

PREFERRED INCOME OPPORTUNITY FUND INC

Form N-30B-2

October 26, 2004

FLAHERTY & CRUMRINE PREFERRED INCOME OPPORTUNITY FUND

Dear Shareholder:

The Flaherty & Crumrine Preferred Income Opportunity Fund ("PFO") got off to a very good start in fiscal 2004. The total return on net asset value ("NAV") for fiscal first quarter ending February 29th was +5.4% 1. For the trailing twelve month period, the total return was +22.2% 1.

Once again, strength in the preferred securities market was the major factor in the Fund's performance. With interest rates hovering near all-time lows, individual investors have increasingly turned to preferred securities as they try to increase the income from their portfolios. At the same time, the size of the market has remained fairly stable. There has been a steady stream of new issues brought to market, but older issues are being redeemed at about the same pace. As expected, issuers are replacing older high coupon preferred issues with similar but less expensive ones.

These refinancing transactions are very important to the Fund--if the trend persists for a long period of time, there may be downward pressure on the income generated by the portfolio. On the other hand, low interest rates keep the cost of the Fund's leverage extremely low. So far these two effects have roughly offset each other.

The Fund's hedging strategy also performed as expected. To refresh your memory, PFO normally hedges by purchasing put options on U.S. Treasury bond futures. As interest rates go up or down, the prices of these put options typically move in the opposite direction of the preferred securities. There is, however, an important and valuable feature to a put option hedge--in a period of falling interest rates (as in recent months), the value of the preferred portfolio usually goes up by more than the drop in the value of the put options. Although the value of the hedge positions declined during the period, when compared to appreciation in the preferred positions this loss was small. Of course, if we knew interest rates were going to fall, the best hedge would have been no hedge at all, but our crystal ball is a bit too cloudy for that! We prefer to hedge consistently, knowing that the portfolio should participate in a rally but be protected if interest rates rise significantly.

The Fund's combination of preferred securities and the put option hedge creates an unusual investment product and we have yet to find a perfect benchmark for comparison. When measured against LONG-TERM fixed income investments, we expect the returns on NAV to lag (but generally only a little!) during periods of falling interest rates (because the hedge will hurt returns), and to perform much better if rates rise substantially. In most interest rate scenarios, the Fund's returns on NAV should out-perform SHORT-TERM investments, although the Fund's returns on NAV may lag briefly during periods of rising short-term rates. In any event, investors should always bear in mind that changes in the Fund's premium or discount to NAV can significantly affect the performance and volatility of the Fund's common share price.

To provide some comparison of the Fund's performance, the total return on the Lehman Brothers index of long-term investment grade corporate bonds (a good proxy for long-term fixed-income investments) was +4.9% during the fiscal quarter and +10.8% during the twelve months ending February 29th. The Lehman Brothers index of 3 - 6 month U.S. Treasury Bills (a short-term proxy) earned 0.3% during the quarter and 1.2% for the year. Keep in mind that these indices do not utilize leverage.

Economic conditions in the United States continue to show signs of improvement. This rising economic tide has benefited corporate profitability and enabled companies to improve the quality of their balance sheets. At the same time, sluggish job formation and subdued inflation have persuaded the Federal Reserve to keep monetary policy accommodative, which has held down the cost of the Fund's leverage.

In the coming weeks, the Fund's adviser, Flaherty & Crumrine, will launch a new web site, [www.preferredstockguide.com](http://www.preferredstockguide.com). The site will contain useful

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information about most of the issues that make up the preferred securities universe. We've tried to make the site informative and easy to use. We hope you will also continue to visit the Fund's web site at WWW.PREFERREDINCOME.COM.

Sincerely,

/S/DONALD F. CRUMRINE

/S/ROBERT M. ETTINGER

Donald F. Crumrine  
Chairman of the Board  
April 12, 2004

Robert M. Ettinger  
President

(1) Based on monthly data provided by Lipper Inc. Distributions are assumed to be reinvested at NAV in accordance with Lipper's practice.

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Flaherty & Crumrine Preferred Income Opportunity Fund  
SUMMARY OF INVESTMENTS  
FEBRUARY 29, 2004 (UNAUDITED)  
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|  | VALUE<br>(000'S) |
|--|------------------|
| -----  |                  |
| ADJUSTABLE RATE PREFERRED SECURITIES                           |                  |
| Utilities .....  | \$ 62            |
| Banking .....  | 18,75            |
| -----  |                  |
| TOTAL ADJUSTABLE RATE .....                                    | 19,37            |
| -----  |                  |
| FIXED RATE PREFERRED SECURITIES                                |                  |
| Utilities .....  | 88,86            |
| Banking .....  | 31,18            |
| Financial Services .....                                       | 28,31            |
| Insurance .....  | 19,86            |
| Oil and Gas .....  | 9,31             |
| Miscellaneous Industries .....                                 | 5,04             |
| -----  |                  |
| TOTAL FIXED RATE .....   | 182,58           |
| -----  |                  |
| INVERSE FLOATING RATE PREFERRED SECURITIES .....               | 2,13             |
| TOTAL PREFERRED STOCKS AND SECURITIES .....                    | 204,09           |
| CORPORATE DEBT SECURITIES .....                                | 3,70             |
| COMMON STOCKS AND CONVERTIBLE SECURITIES .....                 | 8,23             |
| PURCHASED PUT OPTIONS .....                                    | 69               |
| MONEY MARKET FUNDS .....                                       | 1,47             |
| -----  |                  |
| TOTAL INVESTMENTS .....  | 218,19           |
| OTHER ASSETS AND LIABILITIES (NET) .....                       | 1,44             |
| -----  |                  |
| TOTAL NET ASSETS AVAILABLE TO COMMON AND PREFERRED STOCK ..... | \$219,64         |
| =====  |                  |

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FINANCIAL DATA  
 PER SHARE OF COMMON STOCK (UNAUDITED)

|                                 | DIVIDEND<br>PAID | NET ASSET<br>VALUE | NYSE<br>CLOSING PRICE |
|---------------------------------|------------------|--------------------|-----------------------|
| December 31, 2003 - Extra ..... | \$0.0300         | \$12.63            | \$14.36               |
| December 31, 2003 .....         | 0.0755           | 12.63              | 14.36                 |
| January 31, 2004 .....          | 0.0755           | 12.89              | 14.80                 |
| February 29, 2004 .....         | 0.0755           | 13.01              | 14.57                 |

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STATEMENT OF CHANGES IN NET ASSETS AVAILABLE TO COMMON STOCK(1)  
 THREE MONTHS ENDED FEBRUARY 29, 2004 (UNAUDITED)

OPERATIONS:

Net investment income .....

Net realized gain on investments sold during the period .....

Net unrealized appreciation of investments during the period .....

Distributions to Money Market Cumulative Preferred<sup>TM</sup> Stock Shareholders from net investment income, including changes in accumulated undeclared distributions .....

Net increase in net assets from operations .....

DISTRIBUTIONS:

Dividends paid from net investment income to Common Stock Shareholders (2) .....

Distributions paid from net realized capital gains to Common Stock Shareholders .....

Total Distributions .....

FUND SHARE TRANSACTIONS:

Increase from Common Stock Transactions .....

NET INCREASE IN NET ASSETS AVAILABLE TO COMMON STOCK FOR THE PERIOD .....

NET ASSETS AVAILABLE TO COMMON STOCK:

Beginning of period .....

End of period .....

FINA  
 THREE MONTHS ENDED FEBRUARY 2  
 FOR A COMMON SHARE OUTSTANDING THR

PER SHARE OPERATING PERFORMANCE:

Net asset value, beginning of period .....

INVESTMENT OPERATIONS:

Net investment income .....

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Net realized gain and unrealized appreciation on investments .....  
DISTRIBUTIONS TO MMP(R)\* SHAREHOLDERS:  
From net investment income (including change in accumulated undeclared dividends on MMP(R)\*)  
From net realized capital gains .....  
  
Total from investment operations .....  
  
DISTRIBUTIONS TO COMMON STOCK SHAREHOLDERS:  
From net investment income .....  
From net realized capital gains .....  
  
Total distributions to Common Stock Shareholders .....  
  
Net asset value, end of period .....  
  
Market value, end of period .....  
  
Common shares outstanding, end of period .....  
  
RATIOS TO AVERAGE NET ASSETS AVAILABLE TO COMMON STOCK SHAREHOLDERS:  
  
Net investment income + .....  
Operating expenses .....

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DIRECTORS

Martin Brody  
Donald F. Crumrine, CFA  
Robert M. Ettinger, CFA  
David Gale  
Morgan Gust  
Robert F. Wulf, CFA

OFFICERS

Donald F. Crumrine, CFA  
Chairman of the Board  
and Chief Executive Officer  
Robert M. Ettinger, CFA  
President  
Peter C. Stimes, CFA  
Chief Financial and Accounting  
Officer, Vice President  
and Treasurer  
R. Eric Chadwick, CFA  
Vice President and Secretary  
Bradford S. Stone  
Vice President

INVESTMENT ADVISER

Flaherty & Crumrine Incorporated  
e-mail: flaherty@fin-mail.com

QUESTIONS CONCERNING YOUR SHARES OF FLAHERTY &  
CRUMRINE PREFERRED INCOME OPPORTUNITY FUND?

o If your shares are held in a brokerage  
Account, contact your broker.

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- o If you have physical possession of your shares in certificate form, contact the Fund's Transfer Agent & Shareholder Servicing Agent --

PFPC Inc.  
P.O. Box 43027  
Providence, RI 02940-3027  
1-800-331-1710

THIS REPORT IS SENT TO SHAREHOLDERS OF FLAHERTY & CRUMRINE PREFERRED INCOME OPPORTUNITY FUND INCORPORATED FOR THEIR INFORMATION. IT IS NOT A PROSPECTUS, CIRCULAR OR REPRESENTATION INTENDED FOR USE IN THE PURCHASE OR SALE OF SHARES OF THE FUND OR OF ANY SECURITIES MENTIONED IN THIS REPORT.

[GRAPHIC OMITTED]  
LIGHTHOUSE

Flaherty & Crumrine  
=====  
Preferred Income  
Opportunity fund

Quarterly

Report

February 29, 2004

web site: [www.preferredincome.com](http://www.preferredincome.com)