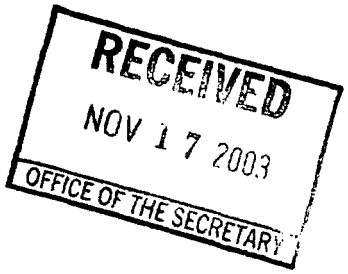
13FCONP 12/21/04

03044318



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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: September 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

CONFIDENTIAL TREATMENT DENIED

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:

[Signature]	New York, NY [City, State]	November 12, 2003 [Date]

Report Type (Check only one.):

[X] 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

[ ] 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

[ ] 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

PROCESSED
FEB 04 2005
THOMSON
FINANCIAL

Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 1

Form 13F Information Table Entry Total: 1817

Form 13F Information Table Value Total: $12,561,369
(thousands) (see Note 4)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

No.	Form 13F File Number	Name
1	28-5394	D. E. Shaw & Co., L.P. (see notes 2 and 3)

Form 13F

NOTES

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

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

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

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

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount		Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
A C MOORE ARTS & CRAFTS INC	COM	00086T 10 3	390,000	17,500	C	b	1	a(17,500	shares)
A D C TELECOMMUNICATIONS	COM	000886 10 1	5,635,000	2,418,579		b	1	a(2,418,579	shares)
AFLAC INC	COM	001055 10 2	2,025,000	62,700		b	1	a(62,700	shares)
AGCO CORP	COM	001084 10 2	1,558,000	90,900		b	1	a(90,900	shares)
AGL RES INC	COM	001204 10 6	713,000	25,300		b	1	a(25,300	shares)
AES CORP	COM	00130H 10 5	8,968,000	1,208,600		b	1	a(1,208,600	shares)
AES CORP	COM	00130H 10 5	597,000	80,400	C	b	1	a(80,400	shares)
AES CORP	COM	00130H 10 5	1,241,000	167,200	P	b	1	a(167,200	shares)
AK STL HLDG CORP	COM	001547 10 8	1,973,000	986,400		b	1	a(986,400	shares)
AMR CORP	COM	001765 10 6	8,744,000	763,700	C	b	1	a(763,700	shares)
AOL TIME WARNER INC	COM	00184A 10 5	6,535,000	432,483		b	1	a(432,483	shares)
AOL TIME WARNER INC	COM	00184A 10 5	26,412,000	1,748,000	C	b	1	a(1,748,000	shares)
AOL TIME WARNER INC	COM	00184A 10 5	12,844,000	850,000	P	b	1	a(850,000	shares)
ATI TECHNOLOGIES INC	COM	001941 10 3	2,356,000	158,010		b	1	a(158,010	shares)
AT&T CORP	COM NEW	001957 50 5	14,676,000	681,040		b	1	a(681,040	shares)
ATMI INC	COM	00207R 10 1	958,000	37,917		b	1	a(37,917	shares)
AT&T WIRELESS SVCS INC	COM	00209A 10 6	16,366,000	2,000,786		b	1	a(2,000,786	shares)
AU OPTRONICS CORP	SPONSORED ADR	002255 10 7	8,934,000	700,120		b	1	a(700,120	shares)
AXT INC	COM	00246W 10 3	162,000	65,246		b	1	a(65,246	shares)
AAIPHARMA INC	COM	00252W 10 4	544,000	31,766		b	1	a(31,766	shares)
AAIPHARMA INC	COM	00252W 10 4	342,000	20,000	C	b	1	a(20,000	shares)
AARON RENTS INC	COM	002535 20 1	1,825,000	87,100		b	1	a(87,100	shares)
ABBOTT LABS	COM	002824 10 0	6,782,000	159,400		b	1	a(159,400	shares)
ABBOTT LABS	COM	002824 10 0	15,446,000	363,000	C	b	1	a(363,000	shares)
ABBOTT LABS	COM	002824 10 0	6,663,000	156,600	P	b	1	a(156,600	shares)
ABERCROMBIE & FITCH CO	CL A	002896 20 7	36,045,000	1,300,800		b	1	a(1,300,800	shares)
ABIOMED INC	COM	003654 10 0	152,000	17,653		b	1	a(17,653	shares)
ABITIBI-CONSOLIDATED INC	COM	003924 10 7	140,000	20,000		b	1	a(20,000	shares)
			189,026,000						

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 189,026,000

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)	
ACETO CORP	COM	004446 10 0	460,000	32,852		b	1	a(	32,852 shares)
ACTUATE CORP	COM	00508B 10 2	1,027,000	286,778		b	1	a(	286,778 shares)
ACXIOM CORP	COM	005125 10 9	3,519,000	223,266		b	1	a(	223,266 shares)
ADAPTEC INC	COM	00651F 10 8	857,000	113,400		b	1	a(	113,400 shares)
ADMINISTAFF INC	COM	007094 10 5	677,000	76,100		b	1	a(	76,100 shares)
ADOBE SYS INC	COM	00724F 10 1	6,931,000	176,545		b	1	a(	176,545 shares)
ADOBE SYS INC	COM	00724F 10 1	1,570,000	40,000	C	b	1	a(	40,000 shares)
ADOBE SYS INC	COM	00724F 10 1	844,000	21,500	P	b	1	a(	21,500 shares)
ADOLOR CORP	COM	00724X 10 2	1,795,000	97,800		b	1	a(	97,800 shares)
ADVANCED AUTO PARTS INC	COM	00751Y 10 6	26,758,000	377,402		b	1	a(	377,402 shares)
ADVANCED AUTO PARTS INC	COM	00751Y 10 6	7,799,000	110,000	C	b	1	a(	110,000 shares)
ADVANCED AUTO PARTS INC	COM	00751Y 10 6	4,112,000	58,000	P	b	1	a(	58,000 shares)
ADVANCED DIGITAL INFORMATION	COM	007525 10 8	1,083,000	77,274		b	1	a(	77,274 shares)
ADVANCED FIBRE COMMUNICATION	COM	00754A 10 5	5,182,000	247,106		b	1	a(	247,106 shares)
ADVANCED NEUROMODULATION SYS	COM	00757T 10 1	269,000	6,731		b	1	a(	6,731 shares)
ADVANCED NEUROMODULATION SYS	COM	00757T 10 1	219,000	5,500	C	b	1	a(	5,500 shares)
ADVO INC	COM	007585 10 2	4,571,000	109,800		b	1	a(	109,800 shares)
ADVISORY BRD CO	COM	00762W 10 7	760,000	16,731		b	1	a(	16,731 shares)
ADVANCED MEDICAL OPTICS INC	COM	00763M 10 8	1,848,000	102,910		b	1	a(	102,910 shares)
AEROPOSTALE	COM	007865 10 8	5,510,000	203,700		b	1	a(	203,700 shares)
AEROPOSTALE	COM	007865 10 8	3,205,000	118,500	C	b	1	a(	118,500 shares)
ADVANCED MICRO DEVICES INC	COM	007903 10 7	3,400,000	306,050		b	1	a(	306,050 shares)
ADVANCEPCS	COM	00790K 10 9	11,498,000	252,305		b	1	a(	252,305 shares)
ADVANCEPCS	COM	00790K 10 9	2,620,000	57,500	C	b	1	a(	57,500 shares)
ADVENT SOFTWARE INC	COM	007974 10 8	670,000	41,631		b	1	a(	41,631 shares)
AETNA INC NEW	COM	00817Y 10 8	10,070,000	165,000	C	b	1	a(	165,000 shares)
AETNA INC NEW	COM	00817Y 10 8	915,000	15,000	P	b	1	a(	15,000 shares)
AFFILIATED COMPUTER SERVICES	CL A	008190 10 0	2,858,000	58,700		b	1	a(	58,700 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED		Page Total	111,027,000						

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)
AFFILIATED MANAGERS GROUP	COM	008252 10 8	2,638,000	42,000 C	b	1	a(42,000 shares)
AFFILIATED MANAGERS GROUP	COM	008252 10 8	1,696,000	27,000 P	b	1	a(27,000 shares)
AFFYMETRIX INC	COM	00826T 10 8	5,230,000	249,174	b	1	a(249,174 shares)
AGERE SYS INC	CL A	00845V 10 0	1,987,000	647,100	b	1	a(647,100 shares)
AGERE SYS INC	CL B	00845V 20 9	7,424,000	2,568,700	b	1	a(2,568,700 shares)
AGILENT TECHNOLOGIES INC	COM	00846U 10 1	4,413,000	199,600	b	1	a(199,600 shares)
AGILENT TECHNOLOGIES INC	COM	00846U 10 1	1,114,000	50,400 C	b	1	a(50,400 shares)
AGILENT TECHNOLOGIES INC	DBCV 3.000%12/	00846U AB 7	10,181,000	10,000,000	b	1	a(10,000,000 shares)
AGNICO EAGLE MINES LTD	COM	008474 10 8	4,844,000	391,900	b	1	a(391,900 shares)
AGRIUM INC	COM	008916 10 8	1,498,000	119,300	b	1	a(119,300 shares)
AIR PRODS & CHEMS INC	COM	009158 10 6	1,935,000	42,900	b	1	a(42,900 shares)
AIRTRAN HLDGS INC	COM	00949P 10 8	12,144,000	725,000	b	1	a(725,000 shares)
AKAMAI TECHNOLOGIES INC	COM	00971T 10 1	679,000	158,206	b	1	a(158,206 shares)
AKZO NOBEL NV	SPONSORED ADR	010199 30 5	737,000	23,524	b	1	a(23,524 shares)
ALASKA AIR GROUP INC	COM	011659 10 9	0	10,000 C	b	1	a(10,000 shares)
ALBERTSONS INC	COM	013104 10 4	1,428,000	69,400	b	1	a(69,400 shares)
ALCAN INC	COM	013716 10 5	3,233,000	84,500	b	1	a(84,500 shares)
ALCOA INC	COM	013817 10 1	9,820,000	375,400	b	1	a(375,400 shares)
ALCATEL	SPONSORED ADR	013904 30 5	8,067,000	681,900	b	1	a(681,900 shares)
ALEXANDER & BALDWIN INC	COM	014482 10 3	501,000	17,825	b	1	a(17,825 shares)
ALEXION PHARMACEUTICALS INC	COM	015351 10 9	195,000	11,700	b	1	a(11,700 shares)
ALEXION PHARMACEUTICALS INC	COM	015351 10 9	4,334,000	260,000 C	b	1	a(260,000 shares)
ALEXION PHARMACEUTICALS INC	COM	015351 10 9	2,017,000	121,000 P	b	1	a(121,000 shares)
ALEXION PHARMACEUTICALS INC	NOTE 5.750% 3/	015351 AB 5	1,817,000	2,300,000	b	1	a(2,300,000 shares)
ALIGN TECHNOLOGY INC	COM	016255 10 1	986,000	78,849	b	1	a(78,849 shares)
ALKERMES INC	COM	01642T 10 8	3,558,000	259,329	b	1	a(259,329 shares)
ALLEGHENY TECHNOLOGIES INC	COM	01741R 10 2	2,709,000	413,600	b	1	a(413,600 shares)
ALLERGAN INC	COM	018490 10 2	17,313,000	219,900	b	1	a(219,900 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 112,498,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
ALLIANCE DATA SYSTEMS CORP	COM	018581 10 8	5,380,000	203,800	b	1	a(203,800 shares)
ALLIANCE SEMICONDUCTOR CORP	COM	01877H 10 0	70,000	12,923	b	1	a(12,923 shares)
ALLIANT TECHSYSTEMS INC	COM	018804 10 4	8,396,000	174,725	b	1	a(174,725 shares)
ALLIANT TECHSYSTEMS INC	COM	018804 10 4	961,000	20,000 C	b	1	a(20,000 shares)
ALLIANT TECHSYSTEMS INC	COM	018804 10 4	240,000	5,000 P	b	1	a(5,000 shares)
ALLIANZ AKTIENGESELLSCHAFT	SP ADR 1/10 SH	018805 10 1	220,000	24,900	b	1	a(24,900 shares)
ALLIED WASTE INDS INC	COM PAR$.01NEW	019589 30 8	670,000	62,000	b	1	a(62,000 shares)
ALLOS THERAPEUTICS INC	COM	019777 10 1	261,000	84,746	b	1	a(84,746 shares)
ALLSTATE CORP	COM	020002 10 1	475,000	13,000	b	1	a(13,000 shares)
ALLSTATE CORP	COM	020002 10 1	731,000	20,000 C	b	1	a(20,000 shares)
ALLSTATE CORP	COM	020002 10 1	1,827,000	50,000 P	b	1	a(50,000 shares)
ALLTEL CORP	COM	020039 10 3	5,329,000	115,000 C	b	1	a(115,000 shares)
ALLTEL CORP	COM	020039 10 3	927,000	20,000 P	b	1	a(20,000 shares)
ALLSTREAM INC	CL B LT VTG SH	02004C 20 4	248,000	6,337	b	1	a(6,337 shares)
ALPHARMA INC	NOTE 3.000% 6/	020813 AD 3	2,115,000	1,991,000	b	1	a(1,991,000 shares)
ALTERA CORP	COM	021441 10 0	10,806,000	571,743	b	1	a(571,743 shares)
ALTEON INC	COM	02144G 10 7	357,000	187,800	b	1	a(187,800 shares)
ALTRIA GROUP INC	COM	02209S 10 3	399,000	9,100	b	1	a(9,100 shares)
ALTRIA GROUP INC	COM	02209S 10 3	65,227,000	1,489,200 C	b	1	a(1,489,200 shares)
ALTRIA GROUP INC	COM	02209S 10 3	42,784,000	976,800 P	b	1	a(976,800 shares)
AMAZON COM INC	COM	023135 10 6	61,998,000	1,282,000 C	b	1	a(1,282,000 shares)
AMAZON COM INC	COM	023135 10 6	22,729,000	470,000 P	b	1	a(470,000 shares)
AMBAC FINL GROUP INC	COM	023139 10 8	9,408,000	147,000	b	1	a(147,000 shares)
AMDOCS LTD	NOTE 2.000% 6/	02342T AB 5	9,913,000	10,000,000	b	1	a(10,000,000 shares)
AMERADA HESS CORP	COM	023551 10 4	17,796,000	355,200	b	1	a(355,200 shares)
AMERADA HESS CORP	COM	023551 10 4	13,742,000	274,300 C	b	1	a(274,300 shares)
AMERADA HESS CORP	COM	023551 10 4	8,858,000	176,800 P	b	1	a(176,800 shares)
AMERICA ONLINE INC DEL	NOTE 12/	02364J AC 8	9,319,000	15,000,000	b	1	a(15,000,000 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED		Page Total	301,186,000				

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)	
AMERICA MOVIL S A DE C V	SPON ADR L SHS	02364W 10 5	1,546,000	66,900		b	1	a(	66,900 shares)
AMERICA WEST HLDG CORP	CL B	023657 20 8	3,295,000	338,600		b	1	a(	338,600 shares)
AMERICAN AXLE & MFG HLDGS IN	COM	024061 10 3	5,954,000	201,300		b	1	a(	201,300 shares)
AMERICAN CAPITAL STRATEGIES	COM	024937 10 4	3,470,000	139,575		b	1	a(	139,575 shares)
AMERICAN ELEC PWR INC	COM	025537 10 1	9,483,000	316,100		b	1	a(	316,100 shares)
AMERICAN EAGLE OUTFITTERS NE	COM	02553E 10 6	4,779,000	321,606		b	1	a(	321,606 shares)
AMERICAN EXPRESS CO	COM	025816 10 9	24,765,000	549,600		b	1	a(	549,600 shares)
AMERICAN EXPRESS CO	COM	025816 10 9	7,435,000	165,000	C	b	1	a(	165,000 shares)
AMERICAN EXPRESS CO	COM	025816 10 9	5,182,000	115,000	P	b	1	a(	115,000 shares)
AMERICAN HEALTHWAYS INC	COM	02649V 10 4	546,000	13,000	C	b	1	a(	13,000 shares)
AMERICAN INTL GROUP INC	COM	026874 10 7	744,000	12,900		b	1	a(	12,900 shares)
AMERICAN INTL GROUP INC	COM	026874 10 7	32,791,000	568,300	C	b	1	a(	568,300 shares)
AMERICAN MGMT SYS INC	COM	027352 10 3	230,000	18,065		b	1	a(	18,065 shares)
AMERICAN PHARMACEUTICALS PTN	COM	02886P 10 9	4,642,000	148,062		b	1	a(	148,062 shares)
AMERICAN PHARMACEUTICALS PTN	COM	02886P 10 9	298,000	9,500	C	b	1	a(	9,500 shares)
AMERICAN SOFTWARE INC	CL A	029683 10 9	357,000	74,000		b	1	a(	74,000 shares)
AMERICAN STD COS INC DEL	COM	029712 10 6	784,000	9,300		b	1	a(	9,300 shares)
AMERICAN STD COS INC DEL	COM	029712 10 6	211,000	2,500	C	b	1	a(	2,500 shares)
AMERICAN TOWER CORP	CL A	029912 20 1	2,735,000	269,500		b	1	a(	269,500 shares)
AMERON INTL INC	COM	030710 10 7	918,000	27,800		b	1	a(	27,800 shares)
AMERISOURCEBERGEN CORP	COM	03073E 10 5	3,276,000	60,611		b	1	a(	60,611 shares)
AMERISOURCEBERGEN CORP	COM	03073E 10 5	5,891,000	109,000	C	b	1	a(	109,000 shares)
AMERISOURCEBERGEN CORP	COM	03073E 10 5	6,891,000	127,500	P	b	1	a(	127,500 shares)
AMERITRADE HLDG CORP NEW	COM	03074K 10 0	687,000	61,100		b	1	a(	61,100 shares)
AMETEK INC NEW	COM	031100 10 0	2,696,000	62,900		b	1	a(	62,900 shares)
AMGEN INC	COM	031162 10 0	393,000	6,090		b	1	a(	6,090 shares)
AMGEN INC	COM	031162 10 0	94,582,000	1,464,800	C	b	1	a(	1,464,800 shares)
AMGEN INC	COM	031162 10 0	43,682,000	676,500	P	b	1	a(	676,500 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED		Page Total	268,263,000						

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)
AMGEN INC	NOTE 3/	031162 AE 0	23,044,000	30,000,000	b	1	a(30,000,000 shares)
AMKOR TECHNOLOGY INC	COM	031652 10 0	2,595,000	182,641	b	1	a(182,641 shares)
AMPHENOL CORP NEW	CL A	032095 10 1	8,151,000	156,600	b	1	a(156,600 shares)
AMSOUTH BANCORPORATION	COM	032165 10 2	214,000	10,100	b	1	a(10,100 shares)
AMYLIN PHARMACEUTICALS INC	COM	032346 10 8	4,261,000	150,900	b	1	a(150,900 shares)
AMVESCAP PLC	SPONSORED ADR	03235E 10 0	290,000	19,100	b	1	a(19,100 shares)
ANADARKO PETE CORP	COM	032511 10 7	322,000	7,700	b	1	a(7,700 shares)
ANADARKO PETE CORP	COM	032511 10 7	919,000	22,000 C	b	1	a(22,000 shares)
ANADARKO PETE CORP	COM	032511 10 7	313,000	7,500 P	b	1	a(7,500 shares)
ANALOGIC CORP	COM PAR $0.05	032657 20 7	1,561,000	32,527	b	1	a(32,527 shares)
ANALYSTS INTL CORP	COM	032681 10 8	56,000	23,833	b	1	a(23,833 shares)
ANDREW CORP	COM	034425 10 8	246,000	20,000 C	b	1	a(20,000 shares)
ANDRX CORP DEL	ANDRX GROUP	034553 10 7	7,534,000	407,007	b	1	a(407,007 shares)
ANGELICA CORP	COM	034663 10 4	203,000	10,700	b	1	a(10,700 shares)
ANGIOTECH PHARMACEUTICALS IN	COM	034918 10 2	18,271,000	419,575	b	1	a(419,575 shares)
ANGIOTECH PHARMACEUTICALS IN	COM	034918 10 2	3,092,000	71,000 C	b	1	a(71,000 shares)
ANGIOTECH PHARMACEUTICALS IN	COM	034918 10 2	10,516,000	241,500 P	b	1	a(241,500 shares)
ANGLOGOLD LTD	SPONSORED ADR	035128 20 6	5,357,000	142,100	b	1	a(142,100 shares)
ANHEUSER BUSCH COS INC	COM	035229 10 3	35,697,000	723,500	b	1	a(723,500 shares)
ANHEUSER BUSCH COS INC	COM	035229 10 3	13,569,000	275,000 C	b	1	a(275,000 shares)
ANHEUSER BUSCH COS INC	COM	035229 10 3	14,407,000	292,000 P	b	1	a(292,000 shares)
ANNTAYLOR STORES CORP	COM	036115 10 3	6,608,000	205,600	b	1	a(205,600 shares)
ANTHEM INC	COM	03674B 10 4	55,685,000	780,669	b	1	a(780,669 shares)
ANTHEM INC	COM	03674B 10 4	3,103,000	43,500 P	b	1	a(43,500 shares)
ANTEON INTL CORP	COM	03674E 10 8	8,005,000	261,600	b	1	a(261,600 shares)
ANTIGENICS INC DEL	COM	037032 10 9	1,608,000	131,834	b	1	a(131,834 shares)
AON CORP	COM	037389 10 3	200,000	9,600	b	1	a(9,600 shares)
APACHE CORP	COM	037411 10 5	1,456,000	21,000 C	b	1	a(21,000 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 227,283,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
APACHE CORP	COM	037411 10 5	1,040,000	15,000 P	b	1	a(15,000 shares)
APOLLO GROUP INC	CL A	037604 10 5	32,239,000	488,251	b	1	a(488,251 shares)
APOLLO GROUP INC	CL A	037604 10 5	1,321,000	20,000 C	b	1	a(20,000 shares)
APPLE COMPUTER INC	COM	037833 10 0	6,189,000	300,000 C	b	1	a(300,000 shares)
APRIA HEALTHCARE GROUP INC	COM	037933 10 8	2,138,000	78,100	b	1	a(78,100 shares)
APPLERA CORP	COM CE GEN GRP	038020 20 2	4,253,000	363,820	b	1	a(363,820 shares)
APPLIED INDL TECHNOLOGIES IN	COM	03820C 10 5	234,000	11,800	b	1	a(11,800 shares)
APPLIED MATLS INC	COM	038222 10 5	11,820,000	651,611	b	1	a(651,611 shares)
APPLIED MICRO CIRCUITS CORP	COM	03822W 10 9	9,840,000	2,020,454	b	1	a(2,020,454 shares)
ARAMARK CORP	CL B	038521 10 0	5,374,000	214,700	b	1	a(214,700 shares)
ARBITRON INC	COM	03875Q 10 8	7,286,000	206,400	b	1	a(206,400 shares)
ARCH COAL INC	COM	039380 10 0	3,800,000	171,100	b	1	a(171,100 shares)
ARGOSY GAMING CO	COM	040228 10 8	1,520,000	62,300	b	1	a(62,300 shares)
ARIBA INC	COM	04033V 10 4	821,000	269,952	b	1	a(269,952 shares)
ARROW ELECTRS INC	DBCV 2/	042735 AY 6	12,244,000	24,500,000	b	1	a(24,500,000 shares)
ARROW INTL INC	COM	042764 10 0	1,338,000	58,162	b	1	a(58,162 shares)
ARTESYN TECHNOLOGIES INC	COM	043127 10 9	942,000	124,244	b	1	a(124,244 shares)
ARVINMERITOR INC	COM	043353 10 1	1,671,000	93,800	b	1	a(93,800 shares)
ASHANTI GOLDFIELDS LTD	GLOB DEP RCPT	043743 20 2	444,000	42,500	b	1	a(42,500 shares)
ASIAINFO HLDGS INC	COM	04518A 10 4	2,150,000	318,978	b	1	a(318,978 shares)
ASSOCIATED BANC CORP	COM	045487 10 5	1,662,000	43,981	b	1	a(43,981 shares)
ATARI INC	COM	04651M 10 5	1,560,000	381,390	b	1	a(381,390 shares)
ATHEROGENICS INC	COM	047439 10 4	252,000	15,055	b	1	a(15,055 shares)
ATMEL CORP	COM	049513 10 4	7,491,000	1,867,994	b	1	a(1,867,994 shares)
ATMOS ENERGY CORP	COM	049560 10 5	1,626,000	67,900	b	1	a(67,900 shares)
ATRIX LABS INC	COM	04962L 10 1	206,000	10,000 C	b	1	a(10,000 shares)
AUTODESK INC	COM	052769 10 6	625,000	36,734	b	1	a(36,734 shares)
AUTOLIV INC	COM	052800 10 9	896,000	29,700	b	1	a(29,700 shares)
		Page Total	120,982,000				

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED

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)	
AUTOMATIC DATA PROCESSING IN	COM	053015 10 3	789,000	22,000		b	1	a(	22,000 shares)
AUTOMATIC DATA PROCESSING IN	COM	053015 10 3	6,528,000	182,100	C	b	1	a(	182,100 shares)
AUTOMATIC DATA PROCESSING IN	COM	053015 10 3	1,857,000	51,800	P	b	1	a(	51,800 shares)
AUTONATION INC	COM	05329W 10 2	1,005,000	57,300		b	1	a(	57,300 shares)
AVANIR PHARMACEUTICALS	CL A	05348P 10 4	102,000	65,700		b	1	a(	65,700 shares)
AVANEX CORP	COM	05348W 10 9	804,000	165,822		b	1	a(	165,822 shares)
AVAYA INC	COM	053499 10 9	18,160,000	1,666,100		b	1	a(	1,666,100 shares)
AVAYA INC	NOTE 10/	053499 AA 7	4,062,000	7,500,000		b	1	a(	7,500,000 shares)
AVERY DENNISON CORP	COM	053611 10 9	505,000	10,000	C	b	1	a(	10,000 shares)
AVON PRODS INC	COM	054303 10 2	14,959,000	231,700		b	1	a(	231,700 shares)
AVON PRODS INC	COM	054303 10 2	6,617,000	102,500	C	b	1	a(	102,500 shares)
AVON PRODS INC	COM	054303 10 2	4,035,000	62,500	P	b	1	a(	62,500 shares)
AZTAR CORP	COM	054802 10 3	675,000	38,100		b	1	a(	38,100 shares)
BB&T CORP	COM	054937 10 7	359,000	10,006		b	1	a(	10,006 shares)
BISYS GROUP INC	COM	055472 10 4	2,187,000	166,300		b	1	a(	166,300 shares)
BISYS GROUP INC	COM	055472 10 4	1,631,000	124,000	C	b	1	a(	124,000 shares)
BISYS GROUP INC	NOTE 4.000% 3/	055472 AB 0	3,058,000	3,185,000		b	1	a(	3,185,000 shares)
BJS WHOLESALE CLUB INC	COM	05548J 10 6	240,000	12,400		b	1	a(	12,400 shares)
BP PLC	SPONSORED ADR	055622 10 4	316,000	7,500	C	b	1	a(	7,500 shares)
BMC SOFTWARE INC	COM	055921 10 0	16,110,000	1,156,500		b	1	a(	1,156,500 shares)
BALDOR ELEC CO	COM	057741 10 0	308,000	14,600		b	1	a(	14,600 shares)
BALLARD PWR SYS INC	COM	05858H 10 4	230,000	17,500		b	1	a(	17,500 shares)
BALLY TOTAL FITNESS HLDG COR	COM	05873K 10 8	974,000	112,600		b	1	a(	112,600 shares)
BANK OF AMERICA CORPORATION	COM	060505 10 4	29,663,000	380,100		b	1	a(	380,100 shares)
BANK OF AMERICA CORPORATION	COM	060505 10 4	39,410,000	505,000	C	b	1	a(	505,000 shares)
BANK OF AMERICA CORPORATION	COM	060505 10 4	38,591,000	494,500	P	b	1	a(	494,500 shares)
BANK HAWAII CORP	COM	062540 10 9	275,000	8,200		b	1	a(	8,200 shares)
BANK NEW YORK INC	COM	064057 10 2	10,416,000	357,800		b	1	a(	357,800 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 203,866,000

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)
BANK NEW YORK INC	COM	064057 10 2	873,000	30,000 C	b	1	a(30,000 shares)
BANK ONE CORP	COM	06423A 10 3	28,949,000	749,000	b	1	a(749,000 shares)
BANK ONE CORP	COM	06423A 10 3	2,126,000	55,000 C	b	1	a(55,000 shares)
BANK ONE CORP	COM	06423A 10 3	1,160,000	30,000 P	b	1	a(30,000 shares)
BANKNORTH GROUP INC NEW	COM	06646R 10 7	1,821,000	64,511	b	1	a(64,511 shares)
BARD C R INC	COM	067383 10 9	31,936,000	449,800	b	1	a(449,800 shares)
BARD C R INC	COM	067383 10 9	355,000	5,000 C	b	1	a(5,000 shares)
BARNES & NOBLE INC	COM	067774 10 9	10,558,000	415,500	b	1	a(415,500 shares)
BARRICK GOLD CORP	COM	067901 10 8	764,000	40,615	b	1	a(40,615 shares)
BARR LABS INC	COM	068306 10 9	3,410,000	50,000 C	b	1	a(50,000 shares)
BARR LABS INC	COM	068306 10 9	989,000	14,500 P	b	1	a(14,500 shares)
BAXTER INTL INC	COM	071813 10 9	30,158,000	1,037,800	b	1	a(1,037,800 shares)
BAXTER INTL INC	COM	071813 10 9	8,573,000	295,000 C	b	1	a(295,000 shares)
BAY VIEW CAP CORP DEL	COM	07262L 10 1	390,000	64,300	b	1	a(64,300 shares)
BE AEROSPACE INC	COM	073302 10 1	242,000	55,136	b	1	a(55,136 shares)
BEA SYS INC	COM	073325 10 2	11,217,000	930,905	b	1	a(930,905 shares)
BEAR STEARNS COS INC	COM	073902 10 8	3,516,000	47,000	b	1	a(47,000 shares)
BEAR STEARNS COS INC	COM	073902 10 8	15,708,000	210,000 C	b	1	a(210,000 shares)
BEAR STEARNS COS INC	COM	073902 10 8	18,476,000	247,000 P	b	1	a(247,000 shares)
BEAZER HOMES USA INC	COM	07556Q 10 5	1,494,000	17,700	b	1	a(17,700 shares)
BEAZER HOMES USA INC	COM	07556Q 10 5	1,055,000	12,500 C	b	1	a(12,500 shares)
BEAZER HOMES USA INC	COM	07556Q 10 5	3,317,000	39,300 P	b	1	a(39,300 shares)
BECKMAN COULTER INC	COM	075811 10 9	1,594,000	35,000 C	b	1	a(35,000 shares)
BECKMAN COULTER INC	COM	075811 10 9	1,139,000	25,000 P	b	1	a(25,000 shares)
BECTON DICKINSON & CO	COM	075887 10 9	22,579,000	625,100	b	1	a(625,100 shares)
BED BATH & BEYOND INC	COM	075896 10 0	30,569,000	800,655	b	1	a(800,655 shares)
BELL MICROPRODUCTS INC	COM	078137 10 6	609,000	93,488	b	1	a(93,488 shares)
BELLSOUTH CORP	COM	079860 10 2	33,905,000	1,431,800	b	1	a(1,431,800 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 267,482,000

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)
BENCHMARK ELECTRS INC	COM	08160H 10 1	1,057,000	25,000 C	b	1	a(25,000 shares)
BERKLEY W R CORP	COM	084423 10 2	30,885,000	901,500	b	1	a(901,500 shares)
BEST BUY INC	COM	086516 10 1	14,969,000	315,000 C	b	1	a(315,000 shares)
BEST BUY INC	DBCV 0.684% 6/	086516 AD 3	5,920,000	8,000,000	b	1	a(8,000,000 shares)
BEST BUY INC	SDCV 2.250% 1/	086516 AF 8	2,611,000	2,500,000	b	1	a(2,500,000 shares)
BEVERLY ENTERPRISES INC	COM NEW	087851 30 9	4,674,000	789,500	b	1	a(789,500 shares)
BIOGEN INC	COM	090597 10 5	12,425,000	325,000 C	b	1	a(325,000 shares)
BIOGEN INC	COM	090597 10 5	650,000	17,000 P	b	1	a(17,000 shares)
BIOMARIN PHARMACEUTICAL INC	COM	09061G 10 1	1,318,000	172,060	b	1	a(172,060 shares)
BIOPURE CORP	CL A	09065H 10 5	294,000	45,492	b	1	a(45,492 shares)
BIOPURE CORP	CL A	09065H 10 5	388,000	60,000 C	b	1	a(60,000 shares)
BIOPURE CORP	CL A	09065H 10 5	165,000	25,500 P	b	1	a(25,500 shares)
BIOVAIL CORP	COM	09067J 10 9	14,284,000	384,500	b	1	a(384,500 shares)
BIOLASE TECHNOLOGY INC	COM	090911 10 8	1,032,000	90,480	b	1	a(90,480 shares)
BIOSITE INC	COM	090945 10 6	3,066,000	108,049	b	1	a(108,049 shares)
BLACK & DECKER CORP	COM	091797 10 0	1,014,000	25,000 C	b	1	a(25,000 shares)
BLACK BOX CORP DEL	COM	091826 10 7	358,000	9,000 C	b	1	a(9,000 shares)
BLACK HILLS CORP	COM	092113 10 9	210,000	6,800	b	1	a(6,800 shares)
BLOCKBUSTER INC	CL A	093679 10 8	10,023,000	477,300	b	1	a(477,300 shares)
BLYTH INC	COM	09643P 10 8	2,269,000	84,100	b	1	a(84,100 shares)
BOEING CO	COM	097023 10 5	4,120,000	120,000 C	b	1	a(120,000 shares)
BOISE CASCADE CORP	COM	097383 10 3	16,786,000	608,200	b	1	a(608,200 shares)
BORDERS GROUP INC	COM	099709 10 7	2,166,000	114,500	b	1	a(114,500 shares)
BORG WARNER INC	COM	099724 10 6	862,000	12,700	b	1	a(12,700 shares)
BORG WARNER INC	COM	099724 10 6	4,750,000	70,000 C	b	1	a(70,000 shares)
BORG WARNER INC	COM	099724 10 6	339,000	5,000 P	b	1	a(5,000 shares)
BORLAND SOFTWARE CORP	COM	099849 10 1	691,000	75,000 C	b	1	a(75,000 shares)
BOSTON COMMUNICATIONS GROUP	COM	100582 10 5	2,781,000	278,885	b	1	a(278,885 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED		Page Total	140,107,000				

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)
BOSTON SCIENTIFIC CORP	COM	101137 10 7	42,791,000	670,700	b	1	a(670,700 shares)
BOSTON SCIENTIFIC CORP	COM	101137 10 7	3,190,000	50,000 C	b	1	a(50,000 shares)
BOSTON SCIENTIFIC CORP	COM	101137 10 7	3,739,000	58,600 P	b	1	a(58,600 shares)
BOWATER INC	COM	102183 10 0	11,958,000	284,300	b	1	a(284,300 shares)
BOYD GAMING CORP	COM	103304 10 1	5,017,000	328,800	b	1	a(328,800 shares)
BRADY CORP	CL A	104674 10 6	697,000	21,900	b	1	a(21,900 shares)
BRIGGS & STRATTON CORP	COM	109043 10 9	870,000	14,800	b	1	a(14,800 shares)
BRIGHTPOINT INC	COM NEW	109473 40 5	5,908,000	180,137	b	1	a(180,137 shares)
BRINKER INTL INC	DBCV 10/	109641 AC 4	11,818,000	17,411,000	b	1	a(17,411,000 shares)
BRISTOL MYERS SQUIBB CO	COM	110122 10 8	23,466,000	914,500	b	1	a(914,500 shares)
BRISTOL MYERS SQUIBB CO	COM	110122 10 8	14,164,000	552,000 C	b	1	a(552,000 shares)
BRISTOL MYERS SQUIBB CO	COM	110122 10 8	2,438,000	95,000 P	b	1	a(95,000 shares)
BROADCOM CORP	CL A	111320 10 7	226,000	8,500	b	1	a(8,500 shares)
BROADCOM CORP	CL A	111320 10 7	5,457,000	205,000 C	b	1	a(205,000 shares)
BROADVISION INC	COM NEW	111412 60 7	124,000	25,214	b	1	a(25,214 shares)
BROCADE COMMUNICATIONS SYS I	COM	111621 10 8	16,955,000	3,248,119	b	1	a(3,248,119 shares)
BROCADE COMMUNICATIONS SYS I	COM	111621 10 8	1,827,000	350,000 C	b	1	a(350,000 shares)
BROOKFIELD PPTYS CORP	COM	112900 10 5	4,411,000	187,700	b	1	a(187,700 shares)
BROOKS AUTOMATION INC	COM	114340 10 2	272,000	12,994	b	1	a(12,994 shares)
BROWN & BROWN INC	COM	115236 10 1	1,167,000	37,900	b	1	a(37,900 shares)
BROWN TOM INC	COM NEW	115660 20 1	3,282,000	127,700	b	1	a(127,700 shares)
BROWN SHOE INC NEW	COM	115736 10 0	288,000	9,100	b	1	a(9,100 shares)
BRUNSWICK CORP	COM	117043 10 9	3,788,000	147,500	b	1	a(147,500 shares)
BUCA INC	COM	117769 10 9	164,000	31,305	b	1	a(31,305 shares)
BURLINGTON NORTHN SANTA FE C	COM	12189T 10 4	202,000	7,000	b	1	a(7,000 shares)
CBRL GROUP INC	COM	12489V 10 6	887,000	25,000 C	b	1	a(25,000 shares)
CBRL GROUP INC	COM	12489V 10 6	1,951,000	55,000 P	b	1	a(55,000 shares)
C D W CORP	COM	12512N 10 5	1,241,000	21,500	b	1	a(21,500 shares)
		Page Total	168,298,000				

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED

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)	
C H ROBINSON WORLDWIDE INC	COM	12541W 10 0	205,000	5,498		b	1	a(	5,498 shares)
CIGNA CORP	COM	125509 10 9	8,028,000	179,800		b	1	a(	179,800 shares)
CKE RESTAURANTS INC	COM	12561E 10 5	312,000	48,400		b	1	a(	48,400 shares)
CMGI INC	COM	125750 10 9	724,000	466,941		b	1	a(	466,941 shares)
CSK AUTO CORP	COM	125965 10 3	4,942,000	320,500		b	1	a(	320,500 shares)
CNA FINL CORP	COM	126117 10 0	1,316,000	62,600		b	1	a(	62,600 shares)
CNF TR I	TECONS SER A	12612V 20 5	4,798,000	97,600		b	1	a(	97,600 shares)
CNET NETWORKS INC	COM	12613R 10 4	4,879,000	689,067		b	1	a(	689,067 shares)
CSG SYS INTL INC	COM	126349 10 9	1,029,000	69,691		b	1	a(	69,691 shares)
CSX CORP	DBCV 10/	126408 GA 5	6,281,000	7,500,000		b	1	a(	7,500,000 shares)
CVS CORP	COM	126650 10 0	3,463,000	111,500	C	b	1	a(	111,500 shares)
CVS CORP	COM	126650 10 0	683,000	22,000	P	b	1	a(	22,000 shares)
CV THERAPEUTICS INC	COM	126667 10 4	2,343,000	106,497		b	1	a(	106,497 shares)
CV THERAPEUTICS INC	COM	126667 10 4	5,889,000	267,700	C	b	1	a(	267,700 shares)
CV THERAPEUTICS INC	COM	126667 10 4	1,723,000	78,300	P	b	1	a(	78,300 shares)
CABLE & WIRELESS PUB LTD CO	SPONSORED ADR	126830 20 7	714,000	126,300		b	1	a(	126,300 shares)
CABLEVISION SYS CORP	CL A NY CABLVS	12686C 10 9	15,608,000	862,300	C	b	1	a(	862,300 shares)
CABLEVISION SYS CORP	CL A NY CABLVS	12686C 10 9	996,000	55,000	P	b	1	a(	55,000 shares)
CABOT OIL & GAS CORP	COM	127097 10 3	785,000	30,200		b	1	a(	30,200 shares)
CACHE INC	COM NEW	127150 30 8	276,000	13,541		b	1	a(	13,541 shares)
CACI INTL INC	CL A	127190 30 4	2,927,000	68,300		b	1	a(	68,300 shares)
CALPINE CORP	COM	131347 10 6	1,932,000	395,000	C	b	1	a(	395,000 shares)
CANADIAN PAC RY LTD	COM	13645T 10 0	1,261,000	53,400		b	1	a(	53,400 shares)
CAPITAL ONE FINL CORP	COM	14040H 10 5	12,440,000	218,100	C	b	1	a(	218,100 shares)
CAPITAL ONE FINL CORP	COM	14040H 10 5	10,644,000	186,600	P	b	1	a(	186,600 shares)
CARBO CERAMICS INC	COM	140781 10 5	680,000	18,800		b	1	a(	18,800 shares)
CARDINAL HEALTH INC	COM	14149Y 10 8	559,000	9,574		b	1	a(	9,574 shares)
CARDINAL HEALTH INC	COM	14149Y 10 8	6,709,000	114,900	C	b	1	a(	114,900 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED		Page Total	102,146,000						

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)
CARDINAL HEALTH INC	COM	14149Y 10 8	1,051,000	18,000 P	b	1	a(18,000 shares)
CAREER EDUCATION CORP	COM	141665 10 9	28,280,000	624,290	b	1	a(624,290 shares)
CAREER EDUCATION CORP	COM	141665 10 9	9,875,000	218,000 C	b	1	a(218,000 shares)
CAREER EDUCATION CORP	COM	141665 10 9	2,265,000	50,000 P	b	1	a(50,000 shares)
CARLISLE COS INC	COM	142339 10 0	3,568,000	81,800	b	1	a(81,800 shares)
CARMAX INC	COM	143130 10 2	7,791,000	238,534	b	1	a(238,534 shares)
CARMAX INC	COM	143130 10 2	1,633,000	50,000 C	b	1	a(50,000 shares)
CARNIVAL CORP	PAIRED CTF	143658 30 0	21,379,000	650,000	b	1	a(650,000 shares)
CARNIVAL PLC	ADR	14365C 10 3	303,000	9,530	b	1	a(9,530 shares)
CASEYS GEN STORES INC	COM	147528 10 3	228,000	16,274	b	1	a(16,274 shares)
CASH AMER INTL INC	COM	14754D 10 0	1,030,000	62,800	b	1	a(62,800 shares)
CATALINA MARKETING CORP	COM	148867 10 4	799,000	52,600	b	1	a(52,600 shares)
CATERPILLAR INC DEL	COM	149123 10 1	12,715,000	184,700	b	1	a(184,700 shares)
CATERPILLAR INC DEL	COM	149123 10 1	6,884,000	100,000 C	b	1	a(100,000 shares)
CATO CORP NEW	CL A	149205 10 6	3,679,000	182,400	b	1	a(182,400 shares)
CAVCO INDS INC DEL	COM	149568 10 7	1,004,000	46,675	b	1	a(46,675 shares)
CELESTICA INC	SUB VTG SHS	15101Q 10 8	15,641,000	986,200	b	1	a(986,200 shares)
CELGENE CORP	COM	151020 10 4	5,097,000	117,700	b	1	a(117,700 shares)
CENDANT CORP	COM	151313 10 3	23,660,000	1,265,900	b	1	a(1,265,900 shares)
CENDANT CORP	COM	151313 10 3	28,783,000	1,540,000 C	b	1	a(1,540,000 shares)
CENTERPULSE LTD	SPONSORED ADR	152005 10 4	360,000	12,800	b	1	a(12,800 shares)
CENTEX CORP	COM	152312 10 4	67,981,000	872,900	b	1	a(872,900 shares)
CENTILLIUM COMMUNICATIONS IN	COM	152319 10 9	1,964,000	277,733	b	1	a(277,733 shares)
CENTEX CONSTRUCTION PRODUCTS	COM	15231R 10 9	1,444,000	32,300	b	1	a(32,300 shares)
CENTURYTEL INC	COM	156700 10 6	308,000	9,100	b	1	a(9,100 shares)
CENTURYTEL INC	COM	156700 10 6	3,474,000	102,500 C	b	1	a(102,500 shares)
CENTURYTEL INC	COM	156700 10 6	1,695,000	50,000 P	b	1	a(50,000 shares)
CEPHALON INC	COM	156708 10 9	9,932,000	216,300	b	1	a(216,300 shares)
		Page Total	262,823,000				

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED

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)
CEPHALON INC	COM	156708 10 9	10,190,000	221,900 C	b	1	a(221,900 shares)
CEPHALON INC	NOTE 2.500%12/	156708 AE 9	8,070,000	8,500,000	b	1	a(8,500,000 shares)
CEPHEID	COM	15670R 10 7	165,000	35,363	b	1	a(35,363 shares)
CERNER CORP	COM	156782 10 4	463,000	15,000 C	b	1	a(15,000 shares)
CERUS CORP	COM	157085 10 1	568,000	122,774	b	1	a(122,774 shares)
CHARLES RIVER ASSOCIATES	COM	159852 10 2	1,319,000	46,243	b	1	a(46,243 shares)
CHARLES RIV LABS INTL INC	COM	159864 10 7	2,900,000	94,500	b	1	a(94,500 shares)
CHARTER ONE FINL INC	COM	160903 10 0	4,881,000	159,525	b	1	a(159,525 shares)
CHARTER MUN MTG ACCEP CO	SH BEN INT	160908 10 9	676,000	36,800	b	1	a(36,800 shares)
CHARLOTTE RUSSE HLDG INC	COM	161048 10 3	252,000	24,454	b	1	a(24,454 shares)
CHARTER COMMUNICATIONS INC D	CL A	16117M 10 7	79,000	19,225	b	1	a(19,225 shares)
CHARTER COMMUNICATIONS INC D	NOTE 5.750%10/	16117M AB 3	30,043,000	33,105,000	b	1	a(33,105,000 shares)
CHECKERS DRIVE-IN RESTAURANT	COM NEW	162809 30 5	1,006,000	109,396	b	1	a(109,396 shares)
CHESAPEAKE CORP	COM	165159 10 4	832,000	36,900	b	1	a(36,900 shares)
CHESAPEAKE ENERGY CORP	COM	165167 10 7	34,099,000	3,163,200	b	1	a(3,163,200 shares)
CHEVRONTEXACO CORP	COM	166764 10 0	2,973,000	41,608	b	1	a(41,608 shares)
CHEVRONTEXACO CORP	COM	166764 10 0	11,075,000	155,000 C	b	1	a(155,000 shares)
CHEVRONTEXACO CORP	COM	166764 10 0	12,147,000	170,000 P	b	1	a(170,000 shares)
CHICAGO BRIDGE & IRON CO N V	N Y REGISTRY SH	167250 10 9	2,197,000	80,900	b	1	a(80,900 shares)
CHICAGO MERCANTILE HLDGS INC	CL A	167760 10 7	3,420,000	49,700	b	1	a(49,700 shares)
CHILDRENS PL RETAIL STORES I	COM	168905 10 7	1,628,000	94,916	b	1	a(94,916 shares)
CHINA MOBILE HONG KONG LTD	SPONSORED ADR	16941M 10 9	2,843,000	218,200	b	1	a(218,200 shares)
CHINA UNICOM LTD	SPONSORED ADR	16945R 10 4	1,104,000	133,200	b	1	a(133,200 shares)
CHOICE HOTELS INTL INC	COM	169905 10 6	1,074,000	37,000	b	1	a(37,000 shares)
CHIRON CORP	COM	170040 10 9	460,000	8,900	b	1	a(8,900 shares)
CHIRON CORP	COM	170040 10 9	41,249,000	798,000 C	b	1	a(798,000 shares)
CHIRON CORP	COM	170040 10 9	1,148,000	22,200 P	b	1	a(22,200 shares)
CHOICEPOINT INC	COM	170388 10 2	2,278,000	68,000	b	1	a(68,000 shares)
		Page Total	179,139,000				

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED

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)	
CHRISTOPHER & BANKS CORP	COM	171046 10 5	4,167,000	174,650		b	1	a(	174,650 shares)
CHRISTOPHER & BANKS CORP	COM	171046 10 5	239,000	10,000	C	b	1	a(	10,000 shares)
CHUBB CORP	COM	171232 10 1	5,171,000	79,700		b	1	a(	79,700 shares)
CHUBB CORP	COM	171232 10 1	4,542,000	70,000	C	b	1	a(	70,000 shares)
CHUBB CORP	COM	171232 10 1	3,568,000	55,000	P	b	1	a(	55,000 shares)
CIBER INC	COM	17163B 10 2	118,000	15,500		b	1	a(	15,500 shares)
CIENA CORP	COM	171779 10 1	5,355,000	906,134		b	1	a(	906,134 shares)
CIENA CORP	COM	171779 10 1	1,714,000	290,000	C	b	1	a(	290,000 shares)
CIMA LABS INC	COM	171796 10 5	4,767,000	170,542		b	1	a(	170,542 shares)
CINCINNATI BELL INC NEW	COM	171871 10 6	1,985,000	389,900		b	1	a(	389,900 shares)
CIRCUIT CITY STORE INC	COM	172737 10 8	1,137,000	119,300		b	1	a(	119,300 shares)
CIRRUS LOGIC INC	COM	172755 10 0	2,793,000	505,036		b	1	a(	505,036 shares)
CISCO SYS INC	COM	17275R 10 2	7,069,000	360,825		b	1	a(	360,825 shares)
CISCO SYS INC	COM	17275R 10 2	2,449,000	125,000	C	b	1	a(	125,000 shares)
CITIGROUP INC	COM	172967 10 1	1,811,000	39,800		b	1	a(	39,800 shares)
CITIGROUP INC	COM	172967 10 1	100,604,000	2,210,600	C	b	1	a(	2,210,600 shares)
CITIGROUP INC	COM	172967 10 1	57,570,000	1,265,000	P	b	1	a(	1,265,000 shares)
CITIZENS UTILS TR	PFD EPPICS CV	177351 20 2	12,425,000	250,800		b	1	a(	250,800 shares)
CITRIX SYS INC	COM	177376 10 0	4,046,000	183,230		b	1	a(	183,230 shares)
CITRIX SYS INC	SDCV 3/	177376 AB 6	7,616,000	16,500,000		b	1	a(	16,500,000 shares)
CITY NATL CORP	COM	178566 10 5	1,641,000	32,200		b	1	a(	32,200 shares)
CLAIRES STORES INC	COM	179584 10 7	1,479,000	44,200		b	1	a(	44,200 shares)
CLARK INC	COM	181457 10 2	271,000	20,300		b	1	a(	20,300 shares)
CLEAR CHANNEL COMMUNICATIONS	COM	184502 10 2	11,061,000	288,800	C	b	1	a(	288,800 shares)
CLEAR CHANNEL COMMUNICATIONS	COM	184502 10 2	1,103,000	28,800	P	b	1	a(	28,800 shares)
CLOROX CO DEL	COM	189054 10 9	321,000	7,000	C	b	1	a(	7,000 shares)
CLOROX CO DEL	COM	189054 10 9	413,000	9,000	P	b	1	a(	9,000 shares)
COACH INC	COM	189754 10 4	32,815,000	601,000		b	1	a(	601,000 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 278,250,000

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 CO	COM	191216 10 0	511,000	11,900		b	1	a(	11,900 shares)
COCA COLA CO	COM	191216 10 0	39,222,000	913,000	C	b	1	a(	913,000 shares)
COCA COLA ENTERPRISES INC	COM	191219 10 4	191,000	10,000	C	b	1	a(	10,000 shares)
COEUR D ALENE MINES CORP IDA	COM	192108 10 8	4,234,000	1,361,300		b	1	a(	1,361,300 shares)
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446 10 2	547,000	15,000	C	b	1	a(	15,000 shares)
COGNOS INC	COM	19244C 10 9	6,554,000	210,460		b	1	a(	210,460 shares)
COHERENT INC	COM	192479 10 3	224,000	9,106		b	1	a(	9,106 shares)
COHU INC	COM	192576 10 6	899,000	45,953		b	1	a(	45,953 shares)
COLE KENNETH PRODTNS INC	CL A	193294 10 5	2,102,000	80,500		b	1	a(	80,500 shares)
COLGATE PALMOLIVE CO	COM	194162 10 3	509,000	9,100		b	1	a(	9,100 shares)
COLGATE PALMOLIVE CO	COM	194162 10 3	8,914,000	159,500	C	b	1	a(	159,500 shares)
COLGATE PALMOLIVE CO	COM	194162 10 3	6,707,000	120,000	P	b	1	a(	120,000 shares)
COLLAGENEX PHARMACEUTICALS I	COM	19419B 10 0	258,000	24,074		b	1	a(	24,074 shares)
COMCAST HOLDINGS CORP	ZONES CV2% PCS	200300 50 7	14,819,000	441,700		b	1	a(	441,700 shares)
COMCAST CORP NEW	CL A	20030N 10 1	13,669,000	442,640		b	1	a(	442,640 shares)
COMCAST CORP NEW	CL A SPL	20030N 20 0	6,310,000	213,618		b	1	a(	213,618 shares)
COMMERCE BANCORP INC NJ	COM	200519 10 6	2,750,000	57,400		b	1	a(	57,400 shares)
COMMERCIAL CAP BANCORP INC	COM	20162L 10 5	1,382,000	88,424		b	1	a(	88,424 shares)
COMMERCIAL METALS CO	COM	201723 10 3	417,000	22,700		b	1	a(	22,700 shares)
COMMSCOPE INC	COM	203372 10 7	5,057,000	419,300		b	1	a(	419,300 shares)
COMMUNITY HEALTH SYS INC NEW	NOTE 4.250%10/	203668 AA 6	7,453,000	7,500,000		b	1	a(	7,500,000 shares)
COMMUNITY FIRST BANKSHARES I	COM	203902 10 1	681,000	25,762		b	1	a(	25,762 shares)
COMPANHIA ENERGETICA DE MINA	SP ADR N-V PFD	204409 60 1	628,000	53,152		b	1	a(	53,152 shares)
COMPANHIA BRASILEIRA DE DIST	SPON ADR PFD	20440T 20 1	897,000	47,500		b	1	a(	47,500 shares)
COMPANHIA PARANAENSE ENERG C	SPON ADR PFD	20441B 40 7	156,000	48,400		b	1	a(	48,400 shares)
COMPANHIA DE BEBIDAS DAS AME	SPON ADR PFD	20441W 20 3	271,000	12,500		b	1	a(	12,500 shares)
COMPANIA ANONIMA NACIONL TEL	SPON ADR D	204421 10 1	638,000	46,200		b	1	a(	46,200 shares)
COMPANIA DE MINAS BUENAVENTU	SPONSORED ADR	204448 10 4	6,772,000	171,100		b	1	a(	171,100 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED		Page Total	132,772,000						

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)
COMPANIA DE TELECOMUNICS CHI	SPON ADR NEW	204449 30 0	3,363,000	263,800	b	1	a(263,800 shares)
COMPASS BANCSHARES INC	COM	20449H 10 9	5,360,000	155,000	b	1	a(155,000 shares)
COMPUTER ASSOC INTL INC	COM	204912 10 9	5,222,000	200,000 C	b	1	a(200,000 shares)
COMPUTER TASK GROUP INC	COM	205477 10 2	130,000	37,200	b	1	a(37,200 shares)
COMPUWARE CORP	COM	205638 10 9	2,308,000	430,513	b	1	a(430,513 shares)
COMTECH TELECOMMUNICATIONS C	COM NEW	205826 20 9	1,055,000	44,132	b	1	a(44,132 shares)
COMVERSE TECHNOLOGY INC	COM PAR $0.10	205862 40 2	9,996,000	668,168	b	1	a(668,168 shares)
CONAGRA FOODS INC	COM	205887 10 2	8,515,000	400,900	b	1	a(400,900 shares)
CONCEPTUS INC	COM	206016 10 7	216,000	16,462	b	1	a(16,462 shares)
CONCORD EFS INC	COM	206197 10 5	48,230,000	3,528,200	b	1	a(3,528,200 shares)
CONCURRENT COMPUTER CORP NEW	COM	206710 20 4	496,000	130,999	b	1	a(130,999 shares)
CONE MLS CORP N C	COM	206814 10 5	4,000	36,000	b	1	a(36,000 shares)
CONEXANT SYSTEMS INC	COM	207142 10 0	9,010,000	1,591,785	b	1	a(1,591,785 shares)
CONMED CORP	COM	207410 10 1	1,209,000	58,593	b	1	a(58,593 shares)
CONNECTICUT BANCSHARES INC	COM	207540 10 5	2,015,000	39,324	b	1	a(39,324 shares)
CONOCOPHILLIPS	COM	20825C 10 4	8,223,000	150,200	b	1	a(150,200 shares)
CONOCOPHILLIPS	COM	20825C 10 4	10,567,000	193,000 C	b	1	a(193,000 shares)
CONOCOPHILLIPS	COM	20825C 10 4	12,746,000	232,800 P	b	1	a(232,800 shares)
CONSOL ENERGY INC	COM	20854P 10 9	2,846,000	153,200	b	1	a(153,200 shares)
CONSTELLATION BRANDS INC	CL A	21036P 10 8	1,829,000	60,000 C	b	1	a(60,000 shares)
CONSTELLATION BRANDS INC	CL A	21036P 10 8	610,000	20,000 P	b	1	a(20,000 shares)
CONSTELLATION ENERGY GROUP I	COM	210371 10 0	1,166,000	32,600	b	1	a(32,600 shares)
CONTINENTAL AIRLS INC	CL B	210795 30 8	14,237,000	858,700	b	1	a(858,700 shares)
CONVERGYS CORP	COM	212485 10 6	1,102,000	60,100	b	1	a(60,100 shares)
COOPER CAMERON CORP	COM	216640 10 2	213,000	4,600	b	1	a(4,600 shares)
CORINTHIAN COLLEGES INC	COM	218868 10 7	9,240,000	161,647	b	1	a(161,647 shares)
CORINTHIAN COLLEGES INC	COM	218868 10 7	1,143,000	20,000 C	b	1	a(20,000 shares)
CORINTHIAN COLLEGES INC	COM	218868 10 7	857,000	15,000 P	b	1	a(15,000 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 161,908,000

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)	
CORIXA CORP	COM	21887F 10 0	290,000	36,437		b	1	a(	36,437 shares)
CORNING INC	COM	219350 10 5	96,000	10,200		b	1	a(	10,200 shares)
CORNING INC	COM	219350 10 5	5,089,000	540,200	C	b	1	a(	540,200 shares)
CORPORATE EXECUTIVE BRD CO	COM	21988R 10 2	3,792,000	80,757		b	1	a(	80,757 shares)
CORRECTIONS CORP AMER NEW	COM NEW	22025Y 40 7	4,127,000	167,300		b	1	a(	167,300 shares)
COSTCO WHSL CORP NEW	COM	22160K 10 5	7,351,000	236,522		b	1	a(	236,522 shares)
COUNTRYWIDE FINANCIAL CORP	COM	222372 10 4	3,186,000	40,700		b	1	a(	40,700 shares)
COUNTRYWIDE FINANCIAL CORP	COM	222372 10 4	1,628,000	20,800	C	b	1	a(	20,800 shares)
COUNTRYWIDE FINANCIAL CORP	COM	222372 10 4	509,000	6,500	P	b	1	a(	6,500 shares)
COX COMMUNICATIONS INC NEW	CL A	224044 10 7	4,534,000	143,400		b	1	a(	143,400 shares)
COX COMMUNICATIONS INC NEW	CL A	224044 10 7	718,000	22,700	P	b	1	a(	22,700 shares)
CRANE CO	COM	224399 10 5	2,713,000	115,900		b	1	a(	115,900 shares)
CROWN CASTLE INTL CORP	COM	228227 10 4	8,578,000	911,600		b	1	a(	911,600 shares)
CROWN HOLDINGS INC	COM	228368 10 6	11,120,000	1,647,400		b	1	a(	1,647,400 shares)
CTI MOLECULAR IMAGING INC	COM	22943D 10 5	380,000	25,694		b	1	a(	25,694 shares)
CUBIST PHARMACEUTICALS INC	COM	229678 10 7	3,170,000	293,836		b	1	a(	293,836 shares)
CULLEN FROST BANKERS INC	COM	229899 10 9	2,357,000	63,300		b	1	a(	63,300 shares)
CULP INC	COM	230215 10 5	512,000	55,700		b	1	a(	55,700 shares)
CUMULUS MEDIA INC	CL A	231082 10 8	1,225,000	71,838		b	1	a(	71,838 shares)
CURAGEN CORP	COM	23126R 10 1	195,000	38,720		b	1	a(	38,720 shares)
CYBERONICS INC	COM	23251P 10 2	2,490,000	80,700		b	1	a(	80,700 shares)
CYPRESS SEMICONDUCTOR CORP	COM	232806 10 9	20,921,000	1,183,300		b	1	a(	1,183,300 shares)
CYTEC INDS INC	COM	232820 10 0	2,121,000	58,100		b	1	a(	58,100 shares)
DQE INC	COM	23329J 10 4	3,049,000	197,500		b	1	a(	197,500 shares)
DRS TECHNOLOGIES INC	COM	23330X 10 0	490,000	20,300		b	1	a(	20,300 shares)
DST SYS INC DEL	COM	233326 10 7	376,000	10,000	P	b	1	a(	10,000 shares)
DADE BEHRING HLDGS INC	COM	23342J 20 6	402,000	14,245		b	1	a(	14,245 shares)
DANAHER CORP DEL	COM	235851 10 2	872,000	11,800		b	1	a(	11,800 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 92,291,000

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)
DANIELSON HLDG CORP	COM	236274 10 6	312,000	227,700	b	1	a(227,700 shares)
DARLING INTL INC	COM	237266 10 1	10,342,000	3,902,607	b	1	a(3,902,607 shares)
DATASTREAM SYS INC	COM	238124 10 1	333,000	42,951	b	1	a(42,951 shares)
DAVITA INC	COM	23918K 10 8	9,250,000	290,600	b	1	a(290,600 shares)
DEAN FOODS CO NEW	COM	242370 10 4	25,940,000	835,951	b	1	a(835,951 shares)
DEERE & CO	COM	244199 10 5	10,502,000	197,000	b	1	a(197,000 shares)
DEL MONTE FOODS CO	COM	24522P 10 3	2,146,000	246,359	b	1	a(246,359 shares)
DELL INC	COM	24702R 10 1	407,000	12,200	b	1	a(12,200 shares)
DELL INC	COM	24702R 10 1	37,731,000	1,130,000 C	b	1	a(1,130,000 shares)
DELL INC	COM	24702R 10 1	10,685,000	320,000 P	b	1	a(320,000 shares)
DELPHI CORP	COM	247126 10 5	8,802,000	972,600	b	1	a(972,600 shares)
DELTA AIR LINES INC DEL	COM	247361 10 8	2,528,000	190,100	b	1	a(190,100 shares)
DELTA FINANCIAL CORP	COM	247918 10 5	208,000	32,400	b	1	a(32,400 shares)
DELUXE CORP	COM	248019 10 1	3,605,000	89,800	b	1	a(89,800 shares)
DENDREON CORP	COM	24823Q 10 7	926,000	104,602	b	1	a(104,602 shares)
DENTSPLY INTL INC NEW	COM	249030 10 7	5,037,000	112,333	b	1	a(112,333 shares)
DEUTSCHE TELEKOM AG	SPONSORED ADR	251566 10 5	6,175,000	427,600	b	1	a(427,600 shares)
DEVRY INC DEL	COM	251893 10 3	1,881,000	79,500	b	1	a(79,500 shares)
DIAL CORP NEW	COM	25247D 10 1	16,168,000	750,600	b	1	a(750,600 shares)
DIEBOLD INC	COM	253651 10 3	3,277,000	64,700	b	1	a(64,700 shares)
DIEBOLD INC	COM	253651 10 3	1,266,000	25,000 C	b	1	a(25,000 shares)
DIEBOLD INC	COM	253651 10 3	1,013,000	20,000 P	b	1	a(20,000 shares)
DIGENE CORP	COM	253752 10 9	629,000	15,400	b	1	a(15,400 shares)
DIGITAS INC	COM	25388K 10 4	462,000	63,608	b	1	a(63,608 shares)
DIME CMNTY BANCSHARES	COM	253922 10 8	401,000	17,414	b	1	a(17,414 shares)
DIONEX CORP	COM	254546 10 4	581,000	14,765	b	1	a(14,765 shares)
DISNEY WALT CO	COM DISNEY	254687 10 6	1,109,000	55,000	b	1	a(55,000 shares)
DIVERSA CORP	COM	255064 10 7	419,000	54,112	b	1	a(54,112 shares)
		Page Total	162,135,000				

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)
DR REDDYS LABS LTD	ADR	256135 20 3	2,385,000	101,700	b	1	a(101,700 shares)
DOLLAR GEN CORP	COM	256669 10 2	22,944,000	1,147,200	b	1	a(1,147,200 shares)
DOLLAR TREE STORES INC	COM	256747 10 6	4,643,000	138,592	b	1	a(138,592 shares)
DOMINION RES INC VA NEW	COM	25746U 10 9	13,711,000	221,500	b	1	a(221,500 shares)
DOMINION RES INC VA NEW	COM	25746U 10 9	6,345,000	102,500 C	b	1	a(102,500 shares)
DOMINION RES INC VA NEW	COM	25746U 10 9	3,095,000	50,000 P	b	1	a(50,000 shares)
DONALDSON INC	COM	257651 10 9	377,000	7,000 C	b	1	a(7,000 shares)
DONNELLEY R R & SONS CO	COM	257867 10 1	2,233,000	89,800	b	1	a(89,800 shares)
DORAL FINL CORP	COM	25811P 10 0	2,312,000	49,200	b	1	a(49,200 shares)
DOT HILL SYS CORP	COM	25848T 10 9	5,277,000	383,509	b	1	a(383,509 shares)
DOUBLECLICK INC	COM	258609 30 4	2,174,000	201,845	b	1	a(201,845 shares)
DOW CHEM CO	COM	260543 10 3	67,179,000	2,064,500	b	1	a(2,064,500 shares)
DREYERS GRAND ICE CREAM HL I	COM A CALL PUT	261877 10 4	513,000	6,600	b	1	a(6,600 shares)
DRUGSTORE COM INC	COM	262241 10 2	266,000	34,740	b	1	a(34,740 shares)
DU PONT E I DE NEMOURS & CO	COM	263534 10 9	4,629,000	115,700	b	1	a(115,700 shares)
DU PONT E I DE NEMOURS & CO	COM	263534 10 9	480,000	12,000 C	b	1	a(12,000 shares)
DUKE ENERGY CORP	COM	264399 10 6	8,650,000	485,700	b	1	a(485,700 shares)
DYNEGY INC NEW	CL A	26816Q 10 1	3,600,000	1,000,000 C	b	1	a(1,000,000 shares)
E-LOAN INC	COM	26861P 10 7	1,381,000	380,466	b	1	a(380,466 shares)
E M C CORP MASS	COM	268648 10 2	9,216,000	729,700	b	1	a(729,700 shares)
EOG RES INC	COM	26875P 10 1	7,722,000	185,000 C	b	1	a(185,000 shares)
EOG RES INC	COM	26875P 10 1	7,179,000	172,000 P	b	1	a(172,000 shares)
E ON AG	SPONSORED ADR	268780 10 3	1,103,000	22,600	b	1	a(22,600 shares)
EPIX MEDICAL INC	COM	26881Q 10 1	220,000	12,943	b	1	a(12,943 shares)
E TRADE GROUP INC	COM	269246 10 4	2,699,000	291,500	b	1	a(291,500 shares)
EARTHLINK INC	COM	270321 10 2	123,000	15,000 C	b	1	a(15,000 shares)
EASTMAN KODAK CO	COM	277461 10 9	17,736,000	847,000	b	1	a(847,000 shares)
EASTMAN KODAK CO	COM	277461 10 9	2,094,000	100,000 C	b	1	a(100,000 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED		Page Total	200,286,000				

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)
EASTMAN KODAK CO	COM	277461 10 9	1,256,000	60,000 P	b	1	a(60,000 shares)
EATON CORP	COM	278058 10 2	10,422,000	117,602	b	1	a(117,602 shares)
EBAY INC	COM	278642 10 3	24,841,000	464,234	b	1	a(464,234 shares)
EBAY INC	COM	278642 10 3	72,881,000	1,362,000 C	b	1	a(1,362,000 shares)
EBAY INC	COM	278642 10 3	25,150,000	470,000 P	b	1	a(470,000 shares)
ECHELON CORP	COM	27874N 10 5	1,443,000	121,271	b	1	a(121,271 shares)
ECHOSTAR COMMUNICATIONS NEW	CL A	278762 10 9	788,000	20,600	b	1	a(20,600 shares)
ECHOSTAR COMMUNICATIONS NEW	CL A	278762 10 9	6,468,000	169,000 C	b	1	a(169,000 shares)
ECOLAB INC	COM	278865 10 0	2,906,000	115,100	b	1	a(115,100 shares)
EDISON INTL	COM	281020 10 7	4,874,000	255,200	b	1	a(255,200 shares)
EDWARDS AG INC	COM	281760 10 8	714,000	18,600	b	1	a(18,600 shares)
EDWARDS AG INC	COM	281760 10 8	2,113,000	55,000 C	b	1	a(55,000 shares)
EDWARDS AG INC	COM	281760 10 8	1,152,000	30,000 P	b	1	a(30,000 shares)
EFUNDS CORP	COM	28224R 10 1	495,000	40,112	b	1	a(40,112 shares)
EL PASO CORP	COM	28336L 10 9	381,000	52,200	b	1	a(52,200 shares)
EL PASO CORP	COM	28336L 10 9	73,000	10,000 P	b	1	a(10,000 shares)
EL PASO ELEC CO	COM NEW	283677 85 4	269,000	23,300	b	1	a(23,300 shares)
ELAN PLC	ADR	284131 20 8	3,098,000	585,584	b	1	a(585,584 shares)
ELECTRONICS FOR IMAGING INC	DBCV 1.500% 6/	284745 AA 4	4,325,000	4,000,000	b	1	a(4,000,000 shares)
ELECTRONIC ARTS INC	COM	285512 10 9	7,828,000	84,875	b	1	a(84,875 shares)
ELECTRONIC ARTS INC	COM	285512 10 9	7,840,000	85,000 C	b	1	a(85,000 shares)
ELECTRONIC ARTS INC	COM	285512 10 9	4,150,000	45,000 P	b	1	a(45,000 shares)
ELECTRONIC DATA SYS NEW	COM	285661 10 4	301,000	14,900	b	1	a(14,900 shares)
ELECTRONIC DATA SYS NEW	COM	285661 10 4	2,929,000	145,000 C	b	1	a(145,000 shares)
EMCOR GROUP INC	COM	29084Q 10 0	4,272,000	100,400	b	1	a(100,400 shares)
EMERSON ELEC CO	COM	291011 10 4	25,046,000	475,700	b	1	a(475,700 shares)
EMERSON ELEC CO	COM	291011 10 4	3,659,000	69,500 C	b	1	a(69,500 shares)
EMERSON ELEC CO	COM	291011 10 4	1,501,000	28,500 P	b	1	a(28,500 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)
EMMIS COMMUNICATIONS CORP	CL A	291525 10 3	1,458,000	72,274	b	1	a(72,274 shares)
EMULEX CORP	COM NEW	292475 20 9	9,730,000	382,000	b	1	a(382,000 shares)
ENCANA CORP	COM	292505 10 4	688,000	19,000 C	b	1	a(19,000 shares)
ENCANA CORP	COM	292505 10 4	1,538,000	42,500 P	b	1	a(42,500 shares)
ENDESA S A	SPONSORED ADR	29258N 10 7	1,111,000	71,700	b	1	a(71,700 shares)
ENDO PHARMACEUTICALS HLDGS I	COM	29264F 20 5	7,202,000	352,165	b	1	a(352,165 shares)
ENERGY CONVERSION DEVICES IN	COM	292659 10 9	191,000	18,200	b	1	a(18,200 shares)
ENERGY EAST CORP	COM	29266M 10 9	1,236,000	55,100	b	1	a(55,100 shares)
ENNIS BUSINESS FORMS INC	COM	293389 10 2	841,000	62,700	b	1	a(62,700 shares)
ENTERASYS NETWORKS INC	COM	293637 10 4	5,651,000	1,412,700	b	1	a(1,412,700 shares)
ENTERCOM COMMUNICATIONS CORP	CL A	293639 10 0	448,000	10,000	b	1	a(10,000 shares)
ENTREMED INC	COM	29382F 10 3	1,121,000	236,907	b	1	a(236,907 shares)
ENZON PHARMACEUTICALS INC	COM	293904 10 8	4,585,000	393,858	b	1	a(393,858 shares)
ENZO BIOCHEM INC	COM	294100 10 2	1,098,000	56,272	b	1	a(56,272 shares)
EON LABS INC	COM	29412E 10 0	257,000	6,700	b	1	a(6,700 shares)
EQUIFAX INC	COM	294429 10 5	3,427,000	153,900	b	1	a(153,900 shares)
EQUIFAX INC	COM	294429 10 5	334,000	15,000 C	b	1	a(15,000 shares)
EQUITABLE RES INC	COM	294549 10 0	2,289,000	55,700	b	1	a(55,700 shares)
ERESEARCHTECHNOLOGY INC	COM	29481V 10 8	635,000	18,228	b	1	a(18,228 shares)
ESPEED INC	CL A	296643 10 9	777,000	34,374	b	1	a(34,374 shares)
ESPERION THERAPEUTICS INC	COM	29664R 10 6	682,000	35,216	b	1	a(35,216 shares)
EVERGREEN RES INC	COM NO PAR	299900 30 8	12,064,000	446,800	b	1	a(446,800 shares)
EXACT SCIENCES CORP	COM	30063P 10 5	403,000	29,816	b	1	a(29,816 shares)
EXAR CORP	COM	300645 10 8	3,100,000	219,374	b	1	a(219,374 shares)
EXELON CORP	COM	30161N 10 1	210,000	3,300	b	1	a(3,300 shares)
EXELON CORP	COM	30161N 10 1	3,969,000	62,500 C	b	1	a(62,500 shares)
EXELIXIS INC	COM	30161Q 10 4	932,000	130,601	b	1	a(130,601 shares)
EXPRESS SCRIPTS INC	COM	302182 10 0	526,000	8,600	b	1	a(8,600 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 66,503,000

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)
EXPRESS SCRIPTS INC	COM	302182 10 0	306,000	5,000 C	b	1	a(5,000 shares)
EXPRESS SCRIPTS INC	COM	302182 10 0	856,000	14,000 P	b	1	a(14,000 shares)
EXPRESSJET HOLDINGS INC	CL A	30218U 10 8	6,740,000	488,400	b	1	a(488,400 shares)
EXTENDED STAY AMER INC	COM	30224P 10 1	717,000	48,000	b	1	a(48,000 shares)
EXTREME NETWORKS INC	COM	30226D 10 6	2,391,000	378,873	b	1	a(378,873 shares)
EXXON MOBIL CORP	COM	30231G 10 2	10,523,000	287,500	b	1	a(287,500 shares)
EXXON MOBIL CORP	COM	30231G 10 2	13,176,000	360,000 P	b	1	a(360,000 shares)
FEI CO	COM	30241L 10 9	4,192,000	179,600	b	1	a(179,600 shares)
FLIR SYS INC	COM	302445 10 1	274,000	10,700	b	1	a(10,700 shares)
FLIR SYS INC	COM	302445 10 1	1,647,000	64,300 C	b	1	a(64,300 shares)
FPIC INS GROUP INC	COM	302563 10 1	356,000	23,614	b	1	a(23,614 shares)
FPL GROUP INC	COM	302571 10 4	1,675,000	26,500 C	b	1	a(26,500 shares)
FTI CONSULTING INC	COM	302941 10 9	6,059,000	349,250	b	1	a(349,250 shares)
FACTORY 2-U INC	COM	303072 10 2	485,000	160,055	b	1	a(160,055 shares)
FACTSET RESH SYS INC	COM	303075 10 5	4,772,000	107,600	b	1	a(107,600 shares)
FAIR ISAAC CORP	COM	303250 10 4	295,000	5,000 C	b	1	a(5,000 shares)
FAIRFAX FINL HLDGS LTD	SUB VTG	303901 10 2	358,000	2,300	b	1	a(2,300 shares)
FAIRFAX FINL HLDGS LTD	SUB VTG	303901 10 2	1,480,000	9,500 C	b	1	a(9,500 shares)
FAIRFAX FINL HLDGS LTD	SUB VTG	303901 10 2	1,028,000	6,600 P	b	1	a(6,600 shares)
FAIRMONT HOTELS RESORTS INC	COM	305204 10 9	2,770,000	107,575	b	1	a(107,575 shares)
FAMILY DLR STORES INC	COM	307000 10 9	21,381,000	536,000	b	1	a(536,000 shares)
FARGO ELECTRONICS INC	COM	30744P 10 2	368,000	29,170	b	1	a(29,170 shares)
FEDERAL AGRIC MTG CORP	CL C	313148 30 6	829,000	30,700	b	1	a(30,700 shares)
FEDERAL HOME LN MTG CORP	COM	313400 30 1	50,785,000	970,100	b	1	a(970,100 shares)
FEDERAL NATL MTG ASSN	COM	313586 10 9	11,702,000	166,700	b	1	a(166,700 shares)
FEDERAL NATL MTG ASSN	COM	313586 10 9	40,751,000	580,500 C	b	1	a(580,500 shares)
FEDERAL NATL MTG ASSN	COM	313586 10 9	5,616,000	80,000 P	b	1	a(80,000 shares)
FEDERAL SIGNAL CORP	COM	313855 10 8	1,976,000	132,600	b	1	a(132,600 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)	
FEDERATED INVS INC PA	CL B	314211 10 3	4,521,000	163,200		b	1	a(	163,200 shares)
FEDEX CORP	COM	31428X 10 6	10,083,000	156,500	C	b	1	a(	156,500 shares)
FEDEX CORP	COM	31428X 10 6	8,138,000	126,300	P	b	1	a(	126,300 shares)
FIDELITY NATIONAL SOLTNS INC	COM	31620P 10 9	2,092,000	84,167		b	1	a(	84,167 shares)
FIDELITY NATL FINL INC	COM	316326 10 7	12,470,000	414,850		b	1	a(	414,850 shares)
FILENET CORP	COM	316869 10 6	1,705,000	84,936		b	1	a(	84,936 shares)
FIRST BANCORP P R	COM	318672 10 2	421,000	13,700		b	1	a(	13,700 shares)
FIRST CASH FINL SVCS INC	COM	31942D 10 7	248,000	12,400		b	1	a(	12,400 shares)
FIRST HEALTH GROUP CORP	COM	320960 10 7	1,145,000	43,782		b	1	a(	43,782 shares)
FIRST TENN NATL CORP	COM	337162 10 1	1,308,000	30,800		b	1	a(	30,800 shares)
FLAMEL TECHNOLOGIES SA	SPONSORED ADR	338488 10 9	8,876,000	263,291		b	1	a(	263,291 shares)
FLEETBOSTON FINL CORP	COM	339030 10 8	5,481,000	181,800		b	1	a(	181,800 shares)
FLEETWOOD ENTERPRISES INC	COM	339099 10 3	919,000	99,100		b	1	a(	99,100 shares)
FLORIDA ROCK INDS INC	COM	341140 10 1	3,750,000	75,600		b	1	a(	75,600 shares)
FLOWERS FOODS INC	COM	343498 10 1	2,711,000	118,900		b	1	a(	118,900 shares)
FLOWERS FOODS INC	COM	343498 10 1	1,140,000	50,000	C	b	1	a(	50,000 shares)
FOMENTO ECONOMICO MEXICANO S	SPON ADR UNITS	344419 10 6	7,970,000	208,900		b	1	a(	208,900 shares)
FOOT LOCKER INC	COM	344849 10 4	899,000	55,500		b	1	a(	55,500 shares)
FOOTSTAR INC	COM	344912 10 0	663,000	98,100		b	1	a(	98,100 shares)
FOREST OIL CORP	COM PAR $0.01	346091 70 5	699,000	29,200		b	1	a(	29,200 shares)
FORWARD AIR CORP	COM	349853 10 1	279,000	10,095		b	1	a(	10,095 shares)
FOUR SEASONS HOTEL INC	LTD VTG SH	35100E 10 4	294,000	5,900		b	1	a(	5,900 shares)
FOX ENTMT GROUP INC	CL A	35138T 10 7	5,335,000	190,600		b	1	a(	190,600 shares)
FRANCE TELECOM	SPONSORED ADR	35177Q 10 5	209,000	9,000		b	1	a(	9,000 shares)
FREEPORT-MCMORAN COPPER & GO	CL B	35671D 85 7	437,000	13,200		b	1	a(	13,200 shares)
FRONTIER AIRLINES INC NEW	COM	359065 10 9	485,000	29,476		b	1	a(	29,476 shares)
FRONTIER AIRLINES INC NEW	COM	359065 10 9	395,000	24,000	C	b	1	a(	24,000 shares)
GATX CORP	COM	361448 10 3	1,398,000	66,100		b	1	a(	66,100 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED		Page Total	84,071,000						

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)	
GABELLI ASSET MGMT INC	CL A	36239Y 10 2	292,000	8,200		b	1	a(	8,200 shares)
GALLAHER GROUP PLC	SPONSORED ADR	363595 10 9	1,425,000	38,000		b	1	a(	38,000 shares)
GAMESTOP CORP	CL A	36466R 10 1	1,463,000	92,000		b	1	a(	92,000 shares)
GANNETT INC	COM	364730 10 1	6,050,000	78,000	C	b	1	a(	78,000 shares)
GANNETT INC	COM	364730 10 1	7,058,000	91,000	P	b	1	a(	91,000 shares)
GAP INC DEL	COM	364760 10 8	9,291,000	542,700		b	1	a(	542,700 shares)
GATEWAY INC	COM	367626 10 8	2,630,000	464,700		b	1	a(	464,700 shares)
GEN-PROBE INC NEW	COM	36866T 10 3	12,542,000	231,534		b	1	a(	231,534 shares)
GEN-PROBE INC NEW	COM	36866T 10 3	813,000	15,000	P	b	1	a(	15,000 shares)
GEMSTAR-TV GUIDE INTL INC	COM	36866W 10 6	667,000	141,024		b	1	a(	141,024 shares)
GENCORP INC	COM	368682 10 0	479,000	53,500		b	1	a(	53,500 shares)
GENENTECH INC	COM NEW	368710 40 6	15,195,000	189,600		b	1	a(	189,600 shares)
GENERAL DYNAMICS CORP	COM	369550 10 8	3,216,000	41,200		b	1	a(	41,200 shares)
GENERAL DYNAMICS CORP	COM	369550 10 8	17,564,000	225,000	C	b	1	a(	225,000 shares)
GENERAL DYNAMICS CORP	COM	369550 10 8	15,292,000	195,900	P	b	1	a(	195,900 shares)
GENERAL ELEC CO	COM	369604 10 3	9,557,000	320,600		b	1	a(	320,600 shares)
GENERAL ELEC CO	COM	369604 10 3	4,173,000	140,000	P	b	1	a(	140,000 shares)
GENERAL MLS INC	COM	370334 10 4	329,000	7,000		b	1	a(	7,000 shares)
GENERAL MLS INC	COM	370334 10 4	5,677,000	120,600	C	b	1	a(	120,600 shares)
GENERAL MLS INC	COM	370334 10 4	3,389,000	72,000	P	b	1	a(	72,000 shares)
GENERAL MTRS CORP	CL H NEW	370442 83 2	27,504,000	1,922,000		b	1	a(	1,922,000 shares)
GENERAL MTRS CORP	COM	370442 10 5	426,000	10,400		b	1	a(	10,400 shares)
GENERAL MTRS CORP	COM	370442 10 5	7,981,000	195,000	C	b	1	a(	195,000 shares)
GENERAL MTRS CORP	COM	370442 10 5	13,507,000	330,000	P	b	1	a(	330,000 shares)
GENERAL MTRS CORP	DEB SR CONV A	370442 74 1	8,645,000	350,000		b	1	a(	350,000 shares)
GENERAL MTRS CORP	DEB SR CV C 33	370442 71 7	20,250,000	750,000		b	1	a(	750,000 shares)
GENESIS HEALTH VENTURE INC N	COM	37183F 10 7	1,217,000	50,189		b	1	a(	50,189 shares)
GENTEX CORP	COM	371901 10 9	2,208,000	63,378		b	1	a(	63,378 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)	
GENTA INC	COM NEW	37245M 20 7	851,000	67,174		b	1	a(	67,174 shares)
GENTIVA HEALTH SERVICES INC	COM	37247A 10 2	184,000	15,958		b	1	a(	15,958 shares)
GENZYME CORP	COM GENL DIV	372917 10 4	42,791,000	925,212		b	1	a(	925,212 shares)
GENZYME CORP	COM GENL DIV	372917 10 4	2,313,000	50,000	C	b	1	a(	50,000 shares)
GEORGIA PAC CORP	COM	373298 10 8	17,298,000	713,600		b	1	a(	713,600 shares)
GEORGIA PAC CORP	COM	373298 10 8	1,454,000	60,000	C	b	1	a(	60,000 shares)
GETTY IMAGES INC	COM	374276 10 3	12,753,000	362,700		b	1	a(	362,700 shares)
GEVITY HR INC	COM	374393 10 6	640,000	43,438		b	1	a(	43,438 shares)
GILEAD SCIENCES INC	COM	375558 10 3	66,074,000	1,181,377		b	1	a(	1,181,377 shares)
GILLETTE CO	COM	375766 10 2	10,803,000	337,800		b	1	a(	337,800 shares)
GILLETTE CO	COM	375766 10 2	6,396,000	200,000	C	b	1	a(	200,000 shares)
GILLETTE CO	COM	375766 10 2	5,980,000	187,000	P	b	1	a(	187,000 shares)
GLATFELTER	COM	377316 10 4	551,000	46,800		b	1	a(	46,800 shares)
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W 10 5	5,088,000	120,000	C	b	1	a(	120,000 shares)
GLOBAL INDS LTD	COM	379336 10 0	794,000	174,548		b	1	a(	174,548 shares)
GLOBESPANVIRATA INC	COM	37957V 10 6	2,525,000	349,709		b	1	a(	349,709 shares)
GOLDEN WEST FINL CORP DEL	COM	381317 10 6	3,589,000	40,100		b	1	a(	40,100 shares)
GOLDMAN SACHS GROUP INC	COM	38141G 10 4	10,462,000	124,700		b	1	a(	124,700 shares)
GOLDMAN SACHS GROUP INC	COM	38141G 10 4	17,577,000	209,500	C	b	1	a(	209,500 shares)
GRACE W R & CO DEL NEW	COM	38388F 10 8	930,000	300,000		b	1	a(	300,000 shares)
GRAINGER W W INC	COM	384802 10 4	1,079,000	22,700		b	1	a(	22,700 shares)
GRAINGER W W INC	COM	384802 10 4	238,000	5,000	C	b	1	a(	5,000 shares)
GRAY TELEVISION INC	COM	389375 10 6	1,531,000	131,100		b	1	a(	131,100 shares)
GREAT PLAINS ENERGY INC	COM	391164 10 0	752,000	24,800		b	1	a(	24,800 shares)
GREENPOINT FINL CORP	COM	395384 10 0	36,249,000	1,213,950		b	1	a(	1,213,950 shares)
GRIFFON CORP	COM	398433 10 2	3,224,000	179,500		b	1	a(	179,500 shares)
GROUPE DANONE	SPONSORED ADR	399449 10 7	366,000	12,000		b	1	a(	12,000 shares)
GRUPO FINANCIARO GALICIA S A	SP ADR 10 SH B	399909 10 0	478,000	97,186		b	1	a(	97,186 shares)
		Page Total	252,970,000						

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED

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)	
GTECH HLDGS CORP	COM	400518 10 6	13,776,000	321,500		b	1	a(	321,500 shares)
GUCCI GROUP N V	COM NY REG	401566 10 4	11,010,000	130,600		b	1	a(	130,600 shares)
GUCCI GROUP N V	COM NY REG	401566 10 4	1,265,000	15,000	C	b	1	a(	15,000 shares)
GUCCI GROUP N V	COM NY REG	401566 10 4	632,000	7,500	P	b	1	a(	7,500 shares)
GUIDANT CORP	COM	401698 10 5	35,297,000	753,400		b	1	a(	753,400 shares)
GUIDANT CORP	COM	401698 10 5	703,000	15,000	C	b	1	a(	15,000 shares)
GUIDANT CORP	COM	401698 10 5	1,171,000	25,000	P	b	1	a(	25,000 shares)
GUILFORD PHARMACEUTICALS INC	COM	401829 10 6	64,000	10,406		b	1	a(	10,406 shares)
GUITAR CTR MGMT INC	COM	402040 10 9	2,679,000	83,291		b	1	a(	83,291 shares)
GYMBOREE CORP	COM	403777 10 5	6,253,000	443,781		b	1	a(	443,781 shares)
HCA INC	COM	404119 10 9	21,666,000	587,800		b	1	a(	587,800 shares)
HCA INC	COM	404119 10 9	5,271,000	143,000	C	b	1	a(	143,000 shares)
HCA INC	COM	404119 10 9	922,000	25,000	P	b	1	a(	25,000 shares)
HCC INS HLDGS INC	COM	404132 10 2	3,507,000	120,600		b	1	a(	120,600 shares)
HSBC HLDGS PLC	SPON ADR NEW	404280 40 6	4,466,000	67,661		b	1	a(	67,661 shares)
HALLIBURTON CO	COM	406216 10 1	32,645,000	1,346,200		b	1	a(	1,346,200 shares)
HALLIBURTON CO	COM	406216 10 1	8,361,000	344,800	C	b	1	a(	344,800 shares)
HALLIBURTON CO	COM	406216 10 1	2,425,000	100,000	P	b	1	a(	100,000 shares)
HANCOCK JOHN FINL SVCS INC	COM	41014S 10 6	9,572,000	283,200		b	1	a(	283,200 shares)
HANCOCK JOHN FINL SVCS INC	COM	41014S 10 6	3,211,000	95,000	C	b	1	a(	95,000 shares)
HANCOCK JOHN FINL SVCS INC	COM	41014S 10 6	1,014,000	30,000	P	b	1	a(	30,000 shares)
HANDLEMAN CO DEL	COM	410252 10 0	878,000	52,000		b	1	a(	52,000 shares)
HARLAND JOHN H CO	COM	412693 10 3	6,181,000	233,500		b	1	a(	233,500 shares)
HARLEY DAVIDSON INC	COM	412822 10 8	853,000	17,700		b	1	a(	17,700 shares)
HARMAN INTL INDS INC	COM	413086 10 9	1,967,000	20,000	C	b	1	a(	20,000 shares)
HARMAN INTL INDS INC	COM	413086 10 9	1,672,000	17,000	P	b	1	a(	17,000 shares)
HARMONIC INC	COM	413160 10 2	218,000	34,792		b	1	a(	34,792 shares)
HARRAHS ENTMT INC	COM	413619 10 7	37,187,000	883,100		b	1	a(	883,100 shares)
		Page Total	214,866,000						

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED

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)
HARSCO CORP	COM	415864 10 7	1,677,000	43,600	b	1	a(43,600 shares)
HARTFORD FINL SVCS GROUP INC	COM	416515 10 4	6,437,000	122,300	b	1	a(122,300 shares)
HARTFORD FINL SVCS GROUP INC	COM	416515 10 4	4,410,000	83,800 C	b	1	a(83,800 shares)
HARTFORD FINL SVCS GROUP INC	COM	416515 10 4	2,895,000	55,000 P	b	1	a(55,000 shares)
HAVERTY FURNITURE INC	COM	419596 10 1	901,000	49,300	b	1	a(49,300 shares)
HEALTHSOUTH CORP	SDCV 3.250% 4/	421924 AF 8	1,969,000	2,200,000	b	1	a(2,200,000 shares)
HEALTH NET INC	COM	42222G 10 8	3,294,000	104,000	b	1	a(104,000 shares)
HEALTHTRONICS SURGICAL SVS I	COM	42222L 10 7	712,000	134,325	b	1	a(134,325 shares)
HECLA MNG CO	COM	422704 10 6	742,000	141,600	b	1	a(141,600 shares)
HEINZ H J CO	COM	423074 10 3	7,963,000	232,300	b	1	a(232,300 shares)
HENRY JACK & ASSOC INC	COM	426281 10 1	899,000	51,718	b	1	a(51,718 shares)
HERLEY INDS INC DEL	COM	427398 10 2	211,000	12,063	b	1	a(12,063 shares)
HERSHEY FOODS CORP	COM	427866 10 8	3,089,000	42,500	b	1	a(42,500 shares)
HEWITT ASSOCS INC	COM	42822Q 10 0	3,460,000	142,100	b	1	a(142,100 shares)
HEWLETT PACKARD CO	COM	428236 10 3	488,000	25,227	b	1	a(25,227 shares)
HI-TECH PHARMACAL INC	COM	42840B 10 1	1,004,000	42,774	b	1	a(42,774 shares)
HIBERNIA CORP	CL A	428656 10 2	4,267,000	210,600	b	1	a(210,600 shares)
HILLENBRAND INDS INC	COM	431573 10 4	327,000	5,800	b	1	a(5,800 shares)
HILLENBRAND INDS INC	COM	431573 10 4	564,000	10,000 C	b	1	a(10,000 shares)
HOLLIS-EDEN PHARMACEUTICALS	COM	435902 10 1	4,021,000	165,057	b	1	a(165,057 shares)
HOLLYWOOD ENTMT CORP	COM	436141 10 5	846,000	49,748	b	1	a(49,748 shares)
HOLLYWOOD ENTMT CORP	COM	436141 10 5	3,655,000	215,000 C	b	1	a(215,000 shares)
HOME DEPOT INC	COM	437076 10 2	65,742,000	2,064,100	b	1	a(2,064,100 shares)
HOME DEPOT INC	COM	437076 10 2	44,622,000	1,401,000 C	b	1	a(1,401,000 shares)
HOMESTORE INC	COM	437852 10 6	275,000	99,417	b	1	a(99,417 shares)
HON INDS INC	COM	438092 10 8	4,539,000	122,800	b	1	a(122,800 shares)
HONEYWELL INTL INC	COM	438516 10 6	61,833,000	2,346,600	b	1	a(2,346,600 shares)
HONEYWELL INTL INC	COM	438516 10 6	1,318,000	50,000 P	b	1	a(50,000 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 232,160,000

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)
HOOPER HOLMES INC	COM	439104 10 0	377,000	56,700	b	1	a(56,700 shares)
HORMEL FOODS CORP	COM	440452 10 0	7,395,000	321,800	b	1	a(321,800 shares)
HOT TOPIC INC	COM	441339 10 8	3,641,000	161,516	b	1	a(161,516 shares)
HUBBELL INC	CL B	443510 20 1	2,343,000	64,200	b	1	a(64,200 shares)
HUDSON UNITED BANCORP	COM	444165 10 4	5,736,000	163,100	b	1	a(163,100 shares)
HUMAN GENOME SCIENCES INC	COM	444903 10 8	7,509,000	549,707	b	1	a(549,707 shares)
HUNT J B TRANS SVCS INC	COM	445658 10 7	5,544,000	213,074	b	1	a(213,074 shares)
HUNTINGTON BANCSHARES INC	COM	446150 10 4	2,913,000	147,203	b	1	a(147,203 shares)
HUTCHINSON TECHNOLOGY INC	COM	448407 10 6	789,000	23,822	b	1	a(23,822 shares)
HYPERION SOLUTIONS CORP	COM	44914M 10 4	972,000	33,657	b	1	a(33,657 shares)
ICOS CORP	COM	449295 10 4	4,104,000	107,100	b	1	a(107,100 shares)
ICOS CORP	COM	449295 10 4	9,327,000	243,400 C	b	1	a(243,400 shares)
ICOS CORP	COM	449295 10 4	6,606,000	172,400 P	b	1	a(172,400 shares)
ID BIOMEDICAL CORP	COM	44936D 10 8	321,000	18,600	b	1	a(18,600 shares)
IGEN INC	COM	449536 10 1	28,300,000	489,624	b	1	a(489,624 shares)
IMS HEALTH INC	COM	449934 10 8	12,812,000	607,214	b	1	a(607,214 shares)
I-STAT CORP	COM	450312 10 3	157,000	11,733	b	1	a(11,733 shares)
ITT EDUCATIONAL SERVICES INC	COM	45068B 10 9	4,001,000	83,500	b	1	a(83,500 shares)
ITXC CORP	COM	45069F 10 9	549,000	168,333	b	1	a(168,333 shares)
ITT INDS INC IND	COM	450911 10 2	2,274,000	38,000	b	1	a(38,000 shares)
IDEXX LABS INC	COM	45168D 10 4	1,801,000	42,392	b	1	a(42,392 shares)
ILEX ONCOLOGY INC	COM	451923 10 6	1,195,000	71,973	b	1	a(71,973 shares)
ILLINOIS TOOL WKS INC	COM	452308 10 9	7,693,000	116,100	b	1	a(116,100 shares)
IMATION CORP	COM	45245A 10 7	3,360,000	102,900	b	1	a(102,900 shares)
IMAX CORP	COM	45245E 10 9	463,000	58,706	b	1	a(58,706 shares)
IMCLONE SYS INC	COM	45245W 10 9	4,323,000	111,653	b	1	a(111,653 shares)
IMCLONE SYS INC	COM	45245W 10 9	7,601,000	196,300 C	b	1	a(196,300 shares)
IMANAGE INC	COM	45245Y 10 5	1,971,000	298,173	b	1	a(298,173 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)
IMPAC MED SYS INC	COM	45255A 10 4	476,000	26,599	b	1	a(26,599 shares)
INAMED CORP	COM	453235 10 3	2,326,000	31,661	b	1	a(31,661 shares)
INAMED CORP	COM	453235 10 3	4,738,000	64,500 C	b	1	a(64,500 shares)
INAMED CORP	COM	453235 10 3	1,836,000	25,000 P	b	1	a(25,000 shares)
INCYTE CORP	COM	45337C 10 2	2,642,000	573,122	b	1	a(573,122 shares)
INDEVUS PHARMACEUTICALS INC	COM	454072 10 9	976,000	182,407	b	1	a(182,407 shares)
INDYMAC BANCORP INC	COM	456607 10 0	3,028,000	130,700	b	1	a(130,700 shares)
INFOCUS CORP	COM	45665B 10 6	732,000	150,717	b	1	a(150,717 shares)
INFORMATICA CORP	COM	45666Q 10 2	2,728,000	366,229	b	1	a(366,229 shares)
INFONET SVCS CORP	CL B	45666T 10 6	724,000	348,000	b	1	a(348,000 shares)
INGRAM MICRO INC	CL A	457153 10 4	1,826,000	139,900	b	1	a(139,900 shares)
INNOVEX INC	COM	457647 10 5	1,613,000	162,140	b	1	a(162,140 shares)
INSIGHT ENTERPRISES INC	COM	45765U 10 3	2,547,000	167,338	b	1	a(167,338 shares)
INSIGHT COMMUNICATIONS INC	CL A	45768V 10 8	1,858,000	195,199	b	1	a(195,199 shares)
INSPIRE PHARMACEUTICALS INC	COM	457733 10 3	2,821,000	164,003	b	1	a(164,003 shares)
INSTINET GROUP INC	COM	457750 10 7	1,646,000	345,221	b	1	a(345,221 shares)
INTEGRATED DEVICE TECHNOLOGY	COM	458118 10 6	17,902,000	1,441,396	b	1	a(1,441,396 shares)
INTEL CORP	COM	458140 10 0	8,778,000	319,096	b	1	a(319,096 shares)
INTEL CORP	COM	458140 10 0	109,627,000	3,985,000 C	b	1	a(3,985,000 shares)
INTEGRATED DEFENSE TECHNOLOG	COM	45819B 10 1	432,000	25,800	b	1	a(25,800 shares)
INTERACTIVE DATA CORP	COM	45840J 10 7	1,291,000	81,740	b	1	a(81,740 shares)
INTERACTIVECORP	COM	45840Q 10 1	27,751,000	839,677	b	1	a(839,677 shares)
INTERACTIVECORP	COM	45840Q 10 1	34,660,000	1,048,700 C	b	1	a(1,048,700 shares)
INTERACTIVECORP	COM	45840Q 10 1	4,551,000	137,700 P	b	1	a(137,700 shares)
INTERGRAPH CORP	COM	458683 10 9	995,000	42,744	b	1	a(42,744 shares)
INTERMAGNETICS GEN CORP	COM	458771 10 2	845,000	37,798	b	1	a(37,798 shares)
INTERMUNE INC	COM	45884X 10 3	1,156,000	60,585	b	1	a(60,585 shares)
INTERNATIONAL BUSINESS MACHS	COM	459200 10 1	813,000	9,200	b	1	a(9,200 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 241,318,000

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)	
INTERNATIONAL BUSINESS MACHS	COM	459200 10 1	308,183,000	3,489,000	C	b	1	a(	3,489,000 shares)
INTERNATIONAL BUSINESS MACHS	COM	459200 10 1	61,257,000	693,500	P	b	1	a(	693,500 shares)
INTERNATIONAL GAME TECHNOLOG	COM	459902 10 2	6,362,000	226,000	C	b	1	a(	226,000 shares)
INTERNATIONAL GAME TECHNOLOG	COM	459902 10 2	2,139,000	76,000	P	b	1	a(	76,000 shares)
INTL PAPER CO	COM	460146 10 3	1,342,000	34,400		b	1	a(	34,400 shares)
INTL PAPER CO	COM	460146 10 3	25,558,000	655,000	C	b	1	a(	655,000 shares)
INTL PAPER CO	COM	460146 10 3	4,647,000	119,100	P	b	1	a(	119,100 shares)
INTL PAPER CO	DBCV 6/	460146 BM 4	4,843,000	9,000,000		b	1	a(	9,000,000 shares)
INTERNATIONAL RECTIFIER CORP	COM	460254 10 5	434,000	11,600		b	1	a(	11,600 shares)
INTERNATIONAL RECTIFIER CORP	COM	460254 10 5	1,516,000	40,500	C	b	1	a(	40,500 shares)
INTERNATIONAL SPEEDWAY CORP	CL A	460335 20 1	246,000	5,600		b	1	a(	5,600 shares)
INTERPORE INTL	COM	46062W 10 7	1,428,000	92,964		b	1	a(	92,964 shares)
INTERPUBLIC GROUP COS INC	COM	460690 10 0	167,000	11,800		b	1	a(	11,800 shares)
INTERPUBLIC GROUP COS INC	NOTE 1.800% 9/	460690 AF 7	2,901,000	3,000,000		b	1	a(	3,000,000 shares)
INTERSIL CORP	CL A	46069S 10 9	4,193,000	176,174		b	1	a(	176,174 shares)
INTERSTATE BAKERIES CORP DEL	COM	46072H 10 8	9,626,000	641,700		b	1	a(	641,700 shares)
INTERWOVEN INC	COM	46114T 10 2	3,257,000	1,229,108		b	1	a(	1,229,108 shares)
INTUIT	COM	461202 10 3	2,506,000	51,941		b	1	a(	51,941 shares)
INVISION TECHNOLOGIES INC	COM	461851 10 7	13,387,000	550,000	C	b	1	a(	550,000 shares)
INVITROGEN CORP	COM	46185R 10 0	3,670,000	63,285		b	1	a(	63,285 shares)
INVITROGEN CORP	COM	46185R 10 0	1,108,000	19,100	C	b	1	a(	19,100 shares)
INVITROGEN CORP	COM	46185R 10 0	1,490,000	25,700	P	b	1	a(	25,700 shares)
INVESTORS FINL SERVICES CORP	COM	461915 10 0	455,000	14,500	C	b	1	a(	14,500 shares)
IOMEGA CORP	COM NEW	462030 30 5	2,163,000	194,200		b	1	a(	194,200 shares)
IRON MTN INC PA	COM	462846 10 6	11,434,000	318,500		b	1	a(	318,500 shares)
IRON MTN INC PA	COM	462846 10 6	2,079,000	57,900	C	b	1	a(	57,900 shares)
IRON MTN INC PA	COM	462846 10 6	539,000	15,000	P	b	1	a(	15,000 shares)
ISIS PHARMACEUTICALS INC	COM	464330 10 9	95,000	14,600		b	1	a(	14,600 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 477,025,000

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)
ISIS PHARMACEUTICALS INC DEL	NOTE 5.500% 5/	464337 AC 8	2,516,000	3,000,000	b	1	a(3,000,000 shares)
ITRON INC	COM	465741 10 6	1,669,000	83,154	b	1	a(83,154 shares)
IVAX CORP	COM	465823 10 2	1,497,000	76,400	b	1	a(76,400 shares)
IVAX CORP	COM	465823 10 2	392,000	20,000 C	b	1	a(20,000 shares)
JDS UNIPHASE CORP	COM	46612J 10 1	1,944,000	540,119	b	1	a(540,119 shares)
JDS UNIPHASE CORP	COM	46612J 10 1	1,080,000	300,000 C	b	1	a(300,000 shares)
J JILL GROUP INC	COM	466189 10 7	474,000	41,220	b	1	a(41,220 shares)
J P MORGAN CHASE & CO	COM	46625H 10 0	19,699,000	573,800	b	1	a(573,800 shares)
J P MORGAN CHASE & CO	COM	46625H 10 0	20,656,000	601,700 C	b	1	a(601,700 shares)
J P MORGAN CHASE & CO	COM	46625H 10 0	10,519,000	306,400 P	b	1	a(306,400 shares)
J2 GLOBAL COMMUNICATIONS INC	COM NEW	46626E 20 5	4,698,000	124,183	b	1	a(124,183 shares)
JACUZZI BRANDS INC	COM	469865 10 9	255,000	41,200	b	1	a(41,200 shares)
JANUS CAP GROUP INC	COM	47102X 10 5	19,822,000	1,418,900	b	1	a(1,418,900 shares)
JEFFERIES GROUP INC NEW	COM	472319 10 2	641,000	22,300	b	1	a(22,300 shares)
JETBLUE AWYS CORP	COM	477143 10 1	2,088,000	34,250	b	1	a(34,250 shares)
JETBLUE AWYS CORP	COM	477143 10 1	1,640,000	26,900 C	b	1	a(26,900 shares)
JOHNSON & JOHNSON	COM	478160 10 4	37,587,000	759,024	b	1	a(759,024 shares)
JOHNSON & JOHNSON	COM	478160 10 4	64,267,000	1,297,800 C	b	1	a(1,297,800 shares)
JOHNSON & JOHNSON	COM	478160 10 4	41,993,000	848,000 P	b	1	a(848,000 shares)
JOHNSON CTLS INC	COM	478366 10 7	4,096,000	43,300	b	1	a(43,300 shares)
JONES APPAREL GROUP INC	COM	480074 10 3	3,858,000	128,900	b	1	a(128,900 shares)
JONES APPAREL GROUP INC	COM	480074 10 3	4,789,000	160,000 C	b	1	a(160,000 shares)
JONES APPAREL GROUP INC /	NOTE 2/	480081 AD 0	2,759,000	5,000,000	b	1	a(5,000,000 shares)
JOY GLOBAL INC	COM	481165 10 8	361,000	22,646	b	1	a(22,646 shares)
JUNIPER NETWORKS INC	COM	48203R 10 4	7,367,000	493,800	b	1	a(493,800 shares)
KFX INC	COM	48245L 10 7	74,000	14,700	b	1	a(14,700 shares)
KLA-TENCOR CORP	COM	482480 10 0	37,394,000	727,500 C	b	1	a(727,500 shares)
KLM ROYAL DUTCH AIRLS	COM NY REG NEW	482516 30 9	399,000	25,600	b	1	a(25,600 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED		Page Total	294,534,000				

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)	
KT CORP	SPONSORED ADR	48268K 10 1	2,820,000	141,500		b	1	a(	141,500 shares)
K V PHARMACEUTICAL CO	CL A	482740 20 6	214,000	9,500		b	1	a(	9,500 shares)
KAYDON CORP	COM	486587 10 8	2,291,000	96,500		b	1	a(	96,500 shares)
KEANE INC	COM	486665 10 2	743,000	58,100		b	1	a(	58,100 shares)
KB HOME	COM	48666K 10 9	42,406,000	710,800		b	1	a(	710,800 shares)
KELLOGG CO	COM	487836 10 8	377,000	11,300		b	1	a(	11,300 shares)
KELLOGG CO	COM	487836 10 8	834,000	25,000	C	b	1	a(	25,000 shares)
KELLOGG CO	COM	487836 10 8	1,567,000	47,000	P	b	1	a(	47,000 shares)
KEY ENERGY SVCS INC	COM	492914 10 6	1,314,000	136,200		b	1	a(	136,200 shares)
KEYCORP NEW	COM	493267 10 8	3,253,000	127,200		b	1	a(	127,200 shares)
KEYSPAN CORP	COM	49337W 10 0	8,731,000	248,900		b	1	a(	248,900 shares)
KIMBERLY CLARK CORP	COM	494368 10 3	15,052,000	293,300		b	1	a(	293,300 shares)
KIMBERLY CLARK CORP	COM	494368 10 3	5,132,000	100,000	C	b	1	a(	100,000 shares)
KIMBERLY CLARK CORP	COM	494368 10 3	15,730,000	306,500	P	b	1	a(	306,500 shares)
KING PHARMACEUTICALS INC	COM	495582 10 8	6,805,000	449,200		b	1	a(	449,200 shares)
KMART HLDG CORPORATION	COM	498780 10 5	306,000	12,250		b	1	a(	12,250 shares)
KNIGHT RIDDER INC	COM	499040 10 3	334,000	5,000	C	b	1	a(	5,000 shares)
KNIGHT RIDDER INC	COM	499040 10 3	334,000	5,000	P	b	1	a(	5,000 shares)
KOHLS CORP	COM	500255 10 4	15,627,000	292,100		b	1	a(	292,100 shares)
KOHLS CORP	COM	500255 10 4	2,488,000	46,500	C	b	1	a(	46,500 shares)
KOHLS CORP	COM	500255 10 4	5,083,000	95,000	P	b	1	a(	95,000 shares)
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472 30 3	12,116,000	528,600		b	1	a(	528,600 shares)
KRISPY KREME DOUGHNUTS INC	COM	501014 10 4	14,014,000	364,000	C	b	1	a(	364,000 shares)
KROGER CO	COM	501044 10 1	36,130,000	2,021,800		b	1	a(	2,021,800 shares)
KROLL INC	COM	501049 10 0	4,803,000	258,206		b	1	a(	258,206 shares)
KYOCERA CORP	ADR	501556 20 3	380,000	6,400		b	1	a(	6,400 shares)
KYPHON INC	COM	501577 10 0	297,000	15,255		b	1	a(	15,255 shares)
LNR PPTY CORP	COM	501940 10 0	1,122,000	27,400		b	1	a(	27,400 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 200,303,000

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)
LSI LOGIC CORP	COM	502161 10 2	20,655,000	2,297,500	b	1	a(2,297,500 shares)
LTX CORP	NOTE 4.250% 8/	502392 AE 3	5,209,000	6,000,000	b	1	a(6,000,000 shares)
L-3 COMMUNICATIONS HLDGS INC	COM	502424 10 4	433,000	10,000 C	b	1	a(10,000 shares)
L-3 COMMUNICATIONS HLDGS INC	DEBT 4.000% 9/	502424 AD 6	8,766,000	8,500,000	b	1	a(8,500,000 shares)
LA JOLLA PHARMACEUTICAL CO	COM	503459 10 9	230,000	58,260	b	1	a(58,260 shares)
LA QUINTA CORP	PAIRED CTF	50419U 20 2	298,000	47,900	b	1	a(47,900 shares)
LABONE INC NEW	COM	50540L 10 5	646,000	27,697	b	1	a(27,697 shares)
LABORATORY CORP AMER HLDGS	NOTE 9/	50540R AC 6	40,286,000	57,500,000	b	1	a(57,500,000 shares)
LABRANCHE & CO INC	COM	505447 10 2	2,809,000	192,400	b	1	a(192,400 shares)
LAM RESEARCH CORP	COM	512807 10 8	2,545,000	114,900	b	1	a(114,900 shares)
LAMAR ADVERTISING CO	CL A	512815 10 1	27,595,000	940,508	b	1	a(940,508 shares)
LANCE INC	COM	514606 10 2	868,000	87,289	b	1	a(87,289 shares)
LANDAUER INC	COM	51476K 10 3	1,474,000	41,600	b	1	a(41,600 shares)
LAUDER ESTEE COS INC	CL A	518439 10 4	3,100,000	90,900	b	1	a(90,900 shares)
LEAR CORP	COM	521865 10 5	8,659,000	164,500	b	1	a(164,500 shares)
LEAPFROG ENTERPRISES INC	CL A	52186N 10 6	4,978,000	131,000 C	b	1	a(131,000 shares)
LEAPFROG ENTERPRISES INC	CL A	52186N 10 6	2,318,000	61,000 P	b	1	a(61,000 shares)
LEGG MASON INC	COM	524901 10 5	4,260,000	59,000 C	b	1	a(59,000 shares)
LEGG MASON INC	COM	524901 10 5	1,661,000	23,000 P	b	1	a(23,000 shares)
LEHMAN BROS HLDGS INC	COM	524908 10 0	11,336,000	164,100	b	1	a(164,100 shares)
LEHMAN BROS HLDGS INC	COM	524908 10 0	345,000	5,000 C	b	1	a(5,000 shares)
LENNAR CORP	CL A	526057 10 4	762,000	9,800	b	1	a(9,800 shares)
LENNAR CORP	CL B	526057 30 2	3,664,000	48,870	b	1	a(48,870 shares)
LENNAR CORP	NOTE 4/	526057 AF 1	2,963,000	5,000,000	b	1	a(5,000,000 shares)
LENNOX INTL INC	COM	526107 10 7	1,525,000	104,400	b	1	a(104,400 shares)
LEVEL 3 COMMUNICATIONS INC	COM	52729N 10 0	741,000	136,700	b	1	a(136,700 shares)
LEXICON GENETICS INC	COM	528872 10 4	1,442,000	279,465	b	1	a(279,465 shares)
LEXMARK INTL NEW	CL A	529771 10 7	46,747,000	741,900	b	1	a(741,900 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 206,315,000

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)
LEXMARK INTL NEW	CL A	529771 10 7	3,151,000	50,000 C	b	1	a(50,000 shares)
LEXMARK INTL NEW	CL A	529771 10 7	1,890,000	30,000 P	b	1	a(30,000 shares)
LIBERTY CORP S C	COM	530370 10 5	487,000	11,600	b	1	a(11,600 shares)
LIBERTY MEDIA CORP NEW	COM SER A	530718 10 5	50,065,000	5,021,600	b	1	a(5,021,600 shares)
LIFECORE BIOMEDICAL INC	COM	532187 10 1	75,000	11,230	b	1	a(11,230 shares)
LIGAND PHARMACEUTICALS INC	CL B	53220K 20 7	1,915,000	148,545	b	1	a(148,545 shares)
LILLY ELI & CO	COM	532457 10 8	10,633,000	179,000	b	1	a(179,000 shares)
LILLY ELI & CO	COM	532457 10 8	58,955,000	992,500 C	b	1	a(992,500 shares)
LILLY ELI & CO	COM	532457 10 8	25,245,000	425,000 P	b	1	a(425,000 shares)
LIMITED BRANDS INC	COM	532716 10 7	6,902,000	457,700	b	1	a(457,700 shares)
LINCOLN NATL CORP IND	COM	534187 10 9	1,210,000	34,200	b	1	a(34,200 shares)
LINCOLN NATL CORP IND	COM	534187 10 9	1,061,000	30,000 P	b	1	a(30,000 shares)
LINEAR TECHNOLOGY CORP	COM	535678 10 6	1,692,000	47,258	b	1	a(47,258 shares)
LINENS N THINGS INC	COM	535679 10 4	1,971,000	82,900	b	1	a(82,900 shares)
LIONBRIDGE TECHNOLOGIES INC	COM	536252 10 9	1,736,000	231,158	b	1	a(231,158 shares)
LIQUIDMETAL TECHNOLOGIES INC	COM	53634X 10 0	226,000	71,901	b	1	a(71,901 shares)
LOEWS CORP	CAROLNA GP STK	540424 20 7	10,051,000	437,000	b	1	a(437,000 shares)
LOEWS CORP	COM	540424 10 8	13,130,000	325,700	b	1	a(325,700 shares)
LONE STAR TECHNOLOGIES INC	COM	542312 10 3	3,803,000	281,900	b	1	a(281,900 shares)
LONGS DRUG STORES CORP	COM	543162 10 1	2,301,000	114,300	b	1	a(114,300 shares)
LOUISIANA PAC CORP	COM	546347 10 5	8,771,000	636,500	b	1	a(636,500 shares)
LOWES COS INC	COM	548661 10 7	202,000	3,900	b	1	a(3,900 shares)
LOWES COS INC	COM	548661 10 7	3,114,000	60,000 C	b	1	a(60,000 shares)
LOWES COS INC	COM	548661 10 7	5,927,000	114,200 P	b	1	a(114,200 shares)
LUBRIZOL CORP	COM	549271 10 4	1,535,000	47,300	b	1	a(47,300 shares)
LUCENT TECHNOLOGIES INC	COM	549463 10 7	36,000	16,700	b	1	a(16,700 shares)
LUMINEX CORP DEL	COM	55027E 10 2	176,000	26,082	b	1	a(26,082 shares)
LYONDELL CHEMICAL CO	COM	552078 10 7	6,345,000	496,500	b	1	a(496,500 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED		Page Total	222,605,000				

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)	
M & T BK CORP	COM	55261F 10 4	882,000	10,100		b	1	a(	10,100 shares)
M & T BK CORP	COM	55261F 10 4	2,401,000	27,500	C	b	1	a(	27,500 shares)
MBIA INC	COM	55262C 10 0	8,883,000	161,600		b	1	a(	161,600 shares)
MBNA CORP	COM	55262L 10 0	36,038,000	1,580,600		b	1	a(	1,580,600 shares)
MDU RES GROUP INC	COM	552690 10 9	10,742,000	318,000		b	1	a(	318,000 shares)
MEMC ELECTR MATLS INC	COM	552715 10 4	5,900,000	540,800		b	1	a(	540,800 shares)
MGIC INVT CORP WIS	COM	552848 10 3	989,000	19,000		b	1	a(	19,000 shares)
MGIC INVT CORP WIS	COM	552848 10 3	3,910,000	75,100	C	b	1	a(	75,100 shares)
MGI PHARMA INC	COM	552880 10 6	769,000	19,600		b	1	a(	19,600 shares)
MGI PHARMA INC	COM	552880 10 6	942,000	24,000	C	b	1	a(	24,000 shares)
MGI PHARMA INC	COM	552880 10 6	2,552,000	65,000	P	b	1	a(	65,000 shares)
MGM MIRAGE	COM	552953 10 1	775,000	21,200		b	1	a(	21,200 shares)
MI DEVS INC	CL A SUB VTG	55304X 10 4	4,066,000	177,200		b	1	a(	177,200 shares)
MPS GROUP INC	COM	553409 10 3	1,476,000	164,000		b	1	a(	164,000 shares)
MRO SOFTWARE INC	COM	55347W 10 5	244,000	17,859		b	1	a(	17,859 shares)
MSC INDL DIRECT INC	CL A	553530 10 6	411,000	19,700		b	1	a(	19,700 shares)
MSC SOFTWARE CORP	COM	553531 10 4	251,000	34,900		b	1	a(	34,900 shares)
MTR GAMING GROUP INC	COM	553769 10 0	336,000	38,787		b	1	a(	38,787 shares)
MACROVISION CORP	COM	555904 10 1	3,599,000	194,830		b	1	a(	194,830 shares)
MACROMEDIA INC	COM	556100 10 5	1,252,000	50,591		b	1	a(	50,591 shares)
MADDEN STEVEN LTD	COM	556269 10 8	885,000	46,631		b	1	a(	46,631 shares)
MAGMA DESIGN AUTOMATION	COM	559181 10 2	2,531,000	129,000		b	1	a(	129,000 shares)
MAGMA DESIGN AUTOMATION	COM	559181 10 2	2,276,000	116,000	C	b	1	a(	116,000 shares)
MAGNA INTL INC	CL A	559222 40 1	31,068,000	430,600		b	1	a(	430,600 shares)
MANDALAY RESORT GROUP	COM	562567 10 7	9,807,000	247,600		b	1	a(	247,600 shares)
MANDALAY RESORT GROUP	COM	562567 10 7	13,151,000	332,000	C	b	1	a(	332,000 shares)
MANDALAY RESORT GROUP	COM	562567 10 7	9,110,000	230,000	P	b	1	a(	230,000 shares)
MANHATTAN ASSOCS INC	COM	562750 10 9	293,000	11,300		b	1	a(	11,300 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 155,539,000

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)	
MANUGISTICS GROUP INC	COM	565011 10 3	161,000	29,377		b	1	a(	29,377 shares)
MARATHON OIL CORP	COM	565849 10 6	570,000	20,000	C	b	1	a(	20,000 shares)
MARATHON OIL CORP	COM	565849 10 6	1,425,000	50,000	P	b	1	a(	50,000 shares)
MARKEL CORP	NOTE 6/	570535 AC 8	8,766,000	25,000,000		b	1	a(	25,000,000 shares)
MARSH & MCLENNAN COS INC	COM	571748 10 2	4,023,000	84,500		b	1	a(	84,500 shares)
MARSHALL & ILSLEY CORP	COM	571834 10 0	1,412,000	44,800		b	1	a(	44,800 shares)
MARTIN MARIETTA MATLS INC	COM	573284 10 6	744,000	20,400		b	1	a(	20,400 shares)
MASSEY ENERGY CORP	COM	576206 10 6	1,218,000	91,600		b	1	a(	91,600 shares)
MASTEC INC	COM	576323 10 9	450,000	46,400		b	1	a(	46,400 shares)
MATTEL INC	COM	577081 10 2	43,318,000	2,284,700		b	1	a(	2,284,700 shares)
MAXIM INTEGRATED PRODS INC	COM	57772K 10 1	2,706,000	68,508		b	1	a(	68,508 shares)
MAXYGEN INC	COM	577776 10 7	239,000	23,388		b	1	a(	23,388 shares)
MAVERICK TUBE CORP	COM	577914 10 4	1,755,000	113,100		b	1	a(	113,100 shares)
MAYTAG CORP	COM	578592 10 7	4,545,000	182,000	C	b	1	a(	182,000 shares)
MAYTAG CORP	COM	578592 10 7	874,000	35,000	P	b	1	a(	35,000 shares)
MCDATA CORP	CL A	580031 20 1	5,786,000	483,386		b	1	a(	483,386 shares)
MCDATA CORP	CL B	580031 10 2	2,753,000	233,500		b	1	a(	233,500 shares)
MCDERMOTT INTL INC	COM	580037 10 9	1,047,000	183,400		b	1	a(	183,400 shares)
MCDONALDS CORP	COM	580135 10 1	64,822,000	2,753,700		b	1	a(	2,753,700 shares)
MCDONALDS CORP	COM	580135 10 1	1,648,000	70,000	C	b	1	a(	70,000 shares)
MCGRAW HILL COS INC	COM	580645 10 9	851,000	13,700		b	1	a(	13,700 shares)
MCGRAW HILL COS INC	COM	580645 10 9	2,796,000	45,000	C	b	1	a(	45,000 shares)
MCGRAW HILL COS INC	COM	580645 10 9	3,728,000	60,000	P	b	1	a(	60,000 shares)
MCKESSON CORP	COM	58155Q 10 3	9,221,000	277,000	C	b	1	a(	277,000 shares)
MEADWESTVACO CORP	COM	583334 10 7	2,675,000	105,099		b	1	a(	105,099 shares)
MEDAREX INC	COM	583916 10 1	293,000	49,470		b	1	a(	49,470 shares)
MEDAREX INC	NOTE 4.500% 7/	583916 AA 9	1,649,000	2,000,000		b	1	a(	2,000,000 shares)
MEDALLION FINL CORP	COM	583928 10 6	125,000	19,906		b	1	a(	19,906 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED		Page Total	169,600,000						

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)
MEDCO HEALTH SOLUTIONS INC	COM	58405U 10 2	939,000	36,200 P	b	1	a(36,200 shares)
MEDIACOM COMMUNICATIONS CORP	NOTE 5.250% 7/	58446K AA 3	2,231,000	2,500,000	b	1	a(2,500,000 shares)
MEDICINES CO	COM	584688 10 5	4,668,000	179,526	b	1	a(179,526 shares)
MEDIMMUNE INC	COM	584699 10 2	671,000	20,330	b	1	a(20,330 shares)
MEDIFAST INC	COM	58470H 10 1	325,000	26,300	b	1	a(26,300 shares)
MEMBERWORKS INC	COM	586002 10 7	347,000	10,892	b	1	a(10,892 shares)
MENTOR GRAPHICS CORP	COM	587200 10 6	2,799,000	159,641	b	1	a(159,641 shares)
MERCK & CO INC	COM	589331 10 7	20,233,000	399,700	b	1	a(399,700 shares)
MERCURY INTERACTIVE CORP	NOTE 4.750% 7/	589405 AB 5	21,266,000	21,400,000	b	1	a(21,400,000 shares)
MERIT MED SYS INC	COM	589889 10 4	3,421,000	154,788	b	1	a(154,788 shares)
MERIDIAN GOLD INC	COM	589975 10 1	1,670,000	141,200	b	1	a(141,200 shares)
MERRILL LYNCH & CO INC	COM	590188 10 8	246,000	4,600	b	1	a(4,600 shares)
MERRILL LYNCH & CO INC	COM	590188 10 8	90,070,000	1,682,600 C	b	1	a(1,682,600 shares)
MERRILL LYNCH & CO INC	FRNT 3/	590188 A7 3	25,531,000	25,000,000	b	1	a(25,000,000 shares)
MESA AIR GROUP INC	COM	590479 10 1	248,000	22,349	b	1	a(22,349 shares)
METHANEX CORP	COM	59151K 10 8	2,235,000	239,648	b	1	a(239,648 shares)
METHODE ELECTRS INC	CL A	591520 20 0	481,000	40,761	b	1	a(40,761 shares)
METLIFE INC	COM	59156R 10 8	3,181,000	113,400	b	1	a(113,400 shares)
METLIFE INC	COM	59156R 10 8	2,384,000	85,000 C	b	1	a(85,000 shares)
METLIFE INC	COM	59156R 10 8	2,525,000	90,000 P	b	1	a(90,000 shares)
METROLOGIC INSTRS INC	COM	591676 10 1	1,578,000	43,855	b	1	a(43,855 shares)
MICHAELS STORES INC	COM	594087 10 8	4,789,000	117,500 C	b	1	a(117,500 shares)
MICHAELS STORES INC	COM	594087 10 8	1,345,000	33,000 P	b	1	a(33,000 shares)
MICROSOFT CORP	COM	594918 10 4	57,279,000	2,061,140	b	1	a(2,061,140 shares)
MICROSOFT CORP	COM	594918 10 4	272,898,000	9,820,000 C	b	1	a(9,820,000 shares)
MICROVISION INC WASH	COM	594960 10 6	84,000	10,607	b	1	a(10,607 shares)
MICROCHIP TECHNOLOGY INC	COM	595017 10 4	6,408,000	267,649	b	1	a(267,649 shares)
MICROMUSE INC	COM	595094 10 3	4,985,000	609,449	b	1	a(609,449 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 534,837,000

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)	
MICRON TECHNOLOGY INC	COM	595112 10 3	31,866,000	2,374,500		b	1	a(	2,374,500 shares)
MID ATLANTIC MED SVCS INC	COM	59523C 10 7	14,966,000	291,000		b	1	a(	291,000 shares)
MILLENNIUM PHARMACEUTICALS I	COM	599902 10 3	8,767,000	569,684		b	1	a(	569,684 shares)
MILLER HERMAN INC	COM	600544 10 0	2,074,000	91,102		b	1	a(	91,102 shares)
MILLIPORE CORP	COM	601073 10 9	230,000	5,000	C	b	1	a(	5,000 shares)
MINERALS TECHNOLOGIES INC	COM	603158 10 6	687,000	13,500	C	b	1	a(	13,500 shares)
MOHAWK INDS INC	COM	608190 10 4	1,569,000	22,000	C	b	1	a(	22,000 shares)
MOHAWK INDS INC	COM	608190 10 4	1,426,000	20,000	P	b	1	a(	20,000 shares)
MOLEX INC	CL A	608554 20 0	280,000	11,400		b	1	a(	11,400 shares)
MOLEX INC	COM	608554 10 1	2,799,000	97,908		b	1	a(	97,908 shares)
MONSANTO CO NEW	COM	61166W 10 1	16,120,000	673,359		b	1	a(	673,359 shares)
MONSTER WORLDWIDE INC	COM	611742 10 7	1,352,000	53,706		b	1	a(	53,706 shares)
MONY GROUP INC	COM	615337 10 2	1,471,000	45,200		b	1	a(	45,200 shares)
MONY GROUP INC	COM	615337 10 2	325,000	10,000	P	b	1	a(	10,000 shares)
MOODYS CORP	COM	615369 10 5	14,226,000	258,800		b	1	a(	258,800 shares)
MORGAN STANLEY	COM NEW	617446 44 8	15,839,000	313,900		b	1	a(	313,900 shares)
MOTOROLA INC	COM	620076 10 9	123,000	10,300		b	1	a(	10,300 shares)
MUELLER INDS INC	COM	624756 10 2	435,000	17,100		b	1	a(	17,100 shares)
MURPHY OIL CORP	COM	626717 10 2	3,666,000	62,400		b	1	a(	62,400 shares)
MYKROLIS CORP	COM	62852P 10 3	2,434,000	200,475		b	1	a(	200,475 shares)
MYLAN LABS INC	COM	628530 10 7	13,841,000	358,100		b	1	a(	358,100 shares)
MYRIAD GENETICS INC	COM	62855J 10 4	543,000	47,824		b	1	a(	47,824 shares)
NBTY INC	COM	628782 10 4	2,970,000	127,183		b	1	a(	127,183 shares)
NCI BUILDING SYS INC	COM	628852 10 5	953,000	47,900		b	1	a(	47,900 shares)
NII HLDGS INC	CL B NEW	62913F 20 1	2,234,000	37,421		b	1	a(	37,421 shares)
NPS PHARMACEUTICALS INC	COM	62936P 10 3	6,066,000	217,810		b	1	a(	217,810 shares)
NPS PHARMACEUTICALS INC	COM	62936P 10 3	279,000	10,000	C	b	1	a(	10,000 shares)
NTL INC DEL	COM	62940M 10 4	2,827,000	60,000	C	b	1	a(	60,000 shares)
		Page Total	150,368,000						

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED

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)	
NVR INC	COM	62944T 10 5	15,208,000	32,600	b	1	a(	32,600 shares)
NABI BIOPHARMACEUTICALS	COM	629519 10 9	518,000	61,434	b	1	a(	61,434 shares)
NAM TAI ELECTRS INC	COM PAR $0.02	629865 20 5	1,304,000	48,050	b	1	a(	48,050 shares)
NASH FINCH CO	COM	631158 10 2	212,000	13,709	b	1	a(	13,709 shares)
NATIONAL AUSTRALIA BK LTD	SPONSORED ADR	632525 40 8	449,000	4,300	b	1	a(	4,300 shares)
NATIONAL CITY CORP	COM	635405 10 3	16,574,000	562,600	b	1	a(	562,600 shares)
NATIONAL FUEL GAS CO N J	COM	636180 10 1	996,000	43,600	b	1	a(	43,600 shares)
NATURES SUNSHINE PRODUCTS IN	COM	639027 10 1	95,000	11,427	b	1	a(	11,427 shares)
NATUZZI S P A	ADR	63905A 10 1	195,000	19,100	b	1	a(	19,100 shares)
NAUTILUS GROUP INC	COM	63910B 10 2	206,000	16,300	b	1	a(	16,300 shares)
NAUTILUS GROUP INC	COM	63910B 10 2	315,000	25,000 C	b	1	a(	25,000 shares)
NAVISTAR INTL CORP NEW	COM	63934E 10 8	13,611,000	365,100	b	1	a(	365,100 shares)
NAVIGANT CONSULTING INC	COM	63935N 10 7	2,423,000	196,800	b	1	a(	196,800 shares)
NDCHEALTH CORP	COM	639480 10 2	2,342,000	111,800	b	1	a(	111,800 shares)
NEOFORMA COM INC	COM NEW	640475 50 5	142,000	10,112	b	1	a(	10,112 shares)
NEOSE TECHNOLOGIES INC	COM	640522 10 8	138,000	14,782	b	1	a(	14,782 shares)
NEOWARE SYS INC	COM	64065P 10 2	1,101,000	64,517	b	1	a(	64,517 shares)
NEOPHARM INC	COM	640919 10 6	856,000	57,055	b	1	a(	57,055 shares)
NEOPHARM INC	COM	640919 10 6	255,000	17,000 P	b	1	a(	17,000 shares)
NETBANK INC	COM	640933 10 7	490,000	39,371	b	1	a(	39,371 shares)
NETWORKS ASSOCS INC	COM	640938 10 6	3,995,000	290,300	b	1	a(	290,300 shares)
NETFLIX COM INC	COM	64110L 10 6	3,214,000	95,623	b	1	a(	95,623 shares)
NETEASE COM INC	SPONSORED ADR	64110W 10 2	20,025,000	358,736	b	1	a(	358,736 shares)
NETEASE COM INC	SPONSORED ADR	64110W 10 2	29,880,000	535,300 C	b	1	a(	535,300 shares)
NETEASE COM INC	SPONSORED ADR	64110W 10 2	15,992,000	286,500 P	b	1	a(	286,500 shares)
NETIQ CORP	COM	64115P 10 2	5,210,000	436,384	b	1	a(	436,384 shares)
NETWORK APPLIANCE INC	COM	64120L 10 4	8,618,000	419,785	b	1	a(	419,785 shares)
NEUBERGER BERMAN INC	COM	641234 10 9	377,000	9,000 C	b	1	a(	9,000 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 144,741,000

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)	
NEUBERGER BERMAN INC	NOTE 3.047% 5/	641234 AC 3	8,913,000	10,000,000		b	1	a(	10,000,000 shares)
NEUROCRINE BIOSCIENCES INC	COM	64125C 10 9	18,792,000	379,476		b	1	a(	379,476 shares)
NEW CENTURY FINANCIAL CORP	COM	64352D 10 1	5,437,000	192,000	C	b	1	a(	192,000 shares)
NEW FOCUS INC	COM	644383 10 1	656,000	146,211		b	1	a(	146,211 shares)
NEW YORK CMNTY BANCORP INC	COM	649445 10 3	8,432,000	267,599		b	1	a(	267,599 shares)
NEWFIELD EXPL CO	COM	651290 10 8	16,146,000	418,606		b	1	a(	418,606 shares)
NEWMONT MINING CORP	COM	651639 10 6	22,356,000	571,900		b	1	a(	571,900 shares)
NEWPARK RES INC	COM PAR $.01NEW	651718 50 4	1,225,000	284,900		b	1	a(	284,900 shares)
NEWPORT CORP	COM	651824 10 4	2,869,000	203,477		b	1	a(	203,477 shares)
NEXTEL COMMUNICATIONS INC	CL A	65332V 10 3	72,195,000	3,666,600	C	b	1	a(	3,666,600 shares)
NICOR INC	COM	654086 10 7	703,000	20,000	C	b	1	a(	20,000 shares)
NIKE INC	CL B	654106 10 3	249,000	4,100		b	1	a(	4,100 shares)
NIKE INC	CL B	654106 10 3	1,964,000	32,300	C	b	1	a(	32,300 shares)
NIKE INC	CL B	654106 10 3	882,000	14,500	P	b	1	a(	14,500 shares)
99 CENTS ONLY STORES	COM	65440K 10 6	1,235,000	38,184		b	1	a(	38,184 shares)
NIPPON TELEG & TEL CORP	SPONSORED ADR	654624 10 5	342,000	15,100		b	1	a(	15,100 shares)
NISOURCE INC	COM	65473P 10 5	1,848,000	92,500		b	1	a(	92,500 shares)
NOBLE ENERGY INC	COM	655044 10 5	3,225,000	84,200		b	1	a(	84,200 shares)
NORDSON CORP	COM	655663 10 2	245,000	9,481		b	1	a(	9,481 shares)
NORDSTROM INC	COM	655664 10 0	248,000	10,000	P	b	1	a(	10,000 shares)
NORFOLK SOUTHERN CORP	COM	655844 10 8	30,020,000	1,622,700		b	1	a(	1,622,700 shares)
NORTH FORK BANCORPORATION NY	COM	659424 10 5	5,313,000	152,900		b	1	a(	152,900 shares)
NORTHROP GRUMMAN CORP	COM	666807 10 2	20,693,000	240,007		b	1	a(	240,007 shares)
NORTHROP GRUMMAN CORP	COM	666807 10 2	26,642,000	309,000	C	b	1	a(	309,000 shares)
NORTHROP GRUMMAN CORP	COM	666807 10 2	38,540,000	447,000	P	b	1	a(	447,000 shares)
NORTHWEST AIRLS CORP	CL A	667280 10 1	5,909,000	609,170		b	1	a(	609,170 shares)
NORTHWESTERN CORP	COM	668074 10 7	71,000	236,500		b	1	a(	236,500 shares)
NOVARTIS A G	SPONSORED ADR	66987V 10 9	6,945,000	178,800		b	1	a(	178,800 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 302,095,000

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)
NU HORIZONS ELECTRS CORP	COM	669908 10 5	251,000	28,776	b	1	a(28,776 shares)
NOVELL INC	COM	670006 10 5	3,421,000	641,808	b	1	a(641,808 shares)
NOVELLUS SYS INC	COM	670008 10 1	207,000	6,145	b	1	a(6,145 shares)
NOVELLUS SYS INC	COM	670008 10 1	675,000	20,000 C	b	1	a(20,000 shares)
NOVELLUS SYS INC	COM	670008 10 1	1,013,000	30,000 P	b	1	a(30,000 shares)
NOVOSTE CORP	COM	67010C 10 0	111,000	25,129	b	1	a(25,129 shares)
NSTAR	COM	67019E 10 7	1,444,000	30,400	b	1	a(30,400 shares)
NUCOR CORP	COM	670346 10 5	15,411,000	335,900	b	1	a(335,900 shares)
NUCOR CORP	COM	670346 10 5	596,000	13,000 C	b	1	a(13,000 shares)
NUCOR CORP	COM	670346 10 5	596,000	13,000 P	b	1	a(13,000 shares)
NUEVO ENERGY CO	COM	670509 10 8	2,929,000	161,200	b	1	a(161,200 shares)
NVIDIA CORP	COM	67066G 10 4	14,429,000	906,831	b	1	a(906,831 shares)
NVIDIA CORP	COM	67066G 10 4	2,714,000	170,600 C	b	1	a(170,600 shares)
NYFIX INC	COM	670712 10 8	77,000	13,756	b	1	a(13,756 shares)
NUVELO INC	COM	67072M 10 3	121,000	46,123	b	1	a(46,123 shares)
O CHARLEYS INC	COM	670823 10 3	965,000	65,075	b	1	a(65,075 shares)
OGE ENERGY CORP	COM	670837 10 3	1,315,000	58,200	b	1	a(58,200 shares)
OM GROUP INC	COM	670872 10 0	1,464,000	100,000 C	b	1	a(100,000 shares)
NUVEEN INVTS INC	CL A	67090F 10 6	1,603,000	58,300	b	1	a(58,300 shares)
OSI PHARMACEUTICALS INC	COM	671040 10 3	1,617,000	49,800	b	1	a(49,800 shares)
OSI PHARMACEUTICALS INC	COM	671040 10 3	4,140,000	127,500 C	b	1	a(127,500 shares)
OSI PHARMACEUTICALS INC	COM	671040 10 3	1,555,000	47,900 P	b	1	a(47,900 shares)
ODYSSEY HEALTHCARE INC	COM	67611V 10 1	3,241,000	108,700	b	1	a(108,700 shares)
ODYSSEY HEALTHCARE INC	COM	67611V 10 1	209,000	7,000 C	b	1	a(7,000 shares)
ODYSSEY RE HLDGS CORP	DBCV 4.375% 6/	67612W AB 4	4,408,000	3,905,000	b	1	a(3,905,000 shares)
OFFICE DEPOT INC	COM	676220 10 6	6,030,000	429,200	b	1	a(429,200 shares)
OFFICE DEPOT INC	COM	676220 10 6	1,489,000	106,000 C	b	1	a(106,000 shares)
OFFICEMAX INC	COM	67622M 10 8	4,990,000	532,600	b	1	a(532,600 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)	
OHIO CAS CORP	COM	677240 10 3	225,000	15,527		b	1	a(	15,527 shares)
OHIO CAS CORP	NOTE 5.000% 3/	677240 AC 7	5,318,000	5,500,000		b	1	a(	5,500,000 shares)
OLD REP INTL CORP	COM	680223 10 4	4,765,000	144,000		b	1	a(	144,000 shares)
OLIN CORP	COM PAR $1	680665 20 5	1,881,000	118,900		b	1	a(	118,900 shares)
OMNICOM GROUP INC	COM	681919 10 6	22,741,000	316,500	C	b	1	a(	316,500 shares)
OMNICOM GROUP INC	COM	681919 10 6	9,700,000	135,000	P	b	1	a(	135,000 shares)
OMNICOM GROUP INC	NOTE 7/	681919 AM 8	9,956,000	10,000,000		b	1	a(	10,000,000 shares)
ON SEMICONDUCTOR CORP	COM	682189 10 5	2,491,000	607,520		b	1	a(	607,520 shares)
1 800 FLOWERS COM	CL A	68243Q 10 6	432,000	57,449		b	1	a(	57,449 shares)
ONEOK INC NEW	COM	682680 10 3	10,745,000	532,700		b	1	a(	532,700 shares)
ONYX PHARMACEUTICALS INC	COM	683399 10 9	1,942,000	90,118		b	1	a(	90,118 shares)
OPEN TEXT CORP	COM	683715 10 6	1,089,000	31,803		b	1	a(	31,803 shares)
OPENWAVE SYS INC	COM	683718 10 0	7,102,000	1,682,985		b	1	a(	1,682,985 shares)
ORACLE CORP	COM	68389X 10 5	36,302,000	3,235,509		b	1	a(	3,235,509 shares)
ORACLE CORP	COM	68389X 10 5	3,366,000	300,000	C	b	1	a(	300,000 shares)
OSHKOSH TRUCK CORP	COM	688239 20 1	725,000	18,300		b	1	a(	18,300 shares)
OSTEOTECH INC	COM	688582 10 5	2,087,000	254,827		b	1	a(	254,827 shares)
OUTBACK STEAKHOUSE INC	COM	689899 10 2	1,958,000	51,700		b	1	a(	51,700 shares)
OVERTURE SVCS INC	COM	69039R 10 0	1,362,000	51,400		b	1	a(	51,400 shares)
OVERTURE SVCS INC	COM	69039R 10 0	1,470,000	55,500	P	b	1	a(	55,500 shares)
OWENS ILL INC	PFD CONV $.01	690768 50 2	1,181,000	41,300		b	1	a(	41,300 shares)
OXFORD HEALTH PLANS INC	COM	691471 10 6	12,744,000	308,500	C	b	1	a(	308,500 shares)
OXFORD HEALTH PLANS INC	COM	691471 10 6	7,064,000	171,000	P	b	1	a(	171,000 shares)
OXIGENE INC	COM	691828 10 7	2,213,000	182,714		b	1	a(	182,714 shares)
OXIGENE INC	COM	691828 10 7	872,000	72,000	C	b	1	a(	72,000 shares)
OXIGENE INC	COM	691828 10 7	157,000	13,000	P	b	1	a(	13,000 shares)
PC-TEL INC	COM	69325Q 10 5	983,000	92,109		b	1	a(	92,109 shares)
PDI INC	COM	69329V 10 0	516,000	21,029		b	1	a(	21,029 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 151,387,000

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)
P F CHANGS CHINA BISTRO INC	COM	69333Y 10 8	9,419,000	207,697	b	1	a(207,697 shares)
PMC-SIERRA INC	COM	69344F 10 6	324,000	24,600	b	1	a(24,600 shares)
PNC FINL SVCS GROUP INC	COM	693475 10 5	2,850,000	59,900	b	1	a(59,900 shares)
PNC FINL SVCS GROUP INC	COM	693475 10 5	2,379,000	50,000 C	b	1	a(50,000 shares)
POSCO	SPONSORED ADR	693483 10 9	6,918,000	241,900	b	1	a(241,900 shares)
PNM RES INC	COM	69349H 10 7	1,694,000	60,400	b	1	a(60,400 shares)
PPG INDS INC	COM	693506 10 7	2,230,000	42,700	b	1	a(42,700 shares)
PPG INDS INC	COM	693506 10 7	1,044,000	20,000 C	b	1	a(20,000 shares)
PPG INDS INC	COM	693506 10 7	1,410,000	27,000 P	b	1	a(27,000 shares)
PPL CORP	COM	69351T 10 6	22,854,000	558,100	b	1	a(558,100 shares)
PRG-SCHULTZ INTERNATIONAL IN	NOTE 4.750%11/	69357C AA 5	1,519,000	1,500,000	b	1	a(1,500,000 shares)
PSS WORLD MED INC	COM	69366A 10 0	439,000	49,474	b	1	a(49,474 shares)
PACCAR INC	COM	693718 10 8	9,777,000	130,898	b	1	a(130,898 shares)
PACCAR INC	COM	693718 10 8	373,000	5,000 P	b	1	a(5,000 shares)
PACIFIC CAP BANCORP NEW	COM	69404P 10 1	1,142,000	37,470	b	1	a(37,470 shares)
PACIFIC SUNWEAR CALIF INC	COM	694873 10 0	18,350,000	888,202	b	1	a(888,202 shares)
PACIFICARE HEALTH SYS DEL	COM	695112 10 2	222,000	4,549	b	1	a(4,549 shares)
PACIFICARE HEALTH SYS DEL	COM	695112 10 2	2,440,000	50,000 C	b	1	a(50,000 shares)
PACIFICARE HEALTH SYS DEL	COM	695112 10 2	810,000	16,600 P	b	1	a(16,600 shares)
PACKAGING CORP AMER	COM	695156 10 9	8,147,000	419,500	b	1	a(419,500 shares)
PACKETEER INC	COM	695210 10 4	599,000	49,722	b	1	a(49,722 shares)
PACTIV CORP	COM	695257 10 5	677,000	33,400	b	1	a(33,400 shares)
PALATIN TECHNOLOGIES INC	COM NEW	696077 30 4	207,000	43,100	b	1	a(43,100 shares)
PALL CORP	COM	696429 30 7	846,000	37,700	b	1	a(37,700 shares)
PAN AMERICAN SILVER CORP	COM	697900 10 8	425,000	44,477	b	1	a(44,477 shares)
PANAMSAT CORP NEW	COM	697933 10 9	1,501,000	103,687	b	1	a(103,687 shares)
PAPA JOHNS INTL INC	COM	698813 10 2	806,000	32,500 C	b	1	a(32,500 shares)
PARAMETRIC TECHNOLOGY CORP	COM	699173 10 0	1,313,000	420,713	b	1	a(420,713 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 100,715,000

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)	
PARK ELECTROCHEMICAL CORP	COM	700416 20 9	214,000	9,400		b	1	a(	9,400 shares)
PARKER DRILLING CO	COM	701081 10 1	324,000	137,100		b	1	a(	137,100 shares)
PATINA OIL & GAS CORP	COM	703224 10 5	6,169,000	170,225		b	1	a(	170,225 shares)
PATHMARK STORES INC NEW	COM	70322A 10 1	165,000	23,678		b	1	a(	23,678 shares)
PATTERSON DENTAL CO	COM	703412 10 6	6,282,000	109,100	C	b	1	a(	109,100 shares)
PATTERSON DENTAL CO	COM	703412 10 6	5,988,000	104,000	P	b	1	a(	104,000 shares)
PATTERSON UTI ENERGY INC	COM	703481 10 1	26,401,000	975,295		b	1	a(	975,295 shares)
PAYLESS SHOESOURCE INC	COM	704379 10 6	1,893,000	146,300		b	1	a(	146,300 shares)
PAYLESS SHOESOURCE INC	COM	704379 10 6	1,048,000	81,000	C	b	1	a(	81,000 shares)
PAYLESS SHOESOURCE INC	COM	704379 10 6	2,290,000	177,000	P	b	1	a(	177,000 shares)
PEABODY ENERGY CORP	COM	704549 10 4	1,063,000	33,900		b	1	a(	33,900 shares)
PECHINEY	SPONSORED ADR	705151 20 7	815,000	29,800		b	1	a(	29,800 shares)
PEDIATRIX MED GROUP	COM	705324 10 1	1,345,000	29,200		b	1	a(	29,200 shares)
PEDIATRIX MED GROUP	COM	705324 10 1	622,000	13,500	C	b	1	a(	13,500 shares)
PEMSTAR INC	COM	706552 10 6	60,000	16,976		b	1	a(	16,976 shares)
PENNEY J C INC	COM	708160 10 6	2,607,000	122,000		b	1	a(	122,000 shares)
PENTAIR INC	COM	709631 10 5	18,109,000	454,200		b	1	a(	454,200 shares)
PEOPLES ENERGY CORP	COM	711030 10 6	509,000	12,300		b	1	a(	12,300 shares)
PEOPLESOFT INC	COM	712713 10 6	595,000	32,724		b	1	a(	32,724 shares)
PEPSICO INC	COM	713448 10 8	18,710,000	408,240		b	1	a(	408,240 shares)
PEPSICO INC	COM	713448 10 8	26,215,000	572,000	C	b	1	a(	572,000 shares)
PEPSICO INC	COM	713448 10 8	29,560,000	645,000	P	b	1	a(	645,000 shares)
PERKINELMER INC	COM	714046 10 9	6,505,000	424,900		b	1	a(	424,900 shares)
PERRIGO CO	COM	714290 10 3	844,000	66,292		b	1	a(	66,292 shares)
PETCO ANIMAL SUPPLIES	COM NEW	716016 20 9	5,649,000	181,051		b	1	a(	181,051 shares)
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V 40 8	979,000	42,700		b	1	a(	42,700 shares)
PETSMART INC	COM	716768 10 6	8,912,000	392,595		b	1	a(	392,595 shares)
PFIZER INC	COM	717081 10 3	31,157,000	1,025,580		b	1	a(	1,025,580 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 205,030,000

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)
PFIZER INC	COM	717081 10 3	14,379,000	473,300 C	b	1	a(473,300 shares)
PFIZER INC	COM	717081 10 3	6,987,000	230,000 P	b	1	a(230,000 shares)
PHARMACEUTICAL PROD DEV INC	COM	717124 10 1	1,884,000	78,530	b	1	a(78,530 shares)
PHARMACEUTICAL RES INC	COM	717125 10 8	10,574,000	155,000 C	b	1	a(155,000 shares)
PHARMACEUTICAL RES INC	COM	717125 10 8	1,706,000	25,000 P	b	1	a(25,000 shares)
PHELPS DODGE CORP	COM	717265 10 2	27,514,000	587,900	b	1	a(587,900 shares)
PHILADELPHIA CONS HLDG CORP	COM	717528 10 3	495,000	10,710	b	1	a(10,710 shares)
PHILIPPINE LONG DISTANCE TEL	SPON GDR PFD	718252 70 3	996,000	24,800	b	1	a(24,800 shares)
PHILLIPS VAN HEUSEN CORP	COM	718592 10 8	327,000	21,800	b	1	a(21,800 shares)
PHOENIX COS INC NEW	COM	71902E 10 9	116,000	10,000 C	b	1	a(10,000 shares)
PHOENIX TECHNOLOGY LTD	COM	719153 10 8	70,000	11,239	b	1	a(11,239 shares)
PHOTON DYNAMICS INC	COM	719364 10 1	1,191,000	40,856	b	1	a(40,856 shares)
PIEDMONT NAT GAS INC	COM	720186 10 5	1,108,000	28,400	b	1	a(28,400 shares)
PIER 1 IMPORTS INC	COM	720279 10 8	2,692,000	139,900	b	1	a(139,900 shares)
PINNACLE ENTMT INC	COM	723456 10 9	171,000	24,400	b	1	a(24,400 shares)
PINNACLE WEST CAP CORP	COM	723484 10 1	6,674,000	188,000	b	1	a(188,000 shares)
PIONEER NAT RES CO	COM	723787 10 7	11,309,000	444,200	b	1	a(444,200 shares)
PITNEY BOWES INC	COM	724479 10 0	2,150,000	56,100	b	1	a(56,100 shares)
PLACER DOME INC	COM	725906 10 1	1,631,000	123,700	b	1	a(123,700 shares)
PLAINS EXPL & PRODTN CO L P	COM	726505 10 0	390,000	31,300	b	1	a(31,300 shares)
PLANAR SYS INC	COM	726900 10 3	2,660,000	124,003	b	1	a(124,003 shares)
PLUG POWER INC	COM	72919P 10 3	303,000	58,846	b	1	a(58,846 shares)
POGO PRODUCING CO	COM	730448 10 7	39,842,000	879,900	b	1	a(879,900 shares)
POLARIS INDS INC	COM	731068 10 2	1,483,000	20,000 C	b	1	a(20,000 shares)
POLARIS INDS INC	COM	731068 10 2	297,000	4,000 P	b	1	a(4,000 shares)
POLO RALPH LAUREN CORP	CL A	731572 10 3	2,360,000	88,000	b	1	a(88,000 shares)
POLYMEDICA CORP	COM	731738 10 0	2,268,000	85,592	b	1	a(85,592 shares)
POLYMEDICA CORP	COM	731738 10 0	1,654,000	62,400 C	b	1	a(62,400 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount		Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
POLYMEDICA CORP	COM	731738 10 0	557,000	21,000	P	b	1	a(	21,000 shares)
POLYONE CORP	COM	73179P 10 6	475,000	120,800		b	1	a(	120,800 shares)
POTASH CORP SASK INC	COM	73755L 10 7	6,380,000	90,100		b	1	a(	90,100 shares)
POTASH CORP SASK INC	COM	73755L 10 7	10,764,000	152,000	C	b	1	a(	152,000 shares)
POTASH CORP SASK INC	COM	73755L 10 7	11,153,000	157,500	P	b	1	a(	157,500 shares)
POTLATCH CORP	COM	737628 10 7	2,579,000	86,700		b	1	a(	86,700 shares)
POWER-ONE INC	COM	739308 10 4	2,167,000	210,577		b	1	a(	210,577 shares)
PRACTICEWORKS INC	COM	739419 10 9	472,000	21,993		b	1	a(	21,993 shares)
PRAECIS PHARMACEUTICALS INC	COM	739421 10 5	271,000	40,319		b	1	a(	40,319 shares)
PRAXAIR INC	COM	74005P 10 4	5,755,000	92,900		b	1	a(	92,900 shares)
PRE PAID LEGAL SVCS INC	COM	740065 10 7	232,000	9,900		b	1	a(	9,900 shares)
PRICE COMMUNICATIONS CORP	COM NEW	741437 30 5	6,014,000	485,000		b	1	a(	485,000 shares)
PRIME MED SVCS INC NEW	COM	74156D 10 8	380,000	85,061		b	1	a(	85,061 shares)
PRIMUS TELECOMMUNICATIONS GR	COM	741929 10 3	164,000	24,350		b	1	a(	24,350 shares)
PRINCIPAL FINANCIAL GROUP IN	COM	74251V 10 2	14,469,000	466,900		b	1	a(	466,900 shares)
PROASSURANCE CORP	COM	74267C 10 6	1,694,000	65,600		b	1	a(	65,600 shares)
PROCTER & GAMBLE CO	COM	742718 10 9	13,459,000	145,000		b	1	a(	145,000 shares)
PROCTER & GAMBLE CO	COM	742718 10 9	24,597,000	265,000	C	b	1	a(	265,000 shares)
PROCTER & GAMBLE CO	COM	742718 10 9	49,612,000	534,500	P	b	1	a(	534,500 shares)
PROGRESSIVE CORP OHIO	COM	743315 10 3	1,659,000	24,000	C	b	1	a(	24,000 shares)
PROGRESSIVE CORP OHIO	COM	743315 10 3	1,520,000	22,000	P	b	1	a(	22,000 shares)
PROQUEST COMPANY	COM	74346P 10 2	1,654,000	62,900		b	1	a(	62,900 shares)
PROTEIN DESIGN LABS INC	COM	74369L 10 3	2,771,000	199,893		b	1	a(	199,893 shares)
PROVIDENT FINL SVCS INC	COM	74386T 10 5	3,637,000	189,800		b	1	a(	189,800 shares)
PROVINCE HEALTHCARE CO	COM	743977 10 0	2,258,000	174,400		b	1	a(	174,400 shares)
PROVIDIAN FINL CORP	COM	74406A 10 2	659,000	55,900		b	1	a(	55,900 shares)
PROXIM CORP	CL A	744283 10 2	713,000	478,468		b	1	a(	478,468 shares)
PRUDENTIAL FINL INC	COM	744320 10 2	2,320,000	62,100		b	1	a(	62,100 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 168,385,000

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)	
PUBLIC SVC ENTERPRISE GROUP	COM	744573 10 6	5,674,000	135,100		b	1	a(	135,100 shares)
PUBLIC SVC ENTERPRISE GROUP	COM	744573 10 6	504,000	12,000	C	b	1	a(	12,000 shares)
PUGET ENERGY INC NEW	COM	745310 10 2	236,000	10,500		b	1	a(	10,500 shares)
PULTE HOMES INC	COM	745867 10 1	1,367,000	20,100		b	1	a(	20,100 shares)
PULTE HOMES INC	COM	745867 10 1	3,469,000	51,000	C	b	1	a(	51,000 shares)
PUMATECH INC	COM	745887 10 9	2,881,000	605,332		b	1	a(	605,332 shares)
QLT INC	COM	746927 10 2	1,002,000	62,500		b	1	a(	62,500 shares)
QLOGIC CORP	COM	747277 10 1	3,129,000	66,561		b	1	a(	66,561 shares)
QLOGIC CORP	COM	747277 10 1	32,794,000	697,600	C	b	1	a(	697,600 shares)
QLOGIC CORP	COM	747277 10 1	10,117,000	215,200	P	b	1	a(	215,200 shares)
QUALCOMM INC	COM	747525 10 3	12,575,000	302,000		b	1	a(	302,000 shares)
QUALITY SYS INC	COM	747582 10 4	623,000	15,489		b	1	a(	15,489 shares)
QUEST DIAGNOSTICS INC	COM	74834L 10 0	11,740,000	193,600	C	b	1	a(	193,600 shares)
QUEST DIAGNOSTICS INC	COM	74834L 10 0	4,851,000	80,000	P	b	1	a(	80,000 shares)
QUEST DIAGNOSTICS INC	DBCV 1.750%11/	74834L AF 7	3,034,000	3,000,000		b	1	a(	3,000,000 shares)
QUESTAR CORP	COM	748356 10 2	6,313,000	204,900		b	1	a(	204,900 shares)
QUICKSILVER RESOURCES INC	COM	74837R 10 4	1,923,000	78,700		b	1	a(	78,700 shares)
QWEST COMMUNICATIONS INTL IN	COM	749121 10 9	2,105,000	619,100	C	b	1	a(	619,100 shares)
R & G FINANCIAL CORP	CL B	749136 10 7	1,548,000	53,000		b	1	a(	53,000 shares)
R H DONNELLEY CORP	COM NEW	74955W 30 7	5,799,000	143,500		b	1	a(	143,500 shares)
RPM INTL INC	COM	749685 10 3	4,840,000	370,600		b	1	a(	370,600 shares)
RF MICRODEVICES INC	COM	749941 10 0	7,694,000	828,228		b	1	a(	828,228 shares)
RADIOSHACK CORP	COM	750438 10 3	6,872,000	241,900		b	1	a(	241,900 shares)
RAMBUS INC DEL	COM	750917 10 6	10,589,000	631,040		b	1	a(	631,040 shares)
RALCORP HLDGS INC NEW	COM	751028 10 1	1,418,000	51,000		b	1	a(	51,000 shares)
RANDGOLD RES LTD	ADR	752344 30 9	1,189,000	51,705		b	1	a(	51,705 shares)
RANGE RES CORP	COM	75281A 10 9	724,000	105,900		b	1	a(	105,900 shares)
RANDGOLD & EXPL LTD	SPON ADR NEW	753009 30 7	286,000	21,769		b	1	a(	21,769 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 145,296,000

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)	
RARE HOSPITALITY INTL INC	COM	753820 10 9	5,698,000	228,753		b	1	a(	228,753 shares)
RAYONIER INC	COM	754907 10 3	15,233,000	375,200		b	1	a(	375,200 shares)
RAYONIER INC	COM	754907 10 3	6,358,000	156,600	C	b	1	a(	156,600 shares)
RAYTHEON CO	COM NEW	755111 50 7	9,324,000	333,000		b	1	a(	333,000 shares)
REALNETWORKS INC	COM	75605L 10 4	570,000	87,000		b	1	a(	87,000 shares)
REDBACK NETWORKS INC	COM	757209 10 1	1,425,000	2,335,401		b	1	a(	2,335,401 shares)
REEBOK INTL LTD	COM	758110 10 0	2,574,000	77,000	C	b	1	a(	77,000 shares)
REEBOK INTL LTD	COM	758110 10 0	3,176,000	95,000	P	b	1	a(	95,000 shares)
REGAL ENTMT GROUP	CL A	758766 10 9	7,526,000	404,600		b	1	a(	404,600 shares)
REGENERON PHARMACEUTICALS	COM	75886F 10 7	1,231,000	69,645		b	1	a(	69,645 shares)
REGENERON PHARMACEUTICALS	COM	75886F 10 7	2,050,000	116,000	C	b	1	a(	116,000 shares)
REGENERATION TECH INC DEL	COM	75886N 10 0	109,000	12,036		b	1	a(	12,036 shares)
REGIS CORP MINN	COM	758932 10 7	1,149,000	35,800		b	1	a(	35,800 shares)
REGIONS FINL CORP	COM	758940 10 0	2,010,000	58,700		b	1	a(	58,700 shares)
REGISTER COM INC	COM	75914G 10 1	109,000	24,098		b	1	a(	24,098 shares)
RELIANCE STEEL & ALUMINUM CO	COM	759509 10 2	579,000	26,100		b	1	a(	26,100 shares)
RELIANT RES INC	COM	75952B 10 5	3,828,000	747,600		b	1	a(	747,600 shares)
REMEC INC	COM	759543 10 1	980,000	96,068		b	1	a(	96,068 shares)
REMINGTON OIL & GAS CORP	COM	759594 30 2	1,283,000	70,700		b	1	a(	70,700 shares)
RENAISSANCE LEARNING INC	COM	75968L 10 5	320,000	13,564		b	1	a(	13,564 shares)
RENT A CTR INC NEW	COM	76009N 10 0	9,392,000	290,803		b	1	a(	290,803 shares)
RENT A CTR INC NEW	COM	76009N 10 0	646,000	20,000	C	b	1	a(	20,000 shares)
REPUBLIC SVCS INC	COM	760759 10 0	4,856,000	214,500		b	1	a(	214,500 shares)
RESEARCH IN MOTION LTD	COM	760975 10 2	668,000	17,500		b	1	a(	17,500 shares)
RESPIRONICS INC	COM	761230 10 1	2,444,000	58,505		b	1	a(	58,505 shares)
REYNOLDS R J TOB HLDGS INC	COM	76182K 10 5	25,567,000	646,600		b	1	a(	646,600 shares)
RICHARDSON ELECTRS LTD	SDCV 8.250% 6/	763165 AC 1	2,672,000	2,642,000		b	1	a(	2,642,000 shares)
RIO TINTO PLC	SPONSORED ADR	767204 10 0	632,000	7,200		b	1	a(	7,200 shares)
		Page Total	112,409,000						

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED

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	763,000	708,000		b	1	a(	708,000 shares)
ROBERT HALF INTL INC	COM	770323 10 3	2,371,000	121,600		b	1	a(	121,600 shares)
ROCKWELL AUTOMATION INC	COM	773903 10 9	8,607,000	327,900		b	1	a(	327,900 shares)
ROGERS CORP	COM	775133 10 1	878,000	28,300		b	1	a(	28,300 shares)
ROHM & HAAS CO	COM	775371 10 7	2,806,000	83,900		b	1	a(	83,900 shares)
ROLLINS INC	COM	775711 10 4	1,049,000	58,800		b	1	a(	58,800 shares)
ROPER INDS INC NEW	COM	776696 10 6	706,000	16,200		b	1	a(	16,200 shares)
ROSLYN BANCORP INC	COM	778162 10 7	5,289,000	225,237		b	1	a(	225,237 shares)
ROSLYN BANCORP INC	COM	778162 10 7	317,000	13,500	C	b	1	a(	13,500 shares)
ROSS STORES INC	COM	778296 10 3	9,613,000	207,346		b	1	a(	207,346 shares)
ROYAL DUTCH PETE CO	NY REG EUR .56	780257 80 4	7,165,000	162,100		b	1	a(	162,100 shares)
ROYAL GOLD INC	COM	780287 10 8	2,357,000	128,822		b	1	a(	128,822 shares)
RYANAIR HLDGS PLC	SPONSORED ADR	783513 10 4	2,725,000	67,275		b	1	a(	67,275 shares)
RYDER SYS INC	COM	783549 10 8	1,009,000	34,400		b	1	a(	34,400 shares)
RYLAND GROUP INC	COM	783764 10 3	4,021,000	55,000		b	1	a(	55,000 shares)
RYLAND GROUP INC	COM	783764 10 3	8,517,000	116,500	C	b	1	a(	116,500 shares)
RYLAND GROUP INC	COM	783764 10 3	7,311,000	100,000	P	b	1	a(	100,000 shares)
SBC COMMUNICATIONS INC	COM	78387G 10 3	25,345,000	1,139,100		b	1	a(	1,139,100 shares)
SBA COMMUNICATIONS CORP	COM	78388J 10 6	1,034,000	323,199		b	1	a(	323,199 shares)
SEI INVESTMENTS CO	COM	784117 10 3	1,950,000	60,000	C	b	1	a(	60,000 shares)
SEI INVESTMENTS CO	COM	784117 10 3	488,000	15,000	P	b	1	a(	15,000 shares)
SK TELECOM LTD	SPONSORED ADR	78440P 10 8	1,750,000	98,100		b	1	a(	98,100 shares)
SLM CORP	COM	78442P 10 6	54,349,000	1,395,000		b	1	a(	1,395,000 shares)
SLM CORP	COM	78442P 10 6	584,000	15,000	C	b	1	a(	15,000 shares)
SLM CORP	COM	78442P 10 6	32,271,000	828,300	P	b	1	a(	828,300 shares)
SPDR TR	UNIT SER 1	78462F 10 3	1,129,000	11,300		b	1	a(	11,300 shares)
SPX CORP	NOTE 2/	784635 AD 6	42,344,000	66,500,000		b	1	a(	66,500,000 shares)
S1 CORPORATION	COM	78463B 10 1	582,000	115,263		b	1	a(	115,263 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 227,330,000

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)	
SRA INTL INC	CL A	78464R 10 5	3,459,000	92,400		b	1	a(	92,400 shares)
SWS GROUP INC	COM	78503N 10 7	814,000	41,300		b	1	a(	41,300 shares)
SABRE HLDGS CORP	CL A	785905 10 0	406,000	18,900		b	1	a(	18,900 shares)
SAFECO CORP	COM	786429 10 0	1,251,000	35,473		b	1	a(	35,473 shares)
SAFECO CORP	COM	786429 10 0	1,939,000	55,000	C	b	1	a(	55,000 shares)
SAFECO CORP	COM	786429 10 0	2,521,000	71,500	P	b	1	a(	71,500 shares)
SAFEGUARD SCIENTIFICS INC	COM	786449 10 8	623,000	183,300		b	1	a(	183,300 shares)
ST JOE CO	COM	790148 10 0	1,983,000	61,800		b	1	a(	61,800 shares)
ST JUDE MED INC	COM	790849 10 3	21,841,000	406,200		b	1	a(	406,200 shares)
ST JUDE MED INC	COM	790849 10 3	4,366,000	81,200	C	b	1	a(	81,200 shares)
ST JUDE MED INC	COM	790849 10 3	430,000	8,000	P	b	1	a(	8,000 shares)
SAKS INC	COM	79377W 10 8	115,000	10,000	C	b	1	a(	10,000 shares)
SALIX PHARMACEUTICALS INC	COM	795435 10 6	193,000	10,000	P	b	1	a(	10,000 shares)
SANDISK CORP	COM	80004C 10 1	16,460,000	258,239		b	1	a(	258,239 shares)
SANDISK CORP	COM	80004C 10 1	7,394,000	116,000	C	b	1	a(	116,000 shares)
SANDISK CORP	COM	80004C 10 1	1,275,000	20,000	P	b	1	a(	20,000 shares)
SANMINA SCI CORP	COM	800907 10 7	2,221,000	229,896		b	1	a(	229,896 shares)
SAP AKTIENGESELLSCHAFT	SPONSORED ADR	803054 20 4	8,822,000	290,100		b	1	a(	290,100 shares)
SAXON CAPITAL INC	COM	80556P 30 2	617,000	36,023		b	1	a(	36,023 shares)
SCANA CORP NEW	COM	80589M 10 2	2,332,000	68,100		b	1	a(	68,100 shares)
SBS BROADCASTING SA	NOTE 7.000%12/	805906 AC 8	3,757,000	3,720,000		b	1	a(	3,720,000 shares)
SCHEIN HENRY INC	COM	806407 10 2	4,994,000	88,073		b	1	a(	88,073 shares)
SCHEIN HENRY INC	COM	806407 10 2	1,247,000	22,000	C	b	1	a(	22,000 shares)
SCHEIN HENRY INC	COM	806407 10 2	2,835,000	50,000	P	b	1	a(	50,000 shares)
SCHERING PLOUGH CORP	COM	806605 10 1	2,949,000	193,500		b	1	a(	193,500 shares)
SCHLUMBERGER LTD	COM	806857 10 8	227,000	4,700		b	1	a(	4,700 shares)
SCHWEITZER-MAUDUIT INTL INC	COM	808541 10 6	1,303,000	51,600		b	1	a(	51,600 shares)
SCICLONE PHARMACEUTICALS INC	COM	80862K 10 4	2,390,000	302,574		b	1	a(	302,574 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED		Page Total	98,764,000						

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)
SCIENTIFIC ATLANTA INC	COM	808655 10 4	6,174,000	198,200	b	1	a(198,200 shares)
SEABULK INTL INC	COM	81169P 10 1	2,400,000	329,200	b	1	a(329,200 shares)
SEALED AIR CORP NEW	COM	81211K 10 0	2,985,000	63,200	b	1	a(63,200 shares)
SEALED AIR CORP NEW	COM	81211K 10 0	54,683,000	1,157,800 C	b	1	a(1,157,800 shares)
SEALED AIR CORP NEW	COM	81211K 10 0	6,258,000	132,500 P	b	1	a(132,500 shares)
SEARS ROEBUCK & CO	COM	812387 10 8	18,008,000	411,800	b	1	a(411,800 shares)
SEARS ROEBUCK & CO	COM	812387 10 8	12,900,000	295,000 C	b	1	a(295,000 shares)
SEARS ROEBUCK & CO	COM	812387 10 8	22,906,000	523,800 P	b	1	a(523,800 shares)
SELECT MEDICAL CORP	COM	816196 10 9	1,489,000	51,700	b	1	a(51,700 shares)
SELECT MEDICAL CORP	COM	816196 10 9	1,440,000	50,000 C	b	1	a(50,000 shares)
SEPRACOR INC	COM	817315 10 4	3,175,000	115,300	b	1	a(115,300 shares)
SEPRACOR INC	COM	817315 10 4	4,048,000	147,000 C	b	1	a(147,000 shares)
SEPRACOR INC	COM	817315 10 4	1,060,000	38,500 P	b	1	a(38,500 shares)
SERENA SOFTWARE INC	COM	817492 10 1	2,472,000	132,885	b	1	a(132,885 shares)
SEROLOGICALS CORP	COM	817523 10 3	292,000	22,170	b	1	a(22,170 shares)
SERONO S A	SPONSORED ADR	81752M 10 1	2,111,000	128,900	b	1	a(128,900 shares)
SERVICEMASTER CO	COM	81760N 10 9	1,560,000	152,000	b	1	a(152,000 shares)
SHARPER IMAGE CORP	COM	820013 10 0	4,144,000	179,690	b	1	a(179,690 shares)
SHAW GROUP INC	COM	820280 10 5	323,000	30,700	b	1	a(30,700 shares)
SHAW GROUP INC	COM	820280 10 5	2,218,000	211,000 C	b	1	a(211,000 shares)
SHAW COMMUNICATIONS INC	CL B CONV	82028K 20 0	3,654,000	300,100	b	1	a(300,100 shares)
SHERWIN WILLIAMS CO	COM	824348 10 6	6,988,000	237,600	b	1	a(237,600 shares)
SHIRE PHARMACEUTICALS GRP PL	SPONSORED ADR	82481R 10 6	3,320,000	150,144	b	1	a(150,144 shares)
SICOR INC	COM	825846 10 8	7,708,000	399,773	b	1	a(399,773 shares)
SIEBEL SYS INC	COM	826170 10 2	31,961,000	3,288,164	b	1	a(3,288,164 shares)
SIEBEL SYS INC	COM	826170 10 2	11,811,000	1,215,100 C	b	1	a(1,215,100 shares)
SIERRA PAC RES NEW	COM	826428 10 4	49,000	10,100	b	1	a(10,100 shares)
SIERRA WIRELESS INC	COM	826516 10 6	1,352,000	103,170	b	1	a(103,170 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 217,489,000

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)	
SIGMA ALDRICH CORP	COM	826552 10 1	7,765,000	149,500	C	b	1	a(	149,500 shares)
SIGMA ALDRICH CORP	COM	826552 10 1	519,000	10,000	P	b	1	a(	10,000 shares)
SILICON LABORATORIES INC	COM	826919 10 2	7,327,000	163,000	C	b	1	a(	163,000 shares)
SILGAN HOLDINGS INC	COM	827048 10 9	562,000	17,552		b	1	a(	17,552 shares)
SILICON GRAPHICS INC	COM	827056 10 2	20,000	21,200		b	1	a(	21,200 shares)
SILICON VY BANCSHARES	COM	827064 10 6	5,377,000	194,600		b	1	a(	194,600 shares)
SINCLAIR BROADCAST GROUP INC	CL A	829226 10 9	1,696,000	166,924		b	1	a(	166,924 shares)
SIRIUS SATELLITE RADIO INC	COM	82966U 10 3	163,000	89,000		b	1	a(	89,000 shares)
SIPEX CORP	COM	829909 10 0	103,000	13,128		b	1	a(	13,128 shares)
SIX FLAGS INC	COM	83001P 10 9	419,000	79,600		b	1	a(	79,600 shares)
SKY FINL GROUP INC	COM	83080P 10 3	1,372,000	60,943		b	1	a(	60,943 shares)
SKYWEST INC	COM	830879 10 2	3,719,000	214,704		b	1	a(	214,704 shares)
SMITH & NEPHEW PLC	SPDN ADR NEW	83175M 20 5	952,000	14,300		b	1	a(	14,300 shares)
SMITH INTL INC	COM	832110 10 0	6,944,000	193,000	C	b	1	a(	193,000 shares)
SMITH INTL INC	COM	832110 10 0	2,447,000	68,000	P	b	1	a(	68,000 shares)
SMITHFIELD FOODS INC	COM	832248 10 8	11,080,000	577,100		b	1	a(	577,100 shares)
SMUCKER J M CO	COM NEW	832696 40 5	2,260,000	53,600		b	1	a(	53,600 shares)
SMURFIT-STONE CONTAINER CORP	PFD CV EX A 7%	832727 20 0	1,319,000	55,519		b	1	a(	55,519 shares)
SNAP ON INC	COM	833034 10 1	910,000	32,900		b	1	a(	32,900 shares)
SOHU COM INC	COM	83408W 10 3	14,545,000	467,682		b	1	a(	467,682 shares)
SOHU COM INC	COM	83408W 10 3	14,975,000	481,500	C	b	1	a(	481,500 shares)
SOHU COM INC	COM	83408W 10 3	8,832,000	284,000	P	b	1	a(	284,000 shares)
SOLECTRON CORP	COM	834182 10 7	881,000	150,634		b	1	a(	150,634 shares)
SONIC AUTOMOTIVE INC	CL A	83545G 10 2	2,233,000	92,800		b	1	a(	92,800 shares)
SONICWALL INC	COM	835470 10 5	80,000	13,814		b	1	a(	13,814 shares)
SONOCO PRODS CO	COM	835495 10 2	518,000	23,600		b	1	a(	23,600 shares)
SOTHEBYS HLDGS INC	CL A	835898 10 7	119,000	11,000		b	1	a(	11,000 shares)
SONUS NETWORKS INC	COM	835916 10 7	2,469,000	356,306		b	1	a(	356,306 shares)
		Page Total	99,606,000						

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED

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)
SOUTHERN CO	COM	842587 10 7	4,970,000	169,500	b	1	a(169,500 shares)
SOUTHWEST AIRLS CO	COM	844741 10 8	10,624,000	600,200	b	1	a(600,200 shares)
SOUTHWEST BANCORPORATION TEX	COM	84476R 10 9	2,483,000	68,000 C	b	1	a(68,000 shares)
SOVEREIGN BANCORP INC	COM	845905 10 8	282,000	15,200	b	1	a(15,200 shares)
SPANISH BROADCASTING SYS INC	CL A	846425 88 2	770,000	90,577	b	1	a(90,577 shares)
SPECTRALINK CORP	COM	847580 10 7	2,468,000	132,116	b	1	a(132,116 shares)
SPEEDWAY MOTORSPORTS INC	COM	847788 10 6	1,570,000	53,200	b	1	a(53,200 shares)
SPRINT CORP	COM FON GROUP	852061 10 0	3,485,000	230,800	b	1	a(230,800 shares)
STANDARD PAC CORP NEW	COM	85375C 10 1	4,400,000	116,100	b	1	a(116,100 shares)
STARBUCKS CORP	COM	855244 10 9	1,498,000	52,000 C	b	1	a(52,000 shares)
STARBUCKS CORP	COM	855244 10 9	374,000	13,000 P	b	1	a(13,000 shares)
STARWOOD HOTELS&RESORTS WRLD	PAIRED CTF	85590A 20 3	1,820,000	52,300	b	1	a(52,300 shares)
STATE STR CORP	COM	857477 10 3	11,003,000	244,500 C	b	1	a(244,500 shares)
STATE STR CORP	COM	857477 10 3	2,700,000	60,000 P	b	1	a(60,000 shares)
STEEL DYNAMICS INC	COM	858119 10 0	324,000	21,300	b	1	a(21,300 shares)
STERICYCLE INC	COM	858912 10 8	1,607,000	34,075	b	1	a(34,075 shares)
STERIS CORP	COM	859152 10 0	12,836,000	557,600	b	1	a(557,600 shares)
STEWART ENTERPRISES INC	CL A	860370 10 5	237,000	62,344	b	1	a(62,344 shares)
STILLWATER MNG CO	COM	86074Q 10 2	840,000	133,258	b	1	a(133,258 shares)
STONE ENERGY CORP	COM	861642 10 6	917,000	26,000	b	1	a(26,000 shares)
STRAYER ED INC	COM	863236 10 5	1,559,000	16,119	b	1	a(16,119 shares)
STRYKER CORP	COM	863667 10 1	3,766,000	50,000 C	b	1	a(50,000 shares)
STRYKER CORP	COM	863667 10 1	3,464,000	46,000 P	b	1	a(46,000 shares)
STUDENT LN CORP	COM	863902 10 2	597,000	5,000	b	1	a(5,000 shares)
SUN MICROSYSTEMS INC	COM	866810 10 4	8,425,000	2,545,308	b	1	a(2,545,308 shares)
SUNOCO INC	COM	86764P 10 9	467,000	11,600	b	1	a(11,600 shares)
SUNOCO INC	COM	86764P 10 9	402,000	10,000 C	b	1	a(10,000 shares)
SUNOCO INC	COM	86764P 10 9	1,006,000	25,000 P	b	1	a(25,000 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)
SUNTRUST BKS INC	COM	867914 10 3	4,981,000	82,500 C	b	1	a(82,500 shares)
SUPERCONDUCTOR TECHNOLOGIES	COM	867931 10 7	42,000	10,753	b	1	a(10,753 shares)
SUPERGEN INC	COM	868059 10 6	136,000	18,083	b	1	a(18,083 shares)
SUPERIOR ENERGY SVCS INC	COM	868157 10 8	1,040,000	106,100	b	1	a(106,100 shares)
SURMODICS INC	COM	868873 10 0	7,010,000	261,192	b	1	a(261,192 shares)
SURMODICS INC	COM	868873 10 0	268,000	10,000 C	b	1	a(10,000 shares)
SYBASE INC	COM	871130 10 0	9,645,000	567,000	b	1	a(567,000 shares)
SYBRON DENTAL SPECIALTIES IN	COM	871142 10 5	1,810,000	72,200	b	1	a(72,200 shares)
SYKES ENTERPRISES INC	COM	871237 10 3	272,000	41,086	b	1	a(41,086 shares)
SYLVAN LEARNING SYS INC	COM	871399 10 1	6,438,000	236,000 C	b	1	a(236,000 shares)
SYMANTEC CORP	COM	871503 10 8	2,521,000	40,000 C	b	1	a(40,000 shares)
SYMANTEC CORP	COM	871503 10 8	1,260,000	20,000 P	b	1	a(20,000 shares)
SYMBOL TECHNOLOGIES INC	COM	871508 10 7	10,192,000	852,900	b	1	a(852,900 shares)
SYMYX TECHNOLOGIES	COM	87155S 10 8	1,033,000	47,950	b	1	a(47,950 shares)
SYNOPSYS INC	COM	871607 10 7	49,358,000	1,604,086	b	1	a(1,604,086 shares)
SYNOPSYS INC	COM	871607 10 7	4,800,000	156,000 C	b	1	a(156,000 shares)
SYNOPSYS INC	COM	871607 10 7	2,111,000	68,600 P	b	1	a(68,600 shares)
SYNOVIS LIFE TECHNOLOGIES IN	COM	87162G 10 5	1,760,000	71,978	b	1	a(71,978 shares)
SYSCO CORP	COM	871829 10 7	474,000	14,500	b	1	a(14,500 shares)
TBC CORP	COM	872180 10 4	578,000	23,070	b	1	a(23,070 shares)
TCF FINL CORP	COM	872275 10 2	6,535,000	136,200	b	1	a(136,200 shares)
TJX COS INC NEW	COM	872540 10 9	6,741,000	347,100	b	1	a(347,100 shares)
TJX COS INC NEW	COM	872540 10 9	5,049,000	260,000 C	b	1	a(260,000 shares)
TJX COS INC NEW	COM	872540 10 9	7,302,000	376,000 P	b	1	a(376,000 shares)
TLC VISION CORP	COM	872549 10 0	1,180,000	188,216	b	1	a(188,216 shares)
TTM TECHNOLOGIES INC	COM	87305R 10 9	572,000	40,059	b	1	a(40,059 shares)
TXU CORP	COM	873168 10 8	1,621,000	68,800	b	1	a(68,800 shares)
TXU CORP	COM	873168 10 8	4,323,000	183,500 C	b	1	a(183,500 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED		Page Total	139,052,000				

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)	
TXU CORP	COM	873168 10 8	2,285,000	97,000 P	b	1	a(	97,000 shares)
TAKE-TWO INTERACTIVE SOFTWAR	COM	874054 10 9	2,708,000	79,255	b	1	a(	79,255 shares)
TAKE-TWO INTERACTIVE SOFTWAR	COM	874054 10 9	342,000	10,000 C	b	1	a(	10,000 shares)
TARGET CORP	COM	87612E 10 6	28,508,000	757,600	b	1	a(	757,600 shares)
TARGET CORP	COM	87612E 10 6	2,258,000	60,000 C	b	1	a(	60,000 shares)
TARGET CORP	COM	87612E 10 6	753,000	20,000 P	b	1	a(	20,000 shares)
TECHNE CORP	COM	878377 10 0	685,000	21,558	b	1	a(	21,558 shares)
TECHNITROL INC	COM	878555 10 1	565,000	30,700	b	1	a(	30,700 shares)
TECUMSEH PRODS CO	CL A	878895 20 0	212,000	5,670	b	1	a(	5,670 shares)
TEKTRONIX INC	COM	879131 10 0	11,072,000	447,700	b	1	a(	447,700 shares)
TELECOM CORP NEW ZEALAND LTD	SPONSORED ADR	879278 20 8	781,000	32,000	b	1	a(	32,000 shares)
TELEFONOS DE MEXICO S A	SPON ADR ORD L	879403 78 0	1,925,000	63,000	b	1	a(	63,000 shares)
TELEPHONE & DATA SYS INC	COM	879433 10 0	5,937,000	105,000 C	b	1	a(	105,000 shares)
TELLABS INC	COM	879664 10 0	129,000	19,000	b	1	a(	19,000 shares)
TELLIUM INC	COM	87967E 10 7	65,000	45,800	b	1	a(	45,800 shares)
TELETECH HOLDINGS INC	COM	879939 10 6	1,013,000	159,545	b	1	a(	159,545 shares)
TENET HEALTHCARE CORP	COM	88033G 10 0	869,000	60,000 C	b	1	a(	60,000 shares)
TENNECO AUTOMOTIVE INC	COM	880349 10 5	692,000	110,000	b	1	a(	110,000 shares)
TEREX CORP NEW	COM	880779 10 3	927,000	50,000 C	b	1	a(	50,000 shares)
TESORO PETE CORP	COM	881609 10 1	338,000	40,000 C	b	1	a(	40,000 shares)
TETRA TECHNOLOGIES INC DEL	COM	88162F 10 5	760,000	36,850	b	1	a(	36,850 shares)
TEXAS INSTRS INC	COM	882508 10 4	1,851,000	81,200	b	1	a(	81,200 shares)
TEXAS INSTRS INC	COM	882508 10 4	18,080,000	793,000 C	b	1	a(	793,000 shares)
TEXTRON INC	COM	883203 10 1	11,444,000	290,100	b	1	a(	290,100 shares)
THERMO ELECTRON CORP	COM	883556 10 2	1,443,000	66,500	b	1	a(	66,500 shares)
THOMAS & BETTS CORP	COM	884315 10 2	3,045,000	192,100	b	1	a(	192,100 shares)
THOR INDS INC	COM	885160 10 1	1,080,000	20,000 C	b	1	a(	20,000 shares)
THOR INDS INC	COM	885160 10 1	270,000	5,000 P	b	1	a(	5,000 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
3COM CORP	COM	885535 10 4	9,109,000	1,543,840	b	1	a(1,543,840 shares)
3M CO	COM	88579Y 10 1	96,546,000	1,397,800	b	1	a(1,397,800 shares)
3M CO	COM	88579Y 10 1	41,359,000	598,800 C	b	1	a(598,800 shares)
3M CO	COM	88579Y 10 1	49,661,000	719,000 P	b	1	a(719,000 shares)
TIBCO SOFTWARE INC	COM	88632Q 10 3	798,000	149,169	b	1	a(149,169 shares)
TIMBERLAND CO	CL A	887100 10 5	4,855,000	113,800	b	1	a(113,800 shares)
TIME WARNER TELECOM INC	CL A	887319 10 1	6,391,000	690,126	b	1	a(690,126 shares)
TIVO INC	COM	888706 10 8	2,785,000	375,904	b	1	a(375,904 shares)
TOLL BROTHERS INC	COM	889478 10 3	3,225,000	106,000	b	1	a(106,000 shares)
TOOTSIE ROLL INDS INC	COM	890516 10 7	364,000	11,737	b	1	a(11,737 shares)
TORCHMARK CORP	COM	891027 10 4	918,000	22,600	b	1	a(22,600 shares)
TOYS R US INC	COM	892335 10 0	1,294,000	107,600	b	1	a(107,600 shares)
TOYS R US INC	COM	892335 10 0	361,000	30,000 C	b	1	a(30,000 shares)
TRACTOR SUPPLY CO	COM	892356 10 6	7,513,000	229,000 C	b	1	a(229,000 shares)
TRACTOR SUPPLY CO	COM	892356 10 6	3,937,000	120,000 P	b	1	a(120,000 shares)
TRANSACTION SYS ARCHITECTS	CL A	893416 10 7	2,042,000	122,935	b	1	a(122,935 shares)
TRANSATLANTIC HLDGS INC	COM	893521 10 4	370,000	5,200	b	1	a(5,200 shares)
TRANSKARYOTIC THERAPIES INC	COM	893735 10 0	526,000	50,290	b	1	a(50,290 shares)
TRANSWITCH CORP	COM	894065 10 1	1,031,000	415,802	b	1	a(415,802 shares)
TRAVELERS PPTY CAS CORP NEW	CL B	89420G 40 6	15,710,000	989,300	b	1	a(989,300 shares)
TRIARC COS INC	CL B SER 1	895927 30 9	645,000	62,000	b	1	a(62,000 shares)
TRIBUNE CO NEW	COM	896047 10 7	335,000	7,300	b	1	a(7,300 shares)
TRIBUNE CO NEW	COM	896047 10 7	2,295,000	50,000 C	b	1	a(50,000 shares)
TRIBUNE CO NEW	COM	896047 10 7	2,066,000	45,000 P	b	1	a(45,000 shares)
TRIMBLE NAVIGATION LTD	COM	896239 10 0	512,000	22,099	b	1	a(22,099 shares)
TRIMERIS INC	COM	896263 10 0	7,551,000	299,981	b	1	a(299,981 shares)
TRITON PCS HLDGS INC	CL A	89677M 10 6	494,000	110,800	b	1	a(110,800 shares)
TWEETER HOME ENTMT GROUP INC	COM	901167 10 6	137,000	17,786	b	1	a(17,786 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED		Page Total	262,830,000				

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)
TYCO INTL GROUP S A	DBCV 3.125% 1/	902118 BG 2	11,288,000	10,000,000	b	1	a(10,000,000 shares)
TYCO INTL LTD NEW	COM	902124 10 6	44,374,000	2,172,000 C	b	1	a(2,172,000 shares)
TYCO INTL LTD NEW	COM	902124 10 6	15,016,000	735,000 P	b	1	a(735,000 shares)
TYCO INTL LTD NEW	NOTE 11/	902124 AC 0	3,869,000	5,000,000	b	1	a(5,000,000 shares)
TYSON FOODS INC	CL A	902494 10 3	3,521,000	249,200	b	1	a(249,200 shares)
UGI CORP NEW	COM	902681 10 5	3,521,000	121,700	b	1	a(121,700 shares)
UIL HLDG CORP	COM	902748 10 2	465,000	13,300	b	1	a(13,300 shares)
UST INC	COM	902911 10 6	2,906,000	82,600	b	1	a(82,600 shares)
US BANCORP DEL	COM NEW	902973 30 4	17,688,000	737,300	b	1	a(737,300 shares)
USANA HEALTH SCIENCES INC	COM	90328M 10 7	394,000	8,159	b	1	a(8,159 shares)
USF&G CORP	NOTE 3/	903290 AD 6	6,902,000	8,686,000	b	1	a(8,686,000 shares)
U S G CORP	COM NEW	903293 40 5	7,379,000	428,000	b	1	a(428,000 shares)
USEC INC	COM	90333E 10 8	635,000	97,300	b	1	a(97,300 shares)
U S PHYSICAL THERAPY INC	COM	90337L 10 8	251,000	20,524	b	1	a(20,524 shares)
US ONCOLOGY INC	COM	90338W 10 3	364,000	49,814	b	1	a(49,814 shares)
UNION PAC CORP	COM	907818 10 8	1,256,000	21,600	b	1	a(21,600 shares)
UNION PAC CORP	COM	907818 10 8	4,072,000	70,000 C	b	1	a(70,000 shares)
UNION PAC CORP	COM	907818 10 8	2,210,000	38,000 P	b	1	a(38,000 shares)
UNION PLANTERS CORP	COM	908068 10 9	3,541,000	111,900	b	1	a(111,900 shares)
UNIONBANCAL CORP	COM	908906 10 0	5,307,000	107,000	b	1	a(107,000 shares)
UNISOURCE ENERGY CORP	COM	909205 10 6	378,000	19,900	b	1	a(19,900 shares)
UNITED AUTO GROUP INC	COM	909440 10 9	1,297,000	56,400	b	1	a(56,400 shares)
UNITED BANKSHARES INC WEST V	COM	909907 10 7	1,241,000	41,421	b	1	a(41,421 shares)
UNITED INDL CORP	COM	910671 10 6	246,000	15,500	b	1	a(15,500 shares)
UNITED MICROELECTRONICS CORP	SPONSORED ADR	910873 20 7	589,000	130,600	b	1	a(130,600 shares)
UNITED NATL BANCORP N J	COM	910909 10 0	242,000	7,300	b	1	a(7,300 shares)
UNITED PARCEL SERVICE INC	CL B	911312 10 6	1,652,000	25,900	b	1	a(25,900 shares)
UNITED PARCEL SERVICE INC	CL B	911312 10 6	133,884,000	2,098,500 C	b	1	a(2,098,500 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)
UNITED PARCEL SERVICE INC	CL B	911312 10 6	147,748,000	2,315,800 P	b	1	a(2,315,800 shares)
UNITED STATES CELLULAR CORP	COM	911684 10 8	553,000	19,000	b	1	a(19,000 shares)
UNITED STATES STL CORP NEW	COM	912909 10 8	1,294,000	70,400	b	1	a(70,400 shares)
UNITED STATIONERS INC	COM	913004 10 7	3,384,000	89,813	b	1	a(89,813 shares)
UNITED STATIONERS INC	COM	913004 10 7	528,000	14,000 C	b	1	a(14,000 shares)
UNITED TECHNOLOGIES CORP	COM	913017 10 9	209,000	2,700	b	1	a(2,700 shares)
UNITED TECHNOLOGIES CORP	COM	913017 10 9	5,796,000	75,000 C	b	1	a(75,000 shares)
UNITED TECHNOLOGIES CORP	COM	913017 10 9	5,564,000	72,000 P	b	1	a(72,000 shares)
UNITEDGLOBALCOM	CL A	913247 50 8	994,000	162,649	b	1	a(162,649 shares)
UNITEDHEALTH GROUP INC	COM	91324P 10 2	73,814,000	1,466,900	b	1	a(1,466,900 shares)
UNIVERSAL CORP VA	COM	913456 10 9	2,165,000	51,400	b	1	a(51,400 shares)
URBAN OUTFITTERS INC	COM	917047 10 2	1,303,000	50,000 C	b	1	a(50,000 shares)
USF CORP	COM	91729Q 10 1	1,608,000	51,106	b	1	a(51,106 shares)
VCA ANTECH INC	COM	918194 10 1	3,234,000	137,322	b	1	a(137,322 shares)
VAIL RESORTS INC	COM	91879Q 10 9	382,000	26,700	b	1	a(26,700 shares)
VALERO ENERGY CORP NEW	COM	91913Y 10 0	16,311,000	426,200	b	1	a(426,200 shares)
VAN DER MOOLEN HLDG N.V.	SPONSORED ADR	921020 10 3	309,000	30,100	b	1	a(30,100 shares)
VARIAN SEMICONDUCTOR EQUIPMN	COM	922207 10 5	1,603,000	42,800	b	1	a(42,800 shares)
VARIAN MED SYS INC	COM	92220P 10 5	37,178,000	646,800	b	1	a(646,800 shares)
VECTREN CORP	COM	92240G 10 1	4,899,000	207,400	b	1	a(207,400 shares)
VERITAS SOFTWARE CO	COM	923436 10 9	5,725,000	182,312	b	1	a(182,312 shares)
VERITAS SOFTWARE CO	COM	923436 10 9	14,130,000	450,000 C	b	1	a(450,000 shares)
VERITY INC	COM	92343C 10 6	2,098,000	160,517	b	1	a(160,517 shares)
VERISIGN INC	COM	92343E 10 2	21,244,000	1,577,118	b	1	a(1,577,118 shares)
VERIZON COMMUNICATIONS	COM	92343V 10 4	19,156,000	590,500	b	1	a(590,500 shares)
VERINT SYS INC	COM	92343X 10 0	835,000	39,007	b	1	a(39,007 shares)
VERIZON GLOBAL FDG CORP	NOTE 5/	92344G AN 6	15,031,000	25,000,000	b	1	a(25,000,000 shares)
VERTEX PHARMACEUTICALS INC	COM	92532F 10 0	292,000	23,777	b	1	a(23,777 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 387,387,000

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)	
VIACOM INC	CL B	925524 30 8	27,879,000	727,900		b	1	a(	727,900 shares)
VIASYS HEALTHCARE INC	COM NEW	92553Q 20 9	1,440,000	71,300		b	1	a(	71,300 shares)
VICOR CORP	COM	925815 10 2	151,000	15,855		b	1	a(	15,855 shares)
VICURON PHARMACEUTICALS INC	COM	926471 10 3	3,131,000	176,882		b	1	a(	176,882 shares)
VIGNETTE CORP	COM	926734 10 4	2,201,000	956,872		b	1	a(	956,872 shares)
VINTAGE PETE INC	COM	927460 10 5	197,000	18,100		b	1	a(	18,100 shares)
VISHAY INTERTECHNOLOGY INC	COM	928298 10 8	429,000	24,500		b	1	a(	24,500 shares)
VISTEON CORP	COM	92839U 10 7	6,795,000	1,029,600		b	1	a(	1,029,600 shares)
VISTACARE INC	CL A	92839Y 10 9	787,000	25,150		b	1	a(	25,150 shares)
VITALWORKS INC	COM	928483 10 6	619,000	117,944		b	1	a(	117,944 shares)
VITESSE SEMICONDUCTOR CORP	COM	928497 10 6	1,212,000	189,307		b	1	a(	189,307 shares)
VIVUS INC	COM	928551 10 0	313,000	89,420		b	1	a(	89,420 shares)
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W 10 0	1,701,000	84,000		b	1	a(	84,000 shares)
VULCAN MATLS CO	COM	929160 10 9	635,000	15,900		b	1	a(	15,900 shares)
WFS FINL INC	COM	92923B 10 6	431,000	11,629		b	1	a(	11,629 shares)
WGL HLDGS INC	COM	92924F 10 6	530,000	19,200		b	1	a(	19,200 shares)
WMS INDS INC	COM	929297 10 9	1,060,000	46,800		b	1	a(	46,800 shares)
WPP GROUP PLC	SPON ADR NEW	929309 30 0	783,000	18,549		b	1	a(	18,549 shares)
WPS RESOURCES CORP	COM	92931B 10 6	1,982,000	48,100		b	1	a(	48,100 shares)
WACHOVIA CORP 2ND NEW	COM	929903 10 2	272,000	6,600		b	1	a(	6,600 shares)
WACHOVIA CORP 2ND NEW	COM	929903 10 2	4,366,000	106,000	C	b	1	a(	106,000 shares)
WACHOVIA CORP 2ND NEW	COM	929903 10 2	2,698,000	65,500	P	b	1	a(	65,500 shares)
WADDELL & REED FINL INC	CL A	930059 10 0	4,360,000	185,000		b	1	a(	185,000 shares)
WAL MART STORES INC	COM	931142 10 3	42,049,000	752,900		b	1	a(	752,900 shares)
WAL MART STORES INC	COM	931142 10 3	58,643,000	1,050,000	C	b	1	a(	1,050,000 shares)
WAL MART STORES INC	COM	931142 10 3	44,903,000	804,000	P	b	1	a(	804,000 shares)
WALGREEN CO	COM	931422 10 9	10,779,000	351,800		b	1	a(	351,800 shares)
WALGREEN CO	COM	931422 10 9	12,379,000	404,000	C	b	1	a(	404,000 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 232,725,000

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)	
WALGREEN CO	COM	931422 10 9	5,883,000	192,000	P	b	1	a(	192,000 shares)
WASHINGTON FED INC	COM	938824 10 9	1,261,000	50,009		b	1	a(	50,009 shares)
WASHINGTON MUT INC	COM	939322 10 3	15,110,000	383,800		b	1	a(	383,800 shares)
WASHINGTON MUT INC	COM	939322 10 3	1,181,000	30,000	C	b	1	a(	30,000 shares)
WASHINGTON MUT INC	COM	939322 10 3	1,181,000	30,000	P	b	1	a(	30,000 shares)
WASTE CONNECTIONS INC	COM	941053 10 0	1,136,000	32,382		b	1	a(	32,382 shares)
WASTE MGMT INC DEL	COM	94106L 10 9	4,449,000	170,000	C	b	1	a(	170,000 shares)
WASTE MGMT INC DEL	COM	94106L 10 9	5,234,000	200,000	P	b	1	a(	200,000 shares)
WATERS CORP	COM	941848 10 3	4,466,000	162,800		b	1	a(	162,800 shares)
WATERS CORP	COM	941848 10 3	7,941,000	289,500	C	b	1	a(	289,500 shares)
WATERS CORP	COM	941848 10 3	4,718,000	172,000	P	b	1	a(	172,000 shares)
WATSCO INC	COM	942622 20 0	206,000	10,800		b	1	a(	10,800 shares)
WATSON PHARMACEUTICALS INC	COM	942683 10 3	16,801,000	403,000	C	b	1	a(	403,000 shares)
WATSON PHARMACEUTICALS INC	COM	942683 10 3	2,293,000	55,000	P	b	1	a(	55,000 shares)
WATSON WYATT & CO HLDGS	CL A	942712 10 0	1,119,000	49,700		b	1	a(	49,700 shares)
WAUSAU-MOSINEE PAPER CORP	COM	943315 10 1	575,000	47,100		b	1	a(	47,100 shares)
WEBSENSE INC	COM	947684 10 6	1,750,000	82,282		b	1	a(	82,282 shares)
WEIGHT WATCHERS INTL INC NEW	COM	948626 10 6	28,496,000	685,000		b	1	a(	685,000 shares)
WELLPOINT HEALTH NETWORK NEW	COM	94973H 10 8	9,036,000	117,231		b	1	a(	117,231 shares)
WELLS FARGO & CO NEW	COM	949746 10 1	366,000	7,100		b	1	a(	7,100 shares)
WELLS FARGO & CO NEW	COM	949746 10 1	60,415,000	1,173,100	C	b	1	a(	1,173,100 shares)
WELLS FARGO & CO NEW	COM	949746 10 1	71,379,000	1,386,000	P	b	1	a(	1,386,000 shares)
WENDYS INTL INC	COM	950590 10 9	1,248,000	38,650		b	1	a(	38,650 shares)
WENDYS INTL INC	COM	950590 10 9	5,943,000	184,000	C	b	1	a(	184,000 shares)
WENDYS INTL INC	COM	950590 10 9	5,652,000	175,000	P	b	1	a(	175,000 shares)
WERNER ENTERPRISES INC	COM	950755 10 8	8,996,000	392,672		b	1	a(	392,672 shares)
WESTAMERICA BANCORPORATION	COM	957090 10 3	267,000	6,015		b	1	a(	6,015 shares)
WESTAMERICA BANCORPORATION	COM	957090 10 3	222,000	5,000	C	b	1	a(	5,000 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 267,324,000

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)
WESTAR ENERGY INC	COM	95709T 10 0	2,507,000	135,900	b	1	a(135,900 shares)
WESTELL TECHNOLOGIES INC	CL A	957541 10 5	621,000	82,918	b	1	a(82,918 shares)
WESTCORP INC	COM	957907 10 8	416,000	11,900	b	1	a(11,900 shares)
WESTWOOD ONE INC	COM	961815 10 7	3,019,000	100,000 C	b	1	a(100,000 shares)
WEYERHAEUSER CO	COM	962166 10 4	5,383,000	92,100	b	1	a(92,100 shares)
WHITNEY HLDG CORP	COM	966612 10 3	324,000	9,521	b	1	a(9,521 shares)
WHOLE FOODS MKT INC	COM	966837 10 6	14,600,000	264,591	b	1	a(264,591 shares)
WHOLE FOODS MKT INC	COM	966837 10 6	1,076,000	19,500 C	b	1	a(19,500 shares)
WHOLE FOODS MKT INC	COM	966837 10 6	3,835,000	69,500 P	b	1	a(69,500 shares)
WILLIAMS COS INC DEL	COM	969457 10 0	16,896,000	1,793,600 C	b	1	a(1,793,600 shares)
WILLIAMS COS INC DEL	COM	969457 10 0	9,429,000	1,001,000 P	b	1	a(1,001,000 shares)
WILLIAMS SONOMA INC	COM	969904 10 1	4,589,000	170,100	b	1	a(170,100 shares)
WILTEL COMMUNICATNS GROUP IN	COM	972487 10 2	459,000	28,726	b	1	a(28,726 shares)
WIMM BILL DANN FOODS OJSC	SPONSORED ADR	97263M 10 9	909,000	47,300	b	1	a(47,300 shares)
WINN DIXIE STORES INC	COM	974280 10 9	2,208,000	228,800	b	1	a(228,800 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)
WIRELESS FACILITIES INC	COM	97653A 10 3	2,619,000	220,059	b	1	a(220,059 shares)
WOLVERINE WORLD WIDE INC	COM	978097 10 3	613,000	31,600	b	1	a(31,600 shares)
WORLD COLOR PRESS INC DEL	NOTE 6.000%10/	981443 AA 2	11,340,000	11,200,000	b	1	a(11,200,000 shares)
WORTHINGTON INDS INC	COM	981811 10 2	865,000	68,900	b	1	a(68,900 shares)
WYETH	COM	983024 10 0	300,000	6,500	b	1	a(6,500 shares)
WYETH	COM	983024 10 0	53,859,000	1,168,300 C	b	1	a(1,168,300 shares)
WYETH	COM	983024 10 0	14,614,000	317,000 P	b	1	a(317,000 shares)
XL CAP LTD	DBCV 5/	98372P AB 4	2,548,000	4,000,000	b	1	a(4,000,000 shares)
XM SATELLITE RADIO HLDGS INC	CL A	983759 10 1	1,239,000	79,790	b	1	a(79,790 shares)
XTO ENERGY INC	COM	98385X 10 6	19,429,000	925,634	b	1	a(925,634 shares)
XCEL ENERGY INC	COM	98389B 10 0	586,000	37,850	b	1	a(37,850 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 174,283,000

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)	
XEROX CORP	COM	984121 10 3	5,843,000	569,500		b	1	a(	569,500 shares)
YAHOO INC	COM	984332 10 6	25,120,000	710,000	C	b	1	a(	710,000 shares)
YAHOO INC	COM	984332 10 6	4,246,000	120,000	P	b	1	a(	120,000 shares)
YANKEE CANDLE INC	COM	984757 10 4	6,021,000	236,300		b	1	a(	236,300 shares)
YUM BRANDS INC	COM	988498 10 1	13,373,000	451,500		b	1	a(	451,500 shares)
ZALE CORP NEW	COM	988858 10 6	4,743,000	106,800		b	1	a(	106,800 shares)
ZARLINK SEMICONDUCTOR INC	COM	989139 10 0	63,000	16,200		b	1	a(	16,200 shares)
ZEBRA TECHNOLOGIES CORP	CL A	989207 10 5	3,770,000	73,095		b	1	a(	73,095 shares)
ZEBRA TECHNOLOGIES CORP	CL A	989207 10 5	1,341,000	26,000	C	b	1	a(	26,000 shares)
ZENITH NATL INS CORP	COM	989390 10 9	790,000	28,400		b	1	a(	28,400 shares)
ZIMMER HLDGS INC	COM	98956P 10 2	5,124,000	93,000	C	b	1	a(	93,000 shares)
ZIMMER HLDGS INC	COM	98956P 10 2	1,653,000	30,000	P	b	1	a(	30,000 shares)
ZIONS BANCORPORATION	COM	989701 10 7	3,064,000	54,854		b	1	a(	54,854 shares)
ZIONS BANCORPORATION	COM	989701 10 7	15,833,000	283,500	C	b	1	a(	283,500 shares)
ZIONS BANCORPORATION	COM	989701 10 7	8,098,000	145,000	P	b	1	a(	145,000 shares)
ZIX CORP	COM	98974P 10 0	133,000	16,400		b	1	a(	16,400 shares)
ZORAN CORP	COM	98975F 10 1	1,156,000	59,264		b	1	a(	59,264 shares)
ZYMOGENETICS INC	COM	98985T 10 9	149,000	10,169		b	1	a(	10,169 shares)
DEUTSCHE BANK AG NAMEN	ORD	D18190 89 8	473,000	7,800		b	1	a(	7,800 shares)
ACE LTD	ORD	G0070K 10 3	39,352,000	1,189,600		b	1	a(	1,189,600 shares)
AMDOCS LTD	ORD	G02602 10 3	27,973,000	1,487,900		b	1	a(	1,487,900 shares)
AMDOCS LTD	ORD	G02602 10 3	5,922,000	315,000	C	b	1	a(	315,000 shares)
APEX SILVER MINES LTD	ORD	G04074 10 3	4,244,000	316,700		b	1	a(	316,700 shares)
ACCENTURE LTD BERMUDA	CL A	G1150G 11 1	22,740,000	1,017,900		b	1	a(	1,017,900 shares)
BUNGE LIMITED	COM	G16962 10 5	292,000	10,600		b	1	a(	10,600 shares)
CHINA YUCHAI INTL LTD	COM	G21082 10 5	4,864,000	274,500		b	1	a(	274,500 shares)
CHINADOTCOM CORP	CL A	G2108N 10 9	12,573,000	1,516,705		b	1	a(	1,516,705 shares)
COOPER INDS LTD	CL A	G24182 10 0	14,481,000	301,500		b	1	a(	301,500 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 233,434,000

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)
COOPER INDS LTD	CL A	G24182 10 0	1,537,000	32,000 C	b	1	a(32,000 shares)
COOPER INDS LTD	CL A	G24182 10 0	5,259,000	109,500 P	b	1	a(109,500 shares)
ENDURANCE SPECIALTY HLDGS LT	SHS	G30397 10 6	1,308,000	44,800	b	1	a(44,800 shares)
XCELERA INC	COM	G31611 10 9	19,000	13,900	b	1	a(13,900 shares)
EVEREST RE GROUP LTD	COM	G3223R 10 8	45,216,000	601,600	b	1	a(601,600 shares)
EVEREST RE GROUP LTD	COM	G3223R 10 8	3,908,000	52,000 C	b	1	a(52,000 shares)
EVEREST RE GROUP LTD	COM	G3223R 10 8	5,224,000	69,500 P	b	1	a(69,500 shares)
FRESH DEL MONTE PRODUCE INC	ORD	G36738 10 5	664,000	27,000	b	1	a(27,000 shares)
GARMIN LTD	ORD	G37260 10 9	678,000	16,200	b	1	a(16,200 shares)
INGERSOLL-RAND COMPANY LTD	CL A	G4776G 10 1	7,914,000	148,100	b	1	a(148,100 shares)
IPC HLDGS LTD	ORD	G4933P 10 1	2,155,000	61,580	b	1	a(61,580 shares)
KNIGHTSBRIDGE TANKERS LTD	ORD	G5299G 10 6	253,000	27,648	b	1	a(27,648 shares)
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H 10 5	13,705,000	363,045	b	1	a(363,045 shares)
MAX RE CAPITAL LTD HAMILTON	SHS	G6052F 10 3	660,000	38,793	b	1	a(38,793 shares)
MONTPELIER RE HOLDINGS LTD	SHS	G62185 10 6	6,169,000	204,600	b	1	a(204,600 shares)
NABORS INDUSTRIES LTD	SHS	G6359F 10 3	1,490,000	40,000	b	1	a(40,000 shares)
NABORS INDUSTRIES LTD	SHS	G6359F 10 3	9,315,000	250,000 C	b	1	a(250,000 shares)
NABORS INDUSTRIES LTD	SHS	G6359F 10 3	3,540,000	95,000 P	b	1	a(95,000 shares)
PARTNERRE LTD	COM	G6852T 10 5	5,670,000	111,900	b	1	a(111,900 shares)
PARTNERRE LTD	COM	G6852T 10 5	253,000	5,000 C	b	1	a(5,000 shares)
PARTNERRE LTD	COM	G6852T 10 5	253,000	5,000 P	b	1	a(5,000 shares)
PXRE GROUP LTD	COM	G73018 10 6	700,000	39,000	b	1	a(39,000 shares)
QIAO XING UNIVERSAL TELEPHON	ORD	G7303A 10 9	1,056,000	123,400	b	1	a(123,400 shares)
RENAISSANCE RE HLDGS LTD	COM	G7496G 10 3	6,735,000	147,600	b	1	a(147,600 shares)
SINA CORP	ORD	G81477 10 4	27,705,000	774,995	b	1	a(774,995 shares)
SINA CORP	ORD	G81477 10 4	6,521,000	182,400 P	b	1	a(182,400 shares)
STEWART W P & CO LTD	COM	G84922 10 6	892,000	42,700	b	1	a(42,700 shares)
UTI WORLDWIDE INC	ORD	G87210 10 3	295,000	9,660	b	1	a(9,660 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 159,094,000

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)	
HILFIGER TOMMY CORP	ORD	G8915Z 10 2	8,609,000	722,800		b	1	a(	722,800 shares)
TRANSOCEAN INC	ORD	G90078 10 9	29,842,000	1,492,100		b	1	a(	1,492,100 shares)
TRANSOCEAN INC	ORD	G90078 10 9	800,000	40,000	C	b	1	a(	40,000 shares)
WILLIS GROUP HOLDINGS LTD	SHS	G96655 10 8	21,857,000	710,800		b	1	a(	710,800 shares)
XL CAP LTD	CL A	G98255 10 5	3,330,000	43,000		b	1	a(	43,000 shares)
XL CAP LTD	CL A	G98255 10 5	271,000	3,500	C	b	1	a(	3,500 shares)
XOMA LTD	ORD	G9825R 10 7	5,530,000	747,281		b	1	a(	747,281 shares)
ALCON INC	COM SHS	H01301 10 2	466,000	8,300		b	1	a(	8,300 shares)
UBS AG	NAMEN AKT	H8920M 85 5	4,167,000	74,100		b	1	a(	74,100 shares)
MILLICOM INTL CELLULAR S A	SHS NEW	L6388F 11 0	1,813,000	40,249		b	1	a(	40,249 shares)
AUDIOCODES LTD	ORD	M15342 10 4	128,000	17,100		b	1	a(	17,100 shares)
CHECK POINT SOFTWARE TECH LT	ORD	M22465 10 4	7,633,000	454,316		b	1	a(	454,316 shares)
RADWARE LTD	ORD	M81873 10 7	841,000	46,336		b	1	a(	46,336 shares)
TARO PHARMACEUTICAL INDS LTD	ORD	M8737E 10 8	3,148,000	55,850		b	1	a(	55,850 shares)
ASML HLDG NV	N Y SHS	N07059 11 1	1,717,000	130,800		b	1	a(	130,800 shares)
CNH GLOBAL N V	SHS NEW	N20935 20 6	537,000	41,880		b	1	a(	41,880 shares)
QIAGEN N V	ORD	N72482 10 7	256,000	24,135		b	1	a(	24,135 shares)
KERZNER INTERNATIONAL LTD	SHS	P6065Y 10 7	1,217,000	34,200		b	1	a(	34,200 shares)
ROYAL CARIBBEAN CRUISES LTD	COM	V7780T 10 3	12,068,000	429,300		b	1	a(	429,300 shares)
ROYAL CARIBBEAN CRUISES LTD	COM	V7780T 10 3	562,000	20,000	C	b	1	a(	20,000 shares)
ASE TEST LTD	ORD	Y02516 10 5	684,000	78,734		b	1	a(	78,734 shares)
FLEXTRONICS INTL LTD	ORD	Y2573F 10 2	7,852,000	553,765		b	1	a(	553,765 shares)
OMI CORP NEW	COM	Y6476W 10 4	4,312,000	651,300		b	1	a(	651,300 shares)
PACIFIC INTERNET LTD	ORD	Y66183 10 7	646,000	89,145		b	1	a(	89,145 shares)
TEEKAY SHIPPING MARSHALL ISL	COM	Y8564W 10 3	1,654,000	39,100		b	1	a(	39,100 shares)

Grand Total Table Value(FMV)	12,561,369,000
Grand Total Table Entry	1,817