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

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

FORM 13F

FORM 13F COVER PAGE

Report for the Quarter Ended: March 31, 2003

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: ----
Fifth Third Bank Ohio	1	Fifth Third Bank Indiana
Fifth Third Bank of Northern Kentucky	5	Fifth Third Bank Florida
Fifth Third Bank Kentucky	2	Fifth Third Bank Michigan
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 Arnold
Title: Executive Vice President, CFO
Phone: 513-534-8577
Signature, Place, and Date of Signing:

/s/ Neal Arnold	Cincinnati, Ohio	May 9, 2003
-----	-----	-----
[Signature]	[City, State]	[Date]

Report Type (Check only one):

- 13F HOLDINGS REPORT
- 13F NOTICE

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[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: 3,698

Form 13F Information Table Value Total (x\$1000): 11,811,071

List of Other Included Managers:

Name:	13F File No.:	Name:
----	-----	----
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 Corporati
Fifth Third Bank Indiana	28-10118	

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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	INVTMT	DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----	-----
ACE LTD	ORD	G0070K103	23	800	SH		DEFINED	
			58	2000	SH		DEFINED	
			300	10350	SH		DEFINED	
			1316	45450	SH		DEFINED	
			-----	-----				
			1696	58600				
AMDOCS LTD	ORD	G02602103	54	4034	SH		DEFINED	
			0	20	SH		DEFINED	
			126	9470	SH		DEFINED	
			797	60000	SH		DEFINED	
			-----	-----				
			976	73524				
COOPER INDS LTD	CL A	G24182100	672	18826	SH		DEFINED	
			77	2150	SH		DEFINED	
			191	5347	SH		DEFINED	

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			48	1355	SH	DEFINED
			11	295	SH	DEFINED
			429	12013	SH	DEFINED
			953	26675	SH	DEFINED
			-----	-----		
			2380	66661		
GLOBALSANTAFE CORP	SHS	G3930E101	474	22943	SH	DEFINED
			918	44465	SH	DEFINED
			32	1550	SH	DEFINED
			173	8391	SH	DEFINED
			-----	-----		
			1597	77349		
INGERSOLL-RAND COMPANY LTD	CL A	G4776G101	91	2365	SH	DEFINED
			6	150	SH	DEFINED
			113	2925	SH	DEFINED
			434	11250	SH	DEFINED
			-----	-----		
			644	16690		

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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	INVTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----
NABORS INDUSTRIES LTD	SHS	G6359F103	2467	61864	SH	DEFINED
			68	1699	SH	DEFINED
			584	14646	SH	DEFINED
			174	4360	SH	DEFINED
			128	3219	SH	DEFINED
			204	5109	SH	DEFINED
			3588	90000	SH	DEFINED
			-----	-----		
			7212	180897		
NOBLE CORPORATION	SHS	G65422100	36	1130	SH	DEFINED
			60	1900	SH	DEFINED
			280	8900	SH	DEFINED
			-----	-----		
			375	11930		
TRANSOCEAN INC	ORD	G90078109	4245	207579	SH	DEFINED
			1103	53930	SH	DEFINED
			1107	54156	SH	DEFINED
			20	964	SH	DEFINED
			45	2205	SH	DEFINED
			1175	57461	SH	DEFINED
			6858	335365	SH	DEFINED
			-----	-----		
			14554	711660		
XL CAP LTD	CL A	G98255105	21	300	SH	DEFINED

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			101	1430	SH	DEFINED
			9	123	SH	DEFINED
			637	9000	SH	DEFINED
			-----	-----		
			768	10853		
RADVISION LTD	ORD	M81869105	96	15000	SH	DEFINED
			-----	-----		
			96	15000		
TARO PHARMACEUTICAL INDS LTD	ORD	M8737E108	8	200	SH	DEFINED
			383	10000	SH	DEFINED
			-----	-----		
			390	10200		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN
-----	-----	-----	-----	-----	---	---	-----
FLEXTRONICS INTL LTD	ORD	Y2573F102	10789	1237319	SH		DEFINED
			743	85178	SH		DEFINED
			178	20436	SH		DEFINED
			138	15770	SH		DEFINED
			7	800	SH		DEFINED
			993	113880	SH		DEFINED
			15284	1752800	SH		DEFINED
			-----	-----			
			28132	3226183			
A D C TELECOMMUNICATIONS	COM	000886101	354	171688	SH		DEFINED
			19	9337	SH		DEFINED
			44	21481	SH		DEFINED
			1933	938275	SH		DEFINED
			-----	-----			
			2350	1140781			
ACM INCOME FUND INC	COM	000912105	71	8079	SH		DEFINED
			12	1311	SH		DEFINED
			6	694	SH		DEFINED
			135	15325	SH		DEFINED
			145	16501	SH		DEFINED
			-----	-----			
			368	41910			
ACM MANAGED INCOME FD INC	COM	000919100	0	14	SH		DEFINED
			48	10000	SH		DEFINED
			-----	-----			
			48	10014			
AFLAC INC	COM	001055102	14403	449376	SH		DEFINED
			2590	80797	SH		DEFINED
			650	20286	SH		DEFINED

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313	9776	SH	DEFINED
1032	32206	SH	DEFINED
4540	141654	SH	DEFINED
6545	204198	SH	DEFINED
-----	-----		
30072	938293		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
AES CORP	COM	00130H105	35	9650	SH		DEFINED
			4	1207	SH		DEFINED
			0	45	SH		DEFINED
			9	2469	SH		DEFINED
			154	42600	SH		DEFINED
			-----	-----			
			203	55971			
AK STL HLDG CORP	COM	001547108	4	1328	SH		DEFINED
			358	110000	SH		DEFINED
			-----	-----			
			362	111328			
AMR CORP	COM	001765106	12	5600	SH		DEFINED
			0	224	SH		DEFINED
			35	16694	SH		DEFINED
			-----	-----			
			47	22518			
AOL TIME WARNER INC	COM	00184A105	4274	393563	SH		DEFINED
			74	6800	SH		DEFINED
			54	4955	SH		DEFINED
			7	690	SH		DEFINED
			31	2850	SH		DEFINED
			1247	114821	SH		DEFINED
			4808	442680	SH		DEFINED
			-----	-----			
			10495	966359			
AT&T CORP	COM NEW	001957505	756	46692	SH		DEFINED
			137	8457	SH		DEFINED
			192	11880	SH		DEFINED
			4	255	SH		DEFINED
			10	626	SH		DEFINED
			807	49793	SH		DEFINED
			4044	249620	SH		DEFINED
			-----	-----			
			5951	367323			
ATMI INC	COM	00207R101	1445	75000	SH		DEFINED
			-----	-----			

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1445 75000

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
AT&T WIRELESS SVCS INC	COM	00209A106	673	102036	SH		DEFINED
			137	20826	SH		DEFINED
			168	25424	SH		DEFINED
			23	3551	SH		DEFINED
			7	990	SH		DEFINED
			372	56316	SH		DEFINED
			2920	442395	SH		DEFINED
			-----	-----			
			4300	651538			
ABBOTT LABS	COM	002824100	73309	1949189	SH		DEFINED
			3238	86082	SH		DEFINED
			2249	59792	SH		DEFINED
			277	7365	SH		DEFINED
			666	17696	SH		DEFINED
			14612	388516	SH		DEFINED
			9324	247904	SH		DEFINED
			-----	-----			
			103674	2756544			
ABERCROMBIE & FITCH CO	CL A	002896207	61	2018	SH		DEFINED
			13	424	SH		DEFINED
			2102	70000	SH		DEFINED
						-----	-----
			2175	72442			
ABERDEEN GLOBAL INCOME FD IN	COM	003013109	232	22000	SH		DEFINED
						-----	-----
			232	22000			
ACCREDO HEALTH INC	COM	00437V104	1	37	SH		DEFINED
			16	674	SH		DEFINED
			4	150	SH		DEFINED
			913	37500	SH		DEFINED
						-----	-----
			934	38361			
ACTIVISION INC NEW	COM NEW	004930202	1715	118712	SH		DEFINED
			42	2940	SH		DEFINED
			122	8423	SH		DEFINED
			4277	296000	SH		DEFINED
						-----	-----
			6157	426075			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F				INVTMT DSCRETN
			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	
ACTIVCARD CORP	COM	00506J107	69	7000	SH	DEFINED	
			2652	269000	SH	DEFINED	
			2721	276000			
ACXIOM CORP	COM	005125109	1	80	SH	DEFINED	
			1851	110000	SH	DEFINED	
			1853	110080			
ADAMS EXPRESS CO	COM	006212104	38	3703	SH	DEFINED	
			99	9720	SH	DEFINED	
			136	13423			
ADOBE SYS INC	COM	00724F101	284	9205	SH	DEFINED	
			47	1518	SH	DEFINED	
			522	16940	SH	DEFINED	
			894	29000	SH	DEFINED	
			1747	56663			
ADTRAN INC	COM	00738A106	46	1276	SH	DEFINED	
			2155	60000	SH	DEFINED	
			2200	61276			
ADVANCED NEUROMODULATION SYS	COM	00757T101	644	15000	SH	DEFINED	
			644	15000			
ADVO INC	COM	007585102	2145	65000	SH	DEFINED	
			2145	65000			
AEROFLEX INC	COM	007768104	1132	200000	SH	DEFINED	
			1132	200000			
ADVANCEPCS	COM	00790K109	28	1000	SH	DEFINED	
			3117	110000	SH	DEFINED	
			3146	111000			

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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
ADVANCED MICRO DEVICES INC	COM	007903107	6	950	SH		DEFINED
			2	250	SH		DEFINED
			15	2436	SH		DEFINED
			140	22700	SH		DEFINED
			-----	-----			
			163	26336			
AEGON N V	ORD AMER REG	007924103	72	9543	SH		DEFINED
			182	24111	SH		DEFINED
			30	4000	SH		DEFINED
			102	13574	SH		DEFINED
			-----	-----			
			387	51228			
AETNA INC NEW	COM	00817Y108	128	2600	SH		DEFINED
			376	7622	SH		DEFINED
			1214	24620	SH		DEFINED
			-----	-----			
			1718	34842			
AFFILIATED COMPUTER SERVICES	CL A	008190100	1907	43092	SH		DEFINED
			187	4217	SH		DEFINED
			639	14444	SH		DEFINED
			197	4452	SH		DEFINED
			16	371	SH		DEFINED
			336	7584	SH		DEFINED
			2968	67050	SH		DEFINED
			-----	-----			
			6250	141210			
AGERE SYS INC	CL A	00845V100	1	435	SH		DEFINED
			0	14	SH		DEFINED
			2	1006	SH		DEFINED
			0	43	SH		DEFINED
			1	815	SH		DEFINED
			1000	625000	SH		DEFINED
			-----	-----			
			1004	627313			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN
AGERE SYS INC	CL B	00845V209	20	13004	SH		DEFINED

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			1	421	SH	DEFINED
			0	32	SH	DEFINED
			5	3058	SH	DEFINED
			2	1089	SH	DEFINED
			31	20724	SH	DEFINED
			600	400000	SH	DEFINED
			-----	-----		
			658	438328		
AGILENT TECHNOLOGIES INC	COM	00846U101	8291	630491	SH	DEFINED
			247	18808	SH	DEFINED
			209	15861	SH	DEFINED
			75	5698	SH	DEFINED
			37	2781	SH	DEFINED
			382	29074	SH	DEFINED
			11600	882107	SH	DEFINED
			-----	-----		
			20840	1584820		
AIR PRODS & CHEMS INC	COM	009158106	7979	192586	SH	DEFINED
			432	10436	SH	DEFINED
			825	19906	SH	DEFINED
			188	4544	SH	DEFINED
			151	3646	SH	DEFINED
			491	11857	SH	DEFINED
			2767	66785	SH	DEFINED
			-----	-----		
			12833	309760		
AIRGAS INC	COM	009363102	32	1754	SH	DEFINED
			1481	80000	SH	DEFINED
			-----	-----		
			1513	81754		
AIRTRAN HLDGS INC	COM	00949P108	347	51500	SH	DEFINED
			-----	-----		
			347	51500		
ALBANY INTL CORP	CL A	012348108	2406	105000	SH	DEFINED
			-----	-----		
			2406	105000		
ALBANY MOLECULAR RESH INC	COM	012423109	2237	150000	SH	DEFINED
			-----	-----		
			2237	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/ PRN	PUT/ CALL
-----	-----	-----	-----	-----	-----	-----
ALBERTO CULVER CO	CL B CONV	013068101	64	1300	SH	DEFINED
			140	2850	SH	DEFINED

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			1000	20300	SH	DEFINED
			-----	-----		
			1205	24450		
ALBERTSONS INC	COM	013104104	344	18258	SH	DEFINED
			33	1762	SH	DEFINED
			35	1831	SH	DEFINED
			473	25097	SH	DEFINED
			-----	-----		
			885	46948		
ALCOA INC	COM	013817101	2237	115433	SH	DEFINED
			219	11285	SH	DEFINED
			6	300	SH	DEFINED
			544	28081	SH	DEFINED
			1598	82476	SH	DEFINED
			-----	-----		
			4604	237575		
ALFA CORP	COM	015385107	238	20528	SH	DEFINED
			-----	-----		
			238	20528		
ALLEGHENY ENERGY INC	COM	017361106	25	4076	SH	DEFINED
			6	1000	SH	DEFINED
			17	2800	SH	DEFINED
			52	8300	SH	DEFINED
			-----	-----		
			100	16176		
ALLEN TELECOM INC	COM	018091108	102	10500	SH	DEFINED
			-----	-----		
			102	10500		
ALLEN TELECOM INC	PFD CONV SER D	018091207	2598	35000	SH	DEFINED
			-----	-----		
			2598	35000		
ALLERGAN INC	COM	018490102	93	1358	SH	DEFINED
			136	2001	SH	DEFINED
			587	8600	SH	DEFINED
			-----	-----		
			816	11959		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
ALLIANT TECHSYSTEMS INC	COM	018804104	32	586	SH		DEFINED
			32	591	SH		DEFINED
			2430	45000	SH		DEFINED
			-----	-----			

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			2494	46177		
ALLIED CAP CORP NEW	COM	01903Q108	112	5600	SH	DEFINED
			181	9050	SH	DEFINED
			-----	-----		
			293	14650		
ALLIED WASTE INDS INC	COM PAR\$.01NEW	019589308	105	13100	SH	DEFINED
			-----	-----		
			105	13100		
ALLSTATE CORP	COM	020002101	2015	60742	SH	DEFINED
			599	18063	SH	DEFINED
			241	7270	SH	DEFINED
			40	1191	SH	DEFINED
			9	285	SH	DEFINED
			15051	453766	SH	DEFINED
			4964	149648	SH	DEFINED
			-----	-----		
			22919	690965		
ALLTEL CORP	COM	020039103	20829	465358	SH	DEFINED
			2369	52924	SH	DEFINED
			1187	26512	SH	DEFINED
			303	6771	SH	DEFINED
			667	14905	SH	DEFINED
			1179	26337	SH	DEFINED
			2896	64706	SH	DEFINED
			-----	-----		
			29430	657513		
ALTERA CORP	COM	021441100	27	1986	SH	DEFINED
			197	14514	SH	DEFINED
			1361	100500	SH	DEFINED
			-----	-----		
			1584	117000		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL
-----	-----	-----	-----	-----	-----	-----
ALTRIA GROUP INC	COM	02209S103	5537	184811	SH	DEFINED
			275	9165	SH	DEFINED
			329	10985	SH	DEFINED
			74	2480	SH	DEFINED
			2696	89981	SH	DEFINED
			6115	204100	SH	DEFINED
			-----	-----		
			15026	501522		
AMAZON COM INC	COM	023135106	66	2542	SH	DEFINED
			234	9000	SH	DEFINED

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			23	868	SH	DEFINED
			-----	-----		
			323	12410		
AMBAC FINL GROUP INC	COM	023139108	205	4050	SH	DEFINED
			39	765	SH	DEFINED
			1	25	SH	DEFINED
			1	20	SH	DEFINED
			356	7050	SH	DEFINED
			-----	-----		
			602	11910		
AMCOL INTL CORP	COM	02341W103	142	25000	SH	DEFINED
			-----	-----		
			142	25000		
AMERADA HESS CORP	COM	023551104	22	500	SH	DEFINED
			127	2870	SH	DEFINED
			261	5900	SH	DEFINED
			-----	-----		
			410	9270		
AMEREN CORP	COM	023608102	116	2962	SH	DEFINED
			173	4427	SH	DEFINED
			372	9534	SH	DEFINED
			391	10000	SH	DEFINED
			-----	-----		
			1051	26923		
AMCORE FINL INC	COM	023912108	429	19728	SH	DEFINED
			-----	-----		
			429	19728		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
AMERICAN AXLE & MFG HLDGS IN	COM	024061103	6977	331600	SH		DEFINED
			-----	-----			
			6977	331600			
AMERICAN BLDG CTL INC	COM	024750101	227	294800	SH		DEFINED
			-----	-----			
			227	294800			
AMERICAN CAPITAL STRATEGIES	COM	024937104	42	1866	SH		DEFINED
			2800	125000	SH		DEFINED
			-----	-----			
			2842	126866			
AMERICAN EAGLE OUTFITTERS NE	COM	02553E106	961	66159	SH		DEFINED
			34	2352	SH		DEFINED

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			98	6722	SH	DEFINED
			3122	215000	SH	DEFINED
			-----	-----		
			4214	290233		
AMERICAN ELEC PWR INC	COM	025537101	2159	94470	SH	DEFINED
			501	21910	SH	DEFINED
			455	19895	SH	DEFINED
			14	630	SH	DEFINED
			24	1065	SH	DEFINED
			846	37019	SH	DEFINED
			6876	300910	SH	DEFINED
			-----	-----		
			10874	475899		
AMERICAN EXPRESS CO	COM	025816109	4095	123232	SH	DEFINED
			342	10281	SH	DEFINED
			487	14645	SH	DEFINED
			11	325	SH	DEFINED
			66	2000	SH	DEFINED
			1315	39580	SH	DEFINED
			7028	211500	SH	DEFINED
			-----	-----		
			13344	401563		
AMERICAN FINL GROUP INC OHIO	COM	025932104	241	12154	SH	DEFINED
			2	100	SH	DEFINED
			-----	-----		
			243	12254		

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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	INVTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
AMERICAN INCOME FD INC	COM	02672T109	10	1165	SH		DEFINED
			1179	135400	SH		DEFINED
			-----	-----			
			1189	136565			
AMERICAN INTL GROUP INC	COM	026874107	65417	1322884	SH		DEFINED
			6841	138350	SH		DEFINED
			3794	76726	SH		DEFINED
			1400	28316	SH		DEFINED
			1531	30963	SH		DEFINED
			13375	270473	SH		DEFINED
			38220	772898	SH		DEFINED
			-----	-----			
			130579	2640610			
AMERICAN MED SYS HLDGS INC	COM	02744M108	1445	100000	SH		DEFINED
			-----	-----			
			1445	100000			

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AMERICAN PWR CONVERSION CORP	COM	029066107	110	7700	SH	DEFINED
			9	600	SH	DEFINED
			3	180	SH	DEFINED
			40	2800	SH	DEFINED
			1324	93000	SH	DEFINED
			-----	-----		
			1485	104280		
AMERICAN STD COS INC DEL	COM	029712106	330	4800	SH	DEFINED
			-----	-----		
			330	4800		
AMERON INTL INC	COM	030710107	598	10000	SH	DEFINED
			-----	-----		
			598	10000		
AMERISOURCEBERGEN CORP	COM	03073E105	233	4442	SH	DEFINED
			25	482	SH	DEFINED
			368	7000	SH	DEFINED
			-----	-----		
			626	11924		
AMERITRADE HLDG CORP NEW	COM	03074K100	9	1809	SH	DEFINED
			2356	475000	SH	DEFINED
			-----	-----		
			2365	476809		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
AMETEK INC NEW	COM	031100100	17	500	SH		DEFINED
			122	3700	SH		DEFINED
			2311	70000	SH		DEFINED
			-----	-----			
			2449	74200			
AMGEN INC	COM	031162100	77000	1337959	SH		DEFINED
			6368	110648	SH		DEFINED
			5009	87042	SH		DEFINED
			1022	17761	SH		DEFINED
			1651	28687	SH		DEFINED
			6739	117106	SH		DEFINED
			54591	948586	SH		DEFINED
			-----	-----			
			152381	2647789			
AMKOR TECHNOLOGY INC	COM	031652100	452	87332	SH		DEFINED
			17	3256	SH		DEFINED
			38	7407	SH		DEFINED
			48	9314	SH		DEFINED

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			1810	350000	SH	DEFINED
			-----	-----		
			2364	457309		
AMSOUTH BANCORPORATION	COM	032165102	53	2663	SH	DEFINED
			26	1300	SH	DEFINED
			22	1100	SH	DEFINED
			13	675	SH	DEFINED
			468	23550	SH	DEFINED
			-----	-----		
			582	29288		
AMSURG CORP	COM	03232P405	45	1800	SH	DEFINED
			3150	125000	SH	DEFINED
			-----	-----		
			3195	126800		
AMYLIN PHARMACEUTICALS INC	COM	032346108	3	200	SH	DEFINED
			6	400	SH	DEFINED
			972	60000	SH	DEFINED
			-----	-----		
			982	60600		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
ANADARKO PETE CORP	COM	032511107	356	7834	SH		DEFINED
			101	2215	SH		DEFINED
			9	200	SH		DEFINED
			5	100	SH		DEFINED
			326	7163	SH		DEFINED
			1297	28509	SH		DEFINED
			-----	-----			
			2094	46021			
ANALOG DEVICES INC	NOTE 4.750%10	032654AD7	3030	30000	SH		DEFINED
			-----	-----			
			3030	30000			
ANALOG DEVICES INC	COM	032654105	30927	1124605	SH		DEFINED
			2286	83120	SH		DEFINED
			2112	76789	SH		DEFINED
			219	7957	SH		DEFINED
			132	4800	SH		DEFINED
			2456	89326	SH		DEFINED
			35354	1285600	SH		DEFINED
			-----	-----			
			73486	2672197			
ANALOGIC CORP	COM PAR \$0.05	032657207	1595	35000	SH		DEFINED
			-----	-----			

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			1595	35000		
ANAREN INC	COM	032744104	865	100000	SH	DEFINED
			-----	-----		
			865	100000		
ANDREW CORP	COM	034425108	2	300	SH	DEFINED
			122	22250	SH	DEFINED
			1136	206555	SH	DEFINED
			-----	-----		
			1260	229105		
ANHEUSER BUSCH COS INC	COM	035229103	19077	409295	SH	DEFINED
			12139	260430	SH	DEFINED
			858	18405	SH	DEFINED
			11	245	SH	DEFINED
			5	110	SH	DEFINED
			2674	57370	SH	DEFINED
			4050	86890	SH	DEFINED
			-----	-----		
			38814	832745		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL
-----	-----	-----	-----	-----	-----	-----
ANTHEM INC	COM	03674B104	194	2930	SH	DEFINED
			417	6293	SH	DEFINED
			3	39	SH	DEFINED
			16	246	SH	DEFINED
			5	68	SH	DEFINED
			623	9400	SH	DEFINED
			-----	-----		
			1257	18976		
ANTHRACITE CAP INC	COM	037023108	328	28700	SH	DEFINED
			-----	-----		
			328	28700		
ANWORTH MORTGAGE ASSET CP	COM	037347101	151	11600	SH	DEFINED
			36	2760	SH	DEFINED
			-----	-----		
			188	14360		
AON CORP	COM	037389103	459	22219	SH	DEFINED
			114	5500	SH	DEFINED
			219	10584	SH	DEFINED
			2	109	SH	DEFINED
			12	580	SH	DEFINED
			772	37327	SH	DEFINED
			6187	299200	SH	DEFINED
			-----	-----		

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			7766	375519		
APACHE CORP	COM	037411105	112	1817	SH	DEFINED
			38	620	SH	DEFINED
			152	2467	SH	DEFINED
			2647	42870	SH	DEFINED
			-----	-----		
			2950	47774		
APEX MUN FD INC	COM	037580107	36	4500	SH	DEFINED
			50	6200	SH	DEFINED
			-----	-----		
			86	10700		
APHTON CORP	COM	03759P101	35	14150	SH	DEFINED
			-----	-----		
			35	14150		

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-----	-----	-----	-----	-----	-----	-----	-----
APOLLO GROUP INC	CL A	037604105	65	1300	SH		DEFINED
			579	11600	SH		DEFINED
			-----	-----			
			644	12900			
APPLE COMPUTER INC	COM	037833100	34	2423	SH		DEFINED
			7	500	SH		DEFINED
			14	1017	SH		DEFINED
			72	5121	SH		DEFINED
			2599	183800	SH		DEFINED
			-----	-----			
			2727	192861			
APPLEBEES INTL INC	COM	037899101	38	1340	SH		DEFINED
			32	1140	SH		DEFINED
			2103	75000	SH		DEFINED
			-----	-----			
			2173	77480			
APRIA HEALTHCARE GROUP INC	COM	037933108	2920	125000	SH		DEFINED
			-----	-----			
			2920	125000			
APPLERA CORP	COM AP BIO GRP	038020103	72	4542	SH		DEFINED
			1	65	SH		DEFINED
			220	13900	SH		DEFINED
			-----	-----			
			293	18507			
APPLERA CORP	COM CE GEN GRP	038020202	31	3600	SH		DEFINED

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			0	50	SH	DEFINED
			1293	150000	SH	DEFINED
			-----	-----		
			1324	153650		
APPLIED MICRO CIRCUITS CORP	COM	03822W109	2	600	SH	DEFINED
			78	23900	SH	DEFINED
			-----	-----		
			80	24500		

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-----	-----	-----	-----	-----	---	---	-----
APPLIED MATLS INC	COM	038222105	10089	801963	SH		DEFINED
			545	43345	SH		DEFINED
			399	31688	SH		DEFINED
			60	4738	SH		DEFINED
			99	7900	SH		DEFINED
			2074	164896	SH		DEFINED
			12927	1027550	SH		DEFINED
			-----	-----			
			26193	2082080			
ARCHER DANIELS MIDLAND CO	COM	039483102	42	3860	SH		DEFINED
			11	979	SH		DEFINED
			117	10818	SH		DEFINED
			1704	157771	SH		DEFINED
			-----	-----			
			1873	173428			
ARCHSTONE SMITH TR	COM	039583109	226	10287	SH		DEFINED
			4	190	SH		DEFINED
			52	2352	SH		DEFINED
			-----	-----			
			282	12829			
ARTHROCARE CORP	COM	043136100	1147	92000	SH		DEFINED
			-----	-----			
			1147	92000			
ASHLAND INC	COM	044204105	487	16399	SH		DEFINED
			18	598	SH		DEFINED
			40	1332	SH		DEFINED
			22	738	SH		DEFINED
			22	729	SH		DEFINED
			134	4500	SH		DEFINED
			-----	-----			
			721	24296			
ASSOCIATED ESTATES RLTY CORP	COM	045604105	52	9500	SH		DEFINED
			569	103500	SH		DEFINED

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			-----	-----		
			622	113000		
ASYST TECHNOLOGY CORP	COM	04648X107	542	100000	SH	DEFINED
			-----	-----		
			542	100000		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN	
-----	-----	-----	-----	-----	-----	-----	-----	
ATALANTA SOSNOFF CAP CORP	COM	046499109	351	29900	SH		DEFINED	
			-----	-----				
			351	29900				
ATLAS AIR WORLDWIDE HLDGS IN	COM	049164106	62	77575	SH		DEFINED	
			-----	-----				
			62	77575				
ATMOS ENERGY CORP	COM	049560105	4	173	SH		DEFINED	
			1701	80000	SH		DEFINED	
			-----	-----				
			1704	80173				
ATWOOD OCEANICS INC	COM	050095108	2145	85000	SH		DEFINED	
			-----	-----				
			2145	85000				
AULT INC	COM	051503100	26	14720	SH		DEFINED	
			578	323000	SH		DEFINED	
			-----	-----				
			605	337720				
AUTODESK INC	COM	052769106	18	1200	SH		DEFINED	
			289	18925	SH		DEFINED	
			422	27650	SH		DEFINED	
			-----	-----				
			729	47775				
AUTOMATIC DATA PROCESSING IN	COM	053015103	26593	863690	SH		DEFINED	
			1844	59892	SH		DEFINED	
			434	14090	SH		DEFINED	
			222	7220	SH		DEFINED	
			166	5400	SH		DEFINED	
			3914	127115	SH		DEFINED	
			5483	178065	SH		DEFINED	
			-----	-----				
			38656	1255472				
AUTONATION INC	COM	05329W102	264	20700	SH		DEFINED	
			-----	-----				
			264	20700				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN
AUTOZONE INC	COM	053332102	52	751	SH		DEFINED
			24	350	SH		DEFINED
			214	3120	SH		DEFINED
			983	14300	SH		DEFINED
			-----	-----			
			1273	18521			
AVAYA INC	COM	053499109	55	27134	SH		DEFINED
			1	486	SH		DEFINED
			0	10	SH		DEFINED
			0	54	SH		DEFINED
			2	1010	SH		DEFINED
			7	3507	SH		DEFINED
			59	28794	SH		DEFINED
-----	-----						
			124	60995			
AVERY DENNISON CORP	COM	053611109	58369	994861	SH		DEFINED
			2640	44995	SH		DEFINED
			1942	33102	SH		DEFINED
			632	10776	SH		DEFINED
			64	1091	SH		DEFINED
			4210	71750	SH		DEFINED
			15700	267598	SH		DEFINED
-----	-----						
			83556	1424173			
AVIALL INC NEW	COM	05366B102	93	12000	SH		DEFINED
			1161	150000	SH		DEFINED
			-----	-----			
			1254	162000			
AVON PRODS INC	COM	054303102	43	762	SH		DEFINED
			34	600	SH		DEFINED
			34	600	SH		DEFINED
			187	3285	SH		DEFINED
			890	15600	SH		DEFINED
			-----	-----			
			1189	20847			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN
BB&T CORP	COM	054937107	41448	1318743	SH		DEFINED
			91	2900	SH		DEFINED
			7041	224011	SH		DEFINED
			55	1741	SH		DEFINED
			628	19969	SH		DEFINED
			1708	54350	SH		DEFINED
			-----	-----			
			50970	1621714			
BKF CAP GROUP INC	COM	05548G102	1674	103000	SH		DEFINED
			-----	-----			
			1674	103000			
BJ SVCS CO	COM	055482103	14	400	SH		DEFINED
			29	835	SH		DEFINED
			358	10400	SH		DEFINED
			-----	-----			
			400	11635			
BP PLC	SPONSORED ADR	055622104	31780	823516	SH		DEFINED
			6441	166898	SH		DEFINED
			974	25244	SH		DEFINED
			169	4367	SH		DEFINED
			262	6795	SH		DEFINED
			9769	253149	SH		DEFINED
			-----	-----			
			49394	1279969			
BMC SOFTWARE INC	COM	055921100	1224	81143	SH		DEFINED
			21	1375	SH		DEFINED
			6	400	SH		DEFINED
			92	6100	SH		DEFINED
			143	9495	SH		DEFINED
			622	41250	SH		DEFINED
			-----	-----			
			2109	139763			
BAKER HUGHES INC	COM	057224107	31	1050	SH		DEFINED
			277	9244	SH		DEFINED
			1108	37030	SH		DEFINED
			-----	-----			
			1416	47324			

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BALL CORP	COM	058498106	111	2000	SH	DEFINED
			336	6032	SH	DEFINED
			212	3800	SH	DEFINED
			659	11832		
BANCINSURANCE CORP	COM	05945K102	78	15750	SH	DEFINED
			78	15750		
BANK OF AMERICA CORPORATION	COM	060505104	2780	41596	SH	DEFINED
			244	3644	SH	DEFINED
			566	8463	SH	DEFINED
			36	534	SH	DEFINED
			221	3300	SH	DEFINED
			2533	37900	SH	DEFINED
			10116	151342	SH	DEFINED
			16495	246779		
BANK NEW YORK INC	COM	064057102	46812	2283497	SH	DEFINED
			1474	71890	SH	DEFINED
			2709	132165	SH	DEFINED
			1011	49329	SH	DEFINED
			117	5710	SH	DEFINED
			2854	139196	SH	DEFINED
			27260	1329753	SH	DEFINED
			82237	4011540		
BANK ONE CORP	COM	06423A103	6462	186666	SH	DEFINED
			786	22695	SH	DEFINED
			209	6032	SH	DEFINED
			30	872	SH	DEFINED
			18	522	SH	DEFINED
			5902	170477	SH	DEFINED
			4342	125411	SH	DEFINED
			17749	512675		
BARD C R INC	COM	067383109	19	300	SH	DEFINED
			214	3400	SH	DEFINED
			233	3700		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DISCRETN
BARRY R G CORP OHIO	COM	068798107	55	24000	SH		DEFINED

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			552	240000	SH	DEFINED
			-----	-----		
			607	264000		
BASSETT FURNITURE INDS INC	COM	070203104	42	4000	SH	DEFINED
			1050	100000	SH	DEFINED
			-----	-----		
			1092	104000		
BAXTER INTL INC	COM	071813109	9633	516812	SH	DEFINED
			544	29166	SH	DEFINED
			374	20062	SH	DEFINED
			424	22721	SH	DEFINED
			34	1800	SH	DEFINED
			616	33067	SH	DEFINED
			8377	449385	SH	DEFINED
			-----	-----		
			20001	1073013		
BE AEROSPACE INC	COM	073302101	228	120000	SH	DEFINED
			-----	-----		
			228	120000		
BEA SYS INC	COM	073325102	3319	327350	SH	DEFINED
			271	26760	SH	DEFINED
			110	10883	SH	DEFINED
			1300	128166	SH	DEFINED
			11620	1146000	SH	DEFINED
			-----	-----		
			16621	1639159		
BEAR STEARNS COS INC	COM	073902108	25	381	SH	DEFINED
			419	6387	SH	DEFINED
			-----	-----		
			444	6768		
BECTON DICKINSON & CO	COM	075887109	678	19678	SH	DEFINED
			45	1300	SH	DEFINED
			7	200	SH	DEFINED
			55	1600	SH	DEFINED
			2307	67000	SH	DEFINED
			-----	-----		
			3092	89778		

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-----	-----	-----	-----	-----	-----	-----	-----
BED BATH & BEYOND INC	COM	075896100	3631	105116	SH		DEFINED
			1072	31025	SH		DEFINED
			52	1506	SH		DEFINED
			51	1489	SH		DEFINED

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			2762	79953	SH	DEFINED
			5955	172400	SH	DEFINED
			-----	-----		
			13522	391489		
BELLSOUTH CORP	COM	079860102	9205	424758	SH	DEFINED
			2233	103024	SH	DEFINED
			261	12047	SH	DEFINED
			17	769	SH	DEFINED
			428	19773	SH	DEFINED
			4727	218148	SH	DEFINED
			4197	193700	SH	DEFINED
			-----	-----		
			21068	972219		
BENCHMARK ELECTRS INC	COM	08160H101	33	1155	SH	DEFINED
			1983	70000	SH	DEFINED
			-----	-----		
			2016	71155		
BERKLEY W R CORP	COM	084423102	668	15593	SH	DEFINED
			53	1239	SH	DEFINED
			827	19297	SH	DEFINED
			186	4349	SH	DEFINED
			23	541	SH	DEFINED
			166	3871	SH	DEFINED
			1685	39316	SH	DEFINED
			-----	-----		
			3608	84206		
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	553	259	SH	DEFINED
			115	54	SH	DEFINED
			489	229	SH	DEFINED
			291	136	SH	DEFINED
			2137	1000	SH	DEFINED
			-----	-----		
			3586	1678		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN	
-----	-----	-----	-----	-----	-----	-----	-----	
BEST BUY INC	COM	086516101	1948	72237	SH		DEFINED	
			634	23498	SH		DEFINED	
			336	12474	SH		DEFINED	
			5	169	SH		DEFINED	
			18	670	SH		DEFINED	
			1272	47180	SH		DEFINED	
			5835	216350	SH		DEFINED	
			-----	-----				
			10048	372578				

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BIG LOTS INC	COM	089302103	3	300	SH	DEFINED
			1212	107700	SH	DEFINED
			-----	-----		
			1215	108000		
BIOGEN INC	COM	090597105	34	1150	SH	DEFINED
			12	400	SH	DEFINED
			68	2275	SH	DEFINED
			297	9900	SH	DEFINED
			-----	-----		
			411	13725		
BIOMARIN PHARMACEUTICAL INC	COM	09061G101	511	45000	SH	DEFINED
			-----	-----		
			511	45000		
BIOMET INC	COM	090613100	34294	1118900	SH	DEFINED
			3496	114072	SH	DEFINED
			2448	79875	SH	DEFINED
			655	21370	SH	DEFINED
			1486	48488	SH	DEFINED
			2911	94976	SH	DEFINED
			15206	496130	SH	DEFINED
			-----	-----		
			60497	1973811		
BIOVAIL CORP	COM	09067J109	2573	64534	SH	DEFINED
			89	2237	SH	DEFINED
			407	10200	SH	DEFINED
			769	19281	SH	DEFINED
			9429	236500	SH	DEFINED
			-----	-----		
			13267	332752		

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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
-----	-----	-----	-----	-----	---	----	-----
BIOSITE INC	COM	090945106	39	1025	SH		DEFINED
			4801	125000	SH		DEFINED
			-----	-----			
			4841	126025			
BLACK & DECKER CORP	COM	091797100	30	870	SH		DEFINED
			185	5302	SH		DEFINED
			917	26300	SH		DEFINED
			-----	-----			
			1132	32472			
BLACKROCK INCOME TR INC	COM	09247F100	8	1000	SH		DEFINED
			858	108600	SH		DEFINED
			-----	-----			

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			866	109600			
BLACKROCK MUN TARGET TERM TR	COM	09247M105	87	8000	SH	DEFINED	
			25	2250	SH	DEFINED	
			-----	-----			
			112	10250			
BLACKROCK INCOME OPP TRUST I	COM	092475102	2448	225000	SH	DEFINED	
			-----	-----			
			2448	225000			
BLAIR CORP	COM	092828102	470	20000	SH	DEFINED	
			-----	-----			
			470	20000			
BLOCK H & R INC	COM	093671105	3296	77205	SH	DEFINED	
			45	1065	SH	DEFINED	
			340	7968	SH	DEFINED	
			1296	30350	SH	DEFINED	
			-----	-----			
			4977	116588			
BOB EVANS FARMS INC	COM	096761101	1273	52856	SH	DEFINED	
			105	4374	SH	DEFINED	
			214	8904	SH	DEFINED	
			7	291	SH	DEFINED	
			12	500	SH	DEFINED	
			136	5641	SH	DEFINED	
			3883	161200	SH	DEFINED	
			-----	-----			
			5631	233766			

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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
-----	-----	-----	-----	-----	-----	-----	-----
BOEING CO	COM	097023105	2368	94487	SH		DEFINED
			79	3146	SH		DEFINED
			13	500	SH		DEFINED
			4	178	SH		DEFINED
			26	1021	SH		DEFINED
			831	33152	SH		DEFINED
			1898	75742	SH		DEFINED
			-----	-----			
			5218	208226			
BOMBAY CO INC	COM	097924104	1705	312800	SH		DEFINED
			-----	-----			
			1705	312800			
BORG WARNER INC	COM	099724106	1	16	SH		DEFINED
			1	23	SH		DEFINED

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			2631	55000	SH	DEFINED
			-----	-----		
			2633	55039		
BORLAND SOFTWARE CORP	COM	099849101	20	2191	SH	DEFINED
			1840	200000	SH	DEFINED
			-----	-----		
			1860	202191		
BOSTON COMMUNICATIONS GROUP	COM	100582105	36	2292	SH	DEFINED
			6	400	SH	DEFINED
			1527	97500	SH	DEFINED
			-----	-----		
			1569	100192		
BOSTON SCIENTIFIC CORP	COM	101137107	89	2190	SH	DEFINED
			1101	27000	SH	DEFINED
			-----	-----		
			1190	29190		
BRANTLEY CAP CORP	COM	105494108	42	5000	SH	DEFINED
			634	75900	SH	DEFINED
			-----	-----		
			676	80900		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
BRISTOL MYERS SQUIBB CO	COM	110122108	32801	1552361	SH		DEFINED
			4977	235549	SH		DEFINED
			1295	61281	SH		DEFINED
			169	7999	SH		DEFINED
			1845	87334	SH		DEFINED
			4456	210880	SH		DEFINED
			9905	468750	SH		DEFINED
			-----	-----			
			55448	2624154			
BROADCOM CORP	CL A	111320107	19	1500	SH		DEFINED
			2	178	SH		DEFINED
			15	1180	SH		DEFINED
			226	18300	SH		DEFINED
			-----	-----			
			261	21158			
BROADWING INC	COM	111620100	3298	824501	SH		DEFINED
			20	5000	SH		DEFINED
			99	24841	SH		DEFINED
			13	3200	SH		DEFINED
			15	3775	SH		DEFINED
			-----	-----			

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				3445	861317			
BROCADE COMMUNICATIONS SYS I	NOTE	2.000% 1	111621AB4	308	4000	SH		DEFINED
				-----	-----			
				308	4000			
BROWN FORMAN CORP	CL B		115637209	394	5118	SH		DEFINED
				73	950	SH		DEFINED
				461	6000	SH		DEFINED
				346	4500	SH		DEFINED
				-----	-----			
				1274	16568			
BRUNSWICK CORP	COM		117043109	1142	60123	SH		DEFINED
				95	5020	SH		DEFINED
				779	41000	SH		DEFINED
				-----	-----			
				2017	106143			

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-----	-----	-----	-----	-----	-----	-----	-----	-----
BRUSH ENGINEERED MATLS INC	COM	117421107	42	8200	SH		DEFINED	
			3	500	SH		DEFINED	
			1318	260000	SH		DEFINED	
			-----	-----				
			1362	268700				
BUCA INC	COM	117769109	935	170014	SH		DEFINED	
			-----	-----				
			935	170014				
BURLINGTON NORTHN SANTA FE C	COM	12189T104	197	7909	SH		DEFINED	
			42	1675	SH		DEFINED	
			290	11651	SH		DEFINED	
			1079	43350	SH		DEFINED	
			-----	-----				
			1608	64585				
BURLINGTON RES INC	COM	122014103	397	8318	SH		DEFINED	
			713	14944	SH		DEFINED	
			286	5990	SH		DEFINED	
			52	1100	SH		DEFINED	
			200	4188	SH		DEFINED	
			638	13365	SH		DEFINED	
			-----	-----				
			2286	47905				
C&D TECHNOLOGIES INC	COM	124661109	35	2925	SH		DEFINED	
			1498	125000	SH		DEFINED	
			-----	-----				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/PRN AMT	SH/PRN	PUT/CALL	INVTMT DCRETN
CIGNA CORP	COM	125509109	1533	127925			
			1231	26930	SH	DEFINED	
			64	1400	SH	DEFINED	
			213	4667	SH	DEFINED	
			2222	48600	SH	DEFINED	
			-----	-----			
			3731	81597			
CMS ENERGY CORP	COM	125896100	2	474	SH	DEFINED	
			110	24972	SH	DEFINED	
			44	9900	SH	DEFINED	
				-----	-----		
			156	35346			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/PRN AMT	SH/PRN	PUT/CALL	INVTMT DCRETN
CSX CORP	COM	126408103	739	25920	SH		DEFINED
			119	4167	SH	DEFINED	
			117	4100	SH	DEFINED	
			6	221	SH	DEFINED	
			101	3528	SH	DEFINED	
			1543	54108	SH	DEFINED	
				-----	-----		
	2625	92044					
CTS CORP	COM	126501105	610	100000	SH		DEFINED
				-----	-----		
			610	100000			
CVB FINL CORP	COM	126600105	2828	145937	SH		DEFINED
				-----	-----		
			2828	145937			
CVS CORP	COM	126650100	1823	76421	SH		DEFINED
			769	32225	SH	DEFINED	
			998	41856	SH	DEFINED	
			9	398	SH	DEFINED	
			51	2130	SH	DEFINED	
			1954	81915	SH	DEFINED	
			9478	397400	SH	DEFINED	
	-----	-----					
			15081	632345			
CADBURY SCHWEPPES PLC	ADR	127209302	859	39553	SH		DEFINED
			1378	63400	SH	DEFINED	
			75	3439	SH	DEFINED	
			1	36	SH	DEFINED	
			7	320	SH	DEFINED	
			77	3563	SH	DEFINED	

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			241	11075	SH	DEFINED
			-----	-----		
			2638	121386		
CALGON CARBON CORP	COM	129603106	490	100000	SH	DEFINED
			-----	-----		
			490	100000		
CALIFORNIA PIZZA KITCHEN INC	COM	13054D109	2	100	SH	DEFINED
			2300	100000	SH	DEFINED
			-----	-----		
			2302	100100		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
CALPINE CORP	COM	131347106	5	1500	SH		DEFINED
			7	2164	SH		DEFINED
			98	29700	SH		DEFINED
			-----	-----			
			110	33364			
CAMPBELL SOUP CO	COM	134429109	497	23650	SH		DEFINED
			12	560	SH		DEFINED
			13	600	SH		DEFINED
			61	2900	SH		DEFINED
			569	27100	SH		DEFINED
			-----	-----			
			1151	54810			
CAPITAL ONE FINL CORP	COM	14040H105	1668	55570	SH		DEFINED
			152	5080	SH		DEFINED
			2	67	SH		DEFINED
			14	450	SH		DEFINED
			533	17746	SH		DEFINED
			914	30450	SH		DEFINED
			-----	-----			
			3282	109363			
CAPSTONE TURBINE CORP	COM	14067D102	4	6000	SH		DEFINED
			259	360000	SH		DEFINED
			-----	-----			
			264	366000			
CARDINAL HEALTH INC	COM	14149Y108	27956	490721	SH		DEFINED
			260	4571	SH		DEFINED
			572	10037	SH		DEFINED
			141	2480	SH		DEFINED
			111	1950	SH		DEFINED
			1353	23747	SH		DEFINED
			17450	306300	SH		DEFINED

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			-----	-----		
			47844	839806		
CAREER EDUCATION CORP	COM	141665109	1859	38007	SH	DEFINED
			50	1019	SH	DEFINED
			103	2100	SH	DEFINED
			298	6082	SH	DEFINED
			5308	108500	SH	DEFINED
			-----	-----		
			7617	155708		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
CAREMARK RX INC	COM	141705103	924	50932	SH		DEFINED
			34	1893	SH		DEFINED
			145	7984	SH		DEFINED
			3648	201000	SH		DEFINED
			-----	-----			
			4752	261809			
CARNIVAL CORP	COM	143658102	1382	57300	SH		DEFINED
			342	14200	SH		DEFINED
			662	27452	SH		DEFINED
			7	281	SH		DEFINED
			91	3790	SH		DEFINED
			584	24217	SH		DEFINED
			9913	411150	SH		DEFINED
			-----	-----			
			12981	538390			
CARRINGTON LABS INC	COM	144525102	152	150220	SH		DEFINED
			-----	-----			
			152	150220			
CATERPILLAR INC DEL	COM	149123101	3098	62968	SH		DEFINED
			1198	24350	SH		DEFINED
			976	19839	SH		DEFINED
			13	273	SH		DEFINED
			52	1065	SH		DEFINED
			839	17050	SH		DEFINED
			11981	243525	SH		DEFINED
			-----	-----			
			18158	369070			
CEDAR FAIR L P	DEPOSITRY UNIT	150185106	1306	52320	SH		DEFINED
			92	3700	SH		DEFINED
			-----	-----			
			1398	56020			
CELL GENESYS INC	COM	150921104	739	100000	SH		DEFINED

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/PRN AMT	SH/PRN	PUT/CALL	INVTMT DSCRETN
			739	100000			
CELGENE CORP	COM	151020104	2608	100000	SH		DEFINED
			2608	100000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/PRN AMT	SH/PRN	PUT/CALL	INVTMT DSCRETN
CENDANT CORP	DEBT	2 151313AF0	259	4000	SH		DEFINED
			259	4000			
CENDANT CORP	COM	151313103	3	200	SH		DEFINED
			126	9900	SH		DEFINED
			10	810	SH		DEFINED
			13	1000	SH		DEFINED
			514	40472	SH		DEFINED
			1945	153169	SH		DEFINED
			2610	205551			
CENTERPOINT ENERGY INC	COM	15189T107	57	8064	SH		DEFINED
			5	700	SH		DEFINED
			35	4957	SH		DEFINED
			142	20144	SH		DEFINED
			239	33865			
CENTEX CORP	COM	152312104	14	250	SH		DEFINED
			7	125	SH		DEFINED
			223	4100	SH		DEFINED
			243	4475			
CENTURY BUSINESS SVCS INC	COM	156490104	77	30000	SH		DEFINED
			1372	536000	SH		DEFINED
			1449	566000			
CEPHEID	COM	15670R107	457	109000	SH		DEFINED
			457	109000			
CENTURYTEL INC	COM	156700106	1095	39678	SH		DEFINED
			7	270	SH		DEFINED
			12	450	SH		DEFINED
			30	1100	SH		DEFINED
			103	3720	SH		DEFINED
			40	1450	SH		DEFINED

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259 9400 SH DEFINED

 1547 56068

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	
-----	-----	-----	-----	-----	-----	-----	-----	
CERNER CORP	COM	156782104	3238	100000	SH		DEFINED	
			-----	-----				
			3238	100000				
CERTEGY INC	COM	156880106	209	8300	SH		DEFINED	
			88	3500	SH		DEFINED	
			400	15875	SH		DEFINED	
			-----	-----				
			697	27675				
CHAMPIONSHIP AUTO RACING TEA	COM	158711101	0	100	SH		DEFINED	
			366	100000	SH		DEFINED	
			-----	-----				
			366	100100				
CHARLES & COLVARD LTD	COM	159765106	998	229520	SH		DEFINED	
			-----	-----				
			998	229520				
CHARLES RIV LABS INTL INC	COM	159864107	5	200	SH		DEFINED	
			444	17400	SH		DEFINED	
			-----	-----				
			449	17600				
CHARTER ONE FINL INC	COM	160903100	20430	738625	SH		DEFINED	
			125	4509	SH		DEFINED	
			287	10391	SH		DEFINED	
			14	508	SH		DEFINED	
			1715	62010	SH		DEFINED	
			828	29943	SH		DEFINED	
			-----	-----				
			23400	845986				
CHARTWELL DIVD & INCOME FD I	COM	16139P104	31	4000	SH		DEFINED	
			58	7500	SH		DEFINED	
			-----	-----				
			90	11500				
CHECKFREE CORP NEW	COM	162813109	562	25000	SH		DEFINED	
			-----	-----				
			562	25000				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN
-----	-----	-----	-----	-----	---	---	-----
CHEESECAKE FACTORY INC	COM	163072101	922	28578	SH		DEFINED
			5	150	SH		DEFINED
			34	1061	SH		DEFINED
			98	3037	SH		DEFINED
			3505	108600	SH		DEFINED
			-----	-----			
			4564	141426			
CHEMICAL FINL CORP	COM	163731102	1966	74120	SH		DEFINED
			-----	-----			
			1966	74120			
CHESAPEAKE ENERGY CORP	COM	165167107	1061	135000	SH		DEFINED
			-----	-----			
			1061	135000			
CHEVRONTEXACO CORP	COM	166764100	47388	732998	SH		DEFINED
			5752	88968	SH		DEFINED
			2950	45635	SH		DEFINED
			589	9104	SH		DEFINED
			293	4535	SH		DEFINED
			8392	129802	SH		DEFINED
			21401	331026	SH		DEFINED
-----	-----						
			86765	1342068			
CHICOS FAS INC	COM	168615102	2532	126619	SH		DEFINED
			99	4945	SH		DEFINED
			64	3200	SH		DEFINED
			221	11070	SH		DEFINED
			10038	501900	SH		DEFINED
-----	-----						
			12955	647734			
CHIRON CORP	COM	170040109	51	1349	SH		DEFINED
			4	100	SH		DEFINED
			469	12500	SH		DEFINED
			-----	-----			
			523	13949			
CHOICEPOINT INC	COM	170388102	239	7040	SH		DEFINED
			49	1440	SH		DEFINED
			75	2200	SH		DEFINED
			441	13000	SH		DEFINED
			-----	-----			
			803	23680			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN
CHRISTOPHER & BANKS CORP	COM	171046105	870	49133	SH		DEFINED
			32	1835	SH		DEFINED
			93	5264	SH		DEFINED
			3464	195700	SH		DEFINED
			4459	251932			
CHRONIMED INC	COM	171164106	1133	125835	SH		DEFINED
			1133	125835			
CHUBB CORP	COM	171232101	690	15562	SH		DEFINED
			74	1675	SH		DEFINED
			287	6477	SH		DEFINED
			960	21650	SH		DEFINED
			2011	45364			
CHURCH & DWIGHT INC	COM	171340102	1	46	SH		DEFINED
			1518	50000	SH		DEFINED
			1519	50046			
CIENA CORP	COM	171779101	27	6100	SH		DEFINED
			0	2	SH		DEFINED
			125	28600	SH		DEFINED
			152	34702			
CINCINNATI FINL CORP	COM	172062101	122242	3485652	SH		DEFINED
			19	550	SH		DEFINED
			1119	31914	SH		DEFINED
			186	5307	SH		DEFINED
			613	17487	SH		DEFINED
			264	7514	SH		DEFINED
			1077	30700	SH		DEFINED
			125520	3579124			

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CINERGY CORP	COM	172474108	7081	210424	SH	DEFINED
			867	25762	SH	DEFINED
			660	19625	SH	DEFINED
			379	11249	SH	DEFINED
			211	6265	SH	DEFINED
			447	13286	SH	DEFINED
			4766	141635	SH	DEFINED
			-----	-----		
			14411	428246		
CIRCUIT CITY STORE INC	COM	172737108	4	800	SH	DEFINED
			9	1639	SH	DEFINED
			72	13900	SH	DEFINED
			-----	-----		
			85	16339		
CISCO SYS INC	COM	17275R102	64264	4950980	SH	DEFINED
			2715	209157	SH	DEFINED
			2424	186724	SH	DEFINED
			1180	90889	SH	DEFINED
			1614	124381	SH	DEFINED
			8165	629027	SH	DEFINED
			49973	3850000	SH	DEFINED
			-----	-----		
			130334	10041158		
CINTAS CORP	COM	172908105	127714	3881885	SH	DEFINED
			575	17471	SH	DEFINED
			1307	39716	SH	DEFINED
			128	3903	SH	DEFINED
			302	9165	SH	DEFINED
			203	6182	SH	DEFINED
			16325	496200	SH	DEFINED
			-----	-----		
			146554	4454522		
CITIGROUP INC	COM	172967101	8933	259300	SH	DEFINED
			758	22003	SH	DEFINED
			121	3512	SH	DEFINED
			287	8331	SH	DEFINED
			169	4910	SH	DEFINED
			10980	318728	SH	DEFINED
			17401	505120	SH	DEFINED
			-----	-----		
			38650	1121904		

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

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CITIZENS BKG CORP MICH	COM	174420109	281	11897	SH	DEFINED
			-----	-----		
			281	11897		
CITIZENS COMMUNICATIONS CO	COM	17453B101	353	35412	SH	DEFINED
			128	12792	SH	DEFINED
			187	18700	SH	DEFINED
			-----	-----		
			668	66904		
CITRIX SYS INC	COM	177376100	13	1000	SH	DEFINED
			7	500	SH	DEFINED
			149	11300	SH	DEFINED
			-----	-----		
			168	12800		
CLAIRES STORES INC	COM	179584107	11	450	SH	DEFINED
			708	30000	SH	DEFINED
			-----	-----		
			719	30450		
CLARCOR INC	COM	179895107	2355	65066	SH	DEFINED
			17	475	SH	DEFINED
			-----	-----		
			2373	65541		
CLEAR CHANNEL COMMUNICATIONS	COM	184502102	18099	533583	SH	DEFINED
			88	2595	SH	DEFINED
			502	14791	SH	DEFINED
			164	4845	SH	DEFINED
			29	850	SH	DEFINED
			372	10960	SH	DEFINED
			26407	778500	SH	DEFINED
			-----	-----		
			45661	1346124		
CLOROX CO DEL	COM	189054109	733	15881	SH	DEFINED
			253	5475	SH	DEFINED
			245	5310	SH	DEFINED
			134	2900	SH	DEFINED
			490	10610	SH	DEFINED
			1452	31450	SH	DEFINED
			-----	-----		
			3307	71626		

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-----	-----	-----	-----	-----	-----	-----	-----
COACH INC	COM	189754104	1213	31651	SH		DEFINED
			10	250	SH		DEFINED
			29	747	SH		DEFINED

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			592	15434	SH	DEFINED
			2999	78250	SH	DEFINED
			-----	-----		
			4842	126332		
COBRA ELECTRS CORP	COM	191042100	60	10000	SH	DEFINED
			1614	268154	SH	DEFINED
			-----	-----		
			1674	278154		
COCA COLA CO	COM	191216100	39582	977804	SH	DEFINED
			2197	54262	SH	DEFINED
			1125	27801	SH	DEFINED
			514	12696	SH	DEFINED
			304	7500	SH	DEFINED
			5903	145832	SH	DEFINED
			9416	232600	SH	DEFINED
			-----	-----		
			59040	1458495		
COCA COLA ENTERPRISES INC	COM	191219104	7	360	SH	DEFINED
			557	29800	SH	DEFINED
			-----	-----		
			564	30160		
COGNOS INC	COM	19244C109	341	15000	SH	DEFINED
			-----	-----		
			341	15000		
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	12	182	SH	DEFINED
			8	122	SH	DEFINED
			3366	50000	SH	DEFINED
			-----	-----		
			3386	50304		
COHERENT INC	COM	192479103	75	4000	SH	DEFINED
			1500	80000	SH	DEFINED
			-----	-----		
			1575	84000		

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-----	-----	-----	-----	-----	---	---	-----
COLGATE PALMOLIVE CO	COM	194162103	11386	209140	SH		DEFINED
			1270	23322	SH		DEFINED
			137	2514	SH		DEFINED
			11	201	SH		DEFINED
			218	4000	SH		DEFINED
			3500	64298	SH		DEFINED
			3109	57100	SH		DEFINED
			-----	-----			

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			19630	360575			
COLUMBIA SPORTSWEAR CO	COM	198516106	23	621	SH	DEFINED	
			1115	30000	SH	DEFINED	
			-----	-----			
			1138	30621			
COMCAST CORP NEW	CL A	20030N101	1087	38017	SH	DEFINED	
			178	6222	SH	DEFINED	
			11	379	SH	DEFINED	
			6	221	SH	DEFINED	
			2063	72154	SH	DEFINED	
			8221	287532	SH	DEFINED	
			-----	-----			
			11565	404525			
COMCAST CORP NEW	CL A SPL	20030N200	154	5591	SH	DEFINED	
			144	5250	SH	DEFINED	
			11	391	SH	DEFINED	
			815	29655	SH	DEFINED	
			920	33450	SH	DEFINED	
			-----	-----			
			2044	74337			
COMERICA INC	COM	200340107	319	8425	SH	DEFINED	
			28	750	SH	DEFINED	
			518	13664	SH	DEFINED	
			1036	27350	SH	DEFINED	
			-----	-----			
			1901	50189			
COMMUNITY CENTRAL BANK CORP	COM	20363J107	440	43040	SH	DEFINED	
			-----	-----			
			440	43040			
COMMUNITY FIRST BANKSHARES I	COM	203902101	2555	100000	SH	DEFINED	
			-----	-----			
			2555	100000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DISCRETN
-----	-----	-----	-----	-----	---	----	-----
COMPUDYNE CORP	COM PAR \$0.75	204795306	142	20600	SH		DEFINED
			-----	-----			
			142	20600			
COMPUTER ASSOC INTL INC	COM	204912109	24	1750	SH		DEFINED
			2	125	SH		DEFINED
			4	300	SH		DEFINED
			250	18279	SH		DEFINED
			701	51318	SH		DEFINED

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/PRN AMT	SH/PRN	PUT/CALL	INVTMT DSCRETN
			980			71772	
COMPUTER SCIENCES CORP	COM	205363104	120	3678	SH		DEFINED
			41	1250	SH		DEFINED
			10	300	SH		DEFINED
			13	400	SH		DEFINED
			270	8285	SH		DEFINED
			804	24700	SH		DEFINED
			1257	38613			
COMPUWARE CORP	COM	205638109	12	3600	SH		DEFINED
			100	29500	SH		DEFINED
			112	33100			
COMSTOCK RES INC	COM NEW	205768203	101	10000	SH		DEFINED
			2776	274900	SH		DEFINED
			2877	284900			
COMVERSE TECHNOLOGY INC	COM PAR \$0.10	205862402	183	16163	SH		DEFINED
			1	100	SH		DEFINED
			287	25405	SH		DEFINED
			2119	187400	SH		DEFINED
			2591	229068			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/PRN AMT	SH/PRN	PUT/CALL	INVTMT DSCRETN
CONAGRA FOODS INC	COM	205887102	1323	65896	SH		DEFINED
			128	6350	SH		DEFINED
			286	14234	SH		DEFINED
			3	145	SH		DEFINED
			70	3491	SH		DEFINED
			551	27428	SH		DEFINED
			7866	391750	SH		DEFINED
			10227	509294			
CONCORD CAMERA CORP	COM	206156101	954	190379	SH		DEFINED
			954	190379			
CONCORD EFS INC	COM	206197105	894	95056	SH		DEFINED
			80	8500	SH		DEFINED
			9	1000	SH		DEFINED
			95	10079	SH		DEFINED
			975	103700	SH		DEFINED

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			-----	-----		
			2052	218335		
CONEXANT SYSTEMS INC	COM	207142100	16	10620	SH	DEFINED
			1	1000	SH	DEFINED
			1	1000	SH	DEFINED
			59	39878	SH	DEFINED
			-----	-----		
			78	52498		
CONOCOPHILLIPS	COM	20825C104	15994	298396	SH	DEFINED
			2541	47414	SH	DEFINED
			1417	26430	SH	DEFINED
			56	1037	SH	DEFINED
			444	8290	SH	DEFINED
			2939	54825	SH	DEFINED
			18023	336248	SH	DEFINED
			-----	-----		
			41414	772640		
CONSOLIDATED EDISON INC	COM	209115104	233	6047	SH	DEFINED
			8	210	SH	DEFINED
			661	17182	SH	DEFINED
			1143	29700	SH	DEFINED
			-----	-----		
			2044	53139		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
CONSTELLATION ENERGY GROUP I	COM	210371100	90	3250	SH		DEFINED
			36	1290	SH		DEFINED
			77	2770	SH		DEFINED
			302	10900	SH		DEFINED
			-----	-----			
			505	18210			
CONVERGYS CORP	COM	212485106	11207	848990	SH		DEFINED
			34	2550	SH		DEFINED
			15	1150	SH		DEFINED
			285	21554	SH		DEFINED
			165	12515	SH		DEFINED
			152	11500	SH		DEFINED
			-----	-----			
			11857	898259			
COOPER COS INC	COM NEW	216648402	51	1710	SH		DEFINED
			4485	150000	SH		DEFINED
			-----	-----			
			4536	151710			

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COOPER TIRE & RUBR CO	COM	216831107	665	54515	SH	DEFINED
			2	150	SH	DEFINED
			34	2800	SH	DEFINED
			61	5000	SH	DEFINED
			-----	-----		
			762	62465		
CORINTHIAN COLLEGES INC	COM	218868107	56	1408	SH	DEFINED
			3950	100000	SH	DEFINED
			-----	-----		
			4006	101408		
CORN PRODS INTL INC	COM	219023108	190	6522	SH	DEFINED
			3	100	SH	DEFINED
			23	800	SH	DEFINED
			63	2177	SH	DEFINED
			-----	-----		
			280	9599		

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-----	-----	-----	-----	-----	-----	-----	-----
CORNING INC	COM	219350105	888	152039	SH	DEFINED	
			108	18500	SH	DEFINED	
			279	47759	SH	DEFINED	
			3	435	SH	DEFINED	
			19	3177	SH	DEFINED	
			308	52724	SH	DEFINED	
			3713	635800	SH	DEFINED	
-----	-----						
			5317	910434			
CORPORATE EXECUTIVE BRD CO	COM	21988R102	58	1624	SH	DEFINED	
			3562	100000	SH	DEFINED	
			-----	-----			
			3620	101624			
COSTCO WHSL CORP NEW	COM	22160K105	49	1637	SH	DEFINED	
			5	150	SH	DEFINED	
			92	3050	SH	DEFINED	
			267	8878	SH	DEFINED	
			1545	51450	SH	DEFINED	
			-----	-----			
			1957	65165			
COUNTRYWIDE FINANCIAL CORP	NOTE	2	222372AE4	249	3000	SH	DEFINED
				-----	-----		
			249	3000			
COUNTRYWIDE FINANCIAL CORP	COM	222372104	40	694	SH	DEFINED	
			71	1230	SH	DEFINED	

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			483	8400	SH	DEFINED
			-----	-----		
			594	10324		
COVANCE INC	COM	222816100	53	2279	SH	DEFINED
			2890	125000	SH	DEFINED
			-----	-----		
			2943	127279		
CRANE CO	COM	224399105	678	38935	SH	DEFINED
			68	3925	SH	DEFINED
			-----	-----		
			747	42860		
CREDENCE SYS CORP	COM	225302108	680	100000	SH	DEFINED
			-----	-----		
			680	100000		

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-----	-----	-----	-----	-----	-----	-----	-----	
CREE INC	COM	225447101	1846	99690	SH		DEFINED	
			261	14100	SH		DEFINED	
			148	8001	SH		DEFINED	
			91	4900	SH		DEFINED	
			339	18307	SH		DEFINED	
			6352	343000	SH		DEFINED	
			-----	-----				
			9038	487998				
CROWN CASTLE INTL CORP	COM	228227104	1868	339600	SH		DEFINED	
			-----	-----				
			1868	339600				
CTI MOLECULAR IMAGING INC	COM	22943D105	1666	85000	SH		DEFINED	
			-----	-----				
			1666	85000				
CUBIC CORP	COM	229669106	2	150	SH		DEFINED	
			1913	117200	SH		DEFINED	
			-----	-----				
			1915	117350				
CUTTER & BUCK INC	COM	232217109	1	300	SH		DEFINED	
			514	155801	SH		DEFINED	
			-----	-----				
			515	156101				
CYMER INC	COM	232572107	2	100	SH		DEFINED	
			2	100	SH		DEFINED	
			1184	50000	SH		DEFINED	

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			-----	-----		
			1188	50200		
CYPRESS SEMICONDUCTOR CORP	COM	232806109	759	110000	SH	DEFINED
			759	110000		
DHB INDS INC	COM	23321E103	222	100000	SH	DEFINED
			222	100000		

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-----	-----	-----	-----	-----	-----	-----	-----
DNP SELECT INCOME FD	COM	23325P104	94	9512	SH		DEFINED
			64	6397	SH		DEFINED
			4	414	SH		DEFINED
			255	25725	SH		DEFINED
			418	42048			
DPL INC	COM	233293109	2500	200624	SH		DEFINED
			52	4164	SH		DEFINED
			22	1804	SH		DEFINED
			34	2750	SH		DEFINED
			38	3061	SH		DEFINED
			2647	212403			
DTE ENERGY CO	COM	233331107	295	7630	SH		DEFINED
			14	358	SH		DEFINED
			1054	27278	SH		DEFINED
			819	21200	SH		DEFINED
			2182	56466			
DANA CORP	COM	235811106	234	33149	SH		DEFINED
			3	400	SH		DEFINED
			7	1000	SH		DEFINED
			69	9832	SH		DEFINED
			313	44381			
DANAHER CORP DEL	COM	235851102	3291	50039	SH		DEFINED
			997	15165	SH		DEFINED
			646	9825	SH		DEFINED
			56	850	SH		DEFINED
			1457	22161	SH		DEFINED
			1276	19400	SH		DEFINED
			7723	117440			

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DARDEN RESTAURANTS INC	COM	237194105	170	9540	SH	DEFINED
			20	1140	SH	DEFINED
			26	1445	SH	DEFINED
			202	11300	SH	DEFINED
			-----	-----		
			418	23425		

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-----	-----	-----	-----	-----	-----	-----	-----
DEAN FOODS CO NEW	COM	242370104	6	150	SH		DEFINED
			261	6071	SH		DEFINED
			-----	-----			
			267	6221			
DEERE & CO	COM	244199105	440	11210	SH		DEFINED
			24	624	SH		DEFINED
			198	5037	SH		DEFINED
			620	15800	SH		DEFINED
			-----	-----			
			1283	32671			
DEL MONTE FOODS CO	COM	24522P103	248	33225	SH		DEFINED
			2	245	SH		DEFINED
			1	178	SH		DEFINED
			53	7127	SH		DEFINED
			-----	-----			
			304	40775			
DELL COMPUTER CORP	COM	247025109	4535	166050	SH		DEFINED
			198	7249	SH		DEFINED
			135	4942	SH		DEFINED
			374	13679	SH		DEFINED
			677	24789	SH		DEFINED
			2572	94163	SH		DEFINED
			6950	254500	SH		DEFINED
			-----	-----			
			15440	565372			
DELPHI CORP	COM	247126105	70	10306	SH		DEFINED
			5	761	SH		DEFINED
			2	363	SH		DEFINED
			145	21246	SH		DEFINED
			450	65884	SH		DEFINED
			-----	-----			
			673	98560			
DELPHI FINL GROUP INC	CL A	247131105	2155	55000	SH		DEFINED
			-----	-----			
			2155	55000			

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DELUXE CORP	COM	248019101	1940	48341	SH	DEFINED
			165	4100	SH	DEFINED
			-----	-----		
			2104	52441		

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-----	-----	-----	-----	-----	-----	-----	-----	
DEVON ENERGY CORP NEW	DEB 4.900% 8	25179MAA1	3045	30000	SH		DEFINED	
			-----	-----				
			3045	30000				
DEVON ENERGY CORP NEW	COM	25179M103	3	60	SH		DEFINED	
			7	150	SH		DEFINED	
			355	7369	SH		DEFINED	
			1148	23800	SH		DEFINED	
			-----	-----				
			1513	31379				
DIAGNOSTIC PRODS CORP	COM	252450101	934	25000	SH		DEFINED	
			-----	-----				
			934	25000				
DIAMONDS TR	UNIT SER 1	252787106	224	2810	SH		DEFINED	
			496	6208	SH		DEFINED	
			-----	-----				
			720	9018				
DIEBOLD INC	COM	253651103	556	16381	SH		DEFINED	
			38	1124	SH		DEFINED	
			343	10115	SH		DEFINED	
			2546	75000	SH		DEFINED	
			-----	-----				
			3483	102620				
DIGITAL RIV INC	COM	25388B104	342	25000	SH		DEFINED	
			-----	-----				
			342	25000				
DIONEX CORP	COM	254546104	2642	80000	SH		DEFINED	
			-----	-----				
			2642	80000				
DISNEY WALT CO	COM DISNEY	254687106	10361	608731	SH		DEFINED	
			1567	92073	SH		DEFINED	
			1089	63986	SH		DEFINED	
			74	4348	SH		DEFINED	
			53	3105	SH		DEFINED	
			3718	218443	SH		DEFINED	
			12144	713500	SH		DEFINED	

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DOLLAR GEN CORP	COM	256669102	228	18687	SH		DEFINED	
			11	900	SH		DEFINED	
			98	8000	SH		DEFINED	
			269	22033	SH		DEFINED	
			606	49620				
DOMINION RES INC VA NEW	COM	25746U109	3125	56432	SH		DEFINED	
			45	809	SH		DEFINED	
			5	90	SH		DEFINED	
			9	164	SH		DEFINED	
			834	15070	SH		DEFINED	
	2739	49467	SH		DEFINED			
	6757	122032						
DONNELLEY R R & SONS CO	COM	257867101	519	28334	SH		DEFINED	
			18	1000	SH		DEFINED	
			46	2500	SH		DEFINED	
			4	200	SH		DEFINED	
			137	7500	SH		DEFINED	
	724	39534						
DOVER CORP	COM	260003108	2478	102304	SH		DEFINED	
			6	230	SH		DEFINED	
			70	2900	SH		DEFINED	
			325	13400	SH		DEFINED	
			2878	118834				
DOW CHEM CO	COM	260543103	3627	131349	SH		DEFINED	
			1745	63187	SH		DEFINED	
			886	32086	SH		DEFINED	
			12	427	SH		DEFINED	
			230	8321	SH		DEFINED	
			1589	57554	SH		DEFINED	
			9178	332429	SH		DEFINED	
			17266	625353				
DOW JONES & CO INC	COM	260561105	97	2750	SH		DEFINED	
			14	400	SH		DEFINED	
			195	5500	SH		DEFINED	

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		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	INVTMT DSCRETN
DU PONT E I DE NEMOURS & CO	COM	263534109	15613	401777	SH		DEFINED
			709	18235	SH		DEFINED
			316	8140	SH		DEFINED
			2	57	SH		DEFINED
			305	7842	SH		DEFINED
			2563	65957	SH		DEFINED
			3895	100220	SH		DEFINED
			-----	-----			
			23403	602228			
DUKE ENERGY CORP	COM	264399106	5312	365363	SH		DEFINED
			1429	98290	SH		DEFINED
			477	32796	SH		DEFINED
			24	1637	SH		DEFINED
			115	7940	SH		DEFINED
			1212	83353	SH		DEFINED
			3519	242012	SH		DEFINED
			-----	-----			
			12088	831391			
DUKE REALTY CORP	COM NEW	264411505	350	12968	SH		DEFINED
			11	410	SH		DEFINED
			8	298	SH		DEFINED
			22	800	SH		DEFINED
			196	7274	SH		DEFINED
			-----	-----			
			587	21750			
DUN & BRADSTREET CORP DEL NE	COM	26483E100	196	5125	SH		DEFINED
			123	3204	SH		DEFINED
			-----	-----			
			319	8329			
DYNEGY INC NEW	CL A	26816Q101	3	1105	SH		DEFINED
			5	2000	SH		DEFINED
			2	600	SH		DEFINED
			5	1858	SH		DEFINED
			73	28000	SH		DEFINED
			-----	-----			
			88	33563			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F				INVTMT DSCRETN
			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	
E M C CORP MASS	COM	268648102	5717	790743	SH	DEFINED	
			22	3050	SH	DEFINED	
			398	55007	SH	DEFINED	
			11	1526	SH	DEFINED	
			292	40377	SH	DEFINED	
			1351	186880	SH	DEFINED	
			3223	445850	SH	DEFINED	
		-----	-----				
		11015	1523433				
EOG RES INC	COM	26875P101	25	629	SH	DEFINED	
			301	7600	SH	DEFINED	
			-----	-----			
		326	8229				
E TRADE GROUP INC	COM	269246104	20	4722	SH	DEFINED	
			1284	305000	SH	DEFINED	
			-----	-----			
		1304	309722				
EAST WEST BANCORP INC	COM	27579R104	2314	75000	SH	DEFINED	
			-----	-----			
		2314	75000				
EASTMAN CHEM CO	COM	277432100	90	3100	SH	DEFINED	
			10	355	SH	DEFINED	
			29	1000	SH	DEFINED	
			43	1478	SH	DEFINED	
			148	5100	SH	DEFINED	
		-----	-----				
		320	11033				
EASTMAN KODAK CO	COM	277461109	522	17645	SH	DEFINED	
			60	2013	SH	DEFINED	
			9	300	SH	DEFINED	
			254	8585	SH	DEFINED	
			838	28300	SH	DEFINED	
		-----	-----				
		1683	56843				
EATON CORP	COM	278058102	211	3010	SH	DEFINED	
			9	130	SH	DEFINED	
			338	4834	SH	DEFINED	
			944	13500	SH	DEFINED	
			-----	-----			
		1502	21474				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F				PUT/ CALL	INVSTMT DSCRETN
			NAME OF REPORTING MANAGER: VALUE (X\$1000)	FIFTH THIRD BANCORP SHARES/ PRN AMT	SH/ PRN			
EATON VANCE SR INCOME TR	SH BEN INT	27826S103	306	36400	SH		DEFINED	
			306	36400				
EBAY INC	COM	278642103	638	7481	SH		DEFINED	
			42	490	SH		DEFINED	
			20	240	SH		DEFINED	
			82	957	SH		DEFINED	
			1740	20400	SH		DEFINED	
			2522	29568				
ECHELON CORP	COM	27874N105	3	250	SH		DEFINED	
			0	39	SH		DEFINED	
			1320	125000	SH		DEFINED	
			1323	125289				
ECOLAB INC	COM	278865100	34054	690320	SH		DEFINED	
			2580	52294	SH		DEFINED	
			1984	40213	SH		DEFINED	
			371	7513	SH		DEFINED	
			27	552	SH		DEFINED	
			2327	47175	SH		DEFINED	
			19960	404622	SH		DEFINED	
			61302	1242689				
EDELBROCK CORP	COM	279434104	1194	120000	SH		DEFINED	
			1194	120000				
EDISON INTL	COM	281020107	64	4700	SH		DEFINED	
			25	1800	SH		DEFINED	
			119	8659	SH		DEFINED	
			296	21600	SH		DEFINED	
			503	36759				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F				PUT/ CALL	INVSTMT DSCRETN
			NAME OF REPORTING MANAGER: VALUE (X\$1000)	FIFTH THIRD BANCORP SHARES/ PRN AMT	SH/ PRN			
EDWARDS AG INC	COM	281760108	1445	55788	SH		DEFINED	

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			483	18656	SH	DEFINED
			175	6768	SH	DEFINED
			25	950	SH	DEFINED
			139	5357	SH	DEFINED
			2396	92500	SH	DEFINED
			-----	-----		
			4663	180019		
EFUNDS CORP	COM	28224R101	187	27274	SH	DEFINED
			-----	-----		
			187	27274		
1838 BD-DEB TRADING FD	COM	282520105	21	1000	SH	DEFINED
			7	349	SH	DEFINED
			2623	127000	SH	DEFINED
			-----	-----		
			2650	128349		
EL PASO CORP	COM	28336L109	80	13144	SH	DEFINED
			16	2646	SH	DEFINED
			23	3830	SH	DEFINED
			240	39695	SH	DEFINED
			-----	-----		
			359	59315		
ELECTRO SCIENTIFIC INDS	COM	285229100	816	65000	SH	DEFINED
			-----	-----		
			816	65000		
ELECTRONIC ARTS INC	COM	285512109	25	430	SH	DEFINED
			28	469	SH	DEFINED
			551	9400	SH	DEFINED
			-----	-----		
			604	10299		
ELECTRONIC DATA SYS NEW	COM	285661104	74	4184	SH	DEFINED
			7	424	SH	DEFINED
			30	1700	SH	DEFINED
			2	104	SH	DEFINED
			85	4823	SH	DEFINED
			554	31500	SH	DEFINED
			-----	-----		
			752	42735		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
ELECTRONICS BOUTIQUE HLDGS C	COM	286045109	794	47315	SH		DEFINED
			30	1764	SH		DEFINED
			87	5162	SH		DEFINED
			2955	176000	SH		DEFINED

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			3866	230241		
EMERSON ELEC CO	COM	291011104	74036	1632548	SH	DEFINED
			4647	102471	SH	DEFINED
			2908	64122	SH	DEFINED
			628	13857	SH	DEFINED
			458	10103	SH	DEFINED
			4667	102903	SH	DEFINED
			29852	658259	SH	DEFINED
			117197	2584263		
EMMIS COMMUNICATIONS CORP	CL A	291525103	34	2018	SH	DEFINED
			1408	83400	SH	DEFINED
			1442	85418		
EMULEX CORP	COM NEW	292475209	1149	60000	SH	DEFINED
			1149	60000		
ENBRIDGE ENERGY PARTNERS L P	COM	29250R106	5	100	SH	DEFINED
			151	3300	SH	DEFINED
			78	1697	SH	DEFINED
			233	5097		
ENERGEN CORP	COM	29265N108	11	350	SH	DEFINED
			19	600	SH	DEFINED
			1282	40000	SH	DEFINED
			1313	40950		
ENGELHARD CORP	COM	292845104	37	1712	SH	DEFINED
			1	35	SH	DEFINED
			181	8437	SH	DEFINED
			218	10184		

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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	INVTMT DSCRETN
ENESCO GROUP INC	COM	292973104	574	80000	SH		DEFINED
			574	80000			
ENERGY CORP NEW	COM	29364G103	10	211	SH		DEFINED
			174	3613	SH		DEFINED
			241	4999	SH		DEFINED
			1242	25800	SH		DEFINED

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			1667	34623		
EQUIFAX INC	COM	294429105	408	20400	SH	DEFINED
			40	2000	SH	DEFINED
			192	9600	SH	DEFINED
			633	31650	SH	DEFINED
			188	9400	SH	DEFINED
			1460	73050		
EQUITABLE RES INC	COM	294549100	278	7400	SH	DEFINED
			278	7400		
EQUITY OFFICE PROPERTIES TRU	COM	294741103	463	18191	SH	DEFINED
			121	4760	SH	DEFINED
			218	8577	SH	DEFINED
			22	863	SH	DEFINED
			10	400	SH	DEFINED
			329	12915	SH	DEFINED
			2934	115300	SH	DEFINED
			4098	161006		
EQUITY RESIDENTIAL	SH BEN INT	29476L107	36	1500	SH	DEFINED
			4	180	SH	DEFINED
			273	11342	SH	DEFINED
			431	17900	SH	DEFINED
			744	30922		
EQUITY RESIDENTIAL	PFD CV 1/10 G	29476L859	1847	73900	SH	DEFINED
			1847	73900		

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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
EQUUS II INC	COM	294766100	916	132600	SH		DEFINED
			916	132600			
ERICSSON L M TEL CO	ADR B SEK 10	294821608	12	1890	SH		DEFINED
			55	8664	SH		DEFINED
			67	10554			
ESTERLINE TECHNOLOGIES CORP	COM	297425100	93	5500	SH		DEFINED
			1691	100000	SH		DEFINED

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			1784	105500		
ETHYL CORP	COM NEW	297659609	99	10000	SH	DEFINED
			641	65000	SH	DEFINED
			-----	-----		
			740	75000		
EXABYTE CORP	COM	300615101	2	20000	SH	DEFINED
			-----	-----		
			2	20000		
EXELON CORP	COM	30161N101	100	1986	SH	DEFINED
			100	1990	SH	DEFINED
			15	300	SH	DEFINED
			1518	30105	SH	DEFINED
			1793	35562	SH	DEFINED
			-----	-----		
			3526	69943		
EXXON MOBIL CORP	COM	30231G102	189599	5424865	SH	DEFINED
			13584	388679	SH	DEFINED
			4927	140971	SH	DEFINED
			1755	50218	SH	DEFINED
			3168	90646	SH	DEFINED
			29245	836757	SH	DEFINED
			42856	1226216	SH	DEFINED
			-----	-----		
			285135	8158352		
FLIR SYS INC	COM	302445101	1816	38300	SH	DEFINED
			-----	-----		
			1816	38300		

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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	INVTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
FPL GROUP INC	COM	302571104	3088	52406	SH		DEFINED
			2198	37301	SH		DEFINED
			640	10863	SH		DEFINED
			360	6106	SH		DEFINED
			1077	18268	SH		DEFINED
			3318	56298	SH		DEFINED
			6319	107230	SH		DEFINED
			-----	-----			
			17000	288472			
FTI CONSULTING INC	COM	302941109	3467	75000	SH		DEFINED
			-----	-----			
			3467	75000			
FACTSET RESH SYS INC	COM	303075105	34	1041	SH		DEFINED

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			1623	50000	SH	DEFINED
			-----	-----		
			1656	51041		
FAMILY DLR STORES INC	COM	307000109	76	2475	SH	DEFINED
			355	11500	SH	DEFINED
			-----	-----		
			432	13975		
FASTENAL CO	COM	311900104	5121	181669	SH	DEFINED
			86	3054	SH	DEFINED
			81	2877	SH	DEFINED
			194	6891	SH	DEFINED
			8631	306157	SH	DEFINED
			-----	-----		
			14113	500648		
FEDERAL HOME LN MTG CORP	COM	313400301	29053	547135	SH	DEFINED
			1099	20695	SH	DEFINED
			885	16665	SH	DEFINED
			537	10115	SH	DEFINED
			303	5700	SH	DEFINED
			1108	20862	SH	DEFINED
			3927	73950	SH	DEFINED
			-----	-----		
			36911	695122		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
FEDERAL NATL MTG ASSN	COM	313586109	21093	322774	SH		DEFINED
			1232	18853	SH		DEFINED
			283	4330	SH		DEFINED
			84	1290	SH		DEFINED
			480	7350	SH		DEFINED
			3737	57178	SH		DEFINED
			6721	102850	SH		DEFINED
			-----	-----			
			33631	514625			
FEDERATED DEPT STORES INC DE	COM	31410H101	252	9010	SH		DEFINED
			1	50	SH		DEFINED
			117	4190	SH		DEFINED
			762	27200	SH		DEFINED
			-----	-----			
			1133	40450			
FEDEX CORP	COM	31428X106	1843	33469	SH		DEFINED
			358	6500	SH		DEFINED
			443	8045	SH		DEFINED
			2094	38020	SH		DEFINED

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			-----	-----		
			4738	86034		
FIDELITY NATIONAL SOLTNS INC	COM	31620P109	2658	150000	SH	DEFINED
			-----	-----		
			2658	150000		
FIFTH THIRD BANCORP	COM	316773100	993209	19772830	SH	DEFINED
			121650	2421802	SH	DEFINED
			3015	60016	SH	DEFINED
			17859	355545	SH	DEFINED
			3524	70163	SH	DEFINED
			178341	3550420	SH	DEFINED
			2703	53812	SH	DEFINED
			-----	-----		
			1320301	26284588		
FINANCIAL FED CORP	COM	317492106	573	30000	SH	DEFINED
			-----	-----		
			573	30000		
FINISAR	COM	31787A101	1	1500	SH	DEFINED
			195	250000	SH	DEFINED
			-----	-----		
			196	251500		

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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
-----	-----	-----	-----	-----	-----	-----	-----
FIRST AMERN CORP CALIF	COM	318522307	2098	86000	SH		DEFINED
			-----	-----			
			2098	86000			
FIRST BANCORP P R	COM	318672102	3642	135000	SH		DEFINED
			-----	-----			
			3642	135000			
FIRST COMWLTH FINL CORP PA	COM	319829107	1107	95000	SH		DEFINED
			-----	-----			
			1107	95000			
FIRST DATA CORP	DEBT 2.000% 3	319963AD6	211	2000	SH		DEFINED
			-----	-----			
			211	2000			
FIRST DATA CORP	COM	319963104	7132	192712	SH		DEFINED
			279	7541	SH		DEFINED
			763	20621	SH		DEFINED
			196	5307	SH		DEFINED
			57	1532	SH		DEFINED
			3110	84025	SH		DEFINED

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			3405	92000	SH	DEFINED
			-----	-----		
			14942	403738		
FIRST FINL BANCORP OH	COM	320209109	323	20395	SH	DEFINED
			234	14768	SH	DEFINED
			-----	-----		
			558	35163		
FIRST IND CORP	COM	32054R108	1199	75892	SH	DEFINED
			50	3135	SH	DEFINED
			-----	-----		
			1249	79027		
FIRST MIDWEST BANCORP DEL	COM	320867104	917	35524	SH	DEFINED
			2323	90000	SH	DEFINED
			-----	-----		
			3240	125524		
FIRST REP BK SAN FRANCISCO	COM	336158100	1080	50000	SH	DEFINED
			-----	-----		
			1080	50000		

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP			VALUE	SHARES/	SH/	PUT/	INVTMT
NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN AMT	PRN	CALL	DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
FIRST TENN NATL CORP	COM	337162101	63016	1586915	SH		DEFINED
			1298	32681	SH		DEFINED
			940	23670	SH		DEFINED
			514	12940	SH		DEFINED
			129	3258	SH		DEFINED
			1060	26688	SH		DEFINED
			15753	396700	SH		DEFINED
			-----	-----			
			82710	2082852			
FIRST VA BANKS INC	COM	337477103	191	4859	SH		DEFINED
			17	444	SH		DEFINED
			-----	-----			
			208	5303			
FISERV INC	COM	337738108	12833	407660	SH		DEFINED
			142	4516	SH		DEFINED
			781	24818	SH		DEFINED
			207	6581	SH		DEFINED
			70	2212	SH		DEFINED
			841	26705	SH		DEFINED
			13170	418350	SH		DEFINED
			-----	-----			
			28044	890842			

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FIRSTFED FINL CORP	COM	337907109	2415	80000	SH	DEFINED
			-----	-----		
			2415	80000		
FIRSTENERGY CORP	COM	337932107	362	11489	SH	DEFINED
			13	400	SH	DEFINED
			3	101	SH	DEFINED
			496	15745	SH	DEFINED
			1141	36220	SH	DEFINED
			-----	-----		
			2015	63955		
FLEETBOSTON FINL CORP	COM	339030108	5376	225126	SH	DEFINED
			527	22050	SH	DEFINED
			926	38790	SH	DEFINED
			10	420	SH	DEFINED
			84	3535	SH	DEFINED
			1164	48727	SH	DEFINED
			10666	446662	SH	DEFINED
			-----	-----		
			18753	785310		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
FLEMING COS INC	COM	339130106	60	120000	SH		DEFINED
			-----	-----			
			60	120000			
FLORIDA EAST COAST INDS	CL B	340632207	2555	106000	SH		DEFINED
			-----	-----			
			2555	106000			
FLUOR CORP NEW	COM	343412102	10	289	SH		DEFINED
			42	1250	SH		DEFINED
			179	5300	SH		DEFINED
			-----	-----			
			230	6839			
FLOW INTL CORP	COM	343468104	337	168300	SH		DEFINED
			-----	-----			
			337	168300			
FOOT LOCKER INC	COM	344849104	25	2296	SH		DEFINED
			4	400	SH		DEFINED
			2729	255000	SH		DEFINED
			-----	-----			
			2757	257696			
FORD MTR CO DEL	COM PAR \$0.01	345370860	262	34881	SH		DEFINED
			121	16056	SH		DEFINED

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			8	1108	SH	DEFINED
			3	414	SH	DEFINED
			15	2000	SH	DEFINED
			1245	165577	SH	DEFINED
			1528	203203	SH	DEFINED
			-----	-----		
			3183	423239		
FORD MTR CO CAP TR II	PFD TR CV6.5%	345395206	49	1400	SH	DEFINED
			748	21221	SH	DEFINED
			352	10000	SH	DEFINED
			-----	-----		
			1149	32621		

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FORM 13F							
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
-----	-----	-----	-----	-----	---	----	-----
FOREST LABS INC	COM	345838106	9825	182041	SH		DEFINED
			2224	41215	SH		DEFINED
			654	12116	SH		DEFINED
			598	11075	SH		DEFINED
			140	2600	SH		DEFINED
			2004	37138	SH		DEFINED
			13557	251200	SH		DEFINED
			-----	-----			
			29003	537385			
FORTUNE BRANDS INC	COM	349631101	1086	25340	SH		DEFINED
			49	1145	SH		DEFINED
			129	3000	SH		DEFINED
			561	13085	SH		DEFINED
			1123	26200	SH		DEFINED
			-----	-----			
			2948	68770			
FOUNDRY NETWORKS INC	COM	35063R100	45	5617	SH		DEFINED
			44	5454	SH		DEFINED
			2	201	SH		DEFINED
			3055	380000	SH		DEFINED
			-----	-----			
			3146	391272			
4 KIDS ENTMT INC	COM	350865101	133	11238	SH		DEFINED
			-----	-----			
			133	11238			
FRANKLIN ELEC INC	COM	353514102	1811	38543	SH		DEFINED
			-----	-----			
			1811	38543			
FRANKLIN RES INC	COM	354613101	79	2400	SH		DEFINED

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				3	80	SH	DEFINED
				566	17200	SH	DEFINED
				-----	-----		
				648	19680		
FREEMPORT-MCMORAN COPPER & GO	CL B	35671D857		37	2178	SH	DEFINED
				62	3623	SH	DEFINED
				164	9600	SH	DEFINED
				-----	-----		
				263	15401		

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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	INVTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
FRIEDMAN BILLINGS RAMSEY GRO	CL A	358433100	588	65000	SH		DEFINED
			-----	-----			
			588	65000			
FROZEN FOOD EXPRESS INDS INC	COM	359360104	479	193000	SH		DEFINED
			-----	-----			
			479	193000			
FURNITURE BRANDS INTL INC	COM	360921100	2641	135000	SH		DEFINED
			-----	-----			
			2641	135000			
GATX CORP	COM	361448103	906	62594	SH		DEFINED
			8	550	SH		DEFINED
			20	1350	SH		DEFINED
			25	1715	SH		DEFINED
			-----	-----			
			959	66209			
GSI LUMONICS INC	COM	36229U102	420	100000	SH		DEFINED
			-----	-----			
			420	100000			
GABELLI EQUITY TR INC	COM	362397101	174	25334	SH		DEFINED
			48	7000	SH		DEFINED
			12	1762	SH		DEFINED
			60	8712	SH		DEFINED
			-----	-----			
			295	42808			
GALLAGHER ARTHUR J & CO	COM	363576109	21464	874292	SH		DEFINED
			339	13800	SH		DEFINED
			328	13367	SH		DEFINED
			3	140	SH		DEFINED
			109	4453	SH		DEFINED
			406	16525	SH		DEFINED
			-----	-----			

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22649 922577

GALLAHER GROUP PLC	SPONSORED ADR	363595109	518	13527	SH	DEFINED
			129	3373	SH	DEFINED
			-----	-----		
			647	16900		

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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
GANNETT INC	COM	364730101	4829	68571	SH		DEFINED
			369	5240	SH		DEFINED
			147	2084	SH		DEFINED
			70	1000	SH		DEFINED
			1469	20860	SH		DEFINED
			2240	31800	SH		DEFINED
			-----	-----			
			9125	129555			
GAP INC DEL	NOTE 5.750% 3	364760AJ7	245	2000	SH		DEFINED
			-----	-----			
			245	2000			
GAP INC DEL	COM	364760108	64	4410	SH		DEFINED
			6	437	SH		DEFINED
			1	90	SH		DEFINED
			65	4452	SH		DEFINED
			848	58537	SH		DEFINED
			-----	-----			
			984	67926			
GATEWAY INC	COM	367626108	6	2500	SH		DEFINED
			3	1200	SH		DEFINED
			2	802	SH		DEFINED
			61	25900	SH		DEFINED
			-----	-----			
			72	30402			
GENENTECH INC	COM NEW	368710406	724	20692	SH		DEFINED
			938	26800	SH		DEFINED
			3	79	SH		DEFINED
			49	1386	SH		DEFINED
			606	17300	SH		DEFINED
			-----	-----			
			2320	66257			
GENERAL CABLE CORP DEL NEW	COM	369300108	530	143300	SH		DEFINED
			-----	-----			
			530	143300			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F				INVTMT DSCRETN
			NAME OF REPORTING MANAGER: VALUE (X\$1000)	FIFTH THIRD BANCORP SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	
GENERAL DYNAMICS CORP	COM	369550108	2672	48517	SH	DEFINED	
			1094	19873	SH	DEFINED	
			1078	19576	SH	DEFINED	
			54	977	SH	DEFINED	
			355	6453	SH	DEFINED	
			1416	25704	SH	DEFINED	
			5427	98549	SH	DEFINED	
			-----	-----			
			12096	219649			
GENERAL ELEC CO	COM	369604103	230962	9057311	SH	DEFINED	
			15761	618078	SH	DEFINED	
			7247	284177	SH	DEFINED	
			2233	87566	SH	DEFINED	
			2797	109669	SH	DEFINED	
			43490	1705483	SH	DEFINED	
			47178	1850110	SH	DEFINED	
			-----	-----			
			349666	13712394			
GENERAL MLS INC	COM	370334104	2062	45277	SH	DEFINED	
			460	10100	SH	DEFINED	
			23	500	SH	DEFINED	
			821	18035	SH	DEFINED	
			2412	52950	SH	DEFINED	
			-----	-----			
			5779	126862			
GENERAL MTRS CORP	COM	370442105	1503	44695	SH	DEFINED	
			227	6749	SH	DEFINED	
			191	5674	SH	DEFINED	
			19	565	SH	DEFINED	
			401	11920	SH	DEFINED	
			1833	54511	SH	DEFINED	
			3123	92900	SH	DEFINED	
			-----	-----			
			7296	217014			
GENERAL MTRS CORP	CL H NEW	370442832	28	2524	SH	DEFINED	
			47	4218	SH	DEFINED	
			18	1617	SH	DEFINED	
			1	78	SH	DEFINED	
			159	14174	SH	DEFINED	
						-----	-----
			253	22611			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F				INVTMT DSCRETN
			NAME OF REPORTING MANAGER: VALUE (X\$1000)	FIFTH THIRD BANCORP SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	
GENTEX CORP	COM	371901109	1401	55035	SH	DEFINED	
			127	5000	SH	DEFINED	
			69	2721	SH	DEFINED	
			724	28457	SH	DEFINED	
			5187	203800	SH	DEFINED	
			-----	-----			
			7508	295013			
GENUINE PARTS CO	COM	372460105	90	2950	SH	DEFINED	
			198	6500	SH	DEFINED	
			2184	71584	SH	DEFINED	
			352	11525	SH	DEFINED	
						-----	-----
			2824	92559			
GENZYME CORP	COM GENL DIV	372917104	35	963	SH	DEFINED	
			4	100	SH	DEFINED	
			518	14200	SH	DEFINED	
						-----	-----
			556	15263			
GEORGIA PAC CORP	COM	373298108	39	2797	SH	DEFINED	
			12	885	SH	DEFINED	
			50	3600	SH	DEFINED	
			132	9521	SH	DEFINED	
			220	15845	SH	DEFINED	
			-----	-----			
			454	32648			
GILLETTE CO	COM	375766102	16164	522433	SH	DEFINED	
			2385	77100	SH	DEFINED	
			1255	40551	SH	DEFINED	
			309	9984	SH	DEFINED	
			199	6420	SH	DEFINED	
			4166	134646	SH	DEFINED	
			6902	223069	SH	DEFINED	
			-----	-----			
			31379	1014203			
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	1201	34131	SH	DEFINED	
			272	7743	SH	DEFINED	
			7	200	SH	DEFINED	
			16	455	SH	DEFINED	
			322	9160	SH	DEFINED	
			-----	-----			
			1819	51689			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F				INVTMT DSCRETN
			NAME OF REPORTING MANAGER: VALUE (X\$1000)	FIFTH THIRD BANCORP SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	
GLENBOROUGH RLTY TR INC	PFD CV SER A%	37803P204	1606	74000	SH		DEFINED
			----- 1606	----- 74000			
GLOBAL PMTS INC	COM	37940X102	1679	55000	SH		DEFINED
			----- 1679	----- 55000			
GOLDEN WEST FINL CORP DEL	COM	381317106	2	25	SH		DEFINED
			324	4500	SH		DEFINED
			734	10200	SH		DEFINED
			----- 1059	----- 14725			
GOLDMAN SACHS GROUP INC	COM	38141G104	7	96	SH		DEFINED
			32	475	SH		DEFINED
			51	750	SH		DEFINED
			56	827	SH		DEFINED
			2151	31600	SH		DEFINED
			----- 2298	----- 33748			
GOODRICH CORP	COM	382388106	15	1059	SH		DEFINED
			524	37300	SH		DEFINED
			----- 539	----- 38359			
GOODYEAR TIRE & RUBR CO	COM	382550101	136	26221	SH		DEFINED
			0	50	SH		DEFINED
			14	2802	SH		DEFINED
			900	174100	SH		DEFINED
			----- 1050	----- 203173			
GRACO INC	COM	384109104	1967	70000	SH		DEFINED
			----- 1967	----- 70000			
GRAINGER W W INC	COM	384802104	403	9390	SH		DEFINED
			60	1400	SH		DEFINED
			11	250	SH		DEFINED
			47	1100	SH		DEFINED
			262	6100	SH		DEFINED
			----- 782	----- 18240			

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		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	INVTMT DSCRETN	
-----	-----	-----	-----	-----	-----	-----	-----	
GREAT LAKES CHEM CORP	COM	390568103	378	17048	SH		DEFINED	
			73	3300	SH	DEFINED		
			-----	-----				
			452	20348				
GUIDANT CORP	COM	401698105	6576	181648	SH		DEFINED	
			175	4830	SH	DEFINED		
			14	400	SH	DEFINED		
			115	3168	SH	DEFINED		
			270	7466	SH	DEFINED		
			731	20200	SH	DEFINED		
			-----	-----				
			7881	217712				
HCA INC	COM	404119109	10383	251036	SH		DEFINED	
			108	2620	SH	DEFINED		
			6986	168911	SH	DEFINED		
			103	2485	SH	DEFINED		
			615	14860	SH	DEFINED		
			-----	-----				
			19572	473199	SH	DEFINED		
			-----	-----				
			37766	913111				
HAGGAR CORP	COM	405173105	743	70000	SH		DEFINED	
			-----	-----				
			743	70000				
HALLIBURTON CO	COM	406216101	751	36250	SH		DEFINED	
			19	900	SH	DEFINED		
			12	600	SH	DEFINED		
			54	2598	SH	DEFINED		
			599	28900	SH	DEFINED		
			-----	-----				
			1436	69248				
JOHN HANCOCK BK & THRIFT OPP	SH BEN INT	409735107	3045	435000	SH		DEFINED	
			-----	-----				
			3045	435000				
HANCOCK JOHN INCOME SECS TR	COM	410123103	15	1000	SH		DEFINED	
			162	10714	SH	DEFINED		
			-----	-----				
			178	11714				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN
HANCOCK JOHN FINL SVCS INC	COM	41014S106	251	9032	SH		DEFINED
			6	200	SH		DEFINED
			1	28	SH		DEFINED
			275	9916	SH		DEFINED
			1422	51200	SH		DEFINED
			1955	70376			
HARKEN ENERGY CORP	COM NEW	412552309	12	32000	SH		DEFINED
			111	300000	SH		DEFINED
			123	332000			
HARLAND JOHN H CO	COM	412693103	1529	62900	SH		DEFINED
			1529	62900			
HARLEY DAVIDSON INC	COM	412822108	12588	316986	SH		DEFINED
			956	24070	SH		DEFINED
			882	22213	SH		DEFINED
			140	3538	SH		DEFINED
			109	2750	SH		DEFINED
			2996	75450	SH		DEFINED
			10801	272000	SH		DEFINED
			28472	717007			
HARMAN INTL INDS INC	COM	413086109	2050	35000	SH		DEFINED
			2050	35000			
HARRAHS ENTMT INC	COM	413619107	214	6000	SH		DEFINED
			264	7400	SH		DEFINED
			478	13400			
HARRIS CORP DEL	COM	413875105	14	500	SH		DEFINED
			14	500	SH		DEFINED
			2777	100000	SH		DEFINED
			2805	101000			

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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
HARTFORD FINL SVCS GROUP INC	COM	416515104	1478	41876	SH		DEFINED
			1419	40220	SH		DEFINED

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			706	19994	SH	DEFINED
			7	200	SH	DEFINED
			38	1090	SH	DEFINED
			673	19081	SH	DEFINED
			7928	224650	SH	DEFINED
			-----	-----		
			12250	347111		
HARTMARX CORP	COM	417119104	62	30000	SH	DEFINED
			731	355000	SH	DEFINED
			-----	-----		
			793	385000		
HASBRO INC	COM	418056107	1	100	SH	DEFINED
			1	75	SH	DEFINED
			160	11500	SH	DEFINED
			-----	-----		
			162	11675		
HEALTH CARE PPTY INVS INC	COM	421915109	408	12241	SH	DEFINED
			85	2550	SH	DEFINED
			10	300	SH	DEFINED
			20	600	SH	DEFINED
			213	6385	SH	DEFINED
			855	25625	SH	DEFINED
			-----	-----		
			1591	47701		
HEALTHSOUTH CORP	COM	421924101	0	7026	SH	DEFINED
			0	200	SH	DEFINED
			2	28300	SH	DEFINED
			-----	-----		
			2	35526		
HEALTH MGMT ASSOC INC NEW	SDCV 0.250% 8	421933AB8	264	4000	SH	DEFINED
			-----	-----		
			264	4000		
HEALTH MGMT ASSOC INC NEW	CL A	421933102	44	2295	SH	DEFINED
			57	3000	SH	DEFINED
			300	15800	SH	DEFINED
			-----	-----		
			401	21095		

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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
-----	-----	-----	-----	-----	-----	-----	-----
HEALTH CARE REIT INC	COM	42217K106	481	18343	SH		DEFINED
			-----	-----			
			481	18343			

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HEIDRICK & STRUGGLES INTL IN	COM	422819102	93	8000	SH	DEFINED
			870	75000	SH	DEFINED
			-----	-----		
			963	83000		
HEINZ H J CO	COM	423074103	2324	79581	SH	DEFINED
			76	2600	SH	DEFINED
			71	2425	SH	DEFINED
			18	600	SH	DEFINED
			526	17997	SH	DEFINED
			677	23200	SH	DEFINED
			-----	-----		
			3691	126403		
HERSHEY FOODS CORP	COM	427866108	22976	366670	SH	DEFINED
			2491	39750	SH	DEFINED
			523	8350	SH	DEFINED
			3	50	SH	DEFINED
			8	126	SH	DEFINED
			2538	40505	SH	DEFINED
			874	13950	SH	DEFINED
			-----	-----		
			29413	469401		
HEWLETT PACKARD CO	COM	428236103	9035	581041	SH	DEFINED
			1542	99171	SH	DEFINED
			643	41319	SH	DEFINED
			43	2789	SH	DEFINED
			103	6642	SH	DEFINED
			1987	127768	SH	DEFINED
			10649	684837	SH	DEFINED
			-----	-----		
			24003	1543567		
HILB ROGAL & HAMILTON CO	COM	431294107	44	1408	SH	DEFINED
			234	7500	SH	DEFINED
			3124	100000	SH	DEFINED
			-----	-----		
			3402	108908		

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		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
-----	-----	-----	-----	-----	---	---	-----
HILLENBRAND INDS INC	COM	431573104	20734	406716	SH		DEFINED
			41	800	SH		DEFINED
			13	250	SH		DEFINED
			20	400	SH		DEFINED
			76	1500	SH		DEFINED
			-----	-----			
			20885	409666			

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HILTON HOTELS CORP	COM	432848109	145	12500	SH	DEFINED
			571	49200	SH	DEFINED
			-----	-----		
			716	61700		
HOLOGIC INC	COM	436440101	26	3000	SH	DEFINED
			1162	135000	SH	DEFINED
			-----	-----		
			1188	138000		
HOME DEPOT INC	COM	437076102	52406	2151322	SH	DEFINED
			3300	135483	SH	DEFINED
			2571	105522	SH	DEFINED
			431	17693	SH	DEFINED
			1184	48612	SH	DEFINED
			6243	256284	SH	DEFINED
			34025	1396743	SH	DEFINED
			-----	-----		
			100160	4111659		
HON INDS INC	COM	438092108	926	32500	SH	DEFINED
			-----	-----		
			926	32500		
HONEYWELL INTL INC	COM	438516106	2926	136962	SH	DEFINED
			799	37399	SH	DEFINED
			551	25807	SH	DEFINED
			5	254	SH	DEFINED
			54	2505	SH	DEFINED
			1148	53722	SH	DEFINED
			11590	542612	SH	DEFINED
			-----	-----		
			17072	799261		

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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
-----	-----	-----	-----	-----	-----	-----	-----
HOSPITALITY PPTYS TR	COM SH BEN INT	44106M102	165	5400	SH		DEFINED
			21	700	SH		DEFINED
			130	4250	SH		DEFINED
			-----	-----			
			316	10350			
HOT TOPIC INC	COM	441339108	52	2215	SH		DEFINED
			2914	125000	SH		DEFINED
			-----	-----			
			2965	127215			
HOUSEHOLD INTL INC	COM	441815107	0	97172	SH		DEFINED
			0	22590	SH		DEFINED
			-----	-----			

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				119762			
HUBBELL INC	CL A	443510102	493	16266	SH	DEFINED	
			18	600	SH	DEFINED	
			-----	-----			
			511	16866			
HUBBELL INC	CL B	443510201	1451	46346	SH	DEFINED	
			5	162	SH	DEFINED	
			-----	-----			
			1456	46508			
HUDSON UNITED BANCORP	COM	444165104	5	157	SH	DEFINED	
			2310	75000	SH	DEFINED	
			-----	-----			
			2315	75157			
HUMANA INC	COM	444859102	568	59170	SH	DEFINED	
			68	7075	SH	DEFINED	
			1897	197569	SH	DEFINED	
			2	218	SH	DEFINED	
			31	3195	SH	DEFINED	
			224	23299	SH	DEFINED	
			3039	316575	SH	DEFINED	
			-----	-----			
			5828	607101			
HUNT J B TRANS SVCS INC	COM	445658107	3365	125000	SH	DEFINED	
			-----	-----			
			3365	125000			

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				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	INVTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
HUNTINGTON BANCSHARES INC	COM	446150104	3016	162230	SH	DEFINED	
			23	1234	SH	DEFINED	
			98	5268	SH	DEFINED	
			9	500	SH	DEFINED	
			6625	356351	SH	DEFINED	
			289	15561	SH	DEFINED	
			-----	-----			
			10060	541144			
HYPERION SOLUTIONS CORP	COM	44914M104	25	1045	SH	DEFINED	
			3153	130000	SH	DEFINED	
			-----	-----			
			3178	131045			
ICOS CORP	COM	449295104	39	2075	SH	DEFINED	
			748	40000	SH	DEFINED	
			-----	-----			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/PRN AMT	SH/PRN	PUT/CALL	INVTMT DSCRETN
IDEC PHARMACEUTICALS CORP	COM	449370105	787	42075			
			2282	66679	SH	DEFINED	
			227	6625	SH	DEFINED	
			96	2801	SH	DEFINED	
			324	9474	SH	DEFINED	
			9140	267100	SH	DEFINED	
			-----	-----			
			12069	352679			
ING PRIME RATE TR	SH BEN INT	44977W106	11	1703	SH	DEFINED	
			1408	210400	SH	DEFINED	
			-----	-----			
			1419	212103			
IMS HEALTH INC	COM	449934108	249	15970	SH	DEFINED	
			218	13979	SH	DEFINED	
			280	17954	SH	DEFINED	
			-----	-----			
			748	47903			
ITT EDUCATIONAL SERVICES INC	COM	45068B109	41	1450	SH	DEFINED	
			3500	125000	SH	DEFINED	
			-----	-----			
			3541	126450			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/PRN AMT	SH/PRN	PUT/CALL	INVTMT DSCRETN
ITT INDS INC IND	COM	450911102	88	1650	SH	DEFINED	
			20	375	SH	DEFINED	
			331	6196	SH	DEFINED	
			1143	21400	SH	DEFINED	
			-----	-----			
			1582	29621			
IDEXX LABS INC	COM	45168D104	49	1408	SH	DEFINED	
			4371	125000	SH	DEFINED	
			-----	-----			
			4420	126408			
ILLINOIS TOOL WKS INC	COM	452308109	36040	619778	SH	DEFINED	
			1891	32517	SH	DEFINED	
			1714	29480	SH	DEFINED	
			191	3284	SH	DEFINED	
			1002	17231	SH	DEFINED	
			2633	45282	SH	DEFINED	
			14488	249150	SH	DEFINED	
			-----	-----			
			57960	996722			

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IMATION CORP	COM	45245A107	225 40	6032 1064	SH SH	DEFINED DEFINED
			-----	-----		
			264	7096		
INCO LTD	DBCV 7.750% 3	453258AH8	20074	199000	SH	DEFINED
			-----	-----		
			20074	199000		
INDEPENDENT BANK CORP MASS	COM	453836108	1001	50000	SH	DEFINED
			-----	-----		
			1001	50000		
INDEPENDENT BANK CORP MICH	COM	453838104	442	21998	SH	DEFINED
			-----	-----		
			442	21998		
INFOSPACE INC	COM NEW	45678T201	32	3000	SH	DEFINED
			1	100	SH	DEFINED
			2	212	SH	DEFINED
			379	35000	SH	DEFINED
			-----	-----		
			415	38312		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
INPUT/OUTPUT INC	COM	457652105	22	6000	SH		DEFINED
			432	120000	SH		DEFINED
			-----	-----			
			454	126000			
INSITUFORM TECHNOLOGIES INC	CL A	457667103	38	2797	SH		DEFINED
			1345	100000	SH		DEFINED
			-----	-----			
			1383	102797			
INSPIRE PHARMACEUTICALS INC	COM	457733103	1567	100000	SH		DEFINED
			-----	-----			
			1567	100000			
INTEGRATED CIRCUIT SYS INC	COM	45811K208	1844	84982	SH		DEFINED
			74	3400	SH		DEFINED
			69	3184	SH		DEFINED
			198	9111	SH		DEFINED
			8789	405000	SH		DEFINED
			-----	-----			
			10973	505677			
INTEGRATED DEVICE TECHNOLOGY	COM	458118106	434	54666	SH		DEFINED
			23	2900	SH		DEFINED

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			15	1950	SH	DEFINED
			46	5829	SH	DEFINED
			1548	195000	SH	DEFINED
			-----	-----		
			2067	260345		
INTEGRA BK CORP	COM	45814P105	999	58222	SH	DEFINED
			-----	-----		
			999	58222		
INTEL CORP	COM	458140100	88311	5424490	SH	DEFINED
			3994	245362	SH	DEFINED
			3570	219276	SH	DEFINED
			1144	70246	SH	DEFINED
			1469	90217	SH	DEFINED
			11776	723360	SH	DEFINED
			54489	3347005	SH	DEFINED
			-----	-----		
			164753	10119956		

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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
-----	-----	-----	-----	-----	---	---	-----
INTER TEL INC	COM	458372109	2	150	SH		DEFINED
			901	60000	SH		DEFINED
			-----	-----			
			903	60150			
INTERDIGITAL COMMUNICATIONS	COM	45866A105	181	8000	SH		DEFINED
			1811	80000	SH		DEFINED
			-----	-----			
			1992	88000			
INTERMAGNETICS GEN CORP	COM	458771102	24	1334	SH		DEFINED
			1764	98900	SH		DEFINED
			-----	-----			
			1788	100234			
INTERNATIONAL BUSINESS MACHS	COM	459200101	63498	809617	SH		DEFINED
			7521	95893	SH		DEFINED
			4263	54353	SH		DEFINED
			921	11737	SH		DEFINED
			1368	17445	SH		DEFINED
			17102	218053	SH		DEFINED
			40358	514570	SH		DEFINED
			-----	-----			
			135031	1721668			
INTERNATIONAL FLAVORS&FRAGRA	COM	459506101	450	14480	SH		DEFINED
			118	3780	SH		DEFINED
			193	6200	SH		DEFINED

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			-----	-----			
			760	24460			
INTERNATIONAL GAME TECHNOLOG	COM	459902102	655	8000	SH	DEFINED	
			91	1111	SH	DEFINED	
			467	5700	SH	DEFINED	
			-----	-----			
			1213	14811			
INTL PAPER CO	COM	460146103	2152	63676	SH	DEFINED	
			455	13470	SH	DEFINED	
			703	20793	SH	DEFINED	
			10	283	SH	DEFINED	
			46	1360	SH	DEFINED	
			836	24739	SH	DEFINED	
			10506	310836	SH	DEFINED	
			-----	-----			
			14708	435157			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN	
-----	-----	-----	-----	-----	-----	-----	-----	
INTERNATIONAL RECTIFIER CORP	COM	460254105	966	49133	SH	DEFINED		
			36	1835	SH	DEFINED		
			104	5264	SH	DEFINED		
			5801	294900	SH	DEFINED		
			-----	-----				
			6907	351132				
INTERNET SEC SYS INC	COM	46060X107	547	55000	SH	DEFINED		
			-----	-----				
			547	55000				
INTERPUBLIC GROUP COS INC	NOTE	12 460690AQ3	247	3000	SH	DEFINED		
			-----	-----				
			247	3000				
INTERPUBLIC GROUP COS INC	COM	460690100	6159	662236	SH	DEFINED		
			30	3225	SH	DEFINED		
			48	5200	SH	DEFINED		
			53	5677	SH	DEFINED		
			237	25500	SH	DEFINED		
			-----	-----				
			6527	701838				
INTUIT	COM	461202103	102	2735	SH	DEFINED		
			17	465	SH	DEFINED		
			105	2815	SH	DEFINED		
			887	23850	SH	DEFINED		
			-----	-----				
			1111	29865				

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IOMEGA CORP	COM NEW	462030305	9	800	SH	DEFINED
			344	31000	SH	DEFINED
			-----	-----		
			353	31800		
IONICS INC	COM	462218108	42	2515	SH	DEFINED
			1655	100000	SH	DEFINED
			-----	-----		
			1697	102515		
IRWIN FINL CORP	COM	464119106	3426	175800	SH	DEFINED
			-----	-----		
						3426

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
ISHARES INC	MSCI UTD KINGD	464286699	1668	150000	SH		DEFINED
			-----	-----			
						1668	150000
ISHARES TR	S&P500/BAR VAL	464287408	38	940	SH		DEFINED
			14	359	SH	DEFINED	
			4026	100000	SH	DEFINED	
			-----	-----			
			4078	101299			
ISHARES TR	RUSSELL MCP VL	464287473	1543	23400	SH		DEFINED
			87	1317	SH	DEFINED	
			285	4315	SH	DEFINED	
			-----	-----			
			1915	29032			
ISHARES TR	RUSSELL MCP GR	464287481	1301	24950	SH		DEFINED
			42	800	SH	DEFINED	
			15	297	SH	DEFINED	
			372	7130	SH	DEFINED	
			-----	-----			
			1730	33177			
ISHARES TR	RUSSELL MIDCAP	464287499	95	2000	SH		DEFINED
			394	8315	SH	DEFINED	
			335	7062	SH	DEFINED	
			-----	-----			
			824	17377			
ISHARES TR	COHEN&ST RLTY	464287564	328	4000	SH		DEFINED
			-----	-----			
			328	4000			

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ISHARES TR	RUSSELL1000VAL	464287598	3308	76216	SH	DEFINED
			190	4377	SH	DEFINED
			370	8522	SH	DEFINED
			4340	100000	SH	DEFINED
			-----	-----		
		8208	189115			
ISHARES TR	RUSSELL1000GRW	464287614	2687	74963	SH	DEFINED
			57	1580	SH	DEFINED
			195	5430	SH	DEFINED
			-----	-----		
					2939	81973

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
ISHARES TR	RUSSELL 1000	464287622	158	3500	SH	DEFINED	
			47	1032	SH	DEFINED	
			372	8254	SH	DEFINED	
			-----	-----			
					577	12786	
ISHARES TR	RUSL 2000 VALU	464287630	991	9350	SH	DEFINED	
			64	600	SH	DEFINED	
			63	595	SH	DEFINED	
			42	400	SH	DEFINED	
			229	2159	SH	DEFINED	
			2120	20000	SH	DEFINED	
-----	-----						
		3509	33104				
ISHARES TR	RUSL 2000 GROW	464287648	815	21300	SH	DEFINED	
			2	55	SH	DEFINED	
			244	6375	SH	DEFINED	
			1913	50000	SH	DEFINED	
			-----	-----			
		2973	77730				
ISHARES TR	RUSSELL 2000	464287655	54	750	SH	DEFINED	
			14	200	SH	DEFINED	
			255	3544	SH	DEFINED	
			600	8331	SH	DEFINED	
			1440	20000	SH	DEFINED	
			-----	-----			
		2363	32825				
ITRON INC	COM	465741106	2507	150000	SH	DEFINED	
			-----	-----			
		2507	150000				
JDS UNIPHASE CORP	COM	46612J101	203	71296	SH	DEFINED	

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	0	100	SH	DEFINED
	4	1385	SH	DEFINED
	1	200	SH	DEFINED
	44	15490	SH	DEFINED
	1449	508400	SH	DEFINED
-----	-----	-----	-----	-----
	1701	596871		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN	
-----	-----	-----	-----	-----	-----	-----	-----	-----
J P MORGAN CHASE & CO	COM	46625H100	12671	534421	SH		DEFINED	
			2224	93807	SH		DEFINED	
			1529	64496	SH		DEFINED	
			33	1404	SH		DEFINED	
			73	3066	SH		DEFINED	
			2938	123920	SH		DEFINED	
			15493	653429	SH		DEFINED	
			-----	-----				
			34961	1474543				
JABIL CIRCUIT INC	COM	466313103	4596	262600	SH		DEFINED	
			117	6666	SH		DEFINED	
			154	8785	SH		DEFINED	
			7	400	SH		DEFINED	
			65	3700	SH		DEFINED	
			251	14335	SH		DEFINED	
			6529	373100	SH		DEFINED	
			-----	-----				
			11718	669586				
JACOBS ENGR GROUP INC DEL	COM	469814107	21	500	SH		DEFINED	
			3361	80000	SH		DEFINED	
			-----	-----				
			3382	80500				
JANUS CAP GROUP INC	COM	47102X105	1294	113575	SH		DEFINED	
			39	3398	SH		DEFINED	
			125	10954	SH		DEFINED	
			4158	365100	SH		DEFINED	
			-----	-----				
			5616	493027				
JEFFERIES GROUP INC NEW	COM	472319102	1438	40000	SH		DEFINED	
			-----	-----				
			1438	40000				
JEFFERSON PILOT CORP	COM	475070108	33026	858271	SH		DEFINED	
			158	4100	SH		DEFINED	
			13	345	SH		DEFINED	
			1056	27447	SH		DEFINED	

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367 9537 SH DEFINED

 34620 899700

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
JOHNSON & JOHNSON	COM	478160104	118351	2045109	SH		DEFINED
			8331	143965	SH		DEFINED
			3649	63049	SH		DEFINED
			1070	18492	SH		DEFINED
			2003	34615	SH		DEFINED
			19638	339346	SH		DEFINED
			22798	393945	SH		DEFINED
			-----	-----			
			175839	3038521			
JOHNSON CTLS INC	COM	478366107	116	1605	SH		DEFINED
			22	300	SH		DEFINED
			1077	14871	SH		DEFINED
			938	12950	SH		DEFINED
			-----	-----			
			2153	29726			
JONES APPAREL GROUP INC	COM	480074103	15	555	SH		DEFINED
			23	825	SH		DEFINED
			23	850	SH		DEFINED
			233	8500	SH		DEFINED
			-----	-----			
			294	10730			
KLA-TENCOR CORP	COM	482480100	6	170	SH		DEFINED
			43	1200	SH		DEFINED
			31	869	SH		DEFINED
			812	22600	SH		DEFINED
			-----	-----			
			893	24839			
K2 INC	COM	482732104	151	19507	SH		DEFINED
			884	114480	SH		DEFINED
			-----	-----			
			1034	133987			
KVH INDS INC	COM	482738101	120	10000	SH		DEFINED
			2030	168900	SH		DEFINED
			-----	-----			
			2150	178900			
KANE PIPE LINE PARTNERS L P	SR PREF UNIT	484169107	9	250	SH		DEFINED
			232	6300	SH		DEFINED
-----	-----						

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN
KANEB SERVICES LLC	COM	484173109	70	3333	SH		DEFINED
			740	35100	SH	DEFINED	
			810	38433			
KB HOME	COM	48666K109	254	5585	SH		DEFINED
			2415	53140	SH	DEFINED	
			2669	58725			
KELLOGG CO	COM	487836108	1036	33788	SH		DEFINED
			6	212	SH	DEFINED	
			5094	166190	SH	DEFINED	
			1890	61650	SH	DEFINED	
			8025	261840			
KENSEY NASH CORP	COM	490057106	20	1000	SH		DEFINED
			1638	80000	SH	DEFINED	
			1659	81000			
KERR MCGEE CORP	COM	492386107	34	836	SH		DEFINED
			15	369	SH	DEFINED	
			48	1171	SH	DEFINED	
			1489	36673	SH	DEFINED	
			1586	39049			
KEYCORP NEW	COM	493267108	6260	277483	SH		DEFINED
			507	22479	SH	DEFINED	
			1129	50029	SH	DEFINED	
			55	2442	SH	DEFINED	
			72	3182	SH	DEFINED	
			750	33238	SH	DEFINED	
			11040	489350	SH	DEFINED	
			19812	878203			
KEYSPAN CORP	COM	49337W100	44	1373	SH		DEFINED
			19	600	SH	DEFINED	
			200	6205	SH	DEFINED	
			851	26400	SH	DEFINED	
			1115	34578			

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			NAME OF REPORTING MANAGER: VALUE (X\$1000)	FIFTH SHARES/ PRN AMT	THIRD SH/ PRN	BANCORP PUT/ CALL		
KIMBERLY CLARK CORP	COM	494368103	6448	141849	SH		DEFINED	
			1263	27788	SH		DEFINED	
			66	1447	SH		DEFINED	
			29	635	SH		DEFINED	
			14	300	SH		DEFINED	
			1256	27622	SH		DEFINED	
			4550	100090	SH		DEFINED	
			-----	-----				
			13626	299731				
KIMCO REALTY CORP	COM	49446R109	37	1057	SH		DEFINED	
			19	545	SH		DEFINED	
			1047	29800	SH		DEFINED	
			-----	-----				
			1103	31402				
KINDER MORGAN INC KANS	COM	49455P101	11	250	SH		DEFINED	
			34	750	SH		DEFINED	
			365	8100	SH		DEFINED	
			-----	-----				
			410	9100				
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	1077	29100	SH		DEFINED	
			168	4550	SH		DEFINED	
			151	4080	SH		DEFINED	
			-----	-----				
			1396	37730				
KING PHARMACEUTICALS INC	COM	495582108	2758	231147	SH		DEFINED	
			188	15750	SH		DEFINED	
			208	17402	SH		DEFINED	
			10	845	SH		DEFINED	
			19	1592	SH		DEFINED	
			1624	136159	SH		DEFINED	
6466	541983	SH		DEFINED				
			-----	-----				
			11272	944878				
KNIGHT RIDDER INC	COM	499040103	47	800	SH		DEFINED	
			47	800	SH		DEFINED	
			15	250	SH		DEFINED	
			322	5500	SH		DEFINED	
			-----	-----				
			430	7350				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN	
KOHLS CORP	COM	500255104	14867	262752	SH		DEFINED	
			301	5327	SH		DEFINED	
			1195	21115	SH		DEFINED	
			216	3822	SH		DEFINED	
			20	360	SH		DEFINED	
			4961	87683	SH		DEFINED	
			15206	268750	SH		DEFINED	
			-----	-----				
			36766	649809				
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	240	15382	SH		DEFINED	
			55	3517	SH		DEFINED	

			295	18899				
KOPIN CORP	COM	500600101	23	4600	SH		DEFINED	
			882	175000	SH		DEFINED	

			905	179600				
KRAFT FOODS INC	CL A	50075N104	2184	77456	SH		DEFINED	
			711	25205	SH		DEFINED	
			4	142	SH		DEFINED	
			1516	53768	SH		DEFINED	

			4415	156571				
KROGER CO	COM	501044101	5128	389943	SH		DEFINED	
			177	13470	SH		DEFINED	
			184	13980	SH		DEFINED	
			13	1000	SH		DEFINED	
			502	38159	SH		DEFINED	
			1373	104400	SH		DEFINED	

			7377	560952				
KRONOS INC	COM	501052104	59	1689	SH		DEFINED	
			3505	100000	SH		DEFINED	

			3564	101689				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN
LSI LOGIC CORP	COM	502161102	13	2950	SH		DEFINED
			2	500	SH		DEFINED
			1	275	SH		DEFINED
			116	25600	SH		DEFINED
			133	29325			
LTX CORP	COM	502392103	875	175000	SH		DEFINED
			875	175000			
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	2131	53056	SH		DEFINED
			192	4790	SH		DEFINED
			75	1878	SH		DEFINED
			747	18600	SH		DEFINED
			1068	26579	SH		DEFINED
			7150	178000	SH		DEFINED
			11364	282903			
LA Z BOY INC	COM	505336107	104	6000	SH		DEFINED
			1853	107214	SH		DEFINED
			251	14500	SH		DEFINED
			2207	127714			
LABOR READY INC	COM NEW	505401208	599	105000	SH		DEFINED
			599	105000			
LAZARE KAPLAN INTL INC	COM	521078105	63	12000	SH		DEFINED
			1010	192000	SH		DEFINED
			1073	204000			
LEGGETT & PLATT INC	COM	524660107	455	24900	SH		DEFINED
			3	150	SH		DEFINED
			40	2184	SH		DEFINED
			236	12900	SH		DEFINED
			734	40134			

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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
LEHMAN BROS HLDGS INC	COM	524908100	680	11772	SH		DEFINED
			20	350	SH		DEFINED

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			107	1857	SH	DEFINED
			907	15700	SH	DEFINED
			-----	-----		
			1714	29679		
LEITCH TECHNOLOGY CORP	COM	52543H107	56	20741	SH	DEFINED
			-----	-----		
			56	20741		
LESCO INC OHIO	COM	526872106	522	50000	SH	DEFINED
			-----	-----		
			522	50000		
LEXMARK INTL NEW	CL A	529771107	2151	32126	SH	DEFINED
			181	2697	SH	DEFINED
			459	6849	SH	DEFINED
			115	1711	SH	DEFINED
			99	1477	SH	DEFINED
			694	10368	SH	DEFINED
			1265	18900	SH	DEFINED
			-----	-----		
			4963	74128		
LIBERTY MEDIA CORP	DEB 3.250% 3	530715AR2	279	3000	SH	DEFINED
			-----	-----		
			279	3000		
LIBERTY MEDIA CORP NEW	COM SER A	530718105	91	9398	SH	DEFINED
			6	600	SH	DEFINED
			21	2191	SH	DEFINED
			3551	365000	SH	DEFINED
			-----	-----		
			3670	377189		
LIFEPOINT HOSPITALS INC	COM	53219L109	621	24716	SH	DEFINED
			210	8363	SH	DEFINED
			69	2746	SH	DEFINED
			2486	99000	SH	DEFINED
			-----	-----		
			3385	134825		
LILLIAN VERNON CORP	COM	532430105	126	30000	SH	DEFINED
			-----	-----		
			126	30000		

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		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	INVTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
LILLY ELI & CO	COM	532457108	36030	630446	SH		DEFINED
			8211	143681	SH		DEFINED
			1434	25090	SH		DEFINED

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			253	4430	SH	DEFINED
			341	5959	SH	DEFINED
			7294	127626	SH	DEFINED
			6347	111055	SH	DEFINED
			-----	-----		
			59910	1048287		
LIMITED BRANDS INC	COM	532716107	44	3440	SH	DEFINED
			8	620	SH	DEFINED
			157	12169	SH	DEFINED
			959	74506	SH	DEFINED
			-----	-----		
			1168	90735		
LINCOLN NATL CORP IND	COM	534187109	1041	37188	SH	DEFINED
			198	7070	SH	DEFINED
			48	1700	SH	DEFINED
			1558	55660	SH	DEFINED
			664	23700	SH	DEFINED
			-----	-----		
			3509	125318		
LINEAR TECHNOLOGY CORP	COM	535678106	27	875	SH	DEFINED
			154	5000	SH	DEFINED
			5	150	SH	DEFINED
			1111	35986	SH	DEFINED
			1233	39950	SH	DEFINED
			-----	-----		
			2530	81961		
LIZ CLAIBORNE INC	COM	539320101	96	3100	SH	DEFINED
			35	1135	SH	DEFINED
			220	7100	SH	DEFINED
			-----	-----		
			350	11335		
LOCKHEED MARTIN CORP	COM	539830109	680	14308	SH	DEFINED
			142	2996	SH	DEFINED
			22	464	SH	DEFINED
			2242	47160	SH	DEFINED
			2208	46438	SH	DEFINED
			-----	-----		
			5295	111366		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN	
-----	-----	-----	-----	-----	-----	-----	-----	
LOEWS CORP	NOTE 3.125% 9	540424AL2	1373	15000	SH		DEFINED	
			-----	-----				
			1373	15000				

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LOEWS CORP	COM	540424108	223	5600	SH	DEFINED
			273	6864	SH	DEFINED
			490	12300	SH	DEFINED
			-----	-----		
			987	24764		
LONE STAR TECHNOLOGIES INC	COM	542312103	1	50	SH	DEFINED
			739	35000	SH	DEFINED
			-----	-----		
			740	35050		
LOWES COS INC	COM	548661107	67934	1664236	SH	DEFINED
			3561	87233	SH	DEFINED
			2820	69083	SH	DEFINED
			619	15164	SH	DEFINED
			1170	28666	SH	DEFINED
			3199	78360	SH	DEFINED
			44743	1096096	SH	DEFINED
-----	-----					
			124045	3038838		
LUBRIZOL CORP	COM	549271104	192	6400	SH	DEFINED
			20	650	SH	DEFINED
			-----	-----		
			212	7050		
LUCENT TECHNOLOGIES INC	COM	549463107	219	149166	SH	DEFINED
			23	15849	SH	DEFINED
			9	6455	SH	DEFINED
			6	4179	SH	DEFINED
			15	10324	SH	DEFINED
			154	105102	SH	DEFINED
			1274	866337	SH	DEFINED
-----	-----					
			1701	1157412		
MAF BANCORP INC	COM	55261R108	47	1408	SH	DEFINED
			160	4763	SH	DEFINED
			2860	85000	SH	DEFINED
			-----	-----		
			3068	91171		

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
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-----	-----	-----	-----	-----	-----	-----	-----
MBIA INC	COM	55262C100	55	1425	SH		DEFINED
			64	1650	SH		DEFINED
			174	4495	SH		DEFINED
			956	24750	SH		DEFINED
			-----	-----			
			1249	32320			

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MBNA CORP	COM	55262L100	107	7091	SH	DEFINED
			137	9100	SH	DEFINED
			17	1150	SH	DEFINED
			990	65810	SH	DEFINED
			2300	152845	SH	DEFINED
			-----	-----		
			3552	235996		
MFS CHARTER INCOME TR	SH BEN INT	552727109	112	13087	SH	DEFINED
			-----	-----		
			112	13087		
MFS INTER INCOME TR	SH BEN INT	55273C107	12	1700	SH	DEFINED
			4	500	SH	DEFINED
			360	49000	SH	DEFINED
			-----	-----		
			376	51200		
MFS MUN INCOME TR	SH BEN INT	552738106	4	500	SH	DEFINED
			33	4500	SH	DEFINED
			40	5406	SH	DEFINED
			-----	-----		
			77	10406		
MGIC INVT CORP WIS	COM	552848103	187	4750	SH	DEFINED
			16	400	SH	DEFINED
			67	1700	SH	DEFINED
			210	5340	SH	DEFINED
			648	16500	SH	DEFINED
			-----	-----		
			1127	28690		
MFS GOVT MKTS INCOME TR	SH BEN INT	552939100	23	3300	SH	DEFINED
			3	500	SH	DEFINED
			10	1500	SH	DEFINED
			1498	217400	SH	DEFINED
			-----	-----		
			1534	222700		

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-----	-----	-----	-----	-----	-----	-----	-----
MKS INSTRUMENT INC	COM	55306N104	938	75000	SH		DEFINED
			-----	-----			
			938	75000			
MTS SYS CORP	COM	553777103	7	648	SH		DEFINED
			724	67000	SH	DEFINED	
			-----	-----			
			731	67648			

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MVC CAP	COM	553829102	13	1625	SH	DEFINED	
			122	15000	SH	DEFINED	
			-----	-----			
			136	16625			
MACROMEDIA INC	COM	556100105	1	100	SH	DEFINED	
			363	30000	SH	DEFINED	
			-----	-----			
			364	30100			
MALAYSIA FD INC	COM	560905101	162	45000	SH	DEFINED	
			-----	-----			
			162	45000			
MALAN RLTY INVS INC	SDCV	9.500% 7	561063AA6	9975	100000	SH	DEFINED
				-----	-----		
			9975	100000			
MANITOWOC INC	COM	563571108	13	750	SH	DEFINED	
			1681	100000	SH	DEFINED	
			-----	-----			
			1694	100750			
MANULIFE FINL CORP	COM	56501R106	887	37057	SH	DEFINED	
			146	6104	SH	DEFINED	
			140	5853	SH	DEFINED	
			310	12963	SH	DEFINED	
			-----	-----			
			1483	61977			

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-----	-----	-----	-----	-----	-----	-----	-----
MARATHON OIL CORP	COM	565849106	828	34559	SH		DEFINED
			168	7000	SH		DEFINED
			256	10690	SH		DEFINED
			3	109	SH		DEFINED
			14	583	SH		DEFINED
			602	25121	SH		DEFINED
			9366	390750	SH		DEFINED
-----	-----						
			11237	468812			
MARSH & MCLENNAN COS INC	COM	571748102	73306	1719586	SH		DEFINED
			4456	104531	SH		DEFINED
			3333	78185	SH		DEFINED
			651	15279	SH		DEFINED
			426	9986	SH		DEFINED
			8779	205938	SH		DEFINED
			38538	904009	SH		DEFINED

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			-----	-----		
			129489	3037514		
MARSHALL & ILSLEY CORP	COM	571834100	51	2000	SH	DEFINED
			143	5600	SH	DEFINED
			316	12378	SH	DEFINED
			371	14500	SH	DEFINED
			-----	-----		
			881	34478		
MARRIOTT INTL INC NEW	CL A	571903202	76	2400	SH	DEFINED
			75	2350	SH	DEFINED
			499	15700	SH	DEFINED
			-----	-----		
			651	20450		
MASCO CORP	COM	574599106	1384	74332	SH	DEFINED
			416	22325	SH	DEFINED
			395	21200	SH	DEFINED
			4	216	SH	DEFINED
			34	1849	SH	DEFINED
			1640	88077	SH	DEFINED
			7036	377850	SH	DEFINED
			-----	-----		
			10909	585849		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
MATTEL INC	COM	577081102	72	3185	SH		DEFINED
			54	2396	SH		DEFINED
			293	13019	SH		DEFINED
			1250	55547	SH		DEFINED
			-----	-----			
			1668	74147			
MAXIM INTEGRATED PRODS INC	COM	57772K101	29826	825750	SH		DEFINED
			875	24223	SH		DEFINED
			1924	53260	SH		DEFINED
			471	13053	SH		DEFINED
			37	1020	SH		DEFINED
			802	22203	SH		DEFINED
			27674	766168	SH		DEFINED
			-----	-----			
			61609	1705677			
MAY DEPT STORES CO	COM	577778103	4176	209956	SH		DEFINED
			462	23250	SH		DEFINED
			715	35939	SH		DEFINED
			12	622	SH		DEFINED
			39	1976	SH		DEFINED

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			598	30049	SH	DEFINED
			8186	411550	SH	DEFINED
			-----	-----		
			14188	713342		
MAYTAG CORP	COM	578592107	185	9700	SH	DEFINED
			34	1765	SH	DEFINED
			99	5200	SH	DEFINED
			-----	-----		
			317	16665		
MCCORMICK & CO INC	COM NON VTG	579780206	142	5902	SH	DEFINED
			72	3000	SH	DEFINED
			48	2000	SH	DEFINED
			12	492	SH	DEFINED
			225	9300	SH	DEFINED
			-----	-----		
			500	20694		
MCDATA CORP	CL B	580031102	392	45000	SH	DEFINED
			-----	-----		
			392	45000		

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-----	-----	-----	-----	-----	-----	-----	-----
MCDONALDS CORP	COM	580135101	3936	272170	SH		DEFINED
			508	35150	SH		DEFINED
			370	25580	SH		DEFINED
			6	408	SH		DEFINED
			58	3985	SH		DEFINED
			1433	99131	SH		DEFINED
			5420	374850	SH		DEFINED
			-----	-----			
			11731	811274			
MCGRAW HILL COS INC	COM	580645109	6913	124365	SH		DEFINED
			1581	28434	SH		DEFINED
			910	16377	SH		DEFINED
			269	4842	SH		DEFINED
			23	410	SH		DEFINED
			984	17700	SH		DEFINED
			3057	54990	SH		DEFINED
			-----	-----			
			13737	247118			
MCKESSON CORP	COM	58155Q103	75	3024	SH		DEFINED
			50	2000	SH		DEFINED
			230	9213	SH		DEFINED
			1159	46477	SH		DEFINED
			-----	-----			

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			1514	60714		
MCLEODUSA INC	CL A	582266706	18	33568	SH	DEFINED
			-----	-----		
			18	33568		
MEADE INSTRUMENTS CORP	COM	583062104	1	500	SH	DEFINED
			561	210000	SH	DEFINED
			-----	-----		
			562	210500		
MEADWESTVACO CORP	COM	583334107	1634	71712	SH	DEFINED
			18	800	SH	DEFINED
			40	1750	SH	DEFINED
			301	13217	SH	DEFINED
			-----	-----		
			1993	87479		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN	
-----	-----	-----	-----	-----	-----	-----	-----	
MEDIA 100 INC	COM	58440W105	34	29000	SH		DEFINED	
			189	162810	SH		DEFINED	
			-----	-----				
			223	191810				
MEDICAL STAFFING NETWK HLDGS	COM	58463F104	1349	127303	SH		DEFINED	
			50	4747	SH		DEFINED	
			144	13566	SH		DEFINED	
			5109	482000	SH		DEFINED	
			-----	-----				
			6653	627616				
MEDICIS PHARMACEUTICAL CORP	CL A NEW	584690309	5003	90000	SH		DEFINED	
			-----	-----				
			5003	90000				
MEDIMMUNE INC	COM	584699102	8658	263708	SH		DEFINED	
			921	28045	SH		DEFINED	
			360	10957	SH		DEFINED	
			72	2181	SH		DEFINED	
			20	600	SH		DEFINED	
			262	7991	SH		DEFINED	
			9926	302350	SH		DEFINED	
			-----	-----				
			20218	615832				
MEDTRONIC INC	BCV 1.250% 9	585055AB2	313	3000	SH		DEFINED	
			-----	-----				
			313	3000				

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MEDTRONIC INC	COM	585055106	51892	1150082	SH	DEFINED
			7782	172478	SH	DEFINED
			3774	83634	SH	DEFINED
			1471	32605	SH	DEFINED
			422	9347	SH	DEFINED
			6219	137829	SH	DEFINED
			19742	437535	SH	DEFINED
			-----	-----		
			91301	2023510		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DISCRETN
-----	-----	-----	-----	-----	---	---	-----
MELLON FINL CORP	COM	58551A108	46405	2182739	SH		DEFINED
			417	19593	SH		DEFINED
			2691	126598	SH		DEFINED
			523	24599	SH		DEFINED
			73	3453	SH		DEFINED
			2852	134141	SH		DEFINED
			36961	1738530	SH		DEFINED
			-----	-----			
			89923	4229653			
MERCANTILE BANKSHARES CORP	COM	587405101	6034	177780	SH		DEFINED
			54	1605	SH		DEFINED
			-----	-----			
			6088	179385			
MERCK & CO INC	COM	589331107	108570	1981930	SH		DEFINED
			8185	149413	SH		DEFINED
			4520	82511	SH		DEFINED
			791	14448	SH		DEFINED
			2512	45851	SH		DEFINED
			15412	281339	SH		DEFINED
			24181	441418	SH		DEFINED
			-----	-----			
			164171	2996910			
MERCURY AIR GROUP INC	COM	589354109	65	20000	SH		DEFINED
			504	155000	SH		DEFINED
			-----	-----			
			569	175000			
MERCURY COMPUTER SYS	COM	589378108	2720	100000	SH		DEFINED
			-----	-----			
			2720	100000			
MERCURY INTERACTIVE CORP	COM	589405109	1039	35020	SH		DEFINED
			37	1233	SH		DEFINED
			122	4123	SH		DEFINED
			4945	166600	SH		DEFINED

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			-----	-----			
			6143	206976			
MEREDITH CORP	COM	589433101	107	2800	SH	DEFINED	
			126	3300	SH	DEFINED	
			-----	-----			
			233	6100			

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-----	-----	-----	-----	-----	-----	-----	-----
MERIDIAN DIAGNOSTICS INC	SDCV 7.000% 9	589602AB7	3415	40000	SH		DEFINED
			-----	-----			
			3415	40000			
MERITAGE HOSPITALITY GROUP I	COM	59000K101	257	63488	SH		DEFINED
			-----	-----			
			257	63488			
MERRILL LYNCH & CO INC	COM	590188108	2545	71895	SH		DEFINED
			570	16100	SH		DEFINED
			1020	28813	SH		DEFINED
			10	290	SH		DEFINED
			118	3335	SH		DEFINED
			1316	37180	SH		DEFINED
			11964	337975	SH		DEFINED
			-----	-----			
			17544	495588			
METHODE ELECTRS INC	CL A	591520200	2811	347000	SH		DEFINED
			-----	-----			
			2811	347000			
METLIFE INC	COM	59156R108	121	4597	SH		DEFINED
			40	1525	SH		DEFINED
			10	364	SH		DEFINED
			458	17366	SH		DEFINED
			2077	78750	SH		DEFINED
			-----	-----			
			2707	102602			
MICHAELS STORES INC	COM	594087108	1286	51406	SH		DEFINED
			61	2450	SH		DEFINED
			48	1936	SH		DEFINED
			157	6291	SH		DEFINED
			5177	207000	SH		DEFINED
			-----	-----			
			6730	269083			
MICREL INC	COM	594793101	645	70000	SH		DEFINED
			-----	-----			

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645 70000

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MICROSOFT CORP	COM	594918104	122116	5044006	SH		DEFINED
			8858	365873	SH		DEFINED
			5217	215497	SH		DEFINED
			1321	54569	SH		DEFINED
			2599	107338	SH		DEFINED
			19323	798142	SH		DEFINED
			72873	3010032	SH		DEFINED
			-----	-----			
			232306	9595457			
MICROCHIP TECHNOLOGY INC	COM	595017104	4090	205542	SH		DEFINED
			281	14135	SH		DEFINED
			757	38062	SH		DEFINED
			11880	597000	SH		DEFINED
						-----	-----
			17009	854739			
MICRON TECHNOLOGY INC	COM	595112103	47	5775	SH		DEFINED
			2	300	SH		DEFINED
			15	1810	SH		DEFINED
			326	40100	SH		DEFINED
						-----	-----
			391	47985			
MID ATLANTIC MED SVCS INC	COM	59523C107	1135	28001	SH		DEFINED
			93	2285	SH		DEFINED
			122	2997	SH		DEFINED
			7165	176700	SH		DEFINED
						-----	-----
			8515	209983			
MIDAS GROUP INC	COM	595626102	694	95000	SH		DEFINED
						-----	-----
			694	95000			
MIDWAY GAMES INC	COM	598148104	199	60000	SH		DEFINED
						-----	-----
			199	60000			
MILLENNIUM PHARMACEUTICALS I	COM	599902103	1729	220000	SH		DEFINED
						-----	-----
			1729	220000			

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		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	INVTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
MILLER HERMAN INC	COM	600544100	6	400	SH		DEFINED
			395	24518	SH		DEFINED
			401	24918			
MIRANT CORP	COM	604675108	13	7979	SH		DEFINED
			1	784	SH		DEFINED
			11	6693	SH		DEFINED
			51	31974	SH		DEFINED
			76	47430			
MOLEX INC	COM	608554101	69	3191	SH		DEFINED
			1	53	SH		DEFINED
			274	12775	SH		DEFINED
			344	16019			
MONSANTO CO NEW	COM	61166W101	281	17120	SH		DEFINED
			21	1257	SH		DEFINED
			1	51	SH		DEFINED
			1	51	SH		DEFINED
			4674	285002	SH		DEFINED
			260	15850	SH		DEFINED
			5237	319331			
MOODYS CORP	COM	615369105	719	15550	SH		DEFINED
			347	7498	SH		DEFINED
			461	9965	SH		DEFINED
			1526	33013			
MORGAN STANLEY	COM NEW	617446448	918	23935	SH		DEFINED
			365	9530	SH		DEFINED
			22	575	SH		DEFINED
			22	568	SH		DEFINED
			13503	352109	SH		DEFINED
			4668	121732	SH		DEFINED
			19499	508449			
MORGAN STANLEY	MUN PREM INCOM	61745P429	85	9470	SH		DEFINED
			51	5700	SH		DEFINED
			136	15170			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F				INVTMT DSCRETN
			NAME OF REPORTING MANAGER: VALUE (X\$1000)	FIFTH THIRD SHARES/ PRN AMT	BANCORP SH/ PRN	PUT/ CALL	
MORGAN STANLEY	MUN INC OPP II	61745P445	104	13450	SH	DEFINED	
			54	7000	SH	DEFINED	
			158	20450			
MOTOROLA INC	COM	620076109	1245	150706	SH	DEFINED	
			1077	130335	SH	DEFINED	
			156	18867	SH	DEFINED	
			14	1713	SH	DEFINED	
			14	1640	SH	DEFINED	
			2074	251053	SH	DEFINED	
			4027	487480	SH	DEFINED	
8605	1041794						
MOVADO GROUP INC	COM	624580106	760	40000	SH	DEFINED	
			760	40000			
MUELLER INDS INC	COM	624756102	14	552	SH	DEFINED	
			1873	75000	SH	DEFINED	
			1887	75552			
MUNIHANCED FD INC	COM	626243109	22	2032	SH	DEFINED	
			6	529	SH	DEFINED	
			133	12132	SH	DEFINED	
			161	14693			
MUNIVEST FD INC	COM	626295109	9	1000	SH	DEFINED	
			138	15348	SH	DEFINED	
			147	16348			
MUNIYIELD FLA FD	COM	626297105	46	3242	SH	DEFINED	
			155	10965	SH	DEFINED	
			201	14207			
MUNIYIELD INSD FD INC	COM	62630E107	79	5476	SH	DEFINED	
			29	2031	SH	DEFINED	
			145	9968	SH	DEFINED	
			254	17475			

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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	INVTMT DSCRETN	
-----	-----	-----	-----	-----	-----	-----	-----	-----
MUNIYIELD MICH INSD FD INC	COM	62630J106	262	18000	SH		DEFINED	
			140	9612	SH		DEFINED	
			-----	-----				
			402	27612				
MUNIYIELD MICH INSD FD II IN	COM	626300107	276	20000	SH		DEFINED	
			155	11235	SH		DEFINED	
			-----	-----				
			431	31235				
MUNIYIELD QUALITY FD INC	COM	626302103	26	1830	SH		DEFINED	
			109	7650	SH		DEFINED	
			89	6261	SH		DEFINED	
			-----	-----				
			224	15741				
MYLAN LABS INC	COM	628530107	290	10072	SH		DEFINED	
			30	1027	SH		DEFINED	
			13	450	SH		DEFINED	
			-----	-----				
			332	11549				
NBTY INC	COM	628782104	2844	150000	SH		DEFINED	
			-----	-----				
			2844	150000				
NPS PHARMACEUTICALS INC	COM	62936P103	773	50000	SH		DEFINED	
			-----	-----				
			773	50000				
NANOMETRICS INC	COM	630077105	507	130000	SH		DEFINED	
			-----	-----				
			507	130000				
NASDAQ 100 TR	UNIT SER 1	631100104	571	22616	SH		DEFINED	
			342	13539	SH		DEFINED	
			346	13704	SH		DEFINED	
			-----	-----				
			1259	49859				

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

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NATIONAL CITY CORP	COM	635405103	13486	484234	SH	DEFINED
			865	31046	SH	DEFINED
			39	1416	SH	DEFINED
			2902	104192	SH	DEFINED
			1904	68350	SH	DEFINED
			-----	-----		
			19195	689238		
NATIONAL COMMERCE FINL CORP	COM	63545P104	53268	2247604	SH	DEFINED
			1775	74894	SH	DEFINED
			1953	82387	SH	DEFINED
			77	3249	SH	DEFINED
			169	7131	SH	DEFINED
			5840	246429	SH	DEFINED
			6725	283765	SH	DEFINED
			-----	-----		
			69807	2945459		
NATIONAL SEMICONDUCTOR CORP	COM	637640103	31	1800	SH	DEFINED
			4	220	SH	DEFINED
			204	12000	SH	DEFINED
			-----	-----		
			239	14020		
NEIMAN MARCUS GROUP INC	CL A	640204202	1392	48000	SH	DEFINED
			-----	-----		
			1392	48000		
NEIMAN MARCUS GROUP INC	CL B	640204301	301	11200	SH	DEFINED
			-----	-----		
			301	11200		
NETSCREEN TECHNOLOGIES INC	COM	64117V107	755	45000	SH	DEFINED
			-----	-----		
			755	45000		
NETWORK APPLIANCE INC	COM	64120L104	878	78484	SH	DEFINED
			30	2682	SH	DEFINED
			124	11046	SH	DEFINED
			4256	380300	SH	DEFINED
			-----	-----		
			5287	472512		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP				INVTMT DSCRETN
			VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	
NEUROCRINE BIOSCIENCES INC	COM	64125C109	27	651	SH	DEFINED	
			2083	50000	SH	DEFINED	
			-----	-----			
			2110	50651			

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NEW YORK TIMES CO	CL A	650111107	17	400	SH	DEFINED
			9	200	SH	DEFINED
			312	7235	SH	DEFINED
			757	17550	SH	DEFINED
			-----	-----		
			1095	25385		
NEWELL RUBBERMAID INC	COM	651229106	497	17531	SH	DEFINED
			113	4000	SH	DEFINED
			1	51	SH	DEFINED
			15	535	SH	DEFINED
			5894	207898	SH	DEFINED
			1281	45180	SH	DEFINED
			-----	-----		
			7802	275195		
NEWFIELD EXPL CO	COM	651290108	0	5	SH	DEFINED
			26	759	SH	DEFINED
			0	9	SH	DEFINED
			2542	75000	SH	DEFINED
			-----	-----		
			2568	75773		
NEWMONT MINING CORP	COM	651639106	298	11405	SH	DEFINED
			3	119	SH	DEFINED
			10	398	SH	DEFINED
			696	26615	SH	DEFINED
			-----	-----		
			1008	38537		
NEXTEL COMMUNICATIONS INC	NOTE 6.000% 6	65332VBC6	392	4000	SH	DEFINED
			-----	-----		
			392	4000		
NEXTEL COMMUNICATIONS INC	CL A	65332V103	60	4500	SH	DEFINED
			134	10000	SH	DEFINED
			13	1000	SH	DEFINED
			135	10100	SH	DEFINED
			854	63800	SH	DEFINED
			-----	-----		
						1197

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
NICOR INC	COM	654086107	32	1172	SH		DEFINED
			3	112	SH		DEFINED
			341	12495	SH		DEFINED
			79	2900	SH		DEFINED
			-----	-----			
			456	16679			

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NIKE INC	CL B	654106103	1	16	SH	DEFINED
			21	415	SH	DEFINED
			204	3969	SH	DEFINED
			1226	23850	SH	DEFINED
			-----	-----		
			1453	28250		
99 CENTS ONLY STORES	COM	65440K106	2550	100000	SH	DEFINED
			-----	-----		
			2550	100000		
NISOURCE INC	COM	65473P105	27029	1485133	SH	DEFINED
			3122	171547	SH	DEFINED
			248	13633	SH	DEFINED
			8	415	SH	DEFINED
			4098	225146	SH	DEFINED
			856	47053	SH	DEFINED
-----	-----					
			35361	1942927		
NOKIA CORP	SPONSORED ADR	654902204	2524	180176	SH	DEFINED
			391	27875	SH	DEFINED
			34	2399	SH	DEFINED
			102	7250	SH	DEFINED
			218	15550	SH	DEFINED
			655	46751	SH	DEFINED
-----	-----					
			3923	280001		
NORDSTROM INC	COM	655664100	24	1500	SH	DEFINED
			34	2100	SH	DEFINED
			146	9000	SH	DEFINED
			-----	-----		
			204	12600		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
NORFOLK SOUTHERN CORP	COM	655844108	1110	59831	SH	DEFINED	
			116	6240	SH	DEFINED	
			546	29400	SH	DEFINED	
			477	25700	SH	DEFINED	
			-----	-----			
			2249	121171			
NORTEL NETWORKS CORP NEW	COM	656568102	17	8285	SH	DEFINED	
			5	2492	SH	DEFINED	
			22	10680	SH	DEFINED	
			-----	-----			
			45	21457			

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NORTH CTRY FINL CORP	COM	658788104	118	39486	SH	DEFINED
			-----	-----		
			118	39486		
NORTH FORK BANCORPORATION NY	COM	659424105	46312	1572550	SH	DEFINED
			41	1400	SH	DEFINED
			1068	36253	SH	DEFINED
			1291	43833	SH	DEFINED
			704	23895	SH	DEFINED
			2689	91300	SH	DEFINED
			-----	-----		
			52104	1769231		
NORTHERN BORDER PARTNERS L P	UNIT LTD PARTN	664785102	23	600	SH	DEFINED
			497	13000	SH	DEFINED
			-----	-----		
			520	13600		
NORTHERN TR CORP	COM	665859104	27723	910430	SH	DEFINED
			2402	78874	SH	DEFINED
			1566	51436	SH	DEFINED
			380	12479	SH	DEFINED
			130	4280	SH	DEFINED
			4482	147189	SH	DEFINED
			22261	731065	SH	DEFINED
			-----	-----		
			58944	1935753		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN	
-----	-----	-----	-----	-----	-----	-----	-----	
NORTHROP GRUMMAN CORP	COM	666807102	89	1032	SH	DEFINED		
			39	451	SH	DEFINED		
			580	6758	SH	DEFINED		
			1035	12067	SH	DEFINED		
			-----	-----				
			1742	20308				
NORTHWEST PIPE CO	COM	667746101	74	6000	SH	DEFINED		
			769	62000	SH	DEFINED		
			-----	-----				
			843	68000				
NOVELL INC	COM	670006105	72	33500	SH	DEFINED		
			1527	710400	SH	DEFINED		
			-----	-----				
			1599	743900				
NOVELLUS SYS INC	COM	670008101	8	306	SH	DEFINED		
			90	3295	SH	DEFINED		

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			485	17800	SH	DEFINED
			-----	-----		
			584	21401		
NSTAR	COM	67019E107	46	1143	SH	DEFINED
			9	220	SH	DEFINED
			195	4866	SH	DEFINED
			-----	-----		
			249	6229		
NUCOR CORP	COM	670346105	48	1250	SH	DEFINED
			382	10018	SH	DEFINED
			443	11600	SH	DEFINED
			-----	-----		
			873	22868		
NUVEEN INSD PREM INCOME MUN	COM	6706D8104	11	751	SH	DEFINED
			247	17106	SH	DEFINED
			-----	-----		
			258	17857		
NUVEEN INVT QUALITY MUN FD I	COM	67062E103	5	300	SH	DEFINED
			152	9946	SH	DEFINED
			-----	-----		
			157	10246		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DISCRETN	
-----	-----	-----	-----	-----	-----	-----	-----	-----
NUVEEN INSD QUALITY MUN FD I	COM	67062N103	76	4628	SH		DEFINED	
			5	275	SH		DEFINED	
			87	5250	SH		DEFINED	
			64	3850	SH		DEFINED	
			-----	-----				
			231	14003				
NUVEEN PREM INCOME MUN FD	COM	67062T100	16	1132	SH		DEFINED	
			337	23550	SH		DEFINED	
			-----	-----				
			353	24682				
NUVEEN MUN MKT OPPORTUNITY F	COM	67062W103	121	8522	SH		DEFINED	
			28	2000	SH		DEFINED	
			68	4800	SH		DEFINED	
			-----	-----				
			217	15322				
NUVEEN PREM INCOME MUN FD 2	COM	67063W102	75	5200	SH		DEFINED	
			101	7000	SH		DEFINED	
			101	6985	SH		DEFINED	
			-----	-----				

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			278	19185			
NVIDIA CORP	COM	67066G104	503	39038	SH	DEFINED	
			18	1434	SH	DEFINED	
			64	4980	SH	DEFINED	
			1998	155100	SH	DEFINED	
			-----	-----			
			2583	200552			
NUVEEN OH DIV ADVANTAGE MUN	COM	67070C107	419	27206	SH	DEFINED	
			-----	-----			
			419	27206			
OM GROUP INC	COM	670872100	28	3170	SH	DEFINED	
			356	40730	SH	DEFINED	
			31	3525	SH	DEFINED	
			399	45615	SH	DEFINED	
			-----	-----			
			814	93040			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN
-----	-----	-----	-----	-----	-----	-----	-----
NUVEEN MUN VALUE FD INC	COM	670928100	104	11299	SH		DEFINED
			71	7719	SH		DEFINED
			200	21801	SH		DEFINED
			-----	-----			
			375	40819			
NUVEEN SELECT QUALITY MUN FD	COM	670973106	36	2503	SH		DEFINED
			124	8525	SH		DEFINED
			-----	-----			
			161	11028			
NUVEEN MICH QUALITY INCOME M	COM	670979103	219	13640	SH		DEFINED
			1654	103133	SH		DEFINED
			-----	-----			
			1873	116773			
NUVEEN OHIO QUALITY INCOME M	COM	670980101	813	46424	SH		DEFINED
			-----	-----			
			813	46424			
NUVEEN INSD MUN OPPORTUNITY	COM	670984103	60	3768	SH		DEFINED
			70	4400	SH		DEFINED
			208	13075	SH		DEFINED
			-----	-----			
			337	21243			
NUVEEN MICH PREM INCOME MUN	COM	67101Q109	679	44661	SH		DEFINED
			-----	-----			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN
			679	44661			
OSI PHARMACEUTICALS INC	COM	671040103	1200	75000	SH		DEFINED
			-----	-----			
			1200	75000			
OAK TECHNOLOGY INC	COM	671802106	494	140000	SH		DEFINED
			-----	-----			
			494	140000			
OCCIDENTAL PETE CORP DEL	COM	674599105	3	99	SH		DEFINED
			134	4460	SH		DEFINED
			615	20534	SH		DEFINED
			1324	44200	SH		DEFINED
			-----	-----			
			2076	69293			

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-----	-----	-----	-----	-----	-----	-----	-----
OCEANEERING INTL INC	COM	675232102	38	1758	SH		DEFINED
			2185	100000	SH		DEFINED
			-----	-----			
			2223	101758			
ODETICS INC DEL	CL A	676065204	41	61800	SH		DEFINED
			-----	-----			
			41	61800			
OFFICE DEPOT INC	COM	676220106	169	14283	SH		DEFINED
			6	500	SH		DEFINED
			241	20400	SH		DEFINED
			-----	-----			
			416	35183			
OGLEBAY NORTON CO	COM	677007106	99	33000	SH		DEFINED
			-----	-----			
			99	33000			
OHIO CAS CORP	COM	677240103	336	26021	SH		DEFINED
			-----	-----			
			336	26021			
OLD NATL BANCORP IND	COM	680033107	3490	163090	SH		DEFINED
			-----	-----			
			3490	163090			
OLD SECOND BANCORP INC ILL	COM	680277100	1894	50073	SH		DEFINED
			-----	-----			
			1894	50073			

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OLYMPIC STEEL INC	COM	68162K106	63	17800	SH	DEFINED
			1065	300000	SH	DEFINED
			-----	-----		
			1128	317800		
OMNICOM GROUP INC	COM	681919106	36000	664569	SH	DEFINED
			2887	53289	SH	DEFINED
			2726	50327	SH	DEFINED
			378	6986	SH	DEFINED
			216	3984	SH	DEFINED
			3568	65874	SH	DEFINED
			17942	331211	SH	DEFINED
-----	-----					
			63717	1176240		

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-----	-----	-----	-----	-----	-----	-----	-----
OMNIVISION TECHNOLOGIES INC	COM	682128103	48	2315	SH		DEFINED
			3522	170000	SH		DEFINED
			-----	-----			
			3570	172315			
ONYX PHARMACEUTICALS INC	COM	683399109	108	13000	SH		DEFINED
			-----	-----			
			108	13000			
ORACLE CORP	COM	68389X105	29562	2724834	SH		DEFINED
			2475	228132	SH		DEFINED
			966	89085	SH		DEFINED
			1658	152870	SH		DEFINED
			961	88600	SH		DEFINED
			2686	247597	SH		DEFINED
			5499	506848	SH		DEFINED
-----	-----						
			43808	4037966			
ORTHOLOGIC CORP	COM	68750J107	0	100	SH		DEFINED
			389	114400	SH		DEFINED
			-----	-----			
			389	114500			
OSHKOSH TRUCK CORP	COM	688239201	43	690	SH		DEFINED
			19	300	SH		DEFINED
			3115	50000	SH		DEFINED
			-----	-----			
			3177	50990			
OSTEOTECH INC	COM	688582105	16	2500	SH		DEFINED
			623	100000	SH		DEFINED
-----	-----						

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			639	102500		
OUTBACK STEAKHOUSE INC	COM	689899102	338	9565	SH	DEFINED
			1295	36595	SH	DEFINED
			-----	-----		
			1633	46160		
OVERLAND STORAGE INC	COM	690310107	1078	75000	SH	DEFINED
			-----	-----		
			1078	75000		

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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
-----	-----	-----	-----	-----	---	---
OWENS ILL INC	COM NEW	690768403	570	63090	SH	DEFINED
			1	102	SH	DEFINED
			-----	-----		
			571	63192		
PG&E CORP	COM	69331C108	19	1420	SH	DEFINED
			51	3801	SH	DEFINED
			360	26800	SH	DEFINED
			-----	-----		
			431	32021		
P F CHANGS CHINA BISTRO INC	COM	69333Y108	1850	50000	SH	DEFINED
			-----	-----		
			1850	50000		
PMC-SIERRA INC	COM	69344F106	37	6165	SH	DEFINED
			2	400	SH	DEFINED
			8	1400	SH	DEFINED
			66	11100	SH	DEFINED
			-----	-----		
			113	19065		
PNC FINL SVCS GROUP INC	COM	693475105	5305	125169	SH	DEFINED
			75	1766	SH	DEFINED
			33	784	SH	DEFINED
			104	2451	SH	DEFINED
			125	2948	SH	DEFINED
			797	18800	SH	DEFINED
			-----	-----		
			6438	151918		
PPG INDS INC	COM	693506107	7341	162844	SH	DEFINED
			235	5204	SH	DEFINED
			63	1400	SH	DEFINED
			319	7074	SH	DEFINED
			505	11200	SH	DEFINED
			-----	-----		

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8463 187722

PPL CORP	COM	69351T106	75	2100	SH	DEFINED
			108	3025	SH	DEFINED
			68	1900	SH	DEFINED
			855	24000	SH	DEFINED
			-----	-----		
			1105	31025		

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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	INVTMT DSCRETN
-----	-----	-----	-----	-----	---	----	-----
PACCAR INC	COM	693718108	68	1350	SH		DEFINED
			7	135	SH		DEFINED
			383	7625	SH		DEFINED
			-----	-----			
			458	9110			
PACKETEER INC	COM	695210104	30	3097	SH		DEFINED
			2499	255000	SH		DEFINED
			-----	-----			
			2529	258097			
PACTIV CORP	COM	695257105	11	562	SH		DEFINED
			217	10670	SH		DEFINED
			771	38000	SH		DEFINED
			-----	-----			
			999	49232			
PALL CORP	COM	696429307	658	32915	SH		DEFINED
			40	2000	SH		DEFINED
			1	69	SH		DEFINED
			3362	168099	SH		DEFINED
			-----	-----			
			4062	203083			
PAN PACIFIC RETAIL PPTYS INC	COM	69806L104	149	3935	SH		DEFINED
			1248	32975	SH		DEFINED
			-----	-----			
			1397	36910			
PANERA BREAD CO	CL A	69840W108	957	31383	SH		DEFINED
			12	400	SH		DEFINED
			34	1105	SH		DEFINED
			104	3409	SH		DEFINED
			3561	116800	SH		DEFINED
			-----	-----			
			4668	153097			
PARAMETRIC TECHNOLOGY CORP	COM	699173100	3	1565	SH		DEFINED
			261	120326	SH		DEFINED

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			-----	-----		
			265	121891		
PAREXEL INTL CORP	COM	699462107	274	20000	SH	DEFINED
			-----	-----		
			274	20000		

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			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
-----	-----	-----	-----	-----	-----	-----	-----
PARK NATL CORP	COM	700658107	1976	21182	SH		DEFINED
			-----	-----			
			1976	21182			
PARK PL ENTMT CORP	COM	700690100	7	1000	SH		DEFINED
			46	6500	SH		DEFINED
			21	3000	SH		DEFINED
			-----	-----			
			75	10500			
PARKER HANNIFIN CORP	COM	701094104	816	21070	SH		DEFINED
			307	7925	SH		DEFINED
			412	10643	SH		DEFINED
			4	109	SH		DEFINED
			174	4479	SH		DEFINED
			411	10608	SH		DEFINED
			3925	101325	SH		DEFINED
			-----	-----			
			6050	156159			
PATINA OIL & GAS CORP	COM	703224105	2139	65000	SH		DEFINED
			-----	-----			
			2139	65000			
PATTERSON DENTAL CO	COM	703412106	823	17925	SH		DEFINED
			61	1338	SH		DEFINED
			90	1950	SH		DEFINED
			3325	72400	SH		DEFINED
			-----	-----			
			4300	93613			
PAXAR CORP	COM	704227107	74	6493	SH		DEFINED
			1145	100000	SH		DEFINED
			-----	-----			
			1219	106493			
PAYCHEX INC	COM	704326107	22019	801552	SH		DEFINED
			199	7252	SH		DEFINED
			889	32373	SH		DEFINED
			237	8621	SH		DEFINED
			16	593	SH		DEFINED

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994	36175	SH	DEFINED
4722	171905	SH	DEFINED
-----	-----		
29076	1058471		

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			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
-----	-----	-----	-----	-----	-----	-----	-----
PEMSTAR INC	COM	706552106	401	183000	SH		DEFINED
			-----	-----			
			401	183000			
PENN NATL GAMING INC	COM	707569109	1775	100000	SH		DEFINED
			-----	-----			
			1775	100000			
PENNEY J C INC	NOTE 5.000%10	708160BV7	303	3000	SH		DEFINED
			-----	-----			
			303	3000			
PENNEY J C INC	COM	708160106	75	3802	SH		DEFINED
			19	950	SH		DEFINED
			391	19893	SH		DEFINED
			900	45850	SH		DEFINED
			-----	-----			
			1385	70495			
PEOPLES BANCORP INC	COM	709789101	758	32728	SH		DEFINED
			-----	-----			
			758	32728			
PEOPLES ENERGY CORP	COM	711030106	99	2763	SH		DEFINED
			14	400	SH		DEFINED
			12	343	SH		DEFINED
			597	16682	SH		DEFINED
			82	2300	SH		DEFINED
			-----	-----			
			804	22488			
PEOPLESOFT INC	COM	712713106	11	715	SH		DEFINED
			90	5881	SH		DEFINED
			681	44500	SH		DEFINED
			-----	-----			
			782	51096			
PEPCO HOLDINGS INC	COM	713291102	3065	176172	SH		DEFINED
			122	7025	SH		DEFINED
			312	17959	SH		DEFINED
			3	181	SH		DEFINED
			17	985	SH		DEFINED
			316	18165	SH		DEFINED

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800 46000 SH DEFINED

 4637 266487

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F		SH/ PRN	PUT/ CALL	INVTMT DSCRETN
			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP	VALUE (X\$1000)			
PEPSI BOTTLING GROUP INC	COM	713409100	333	18600	SH		DEFINED
			333	18600			
PEPSICO INC	COM	713448108	42593	1064815	SH		DEFINED
			6757	168931	SH		DEFINED
			2197	54917	SH		DEFINED
			1658	41449	SH		DEFINED
			329	8234	SH		DEFINED
			11243	281067	SH		DEFINED
			10806	270150	SH		DEFINED
			75583	1889563			
PERCEPTRON INC	COM	71361F100	61	25000	SH		DEFINED
			243	100213	SH		DEFINED
			303	125213			
PERKINELMER INC	COM	714046109	390	43883	SH		DEFINED
			36	4000	SH		DEFINED
			5	511	SH		DEFINED
			75	8400	SH		DEFINED
			505	56794			
PERRIGO CO	COM	714290103	1513	127335	SH		DEFINED
			1513	127335			
PFIZER INC	COM	717081103	156387	5018824	SH		DEFINED
			8418	270159	SH		DEFINED
			5598	179662	SH		DEFINED
			1295	41557	SH		DEFINED
			2188	70214	SH		DEFINED
			25237	809917	SH		DEFINED
			40932	1313615	SH		DEFINED
			240055	7703948			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F				INVTMT DSCRETN
			NAME OF REPORTING MANAGER: VALUE (X\$1000)	FIFTH THIRD SHARES/ PRN AMT	BANCORP SH/ PRN	CALL	
PHARMACEUTICAL PROD DEV INC	COM	717124101	706	26309	SH	DEFINED	
			175	6500	SH	DEFINED	
			27	990	SH	DEFINED	
			76	2820	SH	DEFINED	
			4438	165270	SH	DEFINED	
			-----	-----			
			5421	201889			
PHARMACEUTICAL RES INC	COM	717125108	4248	100000	SH	DEFINED	
			-----	-----			
			4248	100000			
PHARMACOEPIA INC	COM	71713B104	1754	200000	SH	DEFINED	
			-----	-----			
			1754	200000			
PHARMACIA CORP	COM	71713U102	4990	115251	SH	DEFINED	
			609	14070	SH	DEFINED	
			19	430	SH	DEFINED	
			66	1518	SH	DEFINED	
			87850	2028869	SH	DEFINED	
			9416	217469	SH	DEFINED	
			-----	-----			
			102950	2377607			
PHELPS DODGE CORP	COM	717265102	9	280	SH	DEFINED	
			35	1084	SH	DEFINED	
			35	1070	SH	DEFINED	
			192	5917	SH	DEFINED	
			-----	-----			
			271	8351			
PHOENIX COS INC NEW	COM	71902E109	91	12582	SH	DEFINED	
			0	22	SH	DEFINED	
			35	4793	SH	DEFINED	
			-----	-----			
			126	17397			
PIER 1 IMPORTS INC	COM	720279108	12	750	SH	DEFINED	
			0	30	SH	DEFINED	
			1269	80000	SH	DEFINED	
			-----	-----			
			1281	80780			

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		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	INVTMT DSCRETN
PINNACLE SYS INC	COM	723481107	416	40000	SH		DEFINED
			416	40000			
PINNACLE WEST CAP CORP	COM	723484101	9	272	SH		DEFINED
			47	1400	SH		DEFINED
			22	650	SH		DEFINED
			193	5800	SH		DEFINED
			270	8122			
PIONEER INTREST SHS	COM	723703104	33	2808	SH		DEFINED
			1069	90700	SH		DEFINED
			1102	93508			
PITNEY BOWES INC	COM	724479100	10007	313509	SH		DEFINED
			169	5300	SH		DEFINED
			273	8550	SH		DEFINED
			34	1080	SH		DEFINED
			335	10500	SH		DEFINED
			461	14442	SH		DEFINED
			1116	34950	SH		DEFINED
12396	388331						
PIXELWORKS INC	COM	72581M107	164	30000	SH		DEFINED
			164	30000			
PLANTRONICS INC NEW	COM	727493108	7	500	SH		DEFINED
			2192	150000	SH		DEFINED
			2199	150500			
PLUM CREEK TIMBER CO INC	COM	729251108	31	1435	SH		DEFINED
			6	300	SH		DEFINED
			254	11745	SH		DEFINED
			1278	59200	SH		DEFINED
			1569	72680			
POLARIS INDS INC	COM	731068102	18	360	SH		DEFINED
			1243	25000	SH		DEFINED
			1261	25360			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP				INVTMT DSCRETN
			VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	
POWER INTEGRATIONS INC	COM	739276103	207	10000	SH		DEFINED
			207	10000			
POWER-ONE INC	COM	739308104	3	700	SH		DEFINED
			0	50	SH		DEFINED
			623	141500	SH		DEFINED
			626	142250			
PRAXAIR INC	COM	74005P104	5461	96911	SH		DEFINED
			933	16558	SH		DEFINED
			253	4487	SH		DEFINED
			48	850	SH		DEFINED
			736	13067	SH		DEFINED
			3915	69481	SH		DEFINED
			11346	201354			
PRICE LEGACY CORP	COM	74144P106	51	20000	SH		DEFINED
			982	385000	SH		DEFINED
			1033	405000			
PRICE T ROWE GROUP INC	COM	74144T108	7680	283204	SH		DEFINED
			869	32025	SH		DEFINED
			202	7450	SH		DEFINED
			33	1200	SH		DEFINED
			1270	46824	SH		DEFINED
			11232	414150	SH		DEFINED
			21285	784853			
PRIME HOSPITALITY CORP	COM	741917108	1789	346800	SH		DEFINED
			1789	346800			
PRIMUS TELECOMMUNICATIONS GR	COM	741929103	203	93100	SH		DEFINED
			203	93100			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP				INVTMT DSCRETN
			VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	
PRINCIPAL FINANCIAL GROUP IN	COM	74251V102	228	8399	SH		DEFINED
			10	375	SH		DEFINED

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			8	301	SH	DEFINED
			605	22300	SH	DEFINED
			-----	-----		
			852	31375		
PRIORITY HEALTHCARE CORP	CL B	74264T102	1999	75000	SH	DEFINED
			-----	-----		
			1999	75000		
PROCTER & GAMBLE CO	COM	742718109	805118	9041188	SH	DEFINED
			6060	68055	SH	DEFINED
			5351	60093	SH	DEFINED
			8028	90155	SH	DEFINED
			4722	53031	SH	DEFINED
			9346	104953	SH	DEFINED
			11984	134575	SH	DEFINED
			-----	-----		
			850610	9552050		
PROGRESS ENERGY INC	COM	743263105	482	12309	SH	DEFINED
			8	200	SH	DEFINED
			4	100	SH	DEFINED
			5	127	SH	DEFINED
			415	10600	SH	DEFINED
			612	15637	SH	DEFINED
			-----	-----		
			1526	38973		
PROGRESS SOFTWARE CORP	COM	743312100	1885	105000	SH	DEFINED
			-----	-----		
			1885	105000		
PROGRESSIVE CORP OHIO	COM	743315103	36	599	SH	DEFINED
			25	425	SH	DEFINED
			854	14400	SH	DEFINED
			-----	-----		
			915	15424		
PROVIDENT FINL GROUP INC	COM	743866105	1271	59851	SH	DEFINED
			4	200	SH	DEFINED
			32	1513	SH	DEFINED
			-----	-----		
			1307	61564		

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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	INVTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
PROVIDIAN FINL CORP	COM	74406A102	36	5550	SH		DEFINED
			205	31236	SH		DEFINED
			142	21600	SH		DEFINED
			125	19100	SH		DEFINED

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			508	77486		
PRUDENTIAL FINL INC	COM	744320102	157	5365	SH	DEFINED
			105	3583	SH	DEFINED
			31	1053	SH	DEFINED
			97	3312	SH	DEFINED
			1097	37500	SH	DEFINED
			1486	50813		
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	92	2512	SH	DEFINED
			36	983	SH	DEFINED
			284	7748	SH	DEFINED
			972	26500	SH	DEFINED
			1385	37743		
PUBLIC STORAGE INC	COM A DP1/1000	74460D729	411	15000	SH	DEFINED
			411	15000		
PULTE HOMES INC	COM	745867101	206	4100	SH	DEFINED
			206	4100		
PUTNAM PREMIER INCOME TR	SH BEN INT	746853100	44	6859	SH	DEFINED
			3	400	SH	DEFINED
			19	3000	SH	DEFINED
			44	6880	SH	DEFINED
			110	17139		
QLOGIC CORP	COM	747277101	5092	137110	SH	DEFINED
			13	350	SH	DEFINED
			141	3794	SH	DEFINED
			19	500	SH	DEFINED
			82	2200	SH	DEFINED
			171	4593	SH	DEFINED
			3224	86800	SH	DEFINED
			8741	235347		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN	
QUALCOMM INC	COM	747525103	1702	47287	SH		DEFINED	
			9	240	SH		DEFINED	
			251	6961	SH		DEFINED	
			271	7515	SH		DEFINED	
			4	100	SH		DEFINED	

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				852	23670	SH	DEFINED
				2813	78150	SH	DEFINED
				-----	-----		
				5901	163923		
QUEST DIAGNOSTICS INC	BCV 1.750%11	74834LAF7		209	2000	SH	DEFINED
				-----	-----		
				209	2000		
QUEST DIAGNOSTICS INC	COM	74834L100		24	396	SH	DEFINED
				4	71	SH	DEFINED
				388	6500	SH	DEFINED
				-----	-----		
				416	6967		
QUESTAR CORP	COM	748356102		8690	293888	SH	DEFINED
				127	4295	SH	DEFINED
				965	32645	SH	DEFINED
				191	6452	SH	DEFINED
				9	296	SH	DEFINED
				480	16238	SH	DEFINED
				2256	76290	SH	DEFINED
				-----	-----		
				12718	430104		
QWEST COMMUNICATIONS INTL IN	COM	749121109		87	24840	SH	DEFINED
				2	708	SH	DEFINED
				0	57	SH	DEFINED
				116	33330	SH	DEFINED
				406	116300	SH	DEFINED
				-----	-----		
				612	175235		

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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	INVTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
RPM INTL INC	COM	749685103	844	80333	SH		DEFINED
			107	10175	SH		DEFINED
			176	16782	SH		DEFINED
			40	3767	SH		DEFINED
			24	2330	SH		DEFINED
			307	29258	SH		DEFINED
			1528	145550	SH		DEFINED
			-----	-----			
			3026	288195			
RTI INTL METALS INC	COM	74973W107	735	75000	SH		DEFINED
			-----	-----			
			735	75000			
RADIO ONE INC	CL A	75040P108	1	50	SH		DEFINED

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			23	1748	SH	DEFINED
			1986	150000	SH	DEFINED
			-----	-----		
			2010	151798		
RADIOSHACK CORP	COM	750438103	208	9330	SH	DEFINED
			49	2200	SH	DEFINED
			334	15000	SH	DEFINED
			249	11156	SH	DEFINED
			-----	-----		
			840	37686		
RAINBOW TECHNOLOGIES INC	COM	750862104	34	3568	SH	DEFINED
			2360	250000	SH	DEFINED
			-----	-----		
			2394	253568		
RAYTHEON CO	COM NEW	755111507	503	17746	SH	DEFINED
			68	2397	SH	DEFINED
			153	5400	SH	DEFINED
			1	47	SH	DEFINED
			1130	39835	SH	DEFINED
			1387	48900	SH	DEFINED
			-----	-----		
			3243	114325		
REGIS CORP MINN	COM	758932107	2366	95000	SH	DEFINED
			-----	-----		
			2366	95000		

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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	
-----	-----	-----	-----	-----	-----	-----	-----	
REGIONS FINL CORP	COM	758940100	2685	82865	SH		DEFINED	
			26	800	SH		DEFINED	
			26	800	SH		DEFINED	
			15	450	SH		DEFINED	
			473	14600	SH		DEFINED	
			-----	-----				
			3224	99515				
REGISTER COM INC	COM	75914G101	911	165000	SH		DEFINED	
			-----	-----				
			911	165000				
REHABCARE GROUP INC	COM	759148109	41	2324	SH		DEFINED	
			1160	65000	SH		DEFINED	
			-----	-----				
			1202	67324				
RELIANT RES INC	COM	75952B105	25	7146	SH		DEFINED	

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			2	552	SH	DEFINED
			13	3669	SH	DEFINED
			-----	-----		
			40	11367		
RENAISSANCE LEARNING INC	COM	75968L105	229	13000	SH	DEFINED
			-----	-----		
			229	13000		
REPUBLIC BANCORP INC	COM	760282103	28	2344	SH	DEFINED
			1007	85493	SH	DEFINED
			2592	220000	SH	DEFINED
			-----	-----		
			3626	307837		
RESPIRONICS INC	COM	761230101	2406	70000	SH	DEFINED
			-----	-----		
			2406	70000		
REYNOLDS & REYNOLDS CO	CL A	761695105	3303	130552	SH	DEFINED
			35	1400	SH	DEFINED
			318	12550	SH	DEFINED
			-----	-----		
			3656	144502		

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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 DCRETN
-----	-----	-----	-----	-----	-----	-----	-----
REYNOLDS R J TOB HLDGS INC	COM	76182K105	65	2000	SH		DEFINED
			33	1021	SH		DEFINED
			187	5800	SH		DEFINED
			-----	-----			
			285	8821			
RITE AID CORP	COM	767754104	6	2500	SH		DEFINED
			58	26083	SH		DEFINED
			-----	-----			
			64	28583			
ROBBINS & MYERS INC	NOTE 6.500% 9	770196AA1	1000	10000	SH		DEFINED
			-----	-----			
			1000	10000			
ROBERT HALF INTL INC	COM	770323103	153	11500	SH		DEFINED
			-----	-----			
			153	11500			
ROCKWELL AUTOMATION INC	COM	773903109	489	23634	SH		DEFINED
			62	3000	SH		DEFINED
			897	43332	SH		DEFINED
			255	12300	SH		DEFINED

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			-----	-----		
			1703	82266		
ROCKWELL COLLINS INC	COM	774341101	427	23234	SH	DEFINED
			47	2540	SH	DEFINED
			691	37591	SH	DEFINED
			222	12100	SH	DEFINED
			-----	-----		
			1386	75465		
ROCKY SHOES & BOOTS INC	COM	774830103	70	10000	SH	DEFINED
			1633	235000	SH	DEFINED
			-----	-----		
			1703	245000		
ROHM & HAAS CO	COM	775371107	245	8228	SH	DEFINED
			10	331	SH	DEFINED
			43	1454	SH	DEFINED
			437	14677	SH	DEFINED
			-----	-----		
			735	24690		

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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	INVTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
ROPER INDS INC NEW	COM	776696106	1010	35000	SH		DEFINED
			-----	-----			
			1010	35000			
ROSLYN BANCORP INC	COM	778162107	2158	120000	SH		DEFINED
			-----	-----			
			2158	120000			
ROYAL APPLIANCE MFG CO	COM	780076105	38	5200	SH		DEFINED
			829	112900	SH		DEFINED
			-----	-----			
			867	118100			
ROYAL CARIBBEAN CRUISES LTD	NOTE 2	780153AK8	419	11000	SH		DEFINED
			-----	-----			
			419	11000			
ROYAL DUTCH PETE CO	NY REG EUR .56	780257804	13750	337415	SH		DEFINED
			1542	37850	SH		DEFINED
			442	10853	SH		DEFINED
			9	229	SH		DEFINED
			74	1809	SH		DEFINED
			3107	76246	SH		DEFINED
			5318	130500	SH		DEFINED
			-----	-----			
			24242	594902			

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ROYCE MICRO-CAP TR INC	COM	780915104	641	83465	SH	DEFINED
			-----	-----		
			641	83465		
RUBY TUESDAY INC	COM	781182100	384	18812	SH	DEFINED
			-----	-----		
			384	18812		
RUDDICK CORP	COM	781258108	800	65000	SH	DEFINED
			-----	-----		
			800	65000		
RURBAN FINL CORP	COM	78176P108	106	10748	SH	DEFINED
			-----	-----		
			106	10748		
RYLAND GROUP INC	COM	783764103	2160	50000	SH	DEFINED
			-----	-----		
			2160	50000		

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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	INVTMT DSCRETN
-----	-----	-----	-----	-----	---	---	-----
SBC COMMUNICATIONS INC	COM	78387G103	17162	855526	SH		DEFINED
			4700	234294	SH		DEFINED
			1197	59661	SH		DEFINED
			203	10103	SH		DEFINED
			301	14982	SH		DEFINED
			11275	562058	SH		DEFINED
			8290	413263	SH		DEFINED
			-----	-----			
			43127	2149887			
SCI SYS INC	NOTE 3.000% 3	783890AF3	236	3000	SH		DEFINED
			-----	-----			
			236	3000			
SLM CORP	COM	78442P106	293	2646	SH		DEFINED
			163	1470	SH		DEFINED
			17	150	SH		DEFINED
			6	52	SH		DEFINED
			1131	10200	SH		DEFINED
			-----	-----			
			1610	14518			
SPDR TR	UNIT SER 1	78462F103	1070	12627	SH		DEFINED
			45	535	SH		DEFINED
			59	700	SH		DEFINED
			6265	73934	SH		DEFINED
			-----	-----			

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			7440	87796		
SPX CORP	NOTE 2	784635AD6	244	4000	SH	DEFINED
			-----	-----		
			244	4000		
SPX CORP	COM	784635104	8	230	SH	DEFINED
			0	10	SH	DEFINED
			197	5766	SH	DEFINED
			-----	-----		
			205	6006		
S Y BANCORP INC	COM	785060104	14	400	SH	DEFINED
			443	12300	SH	DEFINED
			-----	-----		
			457	12700		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
SABRE HLDGS CORP	CL A	785905100	9	541	SH		DEFINED
			3	161	SH		DEFINED
			151	9465	SH		DEFINED
			-----	-----			
			162	10167			
SAFECO CORP	COM	786429100	43	1240	SH		DEFINED
			45	1300	SH		DEFINED
			10	300	SH		DEFINED
			315	9000	SH		DEFINED
			-----	-----			
			414	11840			
SAFEGUARD SCIENTIFICS INC	COM	786449108	56	40000	SH		DEFINED
			1	1000	SH		DEFINED
			1	500	SH		DEFINED
			1008	715000	SH		DEFINED
			-----	-----			
			1067	756500			
SAFEGUARD SCIENTIFICS INC	COM NEW	786514208	10	531	SH		DEFINED
			12	650	SH		DEFINED
			112	5929	SH		DEFINED
			553	29200	SH		DEFINED
			-----	-----			
			687	36310			
ST JUDE MED INC	COM	790849103	10	210	SH		DEFINED
			3	60	SH		DEFINED
			575	11800	SH		DEFINED
			-----	-----			

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			588	12070		
ST PAUL COS INC	COM	792860108	160	5018	SH	DEFINED
			70	2200	SH	DEFINED
			475	14934	SH	DEFINED
			-----	-----		
			704	22152		
SAKS INC	COM	79377W108	577	75000	SH	DEFINED
			-----	-----		
			577	75000		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
SANMINA SCI CORP	COM	800907107	2	400	SH		DEFINED
			160	39600	SH		DEFINED
			-----	-----			
			162	40000			
SARA LEE CORP	COM	803111103	9658	516487	SH		DEFINED
			50	2650	SH		DEFINED
			251	13400	SH		DEFINED
			37	2000	SH		DEFINED
			285	15225	SH		DEFINED
			4009	214401	SH		DEFINED
			1873	100183	SH		DEFINED
			-----	-----			
			16163	864346			
SAUCONY INC	CL A	804120103	620	66200	SH		DEFINED
			-----	-----			
			620	66200			
SCHERING PLOUGH CORP	COM	806605101	11299	633711	SH		DEFINED
			287	16100	SH		DEFINED
			579	32480	SH		DEFINED
			116	6533	SH		DEFINED
			496	27820	SH		DEFINED
			622	34878	SH		DEFINED
			5458	306100	SH		DEFINED
			-----	-----			
			18857	1057622			
SCHLUMBERGER LTD	COM	806857108	24302	639369	SH		DEFINED
			1030	27111	SH		DEFINED
			2207	58061	SH		DEFINED
			241	6348	SH		DEFINED
			205	5383	SH		DEFINED
			3169	83366	SH		DEFINED
			25014	658091	SH		DEFINED

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			-----	-----		
			56169	1477729		
SCHULMAN A INC	COM	808194104	799	55000	SH	DEFINED
			-----	-----		
			799	55000		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
SCHWAB CHARLES CORP NEW	COM	808513105	1595	220936	SH		DEFINED
			3	450	SH		DEFINED
			11	1500	SH		DEFINED
			46	6400	SH		DEFINED
			105	14588	SH		DEFINED
			2845	393975	SH		DEFINED
			-----	-----			
			4605	637849			
SCIENTIFIC ATLANTA INC	COM	808655104	16	1175	SH		DEFINED
			118	8565	SH		DEFINED
			2505	182300	SH		DEFINED
			-----	-----			
			2639	192040			
SCIOS INC	COM	808905103	9	195	SH		DEFINED
			13	300	SH		DEFINED
			2203	50000	SH		DEFINED
			-----	-----			
			2225	50495			
SCOTTS CO	CL A	810186106	3885	75000	SH		DEFINED
			-----	-----			
			3885	75000			
SCRIPPS E W CO OHIO	CL A	811054204	2113	27900	SH		DEFINED
			6	82	SH		DEFINED
			-----	-----			
			2119	27982			
SCUDDER INTER GOVT TR	SH BEN INT	811163104	591	85000	SH		DEFINED
			-----	-----			
			591	85000			
SCUDDER MUN INCOME TR	COM SH BEN INT	81118R604	121	10233	SH		DEFINED
			30	2502	SH		DEFINED
			86	7255	SH		DEFINED
			-----	-----			
			236	19990			
SEA CONTAINERS LTD	CL A	811371707	69	10000	SH		DEFINED

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6	800	SH	DEFINED
1242	180000	SH	DEFINED
-----	-----		
1317	190800		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	
-----	-----	-----	-----	-----	-----	-----	-----	
SEACOR SMIT INC	COM	811904101	350	10000	SH		DEFINED	
			-----	-----				
			350	10000				
SEALED AIR CORP NEW	COM	81211K100	13	321	SH		DEFINED	
			221	5516	SH		DEFINED	
			-----	-----				
			234	5837				
SEARS ROEBUCK & CO	COM	812387108	272	11276	SH		DEFINED	
			113	4669	SH		DEFINED	
			7	272	SH		DEFINED	
			4875	201849	SH		DEFINED	
			904	37425	SH		DEFINED	
			-----	-----				
			6170	255491				
SELECT SECTOR SPDR TR	SBI INT-TECH	81369Y803	11	750	SH		DEFINED	
			26	1819	SH		DEFINED	
			715	50000	SH		DEFINED	
			-----	-----				
			752	52569				
SEEBEYOND TECHNOLOGIES CORP	COM	815704101	238	118000	SH		DEFINED	
			-----	-----				
			238	118000				
SEMTECH CORP	COM	816850101	341	22500	SH		DEFINED	
			-----	-----				
			341	22500				
SEMPRA ENERGY	COM	816851109	70	2790	SH		DEFINED	
			15	600	SH		DEFINED	
			79	3153	SH		DEFINED	
			338	13525	SH		DEFINED	
			-----	-----				
			501	20068				
SENSIENT TECHNOLOGIES CORP	COM	81725T100	300	14972	SH		DEFINED	
			122	6072	SH		DEFINED	
			-----	-----				
			421	21044				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F		SH/ PRN	PUT/ CALL	INVSTMT DSCRETN
			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP VALUE (X\$1000)	SHARES/ PRN AMT			
SERENA SOFTWARE INC	COM	817492101	30	1866	SH		DEFINED
			2	150	SH		DEFINED
			2554	160000	SH		DEFINED
			2586	162016			
SERVICE CORP INTL	COM	817565104	28	10000	SH		DEFINED
			1	500	SH		DEFINED
			29	10500			
SERVICEMASTER CO	COM	81760N109	371	37125	SH		DEFINED
			5	450	SH		DEFINED
			143	14333	SH		DEFINED
			519	51908			
SHERWIN WILLIAMS CO	COM	824348106	848	32070	SH		DEFINED
			3	100	SH		DEFINED
			26	1000	SH		DEFINED
			29	1116	SH		DEFINED
			262	9900	SH		DEFINED
1168	44186						
SIEBEL SYS INC	COM	826170102	1397	174392	SH		DEFINED
			6	725	SH		DEFINED
			17	2125	SH		DEFINED
			3	400	SH		DEFINED
			7	900	SH		DEFINED
			176	21975	SH		DEFINED
			257	32100	SH		DEFINED
1863	232617						
SIGMA ALDRICH CORP	COM	826552101	214	4800	SH		DEFINED
			100	2250	SH		DEFINED
			49	1100	SH		DEFINED
			217	4875	SH		DEFINED
			610	13700	SH		DEFINED
			1189	26725			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F				INVTMT DSCRETN
			NAME OF REPORTING MANAGER: VALUE (X\$1000)	FIFTH THIRD BANCORP SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	
SILICON LABORATORIES INC	COM	826919102	35	1325	SH	DEFINED	
			3661	140000	SH	DEFINED	
			3696	141325			
SILICON IMAGE INC	COM	82705T102	199	50000	SH	DEFINED	
			199	50000			
SILICON GRAPHICS INC	COM	827056102	237	155200	SH	DEFINED	
			237	155200			
SIMON PPTY GROUP INC NEW	COM	828806109	460	12831	SH	DEFINED	
			92	2555	SH	DEFINED	
			512	14297	SH	DEFINED	
			444	12400	SH	DEFINED	
			1508	42083			
SIMON PPTY GROUP INC NEW	PFD CV B 6.50%	828806406	1366	14000	SH	DEFINED	
			1366	14000			
SKECHERS U S A INC	CL A	830566105	389	60000	SH	DEFINED	
			389	60000			
SKY FINL GROUP INC	COM	83080P103	885	45007	SH	DEFINED	
			4	209	SH	DEFINED	
			889	45216			
SKYWORKS SOLUTIONS INC	COM	83088M102	23	3724	SH	DEFINED	
			2	351	SH	DEFINED	
			2	351	SH	DEFINED	
			95	15310	SH	DEFINED	
			123	19736			
SMITH & WOLLENSKY RESTAURANT	COM	831758107	240	60000	SH	DEFINED	
			240	60000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP				INVSMT DSCRETN
			VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	
SMUCKER J M CO	COM NEW	832696405	3122	89267	SH		DEFINED
			12	336	SH		DEFINED
			8	224	SH		DEFINED
			9	268	SH		DEFINED
			13	368	SH		DEFINED
			40	1139	SH		DEFINED
			-----	-----			
			3203	91602			
SNAP ON INC	COM	833034101	1531	61818	SH		DEFINED
			1047	42285	SH		DEFINED
			105	4250	SH		DEFINED
			838	33850	SH		DEFINED
			-----	-----			
			3521	142203			
SOLECTRON CORP	COM	834182107	6	2145	SH		DEFINED
			5	1600	SH		DEFINED
			0	70	SH		DEFINED
			117	38866	SH		DEFINED
			198	65600	SH		DEFINED
			-----	-----			
			327	108281			
SOLUTIA INC	COM	834376105	10	6367	SH		DEFINED
			6	3644	SH		DEFINED
						-----	-----
			16	10011			
SONIC CORP	COM	835451105	1146	45000	SH		DEFINED
						-----	-----
			1146	45000			
SONICWALL INC	COM	835470105	1800	500000	SH		DEFINED
						-----	-----
			1800	500000			
SONOCO PRODS CO	COM	835495102	399	19060	SH		DEFINED
			3	125	SH		DEFINED
						-----	-----
			402	19185			
SOURCECORP	COM	836167106	38	2689	SH		DEFINED
			771	55000	SH		DEFINED
						-----	-----
			808	57689			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN
SOUTH FINL GROUP INC	COM	837841105	1287	59426	SH		DEFINED
			1287	59426			
SOUTHERN CO	COM	842587107	1161	40817	SH		DEFINED
			673	23655	SH		DEFINED
			26	900	SH		DEFINED
			6	221	SH		DEFINED
			23	820	SH		DEFINED
			1779	62555	SH		DEFINED
			2464	86650	SH		DEFINED
			6132	215618			
SOUTHTRUST CORP	COM	844730101	46546	1823203	SH		DEFINED
			1370	53661	SH		DEFINED
			795	31123	SH		DEFINED
			998	39105	SH		DEFINED
			888	34799	SH		DEFINED
			4994	195600	SH		DEFINED
			55591	2177491			
SOUTHWEST AIRLS CO	COM	844741108	107	7440	SH		DEFINED
			115	8000	SH		DEFINED
			369	25711	SH		DEFINED
			1184	82455	SH		DEFINED
			1775	123606			
SOUTHWESTERN ENERGY CO	COM	845467109	367	28000	SH		DEFINED
			367	28000			
SPARTAN STORES INC	COM	846822104	3	1200	SH		DEFINED
			183	78144	SH		DEFINED
			186	79344			
SPARTECH CORP	COM NEW	847220209	967	50000	SH		DEFINED
			967	50000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN
SPINNAKER EXPL CO	COM	84855W109	22	1132	SH		DEFINED

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			777	40000	SH	DEFINED
			-----	-----		
			799	41132		
SPRINT CORP	COM FON GROUP	852061100	1688	143644	SH	DEFINED
			27	2335	SH	DEFINED
			45	3836	SH	DEFINED
			368	31305	SH	DEFINED
			1127	95900	SH	DEFINED
			-----	-----		
			3255	277020		
SPRINT CORP	PCS COM SER 1	852061506	296	67802	SH	DEFINED
			2	410	SH	DEFINED
			65	14922	SH	DEFINED
			300	68700	SH	DEFINED
			-----	-----		
			662	151834		
STANDARD REGISTER CO	COM	853887107	77018	5169024	SH	DEFINED
			1	100	SH	DEFINED
			-----	-----		
			77020	5169124		
STANLEY WKS	COM	854616109	15	616	SH	DEFINED
			1698	70800	SH	DEFINED
			-----	-----		
			1713	71416		
STAPLES INC	COM	855030102	22	1201	SH	DEFINED
			1	60	SH	DEFINED
			306	16680	SH	DEFINED
			1177	64200	SH	DEFINED
			-----	-----		
			1506	82141		
STARBUCKS CORP	COM	855244109	115	4450	SH	DEFINED
			33	1275	SH	DEFINED
			924	35860	SH	DEFINED
			662	25700	SH	DEFINED
			-----	-----		
			1733	67285		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN	
-----	-----	-----	-----	-----	-----	-----	-----	-----
STARWOOD HOTELS&RESORTS WRLD	PAIRED CTF	85590A203	49	2080	SH		DEFINED	
			205	8613	SH		DEFINED	
			816	34300	SH		DEFINED	
			-----	-----				
			1070	44993				

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STATE STR CORP	COM	857477103	2481	78445	SH	DEFINED
			149	4710	SH	DEFINED
			54	1700	SH	DEFINED
			19	600	SH	DEFINED
			1049	33149	SH	DEFINED
			1208	38200	SH	DEFINED
			-----	-----		
			4960	156804		
STATEN IS BANCORP INC	COM	857550107	1940	130000	SH	DEFINED
			-----	-----		
			1940	130000		
STEEL DYNAMICS INC	COM	858119100	12	1000	SH	DEFINED
			586	50000	SH	DEFINED
			-----	-----		
			597	51000		
STEELCASE INC	CL A	858155203	16683	1746873	SH	DEFINED
			-----	-----		
			16683	1746873		
STEINWAY MUSICAL INSTRS INC	COM ORD	858495104	1580	107000	SH	DEFINED
			-----	-----		
			1580	107000		
STERICYCLE INC	COM	858912108	1880	50000	SH	DEFINED
			-----	-----		
			1880	50000		
STERIS CORP	COM	859152100	13	500	SH	DEFINED
			42	1624	SH	DEFINED
			52	2000	SH	DEFINED
			1570	60000	SH	DEFINED
			-----	-----		
			1677	64124		

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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	INVTMT DSCRETN	
-----	-----	-----	-----	-----	-----	-----	-----	-----
STEWART & STEVENSON SVCS INC	COM	860342104	346	31734	SH		DEFINED	
			2071	190000	SH		DEFINED	
			-----	-----				
			2417	221734				
STONE ENERGY CORP	COM	861642106	2686	80000	SH		DEFINED	
			-----	-----				
			2686	80000				
STORA ENSO CORP	SPON ADR REP R	86210M106	163	17652	SH		DEFINED	

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			-----	-----		
			163	17652		
STORAGE TECHNOLOGY CORP	COM PAR \$0.10	862111200	27	1322	SH	DEFINED
			3	125	SH	DEFINED
			2831	140000	SH	DEFINED
			-----	-----		
			2860	141447		
STRATEGIC DISTR INC	COM NEW	862701307	132	10000	SH	DEFINED
			1840	139100	SH	DEFINED
			-----	-----		
			1973	149100		
STRIDE RITE CORP	COM	863314100	268	31500	SH	DEFINED
			-----	-----		
			268	31500		
STRYKER CORP	COM	863667101	80	1160	SH	DEFINED
			132	1925	SH	DEFINED
			76	1100	SH	DEFINED
			8594	125191	SH	DEFINED
			1781	25950	SH	DEFINED
			-----	-----		
			10663	155326		
SUN LIFE FINL SVCS CDA INC	COM	866796105	626	33324	SH	DEFINED
			107	5679	SH	DEFINED
			54	2876	SH	DEFINED
			-----	-----		
			786	41879		

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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	INVTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
SUN MICROSYSTEMS INC	COM	866810104	1994	611623	SH		DEFINED
			23	6925	SH		DEFINED
			31	9515	SH		DEFINED
			1	440	SH		DEFINED
			128	39347	SH		DEFINED
			611	187385	SH		DEFINED
			1354	415250	SH		DEFINED
			-----	-----			
			4142	1270485			
SUNGARD DATA SYS INC	COM	867363103	4275	200685	SH		DEFINED
			722	33896	SH		DEFINED
			741	34766	SH		DEFINED
			145	6830	SH		DEFINED
			17	802	SH		DEFINED
			877	41196	SH		DEFINED

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			6961	326800	SH	DEFINED
			-----	-----		
			13738	644975		
SUNOCO INC	COM	86764P109	76	2089	SH	DEFINED
			127	3480	SH	DEFINED
			454	12424	SH	DEFINED
			-----	-----		
			658	17993		
SUNTRUST BKS INC	COM	867914103	2101	39901	SH	DEFINED
			341	6474	SH	DEFINED
			527	10016	SH	DEFINED
			5	91	SH	DEFINED
			26	486	SH	DEFINED
			596	11319	SH	DEFINED
			7543	143275	SH	DEFINED
			-----	-----		
			11139	211562		
SUPERVALU INC	COM	868536103	895	57747	SH	DEFINED
			83	5365	SH	DEFINED
			168	10857	SH	DEFINED
			2	109	SH	DEFINED
			9	590	SH	DEFINED
			2689	173509	SH	DEFINED
			3176	204900	SH	DEFINED
			-----	-----		
			7023	453077		

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		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	
-----	-----	-----	-----	-----	-----	-----	-----	
SURMODICS INC	COM	868873100	874	28290	SH		DEFINED	
			33	1067	SH		DEFINED	
			6	200	SH		DEFINED	
			95	3062	SH		DEFINED	
			3338	108000	SH		DEFINED	
			-----	-----				
			4347	140619				
SYMANTEC CORP	NOTE 3.000%11	871503AB4	271	2000	SH		DEFINED	
			-----	-----				
			271	2000				
SYMANTEC CORP	COM	871503108	4	90	SH		DEFINED	
			462	11800	SH		DEFINED	
			-----	-----				
			466	11890				
SYMBOL TECHNOLOGIES INC	COM	871508107	25	2925	SH		DEFINED	

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			22	2500	SH	DEFINED
			131	15250	SH	DEFINED
			-----	-----		
			178	20675		
SYMMETRICOM INC	COM	871543104	108	28565	SH	DEFINED
			2691	710154	SH	DEFINED
			-----	-----		
			2800	738719		
SYNAGRO TECHNOLOGIES INC	COM NEW	871562203	64	26000	SH	DEFINED
			-----	-----		
			64	26000		
SYNOVUS FINL CORP	COM	87161C105	19804	1107011	SH	DEFINED
			857	47900	SH	DEFINED
			402	22462	SH	DEFINED
			7	380	SH	DEFINED
			286	16005	SH	DEFINED
			356	19900	SH	DEFINED
			-----	-----		
			21712	1213658		

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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	INVTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
SYSCO CORP	COM	871829107	62802	2468650	SH		DEFINED
			3105	122070	SH		DEFINED
			2144	84277	SH		DEFINED
			1462	57466	SH		DEFINED
			582	22897	SH		DEFINED
			7599	298696	SH		DEFINED
			23545	925500	SH		DEFINED
			-----	-----			
			101240	3979556			
SYSTEMAX INC	COM	871851101	199	100000	SH	DEFINED	
			-----	-----			
			199	100000			
TCF FINL CORP	COM	872275102	643	16060	SH		DEFINED
			2	50	SH		DEFINED
			705	17600	SH		DEFINED
			-----	-----			
			1350	33710			
TECO ENERGY INC	COM	872375100	165	15529	SH		DEFINED
			28	2600	SH		DEFINED
			21	2000	SH		DEFINED
			132	12436	SH		DEFINED
			118	11100	SH		DEFINED

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSMT DSCRETN
			464	43665			
TEPPCO PARTNERS L P	UT LTD PARTNER	872384102	16	500	SH		DEFINED
			22	700	SH		DEFINED
			278	8800	SH		DEFINED
			316	10000			
TJX COS INC NEW	COM	872540109	73	4142	SH		DEFINED
			103	5850	SH		DEFINED
			10	565	SH		DEFINED
			616	35000	SH		DEFINED
			802	45557			

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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	INVSMT DSCRETN
TXU CORP	COM	873168108	28	1563	SH		DEFINED
			14	800	SH		DEFINED
			203	11346	SH		DEFINED
			381	21370	SH		DEFINED
			626	35079			
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	1	154	SH		DEFINED
			342	50000	SH		DEFINED
			343	50154			
TAKE-TWO INTERACTIVE SOFTWARE	COM	874054109	45	2000	SH		DEFINED
			25	1140	SH		DEFINED
			3344	150000	SH		DEFINED
			3413	153140			
TARGET CORP	COM	87612E106	55366	1892194	SH		DEFINED
			5224	178540	SH		DEFINED
			2825	96542	SH		DEFINED
			746	25510	SH		DEFINED
			111	3779	SH		DEFINED
			4122	140868	SH		DEFINED
			38761	1324700	SH		DEFINED
			107154	3662133			
TECHNITROL INC	COM	878555101	1853	126600	SH		DEFINED
			1853	126600			

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TEKTRONIX INC	COM	879131100	52	3050	SH	DEFINED
			409	23850	SH	DEFINED
			-----	-----		
			461	26900		
TELEFLEX INC	COM	879369106	1822	51048	SH	DEFINED
			21	575	SH	DEFINED
			34	946	SH	DEFINED
			11	300	SH	DEFINED
			3226	90368	SH	DEFINED
			3338	93500	SH	DEFINED
-----	-----					
			8452	236737		

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		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
-----	-----	-----	-----	-----	-----	-----	-----
TELEFONOS DE MEXICO S A	DBCV 4.250% 6	879403AD5	223	2000	SH		DEFINED
			-----	-----			
			223	2000			
TELLABS INC	COM	879664100	918	158525	SH		DEFINED
			5	900	SH		DEFINED
			25	4302	SH		DEFINED
			1	150	SH		DEFINED
			147	25309	SH		DEFINED
			3389	585300	SH		DEFINED
-----	-----						
			4484	774486			
TEMPLE INLAND INC	COM	879868107	135	3600	SH		DEFINED
			5	142	SH		DEFINED
			135	3600	SH		DEFINED
			-----	-----			
			275	7342			
TEMPLETON GLOBAL INCOME FD I	COM	880198106	12	1500	SH		DEFINED
			14	1861	SH		DEFINED
			474	61374	SH		DEFINED
			-----	-----			
			500	64735			
TENET HEALTHCARE CORP	COM	88033G100	38	2260	SH		DEFINED
			56	3375	SH		DEFINED
			17	1000	SH		DEFINED
			3	203	SH		DEFINED
			539	32300	SH		DEFINED
			-----	-----			
			654	39138			
TERADYNE INC	COM	880770102	5	470	SH	DEFINED	

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			47	3997	SH	DEFINED
			375	32250	SH	DEFINED
			-----	-----		
			427	36717		
TERRA NITROGEN CO L P	COM UNIT	881005201	73	15000	SH	DEFINED
			-----	-----		
			73	15000		

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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	INVTMT DSCRETN	
-----	-----	-----	-----	-----	-----	-----	-----	
TETRA TECH INC NEW	COM	88162G103	32	2232	SH		DEFINED	
			1697	120000	SH		DEFINED	
			-----	-----				
			1728	122232				
TEXAS INSTRS INC	COM	882508104	27403	1673992	SH		DEFINED	
			857	52350	SH		DEFINED	
			1384	84528	SH		DEFINED	
			315	19221	SH		DEFINED	
			677	41360	SH		DEFINED	
			2702	165052	SH		DEFINED	
			25373	1549950	SH		DEFINED	
			-----	-----				
			58710	3586453				
TEXAS PAC LD TR	SUB CTF PROP I	882610108	9	214	SH		DEFINED	
			196	4500	SH		DEFINED	
			-----	-----				
			205	4714				
TEXAS REGL BANCSHARES INC	CL A VTG	882673106	46	1516	SH		DEFINED	
			2642	87500	SH		DEFINED	
			-----	-----				
			2687	89016				
TEXTRON INC	COM	883203101	574	20920	SH		DEFINED	
			7	250	SH		DEFINED	
			54	1975	SH		DEFINED	
			3	100	SH		DEFINED	
			147	5365	SH		DEFINED	
			509	18550	SH		DEFINED	
			-----	-----				
			1295	47160				
THERAGENICS CORP	COM	883375107	31	9000	SH		DEFINED	
			727	210000	SH		DEFINED	
			-----	-----				
			758	219000				

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THERMO ELECTRON CORP	COM	883556102	15	812	SH	DEFINED
			195	10800	SH	DEFINED
			-----	-----		
			210	11612		

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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	INVTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
THIRD WAVE TECHNOLOGIES INC	COM	88428W108	436	132796	SH		DEFINED
			16	4963	SH		DEFINED
			46	14173	SH		DEFINED
			1260	384000	SH		DEFINED
			-----	-----			
			1758	535932			
THOMAS & BETTS CORP	COM	884315102	675	47632	SH		DEFINED
			110	7775	SH		DEFINED
			406	28650	SH		DEFINED
			4	293	SH		DEFINED
			23	1600	SH		DEFINED
			253	17832	SH		DEFINED
			1065	75125	SH		DEFINED
			-----	-----			
			2537	178907			
3COM CORP	COM	885535104	6	1230	SH		DEFINED
			35	7078	SH		DEFINED
			1550	315000	SH		DEFINED
			-----	-----			
			1591	323308			
3M CO	COM	88579Y101	43263	332717	SH		DEFINED
			5265	40494	SH		DEFINED
			430	3306	SH		DEFINED
			208	1601	SH		DEFINED
			57	440	SH		DEFINED
			4846	37266	SH		DEFINED
			19361	148900	SH		DEFINED
			-----	-----			
			73431	564724			
TIFFANY & CO NEW	COM	886547108	5	184	SH		DEFINED
			1	50	SH		DEFINED
			240	9600	SH		DEFINED
			-----	-----			
			246	9834			
TIMES MIRROR CO NEW	NOTE	4 887364AE7	473	7000	SH		DEFINED
			-----	-----			
			473	7000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F					INVTMT DSCRETN
			NAME OF REPORTING MANAGER: VALUE (X\$1000)	FIFTH SHARES/ PRN AMT	THIRD SH/ PRN	BANCORP PUT/ CALL		
TITAN CORP	COM	888266103	1	133	SH		DEFINED	
			27	3620	SH		DEFINED	
			931	125000	SH		DEFINED	
			959	128753				
TORCHMARK CORP	COM	891027104	36	1000	SH		DEFINED	
			113	3150	SH		DEFINED	
			279	7800	SH		DEFINED	
			428	11950				
TORO CO	COM	891092108	1751	25000	SH		DEFINED	
			1751	25000				
TOUCH AMERICA HLDGS INC	COM	891539108	3	30144	SH		DEFINED	
			58	640000	SH		DEFINED	
			60	670144				
TOWER AUTOMOTIVE INC	COM	891707101	509	214953	SH		DEFINED	
			509	214953				
TOYS R US INC	COM	892335100	803	95887	SH		DEFINED	
			181	21660	SH		DEFINED	
			295	35295	SH		DEFINED	
			3	362	SH		DEFINED	
			17	2005	SH		DEFINED	
			311	37196	SH		DEFINED	
			1873	223750	SH		DEFINED	
			3483	416155				
TRAVELERS PPTY CAS CORP NEW	CL A	89420G109	73	5149	SH		DEFINED	
			4	252	SH		DEFINED	
			1	83	SH		DEFINED	
			1	65	SH		DEFINED	
			2	134	SH		DEFINED	
			63	4446	SH		DEFINED	
			143	10129				

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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	INVTMT DSCRETN	
TRAVELERS PPTY CAS CORP NEW	CL B	89420G406	107	7612	SH		DEFINED	
			7	522	SH		DEFINED	
			3	182	SH		DEFINED	
			2	136	SH		DEFINED	
			1	40	SH		DEFINED	
			259	18334	SH		DEFINED	
			1353	95881	SH		DEFINED	
			-----	-----				
			1731	122707				
TRI CONTL CORP	COM	895436103	150	11748	SH		DEFINED	
			34	2652	SH		DEFINED	
				-----	-----			
			184	14400				
TRIAD HOSPITALS INC	COM	89579K109	219	8128	SH		DEFINED	
			2	73	SH		DEFINED	
				-----	-----			
			221	8201				
TRIBUNE CO NEW	COM	896047107	933	20720	SH		DEFINED	
			32	700	SH		DEFINED	
			386	8582	SH		DEFINED	
			1485	33000	SH		DEFINED	
				-----	-----			
			2836	63002				
TRIMBLE NAVIGATION LTD	COM	896239100	40	2109	SH		DEFINED	
			2561	135000	SH		DEFINED	
				-----	-----			
			2601	137109				
TRIMERIS INC	COM	896263100	2057	50000	SH		DEFINED	
				-----	-----			
			2057	50000				
TRIZEC PROPERTIES INC	COM	89687P107	1063	125000	SH		DEFINED	
				-----	-----			
			1063	125000				
TWEETER HOME ENTMT GROUP INC	COM	901167106	477	100000	SH		DEFINED	
				-----	-----			
			477	100000				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN
TYCO INTL LTD NEW	COM	902124106	392	30480	SH		DEFINED
			1	90	SH		DEFINED
			15	1200	SH		DEFINED
			26	2000	SH		DEFINED
			170	13204	SH		DEFINED
			1699	132100	SH		DEFINED
			-----	-----			
			2303	179074			
UGI CORP NEW	COM	902681105	1143	25000	SH		DEFINED
			-----	-----			
			1143	25000			
UST INC	COM	902911106	26	960	SH		DEFINED
			4	144	SH		DEFINED
			336	12166	SH		DEFINED
			309	11200	SH		DEFINED
			-----	-----			
			675	24470			
US BANCORP DEL	COM NEW	902973304	45717	2408708	SH		DEFINED
			448	23587	SH		DEFINED
			344	18112	SH		DEFINED
			783	41263	SH		DEFINED
			35	1824	SH		DEFINED
			7403	390035	SH		DEFINED
			5615	295827	SH		DEFINED
-----	-----						
			60344	3179356			
USA INTERACTIVE	COM	902984103	1	30	SH		DEFINED
			737	27500	SH		DEFINED
			-----	-----			
			738	27530			
US ONCOLOGY INC	COM	90338W103	831	117000	SH		DEFINED
			-----	-----			
			831	117000			
UNILEVER N V	N Y SHS NEW	904784709	398	6700	SH		DEFINED
			9	150	SH		DEFINED
			89	1493	SH		DEFINED
			-----	-----			
			496	8343			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN AMT	PRN	CALL	DSCRETN
UNION PAC CORP	COM	907818108	673	12239	SH		DEFINED
			206	3742	SH		DEFINED
			110	2000	SH		DEFINED
			11	200	SH		DEFINED
			880	16001	SH		DEFINED
			4155	75550	SH		DEFINED
			6035	109732			
UNION PLANTERS CORP	COM	908068109	100	3800	SH		DEFINED
			39	1500	SH		DEFINED
			254	9650	SH		DEFINED
			1382	52550	SH		DEFINED
						1775	67500
UNISYS CORP	COM	909214108	5	530	SH		DEFINED
			2	180	SH		DEFINED
			152	16461	SH		DEFINED
			598	64600	SH		DEFINED
						757	81771
UNITED ONLINE INC	COM	911268100	1	35	SH		DEFINED
			1896	110000	SH		DEFINED
						1897	110035
UNITED PARCEL SERVICE INC	CL B	911312106	1598	28042	SH		DEFINED
			38	670	SH		DEFINED
			133	2340	SH		DEFINED
			897	15734	SH		DEFINED
			46	800	SH		DEFINED
			1508	26459	SH		DEFINED
			4212	73900	SH		DEFINED
						8433	147945

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP				DSCRETN
			VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	
UNITED TECHNOLOGIES CORP	COM	913017109	23147	400607	SH		DEFINED
			3677	63633	SH		DEFINED
			2077	35948	SH		DEFINED
			336	5807	SH		DEFINED
			760	13158	SH		DEFINED
			4704	81408	SH		DEFINED
			14708	254547	SH		DEFINED

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			-----	-----		
			49408	855108		
UNITEDHEALTH GROUP INC	COM	91324P102	125	1362	SH	DEFINED
			61	660	SH	DEFINED
			680	7422	SH	DEFINED
			3195	34850	SH	DEFINED
			-----	-----		
			4060	44294		
UNIVERSAL ACCESS GLOBAL HLDG	COM	91336M105	2	10300	SH	DEFINED
			-----	-----		
			2	10300		
UNIVISION COMMUNICATIONS INC	CL A	914906102	180	7357	SH	DEFINED
			816	33300	SH	DEFINED
			-----	-----		
			997	40657		
UNOCAL CORP	COM	915289102	68	2569	SH	DEFINED
			31	1184	SH	DEFINED
			227	8644	SH	DEFINED
			933	35450	SH	DEFINED
			-----	-----		
			1259	47847		
UNUMPROVIDENT CORP	COM	91529Y106	2	180	SH	DEFINED
			157	15984	SH	DEFINED
			-----	-----		
			158	16164		
URBAN OUTFITTERS INC	COM	917047102	3151	140000	SH	DEFINED
			-----	-----		
			3151	140000		

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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 DISCRETN
-----	-----	-----	-----	-----	-----	-----	-----
V F CORP	COM	918204108	26	700	SH		DEFINED
			83	2200	SH		DEFINED
			539	14320	SH		DEFINED
			822	21850	SH		DEFINED
			-----	-----			
			1470	39070			
VAN KAMPEN TR INVT GRADE MUN	COM	920929106	257	16300	SH		DEFINED
			10	650	SH		DEFINED
			-----	-----			
			267	16950			
VAN KAMPEN MUN OPPORTUNITY I	COM	920944105	14	1000	SH		DEFINED

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			167	11700	SH	DEFINED
			-----	-----		
			181	12700		
VAN KAMPEN BD FD	COM	920955101	11	600	SH	DEFINED
			11	589	SH	DEFINED
			1206	64800	SH	DEFINED
			-----	-----		
			1228	65989		
VAN KAMPEN SENIOR INCOME TR	COM	920961109	50	6917	SH	DEFINED
			1107	152000	SH	DEFINED
			-----	-----		
			1157	158917		
VANS INC	COM	921930103	425	100000	SH	DEFINED
			-----	-----		
			425	100000		
VARCO INTL INC DEL	COM	922122106	4114	224702	SH	DEFINED
			93	5105	SH	DEFINED
			603	32950	SH	DEFINED
			268	14659	SH	DEFINED
			13641	745000	SH	DEFINED
			-----	-----		
			18720	1022416		
VARIAN SEMICONDUCTOR EQUIPMN	COM	922207105	1932	95000	SH	DEFINED
			-----	-----		
			1932	95000		

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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	INVTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
VECTREN CORP	COM	92240G101	1615	75088	SH		DEFINED
			15045	699449	SH		DEFINED
			142	6580	SH		DEFINED
			6	292	SH		DEFINED
			1194	55519	SH		DEFINED
			595	27675	SH		DEFINED
			-----	-----			
			18598	864603			
VENTIV HEALTH INC	COM	922793104	141	60000	SH		DEFINED
			-----	-----			
			141	60000			
VANGUARD INDEX TR	STK MRK VIPERS	922908769	397	5000	SH		DEFINED
			24	300	SH		DEFINED
			1061	13357	SH		DEFINED
			-----	-----			

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			1481	18657		
VERITY INC	COM	92343C106	1251	90000	SH	DEFINED
			-----	-----		
			1251	90000		
VERISIGN INC	COM	92343E102	381	43560	SH	DEFINED
			7	800	SH	DEFINED
			262	30000	SH	DEFINED
			-----	-----		
			650	74360		
VERIZON COMMUNICATIONS	COM	92343V104	17410	492491	SH	DEFINED
			3411	96503	SH	DEFINED
			1261	35674	SH	DEFINED
			245	6939	SH	DEFINED
			395	11178	SH	DEFINED
			9235	261253	SH	DEFINED
			20088	568253	SH	DEFINED
			-----	-----		
			52046	1472291		
VERITAS SOFTWARE CO	COM	923436109	4	205	SH	DEFINED
			2	100	SH	DEFINED
			62	3500	SH	DEFINED
			0	22	SH	DEFINED
			1140	64800	SH	DEFINED
			-----	-----		
			1207	68627		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
VIACOM INC	CL B	925524308	1415	38758	SH		DEFINED
			72	1969	SH		DEFINED
			17	468	SH		DEFINED
			8	217	SH		DEFINED
			1746	47820	SH		DEFINED
			6302	172576	SH		DEFINED
			-----	-----			
			9561	261808			
VIGNETTE CORP	COM	926734104	31	20100	SH		DEFINED
			825	543000	SH		DEFINED
			-----	-----			
			856	563100			
VINTAGE PETE INC	COM	927460105	1045	110000	SH		DEFINED
			-----	-----			
			1045	110000			

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VISHAY INTERTECHNOLOGY INC	COM	928298108	22	2151	SH	DEFINED
			2	150	SH	DEFINED
			10	1000	SH	DEFINED
			764	75000	SH	DEFINED
			-----	-----		
			797	78301		
VISTEON CORP	COM	92839U107	9	1488	SH	DEFINED
			3	483	SH	DEFINED
			0	12	SH	DEFINED
			0	31	SH	DEFINED
			11	1785	SH	DEFINED
			51	8662	SH	DEFINED
			-----	-----		
			74	12461		
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	1847	101361	SH	DEFINED
			82	4500	SH	DEFINED
			4	200	SH	DEFINED
			2	126	SH	DEFINED
			27	1500	SH	DEFINED
			1487	81604	SH	DEFINED
			-----	-----		
			3449	189291		
VULCAN INTL CORP	COM	929136109	278	8428	SH	DEFINED
			-----	-----		
			278	8428		

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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	INVTMT DSCRETN	
-----	-----	-----	-----	-----	-----	-----	-----	
VULCAN MATLS CO	COM	929160109	21	700	SH	DEFINED		
			109	3600	SH	DEFINED		
			203	6700	SH	DEFINED		
			-----	-----				
			333	11000				
WPS RESOURCES CORP	COM	92931B106	130	3250	SH	DEFINED		
			26	640	SH	DEFINED		
			185	4636	SH	DEFINED		
			-----	-----				
			341	8526				
WACHOVIA CORP 2ND NEW	COM	929903102	4181	122718	SH	DEFINED		
			95	2775	SH	DEFINED		
			114	3360	SH	DEFINED		
			352	10318	SH	DEFINED		
			905	26576	SH	DEFINED		
			4912	144170	SH	DEFINED		
			-----	-----				

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		10559		309917			
WAL MART STORES INC	COM	931142103	77223	1484197	SH	DEFINED	
			5454	104829	SH	DEFINED	
			3749	72048	SH	DEFINED	
			999	19206	SH	DEFINED	
			1704	32747	SH	DEFINED	
			12284	236100	SH	DEFINED	
			42193	810929	SH	DEFINED	
			-----	-----			
			143606	2760056			
WALGREEN CO	COM	931422109	28237	957820	SH	DEFINED	
			2720	92255	SH	DEFINED	
			1192	40438	SH	DEFINED	
			254	8624	SH	DEFINED	
			312	10571	SH	DEFINED	
			10985	372620	SH	DEFINED	
			7491	254109	SH	DEFINED	
			-----	-----			
			51190	1736437			

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-----	-----	-----	-----	-----	-----	-----	-----
WASHINGTON MUT INC	COM	939322103	29961	849482	SH	DEFINED	
			1258	35680	SH	DEFINED	
			282	7983	SH	DEFINED	
			453	12850	SH	DEFINED	
			12	332	SH	DEFINED	
			2075	58838	SH	DEFINED	
			4636	131448	SH	DEFINED	
			-----	-----			
			38678	1096613			
WASTE CONNECTIONS INC	COM	941053100	2588	75000	SH	DEFINED	
			-----	-----			
			2588	75000			
WASTE MGMT INC DEL	COM	94106L109	7	311	SH	DEFINED	
			12	576	SH	DEFINED	
			276	13044	SH	DEFINED	
			1339	63242	SH	DEFINED	
			-----	-----			
			1635	77173			
WATERS CORP	COM	941848103	591	27951	SH	DEFINED	
			664	31400	SH	DEFINED	
			2	100	SH	DEFINED	
			63	3000	SH	DEFINED	
			953	45025	SH	DEFINED	

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			1769	83600	SH	DEFINED
			-----	-----		
			4043	191076		
WATSON PHARMACEUTICALS INC	COM	942683103	38	1325	SH	DEFINED
			204	7100	SH	DEFINED
			-----	-----		
			242	8425		
WAUSAU-MOSINEE PAPER CORP	COM	943315101	150	14750	SH	DEFINED
			-----	-----		
			150	14750		
WEBEX INC	COM	94767L109	518	50000	SH	DEFINED
			-----	-----		
			518	50000		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
WEBSense INC	COM	947684106	19	1292	SH		DEFINED
			1102	75000	SH		DEFINED
			-----	-----			
			1121	76292			
WEINGARTEN RLTY INVS	SH BEN INT	948741103	273	6972	SH		DEFINED
			123	3150	SH		DEFINED
			253	6463	SH		DEFINED
			1356	34675	SH		DEFINED
			-----	-----			
			2005	51260			
WELLPOINT HEALTH NETWORK NEW	COM	94973H108	174	2266	SH		DEFINED
			4	50	SH		DEFINED
			287	3735	SH		DEFINED
			1765	23000	SH		DEFINED
			-----	-----			
			2230	29051			
WELLS FARGO & CO NEW	COM	949746101	97442	2165861	SH		DEFINED
			2220	49337	SH		DEFINED
			3162	70284	SH		DEFINED
			1641	36485	SH		DEFINED
			1067	23710	SH		DEFINED
			6833	151867	SH		DEFINED
			31252	694650	SH		DEFINED
			-----	-----			
			143617	3192194			
WENDYS INTL INC	COM	950590109	127	4624	SH		DEFINED
			3	101	SH		DEFINED

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			92	3359	SH	DEFINED
			209	7600	SH	DEFINED
			-----	-----		
			431	15684		
WESTERN DIGITAL CORP	COM	958102105	1314	145000	SH	DEFINED
			-----	-----		
			1314	145000		
WEYERHAEUSER CO	COM	962166104	172	3600	SH	DEFINED
			72	1500	SH	DEFINED
			193	4025	SH	DEFINED
			1193	24950	SH	DEFINED
			-----	-----		
			1630	34075		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
WHIRLPOOL CORP	COM	963320106	1169	23850	SH		DEFINED
			1565	31914	SH		DEFINED
			175	3567	SH		DEFINED
			2	36	SH		DEFINED
			10	210	SH		DEFINED
			1232	25122	SH		DEFINED
			4408	89900	SH		DEFINED
			-----	-----			
			8561	174599			
WILLIAMS COS INC DEL	COM	969457100	264	57717	SH		DEFINED
			19	4200	SH		DEFINED
			14	3032	SH		DEFINED
			179	39000	SH		DEFINED
			-----	-----			
			476	103949			
WILLIAMS SONOMA INC	COM	969904101	1565	71798	SH		DEFINED
			58	2653	SH		DEFINED
			183	8373	SH		DEFINED
			6126	281000	SH		DEFINED
			-----	-----			
			7931	363824			
WILMINGTON TRUST CORP	COM	971807102	489	17600	SH		DEFINED
			11	400	SH		DEFINED
			-----	-----			
			500	18000			
WIND RIVER SYSTEMS INC	COM	973149107	152	51012	SH		DEFINED
			5	1835	SH		DEFINED
			15	5183	SH		DEFINED

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			423	142100	SH	DEFINED
			-----	-----		
			596	200130		
WINN DIXIE STORES INC	COM	974280109	300	22725	SH	DEFINED
			51	3875	SH	DEFINED
			6	430	SH	DEFINED
			1181	89300	SH	DEFINED
			-----	-----		
			1538	116330		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
WINNEBAGO INDS INC	COM	974637100	33	1231	SH		DEFINED
			1904	70000	SH		DEFINED
			-----	-----			
			1937	71231			
WISCONSIN ENERGY CORP	COM	976657106	213	8370	SH		DEFINED
			13	500	SH		DEFINED
			395	15551	SH		DEFINED
			-----	-----			
			620	24421			
WOLVERINE WORLD WIDE INC	COM	978097103	348	20750	SH		DEFINED
			1675	100000	SH		DEFINED
			-----	-----			
			2023	120750			
WOODHEAD INDS INC	COM	979438108	388	32589	SH		DEFINED
			-----	-----			
			388	32589			
WORTHINGTON INDS INC	COM	981811102	336	28175	SH		DEFINED
			5	450	SH		DEFINED
			68	5725	SH		DEFINED
			-----	-----			
			410	34350			
WRIGLEY WM JR CO	COM	982526105	1417	25086	SH		DEFINED
			828	14650	SH		DEFINED
			3480	61588	SH		DEFINED
			842	14900	SH		DEFINED
			-----	-----			
			6567	116224			
WYETH	COM	983024100	46796	1237327	SH		DEFINED
			2034	53778	SH		DEFINED
			1544	40833	SH		DEFINED
			265	7015	SH		DEFINED

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1351 35722 SH DEFINED
 3952 104501 SH DEFINED
 5159 136400 SH DEFINED

 61101 1615576

WYNDHAM INTL INC CL A 983101106 6 27000 SH DEFINED

 6 27000

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-----	-----	-----	-----	-----	---	---	-----
X-RITE INC	COM	983857103	186	22175	SH		DEFINED
			-----	-----			
			186	22175			
XCEL ENERGY INC	COM	98389B100	114	8898	SH		DEFINED
			70	5500	SH		DEFINED
			276	21552	SH		DEFINED
			338	26385	SH		DEFINED
			-----	-----			
			799	62335			
XILINX INC	COM	983919101	287	12260	SH		DEFINED
			16	700	SH		DEFINED
			8	325	SH		DEFINED
			8	350	SH		DEFINED
			372	15895	SH		DEFINED
			1482	63300	SH		DEFINED
			-----	-----			
			2173	92830			
XEROX CORP	COM	984121103	110	12700	SH		DEFINED
			2	200	SH		DEFINED
			39	4474	SH		DEFINED
			423	48634	SH		DEFINED
			-----	-----			
			574	66008			
YAHOO INC	COM	984332106	68	2837	SH		DEFINED
			10	400	SH		DEFINED
			24	993	SH		DEFINED
			1420	59100	SH		DEFINED
			-----	-----			
			1521	63330			
YUM BRANDS INC	COM	988498101	311	12800	SH		DEFINED
			146	5988	SH		DEFINED
			7	270	SH		DEFINED
			118	4863	SH		DEFINED

