

SECURITIES AND EXCHANGE COMMISSION

FORM N-PX

Annual report of proxy voting record of registered management investment companies filed on
Form N-PX

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FILER

AMERISTOCK MUTUAL FUND INC

CIK: **1000207** | IRS No.: **943227081** | State of Incorporation: **MD** | Fiscal Year End: **0630**
Type: **N-PX** | Act: **40** | File No.: **811-09090** | Film No.: **081047035**

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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, DC 20549

FORM N-PX

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

Investment Company Act file number: 811-09090

Exact name of registrant as specified in charter:

Ameristock Mutual Fund, Inc.

Address of principal executive offices:

1320 Harbor Bay Parkway Suite 145, Alameda, CA, 94502

Name and address of agent for service:

Nicholas D. Gerber

1320 Harbor Bay Parkway, Suite 145

Alameda, California 94502

Copy to:

W. Thomas Conner, Esq.

Sutherland Asbill & Brennan LLP

1275 Pennsylvania Avenue, N.W.

Washington, DC 20004-2415

Registrant's telephone number, including area code: **510-522-3336**

Date of fiscal year end: **June 30**

Date of reporting period: **July 1, 2007 - June 30, 2008**

Item 1. Proxy Voting Record.

<u>Meeting Date</u>	<u>Company Name</u>	<u>Ticker</u>	<u>CUSIP</u>	<u>Proposals</u>	<u>Proposals</u>	<u>Proposals</u>	<u>Proposals</u>	<u>Proposals</u>
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					Ratify Independent Registered Public		Report on Company	
October 9, 2007	Procter & Gamble Company	PG	742718109	Board of Directors	Accounting Firm	No Future Stock Options	Policies and Activities	Animal Testing
				Issuer Proposal	Issuer Proposal	Shareholder Proposal	Shareholder Proposal	Shareholder Proposal
				For	For	Against	Against	Against
				For	For	For	For	For
				Management	Management	Management	Management	Management
October 25, 2007	Sara Lee Corporation	SLE	803111103	Board of Directors	Independent Public Accountants	Performance based Incentive Plan	Submission of Stockholder Proposals	Amendments to Bylaws
				Issuer Proposal	Issuer Proposal	Issuer Proposal	Shareholder Proposal	Shareholder Proposal
				For	For	For	Against	Against
				For	For	For	For	For
				Management	Management	Management	Management	Management
				Advisory Vote on Executive Compensation				
				Shareholder Proposal				
				Against				
				For				
				Management				
November 13, 2007	Automatic Data Processing	ADP	053015103	Board of Directors	Appointment of Deloitte & Touche			
				Issuer Proposal	Issuer Proposal			
				For	For			
				For	For			
				Management	Management			
November 13, 2007	Microsoft Corp.	MSFT	594918104	Board of Directors	Independent Auditor	Internet Censorship	Committee on Human Rights	
				Issuer Proposal	Issuer Proposal	Shareholder Proposal	Shareholder Proposal	
				For	For	Against	Against	
				For	For	For	For	
				Management	Management	Management	Management	
December 4, 2007	Dell Incorporated	DELL	24702R101	Board of Directors	Independent Auditor	2002 Long-term Incentive Plan	Executive stock ownership guidelines	Dividend declaration
				Issuer Proposal	Issuer Proposal	Issuer Proposal	Shareholder Proposal	Shareholder Proposal
				Issuer Proposal	Issuer Proposal	Issuer Proposal	Proposal	Proposal

				For For Management	For For Management	Against Against Management	Against For Management	For Against Management
December 14, 2007	Fannie Mae	FNM	313586109	Board of Directors	Ratify Public Accountants Issuer Proposal	Stock Compensation Issuer Proposal	Executive Compensation Shareholder Proposal	Authorize Cumulative Voting Shareholder Proposal Did Note Vote
				Did Note Vote	Did Note Vote	Did Note Vote	Did Note Vote	Did Note Vote
April 16, 2008	Coca-Cola Co.	KO	191216100	Board of Directors 1a-1j, 1m-1n	Board or Directors 1k-1l Issuer Proposal	Independent Auditors Issuer Proposal	2008 Stock Option Plan Issuer Proposal	Executive Compensation Shareholder Proposal For For Management
				Issuer Proposal		Issuer Proposal	Issuer Proposal	Proposal For Against Management
				Independent Board Chair Shareholder Proposal	Committee on Human rights Shareholder Proposal			Against For Management
				Against For Management	Against For Management			
April 17, 2008	BP P.L.C.	BP	055622104	Board or Directors	Director' s Annual Report and Accounts Issuer Proposal	Director' s Remuneration Report Auditors		Special Resolution- New Articles of Association Issuer Proposal Against Against Management
				Issuer Proposal		Issuer Proposal	Issuer Proposal	Proposal Against Against Management
				Special Resolution- Share repurchase Issuer Proposal	Authority to Allot Shares Issuer Proposal	Special Resolution- Allot shares for cash-free pre- emptive rights Issuer Proposal		Against Against Management
				For For Management	For For Management	Against Against Management		
April 17, 2008	Texas Instruments Incorporated	TXN	882508104	Board of Directors	Ratify Independent Accountants	Qualifications for Director Nominees		

				Issuer Proposal	Issuer Proposal	Shareholder Proposal		
				For	For	For		
				For	For	Against		
				Management	Management	Management		
							Amendment;	
							Code of	
							Regulations	
					Amend Articles		increase	
					of		Maximum	
	The			Board of	Incorporation-	Amendment;	number of	Ratify Public
April 18, 2008	Progressive			Directors	Majority Voting	Code of	Directors	Accounting
	Corporation	PGR	743315103		Standard	Regulations	Positions	Firm
					Issuer Proposal			Issuer
				Issuer Proposal		Issuer Proposal	Issuer Proposal	Proposal
				For	Against	Against	Against	For
				For	Against	Against	Against	For
				Management	Management	Management	Management	Management

	Merck &				Ratify Public		Advisory vote;	Special
April 22, 2008	Company			Board of	Accounting	Management	Executive	Shareholder
	Incorporated	MRK	589331107	Directors	Firm	Compensation	Compensation	Meetings
					Issuer Proposal	Shareholder	Shareholder	Shareholder
				Issuer Proposal		Proposal	Proposal	Proposal
				For	For	Against	For	Against
				For	For	For	Against	For
				Management	Management	Management	Management	Management
				Independent				
				Lead Director				
				Shareholder				
				Proposal				
				Against				
				For				
				Management				

						Ratify		
April 22, 2008	Wachovia			Board of		Executive	Political	Nomination of
	Corporation	WB	929903102	Directors	Ratify Auditors	Compensation	Contributions	Directors
					Issuer Proposal	Shareholder	Shareholder	Shareholder
				Issuer Proposal		Proposal	Proposal	Proposal
				For	For	Against	Against	For
				For	For	For	For	Against
				Management	Management	Management	Management	Management

	PNC Financial							
April 22, 2008	Services			Board of	Ratify Public			
	Group	PNC	693475105	Directors	Accountants			

				Issuer Proposal	Issuer Proposal			
				For	For			
				For	For			
				Management	Management			
April 22, 2008	Citigroup Incorporated	C	172967101	Board of Directors 1a, 1h, 1j, 1l	Board of Directors 1b-g, 1i, 1 k, 1m-n	Ratify Public Accountants	Government service of certain individuals	Report on Political Contributions
				Issuer Proposal	Issuer Proposal	Issuer Proposal	Shareholder Proposal	Shareholder Proposal
				Against	For	For	Against	Against
				Against	For	For	For	For
				Management	Management	Management	Management	Management
				Limit Executive Compensation	Nominate two Candidates for each Board Position	Report on Equator Principles	Employment Principles for Executive Officers	Amend GHG emissions policies
				Shareholder Proposal	Shareholder Proposal	Shareholder Proposal	Shareholder Proposal	Shareholder Proposal
				For	Against	Against	Against	Against
				Against	For	For	For	For
				Management	Management	Management	Management	Management
				Report on Investment policies and Human Rights	Independent Board Chairman	Vote to Ratify Executive Compensation		
				Shareholder Proposal	Shareholder Proposal	Shareholder Proposal		
				Against	Against	Against		
				For	For	For		
				Management	Management	Management		
April 23, 2008	General Electric Company	GE	369604103	Board of Directors; A1-6,8-12,14-16	Board of Directors; A7, A13	Cumulative Voting	Separate CEO, Chairman roles	Recoup Unearned Management Bonuses
				Issuer Proposal	Issuer Proposal	Shareholder Proposal	Shareholder Proposal	Shareholder Proposal
				For	Against	Against	Against	For
				For	Against	For	For	Against
				Management	Management	Management	Management	Management
				Curb over-extended Directors	Report of Charitable contributions	Global Warming Report	Executive Compensation	
				Shareholder Proposal	Shareholder Proposal	Shareholder Proposal	Shareholder Proposal	
				For	Against	Against	Against	

				Against Management	For Management	For Management	For Management	
April 24, 2008	Johnson & Johnson	JNJ	478160104	Board of Directors	Ratify Public Accountants	Executive Compensation		
				Issuer Proposal	Issuer Proposal	Shareholder Proposal		
				For Management	For Management	Against Management		
				For Management	For Management	For Management		
April 24, 2008	Pfizer Incorporated	PFE	717081103	Board of Directors	Ratify Public Accountants	Stock Options	Separation of CEO and Chairman roles	
				Issuer Proposal	Issuer Proposal	Shareholder Proposal	Shareholder Proposal	
				For Management	For Management	Against Management	Against Management	
				For Management	For Management	For Management	For Management	
April 25, 2008	Kellogg Company	K	487836108	Board of Directors	Ratify Public Accountants	Majority Vote Requirement		
				Issuer Proposal	Issuer Proposal	Shareholder Proposal		
				For Management	For Management	Against Management		
				For Management	For Management	For Management		
April 25, 2008	AT&T Incorporated	T	00206R102	Board of Directors (1a-b, d-e, g-l, n)	Board of Directors (1c, f, m)	Ratify Independent Auditors	Report on Political Contributions	Pension Credit Policy
				Issuer Proposal	Issuer Proposal	Issuer Proposal	Shareholder Proposal	Shareholder Proposal
				For Management	Against Management	For Management	Against Management	Against Management
				For Management	Against Management	For Management	For Management	For Management
				Lead Independent Director	SERP Policy	Advisory Vote on Compensation		
				Shareholder Proposal	Shareholder Proposal	Shareholder Proposal		
				Against Management	Abstain	Against Management		
				For Management		For Management		
April 28, 2008	American Express Company	AXP	025816109	Board of Directors	Ratify Public Accountants	Require Majority vote	Eliminate Statutory Supermajority	Eliminate Statutory Supermajority

								for Sale, etc of Company' s assets
					Issuer Proposal			Issuer Proposal
				Issuer Proposal		Issuer Proposal	Issuer Proposal	Proposal
				For	For	Against	For	For
				For Management	For Management	Against Management	For Management	For Management
				Eliminate Statutory Supermajority for Plan for Exchange of Shares	Eliminate Statutory Supermajority for Authorization of Dissolution	Cumulative Voting for Directors		
					Issuer Proposal	Shareholder Proposal		
				Issuer Proposal		Against		
				For Management	For Management	For Management		
April 29, 2008	International Business Machines	IBM	459200101	Board of Directors	Ratify Public Accountants	Cumulative Voting	Executive Compensation	Committee on Human Rights
					Issuer Proposal	Shareholder Proposal	Shareholder Proposal	Shareholder Proposal
				Issuer Proposal		Against	Against	Against
				For Management	For Management	For Management	For Management	For Management
					Advisory vote on Executive Compensation			
				Special Meetings	Shareholder Proposal			
				Shareholder Proposal	Shareholder Proposal			
				Against Management	Against Management			
				For Management	For Management			
May 1, 2008	Verizon Communications Inc.	VZ	92343V104	Board of Directors	Ratify Public Accountants	Eliminate Stock Options	Gender ID Nondiscrimination Policy	Separate Offices of Chairman and CEO
					Issuer Proposal	Shareholder Proposal	Shareholder Proposal	Shareholder Proposal
				Issuer Proposal		Against	Against	Against
				For Management	For Management	For Management	For Management	For Management

					Approve Public Accountants	Beverage Container Recycling report	Genetically Engineered Products Report	Right to Water Policy
May 7, 2008	Pepsico Incorporated	PEP	713448108	Board of Directors				
					Issuer Proposal	Shareholder Proposal	Shareholder Proposal	Shareholder Proposal
					For	Against	Against	Against
					For Management	For Management	For Management	For Management
					Global Warming Report	Advisory vote on Compensation		
					Shareholder Proposal	Shareholder Proposal		
					Against	Against		
					For Management	For Management		
						Increase Authorized Shares of Common Stock		
May 8, 2008	Colgate-Palmolive Company	CL	194162103	Board of Directors	Ratify Public Accountants			
					Issuer Proposal	Issuer Proposal	Issuer Proposal	
					For	For	For	
					For Management	For Management	For Management	
						Approve Incentive Compensation Plans	Stockholder Proposal	
May 9, 2008	Nucor Corporation	NUE	670346105	Board of Directors	Ratify Public Accountants			
					Issuer Proposal	Issuer Proposal	Shareholder Proposal	
					For	For	Against	
					For Management	For Management	For Management	
						Long-Term Incentive		
May 13, 2008	3M Company	MMM	88579Y101	Board of Directors	Ratify Public Accountants			
					Issuer Proposal	Issuer Proposal	Issuer Proposal	
					For	For	For	
					For Management	For Management	For Management	
						Chemicals with Links to Respiratory Problems	Environmental Remediation in the Midland	Proposal on Genetically Engineered Seed
May 15, 2008	Dow Chemical Company	DOW	260543103	Board of Directors	Ratify Public Accountants			
					Issuer Proposal	Shareholder Proposal	Shareholder Proposal	Shareholder Proposal
					Issuer Proposal	Shareholder Proposal	Shareholder Proposal	Shareholder Proposal

				For	For	Against	Against	Against
				For	For	For		For
				Management	Management	Management	For Management	Management
				Proposal on				
				Compensation				
				Plan				
				Shareholder				
				Proposal				
				For				
				Against				
				Management				

May 21, 2008	Intel Corporation	INTC	458140100	Board of Directors	Ratify Public Accountants	Establish Board Committee on Sustainability		
					Issuer Proposal	Shareholder Proposal		
				For	For	Against		
				Management	Management	Management		

May 22, 2008	Home Depot Incorporated	HD	437076102	Board of Directors	Ratify Public Accountants	Approve Officer Performance Goals, Mgmnt Incentive Plan	Increase Number of Reserved Shares	Political Nonpartisanship
					Issuer Proposal	Shareholder Proposal		
				For	For	Abstain	Against	Against
				Management	Management	Management	Management	Management

				Special Shareholder Meetings	Employment Diversity Report Disclosure	Executive Officer Compensation	Pay for Superior Performance	
				Shareholder Proposal	Shareholder Proposal	Shareholder Proposal	Shareholder Proposal	
				Against	Against	Against	For	
				Management	Management	Management	Management	

May 28, 2008	Chevron Corporation	CVX	166764100	Board of Directors (1a-g, 1i-o)	Board of Directors (1h)	Ratify Public Accountants	Increase Number of Shares of Common Stock	Separate CEO/Chairman Positions
					Issuer Proposal	Shareholder Proposal		
				For	Against	For	For	Against
				Management	Management	Management	Management	Management

			For Management	Against Management	For Management	For Management	For Management
			Policy and Report on Human Rights	Environmental Impact Report- Oil Sands Operations	Report on Greenhouse Gas Emissions	Report on Guidelines for Country Selection	Report on Host Country Laws
			Shareholder Proposal	Shareholder Proposal	Shareholder Proposal	Shareholder Proposal	Shareholder Proposal
			Against	Against	Against	Against	Against
			For Management	For Management	For Management	For Management	For Management
May 28, 2008	Exxon Mobil Corporation	XOM 30231G102	Board of Directors	Ratify Independent Auditors	Prohibit Shareholder Proposals	Director Nominee Qualifications	Board Chairman and CEO
			Issuer Proposal	Issuer Proposal	Shareholder Proposal	Shareholder Proposal	Shareholder Proposal
			For	For	For	Against	Against
			For Management	For Management	Against Management	For Management	For Management
			Shareholder Return Policy	Advisory Vote on Executive Compensation	Executive Compensation Report	Incentive Pay Recoupment	Corporate Sponsorships Report
			Shareholder Proposal	Shareholder Proposal	Shareholder Proposal	Shareholder Proposal	Shareholder Proposal
			Against	Against	Against	For	Against
			For Management	For Management	For Management	Against Management	For Management
			Political Contributions Report	Amedment of EEO Policy	Community Environmental Impact	ANWR Drilling Report	Greenhouse Gas Emissions Goals
			Shareholder Proposal	Shareholder Proposal	Shareholder Proposal	Shareholder Proposal	Shareholder Proposal
			Against	Against	Against	Against	Against
			For Management	For Management	For Management	For Management	For Management
			CO2 Information at Pump	Climate Change and Technology Report	Energy Technology Report	Renewable Energy Policy	
			Shareholder Proposal	Shareholder Proposal	Shareholder Proposal	Shareholder Proposal	
			Against	Against	For	For	
			For Management	For Management	For Management	For Management	

May 30, 2008	Lowe's Companies, Incorporated	LOW	548661107	Board of Directors	Ratify	Eliminate	Supermajority Vote Requirements	Executive Compensation Plan
					Independent Public Accountants	Classified Structure of Board		
					Issuer Proposal	Shareholder Proposal		
					For	For		
June 11, 2008	Caterpillar Incorporated	CAT	149123101	Board of Directors	Ratify Auditors	Annual Election of Directors	Director Election Majority Vote Standard	Foreign Military Sales
					Issuer Proposal	Shareholder Proposal	Shareholder Proposal	Issuer Proposal
					For	For	For	Against
					For Management	For Management	Against Management	Against Management
June 18, 2008	FairPoint Communications	FRP	305560104	Board of Directors	Ratify Public Accountants	Long-Term Incentive Plan	Annual Incentive Plan	
					Issuer Proposal	Issuer Proposal	Issuer Proposal	Issuer Proposal
					For	For	For	For
					For Management	For Management	For Management	For Management

SIGNATURES

Pursuant to the requirements of the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Registrant: Ameristock Mutual Fund, Inc.

By (Signature and Title): /s/ Nicholas Gerber

Nicholas Gerber, President

Date: August 26, 2008