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EDWARDS A G INC  
Form 13F-HR  
November 13, 2003

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: September 30, 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: A.G. Edwards, Inc.  
Address: One North Jefferson  
St. Louis, MO 63103

Form 13F File Number: 28-4192

The institutional investment manager filing this report and the person by who 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: Joseph G. Porter  
Assistant Treasurer  
314-955-3462

Signature, Place, and Date of Signing:

/s/ Joseph G. Porter St. Louis, MO 11/13/03  
[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).)

[ ] 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).)

List of Other Managers Reporting for this Manager:  
[If there are no entries in this list, omit this section.]

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Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 2

Form 13F Information Table Entry Total: 399

Form 13F Information Table Value Total: \$1,731,824  
(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
1	28-3548	A.G. Edwards & Sons, Inc.
2	28-6731	A.G. Edwards Trust Company FSB

NAME OF ISSUER	-TITLE OF CLASS-	--CUSIP--	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	-M
D * ADC TELECOMMUNICATIONS INC	COM	000886101	33	14140			DEFINED	01
D ACM INCOME FUND INC	COM	000912105	127	15500			DEFINED	01
D AFLAC INC	COM	001055102	1381	42746			DEFINED	01
D AMB PROPERTY CORP	COM	00163T109	11450	371645			DEFINED	01
D AOL TIME WARNER INC (HLDG CO)	COM	00184A105	1023	67685			DEFINED	01
D ABBOTT LABORATORIES	COM	002824100	5098	119824			DEFINED	01
D ABERDEEN ASIA-PACIFIC INCOME	COM	003009107	1511	265107			DEFINED	01
D ADOBE SYSTEMS INC	COM	00724F101	325	8241			DEFINED	01
D AEGON N V ORD	COM	007924103	228	19490			DEFINED	01
D AFFILIATED COMPUTER SVCS INC	COM	008190100	876	17995			DEFINED	01
D AFFILIATED MANAGERS GROUP INC	COM	008252108	2461	39184			DEFINED	02
D ALCOA INC	COM	013817101	20348	777822			DEFINED	01
D ALLIED CAPITAL CORP NEW	COM	01903Q108	422	17151			DEFINED	01
D ALLSTATE CORP	COM	020002101	885	24230			DEFINED	01
D ALLTEL CORP	COM	020039103	272	5874			DEFINED	01
D ALTRIA GROUP INC	COM	02209S103	2659	60713			DEFINED	01
D AMBASSADORS GROUP INC	COM	023177108	2559	150455			DEFINED	02
D AMEREN CORP	COM	023608102	1208	28143			DEFINED	01
D * AMERICAN CAP STRATEGIES LTD	COM	024937104	2156	86728			DEFINED	01
D AMERICAN EXPRESS CO	COM	025816109	23577	523233			DEFINED	01
D AMERICAN INTL GROUP INC	COM	026874107	13274	230047			DEFINED	01
D AMERICAN POWER CONVERSION CORP	COM	029066107	348	20131			DEFINED	01
D * AMGEN	COM	031162100	2257	34978			DEFINED	01
D ANADARKO PETROLEUM CORP	COM	032511107	489	11707			DEFINED	01

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D ANHEUSER-BUSCH COS INC	COM	035229103	8780	177942	DEFINED	01
D ANNALY MORTGAGE MANAGEMENT INC	COM	035710409	4613	280944	DEFINED	01
D APACHE CORP	COM	037411105	886	12772	DEFINED	01
D APOLLO GROUP INC	COM	037604105	652	9881	DEFINED	01
D * APPLIED MATERIALS	COM	038222105	1077	59412	DEFINED	01
D ARCHER-DANIELS-MIDLAND CO.	COM	039483102	182	13910	DEFINED	01
D ARCHSTONE-SMITH TRUST	COM	039583109	366	13875	DEFINED	01
D ARGOSY GAMING COMPANY	COM	040228108	22242	911568	DEFINED	01
D * ATMEL CORP	COM	049513104	57	14100	DEFINED	01
D AUTOMATIC DATA PROCESSING INC	COM	053015103	4733	132036	DEFINED	01
D AUTOZONE INC	COM	053332102	670	7484	DEFINED	01
D * AVIGEN INC	COM	053690103	110	21185	DEFINED	01
D BB&T CORP	COM	054937107	973	27108	DEFINED	01
D BCE INC	COM	05534B109	513	23497	DEFINED	01
D BP P.L.C. SPONSORED ADR	COM	055622104	13095	311051	DEFINED	01
D BAKER HUGHES INC	COM	057224107	333	11241	DEFINED	01
D BANK OF AMERICA CORP	COM	060505104	7137	91459	DEFINED	01
D BANK ONE CORP	COM	06423A103	1028	26610	DEFINED	01
D BANKNORTH GROUP INC NEW	COM	06646R107	939	33290	DEFINED	01
D * BED BATH & BEYOND INC	COM	075896100	1000	26124	DEFINED	01
D BELLSOUTH CORPORATION	COM	079860102	1483	62625	DEFINED	01
D BERKSHIRE HATHAWAY INC	COM	084670108	825	11	DEFINED	01
D BERKSHIRE HATHAWAY INC DEL	COM	084670207	26081	10449	DEFINED	01
D * BIOMET INC	COM	090613100	1913	57103	DEFINED	01
D BLACKROCK MUNI TARGET TERM	COM	09247M105	1162	105185	DEFINED	01
D H & R BLOCK INC	COM	093671105	338	7825	DEFINED	01
D BOEING COMPANY	COM	097023105	631	18395	DEFINED	01
D BOYKIN LODGING CO	COM	103430104	103	12501	DEFINED	01
D BRISTOL-MYERS SQUIBB CO	COM	110122108	11681	455205	DEFINED	01
D BROWN SHOE CO INC NEW	COM	115736100	533	16824	DEFINED	01
D BRUNSWICK CORP	COM	117043109	9045	352228	DEFINED	01
D BUCKEYE PARTNERS L.P.	COM	118230101	298	7461	DEFINED	01
D BURLINGTON NORTHERN SANTA FE	COM	12189T104	868	30071	DEFINED	01
D CBL & ASSOCIATES PROPERTIES	COM	124830100	8183	163990	DEFINED	01
D CIGNA CORP	COM	125509109	210	4696	DEFINED	01
D CANADIAN NATURAL RESOURCES LTD	COM	136385101	263	6400	DEFINED	01
D * CAPITAL AUTOMOTIVE REIT SBI	COM	139733109	3569	117664	DEFINED	01
D CAPITAL ONE FINANCIAL CORP	COM	14040H105	26589	466151	DEFINED	01
D CARDINAL HEALTH INC	COM	14149Y108	1968	33705	DEFINED	01
D CARNIVAL CORP	COM	143658300	333	10138	DEFINED	01
D CATERPILLAR INC	COM	149123101	11319	164425	DEFINED	01
D CENDANT CORP	COM	151313103	322	17225	DEFINED	01
D CEPHALON INC	COM	156708109	243	5300	DEFINED	01
D CHEVRONTXACO CORP	COM	166764100	28335	396571	DEFINED	01
D CHOICE HOTELS INTL INC NEW	COM	169905106	871	30000	DEFINED	01
D * CHIRON CORP	COM	170040109	268	5180	DEFINED	01
D * CINCINNATI FINANCIAL CORP	COM	172062101	371	9265	DEFINED	01
D * CISCO SYSTEMS INC	COM	17275R102	3879	197994	DEFINED	01
D CITIGROUP INC	COM	172967101	3354	73693	DEFINED	01
D * CITRIX SYSTEMS INC	COM	177376100	243	10973	DEFINED	01
D CLEAR CHANNEL COMMUNICATIONS	COM	184502102	31917	833347	DEFINED	01
D CLOROX CO	COM	189054109	245	5352	DEFINED	01
D COCA-COLA CO	COM	191216100	6728	156605	DEFINED	01
D COLGATE-PALMOLIVE CO	COM	194162103	3311	59250	DEFINED	01
D COLLINS & AIKMAN CORP #	COM	194830204	1663	492100	DEFINED	01
D * COMCAST CORP NEW CL A	COM	20030N101	529	17155	DEFINED	01
D * COMCAST CORP NEW CL A SPL	COM	20030N200	22967	774874	DEFINED	01
D * COMMERCE BANCSHARES INC	COM	200525103	397	9077	DEFINED	01
D CONAGRA FOODS INC	COM	205887102	7144	336368	DEFINED	01
D CONOCOPHILLIPS	COM	20825C104	2911	53167	DEFINED	01
D CONSOLIDATED EDISON INC	COM	209115104	550	13484	DEFINED	01
D CORNING INC	COM	219350105	237	25152	DEFINED	01

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D * COST PLUS INC (CA)	COM	221485105	857	23160	DEFINED	01
D * CROSSTEX ENERGY L.P.	COM	22765U102	614	15426	DEFINED	01
D CYBERGUARD CORP	COM	231910100	114	12000	DEFINED	01
D DNP SELECT INCOME FUND INC	COM	23325P104	109	10358	DEFINED	01
D DEAN FOODS COMPANY NEW	COM	242370104	1999	64431	DEFINED	01
D DEERE & CO	COM	244199105	289	5412	DEFINED	01
D DELAWARE INVESTMENTS DIVIDEND	COM	245915103	112	10000	DEFINED	01
D * DELL INC	COM	24702R101	248	7435	DEFINED	01
D DELTA & PINE LAND CO	COM	247357106	2329	101220	DEFINED	01
D DENTSPLY INTERNATIONAL INC NEW	COM	249030107	1917	42760	DEFINED	01
D DEVELOPERS DIVERSIFIED RLTY CP	COM	251591103	662	22179	DEFINED	01
D DIAGEO PLC NEW	COM	25243Q205	26370	597276	DEFINED	01
D DIAMOND OFFSHORE DRILLING INC	COM	25271C102	414	21651	DEFINED	01
D DIAMONDS TRUST SER 1 (DJIA)	COM	252787106	592	6352	DEFINED	01
D WALT DISNEY CO	COM	254687106	18189	901805	DEFINED	01
D DOMINION RES INC NEW (VA)	COM	25746U109	1542	24913	DEFINED	01
D DONALDSON CO INC	COM	257651109	992	18405	DEFINED	01
D DOVER CORPORATION	COM	260003108	361	10200	DEFINED	01
D DOW CHEMICAL COMPANY	COM	260543103	12532	385133	DEFINED	01
D E.I. DU PONT DE NEMOURS&CO	COM	263534109	2810	70239	DEFINED	01
D DUKE ENERGY CORP	COM	264399106	294	16493	DEFINED	01
D DYNEX CAPITAL INC #	COM	26817Q506	55	10000	DEFINED	01
D EMC CORPORATION (MA)	COM	268648102	817	64662	DEFINED	01
D ECOLAB INC	COM	278865100	1379	54620	DEFINED	01
D A.G. EDWARDS, INC	COM	281760108	6680	173916	DEFINED	01
D ELAN CORP PLC ADR	COM	284131208	125	23575	DEFINED	01
D EMERSON ELECTRIC CO	COM	291011104	25876	491472	DEFINED	01
D EMPIRE DISTRICT ELECTRIC CO	COM	291641108	397	18057	DEFINED	01
D ENERGEN CORP	COM	29265N108	398	11001	DEFINED	01
D ENERGIZER HOLDINGS INC	COM	29266R108	4540	123465	DEFINED	02
D ENERPLUS RESOURCE FUND #	COM	29274D604	5580	214222	DEFINED	01
D ENTERCOM COMMUNICATIONS CORP	COM	293639100	3534	78855	DEFINED	02
D ENTERPRISE PRODS PARTNERS L.P.	COM	293792107	687	30401	DEFINED	01
D EQUITY RESIDENTIAL	COM	29476L107	306	10441	DEFINED	01
D ETHAN ALLEN INTERIORS INC	COM	297602104	3115	86520	DEFINED	01
D * EXPEDITORS INTL WASHINGTON	COM	302130109	9320	270934	DEFINED	01
D * EXPRESS SCRIPTS INC	COM	302182100	467	7634	DEFINED	01
D EXXON MOBIL CORP	COM	30231G102	39009	1065834	DEFINED	01
D FPL GROUP INC	COM	302571104	492	7789	DEFINED	01
D FACTSET RESEARCH SYSTEMS INC	COM	303075105	940	21205	DEFINED	01
D FREDDIE MAC	COM	313400301	804	15361	DEFINED	01
D FANNIE MAE	COM	313586109	4520	64392	DEFINED	01
D FEDERATED DEPT STORES INC DEL	COM	31410H101	494	11789	DEFINED	01
D FEDEX CORP	COM	31428X106	678	10523	DEFINED	01
D * FIFTH THIRD BANCORP	COM	316773100	2188	39398	DEFINED	01
D FINANCIAL FEDERAL CORP	COM	317492106	6503	213129	DEFINED	02
D FIRST DATA CORP	COM	319963104	29992	750560	DEFINED	01
D FLEETBOSTON FINANCIAL CORP	COM	339030108	944	31318	DEFINED	01
D FLORIDA BANKS INC	COM	340560101	233	20000	DEFINED	01
D FLORIDA EAST COAST INDS INC	COM	340632108	719	25001	DEFINED	01
D FLUOR CORP NEW	COM	343412102	825	22099	DEFINED	01
D FORD MOTOR CO (NEW)	COM	345370860	638	59250	DEFINED	01
D FORTUNE BRANDS INC	COM	349631101	505	8898	DEFINED	01
D FORWARD AIR CORP	COM	349853101	881	31772	DEFINED	01
D GABELLI GLOBAL MULTIMEDIA TR	COM	36239Q109	5875	755142	DEFINED	01
D GANNETT CO INC	COM	364730101	817	10541	DEFINED	01
D GAP INC	COM	364760108	214	12511	DEFINED	01
D GENERAL ELECTRIC CO	COM	369604103	33908	1137478	DEFINED	01
D GENERAL MILLS INC	COM	370334104	2210	46946	DEFINED	01
D GENERAL MOTORS CORP	COM	370442105	321	7853	DEFINED	01
D GENERAL MOTORS CORP NEW	COM	370442832	168	11725	DEFINED	01
D * GENTEX CORP	COM	371901109	323	9280	DEFINED	01

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D GENUINE PARTS CO	COM	372460105	371	11592	DEFINED	01
D GILLETTE CO	COM	375766102	1922	60092	DEFINED	01
D GLADSTONE CAPITAL CORP	COM	376535100	4407	226588	DEFINED	01
D GLADSTONE COMMERCIAL CORP	COM	376536108	3237	219475	DEFINED	01
D GLAXOSMITHKLINE PLC	COM	37733W105	422	9956	DEFINED	01
D GOLDMAN SACHS GROUP INC	COM	38141G104	2590	30877	DEFINED	01
D GREATER BAY BANCORP	COM	391648102	8368	401929	DEFINED	01
D GUIDANT CORP	COM	401698105	241	5136	DEFINED	01
D GULFTERRA ENERGY PARTNERS LP	COM	40274U108	241	6000	DEFINED	01
D HRPT PROPERTIES TRUST	COM	40426W101	101	11089	DEFINED	01
D HARLEY DAVIDSON INC	COM	412822108	12121	251469	DEFINED	01
D HARMAN INTL INDUSTRIES INC NEW	COM	413086109	1047	10645	DEFINED	01
D HARSCO CORP	COM	415864107	3659	95109	DEFINED	01
D HEARST-ARGYLE TELEVISION INC	COM	422317107	814	33643	DEFINED	01
D H.J. HEINZ CO	COM	423074103	490	14306	DEFINED	01
D HERSHEY FOODS CORP	COM	427866108	15559	214077	DEFINED	01
D HEWLETT-PACKARD CO	COM	428236103	867	44769	DEFINED	01
D HIGH INCOME OPPORTUNITY FUND	COM	42967Q105	166	23376	DEFINED	01
D HILTON HOTELS CORP	COM	432848109	22020	1357590	DEFINED	01
D HOME DEPOT INC	COM	437076102	9544	299652	DEFINED	01
D HONEYWELL INTERNATIONAL INC	COM	438516106	390	14819	DEFINED	01
D * HOT TOPIC INC	COM	441339108	829	36792	DEFINED	01
D HUBBELL INC CLASS B	COM	443510201	4581	125551	DEFINED	01
D IMS HEALTH INC	COM	449934108	265	12540	DEFINED	01
D ISTAR FINANCIAL INC	COM	45031U101	7003	179785	DEFINED	01
D ITT EDUCATIONAL SERVICES INC	COM	45068B109	5660	118118	DEFINED	02
D ILL TOOL WORKS INC	COM	452308109	10866	163996	DEFINED	01
D IMAGISTICS INTERNATIONAL INC	COM	45247T104	2806	96825	DEFINED	01
D IMPERIAL OIL LTD NEW	COM	453038408	558	15001	DEFINED	01
D * INERGY L P	COM	456615103	279	6769	DEFINED	01
D * INTEL CORP	COM	458140100	5192	188652	DEFINED	01
D INTL BUSINESS MACHINES CORP	COM	459200101	5056	57243	DEFINED	01
D * INTERNATIONAL SPEEDWAY CORP	COM	460335201	4177	95170	DEFINED	01
D INTRUSION INC	COM	46121E106	17	20000	DEFINED	01
D INVESTMENT TECH GROUP INC NEW	COM	46145F105	1836	95699	DEFINED	02
D * INVESTORS FINL SERVICES CORP	COM	461915100	252	8000	DEFINED	01
D IRON MOUNTAIN INC (PA) NEW	COM	462846106	7631	212550	DEFINED	02
D ISHARES TRUST	COM	464287242	3694	32897	DEFINED	01
D ISHARES TRUST	COM	464287309	2065	40567	DEFINED	01
D ISHARES TRUST	COM	464287408	2088	42915	DEFINED	01
D ISHARES TRUST	COM	464287457	12153	146899	DEFINED	01
D ISHARES TRUST	COM	464287465	37914	324054	DEFINED	01
D ISHARES TRUST	COM	464287556	956	13318	DEFINED	01
D ISHARES TRUST DOW JONES	COM	464287580	10822	216970	DEFINED	01
D ISHARES INC	COM	464287606	46378	427958	DEFINED	01
D ISHARES TRUST DOW JONES	COM	464287697	1100	20514	DEFINED	01
D ISHARES INC	COM	464287705	47281	497800	DEFINED	01
D ISHARES TRUST-DOW JONES U.S.	COM	464287713	3081	161575	DEFINED	01
D ISHARES TRUST DOW JONES U S	COM	464287762	8774	166246	DEFINED	01
D ISHARES TRUST DOW JONES	COM	464287796	383	8893	DEFINED	01
D ISHARES TRUST DOW JONES U S	COM	464287812	6570	149545	DEFINED	01
D ISHARES INC	COM	464287879	30498	352985	DEFINED	01
D ISHARES INC	COM	464287887	30549	387872	DEFINED	01
D JDS UNIPHASE CORP	COM	46612J101	63	17550	DEFINED	01
D JP MORGAN CHASE & CO	COM	46625H100	1859	54148	DEFINED	01
D JEFFERSON PILOT CORP	COM	475070108	389	8763	DEFINED	01
D JOHNSON & JOHNSON	COM	478160104	19562	395032	DEFINED	01
D KANE PIPE LINE PARTNERS L.P.	COM	484169107	435	9400	DEFINED	01
D KELLOGG CO	COM	487836108	386	11582	DEFINED	01
D KERR-MCGEE CORP (HOLDING CO)	COM	492386107	5223	116994	DEFINED	01
D KEYCORP NEW	COM	493267108	314	12275	DEFINED	01
D KIMBERLY CLARK CORP	COM	494368103	1372	26734	DEFINED	01

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D KIMCO REALTY CORP	COM	49446R109	9538	232808	DEFINED	01
D KINDER MORGAN ENRGY PARTNRS LP	COM	494550106	532	12434	DEFINED	01
D KRAFT FOODS INC	COM	50075N104	836	28348	DEFINED	01
D LNR PROPERTY CORP	COM	501940100	2619	63957	DEFINED	01
D LEGGETT AND PLATT	COM	524660107	1138	52608	DEFINED	01
D LEXINGTON CORP PPTYS TRUST SBI	COM	529043101	465	24259	DEFINED	01
D LIBERTY MEDIA CORP NEW	COM	530718105	21913	2197913	DEFINED	01
D LIBERTY PROPERTY TRUST	COM	531172104	594	16050	DEFINED	01
D LIFELINE SYSTEMS INC	COM	532192101	2504	79378	DEFINED	02
D ELI LILLY AND CO	COM	532457108	826	13903	DEFINED	01
D LIMITED BRANDS INC	COM	532716107	172	11394	DEFINED	01
D LINCARE HOLDINGS INC	COM	532791100	1018	27803	DEFINED	01
D LINCOLN NATL CONV SECS FD INC	COM	534183108	195	15001	DEFINED	01
D LOWE'S COMPANIES INC	COM	548661107	3520	67815	DEFINED	01
D LUCENT TECHNOLOGIES INC	COM	549463107	74	34144	DEFINED	01
D MBNA CORP	COM	55262L100	834	36586	DEFINED	01
D MBIA CAP/CLAYMORE MANAGED	COM	55266X100	149	10000	DEFINED	01
D MAGELLAN MIDSTREAM PARTNERS LP	COM	559080106	282	6157	DEFINED	01
D MALAN REALTY INVESTORS INC	COM	561063108	51	11001	DEFINED	01
D MANAGED MUNIS PORTFOLIO INC	COM	561662107	1124	105540	DEFINED	01
D MANAGED HIGH INCOME PORTFOLIO	COM	56166C105	79	11575	DEFINED	01
D MARKEL CORP (HOLDING COMPANY)	COM	570535104	2653	9937	DEFINED	02
D MARRIOTT INTL INC NEW	COM	571903202	202	4700	DEFINED	01
D MASSEY ENERGY COMPANY	COM	576206106	293	22028	DEFINED	01
D MAY DEPARTMENT STORES CO	COM	577778103	464	18856	DEFINED	01
D MAYTAG CORP	COM	578592107	225	9001	DEFINED	01
D MCDONALD'S CORP	COM	580135101	860	36550	DEFINED	01
D MEDCO HEALTH SOLUTIONS INC	COM	58405U102	1533	59105	DEFINED	01
D MEDTRONIC INC	COM	585055106	8268	176217	DEFINED	01
D MERCK & COMPANY INC	COM	589331107	31630	624844	DEFINED	01
D MERRILL LYNCH & CO	COM	590188108	399	7446	DEFINED	01
D * MICROSOFT CORP	COM	594918104	22056	793378	DEFINED	01
D MOHAWK INDUSTRIES INC	COM	608190104	640	8980	DEFINED	02
D ROBERT MONDAVI CORP	COM	609200100	332	10701	DEFINED	01
D MORGAN STANLEY NEW	COM	617446448	689	13648	DEFINED	01
D MOTOROLA INC	COM	620076109	391	32700	DEFINED	01
D MYLAN LABORATORIES	COM	628530107	203	5253	DEFINED	01
D NN INC	COM	629337106	3367	261834	DEFINED	01
D NANOPHASE TECHNOLOGIES CORP	COM	630079101	66	10310	DEFINED	02
D NATIONAL CITY CORP	COM	635405103	1241	42134	DEFINED	01
D NATIONAL COMMERCE FINL CORP	COM	63545P104	13112	526991	DEFINED	01
D NATUZZI S P A ADR	COM	63905A101	7355	721047	DEFINED	02
D NEW YORK TIMES CL A	COM	650111107	6713	154461	DEFINED	01
D NEWELL RUBBERMAID INC	COM	651229106	342	15794	DEFINED	01
D NICOR INC	COM	654086107	3167	90115	DEFINED	01
D NOKIA CORP	COM	654902204	982	62945	DEFINED	01
D NORFOLK SOUTHERN CORP	COM	655844108	886	47909	DEFINED	01
D NORTEL NETWORKS CORP NEW	COM	656568102	64	15528	DEFINED	01
D NORTH FORK BANCORPORATION (NY)	COM	659424105	5187	149272	DEFINED	01
D NORTHERN BORDER PARTNERS L P	COM	664785102	1521	35036	DEFINED	01
D NUVEEN CALIF MUNI VALUE FUND	COM	67062C107	126	13457	DEFINED	01
D NUVEEN DIVIDEND ADVANTAGE	COM	67066V101	1184	78872	DEFINED	01
D NUVEEN PREFERRED & CONVERTIBLE	COM	67073B106	162	11334	DEFINED	01
D NUVEEN PREFERRED & CONV INCOME	COM	67073D102	165	11676	DEFINED	01
D OGE ENERGY CORP	COM	670837103	531	23515	DEFINED	01
D NUVEEN MUNICIPAL VALUE FD INC	COM	670928100	2403	262362	DEFINED	01
D OCCIDENTAL PETROLEUM CORP	COM	674599105	431	12239	DEFINED	01
D * ORACLE CORP	COM	68389X105	1746	155217	DEFINED	01
D OUTBACK STEAKHOUSE INC	COM	689899102	725	19153	DEFINED	01
D OWENS-ILLINOIS INC NEW	COM	690768403	151	13200	DEFINED	01
D PMC CAPITAL INC	COM	693430100	368	76025	DEFINED	01
D PMC COMMERCIAL TRUST SBI	COM	693434102	467	34130	DEFINED	01

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D * PAYCHEX INC	COM	704326107	329	9652	DEFINED	01
D PEOPLES BANK	COM	710198102	264	8801	DEFINED	01
D PEPSICO INC	COM	713448108	26742	583511	DEFINED	01
D PFIZER INC	COM	717081103	27281	897989	DEFINED	01
D PHOTOGEN TECHNOLOGIES INC #	COM	71932A309	73	43000	DEFINED	01
D PIEDMONT NATURAL GAS CO INC	COM	720186105	215	5501	DEFINED	01
D PIMCO HIGH INCOME FUND	COM	722014107	179	12789	DEFINED	01
D PLAINS RESOURCES INC #	COM	726540503	2017	161976	DEFINED	02
D PLANTRONICS INC NEW	COM	727493108	5701	238833	DEFINED	02
D PLUM CREEK TIMBER CO INC	COM	729251108	10286	404317	DEFINED	01
D PROCTER & GAMBLE CO	COM	742718109	13466	145078	DEFINED	01
D PROGRESS ENERGY INC	COM	743263105	760	17096	DEFINED	01
D PUBLIC STORAGE INC	COM	74460D109	1720	43834	DEFINED	01
D PULITZER INC	COM	745769109	1188	22807	DEFINED	01
D PULTE HOMES INC	COM	745867101	864	12697	DEFINED	01
D PUTNAM MASTER INCOME TRUST SBI	COM	74683K104	74	10922	DEFINED	01
D PUTNAM MASTER INTERMEDIATE -	COM	746909100	66	10348	DEFINED	01
D QUAKER FABRIC CORP	COM	747399103	678	100001	DEFINED	01
D * QUALCOMM INC	COM	747525103	621	14900	DEFINED	01
D QWEST COMMUNICATIONS	COM	749121109	64	18723	DEFINED	01
D RAINBOW TECHNOLOGIES	COM	750862104	165	18100	DEFINED	01
D RALCORP HOLDINGS INC NEW	COM	751028101	787	28419	DEFINED	02
D RAYONIER INC	COM	754907103	8094	199361	DEFINED	01
D RAYTHEON CO NEW	COM	755111507	651	23248	DEFINED	01
D REALTY INCOME CORP	COM	756109104	1053	26559	DEFINED	01
D REINSURANCE GROUP OF AMERICA	COM	759351109	250	6144	DEFINED	01
D RENAL CARE GROUP INC	COM	759930100	262	7670	DEFINED	01
D RESMED INC	COM	761152107	817	18570	DEFINED	01
D R.J. REYNOLDS TOBACCO HLDGS	COM	76182K105	939	23742	DEFINED	01
D ROCKWELL AUTOMATION INC	COM	773903109	370	14092	DEFINED	01
D ROCKWELL COLLINS INC	COM	774341101	310	12286	DEFINED	01
D ROYAL BANK OF CANADA	COM	780087102	1051	23937	DEFINED	01
D ROYAL DUTCH PETROLEUM CO #	COM	780257804	3084	69784	DEFINED	01
D RUSS BERRIE & CO INC	COM	782233100	3491	103623	DEFINED	01
D SBC COMMUNICATIONS INC	COM	78387G103	3684	165564	DEFINED	01
D * SEI INVESTMENTS CO	COM	784117103	2482	76251	DEFINED	01
D SLM CORP	COM	78442P106	411	10547	DEFINED	01
D ST JOE COMPANY	COM	790148100	1957	61000	DEFINED	01
D ST JUDE MEDICAL INC	COM	790849103	344	6400	DEFINED	01
D SARA LEE CORP	COM	803111103	1577	85880	DEFINED	01
D SCANA CORP NEW	COM	80589M102	1505	43954	DEFINED	01
D SCHERING-PLOUGH CORP	COM	806605101	903	59283	DEFINED	01
D SCHLUMBERGER LTD	COM	806857108	744	15379	DEFINED	01
D A. SCHULMAN INC	COM	808194104	4940	311251	DEFINED	01
D SCOTTS COMPANY	COM	810186106	2421	44256	DEFINED	02
D E W SCRIPPS CO NEW CL A	COM	811054204	7075	83140	DEFINED	01
D SEALED AIR CORP NEW	COM	81211K100	294	6235	DEFINED	01
D SEARS, ROEBUCK & CO	COM	812387108	239	5454	DEFINED	01
D SELECT SECTOR SPDR TRUST	COM	81369Y100	10121	463609	DEFINED	01
D SELECT SECTOR SPDR TRUST	COM	81369Y407	6851	248410	DEFINED	01
D SECTOR SPDR TRUST (ENERGY)	COM	81369Y506	13123	545651	DEFINED	01
D SECTOR SPDR TRUST (FINANCIAL)	COM	81369Y605	19307	759832	DEFINED	01
D SECTOR SPDR TRUST (INDUSTRIAL)	COM	81369Y704	11783	505947	DEFINED	01
D SECTOR SPDR TRUST (TECHNOLOGY)	COM	81369Y803	16667	911770	DEFINED	01
D SECTOR SPDR TRUST (UTILITIES)	COM	81369Y886	236	10791	DEFINED	01
D SERVICE CORP INTL	COM	817565104	270	58990	DEFINED	01
D * SIGMA ALDRICH CORP	COM	826552101	12611	241820	DEFINED	01
D SMITH & WOLLENSKY RESTAURANT	COM	831758107	2425	404875	DEFINED	02
D J.M. SMUCKER CO NEW	COM	832696405	6171	146368	DEFINED	01
D SNAP-ON INC	COM	833034101	8617	311642	DEFINED	01
D SOUTHERN COMPANY	COM	842587107	956	32559	DEFINED	01
D SPRINT CORP (FON GROUP)	COM	852061100	282	18686	DEFINED	01

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D STATE STREET CORP	COM	857477103	721	16021	DEFINED	01
D STEWART ENTERPRISES INC	COM	860370105	184	48373	DEFINED	01
D STREETTRACKS SERIES TRUST	COM	86330E604	9613	69556	DEFINED	01
D STRYKER CORP	COM	863667101	247	3280	DEFINED	01
D SUN COMMUNITIES INC	COM	866674104	956	24252	DEFINED	01
D * SUN MICROSYSTEMS INC	COM	866810104	624	188484	DEFINED	01
D SUNGARD DATA SYSTEMS INC	COM	867363103	837	31810	DEFINED	01
D SUNTRUST BANKS INC	COM	867914103	812	13458	DEFINED	01
D SURMODICS INC	COM	868873100	283	10560	DEFINED	01
D SYSCO CORPORATION	COM	871829107	5572	170346	DEFINED	01
D TCF FINANCIAL CORP	COM	872275102	240	5000	DEFINED	01
D TECO ENERGY INC	COM	872375100	262	18956	DEFINED	01
D TEPPCO PARTNERS L.P.	COM	872384102	225	6360	DEFINED	01
D TII NETWORK TECH INC	COM	872479209	24	20000	DEFINED	01
D TLC VISION CORP	COM	872549100	63	10051	DEFINED	01
D TARGET CORP	COM	87612E106	3989	105995	DEFINED	01
D TEMPLETON GLOBAL INCOME FUND	COM	880198106	176	20925	DEFINED	01
D * TEVA PHARMACEUTICAL INDS ADR	COM	881624209	1940	33921	DEFINED	01
D TEXAS INSTRUMENTS INC	COM	882508104	632	27718	DEFINED	01
D THORNBURG MORTGAGE INC	COM	885218107	871	34396	DEFINED	01
D 3M COMPANY	COM	88579Y101	4301	62264	DEFINED	01
D TRANSCANADA CORP	COM	89353D107	204	11001	DEFINED	01
D TRIBUNE CO NEW	COM	896047107	3973	86547	DEFINED	01
D TYCO INTERNATIONAL LTD NEW	COM	902124106	1641	80312	DEFINED	01
D * USA TRUCK INC	COM	902925106	430	36681	DEFINED	01
D US BANCORP NEW	COM	902973304	1778	74135	DEFINED	01
D UNION PACIFIC CORP	COM	907818108	1004	17255	DEFINED	01
D UNION PLANTERS CORP	COM	908068109	572	18084	DEFINED	01
D UNITED PARCEL SERVICE INC	COM	911312106	915	14344	DEFINED	01
D UNITED TECHNOLOGIES CORP	COM	913017109	1815	23487	DEFINED	01
D VAN KAMPEN SENIOR INCOME TRUST	COM	920961109	1288	162221	DEFINED	01
D \$VAN KAMPEN MERRITT VALUE	PRE	921132403	2500	100	DEFINED	01
D VARIAN MEDICAL SYSTEMS INC	COM	92220P105	10011	174159	DEFINED	01
D VECTREN CORP	COM	92240G101	5537	234412	DEFINED	01
D * VERISIGN INC	COM	92343E102	222	16475	DEFINED	01
D VERIZON COMMUNICATIONS	COM	92343V104	2110	65048	DEFINED	01
D VIACOM INC CL B	COM	925524308	290	7573	DEFINED	01
D VODAFONE GROUP PLC NEW	COM	92857W100	451	22285	DEFINED	01
D WD-40 COMPANY	COM	929236107	236	7427	DEFINED	01
D W.P. CAREY & CO LLC	COM	92930Y107	327	10285	DEFINED	01
D WACHOVIA CORP (2ND NEW)	COM	929903102	1575	38249	DEFINED	01
D WAL-MART STORES INC	COM	931142103	49487	886072	DEFINED	01
D WALGREEN COMPANY	COM	931422109	3922	128018	DEFINED	01
D WASHINGTON MUTUAL INC	COM	939322103	1253	31820	DEFINED	01
D WASHINGTON POST CO CL B	COM	939640108	283	425	DEFINED	02
D WASTE MANAGEMENT INC NEW	COM	94106L109	223	8536	DEFINED	01
D WEINGARTEN REALTY INVS SBI	COM	948741103	248	5500	DEFINED	01
D WELLPOINT HEALTH NETWORKS NEW	COM	94973H108	875	11350	DEFINED	01
D WELLS FARGO & CO NEW	COM	949746101	30874	599488	DEFINED	01
D WESTWOOD ONE INC	COM	961815107	5730	189791	DEFINED	01
D JOHN WILEY & SONS INC	COM	968223206	2213	85134	DEFINED	01
D WILMINGTON TRUST CORP	COM	971807102	320	10401	DEFINED	01
D WYETH	COM	983024100	3709	80453	DEFINED	01
D XCEL ENERGY INC	COM	98389B100	900	58193	DEFINED	01
D XEROX CORPORATION	COM	984121103	215	20919	DEFINED	01
D ZEBRA TECHNOLOGIES CORP	COM	989207105	10501	203988	DEFINED	02
D ZILA INC	COM	989513205	85	24928	DEFINED	01
D ZIMMER HOLDINGS INC	COM	98956P102	630	11436	DEFINED	01
D COOPER INDUSTRIES LTD	COM	G24182100	318	6619	DEFINED	01
D INGERSOLL-RAND COMPANY LIMITED	COM	G4776G101	25587	478806	DEFINED	01
D MONTPELIER RE HOLDINGS LTD	COM	G62185106	2239	74265	DEFINED	01
D W.P. STEWART & CO LTD	COM	G84922106	9518	455429	DEFINED	02



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D TRANSOCEAN INC	COM	G90078109	387	19373	DEFINED 01
D WHITE MTNS INS GROUP LTD	COM	G9618E107	10366	26108	DEFINED 01
D XL CAPITAL LTD	COM	G98255105	269	3477	DEFINED 01
S REPORT SUMMARY	399 DATA RECORDS		1731824		2 OTHER MANAGERS