NOT PUBLIC 13FCONP 12/21/04

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

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Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: Sept. 30, 1999

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

Institutional Investment Manager Filing this Report:

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

Form 13F File Number: 28- 5396

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

Person Signing this Report on Behalf of Reporting Manager:

Name: Daniel M. Fishbane
Title: Managing Director
Phone: (212)478-0000

PROCESSED
FEB 04 2005
THOMSON FINANCIAL

Signature, Place, and Date of Signing:

[Signature] New York, NY [City, State] 11-30-99 [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).)

Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 1

Form 13F Information Table Entry Total: 897

Form 13F Information Table Value Total: $ 20,784 (thousands)

List of Other Included Managers:

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

[If there are no entries in this list, state "NONE" and omit the column headings and list entries.]

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

[Repeat as necessary.]

POWER OF ATTORNEY
FOR CERTAIN FILINGS
UNDER THE SECURITIES EXCHANGE ACT OF 1934

I, DAVID E. SHAW, hereby make, constitute and appoint each of:

Lou Salkind,

Stu Steckler,

Anne Dinning and

Danny Fishbane,

acting individually, as my agent and attorney-in-fact, with full power of substitution, for the purpose of, from time to time, executing in my name, my individual capacity and/or my capacity as President of D. E. Shaw & Co., Inc. (acting for itself or as the general partner of D. E. Shaw & Co., L.P.) all documents, certificates, instruments, statements, other filings and amendments to the foregoing (collectively, "documents") determined by such person to be necessary or appropriate to comply with ownership or control-person reporting requirements imposed by any United States or non-United States governmental or regulatory authority, including without limitation Forms 3, 4, 5, 13D, 13F and 13G required to be filed with the Securities and Exchange Commission; and delivering, furnishing or filing any such documents with the appropriate governmental or regulatory authority. Any such determination shall be conclusively evidenced by such person's execution and delivery, furnishing or filing of the applicable document.

This power of attorney shall be valid from the date hereof.

IN WITNESS WHEREOF, I have executed this instrument as of the date set forth below.

Date: January 14, 1997

David E. Shaw
New York, New York

CONFIDENTIAL

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to Nearest $1000)	Shares or Principal Amount	Investment Descretion (note #2)	Managers	Voting Authority (Shares) (note #3)
AES CORP	COM	00130H 10 5	389,000	6,600	b	1	a (6,600 shares)
AES CORP	COM	00130H 10 5	1,682,000	28,500 C	b	1	a (28,500 shares)
AES CORP	COM	00130H 10 5	1,404,000	23,800 P	b	1	a (23,800 shares)
AK STL HLDG CORP	COM	001547 10 8	2,035,000	111,500	b	1	a (111,500 shares)
AMFM INC	COM	001693 10 0	627,000	10,300	b	1	a (10,300 shares)
AMFM INC	COM	001693 10 0	9,618,000	158,000 C	b	1	a (158,000 shares)
AT&T CORP	COM	001957 10 9	7,332,000	168,550	b	1	a (168,550 shares)
AXA FINL INC	COM	002451 10 2	1,931,000	34,600	b	1	a (34,600 shares)
ABACUS DIRECT CORP	COM	002553 10 5	329,000	2,700	b	1	a (2,700 shares)
ABERCROMBIE & FITCH CO	CL A	002896 20 7	341,000	10,000	b	1	a (10,000 shares)
ACCLAIM ENTMT INC	COM PAR $0.02	004325 20 5	235,000	31,010	b	1	a (31,010 shares)
ACTION PERFORMANCE COS INC	COM	004933 10 7	706,000	33,500 P	b	1	a (33,500 shares)
ADELPHIA COMMUNICATIONS CORP	CL A	006848 10 5	729,000	12,400	b	1	a (12,400 shares)
ADOBE SYS INC	COM	00724F 10 1	2,463,000	21,700 C	b	1	a (21,700 shares)
ADVANTA CORP	CL A	007942 10 5	652,000	44,600	b	1	a (44,600 shares)
AETNA INC	COM	008117 10 3	4,994,000	101,400	b	1	a (101,400 shares)
AETNA INC	COM	008117 10 3	2,142,000	43,500 C	b	1	a (43,500 shares)
AFFILIATED COMPUTER SERVICES	CL A	008190 10 0	1,727,000	42,500 C	b	1	a (42,500 shares)
AFFILIATED MANAGERS GROUP	COM	008252 10 8	204,000	7,500	b	1	a (7,500 shares)
AFFYMETRIX INC	COM	00826T 10 8	1,398,000	14,200 P	b	1	a (14,200 shares)
AIR PRODS & CHEMS INC	COM	009158 10 6	398,000	13,700	b	1	a (13,700 shares)
ALASKA AIR GROUP INC	COM	011659 10 9	334,000	8,200	b	1	a (8,200 shares)
ALBANY INTL CORP	CL A	012348 10 8	249,000	16,470	b	1	a (16,470 shares)
ALBERTO CULVER CO	CL B CONV	013068 10 1	641,000	27,700	b	1	a (27,700 shares)
ALCAN ALUMINIUM LTD NEW	COM	013716 10 5	1,800,000	57,600	b	1	a (57,600 shares)
ALCOA INC	COM	013817 10 1	1,297,000	20,900	b	1	a (20,900 shares)
ALCOA INC	COM	013817 10 1	6,486,000	104,500 C	b	1	a (104,500 shares)
ALCATEL	SPONSORED ADR	013904 30 5	1,554,000	56,000	b	1	a (56,000 shares)
ALFA CORP	COM	015385 10 7	868,000	53,435	b	1	a (53,435 shares)
ALLEGIANCE TELECOM INC	COM	01747T 10 2	704,000	13,400	b	1	a (13,400 shares)
		Page Total	55,522,000				

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ALLEGIANCE TELECOM INC	COM	01747T	10	2	253,000	4,800 P	b	1	a (	4,800	shares)
ALLERGAN INC	COM	018490	10	2	11,000,000	100,000 C	b	1	a (	100,000	shares)
ALLIANT TECHSYSTEMS INC	COM	018804	10	4	381,000	5,500	b	1	a (	5,500	shares)
ALLMERICA FINL CORP	COM	019754	10	0	586,000	12,300	b	1	a (	12,300	shares)
ALLSTATE CORP	COM	020002	10	1	249,000	10,000	b	1	a (	10,000	shares)
ALPHA INDS INC	COM	020753	10	9	321,000	5,700	b	1	a (	5,700	shares)
ALPHA INDS INC	COM	020753	10	9	237,000	4,200 C	b	1	a (	4,200	shares)
ALPHARMA INC	CL A	020813	10	1	410,000	11,600	b	1	a (	11,600	shares)
ALZA CORP DEL	COM	022615	10	8	283,000	6,600	b	1	a (	6,600	shares)
ALZA CORP DEL	SUB LYON ZERO 14	022615	AC	2	66,053,000	119,339,000	b	1	a (	19,339,000	shares)
AMBAC FINL GROUP INC	COM	023139	10	8	1,113,000	23,500	b	1	a (	23,500	shares)
AMERADA HESS CORP	COM	023551	10	4	1,194,000	19,500	b	1	a (	19,500	shares)
AMERICA ONLINE INC DEL	COM	02364J	10	4	4,233,000	40,700	b	1	a (	40,700	shares)
AMERICA WEST HLDG CORP	CL B	023657	20	8	196,000	11,300	b	1	a (	11,300	shares)
AMERICAN BUSINESS PRODS GA	COM	024763	10	4	181,000	11,500	b	1	a (	11,500	shares)
AMERICAN EAGLE OUTFITTERS NEW	COM	02553E	10	6	299,000	6,200	b	1	a (	6,200	shares)
AMERICAN EXPRESS CO	COM	025816	10	9	3,177,000	23,600	b	1	a (	23,600	shares)
AMERICAN EXPRESS CO	COM	025816	10	9	13,732,000	102,000 C	b	1	a (	102,000	shares)
AMERICAN HOME PRODS CORP	COM	026609	10	7	569,000	13,700	b	1	a (	13,700	shares)
AMERICAN MGMT SYS INC	COM	027352	10	3	233,000	9,086	b	1	a (	9,086	shares)
AMERICAN MED SEC GROUP INC	COM	02744P	10	1	234,000	35,985	b	1	a (	35,985	shares)
AMERICAN STD COS INC DEL	COM	029712	10	6	741,000	19,300	b	1	a (	19,300	shares)
AMERITRADE HLDG CORP	CL A	03072H	10	9	1,300,000	71,000	b	1	a (	71,000	shares)
AMERITRADE HLDG CORP	SB NT CV 144A 04	03072H	AA	7	1,389,000	1,900,000	b	1	a (	1,900,000	shares)
AMERITECH CORP NEW	COM	030954	10	1	632,000	9,400	b	1	a (	9,400	shares)
AMGEN INC	COM	031162	10	0	7,172,000	88,000 C	b	1	a (	88,000	shares)
AMKOR TECHNOLOGY INC	SB NT CV 5.75%03	031652	AA	8	10,101,000	7,800,000	b	1	a (	7,800,000	shares)
AMSOUTH BANCORPORATION	COM	032165	10	2	354,000	15,100	b	1	a (	15,100	shares)
ANADARKO PETE CORP	COM	032511	10	7	2,693,000	88,100	b	1	a (	88,100	shares)
ANADIGICS INC	COM	032515	10	8	602,000	21,400 P	b	1	a (	21,400	shares)
ANCHOR GAMING	COM	033037	10	2	1,017,000	17,200	b	1	a (	17,200	shares)
ANDRX CORP	COM	034551	10	1	874,000	14,937	b	1	a (	14,937	shares)
ANDRX CORP	COM	034551	10	1	1,113,000	19,000 C	b	1	a (	19,000	shares)

ONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total 133,008,000

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ANIXTER INTL INC	COM	035290	10	5	339,000	14,600	b	1	a (	14,600	shares)
AON CORP	COM	037389	10	3	272,000	9,200	b	1	a (	9,200	shares)
APACHE CORP	COM	037411	10	5	2,829,000	65,500	b	1	a (	65,500	shares)
APPLE COMPUTER INC	COM	037833	10	0	3,166,000	50,000 P	b	1	a (	50,000	shares)
APRIA HEALTHCARE GROUP INC	COM	037933	10	8	482,000	28,772	b	1	a (	28,772	shares)
APRIA HEALTHCARE GROUP INC	COM	037933	10	8	528,000	31,500 C	b	1	a (	31,500	shares)
APPLIED MATLS INC	COM	038222	10	5	2,243,000	28,900	b	1	a (	28,900	shares)
ARCADIA FINL LTD	COM	039101	10	0	102,000	23,600	b	1	a (	23,600	shares)
ARCHER DANIELS MIDLAND CO	COM	039483	10	2	753,000	61,800	b	1	a (	61,800	shares)
ARCHSTONE CMNTYS TR	PFD SER A CV	039581	20	2	6,715,000	252,200	b	1	a (	252,200	shares)
ARGONAUT GROUP INC	COM	040157	10	9	675,000	27,280	b	1	a (	27,280	shares)
ARMSTRONG WORLD INDS INC	COM	042476	10	1	980,000	21,800	b	1	a (	21,800	shares)
ARNOLD INDS INC	COM	042595	10	8	218,000	17,231	b	1	a (	17,231	shares)
ARVIN INDS INC	COM	043339	10	0	405,000	13,100	b	1	a (	13,100	shares)
ASTORIA FINL CORP	COM	046265	10	4	319,000	10,371	b	1	a (	10,371	shares)
ATLANTIC RICHFIELD CO	COM	048825	10	3	9,634,000	108,700	b	1	a (	108,700	shares)
ATMEL CORP	COM	049513	10	4	596,000	17,645	b	1	a (	17,645	shares)
ATMOS ENERGY CORP	COM	049560	10	5	1,357,000	56,230	b	1	a (	56,230	shares)
AUTODESK INC	COM	052769	10	6	400,000	18,300	b	1	a (	18,300	shares)
AUTONATION INC	COM	05329W	10	2	550,000	43,800	b	1	a (	43,800	shares)
AUTONATION INC	COM	05329W	10	2	1,508,000	120,000 P	b	1	a (	120,000	shares)
AVERY DENNISON CORP	COM	053611	10	9	5,085,000	96,400	b	1	a (	96,400	shares)
AVIATION SALES CO	COM	053672	10	1	205,000	10,800	b	1	a (	10,800	shares)
AVIRON	COM	053762	10	0	437,000	18,000 P	b	1	a (	18,000	shares)
AWARE INC MASS	COM	05453N	10	0	658,000	23,000	b	1	a (	23,000	shares)
BISYS GROUP INC	COM	055472	10	4	1,058,000	22,700	b	1	a (	22,700	shares)
BISYS GROUP INC	COM	055472	10	4	1,921,000	41,200 C	b	1	a (	41,200	shares)
BJ SVCS CO	WT EXP 041300	055482	11	1	13,337,000	382,420	b	1	a (	382,420	shares)
BP AMOCO P L C	SPONSORED ADR	055622	10	4	5,186,000	46,800	b	1	a (	46,800	shares)
BRE PROPERTIES INC	CL A	05564E	10	6	275,000	11,500	b	1	a (	11,500	shares)
BALLY TOTAL FITNESS HLDG CORP	COM	05873K	10	8	290,000	9,500 P	b	1	a (	9,500	shares)
BANCO SANTANDER CENT HISPANO	ADR	05964H	10	5	339,000	32,900	b	1	a (	32,900	shares)
BANK ONE CORP	COM	06423A	10	3	1,198,000	34,400	b	1	a (	34,400	shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

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BANKBOSTON CORP	COM	06605R	10	6	1,570,000	36,200	b	1	a (	36,200	shares)
BARD C R INC	COM	067383	10	9	202,000	4,300	b	1	a (	4,300	shares)
BARNES & NOBLE INC	COM	067774	10	9	744,000	28,600	b	1	a (	28,600	shares)
BARNES GROUP INC	COM	067806	10	9	659,000	32,835	b	1	a (	32,835	shares)
BARRICK GOLD CORP	COM	067901	10	8	1,820,000	83,700	b	1	a (	83,700	shares)
BARR LABS INC	COM	068306	10	9	260,000	8,200	b	1	a (	8,200	shares)
BARRETT RES CORP	COM PAR $0.01	068480	20	1	517,000	14,000	b	1	a (	14,000	shares)
BAUSCH & LOMB INC	COM	071707	10	3	8,908,000	135,100	b	1	a (	135,100	shares)
BAUSCH & LOMB INC	COM	071707	10	3	317,000	4,800 C	b	1	a (	4,800	shares)
BAXTER INTL INC	COM	071813	10	9	1,536,000	25,500 C	b	1	a (	25,500	shares)
BEAR STEARNS COS INC	COM	073902	10	8	1,365,000	35,500	b	1	a (	35,500	shares)
BELDEN INC	COM	077459	10	5	293,000	14,300	b	1	a (	14,300	shares)
BELL ATLANTIC CORP	COM	077853	10	9	1,918,000	28,500 C	b	1	a (	28,500	shares)
BELLSOUTH CORP	COM	079860	10	2	2,250,000	50,000	b	1	a (	50,000	shares)
BENCHMARK ELECTRS INC	COM	08160H	10	1	208,000	5,900	b	1	a (	5,900	shares)
BENCHMARK ELECTRS INC	COM	08160H	10	1	1,006,000	28,500 P	b	1	a (	28,500	shares)
BERGEN BRUNSWIG CORP	CL A	083739	10	2	111,000	10,700	b	1	a (	10,700	shares)
BEST BUY INC	COM	086516	10	1	7,597,000	122,400	b	1	a (	122,400	shares)
BILLING CONCEPTS CORP	COM	090063	10	8	177,000	35,837	b	1	a (	35,837	shares)
BIOCHEM PHARMA INC	COM	09058T	10	8	501,000	21,000	b	1	a (	21,000	shares)
BIOGEN INC	COM	090597	10	5	6,384,000	81,000 C	b	1	a (	81,000	shares)
BIOVAIL CORP INTL NEW	COM	09067K	10	6	1,441,000	28,400	b	1	a (	28,400	shares)
BLACK & DECKER CORP	COM	091797	10	0	2,175,000	47,600	b	1	a (	47,600	shares)
BLOCK H & R INC	COM	093671	10	5	704,000	16,200	b	1	a (	16,200	shares)
BOISE CASCADE CORP	COM	097383	10	3	1,775,000	48,700	b	1	a (	48,700	shares)
BOISE CASCADE OFFICE PRODS	COM	097403	10	9	190,000	17,500	b	1	a (	17,500	shares)
BOOKS-A-MILLION INC	COM	098570	10	4	1,055,000	129,900	b	1	a (	129,900	shares)
BORDEN CHEMS&PLASTIC LTD PARTN	DEPOS COM UNIT	099541	20	3	48,000	11,800	b	1	a (	11,800	shares)
BORG-WARNER AUTOMOTIVE INC	COM	099724	10	6	340,000	7,900	b	1	a (	7,900	shares)
BOSTON BEER INC	CL A	100557	10	7	337,000	42,500	b	1	a (	42,500	shares)
BOWATER INC	COM	102183	10	0	305,000	5,800	b	1	a (	5,800	shares)
BOWATER INC	COM	102183	10	0	499,000	9,500 C	b	1	a (	9,500	shares)
BRIGGS & STRATTON CORP	COM	109043	10	9	963,000	16,500	b	1	a (	16,500	shares)

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BRIGGS & STRATTON CORP	COM	109043	10	9	496,000	8,500 P	b	1	a (	8,500	shares)
BRISTOL MYERS SQUIBB CO	COM	110122	10	8	2,781,000	41,200	b	1	a (	41,200	shares)
BROADCOM CORP	CL A	111320	10	7	1,241,000	11,400	b	1	a (	11,400	shares)
BROADCOM CORP	CL A	111320	10	7	1,090,000	10,000 C	b	1	a (	10,000	shares)
BROADVISION INC	COM	111412	10	2	639,000	4,800 C	b	1	a (	4,800	shares)
BROOKE GROUP LTD	COM	112525	10	0	1,538,000	92,500 P	b	1	a (	92,500	shares)
BRUNSWICK CORP	COM	117043	10	9	299,000	12,000	b	1	a (	12,000	shares)
BURLINGTON NORTHN SANTA FE CP	COM	12189T	10	4	520,000	18,900	b	1	a (	18,900	shares)
BURLINGTON RES INC	COM	122014	10	3	2,120,000	57,700	b	1	a (	57,700	shares)
BUSINESS OBJECTS S A	SPONSORED ADR	12328X	10	7	406,000	6,900	b	1	a (	6,900	shares)
CDNOW INC NEW	COM	125086	10	8	142,000	11,500	b	1	a (	11,500	shares)
CEC ENTMT INC	COM	125137	10	9	617,000	17,200	b	1	a (	17,200	shares)
CK WITCO CORP	COM	12562C	10	8	249,000	17,100	b	1	a (	17,100	shares)
CMS ENERGY CORP	COM	125896	10	0	988,000	29,100	b	1	a (	29,100	shares)
CNA FINL CORP	COM	126117	10	0	1,026,000	29,300	b	1	a (	29,300	shares)
CNF TRANSN INC	COM	12612W	10	4	715,000	19,200	b	1	a (	19,200	shares)
CTS CORP	COM	126501	10	5	2,208,000	38,400 C	b	1	a (	38,400	shares)
CVS CORP	COM	126650	10	0	5,302,000	129,900	b	1	a (	129,900	shares)
CABLEVISION SYS CORP	CL A	12686C	10	9	960,000	13,200	b	1	a (	13,200	shares)
CABLEVISION SYS CORP	CL A	12686C	10	9	2,073,000	28,500 C	b	1	a (	28,500	shares)
CALPINE CORP	COM	131347	10	6	451,000	5,300	b	1	a (	5,300	shares)
CAMDEN PPTY TR	PFD A CV $2.25	133131	20	1	3,117,000	129,200	b	1	a (	129,200	shares)
CANADIAN NATL RY CO	COM	136375	10	2	2,110,000	69,600	b	1	a (	69,600	shares)
CAPITAL ONE FINL CORP	COM	14040H	10	5	1,658,000	42,500 C	b	1	a (	42,500	shares)
CARDINAL HEALTH INC	COM	14149Y	10	8	1,962,000	36,000	b	1	a (	36,000	shares)
CARLISLE COS INC	COM	142339	10	0	273,000	6,900	b	1	a (	6,900	shares)
CARNIVAL CORP	COM	143658	10	2	3,384,000	77,800	b	1	a (	77,800	shares)
CASE CORP	COM	14743R	10	3	5,569,000	111,800	b	1	a (	111,800	shares)
CATALINA MARKETING CORP	COM	148867	10	4	212,000	2,500	b	1	a (	2,500	shares)
CATALYTICA INC	COM	148885	10	6	1,095,000	73,000	b	1	a (	73,000	shares)
CATELLUS DEV CORP	COM	149111	10	6	179,000	15,200	b	1	a (	15,200	shares)
CATERPILLAR INC DEL	COM	149123	10	1	1,321,000	24,100	b	1	a (	24,100	shares)
CELLSTAR CORP	COM	150925	10	5	605,000	80,000 P	b	1	a (	80,000	shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

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CELESTICA INC	SUB VTG SHS	15101Q	10	8	232,000	4,700	b	1	a (	4,700	shares)
CENDANT CORP	COM	151313	10	3	218,000	12,300	b	1	a (	12,300	shares)
CENTERPOINT PPTYS TR	SH BEN INT	151895	10	9	473,000	14,300	b	1	a (	14,300	shares)
CENTEX CORP	COM	152312	10	4	1,052,000	35,600	b	1	a (	35,600	shares)
CENTOCOR INC	COM	152342	10	1	6,037,000	103,200	b	1	a (	103,200	shares)
CENTRAL HUDSON GAS & ELEC CORP	COM	153609	10	2	299,000	7,600	b	1	a (	7,600	shares)
CENTRAL PKG CORP	COM	154785	10	9	269,000	9,200	b	1	a (	9,200	shares)
CENTURA BKS INC	COM	15640T	10	0	215,000	5,200	b	1	a (	5,200	shares)
CENTURY COMMUNICATIONS CORP	CL A	156503	10	4	457,000	10,200	b	1	a (	10,200	shares)
CENTURYTEL INC	COM	156700	10	6	455,000	11,200	b	1	a (	11,200	shares)
CHAMPION INTL CORP	COM	158525	10	5	529,000	10,300	b	1	a (	10,300	shares)
CHARTER ONE FINL INC	COM	160903	10	0	394,000	17,025	b	1	a (	17,025	shares)
CHATEAU CMNTYS INC	COM	161726	10	4	293,000	11,250	b	1	a (	11,250	shares)
CHERRY CORP	COM NEW	164541	40	1	141,000	11,200	b	1	a (	11,200	shares)
CHESAPEAKE CORP	COM	165159	10	4	625,000	20,665	b	1	a (	20,665	shares)
CHIRON CORP	SB CV ADJ 144A00	170040	AB	1	12,331,000	11,848,000	b	1	a (	11,848,000	shares)
CINCINNATI BELL INC	COM	171870	10	8	437,000	22,500	b	1	a (	22,500	shares)
CIRCUIT CITY STORE INC	CIRCT CITY GRP	172737	10	8	751,000	17,800	b	1	a (	17,800	shares)
CISCO SYS INC	COM	17275R	10	2	5,231,000	76,360	b	1	a (	76,360	shares)
CINTAS CORP	COM	172908	10	5	272,000	4,700 C	b	1	a (	4,700	shares)
CITIZENS BKG CORP MICH	COM	174420	10	9	424,000	16,358	b	1	a (	16,358	shares)
CITRIX SYS INC	COM	177376	10	0	236,000	3,818	b	1	a (	3,818	shares)
CITRIX SYS INC	COM	177376	10	0	1,548,000	25,000 C	b	1	a (	25,000	shares)
CLEAR CHANNEL COMMUNICATIONS	COM	184502	10	2	2,276,000	28,500 C	b	1	a (	28,500	shares)
CLEVELAND CLIFFS INC	COM	185896	10	7	700,000	22,500	b	1	a (	22,500	shares)
CLOROX CO DEL	COM	189054	10	9	3,596,000	94,000	b	1	a (	94,000	shares)
COASTAL CORP	COM	190441	10	5	1,118,000	27,300	b	1	a (	27,300	shares)
COCA COLA CO	COM	191216	10	0	2,456,000	51,100	b	1	a (	51,100	shares)
COCA COLA CO	COM	191216	10	0	1,826,000	38,000 P	b	1	a (	38,000	shares)
COLT TELECOM GROUP PLC	SPONSORED ADR	196877	10	4	229,000	2,400	b	1	a (	2,400	shares)
COLUMBIA ENERGY GROUP	COM	197648	10	8	941,000	17,000	b	1	a (	17,000	shares)
COMCAST CORP	CL A SPL	200300	20	0	430,000	10,800	b	1	a (	10,800	shares)
COMDISCO INC	COM	200336	10	5	929,000	48,100	b	1	a (	48,100	shares)

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COMERICA INC	COM	200340	10	7	440,000	8,700	b	1	a (	8,700	shares)
COMERICA INC	COM	200340	10	7	719,000	14,200 P	b	1	a (	14,200	shares)
COMMERCE BANCORP INC NJ	COM	200519	10	6	1,245,000	30,000 P	b	1	a (	30,000	shares)
COMPANIA DE TELECOMUNICS CHILE	SPON ADR NEW	204449	30	0	517,000	28,600	b	1	a (	28,600	shares)
COMPAQ COMPUTER CORP	COM	204493	10	0	688,000	30,000	b	1	a (	30,000	shares)
COMPUTER ASSOC INTL INC	COM	204912	10	9	5,390,000	88,000 C	b	1	a (	88,000	shares)
COMPUTER SCIENCES CORP	COM	205363	10	4	1,484,000	21,100	b	1	a (	21,100	shares)
COMPUWARE CORP	COM	205638	10	9	1,076,000	41,400	b	1	a (	41,400	shares)
COMVERSE TECHNOLOGY INC	COM PAR $0.10	205862	40	2	2,376,000	25,205	b	1	a (	25,205	shares)
CONAGRA INC	COM	205887	10	2	458,000	20,300	b	1	a (	20,300	shares)
CONCORD COMMUNICATIONS INC	COM	206186	10	8	309,000	7,800	b	1	a (	7,800	shares)
CONCORD EFS INC	COM	206197	10	5	1,731,000	83,950	b	1	a (	83,950	shares)
CONCORD EFS INC	COM	206197	10	5	351,000	17,000 C	b	1	a (	17,000	shares)
CONECTIV INC	COM	206829	10	3	453,000	23,100	b	1	a (	23,100	shares)
CONEXANT SYSTEMS INC	COM	207142	10	0	3,707,000	51,000 P	b	1	a (	51,000	shares)
CONSECO INC	COM	208464	10	7	365,000	18,900	b	1	a (	18,900	shares)
CONSECO INC	COM	208464	10	7	2,376,000	123,000 P	b	1	a (	123,000	shares)
CONSOLIDATED FREIGHTWAYS CORP	COM	209232	10	7	299,000	30,300	b	1	a (	30,300	shares)
CONSOLIDATED NAT GAS CO	COM	209648	10	3	6,381,000	102,300	b	1	a (	102,300	shares)
CONTINENTAL AIRLS INC	CL B	210795	30	8	485,000	14,800	b	1	a (	14,800	shares)
COOPER INDS INC	COM	216669	10	1	1,337,000	28,600	b	1	a (	28,600	shares)
CORDANT TECHNOLOGIES INC	COM	218412	10	4	280,000	9,200	b	1	a (	9,200	shares)
COVENTRY HEALTH CARE INC	COM	222862	10	4	934,000	98,995	b	1	a (	98,995	shares)
CROWN CORK & SEAL INC	PFD CV 4.50%	228255	30	3	5,103,000	228,700	b	1	a (	228,700	shares)
CULLEN FROST BANKERS INC	COM	229899	10	9	215,000	8,600 P	b	1	a (	8,600	shares)
CUSTOMTRACKS CORP	COM	232046	10	2	516,000	17,500	b	1	a (	17,500	shares)
CYBERONICS INC	COM	23251P	10	2	238,000	13,400	b	1	a (	13,400	shares)
CYMER INC	COM	232572	10	7	1,648,000	47,500 P	b	1	a (	47,500	shares)
CYPRESS SEMICONDUCTOR CORP	COM	232806	10	9	443,000	20,600	b	1	a (	20,600	shares)
DST SYS INC DEL	COM	233326	10	7	1,848,000	32,500	b	1	a (	32,500	shares)
DST SYS INC DEL	COM	233326	10	7	2,343,000	41,200 C	b	1	a (	41,200	shares)
DTE ENERGY CO	COM	233331	10	7	936,000	25,900	b	1	a (	25,900	shares)
DANAHER CORP DEL	COM	235851	10	2	1,196,000	22,700	b	1	a (	22,700	shares)

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DARDEN RESTAURANTS INC	COM	237194	10	5	614,000	31,400	b	1	a (	31,400	shares)
DATA GEN CORP	COM	237688	10	6	2,839,000	134,800	b	1	a (	134,800	shares)
DAYTON HUDSON CORP	COM	239753	10	6	5,976,000	99,500	b	1	a (	99,500	shares)
DELHAIZE AMER INC	CL A	246688	10	5	759,000	35,800	b	1	a (	35,800	shares)
DELL COMPUTER CORP	COM	247025	10	9	4,562,000	109,100	b	1	a (	109,100	shares)
DELL COMPUTER CORP	COM	247025	10	9	1,777,000	42,500 C	b	1	a (	42,500	shares)
DELTA & PINE LD CO	COM	247357	10	6	2,800,000	108,200	b	1	a (	108,200	shares)
DELUXE CORP	COM	248019	10	1	207,000	6,100	b	1	a (	6,100	shares)
DENTSPLY INTL INC NEW	COM	249030	10	7	320,000	14,100	b	1	a (	14,100	shares)
DENTSPLY INTL INC NEW	COM	249030	10	7	485,000	21,300 C	b	1	a (	21,300	shares)
DIAL CORP NEW	COM	25247D	10	1	2,759,000	108,200	b	1	a (	108,200	shares)
DIEBOLD INC	COM	253651	10	3	752,000	32,500	b	1	a (	32,500	shares)
DIME BANCORP INC NEW	COM	25429Q	10	2	987,000	56,400	b	1	a (	56,400	shares)
DIONEX CORP	COM	254546	10	4	2,383,000	56,080	b	1	a (	56,080	shares)
DOLLAR TREE STORES INC	COM	256747	10	6	909,000	22,807	b	1	a (	22,807	shares)
DONALDSON LUFKIN & JENRETTE NW	COM DLJ	257661	10	8	1,313,000	33,200	b	1	a (	33,200	shares)
DONALDSON LUFKIN & JENRETTE NW	COM DLJ	257661	10	8	673,000	17,000 P	b	1	a (	17,000	shares)
DOW CHEM CO	COM	260543	10	3	13,146,000	115,700 C	b	1	a (	115,700	shares)
DUANE READE INC	COM	263578	10	6	988,000	32,800 P	b	1	a (	32,800	shares)
DURA PHARMACEUTICALS INC	COM	26632S	10	9	287,000	20,600	b	1	a (	20,600	shares)
DYCOM INDS INC	COM	267475	10	1	380,000	9,000 C	b	1	a (	9,000	shares)
DYNEGY INC	COM	26816L	10	2	1,396,000	67,500 C	b	1	a (	67,500	shares)
ECI TELECOM LTD	ORD	268258	10	0	415,000	16,900	b	1	a (	16,900	shares)
EG & G INC	COM	268457	10	8	291,000	7,300	b	1	a (	7,300	shares)
E M C CORP MASS	COM	268648	10	2	2,900,000	40,600	b	1	a (	40,600	shares)
ESS TECHNOLOGY INC	COM	269151	10	6	297,000	22,600	b	1	a (	22,600	shares)
ETEC SYS INC	COM	26922C	10	3	476,000	12,722	b	1	a (	12,722	shares)
E TRADE GROUP INC	COM	269246	10	4	895,000	38,000 P	b	1	a (	38,000	shares)
EARTHLINK NETWORK INC	COM	270322	10	0	2,193,000	51,000 C	b	1	a (	51,000	shares)
EASTMAN CHEM CO	COM	277432	10	0	2,148,000	53,700	b	1	a (	53,700	shares)
EASTMAN KODAK CO	COM	277461	10	9	1,516,000	20,100	b	1	a (	20,100	shares)
EATON CORP	COM	278058	10	2	5,257,000	60,902	b	1	a (	60,902	shares)
ECHOSTAR COMMUNICATIONS NEW	CL A	278762	10	9	690,000	7,600	b	1	a (	7,600	shares)

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ECOLAB INC	COM	278865	10	0	1,904,000	55,800	b	1	a (	55,800	shares)
EGGHEAD.COM INC	COM	282330	10	9	745,000	106,900	b	1	a (	106,900	shares)
ELECTRONIC ARTS INC	COM	285512	10	9	832,000	11,500	b	1	a (	11,500	shares)
ELECTRONIC DATA SYS NEW	COM	285661	10	4	201,000	3,800	b	1	a (	3,800	shares)
ELECTRONICS FOR IMAGING INC	COM	286082	10	2	694,000	13,500	b	1	a (	13,500	shares)
EMERSON ELEC CO	COM	291011	10	4	1,801,000	28,500 C	b	1	a (	28,500	shares)
EMULEX CORP	COM NEW	292475	20	9	1,456,000	17,000	b	1	a (	17,000	shares)
ENERGY EAST CORP	COM	29266M	10	9	1,190,000	50,100	b	1	a (	50,100	shares)
ENRON CORP	COM	293561	10	6	5,107,000	123,800	b	1	a (	123,800	shares)
ENTERGY CORP NEW	COM	29364G	10	3	272,000	9,400	b	1	a (	9,400	shares)
ENZO BIOCHEM INC	COM	294100	10	2	2,347,000	82,700	b	1	a (	82,700	shares)
EQUANT N V	NY REG SHS	294409	10	7	382,000	4,700	b	1	a (	4,700	shares)
EQUITY OFFICE PROPERTIES TRUST	PFD CV B 5.25%	294741	50	9	10,048,000	256,000	b	1	a (	256,000	shares)
EQUITY RESIDENTIAL PPTYS TR	PFD CV J $2.15	29476L	82	6	5,687,000	211,600	b	1	a (	211,600	shares)
ERICSSON L M TEL CO	ADR CL B SEK10	294821	40	0	717,000	23,000	b	1	a (	23,000	shares)
EVEREST REINS HLDGS INC	COM	299808	10	5	631,000	26,500	b	1	a (	26,500	shares)
EXODUS COMMUNICATIONS INC	COM	302088	10	9	865,000	12,000	b	1	a (	12,000	shares)
EXXON CORP	COM	302290	10	1	7,115,000	93,700	b	1	a (	93,700	shares)
F & M NATL CORP	COM	302374	10	3	1,426,000	54,857	b	1	a (	54,857	shares)
F M C CORP	COM NEW	302491	30	3	2,641,000	54,745	b	1	a (	54,745	shares)
FNB CORP PA	COM	302520	10	1	840,000	34,905	b	1	a (	34,905	shares)
FACTSET RESH SYS INC	COM	303075	10	5	1,337,000	23,500	b	1	a (	23,500	shares)
FASTENAL CO	COM	311900	10	4	999,000	21,200 C	b	1	a (	21,200	shares)
FEDERAL HOME LN MTG CORP	COM	313400	30	1	2,922,000	56,200	b	1	a (	56,200	shares)
FEDERAL NATL MTG ASSN	COM	313586	10	9	652,000	10,400	b	1	a (	10,400	shares)
FEDERATED DEPT STORES INC DEL	COM	31410H	10	1	1,385,000	31,700	b	1	a (	31,700	shares)
FEDERATED DEPT STORES INC DEL	WT C EX 121999	31410H	11	9	14,599,000	776,000	b	1	a (	776,000	shares)
FEDERATED DEPT STORES INC DEL	WT D EX 121901	31410H	12	7	9,150,000	494,600	b	1	a (	494,600	shares)
FERRO CORP	COM	315405	10	0	1,018,000	47,775	b	1	a (	47,775	shares)
FIRST DATA CORP	COM	319963	10	4	1,158,000	26,400	b	1	a (	26,400	shares)
FIRST DATA CORP	COM	319963	10	4	1,119,000	25,500 C	b	1	a (	25,500	shares)
FIRST HEALTH GROUP CORP	COM	320960	10	7	339,000	15,100	b	1	a (	15,100	shares)
FIRST UN CORP	COM	337358	10	5	2,792,000	78,500 P	b	1	a (	78,500	shares)

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FIRSTFED FINL CORP	COM	337907	10	9	2,328,000	134,000	b	1	a (	134,000	shares)
FLEET FINL GROUP INC NEW	COM	338915	10	1	278,000	7,600	b	1	a (	7,600	shares)
FLEETWOOD ENTERPRISES INC	COM	339099	10	3	675,000	33,450	b	1	a (	33,450	shares)
FLORIDA PROGRESS CORP	COM	341109	10	6	3,201,000	69,200	b	1	a (	69,200	shares)
FLORIDA ROCK INDS INC	COM	341140	10	1	247,000	7,100	b	1	a (	7,100	shares)
FORD MTR CO DEL	COM	345370	10	0	2,911,000	58,000	b	1	a (	58,000	shares)
FOREST LABS INC	CL A	345838	10	6	4,769,000	113,200	b	1	a (	113,200	shares)
FORTUNE BRANDS INC	COM	349631	10	1	468,000	14,500	b	1	a (	14,500	shares)
FOUR SEASONS HOTEL INC	LTD VTG SH	35100E	10	4	380,000	10,400	b	1	a (	10,400	shares)
FOX ENTMT GROUP INC	CL A	35138T	10	7	340,000	16,100	b	1	a (	16,100	shares)
FRANKLIN RES INC	COM	354613	10	1	1,248,000	40,600	b	1	a (	40,600	shares)
FREEPORT-MCMORAN COPPER & GOL	CL B	35671D	85	7	185,000	11,900	b	1	a (	11,900	shares)
FULTON FINL CORP PA	COM	360271	10	0	547,000	29,164	b	1	a (	29,164	shares)
GATX CORP	COM	361448	10	3	217,000	7,000	b	1	a (	7,000	shares)
GPU INC	COM	36225X	10	0	2,496,000	76,500	b	1	a (	76,500	shares)
GTE CORP	COM	362320	10	8	19,671,000	125,800	b	1	a (	125,800	shares)
GALILEO INTERNATIONAL INC	COM	363547	10	0	342,000	8,500 C	b	1	a (	8,500	shares)
GANNETT INC	COM	364730	10	1	1,093,000	15,800	b	1	a (	15,800	shares)
GAP INC DEL	COM	364760	10	8	2,426,000	75,825	b	1	a (	75,825	shares)
GENCORP INC	COM	368682	10	0	458,000	25,000	b	1	a (	25,000	shares)
GENERAL ELEC CO	COM	369604	10	3	273,000	2,300	b	1	a (	2,300	shares)
GENERAL ELEC CO	COM	369604	10	3	6,758,000	57,000 P	b	1	a (	57,000	shares)
GENERAL INSTR CORP DEL	COM	370120	10	7	929,000	19,300	b	1	a (	19,300	shares)
GENERAL MLS INC	COM	370334	10	4	2,353,000	29,000	b	1	a (	29,000	shares)
GENERAL MLS INC	COM	370334	10	4	771,000	9,500 C	b	1	a (	9,500	shares)
GENTEX CORP	COM	371901	10	9	1,384,000	67,100	b	1	a (	67,100	shares)
GENESIS MICROCHIP INC	COM	371933	10	2	180,000	10,217	b	1	a (	10,217	shares)
GENUINE PARTS CO	COM	372460	10	5	401,000	15,100	b	1	a (	15,100	shares)
GEON CO	COM	37246W	10	5	489,000	19,000	b	1	a (	19,000	shares)
GENZYME CORP	COM GENL DIV	372917	10	4	1,269,000	28,200	b	1	a (	28,200	shares)
GEORGIA PAC CORP	COM GA PAC GRP	373298	10	8	2,223,000	54,900	b	1	a (	54,900	shares)
GEORGIA PAC CORP	COM-TIMBER GRP	373298	70	2	215,000	9,400	b	1	a (	9,400	shares)
GERBER SCIENTIFIC INC	COM	373730	10	0	1,291,000	57,700 P	b	1	a (	57,700	shares)

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GILEAD SCIENCES INC	COM	375558	10	3	1,829,000	28,500 C	b	1	a (	28,500	shares)
GLOBAL TELESYSTEMS GROUP	COM	37936U	10	4	1,185,000	60,000 C	b	1	a (	60,000	shares)
GLOBAL TELESYSTEMS GROUP	COM	37936U	10	4	1,313,000	66,500 P	b	1	a (	66,500	shares)
GOLDEN ST BANCORP INC	COM	381197	10	2	520,000	29,000	b	1	a (	29,000	shares)
GOLDEN WEST FINL CORP DEL	COM	381317	10	6	206,000	2,100	b	1	a (	2,100	shares)
GO2NET INC	COM	383486	10	7	1,358,000	21,000	b	1	a (	21,000	shares)
GRAINGER W W INC	COM	384802	10	4	1,548,000	32,200	b	1	a (	32,200	shares)
GREAT LAKES CHEM CORP	COM	390568	10	3	1,778,000	46,700	b	1	a (	46,700	shares)
GTECH HLDGS CORP	COM	400518	10	6	270,000	12,600	b	1	a (	12,600	shares)
GUIDANT CORP	COM	401698	10	5	649,000	12,100	b	1	a (	12,100	shares)
HCR MANOR CARE INC	COM	404134	10	8	211,000	12,300	b	1	a (	12,300	shares)
HNC SOFTWARE INC	COM	40425P	10	7	284,000	7,200	b	1	a (	7,200	shares)
HSB GROUP INC	COM	40428N	10	9	1,365,000	38,800	b	1	a (	38,800	shares)
HALLIBURTON CO	COM	406216	10	1	271,000	6,600	b	1	a (	6,600	shares)
HAMBRECHT & QUIST GROUP INC	COM	406545	10	3	861,000	17,600	b	1	a (	17,600	shares)
HANNAFORD BROS CO	COM	410550	10	7	5,720,000	81,200	b	1	a (	81,200	shares)
HANSON PLC	SPON ADR NEW	411352	10	4	290,000	7,500	b	1	a (	7,500	shares)
HARCOURT GEN INC	COM	41163G	10	1	370,000	8,900	b	1	a (	8,900	shares)
HARLEY DAVIDSON INC	COM	412822	10	8	1,126,000	22,500	b	1	a (	22,500	shares)
HARLEYSVILLE GROUP INC	COM	412824	10	4	1,128,000	80,193	b	1	a (	80,193	shares)
HARMONIC INC	COM	413160	10	2	1,922,000	14,696	b	1	a (	14,696	shares)
HARRAHS ENTMT INC	COM	413619	10	7	1,160,000	41,800	b	1	a (	41,800	shares)
HARRIS CORP DEL	COM	413875	10	5	599,000	21,700	b	1	a (	21,700	shares)
HARTFORD FINL SVCS GROUP INC	COM	416515	10	4	1,749,000	42,800	b	1	a (	42,800	shares)
HASBRO INC	COM	418056	10	7	963,000	44,900	b	1	a (	44,900	shares)
HEINZ H J CO	COM	423074	10	3	1,011,000	23,500	b	1	a (	23,500	shares)
HERCULES INC	COM	427056	10	6	867,000	30,300	b	1	a (	30,300	shares)
HERTZ CORP	CL A	428040	10	9	647,000	14,700	b	1	a (	14,700	shares)
HEWLETT PACKARD CO	COM	428236	10	3	11,049,000	120,100	b	1	a (	120,100	shares)
HI / FN INC	COM	428358	10	5	529,000	4,800 P	b	1	a (	4,800	shares)
HISPANIC BROADCASTING CORP	CL A	43357B	10	4	503,000	6,602	b	1	a (	6,602	shares)
HOLLYWOOD ENTMT CORP	COM	436141	10	5	396,000	26,500	b	1	a (	26,500	shares)
HOLLYWOOD ENTMT CORP	COM	436141	10	5	270,000	18,000 P	b	1	a (	18,000	shares)

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HOME DEPOT INC	COM	437076	10	2	4,179,000	60,900	b	1	a (	60,900	shares)
HOMEBASE INC	COM	43738E	10	8	74,000	18,900	b	1	a (	18,900	shares)
HON INDS INC	COM	438092	10	8	227,000	11,800	b	1	a (	11,800	shares)
HORMEL FOODS CORP	COM	440452	10	0	1,202,000	29,100	b	1	a (	29,100	shares)
HOUGHTON MIFFLIN CO	COM	441560	10	9	674,000	16,600	b	1	a (	16,600	shares)
HUBBELL INC	CL B	443510	20	1	1,425,000	44,700	b	1	a (	44,700	shares)
HUMANA INC	COM	444859	10	2	133,000	19,400	b	1	a (	19,400	shares)
HUNT J B TRANS SVCS INC	COM	445658	10	7	237,000	17,162	b	1	a (	17,162	shares)
HUNTINGTON BANCSHARES INC	COM	446150	10	4	849,000	31,980	b	1	a (	31,980	shares)
IDT CORP	COM	448947	10	1	1,365,000	65,400	b	1	a (	65,400	shares)
HYSEQ INC	COM	449163	30	2	243,000	49,300	b	1	a (	49,300	shares)
IBP INC	COM	449223	10	6	593,000	24,000	b	1	a (	24,000	shares)
ICOS CORP	COM	449295	10	4	307,000	10,400	b	1	a (	10,400	shares)
IDEC PHARMACEUTICALS CORP	COM	449370	10	5	4,938,000	52,500 C	b	1	a (	52,500	shares)
IGEN INC	COM	449536	10	1	282,000	11,440	b	1	a (	11,440	shares)
IMC GLOBAL INC	COM	449669	10	0	173,000	11,900	b	1	a (	11,900	shares)
ITI TECHNOLOGIES INC	COM	450564	10	9	247,000	8,200	b	1	a (	8,200	shares)
IXC COMMUNICATIONS INC	COM	450713	10	2	394,000	10,000 C	b	1	a (	10,000	shares)
IBIS TECHNOLOGY CORP	COM	450909	10	6	529,000	15,500	b	1	a (	15,500	shares)
ITT INDS INC IND	COM	450911	10	2	506,000	15,900	b	1	a (	15,900	shares)
ILLINOIS TOOL WKS INC	COM	452308	10	9	2,237,000	30,000	b	1	a (	30,000	shares)
ILLINOIS TOOL WKS INC	COM	452308	10	9	1,417,000	19,000 C	b	1	a (	19,000	shares)
ILLINOVA CORP	COM	452317	10	0	390,000	13,900	b	1	a (	13,900	shares)
IMMUNEX CORP NEW	COM	452528	10	2	2,472,000	57,000	b	1	a (	57,000	shares)
IMPERIAL BANCORP	COM	452556	10	3	430,000	20,245	b	1	a (	20,245	shares)
INDIGO AVIATION AB	SPONSORED ADR	45567P	10	4	124,000	14,000	b	1	a (	14,000	shares)
INFOSPACE COM INC	COM	45678T	10	2	452,000	11,000	b	1	a (	11,000	shares)
INGERSOLL-RAND CO	COM	456866	10	2	1,818,000	33,100	b	1	a (	33,100	shares)
INPUT/OUTPUT INC	COM	457652	10	5	74,000	11,103	b	1	a (	11,103	shares)
INSIGHT ENTERPRISES INC	COM	45765U	10	3	230,000	7,100	b	1	a (	7,100	shares)
INTEL CORP	COM	458140	10	0	10,536,000	141,774	b	1	a (	141,774	shares)
INTERIM SVCS INC	COM	45868P	10	0	291,000	17,800	b	1	a (	17,800	shares)
INTERNATIONAL BUSINESS MACHS	COM	459200	10	1	7,367,000	60,700	b	1	a (	60,700	shares)

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INTERNATIONAL BUSINESS MACHS	COM	459200	10	1	7,222,000	59,500 C	b	1	a (	59,500	shares)
INTERNATIONAL FLAVORS&FRAGRANC	COM	459506	10	1	442,000	12,800	b	1	a (	12,800	shares)
INTERNATIONAL NETWORK SVCS	COM	460053	10	1	1,695,000	31,200	b	1	a (	31,200	shares)
INTERNATIONAL NETWORK SVCS	COM	460053	10	1	517,000	9,500 P	b	1	a (	9,500	shares)
INTL PAPER CO	COM	460146	10	3	817,000	17,000	b	1	a (	17,000	shares)
INTERNET CAP GROUP INC	COM	46059C	10	6	573,000	6,520	b	1	a (	6,520	shares)
INTERPUBLIC GROUP COS INC	COM	460690	10	0	2,188,000	53,200	b	1	a (	53,200	shares)
INTERVOICE-BRITE INC	COM	461142	10	1	585,000	53,164	b	1	a (	53,164	shares)
INTIMATE BRANDS INC	CL A	461156	10	1	1,145,000	29,400	b	1	a (	29,400	shares)
INTUIT	COM	461202	10	3	5,590,000	63,800	b	1	a (	63,800	shares)
IOMEGA CORP	SB NT CV 6.75%01	462030	AA	5	15,064,000	16,668,000	b	1	a (	16,668,000	shares)
IPALCO ENTERPRISES INC	COM	462613	10	0	276,000	14,200	b	1	a (	14,200	shares)
IT GROUP INC	COM	465266	10	4	118,000	12,300	b	1	a (	12,300	shares)
JDS UNIPHASE CORP	COM	46612J	10	1	10,243,000	90,000 C	b	1	a (	90,000	shares)
JLG INDS INC	COM	466210	10	1	430,000	28,300	b	1	a (	28,300	shares)
JABIL CIRCUIT INC	COM	466313	10	3	327,000	6,600	b	1	a (	6,600	shares)
JABIL CIRCUIT INC	COM	466313	10	3	1,411,000	28,500 P	b	1	a (	28,500	shares)
JACOR COMMUNUNICATIONS INC	WT EXP 091801	469858	13	8	28,211,000	2,109,249	b	1	a (	2,109,249	shares)
JOHNS MANVILLE CORP NEW	COM	478129	10	9	365,000	27,556	b	1	a (	27,556	shares)
JOHNSON CTLS INC	COM	478366	10	7	279,000	4,200	b	1	a (	4,200	shares)
JONES APPAREL GROUP INC	COM	480074	10	3	1,179,000	41,000	b	1	a (	41,000	shares)
JONES PHARMA INC	COM	480236	10	8	284,000	8,650	b	1	a (	8,650	shares)
JONES PHARMA INC	COM	480236	10	8	423,000	12,800 C	b	1	a (	12,800	shares)
JOSTENS INC	COM	481088	10	2	1,445,000	75,565	b	1	a (	75,565	shares)
KLA-TENCORP CORP	COM	482480	10	0	468,000	7,200	b	1	a (	7,200	shares)
K MART CORP	COM	482584	10	9	1,576,000	134,800	b	1	a (	134,800	shares)
KANSAS CITY SOUTHN INDS INC	COM	485170	10	4	2,006,000	43,200	b	1	a (	43,200	shares)
KANSAS CITY SOUTHN INDS INC	COM	485170	10	4	590,000	12,700 P	b	1	a (	12,700	shares)
KAUFMAN & BROAD HOME CORP	COM	486168	10	7	361,000	17,500	b	1	a (	17,500	shares)
KERR MCGEE CORP	COM	492386	10	7	540,000	9,800	b	1	a (	9,800	shares)
KEYCORP NEW	COM	493267	10	8	1,859,000	72,000	b	1	a (	72,000	shares)
KEYSPAN CORP	COM	49337W	10	0	558,000	19,500	b	1	a (	19,500	shares)
KIMBERLY CLARK CORP	COM	494368	10	3	1,187,000	22,600	b	1	a (	22,600	shares)

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KING WORLD PRODTNS INC	COM	495667	10	7	1,515,000	40,400	b	1	a (	40,400	shares)
KMART FING I	PFD TRCV 7.75%	498778	20	8	15,835,000	332,500	b	1	a (	332,500	shares)
KNIGHT RIDDER INC	COM	499040	10	3	209,000	3,800	b	1	a (	3,800	shares)
KNIGHT/TRIMARK GROUP INC	CL A	499067	10	6	1,558,000	52,600	b	1	a (	52,600	shares)
KOMAG INC	COM	500453	10	5	61,000	20,400	b	1	a (	20,400	shares)
LHS GROUP INC	COM	501938	10	4	627,000	21,300 P	b	1	a (	21,300	shares)
LSI LOGIC CORP	COM	502161	10	2	556,000	10,800	b	1	a (	10,800	shares)
LSI LOGIC CORP	COM	502161	10	2	927,000	18,000 C	b	1	a (	18,000	shares)
LA Z BOY INC	COM	505336	10	7	273,000	14,300	b	1	a (	14,300	shares)
LAIDLAW INC	COM	50730K	50	3	891,000	132,000	b	1	a (	132,000	shares)
LAM RESH CORP	COM	512807	10	8	384,000	6,300 C	b	1	a (	6,300	shares)
LANCE INC	COM	514606	10	2	448,000	34,487	b	1	a (	34,487	shares)
LASER VISION CTRS INC	COM	51807H	10	0	534,000	38,000 P	b	1	a (	38,000	shares)
LASON INC	COM	51808R	10	7	267,000	6,000	b	1	a (	6,000	shares)
LATTICE SEMICONDUCTOR CORP	COM	518415	10	4	377,000	12,720	b	1	a (	12,720	shares)
LAUDER ESTEE COS INC	CL A	518439	10	4	1,563,000	40,000 P	b	1	a (	40,000	shares)
LEAR CORP	COM	521865	10	5	1,696,000	48,200	b	1	a (	48,200	shares)
LEAR CORP	COM	521865	10	5	1,056,000	30,000 C	b	1	a (	30,000	shares)
LEE ENTERPRISES INC	COM	523768	10	9	2,210,000	80,720	b	1	a (	80,720	shares)
LEGATO SYS INC	COM	524651	10	6	1,117,000	25,600 C	b	1	a (	25,600	shares)
LEHMAN BROS HLDGS INC	COM	524908	10	0	268,000	4,600	b	1	a (	4,600	shares)
LEHMAN BROS HLDGS INC	COM	524908	10	0	1,458,000	25,000 C	b	1	a (	25,000	shares)
LEVEL 3 COMMUNICATIONS INC	COM	52729N	10	0	371,000	7,100	b	1	a (	7,100	shares)
LIMITED INC	COM	532716	10	7	3,668,000	95,900	b	1	a (	95,900	shares)
LINCOLN NATL CORP IND	COM	534187	10	9	387,000	10,300	b	1	a (	10,300	shares)
LINEAR TECHNOLOGY CORP	COM	535678	10	6	447,000	7,608	b	1	a (	7,608	shares)
LIPOSOME CO INC	COM	536310	10	5	514,000	67,400 P	b	1	a (	67,400	shares)
LITTON INDS INC	COM	538021	10	6	1,018,000	18,600	b	1	a (	18,600	shares)
LONGS DRUG STORES CORP	COM	543162	10	1	436,000	14,600	b	1	a (	14,600	shares).
LOUISIANA PAC CORP	COM	546347	10	5	414,000	26,500	b	1	a (	26,500	shares)
LOWES COS INC	COM	548661	10	7	8,380,000	171,900	b	1	a (	171,900	shares)
LOWES COS INC	COM	548661	10	7	414,000	8,500 P	b	1	a (	8,500	shares)
LUBRIZOL CORP	COM	549271	10	4	640,000	24,900	b	1	a (	24,900	shares)

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LUCENT TECHNOLOGIES INC	COM	549463	10	7	8,583,000	132,300	b	1	a (	132,300	shares)
LUCENT TECHNOLOGIES INC	COM	549463	10	7	5,514,000	85,000 C	b	1	a (	85,000	shares)
LYCOS INC	COM	550818	10	8	3,834,000	76,400 C	b	1	a (	76,400	shares)
LYONDELL CHEMICAL CO	COM	552078	10	7	464,000	34,700	b	1	a (	34,700	shares)
MBIA INC	COM	55262C	10	0	2,359,000	50,600	b	1	a (	50,600	shares)
MBNA CORP	COM	55262L	10	0	623,000	27,300	b	1	a (	27,300	shares)
MCI WORLDCOM INC	COM	55268B	10	6	7,907,000	110,100	b	1	a (	110,100	shares)
MCI WORLDCOM INC	COM	55268B	10	6	7,217,000	100,500 C	b	1	a (	100,500	shares)
MGIC INVT CORP WIS	COM	552848	10	3	1,466,000	30,700	b	1	a (	30,700	shares)
MGI PPTYS INC	COM	552885	10	5	178,000	19,750	b	1	a (	19,750	shares)
MACROMEDIA INC	COM	556100	10	5	1,257,000	30,800	b	1	a (	30,800	shares)
MALLINCKRODT INC NEW	COM	561232	10	9	1,057,000	35,000	b	1	a (	35,000	shares)
MANDALAY RESORT GROUP	MANDALAY	562567	10	7	938,000	47,500 C	b	1	a (	47,500	shares)
MANITOWOC INC	COM	563571	10	8	382,000	11,200	b	1	a (	11,200	shares)
MARK IV INDS INC	COM	570387	10	0	201,000	10,200	b	1	a (	10,200	shares)
MASTEC INC	COM	576323	10	9	659,000	22,400	b	1	a (	22,400	shares)
MASTEC INC	COM	576323	10	9	3,424,000	116,300 P	b	1	a (	116,300	shares)
MATTEL INC	COM	577081	10	2	696,000	36,640	b	1	a (	36,640	shares)
MAXWELL TECHNOLOGIES INC	COM	577767	10	6	261,000	20,052	b	1	a (	20,052	shares)
MCDERMOTT INTL INC	COM	580037	10	9	1,359,000	67,100	b	1	a (	67,100	shares)
MCDONALDS CORP	COM	580135	10	1	600,000	13,960	b	1	a (	13,960	shares)
MCGRAW HILL COS INC	COM	580645	10	9	479,000	9,900	b	1	a (	9,900	shares)
MEAD CORP	COM	582834	10	7	784,000	22,800	b	1	a (	22,800	shares)
MEDE AMER CORP	COM	584067	10	2	1,062,000	47,200	b	1	a (	47,200	shares)
MEDIA GEN INC	CL A	584404	10	7	589,000	11,500	b	1	a (	11,500	shares)
MEDIAONE GROUP INC	COM	58440J	10	4	10,807,000	158,200	b	1	a (	158,200	shares)
MEDIAONE GROUP INC	PFD CV SER D	58440J	20	3	13,500,000	100,000	b	1	a (	100,000	shares)
MEDICIS PHARMACEUTICAL CORP	CL A NEW	584690	30	9	405,000	14,200	b	1	a (	14,200	shares)
MEDIMMUNE INC	COM	584699	10	2	1,873,000	18,800	b	1	a (	18,800	shares)
MEDIMMUNE INC	COM	584699	10	2	947,000	9,500 C	b	1	a (	9,500	shares)
MEDQUIST INC	COM	584949	10	1	557,000	16,700	b	1	a (	16,700	shares)
MEDTRONIC INC	COM	585055	10	6	6,118,000	172,330	b	1	a (	172,330	shares)
MERCK & CO INC	COM	589331	10	7	2,178,000	33,600	b	1	a (	33,600	shares)

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MERCURY INTERACTIVE CORP	COM	589405	10	9	613,000	9,500 P	b	1	a (	9,500	shares)
MERRILL LYNCH & CO INC	COM	590188	10	8	1,619,000	24,100	b	1	a (	24,100	shares)
METRICOM INC	COM	591596	10	1	819,000	36,100	b	1	a (	36,100	shares)
METROMEDIA FIBER NETWORK INC	CL A	591689	10	4	262,000	10,700	b	1	a (	10,700	shares)
METROMEDIA FIBER NETWORK INC	CL A	591689	10	4	1,633,000	66,500 P	b	1	a (	66,500	shares)
MICREL INC	COM	594793	10	1	395,000	9,100	b	1	a (	9,100	shares)
MICREL INC	COM	594793	10	1	434,000	10,000 P	b	1	a (	10,000	shares)
MICROS SYS INC	COM	594901	10	0	501,000	12,375	b	1	a (	12,375	shares)
MICROSOFT CORP	COM	594918	10	4	15,160,000	167,400	b	1	a (	167,400	shares)
MICROCHIP TECHNOLOGY INC	COM	595017	10	4	308,000	5,995	b	1	a (	5,995	shares)
MICROCHIP TECHNOLOGY INC	COM	595017	10	4	1,089,000	21,200 P	b	1	a (	21,200	shares)
MICROMUSE INC	COM	595094	10	3	475,000	7,400	b	1	a (	7,400	shares)
MICROMUSE INC	COM	595094	10	3	580,000	9,000 P	b	1	a (	9,000	shares)
MICRON TECHNOLOGY INC	COM	595112	10	3	2,769,000	41,600	b	1	a (	41,600	shares)
MIDAMERICAN ENERGY HLDGS NEW	COM	59562V	10	7	758,000	25,700	b	1	a (	25,700	shares)
MILLENNIUM PHARMACEUTICALS INC	COM	599902	10	3	246,000	3,805	b	1	a (	3,805	shares)
MILLIPORE CORP	COM	601073	10	9	308,000	8,200	b	1	a (	8,200	shares)
MIPS TECHNOLOGIES INC	CL A	604567	10	7	543,000	17,100	b	1	a (	17,100	shares)
MIRAGE RESORTS INC	COM	60462E	10	4	432,000	30,700	b	1	a (	30,700	shares)
MODINE MFG CO	COM	607828	10	0	1,433,000	61,614	b	1	a (	61,614	shares)
MOHAWK INDS INC	COM	608190	10	4	1,220,000	61,170	b	1	a (	61,170	shares)
MONTANA POWER CO	COM	612085	10	0	1,135,000	37,300	b	1	a (	37,300	shares)
MONTANA POWER CO	COM	612085	10	0	1,218,000	40,000 P	b	1	a (	40,000	shares)
MORGAN J P & CO INC	COM	616880	10	0	4,970,000	43,500	b	1	a (	43,500	shares)
MOTOROLA INC	COM	620076	10	9	2,244,000	25,500 C	b	1	a (	25,500	shares)
MULTIPLE ZONES INTERNATIONAL	COM	624906	10	3	155,000	28,100	b	1	a (	28,100	shares)
MURPHY OIL CORP	COM	626717	10	2	524,000	9,700	b	1	a (	9,700	shares)
MUSICLAND STORES CORP	COM	62758B	10	9	333,000	38,000 P	b	1	a (	38,000	shares)
MYERS INDS INC	COM	628464	10	9	677,000	38,160	b	1	a (	38,160	shares)
NCH CORP	COM	628850	10	9	707,000	15,650	b	1	a (	15,650	shares)
NCO GROUP INC	COM	628858	10	2	1,340,000	28,500 C	b	1	a (	28,500	shares)
NCR CORP NEW	COM	62886E	10	8	344,000	10,400	b	1	a (	10,400	shares)
NTL INC	COM	629407	10	7	2,920,000	30,400	b	1	a (	30,400	shares)

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NTL INC	COM	629407	10	7	2,740,000	28,500 C	b	1	a (	28,500	shares)
NVR INC	COM	62944T	10	5	293,000	5,810	b	1	a (	5,810	shares)
NABISCO HLDGS CORP	CL A	629526	10	4	556,000	16,100	b	1	a (	16,100	shares)
NABISCO GROUP HLDG CORP	COM	62952P	10	2	2,565,000	171,000	b	1	a (	171,000	shares)
NALCO CHEM CO	COM	629853	10	2	4,717,000	93,400	b	1	a (	93,400	shares)
NATIONAL AUSTRALIA BK LTD	CAP UTS EXCHBL	632525	30	9	10,129,000	370,000	b	1	a (	370,000	shares)
NATIONAL COMM BANCORP	COM	635449	10	1	748,000	34,000 P	b	1	a (	34,000	shares)
NATIONAL DISC BROKERS GROUP	COM	635646	10	2	301,000	11,400	b	1	a (	11,400	shares)
NATIONAL-OILWELL INC	COM	637071	10	1	1,009,000	61,400	b	1	a (	61,400	shares)
NATIONAL SEMICONDUCTOR CORP	COM	637640	10	3	351,000	11,500	b	1	a (	11,500	shares)
NATIONWIDE FINL SVCS INC	CL A	638612	10	1	271,000	7,657	b	1	a (	7,657	shares)
NAVISTAR INTL CORP NEW	COM	63934E	10	8	870,000	18,700	b	1	a (	18,700	shares)
NAVIGANT CONSULTING INC	COM	63935N	10	7	519,000	11,200	b	1	a (	11,200	shares)
NAVIGANT CONSULTING INC	COM	63935N	10	7	617,000	13,300 P	b	1	a (	13,300	shares)
NETWORK EVENT THEATER INC	COM	640924	10	6	513,000	23,000	b	1	a (	23,000	shares)
NETBANK INC	COM	640933	10	7	970,000	44,100	b	1	a (	44,100	shares)
NETGRAVITY INC	COM	641114	10	3	447,000	13,500	b	1	a (	13,500	shares)
NEW PLAN EXCEL RLTY TR INC	COM	648053	10	6	236,000	13,250	b	1	a (	13,250	shares)
NEWBRIDGE NETWORKS CORP	COM	650901	10	1	925,000	35,500	b	1	a (	35,500	shares)
NEWCOURT CR GROUP INC	COM	650905	10	2	1,980,000	151,600	b	1	a (	151,600	shares)
NEWHALL LAND & FARMING CO CAL	DEPOSITARY REC	651426	10	8	222,000	9,000	b	1	a (	9,000	shares)
NEWS CORP LTD	ADR NEW	652487	70	3	512,000	18,000	b	1	a (	18,000	shares)
NEXTEL COMMUNICATIONS INC	CL A	65332V	10	3	1,539,000	22,700	b	1	a (	22,700	shares)
NEXTEL COMMUNICATIONS INC	CL A	65332V	10	3	6,109,000	90,000 C	b	1	a (	90,000	shares)
NEXTLINK COMMUNICATIONS INC	CL A	65333H	70	7	435,000	8,400	b	1	a (	8,400	shares)
NIAGARA MOHAWK HLDGS INC	COM	653520	10	6	712,000	46,100	b	1	a (	46,100	shares)
NIELSEN MEDIA RESH INC	COM NEW	653929	30	7	539,000	14,500	b	1	a (	14,500	shares)
NIKE INC	CL B	654106	10	3	893,000	15,700	b	1	a (	15,700	shares)
NOKIA CORP	SPONSORED ADR	654902	20	4	1,500,000	16,700	b	1	a (	16,700	shares)
NORFOLK SOUTHERN CORP	COM	655844	10	8	6,647,000	271,300	b	1	a (	271,300	shares)
NORTEL NETWORKS CORP	COM	656569	10	0	2,519,000	49,400 C	b	1	a (	49,400	shares)
NORTH FORK BANCORPORATION NY	COM	659424	10	5	357,000	18,300	b	1	a (	18,300	shares)
NORTHEAST UTILS	COM	664397	10	6	432,000	23,500	b	1	a (	23,500	shares)

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NORTHROP GRUMMAN CORP	COM	666807	10	2	1,189,000	18,700	b	1	a (	18,700	shares)
NORTHWESTERN CORP	COM	668074	10	7	984,000	43,245	b	1	a (	43,245	shares)
NOVELL INC	COM	670006	10	5	1,252,000	60,700	b	1	a (	60,700	shares)
NSTAR	COM	67019E	10	7	894,000	23,065	b	1	a (	23,065	shares)
OFFICE DEPOT INC	LYON SUB ZERO 07	676220	AA	4	33,152,000	51,800,000	b	1	a (	51,800,000	shares)
OGDEN CORP	COM	676346	10	9	638,000	63,780	b	1	a (	63,780	shares)
OLSTEN CORP	COM	681385	10	0	296,000	28,400	b	1	a (	28,400	shares)
OMEGA HEALTHCARE INVS INC	COM	681936	10	0	204,000	9,700	b	1	a (	9,700	shares)
OMNIPOINT CORP	COM	68212D	10	2	417,000	7,500	b	1	a (	7,500	shares)
OMNIPOINT CORP	COM	68212D	10	2	1,118,000	20,000 P	b	1	a (	20,000	shares)
ONE VALLEY BANCORP INC	COM	682419	10	6	845,000	24,500 P	b	1	a (	24,500	shares)
ONEOK INC NEW	COM	682680	10	3	370,000	12,200	b	1	a (	12,200	shares)
OPTICAL COATING LAB INC	COM	683829	10	5	2,070,000	22,500	b	1	a (	22,500	shares)
ORACLE CORP	COM	68389X	10	5	1,162,000	25,500 C	b	1	a (	25,500	shares)
ORBITAL SCIENCES CORP	COM	685564	10	6	665,000	38,000 P	b	1	a (	38,000	shares)
ORGANOGENESIS INC	COM	685906	10	9	372,000	50,000 P	b	1	a (	50,000	shares)
ORION CAP CORP	COM	686268	10	3	2,956,000	62,400	b	1	a (	62,400	shares)
OSHKOSH B GOSH INC	CL A	688222	20	7	309,000	19,984	b	1	a (	19,984	shares)
OSTEOTECH INC	COM	688582	10	5	286,000	21,300	b	1	a (	21,300	shares)
OUTBACK STEAKHOUSE INC	COM	689899	10	2	529,000	20,800	b	1	a (	20,800	shares)
OVERSEAS SHIPHOLDING GROUP INC	COM	690368	10	5	276,000	17,900	b	1	a (	17,900	shares)
OWENS & MINOR INC NEW	COM	690732	10	2	616,000	64,005	b	1	a (	64,005	shares)
OWENS CORNING	COM	69073F	10	3	848,000	39,100	b	1	a (	39,100	shares)
OXFORD INDS INC	COM	691497	30	9	339,000	15,700	b	1	a (	15,700	shares)
PECO ENERGY CO	COM	693304	10	7	2,753,000	73,400	b	1	a (	73,400	shares)
PG&E CORP	COM	69331C	10	8	1,071,000	41,400	b	1	a (	41,400	shares)
PE CORP	COM PE BIO GRP	69332S	10	2	5,636,000	78,000	b	1	a (	78,000	shares)
PIMCO ADVISORS HLDGS L P	UT LTD PART INT	69338P	10	2	1,062,000	33,700	b	1	a (	33,700	shares)
PMC-SIERRA INC	COM	69344F	10	6	446,000	4,800 C	b	1	a (	4,800	shares)
PMI GROUP INC	COM	69344M	10	1	967,000	23,650	b	1	a (	23,650	shares)
PNC BK CORP	COM	693475	10	5	2,318,000	44,000	b	1	a (	44,000	shares)
PPG INDS INC	COM	693506	10	7	858,000	14,300	b	1	a (	14,300	shares)
PACCAR INC	COM	693718	10	8	203,000	4,000	b	1	a (	4,000	shares)

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PACCAR INC	COM	693718	10	8	1,450,000	28,500 P	b	1	a (	28,500	shares)
PACIFIC GATEWAY EXCHANGE INC	COM	694327	10	7	230,000	14,100	b	1	a (	14,100	shares)
PACIFICORP	COM	695114	10	8	2,683,000	133,300	b	1	a (	133,300	shares)
PAINE WEBBER GROUP INC	COM	695629	10	5	841,000	23,200	b	1	a (	23,200	shares)
PALM HARBOR HOMES	COM	696639	10	3	186,000	13,528	b	1	a (	13,528	shares)
PAPA JOHNS INTL INC	COM	698813	10	2	784,000	19,000 C	b	1	a (	19,000	shares)
PAREXEL INTL CORP	COM	699462	10	7	108,000	11,900	b	1	a (	11,900	shares)
PARK PL ENTMT CORP	COM	700690	10	0	149,000	11,900	b	1	a (	11,900	shares)
PAYLESS SHOESOURCE INC	COM	704379	10	6	374,000	7,400	b	1	a (	7,400	shares)
PENNEY J C INC	COM	708160	10	6	4,452,000	129,500	b	1	a (	129,500	shares)
PENNZOIL-QUAKER STATE COMPANY	COM	709323	10	9	158,000	12,500	b	1	a (	12,500	shares)
PERIPHONICS CORP	COM	714005	10	5	222,000	7,100	b	1	a (	7,100	shares)
PERUSAHAAN PERS INDO SATELLITE	SPONSORED ADR	715680	10	4	261,000	19,300	b	1	a (	19,300	shares)
P T TELEKOMUNIKASI INDONESIA	SPONSORED ADR	715684	10	6	149,000	21,500	b	1	a (	21,500	shares)
PHARMACYCLICS INC	COM	716933	10	6	564,000	14,000	b	1	a (	14,000	shares)
PHARMACIA & UPJOHN INC	COM	716941	10	9	928,000	18,700	b	1	a (	18,700	shares)
PHARMAPRINT INC	COM	716950	10	0	50,000	10,491	b	1	a (	10,491	shares)
PFIZER INC	COM	717081	10	3	1,247,000	34,700	b	1	a (	34,700	shares)
PFIZER INC	COM	717081	10	3	3,055,000	85,000 P	b	1	a (	85,000	shares)
PHELPS DODGE CORP	COM	717265	10	2	1,145,000	20,800	b	1	a (	20,800	shares)
PHILIP MORRIS COS INC	COM	718154	10	7	800,000	23,400	b	1	a (	23,400	shares)
PHILIP MORRIS COS INC	COM	718154	10	7	1,299,000	38,000 P	b	1	a (	38,000	shares)
PHILIPPINE LONG DISTANCE TEL	SPONSORED ADR	718252	60	4	422,000	19,400	b	1	a (	19,400	shares)
PHILIPPINE LONG DISTANCE TEL	SPONSORED GDR	718252	70	3	9,948,000	239,700	b	1	a (	239,700	shares)
PIEDMONT NAT GAS INC	COM	720186	10	5	1,152,000	38,014	b	1	a (	38,014	shares)
POLARIS INDS INC	COM	731068	10	2	364,000	10,500	b	1	a (	10,500	shares)
POOL ENERGY SVCS CO	COM	732788	10	4	383,000	15,600	b	1	a (	15,600	shares)
POTOMAC ELEC PWR CO	COM	737679	10	0	1,020,000	40,100	b	1	a (	40,100	shares)
PRAXAIR INC	COM	74005P	10	4	1,044,000	22,700	b	1	a (	22,700	shares)
PRAXAIR INC	COM	74005P	10	4	437,000	9,500 C	b	1	a (	9,500	shares)
PREMARK INTL INC	COM	740459	10	2	2,065,000	40,900	b	1	a (	40,900	shares)
PREMIER PKS INC	COM NEW	740540	20	8	3,448,000	118,900	b	1	a (	118,900	shares)
PREMIERE TECHNOLOGIES INC	COM	74058F	10	2	185,000	31,200	b	1	a (	31,200	shares)

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PREVIEW TRAVEL INC	COM	74137R	10	1	470,000	28,500 P	b	1	a (	28,500	shares)
PRICE T ROWE & ASSOCIATES	COM	741477	10	3	447,000	16,300	b	1	a (	16,300	shares)
PROGRESSIVE CORP OHIO	COM	743315	10	3	776,000	9,500 C	b	1	a (	9,500	shares)
PROVIDIAN FINL CORP	COM	74406A	10	2	1,417,000	17,900	b	1	a (	17,900	shares)
PROVIDIAN FINL CORP	COM	74406A	10	2	3,944,000	49,800 P	b	1	a (	49,800	shares)
PROXIM INC	COM	744284	10	0	732,000	16,000	b	1	a (	16,000	shares)
PROXIM INC	COM	744284	10	0	220,000	4,800 C	b	1	a (	4,800	shares)
PSINET INC	COM	74437C	10	1	1,757,000	48,900	b	1	a (	48,900	shares)
PSINET INC	COM	74437C	10	1	4,680,000	130,000 P	b	1	a (	130,000	shares)
PUBLIC SVC ENTERPRISE GROUP	COM	744573	10	6	1,703,000	44,100	b	1	a (	44,100	shares)
PULTE CORP	COM	745867	10	1	337,000	15,500	b	1	a (	15,500	shares)
QLOGIC CORP	COM	747277	10	1	412,000	5,905	b	1	a (	5,905	shares)
QUAKER OATS CO	COM	747402	10	5	377,000	6,100	b	1	a (	6,100	shares)
QUALCOMM INC	COM	747525	10	3	303,000	1,600	b	1	a (	1,600	shares)
QUALCOMM INC	COM	747525	10	3	15,135,000	80,000 C	b	1	a (	80,000	shares)
QUANTA SVCS INC	COM	74762E	10	2	410,000	13,974	b	1	a (	13,974	shares)
QUANTUM CORP	COM DSSG	747906	20	4	923,000	65,600	b	1	a (	65,600	shares)
QWEST COMMUNICATIONS INTL INC	COM	749121	10	9	284,000	9,597	b	1	a (	9,597	shares)
RADIAN GROUP INC	COM	750236	10	1	378,000	8,810	b	1	a (	8,810	shares)
RATIONAL SOFTWARE CORP	COM NEW	75409P	20	2	2,636,000	90,507	b	1	a (	90,507	shares)
READERS DIGEST ASSN INC	CL A NON VTG	755267	10	1	1,182,000	40,400	b	1	a (	40,400	shares)
RECKSON ASSOCS RLTY CORP	PFD CV SER A%	75621K	20	5	3,731,000	184,800	b	1	a (	184,800	shares)
REINSURANCE GROUP AMER INC	COM	759351	10	9	527,000	20,500	b	1	a (	20,500	shares)
RELIANT ENERGY INC	COM	75952J	10	8	1,258,000	46,500	b	1	a (	46,500	shares)
RELIASTAR FINL CORP	COM	75952U	10	3	1,131,000	34,000 P	b	1	a (	34,000	shares)
RENAL CARE GROUP INC	COM	759930	10	0	219,000	10,000 C	b	1	a (	10,000	shares)
REPUBLIC N Y CORP	COM	760719	10	4	6,082,000	99,000	b	1	a (	99,000	shares)
REUTERS GROUP PLC	SPONSORED ADR	76132M	10	2	633,000	9,200	b	1	a (	9,200	shares)
REX STORES CORP	COM	761624	10	5	794,000	25,600	b	1	a (	25,600	shares)
REYNOLDS METALS CO	COM	761763	10	1	350,000	5,800	b	1	a (	5,800	shares)
REYNOLDS R J TOB HLDGS INC	COM	76182K	10	5	1,615,000	59,800	b	1	a (	59,800	shares)
ROBERTS PHARMACEUTICAL CORP	COM	770491	10	8	1,571,000	51,940	b	1	a (	51,940	shares)
ROGERS COMMUNICATIONS INC	CL B	775109	20	0	175,000	10,400	b	1	a (	10,400	shares)

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ROHM & HAAS CO	COM	775371	10	7	766,000	21,200	b	1	a (	21,200	shares)
ROSS STORES INC	COM	778296	10	3	1,771,000	88,000	b	1	a (	88,000	shares)
ROWAN COS INC	COM	779382	10	0	385,000	23,700	b	1	a (	23,700	shares)
RUDDICK CORP	COM	781258	10	8	1,002,000	63,095	b	1	a (	63,095	shares)
RUSSELL CORP	COM	782352	10	8	155,000	10,900	b	1	a (	10,900	shares)
SCI SYS INC	COM	783890	10	6	1,266,000	28,500 P	b	1	a (	28,500	shares)
SDL INC	COM	784076	10	1	801,000	10,500	b	1	a (	10,500	shares)
SK TELECOM LTD	SPONSORED ADR	78440P	10	8	142,000	13,800	b	1	a (	13,800	shares)
SLI INC	COM	78442T	10	8	610,000	28,600	b	1	a (	28,600	shares)
SPX CORP	COM	784635	10	4	1,543,000	17,000 C	b	1	a (	17,000	shares)
SABRE HLDGS CORP	CL A	785905	10	0	1,208,000	28,100	b	1	a (	28,100	shares)
SAFECO CORP	COM	786429	10	0	225,000	8,054	b	1	a (	8,054	shares)
SAFEGUARD SCIENTIFICS INC	COM	786449	10	8	258,000	3,800	b	1	a (	3,800	shares)
SAFEWAY INC	COM NEW	786514	20	8	3,235,000	85,000	b	1	a (	85,000	shares)
SAGA SYS INC	COM	786610	10	5	686,000	47,500 P	b	1	a (	47,500	shares)
SAKS INC	COM	79377W	10	8	1,371,000	90,300	b	1	a (	90,300	shares)
SANCHEZ COMPUTER ASSOCS INC	COM	799702	10	5	626,000	18,045	b	1	a (	18,045	shares)
SANDISK CORP	COM	80004C	10	1	1,145,000	17,600	b	1	a (	17,600	shares)
SANDISK CORP	COM	80004C	10	1	1,239,000	19,000 C	b	1	a (	19,000	shares)
SANMINA CORP	COM	800907	10	7	7,124,000	92,000 C	b	1	a (	92,000	shares)
SAPIENT CORP	COM	803062	10	8	5,231,000	55,500 P	b	1	a (	55,500	shares)
SAVILLE SYS PLC	SPONSORED ADR	805174	10	9	1,117,000	76,400	b	1	a (	76,400	shares)
SAWTEK INC	COM	805468	10	5	294,000	8,400	b	1	a (	8,400	shares)
SCHERING PLOUGH CORP	COM	806605	10	1	13,908,000	318,800	b	1	a (	318,800	shares)
SCHLUMBERGER LTD	COM	806857	10	8	804,000	12,900	b	1	a (	12,900	shares)
SCHWAB CHARLES CORP NEW	COM	808513	10	5	2,372,000	70,400	b	1	a (	70,400	shares)
SCIENTIFIC ATLANTA INC	COM	808655	10	4	679,000	13,700	b	1	a (	13,700	shares)
SCIENTIFIC ATLANTA INC	COM	808655	10	4	213,000	4,300 C	b	1	a (	4,300	shares)
SEAGRAM LTD	COM	811850	10	6	3,262,000	71,700	b	1	a (	71,700	shares)
SEALED AIR CORP NEW	COM	81211K	10	0	816,000	15,900	b	1	a (	15,900	shares)
SEALED AIR CORP NEW	COM	81211K	10	0	1,462,000	28,500 P	b	1	a (	28,500	shares)
SEALED AIR CORP NEW	PFD CV A $2	81211K	20	9	8,521,000	167,900	b	1	a (	167,900	shares)
SEARS ROEBUCK & CO	COM	812387	10	8	1,258,000	40,100	b	1	a (	40,100	shares)

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SECURITY FIRST TECHNOLOGIES CP	COM	814279	10	5	1,108,000	28,500 C	b	1	a (	28,500	shares)
SELECTIVE INS GROUP INC	COM	816300	10	7	959,000	50,792	b	1	a (	50,792	shares)
SEMTECH CORP	COM	816850	10	1	985,000	26,900	b	1	a (	26,900	shares)
SENSORMATIC ELECTRS CORP	COM	817265	10	1	508,000	40,000	b	1	a (	40,000	shares)
SEPRACOR INC	COM	817315	10	4	1,471,000	19,500	b	1	a (	19,500	shares)
SHARED MED SYS CORP	COM	819486	10	1	767,000	16,400	b	1	a (	16,400	shares)
SHARED MED SYS CORP	COM	819486	10	1	1,636,000	35,000 P	b	1	a (	35,000	shares)
SHAW COMMUNICATIONS INC	CL B CONV	82028K	20	0	675,000	24,500	b	1	a (	24,500	shares)
SHELL TRANS & TRADING PLC	NEW YRK SH NEW	822703	60	9	228,000	5,000	b	1	a (	5,000	shares)
SHERWIN WILLIAMS CO	COM	824348	10	6	1,583,000	75,600	b	1	a (	75,600	shares)
SIEBEL SYS INC	COM	826170	10	2	1,926,000	28,901	b	1	a (	28,901	shares)
SIERRA PAC RES NEW	COM	826428	10	4	339,000	15,250	b	1	a (	15,250	shares)
SIGMA ALDRICH CORP	COM	826552	10	1	298,000	9,400	b	1	a (	9,400	shares)
SILICON GRAPHICS INC	COM	827056	10	2	232,000	21,200 P	b	1	a (	21,200	shares)
SIMMONS 1ST NATL CORP	CL A $5 PAR	828730	20	0	265,000	8,900	b	1	a (	8,900	shares)
SKYLINE CORP	COM	830830	10	5	526,000	20,469	b	1	a (	20,469	shares)
SKYTEL COMMUNICATIONS INC	COM	83087Q	10	4	302,000	16,500	b	1	a (	16,500	shares)
SMART MODULAR TECH INC	COM	831690	10	2	971,000	28,500	b	1	a (	28,500	shares)
SMITH INTL INC	COM	832110	10	0	458,000	11,300	b	1	a (	11,300	shares)
SMUCKER J M CO	CL A	832696	10	8	944,000	44,706	b	1	a (	44,706	shares)
SMURFIT-STONE CONTAINER CORP	COM	832727	10	1	558,000	25,800	b	1	a (	25,800	shares)
SNAP ON INC	COM	833034	10	1	247,000	7,600	b	1	a (	7,600	shares)
SOLECTRON CORP	COM	834182	10	7	2,269,000	31,600	b	1	a (	31,600	shares)
SOLUTIA INC	COM	834376	10	5	715,000	40,000	b	1	a (	40,000	shares)
SONIC AUTOMOTIVE INC	CL A	83545G	10	2	299,000	22,963	b	1	a (	22,963	shares)
SOTHEBYS HLDGS INC	CL A	835898	10	7	1,722,000	66,700	b	1	a (	66,700	shares)
SOUTHDOWN INC	COM	841297	10	4	492,000	9,200 C	b	1	a (	9,200	shares)
SPRINT CORP	COM FON GROUP	852061	10	0	1,476,000	27,200	b	1	a (	27,200	shares)
SPRINT CORP	COM FON GROUP	852061	10	0	1,383,000	25,500 C	b	1	a (	25,500	shares)
STANDARD PRODS CO	COM	853836	10	4	1,116,000	31,555	b	1	a (	31,555	shares)
STANDEX INTL CORP	COM	854231	10	7	354,000	13,115	b	1	a (	13,115	shares)
STARWOOD HOTELS&RESORTS WRLD	PAIRED CTF	85590A	20	3	846,000	37,901	b	1	a (	37,901	shares)
STATE STR CORP	COM	857477	10	3	1,486,000	23,000 P	b	1	a (	23,000	shares)

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STATION CASINOS INC	COM	857689	10	3	349,000	15,000	b	1	a (	15,000	shares)
STEIN MART INC	COM	858375	10	8	89,000	12,487	b	1	a (	12,487	shares)
STERIS CORP	COM	859152	10	0	200,000	14,579	b	1	a (	14,579	shares)
STERLING SOFTWARE INC	COM	859547	10	1	1,054,000	52,700	b	1	a (	52,700	shares)
STONE ENERGY CORP	COM	861642	10	6	850,000	16,700	b	1	a (	16,700	shares)
STONE ENERGY CORP	COM	861642	10	6	239,000	4,700 C	b	1	a (	4,700	shares)
STRYKER CORP	COM	863667	10	1	1,631,000	31,900	b	1	a (	31,900	shares)
STRYKER CORP	COM	863667	10	1	1,304,000	25,500 C	b	1	a (	25,500	shares)
SUIZA FOODS CORP	COM	865077	10	1	278,000	7,400	b	1	a (	7,400	shares)
SUMMIT TECHNOLOGY INC	COM	86627E	10	1	358,000	19,400	b	1	a (	19,400	shares)
SUN COMMUNITIES INC	COM	866674	10	4	344,000	10,400	b	1	a (	10,400	shares)
SUN MICROSYSTEMS INC	COM	866810	10	4	4,746,000	51,000 C	b	1	a (	51,000	shares)
SUNOCO INC	COM	86764P	10	9	323,000	11,800	b	1	a (	11,800	shares)
SUNRISE ASSISTED LIVING INC	COM	86768K	10	6	239,000	9,000	b	1	a (	9,000	shares)
SUNTRUST BKS INC	COM	867914	10	-3	3,748,000	57,000 P	b	1	a (	57,000	shares)
SUPERVALU INC	COM	868536	10	3	382,000	17,500	b	1	a (	17,500	shares)
SYBASE INC	COM	871130	10	0	409,000	34,800	b	1	a (	34,800	shares)
SYMANTEC CORP	COM	871503	10	8	313,000	8,700	b	1	a (	8,700	shares)
SYMBOL TECHNOLOGIES INC	COM	871508	10	7	256,000	7,600	b	1	a (	7,600	shares)
SYNOPSYS INC	COM	871607	10	7	208,000	3,700	b	1	a (	3,700	shares)
TCF FINL CORP	COM	872275	10	2	434,000	15,200	b	1	a (	15,200	shares)
TRW INC	COM	872649	10	8	1,015,000	20,400	b	1	a (	20,400	shares)
TV GUIDE INC	CL A	87307Q	10	9	425,000	10,900	b	1	a (	10,900	shares)
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039	10	0	271,000	9,200	b	1	a (	9,200	shares)
TALK COM INC	COM	874264	10	4	442,000	34,300	b	1	a (	34,300	shares)
TANDY CORP	COM	875382	10	3	1,473,000	28,500 C	b	1	a (	28,500	shares)
TEKTRONIX INC	COM	879131	10	0	442,000	13,200	b	1	a (	13,200	shares)
TEKTRONIX INC	COM	879131	10	0	955,000	28,500 P	b	1	a (	28,500	shares)
TELEBANC FINANCIAL CORP	COM	87925R	10	9	2,010,000	87,400	b	1	a (	87,400	shares)
TELEFLEX INC	COM	879369	10	6	1,039,000	26,300	b	1	a (	26,300	shares)
TELEFONICA DE ARGENTINA S A	SPON ADR CL B	879378	20	6	498,000	18,900	b	1	a (	18,900	shares)
TELEFONOS DE MEXICO S A	SPON ADR ORD L	879403	78	0	2,088,000	29,300	b	1	a (	29,300	shares)
TELEPHONE & DATA SYS INC	COM	879433	10	0	844,000	9,500 C	b	1	a (	9,500	shares)

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TELIGENT INC	CL A	87959Y	10	3	330,000	6,645	b	1	a (	6,645	shares)
TELLABS INC	COM	879664	10	0	1,475,000	25,900	b	1	a (	25,900	shares)
TEMPLE INLAND INC	COM	879868	10	7	545,000	9,000	b	1	a (	9,000	shares)
TENET HEALTHCARE CORP	COM	88033G	10	0	334,000	19,000	b	1	a (	19,000	shares)
TENNECO INC NEW	COM	88037E	10	1	502,000	29,500	b	1	a (	29,500	shares)
TERADYNE INC	COM	880770	10	2	4,022,000	114,100	b	1	a (	114,100	shares)
TERADYNE INC	COM	880770	10	2	5,358,000	152,000 P	b	1	a (	152,000	shares)
TEREX CORP NEW	COM	880779	10	3	810,000	25,700	b	1	a (	25,700	shares)
TESORO PETE CORP	PIES CV 1/100S	881609	40	8	6,376,000	406,400	b	1	a (	406,400	shares)
TEXAS INSTRS INC	COM	882508	10	4	271,000	3,300	b	1	a (	3,300	shares)
TEXAS INSTRS INC	COM	882508	10	4	4,195,000	51,000 C	b	1	a (	51,000	shares)
TEXAS UTILS CO	COM	882848	10	4	1,679,000	45,000	b	1	a (	45,000	shares)
THERMO ELECTRON CORP	COM	883556	10	2	151,000	11,200	b	1	a (	11,200	shares)
THOMAS INDS INC	COM	884425	10	9	467,000	25,010	b	1	a (	25,010	shares)
TIDEWATER INC	COM	886423	10	2	250,000	9,800	b	1	a (	9,800	shares)
TIME WARNER INC	COM	887315	10	9	10,400,000	171,200	b	1	a (	171,200	shares)
TITANIUM METALS CORP	COM	888339	10	8	228,000	25,500	b	1	a (	25,500	shares)
TOO INC	COM	890333	10	7	457,000	25,471	b	1	a (	25,471	shares)
TORCHMARK CORP	COM	891027	10	4	2,528,000	97,700	b	1	a (	97,700	shares)
TORO CO	COM	891092	10	8	426,000	11,400	b	1	a (	11,400	shares)
TORONTO DOMINION BK ONT	COM NEW	891160	50	9	511,000	26,200	b	1	a (	26,200	shares)
TOTAL RENAL CARE HLDGS INC	COM	89151A	10	7	129,000	17,344	b	1	a (	17,344	shares)
TOTAL FINA S A	SPONSORED ADR	89151E	10	9	488,000	7,700	b	1	a (	7,700	shares)
TOWER AUTOMOTIVE INC	COM	891707	10	1	731,000	36,900	b	1	a (	36,900	shares)
TOYS R US INC	COM	892335	10	0	423,000	28,200	b	1	a (	28,200	shares)
TRANS WORLD ENTMT CORP	COM	89336Q	10	0	221,000	17,400	b	1	a (	17,400	shares)
TRANS WORLD ENTMT CORP	COM	89336Q	10	0	217,000	17,000 P	b	1	a (	17,000	shares)
TRANSACTION SYS ARCHITECTS	CL A	893416	10	7	2,993,000	111,100	b	1	a (	111,100	shares)
TRANSACTION SYS ARCHITECTS	CL A	893416	10	7	2,854,000	105,700 C	b	1	a (	105,700	shares)
TRANSWITCH CORP	COM	894065	10	1	490,000	8,600	b	1	a (	8,600	shares)
TRICON GLOBAL RESTAURANTS	COM	895953	10	7	4,053,000	99,000	b	1	a (	99,000	shares)
TRINITY INDS INC	COM	896522	10	9	460,000	14,900	b	1	a (	14,900	shares)
TYCO INTL LTD NEW	COM	902124	10	6	4,099,000	39,700	b	1	a (	39,700	shares)

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TYSON FOODS INC	CL A	902494	10	3	345,000	21,000	b	1	a (	21,000	shares)
UAL CORP	COM PAR $0.01	902549	50	0	1,215,000	18,600	b	1	a (	18,600	shares)
UCAR INTL INC	COM	90262K	10	9	365,000	16,000	b	1	a (	16,000	shares)
UICI	COM	902737	10	5	258,000	10,089	b	1	a (	10,089	shares)
US BANCORP DEL	COM	902973	10	6	725,000	24,000	b	1	a (	24,000	shares)
USA NETWORKS INC	COM	902984	10	3	771,000	19,900	b	1	a (	19,900	shares)
U S G CORP	COM NEW	903293	40	5	855,000	18,000	b	1	a (	18,000	shares)
U S FOODSERVICE	COM	90331R	10	1	358,000	19,900	b	1	a (	19,900	shares)
US LEC CORP	CL A	90331S	10	9	682,000	27,689	b	1	a (	27,689	shares)
USEC INC	COM	90333E	10	8	304,000	29,700	b	1	a (	29,700	shares)
UNICOM CORP	COM	904911	10	4	561,000	15,200	b	1	a (	15,200	shares)
UNION CARBIDE CORP	COM	905581	10	4	12,578,000	221,400	b	1	a (	221,400	shares)
UNION PAC CORP	COM	907818	10	8	2,192,000	45,600	b	1	a (	45,600	shares)
UNION PAC RES GROUP INC	COM	907834	10	5	196,000	12,200	b	1	a (	12,200	shares)
UNION PLANTERS CORP	COM	908068	10	9	289,000	7,100	b	1	a (	7,100	shares)
UNISYS CORP	COM	909214	10	8	2,874,000	63,700 C	b	1	a (	63,700	shares)
UNITED DOMINION INDS LTD	COM	909914	10	3	601,000	25,310	b	1	a (	25,310	shares)
UNITED HEALTHCARE CORP	COM	910581	10	7	1,315,000	27,000 C	b	1	a (	27,000	shares)
UNITED STATES CELLULAR CORP	COM	911684	10	8	571,000	8,400	b	1	a (	8,400	shares)
UNITED STATES CELLULAR CORP	COM	911684	10	8	966,000	14,200 C	b	1	a (	14,200	shares)
UNITED STATES CELLULAR CORP	LYON ZERO 15	911684	AA	6	28,735,000	45,611,000	b	1	a (	45,611,000	shares)
U S WEST INC NEW	COM	91273H	10	1	14,893,000	261,000	b	1	a (	261,000	shares)
UNITED TECHNOLOGIES CORP	COM	913017	10	9	1,121,000	18,900	b	1	a (	18,900	shares)
UNITEDGLOBALCOM	CL A	913247	50	8	382,000	5,300	b	1	a (	5,300	shares)
UNIVERSAL CORP VA	COM	913456	10	9	206,000	7,900	b	1	a (	7,900	shares)
UNIVERSAL HLTH SVCS INC	CL B	913903	10	0	1,096,000	42,367	b	1	a (	42,367	shares)
UNIVISION COMMUNICATIONS INC	CL A	914906	10	2	1,424,000	17,500	b	1	a (	17,500	shares)
UNIVISION COMMUNICATIONS INC	CL A	914906	10	2	4,394,000	54,000 C	b	1	a (	54,000	shares)
UNOCAL CORP	COM	915289	10	2	1,486,000	40,100	b	1	a (	40,100	shares)
USFREIGHTWAYS CORP	COM	916906	10	0	223,000	4,700	b	1	a (	4,700	shares)
USWEB CORP	COM	917327	10	8	1,633,000	47,500 P	b	1	a (	47,500	shares)
UTILICORP UTD INC	COM	918005	10	9	619,000	29,400	b	1	a (	29,400	shares)
VALHI INC NEW	LYON ZERO CPN 07	918905	AC	4	46,623,000	73,712,000	b	1	a (	73,712,000	shares)

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VALSPAR CORP	COM	920355	10	4	1,249,000	38,200 P	b	1	a (	38,200	shares)
VALUEVISION INTL INC	CL A	92047K	10	7	493,000	19,000	b	1	a (	19,000	shares)
VALUEVISION INTL INC	CL A	92047K	10	7	468,000	18,000 P	b	1	a (	18,000	shares)
VARIAN INC	COM	922206	10	7	228,000	12,918	b	1	a (	12,918	shares)
VASTAR RES INC	COM	922380	10	0	375,000	6,000	b	1	a (	6,000	shares)
VASTAR RES INC	COM	922380	10	0	532,000	8,500 C	b	1	a (	8,500	shares)
VERIO INC	COM	923433	10	6	363,000	11,700	b	1	a (	11,700	shares)
VERITAS SOFTWARE CO	COM	923436	10	9	380,000	5,000	b	1	a (	5,000	shares)
VERITAS SOFTWARE CO	COM	923436	10	9	4,822,000	63,500 C	b	1	a (	63,500	shares)
VERITY INC	COM	92343C	10	6	805,000	11,700	b	1	a (	11,700	shares)
VERISIGN INC	COM	92343E	10	2	298,000	2,800	b	1	a (	2,800	shares)
VIACOM INC	CL B	925524	30	8	9,223,000	218,300	b	1	a (	218,300	shares)
VINTAGE PETE INC	COM	927460	10	5	182,000	13,517	b	1	a (	13,517	shares)
VISUAL NETWORKS INC	COM	928444	10	8	238,000	5,600	b	1	a (	5,600	shares)
VISX INC DEL	COM	928447	10	8	2,894,000	36,600	b	1	a (	36,600	shares)
VITRO SOCIEDAD ANONIMA	SPONSORED ADR	928502	30	1	45,000	10,800	b	1	a (	10,800	shares)
VORNADO RLTY TR	PFD CONV SER A	929042	20	8	3,273,000	70,000	b	1	a (	70,000	shares)
WD-40 CO	COM	929236	10	7	274,000	11,728	b	1	a (	11,728	shares)
WICOR INC	COM	929253	10	2	1,241,000	42,700	b	1	a (	42,700	shares)
WADDELL & REED FINL INC	CL A	930059	10	0	225,000	10,124	b	1	a (	10,124	shares)
WAL MART STORES INC	COM	931142	10	3	6,721,000	141,300	b	1	a (	141,300	shares)
WALGREEN CO	COM	931422	10	9	617,000	24,300	b	1	a (	24,300	shares)
WARNACO GROUP INC	CL A	934390	10	5	243,000	13,300	b	1	a (	13,300	shares)
WARNER LAMBERT CO	COM	934488	10	7	5,702,000	85,900	b	1	a (	85,900	shares)
WASHINGTON GAS LT CO	COM	938837	10	1	361,000	13,300	b	1	a (	13,300	shares)
WASHINGTON POST CO	CL B	939640	10	8	715,000	1,400	b	1	a (	1,400	shares)
WASTE MGMT INC DEL	COM	94106L	10	9	818,000	42,500 C	b	1	a (	42,500	shares)
WATERS CORP	COM	941848	10	3	1,490,000	24,600	b	1	a (	24,600	shares)
WATERS CORP	COM	941848	10	3	1,211,000	20,000 C	b	1	a (	20,000	shares)
WATSON PHARMACEUTICALS INC	COM	942683	10	3	510,000	16,700 P	b	1	a (	16,700	shares)
WEATHERFORD INTL INC	COM	947074	10	0	515,000	16,100	b	1	a (	16,100	shares)
WEBB DEL CORP	COM	947423	10	9	526,000	23,900	b	1	a (	23,900	shares)
WEINGARTEN RLTY INVS	SH BEN INT	948741	10	3	262,000	7,000	b	1	a (	7,000	shares)

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WELLMAN INC	COM	949702	10	4	220,000	12,200	b	1	a (	12,200	shares)
WELLS FARGO & CO NEW	COM	949746	10	1	575,000	14,500	b	1	a (	14,500	shares)
WESTERN WIRELESS CORP	CL A	95988E	20	4	336,000	7,500	b	1	a (	7,500	shares)
WESTPOINT STEVENS INC	COM	961238	10	2	654,000	27,700	b	1	a (	27,700	shares)
WESTVACO CORP	COM	961548	10	4	323,000	12,600	b	1	a (	12,600	shares)
WESTWOOD ONE INC	COM	961815	10	7	623,000	13,812	b	1	a (	13,812	shares)
WESTWOOD ONE INC	COM	961815	10	7	645,000	14,300 C	b	1	a (	14,300	shares)
WEYERHAEUSER CO	COM	962166	10	4	749,000	13,000	b	1	a (	13,000	shares)
WHIRLPOOL CORP	COM	963320	10	6	392,000	6,000	b	1	a (	6,000	shares)
WILLIAMS COS INC DEL	COM	969457	10	0	408,000	10,900	b	1	a (	10,900	shares)
WILLIAMS COS INC DEL	COM	969457	10	0	1,273,000	34,000 P	b	1	a (	34,000	shares)
WILMINGTON TRUST CORP	COM	971807	10	2	694,000	14,300	b	1	a (	14,300	shares)
WINN DIXIE STORES INC	COM	974280	10	9	683,000	23,000	b	1	a (	23,000	shares)
WINSTAR COMMUNICATIONS INC	COM	975515	10	7	1,176,000	30,000 C	b	1	a (	30,000	shares)
WISCONSIN ENERGY CORP	COM	976657	10	6	1,080,000	46,100	b	1	a (	46,100	shares)
WORLD COLOR PRESS INC DEL	SR SB NT CV 6%07	981443	AA	2	2,484,000	2,400,000	b	1	a (	2,400,000	shares)
WORTHINGTON INDS INC	COM	981811	10	2	216,000	12,737	b	1	a (	12,737	shares)
WYNNS INTL INC	COM	983195	10	8	194,000	12,180	b	1	a (	12,180	shares)
XILINX INC	COM	983919	10	1	4,350,000	66,405	b	1	a (	66,405	shares)
XILINX INC	COM	983919	10	1	1,869,000	28,500 C	b	1	a (	28,500	shares)
XIRCOM INC	COM	983922	10	5	315,000	7,400	b	1	a (	7,400	shares)
XEROX CORP	COM	984121	10	3	11,072,000	264,000	b	1	a (	264,000	shares)
XOMED SURGICAL PRODS INC	COM	98412V	10	7	751,000	13,200	b	1	a (	13,200	shares)
YORK INTL CORP NEW	COM	986670	10	7	456,000	12,700	b	1	a (	12,700	shares)
YOUNG & RUBICAM INC	COM	987425	10	5	207,000	4,700	b	1	a (	4,700	shares)
ZAPATA CORP	COM NEW	989070	50	3	110,000	22,000	b	1	a (	22,000	shares)
ZENITH NATL INS CORP	COM	989390	10	9	238,000	11,130	b	1	a (	11,130	shares)
ZIFF-DAVIS INC	COM ZD	989511	10	0	203,000	12,600	b	1	a (	12,600	shares)
ZIONS BANCORPORATION	COM	989701	10	7	552,000	10,000 C	b	1	a (	10,000	shares)
LERNOUT & HAUSPIE SPEECH PRODS	COM	B5628B	10	4	300,000	8,600	b	1	a (	8,600	shares)
AMDOCS LTD	ORD	G02602	10	3	202,000	9,600	b	1	a (	9,600	shares)
AMDOCS LTD	ORD	G02602	10	3	300,000	14,300 P	b	1	a (	14,300	shares)
GEMSTAR INTL GROUP LTD	ORD	G3788V	10	6	25,141,000	321,800 P	b	1	a (	321,800	shares)

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GLOBALSTAR TELECOMMUNICTNS LTD	COM	G3930H	10	4	2,880,000	125,200 P	b	1	a (	125,200	shares)
LASALLE RE HLDGS LTD	ORD	G5383Q	10	1	173,000	12,500	b	1	a (	12,500	shares)
LORAL SPACE & COMMUNICATIONS	COM	G56462	10	7	2,415,000	140,500	b	1	a (	140,500	shares)
LORAL SPACE & COMMUNICATIONS	PFD CONV C 6%	G56462	14	9	15,595,000	317,449	b	1	a (	317,449	shares)
HILFIGER TOMMY CORP	ORD	G8915Z	10	2	609,000	21,600	b	1	a (	21,600	shares)
XL CAP LTD	CL A	G98255	10	5	243,000	5,400	b	1	a (	5,400	shares)
GALILEO TECHNOLOGY LTD	ORD	M47298	10	0	958,000	38,300	b	1	a (	38,300	shares)
ROYAL CARIBBEAN CRUISES LTD	COM	V7780T	10	3	576,000	12,800	b	1	a (	12,800	shares)
FLEXTRONICS INTL LTD	ORD	Y2573F	10	2	215,000	3,700	b	1	a (	3,700	shares)
					==========						
		Grand Total			1,672,466,000						

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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.

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