

Edgar Filing: FIFTH THIRD BANCORP - Form 13F-HR

FIFTH THIRD BANCORP  
Form 13F-HR  
February 12, 2004

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

FORM 13F

FORM 13F COVER PAGE

Report for the Quarter Ended: December 31, 2003

Check here if Amendment ; Amendment Number:   
This Amendment (Check only one):  is a restatement.  
 adds new holdings entries.

Institutional Investment Manager Filing this Report:

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

13F File Number - #28-03158

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

Name: ----	Manager # -----
Fifth Third Bank Ohio	1
Fifth Third Bank Michigan	17
Fifth Third Asset Management	85

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

Person Signing this Report on Behalf of Reporting Manager:

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

Neal E. Arnold ----- [Signature]	Cincinnati, Ohio ----- [City, State]	February 12, 2004 ----- [Date]
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Report Type (Check only one):

13F HOLDINGS REPORT  
 13F NOTICE

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[X] 13F COMBINATION REPORT

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

Form 13F Summary Page

Report Summary:

Number of Other Included Managers: 3

Form 13F Information Table Entry Total: 2,991

Form 13F Information Table Value Total (x\$1000): 30,230,711

List of Other Included Managers:

Name:	13F File No.:
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Fifth Third Bank	28-539
Fifth Third Bank Asset Management	28-10115
Fifth Third Bank, a Michigan Corporation	28-10119

FORM 13F  
 REPORTING MANAGER: FIFTH THIRD BANCORP

SEC NO 28-539  
 AS OF 12/31/03

NAME OF ISSUER	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTHER MANAGERS	SOLE
-----	-----	-----	-----	---	---	-----	-----	-----
DAIMLERCHRYSLER AG	D1668R123	367	7945	SH		DEFINED	1	794
		488	10553	SH		DEFINED	17	1048
	--	-----	-----					
		855	18498					
ACE LTD	G0070K103	247	5953	SH		DEFINED	1	595
		322	7778	SH		DEFINED	17	777
		1439	34747	SH		DEFINED	85	3474
	--	-----	-----					
		2008	48478					
COOPER INDS LTD	G24182100	1282	22135	SH		DEFINED	1	2213
		541	9334	SH		DEFINED	17	918
		264	23028	SH		DEFINED	85	1722
	--	-----	-----					
		2949	54497					
GLOBALSANTAFE CORP	G3930E101	134	5413	SH		DEFINED	1	541
		215	8658	SH		DEFINED	17	865
	--	-----	-----					
		349	14071					

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INGERSOLL-RAND COMPANY LTD	G4776G101	456	6722	SH	DEFINED	1	672
		506	7460	SH	DEFINED	17	746
		1700	25043	SH	DEFINED	85	2504
		---	-----	---	---	---	---
		2663	39225				
IPC HLDGS LTD	G4933P101	794	20400	SH	DEFINED	85	2040
		---	-----	---	---	---	---
		794	20400				
NABORS INDUSTRIES LTD	G6359F103	1050	25313	SH	DEFINED	1	2473
		564	13588	SH	DEFINED	17	1303
		298	7173	SH	DEFINED	85	717
		---	-----	---	---	---	---
		1912	46074				
NOBLE CORPORATION	G65422100	139	3889	SH	DEFINED	1	301
		68	1890	SH	DEFINED	17	139
		236	6606	SH	DEFINED	85	660
		---	-----	---	---	---	---
		443	12385				
PLATINUM UNDERWRITER HLDGS L	G7127P100	612	20400	SH	DEFINED	85	2040
		---	-----	---	---	---	---
		612	20400				
TRANSOCEAN INC	G90078109	2859	119088	SH	DEFINED	1	11492
		479	19934	SH	DEFINED	17	1953
		5420	225727	SH	DEFINED	85	22572
		---	-----	---	---	---	---
		8758	364749				
XL CAP LTD	G98255105	226	2915	SH	DEFINED	1	291
		129	1658	SH	DEFINED	17	165
		526	6785	SH	DEFINED	85	678
		---	-----	---	---	---	---
		881	11358				
CHECK POINT SOFTWARE TECH LT	M22465104	3702	219587	SH	DEFINED	1	21600
		1890	112075	SH	DEFINED	17	11006
		4808	285160	SH	DEFINED	85	28516
		---	-----	---	---	---	---
		10400	616822				

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SEC NO 28-539  
AS OF 12/31/03

NAME OF ISSUER	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTHER MANAGERS	SOLE
RADWARE LTD	M81873107	455	16714	SH		DEFINED	1	1622
		141	5171	SH		DEFINED	17	517
		2041	74900	SH		DEFINED	85	7490
		---	-----	---	---	---	---	---
		2637	96785					

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FLEXTRONICS INTL LTD	Y2573F102	11507	777474	SH	DEFINED	1	73541	
		2822	190696	SH	DEFINED	17	18868	
		18219	1231003	SH	DEFINED	85	123100	
		--	-----	-----				
		32548	2199173					
A D C TELECOMMUNICATIONS	000886101	59	20015	SH	DEFINED	1	2001	
		104	34900	SH	DEFINED	17	3490	
		751	252785	SH	DEFINED	85	25278	
		--	-----	-----				
		914	307700					
ACM INCOME FUND INC	000912105	80	9350	SH	DEFINED	1	560	
		72	8425	SH	DEFINED	17	842	
		--	-----	-----				
				153	17775			
ACM MANAGED INCOME FD INC	000919100	0	14	SH	DEFINED	1	1	
		49	10000	SH	DEFINED	17	1000	
		--	-----	-----				
				49	10014			
AFLAC INC	001055102	14676	405628	SH	DEFINED	1	38822	
		6241	172486	SH	DEFINED	17	16920	
		914	25272	SH	DEFINED	85	2527	
		--	-----	-----				
		21831	603386					
AES CORP	00130H105	173	18320	SH	DEFINED	1	1832	
		44	4657	SH	DEFINED	17	465	
		289	30601	SH	DEFINED	85	3060	
		--	-----	-----				
		506	53578					
AK STL HLDG CORP	001547108	2	328	SH	DEFINED	1	32	
		10	2000	SH	DEFINED	17	200	
		561	110000	SH	DEFINED	85	11000	
		--	-----	-----				
		573	112328					
AMR CORP	001765106	8	600	SH	DEFINED	1	60	
		198	15322	SH	DEFINED	17	1532	
		--	-----	-----				
				206	15922			
AT&T CORP	001957505	813	40029	SH	DEFINED	1	3904	
		613	30178	SH	DEFINED	17	1946	
		1804	88859	SH	DEFINED	85	8885	
		--	-----	-----				
		3229	159066					
AT&T WIRELESS SVCS INC	00209A106	2860	357933	SH	DEFINED	1	34787	
		987	123538	SH	DEFINED	17	10641	
		3590	449259	SH	DEFINED	85	44925	
		--	-----	-----				
		7437	930730					
ABBOTT LABS	002824100	81252	1743598	SH	DEFINED	1	163791	
		31961	685858	SH	DEFINED	17	64259	
		16433	352649	SH	DEFINED	85	35264	
		--	-----	-----				
		129646	2782105					

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ABBEY NATL PLC	002920700	28	1000	SH	DEFINED	1	100
		690	24900	SH	DEFINED	85	2490
		---	-----	-----			
		718	25900				
ABBEY NATL PLC	002920809	5	200	SH	DEFINED	17	20
		1920	70600	SH	DEFINED	85	7060
		---	-----	-----			
		1925	70800				
ABERDEEN ASIA PACIFIC INCOM	003009107	129	20323	SH	DEFINED	1	2032
		19	3025	SH	DEFINED	17	302
		---	-----	-----			
		148	23348				
ACTIVISION INC NEW	004930202	275	15074	SH	DEFINED	1	1507
		23	1275	SH	DEFINED	17	127
		---	-----	-----			
		298	16349				
ACTIVCARD CORP	00506J107	55	7000	SH	DEFINED	1	700
		2167	275000	SH	DEFINED	85	27500
		---	-----	-----			
		2222	282000				
ADOBE SYS INC	00724F101	316	8094	SH	DEFINED	1	729
		368	9423	SH	DEFINED	17	922
		842	21536	SH	DEFINED	85	2153
		---	-----	-----			
		1526	39053				
ADOLOR CORP	00724X102	832	41611	SH	DEFINED	85	4161

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SEC NO 28-539  
AS OF 12/31/03

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		832	41611					
ADTRAN INC	00738A106	626	20132	SH		DEFINED	1	2013
		3106	99868	SH		DEFINED	85	9986
		---	-----	-----				
		3732	120000					
ADVANCED AUTO PARTS INC	00751Y106	2142	26310	SH		DEFINED	1	2590
		934	11474	SH		DEFINED	17	1142
		7864	96600	SH		DEFINED	85	9660
		---	-----	-----				
		10939	134384					
ADVANCED DIGITAL INFORMATION	007525108	746	53321	SH		DEFINED	1	5188
		217	15496	SH		DEFINED	17	1549

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		4415	315344	SH	DEFINED	85	26944
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		5378	310161				
ADVANCED NEUROMODULATION SYS	00757T101	327	7108	SH	DEFINED	1	685
		119	2594	SH	DEFINED	17	259
		2428	52809	SH	DEFINED	85	3940
	--	-----	-----				
		2874	62511				
ADVO INC	007585102	440	13841	SH	DEFINED	1	1384
		2181	68659	SH	DEFINED	85	6865
	--	-----	-----				
		2620	82500				
ADVISORY BRD CO	00762W107	188	5402	SH	DEFINED	1	540
		870	24967	SH	DEFINED	85	2496
	--	-----	-----				
		1058	30369				
AEROPOSTALE	007865108	355	12956	SH	DEFINED	1	1255
		108	3944	SH	DEFINED	17	394
		3709	135245	SH	DEFINED	85	10554
	--	-----	-----				
		4172	152145				
ADVANCEPCS	00790K109	238	4500	SH	DEFINED	1	450
	--	-----	-----				
		238	4500				

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-----	-----	-----	-----	---	----	-----	-----	-----
ADVANCED MICRO DEVICES INC	007903107	126	8426	SH		DEFINED	1	842
		36	2400	SH		DEFINED	17	240
		255	17124	SH		DEFINED	85	1712
	--	-----	-----					
		416	27950					
AEGON N V	007924103	196	13276	SH		DEFINED	1	1327
		685	46267	SH		DEFINED	17	4626
	--	-----	-----					
		881	59543					
AETNA INC NEW	00817Y108	393	5820	SH		DEFINED	1	582
		330	4890	SH		DEFINED	17	291
		912	13500	SH		DEFINED	85	1350
	--	-----	-----					
		1636	24210					
AFFILIATED COMPUTER SERVICES	008190100	4199	77094	SH		DEFINED	1	7479
		2420	44432	SH		DEFINED	17	4278
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		6618	121526				
AFFILIATED MANAGERS GROUP	008252108	402	5776	SH	DEFINED	1	560
		122	1755	SH	DEFINED	17	175
		3087	44367	SH	DEFINED	85	3366
	--	-----	-----				
		3612	51898				
AGERE SYS INC	00845V100	1	216	SH	DEFINED	1	21
		2	794	SH	DEFINED	17	56
		2898	950000	SH	DEFINED	85	95000
	--	-----	-----				
		2901	951010				
AGERE SYS INC	00845V209	20	6794	SH	DEFINED	1	670
		54	18540	SH	DEFINED	17	1274
	--	-----	-----				
		73	25334				
AGILENT TECHNOLOGIES INC	00846U101	20649	706177	SH	DEFINED	1	65598
		2215	75740	SH	DEFINED	17	7336
		35166	1202671	SH	DEFINED	85	120267
	--	-----	-----				
		58029	1984588				
AGILYSYS INC	00847J105	67	6000	SH	DEFINED	1	550
		1866	167400	SH	DEFINED	85	16740
	--	-----	-----				
		1933	173400				
AGRIUM INC	008916108	527	32000	SH	DEFINED	85	3200
	--	-----	-----				
		527	32000				
AIR PRODS & CHEMS INC	009158106	10204	193142	SH	DEFINED	1	18313
		3020	57171	SH	DEFINED	17	5532
		3056	57852	SH	DEFINED	85	5785
	--	-----	-----				
		16280	308165				
ALBANY INTL CORP	012348108	455	13422	SH	DEFINED	1	1342
		3023	89178	SH	DEFINED	85	8917
	--	-----	-----				
		3478	102600				
ALBERTO CULVER CO	013068101	6619	104926	SH	DEFINED	1	10326
		4408	69872	SH	DEFINED	17	6488
		6598	104600	SH	DEFINED	85	9110
	--	-----	-----				
		17624	279398				
ALBERTSONS INC	013104104	478	21097	SH	DEFINED	1	2078
		237	10469	SH	DEFINED	17	1046
		410	18098	SH	DEFINED	85	1809
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		1125	49664				

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NAME OF ISSUER	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTHER MANAGERS	SOLE
ALCOA INC	013817101	9424	247989	SH		DEFINED	1	24577
		4241	111607	SH		DEFINED	17	10911
		6989	183923	SH		DEFINED	85	18392
	--	20654	543519					
ALFA CORP	015385107	264	20528	SH		DEFINED	17	
	--	264	20528					
ALIGN TECHNOLOGY INC	016255101	249	15100	SH		DEFINED	1	1510
		1237	74900	SH		DEFINED	85	7490
	--	1486	90000					
ALLEGHENY ENERGY INC	017361106	57	4504	SH		DEFINED	1	450
		41	3200	SH		DEFINED	17	270
		786	61571	SH		DEFINED	85	6157
	--	884	69275					
ALLEGHENY TECHNOLOGIES INC	01741R102	23	1713	SH		DEFINED	1	171
		4	265	SH		DEFINED	17	26
		789	59647	SH		DEFINED	85	5964
	--	815	61625					
ALLERGAN INC	018490102	314	4092	SH		DEFINED	1	332
		233	3028	SH		DEFINED	17	302
		722	9406	SH		DEFINED	85	690
	--	1269	16526					
ALLETE INC	018522102	31	1010	SH		DEFINED	1	101
		56	1822	SH		DEFINED	17	182
		569	18600	SH		DEFINED	85	1860
	--	656	21432					
ALLIANCE CAP MGMT HLDG L P	01855A101	89	2647	SH		DEFINED	1	264
		533	15800	SH		DEFINED	17	1580
	--	623	18447					
ALLIANCE DATA SYSTEMS CORP	018581108	488	17617	SH		DEFINED	1	1761
		48	1750	SH		DEFINED	17	175
		2687	97083	SH		DEFINED	85	9708
	--	3223	116450					
ALLIANT TECHSYSTEMS	018804104	347	6000	SH		DEFINED	85	
		347	6000					
ALLIED WASTE INDS INC	019589308	95	6829	SH		DEFINED	1	682



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		14	1000	SH	DEFINED	17	
		219	15771	SH	DEFINED	85	1577
	--	-----	-----				
		328	23600				
ALLSTATE CORP	020002101	6833	158824	SH	DEFINED	1	15110
		21495	499660	SH	DEFINED	17	44377
		11788	274013	SH	DEFINED	85	26051
	--	-----	-----				
		40116	932497				
ALLTEL CORP	020039103	20489	439856	SH	DEFINED	1	41280
		6016	129147	SH	DEFINED	17	12662
		2664	57189	SH	DEFINED	85	5718
	--	-----	-----				
		29168	626192				
ALTERA CORP	021441100	198	8762	SH	DEFINED	1	876
		193	8535	SH	DEFINED	17	853
		716	31598	SH	DEFINED	85	3159
	--	-----	-----				
		1107	48895				
ALTIRIS INC	02148M100	843	23104	SH	DEFINED	1	2254
		208	5689	SH	DEFINED	17	568
		5028	137828	SH	DEFINED	85	11897
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		6078	166621				

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SEC NO 28-539  
AS OF 12/31/03

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ALTRIA GROUP INC	02209S103	11104	204047	SH		DEFINED	1	18706
		6057	111295	SH		DEFINED	17	10663
		6343	116553	SH		DEFINED	85	11655
	--	-----	-----					
		23504	431895					
ALZA CORP	02261WAB5	1448	20000	SH		DEFINED	17	2000
	--	-----	-----					
		1448	20000					
AMAZON COM INC	023135106	74	1405	SH		DEFINED	1	126
		351	6663	SH		DEFINED	17	666
	--	-----	-----					
		425	8068					
AMBAC FINL GROUP INC	023139108	323	4659	SH		DEFINED	1	387
		258	3720	SH		DEFINED	17	362
		771	11116	SH		DEFINED	85	1111
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		1353	19495					

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AMCOL INTL CORP	02341W103	609	30000	SH	DEFINED	85	30000
	--	-----	-----				
		609	30000				
AMERADA HESS CORP	023551104	127	2386	SH	DEFINED	1	2386
		153	2870	SH	DEFINED	17	2870
		235	4414	SH	DEFINED	85	4414
	--	-----	-----				
		514	9670				
AMEREN CORP	023608102	258	5613	SH	DEFINED	1	5613
		1350	29339	SH	DEFINED	17	29339
		370	8039	SH	DEFINED	85	8039
	--	-----	-----				
		1978	42991				
AMCORE FINL INC	023912108	513	18928	SH	DEFINED	17	18928
	--	-----	-----				
		513	18928				
AMERICAN AXLE & MFG HLDGS IN	024061103	4369	108100	SH	DEFINED	17	108100
	--	-----	-----				
		4369	108100				
AMERICAN BLDG CTL INC	024750101	425	324800	SH	DEFINED	85	324800
	--	-----	-----				
		425	324800				
AMERICAN CAP STRATEGIES	024937104	989	33250	SH	DEFINED	85	33250
	--	-----	-----				
		989	33250				
AMERICAN EAGLE OUTFITTERS NE	02553E106	16	1000	SH	DEFINED	1	1000
		447	27250	SH	DEFINED	85	27250
	--	-----	-----				
		463	28250				
AMERICAN ELEC PWR INC	025537101	8683	284609	SH	DEFINED	1	284609
		3055	100129	SH	DEFINED	17	100129
		10221	334997	SH	DEFINED	85	334997
	--	-----	-----				
		21959	719735				
AMERICAN EXPRESS CO	025816109	6736	139668	SH	DEFINED	1	139668
		2364	49006	SH	DEFINED	17	49006
		5946	123285	SH	DEFINED	85	123285
	--	-----	-----				
		15046	311959				
AMERICAN FINL GROUP INC OHIO	025932104	760	28720	SH	DEFINED	1	28720
	--	-----	-----				
		760	28720				
AMERICAN FINL RLTY TR	02607P305	4	245	SH	DEFINED	17	245
		729	42750	SH	DEFINED	85	42750
	--	-----	-----				
		733	42995				
AMERICAN INCOME FD INC	02672T109	9	1000	SH	DEFINED	1	1000
		1169	135400	SH	DEFINED	85	135400
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		1177	136400				

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AMERICAN INTL GROUP INC	026874107	74948	1130773	SH	DEFINED	1	106194
		29507	445182	SH	DEFINED	17	43025
		26968	406879	SH	DEFINED	85	40687
	--	-----	-----				
		131422	1982834				
AMERICAN PWR CONVERSION CORP	029066107	274	11187	SH	DEFINED	1	1118
		1955	79813	SH	DEFINED	85	7981
	--	-----	-----				
		2230	91000				
AMERICAN STD COS INC DEL	029712106	164	1630	SH	DEFINED	1	163
		1012	10047	SH	DEFINED	85	354
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		1176	11677				

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AMERON INTL INC	030710107	520	15000	SH		DEFINED	85	1500
	--	-----	-----					
		520	15000					
AMERISOURCEBERGEN CORP	03073E105	349	6211	SH		DEFINED	1	601
		117	2089	SH		DEFINED	17	208
		309	5499	SH		DEFINED	85	549
	--	-----	-----					
		775	13799					
AMERIGROUP CORP	03073T102	329	7711	SH		DEFINED	1	771
		43	1000	SH		DEFINED	17	100
		1420	33289	SH		DEFINED	85	3328
	--	-----	-----					
		1791	42000					
AMERITRADE HLDG CORP NEW	03074K100	20	1400	SH		DEFINED	17	140
		4092	290000	SH		DEFINED	85	29000
	--	-----	-----					
		4111	291400					
AMETEK INC NEW	031100100	445	9227	SH		DEFINED	1	922
		203	4200	SH		DEFINED	17	420
		2600	53873	SH		DEFINED	85	5387
	--	-----	-----					
		3248	67300					
AMGEN INC	031162AE0	302	4000	SH		DEFINED	17	400
	--	-----	-----					
		302	4000					
AMGEN INC	031162100	61229	990922	SH		DEFINED	1	92060
		17019	275428	SH		DEFINED	17	26776

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		38172	617772	SH	DEFINED	85	61377
	--	-----	-----				
		116420	1884122				
AMKOR TECHNOLOGY INC	031652100	1617	89119	SH	DEFINED	1	8819
		306	16857	SH	DEFINED	17	1667
		8553	471500	SH	DEFINED	85	47150
	--	-----	-----				
		10475	577476				
AMREIT	032158107	485	75743	SH	DEFINED	17	7574
	--	-----	-----				
		485	75743				
AMSOUTH BANCORPORATION	032165102	192	7835	SH	DEFINED	1	783
		83	3375	SH	DEFINED	17	327
		424	17299	SH	DEFINED	85	1729
	--	-----	-----				
		698	28509				
AMSURG CORP	03232P405	864	22772	SH	DEFINED	1	2277
		3948	104028	SH	DEFINED	85	10402
	--	-----	-----				
		4812	126800				
ANADARKO PETE CORP	032511107	1485	29120	SH	DEFINED	1	2749
		300	5873	SH	DEFINED	17	426
		6900	135259	SH	DEFINED	85	13525
	--	-----	-----				
		8685	170252				
ANALOG DEVICES INC	032654105	41295	904594	SH	DEFINED	1	82761
		10219	223860	SH	DEFINED	17	22111
		40603	889431	SH	DEFINED	85	88943
	--	-----	-----				
		92117	2017885				
ANAREN INC	032744104	2330	165000	SH	DEFINED	85	16500
	--	-----	-----				
		2330	165000				
ANDREW CORP	034425108	165	14202	SH	DEFINED	1	1420
		211	18175	SH	DEFINED	17	1817
		2406	207590	SH	DEFINED	85	20759
	--	-----	-----				
		2781	239967				
ANDRX CORP DEL	034553107	72	3000	SH	DEFINED	1	300
		666	27700	SH	DEFINED	85	2770
	--	-----	-----				
		738	30700				
ANGELICA CORP	034663104	1980	90000	SH	DEFINED	85	9000
	--	-----	-----				
		1980	90000				
ANHEUSER BUSCH COS INC	035229103	19439	369008	SH	DEFINED	1	35769
		21153	401534	SH	DEFINED	17	31048
		2493	47320	SH	DEFINED	85	4332
	--	-----	-----				
		43085	817862				

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ANIXTER INTL INC	035290105	789	30500	SH	DEFINED	85	30500
	--	-----	-----				
		789	30500				
ANN TAYLOR STORES CORP	036115103	390	10000	SH	DEFINED	85	10000
	--	-----	-----				

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		390	10000					
ANTHEM INC	03674B104	21456	286075	SH		DEFINED	1	26407
		2230	29729	SH		DEFINED	17	2972
		33263	443504	SH		DEFINED	85	44350
	--	-----	-----					
		56948	759308					
ANTHRACITE CAP INC	037023108	353	31900	SH		DEFINED	17	3190
	--	-----	-----					
		353	31900					
ANTIGENICS INC DEL	037032109	944	83222	SH		DEFINED	85	8322
	--	-----	-----					
		944	83222					
AON CORP	037389103	3867	161529	SH		DEFINED	1	15399
		2856	119296	SH		DEFINED	17	11736
		12722	531421	SH		DEFINED	85	53142
	--	-----	-----					
		19445	812246					
APACHE CORP	037411105	618	7624	SH		DEFINED	1	446
		596	7345	SH		DEFINED	17	734
		4816	59384	SH		DEFINED	85	5413
	--	-----	-----					
		6030	74353					
APARTMENT INVT & MGMT CO	03748R101	100	2910	SH		DEFINED	1	291
		73	2104	SH		DEFINED	17	210
		159	4623	SH		DEFINED	85	462
	--	-----	-----					
		332	9637					
APEX MUN FD INC	037580107	38	4500	SH		DEFINED	1	450
		52	6200	SH		DEFINED	17	620
	--	-----	-----					
		90	10700					
APHTON CORP	03759P101	84	14050	SH		DEFINED	17	1405
	--	-----	-----					
		84	14050					

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APOGEE ENTERPRISES INC	037598109	2270	200000	SH		DEFINED	85	20000
	--	2270	200000					
APOLLO GROUP INC	037604105	299	4416	SH		DEFINED	1	398
		58	855	SH		DEFINED	17	68
		588	8667	SH		DEFINED	85	866
	--	945	13938					
APPLE COMPUTER INC	037833100	266	12437	SH		DEFINED	1	956
		114	5355	SH		DEFINED	17	505
		3586	167791	SH		DEFINED	85	16779
	--	3966	185583					
APPLEBEES INTL INC	037899101	429	10905	SH		DEFINED	1	1090
		45	1140	SH		DEFINED	17	114
		2128	54095	SH		DEFINED	85	5409
	--	2602	66140					
APPLERA CORP	038020103	184	8871	SH		DEFINED	1	887
		213	10271	SH		DEFINED	85	1027
	--	396	19142					
APPLERA CORP	038020202	50	3600	SH		DEFINED	1	360
		1	50	SH		DEFINED	17	
		2643	190000	SH		DEFINED	85	19000
	--	2694	193650					
APPLIED FILMS CORP	038197109	55	1661	SH		DEFINED	1	128
		122	3698	SH		DEFINED	17	369
		2926	88600	SH		DEFINED	85	6170
	--	3103	93959					
APPLIED MICRO CIRCUITS CORP	03822W109	39	6536	SH		DEFINED	1	653
		5	900	SH		DEFINED	17	90
		90	15064	SH		DEFINED	85	1506
	--	134	22500					
APPLIED MATLS INC	038222105	26689	1189352	SH		DEFINED	1	111288
		3854	171761	SH		DEFINED	17	16167
		38473	1714494	SH		DEFINED	85	171449
	--	69017	3075607					

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APTARGROUP INC	038336103	78	2000	SH	DEFINED	17	2000
		464	11900	SH	DEFINED	85	11900
		---	-----	-----			
		542	13900				
ARCHER DANIELS MIDLAND CO	039483102	366	24044	SH	DEFINED	1	24044
		157	10313	SH	DEFINED	17	638
		2235	146827	SH	DEFINED	85	146827
		---	-----	-----			
		2758	181184				
ARGONAUT GROUP INC	040157109	2	120	SH	DEFINED	17	120
		399	25700	SH	DEFINED	85	25700
		---	-----	-----			
		401	25820				
ARROW ELECTRS INC	042735100	13	550	SH	DEFINED	17	350
		356	15400	SH	DEFINED	85	15400
		---	-----	-----			
		369	15950				
ARTHROCARE CORP	043136100	980	40000	SH	DEFINED	85	40000
		---	-----	-----			
		980	40000				
ASHLAND INC	044204105	724	16431	SH	DEFINED	1	1281
		131	2976	SH	DEFINED	17	286
		147	3338	SH	DEFINED	85	3338
		---	-----	-----			
		1002	22745				

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ASK JEEVES INC	045174109	243	13422	SH		DEFINED	1	13422
		1206	66578	SH		DEFINED	85	66578
		---	-----	-----				
		1450	80000					
ASPECT COMMUNICATIONS CORP	04523Q102	4	225	SH		DEFINED	1	225
		551	35000	SH		DEFINED	85	35000
		---	-----	-----				
		555	35225					
ASSOCIATED BANCORP	045487105	385	9000	SH		DEFINED	85	
		---	-----	-----				
		385	9000					
ASSOCIATED ESTATES RLTY CORP	045604105	51	7000	SH		DEFINED	1	7000
		877	120000	SH		DEFINED	85	120000
		---	-----	-----				
		928	1270000					

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ASTA FUNDING	046220109	904	26400	SH	DEFINED	85	1000
	--	-----	-----				
		904	26400				
ATHEROGENICS INC	047439104	1113	74900	SH	DEFINED	85	7490
	--	-----	-----				
		1113	74900				
ATMEL CORP	049513104	24	4000	SH	DEFINED	1	400
		14	2400	SH	DEFINED	17	240
		1436	239000	SH	DEFINED	85	23900
	--	-----	-----				
		1475	245400				
AUGUST TECHNOLOGY CORP	05106U105	537	28875	SH	DEFINED	1	2824
		116	6226	SH	DEFINED	17	622
		3465	186256	SH	DEFINED	85	15335
	--	-----	-----				
		4118	221357				
AULT INC	051503100	39	14720	SH	DEFINED	1	1472
		856	323000	SH	DEFINED	85	32300
	--	-----	-----				
		895	337720				
AUTODESK INC	052769106	80	3270	SH	DEFINED	1	327
		2	100	SH	DEFINED	17	10
		136	5530	SH	DEFINED	85	553
	--	-----	-----				
		219	8900				
AUTOLIV INC	052800109	12	306	SH	DEFINED	1	30
		159	4213	SH	DEFINED	17	411
		785	20850	SH	DEFINED	85	2085
	--	-----	-----				
		955	25369				
AUTOMATIC DATA PROCESSING IN	053015103	23027	581336	SH	DEFINED	1	55591
		5187	130942	SH	DEFINED	17	12635
		1435	36216	SH	DEFINED	85	3621
	--	-----	-----				
		29648	748494				
AUTONATION INC	05329W102	108	5867	SH	DEFINED	1	586
		121	6600	SH	DEFINED	17	660
		249	13533	SH	DEFINED	85	1353
	--	-----	-----				
		478	26000				
AUTOZONE INC	053332102	173	2028	SH	DEFINED	1	186
		9	100	SH	DEFINED	17	10
		369	4332	SH	DEFINED	85	433
	--	-----	-----				
		550	6460				
AVAYA INC	053499109	132	10220	SH	DEFINED	1	1001
		48	3732	SH	DEFINED	17	309
		2853	220476	SH	DEFINED	85	22047
	--	-----	-----				
		3033	234428				



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AVERY DENNISON CORP	053611109	12342	220312	SH	DEFINED	1	18149
		5291	94455	SH	DEFINED	17	9207
		321	5733	SH	DEFINED	85	573
	--	-----	-----				
		17954	320500				
AVIALL INC NEW	05366B102	186	12000	SH	DEFINED	1	1200
		2327	150000	SH	DEFINED	85	15000
	--	-----	-----				
		2513	162000				

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AVID TECHNOLOGY INC	05367P100	242	5033	SH		DEFINED	1	503
		1198	24967	SH		DEFINED	85	2496
	--	-----	-----					
		1440	30000					
AVNET INC	053807103	8	377	SH		DEFINED	1	37
		8	350	SH		DEFINED	17	15
		433	20000	SH		DEFINED	85	2000
	--	-----	-----					
		449	20727					
AVOCENT	053893103	1092	29900	SH		DEFINED	85	1140
	--	-----	-----					
		1092	29900					
AVON PRODS INC	054303102	458	6785	SH		DEFINED	1	568
		667	9887	SH		DEFINED	17	966
		1277	18926	SH		DEFINED	85	1892
	--	-----	-----					
		2403	35598					
AXCELIS TECHNOLOGIES INC	054540109	28	2707	SH		DEFINED	1	261
		16	1537	SH		DEFINED	17	153
		754	73450	SH		DEFINED	85	7345
	--	-----	-----					
		798	77694					
BB&T CORP	054937107	42002	1086997	SH		DEFINED	1	103911
		13278	343638	SH		DEFINED	17	34115
		1039	26897	SH		DEFINED	85	2689
	--	-----	-----					
		56319	1457532					
BEI TECHNOLOGIES INC	05538P104	8	400	SH		DEFINED	1	40
		2200	110000	SH		DEFINED	85	11000
	--	-----	-----					
		2208	110400					
BKF CAP GROUP INC	05548G102	3085	125000	SH		DEFINED	85	12500

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		--	-----	-----				
			3085	125000				
BJ SVCS CO	055482103		121	3370	SH	DEFINED	1	337
			5	135	SH	DEFINED	17	13
			281	7830	SH	DEFINED	85	783
		--	-----	-----				
			407	11335				
BP PLC	055622104		36778	745248	SH	DEFINED	1	70907
			18168	368150	SH	DEFINED	17	35582
		--	-----	-----				
			54946	1113398				
BMC SOFTWARE INC	055921100		1137	60943	SH	DEFINED	1	6069
			141	7539	SH	DEFINED	17	473
			1327	71177	SH	DEFINED	85	7117
		--	-----	-----				
			2605	139659				
BAKER MICHAEL CORP	057149106		2277	220000	SH	DEFINED	85	22000
		--	-----	-----				
			2277	220000				
BAKER HUGHES INC	057224107		365	11353	SH	DEFINED	1	1135
			149	4639	SH	DEFINED	17	463
			529	16453	SH	DEFINED	85	1645
		--	-----	-----				
			1043	32445				
BALL CORP	058498106		194	3250	SH	DEFINED	1	325
			12	200	SH	DEFINED	17	20
			158	2650	SH	DEFINED	85	265
		--	-----	-----				
			363	6100				
BANCINSURANCE CORP	05945K102		121	15750	SH	DEFINED	1	1575
		--	-----	-----				
			121	15750				
BANCO SANTANDER CENT HISPANO	05964H105		120	10023	SH	DEFINED	17	967
		--	-----	-----				
			120	10023				
BANK OF AMERICA CORPORATION	060505104		26217	325954	SH	DEFINED	1	31349
			11099	137994	SH	DEFINED	17	13521
			11704	145514	SH	DEFINED	85	14551
		--	-----	-----				
			49019	609462				
BANK NEW YORK INC	064057102		44930	1356596	SH	DEFINED	1	127926
			11635	351300	SH	DEFINED	17	34015
			14269	430826	SH	DEFINED	85	43082
		--	-----	-----				
			70834	2138722				
BANK ONE CORP	06423A103		8520	186879	SH	DEFINED	1	18331
			8130	178338	SH	DEFINED	17	17069
			4120	90363	SH	DEFINED	85	9036
		--	-----	-----				
			20770	455580				

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BANKATLANTIC BANCORP	065908501	625	32900	SH		DEFINED	85	32900
	--	625	32900					
BARD C R INC	067383109	92	1129	SH		DEFINED	1	1129
		21	255	SH		DEFINED	17	255
		891	10971	SH		DEFINED	85	7971
	--	1004	12355					
BARRY R G CORP OHIO	068798107	105	24000	SH		DEFINED	1	24000
		1273	290000	SH		DEFINED	85	290000
	--	1379	314000					
BASSETT FURNITURE INDS INC	070203104	107	6500	SH		DEFINED	1	6500
		4076	247000	SH		DEFINED	85	247000
	--	4183	253500					
BAUSCH & LOMB INC	071707103	112	2160	SH		DEFINED	1	10920
		296	5700	SH		DEFINED	17	5700
		818	15760	SH		DEFINED	85	15760
	--	1226	23620					
BAXTER INTL INC	071813109	3321	108817	SH		DEFINED	1	105887
		1059	34686	SH		DEFINED	17	32600
		916	30004	SH		DEFINED	85	30000
	--	5295	173507					
BE AEROSPACE INC	073302101	648	120000	SH		DEFINED	1	120000
	--	648	120000					
BEA SYS INC	073325102	2364	192158	SH		DEFINED	1	189030
		1183	96209	SH		DEFINED	17	95900
		8273	672600	SH		DEFINED	85	672600
	--	11820	960967					
BEAR STEARNS COS INC	073902108	271	3386	SH		DEFINED	1	3386
		3	40	SH		DEFINED	17	40
		378	4732	SH		DEFINED	85	4732
	--	652	8158					
BECKMAN COULTER INC	075811109	143	2820	SH		DEFINED	17	2820
		668	13150	SH		DEFINED	85	13150

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		812	15970					
BECTON DICKINSON & CO	075887109	1064	25856	SH	DEFINED	1	2477	
		247	6000	SH	DEFINED	17	600	
		3280	79732	SH	DEFINED	85	7973	
		4591	111588					
BED BATH & BEYOND INC	075896100	1635	37707	SH	DEFINED	1	3470	
		3498	80684	SH	DEFINED	17	7860	
		851	19634	SH	DEFINED	85	1963	
		5984	138025					
BELLSOUTH CORP	079860102	11327	400250	SH	DEFINED	1	38184	
		8411	297223	SH	DEFINED	17	27751	
		4093	144638	SH	DEFINED	85	14463	
		23832	842111					
BEMA GOLD CORP	08135F107	502	135000	SH	DEFINED	85	13500	
		502	135000					
BENCHMARK ELECTRS INC	08160H101	784	22525	SH	DEFINED	1	2216	
		125	3586	SH	DEFINED	17	358	
		4703	135108	SH	DEFINED	85	11720	
		5612	161219					
BENIHANA INC	082047200	1182	92500	SH	DEFINED	85	9250	
		1182	92500					
BERKLEY W R CORP	084423102	41	1162	SH	DEFINED	1	116	
		252	7210	SH	DEFINED	17	711	
		293	8372					
BERKSHIRE HATHAWAY INC DEL	084670207	738	262	SH	DEFINED	1	24	
		1039	369	SH	DEFINED	17	34	
		2815	1000	SH	DEFINED	85	100	
		4591	1631					
BEST BUY INC	086516101	18689	357760	SH	DEFINED	1	33038	
		2634	50425	SH	DEFINED	17	5020	
		29410	562974	SH	DEFINED	85	56297	

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		50733	971159					
BIG LOTS INC	089302103	36	2522	SH	DEFINED	1	252	
		651	45778	SH	DEFINED	85	4577	
	--	-----	-----					
		686	48300					
BIOMET INC	090613100	39368	1086923	SH	DEFINED	1	102197	
		15054	415618	SH	DEFINED	17	39344	
		10397	287044	SH	DEFINED	85	28704	
	--	-----	-----					
		64819	1789585					
BIOGEN IDEC INC	09062X103	618	16833	SH	DEFINED	1	1583	
		357	9735	SH	DEFINED	17	973	
		648	17655	SH	DEFINED	85	1765	
	--	-----	-----					
		1623	44223					
BIOVAIL CORP	09067J109	172	8000	SH	DEFINED	1	695	
		61	2820	SH	DEFINED	17	262	
	--	-----	-----					
		233	10820					
BLACK & DECKER CORP	091797100	227	4594	SH	DEFINED	1	440	
		532	10790	SH	DEFINED	17	1079	
		843	17096	SH	DEFINED	85	1709	
	--	-----	-----					
		1602	32480					
BLACKROCK INCOME TR INC	09247F100	813	108600	SH	DEFINED	85	10860	
	--	-----	-----					
		813	108600					
BLACKROCK INCOME OPP TRUST I	092475102	2491	225000	SH	DEFINED	85	22500	
	--	-----	-----					
		2491	225000					
BLAIR CORP	092828102	2799	115000	SH	DEFINED	85	11500	
	--	-----	-----					
		2799	115000					
BLOCK H & R INC	093671105	3909	70605	SH	DEFINED	1	6940	
		371	6705	SH	DEFINED	17	670	
		486	8776	SH	DEFINED	85	877	
	--	-----	-----					
		4767	86086					
BOB EVANS FARMS INC	096761101	4201	129413	SH	DEFINED	1	11820	
		873	26884	SH	DEFINED	17	2445	
		5255	161900	SH	DEFINED	85	16190	
	--	-----	-----					
		10329	318197					
BOEING CO	097023105	4669	110809	SH	DEFINED	1	11080	
		880	20891	SH	DEFINED	17	2024	
		1744	41384	SH	DEFINED	85	4138	
	--	-----	-----					
		7294	173084					
BOISE CASCADE CORP	097383103	69	2087	SH	DEFINED	1	208	

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		139	4225	SH	DEFINED	85	4225
		207	6312				
BOMBAY CO INC	097924104	1954	240000	SH	DEFINED	85	240000
		1954	240000				
BORG WARNER INC	099724106	36	423	SH	DEFINED	17	423
		4679	55000	SH	DEFINED	85	55000
		4715	55423				
BOSTON PRIVATE FINL HLDGS IN	101119105	12	483	SH	DEFINED	1	483
		3627	146000	SH	DEFINED	85	11115
		3647	146483				
BOSTON SCIENTIFIC CORP	101137107	17532	476926	SH	DEFINED	1	44277
		1267	34460	SH	DEFINED	17	3446
		27672	752783	SH	DEFINED	85	73778
		46470	1264169				
BOYKIN LODGING CO	103430104	5	500	SH	DEFINED	1	500
		1373	150000	SH	DEFINED	85	150000
		1378	150500				
BRANTLEY CAP CORP	105494108	51	5000	SH	DEFINED	17	5000
		749	73400	SH	DEFINED	85	73400
		800	78400				
BRISTOL MYERS SQUIBB CO	110122108	48907	1710044	SH	DEFINED	1	133890
		25916	906144	SH	DEFINED	17	87128
		13401	468580	SH	DEFINED	85	468580
		88224	3084768				

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SEC NO 28-539  
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NAME OF ISSUER	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTHER MANAGERS	SOLE
BROADCOM CORP	111320107	8331	244879	SH		DEFINED	1	22653
		1114	32742	SH		DEFINED	17	3269
		15916	467854	SH		DEFINED	85	46785
		25361	745475					
BROCADE COMMUNICATIONS SYS I	111621AB4	721	8000	SH		DEFINED	17	8000
		721	8000					

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BROOKLINE BANCORP INC DEL	11373M107	528	34400	SH	DEFINED	85	34400
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		528	34400				
BROWN FORMAN CORP	115637209	596	6380	SH	DEFINED	1	6380
		824	8820	SH	DEFINED	17	8820
		275	2938	SH	DEFINED	85	2938
	--	-----	-----				
		1695	18138				
BRUNSWICK CORP	117043109	3787	118990	SH	DEFINED	1	115320
		1601	50307	SH	DEFINED	17	49820
		9116	286384	SH	DEFINED	85	286384
	--	-----	-----				
		14504	455681				
BRUSH ENGINEERED MATLS INC	117421107	115	7500	SH	DEFINED	1	7500
		8	500	SH	DEFINED	17	500
		4287	280000	SH	DEFINED	85	280000
	--	-----	-----				
		4409	288000				
BUCA INC	117769109	1770	260014	SH	DEFINED	85	260014
	--	-----	-----				
		1770	260014				
BURLINGTON NORTHN SANTA FE C	12189T104	509	15734	SH	DEFINED	1	15734
		600	18545	SH	DEFINED	17	18240
		592	18310	SH	DEFINED	85	18310
	--	-----	-----				
		1701	52589				
BURLINGTON RES INC	122014103	1734	31313	SH	DEFINED	1	30500
		688	12428	SH	DEFINED	17	12180
		5257	94928	SH	DEFINED	85	92720
	--	-----	-----				
		7170	138669				
BUSINESS OBJECTS S A	12328X107	524	15100	SH	DEFINED	1	15100
		2598	74900	SH	DEFINED	85	74900
	--	-----	-----				
		3121	90000				
BUTLER MFG CO DEL	123655102	2475	112500	SH	DEFINED	85	112500
	--	-----	-----				
		2475	112500				
C H ROBINSON WORLDWIDE INC	12541W100	20554	542186	SH	DEFINED	1	523300
		4033	106385	SH	DEFINED	17	95520
		57	1500	SH	DEFINED	85	1500
	--	-----	-----				
		24644	650071				
CIGNA CORP	125509109	2068	35961	SH	DEFINED	1	35860
		338	5871	SH	DEFINED	17	5871
		5235	91044	SH	DEFINED	85	91044
	--	-----	-----				
		7640	132876				
CIT GROUP INC	125581108	2994	83296	SH	DEFINED	1	75080
		4437	123419	SH	DEFINED	17	123110
		8585	238800	SH	DEFINED	85	238800

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		16016	445515					
CMS ENERGY CORP	125896100	32	3771	SH	DEFINED	1	377	
		121	14222	SH	DEFINED	17	1401	
		67	7903	SH	DEFINED	85	790	
		221	25896					
CSX CORP	126408103	1012	28162	SH	DEFINED	1	2616	
		425	11812	SH	DEFINED	17	1038	
		1814	50485	SH	DEFINED	85	5048	
		3251	90459					
CTS CORP	126501105	479	41611	SH	DEFINED	85	4161	
		479	41611					
CVS CORP	126650100	5403	149575	SH	DEFINED	1	13730	
		8991	248909	SH	DEFINED	17	24407	
		15856	438975	SH	DEFINED	85	43897	
		30249	837459					
CABOT MICROELECTRONICS CORP	12709P103	1221	24909	SH	DEFINED	1	2466	
		232	4733	SH	DEFINED	17	468	
		4349	88750	SH	DEFINED	85	8875	

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		5801	118392					
CACI INTL INC	127190304	375	7718	SH		DEFINED	1	748
		122	2502	SH		DEFINED	17	250
		1619	33289	SH		DEFINED	85	3328
		2115	43509					
CADBURY SCHWEPPES PLC	127209302	1681	56235	SH		DEFINED	1	5322
		1891	63249	SH		DEFINED	17	6316
		4214	141000	SH		DEFINED	85	14100
		7786	260484					
CAL DIVE INTL INC	127914109	458	19000	SH		DEFINED	85	1900
		458	19000					
CALGON CARBON CORP	129603106	1413	227500	SH		DEFINED	85	22750



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		1413	227500					
CALIFORNIA AMPLIFIER INC	129900106	2463	175000	SH	DEFINED	85	175000	
	--	-----	-----					
		2463	175000					
CALPINE CORP	131347106	43	8993	SH	DEFINED	1	8993	
		15	3064	SH	DEFINED	17	2560	
		100	20707	SH	DEFINED	85	20707	
	--	-----	-----					
		158	32764					
CAMBIOR INC	13201L103	453	146000	SH	DEFINED	85	146000	
	--	-----	-----					
		453	146000					
CAMPBELL SOUP CO	134429109	835	31158	SH	DEFINED	1	31158	
		106	3960	SH	DEFINED	17	3360	
		541	20192	SH	DEFINED	85	20192	
	--	-----	-----					
		1482	55310					
CAPITAL ONE FINL CORP	14040H105	1616	26366	SH	DEFINED	1	24660	
		763	12450	SH	DEFINED	17	12110	
		1058	17257	SH	DEFINED	85	17257	
	--	-----	-----					
		3437	56073					
CAPSTONE TURBINE CORP	14067D102	11	6000	SH	DEFINED	1	6000	
		632	340000	SH	DEFINED	85	340000	
	--	-----	-----					
		644	346000					
CARDINAL HEALTH INC	14149Y108	12948	211714	SH	DEFINED	1	210060	
		906	14818	SH	DEFINED	17	13040	
		1301	21265	SH	DEFINED	85	21265	
	--	-----	-----					
		15155	247797					
CAREER EDUCATION CORP	141665109	1542	38319	SH	DEFINED	1	36770	
		211	5252	SH	DEFINED	17	5200	
		3590	89200	SH	DEFINED	85	89200	
	--	-----	-----					
		5344	132771					
CAREMARK RX INC	141705103	3099	122330	SH	DEFINED	1	118640	
		818	32304	SH	DEFINED	17	31820	
		8860	349800	SH	DEFINED	85	349800	
	--	-----	-----					
		12777	504434					
CARLISLE COS INC	142339100	56	915	SH	DEFINED	17	9150	
		329	5400	SH	DEFINED	85	54000	
	--	-----	-----					
		384	6315					
CARNIVAL CORP	143658AN2	471	4000	SH	DEFINED	17	40000	
	--	-----	-----					
		471	4000					
CARNIVAL CORP	143658300	4169	104933	SH	DEFINED	1	98280	
		3330	83812	SH	DEFINED	17	81490	

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		16775	422230	SH	DEFINED	85	422230
	--	-----	-----				
		24274	610975				
CARRINGTON LABS INC	144525102	537	130220	SH	DEFINED	85	130220
	--	-----	-----				
		537	130220				
CATERPILLAR INC DEL	149123101	5684	68470	SH	DEFINED	1	6364
		5037	60667	SH	DEFINED	17	5959
		15490	186580	SH	DEFINED	85	186580
	--	-----	-----				
		26211	315717				
CEDAR FAIR L P	150185106	976	31746	SH	DEFINED	1	2234
		49	1600	SH	DEFINED	17	1600
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		1025	33346				

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SEC NO 28-539  
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-----	-----	-----	-----	---	---	-----	-----	-----
CEDAR SHOPPING CTRS INC	150602209	628	50600	SH		DEFINED	85	50600
	--	-----	-----					
		628	50600					
CELL GENESYS INC	150921104	215	16778	SH		DEFINED	1	16778
		1064	83222	SH		DEFINED	85	83222
	--	-----	-----					
		1279	100000					
CENDANT CORP	151313AF0	300	4000	SH		DEFINED	17	4000
	--	-----	-----					
		300	4000					
CENDANT CORP	151313103	546	24539	SH		DEFINED	1	2188
		379	17000	SH		DEFINED	17	17000
		2530	113630	SH		DEFINED	85	113630
	--	-----	-----					
		3456	155169					
CENTERPOINT ENERGY INC	15189T107	129	13315	SH		DEFINED	1	13315
		55	5657	SH		DEFINED	17	5350
		146	15033	SH		DEFINED	85	15033
	--	-----	-----					
		330	34005					
CENTEX CORP	152312104	144	1341	SH		DEFINED	1	1341
		329	3059	SH		DEFINED	85	3059
	--	-----	-----					
		474	4400					
CENTRAL FGHT LINES INC NEV	153491105	914	51500	SH		DEFINED	85	51500

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			914	51500				
CENTRAL GARDEN & PET CO	153527106		376	13422	SH	DEFINED	1	1342
			1866	66578	SH	DEFINED	85	6657
		---	-----	-----				
			2242	80000				
CENTURY BUSINESS SVCS INC	156490104		134	30000	SH	DEFINED	1	3000
			1949	436000	SH	DEFINED	85	43600
		---	-----	-----				
			2083	466000				
CEPHALON	156708109		554	11450	SH	DEFINED	85	1145
		---	-----	-----				
			554	11450				
CEPHEID	15670R107		1150	120000	SH	DEFINED	85	12000
		---	-----	-----				
			1150	120000				
CENTURYTEL INC	156700106		4040	123860	SH	DEFINED	1	10904
			1089	33390	SH	DEFINED	17	3308
			3985	122162	SH	DEFINED	85	12216
		---	-----	-----				
			9114	279412				
CERADYNE INC	156710105		3178	93300	SH	DEFINED	85	7270
		---	-----	-----				
			3178	93300				
CERTEGY INC	156880106		230	7000	SH	DEFINED	1	700
			629	19175	SH	DEFINED	17	1910
		---	-----	-----				
			859	26175				
CHARLES & COLVARD LTD	159765106		947	229520	SH	DEFINED	1	22952
		---	-----	-----				
			947	229520				
CHARTER ONE FINL INC	160903100		32777	948695	SH	DEFINED	1	94319
			4276	123764	SH	DEFINED	17	12242
			1291	37358	SH	DEFINED	85	3735
		---	-----	-----				
			38344	1109817				
CHARTWELL DIVD & INCOME FD I	16139P104		39	4000	SH	DEFINED	1	400
			73	7500	SH	DEFINED	17	750
		---	-----	-----				
			112	11500				
CHECKFREE CORP NEW	162813109		2	70	SH	DEFINED	17	7
			1452	52500	SH	DEFINED	85	5250
		---	-----	-----				
			1454	52570				
CHEESECAKE FACTORY INC	163072101		1659	37659	SH	DEFINED	1	3685
			265	6020	SH	DEFINED	17	595
			5126	116400	SH	DEFINED	85	11640
		---	-----	-----				
			7050	160079				

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CHEMICAL FINL CORP	163731102	2125	58402	SH	DEFINED	17	5840
	--	-----	-----				
		2125	58402				
CHEVRONTEXACO CORP	166764100	62605	724672	SH	DEFINED	1	68673
		22102	255841	SH	DEFINED	17	24553
		22820	264146	SH	DEFINED	85	26414
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		107526	1244659					
CHICOS FAS INC	168615102	5882	159189	SH		DEFINED	1	15706
		1627	44034	SH		DEFINED	17	4198
		9767	264339	SH		DEFINED	85	26433
	--	-----	-----					
		17276	467562					
CHILDRENS PL RETAIL STORES I	168905107	541	20235	SH		DEFINED	1	1969
		150	5616	SH		DEFINED	17	561
		3409	127545	SH		DEFINED	85	10524
	--	-----	-----					
		4100	153396					
CHOICE HOTELS INTL INC	169905106	373	10570	SH		DEFINED	1	1057
		2469	70030	SH		DEFINED	85	7003
	--	-----	-----					
		2841	80600					
CHIRON CORP	170040109	291	5109	SH		DEFINED	1	510
		6	100	SH		DEFINED	17	10
		525	9216	SH		DEFINED	85	921
	--	-----	-----					
		822	14425					
CHOICEPOINT INC	170388102	213	5600	SH		DEFINED	1	560
		641	16838	SH		DEFINED	17	1672
	--	-----	-----					
		855	22438					
CHRISTOPHER & BANKS CORP	171046105	829	42425	SH		DEFINED	1	4198
		157	8041	SH		DEFINED	17	795
		2975	152350	SH		DEFINED	85	15235
	--	-----	-----					
		3961	202816					
CHRONIMED INC	171164106	1491	175835	SH		DEFINED	85	17583
	--	-----	-----					
		1491	175835					
CHUBB CORP	171232101	1222	17937	SH		DEFINED	1	1763

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		266	3905	SH	DEFINED	17	368
		628	9225	SH	DEFINED	85	922
	--	-----	-----				
		2116	31067				
CHURCH & DWIGHT INC	171340102	2	46	SH	DEFINED	1	4
		8	200	SH	DEFINED	17	20
		1648	41611	SH	DEFINED	85	4161
	--	-----	-----				
		1658	41857				
CIBER INC	17163B102	731	84400	SH	DEFINED	85	8440
	--	-----	-----				
		731	84400				
CIENA CORP	171779101	107	16249	SH	DEFINED	1	1624
		6	840	SH	DEFINED	17	84
		153	23351	SH	DEFINED	85	2335
	--	-----	-----				
		265	40440				
CINCINNATI BELL INC NEW	171871106	2226	440832	SH	DEFINED	1	43798
		96	19007	SH	DEFINED	17	1280
	--	-----	-----				
		2322	459839				
CINCINNATI FINL CORP	172062101	143139	3428473	SH	DEFINED	1	331490
		3815	91371	SH	DEFINED	17	8972
		1164	27870	SH	DEFINED	85	2787
	--	-----	-----				
		148117	3547714				
CINERGY CORP	172474108	8088	208393	SH	DEFINED	1	19240
		1624	41841	SH	DEFINED	17	4088
		340	8761	SH	DEFINED	85	876
	--	-----	-----				
		10052	258995				
CIRCUIT CITY STORE INC	172737108	45	4429	SH	DEFINED	1	442
		23	2300	SH	DEFINED	17	230
		496	48971	SH	DEFINED	85	4897
	--	-----	-----				
		564	55700				
CISCO SYS INC	17275R102	103594	4275439	SH	DEFINED	1	402679
		26916	1110858	SH	DEFINED	17	107724
		72556	2994480	SH	DEFINED	85	298048
	--	-----	-----				
		203066	8380777				
CINTAS CORP	172908105	183960	3671849	SH	DEFINED	1	360167
		4289	85615	SH	DEFINED	17	8439
		27154	541988	SH	DEFINED	85	54198
	--	-----	-----				
		215403	4299452				
CITIGROUP INC	172967101	46504	958045	SH	DEFINED	1	89435
		19646	404738	SH	DEFINED	17	39115
		22644	466503	SH	DEFINED	85	45350
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NAME OF ISSUER	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTHER MANAGERS	SOLE
		88793	1829286					
CITIZENS BKG CORP MICH	174420109	311	9496	SH		DEFINED	17	949
	--	311	9496					
CITIZENS COMMUNICATIONS CO	17453B101	669	53884	SH		DEFINED	1	5388
		134	10810	SH		DEFINED	17	1018
		174	14026	SH		DEFINED	85	1402
	--	978	78720					
CITRIX SYS INC	177376100	96	4521	SH		DEFINED	1	452
		171	8079	SH		DEFINED	85	807
	--	267	12600					
CITY NATL CORP	178566105	280	4500	SH		DEFINED	85	450
	--	280	4500					
CLARCOR INC	179895107	1073	24338	SH		DEFINED	1	2410
		124	2814	SH		DEFINED	17	281
		1101	24967	SH		DEFINED	85	2496
	--	2298	52119					
CLARK INC	181457102	683	35500	SH		DEFINED	85	3550
	--	683	35500					
CLEAR CHANNEL COMMUNICATIONS	184502102	27853	594765	SH		DEFINED	1	55446
		3992	85245	SH		DEFINED	17	8450
		35323	754283	SH		DEFINED	85	75428
	--	67168	1434293					
CLOROX CO DEL	189054109	680	14010	SH		DEFINED	1	1367
		1295	26677	SH		DEFINED	17	2667
		504	10380	SH		DEFINED	85	1038
	--	2480	51067					
CLOSURE MED CORP	189093107	256	7501	SH		DEFINED	1	708
		144	4228	SH		DEFINED	17	422
		1967	57703	SH		DEFINED	85	4185
	--	2367	69432					
COACH INC	189754104	781	20700	SH		DEFINED	1	1864
		1898	50280	SH		DEFINED	17	5009

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		19	500	SH	DEFINED	85	50
		-----	-----				
		2698	71480				
COBRA ELECTRS CORP	191042100	76	10000	SH	DEFINED	1	1000
		2399	317654	SH	DEFINED	85	31765
		-----	-----				
		2474	327654				
COCA COLA CO	191216100	54338	1070700	SH	DEFINED	1	106092
		9312	183492	SH	DEFINED	17	16389
		7184	141561	SH	DEFINED	85	14156
		-----	-----				
		70835	1395753				
COCA COLA ENTERPRISES INC	191219104	213	9756	SH	DEFINED	1	975
		8	360	SH	DEFINED	17	
		489	22344	SH	DEFINED	85	2234
		-----	-----				
		710	32460				
COEUR D ALENE MINES CORP IDA	192108108	72	12400	SH	DEFINED	17	1240
		-----	-----				
		72	12400				
COGNIZANT TECHNOLOGY SOLUTIO	192446102	791	17324	SH	DEFINED	1	1732
		7	156	SH	DEFINED	17	15
		4063	89022	SH	DEFINED	85	8902
		-----	-----				
		4861	106502				
COHERENT INC	192479103	2142	90000	SH	DEFINED	85	9000
		-----	-----				
		2142	90000				
COLGATE PALMOLIVE CO	194162103	10710	213981	SH	DEFINED	1	19986
		3901	77946	SH	DEFINED	17	7634
		1324	26458	SH	DEFINED	85	2645
		-----	-----				
		15935	318385				
COMCAST CORP NEW	20030N101	2531	77198	SH	DEFINED	1	7531
		2706	82514	SH	DEFINED	17	4903
		4453	135818	SH	DEFINED	85	13581
		-----	-----				
		9690	295530				
COMCAST CORP NEW	20030N200	196	6266	SH	DEFINED	1	426
		1133	36205	SH	DEFINED	17	3565
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NAME OF ISSUER	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTHER MANAGERS	SOL
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		1329	42471					
COMERICA INC	200340107	618	11023	SH	DEFINED	1	11	
		1642	29297	SH	DEFINED	17	29	
		484	8632	SH	DEFINED	85	8	
	--	-----	-----					
		2744	48952					
COMMONWEALTH TEL ENTERPRISES	203349105	678	17950	SH	DEFINED	85	17	
	--	-----	-----					
		678	17950					
COMMUNITY CENTRAL BANK CORP	20363J107	586	41840	SH	DEFINED	17	41	
	--	-----	-----					
		586	41840					
COMMUNITY HEALTH SYS INC NEW	203668108	696	26175	SH	DEFINED	85	26	
	--	-----	-----					
		696	26175					
COMPUDYNE CORP	204795306	1452	142500	SH	DEFINED	85	142	
	--	-----	-----					
		1452	142500					
COMPUTER ASSOC INTL INC	204912AR0	258	2000	SH	DEFINED	17	2	
	--	-----	-----					
		258	2000					
COMPUTER ASSOC INTL INC	204912109	386	14115	SH	DEFINED	1	13	
		288	10520	SH	DEFINED	17	10	
		1016	37153	SH	DEFINED	85	37	
	--	-----	-----					
		1689	61788					
COMPUTER SCIENCES CORP	205363104	494	11173	SH	DEFINED	1	11	
		151	3420	SH	DEFINED	17	3	
		408	9225	SH	DEFINED	85	9	
	--	-----	-----					
		1053	23818					
COMPUWARE CORP	205638109	50	8232	SH	DEFINED	1	8	
		12	2000	SH	DEFINED	17	2	
		114	18868	SH	DEFINED	85	18	
	--	-----	-----					
		176	29100					
COMSTOCK RES INC	205768203	436	22583	SH	DEFINED	1	22	
		6028	312317	SH	DEFINED	85	312	
	--	-----	-----					
		6464	334900					
COMVERSE TECHNOLOGY INC	205862402	147	8376	SH	DEFINED	1	8	
		22	1250	SH	DEFINED	17	1	
		3069	174494	SH	DEFINED	85	174	
	--	-----	-----					
		3239	184120					
CONAGRA FOODS INC	205887102	43539	1649840	SH	DEFINED	1	1601	
		7908	299660	SH	DEFINED	17	294	
		14421	546453	SH	DEFINED	85	546	
	--	-----	-----					
		65868	2495953					



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CONCORD CAMERA CORP	206156101	1970	212879	SH	DEFINED	85	212
	--	-----	-----				
		1970	212879				
CONCORD COMMUNICATIONS INC	206186108	839	42500	SH	DEFINED	85	42
	--	-----	-----				
		839	42500				
CONCORD EFS INC	206197105	1253	84432	SH	DEFINED	1	84
		107	7228	SH	DEFINED	17	6
		339	22865	SH	DEFINED	85	22
	--	-----	-----				
		1700	114525				
CONEXANT SYSTEMS INC	207142100	35	7028	SH	DEFINED	1	7
		158	31760	SH	DEFINED	17	27
	--	-----	-----				
		193	38788				
CONNETICS CORP	208192104	411	22650	SH	DEFINED	1	22
		2040	112350	SH	DEFINED	85	112
	--	-----	-----				
		2452	135000				
CONOCOPHILLIPS	20825C104	25397	387322	SH	DEFINED	1	372
		12004	183071	SH	DEFINED	17	177
		23847	363687	SH	DEFINED	85	354
	--	-----	-----				
		61248	934080				
CONSOL ENERGY INC	20854P109	671	25900	SH	DEFINED	85	25
	--	-----	-----				
		671	25900				
CONSOLIDATED EDISON INC	209115104	494	11492	SH	DEFINED	1	11
		1028	23902	SH	DEFINED	17	21
		479	11137	SH	DEFINED	85	11
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-----	-----	-----	-----	---	-----	-----	-----	---
		2001	46531					
CONSTELLATION BRANDS INC	21036P108	77	2350	SH		DEFINED	1	2
		329	10000	SH		DEFINED	85	10
	--	-----	-----					
		407	12350					
CONSTELLATION ENERGY GROUP I	210371100	266	6801	SH		DEFINED	1	6
		67	1710	SH		DEFINED	17	1

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		323	8249	SH	DEFINED	85	8
	--	-----	-----				
		656	16760				
CONVERGYS CORP	212485106	10497	601199	SH	DEFINED	1	563
		288	16485	SH	DEFINED	17	13
		562	32168	SH	DEFINED	85	32
	--	-----	-----				
		11346	649852				
COOPER COS INC	216648402	1107	23489	SH	DEFINED	1	23
		5491	116511	SH	DEFINED	85	116
	--	-----	-----				
		6598	140000				
COOPER TIRE & RUBR CO	216831107	1167	54594	SH	DEFINED	1	10
		63	2950	SH	DEFINED	17	2
		1021	47737	SH	DEFINED	85	47
	--	-----	-----				
		2251	105281				
COPART INC	217204106	891	53650	SH	DEFINED	85	53
	--	-----	-----				
		891	53650				
CORINTHIAN COLLEGES INC	218868107	551	9929	SH	DEFINED	1	9
		101	1826	SH	DEFINED	17	1
		2541	45773	SH	DEFINED	85	45
	--	-----	-----				
		3193	57528				
CORN PRODS INTL INC	219023108	178	5172	SH	DEFINED	1	5
		102	2952	SH	DEFINED	17	2
		656	19050	SH	DEFINED	85	19
	--	-----	-----				
		936	27174				
CORNING INC	219350105	1102	105672	SH	DEFINED	1	104
		291	27905	SH	DEFINED	17	27
		5488	526146	SH	DEFINED	85	526
	--	-----	-----				
		6881	659723				
CORPORATE EXECUTIVE BRD CO	21988R102	2424	51945	SH	DEFINED	1	51
		395	8468	SH	DEFINED	17	8
		9322	181267	SH	DEFINED	85	181
	--	-----	-----				
		11279	241680				
CORRECTIONS CORP AMER NEW	22025Y407	835	28950	SH	DEFINED	85	28
	--	-----	-----				
		835	28950				
COSTCO WHSL CORP NEW	22160K105	671	18049	SH	DEFINED	1	12
		169	4536	SH	DEFINED	17	4
		1307	35153	SH	DEFINED	85	30
	--	-----	-----				
		2146	57738				
COUNTRYWIDE FINANCIAL CORP	222372AE4	361	3000	SH	DEFINED	17	3
	--	-----	-----				
		361	3000				

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COUNTRYWIDE FINANCIAL CORP	222372104	350	4619	SH	DEFINED	1	4
		262	3458	SH	DEFINED	17	3
		1091	14379	SH	DEFINED	85	9
	--	-----	-----				
		1704	22456				
COVANCE INC	222816100	346	12899	SH	DEFINED	1	12
		137	5124	SH	DEFINED	17	5
		90623	164095	SH	DEFINED	85	126
	--	-----	-----				
		91106	182118				
COVENANT TRANS INC	22284P105	1070	56300	SH	DEFINED	85	56
		--	-----	-----			
		1070	56300				
COX COMMUNICATIONS INC NEW	224044107	17923	520252	SH	DEFINED	1	489
		2063	59892	SH	DEFINED	17	58
		20770	602900	SH	DEFINED	85	596
	--	-----	-----				
		40756	1183044				
COX RADIO INC	224051102	1716	68024	SH	DEFINED	1	67
		319	12632	SH	DEFINED	17	12
		6893	273200	SH	DEFINED	85	273
	--	-----	-----				
		8928	353856				
CRANE CO	224399105	40	1288	SH	DEFINED	1	1

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		1197	38935	SH		DEFINED	17	38
		90	2937	SH		DEFINED	85	2
	--	-----	-----					
		1327	43160					
CREE INC	225447101	1488	84112	SH		DEFINED	1	83
		353	19939	SH		DEFINED	17	19
		1734	76470	SH		DEFINED	85	98
	--	-----	-----					
		3574	202071					
CROMPTON CORP	227116100	85	11847	SH		DEFINED	1	11
		--	-----	-----				
		85	11847					
CROSS A T CO	227478104	567	85000	SH		DEFINED	85	85
		--	-----	-----				
		567	85000					

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CRYSTALLEX INTL CORP	22942F101	60	21670	SH	DEFINED	17	21
	--	-----	-----				
		60	21670				
CUBIC CORP	229669106	810	35200	SH	DEFINED	85	35
	--	-----	-----				
		810	35200				
CULLEN FROST BANKERS INC	229899109	822	20250	SH	DEFINED	85	20
	--	-----	-----				
		822	20250				
CUMMINS INC	231021106	45	917	SH	DEFINED	1	
		421	8600	SH	DEFINED	17	8
		102	2083	SH	DEFINED	85	2
	--	-----	-----				
		568	11600				
CUTTER & BUCK INC	232217109	1800	190801	SH	DEFINED	85	190
	--	-----	-----				
		1800	190801				
CYMER INC	232572107	271	5872	SH	DEFINED	1	5
		5	100	SH	DEFINED	17	
		1345	29128	SH	DEFINED	85	29
	--	-----	-----				
		1621	35100				
CYPRESS SEMICONDUCTOR CORP	232806109	1709	80000	SH	DEFINED	85	80
	--	-----	-----				
		1709	80000				
DHB INDS INC	23321E103	1330	190000	SH	DEFINED	85	190
	--	-----	-----				
		1330	190000				
DNP SELECT INCOME FD	23325P104	124	11312	SH	DEFINED	1	9
		83	7564	SH	DEFINED	17	7
	--	-----	-----				
		207	18876				
DPL INC	233293109	1707	81754	SH	DEFINED	1	79
		488	23369	SH	DEFINED	17	9
	--	-----	-----				
		2195	105123				
D R HORTON INC	23331A109	1941	44879	SH	DEFINED	1	44
		429	9928	SH	DEFINED	17	9
		7973	184300	SH	DEFINED	85	184
	--	-----	-----				
		10344	239107				
DTE ENERGY CO	233331107	364	9241	SH	DEFINED	1	9
		1159	29410	SH	DEFINED	17	29
		328	8318	SH	DEFINED	85	8
	--	-----	-----				
		1851	46969				
DANA CORP	235811106	641	34916	SH	DEFINED	1	34
		275	15004	SH	DEFINED	17	15
		133	7265	SH	DEFINED	85	7
	--	-----	-----				

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		1049	57185					
DANAHER CORP DEL	235851102	2681	29224	SH	DEFINED	1	26	
		2252	24550	SH	DEFINED	17	24	
		1805	19671	SH	DEFINED	85	13	
	--	-----	-----					
		6739	73445					
DARDEN RESTAURANTS INC	237194105	262	12471	SH	DEFINED	1	12	
		11	540	SH	DEFINED	17	8	
		170	8079	SH	DEFINED	85		
	--	-----	-----					
		444	21090					
DEAN FOODS CO NEW	242370104	7	225	SH	DEFINED	1		
		303	9212	SH	DEFINED	17	9	
		467	14200	SH	DEFINED	85	8	
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		777	23637					

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DEERE & CO	244199105	1266	19455	SH		DEFINED	1	18
		751	11540	SH		DEFINED	17	11
		1206	18535	SH		DEFINED	85	18
	--	-----	-----					
		3222	49530					
DEL MONTE FOODS CO	24522P103	273	26222	SH		DEFINED	1	25
		53	5107	SH		DEFINED	17	2
	--	-----	-----					
		326	31329					
DELL INC	24702R101	6730	198071	SH		DEFINED	1	191
		3778	111182	SH		DEFINED	17	103
		5814	171110	SH		DEFINED	85	166
	--	-----	-----					
		16323	480363					
DELPHI CORP	247126105	241	23564	SH		DEFINED	1	23
		127	12405	SH		DEFINED	17	12
		282	27592	SH		DEFINED	85	27
	--	-----	-----					
		649	63561					
DELPHI FINL GROUP INC	247131105	453	12583	SH		DEFINED	1	12
		2247	62416	SH		DEFINED	85	62
	--	-----	-----					
		2700	74999					
DELUXE CORP	248019101	43	1041	SH		DEFINED	1	1
		1915	46341	SH		DEFINED	17	30

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		102	2459	SH	DEFINED	85	2
	--	-----	-----				
		2060	49841				
DENDRITE INTL INC	248239105	351	22386	SH	DEFINED	1	21
		111	7095	SH	DEFINED	17	7
		2536	161542	SH	DEFINED	85	123
	--	-----	-----				
		2999	191023				
DEVELOPERS DIVERSIFIED RLTY	251591103	91	2698	SH	DEFINED	17	2
		504	15000	SH	DEFINED	85	15
	--	-----	-----				
		594	17698				
DEVON ENERGY CORP NEW	25179MAA1	3075	30000	SH	DEFINED	17	30
	--	-----	-----				
		3075	30000				
DEVON ENERGY CORP NEW	25179M103	502	8759	SH	DEFINED	1	7
		372	6499	SH	DEFINED	17	6
		1321	23066	SH	DEFINED	85	23
	--	-----	-----				
		2194	38324				
DIAMONDS TR	252787106	988	9450	SH	DEFINED	1	9
		524	5010	SH	DEFINED	17	5
	--	-----	-----				
		1512	14460				
DIEBOLD INC	253651103	837	15541	SH	DEFINED	1	14
		540	10020	SH	DEFINED	17	10
		4875	90500	SH	DEFINED	85	77
	--	-----	-----				
		6252	116061				
DIGENE CORP	253752109	549	13690	SH	DEFINED	1	13
		2723	67910	SH	DEFINED	85	67
	--	-----	-----				
		3272	81600				
DIGIMARC CORP	253807101	830	62417	SH	DEFINED	85	62
	--	-----	-----				
		830	62417				
DIGITAL INSIGHT CORP	25385P106	418	16778	SH	DEFINED	1	16
		2071	83222	SH	DEFINED	85	83
	--	-----	-----				
		2489	100000				
DIGITAL RIV INC	25388B104	736	33289	SH	DEFINED	85	33
	--	-----	-----				
		736	33289				
DIGITAL THEATER SYS INC	25389G102	305	12365	SH	DEFINED	1	12
		1514	61338	SH	DEFINED	85	61
	--	-----	-----				
		1820	73703				
DIME CMNTY BANCSHARES	253922108	346	11238	SH	DEFINED	1	10
		112	3636	SH	DEFINED	17	3
		1536	49934	SH	DEFINED	85	49

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		---	-----	-----				
			1993	64808				
DIONEX CORP	254546104	463	10066	SH	DEFINED	1	10	
		2298	49934	SH	DEFINED	85	49	
		---	-----	-----				
			2761	60000				
DIRECT GENERAL	25456W204	940	28400	SH	DEFINED	85	12	

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		---	-----	-----				
			940	28400				
DISNEY WALT CO	254687AU0	318	3000	SH		DEFINED	17	3
		---	-----	-----				
			318	3000				
DISNEY WALT CO	254687106	11519	493743	SH		DEFINED	1	485
		5347	229202	SH		DEFINED	17	206
		6564	281365	SH		DEFINED	85	281
		---	-----	-----				
			23431	1004310				
DOLLAR GEN CORP	256669102	399	19018	SH		DEFINED	1	16
		244	11612	SH		DEFINED	17	11
		349	16620	SH		DEFINED	85	16
		---	-----	-----				
			992	47250				
DOLLAR TREE STORES INC	256747106	1592	52959	SH		DEFINED	1	52
		325	10801	SH		DEFINED	17	10
		6576	218700	SH		DEFINED	85	218
		---	-----	-----				
			8494	282460				
DOMINION RES INC VA NEW	25746U109	3831	60013	SH		DEFINED	1	60
		1094	17144	SH		DEFINED	17	15
		1978	30986	SH		DEFINED	85	30
		---	-----	-----				
			6903	108143				
DONALDSON INC	257651109	473	8000	SH		DEFINED	1	8
		---	-----	-----				
			473	8000				
DONNELLEY R R & SONS CO	257867101	941	31204	SH		DEFINED	1	29
		90	2975	SH		DEFINED	17	2
		170	5630	SH		DEFINED	85	5
		---	-----	-----				
			1200	39809				

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DORAL FINL CORP	25811P100	253	7830	SH	DEFINED	17	7
		232	7200	SH	DEFINED	85	7
		--	-----				
		485	15030				
DOT HILL SYS CORP	25848T109	314	20730	SH	DEFINED	1	19
		120	7923	SH	DEFINED	17	7
		2948	194583	SH	DEFINED	85	154
		--	-----				
		3382	223236				
DOVER CORP	260003108	8623	216926	SH	DEFINED	1	214
		2495	62776	SH	DEFINED	17	61
		5921	148948	SH	DEFINED	85	148
		--	-----				
		17039	428650				
DOW CHEM CO	260543103	10178	244836	SH	DEFINED	1	229
		6984	168001	SH	DEFINED	17	163
		17932	431378	SH	DEFINED	85	431
		--	-----				
		35094	844215				
DOW JONES & CO INC	260561105	221	4435	SH	DEFINED	1	3
		201	4035	SH	DEFINED	85	4
		--	-----				
		422	8470				
DREYFUS STRATEGIC MUNS INC	261932107	86	8747	SH	DEFINED	1	8
		32	3245	SH	DEFINED	17	3
		--	-----				
		118	11992				
DRIL-QUIP INC	262037104	2772	170000	SH	DEFINED	85	170
		--	-----				
		2772	170000				
DU PONT E I DE NEMOURS & CO	263534109	22203	483833	SH	DEFINED	1	457
		8513	185518	SH	DEFINED	17	174
		2253	49094	SH	DEFINED	85	49
		--	-----				
		32970	718445				
DUKE ENERGY CORP	264399106	7588	371066	SH	DEFINED	1	339
		6039	295324	SH	DEFINED	17	283
		3164	154696	SH	DEFINED	85	154
		--	-----				
		16791	821086				
DUKE REALTY CORP	264411505	210	6772	SH	DEFINED	1	6
		263	8484	SH	DEFINED	17	8
		--	-----				
		473	15256				
DUN & BRADSTREET CORP DEL NE	26483E100	116	2283	SH	DEFINED	1	2
		163	3210	SH	DEFINED	17	3
		--	-----				
		279	5493				
DYNEGY INC NEW	26816Q101	37	8683	SH	DEFINED	1	8



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		16	3844	SH		DEFINED	17	3
		84	19522	SH		DEFINED	85	19
	--	-----	-----					
		137	32049					
E M C CORP MASS	268648102	20759	1606764	SH		DEFINED	1	1503
		3483	269620	SH		DEFINED	17	263
		26059	2016962	SH		DEFINED	85	2016
	--	-----	-----					
		50302	3893346					
EOG RES INC	26875P101	115	2492	SH		DEFINED	1	2
		6	120	SH		DEFINED	17	
		264	5708	SH		DEFINED	85	5
	--	-----	-----					
		384	8320					
EOP OPER LTD PARTNERSHIP	268766BR2	1481	14000	SH		DEFINED	17	14
	--	-----	-----					
		1481	14000					
EPIX MEDICAL INC	26881Q101	881	54095	SH		DEFINED	85	54
	--	-----	-----					
		881	54095					
E PIPHANY INC	26881V100	284	39401	SH		DEFINED	1	37
		133	18464	SH		DEFINED	17	18
		2324	322344	SH		DEFINED	85	225
	--	-----	-----					
		2741	380209					
E TRADE FINANCIAL CORP	269246104	52	4100	SH		DEFINED	17	4
		2846	225000	SH		DEFINED	85	225
	--	-----	-----					
		2898	229100					
EAST WEST BANCORP INC	27579R104	675	12583	SH		DEFINED	1	12
		4039	75242	SH		DEFINED	85	67
	--	-----	-----					
		4714	87825					
EASTMAN CHEM CO	277432100	184	4644	SH		DEFINED	1	3
		114	2895	SH		DEFINED	17	2
		152	3856	SH		DEFINED	85	3
	--	-----	-----					
		450	11395					
EASTMAN KODAK CO	277461109	382	14889	SH		DEFINED	1	14
		392	15252	SH		DEFINED	17	13
		361	14066	SH		DEFINED	85	14

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		---	-----	-----					
			1135	44207					
EATON CORP	278058102		10566	97849	SH	DEFINED	1	90	
			970	8980	SH	DEFINED	17	8	
			18616	172406	SH	DEFINED	85	172	
		---	-----	-----					
			30152	279235					
EBAY INC	278642103		1757	27193	SH	DEFINED	1	27	
			317	4911	SH	DEFINED	17	4	
			2055	31808	SH	DEFINED	85	31	
		---	-----	-----					
			4129	63912					
ECHELON CORP	27874N105		3	250	SH	DEFINED	1		
			1159	104028	SH	DEFINED	85	104	
		---	-----	-----					
			1162	104278					
ECOLAB INC	278865100		30673	1120695	SH	DEFINED	1	1015	
			7758	283431	SH	DEFINED	17	267	
			16976	620241	SH	DEFINED	85	620	
		---	-----	-----					
			55407	2024367					
EDELBROCK CORP	279434104		2385	190000	SH	DEFINED	85	190	
		---	-----	-----					
			2385	190000					
EDISON INTL	281020107		277	12652	SH	DEFINED	1	11	
			110	5025	SH	DEFINED	17	4	
			352	16048	SH	DEFINED	85	16	
		---	-----	-----					
			740	33725					
EDUCATION MGMT CORP	28139T101		716	23065	SH	DEFINED	1	22	
			100	3209	SH	DEFINED	17	3	
			4210	135615	SH	DEFINED	85	135	
		---	-----	-----					
			5025	161889					
EDWARDS AG INC	281760108		4163	114907	SH	DEFINED	1	112	
			1365	37689	SH	DEFINED	17	36	
			6444	177846	SH	DEFINED	85	177	
		---	-----	-----					
			11972	330442					
EFUNDS CORP	28224R101		473	27274	SH	DEFINED	17	18	
		---	-----	-----					
			473	27274					

FORM 13F  
REPORTING MANAGER: FIFTH THIRD BANCORP

SEC NO 28-539  
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NAME OF ISSUER	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTHER MANAGERS	SOL
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1838 BD-DEB TRADING FD	282520105	19	1000	SH	DEFINED	1	
		7	349	SH	DEFINED	17	
		2400	127000	SH	DEFINED	85	127
	--	-----	-----				
		2426	128349				
EL PASO CORP	28336L109	283	34589	SH	DEFINED	1	34
		61	7460	SH	DEFINED	17	6
		246	29982	SH	DEFINED	85	29
	--	-----	-----				
		590	72031				
EL PASO ELEC CO	283677854	427	32000	SH	DEFINED	85	32
	--	-----	-----				
		427	32000				
ELAN PLC	284131208	111	16114	SH	DEFINED	1	16
		4	650	SH	DEFINED	17	
	--	-----	-----				
		116	16764				
ELDORADO GOLD CORP NEW	284902103	414	129000	SH	DEFINED	85	129
	--	-----	-----				
		414	129000				
ELECTRONIC ARTS INC	285512109	380	7976	SH	DEFINED	1	7
		34	705	SH	DEFINED	17	
		700	14684	SH	DEFINED	85	14
	--	-----	-----				
		1114	23365				
ELECTRONIC DATA SYS NEW	285661104	373	15200	SH	DEFINED	1	15
		274	11147	SH	DEFINED	17	10
		581	23669	SH	DEFINED	85	23
	--	-----	-----				
		1227	50016				
ELECTRONICS FOR IMAGING INC	286082102	3	105	SH	DEFINED	17	
		762	29300	SH	DEFINED	85	29
	--	-----	-----				
		765	29405				
ELKCORP	287456107	786	29450	SH	DEFINED	85	29
	--	-----	-----				
		786	29450				
EMBARCADERO TECHNOLOGIES INC	290787100	573	35903	SH	DEFINED	1	35
		148	9278	SH	DEFINED	17	9
		3770	236383	SH	DEFINED	85	190
	--	-----	-----				
		4491	281564				
EMERSON ELEC CO	291011104	68472	1057480	SH	DEFINED	1	1000
		20612	318337	SH	DEFINED	17	304
		26215	404864	SH	DEFINED	85	404
	--	-----	-----				
		115299	1780681				
EMMIS COMMUNICATIONS CORP	291525103	295	10905	SH	DEFINED	1	10
		1463	54095	SH	DEFINED	85	54

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			1758	65000					
ENBRIDGE ENERGY PARTNERS L P	29250R106		5	100	SH	DEFINED	1		
			294	5897	SH	DEFINED	17		5
		---	-----	-----					
			299	5997					
ENERGY PARTNERS LTD	29270U105		907	65250	SH	DEFINED	85		65
		---	-----	-----					
			907	65250					
ENERPLUS RES FD	29274D604		73	2401	SH	DEFINED	1		2
			154	5060	SH	DEFINED	17		5
		---	-----	-----					
			227	7461					
ENGELHARD CORP	292845104		131	4366	SH	DEFINED	1		4
			22	723	SH	DEFINED	17		
			185	6183	SH	DEFINED	85		6
		---	-----	-----					
			338	11272					
ENGINEERED SUPPORT SYS INC	292866100		478	8683	SH	DEFINED	1		8
			140	2550	SH	DEFINED	17		2
			2062	37450	SH	DEFINED	85		37
		---	-----	-----					
			2680	48683					
ENESCO GROUP INC	292973104		1909	185000	SH	DEFINED	85		185
		---	-----	-----					
			1909	185000					
ENTEGRIS	29362U104		386	30000	SH	DEFINED	85		
		---	-----	-----					
			386	30000					
ENERGY CORP NEW	29364G103		383	6699	SH	DEFINED	1		6
			396	6931	SH	DEFINED	17		5
			1061	18577	SH	DEFINED	85		18

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SEC NO 28-539  
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-----	-----	-----	-----	---	-----	-----	-----	---
		---	-----	-----				
		1840	32207					
EPICOR SOFTWARE CORP	29426L108	1289	101000	SH		DEFINED	85	101
		---	-----	-----				
		1289	101000					
EQUIFAX INC	294429105	511	20846	SH		DEFINED	1	19
			1052	SH		DEFINED	17	42

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		168	6854	SH	DEFINED	85	6
	--	-----	-----				
		1731	70650				
EQUITABLE RES INC	294549100	318	7400	SH	DEFINED	1	7
	--	-----	-----				
		318	7400				
EQUITY OFFICE PROPERTIES TRU	294741103	1698	59254	SH	DEFINED	1	56
		1637	57137	SH	DEFINED	17	55
		2244	78334	SH	DEFINED	85	78
	--	-----	-----				
		5579	194725				
EQUITY RESIDENTIAL	29476L107	267	9062	SH	DEFINED	1	7
		331	11222	SH	DEFINED	17	11
		1393	47188	SH	DEFINED	85	47
	--	-----	-----				
		1991	67472				
EQUUS II INC	294766100	1188	147500	SH	DEFINED	85	147
	--	-----	-----				
		1188	147500				
ESPERION THERAPEUTICS	29664R106	1787	51650	SH	DEFINED	85	22
	--	-----	-----				
		1787	51650				
ETHYL CORP	297659609	219	10000	SH	DEFINED	1	10
		1422	65000	SH	DEFINED	85	65
	--	-----	-----				
		1640	75000				
EXELON CORP	30161N101	618	9318	SH	DEFINED	1	9
		2727	41092	SH	DEFINED	17	39
		3229	48672	SH	DEFINED	85	39
	--	-----	-----				
		6575	99082				
EXPRESS SCRIPTS INC	302182100	334	5035	SH	DEFINED	1	5
		250	3765	SH	DEFINED	85	3
	--	-----	-----				
		585	8800				
EXXON MOBIL CORP	30231G102	218428	5327522	SH	DEFINED	1	5037
		58990	1438771	SH	DEFINED	17	1341
		41533	1012993	SH	DEFINED	85	1001
	--	-----	-----				
		318951	7779286				
FMC TECH	30249U101	350	15000	SH	DEFINED	85	
	--	-----	-----				
		350	15000				
FPL GROUP INC	302571104	22774	348126	SH	DEFINED	1	341
		10785	164857	SH	DEFINED	17	159
		7490	114496	SH	DEFINED	85	114
	--	-----	-----				
		41050	627479				
FTI CONSULTING INC	302941109	68	2925	SH	DEFINED	1	2
		447	19141	SH	DEFINED	17	19

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		516	22066					
FAMILY DLR STORES INC	307000109	150	4172	SH	DEFINED	1	3	
		306	8528	SH	DEFINED	85	8	
		456	12700					
FASTENAL CO	311900104	4668	93826	SH	DEFINED	1	91	
		1665	33476	SH	DEFINED	17	33	
		12401	249262	SH	DEFINED	85	233	
		18735	376564					
FEDERAL HOME LN MTG CORP	313400301	16794	287955	SH	DEFINED	1	276	
		1707	29266	SH	DEFINED	17	28	
		1996	34218	SH	DEFINED	85	34	
		20496	351439					
FEDERAL NATL MTG ASSN	313586109	20476	272791	SH	DEFINED	1	266	
		4473	59590	SH	DEFINED	17	49	
		3593	47865	SH	DEFINED	85	47	
		28541	380246					
FEDERATED DEPT STORES INC DE	31410H101	411	8714	SH	DEFINED	1	8	
		319	6775	SH	DEFINED	17	6	
		1820	38614	SH	DEFINED	85	38	

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		2550	54103					
FEDERATED INVS INC PA	314211103	68	2310	SH		DEFINED	1	2
		158	5390	SH		DEFINED	85	5
		226	7700					
FEDEX CORP	31428X106	2560	37919	SH		DEFINED	1	37
		453	6711	SH		DEFINED	17	6
		988	14637	SH		DEFINED	85	14
		4001	59267					
F5 NETWORKS INC	315616102	879	35000	SH		DEFINED	85	35
		879	35000					
FIDELITY NATL FINL INC	316326107	1833	47269	SH		DEFINED	1	46
		358	9244	SH		DEFINED	17	9

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		7446	192000	SH	DEFINED	85	192
	--	-----	-----				
		9638	248513				
FIFTH THIRD BANCORP	316773100	1057310	17890184	SH	DEFINED	1	11853
		380177	6432778	SH	DEFINED	17	5887
		1657	28030	SH	DEFINED	85	28
	--	-----	-----				
		1439144	24350992				
FINDWHAT COM	317794105	264	14104	SH	DEFINED	1	13
		88	4681	SH	DEFINED	17	4
		1170	62417	SH	DEFINED	85	62
	--	-----	-----				
		1523	81202				
FINISAR	31787A101	5	1500	SH	DEFINED	17	1
		861	275000	SH	DEFINED	85	275
	--	-----	-----				
		865	276500				
FIRST AMERN CORP CALIF	318522307	430	14429	SH	DEFINED	1	14
		2131	71571	SH	DEFINED	85	71
	--	-----	-----				
		2560	86000				
FIRST BANCORP P R	318672102	730	18455	SH	DEFINED	1	18
		3621	91545	SH	DEFINED	85	91
	--	-----	-----				
		4351	110000				
FIRST DATA CORP	319963AD6	214	2000	SH	DEFINED	17	2
	--	-----	-----				
		214	2000				
FIRST DATA CORP	319963104	8904	216699	SH	DEFINED	1	210
		3439	83693	SH	DEFINED	17	81
		2284	55594	SH	DEFINED	85	55
	--	-----	-----				
		14628	355986				
FIRST FINL BANCORP OH	320209109	299	18749	SH	DEFINED	1	18
		236	14768	SH	DEFINED	17	14
	--	-----	-----				
		535	33517				
FIRST IND CORP	32054R108	1458	77802	SH	DEFINED	17	75
	--	-----	-----				
		1458	77802				
FIRST MIDWEST BANCORP DEL	320867104	354	10905	SH	DEFINED	1	10
		813	25079	SH	DEFINED	17	24
		1754	54095	SH	DEFINED	85	54
	--	-----	-----				
		2921	90079				
FIRST REP BK SAN FRANCISCO	336158100	300	8389	SH	DEFINED	1	8
		1490	41611	SH	DEFINED	85	41
	--	-----	-----				
		1790	50000				
FIRST TENN NATL CORP	337162101	39867	904020	SH	DEFINED	1	869

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		4317	97894	SH	DEFINED	17	94
		860	19496	SH	DEFINED	85	19
	--	-----	-----				
		45044	1021410				
FISERV INC	337738108	19068	482241	SH	DEFINED	1	460
		3393	85803	SH	DEFINED	17	83
		12820	324226	SH	DEFINED	85	302
	--	-----	-----				
		35281	892270				
FIRSTFED FINL CORP	337907109	328	7550	SH	DEFINED	1	7
		3	75	SH	DEFINED	17	
		1629	37450	SH	DEFINED	85	37
	--	-----	-----				
		1961	45075				
FIRSTENERGY CORP	337932107	612	17391	SH	DEFINED	1	17
		721	20489	SH	DEFINED	17	19
		1134	32227	SH	DEFINED	85	32

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	--	-----	-----					
		2468	70107					
FISHER SCIENTIFIC INTL INC	338032204	3608	87218	SH		DEFINED	1	86
		493	11916	SH		DEFINED	17	11
		6920	167275	SH		DEFINED	85	167
	--	-----	-----					
		11021	266409					
FLEETBOSTON FINL CORP	339030108	10774	246835	SH		DEFINED	1	245
		1311	30033	SH		DEFINED	17	28
		10772	246788	SH		DEFINED	85	246
	--	-----	-----					
		22858	523656					
FLORIDA EAST COAST INDS	340632108	4142	125150	SH		DEFINED	85	125
	--	-----	-----					
		4142	125150					
FLUOR CORP NEW	343412102	80	2015	SH		DEFINED	1	1
		50	1250	SH		DEFINED	17	
		155	3905	SH		DEFINED	85	3
	--	-----	-----					
		284	7170					
FLOW INTL CORP	343468104	475	158300	SH		DEFINED	85	158
	--	-----	-----					
		475	158300					



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FOOT LOCKER INC	344849104	16	696	SH	DEFINED	1	
		9	400	SH	DEFINED	17	
		5980	255000	SH	DEFINED	85	255
	--	-----	-----				
		6005	256096				
FORD MTR CO DEL	345370860	1162	72599	SH	DEFINED	1	70
		3049	190573	SH	DEFINED	17	190
		2573	160793	SH	DEFINED	85	160
	--	-----	-----				
		6783	423965				
FORD MTR CO CAP TR II	345395206	56	1000	SH	DEFINED	1	1
		1201	21471	SH	DEFINED	17	21
		560	10000	SH	DEFINED	85	10
	--	-----	-----				
		1817	32471				
FOREST LABS INC	345838106	10319	166981	SH	DEFINED	1	157
		5276	85372	SH	DEFINED	17	80
		9731	157461	SH	DEFINED	85	157
	--	-----	-----				
		25327	409814				
FORTUNE BRANDS INC	349631101	2262	31637	SH	DEFINED	1	28
		1013	14173	SH	DEFINED	17	12
		2069	28953	SH	DEFINED	85	23
	--	-----	-----				
		5344	74763				
FOSSIL INC	349882100	48	1692	SH	DEFINED	1	1
		121	4312	SH	DEFINED	17	4
		3214	114225	SH	DEFINED	85	92
	--	-----	-----				
		3383	120229				
FOUNDRY NETWORKS INC	35063R100	1346	49240	SH	DEFINED	1	49
		5	200	SH	DEFINED	17	
		7827	286377	SH	DEFINED	85	286
	--	-----	-----				
		9178	335817				
4 KIDS ENTMT INC	350865101	207	7973	SH	DEFINED	17	7
	--	-----	-----				
		207	7973				
FRANKLIN ELEC INC	353514102	1055	17443	SH	DEFINED	17	17
	--	-----	-----				
		1055	17443				
FRANKLIN RES INC	354613101	375	7208	SH	DEFINED	1	7
		645	12392	SH	DEFINED	85	12
	--	-----	-----				
		1020	19600				
FREDS INC	356108100	417	13441	SH	DEFINED	1	13
		81	2619	SH	DEFINED	17	2
		1934	62417	SH	DEFINED	85	62
	--	-----	-----				
		2432	78477				
FREEMPORT-MCMORAN COPPER & GO	35671D857	247	5860	SH	DEFINED	1	5

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		179	4244	SH	DEFINED	17	4
		355	8418	SH	DEFINED	85	8
	--	-----	-----				
		780	18522				
FRONTIER OIL CORP	35914P105	5	300	SH	DEFINED	17	
		1057	61400	SH	DEFINED	85	61
	--	-----	-----				
		1062	61700				

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-----	-----	-----	-----	---	-----	-----	-----	-----
FROZEN FOOD EXPRESS INDS INC	359360104	1846	278000	SH		DEFINED	85	278
	--	-----	-----					
		1846	278000					
FULLER H B CO	359694106	178	6000	SH		DEFINED	17	6
		662	22250	SH		DEFINED	85	22
	--	-----	-----					
		840	28250					
FURNITURE BRANDS INTL INC	360921100	10	350	SH		DEFINED	17	
		4923	167850	SH		DEFINED	85	167
	--	-----	-----					
		4933	168200					
GATX CORP	361448103	851	30411	SH		DEFINED	1	30
		52	1865	SH		DEFINED	17	1
	--	-----	-----					
		903	32276					
GSI LUMONICS INC	36229U102	1825	155000	SH		DEFINED	85	155
	--	-----	-----					
		1825	155000					
GABELLI EQUITY TR INC	362397101	171	21426	SH		DEFINED	1	21
		140	17474	SH		DEFINED	17	10
	--	-----	-----					
		311	38900					
GALLAGHER ARTHUR J & CO	363576109	41491	1277035	SH		DEFINED	1	1214
		5790	178217	SH		DEFINED	17	176
		1153	35475	SH		DEFINED	85	35
	--	-----	-----					
		48434	1490727					
GALLAHER GROUP PLC	363595109	752	17670	SH		DEFINED	1	16
		152	3574	SH		DEFINED	17	1
	--	-----	-----					
		904	21244					
GALYANS TRADING INC	36458R101	812	67500	SH		DEFINED	85	67

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		812	67500				
GANNETT INC	364730101	10288	115393	SH	DEFINED	1	108
		5455	61187	SH	DEFINED	17	60
		14117	158329	SH	DEFINED	85	156
		29861	334909				
GAP INC DEL	364760AJ7	3068	20000	SH	DEFINED	17	20
		3068	20000				
GAP INC DEL	364760108	562	24231	SH	DEFINED	1	19
		435	18745	SH	DEFINED	17	18
		2031	87506	SH	DEFINED	85	87
		3028	130482				
GARDNER DENVER INC	365558105	2	72	SH	DEFINED	17	
		849	35550	SH	DEFINED	85	35
		850	35622				
GATEWAY INC	367626108	36	7842	SH	DEFINED	1	7
		83	18058	SH	DEFINED	85	18
		119	25900				
GEN-PROBE INC NEW	36866T103	603	16528	SH	DEFINED	1	16
		165	4513	SH	DEFINED	17	4
		4105	112550	SH	DEFINED	85	89
		4872	133591				
GENENTECH INC	368710406	699	7471	SH	DEFINED	1	7
		78	837	SH	DEFINED	17	
		777	8308				
GENERAL CABLE CORP DEL NEW	369300108	491	60300	SH	DEFINED	85	60
		491	60300				
GENERAL DYNAMICS CORP	369550108	10167	112483	SH	DEFINED	1	104
		10741	118833	SH	DEFINED	17	117
		17122	189423	SH	DEFINED	85	189
		38031	420739				
GENERAL ELEC CO	369604103	268493	8666645	SH	DEFINED	1	8205
		80823	2608883	SH	DEFINED	17	2406
		53502	1726965	SH	DEFINED	85	1698
		402818	13002493				
GENERAL MLS INC	370334104	2175	48019	SH	DEFINED	1	47
		1058	23347	SH	DEFINED	17	22
		1372	30279	SH	DEFINED	85	22
		4604	101645				

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GENERAL MTRS CORP	370442105	3464	64868	SH		DEFINED	1	55
		4891	91597	SH		DEFINED	17	88
		1474	27603	SH		DEFINED	85	27
	--	9829	184068					
GENTEX CORP	371901109	1692	38306	SH		DEFINED	1	36
		1241	28101	SH		DEFINED	17	28
		5462	123700	SH		DEFINED	85	123
	--	8395	190107					
GENTA INC	37245M207	838	80310	SH		DEFINED	85	80
	--	838	80310					
GENUINE PARTS CO	372460105	7543	227206	SH		DEFINED	1	222
		4012	120839	SH		DEFINED	17	120
		4731	142515	SH		DEFINED	85	142
	--	16287	490560					
GENZYME CORP	372917104	266	5402	SH		DEFINED	1	5
		17	338	SH		DEFINED	17	
		542	10998	SH		DEFINED	85	10
	--	825	16738					
GEORGIA PAC CORP	373298108	223	7255	SH		DEFINED	1	7
		454	14789	SH		DEFINED	17	14
		383	12494	SH		DEFINED	85	12
	--	1059	34538					
GERON CORP	374163103	5	500	SH		DEFINED	1	
		318	31932	SH		DEFINED	17	31
	--	323	32432					
GILEAD SCIENCES INC	375558103	9422	161674	SH		DEFINED	1	151
		2528	43369	SH		DEFINED	17	43
		17982	308550	SH		DEFINED	85	308
	--	29932	513593					
GILLETTE CO	375766102	17856	486150	SH		DEFINED	1	450
		11170	304120	SH		DEFINED	17	296
		7442	202627	SH		DEFINED	85	202
	--	36469	992897					

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GLAXOSMITHKLINE PLC	37733W105	1507	32328	SH	DEFINED	1	32
		842	18060	SH	DEFINED	17	16
		---	-----	-----			
		2349	50388				
GLENBOROUGH RLTY TR INC	37803P204	1823	74000	SH	DEFINED	85	74
		---	-----	-----			
		1823	74000				
GLOBAL INDS LTD	379336100	297	57800	SH	DEFINED	85	57
		---	-----	-----			
		297	57800				
GLOBAL PMTS INC	37940X102	435	9227	SH	DEFINED	1	9
		2157	45773	SH	DEFINED	85	45
		---	-----	-----			
		2592	55000				
GOLDEN STAR RES LTD CDA	38119T104	523	75000	SH	DEFINED	85	75
		---	-----	-----			
		523	75000				
GOLDEN WEST FINL CORP DEL	381317106	339	3288	SH	DEFINED	1	3
		468	4535	SH	DEFINED	17	4
		775	7512	SH	DEFINED	85	7
		---	-----	-----			
		1582	15335				
GOLDMAN SACHS GROUP INC	38141G104	25258	255830	SH	DEFINED	1	237
		2643	26773	SH	DEFINED	17	26
		39540	400490	SH	DEFINED	85	400
		---	-----	-----			
		67442	683093				
GOODRICH CORP	382388106	211	7101	SH	DEFINED	1	7
		1062	35778	SH	DEFINED	85	35
		---	-----	-----			
		1273	42879				
GOODYEAR TIRE & RUBR CO	382550101	240	30509	SH	DEFINED	1	26
		134	17056	SH	DEFINED	17	17
		1345	171067	SH	DEFINED	85	171
		---	-----	-----			
		1718	218632				
GRACO INC	384109104	370	9227	SH	DEFINED	1	9
		---	-----	-----			
		370	9227				

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GRAFTECH INTL LTD	384313102	1097	81250	SH	DEFINED	85	81
	--	-----	-----				
		1097	81250				
GRAINGER W W INC	384802104	509	10737	SH	DEFINED	1	10
		50	1050	SH	DEFINED	17	1
		211	4453	SH	DEFINED	85	4
	--	-----	-----				
		770	16240				
GREAT LAKES CHEM CORP	390568103	52	1899	SH	DEFINED	1	1
		466	17148	SH	DEFINED	17	17
		68	2501	SH	DEFINED	85	2
	--	-----	-----				
		586	21548				
GTECH HLDGS CORP	400518106	119	2400	SH	DEFINED	1	2
		141	2850	SH	DEFINED	17	2
		804	16250	SH	DEFINED	85	16
	--	-----	-----				
		1064	21500				
GUIDANT CORP	401698105	11192	185920	SH	DEFINED	1	178
		3151	52350	SH	DEFINED	17	51
		5665	94108	SH	DEFINED	85	94
	--	-----	-----				
		20009	332378				
GYMBOREE CORP	403777105	625	36300	SH	DEFINED	85	36
	--	-----	-----				
		625	36300				
HCA INC	404119109	2455	57150	SH	DEFINED	1	53
		4785	111392	SH	DEFINED	17	109
		7985	185870	SH	DEFINED	85	185
	--	-----	-----				
		15226	354412				
HSBC HLDGS PLC	404280406	2665	33812	SH	DEFINED	1	33
		1003	12725	SH	DEFINED	17	11
	--	-----	-----				
		3668	46537				
HAGGAR CORP	405173105	59	3000	SH	DEFINED	1	3
		2732	140000	SH	DEFINED	85	140
	--	-----	-----				
		2790	143000				
HAIN CELESTIAL GROUP	405217100	1125	48450	SH	DEFINED	85	18
	--	-----	-----				
		1125	48450				
HALLIBURTON CO	406216101	4132	158925	SH	DEFINED	1	147
		3669	141120	SH	DEFINED	17	139
		8815	339047	SH	DEFINED	85	339
	--	-----	-----				
		16616	639092				
JOHN HANCOCK BK &THRIFT OPP	409735107	52	5000	SH	DEFINED	1	5
		2583	250000	SH	DEFINED	85	250
	--	-----	-----				
		2634	255000				

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HANCOCK JOHN INCOME SECS TR	410123103	15	1000	SH	DEFINED	1	1
		165	10714	SH	DEFINED	17	10
	--	-----	-----				
		180	11714				
HANCOCK JOHN FINL SVCS INC	41014S106	577	15374	SH	DEFINED	1	15
		246	6566	SH	DEFINED	17	6
		1238	33005	SH	DEFINED	85	33
	--	-----	-----				
		2060	54945				
HARDINGE INC	412324303	289	25000	SH	DEFINED	85	25
	--	-----	-----				
		289	25000				
HARKEN ENERGY CORP	412552309	29	25000	SH	DEFINED	1	25
		281	240000	SH	DEFINED	85	240
	--	-----	-----				
		310	265000				
HARLEY DAVIDSON INC	412822108	16874	355016	SH	DEFINED	1	327
		3577	75265	SH	DEFINED	17	70
		14018	294933	SH	DEFINED	85	280
	--	-----	-----				
		34469	725214				
HARMAN INTL INDS INC	413086109	496	6711	SH	DEFINED	1	6
	--	-----	-----				
		496	6711				
HARMONIC INC	413160102	278	38294	SH	DEFINED	1	36
		112	15448	SH	DEFINED	17	15
		2084	287522	SH	DEFINED	85	207
	--	-----	-----				
		2474	341264				
HARRAHS ENTMT INC	413619107	520	10440	SH	DEFINED	1	10
		131	2632	SH	DEFINED	17	2

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		272	5460	SH		DEFINED	85	5
	--	-----	-----					
		922	18532					
HARRIS CORP DEL	413875105	66	1750	SH		DEFINED	1	1
		82	2169	SH		DEFINED	17	2
		4023	106000	SH		DEFINED	85	106
	--	-----	-----					
		4171	109919					

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HARTFORD FINL SVCS GROUP INC	416515104	4549	77061	SH	DEFINED	1	71
		5943	100683	SH	DEFINED	17	99
		13818	234082	SH	DEFINED	85	234
	--	-----	-----				
		24310	411826				
HARTMARX CORP	417119104	125	30000	SH	DEFINED	1	30
		1835	440000	SH	DEFINED	85	440
	--	-----	-----				
		1960	470000				
HASBRO INC	418056107	79	3703	SH	DEFINED	1	3
		190	8925	SH	DEFINED	17	8
		756	35547	SH	DEFINED	85	35
	--	-----	-----				
		1025	48175				
HEALTH CARE PPTY INVS INC	421915109	1067	21006	SH	DEFINED	1	20
		1163	22895	SH	DEFINED	17	22
		1289	25375	SH	DEFINED	85	25
	--	-----	-----				
		3519	69276				
HEALTH MGMT ASSOC INC NEW	421933102	204	8495	SH	DEFINED	1	5
		73	3050	SH	DEFINED	17	3
		284	11835	SH	DEFINED	85	11
	--	-----	-----				
		561	23380				
HEADWATERS INC	42210P102	10	497	SH	DEFINED	1	
		1551	79500	SH	DEFINED	85	49
	--	-----	-----				
		1560	79997				
HEALTH CARE REIT INC	42217K106	664	18443	SH	DEFINED	1	18
	--	-----	-----				
		664	18443				
HECLA MNG CO	422704106	48	5800	SH	DEFINED	17	5
		1058	127600	SH	DEFINED	85	127
	--	-----	-----				
		1106	133400				
HEIDRICK & STRUGGLES INTL IN	422819102	144	6600	SH	DEFINED	1	6
		2180	100000	SH	DEFINED	85	100
	--	-----	-----				
		2324	106600				
HEINZ H J CO	423074103	3869	106214	SH	DEFINED	1	103
		837	22986	SH	DEFINED	17	18
		1056	28983	SH	DEFINED	85	28
	--	-----	-----				
		5763	158183				
HERSHA HOSPITALITY TR	427825104	379	37500	SH	DEFINED	85	37
	--	-----	-----				
		379	37500				
HERSHEY FOODS CORP	427866108	32251	418896	SH	DEFINED	1	378
		8101	105224	SH	DEFINED	17	100
		1665	21625	SH	DEFINED	85	21
	--	-----	-----				



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		42017	545745					
HEWLETT PACKARD CO	428236103	17267	751711	SH	DEFINED	1	730	
		8545	372019	SH	DEFINED	17	366	
		17797	774763	SH	DEFINED	85	746	
	--	-----	-----					
		43609	1898493					
HIBBETT SPORTING GOODS INC	428565105	375	12583	SH	DEFINED	1	12	
		1860	62417	SH	DEFINED	85	62	
	--	-----	-----					
		2235	75000					
HILB ROGAL & HAMILTON CO	431294107	404	12600	SH	DEFINED	85	12	
	--	-----	-----					
		404	12600					
HILLENBRAND INDS INC	431573104	24023	387090	SH	DEFINED	1	386	
		230	3709	SH	DEFINED	17	3	
		3103	50000	SH	DEFINED	85	50	
	--	-----	-----					
		27356	440799					
HILTON HOTELS CORP	432848109	139	8112	SH	DEFINED	1	8	
		17	1000	SH	DEFINED	17	1	
		320	18688	SH	DEFINED	85	18	
	--	-----	-----					
		476	27800					

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-----	-----	-----	-----	---	-----	-----	-----	-----
HOLOGIC INC	436440101	52	3000	SH		DEFINED	1	3
		3494	202500	SH		DEFINED	85	202
	--	-----	-----					
		3545	205500					
HOME DEPOT INC	437076102	75763	2134759	SH		DEFINED	1	2019
		20256	570760	SH		DEFINED	17	541
		50483	1422461	SH		DEFINED	85	1422
	--	-----	-----					
		146502	4127980					
HON INDS INC	438092108	1501	34650	SH		DEFINED	17	34
		537	12400	SH		DEFINED	85	12
	--	-----	-----					
		2038	47050					
HONDA MOTOR LTD	438128308	3843	170818	SH		DEFINED	1	158
		4273	189890	SH		DEFINED	17	189
		10602	471200	SH		DEFINED	85	471
	--	-----	-----					

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		18718	831908				
HONEYWELL INTL INC	438516106	12138	363083	SH	DEFINED	1	344
		6762	202286	SH	DEFINED	17	196
		22681	678455	SH	DEFINED	85	678
	--	-----	-----				
		41581	1243824				
HORACE MANN EDUCATORS CORP N	440327104	2125	152100	SH	DEFINED	85	152
	--	-----	-----				
		2125	152100				
HORIZON OFFSHORE INC	44043J105	1298	295000	SH	DEFINED	85	295
	--	-----	-----				
		1298	295000				
HOSPITALITY PPTYS TR	44106M102	149	3600	SH	DEFINED	1	3
		204	4950	SH	DEFINED	17	4
	--	-----	-----				
		353	8550				
HOT TOPIC INC	441339108	44	1502	SH	DEFINED	1	1
		119	4034	SH	DEFINED	17	4
		3041	103242	SH	DEFINED	85	72
	--	-----	-----				
		3204	108778				
HOUSTON EXPL CO	442120101	435	11900	SH	DEFINED	85	11
	--	-----	-----				
		435	11900				
HUBBELL INC	443510102	684	16266	SH	DEFINED	1	13
		25	600	SH	DEFINED	17	
	--	-----	-----				
		710	16866				
HUBBELL INC	443510201	1973	44746	SH	DEFINED	1	44
		87	1962	SH	DEFINED	17	1
		322	7300	SH	DEFINED	85	7
	--	-----	-----				
		2382	54008				
HUDSON UNITED BANCORP	444165104	341	9227	SH	DEFINED	1	9
		6	157	SH	DEFINED	17	
		1691	45773	SH	DEFINED	85	45
	--	-----	-----				
		2038	55157				
HUFFY CORP	444356109	1077	205000	SH	DEFINED	85	205
	--	-----	-----				
		1077	205000				
HUMANA INC	444859102	1329	58174	SH	DEFINED	1	55
		3157	138151	SH	DEFINED	17	138
		6396	279920	SH	DEFINED	85	279
	--	-----	-----				
		10882	476245				
HUNT J B TRANS SVCS INC	445658107	566	20972	SH	DEFINED	1	20
		2810	104028	SH	DEFINED	85	104
	--	-----	-----				
		3376	125000				

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HUNTINGTON BANCSHARES INC	446150104	3336	148263	SH	DEFINED	1	117
		6808	302556	SH	DEFINED	17	297
		253	11250	SH	DEFINED	85	11
--	-----	10397	462069				
HYPERION SOLUTIONS CORP	44914M104	515	17100	SH	DEFINED	85	17
		515	17100				
ICO INC NEW	449293109	170	125000	SH	DEFINED	85	125
		170	125000				
ING PRIME RATE TR	44977W106	1272	160400	SH	DEFINED	85	160
		1272	160400				

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IMS HEALTH INC	449934108	508	20419	SH		DEFINED	1	20
		460	18514	SH		DEFINED	17	18
		1055	42418	SH		DEFINED	85	42
--	-----	2022	81351					
ISTAR FINL INC	45031U101	8	200	SH		DEFINED	1	
		564	14500	SH		DEFINED	85	14
--	-----	572	14700					
ITT EDUCATIONAL SERVICES INC	45068B109	771	16411	SH		DEFINED	1	16
		68	1458	SH		DEFINED	17	1
		3713	79061	SH		DEFINED	85	79
--	-----	4553	96930					
ITT INDS INC IND	450911102	252	3390	SH		DEFINED	1	3
		22	300	SH		DEFINED	17	
		338	4553	SH		DEFINED	85	4
--	-----	612	8243					
IDEXX LABS INC	45168D104	466	10066	SH		DEFINED	1	10
		78	1685	SH		DEFINED	17	1
		2311	49934	SH		DEFINED	85	49
--	-----	2855	61685					
ILLINOIS TOOL WKS INC	452308109	48978	583696	SH		DEFINED	1	534
		13738	163727	SH		DEFINED	17	156

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		20658	246192	SH	DEFINED	85	234
	--	-----	-----				
		83374	993615				
IMATION CORP	45245A107	212	6032	SH	DEFINED	1	6
		23	660	SH	DEFINED	17	
		417	11850	SH	DEFINED	85	11
	--	-----	-----				
		652	18542				
INDEPENDENCE CMNTY BK CORP	453414104	3	95	SH	DEFINED	17	
		631	17550	SH	DEFINED	85	17
	--	-----	-----				
		635	17645				
INDEPENDENT BANK CORP MASS	453836108	237	8389	SH	DEFINED	1	8
		3	89	SH	DEFINED	17	
		633	22355	SH	DEFINED	85	22
	--	-----	-----				
		873	30833				
INDEPENDENT BANK CORP MICH	453838104	1288	45405	SH	DEFINED	17	23
	--	-----	-----				
		1288	45405				
INDUSTRIAS BACHOCO S A DE C	456463108	412	40000	SH	DEFINED	85	40
	--	-----	-----				
		412	40000				
INFINITY PROPERTY AND CAS	45665Q103	717	21700	SH	DEFINED	85	8
	--	-----	-----				
		717	21700				
INFOCUS CORP	45665B106	2420	250000	SH	DEFINED	85	250
	--	-----	-----				
		2420	250000				
INFORMATICA CORP	45666Q102	438	42535	SH	DEFINED	1	41
		117	11365	SH	DEFINED	17	11
		2615	253911	SH	DEFINED	85	253
	--	-----	-----				
		3170	307811				
INPUT/OUTPUT INC	457652105	44	9800	SH	DEFINED	1	9
		1556	345000	SH	DEFINED	85	345
	--	-----	-----				
		1600	354800				
INSPIRE PHARMACEUTICALS INC	457733103	1885	133222	SH	DEFINED	85	133
	--	-----	-----				
		1885	133222				
INTEGRATED CIRCUIT SYS INC	45811K208	1648	57835	SH	DEFINED	1	57
		295	10344	SH	DEFINED	17	10
		4610	161750	SH	DEFINED	85	161
	--	-----	-----				
		6553	229929				
INTEGRATED DEVICE TECHNOLOGY	458118106	2	100	SH	DEFINED	17	
		614	35750	SH	DEFINED	85	35
	--	-----	-----				
		616	35850				

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INTEGRA BK CORP	45814P105	612	27825	SH	DEFINED	17	27
	--	-----	-----				
		612	27825				
INTEL CORP	458140100	151235	4718718	SH	DEFINED	1	4444
		41729	1301991	SH	DEFINED	17	1253
		86695	2704995	SH	DEFINED	85	2694

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	--	-----	-----					
		279659	8725704					
INTERMAGNETICS GEN CORP	458771102	466	21026	SH		DEFINED	1	20
		61	2756	SH		DEFINED	17	2
		2759	124513	SH		DEFINED	85	109
	--	-----	-----					
		3286	148295					
INTERNATIONAL BUSINESS MACHS	459200101	70571	761448	SH		DEFINED	1	723
		33748	364139	SH		DEFINED	17	351
		41891	452006	SH		DEFINED	85	449
	--	-----	-----					
		146211	1577593					
INTERNATIONAL FLAVORS&FRAGRA	459506101	444	12727	SH		DEFINED	1	12
		140	4000	SH		DEFINED	17	4
		161	4623	SH		DEFINED	85	4
	--	-----	-----					
		746	21350					
INTERNATIONAL GAME TECHNOLOG	459902AL6	398	5000	SH		DEFINED	17	5
	--	-----	-----					
		398	5000					
INTERNATIONAL GAME TECHNOLOG	459902102	473	13245	SH		DEFINED	1	13
		199	5580	SH		DEFINED	17	1
		609	17055	SH		DEFINED	85	17
	--	-----	-----					
		1281	35880					
INTL PAPER CO	460146103	4082	94696	SH		DEFINED	1	89
		3192	74051	SH		DEFINED	17	72
		12106	280824	SH		DEFINED	85	280
	--	-----	-----					
		19381	449571					
INTERNATIONAL RECTIFIER CORP	460254105	2990	60521	SH		DEFINED	1	59
		466	9434	SH		DEFINED	17	9
		10067	203750	SH		DEFINED	85	203
	--	-----	-----					

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		13524	273705				
INTERPUBLIC GROUP COS INC	460690AF7	293	3000	SH	DEFINED	17	3
	--	-----	-----				
		293	3000				
INTERPUBLIC GROUP COS INC	460690100	4168	267185	SH	DEFINED	1	251
		160	10277	SH	DEFINED	17	9
		318	20416	SH	DEFINED	85	20
	--	-----	-----				
		4647	297878				
INTERSIL CL A	46069S109	727	29250	SH	DEFINED	85	29
	--	-----	-----				
		727	29250				
INTUIT	461202103	362	6844	SH	DEFINED	1	6
		130	2450	SH	DEFINED	17	2
		1039	19661	SH	DEFINED	85	19
	--	-----	-----				
		1530	28955				
INVERESK RESH GROUP INC	461238107	2297	92879	SH	DEFINED	1	92
		367	14828	SH	DEFINED	17	14
		9846	398122	SH	DEFINED	85	398
	--	-----	-----				
		12509	505829				
INVITROGEN CORP	46185R100	24	340	SH	DEFINED	1	
		197	2825	SH	DEFINED	17	2
	--	-----	-----				
		221	3165				
IOMEGA CORP	462030305	185	31000	SH	DEFINED	85	31
	--	-----	-----				
		185	31000				
IONICS INC	462218108	6	200	SH	DEFINED	1	
		3822	120000	SH	DEFINED	85	120
	--	-----	-----				
		3828	120200				
ISHARES TR	464287200	3365	30254	SH	DEFINED	1	26
		2574	23142	SH	DEFINED	17	23
	--	-----	-----				
		5939	53396				
ISHARES TR	464287226	66	649	SH	DEFINED	1	
		428	4191	SH	DEFINED	17	4
	--	-----	-----				
		494	4840				
ISHARES TR	464287242	51	458	SH	DEFINED	1	
		360	3253	SH	DEFINED	17	1
	--	-----	-----				
		410	3711				
ISHARES TR	464287408	1107	20000	SH	DEFINED	1	20
		14	259	SH	DEFINED	17	
	--	-----	-----				

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FORM 13F  
 REPORTING MANAGER: FIFTH THIRD BANCORP

SEC NO 28-539  
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NAME OF ISSUER	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTHER MANAGERS	SOL
		1121	20259					
ISHARES TR	464287457	62	750	SH		DEFINED	1	
	--	765	9279	SH		DEFINED	17	1
		827	10029					
ISHARES TR	464287465	519	3796	SH		DEFINED	1	3
	--	3298	24110	SH		DEFINED	17	24
		3817	27906					
ISHARES TR	464287473	1051	11269	SH		DEFINED	1	11
	--	2243	24041	SH		DEFINED	17	22
		3294	35310					
ISHARES TR	464287481	948	12868	SH		DEFINED	1	12
	--	2554	34654	SH		DEFINED	17	32
		3502	47522					
ISHARES TR	464287499	311	4634	SH		DEFINED	1	2
	--	14372	214123	SH		DEFINED	17	204
		14683	218757					
ISHARES TR	464287507	623	5418	SH		DEFINED	1	5
	--	623	5418					
ISHARES TR	464287564	3948	37219	SH		DEFINED	17	33
	--	3948	37219					
ISHARES TR	464287598	31883	546223	SH		DEFINED	1	545
	--	2610	44715	SH		DEFINED	17	41
		3502	60000	SH		DEFINED	85	60
		37995	650938					
ISHARES TR	464287614	4837	103364	SH		DEFINED	1	102
	--	2081	44476	SH		DEFINED	17	44
		6919	147840					
ISHARES TR	464287622	671	11252	SH		DEFINED	1	11
	--	1993	33446	SH		DEFINED	17	33
		2664	44698					

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ISHARES TR	464287630	10829	67510	SH	DEFINED	1	67
		2865	17864	SH	DEFINED	17	17
		---	-----	-----			
		13694	85374				
ISHARES TR	464287648	10795	182163	SH	DEFINED	1	182
		1431	24155	SH	DEFINED	17	21
		---	-----	-----			
		12226	206318				
ISHARES TR	464287655	261	2358	SH	DEFINED	1	1
		9200	83030	SH	DEFINED	17	77
		---	-----	-----			
		9461	85388				
ISHARES TR	464287705	693	6276	SH	DEFINED	1	2
		11	101	SH	DEFINED	17	
		---	-----	-----			
		704	6377				
ISHARES TR	464287804	268	1999	SH	DEFINED	1	1
		67	503	SH	DEFINED	17	
		---	-----	-----			
		335	2502				
ISHARES TR	464287887	205	2315	SH	DEFINED	1	2
		5	60	SH	DEFINED	17	
		---	-----	-----			
		211	2375				
JDS UNIPHASE CORP	46612J101	167	45983	SH	DEFINED	1	45
		69	18975	SH	DEFINED	17	17
		1367	375578	SH	DEFINED	85	375
---	-----	-----					
		1604	440536				
J P MORGAN CHASE & CO	46625H100	24936	678904	SH	DEFINED	1	644
		9937	270540	SH	DEFINED	17	264
		22519	613094	SH	DEFINED	85	613
---	-----	-----					
		57392	1562538				
JABIL CIRCUIT INC	466313103	4721	166833	SH	DEFINED	1	162
		1206	42612	SH	DEFINED	17	39
		11346	400932	SH	DEFINED	85	400
---	-----	-----					
		17273	610377				
JACUZZI BRANDS INC	469865109	548	77350	SH	DEFINED	85	77
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		548	77350				
JANUS CAP GROUP INC	47102X105	193	11785	SH	DEFINED	1	11
		1	35	SH	DEFINED	17	
		195	11865	SH	DEFINED	85	11
	--	-----	-----				
		389	23685				
JARDEN CORP	471109108	344	12583	SH	DEFINED	1	12
		1706	62417	SH	DEFINED	85	62
	--	-----	-----				
		2051	75000				
JEFFERIES GROUP INC NEW	472319102	443	13422	SH	DEFINED	1	13
		2198	66578	SH	DEFINED	85	66
	--	-----	-----				
		2642	80000				
JEFFERSON PILOT CORP	475070108	34017	671618	SH	DEFINED	1	671
		2111	41677	SH	DEFINED	17	40
		665	13125	SH	DEFINED	85	13
	--	-----	-----				
		36793	726420				
JOHNSON & JOHNSON	478160104	111811	2164371	SH	DEFINED	1	2070
		33444	647395	SH	DEFINED	17	615
		12492	241815	SH	DEFINED	85	230
	--	-----	-----				
		157748	3053581				
JOHNSON CTLS INC	478366107	1308	11261	SH	DEFINED	1	11
		2085	17952	SH	DEFINED	17	17
		1442	12414	SH	DEFINED	85	5
	--	-----	-----				
		4834	41627				
JONES APPAREL GROUP INC	480074103	94	2673	SH	DEFINED	1	2
		1077	30577	SH	DEFINED	85	30
	--	-----	-----				
		1171	33250				
JOY GLOBAL INC	481165108	1831	70000	SH	DEFINED	85	70
	--	-----	-----				
		1831	70000				
JUNIPER NETWORKS INC	48203R104	21	1125	SH	DEFINED	1	1
		10	554	SH	DEFINED	17	
		1027	55000	SH	DEFINED	85	55
	--	-----	-----				
		1059	56679				
KLA-TENCOR CORP	482480100	242	4136	SH	DEFINED	1	4
		560	9564	SH	DEFINED	85	9
	--	-----	-----				
		802	13700				
K2 INC	482732104	93	6106	SH	DEFINED	1	6
		1513	99480	SH	DEFINED	85	99
	--	-----	-----				
		1606	105586				

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K V PHARMACEUTICAL CO	482740206	45	1749	SH	DEFINED	1	1
		141	5520	SH	DEFINED	17	5
		2395	93924	SH	DEFINED	85	66
	--	-----	-----				
		2580	101193				
KADANT INC	48282T104	681	31450	SH	DEFINED	85	31
		681	31450				
KANEB PIPE LINE PARTNERS L P	484169107	13	250	SH	DEFINED	1	6
		320	6300	SH	DEFINED	17	6
		333	6550				
KANEB SERVICES LLC	484173109	106	3333	SH	DEFINED	1	3
		959	30100	SH	DEFINED	85	30
		1066	33433				
KB HOME	48666K109	69	950	SH	DEFINED	1	2
		159	2190	SH	DEFINED	85	2
		228	3140				
KELLOGG CO	487836108	1827	47975	SH	DEFINED	1	47
		5998	157518	SH	DEFINED	17	154
		1422	37353	SH	DEFINED	85	37
		9248	242846				
KENSEY NASH CORP	490057106	312	13422	SH	DEFINED	1	13
		23	1000	SH	DEFINED	17	1
		1548	66578	SH	DEFINED	85	66
		1883	81000				
KERR MCGEE CORP	492386107	99	2120	SH	DEFINED	1	2
		46	996	SH	DEFINED	17	4
		2090	44953	SH	DEFINED	85	44

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	--	-----	-----					
		2235	48069					
KEY ENERGY SVCS INC	492914106	875	84900	SH		DEFINED	85	84
		875	84900					
KEYCORP NEW	493267108	12417	423498	SH		DEFINED	1	410
		4666	159142	SH		DEFINED	17	157

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		16139	550430	SH	DEFINED	85	550
	--	-----	-----				
		33222	1133070				
KEYSPAN CORP	49337W100	139	3770	SH	DEFINED	1	3
		122	3316	SH	DEFINED	17	3
		288	7830	SH	DEFINED	85	7
	--	-----	-----				
		549	14916				
KIMBERLY CLARK CORP	494368103	7693	130197	SH	DEFINED	1	126
		2116	35817	SH	DEFINED	17	34
		4423	74852	SH	DEFINED	85	74
	--	-----	-----				
		14233	240866				
KIMCO REALTY CORP	49446R109	101	2250	SH	DEFINED	1	2
		94	2102	SH	DEFINED	17	2
		3616	80800	SH	DEFINED	85	80
	--	-----	-----				
		3811	85152				
KINDER MORGAN INC KANS	49455P101	156	2643	SH	DEFINED	1	2
		95	1600	SH	DEFINED	17	1
		358	6057	SH	DEFINED	85	6
	--	-----	-----				
		609	10300				
KINDER MORGAN ENERGY PARTNER	494550106	1150	23350	SH	DEFINED	1	3
		657	13330	SH	DEFINED	17	13
	--	-----	-----				
		1807	36680				
KING PHARMACEUTICALS INC	495582108	1857	121713	SH	DEFINED	1	113
		1698	111300	SH	DEFINED	17	110
		4912	321858	SH	DEFINED	85	321
	--	-----	-----				
		8467	554871				
KNIGHT RIDDER INC	499040103	152	1965	SH	DEFINED	1	1
		4	55	SH	DEFINED	17	
		297	3835	SH	DEFINED	85	3
	--	-----	-----				
		453	5855				
KOHL'S CORP	500255104	6775	150748	SH	DEFINED	1	143
		4400	97902	SH	DEFINED	17	95
		754	16776	SH	DEFINED	85	16
	--	-----	-----				
		11928	265426				
KOMAG INC	500453204	292	20000	SH	DEFINED	85	20
	--	-----	-----				
		292	20000				
KONINKLIJKE PHILIPS ELECTRS	500472303	389	13386	SH	DEFINED	1	13
		106	3629	SH	DEFINED	17	3
	--	-----	-----				
		495	17015				
KOPIN CORP	500600101	5	800	SH	DEFINED	1	
		503	75000	SH	DEFINED	85	75

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		509	75800					
KOS PHARMACEUTICALS INC	500648100	361	8389	SH	DEFINED	1	8	
		1790	41611	SH	DEFINED	85	41	
		2151	50000					
KRAFT FOODS INC	50075N104	1769	54910	SH	DEFINED	1	53	
		384	11903	SH	DEFINED	17	11	
		2153	66813					
KRISPY KREME DOUGHNUTS INC	501014104	61	1675	SH	DEFINED	1	1	
		233	6360	SH	DEFINED	17	1	
		294	8035					
KROGER CO	501044101	5312	287006	SH	DEFINED	1	263	
		338	18273	SH	DEFINED	17	13	
		679	36697	SH	DEFINED	85	36	
		6330	341976					
KROLL	501049100	709	27250	SH	DEFINED	85	12	
		709	27250					
KYPHON INC	501577100	187	7550	SH	DEFINED	1	7	
		930	37450	SH	DEFINED	85	37	

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		1117	45000					
LSI LOGIC CORP	502161102	86	9742	SH		DEFINED	1	974
		5	575	SH		DEFINED	17	57
		165	18658	SH		DEFINED	85	1865
		257	28975					
LTX CORP	502392103	668	44461	SH		DEFINED	1	4446
		3315	220539	SH		DEFINED	85	22053
		3983	265000					
L-3 COMMUNICATIONS HLDGS INC	502424104	16098	313440	SH		DEFINED	1	29768
		9164	178426	SH		DEFINED	17	17412
		11869	231100	SH		DEFINED	85	23110
		37132	722966					

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LA Z BOY INC	505336107	126	6000	SH	DEFINED	1	6000	
		2380	113451	SH	DEFINED	17	113451	
		---	-----	-----				
		2506	119451					
LABOR READY INC	505401208	571	43561	SH	DEFINED	1	4288	
		88	6713	SH	DEFINED	17	6713	
		2671	203894	SH	DEFINED	85	203894	
		---	-----	-----				
		3330	254168					
LAM RESEARCH CORP	512807108	6	200	SH	DEFINED	17	2000	
		2083	64500	SH	DEFINED	85	64500	
		---	-----	-----				
				2090	64700			
LANCE INC	514606102	38	2500	SH	DEFINED	1	2500	
		150	10000	SH	DEFINED	17	10000	
		---	-----	-----				
		188	12500					
LAWSON SOFTWARE INC	520780107	900	108400	SH	DEFINED	85	108400	
		---	-----	-----				
				900	108400			
LAZARE KAPLAN INTL INC	521078105	83	12000	SH	DEFINED	1	12000	
		1638	235600	SH	DEFINED	85	235600	
		---	-----	-----				
		1721	247600					
LEAPFROG ENTERPRISES INC	52186N106	1632	61513	SH	DEFINED	1	5928	
		2044	77046	SH	DEFINED	17	7552	
		5637	212489	SH	DEFINED	85	19018	
		---	-----	-----				
		9313	351048					
LEE ENTERPRISES INC	523768109	199	4550	SH	DEFINED	1	4550	
		65	1497	SH	DEFINED	17	1497	
		---	-----	-----				
		264	6047					
LEGGETT & PLATT INC	524660107	627	29006	SH	DEFINED	1	29006	
		39	1784	SH	DEFINED	17	1784	
		205	9494	SH	DEFINED	85	9494	
		---	-----	-----				
		871	40284					
LEGG MASON INC	524901105	81	1050	SH	DEFINED	17	1050	
		1084	14050	SH	DEFINED	85	14050	
		---	-----	-----				
		1165	15100					
LEHMAN BROS HLDGS INC	524908100	1653	21405	SH	DEFINED	1	1960	
		493	6382	SH	DEFINED	17	6330	
		1796	23258	SH	DEFINED	85	23258	
		---	-----	-----				
		3942	51045					
LENNAR CORP	526057104	1626	16936	SH	DEFINED	1	1676	
		435	4528	SH	DEFINED	17	4490	
		6364	66300	SH	DEFINED	85	66300	
		---	-----	-----				

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		8425	87764					
LENNOX INTL INC	526107107	772	46200	SH	DEFINED	85	46200	
	--	-----	-----					
		772	46200					
LESCO INC OHIO	526872106	2565	197500	SH	DEFINED	85	197500	
	--	-----	-----					
		2565	197500					
LEVEL 3 COMMUNICATIONS INC	52729NAS9	6725	100000	SH	DEFINED	1	100000	
	--	-----	-----					
		6725	100000					
LEVEL 3 COMMUNICATIONS INC	52729N100	14	2500	SH	DEFINED	1	2500	
		218	38329	SH	DEFINED	17	38329	
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		233	40829					

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LEXMARK INTL NEW	529771107	4643	59036	SH		DEFINED	1	5850
		3954	50278	SH		DEFINED	17	4853
		3221	40961	SH		DEFINED	85	40961
	--	-----	-----					
		11818	150275					
LIBERTY MEDIA CORP	530715AG6	210	3000	SH		DEFINED	17	3000
	--	-----	-----					
		210	3000					
LIBERTY MEDIA CORP	530715AR2	312	3000	SH		DEFINED	17	3000
	--	-----	-----					
		312	3000					
LIBERTY MEDIA CORP NEW	530718105	231	19411	SH		DEFINED	1	19411
		16	1330	SH		DEFINED	17	1330
		4340	365000	SH		DEFINED	85	365000
	--	-----	-----					
		4586	385741					
LILLY ELI & CO	532457108	67226	955858	SH		DEFINED	1	91888
		21763	309435	SH		DEFINED	17	29475
		4952	70406	SH		DEFINED	85	70406
	--	-----	-----					
		93940	1335699					
LIMITED BRANDS INC	532716107	774	42906	SH		DEFINED	1	42906
		97	5379	SH		DEFINED	17	475
		459	25460	SH		DEFINED	85	25460
	--	-----	-----					
		1330	73745					

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LINCOLN ELEC HLDGS INC	533900106	205	8300	SH	DEFINED	17	8300
	--	-----	-----				
		205	8300				
LINCOLN NATL CORP IND	534187109	1617	40051	SH	DEFINED	1	3806
		2765	68490	SH	DEFINED	17	6829
		1788	44287	SH	DEFINED	85	4428
	--	-----	-----				
		6170	152828				
LINEAR TECHNOLOGY CORP	535678106	294	6979	SH	DEFINED	1	6979
		1096	26044	SH	DEFINED	17	26044
		1021	24271	SH	DEFINED	85	24271
	--	-----	-----				
		2410	57294				
LINENS N THINGS INC	535679104	6	190	SH	DEFINED	1	190
		60	2000	SH	DEFINED	17	2000
		614	20400	SH	DEFINED	85	20400
	--	-----	-----				
		680	22590				
LIZ CLAIBORNE INC	539320101	122	3440	SH	DEFINED	1	3440
		78	2200	SH	DEFINED	17	2200
		428	12060	SH	DEFINED	85	12060
	--	-----	-----				
		628	17700				
LOCKHEED MARTIN CORP	539830109	1228	23890	SH	DEFINED	1	23890
		2003	38961	SH	DEFINED	17	26440
		1139	22166	SH	DEFINED	85	22166
	--	-----	-----				
		4370	85017				
LOEWS CORP	540424AL2	1440	15000	SH	DEFINED	1	15000
	--	-----	-----				
		1440	15000				
LOEWS CORP	540424108	452	9145	SH	DEFINED	1	9145
		37	756	SH	DEFINED	17	756
		453	9155	SH	DEFINED	85	9155
	--	-----	-----				
		942	19056				
LOEWS CORP	540424207	191	7570	SH	DEFINED	17	7570
		493	19550	SH	DEFINED	85	19550
	--	-----	-----				
		685	27120				
LOUISIANA PAC CORP	546347105	55	3087	SH	DEFINED	1	3087
		38	2152	SH	DEFINED	17	2152
		93	5211	SH	DEFINED	85	5211
	--	-----	-----				
		187	10450				
LOWES COS INC	548661CF2	275	3000	SH	DEFINED	17	3000
	--	-----	-----				
		275	3000				
LOWES COS INC	548661107	64067	1156657	SH	DEFINED	1	105293
		13218	238627	SH	DEFINED	17	22356

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		32595	588459	SH	DEFINED	85	58845
	--	-----	-----				
		109880	1983743				
LUBRIZOL CORP	549271104	208	6400	SH	DEFINED	1	640
		21	650	SH	DEFINED	17	65
	--	-----	-----				
		229	7050				

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LUCENT TECHNOLOGIES INC	549463107	500	176192	SH		DEFINED	1	17313
		280	98521	SH		DEFINED	17	7508
		2347	826342	SH		DEFINED	85	82634
	--	-----	-----					
		3127	1101055					
MBIA INC	55262C100	297	5022	SH		DEFINED	1	502
		90	1520	SH		DEFINED	17	152
		421	7103	SH		DEFINED	85	710
	--	-----	-----					
		808	13645					
MBNA CORP	55262L100	894	35958	SH		DEFINED	1	3306
		1625	65402	SH		DEFINED	17	6055
		2894	116448	SH		DEFINED	85	11644
	--	-----	-----					
		5413	217808					
MDU RESOURCES GROUP	552690109	393	16500	SH		DEFINED	85	
	--	-----	-----					
		393	16500					
MFS CHARTER INCOME TR	552727109	115	13069	SH		DEFINED	1	1306
	--	-----	-----					
		115	13069					
MFS INTER INCOME TR	55273C107	12	1700	SH		DEFINED	1	170
		3	500	SH		DEFINED	17	50
		334	49000	SH		DEFINED	85	4900
	--	-----	-----					
		349	51200					
MFS MUN INCOME TR	552738106	4	500	SH		DEFINED	1	50
		76	9906	SH		DEFINED	17	990
	--	-----	-----					
		79	10406					
MGIC INVT CORP WIS	552848103	372	6528	SH		DEFINED	1	652
		287	5040	SH		DEFINED	17	504
		562	9872	SH		DEFINED	85	487
	--	-----	-----					



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		1221	21440				
MGI PHARMA INC	552880106	380	9241	SH	DEFINED	1	898
		154	3738	SH	DEFINED	17	373
		2609	63411	SH	DEFINED	85	4991
	--	-----	-----				
		3143	76390				
MFS GOVT MKTS INCOME TR	552939100	22	3300	SH	DEFINED	1	330
		7	1000	SH	DEFINED	17	50
		1474	217400	SH	DEFINED	85	21740
	--	-----	-----				
		1503	221700				
MKS INSTRUMENT INC	55306N104	365	12583	SH	DEFINED	1	1258
		1810	62417	SH	DEFINED	85	6241
	--	-----	-----				
		2175	75000				
MTS SYS CORP	553777103	1154	60000	SH	DEFINED	85	6000
	--	-----	-----				
		1154	60000				
MVC CAP	553829102	280	35000	SH	DEFINED	85	3500
	--	-----	-----				
		280	35000				
MACATAWA BK CORP	554225102	289	10187	SH	DEFINED	17	1018
	--	-----	-----				
		289	10187				
MAGNUM HUNTER RES INC	55972F203	333	35000	SH	DEFINED	85	3500
	--	-----	-----				
		333	35000				
MAIR HOLDINGS INC	560635104	1201	165000	SH	DEFINED	85	16500
	--	-----	-----				
		1201	165000				
MALAYSIA FD INC	560905101	150	25000	SH	DEFINED	85	2500
	--	-----	-----				
		150	25000				
MALAN RLTY INVS INC	561063AA6	4494	45000	SH	DEFINED	1	4500
	--	-----	-----				
		4494	45000				
MANOR CARE INC NEW	564055101	74	2137	SH	DEFINED	1	213
		154	4463	SH	DEFINED	85	446
	--	-----	-----				
		228	6600				
MANPOWER INC	56418HAC4	278	4000	SH	DEFINED	17	400
	--	-----	-----				
		278	4000				
MANPOWER INC	56418H100	1806	38368	SH	DEFINED	1	3719
		282	5994	SH	DEFINED	17	593
		5071	107700	SH	DEFINED	85	10770

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FORM 13F  
 REPORTING MANAGER: FIFTH THIRD BANCORP

SEC NO 28-539  
 AS OF 12/31/03

NAME OF ISSUER	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTHER MANAGERS	SOLE
	--	7159	152062					
MANULIFE FINL CORP	56501R106	1003	31057	SH		DEFINED	1	2817
		965	29890	SH		DEFINED	17	2989
	--	1969	60947					
MAPINFO CORP	565105103	178	17617	SH		DEFINED	1	1761
		882	87383	SH		DEFINED	85	8738
	--	1059	105000					
MARATHON OIL CORP	565849106	4541	137235	SH		DEFINED	1	12671
		9317	281567	SH		DEFINED	17	27773
		14910	450581	SH		DEFINED	85	45058
	--	28768	869383					
MARSH & MCLENNAN COS INC	571748102	62708	1309409	SH		DEFINED	1	125810
		13462	281098	SH		DEFINED	17	27650
		3267	68224	SH		DEFINED	85	6822
	--	79437	1658731					
MARSHALL & ILSLEY CORP	571834100	237	6193	SH		DEFINED	1	619
		779	20378	SH		DEFINED	17	967
		884	23107	SH		DEFINED	85	1110
	--	1900	49678					
MARRIOTT INTL INC NEW	571903202	321	6953	SH		DEFINED	1	695
		154	3325	SH		DEFINED	17	332
		524	11347	SH		DEFINED	85	1134
	--	999	21625					
MARTEK BIOSCIENCES CORP	572901106	382	5872	SH		DEFINED	1	587
		20	300	SH		DEFINED	17	20
		1896	29128	SH		DEFINED	85	2912
	--	2298	35300					
MARTEN TRANSPORT LTD	573075108	678	43875	SH		DEFINED	85	1942
	--	678	43875					
MASCO CORP	574599106	5629	205366	SH		DEFINED	1	19623
		4535	165455	SH		DEFINED	17	16324
		10133	369679	SH		DEFINED	85	36967
	--	20297	740500					

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MATERIAL SCIENCES CORP	576674105	51	5000	SH	DEFINED	1	500
		3108	307500	SH	DEFINED	85	30750
	--	-----	-----				
		3259	312500				
MATTEL INC	577081102	238	12352	SH	DEFINED	1	1235
		92	4774	SH	DEFINED	17	476
		408	21180	SH	DEFINED	85	2118
	--	-----	-----				
		738	38306				
MATTSON TECHNOLOGY INC	577223100	264	21811	SH	DEFINED	1	2181
		1309	108189	SH	DEFINED	85	10818
	--	-----	-----				
		1573	130000				
MAVERICK TUBE	577914104	424	22000	SH	DEFINED	85	980
	--	-----	-----				
		424	22000				
MAXIM INTEGRATED PRODS INC	57772K101	36395	734067	SH	DEFINED	1	66797
		10295	207649	SH	DEFINED	17	19865
		33475	675170	SH	DEFINED	85	67517
	--	-----	-----				
		80165	1616886				
MAXTOR	577729205	161	14500	SH	DEFINED	85	1450
	--	-----	-----				
		161	14500				
MAXWELL TECHNOLOGIES INC	577767106	43	6000	SH	DEFINED	1	600
		1243	175000	SH	DEFINED	85	17500
	--	-----	-----				
		1286	181000				
MAY DEPT STORES CO	577778103	10038	345297	SH	DEFINED	1	33734
		1946	66928	SH	DEFINED	17	6641
		10843	372985	SH	DEFINED	85	37298
	--	-----	-----				
		22826	785210				
MAYTAG CORP	578592107	242	8674	SH	DEFINED	1	867
		40	1425	SH	DEFINED	17	142
		861	30926	SH	DEFINED	85	3092
	--	-----	-----				
		1143	41025				
MBT FINL CORP	578877102	212	12870	SH	DEFINED	1	1287

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		829	50241	SH		DEFINED	17	5024

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		--	-----	-----				
			1042	63111				
MCCORMICK & CO INC	579780206	311	10331	SH	DEFINED	1	1033	
		97	3214	SH	DEFINED	17	321	
		204	6785	SH	DEFINED	85	678	
		--	-----	-----				
			612	20330				
MCDONALDS CORP	580135101	7901	318222	SH	DEFINED	1	29843	
		5255	211645	SH	DEFINED	17	20686	
		11317	455788	SH	DEFINED	85	45578	
		--	-----	-----				
			24474	985655				
MCGRAW HILL COS INC	580645109	6087	87062	SH	DEFINED	1	8436	
		5493	78561	SH	DEFINED	17	7699	
		1208	17284	SH	DEFINED	85	1728	
		--	-----	-----				
			12789	182907				
MCKESSON CORP	58155Q103	270	8403	SH	DEFINED	1	840	
		386	12006	SH	DEFINED	17	1200	
		1127	35024	SH	DEFINED	85	3502	
		--	-----	-----				
			1783	55433				
MCLEODUSA INC	582266706	150	101611	SH	DEFINED	17	10161	
		--	-----	-----				
			150	101611				
MEADE INSTRUMENTS CORP	583062104	71	20500	SH	DEFINED	1	2000	
		1346	390000	SH	DEFINED	85	39000	
		--	-----	-----				
			1417	410500				
MEADOWBROOK INS GROUP INC	58319P108	656	155000	SH	DEFINED	85	15500	
		--	-----	-----				
			656	155000				
MEADWESTVACO CORP	583334107	2256	75831	SH	DEFINED	1	7527	
		68	2290	SH	DEFINED	17	109	
		293	9864	SH	DEFINED	85	986	
		--	-----	-----				
			2618	87985				
MEDCO HEALTH SOLUTIONS INC	58405U102	7697	226435	SH	DEFINED	1	21694	
		3312	97437	SH	DEFINED	17	9535	
		5180	152392	SH	DEFINED	85	15239	
		--	-----	-----				
			16188	476264				
MEDICINES CO	584688105	535	18157	SH	DEFINED	1	1774	
		129	4381	SH	DEFINED	17	438	
		3493	118547	SH	DEFINED	85	9664	
		--	-----	-----				
			4157	141085				
MEDIMMUNE INC	584699102	1851	72927	SH	DEFINED	1	6869	
		194	7626	SH	DEFINED	17	732	
		310	12223	SH	DEFINED	85	1222	
		--	-----	-----				

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		2355	92776					
MEDTRONIC INC	585055AB2	307	3000	SH	DEFINED	17	300	
	--	-----	-----					
		307	3000					
MEDTRONIC INC	585055106	47681	980884	SH	DEFINED	1	91987	
		22274	458223	SH	DEFINED	17	43129	
		7530	154898	SH	DEFINED	85	14039	
	--	-----	-----					
		77485	1594005					
MELLON FINL CORP	58551A108	60981	1899122	SH	DEFINED	1	176991	
		10231	318618	SH	DEFINED	17	30832	
		53010	1650887	SH	DEFINED	85	165088	
	--	-----	-----					
		124222	3868627					
MERCANTILE BANKSHARES CORP	587405101	8030	176181	SH	DEFINED	1	15098	
		86	1895	SH	DEFINED	17	189	
	--	-----	-----					
		8117	178076					
MERCK & CO INC	589331107	72737	1574391	SH	DEFINED	1	149606	
		21588	467265	SH	DEFINED	17	45799	
		16856	364838	SH	DEFINED	85	36483	
	--	-----	-----					
		111180	2406494					
MERCURY AIR GROUP INC	589354406	50	10000	SH	DEFINED	1	1000	
		662	132500	SH	DEFINED	85	13250	
	--	-----	-----					
		712	142500					
MERCURY COMPUTER SYS	589378108	1036	41611	SH	DEFINED	85	4161	
	--	-----	-----					
		1036	41611					

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MERCURY GENL CORP NEW	589400100	79	1700	SH		DEFINED	1	150
		275	5900	SH		DEFINED	85	590
	--	-----	-----					
		354	7600					
MERCURY INTERACTIVE CORP	589405109	1863	38310	SH		DEFINED	1	3763
		833	17119	SH		DEFINED	17	1704
		7139	146764	SH		DEFINED	85	14676
	--	-----	-----					
		9835	202193					
MEREDITH CORP	589433101	190	3899	SH		DEFINED	1	389

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		122	2501	SH	DEFINED	85	2501
	--	-----	-----				
		312	6400				
MERIDIAN DIAGNOSTICS INC	589602AB7	3845	40000	SH	DEFINED	17	40000
	--	-----	-----				
		3845	40000				
MERITAGE HOSPITALITY GROUP I	59000K101	212	45203	SH	DEFINED	17	45203
	--	-----	-----				
		212	45203				
MERRILL LYNCH & CO INC	590188108	5825	99311	SH	DEFINED	1	9283
		4627	78899	SH	DEFINED	17	7850
		17987	306677	SH	DEFINED	85	306677
	--	-----	-----				
		28439	484887				
MESA AIR GROUP INC	590479101	455	36200	SH	DEFINED	85	36200
	--	-----	-----				
		455	36200				
METHODE ELECTRS INC	591520200	655	53550	SH	DEFINED	85	53550
	--	-----	-----				
		655	53550				
METLIFE INC	59156R108	708	21032	SH	DEFINED	1	2081
		413	12272	SH	DEFINED	17	1204
		1259	37385	SH	DEFINED	85	37385
	--	-----	-----				
		2380	70689				
MICHAELS STORES INC	594087108	1421	32145	SH	DEFINED	1	3179
		689	15590	SH	DEFINED	17	1526
		5865	132700	SH	DEFINED	85	132700
	--	-----	-----				
		7975	180435				
MICREL INC	594793101	313	20133	SH	DEFINED	1	20133
		2410	154867	SH	DEFINED	85	154867
	--	-----	-----				
		2723	175000				
MICROSOFT CORP	594918104	126173	4609908	SH	DEFINED	1	438898
		37648	1375503	SH	DEFINED	17	133678
		63926	2335603	SH	DEFINED	85	229560
	--	-----	-----				
		227747	8321014				
MICROCHIP TECHNOLOGY INC	595017104	4462	133701	SH	DEFINED	1	13152
		1433	42948	SH	DEFINED	17	4276
		12243	366900	SH	DEFINED	85	35990
	--	-----	-----				
		18138	543549				
MICROMUSE INC	595094103	344	49856	SH	DEFINED	1	49856
		0	35	SH	DEFINED	17	35
		1665	241344	SH	DEFINED	85	241344
	--	-----	-----				
		2010	291235				
MICRON TECHNOLOGY INC	595112103	192	14241	SH	DEFINED	1	1363

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		17	1260	SH	DEFINED	17	126
		405	30074	SH	DEFINED	85	3007
	--	-----	-----				
		614	45575				
MID ATLANTIC MED SVCS INC	59523C107	1839	28387	SH	DEFINED	1	2808
		349	5389	SH	DEFINED	17	532
		7232	111600	SH	DEFINED	85	11160
	--	-----	-----				
		9420	145376				
MIDAS GROUP INC	595626102	1430	100000	SH	DEFINED	85	10000
	--	-----	-----				
		1430	100000				
MIDCAP SPDR TR	595635103	174	1650	SH	DEFINED	1	135
		224	2123	SH	DEFINED	17	212
	--	-----	-----				
		398	3773				
MIDDLEBY CORP	596278101	11299	279196	SH	DEFINED	17	27919
	--	-----	-----				
		11299	279196				
MIDWAY GAMES INC	598148104	388	100000	SH	DEFINED	85	10000
	--	-----	-----				
		388	100000				

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MILLENNIUM PHARMACEUTICALS I	599902103	7	400	SH		DEFINED	17	40
		4103	220000	SH		DEFINED	85	22000
	--	-----	-----					
		4110	220400					
MILLER HERMAN INC	600544100	497	20500	SH		DEFINED	17	1970
	--	-----	-----					
		497	20500					
MILLS CORP	601148109	1725	39200	SH		DEFINED	85	3920
	--	-----	-----					
		1725	39200					
MINDSPEED TECHNOLOGIES INC	602682106	16	2341	SH		DEFINED	1	234
		57	8381	SH		DEFINED	17	690
	--	-----	-----					
		73	10722					
MINERALS TECHNOLOGIES INC	603158106	918	15500	SH		DEFINED	85	1550
	--	-----	-----					
		918	15500					

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MOBILE MINI INC	60740F105	1102	55899	SH	DEFINED	85	55899
	--	-----	-----				
		1102	55899				
MOLEX INC	608554101	253	7250	SH	DEFINED	1	7250
		7	200	SH	DEFINED	17	2000
		329	9416	SH	DEFINED	85	9416
	--	-----	-----				
		588	16866				
MONDAVI ROBERT CORP	609200100	668	17200	SH	DEFINED	85	17200
	--	-----	-----				
		668	17200				
MONSANTO CO NEW	61166W101	635	22081	SH	DEFINED	1	21115
		6212	215855	SH	DEFINED	17	200340
		1268	44046	SH	DEFINED	85	44046
	--	-----	-----				
		8115	281982				
MONTEREY PASTA CO	612570101	37	10000	SH	DEFINED	1	10000
		1179	316200	SH	DEFINED	85	316200
	--	-----	-----				
		1217	326200				
MOODYS CORP	615369105	1071	17684	SH	DEFINED	1	17684
		411	6790	SH	DEFINED	17	6790
		445	7348	SH	DEFINED	85	7348
	--	-----	-----				
		1927	31822				
MORGAN STANLEY EMER MKTS DEB	61744H105	66	6753	SH	DEFINED	1	6753
		84	8557	SH	DEFINED	17	8557
	--	-----	-----				
		149	15310				
MORGAN STANLEY	617446448	2702	46683	SH	DEFINED	1	46683
		18312	316429	SH	DEFINED	17	267340
		5201	89875	SH	DEFINED	85	89875
	--	-----	-----				
		26215	452987				
MORGAN STANLEY	61745P429	91	9470	SH	DEFINED	1	9470
		55	5700	SH	DEFINED	17	5700
	--	-----	-----				
		145	15170				
MORGAN STANLEY	61745P445	104	13450	SH	DEFINED	1	13450
		46	6000	SH	DEFINED	17	6000
	--	-----	-----				
		150	19450				
MOTOROLA INC	620076109	2917	208374	SH	DEFINED	1	202240
		3621	258623	SH	DEFINED	17	246040
		5715	408217	SH	DEFINED	85	408217
	--	-----	-----				
		12253	875214				
MOVADO GROUP INC	624580106	1412	50000	SH	DEFINED	85	50000
	--	-----	-----				
		1412	50000				



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MUNIENHANCED FD INC	626243109	30	2779	SH	DEFINED	1	277
		137	12661	SH	DEFINED	17	1266
	--	-----	-----				
		167	15440				
MUNIYIELD FLA FD	626297105	46	3242	SH	DEFINED	1	324
		207	14565	SH	DEFINED	17	1456
	--	-----	-----				
		254	17807				
MUNIYIELD INSD FD INC	62630E107	73	4984	SH	DEFINED	1	498
		176	11999	SH	DEFINED	17	1199
	--	-----	-----				
		250	16983				
MUNIYIELD MICH INSD FD INC	62630J106	270	18000	SH	DEFINED	1	900

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		178	11833	SH		DEFINED	17	1183
	--	-----	-----					
		448	29833					
MUNIYIELD MICH INSD FD II IN	626300107	280	20000	SH		DEFINED	1	
		157	11235	SH		DEFINED	17	1123
	--	-----	-----					
		437	31235					
MUNIYIELD QUALITY FD INC	626302103	27	1830	SH		DEFINED	1	183
		203	13911	SH		DEFINED	17	1391
	--	-----	-----					
		230	15741					
MURPHY OIL CORP	626717102	144	2200	SH		DEFINED	1	220
		66	1010	SH		DEFINED	17	101
	--	-----	-----					
		210	3210					
MYLAN LABS INC	628530107	507	20053	SH		DEFINED	1	1942
	--	-----	-----					
		507	20053					
NBTY INC	628782104	15	575	SH		DEFINED	1	57
		1788	66578	SH		DEFINED	85	6657
	--	-----	-----					
		1804	67153					
NCR CORP NEW	62886E108	104	2692	SH		DEFINED	1	258
		73	1872	SH		DEFINED	17	178
		176	4532	SH		DEFINED	85	453
	--	-----	-----					
		353	9096					

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NMS COMMUNICATIONS CORP	629248105	312	50000	SH	DEFINED	85	50000
	--	-----	-----				
		312	50000				
NN INC	629337106	3	200	SH	DEFINED	1	200
		316	25126	SH	DEFINED	85	25126
	--	-----	-----				
		318	25326				
NPS PHARMACEUTICALS INC	62936P103	257	8389	SH	DEFINED	1	8389
		1277	41611	SH	DEFINED	85	41611
	--	-----	-----				
		1534	50000				
NANOMETRICS INC	630077105	2648	180000	SH	DEFINED	85	180000
	--	-----	-----				
		2648	180000				
NASDAQ 100 TR	631100104	613	16800	SH	DEFINED	1	16800
		3460	94907	SH	DEFINED	17	94907
		729	20000	SH	DEFINED	85	20000
	--	-----	-----				
		4802	131707				
NATIONAL CITY CORP	635405103	15915	468906	SH	DEFINED	1	468906
		4915	144801	SH	DEFINED	17	144801
		1092	32183	SH	DEFINED	85	32183
	--	-----	-----				
		21922	645890				
NATIONAL COMMERCE FINL CORP	63545P104	51640	1892956	SH	DEFINED	1	1892956
		10500	384884	SH	DEFINED	17	384884
		7767	284700	SH	DEFINED	85	284700
	--	-----	-----				
		69906	2562540				
NATIONAL DENTEX CORP	63563H109	1680	70000	SH	DEFINED	85	70000
	--	-----	-----				
		1680	70000				
NATIONAL FUEL GAS CO N J	636180101	249	10196	SH	DEFINED	1	10196
		61	2480	SH	DEFINED	17	2480
	--	-----	-----				
		310	12676				
NATIONAL SEMICONDUCTOR CORP	637640103	229	5815	SH	DEFINED	1	5815
		96	2440	SH	DEFINED	17	2440
		358	9085	SH	DEFINED	85	9085
	--	-----	-----				
		683	17340				
NATUZZI S P A	63905A101	302	30000	SH	DEFINED	85	30000
	--	-----	-----				
		302	30000				
NAVISTAR INTL CORP NEW	63934E108	72	1498	SH	DEFINED	1	1498
		164	3422	SH	DEFINED	85	3422
	--	-----	-----				
		236	4920				
NAVIGANT CONSULTING INC	63935N107	298	15791	SH	DEFINED	1	15791

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		141	7460	SH	DEFINED	17	746
		1256	66578	SH	DEFINED	85	6657
	--	-----	-----				
		1694	89829				
NEIMAN MARCUS GROUP INC	640204202	2576	48000	SH	DEFINED	85	4800

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	--	-----	-----					
		2576	48000					
NEIMAN MARCUS GROUP INC	640204301	560	11200	SH		DEFINED	85	1120
	--	-----	-----					
		560	11200					
NETEGRITY INC	64110P107	254	25000	SH		DEFINED	85	2500
	--	-----	-----					
		254	25000					
NETWORK APPLIANCE INC	64120L104	1672	81801	SH		DEFINED	1	8012
		514	25170	SH		DEFINED	17	2501
		7604	372015	SH		DEFINED	85	37201
	--	-----	-----					
		9790	478986					
NEUROCRINE BIOSCIENCES INC	64125C109	2216	40635	SH		DEFINED	1	4027
		355	6510	SH		DEFINED	17	643
		9033	165628	SH		DEFINED	85	16562
	--	-----	-----					
		11605	212773					
NEW YORK TIMES CO	650111107	164	3427	SH		DEFINED	1	342
		92	1915	SH		DEFINED	17	191
		352	7373	SH		DEFINED	85	737
	--	-----	-----					
		608	12715					
NEWELL RUBBERMAID INC	651229106	7420	325870	SH		DEFINED	1	31665
		9292	408102	SH		DEFINED	17	37220
		4449	195394	SH		DEFINED	85	19539
	--	-----	-----					
		21162	929366					
NEWFIELD EXPL CO	651290108	508	11414	SH		DEFINED	1	1125
		70	1561	SH		DEFINED	17	156
		2409	54095	SH		DEFINED	85	5409
	--	-----	-----					
		2987	67070					
NEWMONT MINING CORP	651639106	1003	20628	SH		DEFINED	1	2062
		309	6356	SH		DEFINED	17	628

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		1352	27813	SH	DEFINED	85	27813
		---	-----				
		2664	54797				
NEXTEL COMMUNICATIONS INC	65332VBC6	496	4000	SH	DEFINED	17	4000
		---	-----				
		496	4000				
NEXTEL COMMUNICATIONS INC	65332V103	1728	61587	SH	DEFINED	1	61587
		321	11450	SH	DEFINED	17	11450
		1823	64963	SH	DEFINED	85	64963
		---	-----				
		3872	138000				
NICOR INC	654086107	66	1950	SH	DEFINED	1	1950
		269	7904	SH	DEFINED	17	7904
		69	2022	SH	DEFINED	85	2022
		---	-----				
		404	11876				
NIKE INC	654106103	388	5666	SH	DEFINED	1	5666
		117	1715	SH	DEFINED	17	1715
		887	12950	SH	DEFINED	85	12950
		---	-----				
		1392	20331				
NISOURCE INC	65473P105	7680	350056	SH	DEFINED	1	350056
		7717	351751	SH	DEFINED	17	351751
		4867	221817	SH	DEFINED	85	221817
		---	-----				
		20264	923624				
NOKIA CORP	654902204	902	53072	SH	DEFINED	1	53072
		830	48827	SH	DEFINED	17	48827
		---	-----				
		1732	101899				
NORDSON CORP	655663102	869	25100	SH	DEFINED	85	25100
		---	-----				
		869	25100				
NORDSTROM INC	655664100	8279	241365	SH	DEFINED	1	241365
		555	16185	SH	DEFINED	17	16185
		14032	409085	SH	DEFINED	85	409085
		---	-----				
		22866	666635				
NORFOLK SOUTHERN CORP	655844108	1476	62420	SH	DEFINED	1	62420
		747	31579	SH	DEFINED	17	31579
		454	19216	SH	DEFINED	85	19216
		---	-----				
		2678	113215				
NORTEL NETWORKS CORP NEW	656568102	35	8285	SH	DEFINED	1	8285
		50	11915	SH	DEFINED	17	11915
		---	-----				
		85	20200				

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REPORTING MANAGER: FIFTH THIRD BANCORP

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NAME OF ISSUER	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTHER MANAGERS	SOLE
NORTH CTRY FINL CORP	658788104	69	39486	SH		DEFINED	17	
	--	69	39486					
NORTH FORK BANCORPORATION NY	659424105	51510	1272806	SH		DEFINED	1	120833
		6306	155820	SH		DEFINED	17	14721
		3900	96361	SH		DEFINED	85	9636
	--	61717	1524987					
NORTHERN BORDER PARTNERS L P	664785102	24	600	SH		DEFINED	1	60
		530	13500	SH		DEFINED	17	1350
	--	554	14100					
NORTHERN TR CORP	665859104	39196	846925	SH		DEFINED	1	77165
		13942	301247	SH		DEFINED	17	29594
		39056	843886	SH		DEFINED	85	82938
	--	92193	1992058					
NORTHROP GRUMMAN CORP	666807102	536	5606	SH		DEFINED	1	557
		460	4812	SH		DEFINED	17	434
		860	8993	SH		DEFINED	85	899
	--	1856	19411					
NORTHWEST AIRLS CORP	667280101	253	20000	SH		DEFINED	17	2000
	--	253	20000					
NORTHWEST PIPE CO	667746101	80	6000	SH		DEFINED	1	600
		825	62000	SH		DEFINED	85	6200
	--	905	68000					
NOVARTIS A G	66987V109	28	600	SH		DEFINED	1	60
		213	4639	SH		DEFINED	17	457
	--	240	5239					
NOVASTAR FINL INC	669947400	86	2000	SH		DEFINED	1	200
		292	6800	SH		DEFINED	17	680
	--	378	8800					
NOVELL INC	670006105	379	35990	SH		DEFINED	1	3599
		6249	593410	SH		DEFINED	85	59341
	--	6628	629400					
NOVELLUS SYS INC	670008101	137	3269	SH		DEFINED	1	326
		315	7482	SH		DEFINED	85	748
	--							

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		452	10751					
NSTAR	67019E107	55	1143	SH	DEFINED	1	114	
		229	4718	SH	DEFINED	17	427	
	--	-----	-----					
		284	5861					
NUCOR CORP	670346105	140	2499	SH	DEFINED	1	249	
		379	6764	SH	DEFINED	17	666	
		214	3826	SH	DEFINED	85	382	
	--	-----	-----					
		733	13089					
NUVEEN INSD PREM INCOME MUN	6706D8104	627	42857	SH	DEFINED	17	4285	
	--	-----	-----					
		627	42857					
NUVEEN INVT QUALITY MUN FD I	67062E103	157	10246	SH	DEFINED	17	1024	
	--	-----	-----					
		157	10246					
NUVEEN SELECT TAX FREE INCM	67062F100	14	1000	SH	DEFINED	1	100	
		202	14834	SH	DEFINED	17	1483	
	--	-----	-----					
		216	15834					
NUVEEN PERFORMANCE PLUS MUN	67062P108	26	1750	SH	DEFINED	1	175	
		131	8750	SH	DEFINED	17	875	
	--	-----	-----					
		158	10500					
NUVEEN PREM INCOME MUN FD	67062T100	3	200	SH	DEFINED	1	20	
		455	31339	SH	DEFINED	17	2867	
	--	-----	-----					
		458	31539					
NUVEEN MUN MKT OPPORTUNITY F	67062W103	105	7222	SH	DEFINED	1	262	
		156	10791	SH	DEFINED	17	999	
	--	-----	-----					
		261	18013					
NUVEEN SELECT TAX FREE INCM	67063C106	37	2760	SH	DEFINED	1	276	
		151	11410	SH	DEFINED	17	1141	
	--	-----	-----					
		188	14170					
NUVEEN PREM INCOME MUN FD 2	67063W102	203	13985	SH	DEFINED	17	1398	

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		203	13985					

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NUVEEN INS FL TX FR ADV MUN	670655109	206	13333	SH	DEFINED	17	13333
	--	-----	-----				
		206	13333				
NVIDIA CORP	67066G104	137	5900	SH	DEFINED	1	5900
		3	150	SH	DEFINED	17	1500
		186	8000	SH	DEFINED	85	8000
	--	-----	-----				
		326	14050				
NUVEEN MUN HIGH INC OPP FD	670682103	214	14000	SH	DEFINED	17	14000
	--	-----	-----				
		214	14000				
NUVEEN QUALITY PFD INCOME FD	67071S101	423	26741	SH	DEFINED	1	26741
		22	1400	SH	DEFINED	17	14000
	--	-----	-----				
		445	28141				
OM GROUP INC	670872100	8	289	SH	DEFINED	1	289
		247	9430	SH	DEFINED	17	9430
	--	-----	-----				
		255	9719				
NUVEEN INVTS INC	67090F106	568	21300	SH	DEFINED	85	21300
	--	-----	-----				
		568	21300				
NUVEEN MUN VALUE FD INC	670928100	113	12142	SH	DEFINED	1	12142
		120	12884	SH	DEFINED	17	11884
	--	-----	-----				
		233	25026				
NUVEEN QUALITY INCOME MUN FD	670977107	41	2837	SH	DEFINED	1	2837
		478	32710	SH	DEFINED	17	29310
	--	-----	-----				
		520	35547				
NUVEEN MICH QUALITY INCOME M	670979103	226	13640	SH	DEFINED	1	13640
		1584	95733	SH	DEFINED	17	95733
	--	-----	-----				
		1810	109373				
NUVEEN OHIO QUALITY INCOME M	670980101	788	42960	SH	DEFINED	1	42960
	--	-----	-----				
		788	42960				
NUVEEN INSD MUN OPPORTUNITY	670984103	61	3768	SH	DEFINED	1	3768
		494	30575	SH	DEFINED	17	30575
	--	-----	-----				
		555	34343				
NUVEEN MICH PREM INCOME MUN	67101Q109	753	47231	SH	DEFINED	17	47231
	--	-----	-----				
		753	47231				
OSI PHARMACEUTICALS INC	671040103	227	7051	SH	DEFINED	1	7051
		1074	33289	SH	DEFINED	85	33289
	--	-----	-----				
		1301	40340				

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OSI SYSTEMS INC	671044105	76	3932	SH	DEFINED	1	393
		2353	122500	SH	DEFINED	85	122500
		---	-----	-----			
		2429	126432				
OCCIDENTAL PETE CORP DEL	674599105	367	8682	SH	DEFINED	1	868
		957	22653	SH	DEFINED	17	1910
		1724	40817	SH	DEFINED	85	4081
		---	-----	-----			
		3048	72152				
OCEANEERING INTL INC	675232102	526	18799	SH	DEFINED	1	1843
		102	3652	SH	DEFINED	17	365
		2447	87383	SH	DEFINED	85	8738
		---	-----	-----			
		3075	109834				
OFFICE DEPOT INC	676220106	371	22219	SH	DEFINED	1	2221
		12	739	SH	DEFINED	17	73
		257	15381	SH	DEFINED	85	1538
		---	-----	-----			
		641	38339				
OGLEBAY NORTON CO	677007106	139	33000	SH	DEFINED	85	3300
		---	-----	-----			
		139	33000				
OHIO CAS CORP	677240103	474	27281	SH	DEFINED	1	2067
		---	-----	-----			
		474	27281				
OLD NATL BANCORP IND	680033107	2555	111798	SH	DEFINED	17	10979
		---	-----	-----			
		2555	111798				
OLD SECOND BANCORP INC ILL	680277100	2458	49652	SH	DEFINED	17	4849
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		2458	49652					
OLYMPIC STEEL INC	68162K106	146	17800	SH		DEFINED	1	1780
		2791	340000	SH		DEFINED	85	30000
		---	-----	-----				
		2937	357800					
OMNICARE INC	681904108	2055	50877	SH		DEFINED	1	5006
		2199	54436	SH		DEFINED	17	5435
		6111	151300	SH		DEFINED	85	15130
		---	-----	-----				
		10365	256613					



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OMNICOM GROUP INC	681919106	52141	597059	SH	DEFINED	1	56040
		19260	220544	SH	DEFINED	17	21188
		27852	318925	SH	DEFINED	85	31892
		--	-----	-----			
		99253	1136528				
OMNIVISION TECHNOLOGIES INC	682128103	1020	18455	SH	DEFINED	1	1845
		5058	91545	SH	DEFINED	85	9154
		--	-----	-----			
		6078	110000				
ON ASSIGNMENT INC	682159108	1693	325000	SH	DEFINED	85	32500
		--	-----	-----			
		1693	325000				
ONEOK INC NEW	682680103	70	3164	SH	DEFINED	17	286
		753	34100	SH	DEFINED	85	3410
		--	-----	-----			
		823	37264				
ONYX PHARMACEUTICALS INC	683399109	237	8389	SH	DEFINED	1	838
		1175	41611	SH	DEFINED	85	4161
		--	-----	-----			
		1412	50000				
OPTIMAL ROBOTICS CORP	68388R208	1720	215009	SH	DEFINED	85	21500
		--	-----	-----			
		1720	215009				
ORACLE CORP	68389X105	29591	2236638	SH	DEFINED	1	217020
		8070	609967	SH	DEFINED	17	57693
		4505	340504	SH	DEFINED	85	34050
		--	-----	-----			
		42166	3187109				
OREGON STL MLS INC	686079104	1714	295000	SH	DEFINED	85	29500
		--	-----	-----			
		1714	295000				
ORTHOLOGIC CORP	68750J107	1	100	SH	DEFINED	1	10
		701	114400	SH	DEFINED	85	11440
		--	-----	-----			
		702	114500				
ORTHODONTIC CTRS AMER INC	68750P103	1905	236600	SH	DEFINED	85	23660
		--	-----	-----			
		1905	236600				
OSHKOSH TRUCK CORP	688239201	901	17650	SH	DEFINED	1	1738
		172	3373	SH	DEFINED	17	337
		4247	83222	SH	DEFINED	85	8322
		--	-----	-----			
		5320	104245				
OSTEOTECH INC	688582105	110	12500	SH	DEFINED	1	1250
		2024	230000	SH	DEFINED	85	23000
		--	-----	-----			
		2134	242500				
OUTBACK STEAKHOUSE INC	689899102	267	6035	SH	DEFINED	1	564
		454	10275	SH	DEFINED	17	935

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		---	-----	-----				
			721	16310				
OVERLAND STORAGE INC	690310107	1409	75000	SH	DEFINED	85	7500	
		---	-----	-----				
			1409	75000				
OXFORD HEALTH PLANS	691471106	387	8900	SH	DEFINED	85	890	
		---	-----	-----				
			387	8900				
PG&E CORP	69331C108	279	10058	SH	DEFINED	1	1005	
		90	3252	SH	DEFINED	17	325	
		568	20462	SH	DEFINED	85	2046	
		---	-----	-----				
			938	33772				
P F CHANGS CHINA BISTRO INC	69333Y108	256	5033	SH	DEFINED	1	503	
		1270	24967	SH	DEFINED	85	2496	
		---	-----	-----				
			1526	30000				
PLX TECHNOLOGY INC	693417107	44	4970	SH	DEFINED	1	340	
		135	15272	SH	DEFINED	17	1527	
		1188	134300	SH	DEFINED	85	5580	
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			1368	154542				

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PMC-SIERRA INC	69344F106	103	5137	SH		DEFINED	1	513
		8	400	SH		DEFINED	17	40
		171	8488	SH		DEFINED	85	848
		---	-----	-----				
			282	14025				
PNC FINL SVCS GROUP INC	693475105	6259	114365	SH		DEFINED	1	10273
		766	13998	SH		DEFINED	17	1399
		2231	40767	SH		DEFINED	85	4076
		---	-----	-----				
			9256	169130				
PPG INDS INC	693506107	8068	126023	SH		DEFINED	1	12562
		1237	19323	SH		DEFINED	17	1867
		1801	28138	SH		DEFINED	85	2813
		---	-----	-----				
			11106	173484				
PPL CORP	69351T106	327	7463	SH		DEFINED	1	746
		221	5055	SH		DEFINED	17	498
		382	8737	SH		DEFINED	85	873
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		930	21255				
PACCAR INC	693718108	260	3049	SH	DEFINED	1	304
		20	235	SH	DEFINED	17	23
		487	5726	SH	DEFINED	85	572
	--	-----	-----				
		767	9010				
PACIFIC SUNWEAR	694873100	1092	51762	SH	DEFINED	85	2251
	--	-----	-----				
		1092	51762				
PACIFICARE HEALTH SYS DEL	695112102	473	7000	SH	DEFINED	85	700
	--	-----	-----				
		473	7000				
PACKETEER INC	695210104	706	41591	SH	DEFINED	1	4096
		105	6196	SH	DEFINED	17	619
		4245	250004	SH	DEFINED	85	21670
	--	-----	-----				
		5056	297791				
PACTIV CORP	695257105	94	3932	SH	DEFINED	1	343
		84	3500	SH	DEFINED	17	350
		185	7730	SH	DEFINED	85	773
	--	-----	-----				
		362	15162				
PALL CORP	696429307	1004	37403	SH	DEFINED	1	3700
		335	12469	SH	DEFINED	17	1246
		5278	196726	SH	DEFINED	85	19672
	--	-----	-----				
		6616	246598				
PAN PACIFIC RETAIL PPTYS INC	69806L104	177	3720	SH	DEFINED	17	372
		1812	38025	SH	DEFINED	85	3802
	--	-----	-----				
		1989	41745				
PANERA BREAD CO	69840W108	708	17914	SH	DEFINED	1	1791
		156	3935	SH	DEFINED	17	393
	--	-----	-----				
		863	21849				
PARAMETRIC TECHNOLOGY CORP	699173100	30	7569	SH	DEFINED	1	732
		11	2850	SH	DEFINED	17	285
		56	14172	SH	DEFINED	85	1417
	--	-----	-----				
		97	24591				
PAREXEL INTL CORP	699462107	325	20000	SH	DEFINED	85	2000
	--	-----	-----				
		325	20000				
PARK NATL CORP	700658107	2412	21321	SH	DEFINED	1	2132
	--	-----	-----				
		2412	21321				
PARKER HANNIFIN CORP	701094104	7464	125439	SH	DEFINED	1	11865
		5357	90041	SH	DEFINED	17	8709
		16831	282875	SH	DEFINED	85	28287
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		29652	498355					
PATINA OIL & GAS CORP	703224105	790	16132	SH	DEFINED	1	1613	
		3313	67618	SH	DEFINED	85	6761	
	--	-----	-----					
		4103	83750					
PATTERSON DENTAL CO	703412106	2591	40484	SH	DEFINED	1	3992	
		1622	25350	SH	DEFINED	17	2404	
		6437	100600	SH	DEFINED	85	9160	
	--	-----	-----					
		10650	166434					
PAYCHEX INC	704326107	10748	288919	SH	DEFINED	1	25349	
		2141	57554	SH	DEFINED	17	5598	
		694	18654	SH	DEFINED	85	1865	

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	--	-----	-----					
		13583	365127					
PEMSTAR INC	706552106	855	260000	SH		DEFINED	85	26000
	--	-----	-----					
		855	260000					
PENN NATL GAMING INC	707569109	388	16778	SH		DEFINED	1	1677
		1924	83222	SH		DEFINED	85	8322
	--	-----	-----					
		2312	100000					
PENNEY J C INC	708160BV7	659	6000	SH		DEFINED	17	600
	--	-----	-----					
		659	6000					
PENNEY J C INC	708160106	626	23831	SH		DEFINED	1	2383
		249	9493	SH		DEFINED	17	949
		2062	78469	SH		DEFINED	85	7846
	--	-----	-----					
		2938	111793					
PENWEST PHARMACEUTICALS CO	709754105	719	41611	SH		DEFINED	85	4161
	--	-----	-----					
		719	41611					
PEOPLES BANCORP INC	709789101	982	33263	SH		DEFINED	1	3326
	--	-----	-----					
		982	33263					
PEOPLES ENERGY CORP	711030106	129	3059	SH		DEFINED	1	305
		692	16469	SH		DEFINED	17	1456
		76	1804	SH		DEFINED	85	180

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			897	21332				
PEOPLESOFT INC	712713106	194	8524	SH	DEFINED	1	844	
		18	800	SH	DEFINED	17	80	
		421	18461	SH	DEFINED	85	1846	
		--	-----	-----				
			633	27785				
PEPCO HOLDINGS INC	713291102	3414	174710	SH	DEFINED	1	17269	
		1051	53775	SH	DEFINED	17	5131	
		2134	109218	SH	DEFINED	85	10921	
		--	-----	-----				
			6599	337703				
PEPSI BOTTLING GROUP INC	713409100	136	5631	SH	DEFINED	1	563	
		29	1200	SH	DEFINED	17	120	
		314	12969	SH	DEFINED	85	1296	
		--	-----	-----				
			479	19800				
PEPSIAMERICAS INC	71343P200	7	400	SH	DEFINED	17	40	
		574	33500	SH	DEFINED	85	3350	
		--	-----	-----				
			580	33900				
PEPSICO INC	713448108	49788	1067963	SH	DEFINED	1	104510	
		21090	452376	SH	DEFINED	17	44395	
		9788	209954	SH	DEFINED	85	20595	
		--	-----	-----				
			80666	1730293				
PERCEPTRON INC	71361F100	76	10000	SH	DEFINED	1	1000	
		610	80213	SH	DEFINED	85	8021	
		--	-----	-----				
			686	90213				
PERKINELMER INC	714046109	687	40226	SH	DEFINED	1	3987	
		77	4511	SH	DEFINED	17	51	
		2034	119166	SH	DEFINED	85	11916	
		--	-----	-----				
			2798	163903				
PERRIGO CO	714290103	10415	662549	SH	DEFINED	17	66254	
		--	-----	-----				
			10415	662549				
PERUSAHAAN PERS INDO SATELLI	715680104	680	37800	SH	DEFINED	85	3780	
		--	-----	-----				
			680	37800				
PFIZER INC	717081103	175222	4959563	SH	DEFINED	1	474016	
		140238	3969383	SH	DEFINED	17	378306	
		19664	556558	SH	DEFINED	85	53055	
		--	-----	-----				
			335124	9485504				
PHARMACOPEIA INC	71713B104	3131	220000	SH	DEFINED	85	22000	
		--	-----	-----				
			3131	220000				
PHELPS DODGE CORP	717265102	165	2171	SH	DEFINED	1	217	

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		118	1554	SH	DEFINED	17	129
		337	4426	SH	DEFINED	85	442
	--	-----	-----				
		620	8151				
PHOENIX COS INC NEW	71902E109	269	22369	SH	DEFINED	1	2138

FORM 13F  
REPORTING MANAGER: FIFTH THIRD BANCORP

SEC NO 28-539  
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NAME OF ISSUER	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTHER MANAGERS	SOLE
		54	4478	SH		DEFINED	17	447
	--	-----	-----					
		323	26847					
PIER 1 IMPORTS INC	720279108	1	30	SH		DEFINED	17	3
		1312	60000	SH		DEFINED	85	6000
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		1312	60030					
PIMCO MUNICIPAL INCOME FD	72200R107	362	26135	SH		DEFINED	17	2613
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		362	26135					
PINNACLE WEST CAP CORP	723484101	79	1977	SH		DEFINED	1	197
		80	2000	SH		DEFINED	17	140
		181	4523	SH		DEFINED	85	452
	--	-----	-----					
		340	8500					
PIONEER INTREST SHS	723703104	44	3804	SH		DEFINED	1	380
		1046	90700	SH		DEFINED	85	9070
	--	-----	-----					
		1090	94504					
PITNEY BOWES INC	724479100	11071	272544	SH		DEFINED	1	24160
		1045	25730	SH		DEFINED	17	2573
		465	11456	SH		DEFINED	85	1145
	--	-----	-----					
		12581	309730					
PLANTRONICS INC NEW	727493108	822	25167	SH		DEFINED	1	2516
		16	500	SH		DEFINED	17	50
		4076	124833	SH		DEFINED	85	12483
	--	-----	-----					
		4914	150500					
PLATO LEARNING INC	72764Y100	53	5000	SH		DEFINED	1	500
		2743	260000	SH		DEFINED	85	26000
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		2796	265000					
PLEXUS CORP	729132100	288	16778	SH		DEFINED	1	1677
		1429	83222	SH		DEFINED	85	8322

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		1717	100000				
PLUM CREEK TIMBER CO INC	729251108	162	5319	SH	DEFINED	1	531
		446	14662	SH	DEFINED	17	1466
		1706	56016	SH	DEFINED	85	5601
	--	-----	-----				
		2314	75997				
POLO RALPH LAUREN CORP	731572103	1641	56982	SH	DEFINED	1	5635
		325	11281	SH	DEFINED	17	1115
		7059	245100	SH	DEFINED	85	24510
	--	-----	-----				
		9025	313363				
POLYCOM INC	73172K104	2	100	SH	DEFINED	17	10
		683	35000	SH	DEFINED	85	3500
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		685	35100				
POLYONE CORP	73179P106	41	6471	SH	DEFINED	17	647
		1173	183500	SH	DEFINED	85	18350
	--	-----	-----				
		1214	189971				
POPULAR INC	733174106	714	15925	SH	DEFINED	85	1592
	--	-----	-----				
		714	15925				
PORTFOLIO RECOVERY ASSOC	73640Q105	793	29850	SH	DEFINED	85	1330
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		793	29850				
POWER INTEGRATIONS INC	739276103	477	14253	SH	DEFINED	1	1399
		86	2573	SH	DEFINED	17	257
		3001	89678	SH	DEFINED	85	7537
	--	-----	-----				
		3564	106504				
PRAXAIR INC	74005P104	13702	358704	SH	DEFINED	1	34098
		6525	170806	SH	DEFINED	17	15337
		3614	94596	SH	DEFINED	85	9459
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		23841	624106				
PRECISION CASTPARTS CORP	740189105	286	6300	SH	DEFINED	85	630
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		286	6300				
PRECISION DRILLING CORP	74022D100	594	13600	SH	DEFINED	85	1360
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		594	13600				
PRICE LEGACY CORP	74144P106	76	20000	SH	DEFINED	1	2000
		1467	385000	SH	DEFINED	85	38500
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		1543	405000				

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REPORTING MANAGER: FIFTH THIRD BANCORP

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NAME OF ISSUER	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTHER MANAGERS	SOLE
PRICE T ROWE GROUP INC	74144T108	10024	211423	SH		DEFINED	1	19797
		2623	55331	SH		DEFINED	17	5341
		10049	211957	SH		DEFINED	85	21195
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		22696	478711					
PRIME HOSPITALITY CORP	741917108	3456	338800	SH		DEFINED	85	33880
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		3456	338800					
PRINCIPAL FINANCIAL GROUP IN	74251V102	373	11294	SH		DEFINED	1	1129
		322	9726	SH		DEFINED	17	934
		1740	52598	SH		DEFINED	85	4259
	--	-----	-----					
		2435	73618					
PROCTER & GAMBLE CO	742718109	846306	8473223	SH		DEFINED	1	786686
		36047	360899	SH		DEFINED	17	31074
		8455	84648	SH		DEFINED	85	8464
	--	-----	-----					
		890807	8918770					
PROGRESS ENERGY INC	743263105	737	16278	SH		DEFINED	1	1607
		625	13800	SH		DEFINED	17	1158
		548	12100	SH		DEFINED	85	1210
	--	-----	-----					
		1909	42178					
PROGRESS SOFTWARE CORP	743312100	360	17617	SH		DEFINED	1	1761
		3	125	SH		DEFINED	17	12
		1788	87383	SH		DEFINED	85	8738
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		2151	105125					
PROGRESSIVE CORP OHIO	743315103	383	4581	SH		DEFINED	1	458
		14	165	SH		DEFINED	17	10
		888	10619	SH		DEFINED	85	1061
	--	-----	-----					
		1284	15365					
PROLOGIS	743410102	128	3974	SH		DEFINED	1	397
		38	1171	SH		DEFINED	17	117
		1514	47176	SH		DEFINED	85	4717
	--	-----	-----					
		1679	52321					
PROVIDENT FINL GROUP INC	743866105	1754	54886	SH		DEFINED	1	5488
		48	1513	SH		DEFINED	17	100
	--	-----	-----					
		1802	56399					
PROVINCE HEALTHCARE CO	743977100	448	28000	SH		DEFINED	85	2800
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		448	28000					



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PROVIDIAN FINL CORP	74406AAA0	7106	75000	SH	DEFINED	1	7500
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		7106	75000				
PROVIDIAN FINL CORP	74406A102	165	14195	SH	DEFINED	1	1419
		615	52836	SH	DEFINED	17	5283
		167	14305	SH	DEFINED	85	1430
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		947	81336				
PRUDENTIAL FINL INC	744320102	737	17641	SH	DEFINED	1	1764
		615	14725	SH	DEFINED	17	1465
		2965	70996	SH	DEFINED	85	6599
	--	-----	-----				
		4317	103362				
PUBLIC SVC ENTERPRISE GROUP	744573106	324	7403	SH	DEFINED	1	740
		163	3731	SH	DEFINED	17	358
		508	11607	SH	DEFINED	85	1160
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		996	22741				
PUBLIC STORAGE INC	74460D729	449	15000	SH	DEFINED	85	1500
	--	-----	-----				
		449	15000				
PUGET ENERGY INC NEW	745310102	33	1400	SH	DEFINED	17	140
		647	27200	SH	DEFINED	85	2720
	--	-----	-----				
		680	28600				
PULTE HOMES INC	745867101	11080	118354	SH	DEFINED	1	10970
		699	7468	SH	DEFINED	17	746
		17906	191259	SH	DEFINED	85	19125
	--	-----	-----				
		29685	317081				
PUTNAM HIGH YIELD MUN TR	746781103	69	10000	SH	DEFINED	1	1000
		185	26824	SH	DEFINED	17	2682
	--	-----	-----				
		254	36824				
PUTNAM PREMIER INCOME TR	746853100	45	6859	SH	DEFINED	1	685
		63	9540	SH	DEFINED	17	335
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		108	16399				

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SEC NO 28-539  
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QLOGIC CORP	747277101	4157	80603	SH		DEFINED	1	7555
		638	12377	SH		DEFINED	17	1053

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		5280	102373	SH	DEFINED	85	9288
	--	-----	-----				
		10075	195353				
QUAKER FABRIC CORP NEW	747399103	284	30000	SH	DEFINED	85	3000
	--	-----	-----				
		284	30000				
QUALCOMM INC	747525103	1915	35508	SH	DEFINED	1	3490
		1014	18804	SH	DEFINED	17	1842
		2124	39389	SH	DEFINED	85	3938
	--	-----	-----				
		5053	93701				
QUEST DIAGNOSTICS INC	74834LAF7	205	2000	SH	DEFINED	17	200
	--	-----	-----				
		205	2000				
QUEST DIAGNOSTICS INC	74834L100	196	2680	SH	DEFINED	1	268
		39	527	SH	DEFINED	17	52
		367	5020	SH	DEFINED	85	502
	--	-----	-----				
		601	8227				
QUESTAR CORP	748356102	9318	265089	SH	DEFINED	1	25081
		2465	70132	SH	DEFINED	17	6828
		3044	86605	SH	DEFINED	85	8660
	--	-----	-----				
		14827	421826				
QUIKSILVER INC	74838C106	416	23489	SH	DEFINED	1	2348
		2793	157511	SH	DEFINED	85	15751
	--	-----	-----				
		3209	181000				
QWEST COMMUNICATIONS INTL IN	749121109	230	53188	SH	DEFINED	1	5211
		108	25029	SH	DEFINED	17	2151
		376	86985	SH	DEFINED	85	8698
	--	-----	-----				
		714	165202				
RC2 CORP	749388104	481	23068	SH	DEFINED	1	2254
		106	5096	SH	DEFINED	17	507
		3153	151378	SH	DEFINED	85	12487
	--	-----	-----				
		3740	179542				
RPM INTL INC	749685103	2533	153891	SH	DEFINED	1	14536
		5549	337138	SH	DEFINED	17	32952
		2374	144250	SH	DEFINED	85	14425
	--	-----	-----				
		10457	635279				
RTI INTL METALS INC	74973W107	2742	162500	SH	DEFINED	85	16250
	--	-----	-----				
		2742	162500				
RADIOSHACK CORP	750438103	129	4202	SH	DEFINED	1	420
		465	15164	SH	DEFINED	17	1516
		745	24279	SH	DEFINED	85	2427
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		1339	43645				

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RAYTHEON CO	755111507	2201	73262	SH	DEFINED	1	7121
		1161	38644	SH	DEFINED	17	3401
		617	20531	SH	DEFINED	85	2053
	--	-----	-----				
		3978	132437				
REGENERATION TECH INC DEL	75886N100	11	1000	SH	DEFINED	17	100
		684	62417	SH	DEFINED	85	6241
	--	-----	-----				
		695	63417				
REGIS CORP MINN	758932107	564	14261	SH	DEFINED	1	1426
		3349	84739	SH	DEFINED	85	7073
	--	-----	-----				
		3912	99000				
REGIONS FINL CORP	758940100	3260	87640	SH	DEFINED	1	8743
		39	1050	SH	DEFINED	17	105
		405	10898	SH	DEFINED	85	1089
	--	-----	-----				
		3705	99588				
REGISTER COM INC	75914G101	420	82219	SH	DEFINED	85	8221
	--	-----	-----				
		420	82219				
RELIANT RES INC	75952B105	45	6153	SH	DEFINED	1	615
		28	3868	SH	DEFINED	17	379
	--	-----	-----				
		74	10021				
REMEC INC	759543101	218	25460	SH	DEFINED	1	2384
		140	16326	SH	DEFINED	17	1632
		1779	208156	SH	DEFINED	85	14525

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	--	-----	-----					
		2137	249942					
REPUBLIC BANCORP INC	760282103	373	27683	SH		DEFINED	1	2768
		719	53326	SH		DEFINED	17	3898
	--	-----	-----					
		1093	81009					
RESPIRONICS INC	761230101	417	9227	SH		DEFINED	1	922
		6	125	SH		DEFINED	17	12
		2069	45773	SH		DEFINED	85	4577
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		2492	55125					

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REYNOLDS & REYNOLDS CO	761695105	293	10100	SH	DEFINED	1	10100
		9	300	SH	DEFINED	17	300
	--	-----	-----				
		302	10400				
REYNOLDS R J TOB HLDGS INC	76182K105	108	1856	SH	DEFINED	1	1856
		53	913	SH	DEFINED	17	913
		235	4044	SH	DEFINED	85	4044
	--	-----	-----				
		396	6813				
RITE AID CORP	767754104	12	2000	SH	DEFINED	1	2000
		144	23783	SH	DEFINED	17	23783
	--	-----	-----				
		156	25783				
ROBERT HALF INTL INC	770323103	86	3682	SH	DEFINED	1	3682
		196	8418	SH	DEFINED	85	8418
	--	-----	-----				
		282	12100				
ROCKFORD CORP	77316P101	1515	291400	SH	DEFINED	85	291400
	--	-----	-----				
		1515	291400				
ROCKWELL AUTOMATION INC	773903109	20339	571313	SH	DEFINED	1	52885
		3293	92500	SH	DEFINED	17	8675
		29060	816285	SH	DEFINED	85	816285
	--	-----	-----				
		52691	1480098				
ROCKWELL COLLINS INC	774341101	665	22132	SH	DEFINED	1	22132
		1168	38891	SH	DEFINED	17	32891
		262	8737	SH	DEFINED	85	8737
	--	-----	-----				
		2095	69760				
ROCKY SHOES & BOOTS INC	774830103	168	7500	SH	DEFINED	1	7500
		3135	140000	SH	DEFINED	85	140000
	--	-----	-----				
		3303	147500				
ROHM & HAAS CO	775371107	571	13368	SH	DEFINED	1	13368
		46	1070	SH	DEFINED	17	1070
		469	10982	SH	DEFINED	85	10982
	--	-----	-----				
		1086	25420				
ROPER INDS INC NEW	776696106	289	5872	SH	DEFINED	1	5872
		1435	29128	SH	DEFINED	85	29128
	--	-----	-----				
		1724	35000				
ROWAN COS INC	779382100	46	1977	SH	DEFINED	1	1977
		3	110	SH	DEFINED	17	110
		930	40148	SH	DEFINED	85	40148
	--	-----	-----				
		979	42235				
ROYAL CARIBBEAN CRUISES LTD	780153AK8	525	11000	SH	DEFINED	17	11000
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		525	11000				

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ROYAL CARIBBEAN CRUISES LTD	780153AM4	232	4000	SH	DEFINED	17	4000
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		232	4000				
ROYAL DUTCH PETE CO	780257804	20872	398405	SH	DEFINED	1	36792
		9176	175157	SH	DEFINED	17	16706
		14041	268000	SH	DEFINED	85	26800
	--	-----	-----				
		44089	841562				
ROYCE MICRO-CAP TR INC	780915104	1155	91696	SH	DEFINED	85	91696
	--	-----	-----				
		1155	91696				
RUBY TUESDAY INC	781182100	2374	83312	SH	DEFINED	1	8262
		1120	39315	SH	DEFINED	17	3892
		8143	285825	SH	DEFINED	85	28582
	--	-----	-----				
		11637	408452				
RUDOLPH TECH	781270103	979	39875	SH	DEFINED	85	1517
	--	-----	-----				
		979	39875				
RURBAN FINL CORP	78176P108	149	10748	SH	DEFINED	17	

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	--	-----	-----					
		149	10748					
RYLAND GROUP INC	783764103	446	5033	SH		DEFINED	1	5033
		53	600	SH		DEFINED	17	600
		2213	24967	SH		DEFINED	85	24967
	--	-----	-----					
		2712	30600					
SBC COMMUNICATIONS INC	78387G103	18924	725904	SH		DEFINED	1	68285
		14760	566153	SH		DEFINED	17	53413
		5758	220883	SH		DEFINED	85	22088
	--	-----	-----					
		39442	1512940					
SCI SYS INC	783890AF3	662	7000	SH		DEFINED	17	7000
	--	-----	-----					
		662	7000					
SCP POOL CORP	784028102	313	9584	SH		DEFINED	1	929
		94	2891	SH		DEFINED	17	2891
		2380	72811	SH		DEFINED	85	5556
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		2788	85286				
SI INTL	78427V102	806	41175	SH	DEFINED	85	1567
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		806	41175				
SL GREEN RLTY CORP	78440X101	31	750	SH	DEFINED	1	75
		34	833	SH	DEFINED	17	83
		628	15300	SH	DEFINED	85	1530
	--	-----	-----				
		693	16883				
SLM CORP	78442P106	536	14215	SH	DEFINED	1	1346
		1	30	SH	DEFINED	17	3
		838	22235	SH	DEFINED	85	2223
	--	-----	-----				
		1375	36480				
SPDR TR	78462F103	1602	14396	SH	DEFINED	1	1439
		8799	79075	SH	DEFINED	17	7767
	--	-----	-----				
		10401	93471				
SPX CORP	784635AD6	272	4000	SH	DEFINED	17	400
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		272	4000				
SPX CORP	784635104	12	200	SH	DEFINED	1	20
		320	5440	SH	DEFINED	17	544
	--	-----	-----				
		332	5640				
S Y BANCORP INC	785060104	16	800	SH	DEFINED	1	80
		435	21144	SH	DEFINED	17	2114
	--	-----	-----				
		451	21944				
SABRE HLDGS CORP	785905100	78	3597	SH	DEFINED	1	359
		4	181	SH	DEFINED	17	18
		153	7109	SH	DEFINED	85	710
	--	-----	-----				
		235	10887				
SAFECO CORP	786429100	166	4256	SH	DEFINED	1	397
		12	300	SH	DEFINED	17	30
		266	6824	SH	DEFINED	85	682
	--	-----	-----				
		443	11380				
SAFEGUARD SCIENTIFICS INC	786449108	162	40000	SH	DEFINED	1	4000
		2424	600000	SH	DEFINED	85	60000
	--	-----	-----				
		2586	640000				
SAFeway INC	786514208	208	9475	SH	DEFINED	1	947
		54	2459	SH	DEFINED	17	220
		477	21756	SH	DEFINED	85	2175
	--	-----	-----				
		738	33690				
ST JUDE MED INC	790849103	238	3882	SH	DEFINED	1	388
		983	16028	SH	DEFINED	85	852

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		---	-----	-----				
			1221	19910				
ST MARY LAND & EXPLORATION	792228108	834	29250	SH	DEFINED	85	1295	
		---	-----	-----				
		834	29250					
ST PAUL COS INC	792860108	387	9757	SH	DEFINED	1	975	
		34	850	SH	DEFINED	17	85	
		445	11231	SH	DEFINED	85	1123	
		---	-----	-----				
		866	21838					
SAKS INC	79377W108	9	600	SH	DEFINED	17	60	
		1128	75000	SH	DEFINED	85	7500	
		---	-----	-----				

FORM 13F  
REPORTING MANAGER: FIFTH THIRD BANCORP

SEC NO 28-539  
AS OF 12/31/03

NAME OF ISSUER	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTHER MANAGERS	SOLE
		---	-----	-----				
		1137	75600					
SALIX PHARMACEUTICALS INC	795435106	361	15939	SH		DEFINED	1	1593
		1793	79061	SH		DEFINED	85	7906
		---	-----	-----				
		2155	95000					
SANDISK CORP	80004C101	2664	43530	SH		DEFINED	1	4324
		319	5219	SH		DEFINED	17	516
		6138	100300	SH		DEFINED	85	10030
		---	-----	-----				
		9121	149049					
SANMINA SCI CORP	800907107	143	11367	SH		DEFINED	1	1136
		5	400	SH		DEFINED	17	40
		2210	175433	SH		DEFINED	85	17543
		---	-----	-----				
		2359	187200					
SAPIENT CORP	803062108	1100	195000	SH		DEFINED	85	19500
		---	-----	-----				
		1100	195000					
SARA LEE CORP	803111103	11085	510599	SH		DEFINED	1	48845
		4547	209431	SH		DEFINED	17	20721
		845	38945	SH		DEFINED	85	3894
		---	-----	-----				
		16477	758975					
SAUCONY INC	804120103	1119	66200	SH		DEFINED	85	6620
		---	-----	-----				
		1119	66200					

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SCANA CORP NEW	80589M102	128	3726	SH	DEFINED	1	3726	
		117	3415	SH	DEFINED	17	2277	
		---	-----	-----				
		245	7141					
SCHEIN HENRY INC	806407102	868	12850	SH	DEFINED	85	12850	
		---	-----	-----				
		868	12850					
SCHERING PLOUGH CORP	806605101	10771	619405	SH	DEFINED	1	54236	
		2042	117395	SH	DEFINED	17	11719	
		4330	249000	SH	DEFINED	85	24900	
		---	-----	-----				
		17143	985800					
SCHLUMBERGER LTD	806857108	28985	529688	SH	DEFINED	1	48506	
		5707	104303	SH	DEFINED	17	10206	
		22668	414262	SH	DEFINED	85	41426	
		---	-----	-----				
		57360	1048253					
SCHOOL SPECIALTY INC	807863105	775	22800	SH	DEFINED	85	22800	
		---	-----	-----				
		775	22800					
SCHULMAN A INC	808194104	1173	55000	SH	DEFINED	17	55000	
		---	-----	-----				
		1173	55000					
SCHWAB CHARLES CORP NEW	808513105	1218	102913	SH	DEFINED	1	9815	
		190	16038	SH	DEFINED	17	1111	
		3750	316744	SH	DEFINED	85	31674	
		---	-----	-----				
		5159	435695					
SCIENTIFIC ATLANTA INC	808655104	103	3788	SH	DEFINED	1	3788	
		296	10860	SH	DEFINED	17	10860	
		2285	83712	SH	DEFINED	85	83712	
		---	-----	-----				
		2685	98360					
SCRIPPS E W CO OHIO	811054204	2627	27906	SH	DEFINED	1	27906	
		353	3750	SH	DEFINED	17	3750	
		---	-----	-----				
		2980	31656					
SCS TRANSN INC	81111T102	405	23035	SH	DEFINED	1	2252	
		89	5039	SH	DEFINED	17	5039	
		3107	176778	SH	DEFINED	85	15157	
		---	-----	-----				
		3601	204852					
SCUDDER GLOBAL HIGH INCOME F	81115E101	53	7000	SH	DEFINED	1	7000	
		153	20200	SH	DEFINED	17	20200	
		---	-----	-----				
		206	27200					
SCUDDER INTER GOVT TR	811163104	577	85000	SH	DEFINED	85	85000	
		---	-----	-----				
		577	85000					



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SCUDDER MUN INCOME TR	81118R604	90 61	7233 4955	SH SH	DEFINED DEFINED	1 17	723 495
	--	----- 151	----- 12188				
SEA CONTAINERS LTD	811371707	183 15	10000 800	SH SH	DEFINED DEFINED	1 17	1000 80

FORM 13F  
REPORTING MANAGER: FIFTH THIRD BANCORP

SEC NO 28-539  
AS OF 12/31/03

NAME OF ISSUER	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTHER MANAGERS	S
	--	----- 3285	----- 180000	SH		DEFINED	85	18
		----- 3482	----- 190800					
SEALED AIR CORP NEW	81211K100	118 3 220	2182 52 4055	SH SH SH		DEFINED DEFINED DEFINED	1 17 85	
	--	----- 340	----- 6289					
SEARS ROEBUCK & CO	812387108	651 7812 569	14305 171730 12514	SH SH SH		DEFINED DEFINED DEFINED	1 17 85	1 14 1
	--	----- 9032	----- 198549					
SECURE COMPUTING CORP	813705100	378 138 1640	21100 7715 91545	SH SH SH		DEFINED DEFINED DEFINED	1 17 85	2 10 9
	--	----- 2156	----- 120360					
SEEBEYOND TECHNOLOGIES CORP	815704101	558	130000	SH		DEFINED	85	13
	--	----- 558	----- 130000					
SELECT MEDICAL CORP	816196109	362 1761	22210 108190	SH SH		DEFINED DEFINED	1 85	2 10
	--	----- 2123	----- 130400					
SEMTECH CORP	816850101	363 3222	15939 141561	SH SH		DEFINED DEFINED	1 85	1 14
	--	----- 3585	----- 157500					
SEMPRA ENERGY	816851109	246 164 334	8197 5464 11118	SH SH SH		DEFINED DEFINED DEFINED	1 17 85	1 1 1
	--	----- 745	----- 24779					
SENSIENT TECHNOLOGIES CORP	81725T100	294	14866	SH		DEFINED	1	1

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		120	6072	SH	DEFINED	17	
	--	-----	-----				
		414	20938				
SERENA SOFTWARE INC	817492101	306	16670	SH	DEFINED	1	1
		3	150	SH	DEFINED	17	
		1517	82686	SH	DEFINED	85	8
	--	-----	-----				
		1826	99506				
SEROLOGICALS CORP	817523103	80	4312	SH	DEFINED	1	
		208	11191	SH	DEFINED	17	1
		3165	170150	SH	DEFINED	85	11
	--	-----	-----				
		3453	185653				
SERVICE CORP INTL	817565104	94	17400	SH	DEFINED	1	1
		3	600	SH	DEFINED	17	
		340	63000	SH	DEFINED	85	6
	--	-----	-----				
		437	81000				
SERVICEMASTER CO	81760N109	433	37125	SH	DEFINED	1	3
		117	10072	SH	DEFINED	17	
	--	-----	-----				
		550	47197				
SHARPER IMAGE CORP	820013100	355	10905	SH	DEFINED	1	1
		1761	54095	SH	DEFINED	85	5
	--	-----	-----				
		2116	65000				
SHELL TRANS & TRADING PLC	822703609	95	2100	SH	DEFINED	1	
		187	4162	SH	DEFINED	17	
	--	-----	-----				
		282	6262				
SHERWIN WILLIAMS CO	824348106	972	27987	SH	DEFINED	1	2
		177	5100	SH	DEFINED	17	
		771	22203	SH	DEFINED	85	2
	--	-----	-----				
		1921	55290				
SIEBEL SYS INC	826170102	468	33605	SH	DEFINED	1	3
		148	10650	SH	DEFINED	17	1
		339	24366	SH	DEFINED	85	2
	--	-----	-----				
		955	68621				
SIGMA ALDRICH CORP	826552101	293	5123	SH	DEFINED	1	
		289	5050	SH	DEFINED	17	
		187	3277	SH	DEFINED	85	
	--	-----	-----				
		769	13450				
SILICON LABORATORIES INC	826919102	908	20972	SH	DEFINED	1	2
		4502	104028	SH	DEFINED	85	10
	--	-----	-----				

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FORM 13F  
REPORTING MANAGER: FIFTH THIRD BANCORP

SEC NO 28-539  
AS OF 12/31/03

NAME OF ISSUER -----	CUSIP -----	VALUE (X\$1000) -----	SHARES/ PRN AMT -----	SH/ PRN ---	PUT/ CALL ----	INVSTMT DSCRETN -----	OTHER MANAGERS -----	S
		5410	125000					
SILICON GRAPHICS INC	827056102	247	180350	SH		DEFINED	17	18
	--	247	180350					
SIMON PPTY GROUP INC NEW	828806109	960	20717	SH		DEFINED	1	2
		1755	37875	SH		DEFINED	17	3
		2115	45638	SH		DEFINED	85	4
	--	4830	104230					
SIRIUS SATELLITE RADIO INC	82966U103	62	19500	SH		DEFINED	1	1
		21	6500	SH		DEFINED	17	
	--	82	26000					
SKECHERS U S A INC	830566105	1793	220000	SH		DEFINED	85	22
	--	1793	220000					
SKY FINL GROUP INC	83080P103	1247	48085	SH		DEFINED	1	3
		5	209	SH		DEFINED	17	
		708	27300	SH		DEFINED	85	2
	--	1961	75594					
SKYWORKS SOLUTIONS INC	83088M102	20	2334	SH		DEFINED	1	
		116	13296	SH		DEFINED	17	1
	--	136	15630					
SMITH & WOLLENSKY RESTAURANT	831758107	527	82500	SH		DEFINED	85	8
	--	527	82500					
SMITH A O	831865209	638	18200	SH		DEFINED	85	1
	--	638	18200					
SMITHFIELD FOODS INC	832248108	12	600	SH		DEFINED	1	
		6	300	SH		DEFINED	17	
		608	29375	SH		DEFINED	85	2
	--	627	30275					
SMUCKER J M CO	832696405	3355	74080	SH		DEFINED	1	7
		427	9418	SH		DEFINED	17	
		1673	36950	SH		DEFINED	85	3
	--	5455	120448					
SNAP ON INC	833034101	1901	58963	SH		DEFINED	1	5

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		66	2050	SH	DEFINED	17	
		1060	32885	SH	DEFINED	85	3
	--	-----	-----				
		3027	93898				
SOLETRON CORP	834182107	110	18613	SH	DEFINED	1	1
		205	34646	SH	DEFINED	17	3
		243	41132	SH	DEFINED	85	4
	--	-----	-----				
		558	94391				
SONICWALL INC	835470105	4095	525000	SH	DEFINED	85	52
	--	-----	-----				
		4095	525000				
SONOCO PRODS CO	835495102	316	12835	SH	DEFINED	1	1
		3	125	SH	DEFINED	17	
	--	-----	-----				
		319	12960				
SONUS NETWORKS INC	835916107	2	300	SH	DEFINED	1	
		75	10000	SH	DEFINED	17	1
		1255	166444	SH	DEFINED	85	16
	--	-----	-----				
		1333	176744				
SOUTH FINL GROUP INC	837841105	1640	59102	SH	DEFINED	1	5
	--	-----	-----				
		1640	59102				
SOUTHCOAST FINANCIAL CORP	84129R100	735	35000	SH	DEFINED	85	3
	--	-----	-----				
		735	35000				
SOUTHERN CO	842587107	1758	58108	SH	DEFINED	1	4
		2482	82060	SH	DEFINED	17	7
		1090	36021	SH	DEFINED	85	3
	--	-----	-----				
		5330	176189				
SOUTHTRUST CORP	844730101	46394	1417050	SH	DEFINED	1	132
		5143	157094	SH	DEFINED	17	15
		1569	47936	SH	DEFINED	85	4
	--	-----	-----				
		53107	1622080				
SOUTHWEST AIRLS CO	844741108	315	19501	SH	DEFINED	1	1
		453	28043	SH	DEFINED	17	2

FORM 13F  
REPORTING MANAGER: FIFTH THIRD BANCORP

SEC NO 28-539  
AS OF 12/31/03

NAME OF ISSUER	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTHER MANAGERS	S
		839	52004	SH		DEFINED	85	5

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		--	-----	-----				
			1607	99548				
SOUTHWESTERN ENERGY CO	845467109	414	17304	SH	DEFINED	1	1	
		103	4290	SH	DEFINED	17		
		2559	107061	SH	DEFINED	85	10	
		--	-----	-----				
			3075	128655				
SOVEREIGN BANCORP INC	845905108	688	28950	SH	DEFINED	85	2	
		--	-----	-----				
			688	28950				
SPARTAN STORES INC	846822104	167	33300	SH	DEFINED	17	3	
		--	-----	-----				
			167	33300				
SPECTRALINK CORP	847580107	38	1979	SH	DEFINED	1		
		116	6040	SH	DEFINED	17		
		798	41611	SH	DEFINED	85	4	
		--	-----	-----				
			951	49630				
SPRINT CORP	852061100	1998	121703	SH	DEFINED	1	11	
		471	28694	SH	DEFINED	17	2	
		1178	71718	SH	DEFINED	85	7	
		--	-----	-----				
			3647	222115				
SPRINT CORP	852061506	284	50551	SH	DEFINED	1	4	
		78	13858	SH	DEFINED	17	1	
		286	50893	SH	DEFINED	85	5	
		--	-----	-----				
			648	115302				
STANDARD REGISTER CO	853887107	86995	5169024	SH	DEFINED	1	516	
		--	-----	-----				
			86995	5169024				
STANLEY WKS	854616109	67	1756	SH	DEFINED	1		
		23	616	SH	DEFINED	17		
		2993	79044	SH	DEFINED	85	7	
		--	-----	-----				
			3083	81416				
STAPLES INC	855030102	2429	88962	SH	DEFINED	1	8	
		1245	45595	SH	DEFINED	17	4	
		1905	69790	SH	DEFINED	85	6	
		--	-----	-----				
			5579	204347				
STARBUCKS CORP	855244109	385	11600	SH	DEFINED	1		
		1081	32600	SH	DEFINED	17	3	
		637	19216	SH	DEFINED	85	1	
		--	-----	-----				
			2103	63416				
STARWOOD HOTELS&RESORTS WRLD	85590A203	202	5608	SH	DEFINED	1		
		80	2213	SH	DEFINED	17		
		358	9952	SH	DEFINED	85		
		--	-----	-----				
			639	17773				

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STATE STR CORP	857477103	2165	41568	SH	DEFINED	1	3
		1213	23289	SH	DEFINED	17	2
		856	16427	SH	DEFINED	85	1
	--	-----	-----				
		4233	81284				
STATION CASINOS INC	857689103	324	10570	SH	DEFINED	1	1
		1606	52430	SH	DEFINED	85	5
	--	-----	-----				
		1930	63000				
STEAK N SHAKE CO	857873103	18	1000	SH	DEFINED	1	
		444	24900	SH	DEFINED	85	2
	--	-----	-----				
		462	25900				
STEELCASE INC	858155203	25338	1764492	SH	DEFINED	17	176
	--	-----	-----				
		25338	1764492				
STEIN MART INC	858375108	2060	250000	SH	DEFINED	85	25
	--	-----	-----				
		2060	250000				
STEINWAY MUSICAL INSTRS INC	858495104	2841	115000	SH	DEFINED	85	11
	--	-----	-----				
		2841	115000				
STELLENT INC	85856W105	250	25167	SH	DEFINED	1	2
		1238	124833	SH	DEFINED	85	12
	--	-----	-----				
		1488	150000				
STEPAN CO	858586100	3847	150000	SH	DEFINED	85	15
	--	-----	-----				
		3847	150000				

FORM 13F  
REPORTING MANAGER: FIFTH THIRD BANCORP

SEC NO 28-539  
AS OF 12/31/03

NAME OF ISSUER	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTHER MANAGERS	S
STERLING BANCSHARES	858907108	900	67650	SH		DEFINED	85	28
	--	-----	-----					
		900	67650					
STERICYCLE INC	858912108	1469	31458	SH		DEFINED	1	30
		327	6997	SH		DEFINED	17	6
		6588	141078	SH		DEFINED	85	127
	--	-----	-----					
		8384	179533					
STERIS CORP	859152100	79	3500	SH		DEFINED	1	3
		56	2460	SH		DEFINED	17	2

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		653	28900	SH	DEFINED	85	28
	--	-----	-----				
		788	34860				
STEWART & STEVENSON SVCS INC	860342104	446	31734	SH	DEFINED	1	31
		2810	200000	SH	DEFINED	85	200
	--	-----	-----				
		3256	231734				
STEWART ENTERPRISES INC	860370105	401	70600	SH	DEFINED	85	70
	--	-----	-----				
		401	70600				
STORA ENSO CORP	86210M106	211	15587	SH	DEFINED	17	15
	--	-----	-----				
		211	15587				
STRATEGIC DISTR INC	862701307	140	10000	SH	DEFINED	1	10
		1949	139100	SH	DEFINED	85	139
	--	-----	-----				
		2089	149100				
STRIDE RITE CORP	863314100	358	31500	SH	DEFINED	85	31
	--	-----	-----				
		358	31500				
STRYKER CORP	863667101	489	5747	SH	DEFINED	1	5
		9076	106766	SH	DEFINED	17	105
		832	9782	SH	DEFINED	85	9
	--	-----	-----				
		10396	122295				
SUMMIT PPTYS INC	866239106	5135	213775	SH	DEFINED	1	213
	--	-----	-----				
		5135	213775				
SUN LIFE FINL INC	866796105	728	29085	SH	DEFINED	1	27
		235	9388	SH	DEFINED	17	8
	--	-----	-----				
		963	38473				
SUN MICROSYSTEMS INC	866810104	1629	364473	SH	DEFINED	1	355
		465	104025	SH	DEFINED	17	103
		1613	360774	SH	DEFINED	85	360
	--	-----	-----				
		3707	829272				
SUNGARD DATA SYS INC	867363103	11640	420057	SH	DEFINED	1	378
		6387	230499	SH	DEFINED	17	226
		13553	489082	SH	DEFINED	85	468
	--	-----	-----				
		31579	1139638				
SUNOCO INC	86764P109	117	2293	SH	DEFINED	1	2
		127	2490	SH	DEFINED	17	2
		196	3838	SH	DEFINED	85	3
	--	-----	-----				
		441	8621				
SUNRISE SENIOR LIVING INC	86768K106	728	18800	SH	DEFINED	85	18
	--	-----	-----				
		728	18800				

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SUNTRUST BKS INC	867914103	5659	79142	SH	DEFINED	1	68
		4100	57349	SH	DEFINED	17	57
		13790	192862	SH	DEFINED	85	192
	--	-----	-----				
		23549	329353				
SUPERIOR ENERGY SERVICES	868157108	397	42200	SH	DEFINED	85	18
		---	-----	-----			
		397	42200				
SUPERIOR UNIFORM GP INC	868358102	740	45000	SH	DEFINED	85	45
		---	-----	-----			
		740	45000				
SUPERVALU INC	868536103	2903	101528	SH	DEFINED	1	98
		4552	159205	SH	DEFINED	17	159
		7132	249445	SH	DEFINED	85	249
	--	-----	-----				
		14586	510178				
SURMODICS INC	868873100	598	25200	SH	DEFINED	1	23
		61	2590	SH	DEFINED	17	2
		---	-----	-----			
		660	27790				
SWIFT TRANSN CO	870756103	244	11600	SH	DEFINED	85	11

FORM 13F  
REPORTING MANAGER: FIFTH THIRD BANCORP

SEC NO 28-539  
AS OF 12/31/03

NAME OF ISSUER	CUSIP	VALUE (X\$100)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTHER MANAGERS	SO
	--	-----	-----					
		244	11600					
SYLVAN LEARNING SYSTEMS	871399101	1343	46650	SH		DEFINED	85	2
		---	-----	-----				
		1343	46650					
SYMANTEC CORP	871503AB4	410	2000	SH		DEFINED	17	
		---	-----	-----				
		410	2000					
SYMANTEC CORP	871503108	1201	34818	SH		DEFINED	1	3
		119	3440	SH		DEFINED	17	
		8254	239252	SH		DEFINED	85	22
	--	-----	-----					
		9574	277510					
SYMBOL TECHNOLOGIES INC	871508107	133	7894	SH		DEFINED	1	
		2	95	SH		DEFINED	17	
		192	11381	SH		DEFINED	85	1
	--	-----	-----					
		327	19370					



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SYMMETRICOM INC	871543104	208	28565	SH	DEFINED	1	2	
		5388	740154	SH	DEFINED	85	74	
		---	-----	-----				
		5596	768719					
SYNAGRO TECHNOLOGIES INC	871562203	37	17000	SH	DEFINED	17	1	
		---	-----	-----				
		37	17000					
SYNOPSIS INC	871607107	1808	53406	SH	DEFINED	1	5	
		987	29162	SH	DEFINED	17	2	
		7759	229150	SH	DEFINED	85	22	
		---	-----	-----				
		10555	311718					
SYNOVUS FINL CORP	87161C105	36202	1251813	SH	DEFINED	1	117	
		6413	221759	SH	DEFINED	17	21	
		430	14863	SH	DEFINED	85	1	
		---	-----	-----				
		43046	1488435					
SYSCO CORP	871829107	91711	2463348	SH	DEFINED	1	227	
		21214	569795	SH	DEFINED	17	53	
		33577	901881	SH	DEFINED	85	90	
		---	-----	-----				
		146501	3935024					
SYSTEMAX INC	871851101	533	80000	SH	DEFINED	85	8	
		---	-----	-----				
		533	80000					
TCF FINL CORP	872275102	30775	599318	SH	DEFINED	1	59	
		852	16596	SH	DEFINED	17	1	
		1324	25800	SH	DEFINED	85		
		---	-----	-----				
		32952	641714					
TECO ENERGY INC	872375100	272	18904	SH	DEFINED	1	1	
		127	8836	SH	DEFINED	17		
		133	9225	SH	DEFINED	85		
		---	-----	-----				
		533	36965					
TEPPCO PARTNERS L P	872384102	129	3200	SH	DEFINED	1		
		379	9400	SH	DEFINED	17		
		---	-----	-----				
		508	12600					
TJX COS INC NEW	872540109	337	15297	SH	DEFINED	1	1	
		62	2809	SH	DEFINED	17		
		547	24803	SH	DEFINED	85	2	
		---	-----	-----				
		946	42909					
TTM TECHNOLOGIES INC	87305R109	333	19702	SH	DEFINED	1	1	
		146	8677	SH	DEFINED	17		
		2754	163122	SH	DEFINED	85	11	
		---	-----	-----				
		3233	191501					
TXU CORP	873168108	185	7802	SH	DEFINED	1		

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		158	6679	SH	DEFINED	17	
		1000	42168	SH	DEFINED	85	4
	--	-----	-----				
		1344	56649				
TAKE-TWO INTERACTIVE SOFTWARE	874054109	425	14750	SH	DEFINED	85	1
	--	-----	-----				
		425	14750				
TARGET CORP	87612E106	41062	1069324	SH	DEFINED	1	98
		16593	432113	SH	DEFINED	17	41
		5386	140247	SH	DEFINED	85	11
		-----	-----				
		63041	1641684				
TECHNE	878377100	378	10000	SH	DEFINED	85	
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		378	10000					
TECHNITROL INC	878555101	454	21911	SH		DEFINED	1	2
		2244	108189	SH		DEFINED	85	10
	--	-----	-----					
		2698	130100					
TECUMSEH PRODS CO	878895200	40	816	SH		DEFINED	17	
		1211	25000	SH		DEFINED	85	2
	--	-----	-----					
		1250	25816					
TEKELEC	879101103	816	52500	SH		DEFINED	85	5
	--	-----	-----					
		816	52500					
TEKTRONIX INC	879131100	59	1856	SH		DEFINED	1	
		104	3300	SH		DEFINED	17	
		537	16994	SH		DEFINED	85	1
	--	-----	-----					
		700	22150					
TELEFLEX INC	879369106	2499	51712	SH		DEFINED	1	5
		797	16484	SH		DEFINED	17	1
		4519	93500	SH		DEFINED	85	9
	--	-----	-----					
		7815	161696					
TELEFONOS DE MEXICO S A	879403AD5	228	2000	SH		DEFINED	17	
	--	-----	-----					
		228	2000					

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TELEFONOS DE MEXICO S A	879403780	208	6300	SH	DEFINED	1	
		111	3346	SH	DEFINED	17	
	--	-----	-----				
		319	9646				
TELIK INC	87959M109	392	17057	SH	DEFINED	1	1
		79	3438	SH	DEFINED	17	
		2586	112461	SH	DEFINED	85	9
	--	-----	-----				
		3058	132956				
TELLABS INC	879664100	186	22064	SH	DEFINED	1	2
		89	10607	SH	DEFINED	17	
		173	20562	SH	DEFINED	85	2
	--	-----	-----				
		448	53233				
TEMPLE INLAND INC	879868107	300	4790	SH	DEFINED	1	
		9	142	SH	DEFINED	17	
		170	2710	SH	DEFINED	85	
	--	-----	-----				
		479	7642				
TEMPLETON DRAGON FD INC	88018T101	125	6964	SH	DEFINED	1	
		104	5800	SH	DEFINED	17	
	--	-----	-----				
		230	12764				
TEMPLETON GLOBAL INCOME FD I	880198106	14	1500	SH	DEFINED	1	
		8	850	SH	DEFINED	17	
		584	61374	SH	DEFINED	85	6
	--	-----	-----				
		607	63724				
TENET HEALTHCARE CORP	88033G100	186	11600	SH	DEFINED	1	1
		65	4022	SH	DEFINED	17	
		368	22920	SH	DEFINED	85	2
	--	-----	-----				
		619	38542				
TERADYNE INC	880770102	109	4273	SH	DEFINED	1	
		239	9394	SH	DEFINED	85	
	--	-----	-----				
		348	13667				
TERRA NITROGEN CO L P	881005201	223	45000	SH	DEFINED	85	4
	--	-----	-----				
		223	45000				
TETRA TECH INC NEW	88162G103	537	21594	SH	DEFINED	1	2
		112	4522	SH	DEFINED	17	
		2483	99867	SH	DEFINED	85	9
	--	-----	-----				
		3132	125983				
TEVA PHARMACEUTICAL INDS LTD	881624209	15131	266812	SH	DEFINED	1	24
		4839	85332	SH	DEFINED	17	8
		22775	401600	SH	DEFINED	85	39
	--	-----	-----				
		42745	753744				
TEVA PHARMACEUTICAL FIN NV	88163XAB1	268	2000	SH	DEFINED	17	

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		---	-----	-----				
			268	2000				
TEXAS INSTRS INC	882508104	41916	1426669	SH	DEFINED	1	129	
		9275	315689	SH	DEFINED	17	30	
		41991	1429230	SH	DEFINED	85	142	
		---	-----					

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		93181	3171588					
TEXAS PAC LD TR	882610108	30	534	SH		DEFINED	1	
		253	4500	SH		DEFINED	85	
		---	-----					
		283	5034					
TEXAS REGL BANCSHARES INC	882673106	540	14586	SH		DEFINED	1	1
		116	3135	SH		DEFINED	17	
		2494	67410	SH		DEFINED	85	6
		---	-----					
		3150	85131					
TEXTRON INC	883203101	1163	20390	SH		DEFINED	1	1
		313	5487	SH		DEFINED	17	
		379	6645	SH		DEFINED	85	
		---	-----					
		1856	32522					
THERAGENICS CORP	883375107	104	19000	SH		DEFINED	1	1
		2024	370000	SH		DEFINED	85	37
		---	-----					
		2128	389000					
THERMO ELECTRON CORP	883556102	87	3461	SH		DEFINED	1	
		111	4387	SH		DEFINED	17	
		203	8039	SH		DEFINED	85	
		---	-----					
		400	15887					
THOMAS & BETTS CORP	884315102	1841	80434	SH		DEFINED	1	7
		973	42512	SH		DEFINED	17	4
		4710	205745	SH		DEFINED	85	20
		---	-----					
		7524	328691					
THOR INDS INC	885160101	573	10191	SH		DEFINED	1	1
		2807	49934	SH		DEFINED	85	4
		---	-----					
		3380	60125					
THORATEC CORP	885175307	316	24453	SH		DEFINED	1	2

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		108	8332	SH	DEFINED	17	
		2313	178889	SH	DEFINED	85	13
	--	-----	-----				
		2737	211674				
THORNBURG MTG INC	885218107	102	3750	SH	DEFINED	1	
		50	1825	SH	DEFINED	17	
		938	34500	SH	DEFINED	85	3
	--	-----	-----				
		1090	40075				
3COM CORP	885535104	3	400	SH	DEFINED	1	
		42	5150	SH	DEFINED	17	
		4208	515000	SH	DEFINED	85	51
	--	-----	-----				
		4253	520550				
3M CO	88579Y101	59746	702642	SH	DEFINED	1	66
		14317	168378	SH	DEFINED	17	15
		22862	268871	SH	DEFINED	85	26
	--	-----	-----				
		96925	1139891				
TIDEWATER INC	886423102	9	300	SH	DEFINED	17	
		478	16000	SH	DEFINED	85	1
	--	-----	-----				
		487	16300				
TIFFANY & CO NEW	886547108	148	3281	SH	DEFINED	1	
		57	1250	SH	DEFINED	17	
		326	7203	SH	DEFINED	85	
	--	-----	-----				
		530	11734				
TIME WARNER INC	887317105	4028	223891	SH	DEFINED	1	22
		1434	79730	SH	DEFINED	17	7
		6077	337805	SH	DEFINED	85	33
	--	-----	-----				
		11539	641426				
TIME WARNER TELECOM INC	887319101	304	30000	SH	DEFINED	85	3
	--	-----	-----				
		304	30000				
TOLLGRADE COMMUNICATIONS INC	889542106	742	42300	SH	DEFINED	85	4
	--	-----	-----				
		742	42300				
TORCHMARK CORP	891027104	235	5161	SH	DEFINED	1	
		146	3200	SH	DEFINED	17	
		248	5439	SH	DEFINED	85	
	--	-----	-----				
		628	13800				
TORO CO	891092108	2320	50000	SH	DEFINED	85	5
	--	-----	-----				
		2320	50000				
TOWER AUTOMOTIVE INC	891707101	1082	158351	SH	DEFINED	17	15

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	--	1082	158351					
TOYS R US INC	892335100	1100	87035	SH		DEFINED	1	8
		730	57764	SH		DEFINED	17	5
		133	10545	SH		DEFINED	85	1
	--	1964	155344					
TRACTOR SUPPLY CO	892356106	666	17079	SH		DEFINED	1	1
		153	3930	SH		DEFINED	17	
		2921	74900	SH		DEFINED	85	7
	--	3740	95909					
TRADESTATION GROUP INC	89267P105	294	33227	SH		DEFINED	1	3
		108	12179	SH		DEFINED	17	1
		1290	145639	SH		DEFINED	85	14
	--	1693	191045					
TRANSPORT CORP OF AMER INC	89385P102	702	96800	SH		DEFINED	85	9
	--	702	96800					
TRAVELERS PPTY CAS CORP NEW	89420G406	449	26430	SH		DEFINED	1	2
		234	13800	SH		DEFINED	17	1
		1208	71190	SH		DEFINED	85	7
	--	1891	111420					
TRIBUNE CO NEW	896047107	969	18774	SH		DEFINED	1	1
		248	4800	SH		DEFINED	17	
		792	15356	SH		DEFINED	85	1
	--	2009	38930					
TRIMBLE NAVIGATION LTD	896239100	894	24000	SH		DEFINED	1	2
		162	4342	SH		DEFINED	17	
		4184	112350	SH		DEFINED	85	11
	--	5239	140692					
TRIZEC PROPERTIES INC	89687P107	1925	125000	SH		DEFINED	85	12
	--	1925	125000					
TUPPERWARE CORP	899896104	57	3280	SH		DEFINED	1	
		124	7164	SH		DEFINED	17	
		51	2920	SH		DEFINED	85	
	--	232	13364					

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TWEETER HOME ENTMT GROUP INC	901167106	1418	150000	SH	DEFINED	85	15
	--	-----	-----				
		1418	150000				
TYCO INTL LTD NEW	902124106	1704	64286	SH	DEFINED	1	6
		209	7902	SH	DEFINED	17	9
		2607	98369	SH	DEFINED	85	9
	--	-----	-----				
		4520	170557				
TYSON FOODS INC	902494103	24	1800	SH	DEFINED	1	1
		137	10350	SH	DEFINED	17	4
		557	42100	SH	DEFINED	85	4
	--	-----	-----				
		718	54250				
UCBH HOLDINGS	90262T308	782	20075	SH	DEFINED	85	
	--	-----	-----				
		782	20075				
UST INC	902911106	175	4891	SH	DEFINED	1	1
		376	10525	SH	DEFINED	17	1
		293	8209	SH	DEFINED	85	1
	--	-----	-----				
		843	23625				
US BANCORP DEL	902973304	69834	2345013	SH	DEFINED	1	217
		12926	434044	SH	DEFINED	17	42
		5894	197906	SH	DEFINED	85	17
	--	-----	-----				
		88654	2976963				
URS CORP NEW	903236107	855	34200	SH	DEFINED	85	3
	--	-----	-----				
		855	34200				
U S CONCRETE INC	90333L102	258	40000	SH	DEFINED	85	4
	--	-----	-----				
		258	40000				
US ONCOLOGY INC	90338W103	430	40000	SH	DEFINED	85	4
	--	-----	-----				
		430	40000				
ULTRA PETRO	903914109	1081	43900	SH	DEFINED	85	1
	--	-----	-----				
		1081	43900				

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UNIFIRST CORP MASS	904708104	781	32950	SH		DEFINED	85

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		--	-----	-----			
			781	32950			
UNILEVER N V	904784709	358	5523	SH	DEFINED	1	
		117	1802	SH	DEFINED	17	
		--	-----	-----			
			475	7325			
UNION PAC CORP	907818108	1136	16357	SH	DEFINED	1	1
		1018	14657	SH	DEFINED	17	
		3782	54432	SH	DEFINED	85	4
		--	-----	-----			
			5937	85446			
UNION PLANTERS CORP	908068109	128	4057	SH	DEFINED	1	
		137	4357	SH	DEFINED	17	
		294	9343	SH	DEFINED	85	
		--	-----	-----			
			559	17757			
UNISYS CORP	909214108	126	8518	SH	DEFINED	1	
		78	5259	SH	DEFINED	17	
		242	16288	SH	DEFINED	85	1
		--	-----	-----			
			446	30065			
UNIT CORP	909218109	277	11744	SH	DEFINED	1	1
		--	-----	-----			
			277	11744			
UNITED DEFENSE INDS INC	91018B104	86	2700	SH	DEFINED	17	
		496	15550	SH	DEFINED	85	1
		--	-----	-----			
			582	18250			
UNITED ONLINE INC	911268100	444	26425	SH	DEFINED	1	2
		1	52	SH	DEFINED	17	
		2201	131075	SH	DEFINED	85	13
		--	-----	-----			
			2645	157552			
UNITED PARCEL SERVICE INC	911312106	3860	51784	SH	DEFINED	1	5
		3086	41397	SH	DEFINED	17	3
		4728	63416	SH	DEFINED	85	6
		--	-----	-----			
			11674	156597			
UNITED STATES STL CORP NEW	912909108	79	2268	SH	DEFINED	1	
		23	661	SH	DEFINED	17	
		179	5109	SH	DEFINED	85	
		--	-----	-----			
			281	8038			
UNITED STATIONERS	913004107	642	15700	SH	DEFINED	85	
		--	-----	-----			
			642	15700			
UNITED TECHNOLOGIES CORP	913017109	48658	513429	SH	DEFINED	1	48
		24274	256134	SH	DEFINED	17	24
		18476	194956	SH	DEFINED	85	19
		--	-----	-----			
			91408	964519			



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UNITEDHEALTH GROUP INC	91324P102	1122	19289	SH	DEFINED	1	1
		686	11787	SH	DEFINED	17	1
		4103	70527	SH	DEFINED	85	5
	--	-----	-----				
		5911	101603				
UNITEDGLOBALCOM	913247508	1908	225000	SH	DEFINED	85	22
		-----	-----				
		1908	225000				
UNIVERSAL HLTH SVCS INC	913903AL4	264	4000	SH	DEFINED	17	
		-----	-----				
		264	4000				
UNIVISION COMMUNICATIONS INC	914906102	272	6861	SH	DEFINED	1	
		119	3000	SH	DEFINED	17	
		629	15839	SH	DEFINED	85	1
	--	-----	-----				
		1020	25700				
UNOCAL CORP	915289102	341	9264	SH	DEFINED	1	
		227	6165	SH	DEFINED	17	
		469	12741	SH	DEFINED	85	1
	--	-----	-----				
		1038	28170				
UNUMPROVIDENT CORP	91529Y106	107	6811	SH	DEFINED	1	
		9	598	SH	DEFINED	17	
		807	51173	SH	DEFINED	85	5
	--	-----	-----				
		924	58582				
URBAN OUTFITTERS INC	917047102	1002	27046	SH	DEFINED	1	2
		121	3264	SH	DEFINED	17	
		4779	128994	SH	DEFINED	85	12
	--	-----	-----				
		5902	159304				

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UTSTARCOM INC	918076100	4074	109892	SH		DEFINED	1	10
		2079	56092	SH		DEFINED	17	5
		9945	268250	SH		DEFINED	85	26
	--	-----	-----					
		16098	434234					
VCA ANTECH INC	918194101	442	14261	SH		DEFINED	1	1
		2191	70739	SH		DEFINED	85	7
		-----	-----					
		2633	85000					

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V F CORP	918204108	129	2980	SH	DEFINED	1	
		599	13850	SH	DEFINED	17	1
		230	5320	SH	DEFINED	85	
	--	-----	-----				
		958	22150				
VAIL RESORTS INC	91879Q109	470	27650	SH	DEFINED	85	2
		470	27650				
VALERO ENERGY CORP NEW	91913Y100	193	4175	SH	DEFINED	1	
		16	345	SH	DEFINED	17	
		209	4520				
VALSPAR CORP	920355104	2002	40507	SH	DEFINED	1	4
		782	15816	SH	DEFINED	17	1
		5720	115750	SH	DEFINED	85	10
		8504	172073				
VAN KAMPEN TR INVT GRADE MUN	920929106	267	16950	SH	DEFINED	17	1
		267	16950				
VAN KAMPEN MUN OPPORTUNITY I	920944105	172	11900	SH	DEFINED	17	1
		172	11900				
VAN KAMPEN BD FD	920955101	11	600	SH	DEFINED	1	
		12	652	SH	DEFINED	17	
		1166	64800	SH	DEFINED	85	6
		1188	66052				
VAN KAMPEN SENIOR INCOME TR	920961109	9	1000	SH	DEFINED	1	
		572	66290	SH	DEFINED	17	6
		1312	152000	SH	DEFINED	85	15
		1892	219290				
VANS INC	921930103	1312	115000	SH	DEFINED	85	11
		1312	115000				
VARCO INTL INC DEL	922122106	2876	139424	SH	DEFINED	1	13
		1621	78557	SH	DEFINED	17	7
		6389	309700	SH	DEFINED	85	30
		10886	527681				
VARIAN MED SYS INC	92220P105	2191	31701	SH	DEFINED	1	3
		1620	23450	SH	DEFINED	17	2
		8985	130025	SH	DEFINED	85	11
		12796	185176				
VARIAN INC	922206107	1565	37562	SH	DEFINED	1	3
		349	8372	SH	DEFINED	17	
		6765	162400	SH	DEFINED	85	15
		8679	208334				

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VARIAN SEMICONDUCTOR EQUIPMN	922207105	720	16439	SH	DEFINED	1	1
		3463	79061	SH	DEFINED	85	7
	--	-----	-----				
		4183	95500				
VASOMEDICAL INC	922321104	11	10000	SH	DEFINED	1	1
		1	500	SH	DEFINED	17	
	--	-----	-----				
		12	10500				
VECTREN CORP	92240G101	1897	76951	SH	DEFINED	1	7
		17111	694165	SH	DEFINED	17	68
		948	38450	SH	DEFINED	85	3
	--	-----	-----				
		19956	809566				
VENTIV HEALTH INC	922793104	366	40000	SH	DEFINED	85	4
	--	-----	-----				
		366	40000				
VANGUARD INDEX TR	922908769	532	5000	SH	DEFINED	1	
		32	300	SH	DEFINED	17	
	--	-----	-----				
		564	5300				
VERISIGN INC	92343E102	653	40060	SH	DEFINED	1	4

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	--	-----	-----					
		653	40060					
VERITAS DGC INC	92343P107	2072	197700	SH		DEFINED	85	19
	--	-----	-----					
		2072	197700					
VERIZON COMMUNICATIONS	92343V104	21484	612422	SH		DEFINED	1	58
		14504	413461	SH		DEFINED	17	39
		18670	532214	SH		DEFINED	85	53
	--	-----	-----					
		54658	1558097					
VERITAS SOFTWARE CO	923436109	343	9261	SH		DEFINED	1	
		112	3022	SH		DEFINED	17	
		1891	51089	SH		DEFINED	85	5
	--	-----	-----					
		2346	63372					
VIAD CORP	92552R109	25	1016	SH		DEFINED	1	
		112	4490	SH		DEFINED	17	
		401	16050	SH		DEFINED	85	1

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		--	-----	-----				
			539	21556				
VIACOM INC	925524100	3460	78146	SH	DEFINED	1	7	
		1243	28082	SH	DEFINED	17	2	
		5088	114917	SH	DEFINED	85	11	
		--	-----	-----				
			9791	221145				
VIACOM INC	925524308	6214	140029	SH	DEFINED	1	13	
		1972	44441	SH	DEFINED	17	4	
		4416	99498	SH	DEFINED	85	9	
		--	-----	-----				
			12603	283968				
VICURON PHARMACEUTICALS INC	926471103	379	20308	SH	DEFINED	1	2	
		1863	99867	SH	DEFINED	85	9	
		--	-----	-----				
			2241	120175				
VIGNETTE CORP	926734104	45	20000	SH	DEFINED	1	2	
		1078	475000	SH	DEFINED	85	47	
		--	-----	-----				
			1124	495000				
VISHAY INTERTECHNOLOGY INC	928298108	49	2151	SH	DEFINED	1		
		26	1150	SH	DEFINED	17		
		1718	75000	SH	DEFINED	85	7	
		--	-----	-----				
			1793	78301				
VISTEON CORP	92839U107	44	4261	SH	DEFINED	1		
		32	3109	SH	DEFINED	17		
		67	6449	SH	DEFINED	85		
		--	-----	-----				
			144	13819				
VITAL IMAGES INC	92846N104	208	11619	SH	DEFINED	1	1	
		89	4992	SH	DEFINED	17		
		1655	92634	SH	DEFINED	85	6	
		--	-----	-----				
			1951	109245				
VITESSE SEMICONDUCTOR CORP	928497AB2	2475	25000	SH	DEFINED	1	2	
		--	-----	-----				
			2475	25000				
VODAFONE GROUP PLC NEW	92857W100	2457	98129	SH	DEFINED	1	9	
		1919	76633	SH	DEFINED	17	6	
		--	-----	-----				
			4376	174762				
VOLT INFORMATION SCIENCES IN	928703107	2486	110000	SH	DEFINED	85	11	
		--	-----	-----				
			2486	110000				
VORNADO RLTY TR	929042109	23	425	SH	DEFINED	1		
		51	933	SH	DEFINED	17		
		2469	45100	SH	DEFINED	85	4	
		--	-----	-----				
			2544	46458				

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VULCAN INTL CORP	929136109	770	17602	SH	DEFINED	1	1
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		770	17602				
VULCAN MATLS CO	929160109	158	3328	SH	DEFINED	1	
		161	3375	SH	DEFINED	17	
		237	4972	SH	DEFINED	85	
	--	-----	-----				
		555	11675				
WCI CMNTYS INC	92923C104	41	2000	SH	DEFINED	17	
		451	21900	SH	DEFINED	85	2
	--	-----	-----				
		493	23900				
W HOLDING CO	929251106	1782	95776	SH	DEFINED	85	4
	--	-----	-----				

FORM 13F  
REPORTING MANAGER: FIFTH THIRD BANCORP

SEC NO 28-539  
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NAME OF ISSUER	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTHER MANAGERS	S
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		1782	95776					
WPS RESOURCES CORP	92931B106	150	3250	SH		DEFINED	1	
		187	4046	SH		DEFINED	17	
	--	-----	-----					
		337	7296					
WACHOVIA CORP 2ND NEW	929903102	6685	143480	SH		DEFINED	1	13
		1517	32563	SH		DEFINED	17	3
		4838	103845	SH		DEFINED	85	10
	--	-----	-----					
		13040	279888					
WAL MART STORES INC	931142103	77352	1458087	SH		DEFINED	1	139
		25058	472353	SH		DEFINED	17	45
		38681	729137	SH		DEFINED	85	72
	--	-----	-----					
		141091	2659577					
WALGREEN CO	931422109	33707	926529	SH		DEFINED	1	89
		16390	450533	SH		DEFINED	17	41
		5110	140454	SH		DEFINED	85	12
	--	-----	-----					
		55207	1517516					
WASHINGTON MUT INC	939322103	36822	917786	SH		DEFINED	1	89
		4572	113967	SH		DEFINED	17	10
		3108	77456	SH		DEFINED	85	7
	--	-----	-----					
		44501	1109209					
WASTE MGMT INC DEL	94106L109	510	17244	SH		DEFINED	1	1

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		254	8567	SH	DEFINED	17	
		847	28627	SH	DEFINED	85	2
	--	-----	-----				
		1611	54438				
WATERS CORP	941848103	507	15280	SH	DEFINED	1	1
		1843	55585	SH	DEFINED	17	5
		2686	80996	SH	DEFINED	85	8
	--	-----	-----				
		5036	151861				
WATSON PHARMACEUTICALS INC	942683103	108	2340	SH	DEFINED	1	
		46	1000	SH	DEFINED	17	
		247	5360	SH	DEFINED	85	
	--	-----	-----				
		400	8700				
WAUSAU-MOSINEE PAPER CORP	943315101	199	14750	SH	DEFINED	17	1
	--	-----	-----				
		199	14750				
WEINGARTEN RLTY INVS	948741103	693	15622	SH	DEFINED	1	1
		1005	22653	SH	DEFINED	17	2
		1976	44550	SH	DEFINED	85	4
	--	-----	-----				
		3673	82825				
WELLPOINT HEALTH NETWORK NEW	94973H108	378	3897	SH	DEFINED	1	
		226	2335	SH	DEFINED	17	
		1283	13233	SH	DEFINED	85	1
	--	-----	-----				
		1888	19465				
WELLS FARGO & CO NEW	949746101	105740	1795549	SH	DEFINED	1	166
		20974	356148	SH	DEFINED	17	33
		11124	180889	SH	DEFINED	85	18
	--	-----	-----				
		137366	2340586				
WENDYS INTL INC	950590109	1253	31940	SH	DEFINED	1	2
		117	2974	SH	DEFINED	17	
		220	5599	SH	DEFINED	85	
	--	-----	-----				
		1590	40513				
WEST MARINE INC	954235107	254	9227	SH	DEFINED	1	
		1259	45773	SH	DEFINED	85	4
	--	-----	-----				
		1513	55000				
WESTAMERICA BANCORPORATION	957090103	719	14450	SH	DEFINED	85	1
	--	-----	-----				
		719	14450				
WESTERN WIRELESS CORP	95988E204	255	13874	SH	DEFINED	1	1
		74	4049	SH	DEFINED	17	
		1146	62417	SH	DEFINED	85	6
	--	-----	-----				
		1475	80340				
WEYERHAEUSER CO	962166104	2901	45324	SH	DEFINED	1	4
		2487	38862	SH	DEFINED	17	3

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		11307	176674	SH	DEFINED	85	17
	--	-----	-----				
		16695	260860				
WHEATON RIV MINERALS LTD	962902102	33	11200	SH	DEFINED	17	1
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		33	11200				

FORM 13F  
REPORTING MANAGER: FIFTH THIRD BANCORP

SEC NO 28-539  
AS OF 12/31/03

NAME OF ISSUER	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTHER MANAGERS	S
-----	-----	-----	-----	---	----	-----	-----	---
WHIRLPOOL CORP	963320106	3122	42977	SH		DEFINED	1	4
		2801	38558	SH		DEFINED	17	3
		2960	40738	SH		DEFINED	85	4
	--	-----	-----					
		8883	122273					
WILLBROS GROUP INC	969199108	1863	155000	SH		DEFINED	85	15
	--	-----	-----					
		1863	155000					
WILLIAMS COS INC DEL	969457100	134	13629	SH		DEFINED	1	1
		20	1999	SH		DEFINED	17	
		250	25491	SH		DEFINED	85	2
	--	-----	-----					
		404	41119					
WILLIAMS SONOMA INC	969904101	2447	70376	SH		DEFINED	1	6
		1465	42133	SH		DEFINED	17	4
		6643	191050	SH		DEFINED	85	19
	--	-----	-----					
		10555	303559					
WILSON GREATBATCH TECHNOLOGI	972232102	55	1311	SH		DEFINED	1	
		141	3328	SH		DEFINED	17	
		2342	55400	SH		DEFINED	85	3
	--	-----	-----					
		2538	60039					
WINN DIXIE STORES INC	974280109	249	25006	SH		DEFINED	1	2
		4	430	SH		DEFINED	17	
		1562	156994	SH		DEFINED	85	15
	--	-----	-----					
		1815	182430					
WINTRUST FINANCIAL CORP	97650W108	311	6891	SH		DEFINED	1	
		124	2759	SH		DEFINED	17	
		2028	44967	SH		DEFINED	85	4
	--	-----	-----					
		2463	54617					
WISCONSIN ENERGY CORP	976657106	265	7921	SH		DEFINED	1	
		371	11090	SH		DEFINED	17	1

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		636	19011				
WOLVERINE TUBE INC	978093102	547	86700	SH	DEFINED	85	8
	--	-----	-----				
		547	86700				
WOLVERINE WORLD WIDE INC	978097103	274	13422	SH	DEFINED	1	1
		376	18450	SH	DEFINED	17	1
		2052	100678	SH	DEFINED	85	10
	--	-----	-----				
		2701	132550				
WOODHEAD INDS INC	979438108	551	32589	SH	DEFINED	1	3
	--	-----	-----				
		551	32589				
WORTHINGTON INDS INC	981811102	639	35458	SH	DEFINED	1	3
		8	451	SH	DEFINED	17	
		76	4192	SH	DEFINED	85	
	--	-----	-----				
		723	40101				
WRIGLEY WM JR CO	982526105	1333	23719	SH	DEFINED	1	2
		3537	62920	SH	DEFINED	17	6
		957	17037	SH	DEFINED	85	1
	--	-----	-----				
		5827	103676				
WYETH	983024100	46293	1090521	SH	DEFINED	1	104
		8075	190213	SH	DEFINED	17	18
		4466	105196	SH	DEFINED	85	10
	--	-----	-----				
		58833	1385930				
WYNDHAM INTL INC	983101106	18	27000	SH	DEFINED	17	2
	--	-----	-----				
		18	27000				
XTO ENERGY INC	98385X106	3288	116197	SH	DEFINED	1	11
		443	15636	SH	DEFINED	17	1
		8899	314466	SH	DEFINED	85	31
	--	-----	-----				
		12630	446299				
X-RITE INC	983857103	234	20675	SH	DEFINED	17	2
	--	-----	-----				
		234	20675				
XCEL ENERGY INC	98389B100	302	17771	SH	DEFINED	1	1
		322	18936	SH	DEFINED	17	1
		333	19624	SH	DEFINED	85	1
	--	-----	-----				
		957	56331				
XILINX INC	983919101	16902	437534	SH	DEFINED	1	40
		1320	34166	SH	DEFINED	17	3
		29131	754095	SH	DEFINED	85	75



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FORM 13F  
REPORTING MANAGER: FIFTH THIRD BANCORP

SEC NO 28-539  
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NAME OF ISSUER -----	CUSIP -----	VALUE (X\$1000) -----	SHARES/ PRN AMT -----	SH/ PRN ---	PUT/ CALL -----	INVSTMT DSCRETN -----	OTHER MANAGERS -----
	--	47352	1225795				
XEROX CORP	984121103	356	25761	SH		DEFINED	1
		85	6180	SH		DEFINED	17
		538	38973	SH		DEFINED	85
	--	979	70914				
YAHOO INC	984332106	748	16608	SH		DEFINED	1
		19	417	SH		DEFINED	17
		1458	32374	SH		DEFINED	85
	--	2224	49399				
YUM BRANDS INC	988498101	530	15393	SH		DEFINED	1
		321	9324	SH		DEFINED	17
		1173	34109	SH		DEFINED	85
	--	2024	58826				
ZEBRA TECHNOLOGIES CORP	989207105	7338	110557	SH		DEFINED	1
		1533	23104	SH		DEFINED	17
		12454	187649	SH		DEFINED	85
	--	21326	321310				
ZIMMER HLDGS INC	98956P102	11974	170087	SH		DEFINED	1
		5509	78252	SH		DEFINED	17
		2298	32650	SH		DEFINED	85
	--	19781	280989				
ZIONS BANCORPORATION	989701107	168	2736	SH		DEFINED	1
		386	6295	SH		DEFINED	17
		1517	24734	SH		DEFINED	85
	--	2071	33765				
GRAND TOTAL		30,230,711			TOTAL	ENTRIES	2,991
		=====					=====