a special purpose vehicle, equity securities of a municipal bond issuer whose bonds the registrant already owns when such bonds have deteriorated or are expected shortly to deteriorate significantly in credit quality. The purpose of acquiring equity securities generally will be to acquire control of the municipal bond issuer and to seek to prevent the credit deterioration or facilitate the liquidation or other workout of the distressed issuer's credit problem. In the course of exercising control of a distressed municipal issuer,

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NAM may pursue the registrant's interests in a variety of ways, which may entail negotiating and executing consents, agreements and other arrangements, and otherwise influencing the management of the issuer. NAM does not consider such activities proxy voting for purposes of Rule 206(4)-6 under the 1940 Act, but nevertheless provides reports to the registrant's Board of Trustees on its control activities on a quarterly basis.

In the rare event that a municipal issuer were to issue a proxy or that the registrant were to receive a proxy issued by a cash management security, NAM would either engage an independent third party to determine how the proxy should be voted or vote the proxy with the consent, or based on the instructions, of the registrant's Board of Trustees or its representative. A member of NAM's legal department would oversee the administration of the voting, and ensure that records were maintained in accordance with Rule 206(4)-6, reports were filed with the SEC on Form N-PX, and the results provided to the registrant's Board of Trustees and made available to shareholders as required by applicable rules.

ITEM 8. PORTFOLIO MANAGERS OF CLOSED-END MANAGEMENT INVESTMENT COMPANIES.

THE PORTFOLIO MANAGER

The following individual has primary responsibility for the day-to-day implementation of the registrant's investment strategies:

NAME	FUND
PAUL BRENNAN	Nuveen Dividend Advantage Municipal Fund 3.

Other Accounts Managed. In addition to managing the registrant, the portfolio manager is also primarily responsible for the day-to-day portfolio management of the following accounts:

PORTFOLIO MANAGER	TYPE OF ACCOUNT MANAGED	NUMBER OF	
		ACCOUNTS	ASSETS
Paul Brennan	Registered Investment Company	15	\$12.21 billion
	Other Pooled Investment Vehicles	0	\$0
	Other Accounts	1	\$.859 million

* Assets are as of October 31, 2008. None of the assets in these accounts are subject to an advisory fee based on performance.

Compensation. Each portfolio manager's compensation consists of three basic elements--base salary, cash bonus and long-term incentive compensation. The compensation strategy is to annually compare overall compensation, including these three elements, to the market in order to create a compensation structure that is competitive and consistent with similar financial services companies. As discussed below, several factors are considered in determining each portfolio manager's total compensation. In any year these factors may include, among others, the effectiveness of the investment strategies recommended by the portfolio manager's investment team, the investment performance of the accounts managed by the portfolio manager, and the overall performance of Nuveen Investments, Inc. (the parent company of NAM). Although investment performance is a factor in determining the portfolio manager's compensation, it is not necessarily a decisive factor. The portfolio manager's performance is evaluated in part by comparing manager's performance against a specified investment benchmark. This fund-specific benchmark is a customized subset (limited to bonds in each Fund's specific state and with certain maturity parameters) of the S&P/Investortools Municipal Bond index, an index comprised of bonds held by managed municipal bond fund customers of Standard & Poor's Securities Pricing, Inc. that are priced daily and whose fund holdings aggregate at least \$2 million. As of October 31, 2008, the S&P/Investortools Municipal Bond index was comprised of 52,959 securities with an aggregate current market value of \$1,009

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billion.

Base salary. Each portfolio manager is paid a base salary that is set at a level determined by NAM in accordance with its overall compensation strategy discussed above. NAM is not under any current contractual obligation to increase a portfolio manager's base salary.

Cash bonus. Each portfolio manager is also eligible to receive an annual cash bonus. The level of this bonus is based upon evaluations and determinations made by each portfolio manager's supervisors, along with reviews submitted by his peers. These reviews and evaluations often take into account a number of factors, including the effectiveness of the investment strategies recommended to the NAM's investment team, the performance of the accounts for which he serves as portfolio manager relative to any benchmarks established for those accounts, his effectiveness in communicating investment performance to stockholders and their representatives, and his contribution to the NAM's investment process and to the execution of investment strategies. The cash bonus component is also impacted by the overall performance of Nuveen Investments, Inc. in achieving its business objectives.

Long-term incentive compensation. In connection with the acquisition of Nuveen Investments, Inc., by a group of investors lead by Madison Dearborn Partners in November 2007, certain employees, including portfolio managers, received profit interests in Nuveen's parent. These profit interests entitle the holders to participate in the appreciation in the value of Nuveen beyond the issue date and vest over five to seven years, or earlier in the case of a liquidity event.

Material Conflicts of Interest. Each portfolio manager's simultaneous management of the registrant and the other accounts noted above may present actual or apparent conflicts of interest with respect to the allocation and aggregation of securities orders placed on behalf of the Registrant and the other account. NAM, however, believes that such potential conflicts are mitigated by the fact that the NAM has adopted several policies that address potential conflicts of interest, including best execution and trade allocation policies that are designed to ensure (1) that portfolio management is seeking the best price for portfolio securities under the circumstances, (2) fair and equitable allocation of investment opportunities among accounts over time and (3) compliance with applicable regulatory requirements. All accounts are to be treated in a non-preferential manner, such that allocations are not based upon account performance, fee structure or preference of the portfolio manager, although the allocation procedures may provide allocation preferences to funds with special characteristics (such as favoring state funds versus national funds for allocations of in-state bonds). In addition, NAM has adopted a Code of Conduct that sets forth policies regarding conflicts of interest.

Beneficial Ownership of Securities. As of October 31, 2008, the portfolio manager beneficially owned the following dollar range of equity securities issued by the Registrant and other Nuveen Funds managed by NAM's municipal investment team.

NAME OF PORTFOLIO MANAGER	FUND	DOLLAR RANGE OF EQUITY SECURITIES BENEFICIALLY OWNED IN FUND	DOLLAR RANGE OF EQUITY SECURITIES BENEFICIALLY OWNED IN FUND
Paul Brennan	Nuveen Dividend Advantage Municipal Fund 3	\$10,001-\$50,000	\$100,001-\$500,000

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PORTFOLIO MANAGER BIO:

Paul Brennan, CFA, CPA, became a portfolio manager of Flagship Financial Inc. in 1994, and subsequently became an Assistant Vice President of NAM upon the acquisition of Flagship Resources Inc. by Nuveen in 1997. He became Vice President of NAM in 2002. He currently manages investments for 16 Nuveen-sponsored investment companies.

ITEM 9. PURCHASES OF EQUITY SECURITIES BY CLOSED-END MANAGEMENT INVESTMENT COMPANY AND AFFILIATED PURCHASERS.

Period*	(a) TOTAL NUMBER OF SHARES (OR UNITS) PURCHASED	(b) AVERAGE PRICE PAID PER SHARE (OR UNIT)	(c) TOTAL NUMBER OF SHARES (OR UNITS) PURCHASED AS PART OF PUBLICLY ANNOUNCED PLANS OR PROGRAMS	(d)* MAXIMUM APPROXIMATE SHARES TO BE PURCHASED UNDER PROGRAM
AUGUST 7-31, 2008	0	\$0	0	4,040,000
SEPTEMBER 1-30, 2008	0	\$0	0	4,040,000
OCTOBER 1-31, 2008	0	\$0	0	4,040,000
TOTAL	0			

* The registrant's repurchase program, which authorized the repurchase of 4,040,000 shares, was announced August 7, 2008. Any repurchases made by the registrant pursuant to the program were made through open-market transactions.

ITEM 10. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS.

There have been no material changes to the procedures by which shareholders may recommend nominees to the registrant's Board implemented after the registrant last provided disclosure in response to this item.

ITEM 11. CONTROLS AND PROCEDURES.

- (a) The registrant's principal executive and principal financial officers, or persons performing similar functions, 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") (17 CFR 270.30a-3(c))) 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 controls and procedures required by Rule 30a-3(b) under the 1940 Act (17 CFR 270.30a-3(b)) and Rules 13a-15(b) or 15d-15(b) under the Securities Exchange Act of 1934, as amended (the "Exchange Act") (17 CFR 240.13a-15(b) or 240.15d-15(b)).
- (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 (17 CFR 270.30a-3(d))) that occurred during the second fiscal quarter of the period covered by this report that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting.

ITEM 12. EXHIBITS.

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File the exhibits listed below as part of this Form. Letter or number the exhibits in the sequence indicated.

(a) (1) Any code of ethics, or amendment thereto, that is the subject of the disclosure required by Item 2, to the extent that the registrant intends to satisfy the Item 2 requirements through filing of an exhibit: Not applicable because the code is posted on registrant's website at www.nuveen.com/etf and there were no amendments during the period covered by this report. (To view the code, click on the Investor Resources drop down menu box, click on Fund Governance and then Code of Conduct.)

(a) (2) A separate certification for each principal executive officer and principal financial officer of the registrant as required by Rule 30a-2(a) under the 1940 Act (17 CFR 270.30a-2(a)) in the exact form set forth below: Ex-99.CERT Attached hereto.

(a) (3) Any written solicitation to purchase securities under Rule 23c-1 under the 1940 Act (17 CFR 270.23c-1) sent or given during the period covered by the report by or on behalf of the registrant to 10 or more persons. Not applicable.

(b) If the report is filed under Section 13(a) or 15(d) of the Exchange Act, provide the certifications required by Rule 30a-2(b) under the 1940 Act (17 CFR 270.30a-2(b)); Rule 13a-14(b) or Rule 15d-14(b) under the Exchange Act (17 CFR 240.13a-14(b) or 240.15d-14(b)), and Section 1350 of Chapter 63 of Title 18 of the United States Code (18 U.S.C. 1350) as an exhibit. A certification furnished pursuant to this paragraph will not be deemed "filed" for purposes of Section 18 of the Exchange Act (15 U.S.C. 78r), or otherwise subject to the liability of that section. Such certification will not be deemed to be incorporated by reference into any filing under the Securities Act of 1933 or the Exchange Act, except to the extent that the registrant specifically incorporates it by reference. Ex-99.906 CERT attached hereto.

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.

(Registrant) Nuveen Dividend Advantage Municipal Fund 3

By (Signature and Title) /s/ Kevin J. McCarthy

Kevin J. McCarthy
Vice President and Secretary

Date: January 9, 2009

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 (Signature and Title) /s/ Gifford R. Zimmerman

Gifford R. Zimmerman
Chief Administrative Officer

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(principal executive officer)

Date: January 9, 2009

By (Signature and Title) /s/ Stephen D. Foy

Stephen D. Foy
Vice President and Controller
(principal financial officer)

Date: January 9, 2009