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FIFTH THIRD BANCORP  
Form 13F-HR  
August 13, 2002

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

FORM 13F

FORM 13F COVER PAGE

Report for the Quarter Ended: June 30, 2002

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: Fifth Third Bancorp  
Address: 38 Fountain Square Plaza  
Cincinnati, Ohio 45263

13F File Number - #28-03158

Name and Management numbers of All Institutional Investment Managers with respect to which this schedule is filed (other than the one filing this report).

Name:	Manager #	Name:	Manager #
----		----	
Fifth Third Bank Ohio	1	Fifth Third Bank Indiana	15
Fifth Third Bank of Northern Kentucky	5	Fifth Third Bank Florida	10
Fifth Third Bank Kentucky	2	Fifth Third Bank Michigan	19
Fifth Third Asset Management	85		

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: Neal Arnold  
Title: Executive Vice President, CFO  
Phone: 513-534-8577  
Signature, Place, and Date of Signing:

/s/ Neal Arnold	Cincinnati, Ohio	August 12, 2002
-----	-----	-----
[Signature]	[City, State]	[Date]

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Report Type (Check only one):

- 13F HOLDINGS REPORT
- 13F NOTICE
- 13F COMBINATION REPORT

List of Other Managers Reporting for this Manager:

Fifth Third Bank Ohio - 28-539  
Heartland Capital Management - 28-01397

Form 13F Summary Page

Report Summary:

Number of Other Included Managers: 7

Form 13F Information Table Entry Total: 3,526

Form 13F Information Table Value Total (x\$1000): 16,547,083

List of Other Included Managers:

Name:	13F File No.:	Name:
----	-----	----
Fifth Third Bank	28-539	Fifth Third Bank Florida
Fifth Third Bank of Northern Kentucky	28-10121	Fifth Third Bank Kentucky
Fifth Third Bank Asset Management	28-10115	Fifth Third Bank a Michigan Corporation
Fifth Third Bank Indiana	28-10118	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
-----							
DAIMLERCHRYSLER AG	ORD	D1668R123	29	598	SH	DEFINED	1
			116	2401	SH	DEFINED	15
			211	4370	SH	DEFINED	19
			-----	-----			
			355	7369			

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ACE LTD	ORD	G0070K103	25	800	SH	DEFINED	1		
			319	10110	SH	DEFINED	19		
			2177	68900	SH	DEFINED	85		
			-----						
			2522	79810					
AMDOCS LTD	ORD	G02602103	301	39874	SH	DEFINED	1		
			16	2120	SH	DEFINED	5		
			262	34655	SH	DEFINED	19		
			-----						
			579	76649					
COOPER INDS LTD	CL A	G24182100	608	15462	SH	DEFINED	1		
			31	785	SH	DEFINED	15		
			268	6810	SH	DEFINED	2		
			8	195	SH	DEFINED	10		
			648	16476	SH	DEFINED	19		
			295	7500	SH	DEFINED	85		
			-----						
1856	47228								
GLOBALSANTAFE CORP	SHS	G3930E101	770	28166	SH	DEFINED	1		
			33	1197	SH	DEFINED	15		
			216	7883	SH	DEFINED	19		
			-----						
			1019	37246					
INGERSOLL-RAND COMPANY LTD	CL A	G4776G101	99	2161	SH	DEFINED	1		
			2	48	SH	DEFINED	5		
			99	2175	SH	DEFINED	19		
			614	13450	SH	DEFINED	85		
			-----						
814	17834								
NOBLE CORPORATION	SHS	G65422100	50	1300	SH	DEFINED	19		
			409	10600	SH	DEFINED	85		
			-----						
459	11900								

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
TRANSOCEAN INC	ORD	G90078109	3612	115966	SH	DEFINED	1
			789	25324	SH	DEFINED	15
			1207	38761	SH	DEFINED	2
			6	192	SH	DEFINED	5
			21	684	SH	DEFINED	10
			1250	40120	SH	DEFINED	19
			3630	116540	SH	DEFINED	85
-----							
			10516	337587			

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XL CAP LTD	CL A	G98255105	3	30	SH	DEFINED	1
			4	51	SH	DEFINED	19
			898	10600	SH	DEFINED	85
			-----		905	10681	
FLEXTRONICS INTL LTD	ORD	Y2573F102	8094	1135153	SH	DEFINED	1
			654	91772	SH	DEFINED	15
			231	32443	SH	DEFINED	2
			49	6925	SH	DEFINED	5
			11	1600	SH	DEFINED	10
			759	106474	SH	DEFINED	19
			9362	1313000	SH	DEFINED	85
-----		19161	2687367				
ABN AMRO BK N V LONDON BRH	DEBT 12.000% 9	00079FAE2	2618	35000	SH	DEFINED	1
			-----		2618	35000	
A D C TELECOMMUNICATIONS	COM	000886101	680	297005	SH	DEFINED	1
			5	2000	SH	DEFINED	15
			8	3500	SH	DEFINED	2
			40	17500	SH	DEFINED	19
			1370	598275	SH	DEFINED	85
			-----		2103	918280	
ACM INCOME FUND INC	COM	000912105	66	8237	SH	DEFINED	1
			10	1311	SH	DEFINED	15
			6	694	SH	DEFINED	5
			14	1785	SH	DEFINED	10
			6	800	SH	DEFINED	19
			-----		102	12827	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
ABM INDS INC	COM	000957100	2604	150000	SH		DEFINED	85
			-----		2604	150000		
AFLAC INC	COM	001055102	19648	613998	SH		DEFINED	1
			3674	114820	SH		DEFINED	15
			206	6434	SH		DEFINED	2
			97	3030	SH		DEFINED	5
			947	29600	SH		DEFINED	10
			4223	131957	SH		DEFINED	19
-----		5216	163000	SH		DEFINED	85	

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		34011	1062839			
AES CORP	COM	00130H105	119	21939	SH	DEFINED 1
			31	5811	SH	DEFINED 15
			1	198	SH	DEFINED 5
			15	2769	SH	DEFINED 19
			231	42600	SH	DEFINED 85
			397	73317		
AK STL HLDG CORP	COM	001547108	18	1408	SH	DEFINED 1
			4	300	SH	DEFINED 19
			897	70000	SH	DEFINED 85
			919	71708		
AMR CORP	COM	001765106	99	5850	SH	DEFINED 1
			4	224	SH	DEFINED 15
			141	8353	SH	DEFINED 19
			378	22400	SH	DEFINED 85
			621	36827		
AOL TIME WARNER INC	COM	00184A105	6355	432009	SH	DEFINED 1
			693	47134	SH	DEFINED 15
			1134	77101	SH	DEFINED 2
			14	944	SH	DEFINED 5
			121	8225	SH	DEFINED 10
			3588	243889	SH	DEFINED 19
			9919	674280	SH	DEFINED 85
			21824	1483582		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL DSCRETN	O MA
AT&T CORP	COM	001957109	1486	138838	SH	DEFINED 1
			189	17665	SH	DEFINED 15
			261	24372	SH	DEFINED 2
			17	1550	SH	DEFINED 5
			7	640	SH	DEFINED 10
			2975	278005	SH	DEFINED 19
			7538	704453	SH	DEFINED 85
			12471	1165523		
ATMI INC	COM	00207R101	1678	75000	SH	DEFINED 85
			1678	75000		

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AT&T WIRELESS SVCS INC	COM	00209A106	327	55930	SH	DEFINED	1
			26	4459	SH	DEFINED	15
			3	457	SH	DEFINED	2
			4	701	SH	DEFINED	5
			582	99498	SH	DEFINED	19
			2718	464595	SH	DEFINED	85
			-----	-----			
			3660	625640			
AXT INC	COM	00246W103	347	43530	SH	DEFINED	1
			20	2565	SH	DEFINED	19
			862	108000	SH	DEFINED	85
						-----	-----
			1230	154095			
ABBOTT LABS	COM	002824100	70282	1866711	SH	DEFINED	1
			2879	76459	SH	DEFINED	15
			259	6880	SH	DEFINED	2
			251	6670	SH	DEFINED	10
			14696	390327	SH	DEFINED	19
			11353	301550	SH	DEFINED	85
						-----	-----
			99720	2648597			
ACCREDITO HEALTH INC	COM	00437V104	28	600	SH	DEFINED	2
			5	100	SH	DEFINED	19
			1154	25000	SH	DEFINED	85
						-----	-----
			1186	25700			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL DSCRETN	O MA	
ACTERNA CORP	COM	00503U105	49	119031	SH	DEFINED	1
						-----	-----
			49	119031			
ACXIOM CORP	COM	005125109	1	80	SH	DEFINED	19
			1749	100000	SH	DEFINED	85
						-----	-----
			1750	100080			
ADAMS EXPRESS CO	COM	006212104	47	3809	SH	DEFINED	1
			135	10979	SH	DEFINED	19
						-----	-----
			181	14788			
ADMINISTAFF INC	COM	007094105	750	75000	SH	DEFINED	85
						-----	-----
			750	75000			

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ADOBE SYS INC	COM	00724F101	631	22155	SH	DEFINED	1
			40	1418	SH	DEFINED	15
			20	700	SH	DEFINED	2
			588	20615	SH	DEFINED	19
			1704	59800	SH	DEFINED	85
			-----	-----			
			2984	104688			
ADVANCED DIGITAL INFORMATION	COM	007525108	30	3600	SH	DEFINED	2
			7	800	SH	DEFINED	19
			1265	150000	SH	DEFINED	85
			-----	-----			
			1302	154400			
ADVO INC	COM	007585102	2855	75000	SH	DEFINED	85
			-----	-----			
			2855	75000			
AEROFLEX INC	COM	007768104	1738	250000	SH	DEFINED	85
			-----	-----			
			1738	250000			
ADVANCEPCS	COM	00790K109	2394	100000	SH	DEFINED	85
			-----	-----			
			2394	100000			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
ADVANCED MICRO DEVICES INC	COM	007903107	9	950	SH		DEFINED	1
			61	6260	SH		DEFINED	19
			441	45350	SH		DEFINED	85
			-----	-----				
			511	52560				
AEGON N V	ORD AMER REG	007924103	180	8825	SH		DEFINED	1
			491	24111	SH		DEFINED	15
			92	4516	SH		DEFINED	2
			301	14800	SH		DEFINED	19
			-----	-----				
			1063	52252				
AETNA INC NEW	COM	00817Y108	139	2908	SH		DEFINED	1
			311	6491	SH		DEFINED	19
			952	19845	SH		DEFINED	85
			-----	-----				
			1403	29244				
AFFILIATED COMPUTER SERVICES	CL A	008190100	727	15320	SH		DEFINED	1
			38	800	SH		DEFINED	15
			45	942	SH		DEFINED	19

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			1899	40000	SH	DEFINED	85
			-----	-----			
			2709	57062			
AGERE SYS INC	CL A	00845V100	3	1884	SH	DEFINED	1
			0	89	SH	DEFINED	15
			1	499	SH	DEFINED	2
			0	290	SH	DEFINED	5
			0	42	SH	DEFINED	10
			3	2424	SH	DEFINED	19
			560	400323	SH	DEFINED	85
			-----	-----			
			568	405551			
AGERE SYS INC	CL B	00845V209	73	48882	SH	DEFINED	1
			3	2312	SH	DEFINED	15
			19	12352	SH	DEFINED	2
			11	7630	SH	DEFINED	5
			2	1109	SH	DEFINED	10
			64	42911	SH	DEFINED	19
			162	107936	SH	DEFINED	85
			-----	-----			
			335	223132			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA
AGILENT TECHNOLOGIES INC	COM	00846U101	11012	465631	SH		DEFINED	1
			1553	65678	SH		DEFINED	15
			225	9534	SH		DEFINED	2
			52	2182	SH		DEFINED	5
			89	3745	SH		DEFINED	10
			826	34923	SH		DEFINED	19
			9215	389657	SH		DEFINED	85
			-----	-----				
			22972	971350				
AIR PRODS & CHEMS INC	COM	009158106	6238	123603	SH		DEFINED	1
			721	14279	SH		DEFINED	15
			2	46	SH		DEFINED	2
			63	1241	SH		DEFINED	5
			536	10621	SH		DEFINED	19
			1696	33600	SH		DEFINED	85
			-----	-----				
			9256	183390				
AIRTRAN HLDGS INC	COM	00949P108	251	47000	SH		DEFINED	19
			-----	-----				
			251	47000				
ALBANY INTL CORP	CL A	012348108	1346	50000	SH		DEFINED	85



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			1346	50000		
ALBERTO CULVER CO	CL B CONV	013068101	62	1300 SH	DEFINED	1
			143	2990 SH	DEFINED	19
			716	14975 SH	DEFINED	85
			921	19265		
ALBERTSONS INC	COM	013104104	614	20168 SH	DEFINED	1
			46	1512 SH	DEFINED	15
			98	3206 SH	DEFINED	19
			990	32497 SH	DEFINED	85
			1748	57383		
ALCAN INC	COM	013716105	3	80 SH	DEFINED	1
			70	1871 SH	DEFINED	19
			962	25650 SH	DEFINED	85
			1036	27601		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL DSCRETN	O MA
ALCOA INC	COM	013817101	4336	130792 SH	DEFINED	1
			328	9885 SH	DEFINED	15
			30	910 SH	DEFINED	2
			7	220 SH	DEFINED	5
			10	300 SH	DEFINED	10
			1218	36735 SH	DEFINED	19
			4723	142476 SH	DEFINED	85
			10652	321318		
ALFA CORP	COM	015385107	240	20528 SH	DEFINED	10
			240	20528		
ALKERMES INC	COM	01642T108	2001	125000 SH	DEFINED	85
			2001	125000		
ALLEGHENY ENERGY INC	COM	017361106	120	4648 SH	DEFINED	1
			46	1800 SH	DEFINED	15
			234	9103 SH	DEFINED	19
			757	29400 SH	DEFINED	85
			1157	44951		
ALLERGAN INC	COM	018490102	81	1213 SH	DEFINED	1

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			57	850	SH	DEFINED	2
			135	2016	SH	DEFINED	19
			968	14500	SH	DEFINED	85
			-----	-----			
			1240	18579			
ALLIANT TECHSYSTEMS INC	COM	018804104	2	28	SH	DEFINED	19
			6380	100000	SH	DEFINED	85
			-----	-----			
			6382	100028			
ALLIED CAP CORP NEW	COM	01903Q108	127	5600	SH	DEFINED	1
			2265	100000	SH	DEFINED	85
			-----	-----			
			2392	105600			
ALLIED WASTE INDS INC	COM PAR\$.01NEW	019589308	150	15600	SH	DEFINED	85
			-----	-----			
			150	15600			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
ALLSTATE CORP	COM	020002101	2444	66078	SH	DEFINED	1
			598	16158	SH	DEFINED	15
			493	13345	SH	DEFINED	2
			90	2434	SH	DEFINED	5
			42	1135	SH	DEFINED	10
			19676	532070	SH	DEFINED	19
			3310	89498	SH	DEFINED	85
			-----	-----			
			26652	720718			
ALLTEL CORP	COM	020039103	30529	649560	SH	DEFINED	1
			2510	53395	SH	DEFINED	15
			1616	34381	SH	DEFINED	2
			425	9032	SH	DEFINED	5
			259	5510	SH	DEFINED	10
			914	19448	SH	DEFINED	19
			14171	301500	SH	DEFINED	85
			-----	-----			
			50423	1072826			
ALTERA CORP	COM	021441100	688	50559	SH	DEFINED	1
			1	60	SH	DEFINED	5
			243	17882	SH	DEFINED	19
			2574	189300	SH	DEFINED	85
			-----	-----			
			3506	257801			
AMBAC FINL GROUP INC	COM	023139108	131	1955	SH	DEFINED	1

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			45	665	SH	DEFINED	15
			2	25	SH	DEFINED	5
			568	8450	SH	DEFINED	85
			-----	-----			
			746	11095			
AMERADA HESS CORP	COM	023551104	41	500	SH	DEFINED	1
			35	425	SH	DEFINED	15
			237	2870	SH	DEFINED	19
			586	7100	SH	DEFINED	85
			-----	-----			
			899	10895			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
AMEREN CORP	COM	023608102	100	2327	SH		DEFINED	1
			139	3230	SH		DEFINED	15
			510	11853	SH		DEFINED	19
			473	11000	SH		DEFINED	85
			-----	-----				
			1222	28410				
AMCORE FINL INC	COM	023912108	457	19728	SH		DEFINED	19
			-----	-----				
			457	19728				
AMERICAN AXLE & MFG HLDGS IN	COM	024061103	9882	332292	SH		DEFINED	19
			-----	-----				
			9882	332292				
AMERICAN CAPITAL STRATEGIES	COM	024937104	41	1500	SH		DEFINED	2
			27	1000	SH		DEFINED	19
			3434	125000	SH		DEFINED	85
			-----	-----				
			3502	127500				
AMERICAN EAGLE OUTFITTERS NE	COM	02553E106	5800	274345	SH		DEFINED	1
			53	2520	SH		DEFINED	5
			143	6750	SH		DEFINED	19
			8604	407000	SH		DEFINED	85
			-----	-----				
			14600	690615				
AMERICAN ELEC PWR INC	COM	025537101	987	24655	SH		DEFINED	1
			223	5574	SH		DEFINED	15
			21	534	SH		DEFINED	2
			19	480	SH		DEFINED	10
			847	21174	SH		DEFINED	19
			3424	85560	SH		DEFINED	85
			-----	-----				

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			5522	137977		
AMERICAN EXPRESS CO	COM	025816109	4887	134559	SH	DEFINED 1
			266	7313	SH	DEFINED 15
			514	14140	SH	DEFINED 2
			14	373	SH	DEFINED 5
			2158	59405	SH	DEFINED 19
			9633	265237	SH	DEFINED 85
			-----	-----		
			17471	481027		

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
AMERICAN FINL GROUP INC OHIO	COM	025932104	297	12444	SH	DEFINED 1	
			-----	-----			
			297	12444			
AMERICAN INCOME FD INC	COM	02672T109	9	1000	SH	DEFINED 1	
			1087	127000	SH	DEFINED 85	
			-----	-----			
			1096	128000			
AMERICAN INTL GROUP INC	COM	026874107	89633	1313680	SH	DEFINED 1	
			6632	97195	SH	DEFINED 15	
			6008	88056	SH	DEFINED 2	
			2202	32269	SH	DEFINED 5	
			1811	26543	SH	DEFINED 10	
			17683	259171	SH	DEFINED 19	
			58976	864376	SH	DEFINED 85	
			-----	-----			
			182945	2681290			
AMERICAN MGMT SYS INC	COM	027352103	956	50000	SH	DEFINED 85	
			-----	-----			
			956	50000			
AMERICAN PWR CONVERSION CORP	COM	029066107	150	11850	SH	DEFINED 1	
			13	1000	SH	DEFINED 19	
			2102	166400	SH	DEFINED 85	
			-----	-----			
			2264	179250			
AMERICAN STD COS INC DEL	COM	029712106	15	200	SH	DEFINED 5	
			428	5700	SH	DEFINED 85	
			-----	-----			
			443	5900			
AMERIPATH INC	COM	03071D109	36	1500	SH	DEFINED 2	
			3000	125000	SH	DEFINED 85	
			-----	-----			

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			3036	126500		
AMERON INTL INC	COM	030710107	723	10000	SH	DEFINED 85
			-----	-----		
			723	10000		

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	MA
			-----	-----	-----	-----	-----	-----
AMERITRADE HLDG CORP	CL A	03072H109	5	1200	SH		DEFINED 19	
			1557	340000	SH		DEFINED 85	
			-----	-----				
			1563	341200				
AMERUS GROUP CO	COM	03072M108	48	1289	SH		DEFINED 1	
			1	20	SH		DEFINED 15	
			1855	50000	SH		DEFINED 85	
			-----	-----				
			1904	51309				
AMERISOURCEBERGEN CORP	COM	03073E105	112	1480	SH		DEFINED 1	
			7	98	SH		DEFINED 19	
			631	8300	SH		DEFINED 85	
			-----	-----				
			751	9878				
AMETEK INC NEW	COM	031100100	19	500	SH		DEFINED 15	
			168	4500	SH		DEFINED 19	
			5588	150000	SH		DEFINED 85	
			-----	-----				
			5774	155000				
AMGEN INC	COM	031162100	50415	1203800	SH		DEFINED 1	
			3496	83475	SH		DEFINED 15	
			3721	88861	SH		DEFINED 2	
			578	13798	SH		DEFINED 5	
			623	14873	SH		DEFINED 10	
			4704	112326	SH		DEFINED 19	
			29902	714000	SH		DEFINED 85	
			-----	-----				
			93440	2231133				
AMKOR TECHNOLOGY INC	COM	031652100	583	93785	SH		DEFINED 1	
			46	7407	SH		DEFINED 5	
			34	5415	SH		DEFINED 19	
			1543	248000	SH		DEFINED 85	
			-----	-----				
			2206	354607				
AMSOUTH BANCORPORATION	COM	032165102	60	2663	SH		DEFINED 1	
			40	1800	SH		DEFINED 2	

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15	675 SH	DEFINED 19
652	29150 SH	DEFINED 85
-----		
767	34288	

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 NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
AMSURG CORP	COM	03232P405	47	1800	SH		DEFINED	1
			657	25000	SH		DEFINED	85
			-----					
			704	26800				
ANADARKO PETE CORP	COM	032511107	295	5985	SH		DEFINED	1
			65	1309	SH		DEFINED	15
			128	2593	SH		DEFINED	19
			982	19909	SH		DEFINED	85
			-----					
			1469	29796				
ANALOG DEVICES INC	NOTE 4.750%10	032654AD7	2865	30000	SH		DEFINED	19
			-----					
			2865	30000				
ANALOG DEVICES INC	COM	032654105	32064	1079587	SH		DEFINED	1
			2100	70715	SH		DEFINED	15
			4178	140662	SH		DEFINED	2
			192	6455	SH		DEFINED	5
			347	11700	SH		DEFINED	10
			2460	82830	SH		DEFINED	19
			29050	978100	SH		DEFINED	85
-----								
			70391	2370049				
ANDREW CORP	COM	034425108	4	300	SH		DEFINED	1
			386	25850	SH		DEFINED	19
			98	6555	SH		DEFINED	85
			-----					
			488	32705				
ANHEUSER BUSCH COS INC	COM	035229103	14118	282363	SH		DEFINED	1
			1251	25015	SH		DEFINED	15
			461	9220	SH		DEFINED	2
			18	350	SH		DEFINED	10
			2510	50195	SH		DEFINED	19
			7652	153040	SH		DEFINED	85
			-----					
			26009	520183				
ANN TAYLOR STORES CORP	COM	036115103	44	1725	SH		DEFINED	2
			3809	150000	SH		DEFINED	85

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3852 151725

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN	O MA
ANTHEM INC	COM	03674B104	165	2438	SH		DEFINED	1
			458	6787	SH		DEFINED	15
			3	39	SH		DEFINED	2
			22	322	SH		DEFINED	5
			5	68	SH		DEFINED	19
			-----	-----				
			651	9654				
AON CORP	COM	037389103	96	3248	SH		DEFINED	1
			862	29247	SH		DEFINED	19
			634	21500	SH		DEFINED	85
			-----	-----				
			1592	53995				
APACHE CORP	COM	037411105	66	1152	SH		DEFINED	1
			242	4218	SH		DEFINED	19
			2527	43970	SH		DEFINED	85
			-----	-----				
			2836	49340				
APHTON CORP	COM	03759P101	134	17850	SH		DEFINED	19
				-----	-----			
			134	17850				
APOLLO GROUP INC	CL A	037604105	85	2162	SH		DEFINED	1
			4	100	SH		DEFINED	19
			544	13800	SH		DEFINED	85
			-----	-----				
			633	16062				
APPLE COMPUTER INC	COM	037833100	28	1580	SH		DEFINED	1
			32	1826	SH		DEFINED	5
			94	5320	SH		DEFINED	19
			500	28200	SH		DEFINED	85
			-----	-----				
			654	36926				
APPLEBEES INTL INC	COM	037899101	43	1875	SH		DEFINED	2
			31	1335	SH		DEFINED	19
			5164	225000	SH		DEFINED	85
			-----	-----				
			5237	228210				
APRIA HEALTHCARE GROUP INC	COM	037933108	2800	125000	SH		DEFINED	85
			-----	-----				

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2800 125000

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 NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
APPLERA CORP	COM AP BIO GRP	038020103	59	3017	SH		DEFINED	1
			331	17000	SH		DEFINED	85
			390	20017				
APPLERA CORP	COM CE GEN GRP	038020202	8	700	SH		DEFINED	1
			1	50	SH		DEFINED	19
			960	80000	SH		DEFINED	85
			969	80750				
APPLIED MICRO CIRCUITS CORP	COM	03822W109	0	17	SH		DEFINED	1
			0	35	SH		DEFINED	5
			3	600	SH		DEFINED	19
			113	23900	SH		DEFINED	85
			116	24552				
APPLIED MATLS INC	COM	038222105	22424	1178989	SH		DEFINED	1
			645	33925	SH		DEFINED	15
			270	14210	SH		DEFINED	2
			182	9580	SH		DEFINED	5
			176	9260	SH		DEFINED	10
			3334	175293	SH		DEFINED	19
			15269	802800	SH		DEFINED	85
			42302	2224057				
ARCHER DANIELS MIDLAND CO	COM	039483102	40	3104	SH		DEFINED	1
			13	979	SH		DEFINED	15
			371	28997	SH		DEFINED	19
			3151	246371	SH		DEFINED	85
			3574	279451				
ARCHSTONE SMITH TR	COM	039583109	411	15387	SH		DEFINED	1
			411	15387				
ARTESYN TECHNOLOGIES INC	COM	043127109	79	12150	SH		DEFINED	1
			3	400	SH		DEFINED	15
			82	12550				



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 NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
ARTHROCARE CORP	COM	043136100	643	50000	SH		DEFINED	85
			643	50000				
ASHLAND INC	COM	044204105	823	20313	SH		DEFINED	1
			49	1198	SH		DEFINED	15
			38	932	SH		DEFINED	2
			30	738	SH		DEFINED	5
			50	1229	SH		DEFINED	19
			223	5500	SH		DEFINED	85
			1211	29910				
ASSOCIATED ESTATES RLTY CORP	COM	045604105	27	2500	SH		DEFINED	1
			828	78100	SH		DEFINED	85
			854	80600				
ASTROPOWER INC	COM	04644A101	2455	125000	SH		DEFINED	85
			2455	125000				
ASYST TECHNOLOGY CORP	COM	04648X107	2035	100000	SH		DEFINED	85
			2035	100000				
ATALANTA SOSNOFF CAP CORP	COM	046499109	269	25000	SH		DEFINED	85
			269	25000				
ATLAS AIR WORLDWIDE HLDGS IN	COM	049164106	214	57900	SH		DEFINED	1
			4	975	SH		DEFINED	2
			218	58875				
ATMEL CORP	COM	049513104	11	1800	SH		DEFINED	1
			28	4400	SH		DEFINED	15
			2	300	SH		DEFINED	2
			2	300	SH		DEFINED	5
			6	1000	SH		DEFINED	10
			17	2748	SH		DEFINED	19
			66	10548				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
ATMOS ENERGY CORP	COM	049560105	4	173	SH		DEFINED	5
			11	454	SH		DEFINED	19
			3516	150000	SH		DEFINED	85
			-----		3531	150627		
ATWOOD OCEANICS INC	COM	050095108	1875	50000	SH		DEFINED	85
			-----		1875	50000		
AULT INC	COM	051503100	1015	227600	SH		DEFINED	85
			-----		1015	227600		
AUTODESK INC	COM	052769106	16	1200	SH		DEFINED	1
			187	14100	SH		DEFINED	19
			382	28800	SH		DEFINED	85
			-----		584	44100		
AUTOMATIC DATA PROCESSING IN	COM	053015103	40269	924653	SH		DEFINED	1
			467	10727	SH		DEFINED	15
			677	15547	SH		DEFINED	2
			237	5432	SH		DEFINED	5
			140	3210	SH		DEFINED	10
			7433	170668	SH		DEFINED	19
			5620	129050	SH		DEFINED	85
			-----		54842	1259287		
AUTOZONE INC	COM	053332102	29	375	SH		DEFINED	1
			263	3399	SH		DEFINED	19
			1685	21800	SH		DEFINED	85
			-----		1977	25574		
AVAYA INC	COM	053499109	18	3651	SH		DEFINED	1
			0	71	SH		DEFINED	15
			1	122	SH		DEFINED	2
			0	57	SH		DEFINED	5
			1	104	SH		DEFINED	10
			35	6968	SH		DEFINED	19
			143	28794	SH		DEFINED	85
			-----		197	39767		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
AVERY DENNISON CORP	COM	053611109	49805	793703	SH		DEFINED	1
			213	3400	SH		DEFINED	15
			16	250	SH		DEFINED	2
			45	715	SH		DEFINED	5
			50	800	SH		DEFINED	10
			1877	29915	SH		DEFINED	19
			4931	78575	SH		DEFINED	85
			56937	907358				
AVIALL INC NEW	COM	05366B102	1595	113900	SH		DEFINED	85
			1595	113900				
AVOCENT CORP	COM	053893103	2786	175000	SH		DEFINED	85
			2786	175000				
AVON PRODS INC	COM	054303102	51	970	SH		DEFINED	1
			211	4035	SH		DEFINED	19
			1363	26100	SH		DEFINED	85
			1625	31105				
AZTAR CORP	COM	054802103	3	124	SH		DEFINED	5
			2080	100000	SH		DEFINED	85
			2083	100124				
BB&T CORP	COM	054937107	44399	1150223	SH		DEFINED	1
			8022	207820	SH		DEFINED	2
			210	5445	SH		DEFINED	19
			2343	60700	SH		DEFINED	85
						54974	1424188	
BKF CAP GROUP INC	COM	05548G102	1995	70000	SH		DEFINED	85
			1995	70000				
BJ SVCS CO	COM	055482103	14	410	SH		DEFINED	10
			424	12500	SH		DEFINED	85
						437	12910	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	SH	PUT/	INVSTMT	DSCRETN	MA
BP PLC	SPONSORED ADR	055622104	42374	839262	SH				DEFINED	1
			10193	201873	SH				DEFINED	15
			1174	23243	SH				DEFINED	2
			247	4892	SH				DEFINED	5
			341	6758	SH				DEFINED	10
			13117	259795	SH				DEFINED	19
			67446	1335823						
BMC SOFTWARE INC	COM	055921100	4139	249313	SH				DEFINED	1
			573	34542	SH				DEFINED	15
			484	29150	SH				DEFINED	2
			125	7520	SH				DEFINED	10
			680	40980	SH				DEFINED	19
			4015	241850	SH				DEFINED	85
			10016	603355						
BAKER HUGHES INC	COM	057224107	36	1091	SH				DEFINED	1
			356	10688	SH				DEFINED	19
			1494	44880	SH				DEFINED	85
						1886	56659			
BALL CORP	COM	058498106	100	2400	SH				DEFINED	1
			36	869	SH				DEFINED	19
			183	4400	SH				DEFINED	85
						318	7669			
BANCINSURANCE CORP	COM	05945K102	79	15750	SH				DEFINED	1
						79	15750			
BANK OF AMERICA CORPORATION	COM	060505104	3047	43306	SH				DEFINED	1
			182	2591	SH				DEFINED	15
			598	8498	SH				DEFINED	2
			93	1323	SH				DEFINED	5
			190	2700	SH				DEFINED	10
			3074	43685	SH				DEFINED	19
			17378	246992	SH				DEFINED	85
						24562	349095			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
BANK NEW YORK INC	COM	064057102	87575	2594821	SH		DEFINED	1

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			2256	66854	SH	DEFINED	15
			6192	183455	SH	DEFINED	2
			2292	67900	SH	DEFINED	5
			1576	46710	SH	DEFINED	10
			3162	93686	SH	DEFINED	19
			49235	1458800	SH	DEFINED	85
			-----	-----			
			152288	4512226			
BANK ONE CORP	COM	06423A103	7700	200114	SH	DEFINED	1
			887	23060	SH	DEFINED	15
			27	712	SH	DEFINED	2
			35	897	SH	DEFINED	5
			20	522	SH	DEFINED	10
			7257	188598	SH	DEFINED	19
			7500	194911	SH	DEFINED	85
			-----	-----			
			23427	608814			
BARD C R INC	COM	067383109	33	580	SH	DEFINED	19
			232	4100	SH	DEFINED	85
			-----	-----			
			265	4680			
BARRICK GOLD CORP	COM	067901108	67	3530	SH	DEFINED	1
			172	9031	SH	DEFINED	19
			1421	74806	SH	DEFINED	85
			-----	-----			
			1659	87367			
BARRY R G CORP OHIO	COM	068798107	990	187500	SH	DEFINED	85
			-----	-----			
			990	187500			
BAXTER INTL INC	COM	071813109	21547	484738	SH	DEFINED	1
			253	5686	SH	DEFINED	15
			2294	51605	SH	DEFINED	2
			2157	48522	SH	DEFINED	5
			209	4700	SH	DEFINED	10
			2127	47841	SH	DEFINED	19
			19714	443500	SH	DEFINED	85
			-----	-----			
			48299	1086592			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
BE AEROSPACE INC	COM	073302101	659	50000	SH		DEFINED	1
			-----	-----				
			659	50000				

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BEA SYS INC	COM	073325102	2184	229702	SH	DEFINED	1
			136	14300	SH	DEFINED	15
			72	7550	SH	DEFINED	2
			10	1000	SH	DEFINED	10
			1514	159225	SH	DEFINED	19
			4912	516500	SH	DEFINED	85
			-----	-----			
			8828	928277			
BEAR STEARNS COS INC	COM	073902108	489	7987	SH	DEFINED	85
			-----	-----			
			489	7987			
BECTON DICKINSON & CO	COM	075887109	500	14520	SH	DEFINED	1
			22	649	SH	DEFINED	19
			2436	70700	SH	DEFINED	85
			-----	-----			
			2958	85869			
BED BATH & BEYOND INC	COM	075896100	2823	74814	SH	DEFINED	1
			42	1100	SH	DEFINED	15
			56	1489	SH	DEFINED	10
			2387	63243	SH	DEFINED	19
			5812	154000	SH	DEFINED	85
			-----	-----			
			11120	294646			
BELL MICROPRODUCTS INC	COM	078137106	1208	150000	SH	DEFINED	85
			-----	-----			
			1208	150000			
BELLSOUTH CORP	COM	079860102	15410	489198	SH	DEFINED	1
			4240	134596	SH	DEFINED	15
			450	14274	SH	DEFINED	2
			46	1471	SH	DEFINED	5
			215	6824	SH	DEFINED	10
			7175	227783	SH	DEFINED	19
			9330	296200	SH	DEFINED	85
			-----	-----			
						36866	1170346

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	1046	468	SH		DEFINED	1
			7	3	SH		DEFINED	15
			277	124	SH		DEFINED	2
			9	4	SH		DEFINED	5
			230	103	SH		DEFINED	19
			2234	1000	SH		DEFINED	85
			-----	-----				

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			3802	1702		
BEST BUY INC	COM	086516101	114	3137	SH	DEFINED 1
			73	1998	SH	DEFINED 15
			44	1200	SH	DEFINED 2
			816	22474	SH	DEFINED 19
			1917	52800	SH	DEFINED 85
			-----	-----		
			2962	81609		
BIG LOTS INC	COM	089302103	14	700	SH	DEFINED 1
			5	242	SH	DEFINED 19
			2147	109100	SH	DEFINED 85
			-----	-----		
			2166	110042		
BIOGEN INC	COM	090597105	118	2850	SH	DEFINED 1
			105	2525	SH	DEFINED 19
			489	11800	SH	DEFINED 85
			-----	-----		
			712	17175		
BIOMET INC	COM	090613100	25791	950980	SH	DEFINED 1
			3013	111097	SH	DEFINED 15
			2676	98666	SH	DEFINED 2
			933	34410	SH	DEFINED 5
			869	32049	SH	DEFINED 10
			1371	50556	SH	DEFINED 19
			9207	339475	SH	DEFINED 85
			-----	-----		
			43859	1617233		
BIOVAIL CORP	COM	09067J109	1235	42630	SH	DEFINED 1
			20	700	SH	DEFINED 10
			438	15110	SH	DEFINED 19
			3070	106000	SH	DEFINED 85
			-----	-----		
			4762	164440		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN	O MA
BLACK & DECKER CORP	COM	091797100	40	825	SH	DEFINED 1	
			217	4500	SH	DEFINED 19	
			308	6400	SH	DEFINED 85	
			-----	-----			
			565	11725			
BLACK BOX CORP DEL	COM	091826107	43	1050	SH	DEFINED 2	
			4073	100000	SH	DEFINED 85	
			-----	-----			

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			4116	101050		
BLACKROCK INCOME TR INC	COM	09247F100	12	1482 SH	DEFINED	1
			1379	176100 SH	DEFINED	85
			-----	-----		
			1390	177582		
BLACKROCK NORTH AMERN GV INC	COM	092475102	1728	159600 SH	DEFINED	85
			-----	-----		
			1728	159600		
BLOCK H & R INC	COM	093671105	4380	94905 SH	DEFINED	1
			51	1100 SH	DEFINED	15
			378	8193 SH	DEFINED	19
			1597	34600 SH	DEFINED	85
			-----	-----		
			6406	138798		
BOB EVANS FARMS INC	COM	096761101	1677	53276 SH	DEFINED	1
			144	4589 SH	DEFINED	15
			326	10345 SH	DEFINED	2
			46	1455 SH	DEFINED	5
			40	1285 SH	DEFINED	10
			36	1130 SH	DEFINED	19
			1835	58300 SH	DEFINED	85
			-----	-----		
			4104	130380		
BOEING CO	COM	097023105	4426	98358 SH	DEFINED	1
			160	3546 SH	DEFINED	15
			18	400 SH	DEFINED	2
			10	220 SH	DEFINED	5
			46	1021 SH	DEFINED	10
			1722	38265 SH	DEFINED	19
			5539	123092 SH	DEFINED	85
			-----	-----		
			11921	264902		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
BOMBAY CO INC	COM	097924104	730	162500	SH		DEFINED	85
			-----	-----				
			730	162500				
BORG WARNER INC	COM	099724106	2	37	SH		DEFINED	19
			2022	35000	SH		DEFINED	85
			-----	-----				
			2024	35037				
BOSTON SCIENTIFIC CORP	COM	101137107	758	25844	SH		DEFINED	1



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			29	1000	SH	DEFINED	15
			355	12110	SH	DEFINED	2
			21	700	SH	DEFINED	5
			10	350	SH	DEFINED	10
			431	14685	SH	DEFINED	19
			944	32200	SH	DEFINED	85
			-----	-----			
			2548	86889			
BRANTLEY CAP CORP	COM	105494108	95	10000	SH	DEFINED	19
			349	36700	SH	DEFINED	85
			-----	-----			
			444	46700			
BRISTOL MYERS SQUIBB CO	COM	110122108	53541	2083304	SH	DEFINED	1
			7065	274905	SH	DEFINED	15
			559	21758	SH	DEFINED	2
			248	9666	SH	DEFINED	5
			455	17700	SH	DEFINED	10
			5009	194907	SH	DEFINED	19
			9183	357300	SH	DEFINED	85
			-----	-----			
			76060	2959540			
BROADCOM CORP	CL A	111320107	43	2465	SH	DEFINED	1
			3	178	SH	DEFINED	2
			19	1080	SH	DEFINED	19
			368	21000	SH	DEFINED	85
			-----	-----			
			434	24723			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
BROADWING INC	COM	111620100	3139	1207423	SH		DEFINED	1
			15	5699	SH		DEFINED	15
			27	10300	SH		DEFINED	2
			224	86297	SH		DEFINED	5
			20	7600	SH		DEFINED	10
			36	13696	SH		DEFINED	19
			927	356400	SH		DEFINED	85
			-----	-----				
			4387	1687415				
BROWN FORMAN CORP	CL B	115637209	353	5118	SH		DEFINED	1
			7	100	SH		DEFINED	2
			414	6000	SH		DEFINED	19
			380	5500	SH		DEFINED	85
			-----	-----				
			1154	16718				

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BRUKER DALTONICS INC	COM	116795105	11	2900	SH	DEFINED 2
			494	125000	SH	DEFINED 85
			-----			
			505	127900		
BRUNSWICK CORP	COM	117043109	1661	59323	SH	DEFINED 1
			124	4420	SH	DEFINED 19
			193	6900	SH	DEFINED 85
			-----			
			1978	70643		
BRUSH ENGINEERED MATLS INC	COM	117421107	31	2500	SH	DEFINED 1
			6	500	SH	DEFINED 19
			1153	93000	SH	DEFINED 85
			-----			
			1190	96000		
BURLINGTON NORTHN SANTA FE C	COM	12189T104	226	7536	SH	DEFINED 1
			45	1500	SH	DEFINED 15
			284	9462	SH	DEFINED 19
			1491	49700	SH	DEFINED 85
			-----			
			2046	68198		

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
BURLINGTON RES INC	COM	122014103	1730	45533	SH	DEFINED 1	
			1377	36244	SH	DEFINED 15	
			958	25220	SH	DEFINED 2	
			87	2288	SH	DEFINED 19	
			610	16065	SH	DEFINED 85	
		-----					
			4763	125350			
C&D TECHNOLOGIES INC	COM	124661109	44	2450	SH	DEFINED 2	
			2253	125000	SH	DEFINED 85	
			-----				
			2297	127450			
CEC ENTMT INC	COM	125137109	4130	100000	SH	DEFINED 85	
			-----				
			4130	100000			
CIGNA CORP	COM	125509109	2638	27080	SH	DEFINED 1	
			117	1200	SH	DEFINED 15	
			379	3891	SH	DEFINED 19	
			2129	21850	SH	DEFINED 85	
			-----				
			5263	54021			

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CLECO CORP NEW	COM	12561W105	2190	100000	SH	DEFINED	85
			-----	-----			
			2190	100000			
CMS ENERGY CORP	COM	125896100	5	474	SH	DEFINED	1
			1	121	SH	DEFINED	15
			8	704	SH	DEFINED	5
			472	43019	SH	DEFINED	19
			116	10600	SH	DEFINED	85
			-----	-----			
			603	54918			
CSX CORP	COM	126408103	795	22695	SH	DEFINED	1
			131	3742	SH	DEFINED	15
			212	6045	SH	DEFINED	5
			8	221	SH	DEFINED	10
			133	3808	SH	DEFINED	19
			600	17108	SH	DEFINED	85
			-----	-----			
			1879	53619			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
CTS CORP	COM	126501105	1204	100000	SH		DEFINED	85
			-----	-----				
			1204	100000				
CVB FINL CORP	COM	126600105	2129	93750	SH		DEFINED	85
			-----	-----				
			2129	93750				
CVS CORP	COM	126650100	90	2935	SH		DEFINED	1
			9	300	SH		DEFINED	2
			11	371	SH		DEFINED	5
			885	28912	SH		DEFINED	19
			1535	50150	SH		DEFINED	85
			-----	-----				
			2530	82668				
CADBURY SCHWEPPES PLC	ADR	127209302	889	29460	SH		DEFINED	1
			58	1930	SH		DEFINED	15
			313	10370	SH		DEFINED	2
			29	975	SH		DEFINED	5
			35	1155	SH		DEFINED	10
			293	9700	SH		DEFINED	19
			-----	-----				
			1617	53590				
CALPINE CORP	COM	131347106	4	500	SH		DEFINED	1
			11	1500	SH		DEFINED	15

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13 1824 SH DEFINED 19  
 209 29700 SH DEFINED 85

-----  
 236 33524

CAMPBELL SOUP CO	COM	134429109	1016	36735	SH	DEFINED	1
			15	560	SH	DEFINED	15
			17	600	SH	DEFINED	10
			108	3900	SH	DEFINED	19
			904	32700	SH	DEFINED	85
			-----	-----			
			2061	74495			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----								
CAPITAL ONE FINL CORP	COM	14040H105	20196	330815	SH		DEFINED	1
			195	3200	SH		DEFINED	2
			220	3610	SH		DEFINED	5
			81	1330	SH		DEFINED	10
			340	5566	SH		DEFINED	19
			17972	294386	SH		DEFINED	85
			-----	-----				
			39005	638907				
CAPITOL BANCORP LTD	COM	14056D105	211	8848	SH		DEFINED	19
			-----	-----				
			211	8848				
CAPSTONE TURBINE CORP	COM	14067D102	10	6000	SH		DEFINED	1
			481	290000	SH		DEFINED	85
			-----	-----				
			491	296000				
CARDINAL HEALTH INC	COM	14149Y108	31465	512368	SH		DEFINED	1
			41	673	SH		DEFINED	15
			846	13775	SH		DEFINED	2
			168	2736	SH		DEFINED	5
			195	3181	SH		DEFINED	10
			1406	22898	SH		DEFINED	19
			18546	302000	SH		DEFINED	85
			-----	-----				
			52667	857631				
CARNIVAL CORP	COM	143658102	275	9924	SH		DEFINED	1
			11	400	SH		DEFINED	15
			55	2000	SH		DEFINED	10
			547	19745	SH		DEFINED	19
			2224	80300	SH		DEFINED	85
			-----	-----				
			3112	112369				

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CARRINGTON LABS INC	COM	144525102	162	135220	SH	DEFINED	85
			-----	-----			
			162	135220			
CATALINA MARKETING CORP	COM	148867104	2822	100000	SH	DEFINED	85
			-----	-----			
			2822	100000			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
CATERPILLAR INC DEL	COM	149123101	567	11583	SH	DEFINED	1
			44	900	SH	DEFINED	15
			213	4342	SH	DEFINED	19
			1341	27400	SH	DEFINED	85
			-----	-----			
			2165	44225			
CEDAR FAIR L P	DEPOSITRY UNIT	150185106	507	21320	SH	DEFINED	1
			74	3100	SH	DEFINED	19
			-----	-----			
			580	24420			
CELL GENESYS INC	COM	150921104	1349	100000	SH	DEFINED	85
			-----	-----			
			1349	100000			
CELGENE CORP	COM	151020104	1530	100000	SH	DEFINED	85
			-----	-----			
			1530	100000			
CENDANT CORP	COM	151313103	38	2400	SH	DEFINED	1
			143	9000	SH	DEFINED	15
			15	950	SH	DEFINED	10
			753	47442	SH	DEFINED	19
			2915	183544	SH	DEFINED	85
			-----	-----			
			3864	243336			
CENTEX CORP	COM	152312104	14	250	SH	DEFINED	15
			7	125	SH	DEFINED	19
			283	4900	SH	DEFINED	85
			-----	-----			
			305	5275			
CENTURY BUSINESS SVCS INC	COM	156490104	1158	355400	SH	DEFINED	85
			-----	-----			
			1158	355400			
CEPHEID	COM	15670R107	669	120000	SH	DEFINED	85

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669 120000

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
CENTURYTEL INC	COM	156700106	1224	41503	SH		DEFINED	1
			8	270	SH		DEFINED	15
			94	3200	SH		DEFINED	2
			113	3825	SH		DEFINED	5
			15	500	SH		DEFINED	10
			122	4129	SH		DEFINED	19
			333	11300	SH		DEFINED	85
			1909	64727				
CERNER CORP	COM	156782104	4783	100000	SH		DEFINED	85
			4783	100000				
CERTEGY INC	COM	156880106	308	8300	SH		DEFINED	1
			67	1800	SH		DEFINED	15
			130	3500	SH		DEFINED	2
			593	15977	SH		DEFINED	19
						1098	29577	
CHARLES & COLVARD LTD	COM	159765106	1090	229520	SH		DEFINED	1
			1090	229520				
CHARTER ONE FINL INC	COM	160903100	9198	267530	SH		DEFINED	1
			1468	42708	SH		DEFINED	19
			618	17984	SH		DEFINED	85
						11284	328222	
CHECKFREE CORP NEW	COM	162813109	1	39	SH		DEFINED	1
			782	50000	SH		DEFINED	85
			783	50039				
CHEMICAL FINL CORP	COM	163731102	2416	64416	SH		DEFINED	19
			2416	64416				

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN	O MA
CHEVRONTEXACO CORP	COM	166764100	60767	686630	SH		DEFINED	1
			6946	78486	SH		DEFINED	15
			4575	51693	SH		DEFINED	2
			477	5385	SH		DEFINED	5
			596	6730	SH		DEFINED	10
			9086	102662	SH		DEFINED	19
			20900	236156	SH		DEFINED	85
			-----	-----				
			103345	1167742				
CHICOS FAS INC	COM	168615102	1780	49020	SH		DEFINED	1
			51	1400	SH		DEFINED	2
			65	1800	SH		DEFINED	10
			224	6165	SH		DEFINED	19
			7446	205000	SH		DEFINED	85
			-----	-----				
			9566	263385				
CHIRON CORP	COM	170040109	30	849	SH		DEFINED	1
			25	700	SH		DEFINED	15
			2	50	SH		DEFINED	19
			534	15100	SH		DEFINED	85
			-----	-----				
			590	16699				
CHOICEPOINT INC	COM	170388102	320	7040	SH		DEFINED	1
			65	1440	SH		DEFINED	15
			91	2000	SH		DEFINED	2
			573	12600	SH		DEFINED	19
			-----	-----				
			1049	23080				
CHRISTOPHER & BANKS CORP	COM	171046105	2259	53410	SH		DEFINED	1
			172	4070	SH		DEFINED	19
			6091	144000	SH		DEFINED	85
			-----	-----				
			8523	201480				
CHRONIMED INC	COM	171164106	5	1000	SH		DEFINED	19
			292	57380	SH		DEFINED	85
			-----	-----				
			297	58380				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
CHUBB CORP	COM	171232101	1200	16955	SH		DEFINED 1	
			415	5860	SH		DEFINED 19	
			4163	58800	SH		DEFINED 85	
			-----		5778	81615		
CHURCH & DWIGHT INC	COM	171340102	1	46	SH		DEFINED 1	
			5	150	SH		DEFINED 15	
			3133	100000	SH		DEFINED 85	
			-----		3139	100196		
CIENA CORP	COM	171779101	27	6331	SH		DEFINED 1	
			37	8900	SH		DEFINED 15	
			144	34300	SH		DEFINED 85	
			-----		208	49531		
CINCINNATI FINL CORP	COM	172062101	168448	3620201	SH		DEFINED 1	
			26	550	SH		DEFINED 15	
			970	20841	SH		DEFINED 2	
			290	6237	SH		DEFINED 5	
			1922	41298	SH		DEFINED 10	
			130	2789	SH		DEFINED 19	
			2624	56400	SH		DEFINED 85	
-----		174409	3748316					
CINERGY CORP	COM	172474108	4021	111728	SH		DEFINED 1	
			109	3038	SH		DEFINED 15	
			225	6244	SH		DEFINED 2	
			173	4809	SH		DEFINED 5	
			25	700	SH		DEFINED 10	
			139	3853	SH		DEFINED 19	
			3086	85735	SH		DEFINED 85	
-----		7778	216107					
CIRCUIT CITY STORE INC	CIRCT CITY GRP	172737108	15	800	SH		DEFINED 15	
			8	450	SH		DEFINED 10	
			54	2859	SH		DEFINED 19	
			313	16700	SH		DEFINED 85	
-----		390	20809					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
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CISCO SYS INC	COM	17275R102	62813	4502680	SH	DEFINED	1
			1823	130715	SH	DEFINED	15
			3892	278960	SH	DEFINED	2
			1623	116376	SH	DEFINED	5
			1234	88426	SH	DEFINED	10
			9896	709375	SH	DEFINED	19
			40329	2890950	SH	DEFINED	85
			-----	-----			
			121609	8717482			
CINTAS CORP	COM	172908105	178143	3603944	SH	DEFINED	1
			839	16975	SH	DEFINED	15
			3169	64105	SH	DEFINED	2
			203	4105	SH	DEFINED	5
			538	10886	SH	DEFINED	10
			216	4370	SH	DEFINED	19
			21146	427800	SH	DEFINED	85
			-----	-----			
			204254	4132185			
CITIGROUP INC	COM	172967101	33318	859805	SH	DEFINED	1
			2094	54037	SH	DEFINED	15
			2826	72916	SH	DEFINED	2
			556	14356	SH	DEFINED	5
			383	9883	SH	DEFINED	10
			17452	450362	SH	DEFINED	19
			55958	1444070	SH	DEFINED	85
			-----	-----			
			112586	2905429			
CITIZENS BKG CORP MICH	COM	174420109	291	10051	SH	DEFINED	19
			-----	-----			
			291	10051			
CITIZENS COMMUNICATIONS CO	COM	17453B101	410	49023	SH	DEFINED	1
			105	12610	SH	DEFINED	19
			186	22200	SH	DEFINED	85
						-----	-----
			701	83833			
CITRIX SYS INC	COM	177376100	6	1000	SH	DEFINED	1
			3	480	SH	DEFINED	2
			9	1500	SH	DEFINED	19
			132	21900	SH	DEFINED	85
						-----	-----
			150	24880			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----

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CLARCOR INC	COM	179895107	2249	71066	SH	DEFINED	1
			15	475	SH	DEFINED	19
			1583	50000	SH	DEFINED	85
			-----	-----			
			3847	121541			
CLEAR CHANNEL COMMUNICATIONS	COM	184502102	176	5508	SH	DEFINED	1
			34	1055	SH	DEFINED	15
			48	1504	SH	DEFINED	2
			581	18140	SH	DEFINED	19
			2962	92500	SH	DEFINED	85
			-----	-----			
			3801	118707			
CLOROX CO DEL	COM	189054109	834	20163	SH	DEFINED	1
			423	10225	SH	DEFINED	15
			220	5310	SH	DEFINED	2
			143	3451	SH	DEFINED	19
			769	18600	SH	DEFINED	85
			-----	-----			
			2388	57749			
COACH INC	COM	189754104	2252	41015	SH	DEFINED	1
			666	12139	SH	DEFINED	19
			8235	150000	SH	DEFINED	85
			-----	-----			
			11153	203154			
COBRA ELECTRS CORP	COM	191042100	1723	208800	SH	DEFINED	85
			-----	-----			
			1723	208800			
COCA COLA CO	COM	191216100	52689	940873	SH	DEFINED	1
			3894	69535	SH	DEFINED	15
			1042	18601	SH	DEFINED	2
			210	3756	SH	DEFINED	5
			353	6300	SH	DEFINED	10
			8945	159736	SH	DEFINED	19
21465	383300	SH	DEFINED	85			
			-----	-----			
			88598	1582101			
COCA COLA ENTERPRISES INC	COM	191219104	1	33	SH	DEFINED	19
			784	35500	SH	DEFINED	85
			-----	-----			
			785	35533			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
COHERENT INC	COM	192479103	120	4000	SH		DEFINED	15

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			51	1700	SH	DEFINED	2
			2999	100000	SH	DEFINED	85
			-----	-----			
			3170	105700			
COLGATE PALMOLIVE CO	COM	194162103	10669	213173	SH	DEFINED	1
			1332	26607	SH	DEFINED	15
			195	3889	SH	DEFINED	2
			10	201	SH	DEFINED	5
			25	500	SH	DEFINED	10
			3644	72811	SH	DEFINED	19
			4444	88800	SH	DEFINED	85
			-----	-----			
			20319	405981			
COMCAST CORP	CL A SPL	200300200	141	5916	SH	DEFINED	1
			26	1100	SH	DEFINED	15
			832	34915	SH	DEFINED	19
			4649	195000	SH	DEFINED	85
			-----	-----			
			5648	236931			
COMERICA INC	COM	200340107	74	1200	SH	DEFINED	1
			1254	20425	SH	DEFINED	19
			1642	26750	SH	DEFINED	85
			-----	-----			
			2970	48375			
COMMERCE BANCORP INC NJ	COM	200519106	21	470	SH	DEFINED	10
			3315	75000	SH	DEFINED	85
			-----	-----			
			3336	75470			
COMMSCOPE INC	COM	203372107	625	50000	SH	DEFINED	85
			-----	-----			
			625	50000			
COMMUNITY CENTRAL BANK CORP	COM	20363J107	478	55545	SH	DEFINED	19
			-----	-----			
			478	55545			
COMMUNITY FIRST BANKSHARES I	COM	203902101	4566	175000	SH	DEFINED	85
			-----	-----			
			4566	175000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
COMPUTER ASSOC INTL INC	COM	204912109	31	1920	SH	DEFINED	1
			7	450	SH	DEFINED	15
			457	28789	SH	DEFINED	19

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			1575	99118	SH	DEFINED	85
			-----	-----			
			2070	130277			
COMPUTER NETWORK TECHNOLOGY	COM	204925101	613	100000	SH	DEFINED	85
			-----	-----			
			613	100000			
COMPUTER SCIENCES CORP	COM	205363104	1103	23078	SH	DEFINED	1
			112	2350	SH	DEFINED	15
			29	600	SH	DEFINED	2
			241	5050	SH	DEFINED	10
			593	12410	SH	DEFINED	19
			1240	25950	SH	DEFINED	85
			-----	-----			
			3319	69438			
COMPUWARE CORP	COM	205638109	55	9100	SH	DEFINED	19
			179	29500	SH	DEFINED	85
			-----	-----			
			234	38600			
COMSTOCK RES INC	COM NEW	205768203	1079	142000	SH	DEFINED	85
			-----	-----			
			1079	142000			
COMVERSE TECHNOLOGY INC	COM PAR \$0.10	205862402	1387	149820	SH	DEFINED	1
			188	20325	SH	DEFINED	15
			8	850	SH	DEFINED	2
			16	1700	SH	DEFINED	10
			374	40405	SH	DEFINED	19
			4127	445650	SH	DEFINED	85
			-----	-----			
			6100	658750			
CONAGRA FOODS INC	COM	205887102	803	29050	SH	DEFINED	1
			17	600	SH	DEFINED	15
			363	13120	SH	DEFINED	19
			1188	42950	SH	DEFINED	85
			-----	-----			
			2370	85720			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
CONCORD EFS INC	COM	206197105	3704	122893	SH		DEFINED	1
			30	1000	SH		DEFINED	10
			70	2306	SH		DEFINED	19
			1631	54100	SH		DEFINED	85
			-----	-----				
			5434	180299				

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CONCURRENT COMPUTER CORP NEW	COM	206710204	9	2000	SH	DEFINED	1
			63	13500	SH	DEFINED	2
			72	15500			
CONEXANT SYSTEMS INC	COM	207142100	17	10620	SH	DEFINED	1
			2	1000	SH	DEFINED	5
			2	1000	SH	DEFINED	10
			49	30464	SH	DEFINED	19
			70	43084			
CONMED CORP	COM	207410101	1675	75000	SH	DEFINED	85
			1675	75000			
CONOCO INC	COM	208251504	15363	552624	SH	DEFINED	1
			3060	110068	SH	DEFINED	15
			665	23910	SH	DEFINED	2
			168	6060	SH	DEFINED	5
			319	11463	SH	DEFINED	10
			1907	68580	SH	DEFINED	19
			2892	104011	SH	DEFINED	85
			24373	876716			
CONSECO INC	COM	208464107	26	12886	SH	DEFINED	1
			0	1	SH	DEFINED	15
			9	4260	SH	DEFINED	5
			11	5468	SH	DEFINED	19
			54	26964	SH	DEFINED	85
			99	49579			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
CONSOLIDATED EDISON INC	COM	209115104	154	3694	SH	DEFINED	1
			9	210	SH	DEFINED	15
			16	376	SH	DEFINED	10
			804	19269	SH	DEFINED	19
			1420	34000	SH	DEFINED	85
			2403	57549			
CONSTELLATION ENERGY GROUP I	COM	210371100	104	3550	SH	DEFINED	1
			18	600	SH	DEFINED	15
			103	3520	SH	DEFINED	19
			384	13100	SH	DEFINED	85

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			609	20770		
CONVERGYS CORP	COM	212485106	23997	1231860	SH	DEFINED 1
			217	11158	SH	DEFINED 15
			84	4295	SH	DEFINED 2
			780	40018	SH	DEFINED 5
			40	2050	SH	DEFINED 10
			725	37201	SH	DEFINED 19
			6349	325900	SH	DEFINED 85
			-----	-----		
			32190	1652482		
COOPER COS INC	COM NEW	216648402	3533	75000	SH	DEFINED 85
			-----	-----		
			3533	75000		
COOPER TIRE & RUBR CO	COM	216831107	1197	58241	SH	DEFINED 1
			58	2800	SH	DEFINED 19
			117	5700	SH	DEFINED 85
			-----	-----		
			1372	66741		
COORS ADOLPH CO	CL B	217016104	69	1100	SH	DEFINED 1
			175	2810	SH	DEFINED 19
			554	8900	SH	DEFINED 85
			-----	-----		
			798	12810		
COPART INC	COM	217204106	6	390	SH	DEFINED 1
			48	2950	SH	DEFINED 2
			2029	125000	SH	DEFINED 85
			-----	-----		
			2083	128340		

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA
CORINTHIAN COLLEGES INC	COM	218868107	61	1800	SH		DEFINED 2	
			2711	80000	SH		DEFINED 85	
			-----	-----				
			2772	81800				
CORN PRODS INTL INC	COM	219023108	212	6808	SH		DEFINED 1	
			12	400	SH		DEFINED 15	
			63	2025	SH		DEFINED 19	
			-----	-----				
			287	9233				
CORNING INC	COM	219350105	569	160266	SH		DEFINED 1	
			25	6945	SH		DEFINED 15	
			223	62810	SH		DEFINED 2	

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			5	1299	SH	DEFINED	5
			8	2285	SH	DEFINED	10
			308	86850	SH	DEFINED	19
			268	75500	SH	DEFINED	85
			-----	-----			
			1406	395955			
CORPORATE EXECUTIVE BRD CO	COM	21988R102	41	1200	SH	DEFINED	2
			2251	65733	SH	DEFINED	85
			-----	-----			
			2292	66933			
CORPORATE HIGH YIELD FD INC	COM	219914108	74	10300	SH	DEFINED	10
			-----	-----			
			74	10300			
COSTCO WHSL CORP NEW	COM	22160K105	86	2235	SH	DEFINED	1
			12	300	SH	DEFINED	2
			309	8006	SH	DEFINED	19
			2352	60900	SH	DEFINED	85
			-----	-----			
			2759	71441			
COUNTRYWIDE CR INDS INC DEL	COM	222372104	276	5724	SH	DEFINED	1
			58	1200	SH	DEFINED	19
			473	9800	SH	DEFINED	85
			-----	-----			
			807	16724			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL DCRETN	O MA
CRANE CO	COM	224399105	1077	42434	SH	DEFINED 19
			120	4725	SH	DEFINED 85
			-----	-----		
			1197	47159		
CREDENCE SYS CORP	COM	225302108	1777	100000	SH	DEFINED 85
			-----	-----		
			1777	100000		
CREE INC	COM	225447101	2429	183600	SH	DEFINED 1
			108	8200	SH	DEFINED 15
			118	8882	SH	DEFINED 2
			103	7800	SH	DEFINED 10
			218	16455	SH	DEFINED 19
			4776	361000	SH	DEFINED 85
			-----	-----		
			7752	585937		
CROWN CASTLE INTL CORP	COM	228227104	1188	302200	SH	DEFINED 85

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			1188	302200			
CRYOLIFE INC	COM	228903100	1606	100000	SH	DEFINED	85
			1606	100000			
CRYSTALLEX INTL CORP	COM	22942F101	10	5470	SH	DEFINED	15
			36	20000	SH	DEFINED	19
			46	25470			
CUBIC CORP	COM	229669106	1422	60000	SH	DEFINED	85
			1422	60000			
CUTTER & BUCK INC	COM	232217109	2	300	SH	DEFINED	1
			189	32000	SH	DEFINED	85
			190	32300			
CYMER INC	COM	232572107	4	100	SH	DEFINED	15
			4	100	SH	DEFINED	19
			3504	100000	SH	DEFINED	85
			3511	100200			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DISCRETN	O MA
CYPRESS SEMICONDUCTOR CORP	COM	232806109	1898	125000	SH		DEFINED	85
			1898	125000				
DNP SELECT INCOME FD	COM	23325P104	95	9290	SH		DEFINED	1
			69	6792	SH		DEFINED	15
			4	414	SH		DEFINED	5
			298	29228	SH		DEFINED	19
			465	45724				
DPL INC	COM	233293109	4235	160098	SH		DEFINED	1
			120	4545	SH		DEFINED	15
			13	504	SH		DEFINED	2
			207	7812	SH		DEFINED	5
			8	287	SH		DEFINED	10
			93	3511	SH		DEFINED	19
			4675	176757				
DTE ENERGY CO	COM	233331107	218	4880	SH		DEFINED	1



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			29	658	SH	DEFINED	15
			1580	35401	SH	DEFINED	19
			1174	26300	SH	DEFINED	85
			-----	-----			
			3002	67239			
DANA CORP	COM	235811106	681	36731	SH	DEFINED	1
			7	400	SH	DEFINED	15
			47	2515	SH	DEFINED	19
			219	11832	SH	DEFINED	85
			-----	-----			
			954	51478			
DANAHER CORP DEL	COM	235851102	3966	59780	SH	DEFINED	1
			1615	24335	SH	DEFINED	15
			1634	24625	SH	DEFINED	2
			169	2550	SH	DEFINED	10
			2837	42761	SH	DEFINED	19
			1427	21500	SH	DEFINED	85
			-----	-----			
			11648	175551			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
DARDEN RESTAURANTS INC	COM	237194105	233	9450	SH		DEFINED	1
			48	1949	SH		DEFINED	19
			348	14100	SH		DEFINED	85
			-----	-----				
			630	25499				
DATUM INC	COM	238208102	47	4500	SH		DEFINED	1
			1468	142000	SH		DEFINED	85
			-----	-----				
			1515	146500				
DEERE & CO	COM	244199105	1184	24720	SH		DEFINED	1
			132	2753	SH		DEFINED	15
			46	950	SH		DEFINED	2
			47	975	SH		DEFINED	5
			32	665	SH		DEFINED	10
			314	6557	SH		DEFINED	19
			910	19000	SH		DEFINED	85
			-----	-----				
			2664	55620				
DELL COMPUTER CORP	COM	247025109	4029	154124	SH		DEFINED	1
			29	1114	SH		DEFINED	15
			290	11087	SH		DEFINED	2
			76	2890	SH		DEFINED	5
			273	10449	SH		DEFINED	10

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			2020	77277	SH	DEFINED	19
			10929	418100	SH	DEFINED	85
			-----	-----			
			17646	675041			
DELPHI CORP	COM	247126105	119	8981	SH	DEFINED	1
			25	1893	SH	DEFINED	15
			0	10	SH	DEFINED	2
			7	537	SH	DEFINED	5
			377	28591	SH	DEFINED	19
			1007	76309	SH	DEFINED	85
			-----	-----			
			1535	116321			
DELPHI FINL GROUP INC	CL A	247131105	2168	50000	SH	DEFINED	85
			-----	-----			
			2168	50000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
DELTA AIR LINES INC DEL	COM	247361108	16	800	SH		DEFINED	1
			4	200	SH		DEFINED	5
			196	9800	SH		DEFINED	85
			-----	-----				
			216	10800				
DELUXE CORP	COM	248019101	12	300	SH		DEFINED	15
			1	35	SH		DEFINED	10
			1932	49691	SH		DEFINED	19
			206	5300	SH		DEFINED	85
			-----	-----				
			2152	55326				
DENTSPLY INTL INC NEW	COM	249030107	364	9870	SH		DEFINED	15
			3	92	SH		DEFINED	5
			111	3000	SH		DEFINED	19
			-----	-----				
			478	12962				
DEVON ENERGY CORP NEW	DEB	4.900% 8 25179MAA1	2963	30000	SH		DEFINED	19
			-----	-----				
			2963	30000				
DEVON ENERGY CORP NEW	COM	25179M103	2	42	SH		DEFINED	1
			13	260	SH		DEFINED	15
			358	7260	SH		DEFINED	19
			1331	27000	SH		DEFINED	85
			-----	-----				
			1703	34562				

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DIAGNOSTIC PRODS CORP	COM	252450101	3700	100000	SH	DEFINED	85
			-----	-----			
			3700	100000			
DIEBOLD INC	COM	253651103	642	17241	SH	DEFINED	1
			381	10225	SH	DEFINED	19
			2793	75000	SH	DEFINED	85
			-----	-----			
			3816	102466			
DIONEX CORP	COM	254546104	2009	75000	SH	DEFINED	85
			-----	-----			
			2009	75000			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
DISNEY WALT CO	COM DISNEY	254687106	11244	594937	SH	DEFINED	1	
			2269	120073	SH	DEFINED	15	
			735	38901	SH	DEFINED	2	
			87	4582	SH	DEFINED	5	
			53	2790	SH	DEFINED	10	
			2965	156890	SH	DEFINED	19	
			6005	317750	SH	DEFINED	85	
			-----	-----				
			23359	1235923				
DOCUMENTUM INC	COM	256159104	1500	125000	SH	DEFINED	85	
			-----	-----				
			1500	125000				
DOLLAR GEN CORP	COM	256669102	777	40824	SH	DEFINED	1	
			20	1028	SH	DEFINED	15	
			152	8000	SH	DEFINED	2	
			505	26533	SH	DEFINED	85	
			-----	-----				
			1454	76385				
DOMINION RES INC VA NEW	COM	25746U109	3930	59368	SH	DEFINED	1	
			67	1008	SH	DEFINED	15	
			22	330	SH	DEFINED	2	
			11	164	SH	DEFINED	5	
			1053	15902	SH	DEFINED	19	
			3639	54967	SH	DEFINED	85	
			-----	-----				
			8721	131739				
DONNELLEY R R & SONS CO	COM	257867101	837	30376	SH	DEFINED	1	
			28	1000	SH	DEFINED	15	
			107	3900	SH	DEFINED	2	
			6	200	SH	DEFINED	19	

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			248	9000	SH	DEFINED	85
			-----	-----			
			1225	44476			
DOVER CORP	COM	260003108	4096	117034	SH	DEFINED	1
			28	800	SH	DEFINED	15
			159	4545	SH	DEFINED	19
			567	16200	SH	DEFINED	85
			-----	-----			
			4850	138579			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
DOW CHEM CO	COM	260543103	2890	84067	SH		DEFINED	1
			349	10159	SH		DEFINED	15
			469	13630	SH		DEFINED	2
			13	390	SH		DEFINED	10
			1963	57101	SH		DEFINED	19
			4963	144354	SH		DEFINED	85
			-----	-----				
			10648	309701				
DOW JONES & CO INC	COM	260561105	112	2315	SH		DEFINED	1
			1	28	SH		DEFINED	5
			19	400	SH		DEFINED	19
			325	6700	SH		DEFINED	85
			-----	-----				
			458	9443				
DOWNEY FINL CORP	COM	261018105	4730	100000	SH		DEFINED	85
			-----	-----				
			4730	100000				
DREYFUS STRATEGIC MUNS INC	COM	261932107	5	500	SH		DEFINED	1
			25	2554	SH		DEFINED	15
			72	7263	SH		DEFINED	19
			-----	-----				
			102	10317				
DU PONT E I DE NEMOURS & CO	COM	263534109	20012	450726	SH		DEFINED	1
			1729	38941	SH		DEFINED	15
			80	1810	SH		DEFINED	2
			4	100	SH		DEFINED	5
			407	9177	SH		DEFINED	10
			3077	69303	SH		DEFINED	19
			7211	162420	SH		DEFINED	85
			-----	-----				
			32522	732477				
DUANE READE INC	COM	263578106	2554	75000	SH		DEFINED	85

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2554 75000

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
DUKE ENERGY CORP	COM	264399106	15593	501381	SH		DEFINED	1
			2355	75728	SH		DEFINED	15
			747	24025	SH		DEFINED	2
			65	2096	SH		DEFINED	5
			3360	108053	SH		DEFINED	19
			4547	146212	SH		DEFINED	85
			26668	857495				
DUKE REALTY CORP	COM NEW	264411505	236	8143	SH		DEFINED	1
			6	200	SH		DEFINED	15
			9	298	SH		DEFINED	5
			23	800	SH		DEFINED	10
			116	4000	SH		DEFINED	19
			389	13441				
DUN & BRADSTREET CORP DEL NE	COM	26483E100	192	5808	SH		DEFINED	1
			122	3694	SH		DEFINED	19
				314	9502			
DYCOM INDS INC	COM	267475101	9	750	SH		DEFINED	19
			2046	175000	SH		DEFINED	85
				2055	175750			
DYNEGY INC NEW	CL A	26816Q101	17	2420	SH		DEFINED	1
			15	2024	SH		DEFINED	15
			4	600	SH		DEFINED	2
			57	7851	SH		DEFINED	19
			566	78600	SH		DEFINED	85
			659	91495				
E M C CORP MASS	COM	268648102	12504	1656090	SH		DEFINED	1
			155	20560	SH		DEFINED	15
			1322	175053	SH		DEFINED	2
			50	6583	SH		DEFINED	5
			144	19050	SH		DEFINED	10
			1452	192286	SH		DEFINED	19
			7885	1044400	SH		DEFINED	85
			23511	3114022				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
EOG RES INC	COM	26875P101	30	763	SH		DEFINED	19
			365	9200	SH		DEFINED	85
			396	9963				
E TRADE GROUP INC	COM	269246104	26	4710	SH		DEFINED	19
			1665	305000	SH		DEFINED	85
			1691	309710				
EAST WEST BANCORP INC	COM	27579R104	1726	50000	SH		DEFINED	85
			1726	50000				
EASTMAN CHEM CO	COM	277432100	9	200	SH		DEFINED	1
			17	355	SH		DEFINED	15
			47	1000	SH		DEFINED	2
			70	1484	SH		DEFINED	19
			291	6200	SH		DEFINED	85
433	9239							
EASTMAN KODAK CO	COM	277461109	352	12058	SH		DEFINED	1
			65	2229	SH		DEFINED	15
			9	300	SH		DEFINED	2
			359	12296	SH		DEFINED	19
			1088	37300	SH		DEFINED	85
1872	64183							
EATON CORP	COM	278058102	274	3760	SH		DEFINED	1
			434	5969	SH		DEFINED	19
			1171	16100	SH		DEFINED	85
1879	25829							
EATON VANCE CORP	COM NON VTG	278265103	5	160	SH		DEFINED	2
			3120	100000	SH		DEFINED	85
			3125	100160				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
EBAY INC	COM	278642103	1228	19921	SH		DEFINED	1
			25	400	SH		DEFINED	15
			29	475	SH		DEFINED	2
			40	650	SH		DEFINED	5
			75	1220	SH		DEFINED	19
			-----	-----				
			1397	22666				
ECHELON CORP	COM	27874N105	3	250	SH		DEFINED	1
			1610	125000	SH		DEFINED	85
			-----	-----				
			1613	125250				
ECOLAB INC	COM	278865100	16616	359428	SH		DEFINED	1
			1411	30520	SH		DEFINED	15
			1751	37880	SH		DEFINED	2
			148	3210	SH		DEFINED	5
			37	795	SH		DEFINED	10
			1251	27069	SH		DEFINED	19
			6234	134850	SH		DEFINED	85
-----	-----							
			27449	593752				
EDEL BROCK CORP	COM	279434104	800	65600	SH		DEFINED	85
			-----	-----				
			800	65600				
EDISON INTL	COM	281020107	80	4700	SH		DEFINED	1
			33	1956	SH		DEFINED	15
			142	8365	SH		DEFINED	19
			442	26000	SH		DEFINED	85
-----	-----							
			697	41021				
EDWARDS AG INC	COM	281760108	7377	189775	SH		DEFINED	1
			1345	34596	SH		DEFINED	15
			595	15300	SH		DEFINED	2
			827	21280	SH		DEFINED	10
			361	9285	SH		DEFINED	19
			15062	387500	SH		DEFINED	85
-----	-----							
			25566	657736				

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
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EFUNDS CORP	COM	28224R101	2	165 SH	DEFINED 15
			275	28967 SH	DEFINED 19
			276	29132	
1838 BD-DEB TRADING FD	COM	282520105	7	349 SH	DEFINED 19
			1205	61900 SH	DEFINED 85
			1212	62249	
EL PASO CORP	COM	28336L109	1310	63570 SH	DEFINED 1
			665	32286 SH	DEFINED 15
			130	6310 SH	DEFINED 2
			1	59 SH	DEFINED 10
			675	32746 SH	DEFINED 19
			1624	78795 SH	DEFINED 85
			4406	213766	
ELECTRO SCIENTIFIC INDS	COM	285229100	3038	125000 SH	DEFINED 85
			3038	125000	
ELECTRONIC DATA SYS NEW	COM	285661104	341	9190 SH	DEFINED 1
			75	2016 SH	DEFINED 15
			5	147 SH	DEFINED 2
			9	244 SH	DEFINED 5
			572	15397 SH	DEFINED 19
			2955	79550 SH	DEFINED 85
			3958	106544	
ELECTRONICS BOUTIQUE HLDGS C	COM	286045109	3	100 SH	DEFINED 19
			1465	50000 SH	DEFINED 85
			1468	50100	
EMCORE CORP	COM	290846104	3	500 SH	DEFINED 19
			600	100000 SH	DEFINED 85
			603	100500	

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA
EMERSON ELEC CO	COM	291011104	74383	1390068 SH			DEFINED 1	
			4155	77654 SH			DEFINED 15	
			3332	62265 SH			DEFINED 2	
			207	3875 SH			DEFINED 5	



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			565	10550	SH	DEFINED	10
			4419	82588	SH	DEFINED	19
			24390	455800	SH	DEFINED	85
			-----	-----			
			111451	2082800			
ENCOMPASS SVCS CORP	COM	29255U104	6	10122	SH	DEFINED	1
			12	20763	SH	DEFINED	19
			-----	-----			
			18	30885			
ENERGEN CORP	COM	29265N108	19	700	SH	DEFINED	1
			17	600	SH	DEFINED	19
			2750	100000	SH	DEFINED	85
			-----	-----			
			2786	101300			
ENGELHARD CORP	COM	292845104	54	1912	SH	DEFINED	1
			293	10337	SH	DEFINED	85
			-----	-----			
			347	12249			
ENGINEERED SUPPORT SYS INC	COM	292866100	60	1150	SH	DEFINED	2
			2615	50000	SH	DEFINED	85
			-----	-----			
			2675	51150			
ENESCO GROUP INC	COM	292973104	310	35500	SH	DEFINED	85
			-----	-----			
			310	35500			
ENTERGY CORP NEW	COM	29364G103	16	376	SH	DEFINED	1
			111	2613	SH	DEFINED	15
			217	5120	SH	DEFINED	19
			1430	33700	SH	DEFINED	85
			-----	-----			
			1774	41809			
ENTRUST INC	COM	293848107	41	15050	SH	DEFINED	1
			4	1600	SH	DEFINED	19
			-----	-----			
			45	16650			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
ENZON INC	COM	293904108	1320	53640	SH		DEFINED	1
			125	5095	SH		DEFINED	19
			3593	146000	SH		DEFINED	85
			-----	-----				
			5039	204735				

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EQUIFAX INC	COM	294429105	524	19400	SH	DEFINED	1
			54	2000	SH	DEFINED	15
			265	9800	SH	DEFINED	2
			860	31855	SH	DEFINED	19
			313	11600	SH	DEFINED	85
			-----	-----			
			2016	74655			
EQUITABLE RES INC	COM	294549100	256	7450	SH	DEFINED	1
			41	1200	SH	DEFINED	5
			-----	-----			
			297	8650			
EQUITY INCOME FD	UT 1 EX SR-ATT	294700703	368	4318	SH	DEFINED	1
			-----	-----			
			368	4318			
EQUITY OFFICE PROPERTIES TRU	COM	294741103	197	6530	SH	DEFINED	1
			30	1000	SH	DEFINED	19
			996	33100	SH	DEFINED	85
			-----	-----			
			1223	40630			
EQUITY RESIDENTIAL	SH BEN INT	29476L107	23	800	SH	DEFINED	1
			326	11342	SH	DEFINED	19
			621	21600	SH	DEFINED	85
			-----	-----			
			970	33742			
EQUITY RESIDENTIAL	PFD CV 1/10 G	29476L859	1365	54500	SH	DEFINED	85
			-----	-----			
			1365	54500			
EQUUS II INC	COM	294766100	894	120500	SH	DEFINED	85
			-----	-----			
			894	120500			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
ERICSSON L M TEL CO	ADR CL B SEK10	294821400	15	10750	SH		DEFINED	1
			312	216865	SH		DEFINED	19
			-----	-----				
			328	227615				
ESTERLINE TECHNOLOGIES CORP	COM	297425100	125	5500	SH		DEFINED	1
			2270	100000	SH		DEFINED	85
			-----	-----				
			2395	105500				

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ETHYL CORP	COM	297659104	206	275000	SH	DEFINED	85
			-----	-----			
			206	275000			
EXELON CORP	COM	30161N101	93	1779	SH	DEFINED	1
			117	2240	SH	DEFINED	15
			16	300	SH	DEFINED	5
			1843	35244	SH	DEFINED	19
			2890	55262	SH	DEFINED	85
			-----	-----			
			4959	94825			
EXXON MOBIL CORP	COM	30231G102	224508	5486499	SH	DEFINED	1
			15810	386365	SH	DEFINED	15
			7147	174649	SH	DEFINED	2
			1652	40365	SH	DEFINED	5
			3198	78160	SH	DEFINED	10
			36347	888257	SH	DEFINED	19
			64088	1566190	SH	DEFINED	85
			-----	-----			
			352750	8620485			
FBL FINL GROUP INC	CL A	30239F106	2215	100000	SH	DEFINED	85
			-----	-----			
			2215	100000			
FLIR SYS INC	COM	302445101	210	5000	SH	DEFINED	85
			-----	-----			
			210	5000			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA
FPL GROUP INC	COM	302571104	526	8768	SH		DEFINED	1
			404	6742	SH		DEFINED	15
			60	1000	SH		DEFINED	10
			568	9473	SH		DEFINED	19
			1578	26300	SH		DEFINED	85
			-----	-----				
			3136	52283				
FTI CONSULTING INC	COM	302941109	1751	50000	SH		DEFINED	85
			-----	-----				
			1751	50000				
FACTSET RESH SYS INC	COM	303075105	51	1700	SH		DEFINED	2
			2977	100000	SH		DEFINED	85
			-----	-----				
			3028	101700				
FAMILY DLR STORES INC	COM	307000109	56	1600	SH		DEFINED	1

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			486	13800	SH	DEFINED	85
			-----	-----			
			543	15400			
FASTENAL CO	COM	311900104	5589	145125	SH	DEFINED	1
			481	12480	SH	DEFINED	15
			43	1120	SH	DEFINED	5
			179	4650	SH	DEFINED	19
			10552	274000	SH	DEFINED	85
			-----	-----			
			16843	437375			
FEDERAL HOME LN MTG CORP	COM	313400301	49178	803559	SH	DEFINED	1
			1383	22590	SH	DEFINED	15
			1700	27783	SH	DEFINED	2
			894	14612	SH	DEFINED	5
			787	12860	SH	DEFINED	10
			1231	20120	SH	DEFINED	19
			22924	374575	SH	DEFINED	85
			-----	-----			
			78097	1276099			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT DSCRETN	O MA
FEDERAL NATL MTG ASSN	COM	313586109	26764	362903	SH	DEFINED	1
			1369	18563	SH	DEFINED	15
			559	7575	SH	DEFINED	2
			106	1439	SH	DEFINED	5
			836	11330	SH	DEFINED	10
			5197	70461	SH	DEFINED	19
			14835	201150	SH	DEFINED	85
			-----	-----			
			49665	673421			
FEDERAL SIGNAL CORP	COM	313855108	93	3866	SH	DEFINED	1
			48	2000	SH	DEFINED	2
			10	400	SH	DEFINED	5
			90	3746	SH	DEFINED	19
			3600	150000	SH	DEFINED	85
			-----	-----			
			3840	160012			
FEDERATED DEPT STORES INC DE	COM	31410H101	379	9557	SH	DEFINED	1
			178	4485	SH	DEFINED	19
			1223	30800	SH	DEFINED	85
			-----	-----			
			1780	44842			
FEDEX CORP	COM	31428X106	2502	46849	SH	DEFINED	1
			374	7000	SH	DEFINED	15

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			436	8160	SH	DEFINED	19
			2311	43270	SH	DEFINED	85
			-----	-----			
			5622	105279			
FELCOR LODGING TR INC	PFD CV A \$1.95	31430F200	226	10000	SH	DEFINED	85
			-----	-----			
			226	10000			
FIDELITY NATL FINL INC	COM	316326107	2868	90750	SH	DEFINED	85
			-----	-----			
			2868	90750			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
FIFTH THIRD BANCORP	COM	316773100	1194016	17914720	SH		DEFINED	1
			218299	3275304	SH		DEFINED	15
			3832	57487	SH		DEFINED	2
			31330	470065	SH		DEFINED	5
			10843	162688	SH		DEFINED	10
			232646	3490564	SH		DEFINED	19
			4880	73212	SH		DEFINED	85
			-----	-----				
			1695845	25444040				
FILENET CORP	COM	316869106	2175	150000	SH		DEFINED	85
			-----	-----				
			2175	150000				
FINANCIAL FED CORP	COM	317492106	46	1400	SH		DEFINED	2
			1655	50000	SH		DEFINED	85
			-----	-----				
			1701	51400				
FINISAR	COM	31787A101	1	300	SH		DEFINED	2
			4	1500	SH		DEFINED	19
			130	55000	SH		DEFINED	85
			-----	-----				
			135	56800				
FIRST AMERN CORP CALIF	COM	318522307	50	2175	SH		DEFINED	1
			1725	75000	SH		DEFINED	85
			-----	-----				
			1775	77175				
FIRST BANCORP IND INC NEW	COM	31867T103	149	10500	SH		DEFINED	15
			-----	-----				
			149	10500				
FIRST BANCORP P R	COM	318672102	3770	100000	SH		DEFINED	85

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			-----	-----		
			3770	100000		
FIRST CTZNS BANC CORP	COM NO PAR	319459202	723	34290	SH	DEFINED 1
			-----	-----		
			723	34290		
FIRST COMWLTH FINL CORP PA	COM	319829107	2024	150000	SH	DEFINED 85
			-----	-----		
			2024	150000		

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
FIRST DATA CORP	COM	319963104	5286	142088	SH		DEFINED 1	
			61	1650	SH		DEFINED 2	
			126	3400	SH		DEFINED 10	
			3379	90830	SH		DEFINED 19	
			4970	133600	SH		DEFINED 85	
			-----	-----				
			13822	371568				
FIRST FINL BANCORP OH	COM	320209109	399	20365	SH		DEFINED 1	
			289	14768	SH		DEFINED 19	
			-----	-----				
			688	35133				
FIRST IND CORP	COM	32054R108	1611	74000	SH		DEFINED 15	
			68	3135	SH		DEFINED 19	
			-----	-----				
			1679	77135				
FIRST MIDWEST BANCORP DEL	COM	320867104	1213	43654	SH		DEFINED 19	
			3473	125000	SH		DEFINED 85	
			-----	-----				
			4685	168654				
FIRST REP BK SAN FRANCISCO	COM	336158100	1375	50000	SH		DEFINED 85	
			-----	-----				
			1375	50000				
FIRST TENN NATL CORP	COM	337162101	55573	1450997	SH		DEFINED 1	
			1888	49286	SH		DEFINED 15	
			922	24080	SH		DEFINED 2	
			749	19545	SH		DEFINED 5	
			111	2900	SH		DEFINED 10	
			424	11065	SH		DEFINED 19	
			28047	732300	SH		DEFINED 85	
			-----	-----				
			87714	2290173				

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FISERV INC	COM	337738108	16677	454299	SH	DEFINED	1
			138	3756	SH	DEFINED	15
			186	5075	SH	DEFINED	2
			111	3015	SH	DEFINED	5
			95	2587	SH	DEFINED	10
			508	13849	SH	DEFINED	19
			11940	325250	SH	DEFINED	85
			-----	-----			
			29656	807831			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
FIRSTFED FINL CORP	COM	337907109	2465	85000	SH	DEFINED	85
			-----	-----			
			2465	85000			
FIRSTENERGY CORP	COM	337932107	490	14687	SH	DEFINED	1
			53	1594	SH	DEFINED	15
			3	101	SH	DEFINED	2
			431	12913	SH	DEFINED	19
			1406	42120	SH	DEFINED	85
			-----	-----			
			2384	71415			
FLEETBOSTON FINL CORP	COM	339030108	607	18757	SH	DEFINED	1
			6	200	SH	DEFINED	15
			39	1200	SH	DEFINED	2
			1	30	SH	DEFINED	5
			683	21101	SH	DEFINED	19
			5421	167587	SH	DEFINED	85
			-----	-----			
			6757	208875			
FLORIDA EAST COAST INDS	CL B	340632207	2428	102000	SH	DEFINED	85
			-----	-----			
			2428	102000			
FLUOR CORP NEW	COM	343412102	9	220	SH	DEFINED	1
			49	1250	SH	DEFINED	19
			249	6400	SH	DEFINED	85
			-----	-----			
			307	7870			
FLOW INTL CORP	COM	343468104	1100	163300	SH	DEFINED	85
			-----	-----			
			1100	163300			
FORD MTR CO DEL	COM PAR \$0.01	345370860	471	29444	SH	DEFINED	1
			397	24842	SH	DEFINED	15
			6	358	SH	DEFINED	2

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16	1014	SH	DEFINED	5
45	2800	SH	DEFINED	10
2262	141363	SH	DEFINED	19
4680	292503	SH	DEFINED	85
-----				
7877	492324			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
FORD MTR CO CAP TR II	PFD TR CV6.5%	345395206	1100	19551	SH		DEFINED	19
			-----	-----				
			1100	19551				
FOREST LABS INC	COM	345838106	9933	140296	SH		DEFINED	1
			910	12855	SH		DEFINED	15
			1571	22195	SH		DEFINED	2
			583	8230	SH		DEFINED	5
			124	1750	SH		DEFINED	10
			2933	41431	SH		DEFINED	19
			13218	186700	SH		DEFINED	85
			-----	-----				
			29273	413457				
FOREST OIL CORP	COM PAR \$0.01	346091705	1422	50000	SH		DEFINED	85
			-----	-----				
			1422	50000				
FORTUNE BRANDS INC	COM	349631101	1385	24740	SH		DEFINED	1
			34	600	SH		DEFINED	15
			168	3000	SH		DEFINED	2
			941	16805	SH		DEFINED	19
			3186	56900	SH		DEFINED	85
			-----	-----				
			5715	102045				
4 KIDS ENTMT INC	COM	350865101	363	17553	SH		DEFINED	19
			-----	-----				
			363	17553				
FRANKLIN ELEC INC	COM	353514102	1794	38104	SH		DEFINED	19
			-----	-----				
			1794	38104				
FRANKLIN RES INC	COM	354613101	77	1800	SH		DEFINED	1
			9	200	SH		DEFINED	19
			891	20900	SH		DEFINED	85
			-----	-----				
			976	22900				
FREEMPORT-MCMORAN COPPER & GO	CL B	35671D857	18	1000	SH		DEFINED	1



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65	3623 SH	DEFINED 19
205	11500 SH	DEFINED 85
-----	-----	
288	16123	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA
FRIEDMAN BILLINGS RAMSEY GRO	CL A	358433100	827	65000	SH		DEFINED 85	
			-----	-----				
			827	65000				
GATX CORP	COM	361448103	2764	91824	SH		DEFINED 1	
			808	26850	SH		DEFINED 15	
			56	1850	SH		DEFINED 2	
			73	2415	SH		DEFINED 19	
			-----	-----				
			3700	122939				
GABELLI EQUITY TR INC	COM	362397101	254	25334	SH		DEFINED 1	
			70	7000	SH		DEFINED 15	
			22	2228	SH		DEFINED 2	
			18	1762	SH		DEFINED 10	
			90	9012	SH		DEFINED 19	
			-----	-----				
			455	45336				
GALLAGHER ARTHUR J & CO	COM	363576109	173	5000	SH		DEFINED 19	
			2599	75000	SH		DEFINED 85	
			-----	-----				
			2772	80000				
GALLAHER GROUP PLC	SPONSORED ADR	363595109	529	14152	SH		DEFINED 1	
			210	5623	SH		DEFINED 19	
			-----	-----				
			739	19775				
GALYANS TRADING INC	COM	36458R101	57	2500	SH		DEFINED 2	
			1712	75000	SH		DEFINED 85	
			-----	-----				
			1769	77500				
GANNETT INC	COM	364730101	6848	90220	SH		DEFINED 1	
			541	7130	SH		DEFINED 15	
			152	2000	SH		DEFINED 2	
			91	1200	SH		DEFINED 5	
			1785	23524	SH		DEFINED 19	
			3082	40600	SH		DEFINED 85	
			-----	-----				
			12499	164674				

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 NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
GAP INC DEL	COM	364760108	35	2444	SH		DEFINED	1
			34	2387	SH		DEFINED	15
			1	90	SH		DEFINED	5
			176	12395	SH		DEFINED	19
			982	69137	SH		DEFINED	85
			-----	-----				
			1228	86453				
GATEWAY INC	COM	367626108	13	2900	SH		DEFINED	1
			5	1200	SH		DEFINED	15
			2	400	SH		DEFINED	19
			115	25900	SH		DEFINED	85
			-----	-----				
			135	30400				
GENENTECH INC	COM NEW	368710406	911	27181	SH		DEFINED	1
			1085	32398	SH		DEFINED	15
			67	1999	SH		DEFINED	2
			13	400	SH		DEFINED	10
			59	1750	SH		DEFINED	19
			-----	-----				
			2135	63728				
GENERAL DYNAMICS CORP	COM	369550108	617	5800	SH		DEFINED	1
			62	580	SH		DEFINED	15
			29	270	SH		DEFINED	2
			7	70	SH		DEFINED	5
			167	1567	SH		DEFINED	19
			1712	16100	SH		DEFINED	85
			-----	-----				
			2594	24387				
GENERAL ELEC CO	COM	369604103	271011	9329107	SH		DEFINED	1
			16715	575388	SH		DEFINED	15
			9494	326805	SH		DEFINED	2
			1987	68398	SH		DEFINED	5
			3514	120972	SH		DEFINED	10
			48610	1673312	SH		DEFINED	19
			73630	2534600	SH		DEFINED	85
			-----	-----				
			424961	14628582				

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 NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
GENERAL MLS INC	COM	370334104	2050	46496	SH		DEFINED	1
			306	6947	SH		DEFINED	15
			25	570	SH		DEFINED	2
			6	140	SH		DEFINED	5
			513	11637	SH		DEFINED	19
			1728	39200	SH		DEFINED	85
			-----	-----	-----	4628	104990	
GENERAL MTRS CORP	COM	370442105	1857	34734	SH		DEFINED	1
			299	5602	SH		DEFINED	15
			205	3831	SH		DEFINED	2
			41	772	SH		DEFINED	5
			6	105	SH		DEFINED	10
			3285	61467	SH		DEFINED	19
			5179	96900	SH		DEFINED	85
-----	-----	-----	10872	203411				
GENERAL MTRS CORP	CL H NEW	370442832	28	2732	SH		DEFINED	1
			8	783	SH		DEFINED	15
			17	1617	SH		DEFINED	2
			1	78	SH		DEFINED	5
			160	15422	SH		DEFINED	19
-----	-----	-----	215	20632				
GENESCO INC	COM	371532102	5	200	SH		DEFINED	5
			1826	75000	SH		DEFINED	85
			-----	-----	-----	1831	75200	
GENESIS MICROCHIP INC DEL	COM	37184C103	0	55	SH		DEFINED	1
			417	50000	SH		DEFINED	85
			-----	-----	-----	417	50055	
GENTEX CORP	COM	371901109	1065	38760	SH		DEFINED	1
			22	800	SH		DEFINED	2
			710	25850	SH		DEFINED	19
			2829	103000	SH		DEFINED	85
			-----	-----	-----	4626	168410	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
GENUINE PARTS CO	COM	372460105	37	1050	SH		DEFINED	15
			227	6500	SH		DEFINED	2
			2551	73160	SH		DEFINED	19
			486	13925	SH		DEFINED	85
			3300	94635				
GENUITY INC	CL A NEW	37248E202	0	12	SH		DEFINED	19
			41	10700	SH		DEFINED	85
			41	10712				
GENZYME CORP	COM GENL DIV	372917104	18	940	SH		DEFINED	1
			27	1379	SH		DEFINED	19
			439	22800	SH		DEFINED	85
			483	25119				
GEORGIA PAC CORP	COM	373298108	65	2627	SH		DEFINED	1
			19	760	SH		DEFINED	15
			64	2600	SH		DEFINED	2
			244	9907	SH		DEFINED	19
			451	18345	SH		DEFINED	85
842	34239							
GILLETTE CO	COM	375766102	9069	267750	SH		DEFINED	1
			836	24678	SH		DEFINED	15
			161	4752	SH		DEFINED	2
			87	2554	SH		DEFINED	5
			61	1800	SH		DEFINED	10
			3290	97141	SH		DEFINED	19
			5164	152464	SH		DEFINED	85
			18667	551139				
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	1583	36685	SH		DEFINED	1
			260	6032	SH		DEFINED	15
			5	113	SH		DEFINED	2
			20	455	SH		DEFINED	10
			390	9037	SH		DEFINED	19
2257	52322							

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
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GLENBOROUGH RLTY TR INC	PFD CV SER A%	37803P204	1603	73000	SH	DEFINED	85
			-----	-----			
			1603	73000			
GOLDEN WEST FINL CORP DEL	COM	381317106	22	320	SH	DEFINED	10
			314	4565	SH	DEFINED	19
			867	12600	SH	DEFINED	85
			-----	-----			
			1203	17485			
GOODRICH CORP	COM	382388106	87	3202	SH	DEFINED	1
			10	380	SH	DEFINED	19
			904	33100	SH	DEFINED	85
			-----	-----			
			1002	36682			
GOODYEAR TIRE & RUBR CO	COM	382550101	958	51183	SH	DEFINED	1
			81	4335	SH	DEFINED	15
			397	21200	SH	DEFINED	2
			30	1580	SH	DEFINED	5
			32	1685	SH	DEFINED	10
			298	15906	SH	DEFINED	19
			241	12900	SH	DEFINED	85
			-----	-----			
			2035	108789			
GRACO INC	COM	384109104	2828	112500	SH	DEFINED	85
			-----	-----			
			2828	112500			
GRAINGER W W INC	COM	384802104	498	9940	SH	DEFINED	1
			25	500	SH	DEFINED	5
			57	1130	SH	DEFINED	19
			376	7500	SH	DEFINED	85
			-----	-----			
			955	19070			
GRANITE CONSTR INC	COM	387328107	1898	75000	SH	DEFINED	85
			-----	-----			
			1898	75000			
GREAT LAKES CHEM CORP	COM	390568103	452	17048	SH	DEFINED	19
			106	4000	SH	DEFINED	85
			-----	-----			
			558	21048			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
GREATER BAY BANCORP	COM	391648102	4614	150000	SH		DEFINED	85
			-----	-----				

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			4614	150000		
GUIDANT CORP	COM	401698105	9069	299992 SH	DEFINED	1
			132	4380 SH	DEFINED	15
			30	1000 SH	DEFINED	2
			56	1868 SH	DEFINED	5
			83	2750 SH	DEFINED	10
			522	17262 SH	DEFINED	19
			1261	41700 SH	DEFINED	85
			-----	-----		
			11153	368952		
HCA INC	COM	404119109	48	1000 SH	DEFINED	1
			48	1000 SH	DEFINED	15
			29	610 SH	DEFINED	2
			7	150 SH	DEFINED	5
			572	12040 SH	DEFINED	19
			4258	89649 SH	DEFINED	85
			-----	-----		
			4961	104449		
HAEMONETICS CORP	COM	405024100	2920	100000 SH	DEFINED	85
			-----	-----		
			2920	100000		
HALLIBURTON CO	COM	406216101	717	44980 SH	DEFINED	1
			11	700 SH	DEFINED	15
			2	100 SH	DEFINED	2
			5	300 SH	DEFINED	5
			35	2200 SH	DEFINED	10
			43	2667 SH	DEFINED	19
			1025	64300 SH	DEFINED	85
			-----	-----		
			1837	115247		
JOHN HANCOCK BK &THRIFT OPP	SH BEN INT	409735107	162	19000 SH	DEFINED	1
			21	2515 SH	DEFINED	15
			2230	262000 SH	DEFINED	85
			-----	-----		
			2413	283515		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
HANCOCK JOHN INCOME SECS TR	COM	410123103	15	1000 SH			DEFINED	1
			160	10714 SH			DEFINED	19
			-----	-----				
			175	11714				
HANCOCK JOHN FINL SVCS INC	COM	41014S106	80	2268 SH			DEFINED	1
			193	5491 SH			DEFINED	19

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			1369	38900	SH	DEFINED	85
			-----	-----			
			1642	46659			
HANOVER COMPRESSOR CO	COM	410768105	1013	75000	SH	DEFINED	85
			-----	-----			
			1013	75000			
HARKEN ENERGY CORP	COM NEW	412552309	0	300	SH	DEFINED	19
			195	390000	SH	DEFINED	85
			-----	-----			
			195	390300			
HARLAND JOHN H CO	COM	412693103	1774	62900	SH	DEFINED	85
			-----	-----			
			1774	62900			
HARLEY DAVIDSON INC	COM	412822108	19140	373319	SH	DEFINED	1
			1330	25945	SH	DEFINED	15
			2920	56950	SH	DEFINED	2
			316	6160	SH	DEFINED	5
			100	1952	SH	DEFINED	10
			4826	94120	SH	DEFINED	19
			16755	326800	SH	DEFINED	85
			-----	-----			
			45387	885246			
HARMAN INTL INDS INC	COM	413086109	6156	125000	SH	DEFINED	85
			-----	-----			
			6156	125000			
HARRAHS ENTMT INC	COM	413619107	133	3000	SH	DEFINED	1
			16	350	SH	DEFINED	19
			399	9000	SH	DEFINED	85
			-----	-----			
			548	12350			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
HARRIS CORP DEL	COM	413875105	18	500	SH		DEFINED	1
			58	1600	SH		DEFINED	19
			2174	60000	SH		DEFINED	85
			-----	-----				
			2251	62100				
HARTFORD FINL SVCS GROUP INC	COM	416515104	222	3733	SH		DEFINED	1
			95	1600	SH		DEFINED	15
			432	7258	SH		DEFINED	19
			2078	34945	SH		DEFINED	85
			-----	-----				

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			2827	47536		
HARTMARX CORP	COM	417119104	575	230000	SH	DEFINED 85
			-----	-----		
			575	230000		
HASBRO INC	COM	418056107	1	100	SH	DEFINED 1
			8	600	SH	DEFINED 2
			2	175	SH	DEFINED 5
			186	13700	SH	DEFINED 85
			-----	-----		
			198	14575		
HEALTHSOUTH CORP	COM	421924101	232	18126	SH	DEFINED 1
			79	6150	SH	DEFINED 19
			944	73800	SH	DEFINED 85
			-----	-----		
			1254	98076		
HEALTH MGMT ASSOC INC NEW	CL A	421933102	23	1140	SH	DEFINED 1
			40	2000	SH	DEFINED 10
			23	1125	SH	DEFINED 19
			389	19300	SH	DEFINED 85
			-----	-----		
			475	23565		
HEALTH CARE REIT INC	COM	42217K106	559	18650	SH	DEFINED 1
			35	1182	SH	DEFINED 10
			6	200	SH	DEFINED 19
			-----	-----		
			600	20032		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT DSCRETN	O MA
HEINZ H J CO	COM	423074103	3394	82575	SH	DEFINED 1	
			138	3350	SH	DEFINED 15	
			16	400	SH	DEFINED 2	
			16	400	SH	DEFINED 5	
			905	22027	SH	DEFINED 19	
			1521	37000	SH	DEFINED 85	
			-----	-----			
			5990	145752			
HERSHEY FOODS CORP	COM	427866108	26105	417681	SH	DEFINED 1	
			2154	34457	SH	DEFINED 15	
			681	10900	SH	DEFINED 2	
			1994	31900	SH	DEFINED 5	
			4899	78382	SH	DEFINED 19	
			2000	32000	SH	DEFINED 85	
			-----	-----			



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		37833		605320			
HEWLETT PACKARD CO	COM	428236103	7078	463239	SH	DEFINED	1
			1484	97137	SH	DEFINED	15
			447	29265	SH	DEFINED	2
			70	4612	SH	DEFINED	5
			132	8665	SH	DEFINED	10
			2067	135286	SH	DEFINED	19
			9534	623978	SH	DEFINED	85
		-----					
		20814		1362182			
HILB ROGAL & HAMILTON CO	COM	431294107	70	1550	SH	DEFINED	2
			272	6000	SH	DEFINED	19
			4525	100000	SH	DEFINED	85
		-----					
		4867		107550			
HILLENBRAND INDS INC	COM	431573104	23876	425222	SH	DEFINED	1
			73	1300	SH	DEFINED	15
			22	400	SH	DEFINED	5
			177	3150	SH	DEFINED	19
		-----					
		24149		430072			
HILTON HOTELS CORP	COM	432848109	17	1246	SH	DEFINED	19
			410	29500	SH	DEFINED	85
			-----				
		427		30746			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL DSCRETN	O MA	
HOME DEPOT INC	COM	437076102	93629	2549110	SH	DEFINED	1
			3961	107845	SH	DEFINED	15
			5392	146812	SH	DEFINED	2
			1285	34997	SH	DEFINED	5
			1882	51239	SH	DEFINED	10
			10100	274983	SH	DEFINED	19
			54391	1480843	SH	DEFINED	85
		-----					
		170642		4645829			
HON INDS INC	COM	438092108	802	29450	SH	DEFINED	19
			-----				
		802		29450			
HONEYWELL INTL INC	COM	438516106	2572	72994	SH	DEFINED	1
			234	6647	SH	DEFINED	15
			503	14280	SH	DEFINED	2
			2	52	SH	DEFINED	5

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			122	3464	SH	DEFINED	10
			1896	53815	SH	DEFINED	19
			5112	145112	SH	DEFINED	85
			-----	-----			
			10441	296364			
HOSPITALITY PPTYS TR	COM SH BEN INT	44106M102	139	3800	SH	DEFINED	1
			26	700	SH	DEFINED	15
			34	938	SH	DEFINED	10
			148	4050	SH	DEFINED	19
			-----	-----			
			346	9488			
HOT TOPIC INC	COM	441339108	60	2250	SH	DEFINED	2
			3339	125000	SH	DEFINED	85
			-----	-----			
			3399	127250			
HOUSEHOLD INTL INC	COM	441815107	4884	98277	SH	DEFINED	1
			1494	30069	SH	DEFINED	19
			3543	71293	SH	DEFINED	85
			-----	-----			
			9922	199639			

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 NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVTMT	O MA
HUBBELL INC	CL A	443510102	539	16858	SH	DEFINED	1	
			154	4800	SH	DEFINED	10	
			19	600	SH	DEFINED	19	
			-----	-----				
			712	22258				
HUBBELL INC	CL B	443510201	1656	48484	SH	DEFINED	1	
			27	780	SH	DEFINED	10	
			10	283	SH	DEFINED	19	
			-----	-----				
			1692	49547				
HUDSON UNITED BANCORP	COM	444165104	4	157	SH	DEFINED	19	
			2142	75000	SH	DEFINED	85	
			-----	-----				
			2146	75157				
HUMANA INC	COM	444859102	631	40375	SH	DEFINED	1	
			37	2350	SH	DEFINED	15	
			503	32180	SH	DEFINED	2	
			13	820	SH	DEFINED	10	
			496	31750	SH	DEFINED	19	
			602	38500	SH	DEFINED	85	
			-----	-----				

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			2282	145975		
HUNTINGTON BANCSHARES INC	COM	446150104	3314	170637	SH	DEFINED 1
			63	3234	SH	DEFINED 15
			244	12585	SH	DEFINED 5
			10	500	SH	DEFINED 10
			8243	424459	SH	DEFINED 19
			390	20061	SH	DEFINED 85
			-----	-----		
			12263	631476		
HYPERFEED TECHNOLOGIES INC	COM	44913S102	5	12000	SH	DEFINED 19
			-----	-----		
			5	12000		
HYPERION SOLUTIONS CORP	COM	44914M104	1368	75000	SH	DEFINED 85
			-----	-----		
			1368	75000		

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
IDEC PHARMACEUTICALS CORP	COM	449370105	1666	47005	SH	DEFINED 1	
			250	7050	SH	DEFINED 15	
			101	2850	SH	DEFINED 2	
			11	300	SH	DEFINED 5	
			159	4485	SH	DEFINED 19	
			7888	222500	SH	DEFINED 85	
			-----	-----			
			10075	284190			
IGO CORP	COM	449592104	4	10600	SH	DEFINED 1	
			-----	-----			
			4	10600			
IMS HEALTH INC	COM	449934108	370	20619	SH	DEFINED 1	
			336	18708	SH	DEFINED 19	
			640	35630	SH	DEFINED 85	
			-----	-----			
			1345	74957			
ITT EDUCATIONAL SERVICES INC	COM	45068B109	44	2000	SH	DEFINED 2	
			2180	100000	SH	DEFINED 85	
			-----	-----			
			2224	102000			
ITT INDS INC IND	COM	450911102	72	1013	SH	DEFINED 1	
			49	700	SH	DEFINED 15	
			333	4715	SH	DEFINED 19	
			1426	20200	SH	DEFINED 85	
			-----	-----			

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			1880	26628		
IDEXX LABS INC	COM	45168D104	32	1250	SH	DEFINED 2
			3224	125000	SH	DEFINED 85
			-----	-----		
			3256	126250		
ILEX ONCOLOGY INC	COM	451923106	25	1750	SH	DEFINED 2
			1409	100000	SH	DEFINED 85
			-----	-----		
			1434	101750		

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
ILLINOIS TOOL WKS INC	COM	452308109	58256	852948	SH		DEFINED 1	
			2927	42860	SH		DEFINED 15	
			2533	37085	SH		DEFINED 2	
			319	4675	SH		DEFINED 5	
			1132	16571	SH		DEFINED 10	
			2405	35215	SH		DEFINED 19	
			31370	459300	SH		DEFINED 85	
			-----	-----				
			98943	1448654				
IMATION CORP	COM	45245A107	180	6032	SH		DEFINED 1	
			45	1520	SH		DEFINED 19	
			-----	-----				
			225	7552				
IMAGISTICS INTERNATIONAL INC	COM	45247T104	210	9803	SH		DEFINED 1	
			1	40	SH		DEFINED 15	
			5	224	SH		DEFINED 2	
			11	497	SH		DEFINED 19	
			-----	-----				
			227	10564				
IMMUNEX CORP NEW	COM	452528102	27	1227	SH		DEFINED 1	
			18	825	SH		DEFINED 2	
			180	8062	SH		DEFINED 19	
			972	43500	SH		DEFINED 85	
			-----	-----				
			1198	53614				
IMPATH INC	COM	45255G101	34	1900	SH		DEFINED 2	
			1795	100000	SH		DEFINED 85	
			-----	-----				
			1829	101900				
INCO LTD	BCV 7.750% 3	453258AH8	21285	211000	SH		DEFINED 85	
			-----	-----				

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			21285	211000		
INCO LTD	COM	453258402	155	6860	SH	DEFINED 19
			546	24100	SH	DEFINED 85
			-----	-----		
			701	30960		
INCYTE GENOMICS INC	COM	45337C102	909	125000	SH	DEFINED 85
			-----	-----		
			909	125000		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
INDEPENDENT BANK CORP MASS	COM	453836108	1145	50000	SH		DEFINED 85	
			-----	-----				
			1145	50000				
INDEPENDENT BANK CORP MICH	COM	453838104	20	632	SH		DEFINED 1	
			556	17614	SH		DEFINED 19	
			-----	-----				
			576	18246				
INFOCUS CORP	COM	45665B106	1178	100000	SH		DEFINED 85	
			-----	-----				
			1178	100000				
INFOSPACE INC	COM	45678T102	0	729	SH		DEFINED 19	
			119	291000	SH		DEFINED 85	
			-----	-----				
			120	291729				
INSIGHT ENTERPRISES INC	COM	45765U103	50	2000	SH		DEFINED 2	
			13	505	SH		DEFINED 19	
			2519	100000	SH		DEFINED 85	
			-----	-----				
			2582	102505				
INSITUFORM TECHNOLOGIES INC	CL A	457667103	36	1700	SH		DEFINED 2	
			2118	100000	SH		DEFINED 85	
			-----	-----				
			2154	101700				
INTEGRATED CIRCUIT SYS INC	COM	45811K208	1897	93975	SH		DEFINED 1	
			107	5290	SH		DEFINED 19	
			5401	267500	SH		DEFINED 85	
			-----	-----				
			7405	366765				
INTEGRATED DEVICE TECHNOLOGY	COM	458118106	1028	56660	SH		DEFINED 1	
			63	3475	SH		DEFINED 19	

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			3175	175000	SH	DEFINED	85
			-----	-----			
			4265	235135			
INTEGRA BK CORP	COM	45814P105	2151	96026	SH	DEFINED	15
			105	4678	SH	DEFINED	5
			-----	-----			
			2256	100704			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
INTEL CORP	COM	458140100	96311	5271516	SH	DEFINED	1
			3628	198580	SH	DEFINED	15
			4830	264361	SH	DEFINED	2
			1502	82198	SH	DEFINED	5
			1738	95150	SH	DEFINED	10
			13639	746510	SH	DEFINED	19
			48830	2672700	SH	DEFINED	85
			-----	-----			
			170478	9331015			
INTERDIGITAL COMMUNICATIONS	COM	45866A105	1358	150000	SH	DEFINED	85
			-----	-----			
			1358	150000			
INTERMAGNETICS GEN CORP	COM	458771102	45	2250	SH	DEFINED	2
			1515	75000	SH	DEFINED	85
			-----	-----			
			1560	77250			
INTERNATIONAL BUSINESS MACHS	COM	459200101	71915	998822	SH	DEFINED	1
			4660	64726	SH	DEFINED	15
			3695	51326	SH	DEFINED	2
			461	6409	SH	DEFINED	5
			1130	15698	SH	DEFINED	10
			16061	223067	SH	DEFINED	19
			51797	719400	SH	DEFINED	85
			-----	-----			
			149720	2079448			
INTERNATIONAL FLAVORS&FRAGRA	COM	459506101	473	14566	SH	DEFINED	1
			136	4200	SH	DEFINED	19
			247	7600	SH	DEFINED	85
			-----	-----			
			857	26366			
INTERNATIONAL GAME TECHNOLOG	COM	459902102	12	211	SH	DEFINED	19
			408	7200	SH	DEFINED	85
			-----	-----			
			420	7411			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
INTL PAPER CO	COM	460146103	1043	23940	SH		DEFINED	1
			67	1527	SH		DEFINED	15
			200	4590	SH		DEFINED	2
			15	340	SH		DEFINED	10
			552	12658	SH		DEFINED	19
			3096	71036	SH		DEFINED	85
			-----	-----				
			4972	114091				
INTERNATIONAL RECTIFIER CORP	COM	460254105	2915	100000	SH		DEFINED	85
			-----	-----				
			2915	100000				
INTERNET SEC SYS INC	COM	46060X107	2099	160000	SH		DEFINED	85
			-----	-----				
			2099	160000				
INTERPUBLIC GROUP COS INC	COM	460690100	24629	994705	SH		DEFINED	1
			149	6025	SH		DEFINED	15
			170	6850	SH		DEFINED	2
			126	5100	SH		DEFINED	5
			474	19143	SH		DEFINED	10
			357	14435	SH		DEFINED	19
1208	48800	SH		DEFINED	85			
			-----	-----				
			27114	1095058				
INTUIT	COM	461202103	120	2420	SH		DEFINED	1
			15	300	SH		DEFINED	19
			845	17000	SH		DEFINED	85
			-----	-----				
			980	19720				
INVESTMENT TECHNOLOGY GRP NE	COM	46145F105	4088	125000	SH		DEFINED	85
			-----	-----				
			4088	125000				
INVITROGEN CORP	COM	46185R100	200	6250	SH		DEFINED	19
			-----	-----				
			200	6250				
INVISION TECHNOLOGIES INC	COM	461851107	2	100	SH		DEFINED	2
			87	3600	SH		DEFINED	19
			846	35000	SH		DEFINED	85
			-----	-----				
			935	38700				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
IOMEGA CORP	COM NEW	462030305	5	400	SH		DEFINED	10
			386	30000	SH		DEFINED	85
			391	30400				
IONICS INC	COM	462218108	12	515	SH		DEFINED	1
			1261	52000	SH		DEFINED	85
			1273	52515				
IRWIN FINL CORP	COM	464119106	3518	175000	SH		DEFINED	85
			3518	175000				
ISHARES TR	RUSSELL 2000	464287655	91	1000	SH		DEFINED	2
			191	2105	SH		DEFINED	19
			3173	35000	SH		DEFINED	85
			3454	38105				
ISIS PHARMACEUTICALS INC	COM	464330109	10	1000	SH		DEFINED	19
			951	100000	SH		DEFINED	85
			961	101000				
JDS UNIPHASE CORP	COM	46612J101	249	93346	SH		DEFINED	1
			25	9200	SH		DEFINED	15
			2	749	SH		DEFINED	2
			28	10510	SH		DEFINED	19
			1491	558500	SH		DEFINED	85
			1795	672305				
JDA SOFTWARE GROUP INC	COM	46612K108	2826	100000	SH		DEFINED	85
			2826	100000				
J P MORGAN CHASE & CO	COM	46625H100	13262	390965	SH		DEFINED	1
			518	15277	SH		DEFINED	15
			1162	34261	SH		DEFINED	2
			47	1377	SH		DEFINED	5
			53	1575	SH		DEFINED	10
			4113	121261	SH		DEFINED	19
			11121	327854	SH		DEFINED	85
			30276	892570				



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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
JABIL CIRCUIT INC	COM	466313103	11344	537370	SH		DEFINED	1
			242	11447	SH		DEFINED	15
			231	10940	SH		DEFINED	2
			153	7235	SH		DEFINED	5
			132	6250	SH		DEFINED	10
			266	12612	SH		DEFINED	19
			5991	283800	SH		DEFINED	85
			18358	869654				
JACK IN THE BOX INC	COM	466367109	3180	100000	SH		DEFINED	85
						3180	100000	
JACOBS ENGR GROUP INC DEL	COM	469814107	3478	100000	SH		DEFINED	85
						3478	100000	
JEFFERIES GROUP INC NEW	COM	472319102	3158	75000	SH		DEFINED	85
						3158	75000	
JEFFERSON PILOT CORP	COM	475070108	34875	742026	SH		DEFINED	1
			924	19651	SH		DEFINED	19
			1066	22687	SH		DEFINED	85
						36865	784364	
JOHNSON & JOHNSON	COM	478160104	88044	1684737	SH		DEFINED	1
			7612	145652	SH		DEFINED	15
			1856	35523	SH		DEFINED	2
			502	9605	SH		DEFINED	5
			1227	23473	SH		DEFINED	10
			19600	375044	SH		DEFINED	19
			28771	550532	SH		DEFINED	85
			147612	2824566				
JOHNSON CTLS INC	COM	478366107	168	2060	SH		DEFINED	1
			1325	16231	SH		DEFINED	19
			1467	17975	SH		DEFINED	85
						2960	36266	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN	O MA
JONES APPAREL GROUP INC	COM	480074103	31	825	SH		DEFINED	15
			19	500	SH		DEFINED	10
			375	10000	SH		DEFINED	85
			-----	-----				
			425	11325				
KLA-TENCOR CORP	COM	482480100	12	270	SH		DEFINED	1
			99	2249	SH		DEFINED	19
			1584	36000	SH		DEFINED	85
			-----	-----				
			1694	38519				
K MART CORP	COM	482584109	11	11121	SH		DEFINED	1
			2	1800	SH		DEFINED	15
			0	200	SH		DEFINED	5
			3	2726	SH		DEFINED	19
			-----	-----				
			16	15847				
KVH INDS INC	COM	482738101	1076	142900	SH		DEFINED	85
			-----	-----				
			1076	142900				
KANEB PIPE LINE PARTNERS L P	SR PREF UNIT	484169107	9	250	SH		DEFINED	1
			241	6400	SH		DEFINED	19
			-----	-----				
			251	6650				
KANEB SERVICES LLC	COM	484173109	22	1100	SH		DEFINED	19
			702	35100	SH		DEFINED	85
			-----	-----				
			724	36200				
KB HOME	COM	48666K109	312	6065	SH		DEFINED	19
			2784	54040	SH		DEFINED	85
			-----	-----				
			3096	60105				
KELLOGG CO	COM	487836108	1296	36128	SH		DEFINED	1
			8	212	SH		DEFINED	15
			3289	91708	SH		DEFINED	19
			2313	64500	SH		DEFINED	85
			-----	-----				
			6905	192548				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
KENSEY NASH CORP	COM	490057106	16	1000	SH		DEFINED	19
			1296	80000	SH		DEFINED	85
			-----	-----				
			1312	81000				
KERR MCGEE CORP	COM	492386107	68	1261	SH		DEFINED	1
			20	369	SH		DEFINED	15
			51	952	SH		DEFINED	19
			427	7973	SH		DEFINED	85
			-----	-----				
			565	10555				
KEYCORP NEW	COM	493267108	5992	219501	SH		DEFINED	1
			123	4489	SH		DEFINED	15
			564	20675	SH		DEFINED	2
			49	1780	SH		DEFINED	5
			46	1670	SH		DEFINED	10
			679	24880	SH		DEFINED	19
			1742	63800	SH		DEFINED	85
-----	-----							
			9195	336795				
KEYSPAN CORP	COM	49337W100	15	400	SH		DEFINED	1
			23	600	SH		DEFINED	15
			11	300	SH		DEFINED	10
			216	5746	SH		DEFINED	19
			1216	32300	SH		DEFINED	85
-----	-----							
			1481	39346				
KIMBERLY CLARK CORP	COM	494368103	9233	148918	SH		DEFINED	1
			2436	39292	SH		DEFINED	15
			101	1637	SH		DEFINED	2
			39	635	SH		DEFINED	5
			220	3555	SH		DEFINED	10
			2638	42556	SH		DEFINED	19
6915	111540	SH		DEFINED	85			
-----	-----							
			21584	348133				
KINDER MORGAN INC KANS	COM	49455P101	30	782	SH		DEFINED	19
			376	9900	SH		DEFINED	85
-----	-----							
			406	10682				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN	CALL	DSCRETN	MA	
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	895	28500	SH			DEFINED	1	
			11	350	SH			DEFINED	19	
			906	28850						
KING PHARMACEUTICALS INC	COM	495582108	4020	180663	SH			DEFINED	1	
			62	2800	SH			DEFINED	15	
			222	9975	SH				DEFINED	2
			105	4700	SH				DEFINED	10
			1765	79330	SH				DEFINED	19
			4291	192833	SH				DEFINED	85
			10464	470301						
KNIGHT RIDDER INC	COM	499040103	50	800	SH			DEFINED	1	
			25	400	SH			DEFINED	15	
			422	6700	SH				DEFINED	85
			497	7900						
KOHLS CORP	COM	500255104	18285	260921	SH			DEFINED	1	
			619	8830	SH			DEFINED	15	
			1582	22575	SH				DEFINED	2
			242	3460	SH				DEFINED	5
			106	1508	SH				DEFINED	10
			5531	78924	SH				DEFINED	19
			22198	316750	SH				DEFINED	85
			48563	692968						
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	369	13386	SH			DEFINED	1	
			104	3765	SH			DEFINED	19	
			473	17151						
KOPIN CORP	COM	500600101	86	13000	SH			DEFINED	1	
			1320	200000	SH			DEFINED	85	
			1406	213000						
KRAFT FOODS INC	CL A	50075N104	447	10910	SH			DEFINED	1	
			68	1650	SH			DEFINED	15	
			21	510	SH				DEFINED	5
			1852	45230	SH				DEFINED	19
			2387	58300						

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
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KROGER CO	COM	501044101	11037	554624	SH	DEFINED	1
			418	20984	SH	DEFINED	15
			2006	100782	SH	DEFINED	2
			881	44255	SH	DEFINED	5
			697	35015	SH	DEFINED	10
			1188	59711	SH	DEFINED	19
			2583	129800	SH	DEFINED	85
			-----				
			18809	945171			
KRONOS INC	COM	501052104	40	1300	SH	DEFINED	2
			3049	100000	SH	DEFINED	85
				-----			
			3089	101300			
KULICKE & SOFFA INDS INC	COM	501242101	6	500	SH	DEFINED	19
			1859	150000	SH	DEFINED	85
				-----			
			1865	150500			
LSI LOGIC CORP	COM	502161102	4	500	SH	DEFINED	15
			46	5268	SH	DEFINED	19
			256	29300	SH	DEFINED	85
				-----			
			307	35068			
LTX CORP	COM	502392103	2499	175000	SH	DEFINED	85
				-----			
			2499	175000			
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	2235	41380	SH	DEFINED	1
			11	200	SH	DEFINED	2
			122	2250	SH	DEFINED	19
			5778	107000	SH	DEFINED	85
				-----			
			8145	150830			
LA Z BOY INC	COM	505336107	151	6000	SH	DEFINED	1
			11043	437847	SH	DEFINED	19
			3153	125000	SH	DEFINED	85
				-----			
			14346	568847			
LAZARE KAPLAN INTL INC	COM	521078105	1216	170000	SH	DEFINED	85
				-----			
			1216	170000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
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LEGETT & PLATT INC	COM	524660107	583	24900	SH	DEFINED	1
			54	2297	SH	DEFINED	19
			367	15700	SH	DEFINED	85
			-----		1004	42897	
LEHMAN BROS HLDGS INC	COM	524908100	823	13162	SH	DEFINED	1
			71	1140	SH	DEFINED	15
			6	90	SH	DEFINED	2
			6	100	SH	DEFINED	5
			16	250	SH	DEFINED	10
			114	1820	SH	DEFINED	19
			1219	19500	SH	DEFINED	85
-----		2255	36062				
LEITCH TECHNOLOGY CORP	COM	52543H107	122	20741	SH	DEFINED	5
			-----		122	20741	
LESCO INC OHIO	COM	526872106	542	47000	SH	DEFINED	85
			-----		542	47000	
LEXMARK INTL NEW	CL A	529771107	823	15125	SH	DEFINED	1
			33	610	SH	DEFINED	15
			49	900	SH	DEFINED	2
			82	1500	SH	DEFINED	5
			87	1600	SH	DEFINED	10
			188	3460	SH	DEFINED	19
			1436	26400	SH	DEFINED	85
-----		2698	49595				
LIBERTY MEDIA CORP NEW	COM SER A	530718105	10	1000	SH	DEFINED	1
			6	600	SH	DEFINED	15
			5	500	SH	DEFINED	19
			2000	200000	SH	DEFINED	85
			-----		2021	202100	
LIGAND PHARMACEUTICALS INC	CL B	53220K207	0	8	SH	DEFINED	19
			2538	175000	SH	DEFINED	85
			-----		2538	175008	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
LIGHTBRIDGE INC	COM	532226107	33	3950	SH		DEFINED	2

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			845	100000	SH	DEFINED	85
			-----	-----			
			878	103950			
LILLY ELI & CO	COM	532457108	34524	612134	SH	DEFINED	1
			6310	111874	SH	DEFINED	15
			663	11748	SH	DEFINED	2
			376	6663	SH	DEFINED	5
			241	4275	SH	DEFINED	10
			7469	132433	SH	DEFINED	19
			10231	181400	SH	DEFINED	85
			-----	-----			
			59814	1060527			
LIMITED BRANDS INC	COM	532716107	305	14300	SH	DEFINED	1
			246	11529	SH	DEFINED	19
			1806	84806	SH	DEFINED	85
			-----	-----			
			2357	110635			
LINCOLN ELEC HLDGS INC	COM	533900106	253	9390	SH	DEFINED	19
			-----	-----			
			253	9390			
LINCOLN NATL CORP IND	COM	534187109	1656	39418	SH	DEFINED	1
			91	2160	SH	DEFINED	15
			71	1700	SH	DEFINED	2
			2386	56819	SH	DEFINED	19
			1201	28600	SH	DEFINED	85
			-----	-----			
			5405	128697			
LINEAR TECHNOLOGY CORP	COM	535678106	16	500	SH	DEFINED	1
			25	800	SH	DEFINED	15
			1118	35576	SH	DEFINED	19
			1600	50900	SH	DEFINED	85
			-----	-----			
			2759	87776			
LINENS N THINGS INC	COM	535679104	69	2100	SH	DEFINED	15
			51	1550	SH	DEFINED	2
			4922	150000	SH	DEFINED	85
			-----	-----			
			5041	153650			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
LIZ CLAIBORNE INC	COM	539320101	116	3650	SH	DEFINED	1
			35	1100	SH	DEFINED	19
			267	8400	SH	DEFINED	85

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				418	13150		
LOCKHEED MARTIN CORP	COM	539830109	984	14153	SH	DEFINED	1
			10	146	SH	DEFINED	15
			32	464	SH	DEFINED	5
			31	450	SH	DEFINED	10
			3183	45796	SH	DEFINED	19
			3763	54138	SH	DEFINED	85
			8003	115147			
LOEWS CORP	NOTE	3.125% 9 540424AL2	1320	15000	SH	DEFINED	1
			1320	15000			
LOEWS CORP	COM	540424108	353	6670	SH	DEFINED	1
			469	8852	SH	DEFINED	19
			811	15300	SH	DEFINED	85
			1633	30822			
LONE STAR TECHNOLOGIES INC	COM	542312103	1	50	SH	DEFINED	1
			1718	75000	SH	DEFINED	85
			1719	75050			
LOUISIANA PAC CORP	COM	546347105	8	798	SH	DEFINED	1
			23	2152	SH	DEFINED	19
			87	8200	SH	DEFINED	85
			118	11150			
LOWES COS INC	COM	548661107	78248	1723530	SH	DEFINED	1
			4595	101219	SH	DEFINED	15
			5088	112066	SH	DEFINED	2
			570	12555	SH	DEFINED	5
			2312	50916	SH	DEFINED	10
			3543	78043	SH	DEFINED	19
			49908	1099300	SH	DEFINED	85
			144264	3177629			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
LUBRIZOL CORP	COM	549271104	214	6400	SH		DEFINED	1
			22	650	SH		DEFINED	19
			236	7050				



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LUCENT TECHNOLOGIES INC	COM	549463107	321	193389	SH	DEFINED	1	
				34	20239	SH	DEFINED	15
				83	50063	SH	DEFINED	2
				48	28930	SH	DEFINED	5
				9	5440	SH	DEFINED	10
				266	160120	SH	DEFINED	19
				1657	998437	SH	DEFINED	85
			-----	-----				
			2418	1456618				
MAF BANCORP INC	COM	55261R108	47	1250	SH	DEFINED	2	
				179	4763	SH	DEFINED	19
				3760	100000	SH	DEFINED	85
						-----	-----	
			3986	106013				
MBIA INC	COM	55262C100	743	13150	SH	DEFINED	1	
				348	6150	SH	DEFINED	15
				283	5010	SH	DEFINED	19
				1204	21300	SH	DEFINED	85
						-----	-----	
			2578	45610				
MBNA CORP	COM	55262L100	445	13468	SH	DEFINED	1	
				71	2150	SH	DEFINED	15
				17	500	SH	DEFINED	5
				1378	41677	SH	DEFINED	19
				4564	138005	SH	DEFINED	85
						-----	-----	
			6475	195800				
MFS INTER INCOME TR	SH BEN INT	55273C107	2	300	SH	DEFINED	1	
				1	150	SH	DEFINED	15
				4	500	SH	DEFINED	19
				788	110000	SH	DEFINED	85
						-----	-----	
			794	110950				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
MFS MUN INCOME TR	SH BEN INT	552738106	10	1300	SH		DEFINED	1
				35	4500	SH	DEFINED	2
				55	7000	SH	DEFINED	19
						-----	-----	
			101	12800				
MGIC INVT CORP WIS	COM	552848103	377	5562	SH		DEFINED	1
				27	400	SH	DEFINED	15
				115	1700	SH	DEFINED	2
				2	24	SH	DEFINED	5

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			373	5495	SH	DEFINED	19
			1403	20700	SH	DEFINED	85
			-----	-----			
			2297	33881			
MFS GOVT MKTS INCOME TR	SH BEN INT	552939100	22	3300	SH	DEFINED	1
			3	500	SH	DEFINED	15
			10	1500	SH	DEFINED	19
			1418	210000	SH	DEFINED	85
			-----	-----			
			1453	215300			
MKS INSTRUMENT INC	COM	55306N104	1505	75000	SH	DEFINED	85
			-----	-----			
			1505	75000			
MSC SOFTWARE CORP	COM	553531104	1119	125000	SH	DEFINED	85
			-----	-----			
			1119	125000			
MTS SYS CORP	COM	553777103	31	2448	SH	DEFINED	19
			841	67000	SH	DEFINED	85
			-----	-----			
			872	69448			
MALAYSIA FD INC	COM	560905101	244	56900	SH	DEFINED	85
			-----	-----			
			244	56900			
MANITOWOC INC	COM	563571108	3549	100000	SH	DEFINED	85
			-----	-----			
			3549	100000			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
MANOR CARE INC NEW	COM	564055101	53	2300	SH		DEFINED	1
			186	8100	SH		DEFINED	85
			-----	-----				
			239	10400				
MANULIFE FINL CORP	COM	56501R106	1096	38311	SH		DEFINED	1
			175	6104	SH		DEFINED	15
			167	5853	SH		DEFINED	5
			443	15474	SH		DEFINED	19
			-----	-----				
			1880	65742				
MARATHON OIL CORP	COM	565849106	239	8814	SH		DEFINED	1
			270	9960	SH		DEFINED	19
			3425	126275	SH		DEFINED	85

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				3934	145049		
MARSH & MCLENNAN COS INC	COM	571748102	113041	1170192	SH	DEFINED	1
			2993	30985	SH	DEFINED	15
			4097	42411	SH	DEFINED	2
			571	5910	SH	DEFINED	5
			526	5440	SH	DEFINED	10
			7943	82226	SH	DEFINED	19
			60409	625350	SH	DEFINED	85
			189579	1962514			
MARSHALL & ILSLEY CORP	COM	571834100	62	2000	SH	DEFINED	1
			173	5600	SH	DEFINED	15
			401	12978	SH	DEFINED	19
			532	17200	SH	DEFINED	85
			1168	37778			
MARRIOTT INTL INC NEW	CL A	571903202	91	2400	SH	DEFINED	1
			266	7000	SH	DEFINED	19
			1492	39200	SH	DEFINED	85
			1849	48600			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
MASCO CORP	COM	574599106	133	4898	SH	DEFINED	1	
			27	1000	SH	DEFINED	15	
			2	90	SH	DEFINED	5	
			434	15995	SH	DEFINED	19	
			995	36700	SH	DEFINED	85	
			1591	58683				
MATTEL INC	COM	577081102	99	4715	SH	DEFINED	1	
			51	2396	SH	DEFINED	15	
			4	200	SH	DEFINED	5	
			271	12847	SH	DEFINED	19	
			1188	56347	SH	DEFINED	85	
			1613	76505				
MAXIM INTEGRATED PRODS INC	COM	57772K101	19016	496104	SH	DEFINED	1	
			726	18950	SH	DEFINED	15	
			2030	52960	SH	DEFINED	2	
			226	5904	SH	DEFINED	5	
			19	500	SH	DEFINED	10	
			604	15755	SH	DEFINED	19	

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			18818	490950	SH	DEFINED	85
			-----	-----			
			41439	1081123			
MAY DEPT STORES CO	COM	577778103	1116	33905	SH	DEFINED	1
			34	1032	SH	DEFINED	15
			305	9260	SH	DEFINED	19
			1465	44500	SH	DEFINED	85
			-----	-----			
			2921	88697			
MAXIMUS INC	COM	577933104	49	1550	SH	DEFINED	2
			3963	125000	SH	DEFINED	85
			-----	-----			
			4012	126550			
MAYTAG CORP	COM	578592107	486	11400	SH	DEFINED	1
			78	1837	SH	DEFINED	19
			260	6100	SH	DEFINED	85
			-----	-----			
			825	19337			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT DSCRETN	O MA
MCCORMICK & CO INC	COM NON VTG	579780206	122	4752	SH	DEFINED	1
			155	6000	SH	DEFINED	15
			13	492	SH	DEFINED	19
			-----	-----			
			290	11244			
MCDONALDS CORP	COM	580135101	7732	271775	SH	DEFINED	1
			1429	50240	SH	DEFINED	15
			649	22810	SH	DEFINED	2
			3	100	SH	DEFINED	5
			81	2850	SH	DEFINED	10
			2957	103952	SH	DEFINED	19
			6142	215900	SH	DEFINED	85
			-----	-----			
			18994	667627			
MCGRAW HILL COS INC	COM	580645109	3161	52953	SH	DEFINED	1
			406	6805	SH	DEFINED	15
			673	11275	SH	DEFINED	19
			1791	30000	SH	DEFINED	85
			-----	-----			
			6032	101033			
MCKESSON CORP	COM	58155Q103	129	3950	SH	DEFINED	1
			65	2000	SH	DEFINED	2
			292	8919	SH	DEFINED	19

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			1247	38127	SH	DEFINED	85
			-----	-----			
			1733	52996			
MCLEODUSA INC	CL A	582266706	94	222951	SH	DEFINED	19
			-----	-----			
			94	222951			
MEADE INSTRUMENTS CORP	COM	583062104	282	49800	SH	DEFINED	85
			-----	-----			
			282	49800			
MEADWESTVACO CORP	COM	583334107	2126	63340	SH	DEFINED	1
			27	800	SH	DEFINED	2
			67	2007	SH	DEFINED	19
			534	15917	SH	DEFINED	85
			-----	-----			
			2754	82064			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
MEDIA 100 INC	COM	58440W105	300	166610	SH	DEFINED	85
			-----	-----			
			300	166610			
MEDICIS PHARMACEUTICAL CORP	CL A NEW	584690309	128	3000	SH	DEFINED	19
			5345	125000	SH	DEFINED	85
			-----	-----			
			5473	128000			
MEDIMMUNE INC	COM	584699102	8309	314731	SH	DEFINED	1
			934	35384	SH	DEFINED	15
			562	21305	SH	DEFINED	2
			34	1305	SH	DEFINED	5
			24	900	SH	DEFINED	10
			91	3440	SH	DEFINED	19
			7791	295100	SH	DEFINED	85
			-----	-----			
			17745	672165			
MEDTRONIC INC	COM	585055106	46514	1085505	SH	DEFINED	1
			6227	145312	SH	DEFINED	15
			4193	97862	SH	DEFINED	2
			1897	44281	SH	DEFINED	5
			336	7850	SH	DEFINED	10
			5548	129476	SH	DEFINED	19
			22258	519450	SH	DEFINED	85
			-----	-----			
			86974	2029736			

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MELLON FINL CORP	COM	58551A108	72013	2291200	SH	DEFINED	1	
				706	22470	SH	DEFINED	15
				4952	157556	SH	DEFINED	2
				448	14260	SH	DEFINED	5
				539	17155	SH	DEFINED	10
				4469	142191	SH	DEFINED	19
				45750	1455600	SH	DEFINED	85
			-----	-----				
			128877	4100432				
MERCANTILE BANKSHARES CORP	COM	587405101	7713	187993	SH	DEFINED	1	
				68	1650	SH	DEFINED	19
						-----	-----	
			7781	189643				

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA	
MERCCK & CO INC	COM	589331107	107731	2127389	SH	DEFINED	1	
				7199	142155	SH	DEFINED	15
				3181	62812	SH	DEFINED	2
				242	4786	SH	DEFINED	5
				1715	33861	SH	DEFINED	10
				15766	311333	SH	DEFINED	19
				21737	429250	SH	DEFINED	85
			-----	-----				
			157571	3111586				
MERCURY AIR GROUP INC	COM	589354109	683	150000	SH	DEFINED	85	
						-----	-----	
			683	150000				
MERCURY COMPUTER SYS	COM	589378108	2070	100000	SH	DEFINED	85	
						-----	-----	
			2070	100000				
MERCURY INTERACTIVE CORP	COM	589405109	27	1165	SH	DEFINED	1	
				23	1000	SH	DEFINED	19
				955	41600	SH	DEFINED	85
						-----	-----	
			1005	43765				
MEREDITH CORP	COM	589433101	107	2800	SH	DEFINED	1	
				150	3900	SH	DEFINED	85
						-----	-----	
			257	6700				
MERIDIAN DIAGNOSTICS INC	SDCV	7.000% 9	589602AB7	3395	40000	SH	DEFINED	19
							-----	-----
			3395	40000				

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MERITAGE HOSPITALITY GROUP I	COM	59000K101	432	65588	SH	DEFINED	19
			-----	-----			
			432	65588			
MERRILL LYNCH & CO INC	COM	590188108	469	11574	SH	DEFINED	1
			77	1910	SH	DEFINED	15
			465	11480	SH	DEFINED	2
			13	315	SH	DEFINED	10
			1286	31763	SH	DEFINED	19
			8031	198300	SH	DEFINED	85
			-----	-----			
			10341	255342			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
METHODE ELECTRS INC	CL A	591520200	1916	150000	SH		DEFINED	85
			-----	-----				
			1916	150000				
METLIFE INC	COM	59156R108	169	5872	SH		DEFINED	1
			117	4072	SH		DEFINED	15
			10	364	SH		DEFINED	5
			546	18975	SH		DEFINED	19
			2877	99900	SH		DEFINED	85
			-----	-----				
			3720	129183				
MICHAELS STORES INC	COM	594087108	1157	29655	SH		DEFINED	1
			73	1880	SH		DEFINED	19
			7020	180000	SH		DEFINED	85
			-----	-----				
			8250	211535				
MICROSOFT CORP	COM	594918104	146589	2679870	SH		DEFINED	1
			8634	157850	SH		DEFINED	15
			7287	133209	SH		DEFINED	2
			1090	19934	SH		DEFINED	5
			2207	40341	SH		DEFINED	10
			21005	384004	SH		DEFINED	19
			96901	1771500	SH		DEFINED	85
			-----	-----				
			283713	5186708				
MICROCHIP TECHNOLOGY INC	COM	595017104	6606	240829	SH		DEFINED	1
			437	15929	SH		DEFINED	2
			52	1912	SH		DEFINED	10
			549	20000	SH		DEFINED	19
			18426	671750	SH		DEFINED	85
			-----	-----				
			26070	950420				

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MICRON TECHNOLOGY INC	COM	595112103	122	6035	SH	DEFINED	1
			21	1060	SH	DEFINED	2
			4	190	SH	DEFINED	5
			255	12635	SH	DEFINED	19
			2675	132300	SH	DEFINED	85
			-----	-----			
			3078	152220			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
MICROSEMI CORP	COM	595137100	20	3050	SH	DEFINED	2
			990	150000	SH	DEFINED	85
			-----	-----			
			1010	153050			
MID ATLANTIC MED SVCS INC	COM	59523C107	31	1000	SH	DEFINED	2
			5000	159500	SH	DEFINED	85
			-----	-----			
			5032	160500			
MIDCAP SPDR TR	UNIT SER 1	595635103	31	350	SH	DEFINED	1
			190	2123	SH	DEFINED	19
			-----	-----			
			221	2473			
MILACRON INC	COM	598709103	254	25000	SH	DEFINED	1
			11	1100	SH	DEFINED	19
			-----	-----			
			265	26100			
MILLENNIUM PHARMACEUTICALS I	COM	599902103	1337	110000	SH	DEFINED	85
			-----	-----			
			1337	110000			
MILLER HERMAN INC	COM	600544100	8	400	SH	DEFINED	15
			436	21474	SH	DEFINED	19
			-----	-----			
			444	21874			
MIRANT CORP	COM	604675108	52	7064	SH	DEFINED	1
			11	1565	SH	DEFINED	15
			2	217	SH	DEFINED	2
			131	17952	SH	DEFINED	19
			233	31974	SH	DEFINED	85
			-----	-----			
			429	58772			
MOLEX INC	COM	608554101	313	9339	SH	DEFINED	1
			12	363	SH	DEFINED	19



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			519	15475	SH	DEFINED	85
			-----	-----			
			844	25177			
MONACO COACH CORP	COM	60886R103	1065	50000	SH	DEFINED	85
			-----	-----			
			1065	50000			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
MOODYS CORP	COM	615369105	864	17367	SH		DEFINED	1
			422	8488	SH		DEFINED	19
			620	12465	SH		DEFINED	85
			-----	-----				
			1906	38320				
MORGAN STANLEY DEAN WITTER&C	COM NEW	617446448	1162	26970	SH		DEFINED	1
			570	13236	SH		DEFINED	15
			9	200	SH		DEFINED	2
			75	1752	SH		DEFINED	5
			17666	410075	SH		DEFINED	19
			7941	184332	SH		DEFINED	85
			-----	-----				
			27423	636565				
MORGAN STANLEY	MUN PREM INCOM	61745P429	86	9470	SH		DEFINED	1
			87	9600	SH		DEFINED	10
			5	560	SH		DEFINED	19
			-----	-----				
			179	19630				
MORGAN STANLEY	MUN INC OPP II	61745P445	108	13450	SH		DEFINED	1
			56	7000	SH		DEFINED	19
			-----	-----				
			165	20450				
MOTOROLA INC	COM	620076109	1829	125378	SH		DEFINED	1
			98	6750	SH		DEFINED	15
			24	1678	SH		DEFINED	2
			321	21990	SH		DEFINED	5
			78	5350	SH		DEFINED	10
			3701	253662	SH		DEFINED	19
			5025	344380	SH		DEFINED	85
			-----	-----				
			11077	759188				
MOVADO GROUP INC	COM	624580106	297	11800	SH		DEFINED	85
			-----	-----				
			297	11800				

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MUELLER INDS INC	COM	624756102	18	552 SH	DEFINED 1
			2381	75000 SH	DEFINED 85
			-----	-----	
			2399	75552	

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
MULTEX COM INC	COM	625367107	1122	275120	SH	DEFINED	85
			-----	-----			
			1122	275120			
MUNIENHANCED FD INC	COM	626243109	22	2032	SH	DEFINED	1
			6	529	SH	DEFINED	15
			117	10632	SH	DEFINED	19
			-----	-----			
			145	13193			
MUNIVEST FD INC	COM	626295109	9	1000	SH	DEFINED	1
			16	1772	SH	DEFINED	15
			102	11493	SH	DEFINED	19
			-----	-----			
			127	14265			
MUNIYIELD FLA FD	COM	626297105	163	12080	SH	DEFINED	19
			-----	-----			
			163	12080			
MUNIYIELD INSD FD INC	COM	62630E107	72	4984	SH	DEFINED	1
			29	2031	SH	DEFINED	15
			114	7870	SH	DEFINED	19
			-----	-----			
			216	14885			
MUNIYIELD MICH INSD FD INC	COM	62630J106	262	18000	SH	DEFINED	1
			74	5064	SH	DEFINED	19
			-----	-----			
			335	23064			
MUNIYIELD MICH INSD FD II IN	COM	626300107	273	20000	SH	DEFINED	1
			103	7508	SH	DEFINED	19
			-----	-----			
			376	27508			
MUNIYIELD QUALITY FD INC	COM	626302103	109	7650	SH	DEFINED	15
			159	11161	SH	DEFINED	19
			-----	-----			
			269	18811			
MYLAN LABS INC	COM	628530107	212	6775	SH	DEFINED	1
			13	400	SH	DEFINED	5

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14 452 SH DEFINED 19  
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 239 7627

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 NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
NCO GROUP INC	COM	628858102	2178	100000	SH	DEFINED	85
			-----	-----			
			2178	100000			
NCR CORP NEW	COM	62886E108	91	2633	SH	DEFINED	1
			8	223	SH	DEFINED	15
			0	9	SH	DEFINED	5
			80	2308	SH	DEFINED	19
			270	7800	SH	DEFINED	85
			-----	-----			
			449	12973			
NASDAQ 100 TR	UNIT SER 1	631100104	339	12971	SH	DEFINED	1
			254	9739	SH	DEFINED	2
			1	50	SH	DEFINED	5
			764	29271	SH	DEFINED	19
			-----	-----			
			1358	52031			
NATIONAL CITY CORP	COM	635405103	15978	480540	SH	DEFINED	1
			1200	36090	SH	DEFINED	15
			13	400	SH	DEFINED	2
			7	200	SH	DEFINED	10
			3558	106995	SH	DEFINED	19
			2753	82800	SH	DEFINED	85
			-----	-----			
			23509	707025			
NATIONAL COMMERCE FINL CORP	COM	63545P104	59772	2272688	SH	DEFINED	1
			2654	100915	SH	DEFINED	15
			3793	144235	SH	DEFINED	2
			339	12900	SH	DEFINED	10
			2877	109386	SH	DEFINED	19
			15862	603100	SH	DEFINED	85
			-----	-----			
			85297	3243224			
NATIONAL FUEL GAS CO N J	COM	636180101	287	12737	SH	DEFINED	1
			34	1500	SH	DEFINED	5
			69	3080	SH	DEFINED	19
			-----	-----			
			390	17317			

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 NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVTMT	O MA
NATIONAL SEMICONDUCTOR CORP	COM	637640103	82	2800	SH		DEFINED	1
			7	245	SH		DEFINED	19
			414	14200	SH		DEFINED	85
			-----	-----				
			503	17245				
NEIMAN MARCUS GROUP INC	CL A	640204202	1666	48000	SH		DEFINED	85
			-----	-----				
			1666	48000				
NEOGEN CORP	COM	640491106	137	10100	SH		DEFINED	19
			-----	-----				
			137	10100				
NETWORK APPLIANCE INC	COM	64120L104	77	6220	SH		DEFINED	1
			5	400	SH		DEFINED	15
			17	1350	SH		DEFINED	19
			643	51700	SH		DEFINED	85
			-----	-----				
			742	59670				
NEW JERSEY RES	COM	646025106	1791	60000	SH		DEFINED	85
			-----	-----				
			1791	60000				
NEW YORK TIMES CO	CL A	650111107	37	715	SH		DEFINED	1
			359	6975	SH		DEFINED	19
			1042	20225	SH		DEFINED	85
			-----	-----				
			1438	27915				
NEWELL RUBBERMAID INC	COM	651229106	1511	43109	SH		DEFINED	1
			226	6445	SH		DEFINED	15
			416	11860	SH		DEFINED	2
			65	1855	SH		DEFINED	5
			37	1060	SH		DEFINED	10
			7948	226686	SH		DEFINED	19
			746	21280	SH		DEFINED	85
			-----	-----				
			10949	312295				
NEWFIELD EXPL CO	COM	651290108	2788	75000	SH		DEFINED	85
			-----	-----				
			2788	75000				

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
NEWMONT MINING CORP	COM	651639106	362	13744	SH		DEFINED	1
			24	899	SH		DEFINED	15
			229	8680	SH		DEFINED	2
			7	250	SH		DEFINED	10
			416	15784	SH		DEFINED	19
			1101	41815	SH		DEFINED	85
			-----	-----				
			2137	81172				
NEXTEL COMMUNICATIONS INC	CL A	65332V103	16	4850	SH		DEFINED	1
			3	1000	SH		DEFINED	10
			35	10750	SH		DEFINED	19
			205	63800	SH		DEFINED	85
				-----	-----			
			258	80400				
NICOR INC	COM	654086107	282	6172	SH		DEFINED	1
			5	112	SH		DEFINED	15
			555	12125	SH		DEFINED	19
			160	3500	SH		DEFINED	85
				-----	-----			
			1002	21909				
NIKE INC	CL B	654106103	1	16	SH		DEFINED	1
			1	15	SH		DEFINED	15
			268	4995	SH		DEFINED	19
			2312	43100	SH		DEFINED	85
				-----	-----			
			2582	48126				
99 CENTS ONLY STORES	COM	65440K106	3848	150000	SH		DEFINED	85
			-----	-----				
			3848	150000				
NISOURCE INC	COM	65473P105	36819	1686608	SH		DEFINED	1
			4759	218004	SH		DEFINED	15
			1070	48993	SH		DEFINED	2
			9	415	SH		DEFINED	5
			5042	230943	SH		DEFINED	19
			4061	186019	SH		DEFINED	85
				-----	-----			
			51759	2370982				

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
NOKIA CORP	SPONSORED ADR	654902204	4515	311841	SH		DEFINED	1
			1454	100425	SH		DEFINED	15
			876	60477	SH		DEFINED	2
			384	26532	SH		DEFINED	5
			99	6817	SH		DEFINED	10
			1348	93071	SH		DEFINED	19
			8676	599163				
NORDSTROM INC	COM	655664100	34	1500	SH		DEFINED	1
			14	600	SH		DEFINED	19
			240	10600	SH		DEFINED	85
			288	12700				
NORFOLK SOUTHERN CORP	COM	655844108	1451	62054	SH		DEFINED	1
			143	6124	SH		DEFINED	15
			703	30083	SH		DEFINED	19
			722	30900	SH		DEFINED	85
			3020	129161				
NORTEL NETWORKS CORP NEW	COM	656568102	25	17560	SH		DEFINED	1
			4	3004	SH		DEFINED	15
			0	340	SH		DEFINED	2
			0	250	SH		DEFINED	5
			7	4595	SH		DEFINED	19
			290	200000	SH		DEFINED	85
			327	225749				
NORTH CTRY FINL CORP	COM	658788104	316	39486	SH		DEFINED	19
				316	39486			
NORTH FORK BANCORPORATION NY	COM	659424105	68365	1717270	SH		DEFINED	1
			316	7945	SH		DEFINED	15
			1248	31360	SH		DEFINED	2
			874	21950	SH		DEFINED	10
			521	13075	SH		DEFINED	19
			9753	245000	SH		DEFINED	85
			81077	2036600				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
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NORTHERN BORDER PARTNERS L P	UNIT LTD PARTN	664785102	462	12900	SH	DEFINED	19
			-----	-----			
			462	12900			
NORTHERN TR CORP	COM	665859104	35865	814006	SH	DEFINED	1
			2189	49687	SH	DEFINED	15
			1677	38060	SH	DEFINED	2
			230	5230	SH	DEFINED	5
			308	7000	SH	DEFINED	10
			5969	135485	SH	DEFINED	19
			30093	683000	SH	DEFINED	85
			-----	-----			
			76333	1732468			
NORTHROP GRUMMAN CORP	COM	666807102	60	482	SH	DEFINED	1
			25	200	SH	DEFINED	10
			160	1277	SH	DEFINED	19
			1100	8800	SH	DEFINED	85
			-----	-----			
			1345	10759			
NORTHWEST PIPE CO	COM	667746101	1171	50000	SH	DEFINED	85
			-----	-----			
			1171	50000			
NORTHWESTERN CORP	COM	668074107	61	3588	SH	DEFINED	19
			848	50000	SH	DEFINED	85
			-----	-----			
			908	53588			
NOVARTIS A G	SPONSORED ADR	66987V109	3	60	SH	DEFINED	1
			109	2478	SH	DEFINED	15
			70	1600	SH	DEFINED	2
			35	800	SH	DEFINED	19
			-----	-----			
			216	4938			
NOVELL INC	COM	670006105	28	8700	SH	DEFINED	1
			1	200	SH	DEFINED	19
			1882	586400	SH	DEFINED	85
			-----	-----			
			1911	595300			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
NOVELLUS SYS INC	COM	670008101	8	221	SH		DEFINED	1
			106	3106	SH		DEFINED	19
			728	21400	SH		DEFINED	85
			-----	-----				

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			841	24727		
NOVEN PHARMACEUTICALS INC	COM	670009109	38	1500 SH	DEFINED	2
			1913	75000 SH	DEFINED	85
			-----	-----		
			1951	76500		
NSTAR	COM	67019E107	51	1143 SH	DEFINED	1
			10	220 SH	DEFINED	5
			157	3500 SH	DEFINED	19
			-----	-----		
			218	4863		
NUCOR CORP	COM	670346105	0	5 SH	DEFINED	1
			788	12119 SH	DEFINED	19
			938	14425 SH	DEFINED	85
			-----	-----		
			1727	26549		
NUVEEN INSD PREM INCOME MUN	COM	6706D8104	2	168 SH	DEFINED	15
			171	12306 SH	DEFINED	19
			-----	-----		
			174	12474		
NUVEEN INVT QUALITY MUN FD I	COM	67062E103	6	400 SH	DEFINED	1
			5	300 SH	DEFINED	15
			167	11076 SH	DEFINED	19
			-----	-----		
			178	11776		
NUVEEN INSD QUALITY MUN FD I	COM	67062N103	30	1875 SH	DEFINED	15
			83	5250 SH	DEFINED	10
			61	3850 SH	DEFINED	19
			-----	-----		
			173	10975		
NUVEEN PREM INCOME MUN FD	COM	67062T100	30	2065 SH	DEFINED	1
			400	27600 SH	DEFINED	19
			-----	-----		
			430	29665		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
NUVEEN MUN MKT OPPORTUNITY F	COM	67062W103	106	7222 SH			DEFINED	1
			29	2000 SH			DEFINED	15
			73	5000 SH			DEFINED	19
			-----	-----				
			208	14222				
NUVEEN PREM INCOME MUN FD 2	COM	67063W102	103	7000 SH			DEFINED	10



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			92	6235	SH	DEFINED	19
			-----	-----			
			195	13235			
NVIDIA CORP	COM	67066G104	733	42640	SH	DEFINED	1
			68	3985	SH	DEFINED	19
			2209	128600	SH	DEFINED	85
			-----	-----			
			3010	175225			
OM GROUP INC	COM	670872100	10102	162928	SH	DEFINED	1
			1049	16915	SH	DEFINED	15
			1437	23185	SH	DEFINED	2
			59	950	SH	DEFINED	5
			512	8265	SH	DEFINED	19
			13020	210000	SH	DEFINED	85
			-----	-----			
			26179	422243			
NUVEEN MUN VALUE FD INC	COM	670928100	88	9149	SH	DEFINED	1
			203	21260	SH	DEFINED	15
			172	17972	SH	DEFINED	19
			-----	-----			
			463	48381			
NUVEEN MICH QUALITY INCOME M	COM	670979103	222	13640	SH	DEFINED	1
			1562	96151	SH	DEFINED	19
			-----	-----			
			1784	109791			
NUVEEN OHIO QUALITY INCOME M	COM	670980101	878	47221	SH	DEFINED	1
			-----	-----			
			878	47221			
NUVEEN INSD MUN OPPORTUNITY	COM	670984103	68	4350	SH	DEFINED	1
			68	4400	SH	DEFINED	15
			203	13075	SH	DEFINED	19
			-----	-----			
			339	21825			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL DCRETN	O MA
NUVEEN MICH PREM INCOME MUN	COM	67101Q109	694	44661	SH	DEFINED 19
			-----	-----		
			694	44661		
OCCIDENTAL PETE CORP DEL	COM	674599105	19	629	SH	DEFINED 1
			39	1290	SH	DEFINED 15
			307	10221	SH	DEFINED 19
			894	29800	SH	DEFINED 85

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			-----	-----		
			1258	41940		
OCEANEERING INTL INC	COM	675232102	41	1500 SH	DEFINED	2
			2700	100000 SH	DEFINED	85
			-----	-----		
			2741	101500		
ODETICS INC DEL	CL A	676065204	103	61800 SH	DEFINED	85
			-----	-----		
			103	61800		
OFFICE DEPOT INC	COM	676220106	53	3180 SH	DEFINED	1
			8	500 SH	DEFINED	10
			178	10608 SH	DEFINED	19
			412	24500 SH	DEFINED	85
			-----	-----		
			652	38788		
OGLEBAY NORTON CO	COM	677007106	2	172 SH	DEFINED	19
			422	33000 SH	DEFINED	85
			-----	-----		
			424	33172		
OHIO CAS CORP	COM	677240103	775	37082 SH	DEFINED	1
			75	3569 SH	DEFINED	5
			-----	-----		
			850	40651		
OLD NATL BANCORP IND	COM	680033107	4953	194617 SH	DEFINED	15
			201	7890 SH	DEFINED	5
			-----	-----		
			5154	202507		
OLD SECOND BANCORP INC ILL	COM	680277100	2146	58402 SH	DEFINED	19
			-----	-----		
			2146	58402		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
OLIN CORP	COM PAR \$1	680665205	21	953 SH	DEFINED	1		
			4	200 SH	DEFINED	19		
			1661	75000 SH	DEFINED	85		
			-----	-----				
			1687	76153				
OLYMPIC STEEL INC	COM	68162K106	1266	211000 SH	DEFINED	85		
			-----	-----				
			1266	211000				

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OMNICOM GROUP INC	COM	681919106	27074	591139	SH	DEFINED	1
			436	9521	SH	DEFINED	15
			2569	56087	SH	DEFINED	2
			130	2842	SH	DEFINED	5
			271	5912	SH	DEFINED	10
			1442	31491	SH	DEFINED	19
			11661	254600	SH	DEFINED	85
			-----	-----			
			43583	951592			
ON ASSIGNMENT INC	COM	682159108	46	2600	SH	DEFINED	2
			1780	100000	SH	DEFINED	85
						-----	-----
			1826	102600			
ONYX PHARMACEUTICALS INC	COM	683399109	63	11000	SH	DEFINED	19
						-----	-----
			63	11000			
ORACLE CORP	COM	68389X105	42385	4475715	SH	DEFINED	1
			1471	155356	SH	DEFINED	15
			1415	149370	SH	DEFINED	2
			2934	309816	SH	DEFINED	5
			816	86210	SH	DEFINED	10
			3103	327663	SH	DEFINED	19
			24324	2568548	SH	DEFINED	85
						-----	-----
			76448	8072678			
ORTHOLOGIC CORP	COM	68750J107	633	114400	SH	DEFINED	85
						-----	-----
			633	114400			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT DSCRETN	O MA
ORTHODONTIC CTRS AMER INC	COM	68750P103	35	1500	SH	DEFINED	2
			3458	150000	SH	DEFINED	85
						-----	-----
			3492	151500			
OSHKOSH B GOSH INC	CL A	688222207	244	5600	SH	DEFINED	19
						-----	-----
			244	5600			
OSTEOTECH INC	COM	688582105	7	1000	SH	DEFINED	1
			617	83500	SH	DEFINED	85
						-----	-----
			624	84500			
OUTBACK STEAKHOUSE INC	COM	689899102	301	8587	SH	DEFINED	1

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			34	975	SH	DEFINED	15
			339	9650	SH	DEFINED	2
			10	275	SH	DEFINED	10
			367	10450	SH	DEFINED	19
			-----	-----			
			1051	29937			
OVERLAND DATA INC	COM	690213103	1295	78600	SH	DEFINED	85
			-----	-----			
			1295	78600			
OVERSEAS SHIPHOLDING GROUP I	COM	690368105	1581	75000	SH	DEFINED	85
			-----	-----			
			1581	75000			
OWENS CORNING	COM	69073F103	75	63100	SH	DEFINED	1
			0	200	SH	DEFINED	19
			-----	-----			
			75	63300			
OWENS & MINOR INC NEW	COM	690732102	2620	132600	SH	DEFINED	85
			-----	-----			
			2620	132600			
OWENS ILL INC	COM NEW	690768403	896	65188	SH	DEFINED	1
			1	102	SH	DEFINED	19
			-----	-----			
			897	65290			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
PG&E CORP	COM	69331C108	26	1480	SH	DEFINED	1
			2	114	SH	DEFINED	15
			90	5053	SH	DEFINED	19
			555	31000	SH	DEFINED	85
			-----	-----			
			674	37647			
PMC-SIERRA INC	COM	69344F106	1687	181975	SH	DEFINED	1
			26	2800	SH	DEFINED	15
			25	2750	SH	DEFINED	2
			5	490	SH	DEFINED	5
			32	3440	SH	DEFINED	19
			2662	287150	SH	DEFINED	85
			-----	-----			
			4437	478605			
PNC FINL SVCS GROUP INC	COM	693475105	6988	133665	SH	DEFINED	1
			139	2666	SH	DEFINED	15
			26	500	SH	DEFINED	2

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			128	2451	SH	DEFINED	5
			26	500	SH	DEFINED	10
			443	8468	SH	DEFINED	19
			2258	43200	SH	DEFINED	85
			-----	-----			
			10009	191450			
PPG INDS INC	COM	693506107	10303	166439	SH	DEFINED	1
			304	4904	SH	DEFINED	15
			87	1400	SH	DEFINED	2
			532	8596	SH	DEFINED	19
			836	13500	SH	DEFINED	85
			-----	-----			
			12061	194839			
PPL CORP	COM	69351T106	66	2000	SH	DEFINED	1
			103	3100	SH	DEFINED	15
			63	1915	SH	DEFINED	19
			870	26300	SH	DEFINED	85
			-----	-----			
			1102	33315			
PACCAR INC	COM	693718108	60	1350	SH	DEFINED	1
			5	105	SH	DEFINED	19
			409	9225	SH	DEFINED	85
			-----	-----			
			474	10680			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
PACTIV CORP	COM	695257105	42	1761	SH		DEFINED	1
			292	12259	SH		DEFINED	19
			1052	44200	SH		DEFINED	85
			-----	-----				
			1386	58220				
PALL CORP	COM	696429307	1329	64025	SH		DEFINED	1
			79	3785	SH		DEFINED	15
			417	20100	SH		DEFINED	2
			33	1580	SH		DEFINED	5
			34	1655	SH		DEFINED	10
			77	3724	SH		DEFINED	19
			1033	49799	SH		DEFINED	85
			-----	-----				
			3002	144668				
PALM INC	COM	696642107	30	16819	SH		DEFINED	1
			0	248	SH		DEFINED	2
			1	390	SH		DEFINED	5
			15	8668	SH		DEFINED	19

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			81	46118	SH	DEFINED	85
			-----	-----			
			127	72243			
PANERA BREAD CO	CL A	69840W108	614	17800	SH	DEFINED	1
			14	400	SH	DEFINED	15
			151	4380	SH	DEFINED	19
			1655	48000	SH	DEFINED	85
			-----	-----			
			2433	70580			
PARAMETRIC TECHNOLOGY CORP	COM	699173100	5	1415	SH	DEFINED	1
			39	11275	SH	DEFINED	19
			162	47326	SH	DEFINED	85
			-----	-----			
			206	60016			
PARK ELECTROCHEMICAL CORP	COM	700416209	1988	75000	SH	DEFINED	85
			-----	-----			
			1988	75000			
PARK NATL CORP	COM	700658107	1702	19789	SH	DEFINED	1
			-----	-----			
			1702	19789			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
PARKER HANNIFIN CORP	COM	701094104	173	3611	SH	DEFINED	1
			24	500	SH	DEFINED	10
			187	3910	SH	DEFINED	19
			446	9325	SH	DEFINED	85
			-----	-----			
			829	17346			
PATTERSON DENTAL CO	COM	703412106	1258	25000	SH	DEFINED	85
			-----	-----			
			1258	25000			
PAXAR CORP	COM	704227107	109	6493	SH	DEFINED	19
			1675	100000	SH	DEFINED	85
			-----	-----			
			1784	106493			
PAYCHEX INC	COM	704326107	20492	654898	SH	DEFINED	1
			69	2200	SH	DEFINED	2
			186	5952	SH	DEFINED	19
			3503	111950	SH	DEFINED	85
			-----	-----			
			24250	775000			

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PEABODY ENERGY CORP	COM	704549104	4	150	SH	DEFINED	2
			1415	50000	SH	DEFINED	85
			-----	-----			
			1419	50150			
PEMSTAR INC	COM	706552106	0	200	SH	DEFINED	5
			231	174000	SH	DEFINED	85
			-----	-----			
			232	174200			
PENNEY J C INC	COM	708160106	98	4460	SH	DEFINED	1
			4	200	SH	DEFINED	5
			426	19368	SH	DEFINED	19
			795	36100	SH	DEFINED	85
			-----	-----			
			1324	60128			
PEOPLES BANCORP INC	COM	709789101	1047	35228	SH	DEFINED	1
			-----	-----			
			1047	35228			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
PEOPLES ENERGY CORP	COM	711030106	84	2313	SH		DEFINED	1
			19	533	SH		DEFINED	15
			13	343	SH		DEFINED	5
			523	14338	SH		DEFINED	19
			102	2800	SH		DEFINED	85
			-----	-----				
			741	20327				
PEOPLESOFT INC	COM	712713106	21	1395	SH		DEFINED	1
			1	100	SH		DEFINED	15
			2	140	SH		DEFINED	5
			78	5235	SH		DEFINED	19
			542	36400	SH		DEFINED	85
			-----	-----				
			644	43270				
PEPSI BOTTLING GROUP INC	COM	713409100	702	22800	SH		DEFINED	85
			-----	-----				
			702	22800				
PEPSICO INC	COM	713448108	42786	887679	SH		DEFINED	1
			6206	128752	SH		DEFINED	15
			1717	35621	SH		DEFINED	2
			2301	47729	SH		DEFINED	5
			171	3547	SH		DEFINED	10
			11567	239979	SH		DEFINED	19
			-----	-----				
			15370	318890	SH		DEFINED	85

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		80118	1662197			
PERCEPTRON INC	COM	71361F100	39	25000	SH	DEFINED 1
			129	83213	SH	DEFINED 85
			-----			
		168	108213			
PERICOM SEMICONDUCTOR CORP	COM	713831105	869	75000	SH	DEFINED 85
			-----			
			869	75000		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
PERKINELMER INC	COM	714046109	718	64975	SH		DEFINED 1	
			21	1890	SH		DEFINED 15	
			257	23220	SH		DEFINED 2	
			7	655	SH		DEFINED 10	
			309	27926	SH		DEFINED 19	
			2010	181900	SH		DEFINED 85	
		-----						
		3321	300566					
PFIZER INC	COM	717081103	171865	4910429	SH		DEFINED 1	
			7258	207365	SH		DEFINED 15	
			6581	188018	SH		DEFINED 2	
			1843	52671	SH		DEFINED 5	
			2255	64416	SH		DEFINED 10	
			28072	802067	SH		DEFINED 19	
			58703	1677225	SH		DEFINED 85	
		-----						
		276577	7902191					
PHARMACEUTICAL PROD DEV INC	COM	717124101	3	110	SH		DEFINED 19	
			1317	50000	SH		DEFINED 85	
			-----					
		1320	50110					
PHARMACOPEIA INC	COM	71713B104	20	2350	SH		DEFINED 2	
			1278	150000	SH		DEFINED 85	
			-----					
		1298	152350					
PHARMACIA CORP	COM	71713U102	4098	109422	SH		DEFINED 1	
			390	10420	SH		DEFINED 15	
			17	450	SH		DEFINED 2	
			9	250	SH		DEFINED 5	
			19	500	SH		DEFINED 10	
			78027	2083488	SH		DEFINED 19	
			7790	208012	SH		DEFINED 85	



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90350 2412542  
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PHELPS DODGE CORP	COM	717265102	13	304	SH	DEFINED	1
			2	53	SH	DEFINED	15
			41	1000	SH	DEFINED	2
			52	1250	SH	DEFINED	19
			260	6317	SH	DEFINED	85
			-----	-----			
			368	8924			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
PHILADELPHIA CONS HLDG CORP	COM	717528103	70	1543	SH	DEFINED	19
			2267	50000	SH	DEFINED	85
			-----	-----			
			2337	51543			
PHILIP MORRIS COS INC	COM	718154107	8260	189102	SH	DEFINED	1
			39	900	SH	DEFINED	15
			168	3850	SH	DEFINED	2
			229	5249	SH	DEFINED	5
			22	500	SH	DEFINED	10
			4490	102800	SH	DEFINED	19
			14842	339800	SH	DEFINED	85
			-----	-----			
			28051	642201			
PHILLIPS PETE CO	COM	718507106	774	13146	SH	DEFINED	1
			470	7979	SH	DEFINED	19
			4652	79000	SH	DEFINED	85
			-----	-----			
			5895	100125			
PHOENIX COS INC NEW	COM	71902E109	233	12703	SH	DEFINED	1
			0	22	SH	DEFINED	2
			92	5017	SH	DEFINED	19
			-----	-----			
			326	17742			
PHOTON DYNAMICS INC	COM	719364101	2250	75000	SH	DEFINED	85
			-----	-----			
			2250	75000			
PHOTRONICS INC	COM	719405102	1421	75000	SH	DEFINED	85
			-----	-----			
			1421	75000			
PIER 1 IMPORTS INC	COM	720279108	2100	100000	SH	DEFINED	85
			-----	-----			

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2100 100000

PINNACLE WEST CAP CORP	COM	723484101	8	207 SH	DEFINED	1
			59	1485 SH	DEFINED	15
			2	50 SH	DEFINED	19
			269	6800 SH	DEFINED	85
			-----	-----		
			337	8542		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
PIONEER INTREST SHS	COM	723703104	33	2808 SH		DEFINED	1
			2	200 SH		DEFINED	19
			1067	90000 SH		DEFINED	85
			-----	-----			
			1102	93008			
PITNEY BOWES INC	COM	724479100	13943	351028 SH		DEFINED	1
			62	1560 SH		DEFINED	15
			363	9150 SH		DEFINED	2
			48	1200 SH		DEFINED	5
			795	20015 SH		DEFINED	10
			582	14652 SH		DEFINED	19
			1867	47000 SH		DEFINED	85
			-----	-----			
			17660	444605			
PLACER DOME INC	COM	725906101	2	200 SH		DEFINED	2
			19	1710 SH		DEFINED	19
			291	26000 SH		DEFINED	85
			-----	-----			
			313	27910			
PLANTRONICS INC NEW	COM	727493108	10	500 SH		DEFINED	19
			2852	150000 SH		DEFINED	85
			-----	-----			
			2861	150500			
PLEXUS CORP	COM	729132100	3168	175000 SH		DEFINED	85
			-----	-----			
			3168	175000			
PLUM CREEK TIMBER CO INC	COM	729251108	87	2835 SH		DEFINED	1
			21	700 SH		DEFINED	15
			9	300 SH		DEFINED	5
			394	12826 SH		DEFINED	19
			1369	44600 SH		DEFINED	85
			-----	-----			
			1881	61261			

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POLARIS INDS INC	COM	731068102	23	360 SH	DEFINED 19
			4875	75000 SH	DEFINED 85
			-----	-----	
			4898	75360	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
POTOMAC ELEC PWR CO	COM	737679100	836	38922 SH		DEFINED 1	
			53	2445 SH		DEFINED 15	
			312	14520 SH		DEFINED 2	
			18	835 SH		DEFINED 5	
			21	1000 SH		DEFINED 10	
			406	18888 SH		DEFINED 19	
			-----	-----			
			1646	76610			
PRAXAIR INC	COM	74005P104	4945	86793 SH		DEFINED 1	
			1011	17743 SH		DEFINED 15	
			6	99 SH		DEFINED 2	
			37	645 SH		DEFINED 5	
			66	1150 SH		DEFINED 10	
			675	11850 SH		DEFINED 19	
			1299	22800 SH		DEFINED 85	
			-----	-----			
			8037	141080			
PRICE LEGACY CORP	COM	74144P106	768	199400 SH		DEFINED 85	
			-----	-----			
			768	199400			
PRICE T ROWE GROUP INC	COM	74144T108	15966	485590 SH		DEFINED 1	
			1717	52225 SH		DEFINED 15	
			553	16820 SH		DEFINED 2	
			98	2990 SH		DEFINED 5	
			48	1450 SH		DEFINED 10	
			764	23250 SH		DEFINED 19	
			14137	429950 SH		DEFINED 85	
			-----	-----			
			33284	1012275			
PRIME HOSPITALITY CORP	COM	741917108	1299	100000 SH		DEFINED 85	
			-----	-----			
			1299	100000			
PRINCIPAL FINANCIAL GROUP IN	COM	74251V102	260	8399 SH		DEFINED 1	
			5	175 SH		DEFINED 15	
			-----	-----			
			266	8574			
PRIORITY HEALTHCARE CORP	CL B	74264T102	2938	125000 SH		DEFINED 85	

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2938 125000

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
PROCTER & GAMBLE CO	COM	742718109	829064	9284025	SH		DEFINED	1
			5474	61301	SH		DEFINED	15
			4265	47764	SH		DEFINED	2
			5677	63568	SH		DEFINED	5
			5942	66537	SH		DEFINED	10
			9229	103350	SH		DEFINED	19
			17681	198000	SH		DEFINED	85
			877332	9824545				
PROGRESS ENERGY INC	COM	743263105	684	13150	SH		DEFINED	1
			16	300	SH		DEFINED	2
			787	15133	SH		DEFINED	19
			907	17437	SH		DEFINED	85
			2394	46020				
PROGRESS SOFTWARE CORP	COM	743312100	2214	150000	SH		DEFINED	85
						2214	150000	
PROGRESSIVE CORP OHIO	COM	743315103	484	8370	SH		DEFINED	1
			3	45	SH		DEFINED	19
			1024	17700	SH		DEFINED	85
			1511	26115				
PROQUEST COMPANY	COM	74346P102	1775	50000	SH		DEFINED	85
						1775	50000	
PROTEIN DESIGN LABS INC	COM	74369L103	543	50000	SH		DEFINED	85
						543	50000	
PROVIDENT FINL GROUP INC	COM	743866105	2090	72052	SH		DEFINED	1
			42	1453	SH		DEFINED	19
						2132	73505	
PROVINCE HEALTHCARE CO	COM	743977100	47	2100	SH		DEFINED	2
			6149	275000	SH		DEFINED	85
						6196	277100	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
PROVIDIAN FINL CORP	COM	74406A102	33	5550	SH		DEFINED	1
			184	31236	SH		DEFINED	15
			139	23600	SH		DEFINED	19
			132	22500	SH		DEFINED	85
			487	82886				
PRUDENTIAL FINL INC	COM	744320102	167	5006	SH		DEFINED	1
			96	2878	SH		DEFINED	15
			1035	31039	SH		DEFINED	2
			35	1053	SH		DEFINED	10
			135	4046	SH		DEFINED	19
1469	44022							
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	74	1710	SH		DEFINED	1
			56	1283	SH		DEFINED	15
			366	8453	SH		DEFINED	19
			1273	29400	SH		DEFINED	85
			1769	40846				
PUBLIC STORAGE INC	COM A DP1/1000	74460D729	419	15000	SH		DEFINED	85
			419	15000				
PULTE HOMES INC	COM	745867101	29	500	SH		DEFINED	10
			276	4800	SH		DEFINED	85
			305	5300				
PURCHASEPRO COM	COM NEW	746144302	24	49717	SH		DEFINED	2
			0	16	SH		DEFINED	5
			0	300	SH		DEFINED	19
			24	50033				
PUTNAM PREMIER INCOME TR	SH BEN INT	746853100	43	6859	SH		DEFINED	1
			3	400	SH		DEFINED	15
			19	3000	SH		DEFINED	10
			45	7140	SH		DEFINED	19
			533	85000	SH		DEFINED	85
			642	102399				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
PUTNAM MASTER INTER INCOME T	SH BEN INT	746909100	9	1481	SH		DEFINED	1
			1	200	SH		DEFINED	19
			438	70000	SH		DEFINED	85
			449	71681				
QLT INC	COM	746927102	3	250	SH		DEFINED	15
			1669	125000	SH		DEFINED	85
			1672	125250				
QLOGIC CORP	COM	747277101	7900	207352	SH		DEFINED	1
			57	1500	SH		DEFINED	15
			271	7100	SH		DEFINED	2
			23	600	SH		DEFINED	5
			213	5600	SH		DEFINED	10
			349	9149	SH		DEFINED	19
			7864	206400	SH		DEFINED	85
16676	437701							
QUALCOMM INC	COM	747525103	1779	64700	SH		DEFINED	1
			11	415	SH		DEFINED	15
			318	11554	SH		DEFINED	2
			281	10239	SH		DEFINED	5
			5	200	SH		DEFINED	10
			899	32714	SH		DEFINED	19
			3992	145200	SH		DEFINED	85
7285	265022							
QUESTAR CORP	COM	748356102	7593	307426	SH		DEFINED	1
			701	28400	SH		DEFINED	15
			1395	56457	SH		DEFINED	2
			92	3725	SH		DEFINED	5
			174	7045	SH		DEFINED	19
			1877	76000	SH		DEFINED	85
11833	479053							
QUIKSILVER INC	COM	74838C106	1240	50000	SH		DEFINED	85
			1240	50000				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
QWEST COMMUNICATIONS INTL IN	COM	749121109	136	48494	SH		DEFINED	1
			18	6555	SH		DEFINED	15
			5	1776	SH		DEFINED	2
			1	438	SH		DEFINED	5
			136	48708	SH		DEFINED	19
			280	100000	SH		DEFINED	85
			577	205971				
RLI CORP	COM	749607107	1275	25000	SH		DEFINED	85
			1275	25000				
RPM INC OHIO	COM	749685103	691	45301	SH		DEFINED	1
			16	1025	SH		DEFINED	15
			223	14610	SH		DEFINED	2
			6	420	SH		DEFINED	10
			51	3335	SH		DEFINED	19
			987	64691				
RADIOSHACK CORP	COM	750438103	860	28601	SH		DEFINED	1
			111	3700	SH		DEFINED	15
			1620	53900	SH		DEFINED	5
			603	20065	SH		DEFINED	19
			952	31656	SH		DEFINED	85
			4146	137922				
RADISYS CORP	COM	750459109	582	50000	SH		DEFINED	85
			582	50000				
RAINBOW TECHNOLOGIES INC	COM	750862104	492	100000	SH		DEFINED	85
			492	100000				
RATIONAL SOFTWARE CORP	COM NEW	75409P202	126	15400	SH		DEFINED	85
			126	15400				
RAWLINGS SPORTING GOODS INC	COM	754459105	40	7527	SH		DEFINED	1
			631	118900	SH		DEFINED	85
			671	126427				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
RAYOVAC CORP	COM	755081106	927	50000	SH		DEFINED	85
			927	50000				
RAYTHEON CO	COM NEW	755111507	408	10003	SH		DEFINED	1
			132	3247	SH		DEFINED	15
			212	5200	SH		DEFINED	2
			2	47	SH		DEFINED	5
			1662	40786	SH		DEFINED	19
			2331	57200	SH		DEFINED	85
			4747	116483				
REGIONS FINL CORP	COM	758940100	4140	117775	SH		DEFINED	1
			562	16000	SH		DEFINED	15
			28	800	SH		DEFINED	10
			32	900	SH		DEFINED	19
			640	18200	SH		DEFINED	85
			5402	153675				
REGISTER COM INC	COM	75914G101	724	95000	SH		DEFINED	85
			724	95000				
REHABCARE GROUP INC	COM	759148109	45	1875	SH		DEFINED	2
			12	500	SH		DEFINED	10
			1802	75000	SH		DEFINED	85
			1859	77375				
RELIANT ENERGY INC	COM	75952J108	222	13115	SH		DEFINED	1
			18	1050	SH		DEFINED	15
			308	18224	SH		DEFINED	19
			859	50844	SH		DEFINED	85
			1407	83233				
RENAISSANCE LEARNING INC	COM	75968L105	1011	50000	SH		DEFINED	85
			1011	50000				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
REPUBLIC BANCORP INC	COM	760282103	32	2150	SH		DEFINED	2



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			449	30024	SH	DEFINED	19
			2988	200000	SH	DEFINED	85
			-----	-----			
			3469	232174			
RESPIRONICS INC	COM	761230101	4256	125000	SH	DEFINED	85
			-----	-----			
			4256	125000			
RETEK INC	COM	761280109	1823	75000	SH	DEFINED	85
			-----	-----			
			1823	75000			
REYNOLDS & REYNOLDS CO	CL A	761695105	3873	138552	SH	DEFINED	1
			39	1400	SH	DEFINED	19
			-----	-----			
			3912	139952			
RITE AID CORP	COM	767754104	7	2800	SH	DEFINED	1
			54	23033	SH	DEFINED	19
			-----	-----			
			61	25833			
ROBBINS & MYERS INC	NOTE 6.500% 9	770196AA1	1010	10000	SH	DEFINED	15
			-----	-----			
			1010	10000			
ROBERT HALF INTL INC	COM	770323103	0	12	SH	DEFINED	1
			326	14000	SH	DEFINED	85
			-----	-----			
			326	14012			
ROCKWELL AUTOMATION INC	COM	773903109	340	16994	SH	DEFINED	1
			62	3128	SH	DEFINED	5
			827	41367	SH	DEFINED	19
			292	14600	SH	DEFINED	85
			-----	-----			
			1520	76089			
ROCKWELL COLLINS INC	COM	774341101	466	16994	SH	DEFINED	1
			86	3128	SH	DEFINED	5
			1077	39273	SH	DEFINED	19
			403	14700	SH	DEFINED	85
			-----	-----			
			2032	74095			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
ROCKY SHOES & BOOTS INC	COM	774830103	712	113800	SH		DEFINED	85
			-----	-----				

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			712	113800			
ROHM & HAAS CO	COM	775371107	375	9253 SH	DEFINED	1	
			13	331 SH	DEFINED	2	
			65	1598 SH	DEFINED	19	
			712	17577 SH	DEFINED	85	
			-----	-----			
			1164	28759			
ROPER INDS INC NEW	COM	776696106	4663	125000 SH	DEFINED	85	
			-----	-----			
			4663	125000			
ROSLYN BANCORP INC	COM	778162107	4912	225000 SH	DEFINED	85	
			-----	-----			
			4912	225000			
ROYAL DUTCH PETE CO	NY REG GLD1.25	780257804	16525	298986 SH	DEFINED	1	
			1354	24495 SH	DEFINED	15	
			405	7325 SH	DEFINED	2	
			11	200 SH	DEFINED	5	
			196	3552 SH	DEFINED	10	
			5576	100887 SH	DEFINED	19	
			18184	329000 SH	DEFINED	85	
			-----	-----			
			42251	764445			
RUBY TUESDAY INC	COM	781182100	365	18812 SH	DEFINED	1	
			2910	150000 SH	DEFINED	85	
			-----	-----			
			3275	168812			
RUDDICK CORP	COM	781258108	1272	75000 SH	DEFINED	85	
			-----	-----			
			1272	75000			
RURBAN FINL CORP	COM	78176P108	96	7350 SH	DEFINED	1	
			140	10748 SH	DEFINED	15	
			-----	-----			
			236	18098			
RYLAND GROUP INC	COM	783764103	2985	60000 SH	DEFINED	85	
			-----	-----			
			2985	60000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
SBC COMMUNICATIONS INC	COM	78387G103	39868	1307158 SH	DEFINED	1	
			7210	236386 SH	DEFINED	15	
			779	25536 SH	DEFINED	2	

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			312	10229	SH	DEFINED	5
			412	13507	SH	DEFINED	10
			17247	565464	SH	DEFINED	19
			18091	593146	SH	DEFINED	85
			-----	-----			
			83919	2751426			
SLM CORP	COM	78442P106	901	9298	SH	DEFINED	1
			26	270	SH	DEFINED	15
			72	745	SH	DEFINED	19
			1715	17700	SH	DEFINED	85
			-----	-----			
			2714	28013			
SPDR TR	UNIT SER 1	78462F103	1885	19046	SH	DEFINED	1
			8	85	SH	DEFINED	2
			2037	20581	SH	DEFINED	19
			-----	-----			
			3930	39712			
SPX CORP	COM	784635104	12	106	SH	DEFINED	1
			2	17	SH	DEFINED	5
			308	2621	SH	DEFINED	19
			-----	-----			
			322	2744			
SABRE HLDGS CORP	CL A	785905100	45	1263	SH	DEFINED	1
			6	161	SH	DEFINED	15
			407	11365	SH	DEFINED	85
			-----	-----			
			458	12789			
SAFECO CORP	COM	786429100	22	700	SH	DEFINED	15
			42	1364	SH	DEFINED	19
			315	10200	SH	DEFINED	85
			-----	-----			
			379	12264			
SAFEGUARD SCIENTIFICS INC	COM	786449108	1340	670000	SH	DEFINED	85
			-----	-----			
			1340	670000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
SAFEWAY INC	COM NEW	786514208	15	518	SH		DEFINED	1
			1	36	SH		DEFINED	5
			492	16854	SH		DEFINED	19
			2314	79275	SH		DEFINED	85
			-----	-----				
			2822	96683				

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ST JUDE MED INC	COM	790849103	22	300 SH	DEFINED 1
			3	35 SH	DEFINED 19
			517	7000 SH	DEFINED 85
			-----	-----	
			542	7335	
ST PAUL COS INC	COM	792860108	163	4182 SH	DEFINED 1
			25	635 SH	DEFINED 19
			1227	31534 SH	DEFINED 85
			-----	-----	
			1415	36351	
SAKS INC	COM	79377W108	1284	100000 SH	DEFINED 85
			-----	-----	
			1284	100000	
SANDISK CORP	COM	80004C101	868	70000 SH	DEFINED 85
			-----	-----	
			868	70000	
SANMINA SCI CORP	COM	800907107	4	708 SH	DEFINED 1
			1	102 SH	DEFINED 5
			50	7905 SH	DEFINED 19
			371	58760 SH	DEFINED 85
			-----	-----	
			426	67475	
SARA LEE CORP	COM	803111103	11758	569667 SH	DEFINED 1
			29	1400 SH	DEFINED 15
			277	13400 SH	DEFINED 2
			41	2000 SH	DEFINED 5
			130	6300 SH	DEFINED 10
			5087	246453 SH	DEFINED 19
			2115	102492 SH	DEFINED 85
			-----	-----	
			19437	941712	

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
SATYAM INFOWAY LTD	SPONSORED ADR	804099109	22	42000	SH		DEFINED 1	
			-----	-----				
			22	42000				
SAUCONY INC	CL A	804120103	294	41200	SH		DEFINED 85	
			-----	-----				
			294	41200				
SCHERING PLOUGH CORP	COM	806605101	16806	683189	SH		DEFINED 1	
			114	4630	SH		DEFINED 15	

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			661	26885	SH	DEFINED	2
			226	9200	SH	DEFINED	5
			877	35660	SH	DEFINED	10
			2421	98419	SH	DEFINED	19
			5579	226800	SH	DEFINED	85
			-----	-----			
			26686	1084783			
SCHLUMBERGER LTD	COM	806857108	29707	638861	SH	DEFINED	1
			524	11265	SH	DEFINED	15
			1486	31948	SH	DEFINED	2
			196	4225	SH	DEFINED	5
			231	4970	SH	DEFINED	10
			3825	82268	SH	DEFINED	19
			19158	412000	SH	DEFINED	85
			-----	-----			
			55128	1185537			
SCHULMAN A INC	COM	808194104	1180	55000	SH	DEFINED	19
			-----	-----			
			1180	55000			
SCHWAB CHARLES CORP NEW	COM	808513105	11465	1023681	SH	DEFINED	1
			102	9105	SH	DEFINED	15
			183	16295	SH	DEFINED	2
			67	6015	SH	DEFINED	5
			183	16325	SH	DEFINED	10
			241	21556	SH	DEFINED	19
			10408	929275	SH	DEFINED	85
			-----	-----			
			22649	2022252			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT DSCRETN	O MA
SCIENTIFIC ATLANTA INC	COM	808655104	21	1275	SH	DEFINED	1
			197	12000	SH	DEFINED	19
			1849	112400	SH	DEFINED	85
			-----	-----			
			2067	125675			
SCOTTS CO	CL A	810186106	3405	75000	SH	DEFINED	85
			-----	-----			
			3405	75000			
SCRIPPS E W CO OHIO	CL A	811054204	2033	26400	SH	DEFINED	1
			-----	-----			
			2033	26400			
SCUDDER INTER GOVT TR	SH BEN INT	811163104	591	85000	SH	DEFINED	85
			-----	-----			

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			591	85000		
SCUDDER MUN INCOME TR	COM SH BEN INT	81118R604	105	9333 SH	DEFINED	1
			222	19747 SH	DEFINED	19
			-----	-----		
			326	29080		
SEA CONTAINERS LTD	CL A	811371707	12	800 SH	DEFINED	19
			1901	132000 SH	DEFINED	85
			-----	-----		
			1912	132800		
SEACOR SMIT INC	COM	811904101	3551	75000 SH	DEFINED	85
			-----	-----		
			3551	75000		
SEALED AIR CORP NEW	COM	81211K100	3	70 SH	DEFINED	19
			270	6716 SH	DEFINED	85
			-----	-----		
			273	6786		
SEARS ROEBUCK & CO	COM	812387108	763	14057 SH	DEFINED	1
			244	4494 SH	DEFINED	15
			15	272 SH	DEFINED	5
			13086	240996 SH	DEFINED	19
			2708	49875 SH	DEFINED	85
			-----	-----		
			16816	309694		

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
SECTOR SPDR TR	SBI INT-TECH	81369Y803	17	1050 SH	DEFINED	1	
			27	1728 SH	DEFINED	19	
			2373	150000 SH	DEFINED	85	
			-----	-----			
			2417	152778			
SEMPRA ENERGY	COM	816851109	75	3390 SH	DEFINED	1	
			12	520 SH	DEFINED	15	
			56	2553 SH	DEFINED	19	
			363	16425 SH	DEFINED	85	
			-----	-----			
			507	22888			
SENSIENT TECHNOLOGIES CORP	COM	81725T100	341	14972 SH	DEFINED	1	
			170	7472 SH	DEFINED	19	
			-----	-----			
			511	22444			
SERVICEMASTER CO	COM	81760N109	647	47125 SH	DEFINED	1	

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			6	450	SH	DEFINED	15
			151	11015	SH	DEFINED	19
			-----	-----			
			804	58590			
SHAW GROUP INC	COM	820280105	45	1450	SH	DEFINED	2
			2303	75000	SH	DEFINED	85
			-----	-----			
			2347	76450			
SHELL TRANS & TRADING PLC	ADR NY SHS NEW	822703609	111	2460	SH	DEFINED	1
			27	600	SH	DEFINED	15
			111	2465	SH	DEFINED	19
			-----	-----			
			249	5525			
SHERWIN WILLIAMS CO	COM	824348106	1019	34030	SH	DEFINED	1
			30	1000	SH	DEFINED	2
			48	1616	SH	DEFINED	19
			368	12300	SH	DEFINED	85
			-----	-----			
			1465	48946			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
SIEBEL SYS INC	COM	826170102	10523	740000	SH		DEFINED	1
			131	9210	SH		DEFINED	15
			106	7450	SH		DEFINED	2
			54	3795	SH		DEFINED	5
			90	6350	SH		DEFINED	10
			614	43165	SH		DEFINED	19
			7218	507600	SH		DEFINED	85
			-----	-----				
			18736	1317570				
SIGMA ALDRICH CORP	COM	826552101	176	3500	SH		DEFINED	1
			55	1100	SH		DEFINED	2
			13	250	SH		DEFINED	10
			261	5195	SH		DEFINED	19
			787	15700	SH		DEFINED	85
			-----	-----				
			1291	25745				
SILICON VY BANCSHARES	COM	827064106	4613	175000	SH		DEFINED	85
			-----	-----				
			4613	175000				
SIMON PPTY GROUP INC NEW	COM	828806109	86	2340	SH		DEFINED	1
			23	635	SH		DEFINED	15
			168	4558	SH		DEFINED	19

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		-----		-----			
		278	7533				
SIMON PPTY GROUP INC NEW	PFD CV B 6.50%	828806406	1344	14000	SH	DEFINED	85
		-----	-----				
		1344	14000				
SINGAPORE FD INC	COM	82929L109	296	54800	SH	DEFINED	85
		-----	-----				
		296	54800				
SKY FINL GROUP INC	COM	83080P103	1034	48894	SH	DEFINED	1
		-----	-----				
		4	209	SH	DEFINED	19	
		-----	-----				
		1039	49103				

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
		-----		-----		-----		-----
SMUCKER J M CO	COM NEW	832696405	6140	179891	SH	DEFINED	1	
		-----	-----					
		34	1008	SH	DEFINED	15		
		33	962	SH	DEFINED	2		
		45	1332	SH	DEFINED	5		
		45	1330	SH	DEFINED	10		
		69	2013	SH	DEFINED	19		
		64	1888	SH	DEFINED	85		
		-----	-----					
		6431	188424					
SNAP ON INC	COM	833034101	710	23900	SH	DEFINED	1	
		-----	-----					
		55	1855	SH	DEFINED	15		
		48	1630	SH	DEFINED	2		
		39	1310	SH	DEFINED	5		
		28	940	SH	DEFINED	10		
		144	4849	SH	DEFINED	19		
		1177	39650	SH	DEFINED	85		
		-----	-----					
		2201	74134					
SOLETRON CORP	COM	834182107	26	4205	SH	DEFINED	1	
		-----	-----					
		4	575	SH	DEFINED	15		
		0	70	SH	DEFINED	5		
		361	58766	SH	DEFINED	19		
		625	101650	SH	DEFINED	85		
		-----	-----					
		1016	165266					
SOLUTIA INC	COM	834376105	44	6228	SH	DEFINED	1	
		-----	-----					
		31	4368	SH	DEFINED	19		
		-----	-----					
		74	10596					



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SONICWALL INC	COM	835470105	407	81000	SH	DEFINED	85
			407	81000			
SONOCO PRODS CO	COM	835495102	540	19060	SH	DEFINED	1
			4	125	SH	DEFINED	19
			543	19185			
SOURCECORP	COM	836167106	50	1900	SH	DEFINED	2
			1988	75000	SH	DEFINED	85
			2038	76900			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
SOUTH FINL GROUP INC	COM	837841105	1413	63073	SH	DEFINED	1
			1413	63073			
SOUTHERN CO	COM	842587107	959	34993	SH	DEFINED	1
			637	23262	SH	DEFINED	15
			18	646	SH	DEFINED	2
			0	3	SH	DEFINED	5
			1879	68569	SH	DEFINED	19
			2863	104500	SH	DEFINED	85
			6356	231973			
SOUTHTRUST CORP	COM	844730101	52934	2026567	SH	DEFINED	1
			1788	68450	SH	DEFINED	15
			672	25717	SH	DEFINED	2
			72	2740	SH	DEFINED	5
			1009	38640	SH	DEFINED	10
			466	17830	SH	DEFINED	19
			22560	863700	SH	DEFINED	85
			79500	3043644			
SOUTHWEST AIRLS CO	COM	844741108	55	3375	SH	DEFINED	1
			144	8900	SH	DEFINED	2
			4	230	SH	DEFINED	5
			532	32890	SH	DEFINED	19
			1669	103305	SH	DEFINED	85
			2403	148700			
SOUTHWEST BANCORPORATION TEX	COM	84476R109	51	1400	SH	DEFINED	2
			2717	75000	SH	DEFINED	85

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			-----	-----		
			2767	76400		
SOUTHWESTERN ENERGY CO	COM	845467109	258	17000	SH	DEFINED 85
			-----	-----		
			258	17000		
SPACELABS MED INC	COM	846247104	710	50000	SH	DEFINED 85
			-----	-----		
			710	50000		

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
SPARTAN STORES INC	COM	846822104	6	1998	SH		DEFINED 1	
			264	86144	SH		DEFINED 19	
			-----	-----				
			271	88142				
SPARTECH CORP	COM NEW	847220209	1362	50000	SH		DEFINED 85	
			-----	-----				
			1362	50000				
SPINNAKER EXPL CO	COM	84855W109	904	25100	SH		DEFINED 85	
			-----	-----				
			904	25100				
SPRINT CORP	COM FON GROUP	852061100	2504	236038	SH		DEFINED 1	
			8	790	SH		DEFINED 15	
			77	7236	SH		DEFINED 2	
			3	325	SH		DEFINED 10	
			464	43708	SH		DEFINED 19	
			1272	119900	SH		DEFINED 85	
			-----	-----				
			4329	407997				
SPRINT CORP	PCS COM SER 1	852061506	318	71102	SH		DEFINED 1	
			0	10	SH		DEFINED 15	
			155	34725	SH		DEFINED 19	
			648	144900	SH		DEFINED 85	
			-----	-----				
			1121	250737				
STANCORP FINL GROUP INC	COM	852891100	5550	100000	SH		DEFINED 85	
			-----	-----				
			5550	100000				
STANDARD REGISTER CO	COM	853887107	176667	5167224	SH		DEFINED 1	
			9	264	SH		DEFINED 19	
			-----	-----				
			176676	5167488				

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STANLEY WKS	COM	854616109	25	616 SH	DEFINED 19
			279	6800 SH	DEFINED 85
			-----	-----	
			304	7416	

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
-----							
STAPLES INC	COM	855030102	29	1451 SH		DEFINED 1	
			21	1050 SH		DEFINED 15	
			6	300 SH		DEFINED 2	
			321	16275 SH		DEFINED 19	
			1476	74900 SH		DEFINED 85	
			-----	-----			
			1851	93976			
STARBUCKS CORP	COM	855244109	40	1600 SH		DEFINED 1	
			49	1991 SH		DEFINED 15	
			953	38340 SH		DEFINED 19	
			1036	41700 SH		DEFINED 85	
			-----	-----			
			2078	83631			
STARWOOD HOTELS&RESORTS WRLD	PAIRED CTF	85590A203	47	1429 SH		DEFINED 1	
			18	562 SH		DEFINED 19	
			1095	33300 SH		DEFINED 85	
			-----	-----			
			1161	35291			
STATE STR CORP	COM	857477103	3754	83987 SH		DEFINED 1	
			102	2280 SH		DEFINED 15	
			130	2912 SH		DEFINED 2	
			58	1300 SH		DEFINED 5	
			1461	32693 SH		DEFINED 19	
			2454	54900 SH		DEFINED 85	
			-----	-----			
			7960	178072			
STATEN IS BANCORP INC	COM	857550107	4800	250000 SH		DEFINED 85	
			-----	-----			
			4800	250000			
STEELCASE INC	CL A	858155203	5902	441118 SH		DEFINED 19	
			-----	-----			
			5902	441118			
STEINWAY MUSICAL INSTRS INC	COM ORD	858495104	1027	48000 SH		DEFINED 85	
			-----	-----			
			1027	48000			

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STERLING BANCSHARES INC COM 858907108 1979 134000 SH DEFINED 85  
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 1979 134000

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
STERIS CORP	COM	859152100	25	1300	SH		DEFINED	1
			11	600	SH		DEFINED	15
			29	1500	SH		DEFINED	2
			38	2000	SH		DEFINED	19
			2389	125000	SH		DEFINED	85
			-----	-----	-----	-----	-----	-----
2492	130400							
STEWART & STEVENSON SVCS INC	COM	860342104	563	31734	SH		DEFINED	1
			1850	104300	SH		DEFINED	85
			-----	-----	-----	-----	-----	-----
2413	136034							
STILWELL FINL INC	COM	860831106	4227	232262	SH		DEFINED	1
			13	700	SH		DEFINED	15
			24	1300	SH		DEFINED	5
			145	7960	SH		DEFINED	19
			8010	440100	SH		DEFINED	85
			-----	-----	-----	-----	-----	-----
12418	682322							
STONE ENERGY CORP	COM	861642106	3019	75000	SH		DEFINED	85
			-----	-----	-----	-----	-----	-----
3019	75000							
STORA ENSO CORP	SPON ADR REP R	86210M106	234	17652	SH		DEFINED	19
			-----	-----	-----	-----	-----	-----
234	17652							
STRATEGIC DISTR INC	COM NEW	862701307	1736	123100	SH		DEFINED	85
			-----	-----	-----	-----	-----	-----
1736	123100							
STRYKER CORP	COM	863667101	114	2124	SH		DEFINED	1
			111	2075	SH		DEFINED	15
			119	2220	SH		DEFINED	5
			7093	132547	SH		DEFINED	19
			1167	21800	SH		DEFINED	85
			-----	-----	-----	-----	-----	-----
8603	160766							
SUN LIFE FINL SVCS CDA INC	COM	866796105	713	32607	SH		DEFINED	1
			124	5679	SH		DEFINED	15
			159	7252	SH		DEFINED	19

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
SUN MICROSYSTEMS INC	COM	866810104	5527	1103259	SH		DEFINED	1
			74	14834	SH		DEFINED	15
			351	70124	SH		DEFINED	2
			10	2077	SH		DEFINED	5
			349	69575	SH		DEFINED	10
			1739	347130	SH		DEFINED	19
			3237	646150	SH		DEFINED	85
			11288	2253149				
SUNGARD DATA SYS INC	COM	867363103	5138	194046	SH		DEFINED	1
			346	13055	SH		DEFINED	15
			58	2200	SH		DEFINED	2
			95	3600	SH		DEFINED	10
			878	33160	SH		DEFINED	19
			5855	221100	SH		DEFINED	85
			12370	467161				
SUNOCO INC	COM	86764P109	74	2089	SH		DEFINED	15
			185	5187	SH		DEFINED	19
			858	24074	SH		DEFINED	85
			1117	31350				
SUNTRUST BKS INC	COM	867914103	1655	24432	SH		DEFINED	1
			68	1000	SH		DEFINED	15
			68	1000	SH		DEFINED	2
			450	6643	SH		DEFINED	19
			1564	23100	SH		DEFINED	85
			3804	56175				
SUPERIOR INDS INTL INC	COM	868168105	249	5384	SH		DEFINED	15
			249	5384				
SUPERVALU INC	COM	868536103	960	39148	SH		DEFINED	1
			66	2705	SH		DEFINED	15
			237	9675	SH		DEFINED	2
			36	1455	SH		DEFINED	5
			31	1265	SH		DEFINED	10
			474	19330	SH		DEFINED	19
			1025	41800	SH		DEFINED	85

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
SURMODICS INC	COM	868873100	1388	53400	SH		DEFINED	1
			79	3040	SH		DEFINED	19
			3769	145000	SH		DEFINED	85
			-----	-----				
			5235	201440				
SWIFT ENERGY CO	COM	870738101	1184	75000	SH		DEFINED	85
			-----	-----				
			1184	75000				
SYBASE INC	COM	871130100	74	7000	SH		DEFINED	1
			2	166	SH		DEFINED	19
			1583	150000	SH		DEFINED	85
			-----	-----				
			1658	157166				
SYMBOL TECHNOLOGIES INC	COM	871508107	42	4975	SH		DEFINED	1
			2	200	SH		DEFINED	19
			155	18250	SH		DEFINED	85
			-----	-----				
			199	23425				
SYMMETRICOM INC	COM	871543104	595	163000	SH		DEFINED	85
			-----	-----				
			595	163000				
SYMYX TECHNOLOGIES	COM	87155S108	37	2650	SH		DEFINED	2
			14	1000	SH		DEFINED	19
			1740	125000	SH		DEFINED	85
			-----	-----				
			1791	128650				
SYNAGRO TECHNOLOGIES INC	COM NEW	871562203	1150	359301	SH		DEFINED	19
			-----	-----				
			1150	359301				
SYNCOR INTL CORP DEL	COM	87157J106	47	1500	SH		DEFINED	2
			2363	75000	SH		DEFINED	85
			-----	-----				
			2410	76500				
SYNOVUS FINL CORP	COM	87161C105	29215	1061596	SH		DEFINED	1
			641	23300	SH		DEFINED	85
			-----	-----				
			29856	1084896				

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 NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
SYSCO CORP	COM	871829107	57792	2123146	SH		DEFINED	1
			2865	105250	SH		DEFINED	15
			3004	110370	SH		DEFINED	2
			2393	87905	SH		DEFINED	5
			169	6205	SH		DEFINED	10
			6375	234194	SH		DEFINED	19
			19751	725600	SH		DEFINED	85
			-----	-----				
			92349	3392670				
TCF FINL CORP	COM	872275102	443	9019	SH		DEFINED	1
			6	115	SH		DEFINED	10
			378	7690	SH		DEFINED	19
			-----	-----				
			826	16824				
TECO ENERGY INC	COM	872375100	471	19025	SH		DEFINED	1
			94	3800	SH		DEFINED	15
			50	2000	SH		DEFINED	10
			164	6637	SH		DEFINED	19
			1883	76100	SH		DEFINED	85
			-----	-----				
			2662	107562				
TEPPCO PARTNERS L P	UT LTD PARTNER	872384102	22	700	SH		DEFINED	10
			250	7800	SH		DEFINED	19
						-----	-----	
			272	8500				
TJX COS INC NEW	COM	872540109	81	4142	SH		DEFINED	1
			10	500	SH		DEFINED	10
			13	660	SH		DEFINED	19
			855	43600	SH		DEFINED	85
			-----	-----				
			959	48902				
TRW INC	COM	872649108	89	1556	SH		DEFINED	1
			490	8599	SH		DEFINED	19
			937	16450	SH		DEFINED	85
						-----	-----	
			1516	26605				

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 NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
TXU CORP	COM	873168108	230	4457	SH		DEFINED	1
			226	4387	SH		DEFINED	15
			5	100	SH		DEFINED	5
			15	300	SH		DEFINED	10
			710	13769	SH		DEFINED	19
			2225	43170	SH		DEFINED	85
			3412	66183				
TAKE-TWO INTERACTIVE SOFTWARE	COM	874054109	2574	125000	SH		DEFINED	85
			2574	125000				
TALBOTS INC	COM	874161102	3	77	SH		DEFINED	19
			1750	50000	SH		DEFINED	85
			1753	50077				
TARGET CORP	COM	87612E106	70107	1840068	SH		DEFINED	1
			5531	145170	SH		DEFINED	15
			2903	76191	SH		DEFINED	2
			621	16288	SH		DEFINED	5
			593	15560	SH		DEFINED	10
			5063	132892	SH		DEFINED	19
			48612	1275900	SH		DEFINED	85
133429	3502069							
TECHNITROL INC	COM	878555101	2913	125000	SH		DEFINED	85
			2913	125000				
TEKTRONIX INC	COM	879131100	61	3275	SH		DEFINED	19
			2163	115600	SH		DEFINED	85
			2224	118875				
TELEFLEX INC	COM	879369106	4536	79375	SH		DEFINED	1
			852	14900	SH		DEFINED	15
			160	2800	SH		DEFINED	5
			2857	49996	SH		DEFINED	19
			29	500	SH		DEFINED	85
			8434	147571				



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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
TELEFONICA S A	SPONSORED ADR	879382208	69	2792	SH		DEFINED 1	
			155	6249	SH		DEFINED 19	
			-----	-----				
			225	9041				
TELLABS INC	COM	879664100	899	144946	SH		DEFINED 1	
			5	825	SH		DEFINED 15	
			3	500	SH		DEFINED 2	
			52	8400	SH		DEFINED 5	
			93	15044	SH		DEFINED 19	
			203	32800	SH		DEFINED 85	
-----	-----							
			1256	202515				
TEMPLE INLAND INC	COM	879868107	208	3600	SH		DEFINED 1	
			8	142	SH		DEFINED 15	
			41	700	SH		DEFINED 5	
			226	3900	SH		DEFINED 85	
			-----	-----				
			483	8342				
TENET HEALTHCARE CORP	COM	88033G100	127	1781	SH		DEFINED 1	
			161	2250	SH		DEFINED 15	
			2	23	SH		DEFINED 5	
			21	300	SH		DEFINED 10	
			360	5033	SH		DEFINED 19	
			3220	45000	SH		DEFINED 85	
-----	-----							
			3891	54387				
TERADYNE INC	COM	880770102	34	1450	SH		DEFINED 1	
			90	3810	SH		DEFINED 19	
			338	14400	SH		DEFINED 85	
			-----	-----				
			462	19660				
TETRA TECH INC NEW	COM	88162G103	44	3000	SH		DEFINED 2	
			2284	155400	SH		DEFINED 85	
			-----	-----				
			2328	158400				
TEXAS INDS INC	COM	882491103	1260	40000	SH		DEFINED 85	
			-----	-----				
			1260	40000				

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
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TEXAS INSTRS INC	COM	882508104	52761	2226201	SH	DEFINED	1
			2277	96065	SH	DEFINED	15
			2692	113607	SH	DEFINED	2
			925	39025	SH	DEFINED	5
			559	23600	SH	DEFINED	10
			3335	140716	SH	DEFINED	19
			42672	1800525	SH	DEFINED	85
			-----	-----			
			105222	4439739			
TEXAS REGL BANCSHARES INC	CL A VTG	882673106	49	1000	SH	DEFINED	2
			3650	75000	SH	DEFINED	85
				-----	-----		
			3698	76000			
TEXTRON INC	COM	883203101	1486	31679	SH	DEFINED	1
			29	610	SH	DEFINED	15
			123	2625	SH	DEFINED	2
			87	1860	SH	DEFINED	10
			289	6165	SH	DEFINED	19
			1107	23600	SH	DEFINED	85
				-----	-----		
			3121	66539			
THERMA-WAVE INC	COM	88343A108	854	75000	SH	DEFINED	85
				-----	-----		
			854	75000			
THERMO ELECTRON CORP	COM	883556102	10	600	SH	DEFINED	1
			13	783	SH	DEFINED	19
			233	14100	SH	DEFINED	85
				-----	-----		
			255	15483			
THIRD WAVE TECHNOLOGIES INC	COM	88428W108	322	143570	SH	DEFINED	1
			19	8630	SH	DEFINED	19
			829	370000	SH	DEFINED	85
				-----	-----		
			1170	522200			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
THOMAS & BETTS CORP	COM	884315102	311	16720	SH		DEFINED	1
			26	1400	SH		DEFINED	15
			306	16455	SH		DEFINED	2
			9	475	SH		DEFINED	10
			334	17975	SH		DEFINED	19
			84	4500	SH		DEFINED	85

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			-----	-----		
			1070	57525		
3COM CORP	COM	885535104	2	400 SH	DEFINED	1
			45	10325 SH	DEFINED	19
			1439	327000 SH	DEFINED	85
			-----	-----		
			1486	337725		
3M CO	COM	88579Y101	27187	221030 SH	DEFINED	1
			4538	36891 SH	DEFINED	15
			160	1300 SH	DEFINED	2
			9	70 SH	DEFINED	5
			98	800 SH	DEFINED	10
			4508	36654 SH	DEFINED	19
			7085	57600 SH	DEFINED	85
			-----	-----		
			43584	354345		
TIFFANY & CO NEW	COM	886547108	6	184 SH	DEFINED	1
			4	102 SH	DEFINED	19
			408	11600 SH	DEFINED	85
			-----	-----		
			418	11886		
TIMBERLAND CO	CL A	887100105	2687	75000 SH	DEFINED	85
			-----	-----		
			2687	75000		
TIPPERARY CORP	COM PAR \$0.02	888002300	31	18050 SH	DEFINED	19
			-----	-----		
			31	18050		
TITAN CORP	COM	888266103	47	2550 SH	DEFINED	2
			4573	250000 SH	DEFINED	85
			-----	-----		
			4619	252550		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
TOLL BROTHERS INC	COM	889478103	4395	150000	SH		DEFINED	85
			-----	-----				
			4395	150000				
TORCHMARK CORP	COM	891027104	115	3000	SH		DEFINED	19
			378	9900	SH		DEFINED	85
			-----	-----				
			493	12900				
TORO CO	COM	891092108	43	750	SH		DEFINED	19

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			4263	75000	SH	DEFINED	85
			-----	-----			
			4306	75750			
TOUCH AMERICA HLDGS INC	COM	891539108	0	144	SH	DEFINED	1
			6	2000	SH	DEFINED	19
			1882	684500	SH	DEFINED	85
			-----	-----			
			1888	686644			
TOWER AUTOMOTIVE INC	COM	891707101	1799	128939	SH	DEFINED	19
			-----	-----			
			1799	128939			
TOYS R US INC	COM	892335100	311	17805	SH	DEFINED	1
			19	1115	SH	DEFINED	15
			238	13630	SH	DEFINED	2
			7	390	SH	DEFINED	10
			234	13366	SH	DEFINED	19
			275	15750	SH	DEFINED	85
			-----	-----			
			1084	62056			
TRANSKARYOTIC THERAPIES INC	COM	893735100	1803	50000	SH	DEFINED	85
			-----	-----			
			1803	50000			
TRIAD GTY INC	COM	895925105	44	1000	SH	DEFINED	2
			2177	50000	SH	DEFINED	85
			-----	-----			
			2220	51000			
TRIARC COS INC	CL A	895927101	1380	50000	SH	DEFINED	85
			-----	-----			
			1380	50000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
TRIBUNE CO NEW	COM	896047107	948	21800	SH		DEFINED	1
			369	8485	SH		DEFINED	19
			1642	37750	SH		DEFINED	85
			-----	-----				
			2960	68035				
TRIGON HEALTHCARE INC	COM	89618L100	2	16	SH		DEFINED	19
			5029	50000	SH		DEFINED	85
			-----	-----				
			5031	50016				
TYCO INTL LTD NEW	COM	902124106	825	61087	SH		DEFINED	1

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			14	1000	SH	DEFINED	15
			4	300	SH	DEFINED	2
			20	1500	SH	DEFINED	5
			32	2400	SH	DEFINED	10
			483	35743	SH	DEFINED	19
			2013	149000	SH	DEFINED	85
			-----	-----			
			3391	251030			
UGI CORP NEW	COM	902681105	1597	50000	SH	DEFINED	85
			-----	-----			
			1597	50000			
UST INC	COM	902911106	67	1960	SH	DEFINED	1
			5	144	SH	DEFINED	5
			400	11766	SH	DEFINED	19
			716	21050	SH	DEFINED	85
			-----	-----			
			1187	34920			
US BANCORP DEL	COM NEW	902973304	55937	2395605	SH	DEFINED	1
			540	23126	SH	DEFINED	15
			587	25137	SH	DEFINED	2
			1193	51073	SH	DEFINED	5
			43	1824	SH	DEFINED	10
			10729	459498	SH	DEFINED	19
			7962	340977	SH	DEFINED	85
			-----	-----			
			76991	3297240			
US ONCOLOGY INC	COM	90338W103	833	100000	SH	DEFINED	85
			-----	-----			
			833	100000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA
ULTRAK INC	COM NO PAR	903898401	413	294800	SH		DEFINED	85
			-----	-----				
			413	294800				
UNILEVER N V	N Y SHS NEW	904784709	2	27	SH		DEFINED	1
			15	230	SH		DEFINED	15
			668	10316	SH		DEFINED	19
			5817	89765	SH		DEFINED	85
			-----	-----				
			6502	100338				
UNION PAC CORP	COM	907818108	867	13704	SH		DEFINED	1
			310	4892	SH		DEFINED	15
			127	2000	SH		DEFINED	2

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			13	200	SH	DEFINED	10
			678	10711	SH	DEFINED	19
			5615	88725	SH	DEFINED	85
			-----	-----			
			7608	120232			
UNION PLANTERS CORP	COM	908068109	107	3300	SH	DEFINED	15
			121	3750	SH	DEFINED	2
			218	6741	SH	DEFINED	19
			1311	40500	SH	DEFINED	85
			-----	-----			
			1757	54291			
UNISOURCE ENERGY CORP	COM	909205106	1	60	SH	DEFINED	15
			4	200	SH	DEFINED	19
			930	50000	SH	DEFINED	85
			-----	-----			
			935	50260			
UNISYS CORP	COM	909214108	106	11809	SH	DEFINED	19
			412	45800	SH	DEFINED	85
			-----	-----			
			518	57609			
UNITED PARCEL SERVICE INC	CL B	911312106	471	7628	SH	DEFINED	1
			48	770	SH	DEFINED	15
			135	2185	SH	DEFINED	2
			2114	34227	SH	DEFINED	5
			2	25	SH	DEFINED	10
			1814	29378	SH	DEFINED	19
			-----	-----			
			4583	74213			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
US AIRWAYS GROUP INC	COM	911905107	0	105	SH		DEFINED	1
			44	12000	SH		DEFINED	5
			-----	-----				
			45	12105				
UNITED TECHNOLOGIES CORP	COM	913017109	12208	179790	SH		DEFINED	1
			2231	32852	SH		DEFINED	15
			208	3070	SH		DEFINED	2
			15	220	SH		DEFINED	5
			5532	81466	SH		DEFINED	19
			5541	81609	SH		DEFINED	85
			-----	-----				
			25735	379007				
UNITEDHEALTH GROUP INC	COM	91324P102	119	1304	SH		DEFINED	1

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			221	2410	SH	DEFINED	19
			3158	34500	SH	DEFINED	85
			-----	-----			
			3498	38214			
UNIVERSAL ACCESS GLOBAL HLDG	COM	91336M105	2	10300	SH	DEFINED	19
			-----	-----			
			2	10300			
UNIVISION COMMUNICATIONS INC	CL A	914906102	3	93	SH	DEFINED	1
			6	200	SH	DEFINED	15
			3	100	SH	DEFINED	19
			528	16800	SH	DEFINED	85
			-----	-----			
			540	17193			
UNOCAL CORP	COM	915289102	51	1372	SH	DEFINED	1
			25	684	SH	DEFINED	15
			461	12487	SH	DEFINED	19
			1719	46525	SH	DEFINED	85
			-----	-----			
			2256	61068			
UNUMPROVIDENT CORP	COM	91529Y106	1	50	SH	DEFINED	1
			21	812	SH	DEFINED	19
			493	19384	SH	DEFINED	85
			-----	-----			
			515	20246			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
V F CORP	COM	918204108	44	1130	SH	DEFINED	1
			86	2200	SH	DEFINED	2
			547	13940	SH	DEFINED	19
			670	17100	SH	DEFINED	85
			-----	-----			
			1348	34370			
VAIL RESORTS INC	COM	91879Q109	1283	75000	SH	DEFINED	85
			-----	-----			
			1283	75000			
VALUEVISION INTL INC	CL A	92047K107	1	40	SH	DEFINED	1
			1361	75000	SH	DEFINED	85
			-----	-----			
			1362	75040			
VAN KAMPEN TR INVT GRADE MUN	COM	920929106	256	16300	SH	DEFINED	15
			33	2122	SH	DEFINED	19
			-----	-----			

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			289	18422		
VAN KAMPEN MUN OPPORTUNITY I	COM	920944105	14	1000 SH	DEFINED	15
			167	11700 SH	DEFINED	19
			-----	-----		
			181	12700		
VAN KAMPEN BD FD	COM	920955101	11	600 SH	DEFINED	1
			6	300 SH	DEFINED	19
			1199	64800 SH	DEFINED	85
			-----	-----		
			1215	65700		
VAN KAMPEN OHIO VALUE MUN IN	COM SH BEN INT	92112W101	154	10108 SH	DEFINED	1
			-----	-----		
			154	10108		
VARCO INTL INC DEL	COM	922122106	4200	239456 SH	DEFINED	1
			151	8595 SH	DEFINED	19
			10691	609500 SH	DEFINED	85
			-----	-----		
			15041	857551		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
VECTREN CORP	COM	92240G101	2281	90874 SH		DEFINED	1	
			17436	694650 SH		DEFINED	15	
			22	880 SH		DEFINED	2	
			389	15484 SH		DEFINED	19	
			-----	-----				
			20127	801888				
VANGUARD INDEX TR	STK MRK VIPERS	922908769	464	5000 SH		DEFINED	1	
			28	300 SH		DEFINED	15	
			1240	13357 SH		DEFINED	19	
			-----	-----				
			1731	18657				
VERISIGN INC	COM	92343E102	680	94645 SH		DEFINED	1	
			6	800 SH		DEFINED	5	
			-----	-----				
			686	95445				
VERITAS DGC INC	COM	92343P107	1260	100000 SH		DEFINED	85	
			-----	-----				
			1260	100000				
VERIZON COMMUNICATIONS	COM	92343V104	18981	472752 SH		DEFINED	1	
			3192	79490 SH		DEFINED	15	
			1138	28334 SH		DEFINED	2	



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			321	7988	SH	DEFINED	5
			309	7684	SH	DEFINED	10
			12325	306969	SH	DEFINED	19
			18998	473178	SH	DEFINED	85
			-----	-----			
			55262	1376395			
VERITAS SOFTWARE CO	COM	923436109	3	159	SH	DEFINED	1
			24	1200	SH	DEFINED	15
			152	7701	SH	DEFINED	19
			877	44300	SH	DEFINED	85
			-----	-----			
			1056	53360			
VIASAT INC	COM	92552V100	31	3700	SH	DEFINED	2
			843	100000	SH	DEFINED	85
			-----	-----			
			874	103700			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
VIACOM INC	CL B	925524308	669	15074	SH	DEFINED	1	
			43	976	SH	DEFINED	15	
			54	1208	SH	DEFINED	2	
			10	230	SH	DEFINED	5	
			10	217	SH	DEFINED	10	
			2489	56096	SH	DEFINED	19	
			12108	272876	SH	DEFINED	85	
			-----	-----				
			15382	346677				
VICINITY CORP	COM	925653107	543	271600	SH	DEFINED	85	
			-----	-----				
			543	271600				
VIGNETTE CORP	COM	926734104	0	100	SH	DEFINED	1	
			605	307000	SH	DEFINED	85	
			-----	-----				
			605	307100				
VINTAGE PETE INC	COM	927460105	2083	175000	SH	DEFINED	85	
			-----	-----				
			2083	175000				
VISHAY INTERTECHNOLOGY INC	COM	928298108	45	2051	SH	DEFINED	1	
			37	1661	SH	DEFINED	19	
			1100	50000	SH	DEFINED	85	
			-----	-----				
			1182	53712				

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VISTEON CORP	COM	92839U107	20	1437	SH	DEFINED	1
			23	1610	SH	DEFINED	15
			0	12	SH	DEFINED	2
			0	31	SH	DEFINED	5
			45	3199	SH	DEFINED	19
			147	10362	SH	DEFINED	85
			-----	-----			
			236	16651			
VISX INC DEL	COM	92844S105	1635	150000	SH	DEFINED	85
			-----	-----			
			1635	150000			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
VITESSE SEMICONDUCTOR CORP	COM	928497106	268	86058	SH		DEFINED	1
			0	100	SH		DEFINED	15
			6	1963	SH		DEFINED	5
			2	500	SH		DEFINED	10
			7	2099	SH		DEFINED	19
			301	96700	SH		DEFINED	85
			-----	-----				
			583	187420				
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	1691	123909	SH		DEFINED	1
			90	6600	SH		DEFINED	15
			5	350	SH		DEFINED	5
			20	1500	SH		DEFINED	10
			1141	83616	SH		DEFINED	19
			-----	-----				
			2948	215975				
VULCAN MATLS CO	COM	929160109	18	400	SH		DEFINED	1
			190	4330	SH		DEFINED	19
			355	8100	SH		DEFINED	85
			-----	-----				
			562	12830				
WPS RESOURCES CORP	COM	92931B106	98	2400	SH		DEFINED	1
			26	640	SH		DEFINED	15
			184	4512	SH		DEFINED	19
			-----	-----				
			308	7552				
WACHOVIA CORP 2ND NEW	COM	929903102	5447	142663	SH		DEFINED	1
			19	500	SH		DEFINED	15
			134	3500	SH		DEFINED	2
			283	7418	SH		DEFINED	10
			1045	27368	SH		DEFINED	19
			7299	191170	SH		DEFINED	85

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14227 372619

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	OT MA
WAL MART STORES INC	COM	931142103	84748	1540590	SH	DEFINED	1
			4582	83287	SH	DEFINED	15
			3239	58883	SH	DEFINED	2
			879	15975	SH	DEFINED	5
			2102	38216	SH	DEFINED	10
			15629	284110	SH	DEFINED	19
			61961	1126350	SH	DEFINED	85
			-----				
			173139	3147411			
WALGREEN CO	COM	931422109	30058	778098	SH	DEFINED	1
			431	11165	SH	DEFINED	15
			269	6966	SH	DEFINED	2
			129	3344	SH	DEFINED	5
			89	2300	SH	DEFINED	10
			13279	343759	SH	DEFINED	19
			5895	152600	SH	DEFINED	85
			-----				
			50151	1298232			
WASHINGTON MUT INC	COM	939322103	48562	1308596	SH	DEFINED	1
			26	700	SH	DEFINED	15
			20	550	SH	DEFINED	2
			7	200	SH	DEFINED	5
			6	150	SH	DEFINED	10
			1298	34971	SH	DEFINED	19
			7828	210953	SH	DEFINED	85
			-----				
			57748	1556120			
WASTE CONNECTIONS INC	COM	941053100	2343	75000	SH	DEFINED	85
						-----	
			2343	75000			
WASTE MGMT INC DEL	COM	94106L109	35	1361	SH	DEFINED	1
			26	1000	SH	DEFINED	15
			28	1090	SH	DEFINED	2
			7	280	SH	DEFINED	5
			15	576	SH	DEFINED	10
			420	16119	SH	DEFINED	19
			2192	84142	SH	DEFINED	85
			-----				
			2724	104568			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN	O MA
WATERS CORP	COM	941848103	4484	167936	SH	DEFINED	1
			1228	45975	SH	DEFINED	15
			154	5780	SH	DEFINED	2
			355	13300	SH	DEFINED	5
			23	850	SH	DEFINED	10
			1920	71928	SH	DEFINED	19
			7863	294500	SH	DEFINED	85
			16027	600269			
WATSON PHARMACEUTICALS INC	COM	942683103	8	300	SH	DEFINED	19
			212	8400	SH	DEFINED	85
				220	8700		
WAUSAU-MOSINEE PAPER CORP	COM	943315101	178	14750	SH	DEFINED	19
				178	14750		
WELLPOINT HEALTH NETWORK NEW	COM	94973H108	31	400	SH	DEFINED	1
			240	3082	SH	DEFINED	19
			1844	23700	SH	DEFINED	85
				2115	27182		
WELLS FARGO & CO NEW	COM	949746101	115442	2306077	SH	DEFINED	1
			2464	49227	SH	DEFINED	15
			5147	102811	SH	DEFINED	2
			2467	49275	SH	DEFINED	5
			1144	22845	SH	DEFINED	10
			6999	139811	SH	DEFINED	19
			43309	865150	SH	DEFINED	85
			176972	3535196			
WENDYS INTL INC	COM	950590109	53	1327	SH	DEFINED	1
			4	101	SH	DEFINED	15
			239	6002	SH	DEFINED	19
			335	8400	SH	DEFINED	85
						631	15830

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
WEYERHAEUSER CO	COM	962166104	250	3911	SH		DEFINED	1
			96	1500	SH		DEFINED	2
			1	22	SH		DEFINED	5
			244	3820	SH		DEFINED	19
			2105	32975	SH		DEFINED	85
			-----	-----				
			2696	42228				
WHIRLPOOL CORP	COM	963320106	230	3525	SH		DEFINED	1
			501	7660	SH		DEFINED	15
			1479	22626	SH		DEFINED	19
			647	9900	SH		DEFINED	85
			-----	-----				
			2857	43711				
WILLIAMS COS INC DEL	COM	969457100	35	5852	SH		DEFINED	1
			5	800	SH		DEFINED	15
			1	102	SH		DEFINED	5
			79	13192	SH		DEFINED	19
			433	72250	SH		DEFINED	85
			-----	-----				
			552	92196				
WILLIAMS SONOMA INC	COM	969904101	1235	40281	SH		DEFINED	1
			67	2200	SH		DEFINED	19
			3219	105000	SH		DEFINED	85
						-----	-----	
			4522	147481				
WILMINGTON TRUST CORP	COM	971807102	537	17600	SH		DEFINED	1
			31	1000	SH		DEFINED	15
			12	400	SH		DEFINED	19
						-----	-----	
			580	19000				
WIND RIVER SYSTEMS INC	COM	973149107	307	61375	SH		DEFINED	1
			85	17000	SH		DEFINED	15
			18	3585	SH		DEFINED	19
			992	198100	SH		DEFINED	85
						-----	-----	
			1403	280060				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
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WINN DIXIE STORES INC	COM	974280109	295	18925	SH	DEFINED	1
			94	6000	SH	DEFINED	15
			244	15660	SH	DEFINED	2
			7	450	SH	DEFINED	10
			308	19730	SH	DEFINED	19
			175	11200	SH	DEFINED	85
			-----	-----			
			1122	71965			
WISCONSIN ENERGY CORP	COM	976657106	361	14270	SH	DEFINED	1
			13	500	SH	DEFINED	10
			390	15451	SH	DEFINED	19
						-----	-----
			764	30221			
WOLVERINE WORLD WIDE INC	COM	978097103	366	20973	SH	DEFINED	19
			2618	150000	SH	DEFINED	85
						-----	-----
			2983	170973			
WOODHEAD INDS INC	COM	979438108	559	32589	SH	DEFINED	1
						-----	-----
			559	32589			
WORLDCOM INC GA NEW	WRLDCOM GP COM	98157D106	89	107766	SH	DEFINED	1
			4	4650	SH	DEFINED	15
			23	27320	SH	DEFINED	2
			4	5142	SH	DEFINED	5
			7	8300	SH	DEFINED	10
			70	84547	SH	DEFINED	19
						-----	-----
			197	237725			
WORLDCOM INC GA NEW	MCI GROUP COM	98157D304	19	11438	SH	DEFINED	1
			0	116	SH	DEFINED	15
			0	4	SH	DEFINED	2
			0	44	SH	DEFINED	5
			0	60	SH	DEFINED	10
			1	722	SH	DEFINED	19
						-----	-----
			21	12384			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O
WORTHINGTON INDS INC	COM	981811102	678	37446	SH		DEFINED	1
			8	450	SH		DEFINED	2
			122	6725	SH		DEFINED	85
						-----	-----	
			808	44621				

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WRIGLEY WM JR CO	COM	982526105	819	14797	SH	DEFINED	1
			1082	19550	SH	DEFINED	15
			1487	26861	SH	DEFINED	19
			1373	24800	SH	DEFINED	85
			-----	-----			
			4761	86008			
WYETH	COM	983024100	87319	1705442	SH	DEFINED	1
			4127	80607	SH	DEFINED	15
			3658	71450	SH	DEFINED	2
			630	12305	SH	DEFINED	5
			2493	48694	SH	DEFINED	10
			5465	106744	SH	DEFINED	19
			23414	457300	SH	DEFINED	85
-----	-----						
			127106	2482542			
WYNDHAM INTL INC	CL A	983101106	31	27000	SH	DEFINED	19
			-----	-----			
			31	27000			
XTO ENERGY CORP	COM	98385X106	4120	200000	SH	DEFINED	85
			-----	-----			
			4120	200000			
X-RITE INC	COM	983857103	185	21725	SH	DEFINED	19
			-----	-----			
			185	21725			
XCEL ENERGY INC	COM	98389B100	165	9855	SH	DEFINED	1
			95	5652	SH	DEFINED	15
			518	30894	SH	DEFINED	19
			1032	61535	SH	DEFINED	85
			-----	-----			
			1810	107936			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
XILINX INC	COM	983919101	137	6123	SH		DEFINED	1
			13	600	SH		DEFINED	15
			7	325	SH		DEFINED	2
			30	1350	SH		DEFINED	5
			358	15950	SH		DEFINED	19
			1864	83095	SH		DEFINED	85
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			2410	107443				
XEROX CORP	COM	984121103	76	10918	SH		DEFINED	1
			1	200	SH		DEFINED	15

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			52	7530	SH	DEFINED	19
			401	57534	SH	DEFINED	85
			-----	-----			
			531	76182			
YAHOO INC	COM	984332106	89	6050	SH	DEFINED	1
			6	400	SH	DEFINED	15
			6	400	SH	DEFINED	2
			15	1000	SH	DEFINED	5
			28	1903	SH	DEFINED	19
			686	46500	SH	DEFINED	85
			-----	-----			
			830	56253			
YUM BRANDS INC	WHEN ISSUED	988498101	383	13078	SH	DEFINED	1
			7	240	SH	DEFINED	15
			10	332	SH	DEFINED	2
			110	3769	SH	DEFINED	19
			679	23220	SH	DEFINED	85
			-----	-----			
			1189	40639			
ZALE CORP NEW	COM	988858106	4531	125000	SH	DEFINED	85
			-----	-----			
			4531	125000			
ZEBRA TECHNOLOGIES CORP	CL A	989207105	5795	120176	SH	DEFINED	1
			1774	36790	SH	DEFINED	2
			86	1790	SH	DEFINED	5
			123	2550	SH	DEFINED	19
			4388	91000	SH	DEFINED	85
			-----	-----			
			12166	252306			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA
ZIMMER HLDGS INC	COM	98956P102	7187	201537	SH		DEFINED	1
			1256	35235	SH		DEFINED	15
			18	513	SH		DEFINED	2
			34	944	SH		DEFINED	5
			11	300	SH		DEFINED	10
			712	19974	SH		DEFINED	19
			763	21390	SH		DEFINED	85
			-----	-----				
			9981	279893				
ZIONS BANCORPORATION	COM	989701107	10	200	SH		DEFINED	1
			32	615	SH		DEFINED	19
			380	7300	SH		DEFINED	85
			-----	-----				



