

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

VERIZON COMMUNICATIONS INC
Form 13F-HR
August 12, 2005

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

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: June 30, 2005

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

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

Institutional Investment Manager Filing this Report:

Name: Verizon Investment Management Corp.

Address: 695 Main Street, 6th Floor

 Stamford, Connecticut 06901

Form 13F File Number: 028-04063

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

Person Signing this Report on Behalf of Reporting Manager:

Name: William J. Raver

Title: Chief Operating Officer

Phone: 203 965-3361

Signature, Place, and Date of Signing:

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

Report Type (Check only one.):

/X/ 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

/ / 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

// 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 1

Form 13F Information Table Entry Total: 1221

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

(thousands)

List of Other Included Managers:

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

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

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

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

FORM 13F INFORMATION TABLE

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

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

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

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

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

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

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

2

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

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

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

3

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

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

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

4

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

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

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

5

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

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

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

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

6

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

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

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

7

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

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

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

8

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

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

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

9

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

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

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

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

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

10

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

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

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

11

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

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

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

12

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

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

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

13

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

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

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

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

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

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

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

15

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

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

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

16

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

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

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

17

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

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

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

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

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

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

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

19

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

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

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

20

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

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

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

21

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

22