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WADDELL & REED FINANCIAL INC
Form 13F-HR
May 09, 2005

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

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: March 31, 2005

Check Here if Amendment / /; Amendment Number: -----

This Amendment (Check only one.): / / is a restatement.
 / / adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Waddell & Reed Financial, Inc.
Address: 6300 Lamar Avenue
 Overland Park, KS 66202

Form 13F File Number: 28-7592

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Wendy J. Hills
Title: Secretary
Phone: (913) 236-2013

Signature, Place, and Date of Signing:

/s/ Wendy J. Hills Overland Park, Kansas May 9, 2005

The securities reported on herein are beneficially owned by (i) one or more open-end investment companies or other managed accounts which are advised by Waddell & Reed Investment Management Company ("WRIMCO") or Ivy Investment Management Company ("IICO"), or (ii) by managed accounts advised by Austin, Calvert & Flavin, Inc. ("ACF"), an investment advisor and wholly owned subsidiary of WRIMCO. WRIMCO is an investment advisory subsidiary of Waddell & Reed, Inc. ("WRI"). WRI is a broker-dealer and underwriting subsidiary of Waddell & Reed Financial Services, Inc., a parent holding Company ("WRFSI"). WRFSI is a subsidiary of Waddell & Reed Financial, Inc., a publicly traded company ("WDR"). IICO is an investment advisory subsidiary of WDR. WDR, WRFSI and WRI are deemed to have "investment discretion" over the securities due to their control relationship with IICO, WRIMCO and/or ACF pursuant to Rule 13f-1(b) of the 1934 Securities Exchange Act, as amended.

Report Type (Check only one.):

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- /X/ 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)
- / / 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
- / / 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 5
 Form 13F Information Table Entry Total: 979
 Form 13F Information Table Value Total: \$ 25,851,232 (\$ thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

No.	Form 13F File Number	Name
1	28-7594	Waddell & Reed Financial Services, Inc.
2	28-375	Waddell & Reed, Inc.
3	28-4466	Waddell & Reed Investment Management Company
4	28-3226	Austin, Calvert & Flavin, Inc.
5	28-10368	Ivy Investment Management Company

FORM 13F INFORMATION TABLE

ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	ITEM 6	
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL INVESTMENT DISCRETION
A C MOORE ARTS & CRAFTS INC	COM	00086T103	2,416	90,750	SH	DEFINED
A D C TELECOMMUNICATIONS	COM	000886101	3,425	1,725,250	SH	DEFINED
A D C TELECOMMUNICATIONS	COM	000886101	9,091	4,579,900	SH	DEFINED
AT&T CORP	COM NEW	001957505	390	20,800	SH	DEFINED
AT&T CORP	COM NEW	001957505	6,825	364,000	SH	DEFINED
ABBOTT LABS	COM	002824100	667	14,300	SH	DEFINED
ABBOTT LABS	COM	002824100	24,987	535,965	SH	DEFINED
ABBOTT LABS	COM	002824100	16,198	347,458	SH	DEFINED
ADTRAN INC	COM	00738A106	5,967	338,150	SH	DEFINED

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ADTRAN INC	COM	00738A106	15,768	893,650	SH	DEFINED
ADVANCE AUTO PARTS INC	COM	00751Y106	3,804	75,400	SH	DEFINED
ADVANCE AUTO PARTS INC	COM	00751Y106	35,365	701,000	SH	DEFINED
ADVANCED NEUROMODULATION SYS	COM	00757T101	6,850	257,650	SH	DEFINED
ADVANCED NEUROMODULATION SYS	COM	00757T101	18,171	683,500	SH	DEFINED
ADVISORY BRD CO	COM	00762W107	8,197	187,711	SH	DEFINED
ADVISORY BRD CO	COM	00762W107	20,302	464,889	SH	DEFINED
ADVANCED MEDICAL OPTICS INC	COM	00763M108	3,969	109,600	SH	DEFINED
ADVANCED MEDICAL OPTICS INC	COM	00763M108	16	444	SH	DEFINED
ADVANCED MEDICAL OPTICS INC	COM	00763M108	52,190	1,441,325	SH	DEFINED
ADVANCED MICRO DEVICES INC	COM	007903107	1,839	114,100	SH	DEFINED
ADVANCED MICRO DEVICES INC	COM	007903107	24,259	1,504,900	SH	DEFINED
AETNA INC NEW	COM	00817Y108	4,097	54,660	SH	DEFINED
AETNA INC NEW	COM	00817Y108	46,289	617,600	SH	DEFINED
AGNICO EAGLE MINES LTD	COM	008474108	810	55,700	SH	DEFINED
AGNICO EAGLE MINES LTD	COM	008474108	1	100	SH	DEFINED
AGNICO EAGLE MINES LTD	COM	008474108	7,620	523,700	SH	DEFINED
AIR PRODS & CHEMS INC	COM	009158106	13,361	211,114	SH	DEFINED
AIR PRODS & CHEMS INC	COM	009158106	23,122	365,335	SH	DEFINED
AIR PRODS & CHEMS INC	COM	009158106	175,172	2,767,764	SH	DEFINED
ALBERTO CULVER CO	COM	013068101	8,376	175,000	SH	DEFINED
ALCOA INC	COM	013817101	5,534	182,100	SH	DEFINED
ALCOA INC	COM	013817101	306	10,060	SH	DEFINED
ALCOA INC	COM	013817101	88,712	2,919,116	SH	DEFINED
ALLEGHANY CORP DEL	COM	017175100	254	918	SH	DEFINED
ALLERGAN INC	COM	018490102	4,889	70,370	SH	DEFINED
ALLERGAN INC	COM	018490102	139	2,000	SH	DEFINED
ALLERGAN INC	COM	018490102	89,875	1,293,720	SH	DEFINED
ALLIANCE DATA SYSTEMS CORP	COM	018581108	9,290	229,950	SH	DEFINED
ALLIANCE DATA SYSTEMS CORP	COM	018581108	123,571	3,058,700	SH	DEFINED
ALLSCTIPTS HEALTHCARE SOLUTI	COM	01988P108	3,554	249,000	SH	DEFINED
ALLSCTIPTS HEALTHCARE SOLUTI	COM	01988P108	28,643	2,006,500	SH	DEFINED
ALLSTATE CORP	COM	020002101	2,908	53,800	SH	DEFINED
ALLSTATE CORP	COM	020002101	37,831	699,789	SH	DEFINED
ALPHA NATURAL RESOURCES INC	COM	02076X102	1,081	37,690	SH	DEFINED
ALPHA NATURAL RESOURCES INC	COM	02076X102	10,706	373,410	SH	DEFINED
ALTRIA GROUP INC	COM	02209S103	3,927	60,050	SH	DEFINED

1

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ALTRIA GROUP INC	COM	02209S103	6,297	96,300	SH	DEFINED
ALTRIA GROUP INC	COM	02209S103	54,819	838,340	SH	DEFINED
AMERICA MOVIL S A DE C V	SPON ADR L SHS	02364W105	299	5,800	SH	DEFINED
AMERICAN EXPRESS CO	COM	025816109	5,402	105,150	SH	DEFINED
AMERICAN EXPRESS CO	COM	025816109	6,087	118,502	SH	DEFINED
AMERICAN EXPRESS CO	COM	025816109	71,198	1,385,990	SH	DEFINED

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AMERICAN HEALTHWAYS INC	COM	02649V104	49,569	1,502,765	SH	DEFINED
AMERICAN INTL GROUP INC	COM	026874107	2,407	43,438	SH	DEFINED
AMERICAN INTL GROUP INC	COM	026874107	9,697	175,000	SH	DEFINED
AMERICAN MED SYS HLDGS INC	COM	02744M108	4,657	271,600	SH	DEFINED
AMERICAN MED SYS HLDGS INC	COM	02744M108	12,158	709,100	SH	DEFINED
AMERITRADE HOLDING CORP NEW	COM	03074K100	1,261	123,350	SH	DEFINED
AMERITRADE HOLDING CORP NEW	COM	03074K100	15,933	1,559,000	SH	DEFINED
AMGEN INC	COM	031162100	7,834	134,668	SH	DEFINED
AMGEN INC	COM	031162100	7,349	126,341	SH	DEFINED
AMGEN INC	COM	031162100	147,152	2,529,684	SH	DEFINED
AMPHENOL CORP NEW	CL A	032095101	2,685	72,500	SH	DEFINED
AMPHENOL CORP NEW	CL A	032095101	36,107	974,800	SH	DEFINED
AMSURG CORP	COM	03232P405	16,127	637,800	SH	DEFINED
AMSURG CORP	COM	03232P405	50,801	2,009,149	SH	DEFINED
AMYLIN PHARMACEUTICALS INC	COM	032346108	1,860	106,250	SH	DEFINED
AMYLIN PHARMACEUTICALS INC	COM	032346108	5,185	296,200	SH	DEFINED
ANADARKO PETE CORP	COM	032511107	6,961	91,477	SH	DEFINED
ANADARKO PETE CORP	COM	032511107	30	400	SH	DEFINED
ANADARKO PETE CORP	COM	032511107	74,921	984,507	SH	DEFINED
ANALOG DEVICES INC	COM	032654105	5,523	152,827	SH	DEFINED
ANALOG DEVICES INC	COM	032654105	81,355	2,251,100	SH	DEFINED
ANDRX CORP DEL	ANDRX GROUP	034553107	136	6,000	SH	DEFINED
ANDRX CORP DEL	ANDRX GROUP	034553107	680	30,000	SH	DEFINED
ANGIOTECH PHARMACEUTICALS IN	COM	034918102	4,918	320,050	SH	DEFINED
ANGIOTECH PHARMACEUTICALS IN	COM	034918102	22,659	1,474,719	SH	DEFINED
ANHEUSER BUSCH COS INC	COM	035229103	9	200	SH	DEFINED
ANHEUSER BUSCH COS INC	COM	035229103	6,237	131,600	SH	DEFINED
APACHE CORP	COM	037411105	196	3,200	SH	DEFINED
APACHE CORP	COM	037411105	15	250	SH	DEFINED
APACHE CORP	COM	037411105	15,583	254,500	SH	DEFINED
APPLE COMPUTER INC	COM	037833100	25,513	611,100	SH	DEFINED
APPLE COMPUTER INC	COM	037833100	322,821	7,732,250	SH	DEFINED
APPLEBEES INTL INC	COM	037899101	165	6,000	SH	DEFINED
APPLEBEES INTL INC	COM	037899101	24,121	876,000	SH	DEFINED
APPLIED MATLS INC	COM	038222105	65	4,000	SH	DEFINED
APPLIED MATLS INC	COM	038222105	10,078	620,000	SH	DEFINED
APPLIED MICRO CIRCUITS CORP	COM	03822W109	4,056	1,234,800	SH	DEFINED
ARACRUZ CELULOSE S A	SPON ADR PFD B	038496204	598	16,700	SH	DEFINED
ARACRUZ CELULOSE S A	SPON ADR PFD B	038496204	7,923	221,300	SH	DEFINED
ARAMARK CORP	CL B	038521100	1,640	62,400	SH	DEFINED

2

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ARAMARK CORP	CL B	038521100	13,915	529,500	SH	DEFINED
ARCHER DANIELS MIDLAND CO	COM	039483102	2,288	93,100	SH	DEFINED
ARCHER DANIELS MIDLAND CO	COM	039483102	22,311	907,700	SH	DEFINED
ARCHSTONE SMITH TR	COM	039583109	2,133	62,531	SH	DEFINED
ASK JEEVES INC	COM	045174109	8,217	292,850	SH	DEFINED

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ASSURANT INC	COM	04621X108	1,763	52,300	SH	DEFINED
ASSURANT INC	COM	04621X108	15,047	446,500	SH	DEFINED
AUTOMATIC DATA PROCESSING INC	COM	053015103	10,943	243,450	SH	DEFINED
AUTOMATIC DATA PROCESSING INC	COM	053015103	100	2,220	SH	DEFINED
AUTOMATIC DATA PROCESSING INC	COM	053015103	110,277	2,453,320	SH	DEFINED
AVID TECHNOLOGY INC	COM	05367P100	22,380	413,404	SH	DEFINED
AVID TECHNOLOGY INC	COM	05367P100	57,413	1,060,550	SH	DEFINED
AVON PRODS INC	COM	054303102	7,636	177,820	SH	DEFINED
AVON PRODS INC	COM	054303102	93,259	2,171,850	SH	DEFINED
BJ SVCS CO	COM	055482103	532	10,250	SH	DEFINED
BJ SVCS CO	COM	055482103	23,166	446,525	SH	DEFINED
BJ SVCS CO	COM	055482103	10,871	209,535	SH	DEFINED
BP AMOCO P L C	SPONSORED ADR	055622104	1,878	30,100	SH	DEFINED
BP AMOCO P L C	SPONSORED ADR	055622104	33,326	534,066	SH	DEFINED
BP AMOCO P L C	SPONSORED ADR	055622104	29,670	475,476	SH	DEFINED
BRE PROPERTIES INC	CL A	05564E106	635	18,000	SH	DEFINED
BAKER HUGHES INC	COM	057224107	16,279	365,896	SH	DEFINED
BAKER HUGHES INC	COM	057224107	87	1,949	SH	DEFINED
BAKER HUGHES INC	COM	057224107	218,606	4,913,599	SH	DEFINED
BANK OF AMERICA CORPORATION	COM	060505104	4,451	100,934	SH	DEFINED
BANK OF AMERICA CORPORATION	COM	060505104	330	7,488	SH	DEFINED
BANK OF AMERICA CORPORATION	COM	060505104	45,003	1,020,466	SH	DEFINED
BARD C R INC	COM	067383109	3,315	48,700	SH	DEFINED
BARD C R INC	COM	067383109	45,137	663,000	SH	DEFINED
BARRICK GOLD CORP	COM	067901108	2,993	124,900	SH	DEFINED
BARRICK GOLD CORP	COM	067901108	2	97	SH	DEFINED
BARRICK GOLD CORP	COM	067901108	28,117	1,173,500	SH	DEFINED
BARRETT BILL CORP	COM	06846N104	241	8,350	SH	DEFINED
BARRETT BILL CORP	COM	06846N104	11,272	389,898	SH	DEFINED
BEA SYS INC	COM	073325102	1,714	215,200	SH	DEFINED
BEA SYS INC	COM	073325102	23,083	2,898,050	SH	DEFINED
BELL MICROPRODUCTS INC	COM	078137106	75	10,000	SH	DEFINED
BELLSOUTH CORP	COM	079860102	486	18,500	SH	DEFINED
BELLSOUTH CORP	COM	079860102	363	13,800	SH	DEFINED
BELLSOUTH CORP	COM	079860102	2,667	101,454	SH	DEFINED
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	101,181	1,163	SH	DEFINED
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	10,784	3,776	SH	DEFINED
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	41,289	14,457	SH	DEFINED
BEST BUY INC	COM	086516101	4,748	87,916	SH	DEFINED
BEST BUY INC	COM	086516101	68,710	1,272,166	SH	DEFINED
BIOMET INC	COM	090613100	4,881	134,325	SH	DEFINED

3

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BIOMET INC	COM	090613100	67,478	1,857,100	SH	DEFINED
BIOGEN IDEC INC	COM	09062X103	476	13,800	SH	DEFINED
BLACKBOARD INC	COM	091935502	20,500	1,173,750	SH	DEFINED

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BOEING CO	COM	097023105	6,360	108,800	SH	DEFINED
BOEING CO	COM	097023105	92,968	1,590,282	SH	DEFINED
BOSTON SCIENTIFIC CORP	COM	101137107	5,855	199,900	SH	DEFINED
BOSTON SCIENTIFIC CORP	COM	101137107	100,583	3,434,026	SH	DEFINED
BRISTOL MYERS SQUIBB CO	COM	110122108	407	16,000	SH	DEFINED
BROADCOM CORP	CL A	111320107	2,962	98,750	SH	DEFINED
BROADCOM CORP	CL A	111320107	40,355	1,345,400	SH	DEFINED
BROWN FORMAN CORP	CL B	115637209	1,347	24,600	SH	DEFINED
BROWN FORMAN CORP	CL B	115637209	23,605	431,150	SH	DEFINED
BRUNSWICK CORP	COM	117043109	1,026	21,900	SH	DEFINED
BRUNSWICK CORP	COM	117043109	8,845	188,800	SH	DEFINED
BUCYRUS INTL INC NEW	CL A	118759109	625	16,000	SH	DEFINED
BUCYRUS INTL INC NEW	CL A	118759109	23,321	597,050	SH	DEFINED
BURLINGTON NORTHN SANTA FE CP	COM	12189T104	113	2,100	SH	DEFINED
BURLINGTON NORTHN SANTA FE CP	COM	12189T104	5,393	100,000	SH	DEFINED
BURLINGTON RES INC	COM	122014103	19,440	388,252	SH	DEFINED
BURLINGTON RES INC	COM	122014103	100	2,000	SH	DEFINED
BURLINGTON RES INC	COM	122014103	304,274	6,076,980	SH	DEFINED
C H ROBINSON WORLDWIDE INC	COM	12541W100	1,444	28,050	SH	DEFINED
C H ROBINSON WORLDWIDE INC	COM	12541W100	19,573	380,100	SH	DEFINED
CIT GROUP INC	COM	125581108	32,592	857,680	SH	DEFINED
CIT GROUP INC	COM	125581108	49	1,300	SH	DEFINED
CNET NETWORKS INC	COM	12613R104	717	76,250	SH	DEFINED
CVS CORP	COM	126650100	1,013	19,250	SH	DEFINED
CVS CORP	COM	126650100	31,762	603,605	SH	DEFINED
CVS CORP	COM	126650100	28,646	544,400	SH	DEFINED
CANADIAN NAT RES LTD	COM	136385101	489	8,600	SH	DEFINED
CANADIAN NAT RES LTD	COM	136385101	5,585	98,300	SH	DEFINED
CAPITOL FED FINL	COM	14057C106	291	8,400	SH	DEFINED
CAPITOL FED FINL	COM	14057C106	1,597	46,057	SH	DEFINED
CAREMARK RX INC	COM	141705103	1,639	41,200	SH	DEFINED
CAREMARK RX INC	COM	141705103	27,861	700,373	SH	DEFINED
CAREMARK RX INC	COM	141705103	35,108	882,550	SH	DEFINED
CARNIVAL CORP	COM	143658300	33,990	656,044	SH	DEFINED
CARNIVAL CORP	COM	143658300	21,700	418,837	SH	DEFINED
CARNIVAL CORP	COM	143658300	219,945	4,245,229	SH	DEFINED
CARRAMERICA RLTY CORP	COM	144418100	241	7,634	SH	DEFINED
CATERPILLAR INC DEL	COM	149123101	8,433	92,223	SH	DEFINED
CATERPILLAR INC DEL	COM	149123101	14	150	SH	DEFINED
CATERPILLAR INC DEL	COM	149123101	105,313	1,151,713	SH	DEFINED
CELESTICA INC	SUB VTG SHS	15101Q108	4,729	350,000	SH	DEFINED
CEMEX S A	SPON ADR 5 ORD	151290889	4,152	114,530	SH	DEFINED
CEMEX S A	SPON ADR 5 ORD	151290889	35,109	968,532	SH	DEFINED

4

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CENDANT CORP	COM	151313103	1,140	55,500	SH	DEFINED
CENDANT CORP	COM	151313103	9,810	477,600	SH	DEFINED

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CENTURY ALUM CO	COM	156431108	39	1,300	SH	DEFINED
CENTURY ALUM CO	COM	156431108	565	18,700	SH	DEFINED
CEPHALON INC	COM	156708109	1,124	24,000	SH	DEFINED
CEPHALON INC	COM	156708109	15,223	325,100	SH	DEFINED
CERNER CORP	COM	156782104	41,341	785,950	SH	DEFINED
CERNER CORP	COM	156782104	225,471	4,286,528	SH	DEFINED
CHECKFREE CORP NEW	COM	162813109	33,725	827,494	SH	DEFINED
CHECKFREE CORP NEW	COM	162813109	185,631	4,554,804	SH	DEFINED
CHEROKEE INTL CORP	COM	164450108	555	79,400	SH	DEFINED
CHEROKEE INTL CORP	COM	164450108	7,431	1,063,900	SH	DEFINED
CHEVRONTEXACO CORP	COM	166764100	3,837	65,800	SH	DEFINED
CHEVRONTEXACO CORP	COM	166764100	5,463	93,681	SH	DEFINED
CHEVRONTEXACO CORP	COM	166764100	121,955	2,091,500	SH	DEFINED
CHICAGO BRIDGE & IRON CO	N Y REGISTRY					
	SH	167250109	10,605	240,854	SH	DEFINED
CHICAGO BRIDGE & IRON CO	N Y REGISTRY					
	SH	167250109	63,350	1,438,795	SH	DEFINED
CHICAGO MERCANTILE HLDGS INC	CL A	167760107	21,820	112,456	SH	DEFINED
CHICAGO MERCANTILE HLDGS INC	CL A	167760107	276,857	1,426,877	SH	DEFINED
CHINA NETCOM GROUP CORP HK L	SPONSORED ADR	16940Q101	84	3,000	SH	DEFINED
CHINA NETCOM GROUP CORP HK L	SPONSORED ADR	16940Q101	448	16,000	SH	DEFINED
CHUBB CORP	COM	171232101	21,655	273,185	SH	DEFINED
CHUBB CORP	COM	171232101	17,614	222,200	SH	DEFINED
CINERGY CORP	COM	172474108	16,204	399,905	SH	DEFINED
CINERGY CORP	COM	172474108	20	500	SH	DEFINED
CISCO SYS INC	COM	17275R102	14,137	789,124	SH	DEFINED
CISCO SYS INC	COM	17275R102	185,133	10,333,959	SH	DEFINED
CITADEL BROADCASTING CORP	COM	17285T106	206	15,000	SH	DEFINED
CINTAS CORP	COM	172908105	1,344	32,500	SH	DEFINED
CINTAS CORP	COM	172908105	34,647	838,000	SH	DEFINED
CITIGROUP INC	COM	172967101	8,769	195,128	SH	DEFINED
CITIGROUP INC	COM	172967101	50,717	1,128,540	SH	DEFINED
CITIGROUP INC	COM	172967101	146,570	3,261,461	SH	DEFINED
CITY NATIONAL CORP	COM	178566105	7,523	107,750	SH	DEFINED
CITY NATIONAL CORP	COM	178566105	38,275	548,200	SH	DEFINED
COACH INC	COM	189754104	4,323	76,335	SH	DEFINED
COACH INC	COM	189754104	40,751	719,593	SH	DEFINED
COCA COLA CO	COM	191216100	1,710	41,026	SH	DEFINED
COCA COLA ENTERPRISES INC	COM	191219104	1,308	63,750	SH	DEFINED
COCA COLA ENTERPRISES INC	COM	191219104	18,242	889,000	SH	DEFINED
COGNEX CORP	COM	192422103	8,409	337,900	SH	DEFINED
COGNEX CORP	COM	192422103	22,180	891,300	SH	DEFINED
COLGATE PALMOLIVE CO	COM	194162103	4,495	86,168	SH	DEFINED
COLGATE PALMOLIVE CO	COM	194162103	18,372	352,155	SH	DEFINED
COLGATE PALMOLIVE CO	COM	194162103	68,766	1,318,120	SH	DEFINED
COMMUNITY HEALTH SYS INC NEW	COM	203668108	20,904	598,800	SH	DEFINED

5

ITEM 1

ITEM 2

ITEM 3

ITEM 4

ITEM 5

ITEM 6

FAIR

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NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	MARKET VALUE	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION
COMMUNITY HEALTH SYS INC NEW	COM	203668108	28	800	SH		DEFINED
COMPANIA VALE DO RIO DOCE	SPONSORED ADR	204412209	3,189	100,900	SH		DEFINED
COMPANIA VALE DO RIO DOCE	SPONSORED ADR	204412209	45,035	1,424,700	SH		DEFINED
CONAGRA FOODS INC	COM	205887102	141	5,200	SH		DEFINED
CONAGRA FOODS INC	COM	205887102	308	11,400	SH		DEFINED
CONAGRA FOODS INC	COM	205887102	774	28,627	SH		DEFINED
CONOCOPHILLIPS	COM	20825C104	1,682	15,600	SH		DEFINED
CONOCOPHILLIPS	COM	20825C104	3,613	33,500	SH		DEFINED
CONOCOPHILLIPS	COM	20825C104	68,241	632,800	SH		DEFINED
COOPER CAMERON CORP	COM	216640102	6,859	119,900	SH		DEFINED
COOPER CAMERON CORP	COM	216640102	9	150	SH		DEFINED
COOPER CAMERON CORP	COM	216640102	17,993	314,500	SH		DEFINED
CORNING INC	DBCVC 11/0	219350AJ4	26	33,000	PRN		DEFINED
CORPORATE EXECUTIVE BRD CO	COM	21988R102	44,390	693,761	SH		DEFINED
COSTCO WHSL CORP NEW	COM	22160K105	168	3,800	SH		DEFINED
COSTCO WHSL CORP NEW	COM	22160K105	32,085	725,000	SH		DEFINED
COSTAR GROUP INC	COM	22160N109	7,914	214,900	SH		DEFINED
COSTAR GROUP INC	COM	22160N109	25,479	691,900	SH		DEFINED
COX RADIO INC	CL A	224051102	995	59,200	SH		DEFINED
COX RADIO INC	CL A	224051102	13,342	793,700	SH		DEFINED
CREE INC	COM	225447101	26,282	1,211,133	SH		DEFINED
CRITICAL THERAPEUTICS INC	COM	22674T105	94	14,700	SH		DEFINED
CRITICAL THERAPEUTICS INC	COM	22674T105	1,326	207,065	SH		DEFINED
CULLEN FROST BANKERS INC	COM	229899109	2,490	55,156	SH		DEFINED
CYBERONICS INC	COM	23251P102	1,468	33,250	SH		DEFINED
CYPRESS SEMICONDUCTOR CORP	COM	232806109	2,287	181,500	SH		DEFINED
CYPRESS SEMICONDUCTOR CORP	COM	232806109	30,392	2,412,050	SH		DEFINED
CYTOKINETICS INC	COM	23282W100	210	32,100	SH		DEFINED
CYTOKINETICS INC	COM	23282W100	2,817	430,000	SH		DEFINED
DANAHER CORP DEL	COM	235851102	6,153	115,200	SH		DEFINED
DANAHER CORP DEL	COM	235851102	57,213	1,071,210	SH		DEFINED
DAVITA INC	COM	23918K108	1,297	31,000	SH		DEFINED
DAVITA INC	COM	23918K108	33,731	806,000	SH		DEFINED
DAWSON GEOPHYSICAL CO	COM	239359102	1,060	43,900	SH		DEFINED
DEAN FOODS CO NEW	COM	242370104	13,902	405,300	SH		DEFINED
DEERE & CO	COM	244199105	12,295	183,150	SH		DEFINED
DEERE & CO	COM	244199105	205	3,050	SH		DEFINED
DEERE & CO	COM	244199105	170,217	2,535,625	SH		DEFINED
DELL INC	COM	24702R101	38,635	1,005,476	SH		DEFINED
DELL INC	COM	24702R101	22,203	577,829	SH		DEFINED
DELL INC	COM	24702R101	367,498	9,564,040	SH		DEFINED
DELTA PETE CORP	COM NEW	247907207	1,123	77,400	SH		DEFINED
DENDRITE INTL INC	COM	248239105	38,933	2,771,051	SH		DEFINED
DENTSPLY INTL INC NEW	COM	249030107	4,627	85,050	SH		DEFINED
DENTSPLY INTL INC NEW	COM	249030107	52,362	962,450	SH		DEFINED
DEVON ENERGY CORP NEW	COM	25179M103	2,025	42,400	SH		DEFINED

6

ITEM 1

ITEM 2

ITEM 3

ITEM 4

ITEM 5

ITEM 6

FAIR

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NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	MARKET VALUE	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION
DEVON ENERGY CORP NEW	COM	25179M103	1,593	33,356	SH		DEFINED
DEVON ENERGY CORP NEW	COM	25179M103	17,300	362,300	SH		DEFINED
DIAGEO P L C	SPON ADR NEW	25243Q205	1,616	28,400	SH		DEFINED
DIAGEO P L C	SPON ADR NEW	25243Q205	11,961	210,206	SH		DEFINED
DIGENE CORP	COM	253752109	5,899	284,650	SH		DEFINED
DIGENE CORP	COM	253752109	15,480	746,900	SH		DEFINED
DIGITAS INC	COM	25388K104	8,398	831,100	SH		DEFINED
DIGITAS INC	COM	25388K104	21,664	2,143,850	SH		DEFINED
DIRECTV GROUP INC	COM	25459L106	1,817	126,000	SH		DEFINED
DIRECTV GROUP INC	COM	25459L106	23,945	1,660,550	SH		DEFINED
DISNEY WALT CO	COM DISNEY	254687106	112	3,900	SH		DEFINED
DISNEY WALT CO	COM DISNEY	254687106	40,705	1,416,800	SH		DEFINED
DOLBY LABORATORIES INC	COM	25659T107	2,453	104,400	SH		DEFINED
DOLBY LABORATORIES INC	COM	25659T107	42,067	1,790,100	SH		DEFINED
DOLLAR FINL CORP	COM	256664103	150	12,500	SH		DEFINED
DOLLAR FINL CORP	COM	256664103	449	37,500	SH		DEFINED
DOLLAR GEN CORP	COM	256669102	1,072	48,950	SH		DEFINED
DOLLAR GEN CORP	COM	256669102	19,145	873,815	SH		DEFINED
DOLLAR GEN CORP	COM	256669102	9,003	410,900	SH		DEFINED
DOMINION RES INC VA NEW	COM	25746U109	6,302	84,672	SH		DEFINED
DOMINION RES INC VA NEW	COM	25746U109	28	375	SH		DEFINED
DOMINION RES INC VA NEW	COM	25746U109	86,367	1,160,382	SH		DEFINED
DOW CHEM CO	COM	260543103	1,496	30,000	SH		DEFINED
DOW CHEM CO	COM	260543103	25,908	519,710	SH		DEFINED
DOW CHEM CO	COM	260543103	22,188	445,096	SH		DEFINED
DREAMWORKS ANIMATION SKG INC	CL A	26153C103	4,030	99,000	SH		DEFINED
DREAMWORKS ANIMATION SKG INC	CL A	26153C103	73,455	1,804,350	SH		DEFINED
DU PONT E I DE NEMOURS & CO	COM	263534109	6,750	131,733	SH		DEFINED
DU PONT E I DE NEMOURS & CO	COM	263534109	25,766	502,850	SH		DEFINED
DU PONT E I DE NEMOURS & CO	COM	263534109	101,187	1,974,774	SH		DEFINED
E M C CORP MASS	COM	268648102	1,191	96,700	SH		DEFINED
E M C CORP MASS	COM	268648102	16,417	1,332,530	SH		DEFINED
E M C CORP MASS	COM	268648102	39,446	3,201,750	SH		DEFINED
ENSCO INTL INC	COM	26874Q100	829	22,000	SH		DEFINED
ENSCO INTL INC	COM	26874Q100	9,415	250,000	SH		DEFINED
ENI S P A	SPONSORED ADR	26874R108	423	3,250	SH		DEFINED
EPIQ SYS INC	COM	26882D109	11,698	902,652	SH		DEFINED
EBAY INC	COM	278642103	13,749	369,046	SH		DEFINED
EBAY INC	COM	278642103	168,560	4,524,484	SH		DEFINED
ELITE PHARMACEUTICALS INC	CL A NEW	28659T200	153	34,800	SH		DEFINED
ELONG INC	SPONSORED ADR	290138205	358	39,950	SH		DEFINED
EMERSON ELEC CO	COM	291011104	318	4,900	SH		DEFINED
EMERSON ELEC CO	COM	291011104	117	1,800	SH		DEFINED
EMERSON ELEC CO	COM	291011104	14,460	222,709	SH		DEFINED
ENCANA CORP	COM	292505104	8,035	114,100	SH		DEFINED
ENBRIDGE INC	COM	29250N105	1,297	25,200	SH		DEFINED

7

ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	ITEM 6
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NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION
ENBRIDGE INC	COM	29250N105	9,947	193,220	SH		DEFINED
ENCYSIVE PHARMACEUTICALS INC	COM	29256X107	1,991	194,900	SH		DEFINED
ENCYSIVE PHARMACEUTICALS INC	COM	29256X107	102	10,000	SH		DEFINED
ENCYSIVE PHARMACEUTICALS INC	COM	29256X107	5,195	508,600	SH		DEFINED
ENDEAVOUR INTL CORP	COM	29259G101	349	100,000	SH		DEFINED
ENGINEERED SUPPORT SYS INC	COM	292866100	956	17,850	SH		DEFINED
ENTERASYS NETWORKS INC	COM	293637104	1,820	1,300,000	SH		DEFINED
EPICOR SOFTWARE CORP	COM	29426L108	3,864	295,300	SH		DEFINED
EPICOR SOFTWARE CORP	COM	29426L108	10,094	771,400	SH		DEFINED
EQUITABLE RES INC	COM	294549100	28,720	500,000	SH		DEFINED
EQUITY LIFESTYLE PPTYS INC	COM	29472R108	712	20,200	SH		DEFINED
EQUITY OFFICE PROPERTIES TRUST	COM	294741103	324	10,750	SH		DEFINED
EQUITY OFFICE PROPERTIES TRUST	COM	294741103	1,782	59,159	SH		DEFINED
EURONET WORLDWIDE INC	COM	298736109	4,617	161,700	SH		DEFINED
EURONET WORLDWIDE INC	COM	298736109	60,958	2,134,750	SH		DEFINED
EXELON CORP	COM	30161N101	14,354	312,800	SH		DEFINED
EXELON CORP	COM	30161N101	28,472	620,450	SH		DEFINED
EXPEDITORS INT'L WASH INC	COM	302130109	5,617	104,900	SH		DEFINED
EXPEDITORS INT'L WASH INC	COM	302130109	69,068	1,289,900	SH		DEFINED
EYETECH PHARMACEUTICALS INC	COM	302297106	415	15,100	SH		DEFINED
EYETECH PHARMACEUTICALS INC	COM	302297106	5,636	205,000	SH		DEFINED
EXXON MOBIL CORP	COM	30231G102	27,118	455,003	SH		DEFINED
EXXON MOBIL CORP	COM	30231G102	44,371	744,487	SH		DEFINED
EXXON MOBIL CORP	COM	30231G102	373,874	6,273,053	SH		DEFINED
FLIR SYS INC	COM	302445101	11,328	374,100	SH		DEFINED
FLIR SYS INC	COM	302445101	29,980	990,100	SH		DEFINED
FACTSET RESH SYS INC	COM	303075105	21,609	654,625	SH		DEFINED
FACTSET RESH SYS INC	COM	303075105	87,550	2,652,236	SH		DEFINED
FAIRCHILD SEMICONDUCTOR INTL	COM	303726103	7,055	460,200	SH		DEFINED
FAMILY DLR STORES INC	COM	307000109	4,229	139,300	SH		DEFINED
FAMILY DLR STORES INC	COM	307000109	61,649	2,030,600	SH		DEFINED
FASTENAL CO	COM	311900104	2,242	40,550	SH		DEFINED
FASTENAL CO	COM	311900104	30,880	558,400	SH		DEFINED
FEDERAL HOME LN MTG CORP	COM	313400301	3,583	56,700	SH		DEFINED
FEDERAL HOME LN MTG CORP	COM	313400301	49,542	783,900	SH		DEFINED
FEDERAL NATL MTG ASSN	COM	313586109	2,287	42,000	SH		DEFINED
FEDERAL NATL MTG ASSN	COM	313586109	39	725	SH		DEFINED
FEDERAL NATL MTG ASSN	COM	313586109	53,388	980,500	SH		DEFINED
FEDERATED DEPT STORES INC DE	COM	31410H101	15,490	243,400	SH		DEFINED
FEDEX CORP	COM	31428X106	5,698	60,650	SH		DEFINED
FEDEX CORP	COM	31428X106	54,649	581,679	SH		DEFINED
FINANCIAL FED CORP	COM	317492106	7,668	216,800	SH		DEFINED
FINANCIAL FED CORP	COM	317492106	50,839	1,437,337	SH		DEFINED
FIRST DATA CORP	COM	319963104	8,872	225,700	SH		DEFINED
FIRST DATA CORP	COM	319963104	23,040	586,100	SH		DEFINED
FIRST DATA CORP	COM	319963104	129,906	3,304,650	SH		DEFINED

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ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	ITEM 6		
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION
FLUOR CORP NEW	COM	343412102	3,795	68,464	SH		DEFINED
FLUOR CORP NEW	COM	343412102	51,714	932,964	SH		DEFINED
FOREST LABS INC	CL A	345838106	405	10,950	SH		DEFINED
FOREST LABS INC	CL A	345838106	5,639	152,600	SH		DEFINED
FOREST OIL CORP	COM PAR \$0.01	346091705	308	7,600	SH		DEFINED
FOREST OIL CORP	COM PAR \$0.01	346091705	4,755	117,400	SH		DEFINED
FORMFACTOR INC	COM	346375108	7,601	335,800	SH		DEFINED
FORMFACTOR INC	COM	346375108	19,879	878,250	SH		DEFINED
FOSSIL INC	COM	349882100	35,645	1,374,928	SH		DEFINED
FOUNDATION COAL HLDGS INC	COM	35039W100	324	13,800	SH		DEFINED
FOUNDATION COAL HLDGS INC	COM	35039W100	8,264	351,500	SH		DEFINED
FOXHOLLOW TECHNOLOGIES INC	COM	35166A103	3,002	106,800	SH		DEFINED
FOXHOLLOW TECHNOLOGIES INC	COM	35166A103	7,827	278,500	SH		DEFINED
FRANKLIN RES INC	COM	354613101	6,899	100,500	SH		DEFINED
FRANKLIN RES INC	COM	354613101	65,748	957,725	SH		DEFINED
FREEPORT-MCMORAN COPPER & GOLD	CL B	35671D857	3,354	84,664	SH		DEFINED
FREEPORT-MCMORAN COPPER & GOLD	CL B	35671D857	41,211	1,040,427	SH		DEFINED
FRIEDMAN BILLINGS RAMSEY GRO	CL A	358434108	10,316	650,000	SH		DEFINED
GANNETT INC	COM	364730101	601	7,600	SH		DEFINED
GANNETT INC	COM	364730101	4,974	62,900	SH		DEFINED
GEN-PROBE INC NEW	COM	36866T103	536	12,000	SH		DEFINED
GEN-PROBE INC NEW	COM	36866T103	7,460	166,900	SH		DEFINED
GENENTECH INC	COM NEW	368710406	5,803	102,514	SH		DEFINED
GENENTECH INC	COM NEW	368710406	56,215	993,028	SH		DEFINED
GENERAL DYNAMICS CORP	COM	369550108	13,151	122,850	SH		DEFINED
GENERAL DYNAMICS CORP	COM	369550108	160,427	1,498,615	SH		DEFINED
GENERAL ELEC CO	COM	369604103	57,404	1,591,915	SH		DEFINED
GENERAL ELEC CO	COM	369604103	61,101	1,694,426	SH		DEFINED
GENERAL ELEC CO	COM	369604103	539,002	14,947,368	SH		DEFINED
GENTEX CORP	COM	371901109	5,511	172,850	SH		DEFINED
GENTEX CORP	COM	371901109	52,411	1,643,755	SH		DEFINED
GENUINE PARTS CO	COM	372460105	659	15,150	SH		DEFINED
GENUINE PARTS CO	COM	372460105	87	2,000	SH		DEFINED
GENUINE PARTS CO	COM	372460105	3,618	83,195	SH		DEFINED
GENZYME CORP	COM GENL DIV	372917104	5,777	100,900	SH		DEFINED
GENZYME CORP	COM GENL DIV	372917104	244	4,255	SH		DEFINED
GENZYME CORP	COM GENL DIV	372917104	75,966	1,326,800	SH		DEFINED
GERDAU AMERISTEEL CORP	COM	37373P105	529	87,462	SH		DEFINED
GERDAU AMERISTEEL CORP	COM	37373P105	5,521	912,538	SH		DEFINED
GETTY IMAGES INC	COM	374276103	16,291	229,094	SH		DEFINED
GETTY IMAGES INC	COM	374276103	121,971	1,715,244	SH		DEFINED
GILEAD SCIENCES INC	COM	375558103	13,545	378,400	SH		DEFINED
GILEAD SCIENCES INC	COM	375558103	195,171	5,452,475	SH		DEFINED
GILLETTE CO	COM	375766102	25,497	505,098	SH		DEFINED
GILLETTE CO	COM	375766102	40	800	SH		DEFINED
GLOBAL PAYMENTS INC	COM	37940X102	1,064	16,500	SH		DEFINED

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9

ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	ITEM 6		
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION
GLOBAL PAYMENTS INC	COM	37940X102	16,026	248,500	SH		DEFINED
GOLDMAN SACHS GROUP INC	COM	38141G104	45,397	412,735	SH		DEFINED
GOLDMAN SACHS GROUP INC	COM	38141G104	11	100	SH		DEFINED
GOLDMAN SACHS GROUP INC	COM	38141G104	333,901	3,035,742	SH		DEFINED
GOODRICH CORP	COM	382388106	479	12,500	SH		DEFINED
GOODRICH CORP	COM	382388106	2,656	69,378	SH		DEFINED
GOOGLE INC	CL A	38259P508	28,645	158,710	SH		DEFINED
GOOGLE INC	CL A	38259P508	233,302	1,292,640	SH		DEFINED
GRUPO TELEVIS SA DE CV	SP ADR REP	ORD 40049J206	5,608	95,380	SH		DEFINED
GUIDANT CORP	COM	401698105	3,843	52,000	SH		DEFINED
GUIDANT CORP	COM	401698105	48,371	654,550	SH		DEFINED
GUITAR CTR MGMT INC	COM	402040109	5,571	101,600	SH		DEFINED
GUITAR CTR MGMT INC	COM	402040109	14,570	265,700	SH		DEFINED
HCA-HEALTHCARE CO	COM	404119109	6,337	118,300	SH		DEFINED
HCA-HEALTHCARE CO	COM	404119109	131,395	2,452,774	SH		DEFINED
HARLEY DAVIDSON INC	COM	412822108	29,716	514,475	SH		DEFINED
HARLEY DAVIDSON INC	COM	412822108	158,312	2,740,858	SH		DEFINED
HARMAN INTL INDS INC	COM	413086109	7,160	80,942	SH		DEFINED
HARMAN INTL INDS INC	COM	413086109	81,459	920,862	SH		DEFINED
HARRAHS ENTMT INC	COM	413619107	807	12,500	SH		DEFINED
HARRAHS ENTMT INC	COM	413619107	14,764	228,612	SH		DEFINED
HARTFOLD FINL SVCS GROUP INC	COM	416515104	154	2,250	SH		DEFINED
HARTFOLD FINL SVCS GROUP INC	COM	416515104	13,712	200,000	SH		DEFINED
HEALTH MGMT ASSOC INC NEW	CL A	421933102	1,412	53,950	SH		DEFINED
HEALTH MGMT ASSOC INC NEW	CL A	421933102	18,915	722,500	SH		DEFINED
HEADWATERS INC	COM	42210P102	11,910	362,600	SH		DEFINED
HEADWATERS INC	COM	42210P102	71,715	2,183,450	SH		DEFINED
HERSHEY FOODS CORP	COM	427866108	1,629	26,950	SH		DEFINED
HERSHEY FOODS CORP	COM	427866108	20,212	334,300	SH		DEFINED
HILTON HOTELS CORP	COM	432848109	134	6,000	SH		DEFINED
HILTON HOTELS CORP	COM	432848109	17,902	801,000	SH		DEFINED
HOLOGIC INC	COM	436440101	6,707	210,400	SH		DEFINED
HOLOGIC INC	COM	436440101	17,552	550,650	SH		DEFINED
HOME DEPOT INC	COM	437076102	26,161	684,120	SH		DEFINED
HOME DEPOT INC	COM	437076102	10	250	SH		DEFINED
HOME DEPOT INC	COM	437076102	153,859	4,023,501	SH		DEFINED
HONEYWELL INTL INC	COM	438516106	23,924	642,955	SH		DEFINED
HONEYWELL INTL INC	COM	438516106	41	1,100	SH		DEFINED
HUNT J B TRANS SVCS INC	COM	445658107	56,949	1,301,241	SH		DEFINED
HUNTSMAN CORP	COM	447011107	163	7,000	SH		DEFINED
HUNTSMAN CORP	COM	447011107	11,952	512,500	SH		DEFINED
IAC INTERACTIVECORP	COM	44919P102	659	29,700	SH		DEFINED
ICOS CORP	COM	449295104	835	37,300	SH		DEFINED
ICOS CORP	COM	449295104	11,399	509,000	SH		DEFINED
ITT EDUCATIONAL SERVICES INC	COM	45068B109	53,081	1,094,452	SH		DEFINED
ICICI BK LTD	ADR	45104G104	1,036	50,000	SH		DEFINED

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10

ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	ITEM 6		
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION
IDEX CORP	COM	45167R104	1,916	47,475	SH		DEFINED
IDEX CORP	COM	45167R104	25,802	639,450	SH		DEFINED
ILLINOIS TOOL WKS INC	COM	452308109	5,906	65,966	SH		DEFINED
ILLINOIS TOOL WKS INC	COM	452308109	11,758	131,330	SH		DEFINED
ILLINOIS TOOL WKS INC	COM	452308109	76,956	859,550	SH		DEFINED
IMPERIAL OIL LTD	COM NEW	453038408	1,450	19,050	SH		DEFINED
INCO LTD	COM	453258402	3,329	83,650	SH		DEFINED
INCO LTD	COM	453258402	32,457	815,500	SH		DEFINED
INTEL CORP	COM	458140100	8,480	365,046	SH		DEFINED
INTEL CORP	COM	458140100	22,982	989,307	SH		DEFINED
INTEL CORP	COM	458140100	165,577	7,127,740	SH		DEFINED
INTER TEL INC	COM	458372109	2,456	100,350	SH		DEFINED
INTER TEL INC	COM	458372109	6,417	262,200	SH		DEFINED
INTERGRAPH CORP	COM	458683109	17,528	610,000	SH		DEFINED
INTERNATIONAL BUSINESS MACHS	COM	459200101	923	10,100	SH		DEFINED
INTERNATIONAL BUSINESS MACHS	COM	459200101	20,047	219,376	SH		DEFINED
INTERNATIONAL BUSINESS MACHS	COM	459200101	21,630	236,700	SH		DEFINED
INTL PAPER CO	COM	460146103	1,556	42,300	SH		DEFINED
INTL PAPER CO	COM	460146103	29,721	807,850	SH		DEFINED
IOWA TELECOMM SERVICES INC	COM	462594201	1,736	89,050	SH		DEFINED
IOWA TELECOMM SERVICES INC	COM	462594201	14,118	723,995	SH		DEFINED
ISHARES INC	MSCI PAC J IDX	464286665	1,070	11,900	SH		DEFINED
ISHARES INC	MSCI TAIWAN	464286731	2,538	219,150	SH		DEFINED
ISHARES INC	MSCI JAPAN	464286848	5,245	500,000	SH		DEFINED
ISHARES INC	MSCI HONG KONG	464286871	518	45,000	SH		DEFINED
ISHARES TR	MSCI EAFE IDX	464287465	1,112	7,000	SH		DEFINED
ISHARES TR	RUSL 2000 GROW	464287648	9,959	159,340	SH		DEFINED
IVAX CORP	COM	465823102	4,503	227,762	SH		DEFINED
IVAX CORP	COM	465823102	60,591	3,064,804	SH		DEFINED
J P MORGAN CHASE & CO	COM	46625H100	6,985	201,886	SH		DEFINED
J P MORGAN CHASE & CO	COM	46625H100	682	19,700	SH		DEFINED
J P MORGAN CHASE & CO	COM	46625H100	70,354	2,033,341	SH		DEFINED
JABIL CIRCUIT INC	COM	466313103	9,956	349,100	SH		DEFINED
JACOBS ENGR GROUP INC DEL	COM	469814107	7,965	153,400	SH		DEFINED
JACOBS ENGR GROUP INC DEL	COM	469814107	26,887	517,850	SH		DEFINED
JOHNSON & JOHNSON	COM	478160104	18,133	270,000	SH		DEFINED
JOHNSON & JOHNSON	COM	478160104	43,504	647,771	SH		DEFINED
JOHNSON & JOHNSON	COM	478160104	202,383	3,013,445	SH		DEFINED
JUNIPER NETWORKS INC	COM	48203R104	966	43,800	SH		DEFINED
JUNIPER NETWORKS INC	COM	48203R104	17,266	782,500	SH		DEFINED
KFX INC	COM	48245L107	737	55,000	SH		DEFINED
KLA-TENCOR CORP	COM	482480100	97	2,100	SH		DEFINED
KLA-TENCOR CORP	COM	482480100	10,977	238,600	SH		DEFINED
K2 INC	COM	482732104	4,678	340,200	SH		DEFINED

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KANSAS CITY SOUTHN INDS INC	COM NEW	485170302	9,257	480,650	SH	DEFINED
KANSAS CITY SOUTHN INDS INC	COM NEW	485170302	57,436	2,982,120	SH	DEFINED

11

ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	ITEM 6	
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL INVESTMENT DISCRETION
KELLOGG CO	COM	487836108	6,685	154,503	SH	DEFINED
KELLOGG CO	COM	487836108	82,364	1,903,500	SH	DEFINED
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	900	20,000	SH	DEFINED
KINDER MORGAN INC KANS	COM	49455P101	2,154	28,450	SH	DEFINED
KINDER MORGAN INC KANS	COM	49455P101	17,873	236,105	SH	DEFINED
KINDER MORGAN INC KANS	COM	49455P101	15,723	207,708	SH	DEFINED
KNIGHT RIDDER INC	COM	499040103	551	8,200	SH	DEFINED
KNIGHT RIDDER INC	COM	499040103	3,030	45,050	SH	DEFINED
KOHL'S CORP	COM	500255104	7,073	137,000	SH	DEFINED
KOHL'S CORP	COM	500255104	82,568	1,599,225	SH	DEFINED
KONINKLIJKE PHILIPS ELECTRS NV	SP ADR NEW2000	500472303	479	17,400	SH	DEFINED
KRONOS INC	COM	501052104	11,956	234,300	SH	DEFINED
KRONOS INC	COM	501052104	31,156	610,550	SH	DEFINED
KYPHON INC	COM	501577100	961	38,250	SH	DEFINED
KYPHON INC	COM	501577100	12,851	511,500	SH	DEFINED
LKQ CORP	COM	501889208	22,086	1,101,826	SH	DEFINED
LTX CORP	COM	502392103	2,183	495,000	SH	DEFINED
L-3 COMMUNICATIONS HDGS INC	COM	502424104	1,406	19,800	SH	DEFINED
L-3 COMMUNICATIONS HDGS INC	COM	502424104	18,394	259,000	SH	DEFINED
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	2,111	43,800	SH	DEFINED
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	29,262	607,100	SH	DEFINED
LAM RESEARCH CORP	COM	512807108	1,419	49,150	SH	DEFINED
LAM RESEARCH CORP	COM	512807108	28,936	1,002,450	SH	DEFINED
LAMAR ADVERTISING CO	CL A	512815101	2,310	57,350	SH	DEFINED
LAMAR ADVERTISING CO	CL A	512815101	31,120	772,500	SH	DEFINED
LAS VEGAS SANDS CORP	COM	517834107	7,715	171,450	SH	DEFINED
LAS VEGAS SANDS CORP	COM	517834107	94,640	2,103,110	SH	DEFINED
LAUDER ESTEE COS INC	CL A	518439104	2,418	53,750	SH	DEFINED
LAUDER ESTEE COS INC	CL A	518439104	39,286	873,400	SH	DEFINED
LEGG MASON INC	COM	524901105	13,090	167,525	SH	DEFINED
LEGG MASON INC	COM	524901105	145,657	1,864,050	SH	DEFINED
LEXMARK INTL NEW	CL A	529771107	7,443	93,075	SH	DEFINED
LEXMARK INTL NEW	CL A	529771107	108,155	1,352,445	SH	DEFINED
LIBERTY MEDIA CORP NEW	COM SER A	530718105	6,412	618,358	SH	DEFINED
LIBERTY MEDIA CORP NEW	COM SER A	530718105	76,966	7,421,950	SH	DEFINED
LINCOLN NATL CORP IND	COM	534187109	460	10,200	SH	DEFINED
LINCOLN NATL CORP IND	COM	534187109	13,700	303,500	SH	DEFINED
LINEAR TECHNOLOGY CORP	COM	535678106	3,836	99,965	SH	DEFINED
LINEAR TECHNOLOGY CORP	COM	535678106	36,519	951,634	SH	DEFINED
LOCKHEED MARTIN CORP	COM	539830109	10,078	165,044	SH	DEFINED
LOCKHEED MARTIN CORP	COM	539830109	124,073	2,031,986	SH	DEFINED
LONGS DRUG STORES CORP	COM	543162101	494	14,450	SH	DEFINED
LONGS DRUG STORES CORP	COM	543162101	5,749	168,000	SH	DEFINED

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LOWES COS INC	COM	548661107	40	700	SH	DEFINED
LOWES COS INC	COM	548661107	15,700	275,000	SH	DEFINED
MEMC ELECTR MATLS INC	COM	552715104	2,234	166,100	SH	DEFINED

12

ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	ITEM 6	
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL INVESTMENT DISCRETION
MEMC ELECTR MATLS INC	COM	552715104	29,396	2,185,550	SH	DEFINED
MGIC INVT CORP WIS	COM	552848103	550	8,919	SH	DEFINED
MGIC INVT CORP WIS	COM	552848103	3,027	49,077	SH	DEFINED
MGI PHARMA INC	COM	552880106	14,636	579,173	SH	DEFINED
MACROVISION CORP	COM	555904101	7,055	311,150	SH	DEFINED
MACROVISION CORP	COM	555904101	18,819	829,950	SH	DEFINED
MACROMEDIA INC	COM	556100105	10,254	306,450	SH	DEFINED
MACROMEDIA INC	COM	556100105	28,961	865,550	SH	DEFINED
MANPOWER INC	COM	56418H100	19,837	455,805	SH	DEFINED
MANPOWER INC	COM	56418H100	12,434	285,700	SH	DEFINED
MARSH & MCLENNAN COS INC	COM	571748102	1,588	52,200	SH	DEFINED
MARSH & MCLENNAN COS INC	COM	571748102	19,952	655,879	SH	DEFINED
MARRIOTT INTL INC NEW	CL A	571903202	7,855	117,478	SH	DEFINED
MARRIOTT INTL INC NEW	CL A	571903202	94,212	1,409,100	SH	DEFINED
MARTEK BIOSCIENCES CORP	COM	572901106	23,858	409,477	SH	DEFINED
MARTEK BIOSCIENCES CORP	COM	572901106	95,704	1,642,563	SH	DEFINED
MARVEL ENTERPRISES INC	COM	57383M108	8,276	413,800	SH	DEFINED
MASCO CORP	COM	574599106	2,524	72,800	SH	DEFINED
MASCO CORP	COM	574599106	33,751	973,500	SH	DEFINED
MATTEL INC	COM	577081102	654	30,650	SH	DEFINED
MATTSON TECHNOLOGY INC	COM	577223100	1,266	160,000	SH	DEFINED
MATTSON TECHNOLOGY INC	COM	577223100	17,048	2,153,850	SH	DEFINED
MAXIM INTEGRATED PRODS INC	COM	57772K101	1,869	45,790	SH	DEFINED
MAXIM INTEGRATED PRODS INC	COM	57772K101	27,199	666,322	SH	DEFINED
MAY DEPT STORES CO	COM	577778103	655	17,700	SH	DEFINED
MAY DEPT STORES CO	COM	577778103	3,595	97,102	SH	DEFINED
MCAFEE INC	COM	579064106	3,801	168,500	SH	DEFINED
MCAFEE INC	COM	579064106	9,919	439,650	SH	DEFINED
MCCORMICK & CO INC	COM NON VTG	579780206	1,716	49,850	SH	DEFINED
MCDONALDS CORP	COM	580135101	6	200	SH	DEFINED
MCDONALDS CORP	COM	580135101	12,456	400,000	SH	DEFINED
MEDIMMUNE INC	COM	584699102	83	3,500	SH	DEFINED
MEDIMMUNE INC	COM	584699102	7,472	314,000	SH	DEFINED
MEDTRONIC INC	COM	585055106	19,588	384,456	SH	DEFINED
MEDTRONIC INC	COM	585055106	29,021	569,604	SH	DEFINED
MEDTRONIC INC	COM	585055106	224,291	4,402,180	SH	DEFINED
MELLON FINL CORP	COM	58551A108	2,160	75,700	SH	DEFINED
MELLON FINL CORP	COM	58551A108	51	1,800	SH	DEFINED
MELLON FINL CORP	COM	58551A108	18,534	649,400	SH	DEFINED
MERCURY INTERACTIVE CORP	COM	589405109	1,134	23,950	SH	DEFINED
MERCURY INTERACTIVE CORP	COM	589405109	23,855	503,850	SH	DEFINED
MEREDITH CORP	COM	589433101	937	20,050	SH	DEFINED
MEREDITH CORP	COM	589433101	12,482	267,000	SH	DEFINED
MERRILL LYNCH & CO INC	COM	590188108	1,095	19,350	SH	DEFINED

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MERRILL LYNCH & CO INC	COM	590188108	28	500	SH	DEFINED
MERRILL LYNCH & CO INC	COM	590188108	7,838	138,472	SH	DEFINED

13

ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	ITEM 6	
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL INVESTMENT DISCRETION
MICROS SYS INC	COM	594901100	9,520	259,650	SH	DEFINED
MICROS SYS INC	COM	594901100	24,855	677,900	SH	DEFINED
MICROSOFT CORP	COM	594918104	47,377	1,960,554	SH	DEFINED
MICROSOFT CORP	COM	594918104	18,617	770,430	SH	DEFINED
MICROSOFT CORP	COM	594918104	411,067	17,010,846	SH	DEFINED
MICROSTRATEGY INC	CL A NEW	594972408	7,726	142,368	SH	DEFINED
MICROSTRATEGY INC	CL A NEW	594972408	47,088	867,736	SH	DEFINED
MICROCHIP TECHNOLOGY INC	COM	595017104	13,992	538,690	SH	DEFINED
MICROCHIP TECHNOLOGY INC	COM	595017104	172,055	6,623,888	SH	DEFINED
MICROSEMI CORP	COM	595137100	2,750	169,050	SH	DEFINED
MICROSEMI CORP	COM	595137100	7,201	442,700	SH	DEFINED
MINERALS TECHNOLOGIES INC	COM	603158106	10,091	153,400	SH	DEFINED
MINERALS TECHNOLOGIES INC	COM	603158106	25,733	391,200	SH	DEFINED
MOLEX INC	COM	608554101	235	8,900	SH	DEFINED
MOLEX INC	COM	608554101	7,441	282,000	SH	DEFINED
MOLEX INC	CL A	608554200	1,189	50,450	SH	DEFINED
MOLEX INC	CL A	608554200	26,159	1,109,600	SH	DEFINED
MOLSON COORS BREWING CO	CL B	60871R209	1,389	18,000	SH	DEFINED
MOLSON COORS BREWING CO	CL B	60871R209	26,542	343,948	SH	DEFINED
MONSANTO CO NEW	COM	61166W101	10,607	164,450	SH	DEFINED
MONSANTO CO NEW	COM	61166W101	105,740	1,639,380	SH	DEFINED
MOODYS CORP	COM	615369105	4,496	55,600	SH	DEFINED
MOODYS CORP	COM	615369105	42,997	531,750	SH	DEFINED
MORGAN STANLEY	COM NEW	617446448	2,157	37,678	SH	DEFINED
MORGAN STANLEY	COM NEW	617446448	38,236	667,869	SH	DEFINED
MORGAN STANLEY	COM NEW	617446448	41,852	731,035	SH	DEFINED
MURPHY OIL CORP	COM	626717102	3,021	30,600	SH	DEFINED
NBTY INC	COM	628782104	941	37,500	SH	DEFINED
NBTY INC	COM	628782104	8,046	320,700	SH	DEFINED
NATIONAL INSTRUMENTS CORP	COM	636518102	7,700	285,600	SH	DEFINED
NATIONAL INSTRUMENTS CORP	COM	636518102	20,371	755,600	SH	DEFINED
NATIONAL-OILWELL INC	COM	637071101	257	5,500	SH	DEFINED
NATIONAL-OILWELL INC	COM	637071101	149	3,200	SH	DEFINED
NATIONAL-OILWELL INC	COM	637071101	1,409	30,178	SH	DEFINED
NATURAL RESOURCE PARTNERS L	COM UNIT L P	63900P103	6,090	113,900	SH	DEFINED
NAUTILUS GROUP INC	COM	63910B102	12,255	515,800	SH	DEFINED
NAUTILUS GROUP INC	COM	63910B102	32,124	1,352,000	SH	DEFINED
NETWORK APPLIANCE INC	COM	64120L104	2,383	86,150	SH	DEFINED
NETWORK APPLIANCE INC	COM	64120L104	33,198	1,200,200	SH	DEFINED
NEUROCRINE BIOSCIENCES INC	COM	64125C109	734	19,300	SH	DEFINED
NEUROCRINE BIOSCIENCES INC	COM	64125C109	9,824	258,400	SH	DEFINED
NEW YORK CMNTY BANCORP INC	COM	649445103	291	16,000	SH	DEFINED
NEW YORK CMNTY BANCORP INC	COM	649445103	1,594	87,780	SH	DEFINED
NEWFIELD EXPL CO	COM	651290108	31,353	422,200	SH	DEFINED
NEWFIELD EXPL CO	COM	651290108	98,197	1,322,342	SH	DEFINED

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NEWMONT MINING CORP COM 651639106 3,080 72,900 SH DEFINED

14

ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	ITEM 6		
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION
NEWMONT MINING CORP	COM	651639106	1	31	SH		DEFINED
NEWMONT MINING CORP	COM	651639106	40,450	957,400	SH		DEFINED
NEWS CORP	CL A	65248E104	1,484	87,700	SH		DEFINED
NEWS CORP	CL A	65248E104	180	10,640	SH		DEFINED
NEWS CORP	CL A	65248E104	26,449	1,563,200	SH		DEFINED
NEWS CORP	CL B	65248E203	9,967	566,000	SH		DEFINED
NIKE INC	CL B	654106103	290	3,480	SH		DEFINED
NIKE INC	CL B	654106103	9,106	109,300	SH		DEFINED
NINETOWNS DIGI WRLD TRADE HL	SPONSORED ADR	654407105	573	63,000	SH		DEFINED
NINETOWNS DIGI WRLD TRADE HL	SPONSORED ADR	654407105	1,023	112,450	SH		DEFINED
NOBLE ENERGY INC	COM	655044105	1,109	16,300	SH		DEFINED
NOBLE ENERGY INC	COM	655044105	34,529	507,625	SH		DEFINED
NORDSON CORP	COM	655663102	7,436	202,124	SH		DEFINED
NORDSON CORP	COM	655663102	19,415	527,726	SH		DEFINED
NORDSTROM INC	COM	655664100	1,174	21,200	SH		DEFINED
NORDSTROM INC	COM	655664100	16,296	294,250	SH		DEFINED
NORFOLK SOUTHERN CORP	COM	655844108	737	19,900	SH		DEFINED
NORFOLK SOUTHERN CORP	COM	655844108	7,417	200,200	SH		DEFINED
NORTHERN TR CORP	COM	665859104	1,710	39,300	SH		DEFINED
NORTHERN TR CORP	COM	665859104	11,086	254,810	SH		DEFINED
NORTHERN TR CORP	COM	665859104	39,002	896,500	SH		DEFINED
NORTHROP GRUMMAN CORP	COM	666807102	23,055	427,108	SH		DEFINED
NORTHROP GRUMMAN CORP	COM	666807102	36	675	SH		DEFINED
NOVARTIS A G	SPONSORED ADR	66987V109	9,127	195,100	SH		DEFINED
NU SKIN ENTERPRISES INC	CL A	67018T105	7,682	341,250	SH		DEFINED
NU SKIN ENTERPRISES INC	CL A	67018T105	20,068	891,500	SH		DEFINED
OCCIDENTAL PETE CORP DEL	COM	674599105	505	7,100	SH		DEFINED
ODYSSEY HEALTHCARE INC	COM	67611V101	22,347	1,901,036	SH		DEFINED
OMNICOM GROUP INC	COM	681919106	15,521	175,335	SH		DEFINED
OMNICOM GROUP INC	COM	681919106	11,100	125,400	SH		DEFINED
ONEOK INC NEW	COM	682680103	62	2,000	SH		DEFINED
ONEOK INC NEW	COM	682680103	2,506	81,300	SH		DEFINED
OPEN JT STK CO-VIMPEL COMMUN	SPONSORED ADR	68370R109	688	20,000	SH		DEFINED
ORACLE CORP	COM	68389X105	11,590	929,050	SH		DEFINED
ORACLE CORP	COM	68389X105	11,225	899,835	SH		DEFINED
ORACLE CORP	COM	68389X105	147,152	11,795,750	SH		DEFINED
O REILLY AUTOMOTIVE INC	COM	686091109	11,379	229,550	SH		DEFINED
O REILLY AUTOMOTIVE INC	COM	686091109	67,935	1,370,496	SH		DEFINED
OXFORD INDS INC	COM	691497309	10,873	297,150	SH		DEFINED
OXFORD INDS INC	COM	691497309	29,312	801,100	SH		DEFINED
P F CHANGS CHINA BISTRO INC	COM	69333Y108	131	2,200	SH		DEFINED
P F CHANGS CHINA							

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BISTRO INC	COM	69333Y108	9,674	162,000	SH	DEFINED
PPL CORP	COM	69351T106	1,798	33,300	SH	DEFINED
PPL CORP	COM	69351T106	324	6,000	SH	DEFINED
PPL CORP	COM	69351T106	20,705	383,500	SH	DEFINED
PACIFICARE HEALTH SYS DEL	COM	695112102	4,864	85,450	SH	DEFINED

15

ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	ITEM 6	
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL INVESTMENT DISCRETION
PACIFICARE HEALTH SYS DEL	COM	695112102	84,532	1,485,100	SH	DEFINED
PANERA BREAD CO	CL A	69840W108	642	11,356	SH	DEFINED
PANERA BREAD CO	CL A	69840W108	565	10,000	SH	DEFINED
PANERA BREAD CO	CL A	69840W108	16,692	295,307	SH	DEFINED
PATTERSON UTI ENERGY INC	COM	703481101	13,401	535,700	SH	DEFINED
PATTERSON UTI ENERGY INC	COM	703481101	89,281	3,569,084	SH	DEFINED
PAYCHEX INC	COM	704326107	9,063	275,800	SH	DEFINED
PAYCHEX INC	COM	704326107	107,996	3,286,550	SH	DEFINED
PEABODY ENERGY CORP	COM	704549104	1,493	32,200	SH	DEFINED
PEABODY ENERGY CORP	COM	704549104	14,928	322,000	SH	DEFINED
PEPSICO INC	COM	713448108	6,415	120,966	SH	DEFINED
PEPSICO INC	COM	713448108	43,389	818,206	SH	DEFINED
PEPSICO INC	COM	713448108	81,541	1,537,630	SH	DEFINED
PETROKAZAKHSTAN INC	COM	71649P102	402	10,000	SH	DEFINED
PETSMART INC	COM	716768106	1,144	39,800	SH	DEFINED
PFIZER INC	COM	717081103	18,296	696,474	SH	DEFINED
PFIZER INC	COM	717081103	46,974	1,788,132	SH	DEFINED
PFIZER INC	COM	717081103	225,688	8,591,081	SH	DEFINED
PHELPS DODGE CORP	COM	717265102	2,986	29,350	SH	DEFINED
PHELPS DODGE CORP	COM	717265102	43,856	431,100	SH	DEFINED
PLACER DOME INC	COM	725906101	304	18,714	SH	DEFINED
PLANTRONICS INC NEW	COM	727493108	7,513	197,300	SH	DEFINED
PLANTRONICS INC NEW	COM	727493108	19,573	514,000	SH	DEFINED
POWER-ONE INC	COM	739308104	342	70,300	SH	DEFINED
PRICE T ROWE GROUP INC	COM	74144T108	5,519	92,980	SH	DEFINED
PRICE T ROWE GROUP INC	COM	74144T108	52,600	886,117	SH	DEFINED
PROCTER & GAMBLE CO	COM	742718109	4,282	80,800	SH	DEFINED
PROCTER & GAMBLE CO	COM	742718109	53,827	1,015,601	SH	DEFINED
PROGRESS ENERGY INC	COM	743263105	206	4,918	SH	DEFINED
PROLOGIS TR	SH BEN INT	743410102	345	9,300	SH	DEFINED
PROLOGIS TR	SH BEN INT	743410102	6,143	165,569	SH	DEFINED
PROLOGIS TR	SH BEN INT	743410102	1,890	50,945	SH	DEFINED
PROVIDE COMM INC	COM	74373W103	805	27,800	SH	DEFINED
PRUDENTIAL FINL INC	COM	744320102	3,160	55,048	SH	DEFINED
PRUDENTIAL FINL INC	COM	744320102	68,218	1,188,471	SH	DEFINED
PSYCHIATRIC SOLUTIONS INC	COM	74439H108	83	1,800	SH	DEFINED
PSYCHIATRIC SOLUTIONS INC	COM	74439H108	16,148	351,202	SH	DEFINED
QUALCOMM INC	COM	747525103	7,373	201,250	SH	DEFINED
QUIKSILVER INC	COM	74838C106	9,484	326,700	SH	DEFINED
QUIKSILVER INC	COM	74838C106	24,770	853,250	SH	DEFINED
RADIAN GROUP INC	COM	750236101	15,200	318,400	SH	DEFINED
RADIAN GROUP INC	COM	750236101	24	500	SH	DEFINED

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RED HAT INC	COM	756577102	7,968	730,650	SH	DEFINED
RED HAT INC	COM	756577102	51,099	4,685,850	SH	DEFINED
RED ROBIN GOURMET BURGERS IN	COM	75689M101	1,400	27,500	SH	DEFINED
RED ROBIN GOURMET BURGERS IN	COM	75689M101	3,638	71,447	SH	DEFINED

16

ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	ITEM 6		
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION
RELIANT RES INC	COM	75952B105	3,800	333,931	SH	DEFINED	
RENAL CARE GROUP INC	COM	759930100	1,161	30,600	SH	DEFINED	
RENAL CARE GROUP INC	COM	759930100	27,950	736,700	SH	DEFINED	
RESEARCH IN MOTION LTD	COM	760975102	5,446	71,350	SH	DEFINED	
RESEARCH IN MOTION LTD	COM	760975102	72,001	943,350	SH	DEFINED	
RESMED INC	COM	761152107	12,481	221,300	SH	DEFINED	
RESMED INC	COM	761152107	30,721	544,700	SH	DEFINED	
RESOURCES CONNECTION INC	COM	76122Q105	10,960	523,018	SH	DEFINED	
RESOURCES CONNECTION INC	COM	76122Q105	28,649	1,367,182	SH	DEFINED	
REYNOLDS AMERICAN INC	COM	761713106	729	9,050	SH	DEFINED	
REYNOLDS AMERICAN INC	COM	761713106	4,008	49,736	SH	DEFINED	
ROBERT HALF INTL INC	COM	770323103	9,101	337,560	SH	DEFINED	
ROBERT HALF INTL INC	COM	770323103	90,625	3,361,445	SH	DEFINED	
ROCKWELL INTL CORP NEW	COM	773903109	255	4,500	SH	DEFINED	
ROCKWELL COLLINS INC	COM	774341101	14,277	300,000	SH	DEFINED	
ROWAN COS INC	COM	779382100	778	26,000	SH	DEFINED	
ROWAN COS INC	COM	779382100	898	30,000	SH	DEFINED	
ROYAL DUTCH PETE CO	NY REG GLD1.25	780257804	3,321	55,308	SH	DEFINED	
SBC COMMUNICATIONS INC	COM	78387G103	978	41,300	SH	DEFINED	
SBC COMMUNICATIONS INC	COM	78387G103	1,117	47,157	SH	DEFINED	
SBC COMMUNICATIONS INC	COM	78387G103	8,389	354,100	SH	DEFINED	
SBA COMMUNICATIONS CORP	COM	78388J106	70	7,700	SH	DEFINED	
SBA COMMUNICATIONS CORP	COM	78388J106	1,148	125,700	SH	DEFINED	
SLM CORP	COM	78442P106	53,489	1,073,210	SH	DEFINED	
SLM CORP	COM	78442P106	29,705	596,010	SH	DEFINED	
SLM CORP	COM	78442P106	421,743	8,461,936	SH	DEFINED	
ST JUDE MED INC	COM	790849103	144	4,000	SH	DEFINED	
ST JUDE MED INC	COM	790849103	29,639	823,300	SH	DEFINED	
ST PAUL COS INC	COM	792860108	2,464	67,085	SH	DEFINED	
ST PAUL COS INC	COM	792860108	1	16	SH	DEFINED	
ST PAUL COS INC	COM	792860108	38,092	1,037,089	SH	DEFINED	
SAP AKTIENGESELLSCHAFT	SPONSORED ADR	803054204	15,727	392,395	SH	DEFINED	
SAP AKTIENGESELLSCHAFT	SPONSORED ADR	803054204	180,492	4,503,285	SH	DEFINED	
SCHEIN HENRY INC	COM	806407102	12,410	346,850	SH	DEFINED	
SCHEIN HENRY INC	COM	806407102	57,724	1,613,300	SH	DEFINED	
SCHERING PLOUGH CORP	COM	806605101	82	4,500	SH	DEFINED	
SCHERING PLOUGH CORP	COM	806605101	10,400	573,000	SH	DEFINED	
SCHLUMBERGER LTD	COM	806857108	21,834	309,788	SH	DEFINED	
SCHLUMBERGER LTD	COM	806857108	1,534	21,770	SH	DEFINED	
SCHLUMBERGER LTD	COM	806857108	263,240	3,734,956	SH	DEFINED	
SCIENTIFIC GAMES CORP	CL A	80874P109	15,992	699,700	SH	DEFINED	

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SCIENTIFIC GAMES CORP	CL A	80874P109	30,802	1,347,700	SH	DEFINED
SCOTTS CO	COM	810186106	14	200	SH	DEFINED
SCOTTS CO	COM	810186106	34,785	495,300	SH	DEFINED
SEMTECH CORP	COM	816850101	5,004	280,350	SH	DEFINED
SEMTECH CORP	COM	816850101	15,680	878,450	SH	DEFINED

17

ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	ITEM 6	
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL INVESTMENT DISCRETION
SEMPRA ENERGY	COM	816851109	339	8,500	SH	DEFINED
SHIRE PHARMACEUTICALS GRP PLC	SPONSORED ADR	82481R106	1,268	36,900	SH	DEFINED
SHIRE PHARMACEUTICALS GRP PLC	SPONSORED ADR	82481R106	10,885	316,800	SH	DEFINED
SIMON PPTY GROUP INC NEW	COM	828806109	518	8,550	SH	DEFINED
SIMON PPTY GROUP INC NEW	COM	828806109	2,845	46,964	SH	DEFINED
SMITH INTL INC	COM	832110100	36,607	583,562	SH	DEFINED
SMITH INTL INC	COM	832110100	753	12,000	SH	DEFINED
SMITH INTL INC	COM	832110100	233,379	3,720,369	SH	DEFINED
SMUCKER J M CO	COM NEW	832696405	17,092	339,800	SH	DEFINED
SMUCKER J M CO	COM NEW	832696405	104,586	2,079,250	SH	DEFINED
SOUTHERN CO	COM	842587107	3,656	114,865	SH	DEFINED
SOUTHWEST AIRLS CO	COM	844741108	91	6,400	SH	DEFINED
SOUTHWEST AIRLS CO	COM	844741108	415	29,123	SH	DEFINED
SOUTHWEST AIRLS CO	COM	844741108	29,143	2,046,550	SH	DEFINED
SOUTHWEST BANCORPORATION TEX	COM	84476R109	567	31,000	SH	DEFINED
SOUTHWEST BANCORPORATION TEX	COM	84476R109	7,586	415,000	SH	DEFINED
SPATIALIGHT INC	COM	847248101	70	14,050	SH	DEFINED
SPINNAKER EXPL CO	COM	84855W109	7,994	225,000	SH	DEFINED
SPRINT CORP	COM FON GROUP	852061100	3,938	173,100	SH	DEFINED
SPRINT CORP	COM FON GROUP	852061100	31,294	1,375,580	SH	DEFINED
SPRINT CORP	COM FON GROUP	852061100	42,636	1,874,125	SH	DEFINED
STAMPS COM INC	COM NEW	852857200	9,556	575,650	SH	DEFINED
STAPLES INC	COM	855030102	7,064	224,912	SH	DEFINED
STAPLES INC	COM	855030102	72,846	2,319,201	SH	DEFINED
STARWOOD HOTELS&RESORTS WRLDWD	PAIRED CTF	85590A203	12,273	204,450	SH	DEFINED
STARWOOD HOTELS&RESORTS WRLDWD	PAIRED CTF	85590A203	124,459	2,073,285	SH	DEFINED
STATE STR CORP	COM	857477103	7,407	169,411	SH	DEFINED
STERICYCLE INC	COM	858912108	1,648	37,300	SH	DEFINED
STERICYCLE INC	COM	858912108	22,593	511,210	SH	DEFINED
STRAYER ED INC	COM	863236105	5,006	44,150	SH	DEFINED
STRAYER ED INC	COM	863236105	13,065	115,233	SH	DEFINED
STRYKER CORP	COM	863667101	268	6,000	SH	DEFINED
SUN MICROSYSTEMS INC	COM	866810104	420	104,100	SH	DEFINED
SUN MICROSYSTEMS INC	COM	866810104	12,802	3,172,800	SH	DEFINED
SUNCOR ENERGY INC	COM	867229106	913	22,700	SH	DEFINED
SUNCOR ENERGY INC	COM	867229106	10,523	261,700	SH	DEFINED

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SYMANTEC CORP	COM	871503108	11,310	529,500	SH	DEFINED
SYMBOL TECHNOLOGIES INC	COM	871508107	4,938	340,815	SH	DEFINED
SYMBOL TECHNOLOGIES INC	COM	871508107	65,212	4,500,460	SH	DEFINED
SYNOVUS FINL CORP	COM	87161C105	2,357	84,600	SH	DEFINED
SYNOVUS FINL CORP	COM	87161C105	31,733	1,139,000	SH	DEFINED
THQ INC	COM NEW	872443403	7,210	257,150	SH	DEFINED
THQ INC	COM NEW	872443403	18,889	673,650	SH	DEFINED
TXU CORP	COM	873168108	478	6,000	SH	DEFINED
TAKE-TWO INTERACTIVE SOFTWARE	COM	874054109	21,327	545,650	SH	DEFINED
TAKE-TWO INTERACTIVE SOFTWARE	COM	874054109	54,819	1,402,557	SH	DEFINED

18

ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	ITEM 6		
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION
TARGET CORP	COM	87612E106	2,141	42,800	SH	DEFINED	
TARGET CORP	COM	87612E106	5	100	SH	DEFINED	
TARGET CORP	COM	87612E106	36,505	729,800	SH	DEFINED	
TELEFONOS DE MEXICO S A	SPON ADR ORD L	879403780	275	7,970	SH	DEFINED	
TENET HEALTHCARE CORP	COM	88033G100	2,156	187,000	SH	DEFINED	
TENET HEALTHCARE CORP	COM	88033G100	28,372	2,460,700	SH	DEFINED	
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	155	5,000	SH	DEFINED	
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	34,951	1,128,000	SH	DEFINED	
TEXAS INSTRS INC	COM	882508104	7,118	279,250	SH	DEFINED	
TEXAS INSTRS INC	COM	882508104	11,738	460,489	SH	DEFINED	
TEXAS INSTRS INC	COM	882508104	119,793	4,699,601	SH	DEFINED	
TEXAS REGL BANCSHARES INC	CL A VTG	882673106	384	12,750	SH	DEFINED	
THE9 LTD	ADR	88337K104	675	39,520	SH	DEFINED	
3M CO	COM	88579Y101	7,348	85,750	SH	DEFINED	
3M CO	COM	88579Y101	420	4,900	SH	DEFINED	
3M CO	COM	88579Y101	71,783	837,700	SH	DEFINED	
TIME WARNER INC	COM	887317105	693	39,500	SH	DEFINED	
TIME WARNER INC	COM	887317105	22,412	1,277,040	SH	DEFINED	
TIME WARNER INC	COM	887317105	6,020	343,000	SH	DEFINED	
TORTOISE ENERGY INFRSTRCTR C	COM	89147L100	1,216	42,597	SH	DEFINED	
TOTAL FINA ELF S A	SPONSORED ADR	89151E109	18	150	SH	DEFINED	
TOTAL FINA ELF S A	SPONSORED ADR	89151E109	1,360	11,600	SH	DEFINED	
TOTAL SYS SVCS INC	COM	891906109	1,128	45,150	SH	DEFINED	
TOTAL SYS SVCS INC	COM	891906109	15,229	609,400	SH	DEFINED	
TRACTOR SUPPLY CO	COM	892356106	7,727	177,600	SH	DEFINED	
TRACTOR SUPPLY CO	COM	892356106	20,108	462,150	SH	DEFINED	
TRIAD HOSPITALS INC	COM	89579K109	2,495	49,800	SH	DEFINED	
TRIAD HOSPITALS INC	COM	89579K109	48,625	970,550	SH	DEFINED	
TYCO INTL GROUP S A	DBCV 3.125%1/1	902118BE7	396	250,000	PRN	DEFINED	
TYCO INTL GROUP S A	DBCV 3.125%1/1	902118BE7	4,352	2,750,000	PRN	DEFINED	
TYCO INTL LTD NEW	COM	902124106	1,189	35,175	SH	DEFINED	
TYSON FOODS INC	COM	902494103	4,587	275,000	SH	DEFINED	

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UST INC	COM	902911106	259	5,000	SH	DEFINED
US BANCORP DEL	COM NEW	902973304	4,242	147,205	SH	DEFINED
US BANCORP DEL	COM NEW	902973304	136	4,723	SH	DEFINED
US BANCORP DEL	COM NEW	902973304	53,288	1,849,000	SH	DEFINED
UAP HLDG CORP	COM	903441103	206	12,800	SH	DEFINED
UAP HLDG CORP	COM	903441103	3,656	227,200	SH	DEFINED
ULTRA PETE CORP	COM	903914109	406	8,000	SH	DEFINED
ULTRA PETE CORP	COM	903914109	8,524	167,800	SH	DEFINED
UNION PAC CORP	COM	907818108	1,903	27,300	SH	DEFINED
UNION PAC CORP	COM	907818108	1,612	23,126	SH	DEFINED
UNION PAC CORP	COM	907818108	31,788	456,075	SH	DEFINED
UNITED PARCEL SERVICE INC	CL B	911312106	11,422	157,026	SH	DEFINED
UNITED PARCEL SERVICE INC	CL B	911312106	128,759	1,770,125	SH	DEFINED
UNITED TECHNOLOGIES CORP	COM	913017109	7,894	77,650	SH	DEFINED

19

ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	ITEM 6	
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL INVESTMENT DISCRETION
UNITED TECHNOLOGIES CORP	COM	913017109	129,932	1,278,100	SH	DEFINED
UNITEDHEALTH GROUP INC	COM	91324P102	45,904	481,275	SH	DEFINED
UNITEDHEALTH GROUP INC	COM	91324P102	368,365	3,862,075	SH	DEFINED
UNIVISION COMMUNICATIONS INC	CL A	914906102	89	3,230	SH	DEFINED
UNIVISION COMMUNICATIONS INC	CL A	914906102	6,496	234,600	SH	DEFINED
UNOCAL CORP	COM	915289102	2,764	44,800	SH	DEFINED
UNOCAL CORP	COM	915289102	58,606	950,000	SH	DEFINED
UTSTARCOM INC	COM	918076100	711	65,000	SH	DEFINED
VCA ANTECH INC	COM	918194101	9,234	456,550	SH	DEFINED
VCA ANTECH INC	COM	918194101	48,880	2,416,800	SH	DEFINED
VAIL RESORTS INC	COM	91879Q109	35,932	1,423,047	SH	DEFINED
VALOR COMMUNICATIONS GROUP I	COM	920255106	384	26,550	SH	DEFINED
VALOR COMMUNICATIONS GROUP I	COM	920255106	3,680	254,353	SH	DEFINED
VERISIGN INC	COM	92343E102	1,056	36,800	SH	DEFINED
VERIZON COMMUNICATIONS	COM	92343V104	1,221	34,400	SH	DEFINED
VERIZON COMMUNICATIONS	COM	92343V104	562	15,836	SH	DEFINED
VERIZON COMMUNICATIONS	COM	92343V104	10,473	295,000	SH	DEFINED
VERTRUE INC	COM	92534N101	18,459	520,912	SH	DEFINED
VIACOM INC	CL B	925524308	1,968	56,500	SH	DEFINED
VIACOM INC	CL B	925524308	26,318	755,602	SH	DEFINED
VIACOM INC	CL B	925524308	27,443	787,900	SH	DEFINED
VISX INC DEL	COM	92844S105	14,434	615,800	SH	DEFINED
VISX INC DEL	COM	92844S105	34,245	1,460,957	SH	DEFINED
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	12,792	481,627	SH	DEFINED
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	20,493	771,573	SH	DEFINED
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	146,734	5,524,639	SH	DEFINED
WMS INDS INC	COM	929297109	9,950	353,350	SH	DEFINED
WMS INDS INC	COM	929297109	25,942	921,250	SH	DEFINED
WACHOVIA CORP 2ND NEW	COM	929903102	906	17,800	SH	DEFINED

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WACHOVIA CORP 2ND NEW	COM	929903102	7,805	153,300	SH	DEFINED
WAL MART STORES INC	COM	931142103	9,368	186,950	SH	DEFINED
WAL MART STORES INC	COM	931142103	33,080	660,145	SH	DEFINED
WAL MART STORES INC	COM	931142103	150,613	3,005,650	SH	DEFINED
WALGREEN CO	COM	931422109	34,134	768,438	SH	DEFINED
WALGREEN CO	COM	931422109	267,647	6,025,368	SH	DEFINED
WASTE MGMT INC DEL	COM	94106L109	1,546	53,600	SH	DEFINED
WASTE MGMT INC DEL	COM	94106L109	13,225	458,400	SH	DEFINED
WELLCARE HEALTH PLANS INC	COM	94946T106	5,730	188,100	SH	DEFINED
WELLCARE HEALTH PLANS INC	COM	94946T106	77,129	2,532,150	SH	DEFINED
WELLPOINT INC	COM	94973V107	6,293	50,200	SH	DEFINED
WELLPOINT INC	COM	94973V107	133,755	1,067,050	SH	DEFINED
WELLS FARGO & CO NEW	COM	949746101	1,334	22,300	SH	DEFINED
WELLS FARGO & CO NEW	COM	949746101	9,517	159,143	SH	DEFINED
WELLS FARGO & CO NEW	COM	949746101	11,398	190,600	SH	DEFINED
WESTERN GAS RES INC	COM	958259103	8,008	232,450	SH	DEFINED
WESTERN GAS RES INC	COM	958259103	20,885	606,250	SH	DEFINED

20

ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	ITEM 6	
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL INVESTMENT DISCRETION
WEYERHAEUSER CO	COM	962166104	945	13,800	SH	DEFINED
WEYERHAEUSER CO	COM	962166104	9,809	143,200	SH	DEFINED
WHITNEY HLDG CORP	COM	966612103	926	20,812	SH	DEFINED
WILLIAMS COS INC DEL	COM	969457100	181	9,600	SH	DEFINED
WILLIAMS COS INC DEL	COM	969457100	2,641	140,400	SH	DEFINED
WRIGHT MED GROUP INC	COM	98235T107	5,885	246,300	SH	DEFINED
WRIGHT MED GROUP INC	COM	98235T107	15,497	648,550	SH	DEFINED
WYETH	COM	983024100	11,359	269,297	SH	DEFINED
WYETH	COM	983024100	5,183	122,885	SH	DEFINED
WYETH	COM	983024100	133,782	3,171,700	SH	DEFINED
WYNN RESORTS LTD	COM	983134107	853	12,600	SH	DEFINED
WYNN RESORTS LTD	COM	983134107	22,901	338,200	SH	DEFINED
XM SATELLITE RADIO HLDGS INC	CL A	983759101	3,799	120,300	SH	DEFINED
XM SATELLITE RADIO HLDGS INC	CL A	983759101	50,643	1,603,650	SH	DEFINED
XTO ENERGY CORP	COM	98385X106	1,020	31,066	SH	DEFINED
XTO ENERGY CORP	COM	98385X106	438	13,333	SH	DEFINED
XTO ENERGY CORP	COM	98385X106	14,231	433,333	SH	DEFINED
XILINX INC	COM	983919101	2,573	88,050	SH	DEFINED
XILINX INC	COM	983919101	34,623	1,184,700	SH	DEFINED
YAHOO INC	COM	984332106	3,900	114,850	SH	DEFINED
YAHOO INC	COM	984332106	51,406	1,513,950	SH	DEFINED
YUM BRANDS INC	COM	988498101	104	2,000	SH	DEFINED
YUM BRANDS INC	COM	988498101	25,905	500,000	SH	DEFINED
ZEBRA TECHNOLOGIES CORP	CL A	989207105	7,242	152,550	SH	DEFINED
ZEBRA TECHNOLOGIES CORP	CL A	989207105	19,135	403,060	SH	DEFINED
ZIMMER HLDGS INC	COM	98956P102	12,112	155,660	SH	DEFINED
ZIMMER HLDGS INC	COM	98956P102	67	860	SH	DEFINED
ZIMMER HLDGS INC	COM	98956P102	153,926	1,978,234	SH	DEFINED

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TELVENT GIT SA	SHS	E90215109	961	96,700	SH	DEFINED
TELVENT GIT SA	SHS	E90215109	12,917	1,300,200	SH	DEFINED
AMDOCS LTD	ORD	G02602103	4,825	169,890	SH	DEFINED
AMDOCS LTD	ORD	G02602103	59,782	2,105,010	SH	DEFINED
AXIS CAPITAL HOLDINGS	SHS	G0692U109	1,190	44,000	SH	DEFINED
AXIS CAPITAL HOLDINGS	SHS	G0692U109	14,331	530,000	SH	DEFINED
BUNGE LIMITED	COM	G16962105	1,756	32,600	SH	DEFINED
BUNGE LIMITED	COM	G16962105	17,444	323,750	SH	DEFINED
GLOBALSANTAFE CORP	SHS	G3930E101	778	21,000	SH	DEFINED
INGERSOLL-RAND COMPANY LTD	CL A	G4776G101	13,955	175,200	SH	DEFINED
NABORS INDUSTRIES LTD	SHS	G6359F103	6,144	103,881	SH	DEFINED
NABORS INDUSTRIES LTD	SHS	G6359F103	76,583	1,294,950	SH	DEFINED
ORIENT-EXPRESS HOTELS LTD	CL A	G67743107	613	23,500	SH	DEFINED
ORIENT-EXPRESS HOTELS LTD	CL A	G67743107	8,522	326,500	SH	DEFINED
PRIMUS GUARANTY LTD	SHS	G72457107	3,779	290,000	SH	DEFINED
UTI WORLDWIDE INC	ORD	G87210103	13,875	200,000	SH	DEFINED
SEMPRA ENERGY	COM	G90078109	5,295	102,900	SH	DEFINED
SEMPRA ENERGY	COM	G90078109	72,486	1,408,582	SH	DEFINED

21

ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	ITEM 6		
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION
WEATHERFORD INTERNATIONAL LT	COM	G95089101	6,625	114,350	SH		DEFINED
WEATHERFORD INTERNATIONAL LT	COM	G95089101	20,855	359,940	SH		DEFINED
WEATHERFORD INTERNATIONAL LT	COM	G95089101	99,669	1,720,212	SH		DEFINED
ALCON INC	COM SHS	H01301102	11,137	124,730	SH		DEFINED
ALCON INC	COM SHS	H01301102	114,094	1,277,793	SH		DEFINED
CHECK POINT SOFTWARE TECH LTD	ORD	M22465104	4,990	229,700	SH		DEFINED
CHECK POINT SOFTWARE TECH LTD	ORD	M22465104	86,773	3,994,150	SH		DEFINED
ASM LITHOGRAPHY HLDG N V	N Y SHS	N07059111	926	55,200	SH		DEFINED
ASM LITHOGRAPHY HLDG N V	N Y SHS	N07059111	12,335	735,300	SH		DEFINED
ROYAL CARIBBEAN CRUISES LTD	COM	V7780T103	134	3,000	SH		DEFINED
ROYAL CARIBBEAN CRUISES LTD	COM	V7780T103	33,120	741,100	SH		DEFINED
DRYSHIPS INC	SHS	Y2109Q101	503	25,900	SH		DEFINED
			=====				
			25,851,232	672,348,999			

22