

Edgar Filing: PNC FINANCIAL SERVICES GROUP INC - Form 13F-HR

PNC FINANCIAL SERVICES GROUP INC
Form 13F-HR
May 05, 2006

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: March 31, 2006

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: The PNC Financial
Services Group, Inc.
Address: 249 Fifth Avenue
Pittsburgh, PA 15222-2707

Form 13F File Number: 28-1235

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 the Report on behalf of Reporting Manager:

Name: Joan L. Gulley
Title: Vice President
Phone: (412) 768-8416
Signature, Place, and Date of Signing:

/s/ Joan L. Gulley Pittsburgh, PA May 5, 2006

[Signature] [City, State] [Date]

Report Type (Check only one.):

- 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)
- 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
- 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

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List of Other Managers Reporting for this Manager:

Form 13F File Number	Name
28-5703	BlackRock, Inc.

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Form 13F SUMMARY PAGE

Report Summary:.....
 Number of Other Included Managers:..... 5
 Form 13F Information Table Entry Total: 2,713
 Form 13F Information Table Value Total: \$24,467,393
 (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.

No.	Form 13F File Number	Name
1	28-1500	J.J. B. Hilliard, W. L. Lyons, Inc.
2	28-4750	PNC Bancorp, Inc.
3	28-4580	PNC Bank, Delaware
4	28-5284	PNC Bank, National Association
5	28-11439	PNC Equity Securities, LLC

PAGE 1 OF 189 FORM 13F NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC. AS OF 03/31 FILE NO. 28-1

ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHARE
DAIMLERCHRYSLER									
AG	ORD	D1668R123	342,910	5,973	X		28-5284	5331	
			374,830	6,529	X	X	28-5284	5909	

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			88,986	1,550		X	X	28-4580	1550	
DEUTSCHE BANK										
AG NAMEN	ORD	D18190898	125,778	1,101		X		28-5284	101	
ACE LTD	ORD	G0070K103	459,196	8,829		X		28-5284	8829	
			455,088	8,750		X	X	28-5284	8600	
			182,035	3,500		X	X	28-1500	3500	
AMDOCS LTD	ORD	G02602103	6,130	170		X		28-5284	170	
ASSURED										
GUARANTY LTD	COM	G0585R106	337,500	13,500		X		28-5284	13500	
AXIS CAPITAL										
HOLDINGS	SHS	G0692U109	50,830	1,700		X	X	28-5284	1700	
ACCENTURE LTD										
BERMUDA	CL A	G1150G111	6,014	200		X		28-5284	200	
			1,102,066	36,650		X	X	28-5284	36650	
BUNGE LIMITED	COM	G16962105	83,565	1,500		X		28-5284	1500	
			16,713	300		X	X	28-5284	300	
COOPER INDS LTD	CL A	G24182100	165,892	1,909		X		28-5284	1909	
			536,868	6,178		X	X	28-5284	6169	
			86,900	1,000		X	X	28-4580	1000	
ASA BERMUDA										
LIMITED	COM	G3156P103	3,258,060	50,124		X	X	28-5284	50124	
EVEREST RE GROUP										
LTD	COM	G3223R108	108,029	1,157		X	X	28-5284	1150	
FOSTER WHEELER	SHS									
LTD	NEW	G36535139	127,737	2,700		X	X	28-5284	2700	
FRESH DEL MONTE										
PRODUCE INC	ORD	G36738105	740	35		X		28-5284	35	
FRONTLINE LTD	SHS	G3682E127	66,980	2,000		X		28-5284	2000	
			8,473	253		X	X	28-5284	253	
GARMIN LTD	ORD	G37260109	1,612,111	20,296		X		28-5284	20296	
			1,364,607	17,180		X	X	28-5284	17180	
GLOBALSANTAFE										
CORP	SHS	G3930E101	3,706,418	61,011		X		28-5284	59746	
			1,724,085	28,380		X	X	28-5284	26365	900
			13,973	230		X		28-4580	230	
COLUMN										
TOTAL			16,412,514							

FILE NO. 28-1

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHARED
GLOBAL SOURCES LTD	ORD	G39300101	142,857	12,870	X		28-5284	12870	
HELEN OF TROY CORP LTD	COM	G4388N106	4,240	200	X		28-5284		

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INGERSOLL-RAND COMPANY LTD	CL A	G4776G101	65,225,957	1,560,803		X		28-5284	1533008	
			24,239,245	580,025		X	X	28-5284	551007	6390
			50,148	1,200		X	X	28-1500	1200	
			909,518	21,764		X		28-4580	21578	
			640,808	15,334		X	X	28-4580	14062	
IPC HLDGS LTD	ORD	G4933P101	56,100	2,000		X		28-5284	2000	
KNIGHTSBRIDGE TANKERS LTD	ORD	G5299G106	10,024	400		X	X	28-5284	400	
LAZARD LTD	SHS A	G54050102	1,385,025	31,300		X	X	28-5284	31300	
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	14,174	262		X		28-5284	262	
			18,286	338		X	X	28-5284	338	
			27,050	500		X	X	28-1500	500	
MONTPELIER RE HOLDINGS LTD	SHS	G62185106	78,240	4,800		X	X	28-5284	4800	
NABORS INDUSTRIES LTD	SHS	G6359F103	232,062	3,242		X		28-5284	3242	
			1,352,862	18,900		X	X	28-5284	17900	
			6,872	96		X	X	28-4580	23	
NOBLE CORPORATION	SHS	G65422100	150,197	1,852		X		28-5284	1852	
			8,110	100		X	X	28-5284	100	
			14,193	175		X	X	28-1500	175	
NORDIC AMERICAN TANKER SHIPP	COM	G65773106	20,202	700		X		28-5284	700	
			2,886	100		X	X	28-5284	100	
PARTNERRE LTD	COM	G6852T105	2,980	48		X	X	28-5284	40	
PEAK INTL LTD	ORD	G69586108	3,588	1,300		X		28-5284	1300	
PLATINUM UNDERWRITER HLDGS L	COM	G7127P100	2,183	75		X		28-5284	75	
PXRE GROUP LTD	COM	G73018106	9,810	3,000		X		28-5284	3000	
			40,178	12,287		X	X	28-5284	12287	
RENAISSANCERE HOLDINGS LTD COLUMN	COM	G7496G103	436	10		X	X	28-5284		
TOTAL			94,648,231							

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ITEM 4: ITEM 5: ITEM 6: INVESTMENT DISCRETION ITEM 8:

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	FAIR MARKET VALUE	SHARES OR PRINCIPAL AMOUNT	(B) SHARED		ITEM 7: MANAGERS INSTR V	VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHARED
SCOTTISH RE GROUP LTD	ORD	G7885T104	99,240 148,860	4,000 6,000	X X		28-5284 28-11439	2000 6000	
SEAGATE TECHNOLOGY	SHS	G7945J104	14,639 5,266	556 200	X X	X	28-5284 28-5284	556 200	
SHIP FINANCE INTERNATIONAL L	SHS	G81075106	1,716 635	100 37	X X	X	28-5284 28-5284	100 37	
STEWART W P & CO LTD	COM	G84922106	210,758	9,998	X		28-5284	9998	
UTI WORLDWIDE INC	ORD	G87210103	9,480 47,400	300 1,500	X X	X	28-5284 28-1500	300 1500	
TRANSOCEAN INC	ORD	G90078109	12,809,617 5,050,709 610,119 131,050	159,522 62,898 7,598 1,632	X X X X	X	28-5284 28-5284 28-4580 28-4580	158250 56483 7319 1481	1090
WEATHERFORD INTERNATIONAL LT	COM	G95089101	66,932 58,743	1,463 1,284	X X	X	28-5284 28-5284	1463 1284	
WHITE MTNS INS GROUP LTD	COM	G9618E107	23,780	40	X		28-5284	40	
WILLIS GROUP HOLDINGS LTD	SHS	G96655108	2,409,335 445,723	70,325 13,010	X X	X	28-5284 28-5284	8600	
XOMA LTD	ORD	G9825R107	19,465 229	8,500 100	X X	X	28-5284 28-1500	8500 100	
XL CAP LTD	CL A	G98255105	44,877 545,961	700 8,516	X X	X	28-5284 28-5284	300 2216	
XYRATEX LTD ALCON INC	COM COM	G98268108	1,480,500	47,000	X	X	28-5284	47000	
	SHS	H01301102	15,192,559 3,461,641 365,431 43,789	145,718 33,202 3,505 420	X X X X	X	28-5284 28-5284 28-4580 28-4580	142487 30046 3445 420	1120
UBS AG	NAMEN AKT	H8920M855	1,051,423 181,451	9,561 1,650	X X	X	28-5284 28-5284	9561 1050	
COLUMN TOTAL			44,531,328						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY (
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHARED
ALVARION LTD	SHS	M0861T100	18,000	2,000	X	X	28-5284	2000	
			27,711	3,079	X		28-1500	3079	
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	428,528	21,405	X		28-5284	21405	
			356,416	17,803	X	X	28-5284	17523	
			5,005	250	X		28-4580	250	
			61,782	3,086	X	X	28-4580	3086	
WILLI G FOOD INTL LTD	ORD	M52523103	54,000	10,000	X		28-11439	10000	
POINTER TELOCATION LTD	SHS	M7946T104	21	3	X	X	28-5284	3	
RADVISION LTD	ORD	M81869105	2,678	150	X	X	28-5284	150	
CNH GLOBAL N V	SHS NEW	N20935206	2,578	100	X		28-5284	100	
CORE LABORATORIES N V	COM	N22717107	1,322,366	27,810	X	X	28-5284	27810	
KERZNER INTERNATIONAL LTD	SHS	P6065Y107	46,692	600	X		28-5284	600	
SINOVAC BIOTECH LTD	SHS	P8696W104	6,675	1,500	X		28-5284	1500	
ROYAL CARIBBEAN CRUISES LTD	COM	V7780T103	16,808	400	X		28-5284	400	
DRYSHIPS INC	SHS	Y2109Q101	12,696	1,200	X	X	28-5284	1200	
DOUBLE HULL TANKERS INC	COM	Y21110104	198,750	15,000	X	X	28-5284	15000	
EAGLE BULK SHIPPING INC	COM	Y2187A101	34,875	2,500	X		28-5284	2500	
			153,450	11,000	X	X	28-5284	11000	
FLEXTRONICS INTL LTD	ORD	Y2573F102	4,201,551	405,947	X		28-5284	405947	
			1,129,682	109,148	X	X	28-5284	107948	
			251,960	24,344	X	X	28-1500	24344	
			19,199	1,855	X		28-4580	1855	
			4,658	450	X	X	28-4580	450	
GENERAL MARITIME CORP	SHS	Y2692M103	3,334	100	X		28-5284	100	
			12,669	380	X	X	28-5284	380	
			3,334	100	X	X	28-4580	100	
OMI CORP NEW	COM	Y6476W104	5,406	300	X		28-5284	300	
			9,010	500	X	X	28-1500	500	
COLUMN TOTAL			8,389,834						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) S
SEASPAN CORP	SHS	Y75638109	63,510	3,000	X	X	28-5284	3000	
TEEKAY SHIPPING MARSHALL ISL	COM	Y8564W103	3,707 334	100 9	X	X	28-5284 28-5284	100	
ABB LTD	SPONSORED ADR	375204	20,080	1,600	X		28-5284	1600	
			37,650	3,000	X	X	28-5284	3000	
ACCO BRANDS CORP	COM	00081T108	492,884	22,202	X		28-5284	22007	
			625,840	28,191	X	X	28-5284	27769	
			1,598	72	X		28-4580	72	
			3,730	168	X	X	28-4580	168	
A C MOORE ARTS & CRAFTS INC	COM	00086T103	11,040	600	X	X	28-5284	600	
A D C TELECOMMUNICATIONS	COM NEW	886309	2,150	84	X		28-5284		
			13,486	527	X	X	28-5284		
ACM INCOME FUND INC	COM	912105	350,502	43,379	X		28-5284	43379	
			61,012	7,551	X	X	28-5284	7551	
ACM MANAGED INCOME FD INC	COM	919100	1,771	509	X	X	28-5284	509	
ABN AMRO HLDG NV	SPONSORED ADR	937102	11,952	400	X	X	28-5284	400	
ACM MUN SECS INCOME FD INC	COM	942102	28,369	2,707	X	X	28-5284	2707	
ABM INDS INC	COM	957100	15,719	820	X		28-5284	820	
AEW REAL ESTATE INCOME FD	COM	00104H107	17,468	884	X		28-5284	884	
AFLAC INC	COM	1055102	1,689,757	37,442	X		28-5284	30842	
			1,715,030	38,002	X	X	28-5284	38002	
			40,617	900	X		28-1500		
AGCO CORP	COM	1084102	1,991	96	X	X	28-5284	96	
AGL RES INC	COM	1204106	30,823	855	X	X	28-5284	75	
			43,260	1,200	X	X	28-4580	1200	
AES CORP	COM	00130H105	318,630	18,677	X		28-5284	17829	
			61,962	3,632	X	X	28-5284	3632	
			42,872	2,513	X	X	28-1500	2513	
COLUMN TOTAL			5,707,744						

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					(A) SOLE	(C) OTH		(A) SOLE	(B) SHARED
AK STL HLDG CORP	COM	001547108	45,000 1,005 3,735	3,000 67 249	X		28-5284 28-5284 28-1500	3000 67 249	
AMB PROPERTY CORP	COM	00163T109	5,590	103	X	X	28-4580	21	
AMR CORP	COM	001765106	57,725 2,705	2,134 100	X	X	28-5284 28-5284	2134 100	
ATI TECHNOLOGIES INC	COM	001941103	8,590	500	X		28-5284	500	
A S V INC	COM	001963107	109,548	3,400	X		28-5284	3400	
AT&T INC	COM	00206R102	46,991,816 33,016,164 551,643 1,033,496 1,640,192	1,737,863 1,221,012 20,401 38,221 60,658	X	X	28-5284 28-5284 28-1500 28-4580 28-4580	1697198 1157212 38221 59958	16530 20401
AVI BIOPHARMA INC	COM	002346104	759	100	X	X	28-5284	100	
AVX CORP NEW AARON RENTS INC	COM	002444107	27,435	1,550	X	X	28-5284		
ABAXIS INC	COM	002535201	6,793	250	X	X	28-5284	250	
ABBOTT LABS	COM	002567105	91,854	4,050	X	X	28-5284	4050	
	COM	002824100	81,217,377 88,479,322 530,790 1,168,010 2,336,699	1,912,347 2,083,337 12,498 27,502 55,020	X	X	28-5284 28-5284 28-1500 28-4580 28-4580	1832774 2061305 175 27502 55020	9972 12323
ABER DIAMOND CORP	COM	002893105	20,235	500	X		28-5284	500	
ABERCROMBIE & FITCH CO	CL A	002896207	10,319 70,543	177 1,210	X	X	28-5284 28-5284	177 1210	
ABERDEEN ASIA PACIFIC INCOM	COM	003009107	24,948 7,722	4,200 1,300	X	X	28-5284 28-5284	4200 1300	
ABERDEEN GLOBAL INCOME FD IN COLUMN TOTAL	COM	003013109	12,490	1,000	X		28-5284	1000	

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					(A) SOLE	(C) OTH		(A) SOLE	(B) SHARE
ABIOMED INC	COM	003654100	230,910	17,900	X	X	28-5284	17900	
ABITIBI- CONSOLIDATED INC	COM	003924107	5,681	1,369	X	X	28-5284	1369	
ACADIA PHARMACEUTICALS INC	COM	004225108	67,116	4,200	X	X	28-1500	4200	
ACCREDITED HOME LENDERS HLDG	COM	00437P107	768	15	X	X	28-5284		
ACETO CORP	COM	004446100	1,850	251	X		28-1500	251	
ACME UTD CORP	COM	004816104	595,425	42,500	X	X	28-5284	42500	
ACTIVISION INC NEW	COM NEW	004930202	690	50	X	X	28-5284		
			1,379	100	X		28-1500	100	
ACTIVE POWER INC	COM	00504W100	25,389	5,088	X		28-5284	5088	
ADAMS EXPRESS CO	COM	006212104	55,235	4,153	X		28-5284	4153	
			56,073	4,216	X	X	28-5284	4216	
ADESA INC	COM	00686U104	20,857	780	X		28-5284	780	
			69,524	2,600	X	X	28-5284	2600	
			8,824	330	X		28-4580	330	
ADMINISTAFF INC	COM	007094105	5,436	100	X		28-5284	100	
			18,211	335	X	X	28-5284	325	
ADOBE SYS INC	COM	00724F101	3,096,675	88,603	X		28-5284	84453	
			813,356	23,272	X	X	28-5284	21872	
ADVANCE AUTO PARTS INC	COM	00751Y106	9,369	225	X		28-5284		
ADVANTAGE ENERGY INCOME FD	TR UNIT	00762L101	155,520	8,100	X		28-5284	8100	
			85,555	4,456	X	X	28-5284	4456	
ADVANCED MEDICAL OPTICS INC	COM	00763M108	209,087	4,483	X		28-5284	4483	
			277,228	5,944	X	X	28-5284	5944	
			5,177	111	X	X	28-1500	111	
			15,671	336	X	X	28-4580	336	
ADVENT CLAYMORE CV SECS & IN COLUMN TOTAL	COM	00764C109	8,353	332	X		28-5284	332	
			5,839,359						

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PAGE 8 OF 189 FORM 13F NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC. AS OF 03/31

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					(A) SOLE	(C) OTH		(A) SOLE	(B) S
ADVANCED MICRO DEVICES INC	COM	007903107	213,086	6,426	X		28-5284	6426	
			127,434	3,843	X	X	28-5284	3643	
			3,033,643	91,485	X		28-11439	91485	
AEGON N V	ORD AMER REG	007924103	3,797,907	206,072	X		28-5284	196823	
			3,687,143	200,062	X	X	28-5284	192024	10
			16,624	902	X		28-1500		9
ADVANTA CORP	CL B	007942204	5,535,514	150,136	X		28-5284	150136	
AES TR III	PFD CV 6.75%	00808N202	69,990	1,500	X		28-5284	1500	
			37,328	800	X	X	28-5284		
AETNA INC NEW	COM	00817Y108	520,884	10,600	X		28-5284	10300	
			3,150,660	64,116	X	X	28-5284	64116	
			165,160	3,361	X	X	28-1500	3361	
AFFILIATED COMPUTER SERVICES	CL A	008190100	29,830	500	X		28-5284	400	
			125,286	2,100	X	X	28-5284	2100	
AFFYMETRIX INC	COM	00826T108	6,586	200	X		28-5284	200	
AFFORDABLE RESIDENTIAL CMTYS	COM	008273104	42,000	4,000	X		28-4580	4000	
AGERE SYS INC	COM	00845V308	5,986	398	X		28-5284	398	
			18,935	1,259	X	X	28-5284	1259	
			120	8	X		28-4580	8	
			120	8	X	X	28-4580	8	
AGILENT TECHNOLOGIES INC	COM	00846U101	2,252,512	59,987	X		28-5284	59239	
			3,602,697	95,944	X	X	28-5284	91873	7
			24,070	641	X		28-4580	641	
			65,750	1,751	X	X	28-4580	1751	
AGNICO EAGLE MINES LTD	COM	008474108	15,225	500	X		28-5284	500	
			30,450	1,000	X	X	28-5284	1000	
AGRIUM INC	COM	008916108	2,526	100	X		28-5284	100	
			328	13	X	X	28-5284		
COLUMN TOTAL			26,577,794						

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FILE NO. 28-1

PAGE 9 OF 189 FORM 13F NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC. AS OF 03/31

ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED		ITEM 7: MANAGERS INSTR V	VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B)
AIR PRODS & CHEMS INC	COM	009158106	20,899,853	311,056		X	28-5284	309801	
			15,127,022	225,138		X X	28-5284	218388	
			10,280	153		X X	28-1500	153	
			174,694	2,600		X	28-4580	2600	
			93,999	1,399		X X	28-4580	1353	
AIRGAS INC	COM	009363102	49,566	1,268		X	28-5284	1268	
			146,939	3,759		X X	28-5284	3759	
AIRTRAN HLDGS INC	COM	00949P108	10,685	590		X X	28-4580		
AIRSPAN NETWORKS INC	COM	00950H102	166,131	24,612		X X	28-5284		
AKAMAI TECHNOLOGIES INC	COM	00971T101	36,837	1,120		X	28-5284	1120	
			1,351,286	41,085		X X	28-5284	41085	
AKZO NOBEL NV	SPONSORED ADR	010199305	84,400	1,600		X X	28-5284		
ALABAMA NATL BANCORP DELA	COM	010317105	282,697	4,133		X	28-5284	3633	
ALASKA AIR GROUP INC	COM	011659109	3,545	100		X	28-5284	100	
ALASKA COMMUNICATIONS SYS GR	COM	01167P101	6,065	500		X X	28-5284	500	
ALBEMARLE CORP	COM	012653101	110,427	2,435		X	28-5284	2435	
ALBERTO CULVER CO	COM	013068101	35,384	800		X	28-5284	700	
			147,551	3,336		X X	28-5284	3336	
ALBERTSONS INC	COM	013104104	100,472	3,914		X	28-5284	3914	
			908,923	35,408		X X	28-5284	33008	
ALCAN INC	COM	013716105	22,865	500		X	28-5284	500	
			54,922	1,201		X X	28-5284	1201	
			82,314	1,800		X X	28-1500	1800	
ALCOA INC	COM	013817101	13,933,832	455,950		X	28-5284	454250	
			12,646,339	413,820		X X	28-5284	378685	
			3,056	100		X	28-1500		
			393,613	12,880		X	28-11439	12880	
			102,162	3,343		X	28-4580	3343	
			160,715	5,259		X X	28-4580	5259	
COLUMN TOTAL			67,146,574						

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PAGE 10 OF 189 FORM 13F NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC. AS OF 03/3

ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED		ITEM 7: MANAGERS INSTR V	VOTING A (A) SOLE
					(A) SOLE	(C) OTH		
ALCATEL	SPONSORED ADR	013904305	4,081 5,020	265 326	X X	X X	28-5284 28-4580	265 326
ALEXANDER & BALDWIN INC	COM	014482103	14,304 631,760	300 13,250	X X		28-5284 28-5284	300 12500
ALEXION PHARMACEUTICALS INC	COM	015351109	7,084	200	X	X	28-5284	200
ALIGN TECHNOLOGY INC	COM	016255101	72,929	7,953	X		28-5284	7953
ALKERMES INC	COM	01642T108	11,025	500	X		28-5284	500
ALLEGHANY CORP DEL	COM	017175100	43,310,937	149,606	X	X	28-5284	74998
ALLEGHENY ENERGY INC	COM	017361106	161,634 197,075 3,385	4,775 5,822 100	X X X		28-5284 28-5284 28-4580	4650 5322 100
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	720,333 215,843 390,818	11,774 3,528 6,388	X X X		28-5284 28-5284 28-1500	11774 3519 6388
ALLERGAN INC	COM	018490102	50,074,269 26,862,647 61,303 831,653 729,337	461,514 247,582 565 7,665 6,722	X X X X X	X X	28-5284 28-5284 28-1500 28-4580 28-4580	441720 241173 365 7465 6722
ALLETE INC	COM NEW	018522300	9,786 44,456	210 954	X X	X X	28-5284 28-5284	210 954
ALLIANCE RES PARTNER L P	UT LTD PART	01877R108	108,300 14,440	3,000 400	X X		28-5284 28-5284	3000 400
ALLIANCE WORLD DLR GV FD II	COM	01879R106	91,340	7,255	X		28-5284	7255
ALLIANCE WORLD DLR GV FD INC	COM	018796102	51,260	4,078	X	X	28-5284	4078
ALLIANT ENERGY CORP	COM	018802108	15,735 25,868	500 822	X X		28-5284 28-5284	500 822
ALLIANT TECHSYSTEMS INC	COM	018804104	31,100 55,948	403 725	X X		28-5284 28-5284	403 717
COLUMN TOTAL			124,753,670					

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PAGE 11 OF 189 FORM 13F NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC. AS OF 03/3

ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTING (A) SOL
					(A) SOLE	(C) OTH		
ALLIANZ AKTIENGESELLSCHAFT	SP ADR 1/10 SH	018805101	30,042	1,800		X	28-5284	1800
ALLIANCEBERNSTEIN HOLDING LP	UNIT LTD PARTN	01881G106	280,039	4,227		X	28-5284	4227
			1,209,063	18,250		X X	28-5284	17750
			53,000	800		X X	28-1500	800
ALLIED CAP CORP NEW	COM	01903Q108	162,180	5,300		X	28-5284	5000
			941,348	30,763		X X	28-5284	30763
ALLIED IRISH BKS P L C	SPON ADR ORD	019228402	1,997,626	42,073		X	28-5284	42073
			633,573	13,344		X X	28-5284	8300
			125,727	2,648		X	28-4580	2648
ALLIED WASTE INDS INC	COM PAR \$.01NEW	019589308	55,619	4,544		X	28-5284	4544
			551	45		X X	28-5284	
ALLIS CHALMERS ENERGY INC	COM PAR \$.01NW	019645506	71,339	5,234		X X	28-5284	
ALLSTATE CORP	COM	020002101	20,942,488	401,890		X	28-5284	388309
			29,334,595	562,936		X X	28-5284	544207
			10,318	198		X X	28-1500	198
			358,152	6,873		X	28-4580	6873
			254,453	4,883		X X	28-4580	4883
ALLTEL CORP	COM	020039103	49,577,456	765,675		X	28-5284	751320
			28,263,699	436,505		X X	28-5284	397172
			6,281	97		X X	28-1500	97
			688,681	10,636		X	28-4580	10325
			253,820	3,920		X X	28-4580	3920
ALLTEL CORP	PFD C CV \$2.06	020039509	12,500	50		X X	28-5284	50
ALMADEN MINERALS LTD	COM	020283107	4,200	1,500		X	28-5284	1500
ALMOST FAMILY INC ALTAIR	COM	020409108	36,108	2,006		X	28-1500	2006
NANOTECHNOLOGIES INC	COM	021373105	3,560	1,000		X	28-5284	1000
			3,642	1,023		X	28-1500	1023
			5,340	1,500		X X	28-4580	1500
ALTERA CORP	COM	021441100	1,806,000	87,500		X	28-5284	9500
			475,752	23,050		X X	28-5284	1550
COLUMN TOTAL			137,597,152					

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PAGE 12 OF 189 FORM 13F NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC. FILE NO. 28- AS OF 03/3

ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHARED
ALTRIA GROUP INC	COM	02209S103	74,667,875	1,053,738	X		28-5284	1036562	
			281,210,107	3,968,531	X	X	28-5284	3949854	1790
			480,856	6,786	X		28-1500		6786
			4,210,714	59,423	X		28-4580	59423	
			2,149,892	30,340	X	X	28-4580	28240	
ALUMINUM CORP CHINA LTD	SPON ADR H SHS	022276109	7,854	75	X	X	28-5284	75	
AMAZON COM INC	COM	023135106	11,872	325	X		28-5284	325	
			38,064	1,042	X	X	28-5284	1042	
			1,423,757	38,975	X		28-11439	38975	
			10,959	300	X	X	28-4580	300	
AMBAC FINL GROUP INC	COM	023139108	204,572	2,570	X		28-5284	2570	
			18,388	231	X	X	28-5284	215	
AMEDISYS INC	COM	023436108	3,475	100	X		28-5284	100	
AMERADA HESS CORP	COM	023551104	508,938	3,574	X		28-5284	3574	
			648,490	4,554	X	X	28-5284	4554	
AMEREN CORP	COM	023608102	329,011	6,604	X		28-5284	5104	
			387,600	7,780	X	X	28-5284	7780	
			29,394	590	X	X	28-1500	590	
			30,639	615	X	X	28-4580	615	
AMERICA FIRST TAX EX IVS L P	BEN UNIT CTF	02364V107	3,795	500	X		28-5284	500	
AMERICA MOVIL S A DE C V	SPON ADR L SHS	02364W105	439,385	12,825	X		28-5284	12825	
			424,824	12,400	X	X	28-5284	12400	
			41,112	1,200	X	X	28-4580	1200	
AMERICA									

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (A) SOLE (B) SHARED (C) OTH	ITEM 7: VOTING MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY (A) SOLE (B) SH
MOVIL S A DE C V AMERICAN AXLE & MFG HLDGS IN AMERICAN BANCORP N J INC AMERICAN CAMPUS CMNTYS INC AMERICAN CAPITAL STRATEGIES	SPON ADR A SHS COM COM COM COM COM COM	02364W204 024061103 02407E104 024835100 024937104	107,022 428 327,600 12,955 478,176 154,282 42,825	3,144 25 30,000 500 13,600 4,388 1,218	X X X X X X X X X X	28-5284 28-5284 28-5284 28-5284 28-5284 28-5284 28-1500	3144 25 30000 500 13600 3382 148 1070
COLUMN TOTAL			368,404,861				

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (A) SOLE (B) SHARED (C) OTH	ITEM 7: VOTING MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY (A) SOLE (B) SH
AMERICAN EAGLE OUTFITTERS NE	COM	02553E106	44,790 14,930	1,500 500	X X X	28-5284 28-1500	1500 500
AMERICAN ECOLOGY CORP AMERICAN ELEC PWR INC	COM NEW COM	025533407 025537101	211,646 1,324,807 1,407,203 10,206 58,923 117,029	10,385 38,942 41,364 300 1,732 3,440	X X X X X X X X	28-1500 28-5284 28-5284 28-1500 28-4580 28-4580	10385 38942 23564 300 1732 2898
AMERICAN EXPRESS CO	COM	025816109	62,340,275 28,177,363 33,264 6,316,510 569,589 939,594	1,186,304 536,201 633 120,200 10,839 17,880	X X X X X X X	28-5284 28-5284 28-1500 28-11439 28-4580 28-4580	1149084 507164 6 120200 10669 17880
AMERICAN FINL GROUP INC OHIO AMERICAN FINL	COM	025932104	6,242	150	X X	28-5284	150

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RLTY TR AMERICAN	COM	02607P305	23,300	2,000	X		28-4580	2000	
GREETINGS CORP	CL A	026375105	35,976	1,664	X		28-5284	1664	
			4,324	200	X	X	28-5284	200	
AMERICAN HOME MTG INVT CORP	COM	02660R107	2,029	65	X	X	28-5284	65	
			3,121	100	X	X	28-1500	100	
AMERICAN INTL GROUP INC	COM	026874107	155,643,404	2,355,022	X		28-5284	2231298	
			75,430,698	1,141,333	X	X	28-5284	1115412	77
			3,000,618	45,402	X		28-1500	6633	387
			244,863	3,705	X		28-11439	3705	
			853,751	12,918	X		28-4580	12848	
			2,768,378	41,888	X	X	28-4580	41888	
AMERICAN ISRAELI PAPER MLS L	ORD IS 10	027069509	74,777	1,719	X		28-5284	1719	
AMERICAN LD LEASE INC	COM	027118108	1,668	61	X	X	28-5284	61	
AMERICAN NATL INS CO	COM	028591105	22,416	200	X	X	28-5284	200	
AMERICAN PHARMACEUTICALS PTN	COM	02886P109	1,425	50	X		28-5284	50	
			12,821	450	X	X	28-5284	450	
COLUMN TOTAL			339,695,940						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHOR	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SH
AMERICAN PWR CONVERSION CORP	COM	029066107	107,600	4,656	X		28-5284	4656	
			582,372	25,200	X	X	28-5284	8000	
			7,904	342	X		28-1500	342	
AMERICAN RAILCAR INDS INC	COM	02916P103	52,605	1,500	X	X	28-5284		
AMERICAN REAL ESTATE PARTNR	DEPOSITRY UNIT	029169109	6,270	136	X	X	28-4580	22	
AMERICAN SCIENCE & ENGR INC	COM	029429107	37,360	400	X	X	28-5284	400	
AMERICAN STD COS INC DEL	COM	029712106	959,164	22,379	X		28-5284	22379	
			139,338	3,251	X	X	28-5284	3226	
			12,858	300	X	X	28-1500	300	
AMERICAN STS WTR									

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CO	COM	029899101	3,736	100		X		28-5284	100
AMERICAN TOWER									
CORP	CL A	029912201	72,647	2,396		X		28-5284	2396
			11,643	384		X	X	28-5284	357
			1,449,296	47,800		X		28-11439	47800
AMERICAN									
SUPERCONDUCTOR									
CORP	COM	030111108	1,135	100		X		28-5284	100
AMERICAN									
TECHNOLOGY CORP	COM NEW	030145205	2,090	500		X	X	28-5284	500
AMERICREDIT CORP	COM	03060R101	10,756	350		X	X	28-5284	300
AMERICASBANK CORP	COM NEW	03061G302	432,000	60,000		X	X	28-5284	60000
AMERICAS CAR MART									
INC	COM	03062T105	6,020	280		X		28-1500	280
AMERIVEST PPTYS INC									
DEL	COM	03071L101	8,840	2,000		X		28-5284	2000
			4,420	1,000		X	X	28-1500	1000
AMERON INTL INC	COM	030710107	6,737	92		X		28-5284	92
AMERUS GROUP CO	COM	03072M108	294,634	4,891		X		28-5284	3001
			19,759	328		X	X	28-5284	328
AMERISOURCEBERGEN									
CORP	COM	03073E105	41,030	850		X		28-5284	250
			108,511	2,248		X	X	28-5284	2248
AMERIGROUP CORP	COM	03073T102	568	27		X	X	28-5284	
COLUMN TOTAL			4,379,293						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B)
AMERISERV FINL INC	COM	03074A102	22,955	4,591		X		28-5284	4591
AMERIPRISE FINL INC	COM	03076C106	2,357,494	52,319		X		28-5284	50583
			1,679,431	37,271		X	X	28-5284	36262
			1,240,952	27,540		X		28-11439	27540
			901	20		X		28-4580	20
			6,759	150		X	X	28-4580	150
AMERIGAS PARTNERS L P	UNIT L P INT	030975106	86,170	2,880		X		28-5284	2880
			104,720	3,500		X	X	28-5284	3500
			8,976	300		X	X	28-1500	300
AMETEK INC NEW	COM	031100100	123,190	2,740		X		28-5284	2740
			186,584	4,150		X	X	28-5284	4150
			44,960	1,000		X	X	28-4580	1000
AMGEN INC	COM	031162100	40,263,269	553,447		X		28-5284	545127

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			32,675,663	449,150	X	X	28-5284	431247
			466,546	6,413	X		28-1500	773
			457,598	6,290	X		28-4580	6290
			1,150,032	15,808	X	X	28-4580	15808
AMKOR								
TECHNOLOGY								
INC	COM	031652100	17,280	2,000	X		28-5284	2000
AMPAL AMERN								
ISRAEL CORP	CL A	032015109	2,867	630	X		28-5284	630
AMPAL AMERN								
ISRAEL CORP	PFD CV 6.50%	032015307	46,536	3,566	X		28-5284	3566
AMPHENOL CORP								
NEW	CL A	032095101	522	10	X	X	28-5284	
AMREIT	CL A	032158107	118,955	15,652	X	X	28-1500	15652
AMSOUTH								
BANCORPORATION	COM	032165102	178,043	6,582	X		28-5284	6582
			387,464	14,324	X	X	28-5284	10324
AMSURG CORP	COM	03232P405	22,123	975	X		28-5284	975
			3,971	175	X		28-1500	175
AMYLIN								
PHARMACEUTICALS								
INC	COM	032346108	14,685	300	X		28-5284	300
			3,822,995	78,100	X	X	28-5284	78100
			9,790	200	X	X	28-1500	200
COLUMN								
TOTAL			85,501,431					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTING AU ----- (A) SOLE (
					(A) SOLE	(C) OTH		
ANADARKO PETE CORP	COM	032511107	8,931,102	88,418	X		28-5284	84481
			7,116,761	70,456	X	X	28-5284	68624
			10,101	100	X	X	28-1500	100
			3,030	30	X	X	28-4580	30
ANADYS PHARMACEUTICALS INC	COM	03252Q408	1,611	100	X	X	28-5284	100
ANALOG DEVICES INC	COM	032654105	1,908,106	49,833	X		28-5284	49583
			1,188,254	31,033	X	X	28-5284	31033
			18,954	495	X		28-4580	495
ANDERSONS INC	COM	034164103	1,016,990	13,000	X	X	28-1500	13000
ANDREW CORP	COM	034425108	6,533	532	X		28-5284	532
			4,912	400	X	X	28-5284	400

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ANGLO AMERN PLC	ADR	03485P102	12,280	1,000	X		28-4580	1000
			57,066	2,916	X		28-5284	2916
			1,142,105	58,360	X	X	28-5284	58360
ANGLOGOLD								
ASHANTI LTD	SPONSORED ADR	035128206	16,236	300	X		28-5284	300
			37,884	700	X	X	28-5284	700
ANHEUSER BUSCH								
COS INC	COM	035229103	21,596,198	504,938	X		28-5284	487859
			18,653,537	436,136	X	X	28-5284	425774
			426,631	9,975	X		28-1500	
			188,017	4,396	X		28-4580	4396
			743,214	17,377	X	X	28-4580	17377
ANIXTER INTL INC	COM	035290105	12,232	256	X		28-5284	256
ANNALY MTG								
MGMT INC	COM	035710409	29,136	2,400	X		28-5284	2400
			6,070	500	X	X	28-5284	500
ANSYS INC	COM	03662Q105	32,490	600	X		28-5284	600
			64,980	1,200	X	X	28-5284	1200
ANTEON INTL CORP	COM	03674E108	190,960	3,500	X	X	28-5284	3500
ANTHRACITE CAP								
INC	COM	037023108	43,920	4,000	X		28-5284	4000
ANWORTH								
MORTGAGE								
ASSET CP	COM	037347101	7,860	1,000	X		28-5284	1000
			117,900	15,000	X		28-4580	15000
COLUMN								
TOTAL			63,585,070					

PAGE 17 OF 189 FORM 13F NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC. AS OF 03/31 FILE NO. 28-

ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) 3
AON CORP	COM	037389103	661,752	15,942	X		28-5284	15942	
			1,762,307	42,455	X	X	28-5284	39035	12
			1,901,158	45,800	X		28-11439	45800	
APACHE CORP	COM	037411105	2,274,376	34,718	X		28-5284	12650	
			5,144,893	78,536	X	X	28-5284	70436	
			93,090	1,421	X	X	28-1500	1421	
APARTMENT INVT & MGMT CO	CL A	03748R101	16,415	350	X		28-5284	350	
			938	20	X	X	28-5284		
APOLLO GROUP INC	CL A	037604105	21,004	400	X		28-5284	400	
			66,058	1,258	X	X	28-5284	1258	
APOLLO INVT									

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CORP	COM	03761U106	1,959	110	X		28-5284	110
			17,810	1,000	X	X	28-5284	1000
APPLE COMPUTER INC	COM	037833100	4,094,801	65,287	X		28-5284	63787
			2,986,977	47,624	X	X	28-5284	45924
			190,167	3,032	X		28-1500	
			37,632	600	X		28-4580	600
			62,971	1,004	X	X	28-4580	1004
APPLEBEES INTL INC	COM	037899101	31,301	1,275	X	X	28-5284	
			4,910	200	X	X	28-1500	200
APRIA HEALTHCARE GROUP INC	COM	037933108	6,894	300	X		28-5284	300
			5,975	260	X	X	28-5284	245
APPLERA CORP	COM AP BIO GRP	038020103	482,006	17,760	X		28-5284	17760
			328,557	12,106	X	X	28-5284	12106
			36,802	1,356	X	X	28-4580	1356
APPLERA CORP	COM CE GEN GRP	038020202	29,225	2,500	X		28-5284	2500
			12,765	1,092	X	X	28-5284	1092
			3,951	338	X	X	28-4580	338
APPLIED DIGITAL SOLUTIONS	COM NEW	038188306	8,120	2,800	X		28-5284	2800
APPLIED INDL TECHNOLOGIES IN	COM	03820C105	66,900	1,500	X		28-5284	1500
APPLIED MICRO CIRCUITS CORP	COM	03822W109	9,088	2,233	X		28-5284	2233
			2,849	700	X	X	28-5284	700
COLUMN TOTAL			20,363,651					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED ----- (A) SOLE (C) OTH	ITEM 7: MANAGERS INSTR V	VOTING AUTHORITY (A) SOLE (B) S	
APPLIED MATLS INC	COM	038222105	16,534,868	944,310	X	28-5284	847230	
			5,802,726	331,395	X	X	28-5284	314458
			387,811	22,148	X		28-1500	2698
			8,230	470	X		28-4580	470

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AQUA									
AMERICA									
INC	COM	03836W103	2,281,741	82,018	X		28-5284	79676	
			3,633,542	130,609	X	X	28-5284	129143	
			779,322	28,013	X	X	28-1500	28013	
			9,264	333	X		28-4580	333	
AQUILA INC	COM	03840P102	11,970	3,000	X	X	28-5284	3000	
ARACRUZ									
CELULOSE									
S A	SPON ADR PFD B	038496204	35,205	665	X	X	28-5284	665	
ARAMARK									
CORP	CL B	038521100	9,010,350	305,022	X		28-5284	305022	
			2,570	87	X	X	28-5284	87	
ARCH									
CHEMICALS									
INC	COM	03937R102	237,454	7,811	X	X	28-5284	7811	
ARCH COAL									
INC	COM	039380100	41,843	551	X		28-5284	551	
			68,346	900	X	X	28-5284	550	
ARCHER									
DANIELS									
MIDLAND									
CO	COM	039483102	15,969,381	474,573	X		28-5284	458453	
			3,981,535	118,322	X	X	28-5284	109781	
			16,825	500	X	X	28-1500	500	
			438,695	13,037	X		28-4580	12439	
			70,665	2,100	X	X	28-4580	1900	
ARCHSTONE									
SMITH TR	COM	039583109	404,791	8,300	X		28-5284	8300	
			5,519,106	113,166	X	X	28-5284	13166	
ARDEN									
RLTY INC	COM	039793104	90,260	2,000	X	X	28-5284	2000	
ARGONAUT									
GROUP									
INC	COM	040157109	4,799	135	X		28-5284	135	
			17,775	500	X	X	28-5284	500	
ARIBA INC	COM NEW	04033V203	1,623	166	X		28-5284	166	
ARKANSAS									
BEST									
CORP DEL	COM	040790107	3,912	100	X	X	28-5284	100	
ARMOR									
HOLDINGS									
INC	COM	042260109	29,145	500	X		28-5284	500	
			14,573	250	X	X	28-5284	250	
COLUMN									
TOTAL			65,408,327						

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ITEM 4: ITEM 5: ITEM 6: INVESTMENT DISCRETION

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	FAIR MARKET VALUE	SHARES OR PRINCIPAL AMOUNT	(B) SHARED		ITEM 7: MANAGERS INSTR V	VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) S
AROTECH CORP ARROW	COM	042682104	902	1,840			X	28-5284	1840
ELECTRS INC	COM	042735100	7,616	236			X	28-5284	236
			58,086	1,800			X X	28-5284	
ARROWHEAD RESH CORP	COM	042797100	5,120	1,000			X	28-5284	1000
ARTESIAN RESOURCES CORP	CL A	043113208	60,120	1,800			X	28-5284	1800
			18,370	550			X X	28-5284	550
			66,800	2,000			X X	28-1500	2000
ARTESYN TECHNOLOGIES INC	COM	043127109	1,073,220	98,011			X	28-5284	98011
ARVINMERITOR INC	COM	043353101	51,961	3,485			X	28-5284	3485
			90,161	6,047			X X	28-5284	6047
ASHLAND INC NEW	COM	044209104	807,469	11,360			X	28-5284	7860
			182,533	2,568			X X	28-5284	2568
			201,227	2,831			X X	28-1500	2831
ASIA TIGERS FD INC	COM	04516T105	4,950	300			X	28-5284	300
			8,250	500			X X	28-1500	500
ASSOCIATED BANC CORP	COM	045487105	15,178,866	446,700			X	28-5284	433765
			4,903,348	144,301			X X	28-5284	135076
			352,780	10,382			X	28-4580	10226
			26,572	782			X X	28-4580	782
ASSURANT INC	COM	04621x108	15,071	306			X X	28-5284	300
ASTORIA FINL CORP	COM	046265104	143,500	4,635			X X	28-5284	46
ASTRAZENECA PLC	SPONSORED ADR	046353108	77,354	1,540			X	28-5284	670
			37,421	745			X X	28-5284	745
ATHEROGENICS INC	COM	047439104	397,049	24,329			X X	28-5284	24329
ATLANTIC TELE NETWORK INC	COM NEW	049079205	14,250	250			X X	28-5284	250
ATLANTIS PLASTICS INC	COM	049156102	25,933	2,750			X	28-5284	2750
ATLAS AMER INC	COM	049167109	126,888	2,654			X X	28-5284	2654
COLUMN TOTAL			23,935,817						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(B) SHARED	(A) SOLE (C) OTH		(A) SOLE	(B) SHAR
ATLAS PIPELINE PARTNERS LP	UNIT L P INT	049392103	8,460	200	X		28-5284	200	
			4,230	100	X	X	28-5284		
ATMEL CORP	COM	049513104	448,400	95,000	X	X	28-5284	95000	
ATMOS ENERGY CORP	COM	049560105	805,698	30,600	X		28-5284	25600	
			42,786	1,625	X	X	28-5284	1625	
			106,847	4,058	X	X	28-1500	4058	
ATRION CORP	COM	049904105	17,378	220	X		28-1500	220	
AUBURN NATL BANCORP	COM	050473107	462,501	20,100	X		28-1500	20100	
AUDIBLE INC	COM NEW	05069A302	2,638	251	X		28-5284	251	
AUSTRALIA&NEW ZEALAND BKG GR	SPONSORED ADR	052528304	18,984	200	X	X	28-5284	200	
AUTODESK INC	COM	052769106	30,585	794	X		28-5284	794	
			88,095	2,287	X	X	28-5284	1027	1260
			43,913	1,140	X	X	28-1500	1140	
AUTOLIV INC	COM	052800109	289,690	5,120	X		28-5284	5120	
			209,968	3,711	X	X	28-5284	3702	
AUTOMATIC DATA PROCESSING IN	COM	053015103	89,227,384	1,953,314	X		28-5284	1802679	
			41,971,378	918,813	X	X	28-5284	890487	4405
			908,986	19,899	X		28-1500	8391	11508
			233,653	5,115	X		28-4580	5115	
			865,362	18,944	X	X	28-4580	18944	
AUTONATION INC	COM	05329w102	2,155	100	X		28-5284	100	
AUTOZONE INC	COM	053332102	44,861	450	X		28-5284	450	
			114,644	1,150	X	X	28-5284	1150	
AVANEX CORP	COM	05348w109	3,250	1,000	X	X	28-5284	1000	
AVALONBAY CMNTYS INC	COM	053484101	316,390	2,900	X	X	28-5284	2900	
AVATAR HLDGS INC	COM	053494100	134,200	2,200	X		28-5284	1300	
			42,700	700	X	X	28-5284		
COLUMN TOTAL			136,445,136						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHARED
AVAYA INC	COM	053499109	39,742	3,517	X		28-5284	3287	
			75,574	6,688	X	X	28-5284	3237	
			1,492	132	X	X	28-4580	132	
AVERY DENNISON CORP	COM	053611109	1,358,256	23,226	X		28-5284	23226	
			2,599,144	44,445	X	X	28-5284	44445	
AVIALL INC NEW	COM	05366B102	7,235	190	X		28-5284	190	
			41,888	1,100	X	X	28-5284	1100	
AVID TECHNOLOGY INC	COM	05367P100	25,641	590	X		28-5284	590	
			68,667	1,580	X	X	28-5284	1580	
			17,384	400	X		28-4580	400	
			21,730	500	X	X	28-4580	500	
AVISTA CORP	COM	05379B107	8,260	400	X	X	28-5284	400	
AVNET INC	COM	053807103	50,760	2,000	X	X	28-5284	2000	
AVIZA TECHNOLOGY INC	COM	05381A105	1,235	290	X		28-5284	290	
AVOCENT CORP	COM	053893103	1,904	60	X		28-5284	60	
			413	13	X	X	28-5284		
AVON PRODS INC	COM	054303102	4,010,332	128,660	X		28-5284	111604	
			257,495	8,261	X	X	28-5284	7461	
AXA	SPONSORED ADR	054536107	18,389	526	X		28-5284	526	
			8,251	236	X	X	28-5284	236	
AXCELIS TECHNOLOGIES INC	COM	054540109	10,003	1,707	X		28-5284	1707	
			51,322	8,758	X	X	28-5284	8758	
AZTAR CORP	COM	054802103	29,393	700	X	X	28-5284	700	
			2,897	69	X	X	28-4580	10	
BB&T CORP	COM	054937107	10,627,434	271,108	X		28-5284	267436	
			561,226	14,317	X	X	28-5284	4248	9187
			1,353,341	34,524	X		28-1500	33000	1524
			112,269	2,864	X		28-4580	2864	
BASFAG	SPONSORED ADR	055262505	7,840	100	X		28-5284	100	
COLUMN TOTAL			21,369,517						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED		ITEM 7: MANAGERS INSTR V	VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B)
BCE INC	COM	05534B109	18,406	765	X		28-5284	765	
			121,022	5,030	X	X	28-5284	830	
BG PLC	ADR FIN INST N	055434203	18,813	300	X		28-5284	300	
			18,813	300	X	X	28-5284	300	
			51,297	818	X	X	28-1500	818	
			29,474	470	X	X	28-4580	470	
BJS WHOLESALE CLUB INC	COM	05548J106	99,257	3,150	X		28-5284	3150	
BJ SVCS CO	COM	055482103	26,088	754	X		28-5284	754	
			515,159	14,889	X	X	28-5284	14870	
			4,567	132	X		28-1500		
BP PLC	SPONSORED ADR	055622104	131,613,423	1,909,101	X		28-5284	1892914	
			203,220,229	2,947,784	X	X	28-5284	1644140	
			808,046	11,721	X		28-1500		
			2,678,112	38,847	X		28-4580	38847	
			9,916,812	143,847	X	X	28-4580	95331	
BP PRUDHOE BAY RTY TR	UNIT BEN INT	055630107	169,656	2,400	X		28-5284	2400	
			125,404	1,774	X	X	28-5284	1774	
			14,138	200	X	X	28-1500	200	
BRE PROPERTIES INC	CL A	05564E106	140,000	2,500	X		28-5284	2500	
			269,416	4,811	X	X	28-5284	4811	
BT GROUP PLC	ADR	05577E101	22,943	591	X		28-5284	591	
			3,882	100	X	X	28-5284	100	
BMC SOFTWARE INC	COM	055921100	2,166	100	X		28-5284	100	
			104,791	4,838	X	X	28-5284	2038	
BNCCORP INC	COM	055936108	1,508,550	113,000	X		28-1500	113000	
BAKER HUGHES INC	COM	057224107	12,854,617	187,933	X		28-5284	148033	
			4,366,998	63,845	X	X	28-5284	53175	
			274,284	4,010	X	X	28-1500	4010	
			58,140	850	X		28-4580	850	
			117,511	1,718	X	X	28-4580	1718	
COLUMN TOTAL			369,172,014						

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FILE NO. 28-

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORIT	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHAR
BALL CORP	COM	058498106	4,175,290	95,261	X		28-5284	91727	
			2,899,574	66,155	X	X	28-5284	64400	180
			19,724	450	X		28-4580	450	
			110,452	2,520	X	X	28-4580	2520	
BALLARD PWR SYS INC	COM	05858H104	1,016	150	X		28-5284	150	
			37,404	5,525	X	X	28-5284	5525	
BALLY TECHNOLOGIES INC	COM	05874B107	25,485	1,500	X	X	28-5284	1500	
BANCO BILBAO VIZCAYA ARGENTA	SPONSORED ADR	05946K101	1,835	88	X		28-5284	88	
BANCO BRADESCO S A	SP ADR PFD NEW	059460303	67,331	1,875	X	X	28-5284	1875	
BANCO SANTANDER CENT HISPANO	ADR	05964H105	207,725	14,218	X		28-5284	14218	
BANCORP INC DEL	COM	05969A105	162,030	6,600	X	X	28-5284		6600
BANCORPSOUTH INC	COM	059692103	132,055	5,500	X		28-5284	5500	
			109,005	4,540	X	X	28-5284	4540	
BANCROFT CONV FD INC	COM	059695106	53,645	2,855	X		28-5284	2855	
BANK OF AMERICA CORPORATION	COM	060505104	305,613,521	6,710,881	X		28-5284	6655034	
			190,997,083	4,194,051	X	X	28-5284	4092147	24091
			8,657,245	190,102	X		28-1500	176400	13702
			6,220,309	136,590	X		28-4580	136010	
			2,206,550	48,453	X	X	28-4580	47711	
BANK HAWAII CORP	COM	062540109	37,530	704	X		28-5284	704	
			159,930	3,000	X	X	28-5284	3000	
BANK MONTREAL QUE	COM	063671101	2,841,000	50,000	X		28-5284	50000	
BANK NEW YORK INC	COM	064057102	2,228,065	61,822	X		28-5284	37151	
			1,185,896	32,905	X	X	28-5284	26855	5000
			169,388	4,700	X		28-4580	4700	
			57,664	1,600	X	X	28-4580		
BANK NOVA									

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SCOTIA HALIFAX	COM	064149107	4,660,254	116,100		X	28-5284	116100
BANK VA CHESTERFIELD	COM	06544P104	163,000	20,000		X X	28-5284	20000
COLUMN TOTAL			533,200,006					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORIT	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHAR
BANK WILMINGTON CORP	COM	065820102	225,000	18,750	X	X	28-5284	18750	
BANKATLANTIC BANCORP	CL A	065908501	14,390 115,120	1,000 8,000	X	X	28-5284 28-5284	1000	8000
BANKUNITED FINL CORP	CL A	06652B103	324	12	X	X	28-5284		
BANNER CORP	COM	06652V109	103,088	3,032	X	X	28-4580	3032	
BANTA CORP	COM	066821109	9,097	175	X	X	28-5284	175	
BAR HBR BANKSHARES	COM	066849100	63,020	2,000	X	X	28-5284	2000	
BARD C R INC	COM	067383109	29,926,519 7,923,124 211,906 768,423 114,124	441,329 116,843 3,125 11,332 1,683	X X X X X	X X X X	28-5284 28-5284 28-1500 28-4580 28-4580	433447 109086 3125 11182 1683	3790
BARNES & NOBLE INC	COM	067774109	41,625 82,973 87,875	900 1,794 1,900	X X X	X X X	28-5284 28-5284 28-1500	600 1794 1900	
BARRICK GOLD CORP	COM	067901108	216,122 1,248,001	7,934 45,815	X X	X X	28-5284 28-5284	7934 45815	
BARR PHARMACEUTICALS INC	COM	068306109	5,516,481 5,116,117 17,949 9,447	87,591 81,234 285 150	X X X X	X X X	28-5284 28-5284 28-1500 28-4580	87096 79842 285 150	780
BARRETT BUSINESS SERVICES IN	COM	068463108	876,150	32,450	X	X	28-5284	32450	
BARRY R G CORP OHIO	COM	068798107	62,000	10,000	X	X	28-1500	10000	
BAUSCH & LOMB INC	COM	071707103	308,945	4,850	X		28-5284	4850	

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			343,980	5,400	X	X	28-5284	5400	
BAXTER INTL INC	COM	071813109	7,074,753	182,292	X		28-5284	156492	
			7,291,312	187,872	X	X	28-5284	161682	300
			53,558	1,380	X	X	28-1500	1380	
			12,419	320	X		28-4580	320	
			83,480	2,151	X	X	28-4580	2151	
COLUMN									
TOTAL			67,917,322						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) S
BAYER A G	SPONSORED ADR	072730302	60,075	1,500	X		28-5284	500	
			110,138	2,750	X	X	28-5284	300	
			4,005	100	X	X	28-1500	100	
BE AEROSPACE INC	COM	073302101	25,120	1,000	X		28-5284	1000	
			7,536	300	X	X	28-5284	300	
BEA SYS INC	COM	073325102	238,808	18,188	X		28-5284	12588	
			227,162	17,301	X	X	28-5284	9601	
			60,674	4,621	X		28-1500	4621	
BEACON POWER CORP	COM	073677106	862	516	X		28-5284	516	
BEAR STEARNS COS INC	COM	073902108	284,335	2,050	X		28-5284	1250	
			990,457	7,141	X	X	28-5284	1261	
			735,110	5,300	X		28-11439	5300	
BEARINGPOINT INC	COM	074002106	662	78	X	X	28-5284		
BEBE STORES INC	COM	075571109	58,815	3,193	X		28-1500	3193	
BECKMAN COULTER INC	COM	075811109	179,208	3,284	X		28-5284	1504	
			504,554	9,246	X	X	28-5284	7321	
			22,046	404	X	X	28-4580	404	
BECTON DICKINSON & CO	COM	075887109	1,080,421	17,545	X		28-5284	15145	
			3,965,198	64,391	X	X	28-5284	57191	
BED BATH & BEYOND INC	COM	075896100	13,199,693	343,742	X		28-5284	338822	
			6,716,467	174,908	X	X	28-5284	168583	37
			48,691	1,268	X	X	28-1500	1268	
			276,288	7,195	X		28-4580	7195	

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			409,651	10,668	X	X	28-4580	10408	
BELLSOUTH									
CORP	COM	079860102	38,244,037	1,103,724	X		28-5284	1067296	
			24,148,001	696,912	X	X	28-5284	645431	30
			335,966	9,696	X		28-1500		96
			2,206,685	63,685	X		28-4580	63685	
			1,154,503	33,319	X	X	28-4580	32943	
BELO CORP	COM SER A	080555105	150,929	7,592	X		28-5284	4892	
			101,308	5,096	X	X	28-5284	1900	
COLUMN									
TOTAL			95,547,405						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED ----- (A) SOLE (C) OTH	ITEM 7: MANAGERS INSTR V	VOTING A ----- (A) SOLE
BEMIS INC	COM	081437105	1,044,509	33,075	X	28-5284	33075
			361,749	11,455	X X	28-5284	11455
BENCHMARK ELECTRS INC	COM	08160H101	20,134	525	X	28-5284	525
BENTLEY PHARMACEUTICALS INC	COM	082657107	6,575	500	X	28-5284	500
BERKLEY W R CORP	COM	084423102	8,267,570	142,397	X	28-5284	142397
			1,557,692	26,829	X X	28-5284	26829
BERKSHIRE HATHAWAY INC DEL	CL A	084670108		267	X	28-5284	248
				923	X X	28-5284	881
				5	X X	28-1500	5
				11	X X	28-4580	10
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	49,827,516	16,543	X	28-5284	15718
			18,005,736	5,978	X X	28-5284	5766
			978,900	325	X	28-1500	227
			307,224	102	X	28-4580	102
			503,004	167	X X	28-4580	124
BERKSHIRE HILLS BANCORP INC	COM	084680107	13,976	400	X	28-5284	400
BERRY PETE CO	CL A	085789105	764,587	11,170	X X	28-5284	10670
BEST BUY INC	COM	086516101	17,711,689	316,676	X	28-5284	309426
			7,988,594	142,832	X X	28-5284	136327
			156,268	2,794	X X	28-1500	2794
			246,707	4,411	X	28-4580	4411
			244,806	4,377	X X	28-4580	4377

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BHP BILLITON LTD	SPONSORED ADR	088606108	260,260	6,531	X		28-5284	1434
			474,135	11,898	X	X	28-5284	8648
			3,985	100	X	X	28-1500	100
			4,224	106	X	X	28-4580	24
BIO IMAGING TECHNOLOGIES INC	COM	09056N103	110,003	25,883	X	X	28-5284	
BIO RAD LABS INC	CL A	090572207	93,525	1,500	X		28-5284	700
			56,115	900	X	X	28-5284	
BIOCRIST PHARMACEUTICALS	COM	09058V103	5,870	325	X		28-5284	325
COLUMN								
TOTAL			109,015,353					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) S
BIOMET INC	COM	090613100	468,473	13,189	X		28-5284	10874	
			282,562	7,955	X	X	28-5284	2855	
			71,928	2,025	X		28-1500		20
BIOGEN IDEC INC	COM	09062X103	53,553	1,137	X		28-5284	1137	
			178,226	3,784	X	X	28-5284	2289	
			6,359	135	X	X	28-1500	135	
BIOMED REALTY TRUST INC	COM	09063H107	5,928	200	X		28-5284	200	
BIOTECH HOLDERS TR	DEPOSTRY RCPTS	09067D201	309,840	1,600	X		28-5284	1600	
			387,300	2,000	X	X	28-5284	1000	
BIOSCRIP INC	COM	09069N108	72,100	10,000	X	X	28-1500	10000	
BIOSITE INC	COM	090945106	3,895	75	X	X	28-5284	75	
BLACK & DECKER CORP	COM	091797100	25,218,780	290,238	X		28-5284	281108	
			6,791,757	78,165	X	X	28-5284	75262	13
			8,689	100	X	X	28-1500	100	
			752,294	8,658	X		28-4580	8387	
			146,670	1,688	X	X	28-4580	1562	
BLACK BOX CORP DEL	COM	091826107	9,610	200	X	X	28-5284		2
BLACKROCK GLOBAL									

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FLG INC TR	COM	091941104	51,268	2,800	X	X	28-5284	2800
BLACK HILLS CORP	COM	092113109	61,200	1,800	X	X	28-5284	1800
BLACKROCK FLA INVT QUALITY M	COM	09247B109	54,036	3,455	X		28-5284	3455
BLACKROCK INVT QUALITY MUN T	COM	09247D105	477,035 17,005	26,650 950	X X	X	28-5284 28-5284	26650 950
BLACKROCK NY INVT QUALITY MU	COM	09247E103	246,607 179,702	15,798 11,512	X X	X	28-5284 28-5284	15798 11512
BLACKROCK INCOME TR INC	COM	09247F100	96,812	15,640	X	X	28-5284	15640
BLACKROCK FL INSD MUN 2008 T	COM	09247H106	85,871 42,630	6,043 3,000	X X	X	28-5284 28-5284	6043 1000
COLUMN TOTAL			36,080,130					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTI (A) S
					(B) SHARED	(A) SOLE (C) OTH		
BLACKROCK INSD MUN 2008 TRM	COM	09247K109	97,578 194,282 1,763	6,255 12,454 113	X X X	X X X	28-5284 28-5284 28-4580	6
BLACKROCK NY INSD MUN 2008 T	COM	09247L107	19,799	1,300	X		28-5284	1
BLACKROCK MUN TARGET TERM TR	COM	09247M105	161,480 422,370	16,148 42,237	X X	X X	28-5284 28-5284	16 32
BLACKROCK INC	CL A	09247X101	61,642,000 205,800 910,000	440,300 1,470 6,500	X X X	X X X	28-5284 28-5284 28-1500	440 1 6

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		614,320,000		4,388,000				X		4388	
BLACKROCK INSD MUN TERM TR I	COM	092474105	17,104	1,600	X		28-5284	1			
			329,134	30,789	X	X	28-5284	12			
BLACKROCK INCOME OPP TRUST I	COM	092475102	60,420	5,700	X		28-5284	5			
			58,300	5,500	X	X	28-5284	4			
BLACKROCK INSD MUN INCOME TR	COM	092479104	103,982	7,333	X		28-5284	7			
BLACKROCK MUNI 2018 TERM TR	COM	09248C106	87,594	5,516	X		28-5284	5			
BLACKROCK MUN INCOME TR	SH BEN INT	09248F109	273,736	16,510	X		28-5284	16			
			107,869	6,506	X	X	28-5284	6			
BLACKROCK N J MUN INCOME TR	SH BEN INT	09248J101	28,781	1,700	X		28-5284	1			
			161,682	9,550	X	X	28-5284	9			
BLACKROCK N Y MUN INCOME TR	SH BEN INT	09248L106	51,207	3,159	X	X	28-5284	3			
BLACKROCK HIGH YIELD TR	SH BEN INT	09248N102	28,274	3,448	X		28-5284	3			
BLACKROCK PA STRATEGIC MUN T	COM	09248R103	273,229	16,866	X		28-5284	16			
			418,365	25,825	X	X	28-5284	25			
BLACKROCK STRATEGIC MUN TR	COM	09248T109	171,405	9,750	X	X	28-5284	9			
BLACKROCK NJ MUNICIPAL BOND	COM	09249A109	51,072	3,022	X	X	28-5284	3			
BLACKROCK CORE BD TR	SHS BEN INT	09249E101	80,968	6,262	X		28-5284	6			
BLACKROCK MUNICIPAL BOND TR	COM	09249H104	27,987	1,658	X		28-5284	1			
COLUMN TOTAL			680,306,181								

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED ----- (A) SOLE (C) OTH	ITEM 7: MANAGERS INSTR V	VOTI ----- (A) S
BLACKROCK FL MUNICIPAL BOND	COM	09249K107	22,474	1,333	X	28-5284	13
BLACKROCK MUNI INCOME TR II	COM	09249N101	36,740	2,200	X X	28-5284	22
			30,979	1,855	X X	28-1500	18
BLACKROCK PFD OPPORTUNITY TR	COM SHS	09249V103	250,400	10,000	X	28-5284	100
			88,642	3,540	X X	28-5284	35
BLACKROCK LTD DURATION INC T	COM SHS	09249W101	69,768	3,800	X	28-5284	38
			18,360	1,000	X X	28-5284	10

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BLACKROCK STRAT DIVD									
ACHIEVE	COM	09249Y107	32,736	2,400		X		28-5284	24
BLACKROCK DIVID									
ACHIEVRS TM	COM	09250N107	183,400	14,000		X		28-5284	140
			44,213	3,375		X	X	28-5284	33
BLACKROCK GLBL									
ENRGY & RES T	COM	09250U101	10,440	400		X		28-5284	4
BLACKROCK ENHANCED									
DIV ACHV	COM	09251A104	52,425	3,750		X		28-5284	37
			54,620	3,907		X	X	28-5284	39
BLAIR CORP	COM	092828102	9,923,824	239,648		X		28-5284	2396
BLDRS INDEX FDS TR	ASIA 50 ADR	09348R102	63,042	700		X		28-5284	7
BLDRS INDEX FDS TR	EMER MK 50 ADR	09348R300	96,960	750		X		28-5284	7
BLOCK H & R INC	COM	093671105	970,266	44,816		X		28-5284	442
			412,476	19,052		X	X	28-5284	190
			187,099	8,642		X		28-1500	
			108,250	5,000		X	X	28-4580	50
BLOCKBUSTER INC	CL A	093679108	3,970	1,000		X	X	28-5284	10
BLUE DOLPHIN ENERGY CO	COM NEW	095395208	1,889	569		X		28-1500	5
BLUE NILE INC	COM	09578R103	9,677	275		X	X	28-5284	2
BOB EVANS FARMS INC	COM	096761101	2,971	100		X		28-5284	1
COLUMN TOTAL			12,675,621						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED ----- (A) SOLE (C) OTH	ITEM 7: MANAGERS INSTR V	VOTING AUTHORITY (A) SOLE (B) S
BOEING CO	COM	097023105	18,487,334	237,230	X	28-5284	175117
			20,653,632	265,028	X X	28-5284	255472
			214,230	2,749	X	28-1500	
			23,379	300	X	28-11439	300
			140,274	1,800	X	28-4580	1800
			342,892	4,400	X X	28-4580	4400
BON-TON STORES INC	COM	09776J101	3,235	100	X	28-5284	100
BORDERS GROUP INC	COM	099709107	15,144	600	X	28-5284	600
BORG WARNER INC	COM	099724106	19,693	328	X X	28-5284	328
BOSTON PROPERTIES INC	COM	101121101	14,181,553	152,081	X	28-5284	151981
			9,211,049	98,778	X X	28-5284	69978
			55,950	600	X	28-4580	600
BOSTON							

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SCIENTIFIC CORP	COM	101137107	73,898 659,968	3,206 28,632	X X X	28-5284 28-5284	3206 28632	
BOWATER INC	COM	102183100	2,248 5,916	76 200	X X X X	28-5284 28-4580	76 200	
BOWL AMER INC	CL A	102565108	672	46	X X	28-5284		
BOYD GAMING CORP	COM	103304101	194,766 134,838 1,898	3,900 2,700 38	X X X X X	28-5284 28-5284 28-4580	2500 700 10	
BRADY CORP BRANDYWINE RLTY TR	CL A SH BEN INT NEW	104674106 105368203	104,888 31,760 54,119	2,800 1,000 1,704	X X X X	28-5284 28-5284 28-5284	1000 1700	
BRAZIL FD INC	COM	105759104	30,325	500	X	28-5284	500	
BRIGGS & STRATTON CORP	COM	109043109	2,188,519 297,108	61,875 8,400	X X X	28-5284 28-5284	45675 8400	
BRIGHT HORIZON FAMILY SOLUTI	COM	109195107	7,746	200	X	28-5284	200	
BRILLIANCE CHINA AUTO HLDG L COLUMN TOTAL	SPONSORED ADR	10949Q105	7,555	500	X X	28-5284	500	
			67,144,589					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTING AU (A) SOLE (
					(B) SHARED	(C) OTH		
BRINKER INTL INC	COM	109641100	108,794 275,343 94,471	2,575 6,517 2,236	X X X X X		28-5284 28-5284 28-1500	2575 6500 2236
BRISTOL MYERS SQUIBB CO	COM	110122108	83,087,839 68,083,516 537,679 1,851,435	3,376,182 2,766,498 21,848 75,231	X X X X X		28-5284 28-5284 28-1500 28-4580	3266396 2680823 185 75231

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			3,035,225	123,333	X	X	28-4580	120133
BRISTOW GROUP								
INC	COM	110394103	6,180	200	X	X	28-5284	200
BRITESMILE INC	COM NEW	110415205	6	5	X		28-5284	5
BRITISH AMERN								
TOB PLC	SPONSORED ADR	110448107	24,300	500	X		28-5284	500
BROADBAND								
HOLDERS TR	DEPOSITRY RCPT	11130P104	113,960	5,500	X		28-5284	5500
BROADCOM CORP	CL A	111320107	190,897	4,423	X		28-5284	4423
			81,357	1,885	X	X	28-5284	1885
			1,107,054	25,650	X	X	28-1500	25650
BROADWING CORP	COM	11161E101	1,179	80	X		28-5284	80
			36,850	2,500	X	X	28-5284	2500
BROCADE								
COMMUNICATIONS								
SYS I	COM	111621108	6,680	1,000	X		28-5284	1000
			381	57	X	X	28-5284	57
BROOKFIELD								
ASSET MGMT								
INC	CL A LTD VT SH	112585104	38,542	700	X		28-5284	700
			154,168	2,800	X	X	28-5284	400
BROOKFIELD								
PPTY CORP	COM	112900105	7,513	220	X		28-5284	220
BROOKLINE								
BANCORP INC								
DEL	COM	11373M107	85,195	5,500	X		28-5284	3800
			26,333	1,700	X	X	28-5284	
BROWN & BROWN								
INC	COM	115236101	39,840	1,200	X		28-5284	1200
			894,740	26,950	X	X	28-5284	26950
BROWN FORMAN								
CORP	CL A	115637100	13,808,308	176,464	X		28-5284	150312
			6,823,557	87,202	X	X	28-5284	87202
			15,650	200	X		28-1500	
COLUMN								
TOTAL			180,536,992					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) S
BROWN FORMAN CORP	CL B	115637209	13,527,708	175,753	X		28-5284	163164	
			18,477,495	240,061	X	X	28-5284	240061	
			30,788	400	X		28-1500		4

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BRUNSWICK CORP	COM	117043109	118,523	3,050	X		28-5284	3050
BRYN MAWR BK CORP	COM	117665109	475,347	21,441	X		28-5284	21441
			456,702	20,600	X	X	28-5284	15600
BUCKEYE PARTNERS L P	UNIT LTD PARTN	118230101	459,773	10,765	X		28-5284	8240
			461,268	10,800	X	X	28-5284	10800
BUCYRUS INTL INC NEW	CL A	118759109	1,060	22	X	X	28-5284	
BUFFALO WILD WINGS INC	COM	119848109	62,370	1,500	X		28-1500	1500
BUILD A BEAR WORKSHOP	COM	120076104	1,686	55	X		28-5284	55
BUILDING MATLS HLDG CORP	COM	120113105	21,414	600	X	X	28-5284	600
BURLINGTON NORTHN SANTA FE C	COM	12189T104	4,332,827	51,996	X		28-5284	51796
			12,607,246	151,293	X	X	28-5284	144528
			124,995	1,500	X	X	28-1500	1500
			52,081	625	X		28-4580	625
			566,644	6,800	X	X	28-4580	6800
BURLINGTON RES INC	COM	122014103	13,835,580	150,534	X		28-5284	147951
			16,297,573	177,321	X	X	28-5284	167744
			782,338	8,512	X	X	28-4580	8512
C & F FINL CORP	COM	12466Q104	5,965,260	147,000	X		28-1500	147000
CBL & ASSOC PPTYS INC	COM	124830100	67,920	1,600	X		28-5284	1600
			269,558	6,350	X		28-1500	
CBS CORP NEW	CL A	124857103	57,479	2,385	X		28-5284	1710
			36,560	1,517	X	X	28-5284	1442
CBS CORP NEW	CL B	124857202	2,961,770	123,510	X		28-5284	102610
			1,783,369	74,369	X	X	28-5284	73839
			8,393	350	X		28-4580	350
			87,071	3,631	X	X	28-4580	3631
COLUMN TOTAL			93,930,798					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHARED
CBRL GROUP INC	COM	12489V106	39,519 21,955	900 500	X	X	28-5284 28-5284	900 500	
CB RICHARD ELLIS GROUP INC	CL A	12497T101	24,210 44,385	300 550	X	X	28-5284 28-5284	300 550	
C COR INC C D W CORP	COM	125010108 12512N105	13,110 20,820,542 4,543,220 291,131	1,500 353,790 77,200 4,947	X	X	28-5284 28-5284 28-5284 28-1500	1500 329705 72800 4947	1900
CEC ENTMT INC	COM	125137109	403	12	X	X	28-5284		
CH ENERGY GROUP INC	COM	12541M102	43,200 54,000 24,000	900 1,125 500	X	X	28-5284 28-5284 28-4580	900 1125 500	
CIGNA CORP	COM	125509109	9,463,027 16,078,538 45,064 310,745	72,447 123,094 345 2,379	X	X	28-5284 28-5284 28-1500 28-4580	71568 122194 345 2379	
CIT GROUP INC	COM	125581108	42,709 25,154	798 470	X	X	28-5284 28-5284	798 460	
CLECO CORP NEW	COM	12561W105	25,791 77,217	1,155 3,458	X	X	28-5284 28-5284	1155 2082	
CMGI INC CMS ENERGY CORP	COM	125750109 125896100	222 2,720 91	150 210 7	X	X	28-5284 28-5284 28-5284		
CSK AUTO CORP	COM	125965103	144,248	10,400	X		28-5284	10400	
CNF INC	COM	12612W104	182,681 34,958	3,658 700	X	X	28-5284 28-5284	3658 700	
CNB FINL CORP PA	COM	126128107	51,750	3,750	X	X	28-5284	3750	
CNET NETWORKS INC COLUMN TOTAL	COM	12613R104	44,051	3,100	X		28-5284	3100	
			52,448,641						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHOR	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SH
CNOOC LTD	SPONSORED								
	ADR	126132109	8,209	105	X	X	28-4580	24	
CNS INC	COM	126136100	109,272	5,073	X	X	28-1500	5073	
CP HOLDERS	DEP RCPTS								
	CP	12616K106	298,000	2,500	X	X	28-5284	2500	
CSX CORP	COM	126408103	2,672,522	44,691	X		28-5284	43889	
			1,554,262	25,991	X	X	28-5284	23091	
			113,321	1,895	X		28-4580	1895	
CTS CORP	COM	126501105	7,065	528	X	X	28-5284	528	
			1,271	95	X	X	28-1500	95	
CVB FINL CORP	COM	126600105	13,355	781	X		28-5284	781	
CVS CORP	COM	126650100	37,933,616	1,269,957	X		28-5284	1209537	
			6,872,161	230,069	X	X	28-5284	211064	786
			581,748	19,476	X		28-1500	14076	540
			67,536	2,261	X		28-4580	2261	
			106,039	3,550	X	X	28-4580	3550	
CA INC	COM	12673P105	607,953	22,343	X		28-5284	13743	
			545,561	20,050	X	X	28-5284	8250	
CABELAS INC	COM	126804301	4,104	200	X		28-5284	200	
CABLEVISION SYS CORP	CL A NY CABLVS	12686C109	1,469	55	X		28-5284	55	
			120,150	4,500	X	X	28-5284		
CABOT CORP	COM	127055101	13,596	400	X	X	28-4580	400	
CABOT MICROELECTRONICS CORP	COM	12709P103	4,155	112	X	X	28-4580	112	
CABOT OIL & GAS CORP	COM	127097103	1,773	37	X	X	28-5284		
CACI INTL INC	CL A	127190304	11,178	170	X		28-5284	170	
			348,475	5,300	X	X	28-5284	5300	
CADBURY SCHWEPPES PLC	ADR	127209302	87,000	2,175	X		28-5284	2175	
			131,600	3,290	X	X	28-5284	3290	
			364,000	9,100	X	X	28-4580	9100	
CADENCE DESIGN SYSTEM INC	COM	127387108	925	50	X	X	28-5284	50	
COLUMN TOTAL			52,580,316						

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FILE NO. 28-

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHARE
CALAMOS CONV & HIGH INCOME F	COM SHS	12811P108	747,110 326,385	45,639 19,938	X X	X	28-5284 28-5284	45639 18745	
CALAMOS ASSET MGMT INC	CL A	12811R104	74,800 777,920	2,000 20,800	X X	X	28-5284 28-5284	2000 20800	
CALAMOS CONV OPP AND INC FD	SH BEN INT	128117108	9,499 53,115	458 2,561	X X	X	28-5284 28-5284	458 2561	
CALIFORNIA COASTAL CMNTYS IN	COM NEW	129915203	37	1	X		28-5284	1	
CALIFORNIA WTR SVC GROUP	COM	130788102	16,218 6,758 11,037	360 150 245	X X X	X	28-5284 28-5284 28-1500	360 150 245	
CALIPER LIFE SCIENCES INC	COM	130872104	3,840	600	X	X	28-1500	600	
CALLAWAY GOLF CO	COM	131193104	1,720	100	X		28-5284	100	
CAMBRIDGE DISPLAY TECH INC	COM	132193103	4,160	500	X		28-5284	500	
CAMDEN NATL CORP	COM	133034108	38,400 1,543,680	1,000 40,200	X X	X	28-5284 28-1500	1000 40200	
CAMDEN PPTY TR	SH BEN INT	133131102	2,770,539 1,615,721	38,453 22,425	X X	X	28-5284 28-5284	38453 22425	
CAMECO CORP	COM	13321L108	392,400 43,200 4,464	10,900 1,200 124	X X X	X	28-5284 28-1500 28-4580	10500 1200 28	
CAMPBELL SOUP CO	COM	134429109	3,469,716 45,706,324	107,090 1,410,689	X X	X	28-5284 28-5284	106340 83268	1249530

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			45,360	1,400	X	X	28-4580	1400	
CANADIAN NATL RY CO	COM	136375102	106,317	2,348	X		28-5284	2348	
			169,800	3,750	X	X	28-5284		
CANADIAN NAT RES LTD	COM	136385101	66,468	1,200	X		28-5284	1200	
			11,078	200	X	X	28-5284	200	
			83,085	1,500	X	X	28-4580	1500	
CANADIAN PAC RY LTD	COM	13645T100	137,418	2,750	X	X	28-5284		
COLUMN TOTAL			58,236,569						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY (
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHARED
CANETIC RES TR	COM	137513107	17,410	833	X		28-5284	833	
			6,625	317	X	X	28-5284	317	
CANO PETE INC	COM	137801106	1,600	200	X		28-5284	200	
CANON INC	ADR	138006309	82,563	1,250	X		28-5284	1250	
			130,449	1,975	X	X	28-5284		
CAPITAL BK CORP	COM	139793103	8,125	500	X		28-5284	500	
			3,287,375	202,300	X		28-1500	202300	
CAPITAL CROSSING BK	COM	140071101	8,312,306	260,901	X		28-1500	260901	
CAPITAL ONE FINL CORP	COM	14040H105	1,741,326	21,626	X		28-5284	19272	
			1,826,999	22,690	X	X	28-5284	14105	260
			53,143	660	X		28-1500		660
CAPSTONE TURBINE CORP	COM	14067D102	6,042	1,660	X		28-5284	1660	
CARDICA INC	COM	14141R101	23,610	3,000	X		28-5284	3000	
CARDINAL FINL CORP	COM	14149F109	33,825	2,500	X	X	28-1500	2500	
CARDINAL									

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HEALTH INC	COM	14149Y108	23,291,599	312,555	X		28-5284	304745	
			8,000,467	107,360	X	X	28-5284	96752	500
			57,082	766	X		28-1500	766	
			401,663	5,390	X	X	28-1500	5390	
			40,837	548	X		28-4580	548	
			155,523	2,087	X	X	28-4580	1687	
CARDIOTECH INTL INC	COM	14160C100	7,462	2,684	X	X	28-5284	2684	
CAREMARK RX INC	COM	141705103	60,491	1,230	X		28-5284	1230	
			104,065	2,116	X	X	28-5284	2116	
			24,295	494	X	X	28-1500	494	
CARLISLE COS INC	COM	142339100	834,360	10,200	X		28-5284	7200	
			180,369	2,205	X	X	28-5284	1000	
CARMAX INC COLUMN TOTAL	COM	143130102	13,072	400	X		28-5284	400	
			48,702,683						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) S
CARNIVAL CORP	PAIRED CTF	143658300	11,623,698	245,381		X	28-5284	221481	
			2,768,113	58,436		X	X	28-5284	49971
			9,474	200		X	X	28-1500	200
			37,896	800		X		28-4580	800
			114,778	2,423		X	X	28-4580	2423
CARPENTER TECHNOLOGY CORP	COM	144285103	29,369,916	310,727		X		28-5284	310727
			2,178,402	23,047		X	X	28-5284	23044
CARTER INC CASCADE CORP	COM	146229109	611,459	9,060		X	X	28-5284	9060
CASH SYSTEMS INC	COM	147195101	5,285	100		X	X	28-5284	100
CASTLE ENERGY CORP	COM PAR\$0.50N	14756B102	183,445	26,395		X	X	28-5284	
CATALYTICA ENERGY SYS INC	COM	148449309	1,370,811	56,505		X		28-5284	56505
			1,132	745		X		28-5284	745

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CATERPILLAR										
INC DEL	COM	149123101	27,410,380	381,707	X		28-5284	365434		
			16,777,042	233,631	X	X	28-5284	223560	20	
			72,384	1,008	X		28-1500			10
			769,444	10,715	X		28-4580	10643		
			429,783	5,985	X	X	28-4580	5855		
CAVCO INDS										
INC DEL	COM	149568107	29,154	600	X	X	28-5284	600		
CEDAR FAIR L										
P	DEPOSITRY UNIT	150185106	3,198,575	109,353	X		28-5284	109353		
			462,150	15,800	X	X	28-5284	15800		
CEDAR										
SHOPPING										
CTRS INC	COM NEW	150602209	19,008	1,200	X	X	28-5284			
CELADON										
GROUP INC	COM	150838100	477,202	21,800	X	X	28-5284	21800		
CELL										
GENESYS										
INC	COM	150921104	15,960	2,000	X	X	28-5284			
CELGENE										
CORP	COM	151020104	141,504	3,200	X		28-5284	3200		
			209,603	4,740	X	X	28-5284	4740		
CEMEX S A										
	SPON ADR 5 ORD	151290889	51,245	785	X		28-5284	785		
			127,753	1,957	X	X	28-5284			
			32,640	500	X	X	28-1500	500		
COLUMN										
TOTAL			98,498,236							

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHARED
CENDANT									
CORP	COM	151313103	302,775	17,451	X		28-5284	16451	
			1,190,921	68,641	X	X	28-5284	61441	
			30,710	1,770	X		28-1500		1770
			8,675	500	X		28-4580	500	
			13,880	800	X	X	28-4580	800	
CENTENE									
CORP DEL	COM	15135B101	17,502	600	X		28-5284	600	
CENTERPOINT									
ENERGY									
INC	COM	15189T107	69,791	5,850	X		28-5284	5850	
			336,617	28,216	X	X	28-5284	7916	
CENTERPLATE									
INC	UNIT	99/99/999 15189T107	39,990	3,100	X	X	28-5284	3100	

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CENTEX CORP	COM	152312104	12,398	200	X		28-5284	200
			241,761	3,900	X	X	28-5284	
CENTRAL FD CDA LTD	CL A	153501101	401,078	50,450	X		28-5284	50450
			99,375	12,500	X	X	28-5284	12500
			7,950	1,000	X	X	28-4580	1000
CENTRAL PAC FINL CORP	COM	154760102	161,605	4,401	X		28-5284	2031
			93,783	2,554	X	X	28-5284	1200
CENTRAL SECS CORP	COM	155123102	131,192	5,333	X		28-5284	5333
CENTURYTEL INC	COM	156700106	1,405,386	35,925	X		28-5284	34430
			55,629	1,422	X	X	28-5284	1422
			163,561	4,181	X		28-11439	4181
CEPHALON INC	COM	156708109	21,088	350	X		28-5284	350
CERIDIAN CORP NEW	COM	156779100	223,960	8,800	X		28-5284	8800
			153,260	6,022	X	X	28-5284	6022
CHAMPS ENTMT INC DEL	COM	158787101	1,650	200	X	X	28-1500	200
CHAPARRAL STL CO DEL	COM	159423102	532,344	8,200	X	X	28-5284	7000
CHARLES RIV LABS INTL INC	COM	159864107	784	16	X	X	28-5284	
COLUMN TOTAL			5,717,665					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORIT	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHAR
CHARTERMAC	SH BEN INT	160908109	153,976	7,585	X		28-5284	7585	
			10,150	500	X	X	28-5284	500	
			16,301	803	X	X	28-1500	803	
			40,600	2,000	X		28-4580	2000	
CHARMING SHOPPES INC	COM	161133103	6,394	430	X		28-5284	430	
			747,589	50,275	X	X	28-5284	50275	
CHARTWELL DIVD & INCOME FD									

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ISSUER	CLASS	CUSIP	FAIR MARKET VALUE	PRINCIPAL AMOUNT	DISCRETION	INSTR	VOTING AUTHORITY	OTHER
I	COM	16139P104	4,280	400	X		28-5284	400
CHATTEM INC	COM	162456107	4,029	107	X		28-1500	107
CHECKFREE								
CORP NEW	COM	162813109	64,388	1,275	X		28-5284	1275
CHECKPOINT								
SYS INC	COM	162825103	1,263	47	X	X	28-5284	
CHEESECAKE								
FACTORY								
INC	COM	163072101	95,572	2,552	X		28-5284	2552
			3,745	100	X	X	28-5284	100
CHEMICAL								
FINL CORP	COM	163731102	77,802	2,408	X		28-1500	2408
CHEMTURA								
CORP	COM	163893100	35,163	2,985	X		28-5284	2985
			54,883	4,659	X	X	28-5284	4626
CHESAPEAKE								
ENERGY								
CORP	COM	165167107	279,706	8,905	X		28-5284	8755
			302,478	9,630	X	X	28-5284	9630
			62,820	2,000	X	X	28-1500	2000
			21,767	693	X	X	28-4580	622
CHESAPEAKE								
UTILS CORP	COM	165303108	12,496	400	X		28-5284	400
			220,242	7,050	X	X	28-5284	5600
			234,894	7,519	X	X	28-4580	7519
CHEVRON								
CORP NEW	COM	166764100	138,023,961	2,380,955	X		28-5284	2270528
			202,369,154	3,490,929	X	X	28-5284	1567294
			644,510	11,118	X		28-1500	140
			2,989,165	51,564	X		28-4580	51464
			2,544,883	43,900	X	X	28-4580	41724
CHICAGO								
BRIDGE &	N Y							
IRON CO N	REGISTRY							
V	S	167250109	19,200	800	X	X	28-5284	500
CHICAGO								
MERCANTILE								
HLDGS INC	CL A	167760107	6,265	14	X		28-5284	14
			31,325	70	X	X	28-5284	70
COLUMN								
TOTAL			349,079,001					

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ITEM 1:	ITEM 2:	ITEM 3:	ITEM 4:	ITEM 5:	ITEM 6:	ITEM 7:	ITEM 8:
NAME OF ISSUER	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES OR PRINCIPAL AMOUNT	DISCRETION (B) SHARED (A) SOLE (C) OTH	MANAGERS INSTR V	VOTING AUTHORITY (A) SOLE (B) S
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CHICOS FAS INC	COM	168615102	364,338	8,965	X		28-5284	8765
			1,361,034	33,490	X	X	28-5284	33090
			8,128	200	X	X	28-1500	200
CHINA FD INC CHINA MOBILE HONG KONG LTD	COM	169373107	5,694	200	X	X	28-5284	100
CHINA PETE & CHEM CORP	SPONSORED ADR	16941M109	26,540	1,000	X	X	28-5284	1000
CHIPOTLE MEXICAN GRILL INC	SPON ADR H SHS	16941R108	19,317	331	X		28-5284	331
	CL A	169656105	11,078	200	X		28-5284	200
			88,624	1,600	X	X	28-5284	1600
CHOICE HOTELS INTL INC	COM	169905106	9,156	200	X		28-5284	200
			99,755	2,179	X	X	28-5284	2179
			68,670	1,500	X	X	28-4580	1500
CHIQUITA BRANDS INTL INC	*W EXP 03/19/2	170032114	2,299	594	X		28-5284	594
CHIQUITA BRANDS INTL INC	COM	170032809	5,618	335	X		28-5284	335
CHIRON CORP	COM	170040109	102,798	2,244	X		28-5284	2244
			51,170	1,117	X	X	28-5284	474
			146,592	3,200	X		28-11439	3200
CHOICEPOINT INC	COM	170388102	67,796	1,515	X		28-5284	1515
			67,125	1,500	X	X	28-5284	1500
CHUBB CORP	COM	171232101	3,117,166	32,661	X		28-5284	32661
			8,034,139	84,180	X	X	28-5284	80632
			21,379	224	X	X	28-1500	224
			79,215	830	X	X	28-4580	830
CHURCH & DWIGHT INC	COM	171340102	5,213,104	141,200	X	X	28-5284	141200
			6,553,300	177,500	X		28-11439	177500
CHURCHILL DOWNS INC	COM	171484108	1,310,659	34,203	X		28-5284	34103
			88,136	2,300	X	X	28-5284	2300
			536	14	X		28-1500	14
CIENA CORP COLUMN TOTAL	COM	171779101	7,294	1,400	X		28-5284	1400
			26,930,660					

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ITEM 3: ITEM 4: FAIR ITEM 5: SHARES OR ITEM 6: INVESTMENT DISCRETION (B) SHARED ITEM 7: VOTING AUTH

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	CUSIP NUMBER	MARKET VALUE	PRINCIPAL AMOUNT	(A) SOLE	(C) OTH	MANAGERS INSTR V	(A) SOLE	(B)
CIMAREX ENERGY CO	COM	171798101	293,995 486,329	6,796 11,242	X		28-5284	2796	
CINCINNATI BELL INC NEW	COM	171871106	370,739 41,132 2,712	82,022 9,100 600	X		28-5284	82022	
CINCINNATI BELL INC NEW	COM	171871106	41,132 2,712	9,100 600	X	X	28-5284	9100	
CINCINNATI BELL INC NEW	PFD CV DEP1/20	171871403	32,438 69,200	750 1,600	X		28-5284	750	
CINCINNATI FINL CORP	COM	172062101	78,445,952 7,579,331 1,236,353	1,864,653 180,160 29,388	X		28-5284	1682780	
CINERGY CORP	COM	172474108	4,004,753 4,017,014 195,263	88,191 88,461 4,300	X		28-5284	87741	
CINERGY CORP	COM	172474108	4,017,014 195,263	88,461 4,300	X	X	28-5284	88161	
CIRCOR INTL INC CIRCUIT CITY STORE INC	COM	17273K109	20,440	700	X	X	28-5284	700	
CISCO SYS INC	COM	172737108	31,824 16,279	1,300 665	X		28-5284	1300	
CISCO SYS INC	COM	17275R102	123,129,698 61,100,624 542,032 775,786 2,577,495 829,506	5,682,035 2,819,595 25,013 35,800 118,943 38,279	X		28-5284	5523804	
CISCO SYS INC	COM	17275R102	61,100,624 542,032 775,786 2,577,495 829,506	2,819,595 25,013 35,800 118,943 38,279	X	X	28-5284	2736739	
CISCO SYS INC	COM	17275R102	542,032 775,786 2,577,495 829,506	25,013 35,800 118,943 38,279	X		28-1500	15203	
CISCO SYS INC	COM	17275R102	775,786 2,577,495 829,506	35,800 118,943 38,279	X		28-11439	35800	
CISCO SYS INC	COM	17275R102	2,577,495 829,506	118,943 38,279	X		28-4580	117673	
CISCO SYS INC	COM	17275R102	829,506	38,279	X	X	28-4580	38279	
CINTAS CORP	COM	172908105	14,467,998 9,531,579 26,851 90,568	339,465 223,641 630 2,125	X		28-5284	332890	
CINTAS CORP	COM	172908105	9,531,579 26,851 90,568	223,641 630 2,125	X	X	28-5284	218221	
CINTAS CORP	COM	172908105	26,851 90,568	630 2,125	X		28-1500	630	
CITIZENS & NORTHN CORP	COM	172922106	169,860 902,321	7,019 37,286	X		28-5284	7019	
CITIZENS & NORTHN CORP	COM	172922106	902,321	37,286	X	X	28-5284	37286	
COLUMN TOTAL			310,988,072						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY		
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHAR	
CITIGROUP INC	COM	172967101	154,262,154	3,266,190			X	28-5284	3120160	
			111,053,410	2,351,332	X	X	28-5284	2229999	15242	
			1,484,581	31,433	X		28-1500	22700	8733	
			2,322,205	49,168	X		28-11439	49168		
			3,294,009	69,744	X		28-4580	69204		
CITI TRENDS INC CITIZENS COMMUNICATIONS CO	COM	17306X102	1,978,984	41,901	X	X	28-4580	40272		
			3,976	100	X	X	28-5284	100		
CITIZENS HLDG CO MISS	COM	17453B101	147,788	11,137	X		28-5284	11137		
			464,039	34,969	X	X	28-5284	32969		
			75,971	5,725	X	X	28-1500	5725		
			47,095	3,549	X	X	28-4580	3549		
CITRIX SYS INC	COM	174715102	650,942	27,100	X		28-1500	27100		
CITRIX SYS INC	COM	177376100	161,151	4,252	X		28-5284	4252		
			1,523,580	40,200	X	X	28-5284	40200		
			71,366	1,883	X		28-1500	1783	100	
CITY HLDG CO	COM	177835105	242,483	6,591	X		28-5284	6591		
			1,055,873	28,700	X		28-1500	28700		
CITY NATL CORP	COM	178566105	11,410,917	148,599	X		28-5284	144094		
			2,145,743	27,943	X	X	28-5284	25411	1320	
			302,783	3,943	X		28-4580	3883		
			30,102	392	X	X	28-4580	392		
CLAIRES STORES INC	COM	179584107	12,890	355	X		28-5284	355		
			36,310	1,000	X	X	28-5284	1000		
CLARCOR INC	COM	179895107	240,300	6,750	X	X	28-5284	6750		
CLARIENT INC	COM	180489106	63,506	56,200	X		28-5284	56200		
CLEAR CHANNEL COMMUNICATIONS	COM	184502102	642,717	22,155	X		28-5284	21855		
			557,862	19,230	X	X	28-5284	19030		
			5,802	200	X	X	28-1500	200		
			6,150	212	X		28-4580	212		
CLEAR CHANNEL OUTDOOR HLDGS COLUMN TOTAL	CL A	18451C109	23,450	1,000	X		28-5284	1000		
			294,318,139							

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTING AU (A) SOLE (
					(A) SOLE	(C) OTH		
CLEVELAND								
CLIFFS INC	COM	185896107	2,614	30	X		28-5284	30
			104,544	1,200	X	X	28-5284	1200
			68,563	787	X	X	28-1500	787
CLINICAL DATA								
INC NEW	COM	18725U109	61,560	3,000	X	X	28-5284	3000
CLOROX CO DEL	COM	189054109	10,334,479	172,673	X		28-5284	171473
			3,579,509	59,808	X	X	28-5284	53098
			45,486	760	X		28-1500	
			17,955	300	X		28-4580	300
			377,055	6,300	X	X	28-4580	6300
COACH INC	COM	189754104	23,366,778	675,731	X		28-5284	662916
			9,275,117	268,222	X	X	28-5284	257675
			48,689	1,408	X	X	28-1500	1408
			507,704	14,682	X		28-4580	14142
			64,457	1,864	X	X	28-4580	1864
COASTAL FINL								
CORP DEL	COM	19046E105	44,307	3,220	X		28-5284	3220
			28,800	2,093	X	X	28-5284	
COCA COLA CO								
	COM	191216100	75,934,553	1,813,579	X		28-5284	1709900
			60,952,671	1,455,760	X	X	28-5284	1432143
			328,386	7,843	X		28-1500	
			1,952,817	46,640	X		28-4580	46640
			2,573,833	61,472	X	X	28-4580	61472
COCA COLA								
ENTERPRISES								
INC	COM	191219104	37,222	1,830	X		28-5284	1830
			50,545	2,485	X	X	28-1500	2485
COCA-COLA								
FEMSA S A DE C								
V	SPON ADR REP L	191241108	13,280	400	X		28-5284	400
COEUR D ALENE								
MINES CORP IDA	COM	192108108	13,120	2,000	X		28-5284	2000
			14,760	2,250	X	X	28-5284	2250
COGENT								
COMMUNICATIONS								
GROUP INC	COM	19239V302	10,238	1,050	X			1050
COGNOS INC	COM	19244C109	85,580	2,200	X	X	28-5284	2200
COGNIZANT								
TECHNOLOGY								
SOLUTION	CL A	192446102	415,121	6,978	X		28-5284	6978
			1,361,786	22,891	X	X	28-5284	22691
			93,161	1,566	X	X	28-4580	1566
COHEN & STEERS								
QUALITY RLTY	COM	19247L106	28,215	1,286	X	X	28-1500	1286
			3,796	173	X	X	28-4580	
COLUMN								
TOTAL			191,796,701					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED		ITEM 7: MANAGERS INSTR V	VOTING AU (A) SOLE (
					(A) SOLE	(C) OTH		
COHEN & STEERS REIT & PFD IN	COM	19247X100	27,750 213,675	1,000 7,700	X		28-5284	1000 7700
COHERENT INC	COM	192479103	35,110	1,000	X	X	28-5284	1000
COHEN & STEERS SELECT UTIL F	COM	19248A109	26,769	1,309	X	X	28-5284	1309
COHU INC	COM	192576106	13,263	625	X		28-5284	625
COINSTAR INC	COM	19259P300	15,857	612	X		28-1500	612
COLDWATER CREEK INC	COM	193068103	37,530	1,350	X	X	28-5284	1350
COLEY PHARMACEUTICAL GROUP I	COM	19388P106	1,515	100	X	X	28-5284	100
COLGATE PALMOLIVE CO	COM	194162103	40,146,211 28,383,268 101,809 195,282 629,470	703,086 497,080 1,783 3,420 11,024	X X X X X	X X X X	28-5284 28-5284 28-1500 28-4580 28-4580	635595 477322 1783 3420 11024
COLONIAL BANCGROUP INC	COM	195493309	2,000 830,000	80 33,200	X X	X X	28-5284 28-5284	80 27200
COLONIAL HIGH INCOME MUN TR	SH BEN INT	195743109	109,082 23,937	15,950 3,500	X X	X X	28-5284 28-5284	15950 3500
COLONIAL INTERMARKET INCM TR	SH BEN INT	195762109	8,180 1,636	1,000 200	X X	X X	28-5284 28-5284	1000 200
COLONIAL MUN INCOME TR	SH BEN INT	195799101	19,856	3,400	X	X	28-5284	3400
COLONIAL PPTYS TR	COM SH BEN INT	195872106	277,670	5,539	X	X	28-5284	5539
COLUMBUS MCKINNON CORP N Y	COM	199333105	40,395	1,500	X	X	28-1500	1500
COMCAST CORP NEW	CL A	20030N101	35,824,158 9,884,870 409,221 140,087 251,424	1,369,425 377,862 15,643 5,355 9,611	X X X X X	X X	28-5284 28-5284 28-1500 28-4580 28-4580	1291395 361001 14117 5355 9611
COLUMN TOTAL			117,650,025					

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FILE NO. 28-

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHARED
COMCAST CORP NEW	CL A SPL	20030N200	5,962,726	228,282	X		28-5284	160482	
			2,807,378	107,480	X	X	28-5284	87530	
			6,295	241	X	X	28-4580	241	
COMERICA INC	COM	200340107	130,433	2,250	X		28-5284	2250	
			271,010	4,675	X	X	28-5284	4675	
			2,069,529	35,700	X		28-1500	35700	
COMM BANCORP INC	COM	200468106	1,001,280	23,840	X		28-5284	23840	
COMMERCE BANCORP INC NJ	COM	200519106	773,572	21,107	X		28-5284	20707	
			359,170	9,800	X	X	28-5284	9800	
			4,200,273	114,605	X		28-11439	114605	
COMMERCE BANCSHARES INC	COM	200525103	89,596	1,734	X		28-5284	1040	
			65,776	1,273	X	X	28-5284	691	
COMMERCE GROUP INC MASS	COM	200641108	634	12	X	X	28-5284		
COMMERCEFIRST BANCORP INC	COM	200845105	36,250	2,500	X	X	28-5284	2500	
COMMERCIAL METALS CO	COM	201723103	21,770	407	X	X	28-5284	400	
COMMERCIAL NET LEASE RLTY IN	COM	202218103	34,950	1,500	X	X	28-5284	1500	
COMMONWEALTH TEL ENTERPRISES	COM	203349105	49,332	1,432	X		28-5284	1432	
			61,976	1,799	X	X	28-5284	1799	
COMMUNITY BANCSHARES INC S C	COM	20343F100	37,648	2,353	X	X	28-5284	2353	
COMMUNITY BK SYS INC	COM	203607106	165,644	7,418	X		28-5284	7418	
			42,717	1,913	X	X	28-5284	1913	
			2,581,348	115,600	X		28-1500	115600	
COMMUNITY BKS INC MILLERSBUR	COM	203628102	88,226	3,100	X		28-5284	3000	
			182,258	6,404	X	X	28-5284	1984	4000
COMMUNITY CAP									

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CORP S C COMMUNITY HEALTH SYS INC NEW COMMUNITY SHORES BANK CORP COLUMN TOTAL	COM COM COM	20363C102 203668108 204046106	31,739 4,519 14,197	1,323 125 1,190	X X X	28-5284 28-5284 28-1500	 125 1190
			21,090,246				

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED (A) SOLE (C) OTH	ITEM 7: MANAGERS INSTR V	VOTING (A) SO
COMMUNITY TR BANCORP INC	COM	204149108	1,763,783 2,000	52,029 59	X X	28-5284 28-1500	3764 5
COMPANHIA SIDERURGICA NACION	SPONSORED ADR	20440W105	34,562	1,100	X X	28-5284	110
COMPANHIA VALE DO RIO DOCE	SPONSORED ADR	204412209	29,118 48,530	600 1,000	X X X	28-5284 28-5284	60 100
COMPASS BANCSHARES INC	COM	20449H109	556,710 612,229	11,000 12,097	X X X	28-5284 28-5284	1100 909
COMPASS MINERALS INTL INC	COM	20451N101	205,793	8,235	X	28-5284	210
COMPUDYNE CORP	NOTE 6.250% 1	204795AA6	796,250	10,000	X	28-5284	1000
COMPUDYNE CORP COMPUTER PROGRAMS & SYS INC	COM PAR \$0.75 COM	204795306 205306103	23,749 1,636,000	3,383 32,720	X X X	28-1500 28-5284	338 3272
COMPUTER SCIENCES CORP	COM	205363104	44,440 343,521 7,833	800 6,184 141	X X X X X	28-5284 28-5284 28-1500	60 478 14
COMPX INTERNATIONAL INC	CL A	20563P101	808	50	X	28-5284	5
COMPUWARE CORP	COM	205638109	6,264	800	X	28-5284	80
COMTECH TELECOMMUNICATIONS C	COM NEW	205826209	32,962	1,130	X	28-5284	113
COMVERSE TECHNOLOGY INC	COM PAR \$0.10	205862402	163,957 11,436	6,968 486	X X X	28-5284 28-1500	696 48
CONAGRA FOODS INC	COM	205887102	138,739	6,465	X	28-5284	646

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				2,920,127	136,073	X	X	28-5284	11367
				21,460	1,000	X	X	28-1500	100
				67,513	3,146	X	X	28-4580	314
CONCURRENT COMPUTER CORP NEW	COM		206710204	2,261	700	X		28-5284	70
				71,154	22,029	X		28-1500	2202
CONEXANT SYSTEMS INC	COM		207142100	118,680	34,400	X		28-5284	3440
				4,830	1,400	X	X	28-5284	100
COLUMN TOTAL				9,664,709					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY (
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHARED
CONMED CORP CONNECTICUT WTR SVC INC	COM	207410101	19,150	1,000	X	X	28-5284	1000	
	COM	207797101	996	38	X		28-5284	38	
			10,488	400	X	X	28-5284	400	
CONOCOPHILLIPS	COM	20825C104	17,019,746	269,513	X		28-5284	263563	
			18,202,735	288,246	X	X	28-5284	260417	975
			583,569	9,241	X		28-1500		9241
			5,658,114	89,598	X		28-4580	89598	
			12,556,746	198,840	X	X	28-4580	195080	
CONSOL ENERGY INC	COM	20854P109	242,874	3,275	X		28-5284	3275	
			326,304	4,400	X	X	28-5284	4400	
CONSOLIDATED EDISON INC	COM	209115104	12,321,027	283,242	X		28-5284	282342	
			9,826,781	225,903	X	X	28-5284	220793	500
			291,102	6,692	X		28-4580	6592	
			315,506	7,253	X	X	28-4580	7253	
CONSOLIDATED GRAPHICS INC	COM	209341106	177,208	3,400	X	X	28-5284		
CONSOLIDATED TOMOKA LD CO	COM	210226106	20,192	325	X		28-5284	325	
			37,278	600	X	X	28-5284	600	
CONSTELLATION BRANDS INC	CL A	21036P108	854,456	34,110	X		28-5284	33160	
			349,297	13,944	X	X	28-5284	13944	
			71,793	2,866	X	X	28-1500	2866	
CONSTELLATION BRANDS INC CONSTELLATION	CL B	21036P207	22,104	896	X	X	28-5284	896	

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ENERGY GROUP I	COM	210371100	722,063 1,252,640 21,884	13,198 22,896 400	X X X	28-5284 28-5284 28-4580	13048 21256 400	210
CONSUMER PORTFOLIO SVCS INC	COM	210502100	36,810	4,500	X	28-5284	4500	
CONTINENTAL AIRLS INC	CL B	210795308	13,450	500	X X	28-5284	500	
CONVERGYS CORP	COM	212485106	1,931,844 154,439 10,926	106,087 8,481 600	X X X	28-5284 28-5284 28-4580	106087 8481 600	
COLUMN TOTAL			83,051,522					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY (A) SOLE (B) SHARED	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHARED
COOPER CAMERON CORP	COM	216640102	2,645 8,816	60 200	X X		28-5284 28-5284	60 200	
COOPER COS INC	COM NEW	216648402	179,650 1,351	3,325 25	X X		28-5284 28-5284	1080	
COOPER TIRE & RUBR CO	COM	216831107	14,770 382,448	1,030 26,670	X X		28-5284 28-5284	1030 26670	
COPART INC CORILLIAN CORP	COM	217204106	32,940	1,200	X		28-5284	1200	
CORN PRODS INTL INC	COM	219023108	234,904 984,770	7,944 33,303	X X		28-5284 28-5284	5424 31303	
CORNING INC	COM	219350105	22,601,009 8,090,833 12,249 127,601 347,968	839,562 300,551 455 4,740 12,926	X X X X X		28-5284 28-5284 28-1500 28-4580 28-4580	820067 280689 4740 12926	3200 455
CORPORATE EXECUTIVE BRD CO CORPORATE	COM	21988R102	822,335	8,150	X X		28-5284	8150	

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HIGH YIELD FD V IN CORPORATE OFFICE PPTYS TR	COM SH BEN INT	219931102 22002T108	106,513 45,740 750,136 34,305 57,175	8,440 1,000 16,400 750 1,250	X X X X X	X X X X X	28-5284 28-5284 28-5284 28-4580 28-4580	8440 1000 16400 750 1250
CORRECTIONS CORP AMER NEW CORUS BANKSHARES INC COSTCO WHSL CORP NEW	COM NEW COM	22025Y407 220873103 22160K105	1,401 624,120 14,319,958 3,920,859 509,429 1,625 10,832	31 10,500 264,401 72,394 9,406 30 200	X X X X X X X	X X X X X X X	28-5284 28-1500 28-5284 28-5284 28-1500 28-4580 28-4580	31 10500 210491 63324 9406 30 200
COLUMN TOTAL			54,292,800					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) S
COUNTRYWIDE FINANCIAL CORP	COM	222372104	3,505,327 1,638,068 11,010 127,129	95,513 44,634 300 3,464	X X X X	X X X X	28-5284 28-5284 28-1500 28-4580	93005 41918 3	
COVANCE INC	COM	222816100	3,137,720 1,610,749 11,750	53,408 27,417 200	X X X	X X X	28-5284 28-5284 28-4580	51008 27392 200	
COVENTRY HEALTH CARE INC	COM	222862104	151,792 545,144 16,194	2,812 10,099 300	X X X	X X X	28-5284 28-5284 28-1500	2812 10092 300	
CRANE CO	COM	224399105	177,327 114,828	4,324 2,800	X X	X X	28-5284 28-5284	4324 2800	
CREDIT SUISSE ASSET MGMT									

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INC	COM	224916106	79,200	20,000	X	X	28-5284	20000
CRAY INC	COM	225223106	7,240	4,000	X		28-5284	4000
CREE INC	COM	225447101	72,182	2,200	X		28-5284	2200
CRESCENT REAL ESTATE EQUITIE	COM	225756105	105,350	5,000	X		28-5284	5000
CRESCENT REAL ESTATE EQUITIE	PFD CV A 6.75%	225756204	17,825	826	X	X	28-5284	826
CRESUD S A C I F Y A	SPONSORED ADR	226406106	10,823	750	X	X	28-5284	750
CROCS INC	COM	227046109	75,450	3,000	X		28-5284	3000
CROSS TIMBERS RTY TR	TR UNIT	22757R109	74,528	1,600	X		28-5284	1600
CROWN CASTLE INTL CORP	COM	228227104	567,000	20,000	X	X	28-5284	20000
CROWN HOLDINGS INC	COM	228368106	108,125	6,095	X		28-5284	6095
			97,570	5,500	X	X	28-5284	5500
CRUCCELL N V	SPONSORED ADR	228769105	14,040	500	X	X	28-5284	500
CUBIC CORP COLUMN TOTAL	COM	229669106	9,576	400	X		28-5284	400
			12,285,947					

PAGE 50 OF 189 FORM 13F NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC. AS OF 03/31 FILE NO. 28-

ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY (SHARES)		
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHARED	(C) NON
CUMMINS INC	COM	231021106	33,670,887	320,370	X		28-5284	311745		862
			7,217,112	68,669	X	X	28-5284	61753	3180	373
			819,360	7,796	X		28-4580	7523		27
			233,112	2,218	X	X	28-4580	2218		
CUMULUS MEDIA INC	CL A	231082108	2,534	225	X		28-5284	225		
CURTISS WRIGHT CORP	COM	231561101	4,369	66	X		28-5284	66		
			6,620	100	X	X	28-5284	100		
CYBERSOURCE CORP	COM	23251J106	98,253	8,804	X	X	28-5284			880
CYBERONICS INC	COM	23251P102	51,540	2,000	X		28-5284			200

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CYPRESS									
SEMICONDUCTOR									
CORP	COM	232806109	827,160	48,800	X	X	28-5284	48800	
CYTEC INDS INC	COM	232820100	76,513	1,275	X		28-5284	1275	
			130,882	2,181	X	X	28-5284	1401	78
			82,274	1,371	X	X	28-4580	1371	
CYTOGEN CORP	COM NEW	232824300	724	200	X	X	28-5284	200	
CYTRX CORP	COM NEW	232828301	23,625	12,500	X	X	28-1500	12500	
CYTYC CORP	COM	232946103	132,446	4,700	X		28-5284	4700	
			1,099,020	39,000	X	X	28-5284	39000	
			16,908	600	X	X	28-1500	600	
DHB INDS INC	COM	23321E103	15,774	3,300	X	X	28-5284	3300	
DNP SELECT									
INCOME FD									
	COM	23325P104	581,584	55,654	X		28-5284	55654	
			265,911	25,446	X	X	28-5284	25446	
			140,406	13,436	X		28-1500		13436
DPL INC	COM	233293109	554,796	20,548	X		28-5284	20548	
			196,749	7,287	X	X	28-5284	7287	
			763,263	28,269	X	X	28-1500	28269	
DRS									
TECHNOLOGIES									
INC									
	COM	23330X100	8,231	150	X	X	28-5284	150	
			91,029	1,659	X	X	28-1500	1659	
D R HORTON INC	COM	23331A109	419,635	12,632	X		28-5284	9000	363
			26,576	800	X	X	28-5284	600	20
COLUMN									
TOTAL									
			47,557,293						

PAGE 51 OF 189 FORM 13F NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC. AS OF 03/31 FILE NO. 28-

ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) S
DST SYS INC	COM	233326107	17,092	295	X		28-5284	295	
DEL			11,588	200	X	X	28-5284	200	
DTE ENERGY	COM	233331107	108,163	2,698	X		28-5284	2007	
CO			67,231	1,677	X	X	28-5284	1677	
			19,043	475	X	X	28-4580	475	
DTF TAX-FREE	COM	23334J107	50,734	3,456	X		28-5284	2756	
INCOME INC			13,212	900	X	X	28-5284	900	
DWS HIGH	SHS	23337C109	3,690	500	X	X	28-5284	500	
DWS MULTI									
MKT INCOME									

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TR	SHS	23338L108	11,914	1,150		X	X	28-5284	1150
DWS MUN									
INCOME TR	COM	23338M106	9,558	834		X		28-5284	834
			22,920	2,000		X	X	28-5284	2000
DWS									
STRATEGIC									
MUN INCOME									
TR	COM	23338T101	6,290	500		X		28-5284	500
DAKTRONICS									
INC	COM	234264109	97,711	2,677		X	X	28-1500	2677
DANAHER									
CORP DEL	COM	235851102	4,145,367	65,230		X		28-5284	64570
			5,770,658	90,805		X	X	28-5284	88117
			57,195	900		X	X	28-1500	900
			19,065	300		X		28-4580	300
			12,710	200		X	X	28-4580	200
DARDEN									
RESTAURANTS									
INC	COM	237194105	1,109,862	27,050		X		28-5284	27050
			2,320,944	56,567		X	X	28-5284	55310
			49,236	1,200		X		28-1500	
DATATRAK									
INTL INC	COM	238134100	2,936	400		X	X	28-5284	400
DAVITA INC	COM	23918K108	9,032	150		X	X	28-5284	150
DAWSON									
GEOPHYSICAL									
CO	COM	239359102	5,520	200		X		28-5284	200
DAYSTAR									
TECHNOLOGIES									
INC	COM	23962Q100	13,150	1,000		X	X	28-5284	1000
DB									
COMMODITY									
INDEX									
TRACKING	UNIT BEN INT	240225102	59,850	2,500		X		28-5284	2500
DEAN FOODS									
CO NEW	COM	242370104	773,028	19,908		X		28-5284	19908
			335,647	8,644		X	X	28-5284	8544
COLUMN									
TOTAL			15,123,346						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED	ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY (A) SOLE (B) SHARE
DEARBORN							

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BANCORP INC	COM	24242R108	642,465	28,554		X		28-1500	28554	
DEBT STRATEGIES FD INC NEW	COM	24276Q109	29,745 292,764	4,500 44,291		X X		28-5284 28-5284	4500 44291	
DECKERS OUTDOOR CORP	COM	243537107	8,108	200		X		28-5284	200	
DECODE GENETICS INC	COM	243586104	21,675 867	2,500 100		X X		28-5284 28-1500	2500 100	
DECORATOR INDS INC	COM PAR \$0.20	243631207	2,876	325		X	X	28-5284	325	
DEERE & CO	COM	244199105	1,614,833 1,572,700 41,580	20,428 19,895 526		X X X		28-5284 28-5284 28-1500	20428 19220 526	
DEL MONTE FOODS CO	COM	24522P103	684,014 981,735 7,804 108,673	57,674 82,777 658 9,163		X X X X		28-5284 28-5284 28-4580 28-4580	57340 78946 658 9163	
DELAWARE INV GBL DIV & INC	COM	245916101	8,988	700		X	X	28-5284	700	
DELL INC	COM	24702R101	42,020,941 23,501,085 221,444 288,107 509,759	1,411,994 789,687 7,441 9,681 17,129		X X X X X		28-5284 28-5284 28-1500 28-4580 28-4580	1316455 752878 7441 9681 17129	4610 7441
DELPHI FINL GROUP INC	CL A	247131105	10,946	212		X	X	28-5284		
DELTA NAT GAS INC	COM	247748106	69,799 9,307 105,988	2,625 350 3,986		X X X		28-5284 28-5284 28-1500	2625 350 738	3248
DENBURY RES INC	COM NEW	247916208	11,718 222,323	370 7,020		X X		28-5284 28-5284	370 7020	
DELUXE CORP	COM	248019101	40,904 9,290	1,563 355		X X		28-5284 28-5284	1563 355	
DENDREON CORP COLUMN TOTAL	COM	24823Q107	36,102	7,665		X		28-1500	7665	
			73,076,540							

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED		ITEM 7: MANAGERS INSTR V	VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) S
DENTSPLY INTL INC NEW	COM	249030107	462,874	7,960	X	X	28-5284	7960	
DEUTSCHE TELEKOM AG	SPONSORED ADR	251566105	2,590 111,853	154 6,650	X	X	28-5284 28-11439	154 6650	
DEVELOPERS DIVERSIFIED RLTY	COM	251591103	1,648,085 414,458	30,102 7,570	X	X	28-5284 28-5284	27592 6066	4
DEVON ENERGY CORP NEW	COM	25179M103	560,317 275,693 97,016	9,160 4,507 1,586	X	X	28-5284 28-5284 28-1500	8126 4507	15
DEXCOM INC DIAGEO P L C	COM SPON ADR NEW	252131107 25243Q205	12,162 485,874 615,905 451,622 19,029	600 7,660 9,710 7,120 300	X	X	28-5284 28-5284 28-5284 28-1500 28-4580	600 1260 6510 7120 300	
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	9,657,140 1,712,672 46,540	107,901 19,136 520	X	X	28-5284 28-5284 28-4580	105061 18321 520	8
DIAMONDS TR	UNIT SER 1	252787106	4,727,558 6,376,393	42,472 57,285	X	X	28-5284 28-5284	42472 57266	
DICKS SPORTING GOODS INC	COM	253393102	91,241 35,703	2,300 900	X	X	28-5284 28-5284	2000 400	
DIEBOLD INC	COM	253651103	34,647 104,805 173,442 6,165	843 2,550 4,220 150	X	X	28-5284 28-5284 28-1500 28-4580	843 2550 4220 150	
DIGENE CORP	COM	253752109	15,014	384	X	X	28-5284	384	
DIGI INTL INC	COM	253798102	151,360	12,970	X	X	28-5284		
DIGITAL INSIGHT CORP	COM	25385P106	6,370	175	X		28-5284	175	
DIGITAL RIV INC	COM	25388B104	21,805 1,747,017 38,900	500 40,060 892	X	X	28-5284 28-5284 28-1500	500 40060 892	
COLUMN TOTAL			30,104,250						

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FILE NO. 28- AS OF 03/3

ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) S
DIGITAS INC	COM	25388K104	4,608	320	X		28-5284	320	
DIME CMNTY BANCSHARES	COM	253922108	122,145	8,500	X	X	28-5284		8
DILLARDS INC	CL A	254067101	13,020	500	X	X	28-5284	500	
DIME BANCORP INC NEW	*W EXP 99/99/9	25429Q110	357	2,100	X		28-5284	2000	
			340	2,000	X	X	28-5284		2
DIODES INC	COM	254543101	1,691,540	40,760	X	X	28-5284	40760	
DIONEX CORP	COM	254546104	53,119	864	X	X	28-5284	864	
DIRECT GEN CORP	COM	25456W204	17,010	1,000	X		28-5284	1000	
DIRECTV GROUP INC	COM	25459L106	553,516	33,751	X		28-5284	13830	
			173,463	10,577	X	X	28-5284	9922	
			4,920	300	X	X	28-1500	300	
			148	9	X		28-4580	9	
			2,509	153	X	X	28-4580	153	
DISCOVERY LABORATORIES INC N	COM	254668106	7,330	1,000	X		28-5284	1000	
DISCOVERY HOLDING CO	CL A COM	25468Y107	467,385	31,159	X		28-5284	7399	
			267,300	17,820	X	X	28-5284	3210	
			44,085	2,939	X	X	28-1500	2939	
DISNEY WALT CO	COM DISNEY	254687106	81,327,324	2,916,003	X		28-5284	2762646	
			39,724,229	1,424,318	X	X	28-5284	1373787	16
			871,423	31,245	X		28-1500	11695	19
			568,900	20,398	X		28-4580	20178	
			686,094	24,600	X	X	28-4580	22900	
DISTRIBUTED ENERGY SYS CORP	COM	25475V104	6,390	900	X		28-5284	900	
			22,543	3,175	X		28-1500	3175	
DITECH COMMUNICATIONS CORP	COM	25500M103	10,450	1,000	X		28-5284	1000	
DIVERSIFIED INCOME STRAT PTF	COM	255251100	35,880	2,000	X		28-4580	2000	
DOCUCORP INTL INC	COM	255911109	1,107	134	X	X	28-5284	134	
DOBSON COMMUNICATIONS									

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CORP	CL A	256069105	190,876	23,800	X	X	28-5284	23800
COLUMN								
TOTAL			126,868,011					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) S
DOLLAR GEN CORP	COM	256669102	507,111	28,699	X		28-5284	28699	
			164,331	9,300	X	X	28-5284	9300	
			452,635	25,616	X		28-1500		25
DOLLAR TREE STORES INC	COM	256747106	8,965	324	X		28-5284	200	
			13,835	500	X	X	28-5284	500	
DOMINION RES BLACK WARRIOR T	UNITS BEN INT	25746Q108	75,335	1,900	X		28-5284	1900	
DOMINION RES INC VA NEW	COM	25746U109	18,228,062	264,060	X		28-5284	261597	
			24,405,902	353,555	X	X	28-5284	337584	1
			82,353	1,193	X	X	28-1500	1193	
			351,777	5,096	X		28-4580	5096	
			821,388	11,899	X	X	28-4580	10089	
DOMTAR INC DONALDSON INC	COM	257561100	2,909	408	X	X	28-5284	408	
	COM	257651109	1,709,706	50,598	X		28-5284	40700	
			422,375	12,500	X	X	28-5284	12500	
			231,799	6,860	X	X	28-1500	6860	
DONEGAL GROUP INC	CL A	257701201	85,862	3,291	X		28-5284	3291	
DONEGAL GROUP INC	CL B	257701300	10,862	462	X		28-5284	462	
DONNELLEY R R & SONS CO	COM	257867101	598,482	18,291	X		28-5284	18291	
			931,473	28,468	X	X	28-5284	28268	
			81,800	2,500	X	X	28-1500	2500	
DORAL FINL CORP	COM	25811P100	1,733	150	X	X	28-5284	150	
			51,975	4,500	X	X	28-4580	4500	
DORCHESTER MINERALS LP	COM UNIT	25820R105	27,250	1,000	X	X	28-5284	1000	
			27,250	1,000	X		28-4580	1000	
DOVER CORP	COM	260003108	13,360,556	275,135	X		28-5284	247910	
			4,925,101	101,423	X	X	28-5284	97425	

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			49,483	1,019	X		28-1500	1019
			384,012	7,908	X	X	28-1500	7908
			155,392	3,200	X		28-4580	3200
DOVER								
MOTORSPORTS								
INC	COM	260174107	1,098	200	X	X	28-5284	200
COLUMN								
TOTAL			68,170,812					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHARED
DOW CHEM CO	COM	260543103	33,178,807	817,212	X		28-5284	800480	
			25,332,857	623,962	X	X	28-5284	572035	4140
			251,720	6,200	X		28-1500		6200
			159,314	3,924	X		28-4580	3924	
			737,824	18,173	X	X	28-4580	18173	
DOW JONES & CO INC	COM	260561105	190,684	4,852	X		28-5284	1952	
			521,197	13,262	X	X	28-5284	12550	
			32,423	825	X	X	28-4580	825	
DOW 30 COVERED CALL FD INC	COM	260582101	24,163	1,250	X		28-5284	1250	
DREAMWORKS ANIMATION SKG INC	CL A	26153C103	2,645	100	X		28-5284	100	
DREMAN/CLAYMORE DIVID & INC	COM	26153R100	10,066	536	X	X	28-5284	536	
DRESS BARN INC	COM	261570105	684,247	14,270	X	X	28-5284	14270	
DREW INDS INC	COM NEW	26168L205	7,110	200	X	X	28-5284	200	
DREYFUS STRATEGIC MUNS INC	COM	261932107	26,640	3,000	X		28-5284	3000	
			44,400	5,000	X	X	28-5284	5000	
DREYFUS STRATEGIC MUN BD FD	COM	26202F107	61,740	7,000	X		28-5284	7000	
			117,227	13,291	X	X	28-5284	13291	
DU PONT E I DE NEMOURS &									

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CO	COM	263534109	55,147,660	1,306,507	X		28-5284	1286111	
			81,708,261	1,935,756	X	X	28-5284	1760893	3150
			198,387	4,700	X	X	28-1500	4700	
			9,682,467	229,388	X		28-4580	229388	
			32,277,649	764,692	X	X	28-4580	759238	
DUFF & PHELPS UTIL CORP BD T	COM	26432K108	24,300	2,000	X	X	28-5284	2000	
DUKE ENERGY CORP	COM	264399106	7,842,370	269,035	X		28-5284	266135	
			7,309,625	250,759	X	X	28-5284	220959	
			63,984	2,195	X		28-4580	2195	
			58,300	2,000	X	X	28-4580	2000	
COLUMN TOTAL			255,696,067						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY (A) SOLE (B)	
					(A) SOLE	(C) OTH		(A) SOLE	(B)
DUKE REALTY CORP	COM NEW	264411505	5,701,418	150,235	X		28-5284	148285	
			9,575,089	252,308	X	X	28-5284	206633	
			37,950	1,000	X	X	28-1500	1000	
			98,670	2,600	X		28-4580	2600	
			117,645	3,100	X	X	28-4580	3100	
DUN & BRADSTREET CORP DEL NE	COM	26483E100	960,417	12,525	X		28-5284	10255	
			336,549	4,389	X	X	28-5284	4239	
			2,448,622	31,933	X	X	28-4580	31933	
DUQUESNE LT HLDGS INC	COM	266233105	80,669	4,889	X		28-5284	4289	
			283,833	17,202	X	X	28-5284	15902	
			49,500	3,000	X		28-4580	3000	
DYCOM INDS INC	COM	267475101	21,250	1,000	X		28-5284	1000	
DYNAVAX TECHNOLOGIES CORP	COM	268158102	1,206	200	X	X	28-5284	200	
DYNEGY INC NEW	CL A	26816Q101	36,480	7,600	X		28-5284	7600	
			2,880	600	X	X	28-5284	600	
EFJ INC	COM	26843B101	84,356	7,818	X	X	28-5284		
E M C CORP MASS	COM	268648102	35,898,994	2,633,822	X		28-5284	2576547	

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			9,296,478	682,060	X	X	28-5284	640534	1
			373,503	27,403	X		28-1500	2663	2
			68,150	5,000	X		28-11439	5000	
			715,084	52,464	X		28-4580	51712	
			356,302	26,141	X	X	28-4580	26141	
EMS									
TECHNOLOGIES									
INC	COM	26873N108	36,060	2,000	X		28-5284	2000	
ENSCO INTL									
INC	COM	26874Q100	2,422,472	47,084	X		28-5284	44309	
			1,300,759	25,282	X	X	28-5284	24082	
			1,235	24	X	X	28-1500	24	
ENI S P A	SPONSORED ADR	26874R108	98,291	1,725	X		28-5284	1725	
			56,980	1,000	X	X	28-5284		
EOG RES INC	COM	26875P101	42,757,632	593,856	X		28-5284	587374	
			17,396,640	241,620	X	X	28-5284	231246	
			872,856	12,123	X		28-4580	12123	
			236,880	3,290	X	X	28-4580	3290	
COLUMN									
TOTAL			131,724,850						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHOR	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SH
E ON AG	SPONSORED ADR	268780103	2,745	75	X		28-5284	75	
EPIQ SYS INC	COM	26882D109	19,000	1,000	X	X	28-5284	1000	
ESB FINL									
CORP	COM	26884F102	57,816	4,818	X	X	28-5284		
E TRADE									
FINANCIAL									
CORP	COM	269246104	45,866	1,700	X		28-5284	1700	
			53,960	2,000	X	X	28-5284	2000	
			269,800	10,000	X	X	28-1500	10000	
EAGLE									
HOSPITALITY									
PPTY TR IN	COM	26959T102	6,048	600	X		28-5284	600	
EAGLE									
MATERIALS									
INC	COM	26969P108	38,256	600	X		28-5284	600	
			43,803	687	X	X	28-5284	675	
EAGLE									
MATERIALS									
INC	CL B	26969P207	58,176	912	X	X	28-5284		
EASTERN									
AMERN									

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NAT GAS TR	SPERS RCT UNIT	276217106	82,170	3,000		X	X	28-5284	3000
EASTGROUP PPTY INC	COM	277276101	65,230	1,375		X		28-5284	1375
EASTMAN CHEM CO	COM	277432100	141,717	2,769		X		28-5284	2160
			294,592	5,756		X	X	28-5284	5756
			58,243	1,138		X	X	28-1500	1138
			15,354	300		X		28-4580	300
EASTMAN KODAK CO	COM	277461109	418,324	14,709		X		28-5284	12159
			753,603	26,498		X	X	28-5284	22398
			33,417	1,175		X	X	28-1500	1175
									9
			622,836	21,900		X		28-1143	21900
			103,237	3,630		X	X	28-4580	3630
EATON CORP	COM	278058102	1,043,471	14,300		X		28-5284	14300
			2,344,526	32,130		X	X	28-5284	32130
			1,090,318	14,942		X	X	28-1500	14942
EATON VANCE OH MUNI INCOME T	SH BEN INT	27826G109	40,493	2,783		X		28-5284	2783
EATON VANCE PA MUNI INCOME T	SH BEN INT	27826T101	23,552	1,600		X		28-5284	1600
EATON VANCE NJ MUNI INCOME T	SH BEN INT	27826V106	26,635	1,750		X		28-5284	1750
EATON VANCE CORP	COM NON VGT	278265103	861,211	31,454		X	X	28-5284	31410
EATON COLUMN TOTAL			8,614,399						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHARED
EATON VANCE INS MUN BD FD	COM	27827X101	78,725	5,316		X		28-5284	5316
			173,206	11,696		X	X	28-5284	4666
EATON VANCE ENHANCED EQ									

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INC	COM	278274105	20,190	1,028	X		28-5284	1028
			49,355	2,513	X	X	28-5284	2513
EATON VANCE ENH EQTY INC FD	COM	278277108	660	35	X	X	28-1500	35
EATON VANCE FLTING RATE INC	COM	278279104	46,104	2,550	X		28-5284	2550
			62,051	3,432	X	X	28-5284	3432
			9,040	500	X	X	28-1500	500
EATON VANCE TAX ADVT DIV INC	COM	27828G107	119,550	5,000	X		28-5284	5000
EATON VANCE LTD DUR INCOME F	COM	27828H105	108,000	6,250	X		28-5284	6250
			17,280	1,000	X	X	28-5284	1000
EATON VANCE INS NJ MUN BD FD	COM	27828R103	80,070	5,100	X		28-5284	5100
			163,123	10,390	X	X	28-5284	10390
EATON VANCE TX ADV GLBL DIV	COM	27828S101	43,300	2,000	X		28-5284	2000
			238,150	11,000	X	X	28-5284	11000
EATON VANCE INS PA MUN BD FD	COM	27828W102	14,810	1,000	X		28-5284	1000
			92,370	6,237	X	X	28-5284	6237
EATON VANCE TX MNG BY WRT OP	COM	27828Y108	18,700	1,000	X	X	28-5284	1000
EATON VANCE TXMGD GL BUYWR O	COM	27829C105	52,574	2,900	X		28-5284	2900
			906,450	50,000	X	X	28-5284	50000
			60,370	3,330	X	X	28-1500	3330
EBAY INC	COM	278642103	844,623	21,657	X		28-5284	21657
			672,945	17,255	X	X	28-5284	17255
			3,595,800	92,200	X		28-11439	92200
			3,705	95	X	X	28-4580	21
ECHOSTAR COMMUNICATIONS NEW	CL A	278762109	20,909	700	X		28-5284	700
			2,091	70	X	X	28-5284	70
ECLIPSYS CORP COLUMN	COM	278856109	234,778	9,944	X		28-5284	9944
TOTAL			7,728,929					

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ITEM 1:	ITEM 2:	ITEM 3:	ITEM 4:	ITEM 5:	ITEM 6:	ITEM 7:
NAME OF ISSUER	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES OR PRINCIPAL AMOUNT	INVESTMENT DISCRETION (B) SHARED (A) SOLE (C) OTH	VOTING AUTHORITY MANAGERS INSTR V (A) SOLE (B) S

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ECOLAB INC	COM	278865100	5,747,037	150,446	X		28-5284	117096
			2,216,899	58,034	X	X	28-5284	56734
			11,727	307	X	X	28-1500	307
			52,487	1,374	X	X	28-4580	1374
ECOLLEGE								
COM	COM	27887E100	804,468	42,700	X	X	28-5284	42700
EDISON INTL	COM	281020107	1,461,066	35,480	X		28-5284	31815
			283,236	6,878	X	X	28-5284	4760
EDUCATION								
MGMT								
CORP	COM	28139T101	1,347,882	32,401	X		28-5284	32401
EDWARDS								
LIFESCIENCES								
CORP	COM	28176E108	80,040	1,840	X		28-5284	1483
			16,574	381	X	X	28-5284	381
			4,350	100	X	X	28-1500	100
EDWARDS AG								
INC	COM	281760108	49,860	1,000	X	X	28-5284	1000
EL PASO								
CORP	COM	28336L109	176,629	14,658	X		28-5284	14658
			170,688	14,165	X	X	28-5284	14165
			12,050	1,000	X	X	28-1500	1000
ELAN PLC	ADR	284131208	46,713	3,235	X		28-5284	3235
			380,263	26,334	X	X	28-5284	26334
ELDORADO								
GOLD CORP								
NEW	COM	284902103	21,510	4,500	X		28-5284	4500
ELECTRONIC								
ARTS INC	COM	285512109	5,799,171	105,979	X		28-5284	105279
			3,228,042	58,992	X	X	28-5284	55682
			13,352	244	X		28-1500	244
			98,496	1,800	X		28-4580	1800
			24,624	450	X	X	28-4580	450
ELECTRONIC								
DATA SYS								
NEW	COM	285661104	273,773	10,204	X		28-5284	10204
			1,103,813	41,141	X	X	28-5284	37391
			3,756	140	X		28-4580	140
			11,134	415	X	X	28-4580	415
EMBRAER-								
EMPRESA								
BRASILEIRA								
D	SP ADR PFD SHS	29081M102	79,596	2,160	X		28-5284	
			73,700	2,000	X	X	28-5284	2000
EMDEON								
CORP	COM	290849108	10,800	1,000	X		28-5284	1000
COLUMN								
TOTAL			23,603,736					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B)
EMERSON ELEC CO	COM	291011104	55,216,875	660,252	X		28-5284	641904	
			56,115,061	670,992	X	X	28-5284	641366	3
			292,203	3,494	X		28-1500		3
			450,682	5,389	X		28-4580	5389	
			2,509,235	30,004	X	X	28-4580	29204	
EMPIRE DIST ELEC CO	COM	291641108	6,666	300	X		28-5284	300	
EMULEX CORP	COM NEW	292475209	18,457	1,080	X		28-5284	1080	
			12,818	750	X	X	28-5284	750	
ENBRIDGE INC	COM	29250N105	14,435	500	X	X	28-5284	500	
ENBRIDGE ENERGY PARTNERS L P	COM	29250R106	365,988	8,375	X		28-5284	4490	
			691,596	15,826	X	X	28-5284	15500	
ENCANA CORP	COM	292505104	446,505	9,555	X		28-5284	9555	
			857,963	18,360	X	X	28-5284	11360	
			7,337	157	X	X	28-4580	48	
ENCORE ACQUISITION CO	COM	29255W100	48,360	1,560	X		28-5284	1560	
ENCORE WIRE CORP	COM	292562105	10,164	300	X		28-5284	300	
ENDESA S A	SPONSORED ADR	29258N107	64,300	2,000	X		28-5284		
ENERGEN CORP	COM	29265N108	4,375	125	X		28-5284	125	
			21,560	616	X	X	28-5284	616	
ENEL SOCIETA PER AZIONI	ADR	29265W108	6,336	150	X		28-5284	150	
ENERGY CONVERSION DEVICES IN	COM	292659109	4,918	100	X		28-5284	100	
			24,590	500	X	X	28-5284	500	
			227,605	4,628	X	X	28-1500	4628	
ENERGY EAST CORP	COM	29266M109	75,889	3,123	X		28-5284	3123	
			369,384	15,201	X	X	28-5284	15201	
ENERGIZER HLDGS INC	COM	29266R108	21,200	400	X		28-5284	400	
			435,501	8,217	X	X	28-5284	8217	
ENERGY PARTNERS LTD COLUMN TOTAL	COM	29270U105	3,537	150	X		28-5284		
			118,323,540						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTING AUT (A) SOLE (B)
					(A) SOLE	(C) OTH		
ENERGY								
TRANSFER								
PRTNRS L P	UNIT LTD PARTN	29273R109	58,185	1,500	X		28-5284	1500
			62,064	1,600	X	X	28-5284	1600
ENERPLUS RES FD	UNIT TR G NEW	29274D604	156,364	3,100	X		28-5284	3100
			1,377,012	27,300	X	X	28-5284	27300
			10,492	208	X	X	28-4580	42
ENGELHARD CORP	COM	292845104	138,635	3,500	X		28-5284	1000
			89,123	2,250	X	X	28-5284	950
			146,557	3,700	X	X	28-1500	3700
ENERGYSOUTH								
INC	COM	292970100	26,243	825	X	X	28-5284	
ENHANCED								
EQUITY YLD FD								
INC	COM	29332H100	24,336	1,319	X	X	28-1500	1319
ENHANCED GOVT								
FD INC	COM	29332K103	10,830	603	X	X	28-1500	603
ENNIS INC	COM	293389102	23,400	1,200	X		28-5284	1200
ENSTAR GROUP								
INC GA	COM	29358R107	134,610	1,500	X		28-5284	1500
ENTEGRIS INC	COM	29362U104	6,001	564	X		28-5284	564
			23,323	2,192	X	X	28-5284	2192
ENTERCOM								
COMMUNICATIONS								
CORP	CL A	293639100	8,376	300	X	X	28-5284	300
			103,639	3,712	X	X	28-1500	3712
ENERGY CORP								
NEW	COM	29364G103	6,439,203	93,403	X		28-5284	93103
			4,985,603	72,318	X	X	28-5284	63548
			148,221	2,150	X		28-4580	2150
			89,208	1,294	X	X	28-4580	710
ENTERPRISE								
PRODS								
PARTNERS L	COM	293792107	206,186	8,351	X		28-5284	3551
			292,354	11,841	X	X	28-5284	11841
			8,938	362	X	X	28-4580	362
ENTERTAINMENT								
PPTY TR	COM SH BEN INT	29380T105	504	12	X	X	28-5284	
ENTERRA ENERGY								
TR	TR UNIT	29381P102	8,938	650	X		28-5284	650
			4,813	350	X	X	28-5284	350
COLUMN								

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TOTAL

14,583,158

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTING A (A) SOLE
					(A) SOLE	(C) OTH		
EQUIFAX INC	COM	294429105	1,642,656	44,110	X		28-5284	44110
			333,745	8,962	X	X	28-5284	7462
			51,950	1,395	X		28-1500	1395
EQUINIX INC	COM NEW	29444U502	186,238	2,900	X		28-5284	2900
EQUITABLE RES INC	COM	294549100	2,391,259	65,496	X		28-5284	64180
			2,268,074	62,122	X	X	28-5284	62122
			103,542	2,836	X	X	28-4580	2836
EQUITY INCOME FD	UT 1 EX SR- ATT	294700703	266,592	3,092	X		28-5284	3092
			25,866	300	X	X	28-5284	100
EQUITY INNS INC	COM	294703103	16,200	1,000	X		28-5284	1000
EQUITY OFFICE PROPERTIES TRU	COM	294741103	53,929	1,606	X		28-5284	1606
			1,918,929	57,145	X	X	28-5284	54845
EQUITY ONE	COM	294752100	237,397	9,666	X	X	28-5284	9666
EQUITY RESIDENTIAL	SH BEN INT	29476L107	11,651	249	X		28-5284	249
			319,810	6,835	X	X	28-5284	4525
EQUITY RESIDENTIAL	PFD CONV E 7%	29476L883	15,300	300	X	X	28-5284	300
ERESEARCHTECHNOLOGY INC	COM	29481V108	3,598	250	X		28-1500	250
ERICSSON L M TEL CO	ADR B SEK 10	294821608	313,604	8,314	X		28-5284	8314
			3,772	100	X	X	28-5284	100
ERIE INDY CO	CL A	29530P102	9,821,413	186,577	X		28-5284	186577
			25,748,277	489,139	X	X	28-5284	489139
ESCALADE INC	COM	296056104	398,497	35,933	X		28-1500	35933
ESCO TECHNOLOGIES INC	COM	296315104	20,260	400	X	X	28-5284	400
ESSEX CORP	COM	296744105	48,444	2,200	X	X	28-1500	2200
ESSEX PPTY TR INC	COM	297178105	5,437	50	X	X	28-5284	50
ETABLISSEMENTS DELHAIZE FRER	SPONSORED ADR	29759W101	23,881	334	X		28-5284	334
COLUMN TOTAL			46,230,321					

FILE NO. 28-

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED		ITEM 7: MANAGERS INSTR V	VOTING A ----- (A) SOLE
					(A) SOLE	(C) OTH		
ETHAN ALLEN INTERIORS INC	COM	297602104	186,611 8,404 50,424	4,441 200 1,200	X X X	X X X	28-5284 28-5284 28-4580	4441 200 1200
EVERGREEN INCOME ADVANTAGE F	COM SHS	30023Y105	49,105	3,500	X		28-5284	3500
EVERGREEN MANAGED INCOME FD	COM SHS	30024Y104	64,880	4,000	X	X	28-5284	4000
EVERGREEN SOLAR INC	COM	30033R108	14,984 15,400	973 1,000	X X	X X	28-5284 28-5284	973 1000
EVERGREEN UTLS & HIGH INCM F	COM	30034Q109	16,912	797	X		28-5284	797
EXACT SCIENCES CORP	COM	30063P105	1,535	500	X		28-5284	500
EXELON CORP	COM	30161N101	54,391,886 29,852,845 275,080 1,566,157 1,016,421	1,028,202 564,326 5,200 29,606 19,214	X X X X X	X X	28-5284 28-5284 28-1500 28-4580 28-4580	1009443 516548 29061 19104
EXPEDIA INC DEL	COM	30212P105	10,135 3,041 81,080	500 150 4,000	X X X	X X X	28-5284 28-5284 28-1500	500 150 4000
EXPEDIA INC DEL	*W EXP 02/04/2	30212P121	475	50	X	X	28-5284	50
EXPEDITORS INTL WASH INC	COM	302130109	8,639 69,112	100 800	X X	X X	28-5284 28-5284	100 800
EXPRESS SCRIPTS INC	COM	302182100	1,961,752 343,601	22,318 3,909	X X	X X	28-5284 28-5284	21318 2409
EZCORP INC	CL A NON VTG	302301106	169,032	5,726	X		28-5284	5726
EXXON MOBIL								

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CORP	COM	30231G102	649,585,376	10,673,437	X		28-5284	10328709
			1,029,557,970	16,916,825	X	X	28-5284	9106673
			2,426,975	39,878	X		28-1500	145
			15,782,580	259,326	X		28-4580	258516
			55,499,695	911,924	X	X	28-4580	904741
FBL FINL GROUP INC	CL A	30239F106	37,895	1,100	X		28-5284	
COLUMN TOTAL			1,843,048,002					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHARED
FEI CO	COM	30241L109	9,925	500	X		28-5284	500	
			11,870	598	X		28-1500	598	
FLIR SYS INC	COM	302445101	27,274	960	X		28-5284	960	
			9,745	343	X	X	28-5284	298	
FMC TECHNOLOGIES INC	COM	30249U101	35,905	701	X		28-5284	701	
			21,205	414	X	X	28-5284	414	
F M C CORP	COM NEW	302491303	27,643	446	X		28-5284	446	
			7,748	125	X	X	28-5284	125	
			107,473	1,734	X	X	28-1500	1734	
FMS FINL CORP	COM	302509104	760,000	40,000	X	X	28-5284	40000	
FNB CORP PA	COM	302520101	435,554	25,471	X		28-5284	24969	
			261,904	15,316	X	X	28-5284	5420	5000
FNB FINANCIAL SERVICES CORP	COM	302526108	3,213,708	200,231	X		28-1500	200231	
FPL GROUP INC	COM	302571104	34,911,564	869,745	X		28-5284	864191	
			35,442,697	882,977	X	X	28-5284	805729	3740
			95,694	2,384	X		28-1500		2384
			499,422	12,442	X		28-4580	12442	
			1,263,206	31,470	X	X	28-4580	29616	
F N B CORP VA FACTSET RESH SYS INC	COM	302930102	1,277,648	37,600	X		28-1500	37600	
			64,308	1,450	X		28-5284	1450	
			26,610	600	X	X	28-5284	600	
FAIR ISAAC CORP	COM	303250104	7,924	200	X		28-5284	200	
			12,877	325	X	X	28-5284	325	
FAIRCHILD SEMICONDUCTOR INTL	COM	303726103	36,233	1,900	X		28-5284	1900	
			22,884	1,200	X	X	28-5284	1200	

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FAIRMONT HOTELS RESORTS INC		COM	305204109	14,751 44,700	330 1,000	X X X	28-5284 28-5284	330
FALCONBRIDGE LTD NEW 2005		COM	306104100	42,726 105,150	1,219 3,000	X X X	28-5284 28-5284	1219 3000
COLUMN TOTAL				78,798,348				

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED ----- (A) SOLE (C) OTH	ITEM 7: VOTING AUTH MANAGERS INSTR V	(A) SOLE (B)
FAMILY DLR STORES INC	COM	307000109	111,294 215,460 7,980	4,184 8,100 300	X X X X X	28-5284 28-5284 28-1500	3134 8100 300
FAMOUS DAVES AMER INC	COM	307068106	7,183	550	X	28-1500	550
FARGO ELECTRONICS INC	COM	30744P102	158,227	9,357	X X	28-5284	
FARMERS CAP BK CORP	COM	309562106	120,156 44,268	3,800 1,400	X X	28-5284 28-1500	3800 1400
FASTENAL CO FEDERAL HOME LN MTG CORP	COM	311900104	156,222	3,300	X	28-5284	3300
		313400301	39,866,062 10,314,185 861,625 170,190 103,700	653,542 169,085 14,125 2,790 1,700	X X X X X X X	28-5284 28-5284 28-1500 28-4580 28-4580	589522 163685 5240 2790 1700
FEDERAL NATL MTG ASSN	COM	313586109	25,959,878 18,758,224 39,527 182,470 149,060	505,056 364,946 769 3,550 2,900	X X X X X X X X	28-5284 28-5284 28-1500 28-4580 28-4580	501587 347546 769 3550 2900
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	815,920	10,850	X	28-5284	10850

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			2,317,814	30,822	X	X	28-5284	30822	
FEDERATED									
DEPT									
STORES INC									
DE	COM	31410H101	17,219,313	235,881	X		28-5284	230161	
			5,211,397	71,389	X	X	28-5284	66145	1
			492,896	6,752	X		28-4580	6487	
			79,278	1,086	X	X	28-4580	1086	
FEDERATED									
INVS INC									
PA	CL B	314211103	39,050	1,000	X	X	28-1500	1000	
FEDERATED									
PREM MUN									
INC FD	COM	31423P108	277,376	18,566	X		28-5284	18566	
FEDEX CORP	COM	31428X106	22,993,568	203,591	X		28-5284	198651	
			5,226,750	46,279	X	X	28-5284	43531	1
			28,235	250	X		28-1500		
			864,556	7,655	X		28-4580	7443	
			97,580	864	X	X	28-4580	849	
COLUMN									
TOTAL			152,889,444						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTH	
					(A) SOLE	(C) OTH		(A) SOLE	(B)
FERRELLGAS PARTNERS L.P.	UNIT LTD PART	315293100	39,124	1,842	X		28-5284	1842	
			25,488	1,200	X	X	28-5284	1200	
			84,960	4,000	X		28-4580	4000	
FIDELITY NATL INFORMATION SV	COM	31620M106	700,582	17,277	X		28-5284	17277	
			60,825	1,500	X	X	28-5284	1500	
FIDELITY NATL TITLE GROUP IN	CL A	31620R105	1,708	75	X		28-5284	75	
			628,907	27,620	X	X	28-5284	26971	
FIDELITY NATL FINL INC	COM	316326107	211,759	5,960	X		28-5284	5960	
			6,197,214	174,422	X	X	28-5284	170710	
FIDUCIARY CLAYMORE									

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MLP OPP F FIELDSTONE	COM	31647Q106	130,200	7,000	X		28-5284	7000
INVT CORP FIFTH THIRD	COM	31659U300	11,800	1,000	X	X	28-5284	1000
BANCORP	COM	316773100	32,082,454	815,103	X		28-5284	793360
			3,493,318	88,753	X	X	28-5284	70169
			789,129	20,049	X		28-1500	4592
			11,808	300	X	X	28-4580	300
FINISH LINE INC	CL A	317923100	8,225	500	X		28-5284	500
			208,175	12,655	X		28-1500	1050
FIRST AMERN CORP CALIF	COM	318522307	184,052	4,700	X		28-5284	1200
FIRST BANCORP N C	COM	318910106	20,903	934	X		28-5284	934
FIRST COMWLTH FINL CORP PA	COM	319829107	260,215	17,750	X		28-5284	17750
			517,425	35,295	X	X	28-5284	30745
FIRST CONSULTING GROUP INC	COM	31986R103	29,560	4,000	X		28-5284	4000
FIRST DATA CORP	COM	319963104	57,714,031	1,232,679	X		28-5284	1158059
			16,072,697	343,287	X	X	28-5284	335622
			787,747	16,825	X		28-1500	7475
			28,092	600	X		28-4580	600
			81,092	1,732	X	X	28-4580	1732
FIRST FINL BANCORP OH	COM	320209109	232,960	14,000	X	X	28-5284	14000
FIRST FINL CORP IND COLUMN TOTAL	COM	320218100	2,682	90	X		28-1500	90
			120,617,132					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHARED
FIRST FINL SVC CORP	COM	32022D108	505,481	16,855		X	28-5284	16855	
			2,369	79		X	28-1500	79	
FIRST FINL HLDGS									

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INC	COM	320239106	57,060	1,800	X		28-5284	900	
			41,210	1,300	X	X	28-5284		
FIRST FRANKLIN CORP	COM	320272107	545,398	32,600	X		28-5284	32600	
FIRST HORIZON PHARMACEUTICAL	COM	32051K106	12,605	500	X		28-5284	500	
FIRST HORIZON NATL CORP	COM	320517105	1,224,510	29,400	X		28-5284	29400	
			195,755	4,700	X	X	28-5284	2700	2000
			74,595	1,791	X	X	28-1500	1791	
1ST INDEPENDENCE FINL GRP IN	COM	32053S107	26,341	1,484	X		28-5284	1484	
FIRST INDUSTRIAL REALTY TRUS	COM	32054K103	66,170	1,550	X		28-5284	1550	
			59,766	1,400	X	X	28-5284	1400	
FIRST ISRAEL FD INC	COM	32063L100	8,050	500	X		28-5284	500	
FIRST MARBLEHEAD CORP	COM	320771108	1,301,825	30,100	X	X	28-5284	30100	
FIRST NIAGARA FINL GP INC	COM	33582V108	98,222	6,700	X		28-5284	3900	
			57,174	3,900	X	X	28-5284		
FIRST POTOMAC RLTY TR	COM	33610F109	21,188	750	X		28-5284	750	
			12,797	453	X	X	28-1500	453	
FIRST PL FINL CORP	COM	33610T109	11,160	450	X	X	28-5284		
FIRST REP BK SAN FRANCISCO	COM	336158100	153,171	4,050	X		28-5284	4050	
FIRST ST FINL CORP FLA	COM	33708M206	14,746	928	X		28-1500	928	
FIRST TR VALUE LINE DIV FD	COM SHS	33735A100	105,574	7,246	X		28-5284	7246	
FIRST W VA BANCORP INC	COM	337493100	19,342	1,018	X		28-5284	1018	
FISERV INC	COM	337738108	3,936,386	92,512	X		28-5284	88512	
			395,375	9,292	X	X	28-5284	5992	
COLUMN TOTAL			8,946,270						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED ----- (A) SOLE (C) OTH	ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHOR ----- (A) SOLE (B) SH
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FIRSTFED FINL CORP	COM	337907109	83,734 23,924	1,400 400	X X	X	28-5284 28-5284	400 400
FIRSTMERIT CORP	COM	337915102	444	18	X	X	28-5284	
FLAGSTAR BANCORP INC	COM	337930101	90,600	6,000	X		28-5284	6000
FIRSTENERGY CORP	COM	337932107	466,653 757,510 20,783 14,670	9,543 15,491 425 300	X X X X		28-5284 28-5284 28-1500 28-4580	8943 13460 425 300
FISHER SCIENTIFIC INTL INC	COM NEW	338032204	140,183 285,538 3,403	2,060 4,196 50	X X X		28-5284 28-5284 28-1500	160 2876 50
FIVE STAR QUALITY CARE INC	COM	33832D106	54	5	X		28-5284	5
FLAHERTY & CRMN/ CLYMR PFD SE	COM SHS	338478100	113,313	5,720	X	X	28-5284	5720
FLAHERTY & CRUMRINE PFD INC	COM	33848E106	46,482	4,056	X		28-5284	4056
FLAHERTY & CRUMRINE PFD INC	COM	338480106	14,472	900	X	X	28-5284	900
FLORIDA EAST COAST INDS	COM	340632108	5,390 64,680	100 1,200	X X		28-5284 28-5284	100 1200
FLORIDA ROCK INDS INC	COM	341140101	52,678 2,782,159	937 49,487	X X		28-5284 28-5284	937 49487
FLUOR CORP NEW	COM	343412102	239,296 495,838 257,400	2,789 5,779 3,000	X X X		28-5284 28-5284 28-1500	2789 5229 3000
FLOWSERVE CORP	COM	34354P105	2,042	35	X		28-5284	35
FOCUS MEDIA HLDG LTD	SPONSORED ADR	34415V109	11,604	200	X		28-5284	200
FOOT LOCKER INC	COM	344849104	1,125,942	47,150	X	X	28-5284	23650
COLUMN TOTAL			7,098,792					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) S
FORD MTR CO DEL	COM PAR \$0.01	345370860	397,554	49,944	X		28-5284	49595	
			622,552	78,210	X	X	28-5284	75488	1
			7,960	1,000	X		28-1500		10
			444,964	55,900	X		28-11439	55900	
			16,971	2,132	X		28-4580	2132	
			19,900	2,500	X	X	28-4580	1500	
FORD MTR CO CAP TR II	PFD TR CV6.5%	345395206	6,010	200	X		28-5284	200	
			8,414	280	X	X	28-5284	280	
FORDING CDN COAL TR	TR UNIT	345425102	56,035	1,475	X		28-5284	1475	
			399,655	10,520	X	X	28-5284	6020	
			9,498	250	X	X	28-1500	250	
			86,617	2,280	X	X	28-4580	2280	
FOREST CITY ENTERPRISES INC	CL A	345550107	75,440	1,600	X	X	28-5284		
FOREST LABS INC	COM	345838106	571,264	12,800	X		28-5284	12300	
			258,095	5,783	X	X	28-5284	5783	
			10,711	240	X	X	28-4580	240	
FOREST OIL CORP	COM PAR \$0.01	346091705	11,154	300	X	X	28-5284	300	
			11,154	300	X	X	28-1500	300	
FORTUNE BRANDS INC	COM	349631101	47,018,336	583,137	X		28-5284	567053	
			51,403,721	637,526	X	X	28-5284	534001	25
			282,528	3,504	X		28-1500		35
			568,280	7,048	X		28-4580	7048	
			496,681	6,160	X	X	28-4580	6160	
FORTUNE BRANDS INC	PFD CV \$2.67	349631200	53,000	100	X		28-5284	100	
FOSSIL INC FOUNDATION COAL HLDGS INC	COM	349882100	22,296	1,200	X		28-1500	1200	
		35039W100	20,570	500	X		28-5284	500	
			32,912	800	X	X	28-5284	800	
FOUNDRY NETWORKS INC	COM	35063R100	16,344	900	X		28-5284	900	
FOUR SEASONS HOTEL INC	LTD VTG SH	35100E104	12,675	250	X	X	28-5284	250	
FRANKLIN CR MGMT									

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CORP COM NEW 353487200 2,490 300 X 28-5284 300
 COLUMN
 TOTAL 102,943,781

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTING AUTH	
					(A) SOLE	(C) OTH		(A) SOLE	(B)
FRANKLIN RES INC	COM	354613101	24,149,754 7,546,551 47,120 447,734 49,005	256,258 80,078 500 4,751 520	X X X X X		28-5284 28-5284 28-1500 28-4580 28-4580	247753 75537 500 4671 520	
FREEMONT- MCMORAN COPPER & GO	CL B	35671D857	255,696 242,547 4,961 373,622	4,278 4,058 83 6,251	X X X X		28-5284 28-5284 28-1500 28-4580	4278 3192 83 6251	
FREESCALE SEMICONDUCTOR INC	COM CL A	35687M107	139	5	X	X	28-5284		
FREESCALE SEMICONDUCTOR INC	CL B	35687M206	288,864 877,254 916 361 1,194	10,402 31,590 33 13 43	X X X X X		28-5284 28-5284 28-1500 28-4580 28-4580	10402 31590 33 13 43	
FREMONT GEN CORP	COM	357288109	10,780 21,560 11,083,996	500 1,000 514,100	X X X		28-5284 28-5284 28-1500	500 1000 514100	
FRESENIUS MED CARE AG	SPONSORED ADR	358029106	22,475	564	X	X	28-5284	564	
FRIEDMAN BILLINGS RAMSEY GRO	CL A	358434108	27,202 178,220	2,900 19,000	X X		28-5284 28-5284	2900 3000	
FRONTIER OIL CORP	COM	35914P105	1,365,644	23,010	X	X	28-5284	23010	
FUELCELL ENERGY INC	COM	35952H106	6,159 29,822	537 2,600	X X		28-5284 28-5284	537 2600	
FUEL-TECH N V	COM	359523107	1,599	100	X		28-5284	100	

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FULTON FINL CORP PA	COM	360271100	249,444	14,511	X		28-5284	13564
			2,975,125	173,073	X	X	28-5284	167177
			47,376	2,756	X		28-4580	2756
G & K SVCS INC	CL A	361268105	42,540	1,000	X		28-5284	1000
			127,620	3,000	X	X	28-5284	3000
COLUMN TOTAL			50,475,280					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) S
GATX CORP	COM	361448103	10,323	250	X		28-5284	250	
			19,159	464	X	X	28-5284	464	
GEO GROUP INC	COM	36159R103	43,342	1,300	X		28-5284	1300	
GFI GROUP INC	COM	361652209	5,191	100	X	X	28-5284	100	
GMH CMNTYS TR	COM	36188G102	46,560	4,000	X		28-5284	4000	
GABELLI GLOBAL MULTIMEDIA TR	COM	36239Q109	11,812	1,138	X		28-5284	1138	
GABELLI EQUITY TR INC	COM	362397101	221,232	26,058	X		28-5284	26058	
			19,892	2,343	X	X	28-5284	2343	
GABELLI UTIL TR	COM	36240A101	11,159	1,229	X		28-5284	1229	
GABELLI DIVD & INCOME TR	COM	36242H104	11,040	600	X	X	28-1500	600	
			36,800	2,000	X		28-4580	2000	
GALLAGHER ARTHUR J & CO	COM	363576109	119,583	4,300	X		28-5284		
			16,686	600	X	X	28-5284	600	
GALLAHER GROUP PLC	SPONSORED ADR	363595109	2,337,397	40,196	X		28-5284	35480	
			10,697,856	183,970	X	X	28-5284	183250	
			66,989	1,152	X		28-4580	1152	

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GAMESTOP CORP NEW	CL A	36467W109	23,570	500	X		28-5284	500
GAMESTOP CORP NEW	CL B	36467W208	5,502	127	X		28-5284	
			223,748	5,165	X	X	28-5284	5165
GANNETT INC	COM	364730101	28,275,589	471,889	X		28-5284	456574
			12,223,860	204,003	X	X	28-5284	195793
			151,538	2,529	X		28-1500	2529
			307,509	5,132	X	X	28-1500	5132
			152,796	2,550	X		28-4580	2550
			623,887	10,412	X	X	28-4580	10412
GAP INC DEL	COM	364760108	38,014	2,035	X		28-5284	2035
			125,100	6,697	X	X	28-5284	3797
GARDNER DENVER INC	COM	365558105	8,802	135	X		28-5284	135
			17,604	270	X	X	28-5284	270
COLUMN TOTAL			55,852,540					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B)
GARTNER INC	COM	366651107	3,613	259	X	X	28-5284	259	
			3,864	277	X	X	28-4580	277	
GASTAR EXPL LTD	COM	367299104	2,130	500	X	X	28-5284	500	
GATEWAY INC	COM	367626108	63,948	29,200	X		28-5284	29200	
GEN-PROBE INC NEW	COM	36866T103	33,072	600	X	X	28-5284	600	
GEMSTAR-TV GUIDE INTL INC	COM	36866W106	3,060	1,000	X	X	28-5284	1000	
GENAERA CORP	COM	36867G100	16,800	12,000	X		28-5284	12000	
GENENTECH INC	COM NEW	368710406	500,975	5,928	X		28-5284	5928	
			775,295	9,174	X	X	28-5284	6974	
			253,530	3,000	X	X	28-1500	3000	
			67,608	800	X	X	28-4580	800	
GENERAL AMERN INVS INC	COM	368802104	76,323	2,017	X	X	28-5284	2017	
GENERAL COMMUNICATION INC	CL A	369385109	87,217	7,214	X		28-1500	7214	
GENERAL DYNAMICS									

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CORP	COM	369550108	9,568,721	149,558	X		28-5284	115426
			7,428,846	116,112	X	X	28-5284	111212
			12,796	200	X		28-4580	200
			12,796	200	X	X	28-4580	200
GENERAL								
ELECTRIC CO	COM	369604103	559,931,359	16,099,234	X		28-5284	15451104
			619,753,689	17,819,255	X	X	28-5284	14866677
			3,725,877	107,127	X		28-1500	245
			1,591,185	45,750	X		28-11439	45750
			14,614,626	420,202	X		28-4580	418892
			14,964,547	430,263	X	X	28-4580	425283
GENERAL								
GROWTH PPTYS								
INC	COM	370021107	25,412	520	X		28-5284	520
			2,307,983	47,227	X	X	28-5284	47227
			4,496	92	X	X	28-4580	19
GENERAL MLS								
INC	COM	370334104	11,535,934	227,623	X		28-5284	219003
			14,437,617	284,878	X	X	28-5284	274352
			42,825	845	X		28-1500	
			39,277	775	X		28-4580	775
			420,644	8,300	X	X	28-4580	7900
COLUMN								
TOTAL			1,262,306,065					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTING AUTH (A) SOLE (B)
					(A) SOLE	(C) OTH		
GENERAL MTRS CORP	COM	370442105	1,373,914	64,594	X		28-5284	43936
			1,915,023	90,034	X	X	28-5284	86764
			78,699	3,700	X		28-11439	3700
			68,936	3,241	X		28-4580	3241
			6,445	303	X	X	28-4580	303
GENEREX BIOTECHNOLOGY								
CP DEL	COM	371485103	15,350	5,000	X		28-5284	5000
GENESCO INC	COM	371532102	867,247	22,300	X	X	28-5284	22300
GENESEE & WYO INC	CL A	371559105	614	20	X		28-5284	20
			804,491	26,222	X	X	28-5284	18722
GENESIS HEALTHCARE								
CORP	COM	37184D101	8,788	200	X	X	28-5284	200
GENTEX CORP	COM	371901109	22,698	1,300	X	X	28-5284	1300

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GENESIS ENERGY			158,013	9,050	X		28-1500	9050
L P	UNIT LTD PARTN	371927104	6,240	500	X		28-5284	500
GENLYTE GROUP								
INC	COM	372302109	5,111	75	X	X	28-5284	75
GENOMIC								
HEALTH INC	COM	37244C101	51,850	5,000	X		28-5284	5000
GENTA INC	COM NEW	37245M207	4,320	2,000	X	X	28-5284	2000
GENTEK INC	COM NEW	37245X203	62	3	X		28-5284	3
GENUINE PARTS								
CO	COM	372460105	995,248	22,707	X		28-5284	22707
			2,834,223	64,664	X	X	28-5284	62639
			166,554	3,800	X	X	28-1500	3800
			289,278	6,600	X	X	28-4580	6600
GENWORTH FINL								
INC	COM CL A	37247D106	35,937	1,075	X	X	28-5284	1075
GENZYME CORP	COM	372917104	30,989,496	461,016	X		28-5284	451171
			8,378,973	124,650	X	X	28-5284	113416
			16,133	240	X	X	28-1500	240
			778,542	11,582	X		28-4580	11252
			110,577	1,645	X	X	28-4580	1645
GEORGIA GULF								
CORP	COM PAR \$0.01	373200203	20,792	800	X		28-5284	600
COLUMN								
TOTAL			50,003,554					

FILE NO. 28-

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTING AU ----- (A) SOLE (
					(A) SOLE	(C) OTH		
GERDAU								
AMERISTEEL								
CORP	COM	37373P105	19,530	2,100	X		28-5284	2100
			9,300	1,000	X	X	28-5284	1000
GERMAN AMERN								
BANCORP	COM	373865104	41,489	3,087	X		28-5284	3087
			361,939	26,930	X		28-1500	26930
GETTY IMAGES INC	COM	374276103	78,624	1,050	X		28-5284	1050
			14,976	200	X	X	28-5284	200
GETTY RLTY CORP								
NEW	COM	374297109	5,820	200	X		28-5284	200
			29,100	1,000	X	X	28-5284	1000
GILEAD SCIENCES								
INC	COM	375558103	5,116,848	82,238	X		28-5284	80123
			7,642,545	122,831	X	X	28-5284	120931
			37,332	600	X		28-1500	

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GILDAN									
ACTIVEWEAR INC	COM	375916103	7,128	150	X		28-5284		
			1,219,838	25,670	X	X	28-5284	25670	
GLADSTONE COML									
CORP	COM	376536108	14,783	730	X	X	28-1500	730	
GLADSTONE INVT									
CORP	COM	376546107	89,407	5,921	X	X	28-1500	5921	
GLATFELTER	COM	377316104	8,379,285	457,135	X		28-5284	456935	
			39,127,860	2,134,635	X	X	28-5284	2133435	
GLAXOSMITHKLINE									
PLC	SPONSORED ADR	37733W105	18,725,934	357,980	X		28-5284	355250	
			32,958,229	630,056	X	X	28-5284	620729	
			7,010	134	X		28-1500		
			117,593	2,248	X		28-4580	2248	
			900,674	17,218	X	X	28-4580	17218	
GLENAYRE									
TECHNOLOGIES									
INC	COM	377899109	7,875	1,500	X		28-5284	1500	
			1,575	300	X	X	28-5284	300	
GLIMCHER RLTY TR	SH BEN INT	379302102	118,343	4,167	X		28-5284	4167	
			147,680	5,200	X	X	28-1500	5200	
GLOBAL HIGH									
INCOME DLR FD									
IN	COM	37933G108	16,611	1,050	X		28-5284	1050	
GLOBAL PMTS INC	COM	37940X102	1,325	25	X	X	28-5284		
GLOBAL POWER									
EQUIPMENT INC	COM	37941P108	770	200	X	X	28-5284	200	
COLUMN									
TOTAL			115,199,423						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHARE
GLOBECOMM SYSTEMS									
INC	COM	37956X103	55,500	7,500	X	X	28-5284	7500	
GMX RES INC	COM	38011M108	3,745	100	X	X	28-5284	100	
GOLD FIELDS SPONSORED									
LTD NEW	ADR	38059T106	34,706	1,579	X		28-5284	1579	
GOLDCORP									
INC NEW	COM	380956409	88,043	3,010	X		28-5284	3010	
			81,900	2,800	X	X	28-5284	2800	
GOLDEN									
WEST FINL									
CORP DEL	COM	381317106	1,797,856	26,478	X		28-5284	24978	

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			348,734	5,136	X	X	28-5284	2146	990
GOLDMAN SACHS GROUP INC									
COM	38141G104	73,553,653	468,614	X		28-5284	457508		
		24,386,090	155,365	X	X	28-5284	148812		4090
		58,703	374	X		28-1500			374
		1,634,738	10,415	X		28-4580	10198		
		831,260	5,296	X	X	28-4580	5237		
GOODRICH CORP									
COM	382388106	115,174	2,641	X		28-5284	2641		
		31,312	718	X	X	28-5284	718		
GOODYEAR TIRE & RUBR CO									
COM	382550101	3,417	236	X		28-5284	236		
		172,312	11,900	X	X	28-5284	10946		
		37,648	2,600	X		28-11439	2600		
GOOGLE INC									
CL A	38259P508	353,340	906	X		28-5284	906		
		497,640	1,276	X	X	28-5284	1246		
		27,300	70	X	X	28-1500	70		
		39,000	100	X		28-4580	100		
		3,120	8	X	X	28-4580	2		
GORMAN RUPP CO									
COM	383082104	45,750	1,875	X		28-5284	1875		
GRACE W R & CO DEL NEW									
COM	38388F108	15,069	1,133	X	X	28-5284	220		
GRACO INC									
COM	384109104	477,015	10,500	X		28-5284	10500		
		472,472	10,400	X	X	28-5284	10400		
GRAINGER W W INC									
COM	384802104	2,162,997	28,706	X		28-5284	23112		
		1,007,430	13,370	X	X	28-5284	13370		
		331,540	4,400	X	X	28-4580	4400		
GRANITE CONSTR INC									
COM	387328107	554,952	11,400	X	X	28-5284	11400		
COLUMN TOTAL									
			109,222,416						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED ----- (A) SOLE (C) OTH	ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY ----- (A) SOLE (B) S
GRANT PRIDECO INC							
COM		38821G101	658,151	15,363	X X	28-5284	15352
			4,284	100	X X	28-4580	100

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GREAT ATLANTIC & PAC TEA INC	COM	390064103	8,383	240	X	X	28-5284	240
GREAT NORTHN IRON ORE PPTYS	CTFS BEN INT	391064102	12,911	95	X		28-5284	95
			47,569	350	X	X	28-5284	350
GREAT PLAINS ENERGY INC	COM	391164100	522,323	18,555	X		28-5284	15755
			140,750	5,000	X	X	28-5284	5000
GREATER BAY BANCORP	COM	391648102	9,498,176	342,400	X		28-1500	342400
GREATER CHINA FD INC	COM	39167B102	4,138	235	X		28-5284	235
			26,415	1,500	X	X	28-5284	1500
GREEN MTN COFFEE ROASTERS IN	COM	393122106	15,888	400	X		28-5284	400
GREENHILL & CO INC	COM	395259104	1,059,743	16,030	X	X	28-5284	16030
GREY WOLF INC	COM	397888108	3,906	525	X	X	28-5284	525
GROUP 1 AUTOMOTIVE INC	COM	398905109	128,738	2,708	X	X	28-1500	2708
GROUPE DANONE	SPONSORED ADR	399449107	61,512	2,400	X		28-5284	
			23,067	900	X	X	28-5284	900
GRUPO TELEVISIA SA DE CV	SP ADR REP ORD	40049J206	15,920	800	X		28-5284	800
GTECH HLDGS CORP	COM	400518106	6,810	200	X		28-5284	200
			2,349	69	X	X	28-4580	18
GUIDANT CORP	COM	401698105	2,709,619	34,712	X		28-5284	33712
			1,582,510	20,273	X	X	28-5284	18469
			202,956	2,600	X		28-1500	
			4,800,690	61,500	X		28-11439	61500
			16,471	211	X		28-4580	211
GUITAR CTR MGMT INC	COM	402040109	9,540	200	X	X	28-5284	200
GYMBOREE CORP	COM	403777105	5,911	227	X		28-1500	227
COLUMN TOTAL			21,568,730					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED		ITEM 7: MANAGERS INSTR V	VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) S
H & Q LIFE SCIENCES INVS	SH BEN INT	404053100	100,384 7,990	5,867 467	X		28-5284	5867	
HCA INC	COM	404119109	1,849,367 616,974	40,388 13,474	X	X	28-5284	37885	
HNI CORP	COM	404251100	82,422 277,300 283,200	1,800 4,700 4,800	X		28-1500 28-5284	11324 4700	18
HRPT PPTYS TR	COM SH BEN INT	40426W101	115,052 17,610	9,800 1,500	X		28-5284	9800	
HSBC HLDGS PLC	SPON ADR NEW	404280406	2,947,716 783,343 167,560	35,184 9,350 2,000	X	X	28-5284 28-5284 28-4580	31248 8944 2000	
HAEMONETICS CORP	COM	405024100	10,154	200	X	X	28-5284	200	
HAIN CELESTIAL GROUP INC	COM	405217100	13,095	500	X		28-5284	500	
HALLIBURTON CO	COM	406216101	6,174,206 6,913,461 67,178 858,715 25,557	84,555 94,679 920 11,760 350	X	X	28-5284 28-5284 28-1500 28-11439 28-4580	83962 89395 920 11760 350	39
JOHN HANCOCK BK &THRIFT OPP	SH BEN INT	409735107	37,017	3,860	X		28-5284	3860	
HANCOCK FABRICS INC	COM	409900107	15	4	X	X	28-1500	4	
HANCOCK JOHN INCOME SECS TR	COM	410123103	12,330	900	X	X	28-5284	900	
HANCOCK JOHN PATRIOT PFD DIV	COM	41013J107	95,475	7,500	X	X	28-5284	7500	
HANCOCK JOHN PATRIOT PREM DI	COM	41013Q101	41,700 11,859	5,000 1,422	X	X	28-5284 28-5284	5000 1422	
HANCOCK JOHN PATRIOT									

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PREM II	COM SH BEN INT	41013T105	5,635	500	X	X	28-5284	500
			11,270	1,000	X		28-4580	1000
HANCOCK								
JOHN								
TAX-ADV								
DIV INC	COM	41013V100	5,590	325	X		28-5284	325
			25,800	1,500	X	X	28-5284	1500
COLUMN								
TOTAL								
			21,557,975					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) S
HANCOCK									
JOHN PFD									
INCOME FD I	COM	41013X106	22,920	1,000	X		28-5284	1000	
HANOVER CAP									
MTG HLDGS									
INC	COM	410761100	5,357	837	X		28-5284	837	
			13,466	2,104	X	X	28-5284	2104	
HANOVER									
COMPRESSOR									
CO	COM	410768105	37,687	2,024	X		28-5284	2024	
HANOVER INS									
GROUP INC	COM	410867105	347,230	6,624	X		28-5284	6624	
			57,190	1,091	X	X	28-5284		
HANSEN NAT									
CORP	COM	411310105	12,605	100	X		28-5284	100	
			94,538	750	X	X	28-5284	750	
HANSON PLC									
NEW	SPONSORED ADR	411349103	4,047	62	X		28-5284	62	
			12,205	187	X	X	28-5284		
HARBOR FLA									
BANCSHARES									
INC	COM	411901101	68,545	1,810	X		28-5284	510	
			54,912	1,450	X	X	28-5284	250	
HARKEN									
ENERGY									
CORP	COM NEW	412552309	330	500	X	X	28-5284	500	
HARLEY									
DAVIDSON									
INC	COM	412822108	41,256,169	795,223	X		28-5284	700068	
			7,738,317	149,158	X	X	28-5284	137332	62
			615,193	11,858	X		28-1500	7069	47
HARLEYSVILLE									

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GROUP INC	COM	412824104	18,705	630	X		28-5284	630
			25,237	850	X	X	28-5284	850
HARLEYSVILLE NATL CORP PA	COM	412850109	341,236	15,006	X		28-5284	15006
			1,444,900	63,540	X	X	28-5284	63540
HARMAN INTL INDS INC	COM	413086109	1,334	12	X	X	28-5284	
HARMONIC INC	COM	413160102	77,179	12,116	X		28-1500	12116
HARRAHS ENTMT INC	COM	413619107	381,224	4,890	X		28-5284	2890
			509,625	6,537	X	X	28-5284	4721
			2,962	38	X	X	28-4580	6
HARRIS & HARRIS GROUP INC	COM	413833104	6,975	500	X		28-5284	500
			202,275	14,500	X	X	28-1500	14500
COLUMN TOTAL			53,352,363					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHARED
HARRIS CORP DEL	COM	413875105	228,505	4,832	X		28-5284	4832	
			1,305,204	27,600	X	X	28-5284	27600	
HARSCO CORP	COM	415864107	1,821,854	22,051	X		28-5284	22051	
			207,789	2,515	X	X	28-5284	2500	
HARTE-HANKS INC	COM	416196103	41,025	1,500	X		28-5284	1500	
HARTFORD FINL SVCS GROUP INC	COM	416515104	982,146	12,193	X		28-5284	12193	
			1,165,156	14,465	X	X	28-5284	13965	
			12,163	151	X		28-4580	151	
HARVEST ENERGY TR	TRUST UNIT	41752X101	116,520	4,000	X		28-5284	4000	
HASBRO INC	COM	418056107	3,671	174	X		28-5284	174	
			74,905	3,550	X	X	28-5284	3550	
HAWAIIAN ELEC INDUSTRIES	COM	419870100	48,834	1,800	X		28-5284	1800	
			99,025	3,650	X	X	28-5284	3650	
HEALTHCARE SVCS GRP INC	COM	421906108	3,204	150	X		28-5284	150	

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HEALTH CARE PPTY INVS INC	COM	421915109	664,560	23,400		X		28-5284	23400
			1,160,538	40,864		X	X	28-5284	40664
			170,400	6,000		X	X	28-1500	6000
HEALTH MGMT ASSOC INC NEW	CL A	421933102	138,048	6,400		X		28-5284	3700
			118,635	5,500		X	X	28-5284	1900
HEALTHCARE RLTY TR	COM	421946104	269,248	7,203		X		28-5284	7203
			95,020	2,542		X	X	28-5284	2535
			77,937	2,085		X	X	28-1500	2085
HEADWATERS INC	COM	42210P102	54,512	1,370		X		28-5284	1370
			44,804	1,126		X	X	28-5284	1106
HEALTH CARE REIT INC	COM	42217K106	312,420	8,200		X		28-5284	8200
			45,720	1,200		X	X	28-5284	1200
			9,525	250		X	X	28-1500	250
HEALTHAXIS INC	COM NEW	42219D308	1,650	1,000		X		28-5284	1000
HEALTHEXTRAS INC COLUMN TOTAL	COM	422211102	111,725	3,165		X	X	28-5284	
			9,384,743						

PAGE 81 OF 189 FORM 13F NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC. AS OF 03/31 FILE NO. 28-

ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHARED
HEALTH NET INC	COM	42222G108	508	10	X	X	28-5284		
HEALTHTRONICS INC	COM	42222L107	101,225	12,240	X		28-1500	12240	
HEALTHWAYS INC	COM	422245100	1,121	22	X	X	28-5284		
HEARST-ARGYLE TELEVISION INC	COM	422317107	21,024	900	X	X	28-5284	900	
HEARTLAND EXPRESS INC	COM	422347104	9,195	422	X		28-4580	422	
HEINZ H J CO	COM	423074103	24,708,369	651,592	X		28-5284	643292	
			25,149,606	663,228	X	X	28-5284	635182	1400
			172,915	4,560	X	X	28-1500	4560	
			432,288	11,400	X		28-11439	11400	
			2,636,123	69,518	X		28-4580	69518	

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			1,990,724	52,498	X	X	28-4580	52498	
HELIX ENERGY SOLUTIONS GRP I	COM	42330P107	3,790	100	X		28-5284	100	
			974,788	25,720	X	X	28-5284	25720	
HELMERICH & PAYNE INC	COM	423452101	97,748	1,400	X		28-5284	1400	
			6,982	100	X	X	28-5284	100	
HENRY JACK & ASSOC INC	COM	426281101	388,790	17,000	X		28-5284	17000	
			13,722	600	X	X	28-5284		
HERCULES INC	COM	427056106	15,180	1,100	X		28-5284	1100	
			30,415	2,204	X		28-4580	2204	
			113,767	8,244	X	X	28-4580	8244	
HERITAGE PPTY INVT TR INC	COM	42725M107	19,795	500	X		28-5284	500	
HERSHEY CO	COM	427866108	37,724,841	722,283	X		28-5284	701407	
			19,322,280	369,946	X	X	28-5284	363472	2420
			9,610	184	X	X	28-1500	184	
			319,543	6,118	X		28-4580	5754	
			120,808	2,313	X	X	28-4580	2313	
HEWLETT PACKARD CO	COM	428236103	60,806,800	1,848,231	X		28-5284	1766782	
			46,781,168	1,421,920	X	X	28-5284	1339852	15256
			66,491	2,021	X		28-1500		2021
			1,631,182	49,580	X		28-4580	48832	
			1,641,249	49,886	X	X	28-4580	49886	
COLUMN TOTAL			225,312,047						

PAGE 82 OF 189 FORM 13F NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC. AS OF 03/31 FILE NO. 28-

ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) S
HEXCEL CORP NEW	COM	428291108	81,838 4,394	3,725 200	X	X	28-5284	3725	
					X	X	28-1500	200	
HI-TECH PHARMACAL INC	COM	42840B101	16,920	600	X	X	28-5284	600	
HIGHWOODS PPTYS INC	COM	431284108	101,190 157,688	3,000 4,675	X		28-5284	3000	
					X	X	28-5284	4675	
HILB ROGAL & HOBBS CO HILLENBRAND	COM	431294107	1,851,809	44,925	X	X	28-5284	35205	

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INDS INC	COM	431573104	9,525,313	173,219	X		28-5284	29339
			153,972	2,800	X	X	28-5284	1000
HILTON HOTELS CORP	COM	432848109	149,348	5,866	X		28-5284	5866
			348,089	13,672	X	X	28-5284	12600
HINES HORTICULTURE INC	COM	433245107	69,600	20,000	X	X	28-5284	
HITACHI LIMITED	ADR 10 COM	433578507	8,851	125	X		28-5284	125
			69,040	975	X	X	28-5284	175
HOLLY CORP	COM PAR \$0.01	435758305	1,022,115	13,790	X	X	28-5284	13790
HOLOGIC INC	COM	436440101	22,140	400	X	X	28-5284	400
HOME DEPOT INC	COM	437076102	112,649,891	2,663,118	X		28-5284	2484347
			46,833,841	1,107,183	X	X	28-5284	1066325
			1,351,527	31,951	X		28-1500	13648
			821,085	19,411	X		28-4580	19411
			409,845	9,689	X	X	28-4580	9689
HOME PROPERTIES INC	COM	437306103	58,765	1,150	X		28-5284	1150
HONDA MOTOR LTD	AMERN SHS	438128308	9,381	303	X		28-5284	303
			123,840	4,000	X	X	28-5284	1800
HONEYWELL INTL INC	COM	438516106	8,983,325	210,038	X		28-5284	150332
			3,700,204	86,514	X	X	28-5284	81554
			181,986	4,255	X		28-1500	155
			470,641	11,004	X	X	28-4580	11004
HOPFED BANCORP INC	COM	439734104	56,218	3,518	X		28-1500	3518
COLUMN TOTAL			189,232,856					

PAGE 83 OF 189 FORM 13F NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC. FILE NO. 28- AS OF 03/3

ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED ----- (A) SOLE (C) OTH	ITEM 7: MANAGERS INSTR V	VOTING AUTHO (A) SOLE (B) S
HORMEL FOODS CORP	COM	440452100	399,347	11,815	X	28-5284	8215
			50,700	1,500	X	28-4580	1500
HOSPITALITY							

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PPTYS TR	COM SH BEN INT	44106M102	118,520	2,714	X		28-5284	2714	
			132,538	3,035	X	X	28-5284	3035	
HOSPIRA INC	COM	441060100	2,901,809	73,538	X		28-5284	63860	
			5,929,615	150,269	X	X	28-5284	146224	3
			126,272	3,200	X		28-1500		32
			237,076	6,008	X		28-4580	5632	
			33,541	850	X	X	28-4580	850	
HOST									
MARRIOTT									
CORP NEW	COM	44107P104	82,240	3,843	X		28-5284	3843	
			302,104	14,117	X	X	28-5284	14117	
HOT TOPIC									
INC	COM	441339108	537	37	X		28-1500	37	
HOUSTON									
EXPL CO	COM	442120101	48,326	917	X	X	28-5284	900	
HOVNANIAN									
ENTERPRISES									
INC	CL A	442487203	72,485	1,650	X	X	28-5284	1620	
HUANENG									
PWR INTL									
INC	SPON ADR N	443304100	22,232	800	X	X	28-5284	800	
HUBBELL									
INC	CL A	443510102	173,148	3,684	X		28-5284	3684	
			164,500	3,500	X	X	28-5284	1000	
HUBBELL									
INC	CL B	443510201	811,343	15,828	X		28-5284	5828	
			248,765	4,853	X	X	28-5284	3999	
			138,402	2,700	X	X	28-1500	2700	
HUDSON									
CITY									
BANCORP	COM	443683107	144,861	10,900	X		28-5284	1000	
			42,608	3,206	X	X	28-5284	3206	
HUGOTON									
RTY TR									
TEX	UNIT BEN INT	444717102	31,130	1,000	X		28-5284	1000	
			15,565	500	X	X	28-5284	500	
HUMANA INC	COM	444859102	924,955	17,568	X		28-5284	17293	
			184,275	3,500	X	X	28-5284	3500	
			46,753	888	X		28-1500		8
HUMAN									
GENOME									
SCIENCES									
INC	COM	444903108	34,784	3,200	X		28-5284	3200	
HUNT J B									
TRANS									
SVCS INC	COM	445658107	75,390	3,500	X	X	28-5284	3500	
COLUMN									
TOTAL			13,493,821						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTING AUT (A) SOLE (B)
					(A) SOLE	(C) OTH		
HUNTINGTON BANCSHARES INC	COM	446150104	2,103,267	87,164	X		28-5284	85565
			137,420	5,695	X	X	28-5284	3525
			15,564	645	X		28-1500	645
			31,634	1,311	X		28-4580	1311
			442,327	18,331	X	X	28-4580	18331
HUNTSMAN CORP	COM	447011107	9,650	500	X		28-5284	500
			19,300	1,000	X	X	28-5284	1000
HUTTIG BLDG PRODS INC	COM	448451104	5,651	607	X		28-5284	607
HYDRIL	COM	448774109	895,646	11,490	X	X	28-5284	11490
HYDROGENICS CORP	COM	448882100	3,985	1,145	X		28-5284	1145
HYPERION SOLUTIONS CORP	COM	44914M104	1,695	52	X		28-5284	52
IAC INTERACTIVECORP	*W EXP 02/04/2	44919P128	748	50	X	X	28-5284	50
IAC INTERACTIVECORP	COM NEW	44919P300	24,313	825	X		28-5284	825
			101,672	3,450	X	X	28-5284	3450
			117,880	4,000	X	X	28-1500	4000
ICT GROUP INC	COM	44929Y101	40,800	1,500	X		28-5284	1500
ICOS CORP	COM	449295104	57,330	2,600	X	X	28-5284	2600
			22,050	1,000	X	X	28-1500	1000
IHOP CORP	COM	449623107	141,423	2,950	X		28-5284	
ING PRIME RATE TR	SH BEN INT	44977W106	5,888	840	X		28-5284	840
ING CLARION REAL EST INCOME	COM SHS	449788108	44,798	2,600	X		28-5284	2600
ING CLARION GLB RE EST INCM	COM	44982G104	31,195	1,700	X		28-5284	1700
IMS HEALTH INC	COM	449934108	507,334	19,687	X		28-5284	17287
			374,567	14,535	X	X	28-5284	14267
			168,845	6,552	X	X	28-4580	6552
ISTAR FINL INC	COM	45031U101	245,375	6,410	X		28-5284	
			425,942	11,127	X	X	28-5284	11100
COLUMN TOTAL			5,976,299					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4:	ITEM 5:	INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM	
			FAIR MARKET VALUE	SHARES OR PRINCIPAL AMOUNT	(B) SHARED	(C) OTH		VOTING AUTHORITY	(A) SOLE (B) SHA
ITT EDUCATIONAL SERVICES INC	COM	45068B109	6,405	100	X	X	28-5284	100	
ITT INDS INC	COM	450911102	43,922,156	781,255	X		28-5284	763535	
			17,845,128	317,416	X	X	28-5284	293154	4040
			63,641	1,132	X	X	28-1500	1132	
			838,240	14,910	X		28-4580	14496	
			487,315	8,668	X	X	28-4580	8668	
ICICI BK LTD	ADR	45104G104	27,680	1,000	X		28-5284	1000	
			55,360	2,000	X	X	28-5284	2000	
IDACORP INC	COM	451107106	23,252	715	X		28-5284	715	
			11,935	367	X	X	28-5284	267	
IDEX CORP	COM	45167R104	57,387	1,100	X	X	28-5284		
IDEXX LABS INC	COM	45168D104	224,536	2,600	X	X	28-5284	2600	
IDERA PHARMACEUTICALS INC	COM	45168K108	630	1,000	X	X	28-5284	1000	
IGATE CORP	COM	45169U105	10,620	1,800	X		28-5284	1800	
IKON OFFICE SOLUTIONS INC	COM	451713101	6,911	485	X		28-5284	485	
IDENTIX INC	COM	451906101	6,050	760	X		28-5284	760	
			108,662	13,651	X		28-1500	13651	
ILLINOIS TOOL WKS INC	COM	452308109	31,749,940	329,664	X		28-5284	327944	
			23,368,851	242,642	X	X	28-5284	231817	670
			41,702	433	X	X	28-1500	433	
			574,489	5,965	X		28-4580	5965	
			1,992,654	20,690	X	X	28-4580	20690	
IMATION CORP	COM	45245A107	21,884	510	X		28-5284	460	
			122,551	2,856	X	X	28-5284	2856	
			25,703	599	X	X	28-4580	599	
IMAX CORP	COM	45245E109	101,500	10,000	X		28-5284	10000	
			10,150	1,000	X	X	28-5284	1000	
			68,147	6,714	X		28-1500	6714	
IMCLONE SYS INC	COM	45245W109	42,763	1,257	X		28-5284	1257	
			183,708	5,400	X		28-11439	5400	
COLUMN TOTAL			121,999,950						

ITEM 1:	ITEM 2:	ITEM 3:	ITEM 4:	ITEM 5:	ITEM 6:	ITEM 7:	ITEM
		CUSIP	FAIR MARKET	SHARES OR PRINCIPAL	INVESTMENT DISCRETION (B) SHARED	MANAGERS	VOTING AUTHORITY

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NAME OF ISSUER	TITLE OF CLASS	NUMBER	VALUE	AMOUNT	(A) SOLE	(C) OTH	INSTR V	(A) SOLE	(B) SH
IMMUCOR INC	COM	452526106	998,412	34,800	X	X	28-5284	34800	
IMPAC MTG HLDGS INC	COM	45254P102	9,640	1,000	X		28-5284	1000	
IMPERIAL CHEM INDS PLC	ADR NEW	452704505	264	11	X	X	28-5284	11	
IMPERIAL OIL LTD	COM NEW	453038408	246,804	2,295	X		28-5284	2295	
			1,470,502	13,674	X	X	28-5284	11374	
IMPERIAL TOBACCO GROUP PLC	SPONSORED ADR	453142101	35,928	600	X		28-5284	600	
			22,455	375	X	X	28-5284		
INAMED CORP	COM	453235103	5,554	60	X		28-5284	60	
INCO LTD	COM	453258402	61,365	1,230	X		28-5284	1230	
			42,606	854	X	X	28-5284	854	
INDEPENDENT BANK CORP MASS	COM	453836108	12,860	400	X		28-5284	400	
INDIA FD INC	COM	454089103	136,350	2,700	X		28-5284	2700	
			242,400	4,800	X	X	28-5284	4800	
INDONESIA FD INC	COM	455778100	4,385	500	X		28-5284	500	
INDYMAC BANCORP INC	COM	456607100	57,302	1,400	X		28-5284	1400	
			560,741	13,700	X	X	28-5284	13700	
			8,186	200	X	X	28-1500	200	
INFOSPACE INC	COM NEW	45678T201	41,925	1,500	X	X	28-5284	1500	
INFOSYS TECHNOLOGIES LTD	SPONSORED ADR	456788108	48,273	620	X		28-5284	620	
			27,251	350	X	X	28-5284		
ING GROEP N V	SPONSORED ADR	456837103	88,768	2,253	X		28-5284	2253	
			78,800	2,000	X	X	28-5284	2000	
ING GLOBAL EQTY DIV & PREM O	COM	45684E107	193,600	10,000	X		28-5284	10000	
INGRAM MICRO INC	CL A	457153104	20,460	1,023	X	X	28-5284	1000	
INNKEEPERS USA TR	COM	4576J0104	2,034	120	X	X	28-1500	120	
INPUT/OUTPUT INC	COM	457652105	67,970	7,000	X		28-5284	7000	
COLUMN TOTAL				4,484,835					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTING AUTHORITY (A) SO
					(A) SOLE	(C) OTH		
INSMED INC	COM NEW	457669208	6,548	3,358	X	X	28-5284	33
INNOVATIVE SOLUTIONS & SUPPO	COM	45769N105	5,334,108	410,316	X	X	28-5284	4103
INSPIRE PHARMACEUTICALS INC	COM	457733103	85,040	16,260	X	X	28-5284	162
INSTEEL INDUSTRIES INC	COM	45774W108	11,356	200	X		28-5284	2
			126,222	2,223	X		28-1500	22
INTEGRA LIFESCIENCES HLDGS C	COM NEW	457985208	475,368	11,600	X		28-5284	116
			12,294	300	X	X	28-5284	3
INSURED MUN INCOME FD	COM	45809F104	19,530	1,500	X	X	28-5284	
INTEGRAL SYS INC MD	COM	45810H107	53,980	2,000	X	X	28-5284	20
INTEGRA BK CORP	COM	45814P105	12,710	556	X		28-1500	5
INTEL CORP	COM	458140100	101,000,124	5,190,140	X		28-5284	50643
			102,659,985	5,275,436	X	X	28-5284	50648
			427,128	21,949	X		28-1500	
			1,932,826	99,323	X		28-4580	983
			2,130,520	109,482	X	X	28-4580	1078
INTERCONTINENTALEXCHANGE INC	COM	45865V100	27,620	400	X	X	28-5284	4
INTERDIGITAL COMMUNICATIONS	COM	45866A105	4,904	200	X		28-5284	
			155,285	6,333	X	X	28-5284	63
			6,718	274	X	X	28-1500	2
INTERLEUKIN GENETICS INC	COM	458738101	7,150	1,000	X		28-5284	10
			107,250	15,000	X	X	28-1500	150
INTERMAGNETICS GEN CORP	COM	458771102	7,515	300	X		28-5284	3
			15,932	636	X	X	28-5284	6
INTERMEC INC	COM	458786100	15,255	500	X		28-5284	5
			24,408	800	X	X	28-5284	8
INTERMUNE INC	COM	45884X103	18,540	1,000	X		28-4580	10
COLUMN TOTAL			214,678,316					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHAR

INTERNATIONAL

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BUSINESS										
MACHS	COM	459200101	119,901,978	1,453,886		X		28-5284	1411527	
			162,894,744	1,975,200		X	X	28-5284	1265905	9381
			419,525	5,087		X		28-1500	1	5086
			2,622,051	31,794		X		28-4580	31794	
			6,760,808	81,979		X	X	28-4580	81979	
INTERNATIONAL										
COAL GRP INC N	COM	45928H106	48,700	5,000		X		28-5284	5000	
			292,200	30,000		X	X	28-5284	30000	
INTERNATIONAL										
FLAVORS&FRAGRA	COM	459506101	111,368	3,245		X		28-5284	3245	
			199,056	5,800		X	X	28-5284	3900	
INTERNATIONAL										
GAME										
TECHNOLOG	COM	459902102	2,892,548	82,128		X		28-5284	78128	
			268,271	7,617		X	X	28-5284	3400	
			38,531	1,094		X		28-1500	1094	
			70,440	2,000		X	X	28-1500	2000	
			149,685	4,250		X		28-11439	4250	
			1,550	44		X	X	28-4580	10	
INTL PAPER CO	COM	460146103	6,083,352	175,972		X		28-5284	174622	
			4,473,427	129,402		X	X	28-5284	126604	
			123,553	3,574		X		28-4580	3474	
			208,561	6,033		X	X	28-4580	6033	
INTERNATIONAL										
RECTIFIER CORP	COM	460254105	207,150	5,000		X		28-5284	5000	
INTERNATIONAL										
SECS EXCH INC	CL A	46031W204	14,578	350		X	X	28-5284	350	
INTERNATIONAL										
SHIPHOLDING CO	COM NEW	460321201	46,677	3,031		X		28-5284	3031	
INTERNATIONAL										
SPEEDWAY CORP	CL A	460335201	2,545	50		X		28-5284	50	
			137,430	2,700		X	X	28-5284	2700	
INTERNET CAP										
GROUP INC	COM NEW	46059C205	432,095	45,870		X		28-5284	45870	
			94	10		X	X	28-5284	10	
INTERSIL CORP	CL A	46069S109	6,941	240		X		28-5284	240	
INTERPUBLIC										
GROUP COS INC	COM	460690100	118,946	12,442		X		28-5284	12442	
			75,524	7,900		X	X	28-5284	4200	
INTERSTATE										
HOTELS &										
RESRTS I	COM	46088S106	286,439	53,540		X		28-5284	53540	
COLUMN										
TOTAL			308,888,767							

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ITEM 3: ITEM 4: FAIR ITEM 5: SHARES OR ITEM 6: INVESTMENT DISCRETION (B) SHARED ITEM 7: VOTING AUTHORITY

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	CUSIP NUMBER	MARKET VALUE	PRINCIPAL AMOUNT	(A) SOLE	(C) OTH	MANAGERS INSTR V	(A) SOLE	(B) S
INTRAWEST CORPORATION	COM NEW	460915200	163,599	4,785			28-5284		
INTERVEST BANCSHARES CORP	CL A	460927106	16,444	455	X		28-5284	455	
			72,280	2,000	X	X	28-5284		20
			9,743,344	269,600	X		28-1500	269600	
INTUITIVE SURGICAL INC	COM NEW	46120E602	590,000	5,000	X		28-5284		
			906,830	7,685	X	X	28-5284	7685	
INTUIT	COM	461202103	12,766	240	X		28-5284	240	
			105,316	1,980	X	X	28-5284	1980	
INVESTMENT TECHNOLOGY GRP NE	COM	46145F105	7,470	150	X	X	28-5284	150	
INVESTORS BANCORP INC	COM	46146P102	2,788	200	X	X	28-5284	200	
INVITROGEN CORP	COM	46185R100	9,818	140	X	X	28-5284	140	
INVESTORS FINL SERVICES CORP	COM	461915100	121,862	2,600	X	X	28-5284		26
IOWA TELECOMM SERVICES INC	COM	462594201	66,780	3,500	X	X	28-5284	3500	
IPSCO INC	COM	462622101	20,818	200	X	X	28-5284	200	
IRON MTN INC	COM	462846106	308,606	7,575	X		28-5284	7575	
			84,943	2,085	X	X	28-5284	2085	
IRWIN FINL CORP	COM	464119106	139,176	7,200	X		28-5284	7200	
ISHARES COMEX GOLD TR	ISHARES	464285105	29,115	500	X		28-5284	500	
			285,327	4,900	X	X	28-5284	4900	
ISHARES INC	MSCI AUSTRALIA	464286103	23,463	1,172	X		28-5284	1172	
			292,492	14,610	X	X	28-5284	14610	
ISHARES INC	MSCI AUSTRIA	464286202	124,036	3,987	X		28-5284	3987	
ISHARES INC	MSCI BRAZIL	464286400	19,975	500	X	X	28-5284	500	
			64,959	1,626	X	X	28-1500	1626	
			6,472	162	X	X	28-4580	37	
ISHARES INC	MSCI CDA INDEX	464286509	120,513	5,100	X		28-5284	5100	
			450,152	19,050	X	X	28-5284	19050	
COLUMN TOTAL			13,789,344						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED		ITEM 7: MANAGERS INSTR V	VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B)
ISHARES INC	MSCI EMU INDEX	464286608	5,937,530	68,130		X	28-5284	68130	
			95,865	1,100	X	X	28-5284	700	
			917,777	10,531	X		28-4580	10531	
ISHARES INC	MSCI PAC J IDX	464286665	1,823,004	20,918	X	X	28-4580	20218	
			35,070,617	334,165	X		28-5284	329124	
			3,770,749	35,929	X	X	28-5284	34929	
ISHARES INC	MSCI SINGAPORE	464286673	1,267,586	12,078	X		28-4580	12078	
			4,107,218	39,135	X	X	28-4580	37435	
			35,120	4,000	X		28-5284	4000	
ISHARES INC	MSCI FRANCE	464286707	46,912	5,343	X	X	28-5284	5343	
			60,301	6,868	X	X	28-4580	6868	
			13,145	450	X		28-5284	450	
ISHARES INC	MSCI TAIWAN	464286731	12,730	1,000	X		28-5284	1000	
ISHARES INC	MSCI SWITZERLD	464286749	39,781	3,125	X	X	28-5284	3125	
			20,930	1,000	X		28-5284	1000	
			308,194	14,725	X	X	28-5284	14725	
ISHARES INC	MSCI SWEDEN	464286756	3,091	120	X		28-5284	120	
ISHARES INC	MSCI S KOREA	464286772	46,650	1,000	X	X	28-5284	1000	
			54,114	1,160	X	X	28-1500	1160	
			6,718	144	X	X	28-4580	33	
ISHARES INC	MSCI STH AFRCA	464286780	46,924	408	X	X	28-1500	408	
ISHARES INC	MSCI MEXICO	464286822	7,668	200	X	X	28-5284	200	
			46,775	1,220	X	X	28-1500	1220	
			30,254	4,050	X	X	28-5284	4050	
ISHARES INC	MSCI MALAYSIA	464286830	18,675	2,500	X	X	28-1500	2500	
			25,751,866	1,788,324	X		28-5284	1786113	
			6,397,502	444,271	X	X	28-5284	440971	
ISHARES INC	MSCI JAPAN	464286848	1,236,384	85,860	X		28-4580	85860	
			5,152,896	357,840	X	X	28-4580	344702	
			92,326,976						
COLUMN TOTAL									

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED		ITEM 7: MANAGERS INSTR V	VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B)

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ISHARES INC	MSCI HONG KONG 464286871	15,176	1,125	X	28-5284	1125
		20,235	1,500	X X	28-5284	1500
		2,469	183	X X	28-4580	
ISHARES TR	S&P 100 IDX FD 464287101	1,554,964	26,333	X	28-5284	24505
		1,471,703	24,923	X X	28-5284	24923
		103,397	1,751	X	28-4580	1751
		43,343	734	X X	28-4580	734
ISHARES TR	DJ SEL DIV INX 464287168	23,704,049	378,055	X	28-5284	373910
		13,901,405	221,713	X X	28-5284	217286
		1,534,520	24,474	X	28-4580	24074
		2,888,840	46,074	X X	28-4580	43673
ISHARES TR	US TIPS BD FD 464287176	4,873,674	48,422	X	28-5284	48422
		1,288,320	12,800	X X	28-5284	12800
		10,065	100	X	28-4580	100
		251,625	2,500	X X	28-4580	2000
ISHARES TR	FTSE XNHUA IDX 464287184	1,400,549	18,855	X	28-5284	18855
		341,688	4,600	X X	28-5284	4600
		5,571	75	X X	28-4580	31
ISHARES TR	TRANSP AVE IDX 464287192	24,663	300	X	28-5284	300
ISHARES TR	S&P 500 INDEX 464287200	192,812,713	1,484,088	X	28-5284	1457775
		51,523,024	396,575	X X	28-5284	350523
		4,373,757	33,665	X X	28-1500	33665
		2,720,525	20,940	X	28-4580	20940
		1,596,327	12,287	X X	28-4580	12287
ISHARES TR	LEHMAN AGG BND 464287226	35,610,541	359,412	X	28-5284	359285
		5,477,341	55,282	X X	28-5284	55282
		12,880	130	X X	28-1500	130
		29,724	300	X	28-4580	300
ISHARES TR	MSCI EMERG MKT 464287234	66,384	670	X X	28-4580	224
		39,992,337	403,963	X	28-5284	395067
		19,984,833	201,867	X X	28-5284	195278
		19,800	200	X X	28-1500	200
		433,521	4,379	X	28-4580	4379
COLUMN TOTAL		273,636	2,764	X X	28-4580	2390
		408,363,599				

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTING AUT (A) SOLE (B)
					(A) SOLE	(C) OTH		
ISHARES TR	GS CORP BD FD	464287242	7,884,232	74,874	X		28-5284	73224
			1,897,611	18,021	X X		28-5284	17420
ISHARES TR	S&P GBL INF	464287291	5,644	100	X		28-5284	100
			71,114	1,260	X X		28-5284	1260
ISHARES TR	S&P500 GRW	464287309	9,857,396	161,862	X		28-5284	161862

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			5,095,564	83,671	X	X	28-5284	81556
			216,621	3,557	X		28-4580	3557
ISHARES TR	S&P GBL HLTHCR	464287325	10,802	200	X		28-5284	200
			891,165	16,500	X	X	28-4580	16500
ISHARES TR	S&P GBL ENER	464287341	54,940	540	X		28-5284	540
			146,200	1,437	X	X	28-5284	1437
ISHARES TR	GS NAT RES IDX	464287374	13,535,993	141,044	X		28-5284	141044
			413,439	4,308	X	X	28-5284	4308
			1,470,260	15,320	X		28-4580	15320
			8,198,429	85,427	X	X	28-4580	82427
ISHARES TR	S&P LTN AM 40	464287390	164,759	1,175	X		28-5284	1175
			344,941	2,460	X	X	28-5284	2460
			45,431	324	X	X	28-1500	324
			48,376	345	X	X	28-4580	310
ISHARES TR	S&P 500 VALUE	464287408	20,535,518	298,655	X		28-5284	298655
			3,796,652	55,216	X	X	28-5284	54566
			214,737	3,123	X		28-4580	3123
			316,296	4,600	X	X	28-4580	2000
ISHARES TR	20+ YR TRS BD	464287432	992,924	11,430	X		28-5284	11430
			570,388	6,566	X	X	28-5284	6566
ISHARES TR	7-10 YR TRS BD	464287440	4,928,085	60,408	X		28-5284	60408
			1,184,460	14,519	X	X	28-5284	14519
ISHARES TR	1-3 YR TRS BD	464287457	9,676,950	120,977	X		28-5284	120977
			1,247,604	15,597	X	X	28-5284	14888
			91,989	1,150	X	X	28-1500	1150
			79,910	999	X		28-4580	999
			21,917	274	X	X	28-4580	274
COLUMN TOTAL			94,010,347					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTING AU (A) SOLE (
					(A) SOLE	(C) OTH		
ISHARES TR	MSCI EAFE IDX	464287465	242,381,741	3,733,545	X		28-5284	3671440
			111,617,865	1,719,314	X	X	28-5284	1664442
			611,027	9,412	X	X	28-1500	9412
			1,991,356	30,674	X		28-4580	30674
			2,577,259	39,699	X	X	28-4580	39240
ISHARES TR	RUSSELL MCP VL	464287473	14,911,319	111,779	X		28-5284	108636
			3,845,922	28,830	X	X	28-5284	27897
			471,569	3,535	X		28-4580	3535
			414,741	3,109	X	X	28-4580	3109
ISHARES TR	RUSSELL MCP GR	464287481	12,620,203	124,521	X		28-5284	119756
			2,831,212	27,935	X	X	28-5284	26655
			311,347	3,072	X		28-4580	3072

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				3,041	30	X	X	28-4580	30
ISHARES TR	RUSSELL MIDCAP	464287499	21,183,738	223,764		X		28-5284	217949
			6,048,088	63,886		X	X	28-5284	53792
			38,341	405		X		28-4580	405
			135,851	1,435		X	X	28-4580	1435
ISHARES TR	S&P MIDCAP 400	464287507	15,056,065	189,910		X		28-5284	184357
			6,973,231	87,957		X	X	28-5284	79204
			564,156	7,116		X	X	28-1500	7116
			459,824	5,800		X		28-11439	5800
			30,206	381		X		28-4580	381
			6,342	80		X	X	28-4580	80
ISHARES TR	GLMN SCHS SOFT	464287515	31,140	750		X	X	28-5284	750
ISHARES TR	GLDM SCHS SEMI	464287523	715,525	10,976		X		28-5284	10976
			60,953	935		X	X	28-5284	935
			17,601	270		X		28-4580	270
ISHARES TR	GLDM SACHS TEC	464287549	17,014	344		X		28-5284	344
			281,922	5,700		X	X	28-5284	5700
ISHARES TR	NASDQ BIO INDX	464287556	5,458,334	66,258		X		28-5284	64258
			1,198,299	14,546		X	X	28-5284	13601
			16,476	200		X	X	28-1500	200
			154,874	1,880		X		28-4580	1880
			65,080	790		X	X	28-4580	790
COLUMN TOTAL			453,101,662						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTING AU (A) SOLE (
					(A) SOLE	(C) OTH		
ISHARES TR	COHEN&ST RLTY	464287564	30,409,030	354,005	X		28-5284	353241
			12,473,883	145,214	X	X	28-5284	138718
			208,995	2,433	X		28-4580	2433
			47,073	548	X	X	28-4580	548
ISHARES TR	S&P GLB100INDX	464287572	34,115	518	X		28-5284	518
			33,391	507	X	X	28-5284	507
ISHARES TR	CONS SRVC IDX	464287580	9,958	161	X		28-5284	161
			17,380	281	X	X	28-5284	281
ISHARES TR	RUSSELL1000VAL	464287598	35,015,303	478,940	X		28-5284	463685
			8,179,254	111,876	X	X	28-5284	111876
			82,687	1,131	X		28-4580	1131
			47,083	644	X	X	28-4580	644
ISHARES TR	S&P MC 400 GRW	464287606	9,202,680	114,319	X		28-5284	113951
			4,456,319	55,358	X	X	28-5284	51352
			147,154	1,828	X		28-4580	1828
			213,084	2,647	X	X	28-4580	2647
ISHARES TR	RUSSELL1000GRW	464287614	57,042,424	1,081,578	X		28-5284	1056518
			10,061,421	190,774	X	X	28-5284	187742

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			164,707	3,123	X		28-4580	3123
			51,843	983	X	X	28-4580	983
ISHARES TR	RUSSELL 1000	464287622	14,452,712	204,452	X		28-5284	203352
			7,794,421	110,262	X	X	28-5284	30152
			409,366	5,791	X	X	28-4580	5791
ISHARES TR	RUSL 2000 VALU	464287630	16,546,539	221,388	X		28-5284	220761
			5,151,679	68,928	X	X	28-5284	65607
			453,522	6,068	X		28-1500	
			258,451	3,458	X		28-4580	3458
			61,511	823	X	X	28-4580	823
ISHARES TR	RUSL 2000 GROW	464287648	15,253,703	191,389	X		28-5284	185689
			2,613,921	32,797	X	X	28-5284	28116
			455,087	5,710	X	X	28-1500	5710
			51,167	642	X		28-4580	642
			39,850	500	X	X	28-4580	
COLUMN TOTAL			231,439,713					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTING AU ----- (A) SOLE (
					(A) SOLE	(C) OTH		
ISHARES TR	RUSSELL 2000	464287655	46,851,990	616,717	X		28-5284	604248
			29,955,655	394,309	X	X	28-5284	388519
			177,390	2,335	X		28-4580	2335
			996,119	13,112	X	X	28-4580	13112
ISHARES TR	RUSL 3000 VALU	464287663	83,903	877	X		28-5284	877
			22,578	236	X	X	28-5284	236
ISHARES TR	RUSL 3000 GROW	464287671	50,494	1,171	X		28-5284	1171
ISHARES TR	RUSSELL 3000	464287689	2,738,010	36,174	X		28-5284	36174
			1,792,264	23,679	X	X	28-5284	23679
			36,710	485	X		28-4580	485
ISHARES TR	DJ US UTILS	464287697	447,049	5,911	X		28-5284	5911
			552,780	7,309	X	X	28-5284	7309
			15,126	200	X		28-4580	200
ISHARES TR	S&P MIDCP VALU	464287705	10,020,009	130,656	X		28-5284	130117
			3,898,690	50,837	X	X	28-5284	46364
			180,835	2,358	X		28-4580	2358
			76,690	1,000	X	X	28-4580	1000
ISHARES TR	DJ US TELECOMM	464287713	1,159,786	44,814	X		28-5284	44651
			453,806	17,535	X	X	28-5284	17535
			33,644	1,300	X		28-4580	1300
			22,386	865	X	X	28-4580	865
ISHARES TR	DJ US TECH SEC	464287721	1,856,955	35,533	X		28-5284	35533
			2,483,866	47,529	X	X	28-5284	47529
ISHARES TR	DJ US REAL EST	464287739	884,940	12,040	X		28-5284	12040
			849,660	11,560	X	X	28-5284	11560

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			44,100	600		X		28-4580	600
			51,450	700		X	X	28-4580	700
ISHARES TR	DJ US INDUSTRIAL	464287754	50,496	800		X		28-5284	800
ISHARES TR	DJ US HEALTHCR	464287762	2,718,173	42,638		X		28-5284	42238
			1,391,981	21,835		X	X	28-5284	21335
			223,125	3,500		X		28-11439	3500
			5,419	85		X		28-4580	85
			27,476	431		X	X	28-4580	431
COLUMN TOTAL			110,153,555						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTING AUTHORITY (A) SOLE (B)
					(A) SOLE	(C) OTH		
ISHARES TR	DJ US FINL SVC	464287770	1,051,463	8,821	X		28-5284	8821
			453,318	3,803	X	X	28-5284	3803
ISHARES TR	DJ US FINL SEC	464287788	101,413	964	X		28-5284	964
			426,060	4,050	X	X	28-5284	4050
			168,320	1,600	X		28-11439	1600
ISHARES TR	DJ US ENERGY	464287796	358,740	3,893	X		28-5284	3893
			222,727	2,417	X	X	28-5284	2317
			276,450	3,000	X	X	28-4580	3000
ISHARES TR	S&P SMLCAP 600	464287804	16,615,516	254,722	X		28-5284	247802
			7,650,696	117,288	X	X	28-5284	108708
			581,004	8,907	X	X	28-1500	8907
			119,697	1,835	X		28-4580	1835
			37,768	579	X	X	28-4580	579
ISHARES TR	CONS GOODS IDX	464287812	5,168	96	X		28-5284	96
			53,830	1,000	X	X	28-5284	1000
ISHARES TR	DJ US BAS MATL	464287838	664,048	11,858	X		28-5284	11858
			305,760	5,460	X	X	28-5284	5460
ISHARES TR	DJ US TOTL MKT	464287846	185,231	2,923	X		28-5284	2923
			55,005	868	X	X	28-5284	868
ISHARES TR	S&P EURO PLUS	464287861	4,268,532	48,042	X		28-5284	48042
			1,259,893	14,180	X	X	28-5284	14180
			343,583	3,867	X		28-4580	3867
			2,599,751	29,260	X	X	28-4580	29260
ISHARES TR	S&P SMLCP VALU	464287879	4,672,714	64,168	X		28-5284	64168
			2,297,835	31,555	X	X	28-5284	28012
			187,293	2,572	X		28-4580	2572
			101,948	1,400	X	X	28-4580	1400
ISHARES TR	S&P SMLCP GROW	464287887	10,047,122	77,560	X		28-5284	75043
			3,245,625	25,055	X	X	28-5284	23779
			110,886	856	X		28-4580	856
			39,121	302	X	X	28-4580	302

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ISHARES TR MID GRWTH INDX 464288307 16,916 200 X 28-5284 200
 COLUMN TOTAL 58,523,433

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTH	
					(A) SOLE	(C) OTH		(A) SOLE	(B)
ISHARES TR	KLD SL SOC INX	464288802	2,661,032	48,400	X		28-5284	48400	
			54,980	1,000	X	X	28-5284	1000	
ISHARES TR	MSCI VAL IDX	464288877	101,155	1,640	X		28-5284	1640	
			49,221	798	X	X	28-5284	798	
ISHARES TR	MSCI GRW IDX	464288885	564,777	9,164	X		28-5284	9164	
			358,378	5,815	X	X	28-5284	5653	
ITERIS INC	COM	46564T107	92,783	35,145	X	X	28-5284		
JDS UNIPHASE CORP	COM	46612J101	167,100	40,072	X		28-5284	40072	
			69,059	16,561	X	X	28-5284	16561	
			834	200	X	X	28-1500	200	
JLG INDS INC	COM	466210101	985,280	32,000	X		28-5284	32000	
			147,792	4,800	X	X	28-5284	800	
			1,316,457	42,756	X	X	28-1500	42756	
JP MORGAN CHASE & CO	COM	46625H100	122,439,255	2,940,424	X		28-5284	2762402	
			68,057,957	1,634,437	X	X	28-5284	1543845	1
			13,833,932	332,227	X		28-1500	301764	3
			1,097,339	26,353	X		28-4580	25585	
			1,293,630	31,067	X	X	28-4580	31067	
JABIL CIRCUIT INC	COM	466313103	25,459	594	X		28-5284	594	
			12,858	300	X	X	28-5284	300	
JACOBS ENGR GROUP INC DEL	COM	469814107	2,958,441	34,107	X		28-5284	32707	
			4,840,092	55,800	X	X	28-5284	54300	
JACUZZI BRANDS INC	COM	469865109	4,522	460	X		28-5284	460	
			1,101	112	X	X	28-5284		
JAKKS PAC INC	COM	47012E106	7,835	293	X		28-1500	293	
JANUS CAP GROUP INC	COM	47102X105	111,216	4,800	X		28-5284	4800	
JAPAN EQUITY FD INC	COM	471057109	17,480	1,900	X	X	28-5284	1900	
JAPAN SMALLER CAPTLZTN FD IN	COM	47109U104	4,965	300	X		28-5284	300	
			4,965	300	X	X	28-5284	300	

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COLUMN
TOTAL

221,279,895

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHA
JEFFERIES GROUP INC NEW	COM	472319102	1,580	27	X	X	28-5284		
JEFFERSON PILOT CORP	COM	475070108	3,865,006	69,092	X		28-5284	68992	
			30,711	549	X	X	28-5284	449	
			11,188	200	X	X	28-1500	200	
JETBLUE AWYS CORP	COM	477143101	19,886	1,855	X		28-5284	1855	
			160,800	15,000	X	X	28-5284	15000	
JOHNSON & JOHNSON	COM	478160104	315,177,131	5,322,140	X		28-5284	5138410	
			226,347,368	3,822,144	X	X	28-5284	3732140	1918
			2,183,086	36,864	X		28-1500	5110	3175
			6,389,956	107,902	X		28-4580	107412	
			9,151,563	154,535	X	X	28-4580	152835	
JOHNSON CTLS INC	COM	478366107	21,398,517	281,819	X		28-5284	279819	
			7,438,179	97,961	X	X	28-5284	95496	20
			45,558	600	X	X	28-1500	600	
			55,884	736	X	X	28-4580	736	
JOHNSON OUTDOORS INC	CL A	479167108	5,030	281	X		28-1500	281	
JONES APPAREL GROUP INC	COM	480074103	155,628	4,400	X		28-5284	900	
			10,611	300	X	X	28-5284	300	
JONES SODA CO	COM	48023P106	825	100	X	X	28-5284	100	
JOS A BANK CLOTHIERS INC	COM	480838101	29,969	625	X		28-5284	625	
JOURNAL REGISTER CO	COM	481138105	59,682	4,900	X		28-5284	4900	
			52,374	4,300	X	X	28-5284	1500	
JOY GLOBAL INC	COM	481165108	42,018	703	X		28-5284	703	
			1,332,273	22,290	X	X	28-5284	22260	
JUNIPER NETWORKS INC	COM	48203R104	3,136,770	164,057	X		28-5284	164057	
			998,523	52,224	X	X	28-5284	50639	120
			48,947	2,560	X		28-4580	2560	
			15,870	830	X	X	28-4580	830	
JUPITERMEDIA CORP	COM	48207D101	102,486	5,700	X	X	28-5284	5700	
KCS ENERGY INC	COM	482434206	6,500	250	X		28-5284	250	

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COLUMN TOTAL

598,273,919

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHARED
KKR FINL CORP	COM	482476306	688,601	30,700	X	X	28-5284	30700	
KLA-TENCOR CORP	COM	482480100	109,777	2,270	X		28-5284	2270	
			8,705	180	X	X	28-5284	180	
			15,620	323	X	X	28-1500	323	
K SEA TRANSN PARTNERS LP	COM	48268Y101	16,750	500	X		28-5284	500	
K-SWISS INC	CL A	482686102	3,496	116	X		28-5284	116	
			12,056	400	X	X	28-1500	400	
KNBT BANCORP INC	COM	482921103	40,957	2,505	X		28-5284	2505	
KANSAS CITY SOUTHERN	COM NEW	485170302	17,290	700	X		28-5284	700	
			271,700	11,000	X	X	28-5284		
KAYNE ANDERSON ENRGY TTL RT	COM	48660P104	92,000	4,000	X		28-5284	4000	
KAYNE ANDERSON MLP INVSMNT C	COM	486606106	25,980	1,000	X	X	28-5284	1000	
KB HOME	COM	48666K109	12,996	200	X	X	28-5284	200	
KEANE INC	COM	486665102	172,604	10,959	X		28-5284	10959	
KELLOGG CO	COM	487836108	3,140,580	71,312	X		28-5284	56716	
			808,971	18,369	X	X	28-5284	17119	300
			435,996	9,900	X	X	28-1500	9900	
			70,464	1,600	X		28-4580	1600	
			88,080	2,000	X	X	28-4580	800	
KELLWOOD CO	COM	488044108	3,139	100	X		28-5284	100	
KELLY SVCS INC	CL A	488152208	461	17	X	X	28-5284		
KENNAMETAL INC	COM	489170100	80,705	1,320	X		28-5284	1320	
			700,970	11,465	X	X	28-5284	11465	
KERR MCGEE CORP	COM	492386107	1,138,408	11,923	X		28-5284	11923	
			3,040,370	31,843	X	X	28-5284	31843	
			5,442	57	X	X	28-1500	57	
KEWAUNEE SCIENTIFIC CORP	COM	492854104	4,216	484	X		28-1500	484	
COLUMN TOTAL			11,006,334						

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FILE NO. 28

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED		ITEM 7: MANAGERS INSTR V	VOTING A ----- (A) SOLE
					(A) SOLE	(C) OTH		
KEYCORP NEW	COM	493267108	599,214	16,283	X		28-5284	15273
			1,162,696	31,595	X	X	28-5284	31575
			13,262,720	360,400	X		28-1500	360400
KEYNOTE SYS INC	COM	493308100	6,864	600	X	X	28-5284	600
KEYSPAN CORP	COM	49337W100	329,167	8,054	X		28-5284	8054
			1,038,507	25,410	X	X	28-5284	24530
			21,579	528	X		28-4580	528
KIMBALL INTL INC	CL B	494274103	6,918	460	X		28-1500	460
KIMBERLY CLARK CORP	COM	494368103	44,421,901	768,545	X		28-5284	763551
			30,773,992	532,422	X	X	28-5284	516062
			659,556	11,411	X		28-1500	
			131,148	2,269	X		28-4580	2269
			454,886	7,870	X	X	28-4580	7870
KIMCO REALTY CORP	COM	49446R109	1,061,151	26,111	X		28-5284	25451
			348,772	8,582	X	X	28-5284	7182
KINDER MORGAN INC KANS	COM	49455P101	44,013,995	478,465	X		28-5284	469492
			23,064,469	250,728	X	X	28-5284	241818
			821,287	8,928	X		28-4580	8618
			419,474	4,560	X	X	28-4580	4534
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	856,592	17,779	X		28-5284	17779
			3,888,801	80,714	X	X	28-5284	79914
			163,812	3,400	X		28-1500	
KINDRED HEALTHCARE INC	COM	494580103	11,318	450	X		28-5284	450
			89,333	3,552	X	X	28-5284	3552
KING PHARMACEUTICALS INC	COM	495582108	12,075	700	X		28-5284	700
			4,313	250	X	X	28-5284	250
			8,711	505	X	X	28-1500	505
KINROSS GOLD CORP	COM NO PAR	496902404	21,860	2,000	X		28-5284	2000
			10,296	942	X	X	28-5284	942
KNAPE & VOGT MFG CO	COM	498782101	198,493	10,712	X		28-1500	10712
KNIGHT CAPITAL GROUP INC COLUMN	CL A	499005106	27,860	2,000	X		28-5284	2000

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TOTAL

167,891,760

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTING (A) SOL
					(A) SOLE	(C) OTH		
KNIGHT RIDDER INC	COM	499040103	689,305	10,905	X		28-5284	9905
			598,093	9,462	X	X	28-5284	7962
KNIGHT TRANSN INC	COM	499064103	3,911	198	X		28-5284	198
KNOLOGY INC	COM	499183804	4,837,914	708,333	X			708333
KOHL'S CORP	COM	500255104	8,405,266	158,560	X		28-5284	149660
			1,555,154	29,337	X	X	28-5284	29077
			15,903	300	X		28-1500	
			2,120	40	X		28-4580	40
KOMAG INC	COM NEW	500453204	866,320	18,200	X	X	28-5284	18200
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	80,996	2,407	X		28-5284	1693
			75,309	2,238	X	X	28-5284	2238
KOPIN CORP	COM	500600101	5,010	1,000	X	X	28-5284	1000
KOREA EQUITY FD INC	COM	50063B104	9,990	900	X		28-5284	900
KOREA ELECTRIC PWR	SPONSORED ADR	500631106	19,440	900	X		28-5284	900
			129,600	6,000	X	X	28-5284	6000
KOREA FD	COM	500634100	233,134	6,119	X		28-5284	200
KORN FERRY INTL	COM NEW	500643200	126,275	6,193	X		28-5284	6193
KOS PHARMACEUTICALS INC	COM	500648100	40,605	850	X	X	28-5284	200
KRAFT FOODS INC	CL A	50075N104	843,224	27,820	X		28-5284	27420
			879,293	29,010	X	X	28-5284	28810
			9,093	300	X	X	28-4580	300
KRISPY KREME DOUGHNUTS INC	COM	501014104	449	50	X		28-5284	50
			4,131	460	X	X	28-5284	460
KROGER CO	COM	501044101	1,366,543	67,119	X		28-5284	67119
			594,492	29,199	X	X	28-5284	29199
			85,247	4,187	X	X	28-1500	4187
KRONOS WORLDWIDE INC	COM	50105F105	7,985	263	X		28-5284	263
KULICKE & SOFFA INDS INC	COM	501242101	4,770	500	X	X	28-5284	500
COLUMN TOTAL			21,489,572					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTING A (A) SOLE
					(B) SHARED	(C) OTH		
KYOCERA CORP	ADR	501556203	39,659	450	X	X	28-5284	
LCA-VISION INC	COM PAR \$.001	501803308	42,994	858	X		28-1500	858
LKQ CORP	COM	501889208	1,436	69	X		28-1500	69
LL & E RTY TR	UNIT BEN INT	502003106	3,016	1,300	X	X	28-5284	1300
LSB CORP	COM	50215P100	305,150	17,000	X	X	28-5284	17000
LSI LOGIC CORP	COM	502161102	72,805	6,298	X		28-5284	5998
			27,744	2,400	X	X	28-5284	2400
LTC PPTYS INC	COM	502175102	605,923	26,050	X		28-5284	26050
			55,824	2,400	X	X	28-1500	2400
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	5,450,239	63,530	X		28-5284	45580
			1,472,242	17,161	X	X	28-5284	12131
			87,506	1,020	X	X	28-1500	1020
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	82,457	1,410	X		28-5284	1260
			76,024	1,300	X	X	28-5284	1300
LABRANCHE & CO INC	COM	505447102	577,065	36,500	X	X	28-5284	36500
LACLEDE GROUP INC	COM	505597104	75,724	2,200	X		28-5284	2200
LADENBURG THALMAN FIN SVCS I	COM	50575Q102	15,898	11,040	X		28-5284	11040
			8,032	5,578	X	X	28-5284	5578
LAFARGE COPPEE S A LAFARGE NORTH AMERICA INC	SPON ADR NEW COM	505861401 505862102	20,626 8,400	725 100	X X		28-5284 28-5284	725 100
LAKELAND BANCORP INC	COM	511637100	254,422	16,351	X		28-5284	16351
LAM RESEARCH CORP	COM	512807108	6,211,522	144,454	X		28-5284	143429
			3,283,609	76,363	X	X	28-5284	70768
			196,037	4,559	X		28-4580	4559
			60,673	1,411	X	X	28-4580	1411
LAMAR ADVERTISING CO	CL A	512815101	58,502	1,112	X	X	28-5284	1100
COLUMN TOTAL			19,093,529					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY (S)	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHARED
LANCASTER COLONY CORP	COM	513847103	105,000	2,500	X	X	28-5284	2500	
LANCE INC	COM	514606102	22,500	1,000	X	X	28-5284	1000	
			19,035	846	X		28-1500	846	
LANDAUER INC	COM	51476K103	23,403	466	X		28-5284	466	
			38,820	773	X	X	28-5284	773	
LANDAMERICA FINL GROUP INC	COM	514936103	12,688	187	X	X	28-5284	187	
LANDSTAR SYS INC	COM	515098101	1,034,614	23,450	X	X	28-5284	23450	
			91,328	2,070	X	X	28-1500	2070	
LANTRONIX INC	COM	516548104	157,035	67,109	X	X	28-5284		
LANVISION SYS INC	COM	516555109	47,472	6,900	X	X	28-5284	6900	
			12,639	1,837	X	X	28-1500	1837	
LAS VEGAS SANDS CORP	COM	517834107	2,210	39	X	X	28-4580	9	
LASERCARD CORP	COM	51807U101	23,063	1,025	X	X	28-5284		
LASERSCOPE	COM	518081104	23,650	1,000	X	X	28-5284	1000	
LATIN AMER EQUITY FD INC NEW	COM	51827Q106	8,933	250	X		28-5284	250	
LATIN AMERN DISCOVERY FD INC	COM	51828C106	243,898	9,176	X		28-5284	9176	
LAUDER ESTEE COS INC	CL A	518439104	394,772	10,615	X		28-5284	10615	
			13,760	370	X	X	28-5284	370	
			18,595	500	X	X	28-1500	500	
LAUREATE EDUCATION INC	COM	518613104	2,134	40	X		28-5284	40	
LAWSON PRODS INC	COM	520776105	18,582	454	X		28-5284	454	
			28,651	700	X	X	28-5284	700	
LAYNE CHRISTENSEN CO	COM	521050104	3,352	100	X		28-5284	100	
			3,352	100	X	X	28-5284	100	
LEAPFROG ENTERPRISES INC	CL A	52186N106	5,310	500	X		28-5284	500	
COLUMN TOTAL			2,354,796						

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FILE NO. 28

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHARE
LEE ENTERPRISES INC	COM	523768109	136,489	4,100	X		28-5284	2400	
			111,522	3,350	X	X	28-5284	1300	
LEGGETT & PLATT INC	COM	524660107	5,605	230	X		28-5284	230	
			59,414	2,438	X	X	28-5284	2238	
LEGG MASON INC	COM	524901105	19,932,609	159,041	X		28-5284	158506	
			9,149,967	73,007	X	X	28-5284	69132	1380
			300,165	2,395	X		28-4580	2395	
			119,064	950	X	X	28-4580	950	
LEHMAN BROS HLDGS INC	COM	524908100	24,924,199	172,450	X		28-5284	169570	
			21,675,309	149,971	X	X	28-5284	146895	350
			36,133	250	X		28-1500		250
			2,891	20	X		28-4580	20	
			245,701	1,700	X	X	28-4580	1700	
LENNAR CORP	CL A	526057104	111,703	1,850	X		28-5284	1850	
			117,077	1,939	X	X	28-5284	1925	
LENNOX INTL INC	COM	526107107	2,986	100	X		28-5284	100	
LEUCADIA NATL CORP	COM	527288104	125,286	2,100	X		28-5284	2100	
			372,875	6,250	X	X	28-5284	6250	
LEVEL 3 COMMUNICATIONS INC	COM	52729N100	145,040	28,000	X		28-5284	28000	
			25,900	5,000	X	X	28-5284	5000	
LEVITT CORP	CL A	52742P108	7,714	350	X		28-5284	350	
LEXINGTON CORP PPTYS TR	COM	529043101	179,998	8,633	X		28-5284	283	
			72,495	3,477	X	X	28-5284	3477	
LEXMARK INTL NEW	CL A	529771107	150,662	3,320	X		28-5284	3320	
			41,523	915	X	X	28-5284	915	
LIBERTY ALL-STAR GROWTH FD I	COM	529900102	17,212	3,041	X		28-5284	3041	
LIBERTY ALL STAR EQUITY FD	SH BEN INT	530158104	8,938	1,073	X		28-5284	1073	
			17,518	2,103	X	X	28-5284	2103	
COLUMN TOTAL			78,095,995						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTING AUTHORITY		
					(A) SOLE	(C) OTH		(A) SOLE	(B)	
LIBERTY GLOBAL INC	COM SER A	530555101	883,526	43,162			X	28-5284	5762	
			248,096	12,120		X	X	28-5284	1229	
			24,564	1,200		X		28-1500		
LIBERTY GLOBAL INC	COM SER C	530555309	1,055,875	53,462			X	28-5284	5762	
			235,084	11,903		X	X	28-5284	1012	
			23,700	1,200		X		28-1500		
LIBERTY MEDIA CORP NEW	COM SER A	530718105	3,607,868	439,448			X	28-5284	70148	
			995,208	121,219		X	X	28-5284	31481	
			357,299	43,520		X		28-1500		
LIBERTY PPTY TR	SH BEN INT	531172104	23,580	500			X	28-5284	500	
			752,485	15,956		X	X	28-5284	15950	
LIFEPOINT HOSPITALS INC	COM	53219L109	18,442	593			X	28-5284	562	
			404	13		X	X	28-5284	13	
LIFELINE SYS INC	COM	532192101	223,423	4,680			X	X	28-5284	4680
LILLY ELI & CO	COM	532457108	22,048,995	398,716			X	28-5284	373727	
			22,253,162	402,408		X	X	28-5284	378478	
			55,300	1,000		X		28-1500		
			160,370	2,900		X		28-4580	2900	
			608,300	11,000		X	X	28-4580	11000	
LIMITED BRANDS INC	COM	532716107	246,263	10,068			X	28-5284	1268	
			17,391	711		X	X	28-5284	711	
			6,971	285		X		28-4580	285	
LINCARE HLDGS INC	COM	532791100	3,896	100			X	28-5284	100	
			35,064	900			X	X	28-5284	900
LINCOLN EDL SVCS CORP	COM	533535100	1,881,450	111,000			X	28-5284	111000	
LINCOLN ELEC HLDGS INC	COM	533900106	5,399	100			X	28-5284	100	
LINCOLN NATL CORP IND	COM	534187109	145,810	2,671			X	28-5284	1871	
			334,637	6,130		X	X	28-5284	6030	
			10,918	200		X	X	28-1500	200	
COLUMN TOTAL			56,263,480							

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED		ITEM 7: MANAGERS INSTR V	VOTING AUTH	
					(A) SOLE	(C) OTH		(A) SOLE	(B)
LINEAR TECHNOLOGY CORP	COM	535678106	2,617,038	74,602	X		28-5284	73602	
			966,980	27,565	X	X	28-5284	20705	1
			15,786	450	X		28-4580	450	
			17,540	500	X	X	28-4580	500	
LIONS GATE ENTMNT CORP	COM NEW	535919203	1,015	100	X		28-5284	100	
LIVE NATION INC	COM	538034109	30,018	1,513	X		28-5284	1477	
			24,483	1,234	X	X	28-5284	1209	
			496	25	X	X	28-1500	25	
			496	25	X		28-4580	25	
LIZ CLAIBORNE INC	COM	539320101	3,929,039	95,877	X		28-5284	95577	
			3,357,532	81,931	X	X	28-5284	80861	
			59,421	1,450	X		28-4580	1450	
			94,295	2,301	X	X	28-4580	2301	
LLOYDS TSB GROUP PLC	SPONSORED ADR	539439109	206,306	5,360	X	X	28-5284	5360	
LOCKHEED MARTIN CORP	COM	539830109	1,941,284	25,839	X		28-5284	25839	
			4,918,385	65,465	X	X	28-5284	63315	
			6,611	88	X	X	28-4580	88	
LOEWS CORP	COM	540424108	3,542	35	X		28-5284	35	
			324,346	3,205	X	X	28-5284	2405	
			40,480	400	X	X	28-4580	400	
LOEWS CORP	CAROLNA GP STK	540424207	3,356	71	X		28-5284	71	
			151,264	3,200	X	X	28-5284	3200	
			23,635	500	X	X	28-1500	500	
LOGITECH INTERNATIONAL S A	SPONSORED ADR	541419107	19,890	500	X	X	28-5284	500	
LONGS DRUG STORES CORP	COM	543162101	18,512	400	X		28-5284	400	
LONGVIEW FIBRE CO	COM	543213102	32,300	1,250	X	X	28-5284		
LORAL SPACE & COMMUNICATNS L	COM	543881106	633	22	X		28-5284	22	
LOUDEYE CORP	COM	545754103	567	1,112	X		28-5284	1112	
LOUISIANA PAC CORP	COM	546347105	35,414	1,302	X		28-5284	1302	
			198,886	7,312	X	X	28-5284	7312	
COLUMN TOTAL			19,039,550						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B)
LOWES COS INC	COM	548661107	63,610,593	987,129		X	28-5284	972802	
			27,847,682	432,149		X	X	28-5284	412626
			220,707	3,425		X		28-1500	
			96,660	1,500		X		28-11439	1500
			1,067,255	16,562		X		28-4580	16247
LUBRIZOL CORP	COM	549271104	532,790	8,268		X	X	28-4580	8129
			225,177	5,255		X		28-5284	2585
LUCENT TECHNOLOGIES INC	COM	549463107	537,553	12,545		X	X	28-5284	11245
			12,898	301		X	X	28-1500	301
			272,701	89,410		X		28-5284	86068
			896,032	293,781		X	X	28-5284	288445
LUFKIN INDS INC	COM	549764108	1,110	364		X		28-1500	
			75,030	24,600		X		28-11439	24600
			11,474	3,762		X		28-4580	3762
			9,967	3,268		X	X	28-4580	3268
			27,720	500		X	X	28-5284	100
LUXOTTICA GROUP S P A	SPONSORED ADR	55068R202	54,980	2,000		X	X	28-1500	2000
LYONDELL CHEMICAL CO	COM	552078107	11,940	600		X		28-5284	600
			506,694	25,462		X	X	28-5284	8061
M & F WORLDWIDE CORP	COM	552541104	200	14		X		28-5284	14
M & T BK CORP	COM	55261F104	23,484,419	205,751		X		28-5284	201393
			10,760,777	94,277		X	X	28-5284	90977
			556,318	4,874		X		28-4580	4671
			201,914	1,769		X	X	28-4580	1729
MBIA INC	COM	55262C100	10,319,030	171,612		X		28-5284	168012
			4,191,963	69,715		X	X	28-5284	69235
			62,475	1,039		X	X	28-1500	1039
			6,614	110		X	X	28-4580	110
MBIA CAP CLAYMORE MNG DUR IN	COM	55266X100	28,911	2,264		X	X	28-5284	2264
M D C HLDGS INC	COM	552676108	1,029	16		X	X	28-5284	16
MDU RES GROUP INC	COM	552690109	336,273	10,053		X		28-5284	10053
			206,286	6,167		X	X	28-5284	6017

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COLUMN
TOTAL

146,175,172

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHA
MEMC ELECTR MATLS INC	COM	552715104	14,768	400	X	X	28-5284	400	
MFS CHARTER INCOME TR	SH BEN INT	552727109	43,784	5,200	X	X	28-5284	5200	
MFS INTER INCOME TR	SH BEN INT	55273C107	114,453	18,580	X		28-5284	18580	
MFS MUN INCOME TR	SH BEN INT	552738106	4,035 48,420	500 6,000	X X	X	28-5284	6000	
MGE ENERGY INC	COM	55277P104	23,093	696	X	X	28-5284	696	
MGIC INVT CORP WIS	COM	552848103	93,282 439,758	1,400 6,600	X X	X	28-5284		
MFS GOVT MKTS INCOME TR	SH BEN INT	552939100	6,380	1,000	X		28-5284	1000	
MGM MIRAGE	COM	552953101	310,248 293,012 791,132 2,542	7,200 6,800 18,360 59	X X X X	X	28-5284 28-5284 28-11439 28-4580	4200 2600 18360 6	
MPS GROUP INC	COM	553409103	30,600	2,000	X		28-5284	2000	
MSC INDL DIRECT INC	CL A	553530106	29,711 27,010	550 500	X X	X	28-5284 28-5284	550 500	
MTS SYS CORP	COM	553777103	167,320	4,000	X		28-5284	4000	
MVC CAPITAL INC	COM	553829102	6,100	500	X		28-5284	500	
MACK CALI RLTY CORP	COM	554489104	103,200 256,320	2,150 5,340	X X	X	28-5284 28-5284	2150 4340	
MACQUARIE FT TR GB INF UT DI	COM	55607W100	26,798	1,199	X		28-5284	1199	
MACQUARIE INFRASTRUCTURE CO	SH BEN INT	55607X108	56,875 139,750	1,750 4,300	X X	X	28-5284 28-5284	1750 4300	
MADISON CLAYMORE CVRD CALL F	COM	556582104	29,460 25,041	2,000 1,700	X X	X	28-5284 28-1500	2000 1700	
MAGELLAN									

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HEALTH SVCS
 INC COM NEW 559079207 9,106 225 X X 28-5284 225
 COLUMN
 TOTAL 3,092,198

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B)
MAGELLAN MIDSTREAM PRTNRS LP	COM UNIT RP LP	559080106	52,592	1,600	X		28-5284	1600	
			182,429	5,550	X	X	28-5284	5550	
MAGNA ENTMT CORP	CL A	559211107	5,772	850	X	X	28-5284	850	
MAGNETEK INC	COM	559424106	41,288	10,400	X		28-5284	10400	
MAGUIRE PPTYS INC	COM	559775101	36,500	1,000	X	X	28-5284	1000	
MAINSOURCE FINANCIAL GP INC	COM	56062Y102	222,207	11,757	X		28-5284	11757	
			1,173,577	62,094	X		28-1500	62094	
MANAGED MUNS PORTFOLIO INC	COM	561662107	14,222	1,300	X		28-5284	1300	
			54,700	5,000	X	X	28-5284	5000	
MANITOWOC INC	COM	563571108	264,335	2,900	X		28-5284	2900	
MANNKIND CORP	COM	56400P201	2,044	100	X		28-1500	100	
MANOR CARE INC NEW	COM	564055101	33,263	750	X	X	28-4580	750	
MANPOWER INC	COM	56418H100	11,436	200	X	X	28-5284	200	
MANULIFE FINL CORP	COM	56501R106	4,477,510	71,332	X		28-5284	69970	
			1,738,227	27,692	X	X	28-5284	25857	
MARATHON OIL CORP	COM	565849106	17,026,966	223,539	X		28-5284	212225	
			2,721,859	35,734	X	X	28-5284	33709	
			21,251	279	X		28-1500		
			295,540	3,880	X		28-4580	3747	
			58,575	769	X	X	28-4580	769	
MARCUS CORP	COM	566330106	11,970	600	X		28-5284	600	
MARINE PRODS CORP	COM	568427108	13,188	1,200	X	X	28-5284	1200	
MARINER ENERGY INC	COM	56845T305	4,922	240	X	X	28-1500	240	
MARITRANS INC	COM	570363101	73,290	3,000	X	X	28-5284	3000	
COLUMN TOTAL			28,537,663						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED		ITEM 7: MANAGERS INSTR V	VOTING AU (A) SOLE (
					(A) SOLE	(C) OTH		
MARSH & MCLENNAN COS INC	COM	571748102	2,600,944	88,588	X		28-5284	88588
			1,325,398	45,143	X	X	28-5284	44543
			90,664	3,088	X		28-4580	3088
			317,323	10,808	X	X	28-4580	10808
MARSHALL & ILSLEY CORP	COM	571834100	70,730	1,623	X		28-5284	1623
			2,571	59	X	X	28-5284	59
MARRIOTT INTL INC NEW	CL A	571903202	47,335,441	690,021	X		28-5284	678976
			29,794,764	434,326	X	X	28-5284	420934
			1,677,201	24,449	X		28-4580	24319
			406,592	5,927	X	X	28-4580	5815
MARTEK BIOSCIENCES CORP	COM	572901106	7,058	215	X		28-5284	215
MARTHA STEWART LIVING OMNIME	CL A	573083102	3,370	200	X		28-5284	200
			15,165	900	X	X	28-5284	800
			8,425	500	X	X	28-4580	500
MARTIN MARIETTA MATLS INC	COM	573284106	79,951	747	X		28-5284	747
			266,077	2,486	X	X	28-5284	2486
MARTIN MIDSTREAM PRTNRS L P	UNIT L P INT	573331105	9,360	300	X		28-5284	300
MASCO CORP	COM	574599106	4,216,390	129,775	X		28-5284	117325
			1,737,598	53,481	X	X	28-5284	51981
MASSEY ENERGY CORP	COM	576206106	36,070	1,000	X		28-5284	1000
			58,938	1,634	X	X	28-5284	1634
			6,853	190	X	X	28-1500	190
			8,631,551	239,300	X		28-11439	239300
MASSMUTUAL CORPORATE INVS IN	COM	576292106	12,960	400	X	X	28-5284	400
MASSMUTUAL PARTN INVS	SH BEN INT	576299101	72,889	5,115	X		28-5284	5115
MATRIX INITIATIVES INC	COM	57685L105	3,495	150	X		28-5284	150
MATSUSHITA ELEC INDL	ADR	576879209	76,782	3,468	X		28-5284	2418
			218,079	9,850	X	X	28-5284	3850
COLUMN TOTAL			99,082,639					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTING ----- (A) SOLE
					(A) SOLE	(C) OTH		
MATTEL INC	COM	577081102	13,980,659	771,134	X		28-5284	715784
			626,827	34,574	X	X	28-5284	16174
			275,902	15,218	X		28-1500	15218
			14,160	781	X	X	28-4580	781
MATTHEWS INTL CORP	CL A	577128101	241,038	6,300	X		28-5284	6300
			179,822	4,700	X	X	28-5284	4700
MAXIM INTEGRATED PRODS INC	COM	57772K101	327,663	8,820	X		28-5284	8820
			31,949	860	X	X	28-5284	860
			1,560	42	X	X	28-1500	42
MAYTAG CORP	COM	578592107	69,323	3,250	X		28-5284	3250
			42,660	2,000	X	X	28-5284	2000
MBT FINL CORP	COM	578877102	26,208	1,560	X		28-5284	1560
MCAFEE INC	COM	579064106	50,290	2,067	X		28-5284	2067
			7,299	300	X	X	28-5284	300
MCCLATCHY CO	CL A	579489105	193,690	3,965	X		28-5284	3065
			153,878	3,150	X	X	28-5284	1750
MCCORMICK & CO INC	COM NON VTG	579780206	10,533,507	311,090	X		28-5284	307290
			10,603,835	313,167	X	X	28-5284	301867
			32,506	960	X	X	28-1500	960
			88,205	2,605	X		28-4580	2605
			115,361	3,407	X	X	28-4580	3407
MCDATA CORP	CL A	580031201	102	22	X	X	28-5284	22
MCDERMOTT INTL INC	COM	580037109	70,785	1,300	X	X	28-5284	1300
MCDONALDS CORP	COM	580135101	44,745,276	1,302,249	X		28-5284	1222449
			25,013,530	727,984	X	X	28-5284	667700
			97,067	2,825	X	X	28-1500	2825
			492,379	14,330	X		28-4580	14160
			101,877	2,965	X	X	28-4580	2965
COLUMN TOTAL			108,117,358					

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ITEM 2:	ITEM 3:	ITEM 4: FAIR	ITEM 5: SHARES OR	ITEM 6: INVESTMENT DISCRETION (B) SHARED	ITEM 7: VOTING AUTHORITY
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ITEM 1: NAME OF ISSUER	TITLE OF CLASS	CUSIP NUMBER	MARKET VALUE	PRINCIPAL AMOUNT	(A) SOLE	(C) OTH	MANAGERS INSTR V	(A) SOLE	(B) SHA
MCGRAW HILL COS INC	COM	580645109	59,657,501	1,035,361	X		28-5284	1025302	
			54,202,097	940,682	X	X	28-5284	914515	809
			345,720	6,000	X	X	28-1500	6000	
			1,132,348	19,652	X		28-4580	19652	
			321,635	5,582	X	X	28-4580	5582	
MCKESSON CORP	COM	58155Q103	1,267,802	24,320	X		28-5284	24320	
			110,776	2,125	X	X	28-5284	2125	
			180,266	3,458	X	X	28-1500	3458	
MCMORAN EXPLORATION CO	COM	582411104	1,320	74	X	X	28-5284	74	
MEADWESTVACO CORP	COM	583334107	382,449	14,004	X		28-5284	14004	
			274,138	10,038	X	X	28-5284	4338	
MEASUREMENT SPECIALTIES INC	COM	583421102	11,768	450	X		28-5284	450	
			144,923	5,542	X	X	28-5284		
MEDAREX INC	COM	583916101	145,420	11,000	X		28-5284	11000	
			13,220	1,000	X	X	28-5284	1000	
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	7,806,067	136,422	X		28-5284	131944	
			14,848,647	259,501	X	X	28-5284	254743	17
			53,615	937	X		28-1500		93
			12,703	222	X		28-4580	222	
			247,705	4,329	X	X	28-4580	4100	
MEDIA GEN INC	CL A	584404107	267,599	5,740	X		28-5284	5240	
			158,508	3,400	X	X	28-5284	2500	
MEDICIS PHARMACEUTICAL CORP	CL A NEW	584690309	333,302	10,224	X		28-5284	10224	
			48,085	1,475	X	X	28-5284	275	120
MEDIMMUNE INC	COM	584699102	42,945	1,174	X		28-5284	1174	
			26,703	730	X	X	28-5284	711	
MEDIS TECHNOLOGIES LTD	COM	58500P107	310,709	13,318	X		28-5284	13318	
MEDTRONIC INC	COM	585055106	71,342,675	1,405,767	X		28-5284	1356010	
			47,577,770	937,493	X	X	28-5284	903743	1340
			43,138	850	X		28-1500		85
			625,443	12,324	X		28-4580	11851	
			595,907	11,742	X	X	28-4580	11706	
COLUMN TOTAL			262,532,904						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4:	ITEM 5:	INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM VOTING AUTHORITY	
			FAIR MARKET VALUE	SHARES OR PRINCIPAL AMOUNT	(B) SHARED	(A) SOLE (C) OTH		(A) SOLE (B) SHA	(B) SHA
MELLON FINL CORP	COM	58551A108	8,017,654	225,215	X		28-5284	225045	
			3,997,844	112,299	X	X	28-5284	112299	
			42,720	1,200	X	X	28-4580	1200	
MEMORY PHARMACEUTICALS CORP	COM	58606R403	12,456	4,500	X	X	28-5284	4500	
MENS WEARHOUSE INC	COM	587118100	12,112	337	X		28-5284	337	
			114,361	3,182	X	X	28-1500	3182	
MENTOR CORP MINN	COM	587188103	4,531	100	X	X	28-5284		
MENTOR GRAPHICS CORP	COM	587200106	6,089	551	X		28-5284	551	
MERCANTILE BANK CORP	COM	587376104	35,190	900	X		28-5284	900	
			20,528	525	X		28-4580	525	
MERCANTILE BANKSHARES CORP	COM	587405101	1,095,825	28,500	X		28-5284	27300	
			419,105	10,900	X	X	28-5284	6750	
			43,256	1,125	X	X	28-1500	1125	
MERCHANTS BANCSHARES	COM	588448100	24,550	1,000	X	X	28-5284	1000	
MERCK & CO INC	COM	589331107	104,174,300	2,956,977	X		28-5284	2914600	
			163,048,668	4,628,120	X	X	28-5284	4581109	9375
			208,843	5,928	X		28-1500		5928
			884,555	25,108	X		28-4580	24801	
			3,177,993	90,207	X	X	28-4580	87107	
MEREDITH CORP	COM	589433101	11,158	200	X	X	28-5284	200	
MERIDIAN BIOSCIENCE INC	COM	589584101	20,235	750	X		28-5284	750	
			1,304,483	48,350	X	X	28-5284	48350	
			20,073	744	X		28-1500	444	300
MERGE TECHNOLOGIES INC	COM	589981109	70,076	4,388	X	X	28-5284		
MERITAGE HOMES CORP	COM	59001A102	660	12	X	X	28-5284		
MERRILL LYNCH & CO INC	DEBT 10	590188P51	1,150,000	10,000	X		28-5284	10000	
COLUMN TOTAL			287,917,265						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHOR	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SH
MERRILL LYNCH & CO INC	COM	590188108	34,367,635	436,359	X		28-5284	426573	
			36,199,829	459,622	X	X	28-5284	446882	15
			573,688	7,284	X		28-4580	7144	
			70,096	890	X	X	28-4580	890	
METLIFE INC	COM	59156R108	11,649,866	240,849	X		28-5284	231044	
			2,669,927	55,198	X	X	28-5284	51647	12
			292,058	6,038	X		28-4580	5679	
			56,690	1,172	X	X	28-4580	1172	
METROLOGIC INSTRS INC	COM	591676101	11,565	500	X		28-5284	500	
MICROS SYS INC	COM	594901100	9,214	200	X		28-5284	200	
MICROSOFT CORP	COM	594918104	178,491,831	6,559,788	X		28-5284	6289009	
			97,857,255	3,596,371	X	X	28-5284	3407987	364
			1,672,680	61,473	X		28-1500	12884	485
			2,834,711	104,179	X		28-4580	102899	
			2,625,547	96,492	X	X	28-4580	96332	
MICROCHIP TECHNOLOGY INC	COM	595017104	99,172	2,732	X		28-5284	2732	
			39,749	1,095	X	X	28-5284	205	
MICRON TECHNOLOGY INC	COM	595112103	5,446	370	X		28-5284	370	
			1,472	100	X		28-4580	100	
MICROSEMI CORP	COM	595137100	1,121,026	38,510	X	X	28-5284	38510	
MID PENN BANCORP INC	COM	59540G107	28,569	1,070	X	X	28-5284		
MIDAS GROUP INC	COM	595626102	5,992	274	X		28-5284	274	
			17,299	791	X	X	28-5284	791	
MIDCAP SPDR TR	UNIT SER								
	1	595635103	71,997,110	497,355	X		28-5284	494419	
			38,806,392	268,074	X	X	28-5284	252832	140
			1,076,001	7,433	X		28-4580	7433	
			2,018,099	13,941	X	X	28-4580	13641	
MIDDLEBY CORP	COM	596278101	853,944	10,200	X	X	28-5284	10200	
MIDDLESEX WATER CO	COM	596680108	101,007	5,333	X	X	28-5284	5333	
MIDLAND CO	COM	597486109	4,897	140	X	X	28-1500	140	
COLUMN TOTAL			485,558,767						

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ITEM 3:	ITEM 4: FAIR	ITEM 5: SHARES OR	ITEM 6: INVESTMENT DISCRETION (B) SHARED	ITEM 7: VOTING AUT
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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	CUSIP NUMBER	MARKET VALUE	PRINCIPAL AMOUNT	(A) SOLE	(C) OTH	MANAGERS INSTR V	(A) SOLE (B)
MILACRON INC	COM	598709103	570,059 273,748	354,074 170,030	X		28-5284	354074
MILLENNIUM PHARMACEUTICALS I	COM	599902103	25,225 43,760 18,243	2,500 4,337 1,808	X	X	28-5284 28-5284 28-1500	2500 4337 1808
MILLENNIUM CELL INC	COM	60038B105	8,000	5,000	X		28-5284	5000
MILLER HERMAN INC	COM	600544100	97,200	3,000	X		28-5284	3000
MILLER INDS INC TENN	COM NEW	600551204	10,200	400	X		28-5284	400
MILLIPORE CORP	COM	601073109	367,200 608,736	5,026 8,332	X	X	28-5284 28-5284	5026 8332
MILLS CORP	COM	601148109	23,800 36,400	850 1,300	X	X	28-5284 28-5284	850 1300
MINDSPEED TECHNOLOGIES INC	COM	602682106	529 792	133 199	X	X	28-5284 28-5284	133 66
MINE SAFETY APPLIANCES CO	COM	602720104	5,626,740 350,700	133,970 8,350	X	X	28-5284 28-5284	133970 1300
MIRANT CORP NEW	COM	60467R100	3,600 2,675	144 107	X	X	28-5284 28-5284	144 107
MIRANT CORP NEW	*W EXP 01/03/2	60467R118	143 510	14 50	X	X	28-5284 28-5284	14 50
MITSUBISHI UFJ FINL GROUP IN	SPONSORED ADR	606822104	60,840 163,508	4,000 10,750	X	X	28-5284 28-5284	4000 10000
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	3,310	100	X	X	28-4580	100
MOHAWK INDS INC	COM	608190104	888	11	X	X	28-5284	
MOLEX INC	COM	608554101	129,812	3,910	X		28-5284	3910
MOLEX INC	CL A	608554200	5,409	182	X	X	28-5284	182
MOLSON COORS BREWING CO	CL B	60871R209	19,557	285	X		28-5284	285
COLUMN TOTAL			8,451,584					

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ITEM 3: ITEM 4: FAIR ITEM 5: SHARES OR ITEM 6: INVESTMENT DISCRETION (B) SHARED ITEM 7: VOTING AUTH

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	CUSIP NUMBER	MARKET VALUE	PRINCIPAL AMOUNT	(A) SOLE	(C) OTH	MANAGERS INSTR V	(A) SOLE	(B)
MONEYGRAM INTL INC	COM	60935Y109	223,089 122,880	7,262 4,000	X X	X	28-5284 28-5284	7262 4000	
MONROE BANCORP	COM	610313108	765	50	X		28-1500	50	
MONSANTO CO NEW	COM	61166W101	1,805,090 3,157,870 44,579 89,750	21,299 37,261 526 1,059	X X X X	X X	28-5284 28-5284 28-1500 28-4580	21299 34769 526 1059	
MONSTER WORLDWIDE INC	COM	611742107	124,650	2,500	X		28-5284	2500	
MONTGOMERY STR INCOME SECS I	COM	614115103	20,455	1,199	X	X	28-5284	1199	
MOODYS CORP	COM	615369105	74,148,397 42,625,247 1,316,508 1,603,562	1,037,621 596,491 18,423 22,440	X X X X	X X	28-5284 28-5284 28-4580 28-4580	1017427 578361 18040 22440	
MOOG INC	CL A	615394202	781	22	X	X	28-5284		
MORGAN STANLEY EASTN EUR FD	COM	616988101	36,299	784	X		28-5284	784	
MORGAN STANLEY EMER MKTS FD	COM	61744G107	39,004	1,549	X		28-5284	1549	
MORGAN STANLEY EMER MKTS DEB	COM	61744H105	55,694	5,350	X	X	28-5284	5350	
MORGAN STANLEY HIGH YIELD FD	COM	61744M104	20,628	3,600	X	X	28-5284	3600	
MORGAN STANLEY ASIA PAC FD I	COM	61744U106	8,864 45,179	527 2,686	X X	X	28-5284 28-5284	527 2686	
MORGAN STANLEY	COM NEW	617446448	59,853,577 53,164,440 793,417 179,037 1,099,287 537,614	952,779 846,298 12,630 2,850 17,499 8,558	X X X X X X	X X	28-5284 28-5284 28-1500 28-1143 28-4580 28-4580	917373 826359 1164 9 2850 17499 8558	
MORGAN STANLEY INDIA INVS FD	COM	61745C105	100,000	2,000	X		28-5284	2000	
MORGAN STANLEY COLUMN TOTAL	GOVT INCOME TR	61745P106	103,440	12,000	X	X	28-5284	12000	
			241,320,103						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) S
MORGAN STANLEY	MUN PREM INCOM	61745P429	37,440	4,000	X	X	28-5284	4000	
MORGAN STANLEY	QULTY MUN SECS	61745P585	21,495	1,500	X	X	28-4580	1500	
MORGAN STANLEY	QLT MUN INV TR	61745P668	95,970	7,000	X		28-5284	7000	
MORGAN STANLEY	QUALT MUN INCM	61745P734	197,918	13,612	X		28-5284	13612	
MORGAN STANLEY	INSD MUN INCM	61745P791	195,075	13,500	X		28-5284	13500	
			289,000	20,000	X	X	28-5284	20000	
			33,654	2,329	X	X	28-4580	2329	
MORGAN STANLEY	INSD MUN TR	61745P866	7,095	500	X		28-5284	500	
			8,514	600	X	X	28-5284		
MORGAN STANLEY	INCOME SEC INC	61745P874	7,519	496	X		28-5284	496	
MORNINGSTAR INC	COM	617700109	31,339	700	X	X	28-5284	700	
MORTONS RESTAURANT GRP INC N	COM	619430101	8,690	500	X		28-5284	500	
MOTOROLA INC	COM	620076109	31,072,993	1,356,307	X		28-5284	1333274	
			29,809,530	1,301,158	X	X	28-5284	1255468	10
			34,388	1,501	X		28-1500		1
			203,510	8,883	X		28-4580	8883	
			270,017	11,786	X	X	28-4580	11786	
MUELLER INDS INC	COM	624756102	59,531	1,668	X		28-5284	1668	
			5,425	152	X	X	28-5284	152	
MULTI COLOR CORP	COM	625383104	6,010	200	X		28-5284		
			91,713	3,052	X	X	28-1500	3052	
MUNI INTER DURATION FD INC	COM	62618U107	22,886	1,574	X	X	28-5284	1574	
MUNICIPAL HIGH INCOME FD INC	COM	626214100	14,909	2,034	X		28-5284	2034	
MUNICIPAL MTG & EQUITY L L C GROWTH SHS		62624B101	10,600	400	X	X	28-5284	400	

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MUNI HOLDINGS									
FLA INSD FD	COM	62624W105	47,373	3,355	X		28-5284	3355	
			131,838	9,337	X	X	28-5284	9337	
MUNI HOLDINGS									
FD INC	COM	62625H107	214,240	13,000	X		28-5284	13000	
COLUMN									
TOTAL			62,928,672						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHARED
MUNIYIELD CALIF									
INS FD	COM	62629L104	33,117	2,259	X		28-5284	2259	
MUNIVEST									
FD II INC	COM	62629P105	52,428	3,333	X	X	28-5284	3333	
MUNIVEST									
FD INC	COM	626295109	94,000	10,000	X		28-5284	10000	
MUNIYIELD									
FD INC	COM	626299101	199,160	13,000	X		28-5284	13000	
			348,024	22,717	X	X	28-5284	22717	
MUNIYIELD									
INSD FD									
INC	COM	62630E107	30,849	2,100	X		28-5284	2100	
			61,199	4,166	X	X	28-5284	4166	
			19,729	1,343	X		28-4580	1343	
MUNIYIELD									
N J FD									
INC	COM	62630L101	21,130	1,421	X		28-5284	1421	
MUNIYIELD									
QUALITY									
FD II	COM	62630T104	63,450	5,000	X		28-5284	5000	
MUNIYIELD									
PA INSD									
FD	COM	62630V109	276,495	18,048	X	X	28-5284	18048	
			379,415	24,766	X		28-4580	24766	
			32,678	2,133	X	X	28-4580	2133	
MUNIYIELD									
QUALITY									
FD INC	COM	626302103	72,250	5,000	X		28-5284	5000	
			31,299	2,166	X	X	28-5284	2166	
MURPHY									
OIL CORP	COM	626717102	65,264	1,310	X		28-5284	1310	
			19,928	400	X	X	28-5284	400	
MYERS									

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INDS INC MYLAN	COM	628464109	246,310	15,404		X		28-5284	15404
LABS INC	COM	628530107	342,974	14,657		X		28-5284	13307
			638,773	27,298		X	X	28-5284	17675
			48,976	2,093		X	X	28-1500	2093
			34,070	1,456		X	X	28-4580	1456
MYRIAD GENETICS INC	COM	62855J104	13,045	500		X		28-5284	500
MYOGEN INC	COM	62856E104	63,188	1,746		X		28-5284	1746
NBC CAP CORP	COM	628729105	183,440	8,000		X	X	28-5284	8000
NBT BANCORP INC	COM	628778102	399,714	17,192		X		28-5284	17192
			420,244	18,075		X	X	28-5284	18075
COLUMN TOTAL			4,191,149						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED ----- (A) SOLE (C) OTH	ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY ----- (A) SOLE (B) S
NCR CORP NEW	COM	62886E108	55,372	1,325	X	28-5284	1041
			175,769	4,206	X X	28-5284	4046
NGAS RESOURCES INC	COM	62912T103	177,530	20,500	X	28-5284	
			3,256	376	X	28-1500	376
NII HLDGS INC	CL B NEW	62913F201	23,588	400	X X	28-5284	400
NL INDS INC	COM NEW	629156407	5,315	500	X	28-5284	500
			10,099	950	X X	28-5284	950
NMT MED INC	COM	629294109	12,944	800	X	28-5284	800
			9,708	600	X X	28-5284	600
NUCO2 INC	COM	629428103	11,109	350	X	28-5284	350
NVR INC	COM	62944T105	2,217	3	X X	28-5284	3
NYSE GROUP INC	COM	62949W103	443,800	5,600	X X	28-5284	5600
NACCO INDS INC	CL A	629579103	2,536,491	16,475	X X	28-5284	16475
NAM TAI ELECTRS INC	COM PAR \$0.02	629865205	22,910	1,000	X X	28-5284	1000
NANOGEN INC	COM	630075109	2,265	750	X	28-5284	750

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NANOPHASE TECHNOLOGIES									
CORP	COM	630079101	154	20	X		28-5284	20	
NAPCO SEC SYS INC									
	COM	630402105	158,501	9,554	X	X	28-5284		
NASDAQ 100 TR									
	UNIT SER 1	631100104	5,217,350	124,430	X		28-5284	123800	
			14,986,285	357,412	X	X	28-5284	357112	
			240,049	5,725	X		28-4580	5725	
			193,046	4,604	X	X	28-4580	4604	
NASDAQ STOCK MARKET INC									
	COM	631103108	4,004	100	X	X	28-5284	100	
NASHUA CORP									
	COM	631226107	42,500	5,000	X		28-5284	5000	
NATIONAL AUSTRALIA BK LTD									
	CAP UTS EXCHBL	632525309	70,480	1,600	X		28-5284	1600	
			88,100	2,000	X	X	28-5284	2000	
NATIONAL BANKSHARES INC VA COLUMN TOTAL									
	COM	634865109	6,516,510	130,200	X		28-1500	130200	
			31,009,352						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTH	
					(A) SOLE	(C) OTH		(A) SOLE	(B)
NATIONAL CITY CORP									
	COM	635405103	62,796,128	1,799,316	X		28-5284	1646940	
			15,347,973	439,770	X	X	28-5284	392686	1
			10,173,525	291,505	X		28-1500	286565	
			393,847	11,285	X		28-4580	11285	
			731,853	20,970	X	X	28-4580	20970	
NATIONAL HEALTH REALTY INC									
	COM	635905102	14,940	750	X		28-5284	750	
			9,960	500	X	X	28-5284	500	
NATIONAL FUEL GAS CO N J									
	COM	636180101	220,795	6,748	X		28-5284	6748	
			345,752	10,567	X	X	28-5284	9185	
			32,720	1,000	X	X	28-4580	1000	
NATIONAL GRID PLC									
	SPON ADR NEW	636274300	794	16	X	X	28-5284	16	

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NATIONAL HEALTH INVS INC	COM	63633D104	43,180	1,700	X	X	28-1500	1700
NATIONAL INSTRS CORP	COM	636518102	655,662	20,100	X		28-5284	5200
			287,056	8,800	X	X	28-5284	
NATIONAL MED HEALTH CARD SYS	COM NEW	636918302	420,000	15,000	X	X	28-5284	15000
NATIONAL OILWELL VARCO INC	COM	637071101	152,990	2,386	X		28-5284	1195
			128,240	2,000	X	X	28-5284	
NATIONAL PENN BANCSHARES INC	COM	637138108	3,639	171	X		28-5284	171
			33,239	1,562	X	X	28-5284	1562
NATIONAL SEMICONDUCTOR CORP	COM	637640103	76,671	2,754	X		28-5284	2754
			231,072	8,300	X	X	28-5284	600
NATIONAL WESTMINSTER BK PLC	ADR REP PREF B	638539700	30,660	1,200	X		28-5284	1200
NATIONWIDE FINL SVCS INC	CL A	638612101	99,032	2,302	X		28-5284	1659
			279,372	6,494	X	X	28-5284	6031
NATIONWIDE HEALTH PPTYS INC	COM	638620104	465,260	21,640	X		28-5284	21640
			101,050	4,700	X	X	28-5284	4700
NATURAL RESOURCE PARTNERS L	COM UNIT L P	63900P103	23,751	450	X		28-5284	450
			26,390	500	X	X	28-5284	500
NATUS MEDICAL INC DEL COLUMN	COM	639050103	26,650	1,300	X	X	28-5284	1300
TOTAL			93,152,201					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY (S)	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHARED
NAUTILUS INC	COM	63910B102	14,203	950		X	28-5284	950	
NAVISTAR INTL									

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CORP NEW	COM	63934E108	1,544	56	X	X	28-5284	56
			554,358	20,100	X		28-11439	20100
NAVIGANT CONSULTING INC	COM	63935N107	67,744	3,173	X		28-5284	3173
NAVTEQ CORP	COM	63936L100	235,016	4,640	X		28-5284	4640
			7,598	150	X	X	28-5284	150
NEENAH PAPER INC	COM	640079109	24,399	745	X		28-5284	745
			83,644	2,554	X	X	28-5284	2347
			197	6	X		28-1500	
			786	24	X	X	28-4580	24
NEOGEN CORP	COM	640491106	15,313	625	X	X	28-5284	625
			5,513	225	X		28-1500	225
NEOSE TECHNOLOGIES INC	COM	640522108	13,550	5,000	X	X	28-5284	5000
NEOWARE INC	COM	64065P102	20,734	700	X		28-5284	700
NETFLIX COM INC	COM	64110L106	7,943	274	X		28-5284	274
			17,394	600	X	X	28-5284	600
NETWORK APPLIANCE INC	COM	64120L104	107,730	2,990	X		28-5284	2990
			249,111	6,914	X	X	28-5284	6914
NEUROCRINE BIOSCIENCES INC	COM	64125C109	1,732,383	26,842	X		28-5284	25442
			96,358	1,493	X	X	28-5284	1493
NEUBERGER BERMAN RLTY INC FD	COM	64126G109	22,506	1,100	X		28-5284	1100
NEUSTAR INC	CL A	64126X201	489,800	15,800	X		28-5284	
			76,725	2,475	X	X	28-5284	
NEW AMER HIGH INCOME FD INC	COM	641876107	4,324	2,030	X		28-5284	2030
NEUBERGER BERMAN RE ES SEC F	COM	64190A103	23,745	1,500	X		28-5284	1500
NEW CENTURY FINANCIAL CORP M COLUMN TOTAL	COM	6435EV108	13,806	300	X	X	28-5284	300
			3,886,424					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	FAIR MARKET VALUE	SHARES OR PRINCIPAL AMOUNT	(B) SHARED		ITEM 7: MANAGERS INSTR V	VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) S
NEW JERSEY RES	COM	646025106	103,623 268,106	2,290 5,925	X X	X	28-5284 28-5284	2290 4175	
NEW PLAN EXCEL RLTY TR INC	COM	648053106	258,103 482,484	9,950 18,600	X X	X	28-5284 28-5284	5600 18400	
NEW YORK CMNTY BANCORP INC	COM	649445103	4,334,378 3,393,554 10,512 3,504	247,396 193,696 600 200	X X X X	X X	28-5284 28-5284 28-1500 28-4580	243325 181946 600 200	60
NEW YORK MTG TR INC	COM	649604105	5,400 5,400	1,000 1,000	X X	X	28-5284 28-5284	1000 1000	
NEW YORK TIMES CO	CL A	650111107	276,411 214,401	10,921 8,471	X X	X	28-5284 28-5284	9221 5471	
NEWELL RUBBERMAID INC	COM	651229106	6,366,521 8,475,604 95,722 5,038	252,740 336,467 3,800 200	X X X X	X	28-5284 28-5284 28-1500 28-4580	249840 149397 600 200	38
NEWFIELD EXPL CO	COM	651290108	138,270 307,546	3,300 7,340	X X	X	28-5284 28-5284	3300 7104	
NEWMARKET CORP	COM	651587107	19,036	400	X	X	28-5284		
NEWMONT MINING CORP	COM	651639106	1,588,820 4,053,699 210,155	30,619 78,121 4,050	X X X	X X	28-5284 28-5284 28-4580	30619 75156 4050	
NEWPARK RES INC	COM PAR \$.01NE	651718504	16,400	2,000	X		28-11439	2000	
NEWPORT CORP	COM	651824104	17,653	936	X		28-5284	936	
NEWS CORP	CL A	65248E104	38,020 295,940 4,153 33 565	2,289 17,817 250 2 34	X X X X X	X X	28-5284 28-5284 28-5284 28-1500 28-4580	2233 9017 250 2 34	2
NEWS CORP	CL B	65248E203	14,048 263,400	800 15,000	X X	X	28-5284 28-5284	400 15000	
COLUMN TOTAL			31,266,499						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY (A) SOLE (B)	
					(A) SOLE	(C) OTH		(A) SOLE	(B)
NEXMED INC	COM	652903105	609	700	X	X	28-5284	700	
NEXEN INC	COM	65334H102	110	2	X		28-5284	2	
			2,752	50	X	X	28-1500	50	
NFJ DIVID INT & PREM STRTGY	COM SHS	65337H109	14,554	642	X		28-5284	642	
NICHOLAS- APPLEGATE CV & INC	COM	65370F101	50,165	3,224	X	X	28-5284	3224	
NICOR INC	COM	654086107	47,472	1,200	X		28-5284	1200	
			59,340	1,500	X	X	28-5284	1500	
NIKE INC	CL B	654106103	8,869,718	104,227	X		28-5284	90017	
			359,548	4,225	X	X	28-5284	3375	
			186,029	2,186	X		28-1500	2186	
			211,303	2,483	X	X	28-1500	2483	
			17,020	200	X		28-4580	200	
NISOURCE INC	COM	65473P105	32,352	1,600	X		28-5284	1600	
			362,767	17,941	X	X	28-5284	17941	
NISSAN MOTORS	SPONSORED ADR	654744408	10,701	450	X		28-5284	450	
NOKIA CORP	SPONSORED ADR	654902204	40,450,579	1,952,248	X		28-5284	1914503	
			16,531,348	797,845	X	X	28-5284	725373	5
			56,939	2,748	X		28-1500	2748	
			501,528	24,205	X	X	28-1500	24205	
			90,339	4,360	X		28-11439	4360	
			483,750	23,347	X		28-4580	23027	
			308,873	14,907	X	X	28-4580	14907	
NOBLE ENERGY INC	COM	655044105	1,894,972	43,146	X		28-5284	4146	
			55,339	1,260	X	X	28-5284	1260	
NOMURA HLDGS INC	SPONSORED ADR	65535H208	9,422	425	X		28-5284	425	
NORAM ENERGY CORP	SDCV 6.000% 3	655419AC3	1,243,125	12,750	X		28-5284	12750	
			1,837,875	18,850	X	X	28-5284	18850	
COLUMN TOTAL			73,688,529						

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PAGE 124 OF 189 FORM 13F NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC. FILE NO. 28 AS OF 03/

ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTING AU ----- (A) SOLE (
					(B) SHARED	(C) OTH		
NORDSTROM INC	COM	655664100	31,150,177	795,053	X		28-5284	778033
			15,817,828	403,722	X	X	28-5284	388121
			42,393	1,082	X	X	28-1500	1082
			747,789	19,086	X		28-4580	18572
			149,276	3,810	X	X	28-4580	3810
NORFOLK SOUTHERN CORP	COM	655844108	23,303,792	430,993	X		28-5284	425205
			30,499,265	564,070	X	X	28-5284	360818
			81,375	1,505	X	X	28-1500	1505
			47,041	870	X		28-4580	870
			48,663	900	X	X	28-4580	900
NORSK HYDRO A S NORTEL NETWORKS CORP NEW	SPONSORED ADR	656531605	27,668	200	X	X	28-5284	200
NORTH AMERN GALVANZNG & CTNG	COM	65686Y109	281,866	92,415	X		28-5284	92415
			35,228	11,550	X	X	28-5284	10550
			610	200	X	X	28-4580	200
NORTH EUROPEAN OIL RTY TR	SH BEN INT	659310106	2,023,268	67,600	X		28-5284	67600
			463,915	15,500	X	X	28-5284	10300
NORTH FORK BANCORPORATION NY	COM	659424105	8,259,853	286,502	X		28-5284	282402
			760,103	26,365	X	X	28-5284	9083
NORTH PITTSBURGH SYS INC	COM	661562108	108,298	4,640	X	X	28-5284	4640
			664397106	4,883	250	X	X	28-5284
NORTHEAST UTILS NORTHERN BORDER PARTNERS L P	COM	664785102	23,960	500	X		28-5284	500
			97,038	2,025	X	X	28-5284	2025
NORTHERN TR CORP	COM	665859104	1,692,548	32,239	X		28-5284	32239
			579,023	11,029	X	X	28-5284	8218
NORTHFIELD LABS INC	COM	666135108	5,130	513	X		28-1500	513
NORTHRIM BANCORP INC COLUMN TOTAL	COM	666762109	6,984,432	291,018	X		28-1500	291018
			125,605,599					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) S
NORTHROP GRUMMAN CORP	COM	666807102	2,514,028	36,814	X		28-5284	33386	
			5,670,665	83,038	X	X	28-5284	83038	
			431,456	6,318	X	X	28-1500	6318	
			20,487	300	X		28-4580	300	
			102,298	1,498	X	X	28-4580	1498	
NORTHWEST BANCORP INC PA	COM	667328108	126,722	5,118	X		28-5284	5118	
			5,150	208	X	X	28-5284	208	
NORTHWEST NAT GAS CO	COM	667655104	68,638	1,934	X		28-5284	1934	
			184,548	5,200	X	X	28-5284	5200	
NORTHWESTERN CORP	COM NEW	668074305	2,958	95	X		28-5284	95	
			9,342	300	X	X	28-5284	300	
NORWOOD FINANCIAL CORP	COM	669549107	145,280	4,540	X		28-5284	4540	
			8,000	250	X	X	28-5284	250	
NOVA CHEMICALS CORP	COM	66977W109	11,400	400	X		28-5284	400	
			14,250	500	X	X	28-5284	500	
NOVARTIS A G	SPONSORED ADR	66987V109	331,808	5,985	X		28-5284	4985	
			1,010,394	18,225	X	X	28-5284	14150	
			24,172	436	X	X	28-1500	436	
NOVASTAR FINL INC	COM	669947400	6,688	200	X	X	28-1500	200	
NOVATEL INC	COM	669954109	1,172,466	31,800	X	X	28-5284	31800	
NOVELIS INC	COM	67000X106	1,378	67	X		28-5284	67	
			2,057	100	X	X	28-5284	100	
NOVAVAX INC	COM	670002104	15,960	2,000	X	X	28-5284	2000	
NOVELL INC	COM	670006105	29,491	3,840	X		28-5284	3840	
			188,160	24,500	X	X	28-5284	24500	
NOVELLUS SYS INC	COM	670008101	10,608	442	X		28-5284	442	
NOVO-NORDISK A S	ADR	670100205	384,958	6,200	X		28-5284	6200	
			1,381,813	22,255	X	X	28-5284	22255	

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COLUMN
TOTAL

13,875,175

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHAR
NSTAR	COM	67019E107	26,893	940	X		28-5284	940	
			81,939	2,864	X	X	28-5284	2864	
NUANCE COMMUNICATIONS INC	COM	67020Y100	11,810	1,000	X	X	28-5284	1000	
NUCOR CORP	COM	670346105	2,235,590	21,334	X		28-5284	21334	
			1,127,331	10,758	X	X	28-5284	10758	
NUVEEN EQTY PRM OPPORTUNITYF	COM	6706EM102	37,800	2,000	X		28-5284	2000	
NUVEEN PREM INCOME MUN FD 4	COM	6706K4105	16,422	1,284	X		28-5284	1284	
			9,554	747	X	X	28-5284	747	
NUVEEN CONN PREM INCOME MUN	SH BEN INT	67060D107	15,080	1,000	X		28-5284	1000	
NUVEEN PA PREM INCOME MUN FD	COM	67061F101	126,173	9,203	X		28-5284	9203	
			223,487	16,301	X	X	28-5284	16301	
			808,150	58,946	X		28-4580	58946	
NUVEEN SELECT MAT MUN FD	SH BEN INT	67061T101	22,885	2,300	X	X	28-5284	2300	
NUVEEN ARIZ PREM INCOME MUN	COM	67061W104	284,172	20,097	X	X	28-5284	20097	
NUVEEN INVT QUALITY MUN FD I	COM	67062E103	117,899	7,777	X	X	28-5284	7777	
NUVEEN SELECT TAX FREE INCM	SH BEN INT	67062F100	1,421	100	X		28-5284	100	
NUVEEN MUN ADVANTAGE FD INC	COM	67062H106	41,232	2,667	X		28-5284	2667	
			128,318	8,300	X	X	28-5284	8300	
NUVEEN MUN INCOME FD INC	COM	67062J102	84,880	8,000	X		28-5284	8000	
			132,307	12,470	X	X	28-5284	12470	
NUVEEN INSD									

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QUALITY MUN FD I	COM	67062N103	2,998 11,992	200 800	X X	X	28-5284 28-4580	200 800
NUVEEN PERFORMANCE PLUS MUN	COM	67062P108	141,481	9,382	X		28-5284	9382
NUVEEN PREM INCOME MUN FD	COM	67062T100	65,299	4,618	X		28-5284	4618
NUVEEN MUN MKT OPPORTUNITY F	COM	67062W103	186,949	12,761	X		28-5284	12761
NUVEEN SELECT TAX FREE INCM COLUMN TOTAL	SH BEN INT	67063C106	109,634	8,200	X	X	28-5284	8200
			6,051,696					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED ----- (A) SOLE (C) OTH	ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHOR ----- (A) SOLE (B) SH
NUVEEN PREM INCOME MUN FD 2	COM	67063W102	46,428	3,332	X X	28-5284	3332
NUVEEN TAX FREE ADV MUN FD	COM	670657105	59,709	4,333	X	28-5284	4333
NVIDIA CORP	COM	67066G104	22,160 1,814,569	387 31,690	X X X	28-5284 28-5284	387 31690
NUVEEN DIVID ADVANTAGE MUN F	COM	67066V101	29,680	2,000	X X	28-5284	2000
NUVEEN SR INCOME FD	COM	67067Y104	31,117	3,700	X	28-5284	3700
NUVEEN MUN HIGH INC OPP FD	COM	670682103	18,634 111,804	1,100 6,600	X X X	28-5284 28-5284	1100 6600
NUVEEN MASS DIVID ADVANTAG							

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M NUVEEN PA DIV ADVANTAGE	COM SH BEN INT	67069P101	34,240	2,140	X	X	28-5284	2140
MUN	COM	67070E103	21,026	1,310	X		28-5284	1310
MUN FD	COM	67070F100	18,980	1,142	X	X	28-5284	1142
MUNI FD 2	COM	67071C106	50,550	3,000	X		28-5284	3000
ADVANTAGE	COM	67071L106	52,229	3,510	X		28-5284	3510
FD	COM	67071S101	104,685	7,877	X		28-5284	7877
			91,914	6,916	X	X	28-5284	6916
JERSEY DIVID	COM	67071T109	52,437	3,300	X	X	28-5284	3300
MU	COM	67071W102	182,750	12,500	X	X	28-5284	12500
MUN FD 3	COM	67072A109	14,070	1,000	X	X	28-5284	1000
MUN FD 2	COM	67072B107	445,475	31,888	X	X	28-5284	31888
FD	COM	67072C105	242,288	17,750	X		28-5284	17450
			54,655	4,004	X	X	28-5284	4004
FD 3	COM	67072W101	9,870	750	X		28-5284	750
FD	COM	67073B106	60,972	4,925	X		28-5284	4925
			37,140	3,000	X	X	28-5284	3000
COLUMN TOTAL			3,607,382					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY (S)	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHARED
NUVEEN PFD & CONV INCOME FD	COM SHS	67073D102	12,340	1,000	X		28-5284	1000	
			23,335	1,891	X	X	28-5284	1891	
O CHARLEYS INC	COM	670823103	849	46	X		28-1500	46	
OGE ENERGY CORP	COM	670837103	71,543	2,467	X		28-5284	2467	
			153,700	5,300	X	X	28-5284	4900	
OM GROUP INC	COM	670872100	15,640	680	X		28-5284	680	
NUVEEN INVT INC	CL A	67090F106	161,303	3,350	X		28-5284	400	
NUVEEN TX ADV TOTAL RET STRG	COM	67090H102	8,956	400	X	X	28-5284	400	
NUVEEN MUN VALUE FD INC	COM	670928100	2,920,654	300,170	X		28-5284	300170	
			338,750	34,815	X	X	28-5284	34815	
			6,325	650	X		28-4580	650	
			3,892	400	X	X	28-4580	400	
NUVEEN FLA INVT QUALITY MUN	COM	670970102	46,266	3,300	X		28-5284	3300	
NUVEEN NJ INVT QUALITY MUN F	COM	670971100	67,141	4,583	X		28-5284	4583	
			132,963	9,076	X	X	28-5284	9076	
NUVEEN PA INVT QUALITY MUN F	COM	670972108	309,057	22,363	X		28-5284	22363	
			730,815	52,881	X	X	28-5284	52881	
NUVEEN SELECT QUALITY MUN FD	COM	670973106	156,247	10,100	X		28-5284	10100	
NUVEEN CA SELECT QUALITY MUN	COM	670975101	90,660	6,000	X	X	28-5284		
NUVEEN NY SELECT QUALITY MUN	COM	670976109	59,824	4,078	X	X	28-5284	4078	
NUVEEN QUALITY									

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INCOME								
MUN FD	COM	670977107	284,807	19,166	X		28-5284	19166
			109,548	7,372	X	X	28-5284	7372
NUVEEN FLA								
QUALITY								
INCOME MU	COM	670978105	88,384	6,400	X		28-5284	6400
NUVEEN OHIO								
QUALITY								
INCOME M	COM	670980101	48,292	2,950	X		28-5284	2950
			17,827	1,089	X	X	28-5284	1089
NUVEEN INSD								
MUN								
OPPORTUNITY	COM	670984103	36,048	2,400	X		28-5284	2400
COLUMN								
TOTAL			5,895,166					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED		ITEM 7: MANAGERS INSTR V	VOTING AUT (A) SOLE (B)
					(A) SOLE	(C) OTH		
NUVEEN CALIF								
QUALITY INCM								
MU	COM	670985100	91,500	6,000	X	X	28-5284	
NUVEEN PREMIER								
MUN INCOME FD	COM	670988104	72,054	5,302	X		28-5284	5302
NUVEEN NJ PREM								
INCOME MUN FD	COM	67101N106	266,288	17,600	X		28-5284	17600
			74,818	4,945	X	X	28-5284	4945
OSI								
PHARMACEUTICALS								
INC	COM	671040103	1,990	62	X		28-5284	62
OYO GEOSPACE								
CORP	COM	671074102	194,667	3,300	X	X	28-5284	3300
OAK HILL FINL INC	COM	671337103	18,546	600	X		28-5284	600
OCCIDENTAL PETE								
CORP DEL	COM	674599105	807,074	8,711	X		28-5284	8711
			1,559,114	16,828	X	X	28-5284	7728
			98,672	1,065	X	X	28-1500	1065
OCEANEERING INTL								
INC	COM	675232102	49,393	862	X	X	28-5284	747
OCEANFIRST FINL								
CORP	COM	675234108	61,250	2,500	X		28-5284	1500
			22,050	900	X	X	28-5284	
OFFICEMAX INC								
DEL	COM	67622P101	7,543	250	X		28-5284	250
			7,995	265	X	X	28-5284	265

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OFFICE DEPOT INC	COM	676220106	50,982	1,369	X		28-5284	1369
			10,725	288	X	X	28-1500	288
OHIO CAS CORP	COM	677240103	114,120	3,600	X		28-5284	3600
			33,919	1,070	X	X	28-5284	1070
			721,175	22,750	X	X	28-1500	22750
OHIO VY BANC CORP	COM	677719106	5,075	200	X		28-1500	200
OIL SVC HOLDRS TR	DEPOSTRY RCPT	678002106	132,129	900	X		28-5284	900
			20,407	139	X	X	28-4580	30
OIL STS INTL INC	COM	678026105	868,555	23,570	X	X	28-5284	23570
OLD DOMINION FGHT LINES INC	COM	679580100	10,780	400	X	X	28-1500	400
OLD LINE BANCSHARES INC	COM	67984M100	352,500	30,000	X	X	28-5284	30000
COLUMN TOTAL			5,653,321					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTING AU (A) SOLE (
					(A) SOLE	(C) OTH		
OLD NATL BANCORP IND	COM	680033107	409,710	18,933	X		28-5284	18933
			6,449	298	X	X	28-1500	298
OLD REP INTL CORP	COM	680223104	3,731,438	171,010	X		28-5284	171010
			4,653,050	213,247	X	X	28-5284	210872
			6,808	312	X		28-4580	312
			16,365	750	X	X	28-4580	750
OLIN CORP	COM PAR \$1	680665205	61,104	2,846	X		28-5284	2846
			266,185	12,398	X	X	28-5284	12398
OMNICARE INC	COM	681904108	420,289	7,643	X		28-5284	5743
			163,045	2,965	X	X	28-5284	965
			27,495	500	X	X	28-4580	500
OMNICOM GROUP INC	COM	681919106	45,583,454	547,549	X		28-5284	512869
			20,090,473	241,327	X	X	28-5284	236640
			474,192	5,696	X		28-1500	4456
			99,401	1,194	X	X	28-4580	1194
OMEGA FINL CORP	COM	682092101	33,860	1,000	X		28-5284	1000
			47,844	1,413	X	X	28-5284	
OMEGA FLEX INC	COM	682095104	107,080	5,621	X		28-5284	5621
OMNIVISION TECHNOLOGIES INC	COM	682128103	15,100	500	X		28-5284	500
OMNICELL INC	COM	68213N109	22,780	2,000	X	X	28-5284	2000
ONEOK INC NEW	COM	682680103	52,245	1,620	X	X	28-5284	1600

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ONLINE RES CORP	COM	68273G101	5,941	457	X		28-5284	457
ONSTREAM MEDIA CORP	COM	682875109	17,082	15,389	X		28-5284	15389
ON2 TECHNOLOGIES INC	COM	68338A107	800	1,000	X	X	28-5284	1000
ONVIA INC	COM NEW	68338T403	93,834	15,639	X		28-1500	15639
ONYX PHARMACEUTICALS INC	COM	683399109	21,008	800	X		28-5284	800
OPEN JT STK CO-VIMPEL COMMUN	SPONSORED ADR	68370R109	77,418	1,800	X	X	28-5284	1800
			4,301	100	X	X	28-4580	100
COLUMN TOTAL			76,508,751					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTING AU ----- (A) SOLE (
					(A) SOLE	(C) OTH		
OPENWAVE SYS INC	COM NEW	683718308	129,480	6,000	X		28-5284	6000
OPSWARE INC	COM	68383A101	88,914	10,375	X		28-1500	10375
OPTEUM INC	CL A	68384A100	83,888	9,800	X	X	28-1500	9800
ORACLE CORP	COM	68389X105	37,226,122	2,719,220	X		28-5284	2659106
			16,126,313	1,177,963	X	X	28-5284	1131997
			146,086	10,671	X		28-1500	
			758,166	55,381	X		28-4580	53707
			409,441	29,908	X	X	28-4580	29908
ORASURE TECHNOLOGIES INC	COM	68554V108	10,300	1,000	X		28-5284	1000
			160,371	15,570	X	X	28-5284	1000
			4,120	400	X		28-1500	400
ORBITAL SCIENCES CORP	COM	685564106	4,746	300	X		28-5284	300
OREGON STL MLS INC	COM	686079104	38,378	750	X		28-5284	750
			10,234	200	X	X	28-5284	200
OREILLY AUTOMOTIVE INC	COM	686091109	3,656	100	X	X	28-5284	100
			7,312	200	X	X	28-1500	200
ORIENTAL FINL GROUP INC	COM	68618W100	173	12	X	X	28-5284	
			4,907,220	339,600	X		28-1500	339600
ORTHOLOGIC CORP	COM	68750J107	64,986	29,539	X		28-1500	29539

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OSCIENT								
PHARMACEUTICALS								
CORP	COM	68812R105	2,040	1,020	X		28-5284	1020
OSHKOSH TRUCK								
CORP	COM	688239201	248,960	4,000	X		28-5284	4000
			808,498	12,990	X	X	28-5284	12490
OTELCO INC	UNIT 99/99/999	688823202	21,992	1,355	X	X	28-5284	1355
OVERSEAS								
SHIPHOLDING								
GROUP I	COM	690368105	19,172	400	X		28-5284	400
			26,841	560	X	X	28-5284	560
OVERSTOCK COM								
INC DEL	COM	690370101	6,411	215	X		28-5284	215
			2,982	100	X	X	28-5284	100
OWENS & MINOR								
INC NEW	COM	690732102	32,770	1,000	X	X	28-5284	
COLUMN								
TOTAL			61,349,572					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B)
OWENS ILL INC	COM NEW	690768403	26,055	1,500	X		28-5284	1500	
			2,241	129	X	X	28-5284	129	
OWENS ILL INC	PFD CONV \$.01	690768502	13,880	400	X		28-5284	400	
OXFORD INDS INC	COM	691497309	2,557	50	X		28-5284	50	
PAB BANKSHARES INC	COM	69313P101	8,587,524	442,200	X		28-1500	442200	
PDL BIOPHARMA INC	COM	69329Y104	5,904	180	X		28-5284	180	
			65,600	2,000	X	X	28-5284	2000	
PG&E CORP	COM	69331C108	26,258	675	X		28-5284	675	
			107,986	2,776	X	X	28-5284	2752	
PHH CORP	COM NEW	693320202	5,260	197	X		28-5284	162	
			63,199	2,367	X	X	28-5284	2152	
			668	25	X		28-4580	25	
P F CHANGS CHINA BISTRO INC	COM	69333Y108	4,929	100	X		28-5284	100	
PICO HLDGS									

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INC	COM NEW	693366205		33	1	X		28-5284	1
PMA CAP									
CORP	CL A	693419202		407,200	40,000	X		28-5284	
PMC COML									
TR	SH BEN INT	693434102		6,825	500	X		28-5284	500
				13,650	1,000	X	X	28-5284	1000
PMC-SIERRA									
INC	COM	69344F106		922	75	X		28-5284	75
PMI GROUP									
INC	COM	69344M101		12,352	269	X	X	28-5284	261
				5,327	116	X	X	28-1500	116
PNC FINL									
SVCS									
GROUP INC	COM	693475105	112,648,064	1,673,571		X		28-5284	1651744
			153,419,885	2,279,303		X	X	28-5284	1318577
			1,004,131	14,918		X		28-1500	
			2,747,392	40,817		X		28-4580	39917
			4,727,114	70,229		X	X	28-4580	68529
PNC FINL									
SVCS									
GROUP INC	PFD A CV \$1.80	693475204		0	27	X	X	28-5284	27
PNC FINL									
SVCS									
GROUP INC	PFD CV D \$1.80	693475501	21,240	193		X		28-5284	193
			2,751	25		X	X	28-5284	25
COLUMN									
TOTAL			283,928,947						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTING AUTH (A) SOLE (B)
					(A) SOLE	(C) OTH		
POSCO	SPONSORED ADR	693483109	31,900	500	X	X	28-5284	500
PNM RES INC	COM	69349H107	708	29	X	X	28-5284	
PPG INDS INC	COM	693506107	53,141,274	838,852	X		28-5284	821836
			42,049,069	663,758	X	X	28-5284	631141
			45,232	714	X	X	28-1500	714
			417,603	6,592	X		28-4580	6592
			1,248,882	19,714	X	X	28-4580	19714
PPL CORP	COM	69351T106	13,448,030	457,416	X		28-5284	452867
			17,868,614	607,776	X	X	28-5284	592586
			107,310	3,650	X		28-4580	3650
			41,160	1,400	X	X	28-4580	1400
PACCAR INC	COM	693718108	77,528	1,100	X	X	28-5284	1100
			14,096	200	X	X	28-1500	200
PACIFIC CAP								

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BANCORP NEW	COM	69404P101	51,843	1,532	X	X	28-5284	
PACIFIC ENERGY PARTNERS L P	COM UNIT	69422R105	9,171	300	X		28-5284	300
PACIFIC PREMIER BANCORP	COM	69478X105	1,108,485	94,500	X		28-1500	94500
PACKAGING CORP AMER	COM	695156109	2,244	100	X		28-5284	100
			561	25	X	X	28-5284	
PACTIV CORP	COM	695257105	61,914	2,523	X		28-5284	2523
			25,644	1,045	X	X	28-5284	1045
PALL CORP	COM	696429307	191,319	6,134	X		28-5284	6134
			6,238	200	X	X	28-5284	200
PALM INC NEW	COM	696643105	695	30	X		28-5284	30
			13,340	576	X	X	28-5284	576
PALOMAR MED TECHNOLOGIES INC	COM NEW	697529303	889,436	26,590	X	X	28-5284	26590
PAN AMERICAN SILVER CORP	COM	697900108	12,700	500	X		28-5284	500
			25,400	1,000	X	X	28-5284	1000
PAN PACIFIC RETAIL PPTYS INC	COM	69806L104	26,162	369	X		28-5284	369
			20,845	294	X	X	28-5284	294
COLUMN TOTAL			130,937,403					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY (A) SOLE (B) SHARED	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHARED
PANERA BREAD CO	CL A	69840W108	22,554	300	X		28-5284	200	
PANTRY INC	COM	698657103	1,035,050	16,590	X	X	28-5284	16590	
PAPA JOHNS INTL INC	COM	698813102	98,430	3,000	X		28-5284	3000	
			42,325	1,290	X	X	28-5284	1290	
			18,439	562	X		28-1500	562	
PARAMETRIC TECHNOLOGY CORP	COM NEW	699173209	5,275	323	X		28-5284	323	
			15,677	960	X	X	28-5284	480	

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PARK NATL CORP	COM	700658107	596,400	5,600	X		28-5284	5600
PARKE BANCORP INC	COM	700885106	397,896	14,160	X	X	28-5284	14160
PARKER DRILLING CO	COM	701081101	27,810	3,000	X		28-5284	3000
			18,540	2,000	X	X	28-5284	2000
PARKER HANNIFIN CORP	COM	701094104	302,288	3,750	X		28-5284	3750
			354,845	4,402	X	X	28-5284	4402
			24,183	300	X	X	28-1500	300
PARKWAY PPTYS INC	COM	70159Q104	218,400	5,000	X		28-5284	
			21,840	500	X	X	28-5284	
PARTNERS TR FINL GROUP INC N	COM	70213F102	23,840	2,000	X		28-5284	2000
PATHMARK STORES INC NEW	COM	70322A101	1,046	100	X	X	28-5284	100
PATTERSON COMPANIES INC	COM	703395103	130,240	3,700	X		28-5284	3700
			161,744	4,595	X	X	28-5284	4595
			123,904	3,520	X	X	28-1500	3520
PATTERSON UTI ENERGY INC	COM	703481101	3,835	120	X		28-5284	120
			92,684	2,900	X	X	28-5284	400
			25,952	812	X	X	28-1500	812
PAYCHEX INC	COM	704326107	7,099,031	170,404	X		28-5284	167197
			5,079,437	121,926	X	X	28-5284	119276
			21,663	520	X	X	28-4580	520
PAYLESS SHOESOURCE INC	COM	704379106	58,873	2,572	X		28-5284	2572
			126,353	5,520	X	X	28-5284	5520
COLUMN TOTAL			16,148,554					

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ITEM 1:	ITEM 2:	ITEM 3:	ITEM 4:	ITEM 5:	ITEM 6:	ITEM 7:
		CUSIP	FAIR MARKET	SHARES OR PRINCIPAL	INVESTMENT DISCRETION (B) SHARED	VOTING AUTHORITY MANAGERS

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NAME OF ISSUER	TITLE OF CLASS	NUMBER	VALUE	AMOUNT	(A) SOLE	(C) OTH	INSTR V	(A) SOLE	(B)
PCCW LTD	SPONS ADR NEW	70454G207	1,122	170	X		28-5284	170	
PEABODY ENERGY CORP	COM	704549104	998,622	19,810	X		28-5284	19360	
			2,035,556	40,380	X	X	28-5284	38500	
			90,738	1,800	X	X	28-4580	1800	
PEAPACK- GLADSTONE FINL CORP	COM	704699107	115,501	4,510	X		28-5284	4510	
			48,915	1,910	X	X	28-5284	1210	
PEARSON PLC	SPONSORED ADR	705015105	8,310	600	X		28-5284	600	
PEDIATRIX MED GROUP	COM	705324101	9,340	91	X	X	28-5284	91	
PEERLESS SYS CORP	COM	705536100	167,365	22,405	X	X	28-5284		
PEGASUS COMMUNICATIONS CORP	CL A NEW	705904605	92,500	37,000	X	X	28-5284	37000	
PENGROWTH ENERGY TR	TRUST UNIT A	706902301	18,480	800	X		28-5284	800	
			254,100	11,000	X	X	28-5284	11000	
PENN NATL GAMING INC	COM	707569109	42,180	1,000	X		28-5284	1000	
			29,526	700	X	X	28-5284	700	
PENN TREATY AMERN CORP	COM NEW	707874400	23,075	2,500	X		28-5284	2500	
PENN VA CORP	COM	707882106	174,944	2,464	X		28-5284	2464	
			142,000	2,000	X	X	28-5284	2000	
PENN VA RESOURCES PARTNERS L	COM	707884102	40,159	700	X		28-5284	700	
			74,581	1,300	X	X	28-5284	1300	
PENNEY J C INC	COM	708160106	2,085,897	34,529	X		28-5284	32789	
			799,647	13,237	X	X	28-5284	12412	
			21,566	357	X		28-4580	357	
			171,021	2,831	X	X	28-4580	2831	
PENNS WOODS BANCORP INC	COM	708430103	47,058	1,240	X	X	28-5284		
			4,472,028	117,840	X		28-1500	117840	
PENNSYLVANIA COMM BANCORP IN	COM	708677109	145,534	4,827	X		28-5284	4827	
PENNSYLVANIA RL ESTATE INVT	SH BEN INT	709102107	324,984	7,386	X		28-5284	7386	
			3,312,188	75,277	X	X	28-5284	41277	
COLUMN TOTAL			15,746,937						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED		ITEM 7: MANAGERS INSTR V	VOTING AUTH	
					(A) SOLE	(C) OTH		(A) SOLE	(B)
PENTAIR INC	COM	709631105	398,372 611,250	9,776 15,000	X	X	28-5284	9776	
PEOPLES BANCORP INC	COM	709789101	50,580	1,686	X		28-5284	1686	
PEOPLES ENERGY CORP	COM	711030106	99,008 89,706	2,778 2,517	X	X	28-5284	2778	
PEPCO HOLDINGS INC	COM	713291102	596,847 1,083,938 73,566 4,558	26,189 47,562 3,228 200	X	X	28-5284	25669	
PEPSI BOTTLING GROUP INC	COM	713409100	15,195 220,692	500 7,262	X	X	28-5284	500	
PEPSIAMERICAS INC	COM	71343P200	84,279 6,015	3,447 246	X	X	28-5284	3447	
PEPSICO INC	COM	713448108	169,261,015 98,355,286 957,465 1,662,849 1,664,814	2,928,898 1,701,943 16,568 28,774 28,808	X	X	28-5284	2829299	
PERFICIENT INC	COM	71375U101	15,267	1,315	X		28-1500	1315	
PERFORMANCE FOOD GROUP CO	COM	713755106	40,235	1,290	X		28-5284	90	
PERKINELMER INC	COM	714046109	17,227 484,069 2,347	734 20,625 100	X	X	28-5284	734	
PERMIAN BASIN RTY TR	UNIT BEN INT	714236106	61,834 50,515	3,824 3,124	X	X	28-5284	3824	
PETMED EXPRESS INC	COM	716382106	972,819	54,745	X	X	28-5284	54745	
PETRO-CDA	COM	71644E102	9,518 9,566	200 201	X	X	28-5284		
COLUMN TOTAL			276,898,832						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED		ITEM 7: MANAGERS INSTR V	VOTING AUT (A) SOLE (B)
					(A) SOLE	(C) OTH		
PETROCHINA CO LTD	SPONSORED ADR	71646E100	157,425 162,673 41,140	1,500 1,550 392	X X X	X X	28-5284 28-5284 28-4580	1500 1550 322
PETROFUND ENERGY TRUST	TR UNIT	71648W108	33,805 136,969	1,545 6,260	X X	X X	28-5284 28-5284	1545 6260
PETROHAWK ENERGY CORP	COM	716495106	5,001	365	X	X	28-5284	365
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	43,335 26,001	500 300	X X	X X	28-5284 28-5284	500 300
PETROLEUM & RES CORP	COM	716549100	156,040	4,700	X		28-5284	4700
PETROLEUM GEO SVCS ASA NEW	SPONSORED ADR	716599105	9,763	210	X	X	28-5284	
PETSMART INC	COM	716768106	2,001,317 854,049	71,120 30,350	X X	X X	28-5284 28-5284	71120 30225
PFIZER INC	COM	717081103	168,749,917 126,303,631 2,994,886 3,121,604 1,795,411 3,344,463	6,771,666 5,068,364 120,180 125,265 72,047 134,208	X X X X X X	X X	28-5284 28-5284 28-1500 28-11439 28-4580 28-4580	6534598 4883844 11665 125265 72047 134208
PFSWEB INC PHARMACEUTICAL HLDRS TR	COM DEPOSITRY RCPT	717098107 71712A206	615 321,300 228,480	500 4,500 3,200	X X	X X	28-5284 28-5284 28-5284	500 4100 3200
PHARMACEUTICAL PROD DEV INC	COM	717124101	1,064,604 69,705	30,760 2,014	X X	X X	28-5284 28-1500	30700 2014
PHARMION CORP PHASE FORWARD INC	COM COM	71715B409 71721R406	12,920 1,716	717 154	X		28-5284 28-1500	717 154
PHELPS DODGE CORP	COM	717265102	2,526,146 1,363,534 81,980	31,369 16,932 1,018	X X X	X X	28-5284 28-5284 28-1500	31369 16632 1018
COLUMN TOTAL			315,608,430					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHARED
PHILADELPHIA CONS HLDG CORP	COM	717528103	4,302 2,048	126 60	X	X	28-5284 28-5284	126	
PHILLIPS VAN HEUSEN CORP	COM	718592108	1,032	27	X	X	28-5284		
PHOENIX COS INC NEW	COM	71902E109	72,796 55,241	4,466 3,389	X	X	28-5284 28-5284	3867 2730	659
PHOTOMEDEX INC PIEDMONT NAT GAS INC	COM	719358103	112,128	58,706	X	X	28-5284		
	COM	720186105	426,062 146,339 324,465	17,760 6,100 13,525	X	X	28-5284 28-5284 28-1500	16900 4000 13525	
PIER 1 IMPORTS INC	COM	720279108	3,483	300	X	X	28-5284	300	
PIKE ELEC CORP	COM	721283109	10,505 21,010	500 1,000	X	X	28-5284 28-5284	500 1000	
PILGRIMS PRIDE CORP	COM	721467108	4,334	200	X		28-5284	200	
PIMCO MUNICIPAL INCOME FD	COM	72200R107	27,156	1,666	X		28-5284	1666	
PIMCO CORPORATE INCOME FD	COM	72200U100	21,518 79,924	1,400 5,200	X	X	28-5284 28-5284	1400 5200	
PIMCO MUN INCOME FD II	COM	72200W106	19,662	1,333	X	X	28-5284	1333	
PIMCO STRATEGIC GBL GOV FD I	COM	72200X104	26,011	2,184	X		28-5284	2184	
PIMCO MUN INCOME FD III	COM	72201A103	24,540	1,666	X		28-5284	1666	
PIMCO CORPORATE OPP FD	COM	72201B101	243,040 173,600	14,000 10,000	X	X	28-5284 28-5284	14000 10000	
PIMCO HIGH INCOME FD	COM SHS	722014107	86,396	5,733	X		28-5284	5733	
PINNACLE WEST CAP CORP	COM	723484101	66,470 319,447 101,660	1,700 8,170 2,600	X	X	28-5284 28-5284 28-4580	1700 8170 2600	
PIONEER DRILLING CO	COM	723655106	1,643	100	X	X	28-4580	100	
COLUMN TOTAL			2,374,812						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED		ITEM 7: MANAGERS INSTR V	VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) S
PIONEER HIGH INCOME TR	COM	72369H106	84,000	5,000	X		28-5284	5000	
PIONEER MUN HIGH INC ADV TR	COM	723762100	60,000	4,000	X		28-5284	4000	
PIONEER MUN HIGH INCOME TR	COM SHS	723763108	13,610	1,000	X	X	28-5284	1000	
PIONEER NAT RES CO	COM	723787107	522,150 150,450 13,275	11,800 3,400 300	X X X		28-5284 28-5284 28-1500	11800 1100 300	
PIONEER TAX ADVNTAGE BALANC	COM	72388R101	18,633	1,450	X	X	28-1500	1450	
PIPER JAFFRAY COS	COM	724078100	210,705 33,550 55	3,831 610 1	X X X		28-5284 28-5284 28-4580	3831 596 1	
PITNEY BOWES INC	COM	724479100	18,383,141 31,870,674 54,521 604,626 833,744	428,212 742,387 1,270 14,084 19,421	X X X X X		28-5284 28-5284 28-1500 28-4580 28-4580	422562 730201 1270 14084 16821	
PIXELWORKS INC	COM	72581M107	10,437 62,538	2,100 12,583	X X	X	28-5284 28-1500	2100 12583	
PIXAR	COM	725811103	28,863 44,898	450 700	X X		28-5284 28-5284	450 700	
PLAINS ALL AMERN PIPELINE L	UNIT LTD PARTN	726503105	8,996 422,812	200 9,400	X X		28-5284 28-5284	200 9400	
PLAINS EXPL& PRODTN CO	COM	726505100	8,114	210	X		28-5284	210	
PLAYBOY ENTERPRISES INC	CL B	728117300	42,600	3,000	X	X	28-5284	3000	
PLAYTEX PRODS INC	COM	72813P100	251	24	X		28-5284	24	
PLEXUS									

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CORP PLUG POWER INC COLUMN TOTAL	COM	729132100	225,420	6,000	X	28-5284	6000
	COM	72919P103	3,450	690	X	28-5284	690
			53,711,513				

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED ----- (A) SOLE (C) OTH	ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHOR ----- (A) SOLE (B) SH
PLUM CREEK TIMBER CO INC	COM	729251108	426,578	11,551	X	28-5284	11551
			2,628,677	71,180	X X	28-5284	71161
			131,102	3,550	X X	28-1500	3550
			73,860	2,000	X X	28-4580	2000
POGO PRODUCING CO	COM	730448107	75,375	1,500	X	28-5284	1500
			7,538	150	X X	28-5284	150
POLO RALPH LAUREN CORP	CL A	731572103	28,244	466	X	28-5284	466
POLYMEDICA CORP	COM	731738100	4,448	105	X X	28-5284	105
POPULAR INC	COM	733174106	456,097	21,970	X	28-5284	21970
			78,888	3,800	X X	28-5284	3800
PORTEC RAIL PRODS INC	COM	736212101	28,278	1,800	X X	28-5284	
POST PPTYS INC	COM	737464107	64,392	1,447	X	28-5284	1447
			89,000	2,000	X X	28-5284	2000
POTASH CORP SASK INC	COM	73755L107	48,450	550	X	28-5284	550
			17,618	200	X X	28-1500	200
POTLATCH CORP NEW	COM	737630103	25,704	600	X	28-5284	600
POWER INTEGRATIONS INC	COM	739276103	2,478	100	X	28-5284	100
POWER-ONE INC	COM	739308104	7,200	1,000	X	28-5284	1000
POWERSHARES ETF TRUST	HI YLD EQ DVDN	73935X302	25,985	1,730	X	28-5284	1730
			52,014	3,463	X X	28-5284	3463
POWERSHARES							

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ETF TRUST POWERSHARES	GOLDEN DRG USX	73935X401	48,198	2,900	X	X	28-1500	2900
ETF TRUST POWERSHARES	WNDRHLL CLN EN	73935X500	55,224 25,488	2,600 1,200	X	X	28-5284 28-5284	2600 1200
ETF TRUST POWERSHARES	WATER RESOURCE	73935X575	111,680 506,240	6,177 28,000	X	X	28-5284 28-5284	6177 28000
ETF TRUST POWERSHARES	INTL DIV ACHV	73935X716	223,974 11,361	13,800 700	X	X	28-5284 28-5284	13800 700
COLUMN TOTAL			5,254,091					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED ----- (A) SOLE (C) OTH	ITEM 7: MANAGERS INSTR V	VOTING AUTHO (A) SOLE (B) S
POWERSHARES ETF TRUST	DYN SEMCT PORT	73935X781	19,600	1,000	X	28-5284	1000
POWERSHARES ETF TRUST	DYN BIOT & GEN	73935X856	18,020	1,000	X	28-5284	1000
POWERWAVE TECHNOLOGIES INC	COM	739363109	107,920 26,980	8,000 2,000	X X	28-5284 28-11439	8000 2000
POZEN INC	COM	73941U102	5,010	300	X X	28-5284	300
PRAXAIR INC	COM	74005P104	29,156,537 7,697,561 85,648 545,820 139,474	528,677 139,575 1,553 9,897 2,529	X X X X X X X X	28-5284 28-5284 28-1500 28-4580 28-4580	469712 121860 1553 9664 2345
PRE PAID LEGAL SVCS INC	COM	740065107	70,960 45,343	2,000 1,278	X X X	28-5284 28-1500	2000 1278
PRECISION CASTPARTS CORP	COM	740189105	269,557 159,667	4,538 2,688	X X X	28-5284 28-5284	2538 2688
PRECISION DRILLING TR PREFERRED INCOME STRATEGIES	TR UNIT COM	740215108 74038E100	6,468 1,948 38,960	200 100 2,000	X X X X X	28-5284 28-5284 28-5284	200 100 2000
PREMIER FINL							

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BANCORP INC	COM	74050M105	7,257	455	X		28-1500	455
PRESIDENTIAL LIFE CORP	COM	740884101	38,115	1,500	X		28-5284	
PRICE T ROWE GROUP INC	COM	74144T108	1,433,042	18,323	X		28-5284	13523
			277,646	3,550	X	X	28-5284	1000
			46,926	600	X	X	28-1500	600
			123,650	1,581	X	X	28-4580	1581
PRIDE INTL INC DEL	COM	74153Q102	4,116	132	X	X	28-5284	132
			3,118	100	X	X	28-4580	100
PRIMEWEST ENERGY TR	TR UNIT NEW	741930309	19,873	700	X		28-5284	700
			356,436	12,555	X	X	28-5284	12555
PRINCIPAL FINANCIAL GROUP IN	COM	74251V102	481,022	9,857	X		28-5284	9857
			436,760	8,950	X	X	28-5284	8950
COLUMN TOTAL			41,623,434					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTING (A) SOLE
					(B) SHARED	(C) OTH		
PRO-DEX INC COLO	COM	74265M106	123,578	50,235	X	X	28-5284	
PROCTER & GAMBLE CO	COM	742718109	649,676,130	11,273,228	X		28-5284	1105728
			268,861,815	4,665,310	X	X	28-5284	446709
			16,220,021	281,451	X		28-1500	508
			6,021,816	104,491	X		28-4580	10405
			6,017,667	104,419	X	X	28-4580	10434
PROGENICS PHARMACEUTICALS IN	COM	743187106	30,464	1,150	X		28-5284	115
			76,821	2,900	X	X	28-5284	290
PROGRESS ENERGY INC	COM	743263105	1,050,770	23,892	X		28-5284	2291
			1,191,726	27,097	X	X	28-5284	2657
			8,796	200	X	X	28-1500	20
PROGRESS SOFTWARE CORP	COM	743312100	11,636	400	X		28-4580	40
PROGRESSIVE CORP OHIO	COM	743315103	2,222,823	21,320	X		28-5284	922
			465,625	4,466	X	X	28-5284	196

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PROLOGIS	SH BEN INT	743410102	79,020	1,477	X		28-5284	147
			656,659	12,274	X	X	28-5284	1227
PROSPECT STREET INCOME SHS I	COM	743590101	3,504	600	X		28-5284	60
PROTECTIVE LIFE CORP	COM	743674103	12,435	250	X		28-5284	
			174,836	3,515	X	X	28-5284	350
PROVIDENT BANKSHARES CORP	COM	743859100	102,425	2,810	X		28-5284	281
			193,258	5,302	X	X	28-5284	130
PROVIDENT ENERGY TR	TR UNIT	74386K104	101,031	8,925	X		28-5284	892
			222,608	19,665	X	X	28-5284	1966
PROVIDENT FINL SVCS INC	COM	74386T105	68,744	3,798	X		28-5284	190
			133,144	7,356	X	X	28-5284	625
PRUDENTIAL FINL INC	COM	744320102	1,903,892	25,114	X		28-5284	2238
			302,103	3,985	X	X	28-5284	395
			5,913	78	X		28-4580	7
PT INDOSAT TBK COLUMN	SPONSORED ADR	744383100	28,090	1,000	X		28-5284	100
TOTAL			955,967,350					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTH	
					(A) SOLE	(C) OTH		(A) SOLE	(B)
PSYCHIATRIC SOLUTIONS INC	COM	74439H108	19,878	600	X	X	28-5284	600	
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	9,072,547	141,670	X		28-5284	140820	
			11,967,731	186,879	X	X	28-5284	178840	
			50,271	785	X		28-4580	785	
			670,755	10,474	X	X	28-4580	10474	
PUBLIC STORAGE INC	COM	74460D109	263,998	3,250	X		28-5284	3250	
			28,349	349	X	X	28-5284	349	
PUBLIC STORAGE INC	COM A DP1/1000	74460D729	40,800	1,500	X		28-5284	1500	
			462	17	X	X	28-5284	17	
PUGET ENERGY INC NEW	COM	745310102	99,631	4,704	X		28-5284	3504	

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			85,059	4,016	X	X	28-5284	4016
PULTE HOMES INC	COM	745867101	347,394	9,042	X		28-5284	942
			7,684	200	X	X	28-5284	200
PURECYCLE CORP	COM NEW	746228303	280	20	X	X	28-1500	20
PUTMAN HIGH INCOME SEC FUND	SHS BEN INT	746779107	39,300	5,000	X	X	28-5284	5000
PUTNAM HIGH YIELD MUN TR	SH BEN INT	746781103	14,020	2,000	X	X	28-5284	2000
PUTNAM INVT GRADE MUN TR	COM	746805100	958	100	X	X	28-5284	100
PUTNAM MANAGED MUN INCOM TR	COM	746823103	11,085	1,500	X		28-5284	1500
PUTNAM MUN BD FD INC	SH BEN INT	74683V100	62,460	4,969	X		28-5284	4969
			3,771	300	X	X	28-5284	300
PUTNAM PREMIER INCOME TR	SH BEN INT	746853100	98,909	16,188	X		28-5284	16188
			25,265	4,135	X	X	28-5284	4135
			9,654	1,580	X	X	28-1500	1580
PUTNAM MASTER INTER INCOME T	SH BEN INT	746909100	6,010	1,000	X		28-5284	1000
PUTNAM MUN OPPORTUNITIES TR	SH BEN INT	746922103	58,800	5,000	X		28-5284	5000
			8,820	750	X	X	28-5284	750
QLT INC COLUMN	COM	746927102	3,076	400	X		28-5284	400
TOTAL.....			22,996,967					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHARE
QLOGIC CORP	COM	747277101	889,481	45,968	X		28-5284	45968	
			17,415	900	X	X	28-5284	900	
			9,675	500	X	X	28-4580	500	

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QUAKER CHEM CORP	COM	747316107	87,000	4,000	X		28-5284	4000	
			32,625	1,500	X	X	28-5284	1500	
QUALCOMM INC	COM	747525103	28,696,528	567,013	X		28-5284	554153	
			21,466,636	424,158	X	X	28-5284	410353	1900
			249,153	4,923	X		28-1500		4923
			630,550	12,459	X		28-4580	11955	
			288,173	5,694	X	X	28-4580	5516	
QUALITY SYS INC	COM	747582104	4,435	134	X		28-5284	134	
QUANTA SVCS INC	COM	74762E102	4,806	300	X		28-5284	300	
QUANTUM CORP	COM DSSG	747906204	29,546	7,900	X		28-5284	7900	
			23,936	6,400	X	X	28-5284		
QUEENSTAKE RES LTD YUKON	COM	748314101	28,700	70,000	X		28-5284	70000	
QUEST DIAGNOSTICS INC	COM	74834L100	801,306	15,620	X		28-5284	15620	
			756,675	14,750	X	X	28-5284	12750	
			186,270	3,631	X	X	28-1500	3631	
			20,520	400	X	X	28-4580	400	
QUESTAR CORP	COM	748356102	42,030	600	X		28-5284	600	
			2,686,418	38,350	X	X	28-5284	38350	
QUIKSILVER INC	COM	74838C106	34,650	2,500	X		28-5284	2500	
QUIGLEY CORP	COM NEW	74838L304	101,160	12,000	X		28-5284	12000	
QWEST COMMUNICATIONS INTL IN	COM	749121109	14,606	2,148	X		28-5284	2148	
			171,115	25,164	X	X	28-5284	25164	
			6,474	952	X	X	28-1500	952	
			2,346	345	X		28-4580	345	
QUOVADX INC	COM	74913K106	1,158	363	X	X	28-5284	363	
RAIT INVT TR COLUMN	COM	749227104	11,296	400	X	X	28-5284	400	
TOTAL			57,294,683						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: VOTING MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SH
RGC RES INC	COM	74955L103	21,718	850	X	X	28-5284		
			409	16	X		28-1500		16
R H DONNELLEY CORP	COM NEW	74955W307	37,675	647	X		28-5284		647
			28,009	481	X	X	28-5284		481
			4,658	80	X	X	28-4580		80

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RMK									
ADVANTAGE									
INCOME FD									
INC	COM	74963L103	14,498	863		X		28-5284	863
RPC INC	COM	749660106	4,570	200		X	X	28-5284	200
RPM INTL INC	COM	749685103	124,414	6,935		X		28-5284	300
			30,498	1,700		X	X	28-5284	1700
			25,116	1,400		X	X	28-4580	1400
RSA SEC INC	COM	749719100	71,760	4,000		X		28-5284	4000
			54,986	3,065		X		28-1500	3065
RTI INTL									
METALS INC	COM	74973W107	5,485	100		X		28-5284	100
			109,700	2,000		X	X	28-5284	2000
RF									
MICRODEVICES									
INC	COM	749941100	4,325	500		X		28-5284	500
			207,574	23,997		X		28-1500	23997
			5,882	680		X		28-4580	680
RACKABLE SYS									
INC	COM	750077109	5,285	100		X	X	28-5284	100
RADIANT									
SYSTEMS INC	COM	75025N102	13,520	1,000		X		28-5284	1000
RADIO ONE INC	CL A	75040P108	34,408	4,600		X		28-5284	4600
RADIOSHACK									
CORP	COM	750438103	9,615	500		X		28-5284	500
			90,381	4,700		X	X	28-5284	4700
RAILAMERICA									
INC	COM	750753105	5,330	500		X		28-5284	500
RAMBUS INC									
DEL	COM	750917106	3,934	100		X		28-5284	100
RALCORP									
HLDGS INC									
NEW	COM	751028101	56,048	1,473		X	X	28-5284	1473
RAMCO-									
GERSHENSON									
PPTY TR	COM SH BEN INT	751452202	60,540	2,000		X		28-4580	2000
COLUMN									
TOTAL									
			1,030,338						

PAGE 146 OF 189 FORM 13F NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC. AS OF 03/ FILE NO. 28

ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED (A) SOLE (C) OTH	ITEM 7: VOTING AUT MANAGERS INSTR V	VOTING AUT (A) SOLE (B)
RANGE RES CORP	COM	75281A109	3,277	120	X	28-5284	120
			983	36	X X	28-5284	
RASER							

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TECHNOLOGIES INC	COM	754055101	5,863	350	X		28-5284	350
RAYMOND JAMES FINANCIAL INC	COM	754730109	33,255	1,125	X		28-5284	1125
			1,094	37	X	X	28-5284	
RAYONIER INC	COM	754907103	158,015	3,466	X		28-5284	3466
			188,971	4,145	X	X	28-5284	3561
RAYTHEON CO	COM NEW	755111507	9,347,784	203,922	X		28-5284	170841
			18,965,933	413,742	X	X	28-5284	409797
			123,768	2,700	X		28-1500	
			6,326	138	X		28-4580	138
			204,171	4,454	X	X	28-4580	4454
REALNETWORKS INC	COM	75605L104	28,463	3,450	X		28-5284	3450
REALTY INCOME CORP	COM	756109104	10,895	450	X	X	28-5284	450
RECKSON ASSOCS RLTY CORP	COM	75621K106	10,905	238	X	X	28-5284	238
RED HAT INC	COM	756577102	23,895	854	X		28-5284	854
			54,561	1,950	X	X	28-5284	1950
			20,425	730	X		28-11439	730
REDBACK NETWORKS INC	COM NEW	757209507	8,980	414	X		28-5284	414
REDWOOD TR INC	COM	758075402	12,996	300	X		28-5284	300
REED ELSEVIER N V	SPONSORED ADR	758204101	8,604	300	X	X	28-5284	300
REGAL ENTMT GROUP	CL A	758766109	112,860	6,000	X		28-5284	
			2,126	113	X	X	28-5284	113
			95,931	5,100	X	X	28-1500	5100
REGENCY CTRS CORP	COM	758849103	5,375	80	X		28-5284	80
REGENT COMMUNICATIONS INC DE COLUMN TOTAL	COM	758865109	2,113,740	458,512	X		28-5284	458512
			31,549,196					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORIT	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHAR
REGIONS FINANCIAL CORP NEW	COM	7591EP100	3,043,471	86,536	X		28-5284	73736	
			649,625	18,471	X	X	28-5284	18271	
			7,800,706	221,800	X		28-1500	221800	

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			6,577	187	X	X	28-1500	187	
RELIANT ENERGY INC	COM	75952B105	8,379	792	X		28-5284	792	
			42,013	3,971	X	X	28-5284	3971	
RELM WIRELESS CORP	COM	759525108	179,343	18,413	X	X	28-5284		
REMINGTON OIL & GAS CORP	COM	759594302	12,966	300	X	X	28-5284	300	
RENASANT CORP	COM	7.60E+111	172,695	4,675	X	X	28-1500	4675	
RENAL CARE GROUP INC	COM	759930100	29,243	610	X		28-5284	310	
RENT WAY INC	COM	76009U104	231	32	X		28-5284	32	
			721	100	X	X	28-5284	100	
RENTECH INC	COM	760112102	6,525	1,500	X		28-5284	1500	
REPUBLIC BANCORP KY	CL A	760281204	806,724	39,701	X		28-5284	39701	4410
			108,651	5,347	X		28-1500	937	
REPUBLIC BANCORP INC	COM	760282103	5,623	467	X		28-5284	467	
			6,020	500	X		28-1500	500	
REPUBLIC FIRST BANCORP INC	COM	760416107	45,214	3,080	X		28-5284	3080	
			201,410	13,720	X	X	28-5284		13720
			32,883	2,240	X	X	28-4580	2240	
REPUBLIC SVCS INC	COM	760759100	8,502	200	X		28-5284	200	
			9,097	214	X	X	28-5284	200	
RES-CARE INC	COM	760943100	1,014,576	55,200	X		28-5284	55200	
			20,218	1,100	X	X	28-5284	1100	
			25,567	1,391	X		28-1500	1391	
RESMED INC	COM	761152107	17,592	400	X		28-5284	400	
			1,102,139	25,060	X	X	28-5284	25060	
RESOURCE AMERICA INC	CL A	761195205	59,401	2,982	X	X	28-5284	2982	
COLUMN TOTAL			15,416,112						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) S
RESPIRONICS INC	COM	761230101	800,379	20,570		X	28-5284	20570	
			108,948	2,800		X	X	28-5284	1100
REUNION INDS INC	COM	761312107	5,400	4,500		X	28-5284	4500	
REUTERS GROUP PLC	SPONSORED ADR	76132M102	99,360	2,414		X	28-5284	2414	

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED ITEM 7: MANAGERS INSTR V	ITEM 7: VOTING AUT (A) SOLE (B)
			48,569	1,180	X X	28-5284 1180
REYNOLDS & REYNOLDS CO	CL A	761695105	184,600	6,500	X	28-5284 6500
			900,280	31,700	X X	28-5284 30800
REYNOLDS AMERICAN INC	COM	761713106	358,278	3,396	X	28-5284 2031
			219,018	2,076	X X	28-5284 2071
RINKER GROUP LTD	SPONSORED ADR	76687M101	22,874	325	X	28-5284 325
RIO NARCEA GOLD MINES INC	COM	766909105	10,726	5,529	X	28-5284 5529
RIO TINTO PLC	SPONSORED ADR	767204100	19,251	93	X	28-5284 93
			773,145	3,735	X X	28-5284 1000
RITE AID CORP	COM	767754104	118,000	29,500	X	28-5284 29500
			11,600	2,900	X X	28-5284 2900
RIVER CITY BK RIVIERA HLDGS CORP	COM	768037103	57,000	5,000	X X	28-5284 5000
ROANOKE ELEC STL CORP	COM	769627100	2,005	119	X X	28-4580 27
			3,230	100	X	28-5284 100
			205,105	6,350	X X	28-5284 6350
ROBERT HALF INTL INC	COM	770323103	3,110,074	80,551	X	28-5284 76301
			298,108	7,721	X X	28-5284 5441
ROCKWELL AUTOMATION INC	COM	773903109	1,455,386	20,239	X	28-5284 19119
			3,420,759	47,570	X X	28-5284 42095
			45,303	630	X X	28-1500 630
			10,499	146	X	28-4580 146
ROCKWELL COLLINS INC	COM	774341101	1,112,631	19,745	X	28-5284 18625
			1,554,584	27,588	X X	28-5284 21200
			7,889	140	X	28-4580 140
COLUMN TOTAL			14,963,001			

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED ITEM 7: MANAGERS INSTR V	ITEM 7: VOTING AUT (A) SOLE (B)
ROCKY SHOES &						

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BOOTS INC	COM	774830103	126,480	4,800	X	X	28-1500	4800
ROHM & HAAS CO	COM	775371107	901,896	18,455	X		28-5284	18455
			4,394,977	89,932	X	X	28-5284	88423
			43,739	895	X		28-1500	
			158,828	3,250	X	X	28-4580	3250
ROLLINS INC	COM	775711104	94,622	4,675	X		28-5284	4675
			50,094	2,475	X	X	28-5284	2475
ROPER INDS INC								
NEW	COM	776696106	4,362,111	89,700	X		28-5284	89700
			14,589	300	X	X	28-5284	300
ROSS STORES INC	COM	778296103	165,653	5,675	X		28-5284	1800
			3,503	120	X	X	28-5284	100
ROWAN COS INC	COM	779382100	73,853	1,680	X		28-5284	1680
			22,332	508	X	X	28-5284	508
ROYAL BANCSHARES								
PA INC	CL A	780081105	14,467	590	X	X	28-5284	590
			875,364	35,700	X		28-1500	35700
ROYAL BK CDA								
MONTREAL QUE	COM	780087102	101,184	1,200	X		28-5284	
			134,912	1,600	X	X	28-5284	1600
ROYAL BK								
SCOTLAND GROUP								
PLC	ADR PREF SER N	780097770	47,842	1,900	X	X	28-5284	1900
ROYAL BK								
SCOTLAND GROUP								
PLC	SPON ADR F	780097804	20,592	800	X		28-5284	800
			25,740	1,000	X	X	28-5284	1000
ROYAL BK								
SCOTLAND GROUP								
PLC	SP ADR PFD K	780097820	6,315	250	X		28-5284	250
			111,144	4,400	X	X	28-5284	4400
ROYAL BK								
SCOTLAND GROUP								
PLC	SPON ADR SER H	780097879	17,794	700	X		28-5284	700
			161,417	6,350	X	X	28-5284	6350
ROYAL BK								
SCOTLAND GROUP								
PLC	SPON ADR PRF G	780097887	5,122	200	X	X	28-5284	200
ROYAL DUTCH								
SHELL PLC	SPON ADR B	780259107	254,411	3,905	X		28-5284	2416
			2,434,134	37,362	X	X	28-5284	36932
			8,404	129	X	X	28-1500	129
			210,565	3,232	X		28-4580	3232
COLUMN TOTAL			14,842,084					

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ITEM 1:	ITEM 2:	ITEM 3:	ITEM 4:	ITEM 5:	ITEM 6:	ITEM 7:	ITEM 8:
		CUSIP	FAIR MARKET	SHARES OR PRINCIPAL	INVESTMENT DISCRETION (B) SHARED	VOTING AUTH MANAGERS	

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NAME OF ISSUER	TITLE OF CLASS	NUMBER	VALUE	AMOUNT	(A) SOLE	(C) OTH	INSTR V	(A) SOLE	(B)
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	30,820,194	495,024	X		28-5284	483044	
			65,579,018	1,053,309	X	X	28-5284	1024435	5
			96,503	1,550	X	X	28-1500	1550	
			437,190	7,022	X		28-4580	7022	
			630,943	10,134	X	X	28-4580	10076	
ROYAL GOLD INC	COM	780287108	22,474	621	X	X	28-5284	621	
ROYCE FOCUS TR	COM	78080N108	62,886	5,640	X		28-5284	2640	
			30,116	2,701	X	X	28-5284	2701	
			453,593	40,681	X	X	28-1500	40681	
ROYCE VALUE TR INC	COM	780910105	255,509	12,237	X		28-5284	12237	
			3,466	166	X	X	28-5284	166	
RUBY TUESDAY INC	COM	781182100	12,832	400	X		28-5284		
			219,299	6,836	X	X	28-5284	6836	
RUTHS CHRIS STEAK HSE INC	COM	783332109	11,905	500	X		28-5284	500	
			11,905	500	X	X	28-5284		
			95,240	4,000	X	X	28-1500	4000	
RYDER SYS INC	COM	783549108	107,293	2,396	X		28-5284	2396	
RYDEX ETF TRUST	S&P 500 EQ TRD	78355W106	25,578	145	X		28-5284	145	
			123,304	699	X	X	28-5284	699	
RYLAND GROUP INC	COM	783764103	1,735	25	X		28-5284	25	
			791,160	11,400	X		28-1143	9 11400	
S & T BANCORP INC	COM	783859101	605,801	16,561	X		28-5284	15426	
			892,552	24,400	X	X	28-5284	24000	
SCP POOL CORP	COM	784028102	23,455	500	X		28-5284	500	
			881,908	18,800	X	X	28-5284	18800	
SEI INVESTMENTS CO	COM	784117103	2,741,733	67,647	X		28-5284	61247	
			3,809,820	94,000	X	X	28-5284	94000	
SEMCO ENERGY INC	COM	78412D109	1,108	200	X	X	28-5284	200	
SFBC INTL INC	COM	784121105	12,190	500	X	X	28-4580	500	
COLUMN TOTAL			108,760,710						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) OTH
SJW CORP SK TELECOM LTD	COM SPONSORED ADR	784305104 78440P108	42,960 1,769	1,600 75	X	X	28-5284	1600	
SL GREEN RLTY CORP	COM	78440X101	61,915	610	X	X	28-5284	600	
SLM CORP	COM	78442P106	406,534	7,827	X		28-5284	7827	
			812,082	15,635	X	X	28-5284	7235	
SPDR TR	UNIT SER 1	78462F103	312,868,618	2,409,833	X		28-5284	2376625	
			136,950,137	1,054,842	X	X	28-5284	1030977	2
			5,394,566	41,551	X		28-4580	41351	
			2,370,696	18,260	X	X	28-4580	17560	
S1 CORPORATION	COM	78463B101	2,520	500	X		28-1500	500	
SPX CORP	COM	784635104	93,699	1,754	X		28-5284	354	
			219,343	4,106	X	X	28-5284	4106	
			11,325	212	X	X	28-4580	212	
S Y BANCORP INC	COM	785060104	233,447	8,836	X		28-5284	7836	
			167,503	6,340	X	X	28-5284	6340	
			3,857	146	X		28-1500	146	
SABRE HLDGS CORP	CL A	785905100	3,388	144	X	X	28-5284	144	
SAFECO CORP	COM	786429100	25,554,580	508,954	X		28-5284	498894	5
			9,640,571	192,005	X	X	28-5284	179286	
			759,025	15,117	X		28-4580	14697	
			299,001	5,955	X	X	28-4580	5955	
SAFEGUARD SCIENTIFICS INC	COM	786449108	29,270	11,850	X		28-5284	11650	
			494	200	X	X	28-5284	200	
			49,400	20,000	X	X	28-1500	20000	
SAFENET INC	COM	78645R107	8,897	336	X	X	28-5284	336	
SAFEWAY INC	COM NEW	786514208	160,140	6,375	X		28-5284	4975	
			180,362	7,180	X	X	28-5284	7180	
			62,147	2,474	X	X	28-1500	2474	
ST JOE CO	COM	790148100	75,408	1,200	X		28-5284	1200	
			2,262	36	X	X	28-4580	8	
COLUMN TOTAL			496,465,916						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED		ITEM 7: MANAGERS INSTR V	VOTING AU (A) SOLE (
					(A) SOLE	(C) OTH		
ST JUDE MED INC	COM	790849103	420,250	10,250	X		28-5284	10250
			322,875	7,875	X	X	28-5284	7675
ST PAUL TRAVELERS INC	COM	792860108	6,932,668	165,893	X		28-5284	156082
			8,895,879	212,871	X	X	28-5284	202465
			328,052	7,850	X	X	28-1500	7850
			1,905,206	45,590	X		28-11439	45590
			21,104	505	X		28-4580	505
			87,717	2,099	X	X	28-4580	2099
SAKS INC	COM	79377W108	3,860	200	X		28-5284	200
SALOMON BROS HIGH INCOME FD	COM	794907105	9,920	1,000	X		28-5284	1000
			8,343	841	X	X	28-5284	841
SALOMON BR GLBL PRTNRS INC F	COM	794914101	3,435	300	X	X	28-5284	300
SALOMON BROS MUN PARTNERS FD	COM	794916106	24,395	1,700	X	X	28-5284	1700
SALISBURY BANCORP INC	COM	795226109	7,300	200	X		28-5284	200
SALIX PHARMACEUTICALS INC	COM	795435106	9,163	555	X	X	28-5284	34
SALOMON BROTHERS FD INC	COM	795477108	212,088	13,578	X		28-5284	13578
			46,860	3,000	X	X	28-5284	
SAMARITAN PHARMACEUTICALS	COM	79586Q108	47,925	67,500	X		28-5284	67500
SAN JUAN BASIN RTY TR	UNIT BEN INT	798241105	121,458	2,966	X		28-5284	2966
			345,577	8,439	X	X	28-5284	8439
			32,760	800	X		28-1500	
SAN PAOLO-IMI S P A	SPONSORED ADR	799175104	9,823	275	X		28-5284	275
SANDISK CORP	COM	80004C101	57,520	1,000	X		28-5284	1000
			118,491	2,060	X	X	28-5284	2060
SANMINA SCI CORP	COM	800907107	472	115	X		28-5284	115
			41,562	10,137	X	X	28-5284	10000
			3,346	816	X	X	28-1500	816
SANOFI AVENTIS	SPONSORED ADR	80105N105	2,576,488	54,299	X		28-5284	8899
			1,081,907	22,801	X	X	28-5284	9781
COLUMN TOTAL				23,676,444				

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTING (A) SO
					(A) SOLE	(C) OTH		
SANTARUS INC SAP	COM	802817304	101,659	13,609	X		28-1500	1360
AKTIENGESELLSCHAFT	SPONSORED ADR	803054204	561,180	10,331	X		28-5284	1033
			122,111	2,248	X	X	28-5284	224
SAPIENT CORP	COM	803062108	9,919	1,300	X		28-5284	130
SARA LEE CORP	COM	803111103	17,927,740	1,002,670	X		28-5284	99278
			6,764,344	378,319	X	X	28-5284	34063
			33,543	1,876	X	X	28-1500	187
			89,400	5,000	X		28-11439	500
			106,225	5,941	X		28-4580	594
			289,656	16,200	X	X	28-4580	1620
SASOL LTD	SPONSORED ADR	803866300	11,349	300	X	X	28-5284	
			3,480	92	X	X	28-4580	2
SATYAM COMPUTER SERVICES LTD	ADR	804098101	2,020,137	46,164	X		28-5284	4616
			1,690,493	38,631	X	X	28-5284	3863
SAUL CTRS INC	COM	804395101	456,664	10,400	X	X	28-5284	1040
SCANA CORP NEW	COM	80589M102	192,982	4,918	X		28-5284	491
			230,613	5,877	X	X	28-5284	587
SCHEIN HENRY INC	COM	806407102	107,206	2,240	X		28-5284	224
			215,370	4,500	X	X	28-1500	450
SCHERING A G SCHERING PLOUGH CORP	SPONSORED ADR	806585204	59,748	575	X	X	28-5284	
	COM	806605101	15,437,503	812,928	X		28-5284	75255
			11,554,617	608,458	X	X	28-5284	57107
			1,712,898	90,200	X	X	28-1500	9020
			58,869	3,100	X		28-4580	310
			1,157,763	60,967	X	X	28-4580	6096
SCHLUMBERGER LTD	COM	806857108	70,928,942	560,393	X		28-5284	54840
			53,854,776	425,494	X	X	28-5284	41454
			139,227	1,100	X		28-1500	
			1,461,377	11,546	X		28-4580	1126
			479,953	3,792	X	X	28-4580	374
SCHNITZER STL INDS COLUMN TOTAL	CL A	806882106	8,570	200	X		28-5284	20
			187,788,314					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTING AUT (A) SOLE (B)
					(B) SHARED	(C) OTH		
SCHOLASTIC CORP	COM	807066105	535	20	X	X	28-5284	
SCHOOL SPECIALTY INC	COM	807863105	518	15	X	X	28-5284	
SCHWAB CHARLES CORP NEW	COM	808513105	783,124 226,380 103,260	45,504 13,154 6,000	X X X	X X X	28-5284 28-5284 28-1500	45504 13154 6000
SCHWEITZER- MAUDUIT INTL INC	COM	808541106	49,176	2,049	X	X	28-5284	2049
SCICLONE PHARMACEUTICALS INC	COM	80862K104	714	200	X	X	28-5284	200
SCIENTIFIC GAMES CORP	CL A	80874P109	35,130	1,000	X		28-5284	1000
SCIENTIFIC LEARNING CORP	COM	808760102	33,250	7,000	X		28-5284	7000
SCOTTISH PWR PLC	SPON ADR FINAL	81013T705	2,337 231,224 3,183	58 5,739 79	X X X	X X X	28-5284 28-5284 28-4580	58 4541 18
SCOTTS MIRACLE GRO CO	CL A	810186106	22,880 37,294 88,957	500 815 1,944	X X X	X X X	28-5284 28-5284 28-1500	500 800 1944
SCRIPPS E W CO OHIO	CL A	811054204	197,842 365,012	4,425 8,164	X X	X X	28-5284 28-5284	925 4760
SCS TRANSN INC	COM	81111T102	2,183	75	X	X	28-5284	75
SCUDDER NEW ASIA FD INC	COM	811183102	11,095	500	X		28-5284	500
SEA CONTAINERS LTD	CL A	811371707	1,399	194	X	X	28-4580	194
SEACHANGE INTL INC	COM	811699107	80,474	10,357	X		28-1500	10357
SEACOAST BKG CORP FLA	COM	811707306	86,107 249,764 48,032	2,958 8,580 1,650	X X X	X X X	28-5284 28-5284 28-1500	2958 8580 1650
SEACOR HOLDINGS INC	COM	811904101	8,474	107	X	X	28-5284	107
COLUMN TOTAL			2,668,344					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORIT	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHAR
SEALED AIR CORP NEW	COM	81211K100	51,504 629,047 110,358	890 10,870 1,907	X X X		28-5284 28-5284 28-1500	890 10175	
SEARS HLDGS CORP	COM	812350106	288,576 961,304 22,675 42,713	2,189 7,292 172 324	X X X X		28-5284 28-5284 28-1500 28-4580	1931 7253 172 324	1907
SELECT SECTOR SPDR TR	SBI MATERIALS	81369Y100	110,249 10,611 46,002 23,357 28,371	3,408 328 1,422 722 877	X X X X X		28-5284 28-5284 28-1500 28-4580 28-4580	3408 328 1422 722 877	
SELECT SECTOR SPDR TR	SBI HEALTHCARE	81369Y209	122,771 339,244 32,652 3,198	3,839 10,608 1,021 100	X X X X		28-5284 28-5284 28-1500 28-4580	3839 10608 1021 100	
SELECT SECTOR SPDR TR	SBI CONS STPLS	81369Y308	56,947 121,587 40,686 167,654	2,413 5,152 1,724 7,104	X X X X		28-5284 28-5284 28-1500 28-4580	2413 5152 1724 7104	
SELECT SECTOR SPDR TR	SBI CONS DISCR	81369Y407	366,221 616,012 23,663 173,113	10,880 18,301 703 5,143	X X X X		28-5284 28-5284 28-1500 28-4580	10880 18301 703 5143	
SELECT SECTOR SPDR TR	SBI INT-ENERGY	81369Y506	4,362,336 2,429,504 438,029 200,246 38,080	80,190 44,660 8,052 3,681 700	X X X X X		28-5284 28-5284 28-1500 28-4580 28-4580	80015 44320 3681 700	340 8052
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	140,583 342,686	4,319 10,528	X X		28-5284 28-5284	4319 10528	

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	51,299	1,576	X	X	28-1500	1576
	368,954	11,335	X	X	28-4580	11335
COLUMN TOTAL	12,760,232					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED ----- (A) SOLE (C) OTH	ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY ----- (A) SOLE (B) SHAR
SELECT SECTOR SPDR TR	SBI INT-INDS	81369Y704	17,711	524	X	28-5284	524
			587,444	17,380	X X	28-5284	17380
			35,253	1,043	X X	28-1500	1043
			135,200	4,000	X	28-4580	4000
			172,380	5,100	X X	28-4580	5100
SELECT SECTOR SPDR TR	SBI INT-TECH	81369Y803	8,169,350	368,986	X	28-5284	368143
			6,195,480	279,832	X X	28-5284	279832
			30,155	1,362	X X	28-1500	1362
			64,095	2,895	X	28-4580	2895
			239,400	10,813	X X	28-4580	10813
SELECT SECTOR SPDR TR	SBI INT-UTILS	81369Y886	1,266,034	41,065	X	28-5284	41065
			1,722,996	55,887	X X	28-5284	55887
			399,526	12,959	X X	28-1500	12959
			46,245	1,500	X X	28-4580	1500
SECURE COMPUTING CORP	COM	813705100	103,860	9,000	X	28-5284	9000
SELECT COMFORT CORP	COM	81616X103	1,637,766	41,410	X X	28-5284	41410
SELECTIVE INS GROUP INC	COM	816300107	257,315	4,855	X	28-5284	4855
			23,850	450	X X	28-5284	450
			1,955,700	36,900	X X	28-4580	36900
SELIGMAN QUALITY MUN FD INC	COM	816343107	30,329	2,333	X X	28-5284	2333
SEMPRA							

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ENERGY	COM	816851109	108,205	2,329	X		28-5284	2329	
			427,571	9,203	X	X	28-5284	8301	
			15,146	326	X	X	28-4580	268	
SEMITOOL INC	COM	816909105	3,411	300	X	X	28-5284	300	
SENIOR HIGH INCOME PORTFOLIO	COM	81721E107	11,720	2,000	X		28-5284	2000	
SENIOR HSG PPTYS TR	SH BEN INT	81721M109	21,901	1,210	X		28-5284	1210	
			2,715	150	X	X	28-5284		
SEPRACOR INC	COM	817315104	31,727	650	X		28-5284	200	
SERONO S A	SPONSORED ADR	81752M101	1,588,837	91,260	X		28-5284	82260	
			191,823	11,018	X	X	28-5284	8158	2260
COLUMN TOTAL			25,493,145						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) S
SEROLOGICALS CORP	COM	817523103	416	17	X	X	28-5284		
SERVICE CORP INTL	COM	817565104	17,160	2,200	X		28-5284	2200	
			8,486	1,088	X	X	28-5284	888	2
SERVICEMASTER CO	COM	81760N109	420,811	32,074	X		28-5284	32074	
			49,856	3,800	X	X	28-5284	3800	
			3,779	288	X		28-4580	288	
SHANDA INTERACTIVE ENTMT LTD	SPONSORED ADR	81941Q203	57,400	4,000	X	X	28-1500	4000	
SHAW GROUP INC	COM	820280105	201,582	6,631	X		28-5284	6631	
SHERWIN WILLIAMS CO	COM	824348106	10,247,676	207,275	X		28-5284	159050	
			2,814,372	56,925	X	X	28-5284	55925	
			419,004	8,475	X	X	28-1500	8475	
			168,096	3,400	X	X	28-4580	3400	
SHIRE PLC	SPONSORED ADR	82481R106	1,518,549	32,664	X		28-5284	29374	
			527,243	11,341	X	X	28-5284	8603	6
SHORE BANCSHARES									

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INC	COM	825107105	3,108,966	88,348	X	X	28-5284	88348
SHORE FINL								
CORP	COM	82511E109	30,924	1,800	X		28-5284	1800
SHUFFLE								
MASTER INC	COM	825549108	18,406	515	X		28-5284	200
SHURGARD								
STORAGE								
CTRS INC	COM	82567D104	74,292	1,115	X		28-5284	1115
SIEMENS A G	SPONSORED ADR	826197501	163,048	1,750	X		28-5284	250
			46,585	500	X	X	28-5284	100
SIERRA PAC RES								
NEW	COM	826428104	35,740	2,588	X	X	28-5284	2588
SIGMA ALDRICH								
CORP	COM	826552101	446,056	6,780	X		28-5284	6780
			970,337	14,749	X	X	28-5284	13249
SILICON IMAGE								
INC	COM	82705T102	15,465	1,500	X	X	28-5284	1500
			44,343	4,301	X		28-1500	4301
COLUMN								
TOTAL			21,408,592					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED ----- (A) SOLE (C) OTH	ITEM 7: MANAGERS INSTR V	VOTING AUT ----- (A) SOLE (B)
SIMON PPTY GROUP INC							
NEW	COM	828806109	170,972	2,032	X	28-5284	2032
			1,093,820	13,000	X X	28-5284	13000
			25,242	300	X	28-4580	300
			46,445	552	X X	28-4580	509
SIMPSON							
MANUFACTURING							
CO INC	COM	829073105	4,330	100	X X	28-5284	100
SINOPEC							
SHANGHAI							
PETROCHEMIC	SPON ADR H	82935M109	17,088	300	X	28-5284	300
SIRIUS SATELLITE							
RADIO INC	COM	82966U103	285,897	56,390	X	28-5284	56390
			126,750	25,000	X X	28-5284	25000
			30,420	6,000	X X	28-1500	6000
			91	18	X X	28-4580	18
SIRVA INC	COM	82967Y104	511,800	60,000	X X	28-5284	60000
SIZELER PPTY							
INVS INC	COM	830137105	7,380	500	X X	28-5284	
SKY FINL GROUP							

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INC	COM	83080P103	333,635	12,590	X		28-5284	12350
			1,748,868	65,995	X	X	28-5284	65995
SKYWORKS SOLUTIONS INC	COM	83088M102	5,532	816	X		28-5284	816
			6,848	1,010	X	X	28-5284	870
			92,628	13,662	X		28-1500	13662
SLADES FERRY BANCORP	COM	830896106	12,250	700	X		28-5284	700
SMITH & NEPHEW PLC	SPDN ADR NEW	83175M205	22,305	500	X		28-5284	500
			111,525	2,500	X	X	28-5284	2500
SMITH A O	COM	831865209	185,328	3,510	X		28-5284	3510
			31,680	600	X	X	28-5284	
SMITH INTL INC	COM	832110100	6,072,384	155,862	X		28-5284	151304
			2,777,225	71,284	X	X	28-5284	67684
			10,831	278	X	X	28-4580	278
SMITHFIELD FOODS INC	COM	832248108	15,257	520	X		28-5284	520
			528	18	X	X	28-5284	
COLUMN TOTAL			13,747,059					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHARED
SMUCKER J M CO	COM NEW	832696405	2,685,427	67,643	X		28-5284	67284	
			1,390,850	35,034	X	X	28-5284	33453	
			7,027	177	X	X	28-1500	177	
			84,482	2,128	X	X	28-4580	2128	
SMURFIT-STONE CONTAINER CORP	COM	832727101	111,545	8,220	X		28-5284	8220	
			5,374	396	X	X	28-5284	396	
SNAP ON INC	COM	833034101	25,922	680	X		28-5284	680	
			17,993	472	X	X	28-5284	450	
SOLELECTRON CORP	COM	834182107	29,160	7,290	X		28-5284	7290	
			4,960	1,240	X	X	28-5284	1240	
SOLEXA INC	COM	83420X105	20	2	X		28-5284		
			20	2	X	X	28-4580	2	
SOMERA COMMUNICATION	COM	834458101	4,250	10,000	X		28-5284	10000	
SONIC CORP	COM	835451105	33,409	951	X	X	28-5284	936	
SONOCO PRODS CO	COM	835495102	672,760	19,863	X		28-5284	16213	

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			639,804	18,890	X	X	28-5284	18890	
			70,416	2,079	X	X	28-1500	2079	
SONOSITE INC	COM	83568G104	1,341	33	X	X	28-5284	33	
SONY CORP	ADR NEW	835699307	139,131	3,020	X		28-5284	3020	
			403,573	8,760	X	X	28-5284	5260	
SONUS									
NETWORKS INC	COM	835916107	5,480	1,000	X	X	28-5284	1000	
			14,248	2,600	X		28-1500	2600	
SOURCE CAP INC	COM	836144105	502,165	6,638	X		28-5284	6638	
			24,208	320	X	X	28-5284	320	
SOUTH FINL									
GROUP INC	COM	837841105	9,937,000	380,000	X		28-1500	380000	
SOUTH JERSEY									
INDS INC	COM	838518108	451,319	16,550	X		28-5284	16412	
			1,356,955	49,760	X	X	28-5284	48160	
COLUMN									
TOTAL			18,618,839						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: VOTING MANAGERS	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHARED
SOUTHERN CO	COM	842587107	5,988,947	182,757	X		28-5284	179420	
			12,265,844	374,301	X	X	28-5284	364444	600
			177,351	5,412	X		28-1500		5412
			30,345	926	X		28-4580	926	
			376,691	11,495	X	X	28-4580	7922	
SOUTHERN COPPER CORP	COM	84265V105	648,806	7,680	X	X	28-5284	7680	
SOUTHERN UN CO NEW	COM	844030106	1,573,030	63,352	X		28-5284	57110	
			161,941	6,522	X	X	28-5284	2135	450
			86,756	3,494	X	X	28-1500	3494	
SOUTHSIDE BANCSHARES INC	COM	84470P109	135,581	6,702	X	X	28-5284	6702	
SOUTHWEST AIRLS CO	COM	844741108	180,098	10,011	X		28-5284	10011	
			521,530	28,990	X	X	28-5284	28890	
			6,746	375	X	X	28-1500	375	
			106,411	5,915	X	X	28-4580	5915	
SOUTHWEST WTR CO	COM	845331107	8,369	525	X		28-5284	525	
			107,483	6,743	X	X	28-5284	6533	
			8,783	551	X	X	28-1500	551	
SOUTHWESTERN									

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ENERGY CO	COM	845467109	38,628	1,200	X		28-5284	1200	
			448,085	13,920	X	X	28-5284	13920	
			386,280	12,000	X	X	28-4580	12000	
SOVEREIGN									
BANCORP INC	COM	845905108	662,361	30,231	X		28-5284	30231	
			224,753	10,258	X	X	28-5284	4258	6000
			1,825,103	83,300	X		28-11439	83300	
			10,955	500	X	X	28-4580	500	
SOVRAN SELF									
STORAGE INC	COM	84610H108	38,640	700	X		28-5284	700	
SPATIALIGHT									
INC	COM	847248101	17,700	5,000	X		28-5284	5000	
SPECTRUM CTL									
INC	COM	847615101	11,452	1,400	X		28-5284	1400	
SPHERIX INC	COM	84842R106	387,090	140,760	X		28-5284	140760	
SPRINT NEXTEL									
CORP	COM FON	852061100	3,667,497	141,931	X		28-5284	141131	
			9,981,475	386,280	X	X	28-5284	375287	1880
			63,153	2,444	X	X	28-4580	2444	
COLUMN									
TOTAL			40,147,884						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED (A) SOLE (C) OTH	ITEM 7: MANAGERS INSTR V	VOTING AUT (A) SOLE (B)
STANCORP FINL GROUP INC	COM	852891100	5,627	104	X	28-5284	104
STANDARD PAC CORP NEW	COM	85375C101	90,102	2,680	X	28-5284	2680
			841	25	X	X	28-5284
STANLEY WKS	COM	854616109	157,046	3,100	X	28-5284	3100
			83,589	1,650	X	X	28-5284
STAPLES INC	COM	855030102	10,521,564	412,287	X	28-5284	351438
			2,628,815	103,010	X	X	28-5284
			126,707	4,965	X	X	28-1500
STARBUCKS CORP	COM	855244109	332,273	8,830	X	28-5284	8830
			231,801	6,160	X	X	28-5284
			202,788	5,389	X	X	28-1500
			32,061	852	X	X	28-4580
STARWOOD HOTELS&RESORTS							
WRLD	PAIRED CTF	85590A203	177,724	2,624	X	28-5284	2624
			716,719	10,582	X	X	28-5284
STATE STR CORP	COM	857477103	2,427,534	40,171	X	28-5284	40171
			2,238,206	37,038	X	X	28-5284

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			30,215	500		X		28-4580	500
			362,580	6,000		X	X	28-4580	6000
STATION CASINOS INC	COM	857689103	1,773,761	22,348		X		28-5284	22348
			150,327	1,894		X	X	28-5284	1394
			2,699	34		X	X	28-4580	7
STATOIL ASA	SPONSORED ADR	85771P102	21,360	750		X	X	28-5284	750
STEEL DYNAMICS INC	COM	858119100	5,389	95		X		28-5284	95
STEEL TECHNOLOGIES INC	COM	858147101	39,390	1,621		X		28-1500	1621
STEELCLOUD INC	COM	85815M107	350	200		X	X	28-1500	200
STEIN MART INC	COM	858375108	610	35		X	X	28-5284	
STERICYCLE INC	COM	858912108	74,382	1,100		X		28-5284	1100
COLUMN TOTAL			22,434,460						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHOR	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SH
STERIS CORP	COM	859152100	54,296	2,200		X		28-5284	2200
			22,212	900		X	X	28-5284	900
			89,514	3,627		X	X	28-1500	3627
STERLING FINL CORP	COM	859317109	32,760	1,500		X		28-5284	1500
			180,508	8,265		X	X	28-5284	2265
STERLING FINL CORP WASH STEWART ENTERPRISES INC	COM	859319105	493	17		X	X	28-5284	
STONE ENERGY CORP	CL A	860370105	6,852	1,200		X	X	28-5284	1200
STORA ENSO CORP	COM	861642106	4,413	100		X	X	28-5284	
STRATASYS INC	SPON ADR REP R	86210M106	233,443	15,208		X		28-5284	15208
	COM	862685104	58,960	2,000		X		28-5284	2000
			103,180	3,500		X	X	28-5284	3500
STRATEGIC DIAGNOSTICS INC	COM	862700101	13,280	4,000		X		28-5284	4000
			1,129	340		X	X	28-5284	340
STRATTEC SEC CORP	COM	863111100	143,194	3,840		X		28-5284	3840

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STRATUS			14,916	400		X	X	28-5284	400
PPTYS INC	COM NEW	863167201	7,350	300		X		28-5284	300
STRAYER ED									
INC	COM	863236105	511	5		X		28-5284	5
STREETTRACKS									
SER TR	DJ WL SM CP VL	86330E406	77,109	1,149		X	X	28-5284	1149
STREETTRACKS									
SER TR	DJ WLSH REIT	86330E604	737,700	9,482		X		28-5284	7427
			1,000,741	12,863		X	X	28-5284	11888
STREETTRACKS									
SER TR	MRGN STNLY TCH	86330E703	683,974	12,527		X		28-5284	12527
			36,364	666		X	X	28-5284	666
			159,541	2,922		X		28-4580	2922
			56,020	1,026		X	X	28-4580	1026
STREETTRACKS									
GOLD TR	GOLD SHS	863307104	912,170	15,700		X		28-5284	15700
			148,155	2,550		X	X	28-5284	1950
			39,450	679		X	X	28-4580	468
STRIDE RITE									
CORP	COM	863314100	550	38		X		28-5284	38
COLUMN									
TOTAL			4,818,785						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTING AUTH		
					(A) SOLE	(C) OTH		(A) SOLE	(B)	
STRYKER CORP	COM	863667101	31,369,175	707,469		X	28-5284	706269		
			23,342,571	526,445		X	X	28-5284	517870	3
			213,408	4,813		X		28-4580	4813	
			184,055	4,151		X	X	28-4580	3827	
STUDENT LN										
CORP	COM	863902102	1,165	5		X	X	28-5284		
STURM										
RUGER & CO										
INC	COM	864159108	3,192	400		X		28-5284	400	
			14,077	1,764		X	X	28-5284	1764	
SUBURBAN										
PROPANE										
PARTNERS L	UNIT LTD PARTN	864482104	11,868	400		X		28-5284	400	
			72,692	2,450		X	X	28-5284	2450	
SUN BANCORP										
INC	COM	86663B102	25,799	1,323		X		28-5284		
			10,299,764	528,193		X		28-1500	528193	
SUN INC	SDCV 6.750% 6	866762AG2	2,510,000	10,000		X	X	28-5284	10000	

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SUN LIFE FINL INC	COM	866796105	1,603,959 221,823	37,687 5,212	X X	X	28-5284 28-5284	29182 5212
SUN MICROSYSTEMS INC	COM	866810104	1,368,828 616,600 1,539	266,828 120,195 300	X X X	X	28-5284 28-5284 28-1500	128128 87895
SUNCOM WIRELESS HLDGS INC	CL A	86722Q108	9,650	5,000	X		28-5284	5000
SUNCOR ENERGY INC	COM	867229106	844,447 592,130 777,902 4,698	10,964 7,688 10,100 61	X X X X	X X X	28-5284 28-5284 28-1500 28-4580	9889 7688 10100 14
SUNOCO LOGISTICS PRTNRS L P	COM UNITS	86764L108	49,315 331,563	1,175 7,900	X X	X	28-5284 28-5284	1025 7900
SUNOCO INC	COM	86764P109	726,288 4,094,920 3,180	9,363 52,790 41	X X X	X X	28-5284 28-5284 28-4580	9363 52790 8
SUNRISE SENIOR LIVING INC	COM	86768K106	40,919 857	1,050 22	X X	X	28-5284 28-5284	200
SUNSET FINANCIAL RESOURCES I COLUMN TOTAL	COM	867708109	18,260 79,354,644	2,000	X		28-4580	2000

PAGE 164 OF 189 FORM 13F NAME OF REPORTING MANAGER-PNC FINANCIAL SERVICES GROUP, INC. FILE NO. 28 AS OF 03/

ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED ----- (A) SOLE (C) OTH	ITEM 7: MANAGERS INSTR V	VOTING AUT (A) SOLE (B)
SUNSTONE HOTEL INVS INC NEW	COM	867892101	118,487	4,090	X	28-5284	
SUNTRUST BKS INC	COM	867914103	3,159,312 2,817,631	43,421 38,725	X X	28-5284 28-5284	42021 35650
SUPERCONDUCTOR TECHNOLOGIES INC	COM	867931107	283,822	71,312	X		71312
SUPERIOR INDS							

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INTL INC	COM	868168105	23,232	1,200	X	X	28-5284	1200
			19,360	1,000	X		28-4580	1000
SUPERVALU INC	COM	868536103	270,600	8,780	X		28-5284	5800
			154,100	5,000	X	X	28-5284	5000
SURMODICS INC	COM	868873100	99,008	2,800	X		28-5284	2800
			159,120	4,500	X	X	28-5284	4500
SUSQUEHANNA BANCSHARES INC P	COM	869099101	12,885	500	X		28-5284	
			659,429	25,589	X	X	28-5284	23939
SWIFT ENERGY CO	COM	870738101	15,733	420	X	X	28-5284	
SWIFT TRANSN CO	COM	870756103	1,738	80	X		28-5284	80
SWISS HELVETIA FD INC	COM	870875101	183,103	10,925	X	X	28-5284	10925
SYBASE INC	COM	871130100	101,376	4,800	X		28-5284	3300
			92,928	4,400	X	X	28-5284	2300
SYBRON DENTAL SPECIALTIES IN SYCAMORE	COM	871142105	27,466	666	X	X	28-5284	
NETWORKS INC	COM	871206108	141	30	X		28-5284	30
SYMANTEC CORP	COM	871503108	2,034,158	120,865	X		28-5284	68405
			559,985	33,273	X	X	28-5284	27902
			1,027	61	X		28-1500	
			49,228	2,925	X	X	28-4580	2925
SYMBOL TECHNOLOGIES INC	COM	871508107	33,517	3,168	X		28-5284	3168
			21,848	2,065	X	X	28-5284	2065
			16,060	1,518	X	X	28-1500	1518
SYNGENTA AG	SPONSORED ADR	87160A100	6,240	222	X		28-5284	222
			22,629	805	X	X	28-5284	5
COLUMN TOTAL				10,944,163				

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTH	
					(A) SOLE	(C) OTH		(A) SOLE	(B)
SYNOVUS FINL CORP	COM	87161C105	40,643,262	1,500,305	X		28-5284	1387776	
			5,776,834	213,246	X	X	28-5284	202921	
			653,980	24,141	X		28-1500	13642	1
SYNERGY FINANCIAL GROUP INC	COM	87162V102	7,260	500	X		28-5284	500	
SYNTROLEUM									

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CORP SYPRIS SOLUTIONS INC	COM	871630109	8,270	1,000		X		28-5284	1000
SYSKO CORP	COM	871655106	96,459	10,229		X		28-1500	10229
	COM	871829107	35,447,428	1,106,004		X		28-5284	1105255
			8,206,947	256,067		X	X	28-5284	251072
			72,209	2,253		X	X	28-1500	2253
			64,869	2,024		X		28-4580	2024
			349,730	10,912		X	X	28-4580	10912
TCF FINL CORP	COM	872275102	1,189,650	46,200		X		28-5284	41500
			437,750	17,000		X	X	28-5284	17000
TC PIPELINES LP	UT COM LTD PRT	87233Q108	135,960	4,000		X	X	28-5284	4000
TCW STRATEGIC INCOME FUND IN	COM	872340104	6,882	1,371		X	X	28-5284	1371
TD BANKNORTH INC	COM	87235A101	170,524	5,810		X		28-5284	4480
			230,985	7,870		X	X	28-5284	2908
TDK CORP	AMERN DEP SH	872351408	22,515	300		X	X	28-5284	
TD AMERITRADE HLDG CORP	COM	87236Y108	23,270	1,115		X	X	28-5284	1115
TECO ENERGY INC	COM	872375100	371,082	23,020		X		28-5284	23020
			895,611	55,559		X	X	28-5284	55559
			16,120	1,000		X		28-1500	
TEL OFFSHORE TR	UNIT BEN INT	872382106	874	101		X	X	28-5284	1
TEPPCO PARTNERS L P	UT LTD PARTNER	872384102	539,632	14,870		X		28-5284	14870
			257,659	7,100		X	X	28-5284	7100
			3,992	110		X	X	28-4580	27
TF FINL CORP	COM	872391107	30,000	1,000		X	X	28-5284	
TGC INDS INC	COM NEW	872417308	656,400	60,000		X		28-5284	60000
COLUMN TOTAL			96,316,154						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTH	
					(A) SOLE	(C) OTH		(A) SOLE	(B)
THQ INC	COM NEW	872443403	51,780	2,000	X	X	28-5284	2000	
			11,495	444	X		28-1500	444	
TJX COS INC NEW	COM	872540109	37,549,384	1,512,868	X		28-5284	1455168	
			9,854,111	397,023	X	X	28-5284	387053	4
			300,421	12,104	X		28-1500	12104	
			27,426	1,105	X		28-4580	1105	

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				120,427	4,852	X	X	28-4580	4852
TLC VISION CORP	COM	872549100		2,600	400	X		28-1500	400
TNT N V	SPONSORED ADR	87260W101		6,906	200	X		28-5284	200
TRC COS INC	COM	872625108		13,530	1,000	X		28-4580	1000
TRW									
AUTOMOTIVE									
HLDGS CORP	COM	87264S106		3,332	143	X	X	28-5284	143
TVI CORP NEW	COM	872916101		9,875	2,500	X		28-5284	2500
				82,776	20,956	X	X	28-5284	
TNS INC	COM	872960109		79,531	3,755	X	X	28-5284	
TXU CORP	COM	873168108		917,625	20,501	X		28-5284	20431
				1,254,444	28,026	X	X	28-5284	27726
				99,457	2,222	X	X	28-1500	2222
				5,908	132	X	X	28-4580	132
TAIWAN									
SEMICONDUCTOR									
MFG LTD	SPONSORED ADR	874039100		36,015	3,580	X		28-5284	3580
TAKE-TWO									
INTERACTIVE									
SOFTWARE	COM	874054109		1,400	75	X		28-5284	75
				933	50	X	X	28-5284	50
TALBOTS INC	COM	874161102		8,061	300	X	X	28-5284	300
TALISMAN									
ENERGY INC	COM	87425E103		21,272	400	X	X	28-5284	400
TALK AMERICA									
HOLDINGS INC	COM	87426R202		1,406,426	164,880	X			164880
TANGER									
FACTORY									
OUTLET CTRS I	COM	875465106		82,584	2,400	X		28-5284	2400
				94,628	2,750	X	X	28-5284	2750
COLUMN									
TOTAL				52,042,347					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTH	
					(A) SOLE	(C) OTH		(A) SOLE	(B)
TARGET CORP	COM	87612E106	173,698,889	3,339,721	X		28-5284	2758713	
			12,154,373	233,693	X	X	28-5284	225035	
			271,908	5,228	X		28-1500		5
			49,045	943	X		28-4580	943	
			1,414,672	27,200	X	X	28-4580	27200	
TARRANT									
APPAREL									
GROUP	COM	876289109	90,356	72,285	X	X	28-5284		
TASER INTL									

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INC	COM	87651B104	1,059	100	X		28-5284	100
			1,059	100	X	X	28-5284	100
TASTY								
BAKING CO	COM	876553306	4,000	500	X		28-5284	500
			6,000	750	X	X	28-5284	750
TATA MTRS								
LTD	SPONSORED ADR	876568502	31,260	1,500	X		28-5284	1500
			67,272	3,228	X	X	28-4580	3228
TAUBMAN								
CTRS INC	COM	876664103	5,000	120	X		28-5284	120
TEAM INC	COM	878155100	605,332	18,200	X	X	28-5284	18200
TECH DATA								
CORP	COM	878237106	17,126	464	X		28-5284	464
TECHNE CORP	COM	878377100	60,140	1,000	X		28-5284	1000
			180,420	3,000	X	X	28-5284	3000
TECHNITROL								
INC	COM	878555101	47,960	2,000	X	X	28-5284	
TECHNOLOGY								
RESH CORP	COM NEW	878727304	3,635	500	X		28-5284	500
TECUMSEH								
PRODS CO	CL B	878895101	39,609	1,850	X		28-5284	1850
TECUMSEH								
PRODS CO	CL A	878895200	98,120	4,000	X		28-5284	4000
TEGAL CORP	COM	879008100	491	945	X		28-5284	945
TEKELEC	COM	879101103	1,798	130	X		28-5284	130
TEKTRONIX								
INC	COM	879131100	6,856	192	X		28-5284	192
COLUMN								
TOTAL			188,856,380					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTING AUTH (A) SOLE (B)
					(A) SOLE	(C) OTH		
TELECOM CORP NEW								
ZEALAND LTD	SPONSORED ADR	879278208	97,669	3,575	X		28-5284	300
			210,091	7,690	X	X	28-5284	7690
			109,280	4,000	X	X	28-1500	4000
			54,640	2,000	X	X	28-4580	2000
TELECOMUNICACOES								
DE SAO PAUL	SPON ADR PFD	87929A102	12,350	500	X		28-5284	500
			4,940	200	X	X	28-5284	200
TELEFLEX INC	COM	879369106	2,449,961	34,203	X		28-5284	27823
			580,203	8,100	X	X	28-5284	8100
			257,868	3,600	X	X	28-1500	3600
			42,978	600	X	X	28-4580	600

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TELEFONICA S A	SPONSORED ADR	879382208	336,446	7,163	X		28-5284	7163
			102,395	2,180	X	X	28-5284	2180
TELEFONOS DE MEXICO S A	SPON ADR A SHS	879403707	74,393	3,336	X		28-5284	3336
TELEFONOS DE MEXICO S A	SPON ADR ORD L	879403780	192,609	8,568	X		28-5284	8568
			62,944	2,800	X	X	28-5284	2800
			33,720	1,500	X	X	28-1500	1500
			17,984	800	X	X	28-4580	800
TELEPHONE & DATA SYS INC	COM	879433100	7,888	200	X		28-5284	200
			3,944	100	X	X	28-5284	100
TELEPHONE & DATA SYS INC	SPL COM	879433860	7,550	200	X		28-5284	200
			3,775	100	X	X	28-5284	100
TELEMIG CELULAR PART S A	SPON ADR PFD	87944E105	4,766	100	X		28-5284	100
TELKONET INC	COM	879604106	42,500	10,000	X		28-5284	10000
			63,750	15,000	X	X	28-5284	
TELLABS INC	COM	879664100	14,135	889	X		28-5284	289
			47,700	3,000	X	X	28-5284	3000
			4,770	300	X	X	28-1500	300
TELSTRA CORP LTD	SPON ADR FINAL	87969N204	45,594	3,400	X	X	28-5284	3400
TELULAR CORP	COM NEW	87970T208	324	100	X		28-5284	100
COLUMN TOTAL			4,887,167					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTING AUTHORITY (A) SOLE (B)
					(A) SOLE	(C) OTH		
TEMPLE INLAND INC	COM	879868107	52,569	1,180	X		28-5284	1180
			142,204	3,192	X	X	28-5284	3192
TEMPLETON DRAGON FD INC	COM	88018T101	17,304	800	X		28-5284	800
			157,899	7,300	X	X	28-5284	7300
			114,639	5,300	X		28-1500	
TEMPLETON EMERGING MKTS FD I	COM	880191101	106,265	5,300	X	X	28-5284	5300
TEMPLETON EMERG MKTS INCOME	COM	880192109	71,476	5,558	X		28-5284	5558
			102,378	7,961	X	X	28-5284	4500
TEMPLETON GLOBAL								

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INCOME FD	COM	880198106	190,849	22,166	X		28-5284	22166
			60,270	7,000	X	X	28-5284	7000
TENARIS S A	SPONSORED ADR	88031M109	27,101	150	X	X	28-5284	150
TENNANT CO	COM	880345103	20,928	400	X	X	28-1500	400
TENNECO INC	COM	880349105	499	23	X	X	28-5284	23
TERADYNE INC	COM	880770102	206,283	13,300	X		28-5284	13300
			49,074	3,164	X	X	28-5284	3164
			99,264	6,400	X	X	28-4580	6400
TEREX CORP NEW	COM	880779103	75,278	950	X		28-5284	950
			31,696	400	X	X	28-5284	400
TESORO CORP	COM	881609101	10,251	150	X	X	28-5284	50
			3,964	58	X	X	28-4580	14
TETRA								
TECHNOLOGIES								
INC DEL	COM	88162F105	5,692	121	X	X	28-4580	27
TETRA TECH INC								
NEW	COM	88162G103	12,752	668	X		28-5284	668
TEVA								
PHARMACEUTICAL								
INDS LTD	ADR	881624209	25,474,113	618,604	X		28-5284	600213
			12,947,857	314,421	X	X	28-5284	298871
			37,474	910	X		28-1500	910
			77,913	1,892	X	X	28-1500	1892
			119,010	2,890	X		28-4580	2890
			123,334	2,995	X	X	28-4580	2995
COLUMN								
TOTAL			40,338,336					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED ----- (A) SOLE (C) OTH	ITEM 7: MANAGERS INSTR V	VOTING AUTHORITY ----- (A) SOLE (B) S	
TESSERA								
TECHNOLOGIES								
INC	COM	88164L100	32,080	1,000	X	28-5284	1000	
			385	12	X	X	28-5284	
TEXAS INDS								
INC	COM	882491103	550,459	9,100	X	X	28-5284	7000
TEXAS INSTRS								
INC	COM	882508104	49,310,436	1,518,646	X		28-5284	1471251
			35,377,948	1,089,558	X	X	28-5284	1062915
			228,589	7,040	X		28-1500	1350
			35,717	1,100	X		28-11439	1100
			627,255	19,318	X		28-4580	18728
			130,562	4,021	X	X	28-4580	4021
TEXAS PAC LD								

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TR	SUB CTF PROP I	882610108	242,550	1,650	X		28-5284	1650
			14,700	100	X	X	28-5284	100
TEXAS								
ROADHOUSE								
INC	CL A	882681109	2,007,152	117,446	X		28-5284	117446
			75,008	4,389	X		28-1500	4389
TEXTRON INC	COM	883203101	622,631	6,667	X		28-5284	5067
			1,566,150	16,770	X	X	28-5284	16770
THERMO								
ELECTRON								
CORP	COM	883556102	69,358	1,870	X		28-5284	470
			191,014	5,150	X	X	28-5284	3450
THOMAS &								
BETTS CORP								
	COM	884315102	573,401	11,160	X		28-5284	9560
			220,883	4,299	X	X	28-5284	4299
THOMSON								
CORP	COM	884903105	14,944	400	X	X	28-5284	400
THOR INDS INC	COM	885160101	2,668	50	X		28-5284	50
			100,050	1,875	X	X	28-5284	1875
THORATEC								
CORP	COM NEW	885175307	5,781	300	X		28-5284	300
THORNBURG								
MTG INC								
	COM	885218107	332,838	12,300	X		28-5284	12300
			733,326	27,100	X	X	28-5284	22100
			91,057	3,365	X	X	28-1500	3365
			27,060	1,000	X		28-4580	1000
			9,850	364	X	X	28-4580	364
3COM CORP	COM	885535104	92,165	18,001	X		28-5284	18001
			3,072	600	X	X	28-5284	
			12,754	2,491	X		28-1500	2491
COLUMN								
TOTAL								
			93,301,843					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTING A (A) SOLE
					(A) SOLE	(C) OTH		
3M CO	COM	88579Y101	121,439,458	1,604,432	X		28-5284	1547605
			92,781,105	1,225,804	X	X	28-5284	1178481
			1,187,425	15,688	X		28-1500	
			3,569,389	47,158	X		28-4580	47158
			5,871,425	77,572	X	X	28-4580	74440
TIBCO SOFTWARE INC	COM	88632Q103	32,888	3,934	X		28-1500	3934
TIDEWATER INC	COM	886423102	237,489	4,300	X		28-5284	4300
			8,505	154	X	X	28-5284	154

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TIFFANY & CO NEW	COM	886547108	39,792	1,060	X		28-5284	1010
			165,889	4,419	X	X	28-5284	2519
			5,556	148	X	X	28-1500	148
TIM PARTICIPACOES								
S A	SPONS ADR PFD	88706P106	726,529	19,620	X	X	28-5284	19620
TIMBERLAND CO	CL A	887100105	6,846	200	X		28-5284	200
TIME WARNER INC	COM	887317105	7,001,145	416,983	X		28-5284	337044
			3,841,418	228,792	X	X	28-5284	192036
			107,590	6,408	X		28-1500	
			495,238	29,496	X		28-11439	29496
			69,225	4,123	X		28-4580	4123
			31,901	1,900	X	X	28-4580	1900
TIMKEN CO	COM	887389104	28,882	895	X	X	28-5284	868
TITANIUM METALS CORP								
	COM NEW	888339207	145,650	3,000	X		28-5284	3000
			60,688	1,250	X	X	28-5284	1250
			285,231	5,875	X	X	28-1500	5875
TODCO	CL A	88889T107	433,510	11,000	X		28-5284	11000
TOLL BROTHERS INC								
	COM	889478103	42,249	1,220	X		28-5284	1220
			37,400	1,080	X	X	28-5284	100
TOLLGRADE COMMUNICATIONS INC								
	COM	889542106	111,600	7,500	X		28-5284	7500
TOM ONLINE INC	ADR REG S	889728200	1,044,566	41,060	X	X	28-5284	41060
TOMPKINSTRUSTCO INC								
	COM	890110109	11,652	242	X		28-5284	
COLUMN TOTAL								
			239,820,241					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHOR	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SH
TOO INC	COM	890333107	1,443	42	X		28-5284	42	
TOOTSIE ROLL INDS INC	COM	890516107	1,836,546	62,745	X		28-5284	55630	
			82,190	2,808	X	X	28-5284	2808	
TOPPS INC	COM	890786106	23,679	2,700	X	X	28-5284	2700	
TORCHMARK CORP									
	COM	891027104	371,150	6,500	X		28-5284	6500	
			228,971	4,010	X	X	28-5284	4000	
TOREADOR RES CORP									
	COM	891050106	164,105	5,275	X	X	28-5284		
TORO CO									
	COM	891092108	219,650	4,600	X		28-5284	4600	
			382,000	8,000	X	X	28-5284	8000	

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TORONTO									
DOMINION BK									
ONT	COM NEW	891160509	22,280	400	X		28-5284	400	
			254,382	4,567	X	X	28-5284	4567	
TORTOISE									
ENERGY									
INFRSTRCTR C	COM	89147L100	27,910	1,000	X	X	28-5284	1000	
TORTOISE									
ENERGY CAP									
CORP	COM	89147U100	22,730	1,000	X		28-5284	1000	
TOTAL S A	SPONSORED ADR	89151E109	579,875	4,402	X		28-5284	4402	
			661,153	5,019	X	X	28-5284	3528	26
			5,664	43	X	X	28-4580	14	
TOWN & CTRY									
TR	SH BEN INT	892081100	121,770	3,000	X		28-5284	3000	
TOYOTA MOTOR									
CORP	SP ADR REP2COM	892331307	478,289	4,392	X		28-5284	4192	
			154,094	1,415	X	X	28-5284	1415	
			5,445	50	X		28-1500		5
TRACTOR									
SUPPLY CO	COM	892356106	6,634	100	X		28-5284		
			3,317	50	X	X	28-5284	50	
			108,466	1,635	X	X	28-1500	1635	
TRANSACTION									
SYS									
ARCHITECTS	COM	893416107	1,094,223	35,060	X	X	28-5284	35060	
TRANSAMERICA									
INCOME SHS									
INC	COM	893506105	8,492	400	X	X	28-5284	400	
TRANSATLANTIC									
HLDGS INC	COM	893521104	135,136	2,312	X		28-5284	2312	
			3,273	56	X	X	28-5284	56	
COLUMN									
TOTAL			7,002,867						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHOR	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SH
TRANSCANADA CORP	COM	89353D107	11,572	400	X		28-5284	400	
			162,008	5,600	X	X	28-5284	1500	
TRANSMERIDIAN EXPL INC	COM	89376N108	135,000	25,000	X	X	28-1500	25000	
TRANSMETA CORP DEL	COM	89376R109	2,020	1,000	X		28-5284	1000	

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TRAVELERS									
PPTY CAS									
CORP NEW	NT CV JR 2032	89420G307	25,669	1,070	X		28-5284	1070	
			9,740	406	X	X	28-5284	406	
TREEHOUSE									
FOODS INC	COM	89469A104	37,701	1,420	X		28-5284	1420	
TRI CONTL CORP	COM	895436103	276,600	13,666	X		28-5284	13666	
			221,385	10,938	X	X	28-5284	8904	
TRIAD									
HOSPITALS									
INC	COM	89579K109	58,367	1,393	X		28-5284	1362	
			545	13	X	X	28-5284	13	
TRIDENT									
MICROSYSTEMS									
INC	COM	895919108	1,265,563	43,550	X	X	28-5284	43550	
TRIAD GTY INC	COM	895925105	12,147	259	X	X	28-5284	259	
TRIBUNE CO									
NEW	COM	896047107	580,913	21,178	X		28-5284	21178	
			416,799	15,195	X	X	28-5284	13695	
TRINITY									
BIOTECH PLC	SPON ADR NEW	896438306	6,833	750	X	X	28-5284	750	
TRINITY INDS									
INC	COM	896522109	31,818	585	X		28-5284	585	
			271,950	5,000	X	X	28-5284	5000	
TRIZEC									
PROPERTIES									
INC	COM	89687P107	9,006	350	X		28-5284	350	
TRIPATH									
IMAGING INC	COM	896942109	6,980	1,000	X		28-5284	1000	
			146,713	21,019	X	X	28-5284		
TRUSTCO BK									
CORP N Y	COM	898349105	37,970	3,120	X	X	28-5284	3120	
TRUSTMARK									
CORP	COM	898402102	31,640	1,000	X		28-5284	1000	
			109,158	3,450	X	X	28-1500	3450	
TRUSTREET									
PPTYS INC	COM	898404108	16,785	1,105	X		28-5284	1105	
			2,279	150	X	X	28-5284	150	
COLUMN									
TOTAL			3,887,161						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED ----- (A) SOLE (C) OTH	ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY ----- (A) SOLE (B) SHARED
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TUESDAY

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MORNING CORP	COM NEW	899035505	6,927	300	X		28-5284	300	
TUPPERWARE BRANDS CORP	COM	899896104	44,474	2,160	X		28-5284	2160	
			55,346	2,688	X	X	28-5284	2688	
II VI INC	COM	902104108	57,888	3,200	X		28-5284	3200	
			726,060	40,136	X	X	28-5284	40136	
TYCO INTL LTD NEW	COM	902124106	27,078,966	1,007,402	X		28-5284	905552	
			10,582,817	393,706	X	X	28-5284	296308	74348
			298,476	11,104	X		28-1500	11104	
			397,824	14,800	X	X	28-1500	14800	
			585,984	21,800	X		28-11439	21800	
			8,225	306	X		28-4580	306	
			159,130	5,920	X	X	28-4580	5920	
TYSON FOODS INC	CL A	902494103	48,447	3,526	X		28-5284	3526	
			2,281	166	X	X	28-5284	166	
UCBH HOLDINGS INC	COM	90262T308	7,568	400	X	X	28-5284	400	
UGI CORP NEW	COM	902681105	359,286	17,052	X		28-5284	17052	
			336,741	15,982	X	X	28-5284	15982	
UIL HLDG CORP	COM	902748102	60,203	1,150	X	X	28-5284	1150	
UST INC	COM	902911106	208,000	5,000	X		28-5284	5000	
			3,617,286	86,954	X	X	28-5284	86954	
			41,600	1,000	X		28-4580	1000	
USA TRUCK INC	COM	902925106	66,917	2,718	X	X	28-1500	2718	
US BANCORP DEL	COM NEW	902973304	98,584,876	3,232,291	X		28-5284	3144292	
			16,836,000	552,000	X	X	28-5284	455925	11413
			12,531,322	410,863	X		28-1500	339844	71019
			49,380	1,619	X		28-4580	1619	
URS CORP NEW	COM	903236107	88,550	2,200	X		28-5284	2200	
			28,980	720	X	X	28-5284	700	
U S G CORP	COM NEW	903293405	67,137	707	X		28-5284	707	
			270,636	2,850	X	X	28-5284	2850	
COLUMN TOTAL			173,207,327						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTH	
					(A) SOLE	(C) OTH		(A) SOLE	(B)
USEC INC	COM	90333E108	12,050	1,000	X		28-5284	1000	
U S PHYSICAL			12,050	1,000	X	X	28-5284	1000	

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THERAPY INC	COM	90337L108	50,081	2,927	X		28-1500	2727
U S AIRWAYS								
GROUP INC	COM	90341W108	800,000	20,000	X	X	28-5284	20000
ULTRA								
PETROLEUM								
CORP	COM	903914109	131,474	2,110	X		28-5284	2110
			561	9	X	X	28-5284	
			567,021	9,100	X		28-11439	9100
			4,922	79	X	X	28-4580	11
UNDER ARMOUR								
INC	CL A	904311107	9,720	300	X	X	28-5284	300
			686,880	21,200	X		28-11439	21200
UNILEVER PLC	SPON ADR NEW	904767704	3,286	80	X		28-5284	80
			104,359	2,541	X	X	28-5284	2341
			29,324	714	X	X	28-4580	714
UNILEVER N V	N Y SHS NEW	904784709	12,203,763	176,304	X		28-5284	166092
			9,988,031	144,294	X	X	28-5284	139491
			56,899	822	X		28-4580	722
			100,231	1,448	X	X	28-4580	1448
UNION								
BANKSHARES								
INC	COM	905400107	85,720	4,000	X	X	28-5284	4000
UNION PAC								
CORP	COM	907818108	23,431,410	251,006	X		28-5284	241709
			15,070,237	161,438	X	X	28-5284	154988
			7,188	77	X		28-1500	
			25,205	270	X		28-4580	270
			386,469	4,140	X	X	28-4580	4140
UNIONBANCAL								
CORP	COM	908906100	7,219,464	102,900	X		28-1500	102900
UNISYS CORP	COM	909214108	10,955	1,590	X		28-5284	1590
			10,859	1,576	X	X	28-5284	1576
UNIT CORP	COM	909218109	1,338,000	24,000	X	X	28-5284	24000
UNITED AMER								
INDEMNITY								
LTD	CL A	90933T109	56,965,330	2,487,569	X	X	28-5284	24
UNITED								
BANKSHARES								
INC WEST V	COM	909907107	992,839	25,943	X		28-5284	25943
			119,402	3,120	X	X	28-5284	3120
COLUMN								
TOTAL			130,423,730					

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ITEM 1:	ITEM 2:	ITEM 3:	ITEM 4:	ITEM 5:	ITEM 6:	ITEM 7:	ITEM 8:
NAME OF ISSUER	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES OR PRINCIPAL AMOUNT	INVESTMENT DISCRETION (B) SHARED (A) SOLE (C) OTH	MANAGERS INSTR V	VOTING AUTHORITY (A) SOLE (B) SHARED
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UNITED BANCORP INC OHIO	COM	909911109	45,188	4,108	X		28-5284	4108	
UNITED DOMINION REALTY TR IN	COM	910197102	151,747 323,358	5,317 11,330	X X	X	28-5284 28-5284	5317 11330	
UNITED FIRE & CAS CO	COM	910331107	10,528	320	X	X	28-5284	300	
UNITED NAT FOODS INC	COM	911163103	2,623 279,760 34,970	75 8,000 1,000	X X X	X X	28-5284 28-5284 28-1500	75 8000 1000	
UNITED PARCEL SERVICE INC	CL B	911312106	84,536,604 29,241,449 47,628 47,628 52,073	1,064,961 368,373 600 600 656	X X X X	X X X	28-5284 28-5284 28-1500 28-4580 28-4580	978915 365638 600 600 599	2000 600
UNITED SEC BANCSHARES INC	SHS	911459105	3,252,172	121,395	X		28-1500	121395	
UNITED STATES STL CORP NEW	COM	912909108	4,711,013 54,612 163,836 215,414	77,637 900 2,700 3,550	X X X X	X X	28-5284 28-5284 28-1500 28-11439	76251 900 2700 3550	
UNITED TECHNOLOGIES CORP	COM	913017109	106,110,317 79,653,331 84,984 1,920,952 2,077,819	1,830,435 1,374,044 1,466 33,137 35,843	X X X X X	X X	28-5284 28-5284 28-1500 28-4580 28-4580	1798515 1344579 32637 35701	7308 1466
UNITED THERAPEUTICS CORP DEL	COM	91307C102	75,228	1,135	X		28-5284	1135	
UNITEDHEALTH GROUP INC	COM	91324P102	21,795,567 7,739,515 1,992,526 1,066,926 5,586	390,182 138,552 35,670 19,100 100	X X X X X	X X	28-5284 28-5284 28-1500 28-4580 28-4580	344770 123692 19100 100	1460 35670
UNITRIN INC UNIVERSAL AMERN FINL CORP	COM	913275103	352,918	7,588	X		28-5284	7588	
UNIVERSAL CORP VA COLUMN	COM	913377107	4,620	300	X	X	28-5284	300	
TOTAL			346,087,662						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED		ITEM 7: MANAGERS INSTR V	VOTING AUTHORITY (A) SOLE (B) OTHER
					(A) SOLE	(C) OTH		
UNIVERSAL DISPLAY CORP	COM	91347P105	28,760 6,989	2,000 486	X		28-5284 28-1500	486
UNIVERSAL FST PRODS INC	COM	913543104	4,762	75	X	X	28-5284	75
UNIVERSAL HEALTH RLTY INCM T	SH BEN INT	91359E105	166,212	4,550	X	X	28-5284	3200
UNIVERSAL STAINLESS & ALLOY	COM	913837100	56,540	2,200	X	X	28-5284	2200
UNIVERSAL HLTH SVCS INC	CL B	913903100	95,180	1,874	X	X	28-5284	674
UNIVISION COMMUNICATIONS INC	CL A	914906102	34,470	1,000	X	X	28-5284	1000
UNIVEST CORP PA	COM	915271100	143,213	5,625	X	X	28-5284	5625
UNUMPROVIDENT CORP	COM	91529Y106	135,168 326,308	6,600 15,933	X	X	28-5284 28-5284	3800 15933
URBAN OUTFITTERS INC	COM	917047102	6,135 100,614	250 4,100	X		28-5284 28-5284	250 4100
URSTADT BIDDLE PPTYS INS	CL A	917286205	13,500 9,000	750 500	X	X	28-5284 28-5284	750 500
UTSTARCOM INC	COM	918076100	4,529 39,023	720 6,204	X		28-5284 28-11439	720 6204
VA SOFTWARE CORP	COM	91819B105	1,437	300	X	X	28-1500	300
VCA ANTECH INC	COM	918194101	2,848	100	X	X	28-5284	100
V F CORP	COM	918204108	745,390 1,218,046,806	13,100 21,406,798	X	X	28-5284 28-5284	13100 21406798
			46,089 27,636,615	810 485,705	X	X	28-1500 28-4580	810 485705
VAIL BANKS INC	COM	918779109	1,121,256	69,600	X		28-1500	69600
VAIL RESORTS INC	COM	91879Q109	4,128	108	X		28-5284	108
VALHI INC NEW	COM	918905100	6,531 460	369 26	X	X	28-5284 28-5284	369 26
COLUMN TOTAL			1,248,781,963					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	VOTING AUTH	
					(A) SOLE	(C) OTH		(A) SOLE	(B)
VALENCE TECHNOLOGY INC	COM	918914102	4,980	2,000	X	X	28-5284	2000	
VALERO L P	COM UT LTD PRT	91913W104	158,079	3,121	X		28-5284	3121	
			100,034	1,975	X	X	28-5284	1975	
			2,887	57	X	X	28-4580	13	
VALERO ENERGY CORP NEW	COM	91913Y100	368,065	6,157	X		28-5284	6157	
			1,296,329	21,685	X	X	28-5284	21185	
			963,235	16,113	X	X	28-1500	16113	
			672,525	11,250	X		28-11439	11250	
			3,527	59	X	X	28-4580	12	
VALLEY NATL BANCORP	COM	919794107	123,796	4,832	X		28-5284	1052	
			250,589	9,781	X	X	28-5284	8640	
VALOR COMMUNICATIONS GROUP I	COM	920255106	13,160	1,000	X	X	28-5284	1000	
VALSPAR CORP	COM	920355104	351,162	12,600	X		28-5284	12600	
			362,728	13,015	X	X	28-5284	13000	
VALUECLICK INC	COM	92046N102	23,739	1,403	X	X	28-5284	1403	
VAN KAMPEN MUN TR	SH BEN INT	920919107	96,367	6,646	X		28-5284	6646	
			14,500	1,000	X	X	28-1500	1000	
			4,350	300	X	X	28-4580	300	
VAN KAMPEN OHIO QUALITY MUN	COM	920923109	39,425	2,500	X		28-5284	2500	
VAN KAMPEN TR INSD MUNS	COM	920928108	50,273	3,365	X		28-5284	3365	
VAN KAMPEN TR INVT GRADE MUN	COM	920929106	123,014	8,323	X		28-5284	8323	
			19,702	1,333	X	X	28-5284	1333	
VAN KAMPEN TR INVT GRADE N J	COM	920933108	5,606	328	X	X	28-5284	328	
VAN KAMPEN MUN OPPORTUNITY T	COM	920935103	89,582	5,855	X		28-5284	5855	
			6,120	400	X	X	28-5284	400	
VAN KAMPEN BD FD	COM	920955101	3,382	200	X	X	28-5284	200	
VAN KAMPEN ADVANTAGE MUN II	SH BEN INT	92112K107	154,706	11,632	X		28-5284	11632	
VAN KAMPEN SELECT SECTOR MUN	COM	92112M103	109,639	8,674	X		28-5284	8674	
COLUMN									

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TOTAL

5,411,501

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B)
VAN KAMPEN MASS VALUE MUN IN	COM SH BEN INT	92112R102	22,650	1,500	X	X	28-5284	1500	
VAN KAMPEN PA VALUE MUN INCO	COM	92112T108	642,883 652,205	46,552 47,227	X X	X	28-5284 28-5284	46552 47227	
VANGUARD SECTOR INDEX FDS	CNS STP VIPERS	92204A207	5,745	100	X		28-5284	100	
VANGUARD SECTOR INDEX FDS	HTH CARE VIPER	92204A504	35,887 11,042	650 200	X X	X	28-5284 28-5284	650 200	
VANGUARD SECTOR INDEX FDS	INDSTRS VIPERS	92204A603	312,827 37,842	4,960 600	X X	X	28-5284 28-5284	4960 600	
VANGUARD SECTOR INDEX FDS	INF TECH VIPER	92204A702	449,087 435,282	8,816 8,545	X X	X	28-5284 28-5284	8816 8545	
VANGUARD SECTOR INDEX FDS	MATLS VIPERS	92204A801	465,903 21,806	7,072 331	X X	X	28-5284 28-5284	6936 331	
VANGUARD SECTOR INDEX FDS	UTILS VIPERS	92204A876	32,265	500	X	X	28-4580	500	
VANGUARD SECTOR INDEX FDS	TELCOMM VIPERS	92204A884	14,081	225	X		28-5284	225	
VANGUARD INTL EQUITY INDEX F	EMR MKT VIPERS	922042858	1,043,849 1,295,207 22,539	15,515 19,251 335	X X X	X X	28-5284 28-5284 28-1500	15415 18948 335	
VANGUARD INTL EQUITY INDEX F	PACIFIC VIPERS	922042866	64,570	1,000	X		28-5284	1000	

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			38,225	592		X	X	28-5284	592
VARIAN MED SYS INC	COM	92220P105	19,308,257	343,808		X		28-5284	339108
			4,717,440	84,000		X	X	28-5284	78300
			45,209	805		X		28-1500	805
			88,340	1,573		X	X	28-1500	1573
			78,624	1,400		X	X	28-4580	1400
VARIAN INC	COM	922206107	8,236	200		X	X	28-5284	200
VARIAN SEMICONDUCTOR EQUIPMN	COM	922207105	8,424	300		X	X	28-5284	300
VASCO DATA SEC INTL INC	COM	92230Y104	1,770,561	216,450		X		28-5284	216450
VASOGEN INC	COM	92232F103	29,540	14,000		X		28-5284	14000
COLUMN TOTAL			31,658,526						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED (A) SOLE (C) OTH	ITEM 7: MANAGERS INSTR V	VOTING AUTHORITY (A) SOLE (B) S	
VASOMEDICAL INC	COM	922321104	240	1,000	X	28-5284	1000	
VECTREN CORP	COM	92240G101	269,445	10,214	X	28-5284	10214	
			307,538	11,658	X	X	28-5284	11658
			171,470	6,500	X	X	28-1500	6500
VECTOR GROUP LTD	COM	92240M108	13,475	707	X	28-5284	707	
			464,892	24,391	X	X	28-5284	24391
VEECO INSTRS INC DEL	COM	922417100	47,541	2,036	X	28-1500	2036	
VENTAS INC	COM	92276F100	435,388	13,122	X	28-5284	8771	
			225,259	6,789	X	X	28-5284	6789
VENTIV HEALTH INC	COM	922793104	1,055,067	31,760	X	X	28-5284	31760
VANGUARD INDEX FDS	SML CP G VIPER	922908595	24,855	375	X	28-5284		
VANGUARD INDEX FDS	SM CP V VIPERS	922908611	30,380	450	X	28-5284	75	
VANGUARD INDEX FDS	MID CAP VIPERS	922908629	371,185	5,327	X	28-5284	5327	
			75,812	1,088	X	X	28-5284	1088
VANGUARD INDEX FDS	LRG CAP VIPERS	922908637	75,075	1,300	X	28-5284	1300	
			25,526	442	X	X	28-5284	442
VANGUARD								

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INDEX FDS VANGUARD	EXT MKT VIPERS	922908652	65,426	660	X	X	28-5284	660
INDEX FDS VANGUARD	GROWTH VIPERS	922908736	617,904	11,200	X		28-5284	11050
INDEX FDS VANGUARD	VALUE VIPERS	922908744	1,656,264	27,609	X		28-5284	27609
INDEX FDS VANGUARD	SMLL CP VIPERS	922908751	106,508	1,593	X		28-5284	1593
			52,619	787	X	X	28-5284	787
INDEX FDS VANGUARD	STK MRK VIPERS	922908769	12,022,873	92,719	X		28-5284	92669
			1,627,618	12,552	X	X	28-5284	12367
VERISIGN INC	COM	9.23E+106	93,561	3,900	X		28-5284	2400
			187,122	7,800	X	X	28-5284	5800
VERITAS DGC INC	COM	92343P107	10,213	225	X	X	28-5284	225
COLUMN TOTAL			20,033,256					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION ----- (A) SOLE (C) OTH	ITEM 7: MANAGERS INSTR V	VOTING A ----- (A) SOLE
VERIZON COMMUNICATIONS	COM	92343V104	68,383,079	2,007,724	X	28-5284	1990229
			93,015,101	2,730,919	X X	28-5284	2332274
			280,995	8,250	X	28-1500	
			1,183,210	34,739	X	28-4580	34739
			1,416,555	41,590	X X	28-4580	40631
VERTEX PHARMACEUTICALS INC	COM	92532F100	3,659	100	X	28-5284	100
VIAD CORP	COM NEW	92552R406	20,122	587	X	28-5284	587
			11,998	350	X X	28-5284	350
VIASAT INC	COM	92552V100	83,028	2,898	X	28-1500	2898
VIACOM INC NEW	CL A	92553P102	112,792	2,910	X	28-5284	2235
			58,799	1,517	X X	28-5284	1442
VIACOM INC NEW	CL B	92553P201	5,357,155	138,071	X	28-5284	123496
			2,888,272	74,440	X X	28-5284	73910
			20,525	529	X	28-1500	529
			388	10	X	28-11439	10
			17,848	460	X	28-4580	460
			137,003	3,531	X X	28-4580	3531
VIISAGE TECHNOLOGY INC	COM NEW	92675K205	35,020	2,000	X	28-5284	2000
			3,484	199	X	28-1500	99

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VILLAGE BK & TR FINANCIAL CO	COM	92705T101	453,440	32,000	X	X	28-5284	32000
VILLAGE BK & TR FINANCIAL CO	*W EXP 09/27/2	92705T119	45,000	12,000	X	X	28-5284	12000
VIRAGEN INC	COM NEW	927638403	90	150	X		28-5284	150
VIRGINIA FINL GROUP INC	COM	927810101	24,012	600	X	X	28-5284	
VIROPHARMA INC	COM	928241108	2,858	225	X		28-5284	225
			339,916	26,765	X	X	28-5284	26765
VISHAY INTERTECHNOLOGY INC	COM	928298108	87,576	6,150	X		28-5284	6150
			116,668	8,193	X	X	28-5284	8193
COLUMN TOTAL				174,098,593				

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED		ITEM 7: MANAGERS INSTR V	VOTING AUTH	
					(A) SOLE	(C) OTH		(A) SOLE	(B)
VISTEON CORP	COM	92839U107	5,644	1,227	X		28-5284	1227	
			3,560	774	X	X	28-5284	774	
			202,860	44,100	X		28-11439	44100	
			920	200	X		28-4580	200	
VITESSE SEMICONDUCTOR CORP	COM	928497106	38,807	10,840	X		28-5284	10840	
			154,656	43,200	X	X	28-5284	3200	
VIVENDI UNIVERSAL	SPON ADR NEW	92851S204	30,096	880	X		28-5284	880	
			59,371	1,736	X	X	28-5284	1736	
			1,026	30	X	X	28-1500	30	
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	4,085,156	195,462	X		28-5284	116412	
			3,434,915	164,350	X	X	28-5284	142677	
			82,764	3,960	X		28-1500		3
			34,694	1,660	X		28-4580	1660	
			70,538	3,375	X	X	28-4580	3375	
VOLVO AKTIEBOLAGET	ADR B	928856400	5,828	125	X		28-5284	125	
VORNADO RLTY TR	SH BEN INT	929042109	124,800	1,300	X		28-5284	1300	
			329,088	3,428	X	X	28-5284	3428	
			38,400	400	X	X	28-1500	400	
VULCAN MATLS									

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CO	COM	929160109	4,097,938	47,293	X	28-5284	15290
			462,191	5,334	X X	28-5284	4684
WCI CMNTYS INC	COM	92923C104	5,564	200	X	28-5284	200
WGL HLDGS INC	COM	92924F106	32,184	1,058	X	28-5284	1058
			585,159	19,236	X X	28-5284	14036
W P CAREY & CO LLC	COM	92930Y107	1,133,249	42,317	X	28-5284	42317
			736,771	27,512	X X	28-5284	27512
WPS RESOURCES CORP	COM	92931B106	163,017	3,312	X	28-5284	3312
			626,325	12,725	X X	28-5284	12725
			246,100	5,000	X X	28-4580	5000
WSFS FINL CORP	COM	929328102	94,245	1,500	X	28-5284	900
			31,415	500	X X	28-5284	
			16,273	259	X	28-4580	259
COLUMN TOTAL			16,933,554				

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED ----- (A) SOLE (C) OTH	ITEM 7: VOTING MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY (S) ----- (A) SOLE (B) SHARED (
WVS FINL CORP	COM	929358109	35,500	2,000	X	28-5284	2000
WABASH NATL CORP	COM	929566107	7,900	400	X	28-5284	400
WABTEC CORP	COM	929740108	3,052,990	93,650	X	28-5284	15000
			6,104,187	187,245	X X	28-5284	33300
			12,042,505	369,402	X X	28-4580	369402
WACHOVIA CORP 2ND NEW	COM	929903102	61,521,265	1,097,614	X	28-5284	1033415
			58,724,930	1,047,724	X X	28-5284	1013586
			13,521,614	241,242	X	28-1500	238942
			1,918,199	34,223	X	28-4580	34113
			1,585,655	28,290	X X	28-4580	28290
WADDELL & REED FINL INC	CL A	930059100	27,720	1,200	X	28-5284	1200
WAL MART STORES INC	COM	931142103	98,125,086	2,077,161	X	28-5284	1976749
			71,641,964	1,516,553	X X	28-5284	1466716
			550,252	11,648	X	28-1500	11648
			465,314	9,850	X	28-11439	9850
			1,340,388	28,374	X	28-4580	27828

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			817,866	17,313	X	X	28-4580	16113	
WALGREEN									
CO	COM	931422109	63,399,504	1,469,963	X		28-5284	1276682	1
			33,164,770	768,949	X	X	28-5284	755640	
			936,740	21,719	X		28-1500	1229	20490
			34,504	800	X		28-4580	800	
			646,950	15,000	X	X	28-4580	15000	
WALTER INDS									
INC	COM	93317Q105	13,324	200	X	X	28-5284	200	
WARNACO									
GROUP INC	COM NEW	934390402	38,664	1,611	X		28-5284	1611	
WASHINGTON									
MUT INC	COM	939322103	59,638,592	1,399,310	X		28-5284	1327862	
			16,208,642	380,306	X	X	28-5284	341781	6350
			346,756	8,136	X		28-1500	8136	
			311,126	7,300	X	X	28-1500	7300	
			9,389,868	220,316	X		28-11439	220316	
			69,258	1,625	X		28-4580	1625	
			358,008	8,400	X	X	28-4580	8400	
COLUMN									
TOTAL			516,040,041						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHOR	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SH
WASHINGTON POST									
CO	CL B	939640108	251,667	324	X		28-5284	324	
			629,168	810	X	X	28-5284	650	
			1,554	2	X	X	28-4580		
WASHINGTON REAL									
ESTATE INVT	SH BEN INT	939653101	101,696	2,800	X		28-5284	2800	
			245,596	6,762	X	X	28-5284	6762	
			90,800	2,500	X	X	28-4580	2500	
WASHINGTON									
SVGBK FSB									
WALDRF	COM	939696100	20,875	2,500	X	X	28-5284	2500	
WASHINGTON TR									
BANCORP	COM	940610108	114,947	4,095	X	X	28-5284	4095	
WASTE									
CONNECTIONS									
INC	COM	941053100	16,999	427	X		28-5284	52	
WASTE MGMT INC									
DEL	COM	94106L109	3,978,557	112,707	X		28-5284	42207	
			1,357,956	38,469	X	X	28-5284	22169	
			26,404	748	X	X	28-1500	748	

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WATERS CORP	COM	941848103	35,779,117	829,180	X		28-5284	776800	
			6,520,267	151,107	X	X	28-5284	145575	327
			827,574	19,179	X		28-1500	10299	888
WATSON	COM	942622200	15,418	217	X	X	28-5284	200	
WATSON PHARMACEUTICALS INC	COM	942683103	662,428	23,049	X		28-5284	23049	
			18,681	650	X	X	28-5284		
WATTS WATER TECHNOLOGIES INC	CL A	942749102	36,340	1,000	X	X	28-5284	1000	
WAUSAU PAPER CORP	COM	943315101	28,340	2,000	X	X	28-5284	2000	
WAVE SYSTEMS CORP	CL A	943526103	4,200	7,000	X		28-5284	7000	
WEBEX COMMUNICATIONS INC	COM	94767L109	2,525	75	X		28-5284	75	
WEBSense INC	COM	947684106	1,986	72	X		28-5284	72	
WEBSTER FINL CORP CONN	COM	947890109	237,454	4,900	X		28-5284	4200	
			189,963	3,920	X	X	28-5284	1320	200
WEINGARTEN RLTY INVS	SH BEN INT	948741103	61,125	1,500	X		28-5284	1500	
			229,219	5,625	X	X	28-5284	4125	
COLUMN TOTAL			51,450,856						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHAR
WEIS MKTS INC WELLCARE HEALTH PLANS INC	COM	948849104	11,143	250	X		28-5284	250	
WELLPOINT INC	COM	94946T106	18,176	400	X	X	28-5284		
	COM	94973V107	36,116,527	466,441	X	X	28-5284	456041	
			10,866,681	140,342	X	X	28-5284	124643	3430
			115,448	1,491	X		28-1500		1491
			900,975	11,636	X		28-4580	11251	
			120,946	1,562	X	X	28-4580	1562	
WELLS FARGO & CO NEW	COM	949746101	168,664,958	2,640,754	X		28-5284	2632564	
			90,044,437	1,409,808	X	X	28-5284	1352395	25900
			288,373	4,515	X		28-1500		4515
			985,003	15,422	X		28-4580	15422	

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WENDYS INTL INC	COM	950590109	946,490	14,819	X	X	28-4580	14819
WERNER ENTERPRISES INC	COM	950755108	281,877	4,542	X		28-5284	4542
WESBANCO INC	COM	950810101	60,970	3,319	X		28-5284	3319
WESCO INTL INC	COM	95082P105	2,411,338	73,494	X		28-5284	73494
WEST PHARMACEUTICAL SVSC INC	COM	955306105	619,617	18,885	X	X	28-5284	18885
WESTAR ENERGY INC	COM	95709T100	40,806	600	X		28-5284	600
WESTERN GAS RES INC	COM	958259103	1,386,044	20,380	X	X	28-5284	20380
WESTAIM CORP	COM	956909105	20,832	600	X		28-5284	600
WEYERHAEUSER CO	COM	962166104	23,262	670	X	X	28-5284	750
WYERHAEUSER CO	COM	962166104	4,710	750	X		28-5284	750
WESTERN REFNG INC	COM	959319104	42,348	2,035	X		28-5284	2035
WESTERN REFNG INC	COM	959319104	26,013	1,250	X	X	28-5284	1250
WEYERHAEUSER CO	COM	962166104	19,059	395	X		28-5284	395
WEYERHAEUSER CO	COM	962166104	267,498	5,544	X	X	28-5284	5528
WEYERHAEUSER CO	COM	962166104	4,324	200	X	X	28-5284	200
WEYERHAEUSER CO	COM	962166104	610,657	8,431	X		28-5284	8431
WEYERHAEUSER CO	COM	962166104	1,442,081	19,910	X	X	28-5284	19910
WEYERHAEUSER CO	COM	962166104	12,023	166	X		28-1500	166
COLUMN TOTAL			316,352,616					

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED ----- (A) SOLE (C) OTH	ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORIT ----- (A) SOLE (B) SHAR	
WHIRLPOOL CORP	COM	963320106	138,394	1,513	X		28-5284	1513
WHITING PETE CORP	COM	966387102	137,205	1,500	X	X	28-5284	1100
WHITNEY HLDG CORP	COM	966612103	73,782	1,800	X	X	28-5284	1800
WHOLE FOODS MKT INC	COM	966837106	127,656	3,600	X		28-5284	2100
WHOLE FOODS MKT INC	COM	966837106	330,735	9,327	X	X	28-5284	8127
WHOLE FOODS MKT INC	COM	966837106	284,629	4,284	X		28-5284	4284

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			347,149	5,225	X	X	28-5284	4825
			13,288	200	X	X	28-4580	200
WILD OATS MARKETS INC	COM	96808B107	95,551	4,700	X		28-5284	4700
WILEY JOHN & SONS INC	CL A	968223206	128,690	3,400	X		28-5284	1900
			109,765	2,900	X	X	28-5284	800
WILLIAMS COAL SEAM GAS RTY T	TR UNIT	969450105	4,805	240	X	X	28-5284	
WILLIAMS COS INC DEL	COM	969457100	514,665	24,061	X		28-5284	21061
			226,520	10,590	X	X	28-5284	8550
			47,058	2,200	X	X	28-1500	2200
WILLIAMS SONOMA INC	COM	969904101	42,400	1,000	X		28-5284	1000
			16,960	400	X	X	28-5284	400
			86,835	2,048	X	X	28-1500	2048
WILLOW GROVE BANCORP INC NEW	COM	97111W101	45,710	2,581	X		28-5284	2581
WILMINGTON TRUST CORP	COM	971807102	3,320,740	76,603	X		28-5284	76603
			1,236,559	28,525	X	X	28-5284	26625
			1,495,532	34,499	X		28-4580	34499
			4,438,043	102,377	X	X	28-4580	100148
WIND RIVER SYSTEMS INC	COM	973149107	2,490	200	X		28-5284	200
			50	4	X	X	28-5284	
WINDROSE MED PPTYS TR	COM	973491103	22,620	1,500	X		28-5284	1500
			17,432	1,156	X	X	28-1500	1156
WINNEBAGO INDS INC	COM	974637100	667	22	X	X	28-5284	10
WIPRO LTD COLUMN	SPON ADR 1 SH	97651M109	7,435	500	X	X	28-5284	500
TOTAL			13,313,365					

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ITEM 4: ITEM 5: ITEM 6: INVESTMENT DISCRETION ITEM 8:

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ITEM 1: NAME OF ISSUER	ITEM 2:	ITEM 3:	FAIR	SHARES OR	(B) SHARED		ITEM 7:	VOTING AUTHORITY	
	TITLE OF CLASS	CUSIP NUMBER	MARKET VALUE	PRINCIPAL AMOUNT	(A) SOLE	(C) OTH	MANAGERS INSTR V	(A) SOLE	(B) SHARED
WIRELESS FACILITIES INC	COM	97653A103	12,788	3,181	X		28-1500	3181	
WISCONSIN ENERGY CORP	COM	976657106	235,941 198,230 31,992	5,900 4,957 800	X X X	 X X	28-5284 28-5284 28-4580	5900 4949 800	
WORLD WRESTLING ENTMT INC	CL A	98156Q108	1,352	80	X	X	28-5284	80	
WORTHINGTON INDS INC	COM	981811102	316,948 94,282	15,800 4,700	X X	 X	28-5284 28-5284	15800 4700	
WRIGLEY WM JR CO	COM	982526105	11,552,320 7,557,120 36,992 209,664 458,240	180,505 118,080 578 3,276 7,160	X X X X X	 X X X	28-5284 28-5284 28-1500 28-4580 28-4580	179315 114470 578 3276 7160	2000
WYETH	COM	983024100	153,828,584 127,190,910 548,082 3,846,132 4,746,518	3,170,416 2,621,412 11,296 79,269 97,826	X X X X X	 X X X	28-5284 28-5284 28-1500 28-4580 28-4580	3061169 2377246 5474 79046 94766	16435 5822
WYNN RESORTS LTD	COM	983134107	4,380 1,998	57 26	X X	X X	28-5284 28-4580	57 6	
XM SATELLITE RADIO HLDGS INC	CL A	983759101	82,510 64,338 4,454	3,705 2,889 200	X X X	 X X	28-5284 28-5284 28-1500	3705 2889 200	
XTO ENERGY INC	COM	98385X106	144,696 77,511 69,058 4,357	3,321 1,779 1,585 100	X X X X	 X X X	28-5284 28-5284 28-1500 28-4580	3321 1779 1585 100	
X-RITE INC	COM	983857103	26,560	2,000	X	X	28-5284		
XCEL ENERGY INC	COM	98389B100	357,428 883,778 94,453	19,693 48,693 5,204	X X X	 X X	28-5284 28-5284 28-4580	19693 48493 5204	
COLUMN TOTAL			312,681,616						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION		ITEM 7: MANAGERS INSTR V	ITEM 8: VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) SHARE
XILINX INC	COM	983919101	516,838	20,300	X		28-5284	20300	
			26,733	1,050	X	X	28-5284	1050	
			5,092	200	X	X	28-1500	200	
XENOPORT INC	COM	98411C100	22,640	1,000	X		28-5284	1000	
XEROX CORP	COM	984121103	584,638	38,463	X		28-5284	7463	
			310,232	20,410	X	X	28-5284	13410	
			6,308	415	X		28-4580	415	
			60,830	4,002	X	X	28-4580	4002	
YAK COMMUNICATIONS INC	COM	984208207	784	200	X	X	28-5284	200	
YRC WORLDWIDE INC	COM	984249102	94,503	2,483	X		28-5284	2483	
			17,127	450	X	X	28-5284	450	
YADKIN VY BK&TR CO ELKIN N C	COM	984308106	84,730	5,884	X		28-5284	5884	
YAHOO INC	COM	984332106	405,347	12,565	X		28-5284	12315	
			540,129	16,743	X	X	28-5284	16743	
			3,226	100	X		28-1500		100
YARDVILLE NATL BANCORP	COM	985021104	44,160	1,200	X		28-5284	1200	
			36,800	1,000	X	X	28-5284		
YORK WTR CO	COM	987184108	790	30	X		28-5284	30	
YOUBET COM INC	COM	987413101	187,507	34,405	X	X	28-5284		
YUM BRANDS INC	COM	988498101	8,908,839	182,334	X		28-5284	174264	
			3,031,372	62,042	X	X	28-5284	52592	1620
			17,052	349	X		28-4580	349	
			14,853	304	X	X	28-4580	304	
ZALE CORP NEW ZEBRA TECHNOLOGIES CORP	COM	988858106	116,325	4,150	X		28-5284		
	CL A	989207105	8,050	180	X		28-5284	180	
			805	18	X	X	28-5284		
			27,145	607	X	X	28-1500	607	
ZENITH NATL INS CORP COLUMN TOTAL	COM	989390109	360,975	7,500	X	X	28-5284	7500	
			15,433,830						

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ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INVESTMENT DISCRETION (B) SHARED		ITEM 7: MANAGERS INSTR V	VOTING AUTHORITY	
					(A) SOLE	(C) OTH		(A) SOLE	(B) S
ZIMMER HLDGS INC	COM	98956P102	33,440,165	494,677		X	28-5284	481438	
			15,742,147	232,872		X X	28-5284	225676	2
			35,152	520		X	28-1500		5
			206,991	3,062		X	28-4580	3062	
			1,184,893	17,528		X X	28-4580	17208	
ZIONS BANCORPORATION	COM	989701107	954,952	11,543		X	28-5284	11238	
			248,355	3,002		X X	28-5284	1398	15
ZIX CORP	COM	98974P100	730	500		X	28-5284	500	
ZORAN CORP	COM	98975F101	58,507	2,674		X	28-1500	2674	
ZWEIG FD	COM	989834106	3,377	614		X	28-5284	614	
			4,461	811		X X	28-5284	811	
ZWEIG TOTAL RETURN FD INC	COM	989837109	13,405	2,764		X X	28-5284	2764	
ZOLL MED CORP COLUMN	COM	989922109	44,778	1,700		X	28-5284	1700	
TOTAL			51,937,913						
GRAND TOTAL			24,467,392,752						

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ENTITY TOTALS	FAIR MARKET	ENTITY	UNITS
	22,877,579,264	28-5284	485,086,212
	331,088,476	28-1500	10,508,16
	76,524,965	28-11439	2,097,680
	561,341,647	28-4580	11,759,812
	620,858,400		5,333,575
GRAND TOTALS	24,467,392,752		514,785,295
NUMBER OF ISSUES	2,713		