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VERIZON COMMUNICATIONS INC
Form 13F-HR
August 12, 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: June 30, 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: Verizon Investment Management Corp.

Address: 695 Main Street, 6th Floor

 Stamford, Connecticut 06901

Form 13F File Number: 028-04063

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: William J. Raver

Title: Chief Operating Officer

Phone: 203 965-3361

Signature, Place, and Date of Signing:

| | | |
|--------------|--------------------------------|------------------|
| /S/ ----- | Stamford, Connecticut ----- | 8/11/05 ----- |
| [Signature] | [City, State] | [Date] |

Report Type (Check only one.):

/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).)

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// 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: 1

Form 13F Information Table Entry Total: 1221

Form 13F Information Table Value Total: 8,573,144

(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.

[If there are no entries in this list, state "NONE" and omit the column headings and list entries.]

| No. | Form 13F File Number | Name |
|-------|----------------------|--|
| ----- | 28- ----- | Goldman Sachs Prime Brokerage ----- |

VERIZON INVESTMENT MANAGEMENT CORP.
FORM 13F - SOLE INSTR V. NONE AUTHORITY
June 30, 2005

FORM 13F INFORMATION TABLE

| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | COLUMN 6 | C | |
|--------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|---|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION | M |
| 3M CO | COM | 88579Y101 | 45,056 | 623,178 | | | X | |
| 4 KIDS ENTMT INC | COM | 350865101 | 312 | 15,700 | | | X | |
| 7-ELEVEN INC | COM NEW | 817826209 | 729 | 24,104 | | | X | |
| A D C TELECOMMUNICATIONS | COM NEW | 000886309 | 750 | 34,448 | | | X | |
| ABAXIS INC | COM | 002567105 | 125 | 11,500 | | | X | |
| ABBOTT LABS | COM | 002824100 | 57,296 | 1,169,059 | | | X | |
| ABERCROMBIE & FITCH CO | CL A | 002896207 | 9,205 | 133,994 | | | X | |
| ACCENTURE LTD BERMUDA | CL A | G1150G111 | 642 | 28,300 | | | X | |
| ACCREDO HEALTH INC | COM | 00437V104 | 402 | 8,861 | | | X | |
| ACE LTD | ORD | G0070K103 | 8,365 | 186,510 | | | X | |
| ACTIVISION INC NEW | COM NEW | 004930202 | 3,061 | 185,277 | | | X | |

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|---------------------------------|-----------------|-----------|--------|-----------|---|
| ACTUANT CORP | CL A NEW | 00508X203 | 264 | 5,500 | X |
| ACUITY BRANDS INC | COM | 00508Y102 | 221 | 8,600 | X |
| ACXIOM CORP | COM | 005125109 | 288 | 13,800 | X |
| ADAPTEC INC | COM | 00651F108 | 40 | 10,200 | X |
| ADESA INC | COM | 00686U104 | 679 | 31,202 | X |
| ADOBE SYS INC | COM | 00724F101 | 18,855 | 659,020 | X |
| ADVANCE AUTO PARTS INC | COM | 00751Y106 | 3,766 | 58,341 | X |
| ADVANCED MEDICAL OPTICS INC | COM | 00763M108 | 549 | 13,800 | X |
| ADVANCED MICRO DEVICES INC | COM | 007903107 | 3,033 | 174,893 | X |
| AEROPOSTALE | COM | 007865108 | 1,203 | 35,800 | X |
| AES CORP | COM | 00130H105 | 6,566 | 400,870 | X |
| AETNA INC NEW | COM | 00817Y108 | 17,567 | 212,110 | X |
| AFFILIATED COMPUTER SERVICES | CL A | 008190100 | 4,934 | 96,556 | X |
| AFFILIATED MANAGERS GROUP | COM | 008252108 | 724 | 10,600 | X |
| AFFYMETRIX INC | COM | 00826T108 | 1,351 | 25,064 | X |
| AFLAC INC | COM | 001055102 | 15,797 | 365,007 | X |
| AGERE SYS INC | COM | 00845V308 | 769 | 64,085 | X |
| AGILENT TECHNOLOGIES INC | COM | 00846U101 | 4,530 | 196,776 | X |
| AGRIUM INC | COM | 008916108 | 310 | 15,800 | X |
| AIR PRODS & CHEMS INC | COM | 009158106 | 9,084 | 150,655 | X |
| AKAMAI TECHNOLOGIES INC | COM | 00971T101 | 269 | 20,465 | X |
| ALAMOSA HLDGS INC | COM | 011589108 | 334 | 24,000 | X |
| ALBERTO CULVER CO | COM | 013068101 | 6,072 | 140,140 | X |
| ALBERTSONS INC | COM | 013104104 | 4,182 | 202,232 | X |
| ALCOA INC | COM | 013817101 | 12,687 | 485,521 | X |
| ALCON INC | COM SHS | H01301102 | 1,903 | 17,400 | X |
| ALLEGHANY CORP DEL | COM | 017175100 | 9,970 | 33,570 | X |
| ALLEGHENY ENERGY INC | COM | 017361106 | 1,913 | 75,867 | X |
| ALLEGHENY TECHNOLOGIES INC | COM | 01741R102 | 1,289 | 58,429 | X |
| ALLERGAN INC | COM | 018490102 | 8,343 | 97,873 | X |
| ALLETE INC | COM NEW | 018522300 | 426 | 8,533 | X |
| ALLIANCE CAP MGMT HLDG L P | UNIT LTD PARTN | 01855A101 | 575 | 12,300 | X |
| ALLIANCE DATA SYSTEMS CORP | COM | 018581108 | 1,918 | 47,285 | X |
| ALLIANT ENERGY CORP | COM | 018802108 | 1,347 | 47,837 | X |
| ALLIANT TECHSYSTEMS INC | COM | 018804104 | 1,516 | 21,472 | X |
| ALLIED CAP CORP NEW | COM | 01903Q108 | 243 | 8,344 | X |
| ALLIED DOMEQ PLC | SPON ADR NEW | 019121201 | 242 | 5,000 | X |
| ALLIED WASTE INDS INC | COM PAR\$.01NEW | 019589308 | 674 | 85,001 | X |
| ALLMERICA FINL CORP | COM | 019754100 | 1,950 | 52,576 | X |
| ALLSTATE CORP | COM | 020002101 | 33,522 | 561,042 | X |
| ALLTEL CORP | COM | 020039103 | 18,251 | 293,055 | X |
| ALTERA CORP | COM | 021441100 | 4,090 | 206,531 | X |
| ALTRIA GROUP INC | COM | 02209S103 | 99,865 | 1,544,459 | X |
| AMAZON COM INC | COM | 023135106 | 11,238 | 339,620 | X |
| AMB PROPERTY CORP | COM | 00163T109 | 229 | 5,276 | X |
| AMBAC FINL GROUP INC | COM | 023139108 | 8,417 | 120,661 | X |
| AMEDISYS INC | COM | 023436108 | 636 | 17,300 | X |

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COLUMN 1

COLUMN 2

COLUMN 3

COLUMN 4

COLUMN 5

COLUMN 6

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION | M |
|---------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|---|
| AMERADA HESS CORP | COM | 023551104 | 6,686 | 62,769 | | | X | |
| AMEREN CORP | COM | 023608102 | 3,495 | 63,210 | | | X | |
| AMERICA MOVIL S A DE C V | SPON ADR L SHS | 02364W105 | 250 | 4,200 | | | X | |
| AMERICAN CAPITAL STRATEGIES | COM | 024937104 | 209 | 5,797 | | | X | |
| AMERICAN EAGLE OUTFITTERS NE | COM | 02553E106 | 1,661 | 54,196 | | | X | |
| AMERICAN ELEC PWR INC | COM | 025537101 | 6,566 | 178,080 | | | X | |
| AMERICAN EXPRESS CO | COM | 025816109 | 49,903 | 937,503 | | | X | |
| AMERICAN FINL RLTY TR | COM | 02607P305 | 2,161 | 140,500 | | | X | |
| AMERICAN INTL GROUP INC | COM | 026874107 | 91,953 | 1,582,666 | | | X | |
| AMERICAN MED SYS HLDGS INC | COM | 02744M108 | 299 | 14,500 | | | X | |
| AMERICAN PWR CONVERSION CORP | COM | 029066107 | 2,368 | 100,392 | | | X | |
| AMERICAN STD COS INC DEL | COM | 029712106 | 8,718 | 207,974 | | | X | |
| AMERICAN TOWER CORP | CL A | 029912201 | 1,695 | 80,659 | | | X | |
| AMERICREDIT CORP | COM | 03060R101 | 737 | 28,912 | | | X | |
| AMERIGROUP CORP | COM | 03073T102 | 728 | 18,100 | | | X | |
| AMERISOURCEBERGEN CORP | COM | 03073E105 | 3,460 | 50,030 | | | X | |
| AMERITRADE HLDG CORP NEW | COM | 03074K100 | 487 | 26,144 | | | X | |
| AMERUS GROUP CO | COM | 03072M108 | 327 | 6,800 | | | X | |
| AMETEK INC NEW | COM | 031100100 | 8,119 | 194,012 | | | X | |
| AMGEN INC | COM | 031162100 | 56,398 | 932,816 | | | X | |
| AMPHENOL CORP NEW | CL A | 032095101 | 5,111 | 127,226 | | | X | |
| AMR CORP | COM | 001765106 | 353 | 29,125 | | | X | |
| AMSOUTH BANCORPORATION | COM | 032165102 | 2,742 | 105,473 | | | X | |
| ANADARKO PETE CORP | COM | 032511107 | 14,842 | 180,675 | | | X | |
| ANALOG DEVICES INC | COM | 032654105 | 14,703 | 394,071 | | | X | |
| ANDREW CORP | COM | 034425108 | 1,178 | 92,340 | | | X | |
| ANGIOTECH PHARMACEUTICALS IN | COM | 034918102 | 141 | 10,200 | | | X | |
| ANHEUSER BUSCH COS INC | COM | 035229103 | 18,057 | 394,688 | | | X | |
| ANIMAS CORP DEL | COM | 03525Y105 | 256 | 12,700 | | | X | |
| ANN TAYLOR STORES CORP | COM | 036115103 | 627 | 25,818 | | | X | |
| ANSYS INC | COM | 03662Q105 | 560 | 15,700 | | | X | |
| ANTEON INTL CORP | COM | 03674E108 | 470 | 10,300 | | | X | |
| AON CORP | COM | 037389103 | 2,494 | 99,606 | | | X | |
| APACHE CORP | COM | 037411105 | 8,945 | 138,467 | | | X | |
| APARTMENT INVT & MGMT CO | CL A | 03748R101 | 1,163 | 28,427 | | | X | |
| APOLLO GROUP INC | CL A | 037604105 | 15,461 | 197,662 | | | X | |
| APOLLO INVT CORP | COM | 03761U106 | 1,969 | 106,800 | | | X | |
| APPLE COMPUTER INC | COM | 037833100 | 22,649 | 615,288 | | | X | |
| APPLEBEES INTL INC | COM | 037899101 | 1,652 | 62,364 | | | X | |
| APPLERA CORP | COM AP BIO GRP | 038020103 | 1,151 | 58,509 | | | X | |
| APPLIED MATLS INC | COM | 038222105 | 17,750 | 1,097,013 | | | X | |
| APPLIED MICRO CIRCUITS CORP | COM | 03822W109 | 363 | 141,717 | | | X | |
| APRIA HEALTHCARE GROUP INC | COM | 037933108 | 440 | 12,700 | | | X | |
| APTARGROUP INC | COM | 038336103 | 203 | 4,000 | | | X | |
| AQUA AMERICA INC | COM | 03836W103 | 1,141 | 38,368 | | | X | |
| ARAMARK CORP | CL B | 038521100 | 646 | 24,485 | | | X | |
| ARCH COAL INC | COM | 039380100 | 361 | 6,625 | | | X | |
| ARCHER DANIELS MIDLAND CO | COM | 039483102 | 7,776 | 363,711 | | | X | |
| ARCHSTONE SMITH TR | COM | 039583109 | 3,539 | 91,624 | | | X | |
| ARROW ELECTRS INC | COM | 042735100 | 200 | 7,365 | | | X | |
| ARTHROCARE CORP | COM | 043136100 | 409 | 11,700 | | | X | |

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|-------------------------------|---------|-----------|-------|---------|--|---|
| ASHFORD HOSPITALITY TR INC | COM SHS | 044103109 | 383 | 35,500 | | X |
| ASHLAND INC | COM | 044204105 | 2,810 | 39,103 | | X |
| ASK JEEVES INC | COM | 045174109 | 321 | 10,617 | | X |
| ASSOCIATED BANC CORP | COM | 045487105 | 677 | 20,172 | | X |
| ASSURANT INC | COM | 04621X108 | 3,849 | 106,621 | | X |
| ASSURED GUARANTY LTD | COM | G0585R106 | 2,334 | 99,900 | | X |
| ASTORIA FINL CORP | COM | 046265104 | 749 | 26,326 | | X |

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| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | COLUMN 6 | |
|---------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION |
| AT&T CORP | COM NEW | 001957505 | 7,198 | 378,035 | | | X |
| ATMI INC | COM | 00207R101 | 276 | 9,500 | | | X |
| ATMOS ENERGY CORP | COM | 049560105 | 216 | 7,500 | | | X |
| AUDIBLE INC | COM NEW | 05069A302 | 255 | 14,700 | | | X |
| AUTODESK INC | COM | 052769106 | 8,871 | 258,300 | | | X |
| AUTOLIV INC | COM | 052800109 | 1,970 | 44,983 | | | X |
| AUTOMATIC DATA PROCESSING IN | COM | 053015103 | 15,139 | 360,715 | | | X |
| AUTONATION INC | COM | 05329W102 | 1,738 | 84,678 | | | X |
| AUTOZONE INC | COM | 053332102 | 4,076 | 44,084 | | | X |
| AVALONBAY CMNTYS INC | COM | 053484101 | 3,065 | 37,939 | | | X |
| AVAYA INC | COM | 053499109 | 1,757 | 211,132 | | | X |
| AVERY DENNISON CORP | COM | 053611109 | 2,385 | 45,038 | | | X |
| AVID TECHNOLOGY INC | COM | 05367P100 | 1,983 | 37,224 | | | X |
| AVNET INC | COM | 053807103 | 481 | 21,365 | | | X |
| AVOCENT CORP | COM | 053893103 | 737 | 28,200 | | | X |
| AVON PRODS INC | COM | 054303102 | 18,390 | 485,857 | | | X |
| AZTAR CORP | COM | 054802103 | 2,401 | 70,100 | | | X |
| BAKER HUGHES INC | COM | 057224107 | 10,557 | 206,357 | | | X |
| BALL CORP | COM | 058498106 | 3,985 | 110,820 | | | X |
| BANK HAWAII CORP | COM | 062540109 | 2,628 | 51,781 | | | X |
| BANK NEW YORK INC | COM | 064057102 | 7,481 | 259,949 | | | X |
| BANK OF AMERICA CORPORATION | COM | 060505104 | 134,524 | 2,949,436 | | | X |
| BANTA CORP | COM | 066821109 | 345 | 7,600 | | | X |
| BARD C R INC | COM | 067383109 | 13,914 | 209,199 | | | X |
| BARNES & NOBLE INC | COM | 067774109 | 2,306 | 59,425 | | | X |
| BARNES GROUP INC | COM | 067806109 | 1,102 | 33,300 | | | X |
| BARR PHARMACEUTICALS INC | COM | 068306109 | 2,674 | 54,854 | | | X |
| BAUSCH & LOMB INC | COM | 071707103 | 7,726 | 93,088 | | | X |
| BAXTER INTL INC | COM | 071813109 | 11,355 | 306,068 | | | X |
| BB&T CORP | COM | 054937107 | 6,618 | 165,584 | | | X |
| BEA SYS INC | COM | 073325102 | 240 | 27,296 | | | X |
| BEAR STEARNS COS INC | COM | 073902108 | 18,494 | 177,934 | | | X |
| BEAZER HOMES USA INC | COM | 07556Q105 | 269 | 4,700 | | | X |
| BECKMAN COULTER INC | COM | 075811109 | 4,902 | 77,114 | | | X |
| BECTON DICKINSON & CO | COM | 075887109 | 22,159 | 422,315 | | | X |
| BED BATH & BEYOND INC | COM | 075896100 | 8,484 | 203,057 | | | X |
| BEL FUSE INC | CL B | 077347300 | 358 | 11,700 | | | X |
| BELLSOUTH CORP | COM | 079860102 | 31,110 | 1,170,876 | | | X |
| BELO CORP | COM SER A | 080555105 | 1,557 | 64,971 | | | X |

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|-------------------------------|----------------|-----------|--------|---------|--|---|
| BEMIS INC | COM | 081437105 | 1,687 | 63,570 | | X |
| BERKLEY W R CORP | COM | 084423102 | 3,447 | 96,598 | | X |
| BERKSHIRE HATHAWAY INC DEL | CL A | 084670108 | 9,018 | 108 | | X |
| BEST BUY INC | COM | 086516101 | 14,176 | 206,798 | | X |
| BIG LOTS INC | COM | 089302103 | 353 | 26,638 | | X |
| BIOGEN IDEC INC | COM | 09062X103 | 4,165 | 120,912 | | X |
| BIOMET INC | COM | 090613100 | 3,746 | 108,148 | | X |
| BISYS GROUP INC | COM | 055472104 | 297 | 19,900 | | X |
| BJ SVCS CO | COM | 055482103 | 5,147 | 98,073 | | X |
| BJS WHOLESALE CLUB INC | COM | 05548J106 | 320 | 9,839 | | X |
| BKF CAP GROUP INC | COM | 05548G102 | 466 | 12,300 | | X |
| BLACK & DECKER CORP | COM | 091797100 | 10,070 | 112,072 | | X |
| BLACKROCK INC | CL A | 09247X101 | 2,658 | 33,045 | | X |
| BLDRS INDEX FDS TR | EMER MK 50 ADR | 09348R300 | 401 | 4,379 | | X |
| BLOCK H & R INC | COM | 093671105 | 4,045 | 69,325 | | X |
| BLYTH INC | COM | 09643P108 | 900 | 32,100 | | X |
| BMC SOFTWARE INC | COM | 055921100 | 1,770 | 98,618 | | X |
| BOEING CO | COM | 097023105 | 41,118 | 623,005 | | X |
| BORDERS GROUP INC | COM | 099709107 | 1,273 | 50,286 | | X |

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| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | COLUMN 6 | C | | |
|---------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|---|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION | M |
| BORG WARNER INC | COM | 099724106 | 6,917 | 128,880 | | | X | |
| BOSTON BEER INC | CL A | 100557107 | 613 | 27,300 | | | X | |
| BOSTON PROPERTIES INC | COM | 101121101 | 481 | 6,871 | | | X | |
| BOSTON SCIENTIFIC CORP | COM | 101137107 | 11,805 | 437,208 | | | X | |
| BOWATER INC | COM | 102183100 | 333 | 10,300 | | | X | |
| BOYD GAMING CORP | COM | 103304101 | 389 | 7,600 | | | X | |
| BP PLC | SPONSORED ADR | 055622104 | 7,080 | 113,500 | | | X | |
| BRIGGS & STRATTON CORP | COM | 109043109 | 928 | 26,800 | | | X | |
| BRIGHT HORIZON FAMILY SOLUTI | COM | 109195107 | 476 | 11,700 | | | X | |
| BRINKER INTL INC | COM | 109641100 | 1,440 | 35,959 | | | X | |
| BRINKS CO | COM | 109696104 | 304 | 8,437 | | | X | |
| BRISTOL MYERS SQUIBB CO | COM | 110122108 | 31,733 | 1,270,352 | | | X | |
| BROADCOM CORP | CL A | 111320107 | 4,962 | 139,678 | | | X | |
| BROWN & BROWN INC | COM | 115236101 | 2,510 | 55,861 | | | X | |
| BROWN FORMAN CORP | CL B | 115637209 | 5,181 | 85,694 | | | X | |
| BROWN SHOE INC NEW | COM | 115736100 | 438 | 11,200 | | | X | |
| BRUNSWICK CORP | COM | 117043109 | 2,210 | 51,017 | | | X | |
| BURLINGTON NORTHN SANTA FE C | COM | 12189T104 | 14,679 | 311,797 | | | X | |
| BURLINGTON RES INC | COM | 122014103 | 16,351 | 295,995 | | | X | |
| C D W CORP | COM | 12512N105 | 1,139 | 19,997 | | | X | |
| C H ROBINSON WORLDWIDE INC | COM | 12541W100 | 1,065 | 18,305 | | | X | |
| CABLEVISION SYS CORP | CL A NY CABLVS | 12686C109 | 9,012 | 279,874 | | | X | |
| CABOT CORP | COM | 127055101 | 376 | 11,400 | | | X | |
| CACI INTL INC | CL A | 127190304 | 347 | 5,500 | | | X | |
| CADENCE DESIGN SYSTEM INC | COM | 127387108 | 442 | 32,374 | | | X | |
| CALPINE CORP | COM | 131347106 | 438 | 128,742 | | | X | |

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|-------------------------------|------------|-----------|--------|---------|--|---|
| CAMDEN PPTY TR | SH BEN INT | 133131102 | 204 | 3,801 | | X |
| CAMPBELL SOUP CO | COM | 134429109 | 3,877 | 125,997 | | X |
| CAPITAL ONE FINL CORP | COM | 14040H105 | 13,320 | 166,479 | | X |
| CAPITALSOURCE INC | COM | 14055X102 | 247 | 12,580 | | X |
| CARDINAL HEALTH INC | COM | 14149Y108 | 14,934 | 259,363 | | X |
| CAREER EDUCATION CORP | COM | 141665109 | 1,711 | 46,724 | | X |
| CAREMARK RX INC | COM | 141705103 | 10,041 | 225,549 | | X |
| CARLISLE COS INC | COM | 142339100 | 329 | 4,797 | | X |
| CARMAX INC | COM | 143130102 | 503 | 18,862 | | X |
| CARNIVAL CORP | PAIRED CTF | 143658300 | 9,307 | 170,617 | | X |
| CARTER INC | COM | 146229109 | 397 | 6,800 | | X |
| CATELLUS DEV CORP NEW | COM | 149113102 | 412 | 12,568 | | X |
| CATERPILLAR INC DEL | COM | 149123101 | 24,825 | 260,463 | | X |
| CAVALIER HOMES INC | COM | 149507105 | 99 | 20,000 | | X |
| CB RICHARD ELLIS GROUP INC | CL A | 12497T101 | 592 | 13,500 | | X |
| CBL & ASSOC PPTYS INC | COM | 124830100 | 2,454 | 56,984 | | X |
| CBRL GROUP INC | COM | 12489V106 | 218 | 5,600 | | X |
| CELGENE CORP | COM | 151020104 | 1,225 | 30,098 | | X |
| CENDANT CORP | COM | 151313103 | 19,369 | 865,857 | | X |
| CENTERPOINT ENERGY INC | COM | 15189T107 | 1,538 | 116,400 | | X |
| CENTEX CORP | COM | 152312104 | 7,983 | 112,968 | | X |
| CENTURYTEL INC | COM | 156700106 | 4,498 | 129,901 | | X |
| CEPHALON INC | COM | 156708109 | 420 | 10,556 | | X |
| CERIDIAN CORP NEW | COM | 156779100 | 1,020 | 52,367 | | X |
| CERNER CORP | COM | 156782104 | 374 | 5,500 | | X |
| CERTEGY INC | COM | 156880106 | 395 | 10,332 | | X |
| CHAMPION ENTERPRISES INC | COM | 158496109 | 365 | 36,700 | | X |
| CHARLES RIV LABS INTL INC | COM | 159864107 | 8,775 | 181,867 | | X |
| CHARMING SHOPPES INC | COM | 161133103 | 205 | 22,000 | | X |
| CHECKFREE CORP NEW | COM | 162813109 | 1,295 | 38,009 | | X |
| CHEESECAKE FACTORY INC | COM | 163072101 | 493 | 14,187 | | X |
| CHEMED CORP NEW | COM | 16359R103 | 323 | 7,900 | | X |

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| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | | COLUMN 6 | C |
|---------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|---|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION | M |
| CHESAPEAKE ENERGY CORP | COM | 165167107 | 896 | 39,312 | | | X | |
| CHEVRON CORP NEW | COM | 166764100 | 76,070 | 1,360,330 | | | X | |
| CHICAGO MERCANTILE HLDGS INC | CL A | 167760107 | 12,890 | 43,622 | | | X | |
| CHICOS FAS INC | COM | 168615102 | 3,379 | 98,566 | | | X | |
| CHIRON CORP | COM | 170040109 | 1,918 | 54,962 | | | X | |
| CHOICE HOTELS INTL INC | COM | 169905106 | 1,306 | 19,881 | | | X | |
| CHOICEPOINT INC | COM | 170388102 | 1,423 | 35,526 | | | X | |
| CHUBB CORP | COM | 171232101 | 10,163 | 118,715 | | | X | |
| CHURCH & DWIGHT INC | COM | 171340102 | 2,302 | 63,601 | | | X | |
| CIENA CORP | COM | 171779101 | 282 | 134,719 | | | X | |
| CIGNA CORP | COM | 125509109 | 12,370 | 115,572 | | | X | |
| CIMAREX ENERGY CO | COM | 171798101 | 265 | 6,800 | | | X | |
| CINCINNATI BELL INC NEW | COM | 171871106 | 323 | 75,000 | | | X | |
| CINCINNATI FINL CORP | COM | 172062101 | 2,347 | 59,318 | | | X | |
| CINERGY CORP | COM | 172474108 | 6,785 | 151,382 | | | X | |

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|----------------------------------|----------------|-----------|---------|-----------|--|--|---|
| CINTAS CORP | COM | 172908105 | 3,572 | 92,551 | | | X |
| CIRCOR INTL INC | COM | 17273K109 | 740 | 30,000 | | | X |
| CIRCUIT CITY STORE INC | COM | 172737108 | 1,666 | 96,377 | | | X |
| CISCO SYS INC | COM | 17275R102 | 98,044 | 5,137,077 | | | X |
| CIT GROUP INC | COM | 125581108 | 7,294 | 169,741 | | | X |
| CITIGROUP INC | COM | 172967101 | 164,969 | 3,568,450 | | | X |
| CITIZENS COMMUNICATIONS CO | COM | 17453B101 | 1,346 | 100,139 | | | X |
| CITRIX SYS INC | COM | 177376100 | 1,626 | 75,078 | | | X |
| CITY NATL CORP | COM | 178566105 | 1,102 | 15,367 | | | X |
| CLAIRES STORES INC | COM | 179584107 | 2,904 | 120,754 | | | X |
| CLARCOR INC | COM | 179895107 | 2,919 | 99,800 | | | X |
| CLEAR CHANNEL COMMUNICATIONS | COM | 184502102 | 9,262 | 299,450 | | | X |
| CLOROX CO DEL | COM | 189054109 | 7,607 | 136,516 | | | X |
| CMS ENERGY CORP | COM | 125896100 | 977 | 64,853 | | | X |
| CNF INC | COM | 12612W104 | 495 | 11,027 | | | X |
| CNH GLOBAL N V | SHS NEW | N20935206 | 189 | 10,000 | | | X |
| COACH INC | COM | 189754104 | 16,724 | 498,178 | | | X |
| COCA COLA CO | COM | 191216100 | 63,645 | 1,524,439 | | | X |
| COCA COLA ENTERPRISES INC | COM | 191219104 | 4,449 | 202,156 | | | X |
| COGNIZANT TECHNOLOGY SOLUTION | CL A | 192446102 | 5,979 | 126,870 | | | X |
| COLGATE PALMOLIVE CO | COM | 194162103 | 14,590 | 292,323 | | | X |
| COLUMBIA SPORTSWEAR CO | COM | 198516106 | 264 | 5,352 | | | X |
| COMCAST CORP NEW | CL A | 20030N101 | 30,315 | 988,100 | | | X |
| COMCAST CORP NEW | CL A SPL | 20030N200 | 1,548 | 51,700 | | | X |
| COMERICA INC | COM | 200340107 | 6,519 | 112,791 | | | X |
| COMMERCE BANCORP INC NJ | COM | 200519106 | 5,330 | 175,834 | | | X |
| COMMERCIAL VEH GROUP INC | COM | 202608105 | 197 | 11,100 | | | X |
| COMMUNITY HEALTH SYS INC NEW | COM | 203668108 | 1,396 | 36,935 | | | X |
| COMPASS BANCSHARES INC | COM | 20449H109 | 1,660 | 36,878 | | | X |
| COMPUTER ASSOC INTL INC | COM | 204912109 | 7,601 | 276,610 | | | X |
| COMPUTER SCIENCES CORP | COM | 205363104 | 7,250 | 165,896 | | | X |
| COMPUWARE CORP | COM | 205638109 | 976 | 135,772 | | | X |
| COMSTOCK RES INC | COM NEW | 205768203 | 217 | 8,600 | | | X |
| COMVERSE TECHNOLOGY INC | COM PAR \$0.10 | 205862402 | 3,017 | 127,665 | | | X |
| CONAGRA FOODS INC | COM | 205887102 | 4,276 | 184,616 | | | X |
| CONMED CORP | COM | 207410101 | 320 | 10,400 | | | X |
| CONOCOPHILLIPS | COM | 20825C104 | 72,941 | 1,268,764 | | | X |
| CONSECO INC | COM NEW | 208464883 | 206 | 9,432 | | | X |
| CONSOL ENERGY INC | COM | 20854P109 | 1,283 | 23,944 | | | X |
| CONSOLIDATED EDISON INC | COM | 209115104 | 5,080 | 108,447 | | | X |
| CONSOLIDATED TOMOKA LD CO | COM | 210226106 | 722 | 8,400 | | | X |
| CONSTELLATION BRANDS INC | CL A | 21036P108 | 11,838 | 401,278 | | | X |
| CONSTELLATION BRANDS INC | PFD 1/40 A5.75 | 21036P306 | 209 | 4,701 | | | X |

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| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | COLUMN 6 | C | | |
|---------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|---|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION | M |
| CONSTELLATION ENERGY GROUP I | COM | 210371100 | 6,429 | 111,444 | | | X | |

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|---------------------------------|--------------|-----------|---------|-----------|---|
| CONVERGYS CORP | COM | 212485106 | 603 | 42,401 | X |
| COOPER CAMERON CORP | COM | 216640102 | 1,770 | 28,519 | X |
| COOPER COS INC | COM NEW | 216648402 | 2,641 | 43,389 | X |
| COOPER INDS LTD | CL A | G24182100 | 8,196 | 128,268 | X |
| COOPER TIRE & RUBR CO | COM | 216831107 | 290 | 15,633 | X |
| COPART INC | COM | 217204106 | 289 | 12,146 | X |
| CORE LABORATORIES N V | COM | N22717107 | 274 | 10,200 | X |
| CORN PRODS INTL INC | COM | 219023108 | 3,253 | 136,900 | X |
| CORNING INC | COM | 219350105 | 13,513 | 813,046 | X |
| CORPORATE EXECUTIVE BRD CO | COM | 21988R102 | 1,632 | 20,833 | X |
| COSTCO WHSL CORP NEW | COM | 22160K105 | 15,930 | 355,997 | X |
| COUNTRYWIDE FINANCIAL CORP | COM | 222372104 | 21,953 | 568,586 | X |
| COVANCE INC | COM | 222816100 | 3,745 | 83,457 | X |
| COVENTRY HEALTH CARE INC | COM | 222862104 | 7,100 | 100,352 | X |
| CRANE CO | COM | 224399105 | 1,247 | 47,400 | X |
| CREE INC | COM | 225447101 | 345 | 13,553 | X |
| CROMPTON CORP | COM | 227116100 | 197 | 13,900 | X |
| CROWN CASTLE INTL CORP | COM | 228227104 | 1,389 | 68,359 | X |
| CROWN HOLDINGS INC | COM | 228368106 | 487 | 34,200 | X |
| CSX CORP | COM | 126408103 | 4,241 | 99,421 | X |
| CTS CORP | COM | 126501105 | 307 | 25,000 | X |
| CULLEN FROST BANKERS INC | COM | 229899109 | 1,499 | 31,468 | X |
| CUMMINS INC | COM | 231021106 | 5,537 | 74,210 | X |
| CUMULUS MEDIA INC | CL A | 231082108 | 118 | 10,000 | X |
| CURTISS WRIGHT CORP | COM | 231561101 | 2,471 | 45,800 | X |
| CVS CORP | COM | 126650100 | 22,041 | 758,214 | X |
| CYTEC INDS INC | COM | 232820100 | 322 | 8,100 | X |
| CYTYC CORP | COM | 232946103 | 688 | 31,166 | X |
| D R HORTON INC | COM | 23331A109 | 3,491 | 92,822 | X |
| DADE BEHRING HLDGS INC | COM | 23342J206 | 3,109 | 47,824 | X |
| DANA CORP | COM | 235811106 | 2,897 | 193,010 | X |
| DANAHER CORP DEL | COM | 235851102 | 10,585 | 202,239 | X |
| DARDEN RESTAURANTS INC | COM | 237194105 | 3,129 | 94,872 | X |
| DAVITA INC | COM | 23918K108 | 3,355 | 73,761 | X |
| DEAN FOODS CO NEW | COM | 242370104 | 1,561 | 44,284 | X |
| DEERE & CO | COM | 244199105 | 11,369 | 173,605 | X |
| DEL MONTE FOODS CO | COM | 24522P103 | 1,218 | 113,070 | X |
| DELL INC | COM | 24702R101 | 103,961 | 2,634,152 | X |
| DELPHI CORP | COM | 247126105 | 752 | 161,686 | X |
| DELTA AIR LINES INC DEL | COM | 247361108 | 125 | 33,344 | X |
| DELUXE CORP | COM | 248019101 | 1,274 | 31,384 | X |
| DENBURY RES INC | COM NEW | 247916208 | 410 | 10,300 | X |
| DENTSPLY INTL INC NEW | COM | 249030107 | 1,754 | 32,479 | X |
| DEVELOPERS DIVERSIFIED RLTY | COM | 251591103 | 1,571 | 34,184 | X |
| DEVON ENERGY CORP NEW | COM | 25179M103 | 15,829 | 312,342 | X |
| DEX MEDIA INC | COM | 25212E100 | 664 | 27,200 | X |
| DIAGEO P L C | SPON ADR NEW | 25243Q205 | 1,483 | 25,000 | X |
| DIAMOND OFFSHORE DRILLING IN | COM | 25271C102 | 1,184 | 22,167 | X |
| DICKS SPORTING GOODS INC | COM | 253393102 | 633 | 16,400 | X |
| DIEBOLD INC | COM | 253651103 | 789 | 17,495 | X |
| DIGITAS INC | COM | 25388K104 | 419 | 36,700 | X |
| DILLARDS INC | CL A | 254067101 | 1,299 | 55,484 | X |
| DIRECTV GROUP INC | COM | 25459L106 | 2,648 | 170,834 | X |
| DISNEY WALT CO | COM DISNEY | 254687106 | 39,309 | 1,561,108 | X |
| DOLLAR GEN CORP | COM | 256669102 | 4,498 | 220,938 | X |
| DOLLAR TREE STORES INC | COM | 256747106 | 579 | 24,106 | X |
| DOMINION RES INC VA NEW | COM | 25746U109 | 15,527 | 211,572 | X |

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| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | COLUMN 6 | |
|---------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION |
| DONALDSON INC | COM | 257651109 | 4,237 | 139,681 | | | X |
| DONNELLEY R R & SONS CO | COM | 257867101 | 4,267 | 123,652 | | | X |
| DORAL FINL CORP | COM | 25811P100 | 727 | 43,925 | | | X |
| DOUBLECLICK INC | COM | 258609304 | 901 | 107,400 | | | X |
| DOVER CORP | COM | 260003108 | 2,914 | 80,090 | | | X |
| DOW CHEM CO | COM | 260543103 | 30,908 | 694,105 | | | X |
| DOW JONES & CO INC | COM | 260561105 | 979 | 27,623 | | | X |
| DPL INC | COM | 233293109 | 2,246 | 81,814 | | | X |
| DST SYS INC DEL | COM | 233326107 | 3,729 | 79,675 | | | X |
| DTE ENERGY CO | COM | 233331107 | 4,928 | 105,374 | | | X |
| DU PONT E I DE NEMOURS & CO | COM | 263534109 | 22,474 | 522,520 | | | X |
| DUKE ENERGY CORP | COM | 264399106 | 16,934 | 569,607 | | | X |
| DUKE REALTY CORP | COM NEW | 264411505 | 285 | 9,014 | | | X |
| DUN & BRADSTREET CORP DEL NE | COM | 26483E100 | 3,138 | 50,904 | | | X |
| DUQUESNE LT HLDGS INC | COM | 266233105 | 998 | 53,400 | | | X |
| DYCOM INDS INC | COM | 267475101 | 275 | 13,900 | | | X |
| DYNEGY INC NEW | CL A | 26816Q101 | 465 | 95,580 | | | X |
| E M C CORP MASS | COM | 268648102 | 18,177 | 1,325,801 | | | X |
| E TRADE FINANCIAL CORP | COM | 269246104 | 1,538 | 109,960 | | | X |
| EAGLE MATERIALS INC | COM | 26969P108 | 421 | 4,549 | | | X |
| EARTHLINK INC | COM | 270321102 | 523 | 60,400 | | | X |
| EAST WEST BANCORP INC | COM | 27579R104 | 322 | 9,600 | | | X |
| EASTMAN CHEM CO | COM | 277432100 | 2,633 | 47,750 | | | X |
| EASTMAN KODAK CO | COM | 277461109 | 4,080 | 151,945 | | | X |
| EATON CORP | COM | 278058102 | 6,817 | 113,813 | | | X |
| EATON VANCE CORP | COM NON VTG | 278265103 | 1,638 | 68,508 | | | X |
| EBAY INC | COM | 278642103 | 38,858 | 1,177,150 | | | X |
| ECHOSTAR COMMUNICATIONS NEW | CL A | 278762109 | 1,268 | 42,048 | | | X |
| ECOLAB INC | COM | 278865100 | 5,794 | 179,046 | | | X |
| EDISON INTL | COM | 281020107 | 10,321 | 254,526 | | | X |
| EDUCATION MGMT CORP | COM | 28139T101 | 453 | 13,432 | | | X |
| EDWARDS AG INC | COM | 281760108 | 218 | 4,824 | | | X |
| EDWARDS LIFESCIENCES CORP | COM | 28176E108 | 467 | 10,858 | | | X |
| EGL INC | COM | 268484102 | 380 | 18,700 | | | X |
| EL PASO CORP | COM | 28336L109 | 3,123 | 271,133 | | | X |
| ELECTRONIC ARTS INC | COM | 285512109 | 17,976 | 317,540 | | | X |
| ELECTRONIC DATA SYS NEW | COM | 285661104 | 5,462 | 283,741 | | | X |
| EMERSON ELEC CO | COM | 291011104 | 18,394 | 293,700 | | | X |
| ENCANA CORP | COM | 292505104 | 2,035 | 51,400 | | | X |
| ENDO PHARMACEUTICALS HLDGS I | COM | 29264F205 | 245 | 9,333 | | | X |
| ENDURANCE SPECIALTY HLDGS LT | SHS | G30397106 | 813 | 21,500 | | | X |
| ENERGEN CORP | COM | 29265N108 | 1,753 | 50,000 | | | X |
| ENERGIZER HLDGS INC | COM | 29266R108 | 1,905 | 30,643 | | | X |
| ENERGY EAST CORP | COM | 29266M109 | 813 | 28,070 | | | X |
| ENGELHARD CORP | COM | 292845104 | 1,376 | 48,204 | | | X |

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|---------------------------------|---------------|-----------|--------|---------|--|---|
| ENGINEERED SUPPORT SYS INC | COM | 292866100 | 1,478 | 41,250 | | X |
| ENI S P A | SPONSORED ADR | 26874R108 | 4,666 | 36,400 | | X |
| ENSCO INTL INC | COM | 26874Q100 | 962 | 26,917 | | X |
| ENTERCOM COMMUNICATIONS CORP | CL A | 293639100 | 290 | 8,700 | | X |
| ENTERGY CORP NEW | COM | 29364G103 | 15,921 | 210,736 | | X |
| ENTRAVISION COMMUNICATIONS C | CL A | 29382R107 | 271 | 34,800 | | X |
| EOG RES INC | COM | 26875P101 | 12,199 | 214,766 | | X |
| EON LABS INC | COM | 29412E100 | 713 | 23,281 | | X |
| EQUIFAX INC | COM | 294429105 | 2,273 | 63,641 | | X |
| EQUITABLE RES INC | COM | 294549100 | 3,469 | 51,013 | | X |
| EQUITY OFFICE PROPERTIES TRU | COM | 294741103 | 4,895 | 147,899 | | X |
| EQUITY RESIDENTIAL | SH BEN INT | 29476L107 | 3,106 | 84,345 | | X |
| ERIE INDTY CO | CL A | 29530P102 | 208 | 3,831 | | X |

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| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | COLUMN 6 | C | | |
|---------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|---|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION | M |
| ESSEX CORP | COM | 296744105 | 284 | 12,400 | | | X | |
| EURONET WORLDWIDE INC | COM | 298736109 | 436 | 15,000 | | | X | |
| EVEREST RE GROUP LTD | COM | G3223R108 | 716 | 7,700 | | | X | |
| EXELON CORP | COM | 30161N101 | 20,290 | 395,283 | | | X | |
| EXPEDITORS INTL WASH INC | COM | 302130109 | 3,380 | 67,857 | | | X | |
| EXPRESS SCRIPTS INC | COM | 302182100 | 4,040 | 80,838 | | | X | |
| EXPRESSJET HOLDINGS INC | CL A | 30218U108 | 452 | 53,100 | | | X | |
| EXXON MOBIL CORP | COM | 30231G102 | 239,770 | 4,172,091 | | | X | |
| F M C CORP | COM NEW | 302491303 | 213 | 3,800 | | | X | |
| F5 NETWORKS INC | COM | 315616102 | 317 | 6,700 | | | X | |
| FACTSET RESH SYS INC | COM | 303075105 | 936 | 26,113 | | | X | |
| FAIR ISAAC CORP | COM | 303250104 | 396 | 10,863 | | | X | |
| FAIRCHILD SEMICONDUCTOR INTL | COM | 303726103 | 307 | 20,800 | | | X | |
| FAMILY DLR STORES INC | COM | 307000109 | 2,074 | 79,478 | | | X | |
| FASTENAL CO | COM | 311900104 | 2,197 | 35,869 | | | X | |
| FEDERAL HOME LN MTG CORP | COM | 313400301 | 33,125 | 507,812 | | | X | |
| FEDERAL NATL MTG ASSN | COM | 313586109 | 36,418 | 623,603 | | | X | |
| FEDERAL REALTY INVT TR | SH BEN INT NEW | 313747206 | 2,447 | 41,481 | | | X | |
| FEDERAL SIGNAL CORP | COM | 313855108 | 251 | 16,100 | | | X | |
| FEDERATED DEPT STORES INC DE | COM | 31410H101 | 14,748 | 201,261 | | | X | |
| FEDERATED INVS INC PA | CL B | 314211103 | 1,125 | 37,487 | | | X | |
| FEDEX CORP | COM | 31428X106 | 18,258 | 225,378 | | | X | |
| FERRO CORP | COM | 315405100 | 794 | 40,000 | | | X | |
| FIDELITY NATL FINL INC | COM | 316326107 | 1,981 | 55,503 | | | X | |
| FIELDSTONE INVT CORP | COM | 31659U300 | 517 | 35,900 | | | X | |
| FIFTH THIRD BANCORP | COM | 316773100 | 6,936 | 168,391 | | | X | |
| FINISH LINE INC | CL A | 317923100 | 276 | 14,600 | | | X | |
| FIRST AMERN CORP CALIF | COM | 318522307 | 229 | 5,716 | | | X | |
| FIRST BANCORP P R | COM | 318672102 | 952 | 23,700 | | | X | |
| FIRST CTZNS BANCSHARES | | | | | | | | |

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|---------------------------------|----------------|-----------|--------|-----------|--|--|--|--|---|
| INC N | CL A | 31946M103 | 275 | 1,900 | | | | | X |
| FIRST DATA CORP | COM | 319963104 | 22,456 | 559,432 | | | | | X |
| FIRST HORIZON NATL CORP | COM | 320517105 | 2,758 | 65,362 | | | | | X |
| FIRST MARBLEHEAD CORP | COM | 320771108 | 2,587 | 73,785 | | | | | X |
| FIRST MIDWEST BANCORP DEL | COM | 320867104 | 716 | 20,400 | | | | | X |
| FIRSTENERGY CORP | COM | 337932107 | 7,567 | 157,285 | | | | | X |
| FISERV INC | COM | 337738108 | 6,362 | 148,286 | | | | | X |
| FISHER SCIENTIFIC INTL INC | COM NEW | 338032204 | 2,787 | 42,940 | | | | | X |
| FLEETWOOD ENTERPRISES INC | COM | 339099103 | 152 | 15,000 | | | | | X |
| FLIR SYS INC | COM | 302445101 | 817 | 27,394 | | | | | X |
| FLORIDA ROCK INDS INC | COM | 341140101 | 1,746 | 23,808 | | | | | X |
| FLOWERS FOODS INC | COM | 343498101 | 1,669 | 47,200 | | | | | X |
| FLOWSERVE CORP | COM | 34354P105 | 1,392 | 46,014 | | | | | X |
| FLUOR CORP NEW | COM | 343412102 | 4,984 | 86,543 | | | | | X |
| FMC TECHNOLOGIES INC | COM | 30249U101 | 1,710 | 53,487 | | | | | X |
| FOOT LOCKER INC | COM | 344849104 | 1,442 | 52,994 | | | | | X |
| FORD MTR CO DEL | COM PAR \$0.01 | 345370860 | 10,779 | 1,052,630 | | | | | X |
| FOREST CITY ENTERPRISES INC | CL A | 345550107 | 426 | 6,000 | | | | | X |
| FOREST LABS INC | COM | 345838106 | 8,752 | 225,282 | | | | | X |
| FOREST OIL CORP | COM PAR \$0.01 | 346091705 | 265 | 6,300 | | | | | X |
| FORMFACTOR INC | COM | 346375108 | 238 | 9,000 | | | | | X |
| FORTUNE BRANDS INC | COM | 349631101 | 12,832 | 144,504 | | | | | X |
| FPL GROUP INC | COM | 302571104 | 10,288 | 244,608 | | | | | X |
| FRANKLIN RES INC | COM | 354613101 | 11,893 | 154,489 | | | | | X |
| FREEPORT-MCMORAN COPPER & GO | CL B | 35671D857 | 4,404 | 117,639 | | | | | X |
| FREESCALE SEMICONDUCTOR INC | COM CL A | 35687M107 | 483 | 23,000 | | | | | X |
| FREESCALE SEMICONDUCTOR INC | CL B | 35687M206 | 4,023 | 189,946 | | | | | X |
| FRIEDMAN BILLINGS RAMSEY GRO | CL A | 358434108 | 719 | 50,285 | | | | | X |
| FTD GROUP INC | COM | 30267U108 | 386 | 34,000 | | | | | X |

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| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | | COLUMN 6 | C |
|---------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|---|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION | M |
| GALLAGHER ARTHUR J & CO | COM | 363576109 | 927 | 34,157 | | | | X |
| GALLAHER GROUP PLC | SPONSORED ADR | 363595109 | 1,542 | 26,000 | | | | X |
| GAMESTOP CORP | COM CL B | 36466R200 | 617 | 20,636 | | | | X |
| GANNETT INC | COM | 364730101 | 10,704 | 150,480 | | | | X |
| GAP INC DEL | COM | 364760108 | 8,941 | 452,730 | | | | X |
| GATEWAY INC | COM | 367626108 | 235 | 71,340 | | | | X |
| GATX CORP | COM | 361448103 | 2,018 | 58,500 | | | | X |
| GAYLORD ENTMT CO NEW | COM | 367905106 | 3,468 | 74,600 | | | | X |
| GEAC COMPUTER LTD | COM | 368289104 | 410 | 47,100 | | | | X |
| GEMSTAR-TV GUIDE INTL INC | COM | 36866W106 | 287 | 80,000 | | | | X |
| GENCORP INC | COM | 368682100 | 1,662 | 86,300 | | | | X |
| GENENTECH INC | COM NEW | 368710406 | 26,553 | 330,751 | | | | X |
| GENERAL DYNAMICS CORP | COM | 369550108 | 13,381 | 122,158 | | | | X |
| GENERAL ELEC CO | COM | 369604103 | 264,675 | 7,638,540 | | | | X |

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|---------------------------------|----------------|-----------|--------|---------|--|--|--|---|
| GENERAL GROWTH PPTYS INC | COM | 370021107 | 7,110 | 173,030 | | | | X |
| GENERAL MLS INC | COM | 370334104 | 7,035 | 150,352 | | | | X |
| GENERAL MTRS CORP | COM | 370442105 | 12,403 | 364,804 | | | | X |
| GEN-PROBE INC NEW | COM | 36866T103 | 2,431 | 67,109 | | | | X |
| GENTEX CORP | COM | 371901109 | 529 | 29,080 | | | | X |
| GENUINE PARTS CO | COM | 372460105 | 9,342 | 227,352 | | | | X |
| GENWORTH FINL INC | COM CL A | 37247D106 | 4,632 | 153,213 | | | | X |
| GENZYME CORP | COM | 372917104 | 6,411 | 106,691 | | | | X |
| GEORGIA GULF CORP | COM PAR \$0.01 | 373200203 | 217 | 7,000 | | | | X |
| GEORGIA PAC CORP | COM | 373298108 | 4,403 | 138,457 | | | | X |
| GETTY IMAGES INC | COM | 374276103 | 4,020 | 54,139 | | | | X |
| GEVITY HR INC | COM | 374393106 | 258 | 12,900 | | | | X |
| GILEAD SCIENCES INC | COM | 375558103 | 12,486 | 283,834 | | | | X |
| GILLETTE CO | COM | 375766102 | 32,498 | 641,877 | | | | X |
| GLOBAL PMTS INC | COM | 37940X102 | 4,404 | 64,954 | | | | X |
| GOLDEN WEST FINL CORP DEL | COM | 381317106 | 13,216 | 205,288 | | | | X |
| GOLDMAN SACHS GROUP INC | COM | 38141G104 | 32,253 | 316,144 | | | | X |
| GOODRICH CORP | COM | 382388106 | 3,833 | 93,568 | | | | X |
| GOODYEAR TIRE & RUBR CO | COM | 382550101 | 902 | 60,551 | | | | X |
| GOOGLE INC | CL A | 38259P508 | 15,060 | 51,200 | | | | X |
| GRACO INC | COM | 384109104 | 1,927 | 56,547 | | | | X |
| GRAFTECH INTL LTD | COM | 384313102 | 280 | 65,000 | | | | X |
| GRAINGER W W INC | COM | 384802104 | 4,436 | 80,958 | | | | X |
| GRANT PRIDECO INC | COM | 38821G101 | 1,368 | 51,710 | | | | X |
| GRAY TELEVISION INC | COM | 389375106 | 181 | 15,000 | | | | X |
| GREAT LAKES CHEM CORP | COM | 390568103 | 384 | 12,190 | | | | X |
| GREAT PLAINS ENERGY INC | COM | 391164100 | 596 | 18,705 | | | | X |
| GREENHILL & CO INC | COM | 395259104 | 300 | 7,400 | | | | X |
| GREIF INC | CL A | 397624107 | 1,073 | 17,560 | | | | X |
| GRIFFON CORP | COM | 398433102 | 1,239 | 55,800 | | | | X |
| GRUPO TELEVISIA SA DE CV | SP ADR REP ORD | 40049J206 | 1,552 | 25,000 | | | | X |
| GTECH HLDGS CORP | COM | 400518106 | 1,815 | 62,064 | | | | X |
| GUIDANT CORP | COM | 401698105 | 14,834 | 220,411 | | | | X |
| HALLIBURTON CO | COM | 406216101 | 13,783 | 288,223 | | | | X |
| HARLAND JOHN H CO | COM | 412693103 | 1,809 | 47,600 | | | | X |
| HARLEY DAVIDSON INC | COM | 412822108 | 19,404 | 391,214 | | | | X |
| HARMAN INTL INDS INC | COM | 413086109 | 5,462 | 67,132 | | | | X |
| HARRAHS ENTMT INC | COM | 413619107 | 5,751 | 79,795 | | | | X |
| HARRIS CORP DEL | COM | 413875105 | 3,995 | 128,004 | | | | X |
| HARSCO CORP | COM | 415864107 | 421 | 7,714 | | | | X |
| HARTE-HANKS INC | COM | 416196103 | 305 | 10,254 | | | | X |
| HARTFORD FINL SVCS GROUP INC | COM | 416515104 | 16,565 | 221,521 | | | | X |
| HASBRO INC | COM | 418056107 | 1,019 | 49,010 | | | | X |
| HAWAIIAN ELEC INDUSTRIES | COM | 419870100 | 251 | 9,346 | | | | X |

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| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | | COLUMN 6 | C |
|---------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|---|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION | M |
| HCA INC | COM | 404119109 | 14,792 | 261,015 | | | | X |
| HCC INS HLDGS INC | COM | 404132102 | 1,250 | 33,014 | | | | X |
| HEALTH CARE PPTY INVS INC | COM | 421915109 | 225 | 8,332 | | | | X |
| HEALTH MGMT ASSOC INC NEW | CL A | 421933102 | 3,080 | 117,650 | | | | X |

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|---------------------------------|----------------|-----------|---------|-----------|---|
| HEALTH NET INC | COM | 42222G108 | 596 | 15,626 | X |
| HEARST-ARGYLE TELEVISION INC | COM | 422317107 | 372 | 15,180 | X |
| HEINZ H J CO | COM | 423074103 | 7,160 | 202,158 | X |
| HELMERICH & PAYNE INC | COM | 423452101 | 699 | 14,900 | X |
| HERCULES INC | COM | 427056106 | 1,421 | 100,438 | X |
| HERSHEY CO | COM | 427866108 | 8,750 | 140,898 | X |
| HEWLETT PACKARD CO | COM | 428236103 | 45,613 | 1,940,151 | X |
| HEXCEL CORP NEW | COM | 428291108 | 308 | 18,200 | X |
| HIBERNIA CORP | CL A | 428656102 | 2,030 | 61,171 | X |
| HILLENBRAND INDS INC | COM | 431573104 | 339 | 6,701 | X |
| HILTON HOTELS CORP | COM | 432848109 | 6,366 | 266,918 | X |
| HNI CORP | COM | 404251100 | 3,457 | 67,582 | X |
| HOME DEPOT INC | COM | 437076102 | 82,730 | 2,126,727 | X |
| HONEYWELL INTL INC | COM | 438516106 | 19,189 | 523,849 | X |
| HORMEL FOODS CORP | COM | 440452100 | 499 | 17,006 | X |
| HOSPIRA INC | COM | 441060100 | 2,410 | 61,787 | X |
| HOSPITALITY PPTYS TR | COM SH BEN INT | 44106M102 | 1,507 | 34,185 | X |
| HOST MARRIOTT CORP NEW | COM | 44107P104 | 385 | 22,011 | X |
| HOVNANIAN ENTERPRISES INC | CL A | 442487203 | 395 | 6,057 | X |
| HRPT PPTYS TR | COM SH BEN INT | 40426W101 | 155 | 12,450 | X |
| HUBBELL INC | CL B | 443510201 | 1,681 | 38,113 | X |
| HUDSON CITY BANCORP | COM | 443683107 | 2,889 | 253,170 | X |
| HUGHES SUPPLY INC | COM | 444482103 | 236 | 8,400 | X |
| HUMANA INC | COM | 444859102 | 2,616 | 65,837 | X |
| HUNT J B TRANS SVCS INC | COM | 445658107 | 1,770 | 92,042 | X |
| HUNTINGTON BANCSHARES INC | COM | 446150104 | 1,668 | 69,088 | X |
| HURON CONSULTING GROUP INC | COM | 447462102 | 230 | 9,800 | X |
| HYDRIL | COM | 448774109 | 250 | 4,600 | X |
| HYPERCOM CORP | COM | 44913M105 | 71 | 10,900 | X |
| HYPERION SOLUTIONS CORP | COM | 44914M104 | 354 | 8,800 | X |
| IAC INTERACTIVECORP | COM | 44919P102 | 1,550 | 64,514 | X |
| IDEX CORP | COM | 45167R104 | 2,189 | 56,700 | X |
| IDEXX LABS INC | COM | 45168D104 | 373 | 5,978 | X |
| IKON OFFICE SOLUTIONS INC | COM | 451713101 | 240 | 25,200 | X |
| ILLINOIS TOOL WKS INC | COM | 452308109 | 15,721 | 197,296 | X |
| IMATION CORP | COM | 45245A107 | 202 | 5,200 | X |
| IMCLONE SYS INC | COM | 45245W109 | 853 | 27,544 | X |
| IMPERIAL TOBACCO GROUP PLC | SPONSORED ADR | 453142101 | 920 | 16,900 | X |
| IMS HEALTH INC | COM | 449934108 | 2,866 | 115,712 | X |
| INAMED CORP | COM | 453235103 | 1,034 | 15,434 | X |
| INDEPENDENCE CMNTY BK CORP | COM | 453414104 | 221 | 5,996 | X |
| INDYMAC BANCORP INC | COM | 456607100 | 434 | 10,666 | X |
| INFOSYS TECHNOLOGIES LTD | SPONSORED ADR | 456788108 | 768 | 9,900 | X |
| INGERSOLL-RAND COMPANY LTD | CL A | G4776G101 | 5,562 | 77,960 | X |
| INGRAM MICRO INC | CL A | 457153104 | 753 | 48,071 | X |
| INSIGHT ENTERPRISES INC | COM | 45765U103 | 656 | 32,500 | X |
| INSTINET GROUP INC | COM | 457750107 | 62 | 11,925 | X |
| INTEGRATED ALARM SVCS GROUP | COM | 45890M109 | 58 | 13,100 | X |
| INTEL CORP | COM | 458140100 | 136,530 | 5,245,724 | X |
| INTERNATIONAL BANCSHARES COR | COM | 459044103 | 575 | 20,326 | X |
| INTERNATIONAL BUSINESS MACHS | COM | 459200101 | 81,195 | 1,094,275 | X |
| INTERNATIONAL FLAVORS&FRAGRA | COM | 459506101 | 1,385 | 38,248 | X |
| INTERNATIONAL GAME | | | | | |

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| | | | | | |
|--|-----|-----------|-------|---------|---|
| TECHNOLOG INTERNATIONAL RECTIFIER CORP | COM | 459902102 | 4,557 | 161,870 | X |
| | COM | 460254105 | 2,597 | 54,416 | X |

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| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | | COLUMN 6 |
|------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION |
| INTERNATIONAL SPEEDWAY CORP | CL A | 460335201 | 3,412 | 60,664 | | | X |
| INTERPUBLIC GROUP COS INC | COM | 460690100 | 2,060 | 169,165 | | | X |
| INTERSIL CORP | CL A | 46069S109 | 341 | 18,192 | | | X |
| INTL PAPER CO | COM | 460146103 | 8,038 | 266,066 | | | X |
| INTUIT | COM | 461202103 | 3,442 | 76,295 | | | X |
| INVESTORS FINL SERVICES CORP | COM | 461915100 | 460 | 12,155 | | | X |
| INVITROGEN CORP | COM | 46185R100 | 1,432 | 17,198 | | | X |
| IPC HLDGS LTD | ORD | G4933P101 | 2,203 | 55,600 | | | X |
| IRON MTN INC | COM | 462846106 | 1,211 | 39,050 | | | X |
| ISHARES TR | RUSSELL1000VAL | 464287598 | 23,189 | 347,970 | | | X |
| ISHARES TR | RUSSELL1000GRW | 464287614 | 2,309 | 48,100 | | | X |
| ISHARES TR | RUSL 2000 VALU | 464287630 | 5,131 | 79,800 | | | X |
| ISTAR FINL INC | COM | 45031U101 | 290 | 6,962 | | | X |
| ITT EDUCATIONAL SERVICES INC | COM | 45068B109 | 448 | 8,381 | | | X |
| ITT INDS INC IND | COM | 450911102 | 16,077 | 164,677 | | | X |
| IVAX CORP | COM | 465823102 | 2,105 | 97,898 | | | X |
| JABIL CIRCUIT INC | COM | 466313103 | 2,241 | 72,921 | | | X |
| JACOBS ENGR GROUP INC DEL | COM | 469814107 | 902 | 16,034 | | | X |
| JANUS CAP GROUP INC | COM | 47102X105 | 1,416 | 94,135 | | | X |
| JDS UNIPHASE CORP | COM | 46612J101 | 781 | 513,546 | | | X |
| JEFFERSON PILOT CORP | COM | 475070108 | 4,671 | 92,650 | | | X |
| JETBLUE AWYS CORP | COM | 477143101 | 1,033 | 50,534 | | | X |
| JOHNSON & JOHNSON | COM | 478160104 | 185,807 | 2,858,567 | | | X |
| JOHNSON CTLS INC | COM | 478366107 | 12,223 | 216,997 | | | X |
| JONES APPAREL GROUP INC | COM | 480074103 | 4,783 | 154,096 | | | X |
| JOURNAL COMMUNICATIONS INC | CL A | 481130102 | 396 | 23,600 | | | X |
| JOURNAL REGISTER CO | COM | 481138105 | 263 | 15,000 | | | X |
| JOY GLOBAL INC | COM | 481165108 | 487 | 14,500 | | | X |
| JPMORGAN & CHASE & CO | COM | 46625H100 | 63,595 | 1,800,530 | | | X |
| JUNIPER NETWORKS INC | COM | 48203R104 | 2,598 | 103,165 | | | X |
| KANBAY INTL INC | COM | 48369P207 | 266 | 11,500 | | | X |
| KB HOME | COM | 48666K109 | 4,680 | 61,390 | | | X |
| KEANE INC | COM | 486665102 | 219 | 16,000 | | | X |
| KELLOGG CO | COM | 487836108 | 8,271 | 186,124 | | | X |
| KERR MCGEE CORP | COM | 492386107 | 5,261 | 68,939 | | | X |
| KERZNER INTERNATIONAL LTD | SHS | P6065Y107 | 1,538 | 27,000 | | | X |
| KEYCORP NEW | COM | 493267108 | 5,779 | 174,315 | | | X |
| KEYSPAN CORP | COM | 49337W100 | 2,062 | 50,667 | | | X |
| KIMBERLY CLARK CORP | COM | 494368103 | 20,792 | 332,201 | | | X |
| KIMCO REALTY CORP | COM | 49446R109 | 6,081 | 103,218 | | | X |
| KINDER MORGAN INC KANS | COM | 49455P101 | 6,855 | 82,393 | | | X |
| KINDRED HEALTHCARE INC | COM | 494580103 | 650 | 16,400 | | | X |

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|---------------------------------|---------------|-----------|-------|---------|--|---|
| KINETIC CONCEPTS INC | COM NEW | 49460W208 | 521 | 8,681 | | X |
| KING PHARMACEUTICALS INC | COM | 495582108 | 749 | 71,850 | | X |
| KIRBY CORP | COM | 497266106 | 266 | 5,900 | | X |
| KLA-TENCOR CORP | COM | 482480100 | 4,509 | 103,221 | | X |
| KNIGHT RIDDER INC | COM | 499040103 | 2,669 | 43,519 | | X |
| KOHL'S CORP | COM | 500255104 | 8,537 | 152,690 | | X |
| KOREA ELECTRIC PWR | SPONSORED ADR | 500631106 | 1,717 | 109,600 | | X |
| KRAFT FOODS INC | CL A | 50075N104 | 1,413 | 44,432 | | X |
| KROGER CO | COM | 501044101 | 6,922 | 363,747 | | X |
| L-3 COMMUNICATIONS HLDGS INC | COM | 502424104 | 5,304 | 69,256 | | X |
| LA QUINTA CORP | PAIRED CTF | 50419U202 | 134 | 14,400 | | X |
| LABONE INC NEW | COM | 50540L105 | 434 | 10,900 | | X |
| LABORATORY CORP AMER HLDGS | COM NEW | 50540R409 | 3,431 | 68,757 | | X |
| LAFARGE NORTH AMERICA INC | COM | 505862102 | 1,081 | 17,310 | | X |
| LAM RESEARCH CORP | COM | 512807108 | 1,832 | 63,286 | | X |
| LAMAR ADVERTISING CO | CL A | 512815101 | 586 | 13,707 | | X |

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| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | COLUMN 6 | C | |
|-------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|---|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION | M |
| LANCASTER COLONY CORP | COM | 513847103 | 1,104 | 25,700 | | | X | |
| LANDAUER INC | COM | 51476K103 | 524 | 10,100 | | | X | |
| LANDSTAR SYS INC | COM | 515098101 | 329 | 10,900 | | | X | |
| LAUDER ESTEE COS INC | CL A | 518439104 | 2,988 | 76,369 | | | X | |
| LAUREATE EDUCATION INC | COM | 518613104 | 800 | 16,719 | | | X | |
| LEAR CORP | COM | 521865105 | 2,732 | 75,086 | | | X | |
| LEE ENTERPRISES INC | COM | 523768109 | 2,514 | 62,700 | | | X | |
| LEGG MASON INC | COM | 524901105 | 9,100 | 87,410 | | | X | |
| LEGGETT & PLATT INC | COM | 524660107 | 1,675 | 63,030 | | | X | |
| LEHMAN BROS HLDGS INC | COM | 524908100 | 21,313 | 214,672 | | | X | |
| LENNAR CORP | CL A | 526057104 | 1,659 | 26,147 | | | X | |
| LENNOX INTL INC | COM | 526107107 | 203 | 9,600 | | | X | |
| LEUCADIA NATL CORP | COM | 527288104 | 2,269 | 58,730 | | | X | |
| LEXMARK INTL NEW | CL A | 529771107 | 8,077 | 124,587 | | | X | |
| LIBERTY CORP S C | COM | 530370105 | 797 | 21,660 | | | X | |
| LIBERTY MEDIA CORP NEW | COM SER A | 530718105 | 10,546 | 1,034,974 | | | X | |
| LIBERTY PPTY TR | SH BEN INT | 531172104 | 239 | 5,396 | | | X | |
| LIFE TIME FITNESS INC | COM | 53217R207 | 292 | 8,900 | | | X | |
| LIFEPOINT HOSPITALS INC | COM | 53219L109 | 1,643 | 32,500 | | | X | |
| LILLY ELI & CO | COM | 532457108 | 39,637 | 711,490 | | | X | |
| LIMITED BRANDS INC | COM | 532716107 | 5,585 | 260,722 | | | X | |
| LIN TV CORP | CL A | 532774106 | 278 | 20,000 | | | X | |
| LINCARE HLDGS INC | COM | 532791100 | 3,065 | 74,939 | | | X | |
| LINCOLN ELEC HLDGS INC | COM | 533900106 | 235 | 7,100 | | | X | |
| LINCOLN NATL CORP IND | COM | 534187109 | 3,716 | 79,209 | | | X | |
| LINEAR TECHNOLOGY CORP | COM | 535678106 | 10,330 | 281,540 | | | X | |
| LIZ CLAIBORNE INC | COM | 539320101 | 5,062 | 127,312 | | | X | |
| LOCKHEED MARTIN CORP | COM | 539830109 | 14,826 | 228,553 | | | X | |
| LOEWS CORP | COM | 540424108 | 14,905 | 192,323 | | | X | |
| LOEWS CORP | CAROLNA GP STK | 540424207 | 292 | 8,749 | | | X | |
| LONGS DRUG STORES CORP | COM | 543162101 | 439 | 10,200 | | | X | |

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|------------------------------|---------|-----------|--------|-----------|--|---|
| LOUISIANA PAC CORP | COM | 546347105 | 1,376 | 55,973 | | X |
| LOWES COS INC | COM | 548661107 | 36,880 | 633,451 | | X |
| LSI LOGIC CORP | COM | 502161102 | 1,117 | 131,525 | | X |
| LUBRIZOL CORP | COM | 549271104 | 1,003 | 23,884 | | X |
| LUCENT TECHNOLOGIES INC | COM | 549463107 | 6,505 | 2,235,520 | | X |
| LUMINENT MTG CAP INC | COM | 550278303 | 310 | 28,700 | | X |
| LYONDELL CHEMICAL CO | COM | 552078107 | 1,746 | 66,103 | | X |
| M & T BK CORP | COM | 55261F104 | 5,675 | 53,965 | | X |
| M D C HLDGS INC | COM | 552676108 | 2,483 | 30,188 | | X |
| MACERICH CO | COM | 554382101 | 402 | 5,989 | | X |
| MACROMEDIA INC | COM | 556100105 | 947 | 24,782 | | X |
| MAKITA CORP | ADR NEW | 560877300 | 1,350 | 69,100 | | X |
| MANOR CARE INC NEW | COM | 564055101 | 1,466 | 36,910 | | X |
| MANPOWER INC | COM | 56418H100 | 944 | 23,729 | | X |
| MANULIFE FINL CORP | COM | 56501R106 | 1,237 | 25,874 | | X |
| MARATHON OIL CORP | COM | 565849106 | 16,678 | 312,489 | | X |
| MARINEMAX INC | COM | 567908108 | 244 | 7,800 | | X |
| MARKEL CORP | COM | 570535104 | 393 | 1,160 | | X |
| MARRIOTT INTL INC NEW | CL A | 571903202 | 9,966 | 146,093 | | X |
| MARSH & MCLENNAN COS INC | COM | 571748102 | 5,858 | 211,479 | | X |
| MARSHALL & ILSLEY CORP | COM | 571834100 | 4,488 | 100,957 | | X |
| MARTIN MARIETTA MATLS INC | COM | 573284106 | 524 | 7,588 | | X |
| MARVEL ENTERPRISES INC | COM | 57383M108 | 633 | 32,111 | | X |
| MARVELL TECHNOLOGY GROUP LTD | ORD | G5876H105 | 2,274 | 59,900 | | X |
| MASCO CORP | COM | 574599106 | 9,294 | 292,637 | | X |
| MASSEY ENERGY CORP | COM | 576206106 | 539 | 14,300 | | X |
| MATTEL INC | COM | 577081102 | 3,012 | 164,567 | | X |

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| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | COLUMN 6 | C | |
|------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|---|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION | M |
| MAX RE CAPITAL LTD | | | | | | | | |
| HAMILTON | SHS | G6052F103 | 222 | 9,700 | | | X | |
| MAXIM INTEGRATED PRODS | | | | | | | | |
| INC | COM | 57772K101 | 14,854 | 388,665 | | | X | |
| MAXIMUS INC | COM | 577933104 | 233 | 6,600 | | | X | |
| MAY DEPT STORES CO | COM | 577778103 | 3,904 | 97,217 | | | X | |
| MAYTAG CORP | COM | 578592107 | 298 | 19,060 | | | X | |
| MBIA INC | COM | 55262C100 | 8,747 | 147,482 | | | X | |
| MBNA CORP | COM | 55262L100 | 17,300 | 661,319 | | | X | |
| MCAFEE INC | COM | 579064106 | 1,038 | 39,631 | | | X | |
| MCCLATCHY CO | CL A | 579489105 | 1,492 | 22,799 | | | X | |
| MCCORMICK & CO INC | COM NON VTG | 579780206 | 2,237 | 68,438 | | | X | |
| MCDONALDS CORP | COM | 580135101 | 27,712 | 998,630 | | | X | |
| MCG CAPITAL CORP | COM | 58047P107 | 220 | 12,900 | | | X | |
| MCGRAW HILL COS INC | COM | 580645109 | 12,496 | 282,386 | | | X | |
| MCKESSON CORP | COM | 58155Q103 | 6,756 | 150,838 | | | X | |
| MDU RES GROUP INC | COM | 552690109 | 1,148 | 40,751 | | | X | |
| MEADWESTVACO CORP | COM | 583334107 | 2,617 | 93,348 | | | X | |
| MEDCO HEALTH SOLUTIONS | | | | | | | | |
| INC | COM | 58405U102 | 13,065 | 244,852 | | | X | |
| MEDIA GEN INC | CL A | 584404107 | 3,698 | 57,100 | | | X | |

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|---------------------------------|---------|-----------|---------|-----------|--|---|
| MEDIMMUNE INC | COM | 584699102 | 2,801 | 104,839 | | X |
| MEDTRONIC INC | COM | 585055106 | 35,183 | 679,333 | | X |
| MELLON FINL CORP | COM | 58551A108 | 3,792 | 132,189 | | X |
| MEMC ELECTR MATLS INC | COM | 552715104 | 448 | 28,437 | | X |
| MENS WEARHOUSE INC | COM | 587118100 | 303 | 8,800 | | X |
| MERCANTILE BANKSHARES CORP | COM | 587405101 | 256 | 4,967 | | X |
| MERCK & CO INC | COM | 589331107 | 56,653 | 1,839,390 | | X |
| MERCURY INTERACTIVE CORP | COM | 589405109 | 2,423 | 63,159 | | X |
| MEREDITH CORP | COM | 589433101 | 1,208 | 24,614 | | X |
| MERISTAR HOSPITALITY CORP | COM | 58984Y103 | 108 | 12,500 | | X |
| MERRILL LYNCH & CO INC | COM | 590188108 | 30,081 | 546,820 | | X |
| METLIFE INC | COM | 59156R108 | 15,995 | 355,910 | | X |
| METTLER TOLEDO INTERNATIONAL | COM | 592688105 | 311 | 6,671 | | X |
| MFA MTG INVTs INC | COM | 55272X102 | 130 | 17,500 | | X |
| MGI PHARMA INC | COM | 552880106 | 718 | 33,000 | | X |
| MGIC INVT CORP WIS | COM | 552848103 | 3,714 | 56,951 | | X |
| MGM MIRAGE | COM | 552953101 | 1,203 | 30,400 | | X |
| MICHAELS STORES INC | COM | 594087108 | 3,691 | 89,208 | | X |
| MICROCHIP TECHNOLOGY INC | COM | 595017104 | 1,354 | 45,712 | | X |
| MICRON TECHNOLOGY INC | COM | 595112103 | 2,194 | 214,891 | | X |
| MICROS SYS INC | COM | 594901100 | 385 | 8,600 | | X |
| MICROSEMI CORP | COM | 595137100 | 350 | 18,600 | | X |
| MICROSOFT CORP | COM | 594918104 | 193,970 | 7,808,784 | | X |
| MILLEA HOLDINGS INC | ADR | 60032R106 | 345 | 5,100 | | X |
| MILLENNIUM PHARMACEUTICALS I | COM | 599902103 | 347 | 37,408 | | X |
| MILLER HERMAN INC | COM | 600544100 | 394 | 12,788 | | X |
| MILLIPORE CORP | COM | 601073109 | 1,192 | 21,015 | | X |
| MILLS CORP | COM | 601148109 | 2,090 | 34,386 | | X |
| MINE SAFETY APPLIANCES CO | COM | 602720104 | 273 | 5,900 | | X |
| MODINE MFG CO | COM | 607828100 | 2,015 | 61,900 | | X |
| MOHAWK INDS INC | COM | 608190104 | 3,304 | 40,054 | | X |
| MOLEX INC | COM | 608554101 | 1,473 | 56,550 | | X |
| MOLSON COORS BREWING CO | CL B | 60871R209 | 2,095 | 33,786 | | X |
| MONACO COACH CORP | COM | 60886R103 | 182 | 10,600 | | X |
| MONSANTO CO NEW | COM | 61166W101 | 17,305 | 275,248 | | X |
| MONSTER WORLDWIDE INC | COM | 611742107 | 1,355 | 47,256 | | X |
| MOODYS CORP | COM | 615369105 | 10,510 | 233,754 | | X |
| MOOG INC | CL A | 615394202 | 213 | 6,775 | | X |
| MORGAN STANLEY | COM NEW | 617446448 | 29,066 | 553,950 | | X |
| MORNINGSTAR INC | COM | 617700109 | 338 | 12,000 | | X |

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| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | | COLUMN 6 | C |
|-----------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|---|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION | M |
| MOTOROLA INC | COM | 620076109 | 34,386 | 1,883,137 | | | X | |
| MPS GROUP INC | COM | 553409103 | 380 | 40,300 | | | X | |
| MSC INDL DIRECT INC | CL A | 553530106 | 1,565 | 46,372 | | | X | |
| MURPHY OIL CORP | COM | 626717102 | 5,808 | 111,200 | | | X | |
| MYLAN LABS INC | COM | 628530107 | 2,671 | 138,803 | | | X | |
| NABORS INDUSTRIES LTD | SHS | G6359F103 | 2,724 | 44,943 | | | X | |

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|---------------------------------|---------------|-----------|--------|-----------|--|---|
| NALCO HOLDING COMPANY | COM | 62985Q101 | 296 | 15,100 | | X |
| NATIONAL ATLANTIC HLDGS CORP | COM | 63253Y107 | 388 | 33,500 | | X |
| NATIONAL CITY CORP | COM | 635405103 | 14,431 | 422,942 | | X |
| NATIONAL HEALTH INVS INC | COM | 63633D104 | 1,665 | 59,330 | | X |
| NATIONAL INSTRS CORP | COM | 636518102 | 211 | 9,953 | | X |
| NATIONAL OILWELL VARCO INC | COM | 637071101 | 4,331 | 91,097 | | X |
| NATIONAL PRESTO INDS INC | COM | 637215104 | 608 | 13,800 | | X |
| NATIONAL SEMICONDUCTOR CORP | COM | 637640103 | 6,367 | 289,031 | | X |
| NATIONWIDE FINL SVCS INC | CL A | 638612101 | 613 | 16,161 | | X |
| NAVIGATORS GROUP INC | COM | 638904102 | 283 | 8,200 | | X |
| NAVISTAR INTL CORP NEW | COM | 63934E108 | 2,736 | 85,489 | | X |
| NAVTEQ CORP | COM | 63936L100 | 855 | 23,000 | | X |
| NBTY INC | COM | 628782104 | 241 | 9,300 | | X |
| NCR CORP NEW | COM | 62886E108 | 7,658 | 218,066 | | X |
| NEIMAN MARCUS GROUP INC | CL A | 640204202 | 3,062 | 31,591 | | X |
| NEOPHARM INC | COM | 640919106 | 195 | 19,500 | | X |
| NESS TECHNOLOGIES INC | COM | 64104X108 | 189 | 17,800 | | X |
| NETWORK APPLIANCE INC | COM | 64120L104 | 14,475 | 512,018 | | X |
| NEW CENTURY FINANCIAL CORP M | COM | 6435EV108 | 409 | 7,950 | | X |
| NEW YORK CMNTY BANCORP INC | COM | 649445103 | 320 | 17,667 | | X |
| NEW YORK TIMES CO | CL A | 650111107 | 1,366 | 43,868 | | X |
| NEWELL RUBBERMAID INC | COM | 651229106 | 2,435 | 102,122 | | X |
| NEWFIELD EXPL CO | COM | 651290108 | 752 | 18,854 | | X |
| NEWMONT MINING CORP | COM | 651639106 | 8,744 | 224,044 | | X |
| NEWS CORP | CL A | 65248E104 | 19,313 | 1,193,620 | | X |
| NEWS CORP | CL B | 65248E203 | 691 | 41,000 | | X |
| NEXTEL COMMUNICATIONS INC | CL A | 65332V103 | 19,428 | 601,287 | | X |
| NEXTEL PARTNERS INC | CL A | 65333F107 | 1,137 | 45,190 | | X |
| NICOR INC | COM | 654086107 | 951 | 23,095 | | X |
| NII HLDGS INC | CL B NEW | 62913F201 | 2,669 | 41,735 | | X |
| NIKE INC | CL B | 654106103 | 21,094 | 243,580 | | X |
| NIKU CORP | COM NEW | 654113703 | 261 | 12,600 | | X |
| NISOURCE INC | COM | 65473P105 | 2,073 | 83,845 | | X |
| NOBLE CORPORATION | SHS | G65422100 | 2,980 | 48,449 | | X |
| NOBLE ENERGY INC | COM | 655044105 | 549 | 7,257 | | X |
| NOKIA CORP | SPONSORED ADR | 654902204 | 1,130 | 67,900 | | X |
| NORDSTROM INC | COM | 655664100 | 5,469 | 80,455 | | X |
| NORFOLK SOUTHERN CORP | COM | 655844108 | 8,020 | 259,032 | | X |
| NORTEL NETWORKS CORP NEW | COM | 656568102 | 2,348 | 899,800 | | X |
| NORTH FORK BANCORPORATION NY | COM | 659424105 | 4,914 | 174,935 | | X |
| NORTHERN TR CORP | COM | 665859104 | 3,364 | 73,790 | | X |
| NORTHROP GRUMMAN CORP | COM | 666807102 | 16,911 | 306,083 | | X |
| NOVELL INC | COM | 670006105 | 769 | 124,031 | | X |
| NOVELLUS SYS INC | COM | 670008101 | 1,194 | 48,332 | | X |
| NRG ENERGY INC | COM NEW | 629377508 | 765 | 20,333 | | X |
| NSTAR | COM | 67019E107 | 2,844 | 92,232 | | X |
| NTL INC DEL | COM | 62940M104 | 793 | 11,587 | | X |
| NUCOR CORP | COM | 670346105 | 5,059 | 110,898 | | X |
| NUVEEN INVTS INC | CL A | 67090F106 | 462 | 12,290 | | X |
| NVIDIA CORP | COM | 67066G104 | 2,700 | 101,037 | | X |
| NVR INC | COM | 62944T105 | 833 | 1,029 | | X |
| O REILLY AUTOMOTIVE INC | COM | 686091109 | 1,525 | 51,114 | | X |

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| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | COLUMN 6 | C | |
|---------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|---|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION | M |
| OCCIDENTAL PETE CORP DEL | COM | 674599105 | 37,411 | 486,305 | | | X | |
| ODYSSEY RE HLDGS CORP | COM | 67612W108 | 215 | 8,700 | | | X | |
| OFFICE DEPOT INC | COM | 676220106 | 2,126 | 93,061 | | | X | |
| OFFICEMAX INC DEL | COM | 67622P101 | 1,896 | 63,678 | | | X | |
| OGE ENERGY CORP | COM | 670837103 | 644 | 22,266 | | | X | |
| OLD REP INTL CORP | COM | 680223104 | 1,266 | 50,071 | | | X | |
| OMNICARE INC | COM | 681904108 | 1,314 | 30,979 | | | X | |
| OMNICOM GROUP INC | COM | 681919106 | 16,308 | 204,205 | | | X | |
| OMNIVISION TECHNOLOGIES INC | COM | 682128103 | 148 | 10,900 | | | X | |
| OMNOVA SOLUTIONS INC | COM | 682129101 | 536 | 115,000 | | | X | |
| ONEOK INC NEW | COM | 682680103 | 857 | 26,236 | | | X | |
| OPTIONSXPRESS HLDGS INC | COM | 684010101 | 184 | 12,100 | | | X | |
| ORACLE CORP | COM | 68389X105 | 43,191 | 3,272,034 | | | X | |
| ORASURE TECHNOLOGIES INC | COM | 68554V108 | 230 | 23,000 | | | X | |
| OSHKOSH TRUCK CORP | COM | 688239201 | 2,639 | 33,712 | | | X | |
| OSI PHARMACEUTICALS INC | COM | 671040103 | 378 | 9,240 | | | X | |
| OUTBACK STEAKHOUSE INC | COM | 689899102 | 1,963 | 43,400 | | | X | |
| OVERSEAS SHIPHOLDING GROUP I | COM | 690368105 | 2,505 | 42,000 | | | X | |
| OWENS ILL INC | COM NEW | 690768403 | 515 | 20,570 | | | X | |
| PACCAR INC | COM | 693718108 | 7,893 | 116,073 | | | X | |
| PACIFICARE HEALTH SYS DEL | COM | 695112102 | 1,548 | 21,660 | | | X | |
| PACTIV CORP | COM | 695257105 | 1,195 | 55,362 | | | X | |
| PALL CORP | COM | 696429307 | 1,162 | 38,264 | | | X | |
| PANERA BREAD CO | CL A | 69840W108 | 304 | 4,900 | | | X | |
| PARAMETRIC TECHNOLOGY CORP | COM | 699173100 | 412 | 64,561 | | | X | |
| PARKER HANNIFIN CORP | COM | 701094104 | 2,845 | 45,874 | | | X | |
| PARTNERRE LTD | COM | G6852T105 | 857 | 13,300 | | | X | |
| PATTERSON COMPANIES INC | COM | 703395103 | 4,365 | 96,856 | | | X | |
| PATTERSON UTI ENERGY INC | COM | 703481101 | 1,701 | 61,112 | | | X | |
| PAYCHEX INC | COM | 704326107 | 7,434 | 228,560 | | | X | |
| PEABODY ENERGY CORP | COM | 704549104 | 2,342 | 45,000 | | | X | |
| PENN NATL GAMING INC | COM | 707569109 | 989 | 27,100 | | | X | |
| PENNEY J C INC | COM | 708160106 | 8,804 | 167,438 | | | X | |
| PENTAIR INC | COM | 709631105 | 1,777 | 41,499 | | | X | |
| PEOPLES BK BRIDGEPORT CONN | COM | 710198102 | 324 | 10,700 | | | X | |
| PEOPLES ENERGY CORP | COM | 711030106 | 604 | 13,896 | | | X | |
| PEPCO HOLDINGS INC | COM | 713291102 | 281 | 11,755 | | | X | |
| PEPSI BOTTLING GROUP INC | COM | 713409100 | 3,242 | 113,332 | | | X | |
| PEPSIAMERICAS INC | COM | 71343P200 | 3,233 | 126,011 | | | X | |
| PEPSICO INC | COM | 713448108 | 63,225 | 1,172,345 | | | X | |
| PERFORMANCE FOOD GROUP CO | COM | 713755106 | 317 | 10,500 | | | X | |
| PERKINELMER INC | COM | 714046109 | 2,456 | 129,951 | | | X | |
| PEROT SYS CORP | CL A | 714265105 | 209 | 14,700 | | | X | |
| PETROLEO BRASILEIRO SA PETRO | SPONSORED ADR | 71654V408 | 1,637 | 31,400 | | | X | |
| PETSMART INC | COM | 716768106 | 788 | 25,955 | | | X | |
| PFIZER INC | COM | 717081103 | 147,599 | 5,351,677 | | | X | |
| PG&E CORP | COM | 69331C108 | 10,627 | 283,076 | | | X | |
| PHARMACEUTICAL PROD DEV | | | | | | | | |

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|--------------------------------|---------|-----------|-------|---------|--|---|
| INC | COM | 717124101 | 2,293 | 48,926 | | X |
| PHELPS DODGE CORP | COM | 717265102 | 5,344 | 57,778 | | X |
| PHH CORP | COM NEW | 693320202 | 337 | 13,115 | | X |
| PHILADELPHIA CONS HLDG CORP | COM | 717528103 | 229 | 2,700 | | X |
| PILGRIMS PRIDE CORP | COM | 721467108 | 1,197 | 35,073 | | X |
| PINNACLE WEST CAP CORP | COM | 723484101 | 5,399 | 121,466 | | X |
| PIONEER NAT RES CO | COM | 723787107 | 427 | 10,144 | | X |
| PITNEY BOWES INC | COM | 724479100 | 6,447 | 148,040 | | X |
| PIXAR | COM | 725811103 | 8,868 | 177,182 | | X |
| PLAINS EXPL& PRODTN CO | COM | 726505100 | 558 | 15,700 | | X |
| PLANTRONICS INC NEW | COM | 727493108 | 705 | 19,400 | | X |

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| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | | COLUMN 6 |
|---------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION |
| PLATINUM UNDERWRITER HLDGS L | COM | G7127P100 | 487 | 15,300 | | | X |
| PLUM CREEK TIMBER CO INC | COM | 729251108 | 2,035 | 56,074 | | | X |
| PMC-SIERRA INC | COM | 69344F106 | 401 | 42,946 | | | X |
| PMI GROUP INC | COM | 69344M101 | 2,812 | 72,130 | | | X |
| PNC FINL SVCS GROUP INC | COM | 693475105 | 6,369 | 116,941 | | | X |
| POGO PRODUCING CO | COM | 730448107 | 397 | 7,641 | | | X |
| POLARIS INDS INC | COM | 731068102 | 1,442 | 26,701 | | | X |
| POLO RALPH LAUREN CORP | CL A | 731572103 | 3,216 | 74,593 | | | X |
| POPULAR INC | COM | 733174106 | 2,264 | 89,892 | | | X |
| POSCO | SPONSORED ADR | 693483109 | 989 | 22,500 | | | X |
| PPG INDS INC | COM | 693506107 | 7,361 | 117,282 | | | X |
| PPL CORP | COM | 69351T106 | 7,437 | 125,251 | | | X |
| PRAXAIR INC | COM | 74005P104 | 10,004 | 214,672 | | | X |
| PRECISION CASTPARTS CORP | COM | 740189105 | 8,629 | 110,773 | | | X |
| PREMCO INC | COM | 74045Q104 | 367 | 4,946 | | | X |
| PRICE T ROWE GROUP INC | COM | 74144T108 | 4,264 | 68,110 | | | X |
| PRIDE INTL INC DEL | COM | 74153Q102 | 511 | 19,894 | | | X |
| PRIMUS GUARANTY LTD | SHS | G72457107 | 207 | 14,300 | | | X |
| PRINCIPAL FINANCIAL GROUP IN | COM | 74251V102 | 3,821 | 91,195 | | | X |
| PROCTER & GAMBLE CO | COM | 742718109 | 109,390 | 2,073,749 | | | X |
| PROGRESS ENERGY INC | COM | 743263105 | 3,657 | 80,827 | | | X |
| PROGRESSIVE CORP OHIO | COM | 743315103 | 22,319 | 225,876 | | | X |
| PROLOGIS | SH BEN INT | 743410102 | 2,213 | 54,992 | | | X |
| PROQUEST COMPANY | COM | 74346P102 | 203 | 6,200 | | | X |
| PROTECTIVE LIFE CORP | COM | 743674103 | 2,192 | 51,908 | | | X |
| PROTEIN DESIGN LABS INC | COM | 74369L103 | 685 | 33,884 | | | X |
| PROVIDIAN FINL CORP | COM | 74406A102 | 2,160 | 122,514 | | | X |
| PRUDENTIAL FINL INC | COM | 744320102 | 19,434 | 295,987 | | | X |
| PUBLIC STORAGE INC | COM | 74460D109 | 2,741 | 43,334 | | | X |
| PUBLIC SVC ENTERPRISE GROUP | COM | 744573106 | 6,574 | 108,082 | | | X |
| PULTE HOMES INC | COM | 745867101 | 8,999 | 106,811 | | | X |
| QLOGIC CORP | COM | 747277101 | 1,937 | 62,749 | | | X |
| QUALCOMM INC | COM | 747525103 | 53,302 | 1,614,728 | | | X |
| QUANTA CAPITAL HLDGS LTD | SHS | G7313F106 | 1,093 | 175,500 | | | X |

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|---------------------------------|---------|-----------|-------|---------|--|---|
| QUEST DIAGNOSTICS INC | COM | 74834L100 | 7,907 | 148,430 | | X |
| QUEST SOFTWARE INC | COM | 74834T103 | 379 | 27,800 | | X |
| QUESTAR CORP | COM | 748356102 | 5,598 | 84,944 | | X |
| QUICKSILVER RESOURCES INC | COM | 74837R104 | 428 | 6,700 | | X |
| QUIKSILVER INC | COM | 74838C106 | 342 | 21,400 | | X |
| QWEST COMMUNICATIONS INTL IN | COM | 749121109 | 2,473 | 666,649 | | X |
| R H DONNELLEY CORP | COM NEW | 74955W307 | 298 | 4,800 | | X |
| RADIAN GROUP INC | COM | 750236101 | 6,962 | 147,432 | | X |
| RADIOSHACK CORP | COM | 750438103 | 1,572 | 67,858 | | X |
| RANGE RES CORP | COM | 75281A109 | 707 | 26,300 | | X |
| RAYONIER INC | COM | 754907103 | 483 | 9,116 | | X |
| RAYTHEON CO | COM NEW | 755111507 | 7,910 | 202,196 | | X |
| READERS DIGEST ASSN INC | COM | 755267101 | 642 | 38,900 | | X |
| REALTY INCOME CORP | COM | 756109104 | 666 | 26,600 | | X |
| RED HAT INC | COM | 756577102 | 697 | 53,220 | | X |
| REEBOK INTL LTD | COM | 758110100 | 2,951 | 70,543 | | X |
| REGENCY CTRS CORP | COM | 758849103 | 233 | 4,067 | | X |
| REGIONS FINANCIAL CORP NEW | COM | 7591EP100 | 5,019 | 148,151 | | X |
| REGIS CORP MINN | COM | 758932107 | 387 | 9,900 | | X |
| REINSURANCE GROUP AMER INC | COM | 759351109 | 539 | 11,588 | | X |
| RELIANT ENERGY INC | COM | 75952B105 | 585 | 47,235 | | X |
| RENAL CARE GROUP INC | COM | 759930100 | 6,053 | 131,295 | | X |
| RENT A CTR INC NEW | COM | 76009N100 | 419 | 17,974 | | X |
| REPUBLIC SVCS INC | COM | 760759100 | 1,383 | 38,414 | | X |

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| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | | COLUMN 6 | C |
|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|---|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION | M |
| RESMED INC | COM | 761152107 | 421 | 6,386 | | | X | |
| RESOURCES CONNECTION INC | COM | 76122Q105 | 481 | 20,700 | | | X | |
| RESPIRONICS INC | COM | 761230101 | 719 | 19,898 | | | X | |
| REYNOLDS & REYNOLDS CO | CL A | 761695105 | 1,710 | 63,271 | | | X | |
| REYNOLDS AMERICAN INC | COM | 761713106 | 6,664 | 84,563 | | | X | |
| RITE AID CORP | COM | 767754104 | 136 | 32,575 | | | X | |
| ROBERT HALF INTL INC | COM | 770323103 | 2,118 | 84,837 | | | X | |
| ROCKWELL AUTOMATION INC | COM | 773903109 | 6,779 | 139,172 | | | X | |
| ROCKWELL COLLINS INC | COM | 774341101 | 4,281 | 89,778 | | | X | |
| ROHM & HAAS CO | COM | 775371107 | 3,294 | 71,082 | | | X | |
| ROPER INDS INC NEW | COM | 776696106 | 505 | 7,070 | | | X | |
| ROSS STORES INC | COM | 778296103 | 2,179 | 75,368 | | | X | |
| ROWAN COS INC | COM | 779382100 | 1,329 | 44,742 | | | X | |
| ROYAL CARIBBEAN CRUISES LTD | COM | V7780T103 | 1,552 | 32,100 | | | X | |
| ROYAL DUTCH PETE CO | NY REG EUR .56 | 780257804 | 1,343 | 20,700 | | | X | |
| RYDER SYS INC | COM | 783549108 | 874 | 23,872 | | | X | |
| RYLAND GROUP INC | COM | 783764103 | 555 | 7,316 | | | X | |
| SABRE HLDGS CORP | CL A | 785905100 | 1,459 | 73,119 | | | X | |
| SAFECO CORP | COM | 786429100 | 2,057 | 37,847 | | | X | |
| SAFEWAY INC | COM NEW | 786514208 | 5,807 | 257,061 | | | X | |
| SALESFORCE COM INC | COM | 79466L302 | 252 | 12,300 | | | X | |

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|-------------------------------|----------------|-----------|--------|-----------|--|---|
| SANDISK CORP | COM | 80004C101 | 2,254 | 94,975 | | X |
| SANMINA SCI CORP | COM | 800907107 | 1,331 | 243,316 | | X |
| SAP AKTIENGESELLSCHAFT | SPONSORED ADR | 803054204 | 844 | 19,500 | | X |
| SAPIENT CORP | COM | 803062108 | 206 | 26,000 | | X |
| SARA LEE CORP | COM | 803111103 | 11,046 | 557,582 | | X |
| SAXON CAP INC NEW | COM | 80556T106 | 174 | 10,200 | | X |
| SBC COMMUNICATIONS INC | COM | 78387G103 | 50,606 | 2,130,762 | | X |
| SCANA CORP NEW | COM | 80589M102 | 3,636 | 85,124 | | X |
| SCANSOURCE INC | COM | 806037107 | 210 | 4,900 | | X |
| SCHEIN HENRY INC | COM | 806407102 | 1,921 | 46,270 | | X |
| SCHERING PLOUGH CORP | COM | 806605101 | 17,412 | 913,515 | | X |
| SCHLUMBERGER LTD | COM | 806857108 | 10,887 | 143,362 | | X |
| SCHWAB CHARLES CORP NEW | COM | 808513105 | 6,452 | 571,958 | | X |
| SCIENTIFIC ATLANTA INC | COM | 808655104 | 4,573 | 137,461 | | X |
| SCIENTIFIC GAMES CORP | CL A | 80874P109 | 294 | 10,900 | | X |
| SCOTTISH PWR PLC | SPON ADR FINAL | 81013T705 | 1,178 | 33,100 | | X |
| SCOTTISH RE GROUP LTD | ORD | G7885T104 | 1,799 | 74,200 | | X |
| SCOTTS MIRACLE GRO CO | CL A | 810186106 | 217 | 3,054 | | X |
| SCP POOL CORP | COM | 784028102 | 333 | 9,500 | | X |
| SCRIPPS E W CO OHIO | CL A | 811054204 | 7,344 | 150,500 | | X |
| SEALED AIR CORP NEW | COM | 81211K100 | 1,938 | 38,926 | | X |
| SEARS HLDGS CORP | COM | 812350106 | 10,256 | 68,431 | | X |
| SEI INVESTMENTS CO | COM | 784117103 | 1,390 | 37,207 | | X |
| SELECT SECTOR SPDR TR | SBI HEALTHCARE | 81369Y209 | 2,383 | 82,700 | | X |
| SELECT SECTOR SPDR TR | SBI CONS STPLS | 81369Y308 | 2,057 | 90,400 | | X |
| SELECT SECTOR SPDR TR | SBI CONS DISCR | 81369Y407 | 1,967 | 60,000 | | X |
| SELECT SECTOR SPDR TR | SBI INT-FINL | 81369Y605 | 4,338 | 147,200 | | X |
| SELECT SECTOR SPDR TR | SBI INT-INDS | 81369Y704 | 4,148 | 141,200 | | X |
| SELECT SECTOR SPDR TR | SBI INT-UTILS | 81369Y886 | 796 | 25,200 | | X |
| SEMPRA ENERGY | COM | 816851109 | 6,308 | 152,711 | | X |
| SEMTECH CORP | COM | 816850101 | 423 | 25,400 | | X |
| SENSIENT TECHNOLOGIES CORP | COM | 81725T100 | 1,443 | 70,000 | | X |
| SEPRACOR INC | COM | 817315104 | 6,795 | 113,238 | | X |
| SEQUA CORPORATION | CL A | 817320104 | 662 | 10,000 | | X |
| SEROLOGICALS CORP | COM | 817523103 | 293 | 13,800 | | X |
| SERVICE CORP INTL | COM | 817565104 | 324 | 40,410 | | X |
| SERVICEMASTER CO | COM | 81760N109 | 527 | 39,317 | | X |

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| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | | COLUMN 6 |
|---------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION |
| SFBC INTL INC | COM | 784121105 | 313 | 8,100 | | | X |
| SHAW GROUP INC | COM | 820280105 | 512 | 23,800 | | | X |
| SHERWIN WILLIAMS CO | COM | 824348106 | 11,839 | 251,402 | | | X |
| SHIRE PHARMACEUTICALS GRP PL | SPONSORED ADR | 82481R106 | 1,338 | 40,800 | | | X |
| SIEBEL SYS INC | COM | 826170102 | 1,428 | 160,405 | | | X |
| SIERRA HEALTH SVCS INC | COM | 826322109 | 1,136 | 15,900 | | | X |
| SIERRA PAC RES NEW | COM | 826428104 | 1,082 | 86,900 | | | X |
| SIGMA ALDRICH CORP | COM | 826552101 | 3,325 | 59,331 | | | X |
| SILGAN HOLDINGS INC | COM | 827048109 | 259 | 4,600 | | | X |
| SIMON PTY GROUP INC NEW | COM | 828806109 | 7,971 | 109,956 | | | X |

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|---------------------------------|----------------|-----------|--------|-----------|---|
| SIMON PPTY GROUP INC NEW | PFD CONV I 6% | 828806802 | 264 | 4,254 | X |
| SIMPSON MANUFACTURING CO INC | COM | 829073105 | 220 | 7,200 | X |
| SINCLAIR BROADCAST GROUP INC | CL A | 829226109 | 636 | 70,000 | X |
| SIRIUS SATELLITE RADIO INC | COM | 82966U103 | 1,551 | 239,400 | X |
| SIX FLAGS INC | COM | 83001P109 | 186 | 40,000 | X |
| SL GREEN RLTY CORP | COM | 78440X101 | 202 | 3,133 | X |
| SLM CORP | COM | 78442P106 | 12,149 | 239,154 | X |
| SMITH & NEPHEW PLC | SPDN ADR NEW | 83175M205 | 301 | 6,100 | X |
| SMITH INTL INC | COM | 832110100 | 3,285 | 51,575 | X |
| SMITHFIELD FOODS INC | COM | 832248108 | 1,789 | 65,608 | X |
| SMUCKER J M CO | COM NEW | 832696405 | 209 | 4,458 | X |
| SMURFIT-STONE CONTAINER CORP | COM | 832727101 | 162 | 15,908 | X |
| SNAP ON INC | COM | 833034101 | 591 | 17,222 | X |
| SOLETRON CORP | COM | 834182107 | 1,582 | 417,550 | X |
| SONIC CORP | COM | 835451105 | 412 | 13,500 | X |
| SONOCO PRODS CO | COM | 835495102 | 229 | 8,659 | X |
| SOUTHERN CO | COM | 842587107 | 12,334 | 355,763 | X |
| SOUTHERN PERU COPPER CORP | COM | 843611104 | 320 | 7,467 | X |
| SOUTHWEST AIRLS CO | COM | 844741108 | 4,783 | 343,342 | X |
| SOUTHWEST GAS CORP | COM | 844895102 | 390 | 15,300 | X |
| SOUTHWESTERN ENERGY CO | COM | 845467109 | 615 | 13,100 | X |
| SOVEREIGN BANCORP INC | COM | 845905108 | 2,447 | 109,519 | X |
| SPDR TR | UNIT SER 1 | 78462F103 | 4,469 | 37,500 | X |
| SPECIALTY UNDERWRITERS ALLIA | COM | 84751T309 | 233 | 25,600 | X |
| SPECTRASITE INC | COM | 84761M104 | 625 | 8,396 | X |
| SPECTRUM BRANDS INC | COM | 84762L105 | 238 | 7,200 | X |
| SPIRIT FIN CORP | COM | 848568309 | 170 | 14,500 | X |
| SPRINT CORP | COM FON | 852061100 | 23,014 | 917,267 | X |
| SPX CORP | COM | 784635104 | 305 | 6,625 | X |
| ST JOE CO | COM | 790148100 | 3,367 | 41,289 | X |
| ST JUDE MED INC | COM | 790849103 | 16,869 | 386,826 | X |
| ST PAUL TRAVELERS INC | COM | 792860108 | 12,460 | 315,192 | X |
| STANCORP FINL GROUP INC | COM | 852891100 | 1,552 | 20,270 | X |
| STANDARD PAC CORP NEW | COM | 85375C101 | 234 | 2,661 | X |
| STANLEY WKS | COM | 854616109 | 4,237 | 93,031 | X |
| STAPLES INC | COM | 855030102 | 9,284 | 435,922 | X |
| STARBUCKS CORP | COM | 855244109 | 21,343 | 413,153 | X |
| STARWOOD HOTELS&RESORTS WRLD | PAIRED CTF | 85590A203 | 12,479 | 213,067 | X |
| STATE STR CORP | COM | 857477103 | 5,334 | 110,551 | X |
| STATION CASINOS INC | COM | 857689103 | 2,210 | 33,283 | X |
| STERICYCLE INC | COM | 858912108 | 1,359 | 27,002 | X |
| STERIS CORP | COM | 859152100 | 732 | 28,400 | X |
| STONE ENERGY CORP | COM | 861642106 | 259 | 5,300 | X |
| STORAGE TECHNOLOGY CORP | COM PAR \$0.10 | 862111200 | 1,148 | 31,646 | X |
| STRAYER ED INC | COM | 863236105 | 242 | 2,800 | X |
| STRYKER CORP | COM | 863667101 | 10,105 | 212,461 | X |
| STUDENT LN CORP | COM | 863902102 | 637 | 2,900 | X |
| SUN MICROSYSTEMS INC | COM | 866810104 | 5,689 | 1,525,245 | X |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION | M |
|----------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|---|
| SUNGARD DATA SYS INC | COM | 867363103 | 4,419 | 125,646 | | | X | |
| SUNOCO INC | COM | 86764P109 | 11,945 | 105,076 | | | X | |
| SUNTERRA CORP | COM NEW | 86787D208 | 284 | 17,500 | | | X | |
| SUNTRUST BKS INC | COM | 867914103 | 14,844 | 205,482 | | | X | |
| SUPERVALU INC | COM | 868536103 | 2,791 | 85,574 | | | X | |
| SWIFT ENERGY CO | COM | 870738101 | 294 | 8,200 | | | X | |
| SYBASE INC | COM | 871130100 | 193 | 10,503 | | | X | |
| SYBRON DENTAL SPECIALTIES IN | COM | 871142105 | 602 | 16,000 | | | X | |
| SYMANTEC CORP | COM | 871503108 | 11,575 | 532,446 | | | X | |
| SYMBOL TECHNOLOGIES INC | COM | 871508107 | 959 | 97,185 | | | X | |
| SYNOPSIS INC | COM | 871607107 | 753 | 45,145 | | | X | |
| SYNOVUS FINL CORP | COM | 87161C105 | 3,708 | 129,341 | | | X | |
| SYSCO CORP | COM | 871829107 | 18,482 | 510,700 | | | X | |
| TAKE-TWO INTERACTIVE SOFTWARE | COM | 874054109 | 295 | 11,600 | | | X | |
| TALBOTS INC | COM | 874161102 | 442 | 13,600 | | | X | |
| TARGET CORP | COM | 87612E106 | 45,797 | 841,705 | | | X | |
| TCF FINL CORP | COM | 872275102 | 1,316 | 50,850 | | | X | |
| TD BANKNORTH INC | COM | 87235A101 | 621 | 20,826 | | | X | |
| TECH DATA CORP | COM | 878237106 | 598 | 16,352 | | | X | |
| TECHNE CORP | COM | 878377100 | 321 | 7,000 | | | X | |
| TECHNITROL INC | COM | 878555101 | 185 | 13,100 | | | X | |
| TECO ENERGY INC | COM | 872375100 | 1,163 | 61,503 | | | X | |
| TEKTRONIX INC | COM | 879131100 | 680 | 29,225 | | | X | |
| TELE NORTE LESTE PART S A | SPON ADR PFD | 879246106 | 588 | 35,300 | | | X | |
| TELECOM HLDRS TR | DEPOSITRY RCPT | 87927P200 | 729 | 26,700 | | | X | |
| TELEFONOS DE MEXICO S A | SPON ADR ORD L | 879403780 | 727 | 38,500 | | | X | |
| TELEPHONE & DATA SYS INC | COM | 879433100 | 4,862 | 119,141 | | | X | |
| TELEPHONE & DATA SYS INC | SPL COM | 879433860 | 1,009 | 26,309 | | | X | |
| TELEWEST GLOBAL INC | COM | 87956T107 | 349 | 15,300 | | | X | |
| TELLABS INC | COM | 879664100 | 1,187 | 136,466 | | | X | |
| TEMPLE INLAND INC | COM | 879868107 | 2,383 | 64,150 | | | X | |
| TEMPUR PEDIC INTL INC | COM | 88023U101 | 435 | 19,600 | | | X | |
| TENET HEALTHCARE CORP | COM | 88033G100 | 2,095 | 171,130 | | | X | |
| TERADYNE INC | COM | 880770102 | 885 | 73,913 | | | X | |
| TEREX CORP NEW | COM | 880779103 | 469 | 11,900 | | | X | |
| TESORO CORP | COM | 881609101 | 484 | 10,400 | | | X | |
| TEXAS INSTRS INC | COM | 882508104 | 32,139 | 1,144,974 | | | X | |
| TEXTRON INC | COM | 883203101 | 9,095 | 119,904 | | | X | |
| THERMO ELECTRON CORP | COM | 883556102 | 1,956 | 72,808 | | | X | |
| THOMAS & BETTS CORP | COM | 884315102 | 3,462 | 122,600 | | | X | |
| THOMAS INDS INC | COM | 884425109 | 2,006 | 50,200 | | | X | |
| TIDEWATER INC | COM | 886423102 | 241 | 6,322 | | | X | |
| TIFFANY & CO NEW | COM | 886547108 | 1,645 | 50,215 | | | X | |
| TIMBERLAND CO | CL A | 887100105 | 1,445 | 37,316 | | | X | |
| TIME WARNER INC | COM | 887317105 | 53,739 | 3,215,973 | | | X | |
| TIMKEN CO | COM | 887389104 | 222 | 9,632 | | | X | |
| TITAN CORP | COM | 888266103 | 350 | 15,400 | | | X | |
| TJX COS INC NEW | COM | 872540109 | 8,525 | 350,121 | | | X | |
| TOLL BROTHERS INC | COM | 889478103 | 964 | 9,492 | | | X | |
| TORCHMARK CORP | COM | 891027104 | 10,208 | 195,551 | | | X | |
| TORO CO | COM | 891092108 | 3,633 | 94,100 | | | X | |
| TORONTO DOMINION BK ONT | COM NEW | 891160509 | 394 | 8,827 | | | X | |
| TOTAL SYS SVCS INC | COM | 891906109 | 217 | 8,997 | | | X | |
| TOYS R US INC | COM | 892335100 | 1,701 | 64,254 | | | X | |
| TRANSKARYOTIC THERAPIES | | | | | | | | |

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|---------------------|-----|-----------|-------|---------|--|---|
| INC | COM | 893735100 | 432 | 11,800 | | X |
| TRANSOCEAN INC | ORD | G90078109 | 5,858 | 108,537 | | X |
| TRIAD HOSPITALS INC | COM | 89579K109 | 2,888 | 52,863 | | X |
| TRIBUNE CO NEW | COM | 896047107 | 5,855 | 166,437 | | X |

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| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | | COLUMN 6 |
|---------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION |
| TRIMBLE NAVIGATION LTD | COM | 896239100 | 374 | 9,600 | | | X |
| TTM TECHNOLOGIES INC | COM | 87305R109 | 171 | 22,500 | | | X |
| TXU CORP | COM | 873168108 | 15,600 | 187,749 | | | X |
| TYCO INTL LTD NEW | COM | 902124106 | 30,890 | 1,057,876 | | | X |
| TYSON FOODS INC | CL A | 902494103 | 1,848 | 103,847 | | | X |
| U S G CORP | COM NEW | 903293405 | 213 | 5,000 | | | X |
| UAP HLDG CORP | COM | 903441103 | 261 | 15,700 | | | X |
| UGI CORP NEW | COM | 902681105 | 2,736 | 98,070 | | | X |
| ULTRA PETROLEUM CORP | COM | 903914109 | 376 | 12,400 | | | X |
| UNILEVER N V | N Y SHS NEW | 904784709 | 791 | 12,200 | | | X |
| UNION PAC CORP | COM | 907818108 | 9,685 | 149,457 | | | X |
| UNIONBANCAL CORP | COM | 908906100 | 5,563 | 83,134 | | | X |
| UNISYS CORP | COM | 909214108 | 648 | 102,401 | | | X |
| UNIT CORP | COM | 909218109 | 409 | 9,300 | | | X |
| UNITED DOMINION REALTY TR IN | COM | 910197102 | 373 | 15,493 | | | X |
| UNITED ONLINE INC | COM | 911268100 | 445 | 41,000 | | | X |
| UNITED PARCEL SERVICE INC | CL B | 911312106 | 41,352 | 597,918 | | | X |
| UNITED STATES CELLULAR CORP | COM | 911684108 | 3,012 | 60,313 | | | X |
| UNITED STATES STL CORP NEW | COM | 912909108 | 2,108 | 61,319 | | | X |
| UNITED SURGICAL PARTNERS INT | COM | 913016309 | 214 | 4,100 | | | X |
| UNITED TECHNOLOGIES CORP | COM | 913017109 | 46,357 | 902,760 | | | X |
| UNITEDHEALTH GROUP INC | COM | 91324P102 | 63,700 | 1,221,712 | | | X |
| UNITRIN INC | COM | 913275103 | 290 | 5,910 | | | X |
| UNIVERSAL CORP VA | COM | 913456109 | 1,068 | 24,400 | | | X |
| UNIVERSAL HLTH SVCS INC | CL B | 913903100 | 1,921 | 30,892 | | | X |
| UNIVISION COMMUNICATIONS INC | CL A | 914906102 | 2,624 | 95,241 | | | X |
| UNOCAL CORP | COM | 915289102 | 5,599 | 86,073 | | | X |
| UNUMPROVIDENT CORP | COM | 91529Y106 | 2,940 | 160,469 | | | X |
| URBAN OUTFITTERS INC | COM | 917047102 | 7,198 | 126,966 | | | X |
| URS CORP NEW | COM | 903236107 | 288 | 7,700 | | | X |
| US BANCORP DEL | COM NEW | 902973304 | 27,855 | 953,932 | | | X |
| UST INC | COM | 902911106 | 11,268 | 246,775 | | | X |
| UTI WORLDWIDE INC | ORD | G87210103 | 376 | 5,400 | | | X |
| UTSTARCOM INC | COM | 918076100 | 132 | 17,600 | | | X |
| V F CORP | COM | 918204108 | 5,680 | 99,263 | | | X |
| VALEANT PHARMACEUTICALS INTL | COM | 91911X104 | 314 | 17,800 | | | X |
| VALERO ENERGY CORP NEW | COM | 91913Y100 | 21,833 | 275,986 | | | X |
| VALSPAR CORP | COM | 920355104 | 665 | 13,763 | | | X |
| VARIAN MED SYS INC | COM | 92220P105 | 1,511 | 40,468 | | | X |

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|-------------------------------|---------------|-----------|---------|-----------|--|---|
| VCA ANTECH INC | COM | 918194101 | 964 | 39,744 | | X |
| VENTAS INC | COM | 92276F100 | 935 | 30,952 | | X |
| VERISIGN INC | COM | 92343E102 | 3,095 | 107,616 | | X |
| VERITAS SOFTWARE CO | COM | 923436109 | 3,858 | 158,102 | | X |
| VERIZON COMMUNICATIONS | COM | 92343V104 | 68,095 | 1,970,909 | | X |
| VIACOM INC | CL A | 925524100 | 1,727 | 53,600 | | X |
| VIACOM INC | CL B | 925524308 | 25,002 | 780,813 | | X |
| VISHAY INTERTECHNOLOGY INC | COM | 928298108 | 321 | 27,084 | | X |
| VISTEON CORP | COM | 92839U107 | 184 | 30,472 | | X |
| VIVENDI UNIVERSAL | SPON ADR NEW | 92851S204 | 2,193 | 70,000 | | X |
| VNUS MED TECHNOLOGIES INC | COM | 928566108 | 126 | 10,500 | | X |
| VODAFONE GROUP PLC NEW | SPONSORED ADR | 92857W100 | 627 | 25,800 | | X |
| VORNADO RLTY TR | SH BEN INT | 929042109 | 558 | 6,944 | | X |
| VULCAN MATLS CO | COM | 929160109 | 3,768 | 57,985 | | X |
| WACHOVIA CORP 2ND NEW | COM | 929903102 | 65,642 | 1,323,429 | | X |
| WAL MART STORES INC | COM | 931142103 | 114,877 | 2,383,344 | | X |
| WALGREEN CO | COM | 931422109 | 34,492 | 749,993 | | X |
| WALTER INDS INC | COM | 93317Q105 | 342 | 8,500 | | X |
| WARNACO GROUP INC | COM NEW | 934390402 | 207 | 8,900 | | X |

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| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | COLUMN 6 | C | | |
|---------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|---|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION | M |
| WASHINGTON GROUP INTL INC | COM NEW | 938862208 | 259 | 5,061 | | | X | |
| WASHINGTON MUT INC | COM | 939322103 | 26,940 | 662,079 | | | X | |
| WASHINGTON POST CO | CL B | 939640108 | 3,422 | 4,098 | | | X | |
| WASTE MGMT INC DEL | COM | 94106L109 | 9,842 | 347,276 | | | X | |
| WATERS CORP | COM | 941848103 | 3,429 | 92,252 | | | X | |
| WATSCO INC | COM | 942622200 | 737 | 17,300 | | | X | |
| WATSON PHARMACEUTICALS INC | COM | 942683103 | 998 | 33,773 | | | X | |
| WATTS WATER TECHNOLOGIES INC | CL A | 942749102 | 4,653 | 138,950 | | | X | |
| WEBMD CORP | COM | 94769M105 | 552 | 53,706 | | | X | |
| WEIGHT WATCHERS INTL INC NEW | COM | 948626106 | 875 | 16,945 | | | X | |
| WEINGARTEN RLTY INVS | SH BEN INT | 948741103 | 273 | 6,966 | | | X | |
| WELLCHOICE INC | COM | 949475107 | 370 | 5,333 | | | X | |
| WELLPOINT INC | COM | 94973V107 | 28,966 | 415,946 | | | X | |
| WELLS FARGO & CO NEW | COM | 949746101 | 60,061 | 975,332 | | | X | |
| WENDYS INTL INC | COM | 950590109 | 3,608 | 75,720 | | | X | |
| WERNER ENTERPRISES INC | COM | 950755108 | 224 | 11,400 | | | X | |
| WESCO FINL CORP | COM | 950817106 | 1,072 | 2,978 | | | X | |
| WEST CORP | COM | 952355105 | 2,661 | 69,295 | | | X | |
| WESTAMERICA BANCORPORATION | COM | 957090103 | 507 | 9,600 | | | X | |
| WESTAR ENERGY INC | COM | 95709T100 | 1,332 | 55,444 | | | X | |
| WESTCORP INC | COM | 957907108 | 648 | 12,357 | | | X | |
| WESTERN DIGITAL CORP | COM | 958102105 | 516 | 38,425 | | | X | |
| WESTERN GAS RES INC | COM | 958259103 | 1,528 | 43,770 | | | X | |
| WESTERN WIRELESS CORP | CL A | 95988E204 | 1,306 | 30,877 | | | X | |
| WEYERHAEUSER CO | COM | 962166104 | 6,421 | 100,885 | | | X | |

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|---------------------------------|----------------|-----------|--------|-----------|--|---|
| WFS FINL INC | COM | 92923B106 | 685 | 13,505 | | X |
| W-H ENERGY SVCS INC | COM | 92925E108 | 274 | 11,000 | | X |
| WHIRLPOOL CORP | COM | 963320106 | 2,498 | 35,624 | | X |
| WHITE MTNS INS GROUP LTD | COM | G9618E107 | 4,858 | 7,700 | | X |
| WHITNEY HLDG CORP | COM | 966612103 | 1,670 | 51,172 | | X |
| WHOLE FOODS MKT INC | COM | 966837106 | 7,052 | 59,657 | | X |
| WILEY JOHN & SONS INC | CL A | 968223206 | 754 | 18,968 | | X |
| WILLIAMS COS INC DEL | COM | 969457100 | 3,982 | 209,568 | | X |
| WILLIAMS SONOMA INC | COM | 969904101 | 841 | 21,258 | | X |
| WILLIS GROUP HOLDINGS LTD | SHS | G96655108 | 1,027 | 31,400 | | X |
| WILMINGTON TRUST CORP | COM | 971807102 | 909 | 25,239 | | X |
| WIND RIVER SYSTEMS INC | COM | 973149107 | 268 | 17,100 | | X |
| WINNEBAGO INDS INC | COM | 974637100 | 223 | 6,800 | | X |
| WISCONSIN ENERGY CORP | COM | 976657106 | 286 | 7,336 | | X |
| WOLVERINE WORLD WIDE INC | COM | 978097103 | 881 | 36,700 | | X |
| WPS RESOURCES CORP | COM | 92931B106 | 813 | 14,446 | | X |
| WRIGLEY WM JR CO | COM | 982526105 | 9,473 | 137,604 | | X |
| WYETH | COM | 983024100 | 33,086 | 743,503 | | X |
| WYNN RESORTS LTD | COM | 983134107 | 2,101 | 44,451 | | X |
| XCEL ENERGY INC | COM | 98389B100 | 2,463 | 126,162 | | X |
| XEROX CORP | COM | 984121103 | 5,373 | 389,626 | | X |
| XEROX CORP | PFD CONV SER C | 984121509 | 277 | 2,326 | | X |
| XILINX INC | COM | 983919101 | 6,683 | 262,078 | | X |
| XL CAP LTD | CL A | G98255105 | 2,440 | 32,786 | | X |
| XM SATELLITE RADIO HLDGS INC | CL A | 983759101 | 9,260 | 275,105 | | X |
| XTO ENERGY INC | COM | 98385X106 | 9,477 | 278,809 | | X |
| YAHOO INC | COM | 984332106 | 43,232 | 1,247,672 | | X |
| YELLOW ROADWAY CORP | COM | 985577105 | 720 | 14,176 | | X |
| YORK INTL CORP NEW | COM | 986670107 | 353 | 9,300 | | X |
| YOUNG BROADCASTING INC | CL A | 987434107 | 129 | 31,000 | | X |
| YUM BRANDS INC | COM | 988498101 | 11,979 | 230,021 | | X |
| ZALE CORP NEW | COM | 988858106 | 276 | 8,700 | | X |
| ZEBRA TECHNOLOGIES CORP | CL A | 989207105 | 2,009 | 45,881 | | X |

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| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | | COLUMN 6 | C |
|----------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|---|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION | M |
| ZIMMER HLDGS INC | COM | 98956P102 | 18,802 | 246,848 | | | X | |
| ZIONS BANCORPORATION | COM | 989701107 | 5,063 | 68,853 | | | X | |
| ZIPREALTY INC | COM | 98974V107 | 167 | 13,000 | | | X | |
| TOTAL | | | 8,573,144 | | | | | |

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