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US BANCORP \DE\
Form 13F-HR
February 14, 2008

SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended 12/31/2007

Check here if Amendment:

This Amendment (check only one): is a restatement.
 adds new holdings entries.

Institutional Investment Manager filing this Report:

Name: U.S. Bancorp
Address: 800 Nicollet Mall
Minneapolis, MN 55402-7020

Form 13F File Number: 028-00551

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

Person signing this Report on behalf of Reporting Manager:

Name: Beverly Antonich
Title: Vice President
Phone: 612-303-7974

Signature, Place, and Date of Signing:

/s/ Beverly Antonich
Beverly Antonich, Minneapolis, Minnesota February 14, 2008
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)).

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 2

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Form 13F Information Table Entry Total: 8,891

Form 13F Information Table Value Total: \$37,585,139

List of Other Included Managers:

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

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

No.	Form 13F file number	Name
001	028-02267	U.S. Bank National Association
004	028-06687	FAF Advisors, Inc

FORM 13F									
NAME OF REPORTING MANAGER: U.S. BANCORP									
ITEM 6:									
ITEM 5: INVESTMENT									
SHARES OF DISCRETION ITE									
PRINCIPAL (A) (B) (C) MANA									
AMOUNT SOL SHR OTH INST									
ITEM 1:	ITEM 2:	ITEM 3:	ITEM 4:	ITEM 5:	ITEM 6:	ITEM 7:	ITEM 8:	ITEM 9:	ITEM 10:
NAME OF ISSUER	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE (X1000)	SHARES OF PRINCIPAL AMOUNT	(A) SOL	(B) SHR	(C) OTH	MANA	INST
DAIMLER A G	COMMON STOCK	D1668R123	203 420 623	2,122 4,393 6,515	X				0
DEUTSCHE BANK AG	COMMON STOCK	D18190898	65 173 238	500 1,337 1,837	X		X		0
ACE LTD	COMMON STOCK	G0070K103	16,896 4,675 36,140 852 58,563	273,486 75,671 584,987 13,789 947,933	X		X		0
AIRCASTLE LTD	COMMON STOCK	G0129K104	419 11 1 431	15,944 400 28 16,372	X		X		0
ALLIED WORLD ASSURANCE HOLDING	COMMON STOCK	G0219G203	17 12 29	330 258 588	X		X		0
AMDOCS LTD	COMMON STOCK	G02602103	164 21	4,770 600	X		X		0

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			8	226	X		0
			-----	-----			
			193	5,596			
AMERICAN SAFETY INS HOLDINGS	COMMON STOCK	G02995101	94	4,770	X	X	0
			-----	-----			
			94	4,770			
APEX SILVER MINES LTD	COMMON STOCK	G04074103	0	25	X	X	0
			77	5,026	X		0
			-----	-----			
			77	5,051			
ARCH CAP GROUP LTD	COMMON STOCK	G0450A105	542	7,706	X		0
			21	300	X	X	0
			9,420	133,909	X		0
			-----	-----			
			9,983	141,915			
ARGO GROUP INTL HLDGS LTD	COMMON STOCK	G0464B107	122	2,903	X		0
			42	1,003	X	X	0
			104	2,470	X		0
			-----	-----			
			268	6,376			
ARIES MARITIME TRANSPORT LTD	COMMON STOCK	G0474B105	0	67	X	X	0
			-----	-----			
			0	67			
ARLINGTON TANKERS LTD	COMMON STOCK	G04899103	1	40	X	X	0
			1	41	X		0
			-----	-----			
			2	81			
ASPEN INSURANCE HOLDINGS LTD	COMMON STOCK	G05384105	219	7,594	X		0
			-----	-----			
			219	7,594			
ASSURED GUARANTY LTD	COMMON STOCK	G0585R106	6,975	262,802	X		0
			-----	-----			
			6,975	262,802			
AXIS CAPITAL HOLDINGS LTD	COMMON STOCK	G0692U109	4	100	X	X	0
			27	677	X		0
			-----	-----			
			31	777			
ACCENTURE LTD	COMMON STOCK	G1150G111	68,054	1,888,815	X		0
			16,801	466,315	X	X	0
			36,391	1,010,004	X		0
			344	9,551	X	X	0
			-----	-----			
			121,590	3,374,685			
BUNGE LIMITED	COMMON STOCK	G16962105	3,684	31,647	X		0
			60	515	X	X	0
			62	529	X		0
			-----	-----			
			3,806	32,691			
CASTLEPOINT HOLDINGS LTD	COMMON STOCK	G19522112	5	438	X		0
			11	932	X	X	0

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			16	1,370			
CENTRAL EUROPEAN MEDIA ENT A	COMMON STOCK	G20045202	37	315	X		0
			6	49	X		0
			43	364			
CHIPMOS TECHNOLOGIES BERMUDA	COMMON STOCK	G2110R106	9	2,000	X	X	0
			9	2,000			
CONSOLIDATED WATER CO LTD	COMMON STOCK	G23773107	31	1,268	X		0
			31	1,268			
COOPER INDUSTRIES LTD CL A	COMMON STOCK	G24182100	10,160	192,147	X		0
			1,449	27,404	X	X	0
			47,023	889,235	X		0
			142	2,691	X	X	0
			58,774	1,111,477			
CREDICORP LTD	COMMON STOCK	G2519Y108	99	1,297	X	X	0
			99	1,297			
COVIDIEN LTD	COMMON STOCK	G2552X108	1,923	43,409	X		0
			715	16,146	X	X	0
			4,871	109,988	X		0
			83	1,880	X	X	0
			7,592	171,423			
ENDURANCE SPECIALTY HOLDINGS	COMMON STOCK	G30397106	200	4,802	X		0
			4	100	X	X	0
			11	259	X		0
			215	5,161			
ENSTAR GROUP LTD	COMMON STOCK	G3075P101	73	597	X		0
			73	597			
ASA LTD	OTHER	G3156P103	60	800	X		0
			68	910	X	X	0
			128	1,710			
CRYPTOLOGIC LIMITED	COMMON STOCK	G3159C109	18	1,000	X		0
			18	1,000			
EVEREST RE GROUP LTD	COMMON STOCK	G3223R108	623	6,198	X		0
			452	4,500	X	X	0
			24,195	240,989	X		0
			25,270	251,687			
FGX INTERNATIONAL HOLDINGS	COMMON STOCK	G3396L102	14	1,151	X		0
			14	1,151			

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FLAGSTONE REINSURANCE HOLIN	COMMON STOCK	G3529T105	2	123	X		0
			-----	-----			
			2	123			
FOSTER WHEELER LTD	COMMON STOCK	G36535139	73	469	X		0
			93	600	X	X	0
			12	80	X		0
			-----	-----			
			178	1,149			
FRESH DEL MONTE PRODUCE INC	COMMON STOCK	G36738105	290	8,625	X		0
			82	2,439	X		0
			-----	-----			
			372	11,064			
FRONTLINE LTD	COMMON STOCK	G3682E127	140	2,910	X	X	0
			3	55	X		0
			-----	-----			
			143	2,965			
GARMIN LTD	COMMON STOCK	G37260109	775	7,986	X		0
			429	4,425	X	X	0
			41,154	424,262	X		0
			6	59	X	X	0
			-----	-----			
			42,364	436,732			
GLOBAL CROSSING LTD	COMMON STOCK	G3921A175	66	3,026	X		0
			-----	-----			
			66	3,026			
GENPACT LIMITED	COMMON STOCK	G3922B107	18	1,150	X	X	0
			0	17	X		0
			-----	-----			
			18	1,167			
GLOBAL SOURCES LTD	COMMON STOCK	G39300101	38	1,340	X		0
			-----	-----			
			38	1,340			
GREENLIGHT CAPITAL RE LTD A	COMMON STOCK	G4095J109	2	98	X		0
			-----	-----			
			2	98			
HELEN OF TROY CORP LTD	COMMON STOCK	G4388N106	116	6,763	X	X	0
			44	2,567	X		0
			-----	-----			
			160	9,330			
HERBALIFE LTD	COMMON STOCK	G4412G101	314	7,792	X		0
			1	37	X		0
			-----	-----			
			315	7,829			
INGERSOL RAND COMPANY	COMMON STOCK	G4776G101	5,235	112,656	X		0
			1,389	29,885	X	X	0
			3,506	75,439	X		0
			99	2,125	X	X	0
			-----	-----			
			10,229	220,105			

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INVESCO LTD	COMMON STOCK	G491BT108	3,466	110,438	X		0
			-----	-----			
			3,466	110,438			
I P C HLDGS LTD ORD	COMMON STOCK	G4933P101	151	5,231	X		0
			62	2,150	X	X	0
			152	5,279	X		0
			-----	-----			
			365	12,660			
KNIGHTSBRIDGE TANKERS LTD ORD	COMMON STOCK	G5299G106	169	6,973	X		0
			36	1,500	X	X	0
			35	1,436	X		0
			-----	-----			
			240	9,909			
LAZARD LTD CL A	COMMON STOCK	G54050102	371	9,110	X		0
			207	5,100	X	X	0
			15,690	385,676	X		0
			-----	-----			
			16,268	399,886			
MARVELL TECHNOLOGY GROUP LTD	COMMON STOCK	G5876H105	13	957	X		0
			7	514	X		0
			-----	-----			
			20	1,471			
MAX CAPITAL GROUP LTD	COMMON STOCK	G6052F103	1,040	37,173	X		0
			146	5,195	X		0
			-----	-----			
			1,186	42,368			
MF GLOBAL LTD	COMMON STOCK	G60642108	7	219	X		0
			-----	-----			
			7	219			
MONTPELIER RE HOLDING LTD	COMMON STOCK	G62185106	20	1,200	X		0
			154	9,102	X		0
			-----	-----			
			174	10,302			
NABORS INDUSTRIES LTD	COMMON STOCK	G6359F103	1,070	39,074	X		0
			374	13,669	X	X	0
			1,610	58,780	X		0
			11	400	X	X	0
			-----	-----			
			3,065	111,923			
NOBLE CORPORATION	COMMON STOCK	G65422100	967	17,101	X		0
			2,832	50,107	X	X	0
			3,213	56,844	X		0
			11	200	X	X	0
			-----	-----			
			7,023	124,252			
NORDIC AMERICAN TANKER SHIPPIN	COMMON STOCK	G65773106	77	2,335	X		0
			24	737	X	X	0
			76	2,302	X		0
			-----	-----			
			177	5,374			
OPEN T V CORP	COMMON STOCK	G67543101	10	7,889	X		0

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			10	7,889		
ONEBEACON INSURANCE GROUP LT C COMMON STOCK	G67742109		3	112	X	0
			3	112		
ORIENT-EXPRESS HOTEL LTD	COMMON STOCK	G67743107	3	49	X	0
			3	49		
PARTNERRE LTD	COMMON STOCK	G6852T105	147	1,782	X	0
			74	900	X	X
			17	207	X	0
			238	2,889		
PEAK INTERNATIONAL LTD	COMMON STOCK	G69586108	34	15,000	X	X
			34	15,000		
PLATINUM UNDERWRITER HLDGS	COMMON STOCK	G7127P100	411	11,545	X	0
			13	360	X	X
			13,440	377,974	X	0
			99	2,797	X	X
			13,963	392,676		
PRIMUS GUARANTY LTD	COMMON STOCK	G72457107	5	710	X	0
			28	3,899	X	0
			33	4,609		
PRUDENTIAL PLC 6.75% PFD	PREFERRED ST	G7293H114	203	10,000	X	0
			203	10,000		
PRUDENTIAL PLC 6.5% PFD	PREFERRED ST	G7293H189	4	200	X	0
			24	1,200	X	X
			28	1,400		
SCOTTISH RE GROUP LIMITED	COMMON STOCK	G73537410	15	20,000	X	0
			5	6,417	X	0
			20	26,417		
RAM HOLDINGS LTD	COMMON STOCK	G7368R104	1	223	X	0
			1	223		
RENAISSANCE RE HOLDINGS LTD	COMMON STOCK	G7496G103	19	323	X	0
			19	319	X	0
			38	642		
SEAGATE TECHNOLOGY	COMMON STOCK	G7945J104	461	18,078	X	0
			9	340	X	X
			44	1,707	X	0
			514	20,125		

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SECURITY CAPITAL LTD	COMMON STOCK	G8018D107	8	2,140	X		0
			-----	-----			
			8	2,140			
SHIP FINANCE INTERNATIONAL LTD	COMMON STOCK	G81075106	273	9,870	X		0
			84	3,021	X	X	0
			76	2,713	X		0
			-----	-----			
			433	15,604			
SINA CORP	COMMON STOCK	G81477104	13	300	X		0
			-----	-----			
			13	300			
SMART MODULAR TECHNOLOGIES	COMMON STOCK	G82245104	44	4,309	X		0
			-----	-----			
			44	4,309			
W P STEWART & CO LTD	COMMON STOCK	G84922106	4	832	X		0
			-----	-----			
			4	832			
TBS INTERNATIONAL LTD SER A	COMMON STOCK	G86975151	14	427	X		0
			-----	-----			
			14	427			
U T I WORLDWIDE INC	COMMON STOCK	G87210103	475	24,248	X	X	0
			2	113	X		0
			-----	-----			
			477	24,361			
TRANSOCEAN INC	COMMON STOCK	G90073100	3,913	27,332	X		0
			-----	-----			
			3,913	27,332			
TSAKOS ENERGY NAVIGATION LTD	COMMON STOCK	G9108L108	1	16	X	X	0
			-----	-----			
			1	16			
TYCO INTERNATIONAL LTD	COMMON STOCK	G9143X208	2,201	55,523	X		0
			624	15,727	X	X	0
			4,071	102,646	X		0
			18	450	X	X	0
			-----	-----			
			6,914	174,346			
TYCO ELECTRONICS LTD	COMMON STOCK	G9144P105	1,436	38,669	X		0
			741	19,955	X	X	0
			3,922	105,621	X		0
			30	798	X	X	0
			-----	-----			
			6,129	165,043			
VALIDUS HOLDINGS LTD	COMMON STOCK	G9319H102	162	6,245	X	X	0
			3	134	X		0
			-----	-----			
			165	6,379			
VISTAPRINT LTD	COMMON STOCK	G93762204	158	3,706	X		0
			-----	-----			
			158	3,706			

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WARNER CHILCOTT LIMITED CL A	COMMON STOCK	G9435N108	2	104	X		0
			-----	-----			
			2	104			
GOLAR LNG LTD	COMMON STOCK	G9456A100	66	3,019	X		0
			-----	-----			
			66	3,019			
WEATHERFORD INTL LTD	COMMON STOCK	G95089101	15,226	221,939	X		0
			5,092	74,233	X	X	0
			65,742	958,330	X		0
			176	2,563	X	X	0
			-----	-----			
			86,236	1,257,065			
WHITE MTNS INS GROUP LTD	COMMON STOCK	G9618E107	136	265	X		0
			61	118	X	X	0
			21	41	X		0
			-----	-----			
			218	424			
WILLIS GROUP HOLDINGS LTD	COMMON STOCK	G96655108	23	600	X		0
			-----	-----			
			23	600			
X L CAP LTD	COMMON STOCK	G98255105	26	524	X		0
			132	2,615	X	X	0
			1,887	37,496	X		0
			-----	-----			
			2,045	40,635			
XOMA LTD	COMMON STOCK	G9825R107	39	11,456	X		0
			-----	-----			
			39	11,456			
ALCON INC	COMMON STOCK	H01301102	20,534	143,558	X		0
			5,394	37,710	X	X	0
			11,158	78,008	X		0
			-----	-----			
			37,086	259,276			
LOGITECH INTL SA	COMMON STOCK	H50430232	353	9,625	X		0
			109	2,980	X	X	0
			-----	-----			
			462	12,605			
UBS AG REG	COMMON STOCK	H89231338	6,366	138,391	X		0
			479	10,408	X	X	0
			-----	-----			
			6,845	148,799			
MILlicom INTL CELLULAR S A	COMMON STOCK	L6388F110	123	1,047	X		0
			109	922	X	X	0
			-----	-----			
			232	1,969			
ALVARION LTD	COMMON STOCK	M0861T100	4	400	X		0
			5	500	X	X	0
			-----	-----			
			9	900			
AUDIOCODES LTD	COMMON STOCK	M15342104	4,426	874,615	X		0

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			35	6,950	X	X	0
			-----	-----			
			4,461	881,565			
BLUEPHOENIX SOLUTIONS LTD	COMMON STOCK	M20157109	18	1,000	X		0
			-----	-----			
			18	1,000			
CELLCOM ISRAEL LTD	COMMON STOCK	M2196U109	696	21,893	X		0
			384	12,100	X	X	0
			-----	-----			
			1,080	33,993			
CHECK POINT SOFTWARE TECH LTD	COMMON STOCK	M22465104	52	2,362	X	X	0
			-----	-----			
			52	2,362			
MELLANOX TECHNOLOGIES LTD A D	COMMON STOCK	M51363113	289	15,882	X		0
			-----	-----			
			289	15,882			
GIVEN IMAGING LTD	COMMON STOCK	M52020100	6	250	X		0
			-----	-----			
			6	250			
LAN OPTICS LTD	COMMON STOCK	M6706C103	2	100	X		0
			55	3,000	X	X	0
			-----	-----			
			57	3,100			
MAGAL SECURITY SYS LTD	COMMON STOCK	M6786D104	247	39,000	X		0
			-----	-----			
			247	39,000			
ORBOTECH LTD	COMMON STOCK	M75253100	6,213	354,000	X	X	0
			9,901	564,135	X		0
			39	2,214	X	X	0
			-----	-----			
			16,153	920,349			
R A D W A R E LTD	COMMON STOCK	M81873107	120	7,765	X		0
			-----	-----			
			120	7,765			
SYNERON MEDICAL LTD	COMMON STOCK	M87245102	14	1,050	X	X	0
			-----	-----			
			14	1,050			
AERCAP HOLDINGS NV	COMMON STOCK	N00985106	13,264	635,545	X		0
			-----	-----			
			13,264	635,545			
ASM INTL NV	COMMON STOCK	N07045102	19	800	X		0
			65	2,700	X	X	0
			-----	-----			
			84	3,500			
CNH GLOBAL N V	COMMON STOCK	N20935206	7	100	X		0
			-----	-----			
			7	100			
CORE LABORATORIES N V	COMMON STOCK	N22717107	852	6,833	X		0

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			852	6,833			
EURAND NV	COMMON STOCK	N31010106	3	200	X	X	0
			6,431	406,988	X		0
			6,434	407,188			
ORTHOFIX INTL N V	COMMON STOCK	N6748L102	15	264	X		0
			408	7,035	X	X	0
			82	1,425	X		0
			505	8,724			
QIAGEN NV ORD	COMMON STOCK	N72482107	479	22,744	X		0
			916	43,530	X	X	0
			1,395	66,274			
BANCO LATINOAMERICANO DE EXP C	COMMON STOCK	P16994132	38	2,331	X		0
			38	2,331			
COPA HOLDINGS SA CL A	COMMON STOCK	P31076105	1	20	X		0
			1	20			
STEINER LEISURE LTD ORD	COMMON STOCK	P8744Y102	256	5,790	X		0
			65	1,480	X		0
			321	7,270			
ULTRAPETROL BAHAMAS LTD	COMMON STOCK	P94398107	22	1,295	X		0
			22	1,295			
EXCEL MARITIME CARRIERS LTD	COMMON STOCK	V3267N107	137	3,423	X		0
			137	3,423			
ROYAL CARIBBEAN CRUISES LTD	COMMON STOCK	V7780T103	1,336	31,481	X		0
			156	3,692	X	X	0
			24	565	X		0
			1,516	35,738			
CAPITAL PRODUCT PARTNERS L P	OTHER	Y11082107	83	3,345	X		0
			0	18	X	X	0
			83	3,363			
DIANA SHIPPING INC	COMMON STOCK	Y2066G104	255	8,100	X		0
			102	3,250	X	X	0
			357	11,350			
DOUBLE HULL TANKERS INC	COMMON STOCK	Y21110104	19	1,544	X	X	0
			3	249	X		0
			22	1,793			
EAGLE BULK SHIPPING INC	COMMON STOCK	Y2187A101	40	1,500	X		0

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			147	5,525	X	X	0
			94	3,566	X		0
			-----	-----			
			281	10,591			
EUROSEAS LTD	COMMON STOCK	Y23592200	12	1,000	X		0
			-----	-----			
			12	1,000			
FLEXTRONICS INTERNATIONAL LTD	COMMON STOCK	Y2573F102	437	36,214	X		0
			672	55,699	X	X	0
			-----	-----			
			1,109	91,913			
GENCO SHIPPING & TRADING LTD	COMMON STOCK	Y2685T107	286	5,221	X		0
			7	120	X	X	0
			93	1,704	X		0
			-----	-----			
			386	7,045			
GENERAL MARITIME CORPORATION	COMMON STOCK	Y2692M103	3	109	X	X	0
			60	2,452	X		0
			-----	-----			
			63	2,561			
NAVIOS MARITIME HOLDINGS INC	COMMON STOCK	Y62196103	17	1,400	X		0
			-----	-----			
			17	1,400			
OCEANFREIGHT INC	COMMON STOCK	Y64202107	12	600	X	X	0
			-----	-----			
			12	600			
OMEGA NAVIGATION ENTERPRISES	COMMON STOCK	Y6476R105	8	529	X	X	0
			-----	-----			
			8	529			
QUINTANA MARITIME LTD	COMMON STOCK	Y7169G109	158	6,872	X		0
			-----	-----			
			158	6,872			
SEASPAN CORP	COMMON STOCK	Y75638109	403	16,441	X		0
			510	20,842	X	X	0
			-----	-----			
			913	37,283			
TEEKAY LNG PARTNERS L P	OTHER	Y8564M105	6	200	X		0
			-----	-----			
			6	200			
TEEKAY CORPORATION	COMMON STOCK	Y8564W103	0	8	X	X	0
			1	25	X		0
			-----	-----			
			1	33			
TOP TANKERS INC	COMMON STOCK	Y8897Y107	0	33	X	X	0
			-----	-----			
			0	33			
VERIGY LTD	COMMON STOCK	Y93691106	91	3,340	X		0
			116	4,294	X	X	0
			14	505	X		0

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			1	33	X	X	0
			-----	-----			
			222	8,172			
AAON INC	COMMON STOCK	000360206	27	1,386	X		0
			-----	-----			
			27	1,386			
A A R CORP	COMMON STOCK	000361105	348	9,161	X		0
			124	3,266	X		0
			-----	-----			
			472	12,427			
ABB LTD A D R	COMMON STOCK	000375204	7,874	273,405	X		0
			98	3,376	X	X	0
			-----	-----			
			7,972	276,781			
ABX AIR INC	COMMON STOCK	00080S101	24	5,786	X		0
			-----	-----			
			24	5,786			
ACCO BRANDS CORP	COMMON STOCK	00081T108	100	6,186	X		0
			501	31,206	X	X	0
			65	4,039	X		0
			-----	-----			
			666	41,431			
A C MOORE ARTS & CRAFTS INC	COMMON STOCK	00086T103	23	1,624	X		0
			-----	-----			
			23	1,624			
ADC TELECOMMUNICATIONS INC	COMMON STOCK	000886309	321	20,666	X		0
			617	39,699	X	X	0
			3,011	193,564	X		0
			19	1,231	X	X	0
			-----	-----			
			3,968	255,160			
ADC TELECOMM INC	5.72938% 6 OTHER	000886AB7	301	325,000	X		0
			-----	-----			
			301	325,000			
A B N AMRO HLDG NV A D R	COMMON STOCK	000937102	386	7,137	X		0
			222	4,115	X	X	0
			-----	-----			
			608	11,252			
A C M MANAGED DLR INCOME FD	OTHER	000949107	6	809	X		0
			-----	-----			
			6	809			
A B M INDS INC	COMMON STOCK	000957100	118	5,800	X	X	0
			78	3,836	X		0
			-----	-----			
			196	9,636			
A E P INDUSTRIES INC	COMMON STOCK	001031103	15	495	X		0
			-----	-----			
			15	495			
A F C ENTERPRISES INC	COMMON STOCK	00104Q107	7	575	X		0

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			28	2,438	X		0
			-----	-----			
			35	3,013			
AFLAC INC	COMMON STOCK	001055102	8,190	130,776	X		0
			3,145	50,201	X	X	0
			6,714	107,200	X		0
			88	1,398	X	X	0
			-----	-----			
			18,137	289,575			
AGCO CORP	COMMON STOCK	001084102	753	11,086	X		0
			1,715	25,230	X		0
			-----	-----			
			2,468	36,316			
A G L RES INC	COMMON STOCK	001204106	438	11,633	X		0
			249	6,623	X	X	0
			806	21,419	X		0
			-----	-----			
			1,493	39,675			
A E S CORP	COMMON STOCK	00130H105	159	7,432	X		0
			276	12,894	X	X	0
			2,914	136,261	X		0
			34	1,603	X	X	0
			-----	-----			
			3,383	158,190			
A K STEEL HLDG CORP	COMMON STOCK	001547108	12	269	X		0
			6	124	X		0
			-----	-----			
			18	393			
A M B PPTY CORP	COMMON STOCK	00163T109	61	1,067	X		0
			115	2,000	X	X	0
			12,528	217,653	X		0
			95	1,645	X	X	0
			-----	-----			
			12,799	222,365			
AMAG PHARMACEUTICALS INC	COMMON STOCK	00163U106	120	1,990	X	X	0
			73	1,207	X		0
			-----	-----			
			193	3,197			
AMN HEALTHCARE SVCS INC	COMMON STOCK	001744101	7	433	X		0
			5	300	X	X	0
			2,990	174,197	X		0
			-----	-----			
			3,002	174,930			
A M R CORP DEL	COMMON STOCK	001765106	25	1,813	X		0
			6	463	X	X	0
			4	261	X		0
			7	498	X	X	0
			-----	-----			
			42	3,035			
A P A OPTICS INC	COMMON STOCK	001853100	3	3,000	X		0
			-----	-----			
			3	3,000			

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APAC TELESERVICES INC	COMMON STOCK	00185E106	3	3,000	X		0
			-----	-----			
			3	3,000			
A S V INC	COMMON STOCK	001963107	102	7,380	X		0
			24	1,703	X		0
			-----	-----			
			126	9,083			
APP PHARMACEUTICALS INC	COMMON STOCK	00202H108	10	987	X		0
			-----	-----			
			10	987			
AT&T INC	COMMON STOCK	00206R102	123,748	2,977,571	X		0
			107,025	2,575,187	X	X	0
			179,397	4,316,579	X		0
			5,207	125,292	X	X	0
			-----	-----			
			415,377	9,994,629			
A T M I INC	COMMON STOCK	00207R101	23	700	X		0
			4,061	125,927	X		0
			-----	-----			
			4,084	126,627			
A T S MEDICAL INCORPORATED	COMMON STOCK	002083103	14	6,200	X		0
			119	54,000	X	X	0
			-----	-----			
			133	60,200			
A T P OIL & GAS CORPORATION	COMMON STOCK	00208J108	20	390	X	X	0
			94	1,846	X		0
			-----	-----			
			114	2,236			
A/S DAMPSKIBSSELSKABET TORM	COMMON STOCK	00208W109	1	20	X	X	0
			-----	-----			
			1	20			
AU OPTRONICS CORPA D R	COMMON STOCK	002255107	251	13,054	X	X	0
			-----	-----			
			251	13,054			
A V I BIO PHARMA INC	COMMON STOCK	002346104	0	50	X		0
			-----	-----			
			0	50			
AVX CORP	COMMON STOCK	002444107	3	194	X		0
			-----	-----			
			3	194			
AZZ INCORPORATED	COMMON STOCK	002474104	81	2,846	X		0
			29	1,002	X		0
			-----	-----			
			110	3,848			
AARON RENTS INC	COMMON STOCK	002535201	30	1,545	X		0
			3,792	197,099	X		0
			61	3,179	X	X	0
			-----	-----			
			3,883	201,823			

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ABAXIS INC	COMMON STOCK	002567105	4	100	X	X	0
			64	1,782	X		0
			-----	-----			
			68	1,882			
ABBOTT LABS	COMMON STOCK	002824100	151,349	2,695,442	X		0
			133,763	2,382,246	X	X	0
			100,972	1,798,265	X		0
			2,255	40,159	X	X	0
			-----	-----			
			388,339	6,916,112			
ABERCROMBIE & FITCH CO CL A	COMMON STOCK	002896207	4,356	54,471	X		0
			543	6,795	X	X	0
			39,974	499,860	X		0
			-----	-----			
			44,873	561,126			
ABERDEEN ASIA PACIFIC PRIME IN OTHER		003009107	128	22,040	X		0
			457	78,864	X	X	0
			783	135,000	X		0
			-----	-----			
			1,368	235,904			
ABERDEEN AUSTRALIA EQUITY FUND OTHER		003011103	14	775	X		0
			18	1,000	X	X	0
			-----	-----			
			32	1,775			
ABERDEEN GLOBAL INCOME	OTHER	003013109	6	500	X		0
			111	9,350	X	X	0
			-----	-----			
			117	9,850			
ABIGAIL ADAMS NATL BANCORP INC COMMON STOCK		003390101	15	1,431	X		0
			32	3,112	X	X	0
			-----	-----			
			47	4,543			
ABINGTON BANCORP INC	COMMON STOCK	00350L109	9	940	X		0
			-----	-----			
			9	940			
ABIOMED INC	COMMON STOCK	003654100	30	1,893	X		0
			-----	-----			
			30	1,893			
ACACIA RESEARCH ACACIA TEC	COMMON STOCK	003881307	114	12,661	X		0
			25	2,743	X		0
			-----	-----			
			139	15,404			
ACADIA PHARMACEUTICALS INC	COMMON STOCK	004225108	30	2,725	X		0
			-----	-----			
			30	2,725			
ACADIA RLTY TR	COMMON STOCK	004239109	20	800	X	X	0
			868	33,904	X		0
			7	273	X	X	0
			-----	-----			
			895	34,977			

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ACCENTIA BIOPHARMACEUTICALS	COMMON STOCK	00430L103	78	23,726	X		0
			-----	-----			
			78	23,726			
ACCELRYIS INC	COMMON STOCK	00430U103	4	500	X		0
			-----	-----			
			4	500			
ACCURAY INC	COMMON STOCK	004397105	15	1,000	X		0
			17	1,109	X		0
			-----	-----			
			32	2,109			
ACCURIDE CORP	COMMON STOCK	004398103	17	2,190	X		0
			-----	-----			
			17	2,190			
ACERGY SA A D R	COMMON STOCK	00443E104	5,863	266,896	X		0
			341	15,511	X	X	0
			-----	-----			
			6,204	282,407			
ACETO CORP	COMMON STOCK	004446100	470	58,795	X	X	0
			-----	-----			
			470	58,795			
ACI WORLDWIDE INC	COMMON STOCK	004498101	253	13,267	X		0
			-----	-----			
			253	13,267			
ACME PACKET INC	COMMON STOCK	004764106	144	11,428	X		0
			24	1,895	X		0
			-----	-----			
			168	13,323			
ACORDA THERAPEUTICS INC	COMMON STOCK	00484M106	47	2,122	X		0
			-----	-----			
			47	2,122			
ACTIVISION INC	COMMON STOCK	004930202	452	15,210	X		0
			1,209	40,705	X	X	0
			2,392	80,545	X		0
			1	30	X	X	0
			-----	-----			
			4,054	136,490			
ACTEL CORP	COMMON STOCK	004934105	33	2,413	X		0
			-----	-----			
			33	2,413			
ACTIVIDENTITY CORP	COMMON STOCK	00506P103	43	11,132	X		0
			-----	-----			
			43	11,132			
ACTUATE CORP	COMMON STOCK	00508B102	43	5,508	X		0
			-----	-----			
			43	5,508			
ACTUANT CORPORATION	COMMON STOCK	00508X203	179	5,262	X		0
			4,595	135,107	X	X	0
			166	4,901	X		0

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			4,940	145,270			
ACUITY BRANDS INC	COMMON STOCK	00508Y102	14	300	X		0
			168	3,745	X		0
			182	4,045			
ACXIOM CORP	COMMON STOCK	005125109	217	18,471	X		0
			217	18,471			
ADAMS EXPRESS CO	OTHER	006212104	213	15,070	X		0
			138	9,756	X	X	0
			351	24,826			
ADAMS RESPIRATORY THERAPEUTICS	COMMON STOCK	00635P107	183	3,056	X		0
			183	3,056			
ADAPTEC INC	COMMON STOCK	00651F108	32	9,400	X	X	0
			34	10,185	X		0
			66	19,585			
ADMINISTAFF INC	COMMON STOCK	007094105	17	611	X	X	0
			1,647	58,233	X		0
			1,664	58,844			
ADOBE SYS INC	COMMON STOCK	00724F101	4,904	114,780	X		0
			1,978	46,303	X	X	0
			5,112	119,636	X		0
			34	800	X	X	0
			12,028	281,519			
ADTRAN INC	COMMON STOCK	00738A106	4	206	X		0
			462	21,610	X		0
			466	21,816			
ADVANCE AMER CASH ADVANCE CTRS	COMMON STOCK	00739W107	10	1,000	X		0
			14	1,365	X	X	0
			58	5,741	X		0
			82	8,106			
ADVANCE AUTO PARTS INC	COMMON STOCK	00751Y106	35	917	X		0
			16	415	X	X	0
			1,032	27,152	X		0
			1,083	28,484			
ADVANCED ANALOGIC TECHNOLOGIES	COMMON STOCK	00752J108	87	7,677	X		0
			14,322	1,269,740	X		0
			114	10,075	X	X	0
			14,523	1,287,492			
ADVANTAGE ENERGY INCOME FD	COMMON STOCK	00762L101	37	4,247	X		0

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			4	500	X	X	0
			-----	-----			
			41	4,747			
ADVANTEST CORP A D R	COMMON STOCK	00762U200	630	22,291	X		0
			-----	-----			
			630	22,291			
ADVISORY BOARD CO	COMMON STOCK	00762W107	281	4,380	X		0
			4,918	76,599	X		0
			-----	-----			
			5,199	80,979			
ADVENT CLAYMORE GLOBAL CONVE	OTHER	007639107	8	500	X		0
			-----	-----			
			8	500			
ADVANCED MED OPTICS INC	COMMON STOCK	00763M108	47	1,915	X		0
			38	1,532	X	X	0
			404	16,471	X		0
			-----	-----			
			489	19,918			
AECOM TECHNOLOGY CORP	COMMON STOCK	00766T100	3	100	X		0
			98	3,457	X		0
			-----	-----			
			101	3,557			
AEROPOSTALE INC	COMMON STOCK	007865108	40	1,500	X		0
			12	450	X	X	0
			637	24,005	X		0
			-----	-----			
			689	25,955			
ADVANCED MICRO DEVICES INC	COMMON STOCK	007903107	216	28,794	X		0
			16	2,100	X	X	0
			954	127,181	X		0
			-----	-----			
			1,186	158,075			
AEGON N V NY REG SHR	COMMON STOCK	007924103	451	25,729	X		0
			1,479	84,360	X	X	0
			-----	-----			
			1,930	110,089			
ADVANTA CORP CL B	COMMON STOCK	007942204	30	3,722	X		0
			23	2,835	X		0
			-----	-----			
			53	6,557			
ADVANCED ENERGY INDS INC	COMMON STOCK	007973100	38	2,886	X		0
			-----	-----			
			38	2,886			
ADVENT SOFTWARE INC	COMMON STOCK	007974108	6	110	X		0
			160	2,960	X	X	0
			388	7,175	X		0
			-----	-----			
			554	10,245			
AEROVIRONMENT INC	COMMON STOCK	008073108	10	437	X		0
			-----	-----			

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			10	437			
A E S TRUST I I I 6.75% CONV P PREFERRED ST	00808N202	190	4,100	X		0	
		8	175	X	X	0	
		-----	-----				
		198	4,275				
AETNA INC	COMMON STOCK 00817Y108	4,840	83,834	X		0	
		1,468	25,421	X	X	0	
		6,900	119,530	X		0	
		142	2,464	X	X	0	
		-----	-----				
		13,350	231,249				
AFFILIATED COMPUTER SVCS INC C COMMON STOCK	008190100	735	16,305	X		0	
		358	7,925	X	X	0	
		939	20,815	X		0	
		-----	-----				
		2,032	45,045				
AFFILIATED MANAGERS GROUP INC COMMON STOCK	008252108	3,919	33,359	X		0	
		615	5,235	X	X	0	
		45,877	390,572	X		0	
		423	3,598	X	X	0	
		-----	-----				
		50,834	432,764				
AFFYMAX INC	COMMON STOCK 00826A109	7	317	X		0	
		-----	-----				
		7	317				
AFFYMETRIX INC	COMMON STOCK 00826T108	93	4,002	X		0	
		10	422	X	X	0	
		572	24,699	X		0	
		-----	-----				
		675	29,123				
AFTERMARKET TECHNOLOGY CORP	COMMON STOCK 008318107	10,855	398,173	X		0	
		77	2,834	X	X	0	
		-----	-----				
		10,932	401,007				
AGERE SYS CV	6.500% 12 OTHER 00845VAA8	358	355,000	X		0	
		-----	-----				
		358	355,000				
AGILENT TECHNOLOGIES INC	COMMON STOCK 00846U101	815	22,183	X		0	
		2,389	65,016	X	X	0	
		3,161	86,016	X		0	
		10	272	X	X	0	
		-----	-----				
		6,375	173,487				
AGNICO EAGLE MINES LTD	COMMON STOCK 008474108	33	600	X		0	
		39	716	X	X	0	
		-----	-----				
		72	1,316				
AGILYSYS INC	COMMON STOCK 00847J105	70	4,629	X	X	0	
		31	2,065	X		0	
		-----	-----				
		101	6,694				

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AGREE RLTY CORP	COMMON STOCK	008492100	255	8,461	X		0
			65	2,150	X	X	0
			588	19,529	X		0
			5	165	X	X	0
			-----	-----			
			913	30,305			
AGRIUM INC	COMMON STOCK	008916108	5,078	70,322	X		0
			19	262	X	X	0
			-----	-----			
			5,097	70,584			
AIR FRANCE KLM	COMMON STOCK	009119108	14	400	X	X	0
			-----	-----			
			14	400			
AIR FRANCE KLM	11 OTHER	009119116	0	2	X	X	0
			-----	-----			
			0	2			
AIR METHODS CORP	COMMON STOCK	009128307	89	1,800	X		0
			51	1,021	X		0
			-----	-----			
			140	2,821			
AIR PRODS & CHEMS INC	COMMON STOCK	009158106	3,801	38,540	X		0
			7,368	74,696	X	X	0
			4,500	45,627	X		0
			-----	-----			
			15,669	158,863			
AIRGAS INC	COMMON STOCK	009363102	460	8,818	X		0
			55	1,050	X	X	0
			13,467	258,433	X		0
			-----	-----			
			13,982	268,301			
AIRTRAN HLDGS INC	COMMON STOCK	00949P108	86	11,930	X		0
			21	2,900	X	X	0
			232	32,506	X		0
			-----	-----			
			339	47,336			
AIRVANA INC	COMMON STOCK	00950V101	4	782	X		0
			-----	-----			
			4	782			
AIXTRON AG A D R	COMMON STOCK	009606104	20	1,400	X		0
			-----	-----			
			20	1,400			
AKAMAI TECHNOLOGIES INC	COMMON STOCK	00971T101	451	13,018	X		0
			12	339	X	X	0
			1,300	37,587	X		0
			25	719	X	X	0
			-----	-----			
			1,788	51,663			
AKORN INC	COMMON STOCK	009728106	32	4,231	X		0
			-----	-----			
			32	4,231			

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ALABAMA NATL BANCORPORATION DE COMMON STOCK	010317105	107	1,370	X		0
		-----	-----			
		107	1,370			
ALASKA AIR GROUP INC	COMMON STOCK	011659109	54	2,173	X	0
			153	6,103	X	X
			352	14,078	X	0
			-----	-----		
			559	22,354		
ALASKA COMMUNICATIONS SYSTEM G COMMON STOCK	01167P101	114	7,590	X		0
		18	1,200	X	X	0
		61	4,095	X		0
			-----	-----		
			193	12,885		
ALBANY INTL CORP CL A	COMMON STOCK	012348108	18	489	X	0
			91	2,456	X	0
			-----	-----		
			109	2,945		
ALBANY MOLECULAR RESH INC	COMMON STOCK	012423109	58	4,000	X	X
			32	2,250	X	0
			-----	-----		
			90	6,250		
ALBEMARLE CORP	COMMON STOCK	012653101	612	14,830	X	0
			7,784	188,708	X	0
			76	1,839	X	X
			-----	-----		
			8,472	205,377		
ALBERTO CULVER CO	COMMON STOCK	013078100	410	16,701	X	0
			99	4,046	X	X
			572	23,328	X	0
			-----	-----		
			1,081	44,075		
ALCOA INC	COMMON STOCK	013817101	26,081	713,572	X	0
			8,194	224,180	X	X
			7,520	205,744	X	0
			24	654	X	X
			-----	-----		
			41,819	1,144,150		
ALCATEL LUCENT A D R	COMMON STOCK	013904305	654	89,441	X	0
			150	20,490	X	X
			11	1,507	X	0
			-----	-----		
			815	111,438		
ALEXANDER & BALDWIN INC	COMMON STOCK	014482103	30	579	X	0
			15	300	X	X
			608	11,768	X	0
			-----	-----		
			653	12,647		
ALESCO FINL INC	COMMON STOCK	014485106	17	5,200	X	0
			-----	-----		
			17	5,200		

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ALEXANDERS INC	COMMON STOCK	014752109	71	201	X		0
			-----	-----			
			71	201			
ALEXANDRIA REAL ESTATE EQUITIE	COMMON STOCK	015271109	41	407	X		0
			8,310	81,741	X		0
			89	874	X	X	0
			-----	-----			
			8,440	83,022			
ALEXION PHARMACEUTICALS INC	COMMON STOCK	015351109	11	150	X		0
			9	122	X	X	0
			226	3,007	X		0
			-----	-----			
			246	3,279			
ALEXZA PHARMACEUTICALS INC	COMMON STOCK	015384100	14	1,799	X		0
			-----	-----			
			14	1,799			
ALFA CORP	COMMON STOCK	015385107	71	3,277	X		0
			-----	-----			
			71	3,277			
ALICO INC	COMMON STOCK	016230104	14	382	X		0
			-----	-----			
			14	382			
ALIGN TECHNOLOGY INC	COMMON STOCK	016255101	12	720	X		0
			13	800	X	X	0
			86	5,142	X		0
			-----	-----			
			111	6,662			
ALKERMES INC	COMMON STOCK	01642T108	8	500	X	X	0
			135	8,651	X		0
			-----	-----			
			143	9,151			
ALLEGHANY CORP DEL	COMMON STOCK	017175100	110	274	X		0
			8	21	X		0
			-----	-----			
			118	295			
ALLEGHENY ENERGY INC	COMMON STOCK	017361106	286	4,491	X		0
			281	4,420	X	X	0
			2,123	33,366	X		0
			33	520	X	X	0
			-----	-----			
			2,723	42,797			
ALLEGHENY TECHNOLOGIES INC	COMMON STOCK	01741R102	561	6,485	X		0
			982	11,367	X	X	0
			1,919	22,204	X		0
			31	358	X	X	0
			-----	-----			
			3,493	40,414			
ALLEGIAN T TRAVEL CO	COMMON STOCK	01748X102	9	274	X		0
			-----	-----			
			9	274			

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ALLERGAN INC		COMMON STOCK	018490102	6,025	93,788	X		0
				3,785	58,918	X	X	0
				4,070	63,355	X		0
				-----	-----			
				13,880	216,061			
ALLERGAN INC CV	1.500%	4 OTHER	018490AL6	12	10,000	X		0
				-----	-----			
				12	10,000			
ALLETE INC		COMMON STOCK	018522300	970	24,519	X		0
				772	19,497	X	X	0
				88	2,203	X		0
				-----	-----			
				1,830	46,219			
ALLIANCE DATA SYSTEMS CORP		COMMON STOCK	018581108	145	1,935	X		0
				1,609	21,450	X		0
				-----	-----			
				1,754	23,385			
ALLIANCE IMAGING INC DEL		COMMON STOCK	018606202	24	2,543	X		0
				16	1,681	X		0
				-----	-----			
				40	4,224			
ALLIANCEBERNSTEIN NATIONAL MUN OTHER			01864U106	54	4,044	X		0
				-----	-----			
				54	4,044			
ALLIANCE ONE INTL INC		COMMON STOCK	018772103	37	8,957	X		0
				-----	-----			
				37	8,957			
ALLIANCE RESOURCE PARTNERS L P OTHER			01877R108	220	6,075	X		0
				120	3,300	X	X	0
				-----	-----			
				340	9,375			
ALLIANCEBERNSTEIN GL HIGH INCO OTHER			01879R106	208	16,493	X		0
				40	3,185	X	X	0
				-----	-----			
				248	19,678			
ALLIANT ENERGY CORP		COMMON STOCK	018802108	9,021	221,690	X		0
				4,985	122,512	X	X	0
				1,397	34,339	X		0
				-----	-----			
				15,403	378,541			
ALLIANT TECHSYSTEMS INC		COMMON STOCK	018804104	30	265	X		0
				161	1,411	X	X	0
				1,041	9,150	X		0
				-----	-----			
				1,232	10,826			
ALLIANT TECHSYSTEMS	2.750%	2 OTHER	018804AH7	59	40,000	X		0
				-----	-----			
				59	40,000			
ALLIANT TECHSYS CV	2.750%	9 OTHER	018804AN4	40	30,000	X		0
				-----	-----			

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			40	30,000			
ALLIANZ SE	COMMON STOCK	018805101	14	665	X		0
			-----	-----			
			14	665			
ALLIANCEBERNSTEIN INCOME FUND	OTHER	01881E101	84	10,468	X		0
			489	60,800	X	X	0
			-----	-----			
			573	71,268			
ALLIANCEBERNSTEIN HLDG L P	OTHER	01881G106	797	10,590	X		0
			2,885	38,335	X	X	0
			101,229	1,345,237	X		0
			600	7,980	X	X	0
			-----	-----			
			105,511	1,402,142			
ALLIED CAPITAL CORP	COMMON STOCK	01903Q108	260	12,097	X		0
			554	25,759	X	X	0
			72	3,355	X		0
			-----	-----			
			886	41,211			
ALLIED HEALTHCARE PRODS INC	COMMON STOCK	019222108	25	3,400	X		0
			-----	-----			
			25	3,400			
ALLIED IRISH BANKS PLC	COMMON STOCK	019228402	55	1,200	X		0
			2	50	X	X	0
			-----	-----			
			57	1,250			
ALLIED NEVADA GOLD CORP	COMMON STOCK	019344100	0	78	X	X	0
			-----	-----			
			0	78			
ALLIED WASTE INDS INC	COMMON STOCK	019589308	61	5,499	X		0
			8	729	X	X	0
			488	44,268	X		0
			13	1,160	X	X	0
			-----	-----			
			570	51,656			
ALLIS CHALMERS ENERGY INC	COMMON STOCK	019645506	0	26	X		0
			32	2,191	X		0
			-----	-----			
			32	2,217			
ALLOS THERAPEUTICS INC	COMMON STOCK	019777101	22	3,530	X		0
			-----	-----			
			22	3,530			
ALLSCRIPTS HEALTHCARE SOLUTION	COMMON STOCK	01988P108	77	3,971	X		0
			39	2,000	X	X	0
			93	4,759	X		0
			-----	-----			
			209	10,730			
ALLSTATE CORP	COMMON STOCK	020002101	37,973	727,049	X		0
			19,371	370,874	X	X	0
			7,686	147,163	X		0

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			186	3,569	X	X	0
			-----	-----			
			65,216	1,248,655			
ALMADEN MINERALS LTD	COMMON STOCK	020283107	15	6,000	X	X	0
			-----	-----			
			15	6,000			
ALNYLAM PHARMACEUTICALS INC	COMMON STOCK	02043Q107	89	3,053	X		0
			-----	-----			
			89	3,053			
ALON USA ENERGY INC							