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United States Securities and Exchange Commission
Washington, DC 20549

FORM 13F
Form 13F Cover Page

Report for the Calendar Year or Quarter Ended: 03/31/02

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 0 6 2003
THOMSON
FINANCIAL

Signature, Place, and Date of Signing:

Newport Beach, California April 30, 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: 83

Form 13F Information Value Total (thousands): $54,079

Edward O. Thorp & Associates

FORM 13F

March 28, 2002

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
A G EDWARDS INC	COM	281760108	1469	33400	SH		Sole		33400		
ABBOTT LABORATORIES	COM	002824100	1468	27900	SH		Sole		27900		
ACE LTD-ORD	COM	g0070k103	580	13900	SH		Sole		13900		
ALLEN TELECOM INC	COM	018091108	344	51500	SH		Sole		51500		
AMBAC FINANCIAL GROUP INC (FOR	COM	023139108	378	6400	SH		Sole		6400		
AMETEK INC NEW	COM	031100100	231	6200	SH		Sole		6200		
AZTAR CORP	COM	054802103	574	26200	SH		Sole		26200		
BANK OF AMER CORP	COM	060505104	803	11800	SH		Sole		11800		
BARNES & NOBLE INC	COM	067774109	263	8500	SH		Sole		8500		
BECTON DICKINSON & CO	COM	075887109	245	6500	SH		Sole		6500		
BELDEN INC	COM	077459105	276	11600	SH		Sole		11600		
BEMIS CO INC	COM	081437105	707	13000	SH		Sole		13000		
BORG WARNER AUTOMOTIVE INC	COM	099724106	1554	24700	SH		Sole		24700		
BOWATER INC	COM	102183100	309	6200	SH		Sole		6200		
CABLE & WIRELESS PLC SPONSORED	COM	126830207	352	35800	SH		Sole		35800		
CABLEVISION SYSTEMS CORP-CL A	COM	12686c109	503	14800	SH		Sole		14800		
CATELLUS DEV CORP COM	COM	149111106	690	35100	SH		Sole		35100		
CHARLES SCHWAB CORP NEW	COM	808513105	746	57000	SH		Sole		57000		
CITIGROUP INC	COM	172967101	248	5000	SH		Sole		5000		
CKE RESTAURANTS INC	COM	12561e105	183	20500	SH		Sole		20500		
CLAIRES STORES INC	COM	179584107	1286	66000	SH		Sole		66000		
CLEAR CHANNEL COMMUNICATIONS I	COM	184502102	668	13000	SH		Sole		13000		
COMMERCIAL METALS CO	COM	201723103	378	9000	SH		Sole		9000		
COOPER COMPANIES INC NEW (THE)	COM	216648402	422	8900	SH		Sole		8900		
CYPRESS SEMICONDUCTOR CORP	COM	232806109	396	17200	SH		Sole		17200		
DEERE & CO	COM	244199105	1130	24800	SH		Sole		24800		
DOVER CORP	COM	260003108	779	19000	SH		Sole		19000		
ELCOR CORP	COM	284443108	384	17300	SH		Sole		17300		
ELECTRONIC DATA SYSTEMS CORP N	COM	285661104	360	6200	SH		Sole		6200		
FAMILY DOLLAR STORES INC	COM	307000109	395	11800	SH		Sole		11800		
FISHER SCIENTIFIC INTL INC NEW	COM	338032204	239	8500	SH		Sole		8500		
FLEETBOSTON FINL CORP	COM	339030108	311	8900	SH		Sole		8900		
FRANKLIN RESOURCES INC	COM	354613101	1409	33600	SH		Sole		33600		
GERBER SCIENTIFIC INC	COM	373730100	112	15200	SH		Sole		15200		
HANDLEMAN CO	COM	410252100	337	32800	SH		Sole		32800		
HUGHES SUPPLY INC	COM	444482103	639	16400	SH		Sole		16400		
IMPERIAL OIL LTD NEW	COM	453038408	379	12700	SH		Sole		12700		
INGERSOLL RAND CO LTD CL A	COM	g4776g101	1411	28200	SH		Sole		28200		
IVAX CORP	COM	465823102	287	17900	SH		Sole		17900		
JOHNSON CONTROLS INC	COM	478366107	601	6800	SH		Sole		6800		
LEAR CORP	COM	521865105	1076	22600	SH		Sole		22600		
LINCOLN NATIONAL CORP-IND	COM	534187109	406	8000	SH		Sole		8000		
LSI LOGIC CORP COM	COM	502161102	1504	88500	SH		Sole		88500		
LYONDELL CHEMICAL COMPANY	COM	552078107	247	14900	SH		Sole		14900		
M I SCHOTTENSTEIN HOMES INC NE	COM	55305b101	827	14600	SH		Sole		14600		
MATSUSHITA ELECTRIC INDUSTRIAL	COM	576879209	704	57000	SH		Sole		57000		
MBIA INC	COM	55262c100	809	14800	SH		Sole		14800		

Edward O. Thorp & Associates
FORM 13F
March 28, 2002

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
MEADWESTVACO CORP	COM	583334107	812	24500	SH		Sole		24500		
MGM MIRAGE	COM	552953101	424	11700	SH		Sole		11700		
MUELLER INDUSTRIES INC	COM	624756102	896	25600	SH		Sole		25600		
NATIONAL FUEL GAS CO	COM	636180101	416	17100	SH		Sole		17100		
NDCHEALTH CORP	COM	639480102	415	11400	SH		Sole		11400		
NEWFIELD EXPLORATION CO	COM	651290108	455	12300	SH		Sole		12300		
OCEAN ENERGY INC	COM	67481e106	1510	76300	SH		Sole		76300		
P H GLATFELTER CO COM	COM	377316104	183	10200	SH		Sole		10200		
PEPSICO INC	COM	713448108	870	16900	SH		Sole		16900		
PFIZER INC	COM	717081103	1045	26300	SH		Sole		26300		
PIONEER NATURAL RESOURCES CO	COM	723787107	1135	50900	SH		Sole		50900		
PLANTRONICS INC NEW	COM	727493108	364	17400	SH		Sole		17400		
PRAXAIR INC	COM	74005p104	610	10200	SH		Sole		10200		
PULITZER INC	COM	745769109	588	11000	SH		Sole		11000		
REEBOK INTERNATIONAL LTD	COM	758110100	1289	47700	SH		Sole		47700		
REPSOL YPF SA SPONSORED ADR	COM	76026t205	171	13500	SH		Sole		13500		
SCHERING PLOUGH CORP	COM	806605101	920	29400	SH		Sole		29400		
SEARS ROEBUCK & CO	COM	812387108	441	8600	SH		Sole		8600		
ST PAUL COMPANIES INC	COM	792860108	514	11200	SH		Sole		11200		
STANLEY WORKS	COM	854616109	1494	32300	SH		Sole		32300		
TAUBMAN CENTERS INC	COM	876664103	977	64900	SH		Sole		64900		
TEKTRONIX INC	COM	879131100	814	34400	SH		Sole		34400		
TEXAS INSTRUMENTS INC	COM	882508104	477	14400	SH		Sole		14400		
TRANSATLANTIC HOLDINGS INC	COM	893521104	550	6700	SH		Sole		6700		
UNILEVER N V NEW YORK SHS NEW	COM	904784709	358	6300	SH		Sole		6300		
UNITED DOMINION REALTY TRUST I	COM	910197102	394	24900	SH		Sole		24900		
UNIVERSAL HEALTH SERVICES INC	COM	913903100	309	7500	SH		Sole		7500		
VENATOR GROUP INC	COM	922944103	1516	93700	SH		Sole		93700		
VERIZON COMMUNICATIONS	COM	92343v104	1023	22200	SH		Sole		22200		
VIACOM INC-CL A	COM	925524100	680	14000	SH		Sole		14000		
WALT DISNEY CO HOLDING CO	COM	254687106	205	8900	SH		Sole		8900		
WASTE MANAGEMENT INC DEL	COM	94106l109	766	28100	SH		Sole		28100		
XTO ENERGY INC	COM	98385x106	1099	54800	SH		Sole		54800		
BANCO BILBAO VIZCAYA ARGENTARI	ADR	05946k101	384	32600	SH		Sole		32600		
BHP BILLITON LTD SPONSORED ADR	ADR	088606108	173	14100	SH		Sole		14100		
ENERSIS SA-SPONSORED ADR	ADR	29274f104	382	42300	SH		Sole		42300		
REPORT SUMMARY	83 DATA RECORDS		54079		OTHER MANAGERS ON WHOSE BEHALF REPORT IS FILED						