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FIFTH THIRD BANCORP  
Form 13F-HR  
February 15, 2012

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

FORM 13F

FORM 13F COVER PAGE

Report for the Quarter Ended: December 31, 2011

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

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: Richard W. Holmes, Jr.  
Title: Counsel, Fifth Third Bancorp  
Phone: 513-534-6030

Signature, Place, and Date of Signing:

/s/ Richard W. Holmes, Jr.                      Cincinnati, Ohio                      February 14, 2012  
-----  
[Signature]    [City, State]    [Date]

Report Type (Check only one):

- [ ] 13F HOLDINGS REPORT
- [ ] 13F NOTICE
- [X] 13F COMBINATION REPORT

List of Other Managers Reporting for this Manager:

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

13 F File Number:                      Name:  
-----  
28-539    Fifth Third Bank

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28-10115

Fifth Third Asset Management, Inc.

Form 13F Summary Page

Report Summary:

Number of Other Included Managers: 2

Form 13F Information Table Entry Total: 2,040

Form 13F Information Table Value Total (x\$1000): 8,241,349

List of Other Included Managers:

No.	13F File No.	Name
---	-----	----
5	28-539	Fifth Third Bank
85	28-10115	Fifth Third Asset Management, Inc.

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			NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN
			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
			DEUTSCHE BANK AG	NAMEN AKT	D18190898	25	665 SH	DEFINED	5
						25	665		
			AIRCASTLE LTD	COM	G0129K104	2	150 SH	DEFINED	5
						2	150		
			AMDOCS LTD	ORD	G02602103	855	29980 SH	DEFINED	5
						855	29980		
			ARCH CAP GROUP LTD	ORD	G0450A105	7	195 SH	DEFINED	5
						7	195		
			ASPEN INSURANCE HOLDINGS LTD	SHS	G05384105	320	12078 SH	DEFINED	5
						320	12078		
			ASSURED GUARANTY LTD	COM	G0585R106	27	2028 SH	DEFINED	5
						27	2028		
			AXIS CAPITAL HOLDINGS	SHS	G0692U109	2	75 SH	DEFINED	5
						2	75		

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ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	22326	419427	SH	DEFINED	5
			-----	-----			
			22326	419427			
BUNGE LIMITED	COM	G16962105	343	5996	SH	DEFINED	5
			-----	-----			
			343	5996			
CENTRAL EUROPEAN MEDIA ENTRP	CL A NEW	G20045202	4	600	SH	DEFINED	5
			-----	-----			
			4	600			
CHINA YUCHAI INTL LTD	COM	G21082105	12	900	SH	DEFINED	5
			-----	-----			
			12	900			

		FORM 13F						
PAGE 2 OF 186		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	DSCRETN	MA	
-----	-----	-----	-----	-----	-----	-----	-----	
COOPER INDUSTRIES PLC	SHS	G24140108	186	3429	SH	DEFINED	5	
			-----	-----				
			186	3429				
COSAN LTD	SHS A	G25343107	3	300	SH	DEFINED	5	
			-----	-----				
			3	300				
COVIDIEN PLC	SHS	G2554F113	5261	116885	SH	DEFINED	5	
			-----	-----				
			5261	116885				
ENDURANCE SPECIALTY HLDGS LT	SHS	G30397106	209	5471	SH	DEFINED	5	
			-----	-----				
			209	5471				
ENSTAR GROUP LIMITED	SHS	G3075P101	3	30	SH	DEFINED	5	
			-----	-----				
			3	30				
FRESH DEL MONTE PRODUCE INC	ORD	G36738105	224	8973	SH	DEFINED	5	
			-----	-----				
			224	8973				
GENPACT LIMITED	SHS	G3922B107	10	700	SH	DEFINED	5	
			-----	-----				
			10	700				
HELEN OF TROY CORP LTD	COM	G4388N106	9	300	SH	DEFINED	5	
			-----	-----				
			9	300				
HERBALIFE LTD	COM USD SHS	G4412G101	58	1123	SH	DEFINED	5	

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		-----		-----			
		58	1123				
INGERSOLL-RAND PLC	SHS	G47791101	727	23846	SH	DEFINED	5
		-----					
		727	23846				
INVESCO LTD	SHS	G491BT108	5392	268400	SH	DEFINED	5
		-----					
		5392	268400				

				FORM 13F						
PAGE	3 OF	186	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER		TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O	MA
-----		-----	-----	-----	-----	-----	-----	-----	-----	-----
LAZARD LTD	SHS A	G54050102	22	845	SH	DEFINED	5			
		-----								
		22	845							
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	7440	537210	SH	DEFINED	5			
		-----								
		7440	537210							
MICHAEL KORS HLDGS LTD	SHS	G60754101	42	1526	SH	DEFINED	5			
		-----								
		42	1526							
MONTPELIER RE HOLDINGS LTD	SHS	G62185106	962	54198	SH	DEFINED	5			
		-----								
		962	54198							
NABORS INDUSTRIES LTD	SHS	G6359F103	1076	62050	SH	DEFINED	5			
		-----								
		1076	62050							
NORDIC AMERICAN TANKERS LIM	COM	G65773106	6	480	SH	DEFINED	5			
		-----								
		6	480							
PARTNERRE LTD	COM	G6852T105	68	1059	SH	DEFINED	5			
		-----								
		68	1059							
SEADRILL LIMITED	SHS	G7945E105	12	360	SH	DEFINED	5			
		-----								
		12	360							

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SEAGATE TECHNOLOGY PLC	SHS	G7945M107	86	5241	SH	DEFINED	5
			-----	-----			
			86	5241			
SINA CORP	ORD	G81477104	2	29	SH	DEFINED	5
			-----	-----			
			2	29			
TSAKOS ENERGY NAVIGATION LTD	SHS	G9108L108	182	38012	SH	DEFINED	5
			-----	-----			
			182	38012			

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				NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	
WARNER CHILCOTT PLC IRELAND	SHS A	G94368100	7	490	SH		DEFINED	5		
			-----	-----						
			7	490						
WHITE MTNS INS GROUP LTD	COM	G9618E107	924	2038	SH		DEFINED	5		
			-----	-----						
			924	2038						
XL GROUP PLC	SHS	G98290102	4	201	SH		DEFINED	5		
			-----	-----						
			4	201						
ACE LTD	SHS	H0023R105	5440	77582	SH		DEFINED	5		
			-----	-----						
			5440	77582						
WEATHERFORD INTERNATIONAL LT	REG SHS	H27013103	1752	119693	SH		DEFINED	5		
			-----	-----						
			1752	119693						
FOSTER WHEELER AG	COM	H27178104	12	624	SH		DEFINED	5		
			-----	-----						
			12	624						
GARMIN LTD	SHS	H2906T109	7	175	SH		DEFINED	5		
			-----	-----						
			7	175						
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	4565	151057	SH		DEFINED	5		
			-----	-----						

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			4565	151057		
TE CONNECTIVITY LTD	REG SHS	H84989104	51	1661	SH	DEFINED 5
			-----	-----		
			51	1661		
TRANSOCEAN LTD	REG SHS	H8817H100	146	3810	SH	DEFINED 5
			-----	-----		
			146	3810		
TYCO INTERNATIONAL LTD	SHS	H89128104	240	5142	SH	DEFINED 5
			-----	-----		
			240	5142		

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN			
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
UBS AG	SHS NEW	H89231338	6	522	SH		DEFINED	5	
			-----	-----					
			6	522					
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	471	8960	SH		DEFINED	5	
			-----	-----					
			471	8960					
MELLANOX TECHNOLOGIES LTD	SHS	M51363113	254	7822	SH		DEFINED	5	
			-----	-----					
			254	7822					
ASML HOLDING N V	NY REG SHS	N07059186	1	28	SH		DEFINED	5	
			-----	-----					
			1	28					
QIAGEN NV	REG SHS	N72482107	347	25104	SH		DEFINED	5	
			-----	-----					
			347	25104					
SINOVAC BIOTECH LTD	SHS	P8696W104	7	3000	SH		DEFINED	5	
			-----	-----					
			7	3000					
ROYAL CARIBBEAN CRUISES LTD	COM	V7780T103	21	833	SH		DEFINED	5	
			-----	-----					
			21	833					
AVAGO TECHNOLOGIES LTD	SHS	Y0486S104	20	704	SH		DEFINED	5	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/PRN AMT	SH/PUT/INVSTMT	DEFINITION
DIANA SHIPPING INC	COM	Y2066G104	15	2000	SH	DEFINED 5
			15	2000		
DIANA CONTAINERSHIPS INC	COM	Y2069P101	0	68	SH	DEFINED 5
				68		
FLEXTRONICS INTL LTD	ORD	Y2573F102	24	4290	SH	DEFINED 5
			24	4290		

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/PRN AMT	SH/PUT/INVSTMT	DEFINITION
TEEKAY CORPORATION	COM	Y8564W103	11	403	SH	DEFINED 5
			11	403		
AAR CORP	COM	000361105	837	43650	SH	DEFINED 5
			837	43650		
ABB LTD	SPONSORED ADR	000375204	514	27306	SH	DEFINED 5
			514	27306		
ACCO BRANDS CORP	COM	00081T108	3	288	SH	DEFINED 5
			3	288		
AFLAC INC	COM	001055102	9977	230626	SH	DEFINED 5
			9977	230626		
AGCO CORP	COM	001084102	96	2231	SH	DEFINED 5
			96	2231		
AGIC CONV & INCOME FD	COM	001190107	17	2021	SH	DEFINED 5
			17	2021		

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AGIC CONV & INCOME FD II	COM	001191105	5	644	SH	DEFINED	5
			-----	-----			
			5	644			
AGL RES INC	COM	001204106	62	1467	SH	DEFINED	5
			-----	-----			
			62	1467			
AES CORP	COM	00130H105	111	9358	SH	DEFINED	5
			-----	-----			
			111	9358			
AK STL HLDG CORP	COM	001547108	29	3550	SH	DEFINED	5
			-----	-----			
			29	3550			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
ALPS ETF TR	ALERIAN MLP	00162Q866	32	1923	SH	DEFINED	5	
			-----	-----				
			32	1923				
AMC NETWORKS INC	CL A	00164V103	18	470	SH	DEFINED	5	
			-----	-----				
			18	470				
AOL INC	COM	00184X105	1	78	SH	DEFINED	5	
			-----	-----				
			1	78				
AT&T INC	COM	00206R102	72991	2413723	SH	DEFINED	5	
			-----	-----				
			72991	2413723				
AVX CORP NEW	COM	002444107	18	1442	SH	DEFINED	5	
			-----	-----				
			18	1442				
ABAXIS INC	COM	002567105	103	3714	SH	DEFINED	5	
			-----	-----				
			103	3714				
ABBOTT LABS	COM	002824100	88520	1574242	SH	DEFINED	5	
			-----	-----				
			88520	1574242				



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ABERCROMBIE & FITCH CO	CL A	002896207	103	2103	SH	DEFINED	5
			-----	-----			
			103	2103			
ABERDEEN ASIA PACIFIC INCOM	COM	003009107	3508	478515	SH	DEFINED	5
			-----	-----			
			3508	478515			
ABERDEEN AUSTRALIA EQTY FD I	COM	003011103	102	11300	SH	DEFINED	5
			-----	-----			
			102	11300			
ACCELRY'S INC	COM	00430U103	5	700	SH	DEFINED	5
			-----	-----			
			5	700			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
ACETO CORP	COM	0044446100	7	1000	SH	DEFINED	5
			-----	-----			
			7	1000			
ACTIVISION BLIZZARD INC	COM	00507V109	102	8259	SH	DEFINED	5
			-----	-----			
			102	8259			
ACUITY BRANDS INC	COM	00508Y102	9	171	SH	DEFINED	5
			-----	-----			
			9	171			
ADAMS EXPRESS CO	COM	006212104	722	74871	SH	DEFINED	5
			-----	-----			
			722	74871			
ADOBE SYS INC	COM	00724F101	77	2711	SH	DEFINED	5
			-----	-----			
			77	2711			
ADVANCE AUTO PARTS INC	COM	00751Y106	114	1635	SH	DEFINED	5
			-----	-----			
			114	1635			
ADVENT CLAYMORE CV SECS & IN	COM	00764C109	7	500	SH	DEFINED	5
			-----	-----			

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				7	500		
AECOM TECHNOLOGY CORP DELAWA	COM	00766T100	2358	114645	SH	DEFINED	5
			-----	-----			
			2358	114645			
ADVANCED MICRO DEVICES INC	COM	007903107	8	1448	SH	DEFINED	5
			-----	-----			
			8	1448			
ADVENT SOFTWARE INC	COM	007974108	771	31653	SH	DEFINED	5
			-----	-----			
			771	31653			
AETERNA ZENTARIS INC	COM	007975204	154	100000	SH	DEFINED	5
			-----	-----			
			154	100000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
-----			-----	-----	-----	-----	-----	-----
AETNA INC NEW	COM	00817Y108	69	1646	SH	DEFINED	5	
			-----	-----				
			69	1646				
AFFILIATED MANAGERS GROUP	COM	008252108	772	8041	SH	DEFINED	5	
			-----	-----				
			772	8041				
AGILENT TECHNOLOGIES INC	COM	00846U101	4482	128325	SH	DEFINED	5	
			-----	-----				
			4482	128325				
AGRIUM INC	COM	008916108	229	3406	SH	DEFINED	5	
			-----	-----				
			229	3406				
AIR PRODS & CHEMS INC	COM	009158106	19311	226682	SH	DEFINED	5	
			-----	-----				
			19311	226682				
AIRGAS INC	COM	009363102	1298	16624	SH	DEFINED	5	
			-----	-----				
			1298	16624				
AKAMAI TECHNOLOGIES INC	COM	00971T101	1032	31969	SH	DEFINED	5	

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			-----	-----		
			1032	31969		
AKORN INC	COM	009728106	345	31053	SH	DEFINED 5
			-----	-----		
			345	31053		
ALASKA COMMUNICATIONS SYS GR	COM	01167P101	1	267	SH	DEFINED 5
			-----	-----		
			1	267		
ALBEMARLE CORP	COM	012653101	2187	42457	SH	DEFINED 5
			-----	-----		
			2187	42457		
ALCOA INC	COM	013817101	1460	168742	SH	DEFINED 5
			-----	-----		
			1460	168742		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
ALCATEL-LUCENT	SPONSORED ADR	013904305	1	418	SH		DEFINED 5	
			-----	-----				
			1	418				
ALEXANDER & BALDWIN INC	COM	014482103	1248	30563	SH		DEFINED 5	
			-----	-----				
			1248	30563				
ALERE INC	COM	01449J105	43	1842	SH		DEFINED 5	
			-----	-----				
			43	1842				
ALEXANDRIA REAL ESTATE EQ IN	COM	015271109	1049	15208	SH		DEFINED 5	
			-----	-----				
			1049	15208				
ALEXION PHARMACEUTICALS INC	COM	015351109	3299	46142	SH		DEFINED 5	
			-----	-----				
			3299	46142				
ALLEGHANY CORP DEL	COM	017175100	544	1906	SH		DEFINED 5	
			-----	-----				
			544	1906				

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ALLEGHENY TECHNOLOGIES INC	COM	01741R102	162	3384	SH	DEFINED	5
			-----	-----			
			162	3384			
ALLERGAN INC	COM	018490102	978	11147	SH	DEFINED	5
			-----	-----			
			978	11147			
ALLETE INC	COM NEW	018522300	13	301	SH	DEFINED	5
			-----	-----			
			13	301			
ALLIANCE DATA SYSTEMS CORP	COM	018581108	1005	9675	SH	DEFINED	5
			-----	-----			
			1005	9675			
ALLIANCE RES PARTNER L P	UT LTD PART	01877R108	134	1775	SH	DEFINED	5
			-----	-----			
			134	1775			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	CALL DSCRETN				
ALLIANCEBERNSTEIN GBL HGH IN	COM	01879R106	52	3641	SH	DEFINED	5			
			-----	-----						
			52	3641						
ALLIANT ENERGY CORP	COM	018802108	5733	129977	SH	DEFINED	5			
			-----	-----						
			5733	129977						
ALLIANCEBERNSTEIN INCOME FUN	COM	01881E101	82	10111	SH	DEFINED	5			
			-----	-----						
			82	10111						
ALLIANCEBERNSTEIN HOLDING LP	UNIT LTD PARTN	01881G106	90	6900	SH	DEFINED	5			
			-----	-----						
			90	6900						
ALLSCRIPTS HEALTHCARE SOLUTN	COM	01988P108	1949	102912	SH	DEFINED	5			
			-----	-----						
			1949	102912						
ALLSTATE CORP	COM	020002101	3650	133151	SH	DEFINED	5			
			-----	-----						
			3650	133151						

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ALMOST FAMILY INC	COM	020409108	23	1400	SH	DEFINED	5
			-----	-----			
			23	1400			
ALPHA NATURAL RESOURCES INC	COM	02076X102	109	5323	SH	DEFINED	5
			-----	-----			
			109	5323			
ALPINE GLOBAL PREMIER PPTYS	COM SBI	02083A103	3	531	SH	DEFINED	5
			-----	-----			
			3	531			
ALTERA CORP	COM	021441100	16762	451810	SH	DEFINED	5
			-----	-----			
			16762	451810			
ALTRIA GROUP INC	COM	02209S103	35582	1200081	SH	DEFINED	5
			-----	-----			
			35582	1200081			

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PAGE 12 OF 186		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	MA		
-----	-----	-----	-----	-----	-----	-----	-----	
AMAZON COM INC	COM	023135106	10014	57850	SH	DEFINED	5	
			-----	-----				
			10014	57850				
AMEREN CORP	COM	023608102	700	21132	SH	DEFINED	5	
			-----	-----				
			700	21132				
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	729	32240	SH	DEFINED	5	
			-----	-----				
			729	32240				
AMERICAN AXLE & MFG HLDGS IN	COM	024061103	1403	141905	SH	DEFINED	5	
			-----	-----				
			1403	141905				
AMERICAN CAMPUS CMNTYS INC	COM	024835100	3002	71539	SH	DEFINED	5	
			-----	-----				
			3002	71539				
AMERICAN CAPITAL AGENCY CORP	COM	02503X105	752	26771	SH	DEFINED	5	
			-----	-----				

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			752	26771		
AMERICAN CAP LTD	COM	02503Y103	208	30975	SH	DEFINED 5
			-----	-----		
			208	30975		
AMERICAN EAGLE OUTFITTERS NE	COM	02553E106	612	40003	SH	DEFINED 5
			-----	-----		
			612	40003		
AMERICAN ELEC PWR INC	COM	025537101	2971	71916	SH	DEFINED 5
			-----	-----		
			2971	71916		
AMERICAN EQTY INVT LIFE HLD	COM	025676206	435	41862	SH	DEFINED 5
			-----	-----		
			435	41862		
AMERICAN EXPRESS CO	COM	025816109	10072	213516	SH	DEFINED 5
			-----	-----		
			10072	213516		

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			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA		
-----	-----	-----	-----	-----	-----	-----	-----	-----		
AMERICAN FINL GROUP INC OHIO	COM	025932104	7	191	SH		DEFINED 5			
			-----	-----						
			7	191						
AMERICAN INTL GROUP INC	*W EXP 01/19/2	026874156	1	227	SH		DEFINED 5			
			-----	-----						
			1	227						
AMERICAN INTL GROUP INC	COM NEW	026874784	46	1972	SH		DEFINED 5			
			-----	-----						
			46	1972						
AMERICAN NATL INS CO	COM	028591105	7	100	SH		DEFINED 5			
			-----	-----						
			7	100						
AMERICAN SELECT PORTFOLIO IN	COM	029570108	5	500	SH		DEFINED 5			
			-----	-----						
			5	500						
AMERICAN TOWER CORP	CL A	029912201	2635	43902	SH		DEFINED 5			

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		-----		-----			
			2635		43902		
AMERN STRATEGIC INCOME PTFL	COM	030099105	52	6509	SH	DEFINED	5
			-----	-----			
			52	6509			
AMERICAN WTR WKS CO INC NEW	COM	030420103	40	1257	SH	DEFINED	5
			-----	-----			
			40	1257			
AMERICAS CAR MART INC	COM	03062T105	8	200	SH	DEFINED	5
			-----	-----			
			8	200			
AMERISOURCEBERGEN CORP	COM	03073E105	4955	133232	SH	DEFINED	5
			-----	-----			
			4955	133232			
AMERIPRISE FINL INC	COM	03076C106	6071	122298	SH	DEFINED	5
			-----	-----			
			6071	122298			

				FORM 13F					
PAGE 14 OF 186		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP		VALUE	SHARES/	SH/	PUT/	INVSTMT	O
NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	CALL	DSCRETN		MA
-----									
AMERIGAS PARTNERS L P	UNIT L P INT	030975106	23	500	SH			DEFINED	5
			-----	-----					
			23	500					
AMETEK INC NEW	COM	031100100	2788	66225	SH			DEFINED	5
			-----	-----					
			2788	66225					
AMGEN INC	COM	031162100	17730	276128	SH			DEFINED	5
			-----	-----					
			17730	276128					
AMPHENOL CORP NEW	CL A	032095101	55	1202	SH			DEFINED	5
			-----	-----					
			55	1202					
AMTECH SYS INC	COM PAR \$0.01N	032332504	26	3000	SH			DEFINED	5
			-----	-----					
			26	3000					

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AMYLIN PHARMACEUTICALS INC	COM	032346108	6	551	SH	DEFINED	5
			-----	-----			
			6	551			
ANADARKO PETE CORP	COM	032511107	4085	53515	SH	DEFINED	5
			-----	-----			
			4085	53515			
ANALOG DEVICES INC	COM	032654105	5747	160620	SH	DEFINED	5
			-----	-----			
			5747	160620			
ANDERSONS INC	COM	034164103	1	12	SH	DEFINED	5
			-----	-----			
			1	12			
ANGIODYNAMICS INC	COM	03475V101	108	7271	SH	DEFINED	5
			-----	-----			
			108	7271			
ANGLOGOLD ASHANTI LTD	SPONSORED ADR	035128206	6	151	SH	DEFINED	5
			-----	-----			
			6	151			

		FORM 13F						
PAGE 15 OF 186		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
ANHEUSER BUSCH INBEV SA/NV	SPONSORED ADR	03524A108	4913	80561	SH	DEFINED	5	
			-----	-----				
			4913	80561				
ANN INC	COM	035623107	19	750	SH	DEFINED	5	
			-----	-----				
			19	750				
ANNALY CAP MGMT INC	COM	035710409	2043	128013	SH	DEFINED	5	
			-----	-----				
			2043	128013				
ANSYS INC	COM	03662Q105	1269	22149	SH	DEFINED	5	
			-----	-----				
			1269	22149				
AON CORP	COM	037389103	2509	53612	SH	DEFINED	5	
			-----	-----				
			2509	53612				



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APACHE CORP	COM	037411105	17196	189838	SH	DEFINED	5
			-----	-----			
			17196	189838			
APARTMENT INVT & MGMT CO	CL A	03748R101	48	2074	SH	DEFINED	5
			-----	-----			
			48	2074			
APOLLO GROUP INC	CL A	037604105	4	73	SH	DEFINED	5
			-----	-----			
			4	73			
APOLLO INVT CORP	COM	03761U106	20	3099	SH	DEFINED	5
			-----	-----			
			20	3099			
APPLE INC	COM	037833100	100306	247668	SH	DEFINED	5
			-----	-----			
			100306	247668			
APPLIED MATLS INC	COM	038222105	2028	189390	SH	DEFINED	5
			-----	-----			
			2028	189390			

PAGE		16 OF 186		FORM 13F					
				NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
APTARGROUP INC	COM	038336103	682	13071	SH		DEFINED	5	
			-----	-----					
			682	13071					
AQUA AMERICA INC	COM	03836W103	122	5535	SH		DEFINED	5	
			-----	-----					
			122	5535					
ARCELORMITTAL SA LUXEMBOURG	NY REGISTRY SH	03938L104	2	100	SH		DEFINED	5	
			-----	-----					
			2	100					
ARCH COAL INC	COM	039380100	12	798	SH		DEFINED	5	
			-----	-----					
			12	798					
ARCHER DANIELS MIDLAND CO	COM	039483102	2557	89411	SH		DEFINED	5	
			-----	-----					

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			2557	89411		
ARES CAP CORP	COM	04010L103	45	2885	SH	DEFINED 5
			-----	-----		
			45	2885		
ARIAD PHARMACEUTICALS INC	COM	04033A100	6	488	SH	DEFINED 5
			-----	-----		
			6	488		
ARIBA INC	COM NEW	04033V203	402	14319	SH	DEFINED 5
			-----	-----		
			402	14319		
ARLINGTON ASSET INVT CORP	CL A NEW	041356205	21	1000	SH	DEFINED 5
			-----	-----		
			21	1000		
ARM HLDGS PLC	SPONSORED ADR	042068106	1407	50864	SH	DEFINED 5
			-----	-----		
			1407	50864		
ARROW ELECTRS INC	COM	042735100	46	1226	SH	DEFINED 5
			-----	-----		
			46	1226		

				FORM 13F					
PAGE	17 OF	186	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O	MA
ASCENA RETAIL GROUP INC	COM	04351G101	1	39	SH		DEFINED	5	
			-----	-----					
			1	39					
ASHFORD HOSPITALITY TR INC	CV PFD SER E	044103505	110	4521	SH		DEFINED	5	
			-----	-----					
			110	4521					
ASHLAND INC NEW	COM	044209104	233	4083	SH		DEFINED	5	
			-----	-----					
			233	4083					
ASIA TIGERS FD INC	COM	04516T105	6	515	SH		DEFINED	5	
			-----	-----					
			6	515					
ASSOCIATED ESTATES RLTY CORP	COM	045604105	454	28491	SH		DEFINED	5	

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			454	28491		
ASSURANT INC	COM	04621X108	37	890	SH	DEFINED 5
			37	890		
ASTRAZENECA PLC	SPONSORED ADR	046353108	1308	28263	SH	DEFINED 5
			1308	28263		
ATHENAHEALTH INC	COM	04685W103	105	2133	SH	DEFINED 5
			105	2133		
ATLANTIC PWR CORP	COM NEW	04878Q863	6	400	SH	DEFINED 5
			6	400		
ATLAS AIR WORLDWIDE HLDGS IN	COM NEW	049164205	83	2168	SH	DEFINED 5
			83	2168		
ATLAS ENERGY LP	COM UNITS LP	04930A104	47	1949	SH	DEFINED 5
			47	1949		

		FORM 13F							
PAGE 18 OF 186		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O	MA
ATLAS PIPELINE PARTNERS LP	UNIT L P INT	049392103	72	1950	SH		DEFINED 5		
			72	1950					
ATMEL CORP	COM	049513104	7611	939634	SH		DEFINED 5		
			7611	939634					
ATRICURE INC	COM	04963C209	2	200	SH		DEFINED 5		
			2	200					
ATWOOD OCEANICS INC	COM	050095108	2862	71931	SH		DEFINED 5		
			2862	71931					

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AURICO GOLD INC	COM	05155C105	164	20462	SH	DEFINED	5
			-----	-----			
			164	20462			
AUTODESK INC	COM	052769106	943	31086	SH	DEFINED	5
			-----	-----			
			943	31086			
AUTOLIV INC	COM	052800109	5	102	SH	DEFINED	5
			-----	-----			
			5	102			
AUTOMATIC DATA PROCESSING IN	COM	053015103	51836	959743	SH	DEFINED	5
			-----	-----			
			51836	959743			
AUTONATION INC	COM	05329W102	1	30	SH	DEFINED	5
			-----	-----			
			1	30			
AUTOZONE INC	COM	053332102	786	2420	SH	DEFINED	5
			-----	-----			
			786	2420			
AVALONBAY CMNTYS INC	COM	053484101	2147	16436	SH	DEFINED	5
			-----	-----			
			2147	16436			

PAGE		19 OF 186		FORM 13F						
				NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER		TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O	
-----		-----	-----	-----	-----	-----	-----	-----	-----	
AVERY DENNISON CORP		COM	053611109	114	3984	SH		DEFINED	5	
				-----	-----					
				114	3984					
AVIAT NETWORKS INC		COM	05366Y102	1	770	SH		DEFINED	5	
				-----	-----					
				1	770					
AVIS BUDGET GROUP		COM	053774105	1	50	SH		DEFINED	5	
				-----	-----					
				1	50					
AVNET INC		COM	053807103	365	11736	SH		DEFINED	5	
				-----	-----					
				365	11736					

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AVIVA PLC	ADR	05382A104	7	710	SH	DEFINED	5
			-----	-----			
			7	710			
AVON PRODS INC	COM	054303102	173	9918	SH	DEFINED	5
			-----	-----			
			173	9918			
AXCELIS TECHNOLOGIES INC	COM	054540109	1	1028	SH	DEFINED	5
			-----	-----			
			1	1028			
BB&T CORP	COM	054937107	6012	238874	SH	DEFINED	5
			-----	-----			
			6012	238874			
BCE INC	COM NEW	05534B760	1848	44356	SH	DEFINED	5
			-----	-----			
			1848	44356			
BGC PARTNERS INC	CL A	05541T101	6	1000	SH	DEFINED	5
			-----	-----			
			6	1000			
BHP BILLITON PLC	SPONSORED ADR	05545E209	305	5223	SH	DEFINED	5
			-----	-----			
			305	5223			

		FORM 13F						
PAGE 20 OF 186		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----			-----					-----
BP PLC	SPONSORED ADR	055622104	7872	184173	SH	DEFINED	5	
			-----	-----				
			7872	184173				
BP PRUDHOE BAY RTY TR	UNIT BEN INT	055630107	880	7726	SH	DEFINED	5	
			-----	-----				
			880	7726				
BRE PROPERTIES INC	CL A	05564E106	43	856	SH	DEFINED	5	
			-----	-----				
			43	856				
BT GROUP PLC	ADR	05577E101	670	22601	SH	DEFINED	5	
			-----	-----				

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			670	22601		
BMC SOFTWARE INC	COM	055921100	482	14692	SH	DEFINED 5
			-----	-----		
			482	14692		
BABCOCK & WILCOX CO NEW	COM	05615F102	13	524	SH	DEFINED 5
			-----	-----		
			13	524		
BAIDU INC	SPON ADR REP A	056752108	1078	9255	SH	DEFINED 5
			-----	-----		
			1078	9255		
BAKER HUGHES INC	COM	057224107	543	11168	SH	DEFINED 5
			-----	-----		
			543	11168		
BALL CORP	COM	058498106	25	713	SH	DEFINED 5
			-----	-----		
			25	713		
BALLY TECHNOLOGIES INC	COM	05874B107	63	1583	SH	DEFINED 5
			-----	-----		
			63	1583		
BANCFIRST CORP	COM	05945F103	527	14036	SH	DEFINED 5
			-----	-----		
			527	14036		

		FORM 13F						
PAGE 21 OF 186		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
			-----	-----	-----	-----	-----	-----
BANCO BRADESCO S A	SP ADR PFD NEW	059460303	1163	69713	SH		DEFINED 5	
			-----	-----				
			1163	69713				
BANCO SANTANDER SA	ADR	05964H105	35	4605	SH		DEFINED 5	
			-----	-----				
			35	4605				
BANCO SANTANDER BRASIL S A	ADS REP 1 UNIT	05967A107	2	240	SH		DEFINED 5	
			-----	-----				
			2	240				
BANK OF AMERICA CORPORATION	COM	060505104	3837	690052	SH		DEFINED 5	

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			-----	-----		
			3837	690052		
BANK OF AMERICA CORPORATION	7.25%CNV PFD L	060505682	79	100	SH	DEFINED 5
			-----	-----		
			79	100		
BANK HAWAII CORP	COM	062540109	22	500	SH	DEFINED 5
			-----	-----		
			22	500		
BANK KY FINL CORP	COM	062896105	67	3345	SH	DEFINED 5
			-----	-----		
			67	3345		
BANK MONTREAL QUE	COM	063671101	105	1917	SH	DEFINED 5
			-----	-----		
			105	1917		
BANK OF NEW YORK MELLON CORP	COM	064058100	8499	426847	SH	DEFINED 5
			-----	-----		
			8499	426847		
BANK NOVA SCOTIA HALIFAX	COM	064149107	7	135	SH	DEFINED 5
			-----	-----		
			7	135		
BANKRATE INC DEL	COM	06647F102	351	16342	SH	DEFINED 5
			-----	-----		
			351	16342		

				FORM 13F					
PAGE	22 OF	186	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
	BARCLAYS BK PLC	DJUBS CMDT ETN	06738C778	36398	861702	SH			DEFINED 5
				-----	-----				
				36398	861702				
	BARCLAYS BK PLC	IPSP CROIL ETN	06738C786	502	20000	SH			DEFINED 5
				-----	-----				
				502	20000				
	BARCLAYS PLC	ADR	06738E204	167	15169	SH			DEFINED 5
				-----	-----				
				167	15169				

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BARCLAYS BK PLC	ETN DJUBS IND	06738G407	90	2597	SH	DEFINED	5
			-----	-----			
			90	2597			
BARCLAYS BK PLC	ETN DJUBS COPR	06739F101	32	729	SH	DEFINED	5
			-----	-----			
			32	729			
BARCLAYS BANK PLC	ETN DJUBS AGRI	06739H206	119	2232	SH	DEFINED	5
			-----	-----			
			119	2232			
BARCLAYS BANK PLC	ETN DJUBSALUMI	06739H321	6	220	SH	DEFINED	5
			-----	-----			
			6	220			
BARCLAYS BANK PLC	ADR PFD SR 5	06739H362	164	7350	SH	DEFINED	5
			-----	-----			
			164	7350			
BARCLAYS BANK PLC	CARRY ETN 38	06739H412	33	717	SH	DEFINED	5
			-----	-----			
			33	717			
BARCLAYS BANK PLC	SP ADR 7.1%PF3	06739H776	52	2609	SH	DEFINED	5
			-----	-----			
			52	2609			

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
BARCLAYS BK PLC	IPTH S&P VIX N	06740C261	48	1345	SH		DEFINED	5	
			-----	-----					
			48	1345					
BARCLAYS BK PLC	S&P 500 VEQTOR	06740C337	7513	59639	SH		DEFINED	5	
			-----	-----					
			7513	59639					
BARCLAYS BK PLC	IPATH S&P MT E	06740C519	911	15020	SH		DEFINED	5	
			-----	-----					
			911	15020					



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BARCLAYS BK PLC	IPTH PURE BRD	06740P114	13	300	SH	DEFINED	5
			-----	-----			
			13	300			
BARCLAYS BK PLC	IPATH DYNM VIX	06741L609	3179	56220	SH	DEFINED	5
			-----	-----			
			3179	56220			
BARRICK GOLD CORP	COM	067901108	47	1045	SH	DEFINED	5
			-----	-----			
			47	1045			
BARRETT BILL CORP	COM	06846N104	936	27474	SH	DEFINED	5
			-----	-----			
			936	27474			
BASSETT FURNITURE INDS INC	COM	070203104	3	412	SH	DEFINED	5
			-----	-----			
			3	412			
BAXTER INTL INC	COM	071813109	5450	110149	SH	DEFINED	5
			-----	-----			
			5450	110149			
BE AEROSPACE INC	COM	073302101	49	1275	SH	DEFINED	5
			-----	-----			
			49	1275			
BEACON ROOFING SUPPLY INC	COM	073685109	130	6422	SH	DEFINED	5
			-----	-----			
			130	6422			

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				NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA		
-----	-----	-----	-----	-----	-----	-----	-----	-----		
BEAM INC	COM	073730103	7040	137424	SH	DEFINED	5			
			-----	-----						
			7040	137424						
BECTON DICKINSON & CO	COM	075887109	14086	188515	SH	DEFINED	5			
			-----	-----						
			14086	188515						
BED BATH & BEYOND INC	COM	075896100	28	486	SH	DEFINED	5			
			-----	-----						

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			28	486		
BEMIS INC	COM	081437105	137	4563	SH	DEFINED 5
			-----	-----		
			137	4563		
BENCHMARK ELECTRS INC	COM	08160H101	816	60597	SH	DEFINED 5
			-----	-----		
			816	60597		
BERKLEY W R CORP	COM	084423102	21	625	SH	DEFINED 5
			-----	-----		
			21	625		
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	0	44	SH	DEFINED 5
			-----	-----		
				44		
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	13911	182319	SH	DEFINED 5
			-----	-----		
			13911	182319		
BERKSHIRE HILLS BANCORP INC	COM	084680107	179	8087	SH	DEFINED 5
			-----	-----		
			179	8087		
BEST BUY INC	COM	086516101	546	23371	SH	DEFINED 5
			-----	-----		
			546	23371		
BHP BILLITON LTD	SPONSORED ADR	088606108	2865	40570	SH	DEFINED 5
			-----	-----		
			2865	40570		

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				NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA		
-----	-----	-----	-----	-----	-----	-----	-----	-----		
BIG LOTS INC	COM	089302103	54	1420	SH		DEFINED 5			
			-----	-----						
			54	1420						
BIO-REFERENCE LABS INC	COM \$.01 NEW	09057G602	94	5777	SH		DEFINED 5			
			-----	-----						
			94	5777						
BIO RAD LABS INC	CL A	090572207	614	6396	SH		DEFINED 5			

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			-----	-----		
			614	6396		
BIOGEN IDEC INC	COM	09062X103	1725	15675	SH	DEFINED 5
			-----	-----		
			1725	15675		
BIOSCRIP INC	COM	09069N108	218	39946	SH	DEFINED 5
			-----	-----		
			218	39946		
BLACK DIAMOND INC	COM	09202G101	7	1000	SH	DEFINED 5
			-----	-----		
			7	1000		
BLACK HILLS CORP	COM	092113109	246	7317	SH	DEFINED 5
			-----	-----		
			246	7317		
BLACKROCK INVT QLTY MUN TR	COM	09247B109	13	1000	SH	DEFINED 5
			-----	-----		
			13	1000		
BLACKROCK NJ INVT QUALITY MU	COM	09247C107	41	3050	SH	DEFINED 5
			-----	-----		
			41	3050		
BLACKROCK INVT QUALITY MUN T	COM	09247D105	16	1071	SH	DEFINED 5
			-----	-----		
			16	1071		
BLACKROCK INCOME TR INC	COM	09247F100	35	4835	SH	DEFINED 5
			-----	-----		
			35	4835		

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				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA		
BLACKROCK INC	COM	09247X101	3936	22083	SH	DEFINED	5			
			-----	-----						
			3936	22083						
BLACKROCK INCOME OPP TRUST I	COM	092475102	41	4000	SH	DEFINED	5			
			-----	-----						
			41	4000						

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BLACKROCK MUNICIPL INC QLT	COM	092479104	14	923	SH	DEFINED	5
			-----	-----			
			14	923			
BLACKROCK MUNI 2018 TERM TR	COM	09248C106	41	2500	SH	DEFINED	5
			-----	-----			
			41	2500			
BLACKROCK MUN INCOME TR	SH BEN INT	09248F109	20	1450	SH	DEFINED	5
			-----	-----			
			20	1450			
BLACKROCK MUNIC INCM INVST T	SH BEN INT	09248H105	54	3802	SH	DEFINED	5
			-----	-----			
			54	3802			
BLACKROCK STRATEGIC MUN TR	COM	09248T109	27	2000	SH	DEFINED	5
			-----	-----			
			27	2000			
BLACKROCK MUNICIPAL BOND TR	COM	09249H104	5	300	SH	DEFINED	5
			-----	-----			
			5	300			
BLACKROCK MUNIC BD INVST TR	COM	09249K107	15	1000	SH	DEFINED	5
			-----	-----			
			15	1000			
BLACKROCK MUNI INCOME TR II	COM	09249N101	24	1576	SH	DEFINED	5
			-----	-----			
			24	1576			
BLACKROCK MUN 2020 TERM TR	COM SHS	09249X109	38	2400	SH	DEFINED	5
			-----	-----			
			38	2400			

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				NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA			
-----	-----	-----	-----	-----	-----	-----	-----			
BLACKROCK STRAT EQUITY DIV T	COM	09249Y107	32	3300	SH	DEFINED	5			
			-----	-----						
			32	3300						
BLACKROCK LONG-TERM MUNI ADV	COM	09250B103	18	1500	SH	DEFINED	5			
			-----	-----						
			18	1500						

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BLACKROCK HIGH INCOME SHS	SHS BEN INT	09250E107	19	8816	SH	DEFINED	5
			-----	-----			
			19	8816			
BLACKROCK EQUITY DIV TRUST	COM	09250N107	35	3910	SH	DEFINED	5
			-----	-----			
			35	3910			
BLACKROCK ENERGY & RES TR	COM	09250U101	35	1450	SH	DEFINED	5
			-----	-----			
			35	1450			
BLACKROCK ENHANCED EQT DIV T	COM	09251A104	6	830	SH	DEFINED	5
			-----	-----			
			6	830			
BLACKROCK INTL GRWTH & INC T	COM BENE INTER	092524107	2	275	SH	DEFINED	5
			-----	-----			
			2	275			
BLACKROCK MUNIVEST FD INC	COM	09253R105	798	76439	SH	DEFINED	5
			-----	-----			
			798	76439			
BLACKROCK MUNIVEST FD II INC	COM	09253T101	71	4445	SH	DEFINED	5
			-----	-----			
			71	4445			
BLACKSTONE GROUP L P	COM UNIT LTD	09253U108	46	3300	SH	DEFINED	5
			-----	-----			
			46	3300			
BLACKROCK MUNI INTER DR FD I	COM	09253X102	62	4063	SH	DEFINED	5
			-----	-----			
			62	4063			

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PAGE	28 OF	186	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	O	MA
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
BLACKROCK MUNIENHANCED FD IN	COM	09253Y100	76	6562	SH		DEFINED	5	
			-----	-----					
			76	6562					
BLACKROCK REAL ASSET EQUITY	COM	09254B109	60	5583	SH		DEFINED	5	
			-----	-----					

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					60	5583		
BLACKROCK MUNIYIELD QLTY FD	COM	09254E103	80	5632	SH	DEFINED	5	
			80	5632				
BLACKROCK MUNIYIELD QUALITY	COM	09254F100	183	11552	SH	DEFINED	5	
			183	11552				
BLACKROCK MUNIASSETS FD INC	COM	09254J102	8	663	SH	DEFINED	5	
			8	663				
BLACKROCK MUNIHLDS INVSTM QL	COM	09254P108	9	650	SH	DEFINED	5	
			9	650				
BLACKROCK MUNIYIELD INVST FD	COM	09254R104	15	1000	SH	DEFINED	5	
			15	1000				
BLACKROCK MUNIYLD INVST QLTY	COM	09254T100	33	2300	SH	DEFINED	5	
			33	2300				
BLACKROCK MUNIYLD MICH QLTY	COM	09254V105	63	4074	SH	DEFINED	5	
			63	4074				
BLACKROCK MUNIYLD MICH QLTY	COM	09254W103	20	1375	SH	DEFINED	5	
			20	1375				
BLACKROCK MUNIHLDGS NJ QLTY	COM	09254X101	104	6615	SH	DEFINED	5	
			104	6615				

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				NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA		
BLACKROCK MUNIYIELD N J FD I	COM	09254Y109	54	3450	SH		DEFINED	5		
			54	3450						
BLACKROCK CORPOR HI YLD FD V	COM	09255N102	20	1751	SH		DEFINED	5		

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					20	1751		
BLACKROCK CORPOR HI YLD FD V	COM	09255P107	5	441	SH		DEFINED	5
			5	441				
BLACKROCK DEBT STRAT FD INC	COM	09255R103	8	2000	SH		DEFINED	5
			8	2000				
BLACKROCK ENH CAP & INC FD I	COM	09256A109	12	953	SH		DEFINED	5
			12	953				
BLOCK H & R INC	COM	093671105	42	2554	SH		DEFINED	5
			42	2554				
BLUEGREEN CORP	COM	096231105	19	6900	SH		DEFINED	5
			19	6900				
BOARDWALK PIPELINE PARTNERS	UT LTD PARTNER	096627104	300	10844	SH		DEFINED	5
			300	10844				
BOB EVANS FARMS INC	COM	096761101	213	6358	SH		DEFINED	5
			213	6358				
BODY CENT CORP	COM	09689U102	449	18006	SH		DEFINED	5
			449	18006				
BOEING CO	COM	097023105	10625	144853	SH		DEFINED	5
			10625	144853				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN						
BORGWARNER INC	COM	099724106	4398	68994	SH		DEFINED					5
			4398	68994								

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BOSTON PRIVATE FINL HLDGS IN	COM	101119105	3	381	SH	DEFINED	5
			-----	-----			
			3	381			
BOSTON PROPERTIES INC	COM	101121101	1718	17254	SH	DEFINED	5
			-----	-----			
			1718	17254			
BOSTON SCIENTIFIC CORP	COM	101137107	10	1929	SH	DEFINED	5
			-----	-----			
			10	1929			
BOYD GAMING CORP	COM	103304101	4	500	SH	DEFINED	5
			-----	-----			
			4	500			
BRADY CORP	CL A	104674106	1	34	SH	DEFINED	5
			-----	-----			
			1	34			
BRANDYWINE RLTY TR	SH BEN INT NEW	105368203	164	17310	SH	DEFINED	5
			-----	-----			
			164	17310			
BRF-BRASIL FOODS S A	SPONSORED ADR	10552T107	1298	66388	SH	DEFINED	5
			-----	-----			
			1298	66388			
BRASIL TELECOM SA	SPONS ADR PFD	10553M101	1	60	SH	DEFINED	5
			-----	-----			
			1	60			
BRASIL TELECOM SA	SPON ADR COM	10553M200	0	34	SH	DEFINED	5
			-----	-----			
				34			
BREITBURN ENERGY PARTNERS LP	COM UT LTD PTN	106776107	10	500	SH	DEFINED	5
			-----	-----			
			10	500			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O		
-----										
BRIGGS & STRATTON CORP	COM	109043109	8	500	SH	DEFINED	5			
			-----	-----						
			8	500						



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BRINKS CO	COM	109696104	52	1948	SH	DEFINED	5
			-----	-----			
			52	1948			
BRISTOL MYERS SQUIBB CO	COM	110122108	32881	933062	SH	DEFINED	5
			-----	-----			
			32881	933062			
BRITISH AMERN TOB PLC	SPONSORED ADR	110448107	2339	24649	SH	DEFINED	5
			-----	-----			
			2339	24649			
BROADCOM CORP	CL A	111320107	103	3503	SH	DEFINED	5
			-----	-----			
			103	3503			
BROADRIDGE FINL SOLUTIONS IN	COM	11133T103	63	2789	SH	DEFINED	5
			-----	-----			
			63	2789			
BROCADE COMMUNICATIONS SYS I	COM NEW	111621306	61	11752	SH	DEFINED	5
			-----	-----			
			61	11752			
BROOKFIELD ASSET MGMT INC	CL A LTD VT SH	112585104	159	5774	SH	DEFINED	5
			-----	-----			
			159	5774			
BROWN FORMAN CORP	CL A	115637100	33	418	SH	DEFINED	5
			-----	-----			
			33	418			
BROWN FORMAN CORP	CL B	115637209	2645	32851	SH	DEFINED	5
			-----	-----			
			2645	32851			
BRUNSWICK CORP	COM	117043109	796	44090	SH	DEFINED	5
			-----	-----			
			796	44090			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	CALL DSCRETN	MA		
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
BUCKEYE PARTNERS L P	UNIT LTD PARTN	118230101	223	3483	SH	DEFINED	5		
			-----	-----					

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			223	3483		
BUFFALO WILD WINGS INC	COM	119848109	864	12800	SH	DEFINED 5
			-----	-----		
			864	12800		
C&J ENERGY SVCS INC	COM	12467B304	1	50	SH	DEFINED 5
			-----	-----		
			1	50		
CBIZ INC	COM	124805102	478	78161	SH	DEFINED 5
			-----	-----		
			478	78161		
CBL & ASSOC PPTYS INC	COM	124830100	17	1064	SH	DEFINED 5
			-----	-----		
			17	1064		
CBS CORP NEW	CL B	124857202	684	25200	SH	DEFINED 5
			-----	-----		
			684	25200		
CBOE HLDGS INC	COM	12503M108	243	9387	SH	DEFINED 5
			-----	-----		
			243	9387		
CBRE CLARION GLOBAL REAL EST	COM	12504G100	27	3901	SH	DEFINED 5
			-----	-----		
			27	3901		
CBRE GROUP INC	CL A	12504L109	42	2760	SH	DEFINED 5
			-----	-----		
			42	2760		
CF INDS HLDGS INC	COM	125269100	153	1055	SH	DEFINED 5
			-----	-----		
			153	1055		
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	12577	180241	SH	DEFINED 5
			-----	-----		
			12577	180241		

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				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA		
-----										
CIGNA CORPORATION	COM	125509109	3055	72741	SH	DEFINED 5				

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			3055	72741		
CIT GROUP INC	COM NEW	125581801	50	1425	SH	DEFINED 5
			50	1425		
CME GROUP INC	COM	12572Q105	137	562	SH	DEFINED 5
			137	562		
CMS ENERGY CORP	COM	125896100	258	11680	SH	DEFINED 5
			258	11680		
CNOOC LTD	SPONSORED ADR	126132109	1080	6185	SH	DEFINED 5
			1080	6185		
CNO FINL GROUP INC	COM	12621E103	1313	208112	SH	DEFINED 5
			1313	208112		
CRH PLC	ADR	12626K203	1	30	SH	DEFINED 5
			1	30		
CSR PLC	SPONSORED ADR	12640Y205	0	39	SH	DEFINED 5
				39		
CSX CORP	COM	126408103	7820	371327	SH	DEFINED 5
			7820	371327		
CTC MEDIA INC	COM	12642X106	4	483	SH	DEFINED 5
			4	483		
CVS CAREMARK CORPORATION	COM	126650100	23278	570828	SH	DEFINED 5
			23278	570828		

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CA INC	COM	12673P105	135	6680	SH	DEFINED	5
			-----	-----			
			135	6680			
CABELAS INC	COM	126804301	1492	58695	SH	DEFINED	5
			-----	-----			
			1492	58695			
CABLEVISION SYS CORP	CL A NY CABLVS	12686C109	48	3371	SH	DEFINED	5
			-----	-----			
			48	3371			
CABOT MICROELECTRONICS CORP	COM	12709P103	157	3329	SH	DEFINED	5
			-----	-----			
			157	3329			
CABOT OIL & GAS CORP	COM	127097103	659	8686	SH	DEFINED	5
			-----	-----			
			659	8686			
CACI INTL INC	CL A	127190304	35	625	SH	DEFINED	5
			-----	-----			
			35	625			
CADENCE DESIGN SYSTEM INC	COM	127387108	19	1824	SH	DEFINED	5
			-----	-----			
			19	1824			
CALAMOS CONV OPP AND INC FD	SH BEN INT	128117108	16	1396	SH	DEFINED	5
			-----	-----			
			16	1396			
CALAMOS STRATEGIC TOTL RETN	COM SH BEN INT	128125101	20	2403	SH	DEFINED	5
			-----	-----			
			20	2403			
CALGON CARBON CORP	COM	129603106	1612	102631	SH	DEFINED	5
			-----	-----			
			1612	102631			
CALIFORNIA WTR SVC GROUP	COM	130788102	237	12984	SH	DEFINED	5
			-----	-----			
			237	12984			

PAGE		FORM 13F		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
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NAME OF ISSUER		(X\$1000)	PRN AMT	PRN	CALL	DSCRETN			MA	
-----		-----	-----	-----	-----	-----	-----	-----	-----	

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CALLIDUS SOFTWARE INC	COM	13123E500	3	525	SH	DEFINED	5
			-----	-----			
			3	525			
CALPINE CORP	COM NEW	131347304	47	2905	SH	DEFINED	5
			-----	-----			
			47	2905			
CALUMET SPECIALTY PRODS PTNR	UT LTD PARTNER	131476103	786	39000	SH	DEFINED	5
			-----	-----			
			786	39000			
CAMDEN PPTY TR	SH BEN INT	133131102	780	12528	SH	DEFINED	5
			-----	-----			
			780	12528			
CAMERON INTERNATIONAL CORP	COM	13342B105	140	2853	SH	DEFINED	5
			-----	-----			
			140	2853			
CAMPBELL SOUP CO	COM	134429109	1544	46439	SH	DEFINED	5
			-----	-----			
			1544	46439			
CAMPUS CREST CMNTYS INC	COM	13466Y105	2	170	SH	DEFINED	5
			-----	-----			
			2	170			
CDN IMPERIAL BK OF COMMERCE	COM	136069101	42	585	SH	DEFINED	5
			-----	-----			
			42	585			
CANADIAN NATL RY CO	COM	136375102	2247	28606	SH	DEFINED	5
			-----	-----			
			2247	28606			
CANADIAN NAT RES LTD	COM	136385101	154	4114	SH	DEFINED	5
			-----	-----			
			154	4114			
CANADIAN PAC RY LTD	COM	13645T100	2702	39930	SH	DEFINED	5
			-----	-----			
			2702	39930			

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CANON INC	ADR	138006309	1045	23725	SH	DEFINED	5
			1045	23725			
CAPELLA EDUCATION COMPANY	COM	139594105	46	1288	SH	DEFINED	5
			46	1288			
CAPITAL ONE FINL CORP	COM	14040H105	3349	79185	SH	DEFINED	5
			3349	79185			
CAPSTONE TURBINE CORP	COM	14067D102	6	5000	SH	DEFINED	5
			6	5000			
CAPSTEAD MTG CORP	PFD B CV \$1.26	14067E308	4	300	SH	DEFINED	5
			4	300			
CAPSTEAD MTG CORP	COM NO PAR	14067E506	56	4500	SH	DEFINED	5
			56	4500			
CARBO CERAMICS INC	COM	140781105	9	75	SH	DEFINED	5
			9	75			
CARDINAL HEALTH INC	COM	14149Y108	3555	87533	SH	DEFINED	5
			3555	87533			
CARDTRONICS INC	COM	14161H108	1118	41307	SH	DEFINED	5
			1118	41307			
CAREFUSION CORP	COM	14170T101	284	11188	SH	DEFINED	5
			284	11188			
CARLISLE COS INC	COM	142339100	43	967	SH	DEFINED	5
			43	967			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN CALL	DSCRETN	MA
CARMAX INC	COM	143130102	45	1476	SH		DEFINED	5
			45	1476				
CARNIVAL PLC	ADR	14365C103	1010	30679	SH		DEFINED	5
			1010	30679				
CARNIVAL CORP	PAIRED CTF	143658300	422	12940	SH		DEFINED	5
			422	12940				
CARPENTER TECHNOLOGY CORP	COM	144285103	858	16670	SH		DEFINED	5
			858	16670				
CARRIZO OIL & CO INC	COM	144577103	13	500	SH		DEFINED	5
			13	500				
CARTER INC	COM	146229109	5	116	SH		DEFINED	5
			5	116				
CASH AMER INTL INC	COM	14754D100	470	10074	SH		DEFINED	5
			470	10074				
CASS INFORMATION SYS INC	COM	14808P109	89	2436	SH		DEFINED	5
			89	2436				
CATERPILLAR INC DEL	COM	149123101	19868	219297	SH		DEFINED	5
			19868	219297				
CEDAR FAIR L P	DEPOSITRY UNIT	150185106	470	21880	SH		DEFINED	5
			470	21880				
CELANESE CORP DEL	COM SER A	150870103	117	2641	SH		DEFINED	5
			117	2641				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
CELL THERAPEUTICS INC	COM NO PAR NEW	150934602	5	4363	SH		DEFINED	5
			5	4363				
CELGENE CORP	COM	151020104	16307	241229	SH		DEFINED	5
			16307	241229				
CELGENE CORP	RIGHT 12/31/20	151020112	0	52	SH		DEFINED	5
				52				
CEMEX SAB DE CV	SPON ADR NEW	151290889	16	3022	SH		DEFINED	5
			16	3022				
CENOVUS ENERGY INC	COM	15135U109	60	1793	SH		DEFINED	5
			60	1793				
CENTERPOINT ENERGY INC	COM	15189T107	184	9166	SH		DEFINED	5
			184	9166				
CENTRAL FD CDA LTD	CL A	153501101	35	1800	SH		DEFINED	5
			35	1800				
CEPHEID	COM	15670R107	496	14415	SH		DEFINED	5
			496	14415				
CENTURYLINK INC	COM	156700106	18597	499928	SH		DEFINED	5
			18597	499928				
CERADYNE INC	COM	156710105	8	302	SH		DEFINED	5
			8	302				
CERNER CORP	COM	156782104	3879	63331	SH		DEFINED	5
			3879	63331				



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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
	CHARLES & COLVARD LTD	COM	159765106	2	850	SH		DEFINED	5
				2	850				
	CHART INDS INC	COM PAR \$0.01	16115Q308	2462	45529	SH		DEFINED	5
				2462	45529				
	CHEESECAKE FACTORY INC	COM	163072101	160	5437	SH		DEFINED	5
				160	5437				
	CHEMED CORP NEW	COM	16359R103	532	10388	SH		DEFINED	5
				532	10388				
	CHEMICAL FINL CORP	COM	163731102	192	8984	SH		DEFINED	5
				192	8984				
	CHEROKEE INC DEL NEW	COM	16444H102	26	2234	SH		DEFINED	5
				26	2234				
	CHESAPEAKE ENERGY CORP	COM	165167107	1248	55987	SH		DEFINED	5
				1248	55987				
	CHESAPEAKE MIDSTREAM PARTNER	UNIT	16524K108	58	2000	SH		DEFINED	5
				58	2000				
	CHESAPEAKE UTILS CORP	COM	165303108	18	405	SH		DEFINED	5
				18	405				
	CHEVRON CORP NEW	COM	166764100	126240	1186470	SH		DEFINED	5
				126240	1186470				
	CHICAGO BRIDGE & IRON CO N V	N Y REGISTRY S	167250109	159	4200	SH		DEFINED	5
				159	4200				

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			FORM 13F						
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
CHICOS FAS INC	COM	168615102	271	24300	SH		DEFINED	5	
			271	24300					
CHIMERA INVT CORP	COM	16934Q109	450	179385	SH		DEFINED	5	
			450	179385					
CHINA FD INC	COM	169373107	163	7949	SH		DEFINED	5	
			163	7949					
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	223	4596	SH		DEFINED	5	
			223	4596					
CHINA PETE & CHEM CORP	SPON ADR H SHS	16941R108	1323	12598	SH		DEFINED	5	
			1323	12598					
CHINACAST EDU CORP	COM	16946T109	175	28579	SH		DEFINED	5	
			175	28579					
CHIPOTLE MEXICAN GRILL INC	COM	169656105	788	2332	SH		DEFINED	5	
			788	2332					
CHIQUITA BRANDS INTL INC	COM	170032809	94	11265	SH		DEFINED	5	
			94	11265					
CHUBB CORP	COM	171232101	19441	280859	SH		DEFINED	5	
			19441	280859					
CHURCH & DWIGHT INC	COM	171340102	160	3492	SH		DEFINED	5	
			160	3492					
CHURCHILL DOWNS INC	COM	171484108	10	200	SH		DEFINED	5	
			10	200					

			FORM 13F						
PAGE 41 OF 186			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
CIMAREX ENERGY CO	COM	171798101	282	4549	SH		DEFINED	5	

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				282	4549		
CINCINNATI BELL INC NEW	COM	171871106	132	43500	SH	DEFINED	5
			132	43500			
CINCINNATI FINL CORP	COM	172062101	30561	1003317	SH	DEFINED	5
			30561	1003317			
CISCO SYS INC	COM	17275R102	29949	1656459	SH	DEFINED	5
			29949	1656459			
CINTAS CORP	COM	172908105	1514	43483	SH	DEFINED	5
			1514	43483			
CITIGROUP INC	COM NEW	172967424	9480	360309	SH	DEFINED	5
			9480	360309			
CITIZENS REPUBLIC BANCORP IN	COM NEW	174420307	174	15227	SH	DEFINED	5
			174	15227			
CITIZENS INC	CL A	174740100	1	67	SH	DEFINED	5
			1	67			
CITRIX SYS INC	COM	177376100	66	1090	SH	DEFINED	5
			66	1090			
CLARCOR INC	COM	179895107	5	100	SH	DEFINED	5
			5	100			
CLAYMORE EXCHANGE TRD FD TR	GUGG BRIC ETF	18383M100	335	9570	SH	DEFINED	5
			335	9570			

PAGE		42 OF 186		FORM 13F						
				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (\$1000)	SHARES/ PRN	AMT	SH/ PUT/ INVSTMT	CALL	DSCRETN	O MA	
CLAYMORE EXCHANGE TRD FD TR	GUG MULTI ASSE	18383M506	33	1600	SH	DEFINED			5	
			33	1600						
CLAYMORE EXCHANGE TRD FD TR	GUGG CA ENRG I	18383Q606	29	1700	SH	DEFINED			5	
			29	1700						

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CLAYMORE EXCHANGE TRD FD TR	GUGG FRNTR MKT	18383Q838	1857	102354	SH	DEFINED	5
			-----	-----			
			1857	102354			
CLAYMORE EXCHANGE TRD FD TR	GUGG TIMBER ET	18383Q879	3	200	SH	DEFINED	5
			-----	-----			
			3	200			
CLEAN HARBORS INC	COM	184496107	178	2800	SH	DEFINED	5
			-----	-----			
			178	2800			
CLIFFS NATURAL RESOURCES INC	COM	18683K101	655	10500	SH	DEFINED	5
			-----	-----			
			655	10500			
CLOROX CO DEL	COM	189054109	1484	22303	SH	DEFINED	5
			-----	-----			
			1484	22303			
COACH INC	COM	189754104	1166	19095	SH	DEFINED	5
			-----	-----			
			1166	19095			
COCA COLA BOTTLING CO CONS	COM	191098102	117	2000	SH	DEFINED	5
			-----	-----			
			117	2000			
COCA COLA CO	COM	191216100	88232	1260997	SH	DEFINED	5
			-----	-----			
			88232	1260997			
COCA COLA ENTERPRISES INC NE	COM	19122T109	74	2872	SH	DEFINED	5
			-----	-----			
			74	2872			

PAGE		43 OF 186		FORM 13F						
				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER			TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
-----			-----	-----	-----	-----	-----	-----	-----	-----
COCA COLA FEMSA S A B DE C V			SPON ADR REP L	191241108	1152	12096	SH		DEFINED	5
					-----	-----				
					1152	12096				
COEUR D ALENE MINES CORP IDA			COM NEW	192108504	578	23941	SH		DEFINED	5
					-----	-----				
					578	23941				
COGENT COMM GROUP INC			COM NEW	19239V302	448	26501	SH		DEFINED	5
					-----	-----				
					448	26501				
COGNEX CORP			COM	192422103	18	500	SH		DEFINED	5
					-----	-----				
					18	500				

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COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	2318	36037	SH	DEFINED	5
			-----	-----			
			2318	36037			
COHEN & STEERS TOTAL RETURN	COM	19247R103	12	1040	SH	DEFINED	5
			-----	-----			
			12	1040			
COHEN & STEERS REIT & PFD IN	COM	19247X100	7	500	SH	DEFINED	5
			-----	-----			
			7	500			
COHEN & STEERS INFRASTRUCTUR	COM	19248A109	3	220	SH	DEFINED	5
			-----	-----			
			3	220			
COHEN & STEERS GLOBAL INC BL	COM	19248M103	14	1500	SH	DEFINED	5
			-----	-----			
			14	1500			
COINSTAR INC	COM	19259P300	1280	28055	SH	DEFINED	5
			-----	-----			
			1280	28055			
COLFAX CORP	COM	194014106	505	17725	SH	DEFINED	5
			-----	-----			
			505	17725			

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PAGE 44 OF 186		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
COLGATE PALMOLIVE CO	COM	194162103	21439	232047	SH		DEFINED	5	
			-----	-----					
			21439	232047					
COLLECTORS UNIVERSE INC	COM NEW	19421R200	4	300	SH		DEFINED	5	
			-----	-----					
			4	300					
COMCAST CORP NEW	CL A	20030N101	11722	494384	SH		DEFINED	5	
			-----	-----					
			11722	494384					
COMCAST CORP NEW	CL A SPL	20030N200	106	4515	SH		DEFINED	5	
			-----	-----					
			106	4515					
COMERICA INC	COM	200340107	1470	56988	SH		DEFINED	5	
			-----	-----					
			1470	56988					
COMMERCE BANCSHARES INC	COM	200525103	3099	81306	SH		DEFINED	5	
			-----	-----					

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			3099	81306		
COMMUNITY HEALTH SYS INC NEW	COM	203668108	9	510	SH	DEFINED 5
			-----	-----		
			9	510		
COMMVAULT SYSTEMS INC	COM	204166102	519	12158	SH	DEFINED 5
			-----	-----		
			519	12158		
COMPANHIA DE BEBIDAS DAS AME	SPON ADR PFD	20441W203	111	3077	SH	DEFINED 5
			-----	-----		
			111	3077		
COMPASS MINERALS INTL INC	COM	20451N101	6	89	SH	DEFINED 5
			-----	-----		
			6	89		
COMPLETE PRODUCTION SERVICES	COM	20453E109	473	14106	SH	DEFINED 5
			-----	-----		
			473	14106		

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PAGE 45 OF 186			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN			
-----	-----	-----	-----	-----	-----	-----	-----	-----	
COMPRESSCO PARTNERS L P	COM UNIT	20467A101	114	7600	SH		DEFINED	5	
			-----	-----					
			114	7600					
COMPUTER PROGRAMS & SYS INC	COM	205306103	189	3691	SH		DEFINED	5	
			-----	-----					
			189	3691					
COMPUTER SCIENCES CORP	COM	205363104	78	3293	SH		DEFINED	5	
			-----	-----					
			78	3293					
COMPUWARE CORP	COM	205638109	5	631	SH		DEFINED	5	
			-----	-----					
			5	631					
COMTECH TELECOMMUNICATIONS C	COM NEW	205826209	106	3702	SH		DEFINED	5	
			-----	-----					
			106	3702					
CONAGRA FOODS INC	COM	205887102	2134	80818	SH		DEFINED	5	
			-----	-----					
			2134	80818					
CONCHO RES INC	COM	20605P101	1747	18639	SH		DEFINED	5	
			-----	-----					
			1747	18639					
CONCUR TECHNOLOGIES INC	COM	206708109	114	2236	SH		DEFINED	5	

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		-----		-----			
		114	2236				
CONOCOPHILLIPS	COM	20825C104	58933	808738	SH	DEFINED	5
		-----	-----				
		58933	808738				
CONSOL ENERGY INC	COM	20854P109	86	2340	SH	DEFINED	5
		-----	-----				
		86	2340				
CONSOLIDATED EDISON INC	COM	209115104	4827	77816	SH	DEFINED	5
		-----	-----				
		4827	77816				

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PAGE	46 OF	186	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
		-----	-----	-----	-----	-----	-----	-----	-----
CONSOLIDATED GRAPHICS INC	COM	209341106	168	3478	SH	DEFINED	5		
		-----	-----						
		168	3478						
CONSTANT CONTACT INC	COM	210313102	53	2278	SH	DEFINED	5		
		-----	-----						
		53	2278						
CONSTELLATION BRANDS INC	CL A	21036P108	56	2715	SH	DEFINED	5		
		-----	-----						
		56	2715						
CONSTELLATION ENERGY GROUP I	COM	210371100	197	4959	SH	DEFINED	5		
		-----	-----						
		197	4959						
CONTINENTAL RESOURCES INC	COM	212015101	27	403	SH	DEFINED	5		
		-----	-----						
		27	403						
CONVERGYS CORP	COM	212485106	84	6568	SH	DEFINED	5		
		-----	-----						
		84	6568						
COOPER COS INC	COM NEW	216648402	20	288	SH	DEFINED	5		
		-----	-----						
		20	288						
COOPER TIRE & RUBR CO	COM	216831107	68	4846	SH	DEFINED	5		
		-----	-----						
		68	4846						
COPANO ENERGY L L C	COM UNITS	217202100	26	767	SH	DEFINED	5		
		-----	-----						
		26	767						

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CORN PRODS INTL INC	COM	219023108	445	8454	SH	DEFINED	5
			-----	-----			
			445	8454			
CORNING INC	COM	219350105	2866	220789	SH	DEFINED	5
			-----	-----			
			2866	220789			

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PAGE 47 OF 186		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	DSCRETN	O MA	
-----		-----		-----		-----		
CORRECTIONS CORP AMER NEW	COM NEW	22025Y407	941	46182	SH	DEFINED	5	
			-----	-----				
			941	46182				
CORVEL CORP	COM	221006109	8	150	SH	DEFINED	5	
			-----	-----				
			8	150				
COSTCO WHSL CORP NEW	COM	22160K105	7656	91883	SH	DEFINED	5	
			-----	-----				
			7656	91883				
COSTAR GROUP INC	COM	22160N109	96	1438	SH	DEFINED	5	
			-----	-----				
			96	1438				
COURIER CORP	COM	222660102	3	225	SH	DEFINED	5	
			-----	-----				
			3	225				
COVANCE INC	COM	222816100	1007	22017	SH	DEFINED	5	
			-----	-----				
			1007	22017				
COVENTRY HEALTH CARE INC	COM	222862104	7	239	SH	DEFINED	5	
			-----	-----				
			7	239				
CRACKER BARREL OLD CTRY STOR	COM	22410J106	34	679	SH	DEFINED	5	
			-----	-----				
			34	679				
CRANE CO	COM	224399105	21	453	SH	DEFINED	5	
			-----	-----				
			21	453				
CREDIT SUISSE ASSET MGMT INC	COM	224916106	43	11711	SH	DEFINED	5	
			-----	-----				
			43	11711				
CREDIT SUISSE NASSAU BRH	ETN LKD 30MLP	22542D852	318	12700	SH	DEFINED	5	
			-----	-----				
			318	12700				



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PAGE	48 OF	186	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
	CREDIT SUISSE HIGH YLD BND F	SH BEN INT	22544F103	8	2906	SH		DEFINED	5
				8	2906				
	CREE INC	COM	225447101	58	2628	SH		DEFINED	5
				58	2628				
	CROCS INC	COM	227046109	22	1500	SH		DEFINED	5
				22	1500				
	CROSS TIMBERS RTY TR	TR UNIT	22757R109	342	7000	SH		DEFINED	5
				342	7000				
	CROWN CASTLE INTL CORP	COM	228227104	96	2144	SH		DEFINED	5
				96	2144				
	CROWN HOLDINGS INC	COM	228368106	52	1563	SH		DEFINED	5
				52	1563				
	CUBESMART	COM	229663109	209	19685	SH		DEFINED	5
				209	19685				
	CULLEN FROST BANKERS INC	COM	229899109	2567	48516	SH		DEFINED	5
				2567	48516				
	CUMMINS INC	COM	231021106	10404	118206	SH		DEFINED	5
				10404	118206				
	CURRENCYSHARES AUSTRALIAN DL	AUSTRALIAN DOL	23129U101	15	150	SH		DEFINED	5
				15	150				
	CURRENCYSHARES SWISS FRANC T	SWISS FRANC SH	23129V109	13	120	SH		DEFINED	5
				13	120				

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PAGE	49 OF	186	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
	CURRENCYSHS JAPANESE YEN TR	JAPANESE YEN	23130A102	28	215	SH		DEFINED	5	
				28	215					
	CURRENCYSHARES EURO TR	EURO SHS	23130C108	13	100	SH		DEFINED	5	
				13	100					
	CUTWATER SELECT INCOME FD	COM	232229104	1	63	SH		DEFINED	5	
				1	63					
	CYMER INC	COM	232572107	5	100	SH		DEFINED	5	
				5	100					
	DNP SELECT INCOME FD	COM	23325P104	508	46553	SH		DEFINED	5	
				508	46553					
	D R HORTON INC	COM	23331A109	1151	91289	SH		DEFINED	5	
				1151	91289					
	DTE ENERGY CO	COM	233331107	535	9833	SH		DEFINED	5	
				535	9833					
	DWS HIGH INCOME TR	SHS NEW	23337C208	15	1495	SH		DEFINED	5	
				15	1495					
	DXP ENTERPRISES INC NEW	COM NEW	233377407	297	9234	SH		DEFINED	5	
				297	9234					
	DWS MUN INCOME TR	COM	23338M106	75	5425	SH		DEFINED	5	
				75	5425					
	DWS STRATEGIC INCOME TR	SHS	23338N104	22	1672	SH		DEFINED	5	
				22	1672					

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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
	DWS GLOBAL HIGH INCOME FD	COM	23338W104	17	2299	SH		DEFINED	5	

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				17	2299		
DANA HLDG CORP	COM	235825205	26	2100	SH	DEFINED	5
			-----	-----			
			26	2100			
DANAHER CORP DEL	NOTE	1 235851AF9	819	6000	SH	DEFINED	5
			-----	-----			
			819	6000			
DANAHER CORP DEL	COM	235851102	5723	121664	SH	DEFINED	5
			-----	-----			
			5723	121664			
DARDEN RESTAURANTS INC	COM	237194105	1593	34949	SH	DEFINED	5
			-----	-----			
			1593	34949			
DARLING INTL INC	COM	237266101	3	200	SH	DEFINED	5
			-----	-----			
			3	200			
DAVITA INC	COM	23918K108	132	1740	SH	DEFINED	5
			-----	-----			
			132	1740			
DEALERTRACK HLDGS INC	COM	242309102	119	4374	SH	DEFINED	5
			-----	-----			
			119	4374			
DEAN FOODS CO NEW	COM	242370104	1	110	SH	DEFINED	5
			-----	-----			
			1	110			
DECKERS OUTDOOR CORP	COM	243537107	1558	20618	SH	DEFINED	5
			-----	-----			
			1558	20618			
DEERE & CO	COM	244199105	26708	345285	SH	DEFINED	5
			-----	-----			
			26708	345285			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN					
DELAWARE INVT NAT MUNI INC F	SH BEN INT	24610T108	21	1642	SH	DEFINED	5				
			-----	-----							
			21	1642							
DELL INC	COM	24702R101	1399	95624	SH	DEFINED	5				
			-----	-----							
			1399	95624							
DELTA AIR LINES INC DEL	COM NEW	247361702	37	4547	SH	DEFINED	5				

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			37	4547		
DENBURY RES INC	COM NEW	247916208	37	2446	SH	DEFINED 5
			37	2446		
DELUXE CORP	COM	248019101	761	33441	SH	DEFINED 5
			761	33441		
DENDREON CORP	COM	24823Q107	1	125	SH	DEFINED 5
			1	125		
DENTSPLY INTL INC NEW	COM	249030107	1048	29938	SH	DEFINED 5
			1048	29938		
DEUTSCHE BK AG LDN BRH	PS AGRI LG ETN	25154H533	8	450	SH	DEFINED 5
			8	450		
DEUTSCHE BK AG LDN BRH	PS AGRI DL ETN	25154H558	114	10600	SH	DEFINED 5
			114	10600		
DEUTSCHE BK AG LDN BRH	PS GOLD DS ETN	25154H756	12	2200	SH	DEFINED 5
			12	2200		
DEVON ENERGY CORP NEW	COM	25179M103	527	8500	SH	DEFINED 5
			527	8500		

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
DEVRY INC DEL	COM	251893103	66	1707	SH	DEFINED 5			
			66	1707					
DIAGEO P L C	SPON ADR NEW	25243Q205	2373	27147	SH	DEFINED 5			
			2373	27147					
DIAMOND FOODS INC	COM	252603105	15	463	SH	DEFINED 5			
			15	463					
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	1418	25658	SH	DEFINED 5			
			1418	25658					

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DICKS SPORTING GOODS INC	COM	253393102	85	2313	SH	DEFINED	5
			-----	-----			
			85	2313			
DIEBOLD INC	COM	253651103	76	2512	SH	DEFINED	5
			-----	-----			
			76	2512			
DIGI INTL INC	COM	253798102	105	9427	SH	DEFINED	5
			-----	-----			
			105	9427			
DIGITAL RLTY TR INC	COM	253868103	3239	48581	SH	DEFINED	5
			-----	-----			
			3239	48581			
DIME CMNTY BANCSHARES	COM	253922108	195	15444	SH	DEFINED	5
			-----	-----			
			195	15444			
DILLARDS INC	CL A	254067101	28	620	SH	DEFINED	5
			-----	-----			
			28	620			
DISNEY WALT CO	COM DISNEY	254687106	20292	541127	SH	DEFINED	5
			-----	-----			
			20292	541127			

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			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER			TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----			-----	-----	-----	-----	-----	-----	-----	
DISCOVERY COMMUNICATNS NEW			COM SER A	25470F104	56	1364	SH	DEFINED	5	
					-----	-----				
					56	1364				
DISCOVERY COMMUNICATNS NEW			COM SER C	25470F302	34	904	SH	DEFINED	5	
					-----	-----				
					34	904				
DISH NETWORK CORP			CL A	25470M109	1951	68517	SH	DEFINED	5	
					-----	-----				
					1951	68517				
DISCOVER FINL SVCS			COM	254709108	5823	242630	SH	DEFINED	5	
					-----	-----				
					5823	242630				
DIRECTV			COM CL A	25490A101	285	6664	SH	DEFINED	5	
					-----	-----				
					285	6664				
DOLBY LABORATORIES INC			COM	25659T107	1	20	SH	DEFINED	5	
					-----	-----				
					1	20				

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DOLE FOOD CO INC NEW	COM	256603101	1	140	SH	DEFINED	5
			-----	-----			
			1	140			
DOLLAR TREE INC	COM	256746108	3535	42530	SH	DEFINED	5
			-----	-----			
			3535	42530			
DOMINION RES INC VA NEW	COM	25746U109	13908	262012	SH	DEFINED	5
			-----	-----			
			13908	262012			
DOMINOS PIZZA INC	COM	25754A201	540	15916	SH	DEFINED	5
			-----	-----			
			540	15916			
DOMTAR CORP	COM NEW	257559203	8	95	SH	DEFINED	5
			-----	-----			
			8	95			

		FORM 13F							
PAGE 54 OF 186		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	CALL DSCRETN	MA		
-----									
DONALDSON INC	COM	257651109	694	10200	SH	DEFINED	5		
			-----	-----					
			694	10200					
DONNELLEY R R & SONS CO	COM	257867101	120	8287	SH	DEFINED	5		
			-----	-----					
			120	8287					
DOUGLAS EMMETT INC	COM	25960P109	595	32647	SH	DEFINED	5		
			-----	-----					
			595	32647					
DOVER CORP	COM	260003108	2719	46844	SH	DEFINED	5		
			-----	-----					
			2719	46844					
DOW CHEM CO	COM	260543103	7059	245438	SH	DEFINED	5		
			-----	-----					
			7059	245438					
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	81	2047	SH	DEFINED	5		
			-----	-----					
			81	2047					
DRESSER-RAND GROUP INC	COM	261608103	567	11363	SH	DEFINED	5		
			-----	-----					
			567	11363					
DREYFUS STRATEGIC MUNS INC	COM	261932107	81	9110	SH	DEFINED	5		
			-----	-----					

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				81	9110		
DU PONT E I DE NEMOURS & CO	COM	263534109	40785	890888	SH	DEFINED	5
			-----	-----			
			40785	890888			
DUKE ENERGY CORP NEW	COM	26441C105	37464	1702908	SH	DEFINED	5
			-----	-----			
			37464	1702908			
DUKE REALTY CORP	COM NEW	264411505	215	17881	SH	DEFINED	5
			-----	-----			
			215	17881			

		FORM 13F						
PAGE 55 OF 186		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	SH/ PUT/ INVSTMT	DSCRETN	MA	
-----	-----	-----	-----	-----	-----	-----	-----	
DUN & BRADSTREET CORP DEL NE	COM	26483E100	64	855	SH	DEFINED	5	
			-----	-----				
			64	855				
DUNKIN BRANDS GROUP INC	COM	265504100	10	400	SH	DEFINED	5	
			-----	-----				
			10	400				
DUOYUAN GLOBAL WTR INC	SPONSORED ADR	266043108	0	470	SH	DEFINED	5	
			-----	-----				
				470				
DYNASIL CORP AMER	COM	268102100	0	100	SH	DEFINED	5	
			-----	-----				
				100				
DYNEX CAP INC	COM NEW	26817Q506	27	3000	SH	DEFINED	5	
			-----	-----				
			27	3000				
E M C CORP MASS	COM	268648102	33413	1551218	SH	DEFINED	5	
			-----	-----				
			33413	1551218				
ENI S P A	SPONSORED ADR	26874R108	16	377	SH	DEFINED	5	
			-----	-----				
			16	377				
EOG RES INC	COM	26875P101	1511	15335	SH	DEFINED	5	
			-----	-----				
			1511	15335				
EQT CORP	COM	26884L109	140	2563	SH	DEFINED	5	
			-----	-----				
			140	2563				
ETF5 PRECIOUS METALS BASKET	PHYS PM BSKT	26922W109	17	200	SH	DEFINED	5	

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		-----	-----			
			17		200	
E TRADE FINANCIAL CORP	COM NEW	269246401	2	250	SH	DEFINED 5
			-----	-----		
			2	250		

				FORM 13F					
PAGE	56 OF	186	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT		O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
EXCO RESOURCES INC	COM	269279402	40	3839	SH			DEFINED	5
			-----	-----					
			40	3839					
EAGLE CAP GROWTH FD INC	COM	269451100	4	619	SH			DEFINED	5
			-----	-----					
			4	619					
EAST WEST BANCORP INC	COM	27579R104	8947	452992	SH			DEFINED	5
			-----	-----					
			8947	452992					
EASTGROUP PPTY INC	COM	277276101	576	13238	SH			DEFINED	5
			-----	-----					
			576	13238					
EASTMAN CHEM CO	COM	277432100	993	25426	SH			DEFINED	5
			-----	-----					
			993	25426					
EASYLINK SERVICES INTL CORP	CL A	277858106	103	26000	SH			DEFINED	5
			-----	-----					
			103	26000					
EATON CORP	COM	278058102	8843	203152	SH			DEFINED	5
			-----	-----					
			8843	203152					
EATON VANCE OH MUNI INCOME T	SH BEN INT	27826G109	28	2000	SH			DEFINED	5
			-----	-----					
			28	2000					
EATON VANCE MUNI INCOME TRUS	SH BEN INT	27826U108	14	1076	SH			DEFINED	5
			-----	-----					
			14	1076					
EATON VANCE CORP	COM NON VTG	278265103	2053	86852	SH			DEFINED	5
			-----	-----					
			2053	86852					
EATON VANCE MUN BD FD	COM	27827X101	44	3464	SH			DEFINED	5
			-----	-----					
			44	3464					



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PAGE 57 OF 186			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			
EATON VANCE ENH EQTY INC FD	COM	278277108	61	6000	SH		DEFINED	5		
			61	6000						
EATON VANCE FLTING RATE INC	COM	278279104	4	276	SH		DEFINED	5		
			4	276						
EATON VANCE TAX ADVT DIV INC	COM	27828G107	87	5944	SH		DEFINED	5		
			87	5944						
EATON VANCE LTD DUR INCOME F	COM	27828H105	66	4321	SH		DEFINED	5		
			66	4321						
EATON VANCE OHIO MUN BD FD	COM	27828L106	35	2666	SH		DEFINED	5		
			35	2666						
EATON VANCE TX MGD DIV EQ IN	COM	27828N102	249	28030	SH		DEFINED	5		
			249	28030						
EATON VANCE SR FLTING RTE TR	COM	27828Q105	16	1100	SH		DEFINED	5		
			16	1100						
EATON VANCE TXMGD GL BUYWR O	COM	27829C105	805	78329	SH		DEFINED	5		
			805	78329						
EATON VANCE TAX MNGD GBL DV	COM	27829F108	278	33669	SH		DEFINED	5		
			278	33669						
EATON VANCE RISK MNGD DIV EQ	COM	27829G106	31	2988	SH		DEFINED	5		
			31	2988						
EATON VANCE NATL MUN OPPORT	COM SHS	27829L105	6	300	SH		DEFINED	5		
			6	300						

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
EBAY INC	COM	278642103	855	28181	SH		DEFINED	5
			855	28181				
EBIX INC	COM NEW	278715206	116	5262	SH		DEFINED	5
			116	5262				
ECHELON CORP	COM	27874N105	42	8622	SH		DEFINED	5
			42	8622				
ECHO GLOBAL LOGISTICS INC	COM	27875T101	84	5194	SH		DEFINED	5
			84	5194				
ECOLAB INC	COM	278865100	22199	383992	SH		DEFINED	5
			22199	383992				
EDISON INTL	COM	281020107	1172	28299	SH		DEFINED	5
			1172	28299				
EDWARDS LIFESCIENCES CORP	COM	28176E108	88	1246	SH		DEFINED	5
			88	1246				
EL PASO CORP	COM	28336L109	211	7930	SH		DEFINED	5
			211	7930				
EL PASO ENERGY CAP TR I	PFD CV TR SECS	283678209	23	500	SH		DEFINED	5
			23	500				
ELDORADO GOLD CORP NEW	COM	284902103	11	790	SH		DEFINED	5
			11	790				
ELECTRONIC ARTS INC	COM	285512109	587	28512	SH		DEFINED	5
			587	28512				

PAGE		59 OF 186		FORM 13F					NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP				
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA					
ELIZABETH ARDEN INC	COM	28660G106	259	7000	SH		DEFINED	5					
			259	7000									

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EMCOR GROUP INC	COM	29084Q100	24	892	SH	DEFINED	5
			-----	-----			
			24	892			
EMERSON ELEC CO	COM	291011104	68338	1466786	SH	DEFINED	5
			-----	-----			
			68338	1466786			
EMPIRE DIST ELEC CO	COM	291641108	25	1174	SH	DEFINED	5
			-----	-----			
			25	1174			
ENBRIDGE INC	COM	29250N105	3264	87260	SH	DEFINED	5
			-----	-----			
			3264	87260			
ENBRIDGE ENERGY PARTNERS L P	COM	29250R106	124	3735	SH	DEFINED	5
			-----	-----			
			124	3735			
ENCANA CORP	COM	292505104	104	5618	SH	DEFINED	5
			-----	-----			
			104	5618			
ENDO PHARMACEUTICALS HLDGS I	COM	29264F205	30	867	SH	DEFINED	5
			-----	-----			
			30	867			
ENERGEN CORP	COM	29265N108	138	2750	SH	DEFINED	5
			-----	-----			
			138	2750			
ENERGIZER HLDGS INC	COM	29266R108	924	11924	SH	DEFINED	5
			-----	-----			
			924	11924			
ENDOLOGIX INC	COM	29266S106	308	26847	SH	DEFINED	5
			-----	-----			
			308	26847			

PAGE		60 OF 186		FORM 13F						
				NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA		
			-----	-----	-----	-----	-----	-----		
ENERGY INCOME & GROWTH FD	COM	292697109	30	1060	SH		DEFINED	5		
			-----	-----						
			30	1060						
ENERGY SVCS OF AMERICA CORP	COM	29271Q103	5	1852	SH		DEFINED	5		
			-----	-----						
			5	1852						
ENERGY TRANSFER PRNRS L P	UNIT LTD PARTN	29273R109	752	16394	SH		DEFINED	5		
			-----	-----						

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			752	16394			
ENERNOC INC	COM	292764107	26	2376	SH	DEFINED	5
			-----	-----			
			26	2376			
ENERPLUS CORP	COM	292766102	349	13783	SH	DEFINED	5
			-----	-----			
			349	13783			
ENPRO INDS INC	COM	29355X107	15	454	SH	DEFINED	5
			-----	-----			
			15	454			
ENSCO PLC	SPONSORED ADR	29358Q109	2278	48541	SH	DEFINED	5
			-----	-----			
			2278	48541			
ENTEGRIS INC	COM	29362U104	170	19463	SH	DEFINED	5
			-----	-----			
			170	19463			
ENTERCOM COMMUNICATIONS CORP	CL A	293639100	13	2078	SH	DEFINED	5
			-----	-----			
			13	2078			
ENERGY CORP NEW	COM	29364G103	246	3363	SH	DEFINED	5
			-----	-----			
			246	3363			
ENTERPRISE PRODS PARTNERS L	COM	293792107	1682	36263	SH	DEFINED	5
			-----	-----			
			1682	36263			

		FORM 13F						
PAGE 61 OF 186		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	SH/ PUT/ INVSTMT	AMT	CALL DSCRETN	O MA
			-----	-----	-----	-----	-----	-----
ENTERTAINMENT PPTYS TR	COM SH BEN INT	29380T105	932	21327	SH	DEFINED	5	
			-----	-----				
			932	21327				
ENVESTNET INC	COM	29404K106	294	24562	SH	DEFINED	5	
			-----	-----				
			294	24562				
EQUIFAX INC	COM	294429105	623	16074	SH	DEFINED	5	
			-----	-----				
			623	16074				
EQUINIX INC	COM NEW	29444U502	166	1639	SH	DEFINED	5	
			-----	-----				
			166	1639				
EQUITY RESIDENTIAL	SH BEN INT	29476L107	2909	51011	SH	DEFINED	5	

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		-----	-----			
		2909	51011			
ERICSSON L M TEL CO	ADR B SEK 10	294821608	1	66	SH	DEFINED 5
		-----	1	66		
ERIE INDY CO	CL A	29530P102	24	303	SH	DEFINED 5
		-----	24	303		
ESCALADE INC	COM	296056104	20	4450	SH	DEFINED 5
		-----	20	4450		
ESSEX PPTY TR INC	COM	297178105	807	5746	SH	DEFINED 5
		-----	807	5746		
ETABLISSEMENTS DELHAIZE FRER	SPONSORED ADR	29759W101	10	170	SH	DEFINED 5
		-----	10	170		
EVERCORE PARTNERS INC	CLASS A	29977A105	244	9156	SH	DEFINED 5
		-----	244	9156		

		FORM 13F									
		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP									
PAGE	62 OF	186	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
		-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
			EXELON CORP	COM	30161N101	4142	95508	SH			DEFINED 5
					-----	4142	95508				
			EXELIS INC	COM	30162A108	100	11016	SH			DEFINED 5
					-----	100	11016				
			EXPEDIA INC DEL	COM NEW	30212P303	41	1413	SH			DEFINED 5
					-----	41	1413				
			EXPEDITORS INTL WASH INC	COM	302130109	149	3640	SH			DEFINED 5
					-----	149	3640				
			EXPRESS SCRIPTS INC	COM	302182100	2102	47044	SH			DEFINED 5
					-----	2102	47044				
			EXPRESS INC	COM	30219E103	250	12523	SH			DEFINED 5
					-----	250	12523				

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EXTRA SPACE STORAGE INC	COM	30225T102	192	7910	SH	DEFINED	5
			-----	-----			
			192	7910			
EXXON MOBIL CORP	COM	30231G102	304031	3586967	SH	DEFINED	5
			-----	-----			
			304031	3586967			
FEI CO	COM	30241L109	108	2654	SH	DEFINED	5
			-----	-----			
			108	2654			
FLIR SYS INC	COM	302445101	15	596	SH	DEFINED	5
			-----	-----			
			15	596			
FMC TECHNOLOGIES INC	COM	30249U101	849	16263	SH	DEFINED	5
			-----	-----			
			849	16263			

		FORM 13F							
PAGE 63 OF 186		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
F M C CORP	COM NEW	302491303	3272	38034	SH		DEFINED	5	
			-----	-----					
			3272	38034					
FNB CORP PA	COM	302520101	462	40880	SH		DEFINED	5	
			-----	-----					
			462	40880					
FACTSET RESH SYS INC	COM	303075105	87	1000	SH		DEFINED	5	
			-----	-----					
			87	1000					
FAMILY DLR STORES INC	COM	307000109	708	12277	SH		DEFINED	5	
			-----	-----					
			708	12277					
FARO TECHNOLOGIES INC	COM	311642102	105	2279	SH		DEFINED	5	
			-----	-----					
			105	2279					
FASTENAL CO	COM	311900104	6081	139447	SH		DEFINED	5	
			-----	-----					
			6081	139447					
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	842	9278	SH		DEFINED	5	
			-----	-----					
			842	9278					
FEDERAL SIGNAL CORP	COM	313855108	10	2400	SH		DEFINED	5	
			-----	-----					
			10	2400					

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FEDERATED INVS INC PA	CL B	314211103	7	486	SH	DEFINED	5
			-----	-----			
			7	486			
FEDEX CORP	COM	31428X106	9392	112470	SH	DEFINED	5
			-----	-----			
			9392	112470			
FERRELLGAS PARTNERS L.P.	UNIT LTD PART	315293100	219	11522	SH	DEFINED	5
			-----	-----			
			219	11522			

		FORM 13F						
PAGE 64 OF 186		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
F5 NETWORKS INC	COM	315616102	2928	27594	SH	DEFINED	5	
			-----	-----				
			2928	27594				
FIDELITY NATL INFORMATION SV	COM	31620M106	400	15047	SH	DEFINED	5	
			-----	-----				
			400	15047				
FIDELITY NATIONAL FINANCIAL	CL A	31620R105	9	586	SH	DEFINED	5	
			-----	-----				
			9	586				
FIFTH THIRD BANCORP	COM	316773100	31067	2442386	SH	DEFINED	5	
			-----	-----				
			31067	2442386				
FIFTH THIRD BANCORP	CNV PFD DEP1/2	316773209	6028	42430	SH	DEFINED	5	
			-----	-----				
			6028	42430				
FINANCIAL ENGINES INC	COM	317485100	90	4045	SH	DEFINED	5	
			-----	-----				
			90	4045				
FIRST AMERN FINL CORP	COM	31847R102	5	361	SH	DEFINED	5	
			-----	-----				
			5	361				
FIRST CTZNS BANCSHARES INC N	CL A	31946M103	22	127	SH	DEFINED	5	
			-----	-----				
			22	127				
FIRST FINL BANCORP OH	COM	320209109	90	5417	SH	DEFINED	5	
			-----	-----				
			90	5417				
FIRST HORIZON NATL CORP	COM	320517105	1	158	SH	DEFINED	5	
			-----	-----				

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				1	158		
FIRST INDUSTRIAL REALTY TRUS	COM	32054K103	594	58052	SH	DEFINED	5
			-----	-----			
			594	58052			

		FORM 13F							
PAGE 65 OF 186		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O	
-----									
FIRST NIAGARA FINL GP INC	COM	33582V108	31	3604	SH	DEFINED	5		
			-----	-----					
			31	3604					
FIRST PACTRUST BANCORP INC	COM	33589V101	88	8580	SH	DEFINED	5		
			-----	-----					
			88	8580					
FIRST POTOMAC RLTY TR	COM	33610F109	331	25365	SH	DEFINED	5		
			-----	-----					
			331	25365					
FIRST SOLAR INC	COM	336433107	25	746	SH	DEFINED	5		
			-----	-----					
			25	746					
FIRST TR/ABERDEEN EMERG OPT	COM	33731K102	10	552	SH	DEFINED	5		
			-----	-----					
			10	552					
FIRST TR ACTIVE DIVID INCOME	COM	33731L100	21	2500	SH	DEFINED	5		
			-----	-----					
			21	2500					
FIRST TR ISE CHINDIA INDEX F	COM	33733A102	5	293	SH	DEFINED	5		
			-----	-----					
			5	293					
FIRST TRUST SPECIALTY FINANC	COM BEN INTR	33733G109	3	500	SH	DEFINED	5		
			-----	-----					
			3	500					
FIRST TR S&P REIT INDEX FD	COM	33734G108	28	1830	SH	DEFINED	5		
			-----	-----					
			28	1830					
FIRST TR LRG CP VL ALPHAD	COM SHS	33735J101	29	1114	SH	DEFINED	5		
			-----	-----					
			29	1114					
FIRST TR LRG CP GRWTH ALPHAD	COM SHS	33735K108	30	1107	SH	DEFINED	5		
			-----	-----					
			30	1107					



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			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O	
FIRST TR STRATEGIC HIGH INC	COM SHS NEW	337353304	8	497	SH		DEFINED	5	
			8	497					
FISERV INC	COM	337738108	6914	117702	SH		DEFINED	5	
			6914	117702					
FIRSTMERIT CORP	COM	337915102	3	205	SH		DEFINED	5	
			3	205					
FIRSTENERGY CORP	COM	337932107	2423	54703	SH		DEFINED	5	
			2423	54703					
FLAHERTY & CRUMRINE PFD INC	COM	33848E106	6988	623954	SH		DEFINED	5	
			6988	623954					
FLUOR CORP NEW	COM	343412102	342	6803	SH		DEFINED	5	
			342	6803					
FLOWSERVE CORP	COM	34354P105	840	8458	SH		DEFINED	5	
			840	8458					
FOCUS MEDIA HLDG LTD	SPONSORED ADR	34415V109	8	435	SH		DEFINED	5	
			8	435					
FOMENTO ECONOMICO MEXICANO S	SPON ADR UNITS	344419106	1472	21117	SH		DEFINED	5	
			1472	21117					
FOOT LOCKER INC	COM	344849104	442	18535	SH		DEFINED	5	
			442	18535					
FORD MTR CO DEL	COM PAR \$0.01	345370860	7090	658891	SH		DEFINED	5	
			7090	658891					

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

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN CALL	DSCRETN	MA
FOREST CITY ENTERPRISES INC	CL A	345550107	8	700	SH		DEFINED	5
			8	700				
FOREST LABS INC	COM	345838106	131	4338	SH		DEFINED	5
			131	4338				
FORRESTER RESH INC	COM	346563109	101	2976	SH		DEFINED	5
			101	2976				
FORTINET INC	COM	34959E109	9	415	SH		DEFINED	5
			9	415				
FORTUNE BRANDS HOME & SEC IN	COM	34964C106	490	28801	SH		DEFINED	5
			490	28801				
FORWARD AIR CORP	COM	349853101	1625	50712	SH		DEFINED	5
			1625	50712				
FOSSIL INC	COM	349882100	1	13	SH		DEFINED	5
			1	13				
FRANCE TELECOM	SPONSORED ADR	35177Q105	134	8555	SH		DEFINED	5
			134	8555				
FRANCESSCAS HLDGS CORP	COM	351793104	17	1000	SH		DEFINED	5
			17	1000				
FRANKLIN ELEC INC	COM	353514102	33	756	SH		DEFINED	5
			33	756				
FRANKLIN RES INC	COM	354613101	587	6109	SH		DEFINED	5
			587	6109				

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			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT	DSCRETN	MA	
FRANKLIN STREET PPTYS CORP	COM	35471R106	12	1205	SH		DEFINED	5	
			12	1205					

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FRANKLIN TEMPLETON LTD DUR I	COM	35472T101	9	666	SH	DEFINED	5
			9	666			
FREDS INC	CL A	356108100	195	13352	SH	DEFINED	5
			195	13352			
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	12710	345460	SH	DEFINED	5
			12710	345460			
FREIGHTCAR AMER INC	COM	357023100	2	85	SH	DEFINED	5
			2	85			
FRESENIUS MED CARE AG&CO KGA	SPONSORED ADR	358029106	833	12256	SH	DEFINED	5
			833	12256			
FRESH MKT INC	COM	35804H106	102	2544	SH	DEFINED	5
			102	2544			
FRISCHS RESTAURANTS INC	COM	358748101	80	4138	SH	DEFINED	5
			80	4138			
FRONTIER COMMUNICATIONS CORP	COM	35906A108	267	51940	SH	DEFINED	5
			267	51940			
FROZEN FOOD EXPRESS INDS INC	COM	359360104	1	880	SH	DEFINED	5
			1	880			
FUEL SYS SOLUTIONS INC	COM	35952W103	617	37399	SH	DEFINED	5
			617	37399			

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
FULLER H B CO	COM	359694106	13	584	SH	DEFINED	5		
			13	584					
FURMANITE CORPORATION	COM	361086101	295	46735	SH	DEFINED	5		
			295	46735					
FUSION-IO INC	COM	36112J107	365	15065	SH	DEFINED	5		
			365	15065					

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G & K SVCS INC	CL A	361268105	7	252	SH	DEFINED	5
			-----	-----			
			7	252			
GATX CORP	COM	361448103	2462	56382	SH	DEFINED	5
			-----	-----			
			2462	56382			
GSI GROUP INC CDA NEW	COM NEW	36191C205	3	332	SH	DEFINED	5
			-----	-----			
			3	332			
GABELLI EQUITY TR INC	COM	362397101	40	8040	SH	DEFINED	5
			-----	-----			
			40	8040			
GABELLI UTIL TR	COM	36240A101	24	3050	SH	DEFINED	5
			-----	-----			
			24	3050			
GABELLI DIVD & INCOME TR	COM	36242H104	36	2334	SH	DEFINED	5
			-----	-----			
			36	2334			
GABELLI HLTHCARE & WELLNESS	SHS	36246K103	1	85	SH	DEFINED	5
			-----	-----			
			1	85			
GALLAGHER ARTHUR J & CO	COM	363576109	117	3500	SH	DEFINED	5
			-----	-----			
			117	3500			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN			
			-----	-----	-----	-----	-----	-----	
GAMESTOP CORP NEW	CL A	36467W109	57	2348	SH	DEFINED	5		
			-----	-----					
			57	2348					
GANNETT INC	COM	364730101	666	49806	SH	DEFINED	5		
			-----	-----					
			666	49806					
GAP INC DEL	COM	364760108	87	4690	SH	DEFINED	5		
			-----	-----					
			87	4690					
GARDNER DENVER INC	COM	365558105	647	8398	SH	DEFINED	5		
			-----	-----					
			647	8398					
GARTNER INC	COM	366651107	1	40	SH	DEFINED	5		
			-----	-----					

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			1	40		
GENERAL AMERN INVS INC	COM	368802104	810	32523	SH	DEFINED 5
			-----	-----		
			810	32523		
GENERAL CABLE CORP DEL NEW	COM	369300108	194	7760	SH	DEFINED 5
			-----	-----		
			194	7760		
GENERAL DYNAMICS CORP	COM	369550108	7851	118223	SH	DEFINED 5
			-----	-----		
			7851	118223		
GENERAL ELECTRIC CO	COM	369604103	102499	5722979	SH	DEFINED 5
			-----	-----		
			102499	5722979		
GENERAL GROWTH PPTYS INC NEW	COM	370023103	16	1035	SH	DEFINED 5
			-----	-----		
			16	1035		
GENERAL MLS INC	COM	370334104	14311	354137	SH	DEFINED 5
			-----	-----		
			14311	354137		

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
GENERAL MTRS CO	COM	37045V100	117	5780	SH		DEFINED	5	
			-----	-----					
			117	5780					
GENERAL MTRS CO	*W EXP 07/10/2	37045V118	5	408	SH		DEFINED	5	
			-----	-----					
			5	408					
GENERAL MTRS CO	*W EXP 07/10/2	37045V126	3	408	SH		DEFINED	5	
			-----	-----					
			3	408					
GENERAL MTRS CO	JR PFD CNV SRB	37045V209	2	71	SH		DEFINED	5	
			-----	-----					
			2	71					
GENESCO INC	COM	371532102	391	6341	SH		DEFINED	5	
			-----	-----					
			391	6341					
GENTEX CORP	COM	371901109	6003	202870	SH		DEFINED	5	
			-----	-----					
			6003	202870					
GENESIS ENERGY L P	UNIT LTD PARTN	371927104	2	83	SH		DEFINED	5	

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		-----		-----			
			2		83		
GENOMIC HEALTH INC	COM	37244C101	15	601	SH	DEFINED	5
			-----	-----			
			15	601			
GENUINE PARTS CO	COM	372460105	19063	311485	SH	DEFINED	5
			-----	-----			
			19063	311485			
GENTIVA HEALTH SERVICES INC	COM	37247A102	1	75	SH	DEFINED	5
			-----	-----			
			1	75			
GENWORTH FINL INC	COM CL A	37247D106	23	3441	SH	DEFINED	5
			-----	-----			
			23	3441			

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NAME OF ISSUER		TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN	CALL	DSCRETN
-----		-----	-----	-----	-----	-----	-----	-----	-----
GERDAU S A	SPONSORED ADR	373737105	8	1065	SH	DEFINED	5		
			-----	-----					
			8	1065					
GERMAN AMERN BANCORP INC	COM	373865104	161	8878	SH	DEFINED	5		
			-----	-----					
			161	8878					
GERON CORP	COM	374163103	47	31672	SH	DEFINED	5		
			-----	-----					
			47	31672					
GILEAD SCIENCES INC	COM	375558103	29060	709991	SH	DEFINED	5		
			-----	-----					
			29060	709991					
GLACIER BANCORP INC NEW	COM	37637Q105	129	10690	SH	DEFINED	5		
			-----	-----					
			129	10690					
GLADSTONE INVT CORP	COM	376546107	19	2666	SH	DEFINED	5		
			-----	-----					
			19	2666					
GLATFELTER	COM	377316104	174	12315	SH	DEFINED	5		
			-----	-----					
			174	12315					
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	4758	104267	SH	DEFINED	5		
			-----	-----					
			4758	104267					

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GLOBALSTAR INC	COM	378973408	88	162600	SH	DEFINED	5
			-----	-----			
			88	162600			
GLIMCHER RLTY TR	SH BEN INT	379302102	4	400	SH	DEFINED	5
			-----	-----			
			4	400			
GLOBAL PMTS INC	COM	37940X102	553	11673	SH	DEFINED	5
			-----	-----			
			553	11673			

		FORM 13F						
PAGE 73 OF 186		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
GLOBAL GEOPHYSICAL SVCS INC	COM	37946S107	294	43813	SH	DEFINED	5	
			-----	-----				
			294	43813				
GLOBAL X FDS	GLB X LITHIUM	37950E762	3	215	SH	DEFINED	5	
			-----	-----				
			3	215				
GLOBAL X FDS	SILVER MNR ETF	37950E853	73	3470	SH	DEFINED	5	
			-----	-----				
			73	3470				
GOLDCORP INC NEW	COM	380956409	1113	25161	SH	DEFINED	5	
			-----	-----				
			1113	25161				
GOLDMAN SACHS GROUP INC	COM	38141G104	10931	120875	SH	DEFINED	5	
			-----	-----				
			10931	120875				
GOODRICH CORP	COM	382388106	1604	12965	SH	DEFINED	5	
			-----	-----				
			1604	12965				
GOODYEAR TIRE & RUBR CO	COM	382550101	38	2700	SH	DEFINED	5	
			-----	-----				
			38	2700				
GOOGLE INC	CL A	38259P508	34940	54094	SH	DEFINED	5	
			-----	-----				
			34940	54094				
GRACO INC	COM	384109104	120	2934	SH	DEFINED	5	
			-----	-----				
			120	2934				
GRAINGER W W INC	COM	384802104	4409	23556	SH	DEFINED	5	
			-----	-----				
			4409	23556				

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GRAND CANYON ED INC	COM	38526M106	103	6458	SH	DEFINED	5
			-----	-----			
			103	6458			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
GREAT NORTHN IRON ORE PPTYS	CTFS BEN INT	391064102	22	200	SH	DEFINED	5	
			-----	-----				
			22	200				
GREAT PLAINS ENERGY INC	COM	391164100	60	2736	SH	DEFINED	5	
			-----	-----				
			60	2736				
GREATBATCH INC	COM	39153L106	126	5702	SH	DEFINED	5	
			-----	-----				
			126	5702				
GREEN MTN COFFEE ROASTERS IN	COM	393122106	59	1316	SH	DEFINED	5	
			-----	-----				
			59	1316				
GREENBRIER COS INC	COM	393657101	402	16547	SH	DEFINED	5	
			-----	-----				
			402	16547				
HCC INS HLDGS INC	COM	404132102	1	48	SH	DEFINED	5	
			-----	-----				
			1	48				
HCP INC	COM	40414L109	15321	369797	SH	DEFINED	5	
			-----	-----				
			15321	369797				
HDFC BANK LTD	ADR REPS 3 SHS	40415F101	2103	80010	SH	DEFINED	5	
			-----	-----				
			2103	80010				
HMS HLDGS CORP	COM	40425J101	1198	37459	SH	DEFINED	5	
			-----	-----				
			1198	37459				
HNI CORP	COM	404251100	639	24500	SH	DEFINED	5	
			-----	-----				
			639	24500				
HSBC HLDGS PLC	SPON ADR NEW	404280406	1926	50555	SH	DEFINED	5	
			-----	-----				
			1926	50555				



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			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT		
	HSBC HLDGS PLC	ADR A 1/40PF A	404280604	1299	54370	SH		DEFINED	5	
				1299	54370					
	HSN INC	COM	404303109	3	85	SH		DEFINED	5	
				3	85					
	HAIN CELESTIAL GROUP INC	COM	405217100	22	600	SH		DEFINED	5	
				22	600					
	HALLIBURTON CO	COM	406216101	1499	43440	SH		DEFINED	5	
				1499	43440					
	HALOZYME THERAPEUTICS INC	COM	40637H109	3	364	SH		DEFINED	5	
				3	364					
	JOHN HANCOCK BK &THRIFT OPP	SH BEN INT NEW	409735206	139	10169	SH		DEFINED	5	
				139	10169					
	HANCOCK HLDG CO	COM	410120109	1011	31609	SH		DEFINED	5	
				1011	31609					
	HANCOCK JOHN INCOME SECS TR	COM	410123103	5	343	SH		DEFINED	5	
				5	343					
	HANCOCK JOHN PREMUIM DIV FD	COM SH BEN INT	41013T105	102	7561	SH		DEFINED	5	
				102	7561					
	HANCOCK JOHN TAX-ADV DIV INC	COM	41013V100	5	300	SH		DEFINED	5	
				5	300					
	HANCOCK JOHN INVS TR	COM	410142103	47	2098	SH		DEFINED	5	
				47	2098					

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

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HANCOCK JOHN PFD INCOME FD I	COM	41021P103	98	5721	SH	DEFINED	5
			98	5721			
HANESBRANDS INC	COM	410345102	67	3064	SH	DEFINED	5
			67	3064			
HANOVER INS GROUP INC	COM	410867105	14	407	SH	DEFINED	5
			14	407			
HANSEN MEDICAL INC	COM	411307101	2	800	SH	DEFINED	5
			2	800			
HANSEN NAT CORP	COM	411310105	717	7785	SH	DEFINED	5
			717	7785			
HARLEY DAVIDSON INC	COM	412822108	123	3176	SH	DEFINED	5
			123	3176			
HARMAN INTL INDS INC	COM	413086109	32	848	SH	DEFINED	5
			32	848			
HARMONIC INC	COM	413160102	843	167337	SH	DEFINED	5
			843	167337			
HARRIS & HARRIS GROUP INC	COM	413833104	10	3000	SH	DEFINED	5
			10	3000			
HARRIS CORP DEL	COM	413875105	3578	99271	SH	DEFINED	5
			3578	99271			
HARSCO CORP	COM	415864107	514	24958	SH	DEFINED	5
			514	24958			

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				NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	CALL	DSCRETN	MA		
HARTFORD FINL SVCS GROUP INC	COM	416515104	1365	83993	SH		DEFINED	5		
			1365	83993						
HASBRO INC	COM	418056107	274	8597	SH		DEFINED	5		

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				274	8597		
HATTERAS FINL CORP	COM	41902R103	752	28513	SH	DEFINED	5
			752	28513			
HAWAIIAN ELEC INDUSTRIES	COM	419870100	21	781	SH	DEFINED	5
			21	781			
HEALTHSOUTH CORP	COM NEW	421924309	16	898	SH	DEFINED	5
			16	898			
HEALTH MGMT ASSOC INC NEW	CL A	421933102	1	100	SH	DEFINED	5
			1	100			
HEALTHCARE RLTY TR	COM	421946104	88	4727	SH	DEFINED	5
			88	4727			
HEADWATERS INC	COM	42210P102	9	4000	SH	DEFINED	5
			9	4000			
HEALTH CARE REIT INC	COM	42217K106	2857	52390	SH	DEFINED	5
			2857	52390			
HEALTH NET INC	COM	42222G108	101	3333	SH	DEFINED	5
			101	3333			
HECLA MNG CO	COM	422704106	636	121539	SH	DEFINED	5
			636	121539			

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				NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER		TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA	
HEINZ H J CO	COM	423074103	5924	109626	SH	DEFINED		5		
			5924	109626						
HELIX ENERGY SOLUTIONS GRP I	COM	42330P107	1230	77820	SH	DEFINED		5		
			1230	77820						
HELMERICH & PAYNE INC	COM	423452101	1536	26326	SH	DEFINED		5		
			1536	26326						

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HERCULES TECH GROWTH CAP INC	COM	427096508	887	94001	SH	DEFINED	5
			887	94001			
HERITAGE CRYSTAL CLEAN INC	COM	42726M106	33	2000	SH	DEFINED	5
			33	2000			
HERSHEY CO	COM	427866108	3133	50706	SH	DEFINED	5
			3133	50706			
HERTZ GLOBAL HOLDINGS INC	COM	42805T105	81	6948	SH	DEFINED	5
			81	6948			
HESS CORP	COM	42809H107	575	10119	SH	DEFINED	5
			575	10119			
HEWLETT PACKARD CO	COM	428236103	9142	354881	SH	DEFINED	5
			9142	354881			
HEXCEL CORP NEW	COM	428291108	347	14320	SH	DEFINED	5
			347	14320			
HIGHLAND CR STRATEGIES FD	COM	43005Q107	2	294	SH	DEFINED	5
			2	294			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
HIGHWOODS PPTYS INC	COM	431284108	148	5000	SH	DEFINED	5	
			148	5000				
HILL ROM HLDGS INC	COM	431475102	4674	138741	SH	DEFINED	5	
			4674	138741				
HILLENBRAND INC	COM	431571108	3310	148283	SH	DEFINED	5	
			3310	148283				
HIMAX TECHNOLOGIES INC	SPONSORED ADR	43289P106	2	2000	SH	DEFINED	5	
			2	2000				
HITACHI LIMITED	ADR 10 COM	433578507	1586	30410	SH	DEFINED	5	
			1586	30410				

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HOLLY ENERGY PARTNERS L P	COM UT LTD PTN	435763107	134	2500	SH	DEFINED	5
			-----	-----			
			134	2500			
HOLLYFRONTIER CORP	COM	436106108	124	5314	SH	DEFINED	5
			-----	-----			
			124	5314			
HOLOGIC INC	COM	436440101	846	48343	SH	DEFINED	5
			-----	-----			
			846	48343			
HOME DEPOT INC	COM	437076102	34620	823492	SH	DEFINED	5
			-----	-----			
			34620	823492			
HOME PROPERTIES INC	COM	437306103	35	600	SH	DEFINED	5
			-----	-----			
			35	600			
HONDA MOTOR LTD	AMERN SHS	438128308	1880	61533	SH	DEFINED	5
			-----	-----			
			1880	61533			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
HONEYWELL INTL INC	COM	438516106	35632	655592	SH	DEFINED	5	
			-----	-----				
			35632	655592				
HORMEL FOODS CORP	COM	440452100	242	8274	SH	DEFINED	5	
			-----	-----				
			242	8274				
HORNBECK OFFSHORE SVCS INC N	COM	440543106	3	90	SH	DEFINED	5	
			-----	-----				
			3	90				
HOSPITALITY PPTYS TR	COM SH BEN INT	44106M102	1910	83109	SH	DEFINED	5	
			-----	-----				
			1910	83109				
HOSPIRA INC	COM	441060100	247	8134	SH	DEFINED	5	
			-----	-----				
			247	8134				
HOST HOTELS & RESORTS INC	COM	44107P104	874	59147	SH	DEFINED	5	
			-----	-----				
			874	59147				
HOT TOPIC INC	COM	441339108	8	1158	SH	DEFINED	5	
			-----	-----				

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			8	1158		
HOWARD HUGHES CORP	COM	44267D107	4	99 SH	DEFINED	5
			-----	-----		
			4	99		
HUANENG PWR INTL INC	SPON ADR H SHS	443304100	11	500 SH	DEFINED	5
			-----	-----		
			11	500		
HUBBELL INC	CL B	443510201	1819	27213 SH	DEFINED	5
			-----	-----		
			1819	27213		
HUDSON CITY BANCORP	COM	443683107	2	317 SH	DEFINED	5
			-----	-----		
			2	317		

		FORM 13F					
PAGE 81 OF 186		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	DSCRETN	O MA
-----		-----		-----		-----	
HUGOTON RTY TR TEX	UNIT BEN INT	444717102	32	1700 SH	DEFINED	5	
			-----	-----			
			32	1700			
HUMANA INC	COM	444859102	3062	34949 SH	DEFINED	5	
			-----	-----			
			3062	34949			
HUNT J B TRANS SVCS INC	COM	445658107	15	325 SH	DEFINED	5	
			-----	-----			
			15	325			
HUNTINGTON BANCSHARES INC	COM	446150104	504	91857 SH	DEFINED	5	
			-----	-----			
			504	91857			
HUNTINGTON INGALLS INDS INC	COM	446413106	200	6409 SH	DEFINED	5	
			-----	-----			
			200	6409			
HUNTSMAN CORP	COM	447011107	20	2000 SH	DEFINED	5	
			-----	-----			
			20	2000			
HYPERDYNAMICS CORP	COM	448954107	2	1000 SH	DEFINED	5	
			-----	-----			
			2	1000			
IAC INTERACTIVECORP	COM PAR \$.001	44919P508	7	170 SH	DEFINED	5	
			-----	-----			
			7	170			
ICAD INC	COM	44934S107	1	2500 SH	DEFINED	5	

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		-----		-----			
				1	2500		
ING PRIME RATE TR	SH BEN INT	44977W106	116	22700	SH	DEFINED	5
			116	22700			
ING ASIA PAC HGH DIVID EQ IN	COM	44983J107	14	1000	SH	DEFINED	5
			14	1000			

				FORM 13F					
PAGE 82 OF 186		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP		VALUE	SHARES/	SH/	PUT/	INVSTMT	O
NAME OF ISSUER		TITLE OF CLASS	CUSIP	(X\$1000)	PRN AMT	PRN CALL	DSCRETN		MA
-----		-----	-----	-----	-----	-----	-----	-----	-----
IPC THE HOSPITALIST CO INC	COM	44984A105	111	2436	SH	DEFINED	5		
			111	2436					
ITT EDUCATIONAL SERVICES INC	COM	45068B109	2	30	SH	DEFINED	5		
			2	30					
ITT CORP NEW	COM NEW	450911201	107	5544	SH	DEFINED	5		
			107	5544					
ICICI BK LTD	ADR	45104G104	492	18597	SH	DEFINED	5		
			492	18597					
IDEX CORP	COM	45167R104	502	13514	SH	DEFINED	5		
			502	13514					
IGATE CORP	COM	45169U105	404	25664	SH	DEFINED	5		
			404	25664					
ILLINOIS TOOL WKS INC	COM	452308109	24149	516996	SH	DEFINED	5		
			24149	516996					
ILLUMINA INC	COM	452327109	1	24	SH	DEFINED	5		
			1	24					
IMATION CORP	COM	45245A107	1	100	SH	DEFINED	5		
			1	100					
IMMUNOGEN INC	COM	45253H101	24	2070	SH	DEFINED	5		
			24	2070					

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IMMUNOMEDICS INC	COM	452907108	28	8423	SH	DEFINED	5
			-----	-----			
			28	8423			

		FORM 13F						
PAGE 83 OF 186		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT MA	
-----								
IMPERIAL OIL LTD	COM NEW	453038408	556	12497	SH	DEFINED	5	
			-----	-----				
			556	12497				
IMPERIAL SUGAR CO NEW	COM NEW	453096208	0	44	SH	DEFINED	5	
			-----	-----				
				44				
INCYTE CORP	COM	45337C102	15	1000	SH	DEFINED	5	
			-----	-----				
			15	1000				
INDEPENDENT BANK CORP MASS	COM	453836108	181	6618	SH	DEFINED	5	
			-----	-----				
			181	6618				
INDEPENDENT BANK CORP MICH	COM NEW	453838609	1	641	SH	DEFINED	5	
			-----	-----				
				641				
INDIA FD INC	COM	454089103	40	2079	SH	DEFINED	5	
			-----	-----				
			40	2079				
INERGY L P	UNIT LTD PTNR	456615103	215	8800	SH	DEFINED	5	
			-----	-----				
			215	8800				
INFORMATICA CORP	COM	45666Q102	501	13566	SH	DEFINED	5	
			-----	-----				
			501	13566				
INFOSPACE INC	COM PAR \$.0001	45678T300	175	15881	SH	DEFINED	5	
			-----	-----				
			175	15881				
INFOSYS LTD	SPONSORED ADR	456788108	10	200	SH	DEFINED	5	
			-----	-----				
			10	200				
ING GROEP N V	SPONSORED ADR	456837103	8	1115	SH	DEFINED	5	
			-----	-----				
			8	1115				



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			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
ING EMERGING MKTS HGH DIV EQ	COM	45685X104	7	500	SH		DEFINED	5	
			7	500					
INNOTRAC CORP	COM	45767M109	10	10350	SH		DEFINED	5	
			10	10350					
INNERWORKINGS INC	COM	45773Y105	87	9379	SH		DEFINED	5	
			87	9379					
INNOPHOS HOLDINGS INC	COM	45774N108	145	2976	SH		DEFINED	5	
			145	2976					
INTEL CORP	COM	458140100	86221	3555504	SH		DEFINED	5	
			86221	3555504					
INTEGRYS ENERGY GROUP INC	COM	45822P105	1060	19556	SH		DEFINED	5	
			1060	19556					
INTERCONTINENTAL HTLS GRP PL	SPONS ADR NEW	45857P301	171	9480	SH		DEFINED	5	
			171	9480					
INTERCONTINENTALEXCHANGE INC	COM	45865V100	1228	10185	SH		DEFINED	5	
			1228	10185					
INTERDIGITAL INC	COM	45867G101	761	17464	SH		DEFINED	5	
			761	17464					
INTERNATIONAL BUSINESS MACHS	COM	459200101	133996	728715	SH		DEFINED	5	
			133996	728715					
INTERNATIONAL FLAVORS&FRAGRA	COM	459506101	1668	31813	SH		DEFINED	5	
			1668	31813					

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

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INTERNATIONAL GAME TECHNOLOG	COM	459902102	596	34643	SH	DEFINED	5
			-----	-----			
			596	34643			
INTL PAPER CO	COM	460146103	1086	36686	SH	DEFINED	5
			-----	-----			
			1086	36686			
INTERNATIONAL RECTIFIER CORP	COM	460254105	703	36176	SH	DEFINED	5
			-----	-----			
			703	36176			
INTERPUBLIC GROUP COS INC	COM	460690100	110	11280	SH	DEFINED	5
			-----	-----			
			110	11280			
INTEROIL CORP	COM	460951106	49	967	SH	DEFINED	5
			-----	-----			
			49	967			
INTL FCSTONE INC	COM	46116V105	5	220	SH	DEFINED	5
			-----	-----			
			5	220			
INTUITIVE SURGICAL INC	COM NEW	46120E602	901	1945	SH	DEFINED	5
			-----	-----			
			901	1945			
INTUIT	COM	461202103	2344	44564	SH	DEFINED	5
			-----	-----			
			2344	44564			
INTREPID POTASH INC	COM	46121Y102	10	447	SH	DEFINED	5
			-----	-----			
			10	447			
INVESCO VAN KAMPEN SR INC TR	COM	46131H107	21	5000	SH	DEFINED	5
			-----	-----			
			21	5000			
INVESCO VAN KAMPEN MUNI TRST	COM	46131J103	25	1803	SH	DEFINED	5
			-----	-----			
			25	1803			

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				NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA		
INVESCO VAN KAMPEN OHIO QUAL	COM	46131K100	87	5495	SH	DEFINED	5			
			-----	-----						
			87	5495						
INVESCO VAN KAMPEN TR INVT G	COM	46131M106	109	7278	SH	DEFINED	5			
			-----	-----						

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					109	7278		
INVESCO VAN KAMPEN TR INVT G	COM	46131R105	49	2850	SH	DEFINED	5	
			49	2850				
INVESCO VAN KAMPEN MUNI OPP	COM	46132C107	59	4054	SH	DEFINED	5	
			59	4054				
INVESCO VAN KAMPEN SELECT MU	SH BEN INT	46132G108	28	2200	SH	DEFINED	5	
			28	2200				
INVESCO INSRD MUNI INCM TRST	COM	46132P108	12	775	SH	DEFINED	5	
			12	775				
INVESCO MUNI INCM OPP TRST I	COM	46133A100	30	4034	SH	DEFINED	5	
			30	4034				
INVESCO MUNI PREM INC TRST	COM	46133E102	35	3890	SH	DEFINED	5	
			35	3890				
INVESTMENT TECHNOLOGY GRP NE	COM	46145F105	467	43191	SH	DEFINED	5	
			467	43191				
ION GEOPHYSICAL CORP	COM	462044108	1	200	SH	DEFINED	5	
			1	200				
IRON MTN INC	COM	462846106	34	1112	SH	DEFINED	5	
			34	1112				

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				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER		TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
ISHARES SILVER TRUST		ISHARES	46428Q109	605	22471	SH	DEFINED	5		
				605	22471					
ISHARES S&P GSCI COMMODITY I		UNIT BEN INT	46428R107	5269	159750	SH	DEFINED	5		
				5269	159750					
ISHARES GOLD TRUST		ISHARES	464285105	5567	365541	SH	DEFINED	5		
				5567	365541					
ISHARES INC		MSCI AUSTRALIA	464286103	8	361	SH	DEFINED	5		

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			-----	-----		
			8	361		
ISHARES INC	MSCI AUSTRIA I	464286202	4	268	SH	DEFINED 5
			-----	-----		
			4	268		
ISHARES INC	MSCI BELG INVE	464286301	3	247	SH	DEFINED 5
			-----	-----		
			3	247		
ISHARES INC	MSCI BRAZIL	464286400	494	8611	SH	DEFINED 5
			-----	-----		
			494	8611		
ISHARES INC	MSCI CDA INDEX	464286509	138	5194	SH	DEFINED 5
			-----	-----		
			138	5194		
ISHARES INC	MSCI EMU INDEX	464286608	127	4535	SH	DEFINED 5
			-----	-----		
			127	4535		
ISHARES INC	MSCI THAILAND	464286624	5	75	SH	DEFINED 5
			-----	-----		
			5	75		
ISHARES INC	MSCI ISRAEL FD	464286632	1	32	SH	DEFINED 5
			-----	-----		
			1	32		

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
ISHARES INC	MSCI CHILE INV	464286640	4	77	SH	DEFINED 5		
			-----	-----				
			4	77				
ISHARES INC	MSCI BRIC INDX	464286657	83	2295	SH	DEFINED 5		
			-----	-----				
			83	2295				
ISHARES INC	MSCI PAC J IDX	464286665	465	11952	SH	DEFINED 5		
			-----	-----				
			465	11952				
ISHARES INC	MSCI SINGAPORE	464286673	13	1203	SH	DEFINED 5		
			-----	-----				
			13	1203				
ISHARES INC	MSCI UTD KINGD	464286699	23	1398	SH	DEFINED 5		
			-----	-----				
			23	1398				

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ISHARES INC	MSCI TAIWAN	464286731	39	3373	SH	DEFINED	5
			-----	-----			
			39	3373			
ISHARES INC	MSCI SWITZERLD	464286749	25	1090	SH	DEFINED	5
			-----	-----			
			25	1090			
ISHARES INC	MSCI SWEDEN	464286756	29	1173	SH	DEFINED	5
			-----	-----			
			29	1173			
ISHARES INC	MSCI SPAIN	464286764	10	318	SH	DEFINED	5
			-----	-----			
			10	318			
ISHARES INC	MSCI S KOREA	464286772	7	135	SH	DEFINED	5
			-----	-----			
			7	135			
ISHARES INC	MSCI STH AFRCA	464286780	38	617	SH	DEFINED	5
			-----	-----			
			38	617			

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				NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER		TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O	
-----		-----	-----	-----	-----	-----	-----	-----	-----	
ISHARES INC	MSCI GERMANY	464286806	37	1931	SH	DEFINED	5			
			-----	-----						
			37	1931						
ISHARES INC	MSCI NETHR INV	464286814	20	1150	SH	DEFINED	5			
			-----	-----						
			20	1150						
ISHARES INC	MSCI MALAYSIA	464286830	6	422	SH	DEFINED	5			
			-----	-----						
			6	422						
ISHARES INC	MSCI JAPAN	464286848	20	2161	SH	DEFINED	5			
			-----	-----						
			20	2161						
ISHARES INC	MSCI HONG KONG	464286871	40	2580	SH	DEFINED	5			
			-----	-----						
			40	2580						
ISHARES TR	S&P 100 IDX FD	464287101	144	2529	SH	DEFINED	5			
			-----	-----						
			144	2529						
ISHARES TR	LRGE GRW INDX	464287119	91	1381	SH	DEFINED	5			
			-----	-----						
			91	1381						

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ISHARES TR	DJ SEL DIV INX	464287168	29702	552382	SH	DEFINED	5
			-----	-----			
			29702	552382			
ISHARES TR	BARCLYS TIPS B	464287176	146574	1256094	SH	DEFINED	5
			-----	-----			
			146574	1256094			
ISHARES TR	FTSE CHINA25 I	464287184	533	15289	SH	DEFINED	5
			-----	-----			
			533	15289			
ISHARES TR	S&P 500 INDEX	464287200	68728	545631	SH	DEFINED	5
			-----	-----			
			68728	545631			

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NAME OF ISSUER			TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
-----			-----	-----	-----	-----	-----	-----	
ISHARES TR			BARCLY USAGG B	464287226	38017	344821	SH	DEFINED	5
					-----	-----			
					38017	344821			
ISHARES TR			MSCI EMERG MKT	464287234	107646	2837270	SH	DEFINED	5
					-----	-----			
					107646	2837270			
ISHARES TR			IBOXX INV CPBD	464287242	68483	601997	SH	DEFINED	5
					-----	-----			
					68483	601997			
ISHARES TR			S&P GBL TELCM	464287275	5616	100664	SH	DEFINED	5
					-----	-----			
					5616	100664			
ISHARES TR			S&P GBL INF	464287291	5083	86575	SH	DEFINED	5
					-----	-----			
					5083	86575			
ISHARES TR			S&P500 GRW	464287309	10592	157080	SH	DEFINED	5
					-----	-----			
					10592	157080			
ISHARES TR			S&P GBL HLTHCR	464287325	5267	93853	SH	DEFINED	5
					-----	-----			
					5267	93853			
ISHARES TR			S&P GBL ENER	464287341	5216	136576	SH	DEFINED	5
					-----	-----			
					5216	136576			
ISHARES TR			S&P NA NAT RES	464287374	5281	138964	SH	DEFINED	5
					-----	-----			

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			5281	138964		
ISHARES TR	S&P LTN AM 40	464287390	162	3808	SH	DEFINED 5
			-----	-----		
			162	3808		
ISHARES TR	S&P 500 VALUE	464287408	8205	141887	SH	DEFINED 5
			-----	-----		
			8205	141887		

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----		-----		-----		-----		-----
ISHARES TR		BARCLYS 20+ YR	464287432	3261	26893	SH	DEFINED	5
				-----	-----			
				3261	26893			
ISHARES TR		BARCLYS 7-10 Y	464287440	2502	23698	SH	DEFINED	5
				-----	-----			
				2502	23698			
ISHARES TR		BARCLYS 1-3 YR	464287457	28609	338563	SH	DEFINED	5
				-----	-----			
				28609	338563			
ISHARES TR		MSCI EAFE INDE	464287465	97779	1974127	SH	DEFINED	5
				-----	-----			
				97779	1974127			
ISHARES TR		RUSSELL MCP VL	464287473	29559	681084	SH	DEFINED	5
				-----	-----			
				29559	681084			
ISHARES TR		RUSSELL MCP GR	464287481	21300	386928	SH	DEFINED	5
				-----	-----			
				21300	386928			
ISHARES TR		RUSSELL MIDCAP	464287499	85387	867577	SH	DEFINED	5
				-----	-----			
				85387	867577			
ISHARES TR		S&P MIDCAP 400	464287507	63431	724014	SH	DEFINED	5
				-----	-----			
				63431	724014			
ISHARES TR		S&P NA TECH FD	464287549	2411	40583	SH	DEFINED	5
				-----	-----			
				2411	40583			
ISHARES TR		NASDQ BIO INDX	464287556	518	4966	SH	DEFINED	5
				-----	-----			
				518	4966			
ISHARES TR		COHEN&ST RLTY	464287564	94727	1349004	SH	DEFINED	5

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94727 1349004

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			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
ISHARES TR	S&P GLB100INDX	464287572	1866	32200	SH		DEFINED	5	
			1866	32200					
ISHARES TR	CONS SRVC IDX	464287580	29	400	SH		DEFINED	5	
			29	400					
ISHARES TR	RUSSELL1000VAL	464287598	20277	319431	SH		DEFINED	5	
			20277	319431					
ISHARES TR	S&P MC 400 GRW	464287606	9540	96632	SH		DEFINED	5	
			9540	96632					
ISHARES TR	RUSSELL1000GRW	464287614	12700	219761	SH		DEFINED	5	
			12700	219761					
ISHARES TR	RUSSELL 1000	464287622	32966	475219	SH		DEFINED	5	
			32966	475219					
ISHARES TR	RUSL 2000 VALU	464287630	12059	183712	SH		DEFINED	5	
			12059	183712					
ISHARES TR	RUSL 2000 GROW	464287648	9455	112255	SH		DEFINED	5	
			9455	112255					
ISHARES TR	RUSSELL 2000	464287655	69763	945934	SH		DEFINED	5	
			69763	945934					
ISHARES TR	RUSSELL 3000	464287689	856	11536	SH		DEFINED	5	
			856	11536					
ISHARES TR	S&P MIDCP VALU	464287705	4237	55758	SH		DEFINED	5	
			4237	55758					



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			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/	INVSTMT DSCRETN			
ISHARES TR	DJ US TELECOMM	464287713	80	3800	SH		DEFINED	5		
			80	3800						
ISHARES TR	DJ US TECH SEC	464287721	29	450	SH		DEFINED	5		
			29	450						
ISHARES TR	DJ US REAL EST	464287739	311	5483	SH		DEFINED	5		
			311	5483						
ISHARES TR	DJ US INDUSTRL	464287754	22	350	SH		DEFINED	5		
			22	350						
ISHARES TR	DJ US HEALTHCR	464287762	50	700	SH		DEFINED	5		
			50	700						
ISHARES TR	DJ US ENERGY	464287796	32	800	SH		DEFINED	5		
			32	800						
ISHARES TR	S&P SMLCAP 600	464287804	32677	478435	SH		DEFINED	5		
			32677	478435						
ISHARES TR	DJ US BAS MATL	464287838	76	1185	SH		DEFINED	5		
			76	1185						
ISHARES TR	S&P EURO PLUS	464287861	14	422	SH		DEFINED	5		
			14	422						
ISHARES TR	S&P SMLCP VALU	464287879	1972	28264	SH		DEFINED	5		
			1972	28264						
ISHARES TR	S&P SMLCP GROW	464287887	3227	43336	SH		DEFINED	5		
			3227	43336						

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

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ISHARES TR	S&P CITINT TBD	464288117	159	1595	SH	DEFINED	5
			-----	-----			
			159	1595			
ISHARES TR	S&P SH NTL AMT	464288158	1422	13320	SH	DEFINED	5
			-----	-----			
			1422	13320			
ISHARES TR	AGENCY BD FD	464288166	8	71	SH	DEFINED	5
			-----	-----			
			8	71			
ISHARES TR	MSCI ACJPN IDX	464288182	231	4623	SH	DEFINED	5
			-----	-----			
			231	4623			
ISHARES TR	FTSE CHINA ETF	464288190	5	126	SH	DEFINED	5
			-----	-----			
			5	126			
ISHARES TR	MSCI ACWI INDX	464288257	14	325	SH	DEFINED	5
			-----	-----			
			14	325			
ISHARES TR	MSCI SMALL CAP	464288273	9009	259175	SH	DEFINED	5
			-----	-----			
			9009	259175			
ISHARES TR	JPMORGAN USD	464288281	75	685	SH	DEFINED	5
			-----	-----			
			75	685			
ISHARES TR	S&P AMTFREE MU	464288323	129	1195	SH	DEFINED	5
			-----	-----			
			129	1195			
ISHARES TR	S&P GLO INFRAS	464288372	4	110	SH	DEFINED	5
			-----	-----			
			4	110			
ISHARES TR	S&P NTL AMTFRE	464288414	24937	230364	SH	DEFINED	5
			-----	-----			
			24937	230364			

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				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
				VALUE	SHARES/	SH/	PUT/	INVSTMT	O	
NAME OF ISSUER				(X\$1000)	PRN	AMT	CALL	DSCRETN	MA	
-----				-----	-----	-----	-----	-----	-----	
ISHARES TR				EPRA/NAR DEV A	464288463	762	31550	SH	DEFINED	5
						-----	-----			
						762	31550			
ISHARES TR				EPRA/NAR DEV E	464288471	388	15729	SH	DEFINED	5
						-----	-----			
						388	15729			

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ISHARES TR	SMLL CORE INDX	464288505	13	157	SH	DEFINED	5
			-----	-----			
			13	157			
ISHARES TR	HIGH YLD CORP	464288513	68272	763417	SH	DEFINED	5
			-----	-----			
			68272	763417			
ISHARES TR	MRTG PLS CAP I	464288539	74	5872	SH	DEFINED	5
			-----	-----			
			74	5872			
ISHARES TR	INDL OFF CAP I	464288554	48	1900	SH	DEFINED	5
			-----	-----			
			48	1900			
ISHARES TR	MSCI KLD400 SO	464288570	57	1209	SH	DEFINED	5
			-----	-----			
			57	1209			
ISHARES TR	BARCLYS MBS BD	464288588	8629	79846	SH	DEFINED	5
			-----	-----			
			8629	79846			
ISHARES TR	BARCLYS INTER	464288612	4978	44733	SH	DEFINED	5
			-----	-----			
			4978	44733			
ISHARES TR	BARCLYS CR BD	464288620	83	760	SH	DEFINED	5
			-----	-----			
			83	760			
ISHARES TR	BARCLYS INTER	464288638	1671	15589	SH	DEFINED	5
			-----	-----			
			1671	15589			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	MA	
-----	-----	-----	-----	-----	-----	-----	-----	
ISHARES TR	BARCLYS 1-3YR	464288646	50151	481293	SH	DEFINED	5	
			-----	-----				
			50151	481293				
ISHARES TR	BARCLYS 10-20Y	464288653	12	87	SH	DEFINED	5	
			-----	-----				
			12	87				
ISHARES TR	BARCLYS 3-7 YR	464288661	1	10	SH	DEFINED	5	
			-----	-----				
			1	10				
ISHARES TR	US PFD STK IDX	464288687	118021	3313331	SH	DEFINED	5	
			-----	-----				

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118021 3313331

ISHARES TR	S&P GLB MTRLS	464288695	5020	87763	SH	DEFINED	5
			-----	-----			
			5020	87763			
ISHARES TR	S&P GL UTILITI	464288711	5094	121585	SH	DEFINED	5
			-----	-----			
			5094	121585			
ISHARES TR	S&P GL INDUSTR	464288729	5151	106809	SH	DEFINED	5
			-----	-----			
			5151	106809			
ISHARES TR	S&P GL C STAPL	464288737	5164	77589	SH	DEFINED	5
			-----	-----			
			5164	77589			
ISHARES TR	S&P GL CONSUME	464288745	5082	101740	SH	DEFINED	5
			-----	-----			
			5082	101740			
ISHARES TR	DJ REGIONAL BK	464288778	14	650	SH	DEFINED	5
			-----	-----			
			14	650			
ISHARES TR	MSCI ESG SEL S	464288802	164	2989	SH	DEFINED	5
			-----	-----			
			164	2989			

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
ISHARES TR	RSSL MCRCP IDX	464288869	4	100	SH	DEFINED	5		
			-----	-----					
			4	100					
ISHARES TR	MSCI VAL IDX	464288877	836	19572	SH	DEFINED	5		
			-----	-----					
			836	19572					
ISHARES TR	MSCI GRW IDX	464288885	947	18217	SH	DEFINED	5		
			-----	-----					
			947	18217					
ISHARES TR	2013 S&P AMTFR	464289388	1832	36087	SH	DEFINED	5		
			-----	-----					
			1832	36087					
ISHARES TR	2012 S&P AMTFR	464289412	2628	51807	SH	DEFINED	5		
			-----	-----					
			2628	51807					
ISHARES TR	S&P INDIA 50	464289529	5	250	SH	DEFINED	5		

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			-----	-----		
			5	250		
ISHARES TR	S&P AGGR ALL	464289859	164	4958	SH	DEFINED 5
			-----	-----		
			164	4958		
ISHARES TR	S&P GRWTH ALL	464289867	114	3646	SH	DEFINED 5
			-----	-----		
			114	3646		
ISHARES TR	S&P MODERATE	464289875	55	1843	SH	DEFINED 5
			-----	-----		
			55	1843		
ISHARES TR	S&P CONSR ALL	464289883	191	6505	SH	DEFINED 5
			-----	-----		
			191	6505		
ISIS PHARMACEUTICALS INC	COM	464330109	1	175	SH	DEFINED 5
			-----	-----		
			1	175		

				FORM 13F					
PAGE	98 OF 186	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP		VALUE	SHARES/	SH/	PUT/	INVSTMT	O
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN AMT	PRN CALL	DSCRETN		MA
-----									
	ITAU UNIBANCO HLDG SA	SPON ADR REP P	465562106	394	21229	SH		DEFINED	5
				-----	-----				
				394	21229				
	ITC HLDGS CORP	COM	465685105	14	185	SH		DEFINED	5
				-----	-----				
				14	185				
	ITRON INC	COM	465741106	756	21144	SH		DEFINED	5
				-----	-----				
				756	21144				
	IVANHOE MINES LTD	COM	46579N103	12	700	SH		DEFINED	5
				-----	-----				
				12	700				
	JDS UNIPHASE CORP	COM PAR \$0.001	46612J507	79	7590	SH		DEFINED	5
				-----	-----				
				79	7590				
	JPMORGAN CHASE & CO	COM	46625H100	67229	2021914	SH		DEFINED	5
				-----	-----				
				67229	2021914				
	JPMORGAN CHASE & CO	ALERIAN ML ETN	46625H365	9216	236490	SH		DEFINED	5
				-----	-----				
				9216	236490				

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JABIL CIRCUIT INC	COM	466313103	479	24364	SH	DEFINED	5
			-----	-----			
			479	24364			
JACOBS ENGR GROUP INC DEL	COM	469814107	615	15145	SH	DEFINED	5
			-----	-----			
			615	15145			
JANUS CAP GROUP INC	COM	47102X105	1	82	SH	DEFINED	5
			-----	-----			
			1	82			
JARDEN CORP	COM	471109108	6	192	SH	DEFINED	5
			-----	-----			
			6	192			

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PAGE 99 OF 186		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O	
-----									
JEFFERIES GROUP INC NEW	COM	472319102	627	45565	SH	DEFINED	5		
			-----	-----					
			627	45565					
JOHN BEAN TECHNOLOGIES CORP	COM	477839104	11	718	SH	DEFINED	5		
			-----	-----					
			11	718					
JOHN HANCOCK HDG EQ & INC FD	COM	47804L102	7	500	SH	DEFINED	5		
			-----	-----					
			7	500					
JOHNSON & JOHNSON	COM	478160104	109928	1676235	SH	DEFINED	5		
			-----	-----					
			109928	1676235					
JOHNSON CTLS INC	COM	478366107	6097	195055	SH	DEFINED	5		
			-----	-----					
			6097	195055					
JONES LANG LASALLE INC	COM	48020Q107	54	884	SH	DEFINED	5		
			-----	-----					
			54	884					
JOS A BANK CLOTHIERS INC	COM	480838101	3	52	SH	DEFINED	5		
			-----	-----					
			3	52					
JOY GLOBAL INC	COM	481165108	11745	156658	SH	DEFINED	5		
			-----	-----					
			11745	156658					
JUNIPER NETWORKS INC	COM	48203R104	473	23175	SH	DEFINED	5		
			-----	-----					
			473	23175					

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KAR AUCTION SVCS INC	COM	48238T109	165	12235	SH	DEFINED	5
			-----	-----			
			165	12235			
KBR INC	COM	48242W106	91	3263	SH	DEFINED	5
			-----	-----			
			91	3263			

		FORM 13F						
PAGE 100 OF 186		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN	MA	
-----		-----	-----	-----	-----	-----	-----	
KLA-TENCOR CORP	COM	482480100	1566	32464	SH	DEFINED	5	
			-----	-----				
			1566	32464				
KMG CHEMICALS INC	COM	482564101	17	1000	SH	DEFINED	5	
			-----	-----				
			17	1000				
KADANT INC	COM	48282T104	3	126	SH	DEFINED	5	
			-----	-----				
			3	126				
KAMAN CORP	COM	483548103	963	35251	SH	DEFINED	5	
			-----	-----				
			963	35251				
KANSAS CITY SOUTHERN	COM NEW	485170302	1834	26968	SH	DEFINED	5	
			-----	-----				
			1834	26968				
KAYNE ANDERSON MLP INVSMNT C	COM	486606106	24	800	SH	DEFINED	5	
			-----	-----				
			24	800				
KELLOGG CO	COM	487836108	10756	212693	SH	DEFINED	5	
			-----	-----				
			10756	212693				
KELLY SVCS INC	CL A	488152208	227	16580	SH	DEFINED	5	
			-----	-----				
			227	16580				
KEMPER CORP DEL	COM	488401100	130	4438	SH	DEFINED	5	
			-----	-----				
			130	4438				
KENNAMETAL INC	COM	489170100	5930	162365	SH	DEFINED	5	
			-----	-----				
			5930	162365				
KEYCORP NEW	COM	493267108	4232	550299	SH	DEFINED	5	
			-----	-----				

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4232 550299

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			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
KILROY RLTY CORP	COM	49427F108	25	655	SH		DEFINED	5	
			25	655					
KIMBALL INTL INC	CL B	494274103	522	102939	SH		DEFINED	5	
			522	102939					
KIMBERLY CLARK CORP	COM	494368103	9405	127849	SH		DEFINED	5	
			9405	127849					
KIMCO RLTY CORP	COM	49446R109	248	15280	SH		DEFINED	5	
			248	15280					
KINDER MORGAN MANAGEMENT LLC	SHS	49455U100	1344	17117	SH		DEFINED	5	
			1344	17117					
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	5072	59709	SH		DEFINED	5	
			5072	59709					
KIRBY CORP	COM	497266106	496	7535	SH		DEFINED	5	
			496	7535					
KNOLL INC	COM NEW	498904200	320	21572	SH		DEFINED	5	
			320	21572					
KOHL'S CORP	COM	500255104	4691	95064	SH		DEFINED	5	
			4691	95064					
KONA GRILL INC	COM	50047H201	4	623	SH		DEFINED	5	
			4	623					
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	290	13827	SH		DEFINED	5	
			290	13827					



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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
KRAFT FOODS INC	CL A	50075N104	15504	414981	SH		DEFINED	5	
			-----	-----					
			15504	414981					
KROGER CO	COM	501044101	9682	399763	SH		DEFINED	5	
			-----	-----					
			9682	399763					
KRONOS WORLDWIDE INC	COM	50105F105	2	102	SH		DEFINED	5	
			-----	-----					
			2	102					
KUBOTA CORP	ADR	501173207	19	454	SH		DEFINED	5	
			-----	-----					
			19	454					
KYOCERA CORP	ADR	501556203	14	177	SH		DEFINED	5	
			-----	-----					
			14	177					
LCNB CORP	COM	50181P100	529	40860	SH		DEFINED	5	
			-----	-----					
			529	40860					
LG DISPLAY CO LTD	SPONS ADR REP	50186V102	17	1578	SH		DEFINED	5	
			-----	-----					
			17	1578					
LKQ CORP	COM	501889208	202	6716	SH		DEFINED	5	
			-----	-----					
			202	6716					
LSI CORPORATION	COM	502161102	6	970	SH		DEFINED	5	
			-----	-----					
			6	970					
LTC PPTYS INC	COM	502175102	1570	50875	SH		DEFINED	5	
			-----	-----					
			1570	50875					
LTX-CREDENCE CORP	COM NEW	502403207	3	483	SH		DEFINED	5	
			-----	-----					
			3	483					

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PAGE 103 OF 186			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	2355	35316	SH		DEFINED	5	

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			2355	35316			
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	6923	80529	SH	DEFINED	5
			6923	80529			
LAKELAND FINL CORP	COM	511656100	931	35993	SH	DEFINED	5
			931	35993			
LAM RESEARCH CORP	COM	512807108	52	1407	SH	DEFINED	5
			52	1407			
LAS VEGAS SANDS CORP	COM	517834107	34	795	SH	DEFINED	5
			34	795			
LASALLE HOTEL PPTYS	COM SH BEN INT	517942108	330	13626	SH	DEFINED	5
			330	13626			
LAUDER ESTEE COS INC	CL A	518439104	3595	32004	SH	DEFINED	5
			3595	32004			
LAYNE CHRISTENSEN CO	COM	521050104	1076	44478	SH	DEFINED	5
			1076	44478			
LEGGETT & PLATT INC	COM	524660107	155	6749	SH	DEFINED	5
			155	6749			
LEGG MASON INC	COM	524901105	67	2799	SH	DEFINED	5
			67	2799			
LENDER PROCESSING SVCS INC	COM	52602E102	62	4138	SH	DEFINED	5
			62	4138			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
LENNAR CORP	CL A	526057104	22	1097	SH	DEFINED	5	
			22	1097				
LENNOX INTL INC	COM	526107107	27	800	SH	DEFINED	5	
			27	800				

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LEUCADIA NATL CORP	COM	527288104	7	327	SH	DEFINED	5
			-----	-----			
			7	327			
LEVEL 3 COMMUNICATIONS INC	COM NEW	52729N308	6	333	SH	DEFINED	5
			-----	-----			
			6	333			
LEXINGTON REALTY TRUST	COM	529043101	169	22533	SH	DEFINED	5
			-----	-----			
			169	22533			
LEXMARK INTL NEW	CL A	529771107	12	367	SH	DEFINED	5
			-----	-----			
			12	367			
LIBERTY ALL STAR EQUITY FD	SH BEN INT	530158104	4	1000	SH	DEFINED	5
			-----	-----			
			4	1000			
LIBERTY MEDIA CORPORATION	LIB CAP COM A	530322106	9	113	SH	DEFINED	5
			-----	-----			
			9	113			
LIBERTY GLOBAL INC	COM SER A	530555101	0	8	SH	DEFINED	5
			-----	-----			
				8			
LIBERTY GLOBAL INC	COM SER C	530555309	99	2508	SH	DEFINED	5
			-----	-----			
			99	2508			
LIBERTY INTERACTIVE CORPORAT	INT COM SER A	53071M104	5	337	SH	DEFINED	5
			-----	-----			
			5	337			

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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
	LIBERTY PPTY TR	SH BEN INT	531172104	432	14005	SH		DEFINED	5
				-----	-----				
				432	14005				
	LIFE TECHNOLOGIES CORP	COM	53217V109	322	8265	SH		DEFINED	5
				-----	-----				
				322	8265				
	LIGHTBRIDGE CORP	COM	53224K104	9	4374	SH		DEFINED	5
				-----	-----				
				9	4374				
	LILLY ELI & CO	COM	532457108	9974	239994	SH		DEFINED	5
				-----	-----				
				9974	239994				

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LIMITED BRANDS INC	COM	532716107	1391	34485	SH	DEFINED	5
			-----	-----			
			1391	34485			
LINCOLN ELEC HLDGS INC	COM	533900106	3935	100592	SH	DEFINED	5
			-----	-----			
			3935	100592			
LINCOLN NATL CORP IND	COM	534187109	862	44397	SH	DEFINED	5
			-----	-----			
			862	44397			
LINDSAY CORP	COM	535555106	812	14788	SH	DEFINED	5
			-----	-----			
			812	14788			
LINEAR TECHNOLOGY CORP	COM	535678106	6	201	SH	DEFINED	5
			-----	-----			
			6	201			
LINN ENERGY LLC	UNIT LTD LIAB	536020100	189	4989	SH	DEFINED	5
			-----	-----			
			189	4989			
LIVE NATION ENTERTAINMENT IN	COM	538034109	0	46	SH	DEFINED	5
			-----	-----			
				46			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
LIZ CLAIBORNE INC	COM	539320101	35	4037	SH	DEFINED	5		
			-----	-----					
			35	4037					
LOCKHEED MARTIN CORP	COM	539830109	6154	76075	SH	DEFINED	5		
			-----	-----					
			6154	76075					
LOEWS CORP	COM	540424108	358	9512	SH	DEFINED	5		
			-----	-----					
			358	9512					
LORILLARD INC	COM	544147101	367	3223	SH	DEFINED	5		
			-----	-----					
			367	3223					
LOWES COS INC	COM	548661107	9786	385573	SH	DEFINED	5		
			-----	-----					
			9786	385573					
M & T BK CORP	COM	55261F104	74	975	SH	DEFINED	5		
			-----	-----					

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			74	975		
MBIA INC	COM	55262C100	1298	112013	SH	DEFINED 5
			-----	-----		
			1298	112013		
MDU RES GROUP INC	COM	552690109	4464	208028	SH	DEFINED 5
			-----	-----		
			4464	208028		
MDC PARTNERS INC	CL A SUB VTG	552697104	284	21010	SH	DEFINED 5
			-----	-----		
			284	21010		
MEMC ELECTR MATLS INC	COM	552715104	2	600	SH	DEFINED 5
			-----	-----		
			2	600		
MFA FINANCIAL INC	COM	55272X102	30	4500	SH	DEFINED 5
			-----	-----		
			30	4500		

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PAGE	107 OF	186	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP				
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
MFS CHARTER INCOME TR	SH BEN INT	552727109	30	3250	SH	DEFINED 5	
			-----	-----			
			30	3250			
MFS INTER INCOME TR	SH BEN INT	55273C107	32	5000	SH	DEFINED 5	
			-----	-----			
			32	5000			
MFS MULTIMARKET INCOME TR	SH BEN INT	552737108	31	4633	SH	DEFINED 5	
			-----	-----			
			31	4633			
MFS MUN INCOME TR	SH BEN INT	552738106	11	1560	SH	DEFINED 5	
			-----	-----			
			11	1560			
MFC INDL LTD	COM	55278T105	4	500	SH	DEFINED 5	
			-----	-----			
			4	500			
MFS GOVT MKTS INCOME TR	SH BEN INT	552939100	661	95003	SH	DEFINED 5	
			-----	-----			
			661	95003			
MGM RESORTS INTERNATIONAL	COM	552953101	50	4777	SH	DEFINED 5	
			-----	-----			
			50	4777			
MLP & STRATEGIC EQUITY FD IN	COM	55312N106	3	200	SH	DEFINED 5	

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		-----		-----			
		3	200				
MSC INDL DIRECT INC	CL A	553530106	159	2220	SH	DEFINED	5
		-----	-----				
		159	2220				
MTS SYS CORP	COM	553777103	28	692	SH	DEFINED	5
		-----	-----				
		28	692				
MVC CAPITAL INC	COM	553829102	557	48022	SH	DEFINED	5
		-----	-----				
		557	48022				

				FORM 13F					
PAGE 108 OF 186		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP		VALUE	SHARES/	SH/	PUT/	INVSTMT	O
NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	CALL	DSCRETN	MA	
-----		-----		-----		-----		-----	
MYR GROUP INC DEL	COM	55405W104	263	13727	SH	DEFINED	5		
		-----	-----						
		263	13727						
MACATAWA BK CORP	COM	554225102	12	5197	SH	DEFINED	5		
		-----	-----						
		12	5197						
MACERICH CO	COM	554382101	54	1068	SH	DEFINED	5		
		-----	-----						
		54	1068						
MACK CALI RLTY CORP	COM	554489104	40	1500	SH	DEFINED	5		
		-----	-----						
		40	1500						
MACQUARIE GLBL INFRA TOTL RE	COM	55608D101	2	100	SH	DEFINED	5		
		-----	-----						
		2	100						
MACYS INC	COM	55616P104	5563	172884	SH	DEFINED	5		
		-----	-----						
		5563	172884						
MADDEN STEVEN LTD	COM	556269108	3	97	SH	DEFINED	5		
		-----	-----						
		3	97						
MADISON SQUARE GARDEN CO	CL A	55826P100	6	212	SH	DEFINED	5		
		-----	-----						
		6	212						
MAGELLAN MIDSTREAM PRNRS LP	COM UNIT RP LP	559080106	445	6466	SH	DEFINED	5		
		-----	-----						
		445	6466						

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MAGNA INTL INC	COM	559222401	49	1478	SH	DEFINED	5
			-----	-----			
			49	1478			
MALAYSIA FD INC	COM	560905101	71	7828	SH	DEFINED	5
			-----	-----			
			71	7828			

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PAGE 109 OF 186		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN	O MA	
-----								
MANITOWOC INC	COM	563571108	164	17814	SH	DEFINED	5	
			-----	-----				
			164	17814				
MANPOWERGROUP INC	COM	56418H100	28	778	SH	DEFINED	5	
			-----	-----				
			28	778				
MANULIFE FINL CORP	COM	56501R106	255	23994	SH	DEFINED	5	
			-----	-----				
			255	23994				
MARATHON OIL CORP	COM	565849106	5189	177286	SH	DEFINED	5	
			-----	-----				
			5189	177286				
MARATHON PETE CORP	COM	56585A102	3206	96299	SH	DEFINED	5	
			-----	-----				
			3206	96299				
MARINE PETE TR	UNIT BEN INT	568423107	3	100	SH	DEFINED	5	
			-----	-----				
			3	100				
MARKEL CORP	COM	570535104	138	332	SH	DEFINED	5	
			-----	-----				
			138	332				
MARKET VECTORS ETF TR	GOLD MINER ETF	57060U100	1641	31914	SH	DEFINED	5	
			-----	-----				
			1641	31914				
MARKET VECTORS ETF TR	MV STEEL INDEX	57060U308	48	1000	SH	DEFINED	5	
			-----	-----				
			48	1000				
MARKET VECTORS ETF TR	MINOR METALS	57060U472	5	305	SH	DEFINED	5	
			-----	-----				
			5	305				
MARKET VECTORS ETF TR	AGRIBUS ETF	57060U605	57	1200	SH	DEFINED	5	
			-----	-----				
			57	1200				

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			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
MARKET VECTORS ETF TR	URAN NUCLR ENR	57060U704	6	400	SH		DEFINED	5	
			6	400					
MARKET VECTORS ETF TR	MKTVEC INTMUET	57060U845	8	360	SH		DEFINED	5	
			8	360					
MARKET VECTORS ETF TR	HG YLD MUN ETF	57060U878	410	13775	SH		DEFINED	5	
			410	13775					
MARKET VECTORS ETF TR	MKTVEC LMUNETF	57060U886	8	445	SH		DEFINED	5	
			8	445					
MARKWEST ENERGY PARTNERS L P	UNIT LTD PARTN	570759100	156	2836	SH		DEFINED	5	
			156	2836					
MARRIOTT VACATIONS WRLDWDE C	COM	57164Y107	65	3793	SH		DEFINED	5	
			65	3793					
MARSH & MCLENNAN COS INC	COM	571748102	907	28680	SH		DEFINED	5	
			907	28680					
MARRIOTT INTL INC NEW	CL A	571903202	1565	53650	SH		DEFINED	5	
			1565	53650					
MARTEN TRANS LTD	COM	573075108	353	19647	SH		DEFINED	5	
			353	19647					
MARTHA STEWART LIVING OMNIME	CL A	573083102	2	466	SH		DEFINED	5	
			2	466					
MARTIN MARIETTA MATLS INC	COM	573284106	559	7409	SH		DEFINED	5	
			559	7409					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
MASCO CORP	COM	574599106	19	1772	SH	DEFINED	5
			19	1772			
MASTERCARD INC	CL A	57636Q104	14143	37936	SH	DEFINED	5
			14143	37936			
MATERIAL SCIENCES CORP	COM	576674105	0	47	SH	DEFINED	5
				47			
MATERION CORP	COM	576690101	17	700	SH	DEFINED	5
			17	700			
MATTEL INC	COM	577081102	3210	115636	SH	DEFINED	5
			3210	115636			
MATTERSIGHT CORP	COM	577097108	5	1000	SH	DEFINED	5
			5	1000			
MAXIM INTEGRATED PRODS INC	COM	57772K101	2065	79285	SH	DEFINED	5
			2065	79285			
MAXWELL TECHNOLOGIES INC	COM	577767106	269	16557	SH	DEFINED	5
			269	16557			
MAXIMUS INC	COM	577933104	162	3908	SH	DEFINED	5
			162	3908			
MBT FINL CORP	COM	578877102	1	500	SH	DEFINED	5
			1	500			
MCCORMICK & CO INC	COM VTG	579780107	15	300	SH	DEFINED	5
			15	300			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
MCCORMICK & CO INC	COM NON VTG	579780206	1784	35389	SH		DEFINED	5	
			1784	35389					
MCDERMOTT INTL INC	COM	580037109	12	1048	SH		DEFINED	5	
			12	1048					
MCDONALDS CORP	COM	580135101	100120	997904	SH		DEFINED	5	
			100120	997904					
MCGRAW HILL COS INC	COM	580645109	2997	66647	SH		DEFINED	5	
			2997	66647					
MCKESSON CORP	COM	58155Q103	11533	148034	SH		DEFINED	5	
			11533	148034					
MCMORAN EXPLORATION CO	COM	582411104	1	95	SH		DEFINED	5	
			1	95					
MEAD JOHNSON NUTRITION CO	COM	582839106	4820	70126	SH		DEFINED	5	
			4820	70126					
MEADOWBROOK INS GROUP INC	COM	58319P108	512	47895	SH		DEFINED	5	
			512	47895					
MEADWESTVACO CORP	COM	583334107	15	502	SH		DEFINED	5	
			15	502					
MECHEL OAO	SPONSORED ADR	583840103	2	200	SH		DEFINED	5	
			2	200					
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	15603	279114	SH		DEFINED	5	
			15603	279114					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
MEDICIS PHARMACEUTICAL CORP	CL A NEW	584690309	23	700	SH		DEFINED	5	
			23	700					
MEDTOX SCIENTIFIC INC	COM NEW	584977201	28	2024	SH		DEFINED	5	
			28	2024					
MEDNAX INC	COM	58502B106	196	2719	SH		DEFINED	5	
			196	2719					
MEDTRONIC INC	NOTE 1.625% 4	585055AM8	11788	117000	SH		DEFINED	5	
			11788	117000					
MEDTRONIC INC	COM	585055106	21943	573661	SH		DEFINED	5	
			21943	573661					
MELCO CROWN ENTMT LTD	ADR	585464100	7	750	SH		DEFINED	5	
			7	750					
MERCANTILE BANK CORP	COM	587376104	18	1804	SH		DEFINED	5	
			18	1804					
MERCK & CO INC NEW	COM	58933Y105	39895	1058228	SH		DEFINED	5	
			39895	1058228					
MERCURY COMPUTER SYS	COM	589378108	4	280	SH		DEFINED	5	
			4	280					
MERCURY GENL CORP NEW	COM	589400100	32	692	SH		DEFINED	5	
			32	692					
MEREDITH CORP	COM	589433101	26	800	SH		DEFINED	5	
			26	800					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
MERIDIAN BIOSCIENCE INC	COM	589584101	2200	116787	SH	DEFINED	5
			2200	116787			
MERIT MED SYS INC	COM	589889104	1455	108743	SH	DEFINED	5
			1455	108743			
METLIFE INC	COM	59156R108	4291	137610	SH	DEFINED	5
			4291	137610			
METROPCS COMMUNICATIONS INC	COM	591708102	205	23652	SH	DEFINED	5
			205	23652			
METTLER TOLEDO INTERNATIONAL	COM	592688105	3005	20345	SH	DEFINED	5
			3005	20345			
MFS INVT GRADE MUN TR	SH BEN INT	59318B108	53	5393	SH	DEFINED	5
			53	5393			
MFS HIGH INCOME MUN TR	SH BEN INT	59318D104	7	1250	SH	DEFINED	5
			7	1250			
MFS HIGH YIELD MUN TR	SH BEN INT	59318E102	9	2000	SH	DEFINED	5
			9	2000			
MICREL INC	COM	594793101	970	95951	SH	DEFINED	5
			970	95951			
MICROS SYS INC	COM	594901100	2	45	SH	DEFINED	5
			2	45			
MICROSOFT CORP	COM	594918104	71122	2739694	SH	DEFINED	5
			71122	2739694			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
MICROCHIP TECHNOLOGY INC	COM	595017104	19469	531516	SH		DEFINED	5	
			----- 19469	----- 531516					
MICRON TECHNOLOGY INC	COM	595112103	40	6368	SH		DEFINED	5	
			----- 40	----- 6368					
MILLER HERMAN INC	COM	600544100	96	5196	SH		DEFINED	5	
			----- 96	----- 5196					
MINDSPEED TECHNOLOGIES INC	COM NEW	602682205	0	26	SH		DEFINED	5	
			----- 0	----- 26					
MINE SAFETY APPLIANCES CO	COM	602720104	160	4825	SH		DEFINED	5	
			----- 160	----- 4825					
MIPS TECHNOLOGIES INC	COM	604567107	4	800	SH		DEFINED	5	
			----- 4	----- 800					
MITSUBISHI UFJ FINL GROUP IN	SPONSORED ADR	606822104	17	3997	SH		DEFINED	5	
			----- 17	----- 3997					
MOBILE MINI INC	COM	60740F105	52	2967	SH		DEFINED	5	
			----- 52	----- 2967					
MODUSLINK GLOBAL SOLUTIONS I	COM	60786L107	0	40	SH		DEFINED	5	
			----- 0	----- 40					
MOLEX INC	COM	608554101	20	818	SH		DEFINED	5	
			----- 20	----- 818					
MOLEX INC	CL A	608554200	2	125	SH		DEFINED	5	
			----- 2	----- 125					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
MOLSON COORS BREWING CO	CL B	60871R209	724	16629	SH		DEFINED	5	
			724	16629					
MONMOUTH REAL ESTATE INVT CO	CL A	609720107	257	28103	SH		DEFINED	5	
			257	28103					
MONSANTO CO NEW	COM	61166W101	4894	69845	SH		DEFINED	5	
			4894	69845					
MOODYS CORP	COM	615369105	5338	158485	SH		DEFINED	5	
			5338	158485					
MORGAN STANLEY ASIA PAC FD I	COM	61744U106	11	812	SH		DEFINED	5	
			11	812					
MORGAN STANLEY	COM NEW	617446448	2350	155302	SH		DEFINED	5	
			2350	155302					
MORGAN STANLEY INDIA INVS FD	COM	61745C105	7	500	SH		DEFINED	5	
			7	500					
MOSAIC CO NEW	COM	61945C103	58	1157	SH		DEFINED	5	
			58	1157					
MOTOROLA SOLUTIONS INC	COM NEW	620076307	1328	28684	SH		DEFINED	5	
			1328	28684					
MOTOROLA MOBILITY HLDGS INC	COM	620097105	155	3983	SH		DEFINED	5	
			155	3983					
MURPHY OIL CORP	COM	626717102	94	1692	SH		DEFINED	5	
			94	1692					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
MYLAN INC	COM	628530107	13063	608696	SH	DEFINED	5
			-----	-----			
			13063	608696			
NCR CORP NEW	COM	62886E108	8	512	SH	DEFINED	5
			-----	-----			
			8	512			
NII HLDGS INC	CL B NEW	62913F201	318	14937	SH	DEFINED	5
			-----	-----			
			318	14937			
NRG ENERGY INC	COM NEW	629377508	116	6388	SH	DEFINED	5
			-----	-----			
			116	6388			
NTN BUZZTIME INC	COM NEW	629410309	0	1040	SH	DEFINED	5
			-----	-----			
				1040			
NVE CORP	COM NEW	629445206	11	200	SH	DEFINED	5
			-----	-----			
				200			
NYSE EURONEXT	COM	629491101	503	19271	SH	DEFINED	5
			-----	-----			
			503	19271			
NAPCO SEC TECHNOLOGIES INC	COM	630402105	9	3492	SH	DEFINED	5
			-----	-----			
			9	3492			
NASDAQ OMX GROUP INC	COM	631103108	2016	82255	SH	DEFINED	5
			-----	-----			
			2016	82255			
NASH FINCH CO	COM	631158102	200	6814	SH	DEFINED	5
			-----	-----			
			200	6814			
NATIONAL FINL PARTNERS CORP	COM	63607P208	1	100	SH	DEFINED	5
			-----	-----			
			1	100			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
NATIONAL FUEL GAS CO N J	COM	636180101	151	2720	SH		DEFINED	5
			151	2720				
NATIONAL GRID PLC	SPON ADR NEW	636274300	909	18746	SH		DEFINED	5
			909	18746				
NATIONAL HEALTH INVS INC	COM	63633D104	1316	29916	SH		DEFINED	5
			1316	29916				
NATIONAL INSTRS CORP	COM	636518102	211	8143	SH		DEFINED	5
			211	8143				
NATIONAL OILWELL VARCO INC	COM	637071101	25334	372615	SH		DEFINED	5
			25334	372615				
NATIONAL RETAIL PROPERTIES I	COM	637417106	671	25427	SH		DEFINED	5
			671	25427				
NAVIGATORS GROUP INC	COM	638904102	1148	24068	SH		DEFINED	5
			1148	24068				
NATURAL RESOURCE PARTNERS L	COM UNIT L P	63900P103	166	6111	SH		DEFINED	5
			166	6111				
NAVIGANT CONSULTING INC	COM	63935N107	594	52068	SH		DEFINED	5
			594	52068				
NEENAH PAPER INC	COM	640079109	2	100	SH		DEFINED	5
			2	100				
NEOGEN CORP	COM	640491106	619	20202	SH		DEFINED	5
			619	20202				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
NETAPP INC	COM	64110D104	135	3714	SH		DEFINED	5	
			-----	-----					
			135	3714					
NETFLIX INC	COM	64110L106	6	82	SH		DEFINED	5	
			-----	-----					
			6	82					
NETGEAR INC	COM	64111Q104	306	9101	SH		DEFINED	5	
			-----	-----					
			306	9101					
NEUSTAR INC	CL A	64126X201	25	726	SH		DEFINED	5	
			-----	-----					
			25	726					
NEUTRAL TANDEM INC	COM	64128B108	398	37218	SH		DEFINED	5	
			-----	-----					
			398	37218					
NEW AMER HIGH INCOME FD INC	COM NEW	641876800	5	466	SH		DEFINED	5	
			-----	-----					
			5	466					
NEW JERSEY RES	COM	646025106	129	2619	SH		DEFINED	5	
			-----	-----					
			129	2619					
NEW YORK CMNTY BANCORP INC	COM	649445103	74	5980	SH		DEFINED	5	
			-----	-----					
			74	5980					
NEWELL RUBBERMAID INC	COM	651229106	607	37568	SH		DEFINED	5	
			-----	-----					
			607	37568					
NEWFIELD EXPL CO	COM	651290108	909	24086	SH		DEFINED	5	
			-----	-----					
			909	24086					
NEWMARKET CORP	COM	651587107	1787	9021	SH		DEFINED	5	
			-----	-----					
			1787	9021					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
NEWMONT MINING CORP	COM	651639106	183	3043	SH		DEFINED	5	
			183	3043					
NEWPARK RES INC	COM PAR \$.01NE	651718504	0	20	SH		DEFINED	5	
				20					
NEWS CORP	CL A	65248E104	234	13111	SH		DEFINED	5	
			234	13111					
NEWS CORP	CL B	65248E203	69	3795	SH		DEFINED	5	
			69	3795					
NFJ DIVID INT & PREM STRTGY	COM SHS	65337H109	3	200	SH		DEFINED	5	
			3	200					
NEXTERA ENERGY INC	COM	65339F101	43418	713181	SH		DEFINED	5	
			43418	713181					
NIDEC CORP	SPONSORED ADR	654090109	23	1064	SH		DEFINED	5	
			23	1064					
NIKE INC	CL B	654106103	28005	290600	SH		DEFINED	5	
			28005	290600					
NIPPON TELEG & TEL CORP	SPONSORED ADR	654624105	189	7448	SH		DEFINED	5	
			189	7448					
NISOURCE INC	COM	65473P105	1109	46560	SH		DEFINED	5	
			1109	46560					
NOKIA CORP	SPONSORED ADR	654902204	35	7240	SH		DEFINED	5	
			35	7240					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
NOBLE ENERGY INC	COM	655044105	130	1372	SH		DEFINED	5	
			130	1372					
NORDSTROM INC	COM	655664100	2069	41615	SH		DEFINED	5	
			2069	41615					
NORFOLK SOUTHERN CORP	COM	655844108	30467	418155	SH		DEFINED	5	
			30467	418155					
NORTH AMERN ENERGY PARTNERS	COM	656844107	875	135901	SH		DEFINED	5	
			875	135901					
NORTH EUROPEAN OIL RTY TR	SH BEN INT	659310106	5	168	SH		DEFINED	5	
			5	168					
NORTHEAST UTILS	COM	664397106	157	4342	SH		DEFINED	5	
			157	4342					
NORTHERN OIL & GAS INC NEV	COM	665531109	360	15017	SH		DEFINED	5	
			360	15017					
NORTHERN TR CORP	COM	665859104	4210	106141	SH		DEFINED	5	
			4210	106141					
NORTHROP GRUMMAN CORP	COM	666807102	3126	53448	SH		DEFINED	5	
			3126	53448					
NORTHWEST NAT GAS CO	COM	667655104	5	100	SH		DEFINED	5	
			5	100					
NOVARTIS A G	SPONSORED ADR	66987V109	32927	575952	SH		DEFINED	5	
			32927	575952					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
NOVELLUS SYS INC	COM	670008101	2	43	SH	DEFINED	5
			2	43			
NOVO-NORDISK A S	ADR	670100205	4209	36519	SH	DEFINED	5
			4209	36519			
NU SKIN ENTERPRISES INC	CL A	67018T105	1614	33225	SH	DEFINED	5
			1614	33225			
NSTAR	COM	67019E107	229	4885	SH	DEFINED	5
			229	4885			
NUANCE COMMUNICATIONS INC	COM	67020Y100	258	10260	SH	DEFINED	5
			258	10260			
NUCOR CORP	COM	670346105	3538	89404	SH	DEFINED	5
			3538	89404			
NUSTAR ENERGY LP	UNIT COM	67058H102	262	4624	SH	DEFINED	5
			262	4624			
NUVEEN INSD PREM INCOME MUN	COM	6706D8104	10	751	SH	DEFINED	5
			10	751			
NUVEEN EQTY PRM OPPORTUNITYF	COM	6706EM102	23	2000	SH	DEFINED	5
			23	2000			
NUVEEN PREM INCOME MUN FD 4	COM	6706K4105	34	2500	SH	DEFINED	5
			34	2500			
NUVEEN PA PREM INCOME MUN FD	COM	67061F101	28	2000	SH	DEFINED	5
			28	2000			

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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA	
	NUVEEN SELECT MAT MUN FD	SH BEN INT	67061T101	27	2500	SH	DEFINED	5	
				-----	-----				
				27	2500				
	NUVEEN INVT QUALITY MUN FD I	COM	67062E103	34	2199	SH	DEFINED	5	
				-----	-----				
				34	2199				
	NUVEEN MUN ADVANTAGE FD INC	COM	67062H106	106	7228	SH	DEFINED	5	
				-----	-----				
				106	7228				
	NUVEEN INSD QUALITY MUN FD I	COM	67062N103	79	5237	SH	DEFINED	5	
				-----	-----				
				79	5237				
	NUVEEN PERFORMANCE PLUS MUN	COM	67062P108	57	3700	SH	DEFINED	5	
				-----	-----				
				57	3700				
	NUVEEN PREM INCOME MUN FD	COM	67062T100	198	13677	SH	DEFINED	5	
				-----	-----				
				198	13677				
	NUVEEN MUN MKT OPPORTUNITY F	COM	67062W103	24	1722	SH	DEFINED	5	
				-----	-----				
				24	1722				
	NUVEEN SELECT TAX FREE INCM	SH BEN INT	67063C106	79	5800	SH	DEFINED	5	
				-----	-----				
				79	5800				
	NUVEEN PREM INCOME MUN FD 2	COM	67063W102	1198	80289	SH	DEFINED	5	
				-----	-----				
				1198	80289				
	NUVEEN TAX FREE ADV MUN FD	COM	670657105	131	8974	SH	DEFINED	5	
				-----	-----				
				131	8974				
	NVIDIA CORP	COM	67066G104	45	3236	SH	DEFINED	5	
				-----	-----				
				45	3236				

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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
	NUVEEN DIVID ADVANTAGE MUN F	COM	67066V101	12	800	SH		DEFINED	5	
				12	800					
	NUVEEN SR INCOME FD	COM	67067Y104	12	1800	SH		DEFINED	5	
				12	1800					
	NUVEEN MUN HIGH INCOME OPP F	COM	670682103	4	300	SH		DEFINED	5	
				4	300					
	NUVEEN MUN HIGH INC OPPTY FD	COM	670683101	38	3333	SH		DEFINED	5	
				38	3333					
	NUVEEN OH DIV ADVANTAGE MUN	COM	67070C107	148	9711	SH		DEFINED	5	
				148	9711					
	NUVEEN DIV ADVANTAGE MUN FD	COM	67070F100	37	2500	SH		DEFINED	5	
				37	2500					
	NUVEEN OH DIV ADV MUNI FD 2	COM SH BEN INT	67070R104	118	8334	SH		DEFINED	5	
				118	8334					
	NUVEEN MI DIV ADV MUNI FD	COM SH BEN INT	67070W103	18	1360	SH		DEFINED	5	
				18	1360					
	NUVEEN DIV ADV MUNI FD 3	COM SH BEN INT	67070X101	11	733	SH		DEFINED	5	
				11	733					
	NUVEEN QUALITY PFD INCOME FD	COM	67071S101	65	8569	SH		DEFINED	5	
				65	8569					
	NXSTAGE MEDICAL INC	COM	67072V103	370	20836	SH		DEFINED	5	
				370	20836					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
NUVEEN MULTI STRAT INC & GR	COM	67073B106	35	4365	SH		DEFINED	5
			35	4365				
NUVEEN MULT STRAT INCM GR FD	COM SHS	67073D102	20	2500	SH		DEFINED	5
			20	2500				
NV ENERGY INC	COM	67073Y106	24	1459	SH		DEFINED	5
			24	1459				
O CHARLEYS INC	COM	670823103	7	1300	SH		DEFINED	5
			7	1300				
OGE ENERGY CORP	COM	670837103	267	4700	SH		DEFINED	5
			267	4700				
NUVEEN MUN VALUE FD INC	COM	670928100	194	19765	SH		DEFINED	5
			194	19765				
NUVEEN SELECT QUALITY MUN FD	COM	670973106	15	1000	SH		DEFINED	5
			15	1000				
NUVEEN QUALITY INCOME MUN FD	COM	670977107	50	3427	SH		DEFINED	5
			50	3427				
NUVEEN MICH QUALITY INCOME M	COM	670979103	104	7082	SH		DEFINED	5
			104	7082				
NUVEEN OHIO QUALITY INCOME M	COM	670980101	714	42762	SH		DEFINED	5
			714	42762				
NUVEEN INSD MUN OPPORTUNITY	COM	670984103	407	27273	SH		DEFINED	5
			407	27273				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
NUVEEN PREMIER INSD MUN INCO	COM	670987106	41	2500	SH		DEFINED	5	
			41	2500					
NUVEEN NJ PREM INCOME MUN FD	COM	67101N106	41	2646	SH		DEFINED	5	
			41	2646					
NUVEEN MICH PREM INCOME MUN	COM	67101Q109	45	3202	SH		DEFINED	5	
			45	3202					
NUVEEN INSD NY PREM INCOME F	COM	67101R107	27	1701	SH		DEFINED	5	
			27	1701					
O REILLY AUTOMOTIVE INC NEW	COM	67103H107	1011	12647	SH		DEFINED	5	
			1011	12647					
OCCIDENTAL PETE CORP DEL	COM	674599105	14482	154556	SH		DEFINED	5	
			14482	154556					
OCEANEERING INTL INC	COM	675232102	6	140	SH		DEFINED	5	
			6	140					
OFFICEMAX INC DEL	COM	67622P101	382	84050	SH		DEFINED	5	
			382	84050					
OFFICE DEPOT INC	COM	676220106	2	712	SH		DEFINED	5	
			2	712					
OIL SVC HOLDRS TR	DEPOSTRY RCPT	678002106	11	100	SH		DEFINED	5	
			11	100					
OLD DOMINION FGHT LINES INC	COM	679580100	1466	36174	SH		DEFINED	5	
			1466	36174					



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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
OLD NATL BANCORP IND	COM	680033107	1052	90302	SH	DEFINED	5
			1052	90302			
OLD REP INTL CORP	COM	680223104	12	1278	SH	DEFINED	5
			12	1278			
OLIN CORP	COM PAR \$1	680665205	1724	87724	SH	DEFINED	5
			1724	87724			
OLYMPIC STEEL INC	COM	68162K106	29	1250	SH	DEFINED	5
			29	1250			
OMNICARE INC	COM	681904108	390	11315	SH	DEFINED	5
			390	11315			
OMNICOM GROUP INC	COM	681919106	10476	234992	SH	DEFINED	5
			10476	234992			
OMEGA HEALTHCARE INVS INC	COM	681936100	1478	76387	SH	DEFINED	5
			1478	76387			
OMNIVISION TECHNOLOGIES INC	COM	682128103	547	44745	SH	DEFINED	5
			547	44745			
OMNICELL INC	COM	68213N109	213	12906	SH	DEFINED	5
			213	12906			
ONCOLYTICS BIOTECH INC	COM	682310107	6	1500	SH	DEFINED	5
			6	1500			
ONEOK PARTNERS LP	UNIT LTD PARTN	68268N103	854	14783	SH	DEFINED	5
			854	14783			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
ONEOK INC NEW	COM	682680103	5813	67052	SH	DEFINED	5
			5813	67052			
ORACLE CORP	COM	68389X105	40780	1589859	SH	DEFINED	5
			40780	1589859			
ORION ENERGY SYSTEMS INC	COM	686275108	0	10	SH	DEFINED	5
				10			
ORIX CORP	SPONSORED ADR	686330101	206	5019	SH	DEFINED	5
			206	5019			
OSHKOSH CORP	COM	688239201	88	4111	SH	DEFINED	5
			88	4111			
OTTER TAIL CORP	COM	689648103	31	1400	SH	DEFINED	5
			31	1400			
OWENS & MINOR INC NEW	COM	690732102	384	13835	SH	DEFINED	5
			384	13835			
OWENS CORNING NEW	COM	690742101	26	888	SH	DEFINED	5
			26	888			
OWENS ILL INC	COM NEW	690768403	21	1099	SH	DEFINED	5
			21	1099			
PAA NAT GAS STORAGE L P	COM UNIT LTD	693139107	13	685	SH	DEFINED	5
			13	685			
PG&E CORP	COM	69331C108	1173	28468	SH	DEFINED	5
			1173	28468			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
PHH CORP	COM NEW	693320202	1	50	SH	DEFINED	5
			1	50			
PNC FINL SVCS GROUP INC	COM	693475105	32075	556179	SH	DEFINED	5
			32075	556179			
POSCO	SPONSORED ADR	693483109	22	270	SH	DEFINED	5
			22	270			
PPG INDS INC	COM	693506107	4502	53917	SH	DEFINED	5
			4502	53917			
PPL CORP	COM	69351T106	680	23123	SH	DEFINED	5
			680	23123			
PVF CAPITAL CORP	COM	693654105	11	7700	SH	DEFINED	5
			11	7700			
PVH CORP	COM	693656100	128	1812	SH	DEFINED	5
			128	1812			
PACCAR INC	COM	693718108	87	2310	SH	DEFINED	5
			87	2310			
PACHOLDER HIGH YIELD FD INC	COM	693742108	47	5234	SH	DEFINED	5
			47	5234			
PACKAGING CORP AMER	COM	695156109	7216	285898	SH	DEFINED	5
			7216	285898			
PACWEST BANCORP DEL	COM	695263103	106	5620	SH	DEFINED	5
			106	5620			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
PAIN THERAPEUTICS INC	COM	69562K100	6	1500	SH	DEFINED	5
			6	1500			
PALL CORP	COM	696429307	1359	23779	SH	DEFINED	5
			1359	23779			
PANASONIC CORP	ADR	69832A205	5	564	SH	DEFINED	5
			5	564			
PANERA BREAD CO	CL A	69840W108	235	1664	SH	DEFINED	5
			235	1664			
PAPA JOHNS INTL INC	COM	698813102	11	300	SH	DEFINED	5
			11	300			
PAREXEL INTL CORP	COM	699462107	1509	72776	SH	DEFINED	5
			1509	72776			
PARK NATL CORP	COM	700658107	421	6469	SH	DEFINED	5
			421	6469			
PARKER DRILLING CO	COM	701081101	184	25599	SH	DEFINED	5
			184	25599			
PARKER HANNIFIN CORP	COM	701094104	2786	36540	SH	DEFINED	5
			2786	36540			
PARTNER COMMUNICATIONS CO LT	ADR	70211M109	19	2100	SH	DEFINED	5
			19	2100			
PATRIOT COAL CORP	COM	70336T104	23	2660	SH	DEFINED	5
			23	2660			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
PATTERSON COMPANIES INC	COM	703395103	2	58	SH	DEFINED	5
			2	58			
PATTERSON UTI ENERGY INC	COM	703481101	22	1121	SH	DEFINED	5
			22	1121			
PAYCHEX INC	COM	704326107	8619	286250	SH	DEFINED	5
			8619	286250			
PEABODY ENERGY CORP	COM	704549104	2260	68248	SH	DEFINED	5
			2260	68248			
PEGASYSTEMS INC	COM	705573103	84	2873	SH	DEFINED	5
			84	2873			
PENGROWTH ENERGY CORP	COM	70706P104	81	7725	SH	DEFINED	5
			81	7725			
PENN NATL GAMING INC	COM	707569109	59	1540	SH	DEFINED	5
			59	1540			
PENN VA RESOURCES PARTNERS L	COM	707884102	153	6000	SH	DEFINED	5
			153	6000			
PENN WEST PETE LTD NEW	COM	707887105	104	5250	SH	DEFINED	5
			104	5250			
PENNEY J C INC	COM	708160106	280	7966	SH	DEFINED	5
			280	7966			
PENSKE AUTOMOTIVE GRP INC	COM	70959W103	4	200	SH	DEFINED	5
			4	200			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	5	O MA	
PENTAIR INC	COM	709631105	73	2205	SH		DEFINED	5		
			73	2205						
PEOPLES BANCORP INC	COM	709789101	449	30300	SH		DEFINED	5		
			449	30300						
PEOPLES UNITED FINANCIAL INC	COM	712704105	11	892	SH		DEFINED	5		
			11	892						
PEPCO HOLDINGS INC	COM	713291102	753	37110	SH		DEFINED	5		
			753	37110						
PEPSICO INC	COM	713448108	76334	1150470	SH		DEFINED	5		
			76334	1150470						
PERKINELMER INC	COM	714046109	74	3718	SH		DEFINED	5		
			74	3718						
PERRIGO CO	COM	714290103	3822	39283	SH		DEFINED	5		
			3822	39283						
PETROCHINA CO LTD	SPONSORED ADR	71646E100	62	500	SH		DEFINED	5		
			62	500						
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	711	30250	SH		DEFINED	5		
			711	30250						
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	121	4854	SH		DEFINED	5		
			121	4854						
PETROLEUM & RES CORP	COM	716549100	39	1604	SH		DEFINED	5		
			39	1604						

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
PETROQUEST ENERGY INC	COM	716748108	444	67277	SH		DEFINED	5	
			444	67277					
PETSMART INC	COM	716768106	66	1290	SH		DEFINED	5	
			66	1290					
PFIZER INC	COM	717081103	74613	3447907	SH		DEFINED	5	
			74613	3447907					
PHARMACEUTICAL HLDRS TR	DEPOSITRY RCPT	71712A206	0	200	SH		DEFINED	5	
				200					
PHARMERICA CORP	COM	71714F104	1	57	SH		DEFINED	5	
			1	57					
PHARMASSET INC	COM	71715N106	430	3351	SH		DEFINED	5	
			430	3351					
PHILIP MORRIS INTL INC	COM	718172109	100950	1286319	SH		DEFINED	5	
			100950	1286319					
PHOTRONICS INC	COM	719405102	366	60230	SH		DEFINED	5	
			366	60230					
PIEDMONT NAT GAS INC	COM	720186105	93	2733	SH		DEFINED	5	
			93	2733					
PIEDMONT OFFICE REALTY TR IN	COM CL A	720190206	620	36404	SH		DEFINED	5	
			620	36404					
PIKE ELEC CORP	COM	721283109	154	21479	SH		DEFINED	5	
			154	21479					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
PIMCO CORPORATE INCOME FD	COM	72200U100	8	500	SH		DEFINED	5	
			8	500					
PIMCO MUN INCOME FD II	COM	72200W106	836	74395	SH		DEFINED	5	
			836	74395					
PIMCO STRATEGIC GBL GOV FD I	COM	72200X104	6	500	SH		DEFINED	5	
			6	500					
PIMCO CORPORATE OPP FD	COM	72201B101	0	9	SH		DEFINED	5	
				9					
PIMCO INCOME STRATEGY FUND I	COM	72201J104	69	7500	SH		DEFINED	5	
			69	7500					
PIMCO ETF TR	ENHAN SHRT MAT	72201R833	481	4800	SH		DEFINED	5	
			481	4800					
PIMCO HIGH INCOME FD	COM SHS	722014107	163	13568	SH		DEFINED	5	
			163	13568					
PINNACLE WEST CAP CORP	COM	723484101	44	916	SH		DEFINED	5	
			44	916					
PIONEER DRILLING CO	COM	723655106	24	2500	SH		DEFINED	5	
			24	2500					
PIONEER MUN HIGH INCOME ADV	COM	723762100	58	4000	SH		DEFINED	5	
			58	4000					
PIONEER NAT RES CO	COM	723787107	232	2589	SH		DEFINED	5	
			232	2589					



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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
PIONEER SOUTHWST ENRG PRTNR	UNIT LP INT	72388B106	5	200	SH		DEFINED	5	
			5	200					
PIPER JAFFRAY COS	COM	724078100	299	14825	SH		DEFINED	5	
			299	14825					
PITNEY BOWES INC	COM	724479100	2512	135509	SH		DEFINED	5	
			2512	135509					
PLAINS ALL AMERN PIPELINE L	UNIT LTD PARTN	726503105	617	8395	SH		DEFINED	5	
			617	8395					
PLANAR SYS INC	COM	726900103	10	5000	SH		DEFINED	5	
			10	5000					
PLUM CREEK TIMBER CO INC	COM	729251108	5339	146038	SH		DEFINED	5	
			5339	146038					
POLARIS INDS INC	COM	731068102	891	15918	SH		DEFINED	5	
			891	15918					
POLYPORE INTL INC	COM	73179V103	308	7010	SH		DEFINED	5	
			308	7010					
POLYMET MINING CORP	COM	731916102	15	14000	SH		DEFINED	5	
			15	14000					
POOL CORPORATION	COM	73278L105	7	225	SH		DEFINED	5	
			7	225					
PORTFOLIO RECOVERY ASSOCS IN	COM	73640Q105	1498	22180	SH		DEFINED	5	
			1498	22180					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
PORTLAND GEN ELEC CO	COM NEW	736508847	25	1000	SH		DEFINED	5	
			25	1000					
POTASH CORP SASK INC	COM	73755L107	252	6093	SH		DEFINED	5	
			252	6093					
POTLATCH CORP NEW	COM	737630103	664	21331	SH		DEFINED	5	
			664	21331					
POWER INTEGRATIONS INC	COM	739276103	112	3369	SH		DEFINED	5	
			112	3369					
POWER ONE INC NEW	COM	73930R102	8	2000	SH		DEFINED	5	
			8	2000					
POWERSHARES QQQ TRUST	UNIT SER 1	73935A104	646	11568	SH		DEFINED	5	
			646	11568					
POWERSHARES DB CMDTY IDX TRA	UNIT BEN INT	73935S105	10584	394321	SH		DEFINED	5	
			10584	394321					
POWERSHARES ETF TRUST	GBL LSTD PVT E	73935X195	3279	410325	SH		DEFINED	5	
			3279	410325					
POWERSHARES ETF TRUST	FINL PFD PTFL	73935X229	95	5901	SH		DEFINED	5	
			95	5901					
POWERSHARES ETF TRUST	CLEANTECH PORT	73935X278	94	4350	SH		DEFINED	5	
			94	4350					
POWERSHARES ETF TRUST	WNRHLL CLN EN	73935X500	23	4476	SH		DEFINED	5	
			23	4476					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
POWERSHARES ETF TRUST	WATER RESOURCE	73935X575	40	2400	SH		DEFINED	5	
			40	2400					
POWERSHARES ETF TRUST	FTSE RAFI 1000	73935X583	9	167	SH		DEFINED	5	
			9	167					
POWERSHARES ETF TRUST	DYNM LRG CP GR	73935X609	8	500	SH		DEFINED	5	
			8	500					
POWERSHARES DB G10 CURCY HAR	COM UT BEN INT	73935Y102	1896	79805	SH		DEFINED	5	
			1896	79805					
POWERSHS DB MULTI SECT COMM	DB AGRICULT FD	73936B408	352	12177	SH		DEFINED	5	
			352	12177					
POWERSHS DB MULTI SECT COMM	DB OIL FUND	73936B507	6	200	SH		DEFINED	5	
			6	200					
POWERSHS DB US DOLLAR INDEX	DOLL INDX BEAR	73936D206	271	10100	SH		DEFINED	5	
			271	10100					
POWERSHARES ETF TRUST II	COMPLTN PORTFL	73936Q306	61	5700	SH		DEFINED	5	
			61	5700					
POWERSHARES ETF TRUST II	SENIOR LN PORT	73936Q769	952	40000	SH		DEFINED	5	
			952	40000					
POWERSHARES GLOBAL ETF TRUST	WK VRDO TX FR	73936T433	32	1264	SH		DEFINED	5	
			32	1264					
POWERSHARES GLOBAL ETF TRUST	INSUR NATL MUN	73936T474	35	1416	SH		DEFINED	5	
			35	1416					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
POWERSHARES GLOBAL ETF TRUST	FDM HG YLD RAF	73936T557	117	6360	SH		DEFINED	5	
			117	6360					
POWERSHARES GLOBAL ETF TRUST	AGG PFD PORT	73936T565	92	6709	SH		DEFINED	5	
			92	6709					
POWERSHARES GLOBAL ETF TRUST	SOVEREIGN DEBT	73936T573	7047	257556	SH		DEFINED	5	
			7047	257556					
POWERSHARES GLOBAL ETF TRUST	GBL CLEAN ENER	73936T615	5	615	SH		DEFINED	5	
			5	615					
POWERSHARES GLOBAL ETF TRUST	GBL WTR PORT	73936T623	44	2848	SH		DEFINED	5	
			44	2848					
POWERSHARES ETF TR II	S&P500 LOW VOL	73937B779	12090	466243	SH		DEFINED	5	
			12090	466243					
POWERSHARES ETF TR II	S&P SMCP HC PO	73937B886	19	600	SH		DEFINED	5	
			19	600					
PRAXAIR INC	COM	74005P104	42918	401476	SH		DEFINED	5	
			42918	401476					
PRECISION CASTPARTS CORP	COM	740189105	2732	16578	SH		DEFINED	5	
			2732	16578					
PRECISION DRILLING CORP	COM 2010	74022D308	87	8467	SH		DEFINED	5	
			87	8467					
PREMIERE GLOBAL SVCS INC	COM	740585104	116	13655	SH		DEFINED	5	
			116	13655					

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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA	
	PRESTIGE BRANDS HLDGS INC	COM	74112D101	1375	122007	SH	DEFINED	5	
				1375	122007				
	PRICE T ROWE GROUP INC	COM	74144T108	5645	99116	SH	DEFINED	5	
				5645	99116				
	PRICELINE COM INC	COM NEW	741503403	2526	5401	SH	DEFINED	5	
				2526	5401				
	PRICESMART INC	COM	741511109	1837	26404	SH	DEFINED	5	
				1837	26404				
	PRINCIPAL FINL GROUP INC	COM	74251V102	1911	77689	SH	DEFINED	5	
				1911	77689				
	PROASSURANCE CORP	COM	74267C106	11	135	SH	DEFINED	5	
				11	135				
	PROCTER & GAMBLE CO	COM	742718109	567526	8507356	SH	DEFINED	5	
				567526	8507356				
	PROGENICS PHARMACEUTICALS IN	COM	743187106	43	5000	SH	DEFINED	5	
				43	5000				
	PROGRESS ENERGY INC	COM	743263105	16603	296382	SH	DEFINED	5	
				16603	296382				
	PROGRESS SOFTWARE CORP	COM	743312100	3	141	SH	DEFINED	5	
				3	141				
	PROGRESSIVE CORP OHIO	COM	743315103	3132	160521	SH	DEFINED	5	
				3132	160521				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
PROLOGIS INC	COM	74340W103	84	2951	SH		DEFINED	5
			84	2951				
PROSHARES TR	PSHS ULT S&P 5	74347R107	8	162	SH		DEFINED	5
			8	162				
PROSHARES TR	PSHS ULSHT SP5	74347R883	3	135	SH		DEFINED	5
			3	135				
PROSHARES TR	PSHS ULSH2000	74347X195	196	5550	SH		DEFINED	5
			196	5550				
PROSHARES TR	ULTRA FNCLS NE	74347X633	4	80	SH		DEFINED	5
			4	80				
PROSHARES TR	PSHS ULSHRUS20	74348A202	1	30	SH		DEFINED	5
			1	30				
PROSPECT CAPITAL CORPORATION	COM	74348T102	12	1274	SH		DEFINED	5
			12	1274				
PROTECTIVE LIFE CORP	COM	743674103	173	7688	SH		DEFINED	5
			173	7688				
PRUDENTIAL FINL INC	COM	744320102	4095	81702	SH		DEFINED	5
			4095	81702				
PRUDENTIAL PLC	ADR	74435K204	9	462	SH		DEFINED	5
			9	462				
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	723	21904	SH		DEFINED	5
			723	21904				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
PUBLIC STORAGE	COM	74460D109	5097	37910	SH		DEFINED	5	
			5097	37910					
PULTE GROUP INC	COM	745867101	904	143251	SH		DEFINED	5	
			904	143251					
PUTMAN HIGH INCOME SEC FUND	SHS BEN INT	746779107	17	2224	SH		DEFINED	5	
			17	2224					
PUTNAM MANAGED MUN INCOM TR	COM	746823103	22	2990	SH		DEFINED	5	
			22	2990					
PUTNAM PREMIER INCOME TR	SH BEN INT	746853100	21	3958	SH		DEFINED	5	
			21	3958					
PUTNAM MASTER INTER INCOME T	SH BEN INT	746909100	2	300	SH		DEFINED	5	
			2	300					
PUTNAM MUN OPPORTUNITIES TR	SH BEN INT	746922103	31	2539	SH		DEFINED	5	
			31	2539					
QUAKER CHEM CORP	COM	747316107	148	3800	SH		DEFINED	5	
			148	3800					
QLIK TECHNOLOGIES INC	COM	74733T105	365	15073	SH		DEFINED	5	
			365	15073					
QEP RES INC	COM	74733V100	5237	178725	SH		DEFINED	5	
			5237	178725					
QUALCOMM INC	COM	747525103	37881	692526	SH		DEFINED	5	
			37881	692526					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
QUALITY SYS INC	COM	747582104	126	3416	SH	DEFINED	5
			126	3416			
QUANTA SVCS INC	COM	74762E102	107	4985	SH	DEFINED	5
			107	4985			
QUEST DIAGNOSTICS INC	COM	74834L100	334	5748	SH	DEFINED	5
			334	5748			
QUESTAR CORP	COM	748356102	4915	247476	SH	DEFINED	5
			4915	247476			
RCM TECHNOLOGIES INC	COM NEW	749360400	5	1000	SH	DEFINED	5
			5	1000			
RPM INTL INC	COM	749685103	1470	59876	SH	DEFINED	5
			1470	59876			
RTI INTL METALS INC	COM	74973W107	3	140	SH	DEFINED	5
			3	140			
RF MICRODEVICES INC	COM	749941100	87	16025	SH	DEFINED	5
			87	16025			
RACKSPACE HOSTING INC	COM	750086100	572	13293	SH	DEFINED	5
			572	13293			
RADIOSHACK CORP	COM	750438103	36	3681	SH	DEFINED	5
			36	3681			
RALCORP HLDGS INC NEW	COM	751028101	1560	18241	SH	DEFINED	5
			1560	18241			



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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
RALPH LAUREN CORP	CL A	751212101	141	1024	SH	DEFINED	5
			141	1024			
RANGE RES CORP	COM	75281A109	273	4400	SH	DEFINED	5
			273	4400			
RAYMOND JAMES FINANCIAL INC	COM	754730109	781	25215	SH	DEFINED	5
			781	25215			
RAYONIER INC	COM	754907103	1707	38237	SH	DEFINED	5
			1707	38237			
RAYTHEON CO	COM NEW	755111507	6039	124814	SH	DEFINED	5
			6039	124814			
REALNETWORKS INC	COM NEW	75605L708	3	425	SH	DEFINED	5
			3	425			
REALTY INCOME CORP	COM	756109104	8157	233335	SH	DEFINED	5
			8157	233335			
RED HAT INC	COM	756577102	37	891	SH	DEFINED	5
			37	891			
REDWOOD TR INC	COM	758075402	41	4000	SH	DEFINED	5
			41	4000			
REED ELSEVIER P L C	SPONS ADR NEW	758205207	16	501	SH	DEFINED	5
			16	501			
REGAL BELOIT CORP	COM	758750103	15	300	SH	DEFINED	5
			15	300			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
REGAL ENTMT GROUP	CL A	758766109	79	6630	SH	DEFINED	5
			79	6630			
REGENCY CTRS CORP	COM	758849103	6	156	SH	DEFINED	5
			6	156			
REGIS CORP MINN	COM	758932107	102	6133	SH	DEFINED	5
			102	6133			
REGIONS FINANCIAL CORP NEW	COM	7591EP100	2729	634717	SH	DEFINED	5
			2729	634717			
REINSURANCE GROUP AMER INC	COM NEW	759351604	1934	37015	SH	DEFINED	5
			1934	37015			
RELIANCE STEEL & ALUMINUM CO	COM	759509102	52	1070	SH	DEFINED	5
			52	1070			
RENASANT CORP	COM	75970E107	168	11176	SH	DEFINED	5
			168	11176			
RENT A CTR INC NEW	COM	76009N100	255	6880	SH	DEFINED	5
			255	6880			
REPUBLIC SVCS INC	COM	760759100	1341	48675	SH	DEFINED	5
			1341	48675			
RESEARCH IN MOTION LTD	COM	760975102	46	3150	SH	DEFINED	5
			46	3150			
RESMED INC	COM	761152107	142	5590	SH	DEFINED	5
			142	5590			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
RESOURCES CONNECTION INC	COM	76122Q105	66	6245	SH	DEFINED	5
			66	6245			
REYNOLDS AMERICAN INC	COM	761713106	1818	43902	SH	DEFINED	5
			1818	43902			
RIO TINTO PLC	SPONSORED ADR	767204100	480	9821	SH	DEFINED	5
			480	9821			
RITCHIE BROS AUCTIONEERS	COM	767744105	159	7215	SH	DEFINED	5
			159	7215			
RITE AID CORP	COM	767754104	1	1000	SH	DEFINED	5
			1	1000			
RIVERBED TECHNOLOGY INC	COM	768573107	430	18301	SH	DEFINED	5
			430	18301			
ROBERT HALF INTL INC	COM	770323103	18	641	SH	DEFINED	5
			18	641			
ROCKWELL AUTOMATION INC	COM	773903109	2425	33050	SH	DEFINED	5
			2425	33050			
ROCKWELL COLLINS INC	COM	774341101	583	10534	SH	DEFINED	5
			583	10534			
ROCKWOOD HLDGS INC	COM	774415103	14500	368299	SH	DEFINED	5
			14500	368299			
ROGERS COMMUNICATIONS INC	CL B	775109200	8399	218109	SH	DEFINED	5
			8399	218109			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
ROLLINS INC	COM	775711104	267	12029	SH		DEFINED	5	
			267	12029					
ROPER INDS INC NEW	COM	776696106	2160	24867	SH		DEFINED	5	
			2160	24867					
ROSS STORES INC	COM	778296103	1237	26035	SH		DEFINED	5	
			1237	26035					
ROVI CORP	COM	779376102	1	25	SH		DEFINED	5	
			1	25					
ROWAN COS INC	COM	779382100	2	77	SH		DEFINED	5	
			2	77					
ROYAL BK CDA MONTREAL QUE	COM	780087102	1526	29939	SH		DEFINED	5	
			1526	29939					
ROYAL BK SCOTLAND GROUP PLC	SPONS ADR 20 O	780097689	3	500	SH		DEFINED	5	
			3	500					
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	5602	73696	SH		DEFINED	5	
			5602	73696					
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	37463	512565	SH		DEFINED	5	
			37463	512565					
ROYAL GOLD INC	COM	780287108	7	100	SH		DEFINED	5	
			7	100					
RUSH ENTERPRISES INC	CL A	781846209	343	16388	SH		DEFINED	5	
			343	16388					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
RYANAIR HLDGS PLC	SPONSORED ADR	783513104	14	500	SH	DEFINED	5
			14	500			
RYDER SYS INC	COM	783549108	2	31	SH	DEFINED	5
			2	31			
RYDEX ETF TRUST	S&P 500 EQ TRD	78355W106	18	385	SH	DEFINED	5
			18	385			
SAIC INC	COM	78390X101	50	4091	SH	DEFINED	5
			50	4091			
SL GREEN RLTY CORP	COM	78440X101	932	13984	SH	DEFINED	5
			932	13984			
SLM CORP	COM	78442P106	1906	142266	SH	DEFINED	5
			1906	142266			
SM ENERGY CO	COM	78454L100	556	7607	SH	DEFINED	5
			556	7607			
SPDR S&P 500 ETF TR	TR UNIT	78462F103	46360	369404	SH	DEFINED	5
			46360	369404			
SPS COMM INC	COM	78463M107	403	15515	SH	DEFINED	5
			403	15515			
SPDR GOLD TRUST	GOLD SHS	78463V107	65987	434150	SH	DEFINED	5
			65987	434150			
SPDR INDEX SHS FDS	EURO STOXX 50	78463X202	14	489	SH	DEFINED	5
			14	489			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
SPDR INDEX SHS FDS	S&P CHINA ETF	78463X400	15	241	SH		DEFINED	5	
			-----	-----					
			15	241					
SPDR INDEX SHS FDS	LATIN AMER ETF	78463X707	16	232	SH		DEFINED	5	
			-----	-----					
			16	232					
SPDR INDEX SHS FDS	DJ GLB RL ES E	78463X749	32	930	SH		DEFINED	5	
			-----	-----					
			32	930					
SPDR INDEX SHS FDS	S&P BRIC 40ETF	78463X798	12	555	SH		DEFINED	5	
			-----	-----					
			12	555					
SPDR INDEX SHS FDS	DJ INTL RL ETF	78463X863	17945	563766	SH		DEFINED	5	
			-----	-----					
			17945	563766					
SPDR INDEX SHS FDS	S&P INTL SMLCP	78463X871	4	158	SH		DEFINED	5	
			-----	-----					
			4	158					
SPX CORP	COM	784635104	2314	38396	SH		DEFINED	5	
			-----	-----					
			2314	38396					
SPDR SERIES TRUST	MORGAN TECH ET	78464A102	19	321	SH		DEFINED	5	
			-----	-----					
			19	321					
SPDR SERIES TRUST	WELLS FG PFD E	78464A292	21	500	SH		DEFINED	5	
			-----	-----					
			21	500					
SPDR SERIES TRUST	BRCLYS YLD ETF	78464A417	156	4070	SH		DEFINED	5	
			-----	-----					
			156	4070					
SPDR SERIES TRUST	NUVN BR SHT MU	78464A425	189	7772	SH		DEFINED	5	
			-----	-----					
			189	7772					

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SPDR SERIES TRUST	BARC CAPTL ETF	78464A474	15	502	SH	DEFINED	5
			15	502			
SPDR SERIES TRUST	BRCLYS INTL ET	78464A516	5095	86604	SH	DEFINED	5
			5095	86604			
SPDR SERIES TRUST	DJ REIT ETF	78464A607	329	5101	SH	DEFINED	5
			329	5101			
SPDR SERIES TRUST	BARCL CAP TIPS	78464A656	7	121	SH	DEFINED	5
			7	121			
SPDR SERIES TRUST	BRCLYS INTER E	78464A672	22	364	SH	DEFINED	5
			22	364			
SPDR SERIES TRUST	S&P REGL BKG	78464A698	41	1700	SH	DEFINED	5
			41	1700			
SPDR SERIES TRUST	S&P METALS MNG	78464A755	15	300	SH	DEFINED	5
			15	300			
SPDR SERIES TRUST	S&P DIVID ETF	78464A763	6341	117711	SH	DEFINED	5
			6341	117711			
SPDR SERIES TRUST	S&P BK ETF	78464A797	1898	95696	SH	DEFINED	5
			1898	95696			
SPDR DOW JONES INDL AVRG ETF	UT SER 1	78467X109	2633	21611	SH	DEFINED	5
			2633	21611			
SPDR S&P MIDCAP 400 ETF TR	UTSER1 S&PDCRP	78467Y107	1894	11877	SH	DEFINED	5
			1894	11877			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
STEC INC	COM	784774101	34	4000	SH	DEFINED	5
			34	4000			
SWS GROUP INC	COM	78503N107	130	18949	SH	DEFINED	5
			130	18949			
SXC HEALTH SOLUTIONS CORP	COM	78505P100	983	17401	SH	DEFINED	5
			983	17401			
S Y BANCORP INC	COM	785060104	124	6050	SH	DEFINED	5
			124	6050			
SABINE ROYALTY TR	UNIT BEN INT	785688102	252	4000	SH	DEFINED	5
			252	4000			
SAFEGUARD SCIENTIFICS INC	COM NEW	786449207	24	1500	SH	DEFINED	5
			24	1500			
SAFEWAY INC	COM NEW	786514208	33	1579	SH	DEFINED	5
			33	1579			
ST JOE CO	COM	790148100	1	95	SH	DEFINED	5
			1	95			
ST JUDE MED INC	COM	790849103	566	16495	SH	DEFINED	5
			566	16495			
SALESFORCE COM INC	COM	79466L302	55	547	SH	DEFINED	5
			55	547			
SALIX PHARMACEUTICALS INC	COM	795435106	344	7184	SH	DEFINED	5
			344	7184			



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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA	
	SALLY BEAUTY HLDGS INC	COM	79546E104	3895	184353	SH	DEFINED	5	
				3895	184353				
	SAN JUAN BASIN RTY TR	UNIT BEN INT	798241105	19	825	SH	DEFINED	5	
				19	825				
	SANDISK CORP	COM	80004C101	14578	296239	SH	DEFINED	5	
				14578	296239				
	SANOFI	SPONSORED ADR	80105N105	2717	74353	SH	DEFINED	5	
				2717	74353				
	SANOFI	RIGHT 12/31/20	80105N113	1	1083	SH	DEFINED	5	
				1	1083				
	SAP AG	SPON ADR	803054204	876	16541	SH	DEFINED	5	
				876	16541				
	SARA LEE CORP	COM	803111103	3052	161320	SH	DEFINED	5	
				3052	161320				
	SASOL LTD	SPONSORED ADR	803866300	322	6785	SH	DEFINED	5	
				322	6785				
	SCANA CORP NEW	COM	80589M102	202	4489	SH	DEFINED	5	
				202	4489				
	SCHAWK INC	CL A	806373106	163	14542	SH	DEFINED	5	
				163	14542				
	SCHEIN HENRY INC	COM	806407102	77	1201	SH	DEFINED	5	
				77	1201				

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PAGE	152 OF	186	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
SCHLUMBERGER LTD	COM	806857108	62427	913874	SH		DEFINED	5	
			-----	-----					
			62427	913874					
SCHNITZER STL INDS	CL A	806882106	940	22237	SH		DEFINED	5	
			-----	-----					
			940	22237					
SCHWAB CHARLES CORP NEW	COM	808513105	2318	205827	SH		DEFINED	5	
			-----	-----					
			2318	205827					
SCIQUEST INC NEW	COM	80908T101	366	25632	SH		DEFINED	5	
			-----	-----					
			366	25632					
SCOTTS MIRACLE GRO CO	CL A	810186106	704	15075	SH		DEFINED	5	
			-----	-----					
			704	15075					
SCRIPPS NETWORKS INTERACT IN	CL A COM	811065101	296	6972	SH		DEFINED	5	
			-----	-----					
			296	6972					
SEALED AIR CORP NEW	COM	81211K100	47	2745	SH		DEFINED	5	
			-----	-----					
			47	2745					
SEARS HLDGS CORP	COM	812350106	37	1170	SH		DEFINED	5	
			-----	-----					
			37	1170					
SELECT SECTOR SPDR TR	SBI MATERIALS	81369Y100	3884	115954	SH		DEFINED	5	
			-----	-----					
			3884	115954					
SELECT SECTOR SPDR TR	SBI HEALTHCARE	81369Y209	1260	36325	SH		DEFINED	5	
			-----	-----					
			1260	36325					
SELECT SECTOR SPDR TR	SBI CONS STPLS	81369Y308	481	14792	SH		DEFINED	5	
			-----	-----					
			481	14792					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
SELECT SECTOR SPDR TR	SBI CONS DISCR	81369Y407	906	23213	SH		DEFINED	5	
			906	23213					
SELECT SECTOR SPDR TR	SBI INT-ENERGY	81369Y506	2406	34806	SH		DEFINED	5	
			2406	34806					
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	10544	811098	SH		DEFINED	5	
			10544	811098					
SELECT SECTOR SPDR TR	SBI INT-INDS	81369Y704	387	11459	SH		DEFINED	5	
			387	11459					
SELECT SECTOR SPDR TR	TECHNOLOGY	81369Y803	6375	250506	SH		DEFINED	5	
			6375	250506					
SELECT SECTOR SPDR TR	SBI INT-UTILS	81369Y886	1133	31481	SH		DEFINED	5	
			1133	31481					
SEMTECH CORP	COM	816850101	1841	74176	SH		DEFINED	5	
			1841	74176					
SEMPRA ENERGY	COM	816851109	67	1224	SH		DEFINED	5	
			67	1224					
SEQUENOM INC	COM NEW	817337405	24	5500	SH		DEFINED	5	
			24	5500					
SERVICE CORP INTL	COM	817565104	1203	112939	SH		DEFINED	5	
			1203	112939					
SERVICESTRONG INTL LLC	COM	81763U100	433	27629	SH		DEFINED	5	
			433	27629					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
SHAW GROUP INC	COM	820280105	57	2135	SH		DEFINED	5	
			57	2135					
SHERWIN WILLIAMS CO	COM	824348106	7062	79105	SH		DEFINED	5	
			7062	79105					
SHIRE PLC	SPONSORED ADR	82481R106	752	7240	SH		DEFINED	5	
			752	7240					
SHUFFLE MASTER INC	COM	825549108	59	5000	SH		DEFINED	5	
			59	5000					
SIEMENS A G	SPONSORED ADR	826197501	1422	14870	SH		DEFINED	5	
			1422	14870					
SIGMA ALDRICH CORP	COM	826552101	888	14225	SH		DEFINED	5	
			888	14225					
SILVER WHEATON CORP	COM	828336107	20	700	SH		DEFINED	5	
			20	700					
SIMON PPTY GROUP INC NEW	COM	828806109	6610	51266	SH		DEFINED	5	
			6610	51266					
SIRONA DENTAL SYSTEMS INC	COM	82966C103	157	3561	SH		DEFINED	5	
			157	3561					
SIRIUS XM RADIO INC	COM	82967N108	16	9000	SH		DEFINED	5	
			16	9000					
SKYWORKS SOLUTIONS INC	COM	83088M102	14	850	SH		DEFINED	5	
			14	850					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN	O MA
SMITH & NEPHEW PLC	SPDN ADR NEW	83175M205	26	531	SH	DEFINED	5
			26	531			
SMITH A O	COM	831865209	11	273	SH	DEFINED	5
			11	273			
SMITHFIELD FOODS INC	COM	832248108	39	1626	SH	DEFINED	5
			39	1626			
SMUCKER J M CO	COM NEW	832696405	4952	63352	SH	DEFINED	5
			4952	63352			
SNAP ON INC	COM	833034101	1539	30403	SH	DEFINED	5
			1539	30403			
SOCIEDAD QUIMICA MINERA DE C	SPON ADR SER B	833635105	1105	20524	SH	DEFINED	5
			1105	20524			
SOLAR CAP LTD	COM	83413U100	5	240	SH	DEFINED	5
			5	240			
SONOCO PRODS CO	COM	835495102	162	4900	SH	DEFINED	5
			162	4900			
SONY CORP	ADR NEW	835699307	31	1740	SH	DEFINED	5
			31	1740			
SONUS NETWORKS INC	COM	835916107	2	1036	SH	DEFINED	5
			2	1036			
SOURCE CAP INC	COM	836144105	6	127	SH	DEFINED	5
			6	127			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
SOURCEFIRE INC	COM	83616T108	10	315	SH	DEFINED	5
			10	315			
SOUTHERN CO	COM	842587107	6008	129793	SH	DEFINED	5
			6008	129793			
SOUTHERN COPPER CORP	COM	84265V105	243	8054	SH	DEFINED	5
			243	8054			
SOUTHWEST AIRLS CO	COM	844741108	89	10384	SH	DEFINED	5
			89	10384			
SOUTHWEST GAS CORP	COM	844895102	30	700	SH	DEFINED	5
			30	700			
SOUTHWESTERN ENERGY CO	COM	845467109	126	3932	SH	DEFINED	5
			126	3932			
SPARTAN STORES INC	COM	846822104	400	21609	SH	DEFINED	5
			400	21609			
SPECIAL OPPORTUNITIES FD INC	COM	84741T104	12	825	SH	DEFINED	5
			12	825			
SPECTRA ENERGY PARTNERS LP	COM	84756N109	32	1000	SH	DEFINED	5
			32	1000			
SPECTRA ENERGY CORP	COM	847560109	29049	944681	SH	DEFINED	5
			29049	944681			
SPECTRUM PHARMACEUTICALS INC	COM	84763A108	15	1000	SH	DEFINED	5
			15	1000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
SPIRIT AEROSYSTEMS HLDGS INC	COM CL A	848574109	966	46494	SH		DEFINED	5	
			966	46494					
SPRINT NEXTEL CORP	COM SER 1	852061100	8	3521	SH		DEFINED	5	
			8	3521					
STAGE STORES INC	COM NEW	85254C305	130	9369	SH		DEFINED	5	
			130	9369					
STANDARD REGISTER CO	COM	853887107	12040	5167224	SH		DEFINED	5	
			12040	5167224					
STANLEY BLACK & DECKER INC	COM	854502101	3095	45780	SH		DEFINED	5	
			3095	45780					
STAPLES INC	COM	855030102	94	6757	SH		DEFINED	5	
			94	6757					
STARBUCKS CORP	COM	855244109	14422	313447	SH		DEFINED	5	
			14422	313447					
STATE AUTO FINL CORP	COM	855707105	48	3504	SH		DEFINED	5	
			48	3504					
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	1799	37513	SH		DEFINED	5	
			1799	37513					
STATE STR CORP	COM	857477103	2862	70996	SH		DEFINED	5	
			2862	70996					
STATOIL ASA	SPONSORED ADR	85771P102	12	476	SH		DEFINED	5	
			12	476					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
STEEL DYNAMICS INC	COM	858119100	55	4202	SH	DEFINED	5
			55	4202			
STEELCASE INC	CL A	858155203	32020	4292238	SH	DEFINED	5
			32020	4292238			
STERICYCLE INC	COM	858912108	6064	77828	SH	DEFINED	5
			6064	77828			
STERIS CORP	COM	859152100	1215	40756	SH	DEFINED	5
			1215	40756			
STRATASYS INC	COM	862685104	73	2395	SH	DEFINED	5
			73	2395			
STRATEGIC DIAGNOSTICS INC	COM	862700101	4	1969	SH	DEFINED	5
			4	1969			
STRYKER CORP	COM	863667101	9098	183024	SH	DEFINED	5
			9098	183024			
STUDENT TRANSN INC	COM	86388A108	3	422	SH	DEFINED	5
			3	422			
STURM RUGER & CO INC	COM	864159108	711	21236	SH	DEFINED	5
			711	21236			
SUBURBAN PROPANE PARTNERS L	UNIT LTD PARTN	864482104	60	1262	SH	DEFINED	5
			60	1262			
SUCCESSFACTORS INC	COM	864596101	32	797	SH	DEFINED	5
			32	797			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
SUMMIT FINANCIAL GROUP INC	COM	86606G101	31	11248	SH		DEFINED	5	
			31	11248					
SUN COMMUNITIES INC	COM	866674104	745	20400	SH		DEFINED	5	
			745	20400					
SUN LIFE FINL INC	COM	866796105	62	3326	SH		DEFINED	5	
			62	3326					
SUN HYDRAULICS CORP	COM	866942105	988	42154	SH		DEFINED	5	
			988	42154					
SUNAMERICA FOCUSE ALPHA LC F	COM	867038101	67	4125	SH		DEFINED	5	
			67	4125					
SUNCOR ENERGY INC NEW	COM	867224107	348	12071	SH		DEFINED	5	
			348	12071					
SUNOPTA INC	COM	8676EP108	6	1250	SH		DEFINED	5	
			6	1250					
SUNOCO LOGISTICS PRTRNS L P	COM UNITS	86764L108	12	300	SH		DEFINED	5	
			12	300					
SUNOCO INC	COM	86764P109	24	578	SH		DEFINED	5	
			24	578					
SUNTRUST BKS INC	COM	867914103	330	18648	SH		DEFINED	5	
			330	18648					
SUPERIOR ENERGY SVCS INC	COM	868157108	1030	36214	SH		DEFINED	5	
			1030	36214					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
SUPERIOR INDS INTL INC	COM	868168105	6	364	SH	DEFINED	5
			6	364			
SUPERVALU INC	COM	868536103	77	9428	SH	DEFINED	5
			77	9428			
SUSQUEHANNA BANCSHARES INC P	COM	869099101	13	1500	SH	DEFINED	5
			13	1500			
SWIFT TRANSN CO	CL A	87074U101	253	30658	SH	DEFINED	5
			253	30658			
SYCAMORE NETWORKS INC	COM NEW	871206405	0	18	SH	DEFINED	5
				18			
SYMANTEC CORP	COM	871503108	100	6361	SH	DEFINED	5
			100	6361			
SYMMETRICOM INC	COM	871543104	13	2462	SH	DEFINED	5
			13	2462			
SYMMETRY MED INC	COM	871546206	433	54165	SH	DEFINED	5
			433	54165			
SYNAPTICS INC	COM	87157D109	1522	50495	SH	DEFINED	5
			1522	50495			
SYNGENTA AG	SPONSORED ADR	87160A100	2336	39636	SH	DEFINED	5
			2336	39636			
SYNOVUS FINL CORP	COM	87161C105	7	5000	SH	DEFINED	5
			7	5000			

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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
	SYNNEX CORP	COM	87162W100	27	900	SH		DEFINED	5
				27	900				
	SYPRIS SOLUTIONS INC	COM	871655106	4	1077	SH		DEFINED	5
				4	1077				
	SYSCO CORP	COM	871829107	15046	512985	SH		DEFINED	5
				15046	512985				
	SYSTEMAX INC	COM	871851101	121	7400	SH		DEFINED	5
				121	7400				
	TCF FINL CORP	COM	872275102	100	9714	SH		DEFINED	5
				100	9714				
	TD AMERITRADE HLDG CORP	COM	87236Y108	26	1634	SH		DEFINED	5
				26	1634				
	TECO ENERGY INC	COM	872375100	1942	101486	SH		DEFINED	5
				1942	101486				
	TJX COS INC NEW	COM	872540109	14826	229674	SH		DEFINED	5
				14826	229674				
	TRW AUTOMOTIVE HLDGS CORP	COM	87264S106	15	468	SH		DEFINED	5
				15	468				
	TTM TECHNOLOGIES INC	COM	87305R109	1177	107371	SH		DEFINED	5
				1177	107371				
	TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	445	34453	SH		DEFINED	5
				445	34453				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
TALISMAN ENERGY INC	COM	87425E103	1	81	SH		DEFINED	5	
			1	81					
TANGER FACTORY OUTLET CTRS I	COM	875465106	464	15842	SH		DEFINED	5	
			464	15842					
TANGOE INC	COM	87582Y108	350	22696	SH		DEFINED	5	
			350	22696					
TARGET CORP	COM	87612E106	31932	623431	SH		DEFINED	5	
			31932	623431					
TASEKO MINES LTD	COM	876511106	3	1000	SH		DEFINED	5	
			3	1000					
TAUBMAN CTRS INC	COM	876664103	188	3027	SH		DEFINED	5	
			188	3027					
TECH DATA CORP	COM	878237106	376	7612	SH		DEFINED	5	
			376	7612					
TECHNE CORP	COM	878377100	622	9119	SH		DEFINED	5	
			622	9119					
TECK RESOURCES LTD	CL B	878742204	7	200	SH		DEFINED	5	
			7	200					
TEJON RANCH CO	COM	879080109	733	29945	SH		DEFINED	5	
			733	29945					
TELE NORTE LESTE PART S A	SPON ADR PFD	879246106	2	254	SH		DEFINED	5	
			2	254					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
TELECOM HLDRS TR	DEPOSITRY RCPT	87927P200	9	300	SH	DEFINED	5
			9	300			
TELECOM CORP NEW ZEALAND LTD	SPONSORED ADR	879278208	554	69276	SH	DEFINED	5
			554	69276			
TELEFONICA BRASIL SA	SPONSORED ADR	87936R106	2095	76643	SH	DEFINED	5
			2095	76643			
TELEDYNE TECHNOLOGIES INC	COM	879360105	22	404	SH	DEFINED	5
			22	404			
TELEFLEX INC	COM	879369106	151	2470	SH	DEFINED	5
			151	2470			
TELEFONICA S A	SPONSORED ADR	879382208	759	44127	SH	DEFINED	5
			759	44127			
TELEPHONE & DATA SYS INC	COM	879433100	2	94	SH	DEFINED	5
			2	94			
TELLABS INC	COM	879664100	26	6403	SH	DEFINED	5
			26	6403			
TELUS CORP	NON-VTG SHS	87971M202	177	3300	SH	DEFINED	5
			177	3300			
TEMPLE INLAND INC	COM	879868107	42	1324	SH	DEFINED	5
			42	1324			
TEMPLETON DRAGON FD INC	COM	88018T101	243	9561	SH	DEFINED	5
			243	9561			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
TEMPLETON EMERG MKTS INCOME	COM	880192109	31	2014	SH	DEFINED	5
			31	2014			
TEMPLETON GLOBAL INCOME FD	COM	880198106	22	2295	SH	DEFINED	5
			22	2295			
TEMPUR PEDIC INTL INC	COM	88023U101	22	424	SH	DEFINED	5
			22	424			
TENARIS S A	SPONSORED ADR	88031M109	4	117	SH	DEFINED	5
			4	117			
TENET HEALTHCARE CORP	COM	88033G100	820	159776	SH	DEFINED	5
			820	159776			
TENNECO INC	COM	880349105	317	10651	SH	DEFINED	5
			317	10651			
TERADATA CORP DEL	COM	88076W103	3605	74308	SH	DEFINED	5
			3605	74308			
TERADYNE INC	COM	880770102	62	4525	SH	DEFINED	5
			62	4525			
TEREX CORP NEW	COM	880779103	67	4923	SH	DEFINED	5
			67	4923			
TERRA NITROGEN CO L P	COM UNIT	881005201	50	300	SH	DEFINED	5
			50	300			
TESLA MTRS INC	COM	88160R101	140	4890	SH	DEFINED	5
			140	4890			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
TESORO CORP	COM	881609101	8	357	SH		DEFINED	5	
			8	357					
TETRA TECH INC NEW	COM	88162G103	3	135	SH		DEFINED	5	
			3	135					
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	9983	247349	SH		DEFINED	5	
			9983	247349					
TEXAS CAPITAL BANCSHARES INC	COM	88224Q107	392	12819	SH		DEFINED	5	
			392	12819					
TEXAS INSTRS INC	COM	882508104	4615	158553	SH		DEFINED	5	
			4615	158553					
TEXTRON INC	COM	883203101	51	2754	SH		DEFINED	5	
			51	2754					
THERMO FISHER SCIENTIFIC INC	COM	883556102	3983	88559	SH		DEFINED	5	
			3983	88559					
THERMON GROUP HLDGS INC	COM	88362T103	407	23101	SH		DEFINED	5	
			407	23101					
THOMPSON CREEK METALS CO INC	COM	884768102	3	396	SH		DEFINED	5	
			3	396					
THOR INDS INC	COM	885160101	6	230	SH		DEFINED	5	
			6	230					
THORATEC CORP	COM NEW	885175307	1117	33294	SH		DEFINED	5	
			1117	33294					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
3M CO	COM	88579Y101	40582	496538	SH		DEFINED	5	
			40582	496538					
TIDEWATER INC	COM	886423102	15	301	SH		DEFINED	5	
			15	301					
TIFFANY & CO NEW	COM	886547108	8828	133226	SH		DEFINED	5	
			8828	133226					
TIM HORTONS INC	COM	88706M103	125	2572	SH		DEFINED	5	
			125	2572					
TIM PARTICIPACOES S A	SPONSORED ADR	88706P205	1	31	SH		DEFINED	5	
			1	31					
TIME WARNER INC	COM NEW	887317303	8070	223309	SH		DEFINED	5	
			8070	223309					
TIME WARNER CABLE INC	COM	88732J207	576	9053	SH		DEFINED	5	
			576	9053					
TIMKEN CO	COM	887389104	41	1070	SH		DEFINED	5	
			41	1070					
TITANIUM METALS CORP	COM NEW	888339207	19	1259	SH		DEFINED	5	
			19	1259					
TOOTSIE ROLL INDS INC	COM	890516107	50	2103	SH		DEFINED	5	
			50	2103					
TORCHMARK CORP	COM	891027104	127	2917	SH		DEFINED	5	
			127	2917					



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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
TORO CO	COM	891092108	1648	27170	SH		DEFINED	5	
			-----	-----					
			1648	27170					
TORONTO DOMINION BK ONT	COM NEW	891160509	19	258	SH		DEFINED	5	
			-----	-----					
			19	258					
TORTOISE ENERGY INFRSTRCTR C	COM	89147L100	4696	117422	SH		DEFINED	5	
			-----	-----					
			4696	117422					
TORTOISE ENERGY CAP CORP	COM	89147U100	19	720	SH		DEFINED	5	
			-----	-----					
			19	720					
TOTAL S A	SPONSORED ADR	89151E109	1605	31402	SH		DEFINED	5	
			-----	-----					
			1605	31402					
TOWER FINANCIAL CORP	COM	891769101	6	750	SH		DEFINED	5	
			-----	-----					
			6	750					
TOTAL SYS SVCS INC	COM	891906109	2	97	SH		DEFINED	5	
			-----	-----					
			2	97					
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	43	651	SH		DEFINED	5	
			-----	-----					
			43	651					
TRACTOR SUPPLY CO	COM	892356106	761	10847	SH		DEFINED	5	
			-----	-----					
			761	10847					
TRANSCANADA CORP	COM	89353D107	44	1000	SH		DEFINED	5	
			-----	-----					
			44	1000					
TRANSDIGM GROUP INC	COM	893641100	1310	13689	SH		DEFINED	5	
			-----	-----					
			1310	13689					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
TRANSCEND SERVICES INC	COM NEW	893929208	5	200	SH	DEFINED	5
			5	200			
TRAVELERS COMPANIES INC	COM	89417E109	1699	28722	SH	DEFINED	5
			1699	28722			
TREDEGAR CORP	COM	894650100	1164	52388	SH	DEFINED	5
			1164	52388			
TREEHOUSE FOODS INC	COM	89469A104	1229	18801	SH	DEFINED	5
			1229	18801			
TRI CONTL CORP	COM	895436103	149	10500	SH	DEFINED	5
			149	10500			
TRIANGLE CAP CORP	COM	895848109	44	2300	SH	DEFINED	5
			44	2300			
TRIMBLE NAVIGATION LTD	COM	896239100	602	13877	SH	DEFINED	5
			602	13877			
TRINITY INDS INC	COM	896522109	15	500	SH	DEFINED	5
			15	500			
TRIUMPH GROUP INC NEW	COM	896818101	104	1784	SH	DEFINED	5
			104	1784			
TRIPADVISOR INC	COM	896945201	21	850	SH	DEFINED	5
			21	850			
TUPPERWARE BRANDS CORP	COM	899896104	8734	156053	SH	DEFINED	5
			8734	156053			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	23	1944	SH		DEFINED	5	
			23	1944					
TURKISH INVT FD INC	COM	900145103	3	275	SH		DEFINED	5	
			3	275					
TWO HBRS INVT CORP	COM	90187B101	9	1000	SH		DEFINED	5	
			9	1000					
II VI INC	COM	902104108	18	1000	SH		DEFINED	5	
			18	1000					
TYLER TECHNOLOGIES INC	COM	902252105	75	2500	SH		DEFINED	5	
			75	2500					
TYSON FOODS INC	CL A	902494103	43	2070	SH		DEFINED	5	
			43	2070					
UBS AG JERSEY BRH	LNG SHT VIX	902641596	3258	148680	SH		DEFINED	5	
			3258	148680					
UDR INC	COM	902653104	797	31758	SH		DEFINED	5	
			797	31758					
UMB FINL CORP	COM	902788108	420	11283	SH		DEFINED	5	
			420	11283					
US BANCORP DEL	COM NEW	902973304	71281	2635170	SH		DEFINED	5	
			71281	2635170					
URS CORP NEW	COM	903236107	681	19401	SH		DEFINED	5	
			681	19401					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
U S G CORP	COM NEW	903293405	10	936	SH		DEFINED	5	
			10	936					
U S PHYSICAL THERAPY INC	COM	90337L108	4	181	SH		DEFINED	5	
			4	181					
ULTA SALON COSMETCS & FRAG I	COM	90384S303	1362	20982	SH		DEFINED	5	
			1362	20982					
ULTIMATE SOFTWARE GROUP INC	COM	90385D107	546	8389	SH		DEFINED	5	
			546	8389					
UNDER ARMOUR INC	CL A	904311107	376	5233	SH		DEFINED	5	
			376	5233					
UNIFIRST CORP MASS	COM	904708104	11	200	SH		DEFINED	5	
			11	200					
UNILEVER PLC	SPON ADR NEW	904767704	1378	41113	SH		DEFINED	5	
			1378	41113					
UNILEVER N V	N Y SHS NEW	904784709	11232	326809	SH		DEFINED	5	
			11232	326809					
UNION PAC CORP	COM	907818108	9141	86289	SH		DEFINED	5	
			9141	86289					
UNITED CMNTY FINL CORP OHIO	COM	909839102	40	31887	SH		DEFINED	5	
			40	31887					
UNITED BANKSHARES INC WEST V	COM	909907107	430	15227	SH		DEFINED	5	
			430	15227					

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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA	
	UNITED NAT FOODS INC	COM	911163103	1694	42334	SH	DEFINED	5	
				1694	42334				
	UNITED ONLINE INC	COM	911268100	0	58	SH	DEFINED	5	
					58				
	UNITED PARCEL SERVICE INC	CL B	911312106	12073	164948	SH	DEFINED	5	
				12073	164948				
	UNITED STATES NATL GAS FUND	UNIT NEW	912318110	13	1962	SH	DEFINED	5	
				13	1962				
	UNITED STATES STL CORP NEW	COM	912909108	203	7690	SH	DEFINED	5	
				203	7690				
	UNITED TECHNOLOGIES CORP	COM	913017109	80000	1094537	SH	DEFINED	5	
				80000	1094537				
	UNITED THERAPEUTICS CORP DEL	COM	91307C102	42	879	SH	DEFINED	5	
				42	879				
	UNITEDHEALTH GROUP INC	COM	91324P102	13589	268130	SH	DEFINED	5	
				13589	268130				
	UNITIL CORP	COM	913259107	220	7768	SH	DEFINED	5	
				220	7768				
	UNIVERSAL FST PRODS INC	COM	913543104	5	178	SH	DEFINED	5	
				5	178				
	UNIVERSAL HLTH SVCS INC	CL B	913903100	51	1315	SH	DEFINED	5	
				51	1315				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
UNUM GROUP	COM	91529Y106	2524	119787	SH		DEFINED	5	
			-----	-----					
			2524	119787					
URBAN OUTFITTERS INC	COM	917047102	2	65	SH		DEFINED	5	
			-----	-----					
			2	65					
V F CORP	COM	918204108	13262	104434	SH		DEFINED	5	
			-----	-----					
			13262	104434					
VIST FINANCIAL CORP	COM	918255100	29	4854	SH		DEFINED	5	
			-----	-----					
			29	4854					
VALE S A	ADR	91912E105	1372	63939	SH		DEFINED	5	
			-----	-----					
			1372	63939					
VALE S A	ADR REPSTG PFD	91912E204	145	7017	SH		DEFINED	5	
			-----	-----					
			145	7017					
VALERO ENERGY CORP NEW	COM	91913Y100	356	16932	SH		DEFINED	5	
			-----	-----					
			356	16932					
VALLEY NATL BANCORP	COM	919794107	3	262	SH		DEFINED	5	
			-----	-----					
			3	262					
VALMONT INDS INC	COM	920253101	293	3224	SH		DEFINED	5	
			-----	-----					
			293	3224					
VALSPAR CORP	COM	920355104	4242	108860	SH		DEFINED	5	
			-----	-----					
			4242	108860					
VALUECLICK INC	COM	92046N102	1175	72100	SH		DEFINED	5	
			-----	-----					
			1175	72100					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
VANGUARD SPECIALIZED PORTFOL	DIV APP ETF	921908844	43665	798988	SH	DEFINED	5
			43665	798988			
VANGUARD WORLD FD	EXTENDED DUR	921910709	140	1150	SH	DEFINED	5
			140	1150			
VANGUARD BD INDEX FD INC	LONG TERM BOND	921937793	15	160	SH	DEFINED	5
			15	160			
VANGUARD BD INDEX FD INC	INTERMED TERM	921937819	10721	123267	SH	DEFINED	5
			10721	123267			
VANGUARD BD INDEX FD INC	SHORT TRM BOND	921937827	8402	103937	SH	DEFINED	5
			8402	103937			
VANGUARD BD INDEX FD INC	TOTAL BND MRKT	921937835	107992	1292701	SH	DEFINED	5
			107992	1292701			
VANGUARD TAX MANAGED INTL FD	MSCI EAFE ETF	921943858	16111	526002	SH	DEFINED	5
			16111	526002			
VANGUARD WHITEHALL FDS INC	HIGH DIV YLD	921946406	826	18244	SH	DEFINED	5
			826	18244			
VANGUARD WORLD FDS	CONSUM DIS ETF	92204A108	127	2050	SH	DEFINED	5
			127	2050			
VANGUARD WORLD FDS	CONSUM STP ETF	92204A207	985	12087	SH	DEFINED	5
			985	12087			
VANGUARD WORLD FDS	ENERGY ETF	92204A306	496	4922	SH	DEFINED	5
			496	4922			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
VANGUARD WORLD FDS	FINANCIALS ETF	92204A405	192	6959	SH	DEFINED	5
			192	6959			
VANGUARD WORLD FDS	HEALTH CAR ETF	92204A504	152	2488	SH	DEFINED	5
			152	2488			
VANGUARD WORLD FDS	INDUSTRIAL ETF	92204A603	593	9548	SH	DEFINED	5
			593	9548			
VANGUARD WORLD FDS	INF TECH ETF	92204A702	969	15784	SH	DEFINED	5
			969	15784			
VANGUARD WORLD FDS	MATERIALS ETF	92204A801	226	3088	SH	DEFINED	5
			226	3088			
VANGUARD WORLD FDS	UTILITIES ETF	92204A876	2492	32408	SH	DEFINED	5
			2492	32408			
VANGUARD WORLD FDS	TELCOMM ETF	92204A884	54	875	SH	DEFINED	5
			54	875			
VANGUARD INTL EQUITY INDEX F	ALLWRLD EX US	922042775	2774	69969	SH	DEFINED	5
			2774	69969			
VANGUARD INTL EQUITY INDEX F	MSCI EMR MKT E	922042858	73244	1916870	SH	DEFINED	5
			73244	1916870			
VANGUARD INTL EQUITY INDEX F	MSCI PAC ETF	922042866	37	781	SH	DEFINED	5
			37	781			
VANGUARD INTL EQUITY INDEX F	MSCI EUROPE ET	922042874	14	345	SH	DEFINED	5
			14	345			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
VANGUARD NATURAL RESOURCES L	COM UNIT	92205F106	2	83	SH	DEFINED	5
			2	83			
VARIAN MED SYS INC	COM	92220P105	1119	16669	SH	DEFINED	5
			1119	16669			
VECTREN CORP	COM	92240G101	8730	288769	SH	DEFINED	5
			8730	288769			
VECTOR GROUP LTD	COM	92240M108	241	13563	SH	DEFINED	5
			241	13563			
VEECO INSTRS INC DEL	COM	922417100	19	900	SH	DEFINED	5
			19	900			
VENTAS INC	COM	92276F100	1346	24408	SH	DEFINED	5
			1346	24408			
VANGUARD INDEX FDS	S&P 500 ETF SH	922908413	391	6810	SH	DEFINED	5
			391	6810			
VANGUARD INDEX FDS	MCAP VL IDXVIP	922908512	2200	42571	SH	DEFINED	5
			2200	42571			
VANGUARD INDEX FDS	MCAP GR IDXVIP	922908538	2199	36935	SH	DEFINED	5
			2199	36935			
VANGUARD INDEX FDS	REIT ETF	922908553	152253	2625054	SH	DEFINED	5
			152253	2625054			
VANGUARD INDEX FDS	SML CP GRW ETF	922908595	2937	38461	SH	DEFINED	5
			2937	38461			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
VANGUARD INDEX FDS	SM CP VAL ETF	922908611	4932	78705	SH	DEFINED	5
			4932	78705			
VANGUARD INDEX FDS	MID CAP ETF	922908629	20804	289191	SH	DEFINED	5
			20804	289191			
VANGUARD INDEX FDS	LARGE CAP ETF	922908637	14277	249166	SH	DEFINED	5
			14277	249166			
VANGUARD INDEX FDS	EXTEND MKT ETF	922908652	10	185	SH	DEFINED	5
			10	185			
VANGUARD INDEX FDS	GROWTH ETF	922908736	8640	139897	SH	DEFINED	5
			8640	139897			
VANGUARD INDEX FDS	VALUE ETF	922908744	9289	176960	SH	DEFINED	5
			9289	176960			
VANGUARD INDEX FDS	SMALL CP ETF	922908751	11826	169736	SH	DEFINED	5
			11826	169736			
VANGUARD INDEX FDS	TOTAL STK MKT	922908769	7479	116308	SH	DEFINED	5
			7479	116308			
VEOLIA ENVIRONNEMENT	SPONSORED ADR	92334N103	8	686	SH	DEFINED	5
			8	686			
VERA BRADLEY INC	COM	92335C106	32	1000	SH	DEFINED	5
			32	1000			
VERISIGN INC	SDCV 3.250% 8	92343EAD4	598	5000	SH	DEFINED	5
			598	5000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
VERISIGN INC	COM	92343E102	62	1727	SH	DEFINED	5
			62	1727			
VERIZON COMMUNICATIONS INC	COM	92343V104	37348	930914	SH	DEFINED	5
			37348	930914			
VERINT SYS INC	COM	92343X100	99	3584	SH	DEFINED	5
			99	3584			
VERTEX PHARMACEUTICALS INC	COM	92532F100	18	548	SH	DEFINED	5
			18	548			
VIACOM INC NEW	CL B	92553P201	4133	91011	SH	DEFINED	5
			4133	91011			
VICAL INC	COM	925602104	0	100	SH	DEFINED	5
				100			
VIEWPOINT FINL GROUP INC MD	COM	92672A101	215	16501	SH	DEFINED	5
			215	16501			
VIRGIN MEDIA INC	COM	92769L101	45	2095	SH	DEFINED	5
			45	2095			
VIRGINIA COMM BANCORP INC	COM	92778Q109	19	2422	SH	DEFINED	5
			19	2422			
VIROPHARMA INC	COM	928241108	16	600	SH	DEFINED	5
			16	600			
VISA INC	COM CL A	92826C839	969	9546	SH	DEFINED	5
			969	9546			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
VISHAY INTERTECHNOLOGY INC	COM	928298108	8	928	SH		DEFINED	5	
			8	928					
VISTEON CORP	COM NEW	92839U206	61	1230	SH		DEFINED	5	
			61	1230					
VIVUS INC	COM	928551100	11	1100	SH		DEFINED	5	
			11	1100					
VMWARE INC	CL A COM	928563402	1253	15065	SH		DEFINED	5	
			1253	15065					
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	9441	336829	SH		DEFINED	5	
			9441	336829					
VORNADO RLTY TR	SH BEN INT	929042109	2190	28491	SH		DEFINED	5	
			2190	28491					
VULCAN MATLS CO	COM	929160109	213	5410	SH		DEFINED	5	
			213	5410					
W & T OFFSHORE INC	COM	92922P106	166	7815	SH		DEFINED	5	
			166	7815					
WD-40 CO	COM	929236107	20	500	SH		DEFINED	5	
			20	500					
WGL HLDGS INC	COM	92924F106	66	1500	SH		DEFINED	5	
			66	1500					
WABCO HLDGS INC	COM	92927K102	24	558	SH		DEFINED	5	
			24	558					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
WMS INDS INC	COM	929297109	652	31777	SH		DEFINED	5	
			652	31777					
W P CAREY & CO LLC	COM	92930Y107	59	1438	SH		DEFINED	5	
			59	1438					
WPP PLC	ADR	92933H101	1806	34571	SH		DEFINED	5	
			1806	34571					
WABTEC CORP	COM	929740108	516	7381	SH		DEFINED	5	
			516	7381					
WADDELL & REED FINL INC	CL A	930059100	30	1200	SH		DEFINED	5	
			30	1200					
WAL MART STORES INC	COM	931142103	36903	617520	SH		DEFINED	5	
			36903	617520					
WALGREEN CO	COM	931422109	19759	597678	SH		DEFINED	5	
			19759	597678					
WALTER ENERGY INC	COM	93317Q105	5926	97851	SH		DEFINED	5	
			5926	97851					
WARNACO GROUP INC	COM NEW	934390402	279	5567	SH		DEFINED	5	
			279	5567					
WASHINGTON POST CO	CL B	939640108	1	3	SH		DEFINED	5	
			1	3					
WASHINGTON REAL ESTATE INVT	SH BEN INT	939653101	3330	121752	SH		DEFINED	5	
			3330	121752					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
WASTE MGMT INC DEL	COM	94106L109	6751	206389	SH		DEFINED	5	
			6751	206389					
WATERS CORP	COM	941848103	42	573	SH		DEFINED	5	
			42	573					
WATSON PHARMACEUTICALS INC	COM	942683103	3933	65180	SH		DEFINED	5	
			3933	65180					
WAUSAU PAPER CORP	COM	943315101	21	2500	SH		DEFINED	5	
			21	2500					
WEBSENSE INC	COM	947684106	4	200	SH		DEFINED	5	
			4	200					
WEINGARTEN RLTY INVS	SH BEN INT	948741103	1989	91153	SH		DEFINED	5	
			1989	91153					
WEIS MKTS INC	COM	948849104	4	100	SH		DEFINED	5	
			4	100					
WELLCARE HEALTH PLANS INC	COM	94946T106	15	278	SH		DEFINED	5	
			15	278					
WELLPOINT INC	COM	94973V107	8975	135464	SH		DEFINED	5	
			8975	135464					
WELLS FARGO & CO NEW	COM	949746101	42771	1551909	SH		DEFINED	5	
			42771	1551909					
WELLS FARGO & CO NEW	PERP PFD CNV A	949746804	32	30	SH		DEFINED	5	
			32	30					

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WELLS FARGO ADVANTAGE INCOME	COM SHS	94987B105	14	1400	SH		DEFINED	5	
			14	1400					
WELLS FARGO ADVANTAGE MULTI	COM SHS	94987D101	8	540	SH		DEFINED	5	
			8	540					
WENDYS CO	COM	95058W100	11	2125	SH		DEFINED	5	
			11	2125					
WERNER ENTERPRISES INC	COM	950755108	249	10322	SH		DEFINED	5	
			249	10322					
WESBANCO INC	COM	950810101	68	3518	SH		DEFINED	5	
			68	3518					
WESCO INTL INC	COM	95082P105	476	8982	SH		DEFINED	5	
			476	8982					
WESTERN ASSET EMRG MKT INCM	COM	95766E103	4	283	SH		DEFINED	5	
			4	283					
WESTERN ASSET HIGH INCM FD I	COM	95766J102	6	635	SH		DEFINED	5	
			6	635					
WESTERN ASSET MGD HI INCM FD	COM	95766L107	2	300	SH		DEFINED	5	
			2	300					
WESTERN ASST MNG MUN FD INC	COM	95766M105	72	5351	SH		DEFINED	5	
			72	5351					
WESTERN ASSET MUN HI INCM FD	COM	95766N103	13	1662	SH		DEFINED	5	
			13	1662					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
WESTERN ASSET CLYM INFL OPP	COM	95766R104	10	800	SH		DEFINED	5	
			10	800					
WESTERN ASSET INVT GRADE DEF	COM	95790A101	110	5000	SH		DEFINED	5	
			110	5000					
WESTERN DIGITAL CORP	COM	958102105	56	1807	SH		DEFINED	5	
			56	1807					
WESTERN ASSET INTM MUNI FD I	COM	958435109	4	364	SH		DEFINED	5	
			4	364					
WESTERN UN CO	COM	959802109	425	23261	SH		DEFINED	5	
			425	23261					
WESTPAC BKG CORP	SPONSORED ADR	961214301	15	144	SH		DEFINED	5	
			15	144					
WEYERHAEUSER CO	COM	962166104	185	9885	SH		DEFINED	5	
			185	9885					
WHIRLPOOL CORP	COM	963320106	2054	43281	SH		DEFINED	5	
			2054	43281					
WHITESTONE REIT	CL B SBI	966084204	217	18223	SH		DEFINED	5	
			217	18223					
WHITING PETE CORP NEW	COM	966387102	121	2599	SH		DEFINED	5	
			121	2599					
WHOLE FOODS MKT INC	COM	966837106	284	4081	SH		DEFINED	5	
			284	4081					



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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
WILLIAMS COS INC DEL	COM	969457100	298	9033	SH		DEFINED	5	
			298	9033					
WILLIAMS PARTNERS L P	COM UNIT L P	96950F104	12	200	SH		DEFINED	5	
			12	200					
WILLIAMS SONOMA INC	COM	969904101	1567	40703	SH		DEFINED	5	
			1567	40703					
WINDSTREAM CORP	COM	97381W104	16687	1421351	SH		DEFINED	5	
			16687	1421351					
WISCONSIN ENERGY CORP	COM	976657106	12158	347769	SH		DEFINED	5	
			12158	347769					
WISDOMTREE TRUST	DRYFS CURR ETF	97717W133	20	1000	SH		DEFINED	5	
			20	1000					
WISDOMTREE TRUST	EMG MKTS SMCAP	97717W281	1240	30007	SH		DEFINED	5	
			1240	30007					
WISDOMTREE TRUST	EMERG MKTS ETF	97717W315	32	632	SH		DEFINED	5	
			32	632					
WISDOMTREE TRUST	GLB EX US RL E	97717W331	6	255	SH		DEFINED	5	
			6	255					
WISDOMTREE TRUST	INDIA ERNGS FD	97717W422	30	1955	SH		DEFINED	5	
			30	1955					
WISDOMTREE TRUST	MIDCAP DIVI FD	97717W505	26	504	SH		DEFINED	5	
			26	504					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
WISDOMTREE TRUST	SMLCAP EARN FD	97717W562	12	248	SH	DEFINED	5
			12	248			
WISDOMTREE TRUST	DEFA FD	97717W703	53	1288	SH	DEFINED	5
			53	1288			
WISDOMTREE TRUST	INTL SMCAP DIV	97717W760	35	801	SH	DEFINED	5
			35	801			
WISDOMTREE TRUST	DEFA EQT INC E	97717W802	9709	265566	SH	DEFINED	5
			9709	265566			
WISDOMTREE TRUST	AUSTRALIA DIV	97717W810	11	223	SH	DEFINED	5
			11	223			
WISDOMTREE TRUST	JP TOTAL DIVID	97717W851	18	569	SH	DEFINED	5
			18	569			
WISDOMTREE TR	EM LCL DEBT FD	97717X867	19	400	SH	DEFINED	5
			19	400			
WOLVERINE WORLD WIDE INC	COM	978097103	465	13050	SH	DEFINED	5
			465	13050			
WORTHINGTON INDS INC	COM	981811102	39894	2435545	SH	DEFINED	5
			39894	2435545			
WYNDHAM WORLDWIDE CORP	COM	98310W108	1253	33117	SH	DEFINED	5
			1253	33117			
WYNN RESORTS LTD	COM	983134107	85	767	SH	DEFINED	5
			85	767			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
X-RITE INC	COM	983857103	198	42591	SH	DEFINED	5
			198	42591			
XCEL ENERGY INC	COM	98389B100	1368	49511	SH	DEFINED	5
			1368	49511			
XILINX INC	COM	983919101	2838	88531	SH	DEFINED	5
			2838	88531			
XEROX CORP	COM	984121103	2165	271963	SH	DEFINED	5
			2165	271963			
XYLEM INC	COM	98419M100	278	10827	SH	DEFINED	5
			278	10827			
YAHOO INC	COM	984332106	147	9090	SH	DEFINED	5
			147	9090			
YAMANA GOLD INC	COM	98462Y100	4	285	SH	DEFINED	5
			4	285			
YOUNG INNOVATIONS INC	COM	987520103	3	100	SH	DEFINED	5
			3	100			
YUM BRANDS INC	COM	988498101	40675	689294	SH	DEFINED	5
			40675	689294			
ZEBRA TECHNOLOGIES CORP	CL A	989207105	68	1900	SH	DEFINED	5
			68	1900			
ZEP INC	COM	98944B108	2	110	SH	DEFINED	5
			2	110			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
ZIMMER HLDGS INC	COM	98956P102	3850	72064	SH	DEFINED	5
			3850	72064			
ZIONS BANCORPORATION	COM	989701107	108	6658	SH	DEFINED	5
			108	6658			
ZOLTEK COS INC	COM	98975W104	2	296	SH	DEFINED	5
			2	296			
ZWEIG FD	COM	989834106	12	4000	SH	DEFINED	5
			12	4000			
ZOLL MED CORP	COM	989922109	508	8037	SH	DEFINED	5
			508	8037			
GRAND TOTAL			8241349	TOTAL ENTRIES			2040