P 11/20/03 CONFIDENTIAL

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

Form 13F

Form 13F COVER PAGE

CONFIDENTIAL TREATMENT EXPIRED and/or CONFIDENTIAL TREATMENT DENIED

02070019

Report for the Calendar Year or Quarter Ended: December 31, 2001

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:	Staro Asset Management, L.L.C.
Address:	1500 West Market Street
	Suite 200
	Mequon, Wisconsin 53092

Form 13F File Number: 28-5806

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:	Michael A. Roth
Title:	Managing General Partner
Phone:	(262) 241-1810

PROCESSED
JAN 23 2004
THOMSON FINANCIAL

Signature, Place, and Date of Signing:

Michael A. Roth	Mequon, Wisconsin	February 13, 2002
[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: None .

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FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers:	0
Form 13F Information Table Entry Total:	223
Form 13F Information Table Value Total:	$1,468,014 (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: None.

Form 13F
STARO ASSET MANAGEMENT

Column1: Name of Issuer	Column2: Title of Class	Column3: CUSIP Number	Column4: Fair Market Value (X$1000)	Column5: Shares or Principal Amount	Shares/ Prn. Amt.	Put/ Call	Column6: Investment Discretion	Column7: Other Managers	Column8: Voting Authority Sole	Shared	None
ACT Manufacturing Inc	Common	000973107	$65	184,500	Shares		Sole		X		
ACT Manufacturing Inc	Debt	000973AB3	$31	1,550	Prn. Amt.		Sole		X		
Advance Auto Parts	Common	00751Y106	$2,911	58,512	Shares		Sole		X		
Alliance Semiconductor Corp	Common	01877H100	$1,108	91,700	Shares		Sole		X		
Autozone Inc	Common	053332102	$7,036	98,000	Shares		Sole		X		
Autozone Inc	Option	053332902	$3,590	500		Call	Sole		X		
AMR Corp/Del	Common	001765106	$3,403	153,500	Shares		Sole		X		
AOL Time Warner Inc	Common	00184A105	$212	6,600	Shares		Sole		X		
AOL Time Warner Inc	Option	00184A955	$2,408	750		Put	Sole		X		
AOL Time Warner Inc	Option	00184A905	$5,457	1,700		Call	Sole		X		
Adelphia Communications	Option	006848905	$17,149	5,500		Call	Sole		X		
Advanced Energy Industries	Debt	007973AA8	$3,853	4,500	Prn. Amt.		Sole		X		
AES Tr. III	Preferred	00808N202	$4,216	127,749	Shares		Sole		X		
Affiliated Managers Group	Debt	008252AC2	$5,497	5,711	Prn. Amt.		Sole		X		
Affymetrix Inc	Debt	00826TAB4	$4,282	4,654	Prn. Amt.		Sole		X		
ALKERMES INC	Debt	01642TAB4	$2,680	4,000	Prn. Amt.		Sole		X		
Allergan Inc	Option	018490902	$3,752	500		Call	Sole		X		
Allergan Inc	Debt	018490AA0	$8,134	13,172	Prn. Amt.		Sole		X		
Alpharma Inc	Debt	020813AB7	$2,406	2,300	Prn. Amt.		Sole		X		
Alpharma Inc	Debt	020813AD3	$9,972	9,623	Prn. Amt.		Sole		X		
American International Group	Common	026874107	$24	300	Shares		Sole		X		
American Tower Corp	Option	029912951	$237	250		Put	Sole		X		
Anixter International Inc	Common	035290105	$15	500	Shares		Sole		X		
Anixter International Inc	Debt	035290AC9	$5,285	18,382	Prn. Amt.		Sole		X		
Arrow Electronics Inc	Option	042735900	$1,181	395		Call	Sole		X		
At Home Corp	Common	045919107	$6	1,055,396	Shares		Sole		X		
Autozone Inc	Common	053332102	$22	300	Shares		Sole		X		
Autozone Inc	Option	053332902	$3,590	500		Call	Sole		X		
Bank of America Corp	Option	060505904	$12,590	2,000		Call	Sole		X		
BIOVAIL CORP INT - WT02	Warrant	09067J117	$123,747	668,900	Shares		Sole		X		

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Column1: Name of Issuer	Column2: Title of Class	Column3: CUSIP Number	Column4: Fair Market Value (X$1000)	Column5: Shares or Principal Amount	Shares/ Prn. Amt.	Put/ Call	Column6: Investment Discretion	Column7: Other Managers	Column8: Voting Authority Sole	Shared	None
Brocade Communications System	Common	111621108	$437	13,200	Shares		Sole		X		
Brocade Communications System	Option	111621908	$8,446	2,550		Call	Sole		X		
Budget Group Inc	Common	119003101	$106	119,310	Shares		Sole		X		
CKE Restaurants Inc	Debt	12561EAB1	$4,263	5,500	Prn. Amt.		Sole		X		
CMS Energy Corp	Preferred	125896308	$1,316	45,000	Shares		Sole		X		
CNF Inc	Preferred	12612V205	$360	7,500	Shares		Sole		X		
Calpine Corp	Common	131347106	$20,468	1,219,050	Shares		Sole		X		
Calpine Corp	Option	131347956	$336	200		Put	Sole		X		
Calpine Corp	Option	131347906	$8,793	5,237		Call	Sole		X		
Capital One Financial Corp	Common	14040H105	$1,753	33,426	Shares		Sole		X		
Capstar Hotel Co	Debt	140918AC7	$4,521	5,723	Prn. Amt.		Sole		X		
Carnival Corp	Debt	143658AS1	$30,577	57,287	Prn. Amt.		Sole		X		
CellStar Corp	Common	150925105	$600	713,800	Shares		Sole		X		
CellStar Corp	Debt	150925AC9	$30,768	67,995	Prn. Amt.		Sole		X		
Celestica Inc	Common	15101Q108	$20	500	Shares		Sole		X		
Celestica Inc	Debt	15101QAA6	$9,075	22,000	Prn. Amt.		Sole		X		
CENDANT CORP	Common	151313103	$198	10,117	Shares		Sole		X		
Cephalon Inc	Common	156708109	$130	1,725	Shares		Sole		X		
Cephalon Inc	Debt	156708AC3	$6,935	5,638	Prn. Amt.		Sole		X		
Charter Communications Inc	Option	16117M907	$1,150	700		Call	Sole		X		
Charter Communications Inc	Debt	16117MAB3	$41,561	41,200	Prn. Amt.		Sole		X		
Chiron Corp	Debt	170040AE9	$274	500	Prn. Amt.		Sole		X		
CIENA Corp	Debt	171779AA9	$5,185	8,086	Prn. Amt.		Sole		X		
Citrix Systems Inc	Debt	177376AB6	$6,938	15,000	Prn. Amt.		Sole		X		
Clear Channel Communications	Option	184502952	$764	150		Put	Sole		X		
Comcast Corp	Common	200300200	$1,076	29,900	Shares		Sole		X		
Cooper Cameron Corp	Debt	216640AB8	$24,097	27,500	Prn. Amt.		Sole		X		
COR Therapeutics Inc	Debt	217753AD4	$3,772	3,800	Prn. Amt.		Sole		X		
COR Therapeutics Inc	Debt	217753AG7	$13,580	14,000	Prn. Amt.		Sole		X		
Countrywide Credit Ind Inc	Common	222372104	$20	500	Shares		Sole		X		

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Column1: Name of Issuer	Column2: Title of Class	Column3: CUSIP Number	Column4: Fair Market Value (X$1000)	Column5: Shares or Principal Amount	Shares/ Prn. Amt.	Put/ Call	Column6: Investment Discretion	Column7: Other Managers	Column8: Voting Authority Sole	Shared	None
Countrywide Credit Ind Inc	Debt	222372AE4	$4,935	7,000	Prn. Amt.		Sole		X		
CuraGen Corp	Debt	23126RAC5	$3,561	4,625	Prn. Amt.		Sole		X		
Cypress Semiconductor Corp	Debt	232806AE9	$15,525	18,000	Prn. Amt.		Sole		X		
Devon Energy Corp	Debt	25179MAD5	$9,917	22,100	Prn. Amt.		Sole		X		
Diamond Offshore Drilling	Debt	25271CAC6	$5,101	10,100	Prn. Amt.		Sole		X		
Dynegy Inc	Common	26816Q101	$8,068	316,400	Shares		Sole		X		
Dynegy Inc	Option	26816Q951	$6,531	2,561		Put	Sole		X		
Dynegy Inc	Option	26816Q901	$5,488	2,152		Call	Sole		X		
Echostar Communications Corp	Option	278762959	$1,373	500		Put	Sole		X		
Echostar Communications Corp	Option	278762909	$7,554	2,750		Call	Sole		X		
Echostar Communications Corp	Debt	278762AD1	$3,097	3,470	Prn. Amt.		Sole		X		
Edison International	Option	281020957	$226	150		Put	Sole		X		
EL Paso Corp	Option	28336L959	$1,071	240		Put	Sole		X		
EL Paso Corp	Option	28336L909	$4,461	1,000		Call	Sole		X		
Elan Corp Plc	Common	284131208	$6,838	151,748	Shares		Sole		X		
Electronic Data Systems Corp	Option	285661954	$1,714	250		Put	Sole		X		
Electronic Data Systems Corp	Debt	285661AB0	$861	1,036	Prn. Amt.		Sole		X		
Enron Corp	Common	293561106	$940	1,567,200	Shares		Sole		X		
FEI Co	Debt	30241LAB5	$21,055	21,900	Prn. Amt.		Sole		X		
Federated Department Stores	Common	31410H101	$1,452	35,500	Shares		Sole		X		
Fleetwood Enterprises Inc	Common	339099103	$2,931	258,700	Shares		Sole		X		
France Telecom	Common	35177Q105	$4,894	125,000	Shares		Sole		X		
Franklin Resources Inc	Common	354613101	$4	100	Shares		Sole		X		
Franklin Resources Inc	Debt	354613AC5	$2,498	4,500	Prn. Amt.		Sole		X		
GENESCO INC	Common	371532102	$12	600	Shares		Sole		X		
GENESCO INC	Debt	371532AL6	$16,398	15,010	Prn. Amt.		Sole		X		
Genta Inc	Common	37245M207	$12,730	1,000,000	Shares		Sole		X		
Genzyme Corp-Genl Division	Debt	372917AK0	$3,255	3,000	Prn. Amt.		Sole		X		
Guidant Corp	Option	401698905	$2,490	500		Call	Sole		X		
HMT TECHNOLOGY CORP	Debt	403917AD9	$750	15,000	Prn. Amt.		Sole		X		

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STARO ASSET MANAGEMENT

Column1: Name of Issuer	Column2: Title of Class	Column3: CUSIP Number	Column4: Fair Market Value (X$1000)	Column5: Shares or Principal Amount	Shares/ Prn. Amt.	Put/ Call	Column6: Investment Discretion	Column7: Other Managers	Column8: Voting Authority Sole	Shared	None
HCC Insurance Holdings Inc	Debt	404132AA0	$3,042	2,850	Prn. Amt.		Sole		X		
Health Management Associates Inc	Option	421933902	$920	500		Call	Sole		X		
Health Management Associates Inc	Debt	421933AB8	$2,408	3,600	Prn. Amt.		Sole		X		
Household International Inc	Option	441815907	$579	100		Call	Sole		X		
Household International Inc	Debt	441815AN7	$9,214	11,500	Prn. Amt.		Sole		X		
Human Genome Sciences Inc	Option	444903958	$3,372	1,000		Put	Sole		X		
Human Genome Sciences Inc	Debt	444903AF5	$18,881	21,828	Prn. Amt.		Sole		X		
Hutchinson Technology Inc	Debt	448407AC0	$5,160	5,295	Prn. Amt.		Sole		X		
Infineon Technologies AG	Common	45662N103	$259	12,700	Shares		Sole		X		
Inhale Therapeutic Systems Inc	Debt	457191AC8	$8,750	7,000	Prn. Amt.		Sole		X		
Inhale Therapeutic Systems Inc	Debt	457191AF1	$319	424	Prn. Amt.		Sole		X		
InterMune Inc	Debt	45884XAA1	$1,479	1,000	Prn. Amt.		Sole		X		
International Business Machines Corp	Option	459200901	$9,072	750		Call	Sole		X		
International Rectifier Corp	Common	460254105	$3	100	Shares		Sole		X		
International Rectifier Corp	Debt	460254AE5	$3,357	4,069	Prn. Amt.		Sole		X		
Interpublic Group Cos Inc	Common	460690100	$6,812	230,600	Shares		Sole		X		
Intuit Inc	Option	461202903	$2,138	500		Call	Sole		X		
Invitrogen Corp	Common	46185R100	$794	12,826	Shares		Sole		X		
IT Group Inc/The	Preferred	465266302	$4	381,751	Shares		Sole		X		
i2 Technologies Inc	Debt	465754AF6	$12,117	16,000	Prn. Amt.		Sole		X		
Jabil Circuit Inc	Debt	466313AA1	$20,767	22,330	Prn. Amt.		Sole		X		
Johnson & Johnson	Common	478160104	$370	6,262	Shares		Sole		X		
Juniper Networks Inc	Debt	48203RAA2	$3,516	4,900	Prn. Amt.		Sole		X		
K Mart Corp	Common	482584109	$1,205	220,717	Shares		Sole		X		
K Mart Corp	Option	482584909	$2,186	4,003		Call	Sole		X		
Korea Telecom Corp	Common	50063P103	$10,485	528,400	Shares		Sole		X		
Krispy Kreme Doughnuts Inc	Common	501014104	$1,635	37,000	Shares		Sole		X		
Krispy Kreme Doughnuts Inc	Option	501014904	$2,210	500		Call	Sole		X		
LSI Logic Corp	Common	502161102	$483	31,055	Shares		Sole		X		
L-3 Communications Holdings Inc	Common	502424104	$1,674	18,600	Shares		Sole		X		

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STARO ASSET MANAGEMENT

Column1: Name of Issuer	Column2: Title of Class	Column3: CUSIP Number	Column4: Fair Market Value (X$1000)	Column5: Shares or Principal Amount	Column5: Shares/ Prn. Amt.	Column5: Put/ Call	Column6: Investment Discretion	Column7: Other Managers	Column8: Voting Authority Sole	Column8: Voting Authority Shared	Column8: Voting Authority None
Laboratory Corp Of America Holdings	Common	50540R409	$24	300	Shares		Sole		X		
Laboratory Corp Of America Holdings	Option	50540R909	$4,043	500		Call	Sole		X		
Lowe's Cos	Common	548661107	$19	400	Shares		Sole		X		
Lowe's Cos	Option	548661907	$9,282	2,000		Call	Sole		X		
Lucent Technologies Inc	Option	549463957	$1,575	2,500		Put	Sole		X		
Lucent Technologies Inc	Option	549463907	$1,575	2,500		Call	Sole		X		
MDC Corp Inc	Common	55267W309	$666	200,000	Shares		Sole		X		
Manugistics Group Inc	Debt	565011AB9	$2,913	3,500	Prn. Amt.		Sole		X		
Marriott International Inc	Option	571903902	$4,370	1,075		Call	Sole		X		
Mercury Interactive Corp	Option	589405909	$1,690	500		Call	Sole		X		
Merrill Lynch & Co Inc	Option	590188958	$2,606	500		Put	Sole		X		
Merrill Lynch & Co Inc	Option	590188908	$10,424	2,000		Call	Sole		X		
Merrill Lynch & Co Inc	Debt	590188A65	$21,761	43,523	Prn. Amt.		Sole		X		
Microsoft Corp	Common	594918104	$2,432	36,699	Shares		Sole		X		
Micron Technology Inc	Option	595112953	$8,525	2,750		Put	Sole		X		
MIRANT CORP	Common	604675108	$5,983	373,500	Shares		Sole		X		
MIRANT CORP	Option	604675908	$719	449		Call	Sole		X		
MIRANT CORP	Debt	604675AB4	$1,687	2,360	Prn. Amt.		Sole		X		
Morgan Stanley Dean Witter & Co	Common	617446448	$22	400	Shares		Sole		X		
Morgan Stanley Dean Witter & Co	Option	617446908	$6,713	1,200		Call	Sole		X		
Motorola Inc	Option	620076909	$3,004	2,000		Call	Sole		X		
National Australia Bank Ltd	Preferred	632525309	$2,250	75,000	Shares		Sole		X		
Newfield Exploration Co	Preferred	651291205	$2,440	45,185	Shares		Sole		X		
Nextel Communications Inc	Option	65332V903	$1,644	1,500		Call	Sole		X		
Omnicom Group	Option	681919956	$1,340	150		Put	Sole		X		
Omnicom Group	Option	681919906	$28,145	3,150		Call	Sole		X		
Owens & Minor Inc	Common	690732102	$2	90	Shares		Sole		X		
Pathmark Stores Inc	Common	70322A101	$370	15,000	Shares		Sole		X		
Pathmark Stores Inc	Warrant	70322A119	$301	24,338	Shares		Sole		X		
PerkinElmer Inc	Common	714046109	$3,152	9	Shares		Sole		X		

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Column1: Name of Issuer	Column2: Title of Class	Column3: CUSIP Number	Column4: Fair Market Value (X$1000)	Column5: Shares or Principal Amount	Column5: Shares/ Prn. Amt.	Column5: Put/ Call	Column6: Investment Discretion	Column7: Other Managers	Column8: Voting Authority Sole	Column8: Voting Authority Shared	Column8: Voting Authority None
PerkinElmer Inc	Debt	714046AA7	$11,155	20,393	Prn. Amt.		Sole		X		
Philip Morris Cos Inc	Common	718154107	$2,579	56,250	Shares		Sole		X		
Photronics Inc	Debt	719405AA0	$19,334	16,350	Prn. Amt.		Sole		X		
Pioneer Standard Electronics	Option	723877906	$2,210	1,740		Call	Sole		X		
Price Communications Corp	Common	741437305	$1,336	70,000	Shares		Sole		X		
Primus Telecommunications GP	Common	741929103	$277	461,400	Shares		Sole		X		
Protein Design Labs Inc	Debt	74369LAB9	$4,329	3,863	Prn. Amt.		Sole		X		
Providian Financial Corp	Option	74406A902	$177	500		Call	Sole		X		
Proxim Inc	Common	744284100	$3,656	425,066	Shares		Sole		X		
Prudential Financial Inc	Common	744320102	$4,647	140,000	Shares		Sole		X		
Radisys Corp	Debt	750459AB5	$4,705	6,490	Prn. Amt.		Sole		X		
Reinsurance Group Of America	Common	759351109	$3,644	109,500	Shares		Sole		X		
Revlon Inc	Common	761525500	$204	30,600	Shares		Sole		X		
RITE AID CORP	Common	767754104	$1,022	202,000	Shares		Sole		X		
Riverstone Networks Inc	Common	769320102	$1,828	110,100	Shares		Sole		X		
SCI SYSTEMS INC	Debt	783890AF3	$2,013	2,500	Prn. Amt.		Sole		X		
SPX Corp	Debt	784635AD6	$17,413	24,185	Prn. Amt.		Sole		X		
Sandisk Corp	Common	80004C101	$2,880	200,000	Shares		Sole		X		
Sanmina-SCI Corp	Debt	800907AB3	$9,940	9,214	Prn. Amt.		Sole		X		
Sanmina-SCI Corp	Debt	800907AD9	$1,916	5,250	Prn. Amt.		Sole		X		
School Specialty Inc	Common	807863105	$268	11,700	Shares		Sole		X		
SEALED AIR CORP (NEW)	Option	81211K950	$612	150		Put	Sole		X		
SEALED AIR CORP (NEW)	Option	81211K900	$33,513	8,210		Call	Sole		X		
SEALED AIR CORP (NEW)	Preferred	81211K209	$427	10,295	Shares		Sole		X		
Semtech Corp	Debt	816850AD3	$18,521	17,350	Prn. Amt.		Sole		X		
Sepracor Inc	Debt	817315AH7	$6,728	6,500	Prn. Amt.		Sole		X		
Sepracor Inc	Debt	817315AL8	$2,595	3,000	Prn. Amt.		Sole		X		
Silicon Graphics Inc	Common	827056102	$11	5,000	Shares		Sole		X		
Silicon Graphics Inc	Debt	827056AC6	$4,652	9,493	Prn. Amt.		Sole		X		
Siliconix Inc	Common	827079203	$3,954	144,200	Shares		Sole		X		

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STARO ASSET MANAGEMENT

Column1: Name of Issuer	Column2: Title of Class	Column3: CUSIP Number	Column4: Fair Market Value (X$1000)	Column5: Shares or Principal Amount	Column5: Shares/ Prn. Amt.	Column5: Put/ Call	Column6: Investment Discretion	Column7: Other Managers	Column8: Voting Authority Sole	Column8: Voting Authority Shared	Column8: Voting Authority None
SOLECTRON CORP	Common	834182107	$7,571	671,150	Shares		Sole		X		
SOLECTRON CORP	Option	834182907	$564	500		Call	Sole		X		
SOLECTRON CORP	Debt	834182AL1	$14,797	37,700	Prn. Amt.		Sole		X		
Sony Corp	Common	835699307	$428	9,500	Shares		Sole		X		
Sprint Corp-PCS Group	Preferred	852061605	$93,508	3,703,300	Shares		Sole		X		
Standard Automotive Corp	Common	853097103	$5	44,000	Shares		Sole		X		
Standard Automotive Corp	Preferred	853097202	$8	64,730	Shares		Sole		X		
Stilwell Financial Inc	Debt	860831AC0	$5,860	8,000	Prn. Amt.		Sole		X		
STMicroelectronics NV	Debt	861012AB8	$36,318	36,500	Prn. Amt.		Sole		X		
Terayon Corp	Common	880775101	$701	84,770	Shares		Sole		X		
Triarc Cos	Debt	895927AB7	$2,145	6,000	Prn. Amt.		Sole		X		
Tyco International Ltd	Option	902124906	$16,492	2,800		Call	Sole		X		
Tyco International Ltd	Debt	902124AC0	$72,049	94,029	Prn. Amt.		Sole		X		
Union Pacific Corp	Common	907818108	$505	8,864	Shares		Sole		X		
United Parcel Service Inc	Option	911312906	$2,725	500		Call	Sole		X		
Veritas Software Corp	Option	923436909	$15,687	3,500		Call	Sole		X		
Verizon Communications Inc	Option	92343V954	$2,373	500		Put	Sole		X		
Verizon Communications Inc	Option	92343V904	$4,746	1,000		Call	Sole		X		
Vishay Intertechnology Inc	Debt	928298AD0	$1,873	3,500	Prn. Amt.		Sole		X		
Vodafone Group Plc	Common	92857W100	$30,097	1,184,462	Shares		Sole		X		
Weatherford International Inc	Option	947074950	$1,118	300		Put	Sole		X		
Weatherford International Inc	Debt	947074AB6	$12,008	20,527	Prn. Amt.		Sole		X		
Western Gas Resources Inc	Preferred	958259301	$2,306	49,850	Shares		Sole		X		
Williams Communications Group	Common	969455104	$77	32,896	Shares		Sole		X		
Wire One Technologies Inc	Common	976521104	$1,244	200,000	Shares		Sole		X		
WorldCom Inc-WorldCom Group	Common	98157D106	$1,408	100,000	Shares		Sole		X		
WorldCom Inc-WorldCom Group	Option	98157D906	$14,080	10,000		Call	Sole		X		
XM Satellite Radio Holdings Inc	Common	983759101	$4,601	250,600	Shares		Sole		X		
XM Satellite Radio Holdings Inc	Debt	983759AA9	$6,095	4,063	Prn. Amt.		Sole		X		
Global Crossing Ltd	Common	G3921A100	$1,378	1,640,600	Shares		Sole		X		

Form 13F
STARO ASSET MANAGEMENT

Column1: Name of Issuer	Column2: Title of Class	Column3: CUSIP Number	Column4: Fair Market Value (X$1000)	Column5:			Column6: Investment Discretion	Column7: Other Managers	Column8: Voting Authority		
				Shares or Principal Amount	Shares/ Prn. Amt.	Put/ Call			Sole	Shared	None
Royal Caribbean Cruises Ltd	Common	V7780T103	$5,077	313,371	Shares		Sole		X		
General Holdings Totals:			**$1,405,382**								
Risk Arb Totals:			**$62,633**								
Aggregate Totals:			**$1,468,014**								
General Holdings Total Records:			**211**								
Risk Arb Total Records:			**12**								
Total Records:			**223**								

Form 13F
STARO ASSET MANAGEMENT

Column1: Name of Issuer	Column2: Title of Class	Column3: CUSIP Number	Column4: Fair Market Value (X$1000)	Column5: Shares or Principal Amount	Shares/ Prn. Amt.	Put/ Call	Column6: Investment Discretion	Column7: Other Managers	Column8: Voting Authority Sole	Shared	None
Risk Arb Holdings											
Bard (C.R.) Inc	Common	067383109	$3,902	60,500	Shares		Sole		X		
Community Savings Bankshares Inc	Common	204037105	$2,302	121,200	Shares		Sole		X		
Echostar Communications Corp	Debt	278762AD1	$7,698	8,625	Prn. Amt.		Sole		X		
General Mtrs Corp	Common	370442832	$2,549	165,000	Shares		Sole		X		
General Mtrs Corp	Option	370442902	$2,008	1,300		Call	Sole		X		
Hewlett-Packard Co	Common	428236103	$856	41,660	Shares		Sole		X		
ICO Hldgs Inc	Common	449293109	$125	106,350	Shares		Sole		X		
International Game Technology	Option	459902902	$27,320	4,000		Call	Sole		X		
Orion Power Holdings Inc	Common	686286105	$5,481	210,000	Shares		Sole		X		
Security Capital Group Inc	Common	81413P204	$2,537	100,000	Shares		Sole		X		
Tyco International Ltd	Option	902124906	$7,362	1,250		Call	Sole		X		
USA Networks Inc	Common	902984103	$492	18,000	Shares		Sole		X		
Risk Arb Totals:			**$62,633**								
Total Records:			**12**								