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EDWARDS A G INC  
Form 13F-HR  
May 14, 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: March 31, 2003

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

Institutional Investment Manager Filing this Report:

Name: 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 05/14/03  
[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: 479

Form 13F Information Table Value Total: \$1,450,304  
(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 ABN AMRO HOLDING N V	COM	000937102	515	35160			DEFINED	01
D AFLAC INC	COM	001055102	1882	58725			DEFINED	01
D AES CORP	COM	00130H105	38	10515			DEFINED	01
D AMB PROPERTY CORP	COM	00163T109	7616	269607			DEFINED	01
D AMR CORP	COM	001765106	96	45722			DEFINED	02
D AOL TIME WARNER INC (HLDG CO)	COM	00184A105	773	71158			DEFINED	01
D ABBOTT LABORATORIES	COM	002824100	5775	153540			DEFINED	01
D ABERDEEN ASIA-PACIFIC INCOME	COM	003009107	125	25451			DEFINED	01
D ADAPTEC INC	COM	00651F108	63	10500			DEFINED	01
D ADOBE SYSTEMS INC	COM	00724F101	466	15127			DEFINED	01
D AEGON N V ORD	COM	007924103	139	18411			DEFINED	01
D * ADVENT SOFTWARE INC	COM	007974108	1298	106643			DEFINED	01
D AETHER SYSTEMS	COM	00808V105	38	12000			DEFINED	01
D AFFILIATED COMPUTER SVCS INC	COM	008190100	573	12935			DEFINED	01
D AFFILIATED MANAGERS GROUP INC	COM	008252108	1593	38315			DEFINED	02
D ALCOA INC	COM	013817101	14107	727940			DEFINED	01
D ALLIED CAPITAL CORP NEW	COM	01903Q108	267	13380			DEFINED	01
D ALLIED IRISH BANKS PLC	COM	019228402	484	17600			DEFINED	01
D ALLSTATE CORP	COM	020002101	742	22361			DEFINED	01
D ALLTEL CORP	COM	020039103	353	7897			DEFINED	01
D ALTRIA GROUP INC	COM	02209S103	2018	67362			DEFINED	01
D AMBASSADORS GROUP INC	COM	023177108	1782	147435			DEFINED	01
D AMEREN CORP	COM	023608102	902	23108			DEFINED	01
D AMER FIRST TAX EXEMPT INVS LP	COM	02364V107	70	10000			DEFINED	01

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D * AMERICAN CAP STRATEGIES LTD	COM	024937104	1231	54941	DEFINED	01
D AMERICAN EXPRESS CO	COM	025816109	18414	554147	DEFINED	01
D AMERICAN INTL GROUP INC	COM	026874107	18248	369011	DEFINED	01
D AMERICAN POWER CONVERSION CORP	COM	029066107	395	27717	DEFINED	01
D AMERICAN TOWER CORP	COM	029912201	139	25250	DEFINED	02
D AMERISOURCEBERGEN CORP	COM	03073E105	353	6721	DEFINED	01
D * AMGEN	COM	031162100	3180	55255	DEFINED	01
D ANADARKO PETROLEUM CORP	COM	032511107	294	6467	DEFINED	01
D ANALOG DEVICES INC	COM	032654105	663	24102	DEFINED	01
D ANHEUSER-BUSCH COS INC	COM	035229103	9147	196254	DEFINED	01
D ANNALY MORTGAGE MANAGEMENT INC	COM	035710409	2476	141719	DEFINED	01
D APACHE CORP	COM	037411105	809	13105	DEFINED	01
D APOLLO GROUP INC	COM	037604105	721	14444	DEFINED	01
D * APPLE COMPUTER INC	COM	037833100	658	46536	DEFINED	01
D * APPLIED MATERIALS	COM	038222105	687	54624	DEFINED	01
D ARCHER-DANIELS-MIDLAND CO.	COM	039483102	128	11851	DEFINED	01
D ARCHSTONE-SMITH TRUST	COM	039583109	436	19837	DEFINED	01
D ARGOSY GAMING COMPANY	COM	040228108	18213	911568	DEFINED	01
D * ASTEC INDUSTRIES INC	COM	046224101	584	100500	DEFINED	01
D ASTRAZENECA PLC	COM	046353108	461	13450	DEFINED	01
D * ATMEL CORP	COM	049513104	36	22500	DEFINED	01
D AUTOMATIC DATA PROCESSING INC	COM	053015103	4835	157028	DEFINED	01
D AUTOZONE INC	COM	053332102	588	8555	DEFINED	01
D AVENTIS	COM	053561106	344	7801	DEFINED	01
D AXA	COM	054536107	500	42401	DEFINED	01
D BB&T CORP	COM	054937107	650	20666	DEFINED	01
D BISYS GROUP INC	COM	055472104	193	11800	DEFINED	02
D BP P.L.C. SPONSORED ADR	COM	055622104	9805	254095	DEFINED	01
D BAKER HUGHES INC	COM	057224107	972	32476	DEFINED	01
D BANK OF AMERICA CORP	COM	060505104	7958	119066	DEFINED	01
D BANK OF NEW YORK CO	COM	064057102	643	31342	DEFINED	01
D BANK ONE CORP	COM	06423A103	2141	61836	DEFINED	01
D BANKNORTH GROUP INC NEW	COM	06646R107	555	25445	DEFINED	01
D BARCLAYS PLC ADR	COM	06738E204	584	25001	DEFINED	01
D * BEA SYSTEMS INC	COM	073325102	182	17930	DEFINED	01
D * BED BATH & BEYOND INC	COM	075896100	1471	42599	DEFINED	01
D BELLSOUTH CORPORATION	COM	079860102	1512	69780	DEFINED	01
D BERKSHIRE HATHAWAY INC	COM	084670108	702	11	DEFINED	01
D BERKSHIRE HATHAWAY INC DEL	COM	084670207	22671	10609	DEFINED	01
D * BIOMET INC	COM	090613100	1599	52183	DEFINED	01
D BLACKROCK MUNI TARGET TERM	COM	09247M105	781	71553	DEFINED	01
D H & R BLOCK INC	COM	093671105	347	8121	DEFINED	01
D BOEING COMPANY	COM	097023105	558	22264	DEFINED	01
D BOSTON SCIENTIFIC CORP	COM	101137107	236	5787	DEFINED	01
D BOYKIN LODGING CO	COM	103430104	92	12501	DEFINED	01
D BRISTOL-MYERS SQUIBB CO	COM	110122108	7449	352516	DEFINED	01
D BROWN SHOE CO INC NEW	COM	115736100	456	16852	DEFINED	01
D BRUNSWICK CORP	COM	117043109	5460	287353	DEFINED	01
D BUCKEYE PARTNERS L.P.	COM	118230101	268	7460	DEFINED	01
D BURLINGTON NORTHERN SANTA FE	COM	12189T104	824	33097	DEFINED	01
D CBL & ASSOCIATES PROPERTIES	COM	124830100	6134	151120	DEFINED	01
D CIGNA CORP	COM	125509109	294	6426	DEFINED	01
D CSX CORP	COM	126408103	405	14201	DEFINED	01
D CADBURY SCHWEPPE'S PLC ADR #	COM	127209302	541	24904	DEFINED	01
D CALPINE CORP	COM	131347106	44	13375	DEFINED	01
D CANON INC ADR	COM	138006309	446	12701	DEFINED	01
D CAPITAL ONE FINANCIAL CORP	COM	14040H105	16777	559041	DEFINED	01
D CARDINAL HEALTH INC	COM	14149Y108	2822	49543	DEFINED	01
D CAREMARK RX INC	COM	141705103	267	14700	DEFINED	02
D CARNIVAL CORP	COM	143658102	529	21937	DEFINED	01
D CATERPILLAR INC	COM	149123101	8752	177881	DEFINED	01
D CENDANT CORP	COM	151313103	386	30380	DEFINED	01

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D CHAMPIONSHIP AUTO RACING TEAM	COM	158711101	1764	482070	DEFINED	01
D * CHARTER CMMCTNS INC (DE)	COM	16117M107	13	15135	DEFINED	01
D CHEVRONTEXACO CORP	COM	166764100	22899	354197	DEFINED	01
D * CINCINNATI FINANCIAL CORP	COM	172062101	254	7250	DEFINED	01
D * CISCO SYSTEMS INC	COM	17275R102	4021	309813	DEFINED	01
D CITIGROUP INC	COM	172967101	5737	166530	DEFINED	01
D * CITRIX SYSTEMS INC	COM	177376100	290	22056	DEFINED	01
D CLEAR CHANNEL COMMUNICATIONS	COM	184502102	18974	559381	DEFINED	01
D CLOROX CO	COM	189054109	247	5350	DEFINED	01
D COCA-COLA CO	COM	191216100	6657	164453	DEFINED	01
D COLGATE-PALMOLIVE CO	COM	194162103	5235	96158	DEFINED	01
D COLLINS & AIKMAN CORP #	COM	194830204	2003	492100	DEFINED	01
D * COMCAST CORP NEW	COM	20030N101	329	11524	DEFINED	01
D * COMCAST CORP NEW	COM	20030N200	19451	707557	DEFINED	01
D * COMMERCE BANCSHARES INC	COM	200525103	331	9063	DEFINED	01
D * COMPUTER MOTION INC	COM	205253107	68	20530	DEFINED	01
D CONAGRA FOODS INC	COM	205887102	3113	155030	DEFINED	01
D CONOCOPHILLIPS	COM	20825C104	2078	38766	DEFINED	01
D CONSOLIDATED EDISON INC	COM	209115104	526	13683	DEFINED	01
D CORNING INC	COM	219350105	309	52902	DEFINED	01
D * COST PLUS INC (CA)	COM	221485105	692	26293	DEFINED	01
D * COSTCO WHSL CORP NEW	COM	22160K105	554	18437	DEFINED	01
D COUNTRYWIDE FINANCIAL CORP	COM	222372104	242	4200	DEFINED	01
D COUSINS PROPERTIES INC	COM	222795106	212	8212	DEFINED	01
D CROWN CASTLE INTL CORP	COM	228227104	131	23800	DEFINED	02
D CYBERGUARD CORP	COM	231910100	68	12000	DEFINED	01
D CYTYC CORP	COM	232946103	198	15200	DEFINED	01
D DNP SELECT INCOME FUND INC	COM	23325P104	103	10329	DEFINED	01
D DST SYSTEMS INC DEL	COM	233326107	212	7790	DEFINED	01
D DANAHER CORP	COM	235851102	621	9440	DEFINED	01
D * DAWSON GEOPHYSICAL CO	COM	239359102	128	18086	DEFINED	01
D DEAN FOODS COMPANY NEW	COM	242370104	1910	44524	DEFINED	01
D DEBT STRATEGIES FUND INC NEW	COM	24276Q109	327	52654	DEFINED	01
D DEERE & CO	COM	244199105	737	18780	DEFINED	01
D DEL MONTE FOODS CO	COM	24522P103	92	12366	DEFINED	01
D DELAWARE INVESTMENTS DIVIDEND	COM	245915103	108	10000	DEFINED	01
D * DELL COMPUTER CORP	COM	247025109	1640	60040	DEFINED	01
D DELTA & PINE LAND CO	COM	247357106	2251	99567	DEFINED	01
D DENTSPLY INTERNATIONAL INC NEW	COM	249030107	976	28059	DEFINED	01
D DEVELOPERS DIVERSIFIED RLTY CP	COM	251591103	529	21892	DEFINED	01
D DIAGEO PLC NEW	COM	25243Q205	19402	471850	DEFINED	01
D * DIAMETRICS MEDICAL INC	COM	252532106	60	86362	DEFINED	01
D WALT DISNEY CO	COM	254687106	18191	1068796	DEFINED	01
D DOMINION RES INC NEW (VA)	COM	25746U109	297	5372	DEFINED	01
D DONALDSON CO INC	COM	257651109	699	19120	DEFINED	01
D DOVER CORPORATION	COM	260003108	247	10201	DEFINED	01
D DOW CHEMICAL COMPANY	COM	260543103	7730	279983	DEFINED	01
D E.I. DU PONT DE NEMOURS&CO	COM	263534109	2849	73303	DEFINED	01
D DUKE ENERGY CORP	COM	264399106	645	44334	DEFINED	01
D DYNEX CAPITAL INC #	COM	26817Q506	49	10000	DEFINED	01
D EMC CORPORATION (MA)	COM	268648102	686	94918	DEFINED	01
D ENI S.P.A.	COM	26874R108	554	8300	DEFINED	01
D * EXCO RESOURCES INC #	COM	269279204	648	36708	DEFINED	01
D * EXCO RES INC 5% PFD	PRE	269279303	873	48846	DEFINED	01
D EATON CORP	COM	278058102	329	4701	DEFINED	01
D EHOSTAR COMMUNICATNS CORP NEW	COM	278762109	338	11700	DEFINED	02
D ECOLAB INC	COM	278865100	1340	27160	DEFINED	01
D A.G. EDWARDS, INC	COM	281760108	4563	176180	DEFINED	01
D EL PASO CORP	COM	28336L109	72	11913	DEFINED	01
D ELAN CORP PLC ADR	COM	284131208	92	32925	DEFINED	01
D EMERSON ELECTRIC CO	COM	291011104	19765	435829	DEFINED	01
D EMPIRE DISTRICT ELECTRIC CO	COM	291641108	187	10598	DEFINED	01

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D EMULEX CORP #	COM	292475209	344	17980	DEFINED	01
D ENDESA S.A.	COM	29258N107	559	46000	DEFINED	01
D ENERGEN CORP	COM	29265N108	321	10001	DEFINED	01
D ENERGY EAST CORP	COM	29266M109	440	24706	DEFINED	01
D ENERGIZER HOLDINGS INC	COM	29266R108	3167	124232	DEFINED	02
D ENERPLUS RESOURCE FUND #	COM	29274D604	2330	121584	DEFINED	01
D ENTERCOM COMMUNICATIONS CORP	COM	293639100	2299	52350	DEFINED	02
D ENTERGY CORP NEW	COM	29364G103	700	14545	DEFINED	01
D ENTERPRISE PRODS PARTNERS L.P.	COM	293792107	692	33201	DEFINED	01
D EQUITY RESIDENTIAL	COM	29476L107	249	10340	DEFINED	01
D ETHAN ALLEN INTERIORS INC	COM	297602104	2622	89094	DEFINED	01
D * EURONET WORLDWIDE INC	COM	298736109	234	29204	DEFINED	01
D * EXPEDITORS INTL WASHINGTON	COM	302130109	9101	253153	DEFINED	01
D * EXPRESS SCRIPTS INC	COM	302182100	313	5612	DEFINED	01
D EXTREME NETWORKS INC	COM	30226D106	48	11100	DEFINED	01
D EXXON MOBIL CORP	COM	30231G102	37514	1073361	DEFINED	01
D FPL GROUP INC	COM	302571104	369	6262	DEFINED	01
D FACTSET RESEARCH SYSTEMS INC	COM	303075105	764	23535	DEFINED	01
D FAMILY DOLLAR STORES INC	COM	307000109	236	7650	DEFINED	01
D FREDDIE MAC	COM	313400301	4845	91243	DEFINED	01
D FANNIE MAE	COM	313586109	4126	63136	DEFINED	01
D FEDEX CORP	COM	31428X106	960	17430	DEFINED	01
D * FIFTH THIRD BANCORP	COM	316773100	1803	35891	DEFINED	01
D FINANCIAL FEDERAL CORP	COM	317492106	3593	188098	DEFINED	02
D FIRST DATA CORP	COM	319963104	27770	750346	DEFINED	01
D FLEETBOSTON FINANCIAL CORP	COM	339030108	1046	43787	DEFINED	01
D FLEMING COMPANIES INC	COM	339130106	5	10000	DEFINED	01
D FLORIDA BANKS INC	COM	340560101	190	20000	DEFINED	01
D FLORIDA EAST COAST INDS INC	COM	340632207	603	25000	DEFINED	01
D FLUOR CORP NEW	COM	343412102	744	22088	DEFINED	01
D FORD MOTOR CO (NEW)	COM	345370860	343	45626	DEFINED	01
D FORTUNE BRANDS INC	COM	349631101	294	6868	DEFINED	01
D FORWARD AIR CORP	COM	349853101	713	32773	DEFINED	02
D GANNETT CO INC	COM	364730101	881	12513	DEFINED	01
D GAP INC	COM	364760108	343	23667	DEFINED	01
D GENERAL ELECTRIC CO	COM	369604103	32925	1291168	DEFINED	01
D GENERAL MILLS INC	COM	370334104	1195	26226	DEFINED	01
D GENERAL MOTORS CORP	COM	370442105	279	8285	DEFINED	01
D GENERAL MOTORS CORP NEW	COM	370442832	281	25085	DEFINED	01
D GENUINE PARTS CO	COM	372460105	252	8256	DEFINED	01
D GIANT INDUSTRIES INC	COM	374508109	59	12000	DEFINED	01
D GILLETTE CO	COM	375766102	2706	87451	DEFINED	01
D GLADSTONE CAPITAL CORP	COM	376535100	1622	100226	DEFINED	01
D GLAXOSMITHKLINE PLC	COM	37733W105	925	26285	DEFINED	01
D GOLDMAN SACHS GROUP INC	COM	38141G104	15331	225185	DEFINED	01
D W.W. GRAINGER INC	COM	384802104	288	6710	DEFINED	01
D GREATER BAY BANCORP	COM	391648102	3804	265063	DEFINED	01
D GUIDANT CORP	COM	401698105	1054	29116	DEFINED	01
D HCA INC	COM	404119109	1310	31685	DEFINED	01
D HRPT PROPERTIES TRUST	COM	40426W101	128	15098	DEFINED	01
D HSBC HLDGS PLC NEW	COM	404280406	599	11720	DEFINED	01
D HARLEY DAVIDSON INC	COM	412822108	9899	249278	DEFINED	01
D HARMAN INTL INDUSTRIES INC NEW	COM	413086109	627	10700	DEFINED	01
D HARSCO CORP	COM	415864107	2422	79423	DEFINED	01
D HARTFORD FINL SVCS GROUP INC	COM	416515104	463	13115	DEFINED	01
D HASBRO INC	COM	418056107	154	11056	DEFINED	01
D HEALTHSOUTH CORPORATION	COM	421924101	1	13065	DEFINED	01
D HEARST-ARGYLE TELEVISION INC	COM	422317107	764	36946	DEFINED	01
D H.J. HEINZ CO	COM	423074103	803	27504	DEFINED	01
D HERSHEY FOODS CORP	COM	427866108	14058	224347	DEFINED	01
D HEWLETT-PACKARD CO	COM	428236103	380	24417	DEFINED	01
D HIGH INCOME OPPORTUNITY FUND	COM	42967Q105	6160	886372	DEFINED	01

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D HILTON HOTELS CORP	COM	432848109	13738	1183288	DEFINED	01
D HOME DEPOT INC	COM	437076102	7265	298224	DEFINED	01
D * HOT TOPIC INC	COM	441339108	545	23392	DEFINED	01
D IMS HEALTH INC	COM	449934108	321	20551	DEFINED	01
D ISTAR FINANCIAL INC	COM	45031U101	2633	90278	DEFINED	01
D ITT EDUCATIONAL SERVICES INC	COM	45068B109	3187	113815	DEFINED	02
D ITT INDUSTRIES INC	COM	450911102	207	3870	DEFINED	01
D ILL TOOL WORKS INC	COM	452308109	9709	166965	DEFINED	01
D IMAGISTICS INTERNATIONAL INC	COM	45247T104	2030	109037	DEFINED	01
D IMPERIAL OIL LTD NEW	COM	453038408	491	15280	DEFINED	01
D * INERGY L P	COM	456615103	242	7547	DEFINED	01
D * INSITUFORM TECHNOLOGIES INC	COM	457667103	4455	331194	DEFINED	01
D * INTEL CORP	COM	458140100	3357	206217	DEFINED	01
D INTL BUSINESS MACHINES CORP	COM	459200101	6659	84909	DEFINED	01
D INTERNATIONAL PAPER COMPANY	COM	460146103	525	15534	DEFINED	01
D * INTERNATIONAL SPEEDWAY CORP	COM	460335201	4101	102372	DEFINED	01
D INTRUSION INC	COM	46121E106	5	20000	DEFINED	01
D INVESTMENT TECH GROUP INC NEW	COM	46145F105	1221	87386	DEFINED	01
D * INVESTORS FINL SERVICES CORP	COM	461915100	363	14913	DEFINED	01
D IRON MOUNTAIN INC (PA) NEW	COM	462846106	9026	235973	DEFINED	02
D ISHARES INC	COM	464286509	201	20604	DEFINED	01
D ISHARES TRUST	COM	464287242	2483	22531	DEFINED	01
D ISHARES TRUST	COM	464287309	610	13778	DEFINED	01
D ISHARES TRUST	COM	464287408	608	15097	DEFINED	01
D ISHARES TRUST	COM	464287432	3090	34758	DEFINED	01
D ISHARES TRUST	COM	464287440	3079	35584	DEFINED	01
D ISHARES TRUST	COM	464287457	6250	75765	DEFINED	01
D ISHARES TRUST	COM	464287465	28413	313614	DEFINED	01
D ISHARES TRUST DOW JONES	COM	464287580	6636	161020	DEFINED	01
D ISHARES INC	COM	464287606	20527	230646	DEFINED	01
D ISHARES TRUST DOW JONES	COM	464287697	1612	35240	DEFINED	01
D ISHARES INC	COM	464287705	19946	264746	DEFINED	01
D ISHARES TRUST-DOW JONES U.S.	COM	464287713	1364	80876	DEFINED	01
D ISHARES TRUST	COM	464287721	510	15710	DEFINED	01
D ISHARES TRUST DOW JONES U S	COM	464287762	6587	134273	DEFINED	01
D ISHARES TRUST DOW JONES	COM	464287796	313	7910	DEFINED	01
D ISHARES TRUST DOW JONES U S	COM	464287812	4078	106363	DEFINED	01
D ISHARES INC	COM	464287879	20536	307789	DEFINED	01
D ISHARES INC	COM	464287887	21343	341815	DEFINED	01
D JDS UNIPHASE CORP	COM	46612J101	47	16550	DEFINED	01
D JP MORGAN CHASE & CO	COM	46625H100	2055	86681	DEFINED	01
D JEFFERSON PILOT CORP	COM	475070108	337	8762	DEFINED	01
D JOHNSON & JOHNSON	COM	478160104	27749	479509	DEFINED	01
D K2 INC	COM	482732104	1179	152745	DEFINED	01
D KANEB PIPE LINE PARTNERS L.P.	COM	484169107	342	9300	DEFINED	01
D KELLOGG CO	COM	487836108	306	9974	DEFINED	01
D KERR-MCGEE CORP (HOLDING CO)	COM	492386107	2303	56701	DEFINED	01
D KEYCORP NEW	COM	493267108	377	16693	DEFINED	01
D KIMBERLY CLARK CORP	COM	494368103	965	21230	DEFINED	01
D KIMCO REALTY CORP	COM	49446R109	7920	225501	DEFINED	01
D KINDER MORGAN ENRGY PARTNRS LP	COM	494550106	686	18534	DEFINED	01
D KRAFT FOODS INC	COM	50075N104	610	21620	DEFINED	01
D KROGER COMPANY	COM	501044101	300	22830	DEFINED	01
D LNR PROPERTY CORP	COM	501940100	2152	63845	DEFINED	01
D LEGGETT AND PLATT	COM	524660107	1049	57370	DEFINED	01
D LEXINGTON CORP PPTYS TRUST SBI	COM	529043101	360	21112	DEFINED	01
D LIBERTY MEDIA CORP NEW	COM	530718105	20607	2117852	DEFINED	01
D LIBERTY PROPERTY TRUST	COM	531172104	514	16411	DEFINED	01
D LIFELINE SYSTEMS INC	COM	532192101	1678	82154	DEFINED	01
D ELI LILLY AND CO	COM	532457108	1467	25665	DEFINED	01
D LIMITED BRANDS INC	COM	532716107	302	23502	DEFINED	01
D LINCARE HOLDINGS INC	COM	532791100	843	27468	DEFINED	01

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D LINCOLN NATL CONV SECS FD INC	COM	534183108	192	15001	DEFINED	01
D LOCKHEED MARTIN CORP	COM	539830109	691	14535	DEFINED	01
D LOWE'S COMPANIES INC	COM	548661107	3147	77089	DEFINED	01
D LUCENT TECHNOLOGIES INC	COM	549463107	57	38717	DEFINED	01
D MBNA CORP	COM	55262L100	881	58563	DEFINED	01
D MFS INTERMEDIATE INCOME TR SBI	COM	55273C107	73	10000	DEFINED	01
D MANAGED MUNIS PORTFOLIO INC	COM	561662107	748	70795	DEFINED	01
D MANAGED HIGH INCOME PORTFOLIO	COM	56166C105	1849	265590	DEFINED	01
D MARKEL CORP (HOLDING COMPANY)	COM	570535104	2435	10886	DEFINED	01
D MARSH & MCLENNAN CO	COM	571748102	1145	26868	DEFINED	01
D MARRIOTT INTL INC NEW	COM	571903202	464	14592	DEFINED	01
D MARTHA STEWART LIVING	COM	573083102	392	47765	DEFINED	01
D MASCO CORPORATION	COM	574599106	226	12159	DEFINED	01
D MASSEY ENERGY COMPANY	COM	576206106	212	22599	DEFINED	01
D MATTEL INC	COM	577081102	720	32023	DEFINED	01
D MAXIM INTEGRATED PRODUCTS INC	COM	57772K101	675	18680	DEFINED	01
D MAY DEPARTMENT STORES CO	COM	577778103	495	24901	DEFINED	01
D MCDONALD'S CORP	COM	580135101	982	67908	DEFINED	01
D MCKESSON CORP	COM	58155Q103	492	19727	DEFINED	01
D MEDIACOM COMMUNICATIONS CORP	COM	58446K105	88	10000	DEFINED	01
D * MEDIMMUNE INC	COM	584699102	228	6939	DEFINED	01
D MEDTRONIC INC	COM	585055106	10665	236364	DEFINED	01
D MELLON FINANCIAL CORP	COM	58551A108	556	26170	DEFINED	01
D MERCK & COMPANY INC	COM	589331107	28795	525649	DEFINED	01
D MERCURY COMPUTER SYS INC	COM	589378108	279	10260	DEFINED	02
D MERRILL LYNCH & CO	COM	590188108	1087	30715	DEFINED	01
D * MICROSOFT CORP	COM	594918104	19874	820883	DEFINED	01
D MILLIPORE CORP	COM	601073109	226	6900	DEFINED	01
D MIRANT CORP	COM	604675108	29	17949	DEFINED	01
D MOHAWK INDUSTRIES INC	COM	608190104	498	10395	DEFINED	02
D MORGAN STANLEY NEW	COM	617446448	314	8198	DEFINED	01
D MOTOROLA INC	COM	620076109	669	80961	DEFINED	01
D MYLAN LABORATORIES	COM	628530107	512	17804	DEFINED	01
D NANOPHASE TECHNOLOGIES CORP	COM	630079101	35	10310	DEFINED	02
D NATIONAL CITY CORP	COM	635405103	1300	46682	DEFINED	01
D NATIONAL COMMERCE FINL CORP	COM	63545P104	11621	490338	DEFINED	01
D NATUZZI S P A ADR	COM	63905A101	3957	490382	DEFINED	02
D NETWORKS ASSOCS INC	COM	640938106	164	11850	DEFINED	01
D NEW YORK TIMES CL A	COM	650111107	296	6862	DEFINED	01
D NEWELL RUBBERMAID INC	COM	651229106	464	16361	DEFINED	01
D * NEXTEL COMMUNICATIONS INC	COM	65332V103	345	25771	DEFINED	01
D NIKE INC. CLASS B	COM	654106103	400	7771	DEFINED	01
D NOKIA CORP	COM	654902204	1388	99059	DEFINED	01
D NORFOLK SOUTHERN CORP	COM	655844108	585	31511	DEFINED	01
D NORTEL NETWORKS CORP NEW	COM	656568102	22	10477	DEFINED	01
D NORTH FORK BANCORPORATION (NY)	COM	659424105	2038	69212	DEFINED	01
D NORTHERN BORDER PARTNERS L P	COM	664785102	1432	37459	DEFINED	01
D * NORTHERN TRUST CORP	COM	665859104	548	18012	DEFINED	01
D NOVARTIS AG	COM	66987V109	590	15920	DEFINED	01
D * NOVELLUS SYSTEMS INC	COM	670008101	720	26394	DEFINED	01
D NUVEEN CALIF MUNI VALUE FUND	COM	67062C107	130	13090	DEFINED	01
D NUVEEN CALIF PERFORMANCE PLUS-	COM	67062Q106	206	13985	DEFINED	01
D NUVEEN DIVIDEND ADVANTAGE	COM	67066V101	800	54012	DEFINED	01
D NUVEEN QUALITY PFD INCOME FUND	COM	67071S101	253	16891	DEFINED	01
D O CHARLEYS INC	COM	670823103	514	26810	DEFINED	01
D NUVEEN MUNICIPAL VALUE FD INC	COM	670928100	1652	179750	DEFINED	01
D OCCIDENTAL PETROLEUM CORP	COM	674599105	401	13387	DEFINED	01
D OFFICE DEPOT INC	COM	676220106	124	10500	DEFINED	02
D OMNICOM GROUP INC	COM	681919106	562	10371	DEFINED	01
D * ORACLE CORP	COM	68389X105	2878	265296	DEFINED	01
D OUTBACK STEAKHOUSE INC	COM	689899102	205	5800	DEFINED	01
D OWENS-ILLINOIS INC NEW	COM	690768403	108	12000	DEFINED	01

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D PMC CAPITAL INC	COM	693430100	361	78211	DEFINED	01
D PMC COMMERCIAL TRUST SBI	COM	693434102	466	35295	DEFINED	01
D PMI GROUP INC	COM	69344M101	483	18896	DEFINED	01
D PARKER-HANNIFIN CORPORATION	COM	701094104	225	5800	DEFINED	01
D * PAYCHEX INC	COM	704326107	276	10031	DEFINED	01
D PEOPLES BANK	COM	710198102	234	9250	DEFINED	01
D * PEOPLESOFT INC	COM	712713106	444	29026	DEFINED	01
D PEPSICO INC	COM	713448108	24465	611635	DEFINED	01
D PFIZER INC	COM	717081103	28791	923965	DEFINED	01
D PHARMACIA CORP	COM	71713U102	2411	55684	DEFINED	01
D PHOTOGEN TECHNOLOGIES INC #	COM	71932A309	97	43000	DEFINED	01
D PLAINS RESOURCES INC #	COM	726540503	1632	152910	DEFINED	01
D PLANTRONICS INC NEW	COM	727493108	1747	119609	DEFINED	01
D PLUM CREEK TIMBER CO INC	COM	729251108	6037	279604	DEFINED	01
D POTASH CP OF SASKATCHEWAN	COM	73755L107	280	4534	DEFINED	02
D PRAXAIR INC	COM	74005P104	374	6631	DEFINED	01
D PROCTER & GAMBLE CO	COM	742718109	14245	159967	DEFINED	01
D PROGRESS ENERGY INC	COM	743263105	369	9420	DEFINED	01
D PROVIDIAN FINANCIAL CORP	COM	74406A102	177	27000	DEFINED	01
D PUBLIC STORAGE INC	COM	74460D109	1631	53828	DEFINED	01
D PULITZER INC	COM	745769109	991	22757	DEFINED	01
D PULTE HOMES INC	COM	745867101	641	12786	DEFINED	01
D PUTNAM MASTER INCOME TRUST SBI	COM	74683K104	75	11699	DEFINED	01
D PUTNAM MASTER INTERMEDIATE -	COM	746909100	65	10249	DEFINED	01
D QUAKER FABRIC CORP	COM	747399103	550	100000	DEFINED	01
D * QUALCOMM INC	COM	747525103	1313	36461	DEFINED	01
D QUESTAR CORP	COM	748356102	438	14812	DEFINED	01
D QWEST COMMUNICATIONS	COM	749121109	54	15508	DEFINED	01
D RF MICRO DEVICES INC	COM	749941100	74	12300	DEFINED	01
D RAINBOW TECHNOLOGIES	COM	750862104	177	18800	DEFINED	01
D RALCORP HOLDINGS INC NEW	COM	751028101	740	28419	DEFINED	02
D RAYONIER INC	COM	754907103	4218	95739	DEFINED	01
D REALTY INCOME CORP	COM	756109104	227	6343	DEFINED	01
D RESMED INC	COM	761152107	595	18615	DEFINED	01
D ROCKWELL AUTOMATION INC	COM	773903109	474	22891	DEFINED	01
D ROCKWELL COLLINS INC	COM	774341101	262	14285	DEFINED	01
D ROYAL BANK OF CANADA	COM	780087102	926	23938	DEFINED	01
D ROYAL DUTCH PETROLEUM CO #	COM	780257804	4491	110214	DEFINED	01
D RUSS BERRIE & CO INC	COM	782233100	1536	47988	DEFINED	01
D SBC COMMUNICATIONS INC	COM	78387G103	3826	190750	DEFINED	01
D SLM CORP	COM	78442P106	1086	9791	DEFINED	01
D ST JOE COMPANY	COM	790148100	1659	61000	DEFINED	01
D ST JUDE MEDICAL INC	COM	790849103	312	6400	DEFINED	01
D SAN PAOLO-IMI S.P.A.	COM	799175104	328	24000	DEFINED	01
D SARA LEE CORP	COM	803111103	1092	58422	DEFINED	01
D SCANA CORP NEW	COM	80589M102	373	12480	DEFINED	01
D SCHERING-PLOUGH CORP	COM	806605101	1871	104922	DEFINED	01
D SCHLUMBERGER LTD	COM	806857108	711	18706	DEFINED	01
D A. SCHULMAN INC	COM	808194104	2075	142788	DEFINED	01
D SCOTTS COMPANY	COM	810186106	2356	45476	DEFINED	02
D E W SCRIPPS CO NEW CL A	COM	811054204	7214	95251	DEFINED	01
D SEA CONTAINERS LTD CL A	COM	811371707	104	15111	DEFINED	01
D SEALED AIR CORP NEW	COM	81211K100	250	6220	DEFINED	01
D SELECT SECTOR SPDR TRUST	COM	81369Y100	6131	333548	DEFINED	01
D SELECT SECTOR SPDR TRUST	COM	81369Y407	4181	183944	DEFINED	01
D SECTOR SPDR TRUST (ENERGY)	COM	81369Y506	8779	393345	DEFINED	01
D SECTOR SPDR TRUST (FINANCIAL)	COM	81369Y605	11639	560653	DEFINED	01
D SECTOR SPDR TRUST (INDUSTRIAL)	COM	81369Y704	7125	368960	DEFINED	01
D SECTOR SPDR TRUST (TECHNOLOGY)	COM	81369Y803	9891	691695	DEFINED	01
D SENIOR HIGH INCOME PORTFOLIO	COM	81721E107	268	48403	DEFINED	01
D SERVICE CORP INTL	COM	817565104	152	54731	DEFINED	01
D SIEMENS AKTIENGESELLSCHAFT	COM	826197501	297	7210	DEFINED	01



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D * SIGMA ALDRICH CORP	COM	826552101	10356	232778	DEFINED	01
D SIMULA INC	COM	829206101	24	10550	DEFINED	01
D SMITH & WOLLENSKY RESTAURANT	COM	831758107	1553	388270	DEFINED	01
D J.M. SMUCKER CO NEW	COM	832696405	4672	133606	DEFINED	01
D SNAP-ON INC	COM	833034101	5527	223237	DEFINED	02
D SOUTHERN COMPANY	COM	842587107	903	31764	DEFINED	01
D SPRINT CORP (FON GROUP)	COM	852061100	276	23482	DEFINED	01
D * STAPLES INC	COM	855030102	400	21807	DEFINED	01
D STAR GAS PARTNERS L.P.	COM	85512C105	216	11200	DEFINED	01
D STARWOOD HOTELS & RESORTS	COM	85590A203	407	17102	DEFINED	01
D STATE STREET CORP	COM	857477103	1439	45479	DEFINED	01
D STEWART ENTERPRISES INC	COM	860370105	131	48373	DEFINED	01
D STREETTRACKS SERIES TRUST	COM	86330E604	12164	104295	DEFINED	01
D STRYKER CORP	COM	863667101	415	6051	DEFINED	01
D SUN COMMUNITIES INC	COM	866674104	9327	260544	DEFINED	01
D * SUN MICROSYSTEMS INC	COM	866810104	616	188922	DEFINED	01
D SUNGARD DATA SYSTEMS INC	COM	867363103	215	10110	DEFINED	02
D SUNTRUST BANKS INC	COM	867914103	621	11798	DEFINED	01
D SURMODICS INC	COM	868873100	311	10060	DEFINED	01
D SYSCO CORPORATION	COM	871829107	5047	198382	DEFINED	01
D TCF FINANCIAL CORP	COM	872275102	284	7100	DEFINED	01
D TECO ENERGY INC	COM	872375100	230	21602	DEFINED	01
D TII NETWORK TECH INC	COM	872479209	4	20000	DEFINED	01
D TJX CO'S INC NEW	COM	872540109	486	27641	DEFINED	01
D TLC VISION CORP	COM	872549100	12	10051	DEFINED	01
D TMP WORLDWIDE INC	COM	872941109	373	37087	DEFINED	01
D TARGET CORP	COM	87612E106	3237	110629	DEFINED	01
D TEMPLETON DRAGON FUND INC	COM	88018T101	95	10502	DEFINED	01
D TEMPLETON GLOBAL INCOME FUND	COM	880198106	375	48572	DEFINED	01
D TERADYNE INC	COM	880770102	238	20473	DEFINED	01
D * TEVA PHARMACEUTICAL INDS ADR	COM	881624209	1475	35406	DEFINED	01
D TEXAS INSTRUMENTS INC	COM	882508104	1154	70480	DEFINED	01
D THORNBURG MORTGAGE INC	COM	885218107	236	11457	DEFINED	01
D 3M COMPANY	COM	88579Y101	5684	43712	DEFINED	01
D TOTAL FINA ELF S A	COM	89151E109	553	8739	DEFINED	01
D TRIBUNE CO NEW	COM	896047107	4529	100612	DEFINED	01
D TYCO INTERNATIONAL LTD NEW	COM	902124106	1428	111064	DEFINED	01
D TYSON FOODS INC CL A	COM	902494103	157	20200	DEFINED	01
D * USA TRUCK INC	COM	902925106	279	39116	DEFINED	01
D US BANCORP NEW	COM	902973304	1615	85109	DEFINED	01
D UNILEVER PLC NEW	COM	904767704	671	18100	DEFINED	01
D UNILEVER NV NEW	COM	904784709	571	9601	DEFINED	01
D UNION PACIFIC CORP	COM	907818108	925	16813	DEFINED	01
D UNION PLANTERS CORP	COM	908068109	369	14050	DEFINED	01
D UNITED PARCEL SERVICE INC	COM	911312106	1941	34058	DEFINED	01
D UNITED TECHNOLOGIES CORP	COM	913017109	1936	33510	DEFINED	01
D UNITEDHEALTH GROUP INC	COM	91324P102	472	5152	DEFINED	01
D V.F. CORPORATION	COM	918204108	230	6107	DEFINED	01
D VAN KAMPEN SENIOR INCOME TRUST	COM	920961109	3654	501895	DEFINED	01
D VARIAN MEDICAL SYSTEMS INC	COM	92220P105	8397	155705	DEFINED	01
D VECTREN CORP	COM	92240G101	2638	122655	DEFINED	01
D * VERITAS SOFTWARE CORP	COM	923436109	268	15227	DEFINED	01
D * VERISIGN INC	COM	92343E102	130	14880	DEFINED	01
D VERIZON COMMUNICATIONS	COM	92343V104	2996	84758	DEFINED	01
D VIACOM INC CL B	COM	925524308	1319	36126	DEFINED	01
D VODAFONE GROUP PLC NEW	COM	92857W100	862	47310	DEFINED	01
D WPS RESOURCES CORP	COM	92931B106	855	21371	DEFINED	01
D WACHOVIA CORP (2ND NEW)	COM	929903102	1633	47946	DEFINED	01
D WAL-MART STORES INC	COM	931142103	51039	980961	DEFINED	01
D WALGREEN COMPANY	COM	931422109	4051	137428	DEFINED	01
D WASHINGTON MUTUAL INC	COM	939322103	928	26324	DEFINED	01
D WASHINGTON POST CO CL B	COM	939640108	290	425	DEFINED	02

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D WASTE MANAGEMENT INC NEW	COM	94106L109	597	28210	DEFINED	01
D WELLPOINT HEALTH NETWORKS NEW	COM	94973H108	681	8872	DEFINED	01
D WELLS FARGO & CO NEW	COM	949746101	29529	656350	DEFINED	01
D WESTWOOD ONE INC	COM	961815107	6850	219284	DEFINED	01
D JOHN WILEY & SONS INC	COM	968223206	1888	83240	DEFINED	01
D WILLIAMS COMPANIES INC	COM	969457100	56	12145	DEFINED	01
D WILLIAMS ENERGY PARTNERS L.P.	COM	969491109	342	9257	DEFINED	01
D WILLIAMS SONOMA INC	COM	969904101	229	10501	DEFINED	01
D WILMINGTON TRUST CORP	COM	971807102	289	10401	DEFINED	01
D WYETH	COM	983024100	4495	118847	DEFINED	01
D XEROX CORPORATION	COM	984121103	697	80077	DEFINED	01
D ZEBRA TECHNOLOGIES CORP	COM	989207105	10636	165163	DEFINED	02
D ZILA INC	COM	989513205	25	24928	DEFINED	01
D ZIMMER HOLDINGS INC	COM	98956P102	960	19747	DEFINED	01
D AMDOCS LIMITED	COM	G02602103	133	10000	DEFINED	01
D EVEREST RE GROUP LTD	COM	G3223R108	588	10281	DEFINED	01
D INGERSOLL-RAND COMPANY LIMITED	COM	G4776G101	17346	449499	DEFINED	01
D W.P. STEWART & CO LTD	COM	G84922106	4883	286746	DEFINED	02
D TRANSOCEAN INC	COM	G90078109	410	20071	DEFINED	01
D XL CAPITAL LTD	COM	G98255105	229	3238	DEFINED	01
D UBS AG NEW	COM	H8920M855	585	13701	DEFINED	01
S REPORT SUMMARY	479 DATA RECORDS		1450304		2 OTHER MANAGERS	