

Edgar Filing: GENWORTH FINANCIAL INC - Form 13F-HR

GENWORTH FINANCIAL INC
Form 13F-HR
August 08, 2008

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

Form 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: June 30, 2008

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: Genworth Financial, Inc.
Address: 6620 West Broad Street
Richmond, Virginia 23230

Form 13F File Number: 28-11523

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: Patricia Merrill
Title: Senior Counsel
Phone: (804) 662-2711

Signature, Place, and Date of Signing:

/s/ Patricia Merrill ----- [Signature]	Richmond, VA [City, State]	August 08, 2008 [Date]
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Report Type (Check only one.):

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: NONE

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FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 1

Form 13F Information Table Entry Total: 413 lines

Form 13F Information Table Value Total: 2,163,325
(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.

No.	Form 13F File Number	Name
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01	28-11546	Genworth Financial Asset Management, Inc.

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
-----	-----	-----	-----	-----	---	---	-----
3M CO COM	COM	88579Y101	29,516	424,135	SH		Sole
ABB LTD SPONSORED ADR	SPONSORED ADR	000375204	24,097	850,870	SH		Sole
ABRAXIS BIOSCIENCE INC NEW COM	COM	00383Y102	1	17	SH		Sole
ACTUANT CORP CL A NEW	NEW	00508X203	5	148	SH		Sole
ADAPTEC INC COM	COM	00651F108	9,926	3,101,833	SH		Sole
ADOBE SYS INC COM	COM	00724F101	3	84	SH		Sole
ADVANCE AUTO PARTS INC COM	COM	00751Y106	830	21,380	SH		Sole
AES CORP COM	COM	00130H105	19,631	1,021,921	SH		Sole
AFLAC INC COM	COM	001055102	41,371	658,773	SH		Sole
AGILENT TECHNOLOGIES INC COM	COM	00846U101	22,325	628,158	SH		Sole
ALBEMARLE CORP COM	COM	012653101	4,368	109,452	SH		Sole
ALCOA INC COM	COM	013817101	229	6,441	SH		Sole
ALLEGHENY ENERGY INC COM	COM	017361106	6,915	138,003	SH		Sole
ALLERGAN INC COM	COM	018490102	5	103	SH		Sole
ALLIANCE NEW YORK MUN INC FD COM	COM	018714105	184	13,545	SH		Sole
ALLIANCE RES PARTNER L P UT LTD PART	PART	01877R108	28	500	SH		Sole
ALLIED CAP CORP NEW COM	COM	01903Q108	10	700	SH		Sole
ALPINE GLOBAL PREMIER PPTYS COM SBI	COM	02083A103	23	2,134	SH		Sole
ALTRIA GROUP INC COM	COM	02209S103	3,203	155,771	SH		Sole
AMAZON COM INC COM	COM	023135106	7	91	SH		Sole
AMBAC FINL GROUP INC COM	COM	023139108	1,493	1,114,395	SH		Sole

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AMERICA MOVIL SAB DE CV SPON	ADR	02364W105	3,362	63,743	SH	Sole
AMERICAN ELEC PWR INC COM	COM	025537101	14,437	358,870	SH	Sole
AMERICAN EXPRESS CO COM	COM	025816109	9,848	261,438	SH	Sole
AMERICAN INTL GROUP INC COM	COM	026874107	9,377	354,388	SH	Sole
AMERICAN WOODMARK CORP COM	COM	030506109	4,574	216,456	SH	Sole
AMERISAFE INC COM	COM	03071H100	6	354	SH	Sole
ANADARKO PETE CORP COM	COM	032511107	62	835	SH	Sole
ANGLO AMERN PLC ADR NEW	ADR	03485P201	5	134	SH	Sole
ANHEUSER BUSCH COS INC COM	COM	035229103	17,930	288,629	SH	Sole
ANSYS INC COM	COM	03662Q105	6,682	141,800	SH	Sole
APP PHARMACEUTICALS INC COM	COM	00202H108	1	89	SH	Sole
APPLE INC COM	COM	037833100	15	91	SH	Sole
AQUILA INC COM	COM	03840P102	435	115,430	SH	Sole
ARKANSAS BEST CORP DEL COM	COM	040790107	5,386	147,002	SH	Sole

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
ASTA FDG INC COM	COM	046220109	1	104	SH	Sole
ASTRAZENECA PLC	SPONSORED ADR	046353108	25,069	589,433	SH	Sole
ATHEROS COMMUNICATIONS INC COM	COM	04743P108	4	136	SH	Sole
AU OPTRONICS CORP	SPONSORED ADR	002255107	33	2,053	SH	Sole
AUTOMATIC DATA PROCESSING IN COM	COM	053015103	8,323	198,646	SH	Sole
AXA SPONSORED ADR	SPONSORED ADR	054536107	18,145	616,767	SH	Sole
AXCELIS TECHNOLOGIES INC COM	COM	054540109	7,993	1,637,881	SH	Sole
BAIDU COM INC SPON ADR REP A	ADR	056752108	6	18	SH	Sole
BANCO BRADESCO S A SP ADR PFD NEW	SPONSORED ADR	059460303	3,928	191,961	SH	Sole
BANK OF NEW YORK MELLON CORP COM	COM	064058100	4,564	120,638	SH	Sole
BARCLAYS BANK PLC ADS7.75%PFD S4	PFD	06739H511	940	41,504	SH	Sole
BARD C R INC COM	COM	067383109	12,722	144,655	SH	Sole
BARNES GROUP INC COM	COM	067806109	377	16,338	SH	Sole
BAXTER INTL INC COM	COM	071813109	13,955	218,256	SH	Sole
BECTON DICKINSON & CO COM	COM	075887109	22,264	273,848	SH	Sole
BHP BILLITON LTD SPONSORED ADR	ADR	088606108	25,564	300,088	SH	Sole
BIOTECH HOLDRS	TR DEPOSTR RCPTS	09067D201	6	33	SH	Sole
BJS WHOLESALE CLUB INC						

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COM	COM	05548J106	552	14,269	SH	Sole
BLACKROCK FL INS MUN INC						
TR COM	COM	09250G102	12	963	SH	Sole
BLACKROCK FLA MUN 2020						
TERM COM SHS	COM SHS	09250M109	12	972	SH	Sole
BLACKROCK INC COM	COM	09247X101	4	20	SH	Sole
BLACKROCK MUNI N Y INTER						
DUR COM	COM	09255F109	283	23,232	SH	Sole
BLACKROCK MUNIHOLDINGS						
N Y I COM	COM	09255C106	193	15,779	SH	Sole
BLACKROCK MUNIYIELD						
CALIF FD COM	COM	09254M105	1,306	100,422	SH	Sole
BLACKROCK MUNIYIELD						
CALIF IN COM	COM	09254N103	1,308	105,585	SH	Sole
BLACKROCK MUNIYIELD FLA						
INC COM	COM	09254R104	6	537	SH	Sole
BLACKROCK MUNIYIELD						
QUALITY COM	COM	09254G108	7	677	SH	Sole
BLACKROCK MUNYIELD INSD						
FD I COM	COM	09254E103	2	197	SH	Sole
BLACKROCK NY MUN INCOME						
TR I COM	COM	09249R102	309	22,860	SH	Sole
BLUE COAT SYSTEMS INC						
COM NEW	COM	09534T508	2	152	SH	Sole
BOEING CO COM	COM	097023105	7	105	SH	Sole
BORGWARNER INC COM	COM	099724106	5	116	SH	Sole
BOWNE & CO INC COM	COM	103043105	3,713	291,234	SH	Sole
BRISTOL MYERS SQUIBB CO						
COM	COM	110122108	12,569	612,222	SH	Sole
BRITISH AMERN TOB PLC	SPONSORED ADR	110448107	10,684	154,287	SH	Sole
BROADCOM CORP CL A	CL A	111320107	5	175	SH	Sole
BUCYRUS INTL INC NEW COM	COM	118759109	344	4,708	SH	Sole
BUILD A BEAR WORKSHOP						
COM	COM	120076104	1	199	SH	Sole
BURLINGTON NORTHN SANTA						
FE C COM	COM	12189T104	14,871	148,876	SH	Sole
CATERPILLAR INC DEL COM	COM	149123101	5	65	SH	Sole

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
CELANESE CORP DEL COM							
SER A	COM	150870103	895	19,609	SH		Sole
CENTENE CORP DEL COM	COM	15135B101	3	202	SH		Sole
CERNER CORP COM	COM	156782104	3	63	SH		Sole
CGG VERITAS	SPONSORED ADR	204386106	7,303	154,699	SH		Sole
CHARLES RIV LABS INTL							
INC COM	COM	159864107	379	5,933	SH		Sole
CHATTEM INC COM	COM	162456107	5,769	88,678	SH		Sole
CHINA LIFE INS CO LTD							
SPON ADR REP H	SPONSORED ADR	16939P106	50	962	SH		Sole
CHINA MOBILE LIMITED							

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SPONSORED ADR	ADR	16941M109	11,712	174,930	SH	Sole
CIMAREX ENERGY CO COM	COM	171798101	335	4,809	SH	Sole
CISCO SYS INC COM	COM	17275R102	12,841	552,085	SH	Sole
CITIGROUP INC COM	COM	172967101	2,062	123,026	SH	Sole
CLEVELAND CLIFFS INC COM	COM	185896107	9	72	SH	Sole
CME GROUP INC COM	COM	12572Q105	7	19	SH	Sole
CMS ENERGY CORP COM	COM	125896100	6,912	463,878	SH	Sole
CNOOC LTD SPONSORED ADR	SPONSORED ADR	126132109	4,817	27,756	SH	Sole
COCA COLA FEMSA S A B DE C V SPON	ADR	191241108	47	827	SH	Sole
COGNIZANT TECHNOLOGY SOLUTIO CL A	CL A	192446102	6,793	208,943	SH	Sole
COHEN & STEERS SELECT UTIL F COM	COM	19248A109	15	597	SH	Sole
COLGATE PALMOLIVE CO COM	COM	194162103	8,981	129,968	SH	Sole
COLLECTIVE BRANDS INC COM	COM	19421W100	2	197	SH	Sole
COLUMBUS MCKINNON CORP N Y COM	COM	199333105	3	142	SH	Sole
COMCAST CORP NEW CL A	CL A	20030N101	13,084	689,715	SH	Sole
COMCAST CORP NEW CL A SPL	SPL	20030N200	4,301	229,290	SH	Sole
COMPANHIA VALE DO RIO DOCE	SPONSORED ADR	204412209	4,390	122,561	SH	Sole
COMPANIA CERVECERIAS UNIDAS	SPONSORED ADR	204429104	2,568	88,074	SH	Sole
COMPUREDIT CORP COM	COM	20478N100	1	225	SH	Sole
COMTECH TELECOMMUNICATIONS	COM NEW	205826209	5	100	SH	Sole
CONAGRA FOODS INC COM	COM	205887102	11,772	610,570	SH	Sole
CONSECO INC DBCV 3.500% 9/3	DBCV	208464BH9	2	2,000	SH	Sole
CORE LABORATORIES N V COM	COM	N22717107	5,700	40,039	SH	Sole
CORUS BANKSHARES INC COM	COM	220873103	1	281	SH	Sole
COSTCO WHSL CORP NEW COM	COM	22160K105	18	257	SH	Sole
COVIDIEN LTD COM	COM	G2552X108	14,559	304,003	SH	Sole
CTRIIP COM INTL LTD ADR	SPONSORED ADR	22943F100	3,689	80,591	SH	Sole
D R HORTON INC COM	COM	23331A109	4	396	SH	Sole
DAIMLER AG REG SHS	SHS	D1668R123	3	44	SH	Sole
DELTA AIR LINES INC	COM	247361702	65	11,466	SH	Sole
DENTSPLY INTL INC NEW COM	COM	249030107	15,868	431,191	SH	Sole
DEVON ENERGY CORP NEW COM	COM	25179M103	35	289	SH	Sole
DIAMOND OFFSHORE DRILLING IN COM	COM	25271C102	12,768	91,766	SH	Sole

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DICKS SPORTING GOODS INC

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COM	COM	253393102	1,809	102,001	SH	Sole
DISCOVER FINL SVCS COM	COM	254709108	0	5	SH	Sole
DISNEY WALT CO COM						
DISNEY	COM	254687106	5	146	SH	Sole
DOLBY LABORATORIES INC						
COM	COM	25659T107	4,692	116,436	SH	Sole
DOLLAR THRIFTY						
AUTOMOTIVE GP COM	COM	256743105	1,001	105,953	SH	Sole
DONALDSON INC COM	COM	257651109	3	61	SH	Sole
DPL INC COM	COM	233293109	1,005	38,109	SH	Sole
DU PONT E I DE NEMOURS &						
CO COM	COM	263534109	11,678	272,279	SH	Sole
DUKE ENERGY CORP NEW COM	COM	26441C105	1	78	SH	Sole
DUKE REALTY CORP COM NEW	COM	264411505	2	100	SH	Sole
DWS GLOBAL COMMODITIES						
STK F COM	COM	23338Y100	15	743	SH	Sole
DWS RREEF REAL ESTATE FD						
II COM	COM	23338X102	23	2,003	SH	Sole
E M C CORP MASS COM	COM	268648102	3,370	229,409	SH	Sole
EAST WEST BANCORP INC						
COM	COM	27579R104	1,805	255,674	SH	Sole
EATON VANCE ENHANCED EQ						
INC COM	COM	278274105	13	755	SH	Sole
EATON VANCE FLTING RATE						
INC COM	COM	278279104	1,934	133,293	SH	Sole
EATON VANCE INS FL PLUS						
MUN COM	COM	27828E102	7	528	SH	Sole
EATON VANCE SH TM DR						
DIVR IN COM	COM	27828V104	6	415	SH	Sole
EATON VANCE SR FLTNG RTE						
TR COM	COM	27828Q105	1,931	135,020	SH	Sole
EATON VANCE TX MNG BY						
WRT OP COM	COM	27828Y108	4,237	258,835	SH	Sole
EATON VANCE TXMGD GL						
BUYWR O COM	COM	27829C105	4,002	256,507	SH	Sole
ECOLAB INC COM	COM	278865100	3	63	SH	Sole
ELECTRONIC ARTS INC COM	COM	285512109	3	59	SH	Sole
EMERSON ELEC CO COM	COM	291011104	28,852	583,465	SH	Sole
ENTERGY CORP NEW COM	COM	29364G103	8,373	69,493	SH	Sole
ESTERLINE TECHNOLOGIES						
CORP COM	COM	297425100	4	88	SH	Sole
EXELON CORP COM	COM	30161N101	16,155	179,578	SH	Sole
EXPEDITORS INTL WASH INC						
COM	COM	302130109	498	11,592	SH	Sole
EXPRESSJET HOLDINGS INC						
CL A	CL A	30218U108	1,451	2,638,614	SH	Sole
EXXON MOBIL CORP COM	COM	30231G102	29,841	338,606	SH	Sole
FACTSET RESH SYS INC COM	COM	303075105	3,116	55,283	SH	Sole
FAIRPOINT COMMUNICATIONS	COM	305560104	0	15	SH	Sole
FASTENAL CO COM	COM	311900104	2,662	61,689	SH	Sole
FEDERAL HOME LN MTG CORP						
COM	COM	313400301	4,428	270,023	SH	Sole
FELCOR LODGING TR INC						
COM	COM	31430F101	3	324	SH	Sole
FIFTH STREET FINANCE						
CORP	COM	31678A103	15,161	1,473,379	SH	Sole
FIRST NIAGARA FINL GP						
INC COM	COM	33582V108	16	1,216	SH	Sole
FIRST TR/FOUR CRNRS SR						
FLOAT COM	COM	33733U108	1,975	139,088	SH	Sole
FIRSTENERGY CORP COM	COM	337932107	2,347	28,513	SH	Sole
FMC TECHNOLOGIES INC COM	COM	30249U101	5	62	SH	Sole

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION
FORDING CDN COAL TR UNIT	UNIT	345425102	57	600	SH		Sole
FRESENIUS MED CARE AG&CO KGA	SPONSORED ADR	358029106	4,139	75,398	SH		Sole
GENENTECH INC COM NEW	COM NEW	368710406	4	50	SH		Sole
GENERAL DYNAMICS CORP COM	COM	369550108	23,354	277,365	SH		Sole
GENERAL ELECTRIC CO COM	COM	369604103	11,330	424,493	SH		Sole
GENERAL MLS INC COM	COM	370334104	14,826	243,961	SH		Sole
GENZYME CORP COM	COM	372917104	7	101	SH		Sole
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	2	34	SH		Sole
GOODRICH CORP COM	COM	382388106	17	356	SH		Sole
GOOGLE INC CL A	CL A	38259P508	14	26	SH		Sole
GRAINGER W W INC COM	COM	384802104	5	65	SH		Sole
GREIF INC CL A	CL A	397624107	487	7,603	SH		Sole
GREY WOLF INC COM	COM	397888108	704	77,990	SH		Sole
GRIFFON CORP COM	COM	398433102	1,566	178,804	SH		Sole
GROUPE CGI INC CL A SUB VTG	CL A SUB VTG	39945C109	19,626	1,968,543	SH		Sole
GRUPO TELEVISIA SA DE CV	SPONSORED ADR	40049J206	2,798	118,470	SH		Sole
GSI COMMERCE INC COM	COM	36238G102	3	195	SH		Sole
GULFPORT ENERGY CORP COM NEW	COM	402635304	5	291	SH		Sole
HALLIBURTON CO COM	COM	406216101	18,837	354,939	SH		Sole
HANCOCK JOHN TAX-ADV DIV INC COM	COM	41013V100	0	17	SH		Sole
HANSEN NAT CORP COM	COM	411310105	2,935	101,829	SH		Sole
HARSCO CORP COM	COM	415864107	504	9,264	SH		Sole
HEWLETT PACKARD CO COM	COM	428236103	4	96	SH		Sole
HOLOGIC INC	COM	436440101	210	9,632	SH		Sole
HOLOGIC INC COM	COM	436440101	2	78	SH		Sole
HOME DEPOT INC COM	COM	437076102	9	393	SH		Sole
HSBC HLDGS PLC ADR A 1/40PF A	SPONSORED ADR	404280604	925	44,957	SH		Sole
ICICI BK LTD ADR	SPONSORED ADR	45104G104	2,846	98,951	SH		Sole
IDEARC INC	COM	451663108	0	41	SH		Sole
IHS INC CL A	CL A	451734107	27,884	400,636	SH		Sole
ILLINOIS TOOL WKS INC COM	COM	452308109	7,787	163,908	SH		Sole
INFORMATICA CORP COM	COM	45666Q102	4	234	SH		Sole
INFOSYS TECHNOLOGIES LTD	SPONSORED ADR	456788108	4,864	111,924	SH		Sole
ING GLOBAL EQTY DIV & PREM O COM	COM	45684E107	4,041	255,259	SH		Sole
ING GROEP N V SPONSORED ADR	SPONSORED ADR	456837103	19,487	617,651	SH		Sole
ING PRIME RATE TR SH BEN INT	SH BEEN INT	44977W106	1,952	340,650	SH		Sole
INGERSOLL-RAND COMPANY LTD CL A	CL A	G4776G101	4,059	108,453	SH		Sole

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INTEL CORP COM	COM	458140100	4	163	SH	Sole
INTERCONTINENTALEXCHANGE INC COM	COM	45865V100	5	41	SH	Sole
INTERNATIONAL BUSINESS MACHS COM	COM	459200101	14,191	119,723	SH	Sole

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION
INTERNATIONAL FLAVORS&FRAGRA COM	COM	459506101	12,244	313,464	SH		Sole
INTUITIVE SURGICAL INC COM NEW	COM	46120E602	5	17	SH		Sole
INVENTIV HEALTH INC COM	COM	46122E105	3	109	SH		Sole
INVITROGEN CORP COM	COM	46185R100	564	14,362	SH		Sole
IRON MTN INC COM	COM	462846106	3	102	SH		Sole
ISHARES INC MSCI MALAYSIA	MSCI MALAYSIA	464286830	14	1,315	SH		Sole
ISHARES INC MSCI S KOREA	MSCI S KOREA	464286772	40	776	SH		Sole
ISHARES INC MSCI SINGAPORE	MSCI SINGAPORE	464286673	15	1,203	SH		Sole
ISHARES INC MSCI TAIWAN	MSCI TAIWAN	464286731	32	2,275	SH		Sole
ISHARES TR 1-3 YR TRS BD	ETF	464287457	12,204	147,226	SH		Sole
ISHARES TR 20+ YR TRS BD	ETF	464287432	78	843	SH		Sole
ISHARES TR DJ US REAL EST	REAL EST	464287739	60	987	SH		Sole
ISHARES TR LEHMAN 3-7 YR	ETF	464288661	76	714	SH		Sole
ISHARES TR LEHMAN SH TREA	TREA	464288679	17,791	161,544	SH		Sole
ISHARES TR MSCI EAFE IDX	ETF	464287465	16,449	239,533	SH		Sole
ISHARES TR MSCI EMERG MKT	MSCI EMERG MKT	464287234	594	4,378	SH		Sole
ISHARES TR MSCI GRW IDX	ETF	464288885	5,538	78,416	SH		Sole
ISHARES TR MSCI VAL IDX	ETF	464288877	4,273	70,149	SH		Sole
ISHARES TR RUSL 3000 VALU	ETF	464287663	11	120	SH		Sole
ISHARES TR RUSSELL 1000	ETF	464287622	13,580	192,733	SH		Sole
ISHARES TR RUSSELL MCP VL	MCP VL	464287473	16	121	SH		Sole
ISHARES TR RUSSELL1000GRW	ETF	464287614	802	14,526	SH		Sole
ISHARES TR RUSSELL1000VAL	ETF	464287598	1,019	14,754	SH		Sole
ISHARES TR S&P CALI ETF	ETF	464288356	95	928	SH		Sole
ISHARES TR S&P GBL ENER	S&P GBL ENER	464287341	17,474	114,506	SH		Sole
ISHARES TR S&P GL UTILITI	ETF	464288711	20,784	320,792	SH		Sole
ISHARES TR S&P NATL MUN B	ETF	464288414	25	250	SH		Sole
ISHARES TR S&P NY MUN ETF	ETF	464288323	18	184	SH		Sole
ISHARES TR S&P500 GRW	S&P GRW	464287309	34,714	543,851	SH		Sole

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ISHARES TR US PFD STK IDX	ETF	464288687	5,674	141,473	SH		Sole
ISHARES TR US TIPS BD FD	TIPS	464287176	78	724	SH		Sole
JABIL CIRCUIT INC COM	COM	466313103	5,164	314,684	SH		Sole
JACK IN THE BOX INC COM	COM	466367109	339	15,133	SH		Sole
JACOBS ENGR GROUP INC DEL COM	COM	469814107	5	58	SH		Sole
JAKKS PAC INC COM	COM	47012E106	3,214	147,110	SH		Sole
JARDEN CORP COM	COM	471109108	548	30,020	SH		Sole
JOHNSON & JOHNSON COM	COM	478160104	9,200	142,989	SH		Sole
JOHNSON CTLS INC COM	COM	478366107	4	150	SH		Sole
JOS A BANK CLOTHIERS INC COM	COM	480838101	3	106	SH		Sole
JP MORGAN CHASE & CO COM	COM	46625H100	9,195	268,010	SH		Sole

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	COLUMN 8
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION
KAISER ALUMINUM CORP COM PAR \$0.01	COM	483007704	4	72	SH		Sole
KANSAS CITY SOUTHERN COM NEW	COM	485170302	417	9,481	SH		Sole
KAYNE ANDERSON ENRGY TTL RT COM	COM	48660P104	28	956	SH		Sole
KENEXA CORP COM	COM	488879107	4	224	SH		Sole
KENNAMETAL INC COM	COM	489170100	5	143	SH		Sole
KONINKLIJKE PHILIPS ELECTRS NY REG	NEW	500472303	18,982	561,609	SH		Sole
KOOKMIN BK NEW SPONSORED ADR	SPONSORED ADR	50049M109	4,024	68,775	SH		Sole
KRAFT FOODS INC CL A	CL A	50075N104	2	57	SH		Sole
KSW INC COM	COM	48268R106	15	3,150	SH		Sole
K-SWISS INC CL A	CL A	482686102	4,582	311,716	SH		Sole
LAS VEGAS SANDS CORP COM	COM	517834107	2	37	SH		Sole
LEAR CORP COM	COM	521865105	4,537	319,954	SH		Sole
LIFE TIME FITNESS INC COM	COM	53217R207	288	9,760	SH		Sole
LKQ CORP COM	COM	501889208	3,078	170,316	SH		Sole
LORILLARD INC COM ADDED	COM	544147101	55	802	SH		Sole
LOWES COS INC COM	COM	548661107	21,280	1,025,560	SH		Sole
M/I HOMES INC COM	COM	55305B101	4,354	276,816	SH		Sole
MACQUARIE GBLB INFRA TOTL RE COM	COM	55608D101	3	143	SH		Sole
MARINEMAX INC COM	COM	567908108	4,844	675,662	SH		Sole
MARKET VECTORS ETF TR AGRIBUS ETF	ETF	57060U605	50,783	819,737	SH		Sole
MATRIX SVC CO COM	COM	576853105	3	121	SH		Sole
MBIA INC COM	COM	55262C100	2,550	580,964	SH		Sole
MCDONALDS CORP COM	COM	580135101	18,943	336,952	SH		Sole
MEDAREX INC COM	COM	583916101	3	452	SH		Sole
MEDICINES CO COM	COM	584688105	5	231	SH		Sole
MEMC ELECTR MATLS INC							

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COM	COM	552715104	10,149	164,918	SH	Sole
MERCK & CO INC COM	COM	589331107	2	50	SH	Sole
MICROSOFT CORP COM	COM	594918104	13,214	480,352	SH	Sole
MITSUBISHI UFJ FINL GROUP IN	SPONSORED ADR	606822104	26,717	3,036,036	SH	Sole
MONSANTO CO NEW COM	COM	61166W101	4	28	SH	Sole
MOODYS CORP COM	COM	615369105	4	117	SH	Sole
MORGAN STANLEY CA INSD MUN TR	CA INSD MUN TR	61745P502	1,272	97,835	SH	Sole
MORGAN STANLEY COM NEW	COM	617446448	0	10	SH	Sole
MORGAN STANLEY INSD CA MUN	INSD CA MUN	61745P825	1,299	98,340	SH	Sole
MORGAN STANLEY N Y QULTY MUN	N Y QULTY MUN	61745P528	294	23,366	SH	Sole
NALCO HOLDING COMPANY COM	COM	62985Q101	12,429	587,636	SH	Sole
NATIONAL FINL PARTNERS CORP COM	COM	63607P208	4	205	SH	Sole
NATIONAL GRID PLC SPON ADR NEW	SPONSORED ADR	636274300	25,025	379,335	SH	Sole
NATIONAL OILWELL VARCO INC COM	COM	637071101	8	92	SH	Sole
NAVIGANT CONSULTING INC COM	COM	63935N107	7	361	SH	Sole

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
NEUBERGER BERMAN CA INT MUN COM	COM	64123C101	1,239	97,476	SH		Sole
NEW YORK CMNTY BANCORP INC COM	COM	649445103	677	37,938	SH		Sole
NEWS CORP CL A	CL A	65248E104	7,314	486,329	SH		Sole
NEWTEK BUSINESS SERVICES INC	COM	652526104	148	146,141	SH		Sole
NFJ DIVID INT & PREM STRITGY COM SHS	COM	65337H109	3,954	186,077	SH		Sole
NIKE INC CL B	CL B	654106103	20,393	342,103	SH		Sole
NISSAN MOTORS SPONSORED ADR	SPONSORED ADR	654744408	10	589	SH		Sole
NOKIA CORP SPONSORED ADR	SPONSORED ADR	654902204	12,965	529,201	SH		Sole
NORDSTROM INC COM	COM	655664100	3	91	SH		Sole
NORTHEAST UTILS COM	COM	664397106	685	26,818	SH		Sole
NOVARTIS A G SPONSORED ADR	SPONSORED ADR	66987V109	24,991	454,059	SH		Sole
NRG ENERGY INC COM NEW	COM	629377508	13,689	319,092	SH		Sole
NSTAR COM	COM	67019E107	459	13,560	SH		Sole
NTELOS HLDGS CORP COM	COM	67020Q107	898	35,380	SH		Sole
NUVEEN EQTY PRM OPPORTUNITYF COM	COM	6706EM102	4,088	266,292	SH		Sole
NUVEEN FLA QUALITY INCOME MU COM	COM	670978105	12	945	SH		Sole

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NUVEEN FLOATING RATE INCOME COM	COM	67072T108	1,957	181,176	SH	Sole
NUVEEN INSD CA PREM INCOME 2 COM	COM	67061U108	244	19,278	SH	Sole
NUVEEN INSD DIVID ADVANTAGE COM	COM	67071L106	2	192	SH	Sole
NUVEEN INSD FLA PREM INCOME COM	COM	67101V108	2	145	SH	Sole
NVIDIA CORP COM	COM	67066G104	2	100	SH	Sole
OLD REP INTL CORP COM	COM	680223104	4,296	362,819	SH	Sole
OMRIX BIOPHARMACEUTICALS INC COM	COM	681989109	4	247	SH	Sole
OPEN JT STK CO-VIMPEL COMMUN	SPONSORED ADR	68370R109	3,652	123,035	SH	Sole
ORACLE CORP COM	COM	68389X105	31,316	1,491,239	SH	Sole
OYO GEOSPACE CORP COM	COM	671074102	6	107	SH	Sole
PACCAR INC COM	COM	693718108	10,918	261,019	SH	Sole
PALL CORP COM	COM	696429307	26,025	655,882	SH	Sole
PEPSICO INC COM	COM	713448108	21,308	335,085	SH	Sole
PERFICIENT INC COM	COM	71375U101	4	444	SH	Sole
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	31,518	444,979	SH	Sole
PETROQUEST ENERGY INC COM	COM	716748108	7	274	SH	Sole
PG&E CORP COM	COM	69331C108	6,634	167,148	SH	Sole
PHARMACEUTICAL PROD DEV INC COM	COM	717124101	7,249	168,980	SH	Sole
PHILIP MORRIS INTL INC COM ADDED	COM	718172109	17,869	361,796	SH	Sole
PIKE ELEC CORP COM	COM	721283109	3	200	SH	Sole
PIONEER MUN & EQUITY INCOME COM	COM	723761102	7	585	SH	Sole
PLUM CREEK TIMBER CO INC COM	COM	729251108	3	75	SH	Sole
POPULAR INC COM	COM	733174106	4,729	717,610	SH	Sole
PORTFOLIO RECOVERY ASSOCS IN COM	COM	73640Q105	3	93	SH	Sole

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
POSCO SPONSORED ADR	ADR	693483109	4,387	33,804	SH		Sole
POWERSHS DB MULTI SECT COMM DB	ETF	73936B408	49,125	1,207,585	SH		Sole
PPL CORP COM	COM	69351T106	8,211	157,085	SH		Sole
PRAXAIR INC COM	COM	74005P104	10,234	108,591	SH		Sole
PRECISION CASTPARTS CORP COM	COM	740189105	2	16	SH		Sole
PRICE T ROWE GROUP INC COM	COM	74144T108	5	85	SH		Sole
PROCTER & GAMBLE CO COM	COM	742718109	44,204	726,917	SH		Sole
PROGRESS SOFTWARE CORP							

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COM	COM	743312100	3	116	SH	Sole
PROSHARES TR CONSUMR						
SVCS	SVCS	74347R636	41,233	403,062	SH	Sole
PROSHARES TR ULTRA FINL						
PRO	PRO	74347R743	20	1,000	SH	Sole
PROSHARES TR ULTRASHRT						
FINL	TR	74347R628	7,150	45,652	SH	Sole
PUBLIC SVC ENTERPRISE						
GROUP COM	COM	744573106	1,989	43,306	SH	Sole
QUALCOMM INC COM	COM	747525103	12	282	SH	Sole
RAYMOND JAMES FINANCIAL						
INC COM	COM	754730109	26	967	SH	Sole
REGAL BELOIT CORP COM	COM	758750103	5	117	SH	Sole
RESEARCH IN MOTION LTD						
COM	COM	760975102	25,500	218,132	SH	Sole
ROPER INDS INC NEW COM	COM	776696106	6,758	102,579	SH	Sole
ROYAL BK SCOTLAND GROUP						
PLC SP ADR	SPONSORED ADR	780097739	790	42,441	SH	Sole
SAFWAY INC COM NEW	COM	786514208	3,302	115,672	SH	Sole
SALESFORCE COM INC COM	COM	79466L302	10	150	SH	Sole
SARA LEE CORP COM	COM	803111103	3,851	314,345	SH	Sole
SCHEIN HENRY INC COM	COM	806407102	4,318	83,729	SH	Sole
SCHLUMBERGER LTD COM	COM	806857108	10	96	SH	Sole
SCHWAB CHARLES CORP NEW						
COM	COM	808513105	2	107	SH	Sole
SCIELE PHARMA INC COM	COM	808627103	4	183	SH	Sole
SECURE COMPUTING CORP						
COM	COM	813705100	2	556	SH	Sole
SELECT SECTOR SPDR TR						
SBI INT-UTILS	COM	81369Y886	5,737	140,946	SH	Sole
SEMPRA ENERGY COM	COM	816851109	2,976	52,726	SH	Sole
SIEMENS A G SPONSORED						
ADR	SPONSORED ADR	826197501	3,882	35,246	SH	Sole
SIGMA ALDRICH CORP COM	COM	826552101	3	59	SH	Sole
SIGMA DESIGNS INC COM	COM	826565103	1	95	SH	Sole
SINGAPORE FD INC COM	COM	82929L109	1	49	SH	Sole
SIRIUS SATELLITE RADIO						
INC COM	COM	82966U103	10	5,000	SH	Sole
SMITH INTL INC COM	COM	832110100	434	5,220	SH	Sole
SNAP ON INC COM	COM	833034101	385	7,396	SH	Sole
SONIC CORP COM	COM	835451105	1,688	114,071	SH	Sole
SPDR INDEX SHS FDS MSCI						
ACWI EXUS	MSCI ACWI EXUS	78463X848	1	33	SH	Sole
SPECTRA ENERGY CORP COM	COM	847560109	1	39	SH	Sole
ST MARY LD & EXPL CO COM	COM	792228108	413	6,393	SH	Sole
STANDARD PAC CORP NEW						
COM	COM	85375C101	3,443	1,018,513	SH	Sole

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
STARBUCKS CORP COM	COM	855244109	4	273	SH		Sole

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STATE STR CORP COM	COM	857477103	18,314	286,206	SH	Sole
STATOILHYDRO ASA						
SPONSORED ADR	SPONSORED ADR	85771P102	11,178	299,039	SH	Sole
STERICYCLE INC COM	COM	858912108	589	11,383	SH	Sole
STEWART INFORMATION SVCS						
COR COM	COM	860372101	4,859	251,217	SH	Sole
STRYKER CORP COM	COM	863667101	4	69	SH	Sole
SYMANTEC CORP COM	COM	871503108	15,301	790,760	SH	Sole
SYNAPTICS INC COM	COM	87157D109	7	180	SH	Sole
SYNGENTA AG SPONSORED						
ADR	ADR	87160A100	29,712	459,224	SH	Sole
TAIWAN SEMICONDUCTOR MFG						
LTD	SPONSORED ADR	874039100	4,656	426,782	SH	Sole
TARGET CORP COM	COM	87612E106	19,631	422,266	SH	Sole
TEMPLETON GLOBAL INCOME						
FD COM	COM	880198106	6	727	SH	Sole
TERADATA CORP DEL COM	COM	88076W103	22	968	SH	Sole
TERRA INDS INC COM	COM	880915103	236	4,780	SH	Sole
TEVA PHARMACEUTICAL INDS						
LTD ADR	ADR	881624209	3,862	84,321	SH	Sole
TOMKINS PLC SPONSORED						
ADR	SPONSORED ADR	890030208	8	633	SH	Sole
TOTAL S A SPONSORED ADR	SPONSORED ADR	89151E109	24,223	284,076	SH	Sole
TOYOTA MOTOR CORP SP ADR						
REP2COM	SPONSORED ADR	892331307	18,929	201,371	SH	Sole
TRADESTATION GROUP INC						
COM	COM	89267P105	5	458	SH	Sole
TREX INC COM	COM	89531P105	0	2	SH	Sole
TRUE RELIGION APPAREL						
INC COM	COM	89784N104	6	243	SH	Sole
TURKCELL ILETISIM						
HIZMETLERI	SPON ADR	900111204	6	382	SH	Sole
TYCO ELECTRONICS LTD COM						
NEW	NEW	G9144P105	14,833	414,107	SH	Sole
TYCO INTL LTD BERMUDA						
SHS	SHS	G9143X208	12,356	308,602	SH	Sole
UAL CORP	COM	902549807	13	2,409	SH	Sole
UBS AG SHS NEW	NEW	H89231338	8,839	427,855	SH	Sole
UNITED MICROELECTRONICS						
CORP	ADR	910873405	0	1	SH	Sole
UNITED TECHNOLOGIES CORP						
COM	COM	913017109	17,394	281,913	SH	Sole
UNUM GROUP COM	COM	91529Y106	825	40,359	SH	Sole
VAN KAMPEN SENIOR INCOME						
TR COM	COM	920961109	25	4,275	SH	Sole
VAN KAMPEN TR INVT GRADE						
N Y COM	COM	920931102	288	20,762	SH	Sole
VANGUARD INDEX FDS STK						
MRK ETF	ETF	922908769	15,758	245,869	SH	Sole
VANGUARD TAX-MANAGED FD						
EUROPE PAC	ETF	921943858	2,704	62,996	SH	Sole
VARIAN MED SYS INC COM	COM	92220P105	485	9,355	SH	Sole
VCA ANTECH INC COM	COM	918194101	3,710	133,560	SH	Sole
VEOLIA ENVIRONNEMENT	SPONSORED ADR	92334N103	9,091	162,781	SH	Sole
VERIZON COMMUNICATIONS						
INC	COM	92343V104	29	832	SH	Sole
VERIZON COMMUNICATIONS						
INC COM	COM	92343V104	6	162	SH	Sole
VODAFONE GROUP PLC NEW						
SPONS	ADR	92857W209	24,548	833,249	SH	Sole
VULCAN MATLS CO COM	COM	929160109	16	267	SH	Sole

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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
WABCO HLDGS INC COM	COM	92927K102	7,267	156,418	SH		Sole
WAL MART STORES INC COM	COM	931142103	14,672	261,076	SH		Sole
WALGREEN CO COM	COM	931422109	7,799	239,906	SH		Sole
WALTER INDS INC COM	COM	93317Q105	694	6,378	SH		Sole
WASHINGTON FED INC COM	COM	938824109	751	41,510	SH		Sole
WASHINGTON MUT INC COM	COM	939322103	2	341	SH		Sole
WESCO INTL INC COM	COM	95082P105	6	138	SH		Sole
WESTERN UN CO COM	COM	959802109	2	63	SH		Sole
WGL HLDGS INC COM	COM	92924F106	2	50	SH		Sole
WILLIAMS COS INC DEL COM	COM	969457100	8,243	204,487	SH		Sole
WIMM BILL DANN FOODS OJSC	ADR	97263M109	4,293	40,797	SH		Sole
WRIGLEY WM JR CO COM	COM	982526105	20,128	258,780	SH		Sole
WYETH COM	COM	983024100	29	614	SH		Sole
XTO ENERGY INC COM	COM	98385X106	47	687	SH		Sole
YAHOO INC COM	COM	984332106	10	479	SH		Sole
ZENITH NATL INS CORP COM	COM	989390109	44	1,238	SH		Sole
ZIMMER HLDGS INC COM	COM	98956P102	9	137	SH		Sole
ZUMIEZ INC COM	COM	989817101	193	11,641	SH		Sole