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

Form 13F

Form 13F COVER PAGE

FEB 7 200

Report for the Calendar Year or Quarter Ended: December 31, 2003

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

CONFIDENTIAL TREATMENT DENIED

Institutional Investment Manager Filing this Report:

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

Form 13F File Number: 28-5396

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

Person Signing this Report on Behalf of Reporting Manager:

PROCESSED
FEB 04 2005
THOMSON FINANCIAL

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

Signature, Place, and Date of Signing:

[Signature]	New York, NY	February 13, 2004
	[City, State]	[Date]

Report Type (Check only one.):

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

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

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

Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 1

Form 13F Information Table Entry Total: 1910

Form 13F Information Table Value Total: $14,973,511
(thousands) (see Note 4)

List of Other Included Managers:

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

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

Form 13F

NOTES

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

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

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

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

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
A C MOORE ARTS & CRAFTS INC	COM	00086T 10 3	289,000	15,000 C	b	1	a(15,000 shares)
A D C TELECOMMUNICATIONS	COM	000886 10 1	2,342,000	788,658	b	1	a(788,658 shares)
AGL RES INC	COM	001204 10 6	1,618,000	55,600	b	1	a(55,600 shares)
AES CORP	COM	00130H 10 5	19,443,000	2,059,600	b	1	a(2,059,600 shares)
AES CORP	COM	00130H 10 5	476,000	50,400 C	b	1	a(50,400 shares)
AES CORP	COM	00130H 10 5	1,295,000	137,200 P	b	1	a(137,200 shares)
AK STL HLDG CORP	COM	001547 10 8	3,602,000	706,300	b	1	a(706,300 shares)
AMR CORP	COM	001765 10 6	11,145,000	860,600 C	b	1	a(860,600 shares)
AMR CORP	COM	001765 10 6	1,295,000	100,000 P	b	1	a(100,000 shares)
ATI TECHNOLOGIES INC	COM	001941 10 3	1,046,000	69,503	b	1	a(69,503 shares)
AT&T CORP	COM NEW	001957 50 5	4,167,000	205,280	b	1	a(205,280 shares)
AT&T WIRELESS SVCS INC	COM	00209A 10 6	450,000	56,286	b	1	a(56,286 shares)
AU OPTRONICS CORP	SPONSORED ADR	002255 10 7	10,324,000	866,120	b	1	a(866,120 shares)
AVI BIOPHARMA INC	COM	002346 10 4	229,000	56,295	b	1	a(56,295 shares)
AVX CORP NEW	COM	002444 10 7	520,000	31,300	b	1	a(31,300 shares)
AXT INC	COM	00246W 10 3	135,000	43,546	b	1	a(43,546 shares)
AAIPHARMA INC	COM	00252W 10 4	2,304,000	91,712	b	1	a(91,712 shares)
AAIPHARMA INC	COM	00252W 10 4	502,000	20,000 C	b	1	a(20,000 shares)
AARON RENTS INC	COM	002535 20 1	3,579,000	177,800	b	1	a(177,800 shares)
ABAXIS INC	COM	002567 10 5	502,000	27,726	b	1	a(27,726 shares)
ABBOTT LABS	COM	002824 10 0	1,962,000	42,100	b	1	a(42,100 shares)
ABBOTT LABS	COM	002824 10 0	16,916,000	363,000 C	b	1	a(363,000 shares)
ABBOTT LABS	COM	002824 10 0	7,298,000	156,600 P	b	1	a(156,600 shares)
ABERCROMBIE & FITCH CO	CL A	002896 20 7	34,542,000	1,397,900	b	1	a(1,397,900 shares)
ABGENIX INC	NOTE 3.500% 3/	00339B AB 3	7,926,000	8,500,000	b	1	a(8,500,000 shares)
ABIOMED INC	COM	003654 10 0	149,000	21,508	b	1	a(21,508 shares)
ACACIA RESH CORP	ACACIA TCH COM	003881 30 7	116,000	21,450	b	1	a(21,450 shares)
ACCREDO HEALTH INC	COM	00437V 10 4	5,317,000	168,199	b	1	a(168,199 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 139,489,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount		Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
ACETO CORP	COM	004446 10 0	2,817,000	110,312		b	1	a(	110,312 shares)
ACTUATE CORP	COM	00508B 10 2	753,000	241,984		b	1	a(	241,984 shares)
ACXIOM CORP	COM	005125 10 9	5,568,000	299,815		b	1	a(	299,815 shares)
ADAPTEC INC	COM	00651F 10 8	1,316,000	149,000		b	1	a(	149,000 shares)
ADOBE SYS INC	COM	00724F 10 1	38,588,000	981,887		b	1	a(	981,887 shares)
ADOBE SYS INC	COM	00724F 10 1	1,572,000	40,000	C	b	1	a(	40,000 shares)
ADOBE SYS INC	COM	00724F 10 1	845,000	21,500	P	b	1	a(	21,500 shares)
ADOLOR CORP	COM	00724X 10 2	1,334,000	66,610		b	1	a(	66,610 shares)
ADTRAN INC	COM	00738A 10 6	4,546,000	146,633		b	1	a(	146,633 shares)
ADTRAN INC	COM	00738A 10 6	5,487,000	177,000	C	b	1	a(	177,000 shares)
ADTRAN INC	COM	00738A 10 6	1,240,000	40,000	P	b	1	a(	40,000 shares)
ADVANCED AUTO PARTS INC	COM	00751Y 10 6	45,014,000	553,002		b	1	a(	553,002 shares)
ADVANCED AUTO PARTS INC	COM	00751Y 10 6	13,032,000	160,100	C	b	1	a(	160,100 shares)
ADVANCED AUTO PARTS INC	COM	00751Y 10 6	3,093,000	38,000	P	b	1	a(	38,000 shares)
ADVANCED DIGITAL INFORMATION	COM	007525 10 8	302,000	21,559		b	1	a(	21,559 shares)
ADVANCED FIBRE COMMUNICATION	COM	00754A 10 5	12,683,000	629,407		b	1	a(	629,407 shares)
ADVO INC	COM	007585 10 2	8,058,000	253,700		b	1	a(	253,700 shares)
ADVISORY BRD CO	COM	00762W 10 7	925,000	26,510		b	1	a(	26,510 shares)
ADVANCED MEDICAL OPTICS INC	COM	00763M 10 8	2,726,000	138,710		b	1	a(	138,710 shares)
AEROPOSTALE	COM	007865 10 8	15,399,000	561,600		b	1	a(	561,600 shares)
AEROPOSTALE	COM	007865 10 8	2,865,000	104,500	C	b	1	a(	104,500 shares)
ADVANCED MICRO DEVICES INC	COM	007903 10 7	21,805,000	1,463,450		b	1	a(	1,463,450 shares)
ADVANCED MICRO DEVICES INC	COM	007903 10 7	745,000	50,000	P	b	1	a(	50,000 shares)
ADVANTA CORP	CL B	007942 20 4	226,000	17,754		b	1	a(	17,754 shares)
ADVANCED ENERGY INDS	COM	007973 10 0	5,233,000	200,869		b	1	a(	200,869 shares)
ADVENT SOFTWARE INC	COM	007974 10 8	695,000	39,896		b	1	a(	39,896 shares)
AETHER SYS INC	COM	00808V 10 5	413,000	87,048		b	1	a(	87,048 shares)
AETNA INC NEW	COM	00817Y 10 8	10,232,000	151,400	C	b	1	a(	151,400 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 207,512,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
AETNA INC NEW	COM	00817Y 10 8	1,014,000	15,000 P	b	1	a(15,000 shares)
AFFILIATED COMPUTER SERVICES	CL A	008190 10 0	6,247,000	114,700	b	1	a(114,700 shares)
AFFILIATED MANAGERS GROUP	COM	008252 10 8	306,000	4,400	b	1	a(4,400 shares)
AFFILIATED MANAGERS GROUP	COM	008252 10 8	1,740,000	25,000 P	b	1	a(25,000 shares)
AFFILIATED MANAGERS GROUP	NOTE 5/	008252 AC 2	8,741,000	9,000,000	b	1	a(9,000,000 shares)
AFFYMETRIX INC	COM	00826T 10 8	13,461,000	546,959	b	1	a(546,959 shares)
AGERE SYS INC	CL A	00845V 10 0	9,812,000	3,217,100	b	1	a(3,217,100 shares)
AGERE SYS INC	CL B	00845V 20 9	10,303,000	3,552,900	b	1	a(3,552,900 shares)
AGILENT TECHNOLOGIES INC	COM	00846U 10 1	8,640,000	295,500	b	1	a(295,500 shares)
AGILENT TECHNOLOGIES INC	COM	00846U 10 1	1,474,000	50,400 C	b	1	a(50,400 shares)
AGILYSYS INC	COM	00847J 10 5	220,000	19,764	b	1	a(19,764 shares)
AGRIUM INC	COM	008916 10 8	4,652,000	282,600	b	1	a(282,600 shares)
AIR PRODS & CHEMS INC	COM	009158 10 6	11,480,000	217,300	b	1	a(217,300 shares)
AIRTRAN HLDGS INC	COM	00949P 10 8	4,537,000	381,300	b	1	a(381,300 shares)
AKAMAI TECHNOLOGIES INC	COM	00971T 10 1	4,685,000	435,801	b	1	a(435,801 shares)
AKSYS LTD	COM	010196 10 3	105,000	11,931	b	1	a(11,931 shares)
AKZO NOBEL NV	SPONSORED ADR	010199 30 5	260,000	6,811	b	1	a(6,811 shares)
ALARIS MEDICAL SYSTEMS INC	COM	011637 10 5	4,204,000	276,400	b	1	a(276,400 shares)
ALASKA AIR GROUP INC	COM	011659 10 9	0	11,000 C	b	1	a(11,000 shares)
ALBERTSONS INC	COM	013104 10 4	202,000	8,900	b	1	a(8,900 shares)
ALCAN INC	COM	013716 10 5	8,723,000	185,788	b	1	a(185,788 shares)
ALCOA INC	COM	013817 10 1	20,300,000	534,200	b	1	a(534,200 shares)
ALCATEL	SPONSORED ADR	013904 30 5	13,863,000	1,078,800	b	1	a(1,078,800 shares)
ALEXION PHARMACEUTICALS INC	COM	015351 10 9	1,120,000	65,800	b	1	a(65,800 shares)
ALEXION PHARMACEUTICALS INC	COM	015351 10 9	4,425,000	260,000 C	b	1	a(260,000 shares)
ALEXION PHARMACEUTICALS INC	COM	015351 10 9	2,059,000	121,000 P	b	1	a(121,000 shares)
ALEXION PHARMACEUTICALS INC	NOTE 5.750% 3/	015351 AB 5	2,139,000	2,300,000	b	1	a(2,300,000 shares)
ALIGN TECHNOLOGY INC	COM	016255 10 1	454,000	27,509	b	1	a(27,509 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 145,166,000

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)
ALKERMES INC	COM	01642T 10 8	4,384,000	324,759	b	1	a(324,759 shares)
ALLEGHENY ENERGY INC	COM	017361 10 6	255,000	20,000 C	b	1	a(20,000 shares)
ALLEGHENY TECHNOLOGIES INC	COM	01741R 10 2	1,068,000	80,800	b	1	a(80,800 shares)
ALLERGAN INC	COM	018490 10 2	14,486,000	188,600	b	1	a(188,600 shares)
ALLERGAN INC	NOTE 11/	018490 AE 2	26,211,000	27,500,000	b	1	a(27,500,000 shares)
ALLETE INC	COM	018522 10 2	211,000	6,900	b	1	a(6,900 shares)
ALLIANCE DATA SYSTEMS CORP	COM	018581 10 8	13,953,000	504,100	b	1	a(504,100 shares)
ALLIANCE SEMICONDUCTOR CORP	COM	01877H 10 0	248,000	34,923	b	1	a(34,923 shares)
ALLIANT TECHSYSTEMS INC	COM	018804 10 4	10,600,000	183,525	b	1	a(183,525 shares)
ALLIANT TECHSYSTEMS INC	COM	018804 10 4	1,155,000	20,000 C	b	1	a(20,000 shares)
ALLIANT TECHSYSTEMS INC	COM	018804 10 4	289,000	5,000 P	b	1	a(5,000 shares)
ALLIED IRISH BKS P L C	SPON ADR ORD	019228 40 2	337,000	10,600	b	1	a(10,600 shares)
ALLMERICA FINL CORP	COM	019754 10 0	2,523,000	82,000 C	b	1	a(82,000 shares)
ALLOS THERAPEUTICS INC	COM	019777 10 1	320,000	89,017	b	1	a(89,017 shares)
ALLSTATE CORP	COM	020002 10 1	254,000	5,900	b	1	a(5,900 shares)
ALLSTATE CORP	COM	020002 10 1	860,000	20,000 C	b	1	a(20,000 shares)
ALLSTATE CORP	COM	020002 10 1	2,151,000	50,000 P	b	1	a(50,000 shares)
ALLTEL CORP	COM	020039 10 3	25,898,000	556,000	b	1	a(556,000 shares)
ALLTEL CORP	COM	020039 10 3	5,357,000	115,000 C	b	1	a(115,000 shares)
ALPHARMA INC	NOTE 3.000% 6/	020813 AD 3	43,266,000	36,389,000	b	1	a(36,389,000 shares)
ALTEON INC	COM	02144G 10 7	309,000	197,000	b	1	a(197,000 shares)
ALTIRIS INC	COM	02148M 10 0	416,000	11,400	b	1	a(11,400 shares)
ALTRIA GROUP INC	COM	02209S 10 3	5,894,000	108,300	b	1	a(108,300 shares)
ALTRIA GROUP INC	COM	02209S 10 3	1,437,000	26,400 P	b	1	a(26,400 shares)
ALUMINUM CORP CHINA LTD	SPON ADR H SHS	022276 10 9	1,247,000	16,200	b	1	a(16,200 shares)
AMAZON COM INC	COM	023135 10 6	68,131,000	1,294,284	b	1	a(1,294,284 shares)
AMAZON COM INC	COM	023135 10 6	34,553,000	656,400 C	b	1	a(656,400 shares)
AMAZON COM INC	COM	023135 10 6	24,741,000	470,000 P	b	1	a(470,000 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED		Page Total	290,554,000				

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)
AMBAC FINL GROUP INC	COM	023139 10 8	16,591,000	239,100	b	1	a(239,100 shares)
AMDOCS LTD	NOTE 2.000% 6/	02342T AB 5	10,013,000	10,000,000	b	1	a(10,000,000 shares)
AMERADA HESS CORP	COM	023551 10 4	25,086,000	471,800	b	1	a(471,800 shares)
AMERADA HESS CORP	COM	023551 10 4	14,585,000	274,300 C	b	1	a(274,300 shares)
AMERICA ONLINE INC DEL	NOTE 12/	02364J AC 8	40,788,000	65,000,000	b	1	a(65,000,000 shares)
AMERICAN AXLE & MFG HLDGS IN	COM	024061 10 3	23,326,000	577,100	b	1	a(577,100 shares)
AMERICAN ELEC PWR INC	COM	025537 10 1	10,050,000	329,400	b	1	a(329,400 shares)
AMERICAN EAGLE OUTFITTERS NE	COM	02553E 10 6	8,365,000	510,063	b	1	a(510,063 shares)
AMERICAN EXPRESS CO	COM	025816 10 9	1,114,000	23,100	b	1	a(23,100 shares)
AMERICAN EXPRESS CO	COM	025816 10 9	7,958,000	165,000 C	b	1	a(165,000 shares)
AMERICAN EXPRESS CO	COM	025816 10 9	5,546,000	115,000 P	b	1	a(115,000 shares)
AMERICAN HEALTHWAYS INC	COM	02649V 10 4	621,000	26,000 C	b	1	a(26,000 shares)
AMERICAN INTL GROUP INC	COM	026874 10 7	8,325,000	125,600	b	1	a(125,600 shares)
AMERICAN INTL GROUP INC	COM	026874 10 7	20,931,000	315,800 C	b	1	a(315,800 shares)
AMERICAN MED SEC GROUP INC	COM	02744P 10 1	401,000	17,900	b	1	a(17,900 shares)
AMERICAN PHARMACEUTICALS PTN	COM	02886P 10 9	8,220,000	244,651	b	1	a(244,651 shares)
AMERICAN STD COS INC DEL	COM	029712 10 6	10,161,000	100,900	b	1	a(100,900 shares)
AMERICAN STD COS INC DEL	COM	029712 10 6	5,287,000	52,500 C	b	1	a(52,500 shares)
AMERICAS CAR MART INC	COM	03062T 10 5	277,000	10,304	b	1	a(10,304 shares)
AMERON INTL INC	COM	030710 10 7	1,186,000	34,200	b	1	a(34,200 shares)
AMERISOURCEBERGEN CORP	COM	03073E 10 5	8,877,000	158,100	b	1	a(158,100 shares)
AMERISOURCEBERGEN CORP	COM	03073E 10 5	4,997,000	89,000 C	b	1	a(89,000 shares)
AMETEK INC NEW	COM	031100 10 0	246,000	5,100	b	1	a(5,100 shares)
AMGEN INC	COM	031162 10 0	4,237,000	68,560	b	1	a(68,560 shares)
AMGEN INC	COM	031162 10 0	89,635,000	1,450,400 C	b	1	a(1,450,400 shares)
AMGEN INC	COM	031162 10 0	41,808,000	676,500 P	b	1	a(676,500 shares)
AMGEN INC	NOTE 3/	031162 AE 0	18,891,000	25,000,000	b	1	a(25,000,000 shares)
AMKOR TECHNOLOGY INC	COM	031652 10 0	7,284,000	399,990	b	1	a(399,990 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED		Page Total	394,806,000				

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)	
AMPHENOL CORP NEW	CL A	032095 10 1	511,000	8,000	b	1	a(	8,000 shares)
AMVESCAP PLC	SPONSORED ADR	03235E 10 0	2,137,000	145,000	b	1	a(	145,000 shares)
ANADARKO PETE CORP	COM	032511 10 7	1,122,000	22,000 C	b	1	a(	22,000 shares)
ANADARKO PETE CORP	COM	032511 10 7	383,000	7,500 P	b	1	a(	7,500 shares)
ANALOG DEVICES INC	COM	032654 10 5	1,237,000	27,100	b	1	a(	27,100 shares)
ANALOGIC CORP	COM PAR $0.05	032657 20 7	919,000	22,409	b	1	a(	22,409 shares)
ANALYSTS INTL CORP	COM	032681 10 8	59,000	17,483	b	1	a(	17,483 shares)
ANDREW CORP	COM	034425 10 8	1,227,000	106,602	b	1	a(	106,602 shares)
ANDREW CORP	COM	034425 10 8	230,000	20,000 C	b	1	a(	20,000 shares)
ANDRX CORP DEL	ANDRX GROUP	034553 10 7	1,788,000	74,356	b	1	a(	74,356 shares)
ANGELICA CORP	COM	034663 10 4	640,000	29,100	b	1	a(	29,100 shares)
ANGIOTECH PHARMACEUTICALS IN	COM	034918 10 2	25,667,000	558,840	b	1	a(	558,840 shares)
ANGLOGOLD LTD	SPONSORED ADR	035128 20 6	10,297,000	220,500	b	1	a(	220,500 shares)
ANHEUSER BUSCH COS INC	COM	035229 10 3	42,887,000	814,100	b	1	a(	814,100 shares)
ANHEUSER BUSCH COS INC	COM	035229 10 3	14,487,000	275,000 C	b	1	a(	275,000 shares)
ANHEUSER BUSCH COS INC	COM	035229 10 3	15,383,000	292,000 P	b	1	a(	292,000 shares)
ANNTAYLOR STORES CORP	COM	036115 10 3	796,000	20,400	b	1	a(	20,400 shares)
ANTHEM INC	COM	03674B 10 4	2,738,000	36,500	b	1	a(	36,500 shares)
ANTHEM INC	COM	03674B 10 4	9,525,000	127,000 C	b	1	a(	127,000 shares)
ANTHEM INC	COM	03674B 10 4	6,533,000	87,100 P	b	1	a(	87,100 shares)
ANTEON INTL CORP	COM	03674E 10 8	8,515,000	236,200	b	1	a(	236,200 shares)
ANTIGENICS INC DEL	COM	037032 10 9	2,715,000	239,802	b	1	a(	239,802 shares)
APACHE CORP	COM	037411 10 5	1,779,000	21,930	b	1	a(	21,930 shares)
APACHE CORP	COM	037411 10 5	1,703,000	21,000 C	b	1	a(	21,000 shares)
APACHE CORP	COM	037411 10 5	1,217,000	15,000 P	b	1	a(	15,000 shares)
APOLLO GROUP INC	CL A	037604 10 5	54,936,000	807,887	b	1	a(	807,887 shares)
APOLLO GROUP INC	COM UNV PHOENX	037604 20 4	4,667,000	67,705	b	1	a(	67,705 shares)
APPLE COMPUTER INC	COM	037833 10 0	6,411,000	300,000 C	b	1	a(	300,000 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)	
APRIA HEALTHCARE GROUP INC	COM	037933 10 8	15,024,000	527,700	b	1	a(	527,700 shares)
APPLERA CORP	COM CE GEN GRP	038020 20 2	5,205,000	374,220	b	1	a(	374,220 shares)
APPLIED INDL TECHNOLOGIES IN	COM	03820C 10 5	305,000	12,800	b	1	a(	12,800 shares)
APPLIED MATLS INC	COM	038222 10 5	3,814,000	169,890	b	1	a(	169,890 shares)
APPLIED MICRO CIRCUITS CORP	COM	03822W 10 9	18,917,000	3,163,453	b	1	a(	3,163,453 shares)
APPLIED SIGNAL TECHNOLOGY IN	COM	038237 10 3	204,000	8,879	b	1	a(	8,879 shares)
AQUILA INC	COM	03840P 10 2	252,000	74,300	b	1	a(	74,300 shares)
ARAMARK CORP	CL B	038521 10 0	1,505,000	54,900	b	1	a(	54,900 shares)
ARBITRON INC	COM	03875Q 10 8	2,720,000	65,200	b	1	a(	65,200 shares)
ARCH COAL INC	COM	039380 10 0	2,110,000	67,700	b	1	a(	67,700 shares)
ARENA PHARMACEUTICALS INC	COM	040047 10 2	505,000	81,399	b	1	a(	81,399 shares)
ARGONAUT GROUP INC	COM	040157 10 9	631,000	40,612	b	1	a(	40,612 shares)
ARGOSY GAMING CO	COM	040228 10 8	4,148,000	159,600	b	1	a(	159,600 shares)
ARIAD PHARMACEUTICALS INC	COM	04033A 10 0	894,000	120,044	b	1	a(	120,044 shares)
ARIBA INC	COM	04033V 10 4	1,339,000	446,498	b	1	a(	446,498 shares)
ARM HLDGS PLC	SPONSORED ADR	042068 10 6	352,000	50,950	b	1	a(	50,950 shares)
ARROW ELECTRS INC	DBCV 2/	042735 AY 6	12,768,000	24,500,000	b	1	a(	24,500,000 shares)
ARROW INTL INC	COM	042764 10 0	1,341,000	53,702	b	1	a(	53,702 shares)
ARTESYN TECHNOLOGIES INC	COM	043127 10 9	1,430,000	167,888	b	1	a(	167,888 shares)
ASHLAND INC	COM	044204 10 5	225,000	5,100	b	1	a(	5,100 shares)
ASIAINFO HLDGS INC	COM	04518A 10 4	824,000	123,315	b	1	a(	123,315 shares)
ASPECT COMMUNICATIONS CORP	COM	04523Q 10 2	4,528,000	287,284	b	1	a(	287,284 shares)
ASSOCIATED BANC CORP	COM	045487 10 5	1,914,000	44,881	b	1	a(	44,881 shares)
ASYST TECHNOLOGY CORP	COM	04648X 10 7	1,056,000	60,854	b	1	a(	60,854 shares)
ATHEROGENICS INC	COM	047439 10 4	260,000	17,370	b	1	a(	17,370 shares)
ATMEL CORP	COM	049513 10 4	25,519,000	4,246,161	b	1	a(	4,246,161 shares)
ATMOS ENERGY CORP	COM	049560 10 5	1,980,000	81,500	b	1	a(	81,500 shares)
AUTHENTIDATE HLDG CORP	COM	052666 10 4	311,000	26,169	b	1	a(	26,169 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)	
AUTOBYTEL INC	COM	05275N 10 6	2,155,000	237,351		b	1	a(	237,351 shares)
AUTODESK INC	COM	052769 10 6	2,716,000	110,485		b	1	a(	110,485 shares)
AUTOMATIC DATA PROCESSING IN	COM	053015 10 3	733,000	18,500		b	1	a(	18,500 shares)
AUTOMATIC DATA PROCESSING IN	COM	053015 10 3	5,506,000	139,000	C	b	1	a(	139,000 shares)
AUTOMATIC DATA PROCESSING IN	COM	053015 10 3	2,052,000	51,800	P	b	1	a(	51,800 shares)
AUTONATION INC	COM	05329W 10 2	3,534,000	192,400		b	1	a(	192,400 shares)
AUTOZONE INC	COM	053332 10 2	11,836,000	138,900		b	1	a(	138,900 shares)
AUTOZONE INC	COM	053332 10 2	1,023,000	12,000	C	b	1	a(	12,000 shares)
AUTOZONE INC	COM	053332 10 2	469,000	5,500	P	b	1	a(	5,500 shares)
AVANEX CORP	COM	05348W 10 9	1,166,000	233,645		b	1	a(	233,645 shares)
AVID TECHNOLOGY INC	COM	05367P 10 0	1,517,000	31,600		b	1	a(	31,600 shares)
AVON PRODS INC	COM	054303 10 2	53,925,000	799,000		b	1	a(	799,000 shares)
AVON PRODS INC	COM	054303 10 2	3,375,000	50,000	C	b	1	a(	50,000 shares)
AVON PRODS INC	COM	054303 10 2	4,218,000	62,500	P	b	1	a(	62,500 shares)
AXCELIS TECHNOLOGIES INC	COM	054540 10 9	1,047,000	102,475		b	1	a(	102,475 shares)
AZTAR CORP	COM	054802 10 3	2,475,000	110,000		b	1	a(	110,000 shares)
BB&T CORP	COM	054937 10 7	429,000	11,106		b	1	a(	11,106 shares)
BISYS GROUP INC	COM	055472 10 4	1,845,000	124,000	C	b	1	a(	124,000 shares)
BISYS GROUP INC	NOTE 4.000% 3/	055472 AB 0	18,386,000	18,572,000		b	1	a(	18,572,000 shares)
BJS WHOLESALE CLUB INC	COM	05548J 10 6	3,304,000	143,900		b	1	a(	143,900 shares)
BP PLC	SPONSORED ADR	055622 10 4	336,000	6,800		b	1	a(	6,800 shares)
BP PLC	SPONSORED ADR	055622 10 4	370,000	7,500	C	b	1	a(	7,500 shares)
BP PLC	SPONSORED ADR	055622 10 4	7,403,000	150,000	P	b	1	a(	150,000 shares)
BT GROUP PLC	ADR	05577E 10 1	277,000	8,100		b	1	a(	8,100 shares)
BMC SOFTWARE INC	COM	055921 10 0	29,003,000	1,555,100		b	1	a(	1,555,100 shares)
BALDOR ELEC CO	COM	057741 10 0	304,000	13,300		b	1	a(	13,300 shares)
BALL CORP	COM	058498 10 6	2,109,000	35,400		b	1	a(	35,400 shares)
BALLARD PWR SYS INC	COM	05858H 10 4	3,556,000	300,485		b	1	a(	300,485 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)	
BALLY TOTAL FITNESS HLDG COR	COM	05873K 10 8	1,306,000	186,600		b	1	a(	186,600 shares)
BANCO SANTANDER CHILE NEW	SP ADR REP COM	05965X 10 9	984,000	41,400		b	1	a(	41,400 shares)
BANK OF AMERICA CORPORATION	COM	060505 10 4	23,872,000	296,800		b	1	a(	296,800 shares)
BANK OF AMERICA CORPORATION	COM	060505 10 4	39,773,000	494,500	P	b	1	a(	494,500 shares)
BANK NEW YORK INC	COM	064057 10 2	994,000	30,000	C	b	1	a(	30,000 shares)
BANK ONE CORP	COM	06423A 10 3	31,690,000	695,100		b	1	a(	695,100 shares)
BANK ONE CORP	COM	06423A 10 3	2,507,000	55,000	C	b	1	a(	55,000 shares)
BANK ONE CORP	COM	06423A 10 3	1,368,000	30,000	P	b	1	a(	30,000 shares)
BANKATLANTIC BANCORP	CL A	065908 50 1	5,664,000	298,100		b	1	a(	298,100 shares)
BARD C R INC	COM	067383 10 9	35,579,000	437,900		b	1	a(	437,900 shares)
BARD C R INC	COM	067383 10 9	2,438,000	30,000	P	b	1	a(	30,000 shares)
BARNES & NOBLE INC	COM	067774 10 9	5,052,000	153,800		b	1	a(	153,800 shares)
BARRICK GOLD CORP	COM	067901 10 8	1,487,000	65,715		b	1	a(	65,715 shares)
BAUSCH & LOMB INC	COM	071707 10 3	410,000	7,900		b	1	a(	7,900 shares)
BAXTER INTL INC	COM	071813 10 9	19,948,000	653,600		b	1	a(	653,600 shares)
BAXTER INTL INC	COM	071813 10 9	9,003,000	295,000	C	b	1	a(	295,000 shares)
BAY VIEW CAP CORP DEL	COM	07262L 10 1	242,000	112,900		b	1	a(	112,900 shares)
BE AEROSPACE INC	COM	073302 10 1	187,000	34,547		b	1	a(	34,547 shares)
BEA SYS INC	COM	073325 10 2	18,025,000	1,465,436		b	1	a(	1,465,436 shares)
BEAR STEARNS COS INC	COM	073902 10 8	10,034,000	125,500		b	1	a(	125,500 shares)
BEAR STEARNS COS INC	COM	073902 10 8	16,390,000	205,000	C	b	1	a(	205,000 shares)
BEAR STEARNS COS INC	COM	073902 10 8	19,748,000	247,000	P	b	1	a(	247,000 shares)
BEAZER HOMES USA INC	COM	07556Q 10 5	16,749,000	171,500		b	1	a(	171,500 shares)
BEBE STORES INC	COM	075571 10 9	848,000	32,628		b	1	a(	32,628 shares)
BECKMAN COULTER INC	COM	075811 10 9	1,830,000	36,000	C	b	1	a(	36,000 shares)
BECKMAN COULTER INC	COM	075811 10 9	1,271,000	25,000	P	b	1	a(	25,000 shares)
BECTON DICKINSON & CO	COM	075887 10 9	671,000	16,300		b	1	a(	16,300 shares)
BED BATH & BEYOND INC	COM	075896 10 0	24,523,000	565,708		b	1	a(	565,708 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)	
BELLSOUTH CORP	COM	079860 10 2	7,989,000	282,300	b	1	a(	282,300 shares)
BEMIS INC	COM	081437 10 5	1,505,000	30,100	b	1	a(	30,100 shares)
BENCHMARK ELECTRS INC	COM	08160H 10 1	3,735,000	107,300	b	1	a(	107,300 shares)
BERKLEY W R CORP	COM	084423 10 2	30,896,000	884,000	b	1	a(	884,000 shares)
BEST BUY INC	COM	086516 10 1	33,094,000	633,500	b	1	a(	633,500 shares)
BEST BUY INC	COM	086516 10 1	13,844,000	265,000 C	b	1	a(	265,000 shares)
BEVERLY ENTERPRISES INC	COM NEW	087851 30 9	7,184,000	836,300	b	1	a(	836,300 shares)
BHP BILLITON LTD	SPONSORED ADR	088606 10 8	1,855,000	101,600	b	1	a(	101,600 shares)
BIG 5 SPORTING GOODS CORP	COM	08915P 10 1	2,284,000	109,004	b	1	a(	109,004 shares)
BIO-REFERENCE LABS INC	COM $.01 NEW	09057G 60 2	683,000	52,143	b	1	a(	52,143 shares)
BIOMARIN PHARMACEUTICAL INC	COM	09061G 10 1	804,000	103,509	b	1	a(	103,509 shares)
BIOPURE CORP	CL A	09065H 10 5	38,000	16,023	b	1	a(	16,023 shares)
BIOPURE CORP	CL A	09065H 10 5	143,000	60,000 C	b	1	a(	60,000 shares)
BLACK BOX CORP DEL	COM	091826 10 7	415,000	9,000 C	b	1	a(	9,000 shares)
BLACK HILLS CORP	COM	092113 10 9	865,000	29,000	b	1	a(	29,000 shares)
BLOCK H & R INC	COM	093671 10 5	565,000	10,200	b	1	a(	10,200 shares)
BLOCKBUSTER INC	CL A	093679 10 8	17,412,000	970,000	b	1	a(	970,000 shares)
BOEING CO	COM	097023 10 5	26,329,000	624,800	b	1	a(	624,800 shares)
BOEING CO	COM	097023 10 5	5,057,000	120,000 C	b	1	a(	120,000 shares)
BOOKHAM TECHNOLOGY PLC	SPONSORED ADR	09856Q 10 8	1,068,000	427,103	b	1	a(	427,103 shares)
BORDERS GROUP INC	COM	099709 10 7	3,983,000	181,700	b	1	a(	181,700 shares)
BORG WARNER INC	COM	099724 10 6	1,574,000	18,500	b	1	a(	18,500 shares)
BORG WARNER INC	COM	099724 10 6	4,253,000	50,000 C	b	1	a(	50,000 shares)
BORLAND SOFTWARE CORP	COM	099849 10 1	730,000	75,000 C	b	1	a(	75,000 shares)
BOSTON COMMUNICATIONS GROUP	COM	100582 10 5	620,000	66,747	b	1	a(	66,747 shares)
BOSTON PRIVATE FINL HLDGS IN	COM	101119 10 5	455,000	18,304	b	1	a(	18,304 shares)
BOSTON SCIENTIFIC CORP	COM	101137 10 7	57,342,000	1,559,900	b	1	a(	1,559,900 shares)
BOSTON SCIENTIFIC CORP	COM	101137 10 7	12,513,000	340,400 P	b	1	a(	340,400 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)
BOYD GAMING CORP	COM	103304 10 1	1,264,000	78,300	b	1	a(78,300 shares)
BRASIL TELECOM PARTICIPACOES	SPON ADR PFD	105530 10 9	302,000	8,000	b	1	a(8,000 shares)
BRIGGS & STRATTON CORP	COM	109043 10 9	809,000	12,000 C	b	1	a(12,000 shares)
BRIGHTPOINT INC	COM NEW	109473 40 5	4,328,000	250,908	b	1	a(250,908 shares)
BRILLIANCE CHINA AUTO HLDG L	SPONSORED ADR	10949Q 10 5	289,000	5,100	b	1	a(5,100 shares)
BRINKER INTL INC	DBCV 10/	109641 AC 4	6,653,000	9,911,000	b	1	a(9,911,000 shares)
BRISTOL MYERS SQUIBB CO	COM	110122 10 8	3,652,000	127,700	b	1	a(127,700 shares)
BRISTOL MYERS SQUIBB CO	COM	110122 10 8	15,787,000	552,000 C	b	1	a(552,000 shares)
BRISTOL MYERS SQUIBB CO	COM	110122 10 8	1,287,000	45,000 P	b	1	a(45,000 shares)
BRISTOL MYERS SQUIBB CO	DBCV 9/	110122 AM 0	20,675,000	20,000,000	b	1	a(20,000,000 shares)
BROADCOM CORP	CL A	111320 10 7	35,270,000	1,034,618	b	1	a(1,034,618 shares)
BROADCOM CORP	CL A	111320 10 7	8,352,000	245,000 C	b	1	a(245,000 shares)
BROADVISION INC	COM NEW	111412 60 7	129,000	30,321	b	1	a(30,321 shares)
BROCADE COMMUNICATIONS SYS I	COM	111621 10 8	18,475,000	3,196,367	b	1	a(3,196,367 shares)
BROCADE COMMUNICATIONS SYS I	COM	111621 10 8	2,023,000	350,000 C	b	1	a(350,000 shares)
BROOKFIELD PPTYS CORP	COM	112900 10 5	5,324,000	185,500	b	1	a(185,500 shares)
BROOKS AUTOMATION INC	COM	114340 10 2	2,273,000	94,034	b	1	a(94,034 shares)
BROOKTROUT INC	COM	114580 10 3	373,000	29,626	b	1	a(29,626 shares)
BROWN & BROWN INC	COM	115236 10 1	3,127,000	95,900	b	1	a(95,900 shares)
BROWN SHOE INC NEW	COM	115736 10 0	713,000	18,800	b	1	a(18,800 shares)
BRUNSWICK CORP	COM	117043 10 9	1,025,000	32,200	b	1	a(32,200 shares)
BURLINGTON NORTHN SANTA FE C	COM	12189T 10 4	3,989,000	123,300	b	1	a(123,300 shares)
C&D TECHNOLOGIES INC	COM	124661 10 9	1,374,000	71,700	b	1	a(71,700 shares)
CBRL GROUP INC	COM	12489V 10 6	957,000	25,000 C	b	1	a(25,000 shares)
CBRL GROUP INC	COM	12489V 10 6	2,104,000	55,000 P	b	1	a(55,000 shares)
C D W CORP	COM	12512N 10 5	10,257,000	177,576	b	1	a(177,576 shares)
CEC ENTMT INC	COM	125137 10 9	8,402,000	177,300	b	1	a(177,300 shares)
C H ROBINSON WORLDWIDE INC	COM	12541W 10 0	1,501,000	39,592	b	1	a(39,592 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)	
CIGNA CORP	COM	125509 10 9	3,059,000	53,200		b	1	a(	53,200 shares)
CMS ENERGY CORP	COM	125896 10 0	158,000	18,500		b	1	a(	18,500 shares)
CSK AUTO CORP	COM	125965 10 3	9,488,000	505,500		b	1	a(	505,500 shares)
CNA FINL CORP	COM	126117 10 0	5,326,000	221,000		b	1	a(	221,000 shares)
CNF TR I	TECONS SER A	12612V 20 5	4,953,000	97,600		b	1	a(	97,600 shares)
CNF INC	COM	12612W 10 4	1,261,000	37,200		b	1	a(	37,200 shares)
CNET NETWORKS INC	COM	12613R 10 4	807,000	118,384		b	1	a(	118,384 shares)
CSG SYS INTL INC	COM	126349 10 9	4,220,000	337,865		b	1	a(	337,865 shares)
CVS CORP	COM	126650 10 0	7,152,000	198,000		b	1	a(	198,000 shares)
CVS CORP	COM	126650 10 0	4,027,000	111,500	C	b	1	a(	111,500 shares)
CVS CORP	COM	126650 10 0	795,000	22,000	P	b	1	a(	22,000 shares)
CV THERAPEUTICS INC	COM	126667 10 4	4,738,000	323,200	C	b	1	a(	323,200 shares)
CABLE & WIRELESS PUB LTD CO	SPONSORED ADR	126830 20 7	1,253,000	178,800		b	1	a(	178,800 shares)
CABLEVISION SYS CORP	CL A NY CABLVS	12686C 10 9	20,169,000	862,300	C	b	1	a(	862,300 shares)
CABLEVISION SYS CORP	CL A NY CABLVS	12686C 10 9	1,286,000	55,000	P	b	1	a(	55,000 shares)
CABOT CORP	COM	127055 10 1	1,579,000	49,600		b	1	a(	49,600 shares)
CABOT OIL & GAS CORP	COM	127097 10 3	3,270,000	111,400		b	1	a(	111,400 shares)
CABOT MICROELECTRONICS CORP	COM	12709P 10 3	9,453,000	192,912		b	1	a(	192,912 shares)
CACI INTL INC	CL A	127190 30 4	6,578,000	135,300		b	1	a(	135,300 shares)
CALIFORNIA PIZZA KITCHEN INC	COM	13054D 10 9	351,000	17,430		b	1	a(	17,430 shares)
CALIPER TECHNOLOGIES CORP	COM	130876 10 5	329,000	49,995		b	1	a(	49,995 shares)
CALLIDUS SOFTWARE INC	COM	13123E 50 0	442,000	25,000		b	1	a(	25,000 shares)
CALPINE CORP	COM	131347 10 6	1,900,000	395,000	C	b	1	a(	395,000 shares)
CAMPBELL SOUP CO	COM	134429 10 9	5,124,000	191,200		b	1	a(	191,200 shares)
CANADIAN NATL RY CO	COM	136375 10 2	297,000	4,700		b	1	a(	4,700 shares)
CANON INC	ADR	138006 30 9	3,354,000	70,400		b	1	a(	70,400 shares)
CAPITAL ONE FINL CORP	COM	14040H 10 5	14,005,000	228,500	C	b	1	a(	228,500 shares)
CAPITAL ONE FINL CORP	COM	14040H 10 5	11,437,000	186,600	P	b	1	a(	186,600 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)	
CARDINAL HEALTH INC	COM	14149Y 10 8	1,046,000	17,100		b	1	a(	17,100 shares)
CARDINAL HEALTH INC	COM	14149Y 10 8	8,336,000	136,300	C	b	1	a(	136,300 shares)
CARDINAL HEALTH INC	COM	14149Y 10 8	1,101,000	18,000	P	b	1	a(	18,000 shares)
CAREER EDUCATION CORP	COM	141665 10 9	5,129,000	128,000	C	b	1	a(	128,000 shares)
CAREER EDUCATION CORP	COM	141665 10 9	1,603,000	40,000	P	b	1	a(	40,000 shares)
CARLISLE COS INC	COM	142339 10 0	2,660,000	43,700		b	1	a(	43,700 shares)
CARLISLE COS INC	COM	142339 10 0	669,000	11,000	C	b	1	a(	11,000 shares)
CARLISLE COS INC	COM	142339 10 0	426,000	7,000	P	b	1	a(	7,000 shares)
CARMAX INC	COM	143130 10 2	10,124,000	327,334		b	1	a(	327,334 shares)
CARMAX INC	COM	143130 10 2	1,547,000	50,000	C	b	1	a(	50,000 shares)
CARPENTER TECHNOLOGY CORP	COM	144285 10 3	1,931,000	65,300		b	1	a(	65,300 shares)
CARRIER ACCESS CORP	COM	144460 10 2	1,941,000	155,003		b	1	a(	155,003 shares)
CASELLA WASTE SYS INC	CL A	147448 10 4	151,000	11,007		b	1	a(	11,007 shares)
CATERPILLAR INC DEL	COM	149123 10 1	8,850,000	106,600	C	b	1	a(	106,600 shares)
CATO CORP NEW	CL A	149205 10 6	4,397,000	214,500		b	1	a(	214,500 shares)
CELL GENESYS INC	COM	150921 10 4	612,000	47,277		b	1	a(	47,277 shares)
CELLSTAR CORP	COM NEW	150925 20 4	214,000	16,969		b	1	a(	16,969 shares)
CELERITEK INC	COM	150926 10 3	174,000	23,469		b	1	a(	23,469 shares)
CELL THERAPEUTICS INC	COM	150934 10 7	441,000	50,716		b	1	a(	50,716 shares)
CELESTICA INC	SUB VTG SHS	15101Q 10 8	17,612,000	1,168,700		b	1	a(	1,168,700 shares)
CELGENE CORP	COM	151020 10 4	1,639,000	36,400		b	1	a(	36,400 shares)
CEMEX S A	SPON ADR 5 ORD	151290 88 9	9,864,000	376,500		b	1	a(	376,500 shares)
CENDANT CORP	COM	151313 10 3	56,956,000	2,557,500		b	1	a(	2,557,500 shares)
CENDANT CORP	COM	151313 10 3	34,296,000	1,540,000	C	b	1	a(	1,540,000 shares)
CENTEX CORP	COM	152312 10 4	5,103,000	47,400		b	1	a(	47,400 shares)
CENTILLIUM COMMUNICATIONS IN	COM	152319 10 9	484,000	85,965		b	1	a(	85,965 shares)
CENTRAL VT PUB SVC CORP	COM	155771 10 8	273,000	11,600		b	1	a(	11,600 shares)
CENTURYTEL INC	COM	156700 10 6	1,213,000	37,200		b	1	a(	37,200 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)
CENTURYTEL INC	COM	156700 10 6	3,344,000	102,500 C	b	1	a(102,500 shares)
CENTURYTEL INC	COM	156700 10 6	1,631,000	50,000 P	b	1	a(50,000 shares)
CEPHALON INC	COM	156708 10 9	6,318,000	130,500	b	1	a(130,500 shares)
CEPHALON INC	COM	156708 10 9	4,313,000	89,100 C	b	1	a(89,100 shares)
CEPHALON INC	NOTE 2.500%12/	156708 AE 9	37,633,000	39,718,000	b	1	a(39,718,000 shares)
CERNER CORP	COM	156782 10 4	416,000	11,000 C	b	1	a(11,000 shares)
CERUS CORP	COM	157085 10 1	260,000	57,186	b	1	a(57,186 shares)
CHARLES RIVER ASSOCIATES	COM	159852 10 2	271,000	8,474	b	1	a(8,474 shares)
CHARLES RIV LABS INTL INC	COM	159864 10 7	4,027,000	117,300	b	1	a(117,300 shares)
CHARTER ONE FINL INC	COM	160903 10 0	3,546,000	102,625	b	1	a(102,625 shares)
CHARMING SHOPPES INC	COM	161133 10 3	503,000	93,179	b	1	a(93,179 shares)
CHARTER COMMUNICATIONS INC D	NOTE 5.750%10/	16117M AB 3	43,569,000	46,105,000	b	1	a(46,105,000 shares)
CHECKERS DRIVE-IN RESTAURANT	COM NEW	162809 30 5	1,508,000	144,843	b	1	a(144,843 shares)
CHECKFREE CORP NEW	COM	162813 10 9	13,561,000	490,446	b	1	a(490,446 shares)
CHEESECAKE FACTORY INC	COM	163072 10 1	1,101,000	25,000 C	b	1	a(25,000 shares)
CHESAPEAKE CORP	COM	165159 10 4	1,120,000	42,300	b	1	a(42,300 shares)
CHESAPEAKE ENERGY CORP	COM	165167 10 7	23,110,000	1,701,800	b	1	a(1,701,800 shares)
CHEVRONTEXACO CORP	COM	166764 10 0	432,000	5,000	b	1	a(5,000 shares)
CHEVRONTEXACO CORP	COM	166764 10 0	13,390,000	155,000 C	b	1	a(155,000 shares)
CHICAGO BRIDGE & IRON CO N V	N Y REGISTRY SH	167250 10 9	2,277,000	78,800	b	1	a(78,800 shares)
CHICAGO MERCANTILE HLDGS INC	CL A	167760 10 7	760,000	10,500	b	1	a(10,500 shares)
CHILDRENS PL RETAIL STORES I	COM	168905 10 7	5,448,000	203,817	b	1	a(203,817 shares)
CHILDRENS PL RETAIL STORES I	COM	168905 10 7	361,000	13,500 P	b	1	a(13,500 shares)
CHINA MOBILE HONG KONG LTD	SPONSORED ADR	16941M 10 9	4,522,000	291,200	b	1	a(291,200 shares)
CHINA UNICOM LTD	SPONSORED ADR	16945R 10 4	5,728,000	613,300	b	1	a(613,300 shares)
CHOICE HOTELS INTL INC	COM	169905 10 6	2,408,000	68,300	b	1	a(68,300 shares)
CHIQUITA BRANDS INTL INC	COM	170032 80 9	660,000	29,300	b	1	a(29,300 shares)
CHIRON CORP	COM	170040 10 9	3,550,000	62,300	b	1	a(62,300 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)
CHIRON CORP	COM	170040 10 9	45,478,000	798,000 C	b	1	a(798,000 shares)
CHIRON CORP	COM	170040 10 9	1,265,000	22,200 P	b	1	a(22,200 shares)
CHOICEPOINT INC	COM	170388 10 2	4,651,000	122,100	b	1	a(122,100 shares)
CHRISTOPHER & BANKS CORP	COM	171046 10 5	6,997,000	358,250	b	1	a(358,250 shares)
CHUBB CORP	COM	171232 10 1	2,125,000	31,200	b	1	a(31,200 shares)
CHUBB CORP	COM	171232 10 1	4,767,000	70,000 C	b	1	a(70,000 shares)
CHUBB CORP	COM	171232 10 1	3,745,000	55,000 P	b	1	a(55,000 shares)
CHUNGHWA TELECOM CO LTD	SPONSORED ADR	17133Q 20 5	1,431,000	98,700	b	1	a(98,700 shares)
CIENA CORP	COM	171779 10 1	16,220,000	2,442,716	b	1	a(2,442,716 shares)
CIENA CORP	COM	171779 10 1	1,926,000	290,000 C	b	1	a(290,000 shares)
CIMA LABS INC	COM	171796 10 5	3,889,000	119,213	b	1	a(119,213 shares)
CIMAREX ENERGY CO	COM	171798 10 1	224,000	8,400	b	1	a(8,400 shares)
CINCINNATI BELL INC NEW	COM	171871 10 6	7,178,000	1,421,400	b	1	a(1,421,400 shares)
CINERGY CORP	COM	172474 10 8	3,613,000	93,100	b	1	a(93,100 shares)
CIRCUIT CITY STORE INC	COM	172737 10 8	27,261,000	2,691,100	b	1	a(2,691,100 shares)
CIRRUS LOGIC INC	COM	172755 10 0	6,417,000	836,602	b	1	a(836,602 shares)
CISCO SYS INC	COM	17275R 10 2	834,000	34,400	b	1	a(34,400 shares)
CISCO SYS INC	COM	17275R 10 2	3,029,000	125,000 C	b	1	a(125,000 shares)
CITIGROUP INC	COM	172967 10 1	53,006,000	1,092,000	b	1	a(1,092,000 shares)
CITIGROUP INC	COM	172967 10 1	48,210,000	993,200 C	b	1	a(993,200 shares)
CITIGROUP INC	COM	172967 10 1	29,852,000	615,000 P	b	1	a(615,000 shares)
CITIZENS COMMUNICATIONS CO	COM	17453B 10 1	7,212,000	580,700	b	1	a(580,700 shares)
CITRIX SYS INC	COM	177376 10 0	22,062,000	1,040,192	b	1	a(1,040,192 shares)
CITRIX SYS INC	SDCV 3/	177376 AB 6	5,290,000	11,500,000	b	1	a(11,500,000 shares)
CITY NATL CORP	COM	178566 10 5	8,983,000	144,600	b	1	a(144,600 shares)
CLAIRES STORES INC	COM	179584 10 7	26,355,000	1,398,900	b	1	a(1,398,900 shares)
CLARCOR INC	COM	179895 10 7	600,000	13,600	b	1	a(13,600 shares)
CLEAN HARBORS INC	COM	184496 10 7	383,000	42,944	b	1	a(42,944 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)	
CLEAR CHANNEL COMMUNICATIONS	COM	184502 10 2	11,183,000	238,800 C	b	1	a(	238,800 shares)
CLEAR CHANNEL COMMUNICATIONS	COM	184502 10 2	1,349,000	28,800 P	b	1	a(	28,800 shares)
CLEVELAND CLIFFS INC	COM	185896 10 7	800,000	15,700	b	1	a(	15,700 shares)
CLOROX CO DEL	COM	189054 10 9	4,769,000	98,200	b	1	a(	98,200 shares)
CLOROX CO DEL	COM	189054 10 9	340,000	7,000 C	b	1	a(	7,000 shares)
CLOROX CO DEL	COM	189054 10 9	437,000	9,000 P	b	1	a(	9,000 shares)
COACH INC	COM	189754 10 4	24,228,000	641,800	b	1	a(	641,800 shares)
COCA COLA CO	COM	191216 10 0	604,000	11,900	b	1	a(	11,900 shares)
COCA COLA CO	COM	191216 10 0	46,335,000	913,000 C	b	1	a(	913,000 shares)
COCA COLA ENTERPRISES INC	COM	191219 10 4	219,000	10,000 C	b	1	a(	10,000 shares)
COCA-COLA FEMSA S A DE C V	SPON ADR REP L	191241 10 8	1,442,000	67,900	b	1	a(	67,900 shares)
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446 10 2	1,456,000	31,900	b	1	a(	31,900 shares)
COGNOS INC	COM	19244C 10 9	7,557,000	247,171	b	1	a(	247,171 shares)
COHERENT INC	COM	192479 10 3	914,000	38,417	b	1	a(	38,417 shares)
COLE KENNETH PRODTNS INC	CL A	193294 10 5	2,564,000	87,200	b	1	a(	87,200 shares)
COLGATE PALMOLIVE CO	COM	194162 10 3	6,121,000	122,300	b	1	a(	122,300 shares)
COLGATE PALMOLIVE CO	COM	194162 10 3	6,001,000	119,900 C	b	1	a(	119,900 shares)
COLGATE PALMOLIVE CO	COM	194162 10 3	3,504,000	70,000 P	b	1	a(	70,000 shares)
COLLAGENEX PHARMACEUTICALS I	COM	19419B 10 0	422,000	37,608	b	1	a(	37,608 shares)
COMCAST HOLDINGS CORP	ZONES CV2% PCS	200300 50 7	15,128,000	441,700	b	1	a(	441,700 shares)
COMCAST CORP NEW	CL A	20030N 10 1	9,908,000	301,424	b	1	a(	301,424 shares)
COMCAST CORP NEW	CL A SPL	20030N 20 0	17,182,000	549,312	b	1	a(	549,312 shares)
COMMERCE BANCORP INC NJ	COM	200519 10 6	1,517,000	28,800	b	1	a(	28,800 shares)
COMMERCE BANCSHARES INC	COM	200525 10 3	956,000	19,506	b	1	a(	19,506 shares)
COMMERCIAL CAP BANCORP INC	COM	20162L 10 5	979,000	45,707	b	1	a(	45,707 shares)
COMMERCIAL METALS CO	COM	201723 10 3	1,149,000	37,800	b	1	a(	37,800 shares)
COMMSCOPE INC	COM	203372 10 7	8,826,000	540,500	b	1	a(	540,500 shares)
COMPANHIA PARANAENSE ENERG C	SPON ADR PFD	20441B 40 7	171,000	35,800	b	1	a(	35,800 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)	
COMPANIA ANONIMA NACIONL TEL	SPON ADR D	204421 10 1	684,000	44,800	b	1	a(	44,800 shares)
COMPANIA DE MINAS BUENAVENTU	SPONSORED ADR	204448 10 4	10,588,000	374,400	b	1	a(	374,400 shares)
COMPANIA DE TELECOMUNICS CHI	SPON ADR NEW	204449 30 0	8,297,000	555,000	b	1	a(	555,000 shares)
COMPASS BANCSHARES INC	COM	20449H 10 9	4,797,000	122,020	b	1	a(	122,020 shares)
COMPUCREDIT CORP	COM	20478N 10 0	1,523,000	71,581	b	1	a(	71,581 shares)
COMPUTER ASSOC INTL INC	COM	204912 10 9	8,093,000	296,000	b	1	a(	296,000 shares)
COMPUTER ASSOC INTL INC	COM	204912 10 9	5,468,000	200,000 C	b	1	a(	200,000 shares)
COMPUTER ASSOC INTL INC	NOTE 1.625%12/	204912 AQ 2	10,741,000	7,000,000	b	1	a(	7,000,000 shares)
COMPUTER NETWORK TECHNOLOGY	COM	204925 10 1	616,000	64,600	b	1	a(	64,600 shares)
COMPUWARE CORP	COM	205638 10 9	924,000	153,005	b	1	a(	153,005 shares)
COMVERSE TECHNOLOGY INC	COM PAR $0.10	205862 40 2	16,882,000	959,778	b	1	a(	959,778 shares)
CONCEPTUS INC	COM	206016 10 7	268,000	25,274	b	1	a(	25,274 shares)
CONCORD CAMERA CORP	COM	206156 10 1	411,000	44,380	b	1	a(	44,380 shares)
CONCORD EFS INC	COM	206197 10 5	39,629,000	2,670,400	b	1	a(	2,670,400 shares)
CONCURRENT COMPUTER CORP NEW	COM	206710 20 4	3,765,000	861,521	b	1	a(	861,521 shares)
CONMED CORP	COM	207410 10 1	219,000	9,222	b	1	a(	9,222 shares)
CONNECTICUT BANCSHARES INC	COM	207540 10 5	2,455,000	47,639	b	1	a(	47,639 shares)
CONOCOPHILLIPS	COM	20825C 10 4	10,124,000	154,400	b	1	a(	154,400 shares)
CONOCOPHILLIPS	COM	20825C 10 4	12,655,000	193,000 C	b	1	a(	193,000 shares)
CONOCOPHILLIPS	COM	20825C 10 4	15,265,000	232,800 P	b	1	a(	232,800 shares)
CONSECO INC	COM NEW	208464 88 3	1,384,000	63,500	b	1	a(	63,500 shares)
CONSTELLATION ENERGY GROUP I	COM	210371 10 0	1,198,000	30,600	b	1	a(	30,600 shares)
CONTINENTAL AIRLS INC	CL B	210795 30 8	5,520,000	339,300	b	1	a(	339,300 shares)
CONVERGYS CORP	COM	212485 10 6	8,622,000	493,800	b	1	a(	493,800 shares)
COOPER CAMERON CORP	COM	216640 10 2	3,537,000	75,900	b	1	a(	75,900 shares)
COORS ADOLPH CO	CL B	217016 10 4	16,174,000	288,300	b	1	a(	288,300 shares)
CORIXA CORP	COM	21887F 10 0	2,976,000	492,782	b	1	a(	492,782 shares)
CORNING INC	COM	219350 10 5	26,547,000	2,545,300	b	1	a(	2,545,300 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)	
CORNING INC	COM	219350 10 5	4,925,000	472,200 C	b	1	a(	472,200 shares)
CORPORATE EXECUTIVE BRD CO	COM	21988R 10 2	6,253,000	133,990	b	1	a(	133,990 shares)
CORRECTIONS CORP AMER NEW	COM NEW	22025Y 40 7	311,000	10,800	b	1	a(	10,800 shares)
CORVIS CORP	COM	221009 10 3	119,000	70,081	b	1	a(	70,081 shares)
COTT CORP QUE	COM	22163N 10 6	4,854,000	173,300	b	1	a(	173,300 shares)
COUNTRYWIDE FINANCIAL CORP	COM	222372 10 4	13,830,000	182,332	b	1	a(	182,332 shares)
COVANCE INC	COM	222816 10 0	528,000	19,700	b	1	a(	19,700 shares)
COVENANT TRANS INC	CL A	22284P 10 5	503,000	26,471	b	1	a(	26,471 shares)
COX COMMUNICATIONS INC NEW	CL A	224044 10 7	1,361,000	39,500	b	1	a(	39,500 shares)
CRANE CO	COM	224399 10 5	3,461,000	112,600	b	1	a(	112,600 shares)
CREE INC	COM	225447 10 1	4,395,000	248,465	b	1	a(	248,465 shares)
CROMPTON CORP	COM	227116 10 0	718,000	100,200	b	1	a(	100,200 shares)
CROWN CASTLE INTL CORP	COM	228227 10 4	8,537,000	774,000	b	1	a(	774,000 shares)
CROWN HOLDINGS INC	COM	228368 10 6	16,648,000	1,837,500	b	1	a(	1,837,500 shares)
CRYOLIFE INC	COM	228903 10 0	494,000	85,500	b	1	a(	85,500 shares)
CTI MOLECULAR IMAGING INC	COM	22943D 10 5	187,000	11,050	b	1	a(	11,050 shares)
CTRIP COM INTL LTD	ADR	22943F 10 0	340,000	10,000	b	1	a(	10,000 shares)
CUBIST PHARMACEUTICALS INC	COM	229678 10 7	4,376,000	359,850	b	1	a(	359,850 shares)
CULLEN FROST BANKERS INC	COM	229899 10 9	2,333,000	57,500	b	1	a(	57,500 shares)
CULP INC	COM	230215 10 5	711,000	65,200	b	1	a(	65,200 shares)
CURIS INC	COM	231269 10 1	707,000	157,088	b	1	a(	157,088 shares)
CURAGEN CORP	COM	23126R 10 1	646,000	88,070	b	1	a(	88,070 shares)
CYBERONICS INC	COM	23251P 10 2	1,181,000	36,900	b	1	a(	36,900 shares)
CYMER INC	COM	232572 10 7	1,107,000	23,958	b	1	a(	23,958 shares)
CYPRESS SEMICONDUCTOR CORP	COM	232806 10 9	30,374,000	1,422,000	b	1	a(	1,422,000 shares)
CYTEC INDS INC	COM	232820 10 0	745,000	19,400	b	1	a(	19,400 shares)
CYTYC CORP	COM	232946 10 3	2,780,000	202,026	b	1	a(	202,026 shares)
DJ ORTHOPEDICS INC	COM	23325G 10 4	1,648,000	61,500	b	1	a(	61,500 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)	
D R HORTON INC	COM	23331A 10 9	11,650,000	269,300	b	1	a(	269,300 shares)
DST SYS INC DEL	COM	233326 10 7	702,000	16,800	b	1	a(	16,800 shares)
DTE ENERGY CO	COM	233331 10 7	2,159,000	54,800	b	1	a(	54,800 shares)
DANAHER CORP DEL	COM	235851 10 2	1,092,000	11,900	b	1	a(	11,900 shares)
DANIELSON HLDG CORP	COM	236274 10 6	663,000	227,700	b	1	a(	227,700 shares)
DARLING INTL INC	COM	237266 10 1	15,398,000	5,579,107	b	1	a(	5,579,107 shares)
DATASTREAM SYS INC	COM	238124 10 1	275,000	35,039	b	1	a(	35,039 shares)
DAVITA INC	COM	23918K 10 8	14,024,000	359,600	b	1	a(	359,600 shares)
DAVITA INC	COM	23918K 10 8	1,950,000	50,000 C	b	1	a(	50,000 shares)
DEAN FOODS CO NEW	COM	242370 10 4	44,445,000	1,352,151	b	1	a(	1,352,151 shares)
DECODE GENETICS INC	COM	243586 10 4	2,108,000	257,337	b	1	a(	257,337 shares)
DELL INC	COM	24702R 10 1	16,022,000	471,784	b	1	a(	471,784 shares)
DELL INC	COM	24702R 10 1	38,375,000	1,130,000 C	b	1	a(	1,130,000 shares)
DELL INC	COM	24702R 10 1	4,415,000	130,000 P	b	1	a(	130,000 shares)
DELPHI CORP	COM	247126 10 5	17,456,000	1,709,700	b	1	a(	1,709,700 shares)
DELPHI FINL GROUP INC	CL A	247131 10 5	1,420,000	39,450	b	1	a(	39,450 shares)
DELTA AIR LINES INC DEL	COM	247361 10 8	520,000	44,000	b	1	a(	44,000 shares)
DENBURY RES INC	COM NEW	247916 20 8	860,000	61,800	b	1	a(	61,800 shares)
DENDRITE INTL INC	COM	248239 10 5	201,000	12,858	b	1	a(	12,858 shares)
DENDREON CORP	COM	24823Q 10 7	708,000	87,902	b	1	a(	87,902 shares)
DENTSPLY INTL INC NEW	COM	249030 10 7	6,682,000	147,928	b	1	a(	147,928 shares)
DEUTSCHE TELEKOM AG	SPONSORED ADR	251566 10 5	4,333,000	239,000	b	1	a(	239,000 shares)
DEVON ENERGY CORP NEW	COM	25179M 10 3	10,083,000	176,100	b	1	a(	176,100 shares)
DIAL CORP NEW	COM	25247D 10 1	26,121,000	917,500	b	1	a(	917,500 shares)
DIEBOLD INC	COM	253651 10 3	13,683,000	254,000	b	1	a(	254,000 shares)
DIEBOLD INC	COM	253651 10 3	1,347,000	25,000 C	b	1	a(	25,000 shares)
DIEBOLD INC	COM	253651 10 3	1,077,000	20,000 P	b	1	a(	20,000 shares)
DIGIMARC CORP	COM	253807 10 1	396,000	29,749	b	1	a(	29,749 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)	
DIGITAL RIV INC	COM	25388B 10 4	5,717,000	258,682	b	1	a(	258,682 shares)
DIGITAS INC	COM	25388K 10 4	181,000	19,466	b	1	a(	19,466 shares)
DIGITAL THEATER SYS INC	COM	25389G 10 2	945,000	38,277	b	1	a(	38,277 shares)
DIGITAL GENERATION SYS INC	COM	253921 10 0	197,000	87,907	b	1	a(	87,907 shares)
DISNEY WALT CO	COM DISNEY	254687 10 6	7,729,000	331,300	b	1	a(	331,300 shares)
DITECH COMMUNICATIONS CORP	COM	25500M 10 3	1,081,000	56,578	b	1	a(	56,578 shares)
DIVERSA CORP	COM	255064 10 7	1,266,000	136,858	b	1	a(	136,858 shares)
DOBSON COMMUNICATIONS CORP	CL A	256069 10 5	3,289,000	500,623	b	1	a(	500,623 shares)
DOLLAR GEN CORP	COM	256669 10 2	41,008,000	1,953,700	b	1	a(	1,953,700 shares)
DOLLAR THRIFTY AUTOMOTIVE GP	COM	256743 10 5	1,102,000	42,500	b	1	a(	42,500 shares)
DOLLAR TREE STORES INC	COM	256747 10 6	4,954,000	164,802	b	1	a(	164,802 shares)
DOMINION RES INC VA NEW	COM	25746U 10 9	8,477,000	132,800	b	1	a(	132,800 shares)
DOMINION RES INC VA NEW	COM	25746U 10 9	2,872,000	45,000 C	b	1	a(	45,000 shares)
DOMINION RES INC VA NEW	COM	25746U 10 9	1,596,000	25,000 P	b	1	a(	25,000 shares)
DONALDSON INC	COM	257651 10 9	473,000	8,000 C	b	1	a(	8,000 shares)
DOT HILL SYS CORP	COM	25848T 10 9	3,583,000	236,481	b	1	a(	236,481 shares)
DOUBLECLICK INC	COM	258609 30 4	4,051,000	396,384	b	1	a(	396,384 shares)
DOV PHARMACEUTICAL INC	COM	259858 10 8	599,000	44,479	b	1	a(	44,479 shares)
DOVER CORP	COM	260003 10 8	3,566,000	89,700	b	1	a(	89,700 shares)
DOW CHEM CO	COM	260543 10 3	68,300,000	1,643,000	b	1	a(	1,643,000 shares)
DRUGSTORE COM INC	COM	262241 10 2	634,000	115,082	b	1	a(	115,082 shares)
DU PONT E I DE NEMOURS & CO	COM	263534 10 9	6,493,000	141,500	b	1	a(	141,500 shares)
DU PONT E I DE NEMOURS & CO	COM	263534 10 9	551,000	12,000 C	b	1	a(	12,000 shares)
DUKE ENERGY CORP	COM	264399 10 6	12,002,000	586,900	b	1	a(	586,900 shares)
DUN & BRADSTREET CORP DEL NE	COM	26483E 10 0	4,285,000	84,500	b	1	a(	84,500 shares)
DUQUESNE LT HLDGS INC	COM	266233 10 5	5,124,000	279,400	b	1	a(	279,400 shares)
DYNEGY INC NEW	CL A	26816Q 10 1	4,280,000	1,000,000 C	b	1	a(	1,000,000 shares)
E-LOAN INC	COM	26861P 10 7	203,000	68,167	b	1	a(	68,167 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)	
E M C CORP MASS	COM	268648 10 2	1,281,000	99,132	b	1	a(	99,132 shares)
ENSCO INTL INC	COM	26874Q 10 0	12,862,000	473,400	b	1	a(	473,400 shares)
EOG RES INC	COM	26875P 10 1	11,986,000	259,600	b	1	a(	259,600 shares)
EOG RES INC	COM	26875P 10 1	8,541,000	185,000 C	b	1	a(	185,000 shares)
EOG RES INC	COM	26875P 10 1	7,941,000	172,000 P	b	1	a(	172,000 shares)
EARTHLINK INC	COM	270321 10 2	755,000	75,461	b	1	a(	75,461 shares)
EARTHLINK INC	COM	270321 10 2	150,000	15,000 C	b	1	a(	15,000 shares)
EASTMAN CHEM CO	COM	277432 10 0	324,000	8,200	b	1	a(	8,200 shares)
EASTMAN KODAK CO	COM	277461 10 9	2,567,000	100,000 C	b	1	a(	100,000 shares)
EBAY INC	COM	278642 10 3	87,972,000	1,362,000 C	b	1	a(	1,362,000 shares)
EBAY INC	COM	278642 10 3	30,357,000	470,000 P	b	1	a(	470,000 shares)
ECHELON CORP	COM	27874N 10 5	731,000	65,606	b	1	a(	65,606 shares)
ECHOSTAR COMMUNICATIONS NEW	CL A	278762 10 9	34,225,000	1,006,618	b	1	a(	1,006,618 shares)
ECHOSTAR COMMUNICATIONS NEW	CL A	278762 10 9	5,746,000	169,000 C	b	1	a(	169,000 shares)
ECLIPSYS CORP	COM	278856 10 9	1,925,000	165,361	b	1	a(	165,361 shares)
ECOLAB INC	COM	278865 10 0	3,082,000	112,600	b	1	a(	112,600 shares)
EDISON INTL	COM	281020 10 7	1,618,000	73,800	b	1	a(	73,800 shares)
EDO CORP	COM	281347 10 4	1,693,000	68,700	b	1	a(	68,700 shares)
EDUCATION MGMT CORP	COM	28139T 10 1	3,180,000	102,442	b	1	a(	102,442 shares)
EDWARDS AG INC	COM	281760 10 8	14,354,000	396,200	b	1	a(	396,200 shares)
EDWARDS AG INC	COM	281760 10 8	1,993,000	55,000 C	b	1	a(	55,000 shares)
EDWARDS AG INC	COM	281760 10 8	1,087,000	30,000 P	b	1	a(	30,000 shares)
EL PASO CORP	COM	28336L 10 9	8,915,000	1,088,500	b	1	a(	1,088,500 shares)
ELECTRO SCIENTIFIC INDS	COM	285229 10 0	511,000	21,482	b	1	a(	21,482 shares)
ELECTRONIC ARTS INC	COM	285512 10 9	49,118,000	1,028,003	b	1	a(	1,028,003 shares)
ELECTRONIC ARTS INC	COM	285512 10 9	10,082,000	211,000 C	b	1	a(	211,000 shares)
ELECTRONIC ARTS INC	COM	285512 10 9	6,068,000	127,000 P	b	1	a(	127,000 shares)
ELECTRONIC DATA SYS NEW	COM	285661 10 4	1,345,000	54,800	b	1	a(	54,800 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)	
ELECTRONIC DATA SYS NEW	COM	285661 10 4	3,558,000	145,000 C	b	1	a(	145,000 shares)
ELECTRONICS BOUTIQUE HLDGS C	COM	286045 10 9	2,086,000	91,136	b	1	a(	91,136 shares)
EMBRAER-EMPRESA BRASILEIRA D	SP ADR PFD SHS	29081M 10 2	448,000	12,800	b	1	a(	12,800 shares)
EMBRAER-EMPRESA BRASILEIRA D	SP ADR PFD SHS	29081M 10 2	2,802,000	80,000 P	b	1	a(	80,000 shares)
EMERSON ELEC CO	COM	291011 10 4	4,500,000	69,500 C	b	1	a(	69,500 shares)
EMERSON ELEC CO	COM	291011 10 4	1,845,000	28,500 P	b	1	a(	28,500 shares)
EMISPHERE TECHNOLOGIES INC	COM	291345 10 6	872,000	159,125	b	1	a(	159,125 shares)
EMPIRE DIST ELEC CO	COM	291641 10 8	553,000	25,200	b	1	a(	25,200 shares)
EMPRESA NACIONAL DE ELCTRCID	SPONSORED ADR	29244T 10 1	401,000	34,300	b	1	a(	34,300 shares)
ENCANA CORP	COM	292505 10 4	740,000	18,800	b	1	a(	18,800 shares)
ENCANA CORP	COM	292505 10 4	1,673,000	42,500 P	b	1	a(	42,500 shares)
ENCYSIVE PHARMACEUTICALS INC	COM	29256X 10 7	1,229,000	137,317	b	1	a(	137,317 shares)
ENDESA S A	SPONSORED ADR	29258N 10 7	1,343,000	70,300	b	1	a(	70,300 shares)
ENDO PHARMACEUTICALS HLDGS I	COM	29264F 20 5	6,531,000	339,085	b	1	a(	339,085 shares)
ENERGY CONVERSION DEVICES IN	COM	292659 10 9	457,000	50,588	b	1	a(	50,588 shares)
ENERGY EAST CORP	COM	29266M 10 9	2,766,000	123,500	b	1	a(	123,500 shares)
ENGELHARD CORP	COM	292845 10 4	10,159,000	339,200	b	1	a(	339,200 shares)
ENGINEERED SUPPORT SYS INC	COM	292866 10 0	2,207,000	40,088	b	1	a(	40,088 shares)
ENGINEERED SUPPORT SYS INC	COM	292866 10 0	1,652,000	30,000 C	b	1	a(	30,000 shares)
ENNIS BUSINESS FORMS INC	COM	293389 10 2	1,264,000	82,600	b	1	a(	82,600 shares)
ENTERASYS NETWORKS INC	COM	293637 10 4	10,221,000	2,725,500	b	1	a(	2,725,500 shares)
ENTERGY CORP NEW	COM	29364G 10 3	206,000	3,600	b	1	a(	3,600 shares)
ENTREMED INC	COM	29382F 10 3	1,059,000	317,204	b	1	a(	317,204 shares)
ENZON PHARMACEUTICALS INC	COM	293904 10 8	3,910,000	325,833	b	1	a(	325,833 shares)
ENZO BIOCHEM INC	COM	294100 10 2	2,054,000	114,666	b	1	a(	114,666 shares)
EON LABS INC	COM	29412E 10 0	4,286,000	84,124	b	1	a(	84,124 shares)
EPICOR SOFTWARE CORP	COM	29426L 10 8	629,000	49,262	b	1	a(	49,262 shares)
EQUIFAX INC	COM	294429 10 5	368,000	15,000 C	b	1	a(	15,000 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 69,819,000

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)	
EQUITABLE RES INC	COM	294549 10 0	8,537,000	198,900	b	1	a(	198,900 shares)
ERESEARCHTECHNOLOGY INC	COM	29481V 10 8	8,676,000	341,314	b	1	a(	341,314 shares)
ERICSSON L M TEL CO	ADR B SEK 10	294821 60 8	2,845,000	160,713	b	1	a(	160,713 shares)
EXACT SCIENCES CORP	COM	30063P 10 5	1,502,000	148,405	b	1	a(	148,405 shares)
EXAR CORP	COM	300645 10 8	3,960,000	231,873	b	1	a(	231,873 shares)
EXELON CORP	COM	30161N 10 1	5,767,000	86,900	b	1	a(	86,900 shares)
EXELON CORP	COM	30161N 10 1	4,148,000	62,500 C	b	1	a(	62,500 shares)
EXELON CORP	COM	30161N 10 1	2,289,000	34,500 P	b	1	a(	34,500 shares)
EXELIXIS INC	COM	30161Q 10 4	544,000	76,896	b	1	a(	76,896 shares)
EXPEDITORS INTL WASH INC	COM	302130 10 9	1,043,000	27,687	b	1	a(	27,687 shares)
EXPRESS SCRIPTS INC	COM	302182 10 0	545,000	8,200	b	1	a(	8,200 shares)
EXPRESSJET HOLDINGS INC	CL A	30218U 10 8	2,210,000	147,300	b	1	a(	147,300 shares)
EXTENDED STAY AMER INC	COM	30224P 10 1	2,227,000	153,800	b	1	a(	153,800 shares)
EXTREME NETWORKS INC	COM	30226D 10 6	7,559,000	1,048,400	b	1	a(	1,048,400 shares)
EXXON MOBIL CORP	COM	30231G 10 2	12,722,000	310,300	b	1	a(	310,300 shares)
EXXON MOBIL CORP	COM	30231G 10 2	8,405,000	205,000 P	b	1	a(	205,000 shares)
FEI CO	COM	30241L 10 9	4,244,000	188,600	b	1	a(	188,600 shares)
FLIR SYS INC	COM	302445 10 1	2,347,000	64,300 C	b	1	a(	64,300 shares)
FPL GROUP INC	COM	302571 10 4	497,000	7,600	b	1	a(	7,600 shares)
FPL GROUP INC	COM	302571 10 4	2,126,000	32,500 C	b	1	a(	32,500 shares)
FACTORY 2-U INC	COM	303072 10 2	309,000	225,559	b	1	a(	225,559 shares)
FAIR ISAAC CORP	COM	303250 10 4	20,401,000	415,000	b	1	a(	415,000 shares)
FAIR ISAAC CORP	COM	303250 10 4	246,000	5,000 C	b	1	a(	5,000 shares)
FAIRFAX FINL HLDGS LTD	SUB VTG	303901 10 2	1,309,000	7,500	b	1	a(	7,500 shares)
FAIRFAX FINL HLDGS LTD	SUB VTG	303901 10 2	2,618,000	15,000 C	b	1	a(	15,000 shares)
FAIRMONT HOTELS RESORTS INC	COM	305204 10 9	3,226,000	118,875	b	1	a(	118,875 shares)
FAMILY DLR STORES INC	COM	307000 10 9	13,577,000	378,400	b	1	a(	378,400 shares)
FARGO ELECTRONICS INC	COM	30744P 10 2	465,000	36,545	b	1	a(	36,545 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 124,344,000

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)
FARO TECHNOLOGIES INC	COM	311642 10 2	999,000	40,006	b	1	a(40,006 shares)
FASTENAL CO	COM	311900 10 4	400,000	8,000 C	b	1	a(8,000 shares)
FEDERAL AGRIC MTG CORP	CL C	313148 30 6	1,051,000	32,900	b	1	a(32,900 shares)
FEDERAL HOME LN MTG CORP	COM	313400 30 1	102,462,000	1,756,900	b	1	a(1,756,900 shares)
FEDERAL NATL MTG ASSN	COM	313586 10 9	28,117,000	374,600	b	1	a(374,600 shares)
FEDERAL NATL MTG ASSN	COM	313586 10 9	40,570,000	540,500 C	b	1	a(540,500 shares)
FEDERAL SIGNAL CORP	COM	313855 10 8	2,181,000	124,500	b	1	a(124,500 shares)
FEDERATED DEPT STORES INC DE	COM	31410H 10 1	1,607,000	34,100	b	1	a(34,100 shares)
FEDERATED INVS INC PA	CL B	314211 10 3	8,018,000	273,100	b	1	a(273,100 shares)
FEDEX CORP	COM	31428X 10 6	695,000	10,300	b	1	a(10,300 shares)
FEDEX CORP	COM	31428X 10 6	4,691,000	69,500 C	b	1	a(69,500 shares)
FEDEX CORP	COM	31428X 10 6	8,660,000	128,300 P	b	1	a(128,300 shares)
F5 NETWORKS INC	COM	315616 10 2	1,499,000	59,723	b	1	a(59,723 shares)
FIDELITY NATL FINL INC	COM	316326 10 7	5,864,000	151,208	b	1	a(151,208 shares)
FILENET CORP	COM	316869 10 6	2,850,000	105,240	b	1	a(105,240 shares)
FINISH LINE INC	CL A	317923 10 0	1,188,000	39,642	b	1	a(39,642 shares)
FIRST DATA CORP	COM	319963 10 4	2,626,000	63,900	b	1	a(63,900 shares)
FIRST HEALTH GROUP CORP	COM	320960 10 7	7,397,000	380,103	b	1	a(380,103 shares)
FIRSTFED FINL CORP	COM	337907 10 9	248,000	5,700	b	1	a(5,700 shares)
FISHER SCIENTIFIC INTL INC	COM NEW	338032 20 4	546,000	13,200	b	1	a(13,200 shares)
FLAMEL TECHNOLOGIES SA	SPONSORED ADR	338488 10 9	6,785,000	253,276	b	1	a(253,276 shares)
FLEETBOSTON FINL CORP	COM	339030 10 8	5,434,000	124,500	b	1	a(124,500 shares)
FLORIDA ROCK INDS INC	COM	341140 10 1	7,723,000	140,800	b	1	a(140,800 shares)
FLOWERS FOODS INC	COM	343498 10 1	4,069,000	157,700	b	1	a(157,700 shares)
FLOWERS FOODS INC	COM	343498 10 1	1,290,000	50,000 C	b	1	a(50,000 shares)
FOMENTO ECONOMICO MEXICANO S	SPON ADR UNITS	344419 10 6	25,403,000	688,800	b	1	a(688,800 shares)
FOOTSTAR INC	COM	344912 10 0	1,002,000	260,200	b	1	a(260,200 shares)
FORD MTR CO DEL	COM PAR $0.01	345370 86 0	27,071,000	1,691,950	b	1	a(1,691,950 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED		Page Total	300,446,000				

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)
FORD MTR CO CAP TR II	PFD TR CV6.5%	345395 20 6	27,950,000	500,000	b	1	a(500,000 shares)
FORTUNE BRANDS INC	COM	349631 10 1	265,000	3,700	b	1	a(3,700 shares)
FORTUNE BRANDS INC	COM	349631 10 1	1,001,000	14,000 C	b	1	a(14,000 shares)
FORTUNE BRANDS INC	COM	349631 10 1	2,002,000	28,000 P	b	1	a(28,000 shares)
FORWARD AIR CORP	COM	349853 10 1	2,264,000	82,345	b	1	a(82,345 shares)
FOUR SEASONS HOTEL INC	LTD VTG SH	35100E 10 4	302,000	5,900	b	1	a(5,900 shares)
FOX ENTMT GROUP INC	CL A	35138T 10 7	30,068,000	1,031,500	b	1	a(1,031,500 shares)
FRANKLIN RES INC	COM	354613 10 1	1,052,000	20,200	b	1	a(20,200 shares)
FREDS INC	CL A	356108 10 0	204,000	6,594	b	1	a(6,594 shares)
FREEMARKETS INC	COM	356602 10 2	494,000	73,898	b	1	a(73,898 shares)
FRONTIER AIRLINES INC NEW	COM	359065 10 9	385,000	27,000 C	b	1	a(27,000 shares)
GATX CORP	COM	361448 10 3	5,451,000	194,800	b	1	a(194,800 shares)
GALLAHER GROUP PLC	SPONSORED ADR	363595 10 9	2,854,000	67,100	b	1	a(67,100 shares)
GAMESTOP CORP	CL A	36466R 10 1	1,518,000	98,500	b	1	a(98,500 shares)
GANNETT INC	COM	364730 10 1	357,000	4,000 C	b	1	a(4,000 shares)
GANNETT INC	COM	364730 10 1	8,114,000	91,000 P	b	1	a(91,000 shares)
GAP INC DEL	COM	364760 10 8	13,996,000	603,000	b	1	a(603,000 shares)
GARTNER INC	COM	366651 10 7	343,000	30,300	b	1	a(30,300 shares)
GATEWAY INC	COM	367626 10 8	6,189,000	1,345,400	b	1	a(1,345,400 shares)
GEN-PROBE INC NEW	COM	36866T 10 3	2,691,000	73,790	b	1	a(73,790 shares)
GEN-PROBE INC NEW	COM	36866T 10 3	1,094,000	30,000 P	b	1	a(30,000 shares)
GEMSTAR-TV GUIDE INTL INC	COM	36866W 10 6	7,113,000	1,408,441	b	1	a(1,408,441 shares)
GENCORP INC	NOTE 5.750% 4/	368682 AE 0	6,537,000	6,500,000	b	1	a(6,500,000 shares)
GENERAL COMMUNICATION INC	CL A	369385 10 9	248,000	28,474	b	1	a(28,474 shares)
GENERAL DYNAMICS CORP	COM	369550 10 8	23,049,000	255,000 C	b	1	a(255,000 shares)
GENERAL DYNAMICS CORP	COM	369550 10 8	17,707,000	195,900 P	b	1	a(195,900 shares)
GENERAL ELEC CO	COM	369604 10 3	21,262,000	686,300	b	1	a(686,300 shares)
GENERAL ELEC CO	COM	369604 10 3	310,000	10,000 P	b	1	a(10,000 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED		Page Total	184,820,000				

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)
GENERAL MLS INC	COM	370334 10 4	2,265,000	50,000	b	1	a(50,000 shares)
GENERAL MLS INC	COM	370334 10 4	5,463,000	120,600 C	b	1	a(120,600 shares)
GENERAL MLS INC	COM	370334 10 4	3,262,000	72,000 P	b	1	a(72,000 shares)
GENERAL MLS INC	DBCV 10/	370334 AU 8	7,000,000	10,000,000	b	1	a(10,000,000 shares)
GENERAL MTRS CORP	COM	370442 10 5	49,448,000	926,000	b	1	a(926,000 shares)
GENERAL MTRS CORP	COM	370442 10 5	10,413,000	195,000 C	b	1	a(195,000 shares)
GENERAL MTRS CORP	DEB SR CONV B	370442 73 3	86,832,000	3,240,000	b	1	a(3,240,000 shares)
GENESCO INC	COM	371532 10 2	1,374,000	90,800	b	1	a(90,800 shares)
GENESIS MICROCHIP INC DEL	COM	37184C 10 3	1,937,000	107,386	b	1	a(107,386 shares)
GENESIS HEALTHCARE CORP	COM	37184D 10 1	2,574,000	112,993	b	1	a(112,993 shares)
GENTA INC	COM NEW	37245M 20 7	1,014,000	97,417	b	1	a(97,417 shares)
GENUS INC	COM	372461 10 3	315,000	52,456	b	1	a(52,456 shares)
GENTIVA HEALTH SERVICES INC	COM	37247A 10 2	243,000	19,211	b	1	a(19,211 shares)
GENZYME CORP	COM GENL DIV	372917 10 4	42,976,000	871,018	b	1	a(871,018 shares)
GENZYME CORP	COM GENL DIV	372917 10 4	2,467,000	50,000 C	b	1	a(50,000 shares)
GEORGIA GULF CORP	COM PAR $0.01	373200 20 3	323,000	11,200	b	1	a(11,200 shares)
GEORGIA PAC CORP	COM	373298 10 8	21,500,000	701,000	b	1	a(701,000 shares)
GEORGIA PAC CORP	COM	373298 10 8	3,374,000	110,000 C	b	1	a(110,000 shares)
GEORGIA PAC CORP	COM	373298 10 8	1,534,000	50,000 P	b	1	a(50,000 shares)
GERON CORP	COM	374163 10 3	2,962,000	297,114	b	1	a(297,114 shares)
GILEAD SCIENCES INC	COM	375558 10 3	5,968,000	102,645	b	1	a(102,645 shares)
GILEAD SCIENCES INC	NOTE 2.000%12/	375558 AD 5	10,284,000	7,500,000	b	1	a(7,500,000 shares)
GILLETTE CO	COM	375766 10 2	13,737,000	374,000	b	1	a(374,000 shares)
GILLETTE CO	COM	375766 10 2	7,346,000	200,000 C	b	1	a(200,000 shares)
GILLETTE CO	COM	375766 10 2	6,869,000	187,000 P	b	1	a(187,000 shares)
GLATFELTER	COM	377316 10 4	281,000	22,600	b	1	a(22,600 shares)
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W 10 5	1,166,000	25,000	b	1	a(25,000 shares)
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W 10 5	5,594,000	120,000 C	b	1	a(120,000 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED Page Total 298,521,000

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)	
GLOBAL INDS LTD	COM	379336 10 0	1,202,000	233,462	b	1	a(	233,462 shares)
GLOBAL POWER EQUIPMENT INC	COM	37941P 10 8	319,000	47,700	b	1	a(	47,700 shares)
GLOBESPANVIRATA INC	COM	37957V 10 6	3,256,000	553,799	b	1	a(	553,799 shares)
GOLD FIELDS LTD NEW	SPONSORED ADR	38059T 10 6	5,523,000	396,200	b	1	a(	396,200 shares)
GOLDEN WEST FINL CORP DEL	COM	381317 10 6	6,088,000	59,000	b	1	a(	59,000 shares)
GOLDEN WEST FINL CORP DEL	COM	381317 10 6	2,580,000	25,000 C	b	1	a(	25,000 shares)
GOLDEN WEST FINL CORP DEL	COM	381317 10 6	2,580,000	25,000 P	b	1	a(	25,000 shares)
GOLDMAN SACHS GROUP INC	COM	38141G 10 4	701,000	7,100	b	1	a(	7,100 shares)
GOLDMAN SACHS GROUP INC	COM	38141G 10 4	15,303,000	155,000 C	b	1	a(	155,000 shares)
GOODRICH CORP	COM	382388 10 6	11,591,000	390,400	b	1	a(	390,400 shares)
GRACE W R & CO DEL NEW	COM	38388F 10 8	1,492,000	580,500	b	1	a(	580,500 shares)
GRAINGER W W INC	COM	384802 10 4	336,000	7,100	b	1	a(	7,100 shares)
GREAT PLAINS ENERGY INC	COM	391164 10 0	5,088,000	159,900	b	1	a(	159,900 shares)
GREENPOINT FINL CORP	COM	395384 10 0	21,102,000	597,450	b	1	a(	597,450 shares)
GREY WOLF INC	COM	397888 10 8	548,000	146,600	b	1	a(	146,600 shares)
GRIFFON CORP	COM	398433 10 2	1,254,000	61,900	b	1	a(	61,900 shares)
GROUPE DANONE	SPONSORED ADR	399449 10 7	227,000	7,000	b	1	a(	7,000 shares)
GRUPO FINANCIARO GALICIA S A	SP ADR 10 SH B	399909 10 0	295,000	43,883	b	1	a(	43,883 shares)
GRUPO TELEVISA SA DE CV	SP ADR REP ORD	40049J 20 6	1,024,000	25,700	b	1	a(	25,700 shares)
GTECH HLDGS CORP	COM	400518 10 6	16,292,000	329,200	b	1	a(	329,200 shares)
GTECH HLDGS CORP	COM	400518 10 6	1,237,000	25,000 C	b	1	a(	25,000 shares)
GUCCI GROUP N V	COM NY REG	401566 10 4	6,955,000	81,300	b	1	a(	81,300 shares)
GUCCI GROUP N V	COM NY REG	401566 10 4	1,283,000	15,000 C	b	1	a(	15,000 shares)
GUCCI GROUP N V	COM NY REG	401566 10 4	642,000	7,500 P	b	1	a(	7,500 shares)
GUESS INC	COM	401617 10 5	2,490,000	206,300	b	1	a(	206,300 shares)
GUIDANT CORP	COM	401698 10 5	3,022,000	50,200	b	1	a(	50,200 shares)
GUIDANT CORP	COM	401698 10 5	602,000	10,000 C	b	1	a(	10,000 shares)
GUIDANT CORP	COM	401698 10 5	1,505,000	25,000 P	b	1	a(	25,000 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)	
GUITAR CTR MGMT INC	COM	402040 10 9	4,663,000	143,127	b	1	a(	143,127 shares)
GYMBOREE CORP	COM	403777 10 5	6,911,000	401,074	b	1	a(	401,074 shares)
HCA INC	COM	404119 10 9	30,562,000	711,400	b	1	a(	711,400 shares)
HCA INC	COM	404119 10 9	6,143,000	143,000 C	b	1	a(	143,000 shares)
HCA INC	COM	404119 10 9	2,011,000	46,800 P	b	1	a(	46,800 shares)
HCC INS HLDGS INC	COM	404132 10 2	1,806,000	56,800	b	1	a(	56,800 shares)
HSBC HLDGS PLC	SPON ADR NEW	404280 40 6	6,767,000	85,859	b	1	a(	85,859 shares)
HALLIBURTON CO	COM	406216 10 1	6,365,000	244,800 C	b	1	a(	244,800 shares)
HANCOCK JOHN FINL SVCS INC	COM	41014S 10 6	31,684,000	844,900	b	1	a(	844,900 shares)
HANCOCK JOHN FINL SVCS INC	COM	41014S 10 6	3,563,000	95,000 C	b	1	a(	95,000 shares)
HANDLEMAN CO DEL	COM	410252 10 0	493,000	24,000	b	1	a(	24,000 shares)
HANOVER COMPRESSOR CO	NOTE 4.750% 1/	410768 AE 5	7,256,000	6,500,000	b	1	a(	6,500,000 shares)
HARLAND JOHN H CO	COM	412693 10 3	7,368,000	269,900	b	1	a(	269,900 shares)
HARLEY DAVIDSON INC	COM	412822 10 8	404,000	8,500	b	1	a(	8,500 shares)
HARMAN INTL INDS INC	COM	413086 10 9	12,991,000	175,600	b	1	a(	175,600 shares)
HARMAN INTL INDS INC	COM	413086 10 9	4,735,000	64,000 C	b	1	a(	64,000 shares)
HARMAN INTL INDS INC	COM	413086 10 9	2,219,000	30,000 P	b	1	a(	30,000 shares)
HARMONIC INC	COM	413160 10 2	4,056,000	559,447	b	1	a(	559,447 shares)
HARMONY GOLD MNG LTD	SPONSORED ADR	413216 30 0	2,034,000	125,300	b	1	a(	125,300 shares)
HARRAHS ENTMT INC	COM	413619 10 7	23,472,000	471,600	b	1	a(	471,600 shares)
HARSCO CORP	COM	415864 10 7	1,902,000	43,400	b	1	a(	43,400 shares)
HARTFORD FINL SVCS GROUP INC	COM	416515 10 4	2,999,000	50,800	b	1	a(	50,800 shares)
HARTFORD FINL SVCS GROUP INC	COM	416515 10 4	4,947,000	83,800 C	b	1	a(	83,800 shares)
HASBRO INC	COM	418056 10 7	5,233,000	245,900	b	1	a(	245,900 shares)
HAVERTY FURNITURE INC	COM	419596 10 1	2,608,000	131,300	b	1	a(	131,300 shares)
HAWAIIAN ELEC INDUSTRIES	COM	419870 10 0	317,000	6,700	b	1	a(	6,700 shares)
HEADWATERS INC	COM	42210P 10 2	4,641,000	236,533	b	1	a(	236,533 shares)
HEALTH NET INC	COM	42222G 10 8	432,000	13,200	b	1	a(	13,200 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)	
HEALTHTRONICS SURGICAL SVS I	COM	42222L 10 7	713,000	114,151	b	1	a(	114,151 shares)
HEARTLAND EXPRESS INC	COM	422347 10 4	1,973,000	81,548	b	1	a(	81,548 shares)
HEINZ H J CO	COM	423074 10 3	33,741,000	926,200	b	1	a(	926,200 shares)
HERLEY INDS INC DEL	COM	427398 10 2	1,149,000	55,515	b	1	a(	55,515 shares)
HERSHEY FOODS CORP	COM	427866 10 8	4,219,000	54,800	b	1	a(	54,800 shares)
HEWITT ASSOCS INC	COM	42822Q 10 0	1,181,000	39,500	b	1	a(	39,500 shares)
HEWLETT PACKARD CO	COM	428236 10 3	1,260,000	54,847	b	1	a(	54,847 shares)
HI / FN INC	COM	428358 10 5	545,000	45,768	b	1	a(	45,768 shares)
HIBERNIA CORP	CL A	428656 10 2	5,219,000	222,000	b	1	a(	222,000 shares)
HILLENBRAND INDS INC	COM	431573 10 4	1,862,000	30,000 C	b	1	a(	30,000 shares)
HILLENBRAND INDS INC	COM	431573 10 4	745,000	12,000 P	b	1	a(	12,000 shares)
HITACHI LIMITED	ADR 10 COM	433578 50 7	469,000	7,800	b	1	a(	7,800 shares)
HOLLINGER INTL INC	CL A	435569 10 8	1,915,000	122,600	b	1	a(	122,600 shares)
HOLLIS-EDEN PHARMACEUTICALS	COM	435902 10 1	999,000	90,717	b	1	a(	90,717 shares)
HOLLYWOOD ENTMT CORP	COM	436141 10 5	6,766,000	492,056	b	1	a(	492,056 shares)
HOLLYWOOD ENTMT CORP	COM	436141 10 5	2,956,000	215,000 C	b	1	a(	215,000 shares)
HOLOGIC INC	COM	436440 10 1	256,000	14,781	b	1	a(	14,781 shares)
HOME DEPOT INC	COM	437076 10 2	63,946,000	1,801,800	b	1	a(	1,801,800 shares)
HOME DEPOT INC	COM	437076 10 2	49,721,000	1,401,000 C	b	1	a(	1,401,000 shares)
HON INDS INC	COM	438092 10 8	11,861,000	273,800	b	1	a(	273,800 shares)
HONEYWELL INTL INC	COM	438516 10 6	84,464,000	2,526,600	b	1	a(	2,526,600 shares)
HONEYWELL INTL INC	COM	438516 10 6	669,000	20,000 P	b	1	a(	20,000 shares)
HOOPER HOLMES INC	COM	439104 10 0	1,004,000	162,500	b	1	a(	162,500 shares)
HORMEL FOODS CORP	COM	440452 10 0	8,246,000	319,500	b	1	a(	319,500 shares)
HOST MARRIOTT CORP NEW	COM	44107P 10 4	1,280,000	103,900	b	1	a(	103,900 shares)
HOUSTON EXPL CO	COM	442120 10 1	2,202,000	60,300	b	1	a(	60,300 shares)
HUBBELL INC	CL B	443510 20 1	542,000	12,300	b	1	a(	12,300 shares)
HUDSON UNITED BANCORP	COM	444165 10 4	5,853,000	158,400	b	1	a(	158,400 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)
HUMAN GENOME SCIENCES INC	COM	444903 10 8	14,507,000	1,094,899	b	1	a(1,094,899 shares)
HUNT J B TRANS SVCS INC	COM	445658 10 7	11,183,000	414,042	b	1	a(414,042 shares)
HUNTINGTON BANCSHARES INC	COM	446150 10 4	2,178,000	96,810	b	1	a(96,810 shares)
HUTCHINSON TECHNOLOGY INC	COM	448407 10 6	3,566,000	115,991	b	1	a(115,991 shares)
ICN PHARMACEUTICALS INC NEW	NOTE 6.500% 7/	448924 AM 2	59,810,000	56,558,000	b	1	a(56,558,000 shares)
HYPERCOM CORP	COM	44913M 10 5	1,178,000	247,500	b	1	a(247,500 shares)
ICOS CORP	COM	449295 10 4	28,147,000	681,862	b	1	a(681,862 shares)
ICOS CORP	COM	449295 10 4	7,703,000	186,600 C	b	1	a(186,600 shares)
ICOS CORP	COM	449295 10 4	10,275,000	248,900 P	b	1	a(248,900 shares)
ID BIOMEDICAL CORP	COM	44936D 10 8	1,954,000	163,859	b	1	a(163,859 shares)
IGEN INC	COM	449536 10 1	909,000	15,424	b	1	a(15,424 shares)
IMS HEALTH INC	COM	449934 10 8	22,573,000	908,014	b	1	a(908,014 shares)
IMS HEALTH INC	COM	449934 10 8	5,966,000	240,000 C	b	1	a(240,000 shares)
I-STAT CORP	COM	450312 10 3	344,000	22,500	b	1	a(22,500 shares)
ITT EDUCATIONAL SERVICES INC	COM	45068B 10 9	18,516,000	394,200	b	1	a(394,200 shares)
ITXC CORP	COM	45069F 10 9	1,893,000	438,182	b	1	a(438,182 shares)
IDEXX LABS INC	COM	45168D 10 4	1,112,000	24,025	b	1	a(24,025 shares)
IDENTIX INC	COM	451906 10 1	51,000	11,416	b	1	a(11,416 shares)
ILEX ONCOLOGY INC	COM	451923 10 6	2,294,000	107,961	b	1	a(107,961 shares)
IMAX CORP	COM	45245E 10 9	1,629,000	204,138	b	1	a(204,138 shares)
IMCLONE SYS INC	COM	45245W 10 9	816,000	20,581	b	1	a(20,581 shares)
IMCLONE SYS INC	COM	45245W 10 9	7,785,000	196,300 C	b	1	a(196,300 shares)
IMCLONE SYS INC	COM	45245W 10 9	1,190,000	30,000 P	b	1	a(30,000 shares)
IMCLONE SYS INC	NOTE 5.500% 3/	45245W AD 1	9,858,000	9,700,000	b	1	a(9,700,000 shares)
IMAGISTICS INTERNATIONAL INC	COM	45247T 10 4	885,000	23,600	b	1	a(23,600 shares)
IMPAC MED SYS INC	COM	45255A 10 4	804,000	31,462	b	1	a(31,462 shares)
IMPERIAL CHEM INDS PLC	ADR NEW	452704 50 5	269,000	18,801	b	1	a(18,801 shares)
INAMED CORP	COM	453235 10 3	21,803,000	453,658	b	1	a(453,658 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)
INCO LTD	NOTE 3/	453258 AM 7	10,881,000	10,000,000	b	1	a(10,000,000 shares)
INCYTE CORP	COM	45337C 10 2	4,827,000	705,736	b	1	a(705,736 shares)
INDEPENDENCE CMNTY BK CORP	COM	453414 10 4	899,000	25,000 C	b	1	a(25,000 shares)
INDEVUS PHARMACEUTICALS INC	COM	454072 10 9	657,000	111,500	b	1	a(111,500 shares)
INFINEON TECHNOLOGIES AG	SPONSORED ADR	45662N 10 3	269,000	19,600	b	1	a(19,600 shares)
INET TECHNOLOGIES INC	COM	45662V 10 5	726,000	60,495	b	1	a(60,495 shares)
INFOCUS CORP	COM	45665B 10 6	2,485,000	256,681	b	1	a(256,681 shares)
INFINITY PPTY & CAS CORP	COM	45665Q 10 3	1,563,000	47,292	b	1	a(47,292 shares)
INFORMATICA CORP	COM	45666Q 10 2	2,842,000	275,911	b	1	a(275,911 shares)
INFONET SVCS CORP	CL B	45666T 10 6	657,000	386,600	b	1	a(386,600 shares)
INFORMATION HLDGS INC	COM	456727 10 6	351,000	15,900	b	1	a(15,900 shares)
INFOSPACE INC	COM NEW	45678T 20 1	1,288,000	55,897	b	1	a(55,897 shares)
INNOVEX INC	COM	457647 10 5	1,854,000	219,925	b	1	a(219,925 shares)
INSIGHT ENTERPRISES INC	COM	45765U 10 3	6,064,000	322,538	b	1	a(322,538 shares)
INSIGHT COMMUNICATIONS INC	CL A	45768V 10 8	222,000	21,498	b	1	a(21,498 shares)
INSTINET GROUP INC	COM	457750 10 7	4,201,000	815,752	b	1	a(815,752 shares)
INTEGRATED DEVICE TECHNOLOGY	COM	458118 10 6	24,094,000	1,403,252	b	1	a(1,403,252 shares)
INTEGRATED CIRCUIT SYS INC	COM	45811K 20 8	9,780,000	343,271	b	1	a(343,271 shares)
INTEL CORP	COM	458140 10 0	1,018,000	31,600	b	1	a(31,600 shares)
INTEL CORP	COM	458140 10 0	123,487,000	3,835,000 C	b	1	a(3,835,000 shares)
INTEL CORP	COM	458140 10 0	6,440,000	200,000 P	b	1	a(200,000 shares)
INTER TEL INC	COM	458372 10 9	221,000	8,841	b	1	a(8,841 shares)
INTERACTIVE DATA CORP	COM	45840J 10 7	1,845,000	111,440	b	1	a(111,440 shares)
INTERACTIVECORP	COM	45840Q 10 1	39,007,000	1,149,636	b	1	a(1,149,636 shares)
INTERACTIVECORP	COM	45840Q 10 1	8,744,000	257,700 C	b	1	a(257,700 shares)
INTERACTIVECORP	COM	45840Q 10 1	2,748,000	81,000 P	b	1	a(81,000 shares)
INTERMAGNETICS GEN CORP	COM	458771 10 2	204,000	9,217	b	1	a(9,217 shares)
INTERMUNE INC	COM	45884X 10 3	467,000	20,148	b	1	a(20,148 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)
INTERNATIONAL BUSINESS MACHS	COM	459200 10 1	704,000	7,600	b	1	a(7,600 shares)
INTERNATIONAL BUSINESS MACHS	COM	459200 10 1	304,825,000	3,289,000 C	b	1	a(3,289,000 shares)
INTERNATIONAL BUSINESS MACHS	COM	459200 10 1	64,274,000	693,500 P	b	1	a(693,500 shares)
INTERNATIONAL GAME TECHNOLOG	COM	459902 10 2	2,713,000	76,000 P	b	1	a(76,000 shares)
INTL PAPER CO	COM	460146 10 3	560,000	13,000	b	1	a(13,000 shares)
INTL PAPER CO	COM	460146 10 3	28,237,000	655,000 C	b	1	a(655,000 shares)
INTL PAPER CO	COM	460146 10 3	1,164,000	27,000 P	b	1	a(27,000 shares)
INTL PAPER CO	DBCV 6/	460146 BM 4	4,939,000	9,000,000	b	1	a(9,000,000 shares)
INTERNATIONAL RECTIFIER CORP	COM	460254 10 5	6,315,000	127,800	b	1	a(127,800 shares)
INTERNATIONAL RECTIFIER CORP	COM	460254 10 5	2,001,000	40,500 C	b	1	a(40,500 shares)
INTERNATIONAL SPEEDWAY CORP	CL A	460335 20 1	3,107,000	69,571	b	1	a(69,571 shares)
INTERNATIONAL STL GROUP INC	COM	460377 10 4	3,463,000	88,900	b	1	a(88,900 shares)
INTERNET INITIATIVE JAPAN IN	SPONSORED ADR	46059T 10 9	540,000	131,679	b	1	a(131,679 shares)
INTERPORE INTL	COM	46062W 10 7	1,956,000	150,445	b	1	a(150,445 shares)
INTERPUBLIC GROUP COS INC	COM	460690 10 0	3,668,000	235,100	b	1	a(235,100 shares)
INTERPUBLIC GROUP COS INC	NOTE 1.800% 9/	460690 AF 7	15,151,000	15,500,000	b	1	a(15,500,000 shares)
INTERPUBLIC GROUP COS INC	NOTE 4.500% 3/	460690 AT 7	14,493,000	9,500,000	b	1	a(9,500,000 shares)
INTERSIL CORP	CL A	46069S 10 9	592,000	23,820	b	1	a(23,820 shares)
INTERSTATE BAKERIES CORP DEL	COM	46072H 10 8	5,691,000	399,900	b	1	a(399,900 shares)
INTERTAN INC	COM	461120 10 7	292,000	28,900	b	1	a(28,900 shares)
INTERWOVEN INC	COM NEW	46114T 50 8	4,852,000	383,836	b	1	a(383,836 shares)
INTUIT	COM	461202 10 3	12,648,000	239,055	b	1	a(239,055 shares)
INVACARE CORP	COM	461203 10 1	2,483,000	61,500	b	1	a(61,500 shares)
INVERESK RESH GROUP INC	COM	461238 10 7	243,000	9,823	b	1	a(9,823 shares)
INVESTMENT TECHNOLOGY GRP NE	COM	46145F 10 5	1,153,000	71,400	b	1	a(71,400 shares)
INVISION TECHNOLOGIES INC	COM	461851 10 7	1,000,000	29,798	b	1	a(29,798 shares)
INVISION TECHNOLOGIES INC	COM	461851 10 7	18,464,000	550,000 C	b	1	a(550,000 shares)
INVITROGEN CORP	COM	46185R 10 0	2,324,000	33,198	b	1	a(33,198 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)
IOMEGA CORP	COM NEW	462030 30 5	1,038,000	173,600	b	1	a(173,600 shares)
IONA TECHNOLOGIES PLC	SPONSORED ADR	46206P 10 9	240,000	49,366	b	1	a(49,366 shares)
IRON MTN INC PA	COM	462846 10 6	5,575,000	141,000	b	1	a(141,000 shares)
ISIS PHARMACEUTICALS INC DEL	NOTE 5.500% 5/	464337 AC 8	6,220,000	7,500,000	b	1	a(7,500,000 shares)
ITRON INC	COM	465741 10 6	1,635,000	89,055	b	1	a(89,055 shares)
IVAX CORP	COM	465823 10 2	2,753,000	115,300	b	1	a(115,300 shares)
IVAX CORP	COM	465823 10 2	478,000	20,000 C	b	1	a(20,000 shares)
JDS UNIPHASE CORP	COM	46612J 10 1	58,000	16,000	b	1	a(16,000 shares)
JDS UNIPHASE CORP	COM	46612J 10 1	1,095,000	300,000 C	b	1	a(300,000 shares)
JDA SOFTWARE GROUP INC	COM	46612K 10 8	696,000	42,138	b	1	a(42,138 shares)
J JILL GROUP INC	COM	466189 10 7	801,000	63,052	b	1	a(63,052 shares)
J P MORGAN CHASE & CO	COM	46625H 10 0	27,790,000	756,600	b	1	a(756,600 shares)
J P MORGAN CHASE & CO	COM	46625H 10 0	6,611,000	180,000 C	b	1	a(180,000 shares)
J P MORGAN CHASE & CO	COM	46625H 10 0	2,755,000	75,000 P	b	1	a(75,000 shares)
J2 GLOBAL COMMUNICATIONS INC	COM NEW	46626E 20 5	394,000	15,906	b	1	a(15,906 shares)
JACUZZI BRANDS INC	COM	469865 10 9	1,188,000	167,500	b	1	a(167,500 shares)
JANUS CAP GROUP INC	COM	47102X 10 5	23,621,000	1,439,400	b	1	a(1,439,400 shares)
JETBLUE AWYS CORP	COM	477143 10 1	7,457,000	281,166	b	1	a(281,166 shares)
JOHNSON & JOHNSON	COM	478160 10 4	27,877,000	539,624	b	1	a(539,624 shares)
JOHNSON & JOHNSON	COM	478160 10 4	67,044,000	1,297,800 C	b	1	a(1,297,800 shares)
JOHNSON & JOHNSON	COM	478160 10 4	4,804,000	93,000 P	b	1	a(93,000 shares)
JOHNSON CTLS INC	COM	478366 10 7	33,199,000	285,900	b	1	a(285,900 shares)
JOHNSON CTLS INC	COM	478366 10 7	2,322,000	20,000 C	b	1	a(20,000 shares)
JONES APPAREL GROUP INC	COM	480074 10 3	21,289,000	604,300	b	1	a(604,300 shares)
JONES APPAREL GROUP INC	COM	480074 10 3	5,637,000	160,000 C	b	1	a(160,000 shares)
JONES APPAREL GROUP INC /	NOTE 2/	480081 AD 0	2,766,000	5,000,000	b	1	a(5,000,000 shares)
JONES LANG LASALLE INC	COM	48020Q 10 7	207,000	10,000	b	1	a(10,000 shares)
JUNIPER NETWORKS INC	COM	48203R 10 4	6,357,000	340,300	b	1	a(340,300 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)	
KLA-TENCOR CORP	COM	482480 10 0	2,552,000	43,500	b	1	a(	43,500 shares)
KLA-TENCOR CORP	COM	482480 10 0	42,682,000	727,500 C	b	1	a(	727,500 shares)
KLM ROYAL DUTCH AIRLS	COM NY REG NEW	482516 30 9	905,000	55,800	b	1	a(	55,800 shares)
KT CORP	SPONSORED ADR	48268K 10 1	5,639,000	295,700	b	1	a(	295,700 shares)
K2 INC	COM	482732 10 4	174,000	11,419	b	1	a(	11,419 shares)
KADANT INC	COM	48282T 10 4	429,000	19,798	b	1	a(	19,798 shares)
KAYDON CORP	COM	486587 10 8	1,587,000	61,400	b	1	a(	61,400 shares)
KB HOME	COM	48666K 10 9	35,274,000	486,400	b	1	a(	486,400 shares)
KELLOGG CO	COM	487836 10 8	495,000	13,000 C	b	1	a(	13,000 shares)
KELLOGG CO	COM	487836 10 8	1,790,000	47,000 P	b	1	a(	47,000 shares)
KEMET CORP	COM	488360 10 8	638,000	46,600	b	1	a(	46,600 shares)
KENNAMETAL INC	COM	489170 10 0	1,069,000	26,900	b	1	a(	26,900 shares)
KERR MCGEE CORP	COM	492386 10 7	30,274,000	651,200	b	1	a(	651,200 shares)
KEY ENERGY SVCS INC	COM	492914 10 6	936,000	90,800	b	1	a(	90,800 shares)
KEYCORP NEW	COM	493267 10 8	5,967,000	203,500	b	1	a(	203,500 shares)
KEYSPAN CORP	COM	49337W 10 0	7,220,000	196,200	b	1	a(	196,200 shares)
KIMBERLY CLARK CORP	COM	494368 10 3	12,498,000	211,500	b	1	a(	211,500 shares)
KIMBERLY CLARK CORP	COM	494368 10 3	5,909,000	100,000 C	b	1	a(	100,000 shares)
KIMBERLY CLARK CORP	COM	494368 10 3	16,575,000	280,500 P	b	1	a(	280,500 shares)
KINDER MORGAN INC KANS	COM	49455P 10 1	21,625,000	365,900	b	1	a(	365,900 shares)
KINDRED HEALTHCARE INC	COM	494580 10 3	3,812,000	73,329	b	1	a(	73,329 shares)
KINDRED HEALTHCARE INC	COM	494580 10 3	780,000	15,000 C	b	1	a(	15,000 shares)
KING PHARMACEUTICALS INC	COM	495582 10 8	9,539,000	625,100	b	1	a(	625,100 shares)
KMART HLDG CORPORATION	COM	498780 10 5	4,519,000	188,700	b	1	a(	188,700 shares)
KNIGHT TRADING GROUP INC	COM	499063 10 5	220,000	15,000 C	b	1	a(	15,000 shares)
KOHLS CORP	COM	500255 10 4	6,633,000	147,600	b	1	a(	147,600 shares)
KOHLS CORP	COM	500255 10 4	2,090,000	46,500 C	b	1	a(	46,500 shares)
KOMAG INC	COM NEW	500453 20 4	454,000	31,020	b	1	a(	31,020 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)
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472 30 3	7,936,000	272,800	b	1	a(272,800 shares)
KOOKMIN BK NEW	SPONSORED ADR	50049M 10 9	609,000	16,100	b	1	a(16,100 shares)
KOS PHARMACEUTICALS INC	COM	500648 10 0	11,787,000	273,865	b	1	a(273,865 shares)
KRISPY KREME DOUGHNUTS INC	COM	501014 10 4	12,407,000	339,000 C	b	1	a(339,000 shares)
KROGER CO	COM	501044 10 1	27,871,000	1,505,700	b	1	a(1,505,700 shares)
KROLL INC	COM	501049 10 0	2,370,000	91,173	b	1	a(91,173 shares)
KULICKE & SOFFA INDS INC	NOTE 5.250% 8/	501242 AJ 0	5,225,000	5,000,000	b	1	a(5,000,000 shares)
KYPHON INC	COM	501577 10 0	736,000	29,637	b	1	a(29,637 shares)
LNR PPTY CORP	COM	501940 10 0	1,797,000	36,300	b	1	a(36,300 shares)
LSI LOGIC CORP	COM	502161 10 2	31,025,000	3,497,700	b	1	a(3,497,700 shares)
LTX CORP	NOTE 4.250% 8/	502392 AE 3	5,869,000	6,000,000	b	1	a(6,000,000 shares)
L-3 COMMUNICATIONS HLDGS INC	COM	502424 10 4	514,000	10,000 C	b	1	a(10,000 shares)
L-3 COMMUNICATIONS HLDGS INC	DEBT 4.000% 9/	502424 AD 6	7,639,000	7,000,000	b	1	a(7,000,000 shares)
LA JOLLA PHARMACEUTICAL CO	COM	503459 10 9	1,094,000	254,982	b	1	a(254,982 shares)
LA QUINTA CORP	PAIRED CTF	50419U 20 2	6,231,000	972,000	b	1	a(972,000 shares)
LABORATORY CORP AMER HLDGS	NOTE 9/	50540R AC 6	34,022,000	47,500,000	b	1	a(47,500,000 shares)
LABRANCHE & CO INC	COM	505447 10 2	2,577,000	220,800	b	1	a(220,800 shares)
LACLEDE GROUP INC	COM	505597 10 4	217,000	7,600	b	1	a(7,600 shares)
LAM RESEARCH CORP	COM	512807 10 8	4,102,000	127,000	b	1	a(127,000 shares)
LAMAR ADVERTISING CO	CL A	512815 10 1	14,660,000	392,810	b	1	a(392,810 shares)
LANCASTER COLONY CORP	COM	513847 10 3	731,000	16,178	b	1	a(16,178 shares)
LANCE INC	COM	514606 10 2	1,928,000	128,309	b	1	a(128,309 shares)
LANDAUER INC	COM	51476K 10 3	909,000	22,300	b	1	a(22,300 shares)
LANDSTAR SYS INC	COM	515098 10 1	4,791,000	125,955	b	1	a(125,955 shares)
LAWSON SOFTWARE INC	COM	520780 10 7	978,000	118,893	b	1	a(118,893 shares)
LEAR CORP	COM	521865 10 5	307,000	5,000 P	b	1	a(5,000 shares)
LEAR CORP	NOTE 2/	521865 AG 0	4,982,000	9,500,000	b	1	a(9,500,000 shares)
LEGG MASON INC	COM	524901 10 5	1,466,000	19,000 C	b	1	a(19,000 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)	
LEGG MASON INC	COM	524901 10 5	772,000	10,000 P	b	1	a(	10,000 shares)
LEHMAN BROS HLDGS INC	COM	524908 10 0	5,552,000	71,900	b	1	a(	71,900 shares)
LEHMAN BROS HLDGS INC	COM	524908 10 0	386,000	5,000 C	b	1	a(	5,000 shares)
LENNAR CORP	CL A	526057 10 4	45,350,000	472,400	b	1	a(	472,400 shares)
LENNAR CORP	CL A	526057 10 4	5,798,000	60,400 C	b	1	a(	60,400 shares)
LENNAR CORP	CL A	526057 10 4	2,880,000	30,000 P	b	1	a(	30,000 shares)
LENNAR CORP	CL B	526057 30 2	537,000	5,870	b	1	a(	5,870 shares)
LENNOX INTL INC	COM	526107 10 7	1,755,000	105,100	b	1	a(	105,100 shares)
LEXAR MEDIA INC	COM	52886P 10 4	10,535,000	604,405	b	1	a(	604,405 shares)
LEXICON GENETICS INC	COM	528872 10 4	1,407,000	238,921	b	1	a(	238,921 shares)
LEXMARK INTL NEW	CL A	529771 10 7	35,467,000	451,000	b	1	a(	451,000 shares)
LIBERTY CORP S C	COM	530370 10 5	709,000	15,700	b	1	a(	15,700 shares)
LIBERTY MEDIA CORP NEW	COM SER A	530718 10 5	37,123,000	3,122,200	b	1	a(	3,122,200 shares)
LIGAND PHARMACEUTICALS INC	CL B	53220K 20 7	151,000	10,287	b	1	a(	10,287 shares)
LILLY ELI & CO	COM	532457 10 8	2,455,000	34,900	b	1	a(	34,900 shares)
LILLY ELI & CO	COM	532457 10 8	69,803,000	992,500 C	b	1	a(	992,500 shares)
LILLY ELI & CO	COM	532457 10 8	8,791,000	125,000 P	b	1	a(	125,000 shares)
LINCOLN NATL CORP IND	COM	534187 10 9	266,000	6,600	b	1	a(	6,600 shares)
LINCOLN NATL CORP IND	COM	534187 10 9	1,211,000	30,000 P	b	1	a(	30,000 shares)
LINEAR TECHNOLOGY CORP	COM	535678 10 6	1,090,000	25,900	b	1	a(	25,900 shares)
LIQUIDMETAL TECHNOLOGIES INC	COM	53634X 10 0	184,000	64,616	b	1	a(	64,616 shares)
LITTELFUSE INC	COM	537008 10 4	467,000	16,187	b	1	a(	16,187 shares)
LOEWS CORP	CAROLNA GP STK	540424 20 7	15,823,000	626,900	b	1	a(	626,900 shares)
LOEWS CORP	COM	540424 10 8	5,993,000	121,200	b	1	a(	121,200 shares)
LONE STAR TECHNOLOGIES INC	COM	542312 10 3	2,119,000	132,600	b	1	a(	132,600 shares)
LONGS DRUG STORES CORP	COM	543162 10 1	6,138,000	248,100	b	1	a(	248,100 shares)
LOUISIANA PAC CORP	COM	546347 10 5	4,896,000	273,800	b	1	a(	273,800 shares)
LOWES COS INC	COM	548661 10 7	20,555,000	371,100	b	1	a(	371,100 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)
LOWES COS INC	COM	548661 10 7	3,323,000	60,000 C	b	1	a(60,000 shares)
LOWES COS INC	COM	548661 10 7	6,326,000	114,200 P	b	1	a(114,200 shares)
LUBRIZOL CORP	COM	549271 10 4	1,805,000	55,500	b	1	a(55,500 shares)
LUCENT TECHNOLOGIES INC	COM	549463 10 7	47,000	16,700	b	1	a(16,700 shares)
LUCENT TECHNOLOGIES INC	DBCV 2.750% 6/	549463 AG 2	15,978,000	14,000,000	b	1	a(14,000,000 shares)
LUMINEX CORP DEL	COM	55027E 10 2	149,000	15,858	b	1	a(15,858 shares)
M & T BK CORP	COM	55261F 10 4	4,030,000	41,000	b	1	a(41,000 shares)
M & T BK CORP	COM	55261F 10 4	1,229,000	12,500 C	b	1	a(12,500 shares)
MBIA INC	COM	55262C 10 0	12,930,000	218,300	b	1	a(218,300 shares)
MBNA CORP	COM	55262L 10 0	16,070,000	646,700	b	1	a(646,700 shares)
MB FINANCIAL INC NEW	COM	55264U 10 8	937,000	25,741	b	1	a(25,741 shares)
M D C HLDGS INC	COM	552676 10 8	2,897,000	44,920	b	1	a(44,920 shares)
MDU RES GROUP INC	COM	552690 10 9	12,697,000	533,250	b	1	a(533,250 shares)
MEMC ELECTR MATLS INC	COM	552715 10 4	9,203,000	956,700	b	1	a(956,700 shares)
MGIC INVT CORP WIS	COM	552848 10 3	2,631,000	46,200	b	1	a(46,200 shares)
MGIC INVT CORP WIS	COM	552848 10 3	4,276,000	75,100 C	b	1	a(75,100 shares)
MGI PHARMA INC	COM	552880 10 6	440,000	10,700	b	1	a(10,700 shares)
MGI PHARMA INC	COM	552880 10 6	1,358,000	33,000 C	b	1	a(33,000 shares)
MGI PHARMA INC	COM	552880 10 6	2,675,000	65,000 P	b	1	a(65,000 shares)
MGM MIRAGE	COM	552953 10 1	18,049,000	479,900	b	1	a(479,900 shares)
MI DEVS INC	CL A SUB VTG	55304X 10 4	4,777,000	171,100	b	1	a(171,100 shares)
MKS INSTRUMENT INC	COM	55306N 10 4	647,000	22,304	b	1	a(22,304 shares)
MPS GROUP INC	COM	553409 10 3	1,264,000	135,200	b	1	a(135,200 shares)
MRO SOFTWARE INC	COM	55347W 10 5	198,000	14,692	b	1	a(14,692 shares)
MSC INDL DIRECT INC	CL A	553530 10 6	4,862,000	176,800	b	1	a(176,800 shares)
MTR GAMING GROUP INC	COM	553769 10 0	878,000	85,247	b	1	a(85,247 shares)
MTC TECHNOLOGIES INC	COM	55377A 10 6	374,000	11,601	b	1	a(11,601 shares)
MACROVISION CORP	COM	555904 10 1	3,842,000	170,082	b	1	a(170,082 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)	
MACROMEDIA INC	COM		556100 10 5	275,000	15,407		b	1	a(	15,407 shares)
MADDEN STEVEN LTD	COM		556269 10 8	511,000	25,033		b	1	a(	25,033 shares)
MAGMA DESIGN AUTOMATION	COM		559181 10 2	1,022,000	43,800		b	1	a(	43,800 shares)
MAGMA DESIGN AUTOMATION	COM		559181 10 2	4,808,000	206,000	C	b	1	a(	206,000 shares)
MAGNA ENTMT CORP	CL A		559211 10 7	76,000	14,931		b	1	a(	14,931 shares)
MAGNA INTL INC	CL A		559222 40 1	23,567,000	294,400		b	1	a(	294,400 shares)
MANDALAY RESORT GROUP	COM		562567 10 7	27,346,000	611,500		b	1	a(	611,500 shares)
MANDALAY RESORT GROUP	COM		562567 10 7	14,847,000	332,000	C	b	1	a(	332,000 shares)
MANDALAY RESORT GROUP	COM		562567 10 7	10,286,000	230,000	P	b	1	a(	230,000 shares)
MANUFACTURERS SVCS LTD	COM		565005 10 5	455,000	74,900		b	1	a(	74,900 shares)
MANUGISTICS GROUP INC	COM		565011 10 3	1,193,000	190,867		b	1	a(	190,867 shares)
MARATHON OIL CORP	COM		565849 10 6	526,000	15,900		b	1	a(	15,900 shares)
MARATHON OIL CORP	COM		565849 10 6	662,000	20,000	C	b	1	a(	20,000 shares)
MARATHON OIL CORP	COM		565849 10 6	1,655,000	50,000	P	b	1	a(	50,000 shares)
MARKEL CORP	NOTE	6/	570535 AC 8	8,578,000	25,000,000		b	1	a(	25,000,000 shares)
MARTIN MARIETTA MATLS INC	COM		573284 10 6	1,151,000	24,500		b	1	a(	24,500 shares)
MASSEY ENERGY CORP	COM		576206 10 6	724,000	34,800		b	1	a(	34,800 shares)
MASTEC INC	COM		576323 10 9	1,041,000	70,300		b	1	a(	70,300 shares)
MATTEL INC	COM		577081 10 2	64,123,000	3,327,600		b	1	a(	3,327,600 shares)
MATTSON TECHNOLOGY INC	COM		577223 10 0	366,000	29,910		b	1	a(	29,910 shares)
MAXIM INTEGRATED PRODS INC	COM		57772K 10 1	11,159,000	224,075		b	1	a(	224,075 shares)
MAXYGEN INC	COM		577776 10 7	284,000	26,703		b	1	a(	26,703 shares)
MAYTAG CORP	COM		578592 10 7	5,069,000	182,000	C	b	1	a(	182,000 shares)
MAYTAG CORP	COM		578592 10 7	557,000	20,000	P	b	1	a(	20,000 shares)
MCDATA CORP	CL A		580031 20 1	3,506,000	367,846		b	1	a(	367,846 shares)
MCDATA CORP	CL B		580031 10 2	779,000	81,762		b	1	a(	81,762 shares)
MCDERMOTT INTL INC	COM		580037 10 9	1,013,000	84,800		b	1	a(	84,800 shares)
MCDONALDS CORP	COM		580135 10 1	98,908,000	3,983,400		b	1	a(	3,983,400 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)	
MCDONALDS CORP	COM	580135 10 1	1,738,000	70,000 C	b	1	a(	70,000 shares)
MCGRAW HILL COS INC	COM	580645 10 9	30,674,000	438,700	b	1	a(	438,700 shares)
MCGRAW HILL COS INC	COM	580645 10 9	3,146,000	45,000 C	b	1	a(	45,000 shares)
MCGRAW HILL COS INC	COM	580645 10 9	4,195,000	60,000 P	b	1	a(	60,000 shares)
MCKESSON CORP	COM	58155Q 10 3	8,908,000	277,000 C	b	1	a(	277,000 shares)
MEDAREX INC	NOTE 4.500% 7/	583916 AA 9	1,856,000	2,000,000	b	1	a(	2,000,000 shares)
MEDALLION FINL CORP	COM	583928 10 6	180,000	18,965	b	1	a(	18,965 shares)
MEDCO HEALTH SOLUTIONS INC	COM	58405U 10 2	6,464,000	190,174	b	1	a(	190,174 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	794,000	12,200	b	1	a(	12,200 shares)
MEDIACOM COMMUNICATIONS CORP	NOTE 5.250% 7/	58446K AA 3	2,419,000	2,500,000	b	1	a(	2,500,000 shares)
MEDICIS PHARMACEUTICAL CORP	CL A NEW	584690 30 9	2,538,000	35,600	b	1	a(	35,600 shares)
MEDIMMUNE INC	COM	584699 10 2	5,353,000	210,767	b	1	a(	210,767 shares)
MEDIFAST INC	COM	58470H 10 1	165,000	11,700	b	1	a(	11,700 shares)
MEDTRONIC INC	COM	585055 10 6	374,000	7,700	b	1	a(	7,700 shares)
MEMBERWORKS INC	COM	586002 10 7	385,000	14,172	b	1	a(	14,172 shares)
MENS WEARHOUSE INC	COM	587118 10 0	348,000	13,900	b	1	a(	13,900 shares)
MERCK & CO INC	COM	589331 10 7	48,325,000	1,046,000	b	1	a(	1,046,000 shares)
MERCK & CO INC	COM	589331 10 7	3,072,000	66,500 C	b	1	a(	66,500 shares)
MERCK & CO INC	COM	589331 10 7	5,452,000	118,000 P	b	1	a(	118,000 shares)
MERCURY GENL CORP NEW	COM	589400 10 0	801,000	17,200	b	1	a(	17,200 shares)
MERCURY INTERACTIVE CORP	COM	589405 10 9	340,000	7,000	b	1	a(	7,000 shares)
MERCURY INTERACTIVE CORP	NOTE 5/	589405 AD 1	5,734,000	5,000,000	b	1	a(	5,000,000 shares)
MERCURY INTERACTIVE CORP	NOTE 4.750% 7/	589405 AB 5	21,668,000	21,400,000	b	1	a(	21,400,000 shares)
MEREDITH CORP	COM	589433 10 1	1,874,000	38,400	b	1	a(	38,400 shares)
MERIT MED SYS INC	COM	589889 10 4	3,905,000	175,440	b	1	a(	175,440 shares)
MERIDIAN GOLD INC	COM	589975 10 1	5,181,000	354,600	b	1	a(	354,600 shares)
MERIX CORP	COM	590049 10 2	601,000	24,517	b	1	a(	24,517 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)
MERRILL LYNCH & CO INC	COM	590188 10 8	7,044,000	120,100	b	1	a(120,100 shares)
MERRILL LYNCH & CO INC	COM	590188 10 8	83,089,000	1,416,700 C	b	1	a(1,416,700 shares)
MERRILL LYNCH & CO INC	FRNT 3/	590188 A7 3	22,158,000	21,383,000	b	1	a(21,383,000 shares)
METAL MGMT INC	COM NEW	591097 20 9	358,000	9,700	b	1	a(9,700 shares)
METHANEX CORP	COM	59151K 10 8	2,885,000	257,198	b	1	a(257,198 shares)
METHODE ELECTRS INC	CL A	591520 20 0	809,000	66,153	b	1	a(66,153 shares)
METLIFE INC	COM	59156R 10 8	2,862,000	85,000 C	b	1	a(85,000 shares)
METLIFE INC	COM	59156R 10 8	3,030,000	90,000 P	b	1	a(90,000 shares)
METRO ONE TELECOMMUNICATIONS	COM	59163F 10 5	667,000	256,550	b	1	a(256,550 shares)
METROLOGIC INSTRS INC	COM	591676 10 1	5,149,000	190,722	b	1	a(190,722 shares)
MICHAELS STORES INC	COM	594087 10 8	729,000	16,500	b	1	a(16,500 shares)
MICHAELS STORES INC	COM	594087 10 8	663,000	15,000 C	b	1	a(15,000 shares)
MICHAELS STORES INC	COM	594087 10 8	442,000	10,000 P	b	1	a(10,000 shares)
MICROSOFT CORP	COM	594918 10 4	23,560,000	855,479	b	1	a(855,479 shares)
MICROSOFT CORP	COM	594918 10 4	276,659,000	10,045,700 C	b	1	a(10,045,700 shares)
MICROSOFT CORP	COM	594918 10 4	1,534,000	55,700 P	b	1	a(55,700 shares)
MICROVISION INC WASH	COM	594960 10 6	298,000	39,100	b	1	a(39,100 shares)
MICROSTRATEGY INC	CL A NEW	594972 40 8	483,000	9,213	b	1	a(9,213 shares)
MICROMUSE INC	COM	595094 10 3	2,089,000	302,809	b	1	a(302,809 shares)
MICRON TECHNOLOGY INC	COM	595112 10 3	6,521,000	484,100	b	1	a(484,100 shares)
MID ATLANTIC MED SVCS INC	COM	59523C 10 7	44,401,000	685,200	b	1	a(685,200 shares)
MIDDLEBY CORP	COM	596278 10 1	1,800,000	44,480	b	1	a(44,480 shares)
MILLENNIUM PHARMACEUTICALS I	COM	599902 10 3	21,091,000	1,129,671	b	1	a(1,129,671 shares)
MILLER HERMAN INC	COM	600544 10 0	5,686,000	234,263	b	1	a(234,263 shares)
MILLIPORE CORP	COM	601073 10 9	215,000	5,000 C	b	1	a(5,000 shares)
MINERALS TECHNOLOGIES INC	COM	603158 10 6	800,000	13,500 C	b	1	a(13,500 shares)
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409 10 9	5,432,000	65,600	b	1	a(65,600 shares)
MOHAWK INDS INC	COM	608190 10 4	5,248,000	74,400	b	1	a(74,400 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)	
MOHAWK INDS INC	COM	608190 10 4	1,552,000	22,000 C	b	1	a(	22,000 shares)
MOHAWK INDS INC	COM	608190 10 4	1,411,000	20,000 P	b	1	a(	20,000 shares)
MOLEX INC	CL A	608554 20 0	335,000	11,400	b	1	a(	11,400 shares)
MOLEX INC	COM	608554 10 1	2,267,000	64,973	b	1	a(	64,973 shares)
MONSANTO CO NEW	COM	61166W 10 1	45,673,000	1,586,959	b	1	a(	1,586,959 shares)
MONSTER WORLDWIDE INC	COM	611742 10 7	19,300,000	878,878	b	1	a(	878,878 shares)
MONY GROUP INC	COM	615337 10 2	1,790,000	57,200	b	1	a(	57,200 shares)
MONY GROUP INC	COM	615337 10 2	313,000	10,000 P	b	1	a(	10,000 shares)
MOODYS CORP	COM	615369 10 5	32,618,000	538,700	b	1	a(	538,700 shares)
MORGAN STANLEY	COM NEW	617446 44 8	36,244,000	626,300	b	1	a(	626,300 shares)
MOTHERS WK INC	COM	619903 10 7	215,000	8,826	b	1	a(	8,826 shares)
MOTOROLA INC	COM	620076 10 9	12,311,000	875,000	b	1	a(	875,000 shares)
MOVIE GALLERY INC	COM	624581 10 4	270,000	14,467	b	1	a(	14,467 shares)
MUELLER INDS INC	COM	624756 10 2	206,000	6,000	b	1	a(	6,000 shares)
MULTIMEDIA GAMES INC	COM	625453 10 5	378,000	9,200	b	1	a(	9,200 shares)
MURPHY OIL CORP	COM	626717 10 2	1,744,000	26,700	b	1	a(	26,700 shares)
MYKROLIS CORP	COM	62852P 10 3	3,188,000	198,275	b	1	a(	198,275 shares)
MYLAN LABS INC	COM	628530 10 7	29,682,000	1,175,050	b	1	a(	1,175,050 shares)
NBTY INC	COM	628782 10 4	2,079,000	77,383	b	1	a(	77,383 shares)
NCI BUILDING SYS INC	COM	628852 10 5	2,292,000	95,900	b	1	a(	95,900 shares)
NPS PHARMACEUTICALS INC	COM	62936P 10 3	4,010,000	130,446	b	1	a(	130,446 shares)
NTL INC DEL	COM	62940M 10 4	731,000	10,479	b	1	a(	10,479 shares)
NUI CORP	COM	629431 10 7	469,000	29,100	b	1	a(	29,100 shares)
NVR INC	COM	62944T 10 5	44,270,000	95,000	b	1	a(	95,000 shares)
NAM TAI ELECTRS INC	COM PAR $0.02	629865 20 5	4,662,000	166,035	b	1	a(	166,035 shares)
NATIONAL CITY CORP	COM	635405 10 3	15,466,000	455,700	b	1	a(	455,700 shares)
NATIONAL COMMERCE FINL CORP	COM	63545P 10 4	1,634,000	59,900	b	1	a(	59,900 shares)
NATIONAL FINL PARTNERS CORP	COM	63607P 20 8	493,000	17,900	b	1	a(	17,900 shares)

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Page Total 265,603,000

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)	
NATIONAL FUEL GAS CO N J	COM	636180 10 1	2,202,000	90,100		b	1	a(	90,100 shares)
NATIONAL SEMICONDUCTOR CORP	COM	637640 10 3	3,614,000	91,700		b	1	a(	91,700 shares)
NATIONAL SEMICONDUCTOR CORP	COM	637640 10 3	2,010,000	51,000	C	b	1	a(	51,000 shares)
NATIONAL SEMICONDUCTOR CORP	COM	637640 10 3	788,000	20,000	P	b	1	a(	20,000 shares)
NATIONWIDE FINL SVCS INC	CL A	638612 10 1	975,000	29,500		b	1	a(	29,500 shares)
NAVIGATORS GROUP INC	COM	638904 10 2	294,000	9,518		b	1	a(	9,518 shares)
NATURES SUNSHINE PRODUCTS IN	COM	639027 10 1	93,000	11,044		b	1	a(	11,044 shares)
NATUZZI S P A	ADR	63905A 10 1	995,000	98,700		b	1	a(	98,700 shares)
NAUTILUS GROUP INC	COM	63910B 10 2	5,607,000	399,100		b	1	a(	399,100 shares)
NAUTILUS GROUP INC	COM	63910B 10 2	351,000	25,000	C	b	1	a(	25,000 shares)
NAVISTAR INTL CORP NEW	COM	63934E 10 8	11,862,000	247,700		b	1	a(	247,700 shares)
NAVIGANT CONSULTING INC	COM	63935N 10 7	1,548,000	82,100		b	1	a(	82,100 shares)
NDCHEALTH CORP	COM	639480 10 2	681,000	26,600		b	1	a(	26,600 shares)
NEIGHBORCARE INC	COM	64015Y 10 4	6,451,000	326,650		b	1	a(	326,650 shares)
NELNET INC	CL A	64031N 10 8	1,120,000	50,000		b	1	a(	50,000 shares)
NEOFORMA COM INC	COM NEW	640475 50 5	380,000	35,684		b	1	a(	35,684 shares)
NEOWARE SYS INC	COM	64065P 10 2	273,000	19,915		b	1	a(	19,915 shares)
NEOPHARM INC	COM	640919 10 6	1,033,000	56,403		b	1	a(	56,403 shares)
NEOPHARM INC	COM	640919 10 6	1,017,000	55,500	C	b	1	a(	55,500 shares)
NEOPHARM INC	COM	640919 10 6	1,218,000	66,500	P	b	1	a(	66,500 shares)
NETWORKS ASSOCS INC	COM	640938 10 6	3,373,000	224,300		b	1	a(	224,300 shares)
NETFLIX COM INC	COM	64110L 10 6	4,988,000	91,200	C	b	1	a(	91,200 shares)
NETFLIX COM INC	COM	64110L 10 6	3,730,000	68,200	P	b	1	a(	68,200 shares)
NETEASE COM INC	SPONSORED ADR	64110W 10 2	14,042,000	380,551		b	1	a(	380,551 shares)
NETEASE COM INC	SPONSORED ADR	64110W 10 2	5,867,000	159,000	C	b	1	a(	159,000 shares)
NETEASE COM INC	SPONSORED ADR	64110W 10 2	6,882,000	186,500	P	b	1	a(	186,500 shares)
NETOPIA INC	COM	64114K 10 4	3,026,000	207,540		b	1	a(	207,540 shares)
NETIQ CORP	COM	64115P 10 2	3,806,000	287,243		b	1	a(	287,243 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)
NETWORK APPLIANCE INC	COM	64120L 10 4	5,160,000	251,343	b	1	a(251,343 shares)
NEUROCRINE BIOSCIENCES INC	COM	64125C 10 9	12,475,000	228,733	b	1	a(228,733 shares)
NEUROCRINE BIOSCIENCES INC	COM	64125C 10 9	1,145,000	21,000 C	b	1	a(21,000 shares)
NEW CENTURY FINANCIAL CORP	COM	64352D 10 1	3,273,000	82,500 C	b	1	a(82,500 shares)
NEW JERSEY RES	COM	646025 10 6	297,000	7,700	b	1	a(7,700 shares)
NEW YORK CMNTY BANCORP INC	COM	649445 10 3	7,871,000	206,858	b	1	a(206,858 shares)
NEWFIELD EXPL CO	COM	651290 10 8	14,440,000	324,206	b	1	a(324,206 shares)
NEWMONT MINING CORP	COM	651639 10 6	59,844,000	1,231,100	b	1	a(1,231,100 shares)
NEWPARK RES INC	COM PAR $.01NEW	651718 50 4	522,000	109,000	b	1	a(109,000 shares)
NEWPORT CORP	COM	651824 10 4	2,315,000	140,045	b	1	a(140,045 shares)
NEWS CORP LTD	SP ADR PFD	652487 80 2	18,713,000	618,619	b	1	a(618,619 shares)
NEXTEL COMMUNICATIONS INC	CL A	65332V 10 3	102,885,000	3,666,600 C	b	1	a(3,666,600 shares)
NEXTEL COMMUNICATIONS INC	CL A	65332V 10 3	3,087,000	110,000 P	b	1	a(110,000 shares)
NICE SYS LTD	SPONSORED ADR	653656 10 8	745,000	29,383	b	1	a(29,383 shares)
NICOR INC	COM	654086 10 7	620,000	18,200	b	1	a(18,200 shares)
NIKE INC	CL B	654106 10 3	2,759,000	40,300	b	1	a(40,300 shares)
NIKE INC	CL B	654106 10 3	1,527,000	22,300 C	b	1	a(22,300 shares)
NIKE INC	CL B	654106 10 3	2,006,000	29,300 P	b	1	a(29,300 shares)
NISOURCE INC	COM	65473P 10 5	5,897,000	268,800	b	1	a(268,800 shares)
NOKIA CORP	SPONSORED ADR	654902 20 4	71,157,000	4,185,700	b	1	a(4,185,700 shares)
NOBLE ENERGY INC	COM	655044 10 5	6,269,000	141,100	b	1	a(141,100 shares)
NORDSON CORP	COM	655663 10 2	1,773,000	51,352	b	1	a(51,352 shares)
NORDSTROM INC	COM	655664 10 0	343,000	10,000 P	b	1	a(10,000 shares)
NORFOLK SOUTHERN CORP	COM	655844 10 8	25,138,000	1,062,900	b	1	a(1,062,900 shares)
NORTH FORK BANCORPORATION NY	COM	659424 10 5	9,243,000	228,400	b	1	a(228,400 shares)
NORTHEAST UTILS	COM	664397 10 6	1,325,000	65,700	b	1	a(65,700 shares)
NORTHROP GRUMMAN CORP	COM	666807 10 2	24,713,000	258,500	b	1	a(258,500 shares)
NORTHROP GRUMMAN CORP	COM	666807 10 2	29,540,000	309,000 C	b	1	a(309,000 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)	
NORTHROP GRUMMAN CORP	COM	666807 10 2	10,707,000	112,000 P	b	1	a(	112,000 shares)
NORTHWEST AIRLS CORP	CL A	667280 10 1	6,902,000	546,900	b	1	a(	546,900 shares)
NORTHWEST NAT GAS CO	COM	667655 10 4	360,000	11,700	b	1	a(	11,700 shares)
NOVARTIS A G	SPONSORED ADR	66987V 10 9	4,493,000	97,900	b	1	a(	97,900 shares)
NOVELLUS SYS INC	COM	670008 10 1	841,000	20,000 C	b	1	a(	20,000 shares)
NOVOSTE CORP	COM	67010C 10 0	145,000	30,210	b	1	a(	30,210 shares)
NSTAR	COM	67019E 10 7	2,750,000	56,700	b	1	a(	56,700 shares)
NUCOR CORP	COM	670346 10 5	36,803,000	657,200	b	1	a(	657,200 shares)
NUCOR CORP	COM	670346 10 5	728,000	13,000 C	b	1	a(	13,000 shares)
NUCOR CORP	COM	670346 10 5	728,000	13,000 P	b	1	a(	13,000 shares)
NUEVO ENERGY CO	COM	670509 10 8	5,627,000	232,800	b	1	a(	232,800 shares)
NVIDIA CORP	COM	67066G 10 4	209,000	9,000	b	1	a(	9,000 shares)
NVIDIA CORP	COM	67066G 10 4	3,966,000	170,600 C	b	1	a(	170,600 shares)
NUVELO INC	COM	67072M 10 3	775,000	223,361	b	1	a(	223,361 shares)
OGE ENERGY CORP	COM	670837 10 3	670,000	27,700	b	1	a(	27,700 shares)
OM GROUP INC	COM	670872 10 0	4,570,000	174,500 C	b	1	a(	174,500 shares)
NUVEEN INVTS INC	CL A	67090F 10 6	2,258,000	84,700	b	1	a(	84,700 shares)
OSI PHARMACEUTICALS INC	COM	671040 10 3	2,045,000	63,500	b	1	a(	63,500 shares)
OSI PHARMACEUTICALS INC	COM	671040 10 3	3,656,000	113,500 C	b	1	a(	113,500 shares)
OSI PHARMACEUTICALS INC	COM	671040 10 3	1,382,000	42,900 P	b	1	a(	42,900 shares)
OCULAR SCIENCES INC	COM	675744 10 6	382,000	13,313	b	1	a(	13,313 shares)
ODYSSEY HEALTHCARE INC	COM	67611V 10 1	205,000	7,000 C	b	1	a(	7,000 shares)
ODYSSEY RE HLDGS CORP	DBCV 4.375% 6/	67612W AB 4	4,659,000	3,905,000	b	1	a(	3,905,000 shares)
OFFICE DEPOT INC	COM	676220 10 6	1,771,000	106,000 C	b	1	a(	106,000 shares)
OHIO CAS CORP	NOTE 5.000% 3/	677240 AC 7	5,758,000	5,500,000	b	1	a(	5,500,000 shares)
OLD REP INTL CORP	COM	680223 10 4	24,425,000	963,150	b	1	a(	963,150 shares)
OMNICOM GROUP INC	COM	681919 10 6	15,370,000	176,000 C	b	1	a(	176,000 shares)
OMNICOM GROUP INC	COM	681919 10 6	2,620,000	30,000 P	b	1	a(	30,000 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)	
1-800 CONTACTS INC	COM	681977 10 4	371,000	17,664	b	1	a(	17,664 shares)
1 800 FLOWERS COM	CL A	68243Q 10 6	719,000	65,007	b	1	a(	65,007 shares)
ONEOK INC NEW	COM	682680 10 3	4,109,000	186,100	b	1	a(	186,100 shares)
OPEN JT STK CO-VIMPEL COMMUN	SPONSORED ADR	68370R 10 9	8,769,000	119,300	b	1	a(	119,300 shares)
OPENWAVE SYS INC	COM NEW	683718 30 8	2,644,000	240,348	b	1	a(	240,348 shares)
OPEN SOLUTIONS INC	COM	68371P 10 2	1,320,000	75,000	b	1	a(	75,000 shares)
ORACLE CORP	COM	68389X 10 5	37,308,000	2,826,380	b	1	a(	2,826,380 shares)
ORACLE CORP	COM	68389X 10 5	3,960,000	300,000 C	b	1	a(	300,000 shares)
ORBITAL SCIENCES CORP	COM	685564 10 6	2,048,000	170,400	b	1	a(	170,400 shares)
O REILLY AUTOMOTIVE INC	COM	686091 10 9	3,141,000	81,872	b	1	a(	81,872 shares)
ORTHOLOGIC CORP	COM	68750J 10 7	334,000	54,513	b	1	a(	54,513 shares)
ORTHODONTIC CTRS AMER INC	COM	68750P 10 3	346,000	43,000	b	1	a(	43,000 shares)
OSHKOSH TRUCK CORP	COM	688239 20 1	883,000	17,300	b	1	a(	17,300 shares)
OSTEOTECH INC	COM	688582 10 5	2,069,000	235,095	b	1	a(	235,095 shares)
OWENS ILL INC	PFD CONV $.01	690768 50 2	1,315,000	41,300	b	1	a(	41,300 shares)
OXFORD HEALTH PLANS INC	COM	691471 10 6	13,420,000	308,500 C	b	1	a(	308,500 shares)
OXFORD HEALTH PLANS INC	COM	691471 10 6	7,439,000	171,000 P	b	1	a(	171,000 shares)
OXFORD INDS INC	COM	691497 30 9	1,050,000	31,000	b	1	a(	31,000 shares)
OXIGENE INC	COM	691828 10 7	1,736,000	214,864	b	1	a(	214,864 shares)
OXIGENE INC	COM	691828 10 7	218,000	27,000 C	b	1	a(	27,000 shares)
OXIGENE INC	COM	691828 10 7	105,000	13,000 P	b	1	a(	13,000 shares)
PC-TEL INC	COM	69325Q 10 5	1,817,000	171,209	b	1	a(	171,209 shares)
P F CHANGS CHINA BISTRO INC	COM	69333Y 10 8	10,706,000	210,416	b	1	a(	210,416 shares)
PLX TECHNOLOGY INC	COM	693417 10 7	393,000	44,370	b	1	a(	44,370 shares)
PMC-SIERRA INC	COM	69344F 10 6	228,000	11,300	b	1	a(	11,300 shares)
PNC FINL SVCS GROUP INC	COM	693475 10 5	2,737,000	50,000 C	b	1	a(	50,000 shares)
POSCO	SPONSORED ADR	693483 10 9	28,922,000	851,400	b	1	a(	851,400 shares)
PNM RES INC	COM	69349H 10 7	2,785,000	99,100	b	1	a(	99,100 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)
PPG INDS INC	COM	693506 10 7	3,329,000	52,000	b	1	a(52,000 shares)
PPG INDS INC	COM	693506 10 7	1,729,000	27,000 P	b	1	a(27,000 shares)
PPL CORP	COM	69351T 10 6	15,295,000	349,600	b	1	a(349,600 shares)
PRG-SCHULTZ INTERNATIONAL IN	NOTE 4.750%11/	69357C AA 5	1,419,000	1,500,000	b	1	a(1,500,000 shares)
PACCAR INC	COM	693718 10 8	2,174,000	25,544	b	1	a(25,544 shares)
PACCAR INC	COM	693718 10 8	426,000	5,000 P	b	1	a(5,000 shares)
PACER INTL INC TENN	COM	69373H 10 6	422,000	20,860	b	1	a(20,860 shares)
PACIFIC CAP BANCORP NEW	COM	69404P 10 1	839,000	22,782	b	1	a(22,782 shares)
PACIFIC SUNWEAR CALIF INC	COM	694873 10 0	22,277,000	1,054,785	b	1	a(1,054,785 shares)
PACIFICARE HEALTH SYS DEL	COM	695112 10 2	36,561,000	540,849	b	1	a(540,849 shares)
PACIFICARE HEALTH SYS DEL	COM	695112 10 2	3,718,000	55,000 C	b	1	a(55,000 shares)
PACIFICARE HEALTH SYS DEL	COM	695112 10 2	6,814,000	100,800 P	b	1	a(100,800 shares)
PACKAGING CORP AMER	COM	695156 10 9	9,555,000	437,100	b	1	a(437,100 shares)
PACTIV CORP	COM	695257 10 5	2,643,000	110,600	b	1	a(110,600 shares)
PALATIN TECHNOLOGIES INC	COM NEW	696077 30 4	1,283,000	513,100	b	1	a(513,100 shares)
PALL CORP	COM	696429 30 7	2,026,000	75,500	b	1	a(75,500 shares)
PALMONE INC	COM	69713P 10 7	1,828,000	155,617	b	1	a(155,617 shares)
PANERA BREAD CO	CL A	69840W 10 8	2,911,000	73,651	b	1	a(73,651 shares)
PARAMETRIC TECHNOLOGY CORP	COM	699173 10 0	2,840,000	720,873	b	1	a(720,873 shares)
PARK ELECTROCHEMICAL CORP	COM	700416 20 9	238,000	9,000	b	1	a(9,000 shares)
PARKER DRILLING CO	COM	701081 10 1	1,053,000	412,800	b	1	a(412,800 shares)
PATHMARK STORES INC NEW	COM	70322A 10 1	86,000	11,377	b	1	a(11,377 shares)
PATTERSON DENTAL CO	COM	703412 10 6	6,384,000	99,500 C	b	1	a(99,500 shares)
PATTERSON DENTAL CO	COM	703412 10 6	9,111,000	142,000 P	b	1	a(142,000 shares)
PATTERSON UTI ENERGY INC	COM	703481 10 1	17,386,000	528,126	b	1	a(528,126 shares)
PAYLESS SHOESOURCE INC	COM	704379 10 6	343,000	25,600	b	1	a(25,600 shares)
PAYLESS SHOESOURCE INC	COM	704379 10 6	1,085,000	81,000 C	b	1	a(81,000 shares)
PAYLESS SHOESOURCE INC	COM	704379 10 6	764,000	57,000 P	b	1	a(57,000 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)	
PEDIATRIX MED GROUP	COM	705324 10 1	1,036,000	18,800	b	1	a(	18,800 shares)
PEDIATRIX MED GROUP	COM	705324 10 1	2,732,000	49,600 C	b	1	a(	49,600 shares)
PEGASUS SOLUTIONS INC	COM	705906 10 5	797,000	76,099	b	1	a(	76,099 shares)
PENN-AMER GROUP INC	COM	707247 10 2	322,000	24,300	b	1	a(	24,300 shares)
PENNEY J C INC	COM	708160 10 6	10,094,000	384,100	b	1	a(	384,100 shares)
PENTAIR INC	COM	709631 10 5	5,402,000	118,200	b	1	a(	118,200 shares)
PEOPLES ENERGY CORP	COM	711030 10 6	1,143,000	27,200	b	1	a(	27,200 shares)
PEOPLESOFT INC	COM	712713 10 6	1,147,000	50,314	b	1	a(	50,314 shares)
PEP BOYS MANNY MOE & JACK	COM	713278 10 9	1,734,000	75,800	b	1	a(	75,800 shares)
PEPSIAMERICAS INC	COM	71343P 20 0	197,000	11,500	b	1	a(	11,500 shares)
PEPSICO INC	COM	713448 10 8	424,000	9,100	b	1	a(	9,100 shares)
PEPSICO INC	COM	713448 10 8	26,667,000	572,000 C	b	1	a(	572,000 shares)
PERKINELMER INC	COM	714046 10 9	9,356,000	548,100	b	1	a(	548,100 shares)
P T TELEKOMUNIKASI INDONESIA	SPONSORED ADR	715684 10 6	1,701,000	103,600	b	1	a(	103,600 shares)
PETCO ANIMAL SUPPLIES	COM NEW	716016 20 9	12,414,000	407,681	b	1	a(	407,681 shares)
PETROKAZAKHSTAN INC	COM	71649P 10 2	2,589,000	115,000	b	1	a(	115,000 shares)
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V 40 8	693,000	23,700	b	1	a(	23,700 shares)
PETSMART INC	COM	716768 10 6	13,361,000	561,385	b	1	a(	561,385 shares)
PFIZER INC	COM	717081 10 3	83,360,000	2,359,480	b	1	a(	2,359,480 shares)
PFIZER INC	COM	717081 10 3	14,365,000	406,600 C	b	1	a(	406,600 shares)
PFIZER INC	COM	717081 10 3	5,300,000	150,000 P	b	1	a(	150,000 shares)
PHARMACEUTICAL RES INC	COM	717125 10 8	5,733,000	88,000	b	1	a(	88,000 shares)
PHARMACEUTICAL RES INC	COM	717125 10 8	326,000	5,000 C	b	1	a(	5,000 shares)
PHARMACEUTICAL RES INC	COM	717125 10 8	326,000	5,000 P	b	1	a(	5,000 shares)
PHARMACOPEIA INC	COM	71713B 10 4	428,000	30,146	b	1	a(	30,146 shares)
PHELPS DODGE CORP	COM	717265 10 2	38,608,000	507,400	b	1	a(	507,400 shares)
PHELPS DODGE CORP	COM	717265 10 2	6,011,000	79,000 C	b	1	a(	79,000 shares)
PHILADELPHIA CONS HLDG CORP	COM	717528 10 3	1,010,000	20,686	b	1	a(	20,686 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)	
PHILIPPINE LONG DISTANCE TEL	SPON GDR PFD	718252 70 3	1,324,000	27,800	b	1	a(	27,800 shares)
PHILIPPINE LONG DISTANCE TEL	SPONSORED ADR	718252 60 4	352,000	20,200	b	1	a(	20,200 shares)
PHOENIX COS INC NEW	COM	71902E 10 9	120,000	10,000 C	b	1	a(	10,000 shares)
PHOENIX TECHNOLOGY LTD	COM	719153 10 8	177,000	21,880	b	1	a(	21,880 shares)
PHOTON DYNAMICS INC	COM	719364 10 1	3,450,000	85,728	b	1	a(	85,728 shares)
PHOTRONICS INC	COM	719405 10 2	450,000	22,578	b	1	a(	22,578 shares)
PIEDMONT NAT GAS INC	COM	720186 10 5	1,365,000	31,400	b	1	a(	31,400 shares)
PIER 1 IMPORTS INC	COM	720279 10 8	16,504,000	755,000	b	1	a(	755,000 shares)
PINNACLE ENTMT INC	COM	723456 10 9	206,000	22,100	b	1	a(	22,100 shares)
PINNACLE WEST CAP CORP	COM	723484 10 1	4,318,000	107,900	b	1	a(	107,900 shares)
PIONEER NAT RES CO	COM	723787 10 7	2,219,000	69,500	b	1	a(	69,500 shares)
PITNEY BOWES INC	COM	724479 10 0	24,608,000	605,800	b	1	a(	605,800 shares)
PIXAR	COM	725811 10 3	1,025,000	14,800	b	1	a(	14,800 shares)
PLACER DOME INC	COM	725906 10 1	9,867,000	550,900	b	1	a(	550,900 shares)
PLAINS RES INC	COM PAR $0.10	726540 50 3	169,000	10,500	b	1	a(	10,500 shares)
PLANAR SYS INC	COM	726900 10 3	3,554,000	146,131	b	1	a(	146,131 shares)
PLUMTREE SOFTWARE INC	COM	72940Q 10 4	203,000	43,233	b	1	a(	43,233 shares)
POGO PRODUCING CO	COM	730448 10 7	45,040,000	932,500	b	1	a(	932,500 shares)
POLARIS INDS INC	COM	731068 10 2	3,729,000	42,100	b	1	a(	42,100 shares)
POLYCOM INC	COM	73172K 10 4	3,884,000	198,978	b	1	a(	198,978 shares)
POLYMEDICA CORP	COM	731738 10 0	1,642,000	62,400 C	b	1	a(	62,400 shares)
POLYMEDICA CORP	COM	731738 10 0	553,000	21,000 P	b	1	a(	21,000 shares)
POLYONE CORP	COM	73179P 10 6	548,000	85,700	b	1	a(	85,700 shares)
PORTAL SOFTWARE INC	COM NEW	736126 30 1	2,811,000	417,646	b	1	a(	417,646 shares)
PORTFOLIO RECOVERY ASSOCS IN	COM	73640Q 10 5	271,000	10,225	b	1	a(	10,225 shares)
POTASH CORP SASK INC	COM	73755L 10 7	6,054,000	70,000	b	1	a(	70,000 shares)
POTASH CORP SASK INC	COM	73755L 10 7	5,371,000	62,000 C	b	1	a(	62,000 shares)
POTASH CORP SASK INC	COM	73755L 10 7	13,991,000	161,500 P	b	1	a(	161,500 shares)
		Page Total	153,805,000					

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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)	
POTLATCH CORP	COM	737628 10 7	6,551,000	188,400	b	1	a(	188,400 shares)
POWER-ONE INC	COM	739308 10 4	250,000	23,106	b	1	a(	23,106 shares)
POWERWAVE TECHNOLOGIES INC	COM	739363 10 9	103,000	13,411	b	1	a(	13,411 shares)
POZEN INC	COM	73941U 10 2	336,000	32,950	b	1	a(	32,950 shares)
PRAECIS PHARMACEUTICALS INC	COM	739421 10 5	3,100,000	481,388	b	1	a(	481,388 shares)
PRAXAIR INC	COM	74005P 10 4	35,877,000	939,200	b	1	a(	939,200 shares)
PRICE COMMUNICATIONS CORP	COM NEW	741437 30 5	6,640,000	483,600	b	1	a(	483,600 shares)
PRICE T ROWE GROUP INC	COM	74144T 10 8	2,921,000	61,611	b	1	a(	61,611 shares)
PRICELINE COM INC	COM NEW	741503 40 3	4,045,000	225,962	b	1	a(	225,962 shares)
PRIME MED SVCS INC NEW	COM	74156D 10 8	325,000	69,294	b	1	a(	69,294 shares)
PRIME HOSPITALITY CORP	COM	741917 10 8	967,000	94,800	b	1	a(	94,800 shares)
PRINCIPAL FINANCIAL GROUP IN	COM	74251V 10 2	9,223,000	278,900	b	1	a(	278,900 shares)
PROCTER & GAMBLE CO	COM	742718 10 9	749,000	7,500	b	1	a(	7,500 shares)
PROCTER & GAMBLE CO	COM	742718 10 9	14,982,000	150,000 C	b	1	a(	150,000 shares)
PROCTER & GAMBLE CO	COM	742718 10 9	53,386,000	534,500 P	b	1	a(	534,500 shares)
PROGENICS PHARMACEUTICALS IN	COM	743187 10 6	1,560,000	82,732	b	1	a(	82,732 shares)
PROGRESS ENERGY INC	COM	743263 10 5	335,000	7,400	b	1	a(	7,400 shares)
PROQUEST COMPANY	COM	74346P 10 2	3,540,000	120,200	b	1	a(	120,200 shares)
PROTECTIVE LIFE CORP	COM	743674 10 3	1,076,000	31,800	b	1	a(	31,800 shares)
PROTEIN DESIGN LABS INC	COM	74369L 10 3	1,646,000	91,964	b	1	a(	91,964 shares)
PROVIDENT FINL SVCS INC	COM	74386T 10 5	3,589,000	189,900	b	1	a(	189,900 shares)
PROVINCE HEALTHCARE CO	COM	743977 10 0	5,413,000	338,300	b	1	a(	338,300 shares)
PROVIDIAN FINL CORP	COM	74406A 10 2	267,000	22,900	b	1	a(	22,900 shares)
PROXIM CORP	CL A	744283 10 2	1,788,000	1,070,704	b	1	a(	1,070,704 shares)
PRUDENTIAL FINL INC	COM	744320 10 2	848,000	20,300	b	1	a(	20,300 shares)
PUBLIC SVC ENTERPRISE GROUP	COM	744573 10 6	12,671,000	289,300	b	1	a(	289,300 shares)
PUGET ENERGY INC NEW	COM	745310 10 2	1,015,000	42,700	b	1	a(	42,700 shares)
PULTE HOMES INC	COM	745867 10 1	11,562,000	123,500	b	1	a(	123,500 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)	
PULTE HOMES INC	COM	745867 10 1	16,692,000	178,300 C	b	1	a(	178,300 shares)
PULTE HOMES INC	COM	745867 10 1	3,745,000	40,000 P	b	1	a(	40,000 shares)
PUMATECH INC	COM	745887 10 9	2,399,000	602,806	b	1	a(	602,806 shares)
QLOGIC CORP	COM	747277 10 1	643,000	12,470	b	1	a(	12,470 shares)
QLOGIC CORP	COM	747277 10 1	35,996,000	697,600 C	b	1	a(	697,600 shares)
QLOGIC CORP	COM	747277 10 1	3,829,000	74,200 P	b	1	a(	74,200 shares)
QAD INC	COM	74727D 10 8	131,000	10,681	b	1	a(	10,681 shares)
QUALCOMM INC	COM	747525 10 3	7,713,000	143,011	b	1	a(	143,011 shares)
QUALITY SYS INC	COM	747582 10 4	2,658,000	59,602	b	1	a(	59,602 shares)
QUANEX CORP	COM	747620 10 2	433,000	9,400	b	1	a(	9,400 shares)
QUANTUM FUEL SYS TECH WORLDW	COM	74765E 10 9	257,000	32,015	b	1	a(	32,015 shares)
QUEST DIAGNOSTICS INC	COM	74834L 10 0	7,867,000	107,600	b	1	a(	107,600 shares)
QUEST DIAGNOSTICS INC	COM	74834L 10 0	13,935,000	190,600 C	b	1	a(	190,600 shares)
QUEST DIAGNOSTICS INC	COM	74834L 10 0	4,387,000	60,000 P	b	1	a(	60,000 shares)
QUESTAR CORP	COM	748356 10 2	6,763,000	192,400	b	1	a(	192,400 shares)
QUICKLOGIC CORP	COM	74837P 10 8	281,000	56,547	b	1	a(	56,547 shares)
QUILMES INDL QUINSA SOCIETE	SP ADR CL B	74838Y 20 7	1,516,000	92,700	b	1	a(	92,700 shares)
QWEST COMMUNICATIONS INTL IN	COM	749121 10 9	2,675,000	619,100 C	b	1	a(	619,100 shares)
R H DONNELLEY CORP	COM NEW	74955W 30 7	10,793,000	270,900	b	1	a(	270,900 shares)
RPM INTL INC	COM	749685 10 3	4,130,000	250,900	b	1	a(	250,900 shares)
RSA SEC INC	COM	749719 10 0	769,000	54,173	b	1	a(	54,173 shares)
RF MICRODEVICES INC	COM	749941 10 0	12,769,000	1,270,501	b	1	a(	1,270,501 shares)
RADIAN GROUP INC	COM	750236 10 1	634,000	13,000	b	1	a(	13,000 shares)
RADIOSHACK CORP	COM	750438 10 3	33,279,000	1,084,700	b	1	a(	1,084,700 shares)
RAMBUS INC DEL	COM	750917 10 6	26,466,000	862,100	b	1	a(	862,100 shares)
RALCORP HLDGS INC NEW	COM	751028 10 1	2,650,000	84,500	b	1	a(	84,500 shares)
RANGE RES CORP	COM	75281A 10 9	828,000	87,600	b	1	a(	87,600 shares)
RANDGOLD & EXPL LTD	SPON ADR NEW	753009 30 7	440,000	26,845	b	1	a(	26,845 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED		Page Total	204,678,000					

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)	
RARE HOSPITALITY INTL INC	COM	753820 10 9	2,803,000	114,674	b	1	a(	114,674 shares)
RAYTHEON CO	COM NEW	755111 50 7	4,170,000	138,800	b	1	a(	138,800 shares)
READERS DIGEST ASSN INC	COM	755267 10 1	657,000	44,800	b	1	a(	44,800 shares)
RED HAT INC	COM	756577 10 2	396,000	21,100	b	1	a(	21,100 shares)
REDBACK NETWORKS INC	COM	757209 10 1	418,000	1,810,559	b	1	a(	1,810,559 shares)
REEBOK INTL LTD	COM	758110 10 0	3,028,000	77,000 C	b	1	a(	77,000 shares)
REEBOK INTL LTD	COM	758110 10 0	3,735,000	95,000 P	b	1	a(	95,000 shares)
REGAL ENTMT GROUP	CL A	758766 10 9	9,649,000	470,200	b	1	a(	470,200 shares)
REGENERON PHARMACEUTICALS	COM	75886F 10 7	838,000	57,000 C	b	1	a(	57,000 shares)
REGIS CORP MINN	COM	758932 10 7	2,395,000	60,600	b	1	a(	60,600 shares)
REGIONS FINL CORP	COM	758940 10 0	811,000	21,800	b	1	a(	21,800 shares)
REGISTER COM INC	COM	75914G 10 1	309,000	58,829	b	1	a(	58,829 shares)
REINSURANCE GROUP AMER INC	COM	759351 10 9	1,933,000	50,000	b	1	a(	50,000 shares)
RELIANCE STEEL & ALUMINUM CO	COM	759509 10 2	2,149,000	64,700	b	1	a(	64,700 shares)
RELIANT RES INC	COM	75952B 10 5	6,146,000	835,000	b	1	a(	835,000 shares)
RELIANT RES INC	COM	75952B 10 5	258,000	35,000 C	b	1	a(	35,000 shares)
REMINGTON OIL & GAS CORP	COM	759594 30 2	1,087,000	55,200	b	1	a(	55,200 shares)
REPLIGEN CORP	COM	759916 10 9	88,000	20,153	b	1	a(	20,153 shares)
REPLIGEN CORP	COM	759916 10 9	87,000	20,000 C	b	1	a(	20,000 shares)
RENAL CARE GROUP INC	COM	759930 10 0	3,008,000	73,000	b	1	a(	73,000 shares)
RENT A CTR INC NEW	COM	76009N 10 0	4,379,000	146,568	b	1	a(	146,568 shares)
RENT A CTR INC NEW	COM	76009N 10 0	448,000	15,000 C	b	1	a(	15,000 shares)
REPSOL YPF S A	SPONSORED ADR	76026T 20 5	283,000	14,500	b	1	a(	14,500 shares)
REPUBLIC SVCS INC	COM	760759 10 0	9,942,000	387,900	b	1	a(	387,900 shares)
RESEARCH IN MOTION LTD	COM	760975 10 2	5,020,000	75,000 C	b	1	a(	75,000 shares)
RESEARCH IN MOTION LTD	COM	760975 10 2	5,020,000	75,000 P	b	1	a(	75,000 shares)
RESPIRONICS INC	COM	761230 10 1	4,020,000	89,159	b	1	a(	89,159 shares)
RETEK INC	COM	76128Q 10 9	950,000	102,393	b	1	a(	102,393 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED

Page Total 74,027,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
REYNOLDS R J TOB HLDGS INC	COM	76182K 10 5	11,653,000	200,400	b	1	a(200,400 shares)
REYNOLDS R J TOB HLDGS INC	COM	76182K 10 5	20,632,000	354,800 C	b	1	a(354,800 shares)
RICHARDSON ELECTRS LTD	SDCV 8.250% 6/	763165 AC 1	2,665,000	2,642,000	b	1	a(2,642,000 shares)
RIGHT MGMT CONSULTANTS INC	COM	766573 10 9	0	18,000 C	b	1	a(18,000 shares)
RIGHT MGMT CONSULTANTS INC	COM	766573 10 9	0	11,000 P	b	1	a(11,000 shares)
RIO TINTO PLC	SPONSORED ADR	767204 10 0	1,013,000	9,100	b	1	a(9,100 shares)
ROBBINS & MYERS INC	NOTE 8.000% 1/	770196 AB 9	738,000	708,000	b	1	a(708,000 shares)
ROCK-TENN CO	CL A	772739 20 7	245,000	14,200	b	1	a(14,200 shares)
ROCKWELL COLLINS INC	COM	774341 10 1	1,730,000	57,600	b	1	a(57,600 shares)
ROHM & HAAS CO	COM	775371 10 7	1,110,000	26,000	b	1	a(26,000 shares)
ROPER INDS INC NEW	COM	776696 10 6	4,532,000	92,000	b	1	a(92,000 shares)
ROSS STORES INC	COM	778296 10 3	44,491,000	1,683,364	b	1	a(1,683,364 shares)
ROTO ROOTER INC NEW	COM	778787 10 1	286,000	6,200	b	1	a(6,200 shares)
ROXIO INC	COM	780008 10 8	164,000	34,200	b	1	a(34,200 shares)
ROYAL DUTCH PETE CO	NY REG EUR .56	780257 80 4	1,105,000	21,100	b	1	a(21,100 shares)
ROYAL GOLD INC	COM	780287 10 8	2,791,000	133,354	b	1	a(133,354 shares)
RYDER SYS INC	COM	783549 10 8	5,833,000	170,800	b	1	a(170,800 shares)
RYLAND GROUP INC	COM	783764 10 3	18,464,000	208,300	b	1	a(208,300 shares)
RYLAND GROUP INC	COM	783764 10 3	5,274,000	59,500 C	b	1	a(59,500 shares)
RYLAND GROUP INC	COM	783764 10 3	8,864,000	100,000 P	b	1	a(100,000 shares)
SBC COMMUNICATIONS INC	COM	78387G 10 3	2,406,000	92,300	b	1	a(92,300 shares)
SBA COMMUNICATIONS CORP	COM	78388J 10 6	2,750,000	727,628	b	1	a(727,628 shares)
SEI INVESTMENTS CO	COM	784117 10 3	1,662,000	54,559	b	1	a(54,559 shares)
SEI INVESTMENTS CO	COM	784117 10 3	1,828,000	60,000 C	b	1	a(60,000 shares)
SEI INVESTMENTS CO	COM	784117 10 3	305,000	10,000 P	b	1	a(10,000 shares)
SFBC INTL INC	COM	784121 10 5	2,773,000	104,390	b	1	a(104,390 shares)
SK TELECOM LTD	SPONSORED ADR	78440P 10 8	2,880,000	154,400	b	1	a(154,400 shares)
SLM CORP	COM	78442P 10 6	69,859,000	1,854,000	b	1	a(1,854,000 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED		Page Total	216,053,000				

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest $1000	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
SLM CORP	COM	78442P 10 6	565,000	15,000 C	b	1	a(15,000 shares)
SLM CORP	COM	78442P 10 6	31,210,000	828,300 P	b	1	a(828,300 shares)
SPDR TR	UNIT SER 1	78462F 10 3	2,428,000	21,820	b	1	a(21,820 shares)
SPX CORP	NOTE 2/	784635 AD 6	24,671,000	36,500,000	b	1	a(36,500,000 shares)
S1 CORPORATION	COM	78463B 10 1	2,335,000	290,124	b	1	a(290,124 shares)
SWS GROUP INC	COM	78503N 10 7	1,901,000	106,800	b	1	a(106,800 shares)
SAFECO CORP	COM	786429 10 0	2,141,000	55,000 C	b	1	a(55,000 shares)
SAFECO CORP	COM	786429 10 0	2,783,000	71,500 P	b	1	a(71,500 shares)
SAFEGUARD SCIENTIFICS INC	COM	786449 10 8	793,000	196,300	b	1	a(196,300 shares)
SAFENET INC	COM	78645R 10 7	633,000	20,585	b	1	a(20,585 shares)
SAFEWAY INC	COM NEW	786514 20 8	15,571,000	710,700	b	1	a(710,700 shares)
ST JOE CO	COM	790148 10 0	626,000	16,800	b	1	a(16,800 shares)
ST JUDE MED INC	COM	790849 10 3	8,761,000	142,800	b	1	a(142,800 shares)
ST MARY LD & EXPL CO	COM	792228 10 8	202,000	7,100	b	1	a(7,100 shares)
SAKS INC	COM	79377W 10 8	150,000	10,000 C	b	1	a(10,000 shares)
SALIX PHARMACEUTICALS INC	COM	795435 10 6	227,000	10,000 P	b	1	a(10,000 shares)
SALTON INC	COM	795757 10 3	578,000	44,300	b	1	a(44,300 shares)
SANDERSON FARMS INC	COM	800013 10 4	1,061,000	26,336	b	1	a(26,336 shares)
SANDISK CORP	COM	80004C 10 1	34,729,000	568,022	b	1	a(568,022 shares)
SANDISK CORP	COM	80004C 10 1	15,047,000	246,100 C	b	1	a(246,100 shares)
SANDISK CORP	COM	80004C 10 1	2,446,000	40,000 P	b	1	a(40,000 shares)
SANMINA SCI CORP	COM	800907 10 7	16,546,000	1,313,202	b	1	a(1,313,202 shares)
SANOFI-SYNTHELABO	SPONSORED ADR	80105N 10 5	279,000	7,400	b	1	a(7,400 shares)
SAP AKTIENGESELLSCHAFT	SPONSORED ADR	803054 20 4	1,222,000	29,400	b	1	a(29,400 shares)
SAVIENT PHARMACEUTICALS INC	COM	80517Q 10 0	75,000	16,239	b	1	a(16,239 shares)
SAXON CAPITAL INC	COM	80556P 30 2	353,000	16,871	b	1	a(16,871 shares)
SCANA CORP NEW	COM	80589M 10 2	5,891,000	172,000	b	1	a(172,000 shares)
SCANSOURCE INC	COM	806037 10 7	328,000	7,179	b	1	a(7,179 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED		Page Total	173,552,000				

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)
SCHEIN HENRY INC	COM	806407 10 2	1,565,000	23,152	b	1	a(23,152 shares)
SCHEIN HENRY INC	COM	806407 10 2	2,365,000	35,000 C	b	1	a(35,000 shares)
SCHEIN HENRY INC	COM	806407 10 2	3,379,000	50,000 P	b	1	a(50,000 shares)
SCHERING PLOUGH CORP	COM	806605 10 1	1,177,000	67,700	b	1	a(67,700 shares)
SCHLUMBERGER LTD	COM	806857 10 8	72,132,000	1,318,200	b	1	a(1,318,200 shares)
SCHNITZER STL INDS	CL A	806882 10 6	1,029,000	17,000 C	b	1	a(17,000 shares)
SCHWEITZER-MAUDUIT INTL INC	COM	808541 10 6	1,626,000	54,600	b	1	a(54,600 shares)
SCIENTIFIC ATLANTA INC	COM	808655 10 4	12,984,000	475,600	b	1	a(475,600 shares)
SCOTTS CO	CL A	810186 10 6	0	12,000 C	b	1	a(12,000 shares)
SCRIPPS E W CO OHIO	CL A	811054 20 4	5,724,000	60,800	b	1	a(60,800 shares)
SEABULK INTL INC	COM	81169P 10 1	2,673,000	329,200	b	1	a(329,200 shares)
SEACOR SMIT INC	COM	811904 10 1	1,526,000	36,300	b	1	a(36,300 shares)
SEALED AIR CORP NEW	COM	81211K 10 0	13,421,000	247,900	b	1	a(247,900 shares)
SEALED AIR CORP NEW	COM	81211K 10 0	59,976,000	1,107,800 C	b	1	a(1,107,800 shares)
SEALED AIR CORP NEW	COM	81211K 10 0	6,091,000	112,500 P	b	1	a(112,500 shares)
SEARS ROEBUCK & CO	COM	812387 10 8	62,690,000	1,378,100	b	1	a(1,378,100 shares)
SEARS ROEBUCK & CO	COM	812387 10 8	3,230,000	71,000 C	b	1	a(71,000 shares)
SEARS ROEBUCK & CO	COM	812387 10 8	19,279,000	423,800 P	b	1	a(423,800 shares)
SELECT COMFORT CORP	COM	81616X 10 3	4,446,000	179,575	b	1	a(179,575 shares)
SELECT MEDICAL CORP	COM	816196 10 9	22,253,000	1,366,900	b	1	a(1,366,900 shares)
SELECT MEDICAL CORP	COM	816196 10 9	1,661,000	102,000 C	b	1	a(102,000 shares)
SELECTIVE INS GROUP INC	COM	816300 10 7	358,000	11,052	b	1	a(11,052 shares)
SEPRACOR INC	COM	817315 10 4	6,815,000	284,800	b	1	a(284,800 shares)
SEPRACOR INC	COM	817315 10 4	1,232,000	51,500 C	b	1	a(51,500 shares)
SEPRACOR INC	COM	817315 10 4	4,260,000	178,000 P	b	1	a(178,000 shares)
SERENA SOFTWARE INC	COM	817492 10 1	1,773,000	96,617	b	1	a(96,617 shares)
SERONO S A	SPONSORED ADR	81752M 10 1	2,747,000	156,500	b	1	a(156,500 shares)
SERVICEMASTER CO	COM	81760N 10 9	4,263,000	365,900	b	1	a(365,900 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)
7-ELEVEN INC	COM NEW	817826 20 9	554,000	34,500	b	1	a(34,500 shares)
SHARPER IMAGE CORP	COM	820013 10 0	2,663,000	81,561	b	1	a(81,561 shares)
SHAW GROUP INC	COM	820280 10 5	355,000	26,100	b	1	a(26,100 shares)
SHAW GROUP INC	COM	820280 10 5	2,874,000	211,000 C	b	1	a(211,000 shares)
SHAW COMMUNICATIONS INC	CL B CONV	82028K 20 0	2,933,000	188,400	b	1	a(188,400 shares)
SHERWIN WILLIAMS CO	COM	824348 10 6	4,072,000	117,200	b	1	a(117,200 shares)
SHIRE PHARMACEUTICALS GRP PL	SPONSORED ADR	82481R 10 6	4,523,000	155,700	b	1	a(155,700 shares)
SICOR INC	COM	825846 10 8	5,089,000	187,109	b	1	a(187,109 shares)
SIEBEL SYS INC	COM	826170 10 2	28,252,000	2,036,938	b	1	a(2,036,938 shares)
SIEBEL SYS INC	COM	826170 10 2	16,853,000	1,215,100 C	b	1	a(1,215,100 shares)
SIERRA WIRELESS INC	COM	826516 10 6	5,407,000	349,526	b	1	a(349,526 shares)
SIGMA ALDRICH CORP	COM	826552 10 1	7,405,000	129,500 C	b	1	a(129,500 shares)
SIGMA ALDRICH CORP	COM	826552 10 1	572,000	10,000 P	b	1	a(10,000 shares)
SIFY LTD	SPONSORED ADR	82655M 10 7	301,000	58,017	b	1	a(58,017 shares)
SILICON LABORATORIES INC	COM	826919 10 2	4,754,000	110,000 C	b	1	a(110,000 shares)
SILICON GRAPHICS INC	COM	827056 10 2	1,296,000	945,900	b	1	a(945,900 shares)
SILICON STORAGE TECHNOLOGY I	COM	827057 10 0	492,000	44,734	b	1	a(44,734 shares)
SILICON VY BANCSHARES	COM	827064 10 6	6,060,000	168,000	b	1	a(168,000 shares)
SIMPLETECH INC	COM	828823 10 4	912,000	151,734	b	1	a(151,734 shares)
SINCLAIR BROADCAST GROUP INC	CL A	829226 10 9	479,000	32,137	b	1	a(32,137 shares)
SIX FLAGS INC	COM	83001P 10 9	1,102,000	146,600	b	1	a(146,600 shares)
SKY FINL GROUP INC	COM	83080P 10 3	1,708,000	65,863	b	1	a(65,863 shares)
SKYWEST INC	COM	830879 10 2	243,000	13,400	b	1	a(13,400 shares)
SMITH & NEPHEW PLC	SPDN ADR NEW	83175M 20 5	1,555,000	37,100	b	1	a(37,100 shares)
SMITH INTL INC	COM	832110 10 0	8,013,000	193,000 C	b	1	a(193,000 shares)
SMITH INTL INC	COM	832110 10 0	2,823,000	68,000 P	b	1	a(68,000 shares)
SMITHFIELD FOODS INC	COM	832248 10 8	19,595,000	946,600	b	1	a(946,600 shares)
SMUCKER J M CO	COM NEW	832696 40 5	2,921,000	64,500	b	1	a(64,500 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)	
SMURFIT-STONE CONTAINER CORP	PFD CV EX A 7%	832727 20 0	1,366,000	55,519	b	1	a(	55,519 shares)
SNAP ON INC	COM	833034 10 1	954,000	29,600	b	1	a(	29,600 shares)
SOHU COM INC	COM	83408W 10 3	318,000	10,600	b	1	a(	10,600 shares)
SOHU COM INC	COM	83408W 10 3	600,000	20,000 C	b	1	a(	20,000 shares)
SOHU COM INC	COM	83408W 10 3	2,101,000	70,000 P	b	1	a(	70,000 shares)
SOLA INTL INC	COM	834092 10 8	417,000	22,200	b	1	a(	22,200 shares)
SOLECTRON CORP	COM	834182 10 7	15,122,000	2,558,708	b	1	a(	2,558,708 shares)
SOLUTIA INC	COM	834376 10 5	5,000	14,000	b	1	a(	14,000 shares)
SONIC AUTOMOTIVE INC	CL A	83545G 10 2	5,409,000	236,000	b	1	a(	236,000 shares)
SONICWALL INC	COM	835470 10 5	571,000	73,268	b	1	a(	73,268 shares)
SONOCO PRODS CO	COM	835495 10 2	2,127,000	86,400	b	1	a(	86,400 shares)
SONY CORP	ADR NEW	835699 30 7	3,197,000	92,200	b	1	a(	92,200 shares)
SOUTH FINL GROUP INC	COM	837841 10 5	3,409,000	122,348	b	1	a(	122,348 shares)
SOUTHERN CO	COM	842587 10 7	7,172,000	237,100	b	1	a(	237,100 shares)
SOUTHERN PERU COPPER CORP	COM	843611 10 4	5,702,000	120,900	b	1	a(	120,900 shares)
SOUTHERN UN CO NEW	COM	844030 10 6	193,000	10,500	b	1	a(	10,500 shares)
SOUTHWEST AIRLS CO	COM	844741 10 8	437,000	27,100	b	1	a(	27,100 shares)
SOUTHWEST GAS CORP	COM	844895 10 2	245,000	10,900	b	1	a(	10,900 shares)
SPANISH BROADCASTING SYS INC	CL A	846425 88 2	366,000	34,830	b	1	a(	34,830 shares)
SPECTRALINK CORP	COM	847580 10 7	4,402,000	229,651	b	1	a(	229,651 shares)
SPECTRASITE INC	COM	84761M 10 4	2,439,000	70,200	b	1	a(	70,200 shares)
SPEEDWAY MOTORSPORTS INC	COM	847788 10 6	1,151,000	39,800	b	1	a(	39,800 shares)
SPORTS AUTH INC NEW	COM	84917U 10 9	2,170,000	56,500	b	1	a(	56,500 shares)
SPRINT CORP	COM FON GROUP	852061 10 0	13,125,000	799,300	b	1	a(	799,300 shares)
STANDARD PAC CORP NEW	COM	85375C 10 1	820,000	16,900	b	1	a(	16,900 shares)
STAPLES INC	COM	855030 10 2	34,409,000	1,260,415	b	1	a(	1,260,415 shares)
STARBUCKS CORP	COM	855244 10 9	1,719,000	52,000 C	b	1	a(	52,000 shares)
STARBUCKS CORP	COM	855244 10 9	430,000	13,000 P	b	1	a(	13,000 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)	
STATE STR CORP	COM	857477 10 3	14,713,000	282,500	C	b	1	a(	282,500 shares)
STATE STR CORP	COM	857477 10 3	5,729,000	110,000	P	b	1	a(	110,000 shares)
STATION CASINOS INC	COM	857689 10 3	6,800,000	222,000		b	1	a(	222,000 shares)
STERICYCLE INC	COM	858912 10 8	15,166,000	324,763		b	1	a(	324,763 shares)
STERIS CORP	COM	859152 10 0	12,520,000	554,000		b	1	a(	554,000 shares)
STEWART & STEVENSON SVCS INC	COM	860342 10 4	815,000	58,002		b	1	a(	58,002 shares)
STMICROELECTRONICS N V	NY REGISTRY	861012 10 2	466,000	17,268		b	1	a(	17,268 shares)
STONE ENERGY CORP	COM	861642 10 6	216,000	5,100		b	1	a(	5,100 shares)
STRATASYS INC	COM	862685 10 4	251,000	9,194		b	1	a(	9,194 shares)
STRAYER ED INC	COM	863236 10 5	3,254,000	29,898		b	1	a(	29,898 shares)
STRIDE RITE CORP	COM	863314 10 0	170,000	14,900		b	1	a(	14,900 shares)
STRYKER CORP	COM	863667 10 1	281,000	3,300		b	1	a(	3,300 shares)
STRYKER CORP	COM	863667 10 1	7,948,000	93,500	P	b	1	a(	93,500 shares)
SUN MICROSYSTEMS INC	COM	866810 10 4	2,430,000	541,300		b	1	a(	541,300 shares)
SUNGARD DATA SYS INC	COM	867363 10 3	1,773,000	64,000		b	1	a(	64,000 shares)
SUNOCO INC	COM	86764P 10 9	512,000	10,000	C	b	1	a(	10,000 shares)
SUNOCO INC	COM	86764P 10 9	1,279,000	25,000	P	b	1	a(	25,000 shares)
SUNTRUST BKS INC	COM	867914 10 3	4,826,000	67,500	C	b	1	a(	67,500 shares)
SUPERIOR ENERGY SVCS INC	COM	868157 10 8	3,617,000	384,800		b	1	a(	384,800 shares)
SURMODICS INC	COM	868873 10 0	1,531,000	64,062		b	1	a(	64,062 shares)
SWIFT TRANSN CO	COM	870756 10 3	8,649,000	411,455		b	1	a(	411,455 shares)
SYBASE INC	COM	871130 10 0	10,640,000	517,000		b	1	a(	517,000 shares)
SYBRON DENTAL SPECIALTIES IN	COM	871142 10 5	950,000	33,800		b	1	a(	33,800 shares)
SYCAMORE NETWORKS INC	COM	871206 10 8	1,307,000	249,482		b	1	a(	249,482 shares)
SYLVAN LEARNING SYS INC	COM	871399 10 1	6,766,000	235,000	C	b	1	a(	235,000 shares)
SYMANTEC CORP	COM	871503 10 8	61,894,000	1,786,258		b	1	a(	1,786,258 shares)
SYMANTEC CORP	COM	871503 10 8	2,772,000	80,000	C	b	1	a(	80,000 shares)
SYMANTEC CORP	COM	871503 10 8	1,712,000	49,400	P	b	1	a(	49,400 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)	
SYMBOL TECHNOLOGIES INC	COM	871508 10 7	17,319,000	1,025,400		b	1	a(1,025,400	shares)
SYMYX TECHNOLOGIES	COM	87155S 10 8	2,397,000	116,655		b	1	a(116,655	shares)
SYNOPSYS INC	COM	871607 10 7	54,795,000	1,623,071		b	1	a(1,623,071	shares)
SYNOPSYS INC	COM	871607 10 7	4,929,000	146,000	C	b	1	a(146,000	shares)
SYNOPSYS INC	COM	871607 10 7	1,688,000	50,000	P	b	1	a(50,000	shares)
SYNNEX CORP	COM	87162W 10 0	1,735,000	126,100		b	1	a(126,100	shares)
SYSCO CORP	COM	871829 10 7	1,013,000	27,200		b	1	a(27,200	shares)
SYSTEMS & COMPUTER TECHNOLOG	COM	871873 10 5	187,000	11,418		b	1	a(11,418	shares)
TBC CORP	COM	872180 10 4	2,630,000	101,901		b	1	a(101,901	shares)
TCF FINL CORP	COM	872275 10 2	8,483,000	165,200		b	1	a(165,200	shares)
THQ INC	COM NEW	872443 40 3	2,088,000	123,489		b	1	a(123,489	shares)
TJX COS INC NEW	COM	872540 10 9	5,733,000	260,000	C	b	1	a(260,000	shares)
TJX COS INC NEW	COM	872540 10 9	8,291,000	376,000	P	b	1	a(376,000	shares)
TLC VISION CORP	COM	872549 10 0	2,443,000	371,921		b	1	a(371,921	shares)
TTM TECHNOLOGIES INC	COM	87305R 10 9	2,770,000	164,129		b	1	a(164,129	shares)
TXU CORP	COM	873168 10 8	1,898,000	80,000	C	b	1	a(80,000	shares)
TXU CORP	COM	873168 10 8	2,016,000	85,000	P	b	1	a(85,000	shares)
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039 10 0	35,294,000	3,446,700		b	1	a(3,446,700	shares)
TAKE-TWO INTERACTIVE SOFTWAR	COM	874054 10 9	2,326,000	80,727		b	1	a(80,727	shares)
TAKE-TWO INTERACTIVE SOFTWAR	COM	874054 10 9	288,000	10,000	C	b	1	a(10,000	shares)
TALBOTS INC	COM	874161 10 2	7,159,000	232,600		b	1	a(232,600	shares)
TANGER FACTORY OUTLET CTRS I	COM	875465 10 6	273,000	6,700		b	1	a(6,700	shares)
TANOX INC	COM	87588Q 10 9	705,000	47,501		b	1	a(47,501	shares)
TARGET CORP	COM	87612E 10 6	680,000	17,700		b	1	a(17,700	shares)
TARGET CORP	COM	87612E 10 6	2,304,000	60,000	C	b	1	a(60,000	shares)
TARGET CORP	COM	87612E 10 6	768,000	20,000	P	b	1	a(20,000	shares)
TECH DATA CORP	COM	878237 10 6	2,392,000	60,270		b	1	a(60,270	shares)
TEKELEC	COM	879101 10 3	255,000	16,381		b	1	a(16,381	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)	
TEKTRONIX INC	COM	879131 10 0	10,880,000	344,300	b	1	a(	344,300 shares)
TELECOMUNICACOES BRASILEIRAS	SPONSORED ADR	879287 30 8	287,000	8,500	b	1	a(	8,500 shares)
TELEFONOS DE MEXICO S A	SPON ADR ORD L	879403 78 0	8,267,000	250,300	b	1	a(	250,300 shares)
TELEPHONE & DATA SYS INC	COM	879433 10 0	6,568,000	105,000 C	b	1	a(	105,000 shares)
TELEPHONE & DATA SYS INC	COM	879433 10 0	250,000	4,000 P	b	1	a(	4,000 shares)
TELEMIG CELULAR PART S A	SPON ADR PFD	87944E 10 5	780,000	24,300	b	1	a(	24,300 shares)
TELLABS INC	COM	879664 10 0	2,954,000	350,467	b	1	a(	350,467 shares)
TELETECH HOLDINGS INC	COM	879939 10 6	1,586,000	140,354	b	1	a(	140,354 shares)
TENET HEALTHCARE CORP	COM	88033G 10 0	2,269,000	141,400	b	1	a(	141,400 shares)
TENET HEALTHCARE CORP	COM	88033G 10 0	963,000	60,000 C	b	1	a(	60,000 shares)
TENNECO AUTOMOTIVE INC	COM	880349 10 5	1,333,000	199,300	b	1	a(	199,300 shares)
TERADYNE INC	COM	880770 10 2	28,219,000	1,108,800	b	1	a(	1,108,800 shares)
TEREX CORP NEW	COM	880779 10 3	1,424,000	50,000 C	b	1	a(	50,000 shares)
TETRA TECHNOLOGIES INC DEL	COM	88162F 10 5	836,000	34,500	b	1	a(	34,500 shares)
TEXAS INSTRS INC	COM	882508 10 4	6,343,000	215,900	b	1	a(	215,900 shares)
TEXAS INSTRS INC	COM	882508 10 4	23,298,000	793,000 C	b	1	a(	793,000 shares)
TEXAS REGL BANCSHARES INC	CL A VTG	882673 10 6	492,000	13,292	b	1	a(	13,292 shares)
THERASENSE INC	COM	883381 10 5	351,000	17,300	b	1	a(	17,300 shares)
THERMO ELECTRON CORP	COM	883556 10 2	2,601,000	103,200	b	1	a(	103,200 shares)
THOR INDS INC	COM	885160 10 1	7,961,000	141,600	b	1	a(	141,600 shares)
THOR INDS INC	COM	885160 10 1	1,124,000	20,000 C	b	1	a(	20,000 shares)
THOR INDS INC	COM	885160 10 1	281,000	5,000 P	b	1	a(	5,000 shares)
THORATEC CORP	COM NEW	885175 30 7	1,199,000	92,180	b	1	a(	92,180 shares)
3COM CORP	COM	885535 10 4	13,225,000	1,618,700	b	1	a(	1,618,700 shares)
3M CO	COM	88579Y 10 1	10,620,000	124,900	b	1	a(	124,900 shares)
3M CO	COM	88579Y 10 1	13,605,000	160,000 C	b	1	a(	160,000 shares)
3M CO	COM	88579Y 10 1	50,083,000	589,000 P	b	1	a(	589,000 shares)
TIMBERLAND CO	CL A	887100 10 5	3,181,000	61,100	b	1	a(	61,100 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)
TIME WARNER INC	COM	887317 10 5	12,891,000	716,583	b	1	a(716,583 shares)
TIME WARNER INC	COM	887317 10 5	31,447,000	1,748,000 C	b	1	a(1,748,000 shares)
TIME WARNER INC	COM	887317 10 5	7,196,000	400,000 P	b	1	a(400,000 shares)
TIME WARNER TELECOM INC	CL A	887319 10 1	7,142,000	705,065	b	1	a(705,065 shares)
TIMKEN CO	COM	887389 10 4	3,312,000	165,100	b	1	a(165,100 shares)
TOLL BROTHERS INC	COM	889478 10 3	2,950,000	74,200	b	1	a(74,200 shares)
TOTAL S A	SPONSORED ADR	89151E 10 9	583,000	6,300	b	1	a(6,300 shares)
TOYOTA MOTOR CORP	SP ADR REP2COM	892331 30 7	474,000	6,900	b	1	a(6,900 shares)
TOYS R US INC	COM	892335 10 0	379,000	30,000 C	b	1	a(30,000 shares)
TRACTOR SUPPLY CO	COM	892356 10 6	6,961,000	179,000 C	b	1	a(179,000 shares)
TRACTOR SUPPLY CO	COM	892356 10 6	4,667,000	120,000 P	b	1	a(120,000 shares)
TRANSACTION SYS ARCHITECTS	CL A	893416 10 7	2,837,000	125,376	b	1	a(125,376 shares)
TRANSATLANTIC HLDGS INC	COM	893521 10 4	267,000	3,300	b	1	a(3,300 shares)
TRANSKARYOTIC THERAPIES INC	COM	893735 10 0	158,000	10,100	b	1	a(10,100 shares)
TRANSMETA CORP DEL	COM	89376R 10 9	5,260,000	1,547,065	b	1	a(1,547,065 shares)
TRAVELERS PPTY CAS CORP NEW	CL A	89420G 10 9	240,000	14,277	b	1	a(14,277 shares)
TRAVELERS PPTY CAS CORP NEW	CL B	89420G 40 6	25,002,000	1,473,300	b	1	a(1,473,300 shares)
TRAVELERS PPTY CAS CORP NEW	NT CV JR 2032	89420G 30 7	8,766,000	361,500	b	1	a(361,500 shares)
TRIDENT MICROSYSTEMS INC	COM	895919 10 8	418,000	24,000 C	b	1	a(24,000 shares)
TRIARC COS INC	CL B SER 1	895927 30 9	334,000	31,000	b	1	a(31,000 shares)
TRIBUNE CO NEW	COM	896047 10 7	743,000	14,400	b	1	a(14,400 shares)
TRIBUNE CO NEW	COM	896047 10 7	2,580,000	50,000 C	b	1	a(50,000 shares)
TRIBUNE CO NEW	COM	896047 10 7	2,322,000	45,000 P	b	1	a(45,000 shares)
TRIMERIS INC	COM	896263 10 0	6,612,000	315,169	b	1	a(315,169 shares)
TRIQUINT SEMICONDUCTOR INC	COM	89674K 10 3	3,550,000	502,117	b	1	a(502,117 shares)
TRITON PCS HLDGS INC	CL A	89677M 10 6	660,000	118,200	b	1	a(118,200 shares)
TRUSTCO BK CORP N Y	COM	898349 10 5	199,000	15,124	b	1	a(15,124 shares)
TUESDAY MORNING CORP	COM NEW	899035 50 5	2,602,000	86,022	b	1	a(86,022 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)
TULARIK INC	COM	899165 10 4	534,000	33,064	b	1	a(33,064 shares)
TWEETER HOME ENTMT GROUP INC	COM	901167 10 6	467,000	49,421	b	1	a(49,421 shares)
TYCO INTL LTD NEW	COM	902124 10 6	13,319,000	502,600	b	1	a(502,600 shares)
TYCO INTL LTD NEW	COM	902124 10 6	45,249,000	1,707,500 C	b	1	a(1,707,500 shares)
TYCO INTL LTD NEW	COM	902124 10 6	19,478,000	735,000 P	b	1	a(735,000 shares)
TYSON FOODS INC	CL A	902494 10 3	17,187,000	1,298,100	b	1	a(1,298,100 shares)
UGI CORP NEW	COM	902681 10 5	1,631,000	48,100	b	1	a(48,100 shares)
UICI	COM	902737 10 5	995,000	74,900	b	1	a(74,900 shares)
UST INC	COM	902911 10 6	25,229,000	706,900	b	1	a(706,900 shares)
US BANCORP DEL	COM NEW	902973 30 4	98,679,000	3,313,600	b	1	a(3,313,600 shares)
USANA HEALTH SCIENCES INC	COM	90328M 10 7	2,623,000	85,703	b	1	a(85,703 shares)
USF&G CORP	NOTE 3/	903290 AD 6	6,934,000	8,686,000	b	1	a(8,686,000 shares)
U S G CORP	COM NEW	903293 40 5	15,394,000	929,000	b	1	a(929,000 shares)
USEC INC	COM	90333E 10 8	554,000	65,900	b	1	a(65,900 shares)
U S PHYSICAL THERAPY INC	COM	90337L 10 8	717,000	45,600	b	1	a(45,600 shares)
US ONCOLOGY INC	COM	90338W 10 3	2,129,000	197,899	b	1	a(197,899 shares)
ULTRA PETROLEUM CORP	COM	903914 10 9	2,142,000	87,300	b	1	a(87,300 shares)
UNIFIRST CORP MASS	COM	904708 10 4	254,000	10,700	b	1	a(10,700 shares)
UNION PAC CORP	COM	907818 10 8	994,000	14,300	b	1	a(14,300 shares)
UNION PAC CORP	COM	907818 10 8	4,864,000	70,000 C	b	1	a(70,000 shares)
UNION PAC CORP	COM	907818 10 8	2,640,000	38,000 P	b	1	a(38,000 shares)
UNIONBANCAL CORP	COM	908906 10 0	8,522,000	148,100	b	1	a(148,100 shares)
UNISOURCE ENERGY CORP	COM	909205 10 6	1,600,000	64,900	b	1	a(64,900 shares)
UNITED AUTO GROUP INC	COM	909440 10 9	3,459,000	110,500	b	1	a(110,500 shares)
UNITED DEFENSE INDS INC	COM	91018B 10 4	5,318,000	166,800	b	1	a(166,800 shares)
UNITED INDL CORP	COM	910671 10 6	597,000	33,100	b	1	a(33,100 shares)
UNITED MICROELECTRONICS CORP	SPONSORED ADR	910873 20 7	978,000	197,500	b	1	a(197,500 shares)
UNITED NATL BANCORP N J	COM	910909 10 0	300,000	8,396	b	1	a(8,396 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)
UNITED NAT FOODS INC	COM	911163 10 3	1,823,000	50,766	b	1	a(50,766 shares)
UNITED ONLINE INC	COM	911268 10 0	6,770,000	403,200	b	1	a(403,200 shares)
UNITED PARCEL SERVICE INC	CL B	911312 10 6	86,702,000	1,163,000	b	1	a(1,163,000 shares)
UNITED PARCEL SERVICE INC	CL B	911312 10 6	76,414,000	1,025,000 C	b	1	a(1,025,000 shares)
UNITED PARCEL SERVICE INC	CL B	911312 10 6	186,360,000	2,499,800 P	b	1	a(2,499,800 shares)
UNITED STATES CELLULAR CORP	NOTE 6/	911684 AA 6	2,481,000	5,000,000	b	1	a(5,000,000 shares)
UNITED STATES STL CORP NEW	COM	912909 10 8	8,440,000	241,000	b	1	a(241,000 shares)
UNITED STATIONERS INC	COM	913004 10 7	6,331,000	154,723	b	1	a(154,723 shares)
UNITED STATIONERS INC	COM	913004 10 7	409,000	10,000 C	b	1	a(10,000 shares)
UNITED SURGICAL PARTNERS INT	COM	913016 30 9	967,000	28,873	b	1	a(28,873 shares)
UNITED TECHNOLOGIES CORP	COM	913017 10 9	474,000	5,000	b	1	a(5,000 shares)
UNITED TECHNOLOGIES CORP	COM	913017 10 9	5,212,000	55,000 C	b	1	a(55,000 shares)
UNITED TECHNOLOGIES CORP	COM	913017 10 9	6,823,000	72,000 P	b	1	a(72,000 shares)
UNITEDGLOBALCOM	CL A	913247 50 8	486,000	57,274	b	1	a(57,274 shares)
UNITEDHEALTH GROUP INC	COM	91324P 10 2	23,324,000	400,900	b	1	a(400,900 shares)
UNIVERSAL AMERN FINL CORP	COM	913377 10 7	390,000	39,339	b	1	a(39,339 shares)
UNIVERSAL CORP VA	COM	913456 10 9	1,511,000	34,200	b	1	a(34,200 shares)
UNIVERSAL HLTH SVCS INC	CL B	913903 10 0	5,598,000	104,200	b	1	a(104,200 shares)
UNOVA INC	COM	91529B 10 6	1,065,000	46,400	b	1	a(46,400 shares)
UPM KYMMENE CORP	SPONSORED ADR	915436 10 9	312,000	16,200	b	1	a(16,200 shares)
URBAN OUTFITTERS INC	COM	917047 10 2	1,945,000	52,500 C	b	1	a(52,500 shares)
USF CORP	COM	91729Q 10 1	2,546,000	74,454	b	1	a(74,454 shares)
VCA ANTECH INC	COM	918194 10 1	7,104,000	229,322	b	1	a(229,322 shares)
VAIL RESORTS INC	COM	91879Q 10 9	337,000	19,800	b	1	a(19,800 shares)
VALSPAR CORP	COM	920355 10 4	430,000	8,700	b	1	a(8,700 shares)
VALUECLICK INC	COM	92046N 10 2	3,195,000	351,923	b	1	a(351,923 shares)
VALUEVISION MEDIA INC	CL A	92047K 10 7	204,000	12,239	b	1	a(12,239 shares)
VAN DER MOOLEN HLDG N.V.	SPONSORED ADR	921020 10 3	836,000	96,200	b	1	a(96,200 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)
VANS INC	COM	921930 10 3	227,000	19,866	b	1	a(19,866 shares)
VARIAN MED SYS INC	COM	92220P 10 5	22,976,000	332,500	b	1	a(332,500 shares)
VAXGEN INC	COM NEW	922390 20 8	1,053,000	132,926	b	1	a(132,926 shares)
VECTREN CORP	COM	92240G 10 1	3,631,000	147,300	b	1	a(147,300 shares)
VECTOR GROUP LTD	COM	92240M 10 8	231,000	14,129	b	1	a(14,129 shares)
VERITAS SOFTWARE CO	COM	923436 10 9	1,286,000	34,620	b	1	a(34,620 shares)
VERITAS SOFTWARE CO	COM	923436 10 9	10,026,000	269,800 C	b	1	a(269,800 shares)
VERITY INC	COM	92343C 10 6	1,357,000	81,291	b	1	a(81,291 shares)
VERISIGN INC	COM	92343E 10 2	26,623,000	1,633,284	b	1	a(1,633,284 shares)
VERITAS DGC INC	COM	92343P 10 7	620,000	59,200	b	1	a(59,200 shares)
VERIZON COMMUNICATIONS	COM	92343V 10 4	9,040,000	257,700	b	1	a(257,700 shares)
VERIZON GLOBAL FDG CORP	NOTE 5/	92344G AN 6	39,203,000	65,000,000	b	1	a(65,000,000 shares)
VIACOM INC	CL B	925524 30 8	1,842,000	41,500	b	1	a(41,500 shares)
VIAD CORP	COM	92552R 10 9	255,000	10,200	b	1	a(10,200 shares)
VIASYS HEALTHCARE INC	COM NEW	92553Q 20 9	567,000	27,500	b	1	a(27,500 shares)
VICOR CORP	COM	925815 10 2	118,000	10,371	b	1	a(10,371 shares)
VICURON PHARMACEUTICALS INC	COM	926471 10 3	3,262,000	174,913	b	1	a(174,913 shares)
VIGNETTE CORP	COM	926734 10 4	3,079,000	1,356,495	b	1	a(1,356,495 shares)
VINTAGE PETE INC	COM	927460 10 5	1,104,000	91,800	b	1	a(91,800 shares)
VISHAY INTERTECHNOLOGY INC	COM	928298 10 8	872,000	38,100	b	1	a(38,100 shares)
VITALWORKS INC	COM	928483 10 6	791,000	178,969	b	1	a(178,969 shares)
VITESSE SEMICONDUCTOR CORP	COM	928497 10 6	7,460,000	1,270,921	b	1	a(1,270,921 shares)
VIVUS INC	COM	928551 10 0	68,000	17,826	b	1	a(17,826 shares)
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W 10 0	478,000	19,100	b	1	a(19,100 shares)
VULCAN MATLS CO	COM	929160 10 9	5,199,000	109,300	b	1	a(109,300 shares)
WFS FINL INC	COM	92923B 10 6	815,000	19,184	b	1	a(19,184 shares)
WGL HLDGS INC	COM	92924F 10 6	1,134,000	40,800	b	1	a(40,800 shares)
W HLDG CO INC	COM	929251 10 6	4,166,000	223,881	b	1	a(223,881 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)	
WJ COMMUNICATIONS INC	COM	929284 10 7	450,000	87,855		b	1	a(	87,855 shares)
WPP GROUP PLC	SPON ADR NEW	929309 30 0	1,082,000	22,014		b	1	a(	22,014 shares)
WPS RESOURCES CORP	COM	92931B 10 6	3,273,000	70,800		b	1	a(	70,800 shares)
WACHOVIA CORP 2ND NEW	COM	929903 10 2	1,356,000	29,100		b	1	a(	29,100 shares)
WACHOVIA CORP 2ND NEW	COM	929903 10 2	3,052,000	65,500	P	b	1	a(	65,500 shares)
WADDELL & REED FINL INC	CL A	930059 10 0	16,915,000	721,000		b	1	a(	721,000 shares)
WAL MART STORES INC	COM	931142 10 3	48,986,000	923,400		b	1	a(	923,400 shares)
WAL MART STORES INC	COM	931142 10 3	55,703,000	1,050,000	C	b	1	a(	1,050,000 shares)
WALGREEN CO	COM	931422 10 9	9,430,000	259,200	C	b	1	a(	259,200 shares)
WALGREEN CO	COM	931422 10 9	5,712,000	157,000	P	b	1	a(	157,000 shares)
WALTER INDS INC	COM	93317Q 10 5	315,000	23,600		b	1	a(	23,600 shares)
WASHINGTON FED INC	COM	938824 10 9	588,000	20,703		b	1	a(	20,703 shares)
WASHINGTON GROUP INTL INC	COM NEW	938862 20 8	576,000	16,957		b	1	a(	16,957 shares)
WASHINGTON MUT INC	COM	939322 10 3	1,204,000	30,000	C	b	1	a(	30,000 shares)
WASHINGTON MUT INC	COM	939322 10 3	1,204,000	30,000	P	b	1	a(	30,000 shares)
WASTE CONNECTIONS INC	COM	941053 10 0	3,999,000	105,882		b	1	a(	105,882 shares)
WASTE MGMT INC DEL	COM	94106L 10 9	3,431,000	115,900		b	1	a(	115,900 shares)
WASTE MGMT INC DEL	COM	94106L 10 9	5,032,000	170,000	C	b	1	a(	170,000 shares)
WASTE MGMT INC DEL	COM	94106L 10 9	5,920,000	200,000	P	b	1	a(	200,000 shares)
WATERS CORP	COM	941848 10 3	7,517,000	226,700	C	b	1	a(	226,700 shares)
WATERS CORP	COM	941848 10 3	3,820,000	115,200	P	b	1	a(	115,200 shares)
WATSCO INC	COM	942622 20 0	809,000	35,600		b	1	a(	35,600 shares)
WATSON PHARMACEUTICALS INC	COM	942683 10 3	6,265,000	136,200		b	1	a(	136,200 shares)
WATSON PHARMACEUTICALS INC	COM	942683 10 3	20,953,000	455,500	C	b	1	a(	455,500 shares)
WATSON PHARMACEUTICALS INC	COM	942683 10 3	2,530,000	55,000	P	b	1	a(	55,000 shares)
WATTS WATER TECHNOLOGIES INC	CL A	942749 10 2	413,000	18,600		b	1	a(	18,600 shares)
WAUSAU-MOSINEE PAPER CORP	COM	943315 10 1	526,000	38,900		b	1	a(	38,900 shares)
WEBSENSE INC	COM	947684 10 6	2,162,000	73,955		b	1	a(	73,955 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)	
WEBMETHODS INC	COM	94768C 10 8	93,000	10,200		b	1	a(	10,200 shares)
WEIGHT WATCHERS INTL INC NEW	COM	948626 10 6	47,022,000	1,225,500		b	1	a(	1,225,500 shares)
WELLCHOICE INC	COM	949475 10 7	852,000	24,700		b	1	a(	24,700 shares)
WELLPOINT HEALTH NETWORK NEW	COM	94973H 10 8	38,554,000	397,500		b	1	a(	397,500 shares)
WELLPOINT HEALTH NETWORK NEW	COM	94973H 10 8	5,043,000	52,000	C	b	1	a(	52,000 shares)
WELLPOINT HEALTH NETWORK NEW	COM	94973H 10 8	3,627,000	37,400	P	b	1	a(	37,400 shares)
WELLS FARGO & CO NEW	COM	949746 10 1	17,797,000	302,200		b	1	a(	302,200 shares)
WELLS FARGO & CO NEW	COM	949746 10 1	23,379,000	397,000	C	b	1	a(	397,000 shares)
WELLS FARGO & CO NEW	COM	949746 10 1	81,622,000	1,386,000	P	b	1	a(	1,386,000 shares)
WENDYS INTL INC	COM	950590 10 9	2,543,000	64,800		b	1	a(	64,800 shares)
WENDYS INTL INC	COM	950590 10 9	7,220,000	184,000	C	b	1	a(	184,000 shares)
WENDYS INTL INC	COM	950590 10 9	6,867,000	175,000	P	b	1	a(	175,000 shares)
WERNER ENTERPRISES INC	COM	950755 10 8	6,992,000	358,728		b	1	a(	358,728 shares)
WESTAMERICA BANCORPORATION	COM	957090 10 3	891,000	17,922		b	1	a(	17,922 shares)
WESTAR ENERGY INC	COM	95709T 10 0	9,366,000	462,500		b	1	a(	462,500 shares)
WESTELL TECHNOLOGIES INC	CL A	957541 10 5	4,737,000	750,701		b	1	a(	750,701 shares)
WESTCORP INC	COM	957907 10 8	3,158,000	86,400		b	1	a(	86,400 shares)
WESTERN DIGITAL CORP	COM	958102 10 5	15,519,000	1,316,300		b	1	a(	1,316,300 shares)
WESTERN WIRELESS CORP	CL A	95988E 20 4	7,304,000	397,805		b	1	a(	397,805 shares)
WESTWOOD ONE INC	COM	961815 10 7	2,898,000	84,700		b	1	a(	84,700 shares)
WESTWOOD ONE INC	COM	961815 10 7	3,421,000	100,000	C	b	1	a(	100,000 shares)
WEYERHAEUSER CO	COM	962166 10 4	14,317,000	223,700		b	1	a(	223,700 shares)
WHITNEY HLDG CORP	COM	966612 10 3	207,000	5,038		b	1	a(	5,038 shares)
WHOLE FOODS MKT INC	COM	966837 10 6	19,166,000	285,503		b	1	a(	285,503 shares)
WHOLE FOODS MKT INC	COM	966837 10 6	436,000	6,500	C	b	1	a(	6,500 shares)
WILEY JOHN & SONS INC	CL A	968223 20 6	2,556,000	98,200		b	1	a(	98,200 shares)
WILLIAMS COS INC DEL	COM	969457 10 0	8,780,000	894,100	C	b	1	a(	894,100 shares)
WILLIAMS COS INC DEL	COM	969457 10 0	6,727,000	685,000	P	b	1	a(	685,000 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)
WIMM BILL DANN FOODS OJSC	SPONSORED ADR	97263M 10 9	2,060,000	121,200	b	1	a(121,200 shares)
WIRELESS FACILITIES INC	COM	97653A 10 3	492,000	33,124	b	1	a(33,124 shares)
WISCONSIN ENERGY CORP	COM	976657 10 6	294,000	8,800	b	1	a(8,800 shares)
WOLVERINE WORLD WIDE INC	COM	978097 10 3	726,000	35,600	b	1	a(35,600 shares)
WORLD ACCEP CORP DEL	COM	981419 10 4	1,020,000	51,255	b	1	a(51,255 shares)
WORLD COLOR PRESS INC DEL	NOTE 6.000%10/	981443 AA 2	14,709,000	14,200,000	b	1	a(14,200,000 shares)
WYETH	COM	983024 10 0	284,000	6,700	b	1	a(6,700 shares)
WYETH	COM	983024 10 0	49,509,000	1,166,300 C	b	1	a(1,166,300 shares)
WYNN RESORTS LTD	COM	983134 10 7	4,106,000	146,600	b	1	a(146,600 shares)
XL CAP LTD	DBCV 5/	98372P AB 4	10,680,000	16,720,000	b	1	a(16,720,000 shares)
XILINX INC	COM	983919 10 1	604,000	15,600	b	1	a(15,600 shares)
XEROX CORP	COM	984121 10 3	11,813,000	856,000	b	1	a(856,000 shares)
YAHOO INC	COM	984332 10 6	24,631,000	545,300 C	b	1	a(545,300 shares)
YAHOO INC	COM	984332 10 6	5,420,000	120,000 P	b	1	a(120,000 shares)
YANKEE CANDLE INC	COM	984757 10 4	11,192,000	409,500	b	1	a(409,500 shares)
YOUNG BROADCASTING INC	CL A	987434 10 7	288,000	14,375	b	1	a(14,375 shares)
YUM BRANDS INC	COM	988498 10 1	22,353,000	649,800	b	1	a(649,800 shares)
ZALE CORP NEW	COM	988858 10 6	7,022,000	132,000	b	1	a(132,000 shares)
ZALE CORP NEW	COM	988858 10 6	1,809,000	34,000 C	b	1	a(34,000 shares)
ZARLINK SEMICONDUCTOR INC	COM	989139 10 0	357,000	105,600	b	1	a(105,600 shares)
ZENITH NATL INS CORP	COM	989390 10 9	1,188,000	36,500	b	1	a(36,500 shares)
ZIMMER HLDGS INC	COM	98956P 10 2	8,237,000	117,000 C	b	1	a(117,000 shares)
ZIMMER HLDGS INC	COM	98956P 10 2	12,179,000	173,000 P	b	1	a(173,000 shares)
ZIONS BANCORPORATION	COM	989701 10 7	14,037,000	228,879	b	1	a(228,879 shares)
ZIONS BANCORPORATION	COM	989701 10 7	10,671,000	174,000 C	b	1	a(174,000 shares)
ZIONS BANCORPORATION	COM	989701 10 7	8,893,000	145,000 P	b	1	a(145,000 shares)
ZORAN CORP	COM	98975F 10 1	176,000	10,100	b	1	a(10,100 shares)
ZYMOGENETICS INC	COM	98985T 10 9	692,000	44,630	b	1	a(44,630 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)	
CELANESE AG	ORD	D1497A 10 1	557,000	13,700		b	1	a(	13,700 shares)
DAIMLERCHRYSLER AG	ORD	D1668R 12 3	670,000	14,500		b	1	a(	14,500 shares)
ACE LTD	ORD	G0070K 10 3	38,011,000	917,700		b	1	a(	917,700 shares)
AMDOCS LTD	ORD	G02602 10 3	24,910,000	1,108,100		b	1	a(	1,108,100 shares)
AMDOCS LTD	ORD	G02602 10 3	7,081,000	315,000	C	b	1	a(	315,000 shares)
APEX SILVER MINES LTD	ORD	G04074 10 3	3,294,000	157,600		b	1	a(	157,600 shares)
ARCH CAP GROUP LTD	ORD	G0450A 10 5	234,000	5,859		b	1	a(	5,859 shares)
ASPEN INSURANCE HOLDINGS LTD	SHS	G05384 10 5	1,464,000	59,000		b	1	a(	59,000 shares)
AXIS CAPITAL HOLDINGS	SHS	G0692U 10 9	468,000	16,000		b	1	a(	16,000 shares)
BANK OF BERMUDA LTD	SHS	G07644 10 0	620,000	13,801		b	1	a(	13,801 shares)
ACCENTURE LTD BERMUDA	CL A	G1150G 11 1	11,594,000	440,500		b	1	a(	440,500 shares)
BUNGE LIMITED	COM	G16962 10 5	2,130,000	64,700		b	1	a(	64,700 shares)
CHINA YUCHAI INTL LTD	COM	G21082 10 5	3,152,000	103,000		b	1	a(	103,000 shares)
CHINA YUCHAI INTL LTD	COM	G21082 10 5	1,851,000	60,500	C	b	1	a(	60,500 shares)
CHINADOTCOM CORP	CL A	G2108N 10 9	9,529,000	1,180,758		b	1	a(	1,180,758 shares)
COOPER INDS LTD	CL A	G24182 10 0	15,612,000	269,500		b	1	a(	269,500 shares)
COOPER INDS LTD	CL A	G24182 10 0	10,254,000	177,000	C	b	1	a(	177,000 shares)
COOPER INDS LTD	CL A	G24182 10 0	10,138,000	175,000	P	b	1	a(	175,000 shares)
ENDURANCE SPECIALTY HLDGS LT	SHS	G30397 10 6	3,362,000	100,200		b	1	a(	100,200 shares)
EVEREST RE GROUP LTD	COM	G3223R 10 8	68,805,000	813,300		b	1	a(	813,300 shares)
EVEREST RE GROUP LTD	COM	G3223R 10 8	1,861,000	22,000	C	b	1	a(	22,000 shares)
EVEREST RE GROUP LTD	COM	G3223R 10 8	5,880,000	69,500	P	b	1	a(	69,500 shares)
GARMIN LTD	ORD	G37260 10 9	1,340,000	24,600		b	1	a(	24,600 shares)
GLOBALSANTAFE CORP	SHS	G3930E 10 1	5,850,000	235,600		b	1	a(	235,600 shares)
INGERSOLL-RAND COMPANY LTD	CL A	G4776G 10 1	13,576,000	200,000		b	1	a(	200,000 shares)
IPC HLDGS LTD	ORD	G4933P 10 1	2,980,000	76,528		b	1	a(	76,528 shares)
KNIGHTSBRIDGE TANKERS LTD	ORD	G5299G 10 6	221,000	17,624		b	1	a(	17,624 shares)
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H 10 5	28,332,000	746,953		b	1	a(	746,953 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED		Page Total	273,776,000						

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)	
MAX RE CAPITAL LTD HAMILTON	SHS	G6052F 10 3	978,000	43,591	b	1	a(	43,591 shares)
MONTPELIER RE HOLDINGS LTD	SHS	G62185 10 6	6,496,000	177,000	b	1	a(	177,000 shares)
NABORS INDUSTRIES LTD	SHS	G6359F 10 3	676,000	16,300	b	1	a(	16,300 shares)
NABORS INDUSTRIES LTD	SHS	G6359F 10 3	10,375,000	250,000 C	b	1	a(	250,000 shares)
NABORS INDUSTRIES LTD	SHS	G6359F 10 3	3,943,000	95,000 P	b	1	a(	95,000 shares)
NOBLE CORPORATION	SHS	G65422 10 0	5,725,000	160,000	b	1	a(	160,000 shares)
PARTNERRE LTD	COM	G6852T 10 5	4,278,000	73,700	b	1	a(	73,700 shares)
PARTNERRE LTD	COM	G6852T 10 5	290,000	5,000 C	b	1	a(	5,000 shares)
PARTNERRE LTD	COM	G6852T 10 5	290,000	5,000 P	b	1	a(	5,000 shares)
PXRE GROUP LTD	COM	G73018 10 6	2,708,000	114,900	b	1	a(	114,900 shares)
QIAO XING UNIVERSAL TELEPHON	ORD	G7303A 10 9	271,000	30,900	b	1	a(	30,900 shares)
RENAISSANCE RE HLDGS LTD	COM	G7496G 10 3	2,433,000	49,600	b	1	a(	49,600 shares)
SEAGATE TECHNOLOGY	SHS	G7945J 10 4	13,510,000	714,800	b	1	a(	714,800 shares)
SINA CORP	ORD	G81477 10 4	9,247,000	273,982	b	1	a(	273,982 shares)
SINA CORP	ORD	G81477 10 4	3,038,000	90,000 C	b	1	a(	90,000 shares)
STEWART W P & CO LTD	COM	G84922 10 6	1,675,000	77,800	b	1	a(	77,800 shares)
HILFIGER TOMMY CORP	ORD	G8915Z 10 2	19,320,000	1,304,500	b	1	a(	1,304,500 shares)
TRANSOCEAN INC	ORD	G90078 10 9	31,573,000	1,315,000	b	1	a(	1,315,000 shares)
TRANSOCEAN INC	ORD	G90078 10 9	960,000	40,000 C	b	1	a(	40,000 shares)
WEATHERFORD INTERNATIONAL LT	COM	G95089 10 1	5,191,000	144,200	b	1	a(	144,200 shares)
WILLIS GROUP HOLDINGS LTD	SHS	G96655 10 8	23,856,000	700,200	b	1	a(	700,200 shares)
XL CAP LTD	CL A	G98255 10 5	271,000	3,500 C	b	1	a(	3,500 shares)
XOMA LTD	ORD	G9825R 10 7	3,572,000	541,139	b	1	a(	541,139 shares)
UBS AG	NAMEN AKT	H8920M 85 5	2,815,000	41,400	b	1	a(	41,400 shares)
MILLICOM INTL CELLULAR S A	SHS NEW	L6388F 11 0	8,421,000	120,474	b	1	a(	120,474 shares)
CHECK POINT SOFTWARE TECH LT	ORD	M22465 10 4	5,958,000	354,235	b	1	a(	354,235 shares)
M SYS FLASH DISK PIONEERS LT	ORD	M7061C 10 0	1,202,000	69,535	b	1	a(	69,535 shares)
QIAGEN N V	ORD	N72482 10 7	21,000	41,235	b	1	a(	41,235 shares)

CONFIDENTIAL TREATEMENT HAS BEEN REQUESTED		Page Total	169,093,000					

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)
KERZNER INTERNATIONAL LTD	SHS	P6065Y 10 7	3,249,000	83,400	b	1	a(83,400 shares)
ROYAL CARIBBEAN CRUISES LTD	COM	V7780T 10 3	5,793,000	166,500	b	1	a(166,500 shares)
ROYAL CARIBBEAN CRUISES LTD	COM	V7780T 10 3	696,000	20,000 C	b	1	a(20,000 shares)
FLEXTRONICS INTL LTD	ORD	Y2573F 10 2	37,844,000	2,550,103	b	1	a(2,550,103 shares)
PACIFIC INTERNET LTD	ORD	Y66183 10 7	879,000	108,411	b	1	a(108,411 shares)
TEEKAY SHIPPING MARSHALL ISL	COM	Y8564W 10 3	1,551,000	27,200	b	1	a(27,200 shares)

Grand Total Table Value(FMV)	14,973,511,000
Grand Total Table Entry	1,910

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Page Total 50,012,000