

13FCOMP

5/14/04

FORM 13F

CONFIDENTIAL

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

Form 13F

Form 13F COVER PAGE



03044340

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: Staro Asset Management, L.L.C.
Address: 3600 South Lake Drive
St. Francis, Wisconsin 53235-3716

Form 13F File Number: 28- 5806

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Colin Lancaster
Title: General Counsel
Phone: (414) 294-7000

PROCESSED

APR 24 2006

B THOMSON
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Signature, Place, and Date of Signing:

[Handwritten Signature]
[Signature]

St. Francis, Wisconsin
[City, State]

November 12, 2003
[Date]

Report Type (Check only one.):

- 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)
- 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
- 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager: None

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0

Form 13F Information Table Entry Total: 405

Form 13F Information Table Value Total: \$1,667,630
(thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report: None.

General Holdings

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Form 13F
STARO ASSET MANAGEMENT

Column1: Name of Issuer	Column2: Title of Class	Column3: CUSIP Number	Column4: Fair Market Value (X\$1000)	Column5:			Column6: Investment Discretion	Column7: Other Managers	Column8: Voting Authority		
				Shares or Principal Amount	Shares/ Prn. Amt.	Pu/ Call			Sole	Shared	None
AK Steel Holding Corp	Common	001547108	\$50	25,000	Shares		Sole		X		
AMR Corp	Common	001765106	\$89,101	7,781,800	Shares		Sole		X		
AMR Corp	Option	001765906	\$44,021	38,447		Call	Sole		X		
AOL Time Warner Inc	Common	00184A105	\$3,664	242,500	Shares		Sole		X		
AT&T Wireless Services Inc	Common	00209A106	\$327	40,000	Shares		Sole		X		
AVI Biopharma Inc	Common	002346104	\$603	116,617	Shares		Sole		X		
AVX Corp	Common	0022444107	\$249	18,182	Shares		Sole		X		
ACTIVE POWER INC	Common	00504W100	\$142	50,762	Shares		Sole		X		
Affiliated Managers Group	Common	008252108	\$440	7,000	Shares		Sole		X		
Affiliated Managers Group	Debt	008252AC2	\$1,844	1,970	Prn. Amt.		Sole		X		
Agnico-Eagle Mines	Warrant	008474132	\$1,135	394,696	Shares		Sole		X		
Airtran Holdings Inc	Common	00949P108	\$5,032	300,400	Shares		Sole		X		
Albertson's Inc	Common	013104104	\$1,029	50,000	Shares		Sole		X		
Allergan Inc	Debt	018490AE2	\$742	765	Prn. Amt.		Sole		X		
Alloy Inc	Common	019855105	\$69	12,260	Shares		Sole		X		
Alpharma Inc	Debt	020813AB7	\$463	500	Prn. Amt.		Sole		X		
Alpharma Inc	Debt	020813AD3	\$1,040	1,000	Prn. Amt.		Sole		X		
Altria Group Inc	Common	02209S103	\$613	14,000	Shares		Sole		X		
Amgen Inc	Common	031162100	\$1,548	24,000	Shares		Sole		X		
Amgen Inc	Option	031162900	\$20,827	3,228		Call	Sole		X		
Amgen Inc	Debt	031162AE0	\$10,845	14,223	Prn. Amt.		Sole		X		
Amkor Technology Inc	Debt	031652AH3	\$1,806	2,000	Prn. Amt.		Sole		X		
Amkor Technology Inc	Debt	031652AN0	\$9,188	10,000	Prn. Amt.		Sole		X		
AnnTaylor Stores Corp	Common	036115103	\$1,019	31,700	Shares		Sole		X		
Armor Holdings Inc	Common	042260109	\$239	14,269	Shares		Sole		X		
Arrow Electronics Inc	Common	042735100	\$138	7,500	Shares		Sole		X		
Arrow Electronics Inc	Debt	042735AY6	\$8,986	18,844	Prn. Amt.		Sole		X		
ATARI INC	Common	04651M105	\$248	61,480	Shares		Sole		X		
AVANIR PHARMACEUTICALS-CL A	Common	05348P104	\$3,893	2,684,563	Shares		Sole		X		
Bar Laboratories Inc	Common	068306109	\$8,588	125,910	Shares		Sole		X		

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				Shares or Principal Amount	Shares/ Prn. Amt.	Put/ Call			Sole	Shared
Baxter International Inc	Common	071813109	\$4,105	141,250	Shares		Sole		X	
Bear Stearns Cos Inc/The	Option	073902908	\$7,480	1,000		Call	Sole		X	
BellSouth Corp	Common	079860102	\$1,089	46,000	Shares		Sole		X	
Best Buy Co Inc	Common	086516101	\$3,176	66,831	Shares		Sole		X	
BIO-IMAGING TECH RESTRICTED	Common	09056N103	\$459	75,000	Shares		Sole		X	
Biomet Inc	Common	090613100	\$362	10,800	Shares		Sole		X	
BRIGGS & STRAT 5.0% CV BD REG	Debt	109043AE9	\$14,145	11,500	Prn. Amt.		Sole		X	
BROOKS AUTOMATION INC	Common	114340102	\$334	16,000	Shares		Sole		X	
CBRL GROUP INC	Debt	12489VAB2	\$1,909	4,050	Prn. Amt.		Sole		X	
CALPINE CORP	Common	131347106	\$2,564	524,276	Shares		Sole		X	
CALPINE CORP	Option	131347956	\$1,438	2,940		Put	Sole		X	
CAPTIVA SOFTWARE CORP	Common	14073T109	\$637	85,000	Shares		Sole		X	
Carnival Corp	Common	143658300	\$190	5,762	Shares		Sole		X	
Carnival Corp	Debt	143658AS1	\$23,224	38,228	Prn. Amt.		Sole		X	
Caterpillar Inc	Common	149123101	\$3,511	51,000	Shares		Sole		X	
CELLSTAR CORP	Common	150925204	\$8,523	5,326,716	Shares		Sole		X	
Cell Therapeutics Inc	Common	150934107	\$190	16,784	Shares		Sole		X	
Cepheid Inc	Common	15670R107	\$9,210	2,302,487	Shares		Sole		X	
ChipPAC Inc	Common	169657103	\$627	106,500	Shares		Sole		X	
CHIQUITA BRANDS INTL	Warrant	170032114	\$484	103,100	Shares		Sole		X	
Chiron Corp	Common	170040109	\$1,042	20,100	Shares		Sole		X	
Chiron Corp	Debt	170040AE9	\$3,162	5,359	Prn. Amt.		Sole		X	
CLICK2LEARN INC	Common	18681S106	\$2,880	1,600,000	Shares		Sole		X	
Community Health Systems Inc	Common	203668108	\$250	11,537	Shares		Sole		X	
CONSECO INC	Common	208464883	\$11,673	646,359	Shares		Sole		X	
Continental Airlines Inc	Debt	210795PD6	\$18,127	23,695	Prn. Amt.		Sole		X	
CORNING INC	Option	219350905	\$0	1,000		Call	Sole		X	
Countrywide Credit Ind Inc	Debt	222372AE4	\$6,755	7,000	Prn. Amt.		Sole		X	
COX Communications Inc	Debt	22404ABC0	\$4,183	5,820	Prn. Amt.		Sole		X	
Cypress Semiconductor Corp	Common	232806109	\$9,006	509,400	Shares		Sole		X	

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				Shares or Principal Amount	Shares/ Prn. Amt.	Put/ Call			Sole	Shared/ None
Cytec Corp	Common	232946103	\$349	23,252	Shares		Sole		X	
Danaher Corp	Common	235851102	\$369	5,000	Shares		Sole		X	
Delta Air Lines Inc	Common	247361108	\$80	6,000	Shares		Sole		X	
Delta Air Lines Inc	Common	247361108	\$80	6,000	Shares		Sole		X	
Delta Air Lines Inc	Common	247361108	\$10,301	774,500	Shares		Sole		X	
Delta Air Lines Inc	Option	247361908	\$13,300	10,000		Call	Sole		X	
Devon Energy Corp	Debt	25179MAD5	\$6,853	12,690	Prn. Amt.		Sole		X	
Diamond Offshore Drilling	Debt	25271CAC6	\$2,917	5,100	Prn. Amt.		Sole		X	
DIGIMARC CORP	Common	253807101	\$1,479	100,000	Shares		Sole		X	
Dillard's Inc/AR	Common	254067101	\$351	25,076	Shares		Sole		X	
DORAL FINANCIAL CORP	Common	25811P100	\$1,058	22,500	Shares		Sole		X	
DUKE ENERGY 1.75% CV BD	Debt	264399EJ1	\$14,850	15,000	Prn. Amt.		Sole		X	
Dynegy Inc	Option	26816Q901	\$0	4,000		Call	Sole		X	
EARTHSHHELL CORP	Common	27032B100	\$326	929,510	Shares		Sole		X	
Eastman Kodak Co	Common	277461109	\$209	10,000	Shares		Sole		X	
Echo Bay Mines Ltd	Warrant	278751169	\$1,725	4,424,200	Shares		Sole		X	
EchoStar Communications Corp	Option	278762959	\$5,363	1,400		Put	Sole		X	
EchoStar Communications Corp	Debt	278762AD1	\$5,138	5,000	Prn. Amt.		Sole		X	
EchoStar Communications Corp	Debt	278762AG4	\$17,320	16,000	Prn. Amt.		Sole		X	
EL PASO CORPORATION	Common	28336L109	\$1,266	173,376	Shares		Sole		X	
EL PASO CORPORATION	Debt	28336LAC3	\$29,524	91,193	Prn. Amt.		Sole		X	
Elan Plc	Common	284131208	\$615	116,200	Shares		Sole		X	
ENZON INC	Option	293904908	\$0	500		Call	Sole		X	
Expedia Inc	Option	302125959	\$0	1,200		Put	Sole		X	
ExpressJet Holdings Inc	Common	30218U108	\$220	15,950	Shares		Sole		X	
Exxon Mobil Corp	Option	30231G902	\$1,830	500		Call	Sole		X	
FEEI COMPANY	Common	30241L109	\$327	14,000	Shares		Sole		X	
FEEI COMPANY	Debt	30241LAB5	\$12,180	12,500	Prn. Amt.		Sole		X	
FelCor Lodging Trust Inc	Common	31430F101	\$302	29,138	Shares		Sole		X	
Finisar Corp	Debt	31787AAC5	\$656	800	Prn. Amt.		Sole		X	

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Column1: Name of Issuer	Column2: Title of Class	Column3: CUSIP Number	Column4: Fair Market Value (X\$1000)	Column5:			Column6: Investment Discretion	Column7: Other Managers	Column8:	
				Shares or Principal Amount	Shares/ Prn. Amt.	Put/ Call			Sole	Shared None
Fisher Scientific International	Option	338032904	\$1,968	500		Call	Sole		X	
FLAMEL TECHNOLOGIES - SP ADR	Common	338488109	\$1,632	48,426	Shares	Call	Sole		X	
Ford Motor Co	Option	345370900	\$3,769	3,500		Call	Sole		X	
Ford Motor Co	Preferred	345395206	\$21,343	503,658	Shares		Sole		X	
Generalabs Technologies	Common	368706107	\$3,525	2,500,000	Shares	Call	Sole		X	
General Motors Corp	Option	370442905	\$16,372	4,000		Call	Sole		X	
GENERAL MOTORS 6.25% PREF	Preferred	370442717	\$102,180	3,900,000	Shares		Sole		X	
Genzyme Corp-Genl Division	Common	372917104	\$3,571	77,100	Shares		Sole		X	
Gilead Sciences Inc	Common	375558103	\$5,468	97,570	Shares		Sole		X	
Goldcorp Inc	Warrant	380956508	\$11,784	1,407,000	Shares	Call	Sole		X	
Goldman Sachs Group Inc	Option	38141G904	\$8,390	1,000		Call	Sole		X	
WR Grace & Co	Common	38388F108	\$620	200,000	Shares		Sole		X	
Great Atlantic & Pacific Tea Co	Common	390064103	\$142	17,500	Shares		Sole		X	
GTECH HOLDINGS 1.75% CV BOND	Debt	400518AB2	\$5,626	3,500	Prn. Amt.		Sole		X	
HCA Inc	Option	404119909	\$3,686	1,000		Call	Sole		X	
Halliburton Co	Common	406216101	\$1,450	59,800	Shares		Sole		X	
Harris Corp	Common	413875105	\$1,031	28,800	Shares		Sole		X	
HI-TECH PHARMACAL CO INC	Common	42840B101	\$2,351	100,000	Shares		Sole		X	
Hollis-Eden Pharmaceuticals	Common	435902101	\$697	28,760	Shares		Sole		X	
Human Genome Sciences Inc	Debt	444903AF5	\$8,372	9,514	Prn. Amt.		Sole		X	
Idic Pharmaceuticals Corp	Option	449370905	\$0	500		Call	Sole		X	
I-FLOW CORP RESTRICTED	Common	449520303	\$2,610	250,000	Shares		Sole		X	
I-STAT CORPORATION	Common	450312103	\$656	49,100	Shares		Sole		X	
Infineon Technologies AG	Common	45662N103	\$259	20,100	Shares		Sole		X	
INHALE THERAPY SYSTEMS	Debt	457191AC8	\$6,405	7,000	Prn. Amt.		Sole		X	
Integrated Device Technology Inc	Common	458118106	\$227	18,315	Shares		Sole		X	
USA Interactive	Common	45840Q101	\$249	7,500	Shares		Sole		X	
USA Interactive	Option	45840Q951	\$3,318	1,000		Put	Sole		X	
USA Interactive	Option	45840Q901	\$3,318	1,000		Call	Sole		X	
Interactive Corp	Warrant	45840Q127	\$15,924	400,068	Shares		Sole		X	

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				Shares or Principal Amount	Shares/ Prn. Amt.	Pu/ Call			Sole	Shared	None
INERNAP NETWORK SERVICES	Common	45885A102	\$615	500,000	Shares		Sole		X		
International Business Machines Corp	Option	459200901	\$4,416	500		Call	Sole		X		
International Game Technology	Debt	459902AL6	\$1,678	2,500	Prn. Amt.		Sole		X		
InterVoice Inc	Common	461142101	\$265	29,797	Shares		Sole		X		
INVITROGEN CORPORATION	Option	46185R900	\$2,179	376		Call	Sole		X		
ISOLAGEN INC	Common	46488N103	\$2,000	333,334	Shares		Sole		X		
IVAX CORP	Common	465823102	\$637	32,500	Shares		Sole		X		
Jabil Circuit Inc	Debt	466313AA1	\$7,183	7,330	Prn. Amt.		Sole		X		
JetBlue Airways Corp	Option	477143901	\$12,176	2,000		Call	Sole		X		
KERR-MCGEE CORP	Common	492386107	\$1,249	27,982	Shares		Sole		X		
KINROSS GOLD CORP COMMON	Common	496902206	\$230	30,788	Shares		Sole		X		
KMART HOLDING CORP	Common	498780105	\$14,429	578,800	Shares		Sole		X		
LNR Property Corp	Common	501940100	\$1,024	25,000	Shares		Sole		X		
LSI Logic Corp	Common	502161102	\$1,995	221,900	Shares		Sole		X		
LSI Logic Corp	Option	502161902	\$1,573	1,750		Call	Sole		X		
LSI Logic Corp	Debt	502161AE2	\$4,825	5,000	Prn. Amt.		Sole		X		
La Jolla Pharmaceutical Co	Common	503459109	\$1,070	269,600	Shares		Sole		X		
Laboratory Corp Of America Holdings	Option	50540R909	\$2,870	1,000		Call	Sole		X		
Lamar Advertising Co	Common	512815101	\$3,847	130,575	Shares		Sole		X		
Legg Mason Inc	Common	524901105	\$181	2,500	Shares		Sole		X		
Legg Mason Inc	Debt	524901AG0	\$7,071	12,036	Prn. Amt.		Sole		X		
Lehman Brothers Holdings Inc	Option	524908900	\$6,908	1,000		Call	Sole		X		
Level 3 Communications Inc	Common	52729N100	\$1,258	232,100	Shares		Sole		X		
Level 3 Communications Inc	Debt	52729NBA7	\$2,835	3,000	Prn. Amt.		Sole		X		
Liberty Media Corp	Common	530718105	\$3,041	305,000	Shares		Sole		X		
LifePoint Hospitals Inc	Common	53219L109	\$2,061	85,220	Shares		Sole		X		
LOUDEYE CORP	Common	545754103	\$681	322,580	Shares		Sole		X		
Lowes Cos Inc	Option	548661907	\$15,570	3,000		Call	Sole		X		
Lucent Technologies Inc	Common	549463107	\$12,679	5,870,120	Shares		Sole		X		
Lucent Technologies Inc	Option	549463907	\$540	2,500		Call	Sole		X		

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				Shares or Principal Amount	Shares/ Ptn. Amt.	Put/ Call			Sole	Shared	None
MBNA Corp	Common	55262L100	\$1,163	51,000	Shares		Sole		X		
MBNA Corp	Common	55262L100	\$1,596	70,000	Shares		Sole		X		
MDC Corp Inc	Common	55267W309	\$198	20,000	Shares		Sole		X		
MGM MIRAGE	Common	552953101	\$14,620	400,000	Shares		Sole		X		
Manpower Inc	Debt	56418HAC4	\$3,605	5,910	Ptn. Amt.		Sole		X		
Masco Corp	Debt	574599AV6	\$5,870	13,340	Ptn. Amt.		Sole		X		
MEDAREX INC	Common	583916101	\$6,143	1,041,156	Shares		Sole		X		
Medtronic Inc	Debt	585055AB2	\$10,660	10,400	Ptn. Amt.		Sole		X		
Mentor Graphics Corp	Common	587200106	\$1,690	96,100	Shares		Sole		X		
Mercury Interactive Corp	Debt	589405AB5	\$3,880	4,000	Ptn. Amt.		Sole		X		
Meridian Resource Corp	Common	58977Q109	\$625	145,100	Shares		Sole		X		
Merrill Lynch & Co Inc	Debt	590188A65	\$12,407	23,190	Ptn. Amt.		Sole		X		
Merrill Lynch & Co Inc	Debt	590188A73	\$29,262	29,080	Ptn. Amt.		Sole		X		
Microsoft Corp	Common	594918104	\$417	15,000	Shares		Sole		X		
Micron Technology Inc	Common	595112103	\$101	7,500	Shares		Sole		X		
Micron Technology Inc	Option	595112903	\$2,013	1,500	Shares	Call	Sole		X		
MIRANT CORP	Debt	604675AB4	\$301	860	Ptn. Amt.		Sole		X		
Motorola Inc	Common	620076109	\$24	2,000	Shares		Sole		X		
NIH HOLDINGS INC CLASS B	Common	62913F201	\$2,789	46,997	Shares		Sole		X		
Nasdaq-100 Index Tracking Stock	Common	631100104	\$1,298	40,000	Shares		Sole		X		
NASTECH PHARMACEUTICAL CO	Common	631728409	\$585	68,776	Shares		Sole		X		
National Semiconductor Corp	Option	637640903	\$3,229	1,000	Shares	Call	Sole		X		
NEOSE TECHNOLOGIES	Common	640522108	\$1,490	165,540	Shares		Sole		X		
Neoware Systems Inc	Common	64065P102	\$1,707	100,000	Shares		Sole		X		
Network Associates Inc	Common	640938106	\$344	25,000	Shares		Sole		X		
News Corp Ltd	Debt	652482AZ3	\$4,380	8,000	Ptn. Amt.		Sole		X		
Nexel Communications Inc	Option	65332V903	\$5,913	3,000	Shares	Call	Sole		X		
Nexel Communications Inc	Debt	65332VAT0	\$20,908	20,650	Ptn. Amt.		Sole		X		
NORTHFIELD LABORATORIES	Common	666135108	\$1,697	303,087	Shares		Sole		X		
Northwest Airlines Corp	Common	667280101	\$7,115	733,500	Shares		Sole		X		

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				Shares or Principal Amount	Shares/ Prn. Amt.	Put/ Call			Sole	Shared	None
Northwest Airlines Corp	Option	667280901	\$8,245	8,500	Shares	Call	Sole	X			
NOVAVAX INC	Common	670002104	\$403	54,952	Shares		Sole	X			
Omnicare Inc	Common	681904108	\$2,903	80,500	Shares		Sole	X			
Omnicom Group	Option	681919906	\$11,496	1,600		Call	Sole	X			
Omnicom Group	Debt	681919AK2	\$3,714	3,752	Prn. Amt.		Sole	X			
Omnicom Group	Debt	681919AM8	\$27,014	27,958	Prn. Amt.		Sole	X			
Orbital Sciences Corp	Warrant	685564130	\$351	77,800	Shares		Sole	X			
ORTHOVITA INC	Common	68750U102	\$1,726	571,428	Shares		Sole	X			
OVERLAND STORAGE INC	Common	690310107	\$1,409	95,000	Shares		Sole	X			
Parker Drilling Co	Common	701081101	\$307	130,000	Shares		Sole	X			
JC Penney Co Inc Holding Co	Common	708160106	\$1,944	90,946	Shares		Sole	X			
JC Penney Co Inc Holding Co	Debt	708160BV7	\$4,233	4,150	Prn. Amt.		Sole	X			
Performance Food Group Co	Common	713755106	\$4,635	113,800	Shares		Sole	X			
Pfizer Inc	Common	717081103	\$241	7,919	Shares		Sole	X			
PHARMOS CORP	Common	717139208	\$1,535	606,746	Shares		Sole	X			
Providian Financial Corp	Debt	74406AAB8	\$445	1,000	Prn. Amt.		Sole	X			
Qwest Communications International	Option	749121909	\$3,400	10,000		Call	Sole	X			
RF Micro Devices Inc	Common	749941100	\$2,449	265,000	Shares		Sole	X			
REPLIGEN CORP	Common	759916109	\$1,051	195,000	Shares		Sole	X			
Reylon Inc	Common	761525500	\$120	45,300	Shares		Sole	X			
Rogers Communications Inc	Debt	775109AE1	\$8,500	10,000	Prn. Amt.		Sole	X			
ROUSE COMPANY 6% PFD SERIES B	Preferred	779273309	\$9,542	170,398	Shares		Sole	X			
ROXIO INC	Common	780008108	\$3,156	363,636	Shares		Sole	X			
Royal Caribbean Cruises Ltd	Debt	780153AM4	\$5,311	11,240	Prn. Amt.		Sole	X			
SBC Communications Inc	Common	78387G103	\$278	12,500	Shares		Sole	X			
SBC Communications Inc	Common	78387G103	\$2,125	95,500	Shares		Sole	X			
SILM CORP	Common	78442P106	\$390	10,000	Shares		Sole	X			
SPX Corp	Debt	784635AD6	\$16,479	27,126	Prn. Amt.		Sole	X			
Scansoft Inc	Common	80603P107	\$4,200	1,000,000	Shares		Sole	X			
Select Sector SPDR Fund	Option	81369Y905	\$3,810	1,500	Shares	Call	Sole	X			

General Holdings

CONFIDENTIAL

Form 13F

STARO ASSET MANAGEMENT

Column 1: Name of Issuer	Column 2: Title of Class	Column 3: CUSIP Number	Column 4: Fair Market Value (X\$1000)	Column 5:			Column 6: Investment Discretion	Column 7: Other Managers	Column 8:		
				Shares or Principal Amount	Shares/ Prn. Amt.	Put/ Call			Sole	Shared	None
SILICON LABORATORIES INC	Option	8269919952	\$225	50		Put	Sole		X		
Silicon Graphics Inc	Debt	827056AC6	\$715	3,575	Prn. Amt.		Sole		X		
Sinclair Broadcast Group Inc	Common	829226109	\$26	2,500	Shares		Sole		X		
Sinclair Broadcast Group Inc	Preferred	829226505	\$5,840	160,000	Shares		Sole		X		
SOLECTRON CORP	Debt	834182AL1	\$1,760	3,537	Prn. Amt.		Sole		X		
Sony Corp	Common	835699307	\$338	9,700	Shares		Sole		X		
Sony Corp	Common	835699307	\$62,295	1,775,000	Shares		Sole		X		
Sprint Corp-FON Group	Common	852061100	\$1,982	131,250	Shares		Sole		X		
Sprint Corp-FON Group	Option	852061900	\$5,285	3,500		Call	Sole		X		
Starwood Hotels & Resorts Worldwide Inc	Common	85590A203	\$522	15,000	Shares		Sole		X		
STILWELL FINANCIAL	Debt	860831AC0	\$20,576	27,900	Prn. Amt.		Sole		X		
STMicroelectronics NV	Common	861012102	\$6,400	266,100	Shares		Sole		X		
STMicroelectronics NV	Debt	861012AB8	\$4,485	5,000	Prn. Amt.		Sole		X		
SYMANTEC CORP	Option	871503908	\$3,159	500		Call	Sole		X		
TECO ENERGY INC	Common	872375100	\$1,574	113,896	Shares		Sole		X		
TLC VISION CORP	Common	872549100	\$188	30,000	Shares		Sole		X		
TTM Technologies Inc	Common	87305R109	\$525	36,600	Shares		Sole		X		
TELESYSTEM INTL WIRELESS INC	Common	879946606	\$217	50,000	Shares		Sole		X		
Tenet Healthcare Corp	Common	88033G100	\$290	20,000	Shares		Sole		X		
Tenet Healthcare Corp	Common	88033G100	\$12,609	870,800	Shares		Sole		X		
Terra Industries Inc	Common	880915103	\$206	105,400	Shares		Sole		X		
Texas Industries Inc	Common	882491103	\$320	13,000	Shares		Sole		X		
THERASENSE INC	Common	883381105	\$208	16,611	Shares		Sole		X		
3M Co	Common	88579Y101	\$691	10,000	Shares		Sole		X		
3M Co	Option	88579Y901	\$75,977	11,000		Call	Sole		X		
TIVO INC	Common	888706108	\$4,005	540,540	Shares		Sole		X		
Tyco International Ltd	Debt	902118AW8	\$1	1	Prn. Amt.		Sole		X		
Tyco International Ltd	Common	902124106	\$4,891	239,385	Shares		Sole		X		
Tyco International Ltd	Option	902124956	\$39,712	19,438		Put	Sole		X		
Tyco International Ltd	Option	902124906	\$2,027	992		Call	Sole		X		

General Holdings

CONFIDENTIAL

Form 13F
STARO ASSET MANAGEMENT

Column 1: Name of Issuer	Column 2: Title of Class	Column 3: CUSIP Number	Column 4: Fair Market Value (X\$1000)	Column 5:			Column 6: Investment Discretion	Column 7: Other Managers	Column 8: Voting Authority		
				Shares or Principal Amount	Shares/Prn. Amt.	Put/Call			Sole	Shared	None
Tyco International Ltd	Debt	902124AC0	\$29,919	42,139	Prn. Amt.		Sole		X		
USA Interactive	Option	902984953	\$0	1,000		Put	Sole		X		
USA Interactive	Option	902984903	\$0	1,000		Call	Sole		X		
UNIVERSAL DISPLAY CORP	Common	91347P105	\$389	39,355	Shares		Sole		X		
LUNUMPROVIDENT 8.25% PREF	Preferred	91529Y403	\$11,165	350,000	Shares		Sole		X		
Veeco Instruments Inc	Common	922417100	\$2,294	115,000	Shares		Sole		X		
Veritas Software Corp	Option	923436909	\$16,548	5,250		Call	Sole		X		
Verizon Communications Inc	Debt	92344GAN6	\$703	1,177	Prn. Amt.		Sole		X		
Vishay Intertechnology Inc	Common	928298108	\$1,503	85,800	Shares		Sole		X		
WEATHERFORD INTL INC	Debt	947074AB6	\$14,967	24,141	Prn. Amt.		Sole		X		
Whole Foods Market Inc	Common	966837106	\$2,247	40,700	Shares		Sole		X		
Williams Cos Inc	Common	969457100	\$5,646	599,400	Shares		Sole		X		
WYETH	Common	983024100	\$415	9,000	Shares		Sole		X		
Wyndham International Inc	Common	983101106	\$561	1,002,400	Shares		Sole		X		
XL CAPITAL LTD	Debt	98372PAB4	\$3,688	5,901	Prn. Amt.		Sole		X		
XM Satellite Radio Holdings Inc	Common	983759101	\$2,568	165,655	Shares		Sole		X		
Yahoo Inc	Option	984332956	\$1,062	300		Put	Sole		X		
Yahoo Inc	Option	984332906	\$2,477	700		Call	Sole		X		
Zi Corp	Common	988918108	\$186	79,530	Shares		Sole		X		
WEATHERFORD INTL LTD	Common	G95089101	\$1,654	43,787	Shares		Sole		X		
ASM International NV	Common	N07045102	\$2,599	176,450	Shares		Sole		X		
General Holdings Totals:			\$1,476,714								
Risk Arb Totals:			\$139,511								
Stat Arb Totals:			\$51,406								
Aggregate Totals:			\$1,667,630								
General Holdings Total Records:			261								
Risk Arb Total Records:			13								
Stat Arb Total Records:			131								
Total Records:			405								

Risk Arb Holdings

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Form 13F
STARO ASSET MANAGEMENT

Column1: Name of Issuer	Column2: Title of Class	Column3: CUSIP Number	Column4: Fair Market Value (X\$1000)	Column5:			Column6: Investment Discretion	Column7: Other Managers	Column8:			
				Shares or Principal Amount	Shares/Prn. Amt.	Put/Call			Sole	Shared	None	
Risk Arb Holdings												
Alcan Inc	Common	013716105	\$5,754	150,400	Shares		Sole		X			
Concord EFS Inc	Common	206197105	\$14,727	1,077,350	Shares		Sole		X			
Concord EFS Inc	Option	206197905	\$10,252	7,500		Call	Sole		X			
Dana Corp	Common	235811106	\$4,192	271,700	Shares		Sole		X			
DREYERS GRAND ICE - WHEN ISSUE	Common	261877104	\$33,267	427,821	Shares		Sole		X			
First Data Corp	Option	319963904	\$17,423	4,360		Call	Sole		X			
Liberty Media Corp	Common	530718105	\$9,053	908,000	Shares		Sole		X			
Neuberger Berman Inc	Common	641234109	\$8,336	199,100	Shares		Sole		X			
News Corp Lid	Common	652487802	\$4,093	150,000	Shares		Sole		X			
PECHINEY S.A. - SPONS ADR	Common	705151207	\$9,400	343,700	Shares		Sole		X			
ROADWAY CORP	Common	769742107	\$13,634	279,550	Shares		Sole		X			
TITAN CORP	Common	888266103	\$9,378	450,000	Shares		Sole		X			
YELLOW CORP	Option	985509908	\$0	2,321		Call	Sole		X			
Risk Arb Totals:			\$139,511									
Total Records:				13								

Stat Arb Holdings

Form 13F

STARO ASSET MANAGEMENT

Column1: Name of Issuer	Column2: Title of Class	Column3: CUSIP Number	Column4: Fair Market Value (X\$1000)	Column5:			Column6: Investment Discretion	Column7: Other Managers	Column8:	
				Shares or Principal Amount	Shares/ Prn. Amt.	Pu/ Call			Voting Authority Sole	Shared
Stat Arb Holdings										
AMR Corp	Common	001765106	\$2	200	Shares		Sole		X	
AT&T Corp	Common	001957505	\$209	9,700	Shares		Sole		X	
AVX Corp	Common	002444107	\$164	12,000	Shares		Sole		X	
Advanced Micro Devices Inc	Common	007903107	\$599	53,900	Shares		Sole		X	
Affiliated Managers Group	Common	008252108	\$502	8,000	Shares		Sole		X	
Air Products & Chemicals Inc	Common	009158106	\$600	13,300	Shares		Sole		X	
Airtran Holdings Inc	Common	00949P108	\$2	100	Shares		Sole		X	
American Greetings	Common	026375105	\$262	13,500	Shares		Sole		X	
AmericanCredit Corp	Common	03060R101	\$296	28,700	Shares		Sole		X	
Anheuser-Busch Cos Inc	Common	035229103	\$597	12,100	Shares		Sole		X	
AnnTaylor Stores Corp	Common	036115103	\$3	100	Shares		Sole		X	
AVAYA INC	Common	053499109	\$602	55,200	Shares		Sole		X	
Bj's Wholesale Club Inc	Common	05548J106	\$232	12,000	Shares		Sole		X	
Baker Hughes Inc	Common	057224107	\$388	13,100	Shares		Sole		X	
Ball Corp	Common	058498106	\$599	11,100	Shares		Sole		X	
Beckman Coulter Inc	Common	075811109	\$474	10,400	Shares		Sole		X	
Borders Group Inc	Common	099709107	\$579	30,600	Shares		Sole		X	
BRINK'S CO/THE	Common	109696104	\$293	16,900	Shares		Sole		X	
CSK Auto Corp	Common	125965103	\$475	30,800	Shares		Sole		X	
CNF Inc	Common	12612W104	\$606	18,900	Shares		Sole		X	
Campbell Soup Co	Common	134429109	\$254	9,600	Shares		Sole		X	
Caremark Rx Inc	Common	141705103	\$371	16,400	Shares		Sole		X	
Carnival Corp	Common	143658300	\$595	18,100	Shares		Sole		X	
Cash America International Inc	Common	14754D100	\$187	11,400	Shares		Sole		X	
Celestica Inc	Common	15101Q108	\$346	21,800	Shares		Sole		X	
Charter One Financial Inc	Common	160903100	\$386	12,600	Shares		Sole		X	
CHRISTOPHER AND BANKS CORP	Common	171046105	\$303	12,700	Shares		Sole		X	
Church & Dwight Inc	Common	171340102	\$217	6,200	Shares		Sole		X	
Clear Channel Communications Inc	Common	184502102	\$624	16,300	Shares		Sole		X	

Stat Arb Holdings

Form 13F
STARO ASSET MANAGEMENT

Column 1: Name of Issuer	Column 2: Title of Class	Column 3: CUSIP Number	Column 4: Fair Market Value (X\$1000)	Column 5:			Column 6: Investment Discretion	Column 7: Other Managers	Column 8:		
				Shares or Principal Amount	Shares/ Ptn. Amt.	Put/ Call			Sole	Shared	None
Stat Arb Holdings											
Colgate-Palmolive Co	Common	194162103	\$252	4,500	Shares		Sole		X		
Computer Sciences Corp	Common	205363104	\$601	16,000	Shares		Sole		X		
Conagra Foods Inc	Common	205887102	\$593	27,900	Shares		Sole		X		
Consol Energy Inc	Common	20854P109	\$398	21,400	Shares		Sole		X		
Constellation Brands Inc	Common	21036P108	\$573	18,800	Shares		Sole		X		
Constellation Energy Group Inc	Common	210371100	\$594	16,600	Shares		Sole		X		
Cooper Tire & Rubber Co	Common	216831107	\$194	12,200	Shares		Sole		X		
DST Systems Inc	Common	233326107	\$526	14,000	Shares		Sole		X		
Davita Inc	Common	23918K108	\$382	12,000	Shares		Sole		X		
RR Donnelley & Sons Co	Common	257867101	\$579	23,300	Shares		Sole		X		
Eastman Kodak Co	Common	277461109	\$599	28,600	Shares		Sole		X		
Eaton Corp	Common	278058102	\$248	2,800	Shares		Sole		X		
Equitable Resources Inc	Common	294549100	\$288	7,000	Shares		Sole		X		
Exelon Corp	Common	30161N101	\$286	4,500	Shares		Sole		X		
Extended Stay America Inc	Common	30224P101	\$291	19,500	Shares		Sole		X		
FTI Consulting Inc	Common	302941109	\$602	34,700	Shares		Sole		X		
First Data Corp	Common	319963104	\$344	8,600	Shares		Sole		X		
First Tennessee National Corp	Common	337162101	\$607	14,300	Shares		Sole		X		
Fleetwood Enterprises Inc	Common	339099103	\$217	23,400	Shares		Sole		X		
Forest Laboratories Inc	Common	345838106	\$628	12,200	Shares		Sole		X		
Fox Entertainment Group Inc	Common	35138T107	\$607	21,700	Shares		Sole		X		
Furniture Brands International Inc	Common	360921100	\$557	23,100	Shares		Sole		X		
Gap Inc/The	Common	364760108	\$548	32,000	Shares		Sole		X		
GETTY IMAGES INC	Common	374276103	\$601	17,100	Shares		Sole		X		
Global Payments Inc	Common	37940X102	\$508	14,100	Shares		Sole		X		
Goldcorp Inc	Common	380956409	\$1	100	Shares		Sole		X		
Goldman Sachs Group Inc	Common	38141G104	\$596	7,100	Shares		Sole		X		
WW Granger Inc	Common	384802104	\$247	5,200	Shares		Sole		X		
GRAY TELEVISION INC	Common	389375106	\$135	11,600	Shares		Sole		X		

Stat Arb Holdings

Form 13F
STARO ASSET MANAGEMENT

Column 1: Name of Issuer	Column 2: Title of Class	Column 3: CUSIP Number	Column 4: Fair Market Value (\$X1000)	Column 5:			Column 6: Investment Discretion	Column 7: Other Managers	Column 8:	
				Shares or Principal Amount	Shares/Prn. Amt.	Pu/Call			Voting Authority	Shared
Stat Arb Holdings										
Great Plains Energy Inc	Common	391164100	\$209	6,900	Shares		Sole		X	
Group 1 Automotive Inc	Common	398905109	\$356	10,300	Shares		Sole		X	
Harris Corp	Common	413875105	\$129	3,600	Shares		Sole		X	
Hillenbrand Industries Inc	Common	431573104	\$491	8,700	Shares		Sole		X	
ICN Pharmaceuticals Inc	Common	448924100	\$202	11,800	Shares		Sole		X	
ITT Industries Inc	Common	450911102	\$592	9,900	Shares		Sole		X	
Interstate Bakeries	Common	46072H108	\$489	32,600	Shares		Sole		X	
Ionic Inc/Philippines	Common	462218108	\$242	9,900	Shares		Sole		X	
Iron Mountain Inc	Common	462846106	\$373	10,400	Shares		Sole		X	
Jabil Circuit Inc	Common	466313103	\$297	11,400	Shares		Sole		X	
Jack in the Box Inc	Common	466367109	\$258	14,500	Shares		Sole		X	
Janus Cap Group	Common	47102X105	\$624	44,700	Shares		Sole		X	
Krispy Kreme Doughnuts Inc	Common	501014104	\$508	13,200	Shares		Sole		X	
LSI Logic Corp	Common	502161102	\$234	26,000	Shares		Sole		X	
L-3 Communications Holdings Inc	Common	502424104	\$614	14,200	Shares		Sole		X	
Laboratory Corp Of America Holdings	Common	50540R409	\$600	20,900	Shares		Sole		X	
LaBranche & Co Inc	Common	505447102	\$269	18,400	Shares		Sole		X	
Legg Mason Inc	Common	524901105	\$556	7,700	Shares		Sole		X	
Lennar Corp	Common	526057104	\$622	8,000	Shares		Sole		X	
Liberty Media Corp	Common	530718105	\$597	59,900	Shares		Sole		X	
Linens 'N Things Inc	Common	535679104	\$595	25,000	Shares		Sole		X	
Lockheed Martin Corp	Common	539830109	\$374	8,100	Shares		Sole		X	
Lyondell Chemical Co	Common	552078107	\$194	15,200	Shares		Sole		X	
Maverick Tube Corp	Common	577914104	\$185	11,900	Shares		Sole		X	
MeadWestvaco Corp	Common	583334107	\$352	13,800	Shares		Sole		X	
Men's Wearhouse Inc	Common	587118100	\$280	10,900	Shares		Sole		X	
Micron Technology Inc	Common	595112103	\$386	28,800	Shares		Sole		X	
Mid Atlantic Medical Services	Common	59523C107	\$530	10,300	Shares		Sole		X	
Motorola Inc	Common	620076109	\$144	12,000	Shares		Sole		X	

Stat Arb Holdings

Form 13F

STARO ASSET MANAGEMENT

Column1: Name of Issuer	Column2: Title of Class	Column3: CUSIP Number	Column4: Fair Market Value (X\$1000)	Column5:			Column6: Investment Discretion	Column7: Other Managers	Column8:		
				Shares or Principal Amount	Shares/ Prn. Amt.	Put/ Call			Sole	Shared	None
Stat Arb Holdings											
NAM TAI ELECTRONICS INC	Common	6298865205	\$407	15,000	Shares		Sole		X		
National City Corp	Common	635405103	\$595	20,200	Shares		Sole		X		
National Fuel Gas Co	Common	636180101	\$231	10,100	Shares		Sole		X		
Navistar International Corp	Common	63934E108	\$604	16,200	Shares		Sole		X		
Norfolk Southern Corp	Common	655844108	\$446	24,100	Shares		Sole		X		
Northrop Grumman Corp	Common	666807102	\$293	3,400	Shares		Sole		X		
Pall Corp	Common	696429307	\$586	26,100	Shares		Sole		X		
PETROKAZAKHSTAN INC	Common	71649P102	\$441	21,100	Shares		Sole		X		
Pfizer Inc	Common	717081103	\$100	3,300	Shares		Sole		X		
Pogo Producing Co	Common	730448107	\$607	13,400	Shares		Sole		X		
Polo Ralph Lauren Corp	Common	731572103	\$603	22,500	Shares		Sole		X		
Praxair Inc	Common	74005P104	\$248	4,000	Shares		Sole		X		
Precision Drilling Corp	Common	74022D100	\$527	14,000	Shares		Sole		X		
Provident Financial Corp	Common	74406A102	\$237	20,100	Shares		Sole		X		
Quiksilver Inc	Common	74838C106	\$595	37,300	Shares		Sole		X		
Raytheon Co	Common	755111507	\$599	21,400	Shares		Sole		X		
Regions Financial Corp	Common	758940100	\$599	17,500	Shares		Sole		X		
Sabre Holdings Corp	Common	785905100	\$516	24,000	Shares		Sole		X		
St Joe Co (The)	Common	790148100	\$449	14,000	Shares		Sole		X		
St Paul Cos	Common	792860108	\$307	8,300	Shares		Sole		X		
Schlumberger Ltd	Common	806857108	\$257	5,300	Shares		Sole		X		
Sonoco Products Co	Common	835495102	\$340	15,500	Shares		Sole		X		
Sotheby's Holdings	Common	835898107	\$202	18,700	Shares		Sole		X		
Standard-Pacific Corp	Common	85375C101	\$265	7,000	Shares		Sole		X		
Suncor Energy Inc	Common	867229106	\$236	12,700	Shares		Sole		X		
Talbots Inc	Common	874161102	\$202	5,800	Shares		Sole		X		
Tektronix Inc	Common	879131100	\$225	9,100	Shares		Sole		X		
Tribune Co	Common	896047107	\$592	12,900	Shares		Sole		X		
Tupperware Corp	Common	899896104	\$373	27,900	Shares		Sole		X		

Stat Arb Holdings

Form 13F
STARO ASSET MANAGEMENT

Column1: Name of Issuer	Column2: Title of Class	Column3: CUSIP Number	Column4: Fair Market Value (X\$1000)	Column5:			Column6: Investment Discretion	Column7: Other Managers	Column8: Voting Authority		
				Shares or Principal Amount	Shares/ Pn. Amt.	Pu/ Call			Sole	Shared	None
Stat Arb Holdings											
UnionBanCal Corp	Common	908906100	\$615	12,400	Shares		Sole		X		
United Rentals Inc	Common	911363109	\$381	23,700	Shares		Sole		X		
Univision Communications Inc	Common	914906102	\$287	9,000	Shares		Sole		X		
Viacom Inc	Common	925524100	\$599	15,600	Shares		Sole		X		
Viacom Inc	Common	925524308	\$597	15,600	Shares		Sole		X		
Vintage Petroleum Inc	Common	927460105	\$194	17,800	Shares		Sole		X		
Vishay Intertechnology Inc	Common	928298108	\$298	17,000	Shares		Sole		X		
Washington Mutual Inc	Common	939322103	\$256	6,500	Shares		Sole		X		
Waters Corp	Common	941848103	\$230	8,400	Shares		Sole		X		
Williams-Sonoma Inc	Common	969904101	\$221	8,200	Shares		Sole		X		
Worthington Industries	Common	981811102	\$191	15,200	Shares		Sole		X		
York International Corp	Common	986670107	\$211	6,100	Shares		Sole		X		
Bunge Ltd	Common	G16962105	\$349	12,700	Shares		Sole		X		
XL Capital Ltd	Common	G98255105	\$348	4,500	Shares		Sole		X		
Royal Caribbean Cruises Ltd	Common	V7780T103	\$273	9,700	Shares		Sole		X		
Stat Arb Totals:			\$51,406								
Total Records:				131							