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FIFTH THIRD BANCORP  
Form 13F-HR  
February 12, 2003

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

FORM 13F

FORM 13F COVER PAGE

Report for the Quarter Ended: December 31, 2002

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: Fifth Third Bancorp  
Address: 38 Fountain Square Plaza  
Cincinnati, Ohio 45263

13F File Number - #28-03158

Name and Management numbers of All Institutional Investment Managers with respect to which this schedule is filed (other than the one filing this report).

Name: ----	Manager #	Name: ----	Manager #
Fifth Third Bank Ohio	1	Fifth Third Bank Indiana	15
Fifth Third Bank of Northern Kentucky	5	Fifth Third Bank Florida	10
Fifth Third Bank Kentucky	2	Fifth Third Bank Michigan	19
Fifth Third Asset Management	85		

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: Neal E. Arnold  
Title: Executive Vice President, CFO  
Phone: 513-534-8577  
Signature, Place, and Date of Signing:

/s/ Neal E. Arnold	Cincinnati, Ohio	February 12, 2003
-----	-----	-----
[Signature]	[City, State]	[Date]

Report Type (Check only one):

[ ] 13F HOLDINGS REPORT

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[ ] 13F NOTICE

[ x ] 13F COMBINATION REPORT

List of Other Managers Reporting for this Manager:  
 Fifth Third Bank Ohio - 28-539  
 Heartland Capital Management - 28-01397

Form 13F Summary Page

Report Summary:

Number of Other Included Managers: 7

Form 13F Information Table Entry Total: 3,597

Form 13F Information Table Value Total (x\$1000): 12,066,133

List of Other Included Managers:

Name:	13F File No.:	Name:
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Fifth Third Bank	28-539	Fifth Third Bank Florida
Fifth Third Bank of Northern Kentucky	28-10121	Fifth Third Bank Kentucky
Fifth Third Bank Asset Management	28-10115	Fifth Third Bank a Michigan Corporation
Fifth Third Bank Indiana	28-10118	

			FORM 13F							
PAGE	1 OF	155	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
			NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
			-----	-----	-----	-----	-----	-----	-----	
			DAIMLERCHRYSLER AG	ORD	D1668R123	40	1298	SH	DEFINED	9
						70	2277	SH	DEFINED	3
						126	4109	SH	DEFINED	16
						-----	-----			
						236	7684			
			ACE LTD	ORD	G0070K103	23	800	SH	DEFINED	9
						1	30	SH	DEFINED	3
						14	475	SH	DEFINED	10
						288	9810	SH	DEFINED	16
						1529	52100	SH	DEFINED	85
						-----	-----			
						1855	63215			

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AMDOCS LTD	ORD	G02602103	119	12163	SH	DEFINED	9
			0	20	SH	DEFINED	5
			94	9620	SH	DEFINED	16
			-----		214	21803	
COOPER INDS LTD	CL A	G24182100	825	22620	SH	DEFINED	9
			73	2000	SH	DEFINED	3
			165	4530	SH	DEFINED	12
			11	295	SH	DEFINED	10
			432	11859	SH	DEFINED	16
			983	26975	SH	DEFINED	85
-----		2489	68279				
GLOBALSANTAFE CORP	SHS	G3930E101	641	26337	SH	DEFINED	9
			1089	44762	SH	DEFINED	3
			126	5200	SH	DEFINED	10
			228	9391	SH	DEFINED	16
			-----		2084	85690	
INGERSOLL-RAND COMPANY LTD	CL A	G4776G101	95	2207	SH	DEFINED	9
			3	60	SH	DEFINED	3
			94	2175	SH	DEFINED	16
			502	11650	SH	DEFINED	85
			-----		693	16092	

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PAGE 2 OF 155 NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
NABORS INDUSTRIES LTD	SHS	G6359F103	45	1270	SH	DEFINED	9
			2	70	SH	DEFINED	3
			32	900	SH	DEFINED	16
			349	9900	SH	DEFINED	85
			-----		428	12140	
NOBLE CORPORATION	SHS	G65422100	40	1130	SH	DEFINED	9
			67	1900	SH	DEFINED	16
			323	9200	SH	DEFINED	85
			-----		430	12230	
TRANSOCEAN INC	ORD	G90078109	4426	190785	SH	DEFINED	9
			1087	46854	SH	DEFINED	3
			1269	54679	SH	DEFINED	12
			14	606	SH	DEFINED	5
			88	3807	SH	DEFINED	10
			1306	56280	SH	DEFINED	16
			3324	143265	SH	DEFINED	85
-----							

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			11514	496276		
XL CAP LTD	CL A	G98255105	47	610	SH	DEFINED 3
			110	1430	SH	DEFINED 10
			10	123	SH	DEFINED 16
			726	9400	SH	DEFINED 85
			-----			893
VERISITY LTD	ORD	M97385112	38	2000	SH	DEFINED 16
			3621	190000	SH	DEFINED 85
			-----			3660
FLEXTRONICS INTL LTD	ORD	Y2573F102	10691	1305402	SH	DEFINED 9
			715	87258	SH	DEFINED 3
			133	16257	SH	DEFINED 12
			140	17035	SH	DEFINED 5
			10	1200	SH	DEFINED 10
			851	103905	SH	DEFINED 16
			12373	1510800	SH	DEFINED 85
			-----			24913

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PAGE 3 OF 155		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DCRETN	O	MA	
A D C TELECOMMUNICATIONS	COM	000886101	399	190776	SH	DEFINED 9			
			4	2000	SH	DEFINED 3			
			7	3500	SH	DEFINED 12			
			48	23021	SH	DEFINED 16			
			2536	1213275	SH	DEFINED 85			
-----			2994	1432572					
ACM INCOME FUND INC	COM	000912105	68	8079	SH	DEFINED 9			
			11	1311	SH	DEFINED 3			
			6	694	SH	DEFINED 5			
			121	14325	SH	DEFINED 10			
			68	8000	SH	DEFINED 16			
-----			274	32409					
ACM MANAGED INCOME FD INC	COM	000919100	0	14	SH	DEFINED 9			
			43	10000	SH	DEFINED 16			
			-----			43	10014		
AFLAC INC	COM	001055102	14222	472164	SH	DEFINED 9			
			3264	108375	SH	DEFINED 3			
			579	19238	SH	DEFINED 12			
			93	3077	SH	DEFINED 5			
			973	32306	SH	DEFINED 10			
			4290	142438	SH	DEFINED 16			

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			6320	209826	SH	DEFINED	85
			-----	-----			
			29741	987424			
AES CORP	COM	00130H105	35	11732	SH	DEFINED	9
			4	1207	SH	DEFINED	3
			0	45	SH	DEFINED	5
			7	2469	SH	DEFINED	16
			129	42600	SH	DEFINED	85
			-----	-----			
			175	58053			
AK STL HLDG CORP	COM	001547108	11	1328	SH	DEFINED	9
			800	100000	SH	DEFINED	85
			-----	-----			
			811	101328			

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PAGE 4 OF 155		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN	MA	
-----	-----	-----	-----	-----	-----	-----	-----	
AMR CORP	COM	001765106	37	5600	SH	DEFINED	9	
			1	224	SH	DEFINED	3	
			137	20694	SH	DEFINED	16	
			139	21100	SH	DEFINED	85	
			-----	-----				
			314	47618				
AOL TIME WARNER INC	COM	00184A105	5548	423526	SH	DEFINED	9	
			96	7330	SH	DEFINED	3	
			41	3095	SH	DEFINED	12	
			14	1040	SH	DEFINED	5	
			44	3350	SH	DEFINED	10	
			1641	125236	SH	DEFINED	16	
			6597	503580	SH	DEFINED	85	
			-----	-----				
			13980	1067157				
AT&T CORP	COM NEW	001957505	1250	47855	SH	DEFINED	9	
			226	8641	SH	DEFINED	3	
			262	10018	SH	DEFINED	12	
			5	174	SH	DEFINED	5	
			18	671	SH	DEFINED	10	
			1328	50874	SH	DEFINED	16	
			5065	193970	SH	DEFINED	85	
			-----	-----				
			8152	312203				
ATMI INC	COM	00207R101	1389	75000	SH	DEFINED	85	
			-----	-----				
			1389	75000				
AT&T WIRELESS SVCS INC	COM	00209A106	615	108828	SH	DEFINED	9	
			78	13869	SH	DEFINED	3	
			127	22518	SH	DEFINED	12	

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21 3634 SH DEFINED 5  
 6 990 SH DEFINED 10  
 316 55942 SH DEFINED 16  
 2257 399495 SH DEFINED 85

-----  
 3420 605276

AXT INC COM 00246W103 90 50000 SH DEFINED 85  
 -----  
 90 50000

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PAGE 5 OF 155 NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
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ABBOTT LABS	COM	002824100	76551	1913786	SH	DEFINED	9
			3060	76499	SH	DEFINED	3
			1436	35903	SH	DEFINED	12
			36	890	SH	DEFINED	5
			345	8625	SH	DEFINED	10
			15139	378467	SH	DEFINED	16
8907	222679	SH	DEFINED	85			
			-----	-----			
			105474	2636849			

ACCREDITO HEALTH INC	COM	00437V104	1	37	SH	DEFINED	9
			19	547	SH	DEFINED	12
			5	150	SH	DEFINED	16
			1322	37500	SH	DEFINED	85
			-----	-----			
			1348	38234			

ACTIVISION INC NEW	COM NEW	004930202	1301	89154	SH	DEFINED	9
			123	8423	SH	DEFINED	16
			4202	288000	SH	DEFINED	85
			-----	-----			
			5626	385577			

ACTERNA CORP	COM	00503U105	19	119031	SH	DEFINED	9
			-----	-----			
			19	119031			

ACTIVCARD S A	SPONSORED ADR	00505N109	2300	269000	SH	DEFINED	85
			-----	-----			
			2300	269000			

ACXIOM CORP	COM	005125109	1	80	SH	DEFINED	16
			2461	160000	SH	DEFINED	85
			-----	-----			
			2462	160080			

ADAMS EXPRESS CO	COM	006212104	39	3703	SH	DEFINED	9
			103	9720	SH	DEFINED	16
			-----	-----			
			142	13423			

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PAGE 6 OF 155			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
ADOBE SYS INC	COM	00724F101	229	9220	SH		DEFINED	9	
			38	1518	SH		DEFINED	3	
			441	17795	SH		DEFINED	16	
			806	32500	SH		DEFINED	85	
			-----	-----					
			1514	61033					
ADVANCED DIGITAL INFORMATION	COM	007525108	5	800	SH		DEFINED	16	
			671	100000	SH		DEFINED	85	
						-----	-----		
			676	100800					
ADVO INC	COM	007585102	2462	75000	SH		DEFINED	85	
						-----	-----		
			2462	75000					
AEROFLEX INC	COM	007768104	1725	250000	SH		DEFINED	85	
						-----	-----		
			1725	250000					
ADVANCEPCS	COM	00790K109	2221	100000	SH		DEFINED	85	
						-----	-----		
			2221	100000					
ADVANCED MICRO DEVICES INC	COM	007903107	6	950	SH		DEFINED	9	
			9	1436	SH		DEFINED	16	
			152	23600	SH		DEFINED	85	
						-----	-----		
			168	25986					
AEGON N V	ORD AMER REG	007924103	122	9543	SH		DEFINED	9	
			309	24111	SH		DEFINED	3	
			51	4000	SH		DEFINED	12	
			175	13670	SH		DEFINED	16	
						-----	-----		
			658	51324					
AETNA INC NEW	COM	00817Y108	107	2600	SH		DEFINED	9	
			248	6022	SH		DEFINED	16	
			1167	28370	SH		DEFINED	85	
						-----	-----		
			1521	36992					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
AFFILIATED COMPUTER SERVICES	CL A	008190100	1442	27388	SH		DEFINED	9
			73	1395	SH		DEFINED	3
			687	13048	SH		DEFINED	12
			25	480	SH		DEFINED	5
			20	371	SH		DEFINED	10
			173	3286	SH		DEFINED	16
			3330	63250	SH		DEFINED	85
			5750	109218				
AGERE SYS INC	CL A	00845V100	1	519	SH		DEFINED	9
			0	11	SH		DEFINED	3
			2	1043	SH		DEFINED	5
			0	11	SH		DEFINED	10
			1	890	SH		DEFINED	16
			1044	725323	SH		DEFINED	85
			1048	727797				
AGERE SYS INC	CL B	00845V209	21	15214	SH		DEFINED	9
			1	362	SH		DEFINED	3
			0	52	SH		DEFINED	12
			6	3985	SH		DEFINED	5
			0	296	SH		DEFINED	10
			32	22706	SH		DEFINED	16
			746	532936	SH		DEFINED	85
			806	575551				
AGILENT TECHNOLOGIES INC	COM	00846U101	12060	671504	SH		DEFINED	9
			403	22456	SH		DEFINED	3
			309	17223	SH		DEFINED	12
			114	6358	SH		DEFINED	5
			58	3227	SH		DEFINED	10
			607	33781	SH		DEFINED	16
			15450	860257	SH		DEFINED	85
			29002	1614806				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
AIR PRODS & CHEMS INC	COM	009158106	7965	186321	SH		DEFINED	9
			519	12149	SH		DEFINED	3
			717	16767	SH		DEFINED	12
			116	2725	SH		DEFINED	5
			98	2296	SH		DEFINED	10
			477	11158	SH		DEFINED	16
			1335	31221	SH		DEFINED	85



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			11228	262637				
AIRGAS INC	COM	009363102	25	1425	SH	DEFINED	12	
			1380	80000	SH	DEFINED	85	
			-----	-----				
			1405	81425				
AIRTRAN HLDGS INC	COM	00949P108	201	51500	SH	DEFINED	16	
			-----	-----				
			201	51500				
ALBANY INTL CORP	CL A	012348108	2066	100000	SH	DEFINED	85	
			-----	-----				
			2066	100000				
ALBANY MOLECULAR RESH INC	COM	012423109	2219	150000	SH	DEFINED	85	
			-----	-----				
			2219	150000				
ALBERTO CULVER CO	CL B CONV	013068101	66	1300	SH	DEFINED	9	
			143	2840	SH	DEFINED	16	
			1361	27000	SH	DEFINED	85	
			-----	-----				
			1569	31140				
ALBERTSONS INC	COM	013104104	439	19708	SH	DEFINED	9	
			34	1512	SH	DEFINED	3	
			59	2631	SH	DEFINED	16	
			623	27997	SH	DEFINED	85	
			-----	-----				
			1154	51848				

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PAGE	9 OF	155	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
ALCOA INC	COM	013817101	2615	114815	SH	DEFINED	9	
			229	10070	SH	DEFINED	3	
			5	240	SH	DEFINED	12	
			7	300	SH	DEFINED	10	
			794	34864	SH	DEFINED	16	
			2464	108176	SH	DEFINED	85	
			-----	-----				
			6116	268465				
ALFA CORP	COM	015385107	247	20528	SH	DEFINED	10	
			-----	-----				
			247	20528				
ALLEGHENY ENERGY INC	COM	017361106	40	5326	SH	DEFINED	9	
			11	1400	SH	DEFINED	3	
			60	7903	SH	DEFINED	16	
			215	28400	SH	DEFINED	85	
			-----	-----				
			325	43029				

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ALLEN TELECOM INC	COM	018091108	331	35000	SH	DEFINED	85
			-----	-----			
			331	35000			
ALLEN TELECOM INC	PFD CONV SER D	018091207	2590	35000	SH	DEFINED	85
			-----	-----			
			2590	35000			
ALLERGAN INC	COM	018490102	72	1258	SH	DEFINED	9
			115	2001	SH	DEFINED	16
			513	8900	SH	DEFINED	85
			-----	-----			
			701	12159			
ALLIANT TECHSYSTEMS INC	COM	018804104	39	632	SH	DEFINED	9
			6	100	SH	DEFINED	12
			2	28	SH	DEFINED	16
			3741	60000	SH	DEFINED	85
			-----	-----			
			3788	60760			
ALLIED CAP CORP NEW	COM	01903Q108	122	5600	SH	DEFINED	9
			198	9050	SH	DEFINED	12
			5	225	SH	DEFINED	10
			-----	-----			
			325	14875			

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				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER			TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----			-----	-----	-----	-----	-----	-----	-----	
ALLIED WASTE INDS INC	COM	PAR\$.01NEW	019589308	136	13600	SH	DEFINED	85		
				-----	-----					
				136	13600					
ALLSTATE CORP	COM		020002101	2276	61517	SH	DEFINED	9		
				747	20193	SH	DEFINED	3		
				232	6265	SH	DEFINED	12		
				42	1139	SH	DEFINED	5		
				380	10285	SH	DEFINED	10		
				17750	479859	SH	DEFINED	16		
				5828	157548	SH	DEFINED	85		
				-----	-----					
				27254	736806					
ALLTEL CORP	COM		020039103	22148	434281	SH	DEFINED	9		
				2476	48542	SH	DEFINED	3		
				1312	25734	SH	DEFINED	12		
				451	8840	SH	DEFINED	5		
				640	12555	SH	DEFINED	10		
				1218	23878	SH	DEFINED	16		
				3539	69400	SH	DEFINED	85		
				-----	-----					
				31785	623230					

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ALTERA CORP	COM	021441100	30	2473	SH	DEFINED	9
			8	640	SH	DEFINED	3
			193	15679	SH	DEFINED	16
			663	53800	SH	DEFINED	85
			-----	-----			
			895	72592			
AMBAC FINL GROUP INC	COM	023139108	177	3145	SH	DEFINED	9
			37	665	SH	DEFINED	3
			1	25	SH	DEFINED	5
			1	20	SH	DEFINED	16
			408	7250	SH	DEFINED	85
			-----	-----			
			625	11105			
AMERADA HESS CORP	COM	023551104	28	500	SH	DEFINED	9
			158	2870	SH	DEFINED	16
			336	6100	SH	DEFINED	85
			-----	-----			
			521	9470			

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				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA		
-----	-----	-----	-----	-----	-----	-----	-----	-----		
AMEREN CORP	COM	023608102	123	2962	SH	DEFINED	9			
			129	3097	SH	DEFINED	3			
			396	9534	SH	DEFINED	16			
			416	10000	SH	DEFINED	85			
			-----	-----						
			1064	25593						
AMCORE FINL INC	COM	023912108	428	19728	SH	DEFINED	16			
			-----	-----						
			428	19728						
AMERICAN AXLE & MFG HLDGS IN	COM	024061103	7766	331600	SH	DEFINED	16			
			-----	-----						
			7766	331600						
AMERICAN CAPITAL STRATEGIES	COM	024937104	33	1526	SH	DEFINED	12			
			2699	125000	SH	DEFINED	85			
			-----	-----						
			2732	126526						
AMERICAN EAGLE OUTFITTERS NE	COM	02553E106	960	69642	SH	DEFINED	9			
			93	6722	SH	DEFINED	16			
			2908	211000	SH	DEFINED	85			
			-----	-----						
			3960	287364						
AMERICAN ELEC PWR INC	COM	025537101	2694	98555	SH	DEFINED	9			
			518	18951	SH	DEFINED	3			
			462	16900	SH	DEFINED	12			

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37 1345 SH DEFINED 5  
 52 1920 SH DEFINED 10  
 945 34585 SH DEFINED 16  
 7195 263260 SH DEFINED 85

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 11903 435516

AMERICAN EXPRESS CO	COM	025816109	4399	124433	SH	DEFINED	9
			241	6813	SH	DEFINED	3
			533	15075	SH	DEFINED	12
			11	325	SH	DEFINED	5
			71	2000	SH	DEFINED	10
			2032	57489	SH	DEFINED	16
			8311	235100	SH	DEFINED	85
			-----	-----			
			15598	441235			

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PAGE 12 OF 155 NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----

AMERICAN FINL GROUP INC OHIO	COM	025932104	269	11644	SH	DEFINED	9
			2	100	SH	DEFINED	5
			-----	-----			
			271	11744			

AMERICAN INCOME FD INC	COM	02672T109	10	1165	SH	DEFINED	9
			1171	135400	SH	DEFINED	85
			-----	-----			
			1181	136565			

AMERICAN INTL GROUP INC	COM	026874107	77921	1346948	SH	DEFINED	9
			6101	105464	SH	DEFINED	3
			4951	85583	SH	DEFINED	12
			1998	34536	SH	DEFINED	5
			1657	28639	SH	DEFINED	10
			16160	279344	SH	DEFINED	16
			44685	772430	SH	DEFINED	85
			-----	-----			
			153473	2652944			

AMERICAN ITALIAN PASTA CO	CL A	027070101	35	960	SH	DEFINED	12
			2699	75000	SH	DEFINED	85
			-----	-----			
			2733	75960			

AMERICAN MED SYS HLDGS INC	COM	02744M108	1621	100000	SH	DEFINED	85
			-----	-----			
			1621	100000			

AMERICAN PWR CONVERSION CORP	COM	029066107	158	10450	SH	DEFINED	9
			16	1070	SH	DEFINED	3
			3	180	SH	DEFINED	12
			15	1000	SH	DEFINED	16
			1568	103500	SH	DEFINED	85

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		1760	116200				
AMERICAN STD COS INC DEL	COM	029712106	14	200	SH	DEFINED	5
			349	4900	SH	DEFINED	85
			363	5100			
AMERIPATH INC	COM	03071D109	989	46000	SH	DEFINED	9
			989	46000			

		FORM 13F							
PAGE	13 OF 155	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DCRETN	O	MA	
AMERON INTL INC	COM	030710107	662	12000	SH	DEFINED	85		
			662	12000					
AMERISOURCEBERGEN CORP	COM	03073E105	192	3542	SH	DEFINED	9		
			5	92	SH	DEFINED	16		
			396	7300	SH	DEFINED	85		
			594	10934					
AMERITRADE HLDG CORP NEW	COM	03074K100	7	1200	SH	DEFINED	16		
			2689	475000	SH	DEFINED	85		
			2695	476200					
AMETEK INC NEW	COM	031100100	19	500	SH	DEFINED	3		
			142	3700	SH	DEFINED	16		
			5196	135000	SH	DEFINED	85		
			5358	139200					
AMGEN INC	COM	031162100	67717	1400853	SH	DEFINED	9		
			4924	101864	SH	DEFINED	3		
			4385	90721	SH	DEFINED	12		
			910	18822	SH	DEFINED	5		
			1279	26463	SH	DEFINED	10		
			5701	117937	SH	DEFINED	16		
			48093	994886	SH	DEFINED	85		
			133010	2751546					
AMKOR TECHNOLOGY INC	COM	031652100	469	98616	SH	DEFINED	9		
			35	7407	SH	DEFINED	5		
			44	9314	SH	DEFINED	16		
			1499	315000	SH	DEFINED	85		
			2048	430337					
AMSOUTH BANCORPORATION	COM	032165102	51	2663	SH	DEFINED	9		

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21	1100	SH	DEFINED	12
13	675	SH	DEFINED	16
475	24750	SH	DEFINED	85
-----				
560	29188			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT		O
-----									
AMSURG CORP	COM	03232P405	37	1800	SH		DEFINED		9
			2554	125000	SH		DEFINED		85
			-----						
			2591	126800					
ANADARKO PETE CORP	COM	032511107	423	8829	SH		DEFINED		9
			61	1267	SH		DEFINED		3
			5	100	SH		DEFINED		12
			5	100	SH		DEFINED		10
			151	3148	SH		DEFINED		16
			820	17109	SH		DEFINED		85
-----			1463	30553					
ANALOG DEVICES INC	NOTE 4.750%10	032654AD7	2981	30000	SH		DEFINED		16
			-----						
			2981	30000					
ANALOG DEVICES INC	COM	032654105	28720	1203170	SH		DEFINED		9
			1931	80895	SH		DEFINED		3
			2346	98283	SH		DEFINED		12
			251	10520	SH		DEFINED		5
			146	6100	SH		DEFINED		10
			2189	91705	SH		DEFINED		16
			31537	1321200	SH		DEFINED		85
			-----			67120	2811873		
ANDREW CORP	COM	034425108	3	300	SH		DEFINED		9
			285	27750	SH		DEFINED		16
			838	81555	SH		DEFINED		85
			-----			1127	109605		
ANHEUSER BUSCH COS INC	COM	035229103	18260	377278	SH		DEFINED		9
			12699	262385	SH		DEFINED		3
			469	9700	SH		DEFINED		12
			2494	51520	SH		DEFINED		16
			4493	92840	SH		DEFINED		85
			-----			38416	793723		
ANNTAYLOR STORES CORP	COM	036115103	35	1720	SH		DEFINED		12
			3063	150000	SH		DEFINED		85
-----									

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3098 151720

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			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP								
PAGE	15 OF	155	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
-----											
			ANTHEM INC	COM	03674B104	203	3234	SH		DEFINED	9
						424	6736	SH		DEFINED	3
						2	39	SH		DEFINED	12
						15	246	SH		DEFINED	5
						4	68	SH		DEFINED	16
						610	9700	SH		DEFINED	85
						-----	-----				
						1259	20023				
			ANTHRACITE CAP INC	COM	037023108	313	28700	SH		DEFINED	16
						-----	-----				
						313	28700				
			AON CORP	COM	037389103	54	2848	SH		DEFINED	9
						598	31672	SH		DEFINED	16
						368	19500	SH		DEFINED	85
						-----	-----				
						1020	54020				
			APACHE CORP	COM	037411105	118	2067	SH		DEFINED	9
						23	400	SH		DEFINED	12
						196	3446	SH		DEFINED	16
						2443	42870	SH		DEFINED	85
						-----	-----				
						2780	48783				
			APEX MORTGAGE CAPITAL	COM	037564101	119	18200	SH		DEFINED	9
						-----	-----				
						119	18200				
			APEX MUN FD INC	COM	037580107	36	4500	SH		DEFINED	9
						49	6200	SH		DEFINED	10
						-----	-----				
						85	10700				
			APHTON CORP	COM	03759P101	54	14150	SH		DEFINED	16
						-----	-----				
						54	14150				
			APOLLO GROUP INC	CL A	037604105	83	1880	SH		DEFINED	9
						13	290	SH		DEFINED	3
						528	12000	SH		DEFINED	85
						-----	-----				
						623	14170				

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PAGE 16 OF 155			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
APPLE COMPUTER INC	COM	037833100	17	1180	SH		DEFINED	9	
			7	500	SH		DEFINED	12	
			15	1017	SH		DEFINED	5	
			73	5119	SH		DEFINED	16	
			2647	184700	SH		DEFINED	85	
			-----	-----					
			2759	192516					
APPLEBEES INTL INC	COM	037899101	67	2899	SH		DEFINED	12	
			26	1140	SH		DEFINED	16	
			3479	150000	SH		DEFINED	85	
			-----	-----					
			3572	154039					
APRIA HEALTHCARE GROUP INC	COM	037933108	2780	125000	SH		DEFINED	85	
						-----	-----		
			2780	125000					
APPLERA CORP	COM AP BIO GRP	038020103	80	4542	SH		DEFINED	9	
			1	65	SH		DEFINED	16	
			256	14600	SH		DEFINED	85	
			-----	-----					
			337	19207					
APPLERA CORP	COM CE GEN GRP	038020202	34	3600	SH		DEFINED	9	
			0	50	SH		DEFINED	16	
			621	65000	SH		DEFINED	85	
			-----	-----					
			656	68650					
APPLIED MICRO CIRCUITS CORP	COM	03822W109	0	69	SH		DEFINED	9	
			2	600	SH		DEFINED	16	
			88	23900	SH		DEFINED	85	
			-----	-----					
			91	24569					
APPLIED MATLS INC	COM	038222105	11046	847757	SH		DEFINED	9	
			614	47140	SH		DEFINED	3	
			390	29918	SH		DEFINED	12	
			120	9180	SH		DEFINED	5	
			110	8450	SH		DEFINED	10	
			2210	169638	SH		DEFINED	16	
			11509	883300	SH		DEFINED	85	
			-----	-----					
			26000	1995383					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	



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ARCHER DANIELS MIDLAND CO	COM	039483102	47	3808	SH	DEFINED	9
			14	1160	SH	DEFINED	3
			123	9914	SH	DEFINED	16
			1982	159871	SH	DEFINED	85
			2167	174753			
ARCHSTONE SMITH TR	COM	039583109	254	10787	SH	DEFINED	9
			254	10787			
ARTHROCARE CORP	COM	043136100	148	15000	SH	DEFINED	85
			148	15000			
ARVINMERITOR INC	COM	043353101	41	2476	SH	DEFINED	9
			126	7537	SH	DEFINED	16
			167	10013			
ASHLAND INC	COM	044204105	469	16453	SH	DEFINED	9
			17	598	SH	DEFINED	3
			21	732	SH	DEFINED	12
			21	738	SH	DEFINED	5
			21	729	SH	DEFINED	16
			140	4900	SH	DEFINED	85
			689	24150			
ASSOCIATED ESTATES RLTY CORP	COM	045604105	17	2500	SH	DEFINED	9
			699	103500	SH	DEFINED	85
			716	106000			
ASYST TECHNOLOGY CORP	COM	04648X107	735	100000	SH	DEFINED	85
			735	100000			
ATALANTA SOSNOFF CAP CORP	COM	046499109	362	29900	SH	DEFINED	85
			362	29900			
ATLAS AIR WORLDWIDE HLDGS IN	COM	049164106	117	77575	SH	DEFINED	9
			117	77575			

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				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA		
ATMOS ENERGY CORP	COM	049560105	4	173	SH	DEFINED	5		
			2	75	SH	DEFINED	16		
			1866	80000	SH	DEFINED	85		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN	MA
			1871	80248			
ATWOOD OCEANICS INC	COM	050095108	2709	90000	SH	DEFINED	85
			2709	90000			
AULT INC	COM	051503100	614	323000	SH	DEFINED	85
			614	323000			
AUTODESK INC	COM	052769106	17	1200	SH	DEFINED	9
			202	14100	SH	DEFINED	16
			531	37100	SH	DEFINED	85
			749	52400			
AUTOMATIC DATA PROCESSING IN	COM	053015103	40939	1043021	SH	DEFINED	9
			1457	37115	SH	DEFINED	3
			787	20055	SH	DEFINED	12
			271	6915	SH	DEFINED	5
			187	4753	SH	DEFINED	10
			5733	146058	SH	DEFINED	16
			7696	196065	SH	DEFINED	85
			57069	1453982			
AUTOZONE INC	COM	053332102	1	10	SH	DEFINED	9
			232	3280	SH	DEFINED	16
			1420	20100	SH	DEFINED	85
			1653	23390			
AVAYA INC	COM	053499109	67	27221	SH	DEFINED	9
			1	452	SH	DEFINED	3
			0	10	SH	DEFINED	12
			0	70	SH	DEFINED	5
			0	10	SH	DEFINED	10
			10	3982	SH	DEFINED	16
			71	28794	SH	DEFINED	85
			148	60539			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN	MA
AVERY DENNISON CORP	COM	053611109	58353	955346	SH	DEFINED	9
			2323	38035	SH	DEFINED	3
			1251	20479	SH	DEFINED	12
			453	7416	SH	DEFINED	5
			72	1173	SH	DEFINED	10
			3614	59164	SH	DEFINED	16
			14278	233765	SH	DEFINED	85

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		80343 1315378					
AVIALL INC NEW	COM	05366B102	16	2000	SH	DEFINED	9
			1208	150000	SH	DEFINED	85
			-----	-----			
			1224	152000			
AVON PRODS INC	COM	054303102	48	900	SH	DEFINED	9
			7	125	SH	DEFINED	3
			163	3035	SH	DEFINED	16
			878	16300	SH	DEFINED	85
			-----	-----			
			1097	20360			
AZTAR CORP	COM	054802103	2	124	SH	DEFINED	5
			1428	100000	SH	DEFINED	85
			-----	-----			
			1430	100124			
BB&T CORP	COM	054937107	52343	1415048	SH	DEFINED	9
			18	500	SH	DEFINED	3
			7653	206896	SH	DEFINED	12
			249	6740	SH	DEFINED	16
			2637	71300	SH	DEFINED	85
			-----	-----			
			62901	1700484			
BKF CAP GROUP INC	COM	05548G102	1818	103000	SH	DEFINED	85
			-----	-----			
			1818	103000			
BJ SVCS CO	COM	055482103	57	1760	SH	DEFINED	9
			1	35	SH	DEFINED	16
			349	10800	SH	DEFINED	85
			-----	-----			
			407	12595			

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PAGE	20 OF	155	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN			
-----									
BP PLC	SPONSORED ADR	055622104	35167	865121	SH	DEFINED	9		
			7854	193211	SH	DEFINED	3		
			962	23663	SH	DEFINED	12		
			428	10537	SH	DEFINED	5		
			192	4713	SH	DEFINED	10		
			10564	259882	SH	DEFINED	16		
			-----	-----					
			55167	1357127					
BMC SOFTWARE INC	COM	055921100	1746	102027	SH	DEFINED	9		
			137	8015	SH	DEFINED	3		
			109	6395	SH	DEFINED	12		
			112	6520	SH	DEFINED	10		
			193	11290	SH	DEFINED	16		

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			1757	102700	SH	DEFINED	85
			-----	-----			
			4054	236947			
BAKER HUGHES INC	COM	057224107	30	926	SH	DEFINED	9
			340	10557	SH	DEFINED	16
			1329	41280	SH	DEFINED	85
			-----	-----			
			1698	52763			
BALL CORP	COM	058498106	102	2000	SH	DEFINED	9
			2	32	SH	DEFINED	16
			200	3900	SH	DEFINED	85
			-----	-----			
			304	5932			
BANCINSURANCE CORP	COM	05945K102	77	15750	SH	DEFINED	9
			-----	-----			
			77	15750			
BANK OF AMERICA CORPORATION	COM	060505104	2871	41266	SH	DEFINED	9
			70	999	SH	DEFINED	3
			624	8969	SH	DEFINED	12
			37	534	SH	DEFINED	5
			188	2700	SH	DEFINED	10
			2910	41824	SH	DEFINED	16
			12661	181992	SH	DEFINED	85
			-----	-----			
			19360	278284			

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				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER			TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----			-----	-----	-----	-----	-----	-----	-----	
BANK NEW YORK INC	COM	064057102	57209	2387689	SH	DEFINED	9			
			1951	81425	SH	DEFINED	3			
			3752	156574	SH	DEFINED	12			
			1643	68560	SH	DEFINED	5			
			333	13903	SH	DEFINED	10			
			3249	135592	SH	DEFINED	16			
			28950	1208253	SH	DEFINED	85			
			-----	-----						
			97086	4051996						
BANK ONE CORP	COM	06423A103	7080	193716	SH	DEFINED	9			
			778	21285	SH	DEFINED	3			
			79	2162	SH	DEFINED	12			
			33	912	SH	DEFINED	5			
			19	522	SH	DEFINED	10			
			6527	178585	SH	DEFINED	16			
			5402	147811	SH	DEFINED	85			
			-----	-----						
			19920	544993						
BARD C R INC	COM	067383109	34	580	SH	DEFINED	16			

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			209	3600	SH	DEFINED	85
			-----	-----			
			242	4180			
BARRY R G CORP OHIO	COM	068798107	968	235500	SH	DEFINED	85
			-----	-----			
			968	235500			
BASSETT FURNITURE INDS INC	COM	070203104	215	15000	SH	DEFINED	85
			-----	-----			
			215	15000			
BAXTER INTL INC	COM	071813109	14746	526656	SH	DEFINED	9
			786	28071	SH	DEFINED	3
			940	33558	SH	DEFINED	12
			1090	38940	SH	DEFINED	5
			50	1800	SH	DEFINED	10
			1235	44095	SH	DEFINED	16
			10981	392185	SH	DEFINED	85
			-----	-----			
			29829	1065305			
BE AEROSPACE INC	COM	073302101	255	70000	SH	DEFINED	9
			-----	-----			
			255	70000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN	O MA
BEA SYS INC	COM	073325102	4100	357412	SH	DEFINED	9
			326	28430	SH	DEFINED	3
			19	1650	SH	DEFINED	12
			1569	136760	SH	DEFINED	16
			13030	1136000	SH	DEFINED	85
			-----	-----			
			19043	1660252			
BEAR STEARNS COS INC	COM	073902108	403	6787	SH	DEFINED	85
			-----	-----			
			403	6787			
BECTON DICKINSON & CO	COM	075887109	681	22200	SH	DEFINED	9
			2078	67700	SH	DEFINED	85
			-----	-----			
			2759	89900			
BED BATH & BEYOND INC	COM	075896100	3795	109914	SH	DEFINED	9
			578	16740	SH	DEFINED	3
			51	1489	SH	DEFINED	10
			2925	84712	SH	DEFINED	16
			5874	170100	SH	DEFINED	85
			-----	-----			
			13223	382955			

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BELLSOUTH CORP	COM	079860102	11453	442724	SH	DEFINED	9
			2819	108956	SH	DEFINED	3
			312	12047	SH	DEFINED	12
			36	1374	SH	DEFINED	5
			413	15973	SH	DEFINED	10
			5893	227798	SH	DEFINED	16
			5534	213900	SH	DEFINED	85

-----  
 26459 1022772

BERKSHIRE HATHAWAY INC DEL	CL B	084670207	1023	422	SH	DEFINED	9
			7	3	SH	DEFINED	3
			494	204	SH	DEFINED	12
			315	130	SH	DEFINED	16
			2423	1000	SH	DEFINED	85

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 4262 1759

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 NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	DSCRETN	O MA
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BEST BUY INC	COM	086516101	1148	47553	SH	DEFINED	9
			567	23493	SH	DEFINED	3
			261	10790	SH	DEFINED	12
			1	60	SH	DEFINED	5
			14	585	SH	DEFINED	10
			1227	50795	SH	DEFINED	16
			2777	115000	SH	DEFINED	85

-----  
 5996 248276

BIG LOTS INC	COM	089302103	4	300	SH	DEFINED	9
			1429	108000	SH	DEFINED	85

-----  
 1433 108300

BIOGEN INC	COM	090597105	52	1306	SH	DEFINED	9
			91	2275	SH	DEFINED	16
			409	10200	SH	DEFINED	85

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 552 13781

BIOMET INC	COM	090613100	31614	1103070	SH	DEFINED	9
			3316	115700	SH	DEFINED	3
			2046	71399	SH	DEFINED	12
			789	27516	SH	DEFINED	5
			1292	45084	SH	DEFINED	10
			2250	78497	SH	DEFINED	16
			13566	473330	SH	DEFINED	85
			54872	1914596			

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BIOVAIL CORP	COM	09067J109	1844	69810	SH	DEFINED	9
			470	17791	SH	DEFINED	16

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			5823	220500	SH	DEFINED	85
			-----	-----			
			8137	308101			
BIOSITE INC	COM	090945106	29	840	SH	DEFINED	12
			34	1000	SH	DEFINED	16
			3402	100000	SH	DEFINED	85
			-----	-----			
			3465	101840			

			FORM 13F					
PAGE	24 OF	155	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP					
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----								
	BLACK & DECKER CORP	COM	091797100	74	1727	SH	DEFINED	9
				206	4792	SH	DEFINED	16
				1137	26500	SH	DEFINED	85
				-----	-----			
				1416	33019			
	BLACKROCK INCOME TR INC	COM	09247F100	12	1482	SH	DEFINED	9
				1011	128600	SH	DEFINED	85
				-----	-----			
				1022	130082			
	BLACKROCK INCOME OPP TRUST I	COM	092475102	5	500	SH	DEFINED	16
				2396	225000	SH	DEFINED	85
				-----	-----			
				2402	225500			
	BLAIR CORP	COM	092828102	233	10000	SH	DEFINED	85
				-----	-----			
				233	10000			
	BLOCK H & R INC	COM	093671105	3681	91568	SH	DEFINED	9
				20	500	SH	DEFINED	3
				326	8118	SH	DEFINED	16
				1302	32400	SH	DEFINED	85
				-----	-----			
				5330	132586			
	BOB EVANS FARMS INC	COM	096761101	1201	51433	SH	DEFINED	9
				125	5374	SH	DEFINED	3
				175	7495	SH	DEFINED	12
				5	200	SH	DEFINED	5
				12	500	SH	DEFINED	10
				123	5250	SH	DEFINED	16
				2267	97100	SH	DEFINED	85
				-----	-----			
				3908	167352			
	BOEING CO	COM	097023105	3094	93797	SH	DEFINED	9
				104	3146	SH	DEFINED	3
				16	500	SH	DEFINED	12
				6	178	SH	DEFINED	5

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34	1021	SH	DEFINED	10
1155	35025	SH	DEFINED	16
2731	82792	SH	DEFINED	85
-----				
7141	216459			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT		
-----									
BOMBAY CO INC	COM	097924104	1564	312800	SH		DEFINED		85
			-----	-----					
			1564	312800					
BORG WARNER INC	COM	099724106	1	16	SH		DEFINED		9
			2	37	SH		DEFINED		16
			2773	55000	SH		DEFINED		85
			-----	-----					
			2776	55053					
BOSTON SCIENTIFIC CORP	COM	101137107	1	30	SH		DEFINED		9
			131	3090	SH		DEFINED		16
			1191	28000	SH		DEFINED		85
			-----	-----					
			1323	31120					
BRANTLEY CAP CORP	COM	105494108	39	5000	SH		DEFINED		16
			584	75900	SH		DEFINED		85
			-----	-----					
			623	80900					
BRISTOL MYERS SQUIBB CO	COM	110122108	41902	1810024	SH		DEFINED		9
			6019	259996	SH		DEFINED		3
			1282	55398	SH		DEFINED		12
			208	8965	SH		DEFINED		5
			135	5825	SH		DEFINED		10
			5235	226116	SH		DEFINED		16
			11097	479350	SH		DEFINED		85
			-----	-----					
			65877	2845674					
BROADCOM CORP	CL A	111320107	21	1395	SH		DEFINED		9
			3	178	SH		DEFINED		12
			16	1080	SH		DEFINED		16
			285	18900	SH		DEFINED		85
			-----	-----					
			325	21553					

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							



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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
BROADWING INC	COM	111620100	3158	897103	SH		DEFINED 9	
			1	350	SH		DEFINED 3	
			18	5000	SH		DEFINED 12	
			194	55149	SH		DEFINED 5	
			15	4200	SH		DEFINED 10	
			13	3775	SH		DEFINED 16	
			528	150000	SH		DEFINED 85	
			3927	1115577				
BROWN FORMAN CORP	CL B	115637209	335	5118	SH		DEFINED 9	
			7	100	SH		DEFINED 12	
			392	6000	SH		DEFINED 16	
			307	4700	SH		DEFINED 85	
			1040	15918				
BRUNSWICK CORP	COM	117043109	1178	59323	SH		DEFINED 9	
			100	5020	SH		DEFINED 16	
			123	6200	SH		DEFINED 85	
						1401	70543	
BRUSH ENGINEERED MATLS INC	COM	117421107	18	3200	SH		DEFINED 9	
			11	2000	SH		DEFINED 16	
			1320	240000	SH		DEFINED 85	
						1349	245200	
BUCA INC	COM	117769109	1281	154014	SH		DEFINED 85	
						1281	154014	
BURLINGTON NORTHN SANTA FE C	COM	12189T104	220	8454	SH		DEFINED 9	
			39	1510	SH		DEFINED 3	
			237	9096	SH		DEFINED 16	
			1410	54200	SH		DEFINED 85	
						1905	73260	

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
BURLINGTON RES INC	COM	122014103	437	10243	SH		DEFINED 9	
			1173	27494	SH		DEFINED 3	
			551	12930	SH		DEFINED 12	
			183	4300	SH		DEFINED 10	
			183	4288	SH		DEFINED 16	
			591	13865	SH		DEFINED 85	

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			3119	73120		
BUSINESS OBJECTS S A	SPONSORED ADR	12328X107	563	37500 SH	DEFINED	85
			-----	-----		
			563	37500		
C&D TECHNOLOGIES INC	COM	124661109	42	2394 SH	DEFINED	12
			2209	125000 SH	DEFINED	85
			-----	-----		
			2251	127394		
CIGNA CORP	COM	125509109	1107	26930 SH	DEFINED	9
			43	1050 SH	DEFINED	3
			170	4132 SH	DEFINED	16
			1643	39950 SH	DEFINED	85
			-----	-----		
			2963	72062		
CMS ENERGY CORP	COM	125896100	4	474 SH	DEFINED	9
			7	704 SH	DEFINED	5
			381	40333 SH	DEFINED	16
			93	9900 SH	DEFINED	85
			-----	-----		
			485	51411		
CSX CORP	COM	126408103	700	24720 SH	DEFINED	9
			106	3742 SH	DEFINED	3
			130	4600 SH	DEFINED	5
			6	221 SH	DEFINED	10
			124	4376 SH	DEFINED	16
			1549	54708 SH	DEFINED	85
			-----	-----		
			2615	92367		
CTS CORP	COM	126501105	775	100000 SH	DEFINED	85
			-----	-----		
			775	100000		

PAGE		28 OF 155		FORM 13F						
				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA		
			-----	-----	-----	-----	-----	-----		
CVB FINL CORP	COM	126600105	2969	116750 SH		DEFINED		85		
			-----	-----						
			2969	116750						
CVS CORP	COM	126650100	2329	93286 SH		DEFINED		9		
			677	27110 SH		DEFINED		3		
			834	33415 SH		DEFINED		12		
			55	2190 SH		DEFINED		10		
			1197	47922 SH		DEFINED		16		
			8194	328150 SH		DEFINED		85		
			-----	-----						
			13286	532073						

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CADBURY SCHWEPPES PLC	ADR	127209302	1117	43616	SH	DEFINED	9
			1533	59845	SH	DEFINED	3
			81	3155	SH	DEFINED	12
			3	120	SH	DEFINED	5
			5	195	SH	DEFINED	10
			60	2327	SH	DEFINED	16
			284	11075	SH	DEFINED	85
			-----	-----			
			3082	120333			
CALIFORNIA PIZZA KITCHEN INC	COM	13054D109	3	100	SH	DEFINED	16
			2520	100000	SH	DEFINED	85
						-----	-----
			2523	100100			
CALPINE CORP	COM	131347106	6	1975	SH	DEFINED	9
			5	1500	SH	DEFINED	3
			7	2164	SH	DEFINED	16
			97	29700	SH	DEFINED	85
						-----	-----
			115	35339			
CAMPBELL SOUP CO	COM	134429109	630	26850	SH	DEFINED	9
			13	560	SH	DEFINED	3
			14	600	SH	DEFINED	10
			68	2900	SH	DEFINED	16
			664	28300	SH	DEFINED	85
			-----	-----			
			1390	59210			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN	O	MA	
-----									
CAPITAL ONE FINL CORP	COM	14040H105	1897	63816	SH	DEFINED	9		
			376	12650	SH	DEFINED	3		
			216	7259	SH	DEFINED	12		
			52	1740	SH	DEFINED	5		
			19	650	SH	DEFINED	10		
			514	17279	SH	DEFINED	16		
			965	32486	SH	DEFINED	85		
			-----	-----					
			4038	135880					
CAPSTONE TURBINE CORP	COM	14067D102	5	6000	SH	DEFINED	9		
			290	322300	SH	DEFINED	85		
						-----	-----		
			295	328300					
CARDINAL HEALTH INC	COM	14149Y108	29905	505239	SH	DEFINED	9		
			27	448	SH	DEFINED	3		
			676	11419	SH	DEFINED	12		
			224	3786	SH	DEFINED	5		
			142	2401	SH	DEFINED	10		
			1390	23487	SH	DEFINED	16		

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			18154	306700	SH	DEFINED	85
			-----	-----			
			50518	853480			
CAREER EDUCATION CORP	COM	141665109	1178	29450	SH	DEFINED	9
			115	2872	SH	DEFINED	16
			4020	100500	SH	DEFINED	85
			-----	-----			
			5313	132822			
CAREMARK RX INC	COM	141705103	912	56132	SH	DEFINED	9
			130	8000	SH	DEFINED	16
			3088	190000	SH	DEFINED	85
			-----	-----			
			4130	254132			
CARNIVAL CORP	COM	143658102	1740	69744	SH	DEFINED	9
			364	14600	SH	DEFINED	3
			576	23080	SH	DEFINED	12
			117	4690	SH	DEFINED	10
			536	21500	SH	DEFINED	16
			6341	254150	SH	DEFINED	85
			-----	-----			
			9675	387764			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP								
PAGE	30 OF	155	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
			-----	-----	-----	-----	-----	-----	-----	-----
			CARRINGTON LABS INC	COM	144525102	128	140220	SH	DEFINED	85
						-----	-----			
						128	140220			
			CATERPILLAR INC DEL	COM	149123101	3377	73873	SH	DEFINED	9
						760	16620	SH	DEFINED	3
						798	17460	SH	DEFINED	12
						3	73	SH	DEFINED	5
						51	1110	SH	DEFINED	10
						712	15570	SH	DEFINED	16
						8610	188325	SH	DEFINED	85
						-----	-----			
						14312	313031			
			CEDAR FAIR L P	DEPOSITRY UNIT	150185106	1235	52320	SH	DEFINED	9
						87	3700	SH	DEFINED	16
						-----	-----			
						1322	56020			
			CELL GENESYS INC	COM	150921104	1115	100000	SH	DEFINED	85
						-----	-----			
						1115	100000			
			CELGENE CORP	COM	151020104	2147	100000	SH	DEFINED	85
						-----	-----			
						2147	100000			

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CENDANT CORP	COM	151313103	2	200 SH	DEFINED 9
			96	9200 SH	DEFINED 3
			10	1000 SH	DEFINED 5
			419	40012 SH	DEFINED 16
			1802	171944 SH	DEFINED 85
			-----	-----	
			2330	222356	

CENTERPOINT ENERGY INC	COM	15189T107	69	8064 SH	DEFINED 9
			6	700 SH	DEFINED 3
			45	5299 SH	DEFINED 16
			178	20944 SH	DEFINED 85
			-----	-----	
			298	35007	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN	O MA
-----							
CENTEX CORP	COM	152312104	13	250 SH	DEFINED 3		
			6	125 SH	DEFINED 16		
			211	4200 SH	DEFINED 85		
			-----	-----			
			230	4575			
CENTURY BUSINESS SVCS INC	COM	156490104	1420	536000 SH	DEFINED 85		
			-----	-----			
			1420	536000			
CEPHEID	COM	15670R107	556	109000 SH	DEFINED 85		
			-----	-----			
			556	109000			
CENTURYTEL INC	COM	156700106	1194	40628 SH	DEFINED 9		
			8	270 SH	DEFINED 3		
			13	450 SH	DEFINED 12		
			112	3825 SH	DEFINED 5		
			21	720 SH	DEFINED 10		
			84	2874 SH	DEFINED 16		
			288	9800 SH	DEFINED 85		
			-----	-----			
			1721	58567			
CERNER CORP	COM	156782104	3126	100000 SH	DEFINED 85		
			-----	-----			
			3126	100000			
CERTEGY INC	COM	156880106	204	8300 SH	DEFINED 9		
			86	3500 SH	DEFINED 12		
			4	167 SH	DEFINED 10		
			392	15977 SH	DEFINED 16		
			-----	-----			
			686	27944			

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CHAMPIONSHIP AUTO RACING TEA	COM	158711101	109	29500	SH	DEFINED	85
			-----	-----			
			109	29500			
CHARLES & COLVARD LTD	COM	159765106	1235	229520	SH	DEFINED	9
			-----	-----			
			1235	229520			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	MA	
			-----	-----	-----	-----	-----	
CHARLES RIV LABS INTL INC	COM	159864107	8	200	SH	DEFINED	16	
			731	19000	SH	DEFINED	85	
			-----	-----				
			739	19200				
CHARTER ONE FINL INC	COM	160903100	16369	569756	SH	DEFINED	9	
			3	100	SH	DEFINED	3	
			86	2990	SH	DEFINED	10	
			1602	55756	SH	DEFINED	16	
			684	23818	SH	DEFINED	85	
			-----	-----				
			18744	652420				
CHARTWELL DIVD & INCOME FD I	COM	16139P104	29	4000	SH	DEFINED	9	
			55	7500	SH	DEFINED	16	
			-----	-----				
			84	11500				
CHEESECAKE FACTORY INC	COM	163072101	1170	32367	SH	DEFINED	9	
			5	150	SH	DEFINED	3	
			110	3037	SH	DEFINED	16	
			3651	101000	SH	DEFINED	85	
			-----	-----				
			4936	136554				
CHEMICAL FINL CORP	COM	163731102	2686	83538	SH	DEFINED	16	
			-----	-----				
			2686	83538				
CHEVRONTEXACO CORP	COM	166764100	46943	706127	SH	DEFINED	9	
			5114	76929	SH	DEFINED	3	
			3442	51769	SH	DEFINED	12	
			381	5734	SH	DEFINED	5	
			380	5711	SH	DEFINED	10	
			8920	134180	SH	DEFINED	16	
			15549	233896	SH	DEFINED	85	
			-----	-----				
			80730	1214346				
CHICOS FAS INC	COM	168615102	2037	107741	SH	DEFINED	9	
			54	2854	SH	DEFINED	12	
			61	3200	SH	DEFINED	10	
			287	15170	SH	DEFINED	16	

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9538 504400 SH DEFINED 85  
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 11977 633365

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN	O MA	
CHIRON CORP	COM	170040109	28	749	SH		DEFINED	9	
			5	145	SH		DEFINED	16	
			489	13000	SH		DEFINED	85	
			-----	-----					
			522	13894					
CHOICEPOINT INC	COM	170388102	278	7040	SH		DEFINED	9	
			57	1440	SH		DEFINED	3	
			87	2200	SH		DEFINED	12	
			513	13000	SH		DEFINED	16	
			-----	-----					
			935	23680					
CHRISTOPHER & BANKS CORP	COM	171046105	1136	54730	SH		DEFINED	9	
			109	5264	SH		DEFINED	16	
			3750	180700	SH		DEFINED	85	
			-----	-----					
			4994	240694					
CHRONIMED INC	COM	171164106	592	96835	SH		DEFINED	85	
			-----	-----					
			592	96835					
CHUBB CORP	COM	171232101	802	15362	SH		DEFINED	9	
			7	125	SH		DEFINED	3	
			308	5892	SH		DEFINED	16	
			1305	25000	SH		DEFINED	85	
			-----	-----					
			2421	46379					
CHURCH & DWIGHT INC	COM	171340102	1	46	SH		DEFINED	9	
			6	200	SH		DEFINED	3	
			3043	100000	SH		DEFINED	85	
			-----	-----					
			3050	100246					
CIENA CORP	COM	171779101	32	6129	SH		DEFINED	9	
			4	800	SH		DEFINED	16	
			153	29700	SH		DEFINED	85	
			-----	-----					
			188	36629					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
CINCINNATI FINL CORP	COM	172062101	129219	3441252	SH		DEFINED	9	
			21	550	SH		DEFINED	3	
			775	20641	SH		DEFINED	12	
			234	6237	SH		DEFINED	5	
			648	17264	SH		DEFINED	10	
			97	2586	SH		DEFINED	16	
			1172	31200	SH		DEFINED	85	
			-----	-----					
			132166	3519730					
CINERGY CORP	COM	172474108	7083	210051	SH		DEFINED	9	
			373	11072	SH		DEFINED	3	
			605	17943	SH		DEFINED	12	
			295	8763	SH		DEFINED	5	
			54	1615	SH		DEFINED	10	
			385	11422	SH		DEFINED	16	
			3292	97635	SH		DEFINED	85	
			-----	-----					
			12089	358501					
CIRCUIT CITY STORE INC	COM	172737108	6	800	SH		DEFINED	3	
			12	1639	SH		DEFINED	16	
			108	14500	SH		DEFINED	85	
			-----	-----					
			126	16939					
CISCO SYS INC	COM	17275R102	65797	5022648	SH		DEFINED	9	
			2261	172605	SH		DEFINED	3	
			2597	198252	SH		DEFINED	12	
			1602	122283	SH		DEFINED	5	
			1477	112781	SH		DEFINED	10	
			8764	669026	SH		DEFINED	16	
			49507	3779150	SH		DEFINED	85	
			-----	-----					
			132006	10076745					
CINTAS CORP	COM	172908105	172461	3769633	SH		DEFINED	9	
			842	18395	SH		DEFINED	3	
			2039	44564	SH		DEFINED	12	
			274	5980	SH		DEFINED	5	
			488	10665	SH		DEFINED	10	
			232	5076	SH		DEFINED	16	
			20034	437900	SH		DEFINED	85	
			-----	-----					
			196369	4292213					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	



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CITIGROUP INC	COM	172967101	8840	251200	SH	DEFINED	9
			509	14464	SH	DEFINED	3
			91	2572	SH	DEFINED	12
			400	11356	SH	DEFINED	5
			165	4702	SH	DEFINED	10
			11484	326352	SH	DEFINED	16
			21032	597670	SH	DEFINED	85
			-----	-----			
			42521	1208316			
CITIZENS BKG CORP MICH	COM	174420109	295	11896	SH	DEFINED	16
			-----				
			295	11896			
CITIZENS COMMUNICATIONS CO	COM	17453B101	374	35412	SH	DEFINED	9
			137	13026	SH	DEFINED	16
			205	19400	SH	DEFINED	85
			-----				
			716	67838			
CITRIX SYS INC	COM	177376100	12	1000	SH	DEFINED	9
			6	480	SH	DEFINED	12
			18	1450	SH	DEFINED	16
			768	62300	SH	DEFINED	85
			-----				
			804	65230			
CLARCOR INC	COM	179895107	2196	68066	SH	DEFINED	9
			15	475	SH	DEFINED	16
			-----				
			2212	68541			
CLEAR CHANNEL COMMUNICATIONS	COM	184502102	19855	532456	SH	DEFINED	9
			43	1140	SH	DEFINED	3
			502	13454	SH	DEFINED	12
			190	5100	SH	DEFINED	5
			556	14920	SH	DEFINED	16
			27792	745300	SH	DEFINED	85
			-----				
			48938	1312370			

PAGE		36 OF 155		FORM 13F						
				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	CALL DSCRETN	MA	O		
-----			-----	-----	-----	-----	-----	-----		
CLOROX CO DEL	COM	189054109	808	19592	SH	DEFINED	9			
			282	6825	SH	DEFINED	3			
			219	5310	SH	DEFINED	12			
			66	1600	SH	DEFINED	10			
			415	10065	SH	DEFINED	16			
			1561	37850	SH	DEFINED	85			
-----										
			3351	81242						

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COACH INC	COM	189754104	2097	63695	SH	DEFINED	9
			729	22144	SH	DEFINED	16
			7522	228500	SH	DEFINED	85
			-----	-----			
			10348	314339			
COBRA ELECTRS CORP	COM	191042100	1754	268154	SH	DEFINED	85
			-----	-----			
			1754	268154			
COCA COLA CO	COM	191216100	41489	946370	SH	DEFINED	9
			3247	74072	SH	DEFINED	3
			1206	27516	SH	DEFINED	12
			626	14273	SH	DEFINED	5
			354	8080	SH	DEFINED	10
			6467	147521	SH	DEFINED	16
			10820	246800	SH	DEFINED	85
			-----	-----			
			64209	1464632			
COCA COLA ENTERPRISES INC	COM	191219104	671	30900	SH	DEFINED	85
			-----	-----			
			671	30900			
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	3612	50000	SH	DEFINED	85
			-----	-----			
			3612	50000			
COHERENT INC	COM	192479103	80	4000	SH	DEFINED	3
			38	1899	SH	DEFINED	12
			1995	100000	SH	DEFINED	85
			-----	-----			
			2113	105899			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	MA		
COLGATE PALMOLIVE CO	COM	194162103	10952	208887	SH	DEFINED	9		
			1183	22557	SH	DEFINED	3		
			130	2489	SH	DEFINED	12		
			11	201	SH	DEFINED	5		
			163	3100	SH	DEFINED	10		
			3587	68413	SH	DEFINED	16		
			3340	63700	SH	DEFINED	85		
			-----	-----					
			19365	369347					
COLUMBIA SPORTSWEAR CO	COM	198516106	2221	50000	SH	DEFINED	85		
			-----	-----					
			2221	50000					
COMCAST CORP NEW	CL A	20030N101	926	39273	SH	DEFINED	9		
			93	3964	SH	DEFINED	3		
			10	411	SH	DEFINED	12		

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			7	281	SH	DEFINED	5
			1739	73763	SH	DEFINED	16
			7192	305113	SH	DEFINED	85
			-----	-----			
			9966	422805			
COMCAST CORP NEW	CL A SPL	20030N200	168	7441	SH	DEFINED	9
			4	185	SH	DEFINED	3
			4	191	SH	DEFINED	10
			748	33105	SH	DEFINED	16
			1130	50000	SH	DEFINED	85
			-----	-----			
			2054	90922			
COMERICA INC	COM	200340107	355	8200	SH	DEFINED	9
			819	18952	SH	DEFINED	16
			1559	36050	SH	DEFINED	85
			-----	-----			
			2733	63202			
COMMSCOPE INC	COM	203372107	1	155	SH	DEFINED	9
			395	50000	SH	DEFINED	85
			-----	-----			
			396	50155			
COMMUNITY CENTRAL BANK CORP	COM	20363J107	426	44845	SH	DEFINED	16
			-----	-----			
			426	44845			

PAGE		38 OF 155		FORM 13F						
				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DCRETN	O MA			
COMMUNITY FIRST BANKSHARES I	COM	203902101	3969	150000	SH	DEFINED	85			
			-----	-----						
			3969	150000						
COMPUTER ASSOC INTL INC	COM	204912109	24	1750	SH	DEFINED	9			
			3	250	SH	DEFINED	3			
			321	23799	SH	DEFINED	16			
			970	71818	SH	DEFINED	85			
			-----	-----						
			1318	97617						
COMPUTER SCIENCES CORP	COM	205363104	190	5508	SH	DEFINED	9			
			7	200	SH	DEFINED	12			
			48	1400	SH	DEFINED	10			
			301	8740	SH	DEFINED	16			
			965	28000	SH	DEFINED	85			
			-----	-----						
			1511	43848						
COMPUWARE CORP	COM	205638109	12	2600	SH	DEFINED	16			
			142	29500	SH	DEFINED	85			
			-----	-----						

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			154	32100		
COMSTOCK RES INC	COM NEW	205768203	2554	274900 SH	DEFINED	85
			-----	-----		
			2554	274900		
COMVERSE TECHNOLOGY INC	COM PAR \$0.10	205862402	263	26198 SH	DEFINED	9
			5	475 SH	DEFINED	3
			2	200 SH	DEFINED	12
			1	100 SH	DEFINED	10
			263	26280 SH	DEFINED	16
			1883	187900 SH	DEFINED	85
			-----	-----		
			2416	241153		
CONAGRA FOODS INC	COM	205887102	1031	41230 SH	DEFINED	9
			60	2400 SH	DEFINED	3
			153	6100 SH	DEFINED	12
			8	320 SH	DEFINED	10
			483	19330 SH	DEFINED	16
			1906	76200 SH	DEFINED	85
			-----	-----		
			3641	145580		

				FORM 13F					
PAGE 39 OF 155		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DCRETN	O MA		
-----	-----	-----	-----	-----	-----	-----	-----		
CONCORD CAMERA CORP	COM	206156101	952	175379 SH	DEFINED	85			
			-----	-----					
			952	175379					
CONCORD EFS INC	COM	206197105	1527	97001 SH	DEFINED	9			
			16	1000 SH	DEFINED	10			
			137	8734 SH	DEFINED	16			
			768	48800 SH	DEFINED	85			
			-----	-----					
			2448	155535					
CONEXANT SYSTEMS INC	COM	207142100	17	10620 SH	DEFINED	9			
			2	1000 SH	DEFINED	5			
			2	1000 SH	DEFINED	10			
			66	41006 SH	DEFINED	16			
			-----	-----					
			86	53626					
CONMED CORP	COM	207410101	4	217 SH	DEFINED	9			
			1469	75000 SH	DEFINED	85			
			-----	-----					
			1474	75217					
CONOCOPHILLIPS	COM	20825C104	14924	308414 SH	DEFINED	9			
			2366	48889 SH	DEFINED	3			
			1196	24720 SH	DEFINED	12			
			101	2077 SH	DEFINED	5			

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182	3769	SH	DEFINED	10
2460	50840	SH	DEFINED	16
12126	250598	SH	DEFINED	85
-----				
33356	689307			

CONSOLIDATED EDISON INC	COM	209115104	262	6119	SH	DEFINED	9
			9	210	SH	DEFINED	3
			16	376	SH	DEFINED	10
			743	17346	SH	DEFINED	16
			1357	31700	SH	DEFINED	85
			-----				
			2387	55751			

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PAGE	40 OF	155	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA	
	-----								
	CONSTELLATION ENERGY GROUP I	COM	210371100	99	3550	SH	DEFINED	9	
				17	600	SH	DEFINED	3	
				94	3370	SH	DEFINED	16	
				314	11300	SH	DEFINED	85	
				-----					
				524	18820				
	CONVERGYS CORP	COM	212485106	13849	914142	SH	DEFINED	9	
				70	4650	SH	DEFINED	3	
				17	1150	SH	DEFINED	12	
				481	31754	SH	DEFINED	5	
				225	14850	SH	DEFINED	16	
				180	11900	SH	DEFINED	85	
				-----					
				14823	978446				
	COOPER COS INC	COM NEW	216648402	35	1400	SH	DEFINED	12	
				3753	150000	SH	DEFINED	85	
				-----					
				3788	151400				
	COOPER TIRE & RUBR CO	COM	216831107	867	56515	SH	DEFINED	9	
				43	2800	SH	DEFINED	16	
				80	5200	SH	DEFINED	85	
				-----					
				990	64515				
	COORS ADOLPH CO	CL B	217016104	67	1100	SH	DEFINED	9	
				148	2410	SH	DEFINED	16	
				153	2500	SH	DEFINED	85	
				-----					
				368	6010				
	CORINTHIAN COLLEGES INC	COM	218868107	44	1153	SH	DEFINED	12	
				19	500	SH	DEFINED	16	
				3786	100000	SH	DEFINED	85	
				-----					

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3849 101653

CORN PRODS INTL INC	COM	219023108	197	6522	SH	DEFINED	9
			3	100	SH	DEFINED	3
			75	2493	SH	DEFINED	16
			-----	-----			
			275	9115			

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PAGE	41 OF	155	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP					
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
	CORNING INC	COM	219350105	798	241095	SH	DEFINED	9
				139	41995	SH	DEFINED	3
				266	80501	SH	DEFINED	12
				19	5815	SH	DEFINED	10
				259	78335	SH	DEFINED	16
				1466	442800	SH	DEFINED	85
				-----	-----			
				2948	890541			
	CORPORATE EXECUTIVE BRD CO	COM	21988R102	42	1327	SH	DEFINED	12
				3990	125000	SH	DEFINED	85
				-----	-----			
				4032	126327			
	CORPORATE HIGH YIELD FD INC	COM	219914108	71	10300	SH	DEFINED	10
				8	1187	SH	DEFINED	16
				-----	-----			
				80	11487			
	CORVIS CORP	COM	221009103	7	10100	SH	DEFINED	16
				-----	-----			
				7	10100			
	COSTCO WHSL CORP NEW	COM	22160K105	46	1637	SH	DEFINED	9
				29	1050	SH	DEFINED	3
				1	50	SH	DEFINED	12
				250	8918	SH	DEFINED	16
				1574	56100	SH	DEFINED	85
				-----	-----			
				1901	67755			
	COUNTRYWIDE FINANCIAL CORP	COM	222372104	38	729	SH	DEFINED	9
				4	80	SH	DEFINED	3
				64	1230	SH	DEFINED	16
				449	8700	SH	DEFINED	85
				-----	-----			
				555	10739			
	CRANE CO	COM	224399105	776	38935	SH	DEFINED	16
				82	4125	SH	DEFINED	85
				-----	-----			
				858	43060			

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CREDENCE SYS CORP	COM	225302108	933	100000	SH	DEFINED	85
			-----	-----			
			933	100000			

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PAGE	42 OF 155	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN	MA
			-----	-----			
CREE INC	COM	225447101	1804	110318	SH	DEFINED	9
			198	12100	SH	DEFINED	3
			74	4530	SH	DEFINED	12
			114	7000	SH	DEFINED	10
			304	18607	SH	DEFINED	16
			3564	218000	SH	DEFINED	85
			-----	-----			
			6059	370555			
CROWN CASTLE INTL CORP	COM	228227104	1274	339600	SH	DEFINED	85
			-----	-----			
			1274	339600			
CTI MOLECULAR IMAGING INC	COM	22943D105	1850	75000	SH	DEFINED	85
			-----	-----			
			1850	75000			
CUBIC CORP	COM	229669106	3	150	SH	DEFINED	16
			1976	107200	SH	DEFINED	85
			-----	-----			
			1978	107350			
CUTTER & BUCK INC	COM	232217109	1	300	SH	DEFINED	9
			359	95801	SH	DEFINED	85
			-----	-----			
			360	96101			
CYMER INC	COM	232572107	3	100	SH	DEFINED	3
			3	100	SH	DEFINED	16
			3225	100000	SH	DEFINED	85
			-----	-----			
			3231	100200			
CYPRESS SEMICONDUCTOR CORP	COM	232806109	515	90000	SH	DEFINED	85
			-----	-----			
			515	90000			
DNP SELECT INCOME FD	COM	23325P104	92	9290	SH	DEFINED	9
			63	6397	SH	DEFINED	3
			4	414	SH	DEFINED	5
			287	29010	SH	DEFINED	16
			-----	-----			
			447	45111			

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NAME OF ISSUER			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA	
DPL INC	COM	233293109	3064	199767	SH		DEFINED	9	
			89	5801	SH		DEFINED	3	
			12	804	SH		DEFINED	12	
			120	7812	SH		DEFINED	5	
			47	3061	SH		DEFINED	16	
			3333	217245					
DTE ENERGY CO	COM	233331107	400	8630	SH		DEFINED	9	
			17	358	SH		DEFINED	3	
			1349	29083	SH		DEFINED	16	
			1197	25800	SH		DEFINED	85	
			2964	63871					
DANA CORP	COM	235811106	398	33803	SH		DEFINED	9	
			5	400	SH		DEFINED	3	
			27	2332	SH		DEFINED	16	
			120	10232	SH		DEFINED	85	
550	46767								
DANAHER CORP DEL	COM	235851102	3812	58021	SH		DEFINED	9	
			1126	17145	SH		DEFINED	3	
			977	14875	SH		DEFINED	12	
			135	2050	SH		DEFINED	10	
			2038	31016	SH		DEFINED	16	
			1577	24000	SH		DEFINED	85	
			9665	147107					
DARDEN RESTAURANTS INC	COM	237194105	207	10103	SH		DEFINED	9	
			33	1609	SH		DEFINED	16	
			241	11800	SH		DEFINED	85	
			481	23512					
DEAN FOODS CO NEW	COM	242370104	6	150	SH		DEFINED	9	
			214	5763	SH		DEFINED	16	
			219	5913					

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NAME OF ISSUER			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA	
DEERE & CO	COM	244199105	516	11259	SH		DEFINED	9	



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			57	1248	SH	DEFINED	3
			3	55	SH	DEFINED	5
			245	5337	SH	DEFINED	16
			752	16400	SH	DEFINED	85
			-----	-----			
			1573	34299			
DEL MONTE FOODS CO	COM	24522P103	269	34920	SH	DEFINED	9
			6	822	SH	DEFINED	3
			5	688	SH	DEFINED	12
			1	178	SH	DEFINED	5
			76	9865	SH	DEFINED	16
			-----	-----			
			358	46473			
DELL COMPUTER CORP	COM	247025109	5449	203788	SH	DEFINED	9
			56	2084	SH	DEFINED	3
			129	4822	SH	DEFINED	12
			175	6560	SH	DEFINED	5
			670	25039	SH	DEFINED	10
			2452	91696	SH	DEFINED	16
			7693	287700	SH	DEFINED	85
			-----	-----			
			16624	621689			
DELPHI CORP	COM	247126105	78	9697	SH	DEFINED	9
			7	841	SH	DEFINED	3
			4	537	SH	DEFINED	5
			185	22966	SH	DEFINED	16
			564	70109	SH	DEFINED	85
			-----	-----			
			838	104150			
DELPHI FINL GROUP INC	CL A	247131105	1898	50000	SH	DEFINED	85
			-----	-----			
			1898	50000			
DELUXE CORP	COM	248019101	2035	48341	SH	DEFINED	16
			181	4300	SH	DEFINED	85
			-----	-----			
			2216	52641			
DEVON ENERGY CORP NEW	DEB	4.900% 8 25179MAA1	3000	30000	SH	DEFINED	16
			-----	-----			
			3000	30000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	PUT/ CALL	DSCRETN	MA	
			-----						
DEVON ENERGY CORP NEW	COM	25179M103	5	100	SH		DEFINED	9	
			12	260	SH		DEFINED	3	
			7	150	SH		DEFINED	10	
			317	6905	SH		DEFINED	16	
			1166	25400	SH		DEFINED	85	

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			1506	32815		
DIAGNOSTIC PRODS CORP	COM	252450101	3862	100000	SH	DEFINED 85
			3862	100000		
DIAMONDS TR	UNIT SER 1	252787106	402	4808	SH	DEFINED 16
			402	4808		
DIEBOLD INC	COM	253651103	669	16241	SH	DEFINED 9
			46	1124	SH	DEFINED 12
			425	10302	SH	DEFINED 16
			3092	75000	SH	DEFINED 85
			4232	102667		
DIONEX CORP	COM	254546104	2225	75000	SH	DEFINED 85
			2225	75000		
DISNEY WALT CO	COM DISNEY	254687106	10451	640759	SH	DEFINED 9
			1856	113813	SH	DEFINED 3
			906	55547	SH	DEFINED 12
			99	6082	SH	DEFINED 5
			51	3105	SH	DEFINED 10
			3647	223580	SH	DEFINED 16
			11035	676550	SH	DEFINED 85
			28044	1719436		
DOCUMENTUM INC	COM	256159104	235	15000	SH	DEFINED 85
			235	15000		

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				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	SH/ PUT/ INVSTMT	AMT	CALL	DSCRETN	O	
DOLLAR GEN CORP	COM	256669102	326	27314	SH			DEFINED 9		
			9	767	SH			DEFINED 3		
			96	8000	SH			DEFINED 12		
			274	22933	SH			DEFINED 85		
			705	59014						
DOMINION RES INC VA NEW	COM	25746U109	3149	57363	SH			DEFINED 9		
			72	1308	SH			DEFINED 3		
			5	90	SH			DEFINED 12		
			9	164	SH			DEFINED 5		
			827	15058	SH			DEFINED 16		
			2974	54167	SH			DEFINED 85		
			7035	128150						

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DONNELLEY R R & SONS CO	COM	257867101	659	30284	SH	DEFINED	9
			22	1000	SH	DEFINED	3
			54	2500	SH	DEFINED	12
			4	200	SH	DEFINED	16
			170	7800	SH	DEFINED	85
			-----	-----			
			910	41784			
DOVER CORP	COM	260003108	2983	102304	SH	DEFINED	9
			128	4400	SH	DEFINED	16
			408	14000	SH	DEFINED	85
			-----	-----			
			3520	120704			
DOW CHEM CO	COM	260543103	4593	154654	SH	DEFINED	9
			1053	35469	SH	DEFINED	3
			811	27296	SH	DEFINED	12
			195	6565	SH	DEFINED	10
			1726	58108	SH	DEFINED	16
			9401	316529	SH	DEFINED	85
			-----	-----			
			17779	598621			
DOW JONES & CO INC	COM	260561105	120	2778	SH	DEFINED	9
			17	400	SH	DEFINED	16
			251	5800	SH	DEFINED	85
			-----	-----			
			388	8978			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
DU PONT E I DE NEMOURS & CO	COM	263534109	17031	401683	SH	DEFINED	9
			808	19045	SH	DEFINED	3
			307	7240	SH	DEFINED	12
			7	157	SH	DEFINED	5
			333	7842	SH	DEFINED	10
			2789	65769	SH	DEFINED	16
			5021	118420	SH	DEFINED	85
-----	-----						
			26295	620156			
DUANE READE INC	COM	263578106	1700	100000	SH	DEFINED	85
			-----	-----			
			1700	100000			
DUKE ENERGY CORP	COM	264399106	8173	418247	SH	DEFINED	9
			1054	53932	SH	DEFINED	3
			590	30200	SH	DEFINED	12
			50	2556	SH	DEFINED	5
			893	45710	SH	DEFINED	10
			1875	95953	SH	DEFINED	16

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			4418	226112	SH	DEFINED	85
			-----	-----			
			17053	872710			
DUKE REALTY CORP	COM NEW	264411505	290	11393	SH	DEFINED	9
			16	615	SH	DEFINED	3
			8	298	SH	DEFINED	5
			20	800	SH	DEFINED	10
			168	6600	SH	DEFINED	16
			-----	-----			
			502	19706			
DUN & BRADSTREET CORP DEL NE	COM	26483E100	177	5125	SH	DEFINED	9
			5	150	SH	DEFINED	3
			111	3204	SH	DEFINED	16
			-----	-----			
			292	8479			
DYNEGY INC NEW	CL A	26816Q101	1	1000	SH	DEFINED	9
			2	2000	SH	DEFINED	3
			1	600	SH	DEFINED	12
			2	2099	SH	DEFINED	16
			33	28000	SH	DEFINED	85
			-----	-----			
			40	33699			

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PAGE 48 OF 155 NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
-----			-----	-----	-----	-----	-----
E M C CORP MASS	COM	268648102	5307	864338	SH	DEFINED	9
			31	5000	SH	DEFINED	3
			393	64052	SH	DEFINED	12
			18	2976	SH	DEFINED	5
			241	39327	SH	DEFINED	10
			1159	188837	SH	DEFINED	16
			2037	331800	SH	DEFINED	85
			-----	-----			
			9188	1496330			
EOG RES INC	COM	26875P101	25	629	SH	DEFINED	16
			319	8000	SH	DEFINED	85
			-----	-----			
			344	8629			
E TRADE GROUP INC	COM	269246104	23	4710	SH	DEFINED	16
			1482	305000	SH	DEFINED	85
			-----	-----			
			1505	309710			
EAST WEST BANCORP INC	COM	27579R104	2706	75000	SH	DEFINED	85
			-----	-----			
			2706	75000			
EASTMAN CHEM CO	COM	277432100	114	3100	SH	DEFINED	9

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			13	355	SH	DEFINED	3
			37	1000	SH	DEFINED	12
			54	1478	SH	DEFINED	16
			195	5300	SH	DEFINED	85
			-----	-----			
			413	11233			
EASTMAN KODAK CO	COM	277461109	381	10875	SH	DEFINED	9
			82	2354	SH	DEFINED	3
			11	300	SH	DEFINED	12
			294	8401	SH	DEFINED	16
			1545	44100	SH	DEFINED	85
			-----	-----			
			2314	66030			
EATON CORP	COM	278058102	223	2860	SH	DEFINED	9
			441	5650	SH	DEFINED	16
			1211	15500	SH	DEFINED	85
			-----	-----			
			1875	24010			

PAGE		49 OF 155		FORM 13F					
				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA	
-----			-----	-----	-----	-----	-----	-----	
EATON VANCE SR INCOME TR	SH BEN INT	27826S103	282	36400	SH		DEFINED	85	
			-----	-----					
			282	36400					
EBAY INC	COM	278642103	525	7748	SH		DEFINED	9	
			33	490	SH		DEFINED	3	
			23	340	SH		DEFINED	12	
			64	945	SH		DEFINED	16	
			1424	21000	SH		DEFINED	85	
			-----	-----					
			2070	30523					
ECHELON CORP	COM	27874N105	3	250	SH		DEFINED	9	
			0	39	SH		DEFINED	16	
			1401	125000	SH		DEFINED	85	
			-----	-----					
			1404	125289					
ECOLAB INC	COM	278865100	33971	686274	SH		DEFINED	9	
			2431	49115	SH		DEFINED	3	
			1636	33044	SH		DEFINED	12	
			289	5835	SH		DEFINED	5	
			15	302	SH		DEFINED	10	
			2371	47898	SH		DEFINED	16	
			19727	398522	SH		DEFINED	85	
			-----	-----					
			60439	1220990					
EDELBROCK CORP	COM	279434104	1316	115500	SH		DEFINED	85	
			-----	-----					

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			1316	115500		
EDISON INTL	COM	281020107	56	4700	SH	DEFINED 9
			22	1890	SH	DEFINED 3
			105	8883	SH	DEFINED 16
			265	22400	SH	DEFINED 85
			-----	-----		
			449	37873		

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PAGE	50 OF	155	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP				
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN
	EDWARDS AG INC	COM	281760108	3830	116210	SH	DEFINED 9
				645	19556	SH	DEFINED 3
				236	7160	SH	DEFINED 12
				42	1270	SH	DEFINED 5
				97	2950	SH	DEFINED 10
				165	5012	SH	DEFINED 16
				5290	160500	SH	DEFINED 85
				-----	-----		
				10305	312658		
	EFUNDS CORP	COM	28224R101	248	27274	SH	DEFINED 16
				-----	-----		
				248	27274		
	1838 BD-DEB TRADING FD	COM	282520105	20	1000	SH	DEFINED 9
				7	349	SH	DEFINED 16
				2487	127000	SH	DEFINED 85
				-----	-----		
				2513	128349		
	EL PASO CORP	COM	28336L109	93	13347	SH	DEFINED 9
				32	4646	SH	DEFINED 3
				1	100	SH	DEFINED 12
				4	564	SH	DEFINED 10
				27	3875	SH	DEFINED 16
				280	40295	SH	DEFINED 85
				-----	-----		
				437	62827		
	ELECTRO SCIENTIFIC INDS	COM	285229100	2600	130000	SH	DEFINED 85
				-----	-----		
				2600	130000		
	ELECTRONIC ARTS INC	COM	285512109	21	430	SH	DEFINED 9
				23	469	SH	DEFINED 16
				478	9600	SH	DEFINED 85
				-----	-----		
				523	10499		

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			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
ELECTRONIC DATA SYS NEW	COM	285661104	78	4255	SH		DEFINED	9	
			27	1451	SH		DEFINED	3	
			31	1700	SH		DEFINED	12	
			2	104	SH		DEFINED	5	
			64	3448	SH		DEFINED	16	
			610	33100	SH		DEFINED	85	
			812	44058					
ELECTRONICS BOUTIQUE HLDGS C	COM	286045109	837	52930	SH		DEFINED	9	
			82	5162	SH		DEFINED	16	
			4285	271000	SH		DEFINED	85	
			5203	329092					
EMERSON ELEC CO	COM	291011104	83361	1639341	SH		DEFINED	9	
			4400	86526	SH		DEFINED	3	
			3659	71961	SH		DEFINED	12	
			436	8575	SH		DEFINED	5	
			496	9763	SH		DEFINED	10	
			4998	98292	SH		DEFINED	16	
			33066	650265	SH		DEFINED	85	
130416	2564723								
EMMIS COMMUNICATIONS CORP	CL A	291525103	1354	65000	SH		DEFINED	9	
			23	1100	SH		DEFINED	12	
			531	25500	SH		DEFINED	85	
			1908	91600					
ENERGEN CORP	COM	29265N108	10	350	SH		DEFINED	9	
			17	600	SH		DEFINED	16	
			1164	40000	SH		DEFINED	85	
			1192	40950					
ENGELHARD CORP	COM	292845104	38	1712	SH		DEFINED	9	
			1	35	SH		DEFINED	16	
			198	8837	SH		DEFINED	85	
			237	10584					
ENGINEERED SUPPORT SYS INC	COM	292866100	442	12054	SH		DEFINED	85	
			442	12054					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN	O MA
ENESCO GROUP INC	COM	292973104	311	43900	SH		DEFINED	85
			311	43900				
ENTERGY CORP NEW	COM	29364G103	37	811	SH		DEFINED	9
			119	2613	SH		DEFINED	3
			349	7654	SH		DEFINED	16
			1432	31400	SH		DEFINED	85
			1937	42478				
EQUIFAX INC	COM	294429105	472	20400	SH		DEFINED	9
			46	2000	SH		DEFINED	3
			222	9600	SH		DEFINED	12
			4	175	SH		DEFINED	10
			737	31855	SH		DEFINED	16
			229	9900	SH		DEFINED	85
			1711	73930				
EQUITABLE RES INC	COM	294549100	259	7400	SH		DEFINED	9
			42	1200	SH		DEFINED	5
			301	8600				
EQUITY INCOME FD	UT 1 EX SR-ATT	294700703	211	2647	SH		DEFINED	9
			211	2647				
EQUITY OFFICE PROPERTIES TRU	COM	294741103	541	21641	SH		DEFINED	9
			100	4000	SH		DEFINED	3
			148	5915	SH		DEFINED	12
			20	791	SH		DEFINED	5
			10	400	SH		DEFINED	10
			139	5575	SH		DEFINED	16
			2368	94800	SH		DEFINED	85
			3325	133122				
EQUITY RESIDENTIAL	SH BEN INT	29476L107	37	1500	SH		DEFINED	9
			279	11342	SH		DEFINED	16
			467	19000	SH		DEFINED	85
			783	31842				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN	O MA
EQUITY RESIDENTIAL	PFD CV 1/10 G	29476L859	1803	73900	SH		DEFINED	85



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			1803	73900		
EQUUS II INC	COM	294766100	880	132600	SH	DEFINED 85
			-----	-----		
			880	132600		
ERICSSON L M TEL CO	ADR B SEK 10	294821608	6	960	SH	DEFINED 9
			81	12074	SH	DEFINED 16
			-----	-----		
			88	13034		
ESTERLINE TECHNOLOGIES CORP	COM	297425100	97	5500	SH	DEFINED 9
			1767	100000	SH	DEFINED 85
			-----	-----		
			1864	105500		
ETHYL CORP	COM NEW	297659609	422	65000	SH	DEFINED 85
			-----	-----		
			422	65000		
EXELON CORP	COM	30161N101	100	1891	SH	DEFINED 9
			118	2245	SH	DEFINED 3
			16	300	SH	DEFINED 5
			1637	31017	SH	DEFINED 16
			2225	42162	SH	DEFINED 85
			-----	-----		
			4096	77615		
EXXON MOBIL CORP	COM	30231G102	193747	5545141	SH	DEFINED 9
			14051	402142	SH	DEFINED 3
			5721	163735	SH	DEFINED 12
			1437	41134	SH	DEFINED 5
			2914	83396	SH	DEFINED 10
			30286	866798	SH	DEFINED 16
			50659	1449895	SH	DEFINED 85
			-----	-----		
			298815	8552241		

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				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA		
			-----	-----	-----	-----	-----		
FPL GROUP INC	COM	302571104	2479	41230	SH	DEFINED 9			
			1723	28658	SH	DEFINED 3			
			585	9727	SH	DEFINED 12			
			97	1607	SH	DEFINED 5			
			998	16593	SH	DEFINED 10			
			3069	51035	SH	DEFINED 16			
			3465	57625	SH	DEFINED 85			
			-----	-----					
			12415	206475					
FTI CONSULTING INC	COM	302941109	3011	75000	SH	DEFINED 85			
			-----	-----					
			3011	75000					

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FACTSET RESH SYS INC	COM	303075105	36	1273	SH	DEFINED	12
			2827	100000	SH	DEFINED	85
			-----	-----			
			2863	101273			
FAMILY DLR STORES INC	COM	307000109	77	2475	SH	DEFINED	9
			371	11900	SH	DEFINED	85
			-----	-----			
			449	14375			
FASTENAL CO	COM	311900104	8994	240533	SH	DEFINED	9
			77	2065	SH	DEFINED	12
			161	4300	SH	DEFINED	5
			221	5898	SH	DEFINED	16
			10954	292955	SH	DEFINED	85
			-----	-----			
			20406	545751			
FEDERAL HOME LN MTG CORP	COM	313400301	34357	581831	SH	DEFINED	9
			1478	25026	SH	DEFINED	3
			982	16638	SH	DEFINED	12
			779	13188	SH	DEFINED	5
			555	9402	SH	DEFINED	10
			1078	18256	SH	DEFINED	16
			4907	83100	SH	DEFINED	85
			-----	-----			
			44137	747441			

PAGE		55 OF 155		FORM 13F						
				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA		
FEDERAL NATL MTG ASSN	COM	313586109	22173	344674	SH	DEFINED	9			
			1224	19033	SH	DEFINED	3			
			290	4505	SH	DEFINED	12			
			112	1748	SH	DEFINED	5			
			537	8350	SH	DEFINED	10			
			4242	65945	SH	DEFINED	16			
			7462	116000	SH	DEFINED	85			
-----	-----									
			36041	560255						
FEDERAL SIGNAL CORP	COM	313855108	36	1866	SH	DEFINED	9			
			39	2000	SH	DEFINED	12			
			6	300	SH	DEFINED	10			
			64	3314	SH	DEFINED	16			
			2913	150000	SH	DEFINED	85			
			-----	-----						
			3058	157480						
FEDERATED DEPT STORES INC DE	COM	31410H101	279	9710	SH	DEFINED	9			
			111	3845	SH	DEFINED	16			
			846	29400	SH	DEFINED	85			
-----	-----									

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			1235	42955		
FEDEX CORP	COM	31428X106	1854	34199	SH	DEFINED 9
			54	1000	SH	DEFINED 3
			451	8310	SH	DEFINED 16
			2468	45520	SH	DEFINED 85
			-----	-----		
			4827	89029		
FELCOR LODGING TR INC	PFD CV A \$1.95	31430F200	209	10000	SH	DEFINED 85
			-----	-----		
			209	10000		
FIDELITY NATIONAL SOLTNS INC	COM	31620P109	2588	150000	SH	DEFINED 85
			-----	-----		
			2588	150000		
FIDELITY NATL FINL INC	COM	316326107	1642	50000	SH	DEFINED 85
			-----	-----		
			1642	50000		

				FORM 13F			
PAGE	56 OF 155	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL DSCRETN	O MA	
FIFTH THIRD BANCORP	COM	316773100	1156426	19751083	SH	DEFINED 9	
			165179	2821162	SH	DEFINED 3	
			3494	59678	SH	DEFINED 12	
			21832	372875	SH	DEFINED 5	
			6210	106056	SH	DEFINED 10	
			210872	3601565	SH	DEFINED 16	
			3689	63012	SH	DEFINED 85	
			-----	-----			
			1567702	26775431			
FINANCIAL FED CORP	COM	317492106	33	1327	SH	DEFINED 12	
			1885	75000	SH	DEFINED 85	
			-----	-----			
			1918	76327			
FINISAR	COM	31787A101	1	1500	SH	DEFINED 16	
			428	450000	SH	DEFINED 85	
			-----	-----			
			429	451500			
FIRST AMERN CORP CALIF	COM	318522307	1665	75000	SH	DEFINED 85	
			-----	-----			
			1665	75000			
FIRST BANCORP P R	COM	318672102	3390	150000	SH	DEFINED 85	
			-----	-----			
			3390	150000			
FIRST CTZNS BANC CORP	COM NO PAR	319459202	820	34540	SH	DEFINED 9	
			-----	-----			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	DEFINITION	COUNT
FIRST COMWLTH FINL CORP PA	COM	319829107	820	34540			
			1150	100000	SH	DEFINED	85
			-----	-----			
			1150	100000			
FIRST DATA CORP	COM	319963104	6422	181365	SH	DEFINED	9
			64	1796	SH	DEFINED	3
			705	19911	SH	DEFINED	12
			69	1955	SH	DEFINED	5
			52	1482	SH	DEFINED	10
			3007	84907	SH	DEFINED	16
			4001	113000	SH	DEFINED	85
			-----	-----			
			14320	404416			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	DEFINITION	COUNT
FIRST FINL BANCORP OH	COM	320209109	331	20165	SH	DEFINED	9
			242	14768	SH	DEFINED	16
			-----	-----			
			573	34933			
FIRST IND CORP	COM	32054R108	1459	78842	SH	DEFINED	3
			58	3135	SH	DEFINED	16
			-----	-----			
			1517	81977			
FIRST MIDWEST BANCORP DEL	COM	320867104	1012	37874	SH	DEFINED	16
			3339	125000	SH	DEFINED	85
			-----	-----			
			4350	162874			
FIRST REP BK SAN FRANCISCO	COM	336158100	1000	50000	SH	DEFINED	85
			-----	-----			
			1000	50000			
FIRST TENN NATL CORP	COM	337162101	53098	1477399	SH	DEFINED	9
			1287	35816	SH	DEFINED	3
			611	17004	SH	DEFINED	12
			673	18715	SH	DEFINED	5
			104	2900	SH	DEFINED	10
			603	16765	SH	DEFINED	16
			14026	390250	SH	DEFINED	85
			-----	-----			
			70401	1958849			
FISERV INC	COM	337738108	16600	488945	SH	DEFINED	9
			150	4431	SH	DEFINED	3
			857	25233	SH	DEFINED	12
			194	5717	SH	DEFINED	5
			74	2187	SH	DEFINED	10
			723	21283	SH	DEFINED	16

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			13126	386639	SH	DEFINED	85
			-----	-----			
			31724	934435			
FIRSTFED FINL CORP	COM	337907109	2461	85000	SH	DEFINED	85
			-----	-----			
			2461	85000			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN	O MA
			-----	-----	-----	-----	-----
FIRSTENERGY CORP	COM	337932107	372	11282	SH	DEFINED	9
			58	1774	SH	DEFINED	3
			3	101	SH	DEFINED	12
			540	16371	SH	DEFINED	16
			1270	38520	SH	DEFINED	85
			-----	-----			
			2244	68048			
FLEETBOSTON FINL CORP	COM	339030108	5779	237830	SH	DEFINED	9
			511	21038	SH	DEFINED	3
			801	32952	SH	DEFINED	12
			1	30	SH	DEFINED	5
			87	3590	SH	DEFINED	10
			1064	43794	SH	DEFINED	16
			9773	402162	SH	DEFINED	85
			-----	-----			
			18016	741396			
FLEMING COS INC	COM	339130106	1	200	SH	DEFINED	9
			920	140000	SH	DEFINED	85
			-----	-----			
			921	140200			
FLORIDA EAST COAST INDS	CL B	340632207	2339	106000	SH	DEFINED	85
			-----	-----			
			2339	106000			
FLOW INTL CORP	COM	343468104	620	243300	SH	DEFINED	85
			-----	-----			
			620	243300			
FOOT LOCKER INC	COM	344849104	20	1896	SH	DEFINED	9
			4	400	SH	DEFINED	3
			2678	255000	SH	DEFINED	85
			-----	-----			
			2702	257296			
FORD MTR CO DEL	COM PAR \$0.01	345370860	292	31381	SH	DEFINED	9
			168	18106	SH	DEFINED	3
			1	108	SH	DEFINED	12
			5	514	SH	DEFINED	5
			19	2000	SH	DEFINED	10
			1932	207708	SH	DEFINED	16

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2199 236503 SH DEFINED 85  
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 4616 496320

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	MA	
FORD MTR CO CAP TR II	PFD TR CV6.5%	345395206	40	984	SH		DEFINED	9	
			877	21466	SH		DEFINED	16	
			409	10000	SH		DEFINED	85	
			-----	-----					
			1326	32450					
FOREST LABS INC	COM	345838106	8436	85892	SH		DEFINED	9	
			2420	24640	SH		DEFINED	3	
			886	9021	SH		DEFINED	12	
			821	8360	SH		DEFINED	5	
			142	1450	SH		DEFINED	10	
			1839	18722	SH		DEFINED	16	
			11737	119500	SH		DEFINED	85	
-----	-----								
			26282	267585					
FORTUNE BRANDS INC	COM	349631101	1156	24865	SH		DEFINED	9	
			28	600	SH		DEFINED	3	
			140	3000	SH		DEFINED	12	
			653	14050	SH		DEFINED	16	
			1307	28100	SH		DEFINED	85	
-----	-----								
			3284	70615					
FOUNDRY NETWORKS INC	COM	35063R100	40	5617	SH		DEFINED	9	
			31	4460	SH		DEFINED	12	
			1	200	SH		DEFINED	16	
			2675	380000	SH		DEFINED	85	
-----	-----								
			2748	390277					
4 KIDS ENTMT INC	COM	350865101	302	13678	SH		DEFINED	16	
-----	-----								
			302	13678					
FRANKLIN ELEC INC	COM	353514102	1850	38543	SH		DEFINED	16	
			-----	-----					
			1850	38543					
FRANKLIN RES INC	COM	354613101	82	2400	SH		DEFINED	9	
			3	80	SH		DEFINED	3	
			10	280	SH		DEFINED	16	
			610	17900	SH		DEFINED	85	
-----	-----								
			704	20660					

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PAGE	60 OF	155	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA
	FREEMPORT-MCMORAN COPPER & GO	CL B	35671D857	28	1684	SH		DEFINED	9
				61	3623	SH		DEFINED	16
				171	10200	SH		DEFINED	85
				260	15507				
	FRIEDMAN BILLINGS RAMSEY GRO	CL A	358433100	608	65000	SH		DEFINED	85
				608	65000				
	FROZEN FOOD EXPRESS INDS INC	COM	359360104	317	122000	SH		DEFINED	85
				317	122000				
	FURNITURE BRANDS INTL INC	COM	360921100	1670	70000	SH		DEFINED	85
				1670	70000				
	GATX CORP	COM	361448103	1565	68574	SH		DEFINED	9
				29	1250	SH		DEFINED	3
				42	1850	SH		DEFINED	12
				46	2015	SH		DEFINED	16
				1682	73689				
	GABELLI EQUITY TR INC	COM	362397101	174	25334	SH		DEFINED	9
				48	7000	SH		DEFINED	3
				12	1762	SH		DEFINED	10
				62	9012	SH		DEFINED	16
				295	43108				
	GALLAHER GROUP PLC	SPONSORED ADR	363595109	528	13477	SH		DEFINED	9
				195	4973	SH		DEFINED	16
				723	18450				
	GALYANS TRADING INC	COM	36458R101	29	2854	SH		DEFINED	12
				104	10440	SH		DEFINED	16
				750	75000	SH		DEFINED	85
				883	88294				

			FORM 13F						
PAGE	61 OF	155	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA

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GANNETT INC	COM	364730101	5282	73566	SH	DEFINED	9
			221	3080	SH	DEFINED	3
			144	2000	SH	DEFINED	12
			86	1200	SH	DEFINED	5
			1644	22890	SH	DEFINED	16
			2714	37800	SH	DEFINED	85
			-----	-----			
			10090	140536			
GAP INC DEL	COM	364760108	57	3698	SH	DEFINED	9
			7	437	SH	DEFINED	3
			1	90	SH	DEFINED	5
			69	4452	SH	DEFINED	16
			930	59937	SH	DEFINED	85
			-----	-----			
			1065	68614			
GATEWAY INC	COM	367626108	9	2900	SH	DEFINED	9
			4	1200	SH	DEFINED	3
			3	800	SH	DEFINED	16
			81	25900	SH	DEFINED	85
			-----	-----			
			97	30800			
GENENTECH INC	COM NEW	368710406	773	23305	SH	DEFINED	9
			1071	32300	SH	DEFINED	3
			7	199	SH	DEFINED	12
			3	80	SH	DEFINED	10
			66	2001	SH	DEFINED	16
			686	20700	SH	DEFINED	85
			-----	-----			
			2606	78585			
GENERAL CABLE CORP DEL NEW	COM	369300108	545	143300	SH	DEFINED	85
			-----	-----			
			545	143300			
GENERAL DYNAMICS CORP	COM	369550108	2362	29763	SH	DEFINED	9
			130	1638	SH	DEFINED	3
			1768	22276	SH	DEFINED	12
			12	157	SH	DEFINED	5
			410	5160	SH	DEFINED	10
			1149	14471	SH	DEFINED	16
			3087	38900	SH	DEFINED	85
			-----	-----			
			8918	112365			

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				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	SH/ AMT	PUT/ CALL	INVSTMT	DSCRETN	O MA	
			-----	-----	-----	-----	-----	-----	-----	
GENERAL ELEC CO	COM	369604103	222917	9154687	SH	DEFINED	9			
			14212	583663	SH	DEFINED	3			



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			7107	291870	SH	DEFINED	12
			1887	77494	SH	DEFINED	5
			2724	111876	SH	DEFINED	10
			41971	1723661	SH	DEFINED	16
			48401	1987713	SH	DEFINED	85
			-----	-----			
			339219	13930964			
GENERAL MLS INC	COM	370334104	2121	45180	SH	DEFINED	9
			326	6947	SH	DEFINED	3
			37	780	SH	DEFINED	12
			532	11337	SH	DEFINED	16
			2817	60000	SH	DEFINED	85
			-----	-----			
			5833	124244			
GENERAL MTRS CORP	COM	370442105	1683	45662	SH	DEFINED	9
			337	9140	SH	DEFINED	3
			155	4216	SH	DEFINED	12
			28	772	SH	DEFINED	5
			454	12320	SH	DEFINED	10
			2115	57392	SH	DEFINED	16
			3844	104300	SH	DEFINED	85
			-----	-----			
			8618	233802			
GENERAL MTRS CORP	CL H NEW	370442832	30	2815	SH	DEFINED	9
			17	1547	SH	DEFINED	3
			17	1617	SH	DEFINED	12
			1	78	SH	DEFINED	5
			144	13420	SH	DEFINED	16
			-----	-----			
			208	19477			
GENESIS MICROCHIP INC DEL	COM	37184C103	1	55	SH	DEFINED	9
			1	92	SH	DEFINED	16
			653	50000	SH	DEFINED	85
			-----	-----			
			654	50147			

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				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA		
GENTEX CORP	COM	371901109	1792	56633	SH	DEFINED	9			
			25	800	SH	DEFINED	12			
			900	28457	SH	DEFINED	16			
			5974	188800	SH	DEFINED	85			
			-----	-----						
			8691	274690						
GENUINE PARTS CO	COM	372460105	32	1050	SH	DEFINED	3			
			200	6500	SH	DEFINED	12			
			2205	71584	SH	DEFINED	16			
			370	12025	SH	DEFINED	85			

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				2808	91159		
GENZYME CORP	COM GENL DIV	372917104	12	400	SH	DEFINED	9
			41	1400	SH	DEFINED	3
			5	180	SH	DEFINED	16
			438	14800	SH	DEFINED	85
			-----		496	16780	
GEORGIA PAC CORP	COM	373298108	55	3397	SH	DEFINED	9
			12	760	SH	DEFINED	3
			58	3600	SH	DEFINED	12
			152	9416	SH	DEFINED	16
			256	15845	SH	DEFINED	85
-----		534	33018				
GILLETTE CO	COM	375766102	15719	517743	SH	DEFINED	9
			1406	46311	SH	DEFINED	3
			1144	37678	SH	DEFINED	12
			191	6276	SH	DEFINED	5
			219	7215	SH	DEFINED	10
			3836	126350	SH	DEFINED	16
			7237	238369	SH	DEFINED	85
-----		29751	979942				
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	1319	35212	SH	DEFINED	9
			203	5432	SH	DEFINED	3
			7	200	SH	DEFINED	12
			17	455	SH	DEFINED	10
			359	9575	SH	DEFINED	16
-----		1906	50874				

PAGE		64 OF 155		FORM 13F						
				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	SH/ AMT	PUT/ CALL	INVSTMT DCRETN	O MA		
GLENBOROUGH RLTY TR INC	PFD CV SER A%	37803P204	1565	74000	SH	DEFINED	85			
			-----		1565	74000				
GOLDEN WEST FINL CORP DEL	COM	381317106	2	25	SH	DEFINED	9			
			323	4500	SH	DEFINED	16			
			761	10600	SH	DEFINED	85			
-----		1086	15125							
GOLDMAN SACHS GROUP INC	COM	38141G104	12	171	SH	DEFINED	9			
			2	30	SH	DEFINED	3			
			64	936	SH	DEFINED	16			
			2261	33200	SH	DEFINED	85			
-----										

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			2338	34337		
GOODRICH CORP	COM	382388106	23	1254	SH	DEFINED 9
			5	300	SH	DEFINED 16
			683	37300	SH	DEFINED 85
			-----	-----		
			712	38854		
GOODYEAR TIRE & RUBR CO	COM	382550101	187	27486	SH	DEFINED 9
			16	2355	SH	DEFINED 3
			5	800	SH	DEFINED 12
			21	3102	SH	DEFINED 16
			1186	174100	SH	DEFINED 85
			-----	-----		
			1415	207843		
GRACO INC	COM	384109104	6	225	SH	DEFINED 10
			2865	100000	SH	DEFINED 85
			-----	-----		
			2871	100225		
GRAINGER W W INC	COM	384802104	475	9220	SH	DEFINED 9
			13	250	SH	DEFINED 5
			57	1100	SH	DEFINED 16
			330	6400	SH	DEFINED 85
			-----	-----		
			875	16970		
GRANITE CONSTR INC	COM	387328107	1163	75000	SH	DEFINED 85
			-----	-----		
			1163	75000		

				FORM 13F					
PAGE	65 OF	155	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	CALL DCRETN		
	-----	-----	-----	-----	-----	-----	-----	-----	-----
	GREAT LAKES CHEM CORP	COM	390568103	1	30	SH		DEFINED 3	
				407	17048	SH		DEFINED 16	
				86	3600	SH		DEFINED 85	
				-----	-----				
				494	20678				
	GREATER BAY BANCORP	COM	391648102	2161	125000	SH		DEFINED 85	
				-----	-----				
				2161	125000				
	GUIDANT CORP	COM	401698105	7157	232003	SH		DEFINED 9	
				166	5375	SH		DEFINED 3	
				22	700	SH		DEFINED 12	
				58	1868	SH		DEFINED 5	
				65	2100	SH		DEFINED 10	
				492	15956	SH		DEFINED 16	
				1325	42950	SH		DEFINED 85	
				-----	-----				
				9284	300952				

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HCA INC	COM	404119109	10723	258378	SH	DEFINED	9
			76	1830	SH	DEFINED	3
			6700	161455	SH	DEFINED	12
			107	2590	SH	DEFINED	5
			538	12975	SH	DEFINED	16
			17129	412749	SH	DEFINED	85
			-----	-----			
			35274	849977			
HAGGAR CORP	COM	405173105	578	45900	SH	DEFINED	85
			-----	-----			
			578	45900			
HALLIBURTON CO	COM	406216101	689	36850	SH	DEFINED	9
			13	700	SH	DEFINED	3
			11	600	SH	DEFINED	10
			41	2212	SH	DEFINED	16
			563	30100	SH	DEFINED	85
			-----	-----			
			1318	70462			
JOHN HANCOCK BK & THRIFT OPP	SH BEN INT	409735107	3355	445000	SH	DEFINED	85
			-----	-----			
			3355	445000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN	O MA
HANCOCK JOHN INCOME SECS TR	COM	410123103	15	1000	SH	DEFINED	9
			157	10714	SH	DEFINED	16
			-----	-----			
			172	11714			
HANCOCK JOHN FINL SVCS INC	COM	41014S106	244	8735	SH	DEFINED	9
			21	735	SH	DEFINED	3
			1	28	SH	DEFINED	12
			143	5141	SH	DEFINED	16
			1646	59000	SH	DEFINED	85
			-----	-----			
			2055	73639			
HARKEN ENERGY CORP	COM NEW	412552309	77	350000	SH	DEFINED	85
			-----	-----			
			77	350000			
HARLAND JOHN H CO	COM	412693103	1392	62900	SH	DEFINED	85
			-----	-----			
			1392	62900			
HARLEY DAVIDSON INC	COM	412822108	15030	325330	SH	DEFINED	9
			1268	27440	SH	DEFINED	3
			1798	38920	SH	DEFINED	12
			276	5965	SH	DEFINED	5
			-----	-----			

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			788	17064	SH	DEFINED	10
			3559	77040	SH	DEFINED	16
			12326	266800	SH	DEFINED	85
			-----	-----			
			35045	758559			
HARMAN INTL INDS INC	COM	413086109	4463	75000	SH	DEFINED	85
			-----	-----			
			4463	75000			
HARRAHS ENTMT INC	COM	413619107	99	2500	SH	DEFINED	9
			305	7700	SH	DEFINED	85
			-----	-----			
			404	10200			
HARRIS CORP DEL	COM	413875105	13	500	SH	DEFINED	9
			26	1000	SH	DEFINED	16
			2630	100000	SH	DEFINED	85
			-----	-----			
			2669	101500			

PAGE		67 OF 155		FORM 13F					
				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA		
-----	-----	-----	-----	-----	-----	-----	-----		
HARTFORD FINL SVCS GROUP INC	COM	416515104	2151	47348	SH	DEFINED	9		
			891	19610	SH	DEFINED	3		
			773	17025	SH	DEFINED	12		
			75	1640	SH	DEFINED	10		
			748	16458	SH	DEFINED	16		
			8257	181750	SH	DEFINED	85		
			-----	-----					
			12894	283831					
HARTMARX CORP	COM	417119104	866	355000	SH	DEFINED	85		
			-----	-----					
			866	355000					
HASBRO INC	COM	418056107	2	130	SH	DEFINED	9		
			7	600	SH	DEFINED	12		
			2	175	SH	DEFINED	5		
			1	75	SH	DEFINED	16		
			137	11900	SH	DEFINED	85		
			-----	-----					
			149	12880					
HEALTH CARE PPTY INVS INC	COM	421915109	427	11141	SH	DEFINED	9		
			52	1350	SH	DEFINED	3		
			19	500	SH	DEFINED	12		
			155	4050	SH	DEFINED	10		
			153	4000	SH	DEFINED	16		
			790	20625	SH	DEFINED	85		
			-----	-----					
			1596	41666					

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HEALTHSOUTH CORP	COM	421924101	51	12126	SH	DEFINED	9
			32	7625	SH	DEFINED	16
			314	74650	SH	DEFINED	85
			-----				
			396	94401			
HEALTH MGMT ASSOC INC NEW	CL A	421933102	27	1490	SH	DEFINED	9
			9	525	SH	DEFINED	3
			36	2000	SH	DEFINED	10
			294	16400	SH	DEFINED	85
			-----				
			365	20415			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL DSCRETN	MA	
HEALTH CARE REIT INC	COM	42217K106	496	18343	SH	DEFINED	9
			8	300	SH	DEFINED	16
			-----				
			504	18643			
HEIDRICK & STRUGGLES INTL IN	COM	422819102	44	3000	SH	DEFINED	9
			147	10000	SH	DEFINED	85
			-----				
			191	13000			
HEINZ H J CO	COM	423074103	2573	78281	SH	DEFINED	9
			61	1850	SH	DEFINED	3
			51	1550	SH	DEFINED	12
			13	400	SH	DEFINED	5
			725	22047	SH	DEFINED	16
			795	24200	SH	DEFINED	85
-----							
			4218	128328			
HERSHEY FOODS CORP	COM	427866108	22287	330467	SH	DEFINED	9
			2560	37957	SH	DEFINED	3
			182	2700	SH	DEFINED	12
			3	50	SH	DEFINED	5
			2734	40542	SH	DEFINED	16
900	13350	SH	DEFINED	85			
-----							
			28666	425066			
HEWLETT PACKARD CO	COM	428236103	9526	548745	SH	DEFINED	9
			1686	97136	SH	DEFINED	3
			633	36479	SH	DEFINED	12
			45	2588	SH	DEFINED	5
			124	7145	SH	DEFINED	10
			2303	132662	SH	DEFINED	16
			12469	718237	SH	DEFINED	85
-----							
			26786	1542992			

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HILB ROGAL & HAMILTON CO	COM	431294107	47	1153	SH	DEFINED	12
			307	7500	SH	DEFINED	16
			4090	100000	SH	DEFINED	85
			-----	-----			
			4444	108653			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVTMT	
			-----					MA
HILLENBRAND INDS INC	COM	431573104	19640	406547	SH	DEFINED	9	
			39	800	SH	DEFINED	3	
			19	400	SH	DEFINED	5	
			72	1500	SH	DEFINED	16	
			-----	-----				
			19771	409247				
HILTON HOTELS CORP	COM	432848109	159	12500	SH	DEFINED	16	
			774	60900	SH	DEFINED	85	
			-----	-----				
			933	73400				
HOLOGIC INC	COM	436440101	24	2000	SH	DEFINED	9	
			122	10000	SH	DEFINED	85	
			-----	-----				
			147	12000				
HOME DEPOT INC	COM	437076102	62753	2612530	SH	DEFINED	9	
			2894	120495	SH	DEFINED	3	
			3791	157838	SH	DEFINED	12	
			910	37885	SH	DEFINED	5	
			1577	65642	SH	DEFINED	10	
			8665	360725	SH	DEFINED	16	
			33692	1402658	SH	DEFINED	85	
			-----	-----				
			114282	4757773				
HON INDS INC	COM	438092108	909	32150	SH	DEFINED	16	
			-----	-----				
			909	32150				
HONEYWELL INTL INC	COM	438516106	3331	138778	SH	DEFINED	9	
			791	32944	SH	DEFINED	3	
			524	21835	SH	DEFINED	12	
			1	52	SH	DEFINED	5	
			65	2705	SH	DEFINED	10	
			1336	55669	SH	DEFINED	16	
			7669	319562	SH	DEFINED	85	
			-----	-----				
			13717	571545				
HOSPITALITY PPTYS TR	COM SH BEN INT	44106M102	70	2000	SH	DEFINED	9	
			25	700	SH	DEFINED	3	
			150	4250	SH	DEFINED	16	
			-----	-----				

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			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
HOT TOPIC INC	COM	441339108	52	2287	SH		DEFINED	12	
			2860	125000	SH		DEFINED	85	
			2912	127287					
HOUSEHOLD INTL INC	COM	441815107	2686	96572	SH		DEFINED	9	
			12	435	SH		DEFINED	3	
			824	29643	SH		DEFINED	16	
			1454	52293	SH		DEFINED	85	
			4976	178943					
HUBBELL INC	CL A	443510102	540	16315	SH		DEFINED	9	
			159	4800	SH		DEFINED	10	
			20	600	SH		DEFINED	16	
			718	21715					
HUBBELL INC	CL B	443510201	1636	46549	SH		DEFINED	9	
			27	780	SH		DEFINED	10	
			6	162	SH		DEFINED	16	
			1669	47491					
HUDSON UNITED BANCORP	COM	444165104	5	157	SH		DEFINED	16	
			2333	75000	SH		DEFINED	85	
			2337	75157					
HUMANA INC	COM	444859102	598	59823	SH		DEFINED	9	
			71	7075	SH		DEFINED	3	
			1692	169243	SH		DEFINED	12	
			12	1195	SH		DEFINED	10	
			220	22000	SH		DEFINED	16	
			1252	125175	SH		DEFINED	85	
3845	384511								
HUNT J B TRANS SVCS INC	COM	445658107	3663	125000	SH		DEFINED	85	
			3663	125000					

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP



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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
HUNTINGTON BANCSHARES INC	COM	446150104	3037	162344	SH		DEFINED	9
			23	1234	SH		DEFINED	3
			128	6853	SH		DEFINED	5
			9	500	SH		DEFINED	10
			6990	373614	SH		DEFINED	16
			310	16561	SH		DEFINED	85
			-----	-----				
			10498	561106				
HYPERION SOLUTIONS CORP	COM	44914M104	22	850	SH		DEFINED	12
			3209	125000	SH		DEFINED	85
			-----	-----				
			3231	125850				
ICOS CORP	COM	449295104	49	2075	SH		DEFINED	16
			936	40000	SH		DEFINED	85
			-----	-----				
			985	42075				
IDEC PHARMACEUTICALS CORP	COM	449370105	2415	72810	SH		DEFINED	9
			123	3700	SH		DEFINED	3
			97	2935	SH		DEFINED	12
			298	8972	SH		DEFINED	16
			7699	232100	SH		DEFINED	85
			-----	-----				
			10632	320517				
ING PRIME RATE TR	SH BEN INT	44977W106	10	1703	SH		DEFINED	16
			1283	210400	SH		DEFINED	85
			-----	-----				
			1294	212103				
IMS HEALTH INC	COM	449934108	270	16846	SH		DEFINED	9
			13	825	SH		DEFINED	3
			290	18140	SH		DEFINED	16
			312	19530	SH		DEFINED	85
			-----	-----				
			885	55341				
ITT EDUCATIONAL SERVICES INC	COM	45068B109	28	1187	SH		DEFINED	12
			2355	100000	SH		DEFINED	85
			-----	-----				
			2383	101187				

PAGE		72 OF 155		FORM 13F					NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP			
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA				
ITT INDS INC IND	COM	450911102	100	1650	SH		DEFINED	9				
			18	300	SH		DEFINED	3				
			326	5375	SH		DEFINED	16				

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			1626	26800	SH	DEFINED	85
			-----	-----			
			2071	34125			
IDEXX LABS INC	COM	45168D104	38	1153	SH	DEFINED	12
			4106	125000	SH	DEFINED	85
			-----	-----			
			4144	126153			
ILLINOIS TOOL WKS INC	COM	452308109	41005	632208	SH	DEFINED	9
			2406	37092	SH	DEFINED	3
			1651	25458	SH	DEFINED	12
			303	4670	SH	DEFINED	5
			1066	16431	SH	DEFINED	10
			3006	46342	SH	DEFINED	16
			15703	242100	SH	DEFINED	85
			-----	-----			
			65139	1004301			
IMATION CORP	COM	45245A107	212	6032	SH	DEFINED	9
			1	24	SH	DEFINED	12
			41	1168	SH	DEFINED	16
			-----	-----			
			253	7224			
INCO LTD	DBCV 7.750% 3	453258AH8	21417	211000	SH	DEFINED	85
			-----	-----			
			21417	211000			
INDEPENDENT BANK CORP MASS	COM	453836108	1140	50000	SH	DEFINED	85
			-----	-----			
			1140	50000			
INDEPENDENT BANK CORP MICH	COM	453838104	459	15156	SH	DEFINED	16
			-----	-----			
			459	15156			
INFOSPACE INC	COM NEW	45678T201	1	100	SH	DEFINED	12
			1	122	SH	DEFINED	16
			296	35000	SH	DEFINED	85
			-----	-----			
			298	35222			

PAGE		73 OF 155		FORM 13F					
				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP					
NAME OF ISSUER			TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DCRETN	O MA
-----			-----	-----	-----	-----	-----	-----	-----
INPUT/OUTPUT INC			COM	457652105	26	6000	SH	DEFINED	9
					213	50000	SH	DEFINED	85
					-----	-----			
					238	56000			
INSITUFORM TECHNOLOGIES INC			CL A	457667103	39	2287	SH	DEFINED	12
					1705	100000	SH	DEFINED	85
					-----	-----			

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				1744	102287		
INSPIRE PHARMACEUTICALS INC	COM	457733103	934	100000	SH	DEFINED	85
				-----	-----		
				934	100000		
INTEGRATED CIRCUIT SYS INC	COM	45811K208	1712	93810	SH	DEFINED	9
				166	9111	SH	DEFINED 16
				5995	328500	SH	DEFINED 85
				-----	-----		
				7873	431421		
INTEGRATED DEVICE TECHNOLOGY	COM	458118106	518	61910	SH	DEFINED	9
				24	2900	SH	DEFINED 3
				49	5829	SH	DEFINED 16
				1841	220000	SH	DEFINED 85
				-----	-----		
				2433	290639		
INTEGRA BK CORP	COM	45814P105	1288	72290	SH	DEFINED	3
				83	4678	SH	DEFINED 5
				-----	-----		
				1372	76968		
INTEL CORP	COM	458140100	85096	5465351	SH	DEFINED	9
				3325	213525	SH	DEFINED 3
				3810	244686	SH	DEFINED 12
				1357	87172	SH	DEFINED 5
				1413	90757	SH	DEFINED 10
				11861	761753	SH	DEFINED 16
				47501	3050800	SH	DEFINED 85
				-----	-----		
				154362	9914044		
INTERCEPT INC	COM	45845L107	23	1379	SH	DEFINED	12
				1693	100000	SH	DEFINED 85
				-----	-----		
				1716	101379		

				FORM 13F					
PAGE	74 OF	155	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA	
-----									
INTERDIGITAL COMMUNICATIONS	COM	45866A105	116	8000	SH		DEFINED	16	
			2184	150000	SH		DEFINED	85	
			-----	-----					
			2300	158000					
INTERMAGNETICS GEN CORP	COM	458771102	49	2486	SH		DEFINED	12	
			1868	95100	SH		DEFINED	85	
			-----	-----					
			1917	97586					
INTERNATIONAL BUSINESS MACHS	COM	459200101	64303	829717	SH		DEFINED	9	
			6218	80231	SH		DEFINED	3	

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			4348	56102	SH	DEFINED	12
			691	8914	SH	DEFINED	5
			1287	16607	SH	DEFINED	10
			17548	226427	SH	DEFINED	16
			39759	513025	SH	DEFINED	85
			-----	-----			
			134155	1731023			
INTERNATIONAL FLAVORS&FRAGRA	COM	459506101	508	14480	SH	DEFINED	9
			133	3780	SH	DEFINED	16
			228	6500	SH	DEFINED	85
			-----	-----			
			869	24760			
INTERNATIONAL GAME TECHNOLOG	COM	459902102	84	1111	SH	DEFINED	16
			456	6000	SH	DEFINED	85
			-----	-----			
			540	7111			
INTL PAPER CO	COM	460146103	2555	73075	SH	DEFINED	9
			501	14320	SH	DEFINED	3
			614	17570	SH	DEFINED	12
			2	71	SH	DEFINED	5
			48	1360	SH	DEFINED	10
			830	23740	SH	DEFINED	16
			7988	228436	SH	DEFINED	85
			-----	-----			
			12539	358572			
INTERNATIONAL RECTIFIER CORP	COM	460254105	1029	55765	SH	DEFINED	9
			97	5264	SH	DEFINED	16
			5222	282900	SH	DEFINED	85
			-----	-----			
			6349	343929			

		FORM 13F							
PAGE 75 OF 155		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
INTERNET SEC SYS INC	COM	46060X107	2291	125000	SH	DEFINED	85		
			-----	-----					
			2291	125000					
INTERPUBLIC GROUP COS INC	COM	460690100	11627	825747	SH	DEFINED	9		
			51	3640	SH	DEFINED	3		
			73	5200	SH	DEFINED	12		
			49	3500	SH	DEFINED	5		
			136	9633	SH	DEFINED	10		
			128	9057	SH	DEFINED	16		
			634	45000	SH	DEFINED	85		
			-----	-----					
			12697	901777					
INTUIT	COM	461202103	111	2365	SH	DEFINED	9		
			3	65	SH	DEFINED	16		

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			1211	25800	SH	DEFINED	85
			-----	-----			
			1325	28230			
INVESTMENT TECHNOLOGY GRP NE	COM	46145F105	1677	75000	SH	DEFINED	85
			-----	-----			
			1677	75000			
IOMEGA CORP	COM NEW	462030305	1	80	SH	DEFINED	9
			17	2140	SH	DEFINED	16
			243	31000	SH	DEFINED	85
			-----	-----			
			261	33220			
IONICS INC	COM	462218108	57	2515	SH	DEFINED	9
			1254	55000	SH	DEFINED	85
			-----	-----			
			1311	57515			
IRWIN FINL CORP	COM	464119106	2901	175800	SH	DEFINED	85
			-----	-----			
			2901	175800			
ISHARES TR	RUSSELL MCP VL	464287473	1604	23400	SH	DEFINED	9
			-----	-----			
			1604	23400			
ISHARES TR	RUSSELL MCP GR	464287481	1290	24950	SH	DEFINED	9
			-----	-----			
			1290	24950			

PAGE		76 OF 155		FORM 13F					
				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DCRETN	O MA		
-----	-----	-----	-----	-----	-----	-----	-----		
ISHARES TR	COHEN&ST RLTY	464287564	326	4000	SH	DEFINED	3		
			-----	-----					
			326	4000					
ISHARES TR	RUSSELL1000VAL	464287598	3526	76876	SH	DEFINED	9		
			360	7850	SH	DEFINED	16		
			-----	-----					
			3886	84726					
ISHARES TR	RUSSELL1000GRW	464287614	2651	72900	SH	DEFINED	9		
			10	269	SH	DEFINED	16		
			-----	-----					
			2660	73169					
ISHARES TR	RUSL 2000 VALU	464287630	1043	9358	SH	DEFINED	9		
			21	190	SH	DEFINED	16		
			2230	20000	SH	DEFINED	85		
			-----	-----					
			3295	29548					

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ISHARES TR	RUSL 2000 GROW	464287648	850	21322	SH	DEFINED	9
			-----	-----			
			850	21322			
ISHARES TR	RUSSELL 2000	464287655	15	200	SH	DEFINED	12
			3	33	SH	DEFINED	5
			320	4215	SH	DEFINED	16
			1516	20000	SH	DEFINED	85
			-----	-----			
			1853	24448			
ISIS PHARMACEUTICALS INC	COM	464330109	1	140	SH	DEFINED	16
			659	100000	SH	DEFINED	85
			-----	-----			
			660	100140			
ITRON INC	COM	465741106	2876	150000	SH	DEFINED	85
			-----	-----			
			2876	150000			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	MA		
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
JDS UNIPHASE CORP	COM	46612J101	190	76931	SH	DEFINED	9		
			0	100	SH	DEFINED	3		
			3	1185	SH	DEFINED	12		
			0	200	SH	DEFINED	5		
			76	30640	SH	DEFINED	16		
			1256	508400	SH	DEFINED	85		
			-----	-----					
			1525	617456					
J P MORGAN CHASE & CO	COM	46625H100	12901	537556	SH	DEFINED	9		
			1591	66292	SH	DEFINED	3		
			1363	56789	SH	DEFINED	12		
			6	255	SH	DEFINED	5		
			75	3120	SH	DEFINED	10		
			3063	127629	SH	DEFINED	16		
			12728	530329	SH	DEFINED	85		
			-----	-----					
			31727	1321970					
JABIL CIRCUIT INC	COM	466313103	5424	302691	SH	DEFINED	9		
			123	6841	SH	DEFINED	3		
			102	5700	SH	DEFINED	12		
			79	4400	SH	DEFINED	5		
			80	4450	SH	DEFINED	10		
			245	13675	SH	DEFINED	16		
			6229	347600	SH	DEFINED	85		
			-----	-----					
			12282	685357					
JACOBS ENGR GROUP INC DEL	COM	469814107	2670	75000	SH	DEFINED	85		
			-----	-----					

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			2670	75000			
JEFFERIES GROUP INC NEW	COM	472319102	3148	75000	SH	DEFINED	85
			-----	-----			
			3148	75000			
JEFFERSON PILOT CORP	COM	475070108	28081	736847	SH	DEFINED	9
			740	19416	SH	DEFINED	16
			792	20787	SH	DEFINED	85
			-----	-----			
			29613	777050			

		FORM 13F						
PAGE 78 OF 155		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA	
-----			-----					-----
JOHNSON & JOHNSON	COM	478160104	105875	1971240	SH	DEFINED	9	
			7706	143471	SH	DEFINED	3	
			2319	43174	SH	DEFINED	12	
			548	10199	SH	DEFINED	5	
			1634	30415	SH	DEFINED	10	
			18757	349226	SH	DEFINED	16	
			23585	439117	SH	DEFINED	85	
			-----	-----				
			160423	2986842				
JOHNSON CTLS INC	COM	478366107	170	2120	SH	DEFINED	9	
			8	100	SH	DEFINED	12	
			1221	15231	SH	DEFINED	16	
			1369	17075	SH	DEFINED	85	
			-----	-----				
			2768	34526				
JONES APPAREL GROUP INC	COM	480074103	2	55	SH	DEFINED	9	
			29	825	SH	DEFINED	3	
			315	8900	SH	DEFINED	85	
			-----	-----				
			347	9780				
KLA-TENCOR CORP	COM	482480100	4	108	SH	DEFINED	9	
			75	2110	SH	DEFINED	16	
			884	25000	SH	DEFINED	85	
			-----	-----				
			963	27218				
K MART CORP	COM	482584109	2	10021	SH	DEFINED	9	
			0	1800	SH	DEFINED	3	
			1	3076	SH	DEFINED	16	
			-----	-----				
			3	14897				
KVH INDS INC	COM	482738101	1453	168900	SH	DEFINED	85	
			-----	-----				
			1453	168900				

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KANEB PIPE LINE PARTNERS L P	SR PREF UNIT	484169107	9	250	SH	DEFINED	9
			220	6300	SH	DEFINED	16
			-----	-----			
			228	6550			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT O MA	
-----			-----	-----	-----	-----	-----	
KANEB SERVICES LLC	COM	484173109	644	35100	SH	DEFINED	85	
			-----	-----				
			644	35100				
KB HOME	COM	48666K109	239	5585	SH	DEFINED	16	
			2290	53440	SH	DEFINED	85	
			-----	-----				
			2529	59025				
KELLOGG CO	COM	487836108	1158	33788	SH	DEFINED	9	
			7	212	SH	DEFINED	3	
			9331	272290	SH	DEFINED	16	
			2476	72250	SH	DEFINED	85	
			-----	-----				
			12973	378540				
KENSEY NASH CORP	COM	490057106	18	1000	SH	DEFINED	16	
			1462	80000	SH	DEFINED	85	
			-----	-----				
			1480	81000				
KERR MCGEE CORP	COM	492386107	64	1436	SH	DEFINED	9	
			16	369	SH	DEFINED	3	
			52	1171	SH	DEFINED	16	
			1633	36873	SH	DEFINED	85	
			-----	-----				
			1765	39849				
KEYCORP NEW	COM	493267108	7708	306621	SH	DEFINED	9	
			801	31879	SH	DEFINED	3	
			1083	43086	SH	DEFINED	12	
			5	200	SH	DEFINED	5	
			78	3095	SH	DEFINED	10	
			758	30150	SH	DEFINED	16	
			7201	286450	SH	DEFINED	85	
			-----	-----				
			17635	701481				
KEYSPAN CORP	COM	49337W100	48	1373	SH	DEFINED	9	
			21	600	SH	DEFINED	3	
			266	7558	SH	DEFINED	16	
			983	27900	SH	DEFINED	85	
			-----	-----				
			1319	37431				



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			FORM 13F						
PAGE	80 OF	155	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
KIMBERLY CLARK CORP	COM	494368103	6726	141679	SH		DEFINED	9	
			1581	33299	SH		DEFINED	3	
			71	1497	SH		DEFINED	12	
			30	635	SH		DEFINED	5	
			14	300	SH		DEFINED	10	
			1698	35772	SH		DEFINED	16	
			5076	106940	SH		DEFINED	85	
			-----	-----					
			15196	320122					
KIMCO REALTY CORP	COM	49446R109	32	1057	SH		DEFINED	5	
			729	23800	SH		DEFINED	85	
						-----	-----		
			762	24857					
KINDER MORGAN INC KANS	COM	49455P101	32	750	SH		DEFINED	16	
			355	8400	SH		DEFINED	85	
						-----	-----		
			387	9150					
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	998	28500	SH		DEFINED	9	
			143	4080	SH		DEFINED	16	
						-----	-----		
			1140	32580					
KING PHARMACEUTICALS INC	COM	495582108	3438	200027	SH		DEFINED	9	
			71	4134	SH		DEFINED	3	
			124	7225	SH		DEFINED	12	
			19	1100	SH		DEFINED	5	
			21	1200	SH		DEFINED	10	
			1557	90569	SH		DEFINED	16	
			4724	274833	SH		DEFINED	85	
			-----	-----					
			9955	579088					
KNIGHT RIDDER INC	COM	499040103	51	800	SH		DEFINED	9	
			361	5700	SH		DEFINED	85	
						-----	-----		
			411	6500					

			FORM 13F						
PAGE	81 OF	155	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
KOHL'S CORP	COM	500255104	15073	269404	SH		DEFINED	9	

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			257	4601	SH	DEFINED	3
			1608	28747	SH	DEFINED	12
			240	4297	SH	DEFINED	5
			20	365	SH	DEFINED	10
			4972	88872	SH	DEFINED	16
			14684	262450	SH	DEFINED	85
			-----	-----			
			36856	658736			
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	238	13457	SH	DEFINED	9
			60	3380	SH	DEFINED	16
			-----	-----			
			298	16837			
KOPIN CORP	COM	500600101	18	4600	SH	DEFINED	9
			451	115000	SH	DEFINED	85
			-----	-----			
			469	119600			
KRAFT FOODS INC	CL A	50075N104	3875	99531	SH	DEFINED	9
			731	18765	SH	DEFINED	3
			335	8606	SH	DEFINED	12
			13	346	SH	DEFINED	5
			10	253	SH	DEFINED	10
			1931	49591	SH	DEFINED	16
			-----	-----			
			6894	177092			
KROGER CO	COM	501044101	7346	475442	SH	DEFINED	9
			122	7879	SH	DEFINED	3
			526	34075	SH	DEFINED	12
			332	21505	SH	DEFINED	5
			175	11300	SH	DEFINED	10
			597	38617	SH	DEFINED	16
			1805	116800	SH	DEFINED	85
			-----	-----			
			10902	705618			
KRONOS INC	COM	501052104	60	1613	SH	DEFINED	12
			3699	100000	SH	DEFINED	85
			-----	-----			
			3759	101613			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA		
LSI LOGIC CORP	COM	502161102	9	1600	SH	DEFINED	9			
			3	500	SH	DEFINED	3			
			11	1895	SH	DEFINED	16			
			956	165600	SH	DEFINED	85			
			-----	-----						
			979	169595						
LTX CORP	COM	502392103	1055	175000	SH	DEFINED	85			

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				1055	175000		
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	2407	53586	SH	DEFINED	9
			9	200	SH	DEFINED	12
			512	11397	SH	DEFINED	16
			7433	165500	SH	DEFINED	85
			10360	230683			
LA Z BOY INC	COM	505336107	242	10100	SH	DEFINED	9
			6	255	SH	DEFINED	10
			6086	253814	SH	DEFINED	16
			3717	155000	SH	DEFINED	85
			10052	419169			
LAZARE KAPLAN INTL INC	COM	521078105	1044	192000	SH	DEFINED	85
			1044	192000			
LEGGETT & PLATT INC	COM	524660107	559	24900	SH	DEFINED	9
			49	2184	SH	DEFINED	16
			303	13500	SH	DEFINED	85
			911	40584			
LEHMAN BROS HLDGS INC	COM	524908100	648	12162	SH	DEFINED	9
			16	300	SH	DEFINED	3
			98	1835	SH	DEFINED	16
			895	16800	SH	DEFINED	85
			1657	31097			
LEITCH TECHNOLOGY CORP	COM	52543H107	69	20741	SH	DEFINED	5
			69	20741			

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			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA		
LESCO INC OHIO	COM	526872106	418	30000	SH	DEFINED	85		
			418	30000					
LEXMARK INTL NEW	CL A	529771107	1882	31112	SH	DEFINED	9		
			100	1647	SH	DEFINED	3		
			680	11232	SH	DEFINED	12		
			76	1261	SH	DEFINED	5		
			112	1844	SH	DEFINED	10		
			580	9589	SH	DEFINED	16		
			1252	20700	SH	DEFINED	85		
			4682	77385					

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LIBERTY MEDIA CORP NEW	COM SER A	530718105	86	9589	SH	DEFINED	9
			5	600	SH	DEFINED	3
			51	5693	SH	DEFINED	16
			3263	365000	SH	DEFINED	85
			-----	-----			
			3405	380882			
LIFEPOINT HOSPITALS INC	COM	53219L109	853	28502	SH	DEFINED	9
			207	6930	SH	DEFINED	12
			82	2746	SH	DEFINED	16
			2873	96000	SH	DEFINED	85
			-----	-----			
			4016	134178			
LIGAND PHARMACEUTICALS INC	CL B	53220K207	3	508	SH	DEFINED	16
			940	175000	SH	DEFINED	85
			-----	-----			
			942	175508			
LILLY ELI & CO	COM	532457108	39649	624399	SH	DEFINED	9
			8470	133382	SH	DEFINED	3
			1310	20630	SH	DEFINED	12
			390	6134	SH	DEFINED	5
			241	3800	SH	DEFINED	10
			8206	129227	SH	DEFINED	16
			10065	158505	SH	DEFINED	85
			-----	-----			
			68331	1076077			

PAGE		84 OF 155		FORM 13F						
				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT	DISCRETN	O MA		
			-----	-----	-----	-----	-----	-----		
LIMITED BRANDS INC	COM	532716107	48	3440	SH	DEFINED	9			
			153	10974	SH	DEFINED	16			
			1105	79306	SH	DEFINED	85			
			-----	-----						
			1306	93720						
LINCOLN NATL CORP IND	COM	534187109	1185	37538	SH	DEFINED	9			
			74	2330	SH	DEFINED	3			
			54	1700	SH	DEFINED	12			
			1790	56694	SH	DEFINED	16			
			1096	34700	SH	DEFINED	85			
			-----	-----						
			4199	132962						
LINEAR TECHNOLOGY CORP	COM	535678106	19	725	SH	DEFINED	9			
			11	420	SH	DEFINED	3			
			925	35967	SH	DEFINED	16			
			1103	42900	SH	DEFINED	85			
			-----	-----						
			2058	80012						

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LIZ CLAIBORNE INC	COM	539320101	107	3600	SH	DEFINED	9
			33	1100	SH	DEFINED	16
			216	7300	SH	DEFINED	85
			-----	-----			
			356	12000			
LOCKHEED MARTIN CORP	COM	539830109	823	14248	SH	DEFINED	9
			10	171	SH	DEFINED	3
			27	464	SH	DEFINED	5
			2697	46694	SH	DEFINED	16
			3386	58638	SH	DEFINED	85
			-----	-----			
			6942	120215			
LOEWS CORP	NOTE 3.125% 9	540424AL2	1350	15000	SH	DEFINED	9
			-----	-----			
			1350	15000			
LOEWS CORP	COM	540424108	249	5600	SH	DEFINED	9
			2	40	SH	DEFINED	3
			381	8564	SH	DEFINED	16
			569	12800	SH	DEFINED	85
			-----	-----			
			1201	27004			

				FORM 13F					
PAGE	85 OF	155	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN			
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
LONE STAR TECHNOLOGIES INC	COM	542312103	1	50	SH	DEFINED	9		
			1117	75000	SH	DEFINED	85		
			-----	-----					
			1117	75050					
LOUISIANA PAC CORP	COM	546347105	6	798	SH	DEFINED	9		
			17	2152	SH	DEFINED	16		
			60	7400	SH	DEFINED	85		
			-----	-----					
			83	10350					
LOWES COS INC	COM	548661107	63996	1706546	SH	DEFINED	9		
			3853	102744	SH	DEFINED	3		
			3132	83530	SH	DEFINED	12		
			689	18370	SH	DEFINED	5		
			1229	32766	SH	DEFINED	10		
			2643	70475	SH	DEFINED	16		
			39660	1057600	SH	DEFINED	85		
			-----	-----					
			115201	3072031					
LUBRIZOL CORP	COM	549271104	195	6400	SH	DEFINED	9		
			20	650	SH	DEFINED	16		
			-----	-----					
			215	7050					

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LUCENT TECHNOLOGIES INC	COM	549463107	201	159699	SH	DEFINED	9
			19	15137	SH	DEFINED	3
			8	6183	SH	DEFINED	12
			21	16275	SH	DEFINED	5
			12	9324	SH	DEFINED	10
			141	112281	SH	DEFINED	16
			1911	1516337	SH	DEFINED	85
			-----	-----			
			2312	1835236			
MAF BANCORP INC	COM	55261R108	39	1153	SH	DEFINED	12
			162	4763	SH	DEFINED	16
			3400	100000	SH	DEFINED	85
						-----	-----
			3601	105916			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DISCRETN	INVSTMT	O	
			-----	-----	-----	-----	-----	-----	
MBIA INC	COM	55262C100	63	1425	SH	DEFINED	9		
			12	275	SH	DEFINED	3		
			229	5230	SH	DEFINED	16		
			1338	30500	SH	DEFINED	85		
						-----	-----		
			1642	37430					
MBNA CORP	COM	55262L100	119	6267	SH	DEFINED	9		
			22	1150	SH	DEFINED	12		
			6	300	SH	DEFINED	10		
			1178	61924	SH	DEFINED	16		
			3196	168045	SH	DEFINED	85		
			-----	-----					
			4521	237686					
MFS CHARTER INCOME TR	SH BEN INT	552727109	109	13087	SH	DEFINED	9		
			-----	-----					
			109	13087					
MFS INTER INCOME TR	SH BEN INT	55273C107	12	1700	SH	DEFINED	9		
			4	500	SH	DEFINED	16		
			347	49000	SH	DEFINED	85		
						-----	-----		
			363	51200					
MGIC INVT CORP WIS	COM	552848103	197	4772	SH	DEFINED	9		
			17	400	SH	DEFINED	3		
			70	1700	SH	DEFINED	12		
			224	5415	SH	DEFINED	16		
			793	19200	SH	DEFINED	85		
			-----	-----					
			1300	31487					
MFS GOVT MKTS INCOME TR	SH BEN INT	552939100	23	3300	SH	DEFINED	9		
			3	500	SH	DEFINED	3		

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			10	1500	SH	DEFINED	16
			1515	217400	SH	DEFINED	85
			-----	-----			
			1552	222700			
MKS INSTRUMENT INC	COM	55306N104	1232	75000	SH	DEFINED	85
			-----	-----			
			1232	75000			

			FORM 13F					
PAGE	87 OF	155	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
MTS SYS CORP	COM	553777103	9	948	SH		DEFINED	16
			671	67000	SH		DEFINED	85
			-----	-----				
			681	67948				
MAGMA DESIGN AUTOMATION	COM	559181102	192	20000	SH		DEFINED	85
			-----	-----				
			192	20000				
MALAYSIA FD INC	COM	560905101	238	61900	SH		DEFINED	85
			-----	-----				
			238	61900				
MALAN RLTY INVS INC	SDCV 9.500% 7	561063AA6	9650	100000	SH		DEFINED	9
			-----	-----				
			9650	100000				
MANITOWOC INC	COM	563571108	19	750	SH		DEFINED	9
			2550	100000	SH		DEFINED	85
			-----	-----				
			2569	100750				
MANULIFE FINL CORP	COM	56501R106	875	40311	SH		DEFINED	9
			133	6104	SH		DEFINED	3
			127	5853	SH		DEFINED	5
			283	13013	SH		DEFINED	16
			-----	-----				
			1417	65281				
MARATHON OIL CORP	COM	565849106	221	10371	SH		DEFINED	9
			236	11085	SH		DEFINED	16
			3148	147875	SH		DEFINED	85
			-----	-----				
			3605	169331				
MARSH & MCLENNAN COS INC	COM	571748102	99994	2163908	SH		DEFINED	9
			3385	73250	SH		DEFINED	3
			3821	82677	SH		DEFINED	12
			728	15756	SH		DEFINED	5
			443	9583	SH		DEFINED	10
			9663	209102	SH		DEFINED	16
			40500	876444	SH		DEFINED	85

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 158534 3430720

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PAGE	88 OF	155	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVTMT DCRETN	O MA	
MARSHALL & ILSLEY CORP	COM	571834100	66	2400	SH		DEFINED	9	
			153	5600	SH		DEFINED	3	
			339	12378	SH		DEFINED	16	
			397	14500	SH		DEFINED	85	
			-----	-----	955	34878			
MARRIOTT INTL INC NEW	CL A	571903202	99	3000	SH		DEFINED	9	
			4	115	SH		DEFINED	3	
			77	2350	SH		DEFINED	16	
			549	16700	SH		DEFINED	85	
			-----	-----	729	22165			
MASCO CORP	COM	574599106	1962	93197	SH		DEFINED	9	
			564	26775	SH		DEFINED	3	
			702	33365	SH		DEFINED	12	
			61	2910	SH		DEFINED	10	
			1669	79285	SH		DEFINED	16	
			6693	317950	SH		DEFINED	85	
-----	-----	11651	553482						
MATTEL INC	COM	577081102	62	3260	SH		DEFINED	9	
			47	2466	SH		DEFINED	3	
			4	200	SH		DEFINED	5	
			309	16144	SH		DEFINED	16	
			1282	66947	SH		DEFINED	85	
			-----	-----	1705	89017			
MAXIM INTEGRATED PRODS INC	COM	57772K101	27078	819558	SH		DEFINED	9	
			678	20535	SH		DEFINED	3	
			2007	60732	SH		DEFINED	12	
			403	12203	SH		DEFINED	5	
			38	1145	SH		DEFINED	10	
			621	18781	SH		DEFINED	16	
			22590	683715	SH		DEFINED	85	
			-----	-----	53415	1616669			



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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
MAY DEPT STORES CO	COM	577778103	3634	158141	SH		DEFINED 9	
			423	18400	SH		DEFINED 3	
			694	30205	SH		DEFINED 12	
			14	625	SH		DEFINED 5	
			44	1920	SH		DEFINED 10	
			661	28768	SH		DEFINED 16	
			5987	260550	SH		DEFINED 85	
			11458	498609				
MAYTAG CORP	COM	578592107	302	10600	SH		DEFINED 9	
			50	1765	SH		DEFINED 16	
			154	5400	SH		DEFINED 85	
			506	17765				
MCCORMICK & CO INC	COM NON VTG	579780206	137	5902	SH		DEFINED 9	
			70	3000	SH		DEFINED 3	
			32	1400	SH		DEFINED 12	
			11	492	SH		DEFINED 16	
			250	10794				
MCDONALDS CORP	COM	580135101	4696	292022	SH		DEFINED 9	
			681	42320	SH		DEFINED 3	
			400	24880	SH		DEFINED 12	
			7	409	SH		DEFINED 5	
			64	3985	SH		DEFINED 10	
			1700	105733	SH		DEFINED 16	
			5670	352600	SH		DEFINED 85	
			13217	821949				
MCGRAW HILL COS INC	COM	580645109	3776	62471	SH		DEFINED 9	
			394	6522	SH		DEFINED 3	
			592	9794	SH		DEFINED 12	
			23	379	SH		DEFINED 5	
			17	274	SH		DEFINED 10	
			703	11634	SH		DEFINED 16	
			3421	56600	SH		DEFINED 85	
			8925	147674				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
MCKESSON CORP	COM	58155Q103	77	2850	SH		DEFINED 9		
			2	84	SH		DEFINED 3		
			54	2000	SH		DEFINED 12		
			192	7094	SH		DEFINED 16		

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			1428	52827	SH	DEFINED	85
			-----	-----			
			1753	64855			
MCLEODUSA INC	CL A	582266706	0	6	SH	DEFINED	9
			171	204120	SH	DEFINED	16
			-----	-----			
			171	204126			
MEADE INSTRUMENTS CORP	COM	583062104	406	130000	SH	DEFINED	85
			-----	-----			
			406	130000			
MEADWESTVACO CORP	COM	583334107	1581	63976	SH	DEFINED	9
			20	800	SH	DEFINED	12
			88	3550	SH	DEFINED	16
			341	13817	SH	DEFINED	85
			-----	-----			
			2030	82143			
MEDIA 100 INC	COM	58440W105	104	162810	SH	DEFINED	85
			-----	-----			
			104	162810			
MEDICAL STAFFING NETWK HLDGS	COM	58463F104	2309	144296	SH	DEFINED	9
			217	13566	SH	DEFINED	16
			7456	466000	SH	DEFINED	85
			-----	-----			
			9982	623862			
MEDICIS PHARMACEUTICAL CORP	CL A NEW	584690309	4967	100000	SH	DEFINED	85
			-----	-----			
			4967	100000			

PAGE		91 OF 155		FORM 13F						
				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	MA	O		
			-----	-----	-----	-----	-----	-----		
MEDIMMUNE INC	COM	584699102	7563	278358	SH	DEFINED	9			
			973	35795	SH	DEFINED	3			
			361	13299	SH	DEFINED	12			
			73	2680	SH	DEFINED	5			
			16	600	SH	DEFINED	10			
			64	2342	SH	DEFINED	16			
			8241	303300	SH	DEFINED	85			
			-----	-----						
			17290	636374						
MEDTRONIC INC	COM	585055106	55367	1214188	SH	DEFINED	9			
			7289	159854	SH	DEFINED	3			
			3969	87040	SH	DEFINED	12			
			1856	40711	SH	DEFINED	5			
			419	9178	SH	DEFINED	10			
			6357	139406	SH	DEFINED	16			
			22617	495985	SH	DEFINED	85			

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		-----		-----			
		97874	2146362				
MELLON FINL CORP	COM	58551A108	61264	2346366	SH	DEFINED	9
			585	22391	SH	DEFINED	3
			4135	158387	SH	DEFINED	12
			625	23955	SH	DEFINED	5
			138	5298	SH	DEFINED	10
			3614	138402	SH	DEFINED	16
			43552	1668030	SH	DEFINED	85
			-----	-----			
			113914	4362829			
MERCANTILE BANKSHARES CORP	COM	587405101	7102	184049	SH	DEFINED	9
			62	1605	SH	DEFINED	16
			-----	-----			
			7164	185654			
MERCK & CO INC	COM	589331107	111689	1972956	SH	DEFINED	9
			7679	135645	SH	DEFINED	3
			4490	79306	SH	DEFINED	12
			485	8561	SH	DEFINED	5
			2629	46441	SH	DEFINED	10
			15879	280506	SH	DEFINED	16
			25323	447318	SH	DEFINED	85
			-----	-----			
			168173	2970733			

				FORM 13F					
PAGE	92 OF	155	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP		VALUE	SHARES/	SH/	PUT/	INVSTMT
			NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	CALL	DSCRETN
			-----	-----	-----	-----	-----	-----	-----
			MERCURY AIR GROUP INC	COM	589354109	569	155000	SH	DEFINED
						-----	-----		85
						569	155000		
			MERCURY COMPUTER SYS	COM	589378108	3052	100000	SH	DEFINED
						-----	-----		85
						3052	100000		
			MERCURY INTERACTIVE CORP	COM	589405109	1152	38845	SH	DEFINED
						134	4523	SH	DEFINED
						4679	157800	SH	DEFINED
						-----	-----		85
						5965	201168		
			MEREDITH CORP	COM	589433101	115	2800	SH	DEFINED
						140	3400	SH	DEFINED
						-----	-----		85
						255	6200		
			MERIDIAN DIAGNOSTICS INC	SDCV	7.000% 9	589602AB7	3310	40000	SH
						-----	-----		DEFINED
						3310	40000		16

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MERITAGE HOSPITALITY GROUP I	COM	59000K101	318	63588	SH	DEFINED	16
			-----	-----			
			318	63588			
MERRILL LYNCH & CO INC	COM	590188108	3012	79357	SH	DEFINED	9
			635	16740	SH	DEFINED	3
			929	24472	SH	DEFINED	12
			92	2435	SH	DEFINED	10
			1299	34236	SH	DEFINED	16
			10295	271275	SH	DEFINED	85
			-----	-----			
			16262	428515			
METHODE ELECTRS INC	CL A	591520200	4662	425000	SH	DEFINED	85
			-----	-----			
			4662	425000			

		FORM 13F						
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
METLIFE INC	COM	59156R108	174	6432	SH	DEFINED	9	
			38	1400	SH	DEFINED	3	
			13	477	SH	DEFINED	5	
			501	18536	SH	DEFINED	16	
			2444	90400	SH	DEFINED	85	
			-----	-----				
			3170	117245				
MICHAELS STORES INC	COM	594087108	1808	57777	SH	DEFINED	9	
			181	5791	SH	DEFINED	16	
			8348	266700	SH	DEFINED	85	
			-----	-----				
			10337	330268				
MICREL INC	COM	594793101	449	50000	SH	DEFINED	85	
			-----	-----				
			449	50000				
MICROSOFT CORP	COM	594918104	133873	2589420	SH	DEFINED	9	
			8833	170847	SH	DEFINED	3	
			6393	123648	SH	DEFINED	12	
			1191	23042	SH	DEFINED	5	
			2750	53197	SH	DEFINED	10	
			20097	388716	SH	DEFINED	16	
			79116	1530284	SH	DEFINED	85	
			-----	-----				
			252253	4879154				
MICROCHIP TECHNOLOGY INC	COM	595017104	5430	222077	SH	DEFINED	9	
			242	9904	SH	DEFINED	12	
			25	1012	SH	DEFINED	10	
			974	39832	SH	DEFINED	16	
			13399	548000	SH	DEFINED	85	
			-----	-----				

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20069 820825

MICRON TECHNOLOGY INC	COM	595112103	79	8120	SH	DEFINED	9
			1	70	SH	DEFINED	3
			3	300	SH	DEFINED	12
			128	13175	SH	DEFINED	16
			775	79600	SH	DEFINED	85
			-----	-----			
			986	101265			

				FORM 13F					
PAGE 94 OF 155		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA		
-----									
MICROSEMI CORP	COM	595137100	21	3479	SH	DEFINED	12		
			914	150000	SH	DEFINED	85		
			-----	-----					
			935	153479					
MID ATLANTIC MED SVCS INC	COM	59523C107	1029	31753	SH	DEFINED	9		
			25	761	SH	DEFINED	12		
			97	2997	SH	DEFINED	16		
			6597	203600	SH	DEFINED	85		
			-----	-----					
			7747	239111					
MIDAS GROUP INC	COM	595626102	611	95000	SH	DEFINED	85		
			-----	-----					
			611	95000					
MIDCAP SPDR TR	UNIT SER 1	595635103	28	350	SH	DEFINED	9		
			47	600	SH	DEFINED	10		
			145	1848	SH	DEFINED	16		
			-----	-----					
			220	2798					
MIDWAY GAMES INC	COM	598148104	183	44000	SH	DEFINED	85		
			-----	-----					
			183	44000					
MILACRON INC	COM	598709103	78	13092	SH	DEFINED	9		
			7	1100	SH	DEFINED	16		
			-----	-----					
			84	14192					
MILLENNIUM PHARMACEUTICALS I	COM	599902103	1747	220000	SH	DEFINED	85		
			-----	-----					
			1747	220000					
MILLER HERMAN INC	COM	600544100	7	400	SH	DEFINED	3		
			351	19056	SH	DEFINED	16		
			-----	-----					
			358	19456					
MIRANT CORP	COM	604675108	10	5470	SH	DEFINED	9		

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2	803	SH	DEFINED	3
19	10340	SH	DEFINED	16
60	31974	SH	DEFINED	85
-----				
91	48587			

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-----											
		MOLEX INC	COM	608554101	74	3191	SH	DEFINED	9		
					1	53	SH	DEFINED	16		
					308	13375	SH	DEFINED	85		
					-----						
					383	16619					
		MONACO COACH CORP	COM	60886R103	5	300	SH	DEFINED	9		
					1655	100000	SH	DEFINED	85		
					-----						
					1660	100300					
		MONSANTO CO NEW	COM	61166W101	351	18233	SH	DEFINED	9		
					29	1495	SH	DEFINED	3		
					1	51	SH	DEFINED	12		
					1	51	SH	DEFINED	10		
					6439	334486	SH	DEFINED	16		
					305	15850	SH	DEFINED	85		
					-----						
					7126	370166					
		MOODYS CORP	COM	615369105	651	15770	SH	DEFINED	9		
					45	1100	SH	DEFINED	3		
					310	7498	SH	DEFINED	16		
					440	10665	SH	DEFINED	85		
					-----						
					1447	35033					
		MORGAN STANLEY	COM NEW	617446448	949	23775	SH	DEFINED	9		
					371	9287	SH	DEFINED	3		
					24	600	SH	DEFINED	12		
					47	1168	SH	DEFINED	5		
					419	10500	SH	DEFINED	10		
					15205	380886	SH	DEFINED	16		
					5410	135532	SH	DEFINED	85		
					-----						
					22425	561748					
		MORGAN STANLEY	MUN PREM INCOM	61745P429	84	9470	SH	DEFINED	9		
					64	7300	SH	DEFINED	10		
					-----						
					148	16770					
		MORGAN STANLEY	MUN INC OPP II	61745P445	103	13450	SH	DEFINED	9		
					54	7000	SH	DEFINED	16		
					-----						

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			FORM 13F							
			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
PAGE	96 OF	155	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
			MOTOROLA INC	COM	620076109	1401	161944	SH	DEFINED	9
						553	63910	SH	DEFINED	3
						132	15278	SH	DEFINED	12
						131	15090	SH	DEFINED	5
						40	4640	SH	DEFINED	10
						2238	258694	SH	DEFINED	16
						3228	373130	SH	DEFINED	85
						-----	-----			
						7722	892686			
			MOVADO GROUP INC	COM	624580106	752	40000	SH	DEFINED	85
						-----	-----			
						752	40000			
			MUELLER INDS INC	COM	624756102	15	552	SH	DEFINED	9
						2044	75000	SH	DEFINED	85
						-----	-----			
						2059	75552			
			MULTEX COM INC	COM	625367107	1394	332000	SH	DEFINED	85
						-----	-----			
						1394	332000			
			MUNIENHANCED FD INC	COM	626243109	22	2032	SH	DEFINED	9
						6	529	SH	DEFINED	3
						129	12132	SH	DEFINED	16
						-----	-----			
						157	14693			
			MUNIVEST FD INC	COM	626295109	9	1000	SH	DEFINED	9
						147	16493	SH	DEFINED	16
						-----	-----			
						156	17493			
			MUNIYIELD FLA FD	COM	626297105	45	3242	SH	DEFINED	9
						169	12080	SH	DEFINED	16
						-----	-----			
						214	15322			
			MUNIYIELD INSD FD INC	COM	62630E107	72	4984	SH	DEFINED	9
						30	2031	SH	DEFINED	3
						145	9968	SH	DEFINED	16
						-----	-----			
						247	16983			

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			FORM 13F						
PAGE	97 OF	155	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
-----									
	MUNIYIELD MICH INSD FD INC	COM	62630J106	258	18000	SH		DEFINED	9
				148	10344	SH		DEFINED	16
				406	28344				
	MUNIYIELD MICH INSD FD II IN	COM	626300107	274	20000	SH		DEFINED	9
				154	11235	SH		DEFINED	16
				428	31235				
	MUNIYIELD QUALITY FD INC	COM	626302103	26	1830	SH		DEFINED	9
				107	7650	SH		DEFINED	3
				156	11161	SH		DEFINED	16
				289	20641				
	MYLAN LABS INC	COM	628530107	247	7090	SH		DEFINED	9
				24	685	SH		DEFINED	3
				10	300	SH		DEFINED	16
				282	8075				
	NBTY INC	COM	628782104	2198	125000	SH		DEFINED	85
				2198	125000				
	NCO GROUP INC	COM	628858102	925	58000	SH		DEFINED	85
				925	58000				
	NCR CORP NEW	COM	62886E108	25	1058	SH		DEFINED	9
				1	62	SH		DEFINED	3
				3	112	SH		DEFINED	5
				48	2030	SH		DEFINED	16
				164	6900	SH		DEFINED	85
				241	10162				
	NPS PHARMACEUTICALS INC	COM	62936P103	1259	50000	SH		DEFINED	85
				1259	50000				

			FORM 13F						
PAGE	98 OF	155	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
-----									
	NASDAQ 100 TR	UNIT SER 1	631100104	353	14466	SH		DEFINED	9
				257	10539	SH		DEFINED	12



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			1	50	SH	DEFINED	5
			225	9230	SH	DEFINED	16
			-----	-----			
			836	34285			
NATIONAL CITY CORP	COM	635405103	13279	486044	SH	DEFINED	9
			909	33278	SH	DEFINED	3
			39	1416	SH	DEFINED	12
			2498	91451	SH	DEFINED	16
			2087	76400	SH	DEFINED	85
			-----	-----			
			18812	688589			
NATIONAL COMMERCE FINL CORP	COM	63545P104	50918	2134917	SH	DEFINED	9
			1700	71264	SH	DEFINED	3
			1938	81255	SH	DEFINED	12
			15	617	SH	DEFINED	5
			235	9856	SH	DEFINED	10
			5298	222124	SH	DEFINED	16
			8318	348765	SH	DEFINED	85
			-----	-----			
			68421	2868798			
NATIONAL SEMICONDUCTOR CORP	COM	637640103	27	1800	SH	DEFINED	9
			4	245	SH	DEFINED	16
			188	12500	SH	DEFINED	85
			-----	-----			
			218	14545			
NAUTILUS GROUP INC	COM	63910B102	907	67868	SH	DEFINED	9
			107	7997	SH	DEFINED	16
			2899	217000	SH	DEFINED	85
			-----	-----			
			3913	292865			
NEIMAN MARCUS GROUP INC	CL A	640204202	1459	48000	SH	DEFINED	85
			-----	-----			
			1459	48000			
NEIMAN MARCUS GROUP INC	CL B	640204301	306	11200	SH	DEFINED	85
			-----	-----			
			306	11200			

		FORM 13F						
PAGE 99 OF 155		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
NETSCREEN TECHNOLOGIES INC	COM	64117V107	505	30000	SH	DEFINED	85	
			-----	-----				
			505	30000				
NETWORK APPLIANCE INC	COM	64120L104	869	86938	SH	DEFINED	9	
			110	11044	SH	DEFINED	16	
			3832	383200	SH	DEFINED	85	
			-----	-----				

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			4812	481182		
NEUROCRINE BIOSCIENCES INC	COM	64125C109	24	532	SH	DEFINED 12
			2283	50000	SH	DEFINED 85
			-----	-----		
			2307	50532		
NEW YORK TIMES CO	CL A	650111107	18	400	SH	DEFINED 9
			393	8585	SH	DEFINED 16
			852	18625	SH	DEFINED 85
			-----	-----		
			1263	27610		
NEWELL RUBBERMAID INC	COM	651229106	538	17731	SH	DEFINED 9
			124	4100	SH	DEFINED 3
			2	51	SH	DEFINED 12
			24	800	SH	DEFINED 5
			1463	48223	SH	DEFINED 10
			6343	209118	SH	DEFINED 16
			1467	48380	SH	DEFINED 85
			-----	-----		
			9960	328403		
NEWFIELD EXPL CO	COM	651290108	0	5	SH	DEFINED 9
			0	9	SH	DEFINED 16
			2704	75000	SH	DEFINED 85
			-----	-----		
			2704	75014		
NEWMONT MINING CORP	COM	651639106	246	8476	SH	DEFINED 9
			3	119	SH	DEFINED 3
			12	398	SH	DEFINED 16
			802	27615	SH	DEFINED 85
			-----	-----		
			1063	36608		

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PAGE	100 OF	155	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
									MA
	NEXTEL COMMUNICATIONS INC	CL A	65332V103	48	4115	SH		DEFINED 9	
				12	1000	SH		DEFINED 10	
				107	9290	SH		DEFINED 16	
				677	58600	SH		DEFINED 85	
				-----	-----				
				843	73005				
	NICOR INC	COM	654086107	81	2372	SH		DEFINED 9	
				4	112	SH		DEFINED 3	
				345	10146	SH		DEFINED 16	
				105	3100	SH		DEFINED 85	
				-----	-----				
				535	15730				
	NIKE INC	CL B	654106103	1	16	SH		DEFINED 9	

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			1	15	SH	DEFINED	3
			215	4839	SH	DEFINED	16
			1552	34900	SH	DEFINED	85
			-----	-----			
			1769	39770			
99 CENTS ONLY STORES	COM	65440K106	2686	100000	SH	DEFINED	85
			-----	-----			
			2686	100000			
NISOURCE INC	COM	65473P105	31233	1561663	SH	DEFINED	9
			3683	184170	SH	DEFINED	3
			489	24473	SH	DEFINED	12
			8	415	SH	DEFINED	5
			4506	225275	SH	DEFINED	16
			999	49953	SH	DEFINED	85
			-----	-----			
			40919	2045949			
NOKIA CORP	SPONSORED ADR	654902204	3584	231246	SH	DEFINED	9
			1002	64635	SH	DEFINED	3
			33	2100	SH	DEFINED	12
			245	15782	SH	DEFINED	5
			188	12100	SH	DEFINED	10
			817	52686	SH	DEFINED	16
			-----	-----			
			5868	378549			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN				
NORDSTROM INC	COM	655664100	28	1500	SH	DEFINED	9			
			40	2100	SH	DEFINED	16			
			176	9300	SH	DEFINED	85			
			-----	-----						
			245	12900						
NORFOLK SOUTHERN CORP	COM	655844108	1304	65216	SH	DEFINED	9			
			121	6040	SH	DEFINED	3			
			565	28283	SH	DEFINED	16			
			536	26800	SH	DEFINED	85			
			-----	-----						
			2526	126339						
NORTEL NETWORKS CORP NEW	COM	656568102	14	8815	SH	DEFINED	9			
			4	2342	SH	DEFINED	3			
			19	11810	SH	DEFINED	16			
			604	375000	SH	DEFINED	85			
			-----	-----						
			641	397967						
NORTH CTRY FINL CORP	COM	658788104	96	39486	SH	DEFINED	16			
			-----	-----						
			96	39486						

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NORTH FORK BANCORPORATION NY	COM	659424105	55625	1648639	SH	DEFINED	9
			205	6077	SH	DEFINED	3
			551	16335	SH	DEFINED	12
			859	25450	SH	DEFINED	10
			436	12919	SH	DEFINED	16
			3033	89900	SH	DEFINED	85
			-----	-----			
			60709	1799320			
NORTHERN BORDER PARTNERS L P	UNIT LTD PARTN	664785102	492	13000	SH	DEFINED	16
			-----	-----			
			492	13000			
NORTHERN TR CORP	COM	665859104	34854	994400	SH	DEFINED	9
			2588	73837	SH	DEFINED	3
			2101	59933	SH	DEFINED	12
			379	10816	SH	DEFINED	5
			168	4780	SH	DEFINED	10
			5637	160828	SH	DEFINED	16
			27737	791365	SH	DEFINED	85
			-----	-----			
			73464	2095959			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
NORTHROP GRUMMAN CORP	COM	666807102	89	921	SH	DEFINED	9
			10	100	SH	DEFINED	12
			29	300	SH	DEFINED	10
			606	6248	SH	DEFINED	16
			1219	12567	SH	DEFINED	85
			-----	-----			
			1953	20136			
NORTHWEST PIPE CO	COM	667746101	1073	62000	SH	DEFINED	85
			-----	-----			
			1073	62000			
NOVARTIS A G	SPONSORED ADR	66987V109	3	70	SH	DEFINED	9
			91	2478	SH	DEFINED	3
			181	4939	SH	DEFINED	16
			-----	-----			
			275	7487			
NOVELL INC	COM	670006105	28	8500	SH	DEFINED	9
			2373	710400	SH	DEFINED	85
			-----	-----			
			2401	718900			
NOVELLUS SYS INC	COM	670008101	6	201	SH	DEFINED	9
			82	2910	SH	DEFINED	16
			702	25000	SH	DEFINED	85
			-----	-----			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	DEFINITION
NOVEN PHARMACEUTICALS INC	COM	670009109	789	28111		
			14	1466	SH	DEFINED 12
			1154	125000	SH	DEFINED 85
			-----	-----		
			1167	126466		
NUCOR CORP	COM	670346105	35	850	SH	DEFINED 9
			441	10678	SH	DEFINED 16
			563	13625	SH	DEFINED 85
			-----	-----		
			1039	25153		
NUVEEN INSD PREM INCOME MUN	COM	6706D8104	11	751	SH	DEFINED 3
			239	17106	SH	DEFINED 16
						-----
			250	17857		

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PAGE 103 OF 155			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP				
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	DEFINITION	
NUVEEN INVT QUALITY MUN FD I	COM	67062E103	5	300	SH	DEFINED 3	
			196	13076	SH	DEFINED 16	
						-----	-----
			201	13376			
NUVEEN INSD QUALITY MUN FD I	COM	67062N103	53	3333	SH	DEFINED 9	
			4	275	SH	DEFINED 3	
			83	5250	SH	DEFINED 10	
			61	3850	SH	DEFINED 16	
			-----	-----			
			202	12708			
NUVEEN PREM INCOME MUN FD	COM	67062T100	29	2065	SH	DEFINED 9	
			330	23550	SH	DEFINED 16	
						-----	-----
			359	25615			
NUVEEN MUN MKT OPPORTUNITY F	COM	67062W103	100	7222	SH	DEFINED 9	
			28	2000	SH	DEFINED 3	
			69	5000	SH	DEFINED 16	
						-----	-----
			198	14222			
NUVEEN PREM INCOME MUN FD 2	COM	67063W102	76	5200	SH	DEFINED 9	
			102	7000	SH	DEFINED 10	
			112	7735	SH	DEFINED 16	
						-----	-----
			290	19935			
NVIDIA CORP	COM	67066G104	518	44999	SH	DEFINED 9	
			66	5730	SH	DEFINED 16	
			1746	151700	SH	DEFINED 85	
			-----	-----			

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			2330	202429		
NUVEEN OH DIV ADVANTAGE MUN	COM	67070C107	174	11506	SH	DEFINED 9
			-----	-----		
			174	11506		
OM GROUP INC	COM	670872100	47	6850	SH	DEFINED 9
			314	45655	SH	DEFINED 3
			63	9150	SH	DEFINED 12
			1	105	SH	DEFINED 10
			496	72025	SH	DEFINED 16
			-----	-----		
			920	133785		

			FORM 13F				
PAGE	104 OF	155	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP				
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN	MA
-----	-----	-----	-----	-----	-----	-----	-----
NUVEEN MUN VALUE FD INC	COM	670928100	105	11299	SH	DEFINED 9	
			53	5719	SH	DEFINED 3	
			286	30699	SH	DEFINED 16	
			-----	-----			
			445	47717			
NUVEEN MICH QUALITY INCOME M	COM	670979103	211	13640	SH	DEFINED 9	
			1594	103133	SH	DEFINED 16	
			-----	-----			
			1805	116773			
NUVEEN OHIO QUALITY INCOME M	COM	670980101	787	46871	SH	DEFINED 9	
			-----	-----			
			787	46871			
NUVEEN INSD MUN OPPORTUNITY	COM	670984103	53	3350	SH	DEFINED 9	
			69	4400	SH	DEFINED 3	
			206	13075	SH	DEFINED 16	
			-----	-----			
			328	20825			
NUVEEN MICH PREM INCOME MUN	COM	67101Q109	671	44661	SH	DEFINED 16	
			-----	-----			
			671	44661			
OSI PHARMACEUTICALS INC	COM	671040103	820	50000	SH	DEFINED 85	
			-----	-----			
			820	50000			
OAK TECHNOLOGY INC	COM	671802106	308	116200	SH	DEFINED 85	
			-----	-----			
			308	116200			
OCCIDENTAL PETE CORP DEL	COM	674599105	7	249	SH	DEFINED 9	
			34	1190	SH	DEFINED 3	
			401	14090	SH	DEFINED 16	
			1283	45100	SH	DEFINED 85	

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		-----		-----			
		1725	60629				
OCEANEERING INTL INC	COM	675232102	36	1439	SH	DEFINED	12
			2474	100000	SH	DEFINED	85
			2510	101439			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DCRETN			
ODETICS INC DEL	CL A	676065204	41	61800	SH	DEFINED	85		
			41	61800					
OFFICE DEPOT INC	COM	676220106	212	14388	SH	DEFINED	9		
			7	500	SH	DEFINED	10		
			314	21300	SH	DEFINED	85		
			534	36188					
OGLEBAY NORTON CO	COM	677007106	1	172	SH	DEFINED	16		
			219	33000	SH	DEFINED	85		
			221	33172					
OHIO CAS CORP	COM	677240103	362	27921	SH	DEFINED	9		
			362	27921					
OLD NATL BANCORP IND	COM	680033107	4050	166653	SH	DEFINED	3		
			201	8284	SH	DEFINED	5		
			4251	174937					
OLD SECOND BANCORP INC ILL	COM	680277100	1929	52135	SH	DEFINED	16		
			1929	52135					
OLYMPIC STEEL INC	COM	68162K106	960	300000	SH	DEFINED	85		
			960	300000					
OMNICOM GROUP INC	COM	681919106	42059	651064	SH	DEFINED	9		
			2470	38228	SH	DEFINED	3		
			3549	54932	SH	DEFINED	12		
			350	5418	SH	DEFINED	5		
			318	4926	SH	DEFINED	10		
			3456	53502	SH	DEFINED	16		
			20119	311445	SH	DEFINED	85		
			72321	1119515					
OMNIVISION TECHNOLOGIES INC	COM	682128103	21	1540	SH	DEFINED	12		

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1696 125000 SH DEFINED 85  
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 1717 126540

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA	
ONYX PHARMACEUTICALS INC	COM	683399109	64	11000	SH		DEFINED	16	
			-----	-----					
			64	11000					
ORACLE CORP	COM	68389X105	30019	2779526	SH		DEFINED	9	
			2074	191992	SH		DEFINED	3	
			968	89585	SH		DEFINED	12	
			2365	219017	SH		DEFINED	5	
			966	89400	SH		DEFINED	10	
			2838	262751	SH		DEFINED	16	
			6496	601448	SH		DEFINED	85	
			-----	-----					
			45724	4233719					
ORTHOLOGIC CORP	COM	68750J107	413	114400	SH		DEFINED	85	
			-----	-----					
			413	114400					
OSTEOTECH INC	COM	688582105	16	2500	SH		DEFINED	9	
			386	60000	SH		DEFINED	85	
			-----	-----					
			403	62500					
OUTBACK STEAKHOUSE INC	COM	689899102	345	10025	SH		DEFINED	9	
			1396	40540	SH		DEFINED	16	
			-----	-----					
			1741	50565					
OVERLAND STORAGE INC	COM	690310107	1094	75000	SH		DEFINED	85	
			-----	-----					
			1094	75000					
OWENS CORNING	COM	69073F103	26	61000	SH		DEFINED	9	
			0	200	SH		DEFINED	16	
			-----	-----					
			26	61200					
OWENS ILL INC	COM NEW	690768403	940	64459	SH		DEFINED	9	
			1	102	SH		DEFINED	16	
			-----	-----					
			941	64561					



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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
PG&E CORP	COM	69331C108	20	1420	SH		DEFINED	9	
			1	70	SH		DEFINED	3	
			58	4159	SH		DEFINED	16	
			377	27100	SH		DEFINED	85	
			-----		455	32749			
PMC-SIERRA INC	COM	69344F106	45	8100	SH		DEFINED	9	
			2	300	SH		DEFINED	3	
			2	400	SH		DEFINED	12	
			11	2000	SH		DEFINED	16	
			64	11500	SH		DEFINED	85	
-----		124	22300						
PNC FINL SVCS GROUP INC	COM	693475105	5278	125963	SH		DEFINED	9	
			78	1866	SH		DEFINED	3	
			33	784	SH		DEFINED	12	
			103	2451	SH		DEFINED	5	
			340	8123	SH		DEFINED	16	
			1408	33600	SH		DEFINED	85	
-----		7240	172787						
PPG INDS INC	COM	693506107	8146	162439	SH		DEFINED	9	
			243	4854	SH		DEFINED	3	
			70	1400	SH		DEFINED	12	
			357	7124	SH		DEFINED	16	
			587	11700	SH		DEFINED	85	
-----		9404	187517						
PPL CORP	COM	69351T106	73	2100	SH		DEFINED	9	
			102	2950	SH		DEFINED	3	
			66	1900	SH		DEFINED	16	
			874	25200	SH		DEFINED	85	
-----		1115	32150						
PACCAR INC	COM	693718108	62	1350	SH		DEFINED	9	
			76	1650	SH		DEFINED	10	
			6	135	SH		DEFINED	16	
			370	8025	SH		DEFINED	85	
-----		515	11160						

			FORM 13F						
PAGE 108 OF 155			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
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PACTIV CORP	COM	695257105	12	562	SH	DEFINED	9
			233	10640	SH	DEFINED	16
			927	42400	SH	DEFINED	85
			-----	-----			
			1172	53602			
PALL CORP	COM	696429307	582	34870	SH	DEFINED	9
			43	2569	SH	DEFINED	16
			2310	138499	SH	DEFINED	85
			-----	-----			
			2935	175938			
PAN PACIFIC RETAIL PPTYS INC	COM	69806L104	136	3720	SH	DEFINED	16
			249	6825	SH	DEFINED	85
			-----	-----			
						385	10545
PANERA BREAD CO	CL A	69840W108	1223	35139	SH	DEFINED	9
			14	400	SH	DEFINED	3
			228	6559	SH	DEFINED	16
			3718	106800	SH	DEFINED	85
			-----	-----			
			5183	148898			
PARAMETRIC TECHNOLOGY CORP	COM	699173100	4	1565	SH	DEFINED	9
			0	4	SH	DEFINED	16
			51	20326	SH	DEFINED	85
			-----	-----			
			55	21895			
PARK NATL CORP	COM	700658107	2083	21082	SH	DEFINED	9
			-----	-----			
			2083	21082			
PARK PL ENTMT CORP	COM	700690100	8	1000	SH	DEFINED	9
			55	6500	SH	DEFINED	3
			25	3000	SH	DEFINED	16
			-----	-----			
			88	10500			
PARKER HANNIFIN CORP	COM	701094104	110	2374	SH	DEFINED	9
			180	3900	SH	DEFINED	10
			184	3985	SH	DEFINED	16
			375	8125	SH	DEFINED	85
			-----	-----			
			848	18384			

PAGE		109 OF 155		FORM 13F						
				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
				VALUE	SHARES/	SH/	PUT/	INVSTMT	O	
NAME OF ISSUER				(X\$1000)	PRN	AMT	CALL	DSCRETN	MA	
-----				-----	-----	-----	-----	-----	-----	
PATTERSON DENTAL CO				760	17369	SH	DEFINED	9		
				15	350	SH	DEFINED	12		
				45	1025	SH	DEFINED	16		

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			2708	61900	SH	DEFINED	85
			-----	-----			
			3527	80644			
PAXAR CORP	COM	704227107	96	6493	SH	DEFINED	16
			1475	100000	SH	DEFINED	85
			-----	-----			
			1571	106493			
PAYCHEX INC	COM	704326107	22815	817737	SH	DEFINED	9
			10	370	SH	DEFINED	3
			265	9488	SH	DEFINED	12
			57	2037	SH	DEFINED	5
			6	220	SH	DEFINED	10
			454	16280	SH	DEFINED	16
			3144	112700	SH	DEFINED	85
			-----	-----			
			26751	958832			
PEDIATRIX MED GROUP	COM	705324101	25	630	SH	DEFINED	12
			3205	80000	SH	DEFINED	85
			-----	-----			
			3230	80630			
PEMSTAR INC	COM	706552106	414	183000	SH	DEFINED	85
			-----	-----			
			414	183000			
PENN NATL GAMING INC	COM	707569109	1586	100000	SH	DEFINED	85
			-----	-----			
			1586	100000			
PENNEY J C INC	COM	708160106	87	3772	SH	DEFINED	9
			3	130	SH	DEFINED	12
			80	3470	SH	DEFINED	5
			461	20018	SH	DEFINED	16
			930	40400	SH	DEFINED	85
			-----	-----			
			1560	67790			
PEOPLES BANCORP INC	COM	709789101	838	32728	SH	DEFINED	9
			-----	-----			
			838	32728			

PAGE 110 OF 155		FORM 13F							
		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	SH/ AMT	PUT/ CALL	INVSTMT	DSCRETN	MA
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
PEOPLES ENERGY CORP	COM	711030106	128	3313	SH		DEFINED	9	
			21	533	SH		DEFINED	3	
			13	343	SH		DEFINED	5	
			548	14185	SH		DEFINED	16	
			97	2500	SH		DEFINED	85	
			-----	-----					
			807	20874					

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PEOPLESOFT INC	COM	712713106	10	565	SH	DEFINED	9
			3	160	SH	DEFINED	12
			95	5213	SH	DEFINED	16
			829	45300	SH	DEFINED	85
			-----		938	51238	
PEPCO HOLDINGS INC	COM	713291102	3435	177176	SH	DEFINED	9
			136	7025	SH	DEFINED	3
			293	15120	SH	DEFINED	12
			19	985	SH	DEFINED	10
			307	15853	SH	DEFINED	16
			892	46000	SH	DEFINED	85
-----		5083	262159				
PEPSI BOTTLING GROUP INC	COM	713409100	13	525	SH	DEFINED	9
			504	19600	SH	DEFINED	85
			-----		517	20125	
PEPSICO INC	COM	713448108	44163	1046027	SH	DEFINED	9
			6665	157871	SH	DEFINED	3
			2181	51668	SH	DEFINED	12
			1783	42226	SH	DEFINED	5
			216	5121	SH	DEFINED	10
			11592	274554	SH	DEFINED	16
			11900	281850	SH	DEFINED	85
-----		78500	1859317				
PERCEPTRON INC	COM	71361F100	54	25000	SH	DEFINED	9
			194	90213	SH	DEFINED	85
			-----		248	115213	

PAGE		111 OF 155		FORM 13F		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP		VALUE	SHARES/	SH/	PUT/	INVSTMT	O
NAME OF ISSUER		TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN	CALL	DSCRETN	MA			
-----		-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
PEREGRINE PHARMACEUTICALS IN	COM	713661106	8	10000	SH	DEFINED	9						
			3	3500	SH	DEFINED	5						
			-----		11	13500							
PERKINELMER INC	COM	714046109	340	41183	SH	DEFINED	9						
			3	400	SH	DEFINED	12						
			33	4000	SH	DEFINED	5						
			4	511	SH	DEFINED	16						
			73	8800	SH	DEFINED	85						
-----		453	54894										
PERRIGO CO	COM	714290103	794	65390	SH	DEFINED	16						

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		-----		-----			
		794	65390				
PFIZER INC	COM	717081103	156849	5130820	SH	DEFINED	9
			7416	242588	SH	DEFINED	3
			5414	177115	SH	DEFINED	12
			1642	53708	SH	DEFINED	5
			2040	66743	SH	DEFINED	10
			25380	830220	SH	DEFINED	16
			44610	1459259	SH	DEFINED	85
			-----	-----			
			243351	7960453			
PHARMACEUTICAL PROD DEV INC	COM	717124101	1464	50000	SH	DEFINED	85
			-----	-----			
			1464	50000			
PHARMACEUTICAL RES INC	COM	717125108	2980	100000	SH	DEFINED	85
			-----	-----			
			2980	100000			
PHARMACOPEIA INC	COM	71713B104	24	2700	SH	DEFINED	12
			2961	331900	SH	DEFINED	85
			-----	-----			
			2985	334600			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN	O MA
-----			-----	-----	-----	-----	-----
PHARMACIA CORP	COM	71713U102	4813	115151	SH	DEFINED	9
			395	9450	SH	DEFINED	3
			18	430	SH	DEFINED	12
			40	968	SH	DEFINED	10
			84959	2032511	SH	DEFINED	16
			6183	147912	SH	DEFINED	85
			-----	-----			
			96408	2306422			
PHELPS DODGE CORP	COM	717265102	9	280	SH	DEFINED	9
			2	53	SH	DEFINED	3
			34	1084	SH	DEFINED	12
			34	1070	SH	DEFINED	16
			194	6117	SH	DEFINED	85
			-----	-----			
			272	8604			
PHILIP MORRIS COS INC	COM	718154107	6689	165041	SH	DEFINED	9
			181	4461	SH	DEFINED	3
			428	10565	SH	DEFINED	12
			122	3005	SH	DEFINED	5
			3712	91597	SH	DEFINED	16
			9630	237600	SH	DEFINED	85
			-----	-----			
			20762	512269			

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PHOENIX COS INC NEW	COM	71902E109	96	12582	SH	DEFINED	9
			0	22	SH	DEFINED	12
			38	5017	SH	DEFINED	16
			-----		134	17621	
PHOTRONICS INC	COM	719405102	1028	75000	SH	DEFINED	85
			-----		1028	75000	
PIER 1 IMPORTS INC	COM	720279108	14	750	SH	DEFINED	9
			1	30	SH	DEFINED	16
			1514	80000	SH	DEFINED	85
			-----		1529	80780	

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA	
-----			-----		-----			
PINNACLE WEST CAP CORP	COM	723484101	9	272	SH	DEFINED	9	
			48	1400	SH	DEFINED	3	
			22	650	SH	DEFINED	16	
			198	5800	SH	DEFINED	85	
		-----		277	8122			
PIONEER INTREST SHS	COM	723703104	32	2808	SH	DEFINED	9	
			1019	90700	SH	DEFINED	85	
		-----		1050	93508			
PITNEY BOWES INC	COM	724479100	10381	317863	SH	DEFINED	9	
			36	1100	SH	DEFINED	3	
			279	8550	SH	DEFINED	12	
			39	1200	SH	DEFINED	5	
			480	14700	SH	DEFINED	10	
			464	14202	SH	DEFINED	16	
			1434	43900	SH	DEFINED	85	
		-----		13113	401515			
PIXELWORKS INC	COM	72581M107	174	30000	SH	DEFINED	85	
			-----		174	30000		
PLANTRONICS INC NEW	COM	727493108	8	500	SH	DEFINED	16	
			2270	150000	SH	DEFINED	85	
			-----		2277	150500		
PLUM CREEK TIMBER CO INC	COM	729251108	34	1435	SH	DEFINED	9	
			7	300	SH	DEFINED	5	
			265	11245	SH	DEFINED	16	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT DSCRETN	MA
			1409	59700	SH	DEFINED 85
			1715	72680		
POLARIS INDS INC	COM	731068102	21	360	SH	DEFINED 16
			2930	50000	SH	DEFINED 85
			2951	50360		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT DSCRETN	MA
POWER-ONE INC	COM	739308104	4	700	SH	DEFINED 9
			0	50	SH	DEFINED 16
			802	141500	SH	DEFINED 85
			807	142250		
PRAXAIR INC	COM	74005P104	4935	85420	SH	DEFINED 9
			930	16093	SH	DEFINED 3
			6	99	SH	DEFINED 12
			37	645	SH	DEFINED 5
			58	1000	SH	DEFINED 10
			789	13662	SH	DEFINED 16
			4159	72000	SH	DEFINED 85
			10914	188919		
PRICE LEGACY CORP	COM	74144P106	1078	385000	SH	DEFINED 85
			1078	385000		
PRICE T ROWE GROUP INC	COM	74144T108	8289	303838	SH	DEFINED 9
			930	34075	SH	DEFINED 3
			281	10310	SH	DEFINED 12
			33	1200	SH	DEFINED 5
			22	800	SH	DEFINED 10
			1219	44679	SH	DEFINED 16
			10515	385450	SH	DEFINED 85
			21288	780352		
PRIME HOSPITALITY CORP	COM	741917108	3641	446800	SH	DEFINED 85
			3641	446800		
PRINCIPAL FINANCIAL GROUP IN	COM	74251V102	253	8399	SH	DEFINED 9
			20	675	SH	DEFINED 3
			9	301	SH	DEFINED 16
			720	23900	SH	DEFINED 85
			1003	33275		
PRIORITY HEALTHCARE CORP	CL B	74264T102	2900	125000	SH	DEFINED 85

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2900 125000

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVTMT DCRETN	O MA	
PROCTER & GAMBLE CO	COM	742718109	792839	9225499	SH		DEFINED	9	
			5518	64202	SH		DEFINED	3	
			4678	54436	SH		DEFINED	12	
			6821	79372	SH		DEFINED	5	
			5196	60460	SH		DEFINED	10	
			8572	99740	SH		DEFINED	16	
			12362	143850	SH		DEFINED	85	
			835986	9727559					
PROGRESS ENERGY INC	COM	743263105	534	12309	SH		DEFINED	9	
			9	200	SH		DEFINED	3	
			4	100	SH		DEFINED	12	
			6	127	SH		DEFINED	10	
			467	10768	SH		DEFINED	16	
			691	15937	SH		DEFINED	85	
			1710	39441					
PROGRESS SOFTWARE CORP	COM	743312100	1943	150000	SH		DEFINED	85	
						1943	150000		
PROGRESSIVE CORP OHIO	COM	743315103	7	149	SH		DEFINED	9	
			744	15000	SH		DEFINED	85	
						752	15149		
PROQUEST COMPANY	COM	74346P102	980	50000	SH		DEFINED	85	
						980	50000		
PROVIDENT FINL GROUP INC	COM	743866105	1557	59801	SH		DEFINED	9	
			5	200	SH		DEFINED	5	
			39	1513	SH		DEFINED	16	
						1601	61514		
PROVIDIAN FINL CORP	COM	74406A102	36	5550	SH		DEFINED	9	
			203	31236	SH		DEFINED	3	
			140	21600	SH		DEFINED	16	
			129	19900	SH		DEFINED	85	
						508	78286		



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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			
PRUDENTIAL FINL INC	COM	744320102	185	5834	SH	DEFINED	9		
			75	2377	SH	DEFINED	3		
			33	1053	SH	DEFINED	10		
			78	2453	SH	DEFINED	16		
			1270	40000	SH	DEFINED	85		
			1641	51717					
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	55	1710	SH	DEFINED	9		
			32	983	SH	DEFINED	3		
			254	7928	SH	DEFINED	16		
			886	27600	SH	DEFINED	85		
			1227	38221					
PUBLIC STORAGE INC	COM A DP1/1000	74460D729	401	15000	SH	DEFINED	85		
			401	15000					
PULTE HOMES INC	COM	745867101	201	4200	SH	DEFINED	85		
			201	4200					
PUTNAM PREMIER INCOME TR	SH BEN INT	746853100	42	6859	SH	DEFINED	9		
			2	400	SH	DEFINED	3		
			18	3000	SH	DEFINED	10		
			42	6880	SH	DEFINED	16		
			105	17139					
QLOGIC CORP	COM	747277101	4947	143359	SH	DEFINED	9		
			31	900	SH	DEFINED	3		
			115	3343	SH	DEFINED	12		
			21	600	SH	DEFINED	5		
			91	2650	SH	DEFINED	10		
			159	4593	SH	DEFINED	16		
			2933	85000	SH	DEFINED	85		
			8298	240445					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			
QUALCOMM INC	COM	747525103	1987	54605	SH	DEFINED	9		
			16	430	SH	DEFINED	3		
			268	7378	SH	DEFINED	12		

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			347	9539	SH	DEFINED	5
			865	23771	SH	DEFINED	16
			3257	89500	SH	DEFINED	85
			-----	-----			
			6740	185223			
QUEST DIAGNOSTICS INC	COM	74834L100	19	326	SH	DEFINED	9
			4	71	SH	DEFINED	16
			381	6700	SH	DEFINED	85
			-----	-----			
			404	7097			
QUESTAR CORP	COM	748356102	8193	294490	SH	DEFINED	9
			667	23970	SH	DEFINED	3
			1293	46477	SH	DEFINED	12
			126	4539	SH	DEFINED	5
			8	296	SH	DEFINED	10
			427	15349	SH	DEFINED	16
			2122	76290	SH	DEFINED	85
			-----	-----			
			12836	461411			
QWEST COMMUNICATIONS INTL IN	COM	749121109	139	27733	SH	DEFINED	9
			1	284	SH	DEFINED	3
			1	262	SH	DEFINED	5
			197	39371	SH	DEFINED	16
			603	120500	SH	DEFINED	85
			-----	-----			
			941	188150			
RPM INTL INC	COM	749685103	1080	70691	SH	DEFINED	9
			137	8975	SH	DEFINED	3
			215	14055	SH	DEFINED	12
			20	1330	SH	DEFINED	10
			437	28573	SH	DEFINED	16
			1995	130550	SH	DEFINED	85
			-----	-----			
			3884	254174			

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PAGE 118 OF 155		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	CALL DCRETN	MA		
			-----	-----	-----	-----	-----		
RADIO ONE INC	CL A	75040P108	1	50	SH	DEFINED	9		
			21	1431	SH	DEFINED	12		
			2193	150000	SH	DEFINED	85		
			-----	-----					
			2215	151481					
RADIOSHACK CORP	COM	750438103	225	12030	SH	DEFINED	9		
			7	400	SH	DEFINED	3		
			212	11300	SH	DEFINED	5		
			371	19815	SH	DEFINED	16		
			546	29156	SH	DEFINED	85		
			-----	-----					

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			1362	72701		
RADISYS CORP	COM	750459109	399	50000 SH	DEFINED	85
			-----	-----		
			399	50000		
RAINBOW TECHNOLOGIES INC	COM	750862104	1076	150000 SH	DEFINED	85
			-----	-----		
			1076	150000		
RAMBUS INC DEL	COM	750917106	79	11800 SH	DEFINED	16
			-----	-----		
			79	11800		
RATIONAL SOFTWARE CORP	COM NEW	75409P202	0	18 SH	DEFINED	9
			12	1200 SH	DEFINED	16
			138	13300 SH	DEFINED	85
			-----	-----		
			151	14518		
RAWLINGS SPORTING GOODS INC	COM	754459105	93	10527 SH	DEFINED	9
			934	106000 SH	DEFINED	85
			-----	-----		
			1027	116527		
RAYTHEON CO	COM NEW	755111507	324	10539 SH	DEFINED	9
			74	2397 SH	DEFINED	3
			166	5400 SH	DEFINED	12
			1	47 SH	DEFINED	5
			1208	39280 SH	DEFINED	16
			1777	57800 SH	DEFINED	85
			-----	-----		
			3550	115463		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA		
-----			-----							
REGIONS FINL CORP	COM	758940100	2764	82865 SH	DEFINED	9				
			33	1000 SH	DEFINED	3				
			27	800 SH	DEFINED	10				
			30	900 SH	DEFINED	16				
			507	15200 SH	DEFINED	85				
			-----	-----						
			3362	100765						
REGISTER COM INC	COM	75914G101	797	177000 SH	DEFINED	85				
			-----	-----						
			797	177000						
REHABCARE GROUP INC	COM	759148109	36	1899 SH	DEFINED	12				
			1431	75000 SH	DEFINED	85				
			-----	-----						
			1467	76899						

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RELIANT RES INC	COM	75952B105	24	7578	SH	DEFINED	9
			2	562	SH	DEFINED	3
			16	4883	SH	DEFINED	16
			-----	-----			
			42	13023			
RENAISSANCE LEARNING INC	COM	75968L105	1890	100000	SH	DEFINED	85
			-----	-----			
			1890	100000			
REPUBLIC BANCORP INC	COM	760282103	1	45	SH	DEFINED	9
			23	1919	SH	DEFINED	12
			369	31322	SH	DEFINED	16
			2589	220000	SH	DEFINED	85
			-----	-----			
			2981	253286			
RESPIRONICS INC	COM	761230101	3804	125000	SH	DEFINED	85
			-----	-----			
			3804	125000			
REYNOLDS & REYNOLDS CO	CL A	761695105	3325	130552	SH	DEFINED	9
			8	295	SH	DEFINED	10
			36	1400	SH	DEFINED	16
			349	13700	SH	DEFINED	85
			-----	-----			
			3717	145947			

PAGE		120 OF 155		FORM 13F						
				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER			TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----			-----	-----	-----	-----	-----	-----	-----	
REYNOLDS R J TOB HLDGS INC	COM	76182K105		5	108	SH	DEFINED	16		
				261	6200	SH	DEFINED	85		
				-----	-----					
				266	6308					
RITE AID CORP	COM	767754104		6	2500	SH	DEFINED	9		
				63	25883	SH	DEFINED	16		
				-----	-----					
				70	28383					
ROBBINS & MYERS INC	NOTE	6.500% 9	770196AA1	1000	10000	SH	DEFINED	3		
				-----	-----					
				1000	10000					
ROBERT HALF INTL INC	COM	770323103		195	12100	SH	DEFINED	85		
				-----	-----					
				195	12100					
ROCKWELL AUTOMATION INC	COM	773903109		352	16994	SH	DEFINED	9		
				65	3128	SH	DEFINED	5		
				1169	56469	SH	DEFINED	16		
				265	12800	SH	DEFINED	85		
				-----	-----					

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			1851	89391			
ROCKWELL COLLINS INC	COM	774341101	395	16994 SH	DEFINED	9	
			59	2540 SH	DEFINED	5	
			1135	48806 SH	DEFINED	16	
			293	12600 SH	DEFINED	85	
			-----	-----			
			1883	80940			
ROCKY SHOES & BOOTS INC	COM	774830103	1136	216800 SH	DEFINED	85	
			-----	-----			
			1136	216800			
ROHM & HAAS CO	COM	775371107	282	8688 SH	DEFINED	9	
			11	331 SH	DEFINED	12	
			44	1344 SH	DEFINED	16	
			496	15277 SH	DEFINED	85	
			-----	-----			
			833	25640			
ROPER INDS INC NEW	COM	776696106	2745	75000 SH	DEFINED	85	
			-----	-----			
			2745	75000			

		FORM 13F						
		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
PAGE	121 OF 155	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL DSCRETN	O MA
		-----	-----	-----	-----	-----	-----	-----
		ROSLYN BANCORP INC	COM	778162107	2	105 SH	DEFINED	16
					2705	150000 SH	DEFINED	85
					-----	-----		
					2706	150105		
		ROYAL APPLIANCE MFG CO	COM	780076105	38	5200 SH	DEFINED	9
					821	112900 SH	DEFINED	85
					-----	-----		
					859	118100		
		ROYAL DUTCH PETE CO	NY REG EUR .56	780257804	16197	367949 SH	DEFINED	9
					1647	37405 SH	DEFINED	3
					851	19321 SH	DEFINED	12
					8	175 SH	DEFINED	5
					134	3052 SH	DEFINED	10
					3608	81970 SH	DEFINED	16
					7026	159600 SH	DEFINED	85
					-----	-----		
					29470	669472		
		ROYCE MICRO-CAP TR INC	COM	780915104	704	83465 SH	DEFINED	85
					-----	-----		
					704	83465		
		RUBY TUESDAY INC	COM	781182100	325	18812 SH	DEFINED	9
					-----	-----		
					325	18812		

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RUDDICK CORP	COM	781258108	1027	75000	SH	DEFINED	85
			-----	-----			
			1027	75000			
RURBAN FINL CORP	COM	78176P108	100	10748	SH	DEFINED	3
			-----	-----			
			100	10748			
RYLAND GROUP INC	COM	783764103	1668	50000	SH	DEFINED	85
			-----	-----			
			1668	50000			

		FORM 13F						
PAGE 122 OF 155		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA
-----			-----	-----	-----	-----	-----	-----
SBC COMMUNICATIONS INC	COM	78387G103	21637	798105	SH		DEFINED	9
			5690	209883	SH		DEFINED	3
			1452	53568	SH		DEFINED	12
			258	9500	SH		DEFINED	5
			363	13382	SH		DEFINED	10
			14681	541522	SH		DEFINED	16
			10724	395563	SH		DEFINED	85
			-----	-----				
			54804	2021523				
SLM CORP	COM	78442P106	375	3613	SH		DEFINED	9
			28	270	SH		DEFINED	3
			16	150	SH		DEFINED	12
			4	37	SH		DEFINED	16
			1111	10700	SH		DEFINED	85
			-----	-----				
			1534	14770				
SPDR TR	UNIT SER 1	78462F103	1847	20933	SH		DEFINED	9
			47	535	SH		DEFINED	12
			18	200	SH		DEFINED	10
			5774	65437	SH		DEFINED	16
			-----	-----				
			7685	87105				
SPX CORP	COM	784635104	1	22	SH		DEFINED	9
			0	10	SH		DEFINED	5
			232	6186	SH		DEFINED	16
			-----	-----				
			233	6218				
S Y BANCORP INC	COM	785060104	7	200	SH		DEFINED	9
			456	12300	SH		DEFINED	12
			-----	-----				
			464	12500				
SABRE HLDGS CORP	CL A	785905100	10	541	SH		DEFINED	9
			3	161	SH		DEFINED	3

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180 9965 SH DEFINED 85  
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 193 10667

			FORM 13F							
			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
PAGE	123 OF	155	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
			SAFECO CORP	COM	786429100	14	408	SH	DEFINED	9
						24	700	SH	DEFINED	3
						10	300	SH	DEFINED	16
						312	9000	SH	DEFINED	85
						-----	-----			
						361	10408			
			SAFEGUARD SCIENTIFICS INC	COM	786449108	972	715000	SH	DEFINED	85
						-----	-----			
						972	715000			
			SAFEWAY INC	COM NEW	786514208	16	691	SH	DEFINED	9
						1	60	SH	DEFINED	3
						140	5984	SH	DEFINED	16
						710	30400	SH	DEFINED	85
						-----	-----			
						867	37135			
			ST JUDE MED INC	COM	790849103	8	210	SH	DEFINED	9
						2	60	SH	DEFINED	16
						485	12200	SH	DEFINED	85
						-----	-----			
						495	12470			
			ST PAUL COS INC	COM	792860108	169	4962	SH	DEFINED	9
						77	2260	SH	DEFINED	16
						509	14934	SH	DEFINED	85
						-----	-----			
						754	22156			
			SAKS INC	COM	79377W108	881	75000	SH	DEFINED	85
						-----	-----			
						881	75000			
			SANMINA SCI CORP	COM	800907107	0	91	SH	DEFINED	9
						178	39600	SH	DEFINED	85
						-----	-----			
						178	39691			

			FORM 13F							
			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
PAGE	124 OF	155	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN CALL	DSCRETN	MA
SARA LEE CORP	COM	803111103	11943	530552	SH		DEFINED	9
			32	1400	SH		DEFINED	3
			302	13400	SH		DEFINED	12
			45	2000	SH		DEFINED	5
			306	13600	SH		DEFINED	10
			5118	227357	SH		DEFINED	16
			2616	116233	SH		DEFINED	85
			20361	904542				
SATYAM INFOWAY LTD	SPONS ADR NEW	804099208	25	10500	SH		DEFINED	9
			0	125	SH		DEFINED	16
				25	10625			
SAUCONY INC	CL A	804120103	625	66200	SH		DEFINED	85
				625	66200			
SCHERING PLOUGH CORP	COM	806605101	14699	662103	SH		DEFINED	9
			307	13850	SH		DEFINED	3
			666	29999	SH		DEFINED	12
			179	8066	SH		DEFINED	5
			620	27910	SH		DEFINED	10
			802	36112	SH		DEFINED	16
			4769	214800	SH		DEFINED	85
			22041	992840				
SCHLUMBERGER LTD	COM	806857108	27635	656559	SH		DEFINED	9
			1117	26550	SH		DEFINED	3
			2287	54343	SH		DEFINED	12
			241	5718	SH		DEFINED	5
			250	5930	SH		DEFINED	10
			3558	84526	SH		DEFINED	16
			22121	525562	SH		DEFINED	85
			57208	1359188				
SCHULMAN A INC	COM	808194104	1024	55000	SH		DEFINED	16
				1024	55000			

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PAGE 125 OF 155		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	AMT	SH/ PUT/ PRN CALL	INVSTMT	DSCRETN	O
SCHWAB CHARLES CORP NEW	COM	808513105	3008	277251	SH		DEFINED	9	
			37	3400	SH		DEFINED	3	
			16	1500	SH		DEFINED	12	
			10	900	SH		DEFINED	5	
			69	6400	SH		DEFINED	10	



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			158	14588	SH	DEFINED	16
			4329	398975	SH	DEFINED	85
			-----	-----			
			7628	703014			
SCIENTIFIC ATLANTA INC	COM	808655104	17	1420	SH	DEFINED	9
			102	8565	SH	DEFINED	16
			1991	167900	SH	DEFINED	85
			-----	-----			
			2110	177885			
SCIOS INC	COM	808905103	6	195	SH	DEFINED	9
			13	400	SH	DEFINED	16
			1629	50000	SH	DEFINED	85
			-----	-----			
			1648	50595			
SCOTTS CO	CL A	810186106	3678	75000	SH	DEFINED	85
			-----	-----			
			3678	75000			
SCRIPPS E W CO OHIO	CL A	811054204	2147	27907	SH	DEFINED	9
			-----	-----			
			2147	27907			
SCUDDER INTER GOVT TR	SH BEN INT	811163104	592	85000	SH	DEFINED	85
			-----	-----			
			592	85000			
SCUDDER MUN INCOME TR	COM SH BEN INT	81118R604	105	9333	SH	DEFINED	9
			124	10960	SH	DEFINED	16
			-----	-----			
			229	20293			
SEA CONTAINERS LTD	CL A	811371707	7	800	SH	DEFINED	16
			1607	180000	SH	DEFINED	85
			-----	-----			
			1615	180800			

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PAGE 126 OF 155		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA
-----			-----	-----	-----	-----	-----	-----
SEACOR SMIT INC	COM	811904101	3338	75000	SH		DEFINED	85
			-----	-----				
			3338	75000				
SEALED AIR CORP NEW	COM	81211K100	12	321	SH		DEFINED	9
			217	5816	SH		DEFINED	85
			-----	-----				
			229	6137				
SEARS ROEBUCK & CO	COM	812387108	284	11851	SH		DEFINED	9
			109	4559	SH		DEFINED	3
			7	272	SH		DEFINED	5

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			120	5000	SH	DEFINED	10
			5415	226101	SH	DEFINED	16
			1099	45875	SH	DEFINED	85
			-----	-----			
			7033	293658			
SELECT SECTOR SPDR TR	SBI INT-TECH	81369Y803	16	1050	SH	DEFINED	9
			26	1728	SH	DEFINED	16
			2072	140000	SH	DEFINED	85
			-----	-----			
			2113	142778			
SEEBEYOND TECHNOLOGIES CORP	COM	815704101	287	118000	SH	DEFINED	85
			-----	-----			
			287	118000			
SEMTECH CORP	COM	816850101	328	30000	SH	DEFINED	85
			-----	-----			
			328	30000			
SEMPRA ENERGY	COM	816851109	78	3290	SH	DEFINED	9
			12	520	SH	DEFINED	3
			75	3153	SH	DEFINED	16
			334	14125	SH	DEFINED	85
			-----	-----			
			499	21088			
SENSIENT TECHNOLOGIES CORP	COM	81725T100	336	14972	SH	DEFINED	9
			136	6072	SH	DEFINED	16
			-----	-----			
			473	21044			

		FORM 13F						
PAGE 127 OF 155		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
SERENA SOFTWARE INC	COM	817492101	24	1530	SH	DEFINED	12	
			2	150	SH	DEFINED	16	
			3158	200000	SH	DEFINED	85	
			-----	-----				
			3185	201680				
SERVICE CORP INTL	COM	817565104	33	10000	SH	DEFINED	9	
			2	500	SH	DEFINED	3	
			-----	-----				
			35	10500				
SERVICEMASTER CO	COM	81760N109	523	47125	SH	DEFINED	9	
			5	450	SH	DEFINED	3	
			159	14333	SH	DEFINED	16	
			-----	-----				
			687	61908				
SHAW GROUP INC	COM	820280105	24	1466	SH	DEFINED	12	
			13	800	SH	DEFINED	10	

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			1234	75000	SH	DEFINED	85
			-----	-----			
			1271	77266			
SHELL TRANS & TRADING PLC	ADR NY SHS NEW	822703609	82	2100	SH	DEFINED	9
			23	600	SH	DEFINED	3
			98	2525	SH	DEFINED	16
			-----	-----			
			203	5225			
SHERWIN WILLIAMS CO	COM	824348106	907	32120	SH	DEFINED	9
			3	100	SH	DEFINED	3
			28	1000	SH	DEFINED	12
			46	1616	SH	DEFINED	16
			294	10400	SH	DEFINED	85
			-----	-----			
			1278	45236			
SIEBEL SYS INC	COM	826170102	1629	220178	SH	DEFINED	9
			6	875	SH	DEFINED	3
			14	1900	SH	DEFINED	12
			23	3152	SH	DEFINED	5
			8	1100	SH	DEFINED	10
			177	23875	SH	DEFINED	16
			687	92900	SH	DEFINED	85
			-----	-----			
			2545	343980			

			FORM 13F						
PAGE 128 OF 155			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DCRETN	O MA		
-----			-----					-----	
SIGMA ALDRICH CORP	COM	826552101	234	4800	SH	DEFINED	9		
			54	1100	SH	DEFINED	12		
			246	5050	SH	DEFINED	16		
			721	14800	SH	DEFINED	85		
			-----	-----					
			1254	25750					
SILICON LABORATORIES INC	COM	826919102	21	1085	SH	DEFINED	12		
			2671	140000	SH	DEFINED	85		
			-----	-----					
			2692	141085					
SILICON IMAGE INC	COM	82705T102	300	50000	SH	DEFINED	85		
			-----	-----					
			300	50000					
SILICON GRAPHICS INC	COM	827056102	175	155200	SH	DEFINED	16		
			-----	-----					
			175	155200					
SIMON PPTY GROUP INC NEW	COM	828806109	417	12231	SH	DEFINED	9		
			61	1785	SH	DEFINED	3		
			279	8188	SH	DEFINED	16		

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			436	12800	SH	DEFINED	85
			-----	-----			
			1193	35004			
SIMON PPTY GROUP INC NEW	PFD CV B 6.50%	828806406	1302	14000	SH	DEFINED	85
			-----	-----			
			1302	14000			
SKECHERS U S A INC	CL A	830566105	212	25000	SH	DEFINED	85
			-----	-----			
			212	25000			
SKY FINL GROUP INC	COM	83080P103	882	44311	SH	DEFINED	9
			4	209	SH	DEFINED	16
			-----	-----			
			886	44520			
SKYWORKS SOLUTIONS INC	COM	83088M102	32	3724	SH	DEFINED	9
			3	351	SH	DEFINED	5
			3	351	SH	DEFINED	10
			123	14246	SH	DEFINED	16
			-----	-----			
			161	18672			

		FORM 13F							
PAGE 129 OF 155		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	SH/ PUT/ INVSTMT	CALL	DSCRETN	O	MA
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
SMITH & WOLLENSKY RESTAURANT	COM	831758107	140	40000	SH		DEFINED	85	
			-----	-----					
			140	40000					
SMUCKER J M CO	COM NEW	832696405	3706	93105	SH		DEFINED	9	
			17	424	SH		DEFINED	3	
			9	224	SH		DEFINED	12	
			19	478	SH		DEFINED	5	
			15	368	SH		DEFINED	10	
			34	848	SH		DEFINED	16	
			-----	-----					
			3800	95447					
SNAP ON INC	COM	833034101	1727	61428	SH		DEFINED	9	
			1160	41250	SH		DEFINED	3	
			17	610	SH		DEFINED	12	
			126	4500	SH		DEFINED	16	
			117	4150	SH		DEFINED	85	
			-----	-----					
			3147	111938					
SOLECTRON CORP	COM	834182107	8	2165	SH		DEFINED	9	
			4	1100	SH		DEFINED	3	
			0	70	SH		DEFINED	5	
			1	200	SH		DEFINED	10	
			170	47910	SH		DEFINED	16	
			233	65600	SH		DEFINED	85	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	MA
			416	117045			
SOLUTIA INC	COM	834376105	23	6367	SH	DEFINED	9
			13	3644	SH	DEFINED	16
			36	10011			
SONICWALL INC	COM	835470105	1634	450000	SH	DEFINED	85
			1634	450000			
SONOCO PRODS CO	COM	835495102	437	19060	SH	DEFINED	9
			3	125	SH	DEFINED	16
			440	19185			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	MA
			41	2200	SH	DEFINED	12
SOURCECORP	COM	836167106	1394	75000	SH	DEFINED	85
			1435	77200			
SOUTH FINL GROUP INC	COM	837841105	1279	61926	SH	DEFINED	9
			1279	61926			
SOUTHERN CO	COM	842587107	1186	41762	SH	DEFINED	9
			676	23805	SH	DEFINED	3
			26	900	SH	DEFINED	12
			6	224	SH	DEFINED	5
			3	120	SH	DEFINED	10
			1863	65614	SH	DEFINED	16
			2606	91800	SH	DEFINED	85
			6366	224225			
SOUTHTRUST CORP	COM	844730101	40052	1611760	SH	DEFINED	9
			1398	56250	SH	DEFINED	3
			353	14209	SH	DEFINED	12
			3	130	SH	DEFINED	5
			960	38640	SH	DEFINED	10
			535	21540	SH	DEFINED	16
			4351	175100	SH	DEFINED	85
			47653	1917629			
SOUTHWEST AIRLS CO	COM	844741108	69	4997	SH	DEFINED	9
			115	8250	SH	DEFINED	12
			349	25087	SH	DEFINED	16
			1323	95205	SH	DEFINED	85

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			1856	133539		
SOUTHWEST BANCORPORATION TEX	COM	84476R109	33	1153	SH	DEFINED 12
			2161	75000	SH	DEFINED 85
			-----	-----		
			2194	76153		
SOUTHWESTERN ENERGY CO	COM	845467109	321	28000	SH	DEFINED 85
			-----	-----		
			321	28000		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DISCRETN	O MA
SPARTAN STORES INC	COM	846822104	3	1998	SH	DEFINED 9	
			115	76144	SH	DEFINED 16	
			-----	-----			
			118	78142			
SPARTECH CORP	COM NEW	847220209	1032	50000	SH	DEFINED 85	
			-----	-----			
			1032	50000			
SPINNAKER EXPL CO	COM	84855W109	20	920	SH	DEFINED 12	
			2205	100000	SH	DEFINED 85	
			-----	-----			
			2225	100920			
SPRINT CORP	COM FON GROUP	852061100	2643	182522	SH	DEFINED 9	
			40	2750	SH	DEFINED 3	
			56	3836	SH	DEFINED 12	
			450	31062	SH	DEFINED 16	
			1557	107500	SH	DEFINED 85	
			-----	-----			
			4745	327670			
SPRINT CORP	PCS COM SER 1	852061506	303	69102	SH	DEFINED 9	
			2	510	SH	DEFINED 3	
			62	14134	SH	DEFINED 16	
			301	68700	SH	DEFINED 85	
			-----	-----			
			668	152446			
STANDARD REGISTER CO	COM	853887107	93042	5169024	SH	DEFINED 9	
			2	100	SH	DEFINED 16	
			-----	-----			
			93044	5169124			
STANLEY WKS	COM	854616109	21	616	SH	DEFINED 16	
			2106	60900	SH	DEFINED 85	
			-----	-----			
			2127	61516			
STAPLES INC	COM	855030102	64	3501	SH	DEFINED 9	

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1	60	SH	DEFINED	5
278	15205	SH	DEFINED	16
1340	73200	SH	DEFINED	85
-----	-----			
1683	91966			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
-----									
STARBUCKS CORP	COM	855244109	33	1600	SH		DEFINED	9	
			41	1991	SH		DEFINED	3	
			736	36090	SH		DEFINED	16	
			546	26800	SH		DEFINED	85	
			-----	-----					
			1355	66481					
STARWOOD HOTELS&RESORTS WRLD	PAIRED CTF	85590A203	49	2080	SH		DEFINED	9	
			204	8613	SH		DEFINED	16	
			1004	42300	SH		DEFINED	85	
			-----	-----					
			1258	52993					
STATE STR CORP	COM	857477103	3555	91158	SH		DEFINED	9	
			122	3120	SH		DEFINED	3	
			68	1750	SH		DEFINED	12	
			51	1300	SH		DEFINED	5	
			29	750	SH		DEFINED	10	
			1326	34004	SH		DEFINED	16	
			1845	47300	SH		DEFINED	85	
			-----	-----					
			6996	179382					
STATEN IS BANCORP INC	COM	857550107	4532	225000	SH		DEFINED	85	
			-----	-----					
			4532	225000					
STEEL DYNAMICS INC	COM	858119100	2	200	SH		DEFINED	9	
			21	1745	SH		DEFINED	12	
			2406	200000	SH		DEFINED	85	
			-----	-----					
			2429	201945					
STEELCASE INC	CL A	858155203	11674	1065148	SH		DEFINED	16	
			-----	-----					
			11674	1065148					
STEINWAY MUSICAL INSTRS INC	COM ORD	858495104	1741	107000	SH		DEFINED	85	
			-----	-----					
			1741	107000					
STERICYCLE INC	COM	858912108	1619	50000	SH		DEFINED	85	
			-----	-----					
			1619	50000					

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			FORM 13F						
PAGE 133 OF 155			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
STERIS CORP	COM	859152100	19	800	SH		DEFINED	9	
			32	1327	SH		DEFINED	12	
			49	2000	SH		DEFINED	16	
			3031	125000	SH		DEFINED	85	
			-----	-----					
			3131	129127					
STEWART & STEVENSON SVCS INC	COM	860342104	449	31734	SH		DEFINED	9	
			2687	190000	SH		DEFINED	85	
						-----	-----		
			3135	221734					
STILWELL FINL INC	COM	860831106	1547	118333	SH		DEFINED	9	
			143	10954	SH		DEFINED	16	
			4152	317700	SH		DEFINED	85	
						-----	-----		
			5842	446987					
STONE ENERGY CORP	COM	861642106	2502	75000	SH		DEFINED	85	
						-----	-----		
			2502	75000					
STORA ENSO CORP	SPON ADR REP R	86210M106	185	17652	SH		DEFINED	16	
						-----	-----		
			185	17652					
STORAGE TECHNOLOGY CORP	COM PAR \$0.10	862111200	23	1080	SH		DEFINED	12	
			3	125	SH		DEFINED	16	
			2142	100000	SH		DEFINED	85	
						-----	-----		
			2168	101205					
STRATEGIC DISTR INC	COM NEW	862701307	1767	139100	SH		DEFINED	85	
						-----	-----		
			1767	139100					
STRATEGIC GLOBAL INCOME FD	COM	862719101	7	500	SH		DEFINED	9	
			127	9642	SH		DEFINED	3	
			14	1070	SH		DEFINED	16	
						-----	-----		
			148	11212					

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PAGE 134 OF 155			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	



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STRYKER CORP	COM	863667101	87	1296	SH	DEFINED	9
			149	2225	SH	DEFINED	3
			128	1900	SH	DEFINED	5
			8653	128916	SH	DEFINED	16
			1853	27600	SH	DEFINED	85
			-----	-----			
			10869	161937			
SUN LIFE FINL SVCS CDA INC	COM	866796105	601	35228	SH	DEFINED	9
			97	5679	SH	DEFINED	3
			41	2378	SH	DEFINED	16
			-----	-----			
			738	43285			
SUN MICROSYSTEMS INC	COM	866810104	2345	753957	SH	DEFINED	9
			43	13875	SH	DEFINED	3
			37	11915	SH	DEFINED	12
			4	1290	SH	DEFINED	5
			145	46467	SH	DEFINED	10
			663	213319	SH	DEFINED	16
			726	233550	SH	DEFINED	85
			-----	-----			
			3963	1274373			
SUNGARD DATA SYS INC	COM	867363103	5026	213336	SH	DEFINED	9
			326	13826	SH	DEFINED	3
			716	30379	SH	DEFINED	12
			27	1125	SH	DEFINED	5
			80	3402	SH	DEFINED	10
			954	40478	SH	DEFINED	16
			7570	321300	SH	DEFINED	85
			-----	-----			
			14698	623846			
SUNOCO INC	COM	86764P109	69	2089	SH	DEFINED	3
			160	4830	SH	DEFINED	16
			772	23274	SH	DEFINED	85
			-----	-----			
			1002	30193			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	DSCRETN	MA	O	MA
SUNTRUST BKS INC	COM	867914103	2683	47135	SH	DEFINED	9		
			290	5100	SH	DEFINED	3		
			493	8670	SH	DEFINED	12		
			26	450	SH	DEFINED	10		
			617	10839	SH	DEFINED	16		
			8195	143975	SH	DEFINED	85		
			-----	-----					
			12304	216169					

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SUPERVALU INC	COM	868536103	863	52289	SH	DEFINED	9
			94	5715	SH	DEFINED	3
			162	9840	SH	DEFINED	12
			10	590	SH	DEFINED	10
			407	24675	SH	DEFINED	16
			1755	106300	SH	DEFINED	85
			-----	-----			
			3292	199409			
SURMODICS INC	COM	868873100	1563	54511	SH	DEFINED	9
			150	5224	SH	DEFINED	16
			5019	175000	SH	DEFINED	85
						-----	-----
			6732	234735			
SYBASE INC	COM	871130100	96	7195	SH	DEFINED	9
			2010	150000	SH	DEFINED	85
						-----	-----
			2106	157195			
SYMANTEC CORP	COM	871503108	6	136	SH	DEFINED	9
			1	20	SH	DEFINED	3
			539	13300	SH	DEFINED	85
						-----	-----
			545	13456			
SYMBOL TECHNOLOGIES INC	COM	871508107	24	2925	SH	DEFINED	9
			8	995	SH	DEFINED	10
			49	6000	SH	DEFINED	16
			130	15850	SH	DEFINED	85
						-----	-----
			212	25770			
SYMMETRICOM INC	COM	871543104	51	12000	SH	DEFINED	9
			2997	710154	SH	DEFINED	85
						-----	-----
			3047	722154			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O	MA
-----									
SYNAGRO TECHNOLOGIES INC	COM NEW	871562203	65	26000	SH	DEFINED	16		
						-----	-----		
			65	26000					
SYNOVUS FINL CORP	COM	87161C105	21760	1121647	SH	DEFINED	9		
			54	2799	SH	DEFINED	3		
			350	18031	SH	DEFINED	12		
			15	761	SH	DEFINED	5		
			13	675	SH	DEFINED	10		
			129	6670	SH	DEFINED	16		
			396	20400	SH	DEFINED	85		
			-----	-----					
			22717	1170983					

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SYSCO CORP	COM	871829107	69574	2335466	SH	DEFINED	9
			3943	132352	SH	DEFINED	3
			2631	88334	SH	DEFINED	12
			2100	70508	SH	DEFINED	5
			640	21497	SH	DEFINED	10
			8749	293676	SH	DEFINED	16
			25327	850180	SH	DEFINED	85
			-----	-----			
			112964	3792013			
TCF FINL CORP	COM	872275102	778	17810	SH	DEFINED	9
			9	200	SH	DEFINED	10
			769	17590	SH	DEFINED	16
						-----	-----
			1555	35600			
TECO ENERGY INC	COM	872375100	259	16729	SH	DEFINED	9
			59	3800	SH	DEFINED	3
			31	2000	SH	DEFINED	10
			117	7536	SH	DEFINED	16
			172	11100	SH	DEFINED	85
						-----	-----
			637	41165			
TEPPCO PARTNERS L P	UT LTD PARTNER	872384102	14	500	SH	DEFINED	3
			19	700	SH	DEFINED	10
			244	8800	SH	DEFINED	16
						-----	-----
			278	10000			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			
TJX COS INC NEW	COM	872540109	81	4142	SH	DEFINED	9		
			1	40	SH	DEFINED	3		
			15	765	SH	DEFINED	16		
			726	37200	SH	DEFINED	85		
						-----	-----		
			823	42147					
TXU CORP	COM	873168108	96	5157	SH	DEFINED	9		
			46	2479	SH	DEFINED	3		
			6	300	SH	DEFINED	10		
			247	13196	SH	DEFINED	16		
			769	41170	SH	DEFINED	85		
						-----	-----		
			1164	62302					
TAKE-TWO INTERACTIVE SOFTWARE	COM	874054109	47	2000	SH	DEFINED	9		
			22	925	SH	DEFINED	12		
			3524	150000	SH	DEFINED	85		
						-----	-----		
			3592	152925					

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TARGET CORP	COM	87612E106	57325	1910828	SH	DEFINED	9
			4896	163190	SH	DEFINED	3
			2700	90014	SH	DEFINED	12
			757	25233	SH	DEFINED	5
			272	9070	SH	DEFINED	10
			4108	136941	SH	DEFINED	16
			38957	1298550	SH	DEFINED	85
			-----	-----			
			109015	3633826			
TECHNITROL INC	COM	878555101	2018	125000	SH	DEFINED	85
			-----	-----			
			2018	125000			
TEKTRONIX INC	COM	879131100	56	3100	SH	DEFINED	16
			2385	131100	SH	DEFINED	85
			-----	-----			
			2441	134200			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
TELEFLEX INC	COM	879369106	3215	74965	SH	DEFINED	9		
			348	8125	SH	DEFINED	3		
			69	1600	SH	DEFINED	5		
			5	105	SH	DEFINED	10		
			4510	105143	SH	DEFINED	16		
			3882	90500	SH	DEFINED	85		
			-----	-----					
			12028	280438					
TELLABS INC	COM	879664100	1351	185869	SH	DEFINED	9		
			6	825	SH	DEFINED	3		
			19	2550	SH	DEFINED	5		
			208	28624	SH	DEFINED	16		
			3935	541300	SH	DEFINED	85		
			-----	-----					
			5519	759168					
TEMPLE INLAND INC	COM	879868107	161	3600	SH	DEFINED	9		
			6	142	SH	DEFINED	3		
			166	3700	SH	DEFINED	85		
			-----	-----					
			333	7442					
TEMPLETON GLOBAL INCOME FD I	COM	880198106	12	1500	SH	DEFINED	9		
			4	572	SH	DEFINED	16		
			473	61374	SH	DEFINED	85		
			-----	-----					
			489	63446					
TENET HEALTHCARE CORP	COM	88033G100	59	3595	SH	DEFINED	9		
			82	5025	SH	DEFINED	3		

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16 1000 SH DEFINED 12  
 3 163 SH DEFINED 16  
 553 33700 SH DEFINED 85

-----  
 713 43483

TERADYNE INC COM 880770102 19 1450 SH DEFINED 9  
 52 4007 SH DEFINED 16  
 1032 79300 SH DEFINED 85  
 -----  
 1103 84757

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL DSCRETN	O MA
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TETRA TECH INC NEW	COM	88162G103	40	3247	SH	DEFINED 12
			2135	175000	SH	DEFINED 85
			2175	178247		

TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	170	4400	SH	DEFINED 9
			31	800	SH	DEFINED 16
			201	5200		

TEXAS INSTRS INC	COM	882508104	29967	1996464	SH	DEFINED 9
			1051	70045	SH	DEFINED 3
			1522	101365	SH	DEFINED 12
			476	31715	SH	DEFINED 5
			575	38310	SH	DEFINED 10
			2523	168060	SH	DEFINED 16
			25323	1687100	SH	DEFINED 85
61437	4093059					

TEXAS REGL BANCSHARES INC	CL A VTG	882673106	44	1240	SH	DEFINED 12
			3998	112500	SH	DEFINED 85
			4042	113740		

TEXTRON INC	COM	883203101	903	21010	SH	DEFINED 9
			18	410	SH	DEFINED 3
			100	2325	SH	DEFINED 12
			21	500	SH	DEFINED 10
			217	5040	SH	DEFINED 16
			851	19800	SH	DEFINED 85
			2110	49085		

THERAGENICS CORP	COM	883375107	202	50000	SH	DEFINED 85
			202	50000		

THERMO ELECTRON CORP	COM	883556102	12	600	SH	DEFINED 9
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16	783	SH	DEFINED	16
231	11500	SH	DEFINED	85
-----				
259	12883			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP								
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O	MA	
-----										
THIRD WAVE TECHNOLOGIES INC	COM	88428W108	392	145706	SH		DEFINED	9		
			38	14173	SH		DEFINED	16		
			995	370000	SH		DEFINED	85		
			-----		1425	529879				
THOMAS & BETTS CORP	COM	884315102	899	53175	SH		DEFINED	9		
			130	7700	SH		DEFINED	3		
			407	24085	SH		DEFINED	12		
			27	1600	SH		DEFINED	10		
			277	16400	SH		DEFINED	16		
			1273	75325	SH		DEFINED	85		
-----		3013	178285							
3COM CORP	COM	885535104	10	2230	SH		DEFINED	9		
			33	7037	SH		DEFINED	16		
			1458	315000	SH		DEFINED	85		
			-----		1501	324267				
3M CO	COM	88579Y101	40639	329595	SH		DEFINED	9		
			4961	40235	SH		DEFINED	3		
			409	3318	SH		DEFINED	12		
			112	905	SH		DEFINED	5		
			54	440	SH		DEFINED	10		
			4561	36990	SH		DEFINED	16		
			18347	148800	SH		DEFINED	85		
			-----		69083	560283				
TIFFANY & CO NEW	COM	886547108	4	184	SH		DEFINED	9		
			1	50	SH		DEFINED	3		
			62	2600	SH		DEFINED	10		
			239	10000	SH		DEFINED	85		
			-----		307	12834				
TIPPERARY CORP	COM PAR \$0.02	888002300	36	18050	SH		DEFINED	16		
			-----		36	18050				

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PAGE	141 OF	155	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
-----									
	TITAN CORP	COM	888266103	1	133	SH		DEFINED	9
				31	2961	SH		DEFINED	12
				2080	200000	SH		DEFINED	85
				-----	-----				
				2112	203094				
	TORCHMARK CORP	COM	891027104	37	1000	SH		DEFINED	9
				110	3000	SH		DEFINED	16
				300	8200	SH		DEFINED	85
				-----	-----				
				446	12200				
	TORO CO	COM	891092108	1598	25000	SH		DEFINED	85
				-----	-----				
				1598	25000				
	TOUCH AMERICA HLDGS INC	COM	891539108	0	144	SH		DEFINED	9
				0	700	SH		DEFINED	16
				250	640000	SH		DEFINED	85
				-----	-----				
				250	640844				
	TOWER AUTOMOTIVE INC	COM	891707101	983	218453	SH		DEFINED	16
				-----	-----				
				983	218453				
	TOYS R US INC	COM	892335100	1054	105409	SH		DEFINED	9
				217	21660	SH		DEFINED	3
				296	29575	SH		DEFINED	12
				20	2005	SH		DEFINED	10
				374	37411	SH		DEFINED	16
				2244	224350	SH		DEFINED	85
				-----	-----				
				4204	420410				
	TRANSKARYOTIC THERAPIES INC	COM	893735100	495	50000	SH		DEFINED	85
				-----	-----				
				495	50000				

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PAGE	142 OF	155	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
-----									
	TRAVELERS PPTY CAS CORP NEW	CL A	89420G109	91	6177	SH		DEFINED	9
				3	227	SH		DEFINED	3
				1	46	SH		DEFINED	12
				3	223	SH		DEFINED	5
				2	165	SH		DEFINED	10

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			72	4948	SH	DEFINED	16
			-----	-----			
			173	11786			
TRAVELERS PPTY CAS CORP NEW	CL B	89420G406	144	9850	SH	DEFINED	9
			7	471	SH	DEFINED	3
			2	122	SH	DEFINED	12
			7	465	SH	DEFINED	5
			5	342	SH	DEFINED	10
			221	15089	SH	DEFINED	16
			1602	109331	SH	DEFINED	85
			-----	-----			
			1988	135670			
TRI CONTL CORP	COM	895436103	169	12786	SH	DEFINED	9
			35	2652	SH	DEFINED	16
			-----	-----			
			205	15438			
TRIAD HOSPITALS INC	COM	89579K109	2	61	SH	DEFINED	9
			207	6930	SH	DEFINED	12
			2	73	SH	DEFINED	16
			-----	-----			
			211	7064			
TRIBUNE CO NEW	COM	896047107	951	20920	SH	DEFINED	9
			382	8412	SH	DEFINED	16
			1584	34850	SH	DEFINED	85
			-----	-----			
			2918	64182			
TRIMERIS INC	COM	896263100	2159	50000	SH	DEFINED	85
			-----	-----			
			2159	50000			
TRIZEC PROPERTIES INC	COM	89687P107	1174	125000	SH	DEFINED	85
			-----	-----			
			1174	125000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	CALL	DSCRETN	MA		
			-----	-----	-----	-----	-----	-----		
TYCO INTL LTD NEW	COM	902124106	554	32423	SH	DEFINED	9			
			2	90	SH	DEFINED	3			
			19	1100	SH	DEFINED	12			
			34	2000	SH	DEFINED	10			
			219	12840	SH	DEFINED	16			
			2347	137400	SH	DEFINED	85			
			-----	-----						
			3174	185853						
UGI CORP NEW	COM	902681105	935	25000	SH	DEFINED	85			
			-----	-----						
			935	25000						



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UST INC	COM	902911106	32	960	SH	DEFINED	9
			2	60	SH	DEFINED	3
			15	444	SH	DEFINED	5
			427	12766	SH	DEFINED	16
			391	11700	SH	DEFINED	85
			-----	-----			
			867	25930			
US BANCORP DEL	COM NEW	902973304	51412	2422786	SH	DEFINED	9
			485	22847	SH	DEFINED	3
			384	18112	SH	DEFINED	12
			930	43840	SH	DEFINED	5
			39	1824	SH	DEFINED	10
			8292	390755	SH	DEFINED	16
			7011	330377	SH	DEFINED	85
			-----	-----			
			68552	3230541			
US ONCOLOGY INC	COM	90338W103	1014	117000	SH	DEFINED	85
						-----	-----
			1014	117000			
ULTRAK INC	COM NO PAR	903898401	374	294800	SH	DEFINED	85
						-----	-----
			374	294800			
UNILEVER N V	N Y SHS NEW	904784709	413	6700	SH	DEFINED	9
			9	150	SH	DEFINED	3
			605	9803	SH	DEFINED	16
			1419	23000	SH	DEFINED	85
						-----	-----
			2447	39653			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA	
UNION PAC CORP	COM	907818108	886	14804	SH		DEFINED	9	
			215	3592	SH		DEFINED	3	
			120	2000	SH		DEFINED	12	
			12	200	SH		DEFINED	10	
			881	14721	SH		DEFINED	16	
			4993	83400	SH		DEFINED	85	
			-----	-----					
			7108	118717					
UNION PLANTERS CORP	COM	908068109	93	3300	SH		DEFINED	3	
			49	1750	SH		DEFINED	12	
			195	6947	SH		DEFINED	16	
			1739	61800	SH		DEFINED	85	
			-----	-----					
			2077	73797					
UNISYS CORP	COM	909214108	2	200	SH		DEFINED	9	

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			2	180	SH	DEFINED	3
			222	22409	SH	DEFINED	16
			736	74300	SH	DEFINED	85
			-----	-----			
			961	97089			
UNITED PARCEL SERVICE INC	CL B	911312106	581	9213	SH	DEFINED	9
			44	695	SH	DEFINED	3
			122	1940	SH	DEFINED	12
			2119	33590	SH	DEFINED	5
			1616	25614	SH	DEFINED	16
			4851	76900	SH	DEFINED	85
			-----	-----			
			9333	147952			
UNITED TECHNOLOGIES CORP	COM	913017109	25164	406267	SH	DEFINED	9
			3311	53463	SH	DEFINED	3
			2420	39076	SH	DEFINED	12
			239	3865	SH	DEFINED	5
			765	12358	SH	DEFINED	10
			5198	83922	SH	DEFINED	16
			15773	254650	SH	DEFINED	85
			-----	-----			
			52872	853601			

PAGE 145 OF 155		FORM 13F						
		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
UNITEDHEALTH GROUP INC	COM	91324P102	268	3207	SH	DEFINED	9	
			13	150	SH	DEFINED	12	
			445	5335	SH	DEFINED	16	
			3206	38400	SH	DEFINED	85	
			-----	-----				
			3932	47092				
UNIVERSAL ACCESS GLOBAL HLDG	COM	91336M105	2	10300	SH	DEFINED	16	
			-----	-----				
			2	10300				
UNIVISION COMMUNICATIONS INC	CL A	914906102	1	52	SH	DEFINED	9	
			3	127	SH	DEFINED	16	
			975	39800	SH	DEFINED	85	
			-----	-----				
			979	39979				
UNOCAL CORP	COM	915289102	61	2002	SH	DEFINED	9	
			48	1584	SH	DEFINED	3	
			298	9757	SH	DEFINED	16	
			1365	44625	SH	DEFINED	85	
			-----	-----				
			1773	57968				
UNUMPROVIDENT CORP	COM	91529Y106	2	140	SH	DEFINED	3	
			12	680	SH	DEFINED	16	

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			291	16584	SH	DEFINED	85
			-----	-----			
			305	17404			
URBAN OUTFITTERS INC	COM	917047102	2357	100000	SH	DEFINED	85
			-----	-----			
			2357	100000			
V F CORP	COM	918204108	19	535	SH	DEFINED	9
			79	2200	SH	DEFINED	12
			499	13845	SH	DEFINED	16
			970	26900	SH	DEFINED	85
			-----	-----			
			1567	43480			
VAN KAMPEN TR INVT GRADE MUN	COM	920929106	258	16300	SH	DEFINED	3
			10	650	SH	DEFINED	16
			-----	-----			
			268	16950			

				FORM 13F					
PAGE	146 OF	155	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O	MA
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
VAN KAMPEN MUN OPPORTUNITY I	COM	920944105	14	1000	SH		DEFINED	3	
			165	11700	SH		DEFINED	16	
			-----	-----					
			179	12700					
VAN KAMPEN BD FD	COM	920955101	11	600	SH		DEFINED	9	
			11	589	SH		DEFINED	16	
			1196	64800	SH		DEFINED	85	
			-----	-----					
			1217	65989					
VAN KAMPEN SENIOR INCOME TR	COM	920961109	49	7307	SH		DEFINED	16	
			1018	152000	SH		DEFINED	85	
			-----	-----					
			1067	159307					
VARCO INTL INC DEL	COM	922122106	4323	248450	SH		DEFINED	9	
			255	14659	SH		DEFINED	16	
			12267	705000	SH		DEFINED	85	
			-----	-----					
			16845	968109					
VECTREN CORP	COM	92240G101	1548	67308	SH		DEFINED	9	
			15909	691696	SH		DEFINED	3	
			36	1580	SH		DEFINED	12	
			828	36015	SH		DEFINED	16	
			384	16675	SH		DEFINED	85	
			-----	-----					
			18705	813274					
VANGUARD INDEX TR	STK MRK VIPERS	922908769	413	5000	SH		DEFINED	9	

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			25	300	SH	DEFINED	3
			1104	13357	SH	DEFINED	16
			-----	-----			
			1542	18657			
VERISIGN INC	COM	92343E102	353	44069	SH	DEFINED	9
			6	800	SH	DEFINED	5
			722	90000	SH	DEFINED	85
			-----	-----			
			1082	134869			

				FORM 13F				
PAGE 147 OF 155		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	O MA	
-----			-----					-----
VERIZON COMMUNICATIONS	COM	92343V104	19712	508683	SH	DEFINED	9	
			3139	80998	SH	DEFINED	3	
			1212	31272	SH	DEFINED	12	
			287	7408	SH	DEFINED	5	
			330	8514	SH	DEFINED	10	
			10315	266198	SH	DEFINED	16	
			20603	531703	SH	DEFINED	85	
			-----	-----				
			55598	1434776				
VERITAS SOFTWARE CO	COM	923436109	4	250	SH	DEFINED	9	
			43	2750	SH	DEFINED	10	
			11	722	SH	DEFINED	16	
			442	28300	SH	DEFINED	85	
			-----	-----				
			500	32022				
VIACOM INC	CL B	925524308	638	15644	SH	DEFINED	9	
			54	1321	SH	DEFINED	3	
			25	618	SH	DEFINED	12	
			9	217	SH	DEFINED	10	
			1990	48834	SH	DEFINED	16	
			8114	199076	SH	DEFINED	85	
			-----	-----				
			10830	265710				
VIGNETTE CORP	COM	926734104	0	100	SH	DEFINED	9	
			666	543000	SH	DEFINED	85	
			-----	-----				
			666	543100				
VINTAGE PETE INC	COM	927460105	1055	100000	SH	DEFINED	85	
			-----	-----				
			1055	100000				
VISHAY INTERTECHNOLOGY INC	COM	928298108	23	2051	SH	DEFINED	9	
			2	150	SH	DEFINED	3	
			11	1000	SH	DEFINED	16	
			839	75000	SH	DEFINED	85	
			-----	-----				

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			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
VISTEON CORP	COM	92839U107	10	1436	SH		DEFINED	9	
			3	483	SH		DEFINED	3	
			0	12	SH		DEFINED	12	
			0	31	SH		DEFINED	5	
			19	2689	SH		DEFINED	16	
			65	9362	SH		DEFINED	85	
			98	14013					
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	1940	107083	SH		DEFINED	9	
			88	4860	SH		DEFINED	3	
			2	126	SH		DEFINED	5	
			31	1700	SH		DEFINED	10	
			1478	81574	SH		DEFINED	16	
			3540	195343					
VULCAN INTL CORP	COM	929136109	295	8428	SH		DEFINED	9	
			295	8428					
VULCAN MATLS CO	COM	929160109	15	400	SH		DEFINED	9	
			148	3950	SH		DEFINED	16	
			263	7000	SH		DEFINED	85	
			426	11350					
WPS RESOURCES CORP	COM	92931B106	126	3250	SH		DEFINED	9	
			25	640	SH		DEFINED	3	
			240	6186	SH		DEFINED	16	
			391	10076					
WACHOVIA CORP 2ND NEW	COM	929903102	4624	126898	SH		DEFINED	9	
			15	400	SH		DEFINED	3	
			122	3360	SH		DEFINED	12	
			270	7418	SH		DEFINED	10	
			846	23218	SH		DEFINED	16	
			5738	157470	SH		DEFINED	85	
			11616	318764					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN	O MA
WAL MART STORES INC	COM	931142103	76350	1511587	SH		DEFINED	9
			4552	90119	SH		DEFINED	3
			3063	60639	SH		DEFINED	12
			719	14231	SH		DEFINED	5
			1715	33960	SH		DEFINED	10
			12276	243031	SH		DEFINED	16
			41677	825129	SH		DEFINED	85
			-----	-----				
			140352	2778696				
WALGREEN CO	COM	931422109	27539	943424	SH		DEFINED	9
			908	31100	SH		DEFINED	3
			1033	35389	SH		DEFINED	12
			204	6980	SH		DEFINED	5
			239	8171	SH		DEFINED	10
			10508	359971	SH		DEFINED	16
			6205	212557	SH		DEFINED	85
			-----	-----				
			46634	1597592				
WASHINGTON MUT INC	COM	939322103	47865	1386197	SH		DEFINED	9
			1316	38105	SH		DEFINED	3
			25	730	SH		DEFINED	12
			250	7235	SH		DEFINED	5
			16	450	SH		DEFINED	10
			1698	49179	SH		DEFINED	16
			4799	138973	SH		DEFINED	85
			-----	-----				
			55969	1620869				
WASTE CONNECTIONS INC	COM	941053100	2896	75000	SH		DEFINED	85
			-----	-----				
			2896	75000				
WASTE MGMT INC DEL	COM	94106L109	7	311	SH		DEFINED	9
			2	90	SH		DEFINED	3
			7	290	SH		DEFINED	12
			13	576	SH		DEFINED	10
			343	14944	SH		DEFINED	16
			1745	76142	SH		DEFINED	85
						-----	-----	
			2117	92353				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN	O MA
WATERS CORP	COM	941848103	1057	48551	SH		DEFINED	9
			726	33350	SH		DEFINED	3
			2	100	SH		DEFINED	12
			266	12200	SH		DEFINED	5

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			1124	51622	SH	DEFINED	16
			1612	74000	SH	DEFINED	85
			-----	-----			
			4788	219823			
WATSON PHARMACEUTICALS INC	COM	942683103	3	100	SH	DEFINED	12
			44	1550	SH	DEFINED	16
			212	7500	SH	DEFINED	85
			-----	-----			
			259	9150			
WAUSAU-MOSINEE PAPER CORP	COM	943315101	165	14750	SH	DEFINED	16
			-----	-----			
			165	14750			
WEBSense INC	COM	947684106	22	1050	SH	DEFINED	12
			26	1200	SH	DEFINED	16
			3097	145000	SH	DEFINED	85
			-----	-----			
			3145	147250			
WEINGARTEN RLTY INVS	SH BEN INT	948741103	208	5647	SH	DEFINED	9
			52	1400	SH	DEFINED	3
			87	2373	SH	DEFINED	16
			863	23400	SH	DEFINED	85
			-----	-----			
			1210	32820			
WELLPOINT HEALTH NETWORK NEW	COM	94973H108	182	2555	SH	DEFINED	9
			4	50	SH	DEFINED	12
			205	2880	SH	DEFINED	16
			1886	26500	SH	DEFINED	85
			-----	-----			
			2276	31985			

				FORM 13F					
PAGE 151 OF 155		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			
-----	-----	-----	-----	-----	-----	-----	-----	-----	
WELLS FARGO & CO NEW	COM	949746101	103688	2212248	SH	DEFINED	9		
			2390	50988	SH	DEFINED	3		
			3261	69582	SH	DEFINED	12		
			2259	48190	SH	DEFINED	5		
			1028	21931	SH	DEFINED	10		
			7337	156531	SH	DEFINED	16		
			33028	704680	SH	DEFINED	85		
			-----	-----					
			152991	3264150					
WENDYS INTL INC	COM	950590109	113	4174	SH	DEFINED	9		
			3	101	SH	DEFINED	3		
			95	3502	SH	DEFINED	16		
			217	8000	SH	DEFINED	85		
			-----	-----					
			427	15777					

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WEYERHAEUSER CO	COM	962166104	208	4219	SH	DEFINED	9
			74	1500	SH	DEFINED	12
			191	3875	SH	DEFINED	16
			1401	28475	SH	DEFINED	85
			-----	-----			
			1873	38069			
WHIRLPOOL CORP	COM	963320106	1250	23942	SH	DEFINED	9
			1549	29654	SH	DEFINED	3
			158	3029	SH	DEFINED	12
			10	200	SH	DEFINED	10
			1283	24561	SH	DEFINED	16
			2621	50200	SH	DEFINED	85
-----	-----		6871	131586			
WILLIAMS COS INC DEL	COM	969457100	156	57717	SH	DEFINED	9
			6	2130	SH	DEFINED	3
			9	3467	SH	DEFINED	16
			105	39000	SH	DEFINED	85
			-----	-----		276	102314
WILLIAMS SONOMA INC	COM	969904101	2151	79237	SH	DEFINED	9
			211	7773	SH	DEFINED	16
			7032	259000	SH	DEFINED	85
			-----	-----		9394	346010

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
WILMINGTON TRUST CORP	COM	971807102	558	17600	SH	DEFINED	9		
			13	400	SH	DEFINED	16		
			-----	-----		570	18000		
WIND RIVER SYSTEMS INC	COM	973149107	229	55907	SH	DEFINED	9		
			21	5183	SH	DEFINED	16		
			566	138100	SH	DEFINED	85		
			-----	-----		817	199190		
WINN DIXIE STORES INC	COM	974280109	347	22725	SH	DEFINED	9		
			81	5300	SH	DEFINED	3		
			7	430	SH	DEFINED	16		
			151	9900	SH	DEFINED	85		
			-----	-----		586	38355		
WISCONSIN ENERGY CORP	COM	976657106	213	8470	SH	DEFINED	9		
			13	500	SH	DEFINED	10		
			392	15551	SH	DEFINED	16		



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			618	24521			
WOLVERINE WORLD WIDE INC	COM	978097103	311	20550	SH	DEFINED	16
			2267	150000	SH	DEFINED	85
			2577	170550			
WOODHEAD INDS INC	COM	979438108	368	32589	SH	DEFINED	9
			368	32589			
WORKFLOW MGMT INC	COM	98137N109	218	100000	SH	DEFINED	16
			218	100000			
WORTHINGTON INDS INC	COM	981811102	446	29255	SH	DEFINED	9
			7	450	SH	DEFINED	12
			93	6125	SH	DEFINED	85
			546	35830			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
WRIGLEY WM JR CO	COM	982526105	829	15104	SH	DEFINED	9	
			837	15250	SH	DEFINED	3	
			1330	24228	SH	DEFINED	16	
			851	15500	SH	DEFINED	85	
			3846	70082				
WYETH	COM	983024100	49146	1314053	SH	DEFINED	9	
			1929	51590	SH	DEFINED	3	
			1677	44830	SH	DEFINED	12	
			359	9610	SH	DEFINED	5	
			1642	43894	SH	DEFINED	10	
			3736	99898	SH	DEFINED	16	
			5730	153200	SH	DEFINED	85	
			64219	1717075				
WYNDHAM INTL INC	CL A	983101106	6	27000	SH	DEFINED	16	
			6	27000				
X-RITE INC	COM	983857103	148	21225	SH	DEFINED	16	
			148	21225				
XCEL ENERGY INC	COM	98389B100	98	8898	SH	DEFINED	9	
			61	5500	SH	DEFINED	3	
			268	24328	SH	DEFINED	16	
			301	27385	SH	DEFINED	85	

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		-----		-----			
		727	66111				
XILINX INC	COM	983919101	218	10565	SH	DEFINED	9
			14	700	SH	DEFINED	3
			7	325	SH	DEFINED	12
			20	950	SH	DEFINED	5
			321	15580	SH	DEFINED	16
			1537	74595	SH	DEFINED	85
			-----	-----			
			2116	102715			

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PAGE 154 OF 155		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP		VALUE	SHARES/	SH/ PUT/	INVSTMT
NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN AMT	PRN CALL	DSCRETN	MA
		-----		-----		-----	
XEROX CORP	COM	984121103	70	8750	SH	DEFINED	9
			4	480	SH	DEFINED	3
			24	2974	SH	DEFINED	16
			405	50334	SH	DEFINED	85
			-----	-----			
			503	62538			
YAHOO INC	COM	984332106	49	2995	SH	DEFINED	9
			7	400	SH	DEFINED	3
			13	817	SH	DEFINED	16
			677	41400	SH	DEFINED	85
			-----	-----			
			746	45612			
YUM BRANDS INC	COM	988498101	321	13250	SH	DEFINED	9
			97	3988	SH	DEFINED	3
			7	270	SH	DEFINED	12
			115	4743	SH	DEFINED	16
			495	20420	SH	DEFINED	85
			-----	-----			
			1033	42671			
ZEBRA TECHNOLOGIES CORP	CL A	989207105	6331	110480	SH	DEFINED	9
			976	17040	SH	DEFINED	12
			122	2135	SH	DEFINED	5
			29	500	SH	DEFINED	10
			272	4751	SH	DEFINED	16
			9752	170200	SH	DEFINED	85
			-----	-----			
			17483	305106			
ZIMMER HLDGS INC	COM	98956P102	7150	172213	SH	DEFINED	9
			1178	28361	SH	DEFINED	3
			28	673	SH	DEFINED	12
			32	776	SH	DEFINED	5
			701	16877	SH	DEFINED	16
			556	13390	SH	DEFINED	85
			-----	-----			
			9645	232290			

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ZIONS BANCORPORATION	COM	989701107	8	200 SH	DEFINED 9
			9	230 SH	DEFINED 3
			16	415 SH	DEFINED 16
			248	6300 SH	DEFINED 85
			-----	-----	
			281	7145	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL DSCRETN
-----	-----	-----	-----	-----	-----
ZORAN CORP	COM	98975F101	22	1540 SH	DEFINED 12
			1759	125000 SH	DEFINED 85
			-----	-----	
			1780	126540	
GRAND TOTAL			12066133	TOTAL ENTRIES	3597