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VERIZON COMMUNICATIONS INC
Form 13F-HR
February 12, 2007

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

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: December 31, 2006

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: Verizon Investment Management Corp.

Address: 1 Verizon Way, Building 7, 1st Floor South

Basking Ridge, New Jersey 07920

Form 13F File Number: 28-04063

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: David L. Beik

Title: Chief Operating Officer

Phone: 908 559-5890

Signature, Place, and Date of Signing:

/S/ Basking Ridge, New Jersey 2/9/2007

[Signature] [City, State] [Date]

Report Type (Check only one.):

/X/ 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

/ / 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

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/ / 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

FORM 13F SUMMARY PAGE

Report Summary:

| | | |
|---|-------------|--|
| Number of Other Included Managers: | 1 | |
| Form 13F Information Table Entry Total: | 987 | |
| Form 13F Information Table Value Total: | 5,789,566 | |
| | (thousands) | |

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

[If there are no entries in this list, state "NONE" and omit the column headings and list entries.]

| No. | Form 13F File Number | Name |
|-----|----------------------|-------------------------------|
| 28- | | Goldman Sachs Prime Brokerage |

[Repeat as necessary.]

FORM 13F INFORMATION TABLE

| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | COLUMN 6 | |
|---------------------------------|----------------|-----------|--------------------|--------------------|----------------------------|--------------------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN PUT/ CALL | INVESTMENT DISCRETION |
| ACE LTD | ORD | G0070K103 | 1,211 | 20,000 | | X |
| COOPER INDS LTD | CL A | G24182100 | 868 | 9,600 | | X |
| ENDURANCE SPECIALTY HLDGS LT | SHS | G30397106 | 732 | 20,000 | | X |
| MARVELL TECHNOLOGY GROUP LTD | ORD | G5876H105 | 960 | 50,000 | | X |
| NABORS INDUSTRIES LTD | SHS | G6359F103 | 357 | 12,000 | | X |
| RENAISSANCERE HOLDINGS LTD | COM | G7496G103 | 1,800 | 30,000 | | X |
| TRANSOCEAN INC | ORD | G90078109 | 1,310 | 16,200 | | X |
| UBS AG | SHS NEW | H89231338 | 2,413 | 40,000 | | X |
| CNH GLOBAL N V | SHS NEW | N20935206 | 273 | 10,000 | | X |
| A D C TELECOMMUNICATIONS | COM NEW | 000886309 | 318 | 21,870 | | X |
| AFLAC INC | COM | 001055102 | 5,923 | 128,754 | | X |

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| | | | | | | |
|---------------------------------|---------|-----------|--------|-----------|--|---|
| AGCO CORP | COM | 001084102 | 295 | 9,531 | | X |
| AGL RES INC | COM | 001204106 | 299 | 7,688 | | X |
| AES CORP | COM | 00130H105 | 6,180 | 280,386 | | X |
| AMB PROPERTY CORP | COM | 00163T109 | 508 | 8,660 | | X |
| AMR CORP | COM | 001765106 | 2,245 | 74,275 | | X |
| AT&T INC | COM | 00206R102 | 55,447 | 1,550,971 | | X |
| ABBOTT LABS | COM | 002824100 | 32,371 | 664,574 | | X |
| ABERCROMBIE & FITCH CO | CL A | 002896207 | 1,213 | 17,414 | | X |
| ACTIVISION INC NEW | COM NEW | 004930202 | 944 | 54,771 | | X |
| ACXIOM CORP | COM | 005125109 | 573 | 22,332 | | X |
| ADESA INC | COM | 00686U104 | 246 | 8,861 | | X |
| ADOBE SYS INC | COM | 00724F101 | 18,590 | 452,083 | | X |
| ADVANCE AUTO PARTS INC | COM | 00751Y106 | 760 | 21,370 | | X |
| ADVANCED MEDICAL OPTICS INC | COM | 00763M108 | 413 | 11,740 | | X |
| ADVANCED MICRO DEVICES INC | COM | 007903107 | 4,511 | 221,652 | | X |
| AETNA INC NEW | COM | 00817Y108 | 6,371 | 147,534 | | X |
| AFFILIATED COMPUTER SERVICES | CL A | 008190100 | 1,183 | 24,222 | | X |
| AFFILIATED MANAGERS GROUP | COM | 008252108 | 650 | 6,186 | | X |
| AGERE SYS INC | COM | 00845V308 | 1,658 | 86,475 | | X |
| AGILENT TECHNOLOGIES INC | COM | 00846U101 | 2,940 | 84,370 | | X |
| AGILYSYS INC | COM | 00847J105 | 670 | 40,000 | | X |
| AIR PRODS & CHEMS INC | COM | 009158106 | 5,440 | 77,410 | | X |
| AIRGAS INC | COM | 009363102 | 1,275 | 31,462 | | X |
| AKAMAI TECHNOLOGIES INC | COM | 00971T101 | 2,953 | 55,599 | | X |
| ALBEMARLE CORP | COM | 012653101 | 278 | 3,867 | | X |

| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | | COLUMN 6 |
|--------------------------------|-----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION |
| ALBERTO CULVER CO NEW | COM | 013078100 | 200 | 9,325 | | | X |
| ALCOA INC | COM | 013817101 | 9,608 | 320,160 | | | X |
| ALLEGHENY ENERGY INC | COM | 017361106 | 6,167 | 134,336 | | | X |
| ALLEGHENY TECHNOLOGIES INC | COM | 01741R102 | 3,396 | 37,452 | | | X |
| ALLERGAN INC | COM | 018490102 | 6,011 | 50,200 | | | X |
| ALLIANCE DATA SYSTEMS CORP | COM | 018581108 | 1,004 | 16,075 | | | X |
| ALLIANT ENERGY CORP | COM | 018802108 | 438 | 11,589 | | | X |
| ALLIANT TECHSYSTEMS INC | COM | 018804104 | 1,351 | 17,274 | | | X |
| ALLIED CAP CORP NEW | COM | 01903Q108 | 451 | 13,804 | | | X |
| ALLIED WASTE INDS INC | COM PAR\$.01NEW | 019589308 | 319 | 25,992 | | | X |
| ALLSTATE CORP | COM | 020002101 | 9,289 | 142,665 | | | X |
| ALLTEL CORP | COM | 020039103 | 4,081 | 67,474 | | | X |
| ALTERA CORP | COM | 021441100 | 2,777 | 141,123 | | | X |
| ALTRIA GROUP INC | COM | 02209S103 | 74,801 | 871,608 | | | X |
| AMAZON COM INC | COM | 023135106 | 8,713 | 220,808 | | | X |
| AMBAC FINL GROUP INC | COM | 023139108 | 18,082 | 203,009 | | | X |
| AMEREN CORP | COM | 023608102 | 1,088 | 20,249 | | | X |
| AMERICA MOVIL S A DE C V | SPON ADR L SHS | 02364W105 | 1,537 | 34,000 | | | X |
| AMERICAN CAPITAL STRATEGIES | COM | 024937104 | 649 | 14,029 | | | X |

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|---------------------------------|------|-----------|--------|---------|--|---|
| AMERICAN EAGLE OUTFITTERS NE | COM | 02553E106 | 1,058 | 33,906 | | X |
| AMERICAN ELEC PWR INC | COM | 025537101 | 9,276 | 217,843 | | X |
| AMERICAN EXPRESS CO | COM | 025816109 | 27,260 | 449,317 | | X |
| AMERICAN FINL GROUP INC OHIO | COM | 025932104 | 302 | 8,404 | | X |
| AMERICAN INTL GROUP INC | COM | 026874107 | 63,480 | 885,844 | | X |
| AMERICAN PWR CONVERSION CORP | COM | 029066107 | 717 | 23,451 | | X |
| AMERICAN STD COS INC DEL | COM | 029712106 | 1,618 | 35,282 | | X |
| AMERICAN TOWER CORP | CL A | 029912201 | 6,639 | 178,094 | | X |
| AMERICREDIT CORP | COM | 03060R101 | 369 | 14,652 | | X |
| AMERISOURCEBERGEN CORP | COM | 03073E105 | 8,643 | 192,241 | | X |
| AMERIPRISE FINL INC | COM | 03076C106 | 1,154 | 21,173 | | X |
| AMETEK INC NEW | COM | 031100100 | 3,163 | 99,348 | | X |
| AMGEN INC | COM | 031162100 | 42,253 | 618,549 | | X |
| AMPCO-PITTSBURGH CORP | COM | 032037103 | 268 | 8,000 | | X |
| AMPHENOL CORP NEW | CL A | 032095101 | 1,101 | 17,733 | | X |
| AMYLIN PHARMACEUTICALS INC | COM | 032346108 | 804 | 22,282 | | X |
| ANADARKO PETE CORP | COM | 032511107 | 10,800 | 248,166 | | X |

| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | | COLUMN 6 |
|---------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION |
| ANALOG DEVICES INC | COM | 032654105 | 2,227 | 67,751 | | | X |
| ANHEUSER BUSCH COS INC | COM | 035229103 | 13,549 | 275,391 | | | X |
| ANNALY CAP MGMT INC | COM | 035710409 | 274 | 19,672 | | | X |
| ANNTAYLOR STORES CORP | COM | 036115103 | 1,123 | 34,212 | | | X |
| AON CORP | COM | 037389103 | 1,110 | 31,423 | | | X |
| APACHE CORP | COM | 037411105 | 8,525 | 128,172 | | | X |
| APARTMENT INVT & MGMT CO | CL A | 03748R101 | 1,657 | 29,575 | | | X |
| APOLLO GROUP INC | CL A | 037604105 | 1,076 | 27,617 | | | X |
| APPLE COMPUTER INC | COM | 037833100 | 35,077 | 413,449 | | | X |
| APPLERA CORP | COM AP BIO GRP | 038020103 | 4,148 | 113,052 | | | X |
| APPLIED MATLS INC | COM | 038222105 | 7,257 | 393,311 | | | X |
| AQUA AMERICA INC | COM | 03836W103 | 467 | 20,514 | | | X |
| ARAMARK CORP | CL B | 038521100 | 2,791 | 83,432 | | | X |
| ARCH COAL INC | COM | 039380100 | 850 | 28,316 | | | X |
| ARCHER DANIELS MIDLAND CO | COM | 039483102 | 16,269 | 509,044 | | | X |
| ARCHSTONE SMITH TR | COM | 039583109 | 7,921 | 136,069 | | | X |
| ARMOR HOLDINGS INC | COM | 042260109 | 1,807 | 32,952 | | | X |
| ARROW ELECTRS INC | COM | 042735100 | 432 | 13,688 | | | X |
| ASHLAND INC NEW | COM | 044209104 | 434 | 6,274 | | | X |
| ASSOCIATED BANC CORP | COM | 045487105 | 455 | 13,039 | | | X |
| ASSURANT INC | COM | 04621X108 | 12,167 | 220,211 | | | X |
| ASTORIA FINL CORP | COM | 046265104 | 271 | 9,001 | | | X |
| ATMEL CORP | COM | 049513104 | 619 | 102,302 | | | X |
| ATMOS ENERGY CORP | COM | 049560105 | 255 | 8,002 | | | X |
| AUTODESK INC | COM | 052769106 | 6,989 | 172,747 | | | X |
| AUTOLIV INC | COM | 052800109 | 492 | 8,167 | | | X |
| AUTOMATIC DATA PROCESSING IN | COM | 053015103 | 13,477 | 273,650 | | | X |
| AUTONATION INC | COM | 05329W102 | 330 | 15,497 | | | X |

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|----------------------|-----|-----------|--------|---------|--|--|---|
| AUTOZONE INC | COM | 053332102 | 2,893 | 25,038 | | | X |
| AVALONBAY CMNTYS INC | COM | 053484101 | 21,956 | 168,831 | | | X |
| AVAYA INC | COM | 053499109 | 1,386 | 99,129 | | | X |
| AVERY DENNISON CORP | COM | 053611109 | 2,626 | 38,664 | | | X |
| AVIS BUDGET GROUP | COM | 053774105 | 243 | 11,225 | | | X |
| AVNET INC | COM | 053807103 | 3,281 | 128,512 | | | X |
| AVON PRODS INC | COM | 054303102 | 2,947 | 89,183 | | | X |
| BB&T CORP | COM | 054937107 | 2,368 | 53,895 | | | X |

| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | | COLUMN 6 |
|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION |
| BJS WHOLESALE CLUB INC | COM | 05548J106 | 207 | 6,655 | | | X |
| BJ SVCS CO | COM | 055482103 | 1,737 | 59,246 | | | X |
| BOK FINL CORP | COM NEW | 05561Q201 | 2,839 | 51,644 | | | X |
| BP PLC | SPONSORED ADR | 055622104 | 1,342 | 20,000 | | | X |
| BRE PROPERTIES INC | CL A | 05564E106 | 329 | 5,053 | | | X |
| BMC SOFTWARE INC | COM | 055921100 | 2,967 | 92,141 | | | X |
| BAKER HUGHES INC | COM | 057224107 | 9,522 | 127,538 | | | X |
| BALL CORP | COM | 058498106 | 2,853 | 65,430 | | | X |
| BANCORPSOUTH INC | COM | 059692103 | 210 | 7,821 | | | X |
| BANK OF AMERICA CORPORATION | COM | 060505104 | 97,321 | 1,822,830 | | | X |
| BANK HAWAII CORP | COM | 062540109 | 448 | 8,296 | | | X |
| BANK NEW YORK INC | COM | 064057102 | 11,445 | 290,700 | | | X |
| BARD C R INC | COM | 067383109 | 5,277 | 63,606 | | | X |
| BARNES & NOBLE INC | COM | 067774109 | 251 | 6,314 | | | X |
| BARR PHARMACEUTICALS INC | COM | 068306109 | 1,053 | 21,017 | | | X |
| BAUSCH & LOMB INC | COM | 071707103 | 320 | 6,145 | | | X |
| BAXTER INTL INC | COM | 071813109 | 8,568 | 184,688 | | | X |
| BEA SYS INC | COM | 073325102 | 971 | 77,157 | | | X |
| BEAR STEARNS COS INC | COM | 073902108 | 9,260 | 56,888 | | | X |
| BEAZER HOMES USA INC | COM | 07556Q105 | 282 | 5,992 | | | X |
| BECKMAN COULTER INC | COM | 075811109 | 716 | 11,977 | | | X |
| BECTON DICKINSON & CO | COM | 075887109 | 15,522 | 221,272 | | | X |
| BED BATH & BEYOND INC | COM | 075896100 | 4,579 | 120,194 | | | X |
| BELLSOUTH CORP | COM | 079860102 | 32,280 | 685,213 | | | X |
| BEMIS INC | COM | 081437105 | 759 | 22,331 | | | X |
| BERKLEY W R CORP | COM | 084423102 | 4,109 | 119,077 | | | X |
| BERKSHIRE HATHAWAY INC DEL | CL B | 084670207 | 649 | 177 | | | X |
| BEST BUY INC | COM | 086516101 | 11,848 | 240,856 | | | X |
| BIOMET INC | COM | 090613100 | 2,011 | 48,728 | | | X |
| BIOGEN IDEC INC | COM | 09062X103 | 8,157 | 165,829 | | | X |
| BLACK & DECKER CORP | COM | 091797100 | 3,416 | 42,711 | | | X |
| BLACKROCK INC | COM | 09247X101 | 5,229 | 34,421 | | | X |
| BLOCK H & R INC | COM | 093671105 | 1,499 | 65,043 | | | X |
| BOEING CO | COM | 097023105 | 31,748 | 357,362 | | | X |
| BORG WARNER INC | COM | 099724106 | 706 | 11,962 | | | X |
| BOSTON PROPERTIES INC | COM | 101121101 | 4,615 | 41,249 | | | X |

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| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | | COLUMN 6 |
|---------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION |
| BOSTON SCIENTIFIC CORP | COM | 101137107 | 4,199 | 244,424 | | | X |
| BOYD GAMING CORP | COM | 103304101 | 392 | 8,645 | | | X |
| BRANDYWINE RLTY TR | SH BEN INT NEW | 105368203 | 298 | 8,960 | | | X |
| BRINKER INTL INC | COM | 109641100 | 1,363 | 45,191 | | | X |
| BRINKS CO | COM | 109696104 | 1,118 | 17,484 | | | X |
| BRISTOL MYERS SQUIBB CO | COM | 110122108 | 16,731 | 635,690 | | | X |
| BROADCOM CORP | CL A | 111320107 | 7,376 | 228,280 | | | X |
| BROOKFIELD ASSET MGMT INC | CL A LTD VT SH | 112585104 | 2,038 | 42,300 | | | X |
| BROWN & BROWN INC | COM | 115236101 | 627 | 22,243 | | | X |
| BROWN FORMAN CORP | CL B | 115637209 | 808 | 12,196 | | | X |
| BRUNSWICK CORP | COM | 117043109 | 354 | 11,097 | | | X |
| BURLINGTON NORTHN SANTA FE C | COM | 12189T104 | 10,424 | 141,226 | | | X |
| CBL & ASSOC PPTYS INC | COM | 124830100 | 274 | 6,331 | | | X |
| CBS CORP NEW | CL B | 124857202 | 8,292 | 265,929 | | | X |
| CB RICHARD ELLIS GROUP INC | CL A | 12497T101 | 1,217 | 36,642 | | | X |
| C D W CORP | COM | 12512N105 | 818 | 11,633 | | | X |
| C H ROBINSON WORLDWIDE INC | COM NEW | 12541W209 | 5,005 | 122,405 | | | X |
| CIGNA CORP | COM | 125509109 | 2,694 | 20,477 | | | X |
| CIT GROUP INC | COM | 125581108 | 2,490 | 44,654 | | | X |
| CMS ENERGY CORP | COM | 125896100 | 1,700 | 101,802 | | | X |
| CSX CORP | COM | 126408103 | 6,082 | 176,651 | | | X |
| CTS CORP | COM | 126501105 | 314 | 20,000 | | | X |
| CVS CORP | COM | 126650100 | 10,397 | 336,355 | | | X |
| CA INC | COM | 12673P105 | 1,067 | 47,127 | | | X |
| CABLEVISION SYS CORP | CL A NY CABLVS | 12686C109 | 2,712 | 95,219 | | | X |
| CABOT CORP | COM | 127055101 | 385 | 8,847 | | | X |
| CABOT OIL & GAS CORP | COM | 127097103 | 292 | 4,812 | | | X |
| CADENCE DESIGN SYSTEM INC | COM | 127387108 | 2,712 | 151,450 | | | X |
| CAMDEN PPTY TR | SH BEN INT | 133131102 | 410 | 5,554 | | | X |
| CAMERON INTERNATIONAL CORP | COM | 13342B105 | 3,202 | 60,364 | | | X |
| CAMPBELL SOUP CO | COM | 134429109 | 3,969 | 102,068 | | | X |
| CAPITAL ONE FINL CORP | COM | 14040H105 | 12,654 | 164,722 | | | X |
| CAPITALSOURCE INC | COM | 14055X102 | 416 | 15,251 | | | X |
| CARDINAL HEALTH INC | COM | 14149Y108 | 5,330 | 82,722 | | | X |
| CAREER EDUCATION CORP | COM | 141665109 | 479 | 19,342 | | | X |
| CAREMARK RX INC | COM | 141705103 | 16,743 | 293,179 | | | X |

| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | | COLUMN 6 |
|------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION |
| CARLISLE COS INC | COM | 142339100 | 442 | 5,635 | | | X |
| CARMAX INC | COM | 143130102 | 1,118 | 20,844 | | | X |

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|---------------------------------|-----------|-----------|---------|-----------|--|--|---|
| CARPENTER TECHNOLOGY CORP | COM | 144285103 | 498 | 4,862 | | | X |
| CATERPILLAR INC DEL | COM | 149123101 | 15,861 | 258,620 | | | X |
| CBOT HLDGS INC | CL A | 14984K106 | 1,583 | 10,451 | | | X |
| CELANESE CORP DEL | COM SER A | 150870103 | 881 | 34,044 | | | X |
| CELGENE CORP | COM | 151020104 | 6,545 | 113,759 | | | X |
| CENTERPOINT ENERGY INC | COM | 15189T107 | 1,338 | 80,722 | | | X |
| CENTEX CORP | COM | 152312104 | 1,938 | 34,449 | | | X |
| CENTURYTEL INC | COM | 156700106 | 5,084 | 116,444 | | | X |
| CEPHALON INC | COM | 156708109 | 846 | 12,021 | | | X |
| CERIDIAN CORP NEW | COM | 156779100 | 732 | 26,151 | | | X |
| CERNER CORP | COM | 156782104 | 579 | 12,734 | | | X |
| CHARLES RIV LABS INTL INC | COM | 159864107 | 379 | 8,765 | | | X |
| CHECKFREE CORP NEW | COM | 162813109 | 2,666 | 66,377 | | | X |
| CHEESECAKE FACTORY INC | COM | 163072101 | 385 | 15,659 | | | X |
| CHEMTURA CORP | COM | 163893100 | 228 | 23,708 | | | X |
| CHENIERE ENERGY INC | COM NEW | 16411R208 | 313 | 10,854 | | | X |
| CHESAPEAKE ENERGY CORP | COM | 165167107 | 1,069 | 36,807 | | | X |
| CHEVRON CORP NEW | COM | 166764100 | 64,606 | 878,633 | | | X |
| CHICAGO MERCANTILE HLDGS INC | CL A | 167760107 | 10,122 | 19,857 | | | X |
| CHICOS FAS INC | COM | 168615102 | 734 | 35,475 | | | X |
| CHOICE HOTELS INTL INC | COM | 169905106 | 280 | 6,648 | | | X |
| CHOICEPOINT INC | COM | 170388102 | 622 | 15,806 | | | X |
| CHUBB CORP | COM | 171232101 | 12,482 | 235,911 | | | X |
| CHURCH & DWIGHT INC | COM | 171340102 | 2,465 | 57,795 | | | X |
| CIENA CORP | COM NEW | 171779309 | 278 | 10,034 | | | X |
| CIMAREX ENERGY CO | COM | 171798101 | 297 | 8,132 | | | X |
| CINCINNATI FINL CORP | COM | 172062101 | 696 | 15,354 | | | X |
| CIRCUIT CITY STORE INC | COM | 172737108 | 1,113 | 58,615 | | | X |
| CISCO SYS INC | COM | 17275R102 | 81,208 | 2,971,387 | | | X |
| CINTAS CORP | COM | 172908105 | 1,103 | 27,765 | | | X |
| CITIGROUP INC | COM | 172967101 | 117,184 | 2,103,850 | | | X |
| CITIZENS COMMUNICATIONS CO | COM | 17453B101 | 651 | 45,337 | | | X |
| CITRIX SYS INC | COM | 177376100 | 976 | 36,077 | | | X |
| CITY NATL CORP | COM | 178566105 | 292 | 4,105 | | | X |

| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | | COLUMN 6 |
|----------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION |
| CLAIRES STORES INC | COM | 179584107 | 2,684 | 80,991 | | | X |
| CLARCOR INC | COM | 179895107 | 1,116 | 33,000 | | | X |
| CLEAR CHANNEL COMMUNICATIONS | COM | 184502102 | 4,715 | 132,669 | | | X |
| CLOROX CO DEL | COM | 189054109 | 2,333 | 36,365 | | | X |
| COACH INC | COM | 189754104 | 8,731 | 203,238 | | | X |
| COCA COLA CO | COM | 191216100 | 46,808 | 970,116 | | | X |
| COCA COLA ENTERPRISES INC | COM | 191219104 | 615 | 30,119 | | | X |
| COGNIZANT TECHNOLOGY SOLUTION | CL A | 192446102 | 6,003 | 77,796 | | | X |
| COLDWATER CREEK INC | COM | 193068103 | 290 | 11,828 | | | X |
| COLGATE PALMOLIVE CO | COM | 194162103 | 15,534 | 238,099 | | | X |
| COLONIAL BANCGROUP INC | COM | 195493309 | 392 | 15,240 | | | X |
| COLONIAL PPTYS TR | COM SH BEN INT | 195872106 | 211 | 4,500 | | | X |

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|---------------------------------|----------------|-----------|--------|---------|--|--|---|
| COMCAST CORP NEW | CL A | 20030N101 | 27,091 | 639,995 | | | X |
| COMERICA INC | COM | 200340107 | 940 | 16,013 | | | X |
| COMMERCE BANCORP INC NJ | COM | 200519106 | 3,544 | 100,477 | | | X |
| COMMERCE BANCSHARES INC | COM | 200525103 | 334 | 6,906 | | | X |
| COMMERCIAL METALS CO | COM | 201723103 | 2,127 | 82,460 | | | X |
| COMMUNITY HEALTH SYS INC NEW | COM | 203668108 | 571 | 15,645 | | | X |
| COMPASS BANCSHARES INC | COM | 20449H109 | 5,531 | 92,725 | | | X |
| COMPUTER SCIENCES CORP | COM | 205363104 | 9,176 | 171,930 | | | X |
| COMPUWARE CORP | COM | 205638109 | 301 | 36,097 | | | X |
| COMVERSE TECHNOLOGY INC | COM PAR \$0.10 | 205862402 | 762 | 36,077 | | | X |
| CONAGRA FOODS INC | COM | 205887102 | 1,383 | 51,219 | | | X |
| CON-WAY INC | COM | 205944101 | 418 | 9,485 | | | X |
| CONOCOPHILLIPS | COM | 20825C104 | 55,525 | 771,715 | | | X |
| CONSECO INC | COM NEW | 208464883 | 298 | 14,929 | | | X |
| CONSOL ENERGY INC | COM | 20854P109 | 2,130 | 66,281 | | | X |
| CONSOLIDATED EDISON INC | COM | 209115104 | 2,900 | 60,334 | | | X |
| CONSTELLATION BRANDS INC | CL A | 21036P108 | 6,910 | 238,118 | | | X |
| CONSTELLATION ENERGY GROUP I | COM | 210371100 | 5,847 | 84,897 | | | X |
| CONTINENTAL AIRLS INC | CL B | 210795308 | 716 | 17,365 | | | X |
| CONVERGYS CORP | COM | 212485106 | 2,618 | 110,073 | | | X |
| COOPER COS INC | COM NEW | 216648402 | 294 | 6,602 | | | X |
| COPART INC | COM | 217204106 | 420 | 14,014 | | | X |
| CORN PRODS INTL INC | COM | 219023108 | 1,634 | 47,303 | | | X |
| CORNING INC | COM | 219350105 | 14,191 | 758,491 | | | X |

| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | | COLUMN 6 |
|-------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION |
| CORPORATE EXECUTIVE BRD CO | COM | 21988R102 | 2,580 | 29,420 | | | X |
| CORRECTIONS CORP AMER NEW | COM NEW | 22025Y407 | 446 | 9,867 | | | X |
| COSTCO WHSL CORP NEW | COM | 22160K105 | 11,485 | 217,238 | | | X |
| COUNTRYWIDE FINANCIAL CORP | COM | 222372104 | 6,364 | 149,928 | | | X |
| COVANCE INC | COM | 222816100 | 3,210 | 54,496 | | | X |
| COVANTA HLDG CORP | COM | 22282E102 | 498 | 22,583 | | | X |
| COVENTRY HEALTH CARE INC | COM | 222862104 | 5,645 | 112,781 | | | X |
| CRANE CO | COM | 224399105 | 1,694 | 46,226 | | | X |
| CREE INC | COM | 225447101 | 244 | 14,107 | | | X |
| CROWN CASTLE INTL CORP | COM | 228227104 | 4,816 | 149,117 | | | X |
| CROWN HOLDINGS INC | COM | 228368106 | 695 | 33,219 | | | X |
| CULLEN FROST BANKERS INC | COM | 229899109 | 436 | 7,804 | | | X |
| CUMMINS INC | COM | 231021106 | 2,521 | 21,336 | | | X |
| CURTISS WRIGHT CORP | COM | 231561101 | 3,385 | 91,300 | | | X |
| CYPRESS SEMICONDUCTOR CORP | COM | 232806109 | 441 | 26,159 | | | X |
| CYTEC INDS INC | COM | 232820100 | 229 | 4,061 | | | X |
| CYTYC CORP | COM | 232946103 | 641 | 22,646 | | | X |
| DPL INC | COM | 233293109 | 1,063 | 38,279 | | | X |
| DRS TECHNOLOGIES INC | COM | 23330X100 | 269 | 5,109 | | | X |
| D R HORTON INC | COM | 23331A109 | 2,319 | 87,561 | | | X |
| DST SYS INC DEL | COM | 233326107 | 1,898 | 30,312 | | | X |

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|---------------------------------|--------------|-----------|--------|---------|--|---|
| DTE ENERGY CO | COM | 233331107 | 4,610 | 95,220 | | X |
| DADE BEHRING HLDGS INC | COM | 23342J206 | 2,279 | 57,257 | | X |
| DANAHER CORP DEL | COM | 235851102 | 7,049 | 97,312 | | X |
| DARDEN RESTAURANTS INC | COM | 237194105 | 7,036 | 175,155 | | X |
| DAVITA INC | COM | 23918K108 | 4,699 | 82,606 | | X |
| DEAN FOODS CO NEW | COM | 242370104 | 566 | 13,396 | | X |
| DEERE & CO | COM | 244199105 | 6,382 | 67,130 | | X |
| DEL MONTE FOODS CO | COM | 24522P103 | 217 | 19,698 | | X |
| DELL INC | COM | 24702R101 | 23,959 | 954,931 | | X |
| DENBURY RES INC | COM NEW | 247916208 | 655 | 23,580 | | X |
| DENTSPLY INTL INC NEW | COM | 249030107 | 933 | 31,262 | | X |
| DEVELOPERS DIVERSIFIED RLTY | COM | 251591103 | 5,377 | 85,425 | | X |
| DEVON ENERGY CORP NEW | COM | 25179M103 | 16,823 | 250,797 | | X |
| DIAGEO P L C | SPON ADR NEW | 25243Q205 | 1,586 | 20,000 | | X |
| DIAMOND OFFSHORE DRILLING IN | COM | 25271C102 | 4,691 | 58,681 | | X |

| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | | COLUMN 6 |
|---------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION |
| DICKS SPORTING GOODS INC | COM | 253393102 | 1,578 | 32,220 | | | X |
| DIEBOLD INC | COM | 253651103 | 559 | 11,998 | | | X |
| DILLARDS INC | CL A | 254067101 | 1,306 | 37,359 | | | X |
| DIRECTV GROUP INC | COM | 25459L106 | 3,977 | 159,468 | | | X |
| DISCOVERY HOLDING CO | CL A COM | 25468Y107 | 572 | 35,548 | | | X |
| DISNEY WALT CO | COM DISNEY | 254687106 | 29,670 | 865,784 | | | X |
| DOLBY LABORATORIES INC | COM | 25659T107 | 215 | 6,920 | | | X |
| DOLLAR GEN CORP | COM | 256669102 | 2,411 | 150,123 | | | X |
| DOLLAR TREE STORES INC | COM | 256747106 | 347 | 11,520 | | | X |
| DOMINION RES INC VA NEW | COM | 25746U109 | 10,922 | 130,270 | | | X |
| DONALDSON INC | COM | 257651109 | 3,320 | 95,639 | | | X |
| DONNELLEY R R & SONS CO | COM | 257867101 | 1,628 | 45,799 | | | X |
| DOVER CORP | COM | 260003108 | 3,346 | 68,251 | | | X |
| DOW CHEM CO | COM | 260543103 | 14,119 | 353,856 | | | X |
| DOW JONES & CO INC | COM | 260561105 | 446 | 11,725 | | | X |
| DU PONT E I DE NEMOURS & CO | COM | 263534109 | 19,943 | 409,431 | | | X |
| DUKE ENERGY CORP NEW | COM | 26441C105 | 20,186 | 607,820 | | | X |
| DUKE REALTY CORP | COM NEW | 264411505 | 544 | 13,297 | | | X |
| DUN & BRADSTREET CORP DEL NE | COM | 26483E100 | 5,310 | 64,133 | | | X |
| DUQUESNE LT HLDGS INC | COM | 266233105 | 1,787 | 90,000 | | | X |
| DYNEGY INC NEW | CL A | 26816Q101 | 344 | 47,581 | | | X |
| E M C CORP MASS | COM | 268648102 | 6,860 | 519,696 | | | X |
| ENSCO INTL INC | COM | 26874Q100 | 4,303 | 85,954 | | | X |
| EOG RES INC | COM | 26875P101 | 6,794 | 108,791 | | | X |
| E TRADE FINANCIAL CORP | COM | 269246104 | 1,821 | 81,233 | | | X |
| EAGLE MATERIALS INC | COM | 26969P108 | 431 | 9,962 | | | X |
| EAST WEST BANCORP INC | COM | 27579R104 | 905 | 25,541 | | | X |
| EASTMAN CHEM CO | COM | 277432100 | 2,227 | 37,551 | | | X |
| EASTMAN KODAK CO | COM | 277461109 | 731 | 28,328 | | | X |
| EATON CORP | COM | 278058102 | 4,231 | 56,311 | | | X |
| EATON VANCE CORP | COM NON VTG | 278265103 | 756 | 22,909 | | | X |

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|--------------------------------|------|-----------|--------|---------|--|---|
| EBAY INC | COM | 278642103 | 17,086 | 568,201 | | X |
| ECHOSTAR COMMUNICATIONS NEW | CL A | 278762109 | 1,551 | 40,782 | | X |
| ECOLAB INC | COM | 278865100 | 2,970 | 65,704 | | X |
| EDISON INTL | COM | 281020107 | 5,191 | 114,131 | | X |
| EDWARDS LIFESCIENCES CORP | COM | 28176E108 | 549 | 11,670 | | X |

| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | | COLUMN 6 |
|---------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION |
| EDWARDS AG INC | COM | 281760108 | 477 | 7,544 | | | X |
| EL PASO CORP | COM | 28336L109 | 2,537 | 166,027 | | | X |
| ELECTRONIC ARTS INC | COM | 285512109 | 4,037 | 80,164 | | | X |
| ELECTRONIC DATA SYS NEW | COM | 285661104 | 4,547 | 165,050 | | | X |
| EMBARQ CORP | COM | 29078E105 | 2,553 | 48,578 | | | X |
| EMDEON CORP | COM | 290849108 | 673 | 54,335 | | | X |
| EMERSON ELEC CO | COM | 291011104 | 15,511 | 351,812 | | | X |
| ENDO PHARMACEUTICALS HLDGS I | COM | 29264F205 | 4,864 | 176,351 | | | X |
| ENERGEN CORP | COM | 29265N108 | 2,682 | 57,143 | | | X |
| ENERGY CONVERSION DEVICES IN | COM | 292659109 | 510 | 15,000 | | | X |
| ENERGY EAST CORP | COM | 29266M109 | 361 | 14,555 | | | X |
| ENERGIZER HLDGS INC | COM | 29266R108 | 2,366 | 33,326 | | | X |
| ENTERGY CORP NEW | COM | 29364G103 | 16,073 | 174,103 | | | X |
| EQUIFAX INC | COM | 294429105 | 2,888 | 71,131 | | | X |
| EQUITABLE RES INC | COM | 294549100 | 931 | 22,294 | | | X |
| EQUITY OFFICE PROPERTIES TRU | COM | 294741103 | 2,413 | 50,103 | | | X |
| EQUITY RESIDENTIAL | SH BEN INT | 29476L107 | 1,457 | 28,718 | | | X |
| ERIE INDY CO | CL A | 29530P102 | 282 | 4,867 | | | X |
| ESSEX PPTY TR INC | COM | 297178105 | 423 | 3,272 | | | X |
| EXELON CORP | COM | 30161N101 | 15,115 | 244,219 | | | X |
| EXPEDIA INC DEL | COM | 30212P105 | 1,647 | 78,485 | | | X |
| EXPEDITORS INTL WASH INC | COM | 302130109 | 4,607 | 113,756 | | | X |
| EXPRESS SCRIPTS INC | COM | 302182100 | 7,005 | 97,834 | | | X |
| EXXON MOBIL CORP | COM | 30231G102 | 177,274 | 2,313,379 | | | X |
| FMC TECHNOLOGIES INC | COM | 30249U101 | 2,251 | 36,532 | | | X |
| F M C CORP | COM NEW | 302491303 | 295 | 3,850 | | | X |
| FPL GROUP INC | COM | 302571104 | 2,986 | 54,872 | | | X |
| FTD GROUP INC | COM | 30267U108 | 1,070 | 59,800 | | | X |
| FACTSET RESH SYS INC | COM | 303075105 | 465 | 8,240 | | | X |
| FAIR ISAAC CORP | COM | 303250104 | 474 | 11,654 | | | X |
| FAIRCHILD SEMICONDUCTOR INTL | COM | 303726103 | 306 | 18,197 | | | X |
| FAMILY DLR STORES INC | COM | 307000109 | 1,630 | 55,569 | | | X |
| FASTENAL CO | COM | 311900104 | 893 | 24,895 | | | X |
| FEDERAL HOME LN MTG CORP | COM | 313400301 | 25,598 | 376,991 | | | X |
| FEDERAL NATL MTG ASSN | COM | 313586109 | 16,581 | 279,193 | | | X |
| FEDERAL REALTY INVT TR | SH BEN INT NEW | 313747206 | 678 | 7,973 | | | X |

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| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | | COLUMN 6 |
|---------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION |
| FEDERATED DEPT STORES INC DE | COM | 31410H101 | 6,589 | 172,791 | | | X |
| FEDERATED INVS INC PA | CL B | 314211103 | 613 | 18,141 | | | X |
| FEDEX CORP | COM | 31428X106 | 16,773 | 154,423 | | | X |
| F5 NETWORKS INC | COM | 315616102 | 595 | 8,021 | | | X |
| FIDELITY NATL INFORMATION SV | COM | 31620M106 | 829 | 20,670 | | | X |
| FIDELITY NATIONAL FINANCIAL | CL A | 31620R105 | 1,221 | 51,150 | | | X |
| FIFTH THIRD BANCORP | COM | 316773100 | 4,383 | 107,084 | | | X |
| FIRST AMERN CORP CALIF | COM | 318522307 | 344 | 8,448 | | | X |
| FIRST DATA CORP | COM | 319963104 | 3,869 | 151,614 | | | X |
| FIRST HORIZON NATL CORP | COM | 320517105 | 507 | 12,144 | | | X |
| FIRST MARBLEHEAD CORP | COM | 320771108 | 1,097 | 20,068 | | | X |
| FISERV INC | COM | 337738108 | 2,767 | 52,794 | | | X |
| FIRSTENERGY CORP | COM | 337932107 | 10,307 | 170,922 | | | X |
| FLORIDA ROCK INDS INC | COM | 341140101 | 409 | 9,498 | | | X |
| FLUOR CORP NEW | COM | 343412102 | 1,415 | 17,336 | | | X |
| FLOWSERVE CORP | COM | 34354P105 | 1,519 | 30,107 | | | X |
| FOOT LOCKER INC | COM | 344849104 | 723 | 32,975 | | | X |
| FORD MTR CO DEL | COM PAR \$0.01 | 345370860 | 3,500 | 465,988 | | | X |
| FOREST CITY ENTERPRISES INC | CL A | 345550107 | 2,566 | 43,944 | | | X |
| FOREST LABS INC | COM | 345838106 | 8,847 | 174,838 | | | X |
| FORTUNE BRANDS INC | COM | 349631101 | 2,172 | 25,441 | | | X |
| FOUNDATION COAL HLDGS INC | COM | 35039W100 | 890 | 28,022 | | | X |
| FRANKLIN RES INC | COM | 354613101 | 13,791 | 125,175 | | | X |
| FREEPORT-MCMORAN COPPER & GO | CL B | 35671D857 | 5,810 | 104,256 | | | X |
| FRONTIER OIL CORP | COM | 35914P105 | 2,363 | 82,216 | | | X |
| FULTON FINL CORP PA | COM | 360271100 | 286 | 17,141 | | | X |
| GATX CORP | COM | 361448103 | 294 | 6,778 | | | X |
| GALLAGHER ARTHUR J & CO | COM | 363576109 | 368 | 12,442 | | | X |
| GALLAHER GROUP PLC | SPONSORED ADR | 363595109 | 1,349 | 15,000 | | | X |
| GAMESTOP CORP NEW | CL A | 36467W109 | 717 | 13,002 | | | X |
| GANNETT INC | COM | 364730101 | 5,408 | 89,447 | | | X |
| GAP INC DEL | COM | 364760108 | 2,671 | 136,965 | | | X |
| GARDNER DENVER INC | COM | 365558105 | 2,107 | 56,460 | | | X |
| GEN-PROBE INC NEW | COM | 36866T103 | 535 | 10,211 | | | X |
| GENENTECH INC | COM NEW | 368710406 | 33,462 | 412,447 | | | X |
| GENERAL DYNAMICS CORP | COM | 369550108 | 15,414 | 207,316 | | | X |

| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | | COLUMN 6 |
|---------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION |
| GENERAL ELECTRIC CO | COM | 369604103 | 143,595 | 3,859,036 | | | X |

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|---------------------------------|----------------|-----------|--------|---------|--|--|---|
| GENERAL GROWTH PPTYS INC | COM | 370021107 | 1,347 | 25,781 | | | X |
| GENERAL MLS INC | COM | 370334104 | 15,701 | 272,586 | | | X |
| GENERAL MTRS CORP | COM | 370442105 | 3,888 | 126,573 | | | X |
| GENTEX CORP | COM | 371901109 | 421 | 27,087 | | | X |
| GENUINE PARTS CO | COM | 372460105 | 1,898 | 40,023 | | | X |
| GENWORTH FINL INC | COM CL A | 37247D106 | 7,063 | 206,470 | | | X |
| GENZYME CORP | COM | 372917104 | 7,639 | 124,051 | | | X |
| GETTY IMAGES INC | COM | 374276103 | 440 | 10,281 | | | X |
| GILEAD SCIENCES INC | COM | 375558103 | 18,305 | 281,919 | | | X |
| GLOBAL INDS LTD | COM | 379336100 | 228 | 17,477 | | | X |
| GLOBAL PMTS INC | COM | 37940X102 | 9,415 | 203,349 | | | X |
| GLOBAL SIGNAL INC | COM | 37944Q103 | 4,655 | 88,373 | | | X |
| GOLDMAN SACHS GROUP INC | COM | 38141G104 | 46,903 | 235,282 | | | X |
| GOODRICH CORP | COM | 382388106 | 1,990 | 43,682 | | | X |
| GOODYEAR TIRE & RUBR CO | COM | 382550101 | 2,017 | 96,100 | | | X |
| GOOGLE INC | CL A | 38259P508 | 53,945 | 117,149 | | | X |
| GRACO INC | COM | 384109104 | 1,630 | 41,143 | | | X |
| GRAINGER W W INC | COM | 384802104 | 1,678 | 23,987 | | | X |
| GRANT PRIDECO INC | COM | 38821G101 | 1,827 | 45,934 | | | X |
| GREAT PLAINS ENERGY INC | COM | 391164100 | 249 | 7,838 | | | X |
| GRUPO TELEVISIA SA DE CV | SP ADR REP ORD | 40049J206 | 1,621 | 60,000 | | | X |
| HCC INS HLDGS INC | COM | 404132102 | 544 | 16,953 | | | X |
| HNI CORP | COM | 404251100 | 428 | 9,645 | | | X |
| HRPT PPTYS TR | COM SH BEN INT | 40426W101 | 256 | 20,710 | | | X |
| HALLIBURTON CO | COM | 406216101 | 11,553 | 372,071 | | | X |
| HANESBRANDS INC | COM | 410345102 | 338 | 14,326 | | | X |
| HANOVER INS GROUP INC | COM | 410867105 | 333 | 6,825 | | | X |
| HANSEN NAT CORP | COM | 411310105 | 407 | 12,081 | | | X |
| HARLEY DAVIDSON INC | COM | 412822108 | 11,092 | 157,406 | | | X |
| HARMAN INTL INDS INC | COM | 413086109 | 1,323 | 13,247 | | | X |
| HARRAHS ENTMT INC | COM | 413619107 | 3,960 | 47,875 | | | X |
| HARRIS CORP DEL | COM | 413875105 | 1,792 | 39,086 | | | X |
| HARSCO CORP | COM | 415864107 | 631 | 8,296 | | | X |
| HARTE-HANKS INC | COM | 416196103 | 307 | 11,068 | | | X |
| HARTFORD FINL SVCS GROUP INC | COM | 416515104 | 18,186 | 194,894 | | | X |

| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | | COLUMN 6 |
|---------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION |
| HASBRO INC | COM | 418056107 | 1,596 | 58,551 | | | X |
| HAWAIIAN ELEC INDUSTRIES | COM | 419870100 | 217 | 7,999 | | | X |
| HEALTH CARE PPTY INVS INC | COM | 421915109 | 721 | 19,578 | | | X |
| HEALTH MGMT ASSOC INC NEW | CL A | 421933102 | 631 | 29,889 | | | X |
| HEALTH CARE REIT INC | COM | 42217K106 | 264 | 6,126 | | | X |
| HEALTH NET INC | COM | 42222G108 | 1,067 | 21,928 | | | X |
| HEINZ H J CO | COM | 423074103 | 8,176 | 181,657 | | | X |
| HELIX ENERGY SOLUTIONS GRP I | COM | 42330P107 | 565 | 18,027 | | | X |
| HELMERICH & PAYNE INC | COM | 423452101 | 509 | 20,807 | | | X |
| HERCULES INC | COM | 427056106 | 276 | 14,300 | | | X |
| HERSHEY CO | COM | 427866108 | 4,124 | 82,810 | | | X |
| HESS CORP | COM | 42809H107 | 3,270 | 65,962 | | | X |
| HEWITT ASSOCS INC | COM | 42822Q100 | 249 | 9,665 | | | X |

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|---------------------------------|----------------|-----------|--------|-----------|--|--|---|
| HEWLETT PACKARD CO | COM | 428236103 | 55,370 | 1,344,265 | | | X |
| HILLENBRAND INDS INC | COM | 431573104 | 490 | 8,612 | | | X |
| HILTON HOTELS CORP | COM | 432848109 | 5,981 | 171,372 | | | X |
| HOLLY CORP | COM PAR \$0.01 | 435758305 | 489 | 9,514 | | | X |
| HOME DEPOT INC | COM | 437076102 | 32,267 | 803,454 | | | X |
| HONEYWELL INTL INC | COM | 438516106 | 11,398 | 251,945 | | | X |
| HORMEL FOODS CORP | COM | 440452100 | 3,259 | 87,273 | | | X |
| HOSPITALITY PPTYS TR | COM SH BEN INT | 44106M102 | 337 | 7,086 | | | X |
| HOSPIRA INC | COM | 441060100 | 1,039 | 30,931 | | | X |
| HOST HOTELS & RESORTS INC | COM | 44107P104 | 1,990 | 81,040 | | | X |
| HUBBELL INC | CL B | 443510201 | 348 | 7,688 | | | X |
| HUDSON CITY BANCORP | COM | 443683107 | 1,192 | 85,882 | | | X |
| HUMANA INC | COM | 444859102 | 5,012 | 90,613 | | | X |
| HUNT J B TRANS SVCS INC | COM | 445658107 | 421 | 20,285 | | | X |
| HUNTINGTON BANCSHARES INC | COM | 446150104 | 574 | 24,185 | | | X |
| HUNTSMAN CORP | COM | 447011107 | 289 | 15,244 | | | X |
| IAC INTERACTIVECORP | COM NEW | 44919P300 | 4,600 | 123,801 | | | X |
| IMS HEALTH INC | COM | 449934108 | 931 | 33,887 | | | X |
| ISTAR FINL INC | COM | 45031U101 | 595 | 12,450 | | | X |
| ITT EDUCATIONAL SERVICES INC | COM | 45068B109 | 545 | 8,207 | | | X |
| ITT CORP NEW | COM | 450911102 | 4,717 | 83,021 | | | X |
| IDEARC INC | COM | 451663108 | 310 | 10,820 | | | X |
| IDEX CORP | COM | 45167R104 | 710 | 14,969 | | | X |

| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | | COLUMN 6 |
|----------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION |
| IDEXX LABS INC | COM | 45168D104 | 494 | 6,233 | | | X |
| ILLINOIS TOOL WKS INC | COM | 452308109 | 9,094 | 196,877 | | | X |
| IMCLONE SYS INC | COM | 45245W109 | 368 | 13,764 | | | X |
| INDYMAC BANCORP INC | COM | 456607100 | 1,731 | 38,323 | | | X |
| INGRAM MICRO INC | CL A | 457153104 | 282 | 13,832 | | | X |
| INTEGRATED DEVICE TECHNOLOGY | COM | 458118106 | 1,061 | 68,533 | | | X |
| INTEL CORP | COM | 458140100 | 53,179 | 2,626,136 | | | X |
| INTERCONTINENTALEXCHANGE INC | COM | 45865V100 | 435 | 4,033 | | | X |
| INTERNATIONAL BUSINESS MACHS | COM | 459200101 | 68,786 | 708,041 | | | X |
| INTERNATIONAL FLAVORS& FRAGRA | COM | 459506101 | 741 | 15,077 | | | X |
| INTERNATIONAL GAME TECHNOLOG | COM | 459902102 | 7,288 | 157,751 | | | X |
| INTL PAPER CO | COM | 460146103 | 4,957 | 145,362 | | | X |
| INTERNATIONAL RECTIFIER CORP | COM | 460254105 | 2,156 | 55,955 | | | X |
| INTERNATIONAL SPEEDWAY CORP | CL A | 460335201 | 1,284 | 25,157 | | | X |
| INTERSIL CORP | CL A | 46069S109 | 481 | 20,111 | | | X |
| INTERPUBLIC GROUP COS INC | COM | 460690100 | 1,058 | 86,404 | | | X |
| INTUITIVE SURGICAL INC | COM NEW | 46120E602 | 693 | 7,231 | | | X |
| INTUIT | COM | 461202103 | 2,562 | 83,967 | | | X |
| INVESTMENT TECHNOLOGY GRP | | | | | | | |

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|---------------------------------|-----------------|-----------|--------|-----------|--|---|
| NE | COM | 46145F105 | 2,512 | 58,575 | | X |
| INVITROGEN CORP | COM | 46185R100 | 375 | 6,628 | | X |
| INVESTORS FINL SERVICES CORP | COM | 461915100 | 556 | 13,022 | | X |
| IRON MTN INC | COM | 462846106 | 1,765 | 42,690 | | X |
| ISHARES TR | RUSSELL1000VAL | 464287598 | 12,131 | 146,688 | | X |
| ISHARES TR | RUSSELL1000GRW | 464287614 | 7,930 | 144,100 | | X |
| ISHARES TR | RUSSELL 1000 | 464287622 | 22,865 | 297,560 | | X |
| JDS UNIPHASE CORP | COM PAR \$0.001 | 46612J507 | 673 | 40,410 | | X |
| JP MORGAN CHASE & CO | COM | 46625H100 | 56,401 | 1,167,722 | | X |
| JABIL CIRCUIT INC | COM | 466313103 | 1,624 | 66,139 | | X |
| JACOBS ENGR GROUP INC DEL | COM | 469814107 | 3,612 | 44,293 | | X |
| JANUS CAP GROUP INC | COM | 47102X105 | 643 | 29,784 | | X |
| JARDEN CORP | COM | 471109108 | 264 | 7,596 | | X |
| JEFFERIES GROUP INC NEW | COM | 472319102 | 313 | 11,685 | | X |
| JOHNSON & JOHNSON | COM | 478160104 | 90,288 | 1,367,582 | | X |
| JOHNSON CTLS INC | COM | 478366107 | 10,923 | 127,127 | | X |
| JONES APPAREL GROUP INC | COM | 480074103 | 1,802 | 53,894 | | X |
| JONES LANG LASALLE INC | COM | 48020Q107 | 653 | 7,080 | | X |

| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | | COLUMN 6 |
|---------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION |
| JOY GLOBAL INC | COM | 481165108 | 1,183 | 24,471 | | | X |
| JUNIPER NETWORKS INC | COM | 48203R104 | 1,630 | 86,062 | | | X |
| KLA-TENCOR CORP | COM | 482480100 | 1,754 | 35,249 | | | X |
| KANSAS CITY SOUTHERN | COM NEW | 485170302 | 293 | 10,121 | | | X |
| KB HOME | COM | 48666K109 | 877 | 17,097 | | | X |
| KELLOGG CO | COM | 487836108 | 4,521 | 90,311 | | | X |
| KENNAMETAL INC | COM | 489170100 | 1,130 | 19,200 | | | X |
| KEYCORP NEW | COM | 493267108 | 1,516 | 39,856 | | | X |
| KEYSPAN CORP | COM | 49337W100 | 710 | 17,236 | | | X |
| KILROY RLTY CORP | COM | 49427F108 | 495 | 6,341 | | | X |
| KIMBERLY CLARK CORP | COM | 494368103 | 8,279 | 121,841 | | | X |
| KIMCO REALTY CORP | COM | 49446R109 | 13,859 | 308,325 | | | X |
| KINDER MORGAN INC KANS | COM | 49455P101 | 2,230 | 21,083 | | | X |
| KINETIC CONCEPTS INC | COM NEW | 49460W208 | 344 | 8,690 | | | X |
| KING PHARMACEUTICALS INC | COM | 495582108 | 3,962 | 248,885 | | | X |
| KIRBY CORP | COM | 497266106 | 356 | 10,428 | | | X |
| KOHL'S CORP | COM | 500255104 | 4,438 | 64,861 | | | X |
| KRAFT FOODS INC | CL A | 50075N104 | 742 | 20,776 | | | X |
| KROGER CO | COM | 501044101 | 2,313 | 100,270 | | | X |
| LSI LOGIC CORP | COM | 502161102 | 1,508 | 167,527 | | | X |
| L-3 COMMUNICATIONS HLDGS INC | COM | 502424104 | 1,054 | 12,893 | | | X |
| LABORATORY CORP AMER HLDGS | COM NEW | 50540R409 | 15,774 | 214,694 | | | X |
| LAIDLAW INTL INC | COM | 50730R102 | 556 | 18,288 | | | X |
| LAM RESEARCH CORP | COM | 512807108 | 4,953 | 97,842 | | | X |
| LAMAR ADVERTISING CO | CL A | 512815101 | 1,072 | 16,387 | | | X |
| LANDSTAR SYS INC | COM | 515098101 | 446 | 11,684 | | | X |
| LAS VEGAS SANDS CORP | COM | 517834107 | 6,353 | 71,003 | | | X |
| LAUDER ESTEE COS INC | CL A | 518439104 | 1,005 | 24,615 | | | X |
| LAUREATE EDUCATION INC | COM | 518613104 | 386 | 7,938 | | | X |

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|-------------------------------|---------|-----------|--------|---------|--|---|
| LEAP WIRELESS INTL INC | COM NEW | 521863308 | 2,868 | 48,231 | | X |
| LEGGETT & PLATT INC | COM | 524660107 | 668 | 27,963 | | X |
| LEGG MASON INC | COM | 524901105 | 9,236 | 97,174 | | X |
| LEHMAN BROS HLDGS INC | COM | 524908100 | 14,818 | 189,677 | | X |
| LENNAR CORP | CL A | 526057104 | 992 | 18,908 | | X |
| LEUCADIA NATL CORP | COM | 527288104 | 454 | 16,091 | | X |
| LEVEL 3 COMMUNICATIONS INC | COM | 52729N100 | 1,805 | 322,310 | | X |

| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | | COLUMN 6 |
|--------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION |
| LEXMARK INTL NEW | CL A | 529771107 | 6,813 | 93,071 | | | X |
| LIBERTY GLOBAL INC | COM SER A | 530555101 | 2,820 | 96,757 | | | X |
| LIBERTY MEDIA HLDG CORP | INT COM SER A | 53071M104 | 2,488 | 115,351 | | | X |
| LIBERTY MEDIA HLDG CORP | CAP COM SER A | 53071M302 | 3,292 | 33,601 | | | X |
| LIBERTY PPTY TR | SH BEN INT | 531172104 | 432 | 8,796 | | | X |
| LIFEPOINT HOSPITALS INC | COM | 53219L109 | 258 | 7,670 | | | X |
| LILLY ELI & CO | COM | 532457108 | 11,508 | 220,880 | | | X |
| LIMITED BRANDS INC | COM | 532716107 | 2,792 | 96,464 | | | X |
| LINCARE HLDGS INC | COM | 532791100 | 2,348 | 58,933 | | | X |
| LINCOLN ELEC HLDGS INC | COM | 533900106 | 2,695 | 44,599 | | | X |
| LINCOLN NATL CORP IND | COM | 534187109 | 1,842 | 27,737 | | | X |
| LINEAR TECHNOLOGY CORP | COM | 535678106 | 1,823 | 60,132 | | | X |
| LIZ CLAIBORNE INC | COM | 539320101 | 4,563 | 104,999 | | | X |
| LOCKHEED MARTIN CORP | COM | 539830109 | 10,820 | 117,522 | | | X |
| LOEWS CORP | COM | 540424108 | 13,217 | 318,710 | | | X |
| LOEWS CORP | CAROLNA GP STK | 540424207 | 11,047 | 170,695 | | | X |
| LOUISIANA PAC CORP | COM | 546347105 | 225 | 10,463 | | | X |
| LOWES COS INC | COM | 548661107 | 28,219 | 905,909 | | | X |
| LUBRIZOL CORP | COM | 549271104 | 653 | 13,036 | | | X |
| LYONDELL CHEMICAL CO | COM | 552078107 | 853 | 33,376 | | | X |
| M & T BK CORP | COM | 55261F104 | 5,191 | 42,492 | | | X |
| MBIA INC | COM | 55262C100 | 11,162 | 152,781 | | | X |
| M D C HLDGS INC | COM | 552676108 | 1,421 | 24,909 | | | X |
| MDU RES GROUP INC | COM | 552690109 | 901 | 35,143 | | | X |
| MEMC ELECTR MATLS INC | COM | 552715104 | 1,137 | 29,051 | | | X |
| MGIC INVT CORP WIS | COM | 552848103 | 3,820 | 61,084 | | | X |
| MGM MIRAGE | COM | 552953101 | 2,248 | 39,194 | | | X |
| MSC INDL DIRECT INC | CL A | 553530106 | 293 | 7,485 | | | X |
| MACERICH CO | COM | 554382101 | 1,230 | 14,212 | | | X |
| MACK CALI RLTY CORP | COM | 554489104 | 1,843 | 36,135 | | | X |
| MANITOWOC INC | COM | 563571108 | 720 | 12,113 | | | X |
| MANOR CARE INC NEW | COM | 564055101 | 684 | 14,585 | | | X |
| MANPOWER INC | COM | 56418H100 | 6,542 | 87,305 | | | X |
| MARATHON OIL CORP | COM | 565849106 | 17,690 | 191,243 | | | X |
| MARKEL CORP | COM | 570535104 | 534 | 1,113 | | | X |
| MARSH & MCLENNAN COS INC | COM | 571748102 | 1,661 | 54,191 | | | X |

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| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | | COLUMN 6 |
|---------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION |
| MARSHALL & ILSLEY CORP | COM | 571834100 | 7,479 | 155,462 | | | X |
| MARRIOTT INTL INC NEW | CL A | 571903202 | 10,137 | 212,428 | | | X |
| MARTIN MARIETTA MATLS INC | COM | 573284106 | 940 | 9,044 | | | X |
| MASCO CORP | COM | 574599106 | 3,079 | 103,092 | | | X |
| MASSEY ENERGY CORP | COM | 576206106 | 377 | 16,235 | | | X |
| MASTERCARD INC | CL A | 57636Q104 | 1,199 | 12,178 | | | X |
| MATTEL INC | COM | 577081102 | 3,628 | 160,119 | | | X |
| MAXIM INTEGRATED PRODS INC | COM | 57772K101 | 1,945 | 63,510 | | | X |
| MCAFEE INC | COM | 579064106 | 862 | 30,388 | | | X |
| MCCLATCHY CO | CL A | 579489105 | 903 | 20,864 | | | X |
| MCCORMICK & CO INC | COM NON VTG | 579780206 | 5,146 | 133,453 | | | X |
| MCDONALDS CORP | COM | 580135101 | 20,706 | 467,083 | | | X |
| MCGRAW HILL COS INC | COM | 580645109 | 10,533 | 154,853 | | | X |
| MCKESSON CORP | COM | 58155Q103 | 3,858 | 76,092 | | | X |
| MEADWESTVACO CORP | COM | 583334107 | 4,054 | 134,859 | | | X |
| MEDCO HEALTH SOLUTIONS INC | COM | 58405U102 | 2,575 | 48,186 | | | X |
| MEDIMMUNE INC | COM | 584699102 | 1,595 | 49,263 | | | X |
| MEDTRONIC INC | COM | 585055106 | 29,113 | 544,058 | | | X |
| MELLON FINL CORP | COM | 58551A108 | 8,457 | 200,633 | | | X |
| MENTOR GRAPHICS CORP | COM | 587200106 | 1,082 | 60,000 | | | X |
| MERCANTILE BANKSHARES CORP | COM | 587405101 | 569 | 12,153 | | | X |
| MERCK & CO INC | COM | 589331107 | 43,446 | 996,458 | | | X |
| MEREDITH CORP | COM | 589433101 | 347 | 6,161 | | | X |
| MERRILL LYNCH & CO INC | COM | 590188108 | 32,970 | 354,135 | | | X |
| METLIFE INC | COM | 59156R108 | 15,610 | 264,539 | | | X |
| METTLER TOLEDO INTERNATIONAL | COM | 592688105 | 636 | 8,064 | | | X |
| MICROSOFT CORP | COM | 594918104 | 127,586 | 4,272,812 | | | X |
| MICROCHIP TECHNOLOGY INC | COM | 595017104 | 1,388 | 42,455 | | | X |
| MICRON TECHNOLOGY INC | COM | 595112103 | 3,691 | 264,388 | | | X |
| MILLENNIUM PHARMACEUTICALS I | COM | 599902103 | 522 | 47,881 | | | X |
| MILLIPORE CORP | COM | 601073109 | 701 | 10,530 | | | X |
| MIRANT CORP NEW | COM | 60467R100 | 858 | 27,165 | | | X |
| MOHAWK INDS INC | COM | 608190104 | 2,293 | 30,637 | | | X |
| MOLEX INC | COM | 608554101 | 1,493 | 47,198 | | | X |
| MOLSON COORS BREWING CO | CL B | 60871R209 | 367 | 4,800 | | | X |
| MONEYGRAM INTL INC | COM | 60935Y109 | 526 | 16,773 | | | X |

| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | | COLUMN 6 |
|-----------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION |
| MONSANTO CO NEW | COM | 61166W101 | 17,974 | 342,175 | | | X |
| MONSTER WORLDWIDE INC | COM | 611742107 | 1,892 | 40,573 | | | X |
| MOODYS CORP | COM | 615369105 | 9,536 | 138,081 | | | X |

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|--------------------------------|---------------|-----------|--------|-----------|--|---|
| MORGAN STANLEY | COM NEW | 617446448 | 33,976 | 417,246 | | X |
| MOSAIC CO | COM | 61945A107 | 310 | 14,526 | | X |
| MOTOROLA INC | COM | 620076109 | 22,218 | 1,080,646 | | X |
| MUELLER WTR PRODS INC | COM SER B | 624758207 | 212 | 14,225 | | X |
| MURPHY OIL CORP | COM | 626717102 | 936 | 18,404 | | X |
| MYLAN LABS INC | COM | 628530107 | 3,416 | 171,143 | | X |
| NCR CORP NEW | COM | 62886E108 | 3,238 | 75,735 | | X |
| NII HLDGS INC | CL B NEW | 62913F201 | 6,004 | 93,173 | | X |
| NRG ENERGY INC | COM NEW | 629377508 | 928 | 16,562 | | X |
| NTL INC DEL | COM | 62941W101 | 724 | 28,672 | | X |
| NVR INC | COM | 62944T105 | 916 | 1,420 | | X |
| NYSE GROUP INC | COM | 62949W103 | 5,175 | 53,241 | | X |
| NALCO HOLDING COMPANY | COM | 62985Q101 | 430 | 21,018 | | X |
| NASDAQ STOCK MARKET INC | COM | 631103108 | 1,808 | 58,715 | | X |
| NATIONAL CITY CORP | COM | 635405103 | 11,162 | 305,320 | | X |
| NATIONAL FUEL GAS CO N J | COM | 636180101 | 319 | 8,277 | | X |
| NATIONAL INSTRS CORP | COM | 636518102 | 303 | 11,126 | | X |
| NATIONAL OILWELL VARCO INC | COM | 637071101 | 3,425 | 55,988 | | X |
| NATIONAL SEMICONDUCTOR CORP | COM | 637640103 | 3,674 | 161,863 | | X |
| NATIONWIDE FINL SVCS INC | CL A | 638612101 | 3,404 | 62,798 | | X |
| NAVTEQ CORP | COM | 63936L100 | 643 | 18,394 | | X |
| NETWORK APPLIANCE INC | COM | 64120L104 | 7,907 | 201,296 | | X |
| NEUSTAR INC | CL A | 64126X201 | 401 | 12,353 | | X |
| NEW PLAN EXCEL RLTY TR INC | COM | 648053106 | 283 | 10,308 | | X |
| NEW YORK CMNTY BANCORP INC | COM | 649445103 | 468 | 29,087 | | X |
| NEW YORK TIMES CO | CL A | 650111107 | 318 | 13,039 | | X |
| NEWELL RUBBERMAID INC | COM | 651229106 | 3,573 | 123,411 | | X |
| NEWFIELD EXPL CO | COM | 651290108 | 582 | 12,675 | | X |
| NEWMONT MINING CORP | COM | 651639106 | 7,452 | 165,057 | | X |
| NEWS CORP | CL A | 65248E104 | 20,734 | 965,264 | | X |
| NIKE INC | CL B | 654106103 | 14,825 | 149,698 | | X |
| NISOURCE INC | COM | 65473P105 | 1,130 | 46,886 | | X |
| NOKIA CORP | SPONSORED ADR | 654902204 | 1,219 | 60,000 | | X |

| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | | COLUMN 6 |
|-----------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION |
| NOBLE ENERGY INC | COM | 655044105 | 857 | 17,459 | | | X |
| NORDSTROM INC | COM | 655664100 | 6,302 | 127,732 | | | X |
| NORFOLK SOUTHERN CORP | COM | 655844108 | 8,340 | 165,836 | | | X |
| NORTHEAST UTILS | COM | 664397106 | 1,834 | 65,139 | | | X |
| NORTHERN TR CORP | COM | 665859104 | 11,652 | 191,986 | | | X |
| NORTHROP GRUMMAN CORP | COM | 666807102 | 15,630 | 230,874 | | | X |
| NOVELL INC | COM | 670006105 | 207 | 33,447 | | | X |
| NOVELLUS SYS INC | COM | 670008101 | 604 | 17,538 | | | X |
| NSTAR | COM | 67019E107 | 1,049 | 30,523 | | | X |
| NUCOR CORP | COM | 670346105 | 8,676 | 158,723 | | | X |
| NVIDIA CORP | COM | 67066G104 | 7,765 | 209,819 | | | X |
| NUTRI SYS INC NEW | COM | 67069D108 | 403 | 6,350 | | | X |
| OGE ENERGY CORP | COM | 670837103 | 2,146 | 53,640 | | | X |

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|---------------------------------|---------|-----------|--------|-----------|--|---|
| NUVEEN INVTS INC | CL A | 67090F106 | 2,889 | 55,683 | | X |
| OSI RESTAURANT PARTNERS INC | COM | 67104A101 | 393 | 10,024 | | X |
| OCCIDENTAL PETE CORP DEL | COM | 674599105 | 28,540 | 584,478 | | X |
| OCEANEERING INTL INC | COM | 675232102 | 423 | 10,645 | | X |
| OFFICEMAX INC DEL | COM | 67622P101 | 348 | 7,008 | | X |
| OFFICE DEPOT INC | COM | 676220106 | 5,599 | 146,676 | | X |
| OLD REP INTL CORP | COM | 680223104 | 528 | 22,659 | | X |
| OMNICARE INC | COM | 681904108 | 687 | 17,772 | | X |
| OMNICOM GROUP INC | COM | 681919106 | 16,244 | 155,388 | | X |
| OMNOVA SOLUTIONS INC | COM | 682129101 | 46 | 10,000 | | X |
| ONEOK INC NEW | COM | 682680103 | 482 | 11,185 | | X |
| ORACLE CORP | COM | 68389X105 | 32,106 | 1,873,165 | | X |
| O REILLY AUTOMOTIVE INC | COM | 686091109 | 1,761 | 54,914 | | X |
| OSHKOSH TRUCK CORP | COM | 688239201 | 705 | 14,570 | | X |
| OVERSEAS SHIPHOLDING GROUP I | COM | 690368105 | 835 | 14,828 | | X |
| OWENS ILL INC | COM NEW | 690768403 | 560 | 30,372 | | X |
| PDL BIOPHARMA INC | COM | 69329Y104 | 457 | 22,671 | | X |
| PG&E CORP | COM | 69331C108 | 8,843 | 186,843 | | X |
| PMC-SIERRA INC | COM | 69344F106 | 274 | 40,909 | | X |
| PMI GROUP INC | COM | 69344M101 | 2,748 | 58,265 | | X |
| PNC FINL SVCS GROUP INC | COM | 693475105 | 7,714 | 104,182 | | X |
| PPG INDS INC | COM | 693506107 | 2,820 | 43,920 | | X |
| PPL CORP | COM | 69351T106 | 7,273 | 202,934 | | X |

| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | | COLUMN 6 |
|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION |
| PACCAR INC | COM | 693718108 | 5,406 | 83,302 | | | X |
| PACKAGING CORP AMER | COM | 695156109 | 355 | 16,078 | | | X |
| PACTIV CORP | COM | 695257105 | 1,230 | 34,474 | | | X |
| PALL CORP | COM | 696429307 | 503 | 14,549 | | | X |
| PANERA BREAD CO | CL A | 69840W108 | 332 | 5,947 | | | X |
| PARKER HANNIFIN CORP | COM | 701094104 | 2,381 | 30,969 | | | X |
| PATTERSON COMPANIES INC | COM | 703395103 | 975 | 27,453 | | | X |
| PATTERSON UTI ENERGY INC | COM | 703481101 | 731 | 31,483 | | | X |
| PAYCHEX INC | COM | 704326107 | 5,874 | 148,567 | | | X |
| PEABODY ENERGY CORP | COM | 704549104 | 3,735 | 92,430 | | | X |
| PEDIATRIX MED GROUP | COM | 705324101 | 470 | 9,607 | | | X |
| PENN NATL GAMING INC | COM | 707569109 | 596 | 14,312 | | | X |
| PENNEY J C INC | COM | 708160106 | 8,816 | 113,962 | | | X |
| PENTAIR INC | COM | 709631105 | 705 | 22,443 | | | X |
| PEOPLES BK BRIDGEPORT CONN | COM | 710198102 | 515 | 11,543 | | | X |
| PEPCO HOLDINGS INC | COM | 713291102 | 488 | 18,768 | | | X |
| PEPSI BOTTLING GROUP INC | COM | 713409100 | 4,640 | 150,126 | | | X |
| PEPSIAMERICAS INC | COM | 71343P200 | 1,178 | 56,154 | | | X |
| PEPSICO INC | COM | 713448108 | 50,433 | 806,291 | | | X |
| PERKINELMER INC | COM | 714046109 | 422 | 19,000 | | | X |
| PETSMART INC | COM | 716768106 | 800 | 27,731 | | | X |
| PFIZER INC | COM | 717081103 | 75,441 | 2,912,772 | | | X |
| PHARMACEUTICAL PROD DEV INC | COM | 717124101 | 644 | 19,996 | | | X |

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|--------------------------------|------|-----------|--------|---------|--|--|---|
| PHELPS DODGE CORP | COM | 717265102 | 7,099 | 59,300 | | | X |
| PHILADELPHIA CONS HLDG CORP | COM | 717528103 | 443 | 9,934 | | | X |
| PINNACLE WEST CAP CORP | COM | 723484101 | 4,018 | 79,271 | | | X |
| PIONEER NAT RES CO | COM | 723787107 | 2,080 | 52,396 | | | X |
| PITNEY BOWES INC | COM | 724479100 | 2,532 | 54,823 | | | X |
| PLAINS EXPL& PRODTN CO | COM | 726505100 | 740 | 15,573 | | | X |
| PLUM CREEK TIMBER CO INC | COM | 729251108 | 725 | 18,181 | | | X |
| POGO PRODUCING CO | COM | 730448107 | 276 | 5,707 | | | X |
| POLO RALPH LAUREN CORP | CL A | 731572103 | 939 | 12,085 | | | X |
| POOL CORPORATION | COM | 73278L105 | 410 | 10,476 | | | X |
| POPULAR INC | COM | 733174106 | 493 | 27,462 | | | X |
| PRAXAIR INC | COM | 74005P104 | 8,803 | 148,375 | | | X |
| PRECISION CASTPARTS CORP | COM | 740189105 | 15,206 | 194,256 | | | X |

| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | | COLUMN 6 |
|---------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION |
| PRICE T ROWE GROUP INC | COM | 74144T108 | 2,302 | 52,594 | | | X |
| PRIDE INTL INC DEL | COM | 74153Q102 | 872 | 29,048 | | | X |
| PRINCIPAL FINANCIAL GROUP IN | COM | 74251V102 | 4,647 | 79,157 | | | X |
| PROCTER & GAMBLE CO | COM | 742718109 | 88,641 | 1,379,198 | | | X |
| PROGRESS ENERGY INC | COM | 743263105 | 1,823 | 37,135 | | | X |
| PROGRESSIVE CORP OHIO | COM | 743315103 | 5,769 | 238,194 | | | X |
| PROLOGIS | SH BEN INT | 743410102 | 2,379 | 39,155 | | | X |
| PROTECTIVE LIFE CORP | COM | 743674103 | 327 | 6,883 | | | X |
| PRUDENTIAL FINL INC | COM | 744320102 | 13,095 | 152,519 | | | X |
| PUBLIC SVC ENTERPRISE GROUP | COM | 744573106 | 4,574 | 68,899 | | | X |
| PUBLIC STORAGE INC | COM | 74460D109 | 4,868 | 49,931 | | | X |
| PUGET ENERGY INC NEW | COM | 745310102 | 290 | 11,442 | | | X |
| PULTE HOMES INC | COM | 745867101 | 4,841 | 146,156 | | | X |
| QLOGIC CORP | COM | 747277101 | 700 | 31,957 | | | X |
| QUALCOMM INC | COM | 747525103 | 28,875 | 764,084 | | | X |
| QUANTA SVCS INC | COM | 74762E102 | 308 | 15,675 | | | X |
| QUEST DIAGNOSTICS INC | COM | 74834L100 | 1,661 | 31,348 | | | X |
| QUEST RESOURCE CORP | COM NEW | 748349305 | 431 | 42,700 | | | X |
| QUESTAR CORP | COM | 748356102 | 5,994 | 72,168 | | | X |
| QUICKSILVER RESOURCES INC | COM | 74837R104 | 1,130 | 30,884 | | | X |
| QWEST COMMUNICATIONS INTL IN | COM | 749121109 | 3,983 | 475,900 | | | X |
| R H DONNELLEY CORP | COM NEW | 74955W307 | 366 | 5,841 | | | X |
| RPM INTL INC | COM | 749685103 | 683 | 32,688 | | | X |
| RADIAN GROUP INC | COM | 750236101 | 6,400 | 118,724 | | | X |
| RADIOSHACK CORP | COM | 750438103 | 396 | 23,628 | | | X |
| RAMBUS INC DEL | COM | 750917106 | 313 | 16,545 | | | X |
| RANGE RES CORP | COM | 75281A109 | 750 | 27,318 | | | X |
| RAYMOND JAMES FINANCIAL INC | COM | 754730109 | 271 | 8,933 | | | X |
| RAYONIER INC | COM | 754907103 | 1,528 | 37,234 | | | X |
| RAYTHEON CO | COM NEW | 755111507 | 9,701 | 183,728 | | | X |
| REALOGY CORP | COM | 75605E100 | 734 | 24,214 | | | X |
| RECKSON ASSOCS RLTY CORP | COM | 75621K106 | 374 | 8,193 | | | X |

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| | | | | | |
|-------------------------------|------|-----------|-------|--------|---|
| RED HAT INC | COM | 756577102 | 1,873 | 81,420 | X |
| REGAL ENTMT GROUP | CL A | 758766109 | 266 | 12,478 | X |
| REGENCY CTRS CORP | COM | 758849103 | 528 | 6,756 | X |
| REGIONS FINANCIAL CORP NEW | COM | 7591EP100 | 2,700 | 72,198 | X |

| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | | COLUMN 6 |
|---------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION |
| RELIANCE STEEL & ALUMINUM CO | COM | 759509102 | 255 | 6,484 | | | X |
| RELIANT ENERGY INC | COM | 75952B105 | 430 | 30,241 | | | X |
| REPUBLIC SVCS INC | COM | 760759100 | 1,743 | 42,861 | | | X |
| RESMED INC | COM | 761152107 | 735 | 14,929 | | | X |
| RESPIRONICS INC | COM | 761230101 | 543 | 14,385 | | | X |
| REYNOLDS AMERICAN INC | COM | 761713106 | 6,018 | 91,918 | | | X |
| RITE AID CORP | COM | 767754104 | 284 | 52,167 | | | X |
| ROBERT HALF INTL INC | COM | 770323103 | 1,814 | 48,868 | | | X |
| ROCKWELL AUTOMATION INC | COM | 773903109 | 5,354 | 87,651 | | | X |
| ROCKWELL COLLINS INC | COM | 774341101 | 4,676 | 73,883 | | | X |
| ROHM & HAAS CO | COM | 775371107 | 3,401 | 66,521 | | | X |
| ROPER INDS INC NEW | COM | 776696106 | 3,351 | 66,697 | | | X |
| ROSS STORES INC | COM | 778296103 | 1,764 | 60,214 | | | X |
| ROWAN COS INC | COM | 779382100 | 699 | 21,066 | | | X |
| RYDER SYS INC | COM | 783549108 | 664 | 13,003 | | | X |
| RYLAND GROUP INC | COM | 783764103 | 314 | 5,754 | | | X |
| SBA COMMUNICATIONS CORP | COM | 78388J106 | 561 | 20,401 | | | X |
| SEI INVESTMENTS CO | COM | 784117103 | 6,030 | 101,241 | | | X |
| SL GREEN RLTY CORP | COM | 78440X101 | 1,203 | 9,058 | | | X |
| SLM CORP | COM | 78442P106 | 5,188 | 106,368 | | | X |
| SPX CORP | COM | 784635104 | 1,063 | 17,388 | | | X |
| SABRE HLDGS CORP | CL A | 785905100 | 2,171 | 68,089 | | | X |
| SAFECO CORP | COM | 786429100 | 734 | 11,741 | | | X |
| SAFEWAY INC | COM NEW | 786514208 | 1,534 | 44,383 | | | X |
| ST JOE CO | COM | 790148100 | 791 | 14,757 | | | X |
| ST JUDE MED INC | COM | 790849103 | 5,897 | 161,291 | | | X |
| ST MARY LD & EXPL CO | COM | 792228108 | 417 | 11,308 | | | X |
| ST PAUL TRAVELERS INC | COM | 792860108 | 15,767 | 293,664 | | | X |
| SAKS INC | COM | 79377W108 | 239 | 13,408 | | | X |
| SALESFORCE COM INC | COM | 79466L302 | 609 | 16,716 | | | X |
| SANDISK CORP | COM | 80004C101 | 2,955 | 68,677 | | | X |
| SANMINA SCI CORP | COM | 800907107 | 254 | 73,764 | | | X |
| SARA LEE CORP | COM | 803111103 | 1,954 | 114,734 | | | X |
| SCANA CORP NEW | COM | 80589M102 | 463 | 11,388 | | | X |
| SCHEIN HENRY INC | COM | 806407102 | 2,815 | 57,474 | | | X |
| SCHERING PLOUGH CORP | COM | 806605101 | 9,417 | 398,339 | | | X |

COLUMN 1

COLUMN 2

COLUMN 3

COLUMN 4

COLUMN 5

COLUMN 6

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION |
|---------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| SCHLUMBERGER LTD | COM | 806857108 | 2,716 | 43,000 | | | X |
| SCHWAB CHARLES CORP NEW | COM | 808513105 | 7,966 | 411,918 | | | X |
| SCIENTIFIC GAMES CORP | CL A | 80874P109 | 396 | 13,102 | | | X |
| SCOTTS MIRACLE GRO CO | CL A | 810186106 | 1,064 | 20,600 | | | X |
| SCRIPPS E W CO OHIO | CL A | 811054204 | 832 | 16,650 | | | X |
| SEACOR HOLDINGS INC | COM | 811904101 | 220 | 2,222 | | | X |
| SEALED AIR CORP NEW | COM | 81211K100 | 739 | 11,381 | | | X |
| SEARS HLDGS CORP | COM | 812350106 | 8,614 | 51,296 | | | X |
| SEMPRA ENERGY | COM | 816851109 | 3,785 | 67,542 | | | X |
| SENSIENT TECHNOLOGIES CORP | COM | 81725T100 | 246 | 10,000 | | | X |
| SEPRACOR INC | COM | 817315104 | 1,326 | 21,532 | | | X |
| SERVICE CORP INTL | COM | 817565104 | 299 | 29,168 | | | X |
| SERVICEMASTER CO | COM | 81760N109 | 490 | 37,405 | | | X |
| SHAW GROUP INC | COM | 820280105 | 265 | 7,916 | | | X |
| SHERWIN WILLIAMS CO | COM | 824348106 | 5,402 | 84,962 | | | X |
| SIERRA HEALTH SVCS INC | COM | 826322109 | 399 | 11,080 | | | X |
| SIERRA PAC RES NEW | COM | 826428104 | 787 | 46,789 | | | X |
| SIGMA ALDRICH CORP | COM | 826552101 | 2,903 | 37,352 | | | X |
| SILICON LABORATORIES INC | COM | 826919102 | 343 | 9,906 | | | X |
| SIMON PPTY GROUP INC NEW | COM | 828806109 | 9,011 | 88,966 | | | X |
| SIRIUS SATELLITE RADIO INC | COM | 82966U103 | 985 | 278,223 | | | X |
| SKY FINL GROUP INC | COM | 83080P103 | 284 | 9,943 | | | X |
| SMITH INTL INC | COM | 832110100 | 2,680 | 65,261 | | | X |
| SMITHFIELD FOODS INC | COM | 832248108 | 250 | 9,734 | | | X |
| SMUCKER J M CO | COM NEW | 832696405 | 278 | 5,734 | | | X |
| SMURFIT-STONE CONTAINER CORP | COM | 832727101 | 265 | 25,091 | | | X |
| SNAP ON INC | COM | 833034101 | 307 | 6,443 | | | X |
| SOLETRON CORP | COM | 834182107 | 414 | 128,731 | | | X |
| SONOCO PRODS CO | COM | 835495102 | 847 | 22,266 | | | X |
| SOUTHERN CO | COM | 842587107 | 3,398 | 92,190 | | | X |
| SOUTHERN COPPER CORP | COM | 84265V105 | 812 | 15,066 | | | X |
| SOUTHERN UN CO NEW | COM | 844030106 | 285 | 10,207 | | | X |
| SOUTHWEST AIRLS CO | COM | 844741108 | 3,359 | 219,238 | | | X |
| SOUTHWEST GAS CORP | COM | 844895102 | 1,754 | 45,710 | | | X |
| SOUTHWESTERN ENERGY CO | COM | 845467109 | 1,164 | 33,198 | | | X |
| SOVEREIGN BANCORP INC | COM | 845905108 | 2,747 | 108,189 | | | X |

| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | COLUMN 6 | | |
|-------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION |
| SPRINT NEXTEL CORP | COM FON | 852061100 | 18,741 | 992,113 | | | X |
| STANCORP FINL GROUP INC | COM | 852891100 | 243 | 5,393 | | | X |
| STANDARD PAC CORP NEW | COM | 85375C101 | 243 | 9,054 | | | X |
| STANLEY WKS | COM | 854616109 | 1,743 | 34,663 | | | X |
| STAPLES INC | COM | 855030102 | 6,481 | 242,716 | | | X |
| STARBUCKS CORP | COM | 855244109 | 16,017 | 452,202 | | | X |
| STARWOOD HOTELS&RESORTS | | | | | | | |

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| | | | | | | |
|------------------------------|---------------|-----------|--------|---------|--|---|
| WRLD | COM | 85590A401 | 5,437 | 86,994 | | X |
| STATE STR CORP | COM | 857477103 | 7,299 | 108,237 | | X |
| STATION CASINOS INC | COM | 857689103 | 776 | 9,497 | | X |
| STEEL DYNAMICS INC | COM | 858119100 | 1,561 | 48,104 | | X |
| STEELCASE INC | CL A | 858155203 | 247 | 13,575 | | X |
| STERICYCLE INC | COM | 858912108 | 3,643 | 48,258 | | X |
| STRYKER CORP | COM | 863667101 | 10,514 | 190,779 | | X |
| SUN MICROSYSTEMS INC | COM | 866810104 | 4,066 | 750,262 | | X |
| SUNOCO INC | COM | 86764P109 | 1,154 | 18,501 | | X |
| SUNTRUST BKS INC | COM | 867914103 | 14,851 | 175,859 | | X |
| SUPERIOR ENERGY SVCS INC | COM | 868157108 | 517 | 15,807 | | X |
| SUPERVALU INC | COM | 868536103 | 3,696 | 103,386 | | X |
| SWIFT TRANSN CO | COM | 870756103 | 597 | 22,707 | | X |
| SYMANTEC CORP | COM | 871503108 | 6,607 | 316,892 | | X |
| SYMBOL TECHNOLOGIES INC | COM | 871508107 | 1,199 | 80,250 | | X |
| SYNOPSYS INC | COM | 871607107 | 1,215 | 45,460 | | X |
| SYNOVUS FINL CORP | COM | 87161C105 | 1,192 | 38,664 | | X |
| SYSCO CORP | COM | 871829107 | 7,720 | 210,000 | | X |
| TCF FINL CORP | COM | 872275102 | 493 | 17,996 | | X |
| TD BANKNORTH INC | COM | 87235A101 | 320 | 9,926 | | X |
| TD AMERITRADE HLDG CORP | COM | 87236Y108 | 2,778 | 171,710 | | X |
| TECO ENERGY INC | COM | 872375100 | 355 | 20,583 | | X |
| TJX COS INC NEW | COM | 872540109 | 6,508 | 228,197 | | X |
| TXU CORP | COM | 873168108 | 14,038 | 258,955 | | X |
| TAIWAN SEMICONDUCTOR MFG LTD | SPONSORED ADR | 874039100 | 959 | 87,700 | | X |
| TARGET CORP | COM | 87612E106 | 31,205 | 546,972 | | X |
| TAUBMAN CTRS INC | COM | 876664103 | 407 | 8,012 | | X |
| TECH DATA CORP | COM | 878237106 | 207 | 5,479 | | X |
| TECHNE CORP | COM | 878377100 | 432 | 7,791 | | X |
| TEKTRONIX INC | COM | 879131100 | 413 | 14,173 | | X |

| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | | COLUMN 6 |
|------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION |
| TELEFLEX INC | COM | 879369106 | 256 | 3,965 | | | X |
| TELEPHONE & DATA SYS INC | COM | 879433100 | 3,052 | 56,171 | | | X |
| TELEPHONE & DATA SYS INC | SPL COM | 879433860 | 992 | 20,000 | | | X |
| TELLABS INC | COM | 879664100 | 453 | 44,198 | | | X |
| TEMPLE INLAND INC | COM | 879868107 | 1,832 | 39,792 | | | X |
| TENET HEALTHCARE CORP | COM | 88033G100 | 546 | 78,282 | | | X |
| TERADYNE INC | COM | 880770102 | 520 | 34,736 | | | X |
| TEREX CORP NEW | COM | 880779103 | 2,397 | 37,118 | | | X |
| TESORO CORP | COM | 881609101 | 444 | 6,755 | | | X |
| TETRA TECHNOLOGIES INC | | | | | | | |
| DEL | COM | 88162F105 | 362 | 14,140 | | | X |
| TEXAS INSTRS INC | COM | 882508104 | 22,671 | 787,175 | | | X |
| TEXTRON INC | COM | 883203101 | 8,749 | 93,298 | | | X |
| THERMO FISHER SCIENTIFIC INC | COM | 883556102 | 4,964 | 109,615 | | | X |
| THOMAS & BETTS CORP | COM | 884315102 | 3,539 | 74,848 | | | X |
| THOR INDS INC | COM | 885160101 | 1,190 | 27,043 | | | X |
| THORNBURG MTG INC | COM | 885218107 | 277 | 11,038 | | | X |
| 3M CO | COM | 88579Y101 | 27,378 | 351,319 | | | X |

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|-------------------------|---------|-----------|--------|-----------|--|--|---|
| TIDEWATER INC | COM | 886423102 | 455 | 9,412 | | | X |
| TIFFANY & CO NEW | COM | 886547108 | 888 | 22,618 | | | X |
| TIM HORTONS INC | COM | 88706M103 | 1,098 | 37,900 | | | X |
| TIME WARNER INC | COM | 887317105 | 30,786 | 1,413,488 | | | X |
| TIMKEN CO | COM | 887389104 | 419 | 14,343 | | | X |
| TITANIUM METALS CORP | COM NEW | 888339207 | 463 | 15,703 | | | X |
| TODCO | COM | 88889T107 | 391 | 11,445 | | | X |
| TOLL BROTHERS INC | COM | 889478103 | 491 | 15,225 | | | X |
| TORCHMARK CORP | COM | 891027104 | 4,991 | 78,284 | | | X |
| TORO CO | COM | 891092108 | 394 | 8,439 | | | X |
| TRACTOR SUPPLY CO | COM | 892356106 | 318 | 7,108 | | | X |
| TRANSATLANTIC HLDGS INC | COM | 893521104 | 224 | 3,615 | | | X |
| TRIAD HOSPITALS INC | COM | 89579K109 | 421 | 10,053 | | | X |
| TRIBUNE CO NEW | COM | 896047107 | 553 | 17,979 | | | X |
| TRIMBLE NAVIGATION LTD | COM | 896239100 | 549 | 10,816 | | | X |
| TRINITY INDS INC | COM | 896522109 | 534 | 15,169 | | | X |
| TYSON FOODS INC | CL A | 902494103 | 360 | 21,906 | | | X |
| UAL CORP | COM NEW | 902549807 | 468 | 10,639 | | | X |
| UGI CORP NEW | COM | 902681105 | 283 | 10,388 | | | X |

| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | | COLUMN 6 |
|---------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION |
| UST INC | COM | 902911106 | 5,228 | 89,822 | | | X |
| US BANCORP DEL | COM NEW | 902973304 | 30,166 | 833,552 | | | X |
| URS CORP NEW | COM | 903236107 | 228 | 5,318 | | | X |
| U S G CORP | COM NEW | 903293405 | 605 | 11,036 | | | X |
| U S AIRWAYS GROUP INC | COM | 90341W108 | 648 | 12,035 | | | X |
| ULTRA PETROLEUM CORP | COM | 903914109 | 821 | 17,200 | | | X |
| UNION PAC CORP | COM | 907818108 | 8,254 | 89,703 | | | X |
| UNIONBANCAL CORP | COM | 908906100 | 323 | 5,278 | | | X |
| UNISYS CORP | COM | 909214108 | 265 | 33,837 | | | X |
| UNIT CORP | COM | 909218109 | 443 | 9,148 | | | X |
| UNITED DOMINION REALTY TR IN | COM | 910197102 | 845 | 26,580 | | | X |
| UNITED PARCEL SERVICE INC | CL B | 911312106 | 18,190 | 242,600 | | | X |
| UNITED STATES CELLULAR CORP | COM | 911684108 | 1,215 | 17,465 | | | X |
| UNITED STATES STL CORP NEW | COM | 912909108 | 1,326 | 18,135 | | | X |
| UNITED TECHNOLOGIES CORP | COM | 913017109 | 37,340 | 597,257 | | | X |
| UNITEDHEALTH GROUP INC | COM | 91324P102 | 32,871 | 611,783 | | | X |
| UNITRIN INC | COM | 913275103 | 234 | 4,678 | | | X |
| UNIVERSAL HLTH SVCS INC | CL B | 913903100 | 308 | 5,549 | | | X |
| UNIVISION COMMUNICATIONS INC | CL A | 914906102 | 2,600 | 73,417 | | | X |
| UNUMPROVIDENT CORP | COM | 91529Y106 | 702 | 33,780 | | | X |
| URBAN OUTFITTERS INC | COM | 917047102 | 523 | 22,731 | | | X |
| VCA ANTECH INC | COM | 918194101 | 530 | 16,452 | | | X |
| V F CORP | COM | 918204108 | 6,735 | 82,051 | | | X |
| VALERO ENERGY CORP NEW | COM | 91913Y100 | 10,780 | 210,702 | | | X |
| VALLEY NATL BANCORP | COM | 919794107 | 2,373 | 89,527 | | | X |
| VALSPAR CORP | COM | 920355104 | 277 | 10,021 | | | X |
| VARIAN MED SYS INC | COM | 92220P105 | 1,238 | 26,024 | | | X |

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|-------------------------------|---------------|-----------|--------|-----------|--|--|---|
| VECTREN CORP | COM | 92240G101 | 213 | 7,518 | | | X |
| VENTAS INC | COM | 92276F100 | 694 | 16,402 | | | X |
| VERIFONE HLDGS INC | COM | 92342Y109 | 2,219 | 62,687 | | | X |
| VERISIGN INC | COM | 92343E102 | 1,131 | 47,034 | | | X |
| VERIZON COMMUNICATIONS | COM | 92343V104 | 40,294 | 1,081,997 | | | X |
| VERTEX PHARMACEUTICALS INC | COM | 92532F100 | 887 | 23,700 | | | X |
| VIACOM INC NEW | CL B | 92553P201 | 5,156 | 125,668 | | | X |
| VISHAY INTERTECHNOLOGY INC | COM | 928298108 | 272 | 20,104 | | | X |
| VODAFONE GROUP PLC NEW | SPONS ADR NEW | 92857W209 | 458 | 16,500 | | | X |

| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | | COLUMN 6 |
|---------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION |
| VORNADO RLTY TR | SH BEN INT | 929042109 | 1,463 | 12,043 | | | X |
| VULCAN MATLS CO | COM | 929160109 | 5,502 | 61,219 | | | X |
| WPS RESOURCES CORP | COM | 92931B106 | 229 | 4,233 | | | X |
| WACHOVIA CORP 2ND NEW | COM | 929903102 | 38,526 | 676,483 | | | X |
| WAL MART STORES INC | COM | 931142103 | 45,661 | 988,770 | | | X |
| WALGREEN CO | COM | 931422109 | 15,693 | 341,969 | | | X |
| WALTER INDS INC | COM | 93317Q105 | 233 | 8,609 | | | X |
| WARNER MUSIC GROUP CORP | COM | 934550104 | 322 | 14,033 | | | X |
| WASHINGTON FED INC | COM | 938824109 | 202 | 8,593 | | | X |
| WASHINGTON GROUP INTL INC | COM NEW | 938862208 | 240 | 4,010 | | | X |
| WASHINGTON MUT INC | COM | 939322103 | 19,645 | 431,843 | | | X |
| WASHINGTON POST CO | CL B | 939640108 | 1,605 | 2,153 | | | X |
| WASTE MGMT INC DEL | COM | 94106L109 | 7,906 | 215,007 | | | X |
| WATERS CORP | COM | 941848103 | 1,821 | 37,196 | | | X |
| WATSON PHARMACEUTICALS INC | COM | 942683103 | 262 | 10,055 | | | X |
| WATTS WATER TECHNOLOGIES INC | CL A | 942749102 | 1,020 | 24,800 | | | X |
| WEBSTER FINL CORP CONN | COM | 947890109 | 281 | 5,766 | | | X |
| WEIGHT WATCHERS INTL INC NEW | COM | 948626106 | 481 | 9,162 | | | X |
| WEINGARTEN RLTY INVS | SH BEN INT | 948741103 | 1,377 | 29,874 | | | X |
| WELLCARE HEALTH PLANS INC | COM | 94946T106 | 4,235 | 61,472 | | | X |
| WELLPOINT INC | COM | 94973V107 | 19,752 | 251,009 | | | X |
| WELLS FARGO & CO NEW | COM | 949746101 | 40,278 | 1,132,666 | | | X |
| WENDYS INTL INC | COM | 950590109 | 537 | 16,216 | | | X |
| WESCO INTL INC | COM | 95082P105 | 564 | 9,582 | | | X |
| WESTERN DIGITAL CORP | COM | 958102105 | 3,707 | 181,202 | | | X |
| WESTERN UN CO | COM | 959802109 | 5,193 | 231,624 | | | X |
| WEYERHAEUSER CO | COM | 962166104 | 4,471 | 63,277 | | | X |
| WHIRLPOOL CORP | COM | 963320106 | 1,319 | 15,884 | | | X |
| WHITNEY HLDG CORP | COM | 966612103 | 211 | 6,474 | | | X |
| WHOLE FOODS MKT INC | COM | 966837106 | 1,302 | 27,735 | | | X |
| WILEY JOHN & SONS INC | CL A | 968223206 | 337 | 8,763 | | | X |
| WILLIAMS COS INC DEL | COM | 969457100 | 5,307 | 203,174 | | | X |
| WILLIAMS SONOMA INC | COM | 969904101 | 599 | 19,050 | | | X |
| WILMINGTON TRUST CORP | COM | 971807102 | 283 | 6,720 | | | X |
| WINDSTREAM CORP | COM | 97381W104 | 835 | 58,751 | | | X |
| WISCONSIN ENERGY CORP | COM | 976657106 | 3,371 | 71,025 | | | X |

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| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | | COLUMN 6 |
|---------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION |
| WRIGLEY WM JR CO | COM | 982526105 | 7,060 | 136,495 | | | X |
| WYETH | COM | 983024100 | 25,181 | 494,524 | | | X |
| WYNDHAM WORLDWIDE CORP | COM | 98310W108 | 1,905 | 59,481 | | | X |
| WYNN RESORTS LTD | COM | 983134107 | 2,275 | 24,240 | | | X |
| XM SATELLITE RADIO HLDGS INC | CL A | 983759101 | 827 | 57,234 | | | X |
| XTO ENERGY INC | COM | 98385X106 | 6,781 | 144,123 | | | X |
| XCEL ENERGY INC | COM | 98389B100 | 4,381 | 189,992 | | | X |
| XILINX INC | COM | 983919101 | 3,287 | 138,039 | | | X |
| XEROX CORP | COM | 984121103 | 4,326 | 255,210 | | | X |
| YRC WORLDWIDE INC | COM | 984249102 | 213 | 5,658 | | | X |
| YAHOO INC | COM | 984332106 | 18,607 | 728,531 | | | X |
| YUM BRANDS INC | COM | 988498101 | 4,719 | 80,252 | | | X |
| ZEBRA TECHNOLOGIES CORP | CL A | 989207105 | 487 | 14,012 | | | X |
| ZIMMER HLDGS INC | COM | 98956P102 | 7,378 | 94,132 | | | X |
| ZIONS BANCORPORATION | COM | 989701107 | 862 | 10,455 | | | X |