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BP PLC  
Form 13F-HR  
February 04, 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: December 31, 2004

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: BP p.l.c.  
Address: 1 St James's Square  
London SW1Y 4PD  
England

Form 13F File Number: 28-05353

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: Dr. Byron E. Grote  
Title: Chief Financial Officer and Executive Director  
Phone: 020 7496 4263

Signature, Place, and Date of Signing:

/s/ Byron Grote                      London, UK                      2nd February 2005  
-----  
[Signature]                      [City,State]                      [Date]

Report Type (Check only one.):

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

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

[ ] 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).)

List of Other Managers Reporting for this Manager:

Form 13F File Number                      Name

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28-\_\_\_\_\_

Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 1  
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Form 13F Information Table Entry Total: 384  
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Form 13F Information Table Value Total: \$ 1,197,244  
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(thousands)

List of Other Included Managers:

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

No.	Form 13F File Number	Name
01	28-05357	BP Investment Management Limited

BP P.L.C.  
FORM 13F INFORMATION TABLE  
DECEMBER 31, 2004

ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES /PRN AMT	SH/ PRN	INVESTMENT DISCRETION	MANAGERS
3M	COM	88579Y101	6566	80000	SH	DEFINED	01
ABBOTT LABORATORIES	COM	002824100	8164	175000	SH	DEFINED	01
ACCENTURE	COM	G1150G111	405	15000	SH	DEFINED	01
ACE LTD	COM	G0070K103	1283	30000	SH	DEFINED	01
ADOBE SYS	COM	00724F101	1882	30000	SH	DEFINED	01
AES CORP	COM	00130H105	820	60000	SH	DEFINED	01
AETNA	COM	00817Y108	2246	18000	SH	DEFINED	01
AFFILIATED COMPUTER SERVICES	COM	008190100	843	14000	SH	DEFINED	01
AFLAC	COM	001055102	2092	52500	SH	DEFINED	01
AGILENT TECHNOLOGIES	COM	00846U101	1205	50000	SH	DEFINED	01
AIR PRODUCTS & CHEMS	COM	009158106	1449	25000	SH	DEFINED	01
ALBERTSONS	COM	013104104	836	35000	SH	DEFINED	01
ALCOA	COM	013817101	2765	88000	SH	DEFINED	01
ALLEGHENY ENERGY	COM	017361106	788	40000	SH	DEFINED	01
ALLEGHENY TECHNOLOGIES	COM	01741R102	217	10000	SH	DEFINED	01
ALLOS THERAPEUTICS COM STK USD	COM	019777101	106	44172	SH	SOLE	

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ALLSTATE	COM	020002101	4396	85000	SH	DEFINED	01
ALLTEL	COM	020039103	1939	33000	SH	DEFINED	01
ALTERA	COM	021441100	828	40000	SH	DEFINED	01
ALTRIA	COM	02209S103	13137	215000	SH	DEFINED	01
AMBAC FINANCIAL GRP	COM	023139108	821	10000	SH	DEFINED	01
AMER ELEC POWER	COM	025537101	1374	40000	SH	DEFINED	01
AMEREN	COM	023608102	1003	20000	SH	DEFINED	01
AMERICA MOVIL A ADR	ADR	02364W204	5222	100000	SH	DEFINED	01
AMERICA MOVIL L ADR	ADR	02364W105	3298	63000	SH	DEFINED	01
AMERICAN EXPRESS	COM	025816109	9019	160000	SH	DEFINED	01
AMERICAN INTL GROUP	COM	026874107	17534	267000	SH	DEFINED	01
AMERICAN POWER CONVERSION	COM	029066107	428	20000	SH	DEFINED	01
AMGEN	COM	031162100	9719	151500	SH	DEFINED	01
AMSOUTH BANCORP	COM	032165102	907	35000	SH	DEFINED	01
ANADARKO PETROLEUM	COM	032511107	1620	25000	SH	DEFINED	01
ANALOG DEVICES	COM	032654105	1477	40000	SH	DEFINED	01
ANHEUSER BUSCH COM \$US1	COM	035229103	5323	104920	SH	DEFINED	01
APACHE	COM	037411105	2124	42000	SH	DEFINED	01
APPLE COMPUTER	COM	037833100	3220	50000	SH	DEFINED	01
APPLERA CORP-APPLIED BIOSYS	COM	038020103	418	20000	SH	DEFINED	01
APPLIED MATERIALS	COM	038222105	3129	183000	SH	DEFINED	01
APPOLLO	COM	037604105	1533	19000	SH	DEFINED	01
ARACRUZ CELLULOSA - ADR	ADR	038496204	377	10000	SH	DEFINED	01
AT & T COMCAST ' A '	COM	20030N101	6656	200000	SH	DEFINED	01
AT & T CORP	COM	001957505	1580	82909	SH	DEFINED	01
AUTO DATA PROCESS	COM	053015103	2705	61000	SH	DEFINED	01
AUTODESK	COM	052769106	949	25000	SH	DEFINED	01
AVAYA COM	COM	053499109	1032	60000	SH	DEFINED	01
AVON PRODUCTS	COM	054303102	1935	50000	SH	DEFINED	01
BAKBONE SOFTWARE ICOM NPV	COM	057101107	81	87949	SH	SOLE	
BAKER HUGHES	COM	057224107	2240	52500	SH	DEFINED	01
BANCO ITAU ADR	ADR	059602201	714	9500	SH	DEFINED	01
BANK OF AMERICA	COM	060505104	20441	435000	SH	DEFINED	01
BANK OF NEW YORK COM	COM	064057102	2674	80000	SH	DEFINED	01
BAXTER INTERNATIONAL	COM	071813109	2159	62500	SH	DEFINED	01
BB&T	COM	054937107	2103	50000	SH	DEFINED	01
BECTON DICKINSON	COM	075887109	1420	25000	SH	DEFINED	01
BED BATH & BEYOND	COM	075896100	1593	40000	SH	DEFINED	01
BELLSOUTH	COM	079860102	5141	185000	SH	DEFINED	01
BEST BUY	COM	086516101	2822	47500	SH	DEFINED	01
BIOGEN IDEC PHARMACEUTICAL	COM	09062X103	2498	37500	SH	DEFINED	01
BLACK & DECKER COM	COM	091797100	1987	22500	SH	DEFINED	01
BMC SOFTWARE	COM	055921100	428	23000	SH	DEFINED	01
BOEING	COM	097023105	4297	83000	SH	DEFINED	01
BOSTON SCIENTIFIC	COM	101137107	3306	93000	SH	DEFINED	01
BRADESCO - ADR	ADR	059460303	338	13500	SH	DEFINED	01
BRAZIL TELECOM	COM	105530109	477	12500	SH	DEFINED	01
BRISTOL MYERS SQUIBB	COM	110122108	5124	200000	SH	DEFINED	01
BROADCOM CL A	COM	111320107	1033	32000	SH	DEFINED	01
BURLINGTON NTH SANTA	COM	12189T104	2886	61000	SH	DEFINED	01
BURLINGTON RESOURCES	COM	122014103	2610	60000	SH	DEFINED	01
BUTTERFIELD FD MGR THAI EURO	COM	335020905	1227	67500	SH	DEFINED	01
CALPINE	COM	131347106	158	40000	SH	DEFINED	01
CAPITAL ONE	COM	14040H105	2189	26000	SH	DEFINED	01
CARDINAL HEALTH	COM	14149Y108	2617	45000	SH	DEFINED	01
CAREMARK	COM	141705103	1774	45000	SH	DEFINED	01
CARNIVAL CORP	COM	143658300	3746	65000	SH	DEFINED	01
CARSO GLB TEL ADR (2 ORD)	ADR	14574P101	570	160000	SH	DEFINED	01
CATERPILLAR	COM	149123101	3364	34500	SH	DEFINED	01
CEMEX ADR PART CER(5 CPO)	ADR	151290889	4735	130000	SH	DEFINED	01
CEMIG ADR	ADR	204409601	491	20000	SH	DEFINED	01
CENDANT	COM	151313103	2782	119000	SH	DEFINED	01

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CENTERPOINT ENERGY	COM	15189T107	859	76000	SH	DEFINED	01
CHEVRON TEXACO	COM	166764100	11552	220000	SH	DEFINED	01
CHIRON	COM	170040109	800	24000	SH	DEFINED	01
CHUBB	COM	171232101	1538	20000	SH	DEFINED	01
CIA SIDERURGICA NACL - SP ADR	ADR	20440W105	382	20000	SH	DEFINED	01
CIENA	COM	171779101	167	50000	SH	DEFINED	01
CIGNA	COM	125509109	2202	27000	SH	DEFINED	01
CINERGY	COM	172474108	916	22000	SH	DEFINED	01
CINTAS	COM	172908105	702	16000	SH	DEFINED	01
CISCO SYS	COM	17275R102	13800	715000	SH	DEFINED	01
CITIGRP	COM	172967101	28892	599669	SH	DEFINED	01
CITIZENS COMMUNICATIONS	COM	17453B101	731	53000	SH	DEFINED	01
CITRIX	COM	177376100	491	20000	SH	DEFINED	01
CLEAR CHANNEL COMM	COM	184502102	1842	55000	SH	DEFINED	01
COCA COLA	COM	191216100	10408	250000	SH	DEFINED	01
COCA COLA ENTERPRISES	COM	191219104	990	47500	SH	DEFINED	01
COHN & STEERS ETF	COM	464287564	4771	35000	SH	DEFINED	01
COLGATE-PALMOLIVE	COM	194162103	2865	56000	SH	DEFINED	01
COMERICA	COM	200340107	1342	22000	SH	DEFINED	01
COMP ASSOC INTL	COM	204912109	1895	61000	SH	DEFINED	01
COMPANHIA DE VALE RIODOCE ADR	ADR	204412209	1741	60000	SH	DEFINED	01
COMPUTER SCIENCES	COM	205363104	1691	30000	SH	DEFINED	01
COMVERSE TECHNOLOGY	COM	205862402	489	20000	SH	DEFINED	01
CONAGRA	COM	205887102	1414	48000	SH	DEFINED	01
CONOCOPHILLIPS	COM	20825C104	6955	80100	SH	DEFINED	01
CONS EDISON NY COM	COM	209115104	875	20000	SH	DEFINED	01
CORNING	COM	219350105	1589	135000	SH	DEFINED	01
COSTCO WHOLESALE	COM	22160K105	2178	45000	SH	DEFINED	01
COUNTRYWIDE FINANCIAL	COM	222372104	2221	60000	SH	DEFINED	01
CSX	COM	126408103	962	24000	SH	DEFINED	01
CUMMINS ENGINE	COM	231021106	419	5000	SH	DEFINED	01
CVS	COM	126650100	2254	50000	SH	DEFINED	01
DANAHER	COM	235851102	1493	26000	SH	DEFINED	01
DEERE & CO	COM	244199105	1934	26000	SH	DEFINED	01
DELL INC	COM	24702R101	10704	254000	SH	DEFINED	01
DELPHI AUTO SYSTEMS	COM	247126105	541	60000	SH	DEFINED	01
DEVON ENERGY	COM	25179M103	2530	65000	SH	DEFINED	01
DISNEY(WALT)	COM	254687106	6533	235000	SH	DEFINED	01
DOLLAR GENERAL COM	COM	256669102	1246	60000	SH	DEFINED	01
DOMINION RESOURCES	COM	25746U109	1761	26000	SH	DEFINED	01
DOVER CORP	COM	260003108	839	20000	SH	DEFINED	01
DOW CHEMICAL	COM	260543103	4783	96600	SH	DEFINED	01
DSL.NET INC COM STK USD0.0005	COM	262506108	378	1717021	SH	SOLE	
DTE ENERGY	COM	233331107	604	14000	SH	DEFINED	01
DU PONT (EI) DE NEMOURS	COM	263534109	5150	105000	SH	DEFINED	01
DUKE ENERGY	COM	264399106	2419	95500	SH	DEFINED	01
EASTMAN KODAK	COM	277461109	968	30000	SH	DEFINED	01
EATON CORP	COM	278058102	2098	29000	SH	DEFINED	01
EBAY	COM	278642103	7674	66000	SH	DEFINED	01
ECOLAB INC	COM	278865100	1405	40000	SH	DEFINED	01
EDISON INTERNATIONAL	COM	281020107	1169	36500	SH	DEFINED	01
EL PASO	COM	28336L109	780	75000	SH	DEFINED	01
ELECTRONIC ARTS	COM	285512109	1850	30000	SH	DEFINED	01
ELECTRONIC DATA SYST COM	COM	285661104	1201	52000	SH	DEFINED	01
EMC	COM	268648102	3866	260000	SH	DEFINED	01
EMERSON ELEC	COM	291011104	2804	40000	SH	DEFINED	01
ENGELHARD	COM	292845104	460	15000	SH	DEFINED	01
ENTERGY	COM	29364G103	2366	35000	SH	DEFINED	01
EOG RESOURCES	COM	26875P101	1427	20000	SH	DEFINED	01
EXELON	COM	30161N101	3526	80000	SH	DEFINED	01
EXPRESS SCRIPTS	COM	302182100	612	8000	SH	DEFINED	01
EXXON MOBIL	COM	30231G102	35369	690000	SH	DEFINED	01

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FANNIE MAE	COM	313586109	6231	87500	SH	DEFINED	01
FEDERATED DEPT STORES	COM	31410H101	1156	20000	SH	DEFINED	01
FEDEX	COM	31428X106	3201	32500	SH	DEFINED	01
FIFTH THIRD BANCORP	COM	316773100	2600	55000	SH	DEFINED	01
FIRST DATA	COM	319963104	3786	89000	SH	DEFINED	01
FIRST ENERGY	COM	337932107	1343	34000	SH	DEFINED	01
FISERV	COM	337738108	1206	30000	SH	DEFINED	01
FLUOR	COM	343412102	491	9000	SH	DEFINED	01
FOMENTO MEXACDR(1B2DB2DL)	ADR	344419106	2104	40000	SH	DEFINED	01
FORD MOTOR (NEW)	COM	345370860	2489	170000	SH	DEFINED	01
FOREST LABS	COM	345838106	2243	50000	SH	DEFINED	01
FPL GROUP	COM	302571104	1495	20000	SH	DEFINED	01
FRANKLIN RESOURCES	COM	354613101	2159	31000	SH	DEFINED	01
FREDDIE MAC	COM	313400301	4827	65500	SH	DEFINED	01
FREPORT MCMORAN COPPER	COM	35671D857	1185	31000	SH	DEFINED	01
FREESCALE SEMI CONDUCTOR	COM	35687M206	753	41000	SH	DEFINED	01
GANNETT	COM	364730101	3268	40000	SH	DEFINED	01
GAP	COM	364760108	2218	105000	SH	DEFINED	01
GEDEON RICHTER GDR	GDR	368467205	2728	22000	SH	DEFINED	01
GENERAL DYNAMICS	COM	369550108	2092	20000	SH	DEFINED	01
GENERAL ELECTRIC	COM	369604103	39968	1095000	SH	DEFINED	01
GENERAL MILLS	COM	370334104	2486	50000	SH	DEFINED	01
GENERAL MOTORS COM	COM	370442105	1903	47500	SH	DEFINED	01
GENUINE PARTS	COM	372460105	573	13000	SH	DEFINED	01
GENZYME	COM	372917104	1452	25000	SH	DEFINED	01
GEORGIA PACIFIC	COM	373298108	1349	36000	SH	DEFINED	01
GERDAU - ADR	ADR	373737105	180	10000	SH	DEFINED	01
GILEAD SCIENCES	COM	375558103	1540	44000	SH	DEFINED	01
GILLETTE	COM	375766102	4478	100000	SH	DEFINED	01
GOLDEN WEST FINL	COM	381317106	2457	40000	SH	DEFINED	01
GOLDMAN SACHS	COM	38141G104	5826	56000	SH	DEFINED	01
GPO CARSO ADR (2 A1)	ADR	400485207	1077	100000	SH	DEFINED	01
GPO TELE GDR (2 PTG CERT)	GDR	40049J206	2723	45000	SH	DEFINED	01
GRAINGER WW INC	COM	384802104	633	9500	SH	DEFINED	01
GUIDANT SHS	COM	401698105	2307	32000	SH	DEFINED	01
H & R BLOCK	COM	093671105	882	18000	SH	DEFINED	01
HALLIBURTON	COM	406216101	2551	65000	SH	DEFINED	01
HARLEY DAVIDSON	COM	412822108	2339	38500	SH	DEFINED	01
HARRAH'S ENTERTAINMENT	COM	413619107	769	11500	SH	DEFINED	01
HARTFORD FINL SERV	COM	416515104	2079	30000	SH	DEFINED	01
HASBRO	COM	418056107	388	20000	SH	DEFINED	01
HCA	COM	404119109	2378	59500	SH	DEFINED	01
HEALTH MANAGEMENT ASSOCIATES	COM	421933102	682	30000	SH	DEFINED	01
HEINZ (HJ)	COM	423074103	2047	52500	SH	DEFINED	01
HELLENIC TELE ADR (OTE)	ADR	423325307	244	27778	SH	DEFINED	01
HERSHEY	COM	427866108	1555	28000	SH	DEFINED	01
HEWLETT PACKARD	COM	428236103	6438	307000	SH	DEFINED	01
HILTON HOTELS	COM	432848109	1137	50000	SH	DEFINED	01
HOME DEPOT	COM	437076102	10258	240000	SH	DEFINED	01
HONEYWELL INTL COM \$US1	COM	438516106	2921	82500	SH	DEFINED	01
HOSPIRA	COM	441060100	553	16500	SH	DEFINED	01
ILLINOIS TOOL WKS	COM	452308109	3197	34500	SH	DEFINED	01
IMS HEALTH	COM	449934108	696	30000	SH	DEFINED	01
INGERSOLL RAND CL A	COM	G4776G101	1526	19000	SH	DEFINED	01
INTEL	COM	458140100	15613	667500	SH	DEFINED	01
INTERNATIONAL PAPER	COM	460146103	1764	42000	SH	DEFINED	01
INTL BUSINESS MACHN	COM	459200101	17104	173500	SH	DEFINED	01
INTUIT	COM	461202103	880	20000	SH	DEFINED	01
IONA TECH ADR (1 ORD)	ADR	46206P109	328	65000	SH	DEFINED	01
ITT INDUSTRIES	COM	450911102	1689	20000	SH	DEFINED	01
JABIL CIRCUIT	COM	466313103	767	30000	SH	DEFINED	01
JC PENNEY	COM	708160106	1076	26000	SH	DEFINED	01

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JDS UNIPHASE	COM	46612J101	444	140000	SH	DEFINED	01
JOHNSON & JOHNSON	COM	478160104	19343	305000	SH	DEFINED	01
JOHNSON CONTROLS	COM	478366107	1903	30000	SH	DEFINED	01
JP MORGAN CHASE COM	COM	46625H100	13962	357900	SH	DEFINED	01
KB HOME	COM	48666K109	522	5000	SH	DEFINED	01
KELLOGG	COM	487836108	2233	50000	SH	DEFINED	01
KERR MCGEE	COM	492386107	867	15000	SH	DEFINED	01
KEYCORP	COM	493267108	1526	45000	SH	DEFINED	01
KIMBERLY CLARK COM	COM	494368103	3159	48000	SH	DEFINED	01
KLA TENCOR	COM	482480100	978	21000	SH	DEFINED	01
KOHL'S	COM	500255104	1721	35000	SH	DEFINED	01
KROGER	COM	501044101	1351	77000	SH	DEFINED	01
LEHMAN BROS HDG	COM	524908100	3149	36000	SH	DEFINED	01
LEXMARK INTERNATIONAL	COM	529771107	1275	15000	SH	DEFINED	01
LILLY (ELI) & CO	COM	532457108	6526	115000	SH	DEFINED	01
LIMITED	COM	532716107	1151	50000	SH	DEFINED	01
LINCOLN NATIONAL COM	COM	534187109	934	20000	SH	DEFINED	01
LINEAR TECHNOLOGY	COM	535678106	1357	35000	SH	DEFINED	01
LOCKHEED MARTIN COM	COM	539830109	2944	53000	SH	DEFINED	01
LOWES	COM	548661107	6047	105000	SH	DEFINED	01
LSI LOGIC	COM	502161102	247	45000	SH	DEFINED	01
LUCENT TECH	COM	549463107	1579	420000	SH	DEFINED	01
M&T BANK	COM	55261F104	1618	15000	SH	DEFINED	01
MARATHON OIL	COM	565849106	1316	35000	SH	DEFINED	01
MARRIOTT INTERNATIONAL	COM	571903202	2519	40000	SH	DEFINED	01
MARSHALL & ISLEY	COM	571834100	1326	30000	SH	DEFINED	01
MASCO	COM	574599106	1644	45000	SH	DEFINED	01
MATTEL	COM	577081102	780	40000	SH	DEFINED	01
MAXIM INTEGRATED	COM	57772K101	1399	33000	SH	DEFINED	01
MBIA INC	COM	55262C100	949	15000	SH	DEFINED	01
MBNA	COM	55262L100	4369	155000	SH	DEFINED	01
McCORMICK	COM	579780206	579	15000	SH	DEFINED	01
MCDONALDS	COM	580135101	4649	145000	SH	DEFINED	01
MCGRAW HILL	COM	580645109	2105	23000	SH	DEFINED	01
MCKESSON	COM	58155Q103	1101	35000	SH	DEFINED	01
MEADWESTVACO	COM	583334107	1017	30000	SH	DEFINED	01
MEDCO	COM	58405U102	1165	28000	SH	DEFINED	01
MEDIMMUNE	COM	584699102	664	24500	SH	DEFINED	01
MEDTRONIC	COM	585055106	6109	123000	SH	DEFINED	01
MELLON FINANCIAL	COM	58551A108	1322	42500	SH	DEFINED	01
MERCK	COM	589331107	7312	227500	SH	DEFINED	01
MERCURY INTERACTIVE	COM	589405109	524	11500	SH	DEFINED	01
MERRILL LYNCH	COM	590188108	5409	90500	SH	DEFINED	01
MET LIFE	COM	59156R108	3123	77100	SH	DEFINED	01
MICRON TECHNOLOGY	COM	595112103	766	62000	SH	DEFINED	01
MICROSOFT	COM	594918104	29715	1112500	SH	DEFINED	01
MOLEX	COM	608554101	600	20000	SH	DEFINED	01
MONSANTO	COM	61166W101	1528	27500	SH	DEFINED	01
MONSTER WORLDWIDE	COM	611742107	437	13000	SH	DEFINED	01
MOODY'S COM	COM	615369105	2823	32500	SH	DEFINED	01
MORGAN ST DEAN WIT	COM	617446448	6218	112000	SH	DEFINED	01
MOTOROLA	COM	620076109	4257	247500	SH	DEFINED	01
MYLAN LABORATORIES	COM	628530107	530	30000	SH	DEFINED	01
NATIONAL CITY CORP	COM	635405103	2441	65000	SH	DEFINED	01
NATL SEMICONDUCTOR	COM	637640103	898	50000	SH	DEFINED	01
NATUZZI ADR (1 ORD)	ADR	63905A101	1968	181340	SH	DEFINED	01
NETWORK APPL	COM	64120L104	1495	45000	SH	DEFINED	01
NEW YORK TIMES A	COM	650111107	592	14500	SH	DEFINED	01
NEWELL RUBBERMAID	COM	651229106	726	30000	SH	DEFINED	01
NEWMONT MINING	COM	651639106	2887	65000	SH	DEFINED	01
NEWS CORP - ORD	COM	65248E104	5856	305000	SH	DEFINED	01
NEXTEL COMMS CL A	COM	65332V103	3390	113000	SH	DEFINED	01

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NIKE B	COM	654106103	2267	25000	SH	DEFINED	01
NOBLE CORP	COM	G65422100	1368	27500	SH	DEFINED	01
NORFOLK SOUTHERN	COM	655844108	1448	40000	SH	DEFINED	01
NORTH FORK BANCORP	COM	659424105	2835	98250	SH	DEFINED	01
NORTHERN TRUST	COM	665859104	1457	30000	SH	DEFINED	01
NORTHROP GRUMMAN	COM	666807102	1957	36000	SH	DEFINED	01
NOVELL	COM	670006105	243	36000	SH	DEFINED	01
NOVELLUS SYSTEMS	COM	670008101	418	15000	SH	DEFINED	01
NUCOR	COM	670346105	1309	25000	SH	DEFINED	01
OCCIDENTAL PETROLEUM	COM	674599105	1576	27000	SH	DEFINED	01
OMNICOM GRP	COM	681919106	2538	30100	SH	DEFINED	01
ORACLE	COM	68389X105	7203	525000	SH	DEFINED	01
ORBOTECH COM	COM	M75253100	1323	62500	SH	DEFINED	01
P G & E	COM	69331C108	2163	65000	SH	DEFINED	01
PARKER HANNIFIN	COM	701094104	757	10000	SH	DEFINED	01
PAYCHEX	COM	704326107	1482	43500	SH	DEFINED	01
PEPSICO CAP	COM	713448108	10565	202400	SH	DEFINED	01
PETROBAS 'A' - ADR	ADR	71654V408	2387	60000	SH	DEFINED	01
PFIZER	COM	717081103	20969	779800	SH	DEFINED	01
PHELPS DODGE COM	COM	717265102	989	10000	SH	DEFINED	01
PHOENIX COMPANIES	COM	71902E109	1269	101817	SH	SOLE	
PITNEY BOWES	COM	724479100	1157	25000	SH	DEFINED	01
PIXELWORKS INC COM STK USD0.01	COM	72581M107	189	16625	SH	SOLE	
PPG INDUSTRIES	COM	693506107	1363	20000	SH	DEFINED	01
PPL	COM	69351T106	1066	20000	SH	DEFINED	01
PRAXAIR	COM	74005P104	1457	33000	SH	DEFINED	01
PRINCIPAL FINANCIAL GROUP	COM	74251V102	1433	35000	SH	DEFINED	01
PROCTER & GAMBLE	COM	742718109	15973	290000	SH	DEFINED	01
PROGRESS ENERGY	COM	743263105	905	20000	SH	DEFINED	01
PROGRESSIVE CORP	COM	743315103	1951	23000	SH	DEFINED	01
PROKOM SOFT GDR REGS	COM	743394207	823	35000	SH	DEFINED	01
PRUDENTIAL FINANCIAL	COM	744320102	4122	75000	SH	DEFINED	01
PUBLIC SERVICE ENT	COM	744573106	1786	34500	SH	DEFINED	01
PULTE HOME	COM	745867101	829	13000	SH	DEFINED	01
QLOGIC	COM	747277101	367	10000	SH	DEFINED	01
QUALCOMM	COM	747525103	7420	175000	SH	DEFINED	01
QUEST DIAGNOSTICS	COM	74834L100	1003	10500	SH	DEFINED	01
QWEST COMMS INTL	COM	749121109	888	200000	SH	DEFINED	01
RAYTHEON	COM	755111507	1942	50000	SH	DEFINED	01
ROBERT HALF	COM	770323103	559	19000	SH	DEFINED	01
ROC TAIWAN FUND SBI	COM	874037104	651	132882	SH	DEFINED	01
ROCKWELL AUTOMATION	COM	773903109	991	20000	SH	DEFINED	01
ROCKWELL COLLINS	COM	774341101	789	20000	SH	DEFINED	01
ROHM & HAAS	COM	775371107	1548	35000	SH	DEFINED	01
RR DONNELLEY & SONS	COM	257867101	1182	33500	SH	DEFINED	01
SAFEWAY	COM	786514208	888	45000	SH	DEFINED	01
SANMINA-SCI CORPORATION	COM	800907107	466	55000	SH	DEFINED	01
SARA LEE	COM	803111103	1811	75000	SH	DEFINED	01
SBC COMMUNICATIONS	COM	78387G103	8633	335000	SH	DEFINED	01
SCHERING PLOUGH	COM	806605101	2861	137000	SH	DEFINED	01
SCHLUMBERGER	COM	806857108	4017	60000	SH	DEFINED	01
SCHWAB (CHARLES)	COM	808513105	1615	135000	SH	DEFINED	01
SEARS ROEBUCK	COM	812387108	1097	21500	SH	DEFINED	01
SEMPRA ENERGY	COM	816851109	917	25000	SH	DEFINED	01
SIEBEL SYSCOM	COM	826170102	630	60000	SH	DEFINED	01
SIGMA ALDRICH	COM	826552101	484	8000	SH	DEFINED	01
SLM CORP	COM	78442P106	3844	72000	SH	DEFINED	01
SOLECTRON	COM	834182107	520	97550	SH	DEFINED	01
SOUTHERN CO	COM	842587107	2799	83500	SH	DEFINED	01
SOUTHWEST AIRLINES	COM	844741108	1311	80500	SH	DEFINED	01
SPRINT (FON GRP)	COM	852061100	4597	185000	SH	DEFINED	01
ST JUDE MEDICAL	COM	790849103	1426	34000	SH	DEFINED	01

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ST PAULS TRAVELLERS	COM	792860108	2595	70000	SH	DEFINED	01
STAPLES	COM	855030102	2562	76000	SH	DEFINED	01
STARBUCKS	COM	855244109	2245	36000	SH	DEFINED	01
STARWOOD HOTEL & RES CLB	COM	85590A203	1694	29000	SH	DEFINED	01
STATE STREET	COM	857477103	1768	36000	SH	DEFINED	01
STRYKER	COM	863667101	1930	40000	SH	DEFINED	01
SUN MICROSYSTEMS	COM	866810104	1668	310000	SH	DEFINED	01
SUN TRUST	COM	867914103	2955	40000	SH	DEFINED	01
SUNGARD	COM	867363103	850	30000	SH	DEFINED	01
SYMANTEC	COM	871503108	1803	70000	SH	DEFINED	01
SYSCO	COM	871829107	3817	100000	SH	DEFINED	01
TARGET	COM	87612E106	5453	105000	SH	DEFINED	01
TELE NORTE LESTE ADR	ADR	879246106	337	20000	SH	DEFINED	01
TELEFONOS DE MEXI ADR(10)	ADR	879403707	5144	135000	SH	DEFINED	01
TELEFONOS MEXICO ADR(20L)	ADR	879403780	2223	58000	SH	DEFINED	01
TELLABS	COM	879664100	344	40000	SH	DEFINED	01
TEMPLE INLAND	COM	879868107	342	5000	SH	DEFINED	01
TERADYNE	COM	880770102	341	20000	SH	DEFINED	01
TEXAS INSTRUMENTS	COM	882508104	4432	180000	SH	DEFINED	01
TEXTRON	COM	883203101	1845	25000	SH	DEFINED	01
THAI EURO FD CLASS B	COM	334571908	1879	112500	SH	DEFINED	01
THAILAND INT IDR(1000ORD)	COM	088582002	1926	103	SH	DEFINED	01
TIFFANY	COM	886547108	480	15000	SH	DEFINED	01
TIME WARNER	COM	887317105	9234	475000	SH	DEFINED	01
TJX	COM	872540109	2010	80000	SH	DEFINED	01
TRANSOCEAN INC	COM	G90078109	1272	30000	SH	DEFINED	01
TRIBUNE	COM	896047107	1812	43000	SH	DEFINED	01
TXU	COM	873168108	2227	34500	SH	DEFINED	01
TYCO INTERNATIONAL	COM	902124106	7720	216000	SH	DEFINED	01
UNION PACIFIC	COM	907818108	1143	17000	SH	DEFINED	01
UNISYS	COM	909214108	305	30000	SH	DEFINED	01
UNITED PARCEL SERVICE	COM	911312106	9828	115000	SH	DEFINED	01
UNITEDHEALTH GRP	COM	91324P102	7615	86500	SH	DEFINED	01
US BANCORP	COM	902973304	6515	208000	SH	DEFINED	01
UST	COM	902911106	481	10000	SH	DEFINED	01
UTD TECHNOLOGIES	COM	913017109	6459	62500	SH	DEFINED	01
VA LINUX SYSTEMS	COM	91819B105	129	51609	SH	SOLE	
VALERO ENERGY	COM	91913Y100	1180	26000	SH	DEFINED	01
VERITAS SOFTWARE CO	COM	923436109	1285	45000	SH	DEFINED	01
VERIZON COMMUNICATIONS	COM	92343V104	11505	284000	SH	DEFINED	01
VIACOM CL B N/VTG	COM	925524308	7733	212500	SH	DEFINED	01
WACHOVIA CORP 2ND NEW	COM	929903102	11276	214370	SH	DEFINED	01
WAL MART STORES	COM	931142103	23241	440000	SH	DEFINED	01
WALGREEN	COM	931422109	4221	110000	SH	DEFINED	01
WASHINGTON MUTUAL	COM	939322103	3805	90000	SH	DEFINED	01
WASTE MANAGEMENT	COM	94106L109	2395	80000	SH	DEFINED	01
WELLPOINT	COM	94973V107	3795	33000	SH	DEFINED	01
WELLS FARGO	COM	949746101	10566	170000	SH	DEFINED	01
WENDYS INTL	COM	950590109	982	25000	SH	DEFINED	01
WEYERHAEUSER	COM	962166104	1983	29500	SH	DEFINED	01
WHIRLPOOL	COM	963320106	554	8000	SH	DEFINED	01
WILLIAMS	COM	969457100	815	50000	SH	DEFINED	01
WRIGLEY	COM	982526105	1591	23000	SH	DEFINED	01
WYETH	COM	983024100	6176	145000	SH	DEFINED	01
XEROX	COM	984121103	1446	85000	SH	DEFINED	01
XILINX	COM	983919101	1038	35000	SH	DEFINED	01
YAHOO	COM	984332106	5087	135000	SH	DEFINED	01
ZIMMER	COM	98956P102	2804	35000	SH	DEFINED	01

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