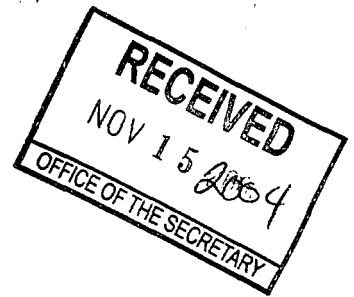


13FCON P12/21/04

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



04053287

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: September 30, 2004

Check here if Amendment ☐; Amendment Number: _____
This Amendment (Check only one.): ☐ is a restatement.
☐ adds new holdings entries.

Institutional Investment Manager Filing this Report:

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

Form 13F File Number: 28-5396

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

Person Signing this Report on Behalf of Reporting Manager:

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

Signature, Place, and Date of Signing:

[Signature] New York, NY November 12, 2004
[City, State] [Date]

Report Type (Check only one.):

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

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

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

CONFIDENTIAL TREATMENT DENIED

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Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 1

Form 13F Information Table Entry Total: 2,292

Form 13F Information Table Value Total: \$21,340,199
(thousands) (see Note 4)

List of Other Included Managers:

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

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

Form 13F

NOTES

1. D. E. Shaw & Co., Inc. disclaims status as an institutional investment manager and makes this filing in its capacity as the parent entity of investment advisers.
2. D. E. Shaw & Co., Inc. or its subsidiaries ("D. E. Shaw") are general partners or members of various entities and therefore may exercise investment discretion for them. D. E. Shaw disclaims that it exercises investment discretion for certain of such entities, but includes the holdings of all such subentities in this form.
3. D. E. Shaw & Co., Inc. or its subsidiaries ("D. E. Shaw") are general partners or members of various entities and therefore may exercise voting discretion for them. D. E. Shaw disclaims that it exercises voting discretion for certain of such entities, but includes the holdings of all such subentities in this form.
4. The holdings above represent only those holdings we wish to keep confidential, all other holdings are reported on the Edgar filing.

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
ADE CORP MASS	COM	00089C 10 7	358,000	21,015	b	1	aC 21,015 shares)
ABN AMRO HLDG NV	SPONSORED ADR	000937 10 2	746,000	32,755	b	1	aC 32,755 shares)
AFC ENTERPRISES INC	COM	00104Q 10 7	1,126,000	51,200	b	1	aC 51,200 shares)
AFLAC INC	COM	00105S 10 2	1,702,000	43,400	b	1	aC 43,400 shares)
AGCO CORP	COM	001084 10 2	3,388,000	149,800	b	1	aC 149,800 shares)
AGL RES INC	COM	001204 10 6	1,954,000	63,500	b	1	aC 63,500 shares)
AES CORP	COM	00130H 10 5	25,230,000	2,525,500	b	1	aC 2,525,500 shares)
AES CORP	COM	00130H 10 5	769,000	77,000 C	b	1	aC 77,000 shares)
AK STL HLDG CORP	COM	001547 10 8	8,082,000	990,400	b	1	aC 990,400 shares)
AMC ENTMT INC	COM	001669 10 0	1,108,000	57,900	b	1	aC 57,900 shares)
AMN HEALTHCARE SERVICES INC	COM	001744 10 1	3,745,000	313,380	b	1	aC 313,380 shares)
AMR CORP	COM	001765 10 6	249,000	34,000	b	1	aC 34,000 shares)
AMR CORP	COM	001765 10 6	5,883,000	802,600 C	b	1	aC 802,600 shares)
AMR CORP	COM	001765 10 6	333,000	45,400 P	b	1	aC 45,400 shares)
AT&T CORP	COM NEW	001957 50 5	13,318,000	930,000	b	1	aC 930,000 shares)
AT&T WIRELESS SVCS INC	COM	00209A 10 6	183,349,000	12,405,186	b	1	aC 12,405,186 shares)
AU OPTRONICS CORP	SPONSORED ADR	002255 10 7	2,489,000	198,821	b	1	aC 198,821 shares)
AVI BIOPHARMA INC	COM	002346 10 4	850,000	414,857	b	1	aC 414,857 shares)
AVX CORP NEW	COM	002444 10 7	4,528,000	382,100	b	1	aC 382,100 shares)
AXT INC	COM	00246W 10 3	231,000	155,908	b	1	aC 155,908 shares)
AAIPHARMA INC	COM	00252W 10 4	473,000	305,099	b	1	aC 305,099 shares)
ABBOTT LABS	COM	002824 10 0	644,000	15,200	b	1	aC 15,200 shares)
ABERCROMBIE & FITCH CO	CL A	002896 20 7	51,528,000	1,635,800	b	1	aC 1,635,800 shares)
ABGENIX INC	COM	003398 10 7	12,027,000	1,219,771	b	1	aC 1,219,771 shares)
ABGENIX INC	NOTE 3.500% 3/	003398 AB 3	13,530,000	14,500,000	b	1	aC 14,500,000 shares)
ACACIA RESH CORP	ACACIA TCH COM	003881 30 7	84,000	20,253	b	1	aC 20,253 shares)
ACACIA RESH CORP	COMBIMTRX COM	003881 20 8	734,000	209,651	b	1	aC 209,651 shares)
ABITIBI-CONSOLIDATED INC	COM	003924 10 7	1,895,000	300,400	b	1	aC 300,400 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)
ACCELRYX INC	COM	00430U 10 3	1,029,000	157,895	b	1	a(157,895 shares)
ACCREDITO HEALTH INC	COM	00437V 10 4	3,635,000	154,239	b	1	a(154,239 shares)
ACE CASH EXPRESS INC	COM	004403 10 1	1,127,000	43,293	b	1	a(43,293 shares)
ACETO CORP	COM	004446 10 0	985,000	68,388	b	1	a(68,388 shares)
ACTIVISION INC NEW	COM NEW	004930 20 2	49,030,000	3,534,961	b	1	a(3,534,961 shares)
ACTUATE CORP	COM	005088 10 2	587,000	166,275	b	1	a(166,275 shares)
ACXIOM CORP	COM	005125 10 9	4,045,000	170,368	b	1	a(170,368 shares)
ADAPTEC INC	COM	00651F 10 8	10,054,000	1,322,914	b	1	a(1,322,914 shares)
ADECCO SA	SPONSORED ADR	006754 10 5	567,000	45,800	b	1	a(45,800 shares)
ADESA INC	COM	00686U 10 4	14,478,000	881,200	b	1	a(881,200 shares)
ADMINISTAFF INC	COM	007094 10 5	770,000	65,800	b	1	a(65,800 shares)
ADOLOR CORP	COM	00724X 10 2	461,000	41,000	b	1	a(41,000 shares)
ADOLOR CORP	COM	00724X 10 2	264,000	23,500	b	1	a(23,500 shares)
ADVANCE AUTO PARTS INC	COM	00751Y 10 6	63,633,000	1,849,804	b	1	a(1,849,804 shares)
ADVANCED FIBRE COMMUNICATION	COM	00754A 10 5	17,301,000	1,088,144	b	1	a(1,088,144 shares)
ADVANCED SEMICONDUCTOR ENGR	SPONSORED ADR	00756M 40 4	178,000	53,002	b	1	a(53,002 shares)
ADVO INC	COM	007585 10 2	4,205,000	135,900	b	1	a(135,900 shares)
ADVISORY BRD CO	COM	00762W 10 7	2,228,000	66,303	b	1	a(66,303 shares)
ADVANCED MEDICAL OPTICS INC	COM	00763M 10 8	1,148,000	29,000	b	1	a(29,000 shares)
ADVANCED MEDICAL OPTICS INC	COM	00763M 10 8	317,000	8,000	b	1	a(8,000 shares)
AEROFLEX INC	COM	007768 10 4	403,000	38,106	b	1	a(38,106 shares)
AEROPOSTALE	COM	007865 10 8	32,005,000	1,221,550	b	1	a(1,221,550 shares)
AEON N V	ORD AMER REG	007924 10 3	2,325,000	215,300	b	1	a(215,300 shares)
ADVANTA CORP	CL B	007942 20 4	1,727,000	71,376	b	1	a(71,376 shares)
ADVENT SOFTWARE INC	COM	007974 10 8	1,816,000	107,914	b	1	a(107,914 shares)
AETERNA ZENTARIS INC	COM	007975 20 4	177,000	31,200	b	1	a(31,200 shares)
AETHER SYS INC	COM	00808V 10 5	1,278,000	384,852	b	1	a(384,852 shares)
AETNA INC NEW	COM	00817Y 10 8	64,505,000	645,500	b	1	a(645,500 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)
AETNA INC NEW	COM	00817Y 10 8	18,867,000	188,800 C	b	1	a(188,800 shares)
AETNA INC NEW	COM	00817Y 10 8	12,491,000	125,000 P	b	1	a(125,000 shares)
AFFILIATED COMPUTER SERVICES	CL A	008190 10 0	907,000	16,300	b	1	a(16,300 shares)
AFFILIATED MANAGERS GROUP	DBCV 2/	008252 AE 8	35,657,000	27,000,000	b	1	a(27,000,000 shares)
AGERE SYS INC	CL A	00845V 10 0	15,853,000	15,098,500	b	1	a(15,098,500 shares)
AGERE SYS INC	CL B	00845V 20 9	4,501,000	4,412,911	b	1	a(4,412,911 shares)
AGILENT TECHNOLOGIES INC	COM	00846U 10 1	3,460,000	160,400	b	1	a(160,400 shares)
AGILENT TECHNOLOGIES INC	COM	00846U 10 1	1,680,000	77,900 C	b	1	a(77,900 shares)
AGNICO EAGLE MINES LTD	COM	008474 10 8	7,459,000	522,500	b	1	a(522,500 shares)
AGILYSYS INC	COM	00847J 10 5	924,000	53,463	b	1	a(53,463 shares)
AGRIUM INC	COM	008916 10 8	12,731,000	716,800	b	1	a(716,800 shares)
AIR FRANCE	*W EXP 11/05/20	009119 11 6	42,000	43,100	b	1	a(43,100 shares)
AIR FRANCE	SPONSORED ADR	009119 10 8	350,000	22,010	b	1	a(22,010 shares)
AIRTRAN HLDGS INC	COM	00949P 10 8	648,000	65,100	b	1	a(65,100 shares)
AKAMAI TECHNOLOGIES INC	COM	00971T 10 1	4,944,000	351,879	b	1	a(351,879 shares)
AKAMAI TECHNOLOGIES INC	COM	00971T 10 1	492,000	35,000 C	b	1	a(35,000 shares)
AKSYS LTD	COM	010196 10 3	315,000	66,342	b	1	a(66,342 shares)
AKZO NOBEL NV	SPONSORED ADR	010199 30 5	816,000	22,993	b	1	a(22,993 shares)
ALAMOSA HLDGS INC	COM	011589 10 8	1,493,000	195,444	b	1	a(195,444 shares)
ALASKA AIR GROUP INC	DBCV 3/	011659 AG 4	17,269,000	15,000,000	b	1	a(15,000,000 shares)
ALASKA COMMUNICATIONS SYS GR	COM	01167P 10 1	421,000	75,146	b	1	a(75,146 shares)
ALBANY INTL CORP	CL A	012348 10 8	1,613,000	54,100	b	1	a(54,100 shares)
ALBANY MOLECULAR RESH INC	COM	012423 10 9	845,000	88,071	b	1	a(88,071 shares)
ALBERTO CULVER CO	COM	013068 10 1	24,866,000	571,900	b	1	a(571,900 shares)
ALBERTSONS INC	COM	013104 10 4	926,000	38,700	b	1	a(38,700 shares)
ALCAN INC	COM	013716 10 5	1,894,000	39,600	b	1	a(39,600 shares)
ALCATEL	SPONSORED ADR	013904 30 5	8,583,000	731,700	b	1	a(731,700 shares)
ALDILA INC	COM NEW	014384 20 0	545,000	54,546	b	1	a(54,546 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)
ALEXION PHARMACEUTICALS INC	COM	015351 10 9	2,168,000	120,447	b	1	a(120,447 shares)
ALEXION PHARMACEUTICALS INC	NOTE 5.750% 3/	015351 AB 5	9,347,000	9,300,000	b	1	a(9,300,000 shares)
ALIGN TECHNOLOGY INC	COM	016255 10 1	2,005,000	131,227	b	1	a(131,227 shares)
ALLEGHANY CORP DEL	COM	017175 10 0	1,365,000	5,000	b	1	a(5,000 shares)
ALLERGAN INC	COM	018490 10 2	6,370,000	87,800 C	b	1	a(87,800 shares)
ALLERGAN INC	COM	018490 10 2	1,248,000	17,200 P	b	1	a(17,200 shares)
ALLETE INC	COM NEW	018522 30 0	16,440,000	505,833	b	1	a(505,833 shares)
ALLIANCE GAMING CORP	COM NEW	01859P 60 9	10,616,000	704,900	b	1	a(704,900 shares)
ALLIANCE SEMICONDUCTOR CORP	COM	01877H 10 0	136,000	39,425	b	1	a(39,425 shares)
ALLIANT ENERGY CORP	COM	018802 10 8	829,000	33,300	b	1	a(33,300 shares)
ALLIANT TECHSYSTEMS INC	COM	018804 10 4	242,000	4,000 C	b	1	a(4,000 shares)
ALLIANT TECHSYSTEMS INC	COM	018804 10 4	303,000	5,000 P	b	1	a(5,000 shares)
ALLIANZ AKTIENGESSELLSCHAFT	SP ADR 1/10 SH	018805 10 1	638,000	63,400	b	1	a(63,400 shares)
ALLIED CAP CORP NEW	COM	01903Q 10 8	6,000,000	246,000	b	1	a(246,000 shares)
ALLIED WASTE INDS INC	COM PAR3.01NEW	019589 30 8	752,000	85,000	b	1	a(85,000 shares)
ALLIED WASTE INDS INC	PFD SR C CONV	019589 60 5	15,293,000	300,000	b	1	a(300,000 shares)
ALLMERICA FINL CORP	COM	019754 10 0	9,115,000	339,100	b	1	a(339,100 shares)
ALLOS THERAPEUTICS INC	COM	019777 10 1	285,000	132,719	b	1	a(132,719 shares)
ALLSTATE CORP	COM	020002 10 1	221,000	4,600	b	1	a(4,600 shares)
ALLSTATE CORP	COM	020002 10 1	2,160,000	45,000 C	b	1	a(45,000 shares)
ALLTEL CORP	COM	020039 10 3	329,000	6,000 C	b	1	a(6,000 shares)
ALPHARMA INC	CL A	020813 10 1	2,385,000	130,400	b	1	a(130,400 shares)
ALPHARMA INC	NOTE 3.000% 6/	020813 AD 3	5,591,000	4,491,000	b	1	a(4,491,000 shares)
ALTERA CORP	COM	021441 10 0	30,441,000	1,555,500	b	1	a(1,555,500 shares)
ALTEON INC	COM	02144G 10 7	38,000	40,400	b	1	a(40,400 shares)
ALTIRIS INC	COM	02148M 10 0	560,000	17,700	b	1	a(17,700 shares)
ALTRIA GROUP INC	COM	02209S 10 3	53,042,000	1,127,600	b	1	a(1,127,600 shares)
ALTRIA GROUP INC	COM	02209S 10 3	5,410,000	115,000 P	b	1	a(115,000 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)
ALUMINUM CORP CHINA LTD	SPON ADR H SHS	022276 10 9	1,885,000	28,400	b	1	a(28,400 shares)
AMAZON COM INC	COM	023135 10 6	119,854,000	2,933,285	b	1	a(2,933,285 shares)
AMAZON COM INC	COM	023135 10 6	32,361,000	792,000 C	b	1	a(792,000 shares)
AMAZON COM INC	COM	023135 10 6	20,226,000	495,000 P	b	1	a(495,000 shares)
AMBAC FINL GROUP INC	COM	023139 10 8	22,618,000	282,900	b	1	a(282,900 shares)
AMERADA HESS CORP	COM	023551 10 4	11,570,000	130,000 C	b	1	a(130,000 shares)
AMERADA HESS CORP	COM	023551 10 4	11,214,000	126,000 P	b	1	a(126,000 shares)
AMEREN CORP	COM	023608 10 2	6,475,000	140,300	b	1	a(140,300 shares)
AMERICA SVC GROUP INC	COM	02364L 10 9	415,000	10,113	b	1	a(10,113 shares)
AMERICA MOVIL S A DE C V	SPON ADR L SHS	02364W 10 5	25,947,000	664,800	b	1	a(664,800 shares)
AMERICA WEST HLDG CORP	CL B	023657 20 8	2,852,000	528,200	b	1	a(528,200 shares)
AMERICAN AXLE & MFG HLDGS IN	COM	024061 10 3	22,776,000	778,400	b	1	a(778,400 shares)
AMERICAN CAPITAL STRATEGIES	COM	024937 10 4	11,412,000	364,134	b	1	a(364,134 shares)
AMERICAN ECOLOGY CORP	COM NEW	025533 40 7	946,000	97,549	b	1	a(97,549 shares)
AMERICAN ELEC PMR INC	COM	025537 10 1	3,215,000	100,600	b	1	a(100,600 shares)
AMERICAN ELEC PMR INC	COM	025537 10 1	3,707,000	116,000 C	b	1	a(116,000 shares)
AMERICAN ELEC PMR INC	COM	025537 10 1	3,755,000	117,500 P	b	1	a(117,500 shares)
AMERICAN EAGLE OUTFITTERS NE	COM	02553E 10 6	40,854,000	1,108,661	b	1	a(1,108,661 shares)
AMERICAN EQTY INVT LIFE HLD	COM	025676 20 6	2,399,000	252,800	b	1	a(252,800 shares)
AMERICAN INTL GROUP INC	COM	026874 10 7	1,183,000	17,400	b	1	a(17,400 shares)
AMERICAN MED SEC GROUP INC	COM	02744P 10 1	4,402,000	137,600	b	1	a(137,600 shares)
AMERICAN NATL INS CO	COM	028591 10 5	677,000	6,999	b	1	a(6,999 shares)
AMERICAN PHARMACEUTICALS PTN	COM	02886P 10 9	262,000	9,491	b	1	a(9,491 shares)
AMERICAN PHYSICIANS CAPITAL	COM	028884 10 4	519,000	16,953	b	1	a(16,953 shares)
AMERICAN STD COS INC DEL	COM	029712 10 6	123,018,000	3,161,600	b	1	a(3,161,600 shares)
AMERICAN STD COS INC DEL	COM	029712 10 6	3,502,000	90,000 C	b	1	a(90,000 shares)
AMERICAN STD COS INC DEL	COM	029712 10 6	3,619,000	93,000 P	b	1	a(93,000 shares)
AMERICAN TOWER CORP	CL A	029912 20 1	8,436,000	549,600	b	1	a(549,600 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)
AMERICAN WOODMARK CORP	COM	030506 10 9	276,000	7,462	b	1	a(7,462 shares)
AMERICREDIT CORP	COM	03060R 10 1	1,432,000	68,600	b	1	a(68,600 shares)
AMERISTAR CASINOS INC	COM	03070Q 10 1	3,618,000	119,593	b	1	a(119,593 shares)
AMERISOURCEBERGEN CORP	COM	03073E 10 5	8,470,000	157,700	b	1	a(157,700 shares)
AMERISOURCEBERGEN CORP	COM	03073E 10 5	8,701,000	162,000 C	b	1	a(162,000 shares)
AMERISOURCEBERGEN CORP	COM	03073E 10 5	2,256,000	42,000 P	b	1	a(42,000 shares)
AMERIGROUP CORP	COM	03073T 10 2	844,000	15,000 C	b	1	a(15,000 shares)
AMETEK INC NEW	COM	031100 10 0	4,269,000	140,800	b	1	a(140,800 shares)
AMGEN INC	COM	031162 10 0	24,663,000	434,125	b	1	a(434,125 shares)
AMKOR TECHNOLOGY INC	COM	031652 10 0	1,848,000	506,358	b	1	a(506,358 shares)
AMKOR TECHNOLOGY INC	COM	031652 10 0	499,000	136,600 C	b	1	a(136,600 shares)
AMPHENOL CORP NEW	CL A	032095 10 1	6,383,000	186,300	b	1	a(186,300 shares)
ANADARKO PETE CORP	COM	032511 10 7	584,000	8,800 P	b	1	a(8,800 shares)
ANALOG DEVICES INC	COM	032654 10 5	16,986,000	438,000	b	1	a(438,000 shares)
ANALOG DEVICES INC	COM	032654 10 5	795,000	20,500 C	b	1	a(20,500 shares)
ANAREN INC	COM	032744 10 4	321,000	23,885	b	1	a(23,885 shares)
ANDRX CORP DEL	ANDRX GROUP	034553 10 7	11,506,000	514,576	b	1	a(514,576 shares)
ANGIOTECH PHARMACEUTICALS IN	COM	034918 10 2	4,646,000	229,215	b	1	a(229,215 shares)
ANHEUSER BUSCH COS INC	COM	035229 10 3	6,414,000	128,400	b	1	a(128,400 shares)
ANHEUSER BUSCH COS INC	COM	035229 10 3	4,995,000	100,000 C	b	1	a(100,000 shares)
ANHEUSER BUSCH COS INC	COM	035229 10 3	7,118,000	142,500 P	b	1	a(142,500 shares)
ANIKA THERAPEUTICS INC	COM	035255 10 8	409,000	29,655	b	1	a(29,655 shares)
ANIXTER INTL INC	NOTE	035290 AF 2	2,631,000	5,000,000	b	1	a(5,000,000 shares)
ANNATAYLOR STORES CORP	COM	036115 10 3	23,407,000	1,000,300	b	1	a(1,000,300 shares)
ANTHEM INC	COM	03674B 10 4	2,120,000	24,300	b	1	a(24,300 shares)
ANTHEM INC	COM	03674B 10 4	10,217,000	117,100 C	b	1	a(117,100 shares)
ANTHEM INC	COM	03674B 10 4	4,450,000	51,000 P	b	1	a(51,000 shares)
ANSWERTHINK INC	COM	036916 10 4	636,000	118,801	b	1	a(118,801 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)
ANTIGENICS INC DEL	COM	037032 10 9	413,000	68,444	b	1	a(68,444 shares)
APACHE CORP	COM	037411 10 5	2,606,000	52,000	b	1	a(52,000 shares)
APACHE CORP	COM	037411 10 5	526,000	10,500 P	b	1	a(10,500 shares)
APOLLO GROUP INC	CL A	037604 10 5	74,404,000	1,014,088	b	1	a(1,014,088 shares)
APOLLO GROUP INC	CL A	037604 10 5	220,000	3,000 C	b	1	a(3,000 shares)
APOLLO GROUP INC	CL A	037604 10 5	3,991,000	54,400 P	b	1	a(54,400 shares)
APOGENT TECHNOLOGIES INC	DBCV 12/	03760A AK 7	66,589,000	54,000,000	b	1	a(54,000,000 shares)
APOGENT TECHNOLOGIES INC	DBCV 2,250%10/	03760A AL 5	7,543,000	7,000,000	b	1	a(7,000,000 shares)
APPLE COMPUTER INC	COM	037833 10 0	140,449,000	3,624,503	b	1	a(3,624,503 shares)
APPLE COMPUTER INC	COM	037833 10 0	2,713,000	70,000 C	b	1	a(70,000 shares)
APPLEBEES INTL INC	COM	037899 10 1	15,152,000	599,359	b	1	a(599,359 shares)
APRIA HEALTHCARE GROUP INC	NOTE 3,375% 9/	037933 AB 4	3,441,000	3,250,000	b	1	a(3,250,000 shares)
APPLERA CORP	COM AP BIO GRP	038020 10 3	674,000	35,700	b	1	a(35,700 shares)
APPLERA CORP	COM CE GEN GRP	038020 20 2	4,442,000	380,020	b	1	a(380,020 shares)
APPLICA INC	COM	03815A 10 6	1,374,000	340,200	b	1	a(340,200 shares)
APPLIED MATLS INC	COM	038222 10 5	37,565,000	2,278,065	b	1	a(2,278,065 shares)
APPLIED MATLS INC	COM	038222 10 5	1,484,000	90,000 C	b	1	a(90,000 shares)
APPLIED MICRO CIRCUITS CORP	COM	03822W 10 9	29,100,000	9,297,018	b	1	a(9,297,018 shares)
AQUILA INC	COM	03840P 10 2	1,968,000	630,800	b	1	a(630,800 shares)
ARACRUZ CELULOSE S A	SPON ADR PRD B	038496 20 4	917,000	27,700	b	1	a(27,700 shares)
ARAMARK CORP	CL B	038521 10 0	7,983,000	330,700	b	1	a(330,700 shares)
ARBITRON INC	COM	03875Q 10 8	17,101,000	467,100	b	1	a(467,100 shares)
ARCH COAL INC	COM	039380 10 0	4,922,000	138,700	b	1	a(138,700 shares)
ARCH WIRELESS INC	CL A	039392 70 9	2,578,000	89,733	b	1	a(89,733 shares)
ARCTIC CAT INC	COM	039670 10 4	1,236,000	47,630	b	1	a(47,630 shares)
ARENA PHARMACEUTICALS INC	COM	040047 10 2	979,000	227,124	b	1	a(227,124 shares)
ARGOSY GAMING CO	COM	040228 10 8	16,574,000	422,800	b	1	a(422,800 shares)
ARKANSAS BEST CORP DEL	COM	040790 10 7	933,000	25,477	b	1	a(25,477 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)
ARM HUDGS PLC	SPONSORED ADR	042068 10 6	218,000	47,785	b	1	a(47,785 shares)
ARMOR HOLDINGS INC	COM	042260 10 9	6,832,000	164,200	b	1	a(164,200 shares)
ARMOR HOLDINGS INC	COM	042260 10 9	1,664,000	40,000 c	b	1	a(40,000 shares)
AROTEC CORP	COM	042682 10 4	824,000	531,604	b	1	a(531,604 shares)
ARQUE INC	COM	04269E 10 7	800,000	173,220	b	1	a(173,220 shares)
ARRIS GROUP INC	COM	04269Q 10 0	6,092,000	1,167,130	b	1	a(1,167,130 shares)
ARRAY BIOPHARMA, INC	COM	04269X 10 5	1,083,000	154,905	b	1	a(154,905 shares)
ARROW ELECTRS INC	DBC	042735 AY 6	7,685,000	14,500,000	b	1	a(14,500,000 shares)
ARTISAN COMPONENTS INC	COM	042923 10 2	9,278,000	318,710	b	1	a(318,710 shares)
ARTESYN TECHNOLOGIES INC	COM	043127 10 9	2,146,000	215,062	b	1	a(215,062 shares)
ASBURY AUTOMOTIVE GROUP INC	COM	043436 10 4	1,060,000	78,500	b	1	a(78,500 shares)
ASHLAND INC	COM	044204 10 5	24,956,000	445,000	b	1	a(445,000 shares)
ASIATNFO HLDGS INC	COM	04518A 10 4	85,000	17,441	b	1	a(17,441 shares)
ASPECT COMMUNICATIONS CORP	COM	04523Q 10 2	7,406,000	745,784	b	1	a(745,784 shares)
ASSOCIATED BANC CORP	COM	045487 10 5	3,760,000	117,248	b	1	a(117,248 shares)
ASSURANT INC	COM	04621X 10 8	6,669,000	256,500	b	1	a(256,500 shares)
ASTA FDG INC	COM	046220 10 9	292,000	18,049	b	1	a(18,049 shares)
ASTEC INDS INC	COM	046224 10 1	1,126,000	58,868	b	1	a(58,868 shares)
ASTORIA FINL CORP	COM	046265 10 4	10,881,000	306,600	b	1	a(306,600 shares)
ATHEROGENICS INC	COM	047439 10 4	2,082,000	63,196	b	1	a(63,196 shares)
ATHEROGENICS INC	COM	047439 10 4	11,503,000	349,100 c	b	1	a(349,100 shares)
ATHEROGENICS INC	COM	047439 10 4	6,587,000	199,900 P	b	1	a(199,900 shares)
ATMEL CORP	COM	049513 10 4	25,826,000	7,134,281	b	1	a(7,134,281 shares)
ATMOS ENERGY CORP	COM	049560 10 5	1,257,000	49,900	b	1	a(49,900 shares)
ATRIX LABS INC	COM	04962L 10 1	2,589,000	84,375	b	1	a(84,375 shares)
ATRIX LABS INC	COM	04962L 10 1	218,000	7,100 c	b	1	a(7,100 shares)
ATRIX LABS INC	COM	04962L 10 1	368,000	12,000 P	b	1	a(12,000 shares)
AUTODESK INC	COM	052769 10 6	24,133,000	496,257	b	1	a(496,257 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)
AUTOLIV INC	COM	052800 10 9	558,000	13,800	b	1	a(13,800 shares)
AUTOMATIC DATA PROCESSING IN	COM	053015 10 3	6,198,000	150,000 C	b	1	a(150,000 shares)
AUTOMATIC DATA PROCESSING IN	COM	053015 10 3	4,132,000	100,000 P	b	1	a(100,000 shares)
AUTONATION INC	COM	05329W 10 2	12,113,000	709,200	b	1	a(709,200 shares)
AUTOZONE INC	COM	053332 10 2	25,029,000	324,000	b	1	a(324,000 shares)
AVANIR PHARMACEUTICALS	CL A	05348P 10 4	229,000	80,500	b	1	a(80,500 shares)
AVAYA INC	NOTE 10/	053499 AA 7	4,455,000	8,000,000	b	1	a(8,000,000 shares)
AVENTIS	SPONSORED ADR	053561 10 6	1,393,000	16,500 C	b	1	a(16,500 shares)
AVENTIS	SPONSORED ADR	053561 10 6	1,477,000	17,500 P	b	1	a(17,500 shares)
AVICI SYS INC	COM NEW	05367L 80 2	747,000	119,958	b	1	a(119,958 shares)
AVISTA CORP	COM	053798 10 7	431,000	23,800	b	1	a(23,800 shares)
AVNET INC	COM	053807 10 3	897,000	52,400	b	1	a(52,400 shares)
AVOCENT CORP	COM	053893 10 3	2,120,000	81,460	b	1	a(81,460 shares)
AVON PRODS INC	COM	054303 10 2	81,690,000	1,870,200	b	1	a(1,870,200 shares)
AVON PRODS INC	COM	054303 10 2	5,285,000	121,000 P	b	1	a(121,000 shares)
AXA	SPONSORED ADR	054536 10 7	1,513,000	74,600	b	1	a(74,600 shares)
AXCELIS TECHNOLOGIES INC	COM	054540 10 9	928,000	112,074	b	1	a(112,074 shares)
BCE INC	COM	055348 10 9	2,964,000	137,200	b	1	a(137,200 shares)
BCE INC	COM	055348 10 9	260,000	12,000 P	b	1	a(12,000 shares)
BG PLC	ADR FIN INST N	055434 20 3	286,000	8,400	b	1	a(8,400 shares)
BISYS GROUP INC	COM	055472 10 4	6,932,000	474,500	b	1	a(474,500 shares)
BISYS GROUP INC	NOTE 4.000% 3/	055472 AB 0	18,293,000	18,572,000	b	1	a(18,572,000 shares)
BJ SVCS CO	COM	055482 10 3	210,000	4,000	b	1	a(4,000 shares)
BJS WHOLESALE CLUB INC	COM	05548J 10 6	26,219,000	959,000	b	1	a(959,000 shares)
BP PLC	SPONSORED ADR	055622 10 4	21,453,000	372,900	b	1	a(372,900 shares)
BP PLC	SPONSORED ADR	055622 10 4	5,753,000	100,000 C	b	1	a(100,000 shares)
BP PLC	SPONSORED ADR	055622 10 4	460,000	8,000 P	b	1	a(8,000 shares)
BMC SOFTWARE INC	COM	055921 10 0	55,596,000	3,516,500	b	1	a(3,516,500 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)
BALL CORP	COM	058498 10 6	84,816,000	2,266,000	b	1	a(2,266,000 shares)
BALL CORP	COM	058498 10 6	4,117,000	110,000 C	b	1	a(110,000 shares)
BALL CORP	COM	058498 10 6	6,363,000	170,000 P	b	1	a(170,000 shares)
BALLARD PMR SYS INC	COM	05858H 10 4	2,659,000	358,832	b	1	a(358,832 shares)
BALLY TOTAL FITNESS HLDG COR	COM	05873K 10 8	1,266,000	347,700	b	1	a(347,700 shares)
BANCO SANTANDER CHILE NEW	SP ADR REP COM	05965X 10 9	246,000	8,800	b	1	a(8,800 shares)
BANK OF AMERICA CORPORATION	COM	060505 10 4	257,039,000	5,932,122	b	1	a(5,932,122 shares)
BANK OF AMERICA CORPORATION	COM	060505 10 4	36,354,000	839,000 C	b	1	a(839,000 shares)
BANK OF AMERICA CORPORATION	COM	060505 10 4	260,000	6,000 P	b	1	a(6,000 shares)
BANK MONTREAL QUE	COM	063671 10 1	614,000	14,000	b	1	a(14,000 shares)
BANK NEW YORK INC	COM	064057 10 2	78,584,000	2,694,000	b	1	a(2,694,000 shares)
BANK NOVA SCOTIA HALIFAX	COM	064149 10 7	18,985,000	648,300	b	1	a(648,300 shares)
BANKNORTH GROUP INC NEW	COM	06646R 10 7	1,666,000	47,600	b	1	a(47,600 shares)
BANKNORTH GROUP INC NEW	COM	06646R 10 7	350,000	10,000 C	b	1	a(10,000 shares)
BANKNORTH GROUP INC NEW	COM	06646R 10 7	893,000	25,500 P	b	1	a(25,500 shares)
BANTA CORP	COM	066821 10 9	2,826,000	71,100	b	1	a(71,100 shares)
BARD C R INC	COM	067383 10 9	38,350,000	677,200	b	1	a(677,200 shares)
BARD C R INC	COM	067383 10 9	10,420,000	184,000 C	b	1	a(184,000 shares)
BARD C R INC	COM	067383 10 9	7,453,000	131,600 P	b	1	a(131,600 shares)
BARNES & NOBLE INC	COM	067774 10 9	17,501,000	473,000	b	1	a(473,000 shares)
BARR PHARMACEUTICALS INC	COM	068306 10 9	39,369,000	950,250	b	1	a(950,250 shares)
BAUSCH & LOMB INC	COM	071707 10 3	2,924,000	44,000 C	b	1	a(44,000 shares)
BAUSCH & LOMB INC	COM	071707 10 3	930,000	14,000 P	b	1	a(14,000 shares)
BAUSCH & LOMB INC	FRNT	071707 AK 9	8,074,000	6,000,000	b	1	a(6,000,000 shares)
BAXTER INTL INC	COM	071813 10 9	18,929,000	588,600	b	1	a(588,600 shares)
BAY VIEW CAP CORP DEL	COM NEW	07262L 30 9	959,000	58,260	b	1	a(58,260 shares)
BBVA BANCO FRANCES S A	SPONSORED ADR	07329M 10 0	730,000	109,100	b	1	a(109,100 shares)
BEA SYS INC	COM	073325 10 2	15,925,000	2,304,605	b	1	a(2,304,605 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)
BEAR STEARNS COS INC	COM	073902 10 8	32,082,000	333,600	b	1	a(333,600 shares)
BEAR STEARNS COS INC	COM	073902 10 8	7,501,000	78,000 C	b	1	a(78,000 shares)
BEAR STEARNS COS INC	COM	073902 10 8	4,472,000	46,500 P	b	1	a(46,500 shares)
BEARINGPOINT INC	COM	074002 10 6	3,528,000	394,600	b	1	a(394,600 shares)
BEAZER HOMES USA INC	COM	07556Q 10 5	1,315,000	12,300	b	1	a(12,300 shares)
BECKMAN COULTER INC	COM	075811 10 9	12,515,000	223,000	b	1	a(223,000 shares)
BECKMAN COULTER INC	COM	075811 10 9	1,403,000	25,000 C	b	1	a(25,000 shares)
BECTON DICKINSON & CO	COM	075887 10 9	527,000	10,200	b	1	a(10,200 shares)
BED BATH & BEYOND INC	COM	075896 10 0	37,701,000	1,015,924	b	1	a(1,015,924 shares)
BELLSOUTH CORP	COM	079860 10 2	3,756,000	138,500	b	1	a(138,500 shares)
BEMA GOLD CORP	COM	08135F 10 7	2,514,000	789,000	b	1	a(789,000 shares)
BEMIS INC	COM	081437 10 5	3,245,000	122,100	b	1	a(122,100 shares)
BENNETT ENVIRONMENTAL INC	COM	081906 10 9	53,000	10,700	b	1	a(10,700 shares)
BERKLEY W R CORP	COM	084423 10 2	35,954,000	852,800	b	1	a(852,800 shares)
BEST BUY INC	COM	086516 10 1	259,940,000	4,792,400	b	1	a(4,792,400 shares)
BEST BUY INC	COM	086516 10 1	19,798,000	365,000 C	b	1	a(365,000 shares)
BEST BUY INC	COM	086516 10 1	12,931,000	238,400 P	b	1	a(238,400 shares)
BEVERLY HILLS BANCORP DEL	COM	087866 10 9	147,000	14,075	b	1	a(14,075 shares)
BHP BILLITON LTD	SPONSORED ADR	088606 10 8	942,000	45,400	b	1	a(45,400 shares)
BIG 5 SPORTING GOODS CORP	COM	08915P 10 1	3,514,000	154,135	b	1	a(154,135 shares)
BIG LOTS INC	COM	089302 10 3	810,000	66,200	b	1	a(66,200 shares)
BIO RAD LABS INC	CL A	090572 20 7	843,000	16,500	b	1	a(16,500 shares)
BIO-REFERENCE LABS INC	COM \$.01 NEW	09057G 60 2	648,000	46,485	b	1	a(46,485 shares)
BIOENVISION INC	COM	09059N 10 0	910,000	113,942	b	1	a(113,942 shares)
BIOGEN IDEC INC	COM	09062X 10 3	45,051,000	736,484	b	1	a(736,484 shares)
BIOGEN IDEC INC	COM	09062X 10 3	1,223,000	20,000 C	b	1	a(20,000 shares)
BIOPURE CORP	CL A	09065H 10 5	169,000	413,036	b	1	a(413,036 shares)
BIOVERIS CORP	COM	090676 10 7	344,000	55,408	b	1	a(55,408 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Disposition (note #2)	Managers	Voting Authority (Shares) (note #3)
BIOVAIL CORP	COM	090671 10 9	3,308,000	191,200	b	1	a(191,200 shares)
BIOLASE TECHNOLOGY INC	COM	090911 10 8	127,000	15,544	b	1	a(15,544 shares)
BIOSITE INC	COM	090945 10 6	2,756,000	56,300 C	b	1	a(56,300 shares)
BIOSITE INC	COM	090945 10 6	2,610,000	53,300 P	b	1	a(53,300 shares)
BLACK & DECKER CORP	COM	091797 10 0	3,918,000	50,600	b	1	a(50,600 shares)
BLACK & DECKER CORP	COM	091797 10 0	3,872,000	50,000 C	b	1	a(50,000 shares)
BLACK HILLS CORP	COM	092113 10 9	756,000	27,200	b	1	a(27,200 shares)
BLOCK H & R INC	COM	093671 10 5	321,000	6,500	b	1	a(6,500 shares)
BLOCKBUSTER INC	CL A	093679 10 8	19,732,000	2,599,700	b	1	a(2,599,700 shares)
BLOUNT INTL INC NEW	COM	095180 10 5	588,000	44,900	b	1	a(44,900 shares)
BLYTH INC	COM	09643P 10 8	1,301,000	42,100	b	1	a(42,100 shares)
BOCA RESORTS INC	CL A	09688T 10 6	210,000	11,300	b	1	a(11,300 shares)
BOEING CO	COM	097023 10 5	299,000	5,800	b	1	a(5,800 shares)
BOEING CO	COM	097023 10 5	217,000	4,200 C	b	1	a(4,200 shares)
BOISE CASCADE CORP	COM	097383 10 3	42,136,000	1,266,100	b	1	a(1,266,100 shares)
BON-TON STORES INC	COM	09776J 10 1	617,000	50,639	b	1	a(50,639 shares)
BOOKHAM INC	COM	09856E 10 5	3,192,000	491,082	b	1	a(491,082 shares)
BORDERS GROUP INC	COM	099709 10 7	5,625,000	226,800	b	1	a(226,800 shares)
BORG WARNER INC	COM	099724 10 6	455,000	10,500	b	1	a(10,500 shares)
BORG WARNER INC	COM	099724 10 6	1,732,000	40,000 C	b	1	a(40,000 shares)
BOSTON BEER INC	CL A	100557 10 7	1,338,000	53,100	b	1	a(53,100 shares)
BOSTON COMMUNICATIONS GROUP	COM	100582 10 5	220,000	25,114	b	1	a(25,114 shares)
BOSTON SCIENTIFIC CORP	COM	101137 10 7	55,201,000	1,389,400 C	b	1	a(1,389,400 shares)
BOSTON SCIENTIFIC CORP	COM	101137 10 7	34,219,000	861,300 P	b	1	a(861,300 shares)
BOWATER INC	COM	102183 10 0	2,142,000	56,100	b	1	a(56,100 shares)
BOWNE & CO INC	COM	103043 10 5	310,000	23,900	b	1	a(23,900 shares)
BOYD GAMING CORP	COM	103304 10 1	4,389,000	155,900	b	1	a(155,900 shares)
BRADLEY PHARMACEUTICALS INC	COM	104576 10 3	287,000	14,100 C	b	1	a(14,100 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
BRASIL TELECOM PARTICIPACOES	SPON ADR PFD	105530 10 9	849,000	26,200	b	1	a(26,200 shares)
BRIGGS & STRATTON CORP	COM	109043 10 9	9,135,000	112,500 C	b	1	a(112,500 shares)
BRIGGS & STRATTON CORP	COM	109043 10 9	1,324,000	16,300 P	b	1	a(16,300 shares)
BRILLIANCE CHINA AUTO HLDG L	SPONSORED ADR	10949Q 10 5	233,000	11,600	b	1	a(11,600 shares)
BRINKER INTL INC	COM	109641 10 0	763,000	24,500	b	1	a(24,500 shares)
BRINKS CO	COM	109696 10 4	7,564,000	250,700	b	1	a(250,700 shares)
BRISTOL MYERS SQUIBB CO	COM	110122 10 8	570,000	24,100	b	1	a(24,100 shares)
BRITISH AWYS PLC	ADR 2ND INSTAL	110419 30 6	595,000	15,800	b	1	a(15,800 shares)
BROADCOM CORP	CL A	111320 10 7	20,420,000	748,244	b	1	a(748,244 shares)
BROADCOM CORP	CL A	111320 10 7	6,004,000	220,000 C	b	1	a(220,000 shares)
BROADCOM CORP	CL A	111320 10 7	1,228,000	45,000 P	b	1	a(45,000 shares)
BROADVISION INC	COM NEW	111412 60 7	332,000	113,236	b	1	a(113,236 shares)
BROCADE COMMUNICATIONS SYS I	COM	111621 10 8	20,185,000	3,572,570	b	1	a(3,572,570 shares)
BROCADE COMMUNICATIONS SYS I	NOTE 2.000% 1/	111621 AB 4	2,813,000	3,000,000	b	1	a(3,000,000 shares)
BROOKFIELD HOMES CORP	COM	112723 10 1	3,233,000	122,700	b	1	a(122,700 shares)
BROOKFIELD PTYS CORP	COM	112900 10 5	5,560,000	172,400	b	1	a(172,400 shares)
BROOKSTONE INC	COM	114537 10 3	1,249,000	66,102	b	1	a(66,102 shares)
BROOKTROUT INC	COM	114580 10 3	968,000	106,806	b	1	a(106,806 shares)
BROWN & BROWN INC	COM	115236 10 1	4,725,000	103,400	b	1	a(103,400 shares)
BROWN FORMAN CORP	CL B	115637 20 9	646,000	14,100	b	1	a(14,100 shares)
BROWN SHOE INC NEW	COM	115736 10 0	1,388,000	55,400	b	1	a(55,400 shares)
BRUNSWICK CORP	COM	117043 10 9	77,385,000	1,691,100	b	1	a(1,691,100 shares)
BURLINGTON NORTHN SANTA FE C	COM	12189T 10 4	766,000	20,000 C	b	1	a(20,000 shares)
BURLINGTON NORTHN SANTA FE C	COM	12189T 10 4	766,000	20,000 P	b	1	a(20,000 shares)
BURLINGTON RES INC	COM	122014 10 3	24,031,000	589,000	b	1	a(589,000 shares)
CBRL GROUP INC	COM	12489V 10 6	216,000	6,000 C	b	1	a(6,000 shares)
CBRL GROUP INC	COM	12489V 10 6	2,165,000	60,000 P	b	1	a(60,000 shares)
CBRL GROUP INC	NOTE	4/ 12489V AB 2	9,469,000	20,000,000	b	1	a(20,000,000 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)
CB RICHARD ELLIS GROUP INC	CL A	12497T 10 1	832,000	36,000	b	1	a(36,000 shares)
C COR INC	COM	125010 10 8	1,318,000	156,011	b	1	a(156,011 shares)
C D I CORP	COM	125071 10 0	1,138,000	55,500	b	1	a(55,500 shares)
C D W CORP	COM	12512N 10 5	34,134,000	588,217	b	1	a(588,217 shares)
CEC ENTMT INC	COM	125137 10 9	3,017,000	82,100	b	1	a(82,100 shares)
CIGNA CORP	COM	125509 10 9	766,000	11,000 P	b	1	a(11,000 shares)
CIT GROUP INC	COM	125581 10 8	29,460,000	787,900	b	1	a(787,900 shares)
CIT GROUP INC	COM	125581 10 8	2,561,000	68,500 C	b	1	a(68,500 shares)
CKE RESTAURANTS INC	COM	12561E 10 5	5,921,000	535,800	b	1	a(535,800 shares)
CLECO CORP NEW	COM	12561W 10 5	1,334,000	77,400	b	1	a(77,400 shares)
CMGI INC	COM	125750 10 9	112,000	92,483	b	1	a(92,483 shares)
CPI CORP	COM	125902 10 6	148,000	11,200	b	1	a(11,200 shares)
CSK AUTO CORP	COM	125965 10 3	9,471,000	711,000	b	1	a(711,000 shares)
CNA FINL CORP	COM	126117 10 0	3,834,000	159,700	b	1	a(159,700 shares)
CNF INC	COM	12612W 10 4	17,499,000	426,900	b	1	a(426,900 shares)
CSG SYS INTL INC	COM	126349 10 9	10,300,000	668,414	b	1	a(668,414 shares)
CVS CORP	COM	126650 10 0	1,748,000	41,500 C	b	1	a(41,500 shares)
CVS CORP	COM	126650 10 0	1,769,000	42,000 P	b	1	a(42,000 shares)
CV THERAPEUTICS INC	COM	126667 10 4	2,213,000	177,069	b	1	a(177,069 shares)
CV THERAPEUTICS INC	COM	126667 10 4	161,000	12,900 P	b	1	a(12,900 shares)
CABLE & WIRELESS PUB LTD CO	SPONSORED ADR	126830 20 7	984,000	187,000	b	1	a(187,000 shares)
CABLEVISION SYS CORP	CL A NY CABLVS	12686C 10 9	3,717,000	183,300 C	b	1	a(183,300 shares)
CABLEVISION SYS CORP	CL A NY CABLVS	12686C 10 9	852,000	42,000 P	b	1	a(42,000 shares)
CACHE INC	COM NEW	127150 30 8	499,000	33,252	b	1	a(33,252 shares)
CADENCE DESIGN SYSTEM INC	COM	127387 10 8	936,000	71,800	b	1	a(71,800 shares)
CAESARS ENTMT INC	COM	127687 10 1	31,994,000	1,915,800	b	1	a(1,915,800 shares)
CAL DIVE INTL INC	COM	127914 10 9	1,338,000	37,560	b	1	a(37,560 shares)
CAL MAINE FOODS INC	COM NEW	128030 20 2	4,014,000	365,900	b	1	a(365,900 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
CALAMP CORP	COM	128126 10 9	771,000	108,221	b	1	a(108,221 shares)
CALIFORNIA MICRO DEVICES COR	COM	130439 10 2	485,000	62,749	b	1	a(62,749 shares)
CALIPER LIFE SCIENCES INC	COM	130872 10 4	1,500,000	213,332	b	1	a(213,332 shares)
CALLIDUS SOFTWARE INC	COM	13123E 50 0	604,000	147,578	b	1	a(147,578 shares)
CANADIAN NATL RY CO	COM	136375 10 2	4,101,000	83,700	b	1	a(83,700 shares)
CANADIAN SUPERIOR ENERGY INC	COM	136644 10 1	501,000	270,400	b	1	a(270,400 shares)
CANON INC	ADR	138006 30 9	2,377,000	50,400	b	1	a(50,400 shares)
CANTEL MEDICAL CORP	COM	138098 10 8	497,000	20,700	b	1	a(20,700 shares)
CAPITAL ONE FINL CORP	COM	14040H 10 5	44,503,000	602,200 C	b	1	a(602,200 shares)
CAPITAL ONE FINL CORP	COM	14040H 10 5	2,217,000	30,000 P	b	1	a(30,000 shares)
CAPITAL ONE FINL CORP	DECS UPFR 6.25	14040H 20 4	8,156,000	153,600	b	1	a(153,600 shares)
CAPITOL FED FINL	COM	14057C 10 6	479,000	14,892	b	1	a(14,892 shares)
CAPSTONE TURBINE CORP	COM	14067D 10 2	407,000	266,140	b	1	a(266,140 shares)
CAPTARIS INC	COM	14071N 10 4	147,000	34,557	b	1	a(34,557 shares)
CARACO PHARMACEUTICAL LABS L	COM	14075T 10 7	929,000	120,700	b	1	a(120,700 shares)
CARDINAL HEALTH INC	COM	14149Y 10 8	349,000	7,974	b	1	a(7,974 shares)
CARDINAL HEALTH INC	COM	14149Y 10 8	4,618,000	105,500 C	b	1	a(105,500 shares)
CARDINAL HEALTH INC	COM	14149Y 10 8	2,517,000	57,500 P	b	1	a(57,500 shares)
CAREER EDUCATION CORP	COM	141665 10 9	4,092,000	143,917	b	1	a(143,917 shares)
CAREER EDUCATION CORP	COM	141665 10 9	10,826,000	380,800 C	b	1	a(380,800 shares)
CAREER EDUCATION CORP	COM	141665 10 9	492,000	17,300 P	b	1	a(17,300 shares)
CAREMARK RX INC	COM	141705 10 3	63,488,000	1,979,674	b	1	a(1,979,674 shares)
CARLISLE COS INC	COM	142339 10 0	237,000	3,700	b	1	a(3,700 shares)
CARMAX INC	COM	143130 10 2	53,667,000	2,490,334	b	1	a(2,490,334 shares)
CARMIKE CINEMAS INC	COM	143436 40 0	1,500,000	42,614	b	1	a(42,614 shares)
CARNIVAL CORP	DBC 2.000% 4/	143658 AN 2	24,258,000	18,500,000	b	1	a(18,500,000 shares)
CARNIVAL CORP	NOTE 10/	143658 AS 1	24,356,000	30,000,000	b	1	a(30,000,000 shares)
CARREKER CORP	COM	144433 10 9	1,616,000	212,409	b	1	a(212,409 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)
CARTER INC	COM	146229 10 9	1,138,000	41,100	b	1	a(41,100 shares)
CASELLA WASTE SYS INC	CL A	147448 10 4	227,000	19,167	b	1	a(19,167 shares)
CASH AMER INTL INC	COM	14754D 10 0	2,776,000	113,500	b	1	a(113,500 shares)
CATERPILLAR INC DEL	COM	149123 10 1	2,414,000	30,000 C	b	1	a(30,000 shares)
CATERPILLAR INC DEL	COM	149123 10 1	5,736,000	71,300 P	b	1	a(71,300 shares)
CATHAY GENERAL BANCORP	COM	149150 10 4	3,243,000	87,214	b	1	a(87,214 shares)
CATO CORP NEW	CL A	149205 10 6	3,694,000	166,000	b	1	a(166,000 shares)
CEDARA SOFTWARE CORP	COM	150644 10 2	189,000	23,700	b	1	a(23,700 shares)
CELERITEK INC	COM	150926 10 3	65,000	18,964	b	1	a(18,964 shares)
CELL THERAPEUTICS INC	COM	150934 10 7	2,930,000	427,080	b	1	a(427,080 shares)
CELESTICA INC	SUB VTG SHS	15101Q 10 8	3,604,000	283,787	b	1	a(283,787 shares)
CELGENE CORP	COM	151020 10 4	1,702,000	29,227	b	1	a(29,227 shares)
CELGENE CORP	COM	151020 10 4	1,747,000	30,000 C	b	1	a(30,000 shares)
CELSION CORPORATION	COM	15117N 10 7	57,000	113,300	b	1	a(113,300 shares)
CEMEX S A	SPON ADR 5 ORD	151290 88 9	22,254,000	790,814	b	1	a(790,814 shares)
CENDANT CORP	COM	151313 10 3	24,177,000	1,119,300	b	1	a(1,119,300 shares)
CENDANT CORP	COM	151313 10 3	7,128,000	330,000 C	b	1	a(330,000 shares)
CENTERPOINT ENERGY INC	COM	15189T 10 7	864,000	83,400	b	1	a(83,400 shares)
CENTERPOINT ENERGY INC	NOTE 3.750% 5/	15189T AC 1	3,632,000	3,300,000	b	1	a(3,300,000 shares)
CENTEX CORP	COM	152312 10 4	67,854,000	1,344,700	b	1	a(1,344,700 shares)
CENTEX CORP	COM	152312 10 4	2,018,000	40,000 P	b	1	a(40,000 shares)
CENTILLIUM COMMUNICATIONS IN	COM	152319 10 9	568,000	238,597	b	1	a(238,597 shares)
CENTRAL FIGHT LINES INC NEV	COM	153491 10 5	697,000	115,946	b	1	a(115,946 shares)
CENTURY ALUM CO	COM	156431 10 8	5,663,000	204,204	b	1	a(204,204 shares)
CENTURYTEL INC	COM	156700 10 6	401,000	11,700	b	1	a(11,700 shares)
CEPHALON INC	COM	156708 10 9	259,000	5,405	b	1	a(5,405 shares)
CEPHALON INC	COM	156708 10 9	12,579,000	262,600 C	b	1	a(262,600 shares)
CEPHALON INC	COM	156708 10 9	2,395,000	50,000 P	b	1	a(50,000 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

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180,011,000

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)
CEPHALON INC	NOTE	6/ 156708 AG 4	26,355,000	26,504,000	b	1	a(26,504,000 shares)
CEPHALON INC	NOTE	2.500%12/ 156708 AE 9	38,675,000	39,718,000	b	1	a(39,718,000 shares)
CERES GROUP INC	COM	156772 10 5	444,000	81,445	b	1	a(81,445 shares)
CERNER CORP	COM	156782 10 4	919,000	21,252	b	1	a(21,252 shares)
CERTEGY INC	COM	156880 10 6	1,161,000	31,200	b	1	a(31,200 shares)
CERUS CORP	COM	157085 10 1	415,000	172,052	b	1	a(172,052 shares)
CEVA INC	COM	157210 10 5	114,000	14,387	b	1	a(14,387 shares)
CHAMPION ENTERPRISES INC	COM	158496 10 9	5,645,000	548,600	b	1	a(548,600 shares)
CHARLES RIV LABORATORIES INC	DBCV	3.500% 2/ 159863 AL 3	12,181,000	10,000,000	b	1	a(10,000,000 shares)
CHARLES RIV LABS INTL INC	COM	159864 10 7	824,000	18,000 c	b	1	a(18,000 shares)
CHARTERMAC	SH BEN INT	160908 10 9	789,000	35,900	b	1	a(35,900 shares)
CHARLOTTE RUSSE HLDG INC	COM	161048 10 3	2,532,000	220,525	b	1	a(220,525 shares)
CHARMING SHOPPES INC	COM	161133 10 3	1,259,000	176,835	b	1	a(176,835 shares)
CHARTER COMMUNICATIONS INC D	CL A	16117M 10 7	6,577,000	2,472,676	b	1	a(2,472,676 shares)
CHARTER COMMUNICATIONS INC D	NOTE	4.750% 6/ 16117M AC 1	3,420,000	4,000,000	b	1	a(4,000,000 shares)
CHARTER COMMUNICATIONS INC D	NOTE	5.750%10/ 16117M AB 3	98,417,000	110,105,000	b	1	a(110,105,000 shares)
CHECKERS DRIVE-IN RESTAURANT	COM NEW	162809 30 5	1,267,000	107,836	b	1	a(107,836 shares)
CHECKFREE CORP NEW	COM	162813 10 9	17,960,000	649,077	b	1	a(649,077 shares)
CHECKFREE CORP NEW	COM	162813 10 9	8,661,000	313,000 c	b	1	a(313,000 shares)
CHEMED CORP NEW	COM	16359R 10 3	412,000	7,400	b	1	a(7,400 shares)
CHESAPEAKE CORP	COM	165159 10 4	1,237,000	51,500	b	1	a(51,500 shares)
CHESAPEAKE ENERGY CORP	COM	165167 10 7	10,600,000	669,600	b	1	a(669,600 shares)
CHEVRONTXACO CORP	COM	166764 10 0	66,374,000	1,237,400	b	1	a(1,237,400 shares)
CHEVRONTXACO CORP	COM	166764 10 0	30,285,000	564,600 c	b	1	a(564,600 shares)
CHEVRONTXACO CORP	COM	166764 10 0	24,674,000	460,000 P	b	1	a(460,000 shares)
CHICAGO MERCANTILE HLDGS INC	CL A	167760 10 7	29,470,000	182,700 c	b	1	a(182,700 shares)
CHICAGO MERCANTILE HLDGS INC	CL A	167760 10 7	17,033,000	105,600 P	b	1	a(105,600 shares)
CHILDRENS PL RETAIL STORES I	COM	168905 10 7	9,635,000	402,969	b	1	a(402,969 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)
CHINA LIFE INS CO LTD	SPON ADR REP H	16939P 10 6	533,000	20,900	b	1	a(20,900 shares)
CHINA LIFE INS CO LTD	SPON ADR REP H	16939P 10 6	2,072,000	81,200 C	b	1	a(81,200 shares)
CHINA LIFE INS CO LTD	SPON ADR REP H	16939P 10 6	1,097,000	43,000 P	b	1	a(43,000 shares)
CHINA PETE & CHEM CORP	SPON ADR H SHS	16941R 10 8	718,000	17,500	b	1	a(17,500 shares)
CHINA PETE & CHEM CORP	SPON ADR H SHS	16941R 10 8	1,190,000	29,000 P	b	1	a(29,000 shares)
CHINA UNICOM LTD	SPONSORED ADR	16945R 10 4	1,814,000	232,600	b	1	a(232,600 shares)
CHOICE HOTELS INTL INC	COM	169905 10 6	15,987,000	277,600	b	1	a(277,600 shares)
CHIQUITA BRANDS INTL INC	COM	170032 80 9	4,873,000	279,900	b	1	a(279,900 shares)
CHIRON CORP	COM	170040 10 9	1,017,000	23,000	b	1	a(23,000 shares)
CHIRON CORP	COM	170040 10 9	3,346,000	75,700 C	b	1	a(75,700 shares)
CHIRON CORP	COM	170040 10 9	1,976,000	44,700 P	b	1	a(44,700 shares)
CHITTENDEN CORP	COM	170228 10 0	4,144,000	152,075	b	1	a(152,075 shares)
CHOICEPOINT INC	COM	170388 10 2	7,924,000	185,800	b	1	a(185,800 shares)
CHOLESTECH CORP	COM	170393 10 2	581,000	85,964	b	1	a(85,964 shares)
CHORDIANT SOFTWARE INC	COM	170404 10 7	792,000	272,109	b	1	a(272,109 shares)
CHRONIMED INC	COM	171164 10 6	503,000	83,633	b	1	a(83,633 shares)
CHUBB CORP	COM	171232 10 1	288,000	4,100	b	1	a(4,100 shares)
CHUBB CORP	COM	171232 10 1	3,514,000	50,000 C	b	1	a(50,000 shares)
CHUBB CORP	COM	171232 10 1	3,514,000	50,000 P	b	1	a(50,000 shares)
CHURCH & DWIGHT INC	COM	171340 10 2	7,909,000	281,850	b	1	a(281,850 shares)
CIBER INC	COM	171638 10 2	81,000	10,800	b	1	a(10,800 shares)
CIENA CORP	COM	171779 10 1	147,000	74,400	b	1	a(74,400 shares)
CINCINNATI BELL INC NEW	COM	171871 10 6	8,958,000	2,566,900	b	1	a(2,566,900 shares)
CINERGY CORP	COM	172474 10 8	2,451,000	61,900	b	1	a(61,900 shares)
CIRCUIT CITY STORE INC	COM	172737 10 8	76,132,000	4,963,000	b	1	a(4,963,000 shares)
CIRCOR INTL INC	COM	17273K 10 9	404,000	20,700	b	1	a(20,700 shares)
CIRRUS LOGIC INC	COM	172755 10 0	1,816,000	380,635	b	1	a(380,635 shares)
CISCO SYS INC	COM	17275R 10 2	57,128,000	3,156,259	b	1	a(3,156,259 shares)

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Name of Issuer	Title of class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
CISCO SYS INC	COM	17275R 10 2	13,217,000	730,200 C	b	1	a(730,200 shares)
CISCO SYS INC	COM	17275R 10 2	3,168,000	175,000 P	b	1	a(175,000 shares)
CITADEL BROADCASTING CORP	COM	17285T 10 6	1,890,000	147,400	b	1	a(147,400 shares)
CITIGROUP INC	COM	172967 10 1	74,175,000	1,681,200	b	1	a(1,681,200 shares)
CITIGROUP INC	COM	172967 10 1	28,457,000	645,000 C	b	1	a(645,000 shares)
CITIGROUP INC	COM	172967 10 1	9,265,000	210,000 P	b	1	a(210,000 shares)
CITIZENS COMMUNICATIONS CO	COM	17453B 10 1	367,000	27,400	b	1	a(27,400 shares)
CITIZENS UTILS TR	PFD EPPICS CV	177351 20 2	2,345,000	40,000	b	1	a(40,000 shares)
CITRIX SYS INC	COM	177376 10 0	21,502,000	1,227,295	b	1	a(1,227,295 shares)
CITY NATL CORP	COM	178566 10 5	3,942,000	60,700	b	1	a(60,700 shares)
CLAIRES STORES INC	COM	179584 10 7	2,366,000	94,500	b	1	a(94,500 shares)
CLARCOR INC	COM	179895 10 7	1,235,000	25,900	b	1	a(25,900 shares)
CLARK INC	COM	181457 10 2	991,000	73,200	b	1	a(73,200 shares)
CLEAN HARBORS INC	COM	184496 10 7	508,000	43,526	b	1	a(43,526 shares)
CLEAR CHANNEL COMMUNICATIONS	COM	184502 10 2	10,701,000	343,300	b	1	a(343,300 shares)
CLEAR CHANNEL COMMUNICATIONS	COM	184502 10 2	27,760,000	890,600 C	b	1	a(890,600 shares)
CLEVELAND CLIFFS INC	COM	185896 10 7	10,756,000	133,000 C	b	1	a(133,000 shares)
CLEVELAND CLIFFS INC	COM	185896 10 7	6,187,000	76,500 P	b	1	a(76,500 shares)
CLOROX CO DEL	COM	189054 10 9	42,144,000	790,700	b	1	a(790,700 shares)
CLOROX CO DEL	COM	189054 10 9	1,599,000	30,000 P	b	1	a(30,000 shares)
COACH INC	COM	189754 10 4	17,990,000	424,100	b	1	a(424,100 shares)
COCA COLA CO	COM	191216 10 0	117,054,000	2,922,700	b	1	a(2,922,700 shares)
COCA COLA CO	COM	191216 10 0	24,274,000	606,100 C	b	1	a(606,100 shares)
COCA COLA CO	COM	191216 10 0	17,238,000	430,400 P	b	1	a(430,400 shares)
COCA-COLA FEMSA S A DE C V	SPON ADR REP L	191241 10 8	873,000	44,800	b	1	a(44,800 shares)
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446 10 2	763,000	25,012	b	1	a(25,012 shares)
COGNOS INC	COM	19244C 10 9	3,160,000	88,955	b	1	a(88,955 shares)
COHERENT INC	COM	192479 10 3	4,022,000	155,032	b	1	a(155,032 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)
COINSTAR INC	COM	19259P 30 0	2,912,000	124,963	b	1	a(124,963 shares)
COLDWATER CREEK INC	COM	193068 10 3	2,329,000	111,589	b	1	a(111,589 shares)
COLE KENNETH PRODTNS INC	CL A	193294 10 5	1,866,000	66,300	b	1	a(66,300 shares)
COLGATE PALMOLIVE CO	COM	194162 10 3	2,236,000	49,500 C	b	1	a(49,500 shares)
COLLAGENEX PHARMACEUTICALS I	COM	194198 10 0	203,000	30,997	b	1	a(30,997 shares)
COLLINS & AIKMAN CORP NEW	COM NEW	194830 20 4	764,000	182,800	b	1	a(182,800 shares)
COLUMBIA LABS INC	COM	197779 10 1	39,000	12,852	b	1	a(12,852 shares)
COMFORT SYS USA INC	COM	199908 10 4	1,127,000	170,800	b	1	a(170,800 shares)
COMCAST HOLDINGS CORP	ZONES CV2% PCS	200300 50 7	22,751,000	541,700	b	1	a(541,700 shares)
COMCAST CORP NEW	CL A	20030N 10 1	243,000	8,600	b	1	a(8,600 shares)
COMCAST CORP NEW	CL A SPL	20030N 20 0	13,315,000	476,901	b	1	a(476,901 shares)
COMMERCE BANCORP INC NJ	COM	200519 10 6	8,252,000	149,500	b	1	a(149,500 shares)
COMMERCE BANCORP INC NJ	COM	200519 10 6	4,002,000	72,500 C	b	1	a(72,500 shares)
COMMERCIAL CAP BANCORP INC	COM	20162L 10 5	786,000	34,645	b	1	a(34,645 shares)
COMMERCIAL FEDERAL CORPORATI	COM	201647 10 4	478,000	17,700	b	1	a(17,700 shares)
COMMSCOPE INC	COM	203372 10 7	3,583,000	165,900	b	1	a(165,900 shares)
COMMUNITY FIRST BANKSHARES I	COM	203902 10 1	6,764,000	210,987	b	1	a(210,987 shares)
COMPANHIA SIDERURGICA NACION	SPONSORED ADR	20440W 10 5	1,093,000	70,400	b	1	a(70,400 shares)
COMPANHIA PARANAENSE ENERG C	SPON ADR PFD	20441B 40 7	1,230,000	344,400	b	1	a(344,400 shares)
COMPANIA ANONIMA NACIONL TEL	SPON ADR D	204421 10 1	466,000	20,700	b	1	a(20,700 shares)
COMPANIA DE MINAS BUENAVENTU	SPONSORED ADR	204448 10 4	14,248,000	599,900	b	1	a(599,900 shares)
COMPASS BANCSHARES INC	COM	20449H 10 9	1,866,000	42,580	b	1	a(42,580 shares)
COMPASS MINERALS INTL INC	COM	20451N 10 1	3,874,000	174,500	b	1	a(174,500 shares)
COMPUCREDIT CORP	COM	20478N 10 0	2,479,000	133,144	b	1	a(133,144 shares)
COMPUTER ASSOC INTL INC	COM	204912 10 9	10,630,000	404,200	b	1	a(404,200 shares)
COMPUTER ASSOC INTL INC	COM	204912 10 9	6,625,000	251,900 C	b	1	a(251,900 shares)
COMPUTER ASSOC INTL INC	NOTE 1.625%12/	204912 AQ 2	14,600,000	10,000,000	b	1	a(10,000,000 shares)
COMPUTER NETWORK TECHNOLOGY	COM	204925 10 1	937,000	230,289	b	1	a(230,289 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)
COMPUTER SCIENCES CORP	COM	205363 10 4	659,000	14,000 C	b	1	a(14,000 shares)
COMPUTER SCIENCES CORP	COM	205363 10 4	471,000	10,000 P	b	1	a(10,000 shares)
COMPUWARE CORP	COM	205638 10 9	11,257,000	2,185,889	b	1	a(2,185,889 shares)
COMSTOCK RES INC	COM NEW	205768 20 3	5,379,000	257,100	b	1	a(257,100 shares)
CONVERSE TECHNOLOGY INC	COM PAR \$0.10	205862 40 2	32,081,000	1,703,726	b	1	a(1,703,726 shares)
CONCORD CAMERA CORP	COM	206156 10 1	63,000	33,614	b	1	a(33,614 shares)
CONCURRENT COMPUTER CORP NEW	COM	206710 20 4	319,000	189,771	b	1	a(189,771 shares)
CONEXANT SYSTEMS INC	COM	207142 10 0	17,663,000	11,039,325	b	1	a(11,039,325 shares)
CONOCOPHILLIPS	COM	20825C 10 4	21,417,000	258,500	b	1	a(258,500 shares)
CONSECO INC	PFD B CV 5.50%	208464 86 7	22,801,000	925,000	b	1	a(925,000 shares)
CONSOL ENERGY INC	COM	20854P 10 9	2,184,000	62,600	b	1	a(62,600 shares)
CONSOLIDATED EDISON INC	COM	209115 10 4	3,767,000	89,600	b	1	a(89,600 shares)
CONSOLIDATED GRAPHICS INC	COM	209341 10 6	1,328,000	31,700	b	1	a(31,700 shares)
CONSTELLATION BRANDS INC	CL A	21036P 10 8	860,000	22,600 C	b	1	a(22,600 shares)
CONSTELLATION ENERGY GROUP I	COM	210371 10 0	12,872,000	323,100	b	1	a(323,100 shares)
CONTINENTAL AIRLIS INC	CL B	210795 30 8	309,000	36,300	b	1	a(36,300 shares)
CONVERGYS CORP	COM	212485 10 6	5,693,000	423,900	b	1	a(423,900 shares)
COOPER CAMERON CORP	COM	216640 10 2	4,842,000	88,300	b	1	a(88,300 shares)
COORS ADOLPH CO	CL B	217016 10 4	217,000	3,200	b	1	a(3,200 shares)
CORILLIAN CORP	COM	218725 10 9	421,000	91,282	b	1	a(91,282 shares)
CORGENTECH INC	COM	21872P 10 5	685,000	40,148	b	1	a(40,148 shares)
CORINTHIAN COLLEGES INC	COM	218868 10 7	1,746,000	129,500 C	b	1	a(129,500 shares)
CORINTHIAN COLLEGES INC	COM	218868 10 7	957,000	71,000 P	b	1	a(71,000 shares)
CORIO INC	COM	218875 10 2	282,000	180,711	b	1	a(180,711 shares)
CORIXA CORP	COM	21887F 10 0	279,000	67,035	b	1	a(67,035 shares)
CORNING INC	COM	219350 10 5	895,000	80,800	b	1	a(80,800 shares)
CORPORATE EXECUTIVE BRD CO	COM	21988R 10 2	10,910,000	178,154	b	1	a(178,154 shares)
CORRECTIONS CORP AMER NEW	COM NEW	22025Y 40 7	2,359,000	66,700	b	1	a(66,700 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
CORVIS CORP	COM	221009 10 3	900,000	1,124,896	b	1	a(1,124,896 shares)
COSTCO WHSL CORP NEW	COM	22160K 10 5	97,359,000	2,345,433	b	1	a(2,345,433 shares)
COSTCO WHSL CORP NEW	COM	22160K 10 5	6,899,000	166,000 c	b	1	a(166,000 shares)
COSTCO WHSL CORP NEW	COM	22160K 10 5	4,031,000	97,000 P	b	1	a(97,000 shares)
COTT CORP QUE	COM	22163N 10 6	3,224,000	111,800	b	1	a(111,800 shares)
COUNTRYWIDE FINANCIAL CORP	COM	222372 10 4	151,761,000	3,852,772	b	1	a(3,852,772 shares)
COUNTRYWIDE FINANCIAL CORP	COM	222372 10 4	5,042,000	128,000 c	b	1	a(128,000 shares)
COVANSYS CORP	COM	22281W 10 3	667,000	57,793	b	1	a(57,793 shares)
COVENANT TRANS INC	CL A	22284P 10 5	1,372,000	71,014	b	1	a(71,014 shares)
COVENTRY HEALTH CARE INC	COM	222862 10 4	6,434,000	120,550	b	1	a(120,550 shares)
COX COMMUNICATIONS INC NEW	CL A	224044 10 7	80,264,000	2,422,700	b	1	a(2,422,700 shares)
COX COMMUNICATIONS INC NEW	CL A	224044 10 7	663,000	20,000 P	b	1	a(20,000 shares)
COX RADIO INC	CL A	224051 10 2	5,949,000	398,700	b	1	a(398,700 shares)
CP SHIPS LTD	COM	22409V 10 2	2,848,000	234,100	b	1	a(234,100 shares)
CREDIT ACCEP CORP MICH	COM	225310 10 1	192,000	10,120	b	1	a(10,120 shares)
CREE INC	COM	225447 10 1	1,917,000	62,866	b	1	a(62,866 shares)
CREE INC	COM	225447 10 1	2,000,000	65,500 c	b	1	a(65,500 shares)
CRITICAL THERAPEUTICS INC	COM	22674T 10 5	224,000	38,259	b	1	a(38,259 shares)
CROWN CASTLE INTL CORP	COM	228227 10 4	15,966,000	1,073,000	b	1	a(1,073,000 shares)
CROWN HOLDINGS INC	COM	228368 10 6	19,206,000	1,862,900	b	1	a(1,862,900 shares)
CROWN HOLDINGS INC	COM	228368 10 6	309,000	30,000 c	b	1	a(30,000 shares)
CRYOLIFE INC	COM	228903 10 0	1,183,000	163,000	b	1	a(163,000 shares)
CRYPTOLOGIC INC	COM	228906 10 3	248,000	16,015	b	1	a(16,015 shares)
CRYSTALLEX INTL CORP	COM	22942F 10 1	85,000	25,500	b	1	a(25,500 shares)
CTI MOLECULAR IMAGING INC	COM	22943D 10 5	1,328,000	164,587	b	1	a(164,587 shares)
CTRIIP COM INTL LTD	ADR	22943F 10 0	548,000	15,799	b	1	a(15,799 shares)
CUBIST PHARMACEUTICALS INC	COM	229678 10 7	246,000	24,897	b	1	a(24,897 shares)
CULLEN FROST BANKERS INC	COM	229899 10 9	874,000	18,800	b	1	a(18,800 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
CULP INC	COM	230215 10 5	380,000	51,700	b	1	a(51,700 shares)
CUMULUS MEDIA INC	CL A	231082 10 8	5,060,000	351,652	b	1	a(351,652 shares)
CUMULUS MEDIA INC	CL A	231082 10 8	389,000	27,000 c	b	1	a(27,000 shares)
CURIS INC	COM	231269 10 1	1,317,000	295,859	b	1	a(295,859 shares)
CURAGEN CORP	COM	23126R 10 1	833,000	151,426	b	1	a(151,426 shares)
CYBERSOURCE CORP	COM	23251J 10 6	88,000	18,137	b	1	a(18,137 shares)
CYBERONICS INC	COM	23251P 10 2	1,440,000	70,400 c	b	1	a(70,400 shares)
CYBERONICS INC	COM	23251P 10 2	818,000	40,000 P	b	1	a(40,000 shares)
CYPRESS BIOSCIENCES INC	COM PAR \$.02	232674 50 7	599,000	51,288	b	1	a(51,288 shares)
CYPRESS SEMICONDUCTOR CORP	COM	232806 10 9	1,187,000	134,300	b	1	a(134,300 shares)
CYPRESS SEMICONDUCTOR CORP	COM	232806 10 9	442,000	50,000 c	b	1	a(50,000 shares)
CYPRESS SEMICONDUCTOR CORP	NOTE 1.250% 6/	232806 AH 2	9,638,000	10,000,000	b	1	a(10,000,000 shares)
D & K HEALTHCARE RES INC	COM	232861 10 4	693,000	70,361	b	1	a(70,361 shares)
CYTYC CORP	COM	232946 10 3	1,758,000	72,798	b	1	a(72,798 shares)
CYTYC CORP	COM	232946 10 3	568,000	23,500 c	b	1	a(23,500 shares)
DJ ORTHOPEDICS INC	COM	23325G 10 4	1,581,000	89,600	b	1	a(89,600 shares)
DRS TECHNOLOGIES INC	COM	23330X 10 0	1,960,000	52,343	b	1	a(52,343 shares)
D R HORTON INC	COM	23331A 10 9	4,240,000	128,050	b	1	a(128,050 shares)
DSP GROUP INC	COM	23332B 10 6	412,000	19,561	b	1	a(19,561 shares)
DADE BEHRING HLDGS INC	COM	23342J 20 6	19,503,000	350,028	b	1	a(350,028 shares)
DANA CORP	COM	235811 10 6	10,320,000	583,400	b	1	a(583,400 shares)
DANAHER CORP DEL	COM	235851 10 2	1,303,000	25,400 c	b	1	a(25,400 shares)
DANAHER CORP DEL	COM	235851 10 2	697,000	13,600 P	b	1	a(13,600 shares)
DARLING INTL INC	COM	237266 10 1	24,046,000	5,579,107	b	1	a(5,579,107 shares)
DATASTREAM SYS INC	COM	238124 10 1	588,000	90,869	b	1	a(90,869 shares)
DAVITA INC	COM	23918K 10 8	41,834,000	1,343,000	b	1	a(1,343,000 shares)
DEAN FOODS CO NEW	COM	242370 10 4	8,692,000	289,551	b	1	a(289,551 shares)
DECODE GENETICS INC	COM	243586 10 4	1,278,000	169,754	b	1	a(169,754 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)
DECOMA INTERNATIONAL INC	CL A SUB VTG	24359C 10 0	84,000	10,300	b	1	a(10,300 shares)
DEERE & CO	COM	244199 10 5	18,958,000	293,700	b	1	a(293,700 shares)
DEL MONTE FOODS CO	COM	24522P 10 3	1,831,000	174,559	b	1	a(174,559 shares)
DELL INC	COM	24702R 10 1	241,159,000	6,774,116	b	1	a(6,774,116 shares)
DELL INC	COM	24702R 10 1	20,862,000	586,000 C	b	1	a(586,000 shares)
DELL INC	COM	24702R 10 1	14,283,000	401,200 P	b	1	a(401,200 shares)
DELPHI CORP	COM	247126 10 5	1,469,000	158,100	b	1	a(158,100 shares)
DELPHI FINL GROUP INC	CL A	247131 10 5	1,822,000	45,350	b	1	a(45,350 shares)
DELTA AIR LINES INC DEL	COM	247361 10 8	5,139,000	1,561,900	b	1	a(1,561,900 shares)
DELTA AIR LINES INC DEL	COM	247361 10 8	346,000	105,300 P	b	1	a(105,300 shares)
DENDREON CORP	COM	24823Q 10 7	275,000	32,700	b	1	a(32,700 shares)
DESCARTES SYS GROUP INC	COM	249906 10 8	121,000	105,100	b	1	a(105,100 shares)
DESIGN WITHIN REACH INC	COM	250557 10 5	260,000	15,154	b	1	a(15,154 shares)
DEUTSCHE TELEKOM AG	SPONSORED ADR	251566 10 5	10,033,000	537,700	b	1	a(537,700 shares)
DEVON ENERGY CORP NEW	COM	25179M 10 3	26,636,000	375,100	b	1	a(375,100 shares)
DIAMOND OFFSHORE DRILLING IN	COM	25271C 10 2	7,683,000	232,900	b	1	a(232,900 shares)
DICKS SPORTING GOODS INC	COM	253393 10 2	23,559,000	661,400	b	1	a(661,400 shares)
DICKS SPORTING GOODS INC	COM	253393 10 2	3,526,000	99,000 C	b	1	a(99,000 shares)
DICKS SPORTING GOODS INC	NOTE 1.606% 2/	253393 AB 8	7,850,000	10,000,000	b	1	a(10,000,000 shares)
DIEBOLD INC	COM	253651 10 3	1,205,000	25,800	b	1	a(25,800 shares)
DIGI INTL INC	COM	253798 10 2	488,000	42,715	b	1	a(42,715 shares)
DIGITALNET HLDGS INC	COM	25389B 10 3	668,000	22,110	b	1	a(22,110 shares)
DIGITAL GENERATION SYS INC	COM	253921 10 0	217,000	172,544	b	1	a(172,544 shares)
DIME CMNTY BANCSHARES	COM	253922 10 8	1,478,000	87,998	b	1	a(87,998 shares)
DILLARDS INC	CL A	254067 10 1	1,473,000	74,600	b	1	a(74,600 shares)
DIRECT GEN CORP	COM	25456W 20 4	555,000	19,188	b	1	a(19,188 shares)
DIRECTV GROUP INC	COM	25459L 10 6	30,831,000	1,752,731	b	1	a(1,752,731 shares)
DISNEY WALT CO	COM DISNEY	254687 10 6	257,000	11,400	b	1	a(11,400 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

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423,068,000

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)
DISNEY WALT CO	COM DISNEY	254687 10 6	564,000	25,000 C	b	1	a(25,000 shares)
DISTRIBUCION Y SERVICIO D&S	SPONSORED ADR	254753 10 6	657,000	41,264	b	1	a(41,264 shares)
DITECH COMMUNICATIONS CORP	COM	25500M 10 3	485,000	21,663	b	1	a(21,663 shares)
DIVERSA CORP	COM	255064 10 7	201,000	24,080	b	1	a(24,080 shares)
DOBSON COMMUNICATIONS CORP	CL A	256069 10 5	192,000	144,435	b	1	a(144,435 shares)
DR REDDYS LABS LTD	ADR	256135 20 3	274,000	17,000	b	1	a(17,000 shares)
DOLLAR GEN CORP	COM	256669 10 2	81,904,000	4,064,700	b	1	a(4,064,700 shares)
DOLLAR THRIFTY AUTOMOTIVE GP	COM	256743 10 5	1,280,000	52,600	b	1	a(52,600 shares)
DOMINION RES INC VA NEW	COM	257460 10 9	8,613,000	132,000 C	b	1	a(132,000 shares)
DOMINION RES INC VA NEW	COM	257460 10 9	4,046,000	62,000 P	b	1	a(62,000 shares)
DOMINOS PIZZA INC	COM	25754A 20 1	544,000	37,000	b	1	a(37,000 shares)
DOREL INDS INC	CL B SUB VTG	25822C 20 5	206,000	7,300	b	1	a(7,300 shares)
DOUBLECLICK INC	COM	258609 30 4	66,000	11,200	b	1	a(11,200 shares)
DOV PHARMACEUTICAL INC	COM	259858 10 8	1,739,000	101,459	b	1	a(101,459 shares)
DOVER CORP	COM	260003 10 8	5,784,000	148,800	b	1	a(148,800 shares)
DOW CHEM CO	COM	260543 10 3	70,878,000	1,568,800	b	1	a(1,568,800 shares)
DOWNEY FINL CORP	COM	261018 10 5	8,019,000	145,900	b	1	a(145,900 shares)
DREW INDS INC	COM NEW	26168L 20 5	405,000	11,300	b	1	a(11,300 shares)
DREYERS GRAND ICE CREAM HL I	COM A CALL PUT	261877 10 4	4,926,000	61,600	b	1	a(61,600 shares)
DU PONT E I DE NEMOURS & CO	COM	263534 10 9	5,757,000	134,500	b	1	a(134,500 shares)
DU PONT E I DE NEMOURS & CO	COM	263534 10 9	1,498,000	35,000 C	b	1	a(35,000 shares)
DUKE ENERGY CORP	COM	264399 10 6	1,016,000	44,400	b	1	a(44,400 shares)
DUKE ENERGY CORP	COM	264399 10 6	2,003,000	87,500 P	b	1	a(87,500 shares)
DUN & BRADSTREET CORP DEL NE	COM	26483E 10 0	18,103,000	308,400	b	1	a(308,400 shares)
DURA AUTOMOTIVE SYSTEMS CORP	CL A	265903 10 4	988,000	139,171	b	1	a(139,171 shares)
DUQUESNE LT HLDGS INC	COM	266233 10 5	8,705,000	484,700	b	1	a(484,700 shares)
DYAX CORP	COM	26746E 10 3	1,106,000	144,772	b	1	a(144,772 shares)
DYNEGY INC NEW	CL A	26816Q 10 1	17,011,000	3,409,000	b	1	a(3,409,000 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)
ECI TELECOM LTD	ORD	268258 10 0	641,000	91,711	b	1	a(91,711 shares)
E-LOAN INC	COM	26861P 10 7	1,404,000	659,239	b	1	a(659,239 shares)
ENSCO INTL INC	COM	26874Q 10 0	39,096,000	1,196,700	b	1	a(1,196,700 shares)
ENI S P A	SPONSORED ADR	26874R 10 8	326,000	2,900	b	1	a(2,900 shares)
EOG RES INC	COM	26875P 10 1	659,000	10,000 C	b	1	a(10,000 shares)
EOG RES INC	COM	26875P 10 1	2,305,000	35,000 P	b	1	a(35,000 shares)
E ON AG	SPONSORED ADR	268780 10 3	265,000	3,600	b	1	a(3,600 shares)
E PIPHANY INC	COM	26881V 10 0	550,000	136,356	b	1	a(136,356 shares)
E TRADE FINANCIAL CORP	COM	269246 10 4	9,005,000	788,500	b	1	a(788,500 shares)
E TRADE FINANCIAL CORP	NOTE 6.000% 2/	269246 AB 0	3,566,000	3,500,000	b	1	a(3,500,000 shares)
EAGLE MATERIALS INC	CL B	26969P 20 7	6,323,000	91,639	b	1	a(91,639 shares)
EAGLE MATERIALS INC	COM	26969P 10 8	10,188,000	142,893	b	1	a(142,893 shares)
EARTHLINK INC	COM	270321 10 2	15,130,000	1,468,902	b	1	a(1,468,902 shares)
EAST WEST BANCORP INC	COM	27579R 10 4	302,000	9,000 C	b	1	a(9,000 shares)
EASTMAN CHEM CO	COM	277432 10 0	238,000	5,000 C	b	1	a(5,000 shares)
EASTMAN KODAK CO	COM	277461 10 9	20,882,000	648,100	b	1	a(648,100 shares)
EBAY INC	COM	278642 10 3	4,301,000	46,783	b	1	a(46,783 shares)
EBAY INC	COM	278642 10 3	224,223,000	2,438,800 C	b	1	a(2,438,800 shares)
EBAY INC	COM	278642 10 3	122,299,000	1,330,200 P	b	1	a(1,330,200 shares)
ECHELON CORP	COM	27874N 10 5	358,000	45,457	b	1	a(45,457 shares)
ECHOSTAR COMMUNICATIONS NEW	CL A	278762 10 9	38,703,000	1,243,672	b	1	a(1,243,672 shares)
EDISON INTL	COM	281020 10 7	1,657,000	62,500 C	b	1	a(62,500 shares)
EDISON INTL	COM	281020 10 7	2,312,000	87,200 P	b	1	a(87,200 shares)
EDO CORP	COM	281347 10 4	2,547,000	91,800	b	1	a(91,800 shares)
EFUNDS CORP	COM	28224R 10 1	648,000	34,858	b	1	a(34,858 shares)
EL PASO CORP	COM	28336L 10 9	8,235,000	896,100	b	1	a(896,100 shares)
EL PASO ELEC CO	COM NEW	283677 85 4	807,000	50,200	b	1	a(50,200 shares)
ELAN PLC	ADR	284131 20 8	8,263,000	353,100	b	1	a(353,100 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
ELDORADO GOLD CORP NEW	COM	284902 10 3	603,000	186,100	b	1	a(186,100 shares)
ELECTRONIC ARTS INC	COM	285512 10 9	317,000	6,886	b	1	a(6,886 shares)
ELECTRONIC ARTS INC	COM	285512 10 9	1,932,000	42,000 C	b	1	a(42,000 shares)
ELECTRONIC ARTS INC	COM	285512 10 9	3,633,000	79,000 P	b	1	a(79,000 shares)
ELECTRONIC DATA SYS NEW	COM	285661 10 4	485,000	25,000	b	1	a(25,000 shares)
ELECTRONIC DATA SYS NEW	COM	285661 10 4	310,000	16,000 C	b	1	a(16,000 shares)
ELECTRONICS BOUTIQUE HLDGS C	COM	286045 10 9	9,588,000	281,183	b	1	a(281,183 shares)
ELIZABETH ARDEN INC	COM	286606 10 6	268,000	12,737	b	1	a(12,737 shares)
EMBARCADERO TECHNOLOGIES INC	COM	290787 10 0	507,000	59,930	b	1	a(59,930 shares)
EMBRAER-EMPRESA BRASILEIRA D	SP ADR PFD SHS	29081M 10 2	3,982,000	150,833	b	1	a(150,833 shares)
EMBRATEL PARTICIPACOES S A	SP ADR PFD NEW	29081N 20 9	370,000	32,500	b	1	a(32,500 shares)
EMCOR GROUP INC	COM	29084Q 10 0	1,595,000	42,400	b	1	a(42,400 shares)
EMERSON ELEC CO	COM	291011 10 4	897,000	14,500 C	b	1	a(14,500 shares)
EMERSON RADIO CORP	COM NEW	291087 20 3	212,000	79,900	b	1	a(79,900 shares)
EMISPHERE TECHNOLOGIES INC	COM	291345 10 6	491,000	159,925	b	1	a(159,925 shares)
EMPRESA NACIONAL DE ELCTRCID	SPONSORED ADR	29244T 10 1	267,000	17,000	b	1	a(17,000 shares)
EMULEX CORP	NOTE 0.250%12/	292475 AD 2	4,525,000	5,000,000	b	1	a(5,000,000 shares)
ENCANA CORP	COM	292505 10 4	3,172,000	68,600	b	1	a(68,600 shares)
ENCORE CAP GROUP INC	COM	292554 10 2	1,121,000	59,492	b	1	a(59,492 shares)
ENCORE WIRE CORP	COM	292562 10 5	199,000	15,000 C	b	1	a(15,000 shares)
ENCORE WIRE CORP	COM	292562 10 5	199,000	15,000 P	b	1	a(15,000 shares)
ENCORE MED CORP	COM	29256E 10 9	407,000	81,756	b	1	a(81,756 shares)
ENCYSIVE PHARMACEUTICALS INC	COM	29256X 10 7	2,323,000	257,210	b	1	a(257,210 shares)
ENDESA S A	SPONSORED ADR	29258N 10 7	1,244,000	65,100	b	1	a(65,100 shares)
ENDO PHARMACEUTICALS HLDGS I	COM	29264F 20 5	16,901,000	920,558	b	1	a(920,558 shares)
ENERGIZER HLDGS INC	COM	29266R 10 8	207,000	4,500 C	b	1	a(4,500 shares)
ENERGIS S A	SPONSORED ADR	29274F 10 4	1,030,000	142,300	b	1	a(142,300 shares)
ENGELHARD CORP	COM	292845 10 4	4,442,000	156,700	b	1	a(156,700 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares of Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
ENGINEERED SUPPORT SYS INC	COM	292866 10 0	1,956,000	42,850	b	1	a(42,850 shares)
ENNIS INC	COM	293389 10 2	651,000	30,400	b	1	a(30,400 shares)
ENTERASYS NETWORKS INC	COM	293637 10 4	3,709,000	2,317,900	b	1	a(2,317,900 shares)
ENTERCOM COMMUNICATIONS CORP	CL A	293639 10 0	8,590,000	263,000	b	1	a(263,000 shares)
ENERGY CORP NEW	COM	293646 10 3	1,030,000	17,000 c	b	1	a(17,000 shares)
ENTREMED INC	COM	29382F 10 3	94,000	54,180	b	1	a(54,180 shares)
ENTRUST INC	COM	293848 10 7	302,000	119,250	b	1	a(119,250 shares)
ENZON PHARMACEUTICALS INC	COM	293904 10 8	7,759,000	486,438	b	1	a(486,438 shares)
ENZO BIOCHEM INC	COM	294100 10 2	656,000	43,726	b	1	a(43,726 shares)
EON LABS INC	COM	29412E 10 0	1,478,000	68,100	b	1	a(68,100 shares)
EON LABS INC	COM	29412E 10 0	217,000	10,000 c	b	1	a(10,000 shares)
EQUIFAX INC	COM	294429 10 5	6,189,000	234,800	b	1	a(234,800 shares)
EQUIFAX INC	COM	294429 10 5	264,000	10,000 P	b	1	a(10,000 shares)
EQUINIX INC	COM NEW	29444U 50 2	640,000	20,787	b	1	a(20,787 shares)
EQUITABLE RES INC	COM	294549 10 0	8,690,000	160,000	b	1	a(160,000 shares)
EQUITABLE RES INC	COM	294549 10 0	597,000	11,000 c	b	1	a(11,000 shares)
EQUITABLE RES INC	COM	294549 10 0	543,000	10,000 P	b	1	a(10,000 shares)
ERESEARCHTECHNOLOGY INC	COM	29481V 10 8	9,102,000	682,823	b	1	a(682,823 shares)
ESPEED INC	CL A	296643 10 9	1,468,000	149,321	b	1	a(149,321 shares)
ETHAN ALLEN INTERIORS INC	COM	297602 10 4	5,987,000	172,300	b	1	a(172,300 shares)
EURONET WORLDWIDE INC	COM	298736 10 9	660,000	35,272	b	1	a(35,272 shares)
EVERGREEN RES INC	COM NO PAR	299900 30 8	12,828,000	320,300	b	1	a(320,300 shares)
EXACT SCIENCES CORP	COM	30063P 10 5	1,061,000	326,604	b	1	a(326,604 shares)
EXAR CORP	COM	300645 10 8	2,035,000	143,680	b	1	a(143,680 shares)
EXELON CORP	COM	30161N 10 1	39,295,000	1,071,000	b	1	a(1,071,000 shares)
EXIDE TECHNOLOGIES	COM NEW	302051 20 6	6,589,000	415,721	b	1	a(415,721 shares)
EXPRESS SCRIPTS INC	COM	302182 10 0	7,234,000	110,712	b	1	a(110,712 shares)
EXPRESSJET HOLDINGS INC	CL A	30218U 10 8	4,524,000	451,900	b	1	a(451,900 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
EXTENDICARE INC CDA	SUB VTG SH	30224T 87 1	786,000	61,000	b	1	a(61,000 shares)
EXTREME NETWORKS INC	COM	30226D 10 6	3,823,000	859,017	b	1	a(859,017 shares)
EXTREME NETWORKS INC	NOTE 3.500%12/	30226D AB 2	6,014,000	6,200,000	b	1	a(6,200,000 shares)
EYETECH PHARMACEUTICALS INC	COM	302297 10 6	1,080,000	31,768	b	1	a(31,768 shares)
EYETECH PHARMACEUTICALS INC	COM	302297 10 6	1,564,000	46,000 c	b	1	a(46,000 shares)
EXXON MOBIL CORP	COM	30231G 10 2	1,696,000	35,100	b	1	a(35,100 shares)
FEI CO	COM	30241L 10 9	3,911,000	197,900	b	1	a(197,900 shares)
FLIR SYS INC	COM	302445 10 1	2,363,000	40,400 c	b	1	a(40,400 shares)
FLIR SYS INC	COM	302445 10 1	1,597,000	27,300 P	b	1	a(27,300 shares)
FNB CORP PA	COM	302520 10 1	487,000	22,020	b	1	a(22,020 shares)
FNX MNG CO INC	COM	30253R 10 1	73,000	14,400	b	1	a(14,400 shares)
FPTC INS GROUP INC	COM	302563 10 1	478,000	18,507	b	1	a(18,507 shares)
FPL GROUP INC	COM	302571 10 4	6,559,000	96,000 c	b	1	a(96,000 shares)
FPL GROUP INC	COM	302571 10 4	3,894,000	57,000 P	b	1	a(57,000 shares)
FAIR ISAAC CORP	NOTE 1.500% 8/	303250 AB 0	9,950,000	10,000,000	b	1	a(10,000,000 shares)
FAIRCHILD SEMICONDUCTOR INTL	COM	303726 10 3	981,000	69,200	b	1	a(69,200 shares)
FAIRCHILD SEMICONDUCTOR CORP	NOTE 5.000%11/	303727 AJ 0	4,966,000	5,000,000	b	1	a(5,000,000 shares)
FAIRFAX FINL HLDGS LTD	SUB VTG	303901 10 2	8,085,000	64,800	b	1	a(64,800 shares)
FAIRFAX FINL HLDGS LTD	SUB VTG	303901 10 2	1,261,000	10,100 c	b	1	a(10,100 shares)
FAIRMONT HOTELS RESORTS INC	COM	305204 10 9	491,000	17,900	b	1	a(17,900 shares)
FAMILY DLR STORES INC	COM	307000 10 9	28,412,000	1,048,400	b	1	a(1,048,400 shares)
FARGO ELECTRONICS INC	COM	30744P 10 2	285,000	29,567	b	1	a(29,567 shares)
FASTENAL CO	COM	311900 10 4	2,938,000	51,000 c	b	1	a(51,000 shares)
FEDERAL AGRIC MTG CORP	CL C	313148 30 6	1,975,000	89,000	b	1	a(89,000 shares)
FEDERAL HOME LN MTG CORP	COM	313400 30 1	135,771,000	2,081,100	b	1	a(2,081,100 shares)
FEDERAL NATL MTG ASSN	COM	313586 10 9	46,821,000	738,500	b	1	a(738,500 shares)
FEDERAL NATL MTG ASSN	COM	313586 10 9	8,686,000	137,000 c	b	1	a(137,000 shares)
FEDERATED DEPT STORES INC DE	COM	31410H 10 1	11,180,000	246,100	b	1	a(246,100 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares of Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
FEDERATED INVS INC PA	CL B	314211 10 3	16,373,000	575,700	b	1	a(575,700 shares)
FEDEX CORP	COM	31428X 10 6	22,879,000	267,000 c	b	1	a(267,000 shares)
FEDEX CORP	COM	31428X 10 6	45,810,000	534,600 P	b	1	a(534,600 shares)
FIDELITY NATL FINL INC	COM	316326 10 7	20,049,000	526,208	b	1	a(526,208 shares)
FILENET CORP	COM	316869 10 6	1,715,000	98,249	b	1	a(98,249 shares)
FINISH LINE INC	CL A	317923 10 0	3,772,000	121,995	b	1	a(121,995 shares)
FIRST AMERN CORP CALIF	COM	318522 30 7	9,881,000	320,500	b	1	a(320,500 shares)
FIRST CASH FINL SVCS INC	COM	31942D 10 7	3,466,000	173,036	b	1	a(173,036 shares)
FIRST DATA CORP	COM	319963 10 4	72,128,000	1,658,108	b	1	a(1,658,108 shares)
FIRST HORIZON NATL CORP	COM	320517 10 5	1,535,000	35,400	b	1	a(35,400 shares)
FIRST MIDWEST BANCORP DEL	COM	320867 10 4	1,471,000	42,572	b	1	a(42,572 shares)
FIRST NATL BANKSHRS FL INC N	COM	321100 10 9	680,000	27,700	b	1	a(27,700 shares)
FIRST REP BK SAN FRANCISCO	COM	336158 10 0	2,507,000	54,500	b	1	a(54,500 shares)
FISERV INC	COM	337738 10 8	279,000	8,000 c	b	1	a(8,000 shares)
FIRSTFED FINL CORP	COM	337907 10 9	1,295,000	26,500	b	1	a(26,500 shares)
FIRSTENERGY CORP	COM	337932 10 7	2,933,000	71,400	b	1	a(71,400 shares)
FLAMEL TECHNOLOGIES SA	SPONSORED ADR	338488 10 9	3,378,000	230,281	b	1	a(230,281 shares)
FLEETWOOD ENTERPRISES INC	COM	339099 10 3	6,385,000	420,600	b	1	a(420,600 shares)
FLORIDA ROCK INDS INC	COM	341140 10 1	1,869,000	38,150	b	1	a(38,150 shares)
FLUOR CORP NEW	COM	343412 10 2	2,190,000	49,200	b	1	a(49,200 shares)
FLOWERS FOODS INC	COM	343498 10 1	3,358,000	129,900	b	1	a(129,900 shares)
FOMENTO ECONOMICO MEXICANO S	SPON ADR UNITS	344419 10 6	8,898,000	201,400	b	1	a(201,400 shares)
FOOT LOCKER INC	COM	344849 10 4	36,202,000	1,527,500	b	1	a(1,527,500 shares)
FORD MTR CO DEL	COM PAR \$0.01	345370 86 0	12,116,000	862,350	b	1	a(862,350 shares)
FORD MTR CO CAP TR II	PFD TR CV6.5%	345395 20 6	3,934,000	75,000	b	1	a(75,000 shares)
FOREST LABS INC	COM	345838 10 6	900,000	20,000 P	b	1	a(20,000 shares)
FORTUNE BRANDS INC	COM	349631 10 1	4,668,000	63,000 c	b	1	a(63,000 shares)
FORTUNE BRANDS INC	COM	349631 10 1	4,445,000	60,000 P	b	1	a(60,000 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)
FORWARD AIR CORP	COM	349853 10 1	1,722,000	43,040	b	1	a(43,040 shares)
FOUNDRY NETWORKS INC	COM	35063R 10 0	3,063,000	322,807	b	1	a(322,807 shares)
FOUR SEASONS HOTEL INC	LTD VTG SH	35100E 10 4	2,820,000	44,000	b	1	a(44,000 shares)
FOX ENTMT GROUP INC	CL A	35138T 10 7	18,727,000	675,100	b	1	a(675,100 shares)
FRANKLIN BK CORP DEL	COM	352451 10 8	262,000	15,383	b	1	a(15,383 shares)
FREDS INC	CL A	356108 10 0	858,000	47,760	b	1	a(47,760 shares)
FREEMPORT-MCMORAN COPPER & GO	CL B	35671D 85 7	761,000	18,800	b	1	a(18,800 shares)
FREESCALE SEMICONDUCTOR INC	COM CL A	35687M 10 7	5,637,000	394,200	b	1	a(394,200 shares)
FUELCELL ENERGY INC	COM	35952H 10 6	1,031,000	100,560	b	1	a(100,560 shares)
GATX CORP	COM	361448 10 3	1,962,000	73,600	b	1	a(73,600 shares)
GSI LUMONICS INC	COM	36229U 10 2	1,089,000	104,206	b	1	a(104,206 shares)
GALLAHER GROUP PLC	SPONSORED ADR	363595 10 9	711,000	15,300	b	1	a(15,300 shares)
GAMESTOP CORP	CL A	36466R 10 1	718,000	38,800	b	1	a(38,800 shares)
GANNETT INC	COM	364730 10 1	235,000	2,800	b	1	a(2,800 shares)
GANNETT INC	COM	364730 10 1	3,350,000	40,000 C	b	1	a(40,000 shares)
GANNETT INC	COM	364730 10 1	1,633,000	19,500 P	b	1	a(19,500 shares)
GAMMON LAKE RES INC	COM	364915 10 8	411,000	70,500	b	1	a(70,500 shares)
GARTNER INC	CL B	366651 20 6	328,000	28,400	b	1	a(28,400 shares)
GARTNER INC	COM	366651 10 7	711,000	60,800	b	1	a(60,800 shares)
GATEWAY INC	COM	367626 10 8	6,417,000	1,296,400	b	1	a(1,296,400 shares)
GAYLORD ENTMT CO NEW	COM	367905 10 6	2,427,000	78,300	b	1	a(78,300 shares)
GEN-PROBE INC NEW	COM	36866T 10 3	13,928,000	349,326	b	1	a(349,326 shares)
GEMSTAR-TV GUIDE INTL INC	COM	36866W 10 6	18,723,000	3,313,749	b	1	a(3,313,749 shares)
GENCORP INC	NOTE 5.750% 4/	368682 AE 0	11,207,000	10,750,000	b	1	a(10,750,000 shares)
GENE LOGIC INC	COM	368689 10 5	490,000	131,685	b	1	a(131,685 shares)
GENENTECH INC	COM NEW	368710 40 6	27,631,000	527,100	b	1	a(527,100 shares)
GENERAL DYNAMICS CORP	COM	369550 10 8	8,709,000	85,300 C	b	1	a(85,300 shares)
GENERAL DYNAMICS CORP	COM	369550 10 8	1,358,000	13,300 P	b	1	a(13,300 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
GENERAL ELEC CO	COM	369604 10 3	2,696,000	80,300	b	1	a(80,300 shares)
GENERAL ELEC CO	COM	369604 10 3	18,335,000	546,000 C	b	1	a(546,000 shares)
GENERAL ELEC CO	COM	369604 10 3	1,780,000	53,000 P	b	1	a(53,000 shares)
GENERAL MLS INC	COM	370334 10 4	3,035,000	67,600	b	1	a(67,600 shares)
GENERAL MLS INC	COM	370334 10 4	225,000	5,000 C	b	1	a(5,000 shares)
GENERAL MLS INC	COM	370334 10 4	314,000	7,000 P	b	1	a(7,000 shares)
GENERAL MLS INC	10/ DBCV	370334 AU 8	7,006,000	10,000,000	b	1	a(10,000,000 shares)
GENERAL MTRS CORP	COM	370442 10 5	33,712,000	793,600 C	b	1	a(793,600 shares)
GENERAL MTRS CORP	DEB SR CONV A	370442 74 1	38,100,000	1,500,000	b	1	a(1,500,000 shares)
GENERAL MTRS CORP	DEB SR CV C 33	370442 71 7	15,074,000	535,000	b	1	a(535,000 shares)
GENESCO INC	COM	371532 10 2	5,537,000	235,100	b	1	a(235,100 shares)
GENESEE & WYO INC	CL A	371559 10 5	3,773,000	149,000	b	1	a(149,000 shares)
GENESIS HEALTHCARE CORP	COM	37184D 10 1	1,474,000	48,469	b	1	a(48,469 shares)
GENITOPE CORP	COM	37229P 50 7	208,000	21,086	b	1	a(21,086 shares)
GENTA INC	COM NEW	37245M 20 7	2,607,000	968,972	b	1	a(968,972 shares)
GENWORTH FINL INC	COM CL A	37247D 10 6	350,000	15,000 C	b	1	a(15,000 shares)
GENZYME CORP	COM GENL DIV	372917 10 4	51,509,000	946,680	b	1	a(946,680 shares)
GENZYME CORP	COM GENL DIV	372917 10 4	3,727,000	68,500 C	b	1	a(68,500 shares)
GEORGIA GULF CORP	COM PAR \$0.01	373200 20 3	6,858,000	153,800	b	1	a(153,800 shares)
GEORGIA PAC CORP	COM	373298 10 8	16,328,000	454,200	b	1	a(454,200 shares)
GERBER SCIENTIFIC INC	COM	373730 10 0	879,000	133,400	b	1	a(133,400 shares)
GERON CORP	COM	374163 10 3	748,000	124,860	b	1	a(124,860 shares)
GEVITY HR INC	COM	374393 10 6	787,000	51,155	b	1	a(51,155 shares)
GIANT INDS INC	COM	374508 10 9	275,000	11,300	b	1	a(11,300 shares)
GILEAD SCIENCES INC	COM	375558 10 3	17,809,000	476,444	b	1	a(476,444 shares)
GILEAD SCIENCES INC	COM	375558 10 3	26,136,000	699,200 C	b	1	a(699,200 shares)
GILEAD SCIENCES INC	COM	375558 10 3	7,207,000	192,800 P	b	1	a(192,800 shares)
GILEAD SCIENCES INC	NOTE 2.000%12/	375558 AD 5	32,413,000	20,000,000	b	1	a(20,000,000 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)
GLACIER BANCORP INC NEW	COM	37637Q 10 5	470,000	16,129	b	1	a(16,129 shares)
GLATFELTER	COM	377316 10 4	1,061,000	85,600	b	1	a(85,600 shares)
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W 10 5	700,000	16,000 C	b	1	a(16,000 shares)
GLOBAL INDS LTD	COM	379336 10 0	2,369,000	383,358	b	1	a(383,358 shares)
GLOBAL PMTS INC	COM	37940X 10 2	643,000	12,000 C	b	1	a(12,000 shares)
GLOBAL POWER EQUIPMENT INC	COM	37941P 10 8	3,037,000	409,800	b	1	a(409,800 shares)
GOLDEN STAR RES LTD CDA	COM	38119T 10 4	792,000	150,700	b	1	a(150,700 shares)
GOLDEN TELECOM INC	COM	38122G 10 7	220,000	7,715	b	1	a(7,715 shares)
GOLDEN WEST FINL CORP DEL	COM	381317 10 6	39,520,000	356,200	b	1	a(356,200 shares)
GOLDMAN SACHS GROUP INC	COM	38141G 10 4	7,832,000	84,000	b	1	a(84,000 shares)
GOLDMAN SACHS GROUP INC	COM	38141G 10 4	32,839,000	352,200 C	b	1	a(352,200 shares)
GOLDMAN SACHS GROUP INC	COM	38141G 10 4	24,615,000	264,000 P	b	1	a(264,000 shares)
GOODRICH CORP	COM	382388 10 6	9,298,000	296,500	b	1	a(296,500 shares)
GOODYEAR TIRE & RUBR CO	COM	382550 10 1	2,611,000	243,100	b	1	a(243,100 shares)
GOODYEAR TIRE & RUBR CO	COM	382550 10 1	9,635,000	897,100 P	b	1	a(897,100 shares)
GOOGLE INC	CL A	38259P 50 8	10,939,000	84,405	b	1	a(84,405 shares)
GRACE W R & CO DEL NEW	COM	38388F 10 8	33,667,000	3,562,600	b	1	a(3,562,600 shares)
GRANT PRIDECO INC	COM	38821G 10 1	10,563,000	515,500	b	1	a(515,500 shares)
GREAT ATLANTIC & PAC TEA INC	COM	390064 10 3	3,330,000	545,900	b	1	a(545,900 shares)
GREAT PLAINS ENERGY INC	COM	391164 10 0	4,387,000	150,500	b	1	a(150,500 shares)
GREENPOINT FINL CORP	COM	395384 10 0	50,743,000	1,096,900	b	1	a(1,096,900 shares)
GREENPOINT FINL CORP	COM	395384 10 0	1,688,000	36,500 C	b	1	a(36,500 shares)
GREENPOINT FINL CORP	COM	395384 10 0	823,000	17,800 P	b	1	a(17,800 shares)
GREY GLOBAL GROUP INC	COM	39787M 10 8	3,483,000	3,500	b	1	a(3,500 shares)
GROUP 1 AUTOMOTIVE INC	COM	398905 10 9	1,620,000	59,400	b	1	a(59,400 shares)
GROUPE DANONE	SPONSORED ADR	399449 10 7	710,000	45,200	b	1	a(45,200 shares)
GTECH HLDGS CORP	COM	400518 10 6	16,706,000	659,800	b	1	a(659,800 shares)
GTECH HLDGS CORP	COM	400518 10 6	5,697,000	225,000 C	b	1	a(225,000 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)
GTECH HLDGS CORP	COM	400518 10 6	4,785,000	189,000 P	b	1	a(189,000 shares)
GRUPO AEROPORTUARIO DEL SURE	SPON ADR SER B	40051E 20 2	362,000	16,400	b	1	a(16,400 shares)
GUESS INC	COM	401617 10 5	7,897,000	443,400	b	1	a(443,400 shares)
GUIDANT CORP	COM	401698 10 5	9,087,000	137,600 C	b	1	a(137,600 shares)
GUIDANT CORP	COM	401698 10 5	4,689,000	71,000 P	b	1	a(71,000 shares)
GUITAR CTR MGMT INC	COM	402040 10 9	16,311,000	376,691	b	1	a(376,691 shares)
GYMBOREE CORP	COM	403777 10 5	2,529,000	175,603	b	1	a(175,603 shares)
HCA INC	COM	404119 10 9	10,480,000	274,700	b	1	a(274,700 shares)
HCA INC	COM	404119 10 9	2,518,000	66,000 C	b	1	a(66,000 shares)
HCC INS HLDGS INC	COM	404132 10 2	356,000	11,800	b	1	a(11,800 shares)
HNI CORP	COM	404251 10 0	4,853,000	122,600	b	1	a(122,600 shares)
HSBC HLDGS PLC	SPON ADR NEW	404280 40 6	5,805,000	72,749	b	1	a(72,749 shares)
HANDLEMAN CO DEL	COM	410252 10 0	1,027,000	50,200	b	1	a(50,200 shares)
HANGER ORTHOPEDIC GROUP INC	COM NEW	41043F 20 8	308,000	61,500	b	1	a(61,500 shares)
HANOVER COMPRESSOR CO	COM	410768 10 5	7,317,000	544,000	b	1	a(544,000 shares)
HARLAND JOHN H CO	COM	412693 10 3	1,125,000	35,900	b	1	a(35,900 shares)
HARLEY DAVIDSON INC	COM	412822 10 8	2,431,000	40,900	b	1	a(40,900 shares)
HARMAN INTL INDS INC	COM	413086 10 9	7,704,000	71,500 C	b	1	a(71,500 shares)
HARMONY GOLD MNG LTD	SPONSORED ADR	413216 30 0	5,745,000	421,800	b	1	a(421,800 shares)
HARRAHS ENTMT INC	COM	413619 10 7	6,066,000	114,500	b	1	a(114,500 shares)
HARRIS & HARRIS GROUP INC	COM	413833 10 4	1,839,000	177,815	b	1	a(177,815 shares)
HARRIS CORP DEL	COM	413875 10 5	1,374,000	25,000 C	b	1	a(25,000 shares)
HARSCO CORP	COM	415864 10 7	2,698,000	60,100	b	1	a(60,100 shares)
HARTFORD FINL SVCS GROUP INC	COM	416515 10 4	1,672,000	27,000 C	b	1	a(27,000 shares)
HARTFORD FINL SVCS GROUP INC	COM	416515 10 4	5,883,000	95,000 P	b	1	a(95,000 shares)
HARVARD BIOSCIENCE INC	COM	416906 10 5	332,000	76,325	b	1	a(76,325 shares)
HASBRO INC	COM	418056 10 7	18,396,000	978,500	b	1	a(978,500 shares)
HAVERTY FURNITURE INC	COM	419596 10 1	1,782,000	101,600	b	1	a(101,600 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)
HAWAIIAN ELEC INDUSTRIES	COM	419870 10 0	13,044,000	491,500	b	1	a(491,500 shares)
HAYES LEMMERZ INTL INC	COM NEW	420781 30 4	801,000	78,885	b	1	a(78,885 shares)
HEADWATERS INC	COM	42210P 10 2	617,000	20,000 c	b	1	a(20,000 shares)
HEALTHEXTRAS INC	COM	422211 10 2	374,000	26,860	b	1	a(26,860 shares)
HEALTH NET INC	COM	42222G 10 8	6,650,000	269,000	b	1	a(269,000 shares)
HEALTHTRONICS SURGICAL SVS I	COM	42222L 10 7	208,000	28,950	b	1	a(28,950 shares)
HEARST-ARGYLE TELEVISION INC	COM	422317 10 7	1,462,000	59,800	b	1	a(59,800 shares)
HEARTLAND EXPRESS INC	COM	422347 10 4	5,131,000	278,099	b	1	a(278,099 shares)
HEIDRICK & STRUGGLES INTL IN	COM	422819 10 2	3,060,000	106,182	b	1	a(106,182 shares)
HEINZ H J CO	COM	423074 10 3	64,969,000	1,803,700	b	1	a(1,803,700 shares)
HELIIX TECHNOLOGY CORP	COM	423319 10 2	397,000	29,234	b	1	a(29,234 shares)
HELMERICH & PAYNE INC	COM	423452 10 1	1,305,000	45,500	b	1	a(45,500 shares)
HERLEY INDS INC DEL	COM	427398 10 2	601,000	32,164	b	1	a(32,164 shares)
HERSHEY FOODS CORP	COM	427866 10 8	3,597,000	77,000 c	b	1	a(77,000 shares)
HERSHEY FOODS CORP	COM	427866 10 8	1,868,000	40,000 P	b	1	a(40,000 shares)
HEWITT ASSOCS INC	COM	42822Q 10 0	4,263,000	161,100	b	1	a(161,100 shares)
HEWLETT PACKARD CO	COM	428236 10 3	338,000	18,000	b	1	a(18,000 shares)
HI / FN INC	COM	428358 10 5	325,000	37,010	b	1	a(37,010 shares)
HI-TECH PHARMACAL INC	COM	428408 10 1	203,000	12,761	b	1	a(12,761 shares)
HIBERNIA CORP	CL A	428656 10 2	6,352,000	240,500	b	1	a(240,500 shares)
HILB ROGAL & HOBBS CO	COM	431294 10 7	4,010,000	110,700	b	1	a(110,700 shares)
HILLENBRAND INDS INC	COM	431573 10 4	1,819,000	36,000 c	b	1	a(36,000 shares)
HILLENBRAND INDS INC	COM	431573 10 4	1,516,000	30,000 P	b	1	a(30,000 shares)
HOLLINGER INTL INC	CL A	435569 10 8	17,961,000	1,038,800	b	1	a(1,038,800 shares)
HOLLY CORP	COM PAR \$0.01	435758 30 5	4,641,000	182,000	b	1	a(182,000 shares)
HOLLYWOOD ENTMT CORP	COM	436141 10 5	6,505,000	659,115	b	1	a(659,115 shares)
HOLLYWOOD ENTMT CORP	COM	436141 10 5	3,075,000	311,500 c	b	1	a(311,500 shares)
HOLOGIC INC	COM	436440 10 1	354,000	18,379	b	1	a(18,379 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (note #3)
HOME DEPOT INC	COM	437076 10 2	463,000	11,800	b	1	a(11,800 shares)
HOME DEPOT INC	COM	437076 10 2	2,940,000	75,000	c	1	a(75,000 shares)
HOME DEPOT INC	COM	437076 10 2	5,292,000	135,000	p	1	a(135,000 shares)
HOMESTORE INC	COM	437852 10 6	1,346,000	582,878	b	1	a(582,878 shares)
HONDA MOTOR LTD	AMERN SHS	438128 30 8	1,225,000	50,300	b	1	a(50,300 shares)
HONEYWELL INTL INC	COM	438516 10 6	138,022,000	3,848,900	b	1	a(3,848,900 shares)
HORMEL FOODS CORP	COM	440452 10 0	15,864,000	592,400	b	1	a(592,400 shares)
HOST MARRIOTT CORP NEW	COM	44107P 10 4	800,000	57,000	b	1	a(57,000 shares)
HUB GROUP INC	CL A	443320 10 6	4,681,000	125,661	b	1	a(125,661 shares)
HUDSON CITY BANCORP	COM	443683 10 7	2,957,000	82,737	b	1	a(82,737 shares)
HUDSON UNITED BANCORP	COM	444165 10 4	881,000	23,900	b	1	a(23,900 shares)
HUGHES SUPPLY INC	COM	444482 10 3	8,029,000	267,000	b	1	a(267,000 shares)
HUGHES SUPPLY INC	COM	444482 10 3	241,000	8,000	c	1	a(8,000 shares)
HUMANA INC	COM	444859 10 2	39,119,000	1,957,900	b	1	a(1,957,900 shares)
HUMAN GENOME SCIENCES INC	COM	444903 10 8	7,161,000	656,383	b	1	a(656,383 shares)
HUNT J B TRANS SVCS INC	COM	445658 10 7	14,515,000	390,816	b	1	a(390,816 shares)
HUNTINGTON BANCSHARES INC	COM	446150 10 4	4,701,000	188,727	b	1	a(188,727 shares)
HUTCHINSON TECHNOLOGY INC	COM	448407 10 6	3,652,000	136,611	b	1	a(136,611 shares)
HYDROGENICS CORP	COM	448882 10 0	638,000	138,128	b	1	a(138,128 shares)
IDT CORP	CL B	448947 30 9	1,447,000	96,300	b	1	a(96,300 shares)
IDT CORP	COM	448947 10 1	1,153,000	79,100	b	1	a(79,100 shares)
HYPERCOM CORP	COM	44913M 10 5	145,000	19,700	b	1	a(19,700 shares)
HYPERION SOLUTIONS CORP	COM	44914M 10 4	2,687,000	79,050	b	1	a(79,050 shares)
IAC INTERACTIVECORP	COM	44919P 10 2	138,025,000	6,268,156	b	1	a(6,268,156 shares)
ICOS CORP	COM	449295 10 4	12,008,000	497,413	b	1	a(497,413 shares)
ICOS CORP	COM	449295 10 4	746,000	30,900	c	1	a(30,900 shares)
ID BIOMEDICAL CORP	COM	44936D 10 8	807,000	62,300	b	1	a(62,300 shares)
IHOP CORP	COM	449623 10 7	267,000	7,000	b	1	a(7,000 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares of Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
IPIX CORP	COM	44982L 10 3	1,978,000	269,546	b	1	a(269,546 shares)
IMS HEALTH INC	COM	449934 10 8	39,612,000	1,656,014	b	1	a(1,656,014 shares)
ITC DELTACOM INC	COM NEW	45031T 40 1	86,000	19,533	b	1	a(19,533 shares)
ITT EDUCATIONAL SERVICES INC	COM	45068B 10 9	7,113,000	197,300	b	1	a(197,300 shares)
ITT EDUCATIONAL SERVICES INC	COM	45068B 10 9	555,000	15,400 c	b	1	a(15,400 shares)
IBERIABANK CORP	COM	450828 10 8	216,000	3,736	b	1	a(3,736 shares)
ITT INDS INC IND	COM	450911 10 2	4,279,000	53,500	b	1	a(53,500 shares)
ITT INDS INC IND	COM	450911 10 2	880,000	11,000 P	b	1	a(11,000 shares)
IANGOLD CORP	COM	450913 10 8	1,975,000	246,200	b	1	a(246,200 shares)
ICON PUB LTD CO	SPONSORED ADR	45103T 10 7	369,000	11,210	b	1	a(11,210 shares)
ICICI BK LTD	ADR	45104G 10 4	2,793,000	202,400	b	1	a(202,400 shares)
IDACORP INC	COM	451107 10 6	294,000	10,100	b	1	a(10,100 shares)
IDEX CORP	COM	45167R 10 4	4,284,000	126,150	b	1	a(126,150 shares)
IDEXX LABS INC	COM	45168D 10 4	4,173,000	82,250	b	1	a(82,250 shares)
IDEXX LABS INC	COM	45168D 10 4	1,624,000	32,000 c	b	1	a(32,000 shares)
ILEX ONCOLOGY INC	COM	451923 10 6	10,211,000	405,662	b	1	a(405,662 shares)
ILLUMINA INC	COM	452327 10 9	893,000	151,062	b	1	a(151,062 shares)
IMCLONE SYS INC	COM	45245W 10 9	36,356,000	687,900 c	b	1	a(687,900 shares)
IMCLONE SYS INC	COM	45245W 10 9	6,342,000	120,000 P	b	1	a(120,000 shares)
IMPAC MED SYS INC	COM	45255A 10 4	159,000	11,877	b	1	a(11,877 shares)
IMPERIAL CHEM INDS PLC	ADR NEW	452704 50 5	790,000	51,301	b	1	a(51,301 shares)
IMMUNOMEDICS INC	COM	452907 10 8	71,000	27,200	b	1	a(27,200 shares)
IMPERIAL OIL LTD	COM NEW	453038 40 8	322,000	6,200	b	1	a(6,200 shares)
INAMED CORP	COM	453235 10 3	23,047,000	483,466	b	1	a(483,466 shares)
INCO LTD	COM	453258 40 2	2,566,000	65,700	b	1	a(65,700 shares)
INET TECHNOLOGIES INC	COM	45662V 10 5	2,129,000	169,238	b	1	a(169,238 shares)
INFOCUS CORP	COM	45665B 10 6	4,532,000	494,749	b	1	a(494,749 shares)
INFINITY PPTY & CAS CORP	COM	45665Q 10 3	1,378,000	46,677	b	1	a(46,677 shares)

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159,027,000

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)
INFONET SVCS CORP	CL B	45666T 10 6	703,000	428,600	b	1	a(428,600 shares)
INFORMATION HLDGS INC	COM	45672T 10 6	3,543,000	130,100	b	1	a(130,100 shares)
INFOSPACE INC	COM NEW	45678T 20 1	11,679,000	246,444	b	1	a(246,444 shares)
INGRAM MICRO INC	CL A	457153 10 4	1,723,000	107,000	b	1	a(107,000 shares)
INGRAM MICRO INC	CL A	457153 10 4	403,000	25,000 c	b	1	a(25,000 shares)
INGRAM MICRO INC	CL A	457153 10 4	322,000	20,000 P	b	1	a(20,000 shares)
INPUT/OUTPUT INC	COM	457652 10 5	199,000	19,300	b	1	a(19,300 shares)
INSIGHT ENTERPRISES INC	COM	45765U 10 3	4,664,000	276,963	b	1	a(276,963 shares)
INNOVATIVE SOLUTIONS & SUPPO	COM	45769N 10 5	4,338,000	176,837	b	1	a(176,837 shares)
INSPIRE PHARMACEUTICALS INC	COM	457733 10 3	4,494,000	285,727	b	1	a(285,727 shares)
INSTINET GROUP INC	COM	457750 10 7	5,510,000	1,095,525	b	1	a(1,095,525 shares)
INTEGRATED DEVICE TECHNOLOGY	COM	458118 10 6	11,664,000	1,223,919	b	1	a(1,223,919 shares)
INTEGRATED ELECTRICAL SVC	COM	45811E 10 3	321,000	66,800	b	1	a(66,800 shares)
INTEL CORP	COM	458140 10 0	94,262,000	4,699,022	b	1	a(4,699,022 shares)
INTEL CORP	COM	458140 10 0	3,611,000	180,000 c	b	1	a(180,000 shares)
INTELLISYNC CORP	COM	458176 10 4	160,000	76,235	b	1	a(76,235 shares)
INTER PARFUMS INC	COM	458334 10 9	230,000	16,830	b	1	a(16,830 shares)
INTERCEPT INC	COM	45845L 10 7	1,326,000	70,786	b	1	a(70,786 shares)
INTERDIGITAL COMMUNICATIONS	COM	45866A 10 5	2,724,000	166,928	b	1	a(166,928 shares)
INTERGRAPH CORP	COM	458683 10 9	2,587,000	95,211	b	1	a(95,211 shares)
INTERMAGNETICS GEN CORP	COM	458771 10 2	2,320,000	100,234	b	1	a(100,234 shares)
INTERMET CORP	COM	45881K 10 4	107,000	411,894	b	1	a(411,894 shares)
INTERMUNE INC	COM	45884X 10 3	1,873,000	158,833	b	1	a(158,833 shares)
INTERNAP NETWORK SVCS CORP	COM	45885A 10 2	265,000	396,200	b	1	a(396,200 shares)
INTEGRATED ALARM SVCS GROUP	COM	45890M 10 9	73,000	17,720	b	1	a(17,720 shares)
INTERNATIONAL BANCSHARES COR	COM	459044 10 3	738,000	20,072	b	1	a(20,072 shares)
INTERNATIONAL BUSINESS MACHS	COM	459200 10 1	5,222,000	60,900	b	1	a(60,900 shares)
INTERNATIONAL BUSINESS MACHS	COM	459200 10 1	67,109,000	782,700 c	b	1	a(782,700 shares)

Name of Issuer	Title of class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
INTERNATIONAL BUSINESS MACHS	COM	459200 10 1	66,877,000	780,000 P	b	1	a(780,000 shares)
INTERNATIONAL GAME TECHNOLOG	COM	459902 10 2	1,132,000	31,500	b	1	a(31,500 shares)
INTERNATIONAL GAME TECHNOLOG	COM	459902 10 2	4,674,000	130,000 C	b	1	a(130,000 shares)
INTERNATIONAL GAME TECHNOLOG	COM	459902 10 2	8,053,000	224,000 P	b	1	a(224,000 shares)
INTERNATIONAL GAME TECHNOLOG	1/ DBCV	459902 AL 6	7,931,000	10,000,000	b	1	a(10,000,000 shares)
INTL PAPER CO	6/ DBCV	460146 BM 4	13,797,000	25,000,000	b	1	a(25,000,000 shares)
INTERNATIONAL RECTIFIER CORP	COM	460254 10 5	44,834,000	1,307,100	b	1	a(1,307,100 shares)
INTERNATIONAL SPEEDWAY CORP	CL A	460335 20 1	666,000	13,355	b	1	a(13,355 shares)
INTERNATIONAL STL GROUP INC	COM	460377 10 4	13,072,000	387,900	b	1	a(387,900 shares)
INTERNET INITIATIVE JAPAN IN	SPONSORED ADR	46059T 10 9	772,000	292,348	b	1	a(292,348 shares)
INTERNET INITIATIVE JAPAN IN	SPONSORED ADR	46059T 10 9	53,000	20,000 C	b	1	a(20,000 shares)
INTERPUBLIC GROUP COS INC	COM	460690 10 0	13,301,000	1,256,000	b	1	a(1,256,000 shares)
INTERPUBLIC GROUP COS INC	NOTE 4.500% 3/ CL A	460690 AT 7	26,648,000	22,500,000	b	1	a(22,500,000 shares)
INTERSIL CORP	CL A	46069S 10 9	32,915,000	2,066,240	b	1	a(2,066,240 shares)
INTERSTATE BAKERIES CORP DEL	COM	46072H 10 8	1,723,000	441,700	b	1	a(441,700 shares)
INTRAWEST CORPORATION	COM NEW	46091S 20 0	1,715,000	90,500	b	1	a(90,500 shares)
INTERWOVEN INC	COM NEW	46114T 50 8	3,144,000	434,186	b	1	a(434,186 shares)
INTRADO INC	COM	46117A 10 0	991,000	98,057	b	1	a(98,057 shares)
INTROGEN THERAPEUTICS INC	COM	46119F 10 7	319,000	50,731	b	1	a(50,731 shares)
INTUIT	COM	461202 10 3	278,000	6,113	b	1	a(6,113 shares)
INTUIT	COM	461202 10 3	3,541,000	78,000 C	b	1	a(78,000 shares)
INVERESK RESH GROUP INC	COM	461238 10 7	1,134,000	30,737	b	1	a(30,737 shares)
INVESTMENT TECHNOLOGY GRP NE	COM	46145F 10 5	233,000	15,200	b	1	a(15,200 shares)
INVISION TECHNOLOGIES INC	COM	461851 10 7	13,010,000	289,171	b	1	a(289,171 shares)
INVISION TECHNOLOGIES INC	COM	461851 10 7	7,378,000	164,000 C	b	1	a(164,000 shares)
INVISION TECHNOLOGIES INC	COM	461851 10 7	3,509,000	78,000 P	b	1	a(78,000 shares)
INVITROGEN CORP	COM	46185R 10 0	572,000	10,400	b	1	a(10,400 shares)
INVITROGEN CORP	COM	46185R 10 0	275,000	5,000 C	b	1	a(5,000 shares)

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272,547,000

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)
INVITROGEN CORP	NOTE 2.250%12/	46185R AD 2	24,641,000	25,000,000	b	1	a(25,000,000 shares)
IOMEGA CORP	COM NEW	462030 30 5	90,000	19,400	b	1	a(19,400 shares)
IONA TECHNOLOGIES PLC	SPONSORED ADR	46206P 10 9	625,000	153,558	b	1	a(153,558 shares)
IPSCO INC	COM	462622 10 1	235,000	8,400	b	1	a(8,400 shares)
IRON MTN INC PA	COM	462846 10 6	5,644,000	166,750	b	1	a(166,750 shares)
IRON MTN INC PA	COM	462846 10 6	1,693,000	50,000 c	b	1	a(50,000 shares)
ISIS PHARMACEUTICALS INC	COM	464330 10 9	267,000	54,457	b	1	a(54,457 shares)
ISIS PHARMACEUTICALS INC DEL	NOTE 5.500% 5/	464337 AC 8	8,695,000	10,500,000	b	1	a(10,500,000 shares)
ISPAT INTL N V	NY REG SH CL A	464899 10 3	2,448,000	84,400	b	1	a(84,400 shares)
ITRON INC	COM	465741 10 6	186,000	10,669	b	1	a(10,669 shares)
IVANHOE ENERGY INC	COM	465790 10 3	620,000	296,100	b	1	a(296,100 shares)
IVANHOE MINES LTD	COM	46579N 10 3	952,000	169,100	b	1	a(169,100 shares)
IVILLAGE INC	COM	46588H 10 5	2,003,000	333,882	b	1	a(333,882 shares)
JDS UNIPHASE CORP	COM	466121 10 1	337,000	100,100	b	1	a(100,100 shares)
JDA SOFTWARE GROUP INC	COM	46612K 10 8	814,000	75,268	b	1	a(75,268 shares)
J JILL GROUP INC	COM	466189 10 7	5,885,000	296,471	b	1	a(296,471 shares)
JPMORGAN & CHASE & CO	COM	46625H 10 0	1,330,000	33,488	b	1	a(33,488 shares)
JPMORGAN & CHASE & CO	COM	46625H 10 0	24,974,000	628,600 c	b	1	a(628,600 shares)
JPMORGAN & CHASE & CO	COM	46625H 10 0	3,973,000	100,000 P	b	1	a(100,000 shares)
JACKSON HEWITT TAX SVCS INC	COM	468202 10 6	607,000	30,000	b	1	a(30,000 shares)
JACUZZI BRANDS INC	COM	469865 10 9	3,783,000	406,800	b	1	a(406,800 shares)
JETBLUE AWYS CORP	COM	477143 10 1	574,000	27,425	b	1	a(27,425 shares)
JOHNSON & JOHNSON	COM	478160 10 4	783,000	13,900	b	1	a(13,900 shares)
JOHNSON & JOHNSON	COM	478160 10 4	40,608,000	720,900 c	b	1	a(720,900 shares)
JOHNSON CTLS INC	COM	478366 10 7	1,699,000	29,900	b	1	a(29,900 shares)
JONES APPAREL GROUP INC	COM	480074 10 3	41,270,000	1,152,800	b	1	a(1,152,800 shares)
JONES LANG LASALLE INC	COM	48020q 10 7	294,000	8,900	b	1	a(8,900 shares)
JOS A BANK CLOTHIERS INC	COM	480838 10 1	498,000	17,977	b	1	a(17,977 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)
JUNIPER NETWORKS INC	COM	48203R 10 4	1,520,000	64,416	b	1	a(64,416 shares)
KT CORP	SPONSORED ADR	48268K 10 1	1,915,000	106,000	b	1	a(106,000 shares)
K2 INC	COM	48273Z 10 4	2,110,000	147,419	b	1	a(147,419 shares)
KADANT INC	COM	48282T 10 4	303,000	16,498	b	1	a(16,498 shares)
KANA SOFTWARE INC	COM NEW	483600 30 0	209,000	123,628	b	1	a(123,628 shares)
KB HOME	COM	48666K 10 9	15,529,000	183,800	b	1	a(183,800 shares)
KB HOME	COM	48666K 10 9	6,337,000	75,000 C	b	1	a(75,000 shares)
KELLWOOD CO	COM	488044 10 8	233,000	6,400	b	1	a(6,400 shares)
KEMET CORP	COM	488360 10 8	7,903,000	976,900	b	1	a(976,900 shares)
KERR MCGEE CORP	COM	492386 10 7	963,000	16,827	b	1	a(16,827 shares)
KERYX BIOPHARMACEUTICALS INC	COM	492515 10 1	1,624,000	145,089	b	1	a(145,089 shares)
KEY ENERGY SVCS INC	COM	492914 10 6	16,693,000	1,510,700	b	1	a(1,510,700 shares)
KEYSPAN CORP	COM	49337W 10 0	6,531,000	166,600	b	1	a(166,600 shares)
KEYSTONE AUTOMOTIVE INDS INC	COM	49338M 10 9	675,000	30,676	b	1	a(30,676 shares)
KIMBERLY CLARK CORP	COM	494368 10 3	782,000	12,100	b	1	a(12,100 shares)
KIMBERLY CLARK CORP	COM	494368 10 3	3,230,000	50,000 C	b	1	a(50,000 shares)
KIMBERLY CLARK CORP	COM	494368 10 3	1,647,000	25,500 P	b	1	a(25,500 shares)
KINDER MORGAN INC KANS	COM	49455P 10 1	67,626,000	1,076,500	b	1	a(1,076,500 shares)
KINDER MORGAN INC KANS	COM	49455P 10 1	628,000	10,000 C	b	1	a(10,000 shares)
KINDER MORGAN INC KANS	COM	49455P 10 1	1,005,000	16,000 P	b	1	a(16,000 shares)
KINDRED HEALTHCARE INC	COM	494580 10 3	2,982,000	122,217	b	1	a(122,217 shares)
KINDRED HEALTHCARE INC	COM	494580 10 3	976,000	40,000 C	b	1	a(40,000 shares)
KINETIC CONCEPTS INC	COM NEW	49460W 20 8	2,407,000	45,800	b	1	a(45,800 shares)
KING PHARMACEUTICALS INC	COM	49558Z 10 8	307,000	25,700 C	b	1	a(25,700 shares)
KING PHARMACEUTICALS INC	COM	49558Z 10 8	463,000	38,800 P	b	1	a(38,800 shares)
KIRKLANDS INC	COM	497498 10 5	330,000	35,121	b	1	a(35,121 shares)
KNART HLDG CORPORATION	COM	498780 10 5	101,412,000	1,159,394	b	1	a(1,159,394 shares)
KNART HLDG CORPORATION	COM	498780 10 5	30,352,000	347,000 C	b	1	a(347,000 shares)

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276,692,000

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)
KMART HLDG CORPORATION	COM	498780 10 5	28,638,000	327,400 P	b	1	a(327,400 shares)
KNIGHT RIDDER INC	COM	499040 10 3	982,000	15,000 C	b	1	a(15,000 shares)
KNIGHT RIDDER INC	COM	499040 10 3	327,000	5,000 P	b	1	a(5,000 shares)
KNIGHT TRANSN INC	COM	499064 10 3	2,167,000	101,163	b	1	a(101,163 shares)
KOHLS CORP	COM	500255 10 4	2,906,000	60,300	b	1	a(60,300 shares)
KOHLS CORP	COM	500255 10 4	4,795,000	99,500 C	b	1	a(99,500 shares)
KONINKLIJKE AHOLD N V	SPON ADR NEW	500467 30 3	2,288,000	358,000	b	1	a(358,000 shares)
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472 30 3	735,000	32,100	b	1	a(32,100 shares)
KOOKMIN BK NEW	SPONSORED ADR	50049M 10 9	713,000	22,400	b	1	a(22,400 shares)
KOS PHARMACEUTICALS INC	COM	500648 10 0	1,892,000	53,128	b	1	a(53,128 shares)
KRISPY KREME DOUGHNUTS INC	COM	501014 10 4	974,000	76,900	b	1	a(76,900 shares)
KRISPY KREME DOUGHNUTS INC	COM	501014 10 4	1,174,000	92,700 C	b	1	a(92,700 shares)
KROGER CO	COM	501044 10 1	38,741,000	2,496,200	b	1	a(2,496,200 shares)
KROGER CO	COM	501044 10 1	1,552,000	100,000 C	b	1	a(100,000 shares)
KYPHON INC	COM	501577 10 0	545,000	22,000	b	1	a(22,000 shares)
LNR PPTY CORP	COM	501940 10 0	11,032,000	178,200	b	1	a(178,200 shares)
LSI LOGIC CORP	COM	502161 10 2	8,873,000	2,058,600	b	1	a(2,058,600 shares)
LSI LOGIC CORP	NOTE 4.000%11/	502161 AG 7	2,985,000	3,000,000	b	1	a(3,000,000 shares)
LTX CORP	NOTE 4.250% 8/	502392 AE 3	5,858,000	6,000,000	b	1	a(6,000,000 shares)
L-3 COMMUNICATIONS HLDGS INC	COM	502424 10 4	9,266,000	138,300 C	b	1	a(138,300 shares)
L-3 COMMUNICATIONS HLDGS INC	COM	502424 10 4	1,092,000	16,300 P	b	1	a(16,300 shares)
L-3 COMMUNICATIONS HLDGS INC	DEBT 4.000% 9/	502424 AD 6	13,861,000	11,083,000	b	1	a(11,083,000 shares)
LA QUINTA CORP	PAIRED CTF	50419U 20 2	13,878,000	1,779,200	b	1	a(1,779,200 shares)
LA Z BOY INC	COM	505336 10 7	4,704,000	309,900	b	1	a(309,900 shares)
LABOR READY INC	NOTE 6.250% 6/	505401 AB 5	5,405,000	2,675,000	b	1	a(2,675,000 shares)
LABRANCHE & CO INC	COM	505447 10 2	7,567,000	895,500	b	1	a(895,500 shares)
LACLEDE GROUP INC	COM	505597 10 4	710,000	24,300	b	1	a(24,300 shares)
LAIDLAW INTL INC	COM	50730R 10 2	17,889,000	1,087,483	b	1	a(1,087,483 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)
LAM RESEARCH CORP	COM	512807 10 8	2,661,000	121,600	b	1	a(121,600 shares)
LAMAR ADVERTISING CO	CL A	512815 10 1	13,627,000	327,503	b	1	a(327,503 shares)
LANCASTER COLONY CORP	COM	513847 10 3	201,000	4,777	b	1	a(4,777 shares)
LANCE INC	COM	514606 10 2	360,000	22,307	b	1	a(22,307 shares)
LANDAMERICA FINL GROUP INC	COM	514936 10 3	455,000	10,000 C	b	1	a(10,000 shares)
LANDSTAR SYS INC	COM	515098 10 1	1,930,000	32,882	b	1	a(32,882 shares)
LATTICE SEMICONDUCTOR CORP	COM	518415 10 4	1,943,000	395,644	b	1	a(395,644 shares)
LAUDER ESTEE COS INC	CL A	518439 10 4	39,070,000	934,700	b	1	a(934,700 shares)
LAUDER ESTEE COS INC	CL A	518439 10 4	527,000	12,600 C	b	1	a(12,600 shares)
LAWSON SOFTWARE INC	COM	520780 10 7	101,000	17,949	b	1	a(17,949 shares)
LEGG MASON INC	COM	524901 10 5	442,000	8,300	b	1	a(8,300 shares)
LEGG MASON INC	COM	524901 10 5	1,758,000	33,000 C	b	1	a(33,000 shares)
LEGG MASON INC	COM	524901 10 5	1,225,000	23,000 P	b	1	a(23,000 shares)
LEGG MASON INC	NOTE	524901 AG 0	9,656,000	15,000,000	b	1	a(15,000,000 shares)
LEHMAN BROS HLDGS INC	COM	524908 10 0	2,631,000	33,000 C	b	1	a(33,000 shares)
LEHMAN BROS HLDGS INC	COM	524908 10 0	3,508,000	44,000 P	b	1	a(44,000 shares)
LENNAR CORP	CL A	526057 10 4	14,746,000	309,800	b	1	a(309,800 shares)
LEUCADIA NATL CORP	COM	527288 10 4	2,634,000	46,500 C	b	1	a(46,500 shares)
LEUCADIA NATL CORP	COM	527288 10 4	4,742,000	83,700 P	b	1	a(83,700 shares)
LEVEL 3 COMMUNICATIONS INC	COM	52729N 10 0	6,704,000	2,588,325	b	1	a(2,588,325 shares)
LEVITT CORP	CL A	52742P 10 8	2,893,000	123,300	b	1	a(123,300 shares)
LEXICON GENETICS INC	COM	528872 10 4	1,138,000	172,725	b	1	a(172,725 shares)
LEXMARK INTL NEW	CL A	529771 10 7	163,080,000	1,941,200	b	1	a(1,941,200 shares)
LEXMARK INTL NEW	CL A	529771 10 7	12,652,000	150,600 C	b	1	a(150,600 shares)
LEXMARK INTL NEW	CL A	529771 10 7	731,000	8,700 P	b	1	a(8,700 shares)
LIBERTY MEDIA CORP NEW	COM SER A	530718 10 5	163,367,000	18,734,700	b	1	a(18,734,700 shares)
LIBERTY MEDIA INTL INC	COM SER A	530719 10 3	10,169,000	304,821	b	1	a(304,821 shares)
LIBERTY MEDIA INTL INC	COM SER A	530719 10 3	334,000	10,000 C	b	1	a(10,000 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
LIGAND PHARMACEUTICALS INC	CL B	53220K 20 7	2,966,000	295,975	b	1	a(295,975 shares)
LIGHTBRIDGE INC	COM	532226 10 7	1,241,000	257,469	b	1	a(257,469 shares)
LILLY ELI & CO	COM	532457 10 8	3,609,000	60,100	b	1	a(60,100 shares)
LILLY ELI & CO	COM	532457 10 8	751,000	12,500 c	b	1	a(12,500 shares)
LIMITED BRANDS INC	COM	532716 10 7	51,214,000	2,297,600	b	1	a(2,297,600 shares)
LIN TV CORP	CL A	532774 10 6	1,777,000	91,200	b	1	a(91,200 shares)
LINCARE HLDGS INC	COM	532791 10 0	1,744,000	58,700	b	1	a(58,700 shares)
LINCOLN NATL CORP IND	COM	534187 10 9	6,933,000	147,500	b	1	a(147,500 shares)
LINCOLN NATL CORP IND	COM	534187 10 9	1,739,000	37,000 c	b	1	a(37,000 shares)
LINCOLN NATL CORP IND	COM	534187 10 9	705,000	15,000 P	b	1	a(15,000 shares)
LINEAR TECHNOLOGY CORP	COM	535678 10 6	55,329,000	1,526,740	b	1	a(1,526,740 shares)
LINENS N THINGS INC	COM	535679 10 4	7,403,000	319,500	b	1	a(319,500 shares)
LINKTONE LTD	ADR	535925 10 1	104,000	12,657	b	1	a(12,657 shares)
LITHIA MTRS INC	CL A	536797 10 3	1,180,000	55,500	b	1	a(55,500 shares)
LODGIAN INC	COM PAR \$.01	54021P 40 3	612,000	61,800	b	1	a(61,800 shares)
LOEWS CORP	CAROLNA GP STK	540424 20 7	20,929,000	858,800	b	1	a(858,800 shares)
LOEWS CORP	COM	540424 10 8	16,468,000	281,500	b	1	a(281,500 shares)
LOEWS CORP	COM	540424 10 8	1,521,000	26,000 c	b	1	a(26,000 shares)
LONE STAR STEAKHOUSE SALOON	COM	542307 10 3	314,000	12,153	b	1	a(12,153 shares)
LONGS DRUG STORES CORP	COM	543162 10 1	1,604,000	66,300	b	1	a(66,300 shares)
LOOKSMART LTD	COM	543442 10 7	821,000	558,308	b	1	a(558,308 shares)
LOUISIANA PAC CORP	COM	546347 10 5	35,596,000	1,371,700	b	1	a(1,371,700 shares)
LOWES COS INC	COM	548661 10 7	24,708,000	454,600	b	1	a(454,600 shares)
LOWES COS INC	COM	548661 10 7	326,000	6,000 c	b	1	a(6,000 shares)
LUBRIZOL CORP	COM	549271 10 4	11,972,000	346,000	b	1	a(346,000 shares)
LUCENT TECHNOLOGIES INC	COM	549463 10 7	79,000	25,000	b	1	a(25,000 shares)
LYDALL INC DEL	COM	550819 10 6	352,000	37,900	b	1	a(37,900 shares)
LYONDELL CHEMICAL CO	COM	552078 10 7	4,546,000	202,400	b	1	a(202,400 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)
LYONDELL CHEMICAL CO	COM	552078 10 7	5,637,000	251,000 P	b	1	a(251,000 shares)
MAF BANCORP INC	COM	55261R 10 8	1,180,000	27,348	b	1	a(27,348 shares)
MBIA INC	COM	55262C 10 0	8,080,000	138,800	b	1	a(138,800 shares)
MBNA CORP	COM	55262L 10 0	66,331,000	2,632,200	b	1	a(2,632,200 shares)
MB FINANCIAL INC NEW	COM	55264U 10 8	661,000	16,679	b	1	a(16,679 shares)
M D C HLDGS INC	COM	552676 10 8	4,151,000	56,792	b	1	a(56,792 shares)
MCI INC	COM	552691 10 7	2,269,000	135,467	b	1	a(135,467 shares)
MDC PARTNERS INC	CL A SUB VTG	552697 10 4	184,000	14,600	b	1	a(14,600 shares)
MGIC INVT CORP WIS	COM	552848 10 3	3,128,000	47,000	b	1	a(47,000 shares)
MGIC INVT CORP WIS	COM	552848 10 3	3,594,000	54,000 C	b	1	a(54,000 shares)
MGI PHARMA INC	COM	552880 10 6	516,000	19,321	b	1	a(19,321 shares)
MGI PHARMA INC	COM	552880 10 6	1,922,000	72,000 C	b	1	a(72,000 shares)
MGI PHARMA INC	COM	552880 10 6	1,068,000	40,000 P	b	1	a(40,000 shares)
MGM MIRAGE	COM	552953 10 1	631,000	12,700	b	1	a(12,700 shares)
MI DEVS INC	CL A SUB VTG	55304X 10 4	2,160,000	85,100	b	1	a(85,100 shares)
MPS GROUP INC	COM	553409 10 3	2,678,000	318,400	b	1	a(318,400 shares)
MSC INDL DIRECT INC	CL A	553530 10 6	12,756,000	374,300	b	1	a(374,300 shares)
MSC SOFTWARE CORP	NOTE 2.500% 5/	553531 AE 4	3,347,000	3,000,000	b	1	a(3,000,000 shares)
MTR GAMING GROUP INC	COM	553769 10 0	374,000	40,153	b	1	a(40,153 shares)
MACDERMID INC	COM	554273 10 2	1,984,000	68,500	b	1	a(68,500 shares)
MACE SEC INTL INC	COM NEW	554335 20 8	257,000	80,167	b	1	a(80,167 shares)
MACROVISION CORP	COM	555904 10 1	335,000	13,899	b	1	a(13,899 shares)
MAGMA DESIGN AUTOMATION	COM	559181 10 2	4,268,000	283,056	b	1	a(283,056 shares)
MAGMA DESIGN AUTOMATION	COM	559181 10 2	484,000	32,100 C	b	1	a(32,100 shares)
MAGNA INTL INC	CL A	559222 40 1	17,394,000	234,800	b	1	a(234,800 shares)
MAGNUM HUNTER RES INC	COM PAR \$0.002	55972F 20 3	1,564,000	135,500	b	1	a(135,500 shares)
MAHANAGAR TEL NIGAM LTD	SPONS ADR 2001	559778 40 2	259,000	36,700	b	1	a(36,700 shares)
MANDALAY RESORT GROUP	COM	562567 10 7	69,693,000	1,015,200	b	1	a(1,015,200 shares)

Name of Issuer	Title of class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
MANDALAY RESORT GROUP	COM	562567 10 7	254,000	3,700 C	b	1	a(3,700 shares)
MANDALAY RESORT GROUP	COM	562567 10 7	446,000	6,500 P	b	1	a(6,500 shares)
MANITOWOC INC	COM	563571 10 8	1,277,000	36,000	b	1	a(36,000 shares)
MANNATECH INC	COM	563771 10 4	1,299,000	92,653	b	1	a(92,653 shares)
MANOR CARE INC NEW	COM	564055 10 1	4,542,000	151,600	b	1	a(151,600 shares)
MANPOWER INC	COM	56418H 10 0	15,564,000	349,838	b	1	a(349,838 shares)
MANTECH INTL CORP	CL A	564563 10 4	2,115,000	113,000 C	b	1	a(113,000 shares)
MANTECH INTL CORP	CL A	564563 10 4	206,000	11,000 P	b	1	a(11,000 shares)
MANUGISTICS GROUP INC	COM	565011 10 3	2,930,000	1,230,939	b	1	a(1,230,939 shares)
MANULIFE FINL CORP	COM	56501R 10 6	30,152,000	686,734	b	1	a(686,734 shares)
MARATHON OIL CORP	COM	565849 10 6	31,245,000	756,900	b	1	a(756,900 shares)
MARCUS CORP	COM	566330 10 6	483,000	24,800	b	1	a(24,800 shares)
MARINEMAX INC	COM	567908 10 8	5,117,000	227,200	b	1	a(227,200 shares)
MARKEL CORP	NOTE	6/ 570535 AC 8	9,672,000	25,000,000	b	1	a(25,000,000 shares)
MARTEK BIOSCIENCES CORP	COM	572901 10 6	1,800,000	37,000 C	b	1	a(37,000 shares)
MARTHA STEWART LIVING OMNIME	CL A	573083 10 2	322,000	20,500 C	b	1	a(20,500 shares)
MARTHA STEWART LIVING OMNIME	CL A	573083 10 2	182,000	11,600 P	b	1	a(11,600 shares)
MASCO CORP	NOTE	7/ 574599 AW 6	16,997,000	35,000,000	b	1	a(35,000,000 shares)
MASONITE INTL CORP	COM	575384 10 2	262,000	10,400	b	1	a(10,400 shares)
MASSEY ENERGY CORP	COM	576206 10 6	2,268,000	78,400	b	1	a(78,400 shares)
MASTEC INC	COM	576323 10 9	3,541,000	674,500	b	1	a(674,500 shares)
MATERIAL SCIENCES CORP	COM	576674 10 5	452,000	33,500	b	1	a(33,500 shares)
MATRIX INITIATIVES INC	COM	57685L 10 5	569,000	54,717	b	1	a(54,717 shares)
MATRIXONE INC	COM	57685P 30 4	59,000	11,674	b	1	a(11,674 shares)
MATSUSHITA ELEC INDL	ADR	576879 20 9	840,000	62,600	b	1	a(62,600 shares)
MAXTOR CORP	COM NEW	577729 20 5	527,000	101,300	b	1	a(101,300 shares)
MAXIM INTEGRATED PRODS INC	COM	57772K 10 1	13,635,000	322,406	b	1	a(322,406 shares)
MAXIM PHARMACEUTICALS INC	COM	57772M 10 7	550,000	206,124	b	1	a(206,124 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
MCDATA CORP	CL A	580031 20 1	4,742,000	942,723	b	1	a(942,723 shares)
MCDATA CORP	CL B	580031 10 2	363,000	77,300	b	1	a(77,300 shares)
MCDERMOTT INTL INC	COM	580037 10 9	781,000	66,200	b	1	a(66,200 shares)
MCDONALDS CORP	COM	580135 10 1	134,841,000	4,810,600	b	1	a(4,810,600 shares)
MCG CAPITAL CORP	COM	58047P 10 7	579,000	33,346	b	1	a(33,346 shares)
MCGRAW HILL COS INC	COM	580645 10 9	13,986,000	175,500	b	1	a(175,500 shares)
MCGRAW HILL COS INC	COM	580645 10 9	877,000	11,000 C	b	1	a(11,000 shares)
MCGRAW HILL COS INC	COM	580645 10 9	3,546,000	44,500 P	b	1	a(44,500 shares)
MCKESSON CORP	COM	58155Q 10 3	2,532,000	98,700	b	1	a(98,700 shares)
MCKESSON CORP	COM	58155Q 10 3	898,000	35,000 C	b	1	a(35,000 shares)
MCORAN EXPLORATION CO	COM	582411 10 4	134,000	10,300	b	1	a(10,300 shares)
MEASUREMENT SPECIALTIES INC	COM	583421 10 2	1,113,000	44,800	b	1	a(44,800 shares)
MEDALLION FINL CORP	COM	583928 10 6	242,000	26,724	b	1	a(26,724 shares)
MEDCO HEALTH SOLUTIONS INC	COM	58405U 10 2	45,323,000	1,466,774	b	1	a(1,466,774 shares)
MEDCO HEALTH SOLUTIONS INC	COM	58405U 10 2	7,725,000	250,000 C	b	1	a(250,000 shares)
MEDCO HEALTH SOLUTIONS INC	COM	58405U 10 2	207,000	6,700 P	b	1	a(6,700 shares)
MEDIACOM COMMUNICATIONS CORP	NOTE 5.250% 7/	58446K AA 3	2,431,000	2,500,000	b	1	a(2,500,000 shares)
MEDICAL STAFFING NETWK HLDGS	COM	58463F 10 4	443,000	72,200	b	1	a(72,200 shares)
MEDICIS PHARMACEUTICAL CORP	CL A NEW	584690 30 9	6,930,000	177,500	b	1	a(177,500 shares)
MEDIMMUNE INC	COM	584699 10 2	35,614,000	1,502,697	b	1	a(1,502,697 shares)
MEDTRONIC INC	COM	585055 10 6	202,000	3,900	b	1	a(3,900 shares)
MEDTRONIC INC	COM	585055 10 6	4,282,000	82,500 C	b	1	a(82,500 shares)
MEMORY PHARMACEUTICALS CORP	COM	58606R 40 3	129,000	16,816	b	1	a(16,816 shares)
MERCK & CO INC	COM	589331 10 7	47,411,000	1,436,700	b	1	a(1,436,700 shares)
MERCURY INTERACTIVE CORP	COM	589405 10 9	19,591,000	561,679	b	1	a(561,679 shares)
MERCURY INTERACTIVE CORP	NOTE 5/	589405 AD 1	9,575,000	10,000,000	b	1	a(10,000,000 shares)
MERCURY INTERACTIVE CORP	NOTE 4.750% 7/	589405 AB 5	28,294,000	28,400,000	b	1	a(28,400,000 shares)
MEREDITH CORP	COM	589433 10 1	2,872,000	55,900	b	1	a(55,900 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
MEREDITH CORP	COM	589433 10 1	257,000	5,000 C	b	1	a(5,000 shares)
MERIDIAN RESOURCE CORP	COM	58977Q 10 9	7,145,000	809,200	b	1	a(809,200 shares)
MERITAGE HOMES CORP	COM	59001A 10 2	393,000	5,000 C	b	1	a(5,000 shares)
MERITAGE HOMES CORP	COM	59001A 10 2	393,000	5,000 P	b	1	a(5,000 shares)
MERRILL LYNCH & CO INC	COM	590188 10 8	17,959,000	361,200 C	b	1	a(361,200 shares)
MERRILL LYNCH & CO INC	FRNT 3/	590188 A7 3	79,900,000	80,000,000	b	1	a(80,000,000 shares)
MERRILL LYNCH & CO INC	NOTE 5/	590188 A6 5	13,750,000	25,000,000	b	1	a(25,000,000 shares)
MESA AIR GROUP INC	COM	590479 10 1	135,000	26,535	b	1	a(26,535 shares)
MESA AIR GROUP INC	NOTE 2.482% 6/	590479 AB 7	1,663,000	5,000,000	b	1	a(5,000,000 shares)
METAL MGMT INC	COM NEW	591097 20 9	191,000	10,497	b	1	a(10,497 shares)
METHANEX CORP	COM	59151K 10 8	4,754,000	315,481	b	1	a(315,481 shares)
METRIS COS INC	COM	591598 10 7	6,171,000	631,000	b	1	a(631,000 shares)
METRO GOLDWYN MAYER INC	COM	591610 10 0	6,882,000	594,800	b	1	a(594,800 shares)
METRO ONE TELECOMMUNICATIONS	COM	59163F 10 5	166,000	103,508	b	1	a(103,508 shares)
METTLER TOLEDO INTERNATIONAL	COM	592688 10 5	1,724,000	36,500	b	1	a(36,500 shares)
MICHAELS STORES INC	COM	594087 10 8	9,503,000	160,500	b	1	a(160,500 shares)
MICHAELS STORES INC	COM	594087 10 8	2,961,000	50,000 C	b	1	a(50,000 shares)
MICHAELS STORES INC	COM	594087 10 8	2,961,000	50,000 P	b	1	a(50,000 shares)
MICREL INC	COM	594793 10 1	18,568,000	1,783,694	b	1	a(1,783,694 shares)
MICROS SYS INC	COM	594901 10 0	291,000	5,821	b	1	a(5,821 shares)
MICROSOFT CORP	COM	594918 10 4	68,349,000	2,471,917	b	1	a(2,471,917 shares)
MICROSOFT CORP	COM	594918 10 4	27,263,000	986,000 C	b	1	a(986,000 shares)
MICROSOFT CORP	COM	594918 10 4	25,878,000	935,900 P	b	1	a(935,900 shares)
MICROSTRATEGY INC	CL A NEW	594972 40 8	7,461,000	181,567	b	1	a(181,567 shares)
MICROMUSE INC	COM	595094 10 3	1,042,000	283,138	b	1	a(283,138 shares)
MICRON TECHNOLOGY INC	COM	595112 10 3	38,631,000	3,211,200	b	1	a(3,211,200 shares)
MIDDLEBY CORP	COM	596278 10 1	4,721,000	89,665	b	1	a(89,665 shares)
MIDWAY GAMES INC	COM	598148 10 4	374,000	37,700	b	1	a(37,700 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
MIDWAY GAMES INC	COM	598148 10 4	198,000	20,000 C	b	1	a(20,000 shares)
MILLENNIUM PHARMACEUTICALS I	COM	599902 10 3	30,566,000	2,235,522	b	1	a(2,235,522 shares)
MILLENNIUM CHEMICALS INC	COM	599903 10 1	10,071,000	474,800	b	1	a(474,800 shares)
MILLER HERMAN INC	COM	600544 10 0	5,295,000	214,810	b	1	a(214,810 shares)
MILLIPORE CORP	COM	601073 10 9	7,369,000	154,000	b	1	a(154,000 shares)
MILLIPORE CORP	COM	601073 10 9	1,148,000	24,000 C	b	1	a(24,000 shares)
MINDSPEED TECHNOLOGIES INC	COM	602682 10 6	731,000	365,264	b	1	a(365,264 shares)
MINEFINDERS LTD	COM	602900 10 2	84,000	12,200	b	1	a(12,200 shares)
MIPS TECHNOLOGIES INC	COM	604567 10 7	808,000	141,755	b	1	a(141,755 shares)
MITSUBISHI TOKYO FINL GROUP	SPONSORED ADR	606816 10 6	5,835,000	699,700	b	1	a(699,700 shares)
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409 10 9	797,000	5,500 C	b	1	a(5,500 shares)
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409 10 9	638,000	4,400 P	b	1	a(4,400 shares)
MOBILITY ELECTRONICS INC	COM	607410 10 1	412,000	50,000 C	b	1	a(50,000 shares)
MOHAWK INDS INC	COM	608190 10 4	333,000	4,200	b	1	a(4,200 shares)
MOHAWK INDS INC	COM	608190 10 4	1,588,000	20,000 P	b	1	a(20,000 shares)
MOLECULAR DEVICES CORP	COM	60851C 10 7	690,000	29,274	b	1	a(29,274 shares)
MOLEX INC	CL A	608554 20 0	300,000	11,400	b	1	a(11,400 shares)
MONACO COACH CORP	COM	60886R 10 3	9,535,000	440,400	b	1	a(440,400 shares)
MONEYGRAM INTL INC	COM	60935V 10 9	1,898,000	111,100	b	1	a(111,100 shares)
MONSANTO CO NEW	COM	61166W 10 1	99,418,000	2,729,759	b	1	a(2,729,759 shares)
MOODYS CORP	COM	615369 10 5	34,816,000	475,300	b	1	a(475,300 shares)
MOODYS CORP	COM	615369 10 5	6,776,000	92,500 C	b	1	a(92,500 shares)
MOODYS CORP	COM	615369 10 5	8,277,000	113,000 P	b	1	a(113,000 shares)
MORGAN STANLEY	COM NEW	617446 44 8	227,000	4,600	b	1	a(4,600 shares)
MOTHERS WK INC	COM	619903 10 7	337,000	23,231	b	1	a(23,231 shares)
MOTOROLA INC	COM	620076 10 9	14,062,000	779,500	b	1	a(779,500 shares)
MOTOROLA INC	EQTY UNIT 7%	620076 20 8	23,968,000	482,500	b	1	a(482,500 shares)
MULTIMEDIA GAMES INC	COM	625453 10 5	2,757,000	177,903	b	1	a(177,903 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)
MYKROLIS CORP	COM	62852P 10 3	180,000	17,875	b	1	a(17,875 shares)
MYRIAD GENETICS INC	COM	62855J 10 4	1,669,000	97,629	b	1	a(97,629 shares)
MYOGEN INC	COM	62856E 10 4	627,000	77,462	b	1	a(77,462 shares)
NBTY INC	COM	628782 10 4	1,197,000	55,500	b	1	a(55,500 shares)
NBTY INC	COM	628782 10 4	2,361,000	109,500 c	b	1	a(109,500 shares)
NCI BUILDING SYS INC	COM	628852 10 5	8,718,000	273,300	b	1	a(273,300 shares)
NCO GROUP INC	COM	628858 10 2	738,000	27,394	b	1	a(27,394 shares)
NCR CORP NEW	COM	62886E 10 8	793,000	16,000	b	1	a(16,000 shares)
NCR CORP NEW	COM	62886E 10 8	620,000	12,500 P	b	1	a(12,500 shares)
NDS GROUP PLC	SPONSORED ADR	628891 10 3	411,000	15,226	b	1	a(15,226 shares)
NS GROUP INC	COM	628916 10 8	1,193,000	64,500	b	1	a(64,500 shares)
NMS COMMUNICATIONS CORP	COM	629248 10 5	217,000	44,518	b	1	a(44,518 shares)
NPS PHARMACEUTICALS INC	COM	62936P 10 3	10,650,000	488,958	b	1	a(488,958 shares)
NRG ENERGY INC	COM NEW	629377 50 8	21,354,000	792,633	b	1	a(792,633 shares)
NTL INC DEL	COM	62940M 10 4	24,714,000	398,161	b	1	a(398,161 shares)
NUCO2 INC	COM	629428 10 3	296,000	15,222	b	1	a(15,222 shares)
NTT DOCOMO INC	SPONS ADR	62942M 20 1	398,000	23,400	b	1	a(23,400 shares)
NUI CORP	COM	629431 10 7	1,297,000	97,200	b	1	a(97,200 shares)
NVR INC	COM	62944T 10 5	17,908,000	32,500	b	1	a(32,500 shares)
NACCO INDS INC	CL A	629579 10 3	689,000	8,000	b	1	a(8,000 shares)
NASH FINCH CO	COM	631158 10 2	4,020,000	127,826	b	1	a(127,826 shares)
NATIONAL CITY CORP	COM	635405 10 3	47,849,000	1,238,959	b	1	a(1,238,959 shares)
NATIONAL COMMERCE FINL CORP	COM	63545P 10 4	11,272,000	329,500	b	1	a(329,500 shares)
NATIONAL FINL PARTNERS CORP	COM	63607P 20 8	2,050,000	57,300	b	1	a(57,300 shares)
NATIONAL MED HEALTH CARD SYS	COM NEW	636918 30 2	648,000	30,997	b	1	a(30,997 shares)
NATIONAL-OILWELL INC	COM	637071 10 1	276,000	8,400	b	1	a(8,400 shares)
NATIONAL PROCESSING INC	COM	637229 10 5	2,318,000	87,400	b	1	a(87,400 shares)
NATIONAL SEMICONDUCTOR CORP	COM	637640 10 3	27,890,000	1,800,500	b	1	a(1,800,500 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)
NAVIGATORS GROUP INC	COM	638904 10 2	396,000	13,528	b	1	a(13,528 shares)
NATURES SUNSHINE PRODUCTS IN	COM	639027 10 1	208,000	13,692	b	1	a(13,692 shares)
NATUZZI S P A	ADR	63905A 10 1	1,020,000	94,400	b	1	a(94,400 shares)
NAVISTAR INTL CORP NEW	COM	63934E 10 8	4,191,000	112,700	b	1	a(112,700 shares)
NAVISTAR INTL CORP NEW	COM	63934E 10 8	2,521,000	67,800 c	b	1	a(67,800 shares)
NAVTEQ CORP	COM	63936L 10 0	1,529,000	42,900	b	1	a(42,900 shares)
NEIGHBORCARE INC	COM	64015Y 10 4	13,326,000	525,690	b	1	a(525,690 shares)
NEIGHBORCARE INC	COM	64015Y 10 4	3,567,000	140,700 c	b	1	a(140,700 shares)
NEIGHBORCARE INC	COM	64015Y 10 4	3,093,000	122,000 P	b	1	a(122,000 shares)
NELNET INC	CL A	64031N 10 8	369,000	16,500	b	1	a(16,500 shares)
NELSON THOMAS INC	COM	640376 10 9	631,000	32,300	b	1	a(32,300 shares)
NEOFORMA COM INC	COM NEW	640475 50 5	511,000	54,880	b	1	a(54,880 shares)
NEOSE TECHNOLOGIES INC	COM	640522 10 8	148,000	19,708	b	1	a(19,708 shares)
NEOWARE SYS INC	COM	64065P 10 2	1,223,000	147,294	b	1	a(147,294 shares)
NEOPHARM INC	COM	640919 10 6	1,201,000	140,296	b	1	a(140,296 shares)
NETFLIX COM INC	COM	64110L 10 6	18,985,000	1,231,175	b	1	a(1,231,175 shares)
NETOPTIA INC	COM	64114K 10 4	56,000	26,235	b	1	a(26,235 shares)
NETIQ CORP	COM	64115P 10 2	4,298,000	401,704	b	1	a(401,704 shares)
NETWORK ENGINES INC	COM	64121A 10 7	591,000	326,537	b	1	a(326,537 shares)
NEUROGEN CORP	COM	64124E 10 6	117,000	18,149	b	1	a(18,149 shares)
NEVADA GOLD & CASINOS INC	COM NEW	64126Q 20 6	595,000	49,500	b	1	a(49,500 shares)
NEW JERSEY RES	COM	646025 10 6	1,105,000	26,700	b	1	a(26,700 shares)
NEW YORK CMNTY BANCORP INC	COM	649445 10 3	47,273,000	2,301,510	b	1	a(2,301,510 shares)
NEWALLIANCE BANCSHARES INC	COM	650203 10 2	724,000	50,424	b	1	a(50,424 shares)
NEWFIELD EXPL CO	COM	651290 10 8	12,671,000	206,906	b	1	a(206,906 shares)
NEWMARKET CORP	COM	651587 10 7	255,000	12,200	b	1	a(12,200 shares)
NEWMONT MINING CORP	COM	651639 10 6	9,370,000	205,800	b	1	a(205,800 shares)
NEWMONT MINING CORP	COM	651639 10 6	232,000	5,100 c	b	1	a(5,100 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
NEWMONT MINING CORP	COM	651639 10 6	16,650,000	365,700 P	b	1	a(365,700 shares)
NEWPARK RES INC	COM PAR \$.01NEW	651718 50 4	276,000	46,000	b	1	a(46,000 shares)
NEWS CORP LTD	ADR NEW	652487 70 3	707,000	21,500	b	1	a(21,500 shares)
NEWS CORP LTD	SP ADR PFD	652487 80 2	30,377,000	969,596	b	1	a(969,596 shares)
NEXTEL COMMUNICATIONS INC	CL A	65332V 10 3	54,043,000	2,266,900 C	b	1	a(2,266,900 shares)
NEXTEL COMMUNICATIONS INC	CL A	65332V 10 3	9,944,000	417,100 P	b	1	a(417,100 shares)
NICOR INC	COM	654086 10 7	503,000	13,700	b	1	a(13,700 shares)
NIKE INC	CL B	654106 10 3	61,551,000	781,100	b	1	a(781,100 shares)
NIKE INC	CL B	654106 10 3	2,545,000	32,300 C	b	1	a(32,300 shares)
NIKE INC	CL B	654106 10 3	2,309,000	29,300 P	b	1	a(29,300 shares)
NOKIA CORP	SPONSORED ADR	654902 20 4	34,098,000	2,485,300	b	1	a(2,485,300 shares)
NOBLE INTL LTD	COM	655053 10 6	435,000	23,827	b	1	a(23,827 shares)
NOMURA HLDGS INC	SPONSORED ADR	65535H 20 8	493,000	38,200	b	1	a(38,200 shares)
NORANDA INC	COM	655422 10 3	2,462,000	141,200	b	1	a(141,200 shares)
NORDSON CORP	COM	655663 10 2	4,809,000	140,087	b	1	a(140,087 shares)
NORDSTROM INC	COM	655664 10 0	880,000	23,000	b	1	a(23,000 shares)
NORDSTROM INC	COM	655664 10 0	2,294,000	60,000 P	b	1	a(60,000 shares)
NORFOLK SOUTHERN CORP	COM	655844 10 8	16,643,000	559,600	b	1	a(559,600 shares)
NORTEL NETWORKS CORP NEW	COM	656568 10 2	210,000	61,874	b	1	a(61,874 shares)
NORTEL NETWORKS CORP NEW	NOTE 4.250% 9/	656568 AB 8	34,774,000	36,035,000	b	1	a(36,035,000 shares)
NORTH AMERN PALLADIUM LTD	COM	656912 10 2	2,102,000	252,300	b	1	a(252,300 shares)
NORTH FORK BANCORPORATION NY	COM	659424 10 5	9,023,000	203,000	b	1	a(203,000 shares)
NORTHEAST UTILS	COM	664397 10 6	9,633,000	496,800	b	1	a(496,800 shares)
NORTHGATE MINERALS CORP	COM	666416 10 2	1,849,000	972,200	b	1	a(972,200 shares)
NORTHROP GRUMMAN CORP	COM	666807 10 2	2,374,000	44,514	b	1	a(44,514 shares)
NORTHROP GRUMMAN CORP	COM	666807 10 2	12,799,000	240,000 C	b	1	a(240,000 shares)
NORTHROP GRUMMAN CORP	COM	666807 10 2	3,200,000	60,000 P	b	1	a(60,000 shares)
NORTHWEST AIRLS CORP	CL A	667280 10 1	1,243,000	151,400	b	1	a(151,400 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)
NOVATEL WIRELESS INC	COM NEW	66987M 60 4	1,921,000	81,727	b	1	a(81,727 shares)
NOVARTIS A G	SPONSORED ADR	66987V 10 9	28,025,000	600,500	b	1	a(600,500 shares)
NOVAVAX INC	COM	670002 10 4	82,000	26,230	b	1	a(26,230 shares)
NOVELL INC	COM	670006 10 5	25,396,000	4,024,681	b	1	a(4,024,681 shares)
NOVELLUS SYS INC	COM	670008 10 1	29,106,000	1,092,582	b	1	a(1,092,582 shares)
NOVELLUS SYS INC	COM	670008 10 1	1,332,000	50,000 P	b	1	a(50,000 shares)
NOVEN PHARMACEUTICALS INC	COM	670009 10 9	3,025,000	145,161	b	1	a(145,161 shares)
NOVOSTE CORP	COM	67010C 10 0	161,000	98,431	b	1	a(98,431 shares)
NU SKIN ENTERPRISES INC	CL A	67018T 10 5	9,569,000	407,000	b	1	a(407,000 shares)
NSTAR	COM	67019E 10 7	3,987,000	81,200	b	1	a(81,200 shares)
NUCOR CORP	COM	670346 10 5	8,168,000	89,400	b	1	a(89,400 shares)
NUCOR CORP	COM	670346 10 5	17,918,000	196,100 C	b	1	a(196,100 shares)
NUCOR CORP	COM	670346 10 5	2,741,000	30,000 P	b	1	a(30,000 shares)
NUTRACEUTICAL INTL CORP	COM	67060Y 10 1	1,856,000	131,701	b	1	a(131,701 shares)
NVIDIA CORP	COM	67066G 10 4	12,930,000	890,474	b	1	a(890,474 shares)
NVIDIA CORP	COM	67066G 10 4	1,485,000	102,300 C	b	1	a(102,300 shares)
NYFIX INC	COM	670712 10 8	397,000	65,278	b	1	a(65,278 shares)
OCA INC	COM	67083Q 10 1	68,000	14,300	b	1	a(14,300 shares)
OM GROUP INC	COM	670872 10 0	1,908,000	52,200	b	1	a(52,200 shares)
NUVEEN INVTs INC	CL A	67090F 10 6	746,000	25,200	b	1	a(25,200 shares)
OSI PHARMACEUTICALS INC	COM	671040 10 3	18,503,000	301,061	b	1	a(301,061 shares)
OSI PHARMACEUTICALS INC	COM	671040 10 3	13,411,000	218,200 C	b	1	a(218,200 shares)
OCCIDENTAL PETE CORP DEL	COM	674599 10 5	41,237,000	737,300	b	1	a(737,300 shares)
OCEANEERING INTL INC	COM	675232 10 2	1,794,000	48,700	b	1	a(48,700 shares)
OCULAR SCIENCES INC	COM	675744 10 6	2,952,000	61,537	b	1	a(61,537 shares)
OCWEN FINL CORP	COM	675746 10 1	2,252,000	246,100	b	1	a(246,100 shares)
ODYSSEY MARINE EXPLORATION I	COM	676118 10 2	88,000	39,200	b	1	a(39,200 shares)
ODYSSEY HEALTHCARE INC	COM	67611V 10 1	240,000	13,500 C	b	1	a(13,500 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)
OFFICE DEPOT INC	COM	676220 10 6	8,152,000	542,400	b	1	a(542,400 shares)
OFFICE DEPOT INC	COM	676220 10 6	526,000	35,000 c	b	1	a(35,000 shares)
OHIO CAS CORP	NOTE 5.000% 3/	677240 AC 7	1,704,000	1,600,000	b	1	a(1,600,000 shares)
OLD DOMINION FIGHT LINES INC	COM	679580 10 0	229,000	7,953	b	1	a(7,953 shares)
OLD REP INTL CORP	COM	680223 10 4	30,280,000	1,209,750	b	1	a(1,209,750 shares)
OLYMPIC STEEL INC	COM	68162K 10 6	2,780,000	147,103	b	1	a(147,103 shares)
OMNICARE INC	COM	681904 10 8	27,316,000	963,200	b	1	a(963,200 shares)
OMNICOM GROUP INC	COM	681919 10 6	621,000	8,500	b	1	a(8,500 shares)
OMNICOM GROUP INC	COM	681919 10 6	4,749,000	65,000 c	b	1	a(65,000 shares)
OMNICOM GROUP INC	COM	681919 10 6	2,258,000	30,900 P	b	1	a(30,900 shares)
OMNICOM GROUP INC	NOTE 2/	681919 AK 2	24,906,000	25,000,000	b	1	a(25,000,000 shares)
OMNICOM GROUP INC	NOTE 7/	681919 AM 8	27,070,000	27,500,000	b	1	a(27,500,000 shares)
OMNI ENERGY SERVICES	COM NEW	68210T 20 8	374,000	106,347	b	1	a(106,347 shares)
OMNIVISION TECHNOLOGIES INC	COM	682128 10 3	2,040,000	144,200 c	b	1	a(144,200 shares)
ON ASSIGNMENT INC	COM	682159 10 8	153,000	34,289	b	1	a(34,289 shares)
ON SEMICONDUCTOR CORP	COM	682189 10 5	6,787,000	2,168,457	b	1	a(2,168,457 shares)
1 800 FLOWERS COM	CL A	68243Q 10 6	1,777,000	214,041	b	1	a(214,041 shares)
ONEOK INC NEW	COM	682680 10 3	12,614,000	484,800	b	1	a(484,800 shares)
ONYX PHARMACEUTICALS INC	COM	683399 10 9	3,006,000	69,900 c	b	1	a(69,900 shares)
OPEN JT STK CO-VIMPEL COMMUN	SPONSORED ADR	68370R 10 9	2,426,000	22,300	b	1	a(22,300 shares)
OPEN JT STK CO-VIMPEL COMMUN	SPONSORED ADR	68370R 10 9	1,088,000	10,000 c	b	1	a(10,000 shares)
OPEN JT STK CO-VIMPEL COMMUN	SPONSORED ADR	68370R 10 9	6,582,000	60,500 P	b	1	a(60,500 shares)
OPTICAL COMMUNICATION PRODS	CL A	68382T 10 1	38,000	18,003	b	1	a(18,003 shares)
ORACLE CORP	COM	68389X 10 5	71,960,000	6,379,436	b	1	a(6,379,436 shares)
OPTION CARE INC	COM	683948 10 3	601,000	38,828	b	1	a(38,828 shares)
ORBITAL SCIENCES CORP	COM	685564 10 6	1,415,000	123,900	b	1	a(123,900 shares)
ORBITZ INC	CL A	68556Y 10 0	6,305,000	231,789	b	1	a(231,789 shares)
ORBITZ INC	CL A	68556Y 10 0	1,972,000	72,500 c	b	1	a(72,500 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)
OREGON STL MLS INC	COM	686079 10 4	4,196,000	252,300	b	1	a(252,300 shares)
ORTHOLOGIC CORP	COM	68750J 10 7	1,099,000	156,078	b	1	a(156,078 shares)
OSCIENT PHARMACEUTICALS CORP	COM	68812R 10 5	1,313,000	369,914	b	1	a(369,914 shares)
OSTEOTECH INC	COM	688582 10 5	310,000	78,749	b	1	a(78,749 shares)
OUTBACK STEAKHOUSE INC	COM	689899 10 2	2,130,000	51,300	b	1	a(51,300 shares)
OVERNITE CORP	COM	690322 10 2	440,000	14,000 c	b	1	a(14,000 shares)
OVERSTOCK COM INC DEL	COM	690370 10 1	8,076,000	219,883	b	1	a(219,883 shares)
OWENS & MINOR INC NEW	COM	690732 10 2	1,364,000	53,700	b	1	a(53,700 shares)
OWENS ILL INC	COM NEW	690768 40 3	1,187,000	74,200	b	1	a(74,200 shares)
OXIGENE INC	COM	691828 10 7	333,000	54,542	b	1	a(54,542 shares)
PC MALL INC	COM	69323K 10 0	518,000	33,909	b	1	a(33,909 shares)
PC-TEL INC	COM	69325Q 10 5	724,000	87,655	b	1	a(87,655 shares)
PDI INC	COM	69329V 10 0	1,088,000	40,319	b	1	a(40,319 shares)
PG&E CORP	COM	69331C 10 8	17,568,000	577,900	b	1	a(577,900 shares)
PG&E CORP	COM	69331C 10 8	4,630,000	152,300 c	b	1	a(152,300 shares)
PG&E CORP	COM	69331C 10 8	5,323,000	175,100 P	b	1	a(175,100 shares)
PLX TECHNOLOGY INC	COM	693417 10 7	570,000	79,047	b	1	a(79,047 shares)
PMC-STERRA INC	COM	69344F 10 6	8,834,000	1,002,705	b	1	a(1,002,705 shares)
PMI GROUP INC	DBCV 2.500% 7/	69344M AE 1	26,700,000	24,000,000	b	1	a(24,000,000 shares)
POSCO	SPONSORED ADR	693483 10 9	33,834,000	893,900	b	1	a(893,900 shares)
PNM RES INC	COM	69349H 10 7	3,954,000	175,650	b	1	a(175,650 shares)
PPG INDS INC	COM	693506 10 7	5,387,000	87,900	b	1	a(87,900 shares)
PPG INDS INC	COM	693506 10 7	429,000	7,000 c	b	1	a(7,000 shares)
PRG-SCHULTZ INTERNATIONAL IN	NOTE 4.750%11/	69357C AA 5	1,513,000	1,500,000	b	1	a(1,500,000 shares)
PSS WORLD MED INC	COM	69366A 10 0	3,186,000	317,290	b	1	a(317,290 shares)
PTEK HLDGS INC	COM	69366M 10 4	1,189,000	138,745	b	1	a(138,745 shares)
PACCAR INC	COM	693718 10 8	3,492,000	50,517	b	1	a(50,517 shares)
PACCAR INC	COM	693718 10 8	691,000	10,000 c	b	1	a(10,000 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
PACER INTL INC TENN	COM	69373H 10 6	3,516,000	214,378	b	1	a(214,378 shares)
PACIFIC CAP BANCORP NEW	COM	69404P 10 1	940,000	31,767	b	1	a(31,767 shares)
PACIFIC SUNWEAR CALIF INC	COM	694873 10 0	22,253,000	1,057,160	b	1	a(1,057,160 shares)
PACIFICARE HEALTH SYS DEL	COM	695112 10 2	41,221,000	1,123,198	b	1	a(1,123,198 shares)
PACIFICARE HEALTH SYS DEL	COM	695112 10 2	13,777,000	375,400 C	b	1	a(375,400 shares)
PACIFICARE HEALTH SYS DEL	COM	695112 10 2	5,439,000	148,200 P	b	1	a(148,200 shares)
PACKAGING CORP AMER	COM	695156 10 9	2,949,000	120,500	b	1	a(120,500 shares)
PACTIV CORP	COM	695257 10 5	23,455,000	1,008,800	b	1	a(1,008,800 shares)
PAIN THERAPEUTICS INC	COM	69562K 10 0	75,000	10,400	b	1	a(10,400 shares)
PALATIN TECHNOLOGIES INC	COM NEW	696077 30 4	170,000	58,300	b	1	a(58,300 shares)
PALMONE INC	COM	69713P 10 7	290,000	9,530	b	1	a(9,530 shares)
PALMONE INC	COM	69713P 10 7	2,849,000	93,600 C	b	1	a(93,600 shares)
PALMONE INC	COM	69713P 10 7	4,755,000	156,200 P	b	1	a(156,200 shares)
PANTRY INC	COM	698657 10 3	4,004,000	159,067	b	1	a(159,067 shares)
PAPA JOHNS INTL INC	COM	698813 10 2	1,372,000	44,726	b	1	a(44,726 shares)
PAR PHARMACEUTICAL COS INC	COM	69888P 10 6	5,964,000	166,000	b	1	a(166,000 shares)
PAR PHARMACEUTICAL COS INC	COM	69888P 10 6	8,300,000	231,000 C	b	1	a(231,000 shares)
PAR PHARMACEUTICAL COS INC	COM	69888P 10 6	420,000	11,700 P	b	1	a(11,700 shares)
PARAMETRIC TECHNOLOGY CORP	COM	699173 10 0	2,122,000	401,801	b	1	a(401,801 shares)
PARKER DRILLING CO	COM	701081 10 1	1,780,000	484,900	b	1	a(484,900 shares)
PARTNERS TR FINL GROUP INC N	COM	70213F 10 2	228,000	22,037	b	1	a(22,037 shares)
PATINA OIL & GAS CORP	COM	703224 10 5	21,249,000	718,600	b	1	a(718,600 shares)
PATHMARK STORES INC NEW	COM	70322A 10 1	477,000	98,400	b	1	a(98,400 shares)
PATTERSON COMPANIES INC	COM	703395 10 3	10,268,000	134,118	b	1	a(134,118 shares)
PATTERSON COMPANIES INC	COM	703395 10 3	6,048,000	79,000 C	b	1	a(79,000 shares)
PATTERSON COMPANIES INC	COM	703395 10 3	4,708,000	61,500 P	b	1	a(61,500 shares)
PATTERSON UTI ENERGY INC	COM	703481 10 1	4,721,000	247,562	b	1	a(247,562 shares)
PAYCHEX INC	COM	704326 10 7	11,702,000	388,125	b	1	a(388,125 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares of Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
PAYLESS SHOESOURCE INC	COM	704379 10 6	2,417,000	238,600	b	1	a(238,600 shares)
PEABODY ENERGY CORP	COM	704549 10 4	13,626,000	229,000	b	1	a(229,000 shares)
PEABODY ENERGY CORP	COM	704549 10 4	5,432,000	91,300 c	b	1	a(91,300 shares)
PEABODY ENERGY CORP	COM	704549 10 4	3,749,000	63,000 P	b	1	a(63,000 shares)
PEDIATRIX MED GROUP	COM	705324 10 1	258,000	4,700	b	1	a(4,700 shares)
PEDIATRIX MED GROUP	COM	705324 10 1	823,000	15,000 c	b	1	a(15,000 shares)
PEMSTAR INC	COM	706552 10 6	60,000	33,236	b	1	a(33,236 shares)
PENN-AMER GROUP INC	COM	707247 10 2	144,000	10,600	b	1	a(10,600 shares)
PENN NATL GAMING INC	COM	707569 10 9	21,033,000	520,622	b	1	a(520,622 shares)
PENN VA CORP	COM	707882 10 6	325,000	8,200	b	1	a(8,200 shares)
PENNEY J C INC	COM	708160 10 6	46,107,000	1,306,900	b	1	a(1,306,900 shares)
PENNEY J C INC	COM	708160 10 6	12,479,000	353,700 c	b	1	a(353,700 shares)
PENNEY J C INC	COM	708160 10 6	353,000	10,000 P	b	1	a(10,000 shares)
PENTAIR INC	COM	709631 10 5	30,462,000	872,600	b	1	a(872,600 shares)
PENWEST PHARMACEUTICALS CO	COM	709754 10 5	660,000	58,500	b	1	a(58,500 shares)
PEOPLESOFT INC	COM	712713 10 6	9,929,000	500,219	b	1	a(500,219 shares)
PEP BOYS MANNY MOE & JACK	COM	713278 10 9	7,484,000	534,600	b	1	a(534,600 shares)
PEPCO HOLDINGS INC	COM	713291 10 2	3,405,000	171,100	b	1	a(171,100 shares)
PEPSAMERICAS INC	COM	71343P 20 0	321,000	16,800	b	1	a(16,800 shares)
PEPSICO INC	COM	713448 10 8	321,000	6,600	b	1	a(6,600 shares)
PERFORMANCE FOOD GROUP CO	COM	713755 10 6	16,392,000	691,664	b	1	a(691,664 shares)
PERINI CORP	COM	713839 10 8	2,220,000	155,700	b	1	a(155,700 shares)
PERKINELMER INC	COM	714046 10 9	14,575,000	846,400	b	1	a(846,400 shares)
P T TELEKOMUNIKASI INDONESIA	SPONSORED ADR	715684 10 6	3,542,000	200,200	b	1	a(200,200 shares)
PETCO ANIMAL SUPPLIES	COM NEW	716016 20 9	22,248,000	681,212	b	1	a(681,212 shares)
PETRO-CDA	COM	71644E 10 2	16,318,000	313,200	b	1	a(313,200 shares)
PETROCHINA CO LTD	SPONSORED ADR	71646E 10 0	1,274,000	23,700	b	1	a(23,700 shares)
PETROBRAS ENERGIA PARTICPTNS	SP ADR B SHS	71646M 10 2	1,298,000	118,100	b	1	a(118,100 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
PETROKAZAKHSTAN INC	COM	71649P 10 2	12,705,000	371,251	b	1	a(371,251 shares)
PETSMART INC	COM	716768 10 6	32,548,000	1,146,453	b	1	a(1,146,453 shares)
PHARMACYCLICS INC	COM	716933 10 6	881,000	85,404	b	1	a(85,404 shares)
PFIZER INC	COM	717081 10 3	203,496,000	6,650,180	b	1	a(6,650,180 shares)
PFIZER INC	COM	717081 10 3	2,540,000	83,000 c	b	1	a(83,000 shares)
PHARMACOEPIA DRUG DISCVRY IN	COM	7171EP 10 1	113,000	23,154	b	1	a(23,154 shares)
PHELPS DODGE CORP	COM	717265 10 2	1,979,000	21,500	b	1	a(21,500 shares)
PHELPS DODGE CORP	COM	717265 10 2	23,385,000	254,100 c	b	1	a(254,100 shares)
PHILADELPHIA CONS HLDG CORP	COM	717528 10 3	842,000	15,283	b	1	a(15,283 shares)
PHILIPPINE LONG DISTANCE TEL	SPON GDR PFD	718252 70 3	1,386,000	27,800	b	1	a(27,800 shares)
PHILIPPINE LONG DISTANCE TEL	SPONSORED ADR	718252 60 4	639,000	25,500	b	1	a(25,500 shares)
PHILLIPS VAN HEUSEN CORP	COM	718592 10 8	889,000	39,900	b	1	a(39,900 shares)
PHOENIX COS INC NEW	COM	71902E 10 9	2,291,000	219,900	b	1	a(219,900 shares)
PHOENIX COS INC NEW	COM	71902E 10 9	313,000	30,000 c	b	1	a(30,000 shares)
PHOENIX TECHNOLOGY LTD	COM	719153 10 8	125,000	25,130	b	1	a(25,130 shares)
PHOTON DYNAMICS INC	COM	719364 10 1	524,000	25,800	b	1	a(25,800 shares)
PIER 1 IMPORTS INC	COM	720279 10 8	20,029,000	1,107,800	b	1	a(1,107,800 shares)
PINNACLE AIRL CORP	COM	723443 10 7	2,117,000	209,590	b	1	a(209,590 shares)
PINNACLE ENTMT INC	COM	723456 10 9	2,752,000	199,400	b	1	a(199,400 shares)
PINNACLE SYS INC	COM	723481 10 7	170,000	40,812	b	1	a(40,812 shares)
PIONEER NAT RES CO	COM	723787 10 7	36,280,000	1,052,200	b	1	a(1,052,200 shares)
PITNEY BOWES INC	COM	724479 10 0	4,057,000	92,000	b	1	a(92,000 shares)
PITNEY BOWES INC	COM	724479 10 0	2,205,000	50,000 c	b	1	a(50,000 shares)
PITNEY BOWES INC	COM	724479 10 0	1,764,000	40,000 P	b	1	a(40,000 shares)
PLACER DOME INC	COM	725906 10 1	8,598,000	432,500	b	1	a(432,500 shares)
PLAINS EXPL& PRODTN CO	COM	726505 10 0	792,000	33,200	b	1	a(33,200 shares)
PLANAR SYS INC	COM	726900 10 3	132,000	11,818	b	1	a(11,818 shares)
PLANTRONICS INC NEW	COM	727493 10 8	4,138,000	95,700	b	1	a(95,700 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (note #3)
PLATO LEARNING INC	COM	72764Y 10 0	405,000	45,829	b	1	a(45,829 shares)
PLAYTEX PRODS INC	COM	72813P 10 0	304,000	48,200	b	1	a(48,200 shares)
PLUG POWER INC	COM	72919P 10 3	215,000	33,581	b	1	a(33,581 shares)
PLUMTREE SOFTWARE INC	COM	72940Q 10 4	248,000	72,898	b	1	a(72,898 shares)
POGO PRODUCING CO	COM	730448 10 7	1,452,000	30,600	b	1	a(30,600 shares)
POLARIS INDS INC	COM	731068 10 2	30,818,000	552,100	b	1	a(552,100 shares)
POLO RALPH LAUREN CORP	CL A	731572 10 3	640,000	17,600	b	1	a(17,600 shares)
POLYCOM INC	COM	73172K 10 4	19,181,000	967,740	b	1	a(967,740 shares)
POLYMEDICA CORP	COM	731738 10 0	789,000	25,621	b	1	a(25,621 shares)
POMEROY IT SOLUTIONS INC	COM	731822 10 2	254,000	20,038	b	1	a(20,038 shares)
POPE & TALBOT INC	COM	732827 10 0	294,000	16,700	b	1	a(16,700 shares)
POPULAR INC	COM	733174 10 6	1,760,000	66,912	b	1	a(66,912 shares)
PORTFOLIO RECOVERY ASSOCS IN	COM	73640Q 10 5	2,300,000	78,251	b	1	a(78,251 shares)
POTASH CORP SASK INC	COM	73755L 10 7	22,845,000	356,000	b	1	a(356,000 shares)
POTASH CORP SASK INC	COM	73755L 10 7	5,634,000	87,800 C	b	1	a(87,800 shares)
POTASH CORP SASK INC	COM	73755L 10 7	23,467,000	365,700 P	b	1	a(365,700 shares)
POZEN INC	COM	73941U 10 2	578,000	66,177	b	1	a(66,177 shares)
PRAECIS PHARMACEUTICALS INC	COM	739421 10 5	1,222,000	555,385	b	1	a(555,385 shares)
PRAXAIR INC	COM	74005P 10 4	222,000	5,200	b	1	a(5,200 shares)
PRECISION CASTPARTS CORP	COM	740189 10 5	18,179,000	302,730	b	1	a(302,730 shares)
PRECISION CASTPARTS CORP	COM	740189 10 5	540,000	9,000 C	b	1	a(9,000 shares)
PRECISION DRILLING CORP	COM	74022D 10 0	12,265,000	213,300	b	1	a(213,300 shares)
PRECISION DRILLING CORP	COM	74022D 10 0	1,210,000	21,000 C	b	1	a(21,000 shares)
PREMCO INC	COM	74045Q 10 4	9,313,000	241,900	b	1	a(241,900 shares)
PREMCO INC	COM	74045Q 10 4	231,000	6,000 C	b	1	a(6,000 shares)
PRICE COMMUNICATIONS CORP	COM NEW	741437 30 5	9,197,000	603,090	b	1	a(603,090 shares)
PRICELINE COM INC	COM NEW	741503 40 3	8,268,000	372,920	b	1	a(372,920 shares)
PRIDE INTL INC DEL	COM	74153Q 10 2	10,633,000	537,300	b	1	a(537,300 shares)

Name of Issuer	Title of class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
PRIME MED SVCS INC NEW	COM	74156D 10 8	149,000	20,587	b	1	a(20,587 shares)
PRIMEDIA INC	COM	74157K 10 1	465,000	198,000	b	1	a(198,000 shares)
PRIME HOSPITALITY CORP	COM	741917 10 8	8,128,000	667,900	b	1	a(667,900 shares)
PRIMUS TELECOMMUNICATIONS GR	COM	741929 10 3	446,000	303,288	b	1	a(303,288 shares)
PRIORITY HEALTHCARE CORP	CL B	74264T 10 2	5,290,000	262,550	b	1	a(262,550 shares)
PROCTER & GAMBLE CO	COM	742718 10 9	25,653,000	474,000	b	1	a(474,000 shares)
PROCTER & GAMBLE CO	COM	742718 10 9	35,232,000	651,000 C	b	1	a(651,000 shares)
PROCTER & GAMBLE CO	COM	742718 10 9	47,117,000	870,600 P	b	1	a(870,600 shares)
PROTECTIVE LIFE CORP	COM	743674 10 3	5,743,000	146,100	b	1	a(146,100 shares)
PROTEIN DESIGN LABS INC	COM	74369L 10 3	10,600,000	541,390	b	1	a(541,390 shares)
PROVIDE COMM INC	COM	74373W 10 3	1,707,000	81,710	b	1	a(81,710 shares)
PROVINCE HEALTHCARE CO	COM	743977 10 0	1,651,000	78,900	b	1	a(78,900 shares)
PROVIDIAN FINL CORP	COM	74406A 10 2	18,267,000	1,175,500	b	1	a(1,175,500 shares)
PROXIM CORP	CL A	744283 10 2	1,212,000	1,515,395	b	1	a(1,515,395 shares)
PRUDENTIAL FINL INC	COM	744320 10 2	44,020,000	935,800	b	1	a(935,800 shares)
PUBLIC SVC ENTERPRISE GROUP	COM	744573 10 6	6,560,000	154,000	b	1	a(154,000 shares)
PULTE HOMES INC	COM	745867 10 1	11,513,000	187,600	b	1	a(187,600 shares)
PULTE HOMES INC	COM	745867 10 1	1,350,000	22,000 C	b	1	a(22,000 shares)
QLOGIC CORP	COM	747277 10 1	27,336,000	920,100 C	b	1	a(920,100 shares)
QUALCOMM INC	COM	747525 10 3	136,195,000	3,488,605	b	1	a(3,488,605 shares)
QUALITY DISTR INC FLA	COM	74756M 10 2	102,000	16,636	b	1	a(16,636 shares)
QUANTUM FUEL SYS TECH WORLDW	COM	74765E 10 9	285,000	52,459	b	1	a(52,459 shares)
QUANTUM CORP	COM DSSG	747906 20 4	1,119,000	484,300	b	1	a(484,300 shares)
QUEST DIAGNOSTICS INC	COM	74834L 10 0	4,155,000	47,100 C	b	1	a(47,100 shares)
QUEST DIAGNOSTICS INC	COM	74834L 10 0	3,970,000	45,000 P	b	1	a(45,000 shares)
QUESTAR CORP	COM	748356 10 2	18,016,000	393,200	b	1	a(393,200 shares)
QUICKLOGIC CORP	COM	74837P 10 8	171,000	71,353	b	1	a(71,353 shares)
QUICKSILVER RESOURCES INC	COM	74837R 10 4	4,182,000	128,000 C	b	1	a(128,000 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)
QUICKSILVER RESOURCES INC	COM	74837R 10 4	1,764,000	54,000 P	b	1	a(54,000 shares)
QUIDEL CORP	COM	74838J 10 1	945,000	208,558	b	1	a(208,558 shares)
QUILMES INDL QUINSA SOCIETE	SP ADR CL B	74838Y 20 7	426,000	23,688	b	1	a(23,688 shares)
QUINTON CARDIOLOGY SYS INC	COM	748773 10 8	196,000	23,008	b	1	a(23,008 shares)
QWEST COMMUNICATIONS INTL IN	COM	749121 10 9	12,734,000	3,823,939	b	1	a(3,823,939 shares)
RC2 CORP	COM	749388 10 4	922,000	28,016	b	1	a(28,016 shares)
R H DONNELLEY CORP	COM NEW	74955W 30 7	16,743,000	339,200	b	1	a(339,200 shares)
RF MICRODEVICES INC	COM	749941 10 0	181,000	28,611	b	1	a(28,611 shares)
RADIAN GROUP INC	DBCV 2.250% 1/	750236 AF 8	12,083,000	12,000,000	b	1	a(12,000,000 shares)
RADIO ONE INC	CL D NON VTG	75040P 40 5	3,090,000	217,137	b	1	a(217,137 shares)
RADIOSHACK CORP	COM	750438 10 3	37,415,000	1,306,400	b	1	a(1,306,400 shares)
RADYNE COMSTREAM INC	COM NEW	750611 40 2	525,000	69,674	b	1	a(69,674 shares)
RAILAMERICA INC	COM	750753 10 5	233,000	21,100	b	1	a(21,100 shares)
RAINANCE COMM	COM	75086X 10 6	598,000	380,663	b	1	a(380,663 shares)
RAMBUS INC DEL	COM	750917 10 6	3,110,000	198,194	b	1	a(198,194 shares)
RALCORP HLDGS INC NEW	COM	751028 10 1	6,180,000	171,200	b	1	a(171,200 shares)
RANDGOLD RES LTD	ADR	752344 30 9	465,000	47,089	b	1	a(47,089 shares)
RANGE RES CORP	COM	75281A 10 9	1,840,000	105,200	b	1	a(105,200 shares)
RANDGOLD & EXPL LTD	SPON ADR NEW	753009 30 7	342,000	161,145	b	1	a(161,145 shares)
READERS DIGEST ASSN INC	COM	755267 10 1	9,812,000	672,500	b	1	a(672,500 shares)
RED HAT INC	COM	756577 10 2	23,688,000	1,936,802	b	1	a(1,936,802 shares)
REEBOK INTL LTD	COM	758110 10 0	5,875,000	160,000 C	b	1	a(160,000 shares)
REEBOK INTL LTD	COM	758110 10 0	3,635,000	99,000 P	b	1	a(99,000 shares)
REGAL ENTMT GROUP	CL A	758766 10 9	9,078,000	475,300	b	1	a(475,300 shares)
REGENERON PHARMACEUTICALS	COM	75886F 10 7	593,000	68,359	b	1	a(68,359 shares)
REGENERATION TECH INC DEL	COM	75886N 10 0	354,000	44,109	b	1	a(44,109 shares)
REGIS CORP MINN	COM	758932 10 7	10,634,000	264,400	b	1	a(264,400 shares)
REGIS CORP MINN	COM	758932 10 7	483,000	12,000 C	b	1	a(12,000 shares)

Name of Issuer	Title of class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
REHABCARE GROUP INC	COM	759148 10 9	712,000	30,900	b	1	a(30,900 shares)
REGISTER COM INC	COM	75914G 10 1	492,000	90,900	b	1	a(90,900 shares)
REINSURANCE GROUP AMER INC	COM	759351 10 9	4,128,000	100,200	b	1	a(100,200 shares)
RELIANCE STEEL & ALUMINUM CO	COM	759509 10 2	278,000	7,000 c	b	1	a(7,000 shares)
RELIANT ENERGY INC	COM	75952B 10 5	1,625,000	174,200	b	1	a(174,200 shares)
RELIANT ENERGY INC	COM	75952B 10 5	140,000	15,000 c	b	1	a(15,000 shares)
RENAISSANCE LEARNING INC	COM	75968L 10 5	326,000	15,039	b	1	a(15,039 shares)
RENOVITS INC	COM	759885 10 6	253,000	31,588	b	1	a(31,588 shares)
REPLIGEN CORP	COM	759916 10 9	193,000	102,554	b	1	a(102,554 shares)
RENAL CARE GROUP INC	COM	759930 10 0	234,000	7,250	b	1	a(7,250 shares)
RENT A CTR INC NEW	COM	76009N 10 0	8,289,000	320,546	b	1	a(320,546 shares)
RENT WAY INC	COM	76009U 10 4	114,000	16,600	b	1	a(16,600 shares)
REPSOL YPF S A	SPONSORED ADR	76026T 20 5	338,000	15,400	b	1	a(15,400 shares)
REPUBLIC SVCS INC	COM	760759 10 0	11,196,000	376,200	b	1	a(376,200 shares)
RES-CARE INC	COM	760943 10 0	557,000	47,042	b	1	a(47,042 shares)
RESEARCH IN MOTION LTD	COM	760975 10 2	3,564,000	46,683	b	1	a(46,683 shares)
RESEARCH IN MOTION LTD	COM	760975 10 2	7,634,000	100,000 P	b	1	a(100,000 shares)
RESTORATION HARDWARE INC DEL	COM	760981 10 0	751,000	145,020	b	1	a(145,020 shares)
RESOURCE AMERICA INC	CL A	761195 20 5	1,408,000	59,680	b	1	a(59,680 shares)
RESPIRONICS INC	COM	761230 10 1	1,852,000	34,655	b	1	a(34,655 shares)
RETEK INC	COM	76128Q 10 9	1,488,000	326,288	b	1	a(326,288 shares)
RETAIL VENTURES INC	COM	76128Y 10 2	919,000	121,900	b	1	a(121,900 shares)
REX STORES CORP	COM	761624 10 5	1,184,000	84,300	b	1	a(84,300 shares)
REYNOLDS & REYNOLDS CO	CL A	761695 10 5	3,555,000	144,100	b	1	a(144,100 shares)
REYNOLDS AMERICAN INC	COM	761713 10 6	20,392,000	299,700	b	1	a(299,700 shares)
REYNOLDS AMERICAN INC	COM	761713 10 6	7,444,000	109,400 c	b	1	a(109,400 shares)
RICHARDSON ELECTRS LTD	SDCV 8.250% 6/	763165 AC 1	2,642,000	2,642,000	b	1	a(2,642,000 shares)
RIGGS NATL CORP WASH DC	COM	766570 10 5	2,428,000	109,361	b	1	a(109,361 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)
RITE AID CORP	COM	767754 10 4	2,190,000	622,200	b	1	a(622,200 shares)
RITE AID CORP	NOTE 4.750%12/	767754 BA 1	21,913,000	21,968,000	b	1	a(21,968,000 shares)
RIVIERA HLDGS CORP	COM	769627 10 0	6,755,000	350,000	b	1	a(350,000 shares)
ROBBINS & MYERS INC	NOTE 8.000% 1/	770196 AB 9	740,000	708,000	b	1	a(708,000 shares)
ROFIN SINAR TECHNOLOGIES INC	COM	775043 10 2	234,000	7,952	b	1	a(7,952 shares)
ROSS STORES INC	COM	778296 10 3	53,795,000	2,295,004	b	1	a(2,295,004 shares)
ROSTELCOM OPEN JT STK LNG D	SPONSORED ADR	778529 10 7	797,000	58,900	b	1	a(58,900 shares)
ROYAL GROUP TECHNOLOGIES LTD	SUB VTG SH	779915 10 7	135,000	15,400	b	1	a(15,400 shares)
ROYAL BK CDA MONTREAL QUE	COM	780087 10 2	423,000	8,900	b	1	a(8,900 shares)
ROYAL CARIBBEAN CRUISES LTD	NOTE 2/	780153 AK 8	13,297,000	25,000,000	b	1	a(25,000,000 shares)
ROYAL CARIBBEAN CRUISES LTD	NOTE 5/	780153 AM 4	36,126,000	51,379,000	b	1	a(51,379,000 shares)
ROYAL GOLD INC	COM	780287 10 8	1,294,000	75,743	b	1	a(75,743 shares)
RUDDICK CORP	COM	781258 10 8	544,000	27,700	b	1	a(27,700 shares)
RYANAIR HLDGS PLC	SPONSORED ADR	783513 10 4	2,392,000	81,902	b	1	a(81,902 shares)
RYLAND GROUP INC	COM	783764 10 3	31,866,000	343,900	b	1	a(343,900 shares)
SBC COMMUNICATIONS INC	COM	78387G 10 3	581,000	22,400	b	1	a(22,400 shares)
SBA COMMUNICATIONS CORP	COM	78388J 10 6	4,884,000	697,732	b	1	a(697,732 shares)
SCP POOL CORP	COM	784028 10 2	2,649,000	99,079	b	1	a(99,079 shares)
SEI INVESTMENTS CO	COM	784117 10 3	2,038,000	60,507	b	1	a(60,507 shares)
SEI INVESTMENTS CO	COM	784117 10 3	488,000	14,500 c	b	1	a(14,500 shares)
SK TELECOM LTD	SPONSORED ADR	78440P 10 8	1,822,000	93,700	b	1	a(93,700 shares)
SLM CORP	COM	78442P 10 6	7,216,000	161,800	b	1	a(161,800 shares)
SLM CORP	COM	78442P 10 6	5,151,000	115,500 c	b	1	a(115,500 shares)
SLM CORP	COM	78442P 10 6	11,864,000	266,000 P	b	1	a(266,000 shares)
SPDR TR	UNIT SER 1	78462F 10 3	2,226,000	19,920	b	1	a(19,920 shares)
SPX CORP	COM	784635 10 4	680,000	19,200 P	b	1	a(19,200 shares)
SPX CORP	NOTE 2/	784635 AD 6	24,248,000	38,500,000	b	1	a(38,500,000 shares)
S1 CORPORATION	COM	78463B 10 1	2,833,000	354,967	b	1	a(354,967 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)
SWS GROUP INC	COM	78503N 10 7	664,000	41,300	b	1	a(41,300 shares)
SAFECO CORP	COM	786429 10 0	316,000	6,912	b	1	a(6,912 shares)
SAFECO CORP	COM	786429 10 0	4,428,000	97,000 P	b	1	a(97,000 shares)
SAFEGUARD SCIENTIFICS INC	COM	786449 10 8	1,138,000	608,800	b	1	a(608,800 shares)
ST JOE CO	COM	790148 10 0	2,828,000	59,200	b	1	a(59,200 shares)
ST JUDE MED INC	COM	790849 10 3	55,098,000	732,000	b	1	a(732,000 shares)
SALTON INC	COM	795757 10 3	287,000	45,500	b	1	a(45,500 shares)
SANDERSON FARMS INC	COM	800013 10 4	7,913,000	236,550	b	1	a(236,550 shares)
SANDISK CORP	COM	80004C 10 1	781,000	26,804	b	1	a(26,804 shares)
SANDISK CORP	COM	80004C 10 1	8,654,000	297,200 C	b	1	a(297,200 shares)
SANFILIPPO JOHN B & SON INC	COM	800422 10 7	214,000	8,179	b	1	a(8,179 shares)
SANMINA SCI CORP	COM	800907 10 7	22,912,000	3,249,873	b	1	a(3,249,873 shares)
SANOFI AVENTIS	SP ADR TEMP 04	80105N 20 4	5,717,000	156,815	b	1	a(156,815 shares)
SANTARUS INC	COM	802817 30 4	1,376,000	151,665	b	1	a(151,665 shares)
SAP AKTIENGESSELLSCHAFT	SPONSORED ADR	803054 20 4	23,892,000	613,400	b	1	a(613,400 shares)
SARA LEE CORP	COM	803111 10 3	8,776,000	383,900	b	1	a(383,900 shares)
SASOL LTD	SPONSORED ADR	803866 30 0	554,000	29,600	b	1	a(29,600 shares)
SAVIENT PHARMACEUTICALS INC	COM	80517Q 10 0	547,000	237,932	b	1	a(237,932 shares)
SCANSOURCE INC	COM	806037 10 7	319,000	5,000 C	b	1	a(5,000 shares)
SCHEIN HENRY INC	COM	806407 10 2	4,606,000	73,913	b	1	a(73,913 shares)
SCHEIN HENRY INC	COM	806407 10 2	436,000	7,000 C	b	1	a(7,000 shares)
SCHERING PLOUGH CORP	COM	806605 10 1	4,107,000	215,500	b	1	a(215,500 shares)
SCHERING PLOUGH CORP	PFD CONV MAND	806605 60 6	23,794,000	450,000	b	1	a(450,000 shares)
SCHLUMBERGER LTD	COM	806857 10 8	100,124,000	1,487,500	b	1	a(1,487,500 shares)
SCHNITZER STL INDS	CL A	806882 10 6	1,132,000	35,000 C	b	1	a(35,000 shares)
SCIENTIFIC ATLANTA INC	COM	808655 10 4	43,152,000	1,664,800	b	1	a(1,664,800 shares)
SCIENTIFIC GAMES CORP	CL A	80874P 10 9	4,473,000	234,173	b	1	a(234,173 shares)
SCIOS INC	NOTE 5.500% 8/	808905 AB 9	1,170,000	1,000,000	b	1	a(1,000,000 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)
SCOTTS CO	CL A	810186 10 6	4,009,000	62,500 C	b	1	a(62,500 shares)
SCRIPPS E W CO OHIO	CL A	811054 20 4	31,836,000	666,300	b	1	a(666,300 shares)
SCS TRANSN INC	COM	811111 10 2	414,000	21,856	b	1	a(21,856 shares)
SEA CONTAINERS LTD	CL A	811371 70 7	2,067,000	135,700	b	1	a(135,700 shares)
SEACHANGE INTL INC	COM	811699 10 7	1,288,000	80,579	b	1	a(80,579 shares)
SEABULK INTL INC	COM	81169P 10 1	3,407,000	329,200	b	1	a(329,200 shares)
SEACOR HOLDINGS INC	COM	811904 10 1	3,282,000	70,200	b	1	a(70,200 shares)
SEALED AIR CORP NEW	COM	81211K 10 0	6,169,000	133,100	b	1	a(133,100 shares)
SEALED AIR CORP NEW	COM	81211K 10 0	21,664,000	467,400 C	b	1	a(467,400 shares)
SEALED AIR CORP NEW	COM	81211K 10 0	8,853,000	191,000 P	b	1	a(191,000 shares)
SEARS ROEBUCK & CO	COM	812387 10 8	12,597,000	316,100	b	1	a(316,100 shares)
SEARS ROEBUCK & CO	COM	812387 10 8	22,579,000	566,600 C	b	1	a(566,600 shares)
SEARS ROEBUCK & CO	COM	812387 10 8	4,324,000	108,500 P	b	1	a(108,500 shares)
SELECT COMFORT CORP	COM	81616X 10 3	1,475,000	81,030	b	1	a(81,030 shares)
SELECT MEDICAL CORP	COM	816196 10 9	6,241,000	464,700	b	1	a(464,700 shares)
SELECTIVE INS GROUP INC	NOTE 1.616% 9/	816300 AB 3	11,489,000	21,500,000	b	1	a(21,500,000 shares)
SEMTECH CORP	COM	816850 10 1	1,467,000	76,505	b	1	a(76,505 shares)
SEMPRA ENERGY	INCOME EQTY UT	816851 20 8	21,683,000	700,000	b	1	a(700,000 shares)
SEPRACOR INC	COM	817315 10 4	5,776,000	118,417	b	1	a(118,417 shares)
SERENA SOFTWARE INC	COM	817492 10 1	267,000	15,941	b	1	a(15,941 shares)
SERONO S A	SPONSORED ADR	81752M 10 1	4,449,000	290,200	b	1	a(290,200 shares)
SERVICE CORP INTL	COM	817565 10 4	2,316,000	372,900	b	1	a(372,900 shares)
SERVICEMASTER CO	COM	81760N 10 9	16,259,000	1,264,300	b	1	a(1,264,300 shares)
7-ELEVEN INC	COM NEW	817826 20 9	9,381,000	469,500	b	1	a(469,500 shares)
SHANDA INTERACTIVE ENTMT LTD	SPONSORED ADR	81941Q 20 3	4,921,000	205,215	b	1	a(205,215 shares)
SHARPER IMAGE CORP	COM	820013 10 0	1,396,000	65,097	b	1	a(65,097 shares)
SHELL TRANS & TRADING PLC	ADR NY SHS NEW	822703 60 9	383,000	8,600	b	1	a(8,600 shares)
SHERWIN WILLIAMS CO	COM	824348 10 6	15,215,000	346,100	b	1	a(346,100 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
SHIRE PHARMACEUTICALS GRP PL	SPONSORED ADR	82481R 10 6	6,841,000	238,793	b	1	a(238,793 shares)
SHUFFLE MASTER INC	COM	825549 10 8	314,000	8,385	b	1	a(8,385 shares)
STEBEL SYS INC	COM	826170 10 2	61,797,000	8,195,842	b	1	a(8,195,842 shares)
STEBEL SYS INC	COM	826170 10 2	113,000	15,000 c	b	1	a(15,000 shares)
SIERRA HEALTH SVCS INC	COM	826322 10 9	13,363,000	278,800	b	1	a(278,800 shares)
SIERRA PAC RES NEW	COM	826428 10 4	3,027,000	338,200	b	1	a(338,200 shares)
SIERRA WIRELESS INC	COM	826516 10 6	19,285,000	1,082,747	b	1	a(1,082,747 shares)
SIFY LTD	SPONSORED ADR	82655M 10 7	2,325,000	410,851	b	1	a(410,851 shares)
SILICON LABORATORIES INC	COM	826919 10 2	850,000	25,700	b	1	a(25,700 shares)
SILICON LABORATORIES INC	COM	826919 10 2	430,000	13,000 c	b	1	a(13,000 shares)
SILGAN HOLDINGS INC	COM	827048 10 9	1,654,000	35,713	b	1	a(35,713 shares)
SILICON GRAPHICS INC	COM	827056 10 2	1,854,000	1,296,800	b	1	a(1,296,800 shares)
SILICON VY BANCSHARES	COM	827064 10 6	6,245,000	168,000	b	1	a(168,000 shares)
SILICONWARE PRECISION INDS L	SPONSD ADR SPL	827084 86 4	198,000	58,648	b	1	a(58,648 shares)
SINCLAIR BROADCAST GROUP INC	CL A	829226 10 9	1,930,000	264,330	b	1	a(264,330 shares)
SINOPEC SHANGHAI PETROCHEMIC	SPON ADR H	82935M 10 9	271,000	7,000	b	1	a(7,000 shares)
SINOPEC BEIJING YANHUA PETRO	SPON ADR H SHS	82935N 10 7	337,000	16,500	b	1	a(16,500 shares)
SIRVA INC	COM	82967Y 10 4	9,515,000	415,500	b	1	a(415,500 shares)
SIX FLAGS INC	COM	83001P 10 9	9,895,000	1,819,000	b	1	a(1,819,000 shares)
SKY FINL GROUP INC	COM	83080P 10 3	2,147,000	85,880	b	1	a(85,880 shares)
SKILLSOFT PLC	SPONSORED ADR	830928 10 7	3,108,000	464,585	b	1	a(464,585 shares)
SMART & FINAL INC	COM	831683 10 7	3,330,000	198,700	b	1	a(198,700 shares)
SMITH & NEPHEW PLC	SPDN ADR NEW	83175M 20 5	1,576,000	34,000	b	1	a(34,000 shares)
SMITH INTL INC	COM	832110 10 0	24,292,000	400,000 c	b	1	a(400,000 shares)
SMITHFIELD FOODS INC	COM	832248 10 8	33,295,000	1,331,800	b	1	a(1,331,800 shares)
SMUCKER J M CO	COM NEW	832696 40 5	4,683,000	105,460	b	1	a(105,460 shares)
SMURFIT-STONE CONTAINER CORP	PFD CV EX A 7%	832727 20 0	1,382,000	55,519	b	1	a(55,519 shares)
SOHU COM INC	COM	83408W 10 3	1,220,000	73,378	b	1	a(73,378 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)
SOLA INTL INC	COM	834092 10 8	1,013,000	53,200	b	1	a(53,200 shares)
SOLECTRON CORP	COM	834182 10 7	4,944,000	998,834	b	1	a(998,834 shares)
SONIC AUTOMOTIVE INC	CL A	83545G 10 2	9,500,000	473,800	b	1	a(473,800 shares)
SONIC INNOVATIONS INC	COM	83545M 10 9	147,000	32,209	b	1	a(32,209 shares)
SONICWALL INC	COM	835470 10 5	3,451,000	510,461	b	1	a(510,461 shares)
SONOCO PRODS CO	COM	835495 10 2	1,089,000	41,200	b	1	a(41,200 shares)
SONY CORP	ADR NEW	835699 30 7	763,000	22,200	b	1	a(22,200 shares)
SOUTH FINL GROUP INC	COM	837841 10 5	2,201,000	78,054	b	1	a(78,054 shares)
SOUTHERN CO	COM	842587 10 7	3,577,000	119,300	b	1	a(119,300 shares)
SOUTHERN UN CO NEW	COM	844030 10 6	2,994,000	146,025	b	1	a(146,025 shares)
SOUTHTRUST CORP	COM	844730 10 1	9,655,000	231,767	b	1	a(231,767 shares)
SOUTHWEST AIRLS CO	COM	844741 10 8	172,000	12,600	b	1	a(12,600 shares)
SOVEREIGN BANCORP INC	COM	845905 10 8	2,400,000	110,000 P	b	1	a(110,000 shares)
SPARTECH CORP	COM NEW	847220 20 9	429,000	17,100	b	1	a(17,100 shares)
SPECTRALINK CORP	COM	847580 10 7	1,552,000	163,388	b	1	a(163,388 shares)
SPECTRASITE INC	COM	84761M 10 4	5,482,000	117,900	b	1	a(117,900 shares)
SPEEDWAY MOTORSPORTS INC	COM	847788 10 6	223,000	6,700	b	1	a(6,700 shares)
SPRINT CORP	COM FON	852061 10 0	9,034,000	448,800	b	1	a(448,800 shares)
SS&C TECHNOLOGIES INC	COM	85227Q 10 0	4,505,000	230,664	b	1	a(230,664 shares)
STAAR SURGICAL CO	COM PAR \$0.01	852312 30 5	311,000	94,170	b	1	a(94,170 shares)
STAGE STORES INC	COM NEW	85254C 30 5	657,000	19,206	b	1	a(19,206 shares)
STAKTEK HLDGS INC	COM	85256P 10 6	210,000	53,934	b	1	a(53,934 shares)
STANCORP FINL GROUP INC	COM	852891 10 0	1,438,000	20,200	b	1	a(20,200 shares)
STANDARD PAC CORP NEW	COM	85375C 10 1	25,575,000	453,700	b	1	a(453,700 shares)
STAPLES INC	COM	855030 10 2	3,935,000	131,973	b	1	a(131,973 shares)
STARBUCKS CORP	COM	855244 10 9	227,000	5,000 P	b	1	a(5,000 shares)
STARWOOD HOTELS&RESORTS WRLD	PAIRED CTF	85590A 20 3	1,968,000	42,400	b	1	a(42,400 shares)
STATE STR CORP	COM	857477 10 3	3,417,000	80,000 C	b	1	a(80,000 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
STATOIL ASA	SPONSORED ADR	85771P 10 2	907,000	62,800	b	1	a(62,800 shares)
STEEL TECHNOLOGIES INC	COM	858147 10 1	574,000	22,421	b	1	a(22,421 shares)
STEIN MART INC	COM	858375 10 8	2,307,000	151,569	b	1	a(151,569 shares)
STERICYCLE INC	COM	858912 10 8	12,005,000	261,544	b	1	a(261,544 shares)
STEREOTAXIS INC	COM	85916J 10 2	731,000	75,000	b	1	a(75,000 shares)
STEWART & STEVENSON SVCS INC	COM	860342 10 4	611,000	34,600	b	1	a(34,600 shares)
STEWART ENTERPRISES INC	CL A	860370 10 5	929,000	133,740	b	1	a(133,740 shares)
STILLWATER MNG CO	COM	86074Q 10 2	3,974,000	256,358	b	1	a(256,358 shares)
STORA ENSO CORP	SPON ADR REP R	86210M 10 6	586,000	43,300	b	1	a(43,300 shares)
STORAGE TECHNOLOGY CORP	COM PAR \$0.10	862111 20 0	20,496,000	811,400	b	1	a(811,400 shares)
STRAYER ED INC	COM	863236 10 5	5,389,000	46,855	b	1	a(46,855 shares)
STRAYER ED INC	COM	863236 10 5	805,000	7,000 c	b	1	a(7,000 shares)
STRYKER CORP	COM	863667 10 1	1,510,000	31,400	b	1	a(31,400 shares)
STRYKER CORP	COM	863667 10 1	1,923,000	40,000 c	b	1	a(40,000 shares)
STRYKER CORP	COM	863667 10 1	10,097,000	210,000 P	b	1	a(210,000 shares)
STUDENT LN CORP	COM	863902 10 2	1,914,000	13,500	b	1	a(13,500 shares)
SUN LIFE FINL INC	COM	866796 10 5	802,000	26,500	b	1	a(26,500 shares)
SUN MICROSYSTEMS INC	COM	866810 10 4	41,000	10,100	b	1	a(10,100 shares)
SUNCOR ENERGY INC	COM	867229 10 6	9,760,000	304,900	b	1	a(304,900 shares)
SUNGARD DATA SYS INC	COM	867363 10 3	4,695,000	197,500	b	1	a(197,500 shares)
SUNOCO INC	COM	86764P 10 9	2,552,000	34,500 c	b	1	a(34,500 shares)
SUNOCO INC	COM	86764P 10 9	1,480,000	20,000 P	b	1	a(20,000 shares)
SUNRISE SENIOR LIVING INC	COM	86768K 10 6	3,888,000	110,700	b	1	a(110,700 shares)
SUNTERRA CORP	COM NEW	86787D 20 8	1,675,000	175,801	b	1	a(175,801 shares)
SUNTRUST BKS INC	COM	867914 10 3	528,000	7,500	b	1	a(7,500 shares)
SUNTRUST BKS INC	COM	867914 10 3	845,000	12,000 c	b	1	a(12,000 shares)
SUNTRUST BKS INC	COM	867914 10 3	1,760,000	25,000 P	b	1	a(25,000 shares)
SUPERGEN INC	COM	868059 10 6	2,167,000	350,681	b	1	a(350,681 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)
SUPERIOR ENERGY SVCS INC	COM	868157 10 8	9,717,000	752,100	b	1	a(752,100 shares)
SUPERVALU INC	NOTE	868536 AP 8	1,628,000	5,000,000	b	1	a(5,000,000 shares)
SWIFT TRANSN CO	COM	870756 10 3	5,312,000	315,799	b	1	a(315,799 shares)
SYBASE INC	COM	871130 10 0	4,200,000	304,600	b	1	a(304,600 shares)
SYBRON DENTAL SPECIALTIES INC	COM	871142 10 5	5,035,000	169,600	b	1	a(169,600 shares)
SYCAMORE NETWORKS INC	COM	871206 10 8	748,000	197,933	b	1	a(197,933 shares)
SYMANTEC CORP	COM	871503 10 8	13,610,000	248,000 C	b	1	a(248,000 shares)
SYMANTEC CORP	COM	871503 10 8	7,134,000	130,000 P	b	1	a(130,000 shares)
SYMBOL TECHNOLOGIES INC	COM	871508 10 7	7,291,000	576,800	b	1	a(576,800 shares)
SYNOPSYS INC	COM	871607 10 7	38,396,000	2,436,255	b	1	a(2,436,255 shares)
SYNNEX CORP	COM	87162W 10 0	296,000	16,700	b	1	a(16,700 shares)
SYSCO CORP	COM	871829 10 7	22,961,000	767,400	b	1	a(767,400 shares)
TBC CORP	COM	872180 10 4	3,898,000	174,503	b	1	a(174,503 shares)
TCF FINL CORP	COM	872275 10 2	28,727,000	948,400	b	1	a(948,400 shares)
TCF FINL CORP	COM	872275 10 2	2,272,000	75,000 C	b	1	a(75,000 shares)
TCF FINL CORP	COM	872275 10 2	303,000	10,000 P	b	1	a(10,000 shares)
THQ INC	COM NEW	872443 40 3	11,244,000	577,792	b	1	a(577,792 shares)
TJX COS INC NEW	COM	872540 10 9	57,551,000	2,611,200	b	1	a(2,611,200 shares)
TLC VISION CORP	COM	872549 10 0	4,803,000	546,368	b	1	a(546,368 shares)
TRW AUTOMOTIVE HLDGS CORP	COM	872645 10 6	2,254,000	119,600	b	1	a(119,600 shares)
TNS INC	COM	872960 10 9	1,034,000	53,300	b	1	a(53,300 shares)
TTM TECHNOLOGIES INC	COM	87305R 10 9	385,000	43,285	b	1	a(43,285 shares)
TXU CORP	COM	873168 10 8	20,146,000	420,400 P	b	1	a(420,400 shares)
TXU CORP	FRNT	873168 AE 8	47,475,000	30,000,000	b	1	a(30,000,000 shares)
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039 10 0	34,006,000	4,762,801	b	1	a(4,762,801 shares)
TAKE-TWO INTERACTIVE SOFTWARE	COM	874054 10 9	3,345,000	101,824	b	1	a(101,824 shares)
TAKE-TWO INTERACTIVE SOFTWARE	COM	874054 10 9	493,000	15,000 C	b	1	a(15,000 shares)
TALBOTS INC	COM	874161 10 2	260,000	10,500	b	1	a(10,500 shares)

Name of Issuer	Title of class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares of Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
TALISMAN ENERGY INC	COM	87425E 10 3	16,333,000	629,300	b	1	a(629,300 shares)
TALK AMERICA HLDGS INC	COM NEW	87426R 20 2	267,000	51,018	b	1	a(51,018 shares)
TARGET CORP	COM	87612E 10 6	204,000	4,500	b	1	a(4,500 shares)
TASER INTL INC	COM	87651B 10 4	3,311,000	88,173	b	1	a(88,173 shares)
TASER INTL INC	COM	87651B 10 4	14,352,000	382,200 C	b	1	a(382,200 shares)
TASER INTL INC	COM	87651B 10 4	13,800,000	367,500 P	b	1	a(367,500 shares)
TECH DATA CORP	COM	878237 10 6	2,607,000	67,634	b	1	a(67,634 shares)
TECH DATA CORP	SDCV 2.000%12/	878237 AC 0	14,869,000	15,000,000	b	1	a(15,000,000 shares)
TECHNITROL INC	COM	878555 10 1	337,000	17,300	b	1	a(17,300 shares)
TECHNOLOGY RESH CORP	COM NEW	878727 30 4	586,000	85,597	b	1	a(85,597 shares)
TEKELEC	COM	879101 10 3	5,057,000	303,206	b	1	a(303,206 shares)
TEKTRONIX INC	COM	879131 10 0	10,101,000	303,800	b	1	a(303,800 shares)
TELE CENTRO OESTE CELLULAR S	SPON ADR PFD	87923P 10 5	189,000	18,500	b	1	a(18,500 shares)
TELECOM CORP NEW ZEALAND LTD	SPONSORED ADR	879278 20 8	853,000	26,800	b	1	a(26,800 shares)
TELECOM ITALIA S P A NEW	SPON ADR ORD	87927Y 10 2	203,000	6,600	b	1	a(6,600 shares)
TELEFONOS DE MEXICO S A	SPON ADR ORD L	879403 78 0	10,146,000	314,400	b	1	a(314,400 shares)
TELEPHONE & DATA SYS INC	COM	879433 10 0	3,872,000	46,000 C	b	1	a(46,000 shares)
TELEPHONE & DATA SYS INC	COM	879433 10 0	3,451,000	41,000 P	b	1	a(41,000 shares)
TELEMTG CELLULAR PART S A	SPON ADR PFD	87944E 10 5	2,139,000	75,100	b	1	a(75,100 shares)
TELESP CELLULAR PART S A	SPON ADR PFD	87952L 10 8	706,000	114,300	b	1	a(114,300 shares)
TELLABS INC	COM	879664 10 0	1,218,000	132,500	b	1	a(132,500 shares)
TEMPLE INLAND INC	COM	879868 10 7	4,620,000	68,800	b	1	a(68,800 shares)
TELETECH HOLDINGS INC	COM	879939 10 6	1,202,000	127,294	b	1	a(127,294 shares)
TELESYSTEM INTL WIRELESS INC	COM NEW	879946 60 6	698,000	73,511	b	1	a(73,511 shares)
TENET HEALTHCARE CORP	COM	88033G 10 0	1,867,000	173,000	b	1	a(173,000 shares)
TENNECO AUTOMOTIVE INC	COM	880349 10 5	5,341,000	407,700	b	1	a(407,700 shares)
TERADYNE INC	SDCV 3.750%10/	880770 AD 4	17,966,000	18,000,000	b	1	a(18,000,000 shares)
TERAYON COMMUNICATION SYS	COM	880775 10 1	143,000	67,397	b	1	a(67,397 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)
TEREX CORP NEW	COM	880779 10 3	11,102,000	255,800	b	1	a(255,800 shares)
TERRA INDS INC	COM	880915 10 3	816,000	94,200	b	1	a(94,200 shares)
TESORO PETE CORP	COM	881609 10 1	1,314,000	44,500	b	1	a(44,500 shares)
TEVA PHARMACEUTICAL INDS LTD	ADR	881624 20 9	6,072,000	234,000	b	1	a(234,000 shares)
TETRA TECHNOLOGIES INC DEL	COM	88162F 10 5	8,045,000	259,100	b	1	a(259,100 shares)
TEXAS GENCO HLDGS INC	COM	882443 10 4	2,160,000	46,300	b	1	a(46,300 shares)
TEXAS GENCO HLDGS INC	COM	882443 10 4	467,000	10,000 c	b	1	a(10,000 shares)
TEXAS INDS INC	COM	882491 10 3	1,029,000	20,000 c	b	1	a(20,000 shares)
TEXAS REGL BANCSHARES INC	CL A VTG	882673 10 6	2,239,000	72,022	b	1	a(72,022 shares)
TEXTRON INC	COM	883203 10 1	7,070,000	110,000	b	1	a(110,000 shares)
THERAGENICS CORP	COM	883375 10 7	141,000	38,600	b	1	a(38,600 shares)
THERMO ELECTRON CORP	COM	883556 10 2	24,472,000	905,700	b	1	a(905,700 shares)
THOMAS & BETTS CORP	COM	884315 10 2	223,000	8,300	b	1	a(8,300 shares)
THOMSON CORP	COM	884903 10 5	4,601,000	132,300	b	1	a(132,300 shares)
THOR INDS INC	COM	885160 10 1	4,741,000	179,100	b	1	a(179,100 shares)
THORATEC CORP	COM NEW	885175 30 7	468,000	48,641	b	1	a(48,641 shares)
3COM CORP	COM	885535 10 4	16,797,000	3,980,416	b	1	a(3,980,416 shares)
THREE FIVE SYS INC	COM	88554L 10 8	682,000	248,800	b	1	a(248,800 shares)
3M CO	COM	88579Y 10 1	336,000	4,200	b	1	a(4,200 shares)
3M CO	COM	88579Y 10 1	25,718,000	321,600 c	b	1	a(321,600 shares)
3M CO	COM	88579Y 10 1	16,394,000	205,000 P	b	1	a(205,000 shares)
TIBCO SOFTWARE INC	COM	88632Q 10 3	2,370,000	278,503	b	1	a(278,503 shares)
TIMBERLAND CO	CL A	887100 10 5	17,386,000	306,100	b	1	a(306,100 shares)
TIME WARNER INC	COM	887317 10 5	82,506,000	5,111,900	b	1	a(5,111,900 shares)
TIME WARNER INC	COM	887317 10 5	24,735,000	1,532,500 c	b	1	a(1,532,500 shares)
TIME WARNER INC	COM	887317 10 5	3,389,000	210,000 P	b	1	a(210,000 shares)
TIME WARNER TELECOM INC	CL A	887319 10 1	672,000	140,024	b	1	a(140,024 shares)
TIMKEN CO	COM	887389 10 4	2,526,000	102,600	b	1	a(102,600 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)
TITAN CORP	COM	888266 10 3	7,815,000	559,400	b	1	a(559,400 shares)
TITAN INTL INC ILL	COM	88830M 10 2	795,000	82,800	b	1	a(82,800 shares)
TODCO	CL A	88889T 10 7	5,876,000	338,700	b	1	a(338,700 shares)
TOLL BROTHERS INC	COM	889478 10 3	4,425,000	95,500	b	1	a(95,500 shares)
TOLLGRADE COMMUNICATIONS INC	COM	889542 10 6	461,000	52,485	b	1	a(52,485 shares)
TOM ONLINE INC	ADR REG S	889728 20 0	830,000	73,560	b	1	a(73,560 shares)
TORCHMARK CORP	COM	891027 10 4	803,000	15,100	b	1	a(15,100 shares)
TORCHMARK CORP	COM	891027 10 4	266,000	5,000 c	b	1	a(5,000 shares)
TORO CO	COM	891092 10 8	2,015,000	29,500 c	b	1	a(29,500 shares)
TORONTO DOMINION BK ONT	COM NEW	891160 50 9	851,000	23,300	b	1	a(23,300 shares)
TOTAL S A	SPONSORED ADR	89151E 10 9	2,146,000	21,000 c	b	1	a(21,000 shares)
TOYOTA MOTOR CORP	SP ADR REP2COM	892331 30 7	527,000	6,900	b	1	a(6,900 shares)
TOYS R US INC	COM	892335 10 0	11,707,000	659,900	b	1	a(659,900 shares)
TRACTOR SUPPLY CO	COM	892356 10 6	7,008,000	222,897	b	1	a(222,897 shares)
TRANS WORLD ENTMT CORP	COM	89336Q 10 0	225,000	22,983	b	1	a(22,983 shares)
TRANSALTA CORP	COM	89346D 10 7	1,656,000	126,700	b	1	a(126,700 shares)
TRANSATLANTIC HLDGS INC	COM	893521 10 4	349,000	6,425	b	1	a(6,425 shares)
TRANSMETA CORP DEL	COM	89376R 10 9	400,000	317,254	b	1	a(317,254 shares)
TRANSPORTADORA DE GAS SUR	SPON ADR B	893870 20 4	8,066,000	1,670,000	b	1	a(1,670,000 shares)
TREX INC	COM	89531P 10 5	221,000	5,000 c	b	1	a(5,000 shares)
TRIBUNE CO NEW	COM	896047 10 7	1,000,000	24,300	b	1	a(24,300 shares)
TRIBUNE CO NEW	COM	896047 10 7	1,193,000	29,000 c	b	1	a(29,000 shares)
TRIBUNE CO NEW	COM	896047 10 7	2,881,000	70,000 P	b	1	a(70,000 shares)
TRIMERIS INC	COM	896263 10 0	2,690,000	178,752	b	1	a(178,752 shares)
TRITON PCS HLDGS INC	CL A	89677M 10 6	575,000	224,500	b	1	a(224,500 shares)
TUESDAY MORNING CORP	COM NEW	899035 50 5	6,428,000	207,887	b	1	a(207,887 shares)
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111 20 4	1,680,000	149,822	b	1	a(149,822 shares)
TWEETER HOME ENTMT GROUP INC	COM	901167 10 6	1,977,000	349,878	b	1	a(349,878 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares of Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
TYCO INTL LTD NEW	COM	902124 10 6	103,103,000	3,362,800	b	1	a(3,362,800 shares)
TYCO INTL LTD NEW	COM	902124 10 6	103,937,000	3,390,000 c	b	1	a(3,390,000 shares)
TYCO INTL LTD NEW	COM	902124 10 6	54,912,000	1,791,000 P	b	1	a(1,791,000 shares)
TYLER TECHNOLOGIES INC	COM	902252 10 5	1,465,000	165,700	b	1	a(165,700 shares)
TYSON FOODS INC	CL A	902494 10 3	25,079,000	1,565,500	b	1	a(1,565,500 shares)
UGI CORP NEW	COM	902681 10 5	7,918,000	212,500	b	1	a(212,500 shares)
UST INC	COM	902911 10 6	14,304,000	355,300	b	1	a(355,300 shares)
US BANCORP DEL	COM NEW	902973 30 4	82,160,000	2,842,900	b	1	a(2,842,900 shares)
URS CORP NEW	COM	903236 10 7	3,794,000	142,200	b	1	a(142,200 shares)
USANA HEALTH SCIENCES INC	COM	90328M 10 7	9,156,000	263,113	b	1	a(263,113 shares)
USF&G CORP	NOTE	903290 AD 6	7,189,000	8,686,000	b	1	a(8,686,000 shares)
U S G CORP	COM NEW	903293 40 5	14,580,000	799,800	b	1	a(799,800 shares)
USEC INC	COM	90333E 10 8	429,000	41,400	b	1	a(41,400 shares)
U S I HLDGS	COM	90333H 10 1	507,000	37,121	b	1	a(37,121 shares)
U S PHYSICAL THERAPY INC	COM	90337L 10 8	698,000	51,665	b	1	a(51,665 shares)
UBIQUITEL INC	COM	903474 30 2	1,782,000	445,574	b	1	a(445,574 shares)
ULTIMATE ELECTRS INC	COM	903849 10 7	499,000	164,022	b	1	a(164,022 shares)
ULTRA PETROLEUM CORP	COM	903914 10 9	7,667,000	156,300	b	1	a(156,300 shares)
ULTRA PETROLEUM CORP	COM	903914 10 9	520,000	10,600 c	b	1	a(10,600 shares)
UNIBANCO-UNIAO DE BANCOS BRA	GDR REP PFD UT	90458E 10 7	8,044,000	332,000	b	1	a(332,000 shares)
UNIFI INC	COM	904677 10 1	55,000	24,200	b	1	a(24,200 shares)
UNION PAC CORP	COM	907818 10 8	2,104,000	35,900	b	1	a(35,900 shares)
UNIONBANCAL CORP	COM	908906 10 0	8,870,000	149,800	b	1	a(149,800 shares)
UNISOURCE ENERGY CORP	COM	909205 10 6	12,501,000	513,400	b	1	a(513,400 shares)
UNISYS CORP	COM	909214 10 8	413,000	40,000	b	1	a(40,000 shares)
UNITED AUTO GROUP INC	COM	909440 10 9	8,383,000	334,100	b	1	a(334,100 shares)
UNITED BANKSHARES INC WEST V	COM	909907 10 7	964,000	27,817	b	1	a(27,817 shares)
UNITED CAPITAL CORP	COM	909912 10 7	244,000	10,700	b	1	a(10,700 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (shares) (note #3)
UNITED INDL CORP	COM	910671 10 6	766,000	23,300	b	1	a(23,300 shares)
UNITED MICROELECTRONICS CORP	SPONSORED ADR	910873 20 7	134,000	39,700	b	1	a(39,700 shares)
UNITED NATL GROUP LTD	CL A	91103X 10 2	260,000	17,897	b	1	a(17,897 shares)
UNITED NAT FOODS INC	COM	911163 10 3	4,131,000	155,296	b	1	a(155,296 shares)
UNITED ONLINE INC	COM	911268 10 0	1,973,000	205,063	b	1	a(205,063 shares)
UNITED PARCEL SERVICE INC	CL B	911312 10 6	501,000	6,600	b	1	a(6,600 shares)
UNITED PARCEL SERVICE INC	CL B	911312 10 6	92,228,000	1,214,800 C	b	1	a(1,214,800 shares)
UNITED PARCEL SERVICE INC	CL B	911312 10 6	96,024,000	1,264,800 P	b	1	a(1,264,800 shares)
UNITED STATES STL CORP NEW	COM	912909 10 8	78,618,000	2,089,800	b	1	a(2,089,800 shares)
UNITED STATES STL CORP NEW	COM	912909 10 8	7,257,000	192,900 C	b	1	a(192,900 shares)
UNITED TECHNOLOGIES CORP	COM	913017 10 9	346,000	3,700	b	1	a(3,700 shares)
UNITED TECHNOLOGIES CORP	COM	913017 10 9	7,685,000	82,300 P	b	1	a(82,300 shares)
UNITED THERAPEUTICS CORP DEL	COM	91307C 10 2	2,599,000	74,400	b	1	a(74,400 shares)
UNITED THERAPEUTICS CORP DEL	COM	91307C 10 2	768,000	22,000 C	b	1	a(22,000 shares)
UNITED THERAPEUTICS CORP DEL	COM	91307C 10 2	384,000	11,000 P	b	1	a(11,000 shares)
UNITEDHEALTH GROUP INC	COM	91324P 10 2	75,886,000	1,029,103	b	1	a(1,029,103 shares)
UNIVERSAL COMPRESSION HLDGS	COM	913431 10 2	2,180,000	64,000	b	1	a(64,000 shares)
UNIVERSAL DISPLAY CORP	COM	91347P 10 5	148,000	17,526	b	1	a(17,526 shares)
UNIVERSAL TECHNICAL INST INC	COM	913915 10 4	5,795,000	192,000	b	1	a(192,000 shares)
UNOCAL CORP	COM	915289 10 2	1,290,000	30,000 P	b	1	a(30,000 shares)
UNIZAN FINANCIAL CORP	COM	91528W 10 1	1,839,000	66,589	b	1	a(66,589 shares)
UNOVA INC	COM	91529B 10 6	681,000	48,500	b	1	a(48,500 shares)
UNUMPROVIDENT CORP	COM	91529Y 10 6	9,772,000	622,800	b	1	a(622,800 shares)
UNUMPROVIDENT CORP	COM	91529Y 10 6	475,000	30,300 C	b	1	a(30,300 shares)
UPM KYMENE CORP	SPONSORED ADR	915436 10 9	278,000	14,500	b	1	a(14,500 shares)
URBAN OUTFITTERS INC	COM	917047 10 2	1,884,000	54,761	b	1	a(54,761 shares)
URBAN OUTFITTERS INC	COM	917047 10 2	2,064,000	60,000 C	b	1	a(60,000 shares)
UROLOGIX INC	COM	917273 10 4	103,000	16,324	b	1	a(16,324 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)
VCA ANTECH INC	COM	918194 10 1	18,665,000	904,758	b	1	a(904,758 shares)
VAIL RESORTS INC	COM	91879Q 10 9	835,000	46,200	b	1	a(46,200 shares)
VALERO ENERGY CORP NEW	COM	91913Y 10 0	3,048,000	38,000 C	b	1	a(38,000 shares)
VALERO ENERGY CORP NEW	COM	91913Y 10 0	1,604,000	20,000 P	b	1	a(20,000 shares)
VALUECLICK INC	COM	92046N 10 2	3,791,000	401,555	b	1	a(401,555 shares)
VALUEVISION MEDIA INC	CL A	92047K 10 7	147,000	10,997	b	1	a(10,997 shares)
VAN DER MOOLEN HLDG N.V.	SPONSORED ADR	921020 10 3	489,000	74,100	b	1	a(74,100 shares)
VARCO INTL INC DEL	COM	922122 10 6	6,163,000	229,800	b	1	a(229,800 shares)
VARCO INTL INC DEL	COM	922122 10 6	268,000	10,000 C	b	1	a(10,000 shares)
VARIAN INC	COM	922206 10 7	932,000	24,622	b	1	a(24,622 shares)
VARIAN MED SYS INC	COM	92220P 10 5	63,955,000	1,850,000	b	1	a(1,850,000 shares)
VASTERA INC	COM	92239N 10 9	232,000	131,078	b	1	a(131,078 shares)
VECTOR GROUP LTD	COM	92240M 10 8	928,000	61,770	b	1	a(61,770 shares)
VENTANA MED SYS INC	COM	92276H 10 6	1,460,000	28,938	b	1	a(28,938 shares)
VERITAS SOFTWARE CO	COM	923436 10 9	43,522,000	2,445,033	b	1	a(2,445,033 shares)
VERITY INC	COM	92343C 10 6	679,000	52,755	b	1	a(52,755 shares)
VERISIGN INC	COM	92343E 10 2	24,699,000	1,242,424	b	1	a(1,242,424 shares)
VERITAS DGC INC	COM	92343P 10 7	10,360,000	454,800	b	1	a(454,800 shares)
VERITAS DGC INC	COM	92343P 10 7	683,000	30,000 C	b	1	a(30,000 shares)
VERIZON COMMUNICATIONS	COM	92343V 10 4	13,377,000	339,700	b	1	a(339,700 shares)
VERIZON COMMUNICATIONS	COM	92343V 10 4	10,633,000	270,000 C	b	1	a(270,000 shares)
VERTEX PHARMACEUTICALS INC	COM	92532F 10 0	3,131,000	298,175	b	1	a(298,175 shares)
VIACOM INC	CL B	925524 30 8	67,555,000	2,012,968	b	1	a(2,012,968 shares)
VIAD CORP	COM NEW	92552R 40 6	819,000	34,500	b	1	a(34,500 shares)
VIASAT INC	COM	92552V 10 0	2,066,000	102,781	b	1	a(102,781 shares)
VICOR CORP	COM	925815 10 2	830,000	82,059	b	1	a(82,059 shares)
VICURON PHARMACEUTICALS INC	COM	926471 10 3	904,000	61,560	b	1	a(61,560 shares)
VIDESH SANCHAR NIGAM LTD	SPON ADR NEW	92659G 60 0	457,000	60,800	b	1	a(60,800 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

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282,232,000

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)
VIGNETTE CORP	COM	926734 10 4	164,000	123,337	b	1	a(123,337 shares)
VIISAGE TECHNOLOGY INC	COM	92675K 10 6	147,000	25,500	b	1	a(25,500 shares)
VINTAGE PETE INC	COM	927460 10 5	5,862,000	292,100	b	1	a(292,100 shares)
VISHAY INTERTECHNOLOGY INC	COM	928298 10 8	22,950,000	1,779,100	b	1	a(1,779,100 shares)
VISTACARE INC	CL A	92839Y 10 9	306,000	20,000 c	b	1	a(20,000 shares)
VISX INC DEL	COM	92844S 10 5	11,932,000	579,200	b	1	a(579,200 shares)
VITALWORKS INC	COM	928483 10 6	504,000	135,066	b	1	a(135,066 shares)
VITESSE SEMICONDUCTOR CORP	COM	928497 10 6	1,365,000	500,022	b	1	a(500,022 shares)
VITRIA TECHNOLOGY	COM NEW	92849Q 40 1	194,000	62,307	b	1	a(62,307 shares)
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W 10 0	20,086,000	833,100	b	1	a(833,100 shares)
WFS FINL INC	COM	929238 10 6	4,995,000	107,304	b	1	a(107,304 shares)
WGL HLDGS INC	COM	92924F 10 6	2,032,000	71,900	b	1	a(71,900 shares)
W-H ENERGY SVCS INC	COM	92925E 10 8	1,068,000	51,474	b	1	a(51,474 shares)
WJ COMMUNICATIONS INC	COM	929284 10 7	330,000	135,330	b	1	a(135,330 shares)
WPP GROUP PLC	SPON ADR NEW	929309 30 0	665,000	14,274	b	1	a(14,274 shares)
WPS RESOURCES CORP	COM	929318 10 6	1,620,000	36,000	b	1	a(36,000 shares)
WABASH NATL CORP	COM	929566 10 7	9,950,000	362,200	b	1	a(362,200 shares)
WACHOVIA CORP 2ND NEW	COM	929903 10 2	310,000	6,600	b	1	a(6,600 shares)
WADDELL & REED FINL INC	CL A	930059 10 0	15,204,000	691,100	b	1	a(691,100 shares)
WAL MART STORES INC	COM	931142 10 3	77,081,000	1,448,900	b	1	a(1,448,900 shares)
WAL MART STORES INC	COM	931142 10 3	6,411,000	120,500 c	b	1	a(120,500 shares)
WAL MART STORES INC	COM	931142 10 3	7,714,000	145,000 P	b	1	a(145,000 shares)
WALGREEN CO	COM	931422 10 9	1,086,000	30,300	b	1	a(30,300 shares)
WALGREEN CO	COM	931422 10 9	10,319,000	288,000 c	b	1	a(288,000 shares)
WALGREEN CO	COM	931422 10 9	4,550,000	127,000 P	b	1	a(127,000 shares)
WASHINGTON GROUP INTL INC	COM NEW	938862 20 8	7,126,000	205,839	b	1	a(205,839 shares)
WASHINGTON MUT INC	COM	939322 10 3	6,331,000	162,000	b	1	a(162,000 shares)
WASHINGTON MUT INC	COM	939322 10 3	4,338,000	111,000 c	b	1	a(111,000 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares of Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
WASHINGTON MUT INC	COM	939322 10 3	1,251,000	32,000 P	b	1	a(32,000 shares)
WASTE CONNECTIONS INC	COM	941053 10 0	15,770,000	497,800	b	1	a(497,800 shares)
WASTE SERVICES INC DEL	COM	941075 10 3	610,000	217,000	b	1	a(217,000 shares)
WATCHGUARD TECHNOLOGIES INC	COM	941105 10 8	819,000	175,069	b	1	a(175,069 shares)
WATERS CORP	COM	941848 10 3	15,810,000	358,500	b	1	a(358,500 shares)
WATERS CORP	COM	941848 10 3	3,462,000	78,500 C	b	1	a(78,500 shares)
WATERS CORP	COM	941848 10 3	3,131,000	71,000 P	b	1	a(71,000 shares)
WATSCO INC	COM	942622 20 0	535,000	17,800	b	1	a(17,800 shares)
WATSON PHARMACEUTICALS INC	COM	942683 10 3	2,333,000	79,200	b	1	a(79,200 shares)
WATSON PHARMACEUTICALS INC	COM	942683 10 3	3,005,000	102,000 C	b	1	a(102,000 shares)
WATSON PHARMACEUTICALS INC	COM	942683 10 3	2,866,000	97,300 P	b	1	a(97,300 shares)
WAYPOINT FINL CORP	COM	946756 10 3	3,304,000	119,847	b	1	a(119,847 shares)
WEBSense INC	COM	947684 10 6	11,424,000	274,152	b	1	a(274,152 shares)
WEBMD CORP	COM	94769M 10 5	1,148,000	165,000 C	b	1	a(165,000 shares)
WEBMD CORP	NOTE 3.250% 4/	94769M AC 9	17,664,000	17,500,000	b	1	a(17,500,000 shares)
WEBSTER FINL CORP CONN	COM	947890 10 9	2,005,000	40,600	b	1	a(40,600 shares)
WEBZEN INC	SPONSORED ADR	94846M 10 2	782,000	127,133	b	1	a(127,133 shares)
WEIGHT WATCHERS INTL INC NEW	COM	948626 10 6	67,054,000	1,727,300	b	1	a(1,727,300 shares)
WELLCHOICE INC	COM	949475 10 7	15,809,000	423,500	b	1	a(423,500 shares)
WELLPOINT HEALTH NETWORK NEW	COM	94973H 10 8	154,272,000	1,468,000	b	1	a(1,468,000 shares)
WELLPOINT HEALTH NETWORK NEW	COM	94973H 10 8	2,491,000	23,700 C	b	1	a(23,700 shares)
WELLPOINT HEALTH NETWORK NEW	COM	94973H 10 8	4,845,000	46,100 P	b	1	a(46,100 shares)
WELLS FARGO & CO NEW	COM	949746 10 1	537,000	9,000	b	1	a(9,000 shares)
WELLS FARGO & CO NEW	COM	949746 10 1	13,119,000	220,000 C	b	1	a(220,000 shares)
WELLS FARGO & CO NEW	COM	949746 10 1	3,280,000	55,000 P	b	1	a(55,000 shares)
WENDYS INTL INC	COM	950590 10 9	9,848,000	293,100	b	1	a(293,100 shares)
WENDYS INTL INC	COM	950590 10 9	1,226,000	36,500 C	b	1	a(36,500 shares)
WERNER ENTERPRISES INC	COM	950755 10 8	11,096,000	574,623	b	1	a(574,623 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)
WESCO INTL INC	COM	95082P 10 5	871,000	35,900	b	1	a(35,900 shares)
WEST MARINE INC	COM	954235 10 7	2,588,000	121,034	b	1	a(121,034 shares)
WEST PHARMACEUTICAL SVSC INC	COM	955306 10 5	459,000	22,000	b	1	a(22,000 shares)
WESTAMERICA BANCORPORATION	COM	957090 10 3	1,114,000	20,304	b	1	a(20,304 shares)
WESTAR ENERGY INC	COM	95709T 10 0	23,844,000	1,180,400	b	1	a(1,180,400 shares)
WESTELL TECHNOLOGIES INC	CL A	957541 10 5	1,863,000	360,415	b	1	a(360,415 shares)
WESTCORP INC	COM	957907 10 8	19,976,000	469,800	b	1	a(469,800 shares)
WESTERN GAS RES INC	COM	958259 10 3	7,594,000	265,600	b	1	a(265,600 shares)
WESTERN GAS RES INC	COM	958259 10 3	572,000	20,000 c	b	1	a(20,000 shares)
WESTERN WIRELESS CORP	CL A	95988E 20 4	18,073,000	702,961	b	1	a(702,961 shares)
WESTWOOD ONE INC	COM	961815 10 7	17,566,000	888,500	b	1	a(888,500 shares)
WEYERHAEUSER CO	COM	962166 10 4	43,219,000	650,100	b	1	a(650,100 shares)
WHEATON RIV MINERALS LTD	COM	962902 10 2	4,971,000	1,579,800	b	1	a(1,579,800 shares)
WHEELING PITTSBURGH CORP	COM NEW	963142 30 2	501,000	16,015	b	1	a(16,015 shares)
WHITING PETE CORP NEW	COM	966387 10 2	1,380,000	45,400	b	1	a(45,400 shares)
WHOLE FOODS MKT INC	COM	966837 10 6	5,036,000	58,700 c	b	1	a(58,700 shares)
WHOLE FOODS MKT INC	COM	966837 10 6	866,000	10,100 P	b	1	a(10,100 shares)
WILEY JOHN & SONS INC	CL A	968223 20 6	537,000	16,800	b	1	a(16,800 shares)
WILLIAMS COS INC DEL	COM	969457 10 0	27,474,000	2,270,600	b	1	a(2,270,600 shares)
WILLIAMS COS INC DEL	COM	969457 10 0	8,746,000	722,800 c	b	1	a(722,800 shares)
WILLIAMS COS INC DEL	COM	969457 10 0	13,250,000	1,095,000 P	b	1	a(1,095,000 shares)
WILLIAMS SONOMA INC	COM	969904 10 1	29,924,000	796,900	b	1	a(796,900 shares)
WILLOW GROVE BANCORP INC NEW	COM	97111W 10 1	790,000	47,631	b	1	a(47,631 shares)
WILSON GREATBATCH TECHNOLOGI	COM	972232 10 2	1,605,000	89,700	b	1	a(89,700 shares)
WILSONS THE LEATHER EXPERTS	COM	972463 10 3	1,136,000	219,306	b	1	a(219,306 shares)
WIMM BILL DANN FOODS OJSC	SPONSORED ADR	97263M 10 9	721,000	47,300	b	1	a(47,300 shares)
WINN DIXIE STORES INC	COM	974280 10 9	6,566,000	2,125,000	b	1	a(2,125,000 shares)
WINN DIXIE STORES INC	COM	974280 10 9	3,090,000	1,000,000 P	b	1	a(1,000,000 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)
WINNEBAGO INDS INC	COM	974637 10 0	17,323,000	500,100	b	1	a(500,100 shares)
WOLVERINE WORLD WIDE INC	COM	978097 10 3	1,489,000	59,100	b	1	a(59,100 shares)
WORLD ACCEP CORP DEL	COM	981419 10 4	4,435,000	190,749	b	1	a(190,749 shares)
WORLD COLOR PRESS INC DEL	NOTE 6.000%10/	981443 AA 2	15,012,000	14,700,000	b	1	a(14,700,000 shares)
WORLD FUEL SVCS CORP	COM	981475 10 6	498,000	13,900	b	1	a(13,900 shares)
WYETH	COM	983024 10 0	4,208,000	112,500	b	1	a(112,500 shares)
WYETH	COM	983024 10 0	7,360,000	196,800 c	b	1	a(196,800 shares)
WYETH	COM	983024 10 0	1,447,000	38,700 P	b	1	a(38,700 shares)
WYNN RESORTS LTD	COM	983134 10 7	631,000	12,200 P	b	1	a(12,200 shares)
XM SATELLITE RADIO HLDGS INC	CL A	983759 10 1	1,953,000	62,971	b	1	a(62,971 shares)
XCEL ENERGY INC	COM	98389B 10 0	437,000	25,250	b	1	a(25,250 shares)
XCEL ENERGY INC	COM	98389B 10 0	901,000	52,000 c	b	1	a(52,000 shares)
XILINX INC	COM	983919 10 1	697,000	25,800	b	1	a(25,800 shares)
XILINX INC	COM	983919 10 1	1,202,000	44,500 c	b	1	a(44,500 shares)
XEROX CORP	COM	984121 10 3	12,941,000	919,100	b	1	a(919,100 shares)
XEROX CORP	COM	984121 10 3	10,349,000	735,000 c	b	1	a(735,000 shares)
YAHOO INC	COM	984332 10 6	671,000	19,778	b	1	a(19,778 shares)
YAHOO INC	COM	984332 10 6	41,370,000	1,220,000 c	b	1	a(1,220,000 shares)
YAHOO INC	COM	984332 10 6	45,901,000	1,353,600 P	b	1	a(1,353,600 shares)
YAHOO INC	FRNT 4/	984332 AB 2	29,771,000	17,000,000	b	1	a(17,000,000 shares)
YANKEE CANDLE INC	COM	984757 10 4	19,429,000	670,900	b	1	a(670,900 shares)
YELLOW ROADWAY CORP	COM	985577 10 5	558,000	11,890	b	1	a(11,890 shares)
YELLOW ROADWAY CORP	COM	985577 10 5	1,852,000	39,500 c	b	1	a(39,500 shares)
YORK INTL CORP NEW	COM	986670 10 7	1,554,000	49,200	b	1	a(49,200 shares)
YOUNG BROADCASTING INC	CL A	987434 10 7	228,000	20,975	b	1	a(20,975 shares)
YUM BRANDS INC	COM	988498 10 1	47,414,000	1,166,100	b	1	a(1,166,100 shares)
ZALE CORP NEW	COM	988858 10 6	6,727,000	239,400	b	1	a(239,400 shares)
ZARLINK SEMICONDUCTOR INC	COM	989139 10 0	121,000	39,800	b	1	a(39,800 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
ZEBRA TECHNOLOGIES CORP	CL A	989207 10 5	10,661,000	174,736	b	1	a(174,736 shares)
ZEBRA TECHNOLOGIES CORP	CL A	989207 10 5	4,240,000	69,500 C	b	1	a(69,500 shares)
ZEBRA TECHNOLOGIES CORP	CL A	989207 10 5	1,800,000	29,500 P	b	1	a(29,500 shares)
ZENITH NATL INS CORP	COM	989390 10 9	11,487,000	271,500	b	1	a(271,500 shares)
ZILOG INC	COM PAR \$0.01	989524 30 1	75,000	13,000	b	1	a(13,000 shares)
ZIMMER HLDGS INC	COM	98956P 10 2	474,000	6,000	b	1	a(6,000 shares)
ZIMMER HLDGS INC	COM	98956P 10 2	20,131,000	254,700 C	b	1	a(254,700 shares)
ZIMMER HLDGS INC	COM	98956P 10 2	12,512,000	158,300 P	b	1	a(158,300 shares)
ZIONS BANCORPORATION	COM	989701 10 7	7,035,000	115,258	b	1	a(115,258 shares)
ZIONS BANCORPORATION	COM	989701 10 7	6,836,000	112,000 C	b	1	a(112,000 shares)
ZIONS BANCORPORATION	COM	989701 10 7	8,240,000	135,000 P	b	1	a(135,000 shares)
ZIX CORP	COM	98974P 10 0	62,000	13,509	b	1	a(13,509 shares)
DAIMLERCHRYSLER AG	ORD	D1668R 12 3	1,375,000	33,200	b	1	a(33,200 shares)
DEUTSCHE BANK AG NAMEN	ORD	D18190 89 8	1,352,000	18,800	b	1	a(18,800 shares)
ACE LTD	ORD	G0070K 10 3	60,214,000	1,503,100	b	1	a(1,503,100 shares)
AMDOCS LTD	ORD	G02602 10 3	74,831,000	3,427,900	b	1	a(3,427,900 shares)
AMDOCS LTD	ORD	G02602 10 3	218,000	10,000 P	b	1	a(10,000 shares)
ARCH CAP GROUP LTD	ORD	G0450A 10 5	7,363,000	189,092	b	1	a(189,092 shares)
ASPEN INSURANCE HOLDINGS LTD	SHS	G05384 10 5	2,310,000	100,400	b	1	a(100,400 shares)
ASSURED GUARANTY LTD	COM	G0585R 10 6	4,758,000	285,600	b	1	a(285,600 shares)
AXIS CAPITAL HOLDINGS	SHS	G0692U 10 9	12,670,000	487,300	b	1	a(487,300 shares)
ACCENTURE LTD BERMUDA	CL A	G1150G 11 1	156,111,000	5,771,200	b	1	a(5,771,200 shares)
BUNGE LIMITED	COM	G16962 10 5	416,000	10,400	b	1	a(10,400 shares)
BUNGE LIMITED	COM	G16962 10 5	204,000	5,100 C	b	1	a(5,100 shares)
CHINADOTCOM CORP	CL A	G2108N 10 9	2,959,000	594,158	b	1	a(594,158 shares)
CHIPMOS TECH BERMUDA LTD	SHS	G2110R 10 6	583,000	83,360	b	1	a(83,360 shares)
COOPER INDS LTD	CL A	G24182 10 0	17,476,000	296,200	b	1	a(296,200 shares)
ENDURANCE SPECIALTY HLDGS LT	SHS	G30397 10 6	10,491,000	326,300	b	1	a(326,300 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
EVEREST RE GROUP LTD	COM	G3223R 10 8	41,015,000	551,800	b	1	a(551,800 shares)
EVEREST RE GROUP LTD	COM	G3223R 10 8	2,527,000	34,000 c	b	1	a(34,000 shares)
FRONTLINE LTD	ORD	G3682E 12 7	684,000	14,500	b	1	a(14,500 shares)
GLOBAL CROSSING LTD	SHS NEW	G3921A 17 5	229,000	13,878	b	1	a(13,878 shares)
GLOBAL SANTAFE CORP	SHS	G3930E 10 1	37,752,000	1,231,705	b	1	a(1,231,705 shares)
INGERSOLL-RAND COMPANY LTD	CL A	G4776G 10 1	3,915,000	57,600	b	1	a(57,600 shares)
IPC HDGS LTD	ORD	G4933P 10 1	2,180,000	57,360	b	1	a(57,360 shares)
KNIGHTSBRIDGE TANKERS LTD	ORD	G5299G 10 6	2,514,000	81,083	b	1	a(81,083 shares)
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H 10 5	523,000	20,000 c	b	1	a(20,000 shares)
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H 10 5	1,045,000	40,000 P	b	1	a(40,000 shares)
MAX RE CAPITAL LTD HAMILTON	SHS	G6052F 10 3	2,570,000	128,482	b	1	a(128,482 shares)
MONTPELIER RE HOLDINGS LTD	SHS	G62185 10 6	11,077,000	302,000	b	1	a(302,000 shares)
NABORS INDUSTRIES LTD	SHS	G6359F 10 3	284,000	6,000	b	1	a(6,000 shares)
NOBLE CORPORATION	SHS	G65422 10 0	818,000	18,200	b	1	a(18,200 shares)
PARTNERRE LTD	COM	G6852T 10 5	9,746,000	178,200	b	1	a(178,200 shares)
PXRE GROUP LTD	COM	G73018 10 6	2,650,000	113,200	b	1	a(113,200 shares)
RENAISSANCE HOLDINGS LTD	COM	G7496G 10 3	531,000	10,300	b	1	a(10,300 shares)
SEAGATE TECHNOLOGY	SHS	G7945J 10 4	595,000	44,000	b	1	a(44,000 shares)
SINA CORP	ORD	G81477 10 4	15,279,000	599,396	b	1	a(599,396 shares)
STEWART W P & CO LTD	COM	G84922 10 6	560,000	28,000	b	1	a(28,000 shares)
UTI WORLDWIDE INC	ORD	G87210 10 3	2,105,000	35,791	b	1	a(35,791 shares)
TELEGLOBE INTL HDGS LTD	COM	G87340 10 8	263,000	72,176	b	1	a(72,176 shares)
HILFIGER TOMMY CORP	ORD	G89152 10 2	14,233,000	1,442,000	b	1	a(1,442,000 shares)
TRANSOCEAN INC	ORD	G90078 10 9	3,728,000	104,200	b	1	a(104,200 shares)
WEATHERFORD INTERNATIONAL LT	COM	G95089 10 1	5,000,000	98,000 c	b	1	a(98,000 shares)
WEATHERFORD INTERNATIONAL LT	COM	G95089 10 1	1,020,000	20,000 P	b	1	a(20,000 shares)
WILLIS GROUP HOLDINGS LTD	SHS	G96655 10 8	34,176,000	913,800	b	1	a(913,800 shares)
XL CAP LTD	CL A	G98255 10 5	703,000	9,500	b	1	a(9,500 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)
XL CAP LTD	CL A	G98255 10 5	2,553,000	34,500 C	b	1	a(34,500 shares)
XL CAP LTD	CL A	G98255 10 5	4,032,000	54,500 P	b	1	a(54,500 shares)
XOMA LTD	ORD	G9825R 10 7	941,000	405,590	b	1	a(405,590 shares)
MILLICOM INTL CELLULAR S A	SHS NEW	L6388F 11 0	4,492,000	246,791	b	1	a(246,791 shares)
SBS BROADCASTING SA	ORD	L8137F 10 2	290,000	8,616	b	1	a(8,616 shares)
AUDIODIGITAL LTD	ORD	M15342 10 4	1,079,000	85,736	b	1	a(85,736 shares)
CHECK POINT SOFTWARE TECH LT	ORD	M22465 10 4	6,278,000	369,976	b	1	a(369,976 shares)
GIVEN IMAGING	ORD SHS	M52020 10 0	2,885,000	75,000 C	b	1	a(75,000 shares)
MAGAL SECURITY SYS LTD	ORD	M6786D 10 4	280,000	18,263	b	1	a(18,263 shares)
M SYS FLASH DISK PIONEERS LT	ORD	M7061C 10 0	474,000	28,700	b	1	a(28,700 shares)
ORBOTECH LTD	ORD	M75253 10 0	2,720,000	155,489	b	1	a(155,489 shares)
TARO PHARMACEUTICAL INDS LTD	ORD	M8737E 10 8	468,000	20,000 C	b	1	a(20,000 shares)
ASML HLDG NV	N Y SHS	N07059 11 1	28,388,000	2,205,737	b	1	a(2,205,737 shares)
CORE LABORATORIES N V	COM	N22717 10 7	3,534,000	143,700	b	1	a(143,700 shares)
ICTS INTERNATIONAL NV	COM	N43837 10 8	54,000	37,671	b	1	a(37,671 shares)
QIAGEN N V	ORD	N72482 10 7	1,299,000	113,457	b	1	a(113,457 shares)
BANCO LATINOAMERICANO DE EXP	CL E	P16994 13 2	2,207,000	143,773	b	1	a(143,773 shares)
KERZNER INTERNATIONAL LTD	SHS	P6065Y 10 7	3,724,000	84,700	b	1	a(84,700 shares)
ROYAL CARIBBEAN CRUISES LTD	COM	V7780T 10 3	279,000	6,400 P	b	1	a(6,400 shares)
STELMAR SHIPPING LTD	COM	V8726M 10 3	904,000	23,900	b	1	a(23,900 shares)
ASE TEST LTD	ORD	Y02516 10 5	390,000	74,573	b	1	a(74,573 shares)
PACIFIC INTERNET LTD	ORD	Y66183 10 7	1,141,000	171,608	b	1	a(171,608 shares)
TEEKAY SHIPPING MARSHALL ISL	COM	Y8564W 10 3	13,875,000	322,000 C	b	1	a(322,000 shares)
TEEKAY SHIPPING MARSHALL ISL	COM	Y8564W 10 3	1,810,000	42,000 P	b	1	a(42,000 shares)

Grand Total Table Value(FMV) 21,340,199,000
Grand Total Table Entry 2,292