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JEFFERIES GROUP INC /DE/  
Form 13F-HR  
August 14, 2006

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, 2006

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: Jefferies Group Inc.  
Address: 11100 Santa Monica Blvd, 11th Flr.  
Los Angeles, CA 90025

13F File Number: 28-10917

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: Larry Scarpa  
Title: Managing Director  
Phone: 212-336-7090

Signature, Place, and Date of Signing:

/s/ Larry Scarpa Jersey City, NJ August 11, 2006

Report Type (Check only one.):

[ X] 13F HOLDINGS REPORT.  
[ ] 13F NOTICE.  
[ ] 13F COMBINATION REPORT.

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 3  
Form13F Information Table Entry Total: 615  
Form13F Information Table Value Total: \$1,502,923 (thousands)  
List of Other Included Managers:

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

No.	13F File Number	Name
01	28-10432	Jefferies & Company, Inc.
02	28-11239	Jefferies Asset Management, LLC
03	28-10937	Jefferies Group Inc.

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN	OTH MANA
24/7 REAL MEDIA INC	COM NEW	901314203	178	20000	SH		SOLE	01
3M CO	NOTE 11/2	88579YAB7	25	27000	PRN		SOLE	01
A D C TELECOMMUNICATIONS	NOTE 1.000% 6/1	000886AD3	9474	10000000	PRN		SOLE	01
AASTROM BIOSCIENCES INC	COM	00253U107	34	27912	SH		SOLE	01
ABERCROMBIE & FITCH CO	CL A	002896207	22092	398500	SH		SOLE	01 0
ACERGY S A	SPONSORED ADR	00443E104	545	30496	SH		SOLE	01
ADAPTEC INC	NOTE 0.750%12/2	00651FAG3	142	164000	PRN		SOLE	01
ADOBE SYS INC	COM	00724F101	447	15200	SH		SOLE	01
ADVANCED DIGITAL INFORMATION	COM	007525108	1412	120000	SH		SOLE	02
ADVANCED MICRO DEVICES INC	COM	007903107	1773	71700	SH		SOLE	01
ADVANCED SEMICONDUCTOR ENGR	SPONSORED ADR	00756M404	253	51000	SH		SOLE	01
AEROPOSTALE	COM	007865108	19085	660700	SH		SOLE	01 0
AFFILIATED COMPUTER SERVICES	CL A	008190100	324	6600	SH		SOLE	01
AGERE SYS INC	NOTE 6.500%12/1	00845VAA8	74	75000	PRN		SOLE	01
AGILENT TECHNOLOGIES INC	COM	00846U101	236	7500	SH		SOLE	01
AIRSPAN NETWORKS INC	COM	00950H102	189	77900	SH		SOLE	01
ALBEMARLE CORP	COM	012653101	338	7100	SH		SOLE	01
ALBERTO CULVER CO	COM	013068101	255	5400	SH		SOLE	01
ALCAN INC	COM	013716105	492	10000	SH		SOLE	01
ALCOA INC	COM	013817101	459	15000	SH		SOLE	01
ALLEGHENY ENERGY INC	COM	017361106	1023	28000	SH		SOLE	01
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	341	5300	SH		SOLE	01
ALLIED HEALTHCARE INTL INC	COM	01923A109	112	41500	SH		SOLE	01
ALLIED WASTE INDS INC	COM PAR\$.01NEW	019589308	431	39300	SH		SOLE	01
ALLOY INC	DBCV 5.375% 8/0	019855AB1	1033	1000000	PRN		SOLE	01
ALLOY INC	NEW COM	019855303	105	10200	SH		SOLE	01
ALMOST FAMILY INC	COM	020409108	596	25240	SH		SOLE	02
ALTRIA GROUP INC	COM	02209S103	12755	175792	SH		SOLE	01
AMAZON COM INC	NOTE 4.750% 2/0	023135AF3	3203	3345000	PRN		SOLE	01
AMDOCS LTD	NOTE 0.500% 3/1	02342TAD1	198	200000	PRN		SOLE	01
AMERICAN EAGLE OUTFITTERS NE	COM	02553E106	10014	294263	SH		SOLE	01 0
AMERICAN EQTY INVT LIFE HLD	COM	025676206	540	49839	SH		SOLE	01
AMERICAN EQTY INVT LIFE HLD	NOTE 5.250%12/0	025676AE7	2357	2000000	PRN		SOLE	01
AMERICAN EXPRESS CO	DBCV 1.850%12/0	025816AS8	25583	25008000	PRN		SOLE	01
AMERICAN FINL GROUP INC OHIO	NOTE 1.486% 6/0	025932AD6	66	133000	PRN		SOLE	01
AMERICAN ITALIAN PASTA CO	CL A	027070101	101	12000	SH		SOLE	01
AMERICAN PWR CONVERSION CORP	COM	029066107	369	19600	SH		SOLE	01
AMERICAN STD COS INC DEL	COM	029712106	3983	94600	SH		SOLE	01
AMERIPRISE FINL INC	COM	03076C106	236	5507	SH		SOLE	01
AMGEN INC	COM	031162100	737	11000	SH		SOLE	01
AMGEN INC	NOTE 3/0	031162AL4	2211	3000000	PRN		SOLE	01
AMICAS INC	COM	001712108	99	33118	SH		SOLE	01
AMKOR TECHNOLOGY INC	COM	031652100	142	15100	SH		SOLE	01
AMR CORP	NOTE 4.500% 2/1	001765BB1	3275	2500000	PRN		SOLE	01

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AMYLIN PHARMACEUTICALS INC	NOTE	2.250%	6/3	032346AB4	2922	2000000	PRN	SOLE	01
ANADARKO PETE CORP	COM			032511107	339	7600	SH	SOLE	01
ANALOG DEVICES INC	COM			032654105	342	10500	SH	SOLE	01
ANDREW CORP	COM			034425108	437	44800	SH	SOLE	01
ANNTAYLOR STORES CORP	COM			036115103	9180	211900	SH	SOLE	01
ANTIGENICS INC DEL	COM			037032109	56	27856	SH	SOLE	01
AON CORP	COM			037389103	265	7709	SH	SOLE	01
APACHE CORP	COM			037411105	331	5300	SH	SOLE	01
APOGENT TECHNOLOGIES INC	DBCV		12/1	03760AAK7	18	13000	PRN	SOLE	01
APPLE COMPUTER INC	COM			037833100	2312	40100	SH	SOLE	01
APPLIED DIGITAL SOLUTIONS	COM NEW			038188306	49	26700	SH	SOLE	01
APPLIED MATLS INC	COM			038222105	271	17000	SH	SOLE	01
ARBINET THEXCHANGE INC	COM			03875P100	62	12244	SH	SOLE	01
ARCHER DANIELS MIDLAND CO	COM			039483102	1243	29800	SH	SOLE	01
ARIBA INC	COM NEW			04033V203	97	11700	SH	SOLE	01
ARMOR HOLDINGS INC	NOTE	2.000%	11/0	042260AC3	5358	4500000	PRN	SOLE	01
ARQULE INC	COM			04269E107	127	23400	SH	SOLE	01
ASHLAND INC NEW	COM			044209104	410	6400	SH	SOLE	01
ASIAINFO HLDGS INC	COM			04518A104	98	23700	SH	SOLE	01
ASSURANT INC	COM			04621X108	253	5200	SH	SOLE	01
ATARI INC	COM			04651M105	30	50000	SH	SOLE	01
AUTOBYTEL INC	COM			05275N106	105	33300	SH	SOLE	01
AUTODESK INC	COM			052769106	258	7600	SH	SOLE	01
AVALONBAY CMNTYS INC	COM			053484101	357	3300	SH	SOLE	01
AVERY DENNISON CORP	COM			053611109	296	5100	SH	SOLE	01
AVNET INC	DBCV	2.000%	3/1	053807AL7	18	19000	PRN	SOLE	01
AVON PRODS INC	COM			054303102	556	18500	SH	SOLE	01
AXCAN PHARMA INC	NOTE	4.250%	4/1	054923AB3	1771	1700000	PRN	SOLE	01
AZTAR CORP	COM			054802103	1039	20000	SH	SOLE	02
BALL CORP	COM			058498106	410	11430	SH	SOLE	01
BANK OF AMERICA CORPORATION	COM			060505104	270	5628	SH	SOLE	01
BARRIER THERAPEUTICS INC	COM			06850R108	121	18900	SH	SOLE	01
BAUSCH & LOMB INC	FRNT		8/0	071707AM5	2507	2143000	PRN	SOLE	01
BEA SYS INC	NOTE	4.000%	12/1	073325AD4	10	10000	PRN	SOLE	01
BEAR STEARNS COS INC	COM			073902108	587	4407	SH	SOLE	01
BEASLEY BROADCAST GROUP INC	CL A			074014101	114	16335	SH	SOLE	01
BEAZER HOMES USA INC	NOTE	4.625%	6/1	07556QAL9	162	140000	PRN	SOLE	01
BEBE STORES INC	COM			075571109	2729	176987	SH	SOLE	02
BELL MICROPRODUCTS INC	COM			078137106	106	20200	SH	SOLE	01
BEST BUY INC	COM			086516101	759	14700	SH	SOLE	01
BEVERLY HILLS BANCORP DEL	COM			087866109	103	11100	SH	SOLE	01
BIG LOTS INC	COM			089302103	358	22000	SH	SOLE	01
BIOMARIN PHARMACEUTICAL INC	NOTE	2.500%	3/2	09061GAC5	3219	3000000	PRN	SOLE	01
BIOSCRIP INC	COM			09069N108	84	16177	SH	SOLE	01
BJS WHOLESALE CLUB INC	COM			05548J106	14768	520900	SH	SOLE	02
BKF CAP GROUP INC	COM			05548G102	60	10100	SH	SOLE	01
BLUELINX HLDGS INC	COM			09624H109	1819	139500	SH	SOLE	01
BOEING CO	COM			097023105	232	2800	SH	SOLE	01
BOMBAY CO INC	COM			097924104	36	15400	SH	SOLE	01
BORDERS GROUP INC	COM			099709107	6484	351200	SH	SOLE	01
BRISTOW GROUP INC	COM			110394103	219	6130	SH	SOLE	01
BROADCOM CORP	CL A			111320107	674	20850	SH	SOLE	01
BROOKS AUTOMATION INC	COM			114340102	145	12100	SH	SOLE	01
BRUNSWICK CORP	COM			117043109	27126	815800	SH	SOLE	01
BRUNSWICK CORP	COM			117043109	3095	574000	SH	CALL SOLE	02
BUILD A BEAR WORKSHOP	COM			120076104	6097	282640	SH	SOLE	01
BUILDERS FIRSTSOURCE INC	COM			12008R107	24199	1188500	SH	SOLE	01
BUILDING MATLS HLDG CORP	COM			120113105	35554	1275800	SH	SOLE	01
BURLINGTON NORTHN SANTA FE C	COM			12189T104	3868	51300	SH	SOLE	01
BUSINESS OBJECTS S A	SPONSORED ADR			12328X107	280	10100	SH	SOLE	01
C&D TECHNOLOGIES INC	COM			124661109	101	13600	SH	SOLE	01
CA INC	COM			12673P105	270	12700	SH	SOLE	01

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CAESARS ENTMT INC	FRNT	4/1	127687AB7	251	191000	PRN	SOLE	01
CALIPER LIFE SCIENCES INC	COM		130872104	64	13332	SH	SOLE	01
CAMBRIDGE ANTIBODY TECH GP	SPONSORED ADR		132148107	1266	51900	SH	SOLE	02
CAMPBELL SOUP CO	COM		134429109	233	6400	SH	SOLE	01
CAPITAL ONE FINL CORP	COM		14040H105	1410	16811	SH	SOLE	01
CAPITALSOURCE INC	COM		14055X102	350	15300	SH	SOLE	01
CAREMARK RX INC	COM		141705103	14676	305600	SH	SOLE	01
CARMAX INC	COM		143130102	427	12300	SH	SOLE	01
CARNIVAL CORP	DBCV	1.132% 4/2	143658AV4	4527	7000000	PRN	SOLE	01
CASUAL MALE RETAIL GRP INC	NOTE	5.000% 1/0	148711AB0	78	75000	PRN	SOLE	01
CATAPULT COMMUNICATIONS CORP	COM		149016107	114	10800	SH	SOLE	01
CATERPILLAR INC DEL	COM		149123101	487	6900	SH	SOLE	01
CBRL GROUP INC	COM		12489V106	2945	86700	SH	SOLE	01
CBRL GROUP INC	NOTE	4/0	12489VAB2	14248	30132000	PRN	SOLE	01
CELL THERAPEUTICS INC	COM		150934107	70	50000	SH	SOLE	01
CENTERPOINT ENERGY INC	COM		15189T107	2085	168700	SH	SOLE	01
CENTERPOINT ENERGY INC	NOTE	2.875% 1/1	15189TAL1	2486	2406000	PRN	SOLE	01
CENTERPOINT ENERGY INC	NOTE	3.750% 5/1	15189TAM9	94	84000	PRN	SOLE	01
CENTURY ALUM CO	COM		156431108	308	9300	SH	SOLE	01
CERES GROUP INC	COM		156772105	101	16563	SH	SOLE	01
CHARLES & COLVARD LTD	COM		159765106	101	10000	SH	SOLE	01
CHARMING SHOPPES INC	NOTE	4.750% 6/0	161133AC7	2460	2000000	PRN	SOLE	01
CHEMED CORP NEW	COM		16359R103	207	3800	SH	SOLE	02
CHICOS FAS INC	COM		168615102	536	19875	SH	SOLE	02
CHILDRENS PL RETAIL STORES I	COM		168905107	468	7800	SH	SOLE	02
CHRISTOPHER & BANKS CORP	COM		171046105	9819	338600	SH	SOLE	02
CIENA CORP	COM		171779101	1602	367500	SH	SOLE	01
CIENA CORP	NOTE	3.750% 2/0	171779AA9	8636	8949000	PRN	SOLE	01
CIGNA CORP	COM		125509109	1852	19386	SH	SOLE	01
CINCINNATI BELL INC NEW	COM		171871106	394	101100	SH	SOLE	01
CIRCUIT CITY STORE INC	COM		172737108	217	7400	SH	SOLE	01
CISCO SYS INC	COM		17275R102	521	26800	SH	SOLE	01
CITIGROUP INC	COM		172967101	3083	63946	SH	SOLE	01
CITIZENS COMMUNICATIONS CO	COM		17453B101	246	19600	SH	SOLE	01
CITIZENS INC	CL A		174740100	76	16100	SH	SOLE	01
CITRIX SYS INC	COM		177376100	377	10300	SH	SOLE	01
COACH INC	COM		189754104	877	29600	SH	SOLE	01
COCA COLA ENTERPRISES INC	COM		191219104	386	19300	SH	SOLE	01
COEUR D ALENE MINES CORP IDA	COM		192108108	966	200900	SH	SOLE	01
COMMERCE BANCORP INC NJ	COM		200519106	741	21400	SH	SOLE	01
COMMTOUCH SOFTWARE LTD	ORD		M25596103	8	10217	SH	SOLE	01
COMPUWARE CORP	COM		205638109	139	19200	SH	SOLE	01
COMSTOCK HOMEBUILDING COS IN	CL A		205684103	89	14750	SH	SOLE	01
CON-WAY INC	COM		205944101	229	3900	SH	SOLE	01
CONOCOPHILLIPS	COM		20825C104	243	3900	SH	SOLE	01
CONSECO INC	DBCV	3.500% 9/3	208464BH9	11	10000	PRN	SOLE	01
CONTINENTAL AIRLS INC	NOTE	5.000% 6/1	210795PJ3	7337	5000000	PRN	SOLE	01
CONVERGYS CORP	COM		212485106	214	11600	SH	SOLE	01
COOPER INDS LTD	CL A		G24182100	241	2800	SH	SOLE	01
COOPER TIRE & RUBR CO	COM		216831107	197	17600	SH	SOLE	01
COUNTRYWIDE FINANCIAL CORP	COM		222372104	227	6118	SH	SOLE	01
COVAD COMMUNICATIONS GROUP I	COM		222814204	237	112500	SH	SOLE	01
COVENTRY HEALTH CARE INC	COM		222862104	1105	21200	SH	SOLE	01
CREDENCE SYS CORP	NOTE	1.500% 5/1	225302AF5	4261	4750000	PRN	SOLE	01
CRESUD S A C I F Y A	SPONSORED ADR		226406106	3688	269757	SH	SOLE	01
CSG SYS INTL INC	NOTE	2.500% 6/1	126349AB5	259	255000	PRN	SOLE	01
CSK AUTO CORP	COM		125965103	1197	100000	SH	SOLE	02
CSX CORP	COM		126408103	708	10800	SH	SOLE	01
CUBIST PHARMACEUTICALS INC	COM		229678107	651	25875	SH	SOLE	01
CUBIST PHARMACEUTICALS INC	NOTE	2.250% 6/1	229678AC1	1219	1250000	PRN	SOLE	01
CUMMINS INC	COM		231021106	809	7200	SH	SOLE	01
CURAGEN CORP	COM		23126R101	95	28281	SH	SOLE	01

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CURIS INC	COM		231269101	43	33368	SH	SOLE	01
CYMER INC	NOTE	3.500% 2/1	232572AE7	9484	9100000	PRN	SOLE	01
CYPRESS SEMICONDUCTOR CORP	NOTE	1.250% 6/1	232806AH2	11209	10250000	PRN	SOLE	01
CYTYC CORP	NOTE	2.250% 3/1	232946AB9	100	100000	PRN	SOLE	01
D R HORTON INC	COM		23331A109	340	13300	SH	SOLE	01
DANAHER CORP DEL	COM		235851102	398	6300	SH	SOLE	01
DANKA BUSINESS SYS PLC	SPONSORED ADR		236277109	54	50000	SH	SOLE	01
DARDEN RESTAURANTS INC	COM		237194105	1159	31000	SH	SOLE	01
DAVITA INC	COM		23918K108	399	8000	SH	SOLE	01 0
DEERE & CO	COM		244199105	983	11600	SH	SOLE	01
DESIGN WITHIN REACH INC	COM		250557105	109	16688	SH	SOLE	01
DEUTSCHE TELEKOM AG	SPONSORED ADR		251566105	5614	350000	SH	SOLE	02
DEVON ENERGY CORP NEW	DEB	4.900% 8/1	25179MAA1	455	382000	PRN	SOLE	01
DICKS SPORTING GOODS INC	NOTE	1.606% 2/1	253393AB8	1505	2000000	PRN	SOLE	01
DILLARDS INC	CL A		254067101	216	7300	SH	SOLE	01
DISNEY WALT CO	NOTE	2.125% 4/1	254687AU0	324	289000	PRN	SOLE	01
DOLBY LABORATORIES INC	COM		25659T107	298	13300	SH	SOLE	01
DOLLAR GEN CORP	COM		256669102	270	18600	SH	SOLE	01
DOMINION RES INC VA NEW	NOTE	2.125%12/1	25746UAT6	1147	1092000	PRN	SOLE	01
DONNELLEY R R & SONS CO	COM		257867101	232	7700	SH	SOLE	01
DORMAN PRODUCTS INC	COM		258278100	115	10000	SH	SOLE	01
DOT HILL SYS CORP	COM		25848T109	100	30500	SH	SOLE	01
DOV PHARMACEUTICAL INC	COM		259858108	67	32774	SH	SOLE	01
DST SYS INC DEL	DBCV	4.125% 8/1	233326AB3	96	73000	PRN	SOLE	01
DUSA PHARMACEUTICALS INC	COM		266898105	128	23500	SH	SOLE	01
E TRADE FINANCIAL CORP	COM		269246104	308	13808	SH	SOLE	01
EARTHLINK INC	COM		270321102	2257	261000	SH	SOLE	01 0
EASTMAN CHEM CO	COM		277432100	145272	2620800	SH	SOLE	01 0
EASTMAN CHEM CO	COM		277432100	209	32100	SH	CALL SOLE	02
EASTMAN KODAK CO	NOTE	3.375%10/1	277461BE8	200	203000	PRN	SOLE	01
EBAY INC	COM		278642103	826	27600	SH	SOLE	01
ECC CAPITAL CORP	COM		26826M108	38	30500	SH	SOLE	01
ECLIPSYS CORP	COM		278856109	1558	80449	SH	SOLE	01
EDWARDS AG INC	COM		281760108	286	5400	SH	SOLE	01
EL PASO CORP	COM		28336L109	380	25100	SH	SOLE	01
ELAN PLC	ADR		284131208	263	13996	SH	SOLE	01
ELECTRONIC DATA SYS NEW	NOTE	3.875% 7/1	285661AF1	23	23000	PRN	SOLE	01
ELECTRONICS FOR IMAGING INC	DBCV	1.500% 6/0	286082AA0	6620	6657000	PRN	SOLE	01
ELKCORP	COM		287456107	1411	50800	SH	SOLE	01 0
EMMIS COMMUNICATIONS CORP	PFD CV SER A		291525202	1282	27795	SH	SOLE	01
ENDEAVOUR INTL CORP	COM		29259G101	39	16704	SH	SOLE	01
ENTRUST INC	COM		293848107	111	33900	SH	SOLE	01
ENZON PHARMACEUTICALS INC	COM		293904108	99	13100	SH	SOLE	01
EOG RES INC	COM		26875P101	387	6200	SH	SOLE	01
EP MEDSYSTEMS INC	COM		26881P103	565	267743	SH	SOLE	01
EPIX PHARMACEUTICALS INC	COM		26881Q101	106	25979	SH	SOLE	01
EQUIFAX INC	COM		294429105	308	8900	SH	SOLE	01
ESCALA GROUP INC	COM		29605W107	86	20200	SH	SOLE	01
ESCHELON TELECOM INC	COM		296290109	263	17100	SH	SOLE	01
EUROBANCSHARES INC	COM		298716101	111	11800	SH	SOLE	01
EXPEDIA INC DEL	*W EXP	02/04/200	30212P121	52	11000	SH	SOLE	01
EXPRESS SCRIPTS INC	COM		302182100	1977	28400	SH	SOLE	01
EXXON MOBIL CORP	COM		30231G102	681	11200	SH	SOLE	01
FAIR ISAAC CORP	NOTE	1.500% 8/1	303250AD6	13803	13730000	PRN	SOLE	01
FALCONBRIDGE LTD NEW 2005	COM		306104100	476	9006	SH	SOLE	02
FAMILY DLR STORES INC	COM		307000109	459	18700	SH	SOLE	01
FEDERATED DEPT STORES INC DE	COM		31410H101	19200	524704	SH	SOLE	01 0
FEDERATED INVS INC PA	CL B		314211103	366	11606	SH	SOLE	01
FEDEX CORP	COM		31428X106	551	4800	SH	SOLE	01
FIDELITY NATL FINL INC	COM		316326107	32369	780200	SH	SOLE	01
FIDELITY NATL TITLE GROUP IN	CL A		31620R105	10636	487000	SH	SOLE	01
FINISAR	NOTE	2.500%10/1	31787AAF8	64	45000	PRN	SOLE	01

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FINISH LINE INC	CL A		317923100	3549	300000	SH	SOLE	02
FIRST MARBLEHEAD CORP	COM		320771108	244	5000	SH	SOLE	01
FLUOR CORP NEW	COM		343412102	355	4000	SH	SOLE	01
FLUOR CORP NEW	NOTE	1.500% 2/1	343412AA0	21	13000	PRN	SOLE	01
FMC TECHNOLOGIES INC	COM		30249U101	262	4000	SH	SOLE	01
FOREST LABS INC	COM		345838106	659	17500	SH	SOLE	01
FORTUNE BRANDS INC	COM		349631101	483	6730	SH	SOLE	01
FRANCE TELECOM	SPONSORED ADR		35177Q105	4185	195580	SH	SOLE	01
FREEPORT-MCMORAN COPPER & GO	CL B		35671D857	466	9300	SH	SOLE	01
FREESCALE SEMICONDUCTOR INC	CL B		35687M206	304	10500	SH	SOLE	01
FX ENERGY INC	COM		302695101	112	24400	SH	SOLE	01
GABELLI DIVD & INCOME TR	COM		36242H104	241	13000	SH	SOLE	01
GAP INC DEL	COM		364760108	488	28000	SH	SOLE	01
GATEWAY INC	NOTE	1.500%12/3	367626AB4	1448	1880000	PRN	SOLE	01
GATEWAY INC	NOTE	2.000%12/3	367626AD0	6435	9000000	PRN	SOLE	01
GENE LOGIC INC	COM		368689105	19	14000	SH	SOLE	02
GENERAL DYNAMICS CORP	COM		369550108	236	3700	SH	SOLE	01
GENERAL MTRS CORP	COM		370442105	1728	65300	SH	SOLE	01
GENUINE PARTS CO	COM		372460105	226	5300	SH	SOLE	01
GENZYME CORP	COM		372917104	3210	53100	SH	SOLE	01
GEORGIA GULF CORP	COM PAR	\$0.01	373200203	1834	56900	SH	SOLE	01
GLAXOSMITHKLINE PLC	SPONSORED ADR		37733W105	251	4500	SH	SOLE	01
GLENAYRE TECHNOLOGIES INC	COM		377899109	66	25954	SH	SOLE	01
GLOBAL POWER EQUIPMENT INC	COM		37941P108	52	18400	SH	SOLE	01
GLOBETEL COMMUNICATIONS CORP	COM NEW		37958F209	19	16601	SH	SOLE	01
GOLDMAN SACHS GROUP INC	COM		38141G104	316	2208	SH	SOLE	01
GOODRICH CORP	COM		382388106	611	15100	SH	SOLE	01
GOODYEAR TIRE & RUBR CO	COM		382550101	413	36000	SH	SOLE	01
GOOGLE INC	CL A		38259P508	805	2100	SH	SOLE	01
GOVERNMENT PPTYS TR INC	COM		38374W107	110	11800	SH	SOLE	01
GRAFTECH INTL LTD	COM		384313102	63	10600	SH	SOLE	01
GRAPHIC PACKAGING CORP DEL	COM		388688103	96	25000	SH	SOLE	01
GREENFIELD ONLINE INC	COM		395150105	109	15400	SH	SOLE	01
GULFPORT ENERGY CORP	COM NEW		402635304	5602	407431	SH	SOLE	01
HALLIBURTON CO	COM		406216101	222	3100	SH	SOLE	01
HALLIBURTON CO	NOTE	3.125% 7/1	406216AM3	20010	10215000	PRN	SOLE	01
HANDLEMAN CO DEL	COM		410252100	97	12000	SH	SOLE	01
HANOVER COMPRESSOR CO	NOTE	4.750% 3/1	410768AC9	48	50000	PRN	SOLE	01
HARBOR ACQUISITION CORPORATI	*W EXP	04/25/201	41145X115	3	10000	SH	SOLE	01
HARRAHS ENTMT INC	COM		413619107	204	2900	SH	SOLE	01
HARTFORD FINL SVCS GROUP INC	COM		416515104	1561	18906	SH	SOLE	01
HASBRO INC	COM		418056107	530	28900	SH	SOLE	01
HAYES LEMMERZ INTL INC	COM NEW		420781304	88	29400	SH	SOLE	01
HEALTH MGMT ASSOC INC NEW	NOTE	1.500% 8/0	421933AF9	7651	7554000	PRN	SOLE	01
HEALTH NET INC	COM		42222G108	564	13100	SH	SOLE	01
HEALTHCARE RLTY TR	COM		421946104	320	10000	SH	SOLE	01
HESS CORP	COM		42809H107	405	8500	SH	SOLE	01
HEWLETT PACKARD CO	COM		428236103	457	14200	SH	SOLE	01
HEXCEL CORP NEW	COM		428291108	1178	75000	SH	SOLE	02
HILTON HOTELS CORP	NOTE	3.375% 4/1	432848AZ2	171	130000	PRN	SOLE	01
HOME DEPOT INC	COM		437076102	15279	426900	SH	SOLE	01
HOOPER HOLMES INC	COM		439104100	71	23746	SH	SOLE	01
HORACE MANN EDUCATORS CORP N	NOTE	1.425% 5/1	440327AG9	7	15000	PRN	SOLE	01
HOT TOPIC INC	COM		441339108	1001	87029	SH	SOLE	01
HOVNANIAN ENTERPRISES INC	CL A		442487203	1622	53800	SH	SOLE	01
HUMAN GENOME SCIENCES INC	NOTE	2.250%10/1	444903AK4	2225	2350000	PRN	SOLE	01
HUNTSMAN CORP	COM		447011107	1468	78280	SH	SOLE	01
ICOS CORP	NOTE	2.000% 7/0	449295AB0	10	12000	PRN	SOLE	01
IDEC PHARMACEUTICALS CORP	NOTE	2/1	449370AC9	1885	1000000	PRN	SOLE	01
IMCLONE SYS INC	COM		45245W109	282	7100	SH	SOLE	01
IMMUNOGEN INC	COM		45253H101	103	31900	SH	SOLE	01
INCO LTD	DBCV	1.000% 3/1	453258AT2	1685	800000	PRN	SOLE	01

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INCO LTD	NOTE	3/2	453258AM7	193	110300	PRN	SOLE	01
INNOVO GROUP INC	COM PAR \$0.01		457954600	33	50000	SH	SOLE	01
INSPIRE PHARMACEUTICALS INC	COM		457733103	93	20783	SH	SOLE	01
INTEGRATED SILICON SOLUTION	COM		45812P107	118	21800	SH	SOLE	01
INTEL CORP	COM		458140100	1160	63500	SH	SOLE	01
INTERNATIONAL GAME TECHNOLOG	COM		459902102	320	8600	SH	SOLE	01
INTERNATIONAL GAME TECHNOLOG	DBCV	1/2	459902AL6	10	13000	PRN	SOLE	01
INTERNATIONAL RECTIFIER CORP	NOTE	4.250% 7/1	460254AE5	10	10000	PRN	SOLE	01
INTERVIDEO INC	COM		46114Y101	97	10400	SH	SOLE	01
INTROGEN THERAPEUTICS INC	COM		46119F107	74	18512	SH	SOLE	01
INVITROGEN CORP	NOTE	1.500% 2/1	46185RAK6	888	1058000	PRN	SOLE	01
ISHARES INC	MSCI JAPAN		464286848	732	54438	SH	SOLE	01
ISHARES SILVER TRUST	ISHARES		46428Q109	215	2000	SH	SOLE	01
ISTA PHARMACEUTICALS INC	COM NEW		45031X204	110	16100	SH	SOLE	01
ITT INDS INC IND	COM		450911102	303	6000	SH	SOLE	01
JANUS CAP GROUP INC	COM		47102X105	371	21706	SH	SOLE	01
JOS A BANK CLOTHIERS INC	COM		480838101	1397	58291	SH	SOLE	02
JOY GLOBAL INC	COM		481165108	731	14150	SH	SOLE	01
JUNIPER NETWORKS INC	NOTE	6/1	48203RAC8	19365	19110000	PRN	SOLE	01
KB HOME	COM		48666K109	482	10000	SH	SOLE	01
KB HOME	COM		48666K109	600	120000	SH	CALL SOLE	02
KEANE INC	SDCV	2.000% 6/1	486665AB8	160	169000	PRN	SOLE	01
KEITHLEY INSTRS INC	COM		487584104	165	13100	SH	SOLE	01
KELLWOOD CO	DBCV	3.500% 6/1	488044AF5	900	1030000	PRN	SOLE	01
KERR MCGEE CORP	COM		492386107	1026	14800	SH	SOLE	01
KERZNER INTERNATIONAL LTD	SHS		P6065Y107	793	10000	SH	SOLE	02
KFX INC	COM		48245L107	4114	283555	SH	SOLE	01
KINDER MORGAN INC KANS	COM		49455P101	658	6600	SH	SOLE	01
KING PHARMACEUTICALS INC	COM		495582108	861	51900	SH	SOLE	01
KLA-TENCOR CORP	COM		482480100	570	13900	SH	SOLE	01
KNIGHT CAPITAL GROUP INC	CL A		499005106	170	11100	SH	SOLE	01
KOHL'S CORP	COM		500255104	20325	343800	SH	SOLE	02
KRISPY KREME DOUGHNUTS INC	COM		501014104	19678	2417500	SH	SOLE	02
L-3 COMMUNICATIONS CORP	DEBT	3.000% 8/0	502413AW7	407	410000	PRN	SOLE	01
L-3 COMMUNICATIONS HLDGS INC	COM		502424104	400	5400	SH	SOLE	01
LA BARGE INC	COM		502470107	138	11000	SH	SOLE	01
LABORATORY CORP AMER HLDGS	NOTE	9/1	50540RAC6	12374	15000000	PRN	SOLE	01
LAWSON SOFTWARE INC NEW	COM		52078P102	541	80850	SH	SOLE	01
LEADIS TECHNOLOGY INC	COM		52171N103	91	17498	SH	SOLE	01
LEGG MASON INC	COM		524901105	785	7844	SH	SOLE	01
LEHMAN BROS HLDGS INC	COM		524908100	2112	32522	SH	SOLE	01
LENNAR CORP	CL A		526057104	2173	48400	SH	SOLE	01
LENNAR CORP	CL A		526057104	308	140000	SH	CALL SOLE	02
LEUCADIA NATL CORP	NOTE	3.750% 4/1	527288AX2	5604	4064000	PRN	SOLE	01
LEVEL 3 COMMUNICATIONS INC	NOTE	3.500% 6/1	52729NBK5	5304	5250000	PRN	SOLE	01
LEVEL 3 COMMUNICATIONS INC	NOTE	5.250%12/1	52729NBF6	4147	3000000	PRN	SOLE	01
LIBBEY INC	COM		529898108	110	15400	SH	SOLE	01
LILLY ELI & CO	COM		532457108	464	8600	SH	SOLE	01
LIMITED BRANDS INC	COM		532716107	340	13000	SH	SOLE	01
LINCOLN NATL CORP IND	COM		534187109	341	6003	SH	SOLE	01
LINEAR TECHNOLOGY CORP	COM		535678106	478	14400	SH	SOLE	01
LOCKHEED MARTIN CORP	COM		539830109	253	3500	SH	SOLE	01
LOCKHEED MARTIN CORP	DBCV	8/1	539830AP4	160	140000	PRN	SOLE	01
LODGIAN INC	COM PAR \$.01		54021P403	145	10175	SH	SOLE	01
LONGVIEW FIBRE CO	COM		543213102	382	20000	SH	SOLE	02
LOUISIANA PAC CORP	COM		546347105	664	29000	SH	SOLE	01
LOWES COS INC	NOTE	0.861%10/1	548661CG0	852	787000	PRN	SOLE	01
LSI LOGIC CORP	COM		502161102	264	30000	SH	SOLE	01
LSI LOGIC CORP	NOTE	4.000%11/0	502161AG7	30	30000	PRN	SOLE	01
LTX CORP	COM		502392103	131	18400	SH	SOLE	01
LTX CORP	NOTE	4.250% 8/1	502392AE3	497	500000	PRN	SOLE	01
LYONDELL CHEMICAL CO	COM		552078107	219	9400	SH	SOLE	01

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MAIR HOLDINGS INC	COM		560635104	106	18200	SH	SOLE	01
MAJESCO ENTERTAINMENT CO	COM NEW		560690208	57	34674	SH	SOLE	01
MANOR CARE INC NEW	NOTE	2.125% 8/0	564055AM3	10043	9000000	PRN	SOLE	01
MANPOWER INC	COM		56418H100	272	4200	SH	SOLE	01
MARSHALL EDWARDS INC	COM		572322303	81	23618	SH	SOLE	01
MARTIN MARIETTA MATLS INC	COM		573284106	1527	18500	SH	SOLE	01
MASCO CORP	COM		574599106	7009	236400	SH	SOLE	01
MAVERICK TUBE CORP	COM		577914104	997	15800	SH	SOLE	01
MAXTOR CORP	NOTE	2.375% 8/1	577729AE6	688	500000	PRN	SOLE	01
MBIA INC	COM		55262C100	569	9958	SH	SOLE	01
MCCORMICK & CO INC	COM NON VTG		579780206	1685	50300	SH	SOLE	01
MCDONALDS CORP	COM		580135101	28382	818400	SH	SOLE	01
MCDONALDS CORP	COM		580135101	1002	200000	SH	CALL SOLE	02
MCGRAW HILL COS INC	COM		580645109	361	7100	SH	SOLE	01
MCKESSON CORP	COM		58155Q103	224	4700	SH	SOLE	01
MCMORAN EXPLORATION CO	NOTE	6.000% 7/0	582411AB0	180	140000	PRN	SOLE	01
MEDICIS PHARMACEUTICAL CORP	NOTE	1.500% 6/0	584690AB7	3260	3500000	PRN	SOLE	01
MEDIMMUNE INC	NOTE	1.000% 7/1	584699AE2	1193	1203000	PRN	SOLE	01
MEDTRONIC INC	COM		585055106	10200	205800	SH	SOLE	01
MEDTRONIC INC	DBCV	1.250% 9/1	585055AB2	49	50000	PRN	SOLE	01
MEDTRONIC INC	DBCV	1.250% 9/1	585055AD8	989	1000000	PRN	SOLE	01
MENS WEARHOUSE INC	NOTE	3.125%10/1	587118AC4	1275	1000000	PRN	SOLE	01
MERCK & CO INC	COM		589331107	372	10300	SH	SOLE	01
MEREDITH CORP	COM		589433101	1034	21200	SH	SOLE	01
MERRILL LYNCH & CO INC	COM		590188108	6467	93228	SH	SOLE	01
MERRILL LYNCH & CO INC	NOTE	3/1	590188W46	36616	33500000	PRN	SOLE	01
MFA MTG INVTS INC	COM		55272X102	70	10410	SH	SOLE	01
MICROSOFT CORP	COM		594918104	687	30300	SH	SOLE	01
MILLER INDS INC TENN	COM NEW		600551204	366	17200	SH	SOLE	01
MILLICOM INTL CELLULAR S A	SHS NEW		L6388F110	2660	59104	SH	SOLE	01
MILLIPORE CORP	COM		601073109	268	4000	SH	SOLE	01
MOLEX INC	COM		608554101	381	11300	SH	SOLE	01
MONSANTO CO NEW	COM		61166W101	368	4400	SH	SOLE	01
MONSTER WORLDWIDE INC	COM		611742107	327	7500	SH	SOLE	01
MOODYS CORP	COM		615369105	389	7406	SH	SOLE	01
MORGAN STANLEY	COM NEW		617446448	264	4231	SH	SOLE	01
MOVIE GALLERY INC	COM		624581104	104	17300	SH	SOLE	01
MURPHY OIL CORP	COM		626717102	339	6100	SH	SOLE	01
MYLAN LABS INC	COM		628530107	320	15400	SH	SOLE	01
NABORS INDS INC	NOTE	6/1	629568AL0	10645	10000000	PRN	SOLE	01
NABORS INDUSTRIES LTD	SHS		G6359F103	2463	71600	SH	SOLE	01
NANOGEN INC	COM		630075109	67	37300	SH	SOLE	01
NATIONAL HEALTHCARE CORP	COM		635906100	347	7800	SH	SOLE	02
NATIONAL SEMICONDUCTOR CORP	COM		637640103	510	21300	SH	SOLE	01
NATROL INC	COM		638789107	1312	601710	SH	SOLE	01
NAVARRA CORP	COM		639208107	86	17951	SH	SOLE	01
NAVISTAR INTL CORP NEW	COM		63934E108	415	15600	SH	SOLE	01
NCR CORP NEW	COM		62886E108	217	6100	SH	SOLE	01
NEKTAR THERAPEUTICS	NOTE	3.250% 9/2	640268AH1	2854	2500000	PRN	SOLE	01
NEOPHARM INC	COM		640919106	92	17717	SH	SOLE	01
NEUROGEN CORP	COM		64124E106	100	20000	SH	SOLE	01
NEW YORK & CO INC	COM		649295102	1917	196100	SH	SOLE	01
NEW YORK CMNTY BANCORP INC	COM		649445103	354	21300	SH	SOLE	01
NEWS CORP	CL A		65248E104	455	23901	SH	SOLE	01
NICOR INC	COM		654086107	390	9600	SH	SOLE	01
NITROMED INC	COM		654798503	93	20000	SH	SOLE	01
NOBLE CORPORATION	SHS		G65422100	542	7500	SH	SOLE	01
NORDSTROM INC	COM		655664100	230	6300	SH	SOLE	01
NORFOLK SOUTHERN CORP	COM		655844108	778	15200	SH	SOLE	01
NOVELLUS SYS INC	COM		670008101	501	20505	SH	SOLE	01
NUCOR CORP	COM		670346105	557	10900	SH	SOLE	01
NVIDIA CORP	COM		67066G104	805	36800	SH	SOLE	01

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OCCULOGIX INC	COM		67461T107	58	28201	SH	SOLE	01
OCWEN FINL CORP	NOTE	3.250% 8/0	675746AD3	474	400000	PRN	SOLE	01
ODYSSEY MARINE EXPLORATION I	COM		676118102	41	16933	SH	SOLE	01
OFFICE DEPOT INC	COM		676220106	292	7500	SH	SOLE	01
OFFICEMAX INC DEL	COM		67622P101	287	7000	SH	SOLE	01
OIL SVC HOLDRS TR	DEPOSTRY RCPT		678002106	7437	50132	SH	SOLE	01
OMI CORP	NOTE	2.875%12/0	670874AF3	341	375000	PRN	SOLE	01
OMNICARE CAP TR II	PFD B TR	4.00%	68214Q200	16816	267500	SH	SOLE	01
OMNICARE INC	COM		681904108	332	7000	SH	SOLE	02
OMNICARE INC	DBCV	3.250%12/1	681904AL2	9090	10259000	PRN	SOLE	01
OPEN SOLUTIONS INC	NOTE	1.467% 2/0	68371PAB8	122	200000	PRN	SOLE	01
OPENWAVE SYS INC	COM NEW		683718308	440	33600	SH	SOLE	01
OPTEUM INC	CL A		68384A100	107	12100	SH	SOLE	01
ORCHID CELLMARK INC	COM		68573C107	87	34180	SH	SOLE	01
ORIGEN FINL INC	COM		68619E208	103	16900	SH	SOLE	01
OSI RESTAURANT PARTNERS INC	COM		67104A101	22925	659100	SH	SOLE	01
OSI RESTAURANT PARTNERS INC	COM		67104A101	66	40000	SH	CALL SOLE	02
P A M TRANSN SVCS INC	COM		693149106	237	8700	SH	SOLE	01
PACIFIC SUNWEAR CALIF INC	COM		694873100	10356	577561	SH	SOLE	02
PACKETEER INC	COM		695210104	127	11200	SH	SOLE	01
PAINCARE HLDGS INC	COM		69562E104	43	22060	SH	SOLE	01
PANERA BREAD CO	CL A		69840W108	336	5000	SH	SOLE	02
PAR TECHNOLOGY CORP	COM		698884103	169	13100	SH	SOLE	01
PARAMETRIC TECHNOLOGY CORP	COM NEW		699173209	468	36500	SH	SOLE	01
PARKER HANNIFIN CORP	COM		701094104	545	7200	SH	SOLE	01
PER-SE TECHNOLOGIES INC	SDCV	3.250% 6/3	713569AB7	152	100000	PRN	SOLE	01
PEREGRINE PHARMACEUTICALS IN	COM		713661106	82	48969	SH	SOLE	01
PEROT SYS CORP	CL A		714265105	266	18200	SH	SOLE	01
PHOENIX TECHNOLOGY LTD	COM		719153108	115	25800	SH	SOLE	01
PIER 1 IMPORTS INC	COM		720279108	1410	201800	SH	SOLE	01
PINNACLE AIRL CORP	COM		723443107	102	14900	SH	SOLE	01
PIPER JAFFRAY COS	COM		724078100	323	5300	SH	SOLE	01
PIXELWORKS INC	COM		72581M107	85	33000	SH	SOLE	01
PLATINUM UNDERWRITER HLDGS L	PFD CONV SER A		G7127P142	213	7750	SH	SOLE	01
PMC-SIERRA INC	COM		69344F106	416	44800	SH	SOLE	01
PMI GROUP INC	DBCV	2.500% 7/1	69344MAE1	5271	5000000	PRN	SOLE	01
PNC FINL SVCS GROUP INC	COM		693475105	290	4207	SH	SOLE	01
PORTLAND GEN ELEC CO	COM NEW		736508847	7264	258518	SH	SOLE	01
PRAXAIR INC	COM		74005P104	305	5700	SH	SOLE	01
PRG-SCHULTZ INTERNATIONAL IN	COM		69357C107	20	50000	SH	SOLE	01
PRICE T ROWE GROUP INC	COM		74144T108	535	14508	SH	SOLE	01
PRINCIPAL FINANCIAL GROUP IN	COM		74251V102	561	10308	SH	SOLE	01
PROLOGIS	SH BEN INT		743410102	238	4706	SH	SOLE	01
PULTE HOMES INC	COM		745867101	2244	76900	SH	SOLE	01
QLT INC	NOTE	3.000% 9/1	746927AB8	5039	5500000	PRN	SOLE	01
QUALCOMM INC	COM		747525103	367	8600	SH	SOLE	01
QUANTA SVCS INC	SDCV	4.500%10/0	74762EAC6	222	139000	PRN	SOLE	01
QUANTUM CORP	NOTE	4.375% 8/0	747906AE5	52	55000	PRN	SOLE	01
QUIKSILVER INC	COM		74838C106	303	24900	SH	SOLE	02
R H DONNELLEY CORP	COM NEW		74955W307	211	3900	SH	SOLE	01
RADIAN GROUP INC	COM		750236101	255	4200	SH	SOLE	01
RADIOSHACK CORP	COM		750438103	3006	213400	SH	SOLE	01
RAYMOND JAMES FINANCIAL INC	COM		754730109	204	7100	SH	SOLE	01
RAYTHEON CO	COM NEW		755111507	245	5500	SH	SOLE	01
RED HAT INC	DBCV	0.500% 1/1	756577AB8	1068	1000000	PRN	SOLE	01
RED ROBIN GOURMET BURGERS IN	COM		75689M101	7448	175000	SH	SOLE	02
REGENT COMMUNICATIONS INC DE	COM		758865109	112	28300	SH	SOLE	01
REINSURANCE GROUP AMER INC	COM		759351109	225	4700	SH	SOLE	01
RENT WAY INC	COM		76009U104	78	10700	SH	SOLE	01
REPUBLIC COS GROUP INC	COM		760349100	166	10000	SH	SOLE	01
REVLON INC	CL A		761525500	171	120282	SH	SOLE	01
RHODIA	SPONSORED ADR		762397107	1611	653000	SH	SOLE	01

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ROBBINS & MYERS INC	NOTE	8.000%	1/3	770196AB9	2109	2036000	PRN	SOLE	01
ROCKWELL AUTOMATION INC	COM			773903109	386	5700	SH	SOLE	01
ROCKWOOD HLDGS INC	COM			774415103	204	8700	SH	SOLE	01
ROWAN COS INC	COM			779382100	312	8700	SH	SOLE	01
ROYAL CARIBBEAN CRUISES LTD	COM			V7780T103	691	18000	SH	SOLE	01
ROYAL CARIBBEAN CRUISES LTD	NOTE		5/1	780153AM4	62	100000	PRN	SOLE	01
RTI INTL METALS INC	COM			74973W107	1594	26132	SH	SOLE	01
RURAL / METRO CORP	COM			781748108	71	10115	SH	SOLE	01
RYANS RESTAURANT GROUP INC	COM			783520109	3007	252400	SH	SOLE	01
RYERSON INC	NOTE	3.500%	11/0	78375PAD9	5235	4000000	PRN	SOLE	01
SANDISK CORP	COM			80004C101	255	4900	SH	SOLE	01
SANDISK CORP	NOTE	1.000%	5/1	80004CAC5	3793	4031000	PRN	SOLE	01
SANMINA SCI CORP	COM			800907107	281	60700	SH	SOLE	01
SCHEIN HENRY INC	NOTE	3.000%	8/1	806407AB8	5836	5000000	PRN	SOLE	01
SCHERING PLOUGH CORP	COM			806605101	232	12000	SH	SOLE	01
SCHLUMBERGER LTD	DBCV	1.500%	6/0	806857AC2	4210	2314000	PRN	SOLE	01
SCHLUMBERGER LTD	DBCV	2.125%	6/0	806857AD0	1002	595000	PRN	SOLE	01
SCI SYS INC	NOTE	3.000%	3/1	783890AF3	2477	2535000	PRN	SOLE	01
SCOTTISH ANNUITY & LIFE HLDG	NOTE	4.500%	12/0	81013RAC9	8135	8000000	PRN	SOLE	01
SCOTTISH RE GROUP LTD	ORD			G7885T104	514	30000	SH	SOLE	01
SEALED AIR CORP NEW	COM			81211K100	547	10700	SH	SOLE	01
SEARS HLDGS CORP	COM			812350106	1503	9690	SH	SOLE	01
SEATTLE GENETICS INC	COM			812578102	98	22245	SH	SOLE	01
SELECT SECTOR SPDR TR	SBI CONS STPLS			81369Y308	740	30700	SH	SOLE	01
SELECT SECTOR SPDR TR	SBI HEALTHCARE			81369Y209	638	21400	SH	SOLE	01
SELECT SECTOR SPDR TR	SBI INT-ENERGY			81369Y506	558	10000	SH	SOLE	01
SELECT SECTOR SPDR TR	SBI INT-FINL			81369Y605	1733	54000	SH	SOLE	01
SELECT SECTOR SPDR TR	SBI INT-TECH			81369Y803	458	22800	SH	SOLE	01
SEMICONDUCTOR HLDRS TR	DEP RCPT			816636203	1061	32992	SH	SOLE	01
SERVICE CORP INTL	COM			817565104	88	11000	SH	SOLE	01
SFBC INTL INC	NOTE	2.250%	8/1	784121AB1	232	275000	PRN	SOLE	01
SHIRE PLC	SPONSORED ADR			82481R106	1492	33757	SH	SOLE	01
SHOE PAVILION INC	COM			824894109	286	39505	SH	SOLE	02
SIGMATEL INC	COM			82661W107	99	25800	SH	SOLE	01
SINA CORP	NOTE		7/1	82922RAB9	6737	6000000	PRN	SOLE	01
SIRIUS SATELLITE RADIO INC	NOTE	2.500%	2/1	82966UAC7	66	58000	PRN	SOLE	01
SIX FLAGS INC	COM			83001P109	850	140200	SH	SOLE	01
SKYWORKS SOLUTIONS INC	NOTE	4.750%	11/1	83088MAB8	296	296000	PRN	SOLE	01
SLM CORP	DBCV		7/2	78442PAC0	5066	5000000	PRN	SOLE	01
SMUCKER J M CO	COM NEW			832696405	284	6400	SH	SOLE	01
SNAP ON INC	COM			833034101	322	7800	SH	SOLE	01
SOMANETICS CORP	COM NEW			834445405	266	14400	SH	SOLE	01
SPATIALIGHT INC	COM			847248101	102	46500	SH	SOLE	01
SPDR TR	UNIT SER 1			78462F103	106165	845730	SH	SOLE	01
SPECTRALINK CORP	COM			847580107	135	16200	SH	SOLE	01
SPRINT NEXTEL CORP	COM FON			852061100	378	19100	SH	SOLE	01
ST JOE CO	COM			790148100	4654	100000	SH	SOLE	02
ST JOE CO	COM			790148100	295	95300	SH	CALL SOLE	02
STANLEY WKS	COM			854616109	219	4700	SH	SOLE	01
STAR SCIENTIFIC INC	COM			85517P101	72	28978	SH	SOLE	01
STATE STR CORP	COM			857477103	640	10808	SH	SOLE	01
STEMCELLS INC	COM			85857R105	53	27218	SH	SOLE	01
STONE ENERGY CORP	COM			861642106	1420	30500	SH	SOLE	02
STRATAGENE CORP	COM			86269H107	96	16500	SH	SOLE	01
STREETTRACKS GOLD TR	GOLD SHS			863307104	1156	19000	SH	SOLE	01
STURM RUGER & CO INC	COM			864159108	83	14000	SH	SOLE	01
SUNCOM WIRELESS HLDGS INC	CL A			86722Q108	62	40000	SH	SOLE	01
SUNOCO INC	COM			86764P109	477	7400	SH	SOLE	01
SUNRISE SENIOR LIVING INC	COM			86768K106	662	24100	SH	SOLE	01
SUNTERRA CORP	COM NEW			86787D208	141	13900	SH	SOLE	01
SUPERVALU INC	COM			868536103	234	7754	SH	SOLE	01
SUPERVALU INC	NOTE		11/0	868536AP8	5472	16744000	PRN	SOLE	01

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SUPPORTSOFT INC	COM		868587106	100	26500	SH	SOLE	01
SWIFT TRANSN CO	COM		870756103	561	19100	SH	SOLE	01
SYCAMORE NETWORKS INC	COM		871206108	44	10200	SH	SOLE	01
SYMBOL TECHNOLOGIES INC	COM		871508107	152	13100	SH	SOLE	01
TELKONET INC	COM		879604106	36	11321	SH	SOLE	01
TELLABS INC	COM		879664100	352	24300	SH	SOLE	01
TEMPLE INLAND INC	COM		879868107	380	9300	SH	SOLE	01
TERCICA INC	COM		88078L105	136	27100	SH	SOLE	01
TEREX CORP NEW	COM		880779103	4303	47002	SH	SOLE	01
TEVA PHARMACEUTICAL FIN CO B	NOTE	1.750% 2/0	88165FAA0	4034	4425000	PRN	SOLE	01
TEVA PHARMACEUTICAL FIN II L	DBCV	0.250% 2/0	88164RAB3	4864	4848000	PRN	SOLE	01
TEVA PHARMACEUTICAL FIN LLC	DBCV	0.250% 2/0	88163VAE9	18238	19000000	PRN	SOLE	01
TEVA PHARMACEUTICAL INDS LTD	ADR		881624209	692	21856	SH	SOLE	01
THERMO ELECTRON CORP	SDCV	3.250%11/0	883556AJ1	691	691000	PRN	SOLE	01
THRESHOLD PHARMACEUTICAL INC	COM		885807107	44	12623	SH	SOLE	01
TOO INC	COM		890333107	1033	26700	SH	SOLE	01
TOPPS INC	COM		890786106	3729	453700	SH	SOLE	01
TRAFFIC COM INC	COM		892717109	79	14866	SH	SOLE	01
TRANS WORLD ENTMT CORP	COM		89336Q100	93	13060	SH	SOLE	01
TREEHOUSE FOODS INC	COM		89469A104	325	13100	SH	SOLE	01
TRI VY CORP	COM		895735108	81	11835	SH	SOLE	01
TRIAD HOSPITALS INC	COM		89579K109	281	7100	SH	SOLE	01
TRIBUNE CO NEW	COM		896047107	689	22100	SH	SOLE	01
TRINITY INDS INC	NOTE	3.875% 6/0	896522AF6	503	500000	PRN	SOLE	01
TRIPLE CROWN MEDIA INC	COM		89675K102	108	12940	SH	SOLE	01
TRM CORP	COM		872636105	103	15400	SH	SOLE	01
TYCO INTL LTD NEW	NOTE	11/1	902124AC0	10	14000	PRN	SOLE	01
UBS AG	NAMEN AKT		H8920M855	768	1500	SH	SOLE	01
ULTRALIFE BATTERIES INC	COM		903899102	106	10800	SH	SOLE	01
UNICA CORP	COM		904583101	132	14100	SH	SOLE	01
UNION PAC CORP	COM		907818108	500	5600	SH	SOLE	01
UNISYS CORP	COM		909214108	75	11400	SH	SOLE	01
UNITED INDL CORP	NOTE	3.750% 9/1	910671AB2	8757	6300000	PRN	SOLE	01
UNITED RENTALS NORTH AMER IN	NOTE	1.875%10/1	911365AH7	31	20000	PRN	SOLE	01
UNITED STATES STL CORP NEW	COM		912909108	309	4700	SH	SOLE	01
UNITED SURGICAL PARTNERS INT	COM		913016309	241	8000	SH	SOLE	02
UNITED TECHNOLOGIES CORP	COM		913017109	222	3600	SH	SOLE	01
UNITEDHEALTH GROUP INC	COM		91324P102	2685	60835	SH	SOLE	01
UNIVISION COMMUNICATIONS INC	CL A		914906102	1556	46522	SH	SOLE	01
VAALCO ENERGY INC	COM NEW		91851C201	77	10968	SH	SOLE	01
VALENCE TECHNOLOGY INC	COM		918914102	50	27903	SH	SOLE	01
VALERO ENERGY CORP NEW	COM		91913Y100	388	5900	SH	SOLE	01
VECTOR GROUP LTD	COM		92240M108	78954	4858950	SH	SOLE	01
VECTOR GROUP LTD	NOTE	5.000%11/1	92240MAE8	253	216000	PRN	SOLE	01
VECTOR GROUP LTD	NOTE	6.250% 7/1	92240MAC2	4938	5000000	PRN	SOLE	02
VEECO INSTRS INC DEL	NOTE	4.125%12/2	922417AB6	482	500000	PRN	SOLE	01
VIACELL INC	COM		92554J105	97	23600	SH	SOLE	01
VISHAY INTERTECHNOLOGY INC	COM		928298108	240	15100	SH	SOLE	01
VITESSE SEMICONDUCTOR CORP	COM		928497106	90	64120	SH	SOLE	01
VNUS MED TECHNOLOGIES INC	COM		928566108	106	13400	SH	SOLE	01
VULCAN MATLS CO	COM		929160109	445	5900	SH	SOLE	01
WALGREEN CO	COM		931422109	1211	27500	SH	SOLE	01
WATSON PHARMACEUTICALS INC	COM		942683103	251	10100	SH	SOLE	01
WATSON PHARMACEUTICALS INC	DBCV	1.750% 3/1	942683AC7	3580	4018000	PRN	SOLE	01
WELLMAN INC	COM		949702104	58	14500	SH	SOLE	01
WENDYS INTL INC	COM		950590109	5841	100200	SH	SOLE	01
WESTELL TECHNOLOGIES INC	CL A		957541105	91	44400	SH	SOLE	01
WESTERN DIGITAL CORP	COM		958102105	206	10500	SH	SOLE	01
WESTWOOD ONE INC	COM		961815107	300	40000	SH	SOLE	02
WET SEAL INC	CL A		961840105	58	12600	SH	SOLE	01
WEYERHAEUSER CO	COM		962166104	378	6300	SH	SOLE	01
WHIRLPOOL CORP	COM		963320106	360	4200	SH	SOLE	01

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WHOLE FOODS MKT INC	COM		966837106	1044	16500	SH	SOLE	01
WILSON GREATBATCH TECHNOLOGI	SDCV	2.250% 6/1	972232AB8	1782	2045000	PRN	SOLE	01
WILSONS THE LEATHER EXPERTS	COM		972463103	98	25567	SH	SOLE	01
WORLDSPACE INC	CL A		981579105	87	25500	SH	SOLE	01
WPT ENTERPRISES INC	COM		98211W108	114	20200	SH	SOLE	01
WYNN RESORTS LTD	DBCV	6.000% 7/1	983134AB3	1725	558000	PRN	SOLE	01
XENOGEN CORP	COM		98410R108	82	27119	SH	SOLE	01
XL CAP LTD	CL A		G98255105	203	3205	SH	SOLE	01
YAHOO INC	COM		984332106	699	22548	SH	SOLE	01
YUM BRANDS INC	COM		988498101	2595	51600	SH	SOLE	01 0
ZALE CORP NEW	COM		988858106	8217	341100	SH	SOLE	01 0
ZIMMER HLDGS INC	COM		98956P102	897	15800	SH	SOLE	01
ZIPREALTY INC	COM		98974V107	116	14100	SH	SOLE	01