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United States Securities and Exchange Commission
Washington, DC 20549

P 11/27/02

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FORM 13F
Form 13F Cover Page

CONFIDENTIAL TREATMENT DENIED

Report for the Calendar Year or Quarter Ended: 12/31/01

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: **Edward O. Thorp & Associates, L.P.**
Address: 610 Newport Center Drive, Suite 1240
Newport Beach, California 92660

13F File Number: 28-7692

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: Steve Mizusawa
Title: Chief Operating Officer
Phone: (949) 720-0130

PROCESSED
MAR 06 2003
THOMSON
FINANCIAL

Signature, Place, and Date of Signing:

Newport Beach, California January 18, 2002

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).)

FORM 13F SUMMARY PAGE
Edward O. Thorp & Associates, L.P.

Report Summary:

Number of Other Included Managers: 0

Form 13F Information Table Entry Total: 91

Form 13F Information Value Total (thousands): $52,385

Edward O. Thorp and Associates, L.P.

FORM 13F

December 31, 2001

Name of Issuer	Title of class	CUSIP	Value (x$1000)	Shares/ Prn Amt	Sh/ Prn	Put/ Call	Invstmt Dscretn	Other Managers	Voting Authority Sole	Voting Authority Shared	Voting Authority None
AFLAC INC	COM	001055102	422	17200	SH		Sole		17200		
AIRGAS INC	COM	009363102	584	38600	SH		Sole		38600		
ALBERTO-CULVER CLASS A	COM	013068200	227	5800	SH		Sole		5800		
ALBERTSONS INC	COM	013104104	350	11100	SH		Sole		11100		
ALLIANCE CAPITAL MANAGEMENT LP	COM	01855a101	396	8200	SH		Sole		8200		
APACHE CORP	COM	037411105	811	16250	SH		Sole		16250		
ARCHER-DANIELS-MIDLAND CO	COM	039483102	212	14800	SH		Sole		14800		
ARVINMERITOR INC	COM	043353101	316	16100	SH		Sole		16100		
BAKER HUGHES INC COM	COM	057224107	853	23400	SH		Sole		23400		
BEDFORD PROPERTY INVESTORS INC	COM	076446301	427	19000	SH		Sole		19000		
BELLSOUTH CORP	COM	079860102	851	22300	SH		Sole		22300		
BEST BUY COMPANY INC	COM	086516101	767	10300	SH		Sole		10300		
BLACK & DECKER CORP	COM	091797100	1064	28200	SH		Sole		28200		
BOISE CASCADE CORP	COM	097383103	241	7100	SH		Sole		7100		
BOSTON SCIENTIFIC CORP	COM	101137107	253	10500	SH		Sole		10500		
BRINKER INTERNATIONAL INC	COM	109641100	634	21300	SH		Sole		21300		
BROADWING INC	COM	111620100	208	21900	SH		Sole		21900		
CAPSTEAD MTG CORP COM NO PAR	COM	14067e506	595	25300	SH		Sole		25300		
CEDAR FAIR LP-DEP RCPTS REPSTG	COM	150185106	288	11600	SH		Sole		11600		
COMPUTER ASSOCIATES INTL INC	COM	204912109	266	7700	SH		Sole		7700		
CYPRESS SEMICONDUCTOR CORP	COM	232806109	1411	70800	SH		Sole		70800		
DAIMLERCHRYSLER A.G. COM	COM	d1668r123	471	11300	SH		Sole		11300		
DIAL CORP NEW	COM	25247d101	502	29300	SH		Sole		29300		
DISNEY WALT CO COM	COM	254687106	860	41500	SH		Sole		41500		
DOLE FOOD CO INC	COM	256605106	250	9300	SH		Sole		9300		
DOVER CORP	COM	260003108	1242	33500	SH		Sole		33500		
DOW CHEM CO COM	COM	260543103	1415	41900	SH		Sole		41900		
EATON CORP	COM	278058102	566	7600	SH		Sole		7600		
EQUIFAX INC	COM	294429105	324	13400	SH		Sole		13400		
FEDERAL SIGNAL CORP COM	COM	313855108	648	29100	SH		Sole		29100		
GENERAL MOTORS CORP	COM	370442105	1302	26800	SH		Sole		26800		
GILLETTE CO COM	COM	375766102	240	7200	SH		Sole		7200		
GOLDEN STATE BANCORP INC	COM	381197102	1336	51100	SH		Sole		51100		
GREAT ATL & PAC TEA COM	COM	390064103	580	24400	SH		Sole		24400		
GTECH HOLDINGS CORP	COM	400518106	765	16900	SH		Sole		16900		
HANCOCK FABRICS INC	COM	409900107	422	32100	SH		Sole		32100		
HONDA MOTOR LTD AMERN SHS	COM	438128308	693	8500	SH		Sole		8500		
HORMEL FOODS CORP	COM	440452100	255	9500	SH		Sole		9500		
HOUSEHOLD INTL INC COM	COM	441815107	319	5500	SH		Sole		5500		
IKON OFFICE SOLUTIONS INC	COM	451713101	631	54000	SH		Sole		54000		
INPUT/OUTPUT INC	COM	457652105	164	20000	SH		Sole		20000		
INTERNATIONAL FLAV&FRA COM	COM	459506101	924	31100	SH		Sole		31100		
INTERSTATE BAKERIES CORP-DEL N	COM	46072h108	892	36900	SH		Sole		36900		
J P MORGAN & CO INC	COM	46625h100	233	6400	SH		Sole		6400		
JACOBS ENGINEERING GROUP INC	COM	469814107	317	4800	SH		Sole		4800		
JDN REALTY CORP	COM	465917102	152	12300	SH		Sole		12300		
JOHNSON CONTROLS INC	COM	478366107	315	3900	SH		Sole		3900		
KIMCO REALTY CORP	COM	49446r109	861	26350	SH		Sole		26350		
LANDS END INC	COM	515086106	236	4700	SH		Sole		4700		
LEGG MASON INC	COM	524901105	1339	26800	SH		Sole		26800		

Edward O. Thorp and Associates, L.P.

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December 31, 2001

Name of Issuer	Title of class	CUSIP	Value (x$1000)	Shares/ Prn Amt	Sh/ Prn	Put/ Call	Invstmt Dscretn	Other Managers	Voting Authority Sole	Shared	None
LOWES COS INC COM	COM	548661107	654	14100	SH		Sole		14100		
LSI LOGIC CORP COM	COM	502161102	1502	95200	SH		Sole		95200		
LYONDELL CHEMICAL COMPANY	COM	552078107	845	59000	SH		Sole		59000		
MCDERMOTT INTERNATIONAL INC	COM	580037109	483	39400	SH		Sole		39400		
MDC HOLDINGS INC-DEL	COM	552676108	607	16060	SH		Sole		16060		
MOTOROLA INC COM	COM	620076109	997	66400	SH		Sole		66400		
MUELLER INDUSTRIES INC	COM	624756102	765	23000	SH		Sole		23000		
NATIONAL DATA CORP	COM	635621105	909	26300	SH		Sole		26300		
OCEAN ENERGY INC TEX (NEW)	COM	67481e106	376	19600	SH		Sole		19600		
ORGANOGENESIS INC	COM	685906109	93	19400	SH		Sole		19400		
PACTIV CORP	COM	695257105	357	20100	SH		Sole		20100		
PARK ELECTROCHEMICAL CORP	COM	700416209	261	9900	SH		Sole		9900		
PEP BOYS-MANNY MOE & JACK	COM	713278109	554	32300	SH		Sole		32300		
PFIZER INC	COM	717081103	363	9100	SH		Sole		9100		
PHARMACEUTICAL RESOURCES INC	COM	717125108	693	20500	SH		Sole		20500		
PHILADELPHIA SUBURBAN CORP NEW	COM	718009608	563	24975	SH		Sole		24975		
PLAINS RESOURCES INC NEW $0.10	COM	726540503	285	11600	SH		Sole		11600		
PLAYTEX PRODUCTS INC	COM	72813p100	134	13700	SH		Sole		13700		
POLYONE CORP	COM	73179p106	445	45400	SH		Sole		45400		
PUBLIC STORAGE INC	COM	74460d109	1423	42600	SH		Sole		42600		
REYNOLDS & REYNOLDS CO-CL A	COM	761695105	667	27500	SH		Sole		27500		
SCHLUMBERGER LTD	COM	806857108	231	4200	SH		Sole		4200		
SHOPKO STORES INC	COM	824911101	137	14400	SH		Sole		14400		
SIERRA HEALTH SERVICES INC	COM	826322109	83	10200	SH		Sole		10200		
SLM HLDG CORP COM	COM	90390u102	454	5400	SH		Sole		5400		
STANDARD PACIFIC CORP NEW	COM	85375c101	499	20500	SH		Sole		20500		
STATE STREET CORP	COM	857477103	1447	27700	SH		Sole		27700		
SUPERIOR INDUSTRIES INTL INC	COM	868168105	382	9500	SH		Sole		9500		
TAUBMAN CENTERS INC	COM	876664103	1161	78200	SH		Sole		78200		
TESORO PETE CORP COM	COM	881609101	184	14000	SH		Sole		14000		
TEXAS INDS INC COM	COM	882491103	498	13500	SH		Sole		13500		
THOMAS & BETTS CORP	COM	884315102	406	19200	SH		Sole		19200		
THORNBURG MORTGAGE INC	COM	885218107	427	21700	SH		Sole		21700		
TRINITY INDS INC COM	COM	896522109	470	17300	SH		Sole		17300		
UCAR INTERNATIONAL INC	COM	90262k109	415	38800	SH		Sole		38800		
UNIVERSAL HEALTH SERVICES INC	COM	913903100	971	22700	SH		Sole		22700		
UTILICORP UNITED INC	COM	918005109	221	8800	SH		Sole		8800		
VIACOM INC CL A	COM	925524100	739	16700	SH		Sole		16700		
VINTAGE PETROLEUM INC	COM	927460105	163	11300	SH		Sole		11300		
WILLIAMS COMPANIES INC	COM	969457100	301	11800	SH		Sole		11800		
csusmeg	COM		787	15800	SH		Sole		15800		

REPORT SUMMARY 91 DATA RECORDS 52385 OTHER MANAGERS ON WHOSE BEHALF REPORT IS FILED