13F-CON P NON-PUBLIC

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

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Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: September 30, 2002

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: D. E. Shaw & Co., Inc. (see notes 1, 2 and 3)
Address: 120 West 45th Street, 39th Floor
New York, NY 10036

CONFIDENTIAL TREATMENT DENIED

Form 13F File Number: 28-5396

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: Kathryn Pickford
Title: Secretary
Phone: (212) 478-0000

PROCESSED
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THOMSON FINANCIAL

Signature, Place, and Date of Signing:

[Signature]	New York, NY	November 1, 2002
	[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).)

Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 1

Form 13F Information Table Entry Total: 1738

Form 13F Information Table Value Total: $6,349,030
(thousands) (see Note 4)

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
1	28-5394	D. E. Shaw & Co., L.P. (see notes 2 and 3)

Form 13F

NOTES

1. D. E. Shaw & Co., Inc. disclaims status as an institutional investment manager and makes this filing in its capacity as the parent entity of investment advisers.

2. D. E. Shaw & Co., Inc. or its subsidiaries ("D. E. Shaw") are general partners or members of various entities and therefore may exercise investment discretion for them. D. E. Shaw disclaims that it exercises investment discretion for certain of such entities, but includes the holdings of all such subentities in this form.

3. D. E. Shaw & Co., Inc. or its subsidiaries ("D. E. Shaw") are general partners or members of various entities and therefore may exercise voting discretion for them. D. E. Shaw disclaims that it exercises voting discretion for certain of such entities, but includes the holdings of all such subentities in this form.

4. The holdings above represent only those holdings we wish to keep confidential, all other holdings are reported on the Edgar filing.

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount		Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
A D C TELECOMMUNICATIONS	COM	000886 10 1	74,000	64,700		b	1	a(	64,700 shares)
AGL RES INC	COM	001204 10 6	563,000	25,500		b	1	a(	25,500 shares)
AK STL HLDG CORP	COM	001547 10 8	520,000	71,100		b	1	a(	71,100 shares)
AMN HEALTHCARE SERVICES INC	COM	001744 10 1	290,000	15,700		b	1	a(	15,700 shares)
AMR CORP	COM	001765 10 6	2,242,000	536,300		b	1	a(	536,300 shares)
AOL TIME WARNER INC	COM	00184A 10 5	2,669,000	228,133		b	1	a(	228,133 shares)
AOL TIME WARNER INC	COM	00184A 10 5	2,925,000	250,000	C	b	1	a(	250,000 shares)
AOL TIME WARNER INC	COM	00184A 10 5	2,223,000	190,000	P	b	1	a(	190,000 shares)
AT&T CORP	COM	001957 10 9	2,233,000	185,900		b	1	a(	185,900 shares)
AT&T WIRELESS SVCS INC	COM	00209A 10 6	216,000	52,503		b	1	a(	52,503 shares)
AVX CORP NEW	COM	002444 10 7	1,187,000	137,100		b	1	a(	137,100 shares)
ABBOTT LABS	COM	002824 10 0	566,000	14,000		b	1	a(	14,000 shares)
ABBOTT LABS	COM	002824 10 0	8,080,000	200,000	C	b	1	a(	200,000 shares)
ABBOTT LABS	COM	002824 10 0	16,968,000	420,000	P	b	1	a(	420,000 shares)
ABERCROMBIE & FITCH CO	CL A	002896 20 7	2,970,000	151,000		b	1	a(	151,000 shares)
ABIOMED INC	COM	003654 10 0	97,000	29,500		b	1	a(	29,500 shares)
ACAMBIS PLC	SPONSORED ADR	004286 10 0	378,000	10,000	C	b	1	a(	10,000 shares)
ACCREDO HEALTH INC	COM	00437V 10 4	1,440,000	30,200		b	1	a(	30,200 shares)
ACCREDO HEALTH INC	COM	00437V 10 4	596,000	12,500	C	b	1	a(	12,500 shares)
ACTIVISION INC NEW	COM NEW	004930 20 2	1,232,000	51,466		b	1	a(	51,466 shares)
ACTION PERFORMANCE COS INC	COM	004933 10 7	434,000	16,900		b	1	a(	16,900 shares)
ACTEL CORP	COM	004934 10 5	104,000	10,000	C	b	1	a(	10,000 shares)
ACTERNA CORP	COM	00503U 10 5	11,000	28,200		b	1	a(	28,200 shares)
ACTUANT CORP	CL A NEW	00508X 20 3	875,000	23,700		b	1	a(	23,700 shares)
ADMINISTAFF INC	COM	007094 10 5	239,000	62,200		b	1	a(	62,200 shares)
ADOBE SYS INC	COM	00724F 10 1	319,000	16,700		b	1	a(	16,700 shares)
ADOLOR CORP	COM	00724X 10 2	247,000	17,600		b	1	a(	17,600 shares)
ADVANCED AUTO PARTS INC	COM	00751Y 10 6	1,140,000	21,610		b	1	a(	21,610 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED		Page Total	50,838,000						

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
ADVANCED AUTO PARTS INC	COM	00751Y 10 6	8,438,000	160,000 C	b	1	a(	160,000 shares)
ADVANCED AUTO PARTS INC	COM	00751Y 10 6	5,010,000	95,000 P	b	1	a(	95,000 shares)
ADVANCED FIBRE COMMUNICATION	COM	00754A 10 5	1,454,000	109,586	b	1	a(	109,586 shares)
ADVANCED TISSUE SCIENCES INC	COM	00755F 10 3	559,000	725,700	b	1	a(	725,700 shares)
ADVANCED MEDICAL OPTICS INC	COM	00763M 10 8	625,000	65,732	b	1	a(	65,732 shares)
AEROPOSTALE	COM	007865 10 8	231,000	15,000 C	b	1	a(	15,000 shares)
ADVANCED MICRO DEVICES INC	COM	007903 10 7	1,655,000	310,000 C	b	1	a(	310,000 shares)
ADVANCED MICRO DEVICES INC	DBCV 4.750% 2/	007903 AE 7	1,478,000	2,500,000	b	1	a(	2,500,000 shares)
ADVANCED ENERGY INDS	COM	007973 10 0	178,000	20,000 C	b	1	a(	20,000 shares)
ADVENT SOFTWARE INC	COM	007974 10 8	863,000	75,400	b	1	a(	75,400 shares)
ADVENT SOFTWARE INC	COM	007974 10 8	1,059,000	92,500 C	b	1	a(	92,500 shares)
AETHER SYS INC	COM	00808V 10 5	191,000	71,352	b	1	a(	71,352 shares)
AETNA INC NEW	COM	00817Y 10 8	16,834,000	470,100	b	1	a(	470,100 shares)
AFFILIATED COMPUTER SERVICES	CL A	008190 10 0	6,383,000	150,000 C	b	1	a(	150,000 shares)
AFFILIATED COMPUTER SERVICES	CL A	008190 10 0	1,787,000	42,000 P	b	1	a(	42,000 shares)
AFFILIATED MANAGERS GROUP	COM	008252 10 8	2,788,000	62,500 C	b	1	a(	62,500 shares)
AFFILIATED MANAGERS GROUP	NOTE 5/	008252 AC 2	22,591,000	26,500,000	b	1	a(	26,500,000 shares)
AFFYMETRIX INC	COM	00826T 10 8	1,025,000	49,260	b	1	a(	49,260 shares)
AGERE SYS INC	CL A	00845V 10 0	263,000	238,732	b	1	a(	238,732 shares)
AGERE SYS INC	CL B	00845V 20 9	235,000	237,372	b	1	a(	237,372 shares)
AIR PRODS & CHEMS INC	COM	009158 10 6	4,142,000	98,600	b	1	a(	98,600 shares)
AIRGAS INC	COM	009363 10 2	958,000	73,000	b	1	a(	73,000 shares)
AKAMAI TECHNOLOGIES INC	COM	00971T 10 1	77,000	92,350	b	1	a(	92,350 shares)
AKSYS LTD	COM	010196 10 3	150,000	26,800	b	1	a(	26,800 shares)
AKZO NOBEL NV	SPONSORED ADR	010199 30 5	202,000	6,242	b	1	a(	6,242 shares)
ALBANY MOLECULAR RESH INC	COM	012423 10 9	358,000	21,000	b	1	a(	21,000 shares)
ALBEMARLE CORP	COM	012653 10 1	314,000	12,400	b	1	a(	12,400 shares)
ALBERTO CULVER CO	CL B CONV	013068 10 1	1,745,000	35,600	b	1	a(	35,600 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED		Page Total	81,593,000					

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
ALBERTO CULVER CO	CL B CONV	013068 10 1	368,000	7,500 P	b	1	a(	7,500 shares)
ALBERTSONS INC	COM	013104 10 4	1,696,000	70,200	b	1	a(	70,200 shares)
ALCAN INC	COM	013716 10 5	29,994,000	1,215,300	b	1	a(	1,215,300 shares)
ALCOA INC	COM	013817 10 1	9,241,000	478,800	b	1	a(	478,800 shares)
ALCATEL	SPONSORED ADR	013904 30 5	598,000	256,500	b	1	a(	256,500 shares)
ALDERWOODS GROUP INC	COM	014383 10 3	522,000	80,300	b	1	a(	80,300 shares)
ALEXANDER & BALDWIN INC	COM	014482 10 3	354,000	15,900	b	1	a(	15,900 shares)
ALEXION PHARMACEUTICALS INC	COM	015351 10 9	416,000	35,925	b	1	a(	35,925 shares)
ALLEGHENY ENERGY INC	COM	017361 10 6	248,000	18,900	b	1	a(	18,900 shares)
ALLERGAN INC	COM	018490 10 2	11,571,000	212,700	b	1	a(	212,700 shares)
ALLETE INC	COM	018522 10 2	2,121,000	98,200	b	1	a(	98,200 shares)
ALLIANCE GAMING CORP	COM NEW	01859P 60 9	793,000	51,262	b	1	a(	51,262 shares)
ALLIANCE SEMICONDUCTOR CORP	COM	01877H 10 0	302,000	79,600	b	1	a(	79,600 shares)
ALLIANT TECHSYSTEMS INC	COM	018804 10 4	12,188,000	176,000	b	1	a(	176,000 shares)
ALLIANT TECHSYSTEMS INC	COM	018804 10 4	3,116,000	45,000 C	b	1	a(	45,000 shares)
ALLIANT TECHSYSTEMS INC	COM	018804 10 4	2,424,000	35,000 P	b	1	a(	35,000 shares)
ALLIED CAP CORP NEW	COM	01903Q 10 8	768,000	35,100	b	1	a(	35,100 shares)
ALLIED WASTE INDS INC	COM PAR$.01NEW	019589 30 8	801,000	109,000	b	1	a(	109,000 shares)
ALLMERICA FINL CORP	COM	019754 10 0	4,344,000	362,000	b	1	a(	362,000 shares)
ALLMERICA FINL CORP	COM	019754 10 0	300,000	25,000 P	b	1	a(	25,000 shares)
ALLSTATE CORP	COM	020002 10 1	2,848,000	80,100	b	1	a(	80,100 shares)
ALLSTATE CORP	COM	020002 10 1	711,000	20,000 C	b	1	a(	20,000 shares)
ALLTEL CORP	COM	020039 10 3	5,377,000	134,000	b	1	a(	134,000 shares)
ALLTEL CORP	COM	020039 10 3	5,217,000	130,000 P	b	1	a(	130,000 shares)
ALPHARMA INC	NOTE 3.000% 6/	020813 AD 3	1,653,000	1,991,000	b	1	a(	1,991,000 shares)
ALTERA CORP	COM	021441 10 0	1,468,000	169,363	b	1	a(	169,363 shares)
ALZA CORP	SDCV 7/	02261W AB 5	33,765,000	42,472,000	b	1	a(	42,472,000 shares)
AMAZON COM INC	COM	023135 10 6	1,131,000	70,991	b	1	a(	70,991 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 134,335,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount		Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
AMAZON COM INC	COM	023135 10 6	19,584,000	1,229,400	C	b	1	a(	1,229,400 shares)
AMBAC FINL GROUP INC	COM	023139 10 8	3,309,000	61,400		b	1	a(	61,400 shares)
AMERADA HESS CORP	COM	023551 10 4	6,639,000	97,800		b	1	a(	97,800 shares)
AMERADA HESS CORP	COM	023551 10 4	910,000	13,400	C	b	1	a(	13,400 shares)
AMERADA HESS CORP	COM	023551 10 4	10,182,000	150,000	P	b	1	a(	150,000 shares)
AMERICA MOVIL S A DE C V	SPON ADR L SHS	02364W 10 5	5,591,000	462,800		b	1	a(	462,800 shares)
AMERICAN AXLE & MFG HLDGS IN	COM	024061 10 3	257,000	10,300		b	1	a(	10,300 shares)
AMERICAN AXLE & MFG HLDGS IN	COM	024061 10 3	1,499,000	60,000	C	b	1	a(	60,000 shares)
AMERICAN AXLE & MFG HLDGS IN	COM	024061 10 3	500,000	20,000	P	b	1	a(	20,000 shares)
AMERICAN CAPITAL STRATEGIES	COM	024937 10 4	322,000	17,100		b	1	a(	17,100 shares)
AMERICAN ELEC PWR INC	COM	025537 10 1	1,206,000	42,300		b	1	a(	42,300 shares)
AMERICAN EAGLE OUTFITTERS NE	COM	02553E 10 6	1,872,000	155,250		b	1	a(	155,250 shares)
AMERICAN EXPRESS CO	COM	025816 10 9	7,062,000	226,500		b	1	a(	226,500 shares)
AMERICAN EXPRESS CO	COM	025816 10 9	2,962,000	95,000	C	b	1	a(	95,000 shares)
AMERICAN EXPRESS CO	COM	025816 10 9	14,343,000	460,000	P	b	1	a(	460,000 shares)
AMERICAN FINL GROUP INC OHIO	COM	025932 10 4	327,000	14,200		b	1	a(	14,200 shares)
AMERICAN FINL HLDGS INC	COM	026075 10 1	767,000	25,236		b	1	a(	25,236 shares)
AMERICAN GREETINGS CORP	CL A	026375 10 5	2,032,000	126,200		b	1	a(	126,200 shares)
AMERICAN INTL GROUP INC	COM	026874 10 7	305,000	5,576		b	1	a(	5,576 shares)
AMERICAN INTL GROUP INC	COM	026874 10 7	9,299,000	170,000	C	b	1	a(	170,000 shares)
AMERICAN ITALIAN PASTA CO	CL A	027070 10 1	546,000	15,300		b	1	a(	15,300 shares)
AMERICAN MGMT SYS INC	COM	027352 10 3	842,000	66,178		b	1	a(	66,178 shares)
AMERICAN MED SYS HLDGS INC	COM	02744M 10 8	693,000	33,375		b	1	a(	33,375 shares)
AMERICAN MED SYS HLDGS INC	COM	02744M 10 8	311,000	15,000	C	b	1	a(	15,000 shares)
AMERICAN STD COS INC DEL	COM	029712 10 6	7,730,000	121,500		b	1	a(	121,500 shares)
AMERICAN STD COS INC DEL	COM	029712 10 6	3,817,000	60,000	C	b	1	a(	60,000 shares)
AMERICAN STD COS INC DEL	COM	029712 10 6	9,066,000	142,500	P	b	1	a(	142,500 shares)
AMERICAN WTR WKS INC	COM	030411 10 2	1,451,000	32,500	C	b	1	a(	32,500 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED		Page Total	113,424,000						

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
AMERICREDIT CORP	COM	03060R 10 1	89,000	11,000	b	1	a(	11,000 shares)
AMERUS GROUP CO	COM	03072M 10 8	425,000	15,000 C	b	1	a(	15,000 shares)
AMERISOURCEBERGEN CORP	COM	03073E 10 5	5,731,000	80,248	b	1	a(	80,248 shares)
AMERISOURCEBERGEN CORP	COM	03073E 10 5	4,285,000	60,000 P	b	1	a(	60,000 shares)
AMERITRADE HLDG CORP NEW	COM	03074K 10 0	49,000	13,200	b	1	a(	13,200 shares)
AMETEK INC NEW	COM	031100 10 0	795,000	27,300	b	1	a(	27,300 shares)
AMGEN INC	COM	031162 10 0	27,314,000	655,000 C	b	1	a(	655,000 shares)
AMGEN INC	COM	031162 10 0	29,503,000	707,500 P	b	1	a(	707,500 shares)
AMGEN INC	NOTE 3/	031162 AE 0	21,206,000	30,000,000	b	1	a(	30,000,000 shares)
AMKOR TECHNOLOGY INC	COM	031652 10 0	121,000	50,700	b	1	a(	50,700 shares)
AMPHENOL CORP NEW	CL A	032095 10 1	887,000	28,600	b	1	a(	28,600 shares)
AMPHENOL CORP NEW	CL A	032095 10 1	1,240,000	40,000 C	b	1	a(	40,000 shares)
AMSOUTH BANCORPORATION	COM	032165 10 2	2,006,000	96,700	b	1	a(	96,700 shares)
AMVESCAP PLC	SPONSORED ADR	03235E 10 0	127,000	13,100	b	1	a(	13,100 shares)
ANADARKO PETE CORP	COM	032511 10 7	3,118,000	70,000 C	b	1	a(	70,000 shares)
ANADARKO PETE CORP	DBCV 3/	032511 AP 2	6,169,000	10,000,000	b	1	a(	10,000,000 shares)
ANALOG DEVICES INC	COM	032654 10 5	800,000	40,600	b	1	a(	40,600 shares)
ANAREN MICROWAVE INC	COM	032744 10 4	178,000	21,600	b	1	a(	21,600 shares)
ANDRX GROUP	COM	034553 10 7	7,332,000	331,016	b	1	a(	331,016 shares)
ANGIOTECH PHARMACEUTICALS IN	COM	034918 10 2	1,274,000	32,100	b	1	a(	32,100 shares)
ANGIOTECH PHARMACEUTICALS IN	COM	034918 10 2	397,000	10,000 C	b	1	a(	10,000 shares)
ANHEUSER BUSCH COS INC	COM	035229 10 3	405,000	8,000	b	1	a(	8,000 shares)
ANIXTER INTL INC	COM	035290 10 5	206,000	10,000 P	b	1	a(	10,000 shares)
ANNTAYLOR STORES CORP	COM	036115 10 3	2,905,000	126,150	b	1	a(	126,150 shares)
ANTHEM INC	COM	03674B 10 4	753,000	11,589	b	1	a(	11,589 shares)
ANTHEM INC	COM	03674B 10 4	11,603,000	178,500 C	b	1	a(	178,500 shares)
ANTHEM INC	COM	03674B 10 4	6,435,000	99,000 P	b	1	a(	99,000 shares)
APACHE CORP	COM	037411 10 5	1,189,000	20,000 C	b	1	a(	20,000 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED		Page Total	136,542,000					

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
APACHE CORP	COM	037411 10 5	2,675,000	45,000 P	b	1	a(45,000 shares)
APOLLO GROUP INC	CL A	037604 10 5	217,000	5,000 C	b	1	a(5,000 shares)
APPLE COMPUTER INC	COM	037833 10 0	1,357,000	93,553	b	1	a(93,553 shares)
APPLE COMPUTER INC	COM	037833 10 0	1,595,000	110,000 C	b	1	a(110,000 shares)
APPLEBEES INTL INC	COM	037899 10 1	3,221,000	146,941	b	1	a(146,941 shares)
APRIA HEALTHCARE GROUP INC	COM	037933 10 8	1,849,000	78,500	b	1	a(78,500 shares)
APPLERA CORP	COM AP BIO GRP	038020 10 3	231,000	12,600	b	1	a(12,600 shares)
APPLERA CORP	COM CE GEN GRP	038020 20 2	3,068,000	385,920	b	1	a(385,920 shares)
APPLIED FILMS CORP	COM	038197 10 9	656,000	60,000 C	b	1	a(60,000 shares)
APPLIED MATLS INC	COM	038222 10 5	12,079,000	1,045,800 C	b	1	a(1,045,800 shares)
APPLIED MICRO CIRCUITS CORP	COM	03822W 10 9	219,000	76,422	b	1	a(76,422 shares)
APTARGROUP INC	COM	038336 10 3	263,000	9,800	b	1	a(9,800 shares)
ARBITRON INC	COM	03875Q 10 8	280,000	8,200	b	1	a(8,200 shares)
ARBITRON INC	COM	03875Q 10 8	580,000	17,000 C	b	1	a(17,000 shares)
ARBITRON INC	COM	03875Q 10 8	853,000	25,000 P	b	1	a(25,000 shares)
ARCH COAL INC	COM	039380 10 0	190,000	11,500	b	1	a(11,500 shares)
ARCHER DANIELS MIDLAND CO	COM	039483 10 2	2,220,000	177,460	b	1	a(177,460 shares)
ARENA PHARMACEUTICALS INC	COM	040047 10 2	95,000	16,900	b	1	a(16,900 shares)
ARGOSY GAMING CO	COM	040228 10 8	689,000	30,000 C	b	1	a(30,000 shares)
ARIBA INC	COM	04033V 10 4	156,000	115,561	b	1	a(115,561 shares)
ARMOR HOLDINGS INC	COM	042260 10 9	295,000	19,700	b	1	a(19,700 shares)
ARROW ELECTRS INC	DBCV 2/	042735 AY 6	10,097,000	24,500,000	b	1	a(24,500,000 shares)
ARROW INTL INC	COM	042764 10 0	335,000	10,400	b	1	a(10,400 shares)
ARTESYN TECHNOLOGIES INC	COM	043127 10 9	19,000	12,400	b	1	a(12,400 shares)
ARVINMERITOR INC	COM	043353 10 1	2,216,000	118,500	b	1	a(118,500 shares)
ASHWORTH INC	COM	04516H 10 1	65,000	13,100	b	1	a(13,100 shares)
ASIAINFO HLDGS INC	COM	04518A 10 4	94,000	28,186	b	1	a(28,186 shares)
ASPECT COMMUNICATIONS CORP	COM	04523Q 10 2	302,000	205,318	b	1	a(205,318 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 45,916,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
ASSOCIATED BANC CORP	COM	045487 10 5	404,000	12,740	b	1	a(12,740 shares)
AT RD INC	COM	04648K 10 5	299,000	55,300	b	1	a(55,300 shares)
ASYST TECHNOLOGY CORP	COM	04648X 10 7	127,000	21,100	b	1	a(21,100 shares)
ATMEL CORP	COM	049513 10 4	419,000	394,993	b	1	a(394,993 shares)
ATWOOD OCEANICS INC	COM	050095 10 8	916,000	31,300	b	1	a(31,300 shares)
ATWOOD OCEANICS INC	COM	050095 10 8	293,000	10,000 C	b	1	a(10,000 shares)
AUSPEX SYS INC	COM	052116 10 0	38,000	98,600	b	1	a(98,600 shares)
AUTODESK INC	COM	052769 10 6	1,808,000	142,710	b	1	a(142,710 shares)
AUTOMATIC DATA PROCESSING IN	COM	053015 10 3	1,231,000	35,400	b	1	a(35,400 shares)
AUTOMATIC DATA PROCESSING IN	COM	053015 10 3	2,434,000	70,000 C	b	1	a(70,000 shares)
AUTOMATIC DATA PROCESSING IN	COM	053015 10 3	1,565,000	45,000 P	b	1	a(45,000 shares)
AUTONATION INC	COM	05329W 10 2	4,107,000	356,500	b	1	a(356,500 shares)
AUTOZONE INC	COM	053332 10 2	4,345,000	55,100	b	1	a(55,100 shares)
AUTOZONE INC	COM	053332 10 2	4,929,000	62,500 C	b	1	a(62,500 shares)
AUTOZONE INC	COM	053332 10 2	13,406,000	170,000 P	b	1	a(170,000 shares)
AVAYA INC	COM	053499 10 9	29,000	20,000 P	b	1	a(20,000 shares)
AVAYA INC	NOTE 10/	053499 AA 7	1,373,000	6,500,000	b	1	a(6,500,000 shares)
AVENTIS	SPONSORED ADR	053561 10 6	4,798,000	91,300	b	1	a(91,300 shares)
AVERY DENNISON CORP	COM	053611 10 9	1,436,000	25,200	b	1	a(25,200 shares)
AVERY DENNISON CORP	COM	053611 10 9	285,000	5,000 C	b	1	a(5,000 shares)
AVERY DENNISON CORP	COM	053611 10 9	1,140,000	20,000 P	b	1	a(20,000 shares)
AVIALL INC NEW	COM	05366B 10 2	204,000	20,000 C	b	1	a(20,000 shares)
AVICI SYS INC	COM	05367L 10 9	8,000	13,500	b	1	a(13,500 shares)
AVIGEN INC	COM	053690 10 3	279,000	35,200	b	1	a(35,200 shares)
AVNET INC	COM	053807 10 3	3,686,000	341,600	b	1	a(341,600 shares)
AVOCENT CORP	COM	053893 10 3	268,000	20,000 C	b	1	a(20,000 shares)
AVON PRODS INC	COM	054303 10 2	231,000	5,000 P	b	1	a(5,000 shares)
AVON PRODS INC	NOTE 7/	054303 AP 7	10,763,000	20,000,000	b	1	a(20,000,000 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount		Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
BB&T CORP	COM	054937 10 7	1,048,000	29,909		b	1	a(	29,909 shares)
B A S F A G	SPONSORED ADR	055262 50 5	270,000	7,600		b	1	a(	7,600 shares)
BISYS GROUP INC	COM	055472 10 4	1,018,000	60,900		b	1	a(	60,900 shares)
BJ SVCS CO	COM	055482 10 3	5,447,000	209,500		b	1	a(	209,500 shares)
BJS WHOLESALE CLUB INC	COM	05548J 10 6	365,000	19,200		b	1	a(	19,200 shares)
BP PLC	SPONSORED ADR	055622 10 4	16,191,000	405,800		b	1	a(	405,800 shares)
BMC SOFTWARE INC	COM	055921 10 0	898,000	68,700		b	1	a(	68,700 shares)
BAKER HUGHES INC	COM	057224 10 7	1,237,000	42,600		b	1	a(	42,600 shares)
BAKER HUGHES INC	COM	057224 10 7	871,000	30,000	C	b	1	a(	30,000 shares)
BALL CORP	COM	058498 10 6	5,059,000	100,400		b	1	a(	100,400 shares)
BALL CORP	COM	058498 10 6	1,008,000	20,000	C	b	1	a(	20,000 shares)
BALL CORP	COM	058498 10 6	202,000	4,000	P	b	1	a(	4,000 shares)
BALLARD PWR SYS INC	COM	05858H 10 4	154,000	16,700		b	1	a(	16,700 shares)
BALLY TOTAL FITNESS HLDG COR	COM	05873K 10 8	134,000	13,500		b	1	a(	13,500 shares)
BANK OF AMERICA CORPORATION	COM	060505 10 4	287,000	4,500		b	1	a(	4,500 shares)
BANK OF AMERICA CORPORATION	COM	060505 10 4	29,367,000	460,300	C	b	1	a(	460,300 shares)
BANK HAWAII CORP	COM	062540 10 9	2,556,000	91,600		b	1	a(	91,600 shares)
BANK NEW YORK INC	COM	064057 10 2	1,437,000	50,000		b	1	a(	50,000 shares)
BANK NEW YORK INC	COM	064057 10 2	2,299,000	80,000	C	b	1	a(	80,000 shares)
BANK NEW YORK INC	COM	064057 10 2	1,437,000	50,000	P	b	1	a(	50,000 shares)
BANK ONE CORP	COM	06423A 10 3	1,324,000	35,400		b	1	a(	35,400 shares)
BANK ONE CORP	COM	06423A 10 3	2,244,000	60,000	C	b	1	a(	60,000 shares)
BANKNORTH GROUP INC NEW	COM	06646R 10 7	2,887,000	121,538		b	1	a(	121,538 shares)
BARD C R INC	COM	067383 10 9	3,125,000	57,200		b	1	a(	57,200 shares)
BARD C R INC	COM	067383 10 9	3,005,000	55,000	C	b	1	a(	55,000 shares)
BARD C R INC	COM	067383 10 9	1,502,000	27,500	P	b	1	a(	27,500 shares)
BARNES & NOBLE INC	COM	067774 10 9	6,050,000	285,900		b	1	a(	285,900 shares)
BARNES & NOBLE INC	COM	067774 10 9	529,000	25,000	C	b	1	a(	25,000 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
BARNES & NOBLE INC	COM	067774 10 9	423,000	20,000 P	b	1	a(20,000 shares)
BARRICK GOLD CORP	COM	067901 10 8	12,884,000	825,880	b	1	a(825,880 shares)
BARR LABS INC	COM	068306 10 9	4,079,000	65,488	b	1	a(65,488 shares)
BARR LABS INC	COM	068306 10 9	1,838,000	29,500 C	b	1	a(29,500 shares)
BARR LABS INC	COM	068306 10 9	934,000	15,000 P	b	1	a(15,000 shares)
BARRA INC	COM	068313 10 5	1,201,000	43,975	b	1	a(43,975 shares)
BARRA INC	COM	068313 10 5	2,350,000	86,000 C	b	1	a(86,000 shares)
BAUSCH & LOMB INC	COM	071707 10 3	7,632,000	230,100	b	1	a(230,100 shares)
BAXTER INTL INC	COM	071813 10 9	8,300,000	271,700	b	1	a(271,700 shares)
BAXTER INTL INC	COM	071813 10 9	3,819,000	125,000 C	b	1	a(125,000 shares)
BAXTER INTL INC	COM	071813 10 9	4,888,000	160,000 P	b	1	a(160,000 shares)
BAXTER INTL INC	DBCV 1.250% 6/	071813 AR 0	19,600,000	20,000,000	b	1	a(20,000,000 shares)
BEACON POWER CORP	COM	073677 10 6	6,000	36,869	b	1	a(36,869 shares)
BEAR STEARNS COS INC	COM	073902 10 8	2,482,000	44,000	b	1	a(44,000 shares)
BEAR STEARNS COS INC	COM	073902 10 8	2,256,000	40,000 P	b	1	a(40,000 shares)
BEAZER HOMES USA INC	COM	07556Q 10 5	6,120,000	100,250	b	1	a(100,250 shares)
BEAZER HOMES USA INC	COM	07556Q 10 5	8,700,000	142,500 C	b	1	a(142,500 shares)
BEAZER HOMES USA INC	COM	07556Q 10 5	2,137,000	35,000 P	b	1	a(35,000 shares)
BECKMAN COULTER INC	COM	075811 10 9	8,851,000	228,700	b	1	a(228,700 shares)
BECTON DICKINSON & CO	COM	075887 10 9	5,973,000	210,300	b	1	a(210,300 shares)
BED BATH & BEYOND INC	COM	075896 10 0	639,000	19,615	b	1	a(19,615 shares)
BELDEN INC	COM	077459 10 5	297,000	22,100	b	1	a(22,100 shares)
BELLSOUTH CORP	COM	079860 10 2	15,191,000	827,400	b	1	a(827,400 shares)
BEMIS INC	COM	081437 10 5	825,000	16,700	b	1	a(16,700 shares)
BEMIS INC	COM	081437 10 5	1,482,000	30,000 C	b	1	a(30,000 shares)
BEMIS INC	COM	081437 10 5	3,310,000	67,000 P	b	1	a(67,000 shares)
BENCHMARK ELECTRS INC	COM	08160H 10 1	453,000	21,500	b	1	a(21,500 shares)
BERKLEY W R CORP	COM	084423 10 2	4,525,000	133,100	b	1	a(133,100 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
BERKLEY W R CORP	COM	084423 10 2	340,000	10,000 C	b	1	a(10,000 shares)
BERKLEY W R CORP	COM	084423 10 2	510,000	15,000 P	b	1	a(15,000 shares)
BEST BUY INC	DBCV 0.684% 6/	086516 AD 3	5,240,000	8,000,000	b	1	a(8,000,000 shares)
BHP BILLITON LTD	SPONSORED ADR	088606 10 8	145,000	14,869	b	1	a(14,869 shares)
BIOGEN INC	COM	090597 10 5	11,869,000	405,500	b	1	a(405,500 shares)
BIOGEN INC	COM	090597 10 5	585,000	20,000 C	b	1	a(20,000 shares)
BIOGEN INC	COM	090597 10 5	1,464,000	50,000 P	b	1	a(50,000 shares)
BIOVAIL CORP	COM	09067J 10 9	2,941,000	119,100	b	1	a(119,100 shares)
BIOSITE INC	COM	090945 10 6	1,594,000	55,000 C	b	1	a(55,000 shares)
BLACK & DECKER CORP	COM	091797 10 0	1,111,000	26,500	b	1	a(26,500 shares)
BLACK BOX CORP DEL	COM	091826 10 7	996,000	30,000 C	b	1	a(30,000 shares)
BLACK HILLS CORP	COM	092113 10 9	710,000	27,100	b	1	a(27,100 shares)
BLOCK H & R INC	COM	093671 10 5	365,000	8,700	b	1	a(8,700 shares)
BLOCKBUSTER INC	CL A	093679 10 8	977,000	39,400	b	1	a(39,400 shares)
BOB EVANS FARMS INC	COM	096761 10 1	574,000	24,220	b	1	a(24,220 shares)
BOEING CO	COM	097023 10 5	14,099,000	413,100	b	1	a(413,100 shares)
BOEING CO	COM	097023 10 5	7,850,000	230,000 C	b	1	a(230,000 shares)
BOEING CO	COM	097023 10 5	6,485,000	190,000 P	b	1	a(190,000 shares)
BOISE CASCADE CORP	COM	097383 10 3	4,749,000	208,300	b	1	a(208,300 shares)
BORDERS GROUP INC	COM	099709 10 7	2,334,000	147,700	b	1	a(147,700 shares)
BORG WARNER INC	COM	099724 10 6	3,614,000	72,800	b	1	a(72,800 shares)
BORG WARNER INC	COM	099724 10 6	3,773,000	76,000 C	b	1	a(76,000 shares)
BORG WARNER INC	COM	099724 10 6	2,408,000	48,500 P	b	1	a(48,500 shares)
BOSTON SCIENTIFIC CORP	COM	101137 10 7	1,922,000	60,900	b	1	a(60,900 shares)
BOWATER INC	COM	102183 10 0	3,233,000	91,600	b	1	a(91,600 shares)
BOYD GAMING CORP	COM	103304 10 1	905,000	48,500	b	1	a(48,500 shares)
BRADLEY PHARMACEUTICALS INC	COM	104576 10 3	219,000	25,000 C	b	1	a(25,000 shares)
BRIGGS & STRATTON CORP	COM	109043 10 9	282,000	7,500	b	1	a(7,500 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
BRINKER INTL INC	COM	109641 10 0	363,000	14,000	b	1	a(14,000 shares)
BRINKER INTL INC	DBCV 10/	109641 AC 4	10,498,000	16,500,000	b	1	a(16,500,000 shares)
BRISTOL MYERS SQUIBB CO	COM	110122 10 8	4,151,000	174,400	b	1	a(174,400 shares)
BROADCOM CORP	CL A	111320 10 7	10,416,000	975,241	b	1	a(975,241 shares)
BROADCOM CORP	CL A	111320 10 7	641,000	60,000 P	b	1	a(60,000 shares)
BROCADE COMMUNICATIONS SYS I	COM	111621 10 8	4,847,000	643,731	b	1	a(643,731 shares)
BROCADE COMMUNICATIONS SYS I	COM	111621 10 8	1,657,000	220,000 C	b	1	a(220,000 shares)
BROCADE COMMUNICATIONS SYS I	NOTE 2.000% 1/	111621 AB 4	3,206,000	4,900,000	b	1	a(4,900,000 shares)
BROOKFIELD PPTYS CORP	COM	112900 10 5	1,350,000	70,100	b	1	a(70,100 shares)
BROOK-PRI AUTOMATION INC	COM	11442E 10 2	723,000	63,110	b	1	a(63,110 shares)
BROWN & BROWN INC	COM	115236 10 1	1,287,000	42,900	b	1	a(42,900 shares)
BROWN FORMAN CORP	CL B	115637 20 9	998,000	14,900	b	1	a(14,900 shares)
BROWN TOM INC	COM NEW	115660 20 1	348,000	15,200	b	1	a(15,200 shares)
BRUNSWICK CORP	COM	117043 10 9	2,760,000	131,200	b	1	a(131,200 shares)
BUCA INC	COM	117769 10 9	112,000	14,000	b	1	a(14,000 shares)
BURLINGTON NORTHN SANTA FE C	COM	12189T 10 4	2,631,000	110,000	b	1	a(110,000 shares)
BUSINESS OBJECTS S A	SPONSORED ADR	12328X 10 7	955,000	89,911	b	1	a(89,911 shares)
C&D TECHNOLOGIES INC	COM	124661 10 9	649,000	44,300	b	1	a(44,300 shares)
CBRL GROUP INC	COM	12489V 10 6	497,000	21,800	b	1	a(21,800 shares)
CBRL GROUP INC	COM	12489V 10 6	228,000	10,000 C	b	1	a(10,000 shares)
CBRL GROUP INC	COM	12489V 10 6	228,000	10,000 P	b	1	a(10,000 shares)
CDW COMPUTER CTRS INC	COM	125129 10 6	424,000	10,000 C	b	1	a(10,000 shares)
C H ROBINSON WORLDWIDE INC	COM	12541W 10 0	1,013,000	37,652	b	1	a(37,652 shares)
CIGNA CORP	COM	125509 10 9	18,147,000	256,500	b	1	a(256,500 shares)
CIGNA CORP	COM	125509 10 9	7,252,000	102,500 C	b	1	a(102,500 shares)
CMGI INC	COM	125750 10 9	122,000	348,300	b	1	a(348,300 shares)
CNA FINL CORP	COM	126117 10 0	2,113,000	84,500	b	1	a(84,500 shares)
CNF TR I	TECONS SER A	12612V 20 5	21,743,000	457,400	b	1	a(457,400 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount		Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
CSX CORP	COM	126408 10 3	401,000	15,200		b	1	a(	15,200 shares)
CVS CORP	COM	126650 10 0	5,303,000	209,200		b	1	a(	209,200 shares)
CV THERAPEUTICS INC	COM	126667 10 4	1,248,000	59,700		b	1	a(	59,700 shares)
CABLE & WIRELESS PUB LTD CO	SPONSORED ADR	126830 20 7	159,000	29,500		b	1	a(	29,500 shares)
CABLEVISION SYS CORP	CL A NY CABLVS	12686C 10 9	166,000	18,323		b	1	a(	18,323 shares)
CABLE DESIGN TECHNOLOGIES CO	COM	126924 10 9	141,000	23,000		b	1	a(	23,000 shares)
CABOT CORP	COM	127055 10 1	1,426,000	67,900		b	1	a(	67,900 shares)
CABOT MICROELECTRONICS CORP	COM	12709P 10 3	5,772,000	155,000	C	b	1	a(	155,000 shares)
CABOT MICROELECTRONICS CORP	COM	12709P 10 3	1,490,000	40,000	P	b	1	a(	40,000 shares)
CACI INTL INC	CL A	127190 30 4	255,000	7,200		b	1	a(	7,200 shares)
CALPINE CORP	COM	131347 10 6	2,544,000	1,030,000	C	b	1	a(	1,030,000 shares)
CAMBREX CORP	COM	132011 10 7	1,104,000	30,000	C	b	1	a(	30,000 shares)
CAMBREX CORP	COM	132011 10 7	368,000	10,000	P	b	1	a(	10,000 shares)
CAMPBELL SOUP CO	COM	134429 10 9	5,017,000	227,200		b	1	a(	227,200 shares)
CANADIAN NATL RY CO	COM	136375 10 2	8,085,000	216,300		b	1	a(	216,300 shares)
CANADIAN NATL RY CO	COM	136375 10 2	1,495,000	40,000	C	b	1	a(	40,000 shares)
CANADIAN NATL RY CO	COM	136375 10 2	934,000	25,000	P	b	1	a(	25,000 shares)
CANADIAN PAC RY LTD	COM	13645T 10 0	535,000	29,300		b	1	a(	29,300 shares)
CAPITAL ONE FINL CORP	COM	14040H 10 5	1,746,000	50,000	C	b	1	a(	50,000 shares)
CAPSTONE TURBINE CORP	COM	14067D 10 2	12,000	20,000	C	b	1	a(	20,000 shares)
CARDIAC SCIENCE INC	COM NEW	141410 20 9	81,000	41,000		b	1	a(	41,000 shares)
CARDINAL HEALTH INC	COM	14149Y 10 8	5,909,000	95,000	C	b	1	a(	95,000 shares)
CARDINAL HEALTH INC	COM	14149Y 10 8	1,866,000	30,000	P	b	1	a(	30,000 shares)
CAREER EDUCATION CORP	COM	141665 10 9	960,000	20,000	C	b	1	a(	20,000 shares)
CAREER EDUCATION CORP	COM	141665 10 9	1,536,000	32,000	P	b	1	a(	32,000 shares)
CARLISLE COS INC	COM	142339 10 0	396,000	10,800		b	1	a(	10,800 shares)
CASELLA WASTE SYS INC	CL A	147448 10 4	165,000	25,700		b	1	a(	25,700 shares)
CATELLUS DEV CORP	COM	149111 10 6	1,399,000	75,800		b	1	a(	75,800 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
CATERPILLAR INC DEL	COM	149123 10 1	21,513,000	578,000	b	1	a(578,000 shares)
CELL GENESYS INC	COM	150921 10 4	221,000	18,350	b	1	a(18,350 shares)
CELESTICA INC	SUB VTG SHS	15101Q 10 8	844,000	64,400	b	1	a(64,400 shares)
CEMEX S A	SPON ADR 5 ORD	151290 88 9	4,644,000	222,730	b	1	a(222,730 shares)
CENDANT CORP	COM	151313 10 3	2,367,000	220,000 C	b	1	a(220,000 shares)
CENDANT CORP	DBCV 5/	151313 AH 6	30,840,000	32,000,000	b	1	a(32,000,000 shares)
CENTEX CORP	COM	152312 10 4	10,813,000	243,800	b	1	a(243,800 shares)
CENTURYTEL INC	COM	156700 10 6	626,000	27,900	b	1	a(27,900 shares)
CEPHALON INC	COM	156708 10 9	1,722,000	42,180	b	1	a(42,180 shares)
CEPHALON INC	NOTE 5.250% 5/	156708 AC 3	1,988,000	2,200,000	b	1	a(2,200,000 shares)
CEPHEID	COM	15670R 10 7	526,000	136,600	b	1	a(136,600 shares)
CERIDIAN CORP NEW	COM	156779 10 0	717,000	50,300	b	1	a(50,300 shares)
CERNER CORP	COM	156782 10 4	2,769,000	78,648	b	1	a(78,648 shares)
CERTEGY INC	COM	156880 10 6	251,000	12,500 C	b	1	a(12,500 shares)
CERUS CORP	COM	157085 10 1	297,000	17,795	b	1	a(17,795 shares)
CERUS CORP	COM	157085 10 1	1,100,000	66,000 C	b	1	a(66,000 shares)
CHAMPIONSHIP AUTO RACING TEA	COM	158711 10 1	51,000	13,400	b	1	a(13,400 shares)
CHARTER ONE FINL INC	COM	160903 10 0	11,039,000	371,425	b	1	a(371,425 shares)
CHARTER COMMUNICATIONS INC D	CL A	16117M 10 7	149,000	80,000 C	b	1	a(80,000 shares)
CHARTER COMMUNICATIONS INC D	NOTE 5.750%10/	16117M AB 3	1,006,000	2,000,000	b	1	a(2,000,000 shares)
CHARTERED SEMICONDUCTOR MFG	ADR	16133R 10 6	1,747,000	321,800	b	1	a(321,800 shares)
CHATTEM INC	COM	162456 10 7	408,000	10,000 C	b	1	a(10,000 shares)
CHEVRONTEXACO CORP	COM	166764 10 0	5,538,000	79,970	b	1	a(79,970 shares)
CHEVRONTEXACO CORP	COM	166764 10 0	2,770,000	40,000 C	b	1	a(40,000 shares)
CHEVRONTEXACO CORP	COM	166764 10 0	2,424,000	35,000 P	b	1	a(35,000 shares)
CHICOS FAS INC	COM	168615 10 2	6,323,000	396,900	b	1	a(396,900 shares)
CHICOS FAS INC	COM	168615 10 2	956,000	60,000 C	b	1	a(60,000 shares)
CHICOS FAS INC	COM	168615 10 2	797,000	50,000 P	b	1	a(50,000 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
CHILDRENS PL RETAIL STORES I	COM	168905 10 7	455,000	45,000 C	b	1	a(	45,000 shares)
CHINA MOBILE HONG KONG LTD	SPONSORED ADR	16941M 10 9	570,000	50,400	b	1	a(	50,400 shares)
CHINA UNICOM LTD	SPONSORED ADR	16945R 10 4	219,000	37,100	b	1	a(	37,100 shares)
CHIQUITA BRANDS INTL INC	COM	170032 80 9	1,877,000	121,500	b	1	a(	121,500 shares)
CHIRON CORP	COM	170040 10 9	4,542,000	130,000 C	b	1	a(	130,000 shares)
CHIRON CORP	COM	170040 10 9	699,000	20,000 P	b	1	a(	20,000 shares)
CHOICEPOINT INC	COM	170388 10 2	911,000	25,574	b	1	a(	25,574 shares)
CHOICEPOINT INC	COM	170388 10 2	713,000	20,000 C	b	1	a(	20,000 shares)
CHOICEPOINT INC	COM	170388 10 2	713,000	20,000 P	b	1	a(	20,000 shares)
CHRISTOPHER & BANKS CORP	COM	171046 10 5	251,000	10,000 P	b	1	a(	10,000 shares)
CHUBB CORP	COM	171232 10 1	24,180,000	441,000	b	1	a(	441,000 shares)
CHUBB CORP	COM	171232 10 1	1,316,000	24,000 P	b	1	a(	24,000 shares)
CIENA CORP	COM	171779 10 1	1,634,000	550,000 C	b	1	a(	550,000 shares)
CINCINNATI FINL CORP	COM	172062 10 1	1,642,000	46,156	b	1	a(	46,156 shares)
CIRCUIT CITY STORE INC	CIRCT CITY GRP	172737 10 8	27,634,000	1,824,000	b	1	a(	1,824,000 shares)
CISCO SYS INC	COM	17275R 10 2	1,089,000	103,950	b	1	a(	103,950 shares)
CISCO SYS INC	COM	17275R 10 2	69,168,000	6,600,000 C	b	1	a(	6,600,000 shares)
CISCO SYS INC	COM	17275R 10 2	6,288,000	600,000 P	b	1	a(	600,000 shares)
CINTAS CORP	COM	172908 10 5	3,769,000	89,900	b	1	a(	89,900 shares)
CITIGROUP INC	COM	172967 10 1	300,000	10,127	b	1	a(	10,127 shares)
CITIZENS COMMUNICATIONS CO	COM	17453B 10 1	73,000	10,700	b	1	a(	10,700 shares)
CITIZENS UTILS TR	PFD EPPICS CV	177351 20 2	5,036,000	150,800	b	1	a(	150,800 shares)
CITRIX SYS INC	COM	177376 10 0	273,000	45,300	b	1	a(	45,300 shares)
CITY NATL CORP	COM	178566 10 5	4,312,000	92,200	b	1	a(	92,200 shares)
CITY NATL CORP	COM	178566 10 5	234,000	5,000 P	b	1	a(	5,000 shares)
CLAIRES STORES INC	COM	179584 10 7	763,000	35,000	b	1	a(	35,000 shares)
CLAYTON HOMES INC	COM	184190 10 6	1,603,000	146,000	b	1	a(	146,000 shares)
CLEAR CHANNEL COMMUNICATIONS	COM	184502 10 2	33,655,000	968,500 C	b	1	a(	968,500 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 193,919,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
CLEAR CHANNEL COMMUNICATIONS	COM	184502 10 2	6,255,000	180,000 P	b	1	a(180,000 shares)
CLEAR CHANNEL COMMUNICATIONS	NOTE 2.625% 4/	184502 AB 8	29,814,000	30,500,000	b	1	a(30,500,000 shares)
CLOROX CO DEL	COM	189054 10 9	6,541,000	162,800	b	1	a(162,800 shares)
COACH INC	COM	189754 10 4	8,762,000	342,250	b	1	a(342,250 shares)
COACH INC	COM	189754 10 4	4,608,000	180,000 C	b	1	a(180,000 shares)
COACH INC	COM	189754 10 4	11,264,000	440,000 P	b	1	a(440,000 shares)
COCA COLA CO	COM	191216 10 0	14,047,000	292,900	b	1	a(292,900 shares)
COCA COLA CO	COM	191216 10 0	14,268,000	297,500 C	b	1	a(297,500 shares)
COCA COLA CO	COM	191216 10 0	28,200,000	588,000 P	b	1	a(588,000 shares)
COCA COLA ENTERPRISES INC	COM	191219 10 4	1,149,000	54,100	b	1	a(54,100 shares)
COCA-COLA FEMSA S A DE C V	SPON ADR REP L	191241 10 8	1,293,000	68,000	b	1	a(68,000 shares)
COGNEX CORP	COM	192422 10 3	2,117,000	152,200	b	1	a(152,200 shares)
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446 10 2	1,319,000	22,954	b	1	a(22,954 shares)
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446 10 2	5,287,000	92,000 C	b	1	a(92,000 shares)
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446 10 2	1,724,000	30,000 P	b	1	a(30,000 shares)
COGNOS INC	COM	19244C 10 9	697,000	41,020	b	1	a(41,020 shares)
COHERENT INC	COM	192479 10 3	202,000	11,080	b	1	a(11,080 shares)
COLE KENNETH PRODTNS INC	CL A	193294 10 5	483,000	23,800	b	1	a(23,800 shares)
COLE KENNETH PRODTNS INC	CL A	193294 10 5	761,000	37,500 C	b	1	a(37,500 shares)
COLE KENNETH PRODTNS INC	CL A	193294 10 5	457,000	22,500 P	b	1	a(22,500 shares)
COLONIAL BANCGROUP INC	COM	195493 30 9	417,000	33,600	b	1	a(33,600 shares)
COMERICA INC	COM	200340 10 7	8,823,000	182,964	b	1	a(182,964 shares)
COMERICA INC	COM	200340 10 7	1,832,000	38,000 C	b	1	a(38,000 shares)
COMERICA INC	COM	200340 10 7	964,000	20,000 P	b	1	a(20,000 shares)
COMMERCE BANCORP INC NJ	COM	200519 10 6	378,000	9,100	b	1	a(9,100 shares)
COMMERCE BANCORP INC NJ	COM	200519 10 6	830,000	20,000 C	b	1	a(20,000 shares)
COMMERCE BANCORP INC NJ	COM	200519 10 6	1,038,000	25,000 P	b	1	a(25,000 shares)
COMMERCE BANCSHARES INC	COM	200525 10 3	344,000	8,800	b	1	a(8,800 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount		Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
COMMERCE BANCSHARES INC	COM	200525 10 3	547,000	14,000	C	b	1	a(	14,000 shares)
COMMERCE BANCSHARES INC	COM	200525 10 3	625,000	16,000	P	b	1	a(	16,000 shares)
COMMERCE ONE INC DEL	COM	200693 10 9	0	180,000	C	b	1	a(	180,000 shares)
COMMERCIAL FEDERAL CORPORATI	COM	201647 10 4	1,265,000	58,100		b	1	a(	58,100 shares)
COMMONWEALTH TEL ENTERPRISES	COM	203349 10 5	212,000	6,100		b	1	a(	6,100 shares)
COMMUNITY HEALTH SYS INC NEW	NOTE 4.250%10/	203668 AA 6	15,856,000	15,000,000		b	1	a(	15,000,000 shares)
COMPANIA ANONIMA NACIONL TEL	SPON ADR D	204421 10 1	301,000	28,502		b	1	a(	28,502 shares)
COMPANIA DE TELECOMUNICS CHI	SPON ADR NEW	204449 30 0	840,000	96,100		b	1	a(	96,100 shares)
COMPASS BANCSHARES INC	COM	20449H 10 9	1,177,000	39,922		b	1	a(	39,922 shares)
COMPUTER SCIENCES CORP	COM	205363 10 4	5,086,000	183,000		b	1	a(	183,000 shares)
COMPUTER SCIENCES CORP	COM	205363 10 4	4,863,000	175,000	C	b	1	a(	175,000 shares)
COMPUTER SCIENCES CORP	COM	205363 10 4	3,946,000	142,000	P	b	1	a(	142,000 shares)
COMPUWARE CORP	COM	205638 10 9	166,000	54,400		b	1	a(	54,400 shares)
CONAGRA FOODS INC	COM	205887 10 2	303,000	12,200		b	1	a(	12,200 shares)
CONCEPTUS INC	COM	206016 10 7	577,000	37,700		b	1	a(	37,700 shares)
CONE MLS CORP N C	COM	206814 10 5	239,000	96,600		b	1	a(	96,600 shares)
CONEXANT SYSTEMS INC	COM	207142 10 0	695,000	626,270		b	1	a(	626,270 shares)
CONOCOPHILLIPS	COM	20825C 10 4	13,835,000	299,194		b	1	a(	299,194 shares)
CONOCOPHILLIPS	COM	20825C 10 4	3,329,000	72,000	C	b	1	a(	72,000 shares)
CONOCOPHILLIPS	COM	20825C 10 4	3,699,000	80,000	P	b	1	a(	80,000 shares)
CONSTELLATION BRANDS INC	CL A	21036P 10 8	1,940,000	84,000	C	b	1	a(	84,000 shares)
CONSTELLATION ENERGY GROUP I	COM	210371 10 0	5,568,000	224,600		b	1	a(	224,600 shares)
CONTINENTAL AIRLS INC	CL B	210795 30 8	147,000	27,300		b	1	a(	27,300 shares)
COOPER CAMERON CORP	COM	216640 10 2	6,782,000	162,400		b	1	a(	162,400 shares)
COOPER CAMERON CORP	COM	216640 10 2	418,000	10,000	P	b	1	a(	10,000 shares)
COOPER TIRE & RUBR CO	COM	216831 10 7	1,729,000	107,100		b	1	a(	107,100 shares)
COORS ADOLPH CO	CL B	217016 10 4	3,626,000	64,400		b	1	a(	64,400 shares)
COORS ADOLPH CO	CL B	217016 10 4	1,408,000	25,000	C	b	1	a(	25,000 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 79,179,000

Name of Issuer	Title of Class		CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount		Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
COORS ADOLPH CO	CL B		217016 10 4	2,928,000	52,000	P	b	1	a(	52,000 shares)
CORINTHIAN COLLEGES INC	COM		218868 10 7	377,000	10,000	C	b	1	a(	10,000 shares)
CORINTHIAN COLLEGES INC	COM		218868 10 7	2,415,000	64,000	P	b	1	a(	64,000 shares)
CORIXA CORP	COM		21887F 10 0	112,000	17,700		b	1	a(	17,700 shares)
CORNING INC	COM		219350 10 5	1,579,000	986,700		b	1	a(	986,700 shares)
CORNING INC	COM		219350 10 5	195,000	122,000	C	b	1	a(	122,000 shares)
CORNING INC	COM		219350 10 5	493,000	308,100	P	b	1	a(	308,100 shares)
CORPORATE EXECUTIVE BRD CO	COM		21988R 10 2	588,000	20,600		b	1	a(	20,600 shares)
CORVAS INTL INC	COM		221005 10 1	20,000	15,400		b	1	a(	15,400 shares)
CORVIS CORP	COM		221009 10 3	69,000	120,800		b	1	a(	120,800 shares)
COSTCO WHSL CORP NEW	COM		22160K 10 5	615,000	19,000		b	1	a(	19,000 shares)
COSTCO WHSL CORP NEW	COM		22160K 10 5	2,266,000	70,000	C	b	1	a(	70,000 shares)
COSTCO WHSL CORP NEW	COM		22160K 10 5	647,000	20,000	P	b	1	a(	20,000 shares)
COSTCO COMPANIES INC	NOTE	8/	22160Q AC 6	3,727,000	4,900,000		b	1	a(	4,900,000 shares)
COTT CORP QUE	COM		22163N 10 6	305,000	20,100		b	1	a(	20,100 shares)
COVANCE INC	COM		222816 10 0	333,000	17,000		b	1	a(	17,000 shares)
COVENTRY HEALTH CARE INC	COM		222862 10 4	309,000	9,500	C	b	1	a(	9,500 shares)
COVENTRY HEALTH CARE INC	COM		222862 10 4	325,000	10,000	P	b	1	a(	10,000 shares)
CRANE CO	COM		224399 10 5	745,000	37,700		b	1	a(	37,700 shares)
CREE INC	COM		225447 10 1	1,519,000	121,500	C	b	1	a(	121,500 shares)
CROMPTON CORP	COM		227116 10 0	309,000	30,700		b	1	a(	30,700 shares)
CROSS MEDIA MARKETING CORP	COM NEW		22754R 20 1	35,000	46,100		b	1	a(	46,100 shares)
CROWN CORK & SEAL INC	COM		228255 10 5	662,000	126,000	C	b	1	a(	126,000 shares)
CUBIC CORP	COM		229669 10 6	303,000	17,800		b	1	a(	17,800 shares)
CYGNUS INC	COM		232560 10 2	592,000	394,800		b	1	a(	394,800 shares)
CYMER INC	COM		232572 10 7	3,706,000	198,800		b	1	a(	198,800 shares)
CYMER INC	COM		232572 10 7	373,000	20,000	C	b	1	a(	20,000 shares)
CYTEC INDS INC	COM		232820 10 0	1,370,000	62,400		b	1	a(	62,400 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 26,917,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount		Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
D & K HEALTHCARE RES INC	COM	232861 10 4	367,000	41,000	C	b	1	a(	41,000 shares)
DPL INC	COM	233293 10 9	747,000	45,400		b	1	a(	45,400 shares)
DQE INC	COM	23329J 10 4	557,000	37,100		b	1	a(	37,100 shares)
D R HORTON INC	COM	23331A 10 9	4,892,000	262,721		b	1	a(	262,721 shares)
DST SYS INC DEL	COM	233326 10 7	4,880,000	165,600		b	1	a(	165,600 shares)
DTE ENERGY CO	COM	233331 10 7	1,083,000	26,600		b	1	a(	26,600 shares)
DANA CORP	COM	235811 10 6	2,207,000	168,700		b	1	a(	168,700 shares)
DANAHER CORP DEL	COM	235851 10 2	5,497,000	96,700		b	1	a(	96,700 shares)
DANAHER CORP DEL	COM	235851 10 2	284,000	5,000	C	b	1	a(	5,000 shares)
DANAHER CORP DEL	COM	235851 10 2	2,274,000	40,000	P	b	1	a(	40,000 shares)
DARDEN RESTAURANTS INC	COM	237194 10 5	223,000	9,200		b	1	a(	9,200 shares)
DARDEN RESTAURANTS INC	COM	237194 10 5	242,000	10,000	P	b	1	a(	10,000 shares)
DAVE & BUSTERS INC	COM	23833N 10 4	1,542,000	137,600		b	1	a(	137,600 shares)
DAVITA INC	COM	23918K 10 8	826,000	35,000	C	b	1	a(	35,000 shares)
DAVITA INC	COM	23918K 10 8	236,000	10,000	P	b	1	a(	10,000 shares)
DECODE GENETICS INC	COM	243586 10 4	36,000	16,201		b	1	a(	16,201 shares)
DELL COMPUTER CORP	COM	247025 10 9	3,103,000	132,000		b	1	a(	132,000 shares)
DELL COMPUTER CORP	COM	247025 10 9	13,941,000	593,000	C	b	1	a(	593,000 shares)
DELPHI CORP	COM	247126 10 5	219,000	25,600		b	1	a(	25,600 shares)
DELTA AIR LINES INC DEL	COM	247361 10 8	1,943,000	209,200		b	1	a(	209,200 shares)
DELTA AIR LINES INC DEL	COM	247361 10 8	975,000	105,000	C	b	1	a(	105,000 shares)
DENDREON CORP	COM	24823Q 10 7	55,000	13,600		b	1	a(	13,600 shares)
DENTSPLY INTL INC NEW	COM	249030 10 7	1,847,000	45,971		b	1	a(	45,971 shares)
DEUTSCHE TELEKOM AG	SPONSORED ADR	251566 10 5	121,000	14,600		b	1	a(	14,600 shares)
DEVRY INC DEL	COM	251893 10 3	1,352,000	72,600		b	1	a(	72,600 shares)
DIAGNOSTIC PRODS CORP	COM	252450 10 1	290,000	6,300		b	1	a(	6,300 shares)
DIAGNOSTIC PRODS CORP	COM	252450 10 1	230,000	5,000	C	b	1	a(	5,000 shares)
DIAGNOSTIC PRODS CORP	COM	252450 10 1	782,000	17,000	P	b	1	a(	17,000 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED		Page Total	50,751,000						

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
DIAMOND OFFSHORE DRILLING IN	COM	25271C 10 2	7,176,000	359,700	b	1	a(	359,700 shares)
DIANON SYS INC	COM	252826 10 2	1,183,000	25,000	b	1	a(	25,000 shares)
DIANON SYS INC	COM	252826 10 2	2,129,000	45,000 C	b	1	a(	45,000 shares)
DIANON SYS INC	COM	252826 10 2	1,419,000	30,000 P	b	1	a(	30,000 shares)
DIGENE CORP	COM	253752 10 9	1,426,000	180,500	b	1	a(	180,500 shares)
DISNEY WALT CO	COM DISNEY	254687 10 6	1,281,000	84,600	b	1	a(	84,600 shares)
DISNEY WALT CO	COM DISNEY	254687 10 6	1,665,000	110,000 P	b	1	a(	110,000 shares)
DOCUMENTUM INC	COM	256159 10 4	369,000	31,905	b	1	a(	31,905 shares)
DOLE FOOD INC	COM	256605 10 6	5,867,000	202,100	b	1	a(	202,100 shares)
DOLLAR GEN CORP	COM	256669 10 2	168,000	12,500	b	1	a(	12,500 shares)
DONALDSON INC	COM	257651 10 9	615,000	17,900	b	1	a(	17,900 shares)
DONNELLEY R R & SONS CO	COM	257867 10 1	992,000	42,200	b	1	a(	42,200 shares)
DORAL FINL CORP	COM	25811P 10 0	2,436,000	100,891	b	1	a(	100,891 shares)
DOUBLECLICK INC	COM	258609 30 4	289,000	56,200	b	1	a(	56,200 shares)
DOVER CORP	COM	260003 10 8	4,002,000	157,700	b	1	a(	157,700 shares)
DOW CHEM CO	COM	260543 10 3	7,044,000	257,922	b	1	a(	257,922 shares)
DOW JONES & CO INC	COM	260561 10 5	7,939,000	206,700	b	1	a(	206,700 shares)
DOW JONES & CO INC	COM	260561 10 5	768,000	20,000 C	b	1	a(	20,000 shares)
DOW JONES & CO INC	COM	260561 10 5	1,152,000	30,000 P	b	1	a(	30,000 shares)
DU PONT E I DE NEMOURS & CO	COM	263534 10 9	10,532,000	292,000	b	1	a(	292,000 shares)
DUKE ENERGY CORP	COM	264399 10 6	25,272,000	1,292,700	b	1	a(	1,292,700 shares)
DURA AUTOMOTIVE SYSTEMS CORP	CL A	265903 10 4	123,000	10,000 C	b	1	a(	10,000 shares)
DUPONT PHOTOMASKS INC	COM	26613X 10 1	342,000	15,000 C	b	1	a(	15,000 shares)
DYCOM INDS INC	COM	267475 10 1	380,000	41,500	b	1	a(	41,500 shares)
DYNEGY INC NEW	CL A	26816Q 10 1	83,000	71,900	b	1	a(	71,900 shares)
EEX CORP	COM NEW	26842V 20 7	65,000	35,300	b	1	a(	35,300 shares)
E M C CORP MASS	COM	268648 10 2	7,266,000	1,590,000 C	b	1	a(	1,590,000 shares)
ENI S P A	SPONSORED ADR	26874R 10 8	323,000	4,700	b	1	a(	4,700 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount		Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
EOG RES INC	COM	26875P 10 1	3,485,000	96,900		b	1	a(	96,900 shares)
E PIPHANY INC	COM	26881V 10 0	586,000	162,881		b	1	a(	162,881 shares)
EARTHLINK INC	COM	270321 10 2	214,000	40,000	C	b	1	a(	40,000 shares)
EAST WEST BANCORP INC	COM	27579R 10 4	675,000	20,000	C	b	1	a(	20,000 shares)
EASTMAN CHEM CO	COM	277432 10 0	729,000	19,100		b	1	a(	19,100 shares)
EASTMAN KODAK CO	COM	277461 10 9	6,952,000	255,200		b	1	a(	255,200 shares)
EASTMAN KODAK CO	COM	277461 10 9	2,179,000	80,000	C	b	1	a(	80,000 shares)
EASTMAN KODAK CO	COM	277461 10 9	5,176,000	190,000	P	b	1	a(	190,000 shares)
EATON CORP	COM	278058 10 2	2,919,000	45,802		b	1	a(	45,802 shares)
EATON CORP	COM	278058 10 2	1,339,000	21,000	C	b	1	a(	21,000 shares)
EBAY INC	COM	278642 10 3	7,378,000	139,700		b	1	a(	139,700 shares)
EBAY INC	COM	278642 10 3	16,477,000	312,000	C	b	1	a(	312,000 shares)
EBAY INC	COM	278642 10 3	21,124,000	400,000	P	b	1	a(	400,000 shares)
ECHELON CORP	COM	27874N 10 5	204,000	23,396		b	1	a(	23,396 shares)
ECHOSTAR COMMUNICATIONS NEW	CL A	278762 10 9	576,000	33,288		b	1	a(	33,288 shares)
ECHOSTAR COMMUNICATIONS NEW	CL A	278762 10 9	1,946,000	112,500	C	b	1	a(	112,500 shares)
ECOLAB INC	COM	278865 10 0	2,112,000	50,600		b	1	a(	50,600 shares)
EDISON SCHOOLS INC	CL A	281033 10 0	12,000	35,600		b	1	a(	35,600 shares)
EDWARDS AG INC	COM	281760 10 8	1,075,000	33,600		b	1	a(	33,600 shares)
EDWARDS AG INC	COM	281760 10 8	1,919,000	60,000	C	b	1	a(	60,000 shares)
EDWARDS AG INC	COM	281760 10 8	640,000	20,000	P	b	1	a(	20,000 shares)
EDWARDS LIFESCIENCES CORP	COM	28176E 10 8	256,000	10,000	P	b	1	a(	10,000 shares)
EL PASO CORP	COM	28336L 10 9	414,000	50,000	C	b	1	a(	50,000 shares)
ELECTRIC FUEL CORP	COM	284871 10 0	14,000	13,000		b	1	a(	13,000 shares)
ELECTRO SCIENTIFIC INDS	COM	285229 10 0	476,000	32,100		b	1	a(	32,100 shares)
ELECTRONIC ARTS INC	COM	285512 10 9	805,000	12,200		b	1	a(	12,200 shares)
ELECTRONIC ARTS INC	COM	285512 10 9	1,979,000	30,000	C	b	1	a(	30,000 shares)
ELECTRONICS FOR IMAGING INC	COM	286082 10 2	269,000	18,000	C	b	1	a(	18,000 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
EMBARCADERO TECHNOLOGIES INC	COM	290787 10 0	117,000	27,900	b	1	a(	27,900 shares)
EMCORE CORP	COM	290846 10 4	65,000	42,500	b	1	a(	42,500 shares)
EMCOR GROUP INC	COM	29084Q 10 0	4,970,000	100,000 C	b	1	a(	100,000 shares)
EMERSON ELEC CO	COM	291011 10 4	2,346,000	53,400	b	1	a(	53,400 shares)
EMERSON ELEC CO	COM	291011 10 4	3,296,000	75,000 C	b	1	a(	75,000 shares)
EMERSON ELEC CO	COM	291011 10 4	3,076,000	70,000 P	b	1	a(	70,000 shares)
EMISPHERE TECHNOLOGIES INC	COM	291345 10 6	272,000	91,767	b	1	a(	91,767 shares)
EMMIS COMMUNICATIONS CORP	CL A	291525 10 3	3,963,000	208,600	b	1	a(	208,600 shares)
ENDO PHARMACEUTICALS HLDGS I	COM	29264F 20 5	235,000	27,600	b	1	a(	27,600 shares)
ENDOCARE INC	COM	29264P 10 4	250,000	17,465	b	1	a(	17,465 shares)
ENERGY CONVERSION DEVICES IN	COM	292659 10 9	194,000	17,883	b	1	a(	17,883 shares)
ENERGY EAST CORP	COM	29266M 10 9	212,000	10,700	b	1	a(	10,700 shares)
ENERSIS S A	SPONSORED ADR	29274F 10 4	126,000	28,200	b	1	a(	28,200 shares)
ENGELHARD CORP	COM	292845 10 4	660,000	27,700	b	1	a(	27,700 shares)
ENGINEERED SUPPORT SYS INC	COM	292866 10 0	2,852,000	50,000 C	b	1	a(	50,000 shares)
ENGINEERED SUPPORT SYS INC	COM	292866 10 0	1,939,000	34,000 P	b	1	a(	34,000 shares)
ENPRO INDS INC	COM	29355X 10 7	371,000	108,280	b	1	a(	108,280 shares)
ENTERASYS NETWORKS INC	COM	293637 10 4	1,113,000	855,900	b	1	a(	855,900 shares)
ENTERCOM COMMUNICATIONS CORP	CL A	293639 10 0	237,000	5,000 C	b	1	a(	5,000 shares)
ENTERCOM COMMUNICATIONS CORP	CL A	293639 10 0	237,000	5,000 P	b	1	a(	5,000 shares)
ENTERGY CORP NEW	COM	29364G 10 3	1,706,000	41,000	b	1	a(	41,000 shares)
ENTREMED INC	COM	29382F 10 3	93,000	58,000	b	1	a(	58,000 shares)
ENZON INC	COM	293904 10 8	7,365,000	382,783	b	1	a(	382,783 shares)
ENZO BIOCHEM INC	COM	294100 10 2	475,000	33,235	b	1	a(	33,235 shares)
EPRESENCE INC	COM	294348 10 7	208,000	127,000	b	1	a(	127,000 shares)
EQUANT N V	NY REG SHS	294409 10 7	46,000	18,200	b	1	a(	18,200 shares)
EQUIFAX INC	COM	294429 10 5	222,000	10,200	b	1	a(	10,200 shares)
ERESEARCHTECHNOLOGY INC	COM	29481V 10 8	359,000	19,467	b	1	a(	19,467 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 37,005,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
EXACT SCIENCES CORP	COM	30063P 10 5	174,000	12,981	b	1	a(	12,981 shares)
EXFO ELECTRO OPTICAL ENGR IN	SUB VTG SHS	302043 10 4	17,000	10,574	b	1	a(	10,574 shares)
EXPEDIA INC	CL A	302125 10 9	17,864,000	352,700	b	1	a(	352,700 shares)
EXPEDIA INC	CL A	302125 10 9	19,829,000	391,500 C	b	1	a(	391,500 shares)
EXPEDIA INC	CL A	302125 10 9	1,013,000	20,000 P	b	1	a(	20,000 shares)
EXPEDITORS INTL WASH INC	COM	302130 10 9	1,864,000	66,700	b	1	a(	66,700 shares)
EXPEDITORS INTL WASH INC	COM	302130 10 9	1,676,000	60,000 P	b	1	a(	60,000 shares)
EXPRESS SCRIPTS INC	COM	302182 10 0	1,908,000	35,000 C	b	1	a(	35,000 shares)
EXPRESS SCRIPTS INC	COM	302182 10 0	1,090,000	20,000 P	b	1	a(	20,000 shares)
EXTENDED STAY AMER INC	COM	30224P 10 1	700,000	55,100	b	1	a(	55,100 shares)
EXTREME NETWORKS INC	COM	30226D 10 6	1,973,000	468,753	b	1	a(	468,753 shares)
EXULT INC DEL	COM	302284 10 4	47,000	15,900	b	1	a(	15,900 shares)
EXXON MOBIL CORP	COM	30231G 10 2	3,263,000	102,300	b	1	a(	102,300 shares)
EXXON MOBIL CORP	COM	30231G 10 2	13,079,000	410,000 C	b	1	a(	410,000 shares)
EXXON MOBIL CORP	COM	30231G 10 2	8,932,000	280,000 P	b	1	a(	280,000 shares)
FEI CO	COM	30241L 10 9	316,000	21,895	b	1	a(	21,895 shares)
FLIR SYS INC	COM	302445 10 1	3,324,000	95,000 C	b	1	a(	95,000 shares)
F M C CORP	COM NEW	302491 30 3	5,342,000	206,900	b	1	a(	206,900 shares)
FMC TECHNOLOGIES INC	COM	30249U 10 1	1,347,000	80,342	b	1	a(	80,342 shares)
FPL GROUP INC	COM	302571 10 4	269,000	5,000 C	b	1	a(	5,000 shares)
FACTSET RESH SYS INC	COM	303075 10 5	797,000	30,000 C	b	1	a(	30,000 shares)
FAIR ISAAC & CO INC	COM	303250 10 4	2,531,000	77,400	b	1	a(	77,400 shares)
FAIR ISAAC & CO INC	COM	303250 10 4	2,469,000	75,500 C	b	1	a(	75,500 shares)
FAIR ISAAC & CO INC	COM	303250 10 4	2,289,000	70,000 P	b	1	a(	70,000 shares)
FASTENAL CO	COM	311900 10 4	4,737,000	150,000 C	b	1	a(	150,000 shares)
FEDERAL HOME LN MTG CORP	COM	313400 30 1	4,125,000	73,800	b	1	a(	73,800 shares)
FEDERAL NATL MTG ASSN	COM	313586 10 9	33,622,000	564,700	b	1	a(	564,700 shares)
FEDERAL NATL MTG ASSN	COM	313586 10 9	10,122,000	170,000 C	b	1	a(	170,000 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
FEDERAL NATL MTG ASSN	COM	313586 10 9	4,168,000	70,000 P	b	1	a(	70,000 shares)
FEDERAL SIGNAL CORP	COM	313855 10 8	752,000	40,800	b	1	a(	40,800 shares)
FEDERATED DEPT STORES INC DE	COM	31410H 10 1	10,781,000	366,200	b	1	a(	366,200 shares)
FEDEX CORP	COM	31428X 10 6	10,395,000	207,600	b	1	a(	207,600 shares)
FEDEX CORP	COM	31428X 10 6	4,006,000	80,000 C	b	1	a(	80,000 shares)
FEDEX CORP	COM	31428X 10 6	9,463,000	189,000 P	b	1	a(	189,000 shares)
FERRO CORP	COM	315405 10 0	1,192,000	51,600	b	1	a(	51,600 shares)
FERRO CORP	COM	315405 10 0	231,000	10,000 C	b	1	a(	10,000 shares)
F5 NETWORKS INC	COM	315616 10 2	171,000	22,600	b	1	a(	22,600 shares)
FIDELITY NATIONAL SOLTNS INC	COM	31620P 10 9	437,000	28,600	b	1	a(	28,600 shares)
FIDELITY NATL FINL INC	COM	316326 10 7	1,106,000	38,500	b	1	a(	38,500 shares)
FIFTH THIRD BANCORP	COM	316773 10 0	745,000	12,174	b	1	a(	12,174 shares)
FIFTH THIRD BANCORP	COM	316773 10 0	918,000	15,000 C	b	1	a(	15,000 shares)
FIFTH THIRD BANCORP	COM	316773 10 0	1,225,000	20,000 P	b	1	a(	20,000 shares)
FINISAR	COM	31787A 10 1	7,000	10,700	b	1	a(	10,700 shares)
FIRST DATA CORP	COM	319963 10 4	10,976,000	392,700	b	1	a(	392,700 shares)
FIRST DATA CORP	COM	319963 10 4	4,752,000	170,000 C	b	1	a(	170,000 shares)
FIRST DATA CORP	COM	319963 10 4	6,568,000	235,000 P	b	1	a(	235,000 shares)
FIRST HEALTH GROUP CORP	COM	320960 10 7	2,742,000	101,100	b	1	a(	101,100 shares)
FIRST REP BK SAN FRANCISCO	COM	336158 10 0	326,000	15,000	b	1	a(	15,000 shares)
FIRST VA BANKS INC	COM	337477 10 3	4,290,000	115,000	b	1	a(	115,000 shares)
FISERV INC	COM	337738 10 8	6,743,000	240,129	b	1	a(	240,129 shares)
FIRSTMERIT CORP	COM	337915 10 2	1,015,000	47,400	b	1	a(	47,400 shares)
FIRSTENERGY CORP	COM	337932 10 7	2,334,000	78,100	b	1	a(	78,100 shares)
FISHER SCIENTIFIC INTL INC	COM NEW	338032 20 4	701,000	23,100	b	1	a(	23,100 shares)
FLEETBOSTON FINL CORP	COM	339030 10 8	7,691,000	378,312	b	1	a(	378,312 shares)
FLEMING COS INC	COM	339130 10 6	1,801,000	360,200	b	1	a(	360,200 shares)
FLOWSERVE CORP	COM	34354P 10 5	476,000	47,600	b	1	a(	47,600 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount		Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
FLOWSERVE CORP	COM	34354P 10 5	150,000	15,000	C	b	1	a(	15,000 shares)
FOOT LOCKER INC	COM	344849 10 4	110,000	11,000		b	1	a(	11,000 shares)
FOOTSTAR INC	COM	344912 10 0	608,000	77,900		b	1	a(	77,900 shares)
FOOTSTAR INC	COM	344912 10 0	78,000	10,000	C	b	1	a(	10,000 shares)
FORD MTR CO DEL	COM PAR $0.01	345370 86 0	17,296,000	1,764,900		b	1	a(	1,764,900 shares)
FORD MTR CO CAP TR II	PFD TR CV6.5%	345395 20 6	7,066,000	175,000		b	1	a(	175,000 shares)
FOREST LABS INC	COM	345838 10 6	6,151,000	75,000	P	b	1	a(	75,000 shares)
FOREST OIL CORP	COM PAR $0.01	346091 70 5	477,000	18,700		b	1	a(	18,700 shares)
FORTUNE BRANDS INC	COM	349631 10 1	714,000	15,100		b	1	a(	15,100 shares)
FORTUNE BRANDS INC	COM	349631 10 1	1,182,000	25,000	C	b	1	a(	25,000 shares)
FORTUNE BRANDS INC	COM	349631 10 1	946,000	20,000	P	b	1	a(	20,000 shares)
FOUNDRY NETWORKS INC	COM	35063R 10 0	1,325,000	241,812		b	1	a(	241,812 shares)
FOUR SEASONS HOTEL INC	LTD VTG SH	35100E 10 4	1,203,000	37,300		b	1	a(	37,300 shares)
FOUR SEASONS HOTEL INC	LTD VTG SH	35100E 10 4	645,000	20,000	C	b	1	a(	20,000 shares)
FRANCE TELECOM	SPONSORED ADR	35177Q 10 5	331,000	47,400		b	1	a(	47,400 shares)
FRANKLIN RES INC	COM	354613 10 1	7,299,000	234,700		b	1	a(	234,700 shares)
FREEMARKETS INC	COM	356602 10 2	471,000	94,900		b	1	a(	94,900 shares)
FREEMARKETS INC	COM	356602 10 2	1,171,000	236,000	C	b	1	a(	236,000 shares)
FULTON FINL CORP PA	COM	360271 10 0	431,000	22,950		b	1	a(	22,950 shares)
FURNITURE BRANDS INTL INC	COM	360921 10 0	8,765,000	381,900		b	1	a(	381,900 shares)
GATX CORP	COM	361448 10 3	3,782,000	191,000		b	1	a(	191,000 shares)
GANNETT INC	COM	364730 10 1	909,000	12,600		b	1	a(	12,600 shares)
GANNETT INC	COM	364730 10 1	1,444,000	20,000	C	b	1	a(	20,000 shares)
GANNETT INC	COM	364730 10 1	3,212,000	44,500	P	b	1	a(	44,500 shares)
GAP INC DEL	COM	364760 10 8	985,000	90,800		b	1	a(	90,800 shares)
GART SPORTS CO	COM	366630 10 1	196,000	10,389		b	1	a(	10,389 shares)
GART SPORTS CO	COM	366630 10 1	189,000	10,000	C	b	1	a(	10,000 shares)
GEMSTAR-TV GUIDE INTL INC	COM	36866W 10 6	62,000	24,600		b	1	a(	24,600 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
GENE LOGIC INC	COM	368689 10 5	200,000	25,700	b	1	a(25,700 shares)
GENERAL DYNAMICS CORP	COM	369550 10 8	18,161,000	223,300	b	1	a(223,300 shares)
GENERAL ELEC CO	COM	369604 10 3	16,281,000	660,500	b	1	a(660,500 shares)
GENERAL ELEC CO	COM	369604 10 3	42,398,000	1,720,000 C	b	1	a(1,720,000 shares)
GENERAL ELEC CO	COM	369604 10 3	40,673,000	1,650,000 P	b	1	a(1,650,000 shares)
GENERAL MLS INC	COM	370334 10 4	1,901,000	42,800	b	1	a(42,800 shares)
GENERAL MLS INC	COM	370334 10 4	2,221,000	50,000 C	b	1	a(50,000 shares)
GENERAL MLS INC	COM	370334 10 4	4,553,000	102,500 P	b	1	a(102,500 shares)
GENERAL MTRS CORP	CL H NEW	370442 83 2	5,493,000	600,300	b	1	a(600,300 shares)
GENERAL MTRS CORP	COM	370442 10 5	7,442,000	191,300	b	1	a(191,300 shares)
GENERAL MTRS CORP	COM	370442 10 5	13,226,000	340,000 C	b	1	a(340,000 shares)
GENERAL MTRS CORP	COM	370442 10 5	2,353,000	60,500 P	b	1	a(60,500 shares)
GENERAL SEMICONDUCTOR INC	NOTE 5.750%12/	370787 AB 9	5,704,000	6,500,000	b	1	a(6,500,000 shares)
GENESIS MICROCHIP INC DEL	COM	37184C 10 3	1,534,000	200,000 C	b	1	a(200,000 shares)
GENTEX CORP	COM	371901 10 9	722,000	26,570	b	1	a(26,570 shares)
GENTEX CORP	COM	371901 10 9	544,000	20,000 P	b	1	a(20,000 shares)
GENTA INC	COM NEW	37245M 20 7	402,000	62,577	b	1	a(62,577 shares)
GENUINE PARTS CO	COM	372460 10 5	1,158,000	37,800	b	1	a(37,800 shares)
GENZYME CORP	COM GENL DIV	372917 10 4	824,000	40,000 C	b	1	a(40,000 shares)
GEORGIA PAC CORP	COM	373298 10 8	9,396,000	717,800	b	1	a(717,800 shares)
GEORGIA PAC CORP	COM	373298 10 8	2,068,000	158,000 P	b	1	a(158,000 shares)
GETTY IMAGES INC	COM	374276 10 3	907,000	45,200	b	1	a(45,200 shares)
GETTY IMAGES INC	COM	374276 10 3	201,000	10,000 C	b	1	a(10,000 shares)
GILEAD SCIENCES INC	COM	375558 10 3	14,805,000	441,532	b	1	a(441,532 shares)
GILLETTE CO	COM	375766 10 2	12,923,000	436,600	b	1	a(436,600 shares)
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W 10 5	8,408,000	218,800	b	1	a(218,800 shares)
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W 10 5	1,729,000	45,000 C	b	1	a(45,000 shares)
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W 10 5	1,922,000	50,000 P	b	1	a(50,000 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
GLOBAL IMAGING SYSTEMS	COM	37934A 10 0	4,531,000	240,000 C	b	1	a(	240,000 shares)
GLOBESPANVIRATA INC	COM	37957V 10 6	191,000	80,800	b	1	a(	80,800 shares)
GOLDEN ST BANCORP INC	COM	381197 10 2	13,665,000	422,800	b	1	a(	422,800 shares)
GOLDEN WEST FINL CORP DEL	COM	381317 10 6	1,499,000	24,100	b	1	a(	24,100 shares)
GOLDEN WEST FINL CORP DEL	COM	381317 10 6	933,000	15,000 C	b	1	a(	15,000 shares)
GOLDEN WEST FINL CORP DEL	COM	381317 10 6	622,000	10,000 P	b	1	a(	10,000 shares)
GOLDMAN SACHS GROUP INC	COM	38141G 10 4	5,183,000	78,500	b	1	a(	78,500 shares)
GOLDMAN SACHS GROUP INC	COM	38141G 10 4	22,450,000	340,000 C	b	1	a(	340,000 shares)
GOLDMAN SACHS GROUP INC	COM	38141G 10 4	6,603,000	100,000 P	b	1	a(	100,000 shares)
GOODRICH CORP	COM	382388 10 6	7,463,000	395,300	b	1	a(	395,300 shares)
GOODYEAR TIRE & RUBR CO	COM	382550 10 1	13,253,000	1,490,800	b	1	a(	1,490,800 shares)
GRACO INC	COM	384109 10 4	424,000	17,100	b	1	a(	17,100 shares)
GRAFTECH INTL LTD	COM	384313 10 2	236,000	32,600	b	1	a(	32,600 shares)
GRAINGER W W INC	COM	384802 10 4	260,000	6,100	b	1	a(	6,100 shares)
GRAINGER W W INC	COM	384802 10 4	426,000	10,000 P	b	1	a(	10,000 shares)
GREAT LAKES CHEM CORP	COM	390568 10 3	1,083,000	45,100	b	1	a(	45,100 shares)
GREENPOINT FINL CORP	COM	395384 10 0	5,092,000	122,000	b	1	a(	122,000 shares)
GREENPOINT FINL CORP	COM	395384 10 0	3,005,000	72,000 C	b	1	a(	72,000 shares)
GREENPOINT FINL CORP	COM	395384 10 0	1,670,000	40,000 P	b	1	a(	40,000 shares)
GROUP 1 AUTOMOTIVE INC	COM	398905 10 9	590,000	26,400	b	1	a(	26,400 shares)
GROUP 1 AUTOMOTIVE INC	COM	398905 10 9	1,721,000	77,000 C	b	1	a(	77,000 shares)
GROUPE DANONE	SPONSORED ADR	399449 10 7	236,000	9,800	b	1	a(	9,800 shares)
GRUPO TELEVISA SA DE CV	SP ADR REP ORD	40049J 20 6	3,747,000	147,000	b	1	a(	147,000 shares)
GRUPO IUSACELL S A DE C V NE	SPON ADR V	40050B 10 0	14,000	21,000	b	1	a(	21,000 shares)
GTECH HLDGS CORP	COM	400518 10 6	1,504,000	60,600	b	1	a(	60,600 shares)
GTECH HLDGS CORP	COM	400518 10 6	1,489,000	60,000 C	b	1	a(	60,000 shares)
GTECH HLDGS CORP	COM	400518 10 6	1,489,000	60,000 P	b	1	a(	60,000 shares)
GUCCI GROUP N V	COM NY REG	401566 10 4	30,624,000	362,800	b	1	a(	362,800 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount		Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
GUCCI GROUP N V	COM NY REG	401566 10 4	3,376,000	40,000	C	b	1	a(	40,000 shares)
GUCCI GROUP N V	COM NY REG	401566 10 4	844,000	10,000	P	b	1	a(	10,000 shares)
GUIDANT CORP	COM	401698 10 5	10,045,000	310,900		b	1	a(	310,900 shares)
GUIDANT CORP	COM	401698 10 5	646,000	20,000	C	b	1	a(	20,000 shares)
GULFMARK OFFSHORE INC	COM	402629 10 9	248,000	14,310		b	1	a(	14,310 shares)
HCA INC	COM	404119 10 9	13,036,000	273,800		b	1	a(	273,800 shares)
HCA INC	COM	404119 10 9	2,381,000	50,000	P	b	1	a(	50,000 shares)
HAEMONETICS CORP	COM	405024 10 0	1,476,000	62,200		b	1	a(	62,200 shares)
HALLIBURTON CO	COM	406216 10 1	3,492,000	270,500		b	1	a(	270,500 shares)
HANCOCK JOHN FINL SVCS INC	COM	41014S 10 6	7,389,000	265,800		b	1	a(	265,800 shares)
HANCOCK JOHN FINL SVCS INC	COM	41014S 10 6	1,529,000	55,000	C	b	1	a(	55,000 shares)
HANCOCK JOHN FINL SVCS INC	COM	41014S 10 6	1,529,000	55,000	P	b	1	a(	55,000 shares)
HANDSPRING INC	COM	410293 10 4	47,000	49,700		b	1	a(	49,700 shares)
HARLEY DAVIDSON INC	COM	412822 10 8	2,954,000	63,600		b	1	a(	63,600 shares)
HARMAN INTL INDS INC	COM	413086 10 9	2,588,000	50,000	C	b	1	a(	50,000 shares)
HARMAN INTL INDS INC	COM	413086 10 9	1,294,000	25,000	P	b	1	a(	25,000 shares)
HARMONY GOLD MNG LTD	SPONSORED ADR	413216 30 0	158,000	10,100		b	1	a(	10,100 shares)
HARRAHS ENTMT INC	COM	413619 10 7	12,935,000	268,300		b	1	a(	268,300 shares)
HARRAHS ENTMT INC	COM	413619 10 7	4,339,000	90,000	C	b	1	a(	90,000 shares)
HARRAHS ENTMT INC	COM	413619 10 7	3,616,000	75,000	P	b	1	a(	75,000 shares)
HARSCO CORP	COM	415864 10 7	1,330,000	48,900		b	1	a(	48,900 shares)
HARTE-HANKS INC	COM	416196 10 3	1,550,000	83,300		b	1	a(	83,300 shares)
HARTFORD FINL SVCS GROUP INC	COM	416515 10 4	38,413,000	936,900		b	1	a(	936,900 shares)
HARTFORD FINL SVCS GROUP INC	COM	416515 10 4	205,000	5,000	C	b	1	a(	5,000 shares)
HARTFORD FINL SVCS GROUP INC	COM	416515 10 4	1,435,000	35,000	P	b	1	a(	35,000 shares)
HASBRO INC	COM	418056 10 7	161,000	14,500		b	1	a(	14,500 shares)
HAWAIIAN ELEC INDUSTRIES	COM	419870 10 0	362,000	8,400		b	1	a(	8,400 shares)
HEALTHSOUTH CORP	COM	421924 10 1	939,000	226,300		b	1	a(	226,300 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount		Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
HEADWATERS INC	COM	42210P 10 2	138,000	10,000	C	b	1	a(	10,000 shares)
HEALTH NET INC	COM	42222G 10 8	3,807,000	177,500		b	1	a(	177,500 shares)
HEINZ H J CO	COM	423074 10 3	2,453,000	73,500		b	1	a(	73,500 shares)
HELLENIC TELECOM ORGANIZATN	SPONSORED ADR	423325 30 7	96,000	17,000		b	1	a(	17,000 shares)
HELMERICH & PAYNE INC	COM	423452 10 1	4,960,000	144,900		b	1	a(	144,900 shares)
HENRY JACK & ASSOC INC	COM	426281 10 1	125,000	10,022		b	1	a(	10,022 shares)
HERCULES INC	COM	427056 10 6	1,085,000	117,800		b	1	a(	117,800 shares)
HERLEY INDS INC DEL	COM	427398 10 2	409,000	22,000	C	b	1	a(	22,000 shares)
HERSHEY FOODS CORP	COM	427866 10 8	1,346,000	21,700		b	1	a(	21,700 shares)
HERSHEY FOODS CORP	COM	427866 10 8	8,755,000	141,100	C	b	1	a(	141,100 shares)
HERSHEY FOODS CORP	COM	427866 10 8	8,004,000	129,000	P	b	1	a(	129,000 shares)
HEWLETT PACKARD CO	COM	428236 10 3	702,000	60,160		b	1	a(	60,160 shares)
HILB ROGAL & HAMILTON CO	COM	431294 10 7	260,000	6,300		b	1	a(	6,300 shares)
HILB ROGAL & HAMILTON CO	COM	431294 10 7	206,000	5,000	C	b	1	a(	5,000 shares)
HILB ROGAL & HAMILTON CO	COM	431294 10 7	413,000	10,000	P	b	1	a(	10,000 shares)
HILLENBRAND INDS INC	COM	431573 10 4	2,482,000	45,700		b	1	a(	45,700 shares)
HILLENBRAND INDS INC	COM	431573 10 4	1,901,000	35,000	C	b	1	a(	35,000 shares)
HILLENBRAND INDS INC	COM	431573 10 4	543,000	10,000	P	b	1	a(	10,000 shares)
HITACHI LIMITED	ADR 10 COM	433578 50 7	1,670,000	33,700		b	1	a(	33,700 shares)
HISPANIC BROADCASTING CORP	CL A	43357B 10 4	4,698,000	251,900		b	1	a(	251,900 shares)
HOLLINGER INTL INC	CL A	435569 10 8	494,000	54,300		b	1	a(	54,300 shares)
HOLLYWOOD ENTMT CORP	COM	436141 10 5	1,750,000	120,500		b	1	a(	120,500 shares)
HOLLYWOOD ENTMT CORP	COM	436141 10 5	218,000	15,000	P	b	1	a(	15,000 shares)
HOME DEPOT INC	COM	437076 10 2	6,528,000	250,100		b	1	a(	250,100 shares)
HOME DEPOT INC	COM	437076 10 2	13,000,000	498,100	C	b	1	a(	498,100 shares)
HOME DEPOT INC	COM	437076 10 2	7,830,000	300,000	P	b	1	a(	300,000 shares)
HONEYWELL INTL INC	COM	438516 10 6	771,000	35,600		b	1	a(	35,600 shares)
HONEYWELL INTL INC	COM	438516 10 6	4,670,000	215,600	C	b	1	a(	215,600 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
HONEYWELL INTL INC	COM	438516 10 6	1,321,000	61,000 P	b	1	a(	61,000 shares)
HORACE MANN EDUCATORS CORP N	COM	440327 10 4	560,000	38,100	b	1	a(	38,100 shares)
HOTELS COM	COM	44147T 10 8	2,529,000	50,000 C	b	1	a(	50,000 shares)
HOUSEHOLD INTL INC	COM	441815 10 7	5,294,000	187,000	b	1	a(	187,000 shares)
HOUSEHOLD INTL INC	COM	441815 10 7	1,132,000	40,000 P	b	1	a(	40,000 shares)
HUGHES SUPPLY INC	COM	444482 10 3	898,000	30,800	b	1	a(	30,800 shares)
HUGHES SUPPLY INC	COM	444482 10 3	583,000	20,000 C	b	1	a(	20,000 shares)
HUGHES SUPPLY INC	COM	444482 10 3	1,166,000	40,000 P	b	1	a(	40,000 shares)
HUMANA INC	COM	444859 10 2	496,000	40,000	b	1	a(	40,000 shares)
HUMAN GENOME SCIENCES INC	COM	444903 10 8	767,000	63,616	b	1	a(	63,616 shares)
HUNT J B TRANS SVCS INC	COM	445658 10 7	2,534,000	107,600	b	1	a(	107,600 shares)
IDT CORP	COM	448947 10 1	929,000	57,000	b	1	a(	57,000 shares)
ICOS CORP	COM	449295 10 4	889,000	42,400	b	1	a(	42,400 shares)
IDEC PHARMACEUTICALS CORP	NOTE 4/	449370 AE 5	11,363,000	20,000,000	b	1	a(	20,000,000 shares)
IDX SYS CORP	COM	449491 10 9	135,000	10,900	b	1	a(	10,900 shares)
IGEN INC	COM	449536 10 1	4,870,000	163,000	b	1	a(	163,000 shares)
IHOP CORP	COM	449623 10 7	362,000	15,000 C	b	1	a(	15,000 shares)
I-MANY INC	COM	44973Q 10 3	66,000	33,000	b	1	a(	33,000 shares)
ITT EDUCATIONAL SERVICES INC	COM	45068B 10 9	732,000	39,000 C	b	1	a(	39,000 shares)
IBIS TECHNOLOGY CORP	COM	450909 10 6	113,000	26,700	b	1	a(	26,700 shares)
ITT INDS INC IND	COM	450911 10 2	3,185,000	51,100	b	1	a(	51,100 shares)
ITT INDS INC IND	COM	450911 10 2	4,799,000	77,000 C	b	1	a(	77,000 shares)
ITT INDS INC IND	COM	450911 10 2	5,734,000	92,000 P	b	1	a(	92,000 shares)
IDACORP INC	COM	451107 10 6	645,000	26,500	b	1	a(	26,500 shares)
ILEX ONCOLOGY INC	COM	451923 10 6	356,000	75,021	b	1	a(	75,021 shares)
ILLINOIS TOOL WKS INC	COM	452308 10 9	10,639,000	182,400	b	1	a(	182,400 shares)
ILLINOIS TOOL WKS INC	COM	452308 10 9	292,000	5,000 C	b	1	a(	5,000 shares)
ILLINOIS TOOL WKS INC	COM	452308 10 9	583,000	10,000 P	b	1	a(	10,000 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount		Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
IMCLONE SYS INC	COM	45245W 10 9	142,000	18,159		b	1	a(	18,159 shares)
IMCLONE SYS INC	COM	45245W 10 9	800,000	102,500	C	b	1	a(	102,500 shares)
IMAGISTICS INTERNATIONAL INC	COM	45247T 10 4	174,000	10,000	C	b	1	a(	10,000 shares)
IMAGISTICS INTERNATIONAL INC	COM	45247T 10 4	434,000	25,000	P	b	1	a(	25,000 shares)
IMMUCOR INC	COM	452526 10 6	1,768,000	108,795		b	1	a(	108,795 shares)
IMPAX LABORATORIES INC	COM	45256B 10 1	150,000	30,800		b	1	a(	30,800 shares)
IMPERIAL CHEM INDS PLC	ADR NEW	452704 50 5	261,000	19,900		b	1	a(	19,900 shares)
INCO LTD	NOTE 3/	453258 AM 7	2,913,000	5,000,000		b	1	a(	5,000,000 shares)
INDEVUS PHARMACEUTICALS INC	COM	454072 10 9	172,000	110,922		b	1	a(	110,922 shares)
INFINEON TECHNOLOGIES AG	SPONSORED ADR	45662N 10 3	1,219,000	213,900		b	1	a(	213,900 shares)
INFOCUS CORP	COM	45665B 10 6	161,000	21,170		b	1	a(	21,170 shares)
ING GROUP N V	SPONSORED ADR	456837 10 3	630,000	44,900		b	1	a(	44,900 shares)
INHALE THERAPEUTIC SYS INC	COM	457191 10 4	171,000	34,033		b	1	a(	34,033 shares)
INKTOMI CORP	COM	457277 10 1	16,000	62,200		b	1	a(	62,200 shares)
INRANGE TECHNOLOGIES CORP	CL B	45769V 20 6	31,000	11,100		b	1	a(	11,100 shares)
INTEGRATED DEVICE TECHNOLOGY	COM	458118 10 6	955,000	91,500		b	1	a(	91,500 shares)
INTEL CORP	COM	458140 10 0	174,000	12,500		b	1	a(	12,500 shares)
INTEL CORP	COM	458140 10 0	52,435,000	3,775,000	C	b	1	a(	3,775,000 shares)
INTERACTIVE DATA CORP	COM	45840J 10 7	1,239,000	101,153		b	1	a(	101,153 shares)
INTERCEPT INC	COM	45845L 10 7	766,000	77,500	C	b	1	a(	77,500 shares)
INTERDIGITAL COMMUNICATIONS	COM	45866A 10 5	621,000	71,409		b	1	a(	71,409 shares)
INTERMUNE INC	COM	45884X 10 3	1,477,000	45,000	C	b	1	a(	45,000 shares)
INTERMUNE INC	COM	45884X 10 3	328,000	10,000	P	b	1	a(	10,000 shares)
INTERNATIONAL BUSINESS MACHS	COM	459200 10 1	2,464,000	42,200		b	1	a(	42,200 shares)
INTERNATIONAL BUSINESS MACHS	COM	459200 10 1	85,833,000	1,470,000	C	b	1	a(	1,470,000 shares)
INTERNATIONAL BUSINESS MACHS	COM	459200 10 1	3,649,000	62,500	P	b	1	a(	62,500 shares)
INTERNATIONAL FLAVORS&FRAGRA	COM	459506 10 1	2,937,000	92,200		b	1	a(	92,200 shares)
INTERNATIONAL GAME TECHNOLOG	COM	459902 10 2	249,000	3,600		b	1	a(	3,600 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount		Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
INTERNATIONAL GAME TECHNOLOG	COM	459902 10 2	5,358,000	77,500	C	b	1	a(	77,500 shares)
INTERNATIONAL GAME TECHNOLOG	COM	459902 10 2	11,062,000	160,000	P	b	1	a(	160,000 shares)
INTL PAPER CO	COM	460146 10 3	1,816,000	54,400		b	1	a(	54,400 shares)
INTL PAPER CO	COM	460146 10 3	2,003,000	60,000	C	b	1	a(	60,000 shares)
INTL PAPER CO	COM	460146 10 3	2,504,000	75,000	P	b	1	a(	75,000 shares)
INTERNATIONAL RECTIFIER CORP	COM	460254 10 5	1,328,000	85,000	C	b	1	a(	85,000 shares)
INTERNATIONAL SPEEDWAY CORP	CL A	460335 20 1	764,000	19,234		b	1	a(	19,234 shares)
INTL SPECIALTY PRODS INC NEW	COM	460337 10 8	601,000	62,000		b	1	a(	62,000 shares)
INTERNET SEC SYS INC	COM	46060X 10 7	455,000	36,900		b	1	a(	36,900 shares)
INTERPUBLIC GROUP COS INC	NOTE 1.800% 9/	460690 AF 7	9,971,000	12,031,000		b	1	a(	12,031,000 shares)
INTERSTATE BAKERIES CORP DEL	COM	46072H 10 8	1,087,000	40,900		b	1	a(	40,900 shares)
INTERVOICE-BRITE INC	COM	461142 10 1	203,000	127,100		b	1	a(	127,100 shares)
INTERWOVEN INC	COM	46114T 10 2	45,000	22,323		b	1	a(	22,323 shares)
INTUIT	COM	461202 10 3	7,440,000	163,400		b	1	a(	163,400 shares)
INTUIT	COM	461202 10 3	1,366,000	30,000	C	b	1	a(	30,000 shares)
INTUITIVE SURGICAL INC	COM	46120E 10 7	143,000	17,900		b	1	a(	17,900 shares)
INVESTMENT TECHNOLOGY GRP NE	COM	46145F 10 5	559,000	19,100		b	1	a(	19,100 shares)
INVISION TECHNOLOGIES INC	COM	461851 10 7	2,933,000	91,622		b	1	a(	91,622 shares)
INVISION TECHNOLOGIES INC	COM	461851 10 7	24,120,000	753,500	C	b	1	a(	753,500 shares)
INVISION TECHNOLOGIES INC	COM	461851 10 7	640,000	20,000	P	b	1	a(	20,000 shares)
INVITROGEN CORP	COM	46185R 10 0	4,494,000	131,911		b	1	a(	131,911 shares)
INVITROGEN CORP	COM	46185R 10 0	681,000	20,000	C	b	1	a(	20,000 shares)
INVESTORS FINL SERVICES CORP	COM	461915 10 0	735,000	27,142		b	1	a(	27,142 shares)
INVESTORS FINL SERVICES CORP	COM	461915 10 0	1,083,000	40,000	C	b	1	a(	40,000 shares)
INVESTORS FINL SERVICES CORP	COM	461915 10 0	271,000	10,000	P	b	1	a(	10,000 shares)
IRON MTN INC PA	COM	462846 10 6	2,834,000	113,400		b	1	a(	113,400 shares)
ISIS PHARMACEUTICALS INC	COM	464330 10 9	466,000	47,300		b	1	a(	47,300 shares)
I2 TECHNOLOGIES INC	COM	465754 10 9	104,000	200,000	C	b	1	a(	200,000 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount		Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
IVAX CORP	COM	465823 10 2	914,000	74,500		b	1	a(	74,500 shares)
JDS UNIPHASE CORP	COM	46612J 10 1	28,000	14,200		b	1	a(	14,200 shares)
JDS UNIPHASE CORP	COM	46612J 10 1	390,000	200,000	C	b	1	a(	200,000 shares)
J JILL GROUP INC	COM	466189 10 7	679,000	39,000	C	b	1	a(	39,000 shares)
J JILL GROUP INC	COM	466189 10 7	436,000	25,000	P	b	1	a(	25,000 shares)
JNI CORP	COM	46622G 10 5	58,000	24,883		b	1	a(	24,883 shares)
J P MORGAN CHASE & CO	COM	46625H 10 0	30,778,000	1,620,740		b	1	a(	1,620,740 shares)
JACOBS ENGR GROUP INC DEL	COM	469814 10 7	2,152,000	69,700		b	1	a(	69,700 shares)
JACOBS ENGR GROUP INC DEL	COM	469814 10 7	1,698,000	55,000	C	b	1	a(	55,000 shares)
JACOBS ENGR GROUP INC DEL	COM	469814 10 7	3,242,000	105,000	P	b	1	a(	105,000 shares)
JEFFERIES GROUP INC NEW	COM	472319 10 2	267,000	7,000	C	b	1	a(	7,000 shares)
JOHN NUVEEN CO	CL A	478035 10 8	1,313,000	57,700		b	1	a(	57,700 shares)
JOHNSON & JOHNSON	COM	478160 10 4	5,587,000	103,314		b	1	a(	103,314 shares)
JOHNSON & JOHNSON	COM	478160 10 4	29,474,000	545,000	C	b	1	a(	545,000 shares)
JOHNSON & JOHNSON	COM	478160 10 4	40,019,000	740,000	P	b	1	a(	740,000 shares)
JOHNSON CTLS INC	COM	478366 10 7	2,059,000	26,800		b	1	a(	26,800 shares)
JOHNSON CTLS INC	COM	478366 10 7	4,110,000	53,500	C	b	1	a(	53,500 shares)
JOHNSON CTLS INC	COM	478366 10 7	5,762,000	75,000	P	b	1	a(	75,000 shares)
JONES APPAREL GROUP INC	COM	480074 10 3	5,050,000	164,500		b	1	a(	164,500 shares)
JONES APPAREL GROUP INC	COM	480074 10 3	921,000	30,000	C	b	1	a(	30,000 shares)
JONES APPAREL GROUP INC	COM	480074 10 3	3,684,000	120,000	P	b	1	a(	120,000 shares)
JONES LANG LASALLE INC	COM	48020Q 10 7	329,000	16,000		b	1	a(	16,000 shares)
JOS A BANK CLOTHIERS INC	COM	480838 10 1	360,000	20,100		b	1	a(	20,100 shares)
JOURNAL REGISTER CO	COM	481138 10 5	432,000	22,900		b	1	a(	22,900 shares)
JUNIPER NETWORKS INC	COM	48203R 10 4	3,215,000	669,763		b	1	a(	669,763 shares)
KLA-TENCOR CORP	COM	482480 10 0	3,621,000	129,600		b	1	a(	129,600 shares)
K MART CORP	COM	482584 10 9	64,000	131,600		b	1	a(	131,600 shares)
KT CORP	SPONSORED ADR	48268K 10 1	4,110,000	185,300		b	1	a(	185,300 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount		Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
K V PHARMACEUTICAL CO	CL A	482740 20 6	208,000	11,000		b	1	a(	11,000 shares)
KANA SOFTWARE INC	COM NEW	483600 30 0	38,000	47,418		b	1	a(	47,418 shares)
KANSAS CITY SOUTHERN	COM NEW	485170 30 2	1,121,000	90,400		b	1	a(	90,400 shares)
KAYDON CORP	COM	486587 10 8	355,000	17,700		b	1	a(	17,700 shares)
KB HOME	COM	48666K 10 9	17,621,000	360,800		b	1	a(	360,800 shares)
KELLOGG CO	COM	487836 10 8	9,074,000	272,900		b	1	a(	272,900 shares)
KELLOGG CO	COM	487836 10 8	333,000	10,000	P	b	1	a(	10,000 shares)
KEMET CORP	COM	488360 10 8	1,576,000	184,300		b	1	a(	184,300 shares)
KENNAMETAL INC	COM	489170 10 0	1,147,000	35,700		b	1	a(	35,700 shares)
KERR MCGEE CORP	COM	492386 10 7	13,353,000	307,400		b	1	a(	307,400 shares)
KEYCORP NEW	COM	493267 10 8	1,231,000	49,300		b	1	a(	49,300 shares)
KEYNOTE SYS INC	COM	493308 10 0	202,000	30,900		b	1	a(	30,900 shares)
KIMBERLY CLARK CORP	COM	494368 10 3	16,261,000	287,100		b	1	a(	287,100 shares)
KIMBERLY CLARK CORP	COM	494368 10 3	11,894,000	210,000	C	b	1	a(	210,000 shares)
KIMBERLY CLARK CORP	COM	494368 10 3	24,638,000	435,000	P	b	1	a(	435,000 shares)
KINDRED HEALTHCARE INC	COM	494580 10 3	407,000	11,000	P	b	1	a(	11,000 shares)
KING PHARMACEUTICALS INC	COM	495582 10 8	1,633,000	89,866		b	1	a(	89,866 shares)
KIRBY CORP	COM	497266 10 6	360,000	15,900		b	1	a(	15,900 shares)
KNIGHT RIDDER INC	COM	499040 10 3	5,094,000	90,300		b	1	a(	90,300 shares)
KNIGHT RIDDER INC	COM	499040 10 3	1,692,000	30,000	C	b	1	a(	30,000 shares)
KNIGHT RIDDER INC	COM	499040 10 3	1,410,000	25,000	P	b	1	a(	25,000 shares)
KNIGHT TRADING GROUP INC	COM	499063 10 5	338,000	90,000	C	b	1	a(	90,000 shares)
KOHLS CORP	COM	500255 10 4	8,228,000	135,300		b	1	a(	135,300 shares)
KOHLS CORP	COM	500255 10 4	3,101,000	51,000	C	b	1	a(	51,000 shares)
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472 30 3	1,946,000	133,900		b	1	a(	133,900 shares)
KOPIN CORP	COM	500600 10 1	103,000	29,628		b	1	a(	29,628 shares)
KOS PHARMACEUTICALS INC	COM	500648 10 0	396,000	35,338		b	1	a(	35,338 shares)
KRONOS INC	COM	501052 10 4	493,000	20,000	C	b	1	a(	20,000 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
KULICKE & SOFFA INDS INC	COM	501242 10 1	231,000	76,900	b	1	a(76,900 shares)
LNR PPTY CORP	COM	501940 10 0	900,000	27,000	b	1	a(27,000 shares)
LSI LOGIC CORP	COM	502161 10 2	1,877,000	295,600	b	1	a(295,600 shares)
LSI LOGIC CORP	NOTE 4.000%11/	502161 AG 7	2,231,000	3,000,000	b	1	a(3,000,000 shares)
LTX CORP	COM	502392 10 3	149,000	32,700	b	1	a(32,700 shares)
L-3 COMMUNICATIONS HLDGS INC	COM	502424 10 4	12,969,000	246,100	b	1	a(246,100 shares)
L-3 COMMUNICATIONS HLDGS INC	COM	502424 10 4	19,499,000	370,000 C	b	1	a(370,000 shares)
L-3 COMMUNICATIONS HLDGS INC	COM	502424 10 4	19,973,000	379,000 P	b	1	a(379,000 shares)
L-3 COMMUNICATIONS HLDGS INC	DEBT 4.000% 9/	502424 AD 6	4,845,000	4,000,000	b	1	a(4,000,000 shares)
L-3 COMMUNICATIONS HLDGS INC	NOTE 5.250% 6/	502424 AB 0	13,089,000	9,000,000	b	1	a(9,000,000 shares)
LA Z BOY INC	COM	505336 10 7	854,000	36,800	b	1	a(36,800 shares)
LABORATORY CORP AMER HLDGS	COM NEW	50540R 40 9	7,334,000	217,100	b	1	a(217,100 shares)
LABORATORY CORP AMER HLDGS	NOTE 9/	50540R AC 6	19,405,000	27,500,000	b	1	a(27,500,000 shares)
LAFARGE NORTH AMERICA INC	COM	505862 10 2	1,130,000	39,000	b	1	a(39,000 shares)
LAM RESEARCH CORP	COM	512807 10 8	1,350,000	151,672	b	1	a(151,672 shares)
LAMAR ADVERTISING CO	CL A	512815 10 1	674,000	22,200	b	1	a(22,200 shares)
LAMAR ADVERTISING CO	CL A	512815 10 1	607,000	20,000 C	b	1	a(20,000 shares)
LANDSTAR SYS INC	COM	515098 10 1	1,064,000	21,697	b	1	a(21,697 shares)
LATTICE SEMICONDUCTOR CORP	COM	518415 10 4	958,000	154,000	b	1	a(154,000 shares)
LAUDER ESTEE COS INC	CL A	518439 10 4	532,000	18,500	b	1	a(18,500 shares)
LAWSON SOFTWARE INC	COM	520780 10 7	129,000	36,500	b	1	a(36,500 shares)
LEAP WIRELESS INTL INC	COM	521863 10 0	10,000	45,000	b	1	a(45,000 shares)
LEAR CORP	COM	521865 10 5	1,795,000	43,100	b	1	a(43,100 shares)
LEAR CORP	COM	521865 10 5	208,000	5,000 C	b	1	a(5,000 shares)
LEE ENTERPRISES INC	COM	523768 10 9	736,000	22,400	b	1	a(22,400 shares)
LEGATO SYS INC	COM	524651 10 6	267,000	96,639	b	1	a(96,639 shares)
LEGGETT & PLATT INC	COM	524660 10 7	1,211,000	61,200	b	1	a(61,200 shares)
LEGG MASON INC	COM	524901 10 5	213,000	5,000 C	b	1	a(5,000 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
LEGG MASON INC	NOTE 6/	524901 AG 0	11,746,000	24,250,000	b	1	a(24,250,000 shares)
LEHMAN BROS HLDGS INC	COM	524908 10 0	5,145,000	104,900	b	1	a(104,900 shares)
LENDINGTREE INC	COM	52602Q 10 5	292,000	19,793	b	1	a(19,793 shares)
LENNAR CORP	COM	526057 10 4	24,409,000	437,600	b	1	a(437,600 shares)
LENNAR CORP	COM	526057 10 4	1,116,000	20,000 P	b	1	a(20,000 shares)
LEUCADIA NATL CORP	COM	527288 10 4	432,000	12,700	b	1	a(12,700 shares)
LEUCADIA NATL CORP	COM	527288 10 4	510,000	15,000 P	b	1	a(15,000 shares)
LEVEL 3 COMMUNICATIONS INC	COM	52729N 10 0	1,388,000	356,800	b	1	a(356,800 shares)
LEXMARK INTL NEW	CL A	529771 10 7	5,217,000	111,000	b	1	a(111,000 shares)
LIBERATE TECHNOLOGIES	COM	530129 10 5	101,000	64,810	b	1	a(64,810 shares)
LIBERTY MEDIA CORP NEW	COM SER A	530718 10 5	6,529,000	909,300	b	1	a(909,300 shares)
LIFEPOINT HOSPITALS INC	COM	53219L 10 9	2,012,000	64,500	b	1	a(64,500 shares)
LIGHTPATH TECHNOLOGIES INC	CL A	532257 10 2	8,000	19,245	b	1	a(19,245 shares)
LILLY ELI & CO	COM	532457 10 8	13,448,000	243,000	b	1	a(243,000 shares)
LILLY ELI & CO	COM	532457 10 8	9,685,000	175,000 C	b	1	a(175,000 shares)
LILLY ELI & CO	COM	532457 10 8	2,214,000	40,000 P	b	1	a(40,000 shares)
LINCOLN NATL CORP IND	COM	534187 10 9	5,606,000	183,500	b	1	a(183,500 shares)
LINENS N THINGS INC	COM	535679 10 4	281,000	15,300	b	1	a(15,300 shares)
LINENS N THINGS INC	COM	535679 10 4	459,000	25,000 P	b	1	a(25,000 shares)
LIZ CLAIBORNE INC	COM	539320 10 1	237,000	9,500	b	1	a(9,500 shares)
LOCKHEED MARTIN CORP	COM	539830 10 9	3,557,000	55,000 C	b	1	a(55,000 shares)
LOCKHEED MARTIN CORP	COM	539830 10 9	1,940,000	30,000 P	b	1	a(30,000 shares)
LOEWS CORP	COM	540424 10 8	8,312,000	193,800	b	1	a(193,800 shares)
LONE STAR STEAKHOUSE SALOON	COM	542307 10 3	618,000	29,459	b	1	a(29,459 shares)
LONE STAR STEAKHOUSE SALOON	COM	542307 10 3	378,000	18,000 C	b	1	a(18,000 shares)
LOOKSMART LTD	COM	543442 10 7	21,000	21,900	b	1	a(21,900 shares)
LOUISIANA PAC CORP	COM	546347 10 5	745,000	115,200	b	1	a(115,200 shares)
LOWES COS INC	COM	548661 10 7	2,165,000	52,300	b	1	a(52,300 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
LOWES COS INC	COM	548661 10 7	3,519,000	85,000 C	b	1	a(	85,000 shares)
LOWES COS INC	COM	548661 10 7	2,484,000	60,000 P	b	1	a(	60,000 shares)
LUBRIZOL CORP	COM	549271 10 4	1,046,000	37,000	b	1	a(	37,000 shares)
LUCENT TECHNOLOGIES INC	COM	549463 10 7	348,000	458,500	b	1	a(	458,500 shares)
LUXOTTICA GROUP S P A	SPONSORED ADR	55068R 20 2	296,000	23,000	b	1	a(	23,000 shares)
LYNX THERAPEUTICS INC	COM NEW	551812 30 8	16,000	23,900	b	1	a(	23,900 shares)
LYONDELL CHEMICAL CO	COM	552078 10 7	308,000	25,800	b	1	a(	25,800 shares)
M & T BK CORP	COM	55261F 10 4	6,455,000	81,900	b	1	a(	81,900 shares)
M & T BK CORP	COM	55261F 10 4	2,758,000	35,000 C	b	1	a(	35,000 shares)
M & T BK CORP	COM	55261F 10 4	2,364,000	30,000 P	b	1	a(	30,000 shares)
MBNA CORP	COM	55262L 10 0	7,607,000	413,900	b	1	a(	413,900 shares)
M D C HLDGS INC	COM	552676 10 8	540,000	15,300	b	1	a(	15,300 shares)
MGIC INVT CORP WIS	COM	552848 10 3	3,495,000	85,600	b	1	a(	85,600 shares)
MGIC INVT CORP WIS	COM	552848 10 3	490,000	12,000 C	b	1	a(	12,000 shares)
MGM MIRAGE	COM	552953 10 1	1,548,000	41,500	b	1	a(	41,500 shares)
MGM MIRAGE	COM	552953 10 1	559,000	15,000 P	b	1	a(	15,000 shares)
MIM CORP	COM	553044 10 8	576,000	60,986	b	1	a(	60,986 shares)
MRV COMMUNICATIONS INC	COM	553477 10 0	40,000	46,574	b	1	a(	46,574 shares)
MACROMEDIA INC	COM	556100 10 5	1,787,000	231,200	b	1	a(	231,200 shares)
MAGMA DESIGN AUTOMATION	COM	559181 10 2	250,000	28,041	b	1	a(	28,041 shares)
MAGNA INTL INC	CL A	559222 40 1	4,349,000	76,400	b	1	a(	76,400 shares)
MAGNETEK INC	COM	559424 10 6	78,000	24,400	b	1	a(	24,400 shares)
MAGNUM HUNTER RES INC	COM PAR $0.002	55972F 20 3	97,000	18,500	b	1	a(	18,500 shares)
MANDALAY RESORT GROUP	COM	562567 10 7	3,519,000	104,900	b	1	a(	104,900 shares)
MANDALAY RESORT GROUP	COM	562567 10 7	2,516,000	75,000 C	b	1	a(	75,000 shares)
MANDALAY RESORT GROUP	COM	562567 10 7	1,510,000	45,000 P	b	1	a(	45,000 shares)
MANHATTAN ASSOCS INC	COM	562750 10 9	764,000	56,500	b	1	a(	56,500 shares)
MANITOWOC INC	COM	563571 10 8	274,000	10,000	b	1	a(	10,000 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
MANOR CARE INC NEW	COM	564055 10 1	4,157,000	184,900	b	1	a(184,900 shares)
MANUFACTURERS SVCS LTD	COM	565005 10 5	33,000	12,200	b	1	a(12,200 shares)
MARATHON OIL CORP	COM	565849 10 6	703,000	31,000	b	1	a(31,000 shares)
MARKEL CORP	NOTE 6/	570535 AC 8	10,719,000	35,000,000	b	1	a(35,000,000 shares)
MARSH & MCLENNAN COS INC	COM	571748 10 2	4,243,000	101,900	b	1	a(101,900 shares)
MARSH & MCLENNAN COS INC	COM	571748 10 2	12,159,000	292,000 C	b	1	a(292,000 shares)
MARSH & MCLENNAN COS INC	COM	571748 10 2	5,605,000	134,600 P	b	1	a(134,600 shares)
MARSHALL & ILSLEY CORP	COM	571834 10 0	2,226,000	79,800	b	1	a(79,800 shares)
MARRIOTT INTL INC NEW	CL A	571903 20 2	18,385,000	634,200	b	1	a(634,200 shares)
MARTIN MARIETTA MATLS INC	COM	573284 10 6	417,000	12,800	b	1	a(12,800 shares)
MARVEL ENTERPRISES INC	COM	57383M 10 8	1,135,000	162,100	b	1	a(162,100 shares)
MASCO CORP	NOTE 7/	574599 AW 6	11,117,000	30,000,000	b	1	a(30,000,000 shares)
MASSEY ENERGY CORP	COM	576206 10 6	645,000	100,000	b	1	a(100,000 shares)
MASTEC INC	COM	576323 10 9	156,000	48,400	b	1	a(48,400 shares)
MATTEL INC	COM	577081 10 2	1,725,000	95,800	b	1	a(95,800 shares)
MAY DEPT STORES CO	COM	577778 10 3	5,303,000	232,900	b	1	a(232,900 shares)
MAXIMUS INC	COM	577933 10 4	508,000	22,700	b	1	a(22,700 shares)
MAYTAG CORP	COM	578592 10 7	3,635,000	156,800	b	1	a(156,800 shares)
MAYTAG CORP	COM	578592 10 7	232,000	10,000 C	b	1	a(10,000 shares)
MCAFEE COM CORP	CL A	579062 10 0	2,859,000	163,000 C	b	1	a(163,000 shares)
MCAFEE COM CORP	CL A	579062 10 0	1,052,000	60,000 P	b	1	a(60,000 shares)
MCCLATCHY CO	CL A	579489 10 5	542,000	8,900	b	1	a(8,900 shares)
MCCORMICK & CO INC	COM NON VTG	579780 20 6	873,000	38,300	b	1	a(38,300 shares)
MCDATA CORP	CL A	580031 20 1	332,000	61,154	b	1	a(61,154 shares)
MCDATA CORP	CL B	580031 10 2	1,067,000	194,400	b	1	a(194,400 shares)
MCDONALDS CORP	COM	580135 10 1	1,254,000	71,000	b	1	a(71,000 shares)
MCGRAW HILL COS INC	COM	580645 10 9	1,935,000	31,600	b	1	a(31,600 shares)
MCGRAW HILL COS INC	COM	580645 10 9	1,224,000	20,000 P	b	1	a(20,000 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
MCKESSON CORP	COM	58155Q 10 3	2,482,000	87,600	b	1	a(87,600 shares)
MCKESSON CORP	COM	58155Q 10 3	5,510,000	194,500 C	b	1	a(194,500 shares)
MCKESSON CORP	COM	58155Q 10 3	2,266,000	80,000 P	b	1	a(80,000 shares)
MCLEODUSA INC	CL A	582266 70 6	4,000	13,159	b	1	a(13,159 shares)
MEADWESTVACO CORP	COM	583334 10 7	192,000	10,000 C	b	1	a(10,000 shares)
MEDAREX INC	COM	583916 10 1	497,000	148,442	b	1	a(148,442 shares)
MED-DESIGN CORP	COM	583926 10 0	83,000	23,442	b	1	a(23,442 shares)
MEDCATH CORP	COM	58404W 10 9	143,000	12,682	b	1	a(12,682 shares)
MEDIA GEN INC	CL A	584404 10 7	2,049,000	40,300	b	1	a(40,300 shares)
MEDIACOM COMMUNICATIONS CORP	NOTE 5.250% 7/	58446K AA 3	1,628,000	2,500,000	b	1	a(2,500,000 shares)
MEDIMMUNE INC	COM	584699 10 2	17,143,000	819,451	b	1	a(819,451 shares)
MEDTRONIC INC	COM	585055 10 6	438,000	10,400	b	1	a(10,400 shares)
MEDTRONIC INC	COM	585055 10 6	2,106,000	50,000 C	b	1	a(50,000 shares)
MEDTRONIC INC	COM	585055 10 6	2,106,000	50,000 P	b	1	a(50,000 shares)
MELLON FINL CORP	COM	58551A 10 8	26,075,000	1,005,600	b	1	a(1,005,600 shares)
MENTOR CORP MINN	COM	587188 10 3	666,000	20,876	b	1	a(20,876 shares)
MENTOR CORP MINN	COM	587188 10 3	638,000	20,000 P	b	1	a(20,000 shares)
MENTOR GRAPHICS CORP	COM	587200 10 6	1,158,000	237,376	b	1	a(237,376 shares)
MERCANTILE BANKSHARES CORP	COM	587405 10 1	740,000	19,400	b	1	a(19,400 shares)
MERCATOR SOFTWARE INC	COM	587587 10 6	54,000	41,400	b	1	a(41,400 shares)
MERCK & CO INC	COM	589331 10 7	22,704,000	496,700	b	1	a(496,700 shares)
MERCK & CO INC	COM	589331 10 7	18,284,000	400,000 C	b	1	a(400,000 shares)
MERCK & CO INC	COM	589331 10 7	43,425,000	950,000 P	b	1	a(950,000 shares)
MERCURY GENL CORP NEW	COM	589400 10 0	1,087,000	25,400	b	1	a(25,400 shares)
MERCURY GENL CORP NEW	COM	589400 10 0	642,000	15,000 P	b	1	a(15,000 shares)
MERCURY INTERACTIVE CORP	COM	589405 10 9	8,447,000	492,230	b	1	a(492,230 shares)
MERCURY INTERACTIVE CORP	COM	589405 10 9	1,510,000	88,000 C	b	1	a(88,000 shares)
MEREDITH CORP	COM	589433 10 1	835,000	19,400	b	1	a(19,400 shares)

Name of Issuer	Title of Class		CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount		Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
MERRILL LYNCH & CO INC	COM		590188 10 8	18,946,000	575,000	C	b	1	a(	575,000 shares)
MERRILL LYNCH & CO INC	COM		590188 10 8	3,295,000	100,000	P	b	1	a(	100,000 shares)
MERRILL LYNCH & CO INC	NOTE	5/	590188 A6 5	2,584,000	5,000,000		b	1	a(	5,000,000 shares)
METLIFE INC	COM		59156R 10 8	1,174,000	51,600		b	1	a(	51,600 shares)
METRIS COS INC	COM		591598 10 7	31,000	13,500		b	1	a(	13,500 shares)
METRO GOLDWYN MAYER INC	COM		591610 10 0	214,000	17,900		b	1	a(	17,900 shares)
MICHAELS STORES INC	COM		594087 10 8	2,605,000	57,000	C	b	1	a(	57,000 shares)
MICHAELS STORES INC	COM		594087 10 8	2,422,000	53,000	P	b	1	a(	53,000 shares)
MICREL INC	COM		594793 10 1	2,219,000	360,263		b	1	a(	360,263 shares)
MICROSOFT CORP	COM		594918 10 4	78,865,000	1,803,049		b	1	a(	1,803,049 shares)
MICROSOFT CORP	COM		594918 10 4	52,051,000	1,190,000	C	b	1	a(	1,190,000 shares)
MICROSOFT CORP	COM		594918 10 4	18,590,000	425,000	P	b	1	a(	425,000 shares)
MICROVISION INC WASH	COM		594960 10 6	55,000	14,600		b	1	a(	14,600 shares)
MICROMUSE INC	COM		595094 10 3	348,000	138,000		b	1	a(	138,000 shares)
MICRON TECHNOLOGY INC	COM		595112 10 3	317,000	25,600		b	1	a(	25,600 shares)
MICRON TECHNOLOGY INC	COM		595112 10 3	2,227,000	180,000	C	b	1	a(	180,000 shares)
MICROTUNE INC DEL	COM		59514P 10 9	78,000	32,200		b	1	a(	32,200 shares)
MID ATLANTIC MED SVCS INC	COM		59523C 10 7	427,000	11,800		b	1	a(	11,800 shares)
MILACRON INC	COM		598709 10 3	152,000	33,600		b	1	a(	33,600 shares)
MILLENNIUM PHARMACEUTICALS I	COM		599902 10 3	1,164,000	124,944		b	1	a(	124,944 shares)
MILLER HERMAN INC	COM		600544 10 0	1,833,000	103,200		b	1	a(	103,200 shares)
MILLIPORE CORP	COM		601073 10 9	210,000	6,600		b	1	a(	6,600 shares)
MILLIPORE CORP	COM		601073 10 9	1,907,000	60,000	C	b	1	a(	60,000 shares)
MILLIPORE CORP	COM		601073 10 9	1,272,000	40,000	P	b	1	a(	40,000 shares)
MOHAWK INDS INC	COM		608190 10 4	3,068,000	61,801		b	1	a(	61,801 shares)
MOLEX INC	COM		608554 10 1	2,075,000	88,204		b	1	a(	88,204 shares)
MONSANTO CO NEW	COM		61166W 10 1	221,000	14,468		b	1	a(	14,468 shares)
MOODYS CORP	COM		615369 10 5	243,000	5,000	C	b	1	a(	5,000 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount		Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
MOODYS CORP	COM	615369 10 5	243,000	5,000	P	b	1	a(	5,000 shares)
MOORE LTD	COM	615785 10 2	639,000	65,900		b	1	a(	65,900 shares)
MORGAN STANLEY	COM NEW	617446 44 8	19,986,000	589,900		b	1	a(	589,900 shares)
MOTOROLA INC	COM	620076 10 9	24,889,000	2,444,900		b	1	a(	2,444,900 shares)
MURPHY OIL CORP	COM	626717 10 2	3,012,000	36,700		b	1	a(	36,700 shares)
MURPHY OIL CORP	COM	626717 10 2	5,335,000	65,000	C	b	1	a(	65,000 shares)
MURPHY OIL CORP	COM	626717 10 2	7,386,000	90,000	P	b	1	a(	90,000 shares)
MYKROLIS CORP	COM	62852P 10 3	69,000	11,275		b	1	a(	11,275 shares)
MYLAN LABS INC	COM	628530 10 7	239,000	7,300		b	1	a(	7,300 shares)
NBTY INC	COM	628782 10 4	499,000	38,462		b	1	a(	38,462 shares)
NCR CORP NEW	COM	62886E 10 8	2,580,000	130,300		b	1	a(	130,300 shares)
NCR CORP NEW	COM	62886E 10 8	891,000	45,000	C	b	1	a(	45,000 shares)
NPS PHARMACEUTICALS INC	COM	62936P 10 3	1,028,000	50,000	C	b	1	a(	50,000 shares)
NANOMETRICS INC	COM	630077 10 5	91,000	34,164		b	1	a(	34,164 shares)
NAPRO BIOTHERAPUTICS INC	COM	630795 10 2	40,000	35,300		b	1	a(	35,300 shares)
NATIONAL COMMERCE FINL CORP	COM	63545P 10 4	897,000	35,800		b	1	a(	35,800 shares)
NATIONAL DATA CORP	NOTE 5.000%11/	635621 AA 3	4,872,000	5,075,000		b	1	a(	5,075,000 shares)
NATIONAL INSTRS CORP	COM	636518 10 2	328,000	15,000		b	1	a(	15,000 shares)
NATIONAL-OILWELL INC	COM	637071 10 1	2,909,000	150,100		b	1	a(	150,100 shares)
NATIONAL-OILWELL INC	COM	637071 10 1	194,000	10,000	P	b	1	a(	10,000 shares)
NATIONAL SEMICONDUCTOR CORP	COM	637640 10 3	597,000	50,000	C	b	1	a(	50,000 shares)
NATIONWIDE FINL SVCS INC	CL A	638612 10 1	1,327,000	49,700		b	1	a(	49,700 shares)
NAUTILUS GROUP INC	COM	63910B 10 2	1,422,000	72,900		b	1	a(	72,900 shares)
NAVISTAR INTL CORP NEW	COM	63934E 10 8	4,147,000	191,300		b	1	a(	191,300 shares)
NAVISTAR INTL CORP NEW	COM	63934E 10 8	434,000	20,000	C	b	1	a(	20,000 shares)
NDCHEALTH CORP	COM	639480 10 2	389,000	25,000	P	b	1	a(	25,000 shares)
NEIMAN MARCUS GROUP INC	CL A	640204 20 2	1,037,000	39,500		b	1	a(	39,500 shares)
NEOFORMA COM INC	COM NEW	640475 50 5	237,000	25,100		b	1	a(	25,100 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount		Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
NEORX CORP	COM PAR $0.02	640520 30 0	6,000	15,500		b	1	a(	15,500 shares)
NEOSE TECHNOLOGIES INC	COM	640522 10 8	80,000	10,300		b	1	a(	10,300 shares)
NETBANK INC	COM	640933 10 7	972,000	93,376		b	1	a(	93,376 shares)
NETWORKS ASSOCS INC	COM	640938 10 6	175,000	16,500		b	1	a(	16,500 shares)
NET2PHONE	COM	64108N 10 6	68,000	28,900		b	1	a(	28,900 shares)
NETFLIX COM INC	COM	64110L 10 6	267,000	27,562		b	1	a(	27,562 shares)
NETEGRITY INC	COM	64110P 10 7	47,000	22,800		b	1	a(	22,800 shares)
NETIQ CORP	COM	64115P 10 2	1,714,000	118,200		b	1	a(	118,200 shares)
NETWORK APPLIANCE INC	COM	64120L 10 4	292,000	39,800		b	1	a(	39,800 shares)
NEUBERGER BERMAN INC	NOTE 5/	641234 AC 3	32,199,000	37,000,000		b	1	a(	37,000,000 shares)
NEW YORK TIMES CO	CL A	650111 10 7	6,768,000	148,900		b	1	a(	148,900 shares)
NEW YORK TIMES CO	CL A	650111 10 7	2,500,000	55,000	C	b	1	a(	55,000 shares)
NEW YORK TIMES CO	CL A	650111 10 7	3,022,000	66,500	P	b	1	a(	66,500 shares)
NEWFIELD EXPL CO	COM	651290 10 8	336,000	10,000	C	b	1	a(	10,000 shares)
NEWFIELD EXPL CO	COM	651290 10 8	504,000	15,000	P	b	1	a(	15,000 shares)
NEWMONT MINING CORP	COM	651639 10 6	1,992,000	72,400		b	1	a(	72,400 shares)
NEWPARK RES INC	COM PAR $.01NEW	651718 50 4	129,000	32,500		b	1	a(	32,500 shares)
NEWS CORP LTD	ADR NEW	652487 70 3	1,126,000	58,500		b	1	a(	58,500 shares)
NEXTEL COMMUNICATIONS INC	CL A	65332V 10 3	3,748,000	496,400		b	1	a(	496,400 shares)
NEXTEL COMMUNICATIONS INC	CL A	65332V 10 3	1,057,000	140,000	C	b	1	a(	140,000 shares)
NIKE INC	CL B	654106 10 3	1,818,000	42,100		b	1	a(	42,100 shares)
99 CENTS ONLY STORES	COM	65440K 10 6	859,000	41,500		b	1	a(	41,500 shares)
NOKIA CORP	SPONSORED ADR	654902 20 4	322,000	24,300		b	1	a(	24,300 shares)
NOBLE ENERGY INC	COM	655044 10 5	431,000	12,700		b	1	a(	12,700 shares)
NORDSTROM INC	COM	655664 10 0	1,171,000	65,300		b	1	a(	65,300 shares)
NORTEK INC	COM	656559 10 1	6,789,000	156,900		b	1	a(	156,900 shares)
NORTEL NETWORKS CORP NEW	COM	656568 10 2	482,000	968,500		b	1	a(	968,500 shares)
NORTEL NETWORKS CORP NEW	COM	656568 10 2	50,000	100,000	C	b	1	a(	100,000 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
NORTEL NETWORKS CORP NEW	NOTE 4.250% 9/	656568 AB 8	734,000	2,500,000	b	1	a(2,500,000 shares)
NORTHEAST UTILS	COM	664397 10 6	2,380,000	140,800	b	1	a(140,800 shares)
NORTHERN TR CORP	COM	665859 10 4	6,236,000	165,318	b	1	a(165,318 shares)
NORTHERN TR CORP	COM	665859 10 4	377,000	10,000 C	b	1	a(10,000 shares)
NORTHROP GRUMMAN CORP	COM	666807 10 2	47,321,000	381,500 C	b	1	a(381,500 shares)
NORTHROP GRUMMAN CORP	COM	666807 10 2	30,886,000	249,000 P	b	1	a(249,000 shares)
NORTHWEST AIRLS CORP	CL A	667280 10 1	220,000	32,900	b	1	a(32,900 shares)
NORTHWESTERN CORP	COM	668074 10 7	1,001,000	102,600	b	1	a(102,600 shares)
NOVARTIS A G	SPONSORED ADR	66987V 10 9	5,751,000	144,750	b	1	a(144,750 shares)
NOVARTIS A G	SPONSORED ADR	66987V 10 9	258,000	6,500 P	b	1	a(6,500 shares)
NUANCE COMMUNICATIONS INC	COM	669967 10 1	35,000	20,326	b	1	a(20,326 shares)
NOVELLUS SYS INC	COM	670008 10 1	381,000	18,300	b	1	a(18,300 shares)
NOVELLUS SYS INC	COM	670008 10 1	2,289,000	110,000 C	b	1	a(110,000 shares)
NUCOR CORP	COM	670346 10 5	2,115,000	55,800	b	1	a(55,800 shares)
NUCOR CORP	COM	670346 10 5	758,000	20,000 C	b	1	a(20,000 shares)
NUCOR CORP	COM	670346 10 5	2,160,000	57,000 P	b	1	a(57,000 shares)
NUEVO ENERGY CO	COM	670509 10 8	356,000	32,700	b	1	a(32,700 shares)
NVIDIA CORP	COM	67066G 10 4	3,099,000	362,065	b	1	a(362,065 shares)
OGE ENERGY CORP	COM	670837 10 3	928,000	55,000	b	1	a(55,000 shares)
OSI PHARMACEUTICALS INC	COM	671040 10 3	1,035,000	61,000 C	b	1	a(61,000 shares)
OSI SYSTEMS INC	COM	671044 10 5	1,077,000	62,240	b	1	a(62,240 shares)
OSI SYSTEMS INC	COM	671044 10 5	2,163,000	125,000 C	b	1	a(125,000 shares)
OCEAN ENERGY INC DEL	COM	67481E 10 6	271,000	13,600	b	1	a(13,600 shares)
ODYSSEY HEALTHCARE INC	COM	67611V 10 1	294,000	9,800	b	1	a(9,800 shares)
OFFICE DEPOT INC	COM	676220 10 6	718,000	58,200	b	1	a(58,200 shares)
OFFICEMAX INC	COM	67622M 10 8	324,000	79,300	b	1	a(79,300 shares)
OHIO CAS CORP	COM	677240 10 3	773,000	47,500 C	b	1	a(47,500 shares)
OMNICARE INC	COM	681904 10 8	4,319,000	204,500	b	1	a(204,500 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
OMNICOM GROUP INC	COM	681919 10 6	9,633,000	173,000 C	b	1	a(173,000 shares)
ONEOK INC NEW	COM	682680 10 3	461,000	24,400	b	1	a(24,400 shares)
OPENWAVE SYS INC	COM	683718 10 0	29,000	47,500	b	1	a(47,500 shares)
OPLINK COMMUNICATIONS INC	COM	68375Q 10 6	44,000	76,400	b	1	a(76,400 shares)
OPTICAL COMMUNICATION PRODS	CL A	68382T 10 1	18,000	23,600	b	1	a(23,600 shares)
OPSWARE INC	COM	68383A 10 1	10,000	13,300	b	1	a(13,300 shares)
ORACLE CORP	COM	68389X 10 5	9,138,000	1,162,620	b	1	a(1,162,620 shares)
ORACLE CORP	COM	68389X 10 5	2,122,000	270,000 C	b	1	a(270,000 shares)
ORASURE TECHNOLOGIES INC	COM	68554V 10 8	49,000	11,100	b	1	a(11,100 shares)
ORBITAL SCIENCES CORP	COM	685564 10 6	134,000	39,500	b	1	a(39,500 shares)
ORTHODONTIC CTRS AMER INC	COM	68750P 10 3	978,000	91,400	b	1	a(91,400 shares)
OUTBACK STEAKHOUSE INC	COM	689899 10 2	2,399,000	87,300	b	1	a(87,300 shares)
OVERSEAS SHIPHOLDING GROUP I	COM	690368 10 5	339,000	22,200	b	1	a(22,200 shares)
OVERSTOCK COM INC DEL	COM	690370 10 1	64,000	10,701	b	1	a(10,701 shares)
OVERTURE SVCS INC	COM	69039R 10 0	2,828,000	120,000 C	b	1	a(120,000 shares)
OWENS ILL INC	COM NEW	690768 40 3	549,000	48,500	b	1	a(48,500 shares)
OWENS ILL INC	PFD CONV $.01	690768 50 2	2,389,000	107,600	b	1	a(107,600 shares)
OXFORD HEALTH PLANS INC	COM	691471 10 6	5,565,000	142,900	b	1	a(142,900 shares)
OXFORD HEALTH PLANS INC	COM	691471 10 6	1,558,000	40,000 P	b	1	a(40,000 shares)
P-COM INC	COM NEW	693262 20 6	7,000	34,260	b	1	a(34,260 shares)
P F CHANGS CHINA BISTRO INC	COM	69333Y 10 8	253,000	8,700	b	1	a(8,700 shares)
PMC-SIERRA INC	COM	69344F 10 6	7,410,000	1,909,758	b	1	a(1,909,758 shares)
PMC-SIERRA INC	COM	69344F 10 6	553,000	142,500 C	b	1	a(142,500 shares)
PMI GROUP INC	COM	69344M 10 1	272,000	10,000 C	b	1	a(10,000 shares)
PNC FINL SVCS GROUP INC	COM	693475 10 5	2,374,000	56,300	b	1	a(56,300 shares)
PNC FINL SVCS GROUP INC	COM	693475 10 5	843,000	20,000 C	b	1	a(20,000 shares)
PNC FINL SVCS GROUP INC	COM	693475 10 5	2,741,000	65,000 P	b	1	a(65,000 shares)
PPG INDS INC	COM	693506 10 7	3,898,000	87,200	b	1	a(87,200 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 56,658,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount		Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
PPG INDS INC	COM	693506 10 7	447,000	10,000	C	b	1	a(	10,000 shares)
PPG INDS INC	COM	693506 10 7	894,000	20,000	P	b	1	a(	20,000 shares)
PACCAR INC	COM	693718 10 8	3,952,000	116,970		b	1	a(	116,970 shares)
PAC-WEST TELECOM INC	COM	69371Y 10 1	10,000	37,800		b	1	a(	37,800 shares)
PACIFICARE HEALTH SYS DEL	COM	695112 10 2	1,900,000	82,275		b	1	a(	82,275 shares)
PACIFICARE HEALTH SYS DEL	COM	695112 10 2	5,657,000	245,000	C	b	1	a(	245,000 shares)
PACKAGING CORP AMER	COM	695156 10 9	245,000	14,000		b	1	a(	14,000 shares)
PACKAGING DYNAMICS CORP	COM	695160 10 1	150,000	26,580		b	1	a(	26,580 shares)
PACTIV CORP	COM	695257 10 5	301,000	18,300		b	1	a(	18,300 shares)
PALL CORP	COM	696429 30 7	3,561,000	225,500		b	1	a(	225,500 shares)
PALM INC	COM	696642 10 7	3,409,000	4,606,825		b	1	a(	4,606,825 shares)
PANERA BREAD CO	CL A	69840W 10 8	1,958,000	72,500		b	1	a(	72,500 shares)
PANERA BREAD CO	CL A	69840W 10 8	1,890,000	70,000	C	b	1	a(	70,000 shares)
PANERA BREAD CO	CL A	69840W 10 8	2,430,000	90,000	P	b	1	a(	90,000 shares)
PAPA JOHNS INTL INC	COM	698813 10 2	655,000	22,500	C	b	1	a(	22,500 shares)
PAPA JOHNS INTL INC	COM	698813 10 2	437,000	15,000	P	b	1	a(	15,000 shares)
PARK ELECTROCHEMICAL CORP	COM	700416 20 9	251,000	15,000		b	1	a(	15,000 shares)
PARK PL ENTMT CORP	COM	700690 10 0	2,333,000	293,400		b	1	a(	293,400 shares)
PARKER HANNIFIN CORP	COM	701094 10 4	9,209,000	241,000		b	1	a(	241,000 shares)
PARKER HANNIFIN CORP	COM	701094 10 4	573,000	15,000	C	b	1	a(	15,000 shares)
PATINA OIL & GAS CORP	COM	703224 10 5	428,000	15,000	C	b	1	a(	15,000 shares)
PATINA OIL & GAS CORP	COM	703224 10 5	285,000	10,000	P	b	1	a(	10,000 shares)
PATTERSON DENTAL CO	COM	703412 10 6	1,024,000	20,000	C	b	1	a(	20,000 shares)
PATTERSON UTI ENERGY INC	COM	703481 10 1	479,000	18,781		b	1	a(	18,781 shares)
PAXAR CORP	COM	704227 10 7	464,000	31,900		b	1	a(	31,900 shares)
PAXSON COMMUNICATIONS CORP	COM	704231 10 9	75,000	33,900		b	1	a(	33,900 shares)
PAYLESS SHOESOURCE INC	COM	704379 10 6	464,000	8,600		b	1	a(	8,600 shares)
PAYLESS SHOESOURCE INC	COM	704379 10 6	7,399,000	137,000	C	b	1	a(	137,000 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 50,880,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
PAYLESS SHOESOURCE INC	COM	704379 10 6	7,021,000	130,000 P	b	1	a(	130,000 shares)
PAYPAL INC	COM	704508 10 0	15,598,000	745,982	b	1	a(	745,982 shares)
PEC SOLUTIONS INC	COM	705107 10 0	318,000	14,300	b	1	a(	14,300 shares)
PEDIATRIX MED GROUP	COM	705324 10 1	775,000	25,000 C	b	1	a(	25,000 shares)
PENN NATL GAMING INC	COM	707569 10 9	189,000	10,000 C	b	1	a(	10,000 shares)
PENN NATL GAMING INC	COM	707569 10 9	378,000	20,000 P	b	1	a(	20,000 shares)
PENN TREATY AMERN CORP	NOTE 6.250%12/	707874 AC 7	1,304,000	1,580,000	b	1	a(	1,580,000 shares)
PENN VA CORP	COM	707882 10 6	748,000	23,100	b	1	a(	23,100 shares)
PENTAIR INC	COM	709631 10 5	2,498,000	67,200	b	1	a(	67,200 shares)
PENTON MEDIA INC	COM	709668 10 7	61,000	255,800	b	1	a(	255,800 shares)
PEOPLESOFT INC	COM	712713 10 6	5,712,000	461,792	b	1	a(	461,792 shares)
PEOPLESOFT INC	COM	712713 10 6	124,000	10,000 C	b	1	a(	10,000 shares)
PEPSIAMERICAS INC	COM	71343P 20 0	237,000	16,700	b	1	a(	16,700 shares)
PEPSICO INC	COM	713448 10 8	23,134,000	626,080	b	1	a(	626,080 shares)
PEPSICO INC	COM	713448 10 8	7,575,000	205,000 C	b	1	a(	205,000 shares)
PERKINELMER INC	COM	714046 10 9	1,749,000	320,900	b	1	a(	320,900 shares)
PERRIGO CO	COM	714290 10 3	151,000	14,200	b	1	a(	14,200 shares)
PETROLEUM GEO-SVCS A/S	SPONSORED ADR	716597 10 9	108,000	141,700	b	1	a(	141,700 shares)
PHARMACYCLICS INC	COM	716933 10 6	53,000	17,520	b	1	a(	17,520 shares)
PFIZER INC	COM	717081 10 3	10,912,000	376,000	b	1	a(	376,000 shares)
PFIZER INC	COM	717081 10 3	20,749,000	715,000 C	b	1	a(	715,000 shares)
PFIZER INC	COM	717081 10 3	50,350,000	1,735,000 P	b	1	a(	1,735,000 shares)
PHARMACIA CORP	COM	71713U 10 2	62,185,000	1,599,400	b	1	a(	1,599,400 shares)
PHELPS DODGE CORP	COM	717265 10 2	1,238,000	48,300	b	1	a(	48,300 shares)
PHILIP MORRIS COS INC	COM	718154 10 7	8,924,000	230,000 P	b	1	a(	230,000 shares)
PHOENIX COS INC NEW	COM	71902E 10 9	262,000	19,200	b	1	a(	19,200 shares)
PHOENIX COS INC NEW	COM	71902E 10 9	245,000	18,000 C	b	1	a(	18,000 shares)
PHOENIX COS INC NEW	COM	71902E 10 9	272,000	20,000 P	b	1	a(	20,000 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED		Page Total	222,870,000					

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
PHOTON DYNAMICS INC	COM	719364 10 1	689,000	37,000 C	b	1	a(	37,000 shares)
PHOTRONICS INC	COM	719405 10 2	201,000	20,000 C	b	1	a(	20,000 shares)
PIER 1 IMPORTS INC	COM	720279 10 8	2,824,000	148,100	b	1	a(	148,100 shares)
PINNACLE WEST CAP CORP	COM	723484 10 1	6,388,000	230,100	b	1	a(	230,100 shares)
PITNEY BOWES INC	COM	724479 10 0	5,006,000	164,200	b	1	a(	164,200 shares)
PITTSTON CO	COM BRINKS GRP	725701 10 6	524,000	23,400	b	1	a(	23,400 shares)
PIXAR	COM	725811 10 3	1,845,000	38,357	b	1	a(	38,357 shares)
PIXAR	COM	725811 10 3	481,000	10,000 C	b	1	a(	10,000 shares)
PIXAR	COM	725811 10 3	1,154,000	24,000 P	b	1	a(	24,000 shares)
PIXELWORKS INC	COM	72581M 10 7	74,000	14,287	b	1	a(	14,287 shares)
PLACER DOME INC	COM	725906 10 1	1,444,000	158,200	b	1	a(	158,200 shares)
PLAYBOY ENTERPRISES INC	CL B	728117 30 0	148,000	15,500	b	1	a(	15,500 shares)
PLEXUS CORP	COM	729132 10 0	1,275,000	137,836	b	1	a(	137,836 shares)
POGO PRODUCING CO	COM	730448 10 7	238,000	7,000 C	b	1	a(	7,000 shares)
POLARIS INDS INC	COM	731068 10 2	310,000	5,000 C	b	1	a(	5,000 shares)
POLARIS INDS INC	COM	731068 10 2	310,000	5,000 P	b	1	a(	5,000 shares)
POLYCOM INC	COM	73172K 10 4	370,000	54,427	b	1	a(	54,427 shares)
POLYMEDICA CORP	COM	731738 10 0	1,752,000	66,320	b	1	a(	66,320 shares)
POTASH CORP SASK INC	COM	73755L 10 7	2,248,000	36,200	b	1	a(	36,200 shares)
POTASH CORP SASK INC	COM	73755L 10 7	2,483,000	40,000 P	b	1	a(	40,000 shares)
POWER-ONE INC	COM	739308 10 4	169,000	56,800	b	1	a(	56,800 shares)
POWERWAVE TECHNOLOGIES INC	COM	739363 10 9	1,419,000	418,437	b	1	a(	418,437 shares)
PRACTICEWORKS INC	COM	739419 10 9	820,000	47,400	b	1	a(	47,400 shares)
PRAXAIR INC	COM	74005P 10 4	4,901,000	95,900	b	1	a(	95,900 shares)
PRAXAIR INC	COM	74005P 10 4	511,000	10,000 C	b	1	a(	10,000 shares)
PRAXAIR INC	COM	74005P 10 4	767,000	15,000 P	b	1	a(	15,000 shares)
PRE PAID LEGAL SVCS INC	COM	740065 10 7	3,042,000	153,000	b	1	a(	153,000 shares)
PRECISION CASTPARTS CORP	COM	740189 10 5	1,715,000	79,100	b	1	a(	79,100 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
PRECISION DRILLING CORP	COM	74022D 10 0	595,000	19,700	b	1	a(	19,700 shares)
PRICE COMMUNICATIONS CORP	COM NEW	741437 30 5	4,834,000	427,800	b	1	a(	427,800 shares)
PRICE T ROWE GROUP INC	COM	74144T 10 8	1,717,000	68,791	b	1	a(	68,791 shares)
PRINCIPAL FINANCIAL GROUP IN	COM	74251V 10 2	314,000	12,000 C	b	1	a(	12,000 shares)
PROCTER & GAMBLE CO	COM	742718 10 9	3,817,000	42,700	b	1	a(	42,700 shares)
PROGENICS PHARMACEUTICALS IN	COM	743187 10 6	93,000	18,500	b	1	a(	18,500 shares)
PROGRESS ENERGY INC	COM	743263 10 5	9,024,000	220,800	b	1	a(	220,800 shares)
PROGRESSIVE CORP OHIO	COM	743315 10 3	13,918,000	274,900	b	1	a(	274,900 shares)
PROGRESSIVE CORP OHIO	COM	743315 10 3	4,557,000	90,000 C	b	1	a(	90,000 shares)
PROGRESSIVE CORP OHIO	COM	743315 10 3	8,734,000	172,500 P	b	1	a(	172,500 shares)
PROQUEST COMPANY	COM	74346P 10 2	941,000	31,000	b	1	a(	31,000 shares)
PROTEIN DESIGN LABS INC	COM	74369L 10 3	224,000	26,956	b	1	a(	26,956 shares)
PROTON ENERGY SYS INC	COM	74371K 10 1	22,000	10,528	b	1	a(	10,528 shares)
PROVIDIAN FINL CORP	COM	74406A 10 2	274,000	55,900	b	1	a(	55,900 shares)
PROXIM CORP	CL A	744283 10 2	420,000	239,881	b	1	a(	239,881 shares)
PUBLIC SVC ENTERPRISE GROUP	COM	744573 10 6	8,927,000	292,700	b	1	a(	292,700 shares)
PULITZER INC	COM	745769 10 9	267,000	6,400	b	1	a(	6,400 shares)
PULTE HOMES INC	COM	745867 10 1	4,387,000	102,900	b	1	a(	102,900 shares)
PULTE HOMES INC	COM	745867 10 1	426,000	10,000 C	b	1	a(	10,000 shares)
QLOGIC CORP	COM	747277 10 1	1,049,000	40,300	b	1	a(	40,300 shares)
QLOGIC CORP	COM	747277 10 1	4,036,000	155,000 C	b	1	a(	155,000 shares)
QUALCOMM INC	COM	747525 10 3	2,204,000	79,805	b	1	a(	79,805 shares)
QUANTUM FUEL SYS TECH WORLDW	COM	74765E 10 9	66,000	12,545	b	1	a(	12,545 shares)
QUEST DIAGNOSTICS INC	COM	74834L 10 0	7,199,000	117,000	b	1	a(	117,000 shares)
QUEST DIAGNOSTICS INC	COM	74834L 10 0	1,384,000	22,500 C	b	1	a(	22,500 shares)
QUINTILES TRANSNATIONAL CORP	COM	748767 10 0	209,000	22,000	b	1	a(	22,000 shares)
QWEST COMMUNICATIONS INTL IN	COM	749121 10 9	689,000	302,139	b	1	a(	302,139 shares)
RACING CHAMPIONS ERTL CORP	COM	750069 10 6	704,000	43,110	b	1	a(	43,110 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 81,031,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
RADIOSHACK CORP	COM	750438 10 3	289,000	14,400	b	1	a(	14,400 shares)
RAMBUS INC DEL	COM	750917 10 6	912,000	210,200	b	1	a(	210,200 shares)
RARE HOSPITALITY INTL INC	COM	753820 10 9	595,000	25,400	b	1	a(	25,400 shares)
RATIONAL SOFTWARE CORP	COM NEW	75409P 20 2	1,460,000	337,999	b	1	a(	337,999 shares)
RAYMOND JAMES FINANCIAL INC	COM	754730 10 9	652,000	24,100	b	1	a(	24,100 shares)
RAYONIER INC	COM	754907 10 3	1,266,000	30,200	b	1	a(	30,200 shares)
RAYTHEON CO	COM NEW	755111 50 7	7,735,000	264,000	b	1	a(	264,000 shares)
READERS DIGEST ASSN INC	CL A NON VTG	755267 10 1	1,919,000	122,600	b	1	a(	122,600 shares)
REALNETWORKS INC	COM	75605L 10 4	156,000	43,300	b	1	a(	43,300 shares)
REEBOK INTL LTD	COM	758110 10 0	326,000	13,000 C	b	1	a(	13,000 shares)
REGENERON PHARMACEUTICALS	COM	75886F 10 7	464,000	34,400	b	1	a(	34,400 shares)
REGENERATION TECH INC DEL	COM	75886N 10 0	87,000	10,900	b	1	a(	10,900 shares)
RELIANT RES INC	COM	75952B 10 5	263,000	150,400	b	1	a(	150,400 shares)
RELIANT RES INC	COM	75952B 10 5	53,000	30,000 C	b	1	a(	30,000 shares)
RELIANT ENERGY INC	COM	75952J 10 8	7,212,000	720,500	b	1	a(	720,500 shares)
REMINGTON OIL & GAS CORP	COM	759594 30 2	161,000	11,400	b	1	a(	11,400 shares)
RENAL TREATMENT CTRS INC	NOTE 5.625% 7/	759671 AC 4	4,135,000	4,000,000	b	1	a(	4,000,000 shares)
RENAL CARE GROUP INC	COM	759930 10 0	1,480,000	45,000	b	1	a(	45,000 shares)
RENAL CARE GROUP INC	COM	759930 10 0	987,000	30,000 P	b	1	a(	30,000 shares)
RENT A CTR INC NEW	COM	76009N 10 0	4,353,000	83,800	b	1	a(	83,800 shares)
RENT A CTR INC NEW	COM	76009N 10 0	4,676,000	90,000 C	b	1	a(	90,000 shares)
RENT A CTR INC NEW	COM	76009N 10 0	1,922,000	37,000 P	b	1	a(	37,000 shares)
REPUBLIC SVCS INC	COM	760759 10 0	1,970,000	104,800	b	1	a(	104,800 shares)
RESTORATION HARDWARE INC DEL	COM	760981 10 0	726,000	161,400	b	1	a(	161,400 shares)
RESMED INC	COM	761152 10 7	746,000	26,100	b	1	a(	26,100 shares)
RESOURCES CONNECTION INC	COM	76122Q 10 5	886,000	61,500 C	b	1	a(	61,500 shares)
RETEK INC	COM	76128Q 10 9	241,000	67,024	b	1	a(	67,024 shares)
REYNOLDS & REYNOLDS CO	CL A	761695 10 5	848,000	37,800	b	1	a(	37,800 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED		Page Total	46,520,000					

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount		Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
RICHARDSON ELECTRS LTD	SDCV 8.250% 6/	763165 AC 1	2,312,000	2,642,000		b	1	a(	2,642,000 shares)
RIGHT MGMT CONSULTANTS INC	COM	766573 10 9	468,000	18,997		b	1	a(	18,997 shares)
RIVERDEEP GROUP PLC	ADR	76870Q 10 9	544,000	86,298		b	1	a(	86,298 shares)
ROBBINS & MYERS INC	NOTE 6.500% 9/	770196 AA 1	978,000	1,000,000		b	1	a(	1,000,000 shares)
ROHM & HAAS CO	COM	775371 10 7	2,632,000	84,900		b	1	a(	84,900 shares)
ROSLYN BANCORP INC	COM	778162 10 7	859,000	49,342		b	1	a(	49,342 shares)
ROSS STORES INC	COM	778296 10 3	1,511,000	42,400		b	1	a(	42,400 shares)
ROWAN COS INC	COM	779382 10 0	442,000	23,700		b	1	a(	23,700 shares)
ROYAL DUTCH PETE CO	NY REG EUR .56	780257 80 4	34,988,000	871,000		b	1	a(	871,000 shares)
RUBY TUESDAY INC	COM	781182 10 0	400,000	21,300		b	1	a(	21,300 shares)
RYANS FAMILY STEAK HOUSE INC	COM	783519 10 1	546,000	44,900		b	1	a(	44,900 shares)
RYDER SYS INC	COM	783549 10 8	4,328,000	173,600		b	1	a(	173,600 shares)
RYLAND GROUP INC	COM	783764 10 3	7,085,000	190,600		b	1	a(	190,600 shares)
RYLAND GROUP INC	COM	783764 10 3	2,602,000	70,000	C	b	1	a(	70,000 shares)
RYLAND GROUP INC	COM	783764 10 3	4,535,000	122,000	P	b	1	a(	122,000 shares)
SBC COMMUNICATIONS INC	COM	78387G 10 3	18,359,000	913,400		b	1	a(	913,400 shares)
SBC COMMUNICATIONS INC	COM	78387G 10 3	1,005,000	50,000	P	b	1	a(	50,000 shares)
SEI INVESTMENTS CO	COM	784117 10 3	1,453,000	60,829		b	1	a(	60,829 shares)
SEI INVESTMENTS CO	COM	784117 10 3	1,075,000	45,000	C	b	1	a(	45,000 shares)
SK TELECOM LTD	SPONSORED ADR	78440P 10 8	1,836,000	86,500		b	1	a(	86,500 shares)
SLM CORP	COM	78442P 10 6	3,055,000	32,800		b	1	a(	32,800 shares)
SLM CORP	COM	78442P 10 6	4,191,000	45,000	C	b	1	a(	45,000 shares)
SLM CORP	COM	78442P 10 6	23,751,000	255,000	P	b	1	a(	255,000 shares)
SPDR TR	UNIT SER 1	78462F 10 3	262,000	3,200		b	1	a(	3,200 shares)
SPX CORP	NOTE 2/	784635 AD 6	6,438,000	10,000,000		b	1	a(	10,000,000 shares)
SABRE HLDGS CORP	CL A	785905 10 0	3,040,000	157,100		b	1	a(	157,100 shares)
SABRE HLDGS CORP	CL A	785905 10 0	1,325,000	68,500	C	b	1	a(	68,500 shares)
SAFECO CORP	COM	786429 10 0	661,000	20,800		b	1	a(	20,800 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
SAFEGUARD SCIENTIFICS INC	COM	786449 10 8	50,000	45,100	b	1	a(	45,100 shares)
SAFEWAY INC	COM NEW	786514 20 8	8,965,000	402,000	b	1	a(	402,000 shares)
ST JUDE MED INC	COM	790849 10 3	22,502,000	630,300	b	1	a(	630,300 shares)
ST JUDE MED INC	COM	790849 10 3	3,927,000	110,000 C	b	1	a(	110,000 shares)
ST JUDE MED INC	COM	790849 10 3	5,712,000	160,000 P	b	1	a(	160,000 shares)
SAKS INC	COM	79377W 10 8	870,000	82,600	b	1	a(	82,600 shares)
SANDISK CORP	COM	80004C 10 1	362,000	27,600	b	1	a(	27,600 shares)
SANDISK CORP	COM	80004C 10 1	656,000	50,000 C	b	1	a(	50,000 shares)
SAP AKTIENGESELLSCHAFT	SPONSORED ADR	803054 20 4	3,209,000	285,200	b	1	a(	285,200 shares)
SAPIENT CORP	COM	803062 10 8	620,000	601,642	b	1	a(	601,642 shares)
SARA LEE CORP	COM	803111 10 3	3,912,000	213,901	b	1	a(	213,901 shares)
SARA LEE CORP	COM	803111 10 3	549,000	30,000 C	b	1	a(	30,000 shares)
SCANA CORP NEW	COM	80589M 10 2	814,000	31,300	b	1	a(	31,300 shares)
SCANSOFT INC	COM	80603P 10 7	210,000	63,600	b	1	a(	63,600 shares)
SCHEIN HENRY INC	COM	806407 10 2	469,000	8,900	b	1	a(	8,900 shares)
SCHEIN HENRY INC	COM	806407 10 2	2,374,000	45,000 C	b	1	a(	45,000 shares)
SCHEIN HENRY INC	COM	806407 10 2	6,172,000	117,000 P	b	1	a(	117,000 shares)
SCHERING A G	SPONSORED ADR	806585 20 4	284,000	5,921	b	1	a(	5,921 shares)
SCHERING PLOUGH CORP	COM	806605 10 1	1,616,000	75,800	b	1	a(	75,800 shares)
SCHLUMBERGER LTD	COM	806857 10 8	30,330,000	788,600	b	1	a(	788,600 shares)
SCHLUMBERGER LTD	COM	806857 10 8	6,154,000	160,000 C	b	1	a(	160,000 shares)
SCHLUMBERGER LTD	COM	806857 10 8	3,846,000	100,000 P	b	1	a(	100,000 shares)
SCHOLASTIC CORP	COM	807066 10 5	969,000	21,678	b	1	a(	21,678 shares)
SCHOLASTIC CORP	COM	807066 10 5	223,000	5,000 C	b	1	a(	5,000 shares)
SCHOLASTIC CORP	COM	807066 10 5	223,000	5,000 P	b	1	a(	5,000 shares)
SCHWAB CHARLES CORP NEW	COM	808513 10 5	150,000	17,200	b	1	a(	17,200 shares)
SCHWAB CHARLES CORP NEW	COM	808513 10 5	3,276,000	376,500 C	b	1	a(	376,500 shares)
SCIENTIFIC ATLANTA INC	COM	808655 10 4	1,465,000	117,100	b	1	a(	117,100 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
SCIOS INC	COM	808905 10 3	3,137,000	123,271	b	1	a(123,271 shares)
SCOTTISH PWR PLC	SPON ADR FINAL	81013T 70 5	607,000	27,900	b	1	a(27,900 shares)
SCOTTS CO	CL A	810186 10 6	517,000	12,400	b	1	a(12,400 shares)
SCRIPPS E W CO OHIO	CL A	811054 20 4	208,000	3,000	b	1	a(3,000 shares)
SEA CONTAINERS LTD	CL A	811371 70 7	199,000	18,600	b	1	a(18,600 shares)
SEABULK INTL INC	COM	81169P 10 1	747,000	131,100	b	1	a(131,100 shares)
SEALED AIR CORP NEW	PFD CV A $2	81211K 20 9	5,797,000	263,500	b	1	a(263,500 shares)
SEARS ROEBUCK & CO	COM	812387 10 8	16,907,000	433,500	b	1	a(433,500 shares)
SEEBEYOND TECHNOLOGIES CORP	COM	815704 10 1	42,000	30,000 C	b	1	a(30,000 shares)
SEITEL INC	COM NEW	816074 30 6	115,000	153,900	b	1	a(153,900 shares)
SELECT COMFORT CORP	COM	81616X 10 3	118,000	19,200	b	1	a(19,200 shares)
SEMTECH CORP	COM	816850 10 1	1,951,000	201,139	b	1	a(201,139 shares)
SENSIENT TECHNOLOGIES CORP	COM	81725T 10 0	2,479,000	117,300	b	1	a(117,300 shares)
SEPRACOR INC	COM	817315 10 4	554,000	105,707	b	1	a(105,707 shares)
SEPRACOR INC	COM	817315 10 4	79,000	15,000 C	b	1	a(15,000 shares)
SEQUENOM INC	COM	817337 10 8	30,000	19,621	b	1	a(19,621 shares)
SERVICEMASTER CO	COM	81760N 10 9	1,233,000	113,600	b	1	a(113,600 shares)
SHARPER IMAGE CORP	COM	820013 10 0	384,000	20,092	b	1	a(20,092 shares)
SHERWIN WILLIAMS CO	COM	824348 10 6	3,810,000	160,900	b	1	a(160,900 shares)
SHOPKO STORES INC	COM	824911 10 1	653,000	50,000 C	b	1	a(50,000 shares)
SIEBEL SYS INC	COM	826170 10 2	63,000	10,900	b	1	a(10,900 shares)
SIEBEL SYS INC	COM	826170 10 2	58,000	10,000 C	b	1	a(10,000 shares)
SIEMENS A G	SPONSORED ADR	826197 50 1	4,830,000	143,700	b	1	a(143,700 shares)
SIGMA ALDRICH CORP	COM	826552 10 1	7,243,000	147,000 C	b	1	a(147,000 shares)
SIGMA ALDRICH CORP	COM	826552 10 1	2,710,000	55,000 P	b	1	a(55,000 shares)
SILICON LABORATORIES INC	COM	826919 10 2	310,000	16,900	b	1	a(16,900 shares)
SILICON VY BANCSHARES	COM	827064 10 6	988,000	58,377	b	1	a(58,377 shares)
SINCLAIR BROADCAST GROUP INC	CL A	829226 10 9	314,000	22,899	b	1	a(22,899 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount		Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
SIRIUS SATELLITE RADIO INC	COM	82966U 10 3	61,000	61,278		b	1	a(	61,278 shares)
SIX FLAGS INC	COM	83001P 10 9	266,000	75,600		b	1	a(	75,600 shares)
SKECHERS U S A INC	CL A	830566 10 5	95,000	10,000	C	b	1	a(	10,000 shares)
SKYWEST INC	COM	830879 10 2	131,000	10,000	C	b	1	a(	10,000 shares)
SMITH A O	COM	831865 20 9	878,000	30,900		b	1	a(	30,900 shares)
SMITH INTL INC	COM	832110 10 0	20,189,000	688,800		b	1	a(	688,800 shares)
SMITH INTL INC	COM	832110 10 0	8,342,000	284,600	C	b	1	a(	284,600 shares)
SMITH INTL INC	COM	832110 10 0	7,181,000	245,000	P	b	1	a(	245,000 shares)
SMITHFIELD FOODS INC	COM	832248 10 8	491,000	31,300		b	1	a(	31,300 shares)
SMURFIT-STONE CONTAINER CORP	PFD CV EX A 7%	832727 20 0	1,463,000	77,000		b	1	a(	77,000 shares)
SONIC AUTOMOTIVE INC	CL A	83545G 10 2	515,000	29,100		b	1	a(	29,100 shares)
SONICBLUE INC	COM	83546Q 10 9	30,000	127,075		b	1	a(	127,075 shares)
SONY CORP	ADR NEW	835699 30 7	3,189,000	77,600		b	1	a(	77,600 shares)
SORRENTO NETWORKS CORP	COM	83586Q 10 0	2,000	10,500		b	1	a(	10,500 shares)
SOTHEBYS HLDGS INC	CL A	835898 10 7	203,000	29,000		b	1	a(	29,000 shares)
SONUS NETWORKS INC	COM	835916 10 7	16,000	76,400		b	1	a(	76,400 shares)
SOUTH FINL GROUP INC	COM	837841 10 5	211,000	10,000	C	b	1	a(	10,000 shares)
SOUTHTRUST CORP	COM	844730 10 1	1,029,000	42,444		b	1	a(	42,444 shares)
SOUTHTRUST CORP	COM	844730 10 1	243,000	10,000	P	b	1	a(	10,000 shares)
SOUTHWEST AIRLS CO	COM	844741 10 8	519,000	39,750		b	1	a(	39,750 shares)
SOVEREIGN BANCORP INC	UNIT 11/12/2029	845905 30 6	25,893,000	355,000		b	1	a(	355,000 shares)
SPECTRIAN CORP	COM	847608 10 6	216,000	73,102		b	1	a(	73,102 shares)
SPEECHWORKS INTL INC	COM	84764M 10 1	36,000	15,513		b	1	a(	15,513 shares)
STANCORP FINL GROUP INC	COM	852891 10 0	418,000	7,900		b	1	a(	7,900 shares)
STANCORP FINL GROUP INC	COM	852891 10 0	794,000	15,000	C	b	1	a(	15,000 shares)
STANCORP FINL GROUP INC	COM	852891 10 0	1,534,000	29,000	P	b	1	a(	29,000 shares)
STANDARD PAC CORP NEW	COM	85375C 10 1	3,124,000	133,600		b	1	a(	133,600 shares)
STANLEY WKS	COM	854616 10 9	2,591,000	79,300		b	1	a(	79,300 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
STAPLES INC	COM	855030 10 2	6,997,000	547,036	b	1	a(	547,036 shares)
STARBUCKS CORP	COM	855244 10 9	2,107,000	102,082	b	1	a(	102,082 shares)
STARWOOD HOTELS&RESORTS WRLD	PAIRED CTF	85590A 20 3	8,282,000	371,400	b	1	a(	371,400 shares)
STATE STR CORP	COM	857477 10 3	2,593,000	67,100	b	1	a(	67,100 shares)
STEELCASE INC	CL A	858155 20 3	248,000	23,700	b	1	a(	23,700 shares)
STERICYCLE INC	COM	858912 10 8	302,000	8,900	b	1	a(	8,900 shares)
STERIS CORP	COM	859152 10 0	570,000	22,900	b	1	a(	22,900 shares)
STEWART & STEVENSON SVCS INC	COM	860342 10 4	2,579,000	263,402	b	1	a(	263,402 shares)
STILWELL FINL INC	COM	860831 10 6	5,588,000	463,000	b	1	a(	463,000 shares)
STONE ENERGY CORP	COM	861642 10 6	744,000	22,900	b	1	a(	22,900 shares)
STONE ENERGY CORP	COM	861642 10 6	650,000	20,000 C	b	1	a(	20,000 shares)
STONE ENERGY CORP	COM	861642 10 6	813,000	25,000 P	b	1	a(	25,000 shares)
STORAGE TECHNOLOGY CORP	COM PAR $0.10	862111 20 0	260,000	24,700	b	1	a(	24,700 shares)
STORAGENETWORKS INC	COM	86211E 10 3	143,000	114,377	b	1	a(	114,377 shares)
STRATEX NETWORKS INC	COM	86279T 10 9	598,000	510,243	b	1	a(	510,243 shares)
STRATOS LIGHTWAVE INC	COM	863100 10 3	56,000	155,764	b	1	a(	155,764 shares)
STRYKER CORP	COM	863667 10 1	2,880,000	50,000 C	b	1	a(	50,000 shares)
SUN LIFE FINL SVCS CDA INC	COM	866796 10 5	637,000	39,000	b	1	a(	39,000 shares)
SUN MICROSYSTEMS INC	COM	866810 10 4	182,000	70,200	b	1	a(	70,200 shares)
SUN MICROSYSTEMS INC	COM	866810 10 4	518,000	200,000 C	b	1	a(	200,000 shares)
SUNCOR ENERGY INC	COM	867229 10 6	607,000	35,800	b	1	a(	35,800 shares)
SUNGARD DATA SYS INC	COM	867363 10 3	5,209,000	267,800	b	1	a(	267,800 shares)
SUNOCO INC	COM	86764P 10 9	461,000	15,300	b	1	a(	15,300 shares)
SUNRISE ASSISTED LIVING INC	COM	86768K 10 6	843,000	39,300	b	1	a(	39,300 shares)
SUNTRUST BKS INC	COM	867914 10 3	2,281,000	37,100	b	1	a(	37,100 shares)
SUNTRUST BKS INC	COM	867914 10 3	7,378,000	120,000 C	b	1	a(	120,000 shares)
SUNTRUST BKS INC	COM	867914 10 3	11,066,000	180,000 P	b	1	a(	180,000 shares)
SUPERIOR INDS INTL INC	COM	868168 10 5	617,000	13,100	b	1	a(	13,100 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount		Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
SUPERIOR INDS INTL INC	COM	868168 10 5	2,448,000	52,000	C	b	1	a(	52,000 shares)
SUPERIOR INDS INTL INC	COM	868168 10 5	3,649,000	77,500	P	b	1	a(	77,500 shares)
SUPPORTSOFT INC	COM	868587 10 6	25,000	12,293		b	1	a(	12,293 shares)
SUREBEAM CORP	CL A	86866R 10 2	28,000	15,439		b	1	a(	15,439 shares)
SURMODICS INC	COM	868873 10 0	318,000	10,000	C	b	1	a(	10,000 shares)
SWIFT TRANSN CO	COM	870756 10 3	2,714,000	173,991		b	1	a(	173,991 shares)
SYCAMORE NETWORKS INC	COM	871206 10 8	92,000	39,000		b	1	a(	39,000 shares)
SYLVAN LEARNING SYS INC	COM	871399 10 1	479,000	35,000	C	b	1	a(	35,000 shares)
SYMANTEC CORP	COM	871503 10 8	328,000	9,727		b	1	a(	9,727 shares)
SYNCOR INTL CORP DEL	COM	87157J 10 6	2,664,000	82,960		b	1	a(	82,960 shares)
SYNCOR INTL CORP DEL	COM	87157J 10 6	1,284,000	40,000	C	b	1	a(	40,000 shares)
SYNCOR INTL CORP DEL	COM	87157J 10 6	642,000	20,000	P	b	1	a(	20,000 shares)
SYNOPSYS INC	COM	871607 10 7	8,616,000	225,853		b	1	a(	225,853 shares)
SYNOPSYS INC	COM	871607 10 7	1,450,000	38,000	C	b	1	a(	38,000 shares)
TCF FINL CORP	COM	872275 10 2	5,693,000	134,500		b	1	a(	134,500 shares)
THQ INC	COM NEW	872443 40 3	2,010,000	96,629		b	1	a(	96,629 shares)
TJX COS INC NEW	COM	872540 10 9	1,683,000	99,000		b	1	a(	99,000 shares)
TJX COS INC NEW	NOTE 2/	872540 AL 3	15,150,000	20,000,000		b	1	a(	20,000,000 shares)
TRC COS INC	COM	872625 10 8	172,000	10,000	C	b	1	a(	10,000 shares)
TRW INC	COM	872649 10 8	69,288,000	1,183,400		b	1	a(	1,183,400 shares)
TMP WORLDWIDE INC	COM	872941 10 9	423,000	46,985		b	1	a(	46,985 shares)
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039 10 0	393,000	61,840		b	1	a(	61,840 shares)
TALISMAN ENERGY INC	COM	87425E 10 3	609,000	15,200		b	1	a(	15,200 shares)
TARGET CORP	COM	87612E 10 6	1,302,000	44,100		b	1	a(	44,100 shares)
TARGET CORP	COM	87612E 10 6	590,000	20,000	P	b	1	a(	20,000 shares)
TECHNITROL INC	COM	878555 10 1	238,000	15,900		b	1	a(	15,900 shares)
TECHNITROL INC	COM	878555 10 1	150,000	10,000	C	b	1	a(	10,000 shares)
TELECOM ITALIA SPA	SPON ADR ORD	87927W 10 6	228,000	3,200		b	1	a(	3,200 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
TELECOMUNICACOES BRASILEIRAS	SPONSORED ADR	879287 30 8	879,000	61,500	b	1	a(61,500 shares)
TELEFLEX INC	COM	879369 10 6	1,864,000	40,900	b	1	a(40,900 shares)
TELEFLEX INC	COM	879369 10 6	1,367,000	30,000 C	b	1	a(30,000 shares)
TELEFLEX INC	COM	879369 10 6	912,000	20,000 P	b	1	a(20,000 shares)
TELEFONICA S A	SPONSORED ADR	879382 20 8	2,442,000	109,305	b	1	a(109,305 shares)
TELEFONOS DE MEXICO S A	DBCV 4.250% 6/	879403 AD 5	10,963,000	10,000,000	b	1	a(10,000,000 shares)
TELEPHONE & DATA SYS INC	COM	879433 10 0	5,666,000	112,300	b	1	a(112,300 shares)
TELEPHONE & DATA SYS INC	COM	879433 10 0	505,000	10,000 C	b	1	a(10,000 shares)
TELLABS INC	COM	879664 10 0	77,000	19,000	b	1	a(19,000 shares)
TEMPLE INLAND INC	COM	879868 10 7	6,223,000	161,100	b	1	a(161,100 shares)
TELETECH HOLDINGS INC	COM	879939 10 6	183,000	29,232	b	1	a(29,232 shares)
TENET HEALTHCARE CORP	COM	88033G 10 0	22,951,000	463,650	b	1	a(463,650 shares)
TENNECO AUTOMOTIVE INC	COM	880349 10 5	49,000	11,600	b	1	a(11,600 shares)
TEREX CORP NEW	COM	880779 10 3	1,090,000	64,500	b	1	a(64,500 shares)
TEREX CORP NEW	COM	880779 10 3	338,000	20,000 C	b	1	a(20,000 shares)
TEREX CORP NEW	COM	880779 10 3	1,014,000	60,000 P	b	1	a(60,000 shares)
TETRA TECHNOLOGIES INC DEL	COM	88162F 10 5	403,000	20,000 C	b	1	a(20,000 shares)
TEXAS INDS INC	COM	882491 10 3	364,000	15,000 C	b	1	a(15,000 shares)
TEXAS INSTRS INC	COM	882508 10 4	180,000	12,200	b	1	a(12,200 shares)
TEXTRON INC	COM	883203 10 1	2,745,000	80,500	b	1	a(80,500 shares)
THERASENSE INC	COM	883381 10 5	473,000	33,886	b	1	a(33,886 shares)
THERMA-WAVE INC	COM	88343A 10 8	328,000	415,165	b	1	a(415,165 shares)
THOMAS & BETTS CORP	COM	884315 10 2	975,000	69,200	b	1	a(69,200 shares)
THORATEC CORP	COM NEW	885175 30 7	584,000	74,461	b	1	a(74,461 shares)
3COM CORP	COM	885535 10 4	46,000	11,700	b	1	a(11,700 shares)
THREE FIVE SYS INC	COM	88554L 10 8	83,000	17,800	b	1	a(17,800 shares)
3M CO	COM	88579Y 10 1	14,461,000	131,500	b	1	a(131,500 shares)
3M CO	COM	88579Y 10 1	10,997,000	100,000 C	b	1	a(100,000 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
3M CO	COM	88579Y 10 1	3,299,000	30,000 P	b	1	a(30,000 shares)
TIDEWATER INC	COM	886423 10 2	6,194,000	229,500	b	1	a(229,500 shares)
TIFFANY & CO NEW	COM	886547 10 8	5,068,000	236,500	b	1	a(236,500 shares)
TIMBERLAND CO	CL A	887100 10 5	447,000	14,100	b	1	a(14,100 shares)
TIMBERLAND CO	CL A	887100 10 5	317,000	10,000 C	b	1	a(10,000 shares)
TIMBERLAND CO	CL A	887100 10 5	317,000	10,000 P	b	1	a(10,000 shares)
TITAN CORP	COM	888266 10 3	2,963,000	308,600	b	1	a(308,600 shares)
TOLL BROTHERS INC	COM	889478 10 3	7,057,000	324,600	b	1	a(324,600 shares)
TOLL BROTHERS INC	COM	889478 10 3	435,000	20,000 C	b	1	a(20,000 shares)
TOO INC	COM	890333 10 7	475,000	20,400	b	1	a(20,400 shares)
TOOTSIE ROLL INDS INC	COM	890516 10 7	544,000	18,300	b	1	a(18,300 shares)
TOOTSIE ROLL INDS INC	COM	890516 10 7	297,000	10,000 C	b	1	a(10,000 shares)
TOOTSIE ROLL INDS INC	COM	890516 10 7	594,000	20,000 P	b	1	a(20,000 shares)
TORONTO DOMINION BK ONT	COM NEW	891160 50 9	376,000	21,500	b	1	a(21,500 shares)
TOUCH AMERICA HLDGS INC	COM	891539 10 8	179,000	288,700	b	1	a(288,700 shares)
TOTAL SYS SVCS INC	COM	891906 10 9	406,000	30,900	b	1	a(30,900 shares)
TOYS R US INC	COM	892335 10 0	915,000	89,900	b	1	a(89,900 shares)
TRACTOR SUPPLY CO	COM	892356 10 6	2,066,000	65,000 C	b	1	a(65,000 shares)
TRANSKARYOTIC THERAPIES INC	COM	893735 10 0	1,629,000	49,927	b	1	a(49,927 shares)
TRANSWITCH CORP	COM	894065 10 1	184,000	449,744	b	1	a(449,744 shares)
TRIAD HOSPITALS INC	COM	89579K 10 9	8,266,000	217,800	b	1	a(217,800 shares)
TRIAD HOSPITALS INC	COM	89579K 10 9	2,467,000	65,000 C	b	1	a(65,000 shares)
TRIAD HOSPITALS INC	COM	89579K 10 9	3,795,000	100,000 P	b	1	a(100,000 shares)
TRIARC COS INC	SDCV 2/	895927 AB 7	7,123,000	19,250,000	b	1	a(19,250,000 shares)
TRIBUNE CO NEW	COM	896047 10 7	5,109,000	122,200	b	1	a(122,200 shares)
TRIMERIS INC	COM	896263 10 0	2,693,000	60,633	b	1	a(60,633 shares)
TRINITY INDS INC	COM	896522 10 9	887,000	53,900	b	1	a(53,900 shares)
TRIQUINT SEMICONDUCTOR INC	COM	89674K 10 3	91,000	25,709	b	1	a(25,709 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
TRITON PCS HLDGS INC	CL A	89677M 10 6	120,000	57,300	b	1	a(57,300 shares)
TRIUMPH GROUP INC NEW	COM	896818 10 1	294,000	10,500	b	1	a(10,500 shares)
TRIUMPH GROUP INC NEW	COM	896818 10 1	504,000	18,000 C	b	1	a(18,000 shares)
TRUSTMARK CORP	COM	898402 10 2	288,000	12,649	b	1	a(12,649 shares)
TUPPERWARE CORP	COM	899896 10 4	264,000	15,900	b	1	a(15,900 shares)
TYCO INTL LTD NEW	COM	902124 10 6	66,834,000	4,740,000 C	b	1	a(4,740,000 shares)
TYCO INTL LTD NEW	COM	902124 10 6	9,486,000	672,800 P	b	1	a(672,800 shares)
TYCO INTL LTD NEW	NOTE 11/	902124 AC 0	7,139,000	10,920,000	b	1	a(10,920,000 shares)
UAL CORP	COM PAR $0.01	902549 50 0	1,853,000	865,800	b	1	a(865,800 shares)
UCBH HOLDINGS INC	COM	90262T 30 8	283,000	7,200	b	1	a(7,200 shares)
UGI CORP NEW	COM	902681 10 5	382,000	10,500	b	1	a(10,500 shares)
UIL HLDG CORP	COM	902748 10 2	301,000	8,500	b	1	a(8,500 shares)
US BANCORP DEL	COM NEW	902973 30 4	8,222,000	442,503	b	1	a(442,503 shares)
USA INTERACTIVE	COM	902984 10 3	209,000	10,800	b	1	a(10,800 shares)
USF&G CORP	NOTE 3/	903290 AD 6	8,423,000	11,268,000	b	1	a(11,268,000 shares)
U S G CORP	COM NEW	903293 40 5	72,000	17,900	b	1	a(17,900 shares)
US ONCOLOGY INC	COM	90338W 10 3	481,000	59,290	b	1	a(59,290 shares)
ULTRATECH STEPPER INC	COM	904034 10 5	248,000	30,635	b	1	a(30,635 shares)
UNILAB CORP NEW	COM NEW	904763 20 8	7,915,000	377,427	b	1	a(377,427 shares)
UNILEVER N V	N Y SHS NEW	904784 70 9	40,277,000	677,500	b	1	a(677,500 shares)
UNION PLANTERS CORP	COM	908068 10 9	9,052,000	329,650	b	1	a(329,650 shares)
UNIONBANCAL CORP	COM	908906 10 0	1,113,000	26,500	b	1	a(26,500 shares)
UNIONBANCAL CORP	COM	908906 10 0	210,000	5,000 P	b	1	a(5,000 shares)
UNISOURCE ENERGY CORP	COM	909205 10 6	224,000	14,700	b	1	a(14,700 shares)
UNISYS CORP	COM	909214 10 8	340,000	48,500	b	1	a(48,500 shares)
UNITED MICROELECTRONICS CORP	SPONSORED ADR	910873 20 7	5,462,000	1,547,255	b	1	a(1,547,255 shares)
UNITED PARCEL SERVICE INC	CL B	911312 10 6	56,934,000	910,500 C	b	1	a(910,500 shares)
UNITED PARCEL SERVICE INC	CL B	911312 10 6	52,419,000	838,300 P	b	1	a(838,300 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
UNITED STATES STL CORP NEW	COM	912909 10 8	1,082,000	93,200	b	1	a(93,200 shares)
UNITED STATIONERS INC	COM	913004 10 7	1,377,000	52,360	b	1	a(52,360 shares)
UNITED STATIONERS INC	COM	913004 10 7	263,000	10,000 P	b	1	a(10,000 shares)
UNITED TECHNOLOGIES CORP	COM	913017 10 9	12,778,000	226,200	b	1	a(226,200 shares)
UNITED TECHNOLOGIES CORP	COM	913017 10 9	16,778,000	297,000 C	b	1	a(297,000 shares)
UNITED TECHNOLOGIES CORP	COM	913017 10 9	25,985,000	460,000 P	b	1	a(460,000 shares)
UNITEDHEALTH GROUP INC	COM	91324P 10 2	23,445,000	268,800	b	1	a(268,800 shares)
UNITRIN INC	COM	913275 10 3	270,000	8,800	b	1	a(8,800 shares)
UNIVERSAL HLTH SVCS INC	CL B	913903 10 0	2,389,000	46,700	b	1	a(46,700 shares)
UNIVERSAL HLTH SVCS INC	CL B	913903 10 0	1,560,000	30,500 C	b	1	a(30,500 shares)
UNIVERSAL HLTH SVCS INC	CL B	913903 10 0	1,535,000	30,000 P	b	1	a(30,000 shares)
UNUMPROVIDENT CORP	COM	91529Y 10 6	2,059,000	101,200	b	1	a(101,200 shares)
USFREIGHTWAYS CORP	COM	916906 10 0	324,000	11,314	b	1	a(11,314 shares)
URBAN OUTFITTERS INC	COM	917047 10 2	486,000	20,000 C	b	1	a(20,000 shares)
VALASSIS COMMUNICATIONS INC	COM	918866 10 4	940,000	26,800	b	1	a(26,800 shares)
VALASSIS COMMUNICATIONS INC	COM	918866 10 4	351,000	10,000 P	b	1	a(10,000 shares)
VALHI INC NEW	NOTE 10/	918905 AC 4	7,892,000	13,181,000	b	1	a(13,181,000 shares)
VALENCE TECHNOLOGY INC	COM	918914 10 2	140,000	196,977	b	1	a(196,977 shares)
VALSPAR CORP	COM	920355 10 4	821,000	22,000	b	1	a(22,000 shares)
VALUECLICK INC	COM	92046N 10 2	53,000	24,100	b	1	a(24,100 shares)
VARIAN SEMICONDUCTOR EQUIPMN	COM	922207 10 5	181,000	11,008	b	1	a(11,008 shares)
VARIAN MED SYS INC	COM	92220P 10 5	2,188,000	50,900	b	1	a(50,900 shares)
VARIAN MED SYS INC	COM	92220P 10 5	430,000	10,000 C	b	1	a(10,000 shares)
VAXGEN INC	COM NEW	922390 20 8	179,000	20,200	b	1	a(20,200 shares)
VECTOR GROUP LTD	COM	92240M 10 8	1,584,000	125,850	b	1	a(125,850 shares)
VEECO INSTRS INC DEL	COM	922417 10 0	449,000	41,557	b	1	a(41,557 shares)
VERITAS SOFTWARE CO	COM	923436 10 9	1,328,000	90,306	b	1	a(90,306 shares)
VERITAS SOFTWARE CO	COM	923436 10 9	2,868,000	195,000 C	b	1	a(195,000 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
VERISIGN INC	COM	92343E 10 2	114,000	22,638	b	1	a(22,638 shares)
VERIZON COMMUNICATIONS	COM	92343V 10 4	19,449,000	708,800	b	1	a(708,800 shares)
VERIZON COMMUNICATIONS	COM	92343V 10 4	3,814,000	139,000 C	b	1	a(139,000 shares)
VERIZON GLOBAL FDG CORP	NOTE 5/	92344G AN 6	5,475,000	10,000,000	b	1	a(10,000,000 shares)
VERTEX PHARMACEUTICALS INC	COM	92532F 10 0	337,000	18,200	b	1	a(18,200 shares)
VERTEX PHARMACEUTICALS INC	COM	92532F 10 0	1,479,000	80,000 C	b	1	a(80,000 shares)
VIACOM INC	CL B	925524 30 8	1,723,000	42,500	b	1	a(42,500 shares)
VIAD CORP	COM	92552R 10 9	1,195,000	58,500	b	1	a(58,500 shares)
VIAD CORP	COM	92552R 10 9	204,000	10,000 C	b	1	a(10,000 shares)
VIANT CORP	COM	92553N 10 7	23,000	14,277	b	1	a(14,277 shares)
VIEWPOINT CORP	COM	92672P 10 8	23,000	10,700	b	1	a(10,700 shares)
VIGNETTE CORP	COM	926734 10 4	33,000	41,400	b	1	a(41,400 shares)
VIISAGE TECHNOLOGY INC	COM	92675K 10 6	406,000	104,530	b	1	a(104,530 shares)
VISHAY INTERTECHNOLOGY INC	COM	928298 10 8	3,477,000	395,100	b	1	a(395,100 shares)
VISTEON CORP	COM	92839U 10 7	571,000	60,300	b	1	a(60,300 shares)
VISUAL NETWORKS INC	COM	928444 10 8	81,000	93,632	b	1	a(93,632 shares)
VISX INC DEL	COM	92844S 10 5	392,000	42,500	b	1	a(42,500 shares)
VITALWORKS INC	COM	928483 10 6	508,000	69,858	b	1	a(69,858 shares)
VITRIA TECHNOLOGY	COM	92849Q 10 4	59,000	75,427	b	1	a(75,427 shares)
VIVENDI UNIVERSAL	SPON ADR NEW	92851S 20 4	1,041,000	91,400	b	1	a(91,400 shares)
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W 10 0	385,000	30,000 C	b	1	a(30,000 shares)
VULCAN MATLS CO	COM	929160 10 9	362,000	10,000 C	b	1	a(10,000 shares)
WACHOVIA CORP 2ND NEW	COM	929903 10 2	2,788,000	85,300	b	1	a(85,300 shares)
WACHOVIA CORP 2ND NEW	COM	929903 10 2	5,394,000	165,000 C	b	1	a(165,000 shares)
WADDELL & REED FINL INC	CL A	930059 10 0	1,353,000	76,600	b	1	a(76,600 shares)
WAL MART STORES INC	COM	931142 10 3	3,240,000	65,800	b	1	a(65,800 shares)
WAL MART STORES INC	COM	931142 10 3	9,159,000	186,000 C	b	1	a(186,000 shares)
WAL MART STORES INC	COM	931142 10 3	1,477,000	30,000 P	b	1	a(30,000 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount		Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
WALGREEN CO	COM	931422 10 9	2,944,000	95,700		b	1	a(	95,700 shares)
WASHINGTON FED INC	COM	938824 10 9	665,000	29,793		b	1	a(	29,793 shares)
WASHINGTON MUT INC	COM	939322 10 3	7,664,000	243,523		b	1	a(	243,523 shares)
WASTE MGMT INC DEL	COM	94106L 10 9	14,188,000	608,400		b	1	a(	608,400 shares)
WASTE MGMT INC DEL	COM	94106L 10 9	2,332,000	100,000	C	b	1	a(	100,000 shares)
WASTE MGMT INC DEL	COM	94106L 10 9	700,000	30,000	P	b	1	a(	30,000 shares)
WATERS CORP	COM	941848 10 3	1,213,000	50,000	C	b	1	a(	50,000 shares)
WATSON PHARMACEUTICALS INC	COM	942683 10 3	3,922,000	160,000	C	b	1	a(	160,000 shares)
WAVE SYSTEMS CORP	CL A	943526 10 3	24,000	15,979		b	1	a(	15,979 shares)
WEBMD CORP	COM	94769M 10 5	602,000	119,139		b	1	a(	119,139 shares)
WEBSTER FINL CORP CONN	COM	947890 10 9	1,058,000	31,496		b	1	a(	31,496 shares)
WEBSTER FINL CORP CONN	COM	947890 10 9	504,000	15,000	C	b	1	a(	15,000 shares)
WELLPOINT HEALTH NETWORK NEW	COM	94973H 10 8	23,308,000	317,986		b	1	a(	317,986 shares)
WELLPOINT HEALTH NETWORK NEW	COM	94973H 10 8	2,566,000	35,000	C	b	1	a(	35,000 shares)
WELLPOINT HEALTH NETWORK NEW	COM	94973H 10 8	6,194,000	84,500	P	b	1	a(	84,500 shares)
WELLS FARGO & CO NEW	COM	949746 10 1	5,953,000	123,600		b	1	a(	123,600 shares)
WELLS FARGO & CO NEW	COM	949746 10 1	7,754,000	161,000	C	b	1	a(	161,000 shares)
WELLS FARGO & CO NEW	COM	949746 10 1	38,889,000	807,500	P	b	1	a(	807,500 shares)
WENDYS INTL INC	COM	950590 10 9	1,564,000	47,250		b	1	a(	47,250 shares)
WENDYS INTL INC	COM	950590 10 9	1,225,000	37,000	P	b	1	a(	37,000 shares)
WESTAMERICA BANCORPORATION	COM	957090 10 3	392,000	9,724		b	1	a(	9,724 shares)
WESTAR ENERGY INC	COM	95709T 10 0	1,809,000	179,800		b	1	a(	179,800 shares)
WESTERN DIGITAL CORP	COM	958102 10 5	127,000	27,100		b	1	a(	27,100 shares)
WESTPOINT STEVENS INC	COM	961238 10 2	20,000	20,400		b	1	a(	20,400 shares)
WESTWOOD ONE INC	COM	961815 10 7	243,000	6,800		b	1	a(	6,800 shares)
WEYERHAEUSER CO	COM	962166 10 4	1,296,000	29,600		b	1	a(	29,600 shares)
WEYERHAEUSER CO	COM	962166 10 4	657,000	15,000	C	b	1	a(	15,000 shares)
WHIRLPOOL CORP	COM	963320 10 6	5,471,000	119,300		b	1	a(	119,300 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount		Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
WHOLE FOODS MKT INC	COM	966837 10 6	2,999,000	70,000	C	b	1	a(	70,000 shares)
WILEY JOHN & SONS INC	CL A	968223 20 6	394,000	17,900		b	1	a(	17,900 shares)
WILLIAMS SONOMA INC	COM	969904 10 1	2,632,000	111,400		b	1	a(	111,400 shares)
WILLIAMS SONOMA INC	COM	969904 10 1	709,000	30,000	C	b	1	a(	30,000 shares)
WILLIAMS SONOMA INC	COM	969904 10 1	3,308,000	140,000	P	b	1	a(	140,000 shares)
WINNEBAGO INDS INC	COM	974637 10 0	395,000	10,000	C	b	1	a(	10,000 shares)
WISCONSIN ENERGY CORP	COM	976657 10 6	571,000	23,500		b	1	a(	23,500 shares)
WITNESS SYS INC	COM	977424 10 0	102,000	17,480		b	1	a(	17,480 shares)
WORLD COLOR PRESS INC DEL	NOTE 6.000%10/	981443 AA 2	20,932,000	20,200,000		b	1	a(	20,200,000 shares)
WRIGLEY WM JR CO	COM	982526 10 5	569,000	11,500		b	1	a(	11,500 shares)
WRIGLEY WM JR CO	COM	982526 10 5	742,000	15,000	C	b	1	a(	15,000 shares)
WYETH	COM	983024 10 0	6,599,000	207,500		b	1	a(	207,500 shares)
WYETH	COM	983024 10 0	11,289,000	355,000	C	b	1	a(	355,000 shares)
WYETH	COM	983024 10 0	1,844,000	58,000	P	b	1	a(	58,000 shares)
XM SATELLITE RADIO HLDGS INC	CL A	983759 10 1	96,000	24,590		b	1	a(	24,590 shares)
XILINX INC	COM	983919 10 1	7,649,000	482,939		b	1	a(	482,939 shares)
XILINX INC	COM	983919 10 1	792,000	50,000	C	b	1	a(	50,000 shares)
XEROX CORP	COM	984121 10 3	2,870,000	579,800		b	1	a(	579,800 shares)
YAHOO INC	COM	984332 10 6	14,365,000	1,501,075		b	1	a(	1,501,075 shares)
YANKEE CANDLE INC	COM	984757 10 4	551,000	32,100		b	1	a(	32,100 shares)
YELLOW CORP	COM	985509 10 8	6,849,000	232,100		b	1	a(	232,100 shares)
YUM BRANDS INC	COM	988498 10 1	20,162,000	727,600		b	1	a(	727,600 shares)
YUM BRANDS INC	COM	988498 10 1	8,036,000	290,000	C	b	1	a(	290,000 shares)
YUM BRANDS INC	COM	988498 10 1	16,349,000	590,000	P	b	1	a(	590,000 shares)
ZEBRA TECHNOLOGIES CORP	CL A	989207 10 5	360,000	6,828		b	1	a(	6,828 shares)
ZIONS BANCORPORATION	COM	989701 10 7	3,530,000	81,100		b	1	a(	81,100 shares)
ZIONS BANCORPORATION	COM	989701 10 7	1,436,000	33,000	C	b	1	a(	33,000 shares)
ZYGO CORP	COM	989855 10 1	90,000	21,153		b	1	a(	21,153 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 136,220,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
DAIMLERCHRYSLER AG	ORD	D1668R 12 3	4,172,000	124,500	b	1	a(	124,500 shares)
DEUTSCHE BANK AG NAMEN	ORD	D18190 89 8	363,000	8,000	b	1	a(	8,000 shares)
AMDOCS LTD	ORD	G02602 10 3	64,000	10,000 C	b	1	a(	10,000 shares)
ARCH CAP GROUP LTD	ORD	G0450A 10 5	279,000	10,000 C	b	1	a(	10,000 shares)
XCELERA INC	COM	G31611 10 9	13,000	37,400	b	1	a(	37,400 shares)
EVEREST RE GROUP LTD	COM	G3223R 10 8	1,311,000	23,900	b	1	a(	23,900 shares)
EVEREST RE GROUP LTD	COM	G3223R 10 8	2,469,000	45,000 C	b	1	a(	45,000 shares)
FOSTER WHEELER LTD	SHS	G36535 10 5	138,000	85,500	b	1	a(	85,500 shares)
GLOBALSANTAFE CORP	SHS	G3930E 10 1	6,404,000	286,514	b	1	a(	286,514 shares)
INGERSOLL-RAND COMPANY LTD	CL A	G4776G 10 1	6,120,000	177,700	b	1	a(	177,700 shares)
KNIGHTSBRIDGE TANKERS LTD	ORD	G5299G 10 6	172,000	14,478	b	1	a(	14,478 shares)
LORAL SPACE & COMMUNICATIONS	COM	G56462 10 7	64,000	236,700	b	1	a(	236,700 shares)
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H 10 5	3,012,000	190,000 C	b	1	a(	190,000 shares)
NABORS INDUSTRIES LTD	SHS	G6359F 10 3	5,076,000	155,000 C	b	1	a(	155,000 shares)
NABORS INDUSTRIES LTD	SHS	G6359F 10 3	328,000	10,000 P	b	1	a(	10,000 shares)
NOBLE CORPORATION	SHS	G65422 10 0	2,635,000	85,000	b	1	a(	85,000 shares)
OPENTV CORP	CL A	G67543 10 1	24,000	19,400	b	1	a(	19,400 shares)
RENAISSANCE RE HLDGS LTD	COM	G7496G 10 3	6,352,000	168,100	b	1	a(	168,100 shares)
RENAISSANCE RE HLDGS LTD	COM	G7496G 10 3	567,000	15,000 C	b	1	a(	15,000 shares)
RENAISSANCE RE HLDGS LTD	COM	G7496G 10 3	9,070,000	240,000 P	b	1	a(	240,000 shares)
HILFIGER TOMMY CORP	ORD	G8915Z 10 2	495,000	52,900	b	1	a(	52,900 shares)
WEATHERFORD INTERNATIONAL LT	COM	G95089 10 1	3,736,000	100,600	b	1	a(	100,600 shares)
XL CAP LTD	CL A	G98255 10 5	309,000	4,200	b	1	a(	4,200 shares)
CHECK POINT SOFTWARE TECH LT	ORD	M22465 10 4	244,000	17,744	b	1	a(	17,744 shares)
ORBOTECH LTD	ORD	M75253 10 0	452,000	31,000	b	1	a(	31,000 shares)
ORTHOFIX INTL N V	COM	N6748L 10 2	365,000	13,800	b	1	a(	13,800 shares)
PANAMERICAN BEVERAGES INC	CL A	P74823 10 8	629,000	66,300	b	1	a(	66,300 shares)
ROYAL CARIBBEAN CRUISES LTD	COM	V7780T 10 3	3,966,000	249,100	b	1	a(	249,100 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED		Page Total	58,829,000					

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
OMI CORP NEW	COM	Y6476W 10 4	205,000	62,900	b	1	a(	62,900 shares)
TEEKAY SHIPPING MARSHALL ISL	COM	Y8564W 10 3	1,134,000	39,800	b	1	a(	39,800 shares)

Grand Total Table Value(FMV)	6,349,030,000
Grand Total Table Entry	1,738