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AMSOUTH BANCORPORATION  
Form 13F-HR  
August 14, 2003

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 13F  
FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: 06/30/2003

Check here if Amendment  Amendment Number:

This Amendment  is a restatement

Institutional Investment Manager Filing this Report:

Name: AMSOUTH BANCORPORATION  
Address: 1900 FIFTH AVENUE NORTH  
BIRMINGHAM, AL 35203

13F File Number: 28-00108

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: Carl L. Gorday  
Title: Asst Gen Counsel/Secretary  
Phone: 205-326-5183

Signature, Place, and Date of Signing:

/s/ Carl L. Gorday                      Birmingham, AL                      08/13/03  
-----  
(Signature)                                      (City, State)                                      (Date)

Report Type                      (Check only one)  
   [X]                      13F HOLDINGS REPORT  
   [ ]                      13F COMBINATION REPORT

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers:                      4  
Form 13F Information Table Entry Total:                      1634  
Form 13F Information Table Value Total:                      \$ 9,632,029

List of Other Included Managers:

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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.	13F File Number	Name
1	28-06472	AMSOUTH BANK
2	28-07610	OAKBROOK INVESTMENTS LLC
5	801-60146	AMSOUTH INVESTMENT MANAGEMENT COMPANY LLC
6	801-56314	AMSOUTH ASSET MANAGEMENT, INC

### FORM 13F INFORMATION TABLE

NAME OF ISSUER SECURITY NAME	TITLE OF CLASS	CUSIP	VALUE X \$1000	SHS PRN AMOUNT	SH PRN	PUT CALL	INVSTMT DISCRTN	OTHER MANAGERS
ADC	COM	000886101	58	25400	SH		DEFINED	1
							DEFINED	1 2
		000886101	1271	55250	SH		DEFINED	1 5
							SOLE	1 2
AFLAC INC	COM	001055102	24835	807634	SH		DEFINED	1
							DEFINED	1
							DEFINED	1
							DEFINED	1 2
							DEFINED	1 5
							DEFINED	1 5
		001055102	692	22494	SH		DEF/OTH	1
							DEF/OTH	1
001055102	5474	17800	SH		DEFINED	1		
					SOLE	1 2		
AGCO CORP	COM	001084102	507	29700	SH		DEFINED	1
							DEFINED	1 5
AGL RESOURCES INC	COM	001204106	397	15600	SH		DEFINED	1
							DEFINED	1
		001204106	210	8240	SH		DEFINED	1 5
							DEF/OTH	1
AES CORP	COM	00130H105	62	9688	SH		DEFINED	1
							DEFINED	1 2
							DEFINED	1 5
		00130H105	18	2756	SH		DEF/OTH	1
							00130H105	1187
AK STEEL HOLDING	COM	001547108	63	17500	SH		DEFINED	1 5
AMB PROPERTY CORP	COM	00163T109	408	14500	SH		DEFINED	1
							DEFINED	1 5
AOL TIME WARNER	COM	00184A105	19355	1202926	SH		DEFINED	1

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					DEFINED	1
					DEFINED	1
					DEFINED	1
					DEFINED	1 2
					DEFINED	1 5
					DEFINED	1 6
		00184A105	692	43011 SH	DEF/OTH	1
					DEF/OTH	1
					DEFINED	1
		00184A105	29219	181600 SH	SOLE	1 2
AT&T CORP	COM	001957505	1396	72498 SH	DEFINED	1
					DEFINED	1
					DEFINED	1
					DEFINED	1
		001957505	434	22545 SH	DEF/OTH	1
					DEF/OTH	1
					DEFINED	1
AT&T WIRELESS SVCS INC	COM	00209A106	1299	158217 SH	DEFINED	1
					DEFINED	1
					DEFINED	1
					DEFINED	1
					DEFINED	1 2
					DEFINED	1 5
		00209A106	179	21806 SH	DEF/OTH	1
					DEF/OTH	1
					DEFINED	1
		00209A106	14745	179599 SH	SOLE	1 2
AAIPHARMA INC	COM	00252W104	1797	90500 SH	DEFINED	1
					DEFINED	1
					DEFINED	1 5
ABBOTT LABS	COM	002824100	37033	846276 SH	DEFINED	1
					DEFINED	1
					DEFINED	1
					DEFINED	1
					DEFINED	1 2
					DEFINED	1 5
					DEFINED	1 5
					DEFINED	1 6
		002824100	3037	69409 SH	DEF/OTH	1
					DEF/OTH	1
					DEFINED	1
		002824100	26956	61600 SH	SOLE	1 2
ABERCROMBIE & FITCH CO	COM	002896207	764	26900 SH	DEFINED	1 5
		002896207	0	20 SH	DEF/OTH	1
ACTIVISION INC	COM	004930202	208	16200 SH	DEFINED	1 5
ACUITY BRANDS INC	COM	00508Y102	1771	97455 SH	DEFINED	1
		00508Y102	36	1968 SH	DEF/OTH	1
ADOBE SYSTEMS INC	COM	00724F101	927	28900 SH	DEFINED	1
					DEFINED	1 2
					DEFINED	1 5
					DEFINED	1 6
		00724F101	5131	16000 SH	SOLE	1 2

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ADVANCED FIBRE COMM	COM	00754A105	224	13700 SH	DEFINED	1 5
ADVANCED NEUROMODUALTION	COM	00757T101	3270	63500 SH	DEFINED	1
					DEFINED	1
					DEFINED	1 5
NEUROM ADV MICRO-DEVIVIES	COM	007903107	84	13100 SH	DEFINED	1
					DEFINED	1
					DEFINED	1 2
					DEFINED	1 5
		007903107	1519	23700 SH	SOLE	1 2
AEGON N V	ADR	007924103	111	11100 SH	DEFINED	1
					DEFINED	1
					DEFINED	1
		007924103	88	8757 SH	DEF/OTH	1
					DEFINED	1
AETNA U S HEALTHCARE INC	COM	00817Y108	366	6079 SH	DEFINED	1
					DEFINED	1
					DEFINED	1 2
					DEFINED	1 5
		00817Y108	6291	10450 SH	SOLE	1 2
		00817Y108	66	1089 SH	DEF/OTH	1
AFFILIATED COMPUTER SVCS	COM	008190100	444	9705 SH	DEFINED	1
					DEFINED	1 5
		008190100	28	620 SH	DEF/OTH	1
					DEFINED	1
AGERE SYS INC	COM	00845V209	20	8618 SH	DEFINED	1
					DEFINED	1
					DEFINED	1
					DEFINED	1
		00845V209	5	2152 SH	DEF/OTH	1
					DEFINED	1
AGILENT TECHNOLOGIES INC	COM	00846U101	4877	249466 SH	DEFINED	1
					DEFINED	1
					DEFINED	1 2
					DEFINED	1 5
					DEFINED	1 5
		00846U101	3138	16052 SH	SOLE	1 2
		00846U101	110	5604 SH	DEF/OTH	1
AIR PRODS & CHEMS INC	COM	009158106	548	13173 SH	DEFINED	1
					DEFINED	1
					DEFINED	1 2
					DEFINED	1 5
		009158106	6698	16100 SH	SOLE	1 2
		009158106	121	2900 SH	DEF/OTH	1
AIRGAS	COM	009363102	196	11700 SH	DEFINED	1 5
ALABAMA NATL BANCORP	COM	010317105	292	6090 SH	DEFINED	1
					DEFINED	1
		010317105	77	1601 SH	DEF/OTH	1
					DEF/OTH	1
ALBEMARLE CORP	COM	012653101	452	16151 SH	DEFINED	1
					DEFINED	1 5
		012653101	137	4900 SH	DEF/OTH	1

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ALBERTO CULVER CO	COM	013068101	6025	117900	SH	DEFINED	1				
						DEFINED	1				
						DEFINED	1				
						DEFINED	1 2				
						DEFINED	1 5				
						DEFINED	1 6				
ALBERTSONS INC	COM	013104104	2572	133935	SH	DEFINED	1				
						DEFINED	1				
						DEFINED	1 5				
						DEFINED	1 5				
						DEF/OTH	1				
ALCOA INC	COM	013817101	14090	552536	SH	DEFINED	1				
						DEFINED	1				
						DEFINED	1				
						DEFINED	1 2				
						DEFINED	1 5				
						DEFINED	1 6				
						013817101	1731	67886	SH	DEF/OTH	1
						DEF/OTH	1				
						DEFINED	1				
						013817101	7408	29050	SH	SOLE	1 2
ALFA CORP	COM	015385107	1418	113474	SH	DEFINED	1				
						DEFINED	1				
						DEF/OTH	1				
ALLEGHENY ENERGY INC	COM	017361106	44	5200	SH	DEFINED	1				
						DEFINED	1				
						DEFINED	1 2				
						DEFINED	1 5				
						017361106	44	5175	SH	DEF/OTH	1
DEF/OTH	1										
ALLETE INC	COM	018522102	439	16550	SH	DEFINED	1				
						DEFINED	1				
						DEFINED	1 5				
ALLIANT CORP	COM	018802108	284	14900	SH	DEFINED	1 5				
						018802108	22	1140	SH	DEF/OTH	1
ALLSTATE CORP	COM	020002101	2877	80709	SH	DEFINED	1				
						DEFINED	1				
						DEFINED	1				
						DEFINED	1 2				
						DEFINED	1 5				
						020002101	786	22037	SH	DEF/OTH	1
						DEF/OTH	1				
						DEFINED	1				
						020002101	14224	39900	SH	SOLE	1 2
ALLTEL CORP	COM	020039103	352	7294	SH	DEFINED	1				
						DEFINED	1				
						DEFINED	1				
						DEFINED	1				
						020039103	449	9313	SH	DEF/OTH	1
ALPHARMA INC	COM	020813101	3212	148700	SH	DEFINED	1				
						DEFINED	1				

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						DEFINED	1 5
ALTERA CORP	COM	021441100	1884	114690 SH		DEFINED	1
						DEFINED	1 2
						DEFINED	1 5
						DEFINED	1 6
		021441100	20	1200 SH		DEF/OTH	1
		021441100	2144	13050 SH		SOLE	1 2
ALTRIA GROUP INC	COM	02209S103	14376	316381 SH		DEFINED	1
						DEFINED	1
						DEFINED	1
						DEFINED	1 2
						DEFINED	1 5
						DEFINED	1 5
		02209S103	7287	160358 SH		DEF/OTH	1
						DEF/OTH	1
						DEFINED	1
		02209S103	38260	84200 SH		SOLE	1 2
AMBAC FINANCIAL GROUP INC	COM	023139108	241	3640 SH		DEFINED	1
						DEFINED	1
						DEFINED	1 2
						DEFINED	1 5
		023139108	4869	7350 SH		SOLE	1 2
AMERADA HESS CORP	COM	023551104	135	2740 SH		DEFINED	1
						DEFINED	1 2
						DEFINED	1 5
		023551104	295	6000 SH		DEF/OTH	1
		023551104	3025	6150 SH		SOLE	1 2
AMEREN CORP	COM	023608102	233	5289 SH		DEFINED	1
						DEFINED	1
						DEFINED	1 2
						DEFINED	1 5
		023608102	283	6407 SH		DEF/OTH	1
						DEFINED	1
						DEF/OTH	1
						DEFINED	1
		023608102	2426	5500 SH		SOLE	1 2
AMERICAN ELECTRIC POWER CO	COM	025537101	13512	452972 SH		DEFINED	1
						DEFINED	1
						DEFINED	1 2
						DEFINED	1 5
						DEFINED	1 6
		025537101	745	24972 SH		DEF/OTH	1
						DEF/OTH	1
						DEFINED	1
		025537101	4018	13470 SH		SOLE	1 2
AMERICAN EAGLE OUTFITTERS	COM	02553E106	213	11600 SH		DEFINED	1 5
		02553E106	0	28 SH		DEF/OTH	1
AMERICAN EXPRESS CO	COM	025816109	43643	1043838 SH		DEFINED	1
						DEFINED	1
						DEFINED	1
						DEFINED	1
						DEFINED	1 2
						DEFINED	1 5
						DEFINED	1 5

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		025816109	1806	43206 SH	DEFINED	1	6
					DEF/OTH	1	
					DEF/OTH	1	
					DEFINED	1	
		025816109	25588	61200 SH	SOLE	1	2
AMERICAN FINL GRP INC OHIO COM		025932104	255	11200 SH	DEFINED	1	5
AMERICAN INTL GROUP INC COM		026874107	38796	703074 SH	DEFINED	1	
					DEFINED	1	
					DEFINED	1	
					DEFINED	1	2
					DEFINED	1	5
					DEFINED	1	5
					DEFINED	1	6
		026874107	6241	113104 SH	DEF/OTH	1	
					DEFINED	1	
					DEF/OTH	1	
					DEFINED	1	
		026874107	54112	98065 SH	SOLE	1	2
AMERICAN POWER CONVERSION COM		029066107	4096	262400 SH	DEFINED	1	2
					DEFINED	1	5
		029066107	40043	256850 SH	SOLE	1	2
AMERICAN STANDARD COS COM		029712106	1774	2400 SH	SOLE	1	2
AMERICREDIT CORP COM		03060R101	215	25100 SH	DEFINED	1	5
		03060R101	0	20 SH	DEF/OTH	1	
AMERUS GROUP CO COM		03072M108	244	8651 SH	DEFINED	1	
					DEFINED	1	5
AMERISOURCEBERGEN CORP COM		03073E105	3641	5250 SH	SOLE	1	2
AMERIGROUP CORP COM		03073T102	3114	83700 SH	DEFINED	1	
					DEFINED	1	
					DEFINED	1	5
AMGEN INC COM		031162100	42401	643024 SH	DEFINED	1	
					DEFINED	1	
					DEFINED	1	
					DEFINED	1	2
					DEFINED	1	5
					DEFINED	1	5
					DEFINED	1	6
		031162100	1918	29090 SH	DEF/OTH	1	
					DEF/OTH	1	
					DEFINED	1	
		031162100	29262	44376 SH	SOLE	1	2
AMSOUTH BANCORP COM		032165102	168571	7718452 SH	DEFINED	1	
					DEFINED	1	
					DEFINED	1	
					DEFINED	1	
					DEFINED	1	2
		032165102	120028	5495774 SH	DEF/OTH	1	
					DEFINED	1	
					DEF/OTH	1	
					DEFINED	1	

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		032165102	5373	24600 SH	SOLE	1 2
ANADARKO PETROLEUM CORP	COM	032511107	16044	360781 SH	DEFINED	1
					DEFINED	1
					DEFINED	1
					DEFINED	1
					DEFINED	1 2
					DEFINED	1 5
					DEFINED	1 6
		032511107	1907	42874 SH	DEF/OTH	1
					DEFINED	1
					DEF/OTH	1
					DEFINED	1
		032511107	3802	8550 SH	SOLE	1 2
ANALOG DEVICES INC	COM	032654105	248	7121 SH	DEFINED	1
					DEFINED	1
					DEFINED	1
					DEFINED	1 2
					DEFINED	1 5
		032654105	5641	16200 SH	SOLE	1 2
ANHEUSER BUSCH COS INC	COM	035229103	9949	194883 SH	DEFINED	1
					DEFINED	1
					DEFINED	1
					DEFINED	1
					DEFINED	1 2
					DEFINED	1 5
		035229103	1602	31372 SH	DEF/OTH	1
					DEF/OTH	1
					DEFINED	1
		035229103	15034	29450 SH	SOLE	1 2
ANTHEM INC	COM	03674B104	3703	4800 SH	SOLE	1 2
AON CORP	COM	037389103	121	5030 SH	DEFINED	1
					DEFINED	1 2
		037389103	119	4955 SH	DEF/OTH	1
		037389103	1469	6100 SH	SOLE	1 2
APACHE CORP	COM	037411105	290	4450 SH	DEFINED	1
					DEFINED	1
					DEFINED	1 2
					DEFINED	1 5
		037411105	21	325 SH	DEF/OTH	1
					DEFINED	1
		037411105	4926	7571 SH	SOLE	1 2
APOLLO GROUP INC	COM	037604105	5044	81621 SH	DEFINED	1
					DEFINED	1
					DEFINED	1 6
APOGENT TECH INC	COM	03760A101	546	27300 SH	DEFINED	1 5
APPLEBEE'S INTL INC	COM	037899101	2703	86000 SH	DEFINED	1
					DEFINED	1
					DEFINED	1 5
APRIA HEALTHCARE GRP INC	COM	037933108	443	17800 SH	DEFINED	1 5
APPLIED BIOSYSTEMS GROUP	COM	038020103	2312	12150 SH	SOLE	1 2



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APPLIED MATERIALS INC	COM	038222105	25481	1608640	SH	DEFINED	1
						DEFINED	1
						DEFINED	1
						DEFINED	1
						DEFINED	1 2
						DEFINED	1 5
						DEFINED	1 5
						DEFINED	1 6
		038222105	372	23465	SH	DEF/OTH	1
						DEF/OTH	1
						DEFINED	1
		038222105	10146	64050	SH	SOLE	1 2
APPLIED MICRO CIRCUITS	COM	03822W109	637	10550	SH	SOLE	1 2
AQUILA INC	COM	03840P102	76	29650	SH	DEFINED	1
						DEFINED	1 5
		03840P102	3	1300	SH	DEF/OTH	1
ARCHER DANIELS MIDLAND CO	COM	039483102	731	56804	SH	DEFINED	1
						DEFINED	1
						DEFINED	1
						DEFINED	1 2
						DEFINED	1 5
		039483102	274	21269	SH	DEF/OTH	1
		039483102	5741	44610	SH	SOLE	1 2
ARROW ELECTRONICS INC	COM	042735100	1152	75600	SH	DEFINED	1
						DEFINED	1
						DEFINED	1 5
ARVINMERITOR INC	COM	043353101	268	13277	SH	DEFINED	1
						DEFINED	1
						DEFINED	1 5
		043353101	4	199	SH	DEF/OTH	1
ASHLAND INC	COM	044204105	282	9200	SH	DEFINED	1
						DEFINED	1 2
ASTEC INDS INC	COM	046224101	78	9000	SH	DEFINED	1
						DEFINED	1
		046224101	4709	540000	SH	DEF/OTH	1
ASTORIA FINL CORP	COM	046265104	788	28200	SH	DEFINED	1 5
ATLANTIS PLASTICS INC	COM	049156102	118	16800	SH	DEFINED	1
ATMEL CORP	COM	049513104	193	75800	SH	DEFINED	1
						DEFINED	1 5
ATMOS ENERGY CORP	COM	049560105	507	20428	SH	DEFINED	1
						DEFINED	1
						DEFINED	1
AUTODESK INC	COM	052769106	1285	7950	SH	SOLE	1 2
AUTOMATIC DATA PROC INC	COM	053015103	39644	1170819	SH	DEFINED	1
						DEFINED	1
						DEFINED	1
						DEFINED	1
						DEFINED	1 2

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					DEFINED	1	5
					DEFINED	1	5
		053015103	3487	102994	SH	DEF/OTH	1
						DEFINED	1
						DEF/OTH	1
						DEFINED	1
		053015103	69972	206650	SH	SOLE	1 2
AUTOZONE INC	COM	053332102	287	3772	SH	DEFINED	1
						DEFINED	1
						DEFINED	1
						DEFINED	1 2
						DEFINED	1 5
		053332102	129	1700	SH	DEF/OTH	1
						DEFINED	1
		053332102	5204	6850	SH	SOLE	1 2
AVAYA INC	COM	053499409	832	12882	SH	SOLE	1 2
AVERY DENNISON CORP	COM	053611109	6124	121985	SH	DEFINED	1
						DEFINED	1
						DEFINED	1
						DEFINED	1 2
						DEFINED	1 5
						DEFINED	1 5
		053611109	178	3550	SH	DEF/OTH	1
						DEF/OTH	1
AVID TECHNOLOGY INC	COM	05367P100	1646	46600	SH	DEFINED	1
						DEFINED	1
						DEFINED	1 5
AVNET INC	COM	053807103	1051	82847	SH	DEFINED	1
						DEFINED	1
						DEFINED	1
						DEFINED	1 5
		053807103	315	24827	SH	DEF/OTH	1
						DEF/OTH	1
						DEFINED	1
AVOCENT CORP	COM	053893103	218	7300	SH	DEFINED	1 5
AVON PRODS INC	COM	054303102	78	1250	SH	DEFINED	1
						DEFINED	1
		054303102	462	7424	SH	DEF/OTH	1
BB&T CORP	COM	054937107	1412	41173	SH	DEFINED	1
						DEFINED	1
						DEFINED	1 2
						DEFINED	1 5
		054937107	60	1762	SH	DEF/OTH	1
		054937107	5557	16200	SH	SOLE	1 2
BJ SVCS CO	COM	055482103	2248	60159	SH	DEFINED	1
						DEFINED	1
						DEFINED	1
						DEFINED	1 2
						DEFINED	1 5
						DEFINED	1 6
		055482103	27	725	SH	DEF/OTH	1
		055482103	4054	10850	SH	SOLE	1 2

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BJS WHOLESALE CLUB INC	COM	05548J106	339	22500 SH	DEFINED	1 5			
BP PLC	ADR	055622104	16915	402554 SH	DEFINED	1			
					DEFINED	1			
					DEFINED	1			
					DEFINED	1			
		055622104	8775	208829 SH	DEFINED	1 5			
		DEF/OTH	1						
		DEFINED	1						
DEF/OTH	1								
DEFINED	1								
BMC SOFTWARE INC	COM	055921100	3576	219000 SH	DEFINED	1			
					DEFINED	1			
					DEFINED	1 2			
					DEFINED	1 5			
					DEFINED	1 5			
		055921100	2	120 SH	DEF/OTH	1			
055921100	1331	8150 SH	SOLE	1 2					
BAKER HUGHES INC	COM	057224107	287	8562 SH	DEFINED	1			
					DEFINED	1			
					DEFINED	1 2			
					DEFINED	1 5			
		057224107	122	3627 SH	DEF/OTH	1			
		057224107	3911	11650 SH	SOLE	1 2			
BANCORPSOUTH INC	COM	059692103	2552	122408 SH	DEFINED	1			
BANCTRUST FINL GRP INC	COM	05978R107	408	25315 SH	DEFINED	1			
					DEFINED	1			
BANK OF AMERICA CORP	COM	060505104	43967	556334 SH	DEFINED	1			
					DEFINED	1			
					DEFINED	1			
					DEFINED	1			
					DEFINED	1 2			
					DEFINED	1 5			
					DEFINED	1 6			
					060505104	7571	95798 SH	DEF/OTH	1
					DEFINED	1			
					DEF/OTH	1			
		DEFINED	1						
		060505104	47260	59800 SH	SOLE	1 2			
		BANK ONE CORP	COM	06423A103	4213	113310 SH	DEFINED	1	
DEFINED	1								
DEFINED	1								
DEFINED	1 2								
DEFINED	1 5								
06423A103	1551			41704 SH	DEF/OTH	1			
06423A103	21025	56550 SH	DEFINED	1					
SOLE	1 2								
BANKNORTH GROUP INC	COM	06646R107	1182	46300 SH	DEFINED	1 5			
BARD CR INC	COM	067383109	1304	18284 SH	DEFINED	1			
					DEFINED	1			
					DEFINED	1			
					DEFINED	1			
					DEFINED	1 2			
					DEFINED	1 5			

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		067383109	350	4908 SH	DEF/OTH	1
					DEF/OTH	1
		067383109	2567	3600 SH	SOLE	1 2
BARNES & NOBLES INC	COM	067774109	242	10500 SH	DEFINED	1 5
BARRICK GOLD CORP	ADR	067901108	197	11018 SH	DEFINED	1
		067901108	64	3550 SH	DEF/OTH	1
BARR LABS INC	COM	068306109	8182	124915 SH	DEFINED	1
					DEFINED	1
					DEFINED	1 5
					DEFINED	1 6
BAUSCH & LOMB INC	COM	071707103	1388	3700 SH	SOLE	1 2
BAXTER INTERNATIONAL INC	COM	071813109	2863	110125 SH	DEFINED	1
					DEFINED	1
					DEFINED	1
					DEFINED	1 2
					DEFINED	1 5
		071813109	2362	90857 SH	DEF/OTH	1
					DEFINED	1
					DEF/OTH	1
					DEFINED	1
		071813109	8957	34450 SH	SOLE	1 2
BEAR STEARNS CO	COM	073902108	12645	174612 SH	DEFINED	1
					DEFINED	1
					DEFINED	1 2
					DEFINED	1 5
					DEFINED	1 6
		073902108	74	1016 SH	DEF/OTH	1
BECKMAN COULTER INC	COM	075811109	417	10266 SH	DEFINED	1
		075811109	27	658 SH	DEF/OTH	1 5
					DEF/OTH	1
BECTON DICKINSON & CO	COM	075887109	8088	208183 SH	DEFINED	1
					DEFINED	1
					DEFINED	1
					DEFINED	1 2
					DEFINED	1 5
					DEFINED	1 6
		075887109	241	6195 SH	DEF/OTH	1
					DEF/OTH	1
		075887109	6954	17900 SH	SOLE	1 2
BED BATH & BEYOND INC	COM	075896100	11725	302045 SH	DEFINED	1
					DEFINED	1
					DEFINED	1
					DEFINED	1 5
					DEFINED	1 5
					DEFINED	1 6
		075896100	25	645 SH	DEF/OTH	1
					DEF/OTH	1
BELLSOUTH CORP	COM	079860102	31382	1178440 SH	DEFINED	1
					DEFINED	1
					DEFINED	1
					DEFINED	1
					DEFINED	1 2

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						DEFINED	1	5
						DEFINED	1	6
						DEFINED	1	6
		079860102	7418	278550	SH	DEF/OTH	1	
						DEFINED	1	
						DEF/OTH	1	
						DEFINED	1	
		079860102	20718	77800	SH	SOLE	1	2
BELO CORPORATION	COM	080555105	830	37100	SH	DEFINED	1	
						DEFINED	1	5
BEMIS INC	COM	081437105	495	10571	SH	DEFINED	1	
						DEFINED	1	
						DEFINED	1	2
						DEFINED	1	5
		081437105	1685	3600	SH	SOLE	1	2
BERKLEY W R CORP	COM	084423102	949	18000	SH	DEFINED	1	5
BERKSHIRE HATHAWAY INC	COM	084670108	2683	37	SH	DEFINED	1	
BERKSHIRE HATHAWAY INC	COM	084670207	1113	458	SH	DEFINED	1	
						DEFINED	1	
						DEFINED	1	
		084670207	863	355	SH	DEF/OTH	1	
						DEF/OTH	1	
						DEFINED	1	
BEST BUY INC	COM	086516101	8480	193072	SH	DEFINED	1	
						DEFINED	1	
						DEFINED	1	
						DEFINED	1	2
						DEFINED	1	5
						DEFINED	1	6
		086516101	132	3000	SH	DEF/OTH	1	
		086516101	4853	11050	SH	SOLE	1	2
BIG LOTS INC	COM	089302103	1211	8050	SH	SOLE	1	2
BIOGEN INC	COM	090597105	1899	5000	SH	SOLE	1	2
BIOMET INC	COM	090613100	2590	9025	SH	SOLE	1	2
BIOTECH HOLDRS TRUST	COM	09067D201	4665	37850	SH	DEFINED	1	
						DEFINED	1	
						DEFINED	1	
						DEFINED	1	5
						DEFINED	1	6
		09067D201	25	200	SH	DEF/OTH	1	
BLACK & DECKER CORP	COM	091797100	7781	179084	SH	DEFINED	1	
						DEFINED	1	
						DEFINED	1	
						DEFINED	1	2
						DEFINED	1	5
						DEFINED	1	6
		091797100	65	1500	SH	DEF/OTH	1	
						DEFINED	1	
		091797100	2064	4750	SH	SOLE	1	2
BLOCK H & R INC	COM	093671105	1465	33868	SH	DEFINED	1	

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						DEFINED	1
						DEFINED	1 2
		093671105	1644	3800 SH		DEFINED	1 5
						SOLE	1 2
BOEING CO	COM	097023105	39723	1157423 SH		DEFINED	1
						DEFINED	1
						DEFINED	1
						DEFINED	1 2
						DEFINED	1 5
						DEFINED	1 5
						DEFINED	1 6
		097023105	2394	69762 SH		DEF/OTH	1
						DEF/OTH	1
						DEFINED	1
		097023105	14208	41400 SH		SOLE	1 2
BORDERS GROUP INC	COM	099709107	453	25700 SH		DEFINED	1 5
BORG WARNER INC	COM	099724106	277	4300 SH		DEFINED	1 5
BOSTON COMMUNICATIONS GRP	COM	100582105	1207	71400 SH		DEFINED	1
						DEFINED	1
						DEFINED	1 5
BOSTON SCIENTIFIC CORP	COM	101137107	1330	21770 SH		DEFINED	1
						DEFINED	1 5
						DEFINED	1 6
BRIGGS & STRATTON CORP	COM	109043109	2919	57800 SH		DEFINED	1
						DEFINED	1
						DEFINED	1 2
		109043109	19998	39600 SH		SOLE	1 2
BRINKER INTL INC	COM	109641100	1715	47620 SH		DEFINED	1
						DEFINED	1
						DEFINED	1
						DEFINED	1
						DEFINED	1 5
		109641100	22	624 SH		DEF/OTH	1
						DEF/OTH	1
BRISTOL MYERS SQUIBB CO	COM	110122108	48673	1792758 SH		DEFINED	1
						DEFINED	1
						DEFINED	1
						DEFINED	1
						DEFINED	1 2
						DEFINED	1 5
						DEFINED	1 5
						DEFINED	1 6
						DEFINED	1 6
		110122108	10273	378378 SH		DEF/OTH	1
						DEFINED	1
						DEF/OTH	1
						DEFINED	1
		110122108	45537	167725 SH		SOLE	1 2
BROADCOM CORP	COM	111320107	214	8600 SH		DEFINED	1
						DEFINED	1 2
						DEFINED	1 5
		111320107	4733	19000 SH		SOLE	1 2

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BROWN SHOE COMPANY INC	COM	115736100	617	20700 SH	DEFINED	1
					DEFINED	1
					DEFINED	1 5
BUCKEYE TECHNOLOGIES INC	COM	118255108	60	8800 SH	DEFINED	1
		118255108	68	10000 SH	DEFINED	1
					DEF/OTH	1
BURLINGTON NO SANTE FE	COM	12189T104	519	18257 SH	DEFINED	1
					DEFINED	1
					DEFINED	1 2
					DEFINED	1 5
		12189T104	116	4062 SH	DEF/OTH	1
		12189T104	7394	26000 SH	DEFINED	1
BURLINGTON RESOURCES INC	COM	122014103	6308	116666 SH	SOLE	1 2
					DEFINED	1
					DEFINED	1
					DEFINED	1 2
					DEFINED	1 5
					DEFINED	1 6
		122014103	1329	24577 SH	DEF/OTH	1
					DEFINED	1
					DEF/OTH	1
		122014103	3812	7050 SH	DEFINED	1
			SOLE	1 2		
CBRL GROUP INC	COM	12489V106	1819	46817 SH	DEFINED	1
					DEFINED	1
					DEFINED	1
					DEFINED	1 5
C H ROBINSON WORLDWIDE INC	COM	12541W100	489	13800 SH	DEFINED	1 5
CIGNA CORP	COM	125509109	243	5186 SH	DEFINED	1
					DEFINED	1
					DEFINED	1 2
					DEFINED	1 5
		125509109	107	2280 SH	DEF/OTH	1
125509109	4530	9650 SH	SOLE	1 2		
CIT GROUP INC	COM	125581108	23644	959191 SH	DEFINED	1
					DEFINED	1
					DEFINED	1 5
					DEFINED	1 6
		125581108	268	10870 SH	DEF/OTH	1
			DEF/OTH	1		
CLECO CORP NEW	COM	12561W105	205	11864 SH	DEFINED	1
					DEFINED	1
		12561W105	14	800 SH	DEF/OTH	1
CSX CORP	COM	126408103	576	19127 SH	DEFINED	1
					DEFINED	1 2
					DEFINED	1 5
		126408103	743	24688 SH	DEF/OTH	1
		126408103	2212	7350 SH	DEFINED	1
			SOLE	1 2		
CVS CORP	COM	126650100	1045	37287 SH	DEFINED	1

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						DEFINED	1
						DEFINED	1
		126650100	548	19550 SH		DEF/OTH	1
						DEFINED	1
CALLAWAY GOLF CO	COM	131193104	163	12300 SH		DEFINED	1 5
CALPINE CORPORATION	COM	131347106	848	12850 SH		SOLE	1 2
CAMPBELL SOUP CO	COM	134429109	92	3775 SH		DEFINED	1
		134429109	167	6800 SH		DEFINED	1
						DEF/OTH	1
CAPITAL ONE FINL CORP	COM	14040H105	1643	33414 SH		DEFINED	1
						DEFINED	1
						DEFINED	1 5
CARDINAL HEALTH INC	COM	14149Y108	28519	443533 SH		DEFINED	1
						DEFINED	1
						DEFINED	1
						DEFINED	1
						DEFINED	1 2
						DEFINED	1 5
						DEFINED	1 5
						DEFINED	1 6
		14149Y108	3145	48918 SH		DEF/OTH	1
						DEFINED	1
						DEF/OTH	1
						DEFINED	1
		14149Y108	9967	15500 SH		SOLE	1 2
CAREER EDUCATION CORP	COM	141665109	1018	14900 SH		DEFINED	1 5
CAREMARK RX INC	COM	141705103	1189	46300 SH		DEFINED	1
		141705103	36	1394 SH		DEFINED	1
						DEF/OTH	1
CARLISLE CORP	COM	142339100	417	9900 SH		DEFINED	1 5
		142339100	124	2930 SH		DEF/OTH	1
CARNIVAL CORP	COM	143658300	20979	645301 SH		DEFINED	1
						DEFINED	1
						DEFINED	1
						DEFINED	1
						DEFINED	1 2
						DEFINED	1 5
						DEFINED	1 6
		143658300	1909	58728 SH		DEF/OTH	1
						DEFINED	1
						DEF/OTH	1
						DEFINED	1
		143658300	7022	21600 SH		SOLE	1 2
CATERPILLAR INC	COM	149123101	1014	18212 SH		DEFINED	1
						DEFINED	1
						DEFINED	1
		149123101	890	15996 SH		DEF/OTH	1
						DEF/OTH	1
						DEFINED	1
CEDAR FAIR LP PARTNERSHIPS COM		150185106	140	5000 PRN		DEFINED	1
		150185106	336	12000 PRN		DEF/OTH	1



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						DEFINED	1
CENDANT CORP	COM	151313103	134	7295 SH		DEFINED	1
		151313103	404	22054 SH		DEFINED	1
						DEF/OTH	1
						DEFINED	1
CENTENE CORP DEL	COM	15135B101	2038	52900 SH		DEFINED	1
						DEFINED	1
						DEFINED	1 5
CENTERPOINT ENERGY INC	COM	15189T107	659	80798 SH		DEFINED	1
						DEFINED	1
						DEFINED	1
						DEFINED	1 2
						DEFINED	1 5
		15189T107	189	23175 SH		DEF/OTH	1
						DEFINED	1
						DEF/OTH	1
						DEFINED	1
		15189T107	852	10450 SH		SOLE	1 2
CENTEX CORPORATOPM	COM	152312104	1634	2100 SH		SOLE	1 2
CERIDIAN CORP NEW	COM	156779100	409	24100 SH		DEFINED	1 5
CERTEGY INC	COM	156880106	304	10950 SH		DEFINED	1
						DEFINED	1 5
		156880106	3	100 SH		DEF/OTH	1
CHARLES RIVER LAB INTL	COM	159864107	235	7300 SH		DEFINED	1 5
CHARTER ONE FINL INC	COM	160903100	214	6864 SH		DEFINED	1 2
		160903100	25	810 SH		DEFINED	1 5
		160903100	4875	15634 SH		DEF/OTH	1
						SOLE	1 2
CHECKFREE CORP	COM	162813109	3352	119700 SH		DEFINED	1
						DEFINED	1
						DEFINED	1 5
CHEVRONTEXACO CORP	COM	166764100	47622	659591 SH		DEFINED	1
						DEFINED	1
						DEFINED	1
						DEFINED	1
						DEFINED	1 2
						DEFINED	1 5
						DEFINED	1 6
		166764100	11548	159938 SH		DEF/OTH	1
						DEFINED	1
						DEF/OTH	1
						DEFINED	1
		166764100	31630	43809 SH		SOLE	1 2
CHICOS FAS INC	COM	168615102	6148	292085 SH		DEFINED	1
						DEFINED	1
						DEFINED	1 5
						DEFINED	1 6
		168615102	6	300 SH		DEF/OTH	1

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CHUBB CORP	COM	171232101	5455	90915	SH	DEFINED	1				
						DEFINED	1				
						DEFINED	1				
						DEFINED	1				
						DEFINED	1 2				
171232101	2001	33344	SH	DEFINED	1 5						
				DEF/OTH	1						
				DEFINED	1						
				DEF/OTH	1						
				DEFINED	1						
171232101	7350	12250	SH	SOLE	1 2						
CHURCH & DWIGHT INC	COM	171340102	239	7300	SH	DEFINED	1				
						DEFINED	1 5				
CIENA CORP	COM	171779101	77	14900	SH	DEFINED	1				
						DEFINED	1 2				
						DEFINED	1 5				
						171779101	3	600	SH	DEF/OTH	1
						171779101	1538	29750	SH	SOLE	1 2
CIMAREX ENERGY CO	COM	171798101	2090	88000	SH	DEFINED	1				
						DEFINED	1				
						DEFINED	1 5				
CINCINNATI FINL CORP	COM	172062101	571	15414	SH	DEFINED	1				
						DEFINED	1				
						DEFINED	1 2				
						172062101	6753	182308	SH	DEF/OTH	1
						DEFINED	1				
CINERGY CORP	COM	172474108	248	6730	SH	DEFINED	1				
						DEFINED	1				
						DEFINED	1 2				
						DEFINED	1 5				
						172474108	175	4766	SH	DEF/OTH	1
						DEF/OTH	1				
						DEFINED	1				
172474108	2171	5900	SH	SOLE	1 2						
CIRCUIT CITY GROUP	COM	172737108	1263	14350	SH	SOLE	1 2				
CISCO SYSTEMS INC	COM	17275R102	48215	2871659	SH	DEFINED	1				
						DEFINED	1				
						DEFINED	1				
						DEFINED	1				
						DEFINED	1 2				
						DEFINED	1 5				
						DEFINED	1 5				
						DEFINED	1 6				
						17275R102	3851	229348	SH	DEF/OTH	1
						DEFINED	1				
						DEF/OTH	1				
						DEFINED	1				
						17275R102	47843	284950	SH	SOLE	1 2
CINTAS CORP	COM	172908105	5553	156730	SH	DEFINED	1				
						DEFINED	1				
						DEFINED	1				
						DEFINED	1 2				
						DEFINED	1 5				
						DEFINED	1 6				

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		172908105	850	24000 SH	DEF/OTH	1
CITIGROUP INC	COM	172967101	86406	2018831 SH	DEFINED	1
					DEFINED	1
					DEFINED	1
					DEFINED	1
					DEFINED	1 2
					DEFINED	1 5
					DEFINED	1 5
					DEFINED	1 6
		172967101	5551	129686 SH	DEF/OTH	1
					DEFINED	1
					DEF/OTH	1
					DEFINED	1
		172967101	82402	192529 SH	SOLE	1 2
CITIZENS COMMUNICATIONS CO	COM	17453B101	110	8500 SH	DEFINED	1
					DEFINED	1
					DEFINED	1 2
		17453B101	166	12864 SH	DEF/OTH	1
					DEFINED	1
CITIZENS HOLDING CO	COM	174715102	417	24877 SH	DEFINED	1
CITY NATL CORP	COM	178566105	722	16200 SH	DEFINED	1 5
CLAIRES STORES INC	COM	179584107	3789	149400 SH	DEFINED	1
					DEFINED	1
					DEFINED	1 5
CLAYTON HOMES INC	COM	184190106	458	36482 SH	DEFINED	1
					DEFINED	1
					DEFINED	1 5
		184190106	13	1000 SH	DEF/OTH	1
CLEAR CHANNEL COM	COM	184502102	2074	48928 SH	DEFINED	1
					DEFINED	1
					DEFINED	1
					DEFINED	1 2
					DEFINED	1 5
					DEFINED	1 6
		184502102	55	1300 SH	DEF/OTH	1
					DEFINED	1
CLOROX CO	COM	189054109	6378	149550 SH	DEFINED	1
					DEFINED	1
					DEFINED	1 5
					DEFINED	1 5
		189054109	256	6005 SH	DEF/OTH	1
					DEFINED	1
					DEF/OTH	1
COACH INC	COM	189754104	726	14600 SH	DEFINED	1 5
COCA COLA CO	COM	191216100	52216	1125094 SH	DEFINED	1
					DEFINED	1
					DEFINED	1
					DEFINED	1
					DEFINED	1 2
					DEFINED	1 5
					DEFINED	1 5
		191216100	19817	427001 SH	DEF/OTH	1

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						DEFINED	1
						DEF/OTH	1
		191216100	43649	94050	SH	DEFINED	1
						SOLE	1 2
COCA COLA ENTERPRISES INC	COM	191219104	3136	172771	SH	DEFINED	1
		191219104	27	1500	SH	DEF/OTH	1
		194162103	7801	134611	SH	DEFINED	1
						DEFINED	1
						DEFINED	1
						DEFINED	1
						DEFINED	1 2
						DEFINED	1 5
						DEFINED	1 6
		194162103	3826	66019	SH	DEF/OTH	1
						DEF/OTH	1
						DEFINED	1
COLGATE-PALMOLIVE CO	COM	194162103	1796	3100	SH	SOLE	1 2
COLONIAL BANCGROUP INC	COM	195493309	356	25652	SH	DEFINED	1
						DEFINED	1
						DEFINED	1
						DEFINED	1 5
		195493309	223	16053	SH	DEF/OTH	1
						DEFINED	1
COLONIAL PPTYS TR	COM	195872106	88	2500	SH	DEFINED	1
						DEFINED	1
		195872106	1149	32662	SH	DEF/OTH	1
						DEFINED	1
COMCAST CORP	COM	20030N101	2242	74289	SH	DEFINED	1
						DEFINED	1
						DEFINED	1
						DEFINED	1
						DEFINED	1 2
						DEFINED	1 6
		20030N101	918	30430	SH	DEF/OTH	1
						DEF/OTH	1
						DEFINED	1
		20030N101	13752	45565	SH	SOLE	1 2
COMCAST CORP	COM	20030N200	180	6210	SH	DEFINED	1
						DEFINED	1
						DEFINED	1
		20030N200	21	715	SH	DEF/OTH	1
						DEF/OTH	1
COMERICA INC	COM	200340107	851	18305	SH	DEFINED	1
						DEFINED	1
						DEFINED	1
						DEFINED	1 2
						DEFINED	1 5
		200340107	124	2665	SH	DEF/OTH	1
						DEF/OTH	1
		200340107	5743	12350	SH	SOLE	1 2
COMMUNITY BANK SYS INC	COM	203607106	263	6920	SH	DEFINED	1
COMMUNITY HEALTH SYS INC	COM	203668108	309	16000	SH	DEFINED	1 5

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COMPASS BANC INC	COM	20449H109	6668	192001	SH	DEFINED	1
						DEFINED	1
		20449H109	3683	106045	SH	DEFINED	1 5
						DEF/OTH	1
						DEF/OTH	1
DEFINED	1						
COMPUTER ASSOC INTL INC	COM	204912109	8559	384146	SH	DEFINED	1
						DEFINED	1
						DEFINED	1 5
						DEFINED	1 6
		204912109	221	9898	SH	DEF/OTH	1
DEF/OTH	1						
COMPUTER SCIENCES CORP	COM	205363104	5837	153119	SH	DEFINED	1
						DEFINED	1
		205363104	8	211	SH	DEF/OTH	1
COMPUWARE CORP	COM	205638109	65	11300	SH	DEFINED	1 2
						DEFINED	1 5
		205638109	1490	26050	SH	SOLE	1 2
COMVERSE TECHNOLOY INC	COM	205862402	1944	12950	SH	SOLE	1 2
CONAGRA FOODS INC	COM	205887102	1290	54659	SH	DEFINED	1
						DEFINED	1
						DEFINED	1
						DEFINED	1 2
						DEFINED	1 5
		205887102	3300	139837	SH	DEF/OTH	1
		DEFINED	1				
205887102	4390	18600	SH	DEF/OTH	1		
SOLE	1 2						
CONCORD EFS INC	COM	206197105	2576	17500	SH	SOLE	1 2
CONOCOPHILLIPS	COM	20825C104	7770	141782	SH	DEFINED	1
						DEFINED	1
						DEFINED	1
						DEFINED	1 2
						DEFINED	1 5
						DEFINED	1 6
						20825C104	1127
		DEFINED	1				
		DEF/OTH	1				
		20825C104	17365	31688	SH	DEFINED	1
SOLE	1 1						
CONSOLIDATED EDISON INC	COM	209115104	911	21050	SH	DEFINED	1
						DEFINED	1
						DEFINED	1
						DEFINED	1 2
						DEFINED	1 5
		209115104	264	6108	SH	DEF/OTH	1
		DEF/OTH	1				
209115104	3181	7350	SH	DEFINED	1		
SOLE	1 2						
CONSTELLATION BRANDS INC	COM	21036P108	462	14700	SH	DEFINED	1 5
CONSTELLATION ENERGY GRP	COM	210371100	18834	549099	SH	DEFINED	1
DEFINED	1						

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						DEFINED	1
						DEFINED	1
						DEFINED	1 2
						DEFINED	1 5
						DEFINED	1 6
		210371100	3507	102242	SH	DEF/OTH	1
						DEFINED	1
						DEF/OTH	1
						DEFINED	1
		210371100	1972	5750	SH	SOLE	1 2
CONVERGYS CORP	COM	212485106	319	19963	SH	DEFINED	1
						DEFINED	1
						DEFINED	1 2
						DEFINED	1 5
		212485106	80	5000	SH	DEF/OTH	1
						DEFINED	1
		212485106	1912	11950	SH	SOLE	1 2
COOPER CAMERON CORP	COM	216640102	725	14400	SH	DEFINED	1 5
COOPER COS INC	COM	216648402	761	21900	SH	DEFINED	1
						DEFINED	1
						DEFINED	1 5
COPART INC	COM	217204106	144	15000	SH	DEFINED	1 5
CORINTHIAN COLLEGES INC	COM	218868107	3343	69200	SH	DEFINED	1
						DEFINED	1
						DEFINED	1 5
COSTCO WHSL CORP NEW	COM	22160K105	14998	409790	SH	DEFINED	1
						DEFINED	1
						DEFINED	1
						DEFINED	1
						DEFINED	1 5
						DEFINED	1 6
		22160K105	17	463	SH	DEF/OTH	1
						DEF/OTH	1
COVANCE INC	COM	222816100	351	19400	SH	DEFINED	1 5
COVENTRY HEALTHCARE INC	COM	222862104	854	18500	SH	DEFINED	1 5
CREE INC	COM	225447101	1844	113500	SH	DEFINED	1
						DEFINED	1
						DEFINED	1
						DEFINED	1 5
CROMPTON CORP	COM	227116100	130	18500	SH	DEFINED	1 5
CYBERONICS INC	COM	23251P102	1686	78200	SH	DEFINED	1
						DEFINED	1
						DEFINED	1 5
CYPRESS SEMICONDUCTOR CORP	COM	232806109	241	20100	SH	DEFINED	1 5
CYTEC INDS INC	COM	232820100	213	6300	SH	DEFINED	1 5
		232820100	23	681	SH	DEF/OTH	1
						DEFINED	1
CYTYC CORP	COM	232946103	200	18950	SH	DEFINED	1

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		232946103	7	700 SH	DEFINED	1	5
					DEF/OTH	1	
DNP SELECT INC FD INC	COM	23325P104	92	8425 SH	DEFINED	1	
					DEFINED	1	
		23325P104	156	14315 SH	DEF/OTH	1	
					DEFINED	1	