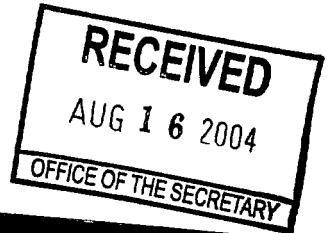


13F0001 P 12/21/04

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

Form 13F

Form 13F COVER PAGE



04053288

Report for the Calendar Year or Quarter Ended: June 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

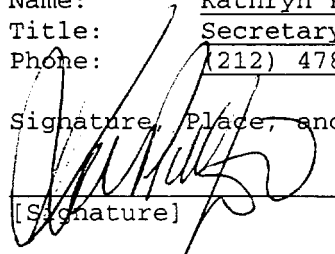
Form 13F File Number: 28-5396

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 August 12, 2004
[City, State] [Date]

Report Type (Check only one.):

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

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

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

CONFIDENTIAL TREATMENT DENIED

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FINANCIAL

Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 1
Form 13F Information Table Entry Total: 2,212
Form 13F Information Table Value Total: \$19,028,463
(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	388,000	17,941	b	1	a(17,941 shares)
ABN AMRO HLDG NV	SPONSORED ADR	000937 10 2	509,000	23,075	b	1	a(23,075 shares)
AFLAC INC	COM	001055 10 2	1,612,000	39,500	b	1	a(39,500 shares)
AGCO CORP	COM	001084 10 2	5,522,000	271,100	b	1	a(271,100 shares)
AGL RES INC	COM	001204 10 6	3,765,000	129,600	b	1	a(129,600 shares)
AES CORP	COM	00130H 10 5	21,875,000	2,202,900	b	1	a(2,202,900 shares)
AES CORP	COM	00130H 10 5	765,000	77,000 c	b	1	a(77,000 shares)
AK STL HLDG CORP	COM	001547 10 8	6,385,000	1,211,600	b	1	a(1,211,600 shares)
AMN HEALTHCARE SERVICES INC	COM	001744 10 1	4,837,000	316,380	b	1	a(316,380 shares)
AMR CORP	COM	001765 10 6	11,222,000	926,700	b	1	a(926,700 shares)
AMR CORP	COM	001765 10 6	11,233,000	927,600 c	b	1	a(927,600 shares)
AMR CORP	COM	001765 10 6	1,155,000	95,400 P	b	1	a(95,400 shares)
A S V INC	COM	001963 10 7	233,000	7,447	b	1	a(7,447 shares)
AT&T WIRELESS SVCS INC	COM	00209A 10 6	93,114,000	6,502,386	b	1	a(6,502,386 shares)
AU OPTRONICS CORP	SPONSORED ADR	002255 10 7	34,046,000	2,083,621	b	1	a(2,083,621 shares)
AVI BIOPHARMA INC	COM	002346 10 4	923,000	384,472	b	1	a(384,472 shares)
AVX CORP NEW	COM	002444 10 7	2,993,000	207,100	b	1	a(207,100 shares)
AXT INC	COM	00246W 10 3	313,000	159,745	b	1	a(159,745 shares)
AAIPHARMA INC	COM	00252W 10 4	1,494,000	275,611	b	1	a(275,611 shares)
ABAXIS INC	COM	002567 10 5	2,777,000	146,325	b	1	a(146,325 shares)
ABBOTT LABS	COM	002824 10 0	21,949,000	538,500	b	1	a(538,500 shares)
ABERCROMBIE & FITCH CO	CL A	002896 20 7	8,955,000	231,100	b	1	a(231,100 shares)
ABGENIX INC	COM	00339B 10 7	6,569,000	560,474	b	1	a(560,474 shares)
ABGENIX INC	NOTE 3.500% 3/	00339B AB 3	13,494,000	14,500,000	b	1	a(14,500,000 shares)
ACACIA RESH CORP	ACACIA TCH COM	003881 30 7	125,000	19,380	b	1	a(19,380 shares)
ACACIA RESH CORP	COMBIMTRX COM	003881 20 8	1,436,000	330,225	b	1	a(330,225 shares)
ABITIBI-CONSOLIDATED INC	COM	003924 10 7	1,804,000	262,200	b	1	a(262,200 shares)
ACCELRYX INC	COM	00430U 10 3	2,190,000	222,136	b	1	a(222,136 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)
ACCREDITED HOME LENDRS HLDG	COM	00437P 10 7	2,362,000	83,900 C	b	1	a(83,900 shares)
ACCREDITO HEALTH INC	COM	00437V 10 4	3,140,000	80,616	b	1	a(80,616 shares)
ACE CASH EXPRESS INC	COM	004403 10 1	1,989,000	77,427	b	1	a(77,427 shares)
ACETO CORP	COM	004446 10 0	1,739,000	98,783	b	1	a(98,783 shares)
ACTIVISION INC NEW	COM NEW	004930 20 2	57,620,000	3,623,893	b	1	a(3,623,893 shares)
ACTEL CORP	COM	004934 10 5	351,000	18,983	b	1	a(18,983 shares)
ACTUATE CORP	COM	005088 10 2	964,000	244,047	b	1	a(244,047 shares)
ACXIOM CORP	COM	005125 10 9	418,000	16,829	b	1	a(16,829 shares)
ADAPTEC INC	COM	00651F 10 8	10,896,000	1,288,000	b	1	a(1,288,000 shares)
ADECCO SA	SPONSORED ADR	006754 10 5	887,000	70,600	b	1	a(70,600 shares)
ADMINISTAFF INC	COM	007094 10 5	2,769,000	166,800	b	1	a(166,800 shares)
ADOLOR CORP	COM	00724X 10 2	198,000	15,600 C	b	1	a(15,600 shares)
ADOLOR CORP	COM	00724X 10 2	205,000	16,200 P	b	1	a(16,200 shares)
ADVANCE AUTO PARTS INC	COM	00751Y 10 6	44,825,000	1,014,604	b	1	a(1,014,604 shares)
ADVANCED FIBRE COMMUNICATION	COM	00754A 10 5	21,199,000	1,049,446	b	1	a(1,049,446 shares)
ADVANCED SEMICONDUCTOR ENGR	SPONSORED ADR	00756M 40 4	615,000	154,600	b	1	a(154,600 shares)
ADVO INC	COM	007585 10 2	4,566,000	138,700	b	1	a(138,700 shares)
ADVISORY BRD CO	COM	00762W 10 7	1,957,000	54,976	b	1	a(54,976 shares)
ADVANCIS PHARMACEUTICALS COR	COM	00764L 10 9	116,000	17,214	b	1	a(17,214 shares)
AEROFLEX INC	COM	007768 10 4	445,000	31,139	b	1	a(31,139 shares)
AEROPOSTALE	COM	007865 10 8	14,221,000	528,450	b	1	a(528,450 shares)
ADVANCED MICRO DEVICES INC	COM	007903 10 7	5,454,000	343,050	b	1	a(343,050 shares)
AEGON N V	ORD AMER REG	007924 10 3	2,480,000	204,600	b	1	a(204,600 shares)
ADVANTA CORP	CL B	007942 20 4	973,000	42,434	b	1	a(42,434 shares)
ADVENT SOFTWARE INC	COM	007974 10 8	2,060,000	113,987	b	1	a(113,987 shares)
AETHER SYS INC	COM	00808V 10 5	1,241,000	360,768	b	1	a(360,768 shares)
AETNA INC NEW	COM	00817V 10 8	58,149,000	684,100	b	1	a(684,100 shares)
AETNA INC NEW	COM	00817Y 10 8	21,454,000	252,400 C	b	1	a(252,400 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

263,293,000

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)
AETNA INC NEW	COM	00817Y 10 8	15,725,000	185,000 P	b	1	a(185,000 shares)
AFFILIATED COMPUTER SERVICES	CL A	008190 10 0	1,048,000	19,800	b	1	a(19,800 shares)
AFFILIATED COMPUTER SERVICES	CL A	008190 10 0	3,706,000	70,000 C	b	1	a(70,000 shares)
AFFILIATED MANAGERS GROUP	COM	008252 10 8	1,461,000	29,000	b	1	a(29,000 shares)
AFFILIATED MANAGERS GROUP	2/ DBCV	008252 AE 8	34,729,000	27,000,000	b	1	a(27,000,000 shares)
AFFYMETRIX INC	COM	00826T 10 8	6,995,000	213,733	b	1	a(213,733 shares)
AGERE SYS INC	CL A	00845V 10 0	16,104,000	7,001,600	b	1	a(7,001,600 shares)
AGERE SYS INC	CL B	00845V 20 9	9,720,000	4,520,911	b	1	a(4,520,911 shares)
AGILENT TECHNOLOGIES INC	COM	00846U 10 1	7,074,000	241,600	b	1	a(241,600 shares)
AGILENT TECHNOLOGIES INC	COM	00846U 10 1	2,281,000	77,900 C	b	1	a(77,900 shares)
AGILENT TECHNOLOGIES INC	3.000%12/ DBCV	00846U AB 7	26,950,000	25,500,000	b	1	a(25,500,000 shares)
AGNICO EAGLE MINES LTD	COM	008474 10 8	3,345,000	253,200	b	1	a(253,200 shares)
AGRIUM INC	COM	008916 10 8	9,885,000	679,400	b	1	a(679,400 shares)
AIR FRANCE	*W EXP 11/05/20	009119 11 6	52,000	43,100	b	1	a(43,100 shares)
AIR FRANCE	SPONSORED ADR	009119 10 8	530,000	31,510	b	1	a(31,510 shares)
AKAMAI TECHNOLOGIES INC	COM	00971T 10 1	2,842,000	158,322	b	1	a(158,322 shares)
AKAMAI TECHNOLOGIES INC	COM	00971T 10 1	628,000	35,000 C	b	1	a(35,000 shares)
AKSYS LTD	COM	010196 10 3	509,000	87,337	b	1	a(87,337 shares)
AKZO NOBEL NV	SPONSORED ADR	010199 30 5	540,000	14,493	b	1	a(14,493 shares)
ALAMOS A HLDGS INC	COM	011589 10 8	1,859,000	252,957	b	1	a(252,957 shares)
ALASKA AIR GROUP INC	3/ DBCV	011659 AG 4	17,175,000	15,000,000	b	1	a(15,000,000 shares)
ALASKA COMMUNICATIONS SYS GR	COM	01167P 10 1	508,000	83,309	b	1	a(83,309 shares)
ALBERTO CULVER CO	COM	013068 10 1	37,525,000	748,400	b	1	a(748,400 shares)
ALBERTSONS INC	COM	013104 10 4	3,047,000	114,800	b	1	a(114,800 shares)
ALCATEL	SPONSORED ADR	013904 30 5	8,919,000	575,800	b	1	a(575,800 shares)
ALEXION PHARMACEUTICALS INC	COM	015351 10 9	1,181,000	63,486	b	1	a(63,486 shares)
ALEXION PHARMACEUTICALS INC	NOTE 5.750% 3/ COM	015351 AB 5	9,347,000	9,300,000	b	1	a(9,300,000 shares)
ALIGN TECHNOLOGY INC	COM	016255 10 1	3,151,000	165,844	b	1	a(165,844 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)
ALKERMES INC	COM	01642T 10 8	571,000	41,969	b	1	a(41,969 shares)
ALLEGHANY CORP DEL	COM	01717S 10 0	1,033,000	3,600	b	1	a(3,600 shares)
ALLEGHENY ENERGY INC	COM	017361 10 6	308,000	20,000 C	b	1	a(20,000 shares)
ALLERGAN INC	COM	018490 10 2	403,000	4,500 C	b	1	a(4,500 shares)
ALLERGAN INC	COM	018490 10 2	358,000	4,000 P	b	1	a(4,000 shares)
ALLERGAN INC	NOTE 11/	018490 AE 2	10,625,000	10,000,000	b	1	a(10,000,000 shares)
ALLETE INC	COM	01852Z 10 2	6,454,000	193,800	b	1	a(193,800 shares)
ALLIANCE GAMING CORP	COM NEW	01859P 60 9	11,363,000	662,200	b	1	a(662,200 shares)
ALLIANCE SEMICONDUCTOR CORP	COM	01877H 10 0	211,000	35,425	b	1	a(35,425 shares)
ALLIANT ENERGY CORP	COM	01880Z 10 8	902,000	34,600	b	1	a(34,600 shares)
ALLIANT TECHSYSTEMS INC	COM	018804 10 4	253,000	4,000 C	b	1	a(4,000 shares)
ALLIANT TECHSYSTEMS INC	COM	018804 10 4	317,000	5,000 P	b	1	a(5,000 shares)
ALLIANZ AKTIENGESELLSCHAFT	SP ADR 1/10 SH	018805 10 1	643,000	58,700	b	1	a(58,700 shares)
ALLIED WASTE INDS INC	COM PAR\$.01NEW	019589 30 8	4,994,000	378,900	b	1	a(378,900 shares)
ALLMERICA FINL CORP	COM	019754 10 0	8,071,000	238,800	b	1	a(238,800 shares)
ALLMERICA FINL CORP	COM	019754 10 0	1,014,000	30,000 C	b	1	a(30,000 shares)
ALLMERICA FINL CORP	COM	019754 10 0	845,000	25,000 P	b	1	a(25,000 shares)
ALLOS THERAPEUTICS INC	COM	019777 10 1	476,000	211,720	b	1	a(211,720 shares)
ALLSTATE CORP	COM	02000Z 10 1	30,811,000	661,900	b	1	a(661,900 shares)
ALLSTATE CORP	COM	02000Z 10 1	2,095,000	45,000 C	b	1	a(45,000 shares)
ALLTEL CORP	COM	020039 10 3	253,000	5,000	b	1	a(5,000 shares)
ALPHARMA INC	CL A	020813 10 1	496,000	24,200	b	1	a(24,200 shares)
ALPHARMA INC	NOTE 3.000% 6/	020813 AD 3	2,412,000	1,991,000	b	1	a(1,991,000 shares)
ALTERA CORP	COM	021441 10 0	26,128,000	1,179,048	b	1	a(1,179,048 shares)
ALTEON INC	COM	02144G 10 7	48,000	40,400	b	1	a(40,400 shares)
ALTIRIS INC	COM	02148M 10 0	351,000	12,700	b	1	a(12,700 shares)
ALTRIA GROUP INC	COM	02209S 10 3	27,623,000	551,900	b	1	a(551,900 shares)
ALTRIA GROUP INC	COM	02209S 10 3	11,707,000	233,900 C	b	1	a(233,900 shares)

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Page Total

150,765,000

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)
ALTRIA GROUP INC	COM	022095 10 3	13,288,000	265,500 P	b	1	a(265,500 shares)
ALUMINUM CORP CHINA LTD	SPON ADR H SHS	022276 10 9	7,949,000	146,100	b	1	a(146,100 shares)
AMAZON COM INC	COM	023135 10 6	76,422,000	1,404,808	b	1	a(1,404,808 shares)
AMAZON COM INC	COM	023135 10 6	43,085,000	792,000 C	b	1	a(792,000 shares)
AMAZON COM INC	COM	023135 10 6	34,180,000	628,300 P	b	1	a(628,300 shares)
AMBAC FINL GROUP INC	COM	023139 10 8	7,726,000	105,200	b	1	a(105,200 shares)
AMERADA HESS CORP	COM	023551 10 4	10,295,000	130,000 C	b	1	a(130,000 shares)
AMERADA HESS CORP	COM	023551 10 4	7,919,000	100,000 P	b	1	a(100,000 shares)
AMERCO	COM	023586 10 0	781,000	32,996	b	1	a(32,996 shares)
AMEREN CORP	COM	023608 10 2	2,603,000	60,600	b	1	a(60,600 shares)
AMERICA SVC GROUP INC	COM	02364L 10 9	768,000	22,096	b	1	a(22,096 shares)
AMERICA MOVIL S A DE C V	SPON ADR L SHS	02364W 10 5	7,758,000	213,300	b	1	a(213,300 shares)
AMERICA WEST HLDG CORP	CL B	023657 20 8	4,777,000	526,100	b	1	a(526,100 shares)
AMERICAN AXLE & MFG HLDGS IN	COM	024061 10 3	26,132,000	718,700	b	1	a(718,700 shares)
AMERICAN ECOLOGY CORP	COM NEW	025533 40 7	899,000	75,016	b	1	a(75,016 shares)
AMERICAN ELEC PWR INC	COM	025537 10 1	4,157,000	129,900	b	1	a(129,900 shares)
AMERICAN ELEC PWR INC	COM	025537 10 1	3,712,000	116,000 C	b	1	a(116,000 shares)
AMERICAN ELEC PWR INC	COM	025537 10 1	3,760,000	117,500 P	b	1	a(117,500 shares)
AMERICAN EAGLE OUTFITTERS NE	COM	02553E 10 6	20,269,000	701,121	b	1	a(701,121 shares)
AMERICAN EQTY INVT LIFE HLD	COM	025676 20 6	2,852,000	286,600	b	1	a(286,600 shares)
AMERICAN INTL GROUP INC	COM	026874 10 7	1,297,000	18,200	b	1	a(18,200 shares)
AMERICAN INTL GROUP INC	COM	026874 10 7	10,058,000	141,100 C	b	1	a(141,100 shares)
AMERICAN NATL INS CO	COM	028591 10 5	619,000	6,699	b	1	a(6,699 shares)
AMERICAN PHARMACEUTICALS PTN	COM	02886P 10 9	814,000	26,786	b	1	a(26,786 shares)
AMERICAN STD COS INC DEL	COM	029712 10 6	99,356,000	2,464,800	b	1	a(2,464,800 shares)
AMERICAN STD COS INC DEL	COM	029712 10 6	3,628,000	90,000 C	b	1	a(90,000 shares)
AMERICAN STD COS INC DEL	COM	029712 10 6	11,005,000	273,000 P	b	1	a(273,000 shares)
AMERICAN TOWER CORP	CL A	029912 20 1	5,097,000	335,300	b	1	a(335,300 shares)

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Page Total

411,206,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
AMERICREDIT CORP	COM	03060R 10 1	2,414,000	123,600 C	b	1	a(123,600 shares)
AMERICREDIT CORP	COM	03060R 10 1	1,269,000	65,000 P	b	1	a(65,000 shares)
AMERISTAR CASINOS INC	COM	03070Q 10 1	6,940,000	206,662	b	1	a(206,662 shares)
AMERISOURCE HEALTH CORP	NOTE 5.000%12/	03071P AD 4	4,730,000	4,000,000	b	1	a(4,000,000 shares)
AMERISOURCEBERGEN CORP	COM	03073E 10 5	9,684,000	162,000 C	b	1	a(162,000 shares)
AMERISOURCEBERGEN CORP	COM	03073E 10 5	5,320,000	89,000 P	b	1	a(89,000 shares)
AMERIGROUP CORP	COM	03073T 10 2	295,000	6,000 C	b	1	a(6,000 shares)
AMETEK INC NEW	COM	031100 10 0	1,236,000	40,000 C	b	1	a(40,000 shares)
AMGEN INC	COM	031162 10 0	111,891,000	2,050,415	b	1	a(2,050,415 shares)
AMKOR TECHNOLOGY INC	COM	031652 10 0	235,000	28,700	b	1	a(28,700 shares)
AMPHENOL CORP NEW	CL A	032095 10 1	31,551,000	946,900	b	1	a(946,900 shares)
AMYLIN PHARMACEUTICALS INC	COM	032346 10 8	228,000	10,000	b	1	a(10,000 shares)
ANADARKO PETE CORP	COM	032511 10 7	340,000	5,800 P	b	1	a(5,800 shares)
ANALOG DEVICES INC	COM	032654 10 5	1,069,000	22,700	b	1	a(22,700 shares)
ANAREN INC	COM	032744 10 4	240,000	14,691	b	1	a(14,691 shares)
ANDRX CORP DEL	ANDRX GROUP	034553 10 7	9,830,000	351,939	b	1	a(351,939 shares)
ANGELICA CORP	COM	034663 10 4	211,000	8,400	b	1	a(8,400 shares)
ANGIOTECH PHARMACEUTICALS IN	COM	034918 10 2	12,548,000	622,513	b	1	a(622,513 shares)
ANGLOGOLD ASHANTI LTD	SPONSORED ADR	035128 20 6	10,449,000	324,900	b	1	a(324,900 shares)
ANHEUSER BUSCH COS INC	COM	035229 10 3	9,007,000	166,800	b	1	a(166,800 shares)
ANIXTER INTL INC	NOTE 7/	035290 AF 2	2,553,000	5,000,000	b	1	a(5,000,000 shares)
ANNTAYLOR STORES CORP	COM	036115 10 3	31,220,000	1,077,300	b	1	a(1,077,300 shares)
ANTHEM INC	COM	036748 10 4	4,941,000	55,169	b	1	a(55,169 shares)
ANTHEM INC	COM	036748 10 4	14,894,000	166,300 C	b	1	a(166,300 shares)
ANTHEM INC	COM	036748 10 4	5,150,000	57,500 P	b	1	a(57,500 shares)
ANTEON INTL CORP	COM	03674E 10 8	2,254,000	69,100	b	1	a(69,100 shares)
ANSWERTHINK INC	COM	036916 10 4	1,301,000	227,021	b	1	a(227,021 shares)
ANTIGENICS INC DEL	COM	037032 10 9	300,000	35,100	b	1	a(35,100 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)
APACHE CORP	COM	037411 10 5	457,000	10,500 P	b	1	a(10,500 shares)
APOLLO GROUP INC	CL A	037604 10 5	31,799,000	360,163	b	1	a(360,163 shares)
APOLLO GROUP INC	COM UNV PHOENX	037604 20 4	4,448,000	50,782	b	1	a(50,782 shares)
APOGENT TECHNOLOGIES INC	COM	03760A 10 1	6,451,000	201,600	b	1	a(201,600 shares)
APOGENT TECHNOLOGIES INC	DEBT 2.250%10/	03760A AE 1	46,358,000	42,000,000	b	1	a(42,000,000 shares)
APPLE COMPUTER INC	COM	037833 10 0	65,923,000	2,025,899	b	1	a(2,025,899 shares)
APPLE COMPUTER INC	COM	037833 10 0	2,278,000	70,000 C	b	1	a(70,000 shares)
APPLEBEES INTL INC	COM	037899 10 1	16,577,000	720,119	b	1	a(720,119 shares)
APRIA HEALTHCARE GROUP INC	COM	037933 10 8	984,000	34,300	b	1	a(34,300 shares)
APPLERA CORP	COM CE GEN GRP	038020 20 2	6,402,000	556,220	b	1	a(556,220 shares)
APPLIED MATLS INC	COM	038222 10 5	104,523,000	5,327,369	b	1	a(5,327,369 shares)
APPLIED MATLS INC	COM	038222 10 5	1,766,000	90,000 C	b	1	a(90,000 shares)
APPLIED MICRO CIRCUITS CORP	COM	03822W 10 9	49,000,000	9,210,619	b	1	a(9,210,619 shares)
APTARGROUP INC	COM	038336 10 3	577,000	13,200	b	1	a(13,200 shares)
AQUILA INC	COM	03840P 10 2	219,000	61,500	b	1	a(61,500 shares)
ARACRUZ CELULOSE S A	SPON ADR PFD B	038496 20 4	1,640,000	50,200	b	1	a(50,200 shares)
ARAMARK CORP	CL B	038521 10 0	4,627,000	160,900	b	1	a(160,900 shares)
ARBITRON INC	COM	03875Q 10 8	11,854,000	324,600	b	1	a(324,600 shares)
ARCH WIRELESS INC	CL A	039392 70 9	3,065,000	107,577	b	1	a(107,577 shares)
ARENA PHARMACEUTICALS INC	COM	040047 10 2	1,150,000	210,674	b	1	a(210,674 shares)
ARGOSY GAMING CO	COM	040228 10 8	16,130,000	429,000	b	1	a(429,000 shares)
ARIAD PHARMACEUTICALS INC	COM	04033A 10 0	76,000	10,090	b	1	a(10,090 shares)
ARM HLDGS PLC	SPONSORED ADR	042068 10 6	339,000	50,961	b	1	a(50,961 shares)
ARMOR HOLDINGS INC	COM	042260 10 9	14,586,000	429,000	b	1	a(429,000 shares)
ARMOR HOLDINGS INC	COM	042260 10 9	1,360,000	40,000 C	b	1	a(40,000 shares)
AROTEC CORP	COM	042682 10 4	1,619,000	774,687	b	1	a(774,687 shares)
ARRHYTHMIA RESH TECHNOLOGY I	COM PAR \$0.01	042698 30 8	219,000	19,400	b	1	a(19,400 shares)
ARQULE INC	COM	04269E 10 7	1,004,000	190,494	b	1	a(190,494 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)
ARRIS GROUP INC	COM	04269Q 10 0	6,457,000	1,087,093	b	1	a(1,087,093 shares)
ARRAY BIOPHARMA INC	COM	04269X 10 5	1,454,000	182,852	b	1	a(182,852 shares)
ARROW ELECTRS INC	COM	042735 10 0	614,000	22,900	b	1	a(22,900 shares)
ARROW ELECTRS INC	2/ DBC	042735 AY 6	7,691,000	14,500,000	b	1	a(14,500,000 shares)
ARTESYN TECHNOLOGIES INC	COM	043127 10 9	562,000	62,455	b	1	a(62,455 shares)
ASBURY AUTOMOTIVE GROUP INC	COM	043436 10 4	1,119,000	74,600	b	1	a(74,600 shares)
ASHLAND INC	COM	044204 10 5	22,777,000	431,300	b	1	a(431,300 shares)
ASK JEEVES INC	COM	045174 10 9	28,387,000	727,316	b	1	a(727,316 shares)
ASK JEEVES INC	COM	045174 10 9	2,982,000	76,400 c	b	1	a(76,400 shares)
ASPECT COMMUNICATIONS CORP	COM	04523Q 10 2	10,521,000	740,884	b	1	a(740,884 shares)
ASPEN TECHNOLOGY INC	COM	045327 10 3	2,729,000	375,839	b	1	a(375,839 shares)
ASSET ACCEP CAP CORP	COM	04543P 10 0	437,000	25,646	b	1	a(25,646 shares)
ASSOCIATED BANC CORP	COM	045487 10 5	7,354,000	248,190	b	1	a(248,190 shares)
ASSURANT INC	COM	04621X 10 8	6,344,000	240,500	b	1	a(240,500 shares)
ASTEC INDS INC	COM	046224 10 1	588,000	31,207	b	1	a(31,207 shares)
ASTORIA FINL CORP	COM	046265 10 4	9,043,000	247,200	b	1	a(247,200 shares)
ATHEROGENICS INC	COM	047439 10 4	373,000	19,600	b	1	a(19,600 shares)
ATHEROS COMMUNICATIONS INC	COM	04743P 10 8	1,571,000	148,754	b	1	a(148,754 shares)
ATMEL CORP	COM	049513 10 4	33,292,000	5,623,662	b	1	a(5,623,662 shares)
AUGUST TECHNOLOGY CORP	COM	05106U 10 5	388,000	30,923	b	1	a(30,923 shares)
AUTODESK INC	COM	052769 10 6	14,755,000	344,667	b	1	a(344,667 shares)
AUTOMATIC DATA PROCESSING IN	COM	053015 10 3	6,282,000	150,000 c	b	1	a(150,000 shares)
AUTOMATIC DATA PROCESSING IN	COM	053015 10 3	4,188,000	100,000 P	b	1	a(100,000 shares)
AUTONATION INC	COM	05329W 10 2	8,552,000	500,100	b	1	a(500,100 shares)
AUTOZONE INC	COM	053332 10 2	21,907,000	273,500	b	1	a(273,500 shares)
AVAYA INC	10/ NOTE	053499 AA 7	23,916,000	38,000,000	b	1	a(38,000,000 shares)
AVENTIS	SPONSORED ADR	053561 10 6	281,000	3,700	b	1	a(3,700 shares)
AVENTIS	SPONSORED ADR	053561 10 6	3,020,000	39,700 c	b	1	a(39,700 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)
AVENTIS	SPONSORED ADR	053561 10 6	1,636,000	21,500 P	b	1	a(21,500 shares)
AVICI SYS INC	COM NEW	053671 80 2	1,717,000	132,042	b	1	a(132,042 shares)
AVID TECHNOLOGY INC	COM	05367P 10 0	784,000	14,374	b	1	a(14,374 shares)
AVISTA CORP	COM	05379B 10 7	449,000	24,400	b	1	a(24,400 shares)
AVOCENT CORP	COM	053893 10 3	3,190,000	86,817	b	1	a(86,817 shares)
AVON PRODS INC	COM	054303 10 2	130,659,000	2,831,800	b	1	a(2,831,800 shares)
AVON PRODS INC	COM	054303 10 2	6,644,000	144,000 C	b	1	a(144,000 shares)
AVON PRODS INC	COM	054303 10 2	10,382,000	225,000 P	b	1	a(225,000 shares)
AXA	SPONSORED ADR	054536 10 7	1,716,000	77,500	b	1	a(77,500 shares)
AXCELIS TECHNOLOGIES INC	COM	054540 10 9	985,000	79,168	b	1	a(79,168 shares)
B A S F A G	SPONSORED ADR	055262 50 5	210,000	3,900	b	1	a(3,900 shares)
BCE INC	COM	05534B 10 9	1,846,000	92,100	b	1	a(92,100 shares)
BISYS GROUP INC	COM	055472 10 4	5,949,000	423,100	b	1	a(423,100 shares)
BISYS GROUP INC	NOTE 4.000% 3/	055472 AB 0	18,050,000	18,572,000	b	1	a(18,572,000 shares)
BJ SVCS CO	COM	055482 10 3	2,980,000	65,000	b	1	a(65,000 shares)
BJ SVCS CO	NOTE 0.500% 4/	055482 AF 0	19,210,000	22,700,000	b	1	a(22,700,000 shares)
BJS WHOLESALE CLUB INC	COM	05548J 10 6	11,885,000	475,400	b	1	a(475,400 shares)
BP PLC	SPONSORED ADR	055622 10 4	6,782,000	126,600	b	1	a(126,600 shares)
BP PLC	SPONSORED ADR	055622 10 4	5,357,000	100,000 C	b	1	a(100,000 shares)
BP PLC	SPONSORED ADR	055622 10 4	429,000	8,000 P	b	1	a(8,000 shares)
BMC SOFTWARE INC	COM	055921 10 0	45,832,000	2,477,400	b	1	a(2,477,400 shares)
BAKER HUGHES INC	COM	057224 10 7	8,234,000	218,700	b	1	a(218,700 shares)
BALL CORP	COM	058498 10 6	36,882,000	511,900	b	1	a(511,900 shares)
BALL CORP	COM	058498 10 6	360,000	5,000 C	b	1	a(5,000 shares)
BALL CORP	COM	058498 10 6	6,124,000	85,000 P	b	1	a(85,000 shares)
BALLARD PWR SYS INC	COM	05858H 10 4	951,000	103,558	b	1	a(103,558 shares)
BALLY TOTAL FITNESS HLDG COR	COM	05873K 10 8	3,476,000	695,100	b	1	a(695,100 shares)
BANCO SANTANDER CHILE NEW	SP ADR REP COM	05965X 10 9	246,000	9,200	b	1	a(9,200 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
BANK OF AMERICA CORPORATION	COM	060505 10 4	12,152,000	143,611	b	1	a(143,611 shares)
BANK OF AMERICA CORPORATION	COM	060505 10 4	30,988,000	366,200 C	b	1	a(366,200 shares)
BANK OF AMERICA CORPORATION	COM	060505 10 4	8,716,000	103,000 P	b	1	a(103,000 shares)
BANK NEW YORK INC	COM	064057 10 2	12,069,000	409,400	b	1	a(409,400 shares)
BANK ONE CORP	COM	06423A 10 3	93,412,000	1,831,600	b	1	a(1,831,600 shares)
BANTA CORP	COM	066821 10 9	2,554,000	57,500	b	1	a(57,500 shares)
BARD C R INC	COM	067383 10 9	75,118,000	1,326,000	b	1	a(1,326,000 shares)
BARD C R INC	COM	067383 10 9	15,522,000	274,000 C	b	1	a(274,000 shares)
BARD C R INC	COM	067383 10 9	9,438,000	166,600 P	b	1	a(166,600 shares)
BARNES & NOBLE INC	COM	067774 10 9	16,956,000	499,000	b	1	a(499,000 shares)
BARR PHARMACEUTICALS INC	COM	068306 10 9	41,389,000	1,228,150	b	1	a(1,228,150 shares)
BARR PHARMACEUTICALS INC	COM	068306 10 9	758,000	22,500 C	b	1	a(22,500 shares)
BAUSCH & LOMB INC	COM	071707 10 3	2,863,000	44,000 C	b	1	a(44,000 shares)
BAUSCH & LOMB INC	COM	071707 10 3	911,000	14,000 P	b	1	a(14,000 shares)
BAUSCH & LOMB INC	FRNT	071707 AK 9	4,043,000	3,000,000	b	1	a(3,000,000 shares)
8/ BAXTER INTL INC	COM	071813 10 9	20,288,000	587,900	b	1	a(587,900 shares)
BBVA BANCO FRANCES S A	SPONSORED ADR	07329M 10 0	641,000	126,000	b	1	a(126,000 shares)
BEA SYS INC	COM	073325 10 2	18,224,000	2,217,006	b	1	a(2,217,006 shares)
BEAR STEARNS COS INC	COM	073902 10 8	1,357,000	16,100	b	1	a(16,100 shares)
BEAR STEARNS COS INC	COM	073902 10 8	8,212,000	97,400 C	b	1	a(97,400 shares)
BEAR STEARNS COS INC	COM	073902 10 8	7,293,000	86,500 P	b	1	a(86,500 shares)
BEARINGPOINT INC	COM	074002 10 6	5,217,000	588,200	b	1	a(588,200 shares)
BEAZER HOMES USA INC	COM	07556Q 10 5	441,000	4,400	b	1	a(4,400 shares)
BEBE STORES INC	COM	075571 10 9	1,835,000	91,726	b	1	a(91,726 shares)
BECKMAN COULTER INC	COM	075811 10 9	5,374,000	88,100	b	1	a(88,100 shares)
BECKMAN COULTER INC	COM	075811 10 9	305,000	5,000 C	b	1	a(5,000 shares)
BED BATH & BEYOND INC	COM	075896 10 0	36,880,000	959,168	b	1	a(959,168 shares)
BELL MICROPRODUCTS INC	COM	078137 10 6	86,000	10,673	b	1	a(10,673 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)
BELLSOUTH CORP	COM	079860 10 2	23,532,000	897,500	b	1	a(897,500 shares)
BEMIS INC	COM	081437 10 5	4,800,000	169,900	b	1	a(169,900 shares)
BENCHMARK ELECTRS INC	COM	08160H 10 1	3,828,000	131,550	b	1	a(131,550 shares)
BERKLEY W R CORP	COM	084423 10 2	37,590,000	875,200	b	1	a(875,200 shares)
BEST BUY INC	COM	086516 10 1	171,075,000	3,371,600	b	1	a(3,371,600 shares)
BEVERLY ENTERPRISES INC	COM NEW	087851 30 9	4,071,000	473,400	b	1	a(473,400 shares)
BEVERLY ENTERPRISES INC	NOTE 2.750%11/	087851 AR 2	3,456,000	2,500,000	b	1	a(2,500,000 shares)
BHP BILLITON LTD	SPONSORED ADR	088606 10 8	2,185,000	124,700	b	1	a(124,700 shares)
BIG 5 SPORTING GOODS CORP	COM	08915P 10 1	3,576,000	136,555	b	1	a(136,555 shares)
BIG LOTS INC	COM	089302 10 3	1,823,000	126,100	b	1	a(126,100 shares)
BIO-REFERENCE LABS INC	COM \$.01 NEW	09057G 60 2	1,667,000	125,714	b	1	a(125,714 shares)
BIOENVISION INC	COM	09059N 10 0	1,255,000	143,300	b	1	a(143,300 shares)
BIOMERX CORP	CL A	09065H 10 5	481,000	687,118	b	1	a(687,118 shares)
BIOVERIS CORP	COM	090676 10 7	193,000	23,224	b	1	a(23,224 shares)
BIOLASE TECHNOLOGY INC	COM	090911 10 8	198,000	14,746	b	1	a(14,746 shares)
BIOSITE INC	COM	090945 10 6	2,529,000	56,300 C	b	1	a(56,300 shares)
BIOSITE INC	COM	090945 10 6	2,394,000	53,300 P	b	1	a(53,300 shares)
BLACK BOX CORP DEL	COM	091826 10 7	1,182,000	25,000 C	b	1	a(25,000 shares)
BLACK BOX CORP DEL	COM	091826 10 7	945,000	20,000 P	b	1	a(20,000 shares)
BLACK HILLS CORP	COM	092113 10 9	800,000	25,400	b	1	a(25,400 shares)
BLACKBUSTER INC	CL A	093679 10 8	23,704,000	1,561,500	b	1	a(1,561,500 shares)
BLUE NILE INC	COM	09578R 10 3	205,000	5,443	b	1	a(5,443 shares)
BOCA RESORTS INC	CL A	09688T 10 6	212,000	10,700	b	1	a(10,700 shares)
BOEING CO	COM	097023 10 5	2,698,000	52,800	b	1	a(52,800 shares)
BON-TON STORES INC	COM	09776J 10 1	322,000	21,995	b	1	a(21,995 shares)
BOOKHAM TECHNOLOGY PLC	SPONSORED ADR	09856Q 10 8	4,791,000	4,990,117	b	1	a(4,990,117 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)
BORDERS GROUP INC	COM	099709 10 7	6,828,000	291,300	b	1	a(291,300 shares)
BORG WARNER INC	COM	099724 10 6	9,896,000	226,100	b	1	a(226,100 shares)
BORG WARNER INC	COM	099724 10 6	1,751,000	40,000 C	b	1	a(40,000 shares)
BOSTON BEER INC	CL A	100557 10 7	1,077,000	53,500	b	1	a(53,500 shares)
BOSTON SCIENTIFIC CORP	COM	101137 10 7	49,798,000	1,163,500	b	1	a(1,163,500 shares)
BOSTON SCIENTIFIC CORP	COM	101137 10 7	25,980,000	607,000 C	b	1	a(607,000 shares)
BOSTON SCIENTIFIC CORP	COM	101137 10 7	30,765,000	718,800 P	b	1	a(718,800 shares)
BOYD GAMING CORP	COM	103304 10 1	5,904,000	222,200	b	1	a(222,200 shares)
BRADLEY PHARMACEUTICALS INC	COM	104576 10 3	393,000	14,100 C	b	1	a(14,100 shares)
BRASIL TELECOM PARTICIPACOES	SPON ADR PFD	105530 10 9	1,953,000	63,600	b	1	a(63,600 shares)
BRIGGS & STRATTON CORP	COM	109043 10 9	1,811,000	20,500 C	b	1	a(20,500 shares)
BRIGGS & STRATTON CORP	COM	109043 10 9	203,000	2,300 P	b	1	a(2,300 shares)
BRILLIANCE CHINA AUTO HLDG L	SPONSORED ADR	109490 10 5	1,682,000	57,100	b	1	a(57,100 shares)
BRINKS CO	COM	109696 10 4	6,442,000	188,100	b	1	a(188,100 shares)
BRISTOL MYERS SQUIBB CO	COM	110122 10 8	2,029,000	82,800	b	1	a(82,800 shares)
BRISTOL WEST HLDGS INC	COM	110374 10 5	1,532,000	84,200	b	1	a(84,200 shares)
BRITISH AWYS PLC	ADR 2ND INSTAL	110419 30 6	209,000	4,100	b	1	a(4,100 shares)
BROADCOM CORP	CL A	111320 10 7	7,016,000	150,000 C	b	1	a(150,000 shares)
BROADCOM CORP	CL A	111320 10 7	6,548,000	140,000 P	b	1	a(140,000 shares)
BROADVISION INC	COM NEW	111412 60 7	731,000	174,072	b	1	a(174,072 shares)
BROCADE COMMUNICATIONS SYS I	COM	111621 10 8	21,668,000	3,623,351	b	1	a(3,623,351 shares)
BROOKFIELD HOMES CORP	COM	112723 10 1	2,318,000	88,500	b	1	a(88,500 shares)
BROOKFIELD PPTYS CORP	COM	112900 10 5	7,127,000	247,900	b	1	a(247,900 shares)
BROOKS AUTOMATION INC	COM	114340 10 2	323,000	16,023	b	1	a(16,023 shares)
BROOKSTONE INC	COM	114537 10 3	998,000	49,769	b	1	a(49,769 shares)
BROOKTROUT INC	COM	114580 10 3	1,680,000	155,252	b	1	a(155,252 shares)
BROWN & BROWN INC	COM	115236 10 1	3,345,000	77,600	b	1	a(77,600 shares)
BROWN FORMAN CORP	CL B	115637 20 9	2,626,000	54,400	b	1	a(54,400 shares)

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202,633,000

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)
BROWN SHOE INC NEW	COM	115736 10 0	2,092,000	51,100	b	1	a(51,100 shares)
BRUNSWICK CORP	COM	117043 10 9	35,986,000	882,000	b	1	a(882,000 shares)
BUFFALO WILD WINGS INC	COM	119848 10 9	1,811,000	65,493	b	1	a(65,493 shares)
BURLINGTON NORTN SANTA FE C	COM	12189T 10 4	701,000	20,000 C	b	1	a(20,000 shares)
BURLINGTON NORTN SANTA FE C	COM	12189T 10 4	701,000	20,000 P	b	1	a(20,000 shares)
BURLINGTON RES INC	COM	122014 10 3	29,071,000	803,500	b	1	a(803,500 shares)
CBRL GROUP INC	COM	12489V 10 6	617,000	20,000 P	b	1	a(20,000 shares)
CBRL GROUP INC	NOTE	12489V AB 2	9,025,000	20,000,000	b	1	a(20,000,000 shares)
C COR NET CORP	COM	125010 10 8	3,398,000	330,253	b	1	a(330,253 shares)
C D W CORP	COM	12512N 10 5	19,552,000	306,650	b	1	a(306,650 shares)
CEC ENTMT INC	COM	125137 10 9	10,532,000	356,900	b	1	a(356,900 shares)
CIGNA CORP	COM	125509 10 9	3,234,000	47,000	b	1	a(47,000 shares)
CIGNA CORP	COM	125509 10 9	2,890,000	42,000 P	b	1	a(42,000 shares)
CIT GROUP INC	COM	125581 10 8	11,678,000	305,000	b	1	a(305,000 shares)
CIT GROUP INC	COM	125581 10 8	2,623,000	68,500 C	b	1	a(68,500 shares)
CMGI INC	COM	125750 10 9	326,000	166,943	b	1	a(166,943 shares)
CPI CORP	COM	125902 10 6	811,000	55,100	b	1	a(55,100 shares)
CSK AUTO CORP	COM	125965 10 3	13,018,000	759,500	b	1	a(759,500 shares)
CNA FINL CORP	COM	126117 10 0	1,764,000	59,600	b	1	a(59,600 shares)
CNF INC	COM	12612W 10 4	10,656,000	256,400	b	1	a(256,400 shares)
CSG SYS INTL INC	COM	126349 10 9	13,657,000	659,744	b	1	a(659,744 shares)
CVS CORP	COM	126650 10 0	1,744,000	41,500 C	b	1	a(41,500 shares)
CVS CORP	COM	126650 10 0	1,765,000	42,000 P	b	1	a(42,000 shares)
CV THERAPEUTICS INC	COM	126667 10 4	691,000	41,200 C	b	1	a(41,200 shares)
CV THERAPEUTICS INC	COM	126667 10 4	377,000	22,500 P	b	1	a(22,500 shares)
CABLE & WIRELESS PUB LTD CO	SPONSORED ADR	126830 20 7	1,227,000	173,000	b	1	a(173,000 shares)
CABLEVISION SYS CORP	CL A NY CABLVS	12686C 10 9	348,000	17,723	b	1	a(17,723 shares)
CACHE INC	COM NEW	127150 30 8	2,222,000	163,843	b	1	a(163,843 shares)

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182,517,000

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)
CAESARS ENTMT INC	COM	127687 10 1	13,901,000	926,700	b	1	a(926,700 shares)
CAL MAINE FOODS INC	COM NEW	128030 20 2	5,116,000	365,400	b	1	a(365,400 shares)
CALIFORNIA AMPLIFIER INC	COM	129900 10 6	1,384,000	195,719	b	1	a(195,719 shares)
CALIFORNIA AMPLIFIER INC	COM	129900 10 6	262,000	37,000 C	b	1	a(37,000 shares)
CALIFORNIA MICRO DEVICES COR	COM	130439 10 2	1,730,000	150,057	b	1	a(150,057 shares)
CALIPER LIFE SCIENCES INC	COM	130872 10 4	1,079,000	232,032	b	1	a(232,032 shares)
CALLIDUS SOFTWARE INC	COM	13123E 50 0	1,096,000	209,986	b	1	a(209,986 shares)
CALPINE CORP	COM	131347 10 6	7,909,000	1,830,800	b	1	a(1,830,800 shares)
CANADIAN NATL RY CO	COM	136375 10 2	1,112,000	25,500	b	1	a(25,500 shares)
CANDELA CORP	COM	136907 10 2	292,000	29,835	b	1	a(29,835 shares)
CANON INC	ADR	138006 30 9	2,072,000	38,800	b	1	a(38,800 shares)
CAPITAL ONE FINL CORP	COM	14040H 10 5	2,099,000	30,700	b	1	a(30,700 shares)
CAPITAL ONE FINL CORP	COM	14040H 10 5	4,787,000	70,000 P	b	1	a(70,000 shares)
CAPITOL FED FINL	COM	14057C 10 6	496,000	16,592	b	1	a(16,592 shares)
CAPSTONE TURBINE CORP	COM	14067D 10 2	304,000	140,624	b	1	a(140,624 shares)
CAPTARIS INC	COM	14071N 10 4	685,000	106,000	b	1	a(106,000 shares)
CARACO PHARMACEUTICAL LABS L	COM	14075T 10 7	1,235,000	128,100	b	1	a(128,100 shares)
CARDINAL HEALTH INC	COM	14149Y 10 8	489,000	6,974	b	1	a(6,974 shares)
CARDINAL HEALTH INC	COM	14149Y 10 8	9,429,000	134,600 C	b	1	a(134,600 shares)
CARDINAL HEALTH INC	COM	14149Y 10 8	1,961,000	28,000 P	b	1	a(28,000 shares)
CAREER EDUCATION CORP	COM	141665 10 9	934,000	20,500	b	1	a(20,500 shares)
CAREER EDUCATION CORP	COM	141665 10 9	7,891,000	173,200 C	b	1	a(173,200 shares)
CAREER EDUCATION CORP	COM	141665 10 9	911,000	20,000 P	b	1	a(20,000 shares)
CAREMARK RX INC	COM	141705 10 3	75,394,000	2,288,832	b	1	a(2,288,832 shares)
CARLISLE COS INC	COM	142339 10 0	374,000	6,000 P	b	1	a(6,000 shares)
CARMAX INC	COM	143130 10 2	34,184,000	1,563,034	b	1	a(1,563,034 shares)
CARNIVAL CORP	DBC 2.000% 4/	143658 AN 2	23,969,000	18,500,000	b	1	a(18,500,000 shares)
CARNIVAL CORP	NOTE 10/	143658 AS 1	16,063,000	20,000,000	b	1	a(20,000,000 shares)

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Page Total

217,158,000

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)
CARPENTER TECHNOLOGY CORP	COM	144285 10 3	6,776,000	199,000	b	1	a(199,000 shares)
CARREKER CORP	COM	144433 10 9	2,948,000	294,170	b	1	a(294,170 shares)
CARRIER ACCESS CORP	COM	144460 10 2	2,565,000	215,207	b	1	a(215,207 shares)
CARTER INC	COM	146229 10 9	1,112,000	38,200	b	1	a(38,200 shares)
CASH AMER INTL INC	COM	14754D 10 0	1,819,000	79,100	b	1	a(79,100 shares)
CATERPILLAR INC DEL	COM	149123 10 1	2,804,000	35,300	b	1	a(35,300 shares)
CATERPILLAR INC DEL	COM	149123 10 1	2,383,000	30,000 C	b	1	a(30,000 shares)
CATERPILLAR INC DEL	COM	149123 10 1	6,458,000	81,300 P	b	1	a(81,300 shares)
CATO CORP NEW	CL A	149205 10 6	3,280,000	146,100	b	1	a(146,100 shares)
CELERITEK INC	COM	150926 10 3	47,000	12,364	b	1	a(12,364 shares)
CELL THERAPEUTICS INC	COM	150934 10 7	1,023,000	138,766	b	1	a(138,766 shares)
CELSION CORPORATION	COM	15117N 10 7	125,000	198,700	b	1	a(198,700 shares)
CEMEX S A	SPON ADR 5 ORD	151290 88 9	20,327,000	698,514	b	1	a(698,514 shares)
CENDANT CORP	COM	151313 10 3	32,338,000	1,321,000	b	1	a(1,321,000 shares)
CENDANT CORP	COM	151313 10 3	8,078,000	330,000 C	b	1	a(330,000 shares)
CENTEX CORP	COM	152312 10 4	49,918,000	1,091,100	b	1	a(1,091,100 shares)
CENTEX CORP	COM	152312 10 4	1,830,000	40,000 P	b	1	a(40,000 shares)
CENTILLIUM COMMUNICATIONS IN	COM	152319 10 9	1,240,000	323,661	b	1	a(323,661 shares)
CENTRAL FIGHT LINES INC NEV	COM	153491 10 5	1,479,000	184,814	b	1	a(184,814 shares)
CENTURY ALUM CO	COM	156431 10 8	6,155,000	248,294	b	1	a(248,294 shares)
CENTURYTEL INC	COM	156700 10 6	397,000	13,200	b	1	a(13,200 shares)
CEPHALON INC	COM	156708 10 9	4,731,000	87,605	b	1	a(87,605 shares)
CEPHALON INC	COM	156708 10 9	13,678,000	253,300 C	b	1	a(253,300 shares)
CEPHALON INC	COM	156708 10 9	540,000	10,000 P	b	1	a(10,000 shares)
CEPHALON INC	NOTE	6/ 156708 AG 4	20,925,000	20,000,000	b	1	a(20,000,000 shares)
CEPHALON INC	NOTE	2.500%12/ 156708 AE 9	38,229,000	39,718,000	b	1	a(39,718,000 shares)
CERADYNE INC	COM	156710 10 5	894,000	25,000 C	b	1	a(25,000 shares)
CERES GROUP INC	COM	156772 10 5	891,000	145,109	b	1	a(145,109 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)
CERNER CORP	COM	156782 10 4	722,000	16,200 C	b	1	a(16,200 shares)
CERUS CORP	COM	157085 10 1	559,000	233,716	b	1	a(233,716 shares)
CEVA INC	COM	157210 10 5	606,000	76,567	b	1	a(76,567 shares)
CHAMPION ENTERPRISES INC	COM	158496 10 9	2,879,000	313,600	b	1	a(313,600 shares)
CHARLES RIV LABORATORIES INC	DBCV 3.500% 2/	159863 AL 3	12,975,000	10,000,000	b	1	a(10,000,000 shares)
CHARLES RIV LABS INTL INC	COM	159864 10 7	215,000	4,400	b	1	a(4,400 shares)
CHARTER ONE FINL INC	COM	160903 10 0	3,068,000	69,425	b	1	a(69,425 shares)
CHARTERMAC	SH BEN INT	160908 10 9	1,425,000	72,500	b	1	a(72,500 shares)
CHARLOTTE RUSSE HLDG INC	COM	161048 10 3	594,000	27,797	b	1	a(27,797 shares)
CHARMING SHOPPES INC	COM	161133 10 3	782,000	87,526	b	1	a(87,526 shares)
CHARTER COMMUNICATIONS INC D	CL A	16117M 10 7	7,840,000	2,000,000	b	1	a(2,000,000 shares)
CHARTER COMMUNICATIONS INC D	NOTE 4.750% 6/	16117M AC 1	3,690,000	4,000,000	b	1	a(4,000,000 shares)
CHARTER COMMUNICATIONS INC D	NOTE 5.750%10/	16117M AB 3	99,449,000	104,105,000	b	1	a(104,105,000 shares)
CHARTERED SEMICONDUCTOR MFG	ADR	16133R 10 6	145,000	17,800	b	1	a(17,800 shares)
CHECKERS DRIVE-IN RESTAURANT	COM NEW	162809 30 5	1,358,000	119,293	b	1	a(119,293 shares)
CHECKFREE CORP NEW	COM	162813 10 9	15,707,000	523,555	b	1	a(523,555 shares)
CHECKFREE CORP NEW	COM	162813 10 9	9,390,000	313,000 C	b	1	a(313,000 shares)
CHEMED CORP NEW	COM	16359R 10 3	1,188,000	24,500	b	1	a(24,500 shares)
CHEROKEE INTL CORP	COM	164450 10 8	282,000	24,724	b	1	a(24,724 shares)
CHESAPEAKE CORP	COM	165159 10 4	1,732,000	64,900	b	1	a(64,900 shares)
CHESAPEAKE ENERGY CORP	COM	165167 10 7	3,029,000	205,800	b	1	a(205,800 shares)
CHEVRONTEXACO CORP	COM	166764 10 0	22,389,000	237,900	b	1	a(237,900 shares)
CHEVRONTEXACO CORP	COM	166764 10 0	26,426,000	280,800 C	b	1	a(280,800 shares)
CHICAGO MERCANTILE HLDGS INC	CL A	167760 10 7	1,588,000	11,000 C	b	1	a(11,000 shares)
CHICAGO MERCANTILE HLDGS INC	CL A	167760 10 7	1,314,000	9,100 P	b	1	a(9,100 shares)
CHILDRENS PL RETAIL STORES I	COM	168905 10 7	9,402,000	399,755	b	1	a(399,755 shares)
CHINA LIFE INS CO LTD	SPON ADR REP H	16939P 10 6	308,000	13,000	b	1	a(13,000 shares)
CHINA LIFE INS CO LTD	SPON ADR REP H	16939P 10 6	2,089,000	88,200 C	b	1	a(88,200 shares)

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Page Total

231,151,000

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)
CHINA LIFE INS CO LTD	SPON ADR REP H	16939P 10 6	1,777,000	75,000 P	b	1	a(75,000 shares)
CHINA MOBILE HONG KONG LTD	SPONSORED ADR	16941M 10 9	1,004,000	66,200	b	1	a(66,200 shares)
CHINA PETE & CHEM CORP	SPON ADR H SHS	16941R 10 8	2,398,000	64,900	b	1	a(64,900 shares)
CHINA PETE & CHEM CORP	SPON ADR H SHS	16941R 10 8	1,958,000	53,000 P	b	1	a(53,000 shares)
CHINA TELECOM CORP LTD	SPON ADR H SHS	169426 10 3	201,000	5,700	b	1	a(5,700 shares)
CHINA UNICOM LTD	SPONSORED ADR	16945R 10 4	3,733,000	472,500	b	1	a(472,500 shares)
CHOICE HOTELS INTL INC	COM	169905 10 6	13,167,000	262,500	b	1	a(262,500 shares)
CHIQUITA BRANDS INTL INC	COM	170032 80 9	4,251,000	203,200	b	1	a(203,200 shares)
CHIRON CORP	COM	170040 10 9	1,027,000	23,000	b	1	a(23,000 shares)
CHIRON CORP	COM	170040 10 9	3,379,000	75,700 C	b	1	a(75,700 shares)
CHIRON CORP	COM	170040 10 9	1,995,000	44,700 P	b	1	a(44,700 shares)
CHOICEPOINT INC	COM	170388 10 2	2,484,000	54,400	b	1	a(54,400 shares)
CHOLESTECH CORP	COM	170393 10 2	853,000	104,694	b	1	a(104,694 shares)
CHORDIANT SOFTWARE INC	COM	170404 10 7	2,944,000	645,535	b	1	a(645,535 shares)
CHRONIMED INC	COM	171164 10 6	604,000	74,064	b	1	a(74,064 shares)
CHUBB CORP	COM	171232 10 1	348,000	5,100	b	1	a(5,100 shares)
CHUBB CORP	COM	171232 10 1	3,409,000	50,000 C	b	1	a(50,000 shares)
CHUBB CORP	COM	171232 10 1	3,409,000	50,000 P	b	1	a(50,000 shares)
CHURCH & DWIGHT INC	COM	171340 10 2	2,458,000	53,700	b	1	a(53,700 shares)
CIBER INC	COM	171638 10 2	89,000	10,800	b	1	a(10,800 shares)
CIMA LABS INC	COM	171796 10 5	405,000	12,000 P	b	1	a(12,000 shares)
CIMAREX ENERGY CO	COM	171798 10 1	248,000	8,200	b	1	a(8,200 shares)
CINCINNATI BELL INC NEW	COM	171871 10 6	11,796,000	2,656,700	b	1	a(2,656,700 shares)
CINERGY CORP	COM	172474 10 8	6,563,000	172,700	b	1	a(172,700 shares)
CIRCUIT CITY STORE INC	COM	172737 10 8	48,342,000	3,733,000	b	1	a(3,733,000 shares)
CIRCOR INTL INC	COM	17273K 10 9	483,000	23,700	b	1	a(23,700 shares)
CIRRUS LOGIC INC	COM	172755 10 0	3,348,000	557,112	b	1	a(557,112 shares)
CISCO SYS INC	COM	17275R 10 2	1,827,000	77,105	b	1	a(77,105 shares)

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Page Total

124,500,000

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)
CISCO SYS INC	COM	17275R 10 2	23,231,000	980,200 C	b	1	a(980,200 shares)
CISCO SYS INC	COM	17275R 10 2	4,148,000	175,000 P	b	1	a(175,000 shares)
CITADEL BROADCASTING CORP	COM	17285T 10 6	4,384,000	300,900	b	1	a(300,900 shares)
CITIGROUP INC	COM	172967 10 1	91,340,000	1,964,300	b	1	a(1,964,300 shares)
CITIZENS COMMUNICATIONS CO	COM	174538 10 1	8,161,000	674,500	b	1	a(674,500 shares)
CITRIX SYS INC	COM	177376 10 0	19,866,000	975,744	b	1	a(975,744 shares)
CITY NATL CORP	COM	178566 10 5	3,311,000	50,400	b	1	a(50,400 shares)
CLAIRES STORES INC	COM	179584 10 7	10,171,000	468,700	b	1	a(468,700 shares)
CLARCOR INC	COM	179895 10 7	1,910,000	41,700	b	1	a(41,700 shares)
CLARK INC	COM	181457 10 2	909,000	49,000	b	1	a(49,000 shares)
CLARUS CORP	COM	182707 10 9	223,000	19,360	b	1	a(19,360 shares)
CLEAN HARBORS INC	COM	184496 10 7	583,000	61,459	b	1	a(61,459 shares)
CLEAR CHANNEL COMMUNICATIONS	COM	184502 10 2	33,403,000	904,000	b	1	a(904,000 shares)
CLEAR CHANNEL COMMUNICATIONS	COM	184502 10 2	32,908,000	890,600 C	b	1	a(890,600 shares)
CLEAR CHANNEL COMMUNICATIONS	COM	184502 10 2	3,178,000	86,000 P	b	1	a(86,000 shares)
CLEVELAND CLIFFS INC	COM	185896 10 7	6,006,000	106,500 C	b	1	a(106,500 shares)
CLEVELAND CLIFFS INC	COM	185896 10 7	282,000	5,000 P	b	1	a(5,000 shares)
CLOROX CO DEL	COM	189054 10 9	15,290,000	284,300	b	1	a(284,300 shares)
CLOROX CO DEL	COM	189054 10 9	1,613,000	30,000 P	b	1	a(30,000 shares)
COACH INC	COM	189754 10 4	46,049,000	1,019,000	b	1	a(1,019,000 shares)
COCA COLA CO	COM	191216 10 0	134,484,000	2,664,100	b	1	a(2,664,100 shares)
COCA COLA CO	COM	191216 10 0	15,396,000	305,000 C	b	1	a(305,000 shares)
COCA-COLA FEMSA S A DE C V	SPON ADR REP L	191241 10 8	395,000	17,800	b	1	a(17,800 shares)
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446 10 2	3,387,000	133,312	b	1	a(133,312 shares)
COGNOS INC	COM	19244C 10 9	8,759,000	242,225	b	1	a(242,225 shares)
COHERENT INC	COM	192479 10 3	4,130,000	138,356	b	1	a(138,356 shares)
COINSTAR INC	COM	19259P 30 0	1,683,000	76,612	b	1	a(76,612 shares)
COLE KENNETH PRODTNS INC	CL A	193294 10 5	2,169,000	63,300	b	1	a(63,300 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)
COLGATE PALMOLIVE CO	COM	194162 10 3	2,893,000	49,500 C	b	1	a(49,500 shares)
COLLAGENEX PHARMACEUTICALS I	COM	194198 10 0	334,000	35,530	b	1	a(35,530 shares)
COLUMBIA LABS INC	COM	197779 10 1	251,000	72,498	b	1	a(72,498 shares)
COMFORT SYS USA INC	COM	199908 10 4	885,000	138,500	b	1	a(138,500 shares)
COMCAST HOLDINGS CORP	ZONES CV2% PCS	200300 50 7	20,774,000	541,700	b	1	a(541,700 shares)
COMCAST CORP NEW	CL A	20030N 10 1	9,374,000	333,603	b	1	a(333,603 shares)
COMCAST CORP NEW	CL A SPL	20030N 20 0	10,134,000	367,052	b	1	a(367,052 shares)
COMMERCE BANCORP INC NJ	COM	200519 10 6	704,000	12,800	b	1	a(12,800 shares)
COMMERCE BANCORP INC NJ	COM	200519 10 6	3,592,000	65,300 C	b	1	a(65,300 shares)
COMMERCIAL CAP BANCORP INC	COM	20162L 10 5	835,000	48,056	b	1	a(48,056 shares)
COMMONWEALTH TEL ENTERPRISES	COM	203349 10 5	1,731,000	38,663	b	1	a(38,663 shares)
COMMSCOPE INC	COM	203372 10 7	12,124,000	565,200	b	1	a(565,200 shares)
COMMUNITY BK SYS INC	COM	203607 10 6	344,000	15,100	b	1	a(15,100 shares)
COMMUNITY FIRST BANKSHARES I	COM	203902 10 1	7,466,000	231,931	b	1	a(231,931 shares)
COMPANHIA ENERGETICA DE MINA	SP ADR N-V PFD	204409 60 1	3,020,000	201,052	b	1	a(201,052 shares)
COMPANHIA BRASILEIRA DE DIST	SPON ADR PFD	20440T 20 1	3,566,000	206,100	b	1	a(206,100 shares)
COMPANHIA SIDERURGICA NACION	SPONSORED ADR	20440W 10 5	5,837,000	480,000	b	1	a(480,000 shares)
COMPANHIA DE SANEAMENTO BASI	SPONSORED ADR	20441A 10 2	152,000	13,900	b	1	a(13,900 shares)
COMPANHIA PARANAENSE ENERG C	SPON ADR PFD	20441B 40 7	865,000	267,100	b	1	a(267,100 shares)
COMPANHIA DE BEBIDAS DAS AME	SPON ADR PFD	20441W 20 3	4,441,000	221,300	b	1	a(221,300 shares)
COMPANIA DE MINAS BUENAVENTU	SPONSORED ADR	204448 10 4	13,737,000	621,600	b	1	a(621,600 shares)
COMPANIA DE TELECOMUNICS CHI	SPON ADR NEW	204449 30 0	3,987,000	327,100	b	1	a(327,100 shares)
COMPASS BANCSHARES INC	COM	20449H 10 9	2,439,000	56,713	b	1	a(56,713 shares)
COMPASS MINERALS INTL INC	COM	20451N 10 1	2,967,000	153,100	b	1	a(153,100 shares)
COMPUREDIT CORP	COM	20478N 10 0	1,907,000	110,260	b	1	a(110,260 shares)
COMPUTER ASSOC INTL INC	COM	204912 10 9	11,746,000	418,600	b	1	a(418,600 shares)
COMPUTER ASSOC INTL INC	COM	204912 10 9	20,456,000	729,000 C	b	1	a(729,000 shares)
COMPUTER NETWORK TECHNOLOGY	COM	204925 10 1	2,156,000	359,960	b	1	a(359,960 shares)

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148,717,000

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)
COMPUWARE CORP	COM	205638 10 9	11,215,000	1,699,221	b	1	a(1,699,221 shares)
COMSTOCK RES INC	COM NEW	205768 20 3	4,120,000	211,700	b	1	a(211,700 shares)
CONVERSE TECHNOLOGY INC	COM PAR \$0.10	205862 40 2	20,366,000	1,021,376	b	1	a(1,021,376 shares)
CONAGRA FOODS INC	COM	205887 10 2	3,428,000	126,600	b	1	a(126,600 shares)
CONCURRENT COMPUTER CORP NEW	COM	206710 20 4	1,363,000	688,491	b	1	a(688,491 shares)
CONEXANT SYSTEMS INC	COM	207142 10 0	7,877,000	1,819,196	b	1	a(1,819,196 shares)
CONMED CORP	COM	207410 10 1	506,000	18,460	b	1	a(18,460 shares)
CONNETTICS CORP	COM	208192 10 4	311,000	15,400	b	1	a(15,400 shares)
CONOCOPHILLIPS	COM	20825C 10 4	22,841,000	299,400	b	1	a(299,400 shares)
CONSOLIDATED EDISON INC	COM	209115 10 4	10,334,000	259,900	b	1	a(259,900 shares)
CONSOLIDATED GRAPHICS INC	COM	209341 10 6	1,220,000	27,700	b	1	a(27,700 shares)
CONSTELLATION BRANDS INC	CL A	21036P 10 8	468,000	12,600 C	b	1	a(12,600 shares)
CONSTELLATION ENERGY GROUP I	COM	210371 10 0	14,497,000	382,500	b	1	a(382,500 shares)
CONTINENTAL AIRLS INC	CL B	210795 30 8	3,406,000	299,600	b	1	a(299,600 shares)
CONVERGYS CORP	COM	212485 10 6	5,988,000	388,800	b	1	a(388,800 shares)
COOPER CAMERON CORP	COM	216640 10 2	1,076,000	22,100	b	1	a(22,100 shares)
CORTILLIAN CORP	COM	218725 10 9	1,068,000	211,919	b	1	a(211,919 shares)
CORGENTECH INC	COM	21872P 10 5	1,019,000	63,224	b	1	a(63,224 shares)
CORINTHIAN COLLEGES INC	COM	218868 10 7	2,276,000	92,000 C	b	1	a(92,000 shares)
CORINTHIAN COLLEGES INC	COM	218868 10 7	2,474,000	100,000 P	b	1	a(100,000 shares)
CORIO INC	COM	218875 10 2	387,000	180,011	b	1	a(180,011 shares)
CORIXA CORP	COM	21887F 10 0	416,000	89,014	b	1	a(89,014 shares)
CORNING INC	COM	219350 10 5	687,000	52,600	b	1	a(52,600 shares)
CORNING INC	NOTE 3.500%11/	219350 AK 1	84,675,000	60,000,000	b	1	a(60,000,000 shares)
CORPORATE EXECUTIVE BRD CO	COM	21988R 10 2	10,249,000	177,354	b	1	a(177,354 shares)
CORVIS CORP	COM	221009 10 3	363,000	257,478	b	1	a(257,478 shares)
COSTCO WHSL CORP NEW	COM	22160K 10 5	56,347,000	1,368,300	b	1	a(1,368,300 shares)
COSTCO WHSL CORP NEW	COM	22160K 10 5	6,818,000	166,000 C	b	1	a(166,000 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)
COSTCO WHSL CORP NEW	COM	22160K 10 5	3,984,000	97,000 P	b	1	a(97,000 shares)
COTT CORP QUE	COM	22163N 10 6	1,212,000	37,400	b	1	a(37,400 shares)
COUNTRYWIDE FINANCIAL CORP	COM	222372 10 4	11,334,000	161,344	b	1	a(161,344 shares)
COUNTRYWIDE FINANCIAL CORP	COM	222372 10 4	3,899,000	55,500 C	b	1	a(55,500 shares)
COVANSYS CORP	COM	22281W 10 3	1,267,000	122,613	b	1	a(122,613 shares)
COVENANT TRANS INC	CL A	22284P 10 5	1,302,000	76,194	b	1	a(76,194 shares)
COVENTRY HEALTH CARE INC	COM	222862 10 4	6,985,000	142,850	b	1	a(142,850 shares)
COX COMMUNICATIONS INC NEW	CL A	224044 10 7	7,073,000	254,500	b	1	a(254,500 shares)
COX COMMUNICATIONS INC NEW	CL A	224044 10 7	556,000	20,000 P	b	1	a(20,000 shares)
COX RADIO INC	CL A	224051 10 2	10,548,000	606,900	b	1	a(606,900 shares)
CREDIT ACCEP CORP MICH	COM	225310 10 1	434,000	28,874	b	1	a(28,874 shares)
CREE INC	COM	225447 10 1	4,451,000	192,277	b	1	a(192,277 shares)
CREE INC	COM	225447 10 1	605,000	26,000 C	b	1	a(26,000 shares)
CREE INC	COM	225447 10 1	535,000	23,000 P	b	1	a(23,000 shares)
CRITICAL THERAPEUTICS INC	COM	22674T 10 5	350,000	50,000	b	1	a(50,000 shares)
CROMPTON CORP	COM	227116 10 0	1,415,000	224,600	b	1	a(224,600 shares)
CROWN CASTLE INTL CORP	COM	228227 10 4	2,314,000	156,900	b	1	a(156,900 shares)
CROWN HOLDINGS INC	COM	228368 10 6	18,208,000	1,826,300	b	1	a(1,826,300 shares)
CROWN HOLDINGS INC	COM	228368 10 6	299,000	30,000 C	b	1	a(30,000 shares)
CRYOLIFE INC	COM	228903 10 0	1,164,000	220,900	b	1	a(220,900 shares)
CRYPTOLOGIC INC	COM	228906 10 3	197,000	10,915	b	1	a(10,915 shares)
CTI MOLECULAR IMAGING INC	COM	22943D 10 5	593,000	41,794	b	1	a(41,794 shares)
CUBIST PHARMACEUTICALS INC	COM	229678 10 7	424,000	38,160	b	1	a(38,160 shares)
CULLEN FROST BANKERS INC	COM	229899 10 9	443,000	9,900	b	1	a(9,900 shares)
CULP INC	COM	230215 10 5	456,000	58,600	b	1	a(58,600 shares)
CUMULUS MEDIA INC	CL A	231082 10 8	1,725,000	102,638	b	1	a(102,638 shares)
CUMULUS MEDIA INC	CL A	231082 10 8	454,000	27,000 C	b	1	a(27,000 shares)
CUMULUS MEDIA INC	CL A	231082 10 8	420,000	25,000 P	b	1	a(25,000 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
CURIS INC	COM	231269 10 1	1,355,000	306,515	b	1	a(306,515 shares)
CURAGEN CORP	COM	23126R 10 1	1,109,000	184,584	b	1	a(184,584 shares)
CYBERSOURCE CORP	COM	23251J 10 6	1,402,000	167,677	b	1	a(167,677 shares)
CYBERONICS INC	COM	23251P 10 2	2,501,000	74,966	b	1	a(74,966 shares)
CYBERONICS INC	COM	23251P 10 2	2,632,000	78,900 C	b	1	a(78,900 shares)
CYBERONICS INC	COM	23251P 10 2	3,056,000	91,600 P	b	1	a(91,600 shares)
CYPRESS BIOSCIENCES INC	COM PAR \$.02	232674 50 7	1,352,000	98,485	b	1	a(98,485 shares)
CYPRESS SEMICONDUCTOR CORP	COM	232806 10 9	5,849,000	412,200	b	1	a(412,200 shares)
CYPRESS SEMICONDUCTOR CORP	COM	232806 10 9	355,000	25,000 C	b	1	a(25,000 shares)
CYPRESS SEMICONDUCTOR CORP	NOTE 1.250% 6/	232806 AH 2	17,738,000	15,000,000	b	1	a(15,000,000 shares)
D & K HEALTHCARE RES INC	COM	232861 10 4	391,000	32,590	b	1	a(32,590 shares)
CYTYC CORP	COM	232946 10 3	596,000	23,500 C	b	1	a(23,500 shares)
DJ ORTHOPEDICS INC	COM	23325G 10 4	4,648,000	202,100	b	1	a(202,100 shares)
D R HORTON INC	COM	23331A 10 9	3,198,000	112,600	b	1	a(112,600 shares)
DADE BEHRING HLDGS INC	COM	23342J 20 6	14,044,000	295,534	b	1	a(295,534 shares)
DANA CORP	COM	235811 10 6	5,210,000	265,800	b	1	a(265,800 shares)
DANAHER CORP DEL	COM	235851 10 2	47,272,000	911,700	b	1	a(911,700 shares)
DANAHER CORP DEL	COM	235851 10 2	6,336,000	122,200 C	b	1	a(122,200 shares)
DANAHER CORP DEL	COM	235851 10 2	705,000	13,600 P	b	1	a(13,600 shares)
DARLING INTL INC	COM	237266 10 1	23,432,000	5,579,107	b	1	a(5,579,107 shares)
DATASTREAM SYS INC	COM	238124 10 1	753,000	116,143	b	1	a(116,143 shares)
DAVITA INC	COM	23918K 10 8	45,212,000	1,466,500	b	1	a(1,466,500 shares)
DEAN FOODS CO NEW	COM	242370 10 4	16,381,000	439,051	b	1	a(439,051 shares)
DECKERS OUTDOOR CORP	COM	243537 10 7	1,152,000	39,080	b	1	a(39,080 shares)
DECODE GENETICS INC	COM	243586 10 4	4,439,000	522,202	b	1	a(522,202 shares)
DEERE & CO	COM	244199 10 5	7,856,000	112,000	b	1	a(112,000 shares)
DEERE & CO	COM	244199 10 5	3,374,000	48,100 C	b	1	a(48,100 shares)
DEL MONTE FOODS CO	COM	24522P 10 3	862,000	84,859	b	1	a(84,859 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)
DELL INC	COM	24702R 10 1	90,934,000	2,538,638	b	1	a(2,538,638 shares)
DELL INC	COM	24702R 10 1	36,035,000	1,006,000 C	b	1	a(1,006,000 shares)
DELL INC	COM	24702R 10 1	19,020,000	531,000 P	b	1	a(531,000 shares)
DELPHI CORP	COM	247126 10 5	5,773,000	540,500	b	1	a(540,500 shares)
DELTA & PINE LD CO	COM	247357 10 6	759,000	34,600	b	1	a(34,600 shares)
DELTA AIR LINES INC DEL	COM	247361 10 8	2,832,000	397,700 P	b	1	a(397,700 shares)
DEUTSCHE TELEKOM AG	SPONSORED ADR	251566 10 5	8,237,000	465,100	b	1	a(465,100 shares)
DEVON ENERGY CORP NEW	COM	25179M 10 3	9,722,000	147,300	b	1	a(147,300 shares)
DIAMOND OFFSHORE DRILLING IN	COM	25271C 10 2	250,000	10,500	b	1	a(10,500 shares)
DICKS SPORTING GOODS INC	COM	253393 10 2	24,926,000	747,400	b	1	a(747,400 shares)
DICKS SPORTING GOODS INC	COM	253393 10 2	6,337,000	190,000 C	b	1	a(190,000 shares)
DIGI INTL INC	COM	253798 10 2	554,000	51,689	b	1	a(51,689 shares)
DIGITALNET HLDGS INC	COM	25389B 10 3	1,137,000	55,949	b	1	a(55,949 shares)
DIGITAL THEATER SYS INC	COM	25389G 10 2	359,000	13,732	b	1	a(13,732 shares)
DIGITAL GENERATION SYS INC	COM	253921 10 0	293,000	198,010	b	1	a(198,010 shares)
DIME CMNTY BANCSHARES	COM	253922 10 8	1,538,000	87,998	b	1	a(87,998 shares)
DIRECT GEN CORP	COM	25456W 20 4	2,475,000	76,761	b	1	a(76,761 shares)
DIRECTV GROUP INC	COM	25459L 10 6	38,250,000	2,236,831	b	1	a(2,236,831 shares)
DISNEY WALT CO	COM DISNEY	254687 10 6	1,968,000	77,200	b	1	a(77,200 shares)
DISNEY WALT CO	COM DISNEY	254687 10 6	637,000	25,000 C	b	1	a(25,000 shares)
DISTRIBUCION Y SERVICIO D&S	SPONSORED ADR	254753 10 6	792,000	52,100	b	1	a(52,100 shares)
DIVERSA CORP	COM	255064 10 7	408,000	40,266	b	1	a(40,266 shares)
DOLLAR GEN CORP	COM	256669 10 2	69,413,000	3,548,700	b	1	a(3,548,700 shares)
DOLLAR THRIFTY AUTOMOTIVE GP	COM	256743 10 5	414,000	15,100	b	1	a(15,100 shares)
DOMINION RES INC VA NEW	COM	25746U 10 9	8,327,000	132,000 C	b	1	a(132,000 shares)
DOMINION RES INC VA NEW	COM	25746U 10 9	3,911,000	62,000 P	b	1	a(62,000 shares)
DOUBLECLICK INC	COM	258609 30 4	4,277,000	550,391	b	1	a(550,391 shares)
DOV PHARMACEUTICAL INC	COM	259858 10 8	1,566,000	112,211	b	1	a(112,211 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)
DOW CHEM CO	COM	260543 10 3	67,236,000	1,652,000	b	1	a(1,652,000 shares)
DOMNEY FINL CORP	COM	261018 10 5	7,253,000	136,200	b	1	a(136,200 shares)
DREYERS GRAND ICE CREAM HL I	COM A CALL PUT	261877 10 4	4,872,000	61,600	b	1	a(61,600 shares)
DU PONT E I DE NEWMOURS & CO	COM	263534 10 9	1,555,000	35,000 C	b	1	a(35,000 shares)
DUANE READE INC	COM	263578 10 6	3,451,000	211,300	b	1	a(211,300 shares)
DUKE ENERGY CORP	COM	264399 10 6	8,047,000	396,600	b	1	a(396,600 shares)
DUKE ENERGY CORP	COM	264399 10 6	1,775,000	87,500 P	b	1	a(87,500 shares)
DUN & BRADSTREET CORP DEL NE	COM	26483E 10 0	15,397,000	285,600	b	1	a(285,600 shares)
DURA AUTOMOTIVE SYSTEMS CORP	CL A	265903 10 4	1,306,000	142,729	b	1	a(142,729 shares)
DUQUESNE LT HLDGS INC	COM	266233 10 5	9,354,000	484,400	b	1	a(484,400 shares)
DYNEGY INC NEW	CL A	26816Q 10 1	13,658,000	3,206,100	b	1	a(3,206,100 shares)
ECI TELECOM LTD	ORD	268258 10 0	701,000	102,621	b	1	a(102,621 shares)
E-LOAN INC	COM	26861P 10 7	1,734,000	642,342	b	1	a(642,342 shares)
E M C CORP MASS	COM	268648 10 2	9,497,000	833,033	b	1	a(833,033 shares)
ENSCO INTL INC	COM	26874Q 10 0	22,163,000	761,600	b	1	a(761,600 shares)
EOG RES INC	COM	26875P 10 1	597,000	10,000 C	b	1	a(10,000 shares)
EOG RES INC	COM	26875P 10 1	2,090,000	35,000 P	b	1	a(35,000 shares)
E PIPHANY INC	COM	26881V 10 0	5,503,000	1,139,391	b	1	a(1,139,391 shares)
ESS TECHNOLOGY INC	COM	269151 10 6	224,000	20,873	b	1	a(20,873 shares)
E TRADE FINANCIAL CORP	COM	269246 10 4	4,162,000	373,300	b	1	a(373,300 shares)
E TRADE FINANCIAL CORP	NOTE 6.000% 2/	269246 AB 0	7,149,000	7,000,000	b	1	a(7,000,000 shares)
EAGLE BROADBAND INC	COM	269437 10 9	14,000	14,100	b	1	a(14,100 shares)
EAGLE MATERIALS INC	CL B	26969P 20 7	5,958,000	86,039	b	1	a(86,039 shares)
EAGLE MATERIALS INC	COM	26969P 10 8	9,104,000	128,193	b	1	a(128,193 shares)
EARTHLINK INC	COM	270321 10 2	13,503,000	1,304,627	b	1	a(1,304,627 shares)
EAST WEST BANCORP INC	COM	27579R 10 4	3,050,000	99,341	b	1	a(99,341 shares)
EAST WEST BANCORP INC	COM	27579R 10 4	276,000	9,000 C	b	1	a(9,000 shares)
EASTMAN KODAK CO	COM	277461 10 9	4,549,000	168,600	b	1	a(168,600 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)
EASTMAN KODAK CO	COM	277461 10 9	1,889,000	70,000 C	b	1	a(70,000 shares)
EATON CORP	COM	278058 10 2	220,000	3,400	b	1	a(3,400 shares)
EATON CORP	COM	278058 10 2	3,625,000	56,000 C	b	1	a(56,000 shares)
EATON CORP	COM	278058 10 2	8,028,000	124,000 P	b	1	a(124,000 shares)
EBAY INC	COM	278642 10 3	561,000	6,100	b	1	a(6,100 shares)
EBAY INC	COM	278642 10 3	224,248,000	2,438,800 C	b	1	a(2,438,800 shares)
EBAY INC	COM	278642 10 3	122,312,000	1,330,200 P	b	1	a(1,330,200 shares)
EBOOKERS PLC	SPONSORED ADR	278725 10 6	299,000	30,175	b	1	a(30,175 shares)
ECHELON CORP	COM	27874N 10 5	230,000	20,563	b	1	a(20,563 shares)
ECHOSTAR COMMUNICATIONS NEW	CL A	278762 10 9	40,748,000	1,325,149	b	1	a(1,325,149 shares)
EDISON INTL	COM	281020 10 7	2,877,000	112,500 C	b	1	a(112,500 shares)
EDISON INTL	COM	281020 10 7	2,230,000	87,200 P	b	1	a(87,200 shares)
EDO CORP	COM	281347 10 4	3,437,000	142,500	b	1	a(142,500 shares)
EDWARDS AG INC	COM	281760 10 8	681,000	20,000	b	1	a(20,000 shares)
EFUNDS CORP	COM	28224R 10 1	545,000	31,158	b	1	a(31,158 shares)
EL PASO CORP	COM	28336L 10 9	4,178,000	530,200	b	1	a(530,200 shares)
EL PASO CORP	COM	28336L 10 9	7,444,000	944,700 P	b	1	a(944,700 shares)
EL PASO ELEC CO	COM NEW	283677 85 4	533,000	34,500	b	1	a(34,500 shares)
ELAN PLC	ADR	284131 20 8	1,079,000	43,600	b	1	a(43,600 shares)
ELECTRONIC ARTS INC	COM	285512 10 9	376,000	6,886	b	1	a(6,886 shares)
ELECTRONIC DATA SYS NEW	COM	285661 10 4	391,000	20,400	b	1	a(20,400 shares)
ELECTRONICS BOUTIQUE HLDGS C	COM	286045 10 9	7,416,000	281,541	b	1	a(281,541 shares)
ELIZABETH ARDEN INC	COM	28660G 10 6	512,000	24,342	b	1	a(24,342 shares)
EMBARCADERO TECHNOLOGIES INC	COM	290787 10 0	545,000	44,091	b	1	a(44,091 shares)
EMBRAER-EMPRESA BRASILEIRA D	SP ADR PFD SHS	29081M 10 2	993,000	34,733	b	1	a(34,733 shares)
EMERSON ELEC CO	COM	291011 10 4	921,000	14,500 C	b	1	a(14,500 shares)
EMERSON RADIO CORP	COM NEW	291087 20 3	200,000	63,900	b	1	a(63,900 shares)
EMISPHERE TECHNOLOGIES INC	COM	291345 10 6	716,000	174,725	b	1	a(174,725 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)
EMPRESA NACIONAL DE ELCTRCID	SPONSORED ADR	29244T 10 1	539,000	43,500	b	1	a(43,500 shares)
EMULEX CORP	COM NEW	292475 20 9	3,243,000	226,600	b	1	a(226,600 shares)
ENCORE CAP GROUP INC	COM	292554 10 2	961,000	72,773	b	1	a(72,773 shares)
ENCORE ACQUISITION CO	COM	29255W 10 0	1,635,000	58,600	b	1	a(58,600 shares)
ENCORE WIRE CORP	COM	292562 10 5	414,000	15,000 C	b	1	a(15,000 shares)
ENCORE WIRE CORP	COM	292562 10 5	414,000	15,000 P	b	1	a(15,000 shares)
ENCORE MED CORP	COM	29256E 10 9	917,000	145,497	b	1	a(145,497 shares)
ENCYSIVE PHARMACEUTICALS INC	COM	29256X 10 7	4,895,000	575,883	b	1	a(575,883 shares)
ENDESA S A	SPONSORED ADR	29258N 10 7	1,232,000	65,100	b	1	a(65,100 shares)
ENDO PHARMACEUTICALS HLDGS I	COM	29264F 20 5	22,375,000	954,149	b	1	a(954,149 shares)
ENERGY CONVERSION DEVICES IN	COM	292659 10 9	760,000	67,500	b	1	a(67,500 shares)
ENERGEN CORP	COM	29265N 10 8	677,000	14,100	b	1	a(14,100 shares)
ENERGIZER HLDGS INC	COM	29266R 10 8	536,000	11,900 C	b	1	a(11,900 shares)
ENDOLOGIX INC	COM	29266S 10 6	150,000	30,928	b	1	a(30,928 shares)
ENERSIS S A	SPONSORED ADR	29274F 10 4	1,806,000	303,100	b	1	a(303,100 shares)
ENGELHARD CORP	COM	292845 10 4	8,132,000	251,700	b	1	a(251,700 shares)
ENGINEERED SUPPORT SYS INC	COM	292866 10 0	2,507,000	42,850	b	1	a(42,850 shares)
ENNIS BUSINESS FORMS INC	COM	293389 10 2	714,000	36,600	b	1	a(36,600 shares)
ENPRO INDS INC	COM	29355X 10 7	455,000	19,800	b	1	a(19,800 shares)
ENTERASYS NETWORKS INC	COM	293637 10 4	6,248,000	2,961,000	b	1	a(2,961,000 shares)
ENTERCOM COMMUNICATIONS CORP	CL A	293639 10 0	13,734,000	368,200	b	1	a(368,200 shares)
ENTREMED INC	COM	29382F 10 3	102,000	50,580	b	1	a(50,580 shares)
ENTRUST INC	COM	293848 10 7	479,000	106,467	b	1	a(106,467 shares)
ENZON PHARMACEUTICALS INC	COM	293904 10 8	6,648,000	521,039	b	1	a(521,039 shares)
ENZO BIOCHEM INC	COM	294100 10 2	150,000	10,026	b	1	a(10,026 shares)
EON LABS INC	COM	29412E 10 0	409,000	10,000 C	b	1	a(10,000 shares)
EPICOR SOFTWARE CORP	COM	29426L 10 8	232,000	16,529	b	1	a(16,529 shares)
EQUIFAX INC	COM	294429 10 5	5,623,000	227,200	b	1	a(227,200 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)
EQUIFAX INC	COM	294429 10 5	371,000	15,000 P	b	1	a(15,000 shares)
EQUINIX INC	COM NEW	29444U 50 2	2,366,000	69,714	b	1	a(69,714 shares)
EQUITABLE RES INC	COM	294549 10 0	9,561,000	184,900	b	1	a(184,900 shares)
ERESEARCHTECHNOLOGY INC	COM	29481V 10 8	3,278,000	117,079	b	1	a(117,079 shares)
ERICSSON L M TEL CO	ADR B SEK 10	294821 60 8	393,000	13,157	b	1	a(13,157 shares)
ESCO TECHNOLOGIES INC	COM	296315 10 4	470,000	8,800	b	1	a(8,800 shares)
ETABLISSEMENTS DELHAIZE FRER	SPONSORED ADR	29759W 10 1	677,000	13,200	b	1	a(13,200 shares)
ETHAN ALLEN INTERIORS INC	COM	297602 10 4	12,489,000	347,800	b	1	a(347,800 shares)
EXACT SCIENCES CORP	COM	30063P 10 5	2,065,000	335,204	b	1	a(335,204 shares)
EXAR CORP	COM	300645 10 8	2,735,000	186,533	b	1	a(186,533 shares)
EXELON CORP	COM	30161M 10 1	74,347,000	2,233,300	b	1	a(2,233,300 shares)
EXIDE TECHNOLOGIES	COM NEW	302051 20 6	7,197,000	351,928	b	1	a(351,928 shares)
EXPRESS SCRIPTS INC	COM	302182 10 0	1,720,000	21,715	b	1	a(21,715 shares)
EXPRESS SCRIPTS INC	COM	302182 10 0	238,000	3,000 P	b	1	a(3,000 shares)
EXPRESSJET HOLDINGS INC	CL A	30218U 10 8	5,161,000	425,100	b	1	a(425,100 shares)
EXTREME NETWORKS INC	COM	30226D 10 6	4,521,000	819,058	b	1	a(819,058 shares)
EXTREME NETWORKS INC	NOTE 3.500%12/	30226D AB 2	5,975,000	6,200,000	b	1	a(6,200,000 shares)
EXXON MOBIL CORP	COM	30231G 10 2	25,887,000	582,900	b	1	a(582,900 shares)
FEI CO	COM	30241L 10 9	4,732,000	197,900	b	1	a(197,900 shares)
FLIR SYS INC	COM	302445 10 1	1,394,000	25,400 C	b	1	a(25,400 shares)
FLIR SYS INC	COM	302445 10 1	1,389,000	25,300 P	b	1	a(25,300 shares)
FNB CORP PA	COM	302520 10 1	1,463,000	71,720	b	1	a(71,720 shares)
FPIC INS GROUP INC	COM	302563 10 1	841,000	34,071	b	1	a(34,071 shares)
FPL GROUP INC	COM	302571 10 4	1,919,000	30,000 C	b	1	a(30,000 shares)
FACTSET RESH SYS INC	COM	303075 10 5	6,627,000	140,200	b	1	a(140,200 shares)
FAIR ISAAC CORP	COM	303250 10 4	1,669,000	50,000 C	b	1	a(50,000 shares)
FAIR ISAAC CORP	NOTE 1.500% 8/	303250 AB 0	15,178,000	15,000,000	b	1	a(15,000,000 shares)
FAIRCHILD SEMICONDUCTOR INTL	COM	303726 10 3	7,700,000	470,400	b	1	a(470,400 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)
FAIRFAX FINL HLDGS LTD	SUB VTG	303901 10 2	2,068,000	12,100 C	b	1	a(12,100 shares)
FAIRMONT HOTELS RESORTS INC	COM	305204 10 9	509,000	18,875	b	1	a(18,875 shares)
FAMILY DLR STORES INC	COM	307000 10 9	15,806,000	519,600	b	1	a(519,600 shares)
FARGO ELECTRONICS INC	COM	30744P 10 2	636,000	57,164	b	1	a(57,164 shares)
FARO TECHNOLOGIES INC	COM	311642 10 2	649,000	25,292	b	1	a(25,292 shares)
FEDERAL AGRIC MTG CORP	CL C	313148 30 6	2,024,000	84,600	b	1	a(84,600 shares)
FEDERAL HOME LN MTG CORP	COM	313400 30 1	79,081,000	1,249,300	b	1	a(1,249,300 shares)
FEDERAL NATL MTG ASSN	COM	313586 10 9	18,204,000	255,100	b	1	a(255,100 shares)
FEDERAL NATL MTG ASSN	COM	313586 10 9	9,776,000	137,000 C	b	1	a(137,000 shares)
FEDERAL SIGNAL CORP	COM	313855 10 8	1,327,000	71,300	b	1	a(71,300 shares)
FEDERATED DEPT STORES INC DE	COM	31410H 10 1	16,748,000	341,100	b	1	a(341,100 shares)
FEDERATED INV'S INC PA	CL B	314211 10 3	9,223,000	304,000	b	1	a(304,000 shares)
FEDEX CORP	COM	31428X 10 6	21,239,000	260,000 C	b	1	a(260,000 shares)
FEDEX CORP	COM	31428X 10 6	36,319,000	444,600 P	b	1	a(444,600 shares)
FIDELITY NATL FINL INC	COM	316326 10 7	30,328,000	812,208	b	1	a(812,208 shares)
FIFTH THIRD BANCORP	COM	316773 10 0	2,185,000	40,635	b	1	a(40,635 shares)
FILENET CORP	COM	316869 10 6	4,278,000	135,495	b	1	a(135,495 shares)
FINISH LINE INC	CL A	317923 10 0	9,581,000	317,561	b	1	a(317,561 shares)
FIRST AMERN CORP CALIF	COM	318522 30 7	10,296,000	397,700	b	1	a(397,700 shares)
FIRST CASH FINL SVCS INC	COM	31942D 10 7	4,443,000	208,796	b	1	a(208,796 shares)
FIRST COMWLTH FINL CORP PA	COM	319829 10 7	346,000	26,685	b	1	a(26,685 shares)
FIRST DATA CORP	COM	319863 10 4	14,349,000	322,308	b	1	a(322,308 shares)
FIRST MIDWEST BANCORP DEL	COM	320867 10 4	1,243,000	35,307	b	1	a(35,307 shares)
FIRSTFED FINL CORP	COM	337907 10 9	1,077,000	25,900	b	1	a(25,900 shares)
FIRSTENERGY CORP	COM	337932 10 7	8,039,000	214,900	b	1	a(214,900 shares)
FISHER SCIENTIFIC INTL INC	COM NEW	338032 20 4	2,535,000	43,900	b	1	a(43,900 shares)
FLAMEL TECHNOLOGIES SA	SPONSORED ADR	338488 10 9	7,324,000	297,360	b	1	a(297,360 shares)
FLAMEL TECHNOLOGIES SA	SPONSORED ADR	338488 10 9	675,000	27,400 C	b	1	a(27,400 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)
FLAMEL TECHNOLOGIES SA	SPONSORED ADR	338488 10 9	579,000	23,500 P	b	1	a(23,500 shares)
FLORIDA ROCK INDS INC	COM	341140 10 1	6,256,000	148,350	b	1	a(148,350 shares)
FLOWERS FOODS INC	COM	343498 10 1	8,334,000	318,700	b	1	a(318,700 shares)
FOMENTO ECONOMICO MEXICANO S	SPON ADR UNITS	344419 10 6	9,759,000	212,900	b	1	a(212,900 shares)
FOOT LOCKER INC	COM	344849 10 4	31,888,000	1,310,100	b	1	a(1,310,100 shares)
FORD MTR CO DEL	COM PAR \$0.01	345370 86 0	22,113,000	1,412,950	b	1	a(1,412,950 shares)
FOREST LABS INC	COM	345838 10 6	1,133,000	20,000 P	b	1	a(20,000 shares)
FORTUNE BRANDS INC	COM	349631 10 1	9,391,000	124,500 C	b	1	a(124,500 shares)
FORTUNE BRANDS INC	COM	349631 10 1	3,847,000	51,000 P	b	1	a(51,000 shares)
FORWARD AIR CORP	COM	349853 10 1	317,000	8,479	b	1	a(8,479 shares)
FOUR SEASONS HOTEL INC	LTD VTG SH	35100E 10 4	1,999,000	33,200	b	1	a(33,200 shares)
FOX ENTMT GROUP INC	CL A	35138T 10 7	13,542,000	507,200	b	1	a(507,200 shares)
FRANKLIN BK CORP DEL	COM	352451 10 8	981,000	62,018	b	1	a(62,018 shares)
FREDS INC	CL A	356108 10 0	297,000	13,423	b	1	a(13,423 shares)
FREEMARKETS INC	COM	356602 10 2	342,000	52,494	b	1	a(52,494 shares)
FUELCCELL ENERGY INC	COM	35952H 10 6	6,475,000	554,382	b	1	a(554,382 shares)
GATX CORP	COM	361448 10 3	1,238,000	45,500	b	1	a(45,500 shares)
GALLAGHER ARTHUR J & CO	COM	363576 10 9	429,000	14,100	b	1	a(14,100 shares)
GALLAHER GROUP PLC	SPONSORED ADR	363595 10 9	552,000	11,400	b	1	a(11,400 shares)
GALYANS TRADING INC	COM	36458R 10 1	763,000	45,738	b	1	a(45,738 shares)
GAMESTOP CORP	CL A	36466R 10 1	1,737,000	114,100	b	1	a(114,100 shares)
GANNETT INC	COM	364730 10 1	3,394,000	40,000 C	b	1	a(40,000 shares)
GANNETT INC	COM	364730 10 1	1,655,000	19,500 P	b	1	a(19,500 shares)
GAP INC DEL	COM	364760 10 8	1,613,000	66,500	b	1	a(66,500 shares)
GAP INC DEL	NOTE 5.750% 3/	364760 AJ 7	24,860,000	16,000,000	b	1	a(16,000,000 shares)
GARTNER INC	COM	366651 10 7	970,000	73,400	b	1	a(73,400 shares)
GATEWAY INC	COM	367626 10 8	7,643,000	1,698,500	b	1	a(1,698,500 shares)
GAYLORD ENTMT CO NEW	COM	367905 10 6	2,621,000	83,500	b	1	a(83,500 shares)

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164,728,000

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)
GEN-PROBE INC NEW	COM	36866T 10 3	15,758,000	333,001	b	1	a(333,001 shares)
GENSTAR-TV GUIDE INTL INC	COM	36866W 10 6	17,419,000	3,628,907	b	1	a(3,628,907 shares)
GENCORP INC	NOTE 5.750% 4/	36868Z AE 0	13,204,000	12,750,000	b	1	a(12,750,000 shares)
GENE LOGIC INC	COM	368689 10 5	546,000	134,883	b	1	a(134,883 shares)
GENENTECH INC	COM NEW	368710 40 6	104,077,000	1,851,900	b	1	a(1,851,900 shares)
GENERAL DYNAMICS CORP	COM	369550 10 8	8,470,000	85,300 C	b	1	a(85,300 shares)
GENERAL DYNAMICS CORP	COM	369550 10 8	3,307,000	33,300 P	b	1	a(33,300 shares)
GENERAL ELEC CO	COM	369604 10 3	2,200,000	67,900	b	1	a(67,900 shares)
GENERAL ELEC CO	COM	369604 10 3	14,580,000	450,000 C	b	1	a(450,000 shares)
GENERAL ELEC CO	COM	369604 10 3	14,143,000	436,500 P	b	1	a(436,500 shares)
GENERAL MLS INC	COM	370334 10 4	1,188,000	25,000	b	1	a(25,000 shares)
GENERAL MLS INC	COM	370334 10 4	238,000	5,000 C	b	1	a(5,000 shares)
GENERAL MLS INC	COM	370334 10 4	333,000	7,000 P	b	1	a(7,000 shares)
GENERAL MTRS CORP	COM	370442 10 5	778,000	16,700	b	1	a(16,700 shares)
GENERAL MTRS CORP	COM	370442 10 5	12,812,000	275,000 C	b	1	a(275,000 shares)
GENESCO INC	COM	371532 10 2	5,492,000	232,400	b	1	a(232,400 shares)
GENESSEE & WYO INC	CL A	371559 10 5	4,204,000	177,400	b	1	a(177,400 shares)
GENESIS HEALTHCARE CORP	COM	37184D 10 1	1,873,000	64,500	b	1	a(64,500 shares)
GENTA INC	COM NEW	37245M 20 7	2,050,000	819,833	b	1	a(819,833 shares)
GENTIVA HEALTH SERVICES INC	COM	37247A 10 2	396,000	24,340	b	1	a(24,340 shares)
GENWORTH FINL INC	COM CL A	37247D 10 6	344,000	15,000 C	b	1	a(15,000 shares)
GENZYME CORP	COM GENL DIV	372917 10 4	57,405,000	1,212,868	b	1	a(1,212,868 shares)
GENZYME CORP	COM GENL DIV	372917 10 4	3,242,000	68,500 C	b	1	a(68,500 shares)
GEORGIA GULF CORP	COM PAR \$0.01	373200 20 3	1,926,000	53,700	b	1	a(53,700 shares)
GEORGIA PAC CORP	COM	373298 10 8	20,602,000	557,100	b	1	a(557,100 shares)
GERBER SCIENTIFIC INC	COM	373730 10 0	773,000	109,500	b	1	a(109,500 shares)
GERDAU S A	SPONSORED ADR	373737 10 5	961,000	79,300	b	1	a(79,300 shares)
GILEAD SCIENCES INC	COM	375558 10 3	12,482,000	186,300 C	b	1	a(186,300 shares)

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Page Total

320,803,000

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)
GILEAD SCIENCES INC	COM	375558 10 3	3,585,000	53,500 P	b	1	a(53,500 shares)
GILLETTE CO	COM	375766 10 2	38,503,000	908,100	b	1	a(908,100 shares)
GLACIER BANCORP INC NEW	COM	37637Q 10 5	454,000	16,129	b	1	a(16,129 shares)
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W 10 5	663,000	16,000 C	b	1	a(16,000 shares)
GLOBAL INDS LTD	COM	379336 10 0	3,266,000	570,963	b	1	a(570,963 shares)
GLOBAL PMTS INC	COM	37940X 10 2	450,000	10,000 C	b	1	a(10,000 shares)
GLOBAL POWER EQUIPMENT INC	COM	37941P 10 8	3,837,000	478,400	b	1	a(478,400 shares)
GOLDEN WEST FINL CORP DEL	COM	381317 10 6	7,370,000	69,300	b	1	a(69,300 shares)
GOLDMAN SACHS GROUP INC	COM	38141G 10 4	10,245,000	108,800	b	1	a(108,800 shares)
GOLDMAN SACHS GROUP INC	COM	38141G 10 4	17,354,000	184,300 C	b	1	a(184,300 shares)
GOLDMAN SACHS GROUP INC	COM	38141G 10 4	25,047,000	266,000 P	b	1	a(266,000 shares)
GOODRICH CORP	COM	382388 10 6	10,856,000	335,800	b	1	a(335,800 shares)
GOODYEAR TIRE & RUBR CO	COM	382550 10 1	1,280,000	140,800	b	1	a(140,800 shares)
GOODYEAR TIRE & RUBR CO	COM	382550 10 1	10,336,000	1,137,100 P	b	1	a(1,137,100 shares)
GRACE W R & CO DEL NEW	COM	38388F 10 8	36,970,000	5,962,917	b	1	a(5,962,917 shares)
GRACO INC	COM	384109 10 4	2,827,000	91,050	b	1	a(91,050 shares)
GRANT PRIDECO INC	COM	38821G 10 1	5,843,000	316,500	b	1	a(316,500 shares)
GREAT ATLANTIC & PAC TEA INC	COM	390064 10 3	2,804,000	366,100	b	1	a(366,100 shares)
GREAT PLAINS ENERGY INC	COM	391164 10 0	8,865,000	298,500	b	1	a(298,500 shares)
GREENPOINT FINL CORP	COM	395384 10 0	10,122,000	254,950	b	1	a(254,950 shares)
GREENPOINT FINL CORP	COM	395384 10 0	865,000	21,800 C	b	1	a(21,800 shares)
GREENPOINT FINL CORP	COM	395384 10 0	254,000	6,400 P	b	1	a(6,400 shares)
GREY GLOBAL GROUP INC	COM	39787M 10 8	376,000	382	b	1	a(382 shares)
GROUP 1 AUTOMOTIVE INC	COM	398905 10 9	332,000	10,000	b	1	a(10,000 shares)
GROUPE DANONE	SPONSORED ADR	399449 10 7	793,000	45,200	b	1	a(45,200 shares)
GTECH HLDGS CORP	COM	400518 10 6	4,122,000	89,000	b	1	a(89,000 shares)
GTECH HLDGS CORP	COM	400518 10 6	3,010,000	65,000 C	b	1	a(65,000 shares)
GRUPO AEROPORTUARIO DEL SURE	SPON ADR SER B	40051E 20 2	605,000	32,700	b	1	a(32,700 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)
GTX INC DEL	COM	400528 10 8	443,000	42,527	b	1	a(42,527 shares)
GUESS INC	COM	401617 10 5	7,393,000	459,200	b	1	a(459,200 shares)
GUIDANT CORP	COM	401698 10 5	7,019,000	125,600	b	1	a(125,600 shares)
GUIDANT CORP	COM	401698 10 5	7,689,000	137,600 c	b	1	a(137,600 shares)
GUIDANT CORP	COM	401698 10 5	5,895,000	105,500 P	b	1	a(105,500 shares)
GUITAR CTR MGMT INC	COM	402040 10 9	13,449,000	302,422	b	1	a(302,422 shares)
GYMBOREE CORP	COM	403777 10 5	2,002,000	130,309	b	1	a(130,309 shares)
HCA INC	COM	404119 10 9	4,575,000	110,000 c	b	1	a(110,000 shares)
HCC INS HLDGS INC	COM	404132 10 2	869,000	26,000	b	1	a(26,000 shares)
HDFC BANK LTD	ADR REPS 3 SHS	40415F 10 1	306,000	11,400	b	1	a(11,400 shares)
HNI CORP	COM	404251 10 0	9,296,000	219,600	b	1	a(219,600 shares)
HSBC HLDGS PLC	SPON ADR NEW	404280 40 6	8,652,000	115,501	b	1	a(115,501 shares)
HALLIBURTON CO	NOTE 3.125% 7/	406216 AM 3	9,653,000	9,000,000	b	1	a(9,000,000 shares)
HANDLEMAN CO DEL	COM	410252 10 0	496,000	21,400	b	1	a(21,400 shares)
HANGER ORTHOPEDIC GROUP INC	COM NEW	41043F 20 8	495,000	42,200	b	1	a(42,200 shares)
HANOVER COMPRESSOR CO	COM	410768 10 5	5,102,000	428,700	b	1	a(428,700 shares)
HARLAND JOHN H CO	COM	412693 10 3	1,529,000	52,100	b	1	a(52,100 shares)
HARLEY DAVIDSON INC	COM	412822 10 8	582,000	9,400	b	1	a(9,400 shares)
HARMAN INTL INDS INC	COM	413086 10 9	291,000	3,200	b	1	a(3,200 shares)
HARMAN INTL INDS INC	COM	413086 10 9	683,000	7,500 P	b	1	a(7,500 shares)
HARMONY GOLD MNG LTD	SPONSORED ADR	413216 30 0	8,820,000	832,900	b	1	a(832,900 shares)
HARRAHS ENTMT INC	COM	413619 10 7	20,087,000	371,300	b	1	a(371,300 shares)
HARRIS & HARRIS GROUP INC	COM	413833 10 4	1,154,000	94,244	b	1	a(94,244 shares)
HARRIS CORP DEL	COM	413875 10 5	1,269,000	25,000 c	b	1	a(25,000 shares)
HARSCO CORP	COM	415864 10 7	2,693,000	57,300	b	1	a(57,300 shares)
HARVARD BIOSCIENCE INC	COM	416906 10 5	354,000	78,936	b	1	a(78,936 shares)
HASBRO INC	COM	418056 10 7	14,216,000	748,200	b	1	a(748,200 shares)
HAVERTY FURNITURE INC	COM	419596 10 1	2,468,000	141,200	b	1	a(141,200 shares)

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137,480,000

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)
HAWAIIAN ELEC INDUSTRIES	COM	419870 10 0	13,160,000	504,200	b	1	a(504,200 shares)
HAYES LEMMERZ INTL INC	COM NEW	420781 30 4	2,282,000	151,119	b	1	a(151,119 shares)
HEALTH MGMT ASSOC INC NEW	NOTE 1.500% 8/	421933 AF 9	15,759,000	15,000,000	b	1	a(15,000,000 shares)
HEALTH NET INC	COM	42222G 10 8	1,548,000	58,400	b	1	a(58,400 shares)
HEALTHTRONICS SURGICAL SVS I	COM	42222L 10 7	375,000	46,944	b	1	a(46,944 shares)
HEARST-ARGYLE TELEVISION INC	COM	422317 10 7	3,498,000	135,700	b	1	a(135,700 shares)
HEARTLAND EXPRESS INC	COM	422347 10 4	1,283,000	46,876	b	1	a(46,876 shares)
HEIDRICK & STRUGGLES INTL IN	COM	422819 10 2	2,158,000	72,696	b	1	a(72,696 shares)
HEINZ H J CO	COM	423074 10 3	63,547,000	1,621,100	b	1	a(1,621,100 shares)
HELMERICH & PAYNE INC	COM	423452 10 1	4,589,000	175,500	b	1	a(175,500 shares)
HERLEY INDS INC DEL	COM	427398 10 2	1,003,000	51,356	b	1	a(51,356 shares)
HERSHEY FOODS CORP	COM	427866 10 8	5,742,000	124,100	b	1	a(124,100 shares)
HERSHEY FOODS CORP	COM	427866 10 8	6,829,000	147,600 c	b	1	a(147,600 shares)
HERSHEY FOODS CORP	COM	427866 10 8	1,851,000	40,000 P	b	1	a(40,000 shares)
HEWITT ASSOCS INC	COM	42822Q 10 0	4,062,000	147,700	b	1	a(147,700 shares)
HEWLETT PACKARD CO	COM	428236 10 3	302,000	14,300	b	1	a(14,300 shares)
HI / FN INC	COM	428358 10 5	392,000	32,810	b	1	a(32,810 shares)
HI-TECH PHARMACAL INC	COM	428408 10 1	677,000	41,412	b	1	a(41,412 shares)
HIBERNIA CORP	CL A	428656 10 2	3,995,000	164,400	b	1	a(164,400 shares)
HILB ROGAL & HOBBS CO	COM	431294 10 7	3,686,000	103,300	b	1	a(103,300 shares)
HILLENBRAND INDS INC	COM	431573 10 4	1,088,000	18,000 c	b	1	a(18,000 shares)
HILLENBRAND INDS INC	COM	431573 10 4	363,000	6,000 P	b	1	a(6,000 shares)
HOLLINGER INTL INC	CL A	435569 10 8	8,706,000	518,500	b	1	a(518,500 shares)
HOLLINGER INTL INC	CL A	435569 10 8	631,000	37,600 c	b	1	a(37,600 shares)
HOLLINGER INTL INC	CL A	435569 10 8	730,000	43,500 P	b	1	a(43,500 shares)
HOLLYWOOD ENTMT CORP	COM	436141 10 5	10,939,000	818,804	b	1	a(818,804 shares)
HOLLYWOOD ENTMT CORP	COM	436141 10 5	4,162,000	311,500 c	b	1	a(311,500 shares)
HOME DEPOT INC	COM	437076 10 2	55,831,000	1,586,100	b	1	a(1,586,100 shares)

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219,188,000

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)
HOME DEPOT INC	COM	437076 10 2	2,640,000	75,000 C	b	1	a(75,000 shares)
HOME DEPOT INC	COM	437076 10 2	4,752,000	135,000 P	b	1	a(135,000 shares)
HOMESTORE INC	COM	437852 10 6	2,169,000	543,715	b	1	a(543,715 shares)
HONEYWELL INTL INC	COM	438516 10 6	90,553,000	2,472,100	b	1	a(2,472,100 shares)
HOOPER HOLMES INC	COM	439104 10 0	129,000	22,400	b	1	a(22,400 shares)
HORMEL FOODS CORP	COM	440452 10 0	15,199,000	488,700	b	1	a(488,700 shares)
HOSPIRA INC	COM	441060 10 0	5,148,000	186,530	b	1	a(186,530 shares)
HOT TOPIC INC	COM	441339 10 8	245,000	11,962	b	1	a(11,962 shares)
HOUSTON EXPL CO	COM	442120 10 1	2,286,000	44,100	b	1	a(44,100 shares)
HUANENG PWR INTL INC	SPON ADR N	443304 10 0	720,000	19,900	b	1	a(19,900 shares)
HUB GROUP INC	CL A	443320 10 6	2,862,000	83,922	b	1	a(83,922 shares)
HUDSON CITY BANCORP	COM	443683 10 7	2,660,000	79,537	b	1	a(79,537 shares)
HUDSON UNITED BANCORP	COM	444165 10 4	1,219,000	32,700	b	1	a(32,700 shares)
HUFFY CORP	COM	444356 10 9	109,000	95,000	b	1	a(95,000 shares)
HUMANA INC	COM	444859 10 2	34,081,000	2,016,600	b	1	a(2,016,600 shares)
HUMAN GENOME SCIENCES INC	COM	444903 10 8	15,114,000	1,299,529	b	1	a(1,299,529 shares)
HUNT J B TRANS SVCS INC	COM	445658 10 7	5,300,000	137,382	b	1	a(137,382 shares)
HUNTINGTON BANCSHARES INC	COM	446150 10 4	3,846,000	167,384	b	1	a(167,384 shares)
HUTCHINSON TECHNOLOGY INC	COM	448407 10 6	880,000	35,800	b	1	a(35,800 shares)
HYDROGENICS CORP	COM	448882 10 0	513,000	106,913	b	1	a(106,913 shares)
ICN PHARMACEUTICALS INC NEW	NOTE 6.500% 7/	448974 AM 2	10,388,000	10,000,000	b	1	a(10,000,000 shares)
IDT CORP	COM	448947 10 1	1,588,000	88,100	b	1	a(88,100 shares)
ICOS CORP	COM	449295 10 4	10,416,000	349,057	b	1	a(349,057 shares)
ICOS CORP	COM	449295 10 4	922,000	30,900 C	b	1	a(30,900 shares)
ID BIOMEDICAL CORP	COM	44936D 10 8	808,000	86,600	b	1	a(86,600 shares)
I-FLOW CORP	COM NEW	449520 30 3	703,000	59,283	b	1	a(59,283 shares)
IMC GLOBAL INC	COM	449669 10 0	925,000	69,000	b	1	a(69,000 shares)
IPIX CORP	COM	44982L 10 3	284,000	20,325	b	1	a(20,325 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)
IMS HEALTH INC	COM	449934 10 8	42,312,000	1,805,114	b	1	a(1,805,114 shares)
ITC DELTACOM INC	COM NEW	45031T 40 1	288,000	51,687	b	1	a(51,687 shares)
ITT EDUCATIONAL SERVICES INC	COM	45068B 10 9	20,466,000	538,300	b	1	a(538,300 shares)
IBERIABANK CORP	COM	450828 10 8	273,000	4,617	b	1	a(4,617 shares)
ITT INDS INC IND	COM	450911 10 2	4,615,000	55,600	b	1	a(55,600 shares)
ITT INDS INC IND	COM	450911 10 2	830,000	10,000 C	b	1	a(10,000 shares)
ITT INDS INC IND	COM	450911 10 2	913,000	11,000 P	b	1	a(11,000 shares)
ICON PUB LTD CO	SPONSORED ADR	451103T 10 7	1,223,000	27,603	b	1	a(27,603 shares)
ICICI BK LTD	ADR	45104G 10 4	3,879,000	320,600	b	1	a(320,600 shares)
IDACORP INC	COM	451107 10 6	788,000	29,200	b	1	a(29,200 shares)
IDEX CORP	COM	45167R 10 4	7,717,000	224,650	b	1	a(224,650 shares)
IDEXX LABS INC	COM	45168D 10 4	2,014,000	32,000 C	b	1	a(32,000 shares)
IDEXX LABS INC	COM	45168D 10 4	252,000	4,000 P	b	1	a(4,000 shares)
ILEX ONCOLOGY INC	COM	451923 10 6	7,747,000	309,985	b	1	a(309,985 shares)
ILLINOIS TOOL WKS INC	COM	452308 10 9	201,000	2,100	b	1	a(2,100 shares)
ILLINOIS TOOL WKS INC	COM	452308 10 9	6,453,000	67,300 C	b	1	a(67,300 shares)
ILLINOIS TOOL WKS INC	COM	452308 10 9	4,795,000	50,000 P	b	1	a(50,000 shares)
ILLUMINA INC	COM	452327 10 9	1,120,000	176,955	b	1	a(176,955 shares)
IMCLONE SYS INC	COM	45245W 10 9	3,970,000	46,271	b	1	a(46,271 shares)
IMCLONE SYS INC	COM	45245W 10 9	21,997,000	256,400 C	b	1	a(256,400 shares)
IMCLONE SYS INC	COM	45245W 10 9	9,995,000	116,500 P	b	1	a(116,500 shares)
IMAGISTICS INTERNATIONAL INC	COM	45247T 10 4	266,000	7,500 C	b	1	a(7,500 shares)
IMMTECH INTL INC	COM	452519 10 1	401,000	32,500	b	1	a(32,500 shares)
IMMUCOR INC	COM	452526 10 6	2,877,000	88,400	b	1	a(88,400 shares)
IMPAC MED SYS INC	COM	45255A 10 4	710,000	48,559	b	1	a(48,559 shares)
IMMUNICON CORP DEL	COM	45260A 10 7	166,000	21,185	b	1	a(21,185 shares)
IMPERIAL CHEM INDS PLC	ADR NEW	452704 50 5	1,000,000	59,001	b	1	a(59,001 shares)
IMMUNOMEDICS INC	COM	452907 10 8	132,000	27,200	b	1	a(27,200 shares)

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147,400,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
INAMED CORP	COM	453235 10 3	14,856,000	236,452	b	1	a(236,452 shares)
INCYTE CORP	COM	45337C 10 2	2,683,000	351,236	b	1	a(351,236 shares)
INDEVUS PHARMACEUTICALS INC	COM	454072 10 9	675,000	109,753	b	1	a(109,753 shares)
INDYMAC BANCORP INC	COM	456607 10 0	7,249,000	229,400	b	1	a(229,400 shares)
INET TECHNOLOGIES INC	COM	45662V 10 5	1,983,000	159,038	b	1	a(159,038 shares)
INFOCUS CORP	COM	45665B 10 6	4,488,000	527,952	b	1	a(527,952 shares)
INFINITY PPTY & CAS CORP	COM	45665Q 10 3	1,799,000	54,500	b	1	a(54,500 shares)
INFORMATICA CORP	COM	45666Q 10 2	434,000	56,876	b	1	a(56,876 shares)
INFONET SVCS CORP	CL B	45666T 10 6	744,000	437,700	b	1	a(437,700 shares)
INFORMATION HLDGS INC	COM	456727 10 6	931,000	34,000	b	1	a(34,000 shares)
INFOSYS TECHNOLOGIES LTD	SPONSORED ADR	456788 10 8	813,000	8,726	b	1	a(8,726 shares)
INFOSPACE INC	COM NEW	45678T 20 1	9,948,000	261,520	b	1	a(261,520 shares)
ING GROUP N V	SPONSORED ADR	456837 10 3	1,715,000	72,344	b	1	a(72,344 shares)
INGRAM MICRO INC	CL A	457153 10 4	362,000	25,000 C	b	1	a(25,000 shares)
INGRAM MICRO INC	CL A	457153 10 4	289,000	20,000 P	b	1	a(20,000 shares)
INKINE PHARMACEUTICALS INC	COM	457214 10 4	202,000	52,107	b	1	a(52,107 shares)
INPUT/OUTPUT INC	COM	457652 10 5	1,061,000	128,000	b	1	a(128,000 shares)
INSIGHT ENTERPRISES INC	COM	45765U 10 3	7,780,000	438,078	b	1	a(438,078 shares)
INNOVATIVE SOLUTIONS & SUPPO	COM	45769N 10 5	1,630,000	83,515	b	1	a(83,515 shares)
INSPIRE PHARMACEUTICALS INC	COM	457733 10 3	385,000	23,053	b	1	a(23,053 shares)
INSTINET GROUP INC	COM	457750 10 7	5,922,000	1,121,685	b	1	a(1,121,685 shares)
INTEGRAL SYS INC MD	COM	45810H 10 7	451,000	28,049	b	1	a(28,049 shares)
INTEGRATED DEVICE TECHNOLOGY	COM	458118 10 6	19,888,000	1,436,973	b	1	a(1,436,973 shares)
INTEGRATED ELECTRICAL SVC	COM	45811E 10 3	951,000	118,100	b	1	a(118,100 shares)
INTEL CORP	COM	458140 10 0	85,705,000	3,105,238	b	1	a(3,105,238 shares)
INTEL CORP	COM	458140 10 0	4,968,000	180,000 C	b	1	a(180,000 shares)
INTEL CORP	COM	458140 10 0	4,140,000	150,000 P	b	1	a(150,000 shares)
INTELLIGROUP INC	COM	45816A 10 6	611,000	117,999	b	1	a(117,999 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)
INTELLISYNC CORP	COM	458176 10 4	853,000	297,293	b	1	a(297,293 shares)
INTER PARFUMS INC	COM	458334 10 9	2,702,000	129,573	b	1	a(129,573 shares)
INTERACTIVECORP	COM	45840Q 10 1	80,357,000	2,666,135	b	1	a(2,666,135 shares)
INTERACTIVECORP	COM	45840Q 10 1	904,000	30,000 P	b	1	a(30,000 shares)
INTERDIGITAL COMMUNICATIONS	COM	45866A 10 5	5,123,000	272,360	b	1	a(272,360 shares)
INTERGRAPH CORP	COM	458683 10 9	2,035,000	78,697	b	1	a(78,697 shares)
INTERMAGNETICS GEN CORP	COM	458771 10 2	235,000	6,900	b	1	a(6,900 shares)
INTERMUNE INC	COM	45884X 10 3	588,000	38,138	b	1	a(38,138 shares)
INTERMUNE INC	NOTE 5.750% 7/	45884X AA 1	4,610,000	4,500,000	b	1	a(4,500,000 shares)
INTERNAP NETWORK SVCS CORP	COM	45885A 10 2	602,000	497,200	b	1	a(497,200 shares)
INTEGRATED ALARM SVCS GROUP	COM	45890M 10 9	147,000	27,224	b	1	a(27,224 shares)
INTERNATIONAL BANCSHARES COR	COM	459044 10 3	988,000	24,356	b	1	a(24,356 shares)
INTERNATIONAL BUSINESS MACHS	COM	459200 10 1	6,796,000	77,100	b	1	a(77,100 shares)
INTERNATIONAL BUSINESS MACHS	COM	459200 10 1	68,995,000	782,700 C	b	1	a(782,700 shares)
INTERNATIONAL BUSINESS MACHS	COM	459200 10 1	77,572,000	880,000 P	b	1	a(880,000 shares)
INTERNATIONAL GAME TECHNOLOG	COM	459902 10 2	5,018,000	130,000 C	b	1	a(130,000 shares)
INTERNATIONAL GAME TECHNOLOG	COM	459902 10 2	8,646,000	224,000 P	b	1	a(224,000 shares)
INTERNATIONAL GAME TECHNOLOG	DBC 1/	459902 AL 6	21,313,000	25,000,000	b	1	a(25,000,000 shares)
INTERNATIONAL RECTIFIER CORP	COM	460254 10 5	57,412,000	1,386,100	b	1	a(1,386,100 shares)
INTERNATIONAL RECTIFIER CORP	COM	460254 10 5	828,000	20,000 C	b	1	a(20,000 shares)
INTERNATIONAL SPEEDWAY CORP	CL A	460335 20 1	1,824,000	37,492	b	1	a(37,492 shares)
INTERNATIONAL STL GROUP INC	COM	460377 10 4	5,780,000	194,300	b	1	a(194,300 shares)
INTERNET INITIATIVE JAPAN IN	SPONSORED ADR	46059T 10 9	1,191,000	307,033	b	1	a(307,033 shares)
INTERNET INITIATIVE JAPAN IN	SPONSORED ADR	46059T 10 9	78,000	20,000 C	b	1	a(20,000 shares)
INTERPUBLIC GROUP COS INC	COM	460690 10 0	15,423,000	1,123,300	b	1	a(1,123,300 shares)
INTERSIL CORP	CL A	46069S 10 9	35,327,000	1,630,976	b	1	a(1,630,976 shares)
INTERSTATE BAKERIES CORP DEL	COM	46072H 10 8	7,383,000	680,500	b	1	a(680,500 shares)
INTRAWEST CORPORATION	COM NEW	460915 20 0	1,523,000	95,500	b	1	a(95,500 shares)

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414,253,000

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)
INTERVOICE INC NEW	COM	461142 10 1	2,908,000	253,548	b	1	a(253,548 shares)
INTEVAC INC	COM	461148 10 8	121,000	13,696	b	1	a(13,696 shares)
INTERWOVEN INC	COM NEW	46114T 50 8	4,855,000	480,681	b	1	a(480,681 shares)
INTRABIOTICS PHARMACEUTICALS	COM NEW	46116T 50 6	40,000	10,303	b	1	a(10,303 shares)
INTRADO INC	COM	46117A 10 0	1,129,000	70,173	b	1	a(70,173 shares)
INTRAGEN THERAPEUTICS INC	COM	46119F 10 7	880,000	206,150	b	1	a(206,150 shares)
INTUIT	COM	461202 10 3	23,023,000	596,753	b	1	a(596,753 shares)
INTUIT	COM	461202 10 3	3,009,000	78,000 c	b	1	a(78,000 shares)
INVERSK RESH GROUP INC	COM	461238 10 7	1,752,000	56,814	b	1	a(56,814 shares)
INVISION TECHNOLOGIES INC	COM	461851 10 7	5,510,000	110,415	b	1	a(110,415 shares)
INVISION TECHNOLOGIES INC	COM	461851 10 7	7,899,000	158,300 c	b	1	a(158,300 shares)
INVISION TECHNOLOGIES INC	COM	461851 10 7	3,992,000	80,000 P	b	1	a(80,000 shares)
INVITROGEN CORP	NOTE 2.250%12/	46185R AD 2	10,463,000	10,000,000	b	1	a(10,000,000 shares)
IONA TECHNOLOGIES PLC	SPONSORED ADR	46208P 10 9	579,000	141,858	b	1	a(141,858 shares)
IPASS INC	COM	46261V 10 8	656,000	61,964	b	1	a(61,964 shares)
IRON MTN INC PA	COM	462846 10 6	11,346,000	235,100	b	1	a(235,100 shares)
IRON MTN INC PA	COM	462846 10 6	2,413,000	50,000 c	b	1	a(50,000 shares)
ISIS PHARMACEUTICALS INC DEL	NOTE 5.500% 5/	464337 AC 8	9,233,000	10,500,000	b	1	a(10,500,000 shares)
IVILLAGE INC	COM	46588H 10 5	4,440,000	699,256	b	1	a(699,256 shares)
JDS UNIPHASE CORP	COM	46612J 10 1	470,000	124,000	b	1	a(124,000 shares)
JDA SOFTWARE GROUP INC	COM	46612K 10 8	1,069,000	81,187	b	1	a(81,187 shares)
J JILL GROUP INC	COM	466189 10 7	4,624,000	195,995	b	1	a(195,995 shares)
J P MORGAN CHASE & CO	COM	46625H 10 0	927,000	23,900	b	1	a(23,900 shares)
J P MORGAN CHASE & CO	COM	46625H 10 0	4,265,000	110,000 c	b	1	a(110,000 shares)
JACK IN THE BOX INC	COM	466367 10 9	238,000	8,000 c	b	1	a(8,000 shares)
JACUZZI BRANDS INC	COM	469865 10 9	4,425,000	549,000	b	1	a(549,000 shares)
JOHNSON & JOHNSON	COM	478160 10 4	3,906,000	70,124	b	1	a(70,124 shares)
JOHNSON & JOHNSON	COM	478160 10 4	39,876,000	715,900 c	b	1	a(715,900 shares)

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154,048,000

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)
JOHNSON CTLS INC	COM	478366 10 7	12,534,000	234,800	b	1	a(234,800 shares)
JOHNSON CTLS INC	COM	478366 10 7	2,135,000	40,000 C	b	1	a(40,000 shares)
JONES APPAREL GROUP INC	COM	480074 10 3	33,274,000	842,800	b	1	a(842,800 shares)
JONES LANG LASALLE INC	COM	48020Q 10 7	396,000	14,600	b	1	a(14,600 shares)
JOURNAL COMMUNICATIONS INC	CL A	481130 10 2	2,318,000	123,100	b	1	a(123,100 shares)
JOY GLOBAL INC	COM	481165 10 8	545,000	18,200	b	1	a(18,200 shares)
JUNIPER NETWORKS INC	COM	48203R 10 4	54,138,000	2,203,437	b	1	a(2,203,437 shares)
KLA-TENCOR CORP	COM	482480 10 0	39,358,000	797,038	b	1	a(797,038 shares)
KT CORP	SPONSORED ADR	48268K 10 1	2,407,000	133,400	b	1	a(133,400 shares)
K2 INC	COM	482732 10 4	4,589,000	292,319	b	1	a(292,319 shares)
KADANT INC	COM	48282T 10 4	375,000	16,198	b	1	a(16,198 shares)
KANA SOFTWARE INC	COM NEW	483600 30 0	279,000	117,327	b	1	a(117,327 shares)
KB HOME	COM	48666K 10 9	2,965,000	43,200	b	1	a(43,200 shares)
KEMET CORP	COM	488360 10 8	10,822,000	885,600	b	1	a(885,600 shares)
KERR MCGEE CORP	COM	492386 10 7	958,000	17,821	b	1	a(17,821 shares)
KERYX BIOPHARMACEUTICALS INC	COM	492515 10 1	2,837,000	224,108	b	1	a(224,108 shares)
KEY ENERGY SVCS INC	COM	492914 10 6	16,821,000	1,781,900	b	1	a(1,781,900 shares)
KEYSPAN CORP	COM	49337W 10 0	9,938,000	270,800	b	1	a(270,800 shares)
KEYSTONE AUTOMOTIVE INDS INC	COM	49338N 10 9	468,000	16,782	b	1	a(16,782 shares)
KFORCE INC	COM	493732 10 1	342,000	36,274	b	1	a(36,274 shares)
KIMBERLY CLARK CORP	COM	494368 10 3	3,294,000	50,000 C	b	1	a(50,000 shares)
KIMBERLY CLARK CORP	COM	494368 10 3	1,680,000	25,500 P	b	1	a(25,500 shares)
KINDER MORGAN INC KANS	COM	49455P 10 1	47,207,000	796,200	b	1	a(796,200 shares)
KINDER MORGAN INC KANS	COM	49455P 10 1	593,000	10,000 C	b	1	a(10,000 shares)
KINDER MORGAN INC KANS	COM	49455P 10 1	652,000	11,000 P	b	1	a(11,000 shares)
KINDRED HEALTHCARE INC	COM	494580 10 3	4,630,000	175,709	b	1	a(175,709 shares)
KINDRED HEALTHCARE INC	COM	494580 10 3	3,109,000	118,000 C	b	1	a(118,000 shares)
KINDRED HEALTHCARE INC	COM	494580 10 3	1,054,000	40,000 P	b	1	a(40,000 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)
KINETIC CONCEPTS INC	COM NEW	49460W 20 8	9,995,000	200,300	b	1	a(200,300 shares)
KING PHARMACEUTICALS INC	COM	495582 10 8	12,310,000	1,075,100	b	1	a(1,075,100 shares)
KIRKLANDS INC	COM	497498 10 5	226,000	18,975	b	1	a(18,975 shares)
KWART HLDG CORPORATION	COM	498780 10 5	11,737,000	163,472	b	1	a(163,472 shares)
KWART HLDG CORPORATION	COM	498780 10 5	11,488,000	160,000	c	1	a(160,000 shares)
KWART HLDG CORPORATION	COM	498780 10 5	2,872,000	40,000	P	1	a(40,000 shares)
KNIGHT RIDDER INC	COM	499040 10 3	360,000	5,000	P	1	a(5,000 shares)
KNOLGY INC	COM	499183 80 4	72,000	14,478	b	1	a(14,478 shares)
KOHL'S CORP	COM	500255 10 4	1,137,000	26,900	b	1	a(26,900 shares)
KOHL'S CORP	COM	500255 10 4	4,207,000	99,500	c	1	a(99,500 shares)
KOMAG INC	COM NEW	500453 20 4	2,443,000	174,904	b	1	a(174,904 shares)
KONINKLIJKE AHOLD N V	SPON ADR NEW	500467 30 3	2,428,000	306,200	b	1	a(306,200 shares)
KOOKMIN BK NEW	SPONSORED ADR	50049M 10 9	3,078,000	98,100	b	1	a(98,100 shares)
KOS PHARMACEUTICALS INC	COM	500648 10 0	3,261,000	98,910	b	1	a(98,910 shares)
KRISPY KREME DOUGHNUTS INC	COM	501014 10 4	208,000	10,900	b	1	a(10,900 shares)
KRISPY KREME DOUGHNUTS INC	COM	501014 10 4	1,770,000	92,700	c	1	a(92,700 shares)
KROGER CO	COM	501044 10 1	27,367,000	1,503,700	b	1	a(1,503,700 shares)
KROGER CO	COM	501044 10 1	1,820,000	100,000	c	1	a(100,000 shares)
KULICKE & SOFFA INDS INC	NOTE 5.250% 8/	501242 AJ 0	8,866,000	8,735,000	b	1	a(8,735,000 shares)
LNR PPTY CORP	COM	501940 10 0	8,132,000	149,900	b	1	a(149,900 shares)
LSI LOGIC CORP	COM	502161 10 2	11,476,000	1,506,100	b	1	a(1,506,100 shares)
LSI LOGIC CORP	NOTE 4.000%11/	502161 AG 7	2,936,000	3,000,000	b	1	a(3,000,000 shares)
LTX CORP	NOTE 4.250% 8/	502392 AE 3	5,918,000	6,000,000	b	1	a(6,000,000 shares)
L-3 COMMUNICATIONS HLDGS INC	COM	502424 10 4	7,234,000	108,300	c	1	a(108,300 shares)
L-3 COMMUNICATIONS HLDGS INC	DEBT 4.000% 9/	502424 AD 6	32,410,000	25,583,000	b	1	a(25,583,000 shares)
LA JOLLA PHARMACEUTICAL CO	COM	503459 10 9	466,000	191,681	b	1	a(191,681 shares)
LA QUINTA CORP	PAIRED CTF	50419U 20 2	10,721,000	1,276,300	b	1	a(1,276,300 shares)
LA Z BOY INC	COM	505336 10 7	5,592,000	311,000	b	1	a(311,000 shares)

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190,530,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (note #3)
LABORATORY CORP AMER HLDGS	COM NEW	50540R 40 9	3,164,000	79,700	b	1	a(79,700 shares)
LABRANCHE & CO INC	COM	505447 10 2	6,481,000	769,700	b	1	a(769,700 shares)
LACLEDE GROUP INC	COM	505597 10 4	674,000	24,600	b	1	a(24,600 shares)
LAIDLAW INTL INC	COM	50730R 10 2	14,094,000	1,087,483	b	1	a(1,087,483 shares)
LAM RESEARCH CORP	COM	512807 10 8	3,103,000	115,800	b	1	a(115,800 shares)
LAMAR ADVERTISING CO	CL A	512815 10 1	14,048,000	324,050	b	1	a(324,050 shares)
LANCASTER COLONY CORP	COM	513847 10 3	1,279,000	30,721	b	1	a(30,721 shares)
LANCE INC	COM	514606 10 2	1,425,000	92,560	b	1	a(92,560 shares)
LANDAMERICA FINL GROUP INC	COM	514936 10 3	934,000	24,000 c	b	1	a(24,000 shares)
LANDSTAR SYS INC	COM	515098 10 1	1,306,000	24,711	b	1	a(24,711 shares)
LASERSCOPE	COM	518081 10 4	1,951,000	70,820	b	1	a(70,820 shares)
LATTICE SEMICONDUCTOR CORP	COM	518415 10 4	3,677,000	524,516	b	1	a(524,516 shares)
LAUDER ESTEE COS INC	CL A	518439 10 4	878,000	18,000	b	1	a(18,000 shares)
LAUDER ESTEE COS INC	CL A	518439 10 4	615,000	12,600 c	b	1	a(12,600 shares)
LAWSON SOFTWARE INC	COM	520780 10 7	1,415,000	199,832	b	1	a(199,832 shares)
LEAR CORP	NOTE	521865 AG 0	4,319,000	8,500,000	b	1	a(8,500,000 shares)
LECROY CORP	COM	52324W 10 9	223,000	12,405	b	1	a(12,405 shares)
LEHMAN BROS HLDGS INC	COM	524908 10 0	2,483,000	33,000 c	b	1	a(33,000 shares)
LEHMAN BROS HLDGS INC	COM	524908 10 0	3,311,000	44,000 P	b	1	a(44,000 shares)
LENNAR CORP	CL A	526057 10 4	15,844,000	354,300	b	1	a(354,300 shares)
LEUCADIA NATL CORP	COM	527288 10 4	497,000	10,000 P	b	1	a(10,000 shares)
LEVEL 3 COMMUNICATIONS INC	COM	52729N 10 0	85,000	24,246	b	1	a(24,246 shares)
LEVITT CORP	CL A	52742P 10 8	2,517,000	97,700	b	1	a(97,700 shares)
LEXAR MEDIA INC	COM	52886P 10 4	3,631,000	543,536	b	1	a(543,536 shares)
LEXICON GENETICS INC	COM	528872 10 4	963,000	122,877	b	1	a(122,877 shares)
LEXMARK INTL NEW	CL A	529771 10 7	95,748,000	991,900	b	1	a(991,900 shares)
LEXMARK INTL NEW	CL A	529771 10 7	16,497,000	170,900 c	b	1	a(170,900 shares)
LEXMARK INTL NEW	CL A	529771 10 7	5,666,000	58,700 P	b	1	a(58,700 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)
LIBERTY MEDIA CORP NEW	COM SER A	530718 10 5	126,363,000	14,056,000	b	1	a(14,056,000 shares)
LIBERTY MEDIA INTL INC	COM SER A	530719 10 3	20,765,000	559,705	b	1	a(559,705 shares)
LIFEWAY FOODS INC	COM	531914 10 9	1,143,000	75,406	b	1	a(75,406 shares)
LIGAND PHARMACEUTICALS INC	CL B	53220K 20 7	966,000	55,607	b	1	a(55,607 shares)
LIGHTBRIDGE INC	COM	532226 10 7	1,424,000	254,334	b	1	a(254,334 shares)
LILLY ELI & CO	COM	532457 10 8	405,000	5,800	b	1	a(5,800 shares)
LILLY ELI & CO	COM	532457 10 8	3,321,000	47,500 c	b	1	a(47,500 shares)
LIMITED BRANDS INC	COM	532716 10 7	46,211,000	2,471,200	b	1	a(2,471,200 shares)
LIN TV CORP	CL A	532774 10 6	1,009,000	47,600	b	1	a(47,600 shares)
LINCOLN NATL CORP IND	COM	534187 10 9	7,177,000	151,900	b	1	a(151,900 shares)
LINCOLN NATL CORP IND	COM	534187 10 9	1,748,000	37,000 c	b	1	a(37,000 shares)
LINCOLN NATL CORP IND	COM	534187 10 9	709,000	15,000 P	b	1	a(15,000 shares)
LINEAR TECHNOLOGY CORP	COM	535678 10 6	46,375,000	1,174,953	b	1	a(1,174,953 shares)
LINENS N THINGS INC	COM	535679 10 4	9,013,000	307,500	b	1	a(307,500 shares)
LINKTONE LTD	ADR	535925 10 1	377,000	34,340	b	1	a(34,340 shares)
LIQUIDMETAL TECHNOLOGIES INC	COM	53634X 10 0	326,000	229,526	b	1	a(229,526 shares)
LITHIA MTRS INC	CL A	536797 10 3	2,255,000	91,000	b	1	a(91,000 shares)
LOCKHEED MARTIN CORP	COM	539830 10 9	12,629,000	242,500	b	1	a(242,500 shares)
LOEWS CORP	CAROLNA GP STK	540424 20 7	21,084,000	858,800	b	1	a(858,800 shares)
LOEWS CORP	COM	540424 10 8	14,564,000	242,900	b	1	a(242,900 shares)
LOEWS CORP	COM	540424 10 8	2,039,000	34,000 c	b	1	a(34,000 shares)
LOEWS CORP	COM	540424 10 8	2,398,000	40,000 P	b	1	a(40,000 shares)
LOGITECH INTERNATIONAL S A	SPONSORED ADR	541419 10 7	250,000	5,473	b	1	a(5,473 shares)
LONGVIEW FIBRE CO	COM	543213 10 2	245,000	16,600	b	1	a(16,600 shares)
LOUISIANA PAC CORP	COM	546347 10 5	25,272,000	1,068,600	b	1	a(1,068,600 shares)
LOWES COS INC	COM	548661 10 7	7,457,000	141,900	b	1	a(141,900 shares)
LOWES COS INC	COM	548661 10 7	315,000	6,000 c	b	1	a(6,000 shares)
LUCENT TECHNOLOGIES INC	COM	549463 10 7	95,000	25,000	b	1	a(25,000 shares)

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Page Total

355,935,000

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)
LYDALL INC DEL	COM	550819 10 6	873,000	89,400	b	1	a(89,400 shares)
LYONDELL CHEMICAL CO	COM	552078 10 7	1,666,000	95,800	b	1	a(95,800 shares)
MAF BANCORP INC	COM	55261R 10 8	1,116,000	26,148	b	1	a(26,148 shares)
MBIA INC	COM	55262C 10 0	14,309,000	250,500	b	1	a(250,500 shares)
MBNA CORP	COM	55262L 10 0	15,802,000	612,700	b	1	a(612,700 shares)
MB FINANCIAL INC NEW	COM	55264U 10 8	662,000	17,979	b	1	a(17,979 shares)
M D C HLDGS INC	COM	552676 10 8	1,968,000	30,942	b	1	a(30,942 shares)
MDU RES GROUP INC	COM	552690 10 9	1,967,000	81,850	b	1	a(81,850 shares)
MGIC INVT CORP WIS	COM	552848 10 3	3,793,000	50,000	b	1	a(50,000 shares)
MGIC INVT CORP WIS	COM	552848 10 3	3,034,000	40,000 C	b	1	a(40,000 shares)
MGI PHARMA INC	COM	552880 10 6	11,012,000	407,702	b	1	a(407,702 shares)
MGI PHARMA INC	COM	552880 10 6	2,053,000	76,000 C	b	1	a(76,000 shares)
MGI PHARMA INC	COM	552880 10 6	1,080,000	40,000 P	b	1	a(40,000 shares)
MGM MIRAGE	COM	552953 10 1	1,986,000	42,300	b	1	a(42,300 shares)
MGP INGREDIENTS INC	COM	55302G 10 3	758,000	19,586	b	1	a(19,586 shares)
MI DEVS INC	CL A SUB VTG	55304X 10 4	7,296,000	270,000	b	1	a(270,000 shares)
MPS GROUP INC	COM	553409 10 3	5,386,000	444,400	b	1	a(444,400 shares)
MSC INDL DIRECT INC	CL A	553530 10 6	4,443,000	135,300	b	1	a(135,300 shares)
MSC SOFTWARE CORP	NOTE 2.500% 5/	553531 AE 4	3,623,000	3,000,000	b	1	a(3,000,000 shares)
MTR GAMING GROUP INC	COM	553769 10 0	409,000	37,308	b	1	a(37,308 shares)
MTC TECHNOLOGIES INC	COM	55377A 10 6	217,000	8,409	b	1	a(8,409 shares)
MACDERMID INC	COM	554273 10 2	1,929,000	57,000	b	1	a(57,000 shares)
MACROVISION CORP	COM	555904 10 1	2,671,000	106,695	b	1	a(106,695 shares)
MACROMEDIA INC	COM	556100 10 5	2,427,000	98,841	b	1	a(98,841 shares)
MAGELLAN HEALTH SVCS INC	COM NEW	559079 20 7	1,660,000	49,630	b	1	a(49,630 shares)
MAGMA DESIGN AUTOMATION	COM	559181 10 2	3,544,000	184,300	b	1	a(184,300 shares)
MAGMA DESIGN AUTOMATION	COM	559181 10 2	1,511,000	78,600 C	b	1	a(78,600 shares)
MAGNA INTL INC	CL A	559222 40 1	12,299,000	144,400	b	1	a(144,400 shares)

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Page Total

109,494,000

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)
MAGNUM HUNTER RES INC	COM PAR \$0.002	55972F 20 3	645,000	62,100	b	1	a(62,100 shares)
MAHANAGAR TEL NIGAM LTD	SPONS ADR 2001	559778 40 2	296,000	40,800	b	1	a(40,800 shares)
MANDALAY RESORT GROUP	COM	562567 10 7	2,629,000	38,300	b	1	a(38,300 shares)
MANDALAY RESORT GROUP	COM	562567 10 7	3,569,000	52,000	c	1	a(52,000 shares)
MANITOWOC INC	COM	563571 10 8	2,911,000	86,000	b	1	a(86,000 shares)
MANNATECH INC	COM	563771 10 4	1,314,000	136,843	b	1	a(136,843 shares)
MANOR CARE INC NEW	COM	564055 10 1	4,101,000	125,500	b	1	a(125,500 shares)
MANPOWER INC	COM	56418H 10 0	3,002,000	59,138	b	1	a(59,138 shares)
MANUGISTICS GROUP INC	COM	565011 10 3	4,054,000	1,228,488	b	1	a(1,228,488 shares)
MANULIFE FINL CORP	COM	56501R 10 6	54,584,000	1,347,734	b	1	a(1,347,734 shares)
MAPINFO CORP	COM	565105 10 3	606,000	57,171	b	1	a(57,171 shares)
MARATHON OIL CORP	COM	565849 10 6	16,529,000	436,800	b	1	a(436,800 shares)
MARCUS CORP	COM	566330 10 6	495,000	28,700	b	1	a(28,700 shares)
MARINEMAX INC	COM	567908 10 8	4,259,000	148,500	b	1	a(148,500 shares)
MARKEL CORP	NOTE	570535 AC 8	8,828,000	25,000,000	b	1	a(25,000,000 shares)
MARTEK BIOSCIENCES CORP	COM	572901 10 6	2,724,000	48,500	c	1	a(48,500 shares)
MARTEK BIOSCIENCES CORP	COM	572901 10 6	1,545,000	27,500	P	1	a(27,500 shares)
MARTHA STEWART LIVING OMNIME	CL A	573083 10 2	337,000	37,400	b	1	a(37,400 shares)
MARTIN MARIETTA MATLS INC	COM	573284 10 6	692,000	15,600	b	1	a(15,600 shares)
MARVEL ENTERPRISES INC	COM	57383M 10 8	313,000	16,050	b	1	a(16,050 shares)
MASTEC INC	COM	576323 10 9	3,609,000	664,600	b	1	a(664,600 shares)
MATRIX INITIATIVES INC	COM	57685L 10 5	543,000	53,244	b	1	a(53,244 shares)
MATSUSHITA ELEC INDL	ADR	576879 20 9	721,000	50,200	b	1	a(50,200 shares)
MATTEL INC	COM	577081 10 2	17,792,000	974,900	b	1	a(974,900 shares)
MAXTOR CORP	COM NEW	577729 20 5	4,575,000	690,100	b	1	a(690,100 shares)
MAXIM INTEGRATED PRODS INC	COM	57772K 10 1	242,000	4,625	b	1	a(4,625 shares)
MAXWELL SHOE INC	CL A	577766 10 8	850,000	36,584	b	1	a(36,584 shares)
MAXYGEN INC	COM	577776 10 7	118,000	11,182	b	1	a(11,182 shares)

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Page Total

141,883,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
MCDATA CORP	CL A	580031 20 1	5,549,000	1,031,421	b	1	a(1,031,421 shares)
MCDATA CORP	CL B	580031 10 2	322,000	63,089	b	1	a(63,089 shares)
MCDERMOTT INTL INC	COM	580037 10 9	131,000	12,900	b	1	a(12,900 shares)
MCDONALDS CORP	COM	580135 10 1	101,748,000	3,913,400	b	1	a(3,913,400 shares)
MCGRAW HILL COS INC	COM	580645 10 9	30,268,000	395,300	b	1	a(395,300 shares)
MCGRAW HILL COS INC	COM	580645 10 9	842,000	11,000 c	b	1	a(11,000 shares)
MCGRAW HILL COS INC	COM	580645 10 9	3,407,000	44,500 P	b	1	a(44,500 shares)
MCKESSON CORP	COM	58155Q 10 3	1,202,000	35,000 c	b	1	a(35,000 shares)
MEASUREMENT SPECIALTIES INC	COM	583421 10 2	1,644,000	76,100	b	1	a(76,100 shares)
MEDALLION FINL CORP	COM	583928 10 6	563,000	70,866	b	1	a(70,866 shares)
MEDCO HEALTH SOLUTIONS INC	COM	58405U 10 2	36,164,000	964,374	b	1	a(964,374 shares)
MEDCO HEALTH SOLUTIONS INC	COM	58405U 10 2	9,375,000	250,000 c	b	1	a(250,000 shares)
MEDCO HEALTH SOLUTIONS INC	COM	58405U 10 2	251,000	6,700 P	b	1	a(6,700 shares)
MEDIACOM COMMUNICATIONS CORP	NOTE 5.250% 7/	58446K AA 3	2,378,000	2,500,000	b	1	a(2,500,000 shares)
MEDICAL STAFFING NETWK HLDGS	COM	58463F 10 4	355,000	55,200	b	1	a(55,200 shares)
MEDICIS PHARMACEUTICAL CORP	CL A NEW	584690 30 9	3,320,000	83,100	b	1	a(83,100 shares)
MEDIMMUNE INC	COM	584699 10 2	19,067,000	815,190	b	1	a(815,190 shares)
MEDIFAST INC	COM	58470H 10 1	82,000	15,500	b	1	a(15,500 shares)
MEDTRONIC INC	COM	585055 10 6	4,019,000	82,500 c	b	1	a(82,500 shares)
MEDTRONIC INC	DBCV 1.250% 9/	585055 AB 2	9,643,000	9,500,000	b	1	a(9,500,000 shares)
MEMORY PHARMACEUTICALS CORP	COM	58606R 40 3	173,000	19,016	b	1	a(19,016 shares)
MERCK & CO INC	COM	589331 10 7	10,968,000	230,900	b	1	a(230,900 shares)
MERCURY INTERACTIVE CORP	NOTE 5/	589405 AD 1	11,138,000	10,000,000	b	1	a(10,000,000 shares)
MERCURY INTERACTIVE CORP	NOTE 4.750% 7/	589405 AB 5	28,045,000	28,400,000	b	1	a(28,400,000 shares)
MEREDITH CORP	COM	589433 10 1	4,029,000	73,300	b	1	a(73,300 shares)
MERIDIAN BIOSCIENCE INC	COM	589584 10 1	278,000	25,078	b	1	a(25,078 shares)
MERIDIAN RESOURCE CORP	COM	58977Q 10 9	4,646,000	669,400	b	1	a(669,400 shares)
MERIT MED SYS INC	COM	589889 10 4	980,000	61,511	b	1	a(61,511 shares)

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Page Total

290,587,000

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)
MERITAGE CORP	COM	59001A 10 2	2,821,000	41,000 C	b	1	a(41,000 shares)
MERITAGE CORP	COM	59001A 10 2	344,000	5,000 P	b	1	a(5,000 shares)
MERRILL LYNCH & CO INC	COM	590188 10 8	19,498,000	361,200 C	b	1	a(361,200 shares)
MERRILL LYNCH & CO INC	FRNT 3/	590188 A7 3	30,338,000	30,000,000	b	1	a(30,000,000 shares)
MERRILL LYNCH & CO INC	NOTE 5/	590188 A6 5	13,680,000	25,000,000	b	1	a(25,000,000 shares)
MESA AIR GROUP INC	NOTE 2.482% 6/	590479 AB 7	2,241,000	5,000,000	b	1	a(5,000,000 shares)
METAL MGMT INC	COM NEW	591097 20 9	614,000	31,004	b	1	a(31,004 shares)
METHANEX CORP	COM	59151K 10 8	2,940,000	221,690	b	1	a(221,690 shares)
METRO GOLDWYN MAYER INC	COM	591610 10 0	144,000	11,900	b	1	a(11,900 shares)
METRO ONE TELECOMMUNICATIONS	COM	59163F 10 5	176,000	119,943	b	1	a(119,943 shares)
METROLOGIC INSTRS INC	COM	591676 10 1	471,000	23,631	b	1	a(23,631 shares)
MICREL INC	COM	594793 10 1	18,040,000	1,484,794	b	1	a(1,484,794 shares)
MICROS SYS INC	COM	594901 10 0	957,000	19,959	b	1	a(19,959 shares)
MICROSOFT CORP	COM	594918 10 4	32,947,000	1,153,595	b	1	a(1,153,595 shares)
MICROSOFT CORP	COM	594918 10 4	4,447,000	155,700 C	b	1	a(155,700 shares)
MICROSOFT CORP	COM	594918 10 4	6,569,000	230,000 P	b	1	a(230,000 shares)
MICROVISION INC WASH	COM	594960 10 6	93,000	11,100	b	1	a(11,100 shares)
MICROSTRATEGY INC	CL A NEW	594972 40 8	7,947,000	186,121	b	1	a(186,121 shares)
MICROMUSE INC	COM	595094 10 3	2,351,000	351,359	b	1	a(351,359 shares)
MICRON TECHNOLOGY INC	COM	595112 10 3	22,648,000	1,479,300	b	1	a(1,479,300 shares)
MICROSEMI CORP	COM	595137 10 0	1,421,000	100,000 C	b	1	a(100,000 shares)
MICROSEMI CORP	COM	595137 10 0	1,137,000	80,000 P	b	1	a(80,000 shares)
MIDDLEBY CORP	COM	596278 10 1	4,854,000	88,875	b	1	a(88,875 shares)
MILLENNIUM PHARMACEUTICALS I	COM	599902 10 3	25,499,000	1,847,774	b	1	a(1,847,774 shares)
MILLER HERMAN INC	COM	600544 10 0	6,408,000	221,415	b	1	a(221,415 shares)
MILLIPORE CORP	COM	601073 10 9	265,000	4,700	b	1	a(4,700 shares)
MILLIPORE CORP	COM	601073 10 9	1,353,000	24,000 C	b	1	a(24,000 shares)
MILLIPORE CORP	COM	601073 10 9	225,000	4,000 P	b	1	a(4,000 shares)

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Page Total

210,428,000

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)
MINDSPEED TECHNOLOGIES INC	COM	602682 10 6	3,366,000	678,591	b	1	a(678,591 shares)
MINE SAFETY APPLIANCES CO	COM	602720 10 4	576,000	17,100	b	1	a(17,100 shares)
MIPS TECHNOLOGIES INC	COM	604567 10 7	1,225,000	200,121	b	1	a(200,121 shares)
MITSUBISHI TOKYO FINL GROUP	SPONSORED ADR	606816 10 6	2,313,000	246,900	b	1	a(246,900 shares)
MOBIUS MGMT SYSTEMS INC	COM	606925 10 5	71,000	11,738	b	1	a(11,738 shares)
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409 10 9	2,721,000	22,300	b	1	a(22,300 shares)
MOBILITY ELECTRONICS INC	COM	607410 10 1	421,000	50,000 C	b	1	a(50,000 shares)
MODEM MEDIA INC	CL A	607533 10 6	632,000	120,888	b	1	a(120,888 shares)
MOHAWK INDS INC	COM	608190 10 4	1,467,000	20,000 C	b	1	a(20,000 shares)
MOHAWK INDS INC	COM	608190 10 4	1,467,000	20,000 P	b	1	a(20,000 shares)
MOLECULAR DEVICES CORP	COM	60851C 10 7	834,000	46,890	b	1	a(46,890 shares)
MOLEX INC	CL A	608554 20 0	311,000	11,400	b	1	a(11,400 shares)
MONACO COACH CORP	COM	60886R 10 3	12,372,000	439,200	b	1	a(439,200 shares)
MONSANTO CO NEW	COM	61166W 10 1	70,580,000	1,833,259	b	1	a(1,833,259 shares)
MONY GROUP INC	COM	615337 10 2	10,736,000	343,000	b	1	a(343,000 shares)
MOODY'S CORP	COM	615369 10 5	39,520,000	611,200	b	1	a(611,200 shares)
MOODY'S CORP	COM	615369 10 5	5,981,000	92,500 C	b	1	a(92,500 shares)
MOODY'S CORP	COM	615369 10 5	7,307,000	113,000 P	b	1	a(113,000 shares)
MORGAN STANLEY	COM NEW	617446 44 8	23,303,000	441,600	b	1	a(441,600 shares)
MOTHERS WK INC	COM	619903 10 7	435,000	21,113	b	1	a(21,113 shares)
MOTOROLA INC	COM	620076 10 9	15,075,000	826,000	b	1	a(826,000 shares)
MYRIAD GENETICS INC	COM	62855J 10 4	1,321,000	88,548	b	1	a(88,548 shares)
MYOGEN INC	COM	62856E 10 4	944,000	121,909	b	1	a(121,909 shares)
NBTY INC	COM	628782 10 4	3,865,000	131,500	b	1	a(131,500 shares)
NBTY INC	COM	628782 10 4	735,000	25,000 C	b	1	a(25,000 shares)
NCI BUILDING SYS INC	COM	628852 10 5	7,451,000	228,900	b	1	a(228,900 shares)
NCR CORP NEW	COM	62886E 10 8	645,000	13,000 C	b	1	a(13,000 shares)
NCR CORP NEW	COM	62886E 10 8	620,000	12,500 P	b	1	a(12,500 shares)

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Page Total

216,294,000

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)
NDS GROUP PLC	SPONSORED ADR	628891 10 3	434,000	17,067	b	1	a(17,067 shares)
NWS COMMUNICATIONS CORP	COM	629248 10 5	1,365,000	184,980	b	1	a(184,980 shares)
NPS PHARMACEUTICALS INC	COM	62936P 10 3	10,158,000	483,726	b	1	a(483,726 shares)
NRG ENERGY INC	COM NEW	629377 50 8	8,966,000	361,533	b	1	a(361,533 shares)
NTL INC DEL	COM	62940M 10 4	38,609,000	670,054	b	1	a(670,054 shares)
NTL INC DEL	COM	62940M 10 4	4,322,000	75,000 c	b	1	a(75,000 shares)
NTL INC DEL	COM	62940M 10 4	1,152,000	20,000 P	b	1	a(20,000 shares)
NTT DOCOMO INC	SPONS ADR	62942M 20 1	246,000	13,600	b	1	a(13,600 shares)
NUI CORP	COM	629431 10 7	185,000	12,700	b	1	a(12,700 shares)
NVR INC	COM	62944T 10 5	35,395,000	73,100	b	1	a(73,100 shares)
NANOPHASE TECHNOLOGIES CORP	COM	630079 10 1	131,000	17,530	b	1	a(17,530 shares)
NASH FINCH CO	COM	631158 10 2	2,965,000	118,448	b	1	a(118,448 shares)
NATIONAL AUSTRALIA BK LTD	SPONSORED ADR	632525 40 8	407,000	3,900	b	1	a(3,900 shares)
NATIONAL CITY CORP	COM	635405 10 3	62,766,000	1,792,800	b	1	a(1,792,800 shares)
NATIONAL FINL PARTNERS CORP	COM	63607P 20 8	3,897,000	110,500	b	1	a(110,500 shares)
NATIONAL FUEL GAS CO N J	COM	636180 10 1	573,000	22,900	b	1	a(22,900 shares)
NATIONAL MED HEALTH CARD SYS	COM NEW	636918 30 2	1,401,000	52,056	b	1	a(52,056 shares)
NATIONAL PROCESSING INC	COM	637229 10 5	2,455,000	85,400	b	1	a(85,400 shares)
NATIONAL SEMICONDUCTOR CORP	COM	637640 10 3	61,440,000	2,794,000	b	1	a(2,794,000 shares)
NATIONAL SEMICONDUCTOR CORP	COM	637640 10 3	383,000	17,400 c	b	1	a(17,400 shares)
NATIONWIDE FINL SVCS INC	CL A	638612 10 1	316,000	8,400	b	1	a(8,400 shares)
NAVIGATORS GROUP INC	COM	638904 10 2	937,000	32,446	b	1	a(32,446 shares)
NATURES SUNSHINE PRODUCTS IN	COM	639027 10 1	169,000	11,886	b	1	a(11,886 shares)
NATUZZI S P A	ADR	63905A 10 1	1,106,000	103,000	b	1	a(103,000 shares)
NAVISTAR INTL CORP NEW	COM	63934E 10 8	6,581,000	169,800	b	1	a(169,800 shares)
NAVIGANT CONSULTING INC	COM	63935N 10 7	2,963,000	138,200	b	1	a(138,200 shares)
NDCEALTH CORP	COM	639480 10 2	232,000	10,000 c	b	1	a(10,000 shares)
NEIGHBORCARE INC	COM	64015Y 10 4	11,574,000	369,415	b	1	a(369,415 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)
NEKTAR THERAPEUTICS	COM	640268 10 8	798,000	40,000 C	b	1	a(40,000 shares)
NEKTAR THERAPEUTICS	COM	640268 10 8	998,000	50,000 P	b	1	a(50,000 shares)
NELNET INC	CL A	64031N 10 8	1,926,000	108,500	b	1	a(108,500 shares)
NELSON THOMAS INC	COM	640376 10 9	1,358,000	59,700	b	1	a(59,700 shares)
NEOFORMA COM INC	COM NEW	640475 50 5	558,000	45,944	b	1	a(45,944 shares)
NEOSE TECHNOLOGIES INC	COM	640522 10 8	765,000	91,799	b	1	a(91,799 shares)
NEOWARE SYS INC	COM	64065P 10 2	634,000	76,719	b	1	a(76,719 shares)
NEOPHARM INC	COM	640919 10 6	1,768,000	171,151	b	1	a(171,151 shares)
NEOPHARM INC	COM	640919 10 6	351,000	34,000 C	b	1	a(34,000 shares)
NETFLIX COM INC	COM	64110L 10 6	28,058,000	779,396	b	1	a(779,396 shares)
NETFLIX COM INC	COM	64110L 10 6	20,233,000	562,800 C	b	1	a(562,800 shares)
NETFLIX COM INC	COM	64110L 10 6	2,729,000	75,900 P	b	1	a(75,900 shares)
NETEASE COM INC	SPONSORED ADR	64110W 10 2	6,383,000	154,409	b	1	a(154,409 shares)
NETEASE COM INC	SPONSORED ADR	64110W 10 2	6,624,000	160,300 C	b	1	a(160,300 shares)
NETEASE COM INC	SPONSORED ADR	64110W 10 2	826,000	20,000 P	b	1	a(20,000 shares)
NETGEAR INC	COM	64111Q 10 4	859,000	79,932	b	1	a(79,932 shares)
NETOPIA INC	COM	64114K 10 4	1,193,000	180,826	b	1	a(180,826 shares)
NETIQ CORP	COM	64115P 10 2	5,947,000	450,510	b	1	a(450,510 shares)
NETWORK ENGINES INC	COM	64121A 10 7	1,512,000	551,998	b	1	a(551,998 shares)
NEUROGEN CORP	COM	64124E 10 6	255,000	34,101	b	1	a(34,101 shares)
NEUROCRINE BIOSCIENCES INC	COM	64125C 10 9	207,000	4,000 C	b	1	a(4,000 shares)
NEVADA GOLD & CASINOS INC	COM NEW	64126Q 20 6	1,571,000	116,800	b	1	a(116,800 shares)
NEW JERSEY RES	COM	646025 10 6	1,680,000	40,400	b	1	a(40,400 shares)
NEW YORK CMNTY BANCORP INC	COM	649445 10 3	50,343,000	2,564,610	b	1	a(2,564,610 shares)
NEWALLIANCE BANCSHARES INC	COM	650203 10 2	3,102,000	222,198	b	1	a(222,198 shares)
NEWFIELD EXPL CO	COM	651290 10 8	2,018,000	36,206	b	1	a(36,206 shares)
NEWMONT MINING CORP	COM	651639 10 6	3,504,000	90,400 C	b	1	a(90,400 shares)
NEWMONT MINING.CORP	COM	651639 10 6	5,884,000	151,800 P	b	1	a(151,800 shares)

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Page Total

152,084,000

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)
NEWS CORP LTD	ADR NEW	652487 70 3	762,000	21,500	b	1	a(21,500 shares)
NEWS CORP LTD	SP ADR PFD	652487 80 2	32,965,000	1,002,596	b	1	a(1,002,596 shares)
NEXTEL COMMUNICATIONS INC	CL A	65332V 10 3	65,770,000	2,467,000 C	b	1	a(2,467,000 shares)
NEXTEL COMMUNICATIONS INC	CL A	65332V 10 3	16,204,000	607,800 P	b	1	a(607,800 shares)
NICOR INC	COM	654086 10 7	1,454,000	42,800	b	1	a(42,800 shares)
NIKE INC	CL B	654106 10 3	55,055,000	726,800	b	1	a(726,800 shares)
NIKE INC	CL B	654106 10 3	4,015,000	53,000 C	b	1	a(53,000 shares)
NIKE INC	CL B	654106 10 3	2,219,000	29,300 P	b	1	a(29,300 shares)
NOKIA CORP	SPONSORED ADR	654902 20 4	48,334,000	3,324,200	b	1	a(3,324,200 shares)
NOBLE ENERGY INC	COM	655044 10 5	2,688,000	52,700	b	1	a(52,700 shares)
NOMURA HDGS INC	SPONSORED ADR	65535H 20 8	733,000	49,000	b	1	a(49,000 shares)
NORDSON CORP	COM	655663 10 2	3,687,000	85,010	b	1	a(85,010 shares)
NORDSTROM INC	COM	655664 10 0	1,031,000	24,200	b	1	a(24,200 shares)
NORDSTROM INC	COM	655664 10 0	2,557,000	60,000 P	b	1	a(60,000 shares)
NORFOLK SOUTHERN CORP	COM	655844 10 8	32,169,000	1,213,000	b	1	a(1,213,000 shares)
NORTEL NETWORKS CORP NEW	COM	656568 10 2	311,000	61,874	b	1	a(61,874 shares)
NORTEL NETWORKS CORP NEW	NOTE 4.250% 9/	656568 AB 8	34,549,000	36,035,000	b	1	a(36,035,000 shares)
NORTH AMERN PALLADIUM LTD	COM	656912 10 2	1,701,000	194,400	b	1	a(194,400 shares)
NORTHEAST UTILS	COM	664397 10 6	7,998,000	410,800	b	1	a(410,800 shares)
NORTHERN TR CORP	COM	665859 10 4	341,000	8,060	b	1	a(8,060 shares)
NORTHFIELD LABS INC	COM	666135 10 8	844,000	59,169	b	1	a(59,169 shares)
NORTHROP GRUMMAN CORP	COM	666807 10 2	27,408,000	510,400	b	1	a(510,400 shares)
NORTHROP GRUMMAN CORP	COM	666807 10 2	13,532,000	252,000 C	b	1	a(252,000 shares)
NORTHROP GRUMMAN CORP	COM	666807 10 2	3,222,000	60,000 P	b	1	a(60,000 shares)
NORTHWEST AIRLS CORP	CL A	667280 10 1	6,228,000	560,100	b	1	a(560,100 shares)
NOVARTIS A G	SPONSORED ADR	66987V 10 9	14,147,000	317,900	b	1	a(317,900 shares)
NOVELL INC	COM	670006 10 5	25,474,000	3,036,209	b	1	a(3,036,209 shares)
NOVELLUS SYS INC	COM	670008 10 1	35,042,000	1,114,571	b	1	a(1,114,571 shares)

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Page Total

440,440,000

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)
NOVELLUS SYS INC	COM	670008 10 1	3,144,000	100,000 P	b	1	a(100,000 shares)
NOVEN PHARMACEUTICALS INC	COM	670009 10 9	4,582,000	208,094	b	1	a(208,094 shares)
NOVEN PHARMACEUTICALS INC	COM	670009 10 9	661,000	30,000 C	b	1	a(30,000 shares)
NOVOSTE CORP	COM	67010C 10 0	287,000	104,732	b	1	a(104,732 shares)
NSTAR	COM	67019E 10 7	4,841,000	101,100	b	1	a(101,100 shares)
NUCOR CORP	COM	670346 10 5	960,000	12,500	b	1	a(12,500 shares)
NUCOR CORP	COM	670346 10 5	3,454,000	45,000 C	b	1	a(45,000 shares)
NUTRACEUTICAL INTL CORP	COM	67060Y 10 1	2,608,000	122,362	b	1	a(122,362 shares)
NVIDIA CORP	COM	67066G 10 4	43,409,000	2,120,612	b	1	a(2,120,612 shares)
NUVASIVE INC	COM	670704 10 5	365,000	33,312	b	1	a(33,312 shares)
NYFIX INC	COM	670712 10 8	844,000	172,643	b	1	a(172,643 shares)
NUVELO INC	COM NEW	67072M 30 1	187,000	19,430	b	1	a(19,430 shares)
OM GROUP INC	COM	670872 10 0	11,755,000	356,100	b	1	a(356,100 shares)
NUVEEN INVTs INC	CL A	67090F 10 6	1,450,000	54,100	b	1	a(54,100 shares)
OSI PHARMACEUTICALS INC	COM	671040 10 3	47,292,000	671,385	b	1	a(671,385 shares)
OSI PHARMACEUTICALS INC	COM	671040 10 3	11,144,000	158,200 C	b	1	a(158,200 shares)
OCCIDENTAL PETE CORP DEL	COM	674599 10 5	32,386,000	669,000	b	1	a(669,000 shares)
OCEANEERING INTL INC	COM	675232 10 2	1,212,000	35,400	b	1	a(35,400 shares)
OCULAR SCIENCES INC	COM	675744 10 6	1,831,000	48,190	b	1	a(48,190 shares)
ODYSSEY MARINE EXPLORATION I	COM	676118 10 2	138,000	45,700	b	1	a(45,700 shares)
ODYSSEY HEALTHCARE INC	COM	67611V 10 1	348,000	18,500 C	b	1	a(18,500 shares)
ODYSSEY RE HLDGS CORP	DBC 4.375% 6/	67612W AB 4	4,764,000	3,905,000	b	1	a(3,905,000 shares)
OFFICE DEPOT INC	COM	676220 10 6	2,543,000	142,000	b	1	a(142,000 shares)
OFFICE DEPOT INC	COM	676220 10 6	627,000	35,000 C	b	1	a(35,000 shares)
OFFSHORE LOGISTICS INC	COM	676255 10 2	830,000	29,500	b	1	a(29,500 shares)
OHIO CAS CORP	NOTE 5.000% 3/	677240 AC 7	5,799,000	5,500,000	b	1	a(5,500,000 shares)
OLD DOMINION FGHT LINES INC	COM	679580 10 0	488,000	16,553	b	1	a(16,553 shares)
OLD REP INTL CORP	COM	680223 10 4	29,276,000	1,234,250	b	1	a(1,234,250 shares)

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217,225,000

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)
OMNICARE INC	COM	681904 10 8	3,356,000	78,400	b	1	a(78,400 shares)
OMNICO GROUP INC	COM	681919 10 6	653,000	8,600	b	1	a(8,600 shares)
OMNICO GROUP INC	COM	681919 10 6	4,933,000	65,000 C	b	1	a(65,000 shares)
OMNICO GROUP INC	COM	681919 10 6	2,345,000	30,900 P	b	1	a(30,900 shares)
OMNICO GROUP INC	NOTE	681919 AK 2	24,898,000	25,000,000	b	1	a(25,000,000 shares)
OMNICO GROUP INC	NOTE	681919 AM 8	27,595,000	27,500,000	b	1	a(27,500,000 shares)
OMNI ENERGY SERVICES	COM NEW	68210T 20 8	566,000	112,547	b	1	a(112,547 shares)
OMNIVISION TECHNOLOGIES INC	COM	682128 10 3	179,000	11,200 C	b	1	a(11,200 shares)
ON ASSIGNMENT INC	COM	682159 10 8	278,000	47,099	b	1	a(47,099 shares)
ON SEMICONDUCTOR CORP	COM	682189 10 5	3,995,000	795,889	b	1	a(795,889 shares)
1 800 FLOWERS COM	CL A	68243Q 10 6	2,162,000	265,621	b	1	a(265,621 shares)
ONEOK INC NEW	COM	682680 10 3	11,971,000	544,400	b	1	a(544,400 shares)
ONYX PHARMACEUTICALS INC	COM	683399 10 9	12,602,000	297,486	b	1	a(297,486 shares)
ONYX PHARMACEUTICALS INC	COM	683399 10 9	6,409,000	151,300 C	b	1	a(151,300 shares)
ONYX PHARMACEUTICALS INC	COM	683399 10 9	3,842,000	90,700 P	b	1	a(90,700 shares)
OPEN JT STK CO-VIMPEL COMMUN	SPONSORED ADR	68370R 10 9	16,348,000	169,500	b	1	a(169,500 shares)
OPEN JT STK CO-VIMPEL COMMUN	SPONSORED ADR	68370R 10 9	4,823,000	50,000 C	b	1	a(50,000 shares)
OPEN JT STK CO-VIMPEL COMMUN	SPONSORED ADR	68370R 10 9	7,089,000	73,500 P	b	1	a(73,500 shares)
OPEN SOLUTIONS INC	COM	68371P 10 2	1,460,000	58,442	b	1	a(58,442 shares)
OPTICAL COMMUNICATION PRODS	CL A	68382T 10 1	36,000	15,168	b	1	a(15,168 shares)
ORACLE CORP	COM	68389X 10 5	137,038,000	11,486,824	b	1	a(11,486,824 shares)
OPTION CARE INC	COM	683948 10 3	556,000	36,406	b	1	a(36,406 shares)
ORBITAL SCIENCES CORP	COM	685564 10 6	1,642,000	118,900	b	1	a(118,900 shares)
ORBITZ INC	CL A	68556Y 10 0	3,984,000	184,293	b	1	a(184,293 shares)
ORCHID BIOSCIENCES INC	COM PAR \$0.01	68571P 50 6	343,000	44,594	b	1	a(44,594 shares)
ORTHOLOGIC CORP	COM	68750J 10 7	1,352,000	155,962	b	1	a(155,962 shares)
ORTHODONTIC CTRS AMER INC	COM	68750P 10 3	931,000	113,700	b	1	a(113,700 shares)
OSCIENT PHARMACEUTICALS CORP	COM	68812R 10 5	3,488,000	682,564	b	1	a(682,564 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)
OSTEOTECH INC	COM	688582 10 5	702,000	108,179	b	1	a(108,179 shares)
OUTBACK STEAKHOUSE INC	COM	689899 10 2	7,006,000	169,400	b	1	a(169,400 shares)
OVERNITE CORP	COM	690322 10 2	892,000	30,338	b	1	a(30,338 shares)
OVERSEAS SHIPHOLDING GROUP I	COM	690368 10 5	4,916,000	111,400	b	1	a(111,400 shares)
OVERSTOCK COM INC DEL	COM	690370 10 1	8,634,000	220,768	b	1	a(220,768 shares)
OVERSTOCK COM INC DEL	COM	690370 10 1	2,657,000	68,000 c	b	1	a(68,000 shares)
OWENS & MINOR INC NEW	COM	690732 10 2	1,417,000	54,700	b	1	a(54,700 shares)
OWENS ILL INC	PFD CONV 5.01	690768 50 2	1,388,000	41,300	b	1	a(41,300 shares)
OXFORD HEALTH PLANS INC	COM	691471 10 6	47,648,000	865,700	b	1	a(865,700 shares)
OXFORD HEALTH PLANS INC	COM	691471 10 6	10,430,000	189,500 c	b	1	a(189,500 shares)
OXFORD INDS INC	COM	691497 30 9	749,000	17,200	b	1	a(17,200 shares)
OXIGENE INC	COM	691828 10 7	1,228,000	194,930	b	1	a(194,930 shares)
PC MALL INC	COM	69323K 10 0	773,000	40,958	b	1	a(40,958 shares)
PC-TEL INC	COM	69325Q 10 5	1,186,000	100,471	b	1	a(100,471 shares)
PDI INC	COM	69329V 10 0	1,928,000	63,466	b	1	a(63,466 shares)
PG&E CORP	COM	69331C 10 8	18,787,000	672,400	b	1	a(672,400 shares)
P F CHANGS CHINA BISTRO INC	COM	69333Y 10 8	2,738,000	66,544	b	1	a(66,544 shares)
PMC-SIERRA INC	COM	69344F 10 6	4,702,000	327,655	b	1	a(327,655 shares)
PMI GROUP INC	DBCV 2.500% 7/	69344M AE 1	37,314,000	32,500,000	b	1	a(32,500,000 shares)
POSCO	SPONSORED ADR	693483 10 9	34,415,000	1,027,000	b	1	a(1,027,000 shares)
PNM RES INC	COM	69349H 10 7	5,852,000	281,750	b	1	a(281,750 shares)
PPG INDS INC	COM	693506 10 7	6,305,000	100,900	b	1	a(100,900 shares)
PPG INDS INC	COM	693506 10 7	437,000	7,000 c	b	1	a(7,000 shares)
PRG-SCHULTZ INTERNATIONAL IN	NOTE 4.750%11/	69357C AA 5	1,493,000	1,500,000	b	1	a(1,500,000 shares)
PSS WORLD MED INC	COM	69366A 10 0	3,809,000	340,115	b	1	a(340,115 shares)
PACCAR INC	COM	693718 10 8	961,000	16,564	b	1	a(16,564 shares)
PACER INTL INC TENN	COM	69373H 10 6	4,154,000	224,566	b	1	a(224,566 shares)
PACIFIC CAP BANCORP NEW	COM	69404P 10 1	1,249,000	44,403	b	1	a(44,403 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)
PACIFIC SUNWEAR CALIF INC	COM	694873 10 0	22,145,000	1,130,429	b	1	a(1,130,429 shares)
PACIFICARE HEALTH SYS DEL	COM	695112 10 2	31,523,000	815,398	b	1	a(815,398 shares)
PACIFICARE HEALTH SYS DEL	COM	695112 10 2	14,513,000	375,400 C	b	1	a(375,400 shares)
PACIFICARE HEALTH SYS DEL	COM	695112 10 2	8,266,000	213,800 P	b	1	a(213,800 shares)
PACKAGING CORP AMER	COM	695156 10 9	4,498,000	188,200	b	1	a(188,200 shares)
PACTIV CORP	COM	695257 10 5	20,264,000	812,500	b	1	a(812,500 shares)
PAIN THERAPEUTICS INC	COM	69562K 10 0	84,000	10,400	b	1	a(10,400 shares)
PALATIN TECHNOLOGIES INC	COM NEW	696077 30 4	117,000	27,800	b	1	a(27,800 shares)
PALMONE INC	COM	69713P 10 7	590,000	16,960	b	1	a(16,960 shares)
PALMONE INC	COM	69713P 10 7	1,739,000	50,000 C	b	1	a(50,000 shares)
PALMONE INC	COM	69713P 10 7	695,000	20,000 P	b	1	a(20,000 shares)
PALMSOURCE INC	COM	697154 10 2	232,000	13,543	b	1	a(13,543 shares)
PAN AMERICAN SILVER CORP	COM	697900 10 8	1,292,000	98,242	b	1	a(98,242 shares)
PANAMSAT CORP NEW	COM	697933 10 9	232,000	10,000 C	b	1	a(10,000 shares)
PANTRY INC	COM	698657 10 3	2,457,000	112,723	b	1	a(112,723 shares)
PAPA JOHNS INTL INC	COM	698813 10 2	1,436,000	48,626	b	1	a(48,626 shares)
PAR PHARMACEUTICAL COS INC	COM	69888P 10 6	11,785,000	334,700	b	1	a(334,700 shares)
PAR PHARMACEUTICAL COS INC	COM	69888P 10 6	8,134,000	231,000 C	b	1	a(231,000 shares)
PARAMETRIC TECHNOLOGY CORP	COM	699173 10 0	1,948,000	389,564	b	1	a(389,564 shares)
PARKER DRILLING CO	COM	701081 10 1	2,010,000	526,100	b	1	a(526,100 shares)
PARKER HANNIFIN CORP	COM	701094 10 4	1,255,000	21,100	b	1	a(21,100 shares)
PATINA OIL & GAS CORP	COM	703224 10 5	3,587,000	120,100	b	1	a(120,100 shares)
PATINA OIL & GAS CORP	COM	703224 10 5	1,255,000	42,000 C	b	1	a(42,000 shares)
PATINA OIL & GAS CORP	COM	703224 10 5	3,525,000	118,000 P	b	1	a(118,000 shares)
PATHMARK STORES INC NEW	COM	70322A 10 1	835,000	109,583	b	1	a(109,583 shares)
PATTERSON DENTAL CO	COM	703412 10 6	4,513,000	59,000 C	b	1	a(59,000 shares)
PATTERSON DENTAL CO	COM	703412 10 6	4,704,000	61,500 P	b	1	a(61,500 shares)
PATTERSON UTI ENERGY INC	COM	703481 10 1	16,910,000	506,131	b	1	a(506,131 shares)

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170,544,000

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)
PAYCHEX INC	COM	704326 10 7	10,171,000	300,196	b	1	a(300,196 shares)
PAYLESS SHOESOURCE INC	COM	704379 10 6	5,099,000	342,000	b	1	a(342,000 shares)
PEABODY ENERGY CORP	COM	704549 10 4	1,960,000	35,000 c	b	1	a(35,000 shares)
PEABODY ENERGY CORP	COM	704549 10 4	840,000	15,000 P	b	1	a(15,000 shares)
PEDIATRIX MED GROUP	COM	705324 10 1	2,235,000	32,000 c	b	1	a(32,000 shares)
PEMSTAR INC	COM	706552 10 6	239,000	102,896	b	1	a(102,896 shares)
PENN-AMER GROUP INC	COM	707247 10 2	171,000	12,200	b	1	a(12,200 shares)
PENN NATL GAMING INC	COM	707569 10 9	15,220,000	458,446	b	1	a(458,446 shares)
PENN VA CORP	COM	707882 10 6	701,000	19,400	b	1	a(19,400 shares)
PENNEY J C INC	COM	708160 10 6	8,285,000	219,400	b	1	a(219,400 shares)
PENNEY J C INC	COM	708160 10 6	13,356,000	353,700 c	b	1	a(353,700 shares)
PENNEY J C INC	COM	708160 10 6	378,000	10,000 P	b	1	a(10,000 shares)
PENTAIR INC	COM	709631 10 5	28,739,000	854,300	b	1	a(854,300 shares)
PENWEST PHARMACEUTICALS CO	COM	709754 10 5	231,000	18,000	b	1	a(18,000 shares)
PEOPLESOFT INC	COM	712713 10 6	5,557,000	300,352	b	1	a(300,352 shares)
PEP BOYS MANNY MOE & JACK	COM	713278 10 9	8,475,000	334,300	b	1	a(334,300 shares)
PEPSIAMERICAS INC	COM	71343P 20 0	1,997,000	94,000	b	1	a(94,000 shares)
PEPSICO INC	COM	713448 10 8	490,000	9,100	b	1	a(9,100 shares)
PER-SE TECHNOLOGIES INC	COM NEW	713569 30 9	335,000	23,019	b	1	a(23,019 shares)
PERFORMANCE FOOD GROUP CO	COM	713755 10 6	11,984,000	451,529	b	1	a(451,529 shares)
PERFORMANCE FOOD GROUP CO	COM	713755 10 6	664,000	25,000 c	b	1	a(25,000 shares)
PERINI CORP	COM	713839 10 8	2,576,000	241,400	b	1	a(241,400 shares)
PERKINELMER INC	COM	714046 10 9	8,820,000	440,100	b	1	a(440,100 shares)
P T TELEKOMUNIKASI INDONESIA	SPONSORED ADR	715684 10 6	4,244,000	272,900	b	1	a(272,900 shares)
PETCO ANIMAL SUPPLIES	COM NEW	716016 20 9	21,658,000	672,387	b	1	a(672,387 shares)
PETROCHINA CO LTD	SPONSORED ADR	71646E 10 0	7,561,000	163,300	b	1	a(163,300 shares)
PETROBRAS ENERGIA PARTCPTNS	SP ADR B SHS	71646M 10 2	1,573,000	161,200	b	1	a(161,200 shares)
PETROKAZAKHSTAN INC	COM	71649P 10 2	9,334,000	342,900	b	1	a(342,900 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)
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V 40 8	10,215,000	363,900	b	1	a(363,900 shares)
PETSMART INC	COM	716768 10 6	5,661,000	174,454	b	1	a(174,454 shares)
PHARMACYCLICS INC	COM	716933 10 6	1,799,000	177,428	b	1	a(177,428 shares)
PFIZER INC	COM	717081 10 3	179,668,000	5,241,180	b	1	a(5,241,180 shares)
PFIZER INC	COM	717081 10 3	2,845,000	83,000 c	b	1	a(83,000 shares)
PHARMACOPEIA DRUG DISCVRY IN	COM	7171EP 10 1	476,000	83,145	b	1	a(83,145 shares)
PHELPS DODGE CORP	COM	717265 10 2	3,124,000	40,300	b	1	a(40,300 shares)
PHELPS DODGE CORP	COM	717265 10 2	16,595,000	214,100 c	b	1	a(214,100 shares)
PHELPS DODGE CORP	COM	717265 10 2	2,325,000	30,000 P	b	1	a(30,000 shares)
PHILADELPHIA CONS HLDG CORP	COM	717528 10 3	1,688,000	28,105	b	1	a(28,105 shares)
PHILIPPINE LONG DISTANCE TEL	SPON GDR PFD	718252 70 3	1,265,000	27,800	b	1	a(27,800 shares)
PHILLIPS VAN HEUSEN CORP	COM	718592 10 8	782,000	40,600	b	1	a(40,600 shares)
PHOENIX COS INC NEW	COM	7190ZE 10 9	1,665,000	135,900	b	1	a(135,900 shares)
PHOENIX TECHNOLOGY LTD	COM	719153 10 8	70,000	10,054	b	1	a(10,054 shares)
PHOTON DYNAMICS INC	COM	719364 10 1	905,000	25,800	b	1	a(25,800 shares)
PIER 1 IMPORTS INC	COM	720279 10 8	22,689,000	1,282,600	b	1	a(1,282,600 shares)
PINNACLE AIRL CORP	COM	723443 10 7	2,462,000	217,845	b	1	a(217,845 shares)
PINNACLE ENTMT INC	COM	723456 10 9	2,535,000	201,000	b	1	a(201,000 shares)
PINNACLE SYS INC	COM	723481 10 7	267,000	37,410	b	1	a(37,410 shares)
PIONEER NAT RES CO	COM	723787 10 7	33,428,000	952,900	b	1	a(952,900 shares)
PIPER JAFFRAY COS	COM	724078 10 0	872,000	19,282	b	1	a(19,282 shares)
PIPER JAFFRAY COS	COM	724078 10 0	1,212,000	26,800 P	b	1	a(26,800 shares)
PITNEY BOWES INC	COM	724479 10 0	2,912,000	65,800	b	1	a(65,800 shares)
PITNEY BOWES INC	COM	724479 10 0	2,213,000	50,000 c	b	1	a(50,000 shares)
PITNEY BOWES INC	COM	724479 10 0	1,770,000	40,000 P	b	1	a(40,000 shares)
PIXAR	COM	725811 10 3	2,780,000	40,000	b	1	a(40,000 shares)
PLACER DOME INC	COM	725906 10 1	8,052,000	483,900	b	1	a(483,900 shares)
PLAINS EXPL& PRODTN CO	COM	726505 10 0	1,890,000	103,021	b	1	a(103,021 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)
PLAINS RES INC	COM PAR \$0.10	726540 50 3	897,000	52,900	b	1	a(52,900 shares)
PLANAR SYS INC	COM	726900 10 3	159,000	11,859	b	1	a(11,859 shares)
PLANTRONICS INC NEW	COM	727493 10 8	7,372,000	175,100	b	1	a(175,100 shares)
PLATO LEARNING INC	COM	72764Y 10 0	737,000	74,378	b	1	a(74,378 shares)
PLAYBOY ENTERPRISES INC	CL B	728117 30 0	347,000	29,900	b	1	a(29,900 shares)
PLUG POWER INC	COM	72919P 10 3	249,000	33,300	b	1	a(33,300 shares)
PLUMTREE SOFTWARE INC	COM	72940Q 10 4	273,000	73,698	b	1	a(73,698 shares)
POGO PRODUCING CO	COM	730448 10 7	17,824,000	360,800	b	1	a(360,800 shares)
POLARIS INDS INC	COM	731068 10 2	26,491,000	551,900	b	1	a(551,900 shares)
POLO RALPH LAUREN CORP	CL A	731572 10 3	407,000	11,800	b	1	a(11,800 shares)
POLYCOM INC	COM	73172K 10 4	10,204,000	455,349	b	1	a(455,349 shares)
POMEROY IT SOLUTIONS INC	COM	731822 10 2	705,000	59,253	b	1	a(59,253 shares)
POPULAR INC	COM	733174 10 6	2,317,000	54,164	b	1	a(54,164 shares)
PORTAL SOFTWARE INC	COM NEW	736126 30 1	393,000	108,310	b	1	a(108,310 shares)
PORTFOLIO RECOVERY ASSOCS IN	COM	73640Q 10 5	1,452,000	52,669	b	1	a(52,669 shares)
POSSIS MEDICAL INC	COM	737407 10 6	683,000	20,000 C	b	1	a(20,000 shares)
POSSIS MEDICAL INC	COM	737407 10 6	751,000	22,000 P	b	1	a(22,000 shares)
POTASH CORP SASK INC	COM	73755L 10 7	1,060,000	11,000 C	b	1	a(11,000 shares)
POWER INTEGRATIONS INC	COM	739276 10 3	640,000	25,700	b	1	a(25,700 shares)
POZEN INC	COM	73941U 10 2	688,000	100,489	b	1	a(100,489 shares)
PRAECIS PHARMACEUTICALS INC	COM	739421 10 5	2,139,000	562,785	b	1	a(562,785 shares)
PRAXAIR INC	COM	74005P 10 4	208,000	5,200	b	1	a(5,200 shares)
PRE PAID LEGAL SVCS INC	COM	740065 10 7	200,000	8,400	b	1	a(8,400 shares)
PRECISION CASTPARTS CORP	COM	740189 10 5	13,876,000	253,730	b	1	a(253,730 shares)
PRECISION DRILLING CORP	COM	74022D 10 0	7,840,000	163,300	b	1	a(163,300 shares)
PREMCOM INC	COM	74045Q 10 4	2,464,000	65,700	b	1	a(65,700 shares)
PREMCOM INC	COM	74045Q 10 4	225,000	6,000 C	b	1	a(6,000 shares)
PRICE COMMUNICATIONS CORP	COM NEW	741437 30 5	8,902,000	603,090	b	1	a(603,090 shares)

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109,503,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
PRICELINE COM INC	COM NEW	741503 40 3	3,410,000	126,639	b	1	a(126,639 shares)
PRIDE INTL INC DEL	COM	74153Q 10 2	5,766,000	337,000	b	1	a(337,000 shares)
PRIME MED SVCS INC NEW	COM	74156D 10 8	244,000	30,737	b	1	a(30,737 shares)
PRIMEDIA INC	COM	74157K 10 1	409,000	147,300	b	1	a(147,300 shares)
PRIME HOSPITALITY CORP	COM	741917 10 8	7,074,000	666,100	b	1	a(666,100 shares)
PRIORITY HEALTHCARE CORP	CL B	74264T 10 2	2,786,000	121,412	b	1	a(121,412 shares)
PROCTER & GAMBLE CO	COM	742718 10 9	99,963,000	1,836,200	b	1	a(1,836,200 shares)
PROCTER & GAMBLE CO	COM	742718 10 9	46,328,000	851,000 c	b	1	a(851,000 shares)
PROCTER & GAMBLE CO	COM	742718 10 9	53,928,000	990,600 P	b	1	a(990,600 shares)
PROGENICS PHARMACEUTICALS IN	COM	743187 10 6	449,000	26,646	b	1	a(26,646 shares)
PROGRESSIVE CORP OHIO	COM	743315 10 3	2,235,000	26,200	b	1	a(26,200 shares)
PROQUEST COMPANY	COM	74346P 10 2	447,000	16,400	b	1	a(16,400 shares)
PROTECTIVE LIFE CORP	COM	743674 10 3	5,352,000	138,400	b	1	a(138,400 shares)
PROTEIN DESIGN LABS INC	COM	74369L 10 3	6,749,000	352,781	b	1	a(352,781 shares)
PROVIDE COMM INC	COM	74373W 10 3	1,210,000	61,384	b	1	a(61,384 shares)
PROVIDENT FINL GROUP INC	COM	743866 10 5	1,076,000	27,277	b	1	a(27,277 shares)
PROVIDIAN FINL CORP	COM	74406A 10 2	4,213,000	287,200	b	1	a(287,200 shares)
PROXIM CORP	CL A	744283 10 2	2,339,000	1,975,570	b	1	a(1,975,570 shares)
PRUDENTIAL FINL INC	COM	744320 10 2	45,922,000	988,200	b	1	a(988,200 shares)
PUBLIC SVC ENTERPRISE GROUP	COM	744573 10 6	4,595,000	114,800	b	1	a(114,800 shares)
PUGET ENERGY INC NEW	COM	745310 10 2	335,000	15,300	b	1	a(15,300 shares)
PULTE HOMES INC	COM	745867 10 1	7,742,000	148,800	b	1	a(148,800 shares)
PULTE HOMES INC	COM	745867 10 1	1,145,000	22,000 c	b	1	a(22,000 shares)
QLT INC	COM	746927 10 2	599,000	30,000 c	b	1	a(30,000 shares)
QLOGIC CORP	COM	747277 10 1	24,465,000	920,100 c	b	1	a(920,100 shares)
QUALCOMM INC	COM	747525 10 3	86,965,000	1,191,624	b	1	a(1,191,624 shares)
QUALITY DISTR INC FLA	COM	74756M 10 2	1,210,000	109,683	b	1	a(109,683 shares)
QUALITY SYS INC	COM	747582 10 4	390,000	7,949	b	1	a(7,949 shares)

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Page Total

417,346,000

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)
QUANTUM FUEL SYS TECH WORLDW	COM	74765E 10 9	703,000	114,901	b	1	a(114,901 shares)
QUANTUM CORP	COM DSSG	747906 20 4	637,000	205,500	b	1	a(205,500 shares)
QUEST DIAGNOSTICS INC	COM	74834L 10 0	4,001,000	47,100 C	b	1	a(47,100 shares)
QUEST DIAGNOSTICS INC	COM	74834L 10 0	6,371,000	75,000 P	b	1	a(75,000 shares)
QUEST SOFTWARE INC	COM	74834T 10 3	613,000	47,539	b	1	a(47,539 shares)
QUESTAR CORP	COM	748356 10 2	15,224,000	394,000	b	1	a(394,000 shares)
QUICKLOGIC CORP	COM	74837P 10 8	248,000	71,153	b	1	a(71,153 shares)
QUICKSILVER RESOURCES INC	COM	74837R 10 4	6,103,000	91,000 C	b	1	a(91,000 shares)
QUICKSILVER RESOURCES INC	COM	74837R 10 4	3,219,000	48,000 P	b	1	a(48,000 shares)
QUIDEL CORP	COM	74838J 10 1	2,026,000	344,004	b	1	a(344,004 shares)
QUILMES INDL QUINSA SOCIETE	SP ADR CL B	74838Y 20 7	1,170,000	69,500	b	1	a(69,500 shares)
QUINTON CARDIOLOGY SYS INC	COM	748773 10 8	354,000	34,900	b	1	a(34,900 shares)
QUEST COMMUNICATIONS INTL IN	COM	749121 10 9	14,353,000	3,997,939	b	1	a(3,997,939 shares)
R H DONNELLEY CORP	COM NEW	74955W 30 7	14,036,000	320,900	b	1	a(320,900 shares)
RPM INTL INC	COM	749685 10 3	1,075,000	70,700	b	1	a(70,700 shares)
RF MICRODEVICES INC	COM	749941 10 0	20,980,000	2,797,344	b	1	a(2,797,344 shares)
RADIAN GROUP INC	COM	750236 10 1	1,720,000	35,900	b	1	a(35,900 shares)
RADIAN GROUP INC	DBCV 2.250% 1/	750236 AF 8	7,158,000	7,000,000	b	1	a(7,000,000 shares)
RADIO ONE INC	CL D NON VTG	75040P 40 5	2,639,000	164,864	b	1	a(164,864 shares)
RADIOSHACK CORP	COM	750438 10 3	51,059,000	1,783,400	b	1	a(1,783,400 shares)
RADYNE COMSTREAM INC	COM NEW	750611 40 2	1,145,000	142,779	b	1	a(142,779 shares)
RAILAMERICA INC	COM	750753 10 5	533,000	36,500	b	1	a(36,500 shares)
RAINDANCE COMM	COM	75086X 10 6	980,000	471,178	b	1	a(471,178 shares)
RAMBUS INC DEL	COM	750917 10 6	9,869,000	556,608	b	1	a(556,608 shares)
RAMBUS INC DEL	COM	750917 10 6	2,770,000	155,900 C	b	1	a(155,900 shares)
RALCORP HLDGS INC NEW	COM	751028 10 1	7,709,000	219,000	b	1	a(219,000 shares)
RANDGOLD RES LTD	ADR	752344 30 9	115,000	13,000	b	1	a(13,000 shares)
RANGE RES CORP	COM	75281A 10 9	2,448,000	167,700	b	1	a(167,700 shares)

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179,258,000

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)
RANDGOLD & EXPL LTD	SPON ADR NEW	753009 30 7	362,000	144,855	b	1	a(144,855 shares)
RAYONIER INC	COM	754907 10 3	562,000	12,651	b	1	a(12,651 shares)
RAYOVAC CORP	COM	755081 10 6	1,124,000	40,000 C	b	1	a(40,000 shares)
RAYOVAC CORP	COM	755081 10 6	590,000	21,000 P	b	1	a(21,000 shares)
READERS DIGEST ASSN INC	COM	755267 10 1	10,259,000	641,600	b	1	a(641,600 shares)
RED HAT INC	COM	756577 10 2	2,226,000	96,900	b	1	a(96,900 shares)
REDBACK NETWORKS INC	COM NEW	757209 50 7	69,000	10,721	b	1	a(10,721 shares)
REEBOK INTL LTD	COM	758110 10 0	5,757,000	160,000 C	b	1	a(160,000 shares)
REEBOK INTL LTD	COM	758110 10 0	3,562,000	99,000 P	b	1	a(99,000 shares)
REGAL ENTMT GROUP	CL A	758766 10 9	11,061,000	611,100	b	1	a(611,100 shares)
REGENERON PHARMACEUTICALS	COM	75886F 10 7	379,000	35,997	b	1	a(35,997 shares)
REGIS CORP MINN	COM	758932 10 7	12,106,000	271,500	b	1	a(271,500 shares)
REGIS CORP MINN	COM	758932 10 7	535,000	12,000 C	b	1	a(12,000 shares)
REGIS CORP MINN	COM	758932 10 7	2,007,000	45,000 P	b	1	a(45,000 shares)
REGIONS FINL CORP	COM	758940 10 0	439,000	12,000 C	b	1	a(12,000 shares)
REGISTER COM INC	COM	75914G 10 1	782,000	130,905	b	1	a(130,905 shares)
REINSURANCE GROUP AMER INC	COM	759351 10 9	4,028,000	99,100	b	1	a(99,100 shares)
RELANT ENERGY INC	COM	75952B 10 5	162,000	15,000 C	b	1	a(15,000 shares)
RENAISSANCE LEARNING INC	COM	75968L 10 5	355,000	15,829	b	1	a(15,829 shares)
RENOVIS INC	COM	759885 10 6	481,000	52,522	b	1	a(52,522 shares)
REPLIGEN CORP	COM	759916 10 9	313,000	127,126	b	1	a(127,126 shares)
RENAL CARE GROUP INC	COM	759930 10 0	1,150,000	34,700	b	1	a(34,700 shares)
RENT A CTR INC NEW	COM	76009N 10 0	7,919,000	264,573	b	1	a(264,573 shares)
REPUBLIC SVCS INC	COM	760759 10 0	13,955,000	482,200	b	1	a(482,200 shares)
RES-CARE INC	COM	760943 10 0	791,000	62,315	b	1	a(62,315 shares)
RESEARCH IN MOTION LTD	COM	760975 10 2	55,611,000	812,438	b	1	a(812,438 shares)
RESOURCE AMERICA INC	CL A	761195 20 5	633,000	26,809	b	1	a(26,809 shares)
RESPIRONICS INC	COM	761230 10 1	2,398,000	40,819	b	1	a(40,819 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)
RESPRONICS INC	COM	761230 10 1	411,000	7,000 C	b	1	a(7,000 shares)
RETEK INC	COM	76128Q 10 9	3,138,000	511,141	b	1	a(511,141 shares)
RETAIL VENTURES INC	COM	76128Y 10 2	330,000	42,700	b	1	a(42,700 shares)
REX STORES CORP	COM	761624 10 5	1,278,000	104,300	b	1	a(104,300 shares)
REYNOLDS & REYNOLDS CO	CL A	761695 10 5	1,721,000	74,400	b	1	a(74,400 shares)
REYNOLDS R J TOB HLDGS INC	COM	76182K 10 5	31,409,000	464,700	b	1	a(464,700 shares)
RICHARDSON ELECTRS LTD	SDCV 8.250% 6/	763165 AC 1	2,586,000	2,642,000	b	1	a(2,642,000 shares)
RITE AID CORP	COM	767754 10 4	5,637,000	1,079,800	b	1	a(1,079,800 shares)
RITE AID CORP	NOTE 4.750%12/	767754 BA 1	4,320,000	4,000,000	b	1	a(4,000,000 shares)
RIVIERA HLDGS CORP	COM	769627 10 0	3,066,000	350,000	b	1	a(350,000 shares)
ROBBINS & MYERS INC	NOTE 8.000% 1/	770196 AB 9	746,000	708,000	b	1	a(708,000 shares)
ROFIN SINAR TECHNOLOGIES INC	COM	775043 10 2	2,009,000	79,114	b	1	a(79,114 shares)
ROHM & HAAS CO	COM	775371 10 7	2,595,000	62,400	b	1	a(62,400 shares)
ROLLINS INC	COM	775711 10 4	308,000	13,400	b	1	a(13,400 shares)
ROSS STORES INC	COM	778296 10 3	37,315,000	1,394,415	b	1	a(1,394,415 shares)
ROSTECOM OPEN JT STK LNG D	SPONSORED ADR	778529 10 7	220,000	17,000	b	1	a(17,000 shares)
ROXIO INC	COM	780008 10 8	1,649,000	335,923	b	1	a(335,923 shares)
ROYAL CARIBBEAN CRUISES LTD	NOTE 2/	780153 AK 8	18,747,000	35,000,000	b	1	a(35,000,000 shares)
ROYAL CARIBBEAN CRUISES LTD	NOTE 5/	780153 AM 4	36,030,000	51,379,000	b	1	a(51,379,000 shares)
ROYAL GOLD INC	COM	780287 10 8	2,116,000	149,357	b	1	a(149,357 shares)
RUDDICK CORP	COM	781258 10 8	418,000	18,600	b	1	a(18,600 shares)
RYLAND GROUP INC	COM	783764 10 3	17,110,000	218,800	b	1	a(218,800 shares)
SBC COMMUNICATIONS INC	COM	78387G 10 3	32,565,000	1,342,900	b	1	a(1,342,900 shares)
SBA COMMUNICATIONS CORP	COM	78388J 10 6	3,194,000	717,811	b	1	a(717,811 shares)
SEI INVESTMENTS CO	COM	784117 10 3	7,069,000	243,440	b	1	a(243,440 shares)
SI INTL INC	COM	78427V 10 2	638,000	31,293	b	1	a(31,293 shares)
SLM CORP	COM	78442P 10 6	41,121,000	1,016,600	b	1	a(1,016,600 shares)
SLM CORP	COM	78442P 10 6	4,672,000	115,500 C	b	1	a(115,500 shares)

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Page Total

262,418,000

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)
SLM CORP	COM	78442P 10 6	10,760,000	266,000 P	b	1	a(266,000 shares)
SPDR TR	UNIT SER 1	78462F 10 3	19,878,000	173,520	b	1	a(173,520 shares)
SPX CORP	COM	78463S 10 4	464,000	10,000 C	b	1	a(10,000 shares)
SPX CORP	NOTE	2/ 78463S AD 6	24,255,000	38,500,000	b	1	a(38,500,000 shares)
SL CORPORATION	COM	78463B 10 1	3,660,000	368,226	b	1	a(368,226 shares)
SWS GROUP INC	COM	78503N 10 7	490,000	32,000	b	1	a(32,000 shares)
SAFECO CORP	COM	786429 10 0	4,268,000	97,000 P	b	1	a(97,000 shares)
SAFEGUARD SCIENTIFICS INC	COM	786449 10 8	1,604,000	697,600	b	1	a(697,600 shares)
SAFENET INC	COM	78645R 10 7	561,000	20,285	b	1	a(20,285 shares)
SAFENET INC	COM	78645R 10 7	581,000	21,000 C	b	1	a(21,000 shares)
SAFENET INC	COM	78645R 10 7	969,000	35,000 P	b	1	a(35,000 shares)
ST JOE CO	COM	790148 10 0	957,000	24,100	b	1	a(24,100 shares)
ST JUDE MED INC	COM	790849 10 3	31,682,000	418,800	b	1	a(418,800 shares)
SALTON INC	COM	795757 10 3	64,000	11,900	b	1	a(11,900 shares)
SANDISK CORP	COM	80004C 10 1	17,139,000	790,183	b	1	a(790,183 shares)
SANDISK CORP	COM	80004C 10 1	9,921,000	457,400 C	b	1	a(457,400 shares)
SANFILIPPO JOHN B & SON INC	COM	800422 10 7	742,000	27,777	b	1	a(27,777 shares)
SANMINA SCI CORP	COM	800907 10 7	25,041,000	2,751,773	b	1	a(2,751,773 shares)
SAP AKTIENGESELLSCHAFT	SPONSORED ADR	803054 20 4	26,156,000	625,600	b	1	a(625,600 shares)
SAVIENT PHARMACEUTICALS INC	COM	80517Q 10 0	487,000	196,522	b	1	a(196,522 shares)
SCHEIN HENRY INC	COM	806407 10 2	10,208,000	161,671	b	1	a(161,671 shares)
SCHEIN HENRY INC	COM	806407 10 2	1,894,000	30,000 C	b	1	a(30,000 shares)
SCHERING PLOUGH CORP	COM	806605 10 1	2,051,000	111,000	b	1	a(111,000 shares)
SCHLUMBERGER LTD	COM	806857 10 8	71,849,000	1,131,300	b	1	a(1,131,300 shares)
SCHNITZER STL INDS	CL A	806882 10 6	1,189,000	35,000 C	b	1	a(35,000 shares)
SCHOLASTIC CORP	COM	807066 10 5	1,425,000	47,593	b	1	a(47,593 shares)
SCHOOL SPECIALTY INC	COM	807863 10 5	323,000	8,892	b	1	a(8,892 shares)
SCIENTIFIC ATLANTA INC	COM	808655 10 4	4,830,000	140,000	b	1	a(140,000 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)
SCIENTIFIC GAMES CORP	CL A	80874P 10 9	6,052,000	316,207	b	1	a(316,207 shares)
SCIOS INC	NOTE 5.500% 8/	808905 AB 9	1,170,000	1,000,000	b	1	a(1,000,000 shares)
SCOTTS CO	CL A	810186 10 6	760,000	11,900	b	1	a(11,900 shares)
SCOTTS CO	CL A	810186 10 6	3,034,000	47,500 C	b	1	a(47,500 shares)
SCOTTS CO	CL A	810186 10 6	1,086,000	17,000 P	b	1	a(17,000 shares)
SCRIPPS E W CO OHIO	CL A	811034 20 4	1,722,000	16,400	b	1	a(16,400 shares)
SEA CONTAINERS LTD	CL A	811371 70 7	1,643,000	93,700	b	1	a(93,700 shares)
SEABULK INTL INC	COM	81169P 10 1	2,716,000	329,200	b	1	a(329,200 shares)
SEACOR HOLDINGS INC	COM	811904 10 1	3,093,000	70,400	b	1	a(70,400 shares)
SEALED AIR CORP NEW	COM	81211K 10 0	13,840,000	259,800	b	1	a(259,800 shares)
SEALED AIR CORP NEW	COM	81211K 10 0	24,898,000	467,400 C	b	1	a(467,400 shares)
SEALED AIR CORP NEW	COM	81211K 10 0	10,574,000	198,500 P	b	1	a(198,500 shares)
SEARS ROEBUCK & CO	COM	812387 10 8	10,629,000	281,500	b	1	a(281,500 shares)
SEARS ROEBUCK & CO	COM	812387 10 8	22,898,000	606,400 C	b	1	a(606,400 shares)
SEARS ROEBUCK & CO	COM	812387 10 8	4,097,000	108,500 P	b	1	a(108,500 shares)
SELECT MEDICAL CORP	COM	816196 10 9	228,000	17,000	b	1	a(17,000 shares)
SELECTIVE INS GROUP INC	NOTE 1.616% 9/	816300 AB 3	6,372,000	11,500,000	b	1	a(11,500,000 shares)
SEMICONDUCTOR MFG INTL CORP	SPONSORED ADR	81663N 20 6	1,320,000	123,000	b	1	a(123,000 shares)
SEMTECH CORP	COM	816850 10 1	294,000	12,500	b	1	a(12,500 shares)
SEPRACOR INC	COM	817315 10 4	18,550,000	350,660	b	1	a(350,660 shares)
SERENA SOFTWARE INC	COM	817492 10 1	2,461,000	128,904	b	1	a(128,904 shares)
SERONO S A	SPONSORED ADR	81752M 10 1	4,725,000	300,000	b	1	a(300,000 shares)
SERVICE CORP INTL	COM	817565 10 4	531,000	72,100	b	1	a(72,100 shares)
SERVICEMASTER CO	COM	81760N 10 9	15,722,000	1,276,100	b	1	a(1,276,100 shares)
7-ELEVEN INC	COM NEW	817826 20 9	6,937,000	388,600	b	1	a(388,600 shares)
SHERWIN WILLIAMS CO	COM	824348 10 6	18,585,000	447,300	b	1	a(447,300 shares)
SHIRE PHARMACEUTICALS GRP PL	SPONSORED ADR	82481R 10 6	4,219,000	157,887	b	1	a(157,887 shares)
SHUFFLE MASTER INC	COM	825549 10 8	2,540,000	69,963	b	1	a(69,963 shares)

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Page Total

190,696,000

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)
SHUFFLE MASTER INC	COM	825549 10 8	1,089,000	30,000 C	b	1	a(30,000 shares)
SHUFFLE MASTER INC	COM	825549 10 8	236,000	6,500 P	b	1	a(6,500 shares)
SIEBEL SYS INC	COM	826170 10 2	92,420,000	8,645,475	b	1	a(8,645,475 shares)
SIEBEL SYS INC	COM	826170 10 2	160,000	15,000 C	b	1	a(15,000 shares)
SIERRA PAC RES NEW	COM	826428 10 4	2,879,000	373,400	b	1	a(373,400 shares)
SIERRA WIRELESS INC	COM	826516 10 6	578,000	15,500 C	b	1	a(15,500 shares)
SIFY LTD	SPONSORED ADR	82655M 10 7	2,778,000	424,705	b	1	a(424,705 shares)
SIGNATURE BK NEW YORK N Y	COM	82669G 10 4	249,000	10,473	b	1	a(10,473 shares)
SILICON LABORATORIES INC	COM	826919 10 2	1,307,000	28,200	b	1	a(28,200 shares)
SILICON LABORATORIES INC	COM	826919 10 2	1,970,000	42,500 C	b	1	a(42,500 shares)
STLGAN HOLDINGS INC	COM	827048 10 9	1,867,000	46,322	b	1	a(46,322 shares)
SILICON GRAPHICS INC	COM	827056 10 2	3,253,000	1,478,800	b	1	a(1,478,800 shares)
SILICON STORAGE TECHNOLOGY I	COM	827057 10 0	673,000	65,377	b	1	a(65,377 shares)
SILICON VY BANCSHARES	COM	827064 10 6	6,661,000	168,000	b	1	a(168,000 shares)
SILICONWARE PRECISION INDS L	SPONSD ADR SPL	827084 86 4	1,024,000	252,149	b	1	a(252,149 shares)
SINCLAIR BROADCAST GROUP INC	CL A	829226 10 9	2,817,000	274,289	b	1	a(274,289 shares)
SINOPEC SHANGHAI PETROCHEMIC	SPON ADR H	82933M 10 9	2,436,000	73,400	b	1	a(73,400 shares)
SINOPEC BEIJING YANHUA PETRO	SPON ADR H SHS	82933N 10 7	1,193,000	73,800	b	1	a(73,800 shares)
SIRF TECHNOLOGY HLDGS INC	COM	82967H 10 1	1,655,000	126,594	b	1	a(126,594 shares)
SIRVA INC	COM	82967Y 10 4	4,911,000	213,500	b	1	a(213,500 shares)
SIX FLAGS INC	COM	83001P 10 9	1,147,000	158,000	b	1	a(158,000 shares)
SKY FINL GROUP INC	COM	83080P 10 3	1,975,000	79,880	b	1	a(79,880 shares)
SKILLSOFT PLC	SPONSORED ADR	830928 10 7	3,505,000	459,323	b	1	a(459,323 shares)
SMART & FINAL INC	COM	831683 10 7	2,848,000	236,900	b	1	a(236,900 shares)
SMITH & NEPHEW PLC	SPON ADR NEW	83175M 20 5	1,161,000	21,000	b	1	a(21,000 shares)
SMITH INTL INC	COM	832110 10 0	22,304,000	400,000 C	b	1	a(400,000 shares)
SMITHFIELD FOODS INC	COM	832248 10 8	33,590,000	1,142,500	b	1	a(1,142,500 shares)
SMUCKER J M CO	COM NEW	832696 40 5	13,794,000	300,460	b	1	a(300,460 shares)

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Page Total

210,480,000

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)
SMURFIT-STONE CONTAINER CORP	PFD CV EX A 7%	832727 20 0	1,361,000	55,519	b	1	a(55,519 shares)
SOHU COM INC	COM	83408W 10 3	3,370,000	169,538	b	1	a(169,538 shares)
SOLA INTL INC	COM	834092 10 8	708,000	41,100	b	1	a(41,100 shares)
SOLETRON CORP	COM	834182 10 7	777,000	120,134	b	1	a(120,134 shares)
SONIC CORP	COM	835451 10 5	2,168,000	95,288	b	1	a(95,288 shares)
SONIC CORP	COM	835451 10 5	228,000	10,000 c	b	1	a(10,000 shares)
SONIC AUTOMOTIVE INC	CL A	83545G 10 2	9,420,000	425,300	b	1	a(425,300 shares)
SONIC INNOVATIONS INC	COM	83545M 10 9	534,000	94,254	b	1	a(94,254 shares)
SONICWALL INC	COM	835470 10 5	5,704,000	663,312	b	1	a(663,312 shares)
SONOCO PRODS CO	COM	835495 10 2	1,053,000	41,300	b	1	a(41,300 shares)
SONY CORP	ADR NEW	835699 30 7	3,093,000	81,300	b	1	a(81,300 shares)
SOUTH FINL GROUP INC	COM	837841 10 5	2,719,000	95,858	b	1	a(95,858 shares)
SOUTHERN CO	COM	842587 10 7	5,506,000	188,900	b	1	a(188,900 shares)
SOUTHTRUST CORP	COM	844730 10 1	4,700,000	121,099	b	1	a(121,099 shares)
SOUTHWEST AIRLS CO	COM	844741 10 8	211,000	12,600	b	1	a(12,600 shares)
SOVEREIGN BANCORP INC	COM	845905 10 8	2,431,000	110,000 P	b	1	a(110,000 shares)
SPARTECH CORP	COM NEW	847220 20 9	1,004,000	38,700	b	1	a(38,700 shares)
SPECTRALINK CORP	COM	847580 10 7	3,043,000	204,221	b	1	a(204,221 shares)
SPECTRASITE INC	COM	84761M 10 4	13,645,000	315,700	b	1	a(315,700 shares)
SPRINT CORP	COM FON GROUP	852061 10 0	5,870,000	333,500	b	1	a(333,500 shares)
SS&C TECHNOLOGIES INC	COM	85227Q 10 0	5,248,000	280,652	b	1	a(280,652 shares)
STAAR SURGICAL CO	COM PAR \$0.01	852312 30 5	222,000	28,516	b	1	a(28,516 shares)
STAGE STORES INC	COM NEW	85254C 30 5	337,000	8,952	b	1	a(8,952 shares)
STAKTEK HLDGS INC	COM	85256P 10 6	611,000	116,463	b	1	a(116,463 shares)
STAMPS COM INC	COM NEW	852857 20 0	699,000	68,632	b	1	a(68,632 shares)
STANCORP FINL GROUP INC	COM	852891 10 0	5,983,000	89,300	b	1	a(89,300 shares)
STANDARD PAC CORP NEW	COM	85375C 10 1	16,797,000	340,700	b	1	a(340,700 shares)
STAPLES INC	COM	855030 10 2	9,510,000	323,355	b	1	a(323,355 shares)

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Page Total

106,952,000

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)
STARBUCKS CORP	COM	855244 10 9	217,000	5,000 P	b	1	a(5,000 shares)
STARTEK INC	COM	85569C 10 7	1,242,000	34,700	b	1	a(34,700 shares)
STARWOOD HOTELS&RESORTS WRLD	PAIRED CTF	85590A 20 3	8,329,000	185,700	b	1	a(185,700 shares)
STATE STR CORP	COM	857477 10 3	3,923,000	80,000 C	b	1	a(80,000 shares)
STATOIL ASA	SPONSORED ADR	85771P 10 2	518,000	40,700	b	1	a(40,700 shares)
STEEL TECHNOLOGIES INC	COM	858147 10 1	820,000	37,149	b	1	a(37,149 shares)
STEELCASE INC	CL A	858155 20 3	678,000	48,400	b	1	a(48,400 shares)
STERICYCLE INC	COM	858912 10 8	11,667,000	225,488	b	1	a(225,488 shares)
STEWART & STEVENSON SVCS INC	COM	860342 10 4	249,000	13,900	b	1	a(13,900 shares)
STEWART ENTERPRISES INC	CL A	860370 10 5	764,000	93,896	b	1	a(93,896 shares)
STILLWATER MNG CO	COM	86074q 10 2	4,007,000	266,958	b	1	a(266,958 shares)
STORA ENSO CORP	SPON ADR REP R	86210M 10 6	546,000	40,200	b	1	a(40,200 shares)
STRAYER ED INC	COM	863236 10 5	2,695,000	24,156	b	1	a(24,156 shares)
STRYKER CORP	COM	863667 10 1	1,760,000	32,000 C	b	1	a(32,000 shares)
STRYKER CORP	COM	863667 10 1	6,820,000	124,000 P	b	1	a(124,000 shares)
STUDENT LN CORP	COM	863902 10 2	1,502,000	11,000	b	1	a(11,000 shares)
SUNCOR ENERGY INC	COM	867229 10 6	19,118,000	746,500	b	1	a(746,500 shares)
SUNOCO INC	COM	86764P 10 9	223,000	3,500	b	1	a(3,500 shares)
SUNOCO INC	COM	86764P 10 9	2,195,000	34,500 C	b	1	a(34,500 shares)
SUNOCO INC	COM	86764P 10 9	1,272,000	20,000 P	b	1	a(20,000 shares)
SUNRISE SENIOR LIVING INC	COM	86768K 10 6	5,155,000	131,700	b	1	a(131,700 shares)
SUNRISE SENIOR LIVING INC	COM	86768K 10 6	2,348,000	60,000 C	b	1	a(60,000 shares)
SUNTERRA CORP	COM NEW	86787D 20 8	2,947,000	233,897	b	1	a(233,897 shares)
SUNTRUST BKS INC	COM	867914 10 3	780,000	12,000 C	b	1	a(12,000 shares)
SUNTRUST BKS INC	COM	867914 10 3	1,625,000	25,000 P	b	1	a(25,000 shares)
SUPERCONDUCTOR TECHNOLOGIES	COM	867931 10 7	653,000	530,896	b	1	a(530,896 shares)
SUPERGEN INC	COM	868059 10 6	2,421,000	375,275	b	1	a(375,275 shares)
SUPERIOR ENERGY SVCS INC	COM	868157 10 8	7,400,000	736,300	b	1	a(736,300 shares)

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Page Total

91,874,000

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)
SUPERVALU INC	NOTE	868536 AP 8	1,697,000	5,000,000	b	1	a(5,000,000 shares)
SURMODICS INC	COM	868873 10 0	246,000	10,000	b	1	a(10,000 shares)
SWIFT TRANSN CO	COM	870756 10 3	11,755,000	654,873	b	1	a(654,873 shares)
SYBASE INC	COM	871130 10 0	4,343,000	241,300	b	1	a(241,300 shares)
SYBRON DENTAL SPECIALTIES IN	COM	871142 10 5	5,522,000	185,000	b	1	a(185,000 shares)
SYCAMORE NETWORKS INC	COM	871206 10 8	992,000	234,570	b	1	a(234,570 shares)
SYMANTEC CORP	COM	871503 10 8	57,527,000	1,314,005	b	1	a(1,314,005 shares)
SYMANTEC CORP	COM	871503 10 8	10,857,000	248,000 C	b	1	a(248,000 shares)
SYMANTEC CORP	COM	871503 10 8	6,567,000	150,000 P	b	1	a(150,000 shares)
SYMBION INC DEL	COM	871507 10 9	457,000	26,118	b	1	a(26,118 shares)
SYMBOL TECHNOLOGIES INC	COM	871508 10 7	20,309,000	1,377,800	b	1	a(1,377,800 shares)
SYMYX TECHNOLOGIES	COM	871555 10 8	1,685,000	69,860	b	1	a(69,860 shares)
SYNOPSYS INC	COM	871607 10 7	30,256,000	1,064,225	b	1	a(1,064,225 shares)
SYNNEX CORP	COM	87162W 10 0	1,416,000	90,200	b	1	a(90,200 shares)
SYNTROLEUM CORP	COM	871630 10 9	415,000	62,741	b	1	a(62,741 shares)
SYSCO CORP	COM	871829 10 7	22,218,000	619,400	b	1	a(619,400 shares)
TBC CORP	COM	872180 10 4	2,889,000	121,383	b	1	a(121,383 shares)
TECO ENERGY INC	COM	872375 10 0	1,492,000	124,400	b	1	a(124,400 shares)
THQ INC	COM NEW	872443 40 3	11,817,000	516,019	b	1	a(516,019 shares)
TJX COS INC NEW	COM	872540 10 9	6,911,000	286,300	b	1	a(286,300 shares)
TLC VISION CORP	COM	872549 10 0	4,994,000	429,052	b	1	a(429,052 shares)
TRW AUTOMOTIVE HLDGS CORP	COM	872645 10 6	3,265,000	173,200	b	1	a(173,200 shares)
TNS INC	COM	872960 10 9	722,000	33,100	b	1	a(33,100 shares)
TXU CORP	COM	873168 10 8	38,079,000	940,000 C	b	1	a(940,000 shares)
TXU CORP	COM	873168 10 8	16,488,000	407,000 P	b	1	a(407,000 shares)
TXU CORP	FRNT	873168 AE 8	25,009,000	18,000,000	b	1	a(18,000,000 shares)
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039 10 0	42,314,000	5,091,901	b	1	a(5,091,901 shares)
TAKE-TWO INTERACTIVE SOFTWARE	COM	874054 10 9	2,293,000	74,839	b	1	a(74,839 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)
TALISMAN ENERGY INC	COM	87425E 10 3	5,539,000	254,800	b	1	a(254,800 shares)
TARGET CORP	COM	87612E 10 6	340,000	8,000	b	1	a(8,000 shares)
TASER INTL INC	COM	87651B 10 4	12,791,000	295,200 C	b	1	a(295,200 shares)
TASER INTL INC	COM	87651B 10 4	7,613,000	175,700 P	b	1	a(175,700 shares)
TECH DATA CORP	COM	878237 10 6	6,304,000	161,116	b	1	a(161,116 shares)
TECH DATA CORP	SDCV 2.000%12/	878237 AC 0	15,019,000	15,000,000	b	1	a(15,000,000 shares)
TECHNITROL INC	COM	878555 10 1	425,000	19,400	b	1	a(19,400 shares)
TECHNOLOGY RESH CORP	COM NEW	878727 30 4	1,060,000	85,897	b	1	a(85,897 shares)
TEKELEC	COM	879101 10 3	1,566,000	86,209	b	1	a(86,209 shares)
TEKTRONIX INC	COM	879131 10 0	8,570,000	251,900	b	1	a(251,900 shares)
TELE CENTRO OESTE CELULAR S	SPON ADR PFD	87923P 10 5	882,000	96,200	b	1	a(96,200 shares)
TELE NORTE LESTE PART S A	SPON ADR PFD	879246 10 6	3,865,000	303,600	b	1	a(303,600 shares)
TELECOM CORP NEW ZEALAND LTD	SPONSORED ADR	879278 20 8	575,000	19,300	b	1	a(19,300 shares)
TELECOM ITALIA S P A NEW	SPON ADR ORD	87927Y 10 2	207,000	6,600	b	1	a(6,600 shares)
TELECOMUNICACOES BRASILEIRAS	SPONSORED ADR	879287 30 8	1,093,000	37,500	b	1	a(37,500 shares)
TELECOMUNICACOES DE SAO PAUL	SPON ADR PFD	87929A 10 2	315,000	21,200	b	1	a(21,200 shares)
TELECOMMUNICATION SYS INC	CL A	87929J 10 3	77,000	13,596	b	1	a(13,596 shares)
TELEPHONE & DATA SYS INC	COM	879433 10 0	3,275,000	46,000 C	b	1	a(46,000 shares)
TELEPHONE & DATA SYS INC	COM	879433 10 0	2,919,000	41,000 P	b	1	a(41,000 shares)
TELEMIG CELULAR PART S A	SPON ADR PFD	87944E 10 5	2,508,000	85,000	b	1	a(85,000 shares)
TELLABS INC	COM	879664 10 0	11,735,000	1,342,713	b	1	a(1,342,713 shares)
TEMPLE INLAND INC	COM	879868 10 7	4,404,000	63,600	b	1	a(63,600 shares)
TELETECH HOLDINGS INC	COM	879939 10 6	1,237,000	141,014	b	1	a(141,014 shares)
TENET HEALTHCARE CORP	COM	88033G 10 0	229,000	17,100	b	1	a(17,100 shares)
TENNECO AUTOMOTIVE INC	COM	880349 10 5	5,313,000	401,600	b	1	a(401,600 shares)
TERADYNE INC	SDCV 3.750%10/	880770 AD 4	29,575,000	28,000,000	b	1	a(28,000,000 shares)
TERAYON COMMUNICATION SYS	COM	880775 10 1	483,000	206,533	b	1	a(206,533 shares)
TEREX CORP NEW	COM	880779 10 3	11,072,000	324,400	b	1	a(324,400 shares)

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Page Total

138,991,000

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)
TERRA INDS INC	COM	880915 10 3	2,345,000	416,600	b	1	a(416,600 shares)
TESORO PETE CORP	COM	881609 10 1	22,328,000	809,000	b	1	a(809,000 shares)
TETRA TECHNOLOGIES INC DEL	COM	88162F 10 5	6,616,000	246,400	b	1	a(246,400 shares)
TESSERA TECHNOLOGIES INC	COM	88164L 10 0	1,110,000	61,617	b	1	a(61,617 shares)
TEXAS INSTRS INC	COM	882508 10 4	16,745,000	692,500	b	1	a(692,500 shares)
TEXAS INSTRS INC	COM	882508 10 4	6,439,000	266,300 c	b	1	a(266,300 shares)
THERAGENICS CORP	COM	883375 10 7	73,000	15,900	b	1	a(15,900 shares)
THERMO ELECTRON CORP	COM	883556 10 2	12,656,000	411,700	b	1	a(411,700 shares)
THOR INDS INC	COM	885160 10 1	7,930,000	237,000	b	1	a(237,000 shares)
THORATEC CORP	COM NEW	885175 30 7	767,000	71,412	b	1	a(71,412 shares)
3COM CORP	COM	885535 10 4	15,573,000	2,491,677	b	1	a(2,491,677 shares)
THREE FIVE SYS INC	COM	88554L 10 8	1,021,000	200,200	b	1	a(200,200 shares)
3M CO	COM	88579Y 10 1	414,000	4,600	b	1	a(4,600 shares)
3M CO	COM	88579Y 10 1	30,747,000	341,600 c	b	1	a(341,600 shares)
3M CO	COM	88579Y 10 1	18,452,000	205,000 P	b	1	a(205,000 shares)
TIBCO SOFTWARE INC	COM	88632Q 10 3	4,842,000	572,980	b	1	a(572,980 shares)
TIDEWATER INC	COM	886423 10 2	340,000	11,400	b	1	a(11,400 shares)
TIMBERLAND CO	CL A	887100 10 5	28,071,000	434,600	b	1	a(434,600 shares)
TIME WARNER INC	COM	887317 10 5	63,606,000	3,618,100	b	1	a(3,618,100 shares)
TIME WARNER INC	COM	887317 10 5	26,941,000	1,532,500 c	b	1	a(1,532,500 shares)
TIME WARNER INC	COM	887317 10 5	3,692,000	210,000 P	b	1	a(210,000 shares)
TIME WARNER TELECOM INC	CL A	887319 10 1	740,000	176,646	b	1	a(176,646 shares)
TITAN CORP	COM	888266 10 3	9,111,000	701,900	b	1	a(701,900 shares)
TODCO	CL A	88889T 10 7	2,237,000	144,600	b	1	a(144,600 shares)
TOLL BROTHERS INC	COM	889478 10 3	3,140,000	74,200	b	1	a(74,200 shares)
TOLLGRADE COMMUNICATIONS INC	COM	889542 10 6	648,000	60,979	b	1	a(60,979 shares)
TORCHMARK CORP	COM	891027 10 4	269,000	5,000 c	b	1	a(5,000 shares)
TORO CO	COM	891092 10 8	876,000	12,500 c	b	1	a(12,500 shares)

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Page Total 287,729,000

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)
TORO CO	COM	891092 10 8	245,000	3,500 P	b	1	a(3,500 shares)
TOTAL S A	SPONSORED ADR	89151E 10 9	1,922,000	20,000 C	b	1	a(20,000 shares)
TOYS R US INC	COM	892335 10 0	223,000	14,000	b	1	a(14,000 shares)
TRACTOR SUPPLY CO	COM	892356 10 6	7,014,000	167,717	b	1	a(167,717 shares)
TRANSACTION SYS ARCHITECTS	CL A	893416 10 7	865,000	40,172	b	1	a(40,172 shares)
TRANSCANADA CORP	COM	89353D 10 7	536,000	27,100	b	1	a(27,100 shares)
TRANSKARYOTIC THERAPIES INC	COM	893735 10 0	2,381,000	159,181	b	1	a(159,181 shares)
TRANSKARYOTIC THERAPIES INC	NOTE 1.250% 5/	893735 AA 8	1,975,000	2,000,000	b	1	a(2,000,000 shares)
TRANSMETA CORP DEL	COM	89376R 10 9	3,628,000	1,656,682	b	1	a(1,656,682 shares)
TRANSPORTADORA DE GAS SUR	SPON ADR B	893870 20 4	6,134,000	1,545,000	b	1	a(1,545,000 shares)
TRIDENT MICROSYSTEMS INC	COM	895919 10 8	224,000	20,000 C	b	1	a(20,000 shares)
TRIARC COS INC	CL A	895927 10 1	376,000	36,400	b	1	a(36,400 shares)
TRIBUNE CO NEW	COM	896047 10 7	492,000	10,800	b	1	a(10,800 shares)
TRIBUNE CO NEW	COM	896047 10 7	1,321,000	29,000 C	b	1	a(29,000 shares)
TRIBUNE CO NEW	COM	896047 10 7	4,736,000	104,000 P	b	1	a(104,000 shares)
TRIMERIS INC	COM	896263 10 0	2,380,000	164,939	b	1	a(164,939 shares)
TRITON PCS HLDGS INC	CL A	89677M 10 6	1,652,000	378,800	b	1	a(378,800 shares)
TUESDAY MORNING CORP	COM NEW	899035 50 5	5,469,000	188,599	b	1	a(188,599 shares)
TULARIK INC	COM	899165 10 4	3,476,000	140,158	b	1	a(140,158 shares)
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111 20 4	1,207,000	39,300	b	1	a(39,300 shares)
TWEETER HOME ENTMT GROUP INC	COM	901167 10 6	1,915,000	354,590	b	1	a(354,590 shares)
TYCO INTL GROUP S A	DBCV 2.750% 1/	902118 BF 4	30,063,000	20,000,000	b	1	a(20,000,000 shares)
TYCO INTL LTD NEW	COM	902124 10 6	23,191,000	699,800	b	1	a(699,800 shares)
TYCO INTL LTD NEW	COM	902124 10 6	112,345,000	3,390,000 C	b	1	a(3,390,000 shares)
TYCO INTL LTD NEW	COM	902124 10 6	60,348,000	1,821,000 P	b	1	a(1,821,000 shares)
TYLER TECHNOLOGIES INC	COM	902252 10 5	1,046,000	110,600	b	1	a(110,600 shares)
TYSON FOODS INC	CL A	902494 10 3	28,387,000	1,355,000	b	1	a(1,355,000 shares)
UGI CORP NEW	COM	902681 10 5	10,564,000	329,100	b	1	a(329,100 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)
UST INC	COM	902911 10 6	16,484,000	457,900	b	1	a(457,900 shares)
US BANCORP DEL	COM NEW	902973 30 4	56,845,000	2,062,600	b	1	a(2,062,600 shares)
URS CORP NEW	COM	903236 10 7	3,288,000	120,000	b	1	a(120,000 shares)
USANA HEALTH SCIENCES INC	COM	90328M 10 7	8,544,000	274,897	b	1	a(274,897 shares)
USF&G CORP	NOTE	903290 AD 6	7,028,000	8,686,000	b	1	a(8,686,000 shares)
U S G CORP	COM NEW	903293 40 5	31,277,000	1,779,100	b	1	a(1,779,100 shares)
U S I HLDGS	COM	90333H 10 1	248,000	15,726	b	1	a(15,726 shares)
U S PHYSICAL THERAPY INC	COM	90337L 10 8	1,184,000	86,344	b	1	a(86,344 shares)
US ONCOLOGY INC	COM	90338W 10 3	10,299,000	699,673	b	1	a(699,673 shares)
UBIQUITEL INC	COM	903474 30 2	1,412,000	334,482	b	1	a(334,482 shares)
ULTIMATE ELECTRS INC	COM	903849 10 7	326,000	65,943	b	1	a(65,943 shares)
ULTRA PETROLEUM CORP	COM	903914 10 9	5,816,000	155,800	b	1	a(155,800 shares)
UMPQUA HLDGS CORP	COM	904214 10 3	1,586,000	75,555	b	1	a(75,555 shares)
UNIBANCO-UNIAO DE BANCOS BRA	GDR REP PFD UT	90458E 10 7	16,791,000	849,300	b	1	a(849,300 shares)
UNITFI INC	COM	904677 10 1	71,000	24,200	b	1	a(24,200 shares)
UNION PAC CORP	COM	907818 10 8	2,093,000	35,200	b	1	a(35,200 shares)
UNIONBANCAL CORP	COM	908906 10 0	7,704,000	136,600	b	1	a(136,600 shares)
UNISOURCE ENERGY CORP	COM	909205 10 6	10,591,000	426,200	b	1	a(426,200 shares)
UNITED AUTO GROUP INC	COM	909440 10 9	7,840,000	255,800	b	1	a(255,800 shares)
UNITED BANKSHARES INC WEST V	COM	909907 10 7	887,000	27,278	b	1	a(27,278 shares)
UNITED MICROELECTRONICS CORP	SPONSORED ADR	910873 20 7	1,818,000	421,800	b	1	a(421,800 shares)
UNITED NATL GROUP LTD	CL A	91103X 10 2	288,000	18,918	b	1	a(18,918 shares)
UNITED NAT FOODS INC	COM	911163 10 3	3,540,000	122,444	b	1	a(122,444 shares)
UNITED ONLINE INC	COM	911268 10 0	287,000	16,293	b	1	a(16,293 shares)
UNITED PARCEL SERVICE INC	CL B	911312 10 6	496,000	6,600	b	1	a(6,600 shares)
UNITED PARCEL SERVICE INC	CL B	911312 10 6	91,317,000	1,214,800 c	b	1	a(1,214,800 shares)
UNITED PARCEL SERVICE INC	CL B	911312 10 6	80,966,000	1,077,100 p	b	1	a(1,077,100 shares)
UNITED RENTALS INC	COM	911363 10 9	1,256,000	70,200	b	1	a(70,200 shares)

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Page Total

370,282,000

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)
UNITED STATES CELLULAR CORP	NOTE	6/ 911684 AA 6	2,638,000	5,000,000	b	1	a(5,000,000 shares)
UNITED STATES STL CORP NEW	COM	912909 10 8	46,868,000	1,334,500	b	1	a(1,334,500 shares)
UNITED STATES STL CORP NEW	COM	912909 10 8	16,924,000	481,900 c	b	1	a(481,900 shares)
UNITED STATES STL CORP NEW	COM	912909 10 8	4,917,000	140,000 P	b	1	a(140,000 shares)
UNITED STATIONERS INC	COM	913004 10 7	3,214,000	80,917	b	1	a(80,917 shares)
UNITED TECHNOLOGIES CORP	COM	913017 10 9	1,317,000	14,400	b	1	a(14,400 shares)
UNITED TECHNOLOGIES CORP	COM	913017 10 9	7,529,000	82,300 P	b	1	a(82,300 shares)
UNITEDHEALTH GROUP INC	COM	91324P 10 2	22,131,000	355,522	b	1	a(355,522 shares)
UNITRIN INC	COM	913275 10 3	200,000	4,700	b	1	a(4,700 shares)
UNIVERSAL COMPRESSION HLDGS	COM	913431 10 2	822,000	26,800	b	1	a(26,800 shares)
UNIVERSAL DISPLAY CORP	COM	91347P 10 5	660,000	61,694	b	1	a(61,694 shares)
UNIVERSAL HLTH SVCS INC	DBCV 0.426% 6/	913903 AL 4	9,699,000	16,300,000	b	1	a(16,300,000 shares)
UNIVERSAL TECHNICAL INST INC	COM	913915 10 4	8,052,000	201,400	b	1	a(201,400 shares)
UNOCAL CORP	COM	915289 10 2	1,140,000	30,000 P	b	1	a(30,000 shares)
UNIZAN FINANCIAL CORP	COM	91528W 10 1	365,000	13,974	b	1	a(13,974 shares)
UNOVA INC	COM	91529B 10 6	1,839,000	90,800	b	1	a(90,800 shares)
UNUMPROVIDENT CORP	COM	91529Y 10 6	8,626,000	542,500	b	1	a(542,500 shares)
URBAN OUTFITTERS INC	COM	917047 10 2	2,227,000	36,564	b	1	a(36,564 shares)
URBAN OUTFITTERS INC	COM	917047 10 2	1,827,000	30,000 c	b	1	a(30,000 shares)
USF CORP	COM	91729Q 10 1	301,000	8,581	b	1	a(8,581 shares)
VCA ANTECH INC	COM	918194 10 1	13,668,000	304,956	b	1	a(304,956 shares)
VAIL RESORTS INC	COM	91879Q 10 9	1,301,000	67,900	b	1	a(67,900 shares)
VALERO ENERGY CORP NEW	COM	91913Y 10 0	273,000	3,700	b	1	a(3,700 shares)
VALUECLICK INC	COM	92046N 10 2	5,736,000	478,821	b	1	a(478,821 shares)
VALUEVISION MEDIA INC	CL A	92047K 10 7	437,000	33,570	b	1	a(33,570 shares)
VAN DER MOOLEN HLDG N.V.	SPONSORED ADR	921020 10 3	482,000	65,600	b	1	a(65,600 shares)
VARCO INTL INC DEL	COM	922122 10 6	1,587,000	72,500	b	1	a(72,500 shares)
VARIAN MED SYS INC	COM	92220P 10 5	28,439,000	358,400	b	1	a(358,400 shares)

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Page Total

193,219,000

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)
VAXGEN INC	COM NEW	922390 20 8	1,099,000	77,603	b	1	a(77,603 shares)
VASTERA INC	COM	92239N 10 9	318,000	106,010	b	1	a(106,010 shares)
VECTREN CORP	COM	92240G 10 1	394,000	15,700	b	1	a(15,700 shares)
VECTOR GROUP LTD	COM	92240M 10 8	804,000	51,029	b	1	a(51,029 shares)
VENTANA MED SYS INC	COM	92276H 10 6	436,000	9,177	b	1	a(9,177 shares)
VENTIV HEALTH INC	COM	922793 10 4	1,698,000	109,711	b	1	a(109,711 shares)
VERITAS SOFTWARE CO	COM	923436 10 9	13,704,000	493,124	b	1	a(493,124 shares)
VERITY INC	COM	92343C 10 6	217,000	16,089	b	1	a(16,089 shares)
VERISIGN INC	COM	92343E 10 2	23,935,000	1,202,785	b	1	a(1,202,785 shares)
VERITAS DGC INC	COM	92343P 10 7	12,024,000	519,400	b	1	a(519,400 shares)
VERITAS DGC INC	COM	92343P 10 7	695,000	30,000 c	b	1	a(30,000 shares)
VERIZON COMMUNICATIONS	COM	92343V 10 4	31,572,000	872,400	b	1	a(872,400 shares)
VERTEX PHARMACEUTICALS INC	COM	92532F 10 0	2,284,000	210,733	b	1	a(210,733 shares)
VESTA INS GROUP INC	COM	925391 10 4	88,000	13,600	b	1	a(13,600 shares)
VIACOM INC	CL B	925524 30 8	34,723,000	972,100	b	1	a(972,100 shares)
VIASAT INC	COM	92552V 10 0	1,111,000	44,527	b	1	a(44,527 shares)
VIASYS HEALTHCARE INC	COM NEW	92553Q 20 9	305,000	14,600	b	1	a(14,600 shares)
VICOR CORP	COM	925815 10 2	414,000	22,672	b	1	a(22,672 shares)
VICURON PHARMACEUTICALS INC	COM	926471 10 3	1,039,000	82,735	b	1	a(82,735 shares)
VIDESH SANCHAR NIGAM LTD	SPON ADR NEW	92659G 60 0	1,000,000	136,600	b	1	a(136,600 shares)
VIGNETTE CORP	COM	926734 10 4	955,000	575,504	b	1	a(575,504 shares)
VIIISAGE TECHNOLOGY INC	COM	92675K 10 6	2,795,000	321,216	b	1	a(321,216 shares)
VINTAGE PETE INC	COM	927460 10 5	4,361,000	257,000	b	1	a(257,000 shares)
VIRAGE LOGIC CORP	COM	92763R 10 4	854,000	93,777	b	1	a(93,777 shares)
VISHAY INTERTECHNOLOGY INC	COM	928298 10 8	29,735,000	1,600,400	b	1	a(1,600,400 shares)
VISX INC DEL	COM	92844S 10 5	5,595,000	209,400	b	1	a(209,400 shares)
VITALWORKS INC	COM	928483 10 6	426,000	123,190	b	1	a(123,190 shares)
VITESSE SEMICONDUCTOR CORP	COM	928497 10 6	9,168,000	1,878,782	b	1	a(1,878,782 shares)

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Page Total

181,749,000

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)
VITRIA TECHNOLOGY	COM NEW	92849Q 40 1	345,000	112,228	b	1	a(112,228 shares)
WFS FINL INC	COM	92923B 10 6	3,655,000	73,821	b	1	a(73,821 shares)
WGL HLDGS INC	COM	92924F 10 6	3,231,000	112,500	b	1	a(112,500 shares)
WJ COMMUNICATIONS INC	COM	929284 10 7	952,000	268,941	b	1	a(268,941 shares)
WPP GROUP PLC	SPON ADR NEW	929309 30 0	706,000	13,774	b	1	a(13,774 shares)
WPS RESOURCES CORP	COM	92931B 10 6	2,415,000	52,100	b	1	a(52,100 shares)
WABASH NATL CORP	COM	929566 10 7	6,155,000	223,400	b	1	a(223,400 shares)
WACHOVIA CORP 2ND NEW	COM	929903 10 2	294,000	6,600	b	1	a(6,600 shares)
WADDELL & REED FINL INC	CL A	930059 10 0	15,937,000	720,800	b	1	a(720,800 shares)
WAL MART STORES INC	COM	931142 10 3	67,390,000	1,277,300	b	1	a(1,277,300 shares)
WAL MART STORES INC	COM	931142 10 3	4,047,000	76,700 C	b	1	a(76,700 shares)
WALGREEN CO	COM	931422 10 9	7,068,000	195,200	b	1	a(195,200 shares)
WALGREEN CO	COM	931422 10 9	10,428,000	288,000 C	b	1	a(288,000 shares)
WALGREEN CO	COM	931422 10 9	4,599,000	127,000 P	b	1	a(127,000 shares)
WASHINGTON GROUP INTL INC	COM NEW	938862 20 8	5,902,000	164,449	b	1	a(164,449 shares)
WASHINGTON MUT INC	COM	939322 10 3	9,136,000	236,433	b	1	a(236,433 shares)
WASHINGTON MUT INC	COM	939322 10 3	4,289,000	111,000 C	b	1	a(111,000 shares)
WASHINGTON MUT INC	COM	939322 10 3	1,236,000	32,000 P	b	1	a(32,000 shares)
WASTE CONNECTIONS INC	COM	941053 10 0	19,300,000	650,700	b	1	a(650,700 shares)
WATCHGUARD TECHNOLOGIES INC	COM	941105 10 8	1,001,000	138,685	b	1	a(138,685 shares)
WATERS CORP	COM	941848 10 3	6,001,000	125,600	b	1	a(125,600 shares)
WATERS CORP	COM	941848 10 3	3,751,000	78,500 C	b	1	a(78,500 shares)
WATERS CORP	COM	941848 10 3	3,392,000	71,000 P	b	1	a(71,000 shares)
WATSCO INC	COM	942622 20 0	444,000	15,800	b	1	a(15,800 shares)
WATSON PHARMACEUTICALS INC	COM	942683 10 3	19,801,000	736,100	b	1	a(736,100 shares)
WATSON PHARMACEUTICALS INC	COM	942683 10 3	2,408,000	89,500 C	b	1	a(89,500 shares)
WATSON PHARMACEUTICALS INC	COM	942683 10 3	3,228,000	120,000 P	b	1	a(120,000 shares)
WAYPOINT FINL CORP	COM	946756 10 3	1,348,000	48,870	b	1	a(48,870 shares)

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Page Total

208,459,000

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)
WEBSense INC	COM	947684 10 6	9,044,000	242,925	b	1	a(242,925 shares)
WEBMETHODS INC	COM	94768C 10 8	461,000	53,798	b	1	a(53,798 shares)
WEBMD CORP	COM	94769M 10 5	1,538,000	165,000 C	b	1	a(165,000 shares)
WEBZEN INC	SPONSORED ADR	94846M 10 2	772,000	108,735	b	1	a(108,735 shares)
WEIGHT WATCHERS INTL INC NEW	COM	948626 10 6	36,796,000	940,100	b	1	a(940,100 shares)
WELLCHOICE INC	COM	949475 10 7	16,858,000	407,200	b	1	a(407,200 shares)
WELLPOINT HEALTH NETWORK NEW	COM	94973H 10 8	62,614,000	559,000	b	1	a(559,000 shares)
WELLPOINT HEALTH NETWORK NEW	COM	94973H 10 8	3,909,000	34,900 C	b	1	a(34,900 shares)
WELLPOINT HEALTH NETWORK NEW	COM	94973H 10 8	12,489,000	111,500 P	b	1	a(111,500 shares)
WELLS FARGO & CO NEW	COM	949746 10 1	14,273,000	249,400	b	1	a(249,400 shares)
WELLS FARGO & CO NEW	COM	949746 10 1	12,591,000	220,000 C	b	1	a(220,000 shares)
WELLS FARGO & CO NEW	COM	949746 10 1	3,148,000	55,000 P	b	1	a(55,000 shares)
WENDYS INTL INC	COM	950590 10 9	12,724,000	365,200	b	1	a(365,200 shares)
WERNER ENTERPRISES INC	COM	950755 10 8	12,529,000	593,771	b	1	a(593,771 shares)
WEST MARINE INC	COM	954235 10 7	2,284,000	85,067	b	1	a(85,067 shares)
WESTAMERICA BANCORPORATION	COM	957090 10 3	1,102,000	21,004	b	1	a(21,004 shares)
WESTAR ENERGY INC	COM	95709T 10 0	23,516,000	1,181,100	b	1	a(1,181,100 shares)
WESTELL TECHNOLOGIES INC	CL A	957541 10 5	3,999,000	784,107	b	1	a(784,107 shares)
WESTCORP INC	COM	957907 10 8	8,176,000	179,900	b	1	a(179,900 shares)
WESTERN GAS RES INC	COM	958259 10 3	6,769,000	208,400	b	1	a(208,400 shares)
WESTERN WIRELESS CORP	CL A	95988E 20 4	3,642,000	125,960	b	1	a(125,960 shares)
WESTPORT RES CORP NEW	COM	961418 10 0	843,000	22,000 P	b	1	a(22,000 shares)
WESTWOOD ONE INC	COM	961815 10 7	13,283,000	558,100	b	1	a(558,100 shares)
WET SEAL INC	CL A	961840 10 5	1,856,000	354,870	b	1	a(354,870 shares)
WEYERHAEUSER CO	COM	962166 10 4	64,281,000	1,018,400	b	1	a(1,018,400 shares)
WHITING PETE CORP NEW	COM	966387 10 2	2,658,000	105,700	b	1	a(105,700 shares)
WHOLE FOODS MKT INC	COM	966837 10 6	5,603,000	58,700 C	b	1	a(58,700 shares)
WILEY JOHN & SONS INC	CL A	968223 20 6	205,000	6,400	b	1	a(6,400 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)
WILLIAMS COS INC DEL	COM	969457 10 0	3,415,000	287,000	b	1	a(287,000 shares)
WILLIAMS COS INC DEL	COM	969457 10 0	8,601,000	722,800 C	b	1	a(722,800 shares)
WILLIAMS COS INC DEL	COM	969457 10 0	13,031,000	1,095,000 P	b	1	a(1,095,000 shares)
WILLIAMS SONOMA INC	COM	969904 10 1	20,478,000	621,300	b	1	a(621,300 shares)
WILLOW GROVE BANCORP INC NEW	COM	97111W 10 1	593,000	37,068	b	1	a(37,068 shares)
WILSHIRE FINL SVCS GROUP INC	COM NEW	971867 20 5	365,000	39,282	b	1	a(39,282 shares)
WILSON GREATBATCH TECHNOLOGI	COM	972232 10 2	1,806,000	64,600	b	1	a(64,600 shares)
WILSONS THE LEATHER EXPERTS	COM	972463 10 3	427,000	109,895	b	1	a(109,895 shares)
WIMM BILL DANN FOODS OJSC	SPONSORED ADR	97263M 10 9	981,000	70,300	b	1	a(70,300 shares)
WINN DIXIE STORES INC	COM	974280 10 9	13,646,000	1,895,300	b	1	a(1,895,300 shares)
WINN DIXIE STORES INC	COM	974280 10 9	7,200,000	1,000,000 P	b	1	a(1,000,000 shares)
WINNEBAGO INDS INC	COM	974637 10 0	18,442,000	494,700	b	1	a(494,700 shares)
WIPRO LTD	SPON ADR 1 SH	97651M 10 9	1,425,000	30,500	b	1	a(30,500 shares)
WITNESS SYS INC	COM	977424 10 0	2,359,000	194,197	b	1	a(194,197 shares)
WOLVERINE WORLD WIDE INC	COM	978097 10 3	1,551,000	59,100	b	1	a(59,100 shares)
WORLD ACCEP CORP DEL	COM	981419 10 4	3,423,000	186,720	b	1	a(186,720 shares)
WORLD COLOR PRESS INC DEL	NOTE 6.000%10/	981443 AA 2	15,068,000	14,700,000	b	1	a(14,700,000 shares)
WRIGHT MED GROUP INC	COM	98235T 10 7	420,000	11,801	b	1	a(11,801 shares)
WYETH	COM	983024 10 0	2,535,000	70,100	b	1	a(70,100 shares)
WYETH	COM	983024 10 0	7,116,000	196,800 C	b	1	a(196,800 shares)
WYETH	COM	983024 10 0	1,399,000	38,700 P	b	1	a(38,700 shares)
XM SATELLITE RADIO HLDGS INC	CL A	983759 10 1	911,000	33,400 C	b	1	a(33,400 shares)
XM SATELLITE RADIO HLDGS INC	CL A	983759 10 1	1,130,000	41,400 P	b	1	a(41,400 shares)
XCEL ENERGY INC	COM	98389B 10 0	422,000	25,250	b	1	a(25,250 shares)
XILINX INC	COM	983919 10 1	4,071,000	122,210	b	1	a(122,210 shares)
XILINX INC	COM	983919 10 1	3,331,000	100,000 C	b	1	a(100,000 shares)
XEROX CORP	COM	984121 10 3	225,000	15,500	b	1	a(15,500 shares)
XEROX CORP	COM	984121 10 3	10,658,000	735,000 C	b	1	a(735,000 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
YAHOO INC	COM	984332 10 6	44,933,000	1,236,800 C	b	1	a(1,236,800 shares)
YAHOO INC	COM	984332 10 6	47,723,000	1,313,600 P	b	1	a(1,313,600 shares)
YAHOO INC	FRNT	984332 AB 2	9,266,000	5,000,000	b	1	a(5,000,000 shares)
YANKEE CANDLE INC	COM	984757 10 4	18,354,000	627,500	b	1	a(627,500 shares)
YOUNG BROADCASTING INC	CL A	987434 10 7	152,000	11,575	b	1	a(11,575 shares)
YUM BRANDS INC	COM	988498 10 1	38,039,000	1,022,000	b	1	a(1,022,000 shares)
ZALE CORP NEW	COM	988858 10 6	15,497,000	568,500	b	1	a(568,500 shares)
ZARLINK SEMICONDUCTOR INC	COM	989139 10 0	244,000	56,400	b	1	a(56,400 shares)
ZEBRA TECHNOLOGIES CORP	CL A	989207 10 5	1,827,000	21,000 C	b	1	a(21,000 shares)
ZENITH NATL INS CORP	COM	989390 10 9	1,011,000	20,800	b	1	a(20,800 shares)
ZILA INC	COM PAR \$0.01	989513 20 5	161,000	32,888	b	1	a(32,888 shares)
ZILOG INC	COM PAR \$0.01	989524 30 1	312,000	28,500	b	1	a(28,500 shares)
ZIMMER HLDGS INC	COM	98956P 10 2	15,991,000	181,300 C	b	1	a(181,300 shares)
ZIMMER HLDGS INC	COM	98956P 10 2	16,017,000	181,600 P	b	1	a(181,600 shares)
ZIONS BANCORPORATION	COM	989701 10 7	9,418,000	153,268	b	1	a(153,268 shares)
ZIONS BANCORPORATION	COM	989701 10 7	6,882,000	112,000 C	b	1	a(112,000 shares)
ZIONS BANCORPORATION	COM	989701 10 7	8,296,000	135,000 P	b	1	a(135,000 shares)
ZIX CORP	COM	98974P 10 0	1,193,000	151,201	b	1	a(151,201 shares)
ACE LTD	ORD	G0070K 10 3	59,133,000	1,398,600	b	1	a(1,398,600 shares)
AMDOCS LTD	ORD	G02602 10 3	43,898,000	1,873,600	b	1	a(1,873,600 shares)
AMDOCS LTD	ORD	G02602 10 3	234,000	10,000 P	b	1	a(10,000 shares)
ARCH CAP GROUP LTD	ORD	G0450A 10 5	7,468,000	187,252	b	1	a(187,252 shares)
ASPEN INSURANCE HOLDINGS LTD	SHS	G05384 10 5	2,346,000	101,000	b	1	a(101,000 shares)
ASSURED GUARANTY LTD	COM	G0585R 10 6	6,607,000	389,800	b	1	a(389,800 shares)
AXIS CAPITAL HOLDINGS	SHS	G0692U 10 9	11,659,000	416,400	b	1	a(416,400 shares)
ACCENTURE LTD BERMUDA	CL A	G1150G 11 1	122,880,000	4,471,600	b	1	a(4,471,600 shares)
BUNGE LIMITED	COM	G16962 10 5	3,949,000	101,400	b	1	a(101,400 shares)
CENTRAL EUROPEAN MEDIA ENTRP	CL A NEW	G20045 20 2	346,000	15,277	b	1	a(15,277 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 YUCHAI INTL LTD	COM	G21082 10 5	8,844,000	485,400	b	1	a(485,400 shares)
CHINADOTCOM CORP	CL A	G2108N 10 9	5,866,000	794,838	b	1	a(794,838 shares)
COOPER INDS LTD	CL A	G24182 10 0	17,764,000	299,000	b	1	a(299,000 shares)
ENDURANCE SPECIALTY HLDGS LT	SHS	G30397 10 6	11,400,000	327,600	b	1	a(327,600 shares)
EVEREST RE GROUP LTD	COM	G3223R 10 8	53,383,000	664,300	b	1	a(664,300 shares)
FRONTLINE LTD	ORD	G3682E 12 7	4,579,000	132,700	b	1	a(132,700 shares)
GLOBALSANTAFE CORP	SHS	G3930E 10 1	16,579,000	625,605	b	1	a(625,605 shares)
INGERSOLL-RAND COMPANY LTD	CL A	G4776G 10 1	1,797,000	26,300	b	1	a(26,300 shares)
IPC HLDGS LTD	ORD	G4933P 10 1	2,688,000	72,797	b	1	a(72,797 shares)
KNIGHTSBRIDGE TANKERS LTD	ORD	G5299G 10 6	1,578,000	54,519	b	1	a(54,519 shares)
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H 10 5	12,926,000	484,130	b	1	a(484,130 shares)
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H 10 5	3,524,000	132,000 C	b	1	a(132,000 shares)
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H 10 5	1,068,000	40,000 P	b	1	a(40,000 shares)
MAX RE CAPITAL LTD HAMILTON	SHS	G6032F 10 3	2,515,000	129,082	b	1	a(129,082 shares)
MONTPELIER RE HOLDINGS LTD	SHS	G62185 10 6	10,880,000	311,300	b	1	a(311,300 shares)
NABORS INDUSTRIES LTD	SHS	G6359F 10 3	262,000	5,800	b	1	a(5,800 shares)
NOBLE CORPORATION	SHS	G65422 10 0	7,669,000	202,400	b	1	a(202,400 shares)
PARTNERRE LTD	COM	G6852T 10 5	9,258,000	163,200	b	1	a(163,200 shares)
PLATINUM UNDERWRITER HLDGS L	COM	G7127P 10 0	569,000	18,700	b	1	a(18,700 shares)
PXRE GROUP LTD	COM	G73018 10 6	2,861,000	113,200	b	1	a(113,200 shares)
SEAGATE TECHNOLOGY	SHS	G7945J 10 4	7,019,000	486,400	b	1	a(486,400 shares)
SHIP FINANCE INTERNATIONAL L	SHS	G81075 10 6	801,000	53,550	b	1	a(53,550 shares)
SINA CORP	ORD	G81477 10 4	14,753,000	447,200	b	1	a(447,200 shares)
STEWART W P & CO LTD	COM	G84922 10 6	559,000	27,300	b	1	a(27,300 shares)
UTI WORLDWIDE INC	ORD	G87210 10 3	341,000	6,463	b	1	a(6,463 shares)
TELEGLOBE INTL HLDGS LTD	COM	G87340 10 8	591,000	116,302	b	1	a(116,302 shares)
HILFINGER TOMMY CORP	ORD	G8915Z 10 2	21,786,000	1,439,000	b	1	a(1,439,000 shares)
TRANSOCEAN INC	ORD	G90078 10 9	29,183,000	1,008,400	b	1	a(1,008,400 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)
WEATHERFORD INTERNATIONAL LT	COM	G95089 10 1	4,408,000	98,000 C	b	1	a(98,000 shares)
WEATHERFORD INTERNATIONAL LT	COM	G95089 10 1	900,000	20,000 P	b	1	a(20,000 shares)
WILLIS GROUP HOLDINGS LTD	SHS	G96655 10 8	39,678,000	1,059,500	b	1	a(1,059,500 shares)
XL CAP LTD	CL A	G98255 10 5	717,000	9,500	b	1	a(9,500 shares)
XL CAP LTD	CL A	G98255 10 5	2,603,000	34,500 C	b	1	a(34,500 shares)
XL CAP LTD	CL A	G98255 10 5	4,113,000	54,500 P	b	1	a(54,500 shares)
XOMA LTD	ORD	G9825R 10 7	388,000	86,591	b	1	a(86,591 shares)
MILLICOM INTL CELLULAR S A	SHS NEW	L6388F 11 0	2,065,000	94,444	b	1	a(94,444 shares)
SBS BROADCASTING SA	ORD	L8137F 10 2	269,000	8,759	b	1	a(8,759 shares)
AUDIOCODES LTD	ORD	M15342 10 4	3,648,000	305,498	b	1	a(305,498 shares)
GIVEN IMAGING	ORD SHS	M52020 10 0	3,541,000	100,000 C	b	1	a(100,000 shares)
MAGAL SECURITY SYS LTD	ORD	M6786D 10 4	842,000	44,811	b	1	a(44,811 shares)
M SYS FLASH DISK PIONEERS LT	ORD	M7061C 10 0	250,000	16,791	b	1	a(16,791 shares)
ORBOTECH LTD	ORD	M75253 10 0	2,432,000	119,498	b	1	a(119,498 shares)
RADWARE LTD	ORD	M81873 10 7	570,000	33,473	b	1	a(33,473 shares)
ASML HLDG NV	N Y SHS	N07059 11 1	34,499,000	2,016,290	b	1	a(2,016,290 shares)
CNH GLOBAL N V	SHS NEW	N20935 20 6	239,000	11,580	b	1	a(11,580 shares)
CORE LABORATORIES N V	COM	N22717 10 7	331,000	14,400	b	1	a(14,400 shares)
ICTS INTERNATIONAL NV	COM	N43837 10 8	99,000	28,181	b	1	a(28,181 shares)
ORTHOFIX INTL N V	COM	N6748L 10 2	291,000	6,813	b	1	a(6,813 shares)
BANCO LATINOAMERICANO DE EXP	CL E	P16994 13 2	2,129,000	135,773	b	1	a(135,773 shares)
KERZNER INTERNATIONAL LTD	SHS	P6065Y 10 7	8,623,000	181,300	b	1	a(181,300 shares)
ROYAL CARIBBEAN CRUISES LTD	COM	V7780T 10 3	916,000	21,100	b	1	a(21,100 shares)
OMI CORP NEW	COM	Y6476W 10 4	594,000	49,900	b	1	a(49,900 shares)
PACIFIC INTERNET LTD	ORD	Y66183 10 7	1,603,000	174,208	b	1	a(174,208 shares)
TEEKAY SHIPPING MARSHALL ISL	COM	Y8564W 10 3	1,054,000	28,200	b	1	a(28,200 shares)
TEEKAY SHIPPING MARSHALL ISL	COM	Y8564W 10 3	12,186,000	326,000 C	b	1	a(326,000 shares)
TEEKAY SHIPPING MARSHALL ISL	COM	Y8564W 10 3	1,570,000	42,000 P	b	1	a(42,000 shares)

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130,558,000

Grand Total Table Value(FMV)	19,028,463,000
Grand Total Table Entry	2,212