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EDWARDS A G INC  
Form 13F-HR  
May 14, 2002

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: March 31, 2002

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 05/14/02  
[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: 478

Form 13F Information Table Value Total: \$1,508,742  
(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	INVTMT DSCRETN	-M
D * ADC TELECOMMUNICATIONS INC	COM	000886101	47	11490			DEFINED	01
D ABN AMRO HOLDING N V	COM	000937102	320	16875			DEFINED	02
D AFLAC INC	COM	001055102	1935	65600			DEFINED	01
D AMB PROPERTY CORP	COM	00163T109	4403	160105			DEFINED	02
D AMR CORP	COM	001765106	466	17632			DEFINED	02
D * AMX CORP NEW	COM	00180C105	42	16000			DEFINED	01
D AOL TIME WARNER INC (HLDG CO)	COM	00184A105	3439	145411			DEFINED	01
D AT&T CORP	COM	001957109	542	34511			DEFINED	02
D * ATS MEDICAL INC	COM	002083103	24	12031			DEFINED	01
D AT&T WIRELESS SERVICES INC	COM	00209A106	112	12463			DEFINED	02
D ABBOTT LABORATORIES	COM	002824100	10034	190759			DEFINED	01
D ABERDEEN ASIA-PACIFIC INCOME	COM	003009107	77	18323			DEFINED	01
D ADOBE SYSTEMS INC	COM	00724F101	2063	51195			DEFINED	02
D AEGON N V ORD	COM	007924103	520	21271			DEFINED	01
D AETNA INC NEW	COM	00817Y108	221	5700			DEFINED	01
D AFFILIATED MANAGERS GROUP INC	COM	008252108	941	13105			DEFINED	01
D AGERE SYSTEMS INC	COM	00845V100	230	59000			DEFINED	02
D AGILENT TECHNOLOGIES INC	COM	00846U101	387	11083			DEFINED	02
D AKAMAI TECHNOLOGIES INC	COM	00971T101	90	22600			DEFINED	02
D ALBERTSONS INC	COM	013104104	557	16800			DEFINED	02
D ALCOA INC	COM	013817101	18699	495465			DEFINED	02
D ALCATEL SPON ADR	COM	013904305	442	31195			DEFINED	02
D ALLIANCE NATIONAL MUNICIPAL	COM	01864U106	138	10329			DEFINED	01

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D ALLIED CAPITAL CORP NEW	COM	01903Q108	533	19375	DEFINED	01
D ALLIED IRISH BANKS PLC	COM	019228402	360	15000	DEFINED	02
D ALLSTATE CORP	COM	020002101	1133	29987	DEFINED	01
D ALLTEL CORP	COM	020039103	336	6048	DEFINED	01
D AMEREN CORP	COM	023608102	1156	27050	DEFINED	01
D * AMERICAN CAP STRATEGIES LTD	COM	024937104	1154	37260	DEFINED	01
D AMERICAN ELEC POWER CO INC	COM	025537101	454	9852	DEFINED	02
D AMERICAN EXPRESS CO	COM	025816109	18779	458475	DEFINED	02
D AMERICAN INTL GROUP INC	COM	026874107	23150	320908	DEFINED	01
D AMERICAN POWER CONVERSION CORP	COM	029066107	3812	257896	DEFINED	02
D AMERICAN TOWER CORP	COM	029912201	178	32450	DEFINED	02
D AMERICAN WATER WORKS CO INC	COM	030411102	465	10612	DEFINED	01
D AMETEK INC NEW	COM	031100100	327	8800	DEFINED	02
D * AMGEN	COM	031162100	2958	49566	DEFINED	01
D ANALOG DEVICES INC	COM	032654105	712	15805	DEFINED	02
D ANDRX CORP DEL	COM	034553107	379	10000	DEFINED	01
D ANHEUSER-BUSCH COS INC	COM	035229103	9161	175500	DEFINED	01
D ANNALY MORTGAGE MANAGEMENT INC	COM	035710409	825	48610	DEFINED	01
D AON CORP	COM	037389103	252	7187	DEFINED	02
D APACHE CORP	COM	037411105	1753	30823	DEFINED	01
D * APPLE COMPUTER INC	COM	037833100	540	22803	DEFINED	02
D * APPLIED MATERIALS	COM	038222105	1773	32676	DEFINED	01
D ARCHSTONE-SMITH TRUST	COM	039583109	559	20856	DEFINED	01
D ARGOSY GAMING COMPANY	COM	040228108	35500	967568	DEFINED	01
D * ATMEL CORP	COM	049513104	365	35995	DEFINED	01
D AUTOMATIC DATA PROCESSING INC	COM	053015103	12380	212465	DEFINED	01
D AVANT IMMUNOTHERAPEUTICS	COM	053491106	19	11000	DEFINED	01
D BB&T CORP	COM	054937107	649	17024	DEFINED	01
D BASF AG	COM	055262505	267	6530	DEFINED	02
D BP P.L.C. SPONSORED ADR	COM	055622104	11071	208493	DEFINED	01
D BT GROUP PLC ADR	COM	05577E101	211	5243	DEFINED	02
D BAKER HUGHES INC	COM	057224107	937	24491	DEFINED	02
D BANCO BILBAO VIZCAYA	COM	05946K101	330	28046	DEFINED	02
D BANK OF AMERICA CORP	COM	060505104	8726	128285	DEFINED	01
D BANK OF NEW YORK CO	COM	064057102	1969	46866	DEFINED	01
D BANK ONE CORP	COM	06423A103	2221	53155	DEFINED	01
D BAXTER INTERNATIONAL INC	COM	071813109	1382	23227	DEFINED	02
D * BEA SYSTEMS INC	COM	073325102	361	26350	DEFINED	02
D * BED BATH & BEYOND INC	COM	075896100	457	13530	DEFINED	02
D BELLSOUTH CORPORATION	COM	079860102	3697	100305	DEFINED	01
D BERKSHIRE HATHAWAY INC	COM	084670108	1280	18	DEFINED	01
D BERKSHIRE HATHAWAY INC DEL	COM	084670207	28281	11938	DEFINED	01
D BIOMET INC	COM	090613100	914	33769	DEFINED	01
D BLACKROCK MUNICIPAL INCOME TR	COM	09248F109	138	10500	DEFINED	02
D H & R BLOCK INC	COM	093671105	358	8058	DEFINED	02
D BOEING COMPANY	COM	097023105	1233	25558	DEFINED	01
D BOWATER INC	COM	102183100	306	6154	DEFINED	02
D BOYKIN LODGING CO	COM	103430104	126	13501	DEFINED	01
D BRISTOL-MYERS SQUIBB CO	COM	110122108	16058	396592	DEFINED	01
D BRITESMILE INC	COM	110415106	91	17000	DEFINED	01
D BRITISH AMERN TOBACCO PLC NEW	COM	110448107	504	26358	DEFINED	02
D BRITISH ENERGY PLC	COM	110793304	248	23000	DEFINED	02
D BRUNSWICK CORP	COM	117043109	2609	95505	DEFINED	02
D BUCKEYE PARTNERS L.P.	COM	118230101	298	7460	DEFINED	01
D BUCKEYE TECHNOLOGIES INC	COM	118255108	1683	163365	DEFINED	01
D BURLINGTON NORTHERN SANTA FE	COM	12189T104	2167	71796	DEFINED	02
D BURLINGTON RESOURCES INC	COM	122014103	217	5402	DEFINED	02
D CBL & ASSOCIATES PROPERTIES	COM	124830100	1354	38299	DEFINED	01
D CIGNA CORP	COM	125509109	975	9618	DEFINED	02
D CNET NETWORKS INC	COM	12613R104	111	20200	DEFINED	02
D CSG SYSTEMS INTERNATIONAL INC	COM	126349109	420	14760	DEFINED	02
D CVS CORP	COM	126650100	1423	41450	DEFINED	02

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D CABLE & WIRELESS PLC	COM	126830207	205	20800	DEFINED	01
D CAPITAL ONE FINANCIAL CORP	COM	14040H105	25159	394034	DEFINED	01
D CARDINAL HEALTH INC	COM	14149Y108	4244	59873	DEFINED	01
D CATERPILLAR INC	COM	149123101	2052	36088	DEFINED	01
D CENDANT CORP	COM	151313103	243	12680	DEFINED	01
D CHECKFREE CORP NEW	COM	162813109	294	19200	DEFINED	02
D CHEVRONTEXACO CORP	COM	166764100	30468	337517	DEFINED	01
D CHINA PETE & CHEMICAL CORP	COM	16941R108	301	18600	DEFINED	02
D * CHIRON CORP	COM	170040109	226	4928	DEFINED	01
D CHUBB CORP	COM	171232101	305	4175	DEFINED	02
D * CINCINNATI FINANCIAL CORP	COM	172062101	232	5305	DEFINED	02
D * CISCO SYSTEMS INC	COM	17275R102	5484	323914	DEFINED	01
D CITIGROUP INC	COM	172967101	7138	144154	DEFINED	01
D * CITRIX SYSTEMS INC	COM	177376100	1129	65313	DEFINED	01
D CLARK/BARDES INC	COM	180668105	1888	65565	DEFINED	01
D CLEAR CHANNEL COMMUNICATIONS	COM	184502102	13236	257467	DEFINED	01
D CLOROX CO	COM	189054109	205	4695	DEFINED	02
D COCA-COLA CO	COM	191216100	8802	168436	DEFINED	01
D COLGATE-PALMOLIVE CO	COM	194162103	6881	120409	DEFINED	01
D COLLINS & AIKMAN CORP NEW	COM	194830105	161	24000	DEFINED	01
D * COMCAST CORP CL A SPECIAL	COM	200300200	3468	109055	DEFINED	01
D * COMMERCE BANCSHARES INC	COM	200525103	307	6942	DEFINED	01
D COMPANHIA DE BEBIDAS DAS	COM	20441W203	207	10600	DEFINED	02
D COMPAQ COMPUTER CORP	COM	204493100	239	22870	DEFINED	01
D COMPUTER SCIENCES CORP	COM	205363104	271	5348	DEFINED	02
D CONAGRA FOODS INC	COM	205887102	2709	111705	DEFINED	02
D * CONCORD EFS INC	COM	206197105	972	29245	DEFINED	02
D CONOCO INC NEW	COM	208251504	2076	71148	DEFINED	01
D CONSOLIDATED EDISON INC	COM	209115104	758	18083	DEFINED	01
D COOPER INDS INC	COM	216669101	210	5000	DEFINED	02
D CORNING INC	COM	219350105	233	30598	DEFINED	01
D CORUS GROUP PLC	COM	22087M101	520	42400	DEFINED	02
D * COSTCO WHSL CORP NEW	COM	22160K105	1075	26990	DEFINED	02
D COUSINS PROPERTIES INC	COM	222795106	214	8212	DEFINED	01
D CROSSWALK.COM INC	COM	227685104	10	10000	DEFINED	01
D CROWN CASTLE INTL CORP	COM	228227104	157	23800	DEFINED	02
D CYTYC CORP	COM	232946103	762	28300	DEFINED	02
D DST SYSTEMS INC DEL	COM	233326107	202	4053	DEFINED	02
D DTE ENERGY CO	COM	233331107	213	4675	DEFINED	02
D DANAHER CORP	COM	235851102	871	12265	DEFINED	02
D DEAN FOODS COMPANY NEW	COM	242370104	2301	30387	DEFINED	01
D DEERE & CO	COM	244199105	761	16714	DEFINED	02
D DENTSPLY INTERNATIONAL INC NEW	COM	249030107	2464	66497	DEFINED	01
D DEUTSCHE TELEKOM AG	COM	251566105	175	11690	DEFINED	02
D DEVELOPERS DIVERSIFIED RLTY CP	COM	251591103	319	15200	DEFINED	01
D DEVON ENERGY CORP NEW	COM	25179M103	234	4855	DEFINED	02
D DIAGEO PLC NEW	COM	25243Q205	25804	491793	DEFINED	02
D DIAMOND OFFSHORE DRILLING INC	COM	25271C102	203	6502	DEFINED	01
D WALT DISNEY CO	COM	254687106	24303	1052976	DEFINED	01
D DOMINION RES INC NEW (VA)	COM	25746U109	1065	16344	DEFINED	01
D DOVER CORPORATION	COM	260003108	558	13601	DEFINED	01
D DOW CHEMICAL COMPANY	COM	260543103	4244	129712	DEFINED	01
D E.I. DU PONT DE NEMOURS&CO	COM	263534109	5336	113169	DEFINED	01
D DUKE ENERGY CORP	COM	264399106	1449	38325	DEFINED	01
D EMC CORPORATION (MA)	COM	268648102	1504	126156	DEFINED	01
D ENI S.P.A.	COM	26874R108	287	3985	DEFINED	02
D E. ON AG	COM	268780103	264	5230	DEFINED	02
D * EXCO RESOURCES INC #	COM	269279204	1069	67042	DEFINED	01
D EATON CORP	COM	278058102	227	2800	DEFINED	02
D ECHOSTAR COMMUNICATNS CORP NEW	COM	278762109	575	20300	DEFINED	02
D ECOLAB INC	COM	278865100	3253	71161	DEFINED	01
D A.G. EDWARDS, INC	COM	281760108	10445	237502	DEFINED	01

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D EL PASO CORP	COM	28336L109	511	11612	DEFINED	02
D EL PASO ENERGY PARTNERS L.P.	COM	28368B102	375	10001	DEFINED	01
D ELAN CORP PLC ADR	COM	284131208	711	51137	DEFINED	01
D ELECTROGLAS INC	COM	285324109	2000	118370	DEFINED	01
D ELECTRONIC DATA SYS CORP NEW	COM	285661104	380	6552	DEFINED	02
D EMERGING MARKETS INCOME FD II	COM	290920107	129	10000	DEFINED	01
D EMERSON ELECTRIC CO	COM	291011104	26002	453080	DEFINED	01
D ENERGEN CORP	COM	29265N108	265	10001	DEFINED	01
D ENERGIZER HOLDINGS INC	COM	29266R108	2929	123339	DEFINED	02
D ENTERGY CORP NEW	COM	29364G103	760	17500	DEFINED	02
D ENTERPRISE PRODS PARTNERS L.P.	COM	293792107	803	16600	DEFINED	01
D EQUITY RSDNTL PROPERTIES TR	COM	29476L107	312	10840	DEFINED	02
D L M ERICSSON TEL CO ADR NEW	COM	294821400	456	109104	DEFINED	01
D ETHAN ALLEN INTERIORS INC	COM	297602104	3176	83439	DEFINED	02
D EXELON CORP	COM	30161N101	522	9862	DEFINED	02
D EXPEDITORS INTL WASHINGTON	COM	302130109	2842	46585	DEFINED	02
D * EXPRESS SCRIPTS INC	COM	302182100	311	5402	DEFINED	01
D EXXON MOBIL CORP	COM	30231G102	49444	1128093	DEFINED	01
D FPL GROUP INC	COM	302571104	500	8390	DEFINED	02
D FREDDIE MAC	COM	313400301	7012	110649	DEFINED	01
D FANNIE MAE	COM	313586109	6392	80027	DEFINED	01
D FEDEX CORP	COM	31428X106	685	11790	DEFINED	01
D * FIFTH THIRD BANCORP	COM	316773100	2691	39879	DEFINED	01
D FINANCIAL FEDERAL CORP	COM	317492106	7271	221600	DEFINED	02
D FIRST COMWLTH FINL CORP PA	COM	319829107	831	62744	DEFINED	02
D FIRST DATA CORP	COM	319963104	32486	372334	DEFINED	02
D * FISERV INC	COM	337738108	239	5187	DEFINED	01
D FLEETBOSTON FINANCIAL CORP	COM	339030108	1970	56289	DEFINED	01
D FLORIDA BANKS INC	COM	340560101	163	20000	DEFINED	01
D FLORIDA EAST COAST INDS INC	COM	340632207	976	37245	DEFINED	01
D FORTUNE BRANDS INC	COM	349631101	267	5411	DEFINED	02
D * FROZEN FOOD EXPRESS INDS INC	COM	359360104	40	16116	DEFINED	01
D GABELLI EQUITY TRUST INC	COM	362397101	116	10446	DEFINED	01
D GANNETT CO INC	COM	364730101	1021	13414	DEFINED	01
D GAP INC	COM	364760108	232	15417	DEFINED	02
D GENERAL AMERICAN INVESTORS CO	COM	368802104	607	18398	DEFINED	02
D GENERAL ELECTRIC CO	COM	369604103	60934	1627079	DEFINED	01
D GENERAL MILLS INC	COM	370334104	1266	25913	DEFINED	02
D GENERAL MOTORS CORP	COM	370442105	828	13702	DEFINED	01
D GENERAL MOTORS CORP NEW	COM	370442832	918	55795	DEFINED	01
D * GENTEX CORP	COM	371901109	207	7000	DEFINED	01
D GENUINE PARTS CO	COM	372460105	241	6564	DEFINED	01
D * GENVEC INC	COM	37246C109	38	12600	DEFINED	01
D GENZYME CORP (GENERAL DIV)	COM	372917104	498	11400	DEFINED	02
D GERON CORP	COM	374163103	152	20000	DEFINED	01
D GILLETTE CO	COM	375766102	2968	87275	DEFINED	01
D GLADSTONE CAPITAL CORP	COM	376535100	751	42210	DEFINED	01
D GLAXOSMITHKLINE PLC	COM	37733W105	687	14609	DEFINED	02
D GLOBESPANVIRATA INC	COM	37957V106	158	10600	DEFINED	02
D GOLDMAN SACHS GROUP INC	COM	38141G104	828	9175	DEFINED	02
D GOODRICH CORP	COM	382388106	406	12822	DEFINED	01
D GRACO INC	COM	384109104	1597	39106	DEFINED	02
D GRANITE CONSTRUCTION INC	COM	387328107	246	10000	DEFINED	01
D GRUPO TELEVISIA SA DE CV	COM	40049J206	495	10200	DEFINED	02
D GUIDANT CORP	COM	401698105	11806	272530	DEFINED	01
D HCA INC	COM	404119109	693	15720	DEFINED	02
D HRPT PROPERTIES TRUST	COM	40426W101	150	16699	DEFINED	01
D HSBC HLDGS PLC NEW	COM	404280406	435	7465	DEFINED	02
D HAIN CELESTIAL GROUP INC	COM	405217100	226	10170	DEFINED	01
D HALLIBURTON CO	COM	406216101	352	20605	DEFINED	01
D HARLEY DAVIDSON INC	COM	412822108	16641	301857	DEFINED	01
D HARSCO CORP	COM	415864107	552	14095	DEFINED	01

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D HARTFORD FINL SVCS GROUP INC	COM	416515104	1459	21417	DEFINED	02
D HASBRO INC	COM	418056107	197	12453	DEFINED	02
D HEALTHSOUTH CORPORATION	COM	421924101	219	15275	DEFINED	01
D HEARST-ARGYLE TELEVISION INC	COM	422317107	770	31143	DEFINED	02
D H.J. HEINZ CO	COM	423074103	2022	48731	DEFINED	01
D HELMERICH & PAYNE INC	COM	423452101	2259	56340	DEFINED	01
D HERSHEY FOODS CORP	COM	427866108	18131	264529	DEFINED	02
D HEWLETT-PACKARD CO	COM	428236103	780	43504	DEFINED	02
D HILTON HOTELS CORP	COM	432848109	12156	850070	DEFINED	01
D HITACHI LTD ADR (10 COM) NEW	COM	433578507	462	6280	DEFINED	02
D HOME DEPOT INC	COM	437076102	7827	161011	DEFINED	01
D HONEYWELL INTERNATIONAL INC	COM	438516106	460	12019	DEFINED	02
D HOOPER HOLMES INC	COM	439104100	175	16716	DEFINED	01
D HOUSTON EXPLORATION CO	COM	442120101	267	8600	DEFINED	02
D HUBBELL INC CLASS B	COM	443510201	601	18257	DEFINED	01
D ICN PHARMACEUTICALS INC NEW	COM	448924100	243	7667	DEFINED	02
D IMS HEALTH INC	COM	449934108	13546	603394	DEFINED	02
D ISTAR FINANCIAL INC	COM	45031U101	833	28820	DEFINED	01
D ILL TOOL WORKS INC	COM	452308109	12599	174145	DEFINED	02
D IMCLONE SYSTEMS INC	COM	45245W109	246	10000	DEFINED	01
D IMPERIAL CHEM INDS ADR PLC #	COM	452704505	429	22582	DEFINED	02
D IMPERIAL OIL LTD NEW	COM	453038408	448	15000	DEFINED	02
D * INSITUFORM TECHNOLOGIES INC	COM	457667103	6066	240060	DEFINED	02
D INNOGY HOLDINGS PLC	COM	45769A103	200	5240	DEFINED	02
D INTEL CORP	COM	458140100	8399	276196	DEFINED	01
D INTERNAP NETWORK SERVICES CORP	COM	45885A102	21	27900	DEFINED	02
D INTL BUSINESS MACHINES CORP	COM	459200101	11120	106921	DEFINED	01
D INTL GAME TECHNOLOGY	COM	459902102	235	3778	DEFINED	02
D INTERNATIONAL PAPER COMPANY	COM	460146103	376	8735	DEFINED	02
D * INTERNATIONAL SPEEDWAY CORP	COM	460335201	4903	107276	DEFINED	02
D INTRUSION INC	COM	46121E106	35	20000	DEFINED	01
D INVESTMENT TECH GROUP INC NEW	COM	46145F105	2220	42084	DEFINED	01
D * INVESTORS FINL SERVICES CORP	COM	461915100	304	4000	DEFINED	01
D IRELAND BANK	COM	46267Q103	454	10500	DEFINED	02
D IRON MOUNTAIN INC (PA) NEW	COM	462846106	4819	151931	DEFINED	02
D JDN REALTY CORP	COM	465917102	300	23454	DEFINED	01
D JDS UNIPHASE CORP	COM	46612J101	131	22200	DEFINED	01
D J NET ENTERPRISES INC	COM	46622V102	86	39000	DEFINED	01
D JP MORGAN CHASE & CO	COM	46625H100	20376	571564	DEFINED	01
D JEFFERSON PILOT CORP	COM	475070108	389	7762	DEFINED	02
D JOHNSON & JOHNSON	COM	478160104	31368	482963	DEFINED	01
D KANE PIPE LINE PARTNERS L.P.	COM	484169107	243	5959	DEFINED	01
D KELLOGG CO	COM	487836108	370	11020	DEFINED	02
D KERR-MCGEE CORP (HOLDING CO)	COM	492386107	1118	17784	DEFINED	02
D KEY PRODUCTION CO	COM	493138101	190	10000	DEFINED	01
D KEYCORP NEW	COM	493267108	322	12084	DEFINED	02
D KIMBERLY CLARK CORP	COM	494368103	2512	38852	DEFINED	01
D KIMCO REALTY CORP	COM	49446R109	4793	146565	DEFINED	02
D KINDER MORGAN ENRGY PARTNRS LP	COM	494550106	905	27421	DEFINED	01
D KNIGHT RIDDER INC	COM	499040103	412	6000	DEFINED	02
D KOREA ELECTRIC POWER CO	COM	500631106	294	27900	DEFINED	02
D KOREA TELECOM	COM	50063P103	253	10560	DEFINED	02
D KRAFT FOODS INC	COM	50075N104	1271	32891	DEFINED	01
D KROGER COMPANY	COM	501044101	947	42735	DEFINED	02
D LNR PROPERTY CORP	COM	501940100	2068	58960	DEFINED	01
D LEGGETT AND PLATT	COM	524660107	1393	56170	DEFINED	02
D LEXINGTON CORP PPTYS TRUST SBI	COM	529043101	332	20758	DEFINED	01
D LIBERTY MEDIA CORP NEW	COM	530718105	19617	1551952	DEFINED	01
D LIBERTY PROPERTY TRUST	COM	531172104	653	20258	DEFINED	01
D ELI LILLY AND CO	COM	532457108	3551	46608	DEFINED	01
D LIMITED INC	COM	532716107	300	16736	DEFINED	02
D LOCKHEED MARTIN CORP	COM	539830109	317	5509	DEFINED	02

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D LOWE'S COMPANIES INC	COM	548661107	2257	51886	DEFINED	01
D LUCENT TECHNOLOGIES INC	COM	549463107	398	84043	DEFINED	01
D M&T BANK CORP	COM	55261F104	429	5341	DEFINED	02
D MBIA INC	COM	55262C100	563	10300	DEFINED	01
D MBNA CORP	COM	55262L100	1167	30250	DEFINED	02
D MFS INTERMEDIATE INCOME TR SBI	COM	55273C107	67	10000	DEFINED	01
D MACROVISION CORP	COM	555904101	330	12400	DEFINED	02
D MARKEL CORP (HOLDING COMPANY)	COM	570535104	2920	14348	DEFINED	01
D MARRIOTT INTL INC NEW	COM	571903202	339	7540	DEFINED	02
D MASCO CORPORATION	COM	574599106	356	12975	DEFINED	02
D MATSUSHITA ELEC INDL LTD ADR	COM	576879209	437	35385	DEFINED	02
D MAY DEPARTMENT STORES CO	COM	577778103	1667	47842	DEFINED	01
D MAYTAG CORP	COM	578592107	398	9000	DEFINED	02
D MCDONALD'S CORP	COM	580135101	3308	119193	DEFINED	02
D MEDIA GENERAL INC CL A	COM	584404107	222	3500	DEFINED	01
D MEDTRONIC INC	COM	585055106	11787	260723	DEFINED	01
D MELLON FINANCIAL CORP	COM	58551A108	621	16083	DEFINED	02
D MERCK & COMPANY INC	COM	589331107	20592	357620	DEFINED	01
D MERCURY COMPUTER SYS INC	COM	589378108	1743	54538	DEFINED	02
D MERRILL LYNCH & CO	COM	590188108	1118	20186	DEFINED	01
D METRO GOLDWYN MAYER INC	COM	591610100	670	40300	DEFINED	01
D MICROSOFT CORP	COM	594918104	19491	323185	DEFINED	01
D MINN MINING & MFG CO	COM	604059105	6457	56143	DEFINED	01
D MITSUBISHI TOKYO FINL GROUP	COM	606816106	320	52070	DEFINED	02
D * MOBILE MINI INC	COM	60740F105	219	6800	DEFINED	01
D MOHAWK INDUSTRIES INC	COM	608190104	7367	122604	DEFINED	02
D MOLEX INC	COM	608554101	213	6156	DEFINED	01
D MOLEX INC CL A	COM	608554200	205	6708	DEFINED	01
D * MONOLITHIC SYSTEMS	COM	609842109	3913	340275	DEFINED	01
D MOODY'S CORP	COM	615369105	1864	45345	DEFINED	01
D MORGAN STANLEY DEAN WITTER&CO	COM	617446448	457	7972	DEFINED	01
D MOTOROLA INC	COM	620076109	1519	106995	DEFINED	01
D NANOPHASE TECHNOLOGIES CORP	COM	630079101	86	10310	DEFINED	02
D NARA BANCORP INC	COM	63080P105	521	23960	DEFINED	01
D NATIONAL CITY CORP	COM	635405103	1350	43899	DEFINED	01
D NATIONAL COMMERCE FINL CORP	COM	63545P104	14729	529838	DEFINED	01
D NATIONWIDE HEALTH PROPERTIES	COM	638620104	269	13361	DEFINED	01
D NEW PLAN EXCEL REALTY TRUST	COM	648053106	530	26445	DEFINED	01
D NEW YORK TIMES CL A	COM	650111107	244	5101	DEFINED	01
D NEWELL RUBBERMAID INC	COM	651229106	555	17360	DEFINED	01
D NEWS CORP LTD SPONSORED ADR	COM	652487802	600	25000	DEFINED	02
D NIPPON TELEGRAPH & TEL CORP	COM	654624105	299	15430	DEFINED	02
D NOKIA CORP	COM	654902204	1581	76220	DEFINED	01
D NORFOLK SOUTHERN CORP	COM	655844108	851	35559	DEFINED	02
D NORTEL NETWORKS CORP NEW	COM	656568102	56	12503	DEFINED	01
D NORTH FORK BANCORPORATION (NY)	COM	659424105	795	22370	DEFINED	01
D NORTHERN BORDER PARTNERS L P	COM	664785102	1217	30226	DEFINED	01
D NORTHROP GRUMMAN CORP	COM	666807102	565	5000	DEFINED	01
D NORTHWEST AIRLINES CORPORATION	COM	667280101	191	10000	DEFINED	01
D * NOVAVAX INC	COM	670002104	166	14485	DEFINED	01
D NTELOS INC	COM	67019U101	49	12000	DEFINED	01
D NUVEEN CALIF PERFORMANCE PLUS-	COM	67062Q106	186	12817	DEFINED	01
D NUVEEN PREM INCOME MUN FD INC	COM	67062T100	177	12866	DEFINED	01
D NUVEEN MUNICIPAL VALUE FD INC	COM	670928100	314	34059	DEFINED	01
D OCCIDENTAL PETROLEUM CORP	COM	674599105	326	11200	DEFINED	01
D ONI SYSTEMS CORP	COM	68273F103	207	33500	DEFINED	02
D * ORACLE CORP	COM	68389X105	2982	232941	DEFINED	01
D OWENS-ILLINOIS INC NEW	COM	690768403	204	12000	DEFINED	01
D PMC CAPITAL INC	COM	693430100	223	30705	DEFINED	01
D PNC FINANCIAL SERVICES GROUP	COM	693475105	295	4804	DEFINED	02
D PPG INDUSTRIES	COM	693506107	746	13580	DEFINED	02
D PARKER-HANNIFIN CORPORATION	COM	701094104	899	18022	DEFINED	02

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D * PAYCHEX INC	COM	704326107	473	11920	DEFINED	01
D PEABODY ENERGY CORP	COM	704549104	295	10200	DEFINED	01
D PEOPLES BANK	COM	710198102	228	9250	DEFINED	01
D PEOPLESOFT INC	COM	712713106	248	6779	DEFINED	02
D PEPSICO INC	COM	713448108	31546	612548	DEFINED	01
D PETROLEO BRASILEIRO SA	COM	71654V101	363	14560	DEFINED	02
D PFIZER INC	COM	717081103	38587	970991	DEFINED	01
D PHARMACIA CORP	COM	71713U102	3453	76606	DEFINED	02
D PHILIP MORRIS COMPANIES INC	COM	718154107	4011	76157	DEFINED	01
D PHILLIPS PETROLEUM	COM	718507106	254	4047	DEFINED	01
D PHOTOGEN TECHNOLOGIES INC	COM	71932A101	14	12000	DEFINED	01
D PLAINS RESOURCES INC #	COM	726540503	1763	70875	DEFINED	01
D PLANTRONICS INC NEW	COM	727493108	1927	92090	DEFINED	01
D PLAYTEX PRODUCTS INC	COM	72813P100	3218	296350	DEFINED	02
D PLEXUS CORP (WI)	COM	729132100	212	9000	DEFINED	02
D PLUM CREEK TIMBER CO INC	COM	729251108	4673	157292	DEFINED	02
D POLARIS INDUSTRIES INC	COM	731068102	637	10000	DEFINED	01
D PORTUGAL TELECOM SGPS S.A.	COM	737273102	249	33762	DEFINED	02
D POTASH CP OF SASKATCHEWAN	COM	73755L107	244	3734	DEFINED	02
D PRIME GROUP REALTY TRUST SBI	COM	74158J103	2168	283028	DEFINED	01
D PROCTER & GAMBLE CO	COM	742718109	14470	160616	DEFINED	01
D PROGRESS ENERGY INC	COM	743263105	638	12740	DEFINED	01
D PROVIDIAN FINANCIAL CORP	COM	74406A102	113	15001	DEFINED	01
D PUBLIC SVC ENTERPRISE GROUP	COM	744573106	780	17036	DEFINED	02
D PUBLIC STORAGE INC	COM	74460D109	3210	86739	DEFINED	02
D PULITZER INC	COM	745769109	1271	23756	DEFINED	01
D PUTNAM MASTER INCOME TRUST SBI	COM	74683K104	81	11825	DEFINED	01
D PUTNAM MASTER INTERMEDIATE -	COM	746909100	63	10336	DEFINED	01
D QUALCOMM INC	COM	747525103	1182	31404	DEFINED	01
D QWEST COMMUNICATIONS	COM	749121109	272	33040	DEFINED	01
D RAINBOW TECHNOLOGIES	COM	750862104	189	18800	DEFINED	01
D RALCORP HOLDINGS INC NEW	COM	751028101	767	28213	DEFINED	02
D RAWLINGS SPORTING GOODS INC	COM	754459105	799	141431	DEFINED	01
D REALTY INCOME CORP	COM	756109104	231	6972	DEFINED	01
D * REGIONS FINANCIAL CORP	COM	758940100	220	6416	DEFINED	01
D REINSURANCE GROUP OF AMERICA	COM	759351109	221	7072	DEFINED	01
D REPSOL YPF S A	COM	76026T205	429	33780	DEFINED	02
D ROSS STORES INC	COM	778296103	378	10004	DEFINED	01
D ROYAL BANK OF CANADA	COM	780087102	710	21285	DEFINED	01
D ROYAL DUTCH PETROLEUM CO NEW	COM	780257804	4924	90648	DEFINED	01
D RUSS BERRIE & CO INC	COM	782233100	805	25015	DEFINED	01
D SBC COMMUNICATIONS INC	COM	78387G103	9801	261781	DEFINED	01
D S1 CORPORATION	COM	78463B101	577	37400	DEFINED	02
D SAFEWAY INC NEW	COM	786514208	1334	29631	DEFINED	01
D ST JOE COMPANY	COM	790148100	3905	130156	DEFINED	01
D ST. JUDE MEDICAL INC.	COM	790849103	231	3000	DEFINED	01
D SARA LEE CORP	COM	803111103	3319	159872	DEFINED	01
D SCHERING-PLOUGH CORP	COM	806605101	8755	279716	DEFINED	01
D SCHLUMBERGER LTD	COM	806857108	2358	40087	DEFINED	01
D SCHOLASTIC CORP	COM	807066105	607	11200	DEFINED	02
D A. SCHULMAN INC	COM	808194104	785	42905	DEFINED	01
D SCOTTS COMPANY	COM	810186106	2097	45816	DEFINED	01
D E W SCRIPPS CO NEW CL A	COM	811054204	26135	318257	DEFINED	02
D SEALED AIR CORP NEW	COM	81211K100	302	6420	DEFINED	01
D SENSIENT TECHNOLOGIES CORP	COM	81725T100	206	8967	DEFINED	02
D SERVICE CORP INTL	COM	817565104	276	51990	DEFINED	02
D * SIGMA ALDRICH CORP	COM	826552101	10962	233427	DEFINED	01
D SIMULA INC	COM	829206101	45	11750	DEFINED	01
D J M SMUCKER CO	COM	832696306	571	16905	DEFINED	01
D SNAP-ON INC	COM	833034101	6079	178521	DEFINED	02
D SOLECTRON CORP	COM	834182107	152	19524	DEFINED	01
D SOUTHERN COMPANY	COM	842587107	1858	70148	DEFINED	01



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D SOUTHWEST AIRLINES CO	COM	844741108	9151	472943	DEFINED	01
D SOVRAN SELF STORAGE INC	COM	84610H108	332	10554	DEFINED	01
D SPRINT CORP (FON GROUP)	COM	852061100	655	42840	DEFINED	01
D * STAPLES INC	COM	855030102	354	17707	DEFINED	02
D STATE STREET CORP	COM	857477103	2400	43345	DEFINED	01
D STEWART ENTERPRISES INC	COM	860370105	289	48373	DEFINED	01
D STILWELL FINANCIAL INC	COM	860831106	2958	120800	DEFINED	02
D STRYKER CORP	COM	863667101	232	3850	DEFINED	01
D SUN COMMUNITIES INC	COM	866674104	6991	177882	DEFINED	02
D * SUN MICROSYSTEMS INC	COM	866810104	2395	271528	DEFINED	01
D SUNGARD DATA SYSTEMS INC	COM	867363103	824	24980	DEFINED	02
D SUNTRUST BANKS INC	COM	867914103	670	10041	DEFINED	01
D SURMODICS INC	COM	868873100	262	6000	DEFINED	01
D SWITCHBOARD INC	COM	871045100	54	10200	DEFINED	02
D SYSCO CORPORATION	COM	871829107	6651	223032	DEFINED	01
D TCF FINANCIAL CORP	COM	872275102	263	5000	DEFINED	01
D TECO ENERGY INC	COM	872375100	1146	40040	DEFINED	01
D TII NETWORK TECH INC	COM	872479209	8	20000	DEFINED	01
D TMP WORLDWIDE INC	COM	872941109	2051	59503	DEFINED	02
D TXU CORP	COM	873168108	620	11377	DEFINED	01
D TARGET CORP	COM	87612E106	2123	49237	DEFINED	02
D TELECOM ARGENTINA STET-FRANCE	COM	879273209	100	35100	DEFINED	02
D TELECOM CORP NEW ZEALAND LTD	COM	879278208	231	13620	DEFINED	02
D TELECOM ITALIA SPA	COM	87927W106	258	3150	DEFINED	02
D TELEFONICA S.A.	COM	879382208	252	7610	DEFINED	02
D TELEFONOS DE MEXICO S.A.	COM	879403780	414	10260	DEFINED	02
D TELUS CORP	COM	87971M202	141	13300	DEFINED	02
D TEMPLETON GLOBAL GOVERNMENTS -	COM	879929107	126	20000	DEFINED	01
D TEMPLETON GLOBAL INCOME FUND	COM	880198106	206	30000	DEFINED	01
D TEVA PHARMACEUTICAL INDS ADR	COM	881624209	1080	19760	DEFINED	01
D TEXAS INSTRUMENTS INC	COM	882508104	3780	114214	DEFINED	01
D THERMOGENESIS CORP #	COM	883623209	43	18000	DEFINED	01
D * THORATEC CORP #	COM	885175307	331	30250	DEFINED	01
D TITAN CORP	COM	888266103	243	11750	DEFINED	01
D TOTAL FINA ELF S A	COM	89151E109	369	4819	DEFINED	02
D TRIBUNE CO NEW	COM	896047107	7653	168356	DEFINED	02
D TUPPERWARE CORP	COM	899896104	804	35330	DEFINED	01
D TYCO INTERNATIONAL LTD NEW	COM	902124106	5108	158057	DEFINED	01
D * USA TRUCK INC	COM	902925106	396	30715	DEFINED	01
D US BANCORP NEW	COM	902973304	684	30311	DEFINED	02
D USA EDUCATION INC	COM	90390U102	493	5036	DEFINED	02
D UNILEVER PLC NEW	COM	904767704	375	11840	DEFINED	02
D UNION PACIFIC CORP	COM	907818108	913	14689	DEFINED	02
D UNION PLANTERS CORP	COM	908068109	225	4754	DEFINED	02
D UNITED PARCEL SERVICE INC	COM	911312106	485	7985	DEFINED	02
D UNITED TECHNOLOGIES CORP	COM	913017109	2702	36411	DEFINED	02
D UNUMPROVIDENT CORP	COM	91529Y106	260	9309	DEFINED	01
D V.F. CORPORATION	COM	918204108	264	6106	DEFINED	02
D VARIAN MEDICAL SYSTEMS INC	COM	92220P105	6174	150965	DEFINED	02
D VECTREN CORP	COM	92240G101	821	31955	DEFINED	01
D * VERITAS SOFTWARE CO	COM	923436109	304	6942	DEFINED	02
D * VERISIGN INC	COM	92343E102	1281	47444	DEFINED	01
D VERIZON COMMUNICATIONS	COM	92343V104	7459	161797	DEFINED	01
D VIACOM INC CL B	COM	925524308	1965	40634	DEFINED	02
D VODAFONE GROUP PLC NEW	COM	92857W100	568	30794	DEFINED	01
D WD-40 COMPANY	COM	929236107	214	7092	DEFINED	01
D WPS RESOURCES CORP	COM	92931B106	781	19795	DEFINED	01
D WACHOVIA CORP (2ND NEW)	COM	929903102	2672	72063	DEFINED	01
D WAL-MART STORES INC	COM	931142103	52109	850070	DEFINED	01
D WALGREEN COMPANY	COM	931422109	7817	199454	DEFINED	01
D WASHINGTON MUTUAL INC	COM	939322103	1287	38835	DEFINED	01
D WASHINGTON POST CO CL B	COM	939640108	258	425	DEFINED	02

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D WASH REAL EST INVT TR # SBI	COM	939653101	552	19200	DEFINED 01
D WASTE MANAGEMENT INC NEW	COM	94106L109	435	15975	DEFINED 02
D WELLS FARGO & CO NEW	COM	949746101	32093	649661	DEFINED 01
D WESTWOOD ONE INC	COM	961815107	7089	184849	DEFINED 02
D WILLIAMS COMPANIES INC	COM	969457100	664	28167	DEFINED 02
D WILLIAMS ENERGY PARTNERS L.P.	COM	969491109	240	6156	DEFINED 01
D WILMINGTON TRUST CORP	COM	971807102	687	10200	DEFINED 01
D * WORLDCOM INC GA NEW	COM	98157D106	2533	375824	DEFINED 01
D WYETH	COM	983024100	8520	129773	DEFINED 01
D XEROX CORPORATION	COM	984121103	451	41970	DEFINED 02
D ZEBRA TECHNOLOGIES CORP	COM	989207105	6639	122746	DEFINED 02
D ZILA INC	COM	989513205	73	32328	DEFINED 01
D ZIMMER HOLDINGS INC	COM	98956P102	697	20459	DEFINED 02
D EVEREST RE GROUP LTD	COM	G3223R108	709	10222	DEFINED 01
D GLOBAL CROSSING LTD NT	COM	G3921A100	2	21545	DEFINED 01
D INGERSOLL-RAND COMPANY LIMITED	COM	G4776G101	22353	446872	DEFINED 02
D W.P. STEWART & CO LTD	COM	G84922106	2083	70150	DEFINED 02
D TRANSOCEAN SEDCO FOREX INC	COM	G90078109	754	22694	DEFINED 01
D WILLIS GROUP HOLDINGS LTD	COM	G96655108	215	8710	DEFINED 02
D XL CAPITAL LTD	COM	G98255105	502	5382	DEFINED 01
D MADGE NETWORKS N.V.	COM	N5424G106	5	10000	DEFINED 01
S REPORT SUMMARY	478 DATA RECORDS		1508742		2 OTHER MANAGERS