

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

Form 13F SUMMARY PAGE

Report summary:

Number of Other Included Managers: 0

 Form 13F Information Table Entry Total: 849

 Form 13F Information Table Value Total: \$8,387,432

 (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.

NONE

VERIZON INVESTMENT MANAGEMENT CORP.
 FORM 13F - SOLE INSTR V. NONE AUTHORITY
 SEPTEMBER 30, 2001

NAME OF ISSUER	TITLE OF CLASS	CUSIP NUMBER	PENSION MARKET VALUE (\$000)	FAIR VALUE	SHARES OR PRINCIPAL AMOUNT	INV. DISCRETION		
						(A) SOLE	(B) SHARED AS DEF. INSTR.	(C) V OTH
AMDOCS LTD	ORD	G02602103		922	34,600	X		
EVEREST RE GROUP LTD	COM	G3223R108		6,580	101,700	X		
GLOBAL CROSSING LTD	COM	G3921A100		577	320,480	X		
TRANSOCEAN SEDCO FOREX INC	ORD	G90078109		2,543	96,312	X		
WHITE MTNS INS GROUP LTD	COM	G9618E107		4,762	14,300	X		
XL CAP LTD	CL A	G98255105		3,600	45,568	X		
CHECK POINT SOFTWARE TECH LTD	ORD	M22465104		951	43,200	X		
A D C TELECOMMUNICATIONS	COM	000886101		1,384	396,600	X		
AFLAC INC	COM	001055102		8,138	301,400	X		
AES CORP	COM	00130H105		4,215	328,800	X		
AK STL HLDG CORP	COM	001547108		590	69,800	X		
AMR CORP	COM	001765106		2,850	148,898	X		
AOL TIME WARNER INC	COM	00184A105		143,689	4,341,058	X		
AT&T CORP	COM	001957109		54,228	2,809,724	X		
AT&T WIRELESS SVCS INC	COM	00209A106		25,795	1,726,551	X		
AVX CORP NEW	COM	002444107		529	32,500	X		
ABBOTT LABS	COM	002824100		85,340	1,645,904	X		
ABERCROMBIE & FITCH CO	CL A	002896207		1,365	77,600	X		
ABGENIX INC	COM	00339B107		436	19,200	X		
ACTERNA CORP	COM	00503U105		110	34,600	X		

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

ADELPHIA COMMUNICATIONS CORP	CL A	006848105	204	9,200	X
ADOBE SYS INC	COM	00724F101	6,654	277,500	X
ADVANCED FIBRE COMMUNICATIONS	COM	00754A105	2,605	178,300	X
ADVO INC	COM	007585102	1,010	29,700	X
ADVANCEPCS	COM	00790K109	3,410	47,500	X
ADVANCED MICRO DEVICES INC	COM	007903107	2,913	357,384	X
ADVENT SOFTWARE INC	COM	007974108	256	6,800	X
AETNA INC NEW	COM	00817Y108	1,469	50,850	X
AFFILIATED COMPUTER SERVICES	CL A	008190100	3,509	43,100	X
AFFYMETRIX INC	COM	00826T108	547	34,100	X
AGERE SYS INC	CL A	00845V100	527	127,300	X
AGILENT TECHNOLOGIES INC	COM	00846U101	3,797	194,229	X
AIR PRODS & CHEMS INC	COM	009158106	9,901	256,648	X
ALBERTO CULVER CO	CL B CONV	013068101	744	19,122	X
ALBERTSONS INC	COM	013104104	15,144	475,044	X
ALCAN INC	COM	013716105	5,604	186,794	X
ALCOA INC	COM	013817101	22,738	733,244	X
ALKERMES INC	COM	01642T108	311	15,900	X
ALLEGHENY ENERGY INC	COM	017361106	5,494	149,700	X
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	1,778	133,421	X
ALLEGIANCE TELECOM INC	COM	01747T102	52	17,200	X
ALLERGAN INC	COM	018490102	10,596	159,812	X
ALLIED CAP CORP NEW	COM	01903Q108	307	13,500	X
ALLIED WASTE INDS INC	COM PAR\$.01NEW	019589308	1,074	84,200	X
ALLSTATE CORP	COM	020002101	29,303	784,560	X
ALLTEL CORP	COM	020039103	13,647	235,500	X
ALTERA CORP	COM	021441100	7,337	447,900	X
AMAZON COM INC	COM	023135106	860	144,000	X
AMBAC FINL GROUP INC	COM	023139108	15,535	283,949	X
AMERADA HESS CORP	COM	023551104	6,113	96,267	X
AMEREN CORP	COM	023608102	4,730	123,166	X
AMERICAN EAGLE OUTFITTERS NEW	COM	02553E106	247	12,400	X
AMERICAN ELEC PWR INC	COM	025537101	6,550	151,521	X
AMERICAN EXPRESS CO	COM	025816109	22,559	776,290	X
AMERICAN GREETINGS CORP	CL A	026375105	255	19,269	X
AMERICAN HOME PRODS CORP	COM	026609107	66,706	1,145,160	X
AMERICAN INTL GROUP INC	COM	026874107	173,127	2,219,578	X
AMERICAN PWR CONVERSION CORP	COM	029066107	795	68,100	X

1

VERIZON INVESTMENT MANAGEMENT CORP.
FORM 13F - SOLE INSTR V. NONE AUTHORITY
SEPTEMBER 30, 2001

ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: PENSION FAIR MARKET VALUE (\$000)	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INV. DISCRETION (A) (B) (C) SHARED AS DEF. SHA
AMERICAN STD COS INC DEL	COM	029712106	1,925	35,000	X
AMERICAN TOWER CORP	CL A	029912201	333	24,000	X
AMERICAN WTR WKS INC	COM	030411102	8,923	225,900	X
AMERICREDIT CORP	COM	03060R101	1,423	45,000	X
AMERITRADE HLDG CORP	CL A	03072H109	109	27,300	X

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

AMERISOURCEBERGEN CORP	COM	03073E105	10,188	143,594	X
AMETEK INC NEW	COM	031100100	3,453	131,400	X
AMGEN INC	COM	031162100	53,411	908,812	X
AMKOR TECHNOLOGY INC	COM	031652100	266	25,300	X
AMPHENOL CORP NEW	CL A	032095101	862	24,800	X
AMSOUTH BANCORPORATION	COM	032165102	3,247	179,700	X
ANADARKO PETE CORP	COM	032511107	16,438	341,894	X
ANALOG DEVICES INC	COM	032654105	9,248	282,800	X
ANDREW CORP	COM	034425108	449	24,699	X
ANDRX GROUP	COM	034553107	948	14,600	X
ANHEUSER BUSCH COS INC	COM	035229103	32,749	781,964	X
ANIXTER INTL INC	COM	035290105	357	14,400	X
AON CORP	COM	037389103	5,494	130,800	X
APACHE CORP	COM	037411105	3,616	84,100	X
APOGENT TECHNOLOGIES INC	COM	03760A101	311	13,000	X
APOLLO GROUP INC	CL A	037604105	1,725	41,050	X
APPLE COMPUTER INC	COM	037833100	1,939	125,032	X
APPLERA CORP	COM AP BIO GRP	038020103	3,214	131,736	X
APPLIED MICRO CIRCUITS CORP	COM	03822W109	1,345	192,400	X
APPLIED MATLS INC	COM	038222105	27,627	971,400	X
ARCHER DANIELS MIDLAND CO	COM	039483102	3,556	282,421	X
ARIBA INC	COM	04033V104	58	31,000	X
ASHLAND INC	COM	044204105	2,821	73,187	X
ASIAINFO HLDGS INC	COM	04518A104	285	24,000	X
AT HOME CORP	COM SER A	045919107	5	31,000	X
ATMEL CORP	COM	049513104	412	61,700	X
AUTODESK INC	COM	052769106	1,858	57,956	X
AUTOMATIC DATA PROCESSING INC	COM	053015103	17,878	380,064	X
AUTONATION INC	COM	05329W102	126	14,300	X
AUTOZONE INC	COM	053332102	2,380	45,900	X
AVAYA INC	COM	053499109	1,553	156,857	X
AVERY DENNISON CORP	COM	053611109	4,433	93,700	X
AVON PRODS INC	COM	054303102	8,155	176,332	X
AXCELIS TECHNOLOGIES INC	COM	054540109	230	24,300	X
BB&T CORP	COM	054937107	6,886	188,917	X
BCE INC	COM	05534B109	2,867	130,000	X
BISYS GROUP INC	COM	055472104	2,179	41,100	X
BJS WHOLESALE CLUB INC	COM	05548J106	5,047	106,000	X
BJ SVCS CO	COM	055482103	2,160	121,400	X
BMC SOFTWARE INC	COM	055921100	2,101	165,400	X
BAKER HUGHES INC	COM	057224107	9,396	324,573	X
BALL CORP	COM	058498106	502	8,382	X
BANK OF AMERICA CORPORATION	COM	060505104	73,714	1,262,222	X
BANK NEW YORK INC	COM	064057102	19,177	547,900	X
BANK ONE CORP	COM	06423A103	17,982	571,386	X
BANKNORTH GROUP INC NEW	COM	06646R107	10,240	458,800	X
BARD C R INC	COM	067383109	12,953	251,952	X
BARNES GROUP INC	COM	067806109	903	42,400	X
BARRICK GOLD CORP	COM	067901108	2,081	119,968	X
BARR LABS INC	COM	068306109	3,881	49,087	X
BAUSCH & LOMB INC	COM	071707103	546	19,284	X
BAXTER INTL INC	COM	071813109	38,529	699,898	X
BEA SYS INC	COM	073325102	2,885	300,800	X

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: PENSION FAIR MARKET VALUE (\$000)	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INV. DISCRETION		
					(A) SOLE	(B) SHARED AS DEF.	(C) SHA V OTH
BEAR STEARNS COS INC	COM	073902108	7,437	148,716	X		
BECKMAN COULTER INC	COM	075811109	6,253	141,300	X		
BECTON DICKINSON & CO	COM	075887109	7,079	191,332	X		
BED BATH & BEYOND INC	COM	075896100	6,869	269,800	X		
BELLSOUTH CORP	COM	079860102	60,919	1,466,152	X		
BEMIS INC	COM	081437105	752	18,877	X		
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	11,900	170	X		
BEST BUY INC	COM	086516101	9,854	216,800	X		
BIG LOTS INC	COM	089302103	345	41,575	X		
BIOGEN INC	COM	090597105	4,569	82,200	X		
BIOMET INC	COM	090613100	10,877	371,877	X		
BLACK & DECKER CORP	COM	091797100	1,026	32,871	X		
BLOCK H & R INC	COM	093671105	7,019	182,018	X		
BOEING CO	COM	097023105	35,352	1,055,277	X		
BOISE CASCADE CORP	COM	097383103	1,142	38,718	X		
BORG WARNER INC	COM	099724106	733	18,200	X		
BOSTON SCIENTIFIC CORP	COM	101137107	3,061	149,300	X		
BOWATER INC	COM	102183100	907	20,600	X		
BRINKER INTL INC	COM	109641100	2,700	114,301	X		
BRISTOL MYERS SQUIBB CO	COM	110122108	85,237	1,534,144	X		
BROADCOM CORP	CL A	111320107	4,072	200,600	X		
BROADVISION INC	COM	111412102	48	52,200	X		
BROADWING INC	COM	111620100	195	12,100	X		
BROCADE COMMUNICATIONS SYS INC	COM	111621108	1,264	90,100	X		
BROWN FORMAN CORP	CL B	115637209	1,443	22,846	X		
BRUNSWICK CORP	COM	117043109	517	31,368	X		
BURLINGTON NORTHN SANTA FE CP	COM	12189T104	5,562	207,941	X		
BURLINGTON RES INC	COM	122014103	3,745	109,463	X		
C&D TECHNOLOGIES INC	COM	124661109	230	12,500	X		
CDW COMPUTER CTRS INC	COM	125129106	391	10,800	X		
C H ROBINSON WORLDWIDE INC	COM	12541W100	3,423	118,200	X		
CIGNA CORP	COM	125509109	14,570	175,654	X		
CMGI INC	COM	125750109	14	14,300	X		
CMS ENERGY CORP	COM	125896100	1,650	82,500	X		
CNET NETWORKS INC	COM	12613R104	70	16,200	X		
CSG SYS INTL INC	COM	126349109	480	11,700	X		
CSX CORP	COM	126408103	4,700	149,214	X		
CVS CORP	COM	126650100	8,302	250,056	X		
CABLEVISION SYS CORP	CL A NY CABLVS	12686C109	938	22,900	X		
CABOT CORP	COM	127055101	3,563	89,300	X		
CABOT MICROELECTRONICS CORP	COM	12709P103	290	6,000	X		
CADENCE DESIGN SYSTEM INC	COM	127387108	2,975	178,700	X		
CALPINE CORP	COM	131347106	6,950	304,700	X		
CAMPBELL SOUP CO	COM	134429109	5,180	185,016	X		
CAPITAL ONE FINL CORP	COM	14040H105	12,810	278,300	X		
CAPSTONE TURBINE CORP	COM	14067D102	64	10,600	X		
CARDINAL HEALTH INC	COM	14149Y108	38,262	517,400	X		
CAREMARK RX INC	COM	141705103	3,931	235,700	X		
CARNIVAL CORP	COM	143658102	3,900	177,100	X		
CATALINA MARKETING CORP	COM	148867104	675	24,100	X		
CATERPILLAR INC DEL	COM	149123101	13,147	293,460	X		

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

CELGENE CORP	COM	151020104	497	18,800	X
CENDANT CORP	COM	151313103	9,569	747,604	X
CENTEX CORP	COM	152312104	719	21,316	X
CENTURYTEL INC	COM	156700106	2,868	85,600	X
CEPHALON INC	COM	156708109	3,950	79,200	X
CERIDIAN CORP NEW	COM	156779100	3,003	207,100	X
CERNER CORP	COM	156782104	282	5,700	X

3

VERIZON INVESTMENT MANAGEMENT CORP.
FORM 13F - SOLE INSTR V. NONE AUTHORITY
SEPTEMBER 30, 2001

NAME OF ISSUER	TITLE OF CLASS	CUSIP NUMBER	PENSION MARKET VALUE (\$000)	FAIR VALUE (\$000)	SHARES OR PRINCIPAL AMOUNT	OR	INV. DISCRETION		
							(A)	(B)	(C)
							SOLE	SHARED AS DEF. INSTR.	SHA V OTH
CERTEGY INC	COM	156880106	1,433		55,200		X		
CHARTER ONE FINL INC	COM	160903100	5,041		178,642		X		
CHARTER COMMUNICATIONS INC DEL	CL A	16117M107	768		62,000		X		
CHECKFREE CORP NEW	COM	162813109	255		15,000		X		
CHEESECAKE FACTORY INC	COM	163072101	1,231		51,400		X		
CHEVRON CORPORATION	COM	166751107	52,298		617,086		X		
CHIRON CORP	COM	170040109	4,436		99,900		X		
CHOICEPOINT INC	COM	170388102	2,103		50,500		X		
CHUBB CORP	COM	171232101	4,488		62,846		X		
CIENA CORP	COM	171779101	3,969		385,694		X		
CINCINNATI FINL CORP	COM	172062101	2,339		56,200		X		
CINERGY CORP	COM	172474108	4,544		147,207		X		
CIRCUIT CITY STORE INC	CIRCT CITY GRP	172737108	886		73,872		X		
CISCO SYS INC	COM	17275R102	90,402		7,422,182		X		
CIRRUS LOGIC INC	COM	172755100	96		12,900		X		
CINTAS CORP	COM	172908105	3,961		98,300		X		
CITIGROUP INC	COM	172967101	172,721		4,264,715		X		
CITIZENS COMMUNICATIONS CO	COM	17453B101	1,192		126,800		X		
CITRIX SYS INC	COM	177376100	2,794		141,100		X		
CLARCOR INC	COM	179895107	392		16,400		X		
CLEAR CHANNEL COMMUNICATIONS	COM	184502102	11,671		293,600		X		
CLOROX CO DEL	COM	189054109	3,009		81,312		X		
COACH INC	COM	189754104	289		10,900		X		
COCA COLA CO	COM	191216100	87,816		1,874,410		X		
COCA COLA ENTERPRISES INC	COM	191219104	2,425		158,100		X		
COLGATE PALMOLIVE CO	COM	194162103	24,361		418,208		X		
COMCAST CORP	CL A SPL	200300200	29,626		825,940		X		
COMERICA INC	COM	200340107	3,540		63,900		X		
COMMERCE BANCORP INC NJ	COM	200519106	3,611		53,100		X		
COMMUNITY HEALTH SYS INC NEWCO	COM	203668108	288		9,700		X		
COMPAQ COMPUTER CORP	COM	204493100	8,355		1,005,450		X		
COMPUTER ASSOC INTL INC	COM	204912109	9,733		378,146		X		
COMPUTER SCIENCES CORP	COM	205363104	1,990		59,998		X		
COMPUWARE CORP	COM	205638109	2,993		359,300		X		
COMVERSE TECHNOLOGY INC	COM PAR \$0.10	205862402	4,110		200,700		X		
CONAGRA FOODS INC	COM	205887102	8,579		382,138		X		

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

CONCORD EFS INC	COM	206197105	13,721	280,300	X
CONEXANT SYSTEMS INC	COM	207142100	906	109,200	X
CONOCO INC	CL B	208251405	7,014	276,805	X
CONSECO INC	COM	208464107	859	118,382	X
CONSOLIDATED EDISON INC	COM	209115104	3,095	76,005	X
CONSTELLATION BRANDS INC	CL A	21036P108	3,054	73,300	X
CONSTELLATION ENERGY GROUP INC	COM	210371100	1,417	58,571	X
CONVERGYS CORP	COM	212485106	3,252	117,200	X
COOPER CAMERON CORP	COM	216640102	997	30,400	X
COOPER INDS INC	COM	216669101	3,866	93,222	X
COOPER TIRE & RUBR CO	COM	216831107	314	22,059	X
COORS ADOLPH CO	CL B	217016104	905	20,110	X
COR THERAPEUTICS INC	COM	217753102	296	13,100	X
CORNING INC	COM	219350105	9,996	1,133,367	X
CORVIS CORP	COM	221009103	96	63,300	X
COSTCO WHSL CORP NEW	COM	22160K105	15,975	449,228	X
COUNTRYWIDE CR INDS INC DEL	COM	222372104	6,322	143,900	X
COX COMMUNICATIONS INC NEW	CL A	224044107	443	10,600	X
CRANE CO	COM	224399105	462	21,069	X
CREE INC	COM	225447101	269	18,200	X
CROWN CASTLE INTL CORP	COM	228227104	244	27,100	X
CUMMINS INC	COM	231021106	476	14,418	X

4

VERIZON INVESTMENT MANAGEMENT CORP.
FORM 13F - SOLE INSTR V. NONE AUTHORITY
SEPTEMBER 30, 2001

NAME OF ISSUER	TITLE OF CLASS	CUSIP NUMBER	PENSION MARKET VALUE (\$000)	FAIR VALUE (\$000)	SHARES OR PRINCIPAL AMOUNT	INV. DISCRETION		
						(A) SOLE	(B) SHARED AS DEF. INSTR.	(C) SHA V OTH
CURAGEN CORP	COM	23126R101	573	29,700	X			
CYPRESS SEMICONDUCTOR CORP	COM	232806109	305	20,500	X			
CYTYC CORP	COM	232946103	6,531	243,600	X			
DST SYS INC DEL	COM	233326107	2,785	64,400	X			
DTE ENERGY CO	COM	233331107	21,396	497,001	X			
DANA CORP	COM	235811106	1,685	108,018	X			
DANAHER CORP DEL	COM	235851102	3,038	64,400	X			
DARDEN RESTAURANTS INC	COM	237194105	2,888	110,005	X			
DAVITA INC	COM	23918K108	328	16,100	X			
DEERE & CO	COM	244199105	4,803	127,706	X			
DELL COMPUTER CORP	COM	247025109	47,561	2,566,700	X			
DELPHI AUTOMOTIVE SYS CORP	COM	247126105	3,274	278,618	X			
DELTA AIR LINES INC DEL	COM	247361108	1,161	44,084	X			
DELUXE CORP	COM	248019101	1,805	52,245	X			
DENTSPLY INTL INC NEW	COM	249030107	390	8,500	X			
DEUTSCHE TELEKOM AG	SPONSORED ADR	251566105	1,393	89,854	X			
DEVON ENERGY CORP NEW	COM	25179M103	2,766	80,400	X			
DEVRY INC DEL	COM	251893103	510	14,200	X			
DIAMOND OFFSHORE DRILLING INC	COM	25271C102	2,961	117,400	X			

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

DILLARDS INC	CL A	254067101	339	25,738	X
DIME BANCORP INC NEW	COM	25429Q102	4,019	102,200	X
DISNEY WALT CO	COM DISNEY	254687106	30,511	1,638,602	X
DOLLAR GEN CORP	COM	256669102	1,953	166,946	X
DOLLAR TREE STORES INC	COM	256747106	1,536	81,300	X
DOMINION RES INC VA NEW	COM	25746U109	5,262	88,656	X
DONALDSON INC	COM	257651109	2,631	91,300	X
DONNELLEY R R & SONS CO	COM	257867101	1,120	41,401	X
DOUBLECLICK INC	COM	258609304	152	26,700	X
DOVER CORP	COM	260003108	2,451	81,412	X
DOW CHEM CO	COM	260543103	21,287	649,799	X
DOW JONES & CO INC	COM	260561105	1,498	32,970	X
DU PONT E I DE NEMOURS & CO	COM	263534109	25,004	666,405	X
DUKE ENERGY CORP	COM	264399106	23,190	612,686	X
DYNEGY INC NEW	CL A	26816Q101	14,511	418,800	X
E M C CORP MASS	COM	268648102	25,809	2,196,524	X
ENSCO INTL INC	COM	26874Q100	423	28,900	X
EOG RES INC	COM	26875P101	2,311	79,900	X
E TRADE GROUP INC	COM	269246104	219	36,200	X
EARTHLINK INC	COM	270321102	152	10,000	X
EASTMAN CHEM CO	COM	277432100	1,978	54,701	X
EASTMAN KODAK CO	COM	277461109	6,796	208,903	X
EATON CORP	COM	278058102	2,535	42,814	X
EATON VANCE CORP	COM NON VTG	278265103	1,160	37,000	X
EBAY INC	COM	278642103	3,628	79,300	X
EHOSTAR COMMUNICATIONS NEW	CL A	278762109	1,245	53,500	X
ECOLAB INC	COM	278865100	5,512	151,730	X
EDISON INTL	COM	281020107	1,536	116,697	X
EDWARDS AG INC	COM	281760108	2,861	81,500	X
EL PASO CORP	COM	28336L109	21,848	525,820	X
ELECTRONIC ARTS INC	COM	285512109	1,434	31,400	X
ELECTRONIC DATA SYS NEW	COM	285661104	35,285	612,800	X
EMERSON ELEC CO	COM	291011104	12,164	258,482	X
EMULEX CORP	COM NEW	292475209	194	20,400	X
ENGELHARD CORP	COM	292845104	1,661	71,888	X
ENRON CORP	COM	293561106	18,093	664,466	X
ENTERASYS NETWORKS INC	COM	293637104	303	46,900	X
ENTERGY CORP NEW	COM	29364G103	13,310	374,309	X
ENZON INC	COM	293904108	536	10,500	X

5

VERIZON INVESTMENT MANAGEMENT CORP.
FORM 13F - SOLE INSTR V. NONE AUTHORITY
SEPTEMBER 30, 2001

ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: PENSION FAIR MARKET VALUE (\$000)	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INV. DISCRETION		
					(A) SOLE INSTR.	(B) SHARED AS DEF.	(C) SHA V OTH
EQUIFAX INC	COM	294429105	3,876	177,000	X		
EQUITABLE RES INC	COM	294549100	5,924	197,400	X		
EQUITY OFFICE PROPERTIES TRUST	COM	294741103	3,448	107,765	X		
EQUITY RESIDENTIAL PPTYS TR	SH BEN INT	29476L107	432	7,400	X		

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

EXELON CORP	COM	30161N101	12,010	269,278	X
EXODUS COMMUNICATIONS INC	COM	302088109	18	105,900	X
EXPEDITORS INTL WASH INC	COM	302130109	2,050	43,300	X
EXPRESS SCRIPTS INC	COM	302182100	1,527	27,600	X
EXTENDED STAY AMER INC	COM	30224P101	917	63,400	X
EXTREME NETWORKS INC	COM	30226D106	173	25,100	X
EXULT INC DEL	COM	302284104	212	18,100	X
EXXON MOBIL CORP	COM	30231G102	239,997	6,091,290	X
F M C CORP	COM NEW	302491303	524	10,690	X
FPL GROUP INC	COM	302571104	9,437	176,234	X
FAIRCHILD SEMICONDUCTOR INTL	CL A	303726103	2,075	129,300	X
FAMILY DLR STORES INC	COM	307000109	2,455	89,200	X
FASTENAL CO	COM	311900104	826	14,500	X
FEDERAL HOME LN MTG CORP	COM	313400301	36,391	559,860	X
FEDERAL NATL MTG ASSN	COM	313586109	72,801	909,328	X
FEDERATED DEPT STORES INC DEL	COM	31410H101	4,089	145,000	X
FEDERATED INVS INC PA	CL B	314211103	3,123	105,500	X
FEDEX CORP	COM	31428X106	4,759	129,490	X
FERRO CORP	COM	315405100	1,720	74,200	X
FIFTH THIRD BANCORP	COM	316773100	16,984	276,249	X
FINISAR	COM	31787A101	187	47,200	X
FIRST DATA CORP	COM	319963104	24,312	417,300	X
FIRST HEALTH GROUP CORP	COM	320960107	1,504	51,200	X
FIRST TENN NATL CORP	COM	337162101	3,563	96,300	X
FISERV INC	COM	337738108	6,218	181,800	X
FIRSTENERGY CORP	COM	337932107	3,431	95,442	X
FLEETBOSTON FINL CORP	COM	339030108	35,905	977,000	X
FLUOR CORP NEW	COM	343412102	1,094	28,411	X
FLOWERVE CORP	COM	34354P105	2,295	116,200	X
FORD MTR CO DEL	COM PAR \$0.01	345370860	21,324	1,229,038	X
FOREST LABS INC	COM	345838106	28,026	388,500	X
FORTUNE BRANDS INC	COM	349631101	8,173	243,973	X
FOUNDRY NETWORKS INC	COM	35063R100	129	21,400	X
FOX ENTMT GROUP INC	CL A	35138T107	206	10,800	X
FRANKLIN RES INC	COM	354613101	8,570	247,200	X
FREPORT-MCMORAN COPPER & GOLD	CL B	35671D857	998	90,800	X
GPU INC	COM	36225X100	7,814	193,600	X
GALLAGHER ARTHUR J & CO	COM	363576109	684	20,200	X
GANNETT INC	COM	364730101	8,606	143,170	X
GAP INC DEL	COM	364760108	7,867	658,287	X
GATEWAY INC	COM	367626108	599	109,900	X
GAYLORD ENTMT CO NEW	COM	367905106	1,236	61,500	X
GEMSTAR-TV GUIDE INTL INC	COM	36866W106	1,423	72,200	X
GENENTECH INC	COM NEW	368710406	2,961	67,300	X
GENERAL DYNAMICS CORP	COM	369550108	14,652	165,900	X
GENERAL ELEC CO	COM	369604103	360,751	9,697,600	X
GENERAL MLS INC	COM	370334104	7,845	172,410	X
GENERAL MTRS CORP	COM	370442105	23,548	548,905	X
GENERAL MTRS CORP	CL H NEW	370442832	1,978	148,400	X
GENTEX CORP	COM	371901109	447	18,700	X
GENUINE PARTS CO	COM	372460105	9,859	309,454	X
GENZYME CORP	COM GENL DIV	372917104	2,212	48,700	X
GEORGIA PAC CORP	COM GA PAC GRP	373298108	5,710	198,339	X
GEORGIA PAC CORP	COM-TIMBER GRP	373298702	1,999	55,200	X

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

SEPTEMBER 30, 2001

ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: PENSION FAIR MARKET VALUE (\$000)	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INV. DISCRETION		
					(A) SOLE	(B) SHARED AS DEF.	(C) SHA V OTH
GILEAD SCIENCES INC	COM	375558103	1,331	23,700	X		
GILLETTE CO	COM	375766102	14,933	501,120	X		
GLOBAL INDS LTD	COM	379336100	71	13,000	X		
GLOBAL MARINE INC	COM	379352404	3,681	262,900	X		
GOLDEN WEST FINL CORP DEL	COM	381317106	19,199	330,440	X		
GOLDMAN SACHS GROUP INC	COM	38141G104	863	12,100	X		
GOODRICH CORP	COM	382388106	2,017	103,546	X		
GOODYEAR TIRE & RUBR CO	COM	382550101	1,027	55,704	X		
GRAINGER W W INC	COM	384802104	3,343	86,056	X		
GRANT PRIDECO INC	COM	38821G101	80	13,200	X		
GREAT LAKES CHEM CORP	COM	390568103	1,070	48,405	X		
GREIF BROS CORP	CL A	397624107	394	17,200	X		
GUIDANT CORP	COM	401698105	6,988	181,500	X		
HCA INC	COM	404119109	17,115	386,258	X		
HALLIBURTON CO	COM	406216101	7,489	332,124	X		
HANCOCK JOHN FINL SVCS INC	COM	41014S106	12,896	322,800	X		
HANOVER COMPRESSOR CO	COM	410768105	381	17,600	X		
HARLEY DAVIDSON INC	COM	412822108	14,013	346,000	X		
HARRAHS ENTMT INC	COM	413619107	1,185	43,875	X		
HARTFORD FINL SVCS GROUP INC	COM	416515104	18,202	309,882	X		
HASBRO INC	COM	418056107	843	60,189	X		
HEALTHSOUTH CORP	COM	421924101	2,270	139,600	X		
HEALTH MGMT ASSOC INC NEW	CL A	421933102	1,210	58,300	X		
HEINZ H J CO	COM	423074103	6,331	150,211	X		
HELLER FINANCIAL INC	CL A	423328103	2,728	51,700	X		
HENRY JACK & ASSOC INC	COM	426281101	365	16,100	X		
HERCULES INC	COM	427056106	526	63,701	X		
HERSHEY FOODS CORP	COM	427866108	3,903	59,710	X		
HEWLETT PACKARD CO	COM	428236103	11,677	725,728	X		
HIBERNIA CORP	CL A	428656102	2,515	153,800	X		
HILLENBRAND INDS INC	COM	431573104	4,496	83,300	X		
HILTON HOTELS CORP	COM	432848109	1,021	130,019	X		
HISPANIC BROADCASTING CORP	CL A	43357B104	250	15,500	X		
HOME DEPOT INC	COM	437076102	77,149	2,010,669	X		
HOMESTAKE MNG CO	COM	437614100	1,413	151,978	X		
HOMESTORE COM INC	COM	437852106	134	17,500	X		
HONEYWELL INTL INC	COM	438516106	15,863	600,880	X		
HORMEL FOODS CORP	COM	440452100	2,123	89,900	X		
HOST MARRIOTT CORP NEW	COM	44107P104	90	12,700	X		
HOUSEHOLD INTL INC	COM	441815107	28,225	500,625	X		
HUMANA INC	COM	444859102	734	60,900	X		
HUMAN GENOME SCIENCES INC	COM	444903108	5,378	174,000	X		
HUNTINGTON BANCSHARES INC	COM	446150104	1,548	89,442	X		
ICN PHARMACEUTICALS INC NEW	COM	448924100	335	12,700	X		
ICOS CORP	COM	449295104	2,859	58,100	X		
IDEC PHARMACEUTICALS CORP	COM	449370105	3,926	79,200	X		
IMS HEALTH INC	COM	449934108	9,578	382,352	X		
ITT INDS INC IND	COM	450911102	6,395	142,741	X		
IDEX CORP	COM	45167R104	807	29,200	X		
ILLINOIS TOOL WKS INC	COM	452308109	7,093	131,088	X		

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

IMCLONE SYS INC	COM	45245W109	860	15,200	X
IMMUNEX CORP NEW	COM	452528102	4,306	230,500	X
INCO LTD	COM	453258402	684	55,109	X
INFORMATICA CORP	COM	45666Q102	64	16,100	X
INGERSOLL-RAND CO	COM	456866102	3,676	108,759	X
INHALE THERAPEUTIC SYS INC	COM	457191104	140	10,500	X
INTEGRATED DEVICE TECHNOLOGY	COM	458118106	507	25,200	X
INTEL CORP	COM	458140100	137,347	6,719,520	X

7

VERIZON INVESTMENT MANAGEMENT CORP.
FORM 13F - SOLE INSTR V. NONE AUTHORITY
SEPTEMBER 30, 2001

NAME OF ISSUER	TITLE OF CLASS	CUSIP NUMBER	PENSION MARKET VALUE (\$000)	FAIR VALUE (\$000)	SHARES OR PRINCIPAL AMOUNT	OR	INV. DISCRETION		
							(A) SOLE	(B) SHARED AS DEF. INSTR.	(C) V OTH
INTERNATIONAL BUSINESS MACHS	COM	459200101	154,730	1,683,660	X				
INTERNATIONAL FLAVORS&FRAGRANC	COM	459506101	927	33,495	X				
INTERNATIONAL GAME TECHNOLOGY	COM	459902102	5,326	125,308	X				
INTL PAPER CO	COM	460146103	11,542	331,461	X				
INTERNATIONAL RECTIFIER CORP	COM	460254105	425	15,600	X				
INTERNATIONAL SPEEDWAY CORP	CL A	460335201	575	16,500	X				
INTERSIL CORP	CL A	46069S109	712	25,500	X				
INTERPUBLIC GROUP COS INC	COM	460690100	4,079	199,944	X				
INTERWOVEN INC	COM	46114T102	85	21,900	X				
INTIMATE BRANDS INC	CL A	461156101	175	19,400	X				
INTUIT	COM	461202103	3,440	96,100	X				
INVESTMENT TECHNOLOGY GRP NEW	COM	46145F105	438	7,900	X				
INVITROGEN CORP	COM	46185R100	861	13,100	X				
INVESTORS FINL SERVICES CORP	COM	461915100	455	7,900	X				
IRON MTN INC PA	COM	462846106	274	6,600	X				
ISHARES TR	RUSSELL1000VAL	464287598	16,573	318,400	X				
ISHARES TR	RUSSELL1000GRW	464287614	3,004	67,500	X				
I2 TECHNOLOGIES INC	COM	465754109	234	68,000	X				
IVAX CORP	COM	465823102	2,612	117,825	X				
JDS UNIPHASE CORP	COM	46612J101	8,247	1,304,900	X				
J P MORGAN CHASE & CO	COM	46625H100	42,379	1,240,979	X				
JABIL CIRCUIT INC	COM	466313103	1,702	95,100	X				
JEFFERSON PILOT CORP	COM	475070108	2,431	54,645	X				
JOHNSON & JOHNSON	COM	478160104	180,642	3,260,691	X				
JOHNSON CTLS INC	COM	478366107	17,079	261,780	X				
JONES APPAREL GROUP INC	COM	480074103	4,675	183,400	X				
JUNIPER NETWORKS INC	COM	48203R104	1,122	115,700	X				
KLA-TENCOR CORP	COM	482480100	4,971	157,400	X				
K MART CORP	COM	482584109	2,695	385,507	X				
KPMG CONSULTING INC	COM	48265R109	218	20,200	X				
KANSAS CITY SOUTHN INDS INC	COM NEW	485170302	1,140	95,000	X				
KB HOME	COM	48666K109	379	13,351	X				
KELLOGG CO	COM	487836108	7,059	235,302	X				
KEMET CORP	COM	488360108	418	25,400	X				
KERR MCGEE CORP	COM	492386107	4,549	87,636	X				

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

KEYCORP NEW	COM	493267108	10,315	427,280	X
KEYSPAN CORP	COM	49337W100	2,370	71,300	X
KIMBERLY CLARK CORP	COM	494368103	24,322	392,284	X
KINDER MORGAN INC KANS	COM	49455P101	5,334	108,400	X
KING PHARMACEUTICALS INC	COM	495582108	11,781	280,836	X
KNIGHT RIDDER INC	COM	499040103	3,614	64,706	X
KNIGHT TRADING GROUP INC	COM	499063105	120	15,600	X
KOHLS CORP	COM	500255104	21,614	450,300	X
KRISPY KREME DOUGHNUTS INC	COM	501014104	305	10,300	X
KROGER CO	COM	501044101	14,326	581,408	X
LNR PPTY CORP	COM	501940100	2,279	76,100	X
LSI LOGIC CORP	COM	502161102	2,346	199,700	X
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	1,303	14,900	X
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	3,776	46,700	X
LABRANCHE & CO INC	COM	505447102	235	10,600	X
LAM RESEARCH CORP	COM	512807108	1,785	105,300	X
LANDAUER INC	COM	51476K103	1,562	46,000	X
LATTICE SEMICONDUCTOR CORP	COM	518415104	769	49,000	X
LAUDER ESTEE COS INC	CL A	518439104	4,721	142,400	X
LEAR CORP	COM	521865105	1,756	65,000	X
LEGGETT & PLATT INC	COM	524660107	1,373	70,400	X
LEHMAN BROS HLDGS INC	COM	524908100	23,013	404,800	X
LEVEL 3 COMMUNICATIONS INC	COM	52729N100	345	91,200	X

8

VERIZON INVESTMENT MANAGEMENT CORP.
FORM 13F - SOLE INSTR V. NONE AUTHORITY
SEPTEMBER 30, 2001

NAME OF ISSUER	TITLE OF CLASS	CUSIP NUMBER	PENSION MARKET VALUE (\$000)	FAIR VALUE	SHARES OR PRINCIPAL AMOUNT	INV. DISCRETION		
						SOLE	SHARED AS DEF. INSTR.	V OTH
LEXMARK INTL NEW	CL A	529771107	7,323		163,800	X		
LIBERTY MEDIA CORP NEW	COM SER A	530718105	10,384		817,628	X		
LILLY ELI & CO	COM	532457108	72,157		894,140	X		
LIMITED INC	COM	532716107	1,823		191,922	X		
LINCARE HLDGS INC	COM	532791100	1,108		41,700	X		
LINCOLN NATL CORP IND	COM	534187109	3,138		67,306	X		
LINEAR TECHNOLOGY CORP	COM	535678106	5,763		175,700	X		
LIZ CLAIBORNE INC	COM	539320101	713		18,906	X		
LOCKHEED MARTIN CORP	COM	539830109	16,278		372,070	X		
LOEWS CORP	COM	540424108	9,140		197,500	X		
LOUISIANA PAC CORP	COM	546347105	206		31,619	X		
LOWES COS INC	COM	548661107	21,237		670,990	X		
LUCENT TECHNOLOGIES INC	COM	549463107	17,364		3,030,293	X		
M & T BK CORP	COM	55261F104	10,123		136,800	X		
MBIA INC	COM	55262C100	10,793		215,850	X		
MBNA CORP	COM	55262L100	21,575		712,297	X		
MGIC INVT CORP WIS	COM	552848103	3,456		52,900	X		
MACROVISION CORP	COM	555904101	290		10,200	X		
MANOR CARE INC NEW	COM	564055101	3,998		142,295	X		
MANUGISTICS GROUP INC	COM	565011103	74		12,700	X		

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

MARSH & MCLENNAN COS INC	COM	571748102	21,177	218,995	X
MARSHALL & ILSLEY CORP	COM	571834100	334	5,900	X
MARRIOTT INTL INC NEW	CL A	571903202	9,088	272,084	X
MASCO CORP	COM	574599106	5,829	285,188	X
MATTEL INC	COM	577081102	4,185	267,243	X
MAXIM INTEGRATED PRODS INC	COM	57772K101	7,533	215,596	X
MAXTOR CORP	COM NEW	577729205	68	19,000	X
MAY DEPT STORES CO	COM	577778103	5,140	177,121	X
MAYTAG CORP	COM	578592107	915	37,143	X
MCCORMICK & CO INC	COM NON VTG	579780206	4,722	103,100	X
MCDATA CORP	CL A	580031201	169	20,203	X
MCDERMOTT INTL INC	COM	580037109	152	18,430	X
MCDONALDS CORP	COM	580135101	22,148	816,072	X
MCGRAW HILL COS INC	COM	580645109	7,443	127,888	X
MCKESSON CORP	COM	58155Q103	6,941	183,679	X
MCLEODUSA INC	CL A	582266102	46	59,500	X
MEAD CORP	COM	582834107	984	35,544	X
MEDAREX INC	COM	583916101	275	18,200	X
MEDIA GEN INC	CL A	584404107	1,448	33,400	X
MEDICIS PHARMACEUTICAL CORP	CL A NEW	584690309	305	6,100	X
MEDIMMUNE INC	COM	584699102	5,861	164,500	X
MEDTRONIC INC	COM	585055106	37,133	853,640	X
MELLON FINL CORP	COM	58551A108	13,729	424,644	X
MENTOR GRAPHICS CORP	COM	587200106	220	16,000	X
MERCK & CO INC	COM	589331107	123,275	1,850,978	X
MERCURY INTERACTIVE CORP	COM	589405109	1,615	84,800	X
MEREDITH CORP	COM	589433101	551	17,164	X
MERRILL LYNCH & CO INC	COM	590188108	33,456	824,048	X
METLIFE INC	COM	59156R108	13,629	458,900	X
METRIS COS INC	COM	591598107	208	8,400	X
METROMEDIA FIBER NETWORK INC	CL A	591689104	8	23,500	X
METTLER TOLEDO INTERNATIONAL	COM	592688105	329	7,800	X
MICREL INC	COM	594793101	395	19,800	X
MICROSOFT CORP	COM	594918104	257,652	5,035,220	X
MICROCHIP TECHNOLOGY INC	COM	595017104	882	32,900	X
MICROMUSE INC	COM	595094103	104	18,300	X
MICRON TECHNOLOGY INC	COM	595112103	8,931	474,300	X
MILLENNIUM PHARMACEUTICALS INC	COM	599902103	1,677	94,400	X

9

VERIZON INVESTMENT MANAGEMENT CORP.
FORM 13F - SOLE INSTR V. NONE AUTHORITY
SEPTEMBER 30, 2001

NAME OF ISSUER	TITLE OF CLASS	CUSIP NUMBER	MARKET VALUE (\$000)	FAIR VALUE (\$000)	SHARES OR PRINCIPAL AMOUNT	INV. DISCRETION (A) SOLE INSTR.	DISCRETION (B) SHARED AS DEF.	OTHER (C) SHA V OTH
MILLER HERMAN INC	COM	600544100	370	19,000	X			
MILLIPORE CORP	COM	601073109	2,456	46,396	X			
MINNESOTA MNG & MFG CO	COM	604059105	30,831	313,324	X			
MIRANT CORP	COM	604675108	3,602	164,463	X			

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

MITCHELL ENERGY & DEV CORP	CL A	606592202	2,942	58,700	X
MOLEX INC	COM	608554101	2,099	74,680	X
MONSANTO CO NEW	COM	61166W101	1,245	36,900	X
MOODYS CORP	COM	615369105	5,061	136,776	X
MORGAN STANLEY DEAN WITTER&CO	COM NEW	617446448	44,024	949,820	X
MOTOROLA INC	COM	620076109	30,418	1,949,867	X
MURPHY OIL CORP	COM	626717102	1,606	22,200	X
MYLAN LABS INC	COM	628530107	574	17,600	X
NCR CORP NEW	COM	62886E108	9,061	305,600	X
NRG ENERGY INC	COM	629377102	180	11,100	X
NABORS INDS INC	COM	629568106	3,336	159,100	X
NATIONAL CITY CORP	COM	635405103	11,674	389,780	X
NATIONAL COMMERCE FINL CORP	COM	63545P104	295	11,300	X
NATIONAL FUEL GAS CO N J	COM	636180101	603	26,200	X
NATIONAL-OILWELL INC	COM	637071101	293	20,200	X
NATIONAL SEMICONDUCTOR CORP	COM	637640103	1,627	73,819	X
NATIONAL SVC INDS INC	COM	637657107	259	12,541	X
NATIONWIDE HEALTH PPTYS INC	COM	638620104	849	43,200	X
NAVISTAR INTL CORP NEW	COM	63934E108	604	21,367	X
NETWORKS ASSOCS INC	COM	640938106	298	23,100	X
NETWORK APPLIANCE INC	COM	64120L104	1,676	246,400	X
NEUBERGER BERMAN INC	COM	641234109	335	9,600	X
NEW YORK TIMES CO	CL A	650111107	2,227	57,050	X
NEWELL RUBBERMAID INC	COM	651229106	2,153	94,786	X
NEWFIELD EXPL CO	COM	651290108	263	9,000	X
NEWMONT MINING CORP	COM	651639106	2,454	103,969	X
NEWPORT NEWS SHIPBUILDING INC	COM	652228107	2,386	35,500	X
NEXTEL COMMUNICATIONS INC	CL A	65332V103	4,217	488,100	X
NIAGARA MOHAWK HLDGS INC	COM	653520106	964	56,777	X
NICOR INC	COM	654086107	632	16,305	X
NIKE INC	CL B	654106103	5,595	119,524	X
NISOURCE INC	COM	65473P105	8,590	368,500	X
NOKIA CORP	SPONSORED ADR	654902204	5,384	344,000	X
NOBLE DRILLING CORP	COM	655042109	1,692	70,500	X
NORDSTROM INC	COM	655664100	669	46,318	X
NORFOLK SOUTHERN CORP	COM	655844108	2,221	137,802	X
NORTEL NETWORKS CORP NEW	COM	656568102	8,887	1,585,384	X
NORTH FORK BANCORPORATION NY	COM	659424105	1,457	49,000	X
NORTHERN TR CORP	COM	665859104	6,382	121,600	X
NORTHROP GRUMMAN CORP	COM	666807102	7,537	74,626	X
NOVELL INC	COM	670006105	399	109,050	X
NOVELLUS SYS INC	COM	670008101	5,778	202,300	X
NUCOR CORP	COM	670346105	3,024	76,183	X
NVIDIA CORP	COM	67066G104	3,077	112,000	X
OM GROUP INC	COM	670872100	842	15,300	X
OSI PHARMACEUTICALS INC	COM	671040103	283	8,700	X
OCCIDENTAL PETE CORP DEL	COM	674599105	8,168	335,584	X
OCEAN ENERGY INC DEL	COM	674812201	1,614	99,000	X
OFFICE DEPOT INC	COM	676220106	1,451	106,700	X
OMNICOM GROUP INC	COM	681919106	10,553	162,600	X
OMNOVA SOLUTIONS INC	COM	682129101	344	55,000	X
ONI SYSTEMS CORP	COM	68273F103	73	18,100	X
OPENWAVE SYS INC	COM	683718100	309	24,200	X
ORACLE CORP	COM	68389X105	61,525	4,890,696	X

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

SEPTEMBER 30, 2001

ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: PENSION FAIR MARKET VALUE (\$000)	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: INV. DISCRETION		
					(A) SOLE	(B) SHARED AS DEF.	(C) V OTH
ORTHODONTIC CTRS AMER INC	COM	68750P103	234	9,500	X		
OXFORD HEALTH PLANS INC	COM	691471106	2,829	99,600	X		
PG&E CORP	COM	69331C108	3,476	228,674	X		
PMC-SIERRA INC	COM	69344F106	1,325	129,000	X		
PNC FINL SVCS GROUP INC	COM	693475105	29,015	506,813	X		
PPG INDS INC	COM	693506107	2,762	60,376	X		
PPL CORP	COM	69351T106	3,430	105,200	X		
PACCAR INC	COM	693718108	4,544	92,602	X		
PACIFIC CENTY FINL CORP	COM	694058108	2,477	106,000	X		
PACTIV CORP	COM	695257105	2,001	138,113	X		
PALL CORP	COM	696429307	1,429	73,480	X		
PALM INC	COM	696642107	738	505,196	X		
PANAMSAT CORP NEW	COM	697933109	1,182	50,700	X		
PARAMETRIC TECHNOLOGY CORP	COM	699173100	1,131	218,000	X		
PARK PL ENTMT CORP	COM	700690100	108	14,800	X		
PARKER HANNIFIN CORP	COM	701094104	3,085	89,951	X		
PATTERSON DENTAL CO	COM	703412106	453	12,300	X		
PATTERSON UTI ENERGY INC	COM	703481101	206	16,700	X		
PAYCHEX INC	COM	704326107	8,178	259,550	X		
PENNEY J C INC	COM	708160106	3,229	147,463	X		
PEOPLES ENERGY CORP	COM	711030106	429	10,783	X		
PEOPLESOFT INC	COM	712713106	4,192	232,400	X		
PEPSI BOTTLING GROUP INC	COM	713409100	7,744	168,100	X		
PEPSIAMERICAS INC	COM	71343P200	1,244	83,200	X		
PEPSICO INC	COM	713448108	92,392	1,904,991	X		
PEREGRINE SYSTEMS INC	COM	71366Q101	533	42,200	X		
PERKINELMER INC	COM	714046109	1,428	54,422	X		
PFIZER INC	COM	717081103	241,168	6,014,174	X		
PHARMACEUTICAL PROD DEV INC	COM	717124101	281	9,600	X		
PHARMACIA CORP	COM	71713U102	35,515	875,623	X		
PHELPS DODGE CORP	COM	717265102	1,703	61,923	X		
PHILIP MORRIS COS INC	COM	718154107	99,263	2,055,567	X		
PHILLIPS PETE CO	COM	718507106	12,517	232,048	X		
PINNACLE WEST CAP CORP	COM	723484101	13,394	337,370	X		
PITNEY BOWES INC	COM	724479100	3,571	93,488	X		
PLACER DOME INC	COM	725906101	1,269	99,257	X		
POLO RALPH LAUREN CORP	CL A	731572103	883	47,100	X		
POLYCOM INC	COM	73172K104	870	35,700	X		
POPULAR INC	COM	733174106	2,271	72,800	X		
POTASH CORP SASK INC	COM	73755L107	1,247	22,400	X		
POWER-ONE INC	COM	739308104	237	38,500	X		
PRAXAIR INC	COM	74005P104	3,578	85,195	X		
PRECISION CASTPARTS CORP	COM	740189105	622	28,000	X		
PRICE T ROWE GROUP INC	COM	74144T108	1,263	43,100	X		
PRIMEDIA INC	COM	74157K101	127	54,000	X		
PROCTER & GAMBLE CO	COM	742718109	80,014	1,099,250	X		
PROGRESS ENERGY INC	COM	743263105	10,194	237,136	X		
PROGRESSIVE CORP OHIO	COM	743315103	5,155	38,500	X		
PROTEIN DESIGN LABS INC	COM	74369L103	515	10,900	X		
PROVIDIAN FINL CORP	COM	74406A102	6,545	324,826	X		

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

PUBLIC SVC ENTERPRISE GROUP	COM	744573106	3,172	74,537	X
PULITZER INC	COM	745769109	523	11,800	X
PULTE HOMES INC	COM	745867101	626	20,440	X
QLOGIC CORP	COM	747277101	2,189	115,200	X
QUALCOMM INC	COM	747525103	34,219	719,800	X
QUANTUM CORP	COM DSSG	747906204	3,459	423,900	X
QUEST DIAGNOSTICS INC	COM	74834L100	6,040	97,900	X
QUEST SOFTWARE INC	COM	74834T103	368	31,800	X

11

VERIZON INVESTMENT MANAGEMENT CORP.
FORM 13F - SOLE INSTR V. NONE AUTHORITY
SEPTEMBER 30, 2001

NAME OF ISSUER	TITLE OF CLASS	CUSIP NUMBER	MARKET VALUE (\$000)	FAIR VALUE	SHARES OR PRINCIPAL AMOUNT	INV. DISCRETION		
						(A) SOLE	(B) SHARED AS DEF. INSTR.	(C) V OTH
QUINTILES TRANSNATIONAL CORP	COM	748767100	755	51,700	X			
QWEST COMMUNICATIONS INTL INC	COM	749121109	25,423	1,522,354	X			
RSA SEC INC	COM	749719100	731	54,300	X			
RF MICRODEVICES INC	COM	749941100	546	32,900	X			
RADIOSHACK CORP	COM	750438103	2,824	116,456	X			
RALSTON PURINA CO	COM	751277302	4,418	134,694	X			
RATIONAL SOFTWARE CORP	COM NEW	75409P202	440	50,800	X			
RAYTHEON CO	COM NEW	755111507	4,402	126,664	X			
REALNETWORKS INC	COM	75605L104	107	22,100	X			
REDBACK NETWORKS INC	COM	757209101	46	31,900	X			
REEBOK INTL LTD	COM	758110100	425	20,531	X			
REGIONS FINL CORP	COM	758940100	2,352	81,500	X			
RELIANT ENERGY INC	COM	75952J108	3,847	146,152	X			
RESMED INC	COM	761152107	396	7,800	X			
RETEK INC	COM	76128Q109	548	43,400	X			
REYNOLDS & REYNOLDS CO	CL A	761695105	790	33,900	X			
REYNOLDS R J TOB HLDGS INC	COM	76182K105	3,354	58,700	X			
RITE AID CORP	COM	767754104	495	64,100	X			
RIVERSTONE NETWORKS INC	COM	769320102	168	32,037	X			
ROBERT HALF INTL INC	COM	770323103	1,991	99,500	X			
ROCKWELL INTL CORP NEW	COM	773903109	1,937	131,970	X			
ROCKWELL COLLINS INC	COM	774341101	1,958	137,870	X			
ROHM & HAAS CO	COM	775371107	6,614	201,880	X			
ROSS STORES INC	COM	778296103	1,541	52,700	X			
ROWAN COS INC	COM	779382100	603	48,695	X			
ROYAL DUTCH PETE CO	NY REG GLD1.25	780257804	37,088	738,072	X			
RYDER SYS INC	COM	783549108	365	18,249	X			
SBC COMMUNICATIONS INC	COM	78387G103	141,257	2,997,807	X			
SCI SYS INC	COM	783890106	380	21,100	X			
SEI INVESTMENTS CO	COM	784117103	1,386	43,300	X			
SPS TECHNOLOGIES INC	COM	784626103	1,684	55,700	X			
SPX CORP	COM	784635104	1,293	15,600	X			
SABRE HLDGS CORP	CL A	785905100	1,965	73,499	X			
SAFECO CORP	COM	786429100	1,391	45,866	X			

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

SAFEWAY INC	COM NEW	786514208	18,919	476,300	X
ST JUDE MED INC	COM	790849103	10,888	159,066	X
ST PAUL COS INC	COM	792860108	3,171	76,928	X
SANDISK CORP	COM	80004C101	111	11,300	X
SANMINA CORP	COM	800907107	3,626	267,000	X
SAPIENT CORP	COM	803062108	144	37,300	X
SARA LEE CORP	COM	803111103	9,079	426,256	X
SCHERING PLOUGH CORP	COM	806605101	50,692	1,366,356	X
SCHLUMBERGER LTD	COM	806857108	12,388	271,078	X
SCHWAB CHARLES CORP NEW	COM	808513105	11,646	1,012,675	X
SCIENTIFIC ATLANTA INC	COM	808655104	4,135	236,120	X
SCRIPPS E W CO OHIO	CL A	811054204	1,395	22,900	X
SEALED AIR CORP NEW	COM	81211K100	1,661	45,509	X
SEARS ROEBUCK & CO	COM	812387108	17,869	515,851	X
SECURITY CAP GROUP INC	CL B	81413P204	380	20,300	X
SEMTECH CORP	COM	816850101	3,985	140,400	X
SEMPRA ENERGY	COM	816851109	2,223	89,806	X
SEPRACOR INC	COM	817315104	646	18,000	X
SERVICE CORP INTL	COM	817565104	95	15,700	X
SERVICEMASTER CO	COM	81760N109	712	64,200	X
SHAW GROUP INC	COM	820280105	287	10,200	X
SHERWIN WILLIAMS CO	COM	824348106	1,218	54,810	X
SICOR INC	COM	825846108	234	12,400	X
SIEBEL SYS INC	COM	826170102	6,322	485,900	X

12

VERIZON INVESTMENT MANAGEMENT CORP.
FORM 13F - SOLE INSTR V. NONE AUTHORITY
SEPTEMBER 30, 2001

NAME OF ISSUER	TITLE OF CLASS	CUSIP NUMBER	PENSION MARKET VALUE (\$000)	FAIR SHARES OR PRINCIPAL AMOUNT	SHARES OR AS DEF. INSTR.	INV. DISCRETION		
						(A) SOLE	(B) INSTR.	(C) V OTH
SIGMA ALDRICH CORP	COM	826552101	2,020	44,700	X			
SKYWEST INC	COM	830879102	169	10,100	X			
SMITH INTL INC	COM	832110100	459	12,600	X			
SMURFIT-STONE CONTAINER CORP	COM	832727101	640	48,400	X			
SNAP ON INC	COM	833034101	463	20,734	X			
SOLECTRON CORP	COM	834182107	4,128	354,300	X			
SOLUTIA INC	COM	834376105	971	78,300	X			
SONUS NETWORKS INC	COM	835916107	114	38,000	X			
SOUTHERN CO	COM	842587107	9,805	408,888	X			
SOUTHTRUST CORP	COM	844730101	16,724	656,600	X			
SOUTHWEST AIRLS CO	COM	844741108	8,220	553,939	X			
SOUTHWEST GAS CORP	COM	844895102	1,306	61,600	X			
SOVEREIGN BANCORP INC	COM	845905108	130	13,700	X			
SPRINT CORP	COM FON GROUP	852061100	9,040	376,502	X			
SPRINT CORP	PCS COM SER 1	852061506	19,323	735,000	X			
STANLEY WKS	COM	854616109	1,111	30,406	X			
STAPLES INC	COM	855030102	3,087	231,250	X			
STARBUCKS CORP	COM	855244109	5,849	391,500	X			

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

STARWOOD HOTELS&RESORTS WRLDWD PAIRED CTF		85590A203	1,566	71,200	X
STATE STR CORP	COM	857477103	10,970	241,100	X
STILWELL FINL INC	COM	860831106	1,581	81,100	X
STORAGENETWORKS INC	COM	86211E103	58	14,600	X
STORAGE TECHNOLOGY CORP	COM PAR \$0.10	862111200	1,746	139,100	X
STRYKER CORP	COM	863667101	14,706	278,000	X
SUN MICROSYSTEMS INC	COM	866810104	26,859	3,247,756	X
SUNGARD DATA SYS INC	COM	867363103	3,959	169,400	X
SUNOCO INC	COM	86764P109	1,062	29,844	X
SUNTRUST BKS INC	COM	867914103	15,140	227,324	X
SUPERVALU INC	COM	868536103	954	47,180	X
SYBASE INC	COM	871130100	211	22,700	X
SYCAMORE NETWORKS INC	COM	871206108	191	55,000	X
SYMANTEC CORP	COM	871503108	634	18,300	X
SYMBOL TECHNOLOGIES INC	COM	871508107	1,314	125,300	X
SYNOPSYS INC	COM	871607107	1,163	29,000	X
SYNOVUS FINL CORP	COM	87161C105	7,775	281,700	X
SYSCO CORP	COM	871829107	19,362	758,112	X
TCF FINL CORP	COM	872275102	7,858	170,600	X
TECO ENERGY INC	COM	872375100	1,558	57,500	X
TJX COS INC NEW	COM	872540109	15,337	466,172	X
TRW INC	COM	872649108	2,566	86,050	X
TMP WORLDWIDE INC	COM	872941109	1,473	51,900	X
TXU CORP	COM	873168108	15,682	338,549	X
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	1,186	125,000	X
TALBOTS INC	COM	874161102	676	30,100	X
TARGET CORP	COM	87612E106	24,600	774,808	X
TECH DATA CORP	COM	878237106	1,732	45,700	X
TEKELEC	COM	879101103	151	11,500	X
TEKTRONIX INC	COM	879131100	583	33,338	X
TELEFLEX INC	COM	879369106	1,290	34,500	X
TELEPHONE & DATA SYS INC	COM	879433100	6,959	73,800	X
TELLABS INC	COM	879664100	3,422	346,400	X
TEMPLE INLAND INC	COM	879868107	2,311	48,661	X
TENET HEALTHCARE CORP	COM	88033G100	37,125	622,387	X
TERADYNE INC	COM	880770102	3,939	202,000	X
TEXACO INC	COM	881694103	30,057	462,420	X
TEXAS INSTRS INC	COM	882508104	40,806	1,633,560	X
TEXTRON INC	COM	883203101	3,455	102,794	X
THERMO ELECTRON CORP	COM	883556102	2,159	119,600	X

13

VERIZON INVESTMENT MANAGEMENT CORP.
FORM 13F - SOLE INSTR V. NONE AUTHORITY
SEPTEMBER 30, 2001

NAME OF ISSUER	TITLE OF CLASS	CUSIP NUMBER	PENSION FAIR MARKET VALUE (\$000)	SHARES OR PRINCIPAL AMOUNT	INV. DISCRETION		
					(A) SOLE INSTR.	(B) SHARED AS DEF. INSTR.	(C) V OTH
THOMAS & BETTS CORP	COM	884315102	309	17,654	X		
THOMAS INDS INC	COM	884425109	1,911	88,700	X		

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

3COM CORP	COM	885535104	160	42,600	X
TIBCO SOFTWARE INC	COM	88632Q103	101	13,800	X
TIDEWATER INC	COM	886423102	390	14,600	X
TIFFANY & CO NEW	COM	886547108	2,780	128,400	X
TIME WARNER TELECOM INC	CL A	887319101	293	40,400	X
TOOTSIE ROLL INDS INC	COM	890516107	1,044	27,300	X
TORCHMARK CORP	COM	891027104	10,191	261,306	X
TOTAL SYS SVCS INC	COM	891906109	706	28,500	X
TOYS R US INC	COM	892335100	2,940	170,656	X
TRANSMETA CORP DEL	COM	89376R109	33	23,100	X
TRIAD HOSPITALS INC	COM	89579K109	262	7,400	X
TRICON GLOBAL RESTAURANTS	COM	895953107	2,065	52,661	X
TRIBUNE CO NEW	COM	896047107	3,168	100,897	X
TRIQUINT SEMICONDUCTOR INC	COM	89674K103	2,399	150,000	X
TRITON PCS HLDGS INC	CL A	89677M106	323	8,500	X
TUPPERWARE CORP	COM	898896104	350	17,558	X
TYCO INTL LTD NEW	COM	902124106	50,324	1,106,025	X
UCAR INTL INC	COM	90262K109	355	39,900	X
USX MARATHON GROUP	COM NEW	902905827	5,850	218,688	X
UST INC	COM	902911106	4,149	124,983	X
US BANCORP DEL	COM NEW	902973304	18,757	845,688	X
USA NETWORKS INC	COM	902984103	991	55,100	X
USX-U S STL	COM	90337T101	1,308	93,534	X
USA ED INC	COM	90390U102	11,127	134,200	X
UNILEVER N V	N Y SHS NEW	904784709	20,537	380,174	X
UNION PAC CORP	COM	907818108	8,996	191,817	X
UNION PLANTERS CORP	COM	908068109	2,111	49,200	X
UNIONBANCAL CORP	COM	908906100	3,320	98,100	X
UNISYS CORP	COM	909214108	1,012	116,804	X
UNITED PARCEL SERVICE INC	CL B	911312106	3,857	74,200	X
UNITED STATES CELLULAR CORP	COM	911684108	3,460	69,900	X
US AIRWAYS GROUP INC	COM	911905107	126	27,200	X
UNITED TECHNOLOGIES CORP	COM	913017109	20,246	435,408	X
UNITEDHEALTH GROUP INC	COM	91324P102	37,360	561,800	X
UNIVERSAL HLTH SVCS INC	CL B	913903100	11,688	239,500	X
UNIVISION COMMUNICATIONS INC	CL A	914906102	2,396	104,400	X
UNOCAL CORP	COM	915289102	3,347	102,984	X
UNUMPROVIDENT CORP	COM	91529Y106	3,035	120,179	X
V F CORP	COM	918204108	1,138	38,880	X
VALERO ENERGY CORP NEW	COM	91913Y100	470	13,400	X
VARCO INTL INC DEL	COM	922122106	175	14,500	X
VARIAN MED SYS INC	COM	92220P105	3,676	57,300	X
VERISIGN INC	COM	92343E102	2,103	50,200	X
VERIZON COMMUNICATIONS	COM	92343V104	103,979	1,921,615	X
VERITAS SOFTWARE CO	COM	923436109	6,079	329,666	X
VERTEX PHARMACEUTICALS INC	COM	92532F100	726	40,248	X
VIACOM INC	CL B	925524308	38,644	1,120,105	X
VIGNETTE CORP	COM	926734104	124	35,000	X
VINTAGE PETE INC	COM	927460105	317	20,000	X
VISTEON CORP	COM	92839U107	598	46,923	X
VITESSE SEMICONDUCTOR CORP	COM	928497106	1,465	189,000	X
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	3,228	147,000	X
VULCAN MATLS CO	COM	929160109	3,996	92,500	X
WACHOVIA CORP 2ND NEW	COM	929903102	20,675	666,948	X
WADDELL & REED FINL INC	CL A	930059100	1,375	52,900	X
WAL MART STORES INC	COM	931142103	170,615	3,446,764	X

Edgar Filing: VERIZON COMMUNICATIONS INC - Form 13F-HR

VERIZON INVESTMENT MANAGEMENT CORP.
 FORM 13F - SOLE INSTR V. NONE AUTHORITY
 SEPTEMBER 30, 2001

NAME OF ISSUER	TITLE OF CLASS	CUSIP NUMBER	PENSION FAIR MARKET VALUE (\$000)	SHARES OR PRINCIPAL AMOUNT	INV. DISCRETION		
					(A)	(B)	(C)
					SOLE	SHARED	SHA
					AS DEF.	V	OTH
WALGREEN CO	COM	931422109	36,261	1,053,184	X		
WASHINGTON MUT INC	COM	939322103	37,110	964,406	X		
WASHINGTON POST CO	CL B	939640108	1,403	2,700	X		
WASTE MGMT INC DEL	COM	94106L109	11,559	432,275	X		
WATERS CORP	COM	941848103	1,917	53,600	X		
WATSON PHARMACEUTICALS INC	COM	942683103	5,635	103,000	X		
WEATHERFORD INTL INC	COM	947074100	3,036	119,000	X		
WEBMD CORP	COM	94769M105	158	37,100	X		
WELLPOINT HEALTH NETWORK NEW	COM	94973H108	4,912	45,000	X		
WELLS FARGO & CO NEW	COM	949746101	44,523	1,001,648	X		
WENDYS INTL INC	COM	950590109	1,055	39,604	X		
WESTERN WIRELESS CORP	CL A	95988E204	784	23,200	X		
WESTVACO CORP	COM	961548104	1,328	51,689	X		
WEYERHAEUSER CO	COM	962166104	5,856	120,216	X		
WHIRLPOOL CORP	COM	963320106	2,093	37,820	X		
WHOLE FOODS MKT INC	COM	966837106	377	12,000	X		
WILLAMETTE INDS INC	COM	969133107	1,926	42,800	X		
WILLIAMS COMMUNICATIONS GROUP	CL A	969455104	30	25,400	X		
WILLIAMS COS INC DEL	COM	969457100	8,959	328,156	X		
WILLIAMS SONOMA INC	COM	969904101	262	11,000	X		
WIND RIVER SYSTEMS INC	COM	973149107	167	15,900	X		
WINN DIXIE STORES INC	COM	974280109	553	48,292	X		
WISCONSIN ENERGY CORP	COM	976657106	7,525	334,450	X		
WORLDCOM INC GA NEW	WRLDCOM GP COM	98157D106	31,180	2,073,110	X		
WORLDCOM INC GA NEW	MCI GROUP COM	98157D304	911	59,824	X		
WORTHINGTON INDS INC	COM	981811102	798	70,921	X		
WRIGLEY WM JR CO	COM	982526105	5,816	113,380	X		
XTO ENERGY CORP	COM	98385X106	406	29,100	X		
XCEL ENERGY INC	COM	98389B100	10,068	357,662	X		
XILINX INC	COM	983919101	6,111	259,700	X		
XEROX CORP	COM	984121103	3,564	459,854	X		
YAHOO INC	COM	984332106	3,037	344,700	X		
YOUNG BROADCASTING INC	CL A	987434107	149	10,300	X		
ZIMMER HLDGS INC	COM	98956P102	4,304	155,113	X		
ZIONS BANCORPORATION	COM	989701107	1,775	33,083	X		
GRAND TOTAL			8,387,432.00				