

13F Form 13F P 12/21/04

12/21/04

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: June 30, 2003

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

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

Signature, Place, and Date of Signing:



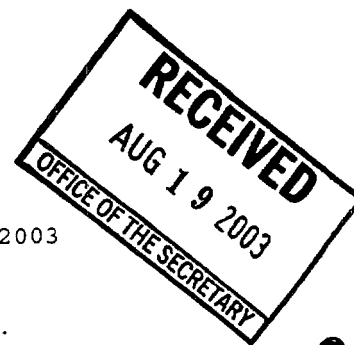
New York, NY August 12, 2003
[City, State] [Date]

Report Type (Check only one.):

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).)



CONFIDENTIAL TREATMENT DENIED

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Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 1

Form 13F Information Table Entry Total: 1703

Form 13F Information Table Value Total: \$10,593,444
(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	<u>28-5394</u>	<u>D. E. Shaw & Co., L.P.</u> (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	3,318,000	1,425,100	b	1	a(1,425,100 shares)
AFLAC INC	COM	001055 10 2	15,024,000	488,600	b	1	a(488,600 shares)
AGL RES INC	COM	001204 10 6	3,208,000	126,100	b	1	a(126,100 shares)
AES CORP	COM	00130H 10 5	8,783,000	1,383,200	b	1	a(1,383,200 shares)
AES CORP	COM	00130H 10 5	511,000	80,400 C	b	1	a(80,400 shares)
AES CORP	COM	00130H 10 5	1,062,000	167,200 P	b	1	a(167,200 shares)
AMR CORP	COM	001765 10 6	1,065,000	96,800	b	1	a(96,800 shares)
AMR CORP	COM	001765 10 6	2,464,000	224,000 C	b	1	a(224,000 shares)
AOL TIME WARNER INC	COM	00184A 10 5	18,054,000	1,122,083	b	1	a(1,122,083 shares)
AOL TIME WARNER INC	COM	00184A 10 5	28,125,000	1,748,000 C	b	1	a(1,748,000 shares)
AOL TIME WARNER INC	COM	00184A 10 5	13,677,000	850,000 P	b	1	a(850,000 shares)
AT&T CORP	COM NEW	001957 50 5	2,205,000	114,560	b	1	a(114,560 shares)
AT&T WIRELESS SVCS INC	COM	00209A 10 6	16,136,000	1,965,386	b	1	a(1,965,386 shares)
AVI BIOPHARMA INC	COM	002346 10 4	2,008,000	327,590	b	1	a(327,590 shares)
AVX CORP NEW	COM	002444 10 7	872,000	79,300	b	1	a(79,300 shares)
ABBOTT LABS	COM	002824 10 0	17,377,000	397,100	b	1	a(397,100 shares)
ABBOTT LABS	COM	002824 10 0	15,885,000	363,000 C	b	1	a(363,000 shares)
ABBOTT LABS	COM	002824 10 0	6,853,000	156,600 P	b	1	a(156,600 shares)
ABERCROMBIE & FITCH CO	CL A	002896 20 7	24,126,000	849,200	b	1	a(849,200 shares)
ABGENIX INC	COM	00339B 10 7	144,000	13,700	b	1	a(13,700 shares)
ABIOMED INC	COM	003654 10 0	76,000	13,916	b	1	a(13,916 shares)
ACCREDITO HEALTH INC	COM	00437V 10 4	436,000	20,000 C	b	1	a(20,000 shares)
ACTIVISION INC NEW	COM NEW	004930 20 2	7,302,000	565,202	b	1	a(565,202 shares)
ACTION PERFORMANCE COS INC	COM	004933 10 7	631,000	33,200	b	1	a(33,200 shares)
ACTEL CORP	COM	004934 10 5	227,000	11,067	b	1	a(11,067 shares)
ACTUATE CORP	COM	00508B 10 2	178,000	64,000	b	1	a(64,000 shares)
ADAPTEC INC	COM	00651F 10 8	892,000	114,700	b	1	a(114,700 shares)
ADOBE SYS INC	COM	00724F 10 1	3,057,000	95,336	b	1	a(95,336 shares)

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ADOBE SYS INC	COM	00724F 10 1	1,283,000	40,000-C	b	1	a(40,000-shares)
ADOBE SYS INC	COM	00724F 10 1	690,000	21,500 P	b	1	a(21,500 shares)
ADOLOR CORP	COM	00724X 10 2	878,000	71,584	b	1	a(71,584 shares)
ADTRAN INC	COM	00738A 10 6	359,000	7,000 P	b	1	a(7,000 shares)
ADVANCED AUTO PARTS INC	COM	00751Y 10 6	6,212,000	102,000 C	b	1	a(102,000 shares)
ADVANCED AUTO PARTS INC	COM	00751Y 10 6	3,350,000	55,000 P	b	1	a(55,000 shares)
ADVANCED FIBRE COMMUNICATION	COM	00754A 10 5	425,000	26,136	b	1	a(26,136 shares)
ADVANCED NEUROMODULATION SYS	COM	00757T 10 1	3,387,000	65,416	b	1	a(65,416 shares)
ADVANCED NEUROMODULATION SYS	COM	00757T 10 1	285,000	5,500 C	b	1	a(5,500 shares)
ADVO INC	COM	007585 10 2	1,514,000	34,100	b	1	a(34,100 shares)
ADVISORY BRD CO	COM	00762W 10 7	626,000	15,447	b	1	a(15,447 shares)
ADVANCED MEDICAL OPTICS INC	COM	00763M 10 8	1,303,000	76,410	b	1	a(76,410 shares)
AEROFLEX INC	COM	007768 10 4	196,000	25,296	b	1	a(25,296 shares)
AERPOSTALE	COM	007865 10 8	2,202,000	102,500 C	b	1	a(102,500 shares)
ADVANCED MICRO DEVICES INC	COM	007903 10 7	425,000	66,300	b	1	a(66,300 shares)
ADVANCED MICRO DEVICES INC	NOTE 4.500%12/	007903 AF 4	11,469,000	10,000,000	b	1	a(10,000,000 shares)
ADVANCEPCS	COM	00790K 10 9	2,198,000	57,500 C	b	1	a(57,500 shares)
AETNA INC NEW	COM	00817Y 10 8	22,563,000	374,800	b	1	a(374,800 shares)
AETNA INC NEW	COM	00817Y 10 8	8,910,000	148,000 C	b	1	a(148,000 shares)
AETNA INC NEW	COM	00817Y 10 8	903,000	15,000 P	b	1	a(15,000 shares)
AFFILIATED COMPUTER SERVICES	CL A	008190 10 0	16,271,000	355,800	b	1	a(355,800 shares)
AFFILIATED MANAGERS GROUP	COM	008252 10 8	463,000	7,600	b	1	a(7,600 shares)
AFFILIATED MANAGERS GROUP	COM	008252 10 8	2,560,000	42,000 C	b	1	a(42,000 shares)
AFFILIATED MANAGERS GROUP	COM	008252 10 8	6,217,000	102,000 P	b	1	a(102,000 shares)
AFFYMETRIX INC	COM	00826T 10 8	2,316,000	117,508	b	1	a(117,508 shares)
AGERE SYS INC	CL A	00845V 10 0	664,000	285,000	b	1	a(285,000 shares)
AGERE SYS INC	CL B	00845V 20 9	844,000	367,100	b	1	a(367,100 shares)
AGILENT TECHNOLOGIES INC	COM	00846U 10 1	2,755,000	140,900	b	1	a(140,900 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)
AGILENT_TECHNOLOGIES_INC	COM	00846U_10_1	985,000	50,400 C	b	1	a(50,400 shares)
AGILENT TECHNOLOGIES INC	DBCV 3.000%12/	00846U AB 7	14,719,000	15,000,000	b	1	a(15,000,000 shares)
AGILE SOFTWARE CORP DEL	COM	00846X 10 5	1,203,000	124,678	b	1	a(124,678 shares)
AIR PRODS & CHEMS INC	COM	009158 10 6	9,872,000	237,300	b	1	a(237,300 shares)
AIRBORNE INC	NOTE 5.750% 4/	009269 AB 7	4,335,000	4,000,000	b	1	a(4,000,000 shares)
AIRGAS INC	COM	009363 10 2	1,874,000	111,900	b	1	a(111,900 shares)
AIRTRAN HLDGS INC	COM	00949P 10 8	3,175,000	303,200	b	1	a(303,200 shares)
ALARIS MED INC	COM	011637 10 5	1,019,000	78,700	b	1	a(78,700 shares)
ALBEMARLE CORP	COM	012653 10 1	859,000	30,700	b	1	a(30,700 shares)
ALBERTO CULVER CO	CL A	013068 20 0	796,000	16,000	b	1	a(16,000 shares)
ALBERTO CULVER CO	CL B CONV	013068 10 1	3,822,000	74,800	b	1	a(74,800 shares)
ALCAN INC	COM	013716 10 5	17,854,000	570,600	b	1	a(570,600 shares)
ALCOA INC	COM	013817 10 1	15,876,000	622,600	b	1	a(622,600 shares)
ALCATEL	SPONSORED ADR	013904 30 5	123,000	13,700	b	1	a(13,700 shares)
ALKERMES INC	COM	01642T 10 8	2,095,000	194,920	b	1	a(194,920 shares)
ALLEGHENY ENERGY INC	COM	017361 10 6	357,000	42,200	b	1	a(42,200 shares)
ALLEN TELECOM INC	COM	018091 10 8	1,216,000	73,600	b	1	a(73,600 shares)
ALLERGAN INC	COM	018490 10 2	5,073,000	65,800	b	1	a(65,800 shares)
ALLETE INC	COM	018522 10 2	2,257,000	85,000	b	1	a(85,000 shares)
ALLIANCE SEMICONDUCTOR CORP	COM	01877H 10 0	120,000	24,800	b	1	a(24,800 shares)
ALLIANT ENERGY CORP	COM	018802 10 8	668,000	35,100	b	1	a(35,100 shares)
ALLIANT TECHSYSTEMS INC	COM	018804 10 4	1,823,000	35,125	b	1	a(35,125 shares)
ALLIANT TECHSYSTEMS INC	COM	018804 10 4	1,298,000	25,000 C	b	1	a(25,000 shares)
ALLIANT TECHSYSTEMS INC	COM	018804 10 4	260,000	5,000 P	b	1	a(5,000 shares)
ALLIED CAP CORP NEW	COM	01903Q 10 8	416,000	18,000	b	1	a(18,000 shares)
ALLIED WASTE INDS INC	COM PAR\$.01NEW	019589 30 8	3,893,000	387,400	b	1	a(387,400 shares)
ALLOS THERAPEUTICS INC	COM	019777 10 1	128,000	42,442	b	1	a(42,442 shares)
ALLSTATE CORP	COM	020002 10 1	23,918,000	670,900	b	1	a(670,900 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)
ALLSTATE-CORP	COM	020002 10 1	713,000	20,000 C	b	1	a(20,000 shares)
ALLSTATE CORP	COM	020002 10 1	1,783,000	50,000 P	b	1	a(50,000 shares)
ALLTEL CORP	COM	020039 10 3	4,518,000	93,700	b	1	a(93,700 shares)
ALLTEL CORP	COM	020039 10 3	5,545,000	115,000 C	b	1	a(115,000 shares)
ALLTEL CORP	COM	020039 10 3	964,000	20,000 P	b	1	a(20,000 shares)
ALPHARMA INC	NOTE 3.000% 6/	020813 AD 3	2,327,000	1,991,000	b	1	a(1,991,000 shares)
ALTERA CORP	COM	021441 10 0	27,541,000	1,679,305	b	1	a(1,679,305 shares)
ALTEON INC	COM	02144G 10 7	540,000	111,400	b	1	a(111,400 shares)
ALTRIA GROUP INC	COM	02209S 10 3	404,000	8,900	b	1	a(8,900 shares)
ALTRIA GROUP INC	COM	02209S 10 3	69,105,000	1,520,800 C	b	1	a(1,520,800 shares)
ALTRIA GROUP INC	COM	02209S 10 3	51,297,000	1,128,900 P	b	1	a(1,128,900 shares)
AMAZON COM INC	COM	02313S 10 6	46,780,000	1,282,000 C	b	1	a(1,282,000 shares)
AMAZON COM INC	COM	02313S 10 6	17,150,000	470,000 P	b	1	a(470,000 shares)
AMERADA HESS CORP	COM	023551 10 4	11,956,000	243,100	b	1	a(243,100 shares)
AMERADA HESS CORP	COM	023551 10 4	13,490,000	274,300 C	b	1	a(274,300 shares)
AMERADA HESS CORP	COM	023551 10 4	10,466,000	212,800 P	b	1	a(212,800 shares)
AMERCO	COM	023586 10 0	364,000	51,188	b	1	a(51,188 shares)
AMEREN CORP	COM	023608 10 2	595,000	13,500	b	1	a(13,500 shares)
AMERICA WEST HLDG CORP	CL B	023657 20 8	908,000	133,500	b	1	a(133,500 shares)
AMERICAN AXLE & MFG HLDGS IN	COM	024061 10 3	6,678,000	279,400	b	1	a(279,400 shares)
AMERICAN CAPITAL STRATEGIES	COM	024937 10 4	6,271,000	251,442	b	1	a(251,442 shares)
AMERICAN ELEC PWR INC	COM	025537 10 1	11,136,000	373,300	b	1	a(373,300 shares)
AMERICAN EAGLE OUTFITTERS NE	COM	02553E 10 6	11,081,000	611,554	b	1	a(611,554 shares)
AMERICAN EXPRESS CO	COM	025816 10 9	2,525,000	60,400	b	1	a(60,400 shares)
AMERICAN EXPRESS CO	COM	025816 10 9	6,899,000	165,000 C	b	1	a(165,000 shares)
AMERICAN EXPRESS CO	COM	025816 10 9	4,808,000	115,000 P	b	1	a(115,000 shares)
AMERICAN INTL GROUP INC	COM	026874 10 7	717,000	13,000	b	1	a(13,000 shares)
AMERICAN INTL GROUP INC	COM	026874 10 7	51,759,000	938,000 C	b	1	a(938,000 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)
AMERICAN INTL GROUP INC	COM	026874 10 7	1,104,000	20,000 P	b	1	a(20,000 shares)
AMERICAN ITALIAN PASTA CO	CL A	027070 10 1	208,000	5,000 C	b	1	a(5,000 shares)
AMERICAN MGMT SYS INC	COM	027352 10 3	451,000	31,599	b	1	a(31,599 shares)
AMERICAN PHARMACEUTICALS PTN	COM	02886P 10 9	493,000	14,529	b	1	a(14,529 shares)
AMERICAN SOFTWARE INC	CL A	029683 10 9	468,000	106,450	b	1	a(106,450 shares)
AMERICAN WOODMARK CORP	COM	030506 10 9	213,000	4,565	b	1	a(4,565 shares)
AMERON INTL INC	COM	030710 10 7	327,000	9,400	b	1	a(9,400 shares)
AMERISOURCEBERGEN CORP	COM	03073E 10 5	277,000	4,000	b	1	a(4,000 shares)
AMERISOURCEBERGEN CORP	COM	03073E 10 5	7,559,000	109,000 C	b	1	a(109,000 shares)
AMERISOURCEBERGEN CORP	COM	03073E 10 5	8,842,000	127,500 P	b	1	a(127,500 shares)
AMERITRADE HLDG CORP NEW	COM	03074K 10 0	5,358,000	723,030	b	1	a(723,030 shares)
AMETEK INC NEW	COM	031100 10 0	6,014,000	164,100	b	1	a(164,100 shares)
AMGEN INC	COM	031162 10 0	398,000	6,000	b	1	a(6,000 shares)
AMGEN INC	COM	031162 10 0	97,321,000	1,464,800 C	b	1	a(1,464,800 shares)
AMGEN INC	COM	031162 10 0	44,947,000	676,500 P	b	1	a(676,500 shares)
AMKOR TECHNOLOGY INC	COM	031652 10 0	221,000	16,800	b	1	a(16,800 shares)
AMPHENOL CORP NEW	CL A	032095 10 1	309,000	6,600	b	1	a(6,600 shares)
AMYLIN PHARMACEUTICALS INC	COM	032346 10 8	7,299,000	333,443	b	1	a(333,443 shares)
AMYLIN PHARMACEUTICALS INC	COM	032346 10 8	547,000	25,000 C	b	1	a(25,000 shares)
AMYLIN PHARMACEUTICALS INC	COM	032346 10 8	547,000	25,000 P	b	1	a(25,000 shares)
ANADARKO PETE CORP	COM	032511 10 7	2,143,000	48,200	b	1	a(48,200 shares)
ANADARKO PETE CORP	COM	032511 10 7	978,000	22,000 C	b	1	a(22,000 shares)
ANADARKO PETE CORP	COM	032511 10 7	334,000	7,500 P	b	1	a(7,500 shares)
ANALOG DEVICES INC	COM	032654 10 5	14,092,000	404,700	b	1	a(404,700 shares)
ANALOGIC CORP	COM PAR \$0.05	032657 20 7	1,038,000	21,288	b	1	a(21,288 shares)
ANALYSTS INTL CORP	COM	032681 10 8	159,000	63,771	b	1	a(63,771 shares)
ANDREW CORP	COM	034425 10 8	128,000	13,953	b	1	a(13,953 shares)
ANDREW CORP	COM	034425 10 8	184,000	20,000 C	b	1	a(20,000 shares)

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ANDREW-CORP	COM	034425-10-8	713,000	77,500 P	b	1	a(77,500 shares)
ANGELICA CORP	COM	034663 10 4	275,000	16,200	b	1	a(16,200 shares)
ANGIOTECH PHARMACEUTICALS IN	COM	034918 10 2	6,926,000	171,500 C	b	1	a(171,500 shares)
ANGIOTECH PHARMACEUTICALS IN	COM	034918 10 2	20,132,000	498,500 P	b	1	a(498,500 shares)
ANGLOGOLD LTD	SPONSORED ADR	035128 20 6	1,337,000	41,900	b	1	a(41,900 shares)
ANHEUSER BUSCH COS INC	COM	035229 10 3	12,676,000	248,300	b	1	a(248,300 shares)
ANN TAYLOR STORES CORP	COM	036115 10 3	521,000	18,000	b	1	a(18,000 shares)
ANTHEM INC	COM	036748 10 4	16,780,000	217,500	b	1	a(217,500 shares)
ANTHEM INC	COM	036748 10 4	8,101,000	105,000 C	b	1	a(105,000 shares)
ANTHEM INC	COM	036748 10 4	9,459,000	122,600 P	b	1	a(122,600 shares)
ANTEON INTL CORP	COM	03674E 10 8	2,579,000	92,400	b	1	a(92,400 shares)
APACHE CORP	COM	037411 10 5	2,460,000	37,805	b	1	a(37,805 shares)
APACHE CORP	COM	037411 10 5	1,366,000	21,000 C	b	1	a(21,000 shares)
APACHE CORP	COM	037411 10 5	976,000	15,000 P	b	1	a(15,000 shares)
APOLLO GROUP INC	CL A	037604 10 5	1,511,000	24,467	b	1	a(24,467 shares)
APOLLO GROUP INC	CL A	037604 10 5	1,235,000	20,000 C	b	1	a(20,000 shares)
APOLLO GROUP INC	COM UNV PHOENX	037604 20 4	537,000	10,595	b	1	a(10,595 shares)
APPLE COMPUTER INC	COM	037833 10 0	5,736,000	300,000 C	b	1	a(300,000 shares)
APPLEBEES INTL INC	COM	037899 10 1	2,286,000	72,723	b	1	a(72,723 shares)
APRIA HEALTHCARE GROUP INC	COM	037933 10 8	4,779,000	192,100	b	1	a(192,100 shares)
APPLERA CORP	COM AP BIO GRP	038020 10 3	717,000	37,700	b	1	a(37,700 shares)
APPLERA CORP	COM CE GEN GRP	038020 20 2	4,681,000	453,620	b	1	a(453,620 shares)
APPLIED MATLS INC	COM	038222 10 5	441,000	27,800	b	1	a(27,800 shares)
APPLIED MICRO CIRCUITS CORP	COM	03822W 10 9	1,950,000	322,322	b	1	a(322,322 shares)
ARACRUZ CELULOSE S A	SPON ADR PFD B	038496 20 4	1,851,000	87,900	b	1	a(87,900 shares)
ARAMARK CORP	CL B	038521 10 0	5,175,000	230,800	b	1	a(230,800 shares)
ARCH CHEMICALS INC	COM	03937R 10 2	210,000	11,000	b	1	a(11,000 shares)
ARCHER DANIELS MIDLAND CO	COM	039483 10 2	888,000	69,000	b	1	a(69,000 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)
ARGOSY-GAMING-CO	COM	040228-10-8	1,265,000	60,500	b	1	a(60,500 shares)
ARIBA INC	COM	04033V 10 4	328,000	110,479	b	1	a(110,479 shares)
ARMOR HOLDINGS INC	COM	042260 10 9	434,000	32,400	b	1	a(32,400 shares)
ARROW ELECTRS INC	DBC	042735 AY 6	11,971,000	24,500,000	b	1	a(24,500,000 shares)
ARROW INTL INC	COM	042764 10 0	462,000	10,457	b	1	a(10,457 shares)
ASSOCIATED BANC CORP	COM	045487 10 5	1,580,000	42,851	b	1	a(42,851 shares)
ASTORIA FINL CORP	COM	046265 10 4	1,737,000	62,200	b	1	a(62,200 shares)
ASTRAZENECA PLC	SPONSORED ADR	046353 10 8	4,705,000	115,400	b	1	a(115,400 shares)
ASTROPOWER INC	COM	04644A 10 1	126,000	38,234	b	1	a(38,234 shares)
ATLANTIC COAST AIRLINES HLDG	COM	048396 10 5	455,000	33,712	b	1	a(33,712 shares)
ATLAS AIR WORLDWIDE HLDGS IN	COM	049164 10 6	23,000	15,700	b	1	a(15,700 shares)
ATMEL CORP	COM	049513 10 4	3,730,000	1,474,427	b	1	a(1,474,427 shares)
ATMOS ENERGY CORP	COM	049560 10 5	2,574,000	103,800	b	1	a(103,800 shares)
ATRIX LABS INC	COM	04962L 10 1	220,000	10,000 C	b	1	a(10,000 shares)
AUTODESK INC	COM	052769 10 6	567,000	35,076	b	1	a(35,076 shares)
AUTOMATIC DATA PROCESSING IN	COM	053015 10 3	7,686,000	227,000	b	1	a(227,000 shares)
AUTOMATIC DATA PROCESSING IN	COM	053015 10 3	6,166,000	182,100 C	b	1	a(182,100 shares)
AUTOMATIC DATA PROCESSING IN	COM	053015 10 3	1,754,000	51,800 P	b	1	a(51,800 shares)
AUTONATION INC	COM	05329W 10 2	973,000	61,900	b	1	a(61,900 shares)
AUTOZONE INC	COM	053332 10 2	10,590,000	139,400	b	1	a(139,400 shares)
AUTOZONE INC	COM	053332 10 2	4,710,000	62,000 C	b	1	a(62,000 shares)
AUTOZONE INC	COM	053332 10 2	3,039,000	40,000 P	b	1	a(40,000 shares)
AVANTR PHARMACEUTICALS	CL A	05348P 10 4	35,000	19,900	b	1	a(19,900 shares)
AVAYA INC	NOTE	053499 AA 7	3,788,000	7,500,000	b	1	a(7,500,000 shares)
AVERY DENNISON CORP	COM	053611 10 9	502,000	10,000 C	b	1	a(10,000 shares)
AVNET INC	COM	053807 10 3	2,312,000	182,300	b	1	a(182,300 shares)
AVON PRODS INC	COM	054303 10 2	6,376,000	102,500 C	b	1	a(102,500 shares)
AVON PRODS INC	COM	054303 10 2	3,888,000	62,500 P	b	1	a(62,500 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 (note #3)
AZTAR CORP	COM	054802 10 3	491,000	30,500	b	1	a(30,500 shares)
BB&T CORP	COM	054937 10 7	30,019,000	875,200	b	1	a(875,200 shares)
BB&T CORP	COM	054937 10 7	1,396,000	40,700 C	b	1	a(40,700 shares)
BCE INC	COM	055348 10 9	1,360,000	59,100	b	1	a(59,100 shares)
BISYS GROUP INC	COM	055472 10 4	816,000	44,400	b	1	a(44,400 shares)
BP PLC	SPONSORED ADR	055622 10 4	19,140,000	455,500	b	1	a(455,500 shares)
BP PLC	SPONSORED ADR	055622 10 4	315,000	7,500 C	b	1	a(7,500 shares)
BMC SOFTWARE INC	COM	055921 10 0	8,260,000	505,800	b	1	a(505,800 shares)
BAKER HUGHES INC	COM	057224 10 7	252,000	7,500	b	1	a(7,500 shares)
BALDOR ELEC CO	COM	057741 10 0	350,000	17,000	b	1	a(17,000 shares)
BALL CORP	COM	058498 10 6	5,712,000	125,500	b	1	a(125,500 shares)
BALL CORP	COM	058498 10 6	228,000	5,000 C	b	1	a(5,000 shares)
BANK OF AMERICA CORPORATION	COM	060505 10 4	735,000	9,300	b	1	a(9,300 shares)
BANK OF AMERICA CORPORATION	COM	060505 10 4	40,700,000	515,000 C	b	1	a(515,000 shares)
BANK OF AMERICA CORPORATION	COM	060505 10 4	39,120,000	495,000 P	b	1	a(495,000 shares)
BANK HAWAII CORP	COM	062540 10 9	1,349,000	40,700	b	1	a(40,700 shares)
BANK NEW YORK INC	COM	064057 10 2	8,881,000	308,900	b	1	a(308,900 shares)
BANK NEW YORK INC	COM	064057 10 2	863,000	30,000 C	b	1	a(30,000 shares)
BANK ONE CORP	COM	06423A 10 3	10,046,000	270,200	b	1	a(270,200 shares)
BANK ONE CORP	COM	06423A 10 3	2,045,000	55,000 C	b	1	a(55,000 shares)
BANK ONE CORP	COM	06423A 10 3	1,115,000	30,000 P	b	1	a(30,000 shares)
BANKATLANTIC BANCORP	CL A	065908 50 1	264,000	22,200	b	1	a(22,200 shares)
BANKNORTH GROUP INC NEW	COM	06646R 10 7	4,568,000	179,011	b	1	a(179,011 shares)
BANKUNITED FINL CORP	CL A	06652B 10 3	890,000	44,164	b	1	a(44,164 shares)
BANTA CORP	COM	066821 10 9	421,000	13,000	b	1	a(13,000 shares)
BARD C R INC	COM	067383 10 9	9,513,000	133,400	b	1	a(133,400 shares)
BARD C R INC	COM	067383 10 9	357,000	5,000 C	b	1	a(5,000 shares)
BARD C R INC	COM	067383 10 9	357,000	5,000 P	b	1	a(5,000 shares)

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189,563,000

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)
BARNES & NOBLE INC	COM	067774 10 9	2,837,000	123,100	b	1	a(123,100 shares)
BARRICK GOLD CORP	COM	067901 10 8	5,122,000	288,215	b	1	a(288,215 shares)
BARR LABS INC	COM	068306 10 9	10,578,000	161,500 C	b	1	a(161,500 shares)
BARR LABS INC	COM	068306 10 9	2,587,000	39,500 P	b	1	a(39,500 shares)
BARRA INC	COM	068313 10 5	368,000	10,310	b	1	a(10,310 shares)
BAUSCH & LOMB INC	COM	071707 10 3	7,125,000	190,000	b	1	a(190,000 shares)
BAXTER INTL INC	COM	071813 10 9	17,233,000	662,800	b	1	a(662,800 shares)
BAXTER INTL INC	COM	071813 10 9	7,670,000	295,000 C	b	1	a(295,000 shares)
BAY VIEW CAP CORP DEL	COM	07262L 10 1	372,000	64,300	b	1	a(64,300 shares)
BE AEROSPACE INC	COM	073302 10 1	282,000	91,032	b	1	a(91,032 shares)
BEA SYS INC	COM	073325 10 2	19,656,000	1,809,983	b	1	a(1,809,983 shares)
BEAR STEARNS COS INC	COM	073902 10 8	19,916,000	275,000	b	1	a(275,000 shares)
BEAR STEARNS COS INC	COM	073902 10 8	15,208,000	210,000 C	b	1	a(210,000 shares)
BEAR STEARNS COS INC	COM	073902 10 8	17,888,000	247,000 P	b	1	a(247,000 shares)
BEAZER HOMES USA INC	COM	07556Q 10 5	3,340,000	40,000 C	b	1	a(40,000 shares)
BECTON DICKINSON & CO	COM	075887 10 9	7,685,000	197,800	b	1	a(197,800 shares)
BED BATH & BEYOND INC	COM	075896 10 0	9,525,000	245,435	b	1	a(245,435 shares)
BELL MICROPRODUCTS INC	COM	078137 10 6	447,000	104,649	b	1	a(104,649 shares)
BELLSOUTH CORP	COM	079860 10 2	36,020,000	1,352,600	b	1	a(1,352,600 shares)
BEMIS INC	COM	081437 10 5	393,000	8,400	b	1	a(8,400 shares)
BEST BUY INC	COM	086516 10 1	5,270,000	120,000 C	b	1	a(120,000 shares)
BEST BUY INC	COM	086516 10 1	2,723,000	62,000 P	b	1	a(62,000 shares)
BEST BUY INC	DBCV 0.684% 6/	086516 AD 3	9,614,000	13,000,000	b	1	a(13,000,000 shares)
BEVERLY ENTERPRISES INC	COM NEW	087851 30 9	40,000	11,400	b	1	a(11,400 shares)
BHP BILLITON LTD	SPONSORED ADR	088606 10 8	146,000	12,569	b	1	a(12,569 shares)
BIG 5 SPORTING GOODS CORP	COM	08915P 10 1	517,000	41,280	b	1	a(41,280 shares)
BIOGEN INC	COM	090597 10 5	10,731,000	282,393	b	1	a(282,393 shares)
BIOGEN INC	COM	090597 10 5	12,350,000	325,000 C	b	1	a(325,000 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)
BIOMARIN PHARMACEUTICAL INC	COM	090597 10 5	646,000	17,000 P	b	1	a(17,000 shares)
BIOVAIL CORP	COM	09061G 10 1	1,463,000	149,916	b	1	a(149,916 shares)
BIOLASE TECHNOLOGY INC	COM	09067J 10 9	23,163,000	492,200	b	1	a(492,200 shares)
BLACK & DECKER CORP	COM	090911 10 8	1,377,000	128,317	b	1	a(128,317 shares)
BLACK & DECKER CORP	COM	091797 10 0	6,848,000	157,600	b	1	a(157,600 shares)
BLACK BOX CORP DEL	COM	091797 10 0	1,086,000	25,000 C	b	1	a(25,000 shares)
BLACK BOX CORP DEL	COM	091826 10 7	543,000	15,000 C	b	1	a(15,000 shares)
BLACK HILLS CORP	COM	091826 10 7	905,000	25,000 P	b	1	a(25,000 shares)
BLACKBUSTER INC	CL A	092113 10 9	3,966,000	129,200	b	1	a(129,200 shares)
BLUE RHINO CORP	COM	093679 10 8	6,583,000	390,700	b	1	a(390,700 shares)
BLYTH INC	COM	095811 10 5	247,000	20,604	b	1	a(20,604 shares)
BOEING CO	COM	09643P 10 8	1,491,000	54,800	b	1	a(54,800 shares)
BOEING CO	COM	097023 10 5	4,118,000	120,000 C	b	1	a(120,000 shares)
BOISE CASCADE CORP	COM	097023 10 5	1,716,000	50,000 P	b	1	a(50,000 shares)
BORG WARNER INC	COM	097383 10 3	11,656,000	487,700	b	1	a(487,700 shares)
BORG WARNER INC	COM	099724 10 6	2,795,000	43,400	b	1	a(43,400 shares)
BORG WARNER INC	COM	099724 10 6	1,932,000	30,000 C	b	1	a(30,000 shares)
BORLAND SOFTWARE CORP	COM	099724 10 6	322,000	5,000 P	b	1	a(5,000 shares)
BORLAND SOFTWARE CORP	COM	099849 10 1	432,000	44,230	b	1	a(44,230 shares)
BOSTON SCIENTIFIC CORP	COM	099849 10 1	733,000	75,000 C	b	1	a(75,000 shares)
BOSTON SCIENTIFIC CORP	COM	101137 10 7	17,352,000	284,000	b	1	a(284,000 shares)
BOSTON SCIENTIFIC CORP	COM	101137 10 7	3,055,000	50,000 C	b	1	a(50,000 shares)
BOWATER INC	COM	101137 10 7	4,491,000	73,500 P	b	1	a(73,500 shares)
BRIGGS & STRATTON CORP	COM	102183 10 0	17,186,000	458,900	b	1	a(458,900 shares)
BRIGHTPOINT INC	COM NEW	109043 10 9	4,040,000	80,000	b	1	a(80,000 shares)
BRINKER INTL INC	DBC	109473 40 5	1,207,000	98,165	b	1	a(98,165 shares)
BRINKS CO	COM	109641 AC 4	18,074,000	25,411,000	b	1	a(25,411,000 shares)
		109696 10 4	252,000	17,300	b	1	a(17,300 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)
BRISTOL-MYERS-SQUIBB-CO	COM	110122 10 8	23,433,000	863,100	b	1	a(863,100 shares)
BROADCOM CORP	CL A	111320 10 7	825,000	33,100	b	1	a(33,100 shares)
BROADCOM CORP	CL A	111320 10 7	5,107,000	205,000 C	b	1	a(205,000 shares)
BROADVISION INC	COM NEW	111412 60 7	881,000	154,839	b	1	a(154,839 shares)
BROCADE COMMUNICATIONS SYS I	COM	111621 10 8	2,788,000	473,376	b	1	a(473,376 shares)
BROCADE COMMUNICATIONS SYS I	COM	111621 10 8	2,062,000	350,000 C	b	1	a(350,000 shares)
BROOKFIELD PPTYS CORP	COM	112900 10 5	3,498,000	164,600	b	1	a(164,600 shares)
BROWN & BROWN INC	COM	115236 10 1	1,940,000	59,700	b	1	a(59,700 shares)
BROWN FORMAN CORP	CL B	115637 20 9	7,013,000	89,200	b	1	a(89,200 shares)
BROWN TOM INC	COM NEW	115660 20 1	400,000	14,400	b	1	a(14,400 shares)
BUCA INC	COM	117769 10 9	496,000	88,000	b	1	a(88,000 shares)
C D I CORP	COM	125071 10 0	470,000	18,100	b	1	a(18,100 shares)
C H ROBINSON WORLDWIDE INC	COM	12541W 10 0	5,164,000	145,216	b	1	a(145,216 shares)
CTGNA CORP	COM	125509 10 9	8,543,000	182,000	b	1	a(182,000 shares)
CMS ENERGY CORP	COM	125896 10 0	133,000	16,400	b	1	a(16,400 shares)
CNF TR I	TECONS SER A	12612V 20 5	6,908,000	151,300	b	1	a(151,300 shares)
CSX CORP	DBC	126408 GA 5	6,286,000	7,500,000	b	1	a(7,500,000 shares)
CVS CORP	COM	126650 10 0	2,795,000	99,700	b	1	a(99,700 shares)
CVS CORP	COM	126650 10 0	3,125,000	111,500 C	b	1	a(111,500 shares)
CVS CORP	COM	126650 10 0	617,000	22,000 P	b	1	a(22,000 shares)
CV THERAPEUTICS INC	COM	126667 10 4	3,102,000	104,585	b	1	a(104,585 shares)
CV THERAPEUTICS INC	COM	126667 10 4	890,000	30,000 C	b	1	a(30,000 shares)
CABLE & WIRELESS PUB LTD CO	SPONSORED ADR	126830 20 7	232,000	42,400	b	1	a(42,400 shares)
CABLEVISION SYS CORP	CL A NY CABLVS	12686C 10 9	1,663,000	80,100 P	b	1	a(80,100 shares)
CACI INTL INC	CL A	127190 30 4	9,323,000	271,800	b	1	a(271,800 shares)
CADBURY SCHWEPES PLC	ADR	127209 30 2	447,000	18,500	b	1	a(18,500 shares)
CADENCE DESIGN SYSTEM INC	COM	127387 10 8	4,100,000	340,000	b	1	a(340,000 shares)
CALPINE CORP	COM	131347 10 6	330,000	50,000	b	1	a(50,000 shares)

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102,571,000

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)
CALPINE CORP	COM	131347 10 6	2,607,000	395,000 C	b	1	a(395,000 shares)
CAMPBELL SOUP CO	COM	134429 10 9	11,905,000	485,900	b	1	a(485,900 shares)
CANADIAN NATL RY CO	COM	136375 10 2	5,116,000	106,000	b	1	a(106,000 shares)
CANADIAN PAC RY LTD	COM	13645T 10 0	2,018,000	89,300	b	1	a(89,300 shares)
CANDELA CORP	COM	136907 10 2	973,000	84,464	b	1	a(84,464 shares)
CAPITAL ONE FINL CORP	COM	14040H 10 5	2,484,000	50,500 C	b	1	a(50,500 shares)
CARBO CERAMICS INC	COM	140781 10 5	406,000	10,900	b	1	a(10,900 shares)
CARDINAL HEALTH INC	COM	14149Y 10 8	289,000	4,500 C	b	1	a(4,500 shares)
CARDINAL HEALTH INC	COM	14149Y 10 8	1,157,000	18,000 P	b	1	a(18,000 shares)
CAREER EDUCATION CORP	COM	141665 10 9	6,801,000	99,401	b	1	a(99,401 shares)
CAREMARK RX INC	COM	141705 10 3	1,726,000	67,200	b	1	a(67,200 shares)
CARLISLE COS INC	COM	142339 10 0	4,022,000	95,400	b	1	a(95,400 shares)
CARNIVAL PLC	ADR	14365C 10 3	442,000	14,530	b	1	a(14,530 shares)
CASEYS GEN STORES INC	COM	147528 10 3	815,000	57,627	b	1	a(57,627 shares)
CASH AMER INTL INC	COM	14754D 10 0	135,000	10,200	b	1	a(10,200 shares)
CATALINA MARKETING CORP	COM	148867 10 4	628,000	35,600	b	1	a(35,600 shares)
CATERPILLAR INC DEL	COM	149123 10 1	16,731,000	300,600	b	1	a(300,600 shares)
CATO CORP NEW	CL A	149205 10 6	481,000	22,800	b	1	a(22,800 shares)
CELL GENESYS INC	COM	150921 10 4	148,000	17,171	b	1	a(17,171 shares)
CELLSTAR CORP	COM NEW	150925 20 4	41,000	10,503	b	1	a(10,503 shares)
CELL THERAPEUTICS INC	COM	150934 10 7	142,000	14,621	b	1	a(14,621 shares)
CELGENE CORP	COM	151020 10 4	9,215,000	303,132	b	1	a(303,132 shares)
CEMEX S A	SPON ADR 5 ORD	151290 88 9	1,172,000	52,592	b	1	a(52,592 shares)
CENDANT CORP	COM	151313 10 3	29,514,000	1,611,000	b	1	a(1,611,000 shares)
CENDANT CORP	COM	151313 10 3	20,885,000	1,140,000 C	b	1	a(1,140,000 shares)
CENTERPOINT ENERGY INC	COM	15189T 10 7	1,198,000	147,000	b	1	a(147,000 shares)
CENTEX CORP	COM	152312 10 4	72,617,000	933,500	b	1	a(933,500 shares)
CENTEX CONSTRUCTION PRODUCTS	COM	15231R 10 9	369,000	9,200	b	1	a(9,200 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares of Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
CENTRAL-EUROPEAN-DIST-CORP	COM	153435 10 2	2,341,000	116,241	b	1	a(116,241 shares)
CENTURYTEL INC	COM	156700 10 6	3,572,000	102,500 C	b	1	a(102,500 shares)
CENTURYTEL INC	COM	156700 10 6	1,743,000	50,000 P	b	1	a(50,000 shares)
CEPHALON INC	COM	156708 10 9	2,885,000	70,100	b	1	a(70,100 shares)
CEPHALON INC	COM	156708 10 9	6,367,000	154,700 C	b	1	a(154,700 shares)
CEPHALON INC	NOTE 5.250% 5/	156708 AC 3	5,153,000	5,000,000	b	1	a(5,000,000 shares)
CERIDIAN CORP NEW	COM	156779 10 0	1,297,000	76,400	b	1	a(76,400 shares)
CERUS CORP	COM	157085 10 1	1,423,000	189,038	b	1	a(189,038 shares)
CHARTER MUN MTG ACCEP CO	SH BEN INT	160908 10 9	519,000	27,300	b	1	a(27,300 shares)
CHESAPEAKE ENERGY CORP	COM	165167 10 7	32,615,000	3,229,200	b	1	a(3,229,200 shares)
CHEVRONTEXACO CORP	COM	166764 10 0	1,185,000	16,408	b	1	a(16,408 shares)
CHICAGO BRIDGE & IRON CO N V	N Y REGISTRY SH	167250 10 9	4,262,000	187,900	b	1	a(187,900 shares)
CHICAGO MERCANTILE HLDGS INC	CL A	167760 10 7	8,794,000	126,300	b	1	a(126,300 shares)
CHICOS FAS INC	COM	168615 10 2	964,000	45,800	b	1	a(45,800 shares)
CHIPPAC INC	CL A	169657 10 3	869,000	113,275	b	1	a(113,275 shares)
CHOICE HOTELS INTL INC	COM	169905 10 6	1,262,000	46,200	b	1	a(46,200 shares)
CHIQUITA BRANDS INTL INC	COM	170032 80 9	461,000	31,800	b	1	a(31,800 shares)
CHIRON CORP	COM	170040 10 9	633,000	14,485	b	1	a(14,485 shares)
CHIRON CORP	COM	170040 10 9	34,889,000	798,000 C	b	1	a(798,000 shares)
CHIRON CORP	COM	170040 10 9	971,000	22,200 P	b	1	a(22,200 shares)
CHOICEPOINT INC	COM	170388 10 2	3,756,000	108,800	b	1	a(108,800 shares)
CHOICEPOINT INC	COM	170388 10 2	570,000	16,500 C	b	1	a(16,500 shares)
CHOLESTECH CORP	COM	170393 10 2	169,000	17,112	b	1	a(17,112 shares)
CHRONIMED INC	COM	171164 10 6	485,000	49,288	b	1	a(49,288 shares)
CHUBB CORP	COM	171232 10 1	49,764,000	829,400	b	1	a(829,400 shares)
CHUBB CORP	COM	171232 10 1	4,200,000	70,000 C	b	1	a(70,000 shares)
CHUBB CORP	COM	171232 10 1	3,300,000	55,000 P	b	1	a(55,000 shares)
CHURCH & DWIGHT INC	COM	171340 10 2	3,142,000	96,000	b	1	a(96,000 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)
CIENA-CORP	COM	171779 10 1	1,505,000	290,000 C	b	1	a(290,000 shares)
CINNINNATI FINL CORP	COM	172062 10 1	2,282,000	61,527	b	1	a(61,527 shares)
CIRCOR INTL INC	COM	17273K 10 9	210,000	11,800	b	1	a(11,800 shares)
CIRRUS LOGIC INC	COM	172755 10 0	80,000	19,903	b	1	a(19,903 shares)
CISCO SYS INC	COM	17275R 10 2	2,803,000	166,950	b	1	a(166,950 shares)
CISCO SYS INC	COM	17275R 10 2	2,099,000	125,000 C	b	1	a(125,000 shares)
CINTAS CORP	COM	172908 10 5	5,299,000	149,533	b	1	a(149,533 shares)
CITIGROUP INC	COM	172967 10 1	5,436,000	127,000	b	1	a(127,000 shares)
CITIGROUP INC	COM	172967 10 1	8,560,000	200,000 C	b	1	a(200,000 shares)
CITIGROUP INC	COM	172967 10 1	9,416,000	220,000 P	b	1	a(220,000 shares)
CITIZENS UTILS TR	PFD EPPICS CV	177351 20 2	13,195,000	250,800	b	1	a(250,800 shares)
CITRIX SYS INC	COM	177376 10 0	17,120,000	840,887	b	1	a(840,887 shares)
CITY NATL CORP	COM	178566 10 5	508,000	11,400	b	1	a(11,400 shares)
CLAIRES STORES INC	COM	179584 10 7	1,834,000	72,300	b	1	a(72,300 shares)
CLARK INC	COM	181457 10 2	335,000	28,000	b	1	a(28,000 shares)
CLEAN HARBORS INC	COM	184496 10 7	362,000	38,015	b	1	a(38,015 shares)
CLEAR CHANNEL COMMUNICATIONS	COM	184502 10 2	3,281,000	77,400	b	1	a(77,400 shares)
CLEAR CHANNEL COMMUNICATIONS	COM	184502 10 2	21,776,000	513,700 C	b	1	a(513,700 shares)
CLEAR CHANNEL COMMUNICATIONS	COM	184502 10 2	1,560,000	36,800 P	b	1	a(36,800 shares)
CLOROX CO DEL	COM	189054 10 9	20,873,000	489,400	b	1	a(489,400 shares)
CLOROX CO DEL	COM	189054 10 9	299,000	7,000 C	b	1	a(7,000 shares)
CLOROX CO DEL	COM	189054 10 9	384,000	9,000 P	b	1	a(9,000 shares)
COBALT CORP	COM	19074W 10 0	368,000	17,900	b	1	a(17,900 shares)
COCA COLA CO	COM	191216 10 0	552,000	11,900	b	1	a(11,900 shares)
COCA COLA CO	COM	191216 10 0	34,251,000	738,000 C	b	1	a(738,000 shares)
COCA COLA CO	COM	191216 10 0	20,652,000	445,000 P	b	1	a(445,000 shares)
COCA COLA ENTERPRISES INC	COM	191219 10 4	8,385,000	462,000	b	1	a(462,000 shares)
COCA COLA ENTERPRISES INC	COM	191219 10 4	182,000	10,000 C	b	1	a(10,000 shares)

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183,607,000

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)
COCA-COLA_FEMSA_S-A DE C_V	SPON_ADR_REP_L	191241 10 8	1,322,000	61,500	b	1	a(61,500 shares)
COEUR D ALENE MINES CORP IDA	COM	192108 10 8	457,000	328,500	b	1	a(328,500 shares)
COGNEX CORP	COM	192422 10 3	474,000	21,193	b	1	a(21,193 shares)
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446 10 2	3,834,000	157,373	b	1	a(157,373 shares)
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446 10 2	365,000	15,000 C	b	1	a(15,000 shares)
COGNOS INC	COM	19244C 10 9	486,000	18,000	b	1	a(18,000 shares)
COLE KENNETH PRODTNS INC	CL A	193294 10 5	1,419,000	72,800	b	1	a(72,800 shares)
COLGATE PALMOLIVE CO	COM	194162 10 3	8,693,000	150,000 C	b	1	a(150,000 shares)
COLGATE PALMOLIVE CO	COM	194162 10 3	6,954,000	120,000 P	b	1	a(120,000 shares)
COMCAST CORP NEW	CL A	20030N 10 1	22,717,000	732,709	b	1	a(732,709 shares)
COMCAST CORP NEW	CL A	20030N 10 1	10,865,000	360,000 C	b	1	a(360,000 shares)
COMCAST CORP NEW	CL A	20030N 10 1	302,000	10,000 P	b	1	a(10,000 shares)
COMCAST CORP NEW	CL A SPL	20030N 20 0	9,542,000	330,962	b	1	a(330,962 shares)
COMMERCE BANCORP INC NJ	COM	200519 10 6	9,512,000	256,400	b	1	a(256,400 shares)
COMMERCIAL CAP BANCORP INC	COM	20162L 10 5	198,000	12,868	b	1	a(12,868 shares)
COMMERCIAL FEDERAL CORPORATI	COM	201647 10 4	2,065,000	97,400	b	1	a(97,400 shares)
COMMONWEALTH TEL ENTERPRISES	COM	203349 10 5	3,682,000	83,731	b	1	a(83,731 shares)
COMMScope INC	COM	203372 10 7	1,195,000	125,800	b	1	a(125,800 shares)
COMMUNITY HEALTH SYS INC NEW	COM	203668 10 8	280,000	14,500	b	1	a(14,500 shares)
COMMUNITY HEALTH SYS INC NEW	NOTE 4.250%10/	203668 AA 6	7,491,000	7,500,000	b	1	a(7,500,000 shares)
COMPANHIA ENERGETICA DE MINA	SP ADR N-V PFD	204409 60 1	463,000	50,152	b	1	a(50,152 shares)
COMPANHIA BRASILEIRA DE DIST	SPON ADR PFD	20440T 20 1	393,000	25,600	b	1	a(25,600 shares)
COMPANHIA VALE DO RIO DOCE	SPONSORED ADR	204412 20 9	1,859,000	62,700	b	1	a(62,700 shares)
COMPANIA DE MINAS BUENAVENTU	SPONSORED ADR	204448 10 4	1,754,000	58,300	b	1	a(58,300 shares)
COMPANIA DE TELECOMUNICS CHI	SPON ADR NEW	204449 30 0	1,724,000	146,100	b	1	a(146,100 shares)
COMPUCREDIT CORP	COM	20478N 10 0	130,000	10,694	b	1	a(10,694 shares)
COMPUTER TASK GROUP INC	COM	205477 10 2	246,000	86,700	b	1	a(86,700 shares)
COMPUWARE CORP	COM	205638 10 9	3,336,000	578,223	b	1	a(578,223 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)
COMSTOCK-RES-INC	COM-NEW	205768-20-3	1,387,000	101,400	b	1	a(101,400 shares)
COMVERSE TECHNOLOGY INC	COM PAR \$0.10	205862 40 2	12,988,000	864,128	b	1	a(864,128 shares)
CONAGRA FOODS INC	COM	205887 10 2	2,289,000	97,000	b	1	a(97,000 shares)
CONCEPTUS INC	COM	206016 10 7	409,000	29,096	b	1	a(29,096 shares)
CONCORD EFS INC	COM	206197 10 5	62,782,000	4,265,100	b	1	a(4,265,100 shares)
CONE MLS CORP N C	COM	206814 10 5	63,000	39,600	b	1	a(39,600 shares)
CONEXANT SYSTEMS INC	COM	207142 10 0	8,387,000	2,045,671	b	1	a(2,045,671 shares)
CONMED CORP	COM	207410 10 1	1,427,000	78,136	b	1	a(78,136 shares)
CONNETICS CORP	COM	208192 10 4	1,797,000	120,056	b	1	a(120,056 shares)
CONOCOPHILLIPS	COM	20825C 10 4	6,192,000	113,000	b	1	a(113,000 shares)
CONOCOPHILLIPS	COM	20825C 10 4	10,576,000	193,000 C	b	1	a(193,000 shares)
CONOCOPHILLIPS	COM	20825C 10 4	12,757,000	232,800 P	b	1	a(232,800 shares)
CONSOLIDATED EDISON INC	COM	209115 10 4	3,194,000	73,800	b	1	a(73,800 shares)
CONSTELLATION BRANDS INC	CL A	21036P 10 8	2,167,000	69,000 C	b	1	a(69,000 shares)
CONSTELLATION BRANDS INC	CL A	21036P 10 8	1,382,000	44,000 P	b	1	a(44,000 shares)
CONTINENTAL AIRLS INC	CL B	210795 30 8	6,602,000	441,000	b	1	a(441,000 shares)
CONVERGYS CORP	COM	212485 10 6	3,704,000	231,500	b	1	a(231,500 shares)
COOPER CAMERON CORP	COM	216640 10 2	5,088,000	101,000	b	1	a(101,000 shares)
COORS ADOLPH CO	CL B	217016 10 4	1,176,000	24,000	b	1	a(24,000 shares)
COPART INC	COM	217204 10 6	254,000	26,897	b	1	a(26,897 shares)
CORINTHIAN COLLEGES INC	COM	218868 10 7	12,837,000	264,291	b	1	a(264,291 shares)
CORINTHIAN COLLEGES INC	COM	218868 10 7	971,000	20,000 C	b	1	a(20,000 shares)
CORINTHIAN COLLEGES INC	COM	218868 10 7	729,000	15,000 P	b	1	a(15,000 shares)
CORIXA CORP	COM	21887F 10 0	210,000	27,200	b	1	a(27,200 shares)
CORN PRODS INTL INC	COM	219023 10 8	1,733,000	57,700	b	1	a(57,700 shares)
CORPORATE EXECUTIVE BRD CO	COM	21988R 10 2	1,111,000	27,223	b	1	a(27,223 shares)
CORRECTIONS CORP AMER NEW	COM NEW	22025Y 40 7	5,086,000	200,800	b	1	a(200,800 shares)
COUNTRYWIDE FINANCIAL CORP	COM	222372 10 4	1,447,000	20,800 C	b	1	a(20,800 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)
COUNTRYWIDE FINANCIAL CORP	COM	222372 10 4	452,000	6,500 P	b	1	a(6,500 shares)
COVANCE INC	COM	222816 10 0	4,282,000	236,600	b	1	a(236,600 shares)
COVENANT TRANS INC	CL A	22284P 10 5	186,000	10,921	b	1	a(10,921 shares)
COVENTRY HEALTH CARE INC	COM	222862 10 4	11,337,000	245,600	b	1	a(245,600 shares)
COX COMMUNICATIONS INC NEW	CL A	224044 10 7	16,578,000	519,700	b	1	a(519,700 shares)
COX COMMUNICATIONS INC NEW	CL A	224044 10 7	692,000	21,700 P	b	1	a(21,700 shares)
COX RADIO INC	CL A	224051 10 2	816,000	35,300	b	1	a(35,300 shares)
CROWN CASTLE INTL CORP	COM	228227 10 4	2,902,000	373,500	b	1	a(373,500 shares)
CROWN HOLDINGS INC	COM	228368 10 6	14,151,000	1,981,900	b	1	a(1,981,900 shares)
CROWN HOLDINGS INC	COM	228368 10 6	1,642,000	230,000 C	b	1	a(230,000 shares)
CUBIST PHARMACEUTICALS INC	COM	229678 10 7	602,000	56,469	b	1	a(56,469 shares)
CULLEN FROST BANKERS INC	COM	229899 10 9	1,737,000	54,100	b	1	a(54,100 shares)
CYBERONICS INC	COM	23251P 10 2	1,162,000	54,000	b	1	a(54,000 shares)
CYMER INC	COM	232572 10 7	6,210,000	194,006	b	1	a(194,006 shares)
CYPRESS SEMICONDUCTOR CORP	COM	232806 10 9	13,745,000	1,145,400	b	1	a(1,145,400 shares)
CYTEC INDS INC	COM	232820 10 0	1,856,000	54,900	b	1	a(54,900 shares)
CYTEC CORP	COM	232946 10 3	4,224,000	401,542	b	1	a(401,542 shares)
DHB INDS INC	COM	23321E 10 3	146,000	35,800	b	1	a(35,800 shares)
DPL INC	COM	233293 10 9	733,000	46,000	b	1	a(46,000 shares)
DQE INC	COM	23329J 10 4	1,210,000	80,300	b	1	a(80,300 shares)
DST SYS INC DEL	COM	233326 10 7	840,000	22,100	b	1	a(22,100 shares)
DST SYS INC DEL	COM	233326 10 7	380,000	10,000 P	b	1	a(10,000 shares)
DTE ENERGY CO	COM	233331 10 7	2,268,000	58,700	b	1	a(58,700 shares)
DADE BEHRING HLDGS INC	COM	23342J 20 6	1,760,000	77,856	b	1	a(77,856 shares)
DANAHER CORP DEL	COM	235851 10 2	1,068,000	15,700	b	1	a(15,700 shares)
DANIELSON HLDG CORP	COM	236274 10 6	364,000	227,700	b	1	a(227,700 shares)
DATASTREAM SYS INC	COM	238124 10 1	239,000	22,541	b	1	a(22,541 shares)
DAVE & BUSTERS INC	COM	23833N 10 4	177,000	16,200	b	1	a(16,200 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)
DAVITA-INC	COM	23918K-10-8	6,794,000	253,700	b	1	a(253,700 shares)
DEAN FOODS CO NEW	COM	242370 10 4	2,076,000	65,896	b	1	a(65,896 shares)
DEAN FOODS CO NEW	COM	242370 10 4	473,000	15,000 C	b	1	a(15,000 shares)
DEAN FOODS CO NEW	COM	242370 10 4	473,000	15,000 P	b	1	a(15,000 shares)
DEERE & CO	COM	244199 10 5	27,543,000	602,700	b	1	a(602,700 shares)
DEL MONTE FOODS CO	COM	24522P 10 3	2,703,000	305,759	b	1	a(305,759 shares)
DELIAS CORP	CL A	24688Q 10 1	84,000	119,785	b	1	a(119,785 shares)
DELL COMPUTER CORP	COM	247025 10 9	450,000	14,146	b	1	a(14,146 shares)
DELL COMPUTER CORP	COM	247025 10 9	40,755,000	1,280,000 C	b	1	a(1,280,000 shares)
DELL COMPUTER CORP	COM	247025 10 9	10,189,000	320,000 P	b	1	a(320,000 shares)
DELPHI CORP	COM	247126 10 5	4,908,000	568,700	b	1	a(568,700 shares)
DELTA AIR LINES INC DEL	COM	247361 10 8	2,622,000	178,600	b	1	a(178,600 shares)
DELTA FINANCIAL CORP	COM	247918 10 5	228,000	31,400	b	1	a(31,400 shares)
DELUXE CORP	COM	248019 10 1	6,196,000	138,300	b	1	a(138,300 shares)
DENDREON CORP	COM	24823Q 10 7	1,038,000	174,664	b	1	a(174,664 shares)
DENTSPLY INTL INC NEW	COM	249030 10 7	5,355,000	130,922	b	1	a(130,922 shares)
DEUTSCHE TELEKOM AG	SPONSORED ADR	251566 10 5	369,000	24,300	b	1	a(24,300 shares)
DEVRY INC DEL	COM	251893 10 3	1,043,000	44,800	b	1	a(44,800 shares)
DIAGEO P L C	SPON ADR NEW	25243Q 20 5	5,445,000	124,440	b	1	a(124,440 shares)
DIAL CORP NEW	COM	25247D 10 1	14,430,000	741,900	b	1	a(741,900 shares)
DIEBOLD INC	COM	253651 10 3	1,834,000	42,400	b	1	a(42,400 shares)
DIGITAL GENERATION SYS INC	COM	253921 10 0	181,000	94,508	b	1	a(94,508 shares)
DISNEY WALT CO	COM DISNEY	254687 10 6	1,270,000	64,300	b	1	a(64,300 shares)
DITECH COMMUNICATIONS CORP	COM	25500M 10 3	219,000	43,951	b	1	a(43,951 shares)
DR REDDYS LABS LTD	ADR	256135 20 3	336,000	14,400	b	1	a(14,400 shares)
DOCUMENTUM INC	COM	256159 10 4	1,113,000	56,573	b	1	a(56,573 shares)
DOLLAR GEN CORP	COM	256669 10 2	323,000	17,700	b	1	a(17,700 shares)
DOMINION RES INC VA NEW	COM	25746U 10 9	32,129,000	499,900	b	1	a(499,900 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)
DOMINION RES-INC-VA-NEW	COM	25746U-10-9	6,588,000	102,500 C	b	1	a(102,500 shares)
DOMINION RES INC VA NEW	COM	25746U 10 9	3,214,000	50,000 P	b	1	a(50,000 shares)
DONNELLEY R R & SONS CO	COM	257867 10 1	669,000	25,600	b	1	a(25,600 shares)
DOUBLECLICK INC	COM	258609 30 4	1,088,000	117,655	b	1	a(117,655 shares)
DOVER CORP	COM	260003 10 8	1,855,000	61,900	b	1	a(61,900 shares)
DOW CHEM CO	COM	260543 10 3	6,842,000	221,000	b	1	a(221,000 shares)
DU PONT E I DE NEMOURS & CO	COM	263534 10 9	970,000	23,300	b	1	a(23,300 shares)
DU PONT E I DE NEMOURS & CO	COM	263534 10 9	500,000	12,000 C	b	1	a(12,000 shares)
DUKE ENERGY CORP	COM	264399 10 6	10,414,000	522,000	b	1	a(522,000 shares)
DUPONT PHOTOMASKS INC	COM	26613X 10 1	1,020,000	54,156	b	1	a(54,156 shares)
DYCOM INDS INC	COM	267475 10 1	649,000	39,800	b	1	a(39,800 shares)
E-LOAN INC	COM	26861P 10 7	3,114,000	562,151	b	1	a(562,151 shares)
E M C CORP MASS	COM	268648 10 2	24,728,000	2,361,800	b	1	a(2,361,800 shares)
ENI S P A	SPONSORED ADR	26874R 10 8	236,000	3,100	b	1	a(3,100 shares)
EOG RES INC	COM	26875P 10 1	11,443,000	273,500	b	1	a(273,500 shares)
EOG RES INC	COM	26875P 10 1	7,740,000	185,000 C	b	1	a(185,000 shares)
EOG RES INC	COM	26875P 10 1	7,657,000	183,000 P	b	1	a(183,000 shares)
E ON AG	SPONSORED ADR	268780 10 3	748,000	14,600	b	1	a(14,600 shares)
E PIPHANY INC	COM	26881V 10 0	75,000	14,603	b	1	a(14,603 shares)
E TRADE GROUP INC	COM	269246 10 4	6,712,000	789,600	b	1	a(789,600 shares)
EARTHLINK INC	COM	270321 10 2	118,000	15,000 C	b	1	a(15,000 shares)
EAST WEST BANCORP INC	COM	27579R 10 4	320,000	8,854	b	1	a(8,854 shares)
EASTMAN KODAK CO	COM	277461 10 9	9,671,000	353,600	b	1	a(353,600 shares)
EASTMAN KODAK CO	COM	277461 10 9	2,735,000	100,000 C	b	1	a(100,000 shares)
EASTMAN KODAK CO	COM	277461 10 9	1,641,000	60,000 P	b	1	a(60,000 shares)
EATON CORP	COM	278058 10 2	16,312,000	207,502	b	1	a(207,502 shares)
EBAY INC	COM	278642 10 3	12,732,000	122,213	b	1	a(122,213 shares)
EBAY INC	COM	278642 10 3	70,947,000	681,000 C	b	1	a(681,000 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)
EBAY_INC	COM	278642 10 3	24,482,000	235,000 P	b	1	a(235,000 shares)
ECHELON CORP	COM	27874N 10 5	791,000	57,408	b	1	a(57,408 shares)
ECHOSTAR COMMUNICATIONS NEW	CL A	278762 10 9	12,312,000	355,643	b	1	a(355,643 shares)
ECLIPSYS CORP	COM	278856 10 9	626,000	59,983	b	1	a(59,983 shares)
ECOLAB INC	COM	278885 10 0	10,181,000	397,700	b	1	a(397,700 shares)
J D EDWARDS & CO	COM	281667 10 5	3,751,000	261,727	b	1	a(261,727 shares)
EDWARDS AG INC	COM	281760 10 8	1,077,000	31,500	b	1	a(31,500 shares)
EDWARDS AG INC	COM	281760 10 8	1,881,000	55,000 C	b	1	a(55,000 shares)
EDWARDS AG INC	COM	281760 10 8	1,026,000	30,000 P	b	1	a(30,000 shares)
EL PASO CORP	COM	28336L 10 9	1,561,000	193,200	b	1	a(193,200 shares)
EL PASO CORP	COM	28336L 10 9	81,000	10,000 P	b	1	a(10,000 shares)
EL PASO ELEC CO	COM NEW	283677 85 4	371,000	30,100	b	1	a(30,100 shares)
ELAN PLC	ADR	284131 20 8	134,000	23,684	b	1	a(23,684 shares)
ELECTRONICS FOR IMAGING INC	DBCV 1.500% 6/	284745 AA 4	4,090,000	4,000,000	b	1	a(4,000,000 shares)
ELECTRONIC ARTS INC	COM	285512 10 9	5,697,000	77,000 C	b	1	a(77,000 shares)
ELECTRONIC ARTS INC	COM	285512 10 9	2,220,000	30,000 P	b	1	a(30,000 shares)
ELECTRONIC DATA SYS NEW	COM	285661 10 4	2,351,000	109,600	b	1	a(109,600 shares)
ELECTRONICS BOUTIQUE HLDGS C	COM	286045 10 9	550,000	23,806	b	1	a(23,806 shares)
ELECTRONICS FOR IMAGING INC	COM	286082 10 2	971,000	47,837	b	1	a(47,837 shares)
EMBARCADERO TECHNOLOGIES INC	COM	290787 10 0	84,000	11,960	b	1	a(11,960 shares)
EMCOR GROUP INC	COM	29084Q 10 0	6,437,000	130,400	b	1	a(130,400 shares)
EMERSON ELEC CO	COM	291011 10 4	19,096,000	373,700	b	1	a(373,700 shares)
EMERSON ELEC CO	COM	291011 10 4	741,000	14,500 C	b	1	a(14,500 shares)
EMERSON RADIO CORP	COM NEW	291087 20 3	597,000	88,800	b	1	a(88,800 shares)
EMPRESA NACIONAL DE ELCTRCID	SPONSORED ADR	29244T 10 1	115,000	12,800	b	1	a(12,800 shares)
EMULEX CORP	COM NEW	292475 20 9	10,155,000	446,000	b	1	a(446,000 shares)
ENCANA CORP	COM	292505 10 4	728,000	19,000 C	b	1	a(19,000 shares)
ENCANA CORP	COM	292505 10 4	1,628,000	42,500 P	b	1	a(42,500 shares)

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113,734,000

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)
ENERGY EAST CORP	COM	29266M 10 9	1,937,000	93,300	b	1	a(93,300 shares)
ENERGIS S A	SPONSORED ADR	29274F 10 4	97,000	21,900	b	1	a(21,900 shares)
ENGINEERED SUPPORT SYS INC	COM	292866 10 0	488,000	11,649	b	1	a(11,649 shares)
ENNIS BUSINESS FORMS INC	COM	293389 10 2	166,000	11,400	b	1	a(11,400 shares)
ENPRO INDS INC	COM	29355X 10 7	252,000	23,600	b	1	a(23,600 shares)
ENTERASYS NETWORKS INC	COM	293637 10 4	2,852,000	941,300	b	1	a(941,300 shares)
ENTREMED INC	COM	29382F 10 3	955,000	230,064	b	1	a(230,064 shares)
ENZON PHARMACEUTICALS INC	COM	293904 10 8	3,477,000	277,703	b	1	a(277,703 shares)
ENZO BIOCHEM INC	COM	294100 10 2	282,000	13,108	b	1	a(13,108 shares)
EQUIFAX INC	COM	294429 10 5	668,000	25,700	b	1	a(25,700 shares)
EQUIFAX INC	COM	294429 10 5	390,000	15,000 C	b	1	a(15,000 shares)
ETHAN ALLEN INTERIORS INC	COM	297602 10 4	2,570,000	73,100	b	1	a(73,100 shares)
EXACT SCIENCES CORP	COM	30063P 10 5	230,000	21,018	b	1	a(21,018 shares)
EXAR CORP	COM	300645 10 8	1,726,000	109,036	b	1	a(109,036 shares)
EXELON CORP	COM	30161N 10 1	3,738,000	62,500 C	b	1	a(62,500 shares)
EXELIXIS INC	COM	30161Q 10 4	1,303,000	187,761	b	1	a(187,761 shares)
EXPEDIA INC	CL A	302125 10 9	17,098,000	223,859	b	1	a(223,859 shares)
EXPEDIA INC	CL A	302125 10 9	52,580,000	688,400 C	b	1	a(688,400 shares)
EXPEDIA INC	CL A	302125 10 9	9,028,000	118,200 P	b	1	a(118,200 shares)
EXPEDITORS INTL WASH INC	COM	302130 10 9	1,431,000	41,313	b	1	a(41,313 shares)
EXPRESS SCRIPTS INC	COM	302182 10 0	342,000	5,000 C	b	1	a(5,000 shares)
EXPRESS SCRIPTS INC	COM	302182 10 0	956,000	14,000 P	b	1	a(14,000 shares)
EXTREME NETWORKS INC	COM	30226D 10 6	2,263,000	426,899	b	1	a(426,899 shares)
EXXON MOBIL CORP	COM	30231G 10 2	2,147,000	59,800	b	1	a(59,800 shares)
EXXON MOBIL CORP	COM	30231G 10 2	12,928,000	360,000 P	b	1	a(360,000 shares)
F&M BANCORP MD	COM	302367 10 7	237,000	4,799	b	1	a(4,799 shares)
FEI CO	COM	30241L 10 9	3,581,000	190,900	b	1	a(190,900 shares)
FLIR SYS INC	COM	302445 10 1	4,228,000	140,237	b	1	a(140,237 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)
FLIR_SYS_INC	COM	302445 10 1	1,939,000	64,300 C	b	1	a(64,300 shares)
FLIR SYS INC	COM	302445 10 1	905,000	30,000 P	b	1	a(30,000 shares)
F M C CORP	COM NEW	302491 30 3	1,647,000	72,800	b	1	a(72,800 shares)
FMC TECHNOLOGIES INC	COM	302490 10 1	895,000	42,500	b	1	a(42,500 shares)
FPL GROUP INC	COM	302571 10 4	936,000	14,000 C	b	1	a(14,000 shares)
FTI CONSULTING INC	COM	302941 10 9	9,989,000	400,050	b	1	a(400,050 shares)
FACTORY 2-U INC	COM	303072 10 2	60,000	12,070	b	1	a(12,070 shares)
FAIR ISAAC CORP	COM	303250 10 4	664,000	12,900	b	1	a(12,900 shares)
FAIRCHILD SEMICONDUCTOR INTL	COM	303726 10 3	295,000	23,100	b	1	a(23,100 shares)
FAIRMONT HOTELS RESORTS INC	COM	305204 10 9	1,620,000	70,775	b	1	a(70,775 shares)
FEDERAL AGRIC MTG CORP	CL C	313148 30 6	586,000	26,200	b	1	a(26,200 shares)
FEDERAL HOME LN MTG CORP	COM	313400 30 1	2,803,000	55,200	b	1	a(55,200 shares)
FEDERAL NATL MTG ASSN	COM	313586 10 9	17,541,000	260,100	b	1	a(260,100 shares)
FEDERAL NATL MTG ASSN	COM	313586 10 9	11,937,000	177,000 C	b	1	a(177,000 shares)
FEDERAL SIGNAL CORP	COM	313855 10 8	1,204,000	68,500	b	1	a(68,500 shares)
FEDERATED INVS INC PA	CL B	314211 10 3	4,574,000	166,800	b	1	a(166,800 shares)
FEDEX CORP	COM	31428X 10 6	9,708,000	156,500 C	b	1	a(156,500 shares)
FEDEX CORP	COM	31428X 10 6	7,834,000	126,300 P	b	1	a(126,300 shares)
FERRO CORP	COM	315405 10 0	1,399,000	62,100	b	1	a(62,100 shares)
FIDELITY NATL FINL INC	COM	316326 10 7	2,579,000	83,850	b	1	a(83,850 shares)
FIRST AMERN CORP CALIF	COM	318522 30 7	2,340,000	88,800	b	1	a(88,800 shares)
FIRST BANCORP P R	COM	318672 10 2	420,000	15,300	b	1	a(15,300 shares)
FIRST HEALTH GROUP CORP	COM	320960 10 7	5,436,000	196,954	b	1	a(196,954 shares)
FIRST NIAGARA FINL GP INC	COM	33582V 10 8	963,000	68,963	b	1	a(68,963 shares)
FIRST TENN NATL CORP	COM	337162 10 1	1,576,000	35,900	b	1	a(35,900 shares)
FIRST VA BANKS INC	COM	337477 10 3	6,580,000	152,600	b	1	a(152,600 shares)
FIRST VA BANKS INC	COM	337477 10 3	949,000	22,000 P	b	1	a(22,000 shares)
FIRSTFED FINL CORP	COM	337907 10 9	236,000	6,700	b	1	a(6,700 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)
FIRSTENERGY-CORP	COM	337932-10-7	311,000	8,100	b	1	a(8,100 shares)
FLEETBOSTON FINL CORP	COM	339030 10 8	2,638,000	88,800	b	1	a(88,800 shares)
FLORIDA ROCK INDS INC	COM	341140 10 1	1,866,000	45,200	b	1	a(45,200 shares)
FLUOR CORP NEW	COM	343412 10 2	5,564,000	165,400	b	1	a(165,400 shares)
FLOW INTL CORP	COM	343468 10 4	58,000	41,198	b	1	a(41,198 shares)
FLOWERS FOODS INC	COM	343498 10 1	4,080,000	206,500	b	1	a(206,500 shares)
FOMENTO ECONOMICO MEXICANO S	SPON ADR UNITS	344419 10 6	2,472,000	60,000	b	1	a(60,000 shares)
FORD MTR CO CAP TR II	PFD TR CV6.5%	345395 20 6	13,073,000	300,000	b	1	a(300,000 shares)
FOREST OIL CORP	COM PAR \$0.01	346091 70 5	3,195,000	127,200	b	1	a(127,200 shares)
FOX ENTMT GROUP INC	CL A	35138T 10 7	4,021,000	139,700	b	1	a(139,700 shares)
FRANKLIN RES INC	COM	354613 10 1	4,075,000	104,300	b	1	a(104,300 shares)
FREDS INC	CL A	356108 10 0	2,404,000	64,651	b	1	a(64,651 shares)
FRONTIER OIL CORP	COM	35914P 10 5	696,000	45,800	b	1	a(45,800 shares)
FULLER H B CO	COM	359694 10 6	768,000	34,900	b	1	a(34,900 shares)
FURNITURE BRANDS INTL INC	COM	360921 10 0	206,000	7,900	b	1	a(7,900 shares)
GATX CORP	COM	361448 10 3	5,034,000	307,900	b	1	a(307,900 shares)
GALLAHER GROUP PLC	SPONSORED ADR	363595 10 9	1,148,000	29,000	b	1	a(29,000 shares)
GAMESTOP CORP	CL A	36466R 10 1	2,240,000	173,400	b	1	a(173,400 shares)
GANNETT INC	COM	364730 10 1	1,567,000	20,400	b	1	a(20,400 shares)
GANNETT INC	COM	364730 10 1	5,991,000	78,000	b	1	a(78,000 shares)
GANNETT INC	COM	364730 10 1	6,990,000	91,000	b	1	a(91,000 shares)
GAP INC DEL	COM	364760 10 8	11,264,000	600,400	b	1	a(600,400 shares)
GARTNER INC	COM	366651 10 7	1,261,000	166,300	b	1	a(166,300 shares)
GATEWAY INC	COM	367626 10 8	517,000	141,700	b	1	a(141,700 shares)
GEN-PROBE INC NEW	COM	36866T 10 3	3,591,000	87,646	b	1	a(87,646 shares)
GENCORP INC	COM	368682 10 0	536,000	60,300	b	1	a(60,300 shares)
GENENTECH INC	COM NEW	368710 40 6	678,000	9,400	b	1	a(9,400 shares)
GENERAL DYNAMICS CORP	COM	369550 10 8	2,494,000	34,400	b	1	a(34,400 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)
GENERAL DYNAMICS CORP	COM	369550 10 8	16,313,000	225,000 C	b	1	a(225,000 shares)
GENERAL DYNAMICS CORP	COM	369550 10 8	13,840,000	190,900 P	b	1	a(190,900 shares)
GENERAL ELEC CO	COM	369504 10 3	56,520,000	1,970,710	b	1	a(1,970,710 shares)
GENERAL MLS INC	COM	370334 10 4	5,718,000	120,600 C	b	1	a(120,600 shares)
GENERAL MLS INC	COM	370334 10 4	3,414,000	72,000 P	b	1	a(72,000 shares)
GENERAL MTRS CORP	CL H NEW	370442 83 2	17,652,000	1,378,000	b	1	a(1,378,000 shares)
GENERAL MTRS CORP	COM	370442 10 5	39,168,000	1,088,000	b	1	a(1,088,000 shares)
GENERAL SEMICONDUCTOR INC	NOTE 5.750%12/	370787 AB 9	6,581,000	6,500,000	b	1	a(6,500,000 shares)
GENESIS MICROCHIP INC DEL	COM	37184C 10 3	1,424,000	105,200	b	1	a(105,200 shares)
GENESIS MICROCHIP INC DEL	COM	37184C 10 3	2,027,000	149,700 P	b	1	a(149,700 shares)
GENTEX CORP	COM	371901 10 9	6,766,000	221,052	b	1	a(221,052 shares)
GENZYME CORP	COM BIOSURGERY	372917 70 8	433,000	218,639	b	1	a(218,639 shares)
GENZYME CORP	COM GENL DIV	372917 10 4	13,629,000	326,055	b	1	a(326,055 shares)
GENZYME CORP	COM GENL DIV	372917 10 4	2,090,000	50,000 C	b	1	a(50,000 shares)
GENZYME CORP	COM-MOLECULAR	372917 50 0	99,000	42,181	b	1	a(42,181 shares)
GEORGIA GULF CORP	COM PAR \$0.01	373200 20 3	4,126,000	208,400	b	1	a(208,400 shares)
GEORGIA PAC CORP	COM	373298 10 8	13,968,000	737,100	b	1	a(737,100 shares)
GEORGIA PAC CORP	COM	373298 10 8	7,936,000	418,800 C	b	1	a(418,800 shares)
GERBER SCIENTIFIC INC	COM	373730 10 0	117,000	17,500	b	1	a(17,500 shares)
GERON CORP	COM	374163 10 3	1,077,000	146,300	b	1	a(146,300 shares)
GETTY IMAGES INC	COM	374276 10 3	11,073,000	268,100	b	1	a(268,100 shares)
GETTY IMAGES INC	COM	374276 10 3	1,239,000	30,000 C	b	1	a(30,000 shares)
GEVITY HR INC	COM	374393 10 6	393,000	33,397	b	1	a(33,397 shares)
GILEAD SCIENCES INC	COM	375558 10 3	845,000	15,200	b	1	a(15,200 shares)
GILLETTE CO	COM	375766 10 2	3,097,000	97,200	b	1	a(97,200 shares)
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W 10 5	3,389,000	83,600	b	1	a(83,600 shares)
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W 10 5	4,865,000	120,000 C	b	1	a(120,000 shares)
GLOBAL INDS LTD	COM	379336 10 0	272,000	56,333	b	1	a(56,333 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)
GLOBESPANVIRATA INC	COM	37957V 10 6	970,000	117,524	b	1	a(117,524 shares)
GOLD FIELDS LTD NEW	SPONSORED ADR	38059T 10 6	4,213,000	345,900	b	1	a(345,900 shares)
GOLDCORP INC NEW	COM	380956 40 9	1,153,000	96,100	b	1	a(96,100 shares)
GOLDEN WEST FINL CORP DEL	COM	381317 10 6	1,920,000	24,000	b	1	a(24,000 shares)
GOLDMAN SACHS GROUP INC	COM	38141G 10 4	6,893,000	82,300	b	1	a(82,300 shares)
GOLDMAN SACHS GROUP INC	COM	38141G 10 4	17,546,000	209,500	c	1	a(209,500 shares)
GOODYEAR TIRE & RUBR CO	COM	382550 10 1	7,264,000	1,383,700	b	1	a(1,383,700 shares)
GRACE W R & CO DEL NEW	COM	38388F 10 8	1,969,000	446,500	b	1	a(446,500 shares)
GRACO INC	COM	384109 10 4	659,000	20,600	b	1	a(20,600 shares)
GRAINGER W W INC	COM	384802 10 4	9,146,000	195,600	b	1	a(195,600 shares)
GRAINGER W W INC	COM	384802 10 4	585,000	12,500	c	1	a(12,500 shares)
GRANT PRIDECO INC	COM	38821G 10 1	607,000	51,700	b	1	a(51,700 shares)
GREAT LAKES CHEM CORP	COM	390568 10 3	2,554,000	125,200	b	1	a(125,200 shares)
GREAT PLAINS ENERGY INC	COM	391164 10 0	5,103,000	176,700	b	1	a(176,700 shares)
GREENPOINT FINL CORP	COM	395384 10 0	6,220,000	122,100	b	1	a(122,100 shares)
GREY WOLF INC	COM	397888 10 8	1,658,000	410,300	b	1	a(410,300 shares)
GRIFFON CORP	COM	398433 10 2	814,000	50,900	b	1	a(50,900 shares)
GROUP 1 SOFTWARE INC NEW	COM	39943Y 10 3	295,000	16,098	b	1	a(16,098 shares)
GRUPE DANONE	SPONSORED ADR	399449 10 7	1,496,000	53,900	b	1	a(53,900 shares)
GRUPO FINANCIARO GALICIA S A	SP ADR 10 SH B	399909 10 0	225,000	51,000	b	1	a(51,000 shares)
GTECH HLDGS CORP	COM	400518 10 6	1,611,000	42,800	b	1	a(42,800 shares)
GUCCI GROUP N V	COM NY REG	401566 10 4	5,008,000	51,100	b	1	a(51,100 shares)
GUCCI GROUP N V	COM NY REG	401566 10 4	4,900,000	50,000	c	1	a(50,000 shares)
GUCCI GROUP N V	COM NY REG	401566 10 4	735,000	7,500	p	1	a(7,500 shares)
GUIDANT CORP	COM	401698 10 5	666,000	15,000	c	1	a(15,000 shares)
GUIDANT CORP	COM	401698 10 5	1,110,000	25,000	p	1	a(25,000 shares)
HCA INC	COM	404119 10 9	16,981,000	530,000	b	1	a(530,000 shares)
HCA INC	COM	404119 10 9	4,582,000	143,000	c	1	a(143,000 shares)

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106,883,000

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)
HCA INC	COM	404119 10 9	801,000	25,000 P	b	1	a(25,000 shares)
HSBC HLDGS PLC	SPON ADR NEW	404280 40 6	14,018,000	237,149	b	1	a(237,149 shares)
HALLIBURTON CO	COM	406216 10 1	14,610,000	635,200	b	1	a(635,200 shares)
HALLIBURTON CO	COM	406216 10 1	24,067,000	1,046,400 C	b	1	a(1,046,400 shares)
HALLIBURTON CO	COM	406216 10 1	2,300,000	100,000 P	b	1	a(100,000 shares)
HANCOCK JOHN FINL SVCS INC	COM	410145 10 6	10,384,000	337,900	b	1	a(337,900 shares)
HARBOR FLA BANCSHARES INC	COM	411901 10 1	235,000	9,801	b	1	a(9,801 shares)
HARLAND JOHN H CO	COM	412693 10 3	5,287,000	202,100	b	1	a(202,100 shares)
HARMAN INTL INDS INC	COM	413086 10 9	2,089,000	26,400	b	1	a(26,400 shares)
HARMAN INTL INDS INC	COM	413086 10 9	4,669,000	59,000 C	b	1	a(59,000 shares)
HARMAN INTL INDS INC	COM	413086 10 9	1,504,000	19,000 P	b	1	a(19,000 shares)
HARRAHS ENTMT INC	COM	413619 10 7	30,945,000	769,000	b	1	a(769,000 shares)
HARRAHS ENTMT INC	COM	413619 10 7	1,207,000	30,000 P	b	1	a(30,000 shares)
HARRIS CORP DEL	COM	413875 10 5	535,000	17,800	b	1	a(17,800 shares)
HARSCO CORP	COM	415864 10 7	1,006,000	27,900	b	1	a(27,900 shares)
HARTFORD FINL SVCS GROUP INC	COM	416515 10 4	58,342,000	1,158,500	b	1	a(1,158,500 shares)
HEALTH MGMT ASSOC INC NEW	CL A	421933 10 2	4,640,000	251,500	b	1	a(251,500 shares)
HEALTH NET INC	COM	422226 10 8	14,201,000	431,000	b	1	a(431,000 shares)
HEALTHTRONICS SURGICAL SVS I	COM	422221 10 7	210,000	23,336	b	1	a(23,336 shares)
HEARST-ARGYLE TELEVISION INC	COM	422317 10 7	1,274,000	49,200	b	1	a(49,200 shares)
HECLA MNG CO	COM	422704 10 6	853,000	201,600	b	1	a(201,600 shares)
HEIDRICK & STRUGGLES INTL IN	COM	422819 10 2	249,000	19,756	b	1	a(19,756 shares)
HEINZ H J CO	COM	423074 10 3	7,282,000	220,800	b	1	a(220,800 shares)
HERCULES INC	COM	427056 10 6	563,000	56,900	b	1	a(56,900 shares)
HERSHEY FOODS CORP	COM	427866 10 8	313,000	4,500	b	1	a(4,500 shares)
HERSHEY FOODS CORP	COM	427866 10 8	2,626,000	37,700 C	b	1	a(37,700 shares)
HERSHEY FOODS CORP	COM	427866 10 8	1,742,000	25,000 P	b	1	a(25,000 shares)
HEWITT ASSOCS INC	COM	42822Q 10 0	1,613,000	68,500	b	1	a(68,500 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)
HEWLETT-PACKARD-CO	COM	428236 10 3	3,345,000	157,049	b	1	a(157,049 shares)
HI-TECH PHARMACAL INC	COM	428408 10 1	920,000	22,628	b	1	a(22,628 shares)
HIBBETT SPORTING GOODS INC	COM	428565 10 5	455,000	13,813	b	1	a(13,813 shares)
HIBERNIA CORP	CL A	428656 10 2	4,104,000	226,000	b	1	a(226,000 shares)
HILLENBRAND INDS INC	COM	431573 10 4	7,194,000	142,600	b	1	a(142,600 shares)
HILTON HOTELS CORP	COM	432848 10 9	15,044,000	1,176,200	b	1	a(1,176,200 shares)
HISPANIC BROADCASTING CORP	CL A	433578 10 4	22,757,000	894,200	b	1	a(894,200 shares)
HISPANIC BROADCASTING CORP	CL A	433578 10 4	636,000	25,000 C	b	1	a(25,000 shares)
HOLLYWOOD ENTMT CORP	COM	436141 10 5	523,000	30,399	b	1	a(30,399 shares)
HOLLYWOOD ENTMT CORP	COM	436141 10 5	3,698,000	215,000 C	b	1	a(215,000 shares)
HOME DEPOT INC	COM	437076 10 2	34,892,000	1,053,500	b	1	a(1,053,500 shares)
HOME DEPOT INC	COM	437076 10 2	48,720,000	1,471,000 C	b	1	a(1,471,000 shares)
HON INDS INC	COM	438092 10 8	1,678,000	55,000	b	1	a(55,000 shares)
HONDA MOTOR LTD	AMERN SHS	438128 30 8	2,240,000	117,600	b	1	a(117,600 shares)
HONEYWELL INTL INC	COM	438516 10 6	26,012,000	968,800	b	1	a(968,800 shares)
HORMEL FOODS CORP	COM	440452 10 0	3,318,000	140,000	b	1	a(140,000 shares)
HOT TOPIC INC	COM	441339 10 8	4,673,000	173,662	b	1	a(173,662 shares)
HOTELS COM	COM	441477 10 8	0	19,000 C	b	1	a(19,000 shares)
HOUSTON EXPL CO	COM	442120 10 1	593,000	17,100	b	1	a(17,100 shares)
HUBBELL INC	CL B	443510 20 1	1,546,000	46,700	b	1	a(46,700 shares)
HUMAN GENOME SCIENCES INC	COM	444903 10 8	8,134,000	639,470	b	1	a(639,470 shares)
HUNTINGTON BANCSHARES INC	COM	446150 10 4	2,200,000	112,680	b	1	a(112,680 shares)
HUTCHINSON TECHNOLOGY INC	COM	448407 10 6	253,000	7,700	b	1	a(7,700 shares)
IDT CORP	COM	448947 10 1	1,867,000	104,300	b	1	a(104,300 shares)
HYPERION SOLUTIONS CORP	COM	44914M 10 4	2,235,000	66,192	b	1	a(66,192 shares)
ICOS CORP	COM	449295 10 4	5,823,000	158,455	b	1	a(158,455 shares)
ICOS CORP	COM	449295 10 4	1,536,000	41,800 C	b	1	a(41,800 shares)
ICOS CORP	COM	449295 10 4	735,000	20,000 P	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)
ID-BIOMEDICAL CORP	COM	449360 10 8	882,000	85,962	b	1	a(85,962 shares)
IDEC PHARMACEUTICALS CORP	COM	449370 10 5	330,000	9,700	b	1	a(9,700 shares)
IGEN INC	COM	449536 10 1	14,273,000	454,562	b	1	a(454,562 shares)
IMS HEALTH INC	COM	449934 10 8	20,719,000	1,151,714	b	1	a(1,151,714 shares)
ITT EDUCATIONAL SERVICES INC	COM	450688 10 9	3,144,000	107,500	b	1	a(107,500 shares)
ITT EDUCATIONAL SERVICES INC	COM	450688 10 9	439,000	15,000 C	b	1	a(15,000 shares)
ITXC CORP	COM	45069F 10 9	156,000	59,914	b	1	a(59,914 shares)
ITT INDS INC IND	COM	450911 10 2	478,000	7,300	b	1	a(7,300 shares)
ITT INDS INC IND	COM	450911 10 2	1,047,000	16,000 P	b	1	a(16,000 shares)
IDEXX LABS INC	COM	45168D 10 4	2,620,000	77,802	b	1	a(77,802 shares)
IKON OFFICE SOLUTIONS INC	COM	451713 10 1	337,000	37,900	b	1	a(37,900 shares)
ILLINOIS TOOL WKS INC	COM	452308 10 9	6,355,000	96,500	b	1	a(96,500 shares)
IMATION CORP	COM	45245A 10 7	6,861,000	181,400	b	1	a(181,400 shares)
IMCLONE SYS INC	COM	45245W 10 9	7,508,000	237,459	b	1	a(237,459 shares)
IMCLONE SYS INC	COM	45245W 10 9	3,826,000	121,000 C	b	1	a(121,000 shares)
IMCLONE SYS INC	NOTE 5.500% 3/	45245W AD 1	931,000	1,000,000	b	1	a(1,000,000 shares)
IMPAC MED SYS INC	COM	45255A 10 4	623,000	29,822	b	1	a(29,822 shares)
IMPATH INC	COM	45255G 10 1	335,000	23,678	b	1	a(23,678 shares)
IMPERIAL OIL LTD	COM NEW	453038 40 8	429,000	12,300	b	1	a(12,300 shares)
INAMED CORP	COM	453235 10 3	613,000	11,415	b	1	a(11,415 shares)
INAMED CORP	COM	453235 10 3	644,000	12,000 C	b	1	a(12,000 shares)
INCYTE CORP	COM	45337C 10 2	1,004,000	216,406	b	1	a(216,406 shares)
INDEPENDENCE CMNTY BK CORP	COM	453414 10 4	530,000	18,789	b	1	a(18,789 shares)
INDEVUS PHARMACEUTICALS INC	COM	454072 10 9	538,000	86,285	b	1	a(86,285 shares)
INFINITY PPTY & CAS CORP	COM	45665Q 10 3	838,000	35,438	b	1	a(35,438 shares)
INFORMATICA CORP	COM	45666Q 10 2	454,000	65,700	b	1	a(65,700 shares)
INFONET SVCS CORP	CL B	45666T 10 6	390,000	245,100	b	1	a(245,100 shares)
INFORMATION HLDS INC	COM	456727 10 6	215,000	11,800	b	1	a(11,800 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)
INFOSPACE_INC	COM_NEW	45678T 20 1	4,530,000	333,857	b	1	a(333,857 shares)
INNOVEX INC	COM	457647 10 5	137,000	13,552	b	1	a(13,552 shares)
INSIGNIA FINL GROUP INC NEW	COM	45767A 10 5	273,000	24,600	b	1	a(24,600 shares)
INSIGHT COMMUNICATIONS INC	CL A	45768V 10 8	1,893,000	143,633	b	1	a(143,633 shares)
INSPIRE PHARMACEUTICALS INC	COM	457733 10 3	3,942,000	364,984	b	1	a(364,984 shares)
INSTINET GROUP INC	COM	457750 10 7	543,000	116,434	b	1	a(116,434 shares)
INTEGRA LIFESCIENCES HLDGS C	COM_NEW	457985 20 8	467,000	17,700	b	1	a(17,700 shares)
INTEGRATED DEVICE TECHNOLOGY	COM	458118 10 6	8,475,000	766,991	b	1	a(766,991 shares)
INTEL CORP	COM	458140 10 0	18,950,000	911,764	b	1	a(911,764 shares)
INTEL CORP	COM	458140 10 0	82,824,000	3,985,000 C	b	1	a(3,985,000 shares)
INTERACTIVE DATA CORP	COM	45840J 10 7	322,000	19,040	b	1	a(19,040 shares)
INTERDIGITAL COMMUNICATIONS	COM	45866A 10 5	8,673,000	371,100	b	1	a(371,100 shares)
INTERMAGNETICS GEN CORP	COM	458771 10 2	288,000	14,530	b	1	a(14,530 shares)
INTERMUNE INC	COM	45884X 10 3	287,000	17,786	b	1	a(17,786 shares)
INTERNATIONAL BUSINESS MACHS	COM	459200 10 1	776,000	9,400	b	1	a(9,400 shares)
INTERNATIONAL BUSINESS MACHS	COM	459200 10 1	287,843,000	3,489,000 C	b	1	a(3,489,000 shares)
INTERNATIONAL BUSINESS MACHS	COM	459200 10 1	57,214,000	693,500 P	b	1	a(693,500 shares)
INTERNATIONAL FLAVORS&FRAGRA	COM	459506 10 1	1,325,000	41,500	b	1	a(41,500 shares)
INTERNATIONAL GAME TECHNOLOG	COM	459902 10 2	5,782,000	56,500 C	b	1	a(56,500 shares)
INTERNATIONAL GAME TECHNOLOG	COM	459902 10 2	1,944,000	19,000 P	b	1	a(19,000 shares)
INTERNATIONAL MULTIFOODS COR	COM	460043 10 2	369,000	16,100	b	1	a(16,100 shares)
INTL PAPER CO	COM	460146 10 3	565,000	15,800	b	1	a(15,800 shares)
INTL PAPER CO	COM	460146 10 3	23,403,000	655,000 C	b	1	a(655,000 shares)
INTL PAPER CO	COM	460146 10 3	4,255,000	119,100 P	b	1	a(119,100 shares)
INTERNATIONAL RECTIFIER CORP	COM	460254 10 5	284,000	10,600	b	1	a(10,600 shares)
INTERNATIONAL SPEEDWAY CORP	CL A	460335 20 1	1,849,000	46,805	b	1	a(46,805 shares)
INTERNET SEC SYS INC	COM	46060X 10 7	1,935,000	133,526	b	1	a(133,526 shares)
INTERPUBLIC GROUP COS INC	COM	460690 10 0	158,000	11,800	b	1	a(11,800 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)
INTERPUBLIC GROUP COS INC	NOTE 1.800% 9/	460690 AF 7	2,882,000	3,000,000	b	1	a(3,000,000 shares)
INTERSTATE BAKERIES CORP DEL	COM	46072H 10 8	5,377,000	423,400	b	1	a(423,400 shares)
INTERWOVEN INC	COM	46114T 10 2	143,000	64,618	b	1	a(64,618 shares)
INVACARE CORP	COM	461203 10 1	545,000	16,500	b	1	a(16,500 shares)
INVERNESS MED INNOVATIONS IN	COM	46126P 10 6	197,000	10,200	b	1	a(10,200 shares)
INVISION TECHNOLOGIES INC	COM	461851 10 7	1,194,000	48,032	b	1	a(48,032 shares)
INVISION TECHNOLOGIES INC	COM	461851 10 7	13,668,000	550,000 C	b	1	a(550,000 shares)
INVITROGEN CORP	COM	46185R 10 0	7,329,000	190,998	b	1	a(190,998 shares)
INVESTORS FINL SERVICES CORP	COM	461915 10 0	421,000	14,500 C	b	1	a(14,500 shares)
IOMEGA CORP	COM NEW	462030 30 5	1,011,000	95,400	b	1	a(95,400 shares)
IRON MTN INC PA	COM	462846 10 6	5,656,000	152,500	b	1	a(152,500 shares)
IRON MTN INC PA	COM	462846 10 6	4,002,000	107,900 C	b	1	a(107,900 shares)
IRON MTN INC PA	COM	462846 10 6	3,338,000	90,000 P	b	1	a(90,000 shares)
ISIS PHARMACEUTICALS INC	COM	464330 10 9	201,000	37,900	b	1	a(37,900 shares)
IVAX CORP	COM	465823 10 2	2,849,000	159,600	b	1	a(159,600 shares)
JDS UNIPHASE CORP	COM	46612J 10 1	4,192,000	1,194,245	b	1	a(1,194,245 shares)
J JILL GROUP INC	COM	466189 10 7	360,000	21,373	b	1	a(21,373 shares)
J P MORGAN CHASE & CO	COM	46625H 10 0	16,674,000	487,820	b	1	a(487,820 shares)
J P MORGAN CHASE & CO	COM	46625H 10 0	10,230,000	299,300 C	b	1	a(299,300 shares)
J P MORGAN CHASE & CO	COM	46625H 10 0	5,127,000	150,000 P	b	1	a(150,000 shares)
JACOBS ENGR GROUP INC DEL	COM	469814 10 7	2,601,000	61,700	b	1	a(61,700 shares)
JACUZZI BRANDS INC	COM	469865 10 9	1,782,000	336,800	b	1	a(336,800 shares)
JANUS CAP GROUP INC	COM	47102X 10 5	2,344,000	142,900	b	1	a(142,900 shares)
JETBLUE AWYS CORP	COM	477143 10 1	3,235,000	76,500 C	b	1	a(76,500 shares)
JOHNSON & JOHNSON	COM	478160 10 4	36,243,000	701,024	b	1	a(701,024 shares)
JOHNSON & JOHNSON	COM	478160 10 4	72,333,000	1,399,100 C	b	1	a(1,399,100 shares)
JOHNSON & JOHNSON	COM	478160 10 4	67,107,000	1,298,000 P	b	1	a(1,298,000 shares)
JOHNSON CTLS INC	COM	478366 10 7	3,082,000	36,000	b	1	a(36,000 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)
JONES APPAREL GROUP INC	COM	480074 10 3	16,429,000	561,500	b	1	a(561,500 shares)
JONES APPAREL GROUP INC	COM	480074 10 3	4,682,000	160,000	c	1	a(160,000 shares)
JONES APPAREL GROUP INC	COM	480074 10 3	2,633,000	90,000	P	1	a(90,000 shares)
JONES APPAREL GROUP INC /	NOTE	2/ 480081 AD 0	2,741,000	5,000,000	b	1	a(5,000,000 shares)
JONES LANG LASALLE INC	COM	48020Q 10 7	280,000	17,700	b	1	a(17,700 shares)
JOURNAL REGISTER CO	COM	481138 10 5	333,000	18,400	b	1	a(18,400 shares)
JUNIPER NETWORKS INC	COM	48203R 10 4	11,216,000	906,670	b	1	a(906,670 shares)
KFX INC	COM	48245L 10 7	51,000	13,200	b	1	a(13,200 shares)
KT CORP	SPONSORED ADR	48268K 10 1	14,863,000	754,100	b	1	a(754,100 shares)
KAYDON CORP	COM	486587 10 8	2,540,000	122,100	b	1	a(122,100 shares)
KEANE INC	COM	486665 10 2	1,168,000	85,700	b	1	a(85,700 shares)
KB HOME	COM	48666K 10 9	17,447,000	281,500	b	1	a(281,500 shares)
KEMET CORP	COM	488360 10 8	357,000	35,300	b	1	a(35,300 shares)
KERR MCGEE CORP	COM	492386 10 7	2,500,000	55,800	b	1	a(55,800 shares)
KEY ENERGY SVCS INC	COM	492914 10 6	1,684,000	157,100	b	1	a(157,100 shares)
KEYSPAN CORP	COM	49337W 10 0	20,529,000	579,100	b	1	a(579,100 shares)
KIMBERLY CLARK CORP	COM	494368 10 3	14,083,000	270,100	b	1	a(270,100 shares)
KIMBERLY CLARK CORP	COM	494368 10 3	5,214,000	100,000	C	1	a(100,000 shares)
KIMBERLY CLARK CORP	COM	494368 10 3	15,981,000	306,500	P	1	a(306,500 shares)
KING PHARMACEUTICALS INC	COM	495582 10 8	2,737,000	185,400	b	1	a(185,400 shares)
KIRKLANDS INC	COM	497498 10 5	507,000	31,364	b	1	a(31,364 shares)
KNIGHT RIDDER INC	COM	499040 10 3	1,206,000	17,500	C	1	a(17,500 shares)
KNIGHT RIDDER INC	COM	499040 10 3	345,000	5,000	P	1	a(5,000 shares)
KOHL'S CORP	COM	500255 10 4	1,007,000	19,600	b	1	a(19,600 shares)
KOHL'S CORP	COM	500255 10 4	2,389,000	46,500	C	1	a(46,500 shares)
KOHL'S CORP	COM	500255 10 4	4,881,000	95,000	P	1	a(95,000 shares)
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472 30 3	7,724,000	404,200	b	1	a(404,200 shares)
KOS PHARMACEUTICALS INC	COM	500648 10 0	263,000	11,200	b	1	a(11,200 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)
KRISPY_KREME_DOUGHNUTS_INC	COM	501014 10 4	14,990,000	364,000 C	b	1	a(364,000 shares)
KROGER CO	COM	501044 10 1	2,741,000	164,300	b	1	a(164,300 shares)
KYOCERA CORP	ADR	501556 20 3	627,000	11,000	b	1	a(11,000 shares)
LNR PPTY CORP	COM	501940 10 0	1,242,000	33,200	b	1	a(33,200 shares)
L-3 COMMUNICATIONS HLDGS INC	COM	502424 10 4	1,392,000	32,000	b	1	a(32,000 shares)
L-3 COMMUNICATIONS HLDGS INC	COM	502424 10 4	435,000	10,000 C	b	1	a(10,000 shares)
LA JOLLA PHARMACEUTICAL CO	COM	503459 10 9	336,000	102,708	b	1	a(102,708 shares)
LABONE INC NEW	COM	50540L 10 5	684,000	31,730	b	1	a(31,730 shares)
LABORATORY CORP AMER HLDGS	NOTE	9/ 50540R AC 6	40,502,000	57,500,000	b	1	a(57,500,000 shares)
LAFARGE NORTH AMERICA INC	COM	505862 10 2	1,248,000	40,400	b	1	a(40,400 shares)
LAM RESEARCH CORP	COM	512807 10 8	1,701,000	93,434	b	1	a(93,434 shares)
LAMAR ADVERTISING CO	CL A	512815 10 1	27,390,000	777,918	b	1	a(777,918 shares)
LANDAUER INC	COM	51476K 10 3	376,000	9,000	b	1	a(9,000 shares)
LANDRYS RESTAURANTS INC	COM	51508L 10 3	269,000	11,400	b	1	a(11,400 shares)
LANDSTAR SYS INC	COM	515098 10 1	404,000	6,430	b	1	a(6,430 shares)
LATTICE SEMICONDUCTOR CORP	COM	518415 10 4	4,687,000	565,400	b	1	a(565,400 shares)
LEAR CORP	COM	521865 10 5	17,216,000	374,100	b	1	a(374,100 shares)
LEAPFROG ENTERPRISES INC	CL A	52186N 10 6	11,229,000	353,000 C	b	1	a(353,000 shares)
LEAPFROG ENTERPRISES INC	CL A	52186N 10 6	3,054,000	96,000 P	b	1	a(96,000 shares)
LEGATO SYS INC	COM	524651 10 6	1,512,000	180,246	b	1	a(180,246 shares)
LEGGETT & PLATT INC	COM	524660 10 7	3,282,000	160,100	b	1	a(160,100 shares)
LEGG MASON INC	COM	524901 10 5	7,145,000	110,000 C	b	1	a(110,000 shares)
LEGG MASON INC	COM	524901 10 5	3,377,000	52,000 P	b	1	a(52,000 shares)
LEHMAN BROS HLDGS INC	COM	524908 10 0	35,208,000	529,600	b	1	a(529,600 shares)
LEHMAN BROS HLDGS INC	COM	524908 10 0	332,000	5,000 C	b	1	a(5,000 shares)
LEHMAN BROS HLDGS INC	COM	524908 10 0	332,000	5,000 P	b	1	a(5,000 shares)
LENNAR CORP	CL B	526057 30 2	3,599,000	52,380	b	1	a(52,380 shares)
LENNOX INTL INC	COM	526107 10 7	682,000	53,000	b	1	a(53,000 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)
LEVEL 3 COMMUNICATIONS INC	COM	52729N 10 0	598,000	90,130	b	1	a(90,130 shares)
LEXAR MEDIA INC	COM	52886P 10 4	117,000	12,307	b	1	a(12,307 shares)
LEXMARK INTL NEW	CL A	529771 10 7	29,575,000	417,900	b	1	a(417,900 shares)
LEXMARK INTL NEW	CL A	529771 10 7	3,539,000	50,000 C	b	1	a(50,000 shares)
LEXMARK INTL NEW	CL A	529771 10 7	3,539,000	50,000 P	b	1	a(50,000 shares)
LIBERTY MEDIA CORP NEW	COM SER A	530718 10 5	2,106,000	182,200	b	1	a(182,200 shares)
LILLY ELI & CO	COM	532457 10 8	3,373,000	48,900	b	1	a(48,900 shares)
LILLY ELI & CO	COM	532457 10 8	68,453,000	992,500 C	b	1	a(992,500 shares)
LILLY ELI & CO	COM	532457 10 8	29,312,000	425,000 P	b	1	a(425,000 shares)
LIMITED BRANDS INC	COM	532716 10 7	3,636,000	234,600	b	1	a(234,600 shares)
LINCARE HLDGS INC	COM	532791 10 0	8,851,000	280,897	b	1	a(280,897 shares)
LINCOLN NATL CORP IND	COM	534187 10 9	5,929,000	166,400	b	1	a(166,400 shares)
LINCOLN NATL CORP IND	COM	534187 10 9	1,069,000	30,000 P	b	1	a(30,000 shares)
LINEAR TECHNOLOGY CORP	COM	535678 10 6	26,773,000	831,196	b	1	a(831,196 shares)
LINENS N THINGS INC	COM	535679 10 4	8,606,000	364,500	b	1	a(364,500 shares)
LIZ CLAIBORNE INC	COM	539320 10 1	4,050,000	114,900	b	1	a(114,900 shares)
LOCKHEED MARTIN CORP	COM	539830 10 9	40,244,000	846,000	b	1	a(846,000 shares)
LOEWS CORP	CAROLNA GP STK	540424 20 7	10,098,000	374,000	b	1	a(374,000 shares)
LOUISIANA PAC CORP	COM	546347 10 5	704,000	64,900	b	1	a(64,900 shares)
LOWES COS INC	COM	548661 10 7	31,908,000	742,900	b	1	a(742,900 shares)
LOWES COS INC	COM	548661 10 7	2,577,000	60,000 C	b	1	a(60,000 shares)
LOWES COS INC	COM	548661 10 7	4,905,000	114,200 P	b	1	a(114,200 shares)
LUBRIZOL CORP	COM	549271 10 4	1,726,000	55,700	b	1	a(55,700 shares)
LUCENT TECHNOLOGIES INC	COM	549463 10 7	34,000	16,700	b	1	a(16,700 shares)
LYONDELL CHEMICAL CO	COM	552078 10 7	3,918,000	289,600	b	1	a(289,600 shares)
M & T BK CORP	COM	55261F 10 4	2,316,000	27,500 C	b	1	a(27,500 shares)
MBIA INC	COM	55262C 10 0	4,963,000	101,800	b	1	a(101,800 shares)
MBNA CORP	COM	55262L 10 0	20,980,000	1,006,700	b	1	a(1,006,700 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares of Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
MB_FINANCIAL_INC_NEW	COM	55264U 10 8	253,000	6,309	b	1	a(6,309 shares)
MDU RES GROUP INC	COM	552690 10 9	10,469,000	312,600	b	1	a(312,600 shares)
MEMC ELECTR MATLS INC	COM	552715 10 4	6,975,000	711,700	b	1	a(711,700 shares)
MGIC INVT CORP WIS	COM	552848 10 3	1,660,000	35,600	b	1	a(35,600 shares)
MPS GROUP INC	COM	553409 10 3	201,000	29,200	b	1	a(29,200 shares)
MRO SOFTWARE INC	COM	55347W 10 5	265,000	30,668	b	1	a(30,668 shares)
MSC INDL DIRECT INC	CL A	553530 10 6	211,000	11,800	b	1	a(11,800 shares)
MTR GAMING GROUP INC	COM	553769 10 0	269,000	34,848	b	1	a(34,848 shares)
MACROVISION CORP	COM	555904 10 1	2,432,000	122,068	b	1	a(122,068 shares)
MADDEN STEVEN LTD	COM	556269 10 8	494,000	22,599	b	1	a(22,599 shares)
MAGMA DESIGN AUTOMATION	COM	559181 10 2	3,084,000	179,800	b	1	a(179,800 shares)
MAGNA INTL INC	CL A	559222 40 1	2,991,000	44,500	b	1	a(44,500 shares)
MANDALAY RESORT GROUP	COM	562567 10 7	18,186,000	571,000	b	1	a(571,000 shares)
MANHATTAN ASSOCS INC	COM	562750 10 9	1,703,000	65,579	b	1	a(65,579 shares)
MANOR CARE INC NEW	COM	564055 10 1	18,022,000	720,600	b	1	a(720,600 shares)
MANPOWER INC	COM	56418H 10 0	556,000	15,000	c	1	a(15,000 shares)
MARATHON OIL CORP	COM	565849 10 6	427,000	16,200	b	1	a(16,200 shares)
MARATHON OIL CORP	COM	565849 10 6	527,000	20,000	c	1	a(20,000 shares)
MARATHON OIL CORP	COM	565849 10 6	1,318,000	50,000	P	1	a(50,000 shares)
MARKEL CORP	NOTE	6/ 570535 AC 8	8,484,000	25,000,000	b	1	a(25,000,000 shares)
MARSH & MCLENNAN COS INC	COM	571748 10 2	4,882,000	95,600	b	1	a(95,600 shares)
MARSHALL & ILSLEY CORP	COM	571834 10 0	3,318,000	108,500	b	1	a(108,500 shares)
MARRIOTT INTL INC NEW	CL A	571903 20 2	31,428,000	818,000	b	1	a(818,000 shares)
MASSEY ENERGY CORP	COM	576206 10 6	1,070,000	81,400	b	1	a(81,400 shares)
MATTEL INC	COM	577081 10 2	39,711,000	2,098,900	b	1	a(2,098,900 shares)
MAXIM INTEGRATED PRODS INC	COM	57772K 10 1	11,910,000	348,352	b	1	a(348,352 shares)
MAYTAG CORP	COM	578592 10 7	864,000	35,400	b	1	a(35,400 shares)
MAYTAG CORP	COM	578592 10 7	4,444,000	182,000	c	1	a(182,000 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)
MAYTAG CORP	COM	578592 10 7	855,000	35,000 P	b	1	a(35,000 shares)
MCDATA CORP	CL A	580031 20 1	1,254,000	85,511	b	1	a(85,511 shares)
MCDATA CORP	CL B	580031 10 2	1,242,000	85,643	b	1	a(85,643 shares)
MCDERMOTT INTL INC	COM	580037 10 9	418,000	66,000	b	1	a(66,000 shares)
MCDERMOTT INTL INC	COM	580037 10 9	158,000	25,000 C	b	1	a(25,000 shares)
MCDONALDS CORP	COM	580135 10 1	13,260,000	601,100	b	1	a(601,100 shares)
MCGRAW HILL COS INC	COM	580645 10 9	403,000	6,500	b	1	a(6,500 shares)
MCGRAW HILL COS INC	COM	580645 10 9	2,790,000	45,000 C	b	1	a(45,000 shares)
MCGRAW HILL COS INC	COM	580645 10 9	3,720,000	60,000 P	b	1	a(60,000 shares)
MCKESSON CORP	COM	58155Q 10 3	9,900,000	277,000 C	b	1	a(277,000 shares)
MEADWESTVACO CORP	COM	583334 10 7	1,803,000	72,999	b	1	a(72,999 shares)
MEDAREX INC	COM	583916 10 1	868,000	131,673	b	1	a(131,673 shares)
MEDALLION FINL CORP	COM	583928 10 6	147,000	20,901	b	1	a(20,901 shares)
MEDIA GEN INC	CL A	584404 10 7	721,000	12,600	b	1	a(12,600 shares)
MEDIACOM COMMUNICATIONS CORP	NOTE 5.250% 7/	58446K AA 3	2,363,000	2,500,000	b	1	a(2,500,000 shares)
MEDICINES CO	COM	584688 10 5	4,659,000	236,604	b	1	a(236,604 shares)
MEDICIS PHARMACEUTICAL CORP	CL A NEW	584690 30 9	1,718,000	30,300	b	1	a(30,300 shares)
MEDIMMUNE INC	COM	584699 10 2	27,052,000	743,792	b	1	a(743,792 shares)
MEDIMMUNE INC	COM	584699 10 2	6,576,000	180,800 C	b	1	a(180,800 shares)
MELLON FINL CORP	COM	58551A 10 8	4,593,000	165,500	b	1	a(165,500 shares)
MENTOR CORP MINN	COM	587188 10 3	1,685,000	86,964	b	1	a(86,964 shares)
MERCK & CO INC	COM	589331 10 7	11,165,000	184,400	b	1	a(184,400 shares)
MERCK & CO INC	COM	589331 10 7	20,587,000	340,000 C	b	1	a(340,000 shares)
MERCK & CO INC	COM	589331 10 7	12,716,000	210,000 P	b	1	a(210,000 shares)
MERCURY COMPUTER SYS	COM	589378 10 8	988,000	54,431	b	1	a(54,431 shares)
MERCURY GENL CORP NEW	COM	589400 10 0	1,251,000	27,400	b	1	a(27,400 shares)
MERCURY INTERACTIVE CORP	COM	589405 10 9	7,630,000	197,614	b	1	a(197,614 shares)
MERIT MED SYS INC	COM	589889 10 4	538,000	26,935	b	1	a(26,935 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares of Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
MERIDIAN_GOLD_INC	COM	589975 10 1	1,138,000	99,800	b	1	a(99,800 shares)
MERIX CORP	COM	590049 10 2	182,000	23,883	b	1	a(23,883 shares)
MERRILL LYNCH & CO INC	COM	590188 10 8	7,987,000	171,100	b	1	a(171,100 shares)
MERRILL LYNCH & CO INC	COM	590188 10 8	62,206,000	1,332,600	c	1	a(1,332,600 shares)
METHANEX CORP	COM	59151K 10 8	361,000	33,956	b	1	a(33,956 shares)
METLIFE INC	COM	59156R 10 8	1,518,000	53,600	b	1	a(53,600 shares)
METRIS COS INC	COM	591598 10 7	75,000	13,500	b	1	a(13,500 shares)
METROLOGIC INSTRS INC	COM	591676 10 1	246,000	7,411	b	1	a(7,411 shares)
METTLER TOLEDO INTERNATIONAL	COM	592688 10 5	205,000	5,600	b	1	a(5,600 shares)
MICHAELS STORES INC	COM	594087 10 8	11,894,000	312,500	c	1	a(312,500 shares)
MICHAELS STORES INC	COM	594087 10 8	4,681,000	123,000	P	1	a(123,000 shares)
MICREL INC	COM	594793 10 1	108,000	10,370	b	1	a(10,370 shares)
MICROSOFT CORP	COM	594918 10 4	38,197,000	1,491,481	b	1	a(1,491,481 shares)
MICROSOFT CORP	COM	594918 10 4	251,490,000	9,820,000	c	1	a(9,820,000 shares)
MICROSTRATEGY INC	CL A NEW	594972 40 8	1,759,000	48,277	b	1	a(48,277 shares)
MICRON TECHNOLOGY INC	COM	595112 10 3	10,983,000	944,400	b	1	a(944,400 shares)
MICRON TECHNOLOGY INC	COM	595112 10 3	18,375,000	1,580,000	c	1	a(1,580,000 shares)
MID ATLANTIC MED SVCS INC	COM	59523C 10 7	17,400,000	332,700	b	1	a(332,700 shares)
MILLENNIUM PHARMACEUTICALS I	COM	599902 10 3	17,672,000	1,123,482	b	1	a(1,123,482 shares)
MILLER HERMAN INC	COM	600544 10 0	3,015,000	149,181	b	1	a(149,181 shares)
MILLIPORE CORP	COM	601073 10 9	222,000	5,000	c	1	a(5,000 shares)
MINERALS TECHNOLOGIES INC	COM	603158 10 6	852,000	17,500	c	1	a(17,500 shares)
MODINE MFG CO	COM	607828 10 0	198,000	10,230	b	1	a(10,230 shares)
MOHAWK INDS INC	COM	608190 10 4	9,118,000	164,200	b	1	a(164,200 shares)
MOHAWK INDS INC	COM	608190 10 4	1,111,000	20,000	P	1	a(20,000 shares)
MOLEX INC	CL A	608554 20 0	264,000	11,400	b	1	a(11,400 shares)
MOLEX INC	COM	608554 10 1	4,944,000	183,196	b	1	a(183,196 shares)
MONSTER WORLDWIDE INC	COM	611742 10 7	4,102,000	207,891	b	1	a(207,891 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)
MONY_GROUP_INC	COM	615337 10 2	270,000	10,000 P	b	1	a(10,000 shares)
MOODYS CORP	COM	615369 10 5	7,142,000	135,500	b	1	a(135,500 shares)
MORGAN STANLEY	COM NEW	617446 44 8	49,393,000	1,155,400	b	1	a(1,155,400 shares)
MOTOROLA INC	COM	620076 10 9	6,897,000	731,400	b	1	a(731,400 shares)
MUELLER INDS INC	COM	624756 10 2	480,000	17,700	b	1	a(17,700 shares)
MULTIMEDIA GAMES INC	COM	625453 10 5	435,000	17,078	b	1	a(17,078 shares)
MURPHY OIL CORP	COM	626717 10 2	1,141,000	21,700	b	1	a(21,700 shares)
MURPHY OIL CORP	COM	626717 10 2	9,994,000	190,000 C	b	1	a(190,000 shares)
MURPHY OIL CORP	COM	626717 10 2	2,104,000	40,000 P	b	1	a(40,000 shares)
MYRIAD GENETICS INC	COM	628553 10 4	1,032,000	75,821	b	1	a(75,821 shares)
NBTY INC	COM	628782 10 4	1,374,000	65,229	b	1	a(65,229 shares)
NCO GROUP INC	COM	628858 10 2	184,000	10,264	b	1	a(10,264 shares)
NPS PHARMACEUTICALS INC	COM	62936P 10 3	4,282,000	175,935	b	1	a(175,935 shares)
NPS PHARMACEUTICALS INC	COM	62936P 10 3	243,000	10,000 C	b	1	a(10,000 shares)
NVR INC	COM	62944T 10 5	1,562,000	3,800	b	1	a(3,800 shares)
NABI BIOPHARMACEUTICALS	COM	629519 10 9	188,000	27,387	b	1	a(27,387 shares)
NATIONAL CITY CORP	COM	635405 10 3	1,636,000	50,000	b	1	a(50,000 shares)
NATIONAL FUEL GAS CO N J	COM	636180 10 1	289,000	11,100	b	1	a(11,100 shares)
NATIONAL INSTRS CORP	COM	636518 10 2	227,000	6,000	b	1	a(6,000 shares)
NATIONAL SEMICONDUCTOR CORP	COM	637640 10 3	16,070,000	814,900	b	1	a(814,900 shares)
NATIONWIDE FINL SVCS INC	CL A	638612 10 1	458,000	14,100	b	1	a(14,100 shares)
NAUTILUS GROUP INC	COM	63910B 10 2	310,000	25,000 C	b	1	a(25,000 shares)
NAVISTAR INTL CORP NEW	COM	63934E 10 8	1,866,000	57,200	b	1	a(57,200 shares)
NDCHEALTH CORP	COM	639480 10 2	4,076,000	222,100	b	1	a(222,100 shares)
NEKTAR THERAPEUTICS	COM	640268 10 8	429,000	46,435	b	1	a(46,435 shares)
NEOWARE SYS INC	COM	64065P 10 2	304,000	19,833	b	1	a(19,833 shares)
NEOPHARM INC	COM	640919 10 6	522,000	37,655	b	1	a(37,655 shares)
NETBANK INC	COM	640933 10 7	2,289,000	173,955	b	1	a(173,955 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)
NETFLIX COM INC	COM	64110L 10 6	355,000	13,906	b	1	a(13,906 shares)
NETFLIX COM INC	COM	64110L 10 6	1,278,000	50,000 C	b	1	a(50,000 shares)
NETFLIX COM INC	COM	64110L 10 6	894,000	35,000 P	b	1	a(35,000 shares)
NETEASE COM INC	SPONSORED ADR	64110W 10 2	5,965,000	163,605	b	1	a(163,605 shares)
NETEASE COM INC	SPONSORED ADR	64110W 10 2	11,022,000	302,300 C	b	1	a(302,300 shares)
NETEASE COM INC	SPONSORED ADR	64110W 10 2	3,646,000	100,000 P	b	1	a(100,000 shares)
NETRO CORP	COM	64114R 10 9	111,000	38,467	b	1	a(38,467 shares)
NETIQ CORP	COM	64115P 10 2	2,196,000	142,034	b	1	a(142,034 shares)
NETSCREEN TECHNOLOGIES INC	COM	64117V 10 7	3,976,000	176,302	b	1	a(176,302 shares)
NETWORK EQUIP TECHNOLOGIES	COM	641208 10 3	595,000	70,700	b	1	a(70,700 shares)
NEUBERGER BERMAN INC	COM	641234 10 9	391,000	9,800	b	1	a(9,800 shares)
NEUBERGER BERMAN INC	NOTE 3.047% 5/	641234 AC 3	9,013,000	10,000,000	b	1	a(10,000,000 shares)
NEUROCRINE BIOSCIENCES INC	COM	64125C 10 9	12,573,000	251,755	b	1	a(251,755 shares)
NEUROCRINE BIOSCIENCES INC	COM	64125C 10 9	949,000	19,000 C	b	1	a(19,000 shares)
NEW CENTURY FINANCIAL CORP	COM	64352D 10 1	8,465,000	193,938	b	1	a(193,938 shares)
NEW CENTURY FINANCIAL CORP	COM	64352D 10 1	8,381,000	192,000 C	b	1	a(192,000 shares)
NEW FOCUS INC	COM	644383 10 1	264,000	70,686	b	1	a(70,686 shares)
NEW JERSEY RES	COM	646025 10 6	841,000	23,700	b	1	a(23,700 shares)
NEW YORK CMNTY BANCORP INC	COM	649445 10 3	19,950,000	685,799	b	1	a(685,799 shares)
NEWFIELD EXPL CO	COM	651290 10 8	21,873,000	582,506	b	1	a(582,506 shares)
NEWMONT MINING CORP	COM	651639 10 6	4,710,000	145,100	b	1	a(145,100 shares)
NEWPARK RES INC	COM PAR \$.01NEW	651718 50 4	169,000	30,900	b	1	a(30,900 shares)
NEWPORT CORP	COM	651824 10 4	634,000	42,806	b	1	a(42,806 shares)
NEWS CORP LTD	ADR NEW	652487 70 3	3,893,000	128,600	b	1	a(128,600 shares)
NEWS CORP LTD	SP ADR PFD	652487 80 2	2,335,000	93,200	b	1	a(93,200 shares)
NEXTEL COMMUNICATIONS INC	CL A	65332V 10 3	66,292,000	3,666,600 C	b	1	a(3,666,600 shares)
NICOR INC	COM	654086 10 7	742,000	20,000 C	b	1	a(20,000 shares)
NICOR INC	COM	654086 10 7	315,000	8,500 P	b	1	a(8,500 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)
NIKE INC	CL B	654106 10 3	1,728,000	32,300 C	b	1	a (32,300 shares)
NIKE INC	CL B	654106 10 3	776,000	14,500 P	b	1	a (14,500 shares)
99 CENTS ONLY STORES	COM	65440K 10 6	1,585,000	46,184	b	1	a (46,184 shares)
NIPPON TELEG & TEL CORP	SPONSORED ADR	654624 10 5	283,000	14,300	b	1	a (14,300 shares)
NISOURCE INC	COM	65473P 10 5	2,423,000	127,500	b	1	a (127,500 shares)
NOKIA CORP	SPONSORED ADR	654902 20 4	22,269,000	1,355,400	b	1	a (1,355,400 shares)
NOBLE ENERGY INC	COM	655044 10 5	10,656,000	281,900	b	1	a (281,900 shares)
NORDSON CORP	COM	655663 10 2	415,000	17,416	b	1	a (17,416 shares)
NORDSTROM INC	COM	655664 10 0	195,000	10,000 P	b	1	a (10,000 shares)
NORFOLK SOUTHERN CORP	COM	655844 10 8	25,551,000	1,330,800	b	1	a (1,330,800 shares)
NORTH FORK BANCORPORATION NY	COM	659424 10 5	8,832,000	259,300	b	1	a (259,300 shares)
NORTHROP GRUMMAN CORP	COM	666807 10 2	28,166,000	326,407	b	1	a (326,407 shares)
NORTHROP GRUMMAN CORP	COM	666807 10 2	26,664,000	309,000 C	b	1	a (309,000 shares)
NORTHROP GRUMMAN CORP	COM	666807 10 2	38,572,000	447,000 P	b	1	a (447,000 shares)
NORTHWEST AIRLS CORP	CL A	667280 10 1	5,437,000	481,600	b	1	a (481,600 shares)
NORTHWESTERN CORP	COM	668074 10 7	492,000	246,000	b	1	a (246,000 shares)
NOVARTIS A G	SPONSORED ADR	66987V 10 9	15,653,000	393,200	b	1	a (393,200 shares)
NU HORIZONS ELECTRS CORP	COM	669908 10 5	233,000	38,833	b	1	a (38,833 shares)
NOVELL INC	COM	670006 10 5	545,000	177,022	b	1	a (177,022 shares)
NOVELLUS SYS INC	COM	670008 10 1	875,000	23,900	b	1	a (23,900 shares)
NOVO-NORDISK A S	ADR	670100 20 5	309,000	8,900	b	1	a (8,900 shares)
NOVOSTE CORP	COM	67010C 10 0	157,000	26,221	b	1	a (26,221 shares)
NSTAR	COM	67019E 10 7	692,000	15,200	b	1	a (15,200 shares)
NSTAR	COM	67019E 10 7	1,139,000	25,000 C	b	1	a (25,000 shares)
NSTAR	COM	67019E 10 7	1,139,000	25,000 P	b	1	a (25,000 shares)
NUCOR CORP	COM	670346 10 5	2,452,000	50,200	b	1	a (50,200 shares)
NUCOR CORP	COM	670346 10 5	635,000	13,000 C	b	1	a (13,000 shares)
NUCOR CORP	COM	670346 10 5	635,000	13,000 P	b	1	a (13,000 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 (note #3)
NUEVO ENERGY CO	COM	670509 10 8	2,773,000	158,900	b	1	a(158,900 shares)
NVIDIA CORP	COM	67066G 10 4	22,876,000	994,191	b	1	a(994,191 shares)
NUVELO INC	COM	67072M 10 3	69,000	34,560	b	1	a(34,560 shares)
O CHARLEYS INC	COM	670823 10 3	865,000	40,155	b	1	a(40,155 shares)
OM GROUP INC	COM	670872 10 0	1,473,000	100,000 C	b	1	a(100,000 shares)
NUVEEN INVTs INC	CL A	67090F 10 6	338,000	12,400	b	1	a(12,400 shares)
OSI PHARMACEUTICALS INC	COM	671040 10 3	2,049,000	63,600	b	1	a(63,600 shares)
OSI PHARMACEUTICALS INC	COM	671040 10 3	4,107,000	127,500 C	b	1	a(127,500 shares)
OSI PHARMACEUTICALS INC	COM	671040 10 3	1,543,000	47,900 P	b	1	a(47,900 shares)
OSI SYSTEMS INC	COM	671044 10 5	632,000	39,376	b	1	a(39,376 shares)
OAK TECHNOLOGY INC	COM	671802 10 6	514,000	82,705	b	1	a(82,705 shares)
OCEANEERING INTL INC	COM	675232 10 2	370,000	14,500	b	1	a(14,500 shares)
ODYSSEY HEALTHCARE INC	COM	67611V 10 1	3,577,000	96,663	b	1	a(96,663 shares)
ODYSSEY RE HLDGS CORP	DBCV 4.375% 6/	67612W AB 4	4,732,000	3,905,000	b	1	a(3,905,000 shares)
OFFICE DEPOT INC	COM	676220 10 6	9,095,000	626,800	b	1	a(626,800 shares)
OFFICE DEPOT INC	COM	676220 10 6	1,538,000	106,000 C	b	1	a(106,000 shares)
OHIO CAS CORP	COM	677240 10 3	187,000	14,200	b	1	a(14,200 shares)
OHIO CAS CORP	NOTE 5.000% 3/	677240 AC 7	5,462,000	5,500,000	b	1	a(5,500,000 shares)
OIL STS INTL INC	COM	678026 10 5	840,000	69,400	b	1	a(69,400 shares)
OLD DOMINION FIGHT LINES INC	COM	679580 10 0	2,467,000	114,087	b	1	a(114,087 shares)
OLIN CORP	COM PAR \$1	680665 20 5	383,000	22,400	b	1	a(22,400 shares)
OMNICOM GROUP INC	COM	681919 10 6	26,966,000	376,100 C	b	1	a(376,100 shares)
OMNICOM GROUP INC	COM	681919 10 6	9,680,000	135,000 P	b	1	a(135,000 shares)
1-800 CONTACTS INC	COM	681977 10 4	379,000	15,500 C	b	1	a(15,500 shares)
OMNIVISION TECHNOLOGIES INC	COM	682128 10 3	511,000	16,387	b	1	a(16,387 shares)
1 800 FLOWERS COM	CL A	68243Q 10 6	167,000	20,239	b	1	a(20,239 shares)
ONEOK INC NEW	COM	682680 10 3	11,666,000	594,300	b	1	a(594,300 shares)
ONYX PHARMACEUTICALS INC	COM	683399 10 9	432,000	35,000 C	b	1	a(35,000 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)
OPENWAVE_SYS_INC	COM	683718 10 0	383,000	196,568	b	1	a(196,568 shares)
OPSWARE INC	COM	68383A 10 1	258,000	64,071	b	1	a(64,071 shares)
ORACLE CORP	COM	68389X 10 5	53,068,000	4,414,957	b	1	a(4,414,957 shares)
O REILLY AUTOMOTIVE INC	COM	686091 10 9	9,635,000	288,560	b	1	a(288,560 shares)
ORTHODONTIC CTRS AMER INC	COM	68750P 10 3	1,435,000	179,200	b	1	a(179,200 shares)
OSTEOTECH INC	COM	688582 10 5	2,490,000	183,205	b	1	a(183,205 shares)
OUTBACK STEAKHOUSE INC	COM	689899 10 2	3,740,000	95,900	b	1	a(95,900 shares)
OVERTURE SVCS INC	COM	69039R 10 0	315,000	17,400	b	1	a(17,400 shares)
OWENS ILL INC	PFD CONV \$.01	690768 50 2	3,228,000	107,600	b	1	a(107,600 shares)
OXFORD HEALTH PLANS INC	COM	691471 10 6	13,689,000	325,700 C	b	1	a(325,700 shares)
OXFORD HEALTH PLANS INC	COM	691471 10 6	9,730,000	231,500 P	b	1	a(231,500 shares)
P F CHANGS CHINA BISTRO INC	COM	69333Y 10 8	9,024,000	183,375	b	1	a(183,375 shares)
PMC-SIERRA INC	COM	69344F 10 6	279,000	23,800	b	1	a(23,800 shares)
PNC FINL SVCS GROUP INC	COM	693475 10 5	1,049,000	21,500	b	1	a(21,500 shares)
PNC FINL SVCS GROUP INC	COM	693475 10 5	2,441,000	50,000 C	b	1	a(50,000 shares)
PNM RES INC	COM	69349H 10 7	1,589,000	59,400	b	1	a(59,400 shares)
PPG INDS INC	COM	693506 10 7	1,375,000	27,100	b	1	a(27,100 shares)
PPG INDS INC	COM	693506 10 7	1,015,000	20,000 C	b	1	a(20,000 shares)
PPG INDS INC	COM	693506 10 7	1,370,000	27,000 P	b	1	a(27,000 shares)
PPL CORP	COM	69351T 10 6	22,128,000	514,600	b	1	a(514,600 shares)
PRG-SCHULTZ INTERNATIONAL IN	NOTE 4.750%11/	69357C AA 5	1,602,000	1,500,000	b	1	a(1,500,000 shares)
PSS WORLD MED INC	COM	69366A 10 0	475,000	82,533	b	1	a(82,533 shares)
PTEK HLDGS INC	COM	69366M 10 4	160,000	32,986	b	1	a(32,986 shares)
PACCAR INC	COM	693718 10 8	338,000	5,000 P	b	1	a(5,000 shares)
PACIFIC SUNWEAR CALIF INC	COM	694873 10 0	381,000	15,800	b	1	a(15,800 shares)
PACIFICARE HEALTH SYS DEL	COM	695112 10 2	2,467,000	50,000 C	b	1	a(50,000 shares)
PACIFICARE HEALTH SYS DEL	COM	695112 10 2	819,000	16,600 P	b	1	a(16,600 shares)
PACKAGING CORP AMER	COM	695156 10 9	3,710,000	201,300	b	1	a(201,300 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 (note #3)
PACTIV CORP	COM	695257 10 5	5,552,000	281,700	b	1	a(281,700 shares)
PAPA JOHNS INTL INC	COM	698813 10 2	912,000	32,500 C	b	1	a(32,500 shares)
PARK ELECTROCHEMICAL CORP	COM	700416 20 9	385,000	19,300	b	1	a(19,300 shares)
PARK PL ENTMT CORP	COM	700690 10 0	463,000	50,900	b	1	a(50,900 shares)
PARKER DRILLING CO	COM	701081 10 1	519,000	178,500	b	1	a(178,500 shares)
PARKER HANNIFIN CORP	COM	701094 10 4	7,688,000	183,100	b	1	a(183,100 shares)
PATINA OIL & GAS CORP	COM	703224 10 5	8,575,000	266,725	b	1	a(266,725 shares)
PATTERSON UTI ENERGY INC	COM	703481 10 1	12,253,000	378,181	b	1	a(378,181 shares)
PAYCHEX INC	COM	704326 10 7	9,938,000	339,059	b	1	a(339,059 shares)
PAYLESS SHOESOURCE INC	COM	704379 10 6	5,715,000	457,200	b	1	a(457,200 shares)
PEABODY ENERGY CORP	COM	704549 10 4	2,197,000	65,400	b	1	a(65,400 shares)
PEDIATRIX MED GROUP	COM	705324 10 1	692,000	19,400	b	1	a(19,400 shares)
PEDIATRIX MED GROUP	COM	705324 10 1	428,000	12,000 C	b	1	a(12,000 shares)
PEETS COFFEE & TEA INC	COM	705560 10 0	234,000	13,378	b	1	a(13,378 shares)
PEGASUS COMMUNICATIONS CORP	CL A NEW	705904 60 5	768,000	25,963	b	1	a(25,963 shares)
PENN-AMER GROUP INC	COM	707247 10 2	586,000	52,100	b	1	a(52,100 shares)
PENNEY J C INC	COM	708160 10 6	1,393,000	82,700	b	1	a(82,700 shares)
PENTAIR INC	COM	709631 10 5	5,691,000	145,700	b	1	a(145,700 shares)
PENTON MEDIA INC	COM	709668 10 7	68,000	124,400	b	1	a(124,400 shares)
PEOPLESOFT INC	COM	712713 10 6	839,000	47,700	b	1	a(47,700 shares)
PEPSI BOTTLING GROUP INC	COM	713409 10 0	20,879,000	1,042,900	b	1	a(1,042,900 shares)
PEPSIAMERICAS INC	COM	71343P 20 0	131,000	10,400	b	1	a(10,400 shares)
PEPSICO INC	COM	713448 10 8	16,725,000	375,840	b	1	a(375,840 shares)
PEPSICO INC	COM	713448 10 8	25,454,000	572,000 C	b	1	a(572,000 shares)
PEPSICO INC	COM	713448 10 8	28,703,000	645,000 P	b	1	a(645,000 shares)
PERFORMANCE FOOD GROUP CO	COM	713755 10 6	625,000	16,895	b	1	a(16,895 shares)
PERKINELMER INC	COM	714046 10 9	3,941,000	285,400	b	1	a(285,400 shares)
PEROT SYS CORP	CL A	714265 10 5	157,000	13,800	b	1	a(13,800 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)
PERRIGO CO	COM	714290 10 3	2,421,000	154,773	b	1	a(154,773 shares)
P T TELEKOMUNIKASI INDONESIA	SPONSORED ADR	715684 10 6	134,000	12,000	b	1	a(12,000 shares)
PETCO ANIMAL SUPPLIES	COM NEW	716016 20 9	6,468,000	297,531	b	1	a(297,531 shares)
PETSMART INC	COM	716768 10 6	4,054,000	243,165	b	1	a(243,165 shares)
PFIZER INC	COM	717081 10 3	1,277,000	37,380	b	1	a(37,380 shares)
PFIZER INC	COM	717081 10 3	4,952,000	145,000 C	b	1	a(145,000 shares)
PFIZER INC	COM	717081 10 3	6,318,000	185,000 P	b	1	a(185,000 shares)
PHARMACEUTICAL PROD DEV INC	COM	717124 10 1	461,000	16,034	b	1	a(16,034 shares)
PHARMACEUTICAL RES INC	COM	717125 10 8	1,100,000	22,600	b	1	a(22,600 shares)
PHARMACEUTICAL RES INC	COM	717125 10 8	12,652,000	260,000 C	b	1	a(260,000 shares)
PHARMACEUTICAL RES INC	COM	717125 10 8	973,000	20,000 P	b	1	a(20,000 shares)
PHELPS DODGE CORP	COM	717265 10 2	8,523,000	222,300	b	1	a(222,300 shares)
PHILLIPS VAN HEUSEN CORP	COM	718592 10 8	187,000	13,700	b	1	a(13,700 shares)
PHOTON DYNAMICS INC	COM	719364 10 1	1,017,000	36,800	b	1	a(36,800 shares)
PIEDMONT NAT GAS INC	COM	720186 10 5	846,000	21,800	b	1	a(21,800 shares)
PIER 1 IMPORTS INC	COM	720279 10 8	1,522,000	74,600	b	1	a(74,600 shares)
PINNACLE ENTMT INC	COM	723456 10 9	113,000	16,600	b	1	a(16,600 shares)
PINNACLE WEST CAP CORP	COM	723484 10 1	854,000	22,800	b	1	a(22,800 shares)
PIONEER NAT RES CO	COM	723787 10 7	10,487,000	401,800	b	1	a(401,800 shares)
PLACER DOME INC	COM	725906 10 1	864,000	70,700	b	1	a(70,700 shares)
PLANAR SYS INC	COM	726900 10 3	593,000	30,319	b	1	a(30,319 shares)
PLUG POWER INC	COM	72919P 10 3	793,000	169,746	b	1	a(169,746 shares)
POGO PRODUCING CO	COM	730448 10 7	34,234,000	800,800	b	1	a(800,800 shares)
POLARIS INDS INC	COM	731068 10 2	5,102,000	83,100	b	1	a(83,100 shares)
POLARIS INDS INC	COM	731068 10 2	1,228,000	20,000 C	b	1	a(20,000 shares)
POLO RALPH LAUREN CORP	CL A	731572 10 3	2,280,000	88,400	b	1	a(88,400 shares)
POLYCOM INC	COM	73172K 10 4	617,000	44,533	b	1	a(44,533 shares)
PORTAL SOFTWARE INC	COM	736126 10 3	384,000	203,400	b	1	a(203,400 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)
POSSIS-MEDICAL-INC	COM	737407 10 6	242,000	17,670	b	1	a(17,670 shares)
POTASH CORP SASK INC	COM	73755L 10 7	5,816,000	91,300	b	1	a(91,300 shares)
POTLATCH CORP	COM	737628 10 7	342,000	13,300	b	1	a(13,300 shares)
POWER INTEGRATIONS INC	COM	739276 10 3	381,000	15,665	b	1	a(15,665 shares)
POWER-ONE INC	COM	739308 10 4	1,256,000	175,640	b	1	a(175,640 shares)
POWERWAVE TECHNOLOGIES INC	COM	739363 10 9	426,000	67,919	b	1	a(67,919 shares)
PRAECIS PHARMACEUTICALS INC	COM	739421 10 5	249,000	50,827	b	1	a(50,827 shares)
PRICE COMMUNICATIONS CORP	COM NEW	741437 30 5	6,152,000	476,500	b	1	a(476,500 shares)
PRIME MED SVCS INC NEW	COM	74156D 10 8	219,000	46,500	b	1	a(46,500 shares)
PRIMUS TELECOMMUNICATIONS GR	COM	741929 10 3	356,000	69,184	b	1	a(69,184 shares)
PRINCIPAL FINANCIAL GROUP IN	COM	74251V 10 2	1,267,000	39,300	b	1	a(39,300 shares)
PRIORITY HEALTHCARE CORP	CL B	74264T 10 2	841,000	45,361	b	1	a(45,361 shares)
PROCTER & GAMBLE CO	COM	742718 10 9	6,653,000	74,600	b	1	a(74,600 shares)
PROCTER & GAMBLE CO	COM	742718 10 9	23,633,000	265,000 C	b	1	a(265,000 shares)
PROCTER & GAMBLE CO	COM	742718 10 9	47,667,000	534,500 P	b	1	a(534,500 shares)
PROGRESS ENERGY INC	COM	743263 10 5	1,466,000	33,400	b	1	a(33,400 shares)
PROGRESSIVE CORP OHIO	COM	743315 10 3	1,754,000	24,000 C	b	1	a(24,000 shares)
PROGRESSIVE CORP OHIO	COM	743315 10 3	1,608,000	22,000 P	b	1	a(22,000 shares)
PROQUEST COMPANY	COM	74346P 10 2	3,816,000	147,900	b	1	a(147,900 shares)
PROTEIN DESIGN LABS INC	COM	74369L 10 3	270,000	19,335	b	1	a(19,335 shares)
PROVIDENT FINL SVCS INC	COM	74386T 10 5	7,287,000	382,500	b	1	a(382,500 shares)
PROVIDIAN FINL CORP	COM	74406A 10 2	527,000	56,900	b	1	a(56,900 shares)
PROVIDIAN FINL CORP	NOTE 4.000% 5/	74406A AC 6	6,449,000	5,975,000	b	1	a(5,975,000 shares)
PROXIM CORP	CL A	744283 10 2	386,000	264,281	b	1	a(264,281 shares)
PRUDENTIAL FINL INC	COM	744320 10 2	814,000	24,200	b	1	a(24,200 shares)
PUBLIC SVC ENTERPRISE GROUP	COM	744573 10 6	752,000	17,800	b	1	a(17,800 shares)
PUBLIC SVC ENTERPRISE GROUP	COM	744573 10 6	507,000	12,000 C	b	1	a(12,000 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)
PULTE HOMES INC	COM	745867 10 1	8,676,000	140,700	b	1	a(140,700 shares)
PULTE HOMES INC	COM	745867 10 1	3,145,000	51,000	c	1	a(51,000 shares)
PUMATECH INC	COM	745887 10 9	1,116,000	328,176	b	1	a(328,176 shares)
QLOGIC CORP	COM	747277 10 1	20,246,000	418,915	b	1	a(418,915 shares)
QLOGIC CORP	COM	747277 10 1	33,715,000	697,600	c	1	a(697,600 shares)
QLOGIC CORP	COM	747277 10 1	10,401,000	215,200	p	1	a(215,200 shares)
QUALCOMM INC	COM	747525 10 3	11,815,000	330,500	b	1	a(330,500 shares)
QUALITY SYS INC	COM	747582 10 4	651,000	23,867	b	1	a(23,867 shares)
QUANEX CORP	COM	747620 10 2	817,000	27,500	b	1	a(27,500 shares)
QUEST DIAGNOSTICS INC	COM	74834L 10 0	7,054,000	110,559	b	1	a(110,559 shares)
QUEST DIAGNOSTICS INC	COM	74834L 10 0	12,352,000	193,600	c	1	a(193,600 shares)
QUEST DIAGNOSTICS INC	COM	74834L 10 0	5,104,000	80,000	p	1	a(80,000 shares)
QUESTAR CORP	COM	748356 10 2	4,033,000	120,500	b	1	a(120,500 shares)
QUICKSILVER RESOURCES INC	COM	74837R 10 4	601,000	25,100	b	1	a(25,100 shares)
QUINTILES TRANSNATIONAL CORP	COM	748767 10 0	1,598,000	112,641	b	1	a(112,641 shares)
QWEST COMMUNICATIONS INTL IN	COM	749121 10 9	3,294,000	689,100	c	1	a(689,100 shares)
R & G FINANCIAL CORP	CL B	749136 10 7	1,179,000	39,700	b	1	a(39,700 shares)
R H DONNELLEY CORP	COM NEW	74955W 30 7	821,000	22,500	b	1	a(22,500 shares)
RPM INTL INC	COM	749685 10 3	3,691,000	268,400	b	1	a(268,400 shares)
RF MICRODEVICES INC	COM	749941 10 0	92,000	15,200	b	1	a(15,200 shares)
RADIAN GROUP INC	COM	750236 10 1	1,649,000	45,000	b	1	a(45,000 shares)
RADIOSHACK CORP	COM	750438 10 3	2,765,000	105,100	b	1	a(105,100 shares)
RAMBUS INC DEL	COM	750917 10 6	12,233,000	738,270	b	1	a(738,270 shares)
RALCORP HLDGS INC NEW	COM	751028 10 1	1,807,000	72,400	b	1	a(72,400 shares)
RANGE RES CORP	COM	75281A 10 9	499,000	79,600	b	1	a(79,600 shares)
RANDGOLD & EXPL LTD	SPON ADR NEW	753009 30 7	162,000	13,200	b	1	a(13,200 shares)
RARE HOSPITALITY INTL INC	COM	753820 10 9	2,149,000	65,753	b	1	a(65,753 shares)
RAYONIER INC	COM	754907 10 3	5,366,000	162,600	b	1	a(162,600 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)
RAYTHEON CO	COM NEW	755111 50 7	17,169,000	522,800	b	1	a(522,800 shares)
RED HAT INC	COM	756577 10 2	190,000	25,086	b	1	a(25,086 shares)
RED ROBIN GOURMET BURGERS IN	COM	75689M 10 1	1,708,000	90,072	b	1	a(90,072 shares)
REDBACK NETWORKS INC	COM	757209 10 1	432,000	480,054	b	1	a(480,054 shares)
REEBOK INTL LTD	COM	758110 10 0	464,000	13,800	b	1	a(13,800 shares)
REEBOK INTL LTD	COM	758110 10 0	2,590,000	77,000 C	b	1	a(77,000 shares)
REEBOK INTL LTD	COM	758110 10 0	3,195,000	95,000 P	b	1	a(95,000 shares)
REGAL ENTMT GROUP	CL A	758766 10 9	8,123,000	344,500	b	1	a(344,500 shares)
REGENERON PHARMACEUTICALS	COM	75886F 10 7	3,194,000	202,798	b	1	a(202,798 shares)
REGENERON PHARMACEUTICALS	COM	75886F 10 7	189,000	12,000 C	b	1	a(12,000 shares)
REGENERATION TECH INC DEL	COM	75886N 10 0	287,000	21,599	b	1	a(21,599 shares)
REGIS CORP MINN	COM	758932 10 7	1,784,000	61,400	b	1	a(61,400 shares)
REGIONS FINL CORP	COM	758940 10 0	699,000	20,700	b	1	a(20,700 shares)
RELIANT RES INC	COM	75952B 10 5	1,726,000	281,500	b	1	a(281,500 shares)
REMINGTON OIL & GAS CORP	COM	759594 30 2	2,068,000	112,500	b	1	a(112,500 shares)
RENAL TREATMENT CTRS INC	NOTE 5.625% 7/	759671 AC 4	4,170,000	4,000,000	b	1	a(4,000,000 shares)
REPLIGEN CORP	COM	759916 10 9	222,000	42,841	b	1	a(42,841 shares)
RENAL CARE GROUP INC	COM	759930 10 0	437,000	12,400	b	1	a(12,400 shares)
RENT A CTR INC NEW	COM	76009N 10 0	343,000	4,526	b	1	a(4,526 shares)
RENT A CTR INC NEW	COM	76009N 10 0	531,000	7,000 C	b	1	a(7,000 shares)
RESTORATION HARDWARE INC DEL	COM	760981 10 0	46,000	10,263	b	1	a(10,263 shares)
RESMED INC	COM	761152 10 7	2,532,000	64,600	b	1	a(64,600 shares)
RESPIRONICS INC	COM	761230 10 1	2,244,000	59,819	b	1	a(59,819 shares)
REYNOLDS & REYNOLDS CO	CL A	761695 10 5	580,000	20,300	b	1	a(20,300 shares)
REYNOLDS R J TOB HLDGS INC	COM	76182K 10 5	37,906,000	1,018,700	b	1	a(1,018,700 shares)
RICHARDSON ELECTRS LTD	SDCV 8.250% 6/	763165 AC 1	2,477,000	2,642,000	b	1	a(2,642,000 shares)
RIGGS NATL CORP WASH DC	COM	766570 10 5	231,000	15,164	b	1	a(15,164 shares)
RIO TINTO PLC	SPONSORED ADR	767204 10 0	360,000	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)
ROBBINS & MYERS INC	NOTE 8.000% 1/	770196 AB 9	788,000	708,000	b	1	a(708,000 shares)
ROCKWELL AUTOMATION INC	COM	773903 10 9	6,320,000	265,100	b	1	a(265,100 shares)
ROGERS CORP	COM	775133 10 1	360,000	10,800	b	1	a(10,800 shares)
ROHM & HAAS CO	COM	775371 10 7	13,185,000	424,900	b	1	a(424,900 shares)
ROSLYN BANCORP INC	COM	778162 10 7	2,988,000	139,035	b	1	a(139,035 shares)
ROSS STORES INC	COM	778296 10 3	9,603,000	224,687	b	1	a(224,687 shares)
ROWAN COS INC	COM	779382 10 0	629,000	28,100	b	1	a(28,100 shares)
ROYAL DUTCH PETE CO	NY REG EUR .56	780257 80 4	8,695,000	186,500	b	1	a(186,500 shares)
RYLAND GROUP INC	COM	783764 10 3	1,145,000	16,500 C	b	1	a(16,500 shares)
SBC COMMUNICATIONS INC	COM	783876 10 3	32,050,000	1,254,400	b	1	a(1,254,400 shares)
SBA COMMUNICATIONS CORP	COM	783883 10 6	247,000	81,356	b	1	a(81,356 shares)
SFBC INTL INC	COM	784121 10 5	339,000	18,729	b	1	a(18,729 shares)
SLM CORP	COM	78442P 10 6	41,481,000	1,059,000	b	1	a(1,059,000 shares)
SLM CORP	COM	78442P 10 6	588,000	15,000 C	b	1	a(15,000 shares)
SLM CORP	COM	78442P 10 6	33,620,000	858,300 P	b	1	a(858,300 shares)
SPDR TR	UNIT SER 1	78462F 10 3	303,000	3,100	b	1	a(3,100 shares)
SPX CORP	NOTE 2/	784635 AD 6	33,840,000	54,000,000	b	1	a(54,000,000 shares)
S1 CORPORATION	COM	78463B 10 1	274,000	67,765	b	1	a(67,765 shares)
SRA INTL INC	CL A	78464R 10 5	5,389,000	168,400	b	1	a(168,400 shares)
SWS GROUP INC	COM	78503N 10 7	294,000	14,600	b	1	a(14,600 shares)
SAFECO CORP	COM	786429 10 0	10,847,000	307,461	b	1	a(307,461 shares)
SAFECO CORP	COM	786429 10 0	1,940,000	55,000 C	b	1	a(55,000 shares)
SAFECO CORP	COM	786429 10 0	2,523,000	71,500 P	b	1	a(71,500 shares)
SAFEGUARD SCIENTIFICS INC	COM	786449 10 8	247,000	91,500	b	1	a(91,500 shares)
SAFENET INC	COM	78645R 10 7	1,318,000	47,088	b	1	a(47,088 shares)
SAFEMAY INC	COM NEW	786514 20 8	8,865,000	433,300	b	1	a(433,300 shares)
ST JOE CO	COM	790148 10 0	1,335,000	42,800	b	1	a(42,800 shares)
ST JUDE MED INC	COM	790849 10 3	19,418,000	337,700	b	1	a(337,700 shares)

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238,631,000

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 (note #3)
ST-JUDE-MED-INC	COM	790849-10-3	4,767,000	82,900-C	b	1	a(82,900-shares)
ST JUDE MED INC	COM	790849 10 3	1,075,000	18,700 P	b	1	a(18,700 shares)
SAKS INC	COM	79377W 10 8	848,000	87,400	b	1	a(87,400 shares)
SAKS INC	COM	79377W 10 8	97,000	10,000 C	b	1	a(10,000 shares)
SAKS INC	COM	79377W 10 8	194,000	20,000 P	b	1	a(20,000 shares)
SANDISK CORP	COM	80004C 10 1	1,654,000	41,000	b	1	a(41,000 shares)
SANDISK CORP	COM	80004C 10 1	1,634,000	40,500 C	b	1	a(40,500 shares)
SANOFI-SYNTHELABO	SPONSORED ADR	80105N 10 5	233,000	8,000	b	1	a(8,000 shares)
SAPIENT CORP	COM	803062 10 8	117,000	42,134	b	1	a(42,134 shares)
SAXON CAPITAL INC	COM	80556P 30 2	402,000	23,153	b	1	a(23,153 shares)
SCANSOFT INC	COM	80603P 10 7	182,000	33,579	b	1	a(33,579 shares)
SCHEIN HENRY INC	COM	806407 10 2	890,000	17,000 C	b	1	a(17,000 shares)
SCHERING A G	SPONSORED ADR	806585 20 4	418,000	8,621	b	1	a(8,621 shares)
SCHLUMBERGER LTD	COM	806857 10 8	1,118,000	23,500	b	1	a(23,500 shares)
SCHWAB CHARLES CORP NEW	COM	808513 10 5	4,561,000	452,000	b	1	a(452,000 shares)
SCOTTS CO	CL A	810186 10 6	2,826,000	57,100	b	1	a(57,100 shares)
SCRIPPS E W CO OHIO	CL A	811054 20 4	4,516,000	50,900	b	1	a(50,900 shares)
SEABULK INTL INC	COM	81169P 10 1	2,833,000	319,400	b	1	a(319,400 shares)
SEALED AIR CORP NEW	COM	81211K 10 0	74,245,000	1,557,800 C	b	1	a(1,557,800 shares)
SEALED AIR CORP NEW	COM	81211K 10 0	9,889,000	207,500 P	b	1	a(207,500 shares)
SEARS ROEBUCK & CO	COM	812387 10 8	12,467,000	370,600 C	b	1	a(370,600 shares)
SEARS ROEBUCK & CO	COM	812387 10 8	5,789,000	172,100 P	b	1	a(172,100 shares)
SELECT COMFORT CORP	COM	81616X 10 3	326,000	19,882	b	1	a(19,882 shares)
SELECT MEDICAL CORP	COM	816196 10 9	869,000	35,000	b	1	a(35,000 shares)
SEMTECH CORP	COM	816850 10 1	926,000	65,056	b	1	a(65,056 shares)
SENSIENT TECHNOLOGIES CORP	COM	81725T 10 0	340,000	14,800	b	1	a(14,800 shares)
SEPRACOR INC	COM	817315 10 4	5,462,000	302,961	b	1	a(302,961 shares)
SEPRACOR INC	COM	817315 10 4	1,722,000	95,500 C	b	1	a(95,500 shares)

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140,400,000

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)
SERENA-SOFTWARE-INC	COM	817492-10-1	857,000	41,035	b	1	a(41,035 shares)
SERONO S A	SPONSORED ADR	81752M 10 1	524,000	36,000	b	1	a(36,000 shares)
SERVICE CORP INTL	COM	817565 10 4	1,051,000	271,500	b	1	a(271,500 shares)
SERVICEMASTER CO	COM	81760N 10 9	1,107,000	103,500	b	1	a(103,500 shares)
SHARPER IMAGE CORP	COM	820013 10 0	2,684,000	98,409	b	1	a(98,409 shares)
SHAW GROUP INC	COM	820280 10 5	698,000	57,900	b	1	a(57,900 shares)
SHAW GROUP INC	COM	820280 10 5	2,543,000	211,000 C	b	1	a(211,000 shares)
SHELL TRANS & TRADING PLC	ADR NY SHS NEW	822703 60 9	1,315,000	33,000	b	1	a(33,000 shares)
SHERWIN WILLIAMS CO	COM	824348 10 6	5,930,000	220,600	b	1	a(220,600 shares)
SHIRE PHARMACEUTICALS GRP PL	SPONSORED ADR	82481R 10 6	1,856,000	94,218	b	1	a(94,218 shares)
SHOPKO STORES INC	COM	824911 10 1	1,581,000	121,600	b	1	a(121,600 shares)
SICOR INC	COM	825846 10 8	4,609,000	226,594	b	1	a(226,594 shares)
SIEBEL SYS INC	COM	826170 10 2	18,341,000	1,922,566	b	1	a(1,922,566 shares)
SIEBEL SYS INC	COM	826170 10 2	11,592,000	1,215,100 C	b	1	a(1,215,100 shares)
SIEMENS A G	SPONSORED ADR	826197 50 1	1,153,000	23,600	b	1	a(23,600 shares)
SIERRA PAC RES NEW	COM	826428 10 4	65,000	11,000	b	1	a(11,000 shares)
SIGMA ALDRICH CORP	COM	826552 10 1	8,100,000	149,500 C	b	1	a(149,500 shares)
SIGMA ALDRICH CORP	COM	826552 10 1	542,000	10,000 P	b	1	a(10,000 shares)
SILICON LABORATORIES INC	COM	826919 10 2	1,214,000	45,586	b	1	a(45,586 shares)
SILICON LABORATORIES INC	COM	826919 10 2	1,945,000	73,000 C	b	1	a(73,000 shares)
SILICON VY BANCSHARES	COM	827064 10 6	4,610,000	193,600	b	1	a(193,600 shares)
SINCLAIR BROADCAST GROUP INC	CL A	829226 10 9	586,000	50,450	b	1	a(50,450 shares)
SIRIUS SATELLITE RADIO INC	COM	829660 10 3	3,038,000	1,797,784	b	1	a(1,797,784 shares)
SKY FINL GROUP INC	COM	83080P 10 3	1,134,000	52,217	b	1	a(52,217 shares)
SMITH & NEPHEW PLC	SPDN ADR NEW	83175M 20 5	638,000	11,000	b	1	a(11,000 shares)
SMITH A O	COM	831865 20 9	298,000	10,600	b	1	a(10,600 shares)
SMITH INTL INC	COM	832110 10 0	7,091,000	193,000 C	b	1	a(193,000 shares)
SMITH INTL INC	COM	832110 10 0	2,498,000	68,000 P	b	1	a(68,000 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)
SMUCKER-J M CO	COM-NEW	832696 40 5	2,864,000	71,800	b	1	a(71,800 shares)
SMURFIT-STONE CONTAINER CORP	PFED CV EX A 7%	832727 20 0	1,770,000	77,000	b	1	a(77,000 shares)
SOHU COM INC	COM	83408W 10 3	11,751,000	344,000 C	b	1	a(344,000 shares)
SOHU COM INC	COM	83408W 10 3	5,636,000	165,000 P	b	1	a(165,000 shares)
SOLETRON CORP	COM	834182 10 7	88,000	23,534	b	1	a(23,534 shares)
SONIC CORP	COM	835451 10 5	1,981,000	77,918	b	1	a(77,918 shares)
SONIC CORP	COM	835451 10 5	509,000	20,000 C	b	1	a(20,000 shares)
SOTHEBYS HLDGS INC	CL A	835898 10 7	1,101,000	148,000	b	1	a(148,000 shares)
SOURCECORP	COM	836167 10 6	238,000	11,017	b	1	a(11,017 shares)
SOUTHERN CO	COM	842587 10 7	355,000	11,400	b	1	a(11,400 shares)
SOUTHERN UN CO NEW	COM	844030 10 6	3,800,000	224,300	b	1	a(224,300 shares)
SOUTHRUST CORP	COM	844730 10 1	4,274,000	157,150	b	1	a(157,150 shares)
SOUTHWEST AIRLS CO	COM	844741 10 8	464,000	27,000	b	1	a(27,000 shares)
SOUTHWEST BANCORPORATION TEX	COM	84476R 10 9	2,455,000	75,500 C	b	1	a(75,500 shares)
SOUTHWEST BANCORPORATION TEX	COM	84476R 10 9	228,000	7,000 P	b	1	a(7,000 shares)
SOUTHWESTERN ENERGY CO	COM	845467 10 9	444,000	29,600	b	1	a(29,600 shares)
SOVEREIGN BANCORP INC	COM	845905 10 8	2,393,000	152,914	b	1	a(152,914 shares)
SPANISH BROADCASTING SYS INC	CL A	846425 88 2	108,000	13,231	b	1	a(13,231 shares)
SPARTECH CORP	COM NEW	847220 20 9	369,000	17,400	b	1	a(17,400 shares)
SPEEDWAY MOTORSPORTS INC	COM	847788 10 6	450,000	16,800	b	1	a(16,800 shares)
SPRINT CORP	COM FON GROUP	852061 10 0	2,532,000	175,800	b	1	a(175,800 shares)
STAAR SURGICAL CO	COM PAR \$0.01	852312 30 5	595,000	51,275	b	1	a(51,275 shares)
STANCORP FINL GROUP INC	COM	852891 10 0	914,000	17,500	b	1	a(17,500 shares)
STANCORP FINL GROUP INC	COM	852891 10 0	209,000	4,000 P	b	1	a(4,000 shares)
STANDARD PAC CORP NEW	COM	85375C 10 1	6,151,000	185,500	b	1	a(185,500 shares)
STANLEY WKS	COM	854616 10 9	5,633,000	204,100	b	1	a(204,100 shares)
STAPLES INC	COM	855030 10 2	24,313,000	1,324,961	b	1	a(1,324,961 shares)
STARBUCKS CORP	COM	855244 10 9	1,646,000	67,115	b	1	a(67,115 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)
STARBUCKS-CORP	COM	855244 10 9	1,275,000	52,000 C	b	1	a(52,000 shares)
STARBUCKS CORP	COM	855244 10 9	319,000	13,000 P	b	1	a(13,000 shares)
STARWOOD HOTELS&RESORTS WRLD	PAIRED CTF	85590A 20 3	5,526,000	193,300	b	1	a(193,300 shares)
STATE STR CORP	COM	857477 10 3	1,935,000	49,100	b	1	a(49,100 shares)
STATE STR CORP	COM	857477 10 3	9,633,000	244,500 C	b	1	a(244,500 shares)
STATE STR CORP	COM	857477 10 3	2,364,000	60,000 P	b	1	a(60,000 shares)
STATION CASINOS INC	COM	857689 10 3	1,899,000	75,200	b	1	a(75,200 shares)
STERICYCLE INC	COM	858912 10 8	13,047,000	339,058	b	1	a(339,058 shares)
STERIS CORP	COM	859152 10 0	5,625,000	243,600	b	1	a(243,600 shares)
STILLWATER MNG CO	COM	86074Q 10 2	1,984,000	385,900	b	1	a(385,900 shares)
STMICROELECTRONICS N V	NY REGISTRY	861012 10 2	7,132,000	343,068	b	1	a(343,068 shares)
STRATASYS INC	COM	862685 10 4	768,000	21,843	b	1	a(21,843 shares)
STRYKER CORP	COM	863667 10 1	20,048,000	289,000	b	1	a(289,000 shares)
STURM RUGER & CO INC	COM	864159 10 8	103,000	10,300	b	1	a(10,300 shares)
SUN LIFE FINL SVCS CDA INC	COM	866796 10 5	288,000	13,900	b	1	a(13,900 shares)
SUN MICROSYSTEMS INC	COM	866810 10 4	4,272,000	928,600	b	1	a(928,600 shares)
SUNOCO INC	COM	86764P 10 9	2,378,000	63,000	b	1	a(63,000 shares)
SUNOCO INC	COM	86764P 10 9	377,000	10,000 C	b	1	a(10,000 shares)
SUNOCO INC	COM	86764P 10 9	944,000	25,000 P	b	1	a(25,000 shares)
SUNRISE SENIOR LIVING INC	COM	86768K 10 6	4,122,000	184,200	b	1	a(184,200 shares)
SUNTRUST BKS INC	COM	867914 10 3	2,041,000	34,400	b	1	a(34,400 shares)
SUNTRUST BKS INC	COM	867914 10 3	4,896,000	82,500 C	b	1	a(82,500 shares)
SUPERCONDUCTOR TECHNOLOGIES	COM	867931 10 7	137,000	59,608	b	1	a(59,608 shares)
SUPERIOR ENERGY SVCS INC	COM	868157 10 8	474,000	50,000	b	1	a(50,000 shares)
SURMODICS INC	COM	868873 10 0	3,865,000	126,725	b	1	a(126,725 shares)
SURMODICS INC	COM	868873 10 0	610,000	20,000 C	b	1	a(20,000 shares)
SWIFT ENERGY CO	COM	870738 10 1	937,000	85,200	b	1	a(85,200 shares)
SYBASE INC	COM	871130 10 0	6,611,000	475,300	b	1	a(475,300 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)
SYBRON DENTAL SPECIALTIES INC	COM	871142 10 5	1,020,000	43,200	b	1	a(43,200 shares)
SYKES ENTERPRISES INC	COM	871237 10 3	144,000	29,414	b	1	a(29,414 shares)
SYLVAN LEARNING SYS INC	COM	871399 10 1	2,786,000	122,000 C	b	1	a(122,000 shares)
SYLVAN LEARNING SYS INC	COM	871399 10 1	1,302,000	57,000 P	b	1	a(57,000 shares)
SYMANTEC CORP	COM	871503 10 8	4,370,000	99,646	b	1	a(99,646 shares)
SYMANTEC CORP	COM	871503 10 8	1,754,000	40,000 C	b	1	a(40,000 shares)
SYMANTEC CORP	COM	871503 10 8	877,000	20,000 P	b	1	a(20,000 shares)
SYMBOL TECHNOLOGIES INC	COM	871508 10 7	980,000	75,300	b	1	a(75,300 shares)
SYNOPSIS INC	COM	871607 10 7	619,000	10,000 C	b	1	a(10,000 shares)
SYNOPSIS INC	COM	871607 10 7	575,000	9,300 P	b	1	a(9,300 shares)
SYSCO CORP	COM	871829 10 7	13,118,000	436,700	b	1	a(436,700 shares)
TCF FINL CORP	COM	872275 10 2	11,247,000	282,300	b	1	a(282,300 shares)
TECO ENERGY INC	COM	872375 10 0	2,966,000	247,400	b	1	a(247,400 shares)
TJX COS INC NEW	COM	872540 10 9	12,016,000	637,800	b	1	a(637,800 shares)
TJX COS INC NEW	COM	872540 10 9	4,898,000	260,000 C	b	1	a(260,000 shares)
TJX COS INC NEW	COM	872540 10 9	7,084,000	376,000 P	b	1	a(376,000 shares)
TXU CORP	COM	873168 10 8	1,524,000	67,900	b	1	a(67,900 shares)
TXU CORP	COM	873168 10 8	11,640,000	518,500 C	b	1	a(518,500 shares)
TXU CORP	COM	873168 10 8	3,300,000	147,000 P	b	1	a(147,000 shares)
TAKE-TWO INTERACTIVE SOFTWARE	COM	874054 10 9	1,057,000	37,300	b	1	a(37,300 shares)
TALBOTS INC	COM	874161 10 2	1,437,000	48,800	b	1	a(48,800 shares)
TALISMAN ENERGY INC	COM	87425E 10 3	319,000	7,000	b	1	a(7,000 shares)
TANOX INC	COM	87588Q 10 9	451,000	28,087	b	1	a(28,087 shares)
TARGET CORP	COM	87612E 10 6	2,270,000	60,000 C	b	1	a(60,000 shares)
TARGET CORP	COM	87612E 10 6	757,000	20,000 P	b	1	a(20,000 shares)
TECH DATA CORP	COM	878237 10 6	1,068,000	40,000 C	b	1	a(40,000 shares)
TECHNE CORP	COM	878377 10 0	2,779,000	91,583	b	1	a(91,583 shares)
TECHNE CORP	COM	878377 10 0	334,000	11,000 C	b	1	a(11,000 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)
TECHNITROL INC	COM	878555 10 1	628,000	41,700	b	1	a(41,700 shares)
TECUMSEH PRODS CO	CL A	878895 20 0	410,000	10,700	b	1	a(10,700 shares)
TEKELEC	COM	879101 10 3	442,000	39,141	b	1	a(39,141 shares)
TEKTRONIX INC	COM	879131 10 0	4,795,000	222,000	b	1	a(222,000 shares)
TELECOMUNICACOES BRASILEIRAS	SPONSORED ADR	879287 30 8	325,000	11,800	b	1	a(11,800 shares)
TELEFONICA S A	SPONSORED ADR	879382 20 8	218,000	6,300	b	1	a(6,300 shares)
TELEFONOS DE MEXICO S A	DBCV 4.250% 6/	879403 AD 5	8,950,000	8,000,000	b	1	a(8,000,000 shares)
TELEFONOS DE MEXICO S A	SPON ADR ORD L	879403 78 0	2,146,000	68,300	b	1	a(68,300 shares)
TELEPHONE & DATA SYS INC	COM	879433 10 0	3,633,000	73,100	b	1	a(73,100 shares)
TELEPHONE & DATA SYS INC	COM	879433 10 0	4,722,000	95,000 C	b	1	a(95,000 shares)
TELIK INC	COM	87959M 10 9	238,000	14,837	b	1	a(14,837 shares)
TELLABS INC	COM	879664 10 0	2,022,000	307,753	b	1	a(307,753 shares)
TELLIUM INC	COM	87967E 10 7	51,000	57,600	b	1	a(57,600 shares)
TEMPLE INLAND INC	COM	879868 10 7	6,484,000	151,100	b	1	a(151,100 shares)
TELETECH HOLDINGS INC	COM	879939 10 6	280,000	72,842	b	1	a(72,842 shares)
TENET HEALTHCARE CORP	COM	88033G 10 0	587,000	50,400	b	1	a(50,400 shares)
TENET HEALTHCARE CORP	COM	88033G 10 0	990,000	85,000 C	b	1	a(85,000 shares)
TERADYNE INC	SDCV 3.750%10/	880770 AD 4	5,600,000	5,500,000	b	1	a(5,500,000 shares)
TEREX CORP NEW	COM	880779 10 3	976,000	50,000 C	b	1	a(50,000 shares)
TESORO PETE CORP	COM	881609 10 1	275,000	40,000 C	b	1	a(40,000 shares)
TEXAS INSTRS INC	COM	882508 10 4	436,000	24,800	b	1	a(24,800 shares)
TEXAS INSTRS INC	COM	882508 10 4	13,957,000	793,000 C	b	1	a(793,000 shares)
THOMAS & BETTS CORP	COM	884315 10 2	3,409,000	235,900	b	1	a(235,900 shares)
3COM CORP	COM	885535 10 4	55,000	11,700	b	1	a(11,700 shares)
3M CO	COM	88579Y 10 1	5,017,000	38,900	b	1	a(38,900 shares)
3M CO	COM	88579Y 10 1	16,509,000	128,000 C	b	1	a(128,000 shares)
3M CO	COM	88579Y 10 1	41,854,000	324,500 P	b	1	a(324,500 shares)
TIBCO SOFTWARE INC	COM	88632Q 10 3	95,000	18,671	b	1	a(18,671 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)
TIFFANY & CO-NEW	COM	886547 10 8	1,121,000	34,300	b	1	a(34,300-shares)
TIMBERLAND CO	CL A	887100 10 5	264,000	5,000 C	b	1	a(5,000 shares)
TIME WARNER TELECOM INC	CL A	887319 10 1	1,205,000	189,195	b	1	a(189,195 shares)
TITAN INTL INC ILL	COM	88830M 10 2	47,000	37,800	b	1	a(37,800 shares)
TOLL BROTHERS INC	COM	889478 10 3	2,409,000	85,100	b	1	a(85,100 shares)
TOO INC	COM	890333 10 7	2,132,000	105,300	b	1	a(105,300 shares)
TOOTSIE ROLL INDS INC	COM	890516 10 7	1,949,000	63,937	b	1	a(63,937 shares)
TORCHMARK CORP	COM	891027 10 4	1,989,000	53,400	b	1	a(53,400 shares)
TORO CO	COM	891092 10 8	2,588,000	65,100	b	1	a(65,100 shares)
TORO CO	COM	891092 10 8	1,590,000	40,000 C	b	1	a(40,000 shares)
TOTAL S A	SPONSORED ADR	89151E 10 9	1,167,000	15,400	b	1	a(15,400 shares)
TOYOTA MOTOR CORP	SP ADR REP2COM	892331 30 7	1,202,000	23,200	b	1	a(23,200 shares)
TOYS R US INC	COM	892335 10 0	8,095,000	667,900	b	1	a(667,900 shares)
TRACTOR SUPPLY CO	COM	892356 10 6	2,388,000	50,000 C	b	1	a(50,000 shares)
TRANSACTION SYS ARCHITECTS	CL A	893416 10 7	196,000	21,864	b	1	a(21,864 shares)
TRANSKARYOTIC THERAPIES INC	COM	893735 10 0	462,000	40,000	b	1	a(40,000 shares)
TRANSMETA CORP DEL	COM	89376R 10 9	45,000	27,946	b	1	a(27,946 shares)
TRANSWITCH CORP	COM	894065 10 1	88,000	64,675	b	1	a(64,675 shares)
TRAVELERS PPTY CAS CORP NEW	CL B	89420G 40 6	666,000	42,235	b	1	a(42,235 shares)
TREDEGAR CORP	COM	894650 10 0	234,000	15,600	b	1	a(15,600 shares)
TREX INC	COM	89531P 10 5	742,000	18,900	b	1	a(18,900 shares)
TRIBUNE CO NEW	COM	896047 10 7	12,461,000	258,000	b	1	a(258,000 shares)
TRIBUNE CO NEW	COM	896047 10 7	2,415,000	50,000 C	b	1	a(50,000 shares)
TRIBUNE CO NEW	COM	896047 10 7	2,174,000	45,000 P	b	1	a(45,000 shares)
TRIMBLE NAVIGATION LTD	COM	896239 10 0	1,221,000	53,258	b	1	a(53,258 shares)
TRIMERIS INC	COM	896263 10 0	7,678,000	168,082	b	1	a(168,082 shares)
TUESDAY MORNING CORP	COM NEW	899035 50 5	277,000	10,516	b	1	a(10,516 shares)
TYCO INTL LTD NEW	COM	902124 10 6	57,712,000	3,040,700 C	b	1	a(3,040,700 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)
TYCO-INTL-LTD-NEW	COM	902124 10 6	13,950,000	735,000 P	b	1	a(735,000 shares)
TYCO INTL LTD NEW	NOTE	11/ 902124 AC 0	3,831,000	5,000,000	b	1	a(5,000,000 shares)
TYSON FOODS INC	CL A	902494 10 3	3,322,000	312,800	b	1	a(312,800 shares)
UGI CORP NEW	COM	902681 10 5	3,554,000	112,100	b	1	a(112,100 shares)
UST INC	COM	902911 10 6	17,368,000	495,800	b	1	a(495,800 shares)
US BANCORP DEL	COM NEW	902973 30 4	3,401,000	138,800	b	1	a(138,800 shares)
USF&G CORP	NOTE	3/ 903290 AD 6	6,925,000	8,686,000	b	1	a(8,686,000 shares)
U S G CORP	COM NEW	903293 40 5	11,879,000	625,200	b	1	a(625,200 shares)
USEC INC	COM	90333E 10 8	216,000	30,800	b	1	a(30,800 shares)
US ONCOLOGY INC	COM	90338W 10 3	1,164,000	157,545	b	1	a(157,545 shares)
UNILEVER PLC	SPON ADR NEW	904767 70 4	3,939,000	122,700	b	1	a(122,700 shares)
UNILEVER N V	N Y SHS NEW	904784 70 9	3,542,000	65,600	b	1	a(65,600 shares)
UNION PAC CORP	COM	907818 10 8	4,061,000	70,000 C	b	1	a(70,000 shares)
UNION PAC CORP	COM	907818 10 8	2,205,000	38,000 P	b	1	a(38,000 shares)
UNION PLANTERS CORP	COM	908068 10 9	2,132,000	68,700	b	1	a(68,700 shares)
UNIONBANCAL CORP	COM	908906 10 0	3,645,000	88,100	b	1	a(88,100 shares)
UNISOURCE ENERGY CORP	COM	909205 10 6	431,000	22,900	b	1	a(22,900 shares)
UNISYS CORP	COM	909214 10 8	2,116,000	172,300	b	1	a(172,300 shares)
UNIT CORP	COM	909218 10 9	312,000	14,900	b	1	a(14,900 shares)
UNITED BANKSHARES INC WEST V	COM	909907 10 7	247,000	8,607	b	1	a(8,607 shares)
UNITED PARCEL SERVICE INC	CL B	911312 10 6	452,000	7,100	b	1	a(7,100 shares)
UNITED PARCEL SERVICE INC	CL B	911312 10 6	133,674,000	2,098,500 C	b	1	a(2,098,500 shares)
UNITED PARCEL SERVICE INC	CL B	911312 10 6	147,516,000	2,315,800 P	b	1	a(2,315,800 shares)
UNITED STATES STL CORP NEW	COM	912909 10 8	390,000	23,800	b	1	a(23,800 shares)
UNITED SURGICAL PARTNERS INT	COM	913016 30 9	368,000	16,288	b	1	a(16,288 shares)
UNITED TECHNOLOGIES CORP	COM	913017 10 9	4,703,000	66,400	b	1	a(66,400 shares)
UNITED TECHNOLOGIES CORP	COM	913017 10 9	5,312,000	75,000 C	b	1	a(75,000 shares)
UNITED TECHNOLOGIES CORP	COM	913017 10 9	5,100,000	72,000 P	b	1	a(72,000 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)
UNITED-THERAPEUTICS-CORP-DEL	COM	91307C 10 2	1,140,000	52,323	b	1	a(52,323 shares)
UNITEDHEALTH GROUP INC	COM	91324P 10 2	91,812,000	1,827,100	b	1	a(1,827,100 shares)
UNIVERSAL CORP VA	COM	913456 10 9	2,720,000	64,300	b	1	a(64,300 shares)
UNIVERSAL HLTH SVCS INC	CL B	913903 10 0	8,895,000	224,500	b	1	a(224,500 shares)
UNIVISION COMMUNICATIONS INC	CL A	914906 10 2	41,532,000	1,366,200	b	1	a(1,366,200 shares)
UNOCAL CORP	COM	915289 10 2	522,000	18,200	b	1	a(18,200 shares)
VCA ANTECH INC	COM	918194 10 1	2,005,000	102,467	b	1	a(102,467 shares)
VAIL RESORTS INC	COM	91879Q 10 9	321,000	23,800	b	1	a(23,800 shares)
VALASSIS COMMUNICATIONS INC	COM	918866 10 4	3,434,000	133,500	b	1	a(133,500 shares)
VALERO ENERGY CORP NEW	COM	91913Y 10 0	9,736,000	268,000	b	1	a(268,000 shares)
VALSPAR CORP	COM	920355 10 4	3,720,000	88,100	b	1	a(88,100 shares)
VARCO INTL INC DEL	COM	922122 10 6	2,877,000	146,800	b	1	a(146,800 shares)
VARIAN INC	COM	922206 10 7	511,000	14,736	b	1	a(14,736 shares)
VARIAN SEMICONDUCTOR EQUIPMN	COM	922207 10 5	792,000	26,600	b	1	a(26,600 shares)
VARIAN MED SYS INC	COM	92220P 10 5	22,216,000	385,900	b	1	a(385,900 shares)
VAXGEN INC	COM NEW	922390 20 8	294,000	56,745	b	1	a(56,745 shares)
VECTREN CORP	COM	92240G 10 1	353,000	14,100	b	1	a(14,100 shares)
VEECO INSTRS INC DEL	COM	922417 10 0	1,216,000	71,378	b	1	a(71,378 shares)
VERIDIAN CORP DEL	COM	92342R 20 3	7,798,000	223,500	b	1	a(223,500 shares)
VERITAS SOFTWARE CO	COM	923436 10 9	27,427,000	956,647	b	1	a(956,647 shares)
VERITAS SOFTWARE CO	COM	923436 10 9	14,335,000	500,000 C	b	1	a(500,000 shares)
VERISIGN INC	COM	92343E 10 2	6,214,000	449,305	b	1	a(449,305 shares)
VERITAS DGC INC	COM	92343P 10 7	155,000	13,500	b	1	a(13,500 shares)
VERIZON COMMUNICATIONS	COM	92343V 10 4	13,133,000	332,900	b	1	a(332,900 shares)
VERINT SYS INC	COM	92343X 10 0	2,607,000	102,607	b	1	a(102,607 shares)
VERIZON GLOBAL FDG CORP	NOTE	5/ 92344G AN 6	6,016,000	10,000,000	b	1	a(10,000,000 shares)
VERTEX PHARMACEUTICALS INC	COM	92532F 10 0	1,575,000	107,896	b	1	a(107,896 shares)
VIACOM INC	CL B	925524 30 8	18,529,000	424,400	b	1	a(424,400 shares)

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Page Total

291,885,000

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)
VIASYS HEALTHCARE INC	COM_NEW	925530 20 9	540,000	26,100	b	1	a(26,100 shares)
VICURON PHARMACEUTICALS INC	COM	926471 10 3	215,000	15,167	b	1	a(15,167 shares)
VIGNETTE CORP	COM	926734 10 4	474,000	240,646	b	1	a(240,646 shares)
VINTAGE PETE INC	COM	927460 10 5	721,000	63,900	b	1	a(63,900 shares)
VISHAY INTERTECHNOLOGY INC	NOTE 6/	928298 AD 0	1,441,000	2,500,000	b	1	a(2,500,000 shares)
VISTEON CORP	COM	92839U 10 7	3,414,000	497,000	b	1	a(497,000 shares)
VISTACARE INC	CL A	92839Y 10 9	1,108,000	45,587	b	1	a(45,587 shares)
VISX INC DEL	COM	92844S 10 5	1,202,000	69,300	b	1	a(69,300 shares)
VITAL IMAGES INC	COM	92846N 10 4	268,000	14,600	b	1	a(14,600 shares)
VITALWORKS INC	COM	928483 10 6	486,000	123,100	b	1	a(123,100 shares)
VIVUS INC	COM	928551 10 0	158,000	30,829	b	1	a(30,829 shares)
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W 10 0	4,492,000	228,600	b	1	a(228,600 shares)
VULCAN MATLS CO	COM	929160 10 9	4,823,000	130,100	b	1	a(130,100 shares)
WGL HLDGS INC	COM	92924F 10 6	350,000	13,100	b	1	a(13,100 shares)
WPP GROUP PLC	SPON ADR NEW	929309 30 0	374,000	9,336	b	1	a(9,336 shares)
WPS RESOURCES CORP	COM	92931B 10 6	2,633,000	65,500	b	1	a(65,500 shares)
WACHOVIA CORP 2ND NEW	COM	929903 10 2	3,720,000	93,100	b	1	a(93,100 shares)
WACHOVIA CORP 2ND NEW	COM	929903 10 2	4,236,000	106,000 C	b	1	a(106,000 shares)
WACHOVIA CORP 2ND NEW	COM	929903 10 2	2,617,000	65,500 P	b	1	a(65,500 shares)
WAL MART STORES INC	COM	931142 10 3	16,783,000	312,700	b	1	a(312,700 shares)
WALGREEN CO	COM	931422 10 9	6,432,000	213,700	b	1	a(213,700 shares)
WALGREEN CO	COM	931422 10 9	12,160,000	404,000 C	b	1	a(404,000 shares)
WALGREEN CO	COM	931422 10 9	9,843,000	327,000 P	b	1	a(327,000 shares)
WALTER INDS INC	COM	93317Q 10 5	342,000	29,100	b	1	a(29,100 shares)
WASHINGTON FED INC	COM	938824 10 9	1,870,000	80,831	b	1	a(80,831 shares)
WASHINGTON MUT INC	COM	939322 10 3	1,524,000	36,900	b	1	a(36,900 shares)
WASHINGTON MUT INC	COM	939322 10 3	1,239,000	30,000 C	b	1	a(30,000 shares)
WASHINGTON MUT INC	COM	939322 10 3	1,239,000	30,000 P	b	1	a(30,000 shares)

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Page Total

84,704,000

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)
WASHINGTON POST CO	CL B	939640 10 8	4,031,000	5,500	b	1	a(5,500 shares)
WASTE CONNECTIONS INC	COM	941053 10 0	2,453,000	69,982	b	1	a(69,982 shares)
WASTE MGMT INC DEL	COM	94106L 10 9	10,455,000	434,000	b	1	a(434,000 shares)
WASTE MGMT INC DEL	COM	94106L 10 9	4,095,000	170,000 C	b	1	a(170,000 shares)
WASTE MGMT INC DEL	COM	94106L 10 9	4,818,000	200,000 P	b	1	a(200,000 shares)
WATERS CORP	COM	941848 10 3	6,307,000	216,500	b	1	a(216,500 shares)
WATERS CORP	COM	941848 10 3	8,433,000	289,500 C	b	1	a(289,500 shares)
WATERS CORP	COM	941848 10 3	5,010,000	172,000 P	b	1	a(172,000 shares)
WATSCO INC	COM	942622 20 0	970,000	58,600	b	1	a(58,600 shares)
WATSON PHARMACEUTICALS INC	COM	942683 10 3	8,187,000	202,800	b	1	a(202,800 shares)
WATSON PHARMACEUTICALS INC	COM	942683 10 3	16,269,000	403,000 C	b	1	a(403,000 shares)
WATSON PHARMACEUTICALS INC	COM	942683 10 3	2,220,000	55,000 P	b	1	a(55,000 shares)
WATSON WYATT & CO HLDGS	CL A	942712 10 0	1,847,000	79,700	b	1	a(79,700 shares)
WAUSAU-MOSINEE PAPER CORP	COM	943315 10 1	485,000	43,300	b	1	a(43,300 shares)
WAYPOINT FINL CORP	COM	946756 10 3	470,000	26,042	b	1	a(26,042 shares)
WEBSTER FINL CORP CONN	COM	947890 10 9	646,000	17,100	b	1	a(17,100 shares)
WEIGHT WATCHERS INTL INC NEW	COM	948626 10 6	16,213,000	356,400	b	1	a(356,400 shares)
WELLMAN INC	COM	949702 10 4	159,000	14,200	b	1	a(14,200 shares)
WELLPOINT HEALTH NETWORK NEW	COM	94973H 10 8	700,000	8,300	b	1	a(8,300 shares)
WELLS FARGO & CO NEW	COM	949746 10 1	348,000	6,900	b	1	a(6,900 shares)
WELLS FARGO & CO NEW	COM	949746 10 1	59,124,000	1,173,100 C	b	1	a(1,173,100 shares)
WELLS FARGO & CO NEW	COM	949746 10 1	69,854,000	1,386,000 P	b	1	a(1,386,000 shares)
WENDYS INTL INC	COM	950590 10 9	7,215,000	249,050	b	1	a(249,050 shares)
WERNER ENTERPRISES INC	COM	950755 10 8	650,000	30,653	b	1	a(30,653 shares)
WESTAMERICA BANCORPORATION	COM	957090 10 3	215,000	5,000 C	b	1	a(5,000 shares)
WESTELL TECHNOLOGIES INC	CL A	957541 10 5	1,807,000	208,847	b	1	a(208,847 shares)
WESTERN DIGITAL CORP	COM	958102 10 5	3,192,000	309,900	b	1	a(309,900 shares)
WESTPORT RES CORP NEW	COM	961418 10 0	1,756,000	77,200	b	1	a(77,200 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)
WESTWOOD ONE INC	COM	961815 10 7	2,338,000	68,900	b	1	a(68,900 shares)
WESTWOOD ONE INC	COM	961815 10 7	3,427,000	101,000 C	b	1	a(101,000 shares)
WEYERHAEUSER CO	COM	962166 10 4	13,316,000	246,600	b	1	a(246,600 shares)
WEYERHAEUSER CO	COM	962166 10 4	270,000	5,000 C	b	1	a(5,000 shares)
WHIRLPOOL CORP	COM	963320 10 6	8,313,000	130,500	b	1	a(130,500 shares)
WHITMAN ED GROUP INC	COM	966524 10 0	2,094,000	136,400	b	1	a(136,400 shares)
WHITNEY HLDG CORP	COM	966612 10 3	562,000	17,572	b	1	a(17,572 shares)
WHOLE FOODS MKT INC	COM	966837 10 6	9,435,000	198,516	b	1	a(198,516 shares)
WHOLE FOODS MKT INC	COM	966837 10 6	5,680,000	119,500 C	b	1	a(119,500 shares)
WHOLE FOODS MKT INC	COM	966837 10 6	5,062,000	106,500 P	b	1	a(106,500 shares)
WILLIAMS COS INC DEL	COM	969457 10 0	7,936,000	1,004,500 C	b	1	a(1,004,500 shares)
WILLIAMS COS INC DEL	COM	969457 10 0	6,676,000	845,000 P	b	1	a(845,000 shares)
WILLIAMS SONOMA INC	COM	969904 10 1	1,892,000	64,800	b	1	a(64,800 shares)
WILMINGTON TRUST CORP	COM	971807 10 2	499,000	17,000	b	1	a(17,000 shares)
WILSON GREATBATCH TECHNOLOGI	COM	972232 10 2	1,134,000	31,400	b	1	a(31,400 shares)
WITEL COMMUNICATNS GROUP IN	COM	972487 10 2	591,000	40,075	b	1	a(40,075 shares)
WINN DIXIE STORES INC	COM	974280 10 9	779,000	63,300	b	1	a(63,300 shares)
WINNEBAGO INDS INC	COM	974637 10 0	0	12,500 C	b	1	a(12,500 shares)
WINNEBAGO INDS INC	COM	974637 10 0	0	12,500 P	b	1	a(12,500 shares)
WORLD COLOR PRESS INC DEL	NOTE 6.000%10/	981443 AA 2	11,466,000	11,200,000	b	1	a(11,200,000 shares)
WORTHINGTON INDS INC	COM	981811 10 2	1,995,000	148,900	b	1	a(148,900 shares)
WYETH	COM	983024 10 0	30,805,000	676,300	b	1	a(676,300 shares)
WYETH	COM	983024 10 0	53,216,000	1,168,300 C	b	1	a(1,168,300 shares)
WYETH	COM	983024 10 0	14,439,000	317,000 P	b	1	a(317,000 shares)
XM SATELLITE RADIO HLDGS INC	CL A	983759 10 1	2,928,000	264,936	b	1	a(264,936 shares)
XTO ENERGY INC	COM	98385X 10 6	21,394,000	1,063,866	b	1	a(1,063,866 shares)
XTO ENERGY INC	COM	98385X 10 6	1,006,000	50,000 C	b	1	a(50,000 shares)
XILINX INC	COM	983919 10 1	16,043,000	633,863	b	1	a(633,863 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)
XEROX CORP	COM	984121 10 3	7,734,000	730,300	b	1	a(730,300 shares)
YAHOO INC	COM	984332 10 6	26,101,000	796,745	b	1	a(796,745 shares)
YAHOO INC	COM	984332 10 6	31,450,000	960,000 C	b	1	a(960,000 shares)
YAHOO INC	COM	984332 10 6	3,931,000	120,000 P	b	1	a(120,000 shares)
YANKEE CANDLE INC	COM	984757 10 4	6,964,000	299,900	b	1	a(299,900 shares)
YELLOW CORP	COM	985509 10 8	2,543,000	109,853	b	1	a(109,853 shares)
YORK INTL CORP NEW	COM	986670 10 7	4,029,000	172,200	b	1	a(172,200 shares)
YUM BRANDS INC	COM	988498 10 1	1,298,000	43,900	b	1	a(43,900 shares)
ZEBRA TECHNOLOGIES CORP	CL A	989207 10 5	2,707,000	36,000 C	b	1	a(36,000 shares)
ZIONS BANCORPORATION	COM	989701 10 7	3,097,000	61,200	b	1	a(61,200 shares)
ZIONS BANCORPORATION	COM	989701 10 7	14,449,000	285,500 C	b	1	a(285,500 shares)
ZIONS BANCORPORATION	COM	989701 10 7	7,338,000	145,000 P	b	1	a(145,000 shares)
ZIX CORP	COM	98974P 10 0	83,000	22,017	b	1	a(22,017 shares)
ACE LTD	ORD	G0070K 10 3	250,000	7,300	b	1	a(7,300 shares)
AMDOCS LTD	ORD	G02602 10 3	1,505,000	62,700	b	1	a(62,700 shares)
AMDOCS LTD	ORD	G02602 10 3	7,560,000	315,000 C	b	1	a(315,000 shares)
ACCENTURE LTD BERMUDA	CL A	G1150G 11 1	1,418,000	78,400	b	1	a(78,400 shares)
BUNGE LIMITED	COM	G16962 10 5	546,000	19,100	b	1	a(19,100 shares)
COOPER INDS LTD	CL A	G24182 10 0	15,087,000	365,300	b	1	a(365,300 shares)
COOPER INDS LTD	CL A	G24182 10 0	14,670,000	355,200 C	b	1	a(355,200 shares)
COOPER INDS LTD	CL A	G24182 10 0	5,555,000	134,500 P	b	1	a(134,500 shares)
XCELERA INC	COM	G31611 10 9	22,000	13,900	b	1	a(13,900 shares)
EVEREST RE GROUP LTD	COM	G3223R 10 8	39,000,000	509,800	b	1	a(509,800 shares)
EVEREST RE GROUP LTD	COM	G3223R 10 8	4,973,000	65,000 C	b	1	a(65,000 shares)
EVEREST RE GROUP LTD	COM	G3223R 10 8	5,317,000	69,500 P	b	1	a(69,500 shares)
FRESH DEL MONTE PRODUCE INC	ORD	G36738 10 5	694,000	27,000	b	1	a(27,000 shares)
GARMIN LTD	ORD	G37260 10 9	1,209,000	30,315	b	1	a(30,315 shares)
GLOBALSANTAFE CORP	SHS	G3930E 10 1	1,270,000	54,405	b	1	a(54,405 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)
INGERSOLL-RAND COMPANY LTD	CL A	G4776G 10 1	15,076,000	318,600	b	1	a(318,600 shares)
IPC HLDGS LTD	ORD	G4933P 10 1	2,222,000	66,326	b	1	a(66,326 shares)
MAX RE CAPITAL LTD HAMILTON	SHS	G6052F 10 3	320,000	21,371	b	1	a(21,371 shares)
MONTPELLIER RE HOLDINGS LTD	SHS	G62185 10 6	5,416,000	171,400	b	1	a(171,400 shares)
NABORS INDUSTRIES LTD	SHS	G6359F 10 3	1,040,000	26,300	b	1	a(26,300 shares)
NOBLE CORPORATION	SHS	G65422 10 0	13,916,000	405,700	b	1	a(405,700 shares)
PARTNERRE LTD	COM	G6852T 10 5	511,000	10,000 C	b	1	a(10,000 shares)
PARTNERRE LTD	COM	G6852T 10 5	511,000	10,000 P	b	1	a(10,000 shares)
RENAISSANCE RE HLDGS LTD	COM	G7496G 10 3	16,656,000	365,900	b	1	a(365,900 shares)
RENAISSANCE RE HLDGS LTD	COM	G7496G 10 3	910,000	20,000 C	b	1	a(20,000 shares)
RENAISSANCE RE HLDGS LTD	COM	G7496G 10 3	910,000	20,000 P	b	1	a(20,000 shares)
HILFIGER TOMMY CORP	ORD	G8915Z 10 2	918,000	99,400	b	1	a(99,400 shares)
TRANSOCEAN INC	ORD	G90078 10 9	4,620,000	210,300	b	1	a(210,300 shares)
TRANSOCEAN INC	ORD	G90078 10 9	879,000	40,000 C	b	1	a(40,000 shares)
WILLIS GROUP HOLDINGS LTD	SHS	G96655 10 8	26,454,000	860,300	b	1	a(860,300 shares)
XL CAP LTD	CL A	G98255 10 5	299,000	3,600	b	1	a(3,600 shares)
XL CAP LTD	CL A	G98255 10 5	291,000	3,500 C	b	1	a(3,500 shares)
ALCON INC	COM SHS	H01301 10 2	3,638,000	79,600	b	1	a(79,600 shares)
UBS AG	NAMEN AKT	H8920M 85 5	11,135,000	201,000	b	1	a(201,000 shares)
PRECISE SOFTWARE SOLUTIONS L	ORD	M41450 10 3	638,000	33,418	b	1	a(33,418 shares)
TARO PHARMACEUTICAL INDS LTD	ORD	M8737E 10 8	1,873,000	34,136	b	1	a(34,136 shares)
QIAGEN N V	ORD	N72482 10 7	99,000	12,233	b	1	a(12,233 shares)
OMI CORP NEW	COM	Y6476W 10 4	2,798,000	454,200	b	1	a(454,200 shares)

Grand Total Table Value(FMV) 10,593,444,000
 Grand Total Table Entry 1,703