

13FCON P 12/21/04



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

Form 13F

Form 13F COVER PAGE

NOT PUBLIC

Report for the Calendar Year or Quarter Ended: March 31, 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

CONFIDENTIAL TREATMENT DENIED

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

PROCESSED
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THOMSON FINANCIAL

Signature, Place, and Date of Signing:

[Signature] New York, NY May 12, 2004
[Signature] [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).)

Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: _____ 1
Form 13F Information Table Entry Total: _____ 1926
Form 13F Information Table Value Total: \$13,249,248
(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)
AAR CORP	COM	000361 10 5	324,000	26,400	b	1	a(26,400 shares)
ADE CORP MASS	COM	00089C 10 7	481,000	24,469	b	1	a(24,469 shares)
ABN AMRO HLDG NV	SPONSORED ADR	000937 10 2	2,095,000	93,400	b	1	a(93,400 shares)
AGL RES INC	COM	001204 10 6	3,735,000	128,700	b	1	a(128,700 shares)
AES CORP	COM	00130H 10 5	21,905,000	2,568,000	b	1	a(2,568,000 shares)
AK STL HLDG CORP	COM	001547 10 8	4,215,000	718,000	b	1	a(718,000 shares)
AMN HEALTHCARE SERVICES INC	COM	001744 10 1	1,884,000	102,680	b	1	a(102,680 shares)
AMR CORP	COM	001765 10 6	4,051,000	318,200 C	b	1	a(318,200 shares)
AMR CORP	COM	001765 10 6	509,000	40,000 P	b	1	a(40,000 shares)
ATI TECHNOLOGIES INC	COM	001941 10 3	4,206,000	258,267	b	1	a(258,267 shares)
A S V INC	COM	001963 10 7	521,000	17,138	b	1	a(17,138 shares)
AT&T WIRELESS SVCS INC	COM	00209A 10 6	21,645,000	1,590,386	b	1	a(1,590,386 shares)
AVI BIOPHARMA INC	COM	002346 10 4	259,000	85,601	b	1	a(85,601 shares)
AXT INC	COM	00246W 10 3	662,000	203,169	b	1	a(203,169 shares)
AAIPHARMA INC	COM	00252W 10 4	1,892,000	285,350	b	1	a(285,350 shares)
AARON RENTS INC	COM	002535 20 1	864,000	34,700	b	1	a(34,700 shares)
ABAXIS INC	COM	002567 10 5	2,874,000	141,442	b	1	a(141,442 shares)
ABBOTT LABS	COM	002824 10 0	22,905,000	557,300	b	1	a(557,300 shares)
ABERCROMBIE & FITCH CO	CL A	002896 20 7	11,797,000	348,600	b	1	a(348,600 shares)
ABGENIX INC	COM	00339B 10 7	1,455,000	109,212	b	1	a(109,212 shares)
ABGENIX INC	NOTE 3.500% 3/	00339B AB 3	11,984,000	12,500,000	b	1	a(12,500,000 shares)
ABIOMED INC	COM	003654 10 0	151,000	18,608	b	1	a(18,608 shares)
ACACTA RESH CORP	ACACTA TCH COM	003881 30 7	71,000	10,534	b	1	a(10,534 shares)
ACACTA RESH CORP	COMBIMTRX COM	003881 20 8	1,615,000	272,344	b	1	a(272,344 shares)
ACCREDITED HOME LENDRS HLDG	COM	00437P 10 7	3,542,000	89,900 C	b	1	a(89,900 shares)
ACCREDITED HOME LENDRS HLDG	COM	00437P 10 7	1,619,000	41,100 P	b	1	a(41,100 shares)
ACCREDITO HEALTH INC	COM	00437V 10 4	5,347,000	140,331	b	1	a(140,331 shares)
ACETO CORP	COM	004446 10 0	2,364,000	150,451	b	1	a(150,451 shares)

 of Issuer
 Name of Reporting Manager: D.E. Shaw & Co., Inc

Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
ACTIVISION INC NEW	COM NEW	004930 20 2	21,038,000	1,329,866	b	1	a(1,329,866 shares)
ACTEL CORP	COM	004934 10 5	1,072,000	47,386	b	1	a(47,386 shares)
ACTUATE CORP	COM	005088 10 2	276,000	85,494	b	1	a(85,494 shares)
ADAPTEC INC	COM	00651F 10 8	11,283,000	1,288,000	b	1	a(1,288,000 shares)
ADOBE SYS INC	COM	00724F 10 1	21,349,000	541,432	b	1	a(541,432 shares)
ADVANCE AUTO PARTS INC	COM	00751Y 10 6	43,318,000	1,065,104	b	1	a(1,065,104 shares)
ADVANCE AUTO PARTS INC	COM	00751Y 10 6	8,101,000	199,200 C	b	1	a(199,200 shares)
ADVANCE AUTO PARTS INC	COM	00751Y 10 6	2,847,000	70,000 P	b	1	a(70,000 shares)
ADVANCED DIGITAL INFORMATION	COM	007525 10 8	400,000	35,108	b	1	a(35,108 shares)
ADVANCED FIBRE COMMUNICATION	COM	00754A 10 5	10,356,000	468,829	b	1	a(468,829 shares)
ADVANCED NEUROMODULATION SYS	COM	00757T 10 1	1,233,000	34,158	b	1	a(34,158 shares)
ADVO INC	COM	007585 10 2	7,746,000	240,400	b	1	a(240,400 shares)
ADVISORY BRD CO	COM	00762W 10 7	1,604,000	43,886	b	1	a(43,886 shares)
ADVANCED MEDICAL OPTICS INC	COM	00763M 10 8	4,690,000	192,210	b	1	a(192,210 shares)
AEROFLEX INC	COM	007768 10 4	1,137,000	84,442	b	1	a(84,442 shares)
AEROPOSTALE	COM	007865 10 8	20,563,000	567,100	b	1	a(567,100 shares)
ADVANCED MICRO DEVICES INC	COM	007903 10 7	11,954,000	736,550	b	1	a(736,550 shares)
ADVANCED MICRO DEVICES INC	COM	007903 10 7	812,000	50,000 P	b	1	a(50,000 shares)
ADVANCEPCS	COM	00790K 10 9	2,152,000	33,500 C	b	1	a(33,500 shares)
ADVANCEPCS	COM	00790K 10 9	3,893,000	60,600 P	b	1	a(60,600 shares)
AEGON N V	ORD AMER REG	007924 10 3	2,645,000	205,800	b	1	a(205,800 shares)
ADVANTA CORP	CL B	007942 20 4	740,000	44,592	b	1	a(44,592 shares)
ADVANCED ENERGY INDS	COM	007973 10 0	2,441,000	119,734	b	1	a(119,734 shares)
AETHER SYS INC	COM	00808V 10 5	381,000	88,318	b	1	a(88,318 shares)
AETNA INC NEW	COM	00817Y 10 8	1,077,000	12,000	b	1	a(12,000 shares)
AETNA INC NEW	COM	00817Y 10 8	5,338,000	59,500 C	b	1	a(59,500 shares)
AETNA INC NEW	COM	00817Y 10 8	6,729,000	75,000 P	b	1	a(75,000 shares)
AFFILIATED COMPUTER SERVICES	CL A	008190 10 0	550,000	10,600	b	1	a(10,600 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)
AFFILIATED COMPUTER SERVICES	CL A	008190 10 0	3,633,000	70,000 C	b	1	a(70,000 shares)
AFFILIATED MANAGERS GROUP	DBC	008252 AE 8	40,138,000	29,500,000	b	1	a(29,500,000 shares)
AFFILIATED MANAGERS GROUP	NOTE	008252 AC 2	9,518,000	9,000,000	b	1	a(9,000,000 shares)
AFFYMETRIX INC	COM	008261 10 8	23,941,000	708,936	b	1	a(708,936 shares)
AFTERMARKET TECHNOLOGY CORP	COM	008318 10 7	533,000	36,297	b	1	a(36,297 shares)
AGERE SYS INC	CL A	00845V 10 0	9,106,000	2,836,700	b	1	a(2,836,700 shares)
AGERE SYS INC	CL B	00845V 20 9	9,371,000	3,003,611	b	1	a(3,003,611 shares)
AGILENT TECHNOLOGIES INC	COM	00846U 10 1	7,566,000	239,200	b	1	a(239,200 shares)
AGILENT TECHNOLOGIES INC	DBC	00846U AB 7	51,529,000	45,500,000	b	1	a(45,500,000 shares)
AGNICO EAGLE MINES LTD	COM	008474 10 8	302,000	20,200	b	1	a(20,200 shares)
AGILYSYS INC	COM	00847J 10 5	241,000	20,255	b	1	a(20,255 shares)
AGRIUM INC	COM	008916 10 8	9,567,000	650,800	b	1	a(650,800 shares)
AIRTRAN HLDGS INC	COM	00949P 10 8	399,000	33,600	b	1	a(33,600 shares)
AKAMAI TECHNOLOGIES INC	COM	00971T 10 1	8,010,000	609,581	b	1	a(609,581 shares)
AKSYS LTD	COM	010196 10 3	81,000	12,416	b	1	a(12,416 shares)
AKZO NOBEL NV	SPONSORED ADR	010199 30 5	262,000	7,058	b	1	a(7,058 shares)
ALARIS MEDICAL SYSTEMS INC	COM	011637 10 5	6,984,000	374,500	b	1	a(374,500 shares)
ALASKA AIR GROUP INC	COM	011659 10 9	271,000	11,000 C	b	1	a(11,000 shares)
ALBANY INTL CORP	CL A	012348 10 8	441,000	16,400	b	1	a(16,400 shares)
ALBERTO CULVER CO	COM	013068 10 1	40,290,000	918,400	b	1	a(918,400 shares)
ALBERTSONS INC	COM	013104 10 4	1,170,000	52,800	b	1	a(52,800 shares)
ALCATEL	SPONSORED ADR	013904 30 5	412,000	26,000	b	1	a(26,000 shares)
ALEXION PHARMACEUTICALS INC	COM	015351 10 9	1,045,000	44,000	b	1	a(44,000 shares)
ALEXION PHARMACEUTICALS INC	NOTE	015351 AB 5	9,509,000	9,300,000	b	1	a(9,300,000 shares)
ALIGN TECHNOLOGY INC	COM	016255 10 1	2,110,000	111,008	b	1	a(111,008 shares)
ALKERMES INC	COM	01642T 10 8	182,000	11,400	b	1	a(11,400 shares)
ALLEGHANY CORP DEL	COM	017175 10 0	260,000	1,052	b	1	a(1,052 shares)
ALLEGHENY ENERGY INC	COM	017361 10 6	274,000	20,000 C	b	1	a(20,000 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
ALLIANCE DATA SYSTEMS CORP	COM	018581 10 8	10,538,000	314,100	b	1	a(314,100 shares)
ALLIANCE GAMING CORP	COM NEW	01859P 60 9	6,638,000	206,600	b	1	a(206,600 shares)
ALLIANT ENERGY CORP	COM	018802 10 8	519,000	19,900	b	1	a(19,900 shares)
ALLIANT TECHSYSTEMS INC	COM	018804 10 4	4,946,000	90,925	b	1	a(90,925 shares)
ALLIANZ AKTIENGESELLSCHAFT	SP ADR 1/10 SH	018805 10 1	1,141,000	104,500	b	1	a(104,500 shares)
ALLIED IRISH BKS P L C	SPON ADR ORD	019228 40 2	314,000	10,500	b	1	a(10,500 shares)
ALLMERICA FINL CORP	COM	019754 10 0	3,179,000	92,000 c	b	1	a(92,000 shares)
ALLMERICA FINL CORP	COM	019754 10 0	864,000	25,000 P	b	1	a(25,000 shares)
ALLOS THERAPEUTICS INC	COM	019777 10 1	344,000	71,610	b	1	a(71,610 shares)
ALLSTATE CORP	COM	020002 10 1	16,188,000	356,100	b	1	a(356,100 shares)
ALLTEL CORP	COM	020039 10 3	5,199,000	104,200	b	1	a(104,200 shares)
ALLTEL CORP	COM	020039 10 3	788,000	15,800 P	b	1	a(15,800 shares)
ALPHARMA INC	NOTE 3.000% 6/	020813 AD 3	2,297,000	1,991,000	b	1	a(1,991,000 shares)
ALTERA CORP	COM	021441 10 0	26,040,000	1,271,532	b	1	a(1,271,532 shares)
ALTEON INC	COM	02144G 10 7	75,000	41,800	b	1	a(41,800 shares)
ALTRIA GROUP INC	COM	02209S 10 3	34,565,000	634,800	b	1	a(634,800 shares)
ALTRIA GROUP INC	COM	02209S 10 3	3,812,000	70,000 c	b	1	a(70,000 shares)
ALTRIA GROUP INC	COM	02209S 10 3	1,089,000	20,000 P	b	1	a(20,000 shares)
ALUMINUM CORP CHINA LTD	SPON ADR H SHS	022276 10 9	8,542,000	103,600	b	1	a(103,600 shares)
AMAZON COM INC	COM	023135 10 6	119,990,000	2,772,407	b	1	a(2,772,407 shares)
AMAZON COM INC	COM	023135 10 6	33,845,000	782,000 c	b	1	a(782,000 shares)
AMAZON COM INC	COM	023135 10 6	18,827,000	435,000 P	b	1	a(435,000 shares)
AMBAC FINL GROUP INC	COM	023139 10 8	22,503,000	305,000	b	1	a(305,000 shares)
AMDOCS LTD	NOTE 2.000% 6/	02342T AB 5	10,000,000	10,000,000	b	1	a(10,000,000 shares)
AMEREN CORP	COM	023608 10 2	18,653,000	404,700	b	1	a(404,700 shares)
AMERICA ONLINE INC DEL	NOTE 12/	02364J AC 8	41,031,000	65,000,000	b	1	a(65,000,000 shares)
AMERICA WEST HLDG CORP	CL B	023657 20 8	3,211,000	336,900	b	1	a(336,900 shares)
AMERICAN AXLE & MFG HLDGS IN	COM	024061 10 3	23,702,000	643,200	b	1	a(643,200 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 (note #3)
AMERICAN CAPITAL STRATEGIES	COM	024937 10 4	1,998,000	60,119	b	1	a(60,119 shares)
AMERICAN ELEC PMR INC	COM	025537 10 1	8,714,000	264,700	b	1	a(264,700 shares)
AMERICAN EQTY INVT LIFE HLD	COM	025676 20 6	811,000	63,100	b	1	a(63,100 shares)
AMERICAN EXPRESS CO	COM	025816 10 9	280,000	5,400	b	1	a(5,400 shares)
AMERICAN HEALTHWAYS INC	COM	02649V 10 4	473,000	19,392	b	1	a(19,392 shares)
AMERICAN INTL GROUP INC	COM	026874 10 7	1,627,000	22,800	b	1	a(22,800 shares)
AMERICAN INTL GROUP INC	COM	026874 10 7	6,422,000	90,000	c	1	a(90,000 shares)
AMERICAN MED SYS HLDGS INC	COM	02744M 10 8	400,000	15,103	b	1	a(15,103 shares)
AMERICAN MED SEC GROUP INC	COM	02744P 10 1	224,000	8,400	b	1	a(8,400 shares)
AMERICAN PHARMACEUTICALS PTN	COM	02886P 10 9	1,131,000	24,100	c	1	a(24,100 shares)
AMERICAN PHARMACEUTICALS PTN	COM	02886P 10 9	2,206,000	47,000	P	1	a(47,000 shares)
AMERICAN STD COS INC DEL	COM	029712 10 6	28,415,000	249,800	b	1	a(249,800 shares)
AMERICAN STD COS INC DEL	COM	029712 10 6	5,688,000	50,000	c	1	a(50,000 shares)
AMERICAN SUPERCONDUCTOR CORP	COM	030111 10 8	141,000	10,972	b	1	a(10,972 shares)
AMERICREDIT CORP	COM	03060R 10 1	2,105,000	123,600	c	1	a(123,600 shares)
AMERICREDIT CORP	COM	03060R 10 1	1,107,000	65,000	P	1	a(65,000 shares)
AMERISTAR CASINOS INC	COM	03070Q 10 1	1,208,000	36,061	b	1	a(36,061 shares)
AMERON INTL INC	COM	030710 10 7	347,000	10,300	b	1	a(10,300 shares)
AMERISOURCEBERGEN CORP	COM	03073E 10 5	19,548,000	357,500	b	1	a(357,500 shares)
AMERISOURCEBERGEN CORP	COM	03073E 10 5	1,094,000	20,000	c	1	a(20,000 shares)
AMERISOURCEBERGEN CORP	COM	03073E 10 5	3,510,000	64,200	P	1	a(64,200 shares)
AMERIGROUP CORP	COM	03073T 10 2	238,000	5,200	b	1	a(5,200 shares)
AMETEK INC NEW	COM	031100 10 0	1,492,000	58,200	b	1	a(58,200 shares)
AMETEK INC NEW	COM	031100 10 0	1,026,000	40,000	c	1	a(40,000 shares)
AMGEN INC	COM	031162 10 0	29,671,000	510,094	b	1	a(510,094 shares)
AMGEN INC	COM	031162 10 0	72,503,000	1,246,400	c	1	a(1,246,400 shares)
AMGEN INC	COM	031162 10 0	31,790,000	546,500	P	1	a(546,500 shares)
AMKOR TECHNOLOGY INC	COM	031652 10 0	7,181,000	490,835	b	1	a(490,835 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)
AMPHENOL CORP NEW	CL A	032095 10 1	32,230,000	1,085,200	b	1	a(1,085,200 shares)
AMSURG CORP	COM	03232P 40 5	1,730,000	76,179	b	1	a(76,179 shares)
AWVESCAP PLC	SPONSORED ADR	03235E 10 0	946,000	62,500	b	1	a(62,500 shares)
ANALOG DEVICES INC	COM	032654 10 5	3,745,000	78,000	b	1	a(78,000 shares)
ANDRX CORP DEL	ANDRX GROUP	034553 10 7	1,542,000	56,700	b	1	a(56,700 shares)
ANGELICA CORP	COM	034663 10 4	737,000	32,300	b	1	a(32,300 shares)
ANGIOTECH PHARMACEUTICALS IN	COM	034918 10 2	20,210,000	827,613	b	1	a(827,613 shares)
ANGLOGOLD LTD	SPONSORED ADR	035128 20 6	5,195,000	122,900	b	1	a(122,900 shares)
ANHEUSER BUSCH COS INC	COM	035229 10 3	34,537,000	677,200	b	1	a(677,200 shares)
ANTHEM INC	COM	03674B 10 4	3,161,000	34,869	b	1	a(34,869 shares)
ANTHEM INC	COM	03674B 10 4	13,088,000	144,400 C	b	1	a(144,400 shares)
ANTHEM INC	COM	03674B 10 4	17,457,000	192,600 P	b	1	a(192,600 shares)
ANTEON INTL CORP	COM	03674E 10 8	14,379,000	497,700	b	1	a(497,700 shares)
ANTIGENICS INC DEL	COM	037032 10 9	1,163,000	109,137	b	1	a(109,137 shares)
APOLLO GROUP INC	CL A	037604 10 5	29,409,000	341,325	b	1	a(341,325 shares)
APOLLO GROUP INC	COM UNV PHOENX	037604 20 4	1,689,000	19,414	b	1	a(19,414 shares)
APOGENT TECHNOLOGIES INC	DEBT 2.250%10/	03760A AE 1	34,980,000	32,000,000	b	1	a(32,000,000 shares)
APPLE COMPUTER INC	COM	037833 10 0	4,376,000	161,850	b	1	a(161,850 shares)
APPLEBEES INTL INC	COM	037899 10 1	672,000	16,252	b	1	a(16,252 shares)
APRIA HEALTHCARE GROUP INC	COM	037933 10 8	796,000	26,600	b	1	a(26,600 shares)
APPLERA CORP	COM AP BIO GRP	038020 10 3	680,000	34,400	b	1	a(34,400 shares)
APPLERA CORP	COM CE GEN GRP	038020 20 2	8,940,000	616,120	b	1	a(616,120 shares)
APPLIED MATLS INC	COM	038222 10 5	27,058,000	1,268,444	b	1	a(1,268,444 shares)
APPLIED MICRO CIRCUITS CORP	COM	03822W 10 9	40,205,000	7,041,160	b	1	a(7,041,160 shares)
ARAMARK CORP	CL B	038521 10 0	2,483,000	90,600	b	1	a(90,600 shares)
ARBITRON INC	COM	03875Q 10 8	7,718,000	191,700	b	1	a(191,700 shares)
ARCH COAL INC	COM	039380 10 0	2,448,000	78,000	b	1	a(78,000 shares)
ARENA PHARMACEUTICALS INC	COM	040047 10 2	221,000	33,940	b	1	a(33,940 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)
ARGOSY GAMING CO	COM	040228 10 8	4,010,000	112,800	b	1	a(112,800 shares)
ARIAD PHARMACEUTICALS INC	COM	04033A 10 0	2,480,000	262,204	b	1	a(262,204 shares)
ARKANSAS BEST CORP DEL	COM	040790 10 7	903,000	33,706	b	1	a(33,706 shares)
ARM HLDGS PLC	SPONSORED ADR	042068 10 6	502,000	77,012	b	1	a(77,012 shares)
ARRHYTHMIA RESH TECHNOLOGY I	COM PAR \$0.01	042698 30 8	734,000	34,400	b	1	a(34,400 shares)
ARRIS GROUP INC	COM	04269Q 10 0	5,850,000	640,067	b	1	a(640,067 shares)
ARROW ELECTRS INC	COM	042735 10 0	1,138,000	44,700	b	1	a(44,700 shares)
ARROW ELECTRS INC	DBC	042735 AY 6	7,689,000	14,500,000	b	1	a(14,500,000 shares)
ARROW INTL INC	COM	042764 10 0	942,000	31,531	b	1	a(31,531 shares)
ARTESYN TECHNOLOGIES INC	COM	043127 10 9	2,255,000	236,875	b	1	a(236,875 shares)
ASBURY AUTOMOTIVE GROUP INC	COM	043436 10 4	272,000	15,700	b	1	a(15,700 shares)
ASHLAND INC	COM	044204 10 5	17,094,000	367,700	b	1	a(367,700 shares)
ASPECT COMMUNICATIONS CORP	COM	04523Q 10 2	10,883,000	694,515	b	1	a(694,515 shares)
ASPEN TECHNOLOGY INC	COM	045327 10 3	868,000	106,302	b	1	a(106,302 shares)
ASSOCIATED BANC CORP	COM	045487 10 5	1,790,000	39,964	b	1	a(39,964 shares)
ASSURANT INC	COM	04621X 10 8	7,288,000	289,800	b	1	a(289,800 shares)
ASTORIA FINL CORP	COM	046265 10 4	9,618,000	252,900	b	1	a(252,900 shares)
ASYST TECHNOLOGY CORP	COM	04648X 10 7	5,955,000	723,574	b	1	a(723,574 shares)
ATHEROGENICS INC	COM	047439 10 4	453,000	19,800	b	1	a(19,800 shares)
ATHEROS COMMUNICATIONS INC	COM	04743P 10 8	290,000	16,800	b	1	a(16,800 shares)
ATLANTIC COAST AIRLINES HLDG	COM	048396 10 5	114,000	15,800	b	1	a(15,800 shares)
ATMEL CORP	COM	049513 10 4	29,835,000	4,589,989	b	1	a(4,589,989 shares)
ATMOS ENERGY CORP	COM	049560 10 5	688,000	26,900	b	1	a(26,900 shares)
AUTOBYTEL INC	COM	05275N 10 6	2,020,000	153,009	b	1	a(153,009 shares)
AUTODESK INC	COM	052769 10 6	12,760,000	403,543	b	1	a(403,543 shares)
AUTONATION INC	COM	05329W 10 2	271,000	15,900	b	1	a(15,900 shares)
AUTOZONE INC	COM	053332 10 2	1,909,000	22,200	b	1	a(22,200 shares)
AUTOZONE INC	COM	053332 10 2	860,000	10,000	b	1	a(10,000 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (note #3)
AUTOZONE INC	COM	053332 10 2	473,000	5,500 P	b	1	a(5,500 shares)
AVAYA INC	COM	053499 10 9	22,824,000	1,437,300	b	1	a(1,437,300 shares)
AVENTIS	SPONSORED ADR	053561 10 6	2,899,000	37,700 C	b	1	a(37,700 shares)
AVENTIS	SPONSORED ADR	053561 10 6	961,000	12,500 P	b	1	a(12,500 shares)
AVICI SYS INC	COM NEW	05367L 80 2	1,790,000	129,759	b	1	a(129,759 shares)
AVID TECHNOLOGY INC	COM	05367P 10 0	770,000	16,700	b	1	a(16,700 shares)
AVISTA CORP	COM	05379B 10 7	579,000	30,600	b	1	a(30,600 shares)
AVON PRODS INC	COM	054303 10 2	58,245,000	767,700	b	1	a(767,700 shares)
AVON PRODS INC	COM	054303 10 2	910,000	12,000 C	b	1	a(12,000 shares)
AVON PRODS INC	COM	054303 10 2	4,552,000	60,000 P	b	1	a(60,000 shares)
AXA	SPONSORED ADR	054536 10 7	3,308,000	157,600	b	1	a(157,600 shares)
AXCELLIS TECHNOLOGIES INC	COM	054540 10 9	214,000	19,268	b	1	a(19,268 shares)
AZTAR CORP	COM	054802 10 3	1,319,000	53,800	b	1	a(53,800 shares)
BB&T CORP	COM	054937 10 7	392,000	11,106	b	1	a(11,106 shares)
BCE INC	COM	05534B 10 9	368,000	17,500	b	1	a(17,500 shares)
BISYS GROUP INC	COM	055472 10 4	732,000	43,700	b	1	a(43,700 shares)
BISYS GROUP INC	NOTE 4.000% 3/	055472 AB 0	18,665,000	18,572,000	b	1	a(18,572,000 shares)
BP PLC	SPONSORED ADR	055622 10 4	727,000	14,200	b	1	a(14,200 shares)
BP PLC	SPONSORED ADR	055622 10 4	7,680,000	150,000 P	b	1	a(150,000 shares)
BT GROUP PLC	ADR	05577E 10 1	461,000	13,800	b	1	a(13,800 shares)
BMC SOFTWARE INC	COM	055921 10 0	39,561,000	2,023,600	b	1	a(2,023,600 shares)
BAKER HUGHES INC	COM	057224 10 7	3,444,000	94,400	b	1	a(94,400 shares)
BALL CORP	COM	058498 10 6	4,379,000	64,600	b	1	a(64,600 shares)
BALLARD PWR SYS INC	COM	05858H 10 4	1,650,000	170,646	b	1	a(170,646 shares)
BALLY TOTAL FITNESS HLDG COR	COM	05873K 10 8	392,000	66,900	b	1	a(66,900 shares)
BANCO BILBAO VIZCAYA ARGENTA	SPONSORED ADR	05946K 10 1	149,000	11,200	b	1	a(11,200 shares)
BANCO SANTANDER CENT HISPANO	ADR	05964H 10 5	393,000	35,800	b	1	a(35,800 shares)
BANCO SANTANDER CHILE NEW	SP ADR REP COM	05965X 10 9	1,358,000	50,500	b	1	a(50,500 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
BANCORPSOUTH INC	COM	059692 10 3	648,000	29,600	b	1	a(29,600 shares)
BANK OF AMERICA CORPORATION	COM	060505 10 4	599,000	7,400	b	1	a(7,400 shares)
BANK OF AMERICA CORPORATION	COM	060505 10 4	14,301,000	176,600	c	1	a(176,600 shares)
BANK NEW YORK INC	COM	064057 10 2	7,371,000	234,000	b	1	a(234,000 shares)
BANK ONE CORP	COM	06423A 10 3	69,955,000	1,283,100	b	1	a(1,283,100 shares)
BANTA CORP	COM	066821 10 9	1,014,000	21,900	b	1	a(21,900 shares)
BARD C R INC	COM	067383 10 9	34,809,000	356,500	b	1	a(356,500 shares)
BARD C R INC	COM	067383 10 9	4,101,000	42,000	c	1	a(42,000 shares)
BARD C R INC	COM	067383 10 9	5,126,000	52,500	P	1	a(52,500 shares)
BARNES & NOBLE INC	COM	067774 10 9	12,095,000	371,000	b	1	a(371,000 shares)
BARRICK GOLD CORP	COM	067901 10 8	230,000	9,715	b	1	a(9,715 shares)
BARR PHARMACEUTICALS INC	COM	068306 10 9	44,039,000	959,450	b	1	a(959,450 shares)
BARR PHARMACEUTICALS INC	COM	068306 10 9	1,308,000	28,500	c	1	a(28,500 shares)
BARR PHARMACEUTICALS INC	COM	068306 10 9	3,580,000	78,000	P	1	a(78,000 shares)
BAUSCH & LOMB INC	COM	071707 10 3	2,099,000	35,000	c	1	a(35,000 shares)
BAXTER INTL INC	COM	071813 10 9	20,446,000	661,900	b	1	a(661,900 shares)
BAY VIEW CAP CORP DEL	COM	07262L 10 1	187,000	83,700	b	1	a(83,700 shares)
BBVA BANCO FRANCES S A	SPONSORED ADR	07329M 10 0	359,000	39,400	b	1	a(39,400 shares)
BE AEROSPACE INC	COM	073302 10 1	95,000	14,204	b	1	a(14,204 shares)
BEA SYS INC	COM	073325 10 2	15,210,000	1,195,709	b	1	a(1,195,709 shares)
BEAR STEARNS COS INC	COM	073902 10 8	1,315,000	15,000	b	1	a(15,000 shares)
BEAR STEARNS COS INC	COM	073902 10 8	1,701,000	19,400	c	1	a(19,400 shares)
BEAR STEARNS COS INC	COM	073902 10 8	3,507,000	40,000	P	1	a(40,000 shares)
BEARINGPOINT INC	COM	074002 10 6	155,000	14,500	b	1	a(14,500 shares)
BEAZER HOMES USA INC	COM	07556Q 10 5	17,263,000	163,000	b	1	a(163,000 shares)
BECKMAN COULTER INC	COM	075811 10 9	2,203,000	40,400	b	1	a(40,400 shares)
BECKMAN COULTER INC	COM	075811 10 9	1,418,000	26,000	c	1	a(26,000 shares)
BECKMAN COULTER INC	COM	075811 10 9	1,364,000	25,000	P	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 (note #3)
BED BATH & BEYOND INC	COM	075896 10 0	27,331,000	654,467	b	1	a(654,467 shares)
BELL MICROPRODUCTS INC	COM	078137 10 6	174,000	24,173	b	1	a(24,173 shares)
BELLSOUTH CORP	COM	079860 10 2	12,222,000	441,400	b	1	a(441,400 shares)
BEMIS INC	COM	081437 10 5	10,655,000	409,800	b	1	a(409,800 shares)
BENCHMARK ELECTRS INC	COM	08160H 10 1	5,474,000	173,900	b	1	a(173,900 shares)
BERKLEY W R CORP	COM	084423 10 2	35,645,000	893,800	b	1	a(893,800 shares)
BEST BUY INC	COM	086516 10 1	130,089,000	2,515,250	b	1	a(2,515,250 shares)
BEVERLY ENTERPRISES INC	COM NEW	087851 30 9	9,707,000	1,516,700	b	1	a(1,516,700 shares)
BHP BILLITON LTD	SPONSORED ADR	088606 10 8	5,976,000	318,200	b	1	a(318,200 shares)
BIG 5 SPORTING GOODS CORP	COM	08915P 10 1	3,177,000	125,854	b	1	a(125,854 shares)
BIG LOTS INC	COM	089302 10 3	4,807,000	331,500	b	1	a(331,500 shares)
BIO-REFERENCE LABS INC	COM \$.01 NEW	09057G 60 2	2,720,000	172,056	b	1	a(172,056 shares)
BIOMET INC	COM	090613 10 0	479,000	12,495	b	1	a(12,495 shares)
BIOPURE CORP	CL A	09065H 10 5	88,000	55,573	b	1	a(55,573 shares)
BIOPURE CORP	CL A	09065H 10 5	95,000	60,000 C	b	1	a(60,000 shares)
BIOLASE TECHNOLOGY INC	COM	090911 10 8	1,566,000	89,430	b	1	a(89,430 shares)
BLACK BOX CORP DEL	COM	091826 10 7	1,340,000	25,000 C	b	1	a(25,000 shares)
BLACK BOX CORP DEL	COM	091826 10 7	1,072,000	20,000 P	b	1	a(20,000 shares)
BLACK HILLS CORP	COM	092113 10 9	542,000	17,000	b	1	a(17,000 shares)
BLACK H & R INC	COM	093671 10 5	1,347,000	26,400	b	1	a(26,400 shares)
BLOCKBUSTER INC	CL A	093679 10 8	12,908,000	737,600	b	1	a(737,600 shares)
BLUE RHINO CORP	COM	095811 10 5	679,000	40,094	b	1	a(40,094 shares)
BOEING CO	COM	097023 10 5	407,000	9,900	b	1	a(9,900 shares)
BOOKHAM TECHNOLOGY PLC	SPONSORED ADR	09856Q 10 8	1,490,000	683,489	b	1	a(683,489 shares)
BORDERS GROUP INC	COM	099709 10 7	7,934,000	334,200	b	1	a(334,200 shares)
BORG WARNER INC	COM	099724 10 6	9,280,000	109,400	b	1	a(109,400 shares)
BOSTON BEER INC	CL A	100557 10 7	558,000	30,300	b	1	a(30,300 shares)
BOSTON SCIENTIFIC CORP	COM	101137 10 7	212,000	5,000	b	1	a(5,000 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
BOYD GAMING CORP	COM	103304 10 1	2,632,000	115,000	b	1	a(115,000 shares)
BRADY CORP	CL A	104674 10 6	518,000	13,600	b	1	a(13,600 shares)
BRASIL TELECOM PARTICIPACOES SPON ADR PFD	SPON ADR PFD	105530 10 9	3,237,000	94,800	b	1	a(94,800 shares)
BRIGGS & STRATTON CORP	COM	109043 10 9	810,000	12,000 c	b	1	a(12,000 shares)
BRIGHTPOINT INC	COM NEW	109473 40 5	4,413,000	287,472	b	1	a(287,472 shares)
BRIILLIANCE CHINA AUTO HLDG L SPONSORED ADR	SPONSORED ADR	10949Q 10 5	3,964,000	85,200	b	1	a(85,200 shares)
BRISTOL MYERS SQUIBB CO	COM	110122 10 8	13,816,000	570,200	b	1	a(570,200 shares)
BRISTOL WEST HLDGS INC	COM	11037M 10 5	771,000	37,800	b	1	a(37,800 shares)
BROADCOM CORP	CL A	111320 10 7	21,422,000	549,129	b	1	a(549,129 shares)
BROADCOM CORP	CL A	111320 10 7	1,567,000	40,000 c	b	1	a(40,000 shares)
BROADCOM CORP	CL A	111320 10 7	3,134,000	80,000 P	b	1	a(80,000 shares)
BROCADE COMMUNICATIONS SYS I	COM	111621 10 8	8,621,000	1,298,295	b	1	a(1,298,295 shares)
BROOKFIELD HOMES CORP	COM	112723 10 1	1,067,000	30,400	b	1	a(30,400 shares)
BROOKFIELD PPTYS CORP	COM	112900 10 5	6,763,000	217,400	b	1	a(217,400 shares)
BROOKS AUTOMATION INC	COM	114340 10 2	6,990,000	332,248	b	1	a(332,248 shares)
BROOKTROUT INC	COM	114580 10 3	1,766,000	89,023	b	1	a(89,023 shares)
BROWN & BROWN INC	COM	115236 10 1	2,988,000	77,100	b	1	a(77,100 shares)
BROWN SHOE INC NEW	COM	115736 10 0	2,758,000	75,700	b	1	a(75,700 shares)
BRUNSWICK CORP	COM	117043 10 9	12,608,000	308,800	b	1	a(308,800 shares)
C&D TECHNOLOGIES INC	COM	124661 10 9	1,629,000	97,500	b	1	a(97,500 shares)
CBRL GROUP INC	COM	12489V 10 6	1,303,000	32,872	b	1	a(32,872 shares)
C COR NET CORP	COM	125010 10 8	6,721,000	479,417	b	1	a(479,417 shares)
C D W CORP	COM	12512N 10 5	21,355,000	315,854	b	1	a(315,854 shares)
CEC ENTMT INC	COM	125137 10 9	19,852,000	572,100	b	1	a(572,100 shares)
CIGNA CORP	COM	125509 10 9	8,145,000	138,000	b	1	a(138,000 shares)
CIGNA CORP	COM	125509 10 9	2,184,000	37,000 P	b	1	a(37,000 shares)
CIT GROUP INC	COM	125581 10 8	12,674,000	333,100	b	1	a(333,100 shares)
CLECO CORP NEW	COM	12561W 10 5	291,000	15,300	b	1	a(15,300 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)
CSK AUTO CORP	COM	125965 10 3	14,865,000	820,800	b	1	a(820,800 shares)
CNA FINL CORP	COM	126117 10 0	4,506,000	163,500	b	1	a(163,500 shares)
CNF TR I	TECONS SER A	12612V 20 5	4,941,000	97,600	b	1	a(97,600 shares)
CNF INC	COM	12612W 10 4	1,250,000	37,200	b	1	a(37,200 shares)
CSG SYS INTL INC	COM	126349 10 9	3,784,000	220,281	b	1	a(220,281 shares)
CVS CORP	COM	126650 10 0	3,392,000	96,100	b	1	a(96,100 shares)
CVS CORP	COM	126650 10 0	1,465,000	41,500 C	b	1	a(41,500 shares)
CVS CORP	COM	126650 10 0	777,000	22,000 P	b	1	a(22,000 shares)
CV THERAPEUTICS INC	COM	126667 10 4	944,000	62,400 C	b	1	a(62,400 shares)
CABLE & WIRELESS PUB LTD CO	SPONSORED ADR	126830 20 7	1,689,000	237,200	b	1	a(237,200 shares)
CABOT CORP	COM	127055 10 1	1,282,000	39,100	b	1	a(39,100 shares)
CABOT OIL & GAS CORP	COM	127097 10 3	2,044,000	66,900	b	1	a(66,900 shares)
CACI INTL INC	CL A	127190 30 4	12,173,000	283,100	b	1	a(283,100 shares)
CADBURY SCHWEPES PLC	ADR	127209 30 2	1,051,000	32,700	b	1	a(32,700 shares)
CAESARS ENTMT INC	COM	127687 10 1	8,879,000	680,900	b	1	a(680,900 shares)
CAL MAINE FOODS INC	COM NEW	128030 20 2	6,464,000	181,577	b	1	a(181,577 shares)
CALIFORNIA AMPLIFIER INC	COM	129900 10 6	1,589,000	118,742	b	1	a(118,742 shares)
CALIFORNIA AMPLIFIER INC	COM	129900 10 6	1,191,000	89,000 C	b	1	a(89,000 shares)
CALIPER LIFE SCIENCES INC	COM	130872 10 4	448,000	65,370	b	1	a(65,370 shares)
CALLIDUS SOFTWARE INC	COM	13123E 50 0	753,000	88,441	b	1	a(88,441 shares)
CAMPBELL SOUP CO	COM	134429 10 9	4,917,000	180,300	b	1	a(180,300 shares)
CANADIAN NATL RY CO	COM	136375 10 2	4,110,000	104,500	b	1	a(104,500 shares)
CANADIAN NATL RY CO	COM	136375 10 2	315,000	8,000 C	b	1	a(8,000 shares)
CANDELA CORP	COM	136907 10 2	509,000	37,146	b	1	a(37,146 shares)
CANON INC	ADR	138006 30 9	1,580,000	30,500	b	1	a(30,500 shares)
CAPITAL ONE FINL CORP	COM	14040H 10 5	4,579,000	60,700 C	b	1	a(60,700 shares)
CAPITAL ONE FINL CORP	COM	14040H 10 5	5,280,000	70,000 P	b	1	a(70,000 shares)
CAPITALSOURCE INC	COM	14055X 10 2	1,825,000	81,300	b	1	a(81,300 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)
CAPITOL FED FINL	COM	14057C 10 6	425,000	11,832	b	1	a(11,832 shares)
CAPTARIS INC	COM	14071M 10 4	268,000	48,736	b	1	a(48,736 shares)
CARDINAL HEALTH INC	COM	14149Y 10 8	2,033,000	29,500 C	b	1	a(29,500 shares)
CARDINAL HEALTH INC	COM	14149Y 10 8	1,240,000	18,000 P	b	1	a(18,000 shares)
CAREER EDUCATION CORP	COM	141665 10 9	1,376,000	24,300	b	1	a(24,300 shares)
CAREER EDUCATION CORP	COM	141665 10 9	283,000	5,000 C	b	1	a(5,000 shares)
CAREER EDUCATION CORP	COM	141665 10 9	2,266,000	40,000 P	b	1	a(40,000 shares)
CAREMARK RX INC	COM	141705 10 3	17,519,000	526,892	b	1	a(526,892 shares)
CARLISLE COS INC	COM	142339 10 0	5,750,000	101,500	b	1	a(101,500 shares)
CARLISLE COS INC	COM	142339 10 0	736,000	13,000 C	b	1	a(13,000 shares)
CARLISLE COS INC	COM	142339 10 0	736,000	13,000 P	b	1	a(13,000 shares)
CARMAX INC	COM	143130 10 2	28,524,000	976,834	b	1	a(976,834 shares)
CARMAX INC	COM	143130 10 2	1,460,000	50,000 C	b	1	a(50,000 shares)
CARNIVAL CORP	BCV 2.000% 4/	143658 AN 2	23,773,000	18,500,000	b	1	a(18,500,000 shares)
CARPENTER TECHNOLOGY CORP	COM	144285 10 3	7,829,000	238,100	b	1	a(238,100 shares)
CARREKER CORP	COM	144433 10 9	1,252,000	158,058	b	1	a(158,058 shares)
CARRIER ACCESS CORP	COM	144460 10 2	4,542,000	372,300	b	1	a(372,300 shares)
CARTER INC	COM	146229 10 9	343,000	12,000	b	1	a(12,000 shares)
CASELLA WASTE SYS INC	CL A	147448 10 4	207,000	14,218	b	1	a(14,218 shares)
CATERPILLAR INC DEL	COM	149123 10 1	522,000	6,600 C	b	1	a(6,600 shares)
CATERPILLAR INC DEL	COM	149123 10 1	1,581,000	20,000 P	b	1	a(20,000 shares)
CATO CORP NEW	CL A	149205 10 6	3,592,000	178,900	b	1	a(178,900 shares)
CELL GENESYS INC	COM	150921 10 4	1,839,000	152,746	b	1	a(152,746 shares)
CELLSTAR CORP	COM NEW	150925 20 4	525,000	50,013	b	1	a(50,013 shares)
CELERITEK INC	COM	150926 10 3	66,000	20,569	b	1	a(20,569 shares)
CEMEX S A	SPON ADR 5 ORD	151290 88 9	9,179,000	307,800	b	1	a(307,800 shares)
CENDANT CORP	COM	151313 10 3	32,105,000	1,316,300	b	1	a(1,316,300 shares)
CENDANT CORP	COM	151313 10 3	6,829,000	280,000 C	b	1	a(280,000 shares)

Name of Reporting Manager. D.E. Shaw & Co., Inc

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
CENTERPOINT ENERGY INC	NOTE 3.750% 5/	15189T AC 1	17,203,000	15,000,000	b	1	a(15,000,000 shares)
CENTEX CORP	COM	152312 10 4	107,758,000	1,993,300	b	1	a(1,993,300 shares)
CENTEX CORP	COM	152312 10 4	2,162,000	40,000 P	b	1	a(40,000 shares)
CENTILLIUM COMMUNICATIONS IN	COM	152319 10 9	1,504,000	332,782	b	1	a(332,782 shares)
CENTRAL FIGHT LINES INC NEV	COM	153491 10 5	300,000	22,800	b	1	a(22,800 shares)
CENTRAL VT PUB SVC CORP	COM	155771 10 8	459,000	20,400	b	1	a(20,400 shares)
CENTURY ALUM CO	COM	156431 10 8	2,441,000	86,465	b	1	a(86,465 shares)
CENTURYTEL INC	COM	156700 10 6	322,000	11,700	b	1	a(11,700 shares)
CEPHALON INC	COM	156708 10 9	2,035,000	35,505	b	1	a(35,505 shares)
CEPHALON INC	COM	156708 10 9	10,193,000	177,800 C	b	1	a(177,800 shares)
CEPHALON INC	COM	156708 10 9	573,000	10,000 P	b	1	a(10,000 shares)
CEPHALON INC	NOTE 6/	156708 AG 4	22,313,000	20,000,000	b	1	a(20,000,000 shares)
CEPHALON INC	NOTE 2.500%12/	156708 AE 9	39,296,000	39,718,000	b	1	a(39,718,000 shares)
CERADYNE INC	COM	156710 10 5	2,205,000	61,000 C	b	1	a(61,000 shares)
CERNER CORP	COM	156782 10 4	732,000	16,200 C	b	1	a(16,200 shares)
CERUS CORP	COM	157085 10 1	84,000	25,164	b	1	a(25,164 shares)
CHAMPION ENTERPRISES INC	COM	158496 10 9	268,000	25,300	b	1	a(25,300 shares)
CHARLES RIVER ASSOCIATES	COM	159852 10 2	306,000	9,319	b	1	a(9,319 shares)
CHARLES RIV LABORATORIES INC	DBCV 3.500% 2/	159863 AL 3	11,950,000	10,000,000	b	1	a(10,000,000 shares)
CHARMING SHOPPES INC	COM	161133 10 3	155,000	19,891	b	1	a(19,891 shares)
CHARTER COMMUNICATIONS INC D	CL A	16117M 10 7	6,123,000	1,300,000	b	1	a(1,300,000 shares)
CHARTER COMMUNICATIONS INC D	NOTE 4.750% 6/	16117M AC 1	3,780,000	4,000,000	b	1	a(4,000,000 shares)
CHARTER COMMUNICATIONS INC D	NOTE 5.750%10/	16117M AB 3	84,674,000	87,105,000	b	1	a(87,105,000 shares)
CHECKERS DRIVE-IN RESTAURANT	COM NEW	162809 30 5	1,643,000	135,243	b	1	a(135,243 shares)
CHECKFREE CORP NEW	COM	162813 10 9	17,044,000	578,560	b	1	a(578,560 shares)
CHECKPOINT SYS INC	COM	162825 10 3	1,002,000	53,000	b	1	a(53,000 shares)
CHEESECAKE FACTORY INC	COM	163072 10 1	1,153,000	25,000 C	b	1	a(25,000 shares)
CHENIERE ENERGY INC	COM NEW	16411R 20 8	352,000	20,300	b	1	a(20,300 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)
CHESAPEAKE CORP	COM	165159 10 4	2,303,000	96,500	b	1	a(96,500 shares)
CHESAPEAKE ENERGY CORP	COM	165167 10 7	12,658,000	944,600	b	1	a(944,600 shares)
CHEVRONTXACO CORP	COM	166764 10 0	5,057,000	57,608	b	1	a(57,608 shares)
CHILDRENS PL RETAIL STORES I	COM	168905 10 7	11,667,000	376,705	b	1	a(376,705 shares)
CHINA LIFE INS CO LTD	SPON ADR REP H	16939P 10 6	4,602,000	184,000	b	1	a(184,000 shares)
CHINA LIFE INS CO LTD	SPON ADR REP H	16939P 10 6	1,251,000	50,000 C	b	1	a(50,000 shares)
CHINA LIFE INS CO LTD	SPON ADR REP H	16939P 10 6	1,376,000	55,000 P	b	1	a(55,000 shares)
CHINA MOBILE HONG KONG LTD	SPONSORED ADR	16941M 10 9	3,965,000	269,900	b	1	a(269,900 shares)
CHINA PETE & CHEM CORP	SPON ADR H SHS	16941R 10 8	7,453,000	194,600	b	1	a(194,600 shares)
CHINA PETE & CHEM CORP	SPON ADR H SHS	16941R 10 8	310,000	8,100 C	b	1	a(8,100 shares)
CHINA PETE & CHEM CORP	SPON ADR H SHS	16941R 10 8	1,685,000	44,000 P	b	1	a(44,000 shares)
CHINA TELECOM CORP LTD	SPON ADR H SHS	169426 10 3	399,000	11,500	b	1	a(11,500 shares)
CHINA UNICOM LTD	SPONSORED ADR	16945R 10 4	6,197,000	687,800	b	1	a(687,800 shares)
CHIPPAC INC	CL A	169657 10 3	884,000	111,734	b	1	a(111,734 shares)
CHOICE HOTELS INTL INC	COM	169905 10 6	3,883,000	86,800	b	1	a(86,800 shares)
CHIQUITA BRANDS INTL INC	COM	170032 80 9	6,591,000	316,100	b	1	a(316,100 shares)
CHIRON CORP	COM	170040 10 9	1,730,000	39,300	b	1	a(39,300 shares)
CHITTENDEN CORP	COM	170228 10 0	300,000	9,100	b	1	a(9,100 shares)
CHORDIANT SOFTWARE INC	COM	170404 10 7	647,000	123,418	b	1	a(123,418 shares)
CHRISTOPHER & BANKS CORP	COM	171046 10 5	2,921,000	138,350	b	1	a(138,350 shares)
CHURB CORP	COM	171232 10 1	369,000	5,300	b	1	a(5,300 shares)
CHURCH & DWIGHT INC	COM	171340 10 2	667,000	15,400	b	1	a(15,400 shares)
CIENA CORP	COM	171779 10 1	2,393,000	481,560	b	1	a(481,560 shares)
CIMA LABS INC	COM	171796 10 5	2,289,000	72,834	b	1	a(72,834 shares)
CIMA LABS INC	COM	171796 10 5	377,000	12,000 P	b	1	a(12,000 shares)
CIMAREX ENERGY CO	COM	171798 10 1	795,000	27,500	b	1	a(27,500 shares)
CINCINNATI BELL INC NEW	COM	171871 10 6	8,843,000	2,172,700	b	1	a(2,172,700 shares)
CINERGY CORP	COM	172474 10 8	822,000	20,100	b	1	a(20,100 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)
CIRCUIT CITY STORE INC	COM	172737 10 8	35,685,000	3,158,000	b	1	a(3,158,000 shares)
CIRRUS LOGIC INC	COM	172755 10 0	8,740,000	1,153,027	b	1	a(1,153,027 shares)
CISCO SYS INC	COM	17275R 10 2	719,000	30,500	b	1	a(30,500 shares)
CISCO SYS INC	COM	17275R 10 2	7,071,000	300,000 P	b	1	a(300,000 shares)
CITADEL BROADCASTING CORP	COM	17285T 10 6	4,488,000	257,200	b	1	a(257,200 shares)
CITIGROUP INC	COM	172967 10 1	1,448,000	28,000	b	1	a(28,000 shares)
CITIZENS COMMUNICATIONS CO	COM	174538 10 1	4,162,000	321,600	b	1	a(321,600 shares)
CITRIX SYS INC	COM	177376 10 0	10,494,000	485,383	b	1	a(485,383 shares)
CITY NATL CORP	COM	178566 10 5	5,115,000	85,400	b	1	a(85,400 shares)
CLAIRES STORES INC	COM	179584 10 7	19,039,000	913,600	b	1	a(913,600 shares)
CLARCOR INC	COM	179895 10 7	3,351,000	75,900	b	1	a(75,900 shares)
CLEAN HARBORS INC	COM	184496 10 7	90,000	12,128	b	1	a(12,128 shares)
CLEVELAND CLIFFS INC	COM	185896 10 7	5,660,000	86,500 C	b	1	a(86,500 shares)
CLEVELAND CLIFFS INC	COM	185896 10 7	622,000	9,500 P	b	1	a(9,500 shares)
CLOROX CO DEL	COM	189054 10 9	18,835,000	385,100	b	1	a(385,100 shares)
COACH INC	COM	189754 10 4	17,249,000	420,800	b	1	a(420,800 shares)
COCA COLA CO	COM	191216 10 0	125,262,000	2,490,300	b	1	a(2,490,300 shares)
COCA-COLA FEMSA S A DE C V	SPON ADR REP L	191241 10 8	2,067,000	85,800	b	1	a(85,800 shares)
COGNOS INC	COM	19244C 10 9	4,691,000	151,027	b	1	a(151,027 shares)
COHERENT INC	COM	192479 10 3	3,147,000	119,710	b	1	a(119,710 shares)
COINSTAR INC	COM	19259P 30 0	326,000	20,559	b	1	a(20,559 shares)
COLE KENNETH PRODTNS INC	CL A	193294 10 5	1,780,000	52,200	b	1	a(52,200 shares)
COLGATE PALMOLIVE CO	COM	194162 10 3	2,727,000	49,500 C	b	1	a(49,500 shares)
COMFORT SYS USA INC	COM	199908 10 4	183,000	25,400	b	1	a(25,400 shares)
COMCAST HOLDINGS CORP	ZONES CV2% PCS	200300 50 7	21,736,000	541,700	b	1	a(541,700 shares)
COMCAST CORP NEW	CL A	20030N 10 1	264,000	9,200	b	1	a(9,200 shares)
COMCAST CORP NEW	CL A SPL	20030N 20 0	2,317,000	83,100	b	1	a(83,100 shares)
COMMERCE BANCORP INC NJ	COM	200519 10 6	843,000	12,800	b	1	a(12,800 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
COMMERCE BANCORP INC NJ	COM	200519 10 6	4,302,000	65,300 c	b	1	a(65,300 shares)
COMMERCE BANCSHARES INC	COM	200525 10 3	816,000	17,106	b	1	a(17,106 shares)
COMMERCIAL CAP BANCORP INC	COM	20162L 10 5	1,224,000	53,388	b	1	a(53,388 shares)
COMMSCOPE INC	COM	203372 10 7	7,311,000	439,100	b	1	a(439,100 shares)
COMPANHIA ENERGETICA DE MINA	SP ADR N-V PFD	204409 60 1	1,566,000	89,752	b	1	a(89,752 shares)
COMPANHIA BRASILEIRA DE DIST	SPON ADR PFD	20440T 20 1	1,570,000	74,600	b	1	a(74,600 shares)
COMPANHIA VALE DO RIO DOCE	SPONSORED ADR	204412 20 9	9,816,000	178,800	b	1	a(178,800 shares)
COMPANHIA DE SANEAMENTO BASI	SPONSORED ADR	20441A 10 2	134,000	10,800	b	1	a(10,800 shares)
COMPANHIA PARANAENSE ENERG C	SPON ADR PFD	20441B 40 7	1,817,000	472,000	b	1	a(472,000 shares)
COMPANHIA DE BEBIDAS DAS AME	SPON ADR PFD	20441W 20 3	3,720,000	186,000	b	1	a(186,000 shares)
COMPANIA ANONIMA NACIONAL TEL	SPON ADR D	204421 10 1	940,000	48,000	b	1	a(48,000 shares)
COMPANIA DE MINAS BUENAVENTU	SPONSORED ADR	204448 10 4	18,291,000	632,900	b	1	a(632,900 shares)
COMPANIA DE TELECOMUNICS CHI	SPON ADR NEW	204449 30 0	7,047,000	572,900	b	1	a(572,900 shares)
COMPUCREDIT CORP	COM	20478N 10 0	1,748,000	82,689	b	1	a(82,689 shares)
COMPUTER ASSOC INTL INC	NOTE 5.000% 3/	204912 AR 0	8,722,000	7,000,000	b	1	a(7,000,000 shares)
COMPUTER NETWORK TECHNOLOGY	COM	204925 10 1	670,000	83,715	b	1	a(83,715 shares)
COMPUWARE CORP	COM	205638 10 9	679,000	91,116	b	1	a(91,116 shares)
COMSTOCK RES INC	COM NEW	205768 20 3	2,309,000	116,200	b	1	a(116,200 shares)
COMTECH TELECOMMUNICATIONS C	COM NEW	205826 20 9	611,000	26,350	b	1	a(26,350 shares)
CONVERSE TECHNOLOGY INC	COM PAR \$0.10	205862 40 2	19,372,000	1,067,905	b	1	a(1,067,905 shares)
CONAGRA FOODS INC	COM	205887 10 2	9,758,000	362,200	b	1	a(362,200 shares)
CONCURRENT COMPUTER CORP NEW	COM	206710 20 4	3,063,000	887,947	b	1	a(887,947 shares)
CONNECTICUT BANCSHARES INC	COM	207540 10 5	2,795,000	53,751	b	1	a(53,751 shares)
CONNETICS CORP	COM	208192 10 4	607,000	27,400	b	1	a(27,400 shares)
CONOCOPHILLIPS	COM	20825C 10 4	7,840,000	112,300	b	1	a(112,300 shares)
CONSECO INC	COM NEW	208464 88 3	6,186,000	267,100	b	1	a(267,100 shares)
CONSOLIDATED EDISON INC	COM	209115 10 4	1,936,000	43,900	b	1	a(43,900 shares)
CONSOLIDATED GRAPHICS INC	COM	209341 10 6	396,000	10,300	b	1	a(10,300 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)
CONSTELLATION ENERGY GROUP I	COM	210371 10 0	4,750,000	118,900	b	1	a(118,900 shares)
CONTINENTAL AIRLS INC	CL B	210795 30 8	5,780,000	461,300	b	1	a(461,300 shares)
CONVERGYS CORP	COM	212485 10 6	5,960,000	392,100	b	1	a(392,100 shares)
CORILLIAN CORP	COM	218725 10 9	1,329,000	268,417	b	1	a(268,417 shares)
CORGENTECH INC	COM	21872P 10 5	535,000	28,600	b	1	a(28,600 shares)
CORINTHIAN COLLEGES INC	COM	218868 10 7	388,000	11,734	b	1	a(11,734 shares)
CORINTHIAN COLLEGES INC	COM	218868 10 7	3,042,000	92,000 C	b	1	a(92,000 shares)
CORINTHIAN COLLEGES INC	COM	218868 10 7	3,306,000	100,000 P	b	1	a(100,000 shares)
CORIXA CORP	COM	21887F 10 0	1,558,000	243,481	b	1	a(243,481 shares)
CORNING INC	NOTE 3.500%11/	219350 AK 1	19,303,000	15,000,000	b	1	a(15,000,000 shares)
CORPORATE EXECUTIVE BRD CO	COM	21988R 10 2	9,168,000	195,054	b	1	a(195,054 shares)
CORVIS CORP	COM	221009 10 3	1,045,000	544,384	b	1	a(544,384 shares)
COSTCO WHSL CORP NEW	COM	22160K 10 5	41,505,000	1,103,564	b	1	a(1,103,564 shares)
COSTAR GROUP INC	COM	22160N 10 9	247,000	6,696	b	1	a(6,696 shares)
COTT CORP QUE	COM	22163N 10 6	2,313,000	78,700	b	1	a(78,700 shares)
COUNTRYWIDE FINANCIAL CORP	COM	222372 10 4	12,035,000	125,496	b	1	a(125,496 shares)
COUNTRYWIDE FINANCIAL CORP	COM	222372 10 4	5,802,000	60,500 C	b	1	a(60,500 shares)
COVENANT TRANS INC	CL A	22284P 10 5	914,000	50,704	b	1	a(50,704 shares)
COVENTRY HEALTH CARE INC	COM	222862 10 4	26,805,000	633,250	b	1	a(633,250 shares)
COX COMMUNICATIONS INC NEW	CL A	224044 10 7	632,000	20,000 P	b	1	a(20,000 shares)
CREDIT ACCEP CORP MICH	COM	225310 10 1	272,000	14,311	b	1	a(14,311 shares)
CREDIT SUISSE GROUP	SPONSORED ADR	225401 10 8	212,000	6,100	b	1	a(6,100 shares)
CREE INC	COM	225447 10 1	580,000	26,000 C	b	1	a(26,000 shares)
CREE INC	COM	225447 10 1	1,628,000	73,000 P	b	1	a(73,000 shares)
CREO INC	COM	225606 10 2	107,000	11,300	b	1	a(11,300 shares)
CROMPTON CORP	COM	227116 10 0	2,214,000	347,000	b	1	a(347,000 shares)
CROWN CASTLE INTL CORP	COM	228227 10 4	7,895,000	625,100	b	1	a(625,100 shares)
CROWN HOLDINGS INC	COM	228368 10 6	9,391,000	1,007,600	b	1	a(1,007,600 shares)

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CRYOLIFE INC	COM	228903 10 0	987,000	165,800	b	1	a(165,800 shares)
CTRIIP COM INTL LTD	ADR	22943F 10 0	223,000	7,854	b	1	a(7,854 shares)
CUBIST PHARMACEUTICALS INC	COM	229678 10 7	3,126,000	340,097	b	1	a(340,097 shares)
CULP INC	COM	230215 10 5	671,000	65,100	b	1	a(65,100 shares)
CURIS INC	COM	231269 10 1	2,684,000	533,621	b	1	a(533,621 shares)
CURAGEN CORP	COM	23126R 10 1	1,419,000	227,454	b	1	a(227,454 shares)
CYBERONICS INC	COM	23251P 10 2	311,000	13,000	b	1	a(13,000 shares)
CYMER INC	COM	232572 10 7	552,000	14,300	b	1	a(14,300 shares)
CYPRESS SEMICONDUCTOR CORP	COM	232806 10 9	36,688,000	1,792,300	b	1	a(1,792,300 shares)
CYPRESS SEMICONDUCTOR CORP	COM	232806 10 9	512,000	25,000 C	b	1	a(25,000 shares)
CYTEC INDS INC	COM	232820 10 0	270,000	7,600	b	1	a(7,600 shares)
CYTYC CORP	COM	232946 10 3	2,877,000	129,300	b	1	a(129,300 shares)
DJ ORTHOPEDICS INC	COM	23325G 10 4	5,770,000	223,200	b	1	a(223,200 shares)
DPL INC	COM	233293 10 9	3,564,000	190,100	b	1	a(190,100 shares)
D R HORTON INC	COM	23331A 10 9	1,617,000	45,650	b	1	a(45,650 shares)
DADE BEHRING HLDGS INC	COM	23342J 20 6	281,000	6,310	b	1	a(6,310 shares)
DANA CORP	COM	235811 10 6	4,119,000	207,400	b	1	a(207,400 shares)
DANAHER CORP DEL	COM	235851 10 2	355,000	3,800	b	1	a(3,800 shares)
DANIELSON HLDG CORP	COM	236274 10 6	2,120,000	227,700	b	1	a(227,700 shares)
DARLING INTL INC	COM	237266 10 1	18,969,000	5,579,107	b	1	a(5,579,107 shares)
DATASTREAM SYS INC	COM	238124 10 1	202,000	28,265	b	1	a(28,265 shares)
DAVITA INC	COM	23918K 10 8	18,503,000	387,500	b	1	a(387,500 shares)
DAVITA INC	COM	23918K 10 8	2,388,000	50,000 C	b	1	a(50,000 shares)
DEAN FOODS CO NEW	COM	242370 10 4	35,907,000	1,075,051	b	1	a(1,075,051 shares)
DECKERS OUTDOOR CORP	COM	243337 10 7	498,000	19,183	b	1	a(19,183 shares)
DECODE GENETICS INC	COM	243586 10 4	3,600,000	338,689	b	1	a(338,689 shares)
DEERE & CO	COM	244199 10 5	3,334,000	48,100 C	b	1	a(48,100 shares)
DELL INC	COM	24702R 10 1	31,169,000	927,100	b	1	a(927,100 shares)

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DELPHI CORP	COM	247126 10 5	4,271,000	428,800	b	1	a(428,800 shares)
DENDREON CORP	COM	24823Q 10 7	2,261,000	169,984	b	1	a(169,984 shares)
DENTSPLY INTL INC NEW	COM	249030 10 7	5,882,000	132,681	b	1	a(132,681 shares)
DEUTSCHE TELEKOM AG	SPONSORED ADR	251566 10 5	7,270,000	403,000	b	1	a(403,000 shares)
DEVON ENERGY CORP NEW	COM	25179M 10 3	4,478,000	77,000	b	1	a(77,000 shares)
DIAMOND OFFSHORE DRILLING IN	COM	25271C 10 2	1,236,000	51,100	b	1	a(51,100 shares)
DICKS SPORTING GOODS INC	COM	253393 10 2	17,221,000	296,200	b	1	a(296,200 shares)
DICKS SPORTING GOODS INC	COM	253393 10 2	5,523,000	95,000 C	b	1	a(95,000 shares)
DIEBOLD INC	COM	253651 10 3	4,177,000	86,800	b	1	a(86,800 shares)
DIEBOLD INC	COM	253651 10 3	962,000	20,000 C	b	1	a(20,000 shares)
DIEBOLD INC	COM	253651 10 3	962,000	20,000 P	b	1	a(20,000 shares)
DIGENE CORP	COM	253752 10 9	684,000	19,900	b	1	a(19,900 shares)
DIGIMARC CORP	COM	253807 10 1	206,000	16,682	b	1	a(16,682 shares)
DIGITAL INSIGHT CORP	COM	25385P 10 6	1,252,000	60,433	b	1	a(60,433 shares)
DIGITAS INC	COM	25388K 10 4	1,747,000	169,804	b	1	a(169,804 shares)
DIGITAL GENERATION SYS INC	COM	253921 10 0	91,000	60,079	b	1	a(60,079 shares)
DIME CMNTY BANCSHARES	COM	253922 10 8	2,574,000	126,509	b	1	a(126,509 shares)
DIONEX CORP	COM	254546 10 4	661,000	12,527	b	1	a(12,527 shares)
DISNEY WALT CO	COM DISNEY	254687 10 6	1,929,000	77,200	b	1	a(77,200 shares)
DISTRIBUCION Y SERVICIO D&S	SPONSORED ADR	254753 10 6	728,000	41,600	b	1	a(41,600 shares)
DITECH COMMUNICATIONS CORP	COM	25500M 10 3	1,782,000	106,926	b	1	a(106,926 shares)
DIVERSA CORP	COM	255064 10 7	1,093,000	123,357	b	1	a(123,357 shares)
DOBSON COMMUNICATIONS CORP	CL A	256069 10 5	1,512,000	523,269	b	1	a(523,269 shares)
DOLLAR GEN CORP	COM	256669 10 2	68,698,000	3,578,000	b	1	a(3,578,000 shares)
DOLLAR THRIFTY AUTOMOTIVE GP	COM	256743 10 5	442,000	17,500	b	1	a(17,500 shares)
DOMINION RES INC VA NEW	COM	25746U 10 9	2,617,000	40,700	b	1	a(40,700 shares)
DONALDSON INC	COM	257651 10 9	7,516,000	283,300	b	1	a(283,300 shares)
DONALDSON INC	COM	257651 10 9	1,300,000	49,000 P	b	1	a(49,000 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)
DOT HILL SYS CORP	COM	25848T 10 9	3,605,000	359,809	b	1	a(359,809 shares)
DOUBLECLICK INC	COM	258609 30 4	126,000	11,200	b	1	a(11,200 shares)
DOV PHARMACEUTICAL INC	COM	259858 10 8	307,000	19,774	b	1	a(19,774 shares)
DOW CHEM CO	COM	260543 10 3	41,174,000	1,022,200	b	1	a(1,022,200 shares)
DOWNEY FINL CORP	COM	261018 10 5	672,000	12,700	b	1	a(12,700 shares)
DREYERS GRAND ICE CREAM HL I	COM A CALL PUT	261877 10 4	522,000	6,600	b	1	a(6,600 shares)
DUANE READE INC	COM	263578 10 6	4,250,000	250,900	b	1	a(250,900 shares)
DUKE ENERGY CORP	COM	264399 10 6	3,557,000	157,400	b	1	a(157,400 shares)
DUN & BRADSTREET CORP DEL NE	COM	26483E 10 0	13,017,000	243,300	b	1	a(243,300 shares)
DUQUESNE LT HLDGS INC	COM	266233 10 5	8,190,000	420,000	b	1	a(420,000 shares)
DYAX CORP	COM	26746E 10 3	866,000	84,164	b	1	a(84,164 shares)
DYNEGY INC NEW	CL A	26816Q 10 1	2,436,000	615,100	b	1	a(615,100 shares)
ECI TELECOM LTD	ORD	268258 10 0	456,000	76,465	b	1	a(76,465 shares)
E-LOAN INC	COM	26861P 10 7	1,006,000	323,394	b	1	a(323,394 shares)
E M C CORP MASS	COM	268648 10 2	9,476,000	696,233	b	1	a(696,233 shares)
ENSCO INTL INC	COM	26874Q 10 0	19,353,000	687,000	b	1	a(687,000 shares)
EOG RES INC	COM	26875P 10 1	7,508,000	163,600	b	1	a(163,600 shares)
E ON AG	SPONSORED ADR	268780 10 3	264,000	4,000	b	1	a(4,000 shares)
ESS TECHNOLOGY INC	COM	269151 10 6	475,000	32,412	b	1	a(32,412 shares)
E TRADE FINANCIAL CORP	COM	269246 10 4	471,000	35,300	b	1	a(35,300 shares)
E TRADE FINANCIAL CORP	NOTE 6.000% 2/	269246 AB 0	7,175,000	7,000,000	b	1	a(7,000,000 shares)
EAGLE MATERIALS INC	CL B	26969P 20 7	5,761,000	98,639	b	1	a(98,639 shares)
EAGLE MATERIALS INC	COM	26969P 10 8	8,474,000	143,993	b	1	a(143,993 shares)
EARTHLINK INC	COM	270321 10 2	9,577,000	1,080,872	b	1	a(1,080,872 shares)
EASTMAN KODAK CO	COM	277461 10 9	5,627,000	215,000	b	1	a(215,000 shares)
EASTMAN KODAK CO	COM	277461 10 9	3,010,000	115,000 c	b	1	a(115,000 shares)
EATON CORP	COM	278058 10 2	33,849,000	602,400	b	1	a(602,400 shares)
EATON CORP	COM	278058 10 2	5,169,000	92,000 c	b	1	a(92,000 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)
EATON CORP	COM	278058 10 2	6,968,000	124,000 P	b	1	a(124,000 shares)
EBAY INC	COM	278642 10 3	208,000	3,000	b	1	a(3,000 shares)
EBOOKERS PLC	SPONSORED ADR	278725 10 6	236,000	21,435	b	1	a(21,435 shares)
EHOSTAR COMMUNICATIONS NEW	CL A	278762 10 9	21,566,000	658,496	b	1	a(658,496 shares)
ECLIPSYS CORP	COM	278856 10 9	1,065,000	79,013	b	1	a(79,013 shares)
ECLIPSYS CORP	COM	278856 10 9	310,000	23,000 C	b	1	a(23,000 shares)
EDISON INTL	COM	281020 10 7	4,025,000	165,700	b	1	a(165,700 shares)
EDO CORP	COM	281347 10 4	2,711,000	112,600	b	1	a(112,600 shares)
EDWARDS AG INC	COM	281760 10 8	2,304,000	58,900	b	1	a(58,900 shares)
EFUNDS CORP	COM	28224R 10 1	1,541,000	93,958	b	1	a(93,958 shares)
EL PASO CORP	COM	28336L 10 9	7,613,000	1,070,800	b	1	a(1,070,800 shares)
EL PASO ELEC CO	COM NEW	283677 85 4	895,000	64,700	b	1	a(64,700 shares)
ELAN PLC	ADR	284131 20 8	1,863,000	90,329	b	1	a(90,329 shares)
ELECTRO SCIENTIFIC INDS	COM	285229 10 0	479,000	20,366	b	1	a(20,366 shares)
ELECTRONIC ARTS INC	COM	285512 10 9	863,000	16,000 C	b	1	a(16,000 shares)
ELECTRONICS BOUTIQUE HLDGS C	COM	286045 10 9	875,000	29,838	b	1	a(29,838 shares)
EMBARCADERO TECHNOLOGIES INC	COM	290787 10 0	1,366,000	106,989	b	1	a(106,989 shares)
EMBRAER-EMPRESA BRASILEIRA D	SP ADR PFD SHS	29081M 10 2	411,000	12,800	b	1	a(12,800 shares)
EMBRAER-EMPRESA BRASILEIRA D	SP ADR PFD SHS	29081M 10 2	2,568,000	80,000 P	b	1	a(80,000 shares)
EMERSON ELEC CO	COM	291011 10 4	869,000	14,500 C	b	1	a(14,500 shares)
EMISPHERE TECHNOLOGIES INC	COM	291345 10 6	1,165,000	176,225	b	1	a(176,225 shares)
EMMIS COMMUNICATIONS CORP	CL A	291525 10 3	1,381,000	57,997	b	1	a(57,997 shares)
EMPIRE DIST ELEC CO	COM	291641 10 8	254,000	11,200	b	1	a(11,200 shares)
EMPRESA NACIONAL DE ELCTRCID	SPONSORED ADR	29244T 10 1	725,000	59,200	b	1	a(59,200 shares)
ENCORE MED CORP	COM	29256E 10 9	599,000	74,786	b	1	a(74,786 shares)
ENCYSIVE PHARMACEUTICALS INC	COM	29256X 10 7	6,217,000	604,732	b	1	a(604,732 shares)
ENDESA S A	SPONSORED ADR	29258N 10 7	1,291,000	70,800	b	1	a(70,800 shares)
ENDO PHARMACEUTICALS HLDGS I	COM	29264F 20 5	15,623,000	639,775	b	1	a(639,775 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)
ENERGY CONVERSION DEVICES IN	COM	292659 10 9	286,000	29,200	b	1	a(29,200 shares)
ENERGEN CORP	COM	29265N 10 8	2,830,000	68,600	b	1	a(68,600 shares)
ENERGY EAST CORP	COM	29266M 10 9	933,000	36,800	b	1	a(36,800 shares)
ENERGIZER HLDGS INC	COM	29266R 10 8	462,000	9,900 C	b	1	a(9,900 shares)
ENERSYS S A	SPONSORED ADR	29274F 10 4	2,148,000	334,000	b	1	a(334,000 shares)
ENGELHARD CORP	COM	292845 10 4	12,407,000	415,100	b	1	a(415,100 shares)
ENGINEERED SUPPORT SYS INC	COM	292866 10 0	3,676,000	75,314	b	1	a(75,314 shares)
ENNIS BUSINESS FORMS INC	COM	293389 10 2	1,083,000	64,700	b	1	a(64,700 shares)
ENTERASYS NETWORKS INC	COM	293637 10 4	7,920,000	3,130,300	b	1	a(3,130,300 shares)
ENTERCOM COMMUNICATIONS CORP	CL A	293639 10 0	5,514,000	121,800	b	1	a(121,800 shares)
ENERGY CORP NEW	COM	29364G 10 3	1,987,000	33,400	b	1	a(33,400 shares)
ENTREMED INC	COM	29382F 10 3	469,000	134,931	b	1	a(134,931 shares)
ENTRUST INC	COM	293848 10 7	219,000	50,184	b	1	a(50,184 shares)
ENZON PHARMACEUTICALS INC	COM	293904 10 8	5,143,000	333,310	b	1	a(333,310 shares)
ENZO BIOCHEM INC	COM	294100 10 2	855,000	50,792	b	1	a(50,792 shares)
EON LABS INC	COM	29412E 10 0	9,088,000	135,477	b	1	a(135,477 shares)
EPICOR SOFTWARE CORP	COM	29426L 10 8	3,122,000	235,256	b	1	a(235,256 shares)
EQUINIX INC	COM NEW	29444U 50 2	312,000	8,620	b	1	a(8,620 shares)
EQUITABLE RES INC	COM	294549 10 0	9,883,000	222,500	b	1	a(222,500 shares)
ERESEARCHTECHNOLOGY INC	COM	29481V 10 8	1,111,000	39,612	b	1	a(39,612 shares)
ERICSSON L M TEL CO	ADR B SEK 10	294821 60 8	945,000	34,050	b	1	a(34,050 shares)
ETABLISSEMENTS DELHAIZE FRER	SPONSORED ADR	29759W 10 1	800,000	17,200	b	1	a(17,200 shares)
ETHAN ALLEN INTERIORS INC	COM	297602 10 4	3,227,000	78,200	b	1	a(78,200 shares)
ETHYL CORP	COM NEW	297659 60 9	444,000	22,400	b	1	a(22,400 shares)
EVERGREEN RES INC	COM NO PAR	299900 30 8	2,288,000	66,600	b	1	a(66,600 shares)
EXACT SCIENCES CORP	COM	30063P 10 5	1,682,000	214,526	b	1	a(214,526 shares)
EXAR CORP	COM	300645 10 8	1,150,000	62,499	b	1	a(62,499 shares)
EXELON CORP	COM	30161N 10 1	11,997,000	174,200	b	1	a(174,200 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)
EXELON CORP	COM	30161N 10 1	2,376,000	34,500 P	b	1	a(34,500 shares)
EXPRESS SCRIPTS INC	COM	302182 10 0	313,000	4,200	b	1	a(4,200 shares)
EXPRESSJET HOLDINGS INC	CL A	30218U 10 8	3,935,000	316,300	b	1	a(316,300 shares)
EXTREME NETWORKS INC	COM	30226D 10 6	3,952,000	548,180	b	1	a(548,180 shares)
EXTREME NETWORKS INC	NOTE 3.500%12/	30226D AB 2	6,022,000	6,200,000	b	1	a(6,200,000 shares)
EYETECH PHARMACEUTICALS INC	COM	302297 10 6	385,000	11,600	b	1	a(11,600 shares)
EXXON MOBIL CORP	COM	30231G 10 2	55,839,000	1,342,600	b	1	a(1,342,600 shares)
FEI CO	COM	30241L 10 9	4,438,000	203,100	b	1	a(203,100 shares)
FPL GROUP INC	COM	30257I 10 4	1,337,000	20,000 C	b	1	a(20,000 shares)
FPL GROUP INC	COM	30257I 10 4	1,471,000	22,000 P	b	1	a(22,000 shares)
FAIR ISAAC CORP	COM	303250 10 4	17,057,000	472,750	b	1	a(472,750 shares)
FAIR ISAAC CORP	COM	303250 10 4	2,204,000	61,100 C	b	1	a(61,100 shares)
FAIR ISAAC CORP	COM	303250 10 4	974,000	27,000 P	b	1	a(27,000 shares)
FAIR ISAAC CORP	NOTE 1.500% 8/	303250 AB 0	16,313,000	15,000,000	b	1	a(15,000,000 shares)
FAIRFAX FINL HLDGS LTD	SUB VTG	303901 10 2	807,000	5,200	b	1	a(5,200 shares)
FAIRFAX FINL HLDGS LTD	SUB VTG	303901 10 2	1,554,000	10,000 C	b	1	a(10,000 shares)
FAIRMONT HOTELS RESORTS INC	COM	305204 10 9	1,928,000	76,675	b	1	a(76,675 shares)
FAMILY DLR STORES INC	COM	307000 10 9	28,807,000	801,300	b	1	a(801,300 shares)
FARGO ELECTRONICS INC	COM	30744P 10 2	257,000	22,747	b	1	a(22,747 shares)
FARO TECHNOLOGIES INC	COM	311642 10 2	4,277,000	186,020	b	1	a(186,020 shares)
FEDERAL AGRIC MTG CORP	CL C	313148 30 6	2,590,000	98,800	b	1	a(98,800 shares)
FEDERAL HOME LN MTG CORP	COM	313400 30 1	140,492,000	2,378,800	b	1	a(2,378,800 shares)
FEDERAL NATL MTG ASSN	COM	313586 10 9	38,149,000	513,100	b	1	a(513,100 shares)
FEDERAL NATL MTG ASSN	COM	313586 10 9	10,186,000	137,000 C	b	1	a(137,000 shares)
FEDERAL SIGNAL CORP	COM	313855 10 8	359,000	18,100	b	1	a(18,100 shares)
FEDERATED DEPT STORES INC DE	COM	31410H 10 1	3,248,000	60,100	b	1	a(60,100 shares)
FEDERATED INVS INC PA	CL B	314211 10 3	7,065,000	224,800	b	1	a(224,800 shares)
FS NETWORKS INC	COM	315616 10 2	294,000	8,700	b	1	a(8,700 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)
FIDELITY NATL FINL INC	COM	316326 10 7	11,215,000	283,208	b	1	a(283,208 shares)
FIFTH THIRD BANCORP	COM	316773 10 0	4,087,000	73,814	b	1	a(73,814 shares)
FILENET CORP	COM	316869 10 6	5,324,000	199,761	b	1	a(199,761 shares)
FINANCIAL FED CORP	COM	317492 10 6	271,000	8,100	b	1	a(8,100 shares)
FINISH LINE INC	CL A	317923 10 0	555,000	14,998	b	1	a(14,998 shares)
FIRST CASH FINL SVCS INC	COM	31942D 10 7	2,004,000	59,587	b	1	a(59,587 shares)
FIRST DATA CORP	COM	319963 10 4	565,000	13,408	b	1	a(13,408 shares)
FIRST HORIZON PHARMACEUTICAL	COM	32051K 10 6	3,205,000	203,375	b	1	a(203,375 shares)
FIRST MIDWEST BANCORP DEL	COM	320867 10 4	254,000	7,446	b	1	a(7,446 shares)
FIRST HEALTH GROUP CORP	COM	320960 10 7	1,680,000	76,845	b	1	a(76,845 shares)
FIRST NATL BANKSHRS FL INC N	COM	321100 10 9	252,000	14,320	b	1	a(14,320 shares)
FIRST NIAGARA FINL GP INC	COM	33582V 10 8	175,000	12,801	b	1	a(12,801 shares)
FIRSTFED FINL CORP	COM	337907 10 9	973,000	21,100	b	1	a(21,100 shares)
FIRSTENERGY CORP	COM	337932 10 7	5,772,000	147,700	b	1	a(147,700 shares)
FLANEL TECHNOLOGIES SA	SPONSORED ADR	338488 10 9	7,274,000	280,603	b	1	a(280,603 shares)
FLEETBOSTON FINL CORP	COM	339030 10 8	12,846,000	286,100	b	1	a(286,100 shares)
FLEETWOOD ENTERPRISES INC	COM	339099 10 3	2,132,000	173,600	b	1	a(173,600 shares)
FLORIDA ROCK INDS INC	COM	341140 10 1	5,916,000	140,350	b	1	a(140,350 shares)
FLOWERS FOODS INC	COM	343498 10 1	8,977,000	342,100	b	1	a(342,100 shares)
FLOWERS FOODS INC	COM	343498 10 1	1,312,000	50,000 C	b	1	a(50,000 shares)
FOMENTO ECONOMICO MEXICANO S	SPON ADR UNITS	344419 10 6	9,884,000	200,600	b	1	a(200,600 shares)
FOOT LOCKER INC	COM	344849 10 4	22,787,000	883,200	b	1	a(883,200 shares)
FORD MTR CO DEL	COM PAR \$0.01	345370 86 0	9,920,000	731,050	b	1	a(731,050 shares)
FORD MTR CO CAP TR II	PFD TR CV6.5%	345395 20 6	37,030,000	700,000	b	1	a(700,000 shares)
FOREST LABS INC	COM	345838 10 6	996,000	13,900	b	1	a(13,900 shares)
FORTUNE BRANDS INC	COM	349631 10 1	2,797,000	36,500 C	b	1	a(36,500 shares)
FORTUNE BRANDS INC	COM	349631 10 1	3,678,000	48,000 P	b	1	a(48,000 shares)
FORWARD AIR CORP	COM	349853 10 1	1,867,000	56,813	b	1	a(56,813 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)
FOUR SEASONS HOTEL INC	LTD VTG SH	35100E 10 4	1,705,000	32,100	b	1	a(32,100 shares)
FOX ENTMT GROUP INC	CL A	35138T 10 7	3,512,000	129,600	b	1	a(129,600 shares)
FRANCE TELECOM	SPONSORED ADR	35177Q 10 5	667,000	26,000	b	1	a(26,000 shares)
FREDS INC	CL A	356108 10 0	2,700,000	111,234	b	1	a(111,234 shares)
FREEMARKETS INC	COM	356602 10 2	429,000	52,133	b	1	a(52,133 shares)
FRONTIER AIRLINES INC NEW	COM	359065 10 9	208,000	20,000 C	b	1	a(20,000 shares)
GATX CORP	COM	361448 10 3	8,447,000	381,000	b	1	a(381,000 shares)
GSI LUMONICS INC	COM	36229U 10 2	224,000	16,053	b	1	a(16,053 shares)
GALLAHER GROUP PLC	SPONSORED ADR	363595 10 9	1,066,000	22,200	b	1	a(22,200 shares)
GAP INC DEL	NOTE 5.750% 3/	364760 AJ 7	10,159,000	7,000,000	b	1	a(7,000,000 shares)
GARDNER DENVER INC	COM	365558 10 5	450,000	16,600	b	1	a(16,600 shares)
GATEWAY INC	COM	367626 10 8	7,648,000	1,448,500	b	1	a(1,448,500 shares)
GEN-PROBE INC NEW	COM	36866T 10 3	11,326,000	339,615	b	1	a(339,615 shares)
GEMSTAR-TV GUIDE INTL INC	COM	36866W 10 6	18,287,000	2,725,334	b	1	a(2,725,334 shares)
GENCORP INC	NOTE 5.750% 4/	368682 AE 0	13,045,000	12,750,000	b	1	a(12,750,000 shares)
GENE LOGIC INC	COM	368689 10 5	165,000	32,761	b	1	a(32,761 shares)
GENENTECH INC	COM NEW	368710 40 6	38,011,000	359,200	b	1	a(359,200 shares)
GENERAL DYNAMICS CORP	COM	369550 10 8	2,680,000	30,000 C	b	1	a(30,000 shares)
GENERAL DYNAMICS CORP	COM	369550 10 8	2,233,000	25,000 P	b	1	a(25,000 shares)
GENERAL ELEC CO	COM	369604 10 3	75,101,000	2,460,700	b	1	a(2,460,700 shares)
GENERAL ELEC CO	COM	369604 10 3	10,825,000	354,700 P	b	1	a(354,700 shares)
GENERAL MLS INC	DBCV 10/	370334 AU 8	49,656,000	70,000,000	b	1	a(70,000,000 shares)
GENERAL MTRS CORP	COM	370442 10 5	688,000	14,600	b	1	a(14,600 shares)
GENERAL MTRS CORP	COM	370442 10 5	7,301,000	155,000 C	b	1	a(155,000 shares)
GENERAL MTRS CORP	DEB SR CONV A	370442 74 1	22,313,000	850,000	b	1	a(850,000 shares)
GENERAL MTRS CORP	DEB SR CV C 33	370442 71 7	21,131,000	690,000	b	1	a(690,000 shares)
GENESCO INC	COM	371532 10 2	3,134,000	135,200	b	1	a(135,200 shares)
GENESSEE & WYO INC	CL A	371559 10 5	1,564,000	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)
GENESIS HEALTHCARE CORP	COM	37184D 10 1	2,594,000	106,518	b	1	a(106,518 shares)
GENTA INC	COM NEW	37245M 20 7	1,448,000	137,900	b	1	a(137,900 shares)
GENUS INC	COM	372461 10 3	430,000	113,733	b	1	a(113,733 shares)
GENZYME CORP	COM GENL DIV	372917 10 4	79,452,000	1,698,404	b	1	a(1,698,404 shares)
GENZYME CORP	SDCV 3.000% 5/	372917 AK 0	15,159,000	15,000,000	b	1	a(15,000,000 shares)
GEORGIA GULF CORP	COM PAR \$0.01	373200 20 3	546,000	18,100	b	1	a(18,100 shares)
GEORGIA PAC CORP	COM	373298 10 8	25,005,000	742,200	b	1	a(742,200 shares)
GERDAU S A	SPONSORED ADR	373737 10 5	408,000	17,500	b	1	a(17,500 shares)
GERON CORP	COM	374163 10 3	1,680,000	178,716	b	1	a(178,716 shares)
GILEAD SCIENCES INC	COM	375558 10 3	9,271,000	167,080	b	1	a(167,080 shares)
GILEAD SCIENCES INC	COM	375558 10 3	5,092,000	91,300 C	b	1	a(91,300 shares)
GILEAD SCIENCES INC	COM	375558 10 3	608,000	10,900 P	b	1	a(10,900 shares)
GILEAD SCIENCES INC	NOTE 2.000%12/	375558 AD 5	15,936,000	12,084,000	b	1	a(12,084,000 shares)
GILLETTE CO	COM	375766 10 2	6,803,000	174,000	b	1	a(174,000 shares)
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W 10 5	4,347,000	108,800	b	1	a(108,800 shares)
GLOBAL INDS LTD	COM	379336 10 0	1,500,000	254,224	b	1	a(254,224 shares)
GLOBAL POWER EQUIPMENT INC	COM	37941P 10 8	2,820,000	334,900	b	1	a(334,900 shares)
GOLD FIELDS LTD NEW	SPONSORED ADR	38059T 10 6	757,000	57,600	b	1	a(57,600 shares)
GOLDMAN SACHS GROUP INC	COM	38141G 10 4	10,779,000	103,300 C	b	1	a(103,300 shares)
GOLDMAN SACHS GROUP INC	COM	38141G 10 4	1,085,000	10,400 P	b	1	a(10,400 shares)
GOODRICH CORP	COM	382388 10 6	19,525,000	695,600	b	1	a(695,600 shares)
GOODYEAR TIRE & RUBR CO	COM	382550 10 1	119,000	13,900	b	1	a(13,900 shares)
GOODYEAR TIRE & RUBR CO	COM	382550 10 1	3,971,000	465,000 P	b	1	a(465,000 shares)
GRACE W R & CO DEL NEW	COM	38388F 10 8	2,342,000	750,600	b	1	a(750,600 shares)
GRACO INC	COM	384109 10 4	5,759,000	197,850	b	1	a(197,850 shares)
GREAT ATLANTIC & PAC TEA INC	COM	390064 10 3	1,962,000	253,500	b	1	a(253,500 shares)
GREAT PLAINS ENERGY INC	COM	391164 10 0	1,564,000	46,300	b	1	a(46,300 shares)
GREENPOINT FINL CORP	COM	395384 10 0	17,158,000	392,550	b	1	a(392,550 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)
GREENPOINT FINL CORP	COM	395384 10 0	717,000	16,400 C	b	1	a(16,400 shares)
GREENPOINT FINL CORP	COM	395384 10 0	280,000	6,400 P	b	1	a(6,400 shares)
GREY WOLF INC	COM	397888 10 8	153,000	37,000	b	1	a(37,000 shares)
GTECH HLDGS CORP	COM	400518 10 6	1,768,000	29,900	b	1	a(29,900 shares)
GTECH HLDGS CORP	COM	400518 10 6	1,656,000	28,000 C	b	1	a(28,000 shares)
GTX INC DEL	COM	400528 10 8	352,000	33,800	b	1	a(33,800 shares)
GUCCI GROUP N V	COM NY REG	401566 10 4	4,248,000	49,700	b	1	a(49,700 shares)
GUESS INC	COM	401617 10 5	3,938,000	218,400	b	1	a(218,400 shares)
GUIDANT CORP	COM	401698 10 5	28,067,000	442,900	b	1	a(442,900 shares)
GUITAR CTR MGMT INC	COM	402040 10 9	6,184,000	166,506	b	1	a(166,506 shares)
GYMBOREE CORP	COM	403777 10 5	2,427,000	144,733	b	1	a(144,733 shares)
HCA INC	COM	404119 10 9	44,446,000	1,094,200	b	1	a(1,094,200 shares)
HCA INC	COM	404119 10 9	1,787,000	44,000 C	b	1	a(44,000 shares)
HCA INC	COM	404119 10 9	886,000	21,800 P	b	1	a(21,800 shares)
HDFC BANK LTD	ADR REPS 3 SHS	40415F 10 1	247,000	8,200	b	1	a(8,200 shares)
HSBC HLDGS PLC	SPON ADR NEW	404280 40 6	12,641,000	169,001	b	1	a(169,001 shares)
HALLIBURTON CO	NOTE 3.125% 7/	406216 AM 3	32,516,000	29,000,000	b	1	a(29,000,000 shares)
HANCOCK JOHN FINL SVCS INC	COM	410145 10 6	1,551,000	35,500	b	1	a(35,500 shares)
HANCOCK JOHN FINL SVCS INC	COM	410145 10 6	1,311,000	30,000 P	b	1	a(30,000 shares)
HANDLEMAN CO DEL	COM	410252 10 0	424,000	17,700	b	1	a(17,700 shares)
HANGER ORTHOPEDIC GROUP INC	COM NEW	41043F 20 8	1,052,000	58,300	b	1	a(58,300 shares)
HANOVER COMPRESSOR CO	COM	410768 10 5	1,253,000	103,600	b	1	a(103,600 shares)
HARLAND JOHN H CO	COM	412693 10 3	3,078,000	98,900	b	1	a(98,900 shares)
HARLEY DAVIDSON INC	COM	412822 10 8	1,499,000	28,100	b	1	a(28,100 shares)
HARMAN INTL INDS INC	COM	413086 10 9	1,831,000	23,000 C	b	1	a(23,000 shares)
HARMAN INTL INDS INC	COM	413086 10 9	2,985,000	37,500 P	b	1	a(37,500 shares)
HARMONY GOLD MNG LTD	SPONSORED ADR	413216 30 0	4,377,000	283,700	b	1	a(283,700 shares)
HARRAHS ENTMT INC	COM	413619 10 7	19,063,000	347,300	b	1	a(347,300 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)
HARRIS CORP DEL	COM	413875 10 5	242,000	5,000 C	b	1	a(5,000 shares)
HARSCO CORP	COM	415864 10 7	1,360,000	29,900	b	1	a(29,900 shares)
HARTFORD FINL SVCS GROUP INC	COM	416515 10 4	14,454,000	226,900	b	1	a(226,900 shares)
HASBRO INC	COM	418056 10 7	4,143,000	190,500	b	1	a(190,500 shares)
HAVERTY FURNITURE INC	COM	419596 10 1	2,628,000	123,500	b	1	a(123,500 shares)
HAWAIIAN ELEC INDUSTRIES	COM	419870 10 0	9,005,000	173,700	b	1	a(173,700 shares)
HAYES LEMMERZ INTL INC	COM NEW	420781 30 4	4,108,000	266,940	b	1	a(266,940 shares)
HEALTH MGMT ASSOC INC NEW	NOTE 1.500% 8/	421933 AF 9	30,938,000	27,500,000	b	1	a(27,500,000 shares)
HEALTHEXTRAS INC	COM	422211 10 2	122,000	10,634	b	1	a(10,634 shares)
HEALTH NET INC	COM	42222G 10 8	8,396,000	336,800	b	1	a(336,800 shares)
HEALTHTRONICS SURGICAL SVS I	COM	42222L 10 7	518,000	84,431	b	1	a(84,431 shares)
HEARTLAND EXPRESS INC	COM	422347 10 4	2,133,000	93,573	b	1	a(93,573 shares)
HEINZ H J CO	COM	423074 10 3	51,401,000	1,378,400	b	1	a(1,378,400 shares)
HELIX TECHNOLOGY CORP	COM	423319 10 2	329,000	13,584	b	1	a(13,584 shares)
HERLEY INDS INC DEL	COM	427398 10 2	1,196,000	63,337	b	1	a(63,337 shares)
HEWITT ASSOCS INC	COM	42822Q 10 0	2,029,000	63,400	b	1	a(63,400 shares)
HEWLETT PACKARD CO	COM	428236 10 3	327,000	14,300	b	1	a(14,300 shares)
HI / FN INC	COM	428358 10 5	1,012,000	87,610	b	1	a(87,610 shares)
HIBERNIA CORP	CL A	428656 10 2	2,690,000	114,500	b	1	a(114,500 shares)
HILLENBRAND INDS INC	COM	431573 10 4	1,358,000	20,000 C	b	1	a(20,000 shares)
HILLENBRAND INDS INC	COM	431573 10 4	815,000	12,000 P	b	1	a(12,000 shares)
HOLLINGER INTL INC	CL A	435569 10 8	901,000	45,500	b	1	a(45,500 shares)
HOLLINGER INTL INC	CL A	435569 10 8	744,000	37,600 C	b	1	a(37,600 shares)
HOLLINGER INTL INC	CL A	435569 10 8	861,000	43,500 P	b	1	a(43,500 shares)
HOLLIS-EDEN PHARMACEUTICALS	COM	435902 10 1	337,000	34,920	b	1	a(34,920 shares)
HOLLYWOOD ENTMT CORP	COM	436141 10 5	6,923,000	510,577	b	1	a(510,577 shares)
HOME DEPOT INC	COM	437076 10 2	54,135,000	1,449,000	b	1	a(1,449,000 shares)
HOMESTORE INC	COM	437852 10 6	1,088,000	257,207	b	1	a(257,207 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)
HON INDS INC	COM	438092 10 8	9,487,000	255,300	b	1	a(255,300 shares)
HONEYWELL INTL INC	COM	438516 10 6	78,312,000	2,313,500	b	1	a(2,313,500 shares)
HOOPER HOLMES INC	COM	439104 10 0	797,000	127,700	b	1	a(127,700 shares)
HORMEL FOODS CORP	COM	440452 10 0	9,682,000	330,100	b	1	a(330,100 shares)
HOT TOPIC INC	COM	441339 10 8	2,546,000	96,265	b	1	a(96,265 shares)
HUB INTERNATIONAL LTD	COM	44332P 10 1	222,000	12,100	b	1	a(12,100 shares)
HUDSON CITY BANCORP	COM	443683 10 7	410,000	10,843	b	1	a(10,843 shares)
HUDSON HIGHLAND GROUP INC	COM	443792 10 6	395,000	14,150	b	1	a(14,150 shares)
HUDSON UNITED BANCORP	COM	444165 10 4	597,000	15,700	b	1	a(15,700 shares)
HUMANA INC	COM	444859 10 2	24,604,000	1,293,600	b	1	a(1,293,600 shares)
HUMAN GENOME SCIENCES INC	COM	444903 10 8	17,098,000	1,364,588	b	1	a(1,364,588 shares)
HUNT J B TRANS SVCS INC	COM	445658 10 7	3,700,000	131,397	b	1	a(131,397 shares)
HUNTINGTON BANCSHARES INC	COM	446150 10 4	1,099,000	49,878	b	1	a(49,878 shares)
HUTCHINSON TECHNOLOGY INC	COM	448407 10 6	1,005,000	35,800	b	1	a(35,800 shares)
HYDROGENICS CORP	COM	448882 10 0	64,000	12,185	b	1	a(12,185 shares)
IDT CORP	CL B	448947 30 9	206,000	10,200	b	1	a(10,200 shares)
HYPERION SOLUTIONS CORP	COM	44914M 10 4	2,159,000	52,077	b	1	a(52,077 shares)
ICOS CORP	COM	449295 10 4	23,046,000	622,029	b	1	a(622,029 shares)
ICOS CORP	COM	449295 10 4	1,037,000	28,000 C	b	1	a(28,000 shares)
ICOS CORP	COM	449295 10 4	400,000	10,800 P	b	1	a(10,800 shares)
ID BIOMEDICAL CORP	COM	44936D 10 8	702,000	63,043	b	1	a(63,043 shares)
IMS HEALTH INC	COM	449934 10 8	38,156,000	1,640,414	b	1	a(1,640,414 shares)
ITT EDUCATIONAL SERVICES INC	COM	45068B 10 9	21,899,000	701,900	b	1	a(701,900 shares)
ITXC CORP	COM	45069F 10 9	2,053,000	647,510	b	1	a(647,510 shares)
ICON PUB LTD CO	SPONSORED ADR	45103T 10 7	1,373,000	38,745	b	1	a(38,745 shares)
ICICI BK LTD	ADR	45104G 10 4	1,139,000	71,400	b	1	a(71,400 shares)
IDACORP INC	COM	451107 10 6	284,000	9,500	b	1	a(9,500 shares)
IDEX CORP	COM	45167R 10 4	787,000	18,100	b	1	a(18,100 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares of Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (note #3)
ILEX ONCOLOGY INC	COM	451923 10 6	8,614,000	360,131	b	1	a(360,131 shares)
ILLUMINA INC	COM	452327 10 9	404,000	53,805	b	1	a(53,805 shares)
IMCLONE SYS INC	NOTE 5.500% 3/	45245W AD 1	10,094,000	9,700,000	b	1	a(9,700,000 shares)
IMAGISTICS INTERNATIONAL INC	COM	45247T 10 4	330,000	7,500 C	b	1	a(7,500 shares)
IMMUCOR INC	COM	452526 10 6	803,000	44,341	b	1	a(44,341 shares)
IMPERIAL CHEM INDS PLC	ADR NEW	452704 50 5	535,000	31,901	b	1	a(31,901 shares)
IMMUNOMEDICS INC	COM	452907 10 8	139,000	34,300	b	1	a(34,300 shares)
INAMED CORP	COM	453235 10 3	14,662,000	275,191	b	1	a(275,191 shares)
INAMED CORP	COM	453235 10 3	1,332,000	25,000 C	b	1	a(25,000 shares)
INAMED CORP	COM	453235 10 3	1,332,000	25,000 P	b	1	a(25,000 shares)
INCO LTD	COM	453258 40 2	2,265,000	65,400	b	1	a(65,400 shares)
INCYTE CORP	COM	45337C 10 2	5,329,000	641,303	b	1	a(641,303 shares)
INDEPENDENCE CMNTY BK CORP	COM	453414 10 4	251,000	6,157	b	1	a(6,157 shares)
INDEPENDENCE CMNTY BK CORP	COM	453414 10 4	1,019,000	25,000 C	b	1	a(25,000 shares)
INDEVUS PHARMACEUTICALS INC	COM	454072 10 9	318,000	52,624	b	1	a(52,624 shares)
INET TECHNOLOGIES INC	COM	45662V 10 5	1,761,000	142,844	b	1	a(142,844 shares)
INFOCUS CORP	COM	45665B 10 6	4,407,000	471,313	b	1	a(471,313 shares)
INFINITY PPTY & CAS CORP	COM	45665Q 10 3	1,984,000	63,111	b	1	a(63,111 shares)
INFORMATICA CORP	COM	45666Q 10 2	420,000	48,866	b	1	a(48,866 shares)
INFONET SVCS CORP	CL B	45666T 10 6	821,000	412,700	b	1	a(412,700 shares)
INFORMATION HLDGS INC	COM	456727 10 6	491,000	23,800	b	1	a(23,800 shares)
ING GROUP N V	SPONSORED ADR	456837 10 3	6,065,000	275,052	b	1	a(275,052 shares)
INSIGHT ENTERPRISES INC	COM	45765U 10 3	10,361,000	538,246	b	1	a(538,246 shares)
INSTINET GROUP INC	COM	457750 10 7	8,365,000	1,186,553	b	1	a(1,186,553 shares)
INTEGRATED DEVICE TECHNOLOGY	COM	458118 10 6	26,721,000	1,781,413	b	1	a(1,781,413 shares)
INTEGRATED CIRCUIT SYS INC	COM	45811K 20 8	4,518,000	180,517	b	1	a(180,517 shares)
INTEL CORP	COM	458140 10 0	66,624,000	2,449,408	b	1	a(2,449,408 shares)
INTEL CORP	COM	458140 10 0	5,440,000	200,000 P	b	1	a(200,000 shares)

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185,405,000

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)
INTELLIGROUP INC	COM	45816A 10 6	1,341,000	184,477	b	1	a(184,477 shares)
INTELLISYNC CORP	COM	458176 10 4	952,000	289,459	b	1	a(289,459 shares)
INTER PARFUMS INC	COM	458334 10 9	1,467,000	63,627	b	1	a(63,627 shares)
INTERACTIVE DATA CORP	COM	45840J 10 7	993,000	55,840	b	1	a(55,840 shares)
INTERACTIVECORP	COM	45840Q 10 1	55,391,000	1,751,418	b	1	a(1,751,418 shares)
INTERMAGNETICS GEN CORP	COM	458771 10 2	1,116,000	42,109	b	1	a(42,109 shares)
INTERMUNE INC	COM	45884X 10 3	2,918,000	149,651	b	1	a(149,651 shares)
INTERMUNE INC	NOTE 5.750% 7/	45884X AA 1	4,629,000	4,500,000	b	1	a(4,500,000 shares)
INTERNATIONAL BUSINESS MACHS	COM	459200 10 1	1,433,000	15,600	b	1	a(15,600 shares)
INTERNATIONAL GAME TECHNOLOG	COM	459902 10 2	4,145,000	92,200	b	1	a(92,200 shares)
INTL PAPER CO	DBCV 6/	460146 BM 4	9,745,000	17,500,000	b	1	a(17,500,000 shares)
INTERNATIONAL RECTIFIER CORP	COM	460254 10 5	45,526,000	989,900	b	1	a(989,900 shares)
INTERNATIONAL RECTIFIER CORP	COM	460254 10 5	1,840,000	40,000 c	b	1	a(40,000 shares)
INTERNATIONAL SPEEDWAY CORP	CL A	460335 20 1	4,115,000	87,545	b	1	a(87,545 shares)
INTERNET INITIATIVE JAPAN IN	SPONSORED ADR	46059T 10 9	937,000	201,572	b	1	a(201,572 shares)
INTERNET INITIATIVE JAPAN IN	SPONSORED ADR	46059T 10 9	93,000	20,000 c	b	1	a(20,000 shares)
INTERPORE INTL	COM	46062W 10 7	2,161,000	150,244	b	1	a(150,244 shares)
INTERPUBLIC GROUP COS INC	COM	460690 10 0	16,237,000	1,055,700	b	1	a(1,055,700 shares)
INTERSIL CORP	CL A	46069S 10 9	12,823,000	575,034	b	1	a(575,034 shares)
INTERSTATE BAKERIES CORP DEL	COM	46072H 10 8	4,051,000	356,300	b	1	a(356,300 shares)
INTRAWEST CORPORATION	COM NEW	460915 20 0	1,063,000	62,500	b	1	a(62,500 shares)
INTERTAN INC	COM	461120 10 7	1,774,000	127,000	b	1	a(127,000 shares)
INTERVOICE INC NEW	COM	461142 10 1	686,000	40,636	b	1	a(40,636 shares)
INTEVAC INC	COM	461148 10 8	639,000	62,024	b	1	a(62,024 shares)
INTERMOVEN INC	COM NEW	46114T 50 8	4,497,000	451,070	b	1	a(451,070 shares)
INTRABIOTICS PHARMACEUTICALS	COM NEW	46116T 50 6	372,000	22,162	b	1	a(22,162 shares)
INTUIT	COM	461202 10 3	30,022,000	672,532	b	1	a(672,532 shares)
INVESTMENT TECHNOLOGY GRP NE	COM	46145F 10 5	4,171,000	272,600	b	1	a(272,600 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)
INVISION TECHNOLOGIES INC	COM	461851 10 7	204,000	4,100 P	b	1	a(4,100 shares)
INVITROGEN CORP	NOTE 2.250%12/	46185R AD 2	10,794,000	10,000,000	b	1	a(10,000,000 shares)
IOMEGA CORP	COM NEW	462030 30 5	1,520,000	272,000	b	1	a(272,000 shares)
IRELAND BK	SPONSORED ADR	46267Q 10 3	773,000	15,300	b	1	a(15,300 shares)
IRON MTN INC PA	COM	462846 10 6	719,000	16,100	b	1	a(16,100 shares)
ISIS PHARMACEUTICALS INC DEL	NOTE 5.500% 5/	464337 AC 8	9,870,000	10,500,000	b	1	a(10,500,000 shares)
JDS UNIPHASE CORP	COM	46612J 10 1	908,000	223,100	b	1	a(223,100 shares)
JDA SOFTWARE GROUP INC	COM	46612K 10 8	545,000	37,479	b	1	a(37,479 shares)
J JILL GROUP INC	COM	466189 10 7	1,032,000	50,290	b	1	a(50,290 shares)
J P MORGAN CHASE & CO	COM	46625H 10 0	478,000	11,400	b	1	a(11,400 shares)
J P MORGAN CHASE & CO	COM	46625H 10 0	4,615,000	110,000 C	b	1	a(110,000 shares)
JACUZZI BRANDS INC	COM	469865 10 9	4,713,000	502,400	b	1	a(502,400 shares)
JANUS CAP GROUP INC	COM	47102X 10 5	11,174,000	682,200	b	1	a(682,200 shares)
JEFFERIES GROUP INC NEW	COM	472319 10 2	3,522,000	99,700	b	1	a(99,700 shares)
JOHNSON & JOHNSON	COM	478160 10 4	2,632,000	51,900	b	1	a(51,900 shares)
JOHNSON CTLS INC	COM	478366 10 7	16,592,000	280,500	b	1	a(280,500 shares)
JOHNSON CTLS INC	COM	478366 10 7	2,366,000	40,000 C	b	1	a(40,000 shares)
JONES APPAREL GROUP INC	COM	480074 10 3	25,724,000	711,600	b	1	a(711,600 shares)
JONES LANG LASALLE INC	COM	48020Q 10 7	535,000	20,800	b	1	a(20,800 shares)
JOURNAL REGISTER CO	COM	481138 10 5	234,000	11,200	b	1	a(11,200 shares)
JOY GLOBAL INC	COM	481165 10 8	439,000	15,662	b	1	a(15,662 shares)
JUNIPER NETWORKS INC	COM	48203R 10 4	4,105,000	157,800	b	1	a(157,800 shares)
KCS ENERGY INC	COM	482434 20 6	713,000	66,600	b	1	a(66,600 shares)
KLA-TENCOR CORP	COM	482480 10 0	35,979,000	715,524	b	1	a(715,524 shares)
KLM ROYAL DUTCH AIRLS	COM NY REG NEW	482516 30 9	787,000	37,900	b	1	a(37,900 shares)
K-SWISS INC	CL A	482686 10 2	860,000	35,144	b	1	a(35,144 shares)
KT CORP	SPONSORED ADR	48268K 10 1	2,064,000	108,400	b	1	a(108,400 shares)
KZ INC	COM	482732 10 4	2,878,000	179,519	b	1	a(179,519 shares)

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146,775,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares of Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
KADANT INC	COM	48282T 10 4	732,000	35,098	b	1	a(35,098 shares)
KB HOME	COM	48666K 10 9	2,246,000	27,800	b	1	a(27,800 shares)
KELLWOOD CO	COM	488044 10 8	640,000	16,300	b	1	a(16,300 shares)
KEMET CORP	COM	488360 10 8	2,055,000	143,300	b	1	a(143,300 shares)
KERR MCGEE CORP	COM	492386 10 7	16,109,000	312,800	b	1	a(312,800 shares)
KERYX BIOPHARMACEUTICALS INC	COM	492515 10 1	818,000	53,522	b	1	a(53,522 shares)
KEY ENERGY SVCS INC	COM	492914 10 6	6,128,000	557,100	b	1	a(557,100 shares)
KEYSPAN CORP	COM	49337W 10 0	11,412,000	298,600	b	1	a(298,600 shares)
KEYSTONE AUTOMOTIVE INDS INC	COM	49338N 10 9	329,000	12,020	b	1	a(12,020 shares)
KINDER MORGAN INC KANS	COM	49455P 10 1	24,723,000	392,300	b	1	a(392,300 shares)
KINDRED HEALTHCARE INC	COM	494580 10 3	589,000	11,700	b	1	a(11,700 shares)
KINDRED HEALTHCARE INC	COM	494580 10 3	3,395,000	67,500	b	1	a(67,500 shares)
KINDRED HEALTHCARE INC	COM	494580 10 3	1,006,000	20,000	b	1	a(20,000 shares)
KINETIC CONCEPTS INC	COM NEW	49460W 20 8	1,830,000	40,800	b	1	a(40,800 shares)
KING PHARMACEUTICALS INC	COM	495582 10 8	13,932,000	827,300	b	1	a(827,300 shares)
KMART HLDG CORPORATION	COM	498780 10 5	1,008,000	24,300	b	1	a(24,300 shares)
KNIGHT TRADING GROUP INC	COM	499063 10 5	676,000	53,392	b	1	a(53,392 shares)
KNIGHT TRADING GROUP INC	COM	499063 10 5	190,000	15,000	b	1	a(15,000 shares)
KOHL'S CORP	COM	500255 10 4	2,880,000	59,600	b	1	a(59,600 shares)
KOMAG INC	COM NEW	500453 20 4	4,999,000	271,711	b	1	a(271,711 shares)
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472 30 3	1,753,000	60,500	b	1	a(60,500 shares)
KOOKMIN BK NEW	SPONSORED ADR	50049M 10 9	1,234,000	30,500	b	1	a(30,500 shares)
KOS PHARMACEUTICALS INC	COM	500648 10 0	8,083,000	198,408	b	1	a(198,408 shares)
KROGER CO	COM	501044 10 1	19,274,000	1,158,300	b	1	a(1,158,300 shares)
KULICKE & SOFFA INDS INC	COM	501242 10 1	352,000	30,000	b	1	a(30,000 shares)
KULICKE & SOFFA INDS INC	NOTE 5.250% 8/	501242 AJ 0	10,175,000	10,000,000	b	1	a(10,000,000 shares)
LCA-VISION INC	COM PAR \$.001	501803 30 8	1,513,000	64,464	b	1	a(64,464 shares)
LKQ CORP	COM	501889 20 8	430,000	24,597	b	1	a(24,597 shares)

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138,511,000

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)
LNR PPTY CORP	COM	501940 10 0	6,836,000	127,700	b	1	a(127,700 shares)
LSI LOGIC CORP	COM	502161 10 2	11,878,000	1,271,700	b	1	a(1,271,700 shares)
LSI LOGIC CORP	NOTE 4.000%11/	502161 AG 7	2,985,000	3,000,000	b	1	a(3,000,000 shares)
LTX CORP	NOTE 4.250% 8/	502392 AE 3	6,000,000	6,000,000	b	1	a(6,000,000 shares)
LA JOLLA PHARMACEUTICAL CO	COM	503459 10 9	1,200,000	434,706	b	1	a(434,706 shares)
LA QUINTA CORP	PAIRED CTF	504190 20 2	7,911,000	1,049,200	b	1	a(1,049,200 shares)
LABORATORY CORP AMER HLDGS	NOTE 9/	50540R AC 6	42,334,000	57,500,000	b	1	a(57,500,000 shares)
LABRANCHE & CO INC	COM	505447 10 2	5,528,000	493,100	b	1	a(493,100 shares)
LAILAW INTL INC	COM	50730R 10 2	15,823,000	1,087,483	b	1	a(1,087,483 shares)
LAM RESEARCH CORP	COM	512807 10 8	9,408,000	373,171	b	1	a(373,171 shares)
LAMAR ADVERTISING CO	CL A	512815 10 1	6,429,000	159,839	b	1	a(159,839 shares)
LANCASTER COLONY CORP	COM	513847 10 3	1,567,000	38,776	b	1	a(38,776 shares)
LANCE INC	COM	514606 10 2	1,961,000	119,662	b	1	a(119,662 shares)
LANDAUER INC	COM	51476K 10 3	466,000	11,100	b	1	a(11,100 shares)
LANDAMERICA FINL GROUP INC	COM	514936 10 3	634,000	14,000 c	b	1	a(14,000 shares)
LANDSTAR SYS INC	COM	515098 10 1	7,252,000	177,100	b	1	a(177,100 shares)
LASERSCOPE	COM	518081 10 4	700,000	35,400	b	1	a(35,400 shares)
LATTICE SEMICONDUCTOR CORP	COM	518415 10 4	3,515,000	402,608	b	1	a(402,608 shares)
LAWSON SOFTWARE INC	COM	520780 10 7	2,230,000	268,621	b	1	a(268,621 shares)
LEAR CORP	COM	521865 10 5	310,000	5,000 P	b	1	a(5,000 shares)
LEGG MASON INC	COM	524901 10 5	1,670,000	18,000 c	b	1	a(18,000 shares)
LEGG MASON INC	COM	524901 10 5	2,691,000	29,000 P	b	1	a(29,000 shares)
LEGG MASON INC	NOTE 6/	524901 AG 0	3,678,000	5,000,000	b	1	a(5,000,000 shares)
LEHMAN BROS HLDGS INC	COM	524908 10 0	11,798,000	142,372	b	1	a(142,372 shares)
LENNAR CORP	CL A	526057 10 4	51,750,000	957,800	b	1	a(957,800 shares)
LENNAR CORP	CL A	526057 10 4	6,581,000	121,800 c	b	1	a(121,800 shares)
LENNAR CORP	CL A	526057 10 4	3,242,000	60,000 P	b	1	a(60,000 shares)
LEUCADIA NATL CORP	COM	527288 10 4	266,000	5,000 P	b	1	a(5,000 shares)

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216,643,000

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)
LEVEL 3 COMMUNICATIONS INC	COM	52729N 10 0	517,000	129,162	b	1	a(129,162 shares)
LEVITT CORP	CL A	52742P 10 8	1,394,000	56,900	b	1	a(56,900 shares)
LEXAR MEDIA INC	COM	52886P 10 4	221,000	13,359	b	1	a(13,359 shares)
LEXICON GENETICS INC	COM	528872 10 4	1,586,000	252,937	b	1	a(252,937 shares)
LEXMARK INTL NEW	CL A	529771 10 7	23,791,000	258,600	b	1	a(258,600 shares)
LEXMARK INTL NEW	CL A	529771 10 7	13,644,000	148,300 C	b	1	a(148,300 shares)
LEXMARK INTL NEW	CL A	529771 10 7	4,600,000	50,000 P	b	1	a(50,000 shares)
LIBERTY MEDIA CORP NEW	COM SER A	530718 10 5	29,060,000	2,653,900	b	1	a(2,653,900 shares)
LIGHTBRIDGE INC	COM	532226 10 7	583,000	98,890	b	1	a(98,890 shares)
LILLY ELI & CO	COM	532457 10 8	462,000	6,900	b	1	a(6,900 shares)
LIMITED BRANDS INC	COM	532716 10 7	696,000	34,800	b	1	a(34,800 shares)
LINEAR TECHNOLOGY CORP	COM	535678 10 6	36,119,000	975,590	b	1	a(975,590 shares)
LINKTONE LTD	ADR	535925 10 1	393,000	32,540	b	1	a(32,540 shares)
LLOYDS TSB GROUP PLC	SPONSORED ADR	539439 10 9	460,000	14,800	b	1	a(14,800 shares)
LOCKHEED MARTIN CORP	COM	539830 10 9	40,788,000	893,700	b	1	a(893,700 shares)
LOEWS CORP	CAROLINA GP STK	540424 20 7	16,033,000	586,200	b	1	a(586,200 shares)
LOEWS CORP	COM	540424 10 8	7,495,000	126,900	b	1	a(126,900 shares)
LOEWS CORP	COM	540424 10 8	472,000	8,000 C	b	1	a(8,000 shares)
LOEWS CORP	COM	540424 10 8	2,362,000	40,000 P	b	1	a(40,000 shares)
LOGITECH INTERNATIONAL S A	SPONSORED ADR	541419 10 7	373,000	8,147	b	1	a(8,147 shares)
LONGS DRUG STORES CORP	COM	543162 10 1	2,374,000	126,100	b	1	a(126,100 shares)
LONGVIEW FIBRE CO	COM	543213 10 2	897,000	80,400	b	1	a(80,400 shares)
LOWES COS INC	COM	548661 10 7	4,939,000	88,000	b	1	a(88,000 shares)
LUBRIZOL CORP	COM	549271 10 4	394,000	12,500	b	1	a(12,500 shares)
LUCENT TECHNOLOGIES INC	COM	549463 10 7	103,000	25,000	b	1	a(25,000 shares)
LYONDELL CHEMICAL CO	COM	552078 10 7	10,336,000	696,500	b	1	a(696,500 shares)
MBIA INC	COM	55262C 10 0	14,214,000	226,700	b	1	a(226,700 shares)
MBNA CORP	COM	55262L 10 0	2,771,000	100,300	b	1	a(100,300 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)
MB FINANCIAL INC NEW	COM	55264U 10 8	962,000	24,680	b	1	a(24,680 shares)
M D C HLDGS INC	COM	552676 10 8	1,222,000	17,360	b	1	a(17,360 shares)
MDU RES GROUP INC	COM	552690 10 9	7,805,000	332,250	b	1	a(332,250 shares)
MEMC ELECTR MATLS INC	COM	552715 10 4	1,644,000	179,700	b	1	a(179,700 shares)
MGIC INVT CORP WIS	COM	552848 10 3	989,000	15,400	b	1	a(15,400 shares)
MGIC INVT CORP WIS	COM	552848 10 3	3,854,000	60,000	c	1	a(60,000 shares)
MGI PHARMA INC	COM	552880 10 6	2,083,000	34,000	c	1	a(34,000 shares)
MGI PHARMA INC	COM	552880 10 6	3,063,000	50,000	P	1	a(50,000 shares)
MGM MTRAGE	COM	552953 10 1	18,240,000	402,300	b	1	a(402,300 shares)
MI DEVS INC	CL A SUB VTG	55304X 10 4	8,056,000	287,600	b	1	a(287,600 shares)
MPS GROUP INC	COM	553409 10 3	1,356,000	121,900	b	1	a(121,900 shares)
MRO SOFTWARE INC	COM	55347W 10 5	136,000	11,673	b	1	a(11,673 shares)
MSC INDL DIRECT INC	CL A	553530 10 6	9,698,000	323,800	b	1	a(323,800 shares)
MSC SOFTWARE CORP	NOTE 2.500% 5/	553531 AE 4	3,718,000	3,000,000	b	1	a(3,000,000 shares)
MTR GAMING GROUP INC	COM	553769 10 0	470,000	46,990	b	1	a(46,990 shares)
MTC TECHNOLOGIES INC	COM	55377A 10 6	1,018,000	40,556	b	1	a(40,556 shares)
MACDERMID INC	COM	554273 10 2	862,000	24,500	b	1	a(24,500 shares)
MACROVISION CORP	COM	555904 10 1	5,197,000	278,197	b	1	a(278,197 shares)
MAGELLAN HEALTH SVCS INC	COM NEW	559079 20 7	2,129,000	75,756	b	1	a(75,756 shares)
MAGMA DESIGN AUTOMATION	COM	559181 10 2	3,645,000	174,300	b	1	a(174,300 shares)
MAGMA DESIGN AUTOMATION	COM	559181 10 2	4,383,000	209,600	c	1	a(209,600 shares)
MAGNA INTL INC	CL A	559222 40 1	12,316,000	155,500	b	1	a(155,500 shares)
MANDALAY RESORT GROUP	COM	562567 10 7	2,978,000	52,000	c	1	a(52,000 shares)
MANITOWOC INC	COM	563571 10 8	5,869,000	198,400	b	1	a(198,400 shares)
MANNATECH INC	COM	563771 10 4	412,000	38,900	b	1	a(38,900 shares)
MANOR CARE INC NEW	COM	564055 10 1	2,537,000	71,900	b	1	a(71,900 shares)
MANUGISTICS GROUP INC	COM	565011 10 3	5,439,000	795,129	b	1	a(795,129 shares)
MARATHON OIL CORP	COM	565849 10 6	29,680,000	881,500	b	1	a(881,500 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
MARINEMAX INC	COM	567908 10 8	1,297,000	48,800	b	1	a(48,800 shares)
MARKEL CORP	NOTE	570535 AC 8	9,203,000	25,000,000	b	1	a(25,000,000 shares)
MARSH & MCLENNAN COS INC	COM	571748 10 2	1,500,000	32,400	b	1	a(32,400 shares)
MARRIOTT INTL INC NEW	CL A	571903 20 2	4,093,000	96,200	b	1	a(96,200 shares)
MARTEK BIOSCIENCES CORP	COM	572901 10 6	257,000	4,500	b	1	a(4,500 shares)
MARTEK BIOSCIENCES CORP	COM	572901 10 6	1,910,000	33,500 C	b	1	a(33,500 shares)
MARTEK BIOSCIENCES CORP	COM	572901 10 6	1,739,000	30,500 P	b	1	a(30,500 shares)
MARVEL ENTERPRISES INC	COM	57383M 10 8	8,969,000	467,400	b	1	a(467,400 shares)
MASCO CORP	NOTE	574599 AW 6	6,994,000	15,000,000	b	1	a(15,000,000 shares)
MASTEC INC	COM	576323 10 9	2,535,000	267,700	b	1	a(267,700 shares)
MATRIX INITIATIVES INC	COM	57685L 10 5	229,000	25,344	b	1	a(25,344 shares)
MATTEL INC	COM	577081 10 2	59,423,000	3,222,500	b	1	a(3,222,500 shares)
MATTSON TECHNOLOGY INC	COM	577223 10 0	2,171,000	181,500	b	1	a(181,500 shares)
MAXTOR CORP	COM NEW	577729 20 5	18,915,000	2,320,800	b	1	a(2,320,800 shares)
MAXIM INTEGRATED PRODS INC	COM	57772K 10 1	1,857,000	39,425	b	1	a(39,425 shares)
MAXYGEN INC	COM	577776 10 7	292,000	30,763	b	1	a(30,763 shares)
MAXIMUS INC	COM	577933 10 4	774,000	22,100	b	1	a(22,100 shares)
MCDATA CORP	CL A	580031 20 1	822,000	116,763	b	1	a(116,763 shares)
MCDERMOTT INTL INC	COM	580037 10 9	3,474,000	414,100	b	1	a(414,100 shares)
MCDONALDS CORP	COM	580135 10 1	86,350,000	3,022,400	b	1	a(3,022,400 shares)
MCGRAW HILL COS INC	COM	580645 10 9	31,971,000	419,900	b	1	a(419,900 shares)
MEADWESTVACO CORP	COM	583334 10 7	1,047,000	36,999	b	1	a(36,999 shares)
MEASUREMENT SPECIALTIES INC	COM	583421 10 2	1,669,000	86,100	b	1	a(86,100 shares)
MEDAREX INC	NOTE	4.500% 7/ 583916 AA 9	1,961,000	2,000,000	b	1	a(2,000,000 shares)
MEDALLION FINL CORP	COM	583928 10 6	195,000	22,553	b	1	a(22,553 shares)
MEDCO HEALTH SOLUTIONS INC	COM	58405U 10 2	31,918,000	938,774	b	1	a(938,774 shares)
MEDCO HEALTH SOLUTIONS INC	COM	58405U 10 2	374,000	11,000 P	b	1	a(11,000 shares)
MEDIA GEN INC	CL A	584404 10 7	1,561,000	23,200	b	1	a(23,200 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)
MEDIACOM COMMUNICATIONS CORP	NOTE 5.250% 7/	58446K AA 3	2,431,000	2,500,000	b	1	a(2,500,000 shares)
MEDICIS PHARMACEUTICAL CORP	CL A NEW	584690 30 9	5,652,000	141,300	b	1	a(141,300 shares)
MEDIMMUNE INC	COM	584699 10 2	8,056,000	349,058	b	1	a(349,058 shares)
MEDTRONIC INC	COM	585055 10 6	344,000	7,200	b	1	a(7,200 shares)
MEDTRONIC INC	DBCV 1.250% 9/	585055 AB 2	46,603,000	45,000,000	b	1	a(45,000,000 shares)
MELLON FINL CORP	COM	58551A 10 8	4,202,000	134,300	b	1	a(134,300 shares)
MERCK & CO INC	COM	589331 10 7	14,136,000	319,900	b	1	a(319,900 shares)
MERCK & CO INC	COM	589331 10 7	8,834,000	199,900	b	1	a(199,900 shares)
MERCK & CO INC	COM	589331 10 7	5,374,000	121,600	b	1	a(121,600 shares)
MERCURY GENL CORP NEW	COM	589400 10 0	674,000	13,500	b	1	a(13,500 shares)
MERCURY INTERACTIVE CORP	COM	589405 10 9	318,000	7,100	b	1	a(7,100 shares)
MERCURY INTERACTIVE CORP	NOTE 5/	589405 AD 1	10,975,000	10,000,000	b	1	a(10,000,000 shares)
MERCURY INTERACTIVE CORP	NOTE 4.750% 7/	589405 AB 5	28,755,000	28,400,000	b	1	a(28,400,000 shares)
MEREITH CORP	COM	589433 10 1	3,468,000	68,600	b	1	a(68,600 shares)
MERIDIAN RESOURCE CORP	COM	58977Q 10 9	424,000	70,500	b	1	a(70,500 shares)
MERIDIAN GOLD INC	COM	589975 10 1	2,617,000	215,000	b	1	a(215,000 shares)
MERITAGE CORP	COM	59001A 10 2	2,673,000	36,000	b	1	a(36,000 shares)
MERIX CORP	COM	590049 10 2	4,169,000	225,952	b	1	a(225,952 shares)
MERRILL LYNCH & CO INC	COM	590188 10 8	5,956,000	100,000	b	1	a(100,000 shares)
MERRILL LYNCH & CO INC	NOTE 5/	590188 A6 5	41,508,000	75,000,000	b	1	a(75,000,000 shares)
MESA AIR GROUP INC	NOTE 2.482% 6/	590479 AB 7	2,359,000	5,000,000	b	1	a(5,000,000 shares)
METAL MGMT INC	COM NEW	591097 20 9	4,956,000	135,107	b	1	a(135,107 shares)
METALS USA INC	COM NEW	591324 20 7	383,000	29,657	b	1	a(29,657 shares)
METHANEX CORP	COM	59151K 10 8	2,388,000	213,861	b	1	a(213,861 shares)
METHODE ELECTRS INC	COM	591520 20 0	299,000	23,148	b	1	a(23,148 shares)
METRIS COS INC	COM	591598 10 7	3,102,000	385,800	b	1	a(385,800 shares)
METRO ONE TELECOMMUNICATIONS	COM	59163F 10 5	416,000	180,957	b	1	a(180,957 shares)
METROLOGIC INSTRS INC	COM	591676 10 1	7,429,000	317,471	b	1	a(317,471 shares)

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218,501,000

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)
MICREL INC	COM	594793 10 1	2,135,000	159,590	b	1	a(159,590 shares)
MICROS SYS INC	COM	594901 10 0	426,000	9,439	b	1	a(9,439 shares)
MICROSOFT CORP	COM	594918 10 4	71,944,000	2,882,895	b	1	a(2,882,895 shares)
MICROSOFT CORP	COM	594918 10 4	8,959,000	358,800	c	1	a(358,800 shares)
MICROSTRATEGY INC	CL A NEW	594972 40 8	8,428,000	158,131	b	1	a(158,131 shares)
MICROCHIP TECHNOLOGY INC	COM	595017 10 4	6,395,000	242,039	b	1	a(242,039 shares)
MICROMUSE INC	COM	595094 10 3	2,387,000	305,997	b	1	a(305,997 shares)
MICRON TECHNOLOGY INC	COM	595112 10 3	6,965,000	416,800	b	1	a(416,800 shares)
MICROSEMI CORP	COM	595137 10 0	2,490,000	182,000	c	1	a(182,000 shares)
MICROSEMI CORP	COM	595137 10 0	1,915,000	140,000	P	1	a(140,000 shares)
MIDDLEBY CORP	COM	596278 10 1	4,571,000	100,072	b	1	a(100,072 shares)
MIDWAY GAMES INC	COM	598148 10 4	175,000	24,100	b	1	a(24,100 shares)
MILACRON INC	COM	598709 10 3	265,000	76,400	b	1	a(76,400 shares)
MILLENNIUM PHARMACEUTICALS I	COM	599902 10 3	23,294,000	1,378,337	b	1	a(1,378,337 shares)
MILLER HERMAN INC	COM	600544 10 0	8,052,000	302,721	b	1	a(302,721 shares)
MINDSPEED TECHNOLOGIES INC	COM	602682 10 6	2,520,000	385,911	b	1	a(385,911 shares)
MODEM MEDIA INC	CL A	607533 10 6	552,000	84,977	b	1	a(84,977 shares)
MOHAWK INDS INC	COM	608190 10 4	2,471,000	30,000	c	1	a(30,000 shares)
MOHAWK INDS INC	COM	608190 10 4	1,647,000	20,000	P	1	a(20,000 shares)
MOLECULAR DEVICES CORP	COM	60851C 10 7	422,000	22,401	b	1	a(22,401 shares)
MOLEX INC	CL A	608554 20 0	297,000	11,400	b	1	a(11,400 shares)
MOLINA HEALTHCARE INC	COM	60855R 10 0	367,000	12,500	b	1	a(12,500 shares)
MONACO COACH CORP	COM	60886R 10 3	2,715,000	101,300	b	1	a(101,300 shares)
MONSANTO CO NEW	COM	61166W 10 1	40,955,000	1,116,859	b	1	a(1,116,859 shares)
MONSTER WORLDWIDE INC	COM	611742 10 7	1,472,000	56,190	b	1	a(56,190 shares)
MOODYS CORP	COM	615369 10 5	44,023,000	621,800	b	1	a(621,800 shares)
MORGAN STANLEY	COM NEW	617446 44 8	26,879,000	469,100	b	1	a(469,100 shares)
MOTOROLA INC	COM	620076 10 9	14,464,000	821,800	b	1	a(821,800 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
MYKROLIS CORP	COM	62852P 10 3	2,234,000	156,675	b	1	a(156,675 shares)
MYLAN LABS INC	COM	628530 10 7	14,019,000	616,750	b	1	a(616,750 shares)
NBTY INC	COM	628782 10 4	930,000	25,000 C	b	1	a(25,000 shares)
NCI BUILDING SYS INC	COM	628852 10 5	3,078,000	131,200	b	1	a(131,200 shares)
NCO GROUP INC	COM	628858 10 2	2,021,000	86,486	b	1	a(86,486 shares)
NCR CORP NEW	COM	62886E 10 8	573,000	13,000 C	b	1	a(13,000 shares)
NCR CORP NEW	COM	62886E 10 8	551,000	12,500 P	b	1	a(12,500 shares)
NS GROUP INC	COM	628916 10 8	156,000	12,000	b	1	a(12,000 shares)
NMS COMMUNICATIONS CORP	COM	629248 10 5	1,164,000	162,518	b	1	a(162,518 shares)
NPS PHARMACEUTICALS INC	COM	62936P 10 3	4,299,000	150,703	b	1	a(150,703 shares)
NTL INC DEL	COM	62940M 10 4	32,539,000	546,603	b	1	a(546,603 shares)
NTL INC DEL	COM	62940M 10 4	5,179,000	87,000 C	b	1	a(87,000 shares)
NTL INC DEL	COM	62940M 10 4	1,191,000	20,000 P	b	1	a(20,000 shares)
NUI CORP	COM	629431 10 7	827,000	48,900	b	1	a(48,900 shares)
NVR INC	COM	62944T 10 5	44,712,000	97,200	b	1	a(97,200 shares)
NACCO INDS INC	CL A	629579 10 3	552,000	6,700	b	1	a(6,700 shares)
NAM TAI ELECTRS INC	COM PAR \$0.02	629865 20 5	6,498,000	255,735	b	1	a(255,735 shares)
NANOGEN INC	COM	630075 10 9	2,749,000	365,118	b	1	a(365,118 shares)
NANOMETRICS INC	COM	630077 10 5	394,000	25,762	b	1	a(25,762 shares)
NASH FINCH CO	COM	631158 10 2	1,107,000	46,757	b	1	a(46,757 shares)
NATIONAL AUSTRALIA BK LTD	SPONSORED ADR	632525 40 8	320,000	2,700	b	1	a(2,700 shares)
NATIONAL FINL PARTNERS CORP	COM	63607P 20 8	2,628,000	81,500	b	1	a(81,500 shares)
NATIONAL FUEL GAS CO N J	COM	636180 10 1	900,000	36,600	b	1	a(36,600 shares)
NATIONAL PROCESSING INC	COM	637229 10 5	876,000	46,100	b	1	a(46,100 shares)
NATIONAL SEMICONDUCTOR CORP	COM	637640 10 3	13,058,000	293,900	b	1	a(293,900 shares)
NATIONAL SEMICONDUCTOR CORP	COM	637640 10 3	2,652,000	59,700 C	b	1	a(59,700 shares)
NATIONAL SEMICONDUCTOR CORP	COM	637640 10 3	889,000	20,000 P	b	1	a(20,000 shares)
NATIONWIDE FINL SVCS INC	CL A	638612 10 1	2,073,000	57,500	b	1	a(57,500 shares)

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148,169,000

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)
NAVIGATORS GROUP INC	COM	638904 10 2	466,000	16,202	b	1	a(16,202 shares)
NATUZZI S P A	ADR	63905A 10 1	1,099,000	102,700	b	1	a(102,700 shares)
NAUTILUS GROUP INC	COM	63910B 10 2	1,892,000	120,100	b	1	a(120,100 shares)
NAVARRÉ CORP	COM	639208 10 7	458,000	77,234	b	1	a(77,234 shares)
NAVISTAR INTL CORP NEW	COM	63934E 10 8	24,626,000	537,100	b	1	a(537,100 shares)
NAVIGANT CONSULTING INC	COM	63935N 10 7	4,631,000	228,900	b	1	a(228,900 shares)
NDCHEALTH CORP	COM	639480 10 2	272,000	10,000 C	b	1	a(10,000 shares)
NEIGHBORCARE INC	COM	64015Y 10 4	7,699,000	317,503	b	1	a(317,503 shares)
NEIMAN MARCUS GROUP INC	CL A	640204 20 2	599,000	11,100	b	1	a(11,100 shares)
NEKTAR THERAPEUTICS	COM	640268 10 8	1,401,000	64,900	b	1	a(64,900 shares)
NELNET INC	CL A	64031N 10 8	808,000	31,800	b	1	a(31,800 shares)
NELSON THOMAS INC	COM	640376 10 9	757,000	27,800	b	1	a(27,800 shares)
NEOFORMA COM INC	COM NEW	640475 50 5	337,000	31,048	b	1	a(31,048 shares)
NEOPHARM INC	COM	640919 10 6	1,721,000	91,734	b	1	a(91,734 shares)
NEOPHARM INC	COM	640919 10 6	2,086,000	111,200 C	b	1	a(111,200 shares)
NEOPHARM INC	COM	640919 10 6	1,379,000	73,500 P	b	1	a(73,500 shares)
NETFLIX COM INC	COM	64110L 10 6	23,874,000	699,700 C	b	1	a(699,700 shares)
NETFLIX COM INC	COM	64110L 10 6	9,813,000	287,600 P	b	1	a(287,600 shares)
NETEASE COM INC	SPONSORED ADR	64110W 10 2	3,631,000	72,922	b	1	a(72,922 shares)
NETEASE COM INC	SPONSORED ADR	64110W 10 2	7,981,000	160,300 C	b	1	a(160,300 shares)
NETGEAR INC	COM	64111Q 10 4	2,299,000	167,054	b	1	a(167,054 shares)
NETOPIA INC	COM	64114K 10 4	1,262,000	102,429	b	1	a(102,429 shares)
NETIQ CORP	COM	64115P 10 2	4,858,000	347,897	b	1	a(347,897 shares)
NETSCREEN TECHNOLOGIES INC	COM	64117V 10 7	6,351,000	174,321	b	1	a(174,321 shares)
NETWORK ENGINES INC	COM	64121A 10 7	710,000	186,251	b	1	a(186,251 shares)
NEUROCRINE BIOSCIENCES INC	COM	64125C 10 9	296,000	5,000 C	b	1	a(5,000 shares)
NEUROCRINE BIOSCIENCES INC	COM	64125C 10 9	1,891,000	32,000 P	b	1	a(32,000 shares)
NEW JERSEY RES	COM	646025 10 6	1,391,000	36,800	b	1	a(36,800 shares)

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Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
NEW YORK CMNTY BANCORP INC	COM	649445 10 3	24,363,000	710,710	b	1	a(710,710 shares)
NEWFIELD EXPL CO	COM	651290 10 8	3,178,000	66,306	b	1	a(66,306 shares)
NEWMONT MINING CORP	COM	651639 10 6	1,021,000	21,900	b	1	a(21,900 shares)
NEWS CORP LTD	ADR NEW	652487 70 3	774,000	21,500	b	1	a(21,500 shares)
NEWS CORP LTD	SP ADR PFD	652487 80 2	36,780,000	1,159,900	b	1	a(1,159,900 shares)
NEXTEL COMMUNICATIONS INC	CL A	65332V 10 3	20,656,000	837,616	b	1	a(837,616 shares)
NEXTEL COMMUNICATIONS INC	CL A	65332V 10 3	4,605,000	186,200 C	b	1	a(186,200 shares)
NEXTEL COMMUNICATIONS INC	CL A	65332V 10 3	4,716,000	190,700 P	b	1	a(190,700 shares)
NICE SYS LTD	SPONSORED ADR	653656 10 8	387,000	16,292	b	1	a(16,292 shares)
NIKE INC	CL B	654106 10 3	4,127,000	53,000 C	b	1	a(53,000 shares)
NIKE INC	CL B	654106 10 3	2,282,000	29,300 P	b	1	a(29,300 shares)
NISOURCE INC	COM	65473P 10 5	1,097,000	51,600	b	1	a(51,600 shares)
NITROMED INC	COM	654798 50 3	288,000	36,693	b	1	a(36,693 shares)
NOKIA CORP	SPONSORED ADR	654902 20 4	50,822,000	2,506,000	b	1	a(2,506,000 shares)
NOMURA HLDGS INC	SPONSORED ADR	65535H 20 8	1,158,000	63,500	b	1	a(63,500 shares)
NORDSON CORP	COM	655663 10 2	1,882,000	50,235	b	1	a(50,235 shares)
NORFOLK SOUTHERN CORP	COM	655844 10 8	30,964,000	1,401,700	b	1	a(1,401,700 shares)
NORTEL NETWORKS CORP NEW	COM	655568 10 2	98,000	16,674	b	1	a(16,674 shares)
NORTEL NETWORKS CORP NEW	NOTE 4.250% 9/	655568 AB 8	41,881,000	41,035,000	b	1	a(41,035,000 shares)
NORTH AMERN PALLADIUM LTD	COM	656912 10 2	1,220,000	103,600	b	1	a(103,600 shares)
NORTH FORK BANCORPORATION NY	COM	659424 10 5	8,316,000	196,500	b	1	a(196,500 shares)
NORTHEAST UTILS	COM	664397 10 6	8,249,000	442,300	b	1	a(442,300 shares)
NORTHERN TR CORP	COM	665859 10 4	218,000	4,676	b	1	a(4,676 shares)
NORTHFIELD LABS INC	COM	666135 10 8	386,000	23,900	b	1	a(23,900 shares)
NORTHROP GRUMMAN CORP	COM	666807 10 2	11,397,000	115,800	b	1	a(115,800 shares)
NORTHWEST AIRLS CORP	CL A	667280 10 1	5,994,000	592,900	b	1	a(592,900 shares)
NORTHWEST NAT GAS CO	COM	667655 10 4	334,000	10,700	b	1	a(10,700 shares)
NOVARTIS A G	SPONSORED ADR	66987V 10 9	12,431,000	291,800	b	1	a(291,800 shares)

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Page Total

279,624,000

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)
NOVELL INC	COM	670006 10 5	13,187,000	1,158,762	b	1	a(1,158,762 shares)
NOVELLUS SYS INC	COM	670008 10 1	24,974,000	788,581	b	1	a(788,581 shares)
NOVELLUS SYS INC	COM	670008 10 1	2,225,000	70,000 c	b	1	a(70,000 shares)
NOVELLUS SYS INC	COM	670008 10 1	2,225,000	70,000 P	b	1	a(70,000 shares)
NOVEN PHARMACEUTICALS INC	COM	670009 10 9	1,990,000	92,671	b	1	a(92,671 shares)
NOVEN PHARMACEUTICALS INC	COM	670009 10 9	644,000	30,000 c	b	1	a(30,000 shares)
NOVOSTE CORP	COM	67010C 10 0	82,000	24,306	b	1	a(24,306 shares)
NSTAR	COM	67019E 10 7	3,992,000	78,700	b	1	a(78,700 shares)
NUCOR CORP	COM	670346 10 5	1,605,000	26,100	b	1	a(26,100 shares)
NUCOR CORP	COM	670346 10 5	307,000	5,000 c	b	1	a(5,000 shares)
NUEVO ENERGY CO	COM	670509 10 8	8,641,000	265,400	b	1	a(265,400 shares)
NVIDIA CORP	COM	67066G 10 4	15,271,000	578,425	b	1	a(578,425 shares)
NYFIX INC	COM	670712 10 8	180,000	34,897	b	1	a(34,897 shares)
NUVELO INC	COM NEW	67072M 30 1	2,663,000	212,354	b	1	a(212,354 shares)
OM GROUP INC	COM	670872 10 0	11,126,000	366,000	b	1	a(366,000 shares)
OM GROUP INC	COM	670872 10 0	2,265,000	74,500 c	b	1	a(74,500 shares)
NUVEEN INVTS INC	CL A	67090F 10 6	2,895,000	103,900	b	1	a(103,900 shares)
OSI PHARMACEUTICALS INC	COM	671040 10 3	5,057,000	131,700	b	1	a(131,700 shares)
OSI PHARMACEUTICALS INC	COM	671040 10 3	1,866,000	48,600 c	b	1	a(48,600 shares)
OSI PHARMACEUTICALS INC	COM	671040 10 3	5,940,000	154,700 P	b	1	a(154,700 shares)
OCCIDENTAL PETE CORP DEL	COM	674599 10 5	10,661,000	231,500	b	1	a(231,500 shares)
OCEANEERING INTL INC	COM	675232 10 2	709,000	23,300	b	1	a(23,300 shares)
OCULAR SCIENCES INC	COM	675744 10 6	1,932,000	66,284	b	1	a(66,284 shares)
ODYSSEY HEALTHCARE INC	COM	67611V 10 1	2,745,000	145,643	b	1	a(145,643 shares)
ODYSSEY HEALTHCARE INC	COM	67611V 10 1	311,000	16,500 c	b	1	a(16,500 shares)
ODYSSEY RE HLDGS CORP	DBCV 4.375% 6/	67612W AB 4	5,223,000	3,905,000	b	1	a(3,905,000 shares)
OFFSHORE LOGISTICS INC	COM	676255 10 2	802,000	34,800	b	1	a(34,800 shares)
OHIO CAS CORP	NOTE 5.000% 3/	677240 AC 7	5,878,000	5,500,000	b	1	a(5,500,000 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)
OLD REP INTL CORP	COM	680223 10 4	28,773,000	1,171,550	b	1	a(1,171,550 shares)
OLIN CORP	COM PAR \$1	680665 20 5	3,001,000	168,100	b	1	a(168,100 shares)
OMNICARE INC	COM	681904 10 8	5,306,000	119,700	b	1	a(119,700 shares)
OMNICOM GROUP INC	COM	681919 10 6	4,013,000	50,000	c	1	a(50,000 shares)
OMNICOM GROUP INC	NOTE	681919 AK 2	25,234,000	25,000,000	b	1	a(25,000,000 shares)
OMNICOM GROUP INC	NOTE	681919 AM 8	27,861,000	27,500,000	b	1	a(27,500,000 shares)
1-800 CONTACTS INC	COM	681977 10 4	259,000	14,727	b	1	a(14,727 shares)
OMNI ENERGY SERVICES	COM NEW	68210T 20 8	1,004,000	130,535	b	1	a(130,535 shares)
OMNIVISION TECHNOLOGIES INC	COM	682128 10 3	1,092,000	40,000	c	1	a(40,000 shares)
OMNICELL INC	COM	68213N 10 9	1,384,000	69,880	b	1	a(69,880 shares)
ON SEMICONDUCTOR CORP	COM	682189 10 5	2,910,000	385,917	b	1	a(385,917 shares)
1 800 FLOWERS COM	CL A	68243Q 10 6	1,319,000	138,076	b	1	a(138,076 shares)
ONEOK INC NEW	COM	682680 10 3	14,360,000	636,800	b	1	a(636,800 shares)
ONYX PHARMACEUTICALS INC	COM	683399 10 9	891,000	22,000	c	1	a(22,000 shares)
OPEN JT STK CO-VIMPEL COMMUN	SPONSORED ADR	68370R 10 9	9,879,000	95,000	c	1	a(95,000 shares)
OPEN JT STK CO-VIMPEL COMMUN	SPONSORED ADR	68370R 10 9	2,964,000	28,500	p	1	a(28,500 shares)
OPENWAVE SYS INC	COM NEW	683718 30 8	2,682,000	201,063	b	1	a(201,063 shares)
OPEN SOLUTIONS INC	COM	68371P 10 2	1,075,000	48,696	b	1	a(48,696 shares)
OPTIMAL ROBOTICS CORP	CL A NEW	68388R 20 8	90,000	12,412	b	1	a(12,412 shares)
ORACLE CORP	COM	68389X 10 5	47,990,000	3,999,129	b	1	a(3,999,129 shares)
ORBITAL SCIENCES CORP	COM	685564 10 6	1,581,000	126,200	b	1	a(126,200 shares)
ORBITZ INC	CL A	68556Y 10 0	7,229,000	303,602	b	1	a(303,602 shares)
ORLEANS HOMEBUILDERS INC	COM	686588 10 4	2,174,000	90,400	b	1	a(90,400 shares)
ORTHOLOGIC CORP	COM	68750J 10 7	533,000	68,805	b	1	a(68,805 shares)
ORTHODONTIC CTRS AMER INC	COM	68750P 10 3	1,410,000	178,500	b	1	a(178,500 shares)
OSHKOSH TRUCK CORP	COM	688239 20 1	4,829,000	86,700	b	1	a(86,700 shares)
OSTEOTECH INC	COM	688582 10 5	784,000	121,180	b	1	a(121,180 shares)
OVERSEAS SHIPHOLDING GROUP I	COM	690368 10 5	15,644,000	428,600	b	1	a(428,600 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)
OVERSTOCK COM INC DEL	COM	690370 10 1	1,482,000	48,000 C	b	1	a(48,000 shares)
OWENS & MINOR INC NEW	COM	690732 10 2	541,000	21,400	b	1	a(21,400 shares)
OWENS ILL INC	PFD CONV \$.01	690768 50 2	1,404,000	41,300	b	1	a(41,300 shares)
OXFORD HEALTH PLANS INC	COM	691471 10 6	401,000	8,200	b	1	a(8,200 shares)
OXIGENE INC	COM	691828 10 7	1,718,000	184,983	b	1	a(184,983 shares)
PC-TEL INC	COM	693250 10 5	1,141,000	110,501	b	1	a(110,501 shares)
PDI INC	COM	69329V 10 0	455,000	17,972	b	1	a(17,972 shares)
PG&E CORP	COM	69331C 10 8	4,818,000	166,300	b	1	a(166,300 shares)
P F CHANGS CHINA BISTRO INC	COM	69333Y 10 8	3,283,000	65,208	b	1	a(65,208 shares)
PLX TECHNOLOGY INC	COM	693417 10 7	294,000	27,299	b	1	a(27,299 shares)
PMC-SIERRA INC	COM	69344F 10 6	6,430,000	378,930	b	1	a(378,930 shares)
POSCO	SPONSORED ADR	693483 10 9	26,288,000	742,800	b	1	a(742,800 shares)
PNM RES INC	COM	69349H 10 7	4,940,000	164,400	b	1	a(164,400 shares)
PPG INDS INC	COM	693506 10 7	2,565,000	44,000	b	1	a(44,000 shares)
PPL CORP	COM	69351T 10 6	3,726,000	81,700	b	1	a(81,700 shares)
PRG-SCHULTZ INTERNATIONAL IN	NOTE 4.750%11/	69357C AA 5	1,390,000	1,500,000	b	1	a(1,500,000 shares)
PSS WORLD MED INC	COM	69366A 10 0	2,286,000	204,305	b	1	a(204,305 shares)
PACCAR INC	COM	693718 10 8	5,800,000	103,475	b	1	a(103,475 shares)
PACER INTL INC TENW	COM	69373H 10 6	2,430,000	110,374	b	1	a(110,374 shares)
PACIFIC SUNWEAR CALIF INC	COM	694873 10 0	12,945,000	527,519	b	1	a(527,519 shares)
PACIFICARE HEALTH SYS DEL	COM	695112 10 2	47,234,000	1,194,298	b	1	a(1,194,298 shares)
PACIFICARE HEALTH SYS DEL	COM	695112 10 2	396,000	10,000 C	b	1	a(10,000 shares)
PACIFICARE HEALTH SYS DEL	COM	695112 10 2	4,572,000	115,600 P	b	1	a(115,600 shares)
PACKAGING CORP AMER	COM	695156 10 9	7,646,000	338,900	b	1	a(338,900 shares)
PACTIV CORP	COM	695257 10 5	19,204,000	863,100	b	1	a(863,100 shares)
PAIN THERAPEUTICS INC	COM	69562K 10 0	72,000	10,400	b	1	a(10,400 shares)
PALATIN TECHNOLOGIES INC	COM NEW	696077 30 4	1,135,000	272,100	b	1	a(272,100 shares)
PALL CORP	COM	696429 30 7	4,039,000	178,000	b	1	a(178,000 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)
PALMONE INC	COM	69713P 10 7	6,724,000	314,212	b	1	a(314,212 shares)
PALMSOURCE INC	COM	697154 10 2	463,000	25,508	b	1	a(25,508 shares)
PAN AMERICAN SILVER CORP	COM	697900 10 8	664,000	37,219	b	1	a(37,219 shares)
PANTRY INC	COM	698657 10 3	1,667,000	83,548	b	1	a(83,548 shares)
PARAMETRIC TECHNOLOGY CORP	COM	699173 10 0	1,942,000	429,562	b	1	a(429,562 shares)
PARK ELECTROCHEMICAL CORP	COM	700416 20 9	1,647,000	65,100	b	1	a(65,100 shares)
PARKER DRILLING CO	COM	701081 10 1	1,353,000	324,500	b	1	a(324,500 shares)
PATINA OIL & GAS CORP	COM	703224 10 5	17,619,000	671,200	b	1	a(671,200 shares)
PATINA OIL & GAS CORP	COM	703224 10 5	1,103,000	42,000 C	b	1	a(42,000 shares)
PATINA OIL & GAS CORP	COM	703224 10 5	3,098,000	118,000 P	b	1	a(118,000 shares)
PATTERSON DENTAL CO	COM	703412 10 6	6,072,000	88,500 C	b	1	a(88,500 shares)
PATTERSON DENTAL CO	COM	703412 10 6	7,719,000	112,500 P	b	1	a(112,500 shares)
PATTERSON UTI ENERGY INC	COM	703481 10 1	8,602,000	242,937	b	1	a(242,937 shares)
PAYLESS SHOESOURCE INC	COM	704379 10 6	1,252,000	89,700	b	1	a(89,700 shares)
PEABODY ENERGY CORP	COM	704549 10 4	10,069,000	216,500	b	1	a(216,500 shares)
PEABODY ENERGY CORP	COM	704549 10 4	233,000	5,000 P	b	1	a(5,000 shares)
PEDIATRIX MED GROUP	COM	705324 10 1	1,512,000	24,000	b	1	a(24,000 shares)
PEDIATRIX MED GROUP	COM	705324 10 1	3,276,000	52,000 C	b	1	a(52,000 shares)
PENSTAR INC	COM	706552 10 6	135,000	36,976	b	1	a(36,976 shares)
PENN NATL GAMING INC	COM	707569 10 9	8,109,000	281,849	b	1	a(281,849 shares)
PENNEY J C INC	COM	708160 10 6	6,034,000	173,500	b	1	a(173,500 shares)
PENNEY J C INC	COM	708160 10 6	1,043,000	30,000 C	b	1	a(30,000 shares)
PENWEST PHARMACEUTICALS CO	COM	709754 10 5	184,000	12,600	b	1	a(12,600 shares)
PEOPLES BK BRIDGEPORT CONN	COM	710198 10 2	677,000	14,562	b	1	a(14,562 shares)
PEOPLES ENERGY CORP	COM	711030 10 6	906,000	20,300	b	1	a(20,300 shares)
PEOPLESOFT INC	COM	712713 10 6	30,432,000	1,645,869	b	1	a(1,645,869 shares)
PEP BOYS MANNY MOE & JACK	COM	713278 10 9	10,578,000	381,200	b	1	a(381,200 shares)
PEPSIAMERICAS INC	COM	71343P 20 0	525,000	25,700	b	1	a(25,700 shares)

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Page Total

133,638,000

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)
PEPSICO INC	COM	713448 10 8	490,000	9,100	b	1	a(9,100 shares)
PER-SE TECHNOLOGIES INC	COM NEW	713359 30 9	562,000	50,157	b	1	a(50,157 shares)
PERFORMANCE FOOD GROUP CO	COM	713755 10 6	2,641,000	76,883	b	1	a(76,883 shares)
PERFORMANCE FOOD GROUP CO	COM	713755 10 6	776,000	22,600	c	1	a(22,600 shares)
PERFORMANCE FOOD GROUP CO	COM	713755 10 6	515,000	15,000	p	1	a(15,000 shares)
PERKINELMER INC	COM	714046 10 9	1,740,000	84,100	b	1	a(84,100 shares)
PERUSAHAAN PERS INDO SATELLI	SPONSORED ADR	715680 10 4	405,000	18,400	b	1	a(18,400 shares)
P T TELEKOMUNIKASI INDONESIA	SPONSORED ADR	715684 10 6	2,066,000	122,600	b	1	a(122,600 shares)
PETCO ANIMAL SUPPLIES	COM NEW	716016 20 9	12,867,000	456,618	b	1	a(456,618 shares)
PETROCHINA CO LTD	SPONSORED ADR	71646E 10 0	9,086,000	177,800	b	1	a(177,800 shares)
PETROCHINA CO LTD	SPONSORED ADR	71646E 10 0	256,000	5,000	c	1	a(5,000 shares)
PETROBRAS ENERGIA PARTCPTNS	SP ADR B SHS	71646M 10 2	167,000	12,000	b	1	a(12,000 shares)
PETROKAZAKHSTAN INC	COM	71649P 10 2	6,316,000	224,200	b	1	a(224,200 shares)
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V 40 8	791,000	23,600	b	1	a(23,600 shares)
PETSMART INC	COM	716768 10 6	3,454,000	127,674	b	1	a(127,674 shares)
PHARMACYCLICS INC	COM	716933 10 6	369,000	27,468	b	1	a(27,468 shares)
PFIZER INC	COM	717081 10 3	37,846,000	1,079,780	b	1	a(1,079,780 shares)
PFIZER INC	COM	717081 10 3	2,909,000	83,000	c	1	a(83,000 shares)
PHARMACEUTICAL RES INC	COM	717125 10 8	13,487,000	237,200	b	1	a(237,200 shares)
PHARMACOPEIA INC	COM	71713B 10 4	2,071,000	102,953	b	1	a(102,953 shares)
PHARMION CORP	COM	71715B 40 9	747,000	33,145	b	1	a(33,145 shares)
PHELPS DODGE CORP	COM	717265 10 2	10,363,000	126,900	c	1	a(126,900 shares)
PHELPS DODGE CORP	COM	717265 10 2	6,043,000	74,000	p	1	a(74,000 shares)
PHILADELPHIA CONS HLDG CORP	COM	717528 10 3	1,920,000	33,100	b	1	a(33,100 shares)
PHILIPPINE LONG DISTANCE TEL	SPON GDR PFD	718252 70 3	1,297,000	27,800	b	1	a(27,800 shares)
PHILIPPINE LONG DISTANCE TEL	SPONSORED ADR	718252 60 4	345,000	20,200	b	1	a(20,200 shares)
PHILLIPS VAN HEUSEN CORP	COM	718592 10 8	204,000	11,000	b	1	a(11,000 shares)
PHOENIX COS INC NEW	COM	71902E 10 9	966,000	72,000	b	1	a(72,000 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares of Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (note #3)
PHOENIX TECHNOLOGY LTD	COM	719153 10 8	73,000	13,603	b	1	a(13,603 shares)
PHOTON DYNAMICS INC	COM	719364 10 1	3,483,000	106,730	b	1	a(106,730 shares)
PHOTONICS INC	COM	719405 10 2	2,445,000	138,116	b	1	a(138,116 shares)
PIEDMONT NAT GAS INC	COM	720186 10 5	6,147,000	145,600	b	1	a(145,600 shares)
PIER 1 IMPORTS INC	COM	720279 10 8	29,547,000	1,246,700	b	1	a(1,246,700 shares)
PINNACLE AIRL CORP	COM	723443 10 7	684,000	51,422	b	1	a(51,422 shares)
PINNACLE ENTMT INC	COM	723456 10 9	2,120,000	153,600	b	1	a(153,600 shares)
PINNACLE WEST CAP CORP	COM	723484 10 1	13,910,000	353,500	b	1	a(353,500 shares)
PIONEER NAT RES CO	COM	723787 10 7	14,422,000	446,500	b	1	a(446,500 shares)
PIPER JAFFRAY COS	COM	724078 10 0	7,852,000	145,000 C	b	1	a(145,000 shares)
PIPER JAFFRAY COS	COM	724078 10 0	2,047,000	37,800 P	b	1	a(37,800 shares)
PITNEY BOWES INC	COM	724479 10 0	3,673,000	86,200	b	1	a(86,200 shares)
PLACER DOME INC	COM	725906 10 1	7,831,000	435,800	b	1	a(435,800 shares)
PLANAR SYS INC	COM	726900 10 3	1,858,000	130,396	b	1	a(130,396 shares)
PLATO LEARNING INC	COM	72764Y 10 0	154,000	15,309	b	1	a(15,309 shares)
PLAYBOY ENTERPRISES INC	CL B	728117 30 0	282,000	20,100	b	1	a(20,100 shares)
PLUG POWER INC	COM	72919P 10 3	1,673,000	216,663	b	1	a(216,663 shares)
PLUMTREE SOFTWARE INC	COM	72940Q 10 4	188,000	44,098	b	1	a(44,098 shares)
POGO PRODUCING CO	COM	730448 10 7	25,651,000	559,200	b	1	a(559,200 shares)
POLARIS INDS INC	COM	731068 10 2	27,150,000	597,500	b	1	a(597,500 shares)
POLO RALPH LAUREN CORP	CL A	731572 10 3	4,559,000	133,000	b	1	a(133,000 shares)
POLYCOM INC	COM	73172K 10 4	3,120,000	147,015	b	1	a(147,015 shares)
POPULAR INC	COM	733174 10 6	1,162,000	26,951	b	1	a(26,951 shares)
PORTAL SOFTWARE INC	COM NEW	736126 30 1	1,008,000	149,574	b	1	a(149,574 shares)
PORTFOLIO RECOVERY ASSOCS IN	COM	73640Q 10 5	476,000	17,657	b	1	a(17,657 shares)
POTASH CORP SASK INC	COM	73755L 10 7	4,243,000	51,000 C	b	1	a(51,000 shares)
POTASH CORP SASK INC	COM	73755L 10 7	333,000	4,000 P	b	1	a(4,000 shares)
POTLATCH CORP	COM	737628 10 7	5,387,000	132,200	b	1	a(132,200 shares)

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Page Total

171,478,000

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)
POWERWAVE TECHNOLOGIES INC	NOTE 1.250% 7/	739363 AB 5	2,613,000	2,500,000	b	1	a(2,500,000 shares)
POZEN INC	COM	73941U 10 2	802,000	58,011	b	1	a(58,011 shares)
PRAECIS PHARMACEUTICALS INC	COM	739421 10 5	3,441,000	582,205	b	1	a(582,205 shares)
PRE PAID LEGAL SVCS INC	COM	740065 10 7	228,000	9,300	b	1	a(9,300 shares)
PRECISION CASTPARTS CORP	COM	740189 10 5	4,281,000	97,230	b	1	a(97,230 shares)
PRICE COMMUNICATIONS CORP	COM NEW	741437 30 5	7,583,000	483,300	b	1	a(483,300 shares)
PRIDE INTL INC DEL	COM	74153Q 10 2	2,175,000	127,500	b	1	a(127,500 shares)
PRIMEDIA INC	COM	74157K 10 1	410,000	151,700	b	1	a(151,700 shares)
PRIME HOSPITALITY CORP	COM	741917 10 8	2,826,000	248,300	b	1	a(248,300 shares)
PRINCIPAL FINANCIAL GROUP IN	COM	74251V 10 2	2,241,000	62,900	b	1	a(62,900 shares)
PROCTER & GAMBLE CO	COM	742718 10 9	808,000	7,700	b	1	a(7,700 shares)
PROGENICS PHARMACEUTICALS IN	COM	743187 10 6	1,945,000	102,352	b	1	a(102,352 shares)
PROGRESS ENERGY INC	COM	743263 10 5	1,045,000	22,200	b	1	a(22,200 shares)
PROQUEST COMPANY	COM	74346P 10 2	1,056,000	36,200	b	1	a(36,200 shares)
PROTECTIVE LIFE CORP	COM	743674 10 3	2,887,000	77,100	b	1	a(77,100 shares)
PROVIDENT FINL SVCS INC	COM	74386T 10 5	2,385,000	127,600	b	1	a(127,600 shares)
PROVINCE HEALTHCARE CO	COM	743977 10 0	4,495,000	282,700	b	1	a(282,700 shares)
PROVIDIAN FINL CORP	COM	74406A 10 2	10,010,000	764,100	b	1	a(764,100 shares)
PROXIM CORP	CL A	744283 10 2	3,167,000	1,789,333	b	1	a(1,789,333 shares)
PRUDENTIAL FINL INC	COM	744320 10 2	29,389,000	656,300	b	1	a(656,300 shares)
PSYCHIATRIC SOLUTIONS INC	COM	74439H 10 8	875,000	46,526	b	1	a(46,526 shares)
PUBLIC SVC ENTERPRISE GROUP	COM	744573 10 6	1,992,000	42,400	b	1	a(42,400 shares)
PUGET ENERGY INC NEW	COM	745310 10 2	1,009,000	45,100	b	1	a(45,100 shares)
PULITZER INC	COM	745769 10 9	265,000	5,500	b	1	a(5,500 shares)
PULTE HOMES INC	COM	745867 10 1	12,877,000	231,600 C	b	1	a(231,600 shares)
QLOGIC CORP	COM	747277 10 1	1,314,000	39,800	b	1	a(39,800 shares)
QLOGIC CORP	COM	747277 10 1	700,000	21,200 P	b	1	a(21,200 shares)
QUALCOMM INC	COM	747525 10 3	49,056,000	738,570	b	1	a(738,570 shares)

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Page Total

151,875,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares of Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
QUALITY DISTR INC FLA	COM	74756M 10 2	488,000	34,722	b	1	a(34,722 shares)
QUALITY SYS INC	COM	74758Z 10 4	1,936,000	42,623	b	1	a(42,623 shares)
QUANEX CORP	COM	747620 10 2	1,024,000	24,100	b	1	a(24,100 shares)
QUANTUM FUEL SYS TECH WORLDW	COM	74765E 10 9	280,000	35,589	b	1	a(35,589 shares)
QUEST DIAGNOSTICS INC	COM	74834L 10 0	2,485,000	30,000 P	b	1	a(30,000 shares)
QUESTAR CORP	COM	74835E 10 2	12,215,000	335,200	b	1	a(335,200 shares)
QUICKLOGIC CORP	COM	74837P 10 8	398,000	104,612	b	1	a(104,612 shares)
QUICKSILVER RESOURCES INC	COM	74837R 10 4	1,434,000	37,000 C	b	1	a(37,000 shares)
QUICKSILVER RESOURCES INC	COM	74837R 10 4	853,000	22,000 P	b	1	a(22,000 shares)
QUIDEL CORP	COM	74838J 10 1	1,811,000	274,845	b	1	a(274,845 shares)
QUILMES INDL QUINSA SOCIETE	SP ADR CL B	74838Y 20 7	1,059,000	58,100	b	1	a(58,100 shares)
QWEST COMMUNICATIONS INTL IN	COM	749121 10 9	862,000	200,039	b	1	a(200,039 shares)
R H DONNELLEY CORP	COM NEW	74955W 30 7	10,031,000	214,800	b	1	a(214,800 shares)
RLI CORP	COM	749607 10 7	332,000	8,600	b	1	a(8,600 shares)
RPM INTL INC	COM	749685 10 3	4,575,000	276,600	b	1	a(276,600 shares)
RF MICRODEVICES INC	COM	749941 10 0	13,941,000	1,647,907	b	1	a(1,647,907 shares)
RADIAN GROUP INC	COM	750236 10 1	12,921,000	303,300	b	1	a(303,300 shares)
RADIOSHACK CORP	COM	750438 10 3	48,994,000	1,477,500	b	1	a(1,477,500 shares)
RADYNE COMSTREAM INC	COM NEW	750611 40 2	1,281,000	134,795	b	1	a(134,795 shares)
RAMBUS INC DEL	COM	750917 10 6	26,425,000	942,838	b	1	a(942,838 shares)
RALCORP HLDGS INC NEW	COM	751028 10 1	6,272,000	206,100	b	1	a(206,100 shares)
RANDGOLD RES LTD	ADR	752344 30 9	2,052,000	104,404	b	1	a(104,404 shares)
RANDGOLD & EXPL LTD	SPON ADR NEW	753009 30 7	802,000	70,123	b	1	a(70,123 shares)
RAYMOND JAMES FINANCIAL INC	COM	754730 10 9	4,392,000	176,750	b	1	a(176,750 shares)
RAYONIER INC	COM	754907 10 3	553,000	12,651	b	1	a(12,651 shares)
RAYOVAC CORP	COM	755081 10 6	1,201,000	42,000 C	b	1	a(42,000 shares)
RAYOVAC CORP	COM	755081 10 6	601,000	21,000 P	b	1	a(21,000 shares)
READERS DIGEST ASSN INC	COM	755267 10 1	3,093,000	219,700	b	1	a(219,700 shares)

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162,311,000

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)
REALNETWORKS INC	NOTE	75605L AB 0	2,322,000	2,500,000	b	1	a(2,500,000 shares)
RED HAT INC	COM	756577 10 2	2,215,000	96,900	b	1	a(96,900 shares)
REDBACK NETWORKS INC	COM NEW	757209 50 7	130,000	20,666	b	1	a(20,666 shares)
REGAL ENTMT GROUP	CL A	758766 10 9	8,730,000	397,200	b	1	a(397,200 shares)
REGENERON PHARMACEUTICALS	COM	75886F 10 7	151,000	11,101	b	1	a(11,101 shares)
REGENERON PHARMACEUTICALS	COM	75886F 10 7	177,000	13,000 c	b	1	a(13,000 shares)
REGIS CORP MINN	COM	758932 10 7	5,866,000	132,000	b	1	a(132,000 shares)
REGIONS FINL CORP	COM	758940 10 0	873,000	23,900	b	1	a(23,900 shares)
REINSURANCE GROUP AMER INC	COM	759351 10 9	1,868,000	45,600	b	1	a(45,600 shares)
RENT A CTR INC NEW	COM	76009N 10 0	2,587,000	78,458	b	1	a(78,458 shares)
REPSOL YPF S A	SPONSORED ADR	76026T 20 5	300,000	14,400	b	1	a(14,400 shares)
REPUBLIC SVCS INC	COM	760759 10 0	2,704,000	99,900	b	1	a(99,900 shares)
RESEARCH IN MOTION LTD	COM	760975 10 2	4,201,000	45,000 c	b	1	a(45,000 shares)
RESOURCE AMERICA INC	CL A	761195 20 5	462,000	24,960	b	1	a(24,960 shares)
RESPIRONICS INC	COM	761230 10 1	2,324,000	43,012	b	1	a(43,012 shares)
RESPIRONICS INC	COM	761230 10 1	1,026,000	19,000 c	b	1	a(19,000 shares)
RETEK INC	COM	76128Q 10 9	1,808,000	239,109	b	1	a(239,109 shares)
REYNOLDS R J TOB HLDGS INC	COM	76182K 10 5	39,839,000	658,500	b	1	a(658,500 shares)
REYNOLDS R J TOB HLDGS INC	COM	76182K 10 5	6,032,000	99,700 c	b	1	a(99,700 shares)
RICHARDSON ELECTRS LTD	SDCV 8.250% 6/	763165 AC 1	2,559,000	2,642,000	b	1	a(2,642,000 shares)
RITE AID CORP	COM	767754 10 4	861,000	158,200	b	1	a(158,200 shares)
ROBBINS & MYERS INC	NOTE 8.000% 1/	770196 AB 9	745,000	708,000	b	1	a(708,000 shares)
ROCK-TENN CO	CL A	772739 20 7	322,000	22,300	b	1	a(22,300 shares)
ROCKWELL COLLINS INC	COM	774341 10 1	1,596,000	50,500	b	1	a(50,500 shares)
ROFIN SINAR TECHNOLOGIES INC	COM	775043 10 2	2,507,000	83,994	b	1	a(83,994 shares)
ROHM & HAAS CO	COM	775371 10 7	6,263,000	157,200	b	1	a(157,200 shares)
ROSS STORES INC	COM	778296 10 3	35,409,000	1,156,791	b	1	a(1,156,791 shares)
ROTO ROOTER INC NEW	COM	778787 10 1	3,387,000	67,000	b	1	a(67,000 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)
ROWAN COS INC	COM	779382 10 0	4,572,000	216,800	b	1	a(216,800 shares)
ROXIO INC	COM	780008 10 8	153,000	34,200	b	1	a(34,200 shares)
ROYAL CARIBBEAN CRUISES LTD	NOTE 2/	780153 AK 8	11,471,000	21,000,000	b	1	a(21,000,000 shares)
ROYAL CARIBBEAN CRUISES LTD	NOTE 5/	780153 AM 4	15,593,000	22,000,000	b	1	a(22,000,000 shares)
ROYAL DUTCH PETE CO	NY REG EUR .56	780257 80 4	5,771,000	121,300	b	1	a(121,300 shares)
ROYAL GOLD INC	COM	780287 10 8	3,157,000	178,280	b	1	a(178,280 shares)
RYLAND GROUP INC	COM	783764 10 3	12,427,000	139,900	b	1	a(139,900 shares)
RYLAND GROUP INC	COM	783764 10 3	4,442,000	50,000 C	b	1	a(50,000 shares)
RYLAND GROUP INC	COM	783764 10 3	4,442,000	50,000 P	b	1	a(50,000 shares)
SBC COMMUNICATIONS INC	COM	78387G 10 3	7,021,000	286,100	b	1	a(286,100 shares)
SBA COMMUNICATIONS CORP	COM	78388J 10 6	2,869,000	739,436	b	1	a(739,436 shares)
SEI INVESTMENTS CO	COM	784117 10 3	1,874,000	56,791	b	1	a(56,791 shares)
SK TELECOM LTD	SPONSORED ADR	78440P 10 8	3,278,000	153,900	b	1	a(153,900 shares)
SLM CORP	COM	78442P 10 6	63,507,000	1,517,500	b	1	a(1,517,500 shares)
SPDR TR	UNIT SER 1	78462F 10 3	2,797,000	24,720	b	1	a(24,720 shares)
SPX CORP	COM	784635 10 4	246,000	5,400	b	1	a(5,400 shares)
SPX CORP	COM	784635 10 4	569,000	12,500 C	b	1	a(12,500 shares)
SPX CORP	NOTE 2/	784635 AD 6	24,802,000	38,500,000	b	1	a(38,500,000 shares)
SI CORPORATION	COM	78463B 10 1	3,777,000	496,946	b	1	a(496,946 shares)
SWS GROUP INC	COM	78503N 10 7	1,519,000	84,800	b	1	a(84,800 shares)
SAFEGUARD SCIENTIFICS INC	COM	786449 10 8	1,245,000	334,700	b	1	a(334,700 shares)
SAFENET INC	COM	78645R 10 7	225,000	5,985	b	1	a(5,985 shares)
SAFENET INC	COM	78645R 10 7	788,000	21,000 C	b	1	a(21,000 shares)
SAFENET INC	COM	78645R 10 7	1,314,000	35,000 P	b	1	a(35,000 shares)
SAFEMAY INC	COM NEW	786514 20 8	20,619,000	1,001,900	b	1	a(1,001,900 shares)
ST JOE CO	COM	790148 10 0	1,949,000	47,900	b	1	a(47,900 shares)
ST JUDE MED INC	COM	790849 10 3	28,004,000	388,400	b	1	a(388,400 shares)
SAKS INC	COM	79377W 10 8	3,640,000	206,800	b	1	a(206,800 shares)

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232,071,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
SALIX PHARMACEUTICALS INC	COM	795435 10 6	319,000	11,000 P	b	1	a(11,000 shares)
SALTON INC	COM	795757 10 3	595,000	63,500	b	1	a(63,500 shares)
SAN PAOLO-IMI S P A	SPONSORED ADR	799175 10 4	596,000	26,000	b	1	a(26,000 shares)
SANDERSON FARMS INC	COM	800013 10 4	9,033,000	245,923	b	1	a(245,923 shares)
SANDISK CORP	COM	80004C 10 1	32,079,000	1,130,740	b	1	a(1,130,740 shares)
SANDISK CORP	COM	80004C 10 1	9,651,000	340,200 C	b	1	a(340,200 shares)
SANFILIPPO JOHN B & SON INC	COM	800422 10 7	579,000	15,783	b	1	a(15,783 shares)
SANMINA SCI CORP	COM	800907 10 7	22,229,000	2,013,459	b	1	a(2,013,459 shares)
SAP AKTIENGESELLSCHAFT	SPONSORED ADR	803054 20 4	21,015,000	534,600	b	1	a(534,600 shares)
SAVIENT PHARMACEUTICALS INC	COM	80517Q 10 0	368,000	96,025	b	1	a(96,025 shares)
SCANA CORP NEW	COM	80589M 10 2	2,916,000	82,500	b	1	a(82,500 shares)
SCANSOURCE INC	COM	806037 10 7	1,507,000	31,449	b	1	a(31,449 shares)
SCHEIN HENRY INC	COM	806407 10 2	5,362,000	75,207	b	1	a(75,207 shares)
SCHEIN HENRY INC	COM	806407 10 2	2,143,000	30,000 C	b	1	a(30,000 shares)
SCHLUMBERGER LTD	COM	806857 10 8	56,188,000	880,000	b	1	a(880,000 shares)
SCHOOL SPECIALTY INC	COM	807863 10 5	2,897,000	81,450	b	1	a(81,450 shares)
SCHWEITZER-MAUDUIT INTL INC	COM	808541 10 6	707,000	21,900	b	1	a(21,900 shares)
SCICLONE PHARMACEUTICALS INC	COM	80862K 10 4	65,000	12,000	b	1	a(12,000 shares)
SCIENTIFIC ATLANTA INC	COM	808655 10 4	12,638,000	390,800	b	1	a(390,800 shares)
SCIENTIFIC GAMES CORP	CL A	80874P 10 9	3,060,000	163,450	b	1	a(163,450 shares)
SCOTTS CO	CL A	810186 10 6	1,411,000	22,000 C	b	1	a(22,000 shares)
SCOTTS CO	CL A	810186 10 6	577,000	9,000 P	b	1	a(9,000 shares)
SCRIPPS E W CO OHIO	CL A	811054 20 4	4,479,000	44,300	b	1	a(44,300 shares)
SEA CONTAINERS LTD	CL A	811371 70 7	717,000	34,800	b	1	a(34,800 shares)
SEABULK INTL INC	COM	81169P 10 1	2,930,000	329,200	b	1	a(329,200 shares)
SEACOR HOLDINGS INC	COM	811904 10 1	2,711,000	66,000	b	1	a(66,000 shares)
SEALED AIR CORP NEW	COM	81211K 10 0	16,953,000	340,900	b	1	a(340,900 shares)
SEARS ROEBUCK & CO	COM	812387 10 8	52,166,000	1,214,300	b	1	a(1,214,300 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)
SEARS ROEBUCK & CO	COM	812387 10 8	3,050,000	71,000 C	b	1	a(71,000 shares)
SEARS ROEBUCK & CO	COM	812387 10 8	1,267,000	29,500 P	b	1	a(29,500 shares)
SEATTLE GENETICS INC	COM	812578 10 2	203,000	24,614	b	1	a(24,614 shares)
SELECT MEDICAL CORP	COM	816196 10 9	19,920,000	1,192,800	b	1	a(1,192,800 shares)
SELECTIVE INS GROUP INC	NOTE 1.616% 9/	816300 AB 3	2,564,000	5,000,000	b	1	a(5,000,000 shares)
SENSIENT TECHNOLOGIES CORP	COM	81725T 10 0	263,000	14,100	b	1	a(14,100 shares)
SEPRACOR INC	COM	817315 10 4	29,966,000	623,000	b	1	a(623,000 shares)
SERENA SOFTWARE INC	COM	817492 10 1	2,165,000	106,381	b	1	a(106,381 shares)
SERONO S A	SPONSORED ADR	81752M 10 1	4,511,000	293,100	b	1	a(293,100 shares)
SERVICE CORP INTL	NOTE 6.750% 6/	817565 AU 8	8,494,000	7,500,000	b	1	a(7,500,000 shares)
SERVICEMASTER CO	COM	81760N 10 9	10,796,000	898,900	b	1	a(898,900 shares)
7-ELEVEN INC	COM NEW	817826 20 9	2,233,000	147,200	b	1	a(147,200 shares)
SHAW COMMUNICATIONS INC	CL B CONV	82028K 20 0	196,000	11,900	b	1	a(11,900 shares)
SHELL TRANS & TRADING PLC	ADR NY SHS NEW	822703 60 9	220,000	5,500	b	1	a(5,500 shares)
SHERWIN WILLIAMS CO	COM	824348 10 6	10,007,000	260,400	b	1	a(260,400 shares)
SHIRE PHARMACEUTICALS GRP PL	SPONSORED ADR	82481R 10 6	2,752,000	93,807	b	1	a(93,807 shares)
SHUFFLE MASTER INC	COM	825549 10 8	6,297,000	135,442	b	1	a(135,442 shares)
SHUFFLE MASTER INC	COM	825549 10 8	302,000	6,500 P	b	1	a(6,500 shares)
SIEBEL SYS INC	COM	826170 10 2	56,487,000	4,899,173	b	1	a(4,899,173 shares)
SIEMENS A G	SPONSORED ADR	826197 50 1	1,074,000	14,500	b	1	a(14,500 shares)
SIERRA PAC RES NEW	COM	826428 10 4	5,008,000	676,700	b	1	a(676,700 shares)
SIERRA WIRELESS INC	COM	826516 10 6	6,737,000	184,050	b	1	a(184,050 shares)
SIGMA ALDRICH CORP	COM	826552 10 1	377,000	6,801	b	1	a(6,801 shares)
SIFY LTD	SPONSORED ADR	82655M 10 7	1,930,000	274,149	b	1	a(274,149 shares)
SILICON LABORATORIES INC	COM	826919 10 2	5,420,000	102,500 C	b	1	a(102,500 shares)
SILICON LABORATORIES INC	COM	826919 10 2	291,000	5,500 P	b	1	a(5,500 shares)
SILGAN HOLDINGS INC	COM	827048 10 9	1,228,000	26,858	b	1	a(26,858 shares)
SILICON GRAPHICS INC	COM	827056 10 2	8,109,000	3,192,400	b	1	a(3,192,400 shares)

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Page Total

191,867,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares of Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
SILICON STORAGE TECHNOLOGY I	COM	827057 10 0	1,900,000	146,794	b	1	a(146,794 shares)
SILICON VY BANCSHARES	COM	827064 10 6	5,450,000	168,000	b	1	a(168,000 shares)
SILICONWARE PRECISION INDS L	SPONSD ADR SPL	827084 86 4	792,000	154,477	b	1	a(154,477 shares)
SIMPLETECH INC	COM	828823 10 4	244,000	51,330	b	1	a(51,330 shares)
SINCLAIR BROADCAST GROUP INC	CL A	829226 10 9	2,835,000	226,789	b	1	a(226,789 shares)
SINOPEC SHANGHAI PETROCHEMIC	SPON ADR H	82935M 10 9	668,000	14,700	b	1	a(14,700 shares)
SINOPEC BEIJING YANHUA PETRO	SPON ADR H SHS	82935N 10 7	779,000	41,500	b	1	a(41,500 shares)
SIRVA INC	COM	82967Y 10 4	369,000	15,300	b	1	a(15,300 shares)
SIPEX CORP	COM	829909 10 0	81,000	12,887	b	1	a(12,887 shares)
SIX FLAGS INC	COM	8300IP 10 9	3,496,000	445,400	b	1	a(445,400 shares)
SKY FINL GROUP INC	COM	83080P 10 3	1,983,000	76,425	b	1	a(76,425 shares)
SMART & FINAL INC	COM	831683 10 7	432,000	37,600	b	1	a(37,600 shares)
SMITH & NEPHEW PLC	SPDN ADR NEW	83175M 20 5	1,734,000	34,300	b	1	a(34,300 shares)
SMITHFIELD FOODS INC	COM	832248 10 8	16,264,000	599,700	b	1	a(599,700 shares)
SMUCKER J M CO	COM NEW	832696 40 5	4,902,000	92,874	b	1	a(92,874 shares)
SMURFIT-STONE CONTAINER CORP	PFD CV EX A 7%	832727 20 0	1,381,000	55,519	b	1	a(55,519 shares)
SOHU COM INC	COM	83408W 10 3	1,271,000	51,081	b	1	a(51,081 shares)
SOLETRON CORP	COM	834182 10 7	16,399,000	2,965,534	b	1	a(2,965,534 shares)
SONIC CORP	COM	835451 10 5	344,000	10,000	c	1	a(10,000 shares)
SONIC AUTOMOTIVE INC	CL A	83545G 10 2	4,196,000	167,500	b	1	a(167,500 shares)
SONICWALL INC	COM	835470 10 5	2,896,000	324,616	b	1	a(324,616 shares)
SONOCO PRODS CO	COM	835495 10 2	2,600,000	107,100	b	1	a(107,100 shares)
SOTHEBYS HLDGS INC	CL A	835898 10 7	1,302,000	101,300	b	1	a(101,300 shares)
SONUS NETWORKS INC	COM	835916 10 7	3,438,000	926,655	b	1	a(926,655 shares)
SOUTH FINL GROUP INC	COM	837841 10 5	312,000	10,542	b	1	a(10,542 shares)
SOUTHERN CO	COM	842587 10 7	11,892,000	389,900	b	1	a(389,900 shares)
SOUTHERN PERU COPPER CORP	COM	843611 10 4	5,477,000	135,400	b	1	a(135,400 shares)
SOUTHRUST CORP	COM	844730 10 1	264,000	7,952	b	1	a(7,952 shares)

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Page Total

93,701,000

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)
SOUTHWEST AIRLIS CO	COM	844741 10 8	179,000	12,600	b	1	a(12,600 shares)
SOUTHWESTERN ENERGY CO	COM	845467 10 9	2,229,000	92,400	b	1	a(92,400 shares)
SOVEREIGN BANCORP INC	COM	845905 10 8	831,000	38,800	b	1	a(38,800 shares)
SPARTECH CORP	COM NEW	847220 20 9	3,690,000	148,200	b	1	a(148,200 shares)
SPECTRALINK CORP	COM	847580 10 7	4,828,000	283,028	b	1	a(283,028 shares)
SPECTRASITE INC	COM	84761M 10 4	13,204,000	355,900	b	1	a(355,900 shares)
SPEEDWAY MOTORSPORTS INC	COM	847788 10 6	418,000	13,800	b	1	a(13,800 shares)
SPORTS AUTH INC NEW	COM	84917U 10 9	465,000	11,600	b	1	a(11,600 shares)
SPRINT CORP	COM FON GROUP	852061 10 0	6,309,000	342,300	b	1	a(342,300 shares)
SPRINT CORP	PCS COM SER 1	852061 50 6	100,000	10,900	b	1	a(10,900 shares)
SS&C TECHNOLOGIES INC	COM	85227Q 10 0	3,793,000	155,586	b	1	a(155,586 shares)
STAKTEK HLDGS INC	COM	85256P 10 6	245,000	20,000	b	1	a(20,000 shares)
STANCORP FINL GROUP INC	COM	852891 10 0	4,613,000	70,700	b	1	a(70,700 shares)
STAPLES INC	COM	855030 10 2	25,825,000	1,019,927	b	1	a(1,019,927 shares)
STARTEK INC	COM	85569C 10 7	512,000	14,100	b	1	a(14,100 shares)
STARWOOD HOTELS&RESORTS WRLD	PAIRED CTF	85590A 20 3	7,898,000	195,000	b	1	a(195,000 shares)
STATE STR CORP	COM	857477 10 3	3,774,000	72,400	b	1	a(72,400 shares)
STATE STR CORP	COM	857477 10 3	2,607,000	50,000 C	b	1	a(50,000 shares)
STATE STR CORP	COM	857477 10 3	2,607,000	50,000 P	b	1	a(50,000 shares)
STATION CASINOS INC	COM	857689 10 3	5,159,000	116,800	b	1	a(116,800 shares)
STEAK N SHAKE CO	COM	857873 10 3	206,000	10,700	b	1	a(10,700 shares)
STELLENT INC	COM	85856W 10 5	163,000	21,858	b	1	a(21,858 shares)
STERICYCLE INC	COM	858912 10 8	11,877,000	248,171	b	1	a(248,171 shares)
STEWART ENTERPRISES INC	CL A	860370 10 5	120,000	16,465	b	1	a(16,465 shares)
STILLWATER MNG CO	COM	86074Q 10 2	4,260,000	271,358	b	1	a(271,358 shares)
STMICROELECTRONICS N V	NY REGISTRY	861012 10 2	241,000	10,200	b	1	a(10,200 shares)
STORA ENSO CORP	SPON ADR REP R	86210M 10 6	509,000	40,200	b	1	a(40,200 shares)
STORAGE TECHNOLOGY CORP	COM PAR \$0.10	862111 20 0	607,000	21,800	b	1	a(21,800 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
STRAYER ED INC	COM	863236 10 5	7,016,000	59,978	b	1	a(59,978 shares)
STRIDE RITE CORP	COM	863314 10 0	134,000	12,600	b	1	a(12,600 shares)
STRYKER CORP	COM	863667 10 1	381,000	4,300	b	1	a(4,300 shares)
STRYKER CORP	COM	863667 10 1	1,062,000	12,000	c	1	a(12,000 shares)
STRYKER CORP	COM	863667 10 1	3,541,000	40,000	P	1	a(40,000 shares)
STUDENT LN CORP	COM	863902 10 2	605,000	3,900	b	1	a(3,900 shares)
SUN MICROSYSTEMS INC	COM	866810 10 4	8,410,000	2,019,919	b	1	a(2,019,919 shares)
SUNCOR ENERGY INC	COM	867229 10 6	7,420,000	271,300	b	1	a(271,300 shares)
SUNOCO INC	COM	86764P 10 9	493,000	7,900	b	1	a(7,900 shares)
SUNRISE SENIOR LIVING INC	COM	86768K 10 6	3,363,000	93,800	b	1	a(93,800 shares)
SUNRISE SENIOR LIVING INC	COM	86768K 10 6	2,187,000	61,000	c	1	a(61,000 shares)
SUNTERRA CORP	COM NEW	86787D 20 8	266,000	19,672	b	1	a(19,672 shares)
SUPERGEN INC	COM	868059 10 6	831,000	64,958	b	1	a(64,958 shares)
SUPERIOR ENERGY SVCS INC	COM	868157 10 8	4,943,000	490,400	b	1	a(490,400 shares)
SUPERVALU INC	NOTE	868536 AP 8	3,438,000	10,000,000	b	1	a(10,000,000 shares)
SWIFT TRANSN CO	COM	870756 10 3	3,387,000	197,291	b	1	a(197,291 shares)
SYBASE INC	COM	871130 10 0	5,071,000	241,600	b	1	a(241,600 shares)
SYBRON DENTAL SPECIALTIES IN	COM	871142 10 5	6,791,000	249,200	b	1	a(249,200 shares)
SYCAMORE NETWORKS INC	COM	871206 10 8	2,976,000	729,485	b	1	a(729,485 shares)
SYKES ENTERPRISES INC	COM	871237 10 3	120,000	20,224	b	1	a(20,224 shares)
SYMANTEC CORP	COM	871503 10 8	23,935,000	516,949	b	1	a(516,949 shares)
SYMBOL TECHNOLOGIES INC	COM	871508 10 7	25,542,000	1,850,900	b	1	a(1,850,900 shares)
SYMYX TECHNOLOGIES	COM	871555 10 8	2,271,000	79,283	b	1	a(79,283 shares)
SYNAPTICS INC	COM	87157D 10 9	845,000	48,170	b	1	a(48,170 shares)
SYNOPSYS INC	COM	871607 10 7	19,294,000	666,240	b	1	a(666,240 shares)
SYNNEX CORP	COM	87162W 10 0	2,128,000	115,000	b	1	a(115,000 shares)
SYSCO CORP	COM	871829 10 7	7,884,000	201,900	b	1	a(201,900 shares)
TBC CORP	COM	872180 10 4	3,267,000	111,240	b	1	a(111,240 shares)

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Page Total

147,601,000

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)
TCF FINL CORP	COM	872275 10 2	14,310,000	280,200	b	1	a(280,200 shares)
TECO ENERGY INC	COM	872375 10 0	199,000	13,600	b	1	a(13,600 shares)
THQ INC	COM NEW	872443 40 3	4,609,000	227,843	b	1	a(227,843 shares)
TJX COS INC NEW	COM	872540 10 9	13,427,000	546,700	b	1	a(546,700 shares)
TLC VISION CORP	COM	872549 10 0	1,989,000	173,423	b	1	a(173,423 shares)
TRW AUTOMOTIVE HLDGS CORP	COM	872645 10 6	438,000	20,100	b	1	a(20,100 shares)
TTM TECHNOLOGIES INC	COM	87305R 10 9	6,115,000	490,013	b	1	a(490,013 shares)
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039 10 0	4,290,000	410,900	b	1	a(410,900 shares)
TAKE-TWO INTERACTIVE SOFTWARE	COM	874054 10 9	26,224,000	712,803	b	1	a(712,803 shares)
TANOX INC	COM	87588Q 10 9	1,533,000	102,925	b	1	a(102,925 shares)
TARGET CORP	COM	87612E 10 6	203,000	4,500	b	1	a(4,500 shares)
TECH DATA CORP	COM	878237 10 6	7,363,000	179,847	b	1	a(179,847 shares)
TECHNE CORP	COM	878377 10 0	255,000	6,260	b	1	a(6,260 shares)
TECHNITROL INC	COM	878555 10 1	769,000	40,900	b	1	a(40,900 shares)
TECHNOLOGY RESH CORP	COM NEW	878727 30 4	832,000	65,747	b	1	a(65,747 shares)
TEKELEC	COM	879101 10 3	2,631,000	158,585	b	1	a(158,585 shares)
TEKTRONIX INC	COM	879131 10 0	13,055,000	399,100	b	1	a(399,100 shares)
TELE CENTRO OESTE CELULAR S	SPON ADR PFD	87923P 10 5	219,000	19,100	b	1	a(19,100 shares)
TELE NORTE LESTE PART S A	SPON ADR PFD	879246 10 6	2,147,000	165,400	b	1	a(165,400 shares)
TELECOMM ARGENTINA STET-FRAN	SPON ADR REP B	879273 20 9	225,000	21,100	b	1	a(21,100 shares)
TELECOM ITALIA S P A NEW	SPON ADR ORD	87927Y 10 2	208,000	6,600	b	1	a(6,600 shares)
TELECOMUNICACOES BRASILEIRAS	SPONSORED ADR	879287 30 8	4,325,000	135,800	b	1	a(135,800 shares)
TELEFONICA S A	SPONSORED ADR	879382 20 8	1,034,000	22,700	b	1	a(22,700 shares)
TELEPHONE & DATA SYS INC	COM	879433 10 0	709,000	10,000 c	b	1	a(10,000 shares)
TELEPHONE & DATA SYS INC	COM	879433 10 0	850,000	12,000 P	b	1	a(12,000 shares)
TELEMIG CELULAR PART S A	SPON ADR PFD	87944E 10 5	2,287,000	58,500	b	1	a(58,500 shares)
TELIK INC	COM	87959M 10 9	244,000	9,100	b	1	a(9,100 shares)
TELLABS INC	COM	879664 10 0	7,722,000	894,799	b	1	a(894,799 shares)

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Page Total

118,212,000

Name of Issuer	Title of class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principals	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
TEMPLE INLAND INC	COM	879868 10 7	7,601,000	120,000	b	1	a(120,000 shares)
TELETECH HOLDINGS INC	COM	879939 10 6	1,050,000	167,693	b	1	a(167,693 shares)
TENET HEALTHCARE CORP	COM	88033G 10 0	250,000	22,400	b	1	a(22,400 shares)
TENNECO AUTOMOTIVE INC	COM	880349 10 5	896,000	70,600	b	1	a(70,600 shares)
TERADYNE INC	COM	880770 10 2	2,257,000	94,700	b	1	a(94,700 shares)
TERADYNE INC	SDCV	880770 AD 4	21,938,000	19,500,000	b	1	a(19,500,000 shares)
TERAYON COMMUNICATION SYS	COM	880775 10 1	99,000	28,872	b	1	a(28,872 shares)
TEREX CORP NEW	COM	880779 10 3	3,386,000	91,600	b	1	a(91,600 shares)
TESORO PETE CORP	COM	881609 10 1	564,000	30,000	b	1	a(30,000 shares)
TETRA TECHNOLOGIES INC DEL	COM	88162F 10 5	4,285,000	164,000	b	1	a(164,000 shares)
TESSERA TECHNOLOGIES INC	COM	88164L 10 0	2,248,000	123,125	b	1	a(123,125 shares)
TEXAS INSTRS INC	COM	882508 10 4	260,000	8,900	b	1	a(8,900 shares)
TEXAS INSTRS INC	COM	882508 10 4	7,781,000	266,300	b	1	a(266,300 shares)
TEXTRON INC	COM	883203 10 1	8,695,000	163,600	b	1	a(163,600 shares)
THERMA-WAVE INC	COM	88343A 10 8	249,000	63,958	b	1	a(63,958 shares)
THERMO ELECTRON CORP	COM	883556 10 2	4,635,000	163,900	b	1	a(163,900 shares)
THOR INDS INC	COM	885160 10 1	20,124,000	749,200	b	1	a(749,200 shares)
THORATEC CORP	COM NEW	885175 30 7	212,000	16,958	b	1	a(16,958 shares)
3COM CORP	COM	885535 10 4	16,901,000	2,393,925	b	1	a(2,393,925 shares)
3M CO	COM	88579Y 10 1	311,000	3,800	b	1	a(3,800 shares)
TIBCO SOFTWARE INC	COM	88632Q 10 3	392,000	48,000	b	1	a(48,000 shares)
TIFFANY & CO NEW	COM	886547 10 8	6,069,000	159,000	b	1	a(159,000 shares)
TIMBERLAND CO	CL A	887100 10 5	957,000	16,100	b	1	a(16,100 shares)
TIME WARNER INC	COM	887317 10 5	61,593,000	3,653,200	b	1	a(3,653,200 shares)
TIME WARNER TELECOM INC	CL A	887319 10 1	2,713,000	415,543	b	1	a(415,543 shares)
TITAN CORP	COM	888266 10 3	15,530,000	769,200	b	1	a(769,200 shares)
TOLL BROTHERS INC	COM	889478 10 3	3,371,000	74,200	b	1	a(74,200 shares)
TORCHMARK CORP	COM	891027 10 4	269,000	5,000	b	1	a(5,000 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 (note #3)
TORO CO	COM	891092 10 8	1,054,000	17,000 C	b	1	a(17,000 shares)
TOTAL S A	SPONSORED ADR	89151E 10 9	2,760,000	30,000	b	1	a(30,000 shares)
TOYS R US INC	COM	892335 10 0	235,000	14,000	b	1	a(14,000 shares)
TRACTOR SUPPLY CO	COM	892356 10 6	693,000	17,901	b	1	a(17,901 shares)
TRACTOR SUPPLY CO	COM	892356 10 6	3,059,000	79,000 C	b	1	a(79,000 shares)
TRACTOR SUPPLY CO	COM	892356 10 6	774,000	20,000 P	b	1	a(20,000 shares)
TRANSKARYOTIC THERAPIES INC	COM	893735 10 0	2,596,000	150,913	b	1	a(150,913 shares)
TRANSMETA CORP DEL	COM	89376R 10 9	4,871,000	1,230,138	b	1	a(1,230,138 shares)
TRANSWITCH CORP	COM	894065 10 1	252,000	109,096	b	1	a(109,096 shares)
TRAVELERS PPTY CAS CORP NEW	CL B	89420G 40 6	17,318,000	1,002,752	b	1	a(1,002,752 shares)
TRAVELERS PPTY CAS CORP NEW	NT CV JR 2032	89420G 30 7	9,979,000	411,500	b	1	a(411,500 shares)
TRIAD HOSPITALS INC	COM	89579K 10 9	6,300,000	204,400	b	1	a(204,400 shares)
TRIDENT MICROSYSTEMS INC	COM	895919 10 8	637,000	39,938	b	1	a(39,938 shares)
TRIDENT MICROSYSTEMS INC	COM	895919 10 8	383,000	24,000 C	b	1	a(24,000 shares)
TRIMERIS INC	COM	896263 10 0	2,872,000	194,723	b	1	a(194,723 shares)
TRIPATH TECHNOLOGY INC	COM	89672P 10 4	157,000	38,660	b	1	a(38,660 shares)
TRIQUINT SEMICONDUCTOR INC	COM	89674K 10 3	1,387,000	190,039	b	1	a(190,039 shares)
TRITON PCS HLDGS INC	CL A	89677M 10 6	2,337,000	425,700	b	1	a(425,700 shares)
TRUSTCO BK CORP N Y	COM	898349 10 5	159,000	11,824	b	1	a(11,824 shares)
TUESDAY MORNING CORP	COM NEW	899035 50 5	990,000	28,717	b	1	a(28,717 shares)
TUMBLEWEED COMMUNICATIONS CO	COM	899690 10 1	1,167,000	166,470	b	1	a(166,470 shares)
TUPPERWARE CORP	COM	899896 10 4	415,000	23,300	b	1	a(23,300 shares)
TWEETER HOME ENTMT GROUP INC	COM	901167 10 6	172,000	18,175	b	1	a(18,175 shares)
TYCO INTL LTD NEW	COM	902124 10 6	364,000	12,700	b	1	a(12,700 shares)
TYCO INTL LTD NEW	COM	902124 10 6	860,000	30,000 P	b	1	a(30,000 shares)
TYLER TECHNOLOGIES INC	COM	902252 10 5	642,000	66,100	b	1	a(66,100 shares)
TYSON FOODS INC	CL A	902494 10 3	36,676,000	2,031,900	b	1	a(2,031,900 shares)
UGI CORP NEW	COM	902681 10 5	10,841,000	329,300	b	1	a(329,300 shares)

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Page Total

109,950,000

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)
UST INC	COM	902911 10 6	22,147,000	613,500	b	1	a(613,500 shares)
US BANCORP DEL	COM NEW	902973 30 4	59,088,000	2,137,000	b	1	a(2,137,000 shares)
USANA HEALTH SCIENCES INC	COM	90328M 10 7	6,712,000	287,685	b	1	a(287,685 shares)
USF&G CORP	NOTE 3/	903290 AD 6	7,026,000	8,686,000	b	1	a(8,686,000 shares)
U S G CORP	COM NEW	903293 40 5	978,000	55,900	b	1	a(55,900 shares)
U S PHYSICAL THERAPY INC	COM	90337L 10 8	583,000	42,280	b	1	a(42,280 shares)
US ONCOLOGY INC	COM	90338W 10 3	1,885,000	127,535	b	1	a(127,535 shares)
ULTRA PETROLEUM CORP	COM	903914 10 9	13,535,000	446,400	b	1	a(446,400 shares)
ULTRATECH INC	COM	904034 10 5	266,000	11,364	b	1	a(11,364 shares)
UNIBANCO-UNIAO DE BANCOS BRA	GDR REP PFD UT	90458E 10 7	9,759,000	398,800	b	1	a(398,800 shares)
UNIFI INC	COM	904677 10 1	107,000	24,200	b	1	a(24,200 shares)
UNILEVER PLC	SPON ADR NEW	904767 70 4	798,000	19,800	b	1	a(19,800 shares)
UNION PAC CORP	COM	907818 10 8	6,389,000	106,800	b	1	a(106,800 shares)
UNION PLANTERS CORP	COM	908068 10 9	561,000	18,800	b	1	a(18,800 shares)
UNIONBANCAL CORP	COM	908906 10 0	15,607,000	297,900	b	1	a(297,900 shares)
UNISOURCE ENERGY CORP	COM	909205 10 6	12,521,000	509,600	b	1	a(509,600 shares)
UNITED AUTO GROUP INC	COM	909440 10 9	6,320,000	231,000	b	1	a(231,000 shares)
UNITED BANKSHARES INC WEST V	COM	909907 10 7	320,000	10,480	b	1	a(10,480 shares)
UNITED DEFENSE INDS INC	COM	91018B 10 4	1,628,000	51,200	b	1	a(51,200 shares)
UNITED MICROELECTRONICS CORP	SPONSORED ADR	910873 20 7	2,751,000	529,000	b	1	a(529,000 shares)
UNITED NAT FOODS INC	COM	911163 10 3	2,746,000	57,111	b	1	a(57,111 shares)
UNITED PARCEL SERVICE INC	CL B	911312 10 6	27,713,000	396,800	b	1	a(396,800 shares)
UNITED PARCEL SERVICE INC	CL B	911312 10 6	12,851,000	184,000 P	b	1	a(184,000 shares)
UNITED STATES CELLULAR CORP	NOTE 6/	911684 AA 6	2,625,000	5,000,000	b	1	a(5,000,000 shares)
UNITED STATES STL CORP NEW	COM	912909 10 8	37,337,000	1,001,800	b	1	a(1,001,800 shares)
UNITED STATES STL CORP NEW	COM	912909 10 8	19,265,000	516,900 C	b	1	a(516,900 shares)
UNITED STATES STL CORP NEW	COM	912909 10 8	3,354,000	90,000 P	b	1	a(90,000 shares)
UNITED STATIONERS INC	COM	913004 10 7	6,218,000	147,698	b	1	a(147,698 shares)

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Page Total

281,090,000

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 SURGICAL PARTNERS INT	COM	913016 30 9	1,068,000	31,481	b	1	a(31,481 shares)
UNITED TECHNOLOGIES CORP	COM	913017 10 9	293,000	3,400	b	1	a(3,400 shares)
UNITEDGLOBALCOM	CL A	913247 50 8	115,000	13,570	b	1	a(13,570 shares)
UNITEDHEALTH GROUP INC	COM	91324P 10 2	2,216,000	34,382	b	1	a(34,382 shares)
UNITRIN INC	COM	913275 10 3	335,000	7,800	b	1	a(7,800 shares)
UNIVERSAL DISPLAY CORP	COM	91347P 10 5	1,886,000	147,008	b	1	a(147,008 shares)
UNIVERSAL HLTH SVCS INC	DBCV 0.426% 6/	913903 AL 4	7,572,000	12,300,000	b	1	a(12,300,000 shares)
UNIVERSAL TECHNICAL INST INC	COM	913915 10 4	3,456,000	86,300	b	1	a(86,300 shares)
UNIVISION COMMUNICATIONS INC	CL A	914906 10 2	330,000	10,000	b	1	a(10,000 shares)
UNOVA INC	COM	915298 10 6	2,360,000	109,200	b	1	a(109,200 shares)
UNUMPROVIDENT CORP	COM	91529Y 10 6	5,107,000	349,100	b	1	a(349,100 shares)
URBAN OUTFITTERS INC	COM	917047 10 2	2,328,000	48,435	b	1	a(48,435 shares)
USF CORP	COM	91729Q 10 1	1,809,000	52,720	b	1	a(52,720 shares)
UTSTARCOM INC	COM	918076 10 0	860,000	29,900	b	1	a(29,900 shares)
VCA ANTECH INC	COM	918194 10 1	6,200,000	174,022	b	1	a(174,022 shares)
VVYO INC	COM NEW	918458 20 9	70,000	10,600	b	1	a(10,600 shares)
VAIL RESORTS INC	COM	91879Q 10 9	1,078,000	68,400	b	1	a(68,400 shares)
VALEANT PHARMACEUTICALS INTL	COM	91911X 10 4	5,621,000	235,500	b	1	a(235,500 shares)
VALSPAR CORP	COM	920355 10 4	753,000	15,300	b	1	a(15,300 shares)
VALUECLICK INC	COM	92046N 10 2	3,400,000	314,791	b	1	a(314,791 shares)
VALUEVISION MEDIA INC	CL A	92047K 10 7	930,000	60,579	b	1	a(60,579 shares)
VAN DER MOOLEN HLDG N.V.	SPONSORED ADR	921020 10 3	1,259,000	136,300	b	1	a(136,300 shares)
VANS INC	COM	921930 10 3	299,000	20,210	b	1	a(20,210 shares)
VARCO INTL INC DEL	COM	922122 10 6	7,982,000	443,200	b	1	a(443,200 shares)
VARIAN MED SYS INC	COM	92220P 10 5	14,811,000	171,600	b	1	a(171,600 shares)
VECTREN CORP	COM	92240G 10 1	1,719,000	69,700	b	1	a(69,700 shares)
VECTOR GROUP LTD	COM	92240M 10 8	565,000	33,229	b	1	a(33,229 shares)
VERITAS SOFTWARE CO	COM	923436 10 9	51,207,000	1,902,880	b	1	a(1,902,880 shares)

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Page Total

125,629,000

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)
VERITAS SOFTWARE CO	COM	923436 10 9	7,260,000	269,800 C	b	1	a(269,800 shares)
VERISIGN INC	COM	92343E 10 2	23,700,000	1,428,548	b	1	a(1,428,548 shares)
VERITAS DGC INC	COM	92343P 10 7	2,171,000	104,900	b	1	a(104,900 shares)
VERIZON COMMUNICATIONS	COM	92343V 10 4	1,600,000	43,800	b	1	a(43,800 shares)
VERIZON GLOBAL FDG CORP	NOTE	92344G AN 6	51,956,000	85,000,000	b	1	a(85,000,000 shares)
5/							
VERTEX PHARMACEUTICALS INC	COM	92532F 10 0	923,000	98,024	b	1	a(98,024 shares)
VIACOM INC	CL B	925524 30 8	1,443,000	36,800	b	1	a(36,800 shares)
VIAD CORP	COM	92552R 10 9	450,000	18,600	b	1	a(18,600 shares)
VIASYS HEALTHCARE INC	COM NEW	92553Q 20 9	513,000	22,700	b	1	a(22,700 shares)
VICOR CORP	COM	925815 10 2	276,000	22,490	b	1	a(22,490 shares)
VICURON PHARMACEUTICALS INC	COM	926471 10 3	4,216,000	185,320	b	1	a(185,320 shares)
VIGNETTE CORP	COM	926734 10 4	2,685,000	1,296,881	b	1	a(1,296,881 shares)
VINTAGE PETE INC	COM	927460 10 5	2,920,000	199,200	b	1	a(199,200 shares)
VISHAY INTERTECHNOLOGY INC	COM	928298 10 8	10,350,000	485,000	b	1	a(485,000 shares)
VITALWORKS INC	COM	928483 10 6	632,000	168,661	b	1	a(168,661 shares)
VITESSE SEMICONDUCTOR CORP	COM	928497 10 6	19,147,000	2,700,632	b	1	a(2,700,632 shares)
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W 10 0	3,238,000	135,500	b	1	a(135,500 shares)
VULCAN MATLS CO	COM	929160 10 9	4,654,000	98,100	b	1	a(98,100 shares)
WFS FINL INC	COM	92923B 10 6	1,555,000	35,904	b	1	a(35,904 shares)
WGL HLDGS INC	COM	92924F 10 6	2,363,000	78,500	b	1	a(78,500 shares)
W HLDG CO INC	COM	929251 10 6	768,000	41,081	b	1	a(41,081 shares)
WJ COMMUNICATIONS INC	COM	929284 10 7	1,598,000	432,005	b	1	a(432,005 shares)
WPP GROUP PLC	SPON ADR NEW	929309 30 0	788,000	15,469	b	1	a(15,469 shares)
WPS RESOURCES CORP	COM	92931B 10 6	3,848,000	80,500	b	1	a(80,500 shares)
WABASH NATL CORP	COM	929566 10 7	8,579,000	363,500	b	1	a(363,500 shares)
WABTEC CORP	COM	929740 10 8	205,000	14,400	b	1	a(14,400 shares)
WACHOVIA CORP 2ND NEW	COM	929903 10 2	310,000	6,600	b	1	a(6,600 shares)
WADDELL & REED FINL INC	CL A	930059 10 0	17,120,000	698,200	b	1	a(698,200 shares)

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Page Total

175,268,000

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)
WAL MART STORES INC	COM	931142 10 3	6,930,000	116,100	b	1	a(116,100 shares)
WAL MART STORES INC	COM	931142 10 3	597,000	10,000	c	1	a(10,000 shares)
WALGREEN CO	COM	931422 10 9	982,000	29,800	b	1	a(29,800 shares)
WALGREEN CO	COM	931422 10 9	9,490,000	288,000	c	1	a(288,000 shares)
WALGREEN CO	COM	931422 10 9	4,185,000	127,000	p	1	a(127,000 shares)
WALTER INDS INC	COM	93317q 10 5	412,000	34,500	b	1	a(34,500 shares)
WASHINGTON FED INC	COM	938824 10 9	298,000	11,661	b	1	a(11,661 shares)
WASHINGTON GROUP INTL INC	COM NEW	938862 20 8	1,476,000	40,283	b	1	a(40,283 shares)
WASHINGTON MUT INC	COM	939322 10 3	275,000	6,433	b	1	a(6,433 shares)
WATCHGUARD TECHNOLOGIES INC	COM	941105 10 8	124,000	15,773	b	1	a(15,773 shares)
WATERS CORP	COM	941848 10 3	3,206,000	78,500	c	1	a(78,500 shares)
WATERS CORP	COM	941848 10 3	2,900,000	71,000	p	1	a(71,000 shares)
WATSCO INC	COM	942622 20 0	641,000	22,100	b	1	a(22,100 shares)
WATSON PHARMACEUTICALS INC	COM	942683 10 3	19,007,000	444,200	b	1	a(444,200 shares)
WAUSAU-MOSINEE PAPER CORP	COM	943315 10 1	1,665,000	118,200	b	1	a(118,200 shares)
WEBSENSE INC	COM	947684 10 6	5,787,000	195,436	b	1	a(195,436 shares)
WEBMETHODS INC	COM	94768c 10 8	153,000	16,300	b	1	a(16,300 shares)
WEBZEN INC	SPONSORED ADR	94846M 10 2	1,055,000	112,315	b	1	a(112,315 shares)
WEIGHT WATCHERS INTL INC NEW	COM	948626 10 6	12,736,000	301,300	b	1	a(301,300 shares)
WELLCHOICE INC	COM	949475 10 7	3,613,000	97,900	b	1	a(97,900 shares)
WELLPOINT HEALTH NETWORK NEW	COM	94973H 10 8	27,202,000	239,200	b	1	a(239,200 shares)
WELLPOINT HEALTH NETWORK NEW	COM	94973H 10 8	9,234,000	81,200	c	1	a(81,200 shares)
WELLPOINT HEALTH NETWORK NEW	COM	94973H 10 8	11,258,000	99,000	p	1	a(99,000 shares)
WELLS FARGO & CO NEW	COM	949746 10 1	52,165,000	920,500	b	1	a(920,500 shares)
WERNER ENTERPRISES INC	COM	950755 10 8	4,752,000	250,778	b	1	a(250,778 shares)
WESTAMERICA BANCORPORATION	COM	957090 10 3	643,000	12,742	b	1	a(12,742 shares)
WESTAR ENERGY INC	COM	95709T 10 0	19,373,000	924,300	b	1	a(924,300 shares)
WESTELL TECHNOLOGIES INC	CL A	957541 10 5	4,425,000	606,121	b	1	a(606,121 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)
WESTCORP INC	COM	957907 10 8	3,874,000	87,900	b	1	a(87,900 shares)
WESTERN WIRELESS CORP	CL A	95988E 20 4	409,000	17,499	b	1	a(17,499 shares)
WESTWOOD ONE INC	COM	961815 10 7	5,475,000	185,900	b	1	a(185,900 shares)
WET SEAL INC	CL A	961840 10 5	84,000	10,188	b	1	a(10,188 shares)
WEYERHAEUSER CO	COM	962166 10 4	10,257,000	156,600	b	1	a(156,600 shares)
WHOLE FOODS MKT INC	COM	966837 10 6	1,986,000	26,500 C	b	1	a(26,500 shares)
WILEY JOHN & SONS INC	CL A	968223 20 6	446,000	14,900	b	1	a(14,900 shares)
WILLIAMS COS INC DEL	COM	969457 10 0	5,167,000	539,900	b	1	a(539,900 shares)
WILLIAMS COS INC DEL	COM	969457 10 0	5,878,000	614,200 C	b	1	a(614,200 shares)
WILLIAMS COS INC DEL	COM	969457 10 0	10,479,000	1,095,000 P	b	1	a(1,095,000 shares)
WILLIAMS SONOMA INC	COM	969904 10 1	407,000	11,900	b	1	a(11,900 shares)
WILSON GREATBATCH TECHNOLOGI	COM	972232 10 2	2,982,000	82,200	b	1	a(82,200 shares)
WIMM BILL DANN FOODS OJSC	SPONSORED ADR	97263M 10 9	1,963,000	100,900	b	1	a(100,900 shares)
WINN DIXIE STORES INC	COM	974280 10 9	7,600,000	1,000,000 P	b	1	a(1,000,000 shares)
WINNEBAGO INDS INC	COM	974637 10 0	15,813,000	507,300	b	1	a(507,300 shares)
WIPRO LTD	SPON ADR 1 SH	97651M 10 9	1,614,000	38,300	b	1	a(38,300 shares)
WISCONSIN ENERGY CORP	COM	976657 10 6	3,328,000	103,500	b	1	a(103,500 shares)
WITNESS SYS INC	COM	977424 10 0	865,000	66,955	b	1	a(66,955 shares)
WORLD ACCEP CORP DEL	COM	981419 10 4	4,661,000	238,926	b	1	a(238,926 shares)
WORLD COLOR PRESS INC DEL	NOTE 6.000%10/	981443 AA 2	14,937,000	14,700,000	b	1	a(14,700,000 shares)
WRIGHT MED GROUP INC	COM	98235T 10 7	2,174,000	70,819	b	1	a(70,819 shares)
WYETH	COM	983024 10 0	2,888,000	76,900	b	1	a(76,900 shares)
WYNN RESORTS LTD	COM	983134 10 7	2,496,000	71,300	b	1	a(71,300 shares)
XL CAP LTD	DBC	98372P AB 4	10,722,000	16,720,000	b	1	a(16,720,000 shares)
XM SATELLITE RADIO HLDGS INC	CL A	983759 10 1	935,000	33,400 C	b	1	a(33,400 shares)
XM SATELLITE RADIO HLDGS INC	CL A	983759 10 1	1,159,000	41,400 P	b	1	a(41,400 shares)
XTO ENERGY INC	COM	98385X 10 6	13,401,000	530,950	b	1	a(530,950 shares)
XCEL ENERGY INC	COM	98389B 10 0	450,000	25,250	b	1	a(25,250 shares)

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Page Total

132,450,000

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)
XILINX INC	COM	983919 10 1	-4,750,000	125,000 C	b	1	a(125,000 shares)
YANKEE CANDLE INC	COM	984757 10 4	16,868,000	611,600	b	1	a(611,600 shares)
YANZHOU COAL MNG CO LTD	SPON ADR H SHS	984846 10 5	461,000	8,300	b	1	a(8,300 shares)
XICOR INC	COM	984903 10 4	243,000	15,958	b	1	a(15,958 shares)
YORK INTL CORP NEW	COM	986670 10 7	334,000	8,500	b	1	a(8,500 shares)
YORK INTL CORP NEW	COM	986670 10 7	236,000	6,000 C	b	1	a(6,000 shares)
YUM BRANDS INC	COM	988498 10 1	32,102,000	845,000	b	1	a(845,000 shares)
ZALE CORP NEW	COM	988858 10 6	12,230,000	198,700	b	1	a(198,700 shares)
ZALE CORP NEW	COM	988858 10 6	1,970,000	32,000 C	b	1	a(32,000 shares)
ZARLINK SEMICONDUCTOR INC	COM	989139 10 0	1,109,000	290,900	b	1	a(290,900 shares)
ZEBRA TECHNOLOGIES CORP	CL A	989207 10 5	694,000	10,000 C	b	1	a(10,000 shares)
ZENITH NATL INS CORP	COM	989390 10 9	1,035,000	26,400	b	1	a(26,400 shares)
ZIMMER HDGS INC	COM	98956P 10 2	18,447,000	250,023	b	1	a(250,023 shares)
ZIMMER HDGS INC	COM	98956P 10 2	7,157,000	97,000 C	b	1	a(97,000 shares)
ZIMMER HDGS INC	COM	98956P 10 2	8,581,000	116,300 P	b	1	a(116,300 shares)
ZIONS BANCORPORATION	COM	989701 10 7	15,300,000	267,474	b	1	a(267,474 shares)
ZORAN CORP	COM	98975F 10 1	175,000	10,100	b	1	a(10,100 shares)
ZYMOGENETICS INC	COM	98985T 10 9	1,751,000	113,333	b	1	a(113,333 shares)
CELANESE AG	ORD	D1497A 10 1	3,650,000	89,900	b	1	a(89,900 shares)
DAIMLERCHRYSLER AG	ORD	D1668R 12 3	760,000	18,200	b	1	a(18,200 shares)
DEUTSCHE BANK AG NAMEN	ORD	D18190 89 8	609,000	7,300	b	1	a(7,300 shares)
ACE LTD	ORD	G0070K 10 3	35,258,000	826,500	b	1	a(826,500 shares)
AMDOCS LTD	ORD	G02602 10 3	35,994,000	1,295,200	b	1	a(1,295,200 shares)
APEX SILVER MINES LTD	ORD	G04074 10 3	713,000	31,600	b	1	a(31,600 shares)
ARCH CAP GROUP LTD	ORD	G0450A 10 5	4,550,000	108,252	b	1	a(108,252 shares)
ASPEN INSURANCE HOLDINGS LTD	SHS	G05384 10 5	1,674,000	65,000	b	1	a(65,000 shares)
AXIS CAPITAL HOLDINGS	SHS	G0692U 10 9	1,019,000	34,500	b	1	a(34,500 shares)
ACCENTURE LTD BERMUDA	CL A	G1150G 11 1	48,975,000	1,974,800	b	1	a(1,974,800 shares)

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Page Total

256,645,000

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)
CENTRAL EUROPEAN MEDIA ENTRP	CL A NEW	G20045 20 2	593,000	31,770	b	1	a(31,770 shares)
CHINA YUCHAI INTL LTD	COM	G21082 10 5	10,079,000	503,700	b	1	a(503,700 shares)
CHINA YUCHAI INTL LTD	COM	G21082 10 5	1,211,000	60,500 c	b	1	a(60,500 shares)
CHINADOTCOM CORP	CL A	G2108N 10 9	13,170,000	1,518,977	b	1	a(1,518,977 shares)
CHIPMOS TECH BERMUDA LTD	SHS	G2110R 10 6	1,403,000	137,593	b	1	a(137,593 shares)
COOPER INDS LTD	CL A	G24182 10 0	12,551,000	219,500	b	1	a(219,500 shares)
COOPER INDS LTD	CL A	G24182 10 0	1,144,000	20,000 c	b	1	a(20,000 shares)
COOPER INDS LTD	CL A	G24182 10 0	1,144,000	20,000 P	b	1	a(20,000 shares)
ENDURANCE SPECIALTY HLDGS LT	SHS	G30397 10 6	7,630,000	214,700	b	1	a(214,700 shares)
EVEREST RE GROUP LTD	COM	G3223R 10 8	63,473,000	742,900	b	1	a(742,900 shares)
GLOBAL CROSSING LTD	SHS NEW	G3921A 17 5	1,290,000	64,493	b	1	a(64,493 shares)
GLOBALSAFTE CORP	SHS	G3930E 10 1	10,817,000	389,505	b	1	a(389,505 shares)
INGERSOLL-RAND COMPANY LTD	CL A	G4776G 10 1	2,063,000	30,500	b	1	a(30,500 shares)
IPC HLDGS LTD	ORD	G4933P 10 1	4,159,000	105,593	b	1	a(105,593 shares)
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H 10 5	6,508,000	144,756	b	1	a(144,756 shares)
MAX RE CAPITAL LTD HAMILTON	SHS	G6052F 10 3	1,863,000	82,441	b	1	a(82,441 shares)
MONTPELIER RE HOLDINGS LTD	SHS	G62185 10 6	6,819,000	183,100	b	1	a(183,100 shares)
NABORS INDUSTRIES LTD	SHS	G6359F 10 3	265,000	5,800	b	1	a(5,800 shares)
NOBLE CORPORATION	SHS	G65422 10 0	7,711,000	200,700	b	1	a(200,700 shares)
PARTNERRE LTD	COM	G6852T 10 5	1,417,000	25,100	b	1	a(25,100 shares)
PXRE GROUP LTD	COM	G73018 10 6	3,515,000	125,800	b	1	a(125,800 shares)
QIAO XING UNIVERSAL TELEPHON	ORD	G7303A 10 9	2,363,000	212,544	b	1	a(212,544 shares)
SEAGATE TECHNOLOGY	SHS	G7945J 10 4	9,594,000	594,800	b	1	a(594,800 shares)
SINA CORP	ORD	G81477 10 4	10,866,000	287,229	b	1	a(287,229 shares)
SINA CORP	ORD	G81477 10 4	3,405,000	90,000 c	b	1	a(90,000 shares)
STEWART W P & CO LTD	COM	G84922 10 6	1,531,000	76,800	b	1	a(76,800 shares)
HILFIGER TOMMY CORP	ORD	G8915Z 10 2	24,876,000	1,463,300	b	1	a(1,463,300 shares)
TRANSOCEAN INC	ORD	G90078 10 9	44,956,000	1,611,900	b	1	a(1,611,900 shares)

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Page Total ----- 256,416,000

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)
TSAKOS ENERGY NAVIGATION LTD	SHS	G9108L 10 8	2,029,000	67,200	b	1	a(67,200 shares)
WILLIS GROUP HOLDINGS LTD	SHS	G96655 10 8	36,783,000	988,800	b	1	a(988,800 shares)
XL CAP LTD	CL A	G98255 10 5	266,000	3,500 C	b	1	a(3,500 shares)
ALCON INC	COM SHS	H01301 10 2	2,526,000	39,900	b	1	a(39,900 shares)
UBS AG	NAMEN AKT	H8920M 85 5	737,000	9,900	b	1	a(9,900 shares)
MILLICOM INTL CELLULAR S A	SHS NEW	L6388F 11 0	12,994,000	590,626	b	1	a(590,626 shares)
AUDICODES LTD	ORD	M15342 10 4	2,785,000	240,075	b	1	a(240,075 shares)
GIVEN IMAGING	ORD SHS	M52020 10 0	685,000	20,000 C	b	1	a(20,000 shares)
M SYS FLASH DISK PIONEERS LT	ORD	M7061C 10 0	1,096,000	53,676	b	1	a(53,676 shares)
ORBOTECH LTD	ORD	M75253 10 0	1,409,000	58,588	b	1	a(58,588 shares)
TARO PHARMACEUTICAL INDS LTD	ORD	M8737E 10 8	462,000	7,965	b	1	a(7,965 shares)
ASML HLDG NV	N Y SHS	N07059 11 1	7,700,000	420,061	b	1	a(420,061 shares)
CNH GLOBAL N V	SHS NEW	N20935 20 6	490,000	26,180	b	1	a(26,180 shares)
ORTHOPIX INTL N V	COM	N6748L 10 2	219,000	4,424	b	1	a(4,424 shares)
BANCO LATINOAMERICANO DE EXP	CL E	P16994 13 2	1,417,000	77,873	b	1	a(77,873 shares)
KERZNER INTERNATIONAL LTD	SHS	P6065Y 10 7	5,007,000	112,900	b	1	a(112,900 shares)
ROYAL CARIBBEAN CRUISES LTD	COM	V7780T 10 3	931,000	21,100	b	1	a(21,100 shares)
ASE TEST LTD	ORD	Y02516 10 5	572,000	52,022	b	1	a(52,022 shares)
FLEXTRONICS INTL LTD	ORD	Y2573F 10 2	20,033,000	1,172,235	b	1	a(1,172,235 shares)
PACIFIC INTERNET LTD	ORD	Y66183 10 7	1,439,000	127,457	b	1	a(127,457 shares)
TEEKAY SHIPPING MARSHALL ISL	COM	Y8564W 10 3	5,271,000	76,500	b	1	a(76,500 shares)
TEEKAY SHIPPING MARSHALL ISL	COM	Y8564W 10 3	2,274,000	33,000 C	b	1	a(33,000 shares)

Grand Total Table Value(FMV) 13,249,248,000
 Grand Total Table Entry 1,926